AKIRA

PART ONE

Screenplay by

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Based on the story by

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July 30, 2008

EXT. NEW YORK CITY - DAY

HIGH ABOVE Manhattan, looking north. The sky calm, peaceful.

SUPER TITLE: TOMORROW - 2:17PM EASTERN STANDARD TIME

Suddenly, a BLINDING FLASH OF LIGHT as something DETONATES southwest of Central Park, and a BRILLIANT DOME OF UNEARTHLY ENERGY - like a MINI-SUPERNOVA - radiates SILENTLY OUTWARD at incredible speed. There is only the eerie howling of the wind as the immense blast wave OBLITERATES EVERYTHING IN ITS PATH. Its white-hot corona WASHING OVER CAMERA before we CUT TO:

LATER - DUSK

The roar of ROTOR BLADES hits us as a MILITARY HELICOPTER flies past, over the DEVASTATED RUINS of Manhattan. Virtually no building left standing. Those that remain, just splintered husks casting thick palls of smoke over the island. As the copter heads north toward midtown, it passes through a bank of acrid smoke, which clears to reveal:

THE CRATER. FIVE CITY BLOCKS WIDE, gouged deep into the earth. Staggering in its vast emptiness.

INT. MILITARY HELICOPTER - CONTINUOUS

A RESCUE TEAM in HAZMAT GEAR and GAS MASKS peer out the window. THERE'S SOMEONE ALIVE DOWN THERE. Barely a speck from this distance. Alone at the center of the crater: A CHILD.

EXT. THE CRATER - CONTINUOUS

The helicopter lands inside the crater, a safe distance from the child. Rotor blades whipping up dust and debris. The exit ramp deploys and the masked rescue team emerges, into a landscape that's like something from an ALIEN WORLD. The smoking earth fused into OBSIDIAN VOLCANIC ROCK.

The child doesn't react as the team approaches. Just stands there, looking away into the distance. Barefoot and dressed in pale pajamas. A STUFFED TOY RABBIT dangling from his hand.

LIEUTENANT SHACKLETON, the team leader, signals to the others to hold position. Moves forward alone as one of his team reads from a GEIGER COUNTER.

RESCUE SOLDIER (RADIO)
Background radiation's nominal.
This can't be right...

Shackleton peels off his mask. Early 30s, with the hardened bearing of a veteran. As he approaches, the child turns to reveal the face of an EIGHT-YEAR OLD JAPANESE BOY.

His cheeks streaked with tears, eyes reddened - but NOT A MARK ON HIM. His jet-black hair whipping in the downdraft from the helicopter's rotors.

COMMITTEE CHAIRMAN (V.O.)
The recommendations of this committee are as follows.

Shackleton stares speechlessly at the boy, who doesn't so much look back at him as *through* him. His gaze eerily vacant.

COMMITTEE CHAIRMAN (V.O.)
The program is to be discontinued with immediate effect. Of the surviving children, Subjects 25, 26 and 27 are to be transferred to a secure facility for ongoing monitoring and evaluation.

From a REVERSE ANGLE we see that the NUMBER 28 is imprinted on the palm of the boy's right hand.

COMMITTEE CHAIRMAN (V.O.)
So long as Subject 28 continues to defy all attempts at psychiatric assessment, we must conclude that he remains an unacceptable danger.

EXT. UNDERGROUND CHAMBER

Shackleton and a SUITED MAN - NELLIS, 40s - stand in a dark, cavernous subterranean bunker as a team of TECHNICIANS and ENGINEERS work on a suite of CONTROL PANELS. Their attention focused on something beyond camera.

COMMITTEE CHAIRMAN (V.O.)
However, it is the decision of this panel not to terminate, in favor of the recommendation by Vanguard's scientific advisory board to humanely render the subject inert by means of cryonic stasis.

As the technicians activate their control consoles, we hear a LOW HUM and the VENTING OF FREEZING STEAM from O.S.

COMMITTEE CHAIRMAN (V.O.)
Finally - in the interest of national security all records and documents relating to the program, including this committee's own findings, are to be sealed indefinitely. In short, gentlemen-

Shackleton shakes his head uneasily as we finally see what he sees - an ARMORED HATCH closing on a hydraulic mechanism. Part of a MUCH LARGER STRUCTURE cloaked in shadow, impossible to fathom its shape or dimensions.

COMMITTEE CHAIRMAN (V.O.)
...this never happened.

The darkness beyond the chamber hatch tapers to a sliver until the door SEALS WITH AN OMINOUS HISS. We HOLD ON THE NUMBER and SMASH CUT TO OUR MAIN TITLE CARD:

A K I R A

TEXT FADES UP:

The disaster known as "The Event" claimed two million lives in New York City and left countless more homeless and orphaned.

In the years following the loss of its financial capital, the United States falls into a crippling depression and withdraws from the world stage. In its absence, Japan emerges as the world's most prosperous nation and China its sole military superpower.

Desperate to boost its collapsing economy, the US government approves a deal to sell the vacant Manhattan island to Japan for settlement by its booming population.

And from the ashes of old Manhattan, a new city rises...

EXT. DERELICT BROOKLYN STREET - DAY

Buildings crumbling and abandoned after the The Event. A SCHOOL BUS navigates the pot-holed street, stopping outside what was once a High School. A retrofitted sign reads: "NEW YORK STATE CENTER FOR DISPLACED CHILDREN".

CHILDREN of varying ages are led from the bus into the school yard. Among then we find TRAVIS, 11. Slight build, a shy, introspective quality to him. Dressed in charity clothes, clutching a battered book bag containing what little he owns.

Travis feels all eyes on him as he enters the yard. Dozens of kids watching him, teenage toughs who size him up like a piece of fresh meat. Travis looks away. Vulnerable. Afraid.

LATER - Travis stands at a WATER FOUNTAIN with a BLOODIED NOSE. Tears streaking his face. Washing away the blood.

VOICE (O.S.)
Hey. This yours?

Travis looks up to find KANEDA (14) standing before him. His hair tousled, cheeks flushed like he's been in a scuffle. He holds up Travis's book bag, knuckles scraped and bloody. Travis cautiously reaches out and takes back his bag.

KANEDA
Those punks are like that with all the new kids. Place like this, we gotta watch out for each other.
(beat)
I'm Kaneda.

TRAVIS
Travis.

EXT. BROOKLYN ORPHANAGE - DAY

Kaneda and Travis sit on the steps of the main building as other kids socialize in the yard before them. Kaneda shuffles three cards on the step, three-card monte.

KANEDA
All right, follow the lady. Round and round she goes...

Travis is distracted, looking across the yard to where two OLDER KIDS are transacting some kind of deal. He watches as one of the kids furtively palms a DIME BAG from the other.

Travis looks back to see Kaneda glaring sternly at him.

KANEDA
They're no good. You hear me?
(beat)
Come on, we're playing here. Pay attention. Round and round she goes, where she stops, nobody-

Travis looks back to the three cards. Seemingly without thinking, he goes straight for the leftmost card - and turns over the Queen of Spades.

KANEDA
All right, how the hell are you doing that? You weren't even watching that time.

Travis just smiles, holds out his hand. Reluctantly, Kaneda hands over another stick of gum for Travis to add to his pile. As he takes it, Travis's attention is grabbed by MOTORCYCLE ENGINES O.S. He turns to see a GANG OF BIKERS roaring past the main gate. He watches, transfixed.

KANEDA
You like bikes?

Travis nods. Turns back to see Kaneda smiling.

TRAVIS
What?

EXT. ABANDONED HIGHWAY OVERPASS - NIGHT

Travis - now a young man of 21. Hunched over that same bike in a beat-up leather jacket as he races across a stretch of unlit road passing over a darkened urban landscape. Up ahead, a LONE TAIL LIGHT. Travis speaks into his RADIO HEADSET:

TRAVIS
Kaneda, where we going?

KANEDA (RADIO VOICE)
Who cares? We'll find out when we get there.

The bike in front ACCELERATES AWAY, disappearing into the darkness ahead. Travis sighs, guns his bike to pursue.

UP AHEAD

The lead bike coming at us fast - toward where we now see the overpass has COLLAPSED, the road abruptly terminating at a severed edge of jagged concrete and twisted rebar.

The bike SKIDS TO A HALT a few feet short of the edge and we get our first clear look at it. A BRIGHT RED RIFLE BULLET of a machine. Low-slung aerodynamic profile, a perfect fusion of engineering and art. Its HYDROGEN TURBINE engines emitting a characteristic high-pitched whine as they wind down.

Straddling this state-of-the-art machine is KANEDA - now 24 and roguishly handsome. Wearing red cycle leathers that match his ride with a GANG LOGO on its back - "RED DEVILS".

KANEDA (INTO RADIO)
Heads up Travis, end of the road.

Travis arrives at the road's end, screeching to a halt next to Kaneda. He dismounts and peers over the edge of the road.

He picks up a BUCKLED METAL SIGN from the ground, wipes off the debris. "WARNING - UNSAFE ROADWAY - DANGER OF COLLAPSE". He tosses it over the edge, into the darkness.

TRAVIS
Great - another road to nowhere. So now what?

KANEDA
When in doubt, beer. Last one back to the Hog buys!

Kaneda accelerates away. Travis races back to his bike and kick-starts the engine - it finally growls to life on the third try and he takes off after Kaneda.

EXT. OLD CITY - NIGHT

Kaneda and Travis ride through New York's "Old City" - what was once Brooklyn and Queens, now a VAST AND SPRAWLING SLUM Reminiscent of the poorest areas of Rio, Kowloon, Beirut. And in stark contrast in the background, the gleaming megalopolis that is NEW TOKYO. Risen from the ashes of Manhattan, its towering neon skyline is a futuristic amalgam of Shanghai, Dubai, Vegas. Much of it STILL UNDER CONSTRUCTION.

SUPERIMPOSE TITLE: 21 YEARS AFTER THE EVENT

Overhead, VIDEO BILLBOARDS show commercials for SAPPORO, TOP RAMEN, TOYOTA. Alternating amidst LOCAL TV NEWS:

NEWSCASTER
-to mark the 20th anniversary of the historic Manhattan Purchase was held today at New Tokyo's Olympic Stadium, where the US and Japan will co-host next year's games-

EXT. OLD CITY - RED LIGHT DISTRICT - CONTINUOUS

Many buildings reduced to rubble, others long condemned. Kaneda and Travis ride past a VACANT LOT converted into a 21ST CENTURY HOOVERVILLE. The DESTITUTE line up for soup. HOOKERS ply their trade under broken street lights. Across the street, a HIGH-TECH TRAILER is parked. Its decals read: VANGUARD BIOMEDICAL - MOBILE DRUG REHAB PROGRAM. A line of OLD CITY JUNKIES wait for treatment outside.

EXT. THE WARTHOG - NIGHT

A seedy biker bar in the Old City's red-light district. The entrance is a dank stairwell leading down into a seamy netherworld - the muffled sounds of TOM WAITS' "CLAP HANDS" drifting up from below.

In the shadows of the stairwell, a drug dealer, WORM, slips a dime bag into a customer's palm. Worm catches Travis's eye as he descends the stairwell. Kaneda, a step behind, grabs Worm by the jacket and hauls him up the stairs toward the street.

KANEDA
Not around here.

He throws Worm out onto the street, turns back to Travis.

KANEDA
You buying from him?

TRAVIS
No. I told you, I don't need it any more.

There's a look in Travis's eyes that Kaneda has come to recognize of late. As he heads down the stairs:

KANEDA
That girl's got you good, huh?

Travis just smiles to himself.

INT. THE WARTHOG - NIGHT

ON A HD SCREEN: RIOT POLICE CLASHING WITH PROTESTORS.

NEWSCASTER
-just the latest protest to turn violent after riot police clashed with demonstrators campaigning for the reconstruction of New York's impoverished Old City-

HARRY, the Warthog's owner, flips channels to a CURRENT AFFAIRS SHOW. A ruddy-faced POLITICIAN (70s, red-state) in a debate with a FEMALE SENATOR. The older man is identified by an on-screen graphic as: "ROBERT NELLIS - SECRETARY OF DEFENSE" *(NB: this is the suited man we saw in the chamber with Shackleton during our opening, aged some twenty years.)*

FEMALE SENATOR
-want to know why we're spending billions on weapons satellites while American families can't put food on the table. Just so we can call ourselves a superpower again?

NELLIS
We're facing increasing aggression from hostile nations like China and rising terrorism at home.
(MORE)

NELLIS (CONT'D)
That's why we need greater investment in national security, and the vision to fund new military programs-

Kaneda grabs some beers off the bar, glances up at the TV.

KANEDA
Put the game back on! Who watches this crap?

Harry flips the channel to a JAPANESE LEAGUE BASEBALL GAME. Kaneda makes his way back to a CORNER BOOTH where Travis and the other RED DEVILS are camped out amidst a plethora of beer bottles. It's a motley crew of rough, multi-ethnic bikers in their twenties. Chief among them, YAMAGATA - tall, dark and intense. As Kaneda sets the beers on the table, Yamagata makes a point of snatching up the one Travis reaches for. No love lost between these two.

Kaneda flops into the booth, puts his boots up on the table.

KANEDA
You seeing Kaori tonight?

TRAVIS
She's got school. I'll see her tomorrow.

Travis follows Kaneda's eyeline to what he sees: the beautiful young JAPANESE GIRL (19) who just entered from the stairwell. Well-dressed and proper, she sticks out in a dive like this. This is KAORI.

TRAVIS
What the hell's she doing here?

KANEDA
Now play it cool. Let her come to you. Don't just-

Before Kaneda can even finish, Travis has bolted from his seat and is making a bee-line toward Kaori.

TRAVIS
Hey. I thought you had school tonight.

KAORI
Nice to see you too! I finished early, wanted to surprise you.

TRAVIS
You can't just decide you're gonna come out here on your own. This part of town isn't safe.

KAORI
I'm fine. You're always coming out to New Tokyo to see me, I thought I'd observe you in your native habitat for a change. Aren't you going to introduce me to your friends?

A little reluctantly, he leads her over to the corner booth.

KANEDA
Hey, Kaori! Sit down, have a drink! Yamagata, move your ass over. Guys this is Kaori, Travis's... friend.

Yamagata grudgingly slides over to make room. The other Red Devils regard Kaori stand-offishly. She's not "one of them".

KAORI
I feel like I know you all already. Travis talks about you guys all the time.

MURPH
Bet he does. We're the only interesting thing about him.

A ripple of laughter from the Red Devils, but Travis looks uncomfortable, embarrassed.

KANEDA
Hey, Murph. You're outta beer.

MURPH
What're you talking about, I got-

Kaneda kicks the underside of the table, sending the almost-full bottle of beer in front of Murph toppling into his lap. Murph bolts upright, his leather soaked with beer.

KANEDA
Get another one for Travis while you're at the bar, will ya?

As Murph heads to the bar, fuming, Travis smiles.

KAORI
So, how long have you guys all known each other?

KANEDA
Travis and me started the Devils about five years back, picked up the rest of these losers along the way.

KAORI
And... what do you do, exactly?

KANEDA
Think this part of town sucks now? Be a hell of a lot worse if the Reapers rode in and took over, which is exactly what they'd do if we weren't here to stop 'em.

TRAVIS
Cops don't give a shit what happens out here. Place like this, you gotta watch each other's backs.

YAMAGATA
The only time you're ever watching our backs is when you're trying to keep up with us on that old smoker.

TRAVIS
Easy to brag when you got rich parents to buy you any bike you want. How much did that new Suzuki out there cost your old man?

YAMAGATA
You think it's the bike makes the difference? Any time you wanna race, we'll switch rides and I'll still kick your ass. You tell your girlfriend about the time you tried to beat my time across the L.I.E?
(to Kaori)
They're still pulling parts of his old piece-of-shit Honda outta the crash barrier. That's why he's riding Kaneda's hand-me-downs.

BEAT. Travis furious at being belittled in front of Kaori. He gets up from the table and stalks off, fuming. Kaori goes after him. Kaneda gives Yamagata a shove, pissed at him.

KANEDA
The hell's wrong with you?

EXT. THE WARTHOG - NIGHT

Travis skulks outside. The BILLBOARD overhead shows a MONTAGE OF IMAGES set to patriotic music. Scientists at work in a lab. Proud police officers in uniform. American troops saluting a fluttering Stars and Stripes.

COMMERCIAL (V.O.)
In these turbulent times, it's good to know one company is always there for you. From arming our troops abroad and policing America's cities to safeguarding your family's health... VANGUARD. PROTECTING AMERICA. PROTECTING YOU.

The Vanguard logo fades up:

VANGUARD CORPORATION
DEFENSE * AEROSPACE * LAW ENFORCEMENT * BIOMEDICAL

Travis, still steamed, kicks a beer bottle into the gutter as Kaori emerges from the top of the bar's stairwell.

KAORI
Are you okay?

TRAVIS
Yeah. It's nothing. You want to get out of here?

KAORI
Sure... we could take a walk?

Travis looks into the alley where the Red Devils bikes are parked. A smile creeping across his face as an idea hatches:

TRAVIS
How about a ride?

Travis heads into the alley. Walking past his old, beat-up ride... and toward Kaneda's bike. He straddles the state-of-the-art machine, hands gliding over the computerized dash.

KAORI
Isn't this Kaneda's?

TRAVIS
Well... we kinda share it. I can take it out whenever I want.

Travis punches a code into the bike's ignition system. The bike starts up with the HIGH-PITCHED WHINE OF A JET ENGINE. Kaori climbs on, puts her hands around Travis's waist.

KAORI
Where are we going?

TRAVIS
Wait and see.

EXT. MANHATTAN "DARKLANDS" - NIGHT

Travis and Kaori ride through what was once uptown Manhattan - now a DESOLATE WASTELAND, like Hiroshima after the bomb. The few surviving buildings jut out of the rubble-strewn landscape like tombstones.

Travis stops at a CHAIN-LINK FENCE that disappears into the darkness. Capped with RAZOR WIRE. A SIGN reads:

WARNING - HAZARDOUS AREA - TRESPASSING IS A CRIME
PUNISHABLE UNDER FEDERAL LAW

Travis searches the fence, tugging at the chain-link. Eventually he finds a LOOSE SECTION of the fence, yanks it back to make a hole large enough to pass through.

EXT. CRATER BORDERLANDS - NIGHT

Desolate, like a lunar landscape. Lit only by the bike's headlight. Travis comes to a stop before a SHALLOW INCLINE of rubble. Kickstands the bike, leads Kaori up the slope. They climb until they reach the incline's crest, revealing:

THE CRATER. Untouched for twenty years, it stretches out before them like an alien Grand Canyon. Kaori is awed. She shivers, cold. Travis wraps his jacket around her.

KAORI
I've seen this a hundred times in pictures - but I had no idea...

Travis seems calmer now. He's untroubled, almost serene as he listens to the eerily perfect silence.

TRAVIS
When Kaneda and me were kids, there used to be these stories about how this place was haunted. We came out here once, trying to spook each other. But I never thought it was scary. Just... peaceful. I still come out here on my own sometimes. It's the only place where I feel like I can get away.

Kaori huddles closer to him.

KAORI
It's hard to imagine that there used to be a whole city here. Do you think they'll ever find out what happened?

TRAVIS
Probably not - you see those lights over there? The construction zone?

Travis points out across the crater, to the VAST SEA OF LIGHTS AND CONSTRUCTION EQUIPMENT on the horizon - MIDTOWN NEW TOKYO, still under heavy construction.

TRAVIS
In another year or two all this'll be built over. The city's gonna swallow up everything. Like it never happened.

A quiet BEAT as he reflects.

TRAVIS
Sometimes I think about getting out. Just pack a bag and go, start over. Y'know?

This takes Kaori by surprise.

KAORI
Go where?

TRAVIS
I don't care. Anywhere. Just... some place better than this. I'm tired of being stuck in a place where nothing's ever possible.
(beat)
You could come with me.

KAORI
Travis... I can't just leave. I have a life here. My family's here, I go to school here...

He motions toward the gleaming lights of New Tokyo.

TRAVIS
Your life isn't here. It's over there. Might as well be a different planet to the one I live on.

A sad BEAT as Travis gazes out over the crater.

KAORI
There's another reconstruction rally next week. They say it's going to be the biggest one yet. People from all over the Old City marching through New Tokyo. We could go. We could-

TRAVIS
You think that's going to make any difference? You think they're going to rebuild the Old City because a few people marched and held a sign? It's been twenty years. Nothing's ever gonna change. Not here.

KAORI
Travis... maybe it's not where you are that's the problem.

TRAVIS
What do you mean?

KAORI
I mean, riding with Kaneda and those others, fighting other bike gangs over turf - where does that wind up, Travis? Jail? The morgue? Is it the city that's the dead end? I know you look up to Kaneda, but where's he going with his life?

TRAVIS
You don't know Kaneda. If it wasn't for him, I wouldn't even... he's just always been there for me. He's the only family I've ever had. He's just not a big-picture guy. He's happy running the Devils. That's his world. But I don't think he really knows what he wants.

He looks at Kaori affectionately.

TRAVIS
That's the difference between him and me. I know what I want.

He leans closer. She responds. Close enough to kiss... when something catches Travis' attention. Alerting him to danger.

KAORI
What's wrong?

One of the lights on the far side of the crater appears to be getting BRIGHTER... CLOSER... until it's revealed as a SEARCHLIGHT - a MILITARY PATROL HELICOPTER fast approaching.

TRAVIS
Come on!

Kaori and Travis run back to the bike. They jump on and Travis guns the engine, riding off with her at speed.

INT. THE WARTHOG - NIGHT

FLUKE, one of the Red Devils sitting with Kaneda earlier, re-enters the bar from the stairs, approaches Kaneda's booth.

KANEDA
He still up there?

FLUKE
Looks like he took off. His bike's upstairs. But, uh... yours ain't.

BEAT as the realization sinks in for Kaneda. He reaches into his jacket and pulls out his CELLPHONE. Flips it open - its MAP SCREEN shows the bike's GPS TRANSPONDER IN MOTION.

KANEDA
Travis, you son of a...

EXT. THE WARTHOG - CONTINUOUS

Kaneda and the Devils race into the alley where their bikes are parked. Kaneda sees Travis's Honda parked next to the empty space where his bike was. As he jumps onto the back of Yamagata's bike he checks his phone's GPS map again.

KANEDA
Reaper asphalt. What the hell does he think he's doing out there?

EXT. ABANDONED GAS STATION - NIGHT

A group of GANG BIKERS hang out on the graffiti-strewn forecourt, drinking beers. Their leader, CYRUS, wears a leather jacket with a GANG LOGO on the back - "REAPERS". He watches as TRAVIS AND KAORI SPEED PAST, the bright red bike like a signal flare on the dimly-lit street. The Reapers drop their beers and rush to their bikes.

EXT. QUEENS STREETS - NIGHT

The neighborhood desolate, long since uninhabited. The buildings here broken down and condemned.

As Travis navigates the rubble-strewn streets, Kaori becomes aware of something approaching behind her - a BRIGHT LIGHT. Turns to see the FOUR REAPER BIKERS coming up fast.

KAORI
Are these friends of yours?

The bikers split into two ranks and ride up alongside Travis, flanking him. Engines roaring. Intimidatingly close.

TRAVIS
Hold on.

Travis HITS THE BRAKES, the Reaper bikes speeding past. As he veers off down a side road, the Reapers turn back to pursue.

EXT. SIDE ROAD - CONTINUOUS

Travis looks back with a smile - no sign of the Reapers behind. But as Kaori looks up ahead, she SCREAMS. Travis turns back - to see the road ahead fast becoming a DEAD END where a collapsed building has blocked the road. He slams on the brakes and the bike SCREECHES TO A HALT.

Travis turns back the way he came - but finds his escape blocked as the Reapers re-appear at the end of the road. They ride up casually, engines growling. As Travis dismounts:

TRAVIS
Don't worry, I got this.

As Cyrus dismounts and approaches:

CYRUS
Take a wrong turn?

TRAVIS
I don't want any trouble.

CYRUS
You rode onto our asphalt. That's gonna cost you. You're lucky I see something I like.

Cyrus looks behind Travis. Hard to know what he's interested in; Kaori, or the bike. BEAT... then Cyrus PUNCHES TRAVIS IN THE GUT. He drops to his knees, gasping. Kaori rushes to Travis, but Cyrus grabs her by the hair and drags her away.

TRAVIS
Get your hands off her!

Travis lunges angrily toward Cyrus but two Reapers grab him and THROW HIM TO THE GROUND.

Travis's face hits the asphalt with a jarring THUD. Cyrus hands Kaori off to another Reaper and presses the sole of his boot against Travis's cheek, pushing it painfully into the curb.

CYRUS
Or what?

Cyrus heads over to Kaneda's bike. Straddles it, tries the ignition. The dash displays a JAPANESE CARTOON FIGURE who waves her finger admonishingly. A NEGATIVE JINGLE PLAYS.

CYRUS
What's the ignition code?

TRAVIS
Fuck yourself.

Cyrus walks back to where Kaori is being held.

CYRUS
You're a long way from the island. Don't see too many like you come out this way.

He leans close, leering at her. Close enough for Kaori to feel his breath on her. She squirms, terrified.

CYRUS
Wanna find out why?

TRAVIS
You put one finger on her and I'll take your fucking head off!

A BEAT as Cyrus considers... then PUNCHES KAORI IN THE FACE. Travis CRIES OUT with anguish as she falls to her knees, blood running from her nose. As the Reapers haul her back to her feet, Cyrus flips open a BUTTERFLY KNIFE.

CYRUS
You give it up, or your bitch does.

Cyrus begins to cut loose the buttons of Kaori's cardigan. Travis struggles helplessly against the Reapers pinning him.

The roar of MOTORBIKES. The Reapers turn to see SIX RED DEVILS approaching fast. Yamagata and Kaneda in front.

The Reapers rush to their bikes and take off down the street, burning rubber. As Cyrus and Yamagata's bikes crisscross, Kaneda CLOTHES-LINES CYRUS in the throat, knocking him violently off his bike which skids away into a wall.

As the Devils dismount, Travis gets to his feet, a nasty BRUISE on his face. He sees Kaori crumpled nearby, trying to stem the flow of blood from her nose. Rushes to her side.

TRAVIS
It's all right. It's over.

As he helps her to her feet, he sees she has a BLACK EYE. Sweater torn open, violated. It fills him with rage. He hauls Cyrus to his feet and proceeds to BEAT THE CRAP OUT OF HIM.

KANEDA
Okay, Travis. Enough.

But Travis doesn't hear him. He's lost in a blind rage. Kaneda charges over and grabs him by the arm.

KANEDA
I said knock it off!

TRAVIS
Get your hands off me!

KANEDA
You wanna kill this guy on his own asphalt? Think for a minute! We got enough trouble with the Reapers as it is - you go and pull a stunt like this, you could start another god-damn war!

TRAVIS
You don't tell me what to do.

KANEDA
Yeah. I do. 'Cause when I don't, shit like this is what happens. You want to tell me what you're doing on this side of the border - on my bike? I swear, if there's even one scratch on it... how the hell did you even get the ignition code?

TRAVIS
Is that why you came out here? Just worried about your bike?

Kaneda rounds on Travis angrily. Offended by that.

KANEDA
After all the times I've put my ass on the line for you, you think this was just about a god-damn bike? You oughta know better.

Travis stares at the ground, scolded. Kaneda still fuming.

KANEDA
Come on. We're outta here.

Travis helps Kaori to her feet. Kaneda looks down at Cyrus, who still lies on the ground, spitting blood. He crouches beside him, looks him in the eye. A stern, commanding tone.

KANEDA
Cyrus, right? Cyrus, let's not make this any worse than it is. Tell Joker we weren't looking to start anything here. If he's smart, he won't either.

Kaneda mounts up and leads the Red Devils out of the alley. Cyrus watches their tail-lights recede with hate-filled eyes.

EXT. THE WARTHOG - NIGHT

Kaneda and Yamagata pull up outside the bar, Kaori and Travis seated behind. As Travis and Kaori dismount:

YAMAGATA
Nice going tonight, hot-shot.

Travis looks at Kaneda, contrite. Kaneda still steamed.

KANEDA
This is the last time, you hear me? Next time you pull something like this, you're on your own.

As Kaneda and Yamagata ride off, Travis turns to see Kaori already walking away. He dashes to catch up.

TRAVIS
Want me to give you a ride home?

KAORI
I'll just take the subway.

TRAVIS
I'll come with you.

KAORI
No, I'll be fine.

TRAVIS
I told you, it's not safe to-

KAORI
And I'm safe with you?

She walks away, alone. Travis watches her go, devastated.

WARTHOG SIDE ALLEY

As Travis recovers his bike, he spots WORM on a nearby corner, still dealing from the shadows between two flickering streetlights.

Worm looks at Travis warily as he approaches.

WORM
Look, I don't want any more trouble with your pal.

TRAVIS
He's not around. What've you got?

WORM
Now that's the Travis I know. Wondered where you'd been, man.

TRAVIS
Just gimme the usual.

Worm plucks a couple of dime bags from inside his jacket. Travis eyes them as he counts off bills from his pocket. But as he's about to hand over the cash he hesitates. Scrunches the bills into a tight ball inside his fist.

WORM
Hey, you want this or not?

Travis looks uneasy as he wrestles with the decision. Trying to fight off the jones to get high. Above him and Worm, the video billboard begins to play a familiar commercial:

VANGUARD COMMERCIAL
In these turbulent times, it's good to know one company is always there for you...

Travis girds himself, then stuffs the bills back into his pocket, turns and walks away. Worm watches him go, dumbfounded. Calling after him:

WORM
The fuck's wrong with you?

EXT. OLD CITY - MOBILE VANGUARD CLINIC - NIGHT

The same VANGUARD BIOMEDICAL drug rehab facility Travis rode by earlier. It's late, the line of users in line for the trailer down to just a few as Travis pulls up on his bike.

Travis gets in line as a JUNKIE exits from the trailer. As he walks away past the line, he recognizes Travis.

JUNKIE
Travis?

It takes Travis a moment to recognize him.

TRAVIS
Hey, Marvin.

MARVIN
Thought you were clean, man.

TRAVIS
Just trying to stay that way. What do you know about this?

MARVIN
All I know is it's free, and I gotta try something. Gina's kicking me out this time if I don't get straight.

As Marvin shuffles away:

TRAVIS
Good luck, man.

INT. MOBILE VANGUARD CLINIC - NIGHT

Travis shifts in his seat at one of several medical stations as a MEDICAL TECHNICIAN, reviews a questionnaire on an electronic pad. Similar consultations at adjacent stations.

VANGUARD TECHNICIAN
Good news is, your medical history and prior drug use qualify you to participate in the free trial. Bad news is, if you're looking for a free score you came to the wrong place. We get a lot of users come here thinking this is some kind of synthetic narcotic. It's not.

TRAVIS
So what is it?

VANGUARD TECHNICIAN
It's a narco-inhibitor, helps to suppress addictive impulses. Very successful in first-phase clinical trials. You won't want to get high.

TRAVIS
Okay. Good.

The technician nods to a SECOND TECH, who rolls back Travis's sleeve and fits an ELECTRONIC BAND around his wrist.

VANGUARD TECHNICIAN
You wear the band at all times. It lets us monitor how you're doing.

Travis toys with the electronic band. It's cuffed tight around his wrist, seemingly no way to self-remove it.

TRAVIS
Maybe this is-

VANGUARD TECHNICIAN
You want to stay clean or not?

The technician places a PILL in a paper cup in front of Travis, alongside a small cup of water. BEAT as Travis regards the pill... then swallows it down.

VANGUARD TECHNICIAN
Come back in ten days and we'll re-assess you.

TRAVIS
...that's it?

Travis is ushered from his chair and toward the exit as the next junkie in line takes his place at the desk.

EXT. OLD CITY - TRAVIS'S TENEMENT - NIGHT

Travis pulls up on his bike outside the run-down tenement building in one of the poorest parts of the Old City.

INT. TRAVIS'S RUN-DOWN STUDIO - NIGHT

Threadbare carpet, barely enough room to swing a cat. Travis splashes water from the sink onto his face. Winces as he touches the bruise on his cheek. It's going to be a bad one.

He flops down onto his bed, staring up at the bare lightbulb buzzing starkly overhead. Troubled.

MORNING

Travis wakes. Grimaces as he rises, clutching his head - he has a screaming headache. He paces to the sink, looks in the mirror - amazed to discover that the bruise has DISAPPEARED.

EXT. OLD CITY STREET - DAY

Travis rides down the litter-strewn road, weaving past STREET KIDS who kick around a patched-up soccer ball. He pulls up outside an AUTO REPAIR SHOP. Kaneda's bike parked outside.

INT. CHOP SHOP - CONTINUOUS

Kaneda is dressed in coveralls and a painters mask as he resprays a STOLEN PERFORMANCE BIKE. Nearby TWO MECHANICS are at work disassembling an EXOTIC SPORTS CAR. Kaneda sees Travis as he enters but doesn't acknowledge him.

TRAVIS
Hey. Can we talk?

Kaneda ignores him, keeps working with the paint sprayer.

TRAVIS
Haven't seen you around the Hog the last few nights.

Still no response from Kaneda. Travis fidgets uneasily.

TRAVIS
Look, I know I screwed up, okay? I shouldn't have said what I did.
(beat)
I'm sorry.

Kaneda kills the paint sprayer, pulls down his mask. He looks Travis up and down. He looks pale, a little feverish.

KANEDA
You look like shit. You been using?

TRAVIS
No. I mean, I almost did, after the other night, but...

KANEDA
You hear about Marvin? Fried his brain on that crap you and him used to do together.

TRAVIS
(stunned)
I just saw him the other night. He was trying to kick, he said he-

KANEDA
He's dead. They found him in an alley, bleeding outta every hole in his head. Mother of all overdoses.

BEAT as Travis processes this. Then:

TRAVIS
I told you, I'm done with that. Okay? That's not what this is. I dunno, I just haven't been feeling right. My brain feels like it's going a hundred miles an hour.

KANEDA
I'll tell you what that is - that girl's got you tied up in knots. Seen it before. You'd better fix it with her, or find a way to get her outta your head. But hey, why listen to me, right?

He brushes past Travis on his way out the door.

INT. THE WARTHOG - NIGHT

A busy night. The Red Devils camped out in their corner of the place, Kaneda and Yamagata drinking at the bar. On the other side of the bar, Travis nurses a beer, alone. He's taken aback when he sees KAORI enter. Still sporting her black eye. He leaps from his stool to meet her.

KAORI
Hey.

Travis pulls out a chair, sits next to her at the table.

TRAVIS
Hey. How's your eye?

KAORI
It's not as bad as it looks.

TRAVIS
I've been calling.

KAORI
I know. I just needed some time on my own.

TRAVIS
I'm sorry about what happened. I shouldn't have taken us out there, I should've-

KAORI
That wasn't what I was upset about, Travis.
(MORE)

KAORI (CONT'D)
The way you went off at that guy, I didn't recognize you. You were like a whole other person.

TRAVIS
I know I shouldn't have reacted like that. I just... If I ever let anything happen to you... I don't know what I'd do.

She puts her hand on his.

KAORI
I'm not going anywhere.

He smiles, relieved. From his vantage point across the bar, Kaneda allows himself a smile at the sight of Travis and Kaori working things out.

YAMAGATA
You hear anything from Joker?

KANEDA
(shakes head)
Joker doesn't want another war any more than we do. Besides, if we was gonna do something, he'd have done it by now.

Kaneda sips his beer - and then A MOLOTOV COCKTAIL is hurled down the stairwell and EXPLODES BEHIND KANEDA, knocking him to the floor. Travis checks Kaori's okay, rushes to help Kaneda up, coughing through the swirling smoke.

KANEDA
Okay, maybe he does want a war.

EXT. THE WARTHOG - NIGHT

The Red Devils exit to see a POSSE OF REAPERS riding away; rush to their bikes to pursue. Kaneda revs his engine; it growls like an animal straining to be let off its leash.

Kaori emerges from the bar to see Travis mounting up. He hesitates as their eyes meet. As Kaneda heads out:

KANEDA
Travis! Move your ass or we're gonna lose 'em!

Kaori eyes Travis imploringly. He gives her an apologetic look - *I gotta do this*. Glances back at her one last time before riding away, litter billowing in his wake. She stands watching Travis's tail-light recede into the darkness.

EXT. NEW BROOKLYN BRIDGE - NIGHT

The Reapers weave daringly through traffic - a mix of contemporary vehicles and sleek near-future models. *(The emphasis here is on NEAR future - no concept vehicles.)*

Kaneda leads the Red Devils in pursuit passing the SIGN over the bridge entrance:

WELCOME TO MANHATTAN ISLAND - HOME OF NEW TOKYO
WORLD'S FASTEST-GROWING CITY

EXT. NEW TOKYO - NIGHT

This is our first look from inside New Tokyo - a neon-drenched, high-tech Utopia for Japan's immigrant elite and America's last remaining rich.

The Reapers scream through the streets, past pedestrians on bustling sidewalks. Everything here is BILINGUAL. They BLAZE THROUGH A RED LIGHT, causing traffic to SCREECH TO A HALT. CYRUS hurls a MOLOTOV; it EXPLODES off the hood of a car as it brakes in the road.

Kaneda swerves around the flaming car and careens expertly across the intersection. Following behind, Travis tries the same maneuver but SKIDS OUT OF CONTROL, dumping him onto the sidewalk. Yamagata shoots Travis a sharp look as he passes. Travis struggles to right his bike and get back in the chase.

INT. NEW TOKYO - US FEDERAL BUILDING - HALLWAY - NIGHT

A U.S. ARMY COLONEL (50s) strides urgently along the hallway. We've seen this man before, much younger - his nameplate reads SHACKLETON. He's accompanied by a LIEUTENANT AIDE and a lab-coated DOCTOR VOGEL (60s) dash to keep up with him.

LIEUTENANT
The truck was downtown on its way to Vanguard. Driver hit the silent alarm right before we lost contact. Whoever took him can't have gotten far, response teams are en route.

DOCTOR VOGEL
You need to advise your men that this subject has to be handled with extreme care. It's critical that he-

LIEUTENANT
The men have all been drilled on how to handle the children, doctor.

SHACKLETON
This isn't a drill - you push the wrong button on him and we could lose half a city block. Tell your men to stand down.

LIEUTENANT
Sir, the procedure-

SHACKLETON
I know the procedure. Leave the recovery to me. I'll find him.
(to Vogel)
Prep Maximilian for travel. I want him ready to fly in three minutes.

EXT. NEW TOKYO - ALLEY - NIGHT

Reaper bikes SCREAM PAST the alley, Devils in pursuit. Hiding in the shadows are TWO MEN (FLYNN and BRODY), and a WOMAN, KAY - mid-20s, determined, sincere. Behind them, a MILITARY TRUCK is parked. Its rear doors hang open. Inside, a MEDICAL TECHNICIAN lies, out cold. A TRANQ DART in his neck.

Kay pulls a set of CHILD'S CLOTHES from a backpack. Crouches to address a SMALL BOY (THOMAS) dressed in pale pajamas. We see him only from behind.

KAY
I need you to put these on, okay?

THOMAS
I'm not supposed to be outside.

KAY
We're taking you somewhere safe. Miyako's going to take care of you. You remember Miyako, don't you?

Kay's CELLPHONE RINGS, startling Thomas. He's high-strung.

KAY (INTO PHONE)
Where are you?

RAY (PHONE)
I can't get to you. That protest's blocked off half of downtown. I'll meet you at the backup rendezvous. Just keep him out of sight and I'll see you there. <u>You can do this.</u>

EXT. NEW TOKYO STREET - CONTINUOUS

Packed with HUNDREDS OF PROTESTORS as a RALLY marches down the street. Old City residents of all ages and ethnicities chanting and carrying placards: "REBUILD OLD NEW YORK" - "URBAN RESTORATION NOW!" - "DON'T ABANDON THE OLD CITY". The protest has traffic GRIDLOCKED, drivers angrily sounding their horns. Kay hurries down the busy street, leading Thomas by the hand. A BASEBALL CAP worn down low to obscure his face. Brody and Flynn walk in close formation behind. Alert.

They're forced to stop at an intersection as the PROTEST RALLY marches past. As Kay looks around to check her bearings, Thomas gazes in the window of an ELECTRONICS STORE, fascinated by an ARIEL DOGFIGHT playing on a 3D display. A FEMALE WINDOW-SHOPPER looks down at him - and recoils, horrified. And as we see Thomas's face for the first time, we realize SOMETHING IS HORRIBLY WRONG. He appears IMPOSSIBLY OLD, his skin wrinkled and pallid, hair thinning and gray.

Thomas steps back, distressed by the woman's reaction. Kay quickly pulls him away from the store and down the street.

The protest continues as NEW TOKYO POLICE CRUISERS appear on the streets, sirens wailing. As they screech to a halt, we get a close-up glimpse of the side decals: "NEW TOKYO POLICE DEPARTMENT - A DIVISION OF VANGUARD CORPORATION."

NTPD OFFICERS (private American contractors a la Blackwater) IN RIOT GEAR flood onto the streets.

NTPD SERGEANT
This is an illegal demonstration.
Disperse immediately.

The protestors ignore the order and continue along the protest route, chanting in unison. The Sergeant motions an order and the riot troopers move in and begin pulling protestors from the crowd by force.

The protestors resist as they're dragged to the ground and cuffed; others try to come to their aid, violent clashes breaking out everywhere. A bottle is hurled and SHATTERS off a riot shield. The cops respond with a FULL BATON CHARGE right into the mass of protestors. The violence escalating quickly. Kay shields Thomas's eyes as they hurry away.

EXT. NEW TOKYO - CONSTRUCTION ZONE - NIGHT

CYRUS and another Reaper (DOUGHBOY) race onto an ELEVATED OVERPASS - ROAD WORKERS flee as the Reapers blow past a WARNING BARRIER. In pursuit are Red Devils FLUKE AND MURPH who ride in a MOTORCYCLE/SIDECAR COMBO.

Cyrus and Doughboy disappear into a cloud of STEAM billowing from abandoned asphalt spreaders. From which now emerges:

JOKER. A great bald-headed bull of a man, face adorned with an intimidating TIRE-TREAD tattoo. Smiling broadly, he sits astride a CUSTOM CHOPPER belching flames from its exhausts.

Cyrus and Doughboy take up formation alongside Joker. Fluke races to meet them head-on, Murph whirling his CHAIN overhead. As the bikes close on one another, Murph LEAPS FROM THE SIDECAR ONTO JOKER'S BIKE, wrapping the chain around his neck. Joker grabs Murph and HEADBUTTS him - he FALLS BENEATH THE WHEELS of Joker's bike, crushing his arm.

Fluke glances back - as CYRUS screams past and drops a GRENADE into the empty sidecar. In panic, Fluke leaps from the saddle, hitting the road as the bike EXPLODES, the flaming wreckage careening into the overpass crash barrier.

Joker grins triumphantly as Doughboy and Cyrus form up alongside him. His smile fading when he sees up ahead:

KANEDA. His bike idling at the far end of the road. The two rivals lock eyes in a Leone-esque face-off before:

Kaneda ACCELERATES TOWARD JOKER, tires squealing. Joker motions to the other Reapers to stay back and burns rubber toward him, the two now engaged in a deadly GAME OF CHICKEN.

The two rivals accelerate to top speed. Wheels lining up with the center dividing line. Eyes locked on one another with a fearsome mutual hatred. Neither about to back off.

But it's Kaneda who wants it more. At the last second before impact, Joker FLINCHES - SWERVING as Kaneda screams straight past, never once deviating from the center line. Joker WIPES OUT, the bike skidding away as he tumbles across the asphalt.

Kaneda BRAKES HARD, screeching sideways to a halt, New Tokyo's iconic skyline gleaming in the background. Looks back to see him splayed out in the road, grimacing in pain.

KANEDA
Smile now, you fat fuck.

Travis and Yamagata race up an onramp onto the scene, screeching to a halt next to Kaneda. As they arrive, we hear the sound of SIRENS - distant, but approaching fast.

KANEDA
All right, let's get back to the Old City before the cops-

Travis sees Cyrus and Doughboy turning tail and riding away. Seething with anger, he REVS HIS BIKE, ready to give chase. Kaneda knows the look in his eye only too well.

KANEDA
Travis. Don't. You do it and you're on your own. You hear me? You're-

Travis ignores him. He ACCELERATES AWAY, chasing after the fleeing Reapers. As Kaneda curses under his breath, Yamagata turns his bike back the way they came. But Kaneda is hesitant. He watches Travis as he recedes into the distance.

YAMAGATA
Kaneda... let him go.

Yamagata guns his engine and races away in the opposite direction, headed back toward the Old City. Reluctantly, Kaneda turns and rides off after Yamagata.

EXT. ABOVE NEW TOKYO - NIGHT

A HIGH-TECH TWIN ROTOR HELICOPTER soars high over the city.

INT. COMMAND HELICOPTER - NIGHT

Bathed in red light. A MOBILE COMMAND CENTER, packed with ELECTRONIC EQUIPMENT monitored by Shackleton and Vogel. Hidden in shadow, is a CHILD - MAXIMILIAN. The dimmed lights around him make it impossible to make out any detail.

MAXIMILIAN
I've got him. Headed north.

EXT. ABOVE NEW TOKYO - NIGHT

The helicopter alters course, turning north.

EXT. NEW TOKYO - NIGHT

TEAR GAS billows down the street, blanketing everything. WATER CANNONS douse civilians. The clash between police and protestors now a FULL-SCALE RIOT.

NTPD SERGEANT
Send in the Caretakers!

Behind the ranks of riot troops, we hear an OMINOUS RUMBLE. And now the troops begin to part, making way for:

THE CARETAKERS. THREE HULKING, HEAVILY-ARMORED ROBOTS with a domed body that scuttle on armored legs like giant steel-shelled beetles. At the sight of them, the rioters all DROP TO THE GROUND IN SUBMISSION, hands over their heads.

EXT. NEW TOKYO - BACK STREET - CONTINUOUS

As Kay, Flynn and Brody escort Thomas away down the darkened back street. The other end opening out onto a WIDER STREET. Kay looks both ways - no visible security forces. She and the others BOLT ACROSS THE STREET. Halfway across, they're suddenly caught in the eye of a BLINDING SPOTLIGHT.

RIOT COP (O.S.)
Stop! Down on the ground, now!

Kay squints through the light to see more NTPD RIOT COPS approaching. ANOTHER CARETAKER ROBOT with them. Flynn and Brody draw their pistols.

FLYNN
Run.

Kay BOLTS, pulling Thomas along as Brody and Flynn OPEN FIRE. The bullets ricochet off the Caretaker - and then the robot's armored shell opens, revealing a MILITARY-GRADE CHAIN GUN.

The Caretaker lets loose with a WITHERING BLAZE OF GUNFIRE. Kay drops to the ground, shielding Thomas and covering his eyes as Brody and Flynn are REDUCED TO A BLOOD-RED MIST by the ceaseless barrage of deafening, high-caliber gunfire.

KAY
Don't look. Don't look.

But as the riot cops move in on them, Thomas peers between Kay's fingers... and the sight of blood fills him with horror. He SCREAMS. And in a single moment, every window on every building and every car on the street SHATTERS.

A MASSIVE VIDEO BILLBOARD is shaken loose from the side of a skyscraper and PLUMMETS TO THE GROUND. Riot cops flee in all directions as the billboard CRASHES DOWN onto the street, burying the Caretaker and three cops beneath it.

BEAT. And then rubble SHIFTS. The Caretaker - dented and covered in dust - BEGINS TO EMERGE FROM BENEATH. Kay gets to her feet and leads Thomas hurriedly away.

EXT. NEW TOKYO - WATERFRONT - NIGHT

Kaneda and Yamagata along the waterfront. The police sirens closer now - but up ahead is the BROOKLYN BRIDGE and beyond that the Old City. But something is bothering Kaneda. He glances back toward the city they just left behind...

...and SLAMS ON THE BRAKES. Yamagata looks back to see Kaneda stopped in the road. He PULLS A SHARP U-TURN, rides back to where Kaneda has stopped.

YAMAGATA
The hell are you doing? Come on!

KANEDA
I can't just leave him. See you back at the Hog.

Kaneda turns around and rides away, headed back into the towering urban chasms of New Tokyo.

EXT. NEW TOKYO - STREET CORNER - NIGHT

Kay dashes across the street with Thomas. Thomas struggles to keep up, panting and wheezing. As they round a corner, AN UNMARKED VAN screeches to a halt across the street. In the driver's seat is RAY - 40s, with a serious-minded intensity.

RAY
The others?

Kay shakes her head grimly as she slides open the van's side door and ushers Thomas inside.

EXT. NEW TOKYO - UNFINISHED HIGHWAY - NIGHT

Ray's van blows past a warning barrier onto an UNLIT STRETCH OF HIGHWAY leading out of the city, still under construction. The van disappears into the darkness of night.

EXT. NEW TOKYO - TUNNEL - NIGHT

Travis in pursuit of Cyrus and Doughboy. Cyrus goads Travis, riding INTO ONCOMING TRAFFIC. HORNS BLARE as cars veer to avoid a crash. Travis, relentless, matches him move for move.

EXT. NEW TOKYO - ON-RAMP - NIGHT

Cyrus and Doughboy emerge from the tunnel, approaching a PAIR OF HIGHWAY ON-RAMPS up ahead. Cyrus and Doughboy split up - Doughboy realizing too late that the ramp he's taken leads to a DEAD END of construction equipment and crash barriers. He throws up his hands and SCREAMS.

Cyrus glances back to see the EXPLOSION behind him - and Travis coming up fast on his tail. The two bikes race past the WARNING BARRIER passed just moments ago by Ray's van.

INT. RAY'S VAN - CONTINUOUS

Kay sits with Thomas in back. Thomas is agitated. Aware of something beyond our perception that unsettles him. He looks at the road receding into darkness through the rear window.

THOMAS
We have to stop. He's going to hurt him!

KAY
Thomas, we can't stop. We have to-

THOMAS
Stop!

The van's LEFT FRONT TIRE SUFFERS A MAJOR BLOW-OUT. The vehicle FISHTAILS WILDLY across the road. As Ray wrestles for control of the van it SLAMS into a concrete highway divider.

Kay hauls herself up from the floor as the dust clears.

RAY
You all right back there?

KAY
I'm okay. Thomas, are you-

But THOMAS IS GONE. The van's rear doors have somehow been blown CLEAN OFF, they lay buckled in the road.

FURTHER DOWN THE ROAD

Cyrus glances back to check how far behind Travis is, taking his eyes off the road - and the PILES OF REBAR stacked up ahead. He looks back, too late to swerve. His bike CLIPS the rebar and WIPES OUT, sending Cyrus TUMBLING to the ground.

Travis accelerates. Unhooks his CROWBAR from its holster. As he speeds past Cyrus he SWINGS THE CROWBAR at his head.

With a sickening CRACK Cyrus's BLOODIED HELMET goes flying.

Travis glances back, satisfied. Then looks ahead - to see THOMAS CAUGHT IN THE BEAM OF HIS HEADLIGHT. Coming up fast. Thomas throws up his hands protectively - revealing for an instant the NUMBER 26 IMPRINTED ON HIS PALM.

Travis's bike HITS AN INVISIBLE BARRIER ahead of Thomas and EXPLODES, sending Travis flying through the air. He hits the ground hard, rolling over and over before coming to rest.

Travis writhes on the ground, badly hurt. Bone protruding from a broken arm. Thomas backs away, dismayed.

ON KANEDA as he races along the road. On his bike's LED dash, Travis's BIKE TRANSPONDER FLASHES AN IMPACT WARNING. He arrives to find Travis lying in the road, his wrecked bike burning nearby. Dismounts and rushes to Travis's side.

KANEDA
Jesus, Travis... what happened?

As Travis fades out of consciousness, Kaneda looks up to see Thomas scurrying away down the road.

KANEDA
Hey, kid!

Kay emerges from the darkness and begins ushering Thomas away. Kaneda goes after them.

KANEDA
Don't walk away from me! Who the hell are you? What happened here?

They're suddenly BLASTED BY DOWNDRAFT AS SHACKLETON'S HELICOPTER ROARS OVERHEAD, searchlights blinding them.

KAY
Thomas... run.

But Thomas just stands there, shielding his eyes against the light as the helicopter descends before them and touches down. ARMED UNITS deploy, surrounding them.

SOLDIER
Down on the ground, now!

Shackleton emerges from the helicopter as Kaneda and Kay are forced to their knees at gunpoint. He watches dispassionately as BLACK HOODS are placed over their heads. Kaneda struggles, get a RIFLE BUTT to the back of his head for resisting.

SHACKLETON
Fan out and search the area.

A troop of Shackleton's men head out in search formation, flashlights sweeping the darkened road. Thomas looks on as they disappear into the darkness. Reacting when he hears:

MAXIMILIAN
It's time to come home, Thomas.

Thomas hears the voice INSIDE HIS MIND. Stands frozen as MAXIMILIAN emerges from the helicopter in his powered chair - revealed now as an ANTI-GRAV POD. Like Thomas, Maximilian bears the same bizarre symptoms of PREMATURE AGING.

MAXIMILIAN
You know we're not supposed to be outside. It isn't safe. Come home. Elena's worried about you.

Thomas hangs his head in resignation as Vogel rushes over. Anxiously checking Thomas with a HANDHELD MEDICAL SCANNER.

SHACKLETON
Thomas, what happened here? Where are the people who took you?

Thomas points down the road, into the darkness. Into the direction he came from.

THOMAS
Back there. I... I got away.

Shackleton's LAPEL RADIO crackles into life.

SOLDIER (RADIO)
Sir, we've got a vehicle abandoned in the road up here. Front tire blown out, rear doors are clean off. No sign of any suspects.

SHACKLETON (INTO RADIO)
Keep looking.

Vogel finishes up scanning Thomas. Urgently:

DOCTOR VOGEL
His neuro-vitals are highly elevated - we need to get him back to the facility right away.

But Thomas's gaze is fixed firmly on Travis, still lying in the road next to his burning bike, semi-conscious.

THOMAS
We have to help him. It's my fault.

DOCTOR VOGEL
There's an ambulance on its way.

From across the road, Kaneda calls out from under his hood:

KANEDA
Does anybody want to tell me what the hell's going on here?

Shackleton heads over to Kaneda, Kay and Travis.

SHACKLETON
Who are they?

SOLDIER #2
Sir, looks like it's just some bikers from the Old City.
(MORE)

SOLDIER #2 (CONT'D)
We heard over the radio that a couple of the gangs were mixing it up tonight.

Vogel starts to lead Thomas back toward the helicopter, Maximilian gliding along behind.

DOCTOR VOGEL
Sir... we really have to go.

The sound of SIRENS precedes the arrival of TWO NTPD WAGONS and an AMBULANCE on the scene. Shackleton meets them as they arrive, motions with his thumb toward Kaneda and Kay.

SHACKLETON
They're all yours.

Shackleton gives the whirling "take-off" hand signal. Kaneda and Kay are unhooded and let up from the ground as his men follow him back to the command helicopter.

Shackleton is the last one up the ramp before it closes and the helicopter TAKES OFF, turning back toward New Tokyo.

The newly-arrived NTPD cops move in.

NTPD COP
Hands where we can see 'em.

As Kaneda and Kay are HAND-CUFFED, the PARAMEDICS transfer the unconscious Travis on a stretcher into the ambulance.

KANEDA
Wait a minute! I want to know where you're taking him!

As Kaneda and Kay are marched toward the Vanguard vehicles:

KANEDA
Hey! Hey, what about my bike?

Kaneda is bundled inside and the van door SLAMMED SHUT.

EXT. NEW TOKYO - NIGHT

Shackleton's helicopter approaches the rooftop helipad of a MASSIVE FEDERAL SKYSCRAPER towering over the East River.

INT. FEDERAL SKYSCRAPER - HALLWAY - NIGHT

Thomas, now in pajamas, is escorted down the corridor by Doctor Vogel. Shackleton and Maximilian a few paces ahead. At the end of the hall, A HEAVY STEEL REINFORCED DOOR. Like a high-tech bank vault. The sign on the door reads: NURSERY

INT. NURSERY - NIGHT

The steel door opens slowly on a hydraulic mechanism. The softly-lit nursery is like a SURREAL DR SEUSS FANTASY. A cavernous, pastel-shaded wonderland of oversized children's toys. The walls are a WRAPAROUND ANIMATED MURAL of a tranquil night sky. Clouds drift, stars twinkle alongside a pale moon. A panoramic virtual window for a room that has no real ones.

AMBIENT CHIME MUSIC plays softly. Everything here has been engineered to have a calming influence, but actually there's something slightly unsettling about this place.

As Thomas enters, ANIMATED CHARACTERS appear on the panoramic walls and wave cheerily at him, welcoming him home.

Thomas moves toward a CLOISTERED ALCOVE to the rear. Behind a translucent veil, an OVERSIZED CHILD'S CRIB, wired to an array of MEDICAL MONITORS and other LIFE-SUPPORT EQUIPMENT.

Thomas steps beyond the curtain. The crib's life-support monitors BLIP-BLIP-BLIP softly as he approaches. The crib is covered by a REINFORCED GLASS DOME. We peer inside, to see:

ELENA. The eldest of the three children, she is BED-RIDDEN, her physical symptoms far more pronounced. Fragile, almost deathly pale. Stuffed toys - a teddy, a bunny, a cartoon car - FLOAT IN MID-AIR before her. Occasionally a toy bounces gently off the inside of the protective dome.

She speaks faintly, barely the strength to summon a whisper.

ELENA
Thomas...

THOMAS
Hi, Elena.

Elena places her hand against the glass dome. Even this simple gesture requires effort, she's so frail. Thomas presses his hand against the other side. She smiles.

ELENA
I'm glad you're safe.

Thomas hangs his head, contrite.

THOMAS
I'm sorry. I didn't mean to hurt those people.

ELENA
I know. It wasn't your fault.

She smiles softly. Thomas smiles back at her. Shackleton steps in, places his hand on Thomas's shoulder.

SHACKLETON
Elena needs her rest. And so do you. You've had a busy day.

Thomas frowns as a MEDICAL ORDERLY leads him away.

ELENA
Colonel...

She's trying to say something, but lacks the strength. Shackleton approaches her crib.

SHACKLETON
What is it?

ELENA
I had a bad dream.

Shackleton looks concerned. He sits beside her.

SHACKLETON
What did you see?

ELENA
There was a bright light, and the whole city was destroyed. Just like before.

Shackleton tries to remain composed. He smiles gently.

SHACKLETON
Well, don't be scared. Not every dream you've had has come true.

ELENA
But this wasn't <u>my</u> dream.
(beat)
It was Akira's.

Now Shackleton cannot conceal his reaction. The mere mention of this name hits him like a freight train.

ELENA
His dreams were never wrong.

SHACKLETON
Elena... Akira has been asleep for a long time. The kind of sleep where he can't even dream.

ELENA
No... something's changed...

Elena's eyes begin to close. Barely conscious now.

SHACKLETON
What's changed? Elena?

ELENA
There's someone new. Someone powerful. Akira's calling to him. I can hear it too. And soon... everyone will...

She drifts off, asleep. The floating toys drift gently down and come to rest. The calming chime music continues in the background as we linger on Shackleton, numb with shock.

EXT. NEW TOKYO - NIGHT

Shackleton's COMMAND HELICOPTER passes over New Tokyo's immense, nearly-completed OLYMPIC STADIUM as it heads toward:

EXT. MILITARY STATION - NIGHT

A small US ARMY DEPOT on the outskirts of the city. The Darklands barely visible past its chain-link perimeter fence.

SOLDIERS emerge from the darkened main building to meet the helicopter as it KILLS ITS RUNNING LIGHTS and the pilot brings it in for a covert NIGHT-VISION LANDING.

INT. MILITARY STATION - TOP OF BUNKER SHAFT

Shackleton, Vogel and several TECHNICIANS - all dressed in EXTREME COLD-WEATHER GEAR - stand on an ELEVATOR PLATFORM atop a DIAGONAL SHAFT that disappears into darkness below. LIGHTS FLICKER TO LIFE on the walls below, indicating the awesome depth of the shaft, the platform STARTS TO DESCEND.

INT. BUNKER CONTROL ROOM

Shackleton and the others exit the elevator, into a DARKENED CONTROL ROOM. FLUORESCENT LIGHTS flicker on as they enter. Everything encrusted with a THIN LAYER OF FROST. The technicians move to CONTROL CONSOLES which spark into life as they work the keyboards, breath misting in the cold.

DOCTOR VOGEL
Core temperature is within minimum tolerance. Chamber integrity is in the green, all systems nominal.

Vogel activates more systems on the control panel. Over the speaker system we hear the rhythmic pulse of a HEART BEAT - but much slower than normal, one beat every ten seconds.

DOCTOR VOGEL
Heart rate six beats per minute, EEG activity's minimal. Cryo-state is stable, no anomalies.

SHACKLETON
Open it.

DOCTOR VOGEL
Sir, there's nothing to indicate-

SHACKLETON
I said open it.

Vogel turns a key on the control panel. As ALARMS WAIL AND STROBE, a great ARMORED DOOR begins to open, the frost around its hinges falling away. STEAM GUSHES from within as the door opens wide. Shackleton steps through, into the darkness.

INT. THE CHAMBER

Vogel enters to find Shackleton standing in the semi-darkness, gazing uneasily at something ahead, O.S. Vogel rubs his hands, stamps his feet. Freezing.

DOCTOR VOGEL
Sir, if there was any problem with the chamber we'd have known about it. Why come all the way down here?

SHACKLETON
Something Elena said. I just needed to see for myself...

REVERSE ANGLE REVEALS what Shackleton is referring to.

THE CHAMBER. A massive TITANIUM SPHERE - FIVE STORIES HIGH - connected to a staggering array of cryogenic pipes. At its front, the same ARMORED HATCH from our opening, now encrusted with frost. Only as we PULL OUT do we realize how much the structure dwarfs the human figures standing before it.

Here in the chamber we can still hear the slow heartbeat over the internal speaker system. Over the low rumbling of the chamber machinery, each slow beat sends a chill down Shackleton's spine. He turns away, headed back out the door.

SHACKLETON
Close it up.

INT. BUNKER CONTROL ROOM

As Shackleton's team ascends on the elevator the lights shut down, until there is only the glow of the CONTROL MONITORS. Displaying the chamber temperature - **0.0008148 KELVIN**

BEAT. And then the last digit CHANGES: **0.0008149 KELVIN**

INT. NEW TOKYO POLICE STATION - HOLDING AREA - DAY

Dozens of ARRESTED PROTESTORS are cooped up in HOLDING CELLS, yelling angrily from behind the bars at the RIOT COPS standing guard. More newly-arrived arrestees being dragged down the hallway, resisting. Resources stretched to capacity.

INT. NEW TOKYO POLICE STATION - INTERVIEW ROOM - CONTINUOUS

The chaos outside continues. Kaneda sits before an NTPD SERGEANT who scrutinizes his rapsheet. Half a sandwich on the desk before them. The VANGUARD logo on the wall behind.

In a CONNECTING OFFICE, a computer at an unattended desk displays a FEDERAL WATCHLIST BULLETIN - CCTV photos from New Tokyo showing Kay with Thomas. Kaneda recognizes Kay in the photo before someone inside the office SLAMS THE DOOR SHUT.

NTPD SERGEANT
I'm getting a little tired of scum like you coming over here and tearing up the streets. You want to kill each other out in the Old City, be my guest...

Out in the hallway, A FIGHT BREAKS OUT between troopers and a group of rowdy demonstrators. The Sergeant sighs as the troopers break out batons to subdue the prisoners.

NTPD SERGEANT
...Consider yourself lucky I got eight hundred civil disobedience collars to process, and a migraine coming on, but next time I catch you over here with so much as an unpaid parking ticket, you'll do time. Understand?

BEAT. Kaneda looks down at the BLT on the officer's desk.

KANEDA
You gonna eat that sandwich?

The Sergeant motions to the UNIFORM OFFICER standing nearby. A machine on the desk spits out an ELECTRONIC TICKET.

NTPD SERGEANT
Misdemeanor trespass, fine's payable within 30 days. Get this idiot out of my sight.

INT. SECURITY STATION - HOLDING AREA - DAY

By now crowded with still more incoming prisoners. The officer shoves him out the door. Kaneda spots Kay as she's pulled from her cell and led toward an interrogation room. Over the sounds of chaos and shouting in the background:

KANEDA
Hey. What about her?

NTPD UNIFORM
What about her?

KANEDA
She's with me.

BEAT as Kaneda and Kay exchange a look. In the background, a SCUFFLE BREAKS OUT. Somebody SCREAMS.

VOICE (O.S.)
He's got a bomb!

The uniform officer turns - to see a protestor STRUGGLING with officers in riot gear. They're trying to pry a CRUDE HOME-MADE PIPE-BOMB out of his hand. The FUSE LIT.

Kaneda and Kay back off as people FLEE IN PANIC. The uniform officer rushes over to help the other cops.

NTPD UNIFORM
Just go. Get out of here!

EXT. NEW TOKYO POLICE STATION - DAY

Kaneda rides his bike out of the impound lot across the street from the station. He spots Kay on the corner ahead. Talking on her cellphone. He accelerates to catch up.

Kay sees him coming, hangs up and starts walking away. Kaneda dismounts from the bike and follows her on foot.

KANEDA
No need to thank me for bailing you out back there. That's just the kinda guy I am. I'm Kaneda.

Kay tries to ignore him, keeps on walking. Kaneda keeps up with her, glancing back to make sure his bike is okay.

KANEDA
Don't want to tell me your name? No problem, I'll just get it off the federal watchlist I saw back there.

AN EXPLOSION behind Kaneda startles him. He spins around to see a FIRE BURNING through a LARGE HOLE blown in the wall of the security station. FIRE ALARMS sound from within.

KANEDA
Holy shit... did you-

He turns back to see Kay walking away at a faster pace. He rushes to catch up with her.

KANEDA
Look, when guys with guns put a hood over my head, I like to know what it's about. Whatever went down last night, you know something about it. So how about some answers? What were you doing out there? And who the hell was that weird-looking kid?

RAY'S VAN rounds the corner and screeches to a halt. Ray gets out, immensely relieved to see her. They embrace.

RAY
Thank God you're all right.

Ray looks distrustfully at Kaneda.

RAY
Who's this?

KAY
Nobody.

As Kay gets into the van:

KANEDA
Wait a minute, we're not done here. My friend got hurt on that road last night, and I want to know what you had to do with it!

BEAT as Kay lingers for a moment.

KAY
I'm sorry about your friend. But there's nothing we can about it.

As she gets into the van, Kaneda reaches out to stop her.

KANEDA
Hey! I said we're not-

There's a sudden BLUR of movement, and Kaneda finds himself SLAMMED FACE-FIRST into a brick wall.

Meet CHIYOKO. Female, Japanese and 250 pounds of pure muscle. She'll eat you for breakfast. She barks at Kaneda in Japanese as she twists his arm behind his back. Hard.

KANEDA
Aaargh! What the hell's she saying?

RAY
She says, "don't touch."

KANEDA
What's Japanese for uncle?

Ray leans in close. Matter-of-fact.

RAY
You <u>are</u> done here. You're going to forget you ever saw us. Or you'll wish you never did.

Chiyoko lets him go, then joins and Ray join Kay in the van and drives off. Kaneda waits for them to turn a corner, then gets on his bike and heads off after them.

EXT. OLD CITY - BOWLING ALLEY - DAY

The long-abandoned Empire Bowl's facade ruined and crumbling. This whole area like a ghost town. Kaneda pulls up outside. Sees Ray's van parked in a side street next to the bowling alley. Parks his bike and heads across the street toward it.

He makes his way down the side alley, toward the Empire Bowl's SIDE DOOR, which opens with a shove.

INT. BOWLING ALLEY - HALLWAY - DAY

Dingy, lit by flickering overheads. Kaneda moves down the hallway, toward a METAL DOOR beyond which can be heard MUFFLED VOICES in conversation.

INT. BOWLING ALLEY - HIDEOUT - CONTINUOUS

MAPS on the walls, WEAPONS and other equipment laid out on a central table. The feel is that of a terrorist safe-house. RAY and KAY are in conversation, along with Chiyoko and two other men, DOYLE and MEDAVOY - late 30s, military bearing.

RAY
I spoke with Miyako this morning - do you know anything about another kid that was on that road last night? Someone they took away in an ambulance?

KAY
He was hurt, I think he got into some kind of collision with Thomas. But I didn't see what happened...

RAY
You get a look at him? Hear a name? Anything about where they took him?

KAY
No. What's this about?

RAY
Miyako thinks he's an Esper.

KAY
(stunned)
...how is that possible?

RAY
I don't know. But Miyako can sense him, and she's never wrong.

DOYLE
We knew the Program was being re-started - maybe it's further along than we thought. Maybe he escaped from them somehow.

RAY
Point is, they're going to be looking for him. Miyako wants us to find him before they do. Which means first we have to figure out who the hell he is. If we-

Ray stops when his senses are alerted to something. Barely perceptible, but he heard it. He motions for the others to be quiet as he creeps toward the door... and FLINGS IT OPEN. Kaneda tumbles into the room and crashes onto the floor. Doyle, Medavoy and Chiyoko draw their sidearms as Ray hauls him to his feet and thrusts him against the wall.

RAY
You followed us here? All right, who are you working for?

KANEDA
What the hell are you talking about? Who are you people?

RAY
I'll ask the questions here.

KAY
Ray, I think he knows the kid we're looking for. He was on that road with us last night.

KANEDA
Does somebody want to tell me what the hell this is all about?

KAY
Maybe we should just tell him.

KANEDA
You can start with why you're looking for my friend.

RAY
We're not telling you anything until we've had you checked out. Chiyoko.

The others keep their guns trained on Kaneda as Chiyoko roughly hauls him out of the room.

INT. NEW TOKYO HOSPITAL - INTENSIVE CARE ROOM - DAY

Travis lies in bed, head bandaged. Hooked up to an IV drip, arm in a cast. Vital signs glow on a monitor. PUSH IN on Travis. His eyes FLICKER, in the grip of a bad dream.

THE DREAM

A NURSERY CLASSROOM. BUILDING BLOCKS AND TOYS. A HYPODERMIC NEEDLE. A BED WITH RESTRAINTS. MEN IN SURGICAL MASKS. A recurring image of a SWIRLING DNA DOUBLE HELIX. And then:

We're inside some kind of HIGH-TECH MEAT LOCKER. OUR BREATH mists before us. The heartbeat pounding faster as the chamber is PLUNGED INTO DARKNESS. Finally the HEARTBEAT SLOWS. Slower and slower... until it hardly seems to be beating at all...

Ba-dum. Ba... dum. Ba... ...dum.

RETURN TO SCENE

As Travis WAKES suddenly. Feverish, sopping with sweat. His heart racing. He groans as he sits up drowsily.

His head pounding. Notices that his arm is in a cast. Groans. He notices a GLASS OF WATER on the bedside table. Fumbles for it drowsily... and IT SLIDES ACROSS THE TABLE INTO HIS HAND.

Travis looks at the glass. Baffled. *Did I just do that?*

INT. FEDERAL SKYSCRAPER - NURSERY

Doctor Vogel observes Thomas as he plays happily with toy racecars on a track. Making notes on a medical chart.

DOCTOR VOGEL
How are you feeling today, Thomas? A little better after last night?

THOMAS
I guess. I feel bad for Travis.

DOCTOR VOGEL
Travis?

THOMAS
The boy on the road. The one who got hurt. When he gets better, will he be coming here?

DOCTOR VOGEL
No. This place is only for very special children like you.

THOMAS
But... he is special.

Vogel is puzzled by this response - and a little spooked.

INT. FEDERAL SKYSCRAPER - SHACKLETON'S OFFICE - DAY

A stunning view of New Tokyo from the panoramic window. Shackleton is signing some paperwork presented by his Lieutenant aide when DEFENSE SECRETARY NELLIS bursts in. The same man we saw on the TV news talk-show, his demeanor now quite different - no longer composed, he looks about one heartbeat away from busting a blood vessel.

SHACKLETON
That'll be all.

Shackleton's aide takes the signed paperwork and heads out. Shackleton waits for him to leave before speaking.

SHACKLETON
Mister Secretary?

NELLIS
Your country doesn't ask you for much, Colonel. Keep the children calm, keep them safe, and keep them a secret. So do you mind explaining to me how a psionic weapon wound up running loose on the streets last night? This was supposed to be a routine transport!

SHACKLETON
With respect, sir, I tried to warn you that shuttling the children between our facility and theirs exposed them to additional risk.

NELLIS
If anyone's ever going to reverse the effects of Compound-A, it'll be Vanguard's own scientists. So when they want to run a simple god-damn test, I expect you to provide adequate security. But if you can't handle that, then I need to make other arrangements. From now on, Vanguard's security division will be handling transport of the children to and from their facility. Am I understood?

SHACKLETON
Sir, this program is under military jurisdiction, you can't just give a private corporation unlimited-

NELLIS
Not just any corporation, Colonel. Our single largest and most valuable defense contractor. They want something, they get it. Am I understood?

Shackleton buries his discontent, keeps his mouth shut.

SHACKLETON
Yes, sir.

INT. FEDERAL SKYSCRAPER - GLASS ELEVATOR - DAY

Shackleton, his aide and Vogel ascend in the glass elevator, looking out across New Tokyo's work-in-progress skyline.

SHACKLETON
I don't know what's happened to this army. This whole country.

DOCTOR VOGEL
There's a lot of good that came out of the bad. I look at this as a chance for the rest of the country to rebuild itself. To start over.

SHACKLETON
Whatever it was that rose out of these ashes, it's not the America I remember. Everything's changed. Now we've got Vanguard running every police force in the country, taking over the armed services a piece at a time... capitalism as the new patriotism. Soon the whole damn military will be just another corporate division. More interested in making a profit-

He gazes out across the vista of New Tokyo and the Old City.

SHACKLETON
-than protecting this country.

EXT. FEDERAL SKYSCRAPER - MEDICAL LEVEL - HALLWAY

Shackleton, his aide and Vogel emerge from the elevator. At the end of the hallway, a LAB-COATED SCIENTIST (ANDERSON) sprints frantically toward them, grasping an ELECTRONIC PAD.

ANDERSON
Doctor Vogel! Doctor Vogel!

Anderson races up to them, out of breath.

ANDERSON
You need to see this. Right now.

Anderson hands the e-pad to Vogel. His expression turns grave as he reads.

SHACKLETON
What is it?

DOCTOR VOGEL
That injured biker from last night - something Thomas said about him spooked me. So I had my people pull his hospital chart.
(MORE)

DOCTOR VOGEL (CONT'D)
The bloodwork they did when he was admitted found traces of an anomalous stimulant that wasn't in their database... but it's sure as hell in ours.

Vogel shows him the pad. Shackleton's face registers shock.

SHACKLETON
This can't be right.

ANDERSON
Sir, I ran the comparative toxicology twice. It's Compound-A.

SHACKLETON
Compound-A hasn't been manufactured in twenty years.

DOCTOR VOGEL
Well either we missed some when we destroyed the remaining stocks, or somebody's started making it again. All I know for sure is that this kid's system is loaded with it. I mean it's a thousand-to-one shot that he'd even respond, but-

Shackleton's heard enough. He marches back toward the elevator, barking an order to his Lieutenant:

SHACKLETON
Call the flight deck. Tell them to warm up the bird, now. And notify Secretary Nellis.

LIEUTENANT
Sir, what should I tell him?

SHACKLETON
Tell him we have a problem.

INT. BOWLING ALLEY - STORE ROOM

No windows, just TWO REINFORCED DOORS on opposite walls. Both locked. Kaneda paces up and down, frustrated. The door is unbolted and Kay enters with a can of soda.

KAY
I thought you might want something to drink.

KANEDA
What I want is to get out of here. I help get you out of jail and now you're holding me prisoner?

KAY
I'm sorry about all this. Ray's a little prickly about security.

KANEDA
No shit. Who the hell are you people?

BEAT as Kay considers how best to answer.

KAY
Those soldiers last night were part of an experimental military weapons program that our group has been working to shut down.

KANEDA
Why?

KAY
Because it's reckless. And dangerous. The military is playing with a power it doesn't fully understand. A power that could-

KANEDA
Do me a favor and just skip to the part where I start to give a shit.

KAY
Listen, your friend's gotten caught up with these people. We think they've been conducting illegal experiments on him. Has he ever been in the military, or away from home for a long period? Maybe something he didn't tell you about?

KANEDA
What? No. This is insane, military experiments?

KAY
I know how it sounds. But this is about something bigger than you and your friend. What the army's done to him has made him dangerous. And now he's out there somewhere and if we don't find him-

KANEDA
Look, whatever you think he's involved in, you're wrong. And whatever problems you've got with the government, they aren't mine. So sorry, I can't help you. I just need to find my friend and get back to my life.

BEAT. And then Kay moves to the back door and unlocks it. It swings open, daylight streaming in from the alley outside.

KAY
No-one's stopping you.

Kaneda heads for the door, a little surprised by this.

EXT. BOWLING ALLEY - SIDE ALLEY - CONTINUOUS

KANEDA
What about my-

Kay tosses Kaneda his cellphone. He looks down the alley to see his bike parked outside. Heads toward it.

KAY
You know, the way you helped me today, I thought you might actually be someone who cared about something other than himself. I guess I was wrong.

KANEDA
Yeah, I get that a lot. Good luck with... whatever the hell it is you think you're doing.

Kaneda fires up his bike's engine and roars away.

Ray comes out to meet her.

RAY
I told you he wouldn't believe you.

KAY
Would have been easier if he had. But it doesn't matter. He took the phone.

RAY
Good.

INT. NEW TOKYO HOSPITAL - INTENSIVE CARE ROOM - DAY

Travis climbs out of bed. Semi-conscious, delirious. He staggers across the room, yanking the sensors from his body. The cast on his arm is driving him crazy. He claws feverishly at it until he TEARS IT CLEAN OFF. Uses his freed arm to steady himself against the wall... and is amazed to discover that his broken arm is now COMPLETELY HEALED.

INT. NEW TOKYO HOSPITAL - RECEPTION - DAY

Kaori stands at the front desk, clothes soaked from the rain. She looks as though she has been up all night.

KAORI
I'm looking for somebody that was brought here, Travis Slater. I called his phone, somebody here said he'd been in an accident.

RECEPTIONIST
Are you a family member?

KAORI
He hasn't got any family! I'm all he's got. Please, I need to see him. I need to know he's okay.

RECEPTIONIST
I'm sorry, I really can't help you.

EXT. NEW TOKYO HOSPITAL - CONTINUOUS

Kaori emerges back into the pouring rain. At a loss. As the frustration and worry overwhelm her, she begins to weep.

INT. NEW TOKYO HOSPITAL - INTENSIVE CARE ROOM - CONTINUOUS

Travis REACTS. Though still disoriented, somehow aware of:

TRAVIS
Kaori...?

He staggers toward the door, wanting to find her. He pulls open the door and staggers out into the hallway.

EXT. HOSPITAL - CONTINUOUS

Kaori paces outside the hospital, at her wit's end.

TRAVIS (O.S.)
Kaori...

She turns to see Travis emerging from a fire exit in the alley, soaked by the rain. He leans against the wall, weak.

KAORI
Oh my God...

She rushes to him, helps him straight. He looks like hell.

KAORI
What are you doing out here? We've got to get you back inside.

A HOSPITAL ALARM sounds O.S. And in the distance we hear the sound of an APPROACHING HELICOPTER.

TRAVIS
No. We need to get away. They're going to be looking for me.

She puts her arm around him to help him walk. As they head off together into the rain:

KAORI
Travis... who is "they"?

TRAVIS
...I don't know.

INT. NEW TOKYO HOSPITAL - INTENSIVE CARE ROOM - DAY

Shackleton surveys the empty room. Vogel picks up a piece of the cast Travis tore from his arm. Grimly:

DOCTOR VOGEL
He's responding...
(off Shackleton's look)
He was in bad shape. Broken bones, multiple internal injuries... no way he just ups and walks out of here - unless the drug's working.

Shackleton's LIEUTENANT enters, holding a cell phone.

LIEUTENANT
Sir... Secretary Nellis for you.

Shackleton takes the phone, heads out into the hallway.

SHACKLETON
Yes, sir?

INT. LIMOUSINE - DAY

On the road. Nellis seated in back, on his cell. INTERCUT:

NELLIS
What the hell's going on, Colonel? You found this kid last night and I'm just hearing about it now? Why wasn't it in your report?

SHACKLETON
Sir, last night we didn't know what we had. We still don't.

NELLIS
He's positive for Compound-A?

SHACKLETON
I don't know how it's possible, but Vogel thinks he may already be in the early response stages. If he-

NELLIS
Colonel, I'm ordering you to stand down. I'm sending a team of specialists from Vanguard to secure the scene and collect any evidence.

SHACKLETON
Sir, my people can-

Nellis hangs up before he can finish. Shackleton looks at the phone, baffled. Vogel emerges from the room with a plastic tray holding Travis's personal effects - wallet, keys, etc.

DOCTOR VOGEL
The nurse brought this, his personal effects. Name's Travis Slater, address in the Old City.

Shackleton takes the other item from the tray - Travis's ELECTRONIC WRIST TAG, the band neatly cut.

SHACKLETON
What's this?

DOCTOR VOGEL
I don't know. ER had to cut it off when they set his arm.

Shackleton spies something O.S. Vogel turns to see what he sees - a team of VANGUARD PARAMILITARY TROOPS AND SCIENTISTS headed down the hallway toward them.

VANGUARD OFFICER
Colonel Shackleton, we'll take it from here.

DOCTOR VOGEL
Wait just a damn minute, you can't-

SHACKLETON
It's all right, let them work.

Shackleton hands the tray to the Vanguard officer. Motions for his men to move out and marches away down the hallway. As soon as they're out of earshot, he reveals the ID CARD and ELECTRONIC BRACELET he palmed from Travis's effects before handing them over. He hands the medical bracelet to Vogel.

SHACKLETON
Get back to the office and start running this through the federal tech database. I want to know what the hell it is.

He gives the ID card to his Lieutenant.

SHACKLETON
Pull this kid's file, I want his photo put out on an all-points alert and fed into the metro surveillance grid. And get a unit over to this address in case he shows up there. I want him found, and found fast. I don't think he has any idea how dangerous he is.

INT. NEW TOKYO - PENTHOUSE APARTMENT - DAY

Spacious and elegant, overlooking New Tokyo's breathtaking skyline. A FRAMED PHOTOGRAPH shows Kaori posing happily with her parents, a wealthy Japanese couple.

Kaori unlocks the door and helps Travis inside.

TRAVIS
Your parents... I don't want to get you in trouble...

KAORI
Don't worry, they're out of town for the weekend.

Travis stumbles forward, knocking over a flower vase and spilling water everywhere as he flops down onto a designer leather couch, clutching his pounding head.

TRAVIS
I'm sorry. My head feels like it's going to burst open. You got any aspirin?

Kaori disappears into the bathroom. Comes out a moment later.

KAORI
I don't have anything. You want me to go down to the-

TRAVIS
No. It's all right. Just sit with me a little while, will you?

She sits next to him on the couch, cradling her head against his shoulder, stroking his hair. Plants a kiss on his head.

KAORI
It's going to be all right.

But she sounds unsure. And looks worried sick about him. As she feels his temple with her hand:

KAORI
God, you're burning up...

Travis is hit by another wave of crippling pain in his head. He LURCHES FORWARD, onto his knees. Scrunching his face in agony, as though battling the mother of all migraines.

TRAVIS
My head feels like it's gonna explode.

Kaori grabs her coat and heads to the door, panicked.

KAORI
I'm going to get you something from downstairs. Don't move, okay? I'll be right back.

She rushes out as Travis falls back against the couch, finds himself staring at himself in the reflection of the TV screen across the room. And then somehow it TURNS ITSELF ON.

As Travis watches through bleary eyes, the TV image DISTORTS. The picture BENDING into a surreal kaleidoscopic pattern. Travis reaches out with his hand, realizing that it's HIM - he's able to manipulate the image just by thinking about it.

He holds his hand outstretched in front of the TV, focusing more and more intently, distorting the picture further and further... until the SCREEN ITSELF WARPS, eventually CRACKING in a shower of phosphorous sparks, startling Travis.

And then the wave of pain HITS HIM AGAIN. Accompanied now by more of the NIGHTMARISH IMAGES from before. SURGICAL TOOLS. BLINDING FLUORESCENT LIGHTS. THE NUMBER 28. THE HELIX.

Travis falls forward, clawing feverishly at his scalp.

TRAVIS
Who are you?

And then as the pain subsides, everything becomes very clear. Travis moves to the window, looking out over the city. Looking north, past the construction zone. Toward the crater.

CUT TO:

Kaori returns, clutching a paper bag from the drug store.

KAORI
I didn't know what to get, so I-

She enters the living room to find no sign of Travis.

EXT. THE WARTHOG - DUSK

Kaneda pulls up outside. As he dismounts, two other Red Devils - ALONZO and TURK - arrive from different directions. Kaori waits expectantly at the entrance.

KAORI
You didn't find him?

KANEDA
We've looked all over. All the hospitals, all his usual places.

TURK
Maybe he left town.

KANEDA
Travis has never been out of New York in his life.

ALONZO
Look, wherever he's gone, he'll come back. Always does.

KANEDA
No. This is different. Whatever the problem, he'd reach out to me. He always has. Something's not right.

ALONZO
Come on. Remember when he totaled his bike? He was afraid to show his face around here for a week. We all laughed about it!

Kaneda gets in Alonzo's face. Glaring angrily at him.

KANEDA
Do I look like I'm laughing now?

Behind Kaneda, Kaori's attention has been grabbed by the VIDEO BILLBOARD erected across the street.

KAORI
Oh my God...

Kaneda turns to see what she's looking at - a POLICE BULLETIN displaying a photo of Travis over the scrolling bilingual message: FUGITIVE ALERT... TRAVIS SLATER, 20 - EXTREMELY DANGEROUS... IF SEEN, CONTACT AUTHORITIES IMMEDIATELY...

KANEDA
Screw this, I'm going back out.

As Kaneda heads to his bike-

KAORI
Did you try the crater?

KANEDA
We haven't been out there since we were kids.

KAORI
He still goes out there sometimes, on his own. That's where he took me... the other night.

EXT. THE CRATER - EVENING

Travis crouches at the lip of the crater. Eyes glazed, gazing out over the great expanse, as though hypnotized.

TRAVIS
What do you want with me...?

He looks down at the dust and debris at his feet. It starts to SHIFT.

Almost imperceptibly at first, then more and more as Travis focuses on the ground, concentrating... until the loose dirt RISES FROM THE GROUND. Forming into a WHIRLING COLUMN, a miniature cyclone resolving into the recurring image of the DNA HELIX. A swirling sculpture of extraordinary beauty. Travis gazes at it, fascinated.

Kaneda and Alonzo arrive on their bikes, Kaori seated behind Kaneda. From here they can't see the helix.

KANEDA
The hell's he doing? Hey, Travis!

The helix dissipates, dust and dirt caught by the wind and swept away as Travis reacts to their arrival. Kaneda approaches, but Kaori puts her arm out to stop him.

KAORI
Let me talk to him.

She leaves Kaneda and Alonzo behind, approaches him alone.

KAORI
Travis?

Travis just looks out over the crater, gazing off into space.

TRAVIS
I used to come out here because it was quiet. But it's not any more. Now all I can hear is his voice.

KAORI
Travis, you shouldn't be here. We need to get you some help.

TRAVIS
I can't leave. He called me here. He's been showing me things. I can't always understand, but... I think it's starting to get clearer.

He stands, turns to face Kaori. A strangely upbeat energy about him now, a hopeful look in his eye.

TRAVIS
I think I'm supposed to do something.

KAORI
Do what?

TRAVIS
Maybe I was wrong before, about us not being able to change things. This thing that's happening to me... I think it's for a reason.

KAORI
What? What's happening to you?

TRAVIS
I don't know. But I can use it. I can use it to make things... better. I can't explain it, but I feel like... I could do anything I imagine. Anything I-

He STUMBLES FORWARD, his legs giving way, overcome. Kaori puts her arm around him to help steady him.

KAORI
Come on. I'm getting you some help.

She helps him back to the bikes. As they help him to get seated, Kaneda flips open his cellphone to make a call.

EXT. OLD CITY STREET - CHOP SHOP - NIGHT

A LIGHT RAIN beginning to fall as Kaneda, Alonzo, Travis and Kaori pull into the alley beside the auto shop where Kaneda works. Some of the other Red Devils already there. Travis seems in worse shape than before, totally spaced-out.

YAMAGATA
What the hell's wrong with him?

KANEDA
Just help me get him inside.

INT. CHOP SHOP - CONTINUOUS

Kaneda and the others help Travis inside as Yamagata closes the rolldown garage door behind them. Kaneda escorts Travis toward a CANTEEN AREA in the back. Kaori pulls out a chair for Travis, who flops down into it.

KANEDA
Get some water over here. Travis, you want some water?

Travis just gazes vacantly into the distance. Kaori fills a cup from the nearby cooler, sets it on the table before him.

A weird BEAT as Travis tries to make it slide into his hand, but it doesn't move. Kaneda grips Travis's face:

KANEDA
Travis. Look at me. Did you take something? If you took something I swear I'll kick your ass.

He doesn't respond, his eyes rolling. Out of it.

The sound of BANGING at the door - It's FORCED OPEN and Ray and Kay step inside. Kaneda moves to confront them.

KANEDA
What the hell are you doing here?

RAY
We need to see Travis.

Ray tries to push past Kaneda to get to Travis, but Kaneda blocks his path.

KANEDA
No. We're gonna try this again. And you're not getting out of here until I get some real answers. Starting with how you found us.

Ray glances behind him, to notice the other Red Devils massing threateningly around them, blocking their exit.

KAY
We put a tracer on your phone. Sorry, but you didn't give us any choice. You were our only lead to your friend, and we had to find him before the military did.

KANEDA
You said they wanted him for a weapons program. What the hell does Travis have to do with-

KAY
He <u>is</u> the weapon. Just like that boy you saw me with on the road last night. He was another of their test subjects, treated with an experimental drug that unlocks latent psychic and telekinetic abilities. Trained to kill with nothing more than a thought.

BEAT as Kaneda takes this in...

KANEDA
You gotta be shitting me.

RAY
We don't have time for this. The drug he's been given is radically altering the chemical composition of his brain. And there's a chance it could kill him, if you don't let me help him, right now.

Ray tries to push past, but Kaneda gets right in his face.

KANEDA
You want to see him - hell, you want to walk outta here - you're gonna have to tell me something better than this bullshit.

Travis groans as Kaori tries to comfort him, increasingly disoriented and clearly in more and more pain.

KANEDA
All right, that's it. I'm taking him to a hospital.

But as Kaneda moves toward him, Travis suddenly lurches forward, gasping. Eyes shut tight, clutching his head. He CRIES OUT IN PAIN... and every glass object in the place - windows, vending machine, coffee pot, water cooler - SIMULTANEOUSLY SHATTERS. Travis collapses to the floor.

Kaneda looks around at the shattered glass everywhere. Then back at Ray and Kay, stunned.

RAY
Now would be a good time to start believing us.

Kaneda motions for the Red Devils to step aside, letting Ray and Kay through. Ray rushes to Travis's side, flashes a PEN LIGHT in his eyes.

RAY
Heart rate's erratic. Respiration's shallow, pupils dilated... he's in pre-wake. Travis, can you hear me?

No response from Travis - he's totally delirious. Ray opens up a MEDICAL KIT, from which he produces a PRESSURE SYRINGE.

RAY
I need to know if he's on any meds, or has any history of drug use.

KAORI
No! Nothing like that. Travis would never-

KANEDA
Yeah. Sometimes. Not recently, but he uses.

BEAT. Kaori looks at Kaneda, shocked.

KANEDA
He didn't want you to know that about him. Okay? I'm sorry.

As Ray applies the syringe to Travis arm with a HISS.

KAORI
What are you doing to him?

RAY
I'm giving him a neural inhibitor. It should help stabilize him.

KANEDA
How do you know all this?

RAY
Because I used to work for the company that created it. We called it Compound-A - designed to speed recovery from combat wounds by stimulating dormant parts of the brain, but it wound up doing a lot more than that.
(beat)
You know it's funny, when we first started developing this we had to fight for every nickel of Pentagon funding. But as soon as they realized they could turn it into a weapon, they couldn't give us their money fast enough.

KANEDA
This doesn't make any sense. Travis has never been in any kind of program. I'd know if he was some kind of military lab-rat.

RAY
Well they got to him somehow. And now they're gonna want him back. We can't let that happen.

KAY
The military thinks they understand how to control this power - they don't. That's why we have to stop them, before it happens again.

KANEDA
Before what happens again?

BEAT. Ray and Kay exchange a grim look.

RAY
Before anyone else gets hurt. Okay, he's stable. Kay, give me a hand.

As Kay helps Ray get the barely-conscious Travis to his feet:

KANEDA
Wait, where are you taking him?

RAY
To Miyako. She's the only one who can help him.

Kaneda helps Ray and Kay move him toward the exit, Kaori following anxiously behind.

EXT. CHOP SHOP - NIGHT

The rainfall now HEAVIER as the garage door rolls up and they emerge onto the street. Freezing when they see:

ARMY VEHICLES ON THE STREET. THREE HUMVEES and a MEDICAL TRUCK. A DOZEN TROOPS, weapons trained on the entrance. Kaneda glances at the Red Devils behind him. *Stay back.*

Yamagata and the others back into the garage as an ARMY STAFF CAR speeds around the corner and screeches to a halt. Shackleton emerges, urgent.

SHACKLETON
Lower your weapons! Back off!

The soldiers do as ordered. Shackleton makes his way to the front to address Kaneda and the others.

SHACKLETON
Nobody has to get hurt here. We just want the boy.

Kaneda glances at Ray, who responds with a barely-perceptible shake of his head. A tense BEAT... and then ALL HELL BREAKS LOOSE as a Humvee EXPLODES.

Further down the street, CHIYOKO stands in the open side door of Ray's van, holding a smoking RPG LAUNCHER. Two other gunmen - DOYLE AND MEDAVOY - open fire with assault rifles, as Chiyoko grabs a HEAVY MACHINE-GUN and lets rip. GUNFIRE peppers the army vehicles, sending troops scattering. Shackleton dives behind the medical truck. The soldiers move into cover and RETURN FIRE.

In the chaos Kaneda, Ray and Kay rush Travis behind a DUMPSTER on the street. Ray draws his pistol.

RAY
Stay with him! I'm gonna draw their fire. Do not let them take him!

Kay nods. Ray bursts from cover, races along the sidewalk as soldiers FIRE ON HIM, bullets ricocheting all around. He dives for cover behind a PARKED CAR and RETURNS FIRE.

Shackleton's men fire at Chiyoko and the other gunmen down the street. Medavoy takes a FATAL SHOT TO THE HEAD. Chiyoko keeps firing with the machine-gun until she is HIT IN THE SHOULDER and falls back inside the van, wounded.

SHACKLETON
Go! Get the boy!

FOUR SOLDIERS move toward the bar. Ray fires at them, taking one down. Shackleton RETURNS FIRE with his sidearm, pinning Ray back down behind the car. Shackleton's men advance across the street and grab Travis from behind the dumpster.

KANEDA
Get your hands off him!

Kay and Kaneda struggle with the soldiers for Travis. Kay is KNOCKED OFF HER FEET, winded. Kaneda PUNCHES OUT the soldier responsible, and in return he gets a RIFLE BUTT TO THE GUT.

Only Kaori remains, refusing to let go of Travis. Clawing at the soldiers as they carry him back to the medical truck. She pulls a can of MACE and sprays it at the nearest soldier. He collapses to the ground, hands over his eyes. Another soldier grabs her and binds her hands with PLASTIC HANDCUFFS.

As the unconscious Travis is loaded onto the truck, Kaori is bundled into the back of a Humvee, kicking and screaming.

SHACKLETON
Get him out of here, now!

The truck turns and drives off as two soldiers head back for Kaneda and Kay, who run into the darkness of a side alley.

Across the street, the wounded Chiyoko climbs into the van and HITS THE GAS. The van careens toward where Ray is pinned down, clipping an army car and sending it spinning. Doyle throws open the side door and Ray dives inside.

RAY
Where's Kay? <u>Where's Kay?</u>

No sign of her. Just a GROUP OF SOLDIERS rushing toward the van. They OPEN FIRE, bullets cracking the windshield. Chiyoko throws the van into reverse, pulls a HARD 180 with the parking brake and RACES AWAY, TIRES SCREECHING.

From the alley, Kaneda and Kay watch as Ray and the others disappear into the night - then spot the SOLDIERS moving toward their position. They duck back into the shadows.

Kaneda glances at his BIKE parked in the shadows nearby.

KANEDA
Come on!

The soldiers train their weapons into the darkness of the alley. Suddenly BLINDED by the light, accompanied by the now-familiar sound of JET TURBINES.

Kaneda's bike BURSTS FROM THE ALLEY AT HIGH SPEED, sending the soldiers scattering. Kay riding pillion. The soldiers OPEN FIRE, bullets kicking up dirt at Kaneda's rear tire.

EXT. OLD CITY - BOWLING ALLEY - NIGHT

Dark shadows loom long over this abandoned neighborhood. Kaneda's bike parked in the Empire Bowl's side alley.

INT. BOWLING ALLEY - HIDEOUT - NIGHT

Ray and Doyle are in discussion as Chiyoko sits stoically in a corner, stitching the gunshot wound in her shoulder. As Kay enters, Ray rushes to embrace her, relieved to see her alive.

RAY
You made it!

KAY
Thanks to him.

Ray nods to Kaneda in grudging appreciation.

INT. BOWLING ALLEY - BATHROOM - NIGHT

Kaneda throws water on his face at the sink, taking a moment to collect himself. A KNOCK at the door snaps him back.

KAY
You okay?

KANEDA
Yeah.
(beat)
No.

Kaneda looks exhausted, no trace of his old cockiness.

KANEDA
I'm sorry about before. I should have heard you out. Maybe if I had, we could have found him faster. Maybe we could have done more.

She puts a comforting hand on his shoulder.

KAY
They're probably still looking for us. You should stay here tonight. Get some rest.

As she turns to head out:

KANEDA
He's not dangerous.

KAY
What?

KANEDA
Travis. You said they'd turned him into something dangerous. But that's not who he is.

KAY
Kaneda, you have to understand. This power isn't something that can easily be controlled. It's more likely to take control of him. He might not have any choice-

KANEDA
He's a good kid. He just... lashes out when he feels like he's been pushed into a corner, is all.

KAY
That's exactly where he is right now. In a corner.

She exits, leaving Kaneda to think about that.

INT. FEDERAL SKYSCRAPER - LABORATORY

A vast medical lab filled with high-tech equipment. Everything gleaming white and sterile, impossibly clean. Travis lies unconscious on a flatbed table, wearing just a pair of crisp white shorts. The flatbed rises on a ROBOTIC ARM into a GIGANTIC SCANNING MACHINE.

From an adjacent CONTROL ROOM, Vogel and Shackleton watch keenly. Travis appears in various computer-generated 3D views of his anatomy, making him appear EERILY TRANSPARENT. Travis's brain scans are WILD WITH ACTIVITY, lit up like a Christmas tree. Vogel and Shackleton observe uneasily.

SHACKLETON
Have you ever seen anything like this before?

DOCTOR VOGEL
Only once.

Vogel works the console, punches up ANOTHER SET OF BRAIN SCANS next to Travis's. These ones also ALIVE WITH ACTIVITY, a kaleidoscope of colors. Eerily similar to Travis's.

The second set of scans is marked: SUBJECT #28.

Vogel notices the mortified look on Shackleton's face.

DOCTOR VOGEL
It gets worse. This scan isn't from the archives - it's the live feed from the cryo-chamber. And look.

Shackleton overlays the Akira neuro-scan over Travis's for comparison. And we see now that the activity in the two scans is ALMOST IDENTICAL. The colors and patterns in PERFECT SYNC.

DOCTOR VOGEL
It's almost as though the two of them are communicating. And the connection's only getting stronger.

SHACKLETON
Elena said something about sensing someone new. Someone Akira was calling to.

DOCTOR VOGEL
Well, I'd say we've found him.

SHACKLETON
Have you been able to figure out how the drug got into his system?

DOCTOR VOGEL
Not yet. So far all I've been able to determine is that it's not the original compound, but some kind of enhanced variant. Look at this.
(re: brain scans)
The amygdala and ventral prefrontal cortex are both being stimulated. Those areas govern impulse control, aggression, threat response... if you wanted to create someone who didn't just have the capacity to kill but <u>wanted</u> to kill, this is exactly how you'd do it.

SHACKLETON
Jesus...

DOCTOR VOGEL
But it's not just the drug - it's the subject. His latent paraneural capacity is extraordinary. One in a billion. That level of potential, amplified like this... I don't even want to think about it.

Shackleton looks through the glass at the unconscious Travis on the other side. He looks deceptively peaceful.

EXT. BOWLING ALLEY - KAY'S ROOM

Kaneda leans against the wall, watching Kay as she unpacks a cot bed for an overnight stay.

KANEDA
This Ray guy... what is he, like your boyfriend or something?

KAY
Are you always this predictable? No, he's not my boyfriend.

KANEDA
So how'd you get hooked up with these guys?

KAY
It's a long story.

KANEDA
I've got all night.

KAY
Not with me you don't.

The door opens. Ray tosses Kaneda a blanket. Chiyoko stands behind him, her shoulder bandaged.

RAY
Chiyoko'll show you to your room. You're bunking with her.

Chiyoko grins. Kaneda does not look pleased.

EXT. NEW TOKYO - MORNING

The sun rises over the New Tokyo skyline.

INT. FEDERAL SKYSCRAPER - EXAMINATION ROOM - MORNING

Travis, now dressed in pajamas, sits at a table across from Vogel. He looks exhausted.

TRAVIS
What is this place?

DOCTOR VOGEL
You're at the best medical facility in New Tokyo. We're here to help you, Travis. Can you tell me how you're feeling right now?

TRAVIS
Drowsy...

DOCTOR VOGEL
That's just something we gave you to help you relax. Is there anything else we can get for you? Some water, or-

TRAVIS
I want to see my girlfriend. I want to know that she's all right.

DOCTOR VOGEL
If we try to do that for you, will you agree to let us help you?

Travis nods.

Vogel activates a HOLOGRAPHIC IMAGER on the tabletop. Showing a sophisticated three dimensional Rubik's Cube-type puzzle:

DOCTOR VOGEL
I'd like you to concentrate on this puzzle. Try to see the solution in your mind. It may take a while to-

The moment Travis looks at the rotating puzzle its components SEPARATE AND RE-CONFIGURE THEMSELVES. Interlocking into a "solved" configuration almost instantly. Vogel is astonished.

DOCTOR VOGEL
That's... excellent, Travis. This one's a little more advanced, so-

The next, more complex puzzle hologram appears - and it too is instantly solved. Travis cues up the next puzzle... and the next... and the next, solving each one in seconds. All Vogel can do is sit and watch in amazement. But as the increasingly complex puzzles are solved faster and faster it starts to unnerve him.

DOCTOR VOGEL
Okay, Travis... that's enough. Travis... I said that's enough!

The last puzzle in the sequence is solved.

TRAVIS
You're afraid of me, aren't you?
Just like you were afraid of him.

Vogel tries to hide his discomfort.

DOCTOR VOGEL
Afraid of who?

TRAVIS
He showed me who we're going to be.
He showed me that we shouldn't be
afraid of it. We should never be
afraid of the inevitable.

Travis starts to become agitated. He gets up out of his seat, paces from wall to wall. He goes to the door but it's locked. A guard posted outside visible through the small viewing window. He looks around the room, claustrophobic.

TRAVIS
This isn't right. I'm not supposed
to be here.

DOCTOR VOGEL
Travis, I want you to sit down.

Travis glares at Vogel, anger starting to flare.

TRAVIS
Don't... tell me what to do.

DOCTOR VOGEL
Travis, you have to-

TRAVIS
I said don't tell me what to do!

Vogel jumps back out of his chair as the tabletop holographic imager SHORTS OUT AND EXPLODES IN A SHOWER OF SPARKS. The lights in the room FLICKER AND DIM for a brief moment.

TWO GUARDS burst in to the room, but Vogel waves them off. The guards back off. Travis looks at Vogel blankly.

TRAVIS
Your nose is bleeding.

Vogel touches his hand to his face - to find blood trickling down both his nostrils and staining his shirt. As he pulls out a tissue, he shoots a concerned glance at a HIDDEN CAMERA in the corner of the ceiling. *Are you seeing this?*

MATCH CUT TO the same image on a TV MONITOR. Viewed from:

OBSERVATION ROOM

Shackleton watches on the monitor. Grim. Nellis enters.

NELLIS
Well?

SHACKLETON
He's unstable.

NELLIS
Powerful?

SHACKLETON
Dangerous. I want to run a few more tests before-

NELLIS
That won't be necessary. A team from Vanguard Medical will be here later to transfer him to their laboratory for further testing.

SHACKLETON
With respect, sir, that's a mistake. This is a secure facility, he needs to be kept here until we know what we're dealing with.

NELLIS
That wasn't a request, Colonel.

SHACKLETON
It's my job to protect the public from another Event, and I won't let anything get in the way of that.

NELLIS
Are you actually challenging me? You're on thin ice already - one more mistake and you can start thinking about early retirement. Am I understood?

Nellis exits, leaving Shackleton to fume, trying to quell his rising frustration.

INT. BOWLING ALLEY - HIDEOUT - DAY

Daylight streams in from outside. HEAVY RAIN still pattering overhead, dripping from the leaky roof into a nearby bucket.

Ray, Kay, Kaneda, Chiyoko and Doyle surround a STRUCTURAL BLUEPRINT of the federal skyscraper laid out on the table.

RAY
From the outside it's just a bunch of federal government offices - but from the 88th floor up it's the program's main medical facility. It's where they keep the children, it's where Travis will be too. And we're going to get him out.

KANEDA
You're talking about a top-secret military installation, you can't just walk in the front door.

RAY
It's not going to be easy. But we don't have a choice. Doyle here worked security at this facility, he knows their systems inside out. He can get us inside. Once we find Travis, it's up to you.

KANEDA
What do you need me to do?

RAY
Travis is our way out. We need you to talk to him, convince him we're here to help. If he's everything we think he is, getting out of there's not going to be a problem.

BEAT as Kaneda realizes what now rests on his shoulders.

DOYLE
You ever fire a weapon?

Kaneda looks at the array of weapons laid out before him.

KANEDA
Uh... nothing like this.

RAY
You're gonna learn fast.

EXT. NEW TOKYO - NIGHT

Ray's van drives through the rain-slick, neon-lit streets, headed toward the FEDERAL SKYSCRAPER in the distance.

INT. RAY'S VAN - CONTINUOUS

Everyone dressed in coveralls to disguise them as MAINTENANCE WORKERS. Complete with authentic-looking ID badges. Doyle pulls back the van's FALSE BOTTOM, revealing a MANHOLE COVER in the street below. Chiyoko removes the cover and disappears down the manhole. Kaneda looks down the hole grimly. Gives Kay a look.

KANEDA
Ladies first.

INT. NEW TOKYO - SEWERS

CLOSE ON A SECURITY KEYPAD. Attached by wires to a HANDHELD COMPUTER. The others watch anxiously as Doyle works the computer, decrypting security codes. With a BLEEP the DOOR set into the sewer wall slides upon. Our group heads into:

INT. CENTRAL SEWERS

Almost too dark to see. The tunnel system lit only by FLASHLIGHT BEAMS as Ray and Doyle lead the team through the sewers, splashing through ankle-deep water, Rifles poised. Navigating via a SCHEMATIC MAP on an electronic pad.

DOYLE
This sewer connects directly to the underground loading dock. From there the service elevator takes us all the way to the 88th floo-

Doyle suddenly STOPS DEAD. Motions for the others to do the same. In the distance, the faint WHINE OF A JET ENGINE.

DOYLE
Lights out, get on the wall, now!

Everybody kills their flashlights and HUGS THE WALL, hiding in the darkness as a HEADLIGHT BEAM passes across the junction up ahead. Too dark to see what the vehicle is.

Only after the sound of its engine recedes do they emerge from hiding and proceed down the tunnel. Flashlight beams paint the dank sewer walls as the group navigates the darkness. Doyle, walking point a few steps ahead, FREEZES when he hears an electronic BLEEP at his feet.

DOYLE
Shit, that's new.

Before anyone can ask what he means, Doyle is BLOWN APART BY THE PRESSURE LANDMINE UNDER HIS FEET. Kaneda and the others are knocked backward by the blast.

As they get to their feet, an ALARM SOUNDS in the distance. Quickly joined by that ominous JET ENGINE WHINE. And then a BRIGHT LIGHT at the far end of the sewer. A GUST OF WIND passes over them, like a SUBWAY TRAIN approaching.

RAY
Get down!

Everyone dives for cover as the blinding headlight bears down on them and we catch a glimpse of the vehicle behind it:

A SEWER SHARK - a jet-powered FLYING CRAFT operated by a single PILOT and BRISTLING WITH WEAPONRY. Everyone dives for cover as the Shark OPENS FIRE, raking the walls as it passes.

Kaneda and the others watch as the Shark recedes into the darkness... then its headlight re-appears as it TURNS AROUND for another pass. Chiyoko takes aim with her machine-gun.

CHIYOKO
(Japanese)
Get out of here, go!

Ray leads Kay and Kaneda toward a SIDE TUNNEL. Chiyoko FIRING at the Shark as it bears down on her. The pilot RETURNS FIRE, gunfire kicking up fountains of water and RIDDLING CHIYOKO. She sinks to her knees, mortally wounded.

KAY
Chiyoko!

As the Shark soars overhead, Chiyoko FIRES UP AT IT, rupturing a power line on its underside before collapsing, dead. The Shark SPIRALS OUT OF CONTROL AND EXPLODES.

ANOTHER SHARK HEADLIGHT appears at the far end of the tunnel. Then TWO MORE from the other end. Kaneda and the others rush down a SIDE TUNNEL, flashlights showing the way. A SHARK pulls up at the tunnel mouth, searchlight illuminating them.

Ray, Kaneda and Kay drop down to a LOWER SEWER as the Shark FIRES, strafing the walls. Kaneda and Kay SPLASH DOWN into the shallow water below, gunfire still peppering the walls overhead. As Ray follows behind, he's SHOT IN THE SIDE, falling into the water beside Kaneda and Kay, wounded.

The Sewer Sharks veer off in different directions down the main tunnel. As the sound of their engines dissipate, Kay rushes to Ray's side...

KAY
Ray!

She helps Ray to his feet. He winces, clutching the wound in his side. His hand soaked with blood. It's bad.

RAY
You need to keep moving. They'll find another way around. You know how to get to the elevator?

Kay nods. Ray looks at her urgently.

RAY
Go.

Kaneda nods. Ray heads off down the tunnel. Kay leads Kaneda in the other direction, looking back the whole time.

INT. CENTRAL SEWERS - TUNNEL INTERSECTION

Two Sewer Sharks cruise through the tunnels, patrolling. They spot Ray as he DARTS PAST a junction at the far end of the tunnel. They gun their engines and RACE AHEAD in pursuit.

INT. CENTRAL SEWERS - JUNCTION

Kay and Kaneda splash through the tunnels. They arrive at a junction. Kay checks the BLUEPRINT on her handheld e-pad.

KAY
This way.

As they turn down the next tunnel the ominous WOOSH of wind signals an approaching Sewer Shark. Somewhere close. Kay and Kaneda run for their lives. Lost in the darkness. Until they come to a DEAD END. Water pouring into the sewer through a CAST-IRON SLUICE. May as well be prison bars.

INT. CENTRAL SEWERS - TUNNEL

Ray runs as fast as his wound will allow. Silhouetted against the blinding headlights of the two Sewer Sharks behind him.

The Sharks fire WARNING SHOTS at Ray's feet. Ray keeps going, relentless. The Shark fires again - a shot THROUGH RAY'S LEG, dropping him to one knee. The Sharks come to a halt, hovering behind Ray. The gasmasked pilots dismount, sidearms drawn.

SHARK PILOT
Get your hands up. Turn around.

Ray does as he's told. Turns around to face the Shark pilots. Hands raised. As they approach, the pilots see something GLINT in Ray's hand. AN EXPLOSIVE DEVICE. Ray's thumb poised over the detonator. The pilots FREEZE. Ray smiles.

INT. CENTRAL SEWERS - ACCESS TUNNEL - CONTINUOUS

As Kaneda and Kay head back down the tunnel the ground SHAKES beneath their feet from a DISTANT EXPLOSION. Kay stops in her tracks, instinctively knowing:

KAY
Ray...

Kaneda takes her by the arm, tries to keep her moving.

KANEDA
We've gotta keep going!

Suddenly they're BLINDED by a light up ahead. The last Sewer Shark's headlight rounding the corner at the end of the tunnel. Kaneda raises his rifle and FIRES. His shots glance harmlessly off the Shark's armor.

Unnoticed by Kaneda, Kay gets to her feet behind him. A steely look in her eye. Anger. She yanks the glove from her right hand as the The Shark ACCELERATES. Kaneda fires his last few rounds. The Shark keeps coming, unaffected... and then JOLTS. As though buffeted by sudden turbulence. And then AGAIN, the pilot struggling to maintain control as the Shark LURCHES WILDLY, back and forth.

Kaneda glances at Kay, to see her staring at the Shark, hand outstretched - DEEP IN CONCENTRATION. The Shark flails violently, rocked by unseen forces. Completely out of control. Its guns FIRE, gouging an erratic furrow out of the tunnel walls and ceiling.

The Shark SPINS WILDLY OUT OF CONTROL, THROWING THE PILOT CLEAR. He slams into the wall out cold. The Shark comes to rest, drifting riderless above the water as its engine idles.

Kay legs buckle, suddenly faint. Kaneda catches her as she crumples to the ground.

KANEDA
Kay... Kay!

As he looks her over, he notices something on her hand. Her palm upturned, revealing THE NUMBER 35 imprinted there.

Kay suddenly LURCHES BACK TO CONSCIOUSNESS, gasping.

KAY
I'm all right.

She gets to her feet, still a little unsteady. Kaneda just stares at her, speechless. She looks away, self-conscious.

KAY
Don't look at me like that.

Kaneda sees the riderless Shark hovering idly nearby.

KANEDA
Come on.

INT. FEDERAL SKYSCRAPER - ICU SECURE ROOM

Monitors beep softly. Travis lies in bed, unconscious. Brow sopping with sweat. His eyes SNAP OPEN. He rolls over, scrunching his eyes tight. He feels something tugging at his sheets. Opens his eyes to see:

A TINY TEDDY BEAR, just an inch tall, clambering up onto the bed. It ambles toward him, a little unsteady on its feet. Travis gazes at it, wide-eyed - *what the hell...?*

Travis shuts his eyes. But when he opens them again the teddy is still there. Followed now by a STUFFED BUNNY RABBIT and a CARTOON CAR PLUSH. Travis stares in disbelief at the three little toys standing before him, staring right back. He SNATCHES at them, capturing them up in his hand. But when he opens his hand, THE TOYS HAVE DISAPPEARED.

He slides his feet out the side of the bed and sits on the edge, rubbing his head. Wondering if he's still dreaming. But as we PAN AROUND, we see the three toys have now re-appeared - in MONSTROUSLY OVERSIZED FORM. The teddy, rabbit and car now loom behind him, crowded against the ceiling.

Travis turns and CRIES OUT IN PANIC at the sight of them. Scrambles from the bed and across the room, knocking a GLASS OF WATER from the bedside table onto the floor.

The three toys tower over Travis. Regarding him with eerily fixed smiles. Nothing threatening in their demeanor, but incredibly creepy simply by virtue of their appearance. Travis cowers, nowhere to run.

TRAVIS
What are you? What do you want?

They respond to him TELEPATHICALLY - in voices that we recognize as those of THOMAS, MAXIMILIAN and ELENA.

TOY CAR/THOMAS
We want to be friends.

TEDDY/MAXIMILIAN
We're just like you.

RABBIT/ELENA
Don't be afraid. We won't hurt you.
It isn't nice to hurt people.

Travis steps back, trying to get away. His bare foot stepping on the fallen glass and BREAKING IT. He falls to the ground, crying out as blood trickles from the gash in his foot. At the sight of the blood, the oversized toys REACT IN FEAR, backing away. Travis sinks to his knees and cries out:

TRAVIS
Get out of my head!

A SHOCKWAVE emanates from Travis. The giant plush toys are BLOWN BACK AGAINST THE WALL AND EXPLODE, the resulting snowfall of stuffing DISAPPEARING as it drifts to the ground. He looks up. Suddenly aware, as a VISION hits him:

IN FIRST-PERSON POV - rushing through the sterile hallways of the facility, rounding corner after corner, moving ever faster... until we arrive at the NURSERY VAULT DOOR.

BACK TO SCENE as Travis hauls himself up onto his feet.

INT. FEDERAL SKYSCRAPER - ICU HALLWAY

A VANGUARD DOCTOR in a distinctive corporate-branded lab coat heads down the corridor toward Travis's room - accompanied by two mountainous VANGUARD SECURITY GUARDS wheeling a GURNEY. As they approach, they see TRAVIS leaning unsteadily against the wall up ahead. Hand clutched against his head. The door to his room WIDE OPEN, BROKEN OFF ITS HINGES.

VANGUARD DOCTOR
How the hell he get out...?

Travis takes a few faltering steps down the hallway, grimacing in pain. The doctor produces a SYRINGE from his medical kit, advances on Travis. Travis recoils from him.

TRAVIS
Get... off of me...

VANGUARD DOCTOR
Hold him.

The two guards move in to restrain Travis. As they clamp their hands on him forcefully and the doctor moves in to stick him with the syringe, Travis EXCLAIMS ANGRILY:

TRAVIS
No... more... doctors!

CRACK! GLASS SHATTERS as the fluorescent lights overhead BLOW OUT. The hallway plunged momentarily into TOTAL DARKNESS. The ceiling lights BUZZ AND FLICKER BACK ON. The one directly above Travis still burned out. But enough light now to see:

The three men have been EVISCERATED. BLOOD AND BODY PARTS SPATTERED ACROSS THE WALLS. As blood drips from the ceiling, Travis staggers away, his brain pounding.

INT. FEDERAL SKYSCRAPER - SHACKLETON'S OFFICE - DAY

DOCTOR VOGEL (ON MONITOR)
The boy's out of his room.

SHACKLETON
Didn't Vanguard's people pick him up?

DOCTOR VOGEL (ON MONITOR)
They tried.

Shackleton quickly jams his finger on the MASTER ALARM.

INT. FEDERAL SKYSCRAPER - HALLWAY

Alarm sirens blare, red lights flash. Travis walks down the hall. More composed now than before. Purposeful.

A GAS CANNISTER bounces off a wall up ahead and spins on the ground at Travis' feet, spewing gas. He looks up to see SECURITY FORCES taking position at the end of the hall. They wait as the gas blankets the hallway. Travis consumed within the cloud... only to EMERGE UNAFFECTED.

The soldier with the gas launcher fires a second cannister at Travis but it deflects off an INVISIBLE BARRIER ahead of him.

Travis reacts angrily - a PSIONIC SHOCKWAVE emanates from him, dispersing the gas cloud and CRACKING THE WALLS. The rifts spreading fast toward the soldiers, the walls BUCKLING AND CAVING IN. They retreat in panic but the hallway is collapsing too fast. Within seconds they are CRUSHED.

INT. FEDERAL SKYSCRAPER - HALLWAY - NIGHT

Chaos. Sirens wailing, employees running for their lives.

TWO ARMED GUARDS hear the elevator behind them CHIME. Train their weapons on the doors as they open to reveal a SEWER SHARK hovering inside. Jetwash blasting out into the hallway.

KANEDA AT THE CONTROLS, Kay behind him. Kaneda points the Shark's intimidating cannons right at the two guards.

KANEDA
You guys might want to drop those!

The guards drop their guns to the floor without hesitation.

INT. NURSERY HALLWAY - CONTINUOUS

The hallway awash with STROBING RED LIGHT. SIRENS. Red alert. TWO DOZEN SOLDIERS IN HEAVY ARMOR work furiously to set up BARRICADES around the nursery door. Moving enough defensive firepower into position to repel a small army.

INT. NURSERY - CONTINUOUS

Shackleton and Vogel brace themselves inside. The children sequestered to the rear. Shackleton listens on his RADIO:

BARRICADE COMMANDER (RADIO)
We're in position. No sign of the-
wait. We have a visual.
(shouting)
Stop where you are! I said stop where you are or we will fire!

GUNFIRE ERUPTS. Heard both through the radio and MUFFLED on the other side of the door. A relentless barrage. CHAOS. Soldiers SHOUTING. SCREAMING. BLIND PANIC. Then, SILENCE.

From behind the door comes a metallic THUD. Then another, LOUDER. Shackleton steps back, away from the door as it begins to BUCKLE. The metal GROANING as it's warped inward...

...and then is BLOWN OUT OF THE WALL. Shackleton ducks as the two-ton door HURTLES PAST, imbedding into the wall behind.

Travis steps through the hole in the wall. Looking around the nursery as the smoke clears. The animated characters on the panoramic video wall SCURRY AWAY AND HIDE.

Travis notices the children. Steps closer. As Thomas cowers:

TRAVIS
I know you. You're that kid from the road. I know all of you. The three of you, you were in my head.

ELENA
We didn't mean to scare you. We were just curious. We haven't seen anyone else like us in a long time.

As Travis walks closer, Shackleton steps between them.

SHACKLETON
They didn't mean any harm.

TRAVIS
Who are you?

SHACKLETON
I'm the one who's trying to figure out how this happened to you, so we can stop it. Before it's too late.

Travis is hesitant, unsure of whether to trust him. BEAT... Then KANEDA BURSTS INTO THE NURSERY, Kay alongside him. Both brandishing their sidearms. Travis blinks with surprise:

TRAVIS
...Kaneda?

KANEDA
Travis, come on. We're taking you out of here.

Shackleton recognizes Kaneda and Kay, steps forward.

SHACKLETON
Seems like we keep running into each other for all the wrong reasons.

KANEDA
Hey, the feeling's mutual.

SHACKLETON
Mind telling me just who you are?

Kaneda trains his pistol on Shackleton.

KANEDA
Mind backing the fuck up?

Shackleton stops, but stands his ground.

KANEDA
Travis! Let's go!

BEAT. Travis LAUGHS.

KANEDA
What's so funny?

TRAVIS
You. Coming here to rescue me. You take a look around on your way in here? I don't need your help.

KANEDA
Hey, whatever you got going on in your head right now, we're gonna work it out. But you got people worried about you. I'm worried about you, Kaori's worried about-

TRAVIS
Kaori? Is she here?

KANEDA
No. But we can find her. Don't you want to see her, let her know you're okay?

TRAVIS
But I'm not okay... am I?

He turns to Shackleton, as though holding him accountable.

SHACKLETON
We didn't do this to you, Travis. We only want to help. Why don't you just tell me what you want?

TRAVIS
I want to see Akira. I want to find out what he wants with me.

SHACKLETON
I can't allow that. He's far too dangerous. Twenty years ago he destroyed this entire city, with nothing but a thought.

BEAT. Travis taken aback by this revelation. Kaneda, similarly stunned, looks to Kay. She nods grimly. Kaneda looks back to Shackleton accusingly. Angrily.

KANEDA
You son of a bitch. This was all your fault. My family, and his, and God knows how many more.. all dead. All because of you.

SHACKLETON
Nobody could have foreseen what happened. Akira had become something beyond our control - beyond anybody's control.
(to Travis)
That's why he had to be locked away. That's why he mustn't ever be disturbed.

TRAVIS
His voice keeps getting louder. I can't make him stop. He won't shut up!

Kaneda steps forward with an outstretched hand.

KANEDA
Travis, come on. We're leaving.

SHACKLETON
I can't just let you walk out of here.

Travis recovers, glares menacingly at Shackleton.

TRAVIS
You can't <u>let</u> me?

Shackleton DROPS TO HIS KNEES. His whole body convulsing.

TRAVIS
How are you going to stop me?

Shackleton is forced to the floor, his face pushed into the nursery carpet. Travis puts his foot on Shackleton's head - a mirror of his own ordeal at Cyrus's hands.

TRAVIS
Not much fun, is it? Being stepped on.

KANEDA
(stepping forward)
Travis, what the hell's gotten into you? That's enough, leave him-

Travis lashes out with his arm, sending a PSIONIC RIFT across the nursery that tears up the floor and knocks Kaneda to the ground, dazed.

ELENA (O.S.)
Stop it!

Travis looks behind him, to see Elena SITTING UP IN BED, with considerable effort.

ELENA
We warned you not to hurt anyone.

Travis releases Shackleton, turns to the children to confront them. The entire room begins to SHAKE.

THOMAS
He's stronger than us...

ELENA
He's not stronger than all of us.

Thomas gets the idea. The three children focus intently - COMBINING THEIR POWERS. Travis is PUSHED BACKWARD, struggling to keep his footing as the floor around him is TORN APART. He focuses harder and FIGHTS BACK, two great PSIONIC BLAST WAVES colliding. The whole room DISTORTS, BOWING IN AND OUT. GRAVITY UPENDED, oversized toy balls rolling on the ceiling.

Shackleton and Vogel cling on for dear life, swept up in the hurricane. Kaneda grabs Kay, pulling her behind an OVERSIZED TOY SCULPTURE for cover. The dome around Elena's crib SHATTERS, the glass fragments blowing out in SLOW MOTION, as though in zero gravity.

With a final almighty effort from the three children, an ALMIGHTY PSIONIC SHOCKWAVE tears through the nursery like a bomb blast. Travis is BLASTED OFF HIS FEET AND THROUGH THE PANORAMIC WALL in a deafening CRASH of concrete and steel.

The children SHIELD THEIR EYES as the HARSH EARLY-MORNING DAYLIGHT OF NEW TOKYO shafts in through the hole torn in the serene virtual sky, accompanied by the RUSHING OF WIND.

EXT. FEDERAL SKYSCRAPER - CONTINUOUS

Travis sails out from the hole in the building, a thousand feet above ground. For a moment he almost appears to be flying... but then he begins to PLUMMET...

EXT. EAST RIVER - CONTINUOUS

Travis falls... until he SPLASHES DOWN INTO THE EAST RIVER.

INT. NURSERY - CONTINUOUS

Largely reduced to rubble. A BACKUP SECURITY TEAM enters the nursery, weapons poised. They find Shackleton half-buried beneath a pile of debris and help him to his feet.

SHACKLETON
There were two intruders.

The soldiers rush to where Kay and Kaneda were hiding.

BACKUP SOLDIER
No sign of them, sir.

Elena lays back on her pillow, breathing shallow.

ELENA
He's still alive...

Exhausted, Elena fades finally into unconsciousness. Shackleton walks to the gaping hole torn in the nursery wall and looks out over the city, wind flapping at his jacket.

EXT. EAST RIVER - OLD CITY SHORELINE - DAY

TRAVIS EMERGES from beneath the water. Turns to look back up at the Federal Skyscraper he just fell from... barely able to believe it himself.

As he hauls himself out of the river and onto land, he again is ASSAULTED BY THE VOICE, relentless, and louder than ever. Travis winces, overwhelmed, trying to shut it out but unable to. He staggers away, toward the Old City's waterfront red-light district, his old neighborhood sprawling before him.

EXT. OLD CITY - BOWLING ALLEY - DAY

Kay and Kaneda both out of breath, drained. Kaneda paces, agitated, as Kay slumps on the ground against the wall.

KANEDA
How can he still be alive? I saw him fall. We were 88 floors up.

KAY
I just know...

Kaneda slides down the wall to sit on the ground next to her. He puts his hand on hers. She pulls it away, self-conscious. As she does, we catch another glimpse of the NUMBER 35.

KANEDA
How long were you going to keep it a secret? That you're one of them?

KAY
I haven't been "one of them" in a long time.

KANEDA
But you were in the program. You were one of those kids.

KAY
Only for a short time. Not long enough to make me like the others. But if you knew some of the things they made us do... just to see what was possible...
(MORE)

KAY (CONT'D)
(beat)
If it wasn't for Ray-

She wipes away a tear, composing herself.

KAY
He quit when he saw what they were doing to us. He got me out of there. He gave me my life back.
(beat)
I'm no different from the others. I don't know why he chose me.

Kaneda smiles at her warmly.

KANEDA
I do.

KAY
I always promised myself I'd never use those powers again. I've always been so afraid I'd do something terrible... hurt someone...

KANEDA
Well... I'm kinda glad you did. Or I wouldn't still be here.

She smiles.

KANEDA
You knew about what happened, didn't you? To the city. Why didn't you tell me that before?

KAY
Would you have believed me? Sometimes it's hard for me to believe myself. That one person - a child - could cause so much...
(beat)
That's why we have to stop this. It can't ever happen again.

BEAT as Kaneda reflects on this.

KANEDA
Come on.

He stands, helps Kay to her feet. He pulls off the tarp covering his bike and retrieves his phone, speed-dials.

KANEDA (INTO PHONE)
It's Kaneda... I'm okay, just shut up for a second. I want you to round up the rest of the guys and meet me at the Warthog. We need to find Travis. I know, I'll explain when I get there. Just do it!

INT. FEDERAL SKYSCRAPER - VOGEL'S LAB - NIGHT

Vogel is at his station when Shackleton enters.

SHACKLETON
Whatever it is, make it quick. I'm trying to coordinate a search.

DOCTOR VOGEL
This you're going to want to see.

Vogel holds up Travis's electronic wristband.

SHACKLETON
You found out what it is?

DOCTOR VOGEL
May not look like much, but inside here there's some very high-spec hardware. The kind you don't usually find outside the military. I ran it through the Pentagon tech database, no match. But then I checked federal patents and got a hit off an application filed a year ago. By Vanguard.

SHACKLETON
...what?

DOCTOR VOGEL
Their biomedical division's been putting free mobile drop-in clinics in the Old City for the past few weeks as part of a program testing a new narco rehab medication. They tag everyone they treat with one of these, it monitors and transmits neural activity and other bio-readings back to Vanguard. But that's not all it does. It's a tracking device. And on receipt of an encoded signal it can immobilize the wearer with a pulse charge to the central nervous system.

SHACKLETON
Why would Vanguard want to track and immobilize drug addicts?

DOCTOR VOGEL
They wouldn't. Unless what they were treating them with was something else entirely.

SHACKLETON
You're telling me they're putting Compound-A on the street? Why?

DOCTOR VOGEL
In the original clinical trials, the response rate was so low that it took years to find just a handful of Potentials. If someone wanted to try again and get faster results, and if they had no ethical concerns, they'd be looking to cast their net as wide as possible.
(beat)
Frankly, I always thought there was something strange about Vanguard funding this rehab program, ever since I first heard about it. Helping homeless, unemployed addicts get off drugs, for free? When's the last time Vanguard did something there was no profit in?

ON SHACKLETON as he considers this.

INT. THE WARTHOG - DAY

Yamagata, Alonzo and several other Red have congregated here. HARRY the bartender wipes down the counter.

Travis emerges from the stairs, still dressed in his wet pajamas, disoriented, hand clamped to his head in pain.

HARRY
What the hell happened to you?

TRAVIS
You seen Worm?
(to the others)
Any of you seen him? I just need something... to get his voice outta my head.

He steadies himself against the bar, overwhelmed.

ALONZO
Travis... you need some help, man?

TRAVIS
Get away from me. Where's Worm?

Travis heads toward the stairs. Yamagata blocks his path.

YAMAGATA
You're not going anywhere. Kaneda's on his way, you're staying right here.

TRAVIS
Y'know, I'm getting a little tired of everyone trying to tell me what to do. Get out of my way.

Travis tries to get past Yamagata, who pushes him back. Travis glares at him angrily, in no mood to be messed with.

TRAVIS
Push me again.

YAMAGATA
What?

TRAVIS
I said... push me again.

EXT. THE WARTHOG - DAY

Kaneda pulls up outside on his bike, Kay riding pillion.

INT. THE WARTHOG - CONTINUOUS

In DARKNESS, lit only by a single flickering lamp. Kay follows Kaneda down the stairs. He steps cautiously, with a sense of impending dread. He knows something is wrong.

He stops at the bottom of the stairs, horrified. Though it's hard to see in the darkness, the place has been WRECKED. Glasses smashed, tables and chairs overturned. Kaneda's foot bumps against something. He looks down to see Alonzo LYING FACE-DOWN AT HIS FEET. DEAD.

KAY
Kaneda...

Kaneda follows Kay's eyeline across the bar. To see ANOTHER BODY slumped in the corner. As the overhead light flickers, we see it's YAMAGATA. His body HORRIBLY CONTORTED, face twisted in a GRUESOME DEATH MASK. DRIED BLOOD emanating from his eyes, nose and ears.

Beside him lie the OTHER RED DEVILS. ALL DEAD, SIMILARLY BLOODIED AND CONTORTED. A grotesque, sickening tableau.

From behind Kaneda, the sound of a SHOTGUN BEING CHAMBERED. He turns to see HARRY training a PUMP-ACTION at them.

HARRY
Get out.

KANEDA
Who did this? Reapers?

HARRY
Your friend. Travis. He's a psycho.

Kaneda reacts in shock. He doesn't want to believe it.

KANEDA
No... he can't have...

HARRY
I'm telling you what I saw! He killed them all!

In the distance, the sound of APPROACHING SIRENS. Kay takes Kaneda by the arm, pulling him toward the stairs.

KAY
Kaneda, let's go...

EXT. THE WARTHOG - CONTINUOUS

Kaneda and Kay hurriedly mount up as the SIRENS approach O.S.

KAY
We have to go back to New Tokyo, to see Miyako. She'll know what to do.

Kaneda doesn't hear her. Distracted. The shock of what he has just seen beginning to set in.

KAY
Kaneda! Come on!

Kaneda guns the engine and races away.

INT. MILITARY DETENTION CENTER - DAY

Kaori paces in a holding cell, agitated. Hears FOOTSTEPS approaching, looks up as SHACKLETON arrives outside the cell.

SHACKLETON
Kaori Kojima?

KAORI
I want to see Travis.

SHACKLETON
Good.

EXT. NEW TOKYO - MIYAKO'S TEMPLE - NIGHT

Kaneda and Kay pull up outside a towering structure, concave walls rising to form an elegant spire.

INT. MIYAKO'S TEMPLE - HALLWAY

Kay and Kaneda travel a long, spartan hallway lined by rice-paper walls. As Kaneda passes by, he glances inside doorways to see GROUPS OF STUDENTS engaged in meditation classes.

INT. MIYAKO'S TEMPLE - WAITING ROOM - CONTINUOUS

Kaneda and Kay sit together on a bench outside a large door. Kaneda holds his head in his hands, numb. Still in shock.

KAY
Are you okay?

A BEAT before Kaneda responds. He's at a loss for words.

KANEDA
I don't know. I just... I can't believe Travis could have done that. Those guys back there were his friends. It can't have been him... can it?

He looks to her for reassurance as she sits beside him. Kay looks back at him, unable to tell him what he wants to hear.

KANEDA
I should have done more. I could see there was something wrong, but I brushed it off. I was too angry. The night he got hurt... if I'd gone after him sooner, maybe he'd be okay right now.

KAY
There's nothing more that you could have done.

KANEDA
That's what's killing me. I'm supposed to be there for him. Supposed to look out for him. But this thing he's turning into...
(MORE)

KANEDA (CONT'D)
I don't know how to help him any more.

Kaneda fights back a tear, the last vestiges of his old cock-sure facade stripped away. Kay grips his hand reassuringly.

The door opens and an APPRENTICE in monastic dress enters.

MONASTIC APPRENTICE
Lady Miyako will see you now.

INT. MIYAKO'S TEMPLE - THRONE ROOM - CONTINUOUS

Kaneda and Kay proceed through the dojo-like penthouse toward a PODIUM at the end. Three wooden steps atop which we find:

LADY MIYAKO

A diminutive, heavy-set woman kneeling meditatively on a cushioned platform. Her hands skeletal and frail. She wears DARK GLASSES, hair tied in an OVERSIZED BUN. Her strangely elfin features make her age impossible to determine. Behind her, a GRAND CELESTIAL PICTOGRAM depicts shards of light radiating from a central core with a HYPNOTIC ENERGY.

Kay and Kaneda sit before Miyako. They watch as she POURS TEA as part of the precise Japanese ceremony. She executes it flawlessly while gazing straight ahead, seemingly blind.

Miyako gazes at Kaneda from behind her little round glasses. Not so much looking at Kaneda as <u>into</u> him. It's unsettling.

LADY MIYAKO
You shouldn't be so hard on yourself, Kaneda. You're not to blame for what's happened to Travis. We're responsible for our own actions, and ours alone. Blaming yourself is a waste of energy - and you will need all you can summon for what lies ahead.

KANEDA
How did you-

She finishes pouring the tea, sets down the pot. As she does so Kaneda sees the NUMBER 19 IMPRINTED ON HER RIGHT PALM.

LADY MIYAKO
You have questions. Chief among them, why is this happening to your friend. What makes him special?

Kaneda nods, astonished at her ability to "read" him.

LADY MIYAKO
Travis is uncommonly gifted - but he is not alone. We are all born with the potential to varying degrees. It lies dormant within each of us, waiting for humankind to evolve.

The ground tea in the bowl before Miyako RISES INTO THE AIR. Kaneda watches, amazed, as it forms into a SWIRLING COLUMN. Resolving into a shape we've seen before - THE DNA HELIX.

LADY MIYAKO
We are destined to become so much more than we are now. To transform thought into energy, to remake our world any way we choose, limited only by our imagination. One day. When we're ready. But in our haste to unlock this power prematurely, we failed to see the consequences. We tried to play God - and instead we created one. Akira.

BEAT as Kaneda processes this. A stunned silence, then:

KANEDA
What does all this have to do with Travis?

LADY MIYAKO
The emergence of such a powerful new presence has caused him to stir. And soon he will re-awaken.

EXT. OLD CITY - CARRIE'S BUILDING - DAY

Travis staggers along the road, as though pulled along by some unseen force.

LADY MIYAKO (V.O.)
There's no stopping it any more.

Without looking, he steps out into the road. A CAR is forced to slam on its brakes and SOUND HIS HORN. Travis stares down the driver, irritated by the blaring horn. And then with a single thought he BLASTS THE CAR CLEAN OFF THE ROAD, sending it CRASHING INTO A STOREFRONT.

LADY MIYAKO (V.O.)
When I first sensed your friend's awakening, I had a dream. The same dream that led me to build this sanctuary.

Pedestrians FLEE IN PANIC and traffic veers to evade as Travis heads down the center of the road.

LADY MIYAKO (V.O.)
Soon this city will fall. Akira will rise.

He continues down the street, rounding a corner to reveal the BROOKLYN BRIDGE in the distance. NEW TOKYO GLITTERING BEYOND.

LADY MIYAKO (V.O.)
And with him, a new empire.

Travis heads toward the city with unquestionable purpose.

INT. MIYAKO'S TEMPLE - THRONE ROOM

LADY MIYAKO
A great war will divide those who survive. And this temple will be the only safe place left. That is why you must stay here. You were in my dream, too. Both of you. And you will play an important part in what's to come after the fall.

A long BEAT as Kaneda takes this in. And then:

KANEDA
So that's it? We came here because Kay said you'd know what to do. And that's your big answer - <u>nothing?</u> If the future's already written, then what have we been doing this whole time?

LADY MIYAKO
When I first had the dream, it was vague. Uncertain. I'd hoped that it might have been prevented. That you could have brought your friend to me, so I could teach him to quiet his mind. But as the future draws closer, its image grows clearer and uncertainty melts away. We are swept along now in the cosmic stream like driftwood, as events flow toward their conclusion. Irreversible... and inevitable.

Off Kaneda's horrified reaction:

EXT. FEDERAL SKYSCRAPER - ROOFTOP HELIPAD

Shackleton's COMMAND HELICOPTER waits on the pad, rotors whirling, ready for take-off. Shackleton and Vogel head toward it, flanked by a TEAM OF TWO DOZEN ARMED SOLDIERS.

SHACKLETON
She's on board?

LIEUTENANT
Yes, sir.

A SECOND HELICOPTER comes in for a landing on the windswept deck. The ramp opens and NELLIS exits, accompanied by his own team of a DOZEN ARMED VANGUARD PARAMILITARY TROOPERS. He marches across the pad to intercept Shackleton.

NELLIS
I warned you, Colonel. Losing the boy again was your third strike. As of now I'm handing the search and recovery operation over to Vanguard. You're relieved.

Shackleton and Nellis face off, their opposing teams of armed guards eyeing each other warily.

SHACKLETON
Yeah... I figured you might try something like this.

Shackleton takes the electronic wristband from his pocket and holds it up for Nellis to see.

SHACKLETON
Recognize this? I know you've started the program again, under the radar. I know Vanguard's putting Compound-A on the streets, trawling for new Potentials...

BEAT. Nellis sneers at Shackleton, defiant.

NELLIS
We spent ten years and forty billion dollars developing the psi-weapons program. Did you think we were just going to throw all that away because of one setback?

SHACKLETON
The entire city of New York wiped out - that's a <u>setback?</u>

NELLIS
We've come a long way since then. We're so close to being able to control this power. Once we've finally perfected the drug-

SHACKLETON
There is no controlling it! There never was! How many people did you already kill trying to perfect it?

NELLIS
People? A few Old City junkies? The data they give us will probably be the only productive thing they've ever done. And we need this now more than ever. Look at what we've become - we used to be the richest nation on earth. Then we sold the greatest city in the world to the Japs and let China take over half the god-damn world! But with a weapon like this, we can restore everything we've lost. We can make this country great again.

SHACKLETON
And yourself rich. Right? How much Vanguard stock did you take with you when you quit? Eight per cent?

Shackleton's Lieutenant aide receives a radio message.

LIEUTENANT
Sir, we've found the boy.

SHACKLETON
I don't have time to stand here arguing with you. Get these men out of my way, now.

Nellis stands firm, no intention of complying. Shackleton motions to his men - who OPEN FIRE. The Vanguard troops GUNNED DOWN in short order. Nellis stands alone at the center of a mass of bodies, his suit spattered with blood.

SHACKLETON
I told you I wouldn't let anything get in the way of me doing my job. And that includes you.

Nellis's arrogant, commanding demeanor has disappeared - now he's just a frightened, cowering little man. Shackleton grabs him by the collar and marches him toward his helicopter.

NELLIS
What the hell do you think you're doing? I'll have your ass for this!

Shackleton looks at him with disgust.

SHACKLETON
Politicians. All you think about is gain. You never consider the risk. And it's always somebody like me who has to deal with the consequences. Well, not this time. This time you're going to help me clean up the mess you've made.

The ramp closes behind Shackleton's men as they load onto the helicopter. It TAKES OFF and roars away over the city.

EXT. MIYAKO'S TEMPLE - DAY

Kaneda exits onto the street, headed for his parked bike. Kay emerges from the temple, rushes after him.

KAY
Where are you going?

KANEDA
Maybe Miyako's right. But I'm not going to just sit here. I've got to do something.

KAY
Like what?

KANEDA
I'm going to find him. Get him to stop this. Whatever he's becoming, whatever he's done, he's still my friend. I'm not ready to give up on him.

KAY
You don't even know where he is.

Kaneda mounts up as a FLEET OF MILITARY HELICOPTERS roar overhead.

KANEDA
I don't think he's going to be hard to find.

KAY
And if he won't listen to you? What will you do then?

KANEDA
Whatever I have to.

He guns the bike's engine and rides away.

EXT. NEW TOKYO - DAY

Shackleton's COMMAND HELICOPTER roars over the skyline. Passing high over the nearly-completed OLYMPIC STADIUM.

INT. COMMAND HELICOPTER - CONTINUOUS

SOLDIERS seated at a bank of monitors and control panels. Vogel at his science station. Shackleton paces anxiously.

COMMS OFFICER
Target now proceeding north... headed toward the Brooklyn Bridge.

SHACKLETON
I want that bridge sealed off. Get every available unit there now. Tell them use of particle weapons has been authorized.

Nellis stands nearby, guarded by two MILITARY POLICE.

NELLIS
You're not going to kill him!

SHACKLETON
Damn right I am.

NELLIS
This boy could be the most important subject since Akira. We have to try to take him alive.

SHACKLETON
I'm going to do whatever I have to to protect this city, not your precious program. Now sit down and shut the fuck up until I tell you otherwise. Am I understood?

EXT. NEW TOKYO - DOWNTOWN - DAY

The city now in TOTAL CHAOS. Citizens running in panic, the army desperately trying to get them off the streets. All the city's video billboards tuned to the EMERGENCY CHANNEL.

EMERGENCY CHANNEL (BILINGUAL)
Attention. A city-wide state of emergency is now in effect.
(MORE)

EMERGENCY CHANNEL (BILINGUAL)
All citizens must comply with civil and military authorities and remain indoors until further notice.

EXT. NEW BROOKLYN BRIDGE - CONTINUOUS

Cleared of traffic. Travis walks determinedly along the eerily empty span.

On the NEW TOKYO SIDE, MILITARY PERSONNEL CARRIERS blockade the road. INFANTRYMEN deployed around them, armed with HIGH-TECH RIFLES attached to BATTERY BACKPACKS. Behind them, a squad of CARETAKER ROBOTS.

TRAVIS comes into view up ahead. The UNIT COMMANDER watches as he approaches, confounded. Turns to a nearby CORPORAL:

UNIT COMMANDER
Get Command back on the line, I want the target re-verified before I open fire on an unarmed kid.

The Corporal hands the Commander an E-PAD. The screen shows a photo of Travis and the order: PROSECUTE WITH LETHAL FORCE.

UNIT COMMANDER
Shit... Stand by to fire!

The Caretakers DEPLOY TURRET-MOUNTED WEAPONS. The soldiers' rifles emit HIGH-PITCHED WHINES as they charge. Travis keeps coming. No sign of stopping. Into firing range.

UNIT COMMANDER
Fire!

The infantry LETS LOOSE A SEARING BARRAGE OF LASER FIRE. The Caretakers open up with their HEAVY MACHINE-GUNS. Travis shields himself with his hands. The bullets and laser beams DEFLECT OFF A PSIONIC BARRIER, lasers arcing around him.

Travis clenches his fists and emits a FURIOUS ROAR. The bridge TREMBLES. And the ENTIRE SECTION OF ROAD BENEATH THE MILITARY FORCES COLLAPSES, sending them TUMBLING INTO THE EAST RIVER amidst tons of concrete and steel.

INT. COMMAND HELICOPTER - DAY

Shackleton and the others watch on the monitors.

COMMS OFFICER
Target now in the downtown retail district, still headed northbound.

SHACKLETON
I don't want to engage him in a populated area. When he gets to the construction zone midtown, send in the heavy artillery.

EXT. NEW TOKYO - MIDTOWN - DAY

Totally deserted. Eerily silent. Cars abandoned in the middle of the street. A newspaper drifts past like a tumbleweed.

Travis continues north. The vast tract of scaffolding, cranes and semi-finished buildings that is New Tokyo's CONSTRUCTION ZONE in the background. We hear a DEEP RUMBLING UP AHEAD...

...as a COLUMN OF TANKS rounds the corner, trundling down the street toward him.

The convoy HALTS. Engines rumbling. Travis just looks back at them, curious. An eerie Tiananmen Square-like tableau.

An ominous BEAT - and then the tank's main gun FIRES. The armor-piercing round SCREAMS right at Travis, who doesn't even flinch. The shell SLOWS TO A HALT, spinning in mid-air for a moment, a few feet before Travis... and then EXPLODES.

INSIDE THE TANK - GUNNER'S POV

The Gunner watches through his sight as the smoke clears to reveal a large crater gouged out of the street... but TRAVIS UNHARMED. The Gunner can't believe what he sees.

ON THE STREET

Travis clenches his fists, anger rising. The lead tank starts to SHAKE... then BUCKLE... and then EXPLODES, shattering storefronts on both sides. The tank's burning main turret hurtles through the air and crashes down at his feet.

The tanks behind back up. But it's no use. Travis BLASTS THEM, SENDING THEM TUMBLING THROUGH THE AIR LIKE TOYS.

Travis spots a CRIMSON DRAPE flapping in the shattered window of the nearby POTTERY BARN. The curtain TEARS ITSELF LOOSE and wraps around his neck like an IMPERIAL ROBE. He glimpses himself in a BROKEN DRESSING MIRROR. Smiles at himself, as:

THE THUNDER OF ROTOR BLADES behind him as a HELICOPTER GUNSHIP rounds the block toward him, flying low, bristling with multiple missile and rocket pods.

Travis stares down the approaching gunship, unafraid. His crimson cloak billowing in the downdraft of its rotors. He snarls defiantly, spoiling for a fight.

TRAVIS
Come on!

The gunship OPENS FIRE. A DOZEN ROCKETS fired simultaneously. They soar toward Travis like a volley of arrows.

Travis focuses. The rockets ARC AROUND HIM AND FLY RIGHT PAST, contrails crisscrossing as they climb into the sky... and then TURN AROUND. The pilot tries hopelessly to evade his own rockets as they are GUIDED BACK TOWARD HIM. The rockets PLOUGH INTO THE GUNSHIP, BLOWING IT TO PIECES.

OVER THE CITY

BLACK SMOKE rising up from the carnage on the streets below. SHACKLETON'S TWIN-ROTOR COMMAND HELICOPTER hovers overhead. Just one of SEVERAL ARMY CHOPPERS circling over the city.

INT. THE CHAMBER - CONTINUOUS

As before. Almost total darkness, the only light the dim glow of the monitors at the control consoles. The chamber's core temperature reading: **0.0008187 KELVIN.**

The temperature INCREASES by a single decimal point. And ANOTHER. Then ACCELERATES UPWARD at an ever-increasing rate.

INT. COMMAND HELICOPTER - CONTINUOUS

Vogel anxiously monitors a bank of monitors. The readouts GOING WILD, SPIKING DANGEROUSLY INTO THE RED.

DOCTOR VOGEL
We've got a problem. We're losing containment in the cryo-chamber.

SHACKLETON
Go to failsafe.

DOCTOR VOGEL
Not responding.

SHACKLETON
There are seven independent backup systems - how can they not be responding?

DOCTOR VOGEL
The fail-safes protect the core in the event of an outer breach - but the core was the first system to fail. The chamber's shutting down from the <u>inside.</u>

He turns to where Nellis still stands under MP guard.

Shackleton leads him to the bank of control panels. He works the keyboard and a screen flashes into life. It reads:

UNITED STATES AEROSPACE DEFENSE SYSTEMS
AWAITING COMMAND AUTHORIZATION - EXECUTIVE CLEARANCE ONLY

Nellis looks at Shackleton, ashen.

NELLIS
You're not serious.

SHACKLETON
You saw what he's capable of. FLOYD's the only thing left that can stop him. I need your clearance to release control of it to me.

BEAT. Nellis hesitating, still considering his options. Shackleton grabs him by the collar, stares him down.

SHACKLETON
Do you understand what's at stake here? This boy is communicating with Akira. He's waking him up! And if I can't stop him, this city could be destroyed all over again. Now you might not give a shit about anyone else, but I'm guessing you still care about preserving your own fat ass.

Nellis goes pale as the full realization of what he has wrought finally begins to sink in.

BEAT... and then Nellis places his hand on the screen. His HANDPRINT is authorized with an affirmative CHIME. A WEAPONS OFFICER reads the information flowing onto the screen.

WEAPONS OFFICER
Sir, FLOYD's out of position over China, it'd take three hours to re-task it. But SOL can be in position in just over six minutes.

NELLIS
Is that going to be enough?

SHACKLETON
You'd better pray that it is.

EXT. NEW TOKYO - MIDTOWN - DAY

Travis heads past HARD HAT REQUIRED signs: The main expanse of the construction zone lies just ahead to the north.

EXT. CRATER SITE - MILITARY STATION - DUSK

The same ARMY DEPOT Shackleton visited earlier to inspect Akira's chamber. But only now, in daylight, do we realize its location - the CRATER visible just beyond its perimeter.

SOLDIERS SCRAMBLE as a SIREN sounds. Travis approaches across the desolate ground. Soldiers take up sandbag positions.

COMMAND POST SOLDIER
Stop where you are or we will fire!

He sounds nervous. Travis just grins, and keeps on coming.

EXT. BROOKLYN BRIDGE - DUSK

Kaneda arrives at the smashed barricade. Devastation all around him. A LASER INFANTRYMAN lies dead nearby. Crushed by a steel beam. Radio receiving:

RADIO
-target headed toward the crater.
All units are ordered to disengage.
Repeat, do NOT engage.

Kaneda picks up the dead soldier's LASER RIFLE.

EXT. THE CRATER - DUSK

Shackleton's command helicopter and two other army helos converge in the airspace above the crater.

The entire crater SHUDDERS with increasing intensity. CRACKS snake across the vast basin, forming into deep fissures as the ground SPLITS APART. The colossal cryo-chamber RISING OUT OF THE RUPTURING EARTH. FREEZING GAS spewing from great pipes that thrash around like metallic serpents.

Standing proudly atop the spherical chamber is TRAVIS. Red cloak flapping in the wind. Flaunting his phenomenal power.

The chamber comes to rest half-out of the earth with an ear-splitting GROAN, venting sub-zero gas from severed couplings.

INT. COMMAND HELICOPTER - CONTINUOUS

Shackleton and the others watch on the monitors, speechless.

EXT. THE CRATER - DUSK

AT THE CRATER'S EDGE Kaneda's bike comes to a halt as the smoke and debris begins to settle at its center.

Travis jumps down from atop the chamber, the smoke clearing from around him to give him a perfect view of its armored outer shell. He examines it thoughtfully, wipes the encrusted frost from the hatch's metal plating with his palm... to see the NUMBER 28 printed beneath.

REVERSE ANGLE REVEALS KANEDA, clambering awkwardly over a pile of debris, making his way toward Travis. The heavy laser rifle slung over his shoulder. A little out of breath.

Travis is aware of Kaneda's approach, but doesn't turn.

TRAVIS
What do you think you're doing here, Kaneda?

KANEDA
I gotta tell you, this brings back memories. Remember when we first came out here, when we were kids? I like what you've done with the place. Still needs a little work...

Travis turns to face him, and the two friends face off fifty feet apart. Travis's crimson cloak flapping in the breeze.

TRAVIS
You shouldn't have come here. This isn't your problem.

KANEDA
I'm your friend. That makes it my problem.

Kaneda takes a step closer. Dust swirling around his feet, only the sound of the wind and the eerie emptiness of the crater between them.

KANEDA
I saw what you did to Yamagata and the others. What's happening to you, Travis? Those guys were your friends too.

TRAVIS
They were never my friends, and they shouldn't have tried to get in my way. If you're smart, you won't either.

KANEDA
Travis... I'm sorry I wasn't there for you when it mattered. I'm sorry I let this happen. I'm trying to make it right. But you gotta let me help you.

TRAVIS
Go home, Kaneda. I told you, I don't need you to rescue me.

KANEDA
I didn't come here to rescue you. I came here to stop you.

TRAVIS
You don't get to boss me around any more.

Travis looks back to the Akira chamber. Gazing at the giant frost-encrusted armored hatch. He reaches up and runs his hand along its hermetically sealed edge. Transfixed.

KANEDA
Dammit, Travis! I'm warning you! Don't you open that thing!

TRAVIS
You're warning me?

KANEDA
You heard what happened before, that kid wiped out the whole damn city! You let him outta there and you're gonna be hurting a whole lot of people who never did anything to you! Is that what you want?

TRAVIS
All I want... is for him to get out of my head, and leave me alone.

Travis reaches for the chamber hatch. Kaneda unslings the laser rifle, brings it up into firing position.

KANEDA
Travis!

TRAVIS
Dammit Kaneda, I told you to-

Travis turns back to face Kaneda - just as Kaneda FIRES. The laser beam hits Travis SQUARE IN THE CHEST. Travis looks down at the smoking wound, shocked. He staggers backward a step.

Kaneda sees the pain and bewilderment in Travis's face, and instantly regrets what he has done. He lowers the rifle as Travis stumbles over a pipe and FALLS BACKWARDS down a heap of rocky debris, disappearing out of sight.

Kaneda rushes forward, after him. Looks over the edge of the rocky ledge to see Travis lying on the ground below, smoke wisping from his chest. Eyes closed. Not moving.

And then his eyes SNAP OPEN. Kaneda is stunned as the cauterized laser wound on Travis' chest BEGINS TO HEAL.

TRAVIS
You shouldn't have done that.

Travis glares at Kaneda, a furious anger burning in his eyes. The earth around Kaneda's begins to TREMBLE. Alarmed, Kaneda raises the laser rifle and FIRES AT TRAVIS AGAIN. BLASTING A HOLE IN THE EARTH where Travis was just a split-second ago.

But now he's GONE. Kaneda spins around, scanning for Travis. Looks up to find him SOARING OVERHEAD. Landing fifty yards away with a THUNDEROUS IMPACT that shakes the very ground.

As Kaneda takes aim again, Travis outstretches his hand toward him. The entire crater SHAKES, rocks and debris rising into the air. Kaneda is LIFTED UP with them. He struggles helplessly as Travis pulls him around like a rag doll.

Travis HURLS KANEDA TO THE GROUND. He hits hard, winded, the laser rifle falling just out of reach. As Kaneda crawls hopelessly toward it, Travis watches him, amused.

As Kaneda reaches for the rifle, Travis PUSHES IT AWAY with an invisible force.

TRAVIS
How's it feel, Kaneda? To be the powerless one? Frustrating, isn't it? Makes you want to just-

Travis is BLASTED OFF HIS FEET. Sent flying, reeling, and hits the ground hard, sliding across the crater floor. THEN A MASSIVE CHUNK OF CHAMBER WRECKAGE CRASHES DOWN ON HIM, burying him completely.

REVEAL KAY STANDING NEARBY. A look of intense concentration.

BEAT. Kaneda climbs out of the crater and rushes to Kay as she stumbles forward, weakened by the psionic exertion.

KANEDA
What are you doing here?

KAY
Saving you.

A METALLIC GROAN O.S. grabs their attention. They turn to see the metal wreckage MOVING. Just a little at first. Then it is LAUNCHED INTO THE AIR, crashing down twenty yards away.

Travis emerges from a HOLLOW stamped in the earth, unharmed. But now more angry than ever. Kay steps in front of Kaneda.

TRAVIS
Got your girlfriend fighting your battles for you now, Kaneda?

Kay squares off against Travis.

But this time he's in no mood to be messed with. He WRENCHES KAY OFF HER FEET, FLINGING HER THROUGH THE AIR. She crashes down amidst a field of wreckage, CRYING OUT IN PAIN.

KANEDA
God damn you, Travis! You think all this makes you somebody? You want to fight, then let's fight!

Kaneda clenches his fists, staring down Travis. Spoiling for a fight. BEAT. And then Travis BURSTS OUT LAUGHING.

TRAVIS
I'll say this about you, man. You always could make me laugh.
(beat)
I'm gonna miss that about you.

Kaneda backs away as Travis raises his palms, power welling up within him. He almost seems to be GLOWING. Bathed in a RADIANT LIGHT that narrows as it focuses around him. Then we realize it's not coming from within him - but FROM ABOVE. Travis looks up to see a SECOND SUN BLAZING OVERHEAD. Dirt and debris are LIFTED INTO THE AIR around him, sizzling. He raises his arm to see the skin being SEARED FROM HIS HAND.

Kaneda rushes to where Kay lies injured and pulls her down behind a large rock for cover, looking up at:

A BLINDING COLUMN OF LIGHT BEAMING DOWN FROM THE SKY. Growing stronger as its focus narrows to a pinpoint around Travis. His flesh now beginning to BURN. He SCREAMS. And then:

BOOOOOOOOOOOM! The area in a fifty-yard radius around Travis is ANNIHILATED BY THE BEAM. Kaneda and Kay take refuge inside the crater as the intense blast wave roars over their heads.

INT. COMMAND HELICOPTER - CONTINUOUS

Everyone crowded around the control console.

SHACKLETON
Tell me we got him.

WEAPONS OFFICER
Awaiting confirmation...

EXT. THE CRATER - CONTINUOUS

The smoke clears, revealing a DEEP HOLE gouged out of the earth. BEAT... and then TRAVIS APPEARS, CLIMBING OUT OF THE HOLE. Hair scorched. Badly shaken. HIS RIGHT ARM CHARRED BLACK. Travis touches it and THE WHOLE ARM DISINTEGRATES INTO ASH. He falls to his knees and CRIES OUT IN PAIN.

INT. HELICOPTER COMMAND CENTER - CONTINUOUS

Shackleton watches a ZOOMED-IN CAMERA IMAGE on the monitor.

SHACKLETON
He's wounded. Hit him again.

WEAPONS OFFICER
Target is marked and locked in.

SHACKLETON
Fire.

EXT. EARTH ORBIT

SOL - A GARGANTUAN MILITARY LASER PLATFORM - hangs silently above the earth, an orbiting predator. Its giant lens - like the eye of a robotic cyclops - GLOWS as it charges... and FIRES ANOTHER FOCUSED BEAM OF LIGHT.

EXT. THE CRATER - CONTINUOUS

Travis feels another BRILLIANT AURA forming around him. Looks up to see the BEAM BURSTING THROUGH THE CLOUDS. Growing narrower, brighter... and again PUNCHING A GREAT HOLE IN THE EARTH. But somewhere at the eye of the storm, TRAVIS IS STILL THERE. Protected within a tiny SHIELD BUBBLE. Eyes clenched, focusing. Summoning every ounce of strength.

EXT. COMMAND HELICOPTER - CONTINUOUS

WEAPONS OFFICER
Sir, something's wrong. There's some kind of feedback inside the particle beam.

EXT. THE CRATER - CONTINUOUS

Travis, still within SOL's blistering beam, strains toward one final effort... and the beam DISSIPATES.

EXT. EARTH ORBIT - CONTINUOUS

A CONCENTRATED ORB OF ENERGY traveling back up the beam and DIRECTLY INTO THE EYE OF SOL. The lens SHATTERS... and the SATELLITE IS BLOWN SILENTLY APART IN A SPECTACULAR FIREBALL.

EXT. THE CRATER - NIGHT

The twilight sky punctuated by BURNING STREAKS OF LIGHT. A DAZZLING METEOR SHOWER as the fragments of SOL fall to Earth.

Travis crawls on his hand and knees, severely weakened. Collapses amidst a field of rubble...

...as pieces of wiring, scrap metal and other scattered chamber wreckage begin MOVING TOWARD HIM, skittering across the ground as though magnetically attracted. The fragments PIECE TOGETHER, melding with Travis's flesh to CREATE A NEW CYBERNETIC ARM. As the last fingertips fall into place, Travis slumps face-down in the earth, barely conscious.

NEARBY

Kaneda and Kay remain hidden amongst the ruins. Kaneda peeks out. There's no sign of Travis amidst the smoking ruins of the SOL blast - but he does see his BIKE still parked about a hundred yards away, right where he left it.

KANEDA
Can you walk?

KAY
I think so.

He helps her to her feet and out of the crater. Together they make their way toward his bike... but as they approach:

TRAVIS (O.S.)
Kaneda...

Kaneda looks back - to see Travis slumped on the ground behind a hunk of rock, still in a terrible state. He freezes.

Travis looks right at him pitifully. A silent BEAT as the two old friends are frozen for a moment in each other's gaze.

Travis reaches out with his monstrous artificial arm.

TRAVIS
Help... me...

Kay arrives at the bike, turns to see Kaneda stopped some distance away, looking back at Travis.

KAY
Kaneda! Come on!

But Kaneda's attention remains locked on Travis. His expression impossible to read. He looks equally likely to go back and help Travis to his feet - or punch him out. The moment lingers, begging for a resolution, when:

The sound of ROTOR BLADES as SHACKLETON'S HELICOPTER AND TWO OTHER ARMY CHOPPERS appear overhead, coming in for a landing.

Travis gets to his feet, a fierce look in response to the arriving military. Kaneda and Kay look on as the choppers touch down about a hundred yards away.

Shackleton emerges from the ramp with Vogel as armed troops pour from the other two helicopters.

SHACKLETON
Everybody else stays here. I don't want him to see any more weapons.

He moves away from the others, headed toward Travis alone. His lapel radio busy with chatter - he TURNS IT OFF.

Travis hauls himself to his feet. Still weary, but guarded. Shackleton raises his hands as he approaches.

SHACKLETON
I'm unarmed. Can we talk?

As Kaneda and Kay approach, Travis glares at Shackleton distrustfully.

TRAVIS
I got nothing to say to you.

SHACKLETON
Then say it to her.

Shackleton turns back, motions to the soldiers waiting at the helicopters a hundred yards behind him.

KAORI is escorted down the ramp of the command helicopter by an army guard. She steps forward and approaches Travis alone.

Travis is rocked by the sight of her.

KAORI
Travis. They said you needed help.

Travis tries to play it tough.

TRAVIS
Do I look like I need help?

KAORI
Yes. You do.

Kaori glances at his mechanical arm, disturbed by it. Suddenly self-conscious, Travis hides it under his robe.

KAORI
These people want to help you. They said if you'll let them, they might be able to undo what's happening to you. Make you better.

TRAVIS
You can't trust them.

KAORI
You don't have to trust them. You only have to trust me. I'm not going to leave you. They said I could stay with you. And I will. I'll stay.

BEAT. Travis wrestles with his emotions. Remorseful. Shackleton looks on nervously. Sweat on his brow.

TRAVIS
It isn't safe for you. It's not safe to be around me...

KAORI
I don't care. I don't care about any of this. You said you wanted us to get away. We can still do that. We can have that life you wanted. Once all of this is over, once you're better, it'll be just you and me. I promise. We'll go and we'll never come back.

TRAVIS
Go where?

Kaori steps closer, takes his hand in hers and looks him in the eye. Not with pity or fear, but with deep, profound love.

KAORI
Some place better than this.

A tear rolls down her cheek. And the sight of her before him like this changes him utterly. His whole demeanor softens. Suddenly the old, vulnerable Travis again.

EXT. NEW TOKYO CONSTRUCTION ZONE - CONTINUOUS

Under cover of night, ARMY SHARPSHOOTERS take up position atop the construction framework of a half-finished skyscraper. A perfect view overlooking the crater.

INT. COMMAND HELICOPTER - CONTINUOUS

Nellis stands in the command center, flanked by the two MPs watching him. Listening as the message comes over the RADIO:

RADIO
Saber Six to Colonel Shackleton, we are in position with a clear shot at the target. Target is unaware, shooters are highly confident. Sir?

NELLIS
Why the hell isn't he answering...?

RADIO
Colonel Shackleton, please advise. I repeat, shooters are highly confident. Requesting authori-

Nellis suddenly LUNGES FORWARD and grabs up the radio mic. Before the MPs can restrain him:

NELLIS
Take the shot!

EXT. NEW TOKYO CONSTRUCTION ZONE - CONTINUOUS

AN ARMY SNIPER has Travis dead in his night-vision sight.

SNIPER RADIO
Authorization received. Take the shot. Repeat, take the shot.

The sniper FIRES.

EXT. THE CRATER - CONTINUOUS

Travis hears it before anyone else does. With a flourish of his hand the GUNSHOT IS EFFORTLESSLY DEFLECTED off an invisible telekinetic barrier.

Travis shoots Shackleton an accusing look. To Kaori:

TRAVIS
I told you they couldn't be trusted. This was all just a-

Travis's voice trails off when he sees the look of horror and surprise on Shackleton's face. The same ashen look on the faces of Kaneda and Kay.

It takes Travis a moment to realize why. He looks back to Kaori to see her staring at him with a look of numb shock.

BLOOD SEEPING FROM A BULLET WOUND IN HER CHEST.

KAORI
Travis...

She slumps forward, into Travis's arms. Travis sinks to the ground with Kaori as her legs give way.

TRAVIS
You're going to be all right. I can fix you. I can do anything.

But he looks at her in panic. He doesn't know what to do.

SHACKLETON
We have a medical facility at-

TRAVIS
Don't touch her!

He lashes out with a VIOLENT FURY, his powers SUNDERING THE EARTH at Shackleton's feet and knocking him to the ground.

Travis looks back to Kaori. Beside himself with emotion. Her face is pale, on the verge of death. He strokes her cheek gently. She raises her hand and cups his face. A final, bittersweet smile... and she is gone.

Travis sobs, overwhelmed with grief. And with him, the ENTIRE CRATER TREMBLES. The air CRACKLES, ELECTRIFIED. DUST AND DEBRIS swirling around him ominously.

INT. FEDERAL SKYSCRAPER - HOLDING ROOM

Stark walls, dimly lit. A bunker-type feel. The children have been re-located here. Elena rests in her crib. Thomas plays with blocks. Maximilian sits in his pod, eyes closed.

Suddenly ALL THREE REACT SIMULTANEOUSLY. Maximilian's eyes SNAP OPEN, alarmed. Elena SITS UP, wide-eyed. The tower Thomas was building from blocks COLLAPSES.

ELENA
It's happening.

EXT. THE CRATER - CONTINUOUS

As the earth beneath their feet BEGINS TO TREMBLE, Shackleton backs away, with a look of impending dread.

SHACKLETON
We have to go... now!

Shackleton TURNS AND RUNS towards the helicopters. Kaneda hesitates a moment then catches Kay's grim look. They race after Shackleton. With every step the earthquake beneath their feet GROWING IN INTENSITY. Kaneda looks back at his friend receding into the distance. Distraught.

INT. COMMAND HELICOPTER - CONTINUOUS

The helicopter jolts as a tremor passes beneath it. Nellis looks around, alarmed.

NELLIS
What was-

The helicopter LURCHES AGAIN as the earthquake beneath grows more violent. Nellis and the two MPs guarding him are THROWN FORWARD. The nearest MP HITS HIS HEAD and falls down, dazed.

Nellis GRABS THE PISTOL FROM THE MP'S HOLSTER. The other MP rushes him - Nellis FIRES. The MP is knocked back by the blast and hits the floor. Dead. Nellis trains the gun on the soldiers at their command posts as he makes his way toward:

COMMAND HELICOPTER - COCKPIT

Nellis jams the gun into the pilot's back.

NELLIS
Get me out of here.

EXT. THE CRATER - CONTINUOUS

Shackleton watches in dismay as up ahead his helicopter LIFTS OFF without him and moves away at top speed.

The two other helicopters still remain. Troops hurrying back aboard. As Vogel races up the ramp, he spots Shackleton, Kaneda and Kay racing toward him, motions for them to hurry. They race inside, the ramp closing behind them.

EXT. THE CRATER - NIGHT

Travis all alone, Kaori dead in his arms. He looks to the sky and CRIES OUT IN ANGUISH. The sky above RUMBLES. He's breathing harder now. Blood racing. A powerful force growing within him. He closes his eyes tight, clutches his head.

EXT. CRATER SITE - CONTINUOUS

The two remaining helicopters fly away at maximum speed.

INT. COMMAND HELICOPTER - CONTINUOUS

SHACKLETON
Everybody hold on!

Kaneda's face pressed against the window, looking back at the receding crater. Shackleton lowers a VISOR over the window.

SHACKLETON
Don't look back, unless you want to go blind.

EXT. NEW TOKYO - NIGHT

A COSMIC NOVA OF INCALCULABLE POWER radiates outward like the birth of a new nebula. BUILDINGS TOPPLE, BLOWN AWAY LIKE LEAVES as the devastation washes over New Tokyo.

As Shackleton's helicopter retreats, the chopper behind it is ENGULFED BY THE BLAST WAVE. Radiating outward, the wave clips the tail rotor of Shackleton's chopper and KNOCKS IT OUT OF CONTROL. It SPINS WILDLY, plummeting to the ground.

INT. COMMAND HELICOPTER - CONTINUOUS

Shackleton and the others brace for impact as THE GROUND RUSHES UP TO MEET THEM.

BLACK. SILENCE. And then:

EXT. OLD CITY - FREEWAY OVERPASS - DAWN

The morning sun just below the horizon. Shackleton's helicopter lies twisted and broken. Engines smoking.

INT. COMMAND HELICOPTER - CONTINUOUS

The interior also trashed. Coughing and groaning. Shackleton moves through the cabin.

SHACKLETON
Is everybody all right?

KANEDA (O.S.)
Doc!

Kaneda is hunched over Kay, who lies on the floor with a head wound. Out cold. Vogel heads back to them and pulls a MEDICAL KIT from the wall. Kaneda is out of his mind with worry.

KANEDA
You gotta help her.

Vogel runs a MEDICAL SCANNER over her.

DOCTOR VOGEL
BP and respiration are nominal... no internal injuries. She's got a mild concussion. She'll be fine.

Kay's eyes flicker open. Kaneda smiles wide, relieved.

KAY
...we're alive?

KANEDA
You don't get rid of me that easy.

She smiles weakly. Closing her hand around his.

EXT. OLD CITY - FREEWAY OVERPASS - DAWN

AN ESCAPE HATCH is kicked open. Shackleton emerges and drops to the ground. As the others disembark, Shackleton turns back toward the city - and what he sees hits him like a wrecking ball. He slumps back against the helicopter. Sinks to the ground and puts his head in his hands. Lost.

Kaneda, Kay and the others look out over the city. Kay slips her hand into Kaneda's, distraught at what she sees.

NEW TOKYO HAS BEEN DEVASTATED. Practically nothing has survived intact, the tallest skyscrapers all but demolished. Thick columns of smoke rise from fires raging all over the city. New York's outer boroughs similarly in ruins.

SHACKLETON
I knew... somehow I always knew it would end like this.

KAY
I don't think this is the end...

Kaneda notices something in the distance. Something that takes his breath away.

KANEDA
She was right about everything.

SHACKLETON
Who?

KANEDA
Miyako. We have to get to Miyako.

Across the river, amidst the smoldering ruins of New Tokyo:

MIYAKO'S TEMPLE. Its characteristic spire unmistakable - and ENTIRELY INTACT. Amidst miles of devastation and collapsed buildings, it is the SOLE SURVIVING STRUCTURE.

INT. MIYAKO'S TEMPLE - THRONE ROOM

Miyako sits with her head hung low. Her APPRENTICE stands before her solemnly. A SINGLE TEAR runs down her cheek from behind her opaque spectacles.

LADY MIYAKO
Prepare rooms for the children.
They'll be here soon.

EXT. NEW TOKYO RUINS - DAY

The city's state-of-the art skyscrapers toppled and crumbling, the streets covered with burning debris and ash.

At an intersection lies the buckled wreckage of Shackleton's command helicopter.

NELLIS emerges from within, badly beat up and shaken, hand clutched against his bloodied forehead.

LADY MIYAKO (V.O.)
And they must be rested for what
lies ahead.

He staggers away from the wreckage, into the aftermath.

EXT. THE CRATER - DAY

Travis sits at the heart of destruction, physically and emotionally drained. He lays Kaori's lifeless body gently on the ground before him.

Nearby, the massive cryogenic chamber rests half-buried in the earth. The hatch marked "28" HISSES. STEAM VENTING from the outer seal. With a metallic CLUNK the hatch SWINGS OPEN.

A pair of CHILD'S BARE FEET step out from inside the hatch, onto the dusty earth. Leaving LITTLE FOOTPRINTS behind as they make their way steadily toward the crater's edge.

ON TRAVIS as the child-like figure approaches. His crimson robe being pulled from his shoulders by an unseen force.

LADY MIYAKO (V.O.)
For the second coming of Akira.

Travis turns, finds himself looking into the eyes of:

AKIRA

Exactly as he looked twenty years ago. He hasn't aged a day. The same impassive expression on his face as Travis's robe wraps itself around his naked form with a fluid elegance.

Travis is inexplicably drawn to Akira's unmoving eyes, HYPNOTIZED.

We ZOOM INTO AKIRA'S EYE, all the way down through the microscopic and then the molecular level. Then further still until we see:

ENTIRE GALAXIES. NEBULAE, STAR SYSTEMS. Hurtling through the cosmos, and through THE MILKY WAY. Faster and faster, toward a SINGLE STAR.

OUR SOLAR SYSTEM. PASSING NEPTUNE, JUPITER. AND NOW EARTH. THE SKY. PASSING THROUGH HIGH-ALTITUDE CLOUDS.

THE UNITED STATES.

THE RUINS OF NEW TOKYO.

THE CITY'S BLAST-DAMAGED OLYMPIC STADIUM.

AKIRA SITTING ON A MARBLE THRONE WITHIN THE STADIUM, AN IMMENSE THRONG OF PEOPLE PROSTRATE IN VENERATION BEFORE HIM.

...and then suddenly Travis is SNAPPED BACK to where it all began. A mind-bending journey from the sub-molecular, through the entire cosmos and back again.

Travis is in a state of extreme, almost religious awe. He has never known anything like this. HE FALLS TO HIS KNEES BEFORE AKIRA. ARMS OUTSTRETCHED, HEAD BOWED. And we

CUT TO BLACK

TO BE CONCLUDED...