"THE CAPTAIN AMERICA MOVIE"

Screenplay

by

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FIRST DRAFT

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"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, overseers 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 arythmia!

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 repiration 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 Napolean. 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 though 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 that 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 sitings 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 conformation. 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. Hasting'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 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 Napolean. 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, incedibly 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 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 you 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 it 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 whir 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 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 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 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 FB1-11 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-eeeee! 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 FB1-11 - 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)
Noooooooo! Aghhhhhhhhhhh!!!

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