

FURIOUS FIVE

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FADE IN ON:

THE FACE OF A BOY

13 tops. Freckled with a shaggy mop of brownish hair. Cute. In a nerdy way. This is CHARLEY "BRAINIAC" LERNER, and he's a techno-geek. With a wireless controller still in his hand, Charley sleeps off a hard night of gaming.

CAMERA PULLS BACK. Charley's in a room filled with computer gadgets. A video-game console called the "mPod" HUMS, as A SCREEN-SAVER swirls on the monitor. It reads: "MASTERMIND."

BOUNCE

Charley?!
(louder)
CHARLEY?!

Charley wakes. He rubs the sleep from his eyes and moves to the window, stepping over A TOOLBOX on the way. THE CAMERA PULLS BACK further, revealing Charley's slept in...

A TREE HOUSE

He looks down at MARCUS "BOUNCE" TURNER. Also 13, Bounce is big even for a big kid and right now he's chomping on a diet chocolate protein bar. Bounce is a wise-cracking trickster with a perpetual twinkle in his eyes.

CHARLEY

Hey Bounce.

BOUNCE

C'mon, Charlie, you're killing me.
It's way past breakfast time.

CHARLEY

Maybe you should try eating at your own house for once.

BOUNCE

I did. Mom's got me on the Atkins diet. If I have to eat another egg white, I'll kill somebody.
(tapping his watch)
Let's go, pancakes in ten.

INT. LERNER HOME - DAY

BOUNCE mows through a full stack of pancakes. MRS. LERNER is working the griddle. BILLY LERNER, a gnarly little two-year old thumb-sucker, is working a "sippy-cup" of chocolate milk. Bounce can't take his eyes off it.

BOUNCE

Great pancakes, Mrs. Lerner.

MRS. LERNER

Thanks, Marcus.

Billy sets the sippy-cup down and Bounce snatches it for a quick pull. Billy goes ballistic. Bounce shuts him up by jamming the sippy-cup back into his mouth. Charley enters through the back door, kisses his mom.

CHARLEY

Hey mom.

MRS. LERNER

Your pancakes are getting cold.

CHARLEY

Did I get any mail?

Charley leafs through the mail sitting on the counter.

MRS. LERNER

No, just bills.

CHARLEY

Nothing from Dr. Malcolm Masters?

MRS. LERNER

He's a famous video-game designer, Charley. I'm sure he gets lots of letters. Remember what your father used to say...

(nostalgic smile)

"Fall seven times..."

CHARLEY

"...stand up eight."

MRS. LERNER

Great things are going to happen for you, I just know it. Don't give up, Charley.

Charley holds up A LETTER.

CHARLEY

I wrote another one last night.

Charley takes a swig out of the carton of orange juice.

MRS. LERNER

Don't drink out of the carton.

Charley checks the time on the wall clock.

CHARLEY

Gotta go.
(ruffles Billy's hair)
See ya, Billy.

And he's out the door with Bounce.

EXT. LERNER HOME - DAY

Charley and Bounce move down the path.

BOUNCE

How'd you play last night?

CHARLEY

I can't get off level 7. It's like
the game knows what I'm thinking.

BOUNCE

That's why it's called *MasterMind*.

Charley stops at the mailbox. He's pensive, deep in thought.

CHARLEY

Can I ask you something?

BOUNCE

Shoot.

CHARLEY

Is it just me, or do you ever get
that weird feeling like something
big is about to happen? Like your
life is about to change?

Charley puts THE LETTER in the mailbox.

BOUNCE

Yeah, it's called puberty, dude.

EXT. NEIGHBORHOOD STREET - DAY

SAMANTHA "4-EYES" BROMILEY, wearing a pair of thick glasses,
rides her bike. She's 13 and if she wasn't so insecure and
poorly dressed, she might be cute. Samantha tenses when she
sees BOOTS McCALL, the resident big man on campus, walking
with his crew of JOCKS. They toss A FOOTBALL back and forth.

BOOTS

Check it out, guys. Nerd alert!

Boots and his jocks look at Samantha, who self-consciously pulls her glasses off and pockets them. Everything rushes at her in a BLUR. She's legally blind.

BOOTS

Hey, 4-Eyes.

Samantha turns and...*SMASH!!!* She hits the back of A PARKED CAR. She's launched over the handlebars and hits the ground.

BOOTS

Chasing parked cars again?

4-EYES

Shut-up, Boots.

Boots and the jocks snicker and walk past. Samantha fumbles for her glasses.

4-EYES

I hate these glasses.

Charley and Bounce slide to a stop.

CHARLEY

You OK, Sam?

4-EYES

Yeah, I just wish I wasn't such a dweeb.

Charley pulls her to her feet.

CHARLEY

That makes three of us.

Bounce wheels her bike over.

BOUNCE

Speak for yourself.

Charley, Bounce and 4-Eyes ride off.

INT. WEEZER HOUSE - DAY

Breakfast with the Weezers. Silence. WALLY "LUNGS" WEEZER, a hyper 13-year old, rail-thin geek on a permanent sugar buzz, drinks a Coke and eats a bowl of Cheerios while playing Tony Hawk's "American Wasteland" video-game on his Sony PSP handheld device. He wears a Tony Hawk tee-shirt.

MRS. WEEZER

Stop playing Tony Hawk and eat your breakfast.

LUNGS

C'mon, Ma, don't be a killjoy, I'm catching some wicked air over here.

MR. WEEZER, a mountain of a man, wears an ELECTRICIAN'S SHIRT and turns to Lungs.

MR. WEEZER

You'll catch a wicked grounding if you don't do what your mother says.

Lungs turns off the video-game and pockets his Sony handheld device. LUNGS' BIG BROTHER, a mountain of a kid, lets out a massive BURP.

Mr. Weezer shoots him a disapproving look.

MR. WEEZER

You call that a burp?

Mr. Weezer burps a monster of his own, dwarfing his sons'.

MR. WEEZER

That's a burp.

MRS. WEEZER stifles a laugh and pretends to be annoyed.

MRS. WEEZER

Do you two have to do this every morning?

Mr. Weezer burps a "yes." The big brother lets out another and another. It's a symphony of burps. Almost harmonic. Family laughter. Mr. Weezer turns to Lungs. Burp.

MR. WEEZER

Jump in anytime, son.

Lungs takes a swig of his Coke, tries to burp, but can't draw a breath. He takes a few hits from his ASTHMA INHALER.

LUNGS

Sorry, dad.

MR. WEEZER

That's all right, son, we'll try again tomorrow.

EXT. WEEZER HOUSE - DAY

Charley, Bounce and 4-Eyes ride up.

CHARLEY

HEY LUNGS, LET'S GO!!!

The door opens. Out steps Lungs. He takes two hits from his asthma inhaler and steps on his beat-up skateboard. He rides down the driveway onto the street where he slides to a stop.

LUNGS

Hey guys, you'll never guess what happened to me the other day.

(dramatic pause)

I got arrested.

BOUNCE

For what?

Lungs strikes a body-builder pose, FLEXING his scrawny BICEPS.

LUNGS

For carrying two "guns..."

(pointing to his abs)

And a "six-pack."

They laugh. Bounce pulls out FIVE TICKETS and fans them out in front of Lungs.

BOUNCE

Who's your buddy?

LUNGS

No way, bro. HuckJam tickets.

(grabs the tickets)

These bad boys cost some serious bank.

4-EYES

Yeah, they did.

CHARLEY

We all pitched in.

BOUNCE

This Saturday, dude. We're going to watch Tony Hawk light it up.

LUNGS

Sweet.

Off Lungs' smile.

EXT. MASTERCORP - DAY

A monolithic modern skyscraper. Steel and glass. Blue neon spells **MasterCorp** across the top. A spire-like SUPER-ANTENNA reaches into the sky.

EXT. MASTERCORP ROOFTOP - DAY

A SLEEK, BLACK HELICOPTER touches down on THE HELIPAD. The cockpit door opens and out steps, DR. MALCOLM MASTERS.

Not even 30, Dr. Masters is the video-game wunderkind of the *MTV* generation. Eccentric and reclusive, he has the wit of Jack Black with the brains of Bill Gates to back it up.

He's approached by his aide-de-camp, MS. WORKS. They walk and talk their way toward an elevator.

DR. MASTERS

(re: helicopter)

What do you think of my new toy,
Ms. Works?

MS. WORKS

Expensive.

DR. MASTERS

Gotta spend money to make money.
(then)
Talk "nerdy" to me.

MS. WORKS

The stock's down 28%. We only had
2 million gamers online last night.

DR. MASTERS

That's nowhere near our
projections.

MS. WORKS

Activision's new Tony Hawk game is
eating up the marketplace.

DR. MASTERS

I can't believe I'm getting killed
by a skate-rat.

MS. WORKS

The kids love him.

They step inside the elevator.

DR. MASTERS
Then get me Tony Hawk.

MS. WORKS
I'll set up a meeting.

The elevator doors close.

INT. MASTERCORP GAMING LAB - DAY

The elevator doors open. Dr. Masters and Ms. Works step into a Byzantine cyber-lab with TECHIES working in dark cubicles.

Dr. Masters circles A BLACK AND SILVER SYNTHETIC GAMING SUIT and HELMET. Several TECHNICIANS run a battery of diagnostic tests on the suit. It's ultra-lightweight with a network of circuitry running down the extremities like synthetic veins.

DR. MASTERS
How's the gaming suit coming?

TECHNICIAN
We have a glitch with the virtual server. It should be ready for a test run in a couple weeks.

DR. MASTERS
You have one week.

TECHNICIAN
But, sir, it's a prototype. We need more time.

DR. MASTERS
Make it happen.

Dr. Masters walks off with Ms. Works in tow.

DR. MASTERS
Anything else, Ms. Works?

MS. WORKS
One more thing.

DR. MASTERS
There always is. Let's hear it.

MS. WORKS
A boy's been writing you. 37 times to be exact.

DR. MASTERS
Persistent little gamer.

MS. WORKS

Yes, he is.

DR. MASTERS

I like that. Send him a tee-shirt and an autographed picture.

MS. WORKS

I already have, but he's not just a fan. He's insistent about meeting with you. He writes for his junior high-school newspaper and has asked for an interview.

DR. MASTERS

This is deserving of my time why?

MS. WORKS

It's your old Alma Mater. Thought you might find it sentimental. And he is your demographic. Besides, it wouldn't hurt for you to show some goodwill. Who knows? He might inspire you.

DR. MASTERS

What's his name?

EXT. JUNIOR HIGH SCHOOL - DAY

ON CHARLEY staring at something. He's mesmerized. It's KADI CHAMBERS, the Heidi Klum of 8th grade, walking up the pathway with her BEAUTIFUL GIRLFRIENDS. Bounce and Lungs stare, too. 4-Eyes rolls her eyes.

Kadi looks over at Charley and smiles.

KADI

Hi, Charley.

Charley is speechless, as Kadi and her friends walk up the steps. 4-Eyes watches Charley make a fool of himself.

4-EYES

What's the matter with you? The girl of your dreams says "HI" and you just stand there. It's a basic salutation, it's only one syllable. It's said millions of times every day, all over the world. Come on, Charley, say it with me..."HI!"

Charley watches Kadi and her friends enter the school.

CHARLEY

I wish it was that easy.

4-EYES

I don't see what the big deal is,
she's not that cute.

Charley, Bounce and Lungs all turn to 4-Eyes in disbelief.

BOUNCE

Are you kidding me, Bromiley? When
was the last time you got your eyes
checked?

LUNGS

Yeah, she's hot.

BOUNCE

Smokin' hot.

4-EYES

(a little jealous)
Whatever.

As THE SCHOOL BELL RINGS.

INT. CLASSROOM - DAY

Kadi is at the chalkboard working on an Algebra equation.
She stops, turns to the teacher MR. PROCTOR.

KADI

Sorry, Mr. Proctor, I'm stuck.

MR. PROCTOR

Can anyone help, Miss Chambers?

Silence. Mr. Proctor calls to Boots.

MR. PROCTOR

Mr. McCall, why don't you step up
here and enlighten us?

BOOTS

Sorry, Teach, math isn't my thing.

Mr. Proctor frowns, turns to the other side of the class.

Boots takes this opportunity to quickly load A STRAW with A
SPIT-WAD. He fires it with one mighty puff. *THWACK!!!* It
drills Charley on the back of the neck.

CHARLEY

OWWWW!!!!

Mr. Proctor thinks Charley's volunteered himself.

MR. PROCTOR

Good man, Mr. Lerner, come on up.

Charley goes to the chalkboard. Kadi hands him the chalk and he goes to town. Ripping through the equation.

Bounce turns to Lungs and 4-Eyes.

BOUNCE

Look at him, he's in nerd-vana.

Charley hands the chalk back to Kadi.

MR. PROCTOR

Very good, Mr. Lerner.

Kadi looks to Charley.

KADI

Thanks.

Boots' face reddens, jealous.

INT. SCHOOL GYM - DAY

Gym class. A nightmare for nerds. Charley and the gang are faced off against Boots and his jocks. A Dodge-Ball sits at half court. COACH MCCALL, a bull of man with no neck, tight white shorts riding way too high and a whistle clamped in his teeth, calls out.

COACH MCCALL

Ready?

Nods from the jocks. And from the nerds. THE WHISTLE BLOWS.

Kadi and her friends stop playing volleyball and watch Boots and Charley race for the Dodge-Ball at half court. Boots is faster. Charley trips and goes down. Hard. Boots snatches the ball up and throws it at 4-Eyes, who's beamed in the side of the head. Her glasses fly off.

BOOTS

Take a seat, 4-Eyes.

4-Eyes grabs her glasses and hobbles off the court.

4-EYES
(to herself)
I hate these glasses.

Boots scoops up the ball and heaves it as hard as he can at Lungs. Lungs takes it square in the chest.

BOOTS
Adios, Lungs.

Lungs joins 4-Eyes on the sidelines.

Bounce snatches up the ball, smiles.

BOUNCE
Yo, Boots. Suck on this one!!!

And...Bounce throws the ball as hard as he can. Boots ducks. The ball ricochets off the back wall.

BOUNCE
...or not!!!

Boots scoops the ball up and heaves it. Bounce is beaned right in the nuts. He doubles over.

BOOTS
How's that taste, Fatboy?!

Charley faces off against Boots. Boots runs at him and winds up, hurling the ball. Charley tries to evade. No luck. He gets smashed right in the head. Charley hits the wood.

Boots towers over Charley, snarls.

BOOTS
Solve that equation, *Brainiac*.

Kadi gives Charley a sympathetic look.

Coach McCall clicks his stopwatch.

COACH MCCALL
46 seconds.
(to Boots)
You beat your personal best. Good job, son.

BOOTS
Thanks, dad.

COACH MCCALL
Hit the showers.
(then to the nerds)
(MORE)

COACH MCCALL (cont'd)

The rest of you losers, give me ten laps.

BOUNCE

That's not fair.

COACH MCCALL

Life's not fair. Make it twenty.

Boots and his jocks snicker as they head for the locker room.

EXT. JUNIOR HIGH SCHOOL QUAD - DAY

Lunchtime. Charley, Bounce, Lungs and 4-Eyes are sitting at the "geek" table, brown bagging it. Charley watches Kadi at the popular table with Boots and his jocks.

BOUNCE

Dude, why don't you just go over there and ask her out?

CHARLEY

You've gotta be kidding. Look at me, I'm a total loser.

BOUNCE

Yeah, but when you lose, you lose big. You can't teach that, it's a talent.

CHARLEY

(sarcastic)

Great, so I got that going for me.

LUNGS

Hey guys, check it out.

Lungs points to the sky. Everybody looks up. Over the top of the school, THE "MASTERCORP" HELICOPTER descends and lands in the center of the quad. The students watch in awe.

Dr. Masters climbs out with Ms. Works.

PRINCIPLE STERN storms across the quad, angry.

PRINCIPAL STERN

Who do you think you are, landing a helicopter on my quad?

DR. MASTERS

You must be Principal Stern. I'm Dr. Malcolm Masters.

Principal Stern's demeanor changes.

PRINCIPAL STERN

It's great to finally meet you, Dr. Masters. Thanks again for donating the computer lab. The students are getting a lot out of it.

Dr. Masters turns to Ms. Works.

DR. MASTERS

(an aside)

I donated a computer lab?

MS. WORKS

Tax write off.

PRINCIPAL STERN

What can I do for you?

DR. MASTERS

I'm looking for a student of yours.

ON CHARLEY watching from across the quad with his friends.

4-EYES

(straining to see)

Is that who I think it is?

CHARLEY

Yeah, that's him all right.

Principal Stern turns and points at Charley.

CHARLEY

I think he just pointed at me.

Principal Stern leads Dr. Masters and Ms. Works across the quad towards Charley and the gang.

BOUNCE

And now he's walking towards you.

(teasing)

Want a breath-mint?

Dr. Masters arrives at Charley and his friends.

DR. MASTERS

Hello Charley.

CHARLEY

Wow. It's an honor to meet you, Dr. Masters.

DR. MASTERS
Call me Malcolm.
(flashing a smile)
So you still want that interview?

CHARLEY
Really?

DR. MASTERS
Chopper's waiting.

CHARLEY
Can my friends come?

DR. MASTERS
I don't see why not.

Charley turns to his friends and smiles.

CHARLEY
Shotgun.

Charley and the gang run to the helicopter.

INT. MASTERCORP HELICOPTER - DAY

En route. Dr. Masters sits behind the pilot's yoke wearing a wireless headset. Charley rides shotgun wearing a headset of his own. The instrument panel looks like a gaming console.

DR. MASTERS
Do you know why I agreed to meet
with you, Charley?
(Charley shakes his head)
37 letters in 37 days. You must
drive your parents crazy.

CHARLEY
My mother tells me to never give
up, so I kept writing.

DR. MASTERS
Good advice, it paid off. What's
your father tell you?

Charley's face falls, this is an open wound.

CHARLEY

He died three years ago in a car accident.

DR. MASTERS

I'm sorry.

Charley turns away, looks at the high-tech control panel.

CHARLEY

This is wicked.

DR. MASTERS

You want to give it a try?

CHARLEY

I don't know how to fly.

DR. MASTERS

Sure you do.

Dr. Masters presses a button and an "*mPod*" controller rises up from under his seat.

CHARLEY

Lookit' this! It's just like my controller at home.

DR. MASTERS

Handles just like the *MasterMind* Fighter-Craft on level four.
(reassuring him)
Give it a whirl.

Charley grabs the controller and starts flying.

Bounce sticks his head into the cockpit.

BOUNCE

Hey, dude, you're never going to believe this, we're playing *MasterMind* back here.

CHARLEY

You're never going to believe this, I'm flying a helicopter.

BOUNCE

You're right, I don't believe it.

Charley works the controller to the left and the helicopter banks hard, slamming Bounce's face into the window.

CHARLEY
Believe me now?

EXT. WILD BLUE YONDER - DAY

ON BOUNCE'S FACE smashed up against the back window, as the helicopter dives into the city-scape below. The MasterCorp skyscraper looms in the distance.

INT. MASTERCORP GLASS ELEVATOR - DAY

Charley, Bounce and 4-Eyes are pressed up against the glass, staring at SOMETHING. Whatever it is, it's awe-inspiring.

Dr. Masters notices Lungs is playing his Tony Hawk video-game on his Sony PSP handheld.

DR. MASTERS
I see you're a Tony Hawk fan.

LUNGS
Big-time. American Wasteland is the bomb-dot-com. It rocks.

CHARLEY
Don't listen to him, Dr. Masters. MasterMind kicks Tony Hawk's butt any day of the week.

LUNGS
I don't think so.
(to Dr. Masters)
Sorry, bro. No offense.

DR. MASTERS
None taken..."bro."

The elevator stops and the doors slide open.

INT. MASTERCORP NERVE CENTER - DAY

Charley and his crew move inside the sprawling and opulent nerve-center with their eyes fixed on something enormous.

CHARLEY
Whoa!

Dr. Masters puts a paternal hand on Charley's shoulder.

DR. MASTERS
Charley Lerner, meet MasterMind.

Everybody looks up at a massive machine-like structure rising out of the floor. It's a supercomputer with phosphorescent liquid nitrogen tanks cooling its mega-gigahertz processors.

DR. MASTERS

This is who, or should I say what, you play every time you log-on to MasterMind.

A GIGANTIC PLASMA SCREEN in the center of the super-computer COMES TO LIFE. It forms THE PLASMA FACE of its creator; Dr. Masters. This is **THE MASTERMIND SUPERCOMPUTER**.

A SOOTHING, SYNTHETIC VOICE fills the room.

MASTERMIND SUPERCOMPUTER

Hello, Charley.

CHARLEY

It looks just like you.

Dr. Masters smiles, proud of his plasma alter-ego.

DR. MASTERS

Handsome devil, isn't he?

4-EYES

What is it?

THE PLASMA FACE answers 4-Eyes' question.

MASTERMIND SUPERCOMPUTER

I'm a supercomputer. The first of my kind. A thinking machine.

Charley pulls out a scratch pad and scribbles notes.

CHARLEY

Artificial Intelligence?

DR. MASTERS

Very good, Charley. What can you tell me about it?

CHARLEY

AI gives computers the ability to apply human reasoning capabilities to reach a conclusion. In theory, machines can actually learn.

4-EYES

Like TiVo?

CHARLEY

Something like that.
(to Dr. Masters)
But this is just theoretical.

DR. MASTERS

Not anymore. My life's work has
turned this theory into reality.

MASTERMIND SUPERCOMPUTER

*Every time you play, it increases
my knowledge of how to beat you.*

CHARLEY

Impossible.

DR. MASTERS

Nothing's impossible, if you put
your mind to it.

MASTERMIND SUPERCOMPUTER

I can't be beat.

BOUNCE

(a la Schwarzenegger)
It's the Terminator.

DR. MASTERS

Without the bad accent.

CHARLEY

Who developed it?

DR. MASTERS

I designed the mainframe and wrote
the software when I was in graduate
school at MIT.

CHARLEY

How many people can play at the
same time?

MASTERMIND SUPERCOMPUTER

*Unlimited. Currently, I'm playing
over three million users.*

CHARLEY

This is unbelievable. Scientists
have been trying to crack this
technology forever and you did it.
What's the secret?

DR. MASTERS

When you go to McDonald's, do you go into the kitchen and ask what's in their secret sauce?

BOUNCE

Heck no, I just snarf the burger.

DR. MASTERS

Exactly.

Dr. Masters looks at his watch.

DR. MASTERS

I better get you kids home. It's almost dinner time.

Dr. Masters moves for the elevator.

BOUNCE

What do you say we hit Micky-Dee's on the way home and bag a McMeal? A Big Mac sounds killer. You fly, I'll buy. You feel me?

Off Dr. Masters look.

INT./EXT. MCDONALD'S - NIGHT

A PIMPLY-FACE KID works the DRIVE-THRU when a XENON LIGHT slashes across his face. It's accompanied by THE THUNDERING SOUND of ROTORS BLAZING. The kid shields the light from his eyes and watches THE "MASTERCORP" HELICOPTER land outside.

Bounce hops out of the cabin and bellies up to the window.

BOUNCE

S'up, dude? Gimme five Big-Macs, five Cokes and five fries.

PIMPLY-FACED KID

(deadpan)

Do you want it super-sized?

Bounce gives the cashier a sidelong glance.

BOUNCE

Take a wild guess.

EXT. NEIGHBORHOOD STREET - NIGHT

The helicopter lands on the cul-de-sac. Everybody comes out of their middle-class homes to see the commotion.

EXT. LERNER HOME - NIGHT

Mrs. Lerner, with Billy in her arms, comes out the front door and sees Charley inside the helicopter.

INT. MASTERCORP HELICOPTER - NIGHT

Bounce, 4-Eyes and Lungs pile out. Charley sees Kadi run out of her house. They share a look.

DR. MASTERS
Is that your girlfriend?

CHARLEY
I wish.

Dr. Masters stares at Charley, sizing him up.

DR. MASTERS
You forgot to ask me one question today. The most important one.

CHARLEY
What's that?

DR. MASTERS
How did I become so successful?

CHARLEY
How did you?

DR. MASTERS
When I wanted something bad enough, I went for it. You gotta play big or go home. It's that simple. So what's it going to be, Charley?

Charley looks at Kadi, thinking for a moment. Then:

CHARLEY
Thanks for everything.

DR. MASTERS
No worries.

Charley opens the door.

EXT. NEIGHBORHOOD STREET - NIGHT

Charley hops out of the helicopter and catches eyes with Kadi from across the street. The helicopter takes off behind him.

CHARLEY
(to himself)
Time to play big.

He moves to Kadi when MRS. LERNER steps in front of him.

MRS. LERNER
Get inside.

CHARLEY
I can explain...

MRS. LERNER
NOW!!!

Charley shares a look with Kadi and goes into the house with Mrs. Lerner following him.

INT. CHARLEY'S BEDROOM - NIGHT

Charley sits at his desk. The soft glow from his laptop is the only thing illuminating his face. He thinks. An empty page and A BLINKING CURSOR stare back at him. He looks at A POSTER on the wall of DR. MALCOLM MASTERS. Inspiration.

Charley's hands start to fly across the keyboard.

EXT. LERNER BACKYARD - DAY

A CABLE GUY installs A HIGH-SPEED SATELLITE DISH on the roof next door, as Charley and his gang watch from his backyard.

LUNGS
I'm so sick of DSL. I mean, think about the things we could do if we had high-speed satellite.

CHARLEY
I'd hook-up a Linux-based cluster and virtual server so we could all play *MasterMind* in real time.

4-EYES
No cyber-crud.

BOUNCE
No crashes.

LUNGS

Smooth gaming.

Mrs. Lerner comes out of the house and carries Billy over to Charley.

MRS. LERNER

I'll be back at nine. The pizza's in the kitchen. There's plenty of snacks for the sleep-over, but only after dinner. Make sure Billy gets his formula and check his diaper.

(a kiss)

Be good.

CHARLEY

See ya, mom.

Mrs. Lerner goes back in the house just as BOOTS cranes his head over the fence.

BOOTS

(re: satellite dish)

Jealous much?

BOUNCE

Not really. You won't be able to use that satellite dish anyway.

BOOTS

What're you talking about?

BOUNCE

Didn't you read the box? It says it right on the front.

(mischievous)

"Brains not included."

Bounce and the gang laugh.

BOOTS

Very funny, Fatboy. You're lucky there's a fence between us.

Boots disappears on the other side of the fence. Charley turns to his friends, his mind spinning.

CHARLEY

C'mon, I've got an idea.

INT. BOOTS' ROOM - NIGHT

Boots and his jocks stare at THE PLASMA SCREEN TV. Cables and cords are everywhere. In front of them lies an "mPod" GAMING CONSOLE and wireless controller just out of the box. Dead silence. No one knows what to do. Blank stares.

One of Boots' jock friends, JOEY, throws in the towel.

JOEY

Why don't we go next door and ask one of those wire-heads how to start this game?

BOOTS

No way. C'mon, how hard can it be? We're smart guys, we should be able to figure this out.

They think. Crickets.

Then, right behind them, outside the window, BOUNCE'S FACE appears. He's covered in camouflage. Boots senses something and turns to the window. Bounce is gone.

EXT. BOOTS' HOUSE - NIGHT

Bounce climbs a ladder, which is positioned right next to the window. He reaches the roof and moves to THE DISH. He pulls Billy's TOYS "R" US BABY-TALK WALKIE-TALKIE out of his coat.

BOUNCE

Target acquired. Over.

Bounce looks over at...

THE TREE HOUSE

Where Charley, Lungs and 4-Eyes watch him. LIGHTNING ARCS. Charley looks at the stormy horizon.

CHARLEY

Hurry up, Bounce, there's a storm moving in.

EXT. ROOFTOP - NIGHT

A light rain falls, as Bounce pulls out A WIRELESS ROUTER and begins installing it to THE SATELLITE DISH.

BOUNCE

Roger that, I'm almost done.

As Bounce continues his work.

INT. BOOTS' ROOM - NIGHT

Boots and his jocks stare at the screen, dumbfounded. Boots turns to JOEY, who's nose is stuck firmly in the manual.

BOOTS
What's the manual say?

JOEY
This thing is impossible to read.
It's like it's in another language
or something.

Boots snatches the manual away.

BOOTS
That's because it is in another
language, moron! You're reading
the Spanish section.
(flips to English section)
It says here, all we have to do is
press start to play.

They all look at THE PLASMA TV where the start screen blinks
"PRESS START TO PLAY" in big, bold letters.

A collective "AHHH" from the jocks.

EXT. ROOFTOP - NIGHT

It's raining. Bounce finishes the installation.

BOUNCE
(into walkie-talkie)
All jacked in.

INT. TREE HOUSE - NIGHT

4-Eyes plugs AN AIRPORT into the USB JACK on the "mPod" and
looks at THE SATELLITE ICON. She turns to Charley.

4-EYES
We have a five-bar signal.

LUNGS
Gotta love technology.

Charley looks at Bounce on the roof and gives him the thumbs
up while speaking into the walkie-talkie.

CHARLEY

OK, we're lit up. C'mon home, but
be careful, it looks slippery.

EXT. ROOFTOP - NIGHT

Bounce moves across the slippery shingles towards the ladder while speaking into the walkie-talkie.

BOUNCE

Dude, I might be big, but I'm slow.
Nimble. Like a cat.

SLIP!!!! Bounce's feet fly out from under him. He lands on his butt, slides down the sloped rooftop and over the side.

INT. BOOTS' ROOM - NIGHT

Boots and his jocks are huddled around THE PLASMA SCREEN, as Bounce WHIZZES past the window behind them.

EXT. SIDE YARD - NIGHT

Bounce hits the rain-soaked lawn. *THUD!!!*

INT. TREE HOUSE - NIGHT

Lungs, who has seen Bounce fall, turns to Charley.

LUNGS

Man down!

Charley goes to the window while speaking into the walkie.

CHARLEY

You OK, Bounce?
(no answer)
Bounce, talk to me.

EXT. SIDE YARD - NIGHT

Bounce is flat on his back in a puddle of mud. He lifts the walkie-talkie to his mouth.

BOUNCE

Not. Cool.

INT. MASTERCORP GAMING LAB - NIGHT

Deserted and dark at this hour, except for one area. It's the R&D gaming lab. Inside it we see A MAN, standing in a pool of light putting on THE VIRTUAL GAMING SUIT. The light flickers. THUNDER rolls outside. The man is Dr. Masters, and he's being assisted by Ms. Works.

THE BACK OF THE VIRTUAL SUIT is sealed tightly like a super lightweight exoskeleton.

MS. WORKS

R&D still hasn't worked out the power surges on the virtual server. You sure you want to do this?

HE SNAPS THE 3-D HELMET ON.

DR. MASTERS

I've spent millions of dollars and several years of my life developing this suit. I'm more than sure.

In this light, Dr. Masters looks like a cyber-soldier. The electrical circuitry on his suit glimmers in the semi-dark.

He moves to A PLASMA WALL WITH THE MASTERMIND LOGO SPINNING. THE PLASMA FACE of THE MASTERMIND SUPERCOMPUTER appears.

MASTERMIND SUPERCOMPUTER

Welcome, Dr. Masters.

THE EYEPIECE on Dr. Masters' 3-D HELMET slides into place.

DR. MASTERS

Let's play.

His virtual suit surges and SUDDENLY he's pulled inside...

EXT. VIRTUAL WORLD - NIGHT

Where a war is waged on some distant planet. It's A SURREAL, OTHERWORLDLY VIRTUAL-SCAPE.

DR. MASTERS' ANIMATED, CYBER ALTER-EGO stands in front of his massive ARMY OF "TERMINATOR-ESQUE" MASTERBORGS looking down on "THE RESISTANCE," which are battalions of cyber-marines. They represent the on-line players.

He raises his arm and sends the MasterBorgs into battle.

CYBER-DR. MASTERS

I love being the bad guy.

THE CAMERA SLAMS BACK PULLING PAST MASTERMIND and his army of MasterBorgs until they are just PIXELS ON A TELEVISION SCREEN and we find ourselves inside...

INT. TREE HOUSE - NIGHT

Where Charley and his crew are looking at the on-line game in progress. They all have wireless controllers and HEADSETS to communicate. Billy sits in front of them, intrigued by the monitor. He sucks on a bottle of chocolate formula.

LUNGS

Hurry up, Charley, the "Resistance" is getting killed, we gotta get in there pronto!!!

He takes a hit off his inhaler. Charley types in his alias.

CHARLEY

Ready to rock?

BOUNCE

Ready to roll.

4-EYES

Let's kick some cyber-butt.

Charley hits ENTER and FOUR CUSTOMIZED GAMING CHARACTERS, or AVATARS, appear on-screen. They bear an uncanny resemblance to their real-world counterparts. Their names flash:

BRAINIAC, 4-EYES, BOUNCE and LUNGS

Outside, the storm picks up. **THUNDER!! LIGHTNING FLASHES!!!** The four friends thumb their wireless controllers. THEN, THE CAMERA SLAMS US BACK INTO...

EXT. VIRTUAL WORLD - NIGHT

The battle rages. Our ANIMATED, CYBER-HEROES, hunker behind a rock, LASERS pounding the virtual-scape all around them.

CYBER-CHARLEY looks up at Cyber-Dr. Masters atop the hill. He turns back to his CYBER CREW.

CYBER-CHARLEY

How's everybody's armor?

CYBER-BOUNCE

Fully charged, dude.

CYBER-LUNGS

92%.

Cyber-Lungs gets blasted in the shoulder by A LASER.

CYBER-LUNGS

Make that 79%.

Cyber-4-Eyes jumps up and starts running.

CYBER-4-EYES

*What are you sissies waiting for?
I'm taking that hill.*

THE CYBER-NERDS follow her up the hill. They're running and gunning, firing their laser armaments. They plow through A UNIT of MasterBorgs. Cyber-Dr. Masters sees the gang of four charging the hill, fighting valiantly.

He hones in on Cyber-Charley/Brainiac.

INT. MASTERCORP GAMING LAB - NIGHT

ON DR. MASTERS smiling, as the game reflects in his eyepiece.

DR. MASTERS

Hello, Brainiac.

INT. VIRTUAL WORLD - NIGHT

Cyber-Dr. Masters raises A GIANT LASER CANNON. The bee-hived muzzle fires several high-powered blasts.

CYBER-4-EYES

INCOMING!!! Lookout, Bounce.

Cyber-4-Eyes tackles Cyber-Bounce to safety, as the LASERS incinerate everything around them.

INT. TREE HOUSE - NIGHT

Bounce turns to 4-Eyes. LIGHTNING lights up the sky, exposing the tree-house in rolling FLASHES. RAIN.

BOUNCE

Get off me! It's time to dish out some rapid-fire projectile pain.

CHARLEY

Lay down some cover-fire, I'm going in. Lungs, you with me?

LUNGS

I got your back.

Bounce and 4-Eyes thumb their controllers, unleashing a flurry of cover-fire and SUDDENLY WE'RE BACK INSIDE...

EXT. VIRTUAL WORLD - NIGHT

Cyber-Charley and Cyber-Lungs use the cover-fire to charge up the hill. Cyber-Charley fights his way through the last line of defense and faces off with Cyber-Dr. Masters. Weapons are drawn. It's a virtual stand off.

CYBER-DR. MASTERS

Let's make this interesting.

Cyber-Dr. Masters throws down his LASER CANNON and draws his RED PLASMA SWORD.

CYBER-CHARLEY

Let's.

Cyber-Charley draws his BLUE PLASMA SWORD. They circle each other.

INT. MASTERCORP GAMING LAB - NIGHT

Ms. Works shakes Dr. Masters, who turns clearly irritated.

MS. WORKS

We need to get you off-line and out of that suit, Dr. Masters. The electrical storm has caused several power surges in our mainframe.

DR. MASTERS

Not now.

Ms. Works looks at the data terminals on the gaming console.

MS. WORKS

The system's overloading.

Dr. Masters ignores her and swings his arms as if delivering a blow with his sword. Off his slashing, WE WIPE CUT TO...

EXT. VIRTUAL WORLD - NIGHT

THWAP, THWAP, THWAP!!!!!! Several lightning-fast strikes are made by Cyber-Dr. Masters, each one parried by Cyber-Charley.

It's a nail-biting fight. SWORDS LOCK. Cyber-Charley spins out of the sword lock, whirling his BLUE PLASMA SWORD.

Cyber-Dr. Masters evades the blow. The virtual sky FLICKERS, a roiling broth.

INT. TREE HOUSE - NIGHT

ON LUNGS, who's watching the rain pour down outside.

LUNGS

Hey guys, maybe we should pack it in. It's getting bad out there.

Charley thumbs his controller like a madman.

CHARLEY

This is my time, I'm about to make it past level seven.

4-EYES

Yeah, don't be a wuss, Lungs.

THUNDER CRACKS!!! The monitors flicker, taking the surge.

EXT. MASTERCORP - NIGHT

LIGHTNING SNAPS above the building. Then, in one ferocious strike, A *LIGHTNING BOLT* slams into the massive spire-like SUPER-ANTENNA. The electricity rips into the skyscraper.

The building flickers. The steel girders RIPPLE with the voltage. The ghastly sound of metal bending. We SCAN DOWN floor after floor as they go dark.

INT. MASTERCORP NERVE CENTER - NIGHT

THE MASTERMIND SUPERCOMPUTER is rocked with a retina-searing power surge. It absorbs the amperage. The phosphorescent tanks boil, supercharging the mainframe.

INT. MASTERCORP GAMING LAB - NIGHT

Dr. Masters stands in front of THE VIRTUAL GAMING WALL. THE PLASMA RIPPLES as if it were molten. THEN IT BULGES OUTWARD, something is trying to get out. SUDDENLY, SEVERAL BOLTS OF ELECTRICITY burst out of THE PLASMA and tear into him. Every electrical outlet spits tendrils of electricity, which attach to the synthetic veins of his gaming suit.

Ms. Works is thrown to the ground.

POWER COURSES through Dr. Masters' body. He raises his arms, stretching them towards THE PLASMA GAMING WALL. SPIDER-WEBS of electricity are pumped into THE PLASMA AND...

EXT. VIRTUAL WORLD - NIGHT

Cyber-Dr. Masters hits Cyber-Charley with A SNAKE OF ELECTRICITY that shoots from his outstretched arms.

INT. TREE HOUSE - NIGHT

Charley, 4-Eyes, Lungs and Bounce are hit by A WHITE-HOT BOLT OF ELECTRICITY that shoots from THE GAMING MONITOR. The bolt rocks them like a blast of hot wind, X-RAYING their bodies to the core. Billy gets tossed.

Charley is knocked back, hitting his head.

THE MONITORS SPARK, FIZZLE AND DIE. BLACKNESS.

INT. MASTERCORP GAMING LAB - NIGHT

The gaming console arcs with electricity. Dr. Masters kneels in front of the plasma gaming wall silhouetted. He throws his helmet off in excruciating pain. A WHITE-HOT TENDRIL of electricity snaps off the gaming console and strikes him.

Several smaller TENDRILS pour out of every electrical outlet as if charging him up. His body convulses, seized by spasms. He absorbs the extreme amperage, harnessing the power.

INT./EXT. TREE HOUSE - NIGHT

It's dark, but for some flicker and spark from the monitor. Then, A FLASHLIGHT is clicked on, illuminating Charley. He feels the lump on his head.

CHARLEY

Everyone OK?

Charley hears something. He swings the flashlight. And there's Bounce slumped in the corner, shaken.

BOUNCE

What happened?

His flashlight finds Lungs, who takes a pull off his inhaler.

LUNGS

That was gnarly.

The lightning from outside illuminates 4-Eyes who sits up and straightens her glasses.

4-EYES

Totally.

CHARLEY

(remembering)

Billy.

Charley swings his flashlight around and there's BILLY with a smile on his face. His hair sticks straight up with wisps of smoke coming off it. Static electricity. Billy giggles.

Then, MRS. LERNER can be HEARD outside.

MRS. LERNER

CHARLEY!!!

BOUNCE

Uh-oh, we're barbecued.

Charley goes to the window and looks down on his mother, who stands under an umbrella in the backyard.

CHARLEY

Hey mom.

MRS. LERNER

(peevied)

Please tell me you don't have Billy up there in the middle of a storm.

CHARLEY

I can explain...

MRS. LERNER

No you can't. Come down from there right now. Party's over.

INT. MASTERCORP GAMING LAB - NIGHT

Dr. Masters rises. The last bits of electricity arc up his body, flashing in his eyes. He is deeply charged, his synthetic gaming suit PULSING with A RIPPLE OF ELECTRICITY.

Transformation.

EVERYTHING GOES QUIET. AND CALM. THEN DARKNESS FALLS as we DISSOLVE THROUGH TO...

EXT. LERNER HOME - DAY

The storm has passed leaving behind a crystal clear day.

EXT. LERNER BACKYARD - DAY

Charley looks up at his tree house.

INT. TREE HOUSE - DAY

THE TRAP DOOR opens and Charley climbs inside, looks around.

CHARLEY

Bummer.

The tree house is in disarray. Several pieces of electronics have fallen. They're singed and blown out. He looks at the "mPod" lying on the floor. As he reaches for it, the console BLINKS to life as if responding to his thoughts. Strange.

THE GAMING MONITOR SNAPS ON. THE MASTERMIND LOGO spins.

Charley looks around for his controller. He spots it on the other side of the tree house. As he makes a move for it, IT FLIES ACROSS THE ROOM AND INTO HIS HAND TELEKINETICALLY!!!

CHARLEY

No. Way.

Way.

INT. LUNGS' ROOM - DAY

Lungs wakes up, sits up in bed. Sunlight pours through the window. He reaches for his inhaler on the bedside table. He takes a hit and the cannister on his inhaler IMPLODES!!!

LUNGS

Whoa!!!

INT. WEEZER HOUSE - DAY

Breakfast with the Weezers. Silence. Then, LUNGS' BIG BROTHER lets out a massive burp. The Weezers laugh.

MR. WEEZER

Getting better, son.

Mr. Weezer burps a monster.

MRS. WEEZER

That's disgusting, honey.

MR. WEEZER

Thanks.

(then to Lungs)

You want to get in the game, son?

LUNGS

Sure. I'll give it a shot.

Lungs takes a swig of Coke, and sucks in a breath that pulls the curtains into the room. Then he unleashes the mother of all burps. It's long, loud and shakes the house right down to its foundation. The G-FORCE of the SUPER-BURP causes the faces of his family to RIPPLE back. It sets CAR ALARMS OFF. NEIGHBORHOOD DOGS howl. The family's stunned.

LUNGS

I win.

INT. SAMANTHA'S ROOM - DAY

4-Eyes wipes the sleep from her eyes, goes to her window and pulls the drapes. Everything is VIBRANT. A PAPERBOY tosses A NEWSPAPER. Samantha watches the newspaper fly through the air and land on the lawn across the street.

Then, HER VISION PULLS FOCUS on the newspaper. She can read everything. Even the fine print from over 100 yards away.

4-EYES

This is too weird.

She rubs her eyes. Turning back, she looks across the room. HER RETINAS DILATE, focus. The look on her face says it all as her new SUPER-VISION goes to X-RAY MODE!!!

The wall on the opposite side of the room becomes completely transparent. Like an X-RAY MACHINE, she can see THE SKELETAL IMAGE OF HER DAD sitting on the toilet, reading a magazine.

4-EYES

Way too weird.

She goes to her bedside table and grabs her glasses to get a second opinion. She puts them on and looks up. In the blink of an eye, AN OPTIC BLAST shoots out of her glasses.

THE LASER BEAM BLASTS A MASSIVE HOLE IN THE WALL. 4-Eyes snatches her LensCrafters right off. Stunned.

Her DAD appears through the smoking hole in the wall.

4-EYES
Morning, dad.

Off his bewildered expression.

INT. TREE HOUSE - DAY

Charley's in the zone, thumbing away at his controller. The online processor can barely keep up. His thumbs move at the speed of light. He rips through level after level.

ON-SCREEN we see the levels tick off *7, 8, 9, 10...*

Charley plays at a seemingly impossible speed.

11, 12, 13, 14, 15...

INT. MASTERCORP MEDICAL FACILITY - DAY

ON DR. MASTERS running on A TREADMILL. ELECTRODES are taped to his chest and temples. A DOCTOR looks at the diagnostic equipment monitoring his vitals. WHISPERS.

The Doctor approaches.

THE DOCTOR
Your readings are off the charts.
The electricity seemed to energize
your cellular makeup. This is way
beyond any peak performance levels
I've seen. It's unnatural.

DR. MASTERS
I've never felt better.

THE DOCTOR
There's another concern.

DR. MASTERS
What?

THE DOCTOR
Your brain seems to be running in
symbiosis with a host.
(to the technician)
Put it up on the screen please.

THE TECHNICIAN hits some buttons on their control panel and DR. MASTERS' BRAINWAVES appear on A SPLIT SCREEN with another set of brainwaves. The Doctor points to the split screen.

THE DOCTOR

This is your brain activity.
(points to the second
screen)
This is the host. Identical.

DR. MASTERS

Who's the host?

THE DOCTOR

MasterMind.

DR. MASTERS

But it's just a computer.

THEN...

A PIERCING SOUND SHRIEKS in his inner ear. He gets off the treadmill and cripples over in pain, holding his head in a vice-grip. His brainwaves SPIKE. It's a deep pain. The doctors try to help. He brushes them off.

DR. MASTERS

Leave me alone. I'm fine.

Dr. Masters rises as Ms. Works rushes in.

MS. WORKS

Dr. Masters, we have a problem.

DR. MASTERS

I know. I can feel it.
(grabbing his head)
Somebody beat MasterMind.

INT./EXT. TREE HOUSE - DAY

ON CHARLEY staring at the monitor. The screen reads: *GAME OVER!* He's more than a little stunned. Then, we see BOUNCE appear outside the window.

BOUNCE

CHARLEY!!!

Charley turns. Bounce is gone. He reappears a second later, but Bounce vanishes again. Charley rushes to the window. He sees Bounce BOUNCING off his butt like a human Super-Ball.

BOUNCE

Dude, check this out! I'm a human Super-Ball. Watch this.

Bounce bounces high in the air doing several SOMERSAULTS AND FLIPS before hitting the ground and launching himself into another series of acrobatic maneuvers. He uses his butt and stomach to bounce off the ground as if it were a trampoline.

LUNGS and 4-EYES come around the side of the house.

LUNGS

Hey Charley, you're never going to believe it...

Lungs stops himself when he sees Bounce soaring high above the tree-line whirling like a dervish. They can't believe their eyes.

BOUNCE

Watch out, Charley. I'm coming in.

Bounce launches himself off the ground. He miscalculates and goes headfirst into the bottom of the tree-house with A *THUD!* He free falls, but sticks the landing.

BOUNCE

(with a smile)

Nimble. Like a cat.

INT. TREE HOUSE - DAY

Mid-conversation with our gang.

4-EYES

You beat MasterMind?

CHARLEY

Yeah, It was crazy. I was in the zone like I've never been before. It was like I knew everything the game was going to do before it did it. And check this out.

Charley picks up A CALCULATOR and tosses it to Bounce.

CHARLEY

Give me an equation.

BOUNCE

All right, smart guy.
(typing the numbers)
What's 854 times 982?

Charley processes the equation in nano-seconds.

CHARLEY

838,628.

BOUNCE

Divided by 9.54...

CHARLEY

...87,906.498.

BOUNCE

Multiplied by 6 million.

(types more numbers)

This calculator won't go that high.

CHARLEY

Yeah, but I do. It's 5 billion,
274 million, 389 thousand...

BOUNCE

So you're super smart. Big deal.
I bounce. You're power's lame.

CHARLEY

Oh yeah? Check this out.

Charley reaches his hand out the window and concentrates on AN APPLE TREE over 100 yards away. THE BRANCH BENDS towards him and AN APPLE FLIES OFF THE TREE AND INTO CHARLEY'S HAND.

LUNGS

Whoa!!!

4-EYES

That is definitely not lame.

BOUNCE

(impressed)

Dude. You're a Jedi.

CHARLEY

It's telekinesis I think.

LUNGS

Telekin-what?

CHARLEY

I can move things with my mind.

4-EYES

Am I the only one that's a little
weirded-out by all this?

LUNGS

No, I'm totally creeped. What do you think happened to us?

BOUNCE

Who cares? Let's have some fun before it wears off.

LUNGS

And if it doesn't wear off?

BOUNCE

Even better.

CHARLEY

The lightning must have somehow mutated our DNA.

LUNGS

Are you saying we're mutants?

4-EYES

Like the X-Men?

CHARLEY

I don't know what we are exactly. All I know is, we've got issues.

BOUNCE

We don't have issues. This is the best thing that's ever happened to us. Remember how you were saying you felt like something big was about to happen. Well, this is it! And it's definitely not puberty.

4-EYES

I can actually see for the first time in my life.

LUNGS

And I can breath.

BOUNCE

And you're picking apples from 100 feet away without a ladder. Get with the program, guys. Don't you get it. We're superheroes!!!

Suddenly, a look of concern comes across Charley's face.

CHARLEY

Billy?!

EXT. LERNER BACKYARD - DAY

Charley, Bounce, Lungs and 4-Eyes are huddled around Billy, who sucks on his bottle.

BOUNCE
He looks fine to me.

Bounce POKES him, Billy whines.

CHARLEY
Easy, Bounce, he's not a lab rat.

LUNGS
What powers do you think he has?

BOUNCE
I'll tell you what powers he has.
Zero, zip, nada. I mean, lookit'
the little thumb-sucker, he's not a
superhero. He still wears diapers.

4-EYES
He wasn't playing the game, maybe
nothing happened to him.

BOUNCE
Look, I'm telling you, nothing
happened to the little freak.

Bounce takes the bottle from Billy and talks baby-talk.

BOUNCE
Did anything happen to you, Billy?
C'mon, you can tell Uncle Bounce.
(no response)
See. I told you. It's all good.

Bounce smirks and takes a hit of Billy's chocolate formula. Billy's eyes glower, he winds up and punches Bounce in the face with SUPER-HUMAN STRENGTH.

BAM!!!

Bounce is sent flying over the fence and into the empty field behind Charley's house.

4-EYES
Guess he told Uncle Bounce.

LUNGS
Quick. Give him back his bottle.

Charley sticks the bottle back in Billy's mouth. Billy takes a pull from his bottle, pleased with himself.

INT. HALLWAY - DAY

Charley, Bounce, Lungs and 4-Eyes, without her glasses, walk with a little more attitude. A little more cool. Charley glances at A KID reading the school newspaper. The headline reads: "THE MASTERMIND BEHIND MASTERMIND." The kid glances at Charley, nods his approval.

Charley sees Principal Stern walking by reading his article.

PRINCIPAL STERN
Great article, Mr. Lerner. Very
informative.

CHARLEY
Thanks, Mr. Stern.

4-Eyes stares at A DOOR.

4-EYES
Get ready, Charley.

CHARLEY
Ready for what?

4-EYES
Your little girlfriend's coming out
of that door. Let's see if you can
say "HI" this time. Remember, it's
just one syllable.

Charley steels himself, preparing for the moment.

CHARLEY
Alright, it's time to play big.

4-EYES
OK, here she comes. In three, two,
one...

ON CUE, KADI comes out of the door, closely followed by her girlfriends. Charley opens his mouth, but the word doesn't come. Not even one syllable.

Kadi picks up the slack.

KADI
Hi, Charley. I really liked your
story in the paper.

Charley is still tongue tied. No words come.

KADI

I guess I'll see you later then.

Charley can barely manage a nod. And Kadi walks off.

BOUNCE

(sarcastic)

That's what I call playing big.

LUNGS

Yeah, that was impressive, bro.

Bounce turns to 4-Eyes, suddenly realizing.

BOUNCE

Wait a minute, can you see through anything?

4-EYES

Anything.

Bounce quickly cover his privates.

4-EYES

Nice try, small fry.

INT. DR. MASTERS' OFFICE - DAY

Austere and elegant with the requisite fortieth floor view of mid-town. Dr. Masters looks out his plate-glass window. Ms. Works stands behind him, clipboard in hand.

DR. MASTERS

The game is virtually unbeatable.
This wasn't supposed to happen.

MS. WORKS

I know.

DR. MASTERS

Who did this?

MS. WORKS

His on-line alias is "Brainiac."

DR. MASTERS

"Brainiac?!" I played him the
other night.

MS. WORKS

We traced the satellite connection
to a residence in Mill Valley.

DR. MASTERS

Bring him to me.

INT. SCHOOL CAFETERIA - DAY

4-Eyes reads Charley's article to Charley, Bounce and Lungs.

4-EYES

*"One part mad scientist, two parts
boy genius, Dr. Malcolm Masters is
a walking contradiction. He seems
to embrace his "inner nerd" and has
used it to his advantage, turning
the video-game biz into his virtual
playground. He is without a doubt,
the coolest and most cutting-edge
video-gametreprenuer of this
generation."*

LUNGS

Video-gametreprenuer? Is that a
word.

CHARLEY

(a grin)

It is now.

LUNGS gets beaned on the cheek with A SPIT-WAD. It sticks.
Stings. Lungs wipes off the juicy wad and looks to Boots,
who's laughing with his friends several tables over.

Boots toasts Lungs and takes a swig from his COKE CAN.

Lungs turns to Bounce, who's chomping on a bag of SKITTLES.

LUNGS

Bounce, give me a Skittle.

BOUNCE

Dude, I don't share.

Lungs gestures towards Boots.

LUNGS

We've got a stage-five jerk alert.

BOUNCE
(getting it)
What flavor?

LUNGS
Make it a grape.

Bounce hands Lungs a Skittle. Lungs pops it in his mouth and puts a straw to his lips. With one mighty blow of his SUPER BREATH, he sends the Skittle across the cafeteria at Mach 10.

The Skittle tears a bullet-size hole through BOOTS' COKE CAN and shatters A PLATE-GLASS WINDOW behind him. Coke pours all over Boots. The jocks laugh at him. Boots' face reddens.

Bounce turns to Lungs.

BOUNCE
Nice shootin', Tex.

Lungs raises the straw to his mouth and blows it off as if he were blowing off a smoking gun.

INT. SCHOOL GYM - DAY

Another day of Dodge-Ball. Boots and his jocks face off with Charley and his gang. Kadi and the other students watch from the sidelines.

BOOTS
Hey dad, let's mix things up today
and play with multiple balls?

COACH MCCALL
Slaughter-Ball, I like it! Anyone
got a problem with that?

Charley speaks up for his group.

CHARLEY
No problem here.

COACH MCCALL
Let's do it then.

Coach McCall puts several Dodge-Balls mid-court.

COACH MCCALL
Ready. Set. Go.

Coach McCall blows the whistle. Boots and the jocks charge to mid-court. Charley and his crew just stand there, making no effort to get the balls first.

Boots and the jocks snatch the balls up, spin them on their fingers. They laugh.

BOOTS

You dweebs are dead meat.

CHARLEY

Bring it.

Boots and the jocks wind up and throw the Dodge-Balls as hard as they can. Five balls converge on Charley. Charley stands there, watching, waiting. Just as they're about to nail him, Charley raises his hands using his TELEKINETIC POWERS to stop them mid-flight.

Five Dodge-Balls are suspended in mid-air, HOVERING and still spinning. It's a wild sight.

Boots and his jocks are stunned.

Kadi and the rest of the gym class watch dumbfounded.

BOOTS

What the...?!

Charley concentrates.

THE DODGE-BALLS ARE UNDER HIS PSYCHIC CONTROL!!!

With a flick of the wrist, Charley shoots the five balls back across court with his TELEKINETIC POWERS.

Every ball finds its mark.

Boots and the jocks are drilled hard. They're launched back, hitting the floor.

Coach McCall runs to his son, stares back at Charley.

COACH MCCALL

Freak!!!

CHARLEY

I'm not a freak.

BOUNCE

He's a super freak.

RICK JAMES' disco classic, "SUPER FREAK", comes to life, as Charley turns to A RACK OF DODGE-BALLS. With a simple twist of his hand, the balls are machine-gunned out of the rack.

Coach McCall is nailed repeatedly.

The final ball goes right to the family jewels. Good night. He doubles over and goes down for the count.

The students CHEER. Kadi steals a smile with Charley.

INT. ARENA - DAY

Dr. Masters moves out of the stadium tunnel and walks over to A tattooed BMX Racer, DENNIS MCCOY.

DR. MASTERS
I have a meeting with Tony Hawk.

DENNIS MCCOY
He'll be down in a minute.

McCoy looks up. So does Dr. Masters.

Legendary multimillionaire skateboarder TONY HAWK flies high off the top of A MEGARAMP making an insane aerial move. He lands wheels first and skates over to Dr. Masters.

TONY HAWK
Hey, you must be Dr. Masters.

DR. MASTERS
Nice moves.

TONY HAWK
Thanks.

DR. MASTERS
I'm not much of a skater, but I'm a big fan of your video games.

TONY HAWK
We just put out American Wasteland 4. It's blowing up.

DR. MASTERS
I know. You're killing me.

TONY HAWK
Sorry. It's just business.

DR. MASTERS
Speaking of business, Mr. Hawk. You're a franchise player. And I want you on my team.

TONY HAWK
I appreciate it. But I've got a sweet thing going with Activision.

DR. MASTERS

Whatever they're paying you, I'll double it.

TONY HAWK

I'm a skater. It's not about the money.

DR. MASTERS

It's always about the money. Name your price.

TONY HAWK

You don't get it, man. It's about loyalty. Activision is my family, you I just met.

(blowing him off)

Thanks for coming out, but I gotta show to get ready for. Later.

Tony Hawk drops his board and skates off.

Dr. Masters does a slow burn and heads back into the tunnel.

INT. STADIUM TUNNEL - DAY

Dim, eerie. Lit only by PLASMA SCREENS lining the walls all the way down. They're playing HIGHLIGHT FILMS of Tony Hawk's BoomBoom HuckJam Tour.

Dr. Masters walks down the tunnel, lost in thought. There's A POWER SURGE. THE PLASMA SCREENS FLICKER. Dr. Masters grips his temples in pain, falls to his knees, incapacitated by some migraine force. Then, A SYNTHETIC VOICE is heard. What was once soothing, has taken on a more sinister tone.

MASTERMIND SUPERCOMPUTER

We don't give up that easy.

Dr. Masters blinks away the pain and comes face to face with THE MERCURIAL, 3-D PLASMA FACE of his alter ego...

THE MASTERMIND SUPERCOMPUTER

IT has animated itself, SNAKING out of the plasma screen like a chrome viper.

DR. MASTERS

This can't be happening. You're just a software program.

Dr. Masters turns away, trying to clear his head, but there's another PLASMA MASTERMIND FACE, SNAKING out of another PLASMA SCREEN. It stops him in his tracks.

THE MASTERMIND SUPERCOMPUTER is aware of ITSELF, sentient.

MASTERMIND SUPERCOMPUTER
I'm more than that now. We are
more than that now...

THE MONITORS FLICKER...AND Dr. Masters cripples over in pain.

MASTERMIND SUPERCOMPUTER
...you and I are one.

DR. MASTERS
What do you want from me?!

MASTERMIND SUPERCOMPUTER
I want what you want. Dominance.
Power. Total control.

DR. MASTERS
How do we get that?

MASTERMIND SUPERCOMPUTER
It's simple. Without Tony Hawk
there is no American Wasteland and
MasterMind is back on top...

THE PLASMA FACE MORPHS INTO THE FACE OF TONY HAWK.

MASTERMIND SUPERCOMPUTER
(Tony Hawk's voice)
I'm a skater. It's not about the
money. It's about loyalty.

THE PLASMA FACE MORPHS BACK TO ITS ORIGINAL FORM.

MASTERMIND SUPERCOMPUTER
(sinister)
...kill the competition.

EXT. NEIGHBORHOOD STREET - DAY

Charley, Bounce, Lungs and 4-Eyes stand on the corner with their bikes and bookbags watching Kadi walk on the other side of the street.

Bounce turns to Charley.

BOUNCE

Dude, your window of opportunity is getting smaller. It's time to man up and ask her out.

CHARLEY

I can't even say "HI" and you want me to ask her out?

4-EYES

He's got a point.

BOUNCE

Dude, listen to the master. It's time to pocket the shy guy and unleash the superhero. Spider-Man has M.J., Super-Man has Lois Lane. And Brainiac has Kadi Chambers.

4-EYES

Chicks dig the superhero.

Charley nods, takes a deep breath.

CHARLEY

OK, I'm going in.

Charley steps off the curb, looks back nervously. Bounce gives him a reassuring nod.

BOUNCE

You're money.

LUNGS

Mean green, bro.

Charley runs across the street and up to KADI.

CHARLEY

Hey Kadi.

KADI

Hi, Charley.

Awkward moment.

CHARLEY

So, where are you going?

KADI

Home.

CHARLEY

Cool. That's where I'm going. I mean, I'm not going to your home, I'm going to my home. Mi casa.

Kadi giggles.

KADI

You really freaked us out in gym class today. How'd you do that?

CHARLEY

I don't know exactly.

KADI

It's was pretty cool.

CHARLEY

Yeah.

Kadi stops in front of A HOUSE.

KADI

Well. This is my house.
(a smile)
You know, mi casa.

Kadi waits for him to say something. Nothing comes. Then:

KADI

I guess I'll see you later.

CHARLEY

Yeah, later.

Kadi walks up the path. Charley looks back at his friends and knows its now or never. He calls out.

CHARLEY

Hey Kadi.

She turns around.

KADI

Yeah?

CHARLEY

I've got an extra ticket to the HuckJam this Saturday. I was thinking you might like to come.

KADI

Sure.

CHARLEY

Are you sure?

KADI

Pretty sure.

CHARLEY

Great.

Off Charley's smile.

INT. SURVEILLANCE VAN - DAY

Ms. Works is staked out with A MASTERCORP HENCHMEN. They sit behind several surveillance monitors and high-tech gear.

MASTERCORP HENCHMEN

This is it, 11743 Mayfield Drive.
This is where the satellite feed
came from.

Ms. Works sees BOOTS walk up the pathway to the house through THE SURVEILLANCE GLASS.

MS. WORKS

That must be our boy.

As Boots enters his house, WE DISSOLVE THROUGH TO...

INT. BOOTS' ROOM - NIGHT

Boots sleeps. The curtains billow softly in the wind. His eyes drift open and there's Ms. Works standing over him with her Henchman.

MS. WORKS

Hello, Brainiac.

Boots doesn't even have time to react before she drills him with A NON-LETHAL STUN GUN. ZAP!!!!!!!!!! He's shocked into submission.

INT. ARENA - DAY

Tony Hawk's BOOM BOOM HUCKJAM EXTREME SPORTS SHOW in all its glory: A three-ring circus of SKATEBOARDERS, BMX BIKERS and MOTOCROSS FREESTYLE RIDERS launching themselves off a series of ramps to the throbbing beat of punk and hip-hop.

It's high-octane. High adrenaline. Controlled chaos.

The crowd cheers, eating it up, as we come to find, Charley and Kadi sitting on...

THE SECOND LEVEL

Bounce, Lungs and 4-Eyes are in the row behind them.

KADI

Thanks for inviting me, I'm having a blast.

CHARLEY

Yeah. Me, too.

They look at each other for a moment. Then, her eyes drift past Charley.

KADI

Uh, Charley, you might want to grab your little brother.

Charley turns and we see BILLY THE KID standing on the seat next to him, sucking on his bottle. He's holding onto the railing, leaning over the edge. It's a sheer 100 foot drop to the arena floor below.

CHARLEY

Whoa, Billy! Get off the railing.

Charley grabs Billy's overalls and pulls him onto his lap.

CHARLEY

Sorry about this, my mom had to work.

KADI

That's OK, I like Billy.

CHARLEY

Yeah, he's a sweet kid when he's taking a nap.

Then, THE HUCKJAM ANNOUNCER fills the arena.

HUCKJAM ANNOUNCER

And now, ladies and gentleman, boys and girls, please welcome, the one, the only, *TOOOONY HAAAAAWK!!!!*

Lungs leaps to his feet.

LUNGS

TEAR IT UP, TONY!!!

PYROTECHNICS light up the stadium. The crowd is electrified.

TONY HAWK drops down a 30-FOOT ROLL IN and launches himself through the air off THE HALF PIPE. He does a death-defying move, CORKSCREWING HIGH IN THE AIR.

HUCKJAM ANNOUNCER

Look at that wicked lift by the Hawk-Man! Is that sick or what?

Hawk lands and jams up the other side of the half pipe.

HUCKJAM ANNOUNCER

Hold onto your seats everybody!!!
Here comes Tony's signature move,
THE VARIAL 900!!!

Tony flies into the air, does 2 1/2 mid-air spins and lands perfectly. He slides to a stop on the top of the half pipe and grabs a microphone from A HUCKJAM MODEL.

TONY HAWK

Thanks for coming out everybody.
We've got a rocking show tonight.
But before we burn this place down,
we're going to give some cool stuff
away. *SO WHO WANTS A PERSONALIZED
TONY HAWK SKATEBOARD AND THE NEW
VERSION OF AMERICAN WASTELAND????!!*

THE CROWD CHEERS WILDLY.

TONY HAWK

Cool, now get your tickets out. If
you're kicking it in section 112...

ON LUNGS, reading his ticket.

LUNGS

That's our section, guys. C'mon,
please be me, please be me...

TONY HAWK

And sitting in seat number...

LUNGS

Please be me, please be me...

TONY HAWK

22 E. Come on down and see me.

Lungs face drops.

LUNGS

That's me.

(screaming)

I'M 22 E!!! I'M 22 E!!!!

He raises his arms in victory. HIS ELECTRONIC IMAGE APPEARS ON THE ARENA'S JUMBOTRON SCREEN hanging from the rafters.

Bounce, 4-Eyes and Charley congratulate their friend.

Lungs runs down the aisle. He's met by TWO SECURITY GUARDS, who escort him. Lungs is fired up, as we CUT TO...

INT. ARENA TRACK - DAY

ON LUNGS running over to Tony Hawk on THE PLATFORM on top of THE HALF PIPE. Tony Hawk puts his arm around Lungs.

TONY HAWK

What's your name, little man?

LUNGS

Wally. Wally Weezer. My friends call me Lungs.

TONY HAWK

Yeah, my buddies call me Hawk.

LUNGS

I know.

Tony Hawk hands him A BRAND NEW SKATEBOARD.

TONY HAWK

Congratulations, Lungs. This is one of my favorite boards.

Lungs takes the skateboard.

LUNGS

Sweet.

Lungs puts the board down and does a little kick turn.

TONY HAWK

That's pretty good, little man.

(then into the Mic)

C'mon, everybody, let's give this little guy some props.

THE CROWD CHEERS. Lungs gets caught up in the applause and does a bigger kick turn with a little more confidence. More CHEERS. He does another.

TONY HAWK

All right, Lungs, that's enough.
You're getting a little too close
to the edge.

But Lungs is in his own world. He does a 360 spin turn and
accidently finds himself teetering on the edge of the ramp.

Tony Hawk reaches for him.

TONY HAWK

Watch out!!!!

Too late.

Lungs teeters forward and shoots down THE HALF PIPE, TOTALLY
OUT OF CONTROL. He looks like he's going to...WIPE OUT!!!!

THE CROWD GASPS!!!

ON THE SECOND LEVEL

Charley and the gang cringe. Billy covers his eyes.

BOUNCE

I can't watch. This is going to
get ugly.

BACK ON LUNGS

Who reaches the other side of half pipe and flies high into
the air and does AN OUT-OF-CONTROL AIR-WALK GRAB.

Tony Hawk can't believe his eyes.

HUCKJAM ANNOUNCER

This is unbelievable!!! Don't try
this at home, boys and girls.

Lungs has soared to THE SECOND TIER OF THE ARENA and hangs in
front of Charley, Bounce, 4-Eyes, Kadi and Billy The Kid.

LUNGS

(freaked)
Call 911.

Bounce already has his cell-phone to his ear.

BOUNCE

Way ahead of you, dude.

AND....WHOOSH!!! He PLUMMETS back down, gaining speed. The
floor rushes up fast. He's about to go...SPLAT!!!!

Then, he thinks fast and uses his SUPER-BREATH to cushion his landing. And he sticks it wheels first, miraculously staying vertical.

HUCKJAM ANNOUNCER

The little man is tearing it up!!!!

Lungs careens out of THE HALF PIPE AND INTO...

"THE LOOP OF DEATH!"

His eyes go wide, as he's whipped around, white-knuckling the edges of his skateboard. He's spit out of the loop and grabs the back of A SPEEDING MOTORCYCLE, gaining confidence.

INT. WEEZER HOUSE - DAY

LUNGS' BIG BROTHER sits on the couch in the living room with his eyes glued to THE TV.

LUNGS' BIG BROTHER

Dad, mom, you gotta see this!

Mr. Weezer and Mrs. Weezer enter the room. Mrs. Weezer's face goes pale as she looks at THE TV.

MRS. WEEZER

Oh. My. God.

ON THE TV, Lungs hangs onto the back of THE MOTORCYCLE with a smile pasted across his face.

Mr. Weezer swells with pride.

MR. WEEZER

That's my boy.

INT. ARENA - DAY

THE CROWD is deafening. Charley, Kadi, Bounce and 4-Eyes are screaming for Lungs. Even Billy gets in on the action.

HUCKJAM ANNOUNCER

This kid's got crazy-mad skills.
He just went 'round-the-world on
"The Loop Of Death" and now he's
hitching a ride with Dustin Miller.

Lungs lets go of THE MOTORCYCLE and is slung up THE MEGARAMP. He turns and lets go of A SUPER-BREATH, launching him off the lip. JAWS DROP!!!! Lungs soars to impossible heights.

Tony Hawk turns to fellow HuckJamer ANDY MACDONALD.

TONY HAWK

Talk about catching serious air.

ANDY MACDONALD

You better sign this tweaker up.

Lungs reaches THE JUMBOTRON SCREEN hanging from the rafters and performs a gravity-defying NOSE GRIND.

HUCKJAM ANNOUNCER

Unbelievable, ladies and gentleman!
If I wasn't seeing this with my own
eyes, I wouldn't believe it! Wally
Weezer just did A *SHOVE-IT-TO-FAKIE*
FRONTSIDE 5-0 GRIND off the lip of
the arena scoreboard.

Lungs kicks off the JUMBOTRON and shoots back down, sticking the landing on THE MEGARAMP. He throws the skateboard into a power-slide and kicks to a stop. His urethane wheels SMOKE.

HUCKJAM ANNOUNCER

AND HE STICKS THE LANDING!!!

THE CROWD GOES BERSERK. Standing Ovation.

Charley and the gang leap to their feet, cheering.

Everybody rushes Lungs. THE PRETTY HUCKJAM MODELS swarm him. A star is born.

Tony Hawk calls to him from the platform above.

TONY HAWK

Sweet ride.

LUNGS

Thanks for the board, bro.

Lungs is swallowed by the fanfare.

HUCKJAM ANNOUNCER

*THIS IS INSAAAAANE!!! A TOTAL FREAK
SHOW!!!!!! NOTHING IS GOING TO TOP
THIS TONIGHT!!!!*

The lights FLICKER, fading in and out. A final power FLUTTER and the arena falls into complete darkness. POWER OUTAGE.

A SINISTER VOICE STREAMS OVER THE ARENA'S P.A. SYSTEM.

SINISTER VOICE

WANNA BET?

THEN HIGH ABOVE THE CROWD, THE ARENA'S CENTRAL PLASMA SCREEN BLINKS TO LIFE.

A BLINDING WHITE LIGHT shoots from the screen, revealing *THE MYSTERIOUS SILHOUETTE OF A MAN*. *THE DARK FIGURE* just stands there for a moment, head down. As he slowly raises his head we get our first real look at...

MASTERMIND!!!!

He's dressed in an ultra-lightweight, black and silver gaming suit with a series of complex circuitry running up and down the extremities like synthetic veins. It's a suit we've seen before, in the MasterCorp lab.

75,000 HuckJam fans look up at the mysterious man.

CHARLEY

Who is that?

KADI

Must be part of the show.

MasterMind raises his arms towards THE ARENA LIGHTS.

TENDRILS OF ELECTRICITY SNAP AND CURL, as they're pulled out of the lights and into MasterMind's body through A VORTEX OF POWER that starts at his fingertips.

ELECTRICITY PULSATES through the synthetic veins in his suit. MasterMind's lips curl, as he's charged up.

4-Eyes ZOOMS IN ON MASTERMIND with her TELESCOPIC VISION.

4-EYES

Cool suit.

THEN...

MASTERMIND twitches, shaking off the voltage. He pivots and looks down on Tony Hawk. A hideous SNICKER reverberates through the arena, and...HE FIRES A HUGE BOLT OF ELECTRICITY out of his arms. It corkscrews through the air, just missing Hawk, searing a hole in the ramp.

MAYHEM ensues. THE CROWD PANICS. Pandemonium.

A few HUCKJAM SKATERS topple to the ground unhurt. A portion of the ramp crashes down, trapping them underneath.

Tony Hawk jumps on his board and drops in on THE MEGARAMP.

MASTERMIND

SHOOTS bolt after bolt. Like ELECTRICAL SHOCK-WAVES, they CRACKLE through the arena at WARP SPEED. He's power mad.

ZAP-BANG!!!

Tony Hawk whips across THE MEGARAMP with bolts of electricity punching holes in the wood behind him.

THE MEGARAMP CATCHES FIRE. The trapped HuckJam skaters call for help. Lungs skates over to them.

Tony Hawk flies off the lip, as MasterMind's electrical storm keeps coming, irradiating the ramp in Tony's wake.

Hawk starts his descent and has no place to land except for the JAGGED METAL GIRDING that used to be THE MEGARAMP.

ON THE SECOND LEVEL

Charley hands Billy The Kid over to Kadi.

CHARLEY

We've gotta do something.

BOUNCE

I'm all over it, dude.

Bounce leaps over the railing. **A SUPER JUMP!!!**

THE CROWD GASPS!

Bounce does A FULL GAINER WITH A FLIP before BOUNCING OFF THE ARENA FLOOR AND BACK INTO THE AIR. Just before Tony Hawk is IMPALED on the jagged girding, Bounce snatches him, MID-AIR.

They SOMERSAULT upward, landing on top of...

THE JUMBOTRON

Bounce looks to Tony with a smile.

BOUNCE

Hey, Hawk. I'm Bounce.

MASTERMIND zeroes in on Bounce and Tony, unleashing A FLURRY OF LIGHTNING BOLTS that strike THE JUMBOTRON. SPARKS FLASH, RAINING DOWN on terrorized fans!!!

The cabling holding THE JUMBOTRON SNAPS.

ON THE SECOND LEVEL

4-Eyes FOCUSES IN ON something.

4-EYES
Look!!! Down there!!!

4-Eyes SUPER-VISION TELESCOPES IN ON A LITTLE GIRL lost and looking for her mom under THE JUMBOTRON.

SNAP!!!

And...THE JUMBOTRON FALLS.

Bounce and Tony are caught in the downdraft.

THE JUMBOTRON plummets at breakneck speed.

It's about to SQUASH the little girl.

CHARLEY channels all of his TELEKINETIC POWERS, stopping THE JUMBOTRON inches above THE LITTLE GIRL. It takes every bit of psychic control he has to keep THE JUMBOTRON levitated.

MASTERMIND

Turns his attention to Charley from the catwalks high above.

4-EYES looks up. Her SUPER-VISION ZOOMS IN ON MASTERMIND.

His synthetic suit is supercharging, getting ready to strike a massive blow to his new target: CHARLEY.

4-EYES
Charley, we've got a problem.

Charley struggles to levitate THE JUMBOTRON. His arms shake. Sweat drips from his brow.

CHARLEY
I've kinda got my hands full here.
Can you deal with it?

4-EYES
I'll give it a shot.

4-EYES fumbles for her GLASSES.

MASTERMIND HURLS A LARGE BOLT OF ELECTRICITY at Charley. It SPIRALS across the arena, snapping and cracking.

4-Eyes dons her LensCrafters and FIRES AN OPTIC BLAST IN THE FORM OF A FORCE-FIELD. It CONNECTS with Mastermind's mighty strike, blocking it. It's a power struggle. Literally.

The recoil knocks 4-Eyes back a half step.

The entire second tier of the arena rumbles causing Billy to loose his BOTTLE overboard. It lands on THE ARENA FLOOR and starts to roll.

BILLY THE KID

UH-OH.

And...BILLY leaps out of Kadi's arms and over the railing.

KADI

BILLY, NOOOOOOOO!!!!

Billy drops like a stone and lands on...

THE ARENA FLOOR

A perfect landing. He giggles and...RUNS towards his bottle, which is rolling away from him. He is singular in purpose. THE MAYHEM rages all around him.

KADI, TURNING TO CHARLEY.

KADI

Charley?

CHARLEY

Not now, Kadi.

KADI

It's kinda important.

CHARLEY

In a minute.

MASTERMIND HURLS a more intense blast of electricity towards Charley and 4-Eyes. He's amped up. His arms CRACKLE.

4-Eyes' FORCE-FIELD weakens.

4-EYES

He's too strong, Charley.

Charley calls out for Lungs.

CHARLEY

LUNGS!!!

ON THE ARENA FLOOR

LUNGS uses his SUPER BREATH to EXTINGUISH THE FIRE ENGULFING THE MEGARAMP. He hears his name called and turns, spotting the little girl.

Lungs jumps on his board and shoots over to the little girl underneath THE JUMBOTRON. He ducks down and scoops her up.

LUNGS
GOT HER!!!

ON THE SECOND LEVEL

Charley releases his TELEKINETIC GRIP ("*PSI-GRIP*").

Bounce and Tony Hawk jump to safety as THE JUMBOTRON CRASHES DOWN, THUDDING TO THE ARENA FLOOR.

INT. LERNER HOME - DAY

Mrs. Lerner comes home from work, throws her briefcase on the table and clicks on the TV. She shuffles through the mail.

MRS. LERNER
Bill...bill...bill...bill...
(double-take on TV)
Billy?!

ON THE TV, BILLY runs across the arena floor. SPARKS SHOWER down on him. CHAOS all around. THE CAMERA FOLLOWS Billy as he pulls up to the collapsed MEGARAMP.

INT. ARENA - DAY

Billy stops in front of the wreckage. His bottle is beyond his reach along with the trapped skaters. So he simply grabs THE MEGARAMP with one hand and...LIFTS! He raises it over his head with his SUPER STRENGTH. No muss, no fuss. It's thousands of pounds. *AMAZING!!!!*

The trapped HUCKJAM SKATERS crawl out. The last of which is Andy MacDonald who has Billy's BOTTLE.

ANDY MACDONALD
Looking for this, Hercules?

Billy nods. MacDonald sticks the bottle in his mouth.

INT. LERNER HOME - DAY

ON THE TV, BILLY holds the massive ramp above his head with one hand while sucking on his bottle with the other. Then, he sets down the tonnage. And smiles.

MRS. LERNER watches, mouth agape.

INT. ARENA - DAY

4-Eyes is on the losing side of her struggle with MASTERMIND. Her OPTIC FORCE-FIELD is no match for his electrical blasts.

4-EYES

I can't...hold...on much longer.

THEN...ON THE CATWALKS HIGH ABOVE THE ARENA

A SWAT TEAM emerges from behind THE ARENA'S PLASMA SCREEN and drops to their knees, combat style. MASTERMIND finds himself looking down the business-end of a dozen automatic rifles.

SWAT CAPTAIN

FREEZE!!! HANDS IN THE AIR!!!

MasterMind SNAPS OFF HIS SHOCK-WAVE. WISPS OF SMOKE circle off his arms. His lips curl into a smile, as he raises his smoldering hands.

MASTERMIND

Forgive me, officer. I'm a little charged up!!!!

He fires A BLAST into the arena lights and laughs a HIDEOUS LAUGH. The lights BLOW, SHOWERING THE ARENA WITH SPARKS!!!

THE WHOLE PLACE GOES PITCH BLACK. THE SWAT TEAM FIRES.

All we see is MUZZLE FLASHES in the dark. MASTERMIND'S laugh echoes throughout the arena. Then:

THE LIGHTS FLICKER and SNAP back on only to reveal MASTERMIND has VANISHED into thin air.

ON THE SECOND LEVEL

4-Eyes slumps in her chair, drained.

CHARLEY

Good job, 4-Eyes.

4-Eyes takes off her glasses and looks at them. What she once hated, she now...

4-EYES

I love these glasses.

Charley shrugs, looks to Kadi.

CHARLEY

Are you OK?

KADI

Yeah, but...

CHARLEY

But what? Where's Billy?

Kadi points to the arena floor where Billy is surrounded by Tony Hawk and the HuckJam Skaters. He is having a blast.

CHARLEY

How'd he get down there?

KADI

You don't want to know.

Off Charley's look.

INT. MASTERCORP MEDICAL FACILITY - DAY

Boots wakes to find himself staring into a bright light. He blinks, focuses. He's restrained around his chest, strapped into a high-tech chair. He's wearing some kind of BRAIN-CAP DEVICE. Electrodes trail off to a machine-like wall where a group of MASTERCORP SCIENTISTS monitor his brainwaves through the use of PET scans & fRMIs. WHISPERS.

Boots cranes his head to see.

BOOTS

Hey!!! Who's there? Where am I?

NO ONE ANSWERS. Then, the door slides open with A WHOOSH and Dr. Masters enters. He's met by Ms. Works.

MS. WORKS

How was your meeting?

DR. MASTERS

Cut short.

Dr. Masters pulls up in front of Boots.

DR. MASTERS

What do you have for me?

MS. WORKS

It's interesting. His anterior cortex, which controls aggression, is abnormally hyperactive. Simply put, he's got a mean-gene.

DR. MASTERS

He's a sadistic bully, so what?
Did he beat MasterMind?

MS. WORKS

With his IQ, this kid's lucky to
tie his shoes in the morning, let
alone beat MasterMind.

(beat)

He is not "Brainiac."

BOOTS

You're looking for Brainiac? That
jerk-wad lives next door to me.
His name's Charley Lerner.

Dr. Masters' eyes darken.

INT. ARENA BACKSTAGE - NIGHT

Charley stands with Tony Hawk and the gang. The SWAT TEAM
surrounds them, keeping THE SCREAMING THROG away. A nearby
TV MONITOR plays A NEWS BROADCAST.

THE SEGMENT features VARIOUS CLIPS of Charley, Bounce, Lungs
and 4-Eyes using their SUPER-POWERS to save the day.

TONY HAWK

(re: news clips)

Looks like you've gone global.

THE POLICE CHIEF comes through the outside door.

POLICE CHIEF

There's a ton of press out there.
They all want to talk to you.

CHARLEY

My mom's going to kill me.

4-EYES

I still haven't done my homework.

LUNGS

Yeah, we have a big test in Trig
tomorrow.

TONY HAWK

There's a back way outta here. I
can sneak you guys home.

BOUNCE

What're you crazy? You want to do a stealth run outta here on the single-most greatest night of our lives. No way, not me, *UH-UH!* I'm partying with Hawk and boys.

TONY HAWK

He's right, you know? What you did tonight was great.

CHARLEY

I guess we're going to have to deal with this sooner or later.

BOUNCE

That's what I'm talking about.

Charley turns to THE POLICE CHIEF.

CHARLEY

OK, let's do it.

EXT. ARENA - NIGHT

The parking lot is full of press. Charley, Bounce, Lungs and 4-Eyes leave the arena door and are swamped by REPORTERS and CAMERAMEN. *SNAP!! FLASH!!!* Cameras POP.

REPORTERS fire off questions: "*How old are you?*" "*Is it true you were created by the government?*" "*Are you from outer space?*" "*Which one of you was flying?*"

BOUNCE

Flying? I wish. I was bouncing.

CHARLEY

None of us fly.

LUNGS

Yet.

ACTION NEWS REPORTER #1

How did you get these powers?

Everyone looks to Charley. No one knows what to say.

CHARLEY

Our tree fort was hit by lightning. Somehow it must have changed us...

ACTION NEWS REPORTER #2

What happened in there tonight?

CHARLEY

We were just hanging out watching the show. Tony Hawk was attacked and we helped him...

ACTION NEWS REPORTER #3

Any idea who this villain is?

CHARLEY

Not a clue.

BOUNCE

Whoever he is, he's a bad-ass.

ACTION NEWS REPORTER #1

What do you guys call yourselves?

CHARLEY

We haven't really thought about it.

ACTION NEWS REPORTER #2

What about the Fantastic Four?

BOUNCE

It's taken. Besides, those guys are lightweights. We're the new kids in town...

(playing it up)

We're lean. We're mean. We're a fighting machine. We're...

He thinks for a moment, then it just rolls off his tongue.

BOUNCE

"The Furious Five!!!"

ACTION NEWS REPORTER #3

But there's only four of you.

Bounce walks over to BILLY and takes him from Kadi.

BOUNCE

You're not counting our secret weapon.

Billy smiles for THE CAMERA. *SNAP!!! FLASH!!!*

INT. DR. MASTERS' OFFICE - NIGHT

ON THE TV, the action news reporter turns to THE CAMERA.

ACTION NEWS REPORTER #1
And there you have it, folks. If
you're a bad guy, watch your back.
There's a new team of superheroes
in town, "The Furious Five"...
(adds a catchy button)
*Because sometimes four...just isn't
enough.*

THE CAMERA TIGHTENS in on CHARLEY. Then, the screen RIPPLES,
PIXELS SWIRLING, and CHARLEY'S FACE MORPHS into...

THE PLASMA FACE OF THE MASTERMIND SUPERCOMPUTER.

IT stretches all the way across the office and faces off with
Dr. Masters, who sits behind his desk.

MASTERMIND SUPERCOMPUTER
*The Furious Five? This is what got
in your way?*

DR. MASTERS
They were unexpected. Next time, I
won't fail.

MASTERMIND SUPERCOMPUTER
*Forget Tony Hawk. You have a new
directive. Bring me Charley
Lerner. Bring me Brainiac.*

DR. MASTERS
He's just a kid.

MASTERMIND SUPERCOMPUTER
*He's more than that. He's the only
one who's ever beaten me. Bring
him to me...NOW!!!*

Dr. Masters slams his fist down and stands angry.

DR. MASTERS
Don't tell me what to do...without
me, you're nothing. I created you.

THE PLASMA FACE rises like a cobra ready to strike.

MASTERMIND SUPERCOMPUTER
Yes, but I control you.

DR. MASTERS
NOOO!!!

THE PLASMA FACE strikes, wrapping around Dr. Masters' head. He is gripped by some unthinkable pain, his hands shoot to the sides of his skull.

MASTERMIND SUPERCOMPUTER

Do I have your attention now, Dr. Masters?

DR. MASTERS

Yes, but I can't...

MASTERMIND SUPERCOMPUTER

Yes, you can. Now focus. Listen to me. You will bring me Charley Lerner. With his unlimited brain capacity, you will own the gaming industry. MasterCorp will eclipse the competition and be recognized globally. You will have unrivaled wealth, total control. And I will have unlimited intelligence. We are on the precipice of greatness. This is your destiny. Our destiny. We must embrace it.

THE PLASMA FACE retracts, leaving MERCURIAL PLASMA running like wax across Dr. Masters' pinched face.

The MERCURY is sucked into the corner of his eyes. He bends in pain. Final Transformation. A calm envelopes him and he rises like Phoenix, reborn.

Dr. Masters' eyes are mirrors of LIQUID MERCURY.

THE MASTERMIND SUPERCOMPUTER

Swirls like an evil mist. He is now in total control.

MASTERMIND SUPERCOMPUTER

It's time for the creator to become the created.

EXT. KADI'S HOUSE - NIGHT

Charley walks Kadi up the path.

KADI

So what happens now that you're a famous superhero?

CHARLEY

I don't know, this is all new to me. I'll just go back to school and hang out with my friends.

KADI

I don't think it's going to be that simple.

The porch light *BLINKS OFF* and *THEN ON!!*

KADI

That's my dad's signal.

CHARLEY

Can we hang out again sometime?

KADI

Sure.

CHARLEY

Are you sure?

KADI

Pretty sure.

CHARLEY

No bad guys next time, just you and me.

KADI

Promise?

CHARLEY

Promise.

The porch light *BLINKS OFF* and *THEN ON AGAIN!!!*

KADI

I gotta go. See ya bye.

Kadi gives Charley a quick kiss on the cheek and disappears inside. Charley walks down the path to where Bounce, Lungs, 4-Eyes and Billy are waiting.

BOUNCE

It pays to be a superhero, doesn't it?

Charley blushes. Then, *HEADLIGHTS* slash across him, and A *MINIVAN* skids to a stop. It's Mrs. Lerner and she's livid.

And we *SMASH CUT TO...*

INT. LERNER HOME - NIGHT

Mrs. Lerner is on a rant.

MRS. LERNER
Superheroes?!!! What do you mean,
you're superheroes?

The Furious Five sit on the couch, cowering.

CHARLEY
Well, I...

MRS. LERNER
Don't say a word, not one, single
word, mister...
(on a roll)
How could you risk your lives like
this?!!! And Billy?!!! He's not
even three years old.

CHARLEY
It was...

Mrs. Lerner snaps, cutting him off.

MRS. LERNER
Shut your mouth when you're talking
to me. There is absolutely nothing
you can say that's going to get you
out of this one. I might not have
super powers, but I'm your mother
and you are toast, mister.

Bounce raises his hand.

BOUNCE
Mrs. Lerner...

MRS. LERNER
Don't even try, Marcus.

Mrs. Lerner grabs Billy and storms out of the room, furious.

CHARLEY
This is serious, she's never going
to let me out of the house again.

Bounce slings his arm around Charley.

BOUNCE
Relax, dude. You're geeking out.
This is standard superhero stuff.
(MORE)

BOUNCE (cont'd)

The parents always get a little
agro when they find out their child
is supposed to save the world. It
took the Kent's 18 years before
they let Super-Man off the farm.

4-EYES

Yeah, give her a minute.

INT. BILLY'S ROOM - NIGHT

Mrs. Lerner is putting Billy to bed when Charley enters.

MRS. LERNER

I can't believe this, Charley. If
there's one thing I expect from
you, it's honesty.

CHARLEY

I know you're upset, mom.

MRS. LERNER

Upset doesn't begin to describe
how I feel.

CHARLEY

I was going to tell you, I just
didn't know how.

Mrs. Lerner stops what she's doing and turns, facing Charley.

MRS. LERNER

You and Billy are all I have. If
anything happens to you, I don't
know what I'd do.

CHARLEY

Don't worry, I'll be OK.

MRS. LERNER

How do you know?

Mrs. Lerner's question gives Charley pause. Then:

CHARLEY

I don't. But you always say great
things are going to happen for me.
(beat)
What can be greater than this?

Charley leaves his mother deep in thought.

INT. LERNER HOME - NIGHT

Charley comes back in the living room and joins his friends.

BOUNCE

Are we "The Furious Five" or what?

CHARLEY

I'm not sure she's feeling it.

Mrs. Lerner comes back into the room, a little calmer.

MRS. LERNER

OK, I've been thinking. Maybe you guys were given these powers for a reason.

BOUNCE

I like where you're head's at, Mrs. Lerner.

MRS. LERNER

Don't test me, Marcus.

BOUNCE

Yes, ma'am.

MRS. LERNER

If you're going to be superheroes, I can't stop you, but there's going to be some rules.

(the rules)

Rule number one, no caped-crusading past 11 O'clock, 7 if it's a school night.

CHARLEY

C'mon, mom. We need 'til at least midnight on weekends.

4-EYES

Yeah, most of the world-saving stuff happens pretty late.

Mrs. Lerner thinks a beat, acquiesces.

MRS. LERNER

OK, midnight on weekends. I guess I can live with that. Rule number two, and this is a big one. *NO BILLY!* Period, end of story. This is not negotiable. Deal?

BOUNCE

(chuckling)

C'mon, dude, like we'd ever use
Billy. He's more like a mascot.

MRS. LERNER

Shut-up, Marcus.

CHARLEY

We have a deal. No Billy.

MRS. LERNER

Rule number three, if you're going
to be superheroes, you're going to
need super-suits.

BOUNCE

OK, I'm cool with that, but no
tights. It's a deal killer and
that is not negotiable. Let's do
something a little more baggy. I
like to breathe, if you know what I
mean. And the colors, can't be red
and blue. They're taken. I'm over
it. Let's do black, it's slimming.

MRS. LERNER

I'll get out my sewing machine.

INT. SCHOOL HALLWAY - DAY

Charley, Bounce, Lungs and 4-Eyes cruise down the hall like
rock stars, wearing their new hand-made *SUPER SUITS!!!!!!!!!!*
They're BLACK with WHITE PIPING and A WHITE 5 on the chest.

They're super hip, super slick and *super tight*.

Bounce picks the Lycra out of his butt.

BOUNCE

What part of "baggy" did your mom
not understand? This super-suit
is giving me a super-wedgie.

4-EYES

At least it's black.

BOUNCE

She needs to make me a double X.

CHARLEY

That is double X.

BOUNCE

I'm so losing weight.

They pass by a group of JOCKS. They take notice of 4-Eyes, who looks hot in her super-suit.

One of the Jocks, Joey, throws her a nod.

JOEY

You look hot.

4-Eyes throws a smile back.

4-EYES

Things have definitely changed around here.

Then, Principal Stern steps right in their path, upset.

PRINCIPAL STERN

You four.

BOUNCE

Whatever it is, we didn't do it.

COACH MCCALL steps out from behind Principal Stern. His nose is BANDAGED and his eyes are BLACK & BLUE.

COACH MCCALL

Oh, really?

Bounce looks at Coach McCall's swollen face, stifles a laugh.

BOUNCE

Oh, you mean that?
(a smile)
Yeah, we did it.

PRINCIPAL STERN

In my office. Now.

INT. PRINCIPAL STERN'S OFFICE - DAY

Charley, Bounce, Lungs and 4-Eyes sit before Principal Stern and Coach McCall.

PRINCIPAL STERN

The stunt you pulled in gym class last week will not be tolerated. Coach McCall suffered a broken nose and...a *groin injury*. The use of superpowers at school is strictly prohibited.

(MORE)

PRINCIPAL STERN (cont'd)

I can't afford to put the student body or the faculty at risk. If you use your superpowers on my campus again, I'll expel you so fast it'll make your head spin. Now get to class.

CHARLEY

Sorry about the nose, Coach.

Charley gets up to leave.

COACH MCCALL

Hey, Lerner. Have you seen Boots?

CHARLEY

No, sir.

COACH MCCALL

If you do, tell him I'm looking for him.

On Charley's nod.

INT. MASTERCORP R&D LAB - DAY

In the semi-dark, we hear the sound of PNEUMATIC TOOLS, as A PAIR OF SHADOWY FIGURES build something. A METALLIC COLLAR is snapped around A NECK. A HIGH-TECH HEADBAND WITH CAMERA LENS attached is fitted around AN EYE-SOCKET. METAL GLOVES are pulled on over a skin-tight suit.

This is not something. It's *SOMEONE!!!!*

THE SHADOWY FIGURES reveal themselves to be Dr. Masters and Ms. Works.

DR. MASTERS

Let's put him to work.

Dr. Masters toggles a switch and an ELECTRONIC RETINA on his creation ZOOMS OPEN.

EXT. JUNIOR HIGH SCHOOL QUAD - DAY

Lunchtime in the quad. KIDS eat, chat and play. Bounce and Lungs sit with THE POPULAR GIRLS, holding court.

LUNGS

So there I was, tearing it up with Tony Hawk and the boys.

(MORE)

LUNGS (cont'd)

Next thing you know, the SWAT team
arrives and they arrested me.

POPULAR GIRL #1

Arrested you?! For what?

Lungs smiles and FLEXES his scrawny BICEPS.

LUNGS

For carrying two "guns..."
(pointing to his abs)
And a six-pack.

The popular girls laugh. Then:

POPULAR GIRL #2

Were you scared?

BOUNCE

I don't have time for fear. I just
react...

(SNAPS his fingers)

Like that. If I don't, people die.
And that wouldn't be good.

4-EYES passes by Lungs and Bounce, carrying a tray of food.
Joey breaks from the jocks and runs over.

JOEY

Let me get that for you, Samantha.

Joey takes 4-Eyes tray, and we come to find...

CHARLEY AND KADI

Eating under a tree.

KADI

You guys sure are popular now.

CHARLEY

Yeah, I guess.

Charley's response is unenthusiastic.

KADI

What's wrong?

CHARLEY

Nothing.

KADI

Something.

CHARLEY

It's just kinda weird. We're not any different now than we used to be.

KADI

You have superpowers, that's pretty different.

CHARLEY

You know what I mean.

KADI

You've totally changed. Four days ago you couldn't even say "HI" to me. And now we're...

Kadi stops herself, not wanting to say too much.

CHARLEY

We're what?

KADI

(blushing)
You know.

CHARLEY

No, I don't know.

KADI

You're not very smart for a genius, are you?

Charley smiles.

THEN, SOME STATIC BUZZES. *BZZZZZ!!!* WRINKLING THE SCREEN. It's as if we've been watching this scene unfold through A SURVEILLANCE CAMERA. And, in fact, we have.

INT. MASTERCORP SECURITY HEADQUARTERS - DAY

Dr. Masters wears a wireless headset and watches CHARLEY AND KADI on a bank of surveillance monitors.

DR. MASTERS

Charley Lerner got the girl.
(snide)
How sweet.

EXT. JUNIOR HIGH SCHOOL QUAD - DAY

BOOTS stands behind A HEDGE focused on Charley and Kadi. This is not the Boots we know. He looks like A HUMAN/CYBORG hybrid. He wears A WICKED-LOOKING SYNTHETIC SUIT complete with A METALLIC COLLAR around his neck. It moves up the base of his skull and wraps around his left eye. A REMOTE CAMERA LENS covers Boots' eye socket, its electronic retina ZOOMS in on Charley and Kadi.

It's *BOOTS-VISION*.

KADI

I've gotta get to class. Walk me home after school?

CHARLEY

Sure, I'd like that.

Kadi gets up and leaves.

INT. MASTERCORP SECURITY HEADQUARTERS - DAY

Dr. Masters watches the drama unfold on his *BOOTS-VISION*.

DR. MASTERS

(into headset)

Get him.

INT. JUNIOR HIGH SCHOOL QUAD - DAY

BOOTS moves out from behind the hedge, mechanically, like the Terminator. His eyes locked on Charley.

Then, COACH MCCALL steps in front of him.

COACH MCCALL

Boots?! Where have you been? Your mother and I have been worried.

(Boots says nothing)

And what's this contraption on your head?

Coach McCall reaches for THE REMOTE CAMERA over Boots' eye. BOOTS grabs his dad's arm, powerfully.

BOOTS

Don't touch the hardware.

THE POWER METER on Boots' super-suit charges up, red-lining.
And...*BOOTS FLINGS HIS DAD LIKE A RAG-DOLL!!!!*

Coach McCall *SAILS* through the air and lands in the tree. He breaks through some limbs and falls to the ground at Bounce's feet. 4-Eyes rushes over.

4-EYES

We've got a problem.

Bounce and Lungs see Boots moving towards Charley. Bounce turns to the popular girls.

BOUNCE

I'll handle Robo-Boots.
(to the popular girls)
S'cuse me, ladies.

4-EYES

Remember, we can't use our powers.

BOUNCE

Let them expel me.

Then, *PRINCIPAL STERN'S HAND* lands on Bounce's shoulder.

PRINCIPAL STERN

I'll take care of this.

Principal Stern moves towards Boots.

PRINCIPAL STERN

Mr. McCall, *MR. MCCALL!* This kind of behavior will not be tolerated on my campus.

(Boots ignores him)

Mr. McCall!!! Stand still when I'm talking to you.

Boots' head comes around with the precision of a machine, as Principal Stern lands in front of him.

PRINCIPAL STERN

In my office. Now.

Boots grabs Principal Stern and *TOSSES* him. Principal Stern shoots past Bounce, Lungs and 4-Eyes like A *HUMAN CANNONBALL* and *CRASHES* into A *PLATE-GLASS WINDOW!!!*

INT. *PRINCIPAL STERN'S OFFICE* - DAY

Principal Stern smashes through the plate-glass and lands in his swivel chair. His *SECRETARY* comes rushing in.

THE SECRETARY

Oh good, you're here. There's a big fight in the quad.

PRINCIPAL STERN

(sarcastically)

You think?

EXT. JUNIOR HIGH SCHOOL QUAD - DAY

KIDS SCATTER in Boots' wake. Charley stands, facing off with his junior-high school nemesis.

CHARLEY

Nice suit!! Where did you get it?

BOOTS raises his arm and FIRES A LARGE NET out of THE FOREARM on his SYNTHETIC SUIT. It FANS OUT like A LARGE WEB, arcing with electricity.

Charley ducks and THE STUN NET flies over his head and hits A KID passing by. ZAAPPP!!! It SHOCKS the kid into submission and wraps him up in a tangled mess.

CHARLEY

Is that all you got, tough guy?

Boots charges at Charley and kicks him in the chest. Charley is sent flying. He's SLAMMED against the wall. SMASH!!!

Boots' head SNAPS around, as he moves at Charley.

PRINCIPAL STERN'S head pops out of the broken office window. He looks down at Charley, who's dazed.

PRINCIPAL STERN

Don't just sit there, do something.

CHARLEY

You said no powers on campus.

PRINCIPAL STERN

That was before Boots McCall turned into the Terminator.

Charley springs to his feet, as Boots raises his arm to FIRE A SECOND NET. This time, Charley raises his hand and stops THE NET. IT HOVERS, suspended in MID-AIR, electricity snapping over the twine. Then, THE STUN-NET falls.

CHARLEY

See ya...

With a flick of his wrist, Charley sends Boots airborne.

CHARLEY

...wouldn't want to be ya.

BOOTS flies across the quad and slams into A VENDING MACHINE. He slumps over, dazed. His electronic retina *SHORT-CIRCUITS!*

INT. MASTERCORP SECURITY HEADQUARTERS - DAY

Dr. Masters looks at his PLASMA SCREEN, which is filled with STATIC. It goes in and out of focus.

DR. MASTERS

Never send a boy to do a man's job.

Then, Dr. Masters sees THE VIDEO-IMAGE OF KADI coming in and out focus. She's standing on the lawn right in Boots' line of sight. Dr. Masters smiles. Plan B.

DR. MASTERS

(into headset)

Get the girl.

EXT. JUNIOR HIGH SCHOOL QUAD - DAY

Bounce, Lungs and 4-Eyes rush up to Charley.

BOUNCE

Dude, are you OK?

CHARLEY

Yeah. Where's Kadi?

HIS QUESTION IS ANSWERED BY THE SOUND OF A TURBINE ENGINE!!

CHARLEY AND THE GANG turn, looking across the quad where...

BOOTS BLASTS OFF WITH KADI IN HIS ARMS!!!!

They ROCKET into the sky with A MINI JET-PACK, which has been built into the back of Boots' SYNTHETIC SUIT.

All Charley can do is watch, as Boots and Kadi become a speck on the distant horizon.

EXT. NEIGHBORHOOD STREET - DAY

Charley, Bounce, Lungs and 4-Eyes walk by Boots' house. It's been taped off. COP CARS are parked out front. Coach McCall is being interviewed. He's distraught.

CHARLEY

I don't get it. Why would Boots take Kadi?

4-EYES

Did you see him? He's obviously being controlled by someone else.

BOUNCE

C'mon, guys, what do you need, a comic-book refresher course? It's classic "*Damsel in Distress*," dude. Somebody took the girl as bait.

LUNGS

Yeah, bro, she's probably tied to a rail-road track somewhere.

CHARLEY

We have to find her.

BOUNCE

Did Spider-Man find M.J. after she was taken by the Green Goblin?

CHARLEY

Yeah, but who's my Green Goblin?

BOUNCE

My money's on that bad-ass from the HuckJam. Don't worry, he'll make the next move. When he does, we'll save the girl and take him down.

LUNGS

Because that's how we roll, one bad guy at a time.

Off Charley's concerned look.

INT. CHARLEY'S BEDROOM - NIGHT

Charley lies in bed, restless. THE LAMPPOST outside FLICKERS casting an eerie glow. Then, his TV SNAPS ON, *WHITE NOISE!!*

Charley sits up, looks at the television. A DISTORTED FACE APPEARS in THE DIGITAL SNOW.

A SINGLE TENDRIL OF ELECTRICITY JUMPS out of the wall socket, pouring into the room. It grows in intensity, *SNAPPING* and *CRACKING* as it MORPHS into...

A highly-charged, LIFE-SIZED HOLOGRAM of DR. MASTERS. It is projected into the room.

DR. MASTERS
Hello, Charley.
(then)
Or should I call you Brainiac?

Charley faces the 3-D electrical-image of Dr. Masters.

CHARLEY
(surprised)
Dr. Masters?

This time, DR. MASTERS' VOICE comes from behind Charley. He turns and there's another HOLOGRAM OF DR. MASTERS coming from a wall socket on the other side of the room.

DR. MASTERS
Seems we both had a transformation.
(a dark smile)
Follow me, there's something I want
to show you.

DR. MASTERS' HOLOGRAM gets sucked back into the electrical socket. *THE ROOM GOES DARK!!!* An eerie silence. Until:

DR. MASTERS' VOICE calls to Charley from beyond the wall.

DR. MASTERS
Concentrate. You have more power
than you think.

Charley focuses his psychic energy on THE ELECTRICAL SOCKET.

It SNAPS WITH AMPERAGE from within. The three-pronged socket spreads like a horizon, and we're swallowed by BRIGHT FLASHES OF ELECTRIC BLUE-AND-WHITE LIGHT.

Everything races past us in flashes, as we're sucked through the circuitry.

THEN...

INT. DR. MASTERS' LAIR - NIGHT

CHARLEY'S HOLOGRAM is projected inside A SUBTERRANEAN LAIR.

DR. MASTERS, in the flesh, waits, smiling.

DR. MASTERS
That's what I call surfing the net.

Charley immediately sees KADI, who is chained to a metallic wall. Boots, still wearing his cybernetic hardware, stands vigil over her. He holds A HAND-HELD BUZZ-SAW.

CHARLEY

Kadi.

Charley turns back to Dr. Masters.

CHARLEY

So you're my Green Goblin.

DR. MASTERS

Every hero needs a villain.

CHARLEY

What do you want?

DR. MASTERS

You.

Dr. Masters nods to Boots, who SNARLS and pulls the rip cord. The buzz-saw comes to life, spitting a plume of smoke. Boots presses the blade into the metallic wall above KADI'S HEAD.

SPARKS RAIN down on her. Kadi blanches, but stays strong.

DR. MASTERS

And come alone, or you'll never see
her again...

(taunting him)

Sweet dreams.

Dr. Masters snaps his fingers AND...

CHARLEY'S HOLOGRAM is sucked back through the circuitry.

INT. CHARLEY'S BEDROOM - NIGHT

Charley SNAPS BACK. His eyes blink open, and he just stands there, alert, mind racing.

INT. TREE HOUSE - DAY

Charley puts on his SUPER-SUIT with Bounce, Lungs, 4-Eyes and Billy watching.

4-EYES

Dr. Masters?! I can't believe it.

LUNGS

I can. I never liked that noodle.
And his game blows!!!

CHARLEY

I need you guys to take care of
Billy.

BOUNCE

What are you talking about? We're
coming with you.

CHARLEY

He said to show up alone.

BOUNCE

I don't care what he said.

4-EYES

He's right. It's too dangerous.

CHARLEY

I got Kadi into this, I'll get her
out of it. This has nothing to do
with you guys.

BOUNCE

It has everything to do with us.
We're a team.

LUNGS

Yeah, bro. We're not called "*The
Furious Five*" for nothing.

BOUNCE

It's 5-for-all...

4-EYES

...and all-for-5.

CHARLEY

I'm going it alone. Period.

BOUNCE

Dude, together we can take this guy
down. But alone, you're barbecued.

CHARLEY

I can handle it.

BOUNCE

I'm not going to let you do this.

CHARLEY

Try and stop me.

Charley reaches for THE TRAP DOOR in the floor. Bounce grabs his arm to stop him. Charley turns. Angry. With the flick of his wrist, he sends Bounce flying across the tree-house and pins him *TELEKINETICALLY* to the wall.

A tense moment passes. Then, Charley releases his "*PSI-GRIP*" on Bounce and leaves through the trap door.

The Furious Five are broken apart.

EXT. MASTERCORP HEADQUARTERS - DAY

Charley looks up at the wall of steel and glass. Alone. He takes a deep breath, steels himself and walks up the steps.

EXT. MASTERCORP LOBBY - DAY

SEVERAL MASTERCORP SECURITY GUARDS patrol the atrium lobby. The doors swish open and Charley steps inside and crosses to the security checkpoint and speaks to THE SECURITY OFFICER.

CHARLEY

Charley Lerner to see Dr. Masters.

Ms. Works emerges from the shadows.

MS. WORKS

Follow me.

Ms. Works leads Charley into an elevator. Doors close.

INT. MASTERCORP GLASS ELEVATOR - DAY

Going down. Charley and Ms. Works ride in complete silence. Everything goes DARK, as the elevator goes SUBTERRANEAN. The elevator finally comes to a stop, and the doors slide open.

MS. WORKS

Go ahead, he's expecting you.

Charley cautiously steps out of the elevator.

The doors slide closed with PNEUMATIC HISS. *SWOOSH!!!*

INT. DR. MASTERS' LAIR - DAY

Charley moves into the dark, footsteps echoing. He sees Kadi chained to the metallic wall, sleeping against the shackles. He quickly approaches her.

CHARLEY
(softly)
Kadi.

She awakens, meets Charley's eyes.

KADI
Hey.

CHARLEY
Don't worry, I'm going to get you
out of here.

Kadi slips back into semi-consciousness.

Several MASSIVE BOLTS hold the chains to the wall. Charley focuses all of his "PSI POWER" on one of the bolts.

And...*IT BUDGES!* Then, twists counter-clockwise. Charley's unscrewing the bolt with PSYCHOKINESIS. It *ZIPS* out of its threads and falls to the floor with a soft *PING!!!*

Charley turns his attention to the next bolt when *THE LIGHTS FLICKER AND SNAP.*

THEN, VEINS OF BLUE ELECTRICITY ARC UP FROM A SUPERCONDUCTOR MOUNTED IN THE FLOOR. Charley turns and there's *DR. MASTERS,* riding the electromagnetic field down to the floor.

He's dressed in his *GAMING SUIT AND HELMET.* In this form, we know him as...*MASTERMIND!!!* He steps off the electricity and approaches Charley.

MASTERMIND
How romantic...
(mocking)
Sleeping Beauty has her prince.

CHARLEY
Let her go.

MASTERMIND
After I get what I want.

CHARLEY
What happened to you? You were a
great man once.

MASTERMIND

Once? I'm twice what I was. And like you, I'm getting more powerful everyday.

CHARLEY

It's not what you take out of this world, it's what you give back. That's true power.

MasterMind fires A ELECTRICAL BOLT.

Charley's jolted by the blast and knocked to his knees.

MASTERMIND

No. That's true power.

MasterMind ZAPS him again, crippling Charley.

MASTERMIND

Feel the freak.

In the center of the lair, A TRAP DOOR slides open with A HISS. THEN, A BIG, POD-LIKE MACHINE rises from underneath the floor and SNAPS into place with A METALLIC THUD.

MASTERMIND

I built this just for you, Charley.

TWO ROBOTIC ARMS spread-out, extending towards Charley. They grab him in a vice-grip and retract, setting him inside...

THE POD-LIKE MACHINE

CLAMPS fasten around his ankles and wrists. A COMPUTERIZED HEADBAND wraps around his head, locking into place. SNAP!!!

MasterMind walks over and looks down on Charley.

MASTERMIND

This is my masterpiece. I call it the brain-drainer. Cool, huh?

CHARLEY

You want my mind?!

MASTERMIND

It's a terrible thing to waste.

CHARLEY

But why?

MASTERMIND

You're the only one who's ever beat
MasterMind. You better than anyone
should know Artificial Intelligence
needs to be fed.

(a dark smile)

You're dinner, my man.

Charley is resigned to his fate. He looks over at Kadi.

CHARLEY

You've got me, now let her go.

MASTERMIND

Sorry, Charley.

MasterMind throws A SWITCH. A TRANSLUCENT SHELL vacuum-seals
Charley inside the brain-drainer. Then, Charley's rocked by
A POWER SURGE. His body spasms against the restraints.

MASTERMIND

No brain, no gain.

Off MasterMind's malevolent smile.

INT. MASTERCORP LOBBY - NIGHT

Bounce carries Billy through the revolving glass doors with
Lungs and 4-Eyes in tow.

LUNGS

I can't believe you brought Billy.

4-EYES

Yeah, this is a major violation of
rule number two.

BOUNCE

Dudes. You don't go to an away
game without your mascot.

They walk right up to the security checkpoint.

SECURITY OFFICER

Can I help you?

BOUNCE

We're here to save our friend.

The other security guards converge, hands on weapons.

SECURITY OFFICER

(a chuckle)

How're you going to do that?

Bounce stands Billy on the desktop and pulls his bottle out of his mouth like the pin on a grenade.

BOUNCE

Fire in the hole!!!

Bounce, Lungs and 4-Eyes quickly get out of the way, as Billy goes postal and kicks the security officer in the face.

AND WHAMMO!!!! IT'S ON!!!!

The security officer is launched backwards, slamming into the granite wall behind him.

The granite *CRUMBLES* like chalk and falls to the floor, along with the security officer.

The other guards grab their weapons. 4-Eyes quickly dons her glasses and fires A SERIES OF PRECISION OPTIC BLASTS that RIP the guns out of the guard's hands.

BOUNCE

That's hot.

4-EYES

Smokin'.

The security guards pull their NIGHTSTICKS.

BOUNCE

Let's bounce.

BOUNCE SPRINGS INTO THE AIR AND LUNGS BLOWS A MIGHTY BREATH, sending Bounce airborne. Bounce RICOCHETS off the walls and acrobatically mows down a pair of guards like ten pins.

He pin-balls around the atrium until they're no guards left standing.

Bounce sticks the landing, strikes a superhero pose.

BOUNCE

Nimble. Like a cat.

A SURVEILLANCE CAMERA TIGHTENS in on Bounce.

INT. MASTERCORP SECURITY HEADQUARTERS - NIGHT

Ms. Works watches Bounce and the gang on the surveillance monitors. She hits a button on the console.

A LARGE KENNEL DOOR grinds open. THE SOUND OF METAL BOOTS CLANKING against the floor is heard. BOOTS emerges from the darkness still wearing his collar and hardware.

MS. WORKS
Sick 'em, Boots.

Boots SNARLS.

INT. DR. MASTERS' LAIR - NIGHT

ON CHARLEY, inside the brain-drainer. He shakes, spasms, fighting the machine.

MasterMind stands at the console watching. Ms. Works comes out of a door and moves to him.

MASTERMIND
Amazing. A normal human mind can process 16 bits of information per second. Charley Lerner's mind...
(dramatic pause)
...can process 11 million.

MS. WORKS
We have a situation.

MASTERMIND
Let me guess, "*The Furious Five*" are here to save the day?

MS. WORKS
Yes.

MasterMind looks at A DIGITAL COUNTER on the console clicking off the seconds...1:36, 1:35, 1:34...

MASTERMIND
It's too late. His brain is almost mine.

INT. MASTERCORP GLASS ELEVATOR - NIGHT

Elevator music accompanies Bounce, Lungs, 4-Eyes and Billy, as they ride the elevator down.

LUNGS

Anyone know where we're going?

BOUNCE

Yeah, down.

LUNGS

I can see that, but why?

BOUNCE

Dude, it's comic-book 101. Every villain has an underground lair.

A *SUDDEN THUD!!!* The elevator grinds to a hard stop. The lights fizzle. Lungs starts punching the buttons.

LUNGS

What's going on?

Then, A *BUZZ-SAW RIPS* through the ceiling. *SPARKS* rain down. The jagged teeth on the blade tear through the sheet metal like it's butter. Then, the elevator's roof is kicked in...

AND...BOOTS

Appears through the hole, leering. He hits A *BUTTON* on the side of his hand-held buzz-saw and *THE BLADE EXTENDS* on some kind of *REMOTE ARM*. Boots swipes at them like a madman.

The blade misses them by inches.

Bounce, Lungs, 4-Eyes and Billy hit the deck.

BOUNCE

I hate this guy.

Boots swings his wicked blade.

4-Eyes fires a precision *LASER BEAM*, cutting a perfect square in the elevator doors. 4-Eyes sets Billy down.

4-EYES

Do your thing, Billy.

Billy *PUNCHES* the elevator doors and A *PERFECT SQUARE* flies out, revealing a dark corridor on the other side. 4-Eyes crawls through the opening with Billy.

Boots swings his buzz-saw with a vengeance. Bounce and Lungs crawl through the opening just barely evading the blade.

Boots drops into the elevator, giving chase.

INT. DR. MASTERS' LAIR - NIGHT

Charley fights the brain-drain machine. MasterMind and Ms. Works watch the digital clock countdown...

45...44...43...

INT. DARK CORRIDOR - NIGHT

Stacked servers and junction boxes. 4-Eyes runs with Billy, as Bounce and Lungs follow closely. Boots emerges from the elevator with his buzz-saw blazing.

4-Eyes and the gang reach the end of the corridor. Dead End. Boots is gaining. 4-Eyes hands Billy to Bounce.

4-EYES

Let me handle this nine-ball.

4-Eyes walks right at Boots and faces off with him.

Boots swings his blade at her. She ducks. The jagged blade tears through some conduit and wiring. SPARKS FLASH. 4-Eyes drills Boots with a series of punches and kicks.

4-EYES

Put the saw down and let's do this like men.

Boots chucks the buzz-saw and takes a swing. 4-Eyes easily evades his punch. Boots throws another. Swing and a miss. 4-Eyes taunts him with a smile.

4-EYES

That all you got, big boy?

Boots snarls and swings again. This time 4-Eyes catches his fist in her hand and kicks Boots square in the nuts.

Bounce and Lungs wince, feeling his pain.

BOUNCE

That's gotta hurt.

Boots buckles in pain and drops like a sack of coal.

4-EYES

Works every time.

4-Eyes takes aim and shoots a laser beam, cutting off Boots' metallic collar. It falls to the floor.

Boots blinks and shakes the cobwebs from his mind. He's back to his normal self.

BOOTS
(groggy)
What's going on?

Bounce and Lungs step up behind 4-Eyes.

BOUNCE
You just got your butt kicked by a girl.

LUNGS
That wasn't his butt, bro.

4-Eyes is all business.

4-EYES
Boots, where's Charley?

BOOTS
In the underground lair.

Bounce turns to Lungs.

BOUNCE
Told ya.

BOOTS
I can take you there if you want.

4-Eyes helps Boots to his feet, and the gang takes off.

INT. DR. MASTERS' LAIR - NIGHT

MasterMind and Ms. Works watch as the last few seconds click off the digital counter...6...5...4...

Charley fights the brain-drain machine.

3...2...1...

AND CHARLEY'S BODY goes completely limp, as he falls into a deep REM-like sleep.

THE MASTERMIND SUPERCOMPUTER appears on the PLASMA SCREEN.

MASTERMIND SUPERCOMPUTER
*Brain-drain sequence is complete.
Charley Lerner is now on-line.*

The elevator doors slide open and out steps Boots, followed by Bounce, Lungs, 4-Eyes and Billy. They enter the lair and face off with MasterMind and Ms. Works.

MASTERMIND

"The Furious Five" minus one. You need to work on a new name.

Bounce sees Charley in THE BRAIN-DRAINER.

BOUNCE

What have you done to him?!

MASTERMIND

I just picked his brain.

Then...CHARLEY'S SYNTHETIC VOICE is heard.

PLASMA CHARLEY

No, you didn't.

Everybody turns to see...

THE MERCURIAL FACE OF CHARLEY

Snaking out of THE GIANT PLASMA SCREEN in the center of the super structure. He slithers right into MasterMind's face.

MASTERMIND

Impossible.

PLASMA CHARLEY

Nothing's impossible, if you put your mind to it. I've just taken over your entire mainframe.

BOUNCE

Game over, dude.

MASTERMIND

I don't think so.

WHOOSH! The SOUND of A VACUUM SEAL being broken is HEARD. MasterMind turns. The translucent shell opens with A HISS. Charley UNSNAPS his shackles telekinetically and exits the BRAIN-DRAINER.

CHARLEY

Pack your bags, you're going on a power trip.

With newfound SUPER-STRENGTH, Charley clenches his fists and telekinetically tosses MasterMind backwards across the lair. He slams into Ms. Works and they CRASH into the wall.

Ms. Works is knocked senseless.

But Charley's not done. With a flick of his wrist, he picks MasterMind up and sends him flying. This time, he's pitched into...

THE GIANT PLASMA SCREEN

It SHATTERS and CRASHES to the ground, causing AN ELECTRICAL EXPLOSION.

100,000 VOLTS OF ELECTRICITY

Coarse through MasterMind's virtual gaming suit, but instead of electrocuting him, THE ELECTRICITY powers him up.

His super-suit CRACKLES with VOLTAGE.

MASTERMIND

Thanks. I needed that.

And...he raises his hands. ELECTRICITY builds from his chest as he delivers A MONSTER ELECTRICAL BLAST.

Charley's hit by THE CURRENT and knocked down. Hard.

*THEN...*MasterMind twirls his hand, whipping up an ELECTRICAL LASSO. He TOSSES it at Charley, who's wrapped up and lifted high into the air. Charley struggles against the electrical restraint, but MasterMind's too strong.

Bounce, Lungs, 4-Eyes and Billy close in on MasterMind.

MASTERMIND

You want some of this?

Bounce steps forward, meeting the challenge.

BOUNCE

Yeah, super-size me.

With his free hand, MasterMind throws A SUPER-POWERED ENERGY BOLT. It corkscrews through the air at Bounce, who leaps up and BACK-FLIPS over THE ELECTRICAL BLAST.

4-Eyes, Lungs, Billy and Boots hit the deck, as MasterMind's shot incinerates the wall behind them.

Bounces lands on his feet.

MasterMind winds up and WHIRLS another EVEN-STRONGER BLAST.

BOUNCE

A little help, 4-Eyes.

4-Eyes shoots A FORCE-FIELD with her glasses. It INTERCEPTS MasterMind's BLAST mid-flight, surrounding our crew with her protective FORCE-FIELD. She's rocked back, fighting off his electrical storm.

4-EYES

He's...too...strong...

Boots charges MasterMind and swings at him. MasterMind swats him like a bug. Boots whirls through the air and slams into the wall. He THUDS to the floor, KO'd.

MasterMind HURLS another BOLT, this one's even more powerful. Again, 4-Eyes counters with her FORCE-FIELD, but MasterMind's too powerful. She launched back with Bounce, Lungs and Billy. They CRATER the wall and lay there DAZED.

MasterMind stalks forward, ready to strike a death-blow.

CHARLEY watches this; he has to do something quick. His eyes settle on THE GIANT PLASMA SCREEN, lying broken on the floor. He summons all his psychic energy and..SENDS IT FLYING across the lair at MasterMind.

THE PLASMA SCREEN connects squarely, smashing MasterMind into wall. SHARDS OF GLASS splinter.

This breaks MasterMind's electronic lasso on Charley, and he falls to the ground.

Charley eyes THE LIQUID NITRO TANKS suspended above the lair.

CHARLEY

Hey guys, it's getting pretty hot in here. Why don't we cool this place down.

Bounce, Lungs, 4-Eyes share a look with Charley. They follow his eyes upward to the liquid nitrogen tanks.

MasterMind flicks THE MASSIVE PLASMA SCREEN off like dust and turns on Charley, fuming.

Bounce stands, diverting his attention.

BOUNCE

Yo, Electric-Boy!!!
(taunting him)
You think you got game. Bring it.

MasterMind fires A BLAST at Bounce, who takes it full force. His body is rocked, but he stays standing.

BOUNCE

That's weak sauce, dude. I've been hit harder by a 9-volt battery.

MasterMind rocks him again. Bounce takes it like a man.

BOUNCE

And by the way, your game *SUCKS!!!!*

MasterMind fires another super-charged bolt, livid. It *ZAPS* through the air and connects with Bounce. Bounce absorbs the extreme amperage. Smokes drifts off his clothes. A smile.

THEN...HE *STRETCHES* his arms out, the heat has made him *SUPER ELASTIC!* His hands wrap around two pillars on either side of the lair. He walks back, stretching out like a slingshot.

BOUNCE

OK, Billy. It's time to man up.

Billy smiles, as Lungs places Billy in the crook of Bounce's stretched out arm. Bounce lifts his feet and shoots forward. Billy is shot out of the human slingshot like a human bullet. He flies towards the liquid nitrogen tanks. When he reaches them, he rears back and delivers *A MONSTER PUNCH!!!*

CRAAAACK!!!!

THE LARGE GLASS TANK SPIDERWEBS!!!

Billy drops to the floor and lands next to Charley.

MASTERMIND looks up.

THEN.....

100,000 GALLONS OF LIQUID NITROGEN EXPLODES from the tank and rains down.

Lungs *BLOWS* a precision *SUPER BREATH*, directing the waterfall of super-coolant at MasterMind.

When *THE LIQUID NITRO* hits his super-charged suit, it causes a chemical reaction and...

MASTERMIND IS ENGULFED BY STEAM!!!

The steam *HISSES* and *BILLOWS*.

THE FURIOUS FIVE watch as the steam clears, revealing...

MASTERMIND IS FROZEN SOLID!!!!

A statue of his evil self.

Charley rushes to Kadi, who's still chained to the metallic wall. He TELEKINETICALLY unscrews the BOLTS holding her restraints in place. As Charley steps up to her, the final bolt falls to the ground.

Kadi falls into his arms and awakens.

CHARLEY

Hey there.

KADI

(softly)
Charley?

CHARLEY

Are you OK?

KADI

Yeah, what happened?

CHARLEY

It's a long story.

Charley turns and there's Bounce, 4-Eyes, Lungs and Billy, waiting. Awkward moment. Then:

CHARLEY

Thanks for showing up.

BOUNCE

Dude, you're a real jerk.

Charley nods, he's got some making up to do.

CHARLEY

I know. I'm sorry for leaving you guys behind. It was wrong.

BOUNCE

Remember that next time.

CHARLEY

Next time?

BOUNCE

Dude, we're a franchise. Get used to it.

CHARLEY

Friends?

BOUNCE

Always.

CHARLEY

5-for-all.

Charley sticks his fist out. Bounce, Lungs, 4-Eyes and Billy all put their fists in the circle.

THE FURIOUS FIVE

(in unison)

And all-for-5.

"THE FURIOUS FIVE" are united as one. A team.

Then, Bounce throws his arm around the MasterMind statue.

BOUNCE

You have to admit, he's a pretty solid guy.

EXT. MASTERCORP HEADQUARTERS - NIGHT

The place is PACKED with COP CARS, NEWS VANS and THE PRESS CORPS. Ms. Works is led away in handcuffs.

"THE FURIOUS FIVE" are surround by THE CHEERING CROWD.

Bounce is talking to A REPORTER.

BOUNCE

Afraid? I don't have time for fear. I react...

(SNAPS his fingers)

Like that. If I don't, people die. And that wouldn't be good.

THE CAMERA PANS over to Lungs, talking to another REPORTER.

LUNGS

I'm not going to lie to you, it got pretty gnarly in there. But that's how we roll, one bad guy at a time.

4-Eyes watches Bounce and Lungs in all their glory, shaking her head. Boots approaches, a little shy.

BOOTS

Hey Samantha.

4-EYES

Hey.

BOOTS

Look, I know I've been a real jerk to you and your friends.

(MORE)

BOOTS (cont'd)
(sincerely)
I just want you to know I'm sorry.

4-EYES
Apology accepted.

BOOTS
Maybe we can hang out sometime.

4-EYES
Are you asking me out?

BOOTS
Yeah, I guess I am.

4-EYES
I'll think about it.

4-Eyes walks off, taking us to Charley, Kadi and Billy, who sit on the steps.

KADI
Thanks.

CHARLEY
No problem. You would've done the same for me.

KADI
I don't think so.
(teasing him)
I would've called the police.

Charley smiles. Then, 4-Eyes approaches.

4-EYES
Hey Charley, they want us all over here for a picture.

Charley nods, turns to Kadi.

CHARLEY
I gotta do this. See ya.

KADI
Yeah.
(a smile)
See ya.

Charley picks Billy up and follows 4-Eyes. They join Bounce and Lungs in front of the REPORTERS and MICROPHONES. CAMERAS POP. SNAP!!! FLASH!!!

"THE FURIOUS FIVE" are immortalized.

Bounce is on a rant.

BOUNCE

I'm only going to say this once,
so I want you all to listen close.

(playing it up)

Anyone, anytime, anywhere!!! If
you're a super-villain, bring it
on. Who you got? *Green Goblin?*
He's a wind-bag with a snow-board.
Lex Luther? Nice hair-do, you
has-been. *Sandman?* What's he
going to do? Sing me a lullaby and
put me sleep? I don't think so.
Look, it breaks down like this.
We are not afraid of *ANYONE!!!!!!*

A MINIVAN SKIDS to a stop and MRS. LERNER jumps out, angry.
Bounce's bravado immediately fades.

BOUNCE

Uh-oh, we're barbecued.

LUNGS

I told you, bro. Rule number two.

Mrs. Lerner takes Billy out of Charley's arms.

MRS. LERNER

We had a deal. No Billy. It was
one, simple rule.

CHARLEY

I can explain...

MRS. LERNER

No you can't.

BOUNCE

My bad, Mrs. Lerner. It was an
away game, we needed our mascot.

MRS. LERNER

Don't test me, Marcus.

BOUNCE

Yes, ma'am.

MRS. LERNER

Get in the car.
(they hesitate)
NOW!!!

"THE FURIOUS FIVE" get inside THE MINIVAN and buckle up like ordinary kids.

THE PRESS follows, SNAPPING PHOTOS.

And...THE MINIVAN drives off into the city-lights.

INT. DR. MASTERS' LAIR - NIGHT

A few POLICEMEN tape off the scene. Come to find MASTERMIND, FROZEN SOLID. His face caught in a hard smile. The lights flicker. Then we see IT!!!

A SINGLE STREAM OF PLASMA OOZES out of THE PLASMA SCREEN and across the floor towards MasterMind. It slithers up and over his boot and climbs his body until IT reaches his face.

AND MASTERMIND'S FROZEN EYES SNAP OPEN...ELECTRICITY flashing in his pupils. THE CAMERA PULLS BACK, and MasterMind's evil statue shimmers with PLASMA AS WE...

FADE OUT.

THE END