

"THE CAPTAIN AMERICA MOVIE"

Screenplay

by

Lawrence J. Block

FIRST DRAFT

April 21, 1986

"THE CAPTAIN AMERICA MOVIE"

FADE IN:

A gleaming U.F.O streaks across the screen, revealing itself to be Captain America's mighty shield, as the following legend dramatically rolls:

"Amid the strife of World War II, rumors began circulating that the Nazis had created an invincible super warrior named the "Red Skull." In an effort to squash those rumors and the fear they generated throughout Europe, the United States embarked on a series of daring top secret experiments. Unlike the race to develop the Atomic bomb, or research involving biological and germ warfare, the results of those experiments remain one of history's best guarded secrets... until today."

EXT. NEW YORK CITY'S TIMES SQUARE - DEC. 23, 1944 - NIGHT

A painted cut-out of a GI on a promotional billboard for 'Camel' cigarettes blows an oversized smoke ring into the frigid night air. We WIDEN, TILTING DOWN to reveal the aftermath of a New York City snow storm. A 'Yellow Cab' pulls over. It discharges two passengers: HENRY THOMPSON, a government agent and his companion, RICHARD ERLICH. Clutching their overcoats tightly to their bodies, they tread through traffic dirtied snow, heading towards the entrance of a quaint Italian restaurant. A neon sign reads: "MAMA'S RESTAURANT."

THOMPSON

Heck of a night to be making history!

ERLICH

Are you sure this is the right address?

A drunken SANTA CLAUS standing outside the restaurant with a collection bucket, grabs Erlich affectionately around the shoulders, detaining him.

SANTA

(slurring his words)

Ho, ho, ho! Have you been a good little boy?

THOMPSON

Knock it off, Charlie--he's with me.

Sobering up immediately, the Santa backs off. The two men enter the restaurant.

INT. "MAMA'S" RESTAURANT - NIGHT

a pretty HOSTESS and VALET approach Thompson and Erlich.

HOSTESS

Good evening--Dinner for two?

VALET

May I take your coats?

THOMPSON

We'd like to hang them up ourselves, please.

INT. A COAT ROOM - NIGHT

Thompson pushes a dozen coats away from the center of the rack. He activates a small lever. A secret door slides open, revealing the entrance to an elevator...

INT. A SMALL OPEN ELEVATOR

Thompson and Erlich, descending...

ERLICH

(laughing skeptically,
eyeballing the surroundings)

I don't get it. An Italian
Restaurant?

THOMPSON

We're close enough to the subway system so we can tap the high voltage when we need it. There's enough neon lights around Times Square to mask any power fluctuations we might be causing. And then, there's one more thing.

ERLICH

What's that?

THOMPSON

(grinning)

The food is bad enough so nobody ever comes here. Most of the people you saw up there are connected with the project.

INT. A BASEMENT CORRIDOR - NIGHT

Thompson and Erlich are stopped by a uniformed guard...

GUARD

I'm sorry. I can't allow any unauthorized personal beyond this point.

THOMPSON

(flashing a paper with orders written on it)

He's a special observer sent by President Roosevelt. I accept full responsibility.

INT. AN UNDERGROUND LAB - NIGHT

A slightly futuristic high-tech laboratory bustling with activity. A lean youth, STEVE ROGERS is wheeled into a small, glass enclosed operating theater. SCIENTISTS and TECHNICIANS check and monitor equipment, making their final preparations. Steve is placed on the bed of an awesome looking machine, resembling a modern day nuclear C.A.T. SCANNER.

The reknowned DR. ERSKINE, oversees the entire operation. His attractive daughter/assistant MAGGIE, begins attaching various electrodes, fibrilating panels and an I.V. to Steve's now semi-nude body.

THOMPSON & ERLICH

watching at a distance from a special observation area...

THOMPSON

(pointing)

That's Dr. Erskine over there. The blonde with nice caboose is his daughter.

ERLICH

Is it true that they don't keep
any written records?

THOMPSON

It's a lot safer that way. You're
looking at three and a half
million dollars of prototype
equipment.

TECH. #1

Semi-conductors holding!

TECH. #2

I need a reading!

Maggie begins swabbing Steve's body down with a glistening
purple dye...

ERLICH

Where'd you get your guinea pig?

THOMPSON

Steve Rogers. He volunteered. 4-F
on account of a bad ear. He's got
the brains and timing. A little
short on muscles--but that's the
whole point of the experiment,
isn't it?

(a beat, as Maggie kisses
Steve on the cheek)

They'll probably get married
when this is all over. It was
love at first sight.

ERLICH

The lucky son-of-a...

TECH. #3

Take it up to 7.3.

TECH. #2

I still need that reading!

TECH #1

(studying his gauges)

We've got a sudden drop in
barometric pressure. If we
proceed there's a strong
possibility he might get burned!

DR. ERSKINE

(glancing at the gauges)
Looks like we've got another
storm moving in. That's a risk
we're going to have to take,
gentlemen.

TECH. #2

We're at optimum level now!

DR. ERSKINE

Begin the infusion! Stand
clear, everyone!

An infusion pump activates. A glowing radioactive liquid
begins flowing through the I.V. line, then into Steve's
right arm...

Technicians, including Maggie, retreat from the enclosed
test area, sealing the glass door behind them...

A multitude of switches are thrown. We hear and see the
whirring sounds of nuclear generators and turbines
building...

The bed Steve lies on retracts into a transparent chamber.

THOMPSON

(handing Erlich a pair
of ultra violet goggles)
Better put these on.

The test area is bathed in showering sparks and blinding,
strobing light...

VARIOUS ANGLES & REACTION SHOTS

as Steve's body is bombarded by radiation. At first, the
metamorphosis is subtle. He seems to age a few years.

The delicate facial features of a teenager harden into that
of a handsome adult. Limbs elongate. Then, the process
accelerates, as the various life function monitors around
the room begin going wild! Sinewy muscles fill out, growing,
swelling, bulging--until we are miraculously left with the
perfectly proportioned body of a striking, six foot tall,
adult, super athlete!

The warning tone on an E.K.G. machine interrupts the
magical moment...

TECHNICIAN #2
We've have cardiac arhythmia!

DR. ERSKINE
Administer 5 C.C.s of lidocaine!

A second infusion pump begins dispensing liquid...

MAGGIE
(panicking)
He's not responding!

DR. ERSKINE
Give him another 2 C.C.s!
(a beat)
Defibrilate! Now!

Several thousand volts of electricity course through Steve's body, sending him into a spasm...

ERLICH
What the hell's going on?!

THOMPSON
His cells are multiplying at a phenomenal rate--not only in number, but in density. His heart can't keep up with it! It needs time to adjust to it's new environment.

DR. ERSKINE
Again!

They hit Steve with a second jolt of electricity...

TECH. #2
He's responding!

MAGGIE
Thank God...

DR. ERSKINE
Bring him out of it. Slowly...
(a beat)
Slowly...

We hear the sound of turbines winding down. The nuclear light show gradually ceases...

TECH. #3
Vital signs, stable.

The entire room breaks out into a round of applause and cheers...

ERLICH
(animated)
It's the most fantastic thing I've ever witnessed! I can't wait to tell the President!

THOMPSON
Would you like to meet Dr. Erskine?

ERLICH
Could I?!

INT. THE TEST AREA - MOMENTS LATER

A flurry of activity. In the B.G., Technicians enter the chamber, begin undoing the electrodes from Steve's unconscious body. Thompson escorts Erlich to Dr. Erskine's side...

THOMPSON
Dr. Erskine, Congratulations!
I'd like you to meet, Richard Erlich, special observer sent by President Roosevelt...

DR. ERSKINE
A pleasure.

ERLICH
Dr. Erskine, I would just like to say--

Reaching into his jacket, Erlich suddenly produces a German luger! Pumping a bullet into Erskine's head, he quickly downs Maggie!

Next, he turns, opening fire on Steve through the chamber--spraying glass and blood in all directions!

Alarms sounding... Equipment exploding... Technicians scatter, trying to flee the gunman who continues to fire.

TWO UNIFORMED GUARDS appear in a doorway, shooting the crazed assassin...

Thompson scrambles to a badly wounded Steve's side.

THOMPSON
(shouting)
Get him out of here! Get him
out of here!

CUT TO:

INT. AN ARMY OPERATING ROOM - NIGHT

The incessant hum of reparation equipment. A team of SURGEONS, headed by DR. KESSLER, finish eight hours of grueling open chest surgery on Steve.

DR. KESSLER
(exhausted)
That's it. Close him up.

Dr. Kessler retreats from the O.R., through a set of swinging doors...

INT. CORRIDOR OUTSIDE OPERATING ROOM

as Thompson, drinking black coffee, is waiting for him...

THOMPSON
We need him back in action in
forty-eight hours.

They begin walking...

DR. KESSLER
That's impossible. It's a miracle
he survived the surgery. His
aorta was badly damaged. He had a
bullet lodged in the base of his
spine. You'll be lucky if he ever
walks again!

THOMPSON
Try telling it to the Nazis.
They've got an experimental rocket
targeted for D.C. in less than
four days. He's the only one who
can stop it.

DR. KESSLER
I'm sorry. I can't help you...

NURSE (O.S.)
Dr. Kessler!

Dr. Kessler and Thompson turn to see a frantic NURSE calling to them from the O.R.

NURSE (CONT'D)

We need you!

INT. THE OPERATING ROOM

as Dr. Kessler hurries to his patient's side...

The stitched up wounds down the center and across Steve's chest slowly begin to close, healing before our eyes!

SURGEON #2

He's beginning to heal...

DR. KESSLER

This can't be happening!

(a long beat)

Exactly, what kind of a man are we dealing with, Major Thompson?

Thompson in O.R. doorway...

THOMPSON

We're not dealing with just any man, Doctor. We're dealing with a new symbol of America!

CUT TO:

EXT. AN AMERICAN BOMBER IN FLIGHT OVER ENEMY LINES -
DEC. 29th - NIGHT

establishing... The sound of ground-to-air anti-aircraft artillery echos in the distance.

INT. DIMLY LIT BOMBER - NIGHT

Four young, unseasoned GIs, including an eighteen year old ED GREELY, try to distract themselves from the fear and cold with a game of Gin Rummy. The stakes are assorted chocolate bars, a few silk stockings. The O.S. sounds of exploding shells continue to build...

GI #1

(theatrically)

"Surrender honorably, schwein-hund, or face annihilation!" So guess what General McAuliffe says? Go ahead and take a wild guess.

GI #2
 (gloating)
 "Nuts to you, Field Marshal
 Rundstedt!" Gin!

He lays down his hand.

GI #2
 (CONT'D)
 I read the paper, too.

He scoops up the pot...

GI #3
 So why ain't we flying over
 Bastogne, helping McAuliffe and
 General Patton out of the 'Bulge?'

GI #2
 Personally, I could think of a
 thousand places I'd rather be
 right now, than playing nurse
 maid to some pretty-boy
 grandstander code-named Captain
 America.

He glances across the plane to reveal a solitary figure,
 wearing winter fatigues and a parachute pack. It is Steve
 Rogers! Beside him, lies his canvas covered shield.

GI #3
 He don't look so tough to me.

GREELY
 Maybe, you want to switch places
 with him?

GI #1
 I hear he's got a crazy costume and
 a magic shield.

STEVE
 (interrupting)
 Not magic, gentlemen. Merely
 indestructible.

GREELY
 And a really great set of ears.
 (grinning, affably)
 I'm Ed Greely...

GREELY (CONT'D)

Me and the guys were wonderin' if you'd wanna join us in a friendly game of cards.

STEVE

(glancing at his watch)
No time. Besides, I'm trying to watch my weight.

GI #2

You'd be surprised what those chocolates can get you in Europe.

GI #1

Why Harold... Does your mother know you talk that way?

The sound and flash of a shell exploding nearby. The lights inside the plane are cut to a minimum ...

GI #3

(nervously)
Is it true the Jerry's got a missile aimed at the White House?

STEVE

That's what I'm told.

ED GREELY

Two weeks ago, a V-2 hit a movie house in Antwerp, killing five hundred people.

GI #1

Remind me not to go to the movies.

GI #3

What about this guy they call the 'Red Skull?'

GI #2

Is he as bad as they say? I heard he was created by black magic-- that he's so evil, Hitler and the 'S.S.' are petrified of him.

STEVE

I'll let you know after I've met him.

An AMBER LIGHT and BELL go on, signaling Steve to prepare.

STEVE

I think it's time boys. Wanna
give me a hand?

The GIs join Steve. Hooking his chute to the guide wire,
they begin preparing the door hatch...

STEVE

(chiding GI #3)
You're sure you don't want to
switch places with me?

GI #3

(embarrassed)
I was only wising-off, Sir. I
didn't mean anything by it.

STEVE

I know, Corporal.

GREELY

Hey, Lieutenant! When you see the
'Red Skull,' do me a favor?
(grinning)
Tell him 'nuts' for me!

STEVE

What did you say your name was,
soldier?

GREELY

Corporal Edward Greely, Sir.

STEVE

Will do, Ed.

The GREEN LIGHT comes on. The hatch is opened. Clutching
onto his shield, Steve jumps out into the darkness...

GREELY

There goes one heck of a guy!

GI #2

Or one crazy son-of-a-bitch!

CUT TO:

EXT. THE BOMBER - NIGHT

Suspended by his chute, Steve drifts away from the bomber in the freezing night air. The flashes of distant enemy ground fire continue to grow closer and more numerous, lighting up the sky...

Several beats...

A SMALL ANTI-AIRCRAFT ROCKET begins heading directly for Steve! A moment before impact, Steve tucks his legs like an athlete, rolling to one side. The screaming rocket actually misses, passing beneath him!

ANGLE ON THE BOMBER

not so lucky, taking a hit in the tail section. Smoking, it begins going down!

STEVE

God Bless...

CUT TO:

EXT. NORDHAUSEN GERMANY - NIGHT

A small clearing in the snow-filled woods, as Steve hits ground. Dragged several feet, he releases himself from his chute. Turning, he is confronted by TWO NAZI INFANTRYMEN armed with submachine guns!

(NOTE: THEY SPEAK IN GERMAN. WE USE SUBTITLES.)

INFANTRYMAN #1

(grinning)

What do we have here?

STEVE

Good evening, Gentlemen.

INFANTRYMAN #2

An American flyer. I hate American flyers!

Readying his gun, one of them opens fire...

Steve ducks behind his canvas covered shield for protection. A burst of bullets ricochet in all directions.

The canvas disintegrates, revealing the mighty red, white and blue shield of Captain America!

CUT TO:

INT. A SMALL SHACK - NIGHT

THREE NAZIS 'shoot the breeze,' warming themselves by a fireplace. They hear the O.S. sounds of distant gunfire. DOGS begin barking...

NAZI #1

So the farmer says, "young man, you are welcome to spend the night in my farmhouse. I have only one bed, which you must share with my daughter..."

NAZI #2

(distracted by the dogs)
What's going on out there?

NAZI #3

Probably just a rabbit. Let him finish his story.

The roof above them begins creaking. Their eyes glance upward...

NAZI #3

(annoyed)
It's nothing, I tell you!
Finish your story!

A beat...

A LOUD CRASH, as Steve comes bounding through the flimsy roof, landing on his feet before them. He is wearing his Captain America costume, complete with cowl and mighty shield!

The stunned Nazi's stare in disbelief at the intruder...

STEVE

Which way to the missile bunker, please?

They begin laughing...

EXT. THE CABIN - NIGHT

Glass shattering, as TWO of the Nazis simultaneously go barreling through the windows, landing in the snow!

CUT TO:

EXT. A SECRET GERMAN ROCKET SITE - NIGHT

nestled in a clearing surrounded by forest. At the far side, a mighty V-2B rocket towers over its launch pedestal.

ANGLE ON TWO GUARDS

with their backs to some dense shrubbery. They watch from a distance as TECHNICIANS finish making adjustments on the rocket...

GUARD #1

She's a beauty, isn't she. They have nicknamed her the 'avenging angel.'

Grabbed around the mouth by a gloved hand, his companion suddenly disappears from view into the bushes behind them!

GUARD #1

(looking around)
Ernst? Where did you go?

(a beat)

Come on. Don't kid around.

The gloved hand flashes again, as GUARD #1 is silently yanked from view!

CAP emerges from the bushes. With the stealth of a cat, he begins creeping in the shadows towards the launch pad.

TWO SOLDIERS appear... CAP ducks behind some equipment. A beat... The equipment, which turns out to be on wheels, begins moving. CAP hitches a ride...

Taken though the camp, towards his target, CAP finally hops off...

CAP

(to self)

Thanks for the ride...

GUARD #3 is discreetly 'peeing' behind a stack of nearby cartons. He turns fortuitously to see CAP and lets out a scream. CAP quickly buries him in cartons...

ARC LIGHTS FLASH ON! SIRENS BLAST...

SOLDIERS ATOP A GUARD TOWER open fire with their rifles...

Retreating from their bullets, CAP throws his shield. The shield whizzes majestically through the air, shearing off one of tower's posts!

THE GUARD TOWER COLLAPSES, toppling to one side--as the shield glides like a boomerang back into CAP'S hands!

A GUARD WITH A VICIOUS GERMAN SHEPHERD DOG spies CAP. Grinning sadistically, he releases the dog. Charging CAP, the dog leaps at CAP'S throat...

CAP jumps higher! The dog misses, sailing out of view!

SEVERAL DRAMATIC BEATS, as SOLDIERS keep coming at CAP. Each time he dodges their bullets and blows, swinging from equipment and buildings, flaunting his incredible acrobatic abilities, turning their own weapons against them...

Obviously no match for their American adversary, EIGHT SOLDIERS finally surround CAP, slowly closing in on him.

Grasping the handles of his shield, CAP spins it on the ground. Twirling upside down like a mighty top, he kicks out--clobbering the Soldiers one by one with his booted feet!

An awesome O.S. VOICE cries out...

VOICE (O.S.)

Enough!

All eyes, including CAP'S, turn to see the dark figure of a man poised majestically atop some machinery. The face is inhuman. A skin tight scarlet skull mask, with dark hypnotic eyes, peers down at them. Maniacally malevolent, evil incarnate, it is the RED SKULL!

RED SKULL

(angry, IN ENGLISH
WITH GERMAN ACCENT)

He is making fools of you!

(a beat)

He is mine!

He descends gracefully from his perch, like a vulture. He flexes the steel studded combat glove of his right hand.

RED SKULL
(continuing, to CAP)
You want the missile?
(pause)
Come and take it.

He slowly removes an awesome looking twisted dagger from a sheath on his belt. Fingering the glistening blade and jeweled hilt, he examines it in the light of the blinding arc lamps...

RED SKULL
(continuing)
This once belonged to Napoleon.
Do you know who I am? I am...
the Red Skull. First, you must
kill me!

Grinning, he suddenly throws the knife at CAP...

It sails through the air heading towards its mark.

At the last possible instant, CAP shifts his shield, sending the dagger to the ground beside him...

RED SKULL
(delighted)
Very good!

He begins concentrating, flexing his body, the muscles of his head and neck. The jeweled hilt off the dagger seems to respond by glowing!

RED SKULL
Return!

As if by magic, the dagger slowly rises off the ground. Floating on air, it actually returns to its master!

His men mumble in awe...

CAP
Parlor tricks! I love to be
entertained!

Winding back his arm, Cap throws his mighty shield...

The shield floats on a pocket of air, heading directly for the Skull...

A moment before impact, The Skull, knocks it to the ground with his gloved fist!

HIS MEN WHISTLE AND JEER. He silences them with blazing angry eyes...

STEVE

You're a very clever man, Skull.
But, you're still a man!

Three times faster than the greatest gymnast, CAP does a continuing series of hand-over-hand summersaults. Reaching the Skull's side, he clobbers him in the chest, knocking him down!

CAP goes for his shield. The Skull suddenly rights himself from a prone position. (NOTE: We should probably film this backwards to give it a surreal quality.) A confused CAP takes a blow to the head, and is sent flying!

WHAT FOLLOWS IS A HIGHLY MEMORABLE, INCREDIBLY EXCITING, CAREFULLY CHOREOGRAPHED BATTLE involving two men with super strength. They use their fists, pieces of equipment, piping and wood beams from buildings--anything they can get their hands on, as they move around the camp, followed by jeering Soldiers. They are like two ancient gladiators fighting, slugging it out to the death... What the Red Skull lacks in speed and agility, he makes up for with foul cunning, (playing dirty) and the subtle uses of his 'dark arts.'

At one crucial moment, CAP goes for his shield on the ground beside him. The Skull concentrates--the shield slowly slides away, just beyond CAP'S reach! The Skull then sends his spiked glove through the air at CAP'S throat. The glove actually begins strangling CAP on its own accord, before CAP can break its iron grip!

As the adversaries finally wear each other out, we wind up with an old fashioned clobbering match. Barely able to lift their arms, the exhausted warriors resort to exchanging blows. When it becomes apparent that CAP is getting the best of his opponent, a beaten Red Skull slowly drags himself up from the ground. We almost feel sorry for the super villain as he humbly raises his open hands in defeat...

RED SKULL

You win...

Slowly advancing, he activates a poison gas device on his chest! Thick clouds of purple smoke engulf CAP!

RED SKULL

(continuing)

Nothing!

To our horror, CAP teeters... Losing consciousness, he slumps to the ground!

EXT. THE ROCKET SITE - CLOSE ON ROCKET'S WARHEAD - DAY

We WIDEN, PANNING DOWN, to reveal CAP (with his shield) awakening, bound three feet above the base of the rocket by chains. A gloating Red Skull stands beside him...

RED SKULL

I trust you slept well, Captain...
America! Those chains are made
of chrome steel, so don't bother
struggling. You fought well. I
was better.

(pause)

You are going to take a little
ride. You will fly higher and
swifter than any human being has
ever flown.

A badly hurt CAP struggles futilely with his bonds...

RED SKULL

(continuing, sarcastically)

No. No. No need to thank me! The
pleasure is all mine!

(pause)

So you will not be lonely, I have
packed you a small gift. 'anthrax
257...' How incredibly ironic. In
addition to destroying your
precious White House, you will
bring the plague with you!

CAP

(whispering)

You're... insane.

RED SKULL

Coming from you, I take that as
a complement! Auf Weiderschen, my
fair haired American hero!

RED SKULL (CONT'D)

Regards to Franklin Delano
Roosevelt...

(to his men)

Prepare to launch!

A flurry of activity. WORKERS quickly retreat from the launch area. The sounds of turbines revving up. Gases begin pouring out of the rocket...

CAP

(pleading)

Wait... Skull... Listen to me!

RED SKULL

Please! Do not grovel!

CAP

(choking)

Two...

(struggling to speak)

Two...

Unable to hear, the Red Skull leans beside CAP'S face... Suddenly revitalizing, CAP seizes the villain's wrist, just below the cuff of his dreaded gloved hand!

CAP

(continuing, brazenly)

Can travel just as cheaply as
one, you son-of-a-bitch! Stop
the launch!

(squeezing the wrist)

Stop it, or I take you with
me!

RED SKULL

(cringing with pain,)

Aghhhhh! Stop the launch! Stop
it, I say!

ANGLE ON TWO TECHNICIANS

hitting buttons futilely...

TECHNICIAN

(panicked)

We can't! It's too late!

A great whoosh of flame from the base of the rocket...

A panicked Red Skull, struggling to get free...

CAP
(continuing to squeeze)
A little something for you to
remember me by, Skull!

Howling in agony, the Red Skull suddenly manages to tear free, leaving his hand behind!

The great rocket starts to ascend, carrying CAP upwards...

VARIOUS ANGLES

as it takes to the air like a great bird...

CUT TO:

EXT. SKY - LATER - CLOSE ON CAP - DAY

Having shifted his shield, CAP begins sawing through the chains that bind him!

LONG SHOT

The rocket still in flight...

EXT. SKY - DAY

CAP still sawing away with the shield. The chains snap! He starts to wriggle free!

CUT TO:

EXT. WASHINGTON D.C. - DAY

The rocket is seen distantly over the D.C. skyline...

EXT. SKY & WASHINGTON D.C. - DAY

CAP, bleeding from the nose, (due to the pressure) is now clinging to the rocket's tail fin! Using his great strength, he is actually trying to bend it!

CAP'S POV of the White House from the air...

CAP struggles desperately with the tail fin. It starts to bend. Down below, PEOPLE point in horror.

Suddenly the Rocket starts to change its course! Passing over the White House, it streaks safely into the distance!

CUT TO:

EXT. THE ARCTIC SKY - ANGLE ON ROCKET - DAY

CAP is clinging on for all he's worth! Icicles begin to form on his face and shield! The rocket begins sputtering. It starts to plummet downwards...

A last flash of CAP as the ice and snow rush toward him!

From the ground, the rocket hits the glacier. A great explosion of ice, as it is swallowed by the ice floe!

FADE OUT

WE BEGIN A RADIO SOUND MONTAGE, QUICKLY WORKING OUR WAY FROM VINTAGE W.W. II MUSIC & HISTORIC ANNOUNCEMENTS (including F.D.R.'s death and various infamous assassinations of world leaders) TO A 1987 ROCK TUNE ON THE RADIO...

FADE IN:

EXT. POLAR ICE CAP - 1987 - DAY - CLOSE ON A SNOW-TRACTOR

blaring the rock tune on its radio. Passing directly before the CAMERA, it reveals THREE incredulous oil company GEOLOGISTS scrutinizing a cordoned off section of ice...

THEIR POV as the distorted image of a frozen CAPTAIN AMERICA (with shield) peers up at them through the ice!

GEOLOGIST #1

My God! It's an alien...

GEOLOGIST #2

You mean, an illegal?

GEOLOGIST #1

I mean, an alien, alien! Like E.T.

GEOLOGIST #3

Shouldn't somebody call the military!

CUT TO:

EXT. AN ARMY AIR BASE - DAY

Lots of excitement. A refrigeration device, containing a seven foot long block of ice, is carefully lowered by crane from a military cargo plane...

Leaking water, WORKERS begin loading it onto a truck...

WORKER

Stand clear... Stand clear!

DR. HASTINGS, an anthropologist type, oversees the operation.

DR. HASTINGS

(noting the leakage,
shouting to an AIDE)

Slight change in plans--he's beginning to thaw! Make sure operating theater number three is available! Get a cryonics expert and the coroner in there, stat!

AIDE

Yes, Sir!

CUT TO:

INT. A COUNTRY CLUB LOCKER ROOM - DAY

Nearly dressed, 'right winger' GENERAL HALLSEY finishes reading a memo given to him by his ATTACHE...

GEN. HALLSEY

(incensed)

This is absolute lunacy! You're trying to tell me, that the United States Army participated in illegal research over 43 years ago--that they found the remains of that research preserved in a block of ice in the Arctic--and now, they're going to try to thaw it out, dredge it up before the public eye! Why wasn't I notified sooner?!

ATTACHE

(defensively)

There was no time, Sir. Besides, you were out playing golf.

GEN. HALLSEY
 I want a full report, now!
 Assemble my staff! I want
 Generals Winger, Madison and
 McCormick there as well!

CUT TO:

INT. AN OPERATING THEATER - A BLINDING FLASH OF LIGHT

We WIDEN to reveal the CORONER and CRYONIC EXPERT utilizing the latest LASER TECHNOLOGY, as huge chunks of ice are sliced away from the block. An animated Dr. Hastings quickly separates ice from the body, as the laser continues to cut...

DR. HASTINGS
 This is utterly fantastic!

CRYONIC EXPERT
 Watch that you don't lose a
 finger, Sir.

DR. HASTINGS
 I'll do my best.

CUT TO:

INT. AN ARMY CONFERENCE ROOM

High ranking officers including General Hallsey, MADISON, WINGER and McCORMICK sit around a table, listening to a report being delivered by LIEUTENANT BRANDT. An obvious air of skepticism pervades the room, on the part of the listeners.

LT. BRANDT
 (reading from notes)
 "December 20th--subject receives
 first of a series of twelve
 desensitization shots. December
 26th--desensitization therapy is
 successfully completed. Subject
 is trained and briefed."

BACK TO:

INT. OPERATING THEATER

Dr. Hastings removes CAP's shield from the ice...

CORONER

What's that... a 'Frisbee?'

DR. HASTINGS

I think it's some kind of shield.

CRYONICS EXPERT

How old is this guy supposed to be?

CORONER

Let's get him out of this suit and find out!

BACK TO:

INT. THE CONFERENCE ROOM

LT. BRANDT

December 29, 1944--having recovered from the assassination attempt, subject is parachuted over Nordhausen, Germany. The transport carrying him is shot down. Miraculously, one of it's crew members survives. Captain America is never heard from again.

GEN. WINGER

Captain who?

LT. BRANDT

'Captain America,' Sir. That's what they called him. The 'Sentinel Of Liberty.'

BACK TO:

INT. THE OPERATING THEATER

The Coroner cuts an army 'dog tag' from around CAP's neck, handing it to Dr. Hastings...

DR. HASTINGS

(reading tag)

The 'Sentinel Of Liberty...'

CRYONICS EXPERT

Whoever this guy was, he was in fantastic shape. Look at the biceps!

CORONER

I wonder how he got those scorch marks?

BACK TO:

INT. CONFERENCE ROOM

LT. BRANDT

"January 1st, 1945--there are nearly two hundred recorded sightings of a German rocket flying over Washington D.C. At least twelve of those reports swear they saw a man clinging onto the tail. 4:00 P.M.--Bethesda Naval tracks what appears to be a V-2 Rocket, heading for the North Pole."

GEN. HALLSEY

More likely it was Santa Claus...

Derisive laughter, echoing throughout...

GEN. MADISON

This uhh, Crimson Skull...

LT. BRANDT

Red Skull, Sir...

GEN. MADISON

What was HE like?

LT. BRANDT

A nightmare. A twisted product of Nazi science and the occult gone wrong. He made Josef Mengele seem like a choir boy. In the end, he turned on his creators. Having engineered Hitler's ruin, he supposedly escaped with a vast sum of wealth to a hidden Island somewhere in the Pacific. Some say he's still alive today--responsible for most of the terrorism in the world.

GEN. McCORMICK

A likely story...

GENERAL WINGER

(perplexed)

I seem to remember my children
reading comic books about
Captain America...

LT. BRANDT

Rumors leaked at the end of the war...

GEN. HALLSEY

Comic books?!

BACK TO:

INT. THE OPERATING THEATER

They continue examining CAP'S body...

DR. HASTINGS

This tissue seems almost alive.
I read about the Russians and
their frozen Mammoth--but, this
is something entirely different!
Run that scope over here, please.

BACK TO:

INT. THE CONFERENCE ROOM

LT. BRANDT

You'd be surprised what you can
learn about a culture by studying
the fiction its youth reads.

GEN. HALLSEY

Poppycock! War hysteria! Pure,
one hundred percent,
unadulterated war hysteria! Like
the invasion of Los Angeles by
the Japanese! You know what I
think, Gentlemen? I think, this
entire business is a Communist
plot! I think they planted a
corpse in a funny suit, to
embarrass us--to make us look
like a bunch of warmongering idiots,
tampering with the laws of nature!

Chatter throughout the room...

LT. BRANDT

Begging everyone's pardon--these are historical facts! The 'Red Skull' and 'Captain America' did exist!

GEN. HALLSEY

What makes you such an authority, Lieutenant Brandt?!

BACK TO:

INT. OPERATING ROOM

DR. HASTINGS

I know this sounds crazy--but, before we open him up, I'd like to try one more thing.

(a beat)

Get me a crash cart and some de-fibrilating equipment, please!

BACK TO:

INT. CONFERENCE ROOM

LT. BRANDT

(timidly)

Prof. Erskine... The scientist who discovered the tissue building serum... He was my uh... Grandfather.

A multitude of voices express their outrage and shock...

GEN. HALLSEY

Then you're dismissed, Lieutenant! I want you out of here, now! You have no right being on this committee!

(to the others)

It's obvious he's trying to settle some personal score--to vindicate his family's name.

Giving up, a disgusted Lt. Brandt quickly gathers his notes together, then exits. The room is filled with chatter, as those present continue to argue among themselves...

BACK TO:

INT. OPERATING ROOM

Crash cart and de-fibrilating panels are hooked up to CAP...

DR. HASTINGS
Stand clear, please!

BACK TO:

INT. CONFERENCE ROOM

in a boisterous free-for-all...

GEN. WINGER
(banging an ashtray
on the table)
Gentlemen! Gentlemen! We can sort
the rest of this out later! What
are we going to tell the news
media?

GEN. HALLSEY
Where not going to tell them
anything! Do you want us to be
the laughing stocks of the entire
world?! We've got peace
conferences coming up!

GEN. McCORMICK
What about the President?

GEN. HALLSEY
I'll take care of the President.
(to all)
I move that the remains of this
'Captain America' fellow be
re-frozen and shipped back to
the Arctic, immediately!

Mumblings of agreement...

ANGLE ON THE DOOR

as Lt. Brandt unexpectedly reappears, interrupting...

LT. BRANDT
I'm afraid it's a little late
for that, General! We just got
confirmation. Captain America's
alive!

CUT TO:

INT. AN ARMY HOSPITAL CORRIDOR - DAY

Dr. Hastings escorts Lt. Brandt and CORPORAL CHARLES DUFFY towards Steve's hospital room. Duffy is a youthful, highly pleasant, small town boy with a thick southern accent. They wear civilian clothes, as we catch tail end of Dr. Hastings's briefing...

DR. HASTINGS

He has good brain and motor function, so we're probably dealing with a form of emotional amnesia usually associated with the trauma of patients coming out of coma. His memory will most likely return in chunks--maybe even all at once with the right stimulation--but, I wouldn't push it. He's been unconscious for nearly forty-two years. He's got an awful lot of catching up to do. Don't let the decor of the room spook you. Remember, as far as his brain is concerned, it's October, 1945. He's a sophomore at City college. He's studying art and history. He's never heard of Captain America, the New York Mets or 'Lite' beer.

INT. HOSPITAL ROOM - DAY

1945 decor, including Norman Rockwell paintings and 'swing' music playing on an antique radio. Steve is sitting up in bed. An attractive nurse, SANDY, sits on a chair nearby, reading vintage magazines. Rising as they enter, she begins fluffing Steve's pillows...

DR. HASTINGS

(cheerfully)

Good morning, Steve! How are you feeling today?

Steve stares with a blank expression, slowly nodding his head in affirmation.

SANDY

He's doing very well, Sir. He ate most of his breakfast!

DR. HASTINGS

Good!

(to LT. BRANDT)

He was on intravenous up until two days ago. Now, he's feeding himself.

(to Steve)

I brought you some visitors, Steve! This is uh, Dr. Brandt and, uh...

CORP. DUFFY

(flustered)

Corporal... I mean, uh Dr. Charles Corporal Duffy. You can call me Duffy. What the heck, all all my friends do!

LT. BRANDT

(shaking Steve's hand)

How do you do, Steve! It's a pleasure to meet you!

CORP. DUFFY

(pumping Steve's hand)

How you doing buddy?!

(scanning the room)

Gosh, it's a beautiful day!

LT. BRANDT

(to Dr. Hastings)

Can he hear us?

DR. HASTINGS

Of course. He just hasn't spoken yet. It'll take awhile for the larynx to adjust. He's been drawing pictures. Some of them are quite good.

Picking up a sketch pad from a table, Dr. Hastings shows it to them.

CLOSE ON PICTURES

an assortment of nicely done pencil sketches, reflecting the pre-war forties.

Included, is a pretty girl in a forties swimsuit, seated on the hood of an old Chevy convertible...

LT. BRANDT

These are really nice! You're a very talented artist.

CORP. DUFFY

(to self)

Boy, is he in for a surprise!

LT. BRANDT

Anyway, Steve... If there's anything Duffy and I can do for you--anything at all... Please feel free to call us--day or night.

(begins exiting)

Your country owes you a tremendous debt of thanks.

CLOSE ON STEVE

nodding... then, frowning momentarily in confusion.

CORP. DUFFY

(waving)

That goes double for me!

They exit the room...

INT. A HOSPITAL CORRIDOR - MOMENTS LATER

An angry Lt. Brandt stops to punch his fist into a candy machine. A box of 'Milk Duds' drops into view.

LT. BRANDT

Damn! Why did I say that? He's not supposed to remember the experiment, his involvement in the war, or anything!

CORP. DUFFY

(retrieving the candy)

Don't you think your being a little too hard on yourself, Sir.

They continue walking...

CORP. DUFFY

(continuing)

I'm sure he didn't hear you.
Anyway, I don't know what all
the fuss is about.

(chomping on 'Milk Duds')

In a certain respect, it's kinda
like a dream come true. Want
some?

LT. BRANDT

No thanks.

CORP. DUFFY

Imagine, waking up one morning
and being able to step right
into the future! You're young,
reasonably attractive, a hero--
and you just happen to be one
of the strongest men on Earth!

LT. BRANDT

You seem to be forgetting
something, Corporal. The entire
world, as he knew it, has just
abruptly come to an end.
Everyone and every thing he knew
and loved, has either grown old
or died. His girl, his friends,
his folks--they're all fleeting
memories. I'd think twice before
trading places with him. He's a
closed chapter in an ancient
history book.

CORP. DUFFY

I guess you're right, Sir.
But uh...

(grinning)

Think of the back pay!

BACK TO:

INT. STEVE'S HOSPITAL ROOM - DAY

Steve in bed, looking very tired, as Sandy straightens up his
room...

SANDY

(cheerfully)

Okay, Steve. Time for your nap.

As she picks up the sketch pad and pencils from his lap, one of his drawings falls to the floor.

SANDY

(continuing)

What's this, a new one? My,
you work fast...

She studies the drawing in the light to reveal a finely detailed portrait of an evil face. Not just any evil face. Before us lies a portrait of the RED SKULL!

CUT TO:

EXT. PACIFIC OCEAN - AN ISLAND - DAY

establishing. In the B.G., surrounded by dense jungle, stands a foreboding MEDIEVAL CASTLE!

INT. THE CASTLE - DAY

HANS, an ancient war-horse, (complete with sabre scar on his cheek), wearing a military uniform of obvious Nazi influence, hurries along a stone hallway. Stopping before a finely carved wooden door, he hesitates, then cautiously knocks...

A beat...

VOICE (O.S. FROM WITHIN)

What is it, Hans?

INT. THE RED SKULL'S LIBRARY - DAY

A masterpiece of Germanic decor and styling, blended with a wide variety of art treasures, medieval weaponry, and paintings stolen at the end of W.W. II. In the shadows, behind an oversized desk, sits the DARK FIGURE of a man with his back to us...

Hans timidly approaches.

HANS

So sorry to bother you, Sir. A transmission has just been received over the radio.

(pause)

I had them run it through the decoding machine twice. It still comes out the same.

DARK FIGURE

(somber)

Read it to me...

HANS

(trembling)

It's just four words:

(pause)

Captain America... is...
alive.

(an awkward beat)

That's all it says...

DARK FIGURE

I would like to speak with
Herr Meiterhoff and Orlick...

HANS

Of course, Mein Fuhrer...

(a beat)

Are you okay, Sir? I did not know
how you would accept the news.

DARK FIGURE

Leave me...

HANS

Yes, Mein Herr...

Hans exits.

Swiveling slowly in his chair, the brooding Dark Figure reveals itself to be the RED SKULL! For the first time we see him without his mask. Although he has obviously aged since the war, he miraculously seems to be in his mid-fifties. Attractive, virile, austere--it is the eyes which betray his infinite capacity for evil.

His left hand holds the familiar jeweled dagger which once belonged to Napoleon. His right hand is out of view. On the desk before him, stands a small bronze statue of the Roman god, Mars. Beside it, sits an ominous, incredibly life-like stuffed vulture. On the wall behind him, hangs a tremendous stuffed alligator.

RED SKULL

(curiously detached,
softly, to self)

So... you live after all these
years, Mein Captain. Somehow you
have managed to allude me.

(pause)

RED SKULL (CONT'D)

Did I unwittingly provide you
with the key to immortality? We
will find out... Very soon.

We hear the whir of delicate machinery and hydraulics, as what remains of the Red Skull's right arm rises into view. The hand is totally mechanical--fabricated from gleaming, jointed metal! A brilliant marriage of sculpture and science--it is a technological marvel!

Approaching the statue of Mars, the hand clamps down on it. Exerting pressure, we hear the whine of straining metal, as as the figure is crushed into a distorted heap!

RED SKULL

(continuing)

Of that... you have my word!

CUT TO:

INT. THE COCKPIT OF AN EXPERIMENTAL FIGHTER JET - DAY

as Gen. Hallsey and Gen. McCormick apparently put the plane through its paces. Dodging enemy aircraft fire, they execute a series of fancy maneuvers...

GEN. HALLSEY

It's been two weeks! He still isn't speaking. His behavior is erratic. No sign of improvement. He keeps that shield and corny suit by his side at all times. We never should have released it to him.

We WIDEN OUT to reveal them on the ground, seated in the cockpit of super sophisticated FLIGHT SIMULATOR!

GEN. HALLSEY

(continuing)

Even if he has the incredible strength and agility Lt. Brandt says he has, what good is it? This in an age of push button technology.

He fires for emphasis. An enemy plane on the screen takes a hit, going down...

GEN. HALLSEY (CONT'D)

(continuing)

Let's face it... Captain America is an anachronism. He's of absolutely no use to anybody. Do you want this one, or should I take it?

GEN. MCCORMICK

You can have it.

Gen. Hallsey launches a small air-to-air missile. Hitting its target, it explodes in a mass of flames!

GEN. MCCORMICK

Way to go!

(a beat)

But what if Brandt is right? What if he had those incredible powers--and he got out of control? Who would be able to stop him?

Momentarily distracted by the question, Gen. Hallsey misses evading the fire of an enemy jet...

GEN. MCCORMICK

Look out! Look out!

GEN. HALLSEY

Shit!!!

Bracing themselves, the viewing screen explodes in a tremendous ball of fire!

A pleasant female synthesized voice comes on...

SYNTHESIZED VOICE

Thank you for flying 'Technodyne's Altair 7 Flight Simulator.'

CUT TO:

EXT. HOSPITAL GROUNDS - DAY

Corp. Duffy, now in uniform, heads across the beautifully landscaped lawn. Carrying a rectangular gift wrapped package, he passes, nodding pleasantly, to several V.A. PATIENTS and their NURSES taking in fresh air and sunlight...

EXT. A NEARBY SPACIOUS GARDEN

Steve sits on a lawn chair, near a gurgling stone fountain. He is wearing a light jogging outfit. Sandy, now wearing a modern uniform, is reading to him from William Peter Blatty's 'The Exorcist.' On the floor beside Steve, is a parcel just large enough to contain CAP's shield and uniform...

SANDY

(theatrically, playing both Karras and the Demon)
 "Are we going to record something, Padre? How fun! Oh I love to playact, you know! Oh, immensely!"
 "I'm Damien Karras," said the priest as he worked. "And who are you?"

CORP. DUFFY (O.S.)

(interrupting)
 Corporal Charles, E. Duffy--at your service!

They turn to see Corp. Duffy behind them, wearing a big boyish grin on his face...

CORP. DUFFY

(continuing)
 How ya doin', Steve? Hi Sandy!
 (to Sandy)
 Ya know, you really shouldn't be reading him that kind of stuff. It'll give him nightmares.

SANDY

How's it going Duffy?

CORP. DUFFY

I just got the new orders. You're both being transferred to Douglas Air Force base, so Major Hallsey and his boys can keep a tighter watch on him. Don't look so glum-- it's a pretty terrific place! Lieutenant Brandt and me chipped in and got you a little going away present.

(holding up the gift)
 Something for you too, Sandy...

Dipping his hand into his pocket, he produces a little wrapped box, tossing it to her...

SANDY
(catching it)
Thanks!

CORP. DUFFY
(to Steve)
Here--let me open it for you.

Steve, nodding slowly...

CORP. DUFFY
You're gonna love it!

Tearing the paper away, he reveals a deluxe wood French type, artist's sketch box and easel.

CORP. DUFFY
(continuing, animated)
It's a sketch box! Very French...
It's got legs built right into
it, so you can stand it up like
an easel! It's got a canvas
holder, and a genuine leather
handle.

SANDY
(displaying a gold
chain with a #1 charm)
I love it! Thanks, Duff!

CORP. DUFFY
(to Steve)
And inside, you can keep your
paints and brushes. Suppose
you get a sudden compulsion
to paint Sandy over there in
the nude? You just press this
button, release this little
catch and--

A sudden burst of machine gun fire from O.S. The sketch box
it torn apart, spraying colored paint in all directions!

Instant chaos, as PATIENTS and NURSES scatter in fear...

CORP. DUFFY
Holy Christmas, they're shooting
at us--everybody down!

Sandy takes a bullet in the chest, slumping over!

Getting hit in the shoulder, Corp. Duffy drags Steve behind the fountain for cover. Pulling out a gun from beneath his jacket, Duffy begins returning the fire.

THREE of the Red Skull's HENCHMEN, dressed like orderlies, continue shooting at them from across the garden...

CORP. DUFFY

(firing away,
reloading)

They're not after me! And they weren't after her! You're gonna have to get the hell out of here, Steve! I'll try to hold 'em off. Over the fence. Follow the road to the nearest town. Find a police station. Get going!

(shoving him)

That's an order!

Grabbing the parcel containing his shield, Steve makes a break for it...

Corp. Duffy, blasting away. He gets wounded a second time!

Steve disappears behind some bushes...

EXT. HOSPITAL GROUNDS - FENCE - DAY

The parcel containing CAP'S shield and suit drops to the ground just outside the fence. A beat... Steve lands on his feet beside it.

Scattered gunfire just misses him...

Scooping up the parcel, Steve begins running...

MEITERHOFF (O.S.)

Idiots! He's getting away!

CUT TO:

EXT. A DESERTED ROAD - DAY

Steve walking... A pickup truck pulls over beside him.

RUDY
(grinning)
You need a lift, buddy? Get in.

Steve climbs in...

INT. PICKUP TRUCK IN MOTION

The driver, Rudy, a husky 'redneck' in his late thirties, listens to country and western tunes on his radio...

RUDY
Not many people use this road anymore. You're lucky I came by when I did. Where to?

Steve just sits there, staring out the window...

RUDY
(playing with
radio tuner)
You like country and western music? This is about the only time I get to listen. My old lady can't stand--

The O.S. SOUNDS of blaring sirens--as a CONVOY of ARMY VEHICLES and AMBULANCES suddenly rushes by them on the opposite side of the road! It is obviously headed for the hospital.

RUDY
Say, what the heck's going on around here?
(pause)
You ain't in any kind of trouble, are you?

The O.S. SOUND of a car horn begins blaring behind them... Checking the rear view mirror, Rudy confronts the image of a DARK SEDAN tailgating his truck.

RUDY
(annoyed, shouting)
I hear ya. I hear ya! So pass me, if you want to! Damn idiots!
(relaxing, to Steve)
Everyone's always in a rush to get nowhere, fast. Doc, says I'm supposed to watch my blood pressure. Wanna beer?

Reaching under his seat, Rudy produces a can of beer. Popping the top, he offers it to Steve--who refuses.

RUDY
(taking a swig)
Suit yourself...

The sedan behind them, suddenly bumps into his truck, nudging it forward!

RUDY
(spraying beer
from his mouth)
That's it!

Popping her into gear, he accelerates. The pickup leaves the sedan behind in a trail of dust!

RUDY
(grinning)
Let's see 'em pass us now!

Several beats... The sedan begins catching up.

RUDY
Hold on!
(flooring it)
We'll give 'em a run for their
money!

VARIOUS ANGLES as A HIGH SPEED CHASE on a treacherous winding road follows, until...

Once again, closing the distance, the sedan opens with gunfire!

RUDY
That's it! Now I'm really pissed!
(to Steve)
Take the wheel!
(an awkward beat)
Take the wheel!

Placing Steve's hands on the wheel, Rudy removes a double barrel shotgun from a rack behind his head. Hanging out the window with it, he takes aim...

The pickup begins swerving...

RUDY
 (to Steve)
 Hey, come on! Hold it steady!
 What are you doing?

Obviously in no condition to drive, Steve continues struggling with the wheel...

Rudy, firing both barrels...

The sedan takes a hit in the front grill!

Swerving off the road, it crashes into a tree!

INT. THE PICKUP TRUCK

Reclaiming the wheel, Rudy continues driving...

ANGLE ON THE PICKUP - MOMENTS LATER

Screeching to a halt on the side of the road, as Steve is ejected from the truck.

RUDY
 (screaming)
 Are you crazy?! What are you
 trying to do? Get me killed?!
 Who taught you how to drive?!

The truck begins driving off. Stopping suddenly, Rudy chucks Steve's parcel out the window, then speeds away...

Steve retrieves his parcel. A SERIES OF GUNSHOTS ring out.

Steve scrambles into the bordering woods.

CUT TO:

EXT. THE WOODS - VARIOUS ANGLES

as Steve is pursued on foot by three would-be assassins, including MEITERHOFF and ORLICK...

FLASHBACK

WE ENTER STEVE'S MIND, GOING BACK IN TIME, DISTORTING REALITY... We are now back in Nordhausen, Germany. Instead of the Red Skull's modern day henchmen, Steve is chased by NAZI OFFICERS. Spring has turned to Winter.

There is SNOW on the ground. The forest echoes with the sound of SIRENS, BARKING DOGS and EXPLODING SHELLS. SOLDIERS shout to each other in GERMAN.

Emerging from the forest, an exhausted Steve sees a long FREIGHT TRAIN passing by.

More gunfire... As his assailants are joined by more of the Red Skull's men.

Seeing no other way out, Steve begins running for the train.

Several beats... Doing nearly forty miles an hour, he actually begins catching up to it!

His incredulous assailants continue firing at him...

Grabbing onto the train's handrails, Steve pulls himself up! Disappearing into an open freight car, the door slams shut. WE ARE LEFT IN DARKNESS.

INT. THE DIMLY LIT TRAIN - IN MOTION

FLASHBACK to the BOMBER SOUNDS and VOICES of American GIs on Steve's mission over Nordhausen...

GI #1

"Surrender honorably, schwein-hund, or face annihilation!" So guess What General McAuliffe says? Go ahead and take a wild guess.

GI #2

(gloating)
"Nuts to you, Field Marshal Rundstedt!" Gin!

Suddenly illuminated by the flickering flame of a 'Zippo' lighter... Steve confronts the images of THREE HOBO/WINOS peering down at him...

HOBO #1

Hey fella--you okay?

HOBO #2

Got any spare change?

The lighter goes out...

FADE OUT

FADE IN:

INT. FREIGHT CAR - IN MOTION - DAY

Steve awakens to sunlight filtering through an opening in the roof. Only one Hobo remains. It is Ed Greely--only now, he's sixty-two years old, an alcoholic and obviously down on his luck! There is still a certain charm to him...

GREELY

Have a good sleep?

STEVE

(glancing around,
confused)

We're on a train... How long
have I been out?

GREELY

Day or two.

(toasting him with
some rum)

Kinda hard to say--if you know
what I mean.

STEVE

Where are we headed?

GREELY

End of the line. New York City! I
like to make the trip at least
twice a year, when the weather's
warm.

Remembering, Steve begin searching for his parcel...

GREELY

Don't worry. It's right over
there. I wouldn't let any of 'em
steal it on ya. They all got off
in Cincinnati.

(smiling)

You gotta name?

STEVE

(clutching the parcel)

I... Can't remember...

GREELY

Happens to me all the time. Too
much drink.

GREELY (CONT'D)

Does something funny to your
brain.

(a beat)

And then at other times--I can see
so clearly, it hurts. I remember
things like it was yesterday--as
if I was still there...

(grinning)

But, only when I ride the rails.

STEVE

You seem... familiar.

GREELY

I got a familar face. Ever been in
'Nam?

Steve's blank expression...

GREELY

Korea? The 'Big One?'

(pause)

I been in all three. You probably
don't know it, but you're lookin'
at a bonafied, one hundred percent
American 'fly boy.'

(grinning)

Hell of a fancy pilot too! Wanna
drink?

(waving his bottle
of rum)

Just what the doctor ordered.

STEVE

(taking it)

Thanks.

GREELY

It'll grow hair on your chest.

Steve takes a sip, begins choking...

EXT. THE FREIGHT TRAIN - IN MOTION

riding along the countryside...

INT. FREIGHT CAR - IN MOTION - LATER

Steve and Greely are getting progressively smashed, as they
continue to pass the bottle back and forth...

GREELY

So I say to him. "Hey, Lieutenant! When you see the 'Red Skull,' do me a favor? Tell him 'nuts' for me!" Out of the plane he jumps--whoosh--like an arch angel going to do battle with the devil. Not a hint or glimmer of fear in his eye. I tell ya boy, it was inspiring... One of the proudest moments of my life--like being part of history.

(a beat)

Couple of minutes later, we was shot down over Northern Germany. I was rescued by British troops, decorated by F.D.R. I bounced right back. Got my wings, finished out the war with twenty-two missions!

(pause)

I flew in Korea and in Vietnam. Cryin' shame when a hero comes home and there's noone there to greet him... Been on the road ever since.

STEVE

Tell me, Ed... old buddy, old pal, old chum. Whatever happened...

(hiccuping)

Whatever happened... to the guy with the suit who jumped over Germany?

GREELY

Probably killed. 'The good, they die young.'

He begins scrutinizing Steve...

GREELY (CONT'D)

Damn! Now, your beginning to look familiar to me!

STEVE

(smiling)

"I got a familiar face!"

GREELY

The hell you do. If I didn't know better... If I didn't know it was impossible, I'd swear...

(a beat)

I gotta stop drinkin'. But, I won't. I never do.

Cracking himself up, Steve unzips the top of his jogging jacket, begins staring at his own chest...

GREELY

What are you doing?

STEVE

Lookin' to see if there's any hair on my chest!

CUT TO:

EXT. A NEW YORK RAILROAD YARD - ANGLE ON FREIGHT TRAIN - DAY
coming to a grinding halt.

INT. FREIGHT CAR

flooded with sunlight, as Ed Greely throws the door open with a loud crash.

GREELY

Last stop! End of the line!

EXT. RAILROAD YARD ENTRANCE

Steve and Ed Greely prepare to separate...

GREELY

Well, this is it...

STEVE

Take good care of yourself, buddy.
Thanks for the history lesson.

GREELY

Stay off the booze. You got a whole life ahead of ya. You're gonna be fine.

They begin walking in opposite directions. Several beats...

STEVE
 (shouting)
 Hey, Ed!

ED
 (turning)
 Yeah?

STEVE
 (grinning)
 What year did you say it was?!

CUT TO:

EXT. TIMES SQUARE - THE ARCO TOWER - NIGHT

As if answering Steve's question, we watch a million lights spell out the date: April 24, 1987--then, begin their daily exhibition of news highlights...

CLOSE ON STEVE

fascinated by the sign, watching from the street below...

GRUFF VOICE (O.S.)
 Hey fella, you don't belong
 here!

We WIDEN OUT to reveal a WORKER in overalls shouting at him, as a truck tries to pull into view....

WORKER
 (continuing)
 ... Move it! This is a loading
 zone!

Steve moves on...

VARIOUS ANGLES

Steve continues down the BUSY STREET--his senses assaulted by a myriad of dazzling lights, a cacophony of BIG CITY SIGHTS and SOUNDS--all new to him...

A 'punked out' TEENAGER on a skateboard suddenly appears. Blaring ROCK MUSIC on the granddaddy of oversized 'boom boxes,' he nearly collides with Steve.

STEVE
 (jumping out of
 the way, to self)
 What do you call that?

AN ELDERLY SHOPPING BAG LADY, with shopping cart, stops long enough to supply the answer...

BAG LADY
 Progress...

STEVE
 Excuse me... Can you tell me
 where 'Mama's' is?

BAG LADY
 What?

STEVE
 'Mama's?' It's an Italian
 restaurant.

BAG LADY
 (annoyed)
 Do I look like the 'yellow
 pages?!'

EXT. 42ND STREET - NIGHT

We follow Steve in his search, as he passes a multitude of
 PORNO PALACES, STRIP SHOWS, and SLEEZE JOINTS...

VARIOUS ANGLES

as he beholds and reacts to an assortment of tough city
 STREET LIFE, including JUNKIES and HOOKERS...

Enthralled by a billboard, featuring a semi-clad girl, Steve
 backs into the street...

A SCREECH of BRAKES as an outrageous purple 'PIMP MOBILE'
 nearly hits him!

PIMP
 (shouting)
 Crazy mother! What the hell do
 you think your doin'! Watch
 where your going!
 (getting out of car,
 accosting Steve)

PIMP (CONT'D)

You almost put a ding in my car!
This is my favorite car! Get the
hell off the street!

STEVE

(backing onto curve)
Sorry...

PIMP

(following him)
You bet your sweet ass you're
sorry! What's the hells the matter
with you, boy?! Why don't you look
where you're goin'?! 'If you can't
take the heat, then stay off the
street!'

STEVE

(overwhelmed)
Yes, Sir. Uhhh... You wouldn't
happen to know where 'Mama's' is?

PIMP

(defensively)
What did you say, Boy?! Are you
crazy?! Don't you go messin'
around with me! Don't you go
callin' me no names! I am one
mean, nasty dude! I'll give you
a slap on the side of your head,
you'll never forget! Do I make
myself clear?!

Distracted, Steve glances skyward, to see a series of large
SMOKE RINGS drifting across the night sky!

STEVE

Never mind...

Having found a familiar landmark, Steve begins heading for
the source of the rings...

PIMP

(continuing to rave)
You bet your sweet ass, never
mind! Crazy son of a 'B!' Must
be out of his frigging mind. Must
have a couple of screws loose, too!

CUT TO:

EXT. TIMES SQUARE - CLOSE ON A PROMOTIONAL BILLBOARD

for 'TONY'S DISCO.' A painted cut-out of a punk girl, blows oversized smoke rings out of her left ear, into the night air...

INT. TONY'S DISCO - THE DANCE FLOOR

One of the city's hottest new night spots, packed with wall-to-wall DANCERS. On a continuous stage, surrounding the dance floor and glass D.J. BOOTH, stand a host of musically synchronized AUTOMATED ANIMALS FIGURES, all decked out in 'mohawk' hair styles and punk gear...

ANGLE ON A DANCING MECHANICAL HIPPO

as the adorable, eternally effervescent, BERNIE struggles to repair its oversized mohawk. Thrown from the stage by the Hippo's swinging arms, she is joined by co-worker, CHARLENE.

BERNIE

(dusting herself off)
I have to be out of my mind
working in a place like this!

CHARLENE

You'll get used to it!

BERNIE

Some things you don't get used to!

MR. CASTIGLIONE (O.S.)

Bernie! Charlene! Get over here!

BERNIE

Like that!

We FOLLOW Bernie and Charlene as they take a few steps, stopping before their gruff boss, MR. CASTIGLIONE...

BERNIE

What is it, Mr. Castiglione?

MR. CASTIGLIONE

I get one more complaint about
you mistreating customers and
you're out!

BERNIE

Who was it? The freak with the razor blades or, the girl with the penny nails hanging out of her nose? Do you know what she wanted me to do?

MR. CASTIGLIONE

I'm not interested...

BERNIE

Come on, Mr. Castiglione--you know how much I need this job.

MR. CASTIGLIONE

So do eight and a half percent of the people in this city, who happen to be outta work--but you don't see me going around hiring them! Okay, enough!

(pause)

You and Charlotte relieve Micky and Angie in the lobby. They haven't been on break since they got here and Mickey don't have such good bladder control. And don't go startin' up with anymore customers, Bernie--or you can forget about performing!

BERNIE

Bless you Mr. Castiglione!
(begins walking,
to Charlotte)

Why didn't I listen to my mother and marry a rich doctor?

EXT. TONY'S DISCO - ANGLE ON ITS PROMOTIONAL SIGN

blowing smoke rings...

CAMERA CRANES DOWN to reveal Steve peering up at it, confused... What was once the entrance to Mama's quaint Italian restaurant, is now mobbed with a sea of rowdy 'PUNK' inspired PATRONS waiting to get in...

ANGLE ON MEITERHOFF & ORLICK

watching Steve from beyond the crowd. Nodding suspiciously to each other, they begin following him...

INT. THE LOBBY - ANGLE FAVORING BERNIE & CHARLOTTE

screening really weird looking CUSTOMERS, as they enter in single file...

BERNIE

(cheerfully)

Hi. Welcome to 'Tony's.' Can I see some I.D., please. Are you carrying any illegal weapons on your person?

CHARLOTTE

Are you on P.C.P or any other mind altering drugs?

BERNIE

Please pay the cashier. Have a nice evening.

(a beat)

Hi. Welcome to 'Tony's.' Can I see some I.D., please. Are you carrying--

BERNIE'S POV OF ENTRANCE

as Steve enters, looking particularly handsome and 'normal' in his jogging outfit...

CUSTOMER

Am I what?

BERNIE

What? Oh! Never mind... You're fine. Please pay the cashier. Have a pleasant evening.

(to Charlotte)

He's really cute... Mind covering for me?

CHARLOTTE

(grinning)

He's all yours...

Bernie crosses to the tail of the line, leading Steve away from crowd...

BERNIE

Hi. Welcome to 'Tony's.' My name is Bernie. I'm your hostess.

(pointing to his parcel)

BERNIE (CONT'D)

You're not carrying any dangerous weapons in there, are you? No, of course not.

STEVE

Can you tell me what happened to 'Mama's?'

BERNIE

I beg your pardon?

STEVE

'Mama's...' This used to be an Italian restaurant. Can you tell me what happened to it?

BERNIE

Look... I just started here. I can't afford to get into any trouble. I'm already on probation.

STEVE

'I'd like to hang my own coat up, please.'

BERNIE

You're not wearing a coat. Besides, we don't have a coat room. Only an old storage closet, that looks like it might have once been a coat room.

STEVE

That'll do. May I see it?

BERNIE

What?

(suspiciously)

Why?!

STEVE

Because...

Glancing around, he spies a set of 'Building' and 'Health' Department certificates hanging from a nearby wall...

STEVE

(continuing)

Because I'm a building inspector and you've got some faulty wiring.

STEVE (CONT'D)
 Why else do you think I came down
 here?

A long beat...

BERNIE
 (skeptically)
 Are you married?

CUT TO:

INT. STORAGE CLOSET/COAT ROOM - STEVE'S HAND

activating the secret lever. The hidden door slides open. He quickly disappears inside...

Bernie waiting outside the room, fixing her hair...

BERNIE
 You're not really a building
 inspector are you?
 (a beat)
 Hello?

Poking her head in the doorway, she searches for Steve...

BERNIE
 (continuing)
 Yoo, hoo! Hello? Where'd he go?

MR. CASTIGLIONE (O.S.)
 (bellowing)
 Bernie!

CUT TO:

INT. THE UNDERGROUND LAB - NOW IN RUINS

Steve slowly enters, confronting his origins. Surrounded by COBWEBS and SMASHED EQUIPMENT, he begins a somber tour of the room.

We INTERCUT a series of quick, but dramatic, FLASHBACKS showing the highlights of the experiment and his reactions. Included are the actual TRANSFORMATION and the murder of Prof. Erskine and his daughter... As if in a trance, Steve's hand slowly begins opening the parcel he's been carrying around with him...

BACK TO:

INT. THE DANCE FLOOR ABOVE

Meiterhoff and Orlick finish grilling Bernie over the BLARING MUSIC, as Mr. Castiglione watches...

BERNIE

(flippantly)

He said he was the building inspector! He wanted to check some faulty wiring in the storage closet.

MEITERHOFF

The man is extremely dangerous. He escaped from Bellevue psychiatric hospital. He's already killed three people!

BERNIE

What?!

(pause)

He was so cute looking...

MR. CASTIGLIONE

(freaking)

And you let him in?!

ORLICK

Please show us where you took him.

BACK TO:

INT. THE SECRET UNDERGROUND LAB

CAMERA SLOWLY CIRCLES CAPTAIN AMERICA, as we, once again, get to see him in uniform. He looks... inspiring!

A beat... The O.S. SOUND of a GUN being COCKED!

ANGLE ON MEITERHOFF & ORLICK

standing behind CAP with their guns drawn and aimed!

MEITERHOFF

So, the pigeon has come home to roost.

BERNIE'S VOICE (O.S.)
 (interrupting)
 Hello?! Excuse me? Did you find
 him?!

All eyes turn to see Bernie entering the doorway...

BERNIE
 (continuing, screaming)
 Oh my god!

Taking advantage of the distraction, CAP bashes Orlick,
 sending him down...

Meiterhoff opens fire...

Deflecting the bullets with his shield, CAP quickly drop
 kicks him in the stomach, knocking him to the floor.

CAP
 (to Bernie)
 Sorry, if I scared you.

BERNIE
 (petrified)
 Oh, no! Keep away from me!
 (retreating)
 Just... keep away from me!

Backing into the wall, she accidently throws a switch. The
 hum of machinery, as equipment activates, then explodes in
 a shower of sparks!

Screaming once again, Bernie faints!

BACK TO:

INT. THE DANCE FLOOR - UPSTAIRS

A BOISTEROUS DANCE NUMBER in PROGRESS--as the electricity
 begins going crazy.

VARIOUS ANGLES

as LIGHTS FLICKER, the MUSIC SPEEDS and SLOWS. The AUTOMATED
 FIGURES go HAYWIRE, finally begin exploding in a dazzling
 pyrotechnic display!

PUNKER
 (spellbound)
 Far out!

MR. CASTIGLIONE
(bellowing above noise)
Bernie!!!!

CUT TO:

INT. BERNIE'S APARTMENT - THE BEDROOM - DAY

Bernie awakens in bed, still wearing her clothes, to see Steve peering pleasantly at her...

BERNIE
(smiling, smitten
by love)

Hi...

(remembering)
Oh, my God--it's you!
(clutching blankets
to her)

You're that crazy building
inspector those two men were
chasing after!

STEVE
I'm not a building inspector. My
name is Steve Rogers.

BERNIE
(sarcastically)
Oh, now I feel much better! Keep
away from me, or I'll scream!
(glancing around,
confused)
Wait a minute... I'm home. In my
own bed. How did I get here?

STEVE
I brought you. Mr. Castiglione,
your boss, fired you. He gave me
your things. Your address and keys
were in your hand bag.
(pointing to her
oversized bag)
That is a hand bag, isn't it?

BERNIE
Fired me! That no good, son-of-
a...
(interrupting herself)
You mean, you spent the night
here?! In my apartment?!

STEVE

I didn't have a place to stay. I was up most of the night reading. I can assure you...

BERNIE

Wait... It's all coming back to me, now. There was a guy... In a funny suit. He had a... 'Frisbee'-- no, a shield! Red, white and blue, like the American flag... Little white wings on his head. What happened to him?

(wincing)

Oh... How'd I hurt my head?

STEVE

That was me.

BERNIE

You hit me on the head?!

STEVE

No. You tripped over some equipment. I was the guy in the suit. With the shield... and the little white wings.

BERNIE

That was you?!

(a beat)

Of course it was you!

(theatrically)

WHY?!

STEVE

You'd never believe me.

BERNIE

You're right. Try me!

STEVE

I guess it doesn't matter anymore. So much time has passed. I'm... Captain America.

BERNIE

You're who?!

STEVE

Captain America...

BERNIE

You mean, like 'Superman?'

STEVE

Sort of. Only, he's pretend and I'm... real.

BERNIE

Of course you're real! Why not?

(pause)

Anybody ever tell you you're beautiful when you smile. Too bad you're an escapee from Bellevue and a dangerous, psychotic killer.

STEVE

(defensively)

I never killed anybody in my life--and I'm not from Bellevue. Look... Why don't you get dressed. I'll fix you some breakfast and we'll talk. I'll tell you my story. If you still think I'm lying, you can call the police. I'll get out of here. You'll never see me again.

BERNIE

(confused)

You want to make ME breakfast?

(a beat, suspiciously)

Are you sure you're not married?!

INT. BERNIE'S KITCHEN - LATER

Nicely decorated... Steve and Bernie finish eating a sumptuous breakfast. On the chair beside them lies CAP'S shield and folded costume. On the the table, a 1986 Almanac.

STEVE

... You know, you saved my life when you showed up at the lab.

BERNIE

I did?

STEVE

Uhuh...

BERNIE
 (coquettishly)
 That's nice.

STEVE
 Would you like some more coffee?

BERNIE
 I can get it myself.
 (rising)
 Women are a lot more independent
 nowadays.

STEVE
 Does that mean you believe me?

BERNIE
 (pouring coffee for
 them both)
 Not in a million years! Let's just
 say I'm not afraid of you anymore.

The O.S. SOUNDS of POLICE SIRENS begin building in the B.G.

BERNIE
 (ignoring them)
 But, suppose it was true? Mind you,
 I'm not saying it is. But, just
 suppose--hypothetically speaking,
 of course--just for the the sake
 of argument, we pretended that it
 was true. How old... How old,
 would that make you?

STEVE
 Well...
 (thinking about it)
 Since everything stopped when I
 was frozen. Since my heart, my
 metabolism, my brain, ceased
 aging--that would make me
 approximately... the same age I
 was in 1945... Twenty-two.

BERNIE
 (to self)
 'And eyes so blue...'

STEVE
 I beg your pardon?

BERNIE

Nothing. So, uh... What happens now? What do you do, now?

STEVE

I don't know.

(distracted by the sound of the sirens)

Hide out for awhile. Try to keep a low profile.

(riffling through the pages of the Almanac)

There are so many things I still don't understand about your world.

BERNIE

Like what things? What don't you understand? Maybe... I can help.

STEVE

Like... that sound! What IS that?!

Rising from the table, he crosses to a closed window, peering out at the fire escape and street below...

BERNIE

(listening)

Oh, that! Police sirens... I know, they sound kinda like spaceships. I think the bank down the block is being robbed again.

(glancing away)

It happens at least twice a month. I wouldn't worry about it.

The O.S. SOUND of the window being thrown open... By the time Bernie's eyes return to it, Steve is gone! So are his shield and costume!

BERNIE

(shouting out window)

Steve?! Oh my God!

(eyeing the chair where he kept his things)

Oh no! Not the suit! Not the funny little wings!

CUT TO:

EXT. '1ST AMERICAN' SAVINGS BANK - DAY

mobbed by PRESS and curiosity seeking PEDESTRIANS, as POLICE try to keep them behind barriers...

POLICE CHIEF
 (through BULL HORN)
 I want everybody back! Damn it--
 keep those people away from there!

ANGLE FAVORING NEWSCASTER #1 & HIS CAMERAMAN

huddled behind a car, trying to complete their story...

NEWSCASTER #1
 Since that time, there has been no contact with the gunman or his hostages. So far, one bank guard and two police officers have been wounded. A special SWAT team has been brought in. Again, for those of you just joining us, at approximately 10:05 this morning, a man armed with an 'Uzi' submachine gun entered the 1st American bank on third avenue, demanding...

CUT TO:

EXT. REAR OF BANK BUILDING - DAY

A SWAT TEAM LEADER uses a large hand drawn diagram to prep his OFFICERS. Behind them, a multitude of ladders and scaffolding is raised into position against the building...

SWAT LEADER
 When I give the signal, Johnson and Ramirez hit windows 'A' and 'B.' Parker drops down through vent 'C.' At that precise moment, Andrews fire a smoke bomb through window 'D' as a diversion. The element of surprise will be completely on our side. With a little luck, we'll be able to keep the loss of civilian life down to a minimum.

CAP (O.S.)
 Pardon me, Gentlemen...

All eyes turn to see Steve, (dressed as CAP), passing by them! Moving out of his way, they watch as he quickly ascends one of the ladders, heading for the top...

RAMIREZ

Who the hell is that?!

SWAT LEADER

He can't go up there! Stop him!
Shoot him down!

ANDREWS

We can't do that. Sir. The gunman
will think we're firing at him!

INT. THE BANK - ANGLE FAVORING THE BANK ROBBER

holding a DOZEN frightened helpless CUSTOMERS at bay with a machine gun...

ROBBER

(hysterical)

I... I gave them my demands. They...
they didn't meet 'em. So now, we...
all gotta die!

Mumblings of fear throughout the room, as he quickly scans his prisoners...

ROBBER

(continuing)

You, with the bald head! Get over
here!

Without warning, CAP comes crashing through the vent in the ceiling, landing twelve feet away from the Robber!

CAP

Drop your gun and surrender! I
promise things will go easier on
you--you have my word!

Shock and surprise throughout the room...

The Robber begins laughing insanely... then opens fire on CAP!

Bullets ricochet off CAP'S shield...

Hostages screaming, scatter in fear...

ROBBER
 (incredulous, his gun
 jamming)
 What the...

CAP throws his shield...

It floats around the room on a pocket of air. Circling behind the Robber, it suddenly turns sharply, conking him on the head, sending him down!

EXT. FRONT OF BANK - MOMENTS LATER

Overjoyed SPECTATORS cheer. CAP emerges from the entrance, carrying the unconscious Robber over his shoulder. A beat... He dumps him into the arms of waiting Police...

NEWSCASTER #1
 (overcome by emotion)
 I wouldn't have believed it, if I didn't see it with my own eyes! A man wearing a red, white and blue costume, has just emerged from the bank with the alleged gunman! He has just turned him over to the police, and the crowd is going wild!

VARIOUS ANGLES ON CAP

being greeted by a growing CROWD of WELL-WISHERS... He is patted on the back, congratulated with handshakes, kissed by CHILDREN...

Several beats...

PEDESTRIAN #1
 Who is that guy?

PEDESTRIAN #2
 I dunno--who is he?

An eight year old STREET KID smiles up at them...

STREET KID
 Don't you guys know nuthin'?
 (pause)
 That's 'Captain America!'

CUT TO:

INT. BERNIE'S APARTMENT - CLOSE ON A T.V. SCREEN - NIGHT
the six o'clock news in progress...

NEWSCASTER #2

A man identifying himself as
Captain America became an instant
hero today, when he single-
handedly rescued--

The channel is switched...

NEWSCASTER #3

... Miraculously, not one of the
twenty-two hostages was injured--

The channel is switched...

NEWSCASTER #1

... When asked why he did it, he
responded: "People were in
trouble. I had to help." More on
this story, including the official
Presidential response, and a taped
interview with Captain America,
after these messages...

We WIDEN OUT as a commercial comes on, to reveal Steve and
Bernie sitting on a sofa, watching T.V.

BERNIE

You sure know how to keep a low
profile.

(pause)

Now that you're famous, I suppose
I'm never going to get to see you
again.

STEVE

Are you kidding? Why do you say
that?

BERNIE

I don't know... Just a funny
little feeling. Things like this
always seems to happen to me. Ya
meet a guy, you're really nuts
about--he becomes a national hero,
and poof! Bye-bye, Bernie!

STEVE
Oh yeah? Well not this guy.
(smiling)
How about dinner?

BERNIE
Sure.
(suspiciously)
When?

STEVE
I don't know... Tomorrow night?

BERNIE
Okay. Where?

STEVE
How about the uh... the White House?

BERNIE
The White House?!

STEVE
(grinning)
By invitation only!

CUT TO:

EXT. WASHINGTON D.C. - THE WHITE HOUSE - NIGHT

establishing...

INT. THE PRESIDENTIAL DINING ROOM

PRESIDENT ANDREW W. THOMPkins, FIRST LADY, PATTI, Steve and Bernie enjoy a sumptuous meal at a beautifully decorated dinner table. A variety of exotic courses, served and cleared by the house STEWARD and MAID...

FIRST LADY
(to Bernie)
So tell me, Bernie--how long have you two known each other?

BERNIE
We go back a ways... Actually, we met a week ago, yesterday. I uh...
(blushing)
Kinda saved his life.

FIRST LADY

You make a lovely couple.

PRES.

Tell me Steve. Have you made any career plans?

STEVE

Not yet, Sir. When I was in college, I was an art major. But now, I don't know...

(glancing around)

I still can't get over being here. I used to be one of your biggest fans!

PRES.

You were?

STEVE

You used to play football for Notre Dame!

PRES.

Why, yes I did. But that was a long time ago.

STEVE

(animated)

'Andrew 'Buzzer' Thompkins!' They called you the 'Buzzer,' because when you 'buzzed' by, you were so fast, you were almost invisible! You were one of my heros.

PRES.

Why thank you! I haven't been called the 'Buzzer' in--let's see now...

STEVE

Forty-two years... Yesterday for me, Sir.

PRES.

I keep forgetting, we're nearly the same age. I try to keep in shape, but you look terrific!

(joking)

Who does your hair?

Good-natured laughter, echoing throughout...

FIRST LADY

Tell me, Bernie. Do you work?

BERNIE

Oh, I've held lots of jobs.
Primarily, I'm a songwriter. I'm
still waiting for my big break.
It'll come.

FIRST LADY

I'm sure it will.

PRES.

Do you play an instrument?

BERNIE

Guitar, a little piano...

PRES.

Splendid... Maybe after dinner,
you could play for us...

FIRST LADY

We could roast marshmallows and
have a sing-in.

BERNIE

Oh, no. I couldn't. I...

CUT TO:

INT. THE PRESIDENTIAL RUMPUS ROOM - LATER

Bernie and the First Lady sit at an upright piano, playing/
singing a duet of, "Michael Row Your Boat Ashore." The
President and Steve are engaged in a friendly game of pool.
There are beers on the table. In the B.G. a BUTLER and MAID
roast marshmallows in a blazing fireplace, placing them on
a silver tray...

BERNIE & FIRST LADY

(singing, playing)

"Michael row your boat ashore,
Hallelujah...
Michael row your boat ashore,
Hallelujah..." , etc.

PRES.

(working the table)

It's a cruel world out there, Steve. A lot has changed since you were in the service of your country.

(making his shot)

The West Germans and Japanese are our allies... The Russians, our enemies. But, some things never change. Three ball, right hand pocket.

(makes his shot)

Wherever people live, they yearn for freedom. Democracy is still the only way I know of supplying that need. Keep up the good work.

STEVE

Thank you Sir.

PRES.

Patti and I are having a little birthday celebration for our granddaughter, Judy.

(missing his shot)

We'd be honored if your friend, Captain America could show up.

STEVE

(chalking up)

I think I could arrange that, Sir.

PRES.

You can come along too, Bernie. If you promise not to sing. Ha, Ha. Only kidding...

BERNIE

(giggling)

Oh, Mr. President!

FIRST LADY

Do you know... 'Auld Lang Syne?'

BERNIE

I think so...

Steve shoots... All the remaining balls, except the cue ball, miraculously sink into their pockets!

EXT. THE WHITE HOUSE - NIGHT

SOUND OVER, as we listen to the group singing 'Auld Lang Syne.' Their words and music echo across the White House lawn...

DISSOLVE
SLOWLY TO:

INT. THE RED SKULL'S CASTLE - NIGHT

MATCHED ANGLE on a perfectly detailed SCALE MODEL of the WHITE HOUSE and LAWN, as we continue to hear their singing! We WIDEN OUT to reveal the Red Skull and several of his MEN, including Meiterhoff, Orlick and Hans, listening to the 'bugged' festivities on a sophisticated recording device!

PROF. BONET, an elderly 'mad scientist-type' stands nearby, carefully holding a small glass vial containing liquid.

RED SKULL

(switching off recording,
to Meiterhoff and Orlick)

You had him... and you let him slip through your fingers like water through a sieve. He is the only man alive who can interfere with my plans. You have both failed me.

MEITERHOFF

Only temporarily...

ORLICK

Forgive us, Mein Fuhrer. We have already devised a way to--

RED SKULL

Silence! I am not interested in excuses, or your petty schemes!

The whirl of machinery, as the Skull's mechanical hand slowly encircles the glass vial Prof. Bonet is holding. Grasping it delicately, he gazes at it in the light...

RED SKULL

(continuing)

Professor Bonet has been kind enough to supply me with a miraculous new serum. All that remains... is to test it on a human being. I need a volunteer.

Meiterhoff and Orlick exchange subtle looks of fear...

MEITERHOFF

(stepping forward)

I... I would be honored, Mein
Fuhrer.

RED SKULL

Splendid...

The mechanical hand slowly begins bringing the vial towards Meiterhoff, then suddenly stops...

RED SKULL

(focusing his gaze
on Orlick)

You surprise me Herr Orlick. I
felt certain, you would have
leapt at the chance of aiding
your beloved leader... no
matter what the risk.

ORLICK

(nervously)

I... I do, Mein Herr. With all
my heart.

RED SKULL

Then, drink...

Straining the muscles of his head, the Red Skull releases his grip on the vial. It hovers magically in mid-air, slowly gliding towards Orlick--who is now sweating...

RED SKULL

Take it!

Trembling with fear, Orlick grasps the vial...

RED SKULL

(grinning)

Don't worry... there is an
antidote.

ORLICK

(pathetically)

Of course, Mein Fuhrer...

Drinking the liquid, Orlick gags, anticipating the worst. At first nothing. Then, he begins shaking. Within moments he begins aging!

Those around him watch with morbid curiosity and fear, as his hands and face wrinkle, the hairs on his head grey, falling out. As the nightmarish process continues, Orlick's breathing becomes labored...

ORLICK

(panicking, in agony)
This can't be happening!
(pleading)
The antidote... You promised!

RED SKULL

The antidote...
(sadistically)
Is... death!

Drawing his last breath, Orlick withers away, crumbling into a mummified skeleton!

RED SKULL

Once again, you survive Herr Meiterhoff. Do not fail me again!

CUT TO:

INT. STEVE & BERNIE'S NEW APARTMENT - DAY

as they enter. Steve is loaded down with groceries. Bernie carries a large boxed pizza. In a corner of the room, sit an abundance of newly arrived flower and fruit baskets, sent from well-wishers...

BERNIE

Oh, no! Why do people keep sending things?

STEVE

To show their appreciation.
(heading for kitchen)
I'll make the salad. You want Diet Pepsi or Lite beer?

BERNIE

(putting pizza on table)
Whatever...

She crosses to a phone answering machine. An indicator reads 179 messages! She presses the rewind button. The phone rings.

BERNIE
 (into phone)
 Hello? -- Sorry, you have the
 wrong number.
 (hanging up, it
 rings again)
 Hello? -- Sorry. Nobody here by
 the name of Captain America.
 (hanging up, to self)
 He had to go on the Johnny Carson
 show, as Steve Rogers...

INT. KITCHEN

Steve stands before a cutting board with salad makings and a
 knife...

STEVE
 What was that?

BERNIE (O.S.)
 Never mind!

STEVE
 Can you get the door?

With twice the speed and agility of a master chef, Steve
 begins chopping assorted vegetables!

INT. LIVING ROOM

BERNIE
 (confused)
 I didn't hear the door--

As if on cue, the door bellrings...

Crossing to the door, Bernie opens it, revealing a grinning,
 fast talking AGENT...

AGENT
 Hi! I can make you rich! I'm a
 talent agent with the William
 Morris Agency--

BERNIE
 Not interested!

She slams the door in his face.

Steve appears, carrying a tray with a fancy salad, plates and drinks, etc. Setting them down beside the pizza, he takes a seat...

STEVE

Chow time!

BERNIE

I see you figured out how to use the food processor.

The doorbell rings again...

BERNIE

(shouting)

I said, I wasn't interested!

MAILMAN (O.S.)

Mail...

BERNIE

Can't you just leave it in the the box?!

MAILMAN (O.S.)

Could. But it won't fit.

She opens the door, revealing a pleasant MAILMAN. He drags an oversized sack bulging with postcards and letters into the room...

MAILMAN

(exiting)

He sure is popular!

BERNIE

(scrutinizing the sack,
upset, near tears)

That's three apartments in two weeks. And I was beginning to like this place!

STEVE

Did anybody ever tell you you're beautiful when you smile?

BERNIE

Don't start. It's not funny!

The phone rings...

STEVE

Put the answering machine back on, and lets eat.

BERNIE

I have to wade through one hundred and seventy-six messages!

BERNIE (CONT'D)

It hasn't even rewound all the way yet!

(picking up phone)

Hello?! -- Good-bye!

(hanging up)

This is crazier that working at 'Tony's Disco!'

(eyeing the pizza)

Peperoni? I hate peperoni!

STEVE

You said you wanted peperoni and mushrooms.

BERNIE

I said, I wanted mushrooms and anchovies. Terrific! I knew it was going to be one of those days!

STEVE

Wanna tell me what's really bothering you?

BERNIE

What's really bothering me, is the fact that you don't need a girl friend. You need a private secretary--or a slave to juggle your appointments and take messages!

(to self)

I wonder if Mr. Castiglione would give me my job back, if I promised to deliver Captain America as a guest D.J?

CAP

Tony's Disco is not exactly the sort of place Captain America and his girl friend should be seen hanging around.

BERNIE

Well, maybe you oughta start choosing your girl friends a little more carefully! Another coupla' weeks and Mr. Castiglione was going to let me perform live! I would have been on my way!

STEVE

(sarcastically)

To where?! To becoming a famous rock star, so you could O.D. on drugs?! Thank goodness you're not that good!

BERNIE

Oh, that was low! Either are you!

STEVE

(defensively)

What's that supposed to mean?!

BERNIE

Whatever you'd like it to mean!

STEVE

Oh, I get it! You know what your problem is? You don't need a boy friend. You need a full time psychiatrist to juggle all your neuroses!

(theatrically)

Another liberated woman! Thank you very much, Gloria Stillman.

BERNIE

That's 'Steinem!' 'Stillman' was the diet doctor!

The door bell rings...

BERNIE

(shouting at door)

Go away!

STEVE

(joining in)

We don't want any!

BERNIE

You answer it! I'm through!

STEVE
You mean, with the pizza?

BERNIE
(rising)
I mean, with you!

She storms out of the room.

Steve hurries to the door, flinging it open to reveal a smiling Ed Greely! Cleanly shaven, wearing a new suit, he looks terrific!

STEVE
(angry)
What do you want?!

GREELY
Not a thing!
(a beat)
Don't you recognize me? I'm Ed Greely! We rode the rails together! You were the guy who parachuted over Germany during the war! No wonder we looked familiar to each other!

STEVE
Corporal Ed Greely?!

GREELY
(nodding)
I'm completely dry now. I owe it all to you!

STEVE
(animated)
Come on in!
(leading him in,
hugging him)
We have a lot of catching up to do--only right now I have this problem I have to take care of. Do you have a job?

GREELY
No. I just started looking...

STEVE
You do now, if you want it!
Help yourself to some pizza.

STEVE (CONT'D)

I hope you like peperoni!

CUT TO:

EXT. THE BEACH - NIGHT

Steve tries to console Bernie who is crying, as they walk along a deserted beach...

STEVE

If you really want to go back to Tony's you can...

BERNIE

I don't want to work at Tony's-- I hated that place! Can't we just go away--the two of us... where nobody knows who you are, or even cares about Captain America? Even, if it's just for a couple of days?

STEVE

How about a week?

BERNIE

(confused)

What?

STEVE

Okay, two weeks...

(grinning)

Surprise! It's already done! I've booked us on a surprise, super deluxe, dream vacation for two! We leave the day after tomorrow, right after the President's party!

BERNIE

(wiping her face)

Don't kid around. It's not funny.

STEVE

The reservations have already been confirmed!

BERNIE

For where?

STEVE

Hawaii!

BERNIE

(ecstatic)

I don't believe it! Hawaii! I
love you--I love you--I love you!
(hugging him, becoming misty)
I miss you!

STEVE

I miss you too! Everything's going
to be fine, now. You were right.
We've just been pushing too hard.
You'll see--everything's going to
be fine.

SUDDENLY, WE HEAR THE O.S. SOUND OF ROTORS BUILDING! A
BLINDING SEARCHLIGHT descends upon them like a great bird,
kicking up SAND and WATER!

BERNIE

(panicking)

Oh my God! They're after us!

She begins running... Steve grabs her, trying to contain her,
as an oversized U.S. MILITARY HELICOPTER comes into view,
landing on the beach before them!

STEVE

I think it's one of ours!

Doors open. Lt. Brandt and two uniformed M.P.s comes out,
quickly crossing to Steve and Bernie.

M.P. #1

(to Bernie)

Sorry if we scared you, Mam! This
is an emergency!.

BERNIE

(dusting herself off)

Easy for you to say! I just had
my hair done...

LT. BRANDT

(to Steve)

I know your probably not very glad
to see me, Steve--but, we have
orders to bring you in! The
Sergeant will escort the lady home.

M.P. #2
It's okay, Mam. Come with me.

BERNIE
Steve?!

STEVE
I'll meet you at home!

Steve is escorted onto the copter. It takes off...

BERNIE
(watching it ascend)
Is this part of the surprise?!

CUT TO:

EXT. ARLINGTON, VIRGINIA - THE PENTAGON - NIGHT
establishing... as the helicopter begins its decent.

INT. THE PENTAGON - A LAB - CLOSE ON THE SHRIVELED REMAINS
OF ORLICK

We WIDEN OUT to reveal Lt. Brandt, the Coroner and Steve
examining it with the aid of a magnifying glass...

LT. BRANDT
Not a very pretty sight, but then
again terrorism never is. You're
looking at the body of a thirty-
five year old male who was in
perfect physical condition up
until a few days ago. At first, we
thought it was some kind of a hoax
the boys in forensic cooked up.
Then, we received this...
(holding up an empty
pharmaceutical vial)
...along with a rather nasty
ransom note.

CORONER
'AX-90...' It's a powerful
mutagenic substance that somehow
interferes with and accelerates
the body's natural time clock.
Kind of like an an elixir of
youth--only in reverse.

CORONER (CONT'D)

Pharmacology hasn't been able to crack it yet. I doubt they ever will.

STEVE

(interrupting)

This is all quite fascinating, gentlemen and equally abhorrent. What's it got to do with me?

LT. BRANDT

If certain demands are not met, 'AX-90' will mysteriously find its way into our nation's water supply, beginning with Los Angeles.

STEVE

You seem to forget that Captain America retired nearly forty-two years ago and so did I. I'm sure the Army can figure out a way to--

LT. BRANDT

I'm afraid, it's not as simple as that. They were very specific in their demands. In addition to wanting twenty million dollars in unmarked bills, and an assortment of defense department plans, they've insisted that Captain America act as the go-between.

CORONER

Of course, we have no intention of letting them get away with it.

STEVE

I'm very flattered, Gentlemen--but still not interested.

LT. BRANDT

Not even if the mastermind behind the entire plot is an old pal of yours?

STEVE

All my old pals are dead, Lt. You, more than anyone else, should know that.

LT. BRANDT
I was thinking more along the
lines of the 'Red Skull!'

CUT TO:

INT. AN ADJACENT SECRET OBSERVATION ROOM - CLOSE ON AN E.K.G
MACHINE

going wild... We WIDEN OUT to reveal GEN. HALLSEY, GEN.
McCORMICK, TWO ARMY PSYCHOLOGISTS and a TECHNICIAN monitoring
Steve's emotional and physical responses on an assortment of
high-tech equipment, including body skin temperature on a
infrared video terminal!

PSYCHOLOGIST #1
(to TECHNICIAN)
We're overheating! Cut modulators
'A-3' and '5,' now!

The VIDEO and SOUND of Steve and Lt. Brandt are cut off...

PSYCHOLOGIST #2
I don't know, Major. He seemed to
be registering genuine surprise at
the mention of the Red Skull's
name.

PSYCHOLOGIST #1
Genuine surprise? He nearly short
circuited the master computer!

MAJOR HALLSEY
I still don't buy it! It's simply
too much of a coincidence!
Captain America is discovered in
the Arctic, after forty-two years
of silence. Two months later, we're
getting ransom threats from the
Red Skull?

MAJOR McCORMICK
They were natural born adversaries.

MAJOR HALLSEY
So were Joe Louis and Max
Schmeling--but, I don't see them
slugging it out in the ring today!
No, I tell you we're missing
something. I still smell a
communist conspiracy!

MAJOR McCORMICK

It's not as if we were really going to allow him to solo it. Our men will be with him every step of the way. At the first sign of any funny business, they'll take over. Either way we'll get this 'Red Skull' and put this whole business to rest, once and for all.

MAJOR HALLSEY

I wish I shared your confidence, General. Never underestimate the diabolical mind of the enemy!

CUT TO:

EXT. WASHINGTON D.C. - "THE REGENCY HOTEL" - NIGHT

A limousine discharges 'MARCO THE MAGNIFICENT,' the illustrious and flamboyant stage magician. He enters the hotel lobby. (NOTE: He wears a neatly trimmed goatee and must look more than a little like the Red Skull!)

INT. HOTEL LOBBY

Marco crosses to the main desk...

MARCO

Any messages for room two twelve?

CLERK

No, Sir.

MARCO

Fine. I'd like a bottle of champagne and a tin of caviar sent to my room, please. I don't wish to be disturbed.

CLERK

Yes. Of course, Sir.

We follow Marco as he enters an elevator...

INT. MARCO'S HOTEL ROOM - MOMENTS LATER

Marco sits on his bed, speaking into the telephone...

MARCO

Yes, hello. This is 'Marco The Magnificent.'

(enunciating)

'The Magnificent.' -- Yes, I'm expected at the White House tomorrow morning at 11:00 A.M. -- Yes, that's right. I'm performing at the President's granddaughter's birthday party. How do I get on? -- I see. There will be a pass waiting for me. Thank you.

He hangs up. A knock at the door...

MARCO

Come in. Come in.

A BELLBOY enters with a small serving cart containing: champagne on ice, glasses, caviar and a small bouquet of carnations.

MARCO

(crossing to him)

Yes, good. Thank you.

(noticing the flowers)

Excuse me. I didn't order any flowers.

BELLBOY

Compliments of the house...

MARCO

How nice...

Reaching into the air with a flourish, Marco produces a silver dollar sized coin between his fingers...

MARCO

Here you go, young man!

BELLBOY

Thanks!

INSERT - THE COIN

as the Bellboy stares at a portrait of Marco stamped on it.

BELL BOY

(sarcastically)

Gee whiz! A fake coin--with your picture on it!

MARCO

(annoyed)

Yes. Hold onto it. It might be worth a small fortune one day. Please close the door on your way out!

The Bellboy exits.

MARCO

(to self)

Ingrate...

Crossing to the cart, Marco rubs his hands briskly together in anticipation, then begins humming. Picking up the flowers he sniffs them. Suddenly, a veil of PURPLE GAS begins pouring out from them!

Dropping the flowers, he begins coughing, choking. Grasping his throat, he falls to the floor... The O.S. SOUND of his room's door opening. A pair of BOOTED FEET walk into FRAME. We hear the familiar whir of delicate machinery. Metal fingers grasp the bouquet of flowers by Marco's side. We PAN UP, WIDENING to reveal the Red Skull standing over him!

RED SKULL

The joke is on you, 'Marco the Magnificent...'

Plucking one of the carnations from the bouquet, he sniffs it, then sticks it in the lapel of his own jacket...

CUT TO:

EXT. LOS ANGELES - A LARGE LAKE RESERVOIR - DAY

surrounded by woods...

INT. AN ARMY JEEP

parked near the shore. Lt. Brandt and CAP, (with an ATTACHE CASE) sit in the front. LT. STOKER sits in the back.

LT. BRANDT

(glancing at watch)

Ten hundred hours. They're late.

STEVE

Something's wrong. Are you sure we're the only ones here?

LT. BRANDT

Major Hallsey assured me, that we would follow their instructions to the T. Isn't that correct, Lt. Stoker?

LT. STOKER

Absolutely, Sir.

STEVE

It's too damn quiet.

LT. BRANDT

What do you mean?

STEVE

Look around. There's no wildlife. What happened to all the birds?

CUT TO:

EXT. THE WHITE HOUSE LAWN - CLOSE ON A BALLOON POPPING - DAY

as three white doves appear, taking to the air. We WIDEN to reveal the Red Skull, impersonating Marco! He stands on a small, colorful stage, performing magic before a large audience of White House GUESTS and CHILDREN. The President, First Lady and Bernie sit directly behind the children, beside six year old birthday girl, JUDY.

BERNIE

(to President)

I'm so sorry Steve couldn't make it, Sir! He's such a big kid at heart!

PRES.

Believe me, I understand.

(pointing at Marco)

He's terrific!

(to Judy)

Are you having a good time, sweetheart?

JUDY

Yes, Grandpa!

ON STAGE, the Red Skull begins pulling an ocean of colorful silk scarves from an apparently empty tube...

BERNIE
How does he do that?

PRES.
He's a very clever man!

BACK TO:

EXT. THE RESERVOIR - THE ARMY JEEP

STEVE
(pointing skyward)
That's them now!

An ominous looking 'Blue Thunder'-type sea HELICOPTER appears overhead and immediately begins descending...

LT. BRANDT
Where the hell did they get that?!

The helicopter lands in the center of the lake, resting on its great pontoons. A door opens. A light, inflatable boat with an electric outboard motor is lowered into the water...

STEVE
It's show time, Gentlemen.

LT. BRANDT
Remember, once AX-90 hits the water supply, there's no way of filtering it out. Good luck, Steve!

LT. STOKER
Good luck, Sir.

BACK TO:

EXT. THE WHITE HOUSE LAWN

The Red Skull carefully balances a silver globe on the tip of his jeweled dagger. The globe slowly levitates, as his AUDIENCE 'oohs' and 'ahhs' in disbelief...

BACK TO:

EXT. THE RESERVOIR

Striking a pose identical to that of 'George Washington Crossing the Delaware,' the 'Red Skull,' (actually MEITERHOFF wearing the Red Skull's W.W.II mask) and THREE ARMED HENCHMEN near CAP on shore...

SKULL

Greetings, Captain America! It's been such a long time. You look remarkably well preserved for a man of sixty-two!

CAP

I seem to remember you as being a little taller in stature. I trust your hand is feeling better.

SKULL

Alas, old age has finally taken its toll on me. You know, one of your presidents once crossed the Delaware in a boat no bigger than this.

CAP

He was a great man. You are a demented fiend.

SKULL

I shall allow history be the judge of that.

(pause)

Did you bring it?

CAP

(holding up the case)

It's all right here.

The 'Skull' nods to one of his men. The MAN hops out of the boat, crossing to CAP. CAP opens the case, allowing him to examine the contents...

INT. ARMY JEEP

Lt. Brandt watching through binoculars...

LT. STOKER

What's taking so long?

LT. BRANDT

He's checking the goods.

EXT. RESERVOIR SHORE

MAN

It's all there.

SKULL

(to CAP)

Let him have it.

CAP

Not until you give me the canister.

SKULL

Don't you trust me?

(an awkward beat)

I guess not. I'm afraid I left it strapped to the bottom of my little toy.

(pointing to copter)

You see... my memory is beginning to fail me as well. Come! We will go for a little ride.

CAP

My mother told me never to ride with strangers.

SKULL

But we are not strangers. Are we?

(becoming angry)

Get in the boat! Or, must I signal my men to release the canister and turn Los Angeles into the world's largest retirement home?!

Reluctantly CAP, carrying the case, enters the boat...

INT. THE ARMY JEEP

LT. BRANDT

What's going on?

LT. STOKER

I don't like this.

(aloud)

Sir, we have a problem! Captain America is getting into the boat with the Red Skull!

LT. BRANDT

(confused)

Who are you talking to?

We suddenly hear General Hallsey's voice crackling through a hidden speaker...

GEN. HALLSEY (O.S.)

He's not supposed to do that, damn it! I knew there was something wrong about this! They're in on it together! Prepare to fire!

LT. BRANDT

But, the canister?!

GEN. HALLSEY (O.S.)

Screw the canister! They're not getting away with this!

VARIOUS ANGLES

as a HUNDRED hidden ARMED SOLDIERS suddenly spring up from covered trenches along the banks of the lake!

The boat nears the helicopter...

SKULL

(eyeing the shore)

Excellent! I see you have finally learned how lie! I ask you to come alone, and--

CAP

(shouting)

Hold your fire!

General Hallsey's men suddenly open fire!

BACK TO:

EXT. WHITE HOUSE LAWN

fire crackers exploding, as the Red Skull causes a shower of rose petals rain down on the stage and audience...

ANGLE ON TWO SECRET SERVICE MEN

looking around nervously, then relaxing...

RED SKULL

Thank you! Thank you. You are all very kind. And now, for my last and greatest illusion, I require a volunteer.

(a beat)

How about you, Mr. President?

A big round of applause as the President rises from his seat, begins heading for the stage...

BACK TO:

EXT. THE RESERVOIR

The helicopter returns the fire with its big guns...

VARIOUS ANGLES

SOLDIERS, on shore, are brutally cut down!

Lt. Brandt and Stoker dive from their jeep, as it blows up in a mass of flames!

Seizing the ransom case from CAP, the Skull/Meiterhoff and his men enter the helicopter, which begins revving up...

CAP

Now, give me the canister!

SKULL

You want it?

(pointing to it on the
underbelly of the copter)
Come and take it! When it hits a
depth of twelve feet, it will
explode, discharging twenty
compressed gallons of AX-90 into
the water!

CAP

You can't! I had nothing to do
with this!

SKULL

How interesting--either did I!

Dramatically removing his mask, he reveals himself to be Meiterhoff!

MEITERHOFF

(continuing)

Regards from the Red Skull! Auf
Weiderschen, Captain America!

The helicopter begins ascending. CAP leaps onto one of the struts, and is carried aloft!

ON SHORE - ANGLE FAVORING GENERAL HALLSEY

Knocking one of his men out of his way, he hoists an 'RBS-70' portable anti-aircraft launcher onto his shoulder...

GEN. HALLSEY

I'll get those bastards!

Taking aim, he fires! The missile heads towards the copter which is now at two hundred feet and still climbing...

INT. HELICOPTER - IN FLIGHT

as Meiterhoff activates the canister release button...

EXT. THE HELICOPTER IN FLIGHT

The canister dropping...

CAP letting go, falling...

The missile slams into the helicopter exploding it into a tremendous fireball!

Catching the canister in mid-air, CAP hits the water!

UNDERWATER

CAP sinking, struggling with the canister...

His shield hits bottom...

Kicking as hard as he can, CAP breaks through to the surface, holding the canister high above his head! Debris from the helicopter, including money, documents and the Red Skull's mask, float ominously into view...

BACK TO:

EXT. WHITE HOUSE LAWN

The Red Skull finishes helping the President into a colorful cabinet, sporting a humorous picture of the Democratic Donkey and Republican Elephant...

RED SKULL

And now, at the count of three,
everybody say the magic words!
One, two, three. 'I'm a Yankee
doodle dandy!'

AUDIENCE (IN UNISON)

"I'm a Yankee doodle dandy!"

The stage explodes in a tremendous mushroom of colored smoke, totally obscuring our view! A beat... As the smoke finally clears, it reveals a live braying DONKEY, wearing a blanket with the Red Skull's diabolical insignia on it! All traces of the President and the magician are gone!

VARIOUS ANGLES

AUDIENCE applause changes into confusion, concern, then panic, as SECRET SERVICE MEN run up on stage, searching for the missing President...

JUDY

(pointing skyward)

Look!

ANGLE ON A W.W. II ZEPPELIN

climbing above the White House, as the Red Skull speaks through a P.A. system!

RED SKULL

Thank you ladies and gentlemen for being such a marvelous audience! I look forward to seeing you all again!

CUT TO:

INT. AN ARMY JAIL - CLOSE ON A T.V.

showing news footage of the zeppelin making its getaway...

NEWSCASTER

... Stunned Secret Service stood by helplessly, as the President was carried aloft by what appeared to be a World War II zeppelin. Within moments F-16 fighter planes filled the sky. Unable to fire on the airship, they tracked the President to a small island in the Pacific, where he remains. Details of the Terrorist demands and more, after these messages...

We WIDEN OUT to reveal Steve and Lt. Brandt in adjacent holding cells, as an Army JAILER watches T.V. from his desk.

LT. BRANDT

If General Hallsey thinks he can get away with this--

STEVE

Save your breath--he already has. You and me have nothing more to say to each other.

LT. BRANDT

But, I want to help.

STEVE

Don't you think you've helped enough already?

An awkward beat...

LT. BRANDT

So, you still blame me for the attack on the hospital. Or is it simply the fact that my Grandfather helped create you?

STEVE

It's neither. I'm just tired of being a pawn in other people's wars. I thought the world had changed. It hasn't.

(pensively)

Maybe, I should have fought less and questioned more.

LT. BRANDT

We'll get the President back. The Seventh fleet is already on its way.

STEVE

Then, they'll be walking right into a trap. When you make your getaway in a zeppelin, you want to be followed. He knows you all so well.

LT. BRANDT

So, what would you do? Pay the ransom? Bow to terrorism?

STEVE

Just get me the hell out of here.
I'll show you what I can do.

BERNIE (O.S.)

Yoo hoo! Anybody home? Steve
darling, are you alright?

All eyes turn to see Bernie standing in the doorway!

JAILER

I'm sorry, Mam. You're not allowed
in here.

BERNIE

Of course I am! Here's my pass.
(handing him a pass)
It's signed by the First Lady,
herself. She's a personal friend
of mine!

The Jailer takes the pass, begins examining it. Bernie
crosses to Steve's cell.

STEVE

(lowering his voice)
Did you get it?

BERNIE

Pushy, pushy, pushy. No, 'Hello
Darling,' or 'I'm so glad to see
you?' Yes, I got it. And it wasn't
easy. You know, I'm still angry
with you. We were supposed to be
in Hawaii!

(pointing to Lt. Brandt)
And it's all your fault!

LT. BRANDT

Sorry, Mam.

JAILER

This pass isn't any good!

BERNIE

Of course it's good. Read the back.
(aloud)
I'm so hungry!

GREELY (O.S.)

Pizza man!

All eyes turn to see Ed Greely dressed like a pizza man, entering the room! He is carrying an oversized box of pizza.

GREELY

Who ordered the large pizza?

JAILER

You can't come in here with that!

BERNIE

I did! Don't be ridiculous,
Sergeant--of course he can!
According to the Geneva convention,
all civilians are entitled to at
least three square meals a day.
Steve is a civilian. So am I. We
haven't had our lunch. So what,
if it's round?

(to Greely)

How much do I owe you?

GREELY

Twelve dollars and sixty-two cents.

BERNIE

Will you take a credit card? Only
kidding.

(taking out some bills)

Here's fourteen--keep the change.
Anybody care to join us?

Taking the box from Ed, she opens it to reveal a large, thick, slightly concave mushroom and peperoni pizza!

BERNIE

Peperoni? Peperoni?!

(becoming hysterical)

This can't be happening! Twice in
one week! I hate peperoni! I
specifically ordered mushroom
and anchovies--not mushrooms and
peperonis!

(handing it back to Greely)

Get it away from me! Get it out
of my sight before I do something
crazy!

JAILER

You're all gonna have to leave!

BERNIE

(pointing to Steve)
 You did this to me! I don't know
 how you did it, but you did it!
 It's bad enough we're not in
 Hawaii right now--you had to go
 ahead and screw up the order again!
 (attacking his bars)
 Aghhhhhhhh!

STEVE

Will somebody please calm her down!
 She's having another one of her fits!

JAILER

(shouting, grabbing Bernie)
 Stop it! Stop it! You think I'm
 falling for any of this?! You think
 I was born yesterday?!

Having maneuvered himself behind the Jailer's back, Ed suddenly whacks him over the head with the pizza! It makes a loud clanging sound, as he falls to the ground!

Bernie grabs a set of keys from the Jailer, quickly unlocking Steve and the adjoining cell, as Lt. Brandt looks on in amazement.

Stepping out of his pizza outfit, Greely reveals a fully decorated Major's uniform. Wiping the pizza off CAP's shield, he joins Bernie and Steve...

GREELY

Sorry about the tomato sauce.

STEVE

(to Lt. Brandt)
 Are you coming or not?
 (an awkward beat)
 Damn it, Lieutenant! For once in
 your life do something on impulse!
 Break the rules! Put your ass on
 the line!

LT. BRANDT

Alright, I'll do it. Count me
 in!

STEVE

Good! We might need you to help us
 steal that jet.

LT. BRANDT
 Jet? Nobody said anything about
 stealing a jet!

CUT TO:

EXT. AN AIR FORCE HANGAR - DAY

SIRENS BLARING, as an FBI-11 jet bomber emerges from the hangar, thundering directly towards CAMERA! We WIDEN OUT to reveal Lt. Brandt and Bernie running along side it--as numerous SOLDIERS converge on them, begin firing at the jet!

The jet barrels down the runway, taking-off...

BERNIE
 (in tears, shouting skyward)
 You take care of yourself, Steven
 Rogers! You come back here in one
 piece, or you'll have me to answer
 to!

CUT TO:

EXT. THE SEVENTH FLEET (STOCK FOOTAGE) - DAY

establishing...

INT. A SHIP'S CONTROL ROOM

Major Hallsey prepares to putt a golf ball across the carpet into a cup...

ATTACHE
 We just got word. Captain America
 stole a jet and is heading towards
 the island!

Rattled, General Hallsey swings, shattering a lamp with the ball!

GEN. HALLSEY
 (incensed)
 I've had all I'm going to stand
 from Captain America! Shoot him
 down!

ATTACHE
 But, Sir... He's Captain America?

GEN. HALLSEY
Shoot him down! Or I'll do it
myself!

CUT TO:

EXT. THE SKY - CLOSE ON A FIGHTER JET
in flight...

PILOT
'Red Dog One,' this is 'Red Dog
Two.' Target is locked in sight!

CLOSE ON FIGHTER JET
as an air-to-air missile is fired...

ANGLE ON THE FB1-11
going into a roll, dodging the missile which explodes
harmlessly in the air!

GREELY (O.S.)
Whooo-eeeeee! Just like old times!

INT. FB1-11 COCKPIT - IN FLIGHT

Ed Greely pilots, as Steve, dressed as CAP sits behind him in
the bombadeer's section.

GREELY
(pointing)
There it is! Down there! I wish
I was going with you!

CAP
You have to get back and take care
of Bernie. If anything happens to
me, I want you to make sure she
stays out of trouble.

GREELY
You have my word on it!
(a beat)
When you see the Red Skull... Tell
him nuts for me!

CAP
Will do, Ed!

EXT. THE FBI-11 - IN FLIGHT

CAP, in his chute, drifting towards the island, as the bomber heads for home...

CUT TO:

EXT. THE RED SKULL'S TROPICAL ISLAND - DAY

Steve touches down, quickly ditching his chute. We follow him as he cautiously makes his way through lush vegetation.

Several beats... He suddenly stops at a clearing.

In the distance before him, a Bavarian style picnic is apparently in progress. 'MEN' and 'WOMEN,' in native German dress, sit around a long table, laughing, conversing-- listening to Beer Garden music piped in through speakers.

A VULTURE suddenly lights on one of the 'Guest's' heads. The 'guest' remains motionless, as do all her 'companions,' which turn out to be MANNEQUINS!

Picking up a rock, CAP tosses it half way between himself and the table. The WHIR of MACHINERY, as a remote controlled MACHINE GUN, mounted to a nearby tree, swings into action, sweeping the area with bullets!

CAP tosses his shield. It cuts the tree in half, sending the machine gun to the ground! The O.S. SOUND of DOGS BARKING can be heard echoing in the distance. CAP moves on...

CUT TO:

INT. THE RED SKULL'S CASTLE - A DUNGEON - DAY

Brandishing his dagger, The Red Skull hovers over the President who is strapped to a chair. Hans and TWO HENCHMEN stand nearby, listening to his boasting...

RED SKULL

Robert Kennedy, Martin Luther King,
John F. Kennedy... and the best
kept secret of them all, my old
pal, Franklin Delano Roosevelt! A
pretty impressive hit list,
wouldn't you say?

PRES.

It can't be! Roosevelt died of natural causes. The others--

RED SKULL

Did he, now? Do you have any idea how easy it is to induce a cerebral hemorrhage?

He holds the blade of his dagger, near the President's temple to punctuate his point...

RED SKULL

As far as the others go, would you care to see my files?

PRES.

Go ahead... Kill me! Anything would be better than listening to more of your lies!

RED SKULL

You flatter yourself! If history has taught me anything, it is to never underestimate the resilience of the American people. While other nations have crumbled beneath my handiwork, America always seems to bounce back--to pick herself up by the bootstraps and emerge stronger than before.

PRES.

You bet your sweet ass we do!

RED SKULL

I am bored with the assassination game. It's time for a new strategy. Even as we speak, your Seventh Fleet races to your rescue. They shall engage my modest troops, destroying all but me and a select few of my men. You will become a hero, soaring to new heights of popularity. You will become the most powerful president your country has ever known! They will re-write the constitution for you, so you may serve additional terms...

RED SKULL

(grinning)

And all the while, you will be taking your orders directly from me! It will be the dawn of a new age! America, the beautiful, the most powerful nation in the world, shall at, long last, be mine!

PRES.

You... are insane!

RED SKULL

Do not be so rash to judge me. At least, not until, you have visited my laboratory and experienced my new brain-washing technique at first hand. The culmination of a lifetime of bio-medical research... Quick and painless--it is completely undetectable!

(smirking)

Your own wife will not even notice the difference in you! It is guaranteed to lend new meaning to the term 'puppet government!'

PRES.

I would rather die!

RED SKULL

In a sense you will... my dear President! Hans! Escort our honored guest to the preparation room. We have only a few hours before our first visitors arrive.

Hans and the two Henchmen, untie the president and begin dragging him struggling from the room...

PRES.

You'll never get away with this!

RED SKULL

I already have!

BACK TO:

EXT. THE JUNGLE - DAY

TWENTY of the Skull's SOLDIERS, led by an assortment of leashed VICIOUS DOGS are in hot pursuit of CAP!

Breaking through to a clearing, CAP confronts a fifteen foot high STONE WALL! The Skull's soldiers quickly catch up...

Holding back the dogs, Soldiers open fire--as CAP ducks behind his shield.

A flurry of bullets and grenades explode all around him, obscuring our view. The smoke clears, revealing CAP, miraculously unhurt!

CAP
(grinning)
Two out of three?!

They prepare to fire again...

SKULL'S SOLDIER #1
Hold your fire! Let the dogs tear
him to pieces!

They release the dogs, who immediately charge!

Tearing a tree sapling from the ground, CAP heads for the wall. Using one end as a fulcrum, he catapults himself up and over, with the grace of an Olympic pole-vaulter!

Landing safely on the other side, CAP spins his shield on end like giant gyroscope. It emits a high-pitched sound.

ANGLE ON THE DOGS

as the squealing noise of CAP'S spinning shield builds. Making them go crazy, the dogs turn on their masters!

ANGLE ON CAP

as a shell explodes a few feet away from him. Dodging new gunfire, he turns to see more of the Skull's SOLDIERS and a TANK coming at him!

BACK TO:

INT. THE RED SKULL'S LAB - CLOSE ON THE RED SKULL

examining a miniature barbed SILICON IMPLANT CHIP at the end of a pair of surgical forceps.

Loading the chip into the barrel of an air propelled 'IMPLANTER GUN,' he grins with satisfaction...

RED SKULL

Once the barbs attach themselves to the base of the brain, they can never be removed. Bring him to me.

We WIDEN OUT to reveal Hans and the Two Henchmen, bringing the struggling President towards him. They are surrounded by a sea of complex scientific equipment.

HANS

(suddenly stopping)

When you said before, that only a select few of your men would survive the attack... Did you mean me, as well?

(an awkward beat)

Somehow, I feel there will be no room for an old war-horse like myself within your new empire.

Hans slowly raises his pistol into view!

RED SKULL

Why Hans... I am shocked. Don't you trust me?

HANS

For forty-three years I've trusted you. I have betrayed the fatherland, my loved ones--humanity itself. Now... I am not so sure.

RED SKULL

Then, I'm afraid, you have just answered your own question. Put... the gun down.

HANS

(retreating)

I think, I'll be leaving now...

RED SKULL

Stop!

Hans stops--slave to the Red Skulls will!

RED SKULL
 (concentrating)
 Put it down.

Hans slowly lowers the gun...

RED SKULL
 Good! Now, say... good-bye.

HANS
 What? Oh no...

Slowly, uncontrollably, Hans raises the gun towards his own head...

HANS
 You can't... Please...

The TWO HENCHMEN exchange grins of satisfaction...

Pressing the gun to his temple, Hans fires!

The President makes his move--punching one of the Henchmen in the jaw, while kicking the other in the groin! Sending them both down, he flees the room!

RED SKULL
 After him!

BACK TO:

EXT. A CLEARING IN THE JUNGLE

Clobbering TWO of the Skull's SOLDIERS with his fists, CAP continues dodging bullets! A shell explodes next to him, knocking him to the ground!

SOLDIER (O.S.)
 Run him down! Flatten him!

An ARMORED TANK changes course--begins heading directly for CAP!

At the last possible instant, CAP rolls out of the way, ramming his shield vertically between the tread wheels and the ground!

The tank looms up at an angle, flipping over like a turtle on its back!

Retrieving his shield, CAP grabs a discarded machine gun, begins firing at the enemy!

BACK TO:

INT. THE RED SKULL'S CASTLE

The President scrambles to the top of a winding staircase, pursued by the Red Skull and more of his HENCHMEN. Upsetting a SUIT OF ARMOUR, the President pushes it down the stairs...

Henchmen falling, tripping over the armour...

Rounding the balcony landing, the President is surprised by HENCHMAN #3!

PRES.
(grabbing a SABRE
off the wall)
Keep back! I can use this thing!

Henchman #3 grins... The President slices him across the chest, knocking him over the balcony!

The RED SKULL and his Henchmen catch up. The President retreats into a room, slamming/bolting the door behind him.

RED SKULL
Break it down!

His men throw their weight against the door. Once, twice--it finally gives!

INT. THE TOWER ROOM

The Red Skull and his Henchmen search the room for the President, who has apparently vanished...

HENCHMAN #4
(peering out a window)
There he is!

HIS POV of the President climbing along a thin ledge outside!

RED SKULL
Just don't stand there! Go out and get him!

EXT. THE CASTLE TOWER

The President works his way along the narrow tower ledge, pursued by HENCHMAN #4.

Several dramatic beats...

Rounding a corner, the President confronts the Red Skull, waiting for him on the adjacent balcony!

RED SKULL

End of the line!

Stopping, the President scans his surroundings. Six feet away and five feet below him, lies a second tower and parapet!

RED SKULL

(grinning)

You'll never make it!

ANGLE ON THE DIZZYING DROP

a hundred feet below, as a piece of loose slate falls, taking the long plunge down...

PRES.

If I miss... What happens to your plan for world domination?

RED SKULL

If you miss...

(grinning)

You die!

PRES.

That's a chance I gladly take!

The President leaps out into open space!

RED SKULL

(screaming)

Noooooo!

Missing his mark by inches, the President manages to snag onto a ledge, hanging by his fingers!

RED SKULL

(shouting to HENCHMEN)

Hurry! Save him!

PRES.
(struggling)
Don't bother!
(a beat)
Take your brainwashing technique
and shove it up your ass!

Letting go, he falls!

The President, sailing downward...

Right into CAP's waiting arms!

CAP
Glad you could drop in, Mr.
President!

He sets the President down on the ground...

PRES.
Am I happy to see you!

HENCHMAN #5
It's him! It's Captain America!

HENCHMAN #6
How did he get past the troops?!

RED SKULL
(shouting)
Kill him!

CAP lifts his shield--as a flurry of bullets rain down on it,
ricochetting back at the enemy!

HENCHMAN #4, still on the ledge, gets hit, falling!

Spooked, the remaining HENCHMEN panic, begin fleeing...

RED SKULL
(shouting)
Wait! Where are you going? He's
only a man!

CAP
(to President)
Head for the beach! Follow the
the sun. The Seventh fleet should
be here, anytime!

PRES.

What about you?

CAP

I have a little score to settle!

The President takes-off...

HENCHMAN #5 (O.S.)

Lower the gate!

The castle gate begins falling...

CAP throws his shield. Gliding on a pocket of air, it inverts itself--standing on edge at exactly the right moment. The gate comes crashing down on it, shattering in half!

INT. THE CASTLE - AN ATTIC

HENCHMEN scramble through a window onto the roof, as the Red Skull fires at them with a pistol...

RED SKULL

Cowards! Deserters! Come back!
Stand and fight!

Exiting the room, we follow the Red Skull as he hurries down a corridor...

Entering a room decorated with medieval weapons, he peers out the window...

Having started its engines, the great zeppelin begins taking to the air!

RED SKULL

(screaming to his men)

This is your last chance!

Bringing a small transmitter into view, the Red Skull activates a switch with his mechanical hand. A red L.E.D. blinks on...

RED SKULL

Fine...

(laughing insanely)

Have a pleasant journey!

He presses a button...

EXT. THE RED SKULL'S CASTLE

the hovering zeppelin EXPLODES in a GIANT FIREBALL, showering the castle with debris!

INT. A ROOM - CLOSE ON THE SKULL

savoring the sight of the burning zeppelin from his window...

CAP (O.S.)
Too bad you weren't on it!

RED SKULL
(startled, screaming)
Aghhhhhh!

Whirling around he sees CAP standing in the doorway...

RED SKULL
(measured)
You... must... die!

Grabbing a broadsword off the wall, the Red Skull screams like a madman, charging at CAP!

Using his shield, CAP takes the blow--is sent reeling into the wall.

CAP
(recovering)
You'll have to do better than that!

The RED SKULL charges a second time... CAP dives out of the way. The sword tears a huge chunk out of the wall, breaking an exotic statue into a thousand pieces!

Grabbing a broadsword of equal size, CAP attacks his old adversary...

WHAT FOLLOWS MUST BE A HIGHLY MEMORABLE, INCREDIBLY EXCITING, CAREFULLY CHOREOGRAPHED, SWORD FIGHT. A cross between the old 'swashbuckler movies' and 'Rambo,' we follow the two ARCH ENEMIES as they battle it out through the winding corridors and rooms of the Skull's infamous castle.

Swords shatter--are quickly replaced by a nearly endless array of exotic PRIMITIVE WEAPONS torn from the walls. LANCES, CROSSBOWS, MACES and BATTLE-AXES--all come into play.

Chandeliers are swung from. Tables are leapt on and overturned. Art treasures are destroyed. Finally tiring, the two Titans work their way down a staircase, entering the Red Skull's library...

INT. THE LIBRARY

The Red Skull goes sailing across the room. Landing on top of the White House model, he flattens it!

Incensed, he throws his dagger...

CAP dodges... it sticks in the wall, inches from his head!

Freaking, the Red Skull tears the giant stuffed alligator from the wall. Ripping the lower jaw off it, he charges CAP, wielding it like a spiked club!

Caught in the stomach by the alligator's teeth, CAP goes flying into a finely carved throne-like chair.

The Red Skull scrambles to a wooden lever on the wall, activating it...

The chair, carrying CAP, shoots across the room, crashing through a window!

EXT. THE CASTLE

tossed from the chair, a badly injured CAP strikes the ground, landing flat on his back!

A second window explodes... Armed with a gladiator's TRIDENT, the Red Skull comes leaping out at CAP!

CLOSE ON THE RED SKULL

thrusting downward, apparently burying his weapon in CAP! We WIDEN OUT to reveal CAP'S neck pinned to the ground, as the Red Skull stands triumphantly over him!

RED SKULL
(concentrating)
Return... Return!

INT. THE CASTLE

The dagger works its way out of the wall...

EXT. THE CASTLE

emerging from the window, the dagger floats through the air, flying into the Skulls waiting hand!

CAP
(struggling to get free)
Still doing parlor tricks...

The Red Skull raises the dagger, as if to stab CAP, then suddenly stops.

RED SKULL
I want you to experience the most
horrible death imaginable!

Operating a tiny catch on the jeweled hilt, the back opens-- revealing a tiny glass vial filled with liquid! The familiar WHIR OF MACHINERY, as his mechanical hand grasps the vial between its metal fingers...

RED SKULL
(gloating)
The last of the 'AX-90' serum. I
want you to beg. Beg... for mercy!

CAP
(struggling)
Go... to hell!

Carefully pulling the stopper with his teeth, the Red Skull slowly raises the vial, preparing to pour it...

An O.S. GUNSHOT rings out! The vial explodes, splashing onto the Red Skull's face! A beat... His surprise changes to fear, then panic. Screaming in horror, he backs away!

RED SKULL
(clutching his face)
Nooooooooo! Aghhhhhhhhhhhh!!!

Shaking violently, his body contorts, as he begins aging before our eyes! His face wrinkles. His hair begins falling out in huge chunks! Finally, withering away, he shrivels into a mummified skeleton. The skeleton crumbles into dust!

CLOSE ON THE MECHANICAL HAND

short-circuiting, it sputters, momentarily clutching the ground in agony... A foot ENTERS FRAME. We WIDEN OUT to reveal the President!

PRES.
 (dramatically)
 A just ending for an evil
 man...

Still holding a rifle, he kicks the mechanical hand off to one side.

CAP
 Boy, am I glad to see you!

Crossing to CAP, the President helps him onto his feet...

PRES.
 I just couldn't leave you in good
 conscience. Not after all you've
 done for me. Are you okay?

GEN. HALLSEY (O.S)
 Arrest that man!

ANGLE FAVORING GENERAL HALLSEY

and TWENTY heavily armed AMERICAN SOLDIERS, as they emerge from the bordering jungle!

Hurrying to the President's side, they train their guns on CAP!

GEN. HALLSEY
 Mr. President... Are you alright?

PRES.
 (grinning)
 Never felt better!
 (to Soldiers)
 What are you doing? This man
 saved my life! Are you crazy?!

Retreating, the American Soldiers lower their guns...

PRES.
 (to Gen. Hallsey)
 Do you have any idea who that
 is?!

GEN. HALLSEY
 Why, yes Sir.
 (embarrassed)
 That's uh... Captain America.

PRES.

That's right, General. Captain
America--the 'Sentinel of Liberty.'
And don't you ever forget it!

Picking up CAP'S shield, the President dusts it off and hands
it to CAP.

Grinning widely, CAP places his arm affectionately around the
President's shoulder...

CAP

Time to go home, 'Buzzer!'

They begin 'walking off into the sunset,' leaving General
Hallsey and his stunned Troops behind...

Several dramatic beats...

An evil looking VULTURE suddenly swoops down in the
FOREGROUND. Landing beside the Red Skull's mechanical hand,
it begins pecking at it. As it finally grasps it between its
vile beak, we...

FREEZE FRAME

THE END