

CREED II

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BLACK SCREEN

SCREAMS. CHEERS. The kind that only carnage elicits.

FADE UP ON:

ADONIS "DONNIE" CREED. SLOW MOTION - Stylized, backlit. All muscles and sweat, ADONIS stands in a shaft of light. He appears ready to explode into action. The MUSIC is a long, SUSTAINED, deep tone.

ROCKY (V.O.)
It's only a three step climb up
into this ring - Three.

ADONIS slowly shifts from foot to foot.

ROCKY (V.O.)
... But someday it will feel as
high as a mountain.

In SLOW-MO, ADONIS pounds his gloves.

ROCKY (V.O.)
'Cause the ring is the loneliest
place in the world where nobody can
help ya an' all ya dreams are
crushed by one perfect punch.

ADONIS'S eyes are fixated on on his unseen OPPONENT.

ROCKY (V.O.)
... Ya ask yaself, am I in here to
prove something to other people or
prove somethin' to yaself?

ADONIS shifts from FOOT TO FOOT.

ROCKY (V.O.)
Ya better know 'cause there's no
hidin' place when pain's smashin'
into ya body and face like a hot
hammer and ya scared to death and
wonderin', "Do I really have the
guts to go through this or have I
just been lyin' to myself?" Cause
in here, ya learn the real truth
once and for all -

ADONIS takes a deep breath.

ROCKY (V.O.)
... That you can't be better than
you are.

On the last WORD, there is a magnificent EXPLOSION of sound as a CROWD OF THOUSANDS roars to life!!

It is JARRING and EXHILARATING.

COMMENTATOR #1 (O.S.)
There goes the bell for Round One!

INT. RING

Light heavyweight champion DANNY "STUNTMAN" WHEELER charges at ADONIS - Straight aggression, PERSONAL. The CROWD goes crazy!

ADONIS quickly SIDE STEPS and counters with a BLISTERING right, left upper-cut and two more rights.

COMMENTATOR #1 (O.S.)
Wheeler's stunned early!

COMMENTATOR #2 (O.S.)
He's really rocked!

ADONIS pours it on! THE CROWD ROARS LOUDER!!

INT. ARENA

BIANCA, who is 5 MONTHS PREGNANT, jumps to her feet, applauding wildly.

BIANCA
Go, D - Keep going!

INT. RING

ADONIS pounds away with amazing fury. It is a human machine gun!

INT. AUDIENCE

ANTHONY, mesmerized, leans forward. (We will meet up and learn more about him soon.)

INT. RING

ADONIS takes the counter flush and COUNTERPUNCHES, overwhelming WHEELER with 15 UNANSWERED PUNCHES!!

COMMENTATOR #1 (O.S.)
Wheeler connects then - Oh, he is countered!! And badly wobbled - This is so unexpected!!

INT. RINGSIDE

Wheeler's trainer, LIL DUKE, screams for his hurt man to fight back!

INT. RING - CORNER

ROCKY on his feet.

ROCKY
Stay on it! Body, head! Body, head!

INT. RINGSIDE - AUDIENCE

Dubious boxing promoter, BUDDY "KING" CHARLES eyes the event, taking in the crowd's energy, loving it.

INT. RING

WHEELER struggles forward but is BOMBARDED and terribly CUT!

COMMENTATOR #2 (O.S.)
Wheeler attempts to get off the ropes and is hit again and cut! That's a deep gash!!

BLOOD pours down at a sickening pace.

INT. RINGSIDE

BIANCA'S HEARING AID sharply dips in SOUND as the thunderous AUDIENCE fades drastically. Her eyes show concern as she continues to cheer ADONIS on.

INT. RING

ADONIS catches WHEELER with a PERFECTLY STRAIGHT right and the CHAMP is dropped. ADONIS goes to a neutral corner.

COMMENTATOR #3 (V.O.)
Wheeler has been known to cut but this is surgery - Down goes Wheeler!!

COMMENTATOR #1 (O.S.)
What a beautifully timed right cross - Picture perfect!

INT. AUDIENCE

BUDDY "KING" CHARLES has seen enough and exits.

BUDDY
(to bodyguard)
... It's done.

INT. RING - WHEELER'S CORNER

The GASH is bad, very nasty. The RING DOCTOR turns to the referee.

REFEREE waves his arms! "STUNTMAN" WHEELER, distraught, pounds the ring pad. INCONSOLABLE.

COMMENTATOR #2 (O.S.)
That's it!! It's over!! Adonis
Creed is the new Light Heavyweight
Champion of the World!

INT. RING - CENTER

ROCKY and CORNER pour in.

BIANCA climbs into the ring and hugs ADONIS.

ADONIS goes over to WHEELER and gives him a sportsman-like pat on the shoulder.

ADONIS faces LIL DUKE, Wheeler's trainer.

ADONIS
Sorry, man -

LIL DUKE
Ain't nothing to be sorry 'bout -
That's fightin' - You were great,
your pops is smilin' - Yo, I'll get
ya 'Stang back.

ADONIS smiles, moves to the corner and greets ROCKY and BIANCA, HUGGING them both.

BIANCA
Oh, baby, I am so proud of you! My
God, you're all good?

ADONIS
... All good.

ROCKY smiles.

INT. AUDIENCE

Seated in the cheaper seats ANTHONY applauds and glances around at the hero worshipping crowd.

CUT TO:

INT. CREED MANSION - NIGHT

MARY ANNE CREED looks incredibly relieved as she applauds.

CUT TO:

INT. RING

ANNOUNCER

- Winner by Technical Knockout and
now, new Light Heavyweight Champion
of the World, Adonis Creed!!

COMMENTATOR #2 stands center ring with ADONIS, ROCKY and
BIANCA.

ADONIS has never smiled so broadly.

COMMENTATOR #2

Well, Adonis, it wasn't an epic
battle, but it was a hell of a beat
down - This is the first time, at
least in the heavier divisions,
that there has ever been father and
son undisputed title holders - Your
thoughts?

ADONIS

I'm blessed with really good people
around me - You came to see
fighting and that's what you always
get with me and more!

COMMENTATOR #2

Now what?

INT. ARENA HALLWAY

ROCKY has a little bag with him, all his fight corner stuff,
swabs, gels. Tape.

ADONIS and BIANCA walk about twenty feet ahead of him.

ROCKY pauses in front of:

WHEELER'S DRESSING ROOM.

WHEELER sits COMPLETELY ALONE on a metal folding chair, eyes
red, tearing. A sad sight.

NO MUSIC. NO REVELERS. He's ALL ALONE except for LIL DUKE,
who packs equipment up. ADONIS steps into view...

ADONIS

... C'mon, what's up?

ROCKY and WHEELER make eye contact. ROCKY knows all too well
this special pain. He gives a sympathetic nod. ADONIS is
effected by the bleak realities of the dark side of this
sport.

They move off.

INT. SUITE - MGM GRAND

A huge suite back at the MGM GRAND. An ICE SCULPTURE made of the name "Creed". The PARTY is in full swing. MUSIC. Girls. Food. They cheer when ADONIS enters the room. ROCKY smiles. Pulls him close.

ROCKY
You earned it, kid.

Everywhere ADONIS moves, someone has their hands out, as if reaching for the hem of his garment. We hear SNIPPETS of overlapping conversation like:

PRODUCER
When you get to LA, I gotta hook
you up with -

Very attractive GIRLS give very suggestive looks as ADONIS passes through the well-wishers.

FLASHES go off as people take selfies. Some make SNAPS. It's a frenzy.

ROCKY stands in the corner. PEOPLE around him taking selfies.

ADONIS poses for a selfie with a few HIGH END FANS. He sees a MAN (ANTHONY), ten years his senior, staring at him.

ADONIS
(to Bianca)
Be right back.

BIANCA
Who's that?

ADONIS
My brother.

ROCKY looks over and notices BIANCA'S confused expression.

BIANCA
Anthony?

ADONIS
Be right back.

ADONIS nods and moves off. This is unexpectedly emotional. ROCKY goes to BIANCA, they talk.

ADONIS goes up to his BROTHER.

ANTHONY
(energetic)
You looked great, brother, like our
Pops.

ADONIS

Didn't expect to see you, Anthony.

ANTHONY

Well, I was around an' it's 'bout time... We're blood and you've done something great tonight and I've been acting the fool too long - I'm real with that, I just had to get over "myself" - Hasn't been easy for me, man, the better you do, the worse I felt about myself. It's tough for an older brother to feel like the younger brother, know what I'm saying?

ADONIS

Mom know you're here?

ANTHONY

'Course, she wants this, too - Look, man, I'm sorry for the ego bullshit, it's over, right, I just want to be part of it again, part of where you're going, and I bring something to the party, I've got angles and ideas. You want me around? Last time I looked, there ain't many Creeds left.

ADONIS studies his BROTHER'S almost pleading expression and they shake.

BIANCA sees the BROTHERS approach.

ADONIS

Bianca, this is Anthony.

BIANCA

Hey, heard a lot about you.

ADONIS

(smiles)

And my "Unc", Rocky, who helps get me through this.

ANTHONY is a little COOL with ROCKY.

ANTHONY

What's up?

BIANCA

Do you want to go?

ADONIS

Oh, yeah. Catch up with y'all later.

ANTHONY
Thank you, brother.

They move off.

ANTHONY and ROCKY lock eyes.

ANTHONY (CONT'D)
Remember me? Met me and my sister a long time back at Pops funeral. Our sister passed a few years back, only me and him now - So you the "White Daddy" runnin' the show?

ROCKY
(offended)
Nobody runs nothin' - Yo, where were you when he needed somebody?

ANTHONY
(indignant)
- No offense, but we're real blood, you're not -
(moves off)
Stallion, thanks for taking better care of him than ya did our Pops...

ANTHONY walks off into the crowd.

INT. BEDROOM - MGM GRAND SUITE - NIGHT

Floor to ceiling windows, with an expansive view of the Las Vegas Strip.

BIANCA
It's a madhouse out there.

ADONIS
Crazy, right? Let 'em enjoy it. My victory's right here.

BIANCA
Your brother just shows up -

ADONIS
Yeah, but hold that conversation later, it's our time.

They share a kiss. She looks around the room. There's a room service table with a CHAMPAGNE BUCKET in the middle.

ADONIS (CONT'D)
Look inside.

BIANCA sees TWO PINTS of ICE CREAM inside the bucket.

ADONIS (CONT'D)
Where'd that come from?

ADONIS sits on the bed. Takes his shirt off. Exhausted.
Bianca sits next to him. She takes the chocolate ice cream
with her.

BIANCA
Babe. How do you feel?

ADONIS
What?

BIANCA
Like "Champion of the world"?

ADONIS smiles.

ADONIS
(tongue in cheek)
Nah, I feel empty and sad inside.

ADONIS looks at her and leans back.

ADONIS (CONT'D)
So could ya feed the champ some ice
cream?

BIANCA looks at him.

BIANCA
Excuse me?

ADONIS
C'mon, I've had a rough night.

BIANCA
(smiles)
I had a "rougher" night than you
had tonight.

ADONIS
... There's injuries everywhere.

BIANCA
Sure there are.

ADONIS
C'mon, can't you feed your man some
ice cream?

BIANCA
Why don't you get one of those
bimbos out there to do that?

ADONIS

That ice cream looks very good -
Gonna melt soon.

BIANCA shakes her head and opens the pint. She covers her mouth.

Stuck in the center of the ice cream is a 5 carat DIAMOND RING.

BIANCA

Oh my God!

ADONIS smiles.

BIANCA (CONT'D)

Donnie.

ADONIS takes the ring out of the ice cream and gets on one knee.

ADONIS

Bianca -

BIANCA

... Yes.

BIANCA smiles. Tears in her eyes.

ADONIS

... Love you, baby, more every
minute.

EXT. ROTTERDAM, NETHERLANDS - NIGHT

A dank, cold night on the outskirts of the city.

A DARK SEDAN pulls up to a low-level FIGHT CLUB.

Out of the car steps fight promoter BUDDY "KING" CHARLES and his BODYGUARD.

INT. BASEMENT

BUDDY is guided past the dank rooms and cubbyholes that serve as places for fighters to get ready for their matches... Depressing as it gets. BUDDY passes a half dozen BRAWLERS of different weights. None are special. A GYM RAT converses with BUDDY and points to a room at the end of the corridor.

BUDDY approaches a HULKING FIGURE with sharp features standing in the shadows. The BIG MAN studies another LARGE YOUNG MAN with a menacing aura, in boxing garb, facing away, warming up in the corner.

BUDDY
Ivan Arloff?

DRAGO ignores the well-dressed entrepreneur.

DRAGO
... Who are you?

BUDDY
I have a business proposition might
be interested in.

DRAGO
Who are you?

BUDDY
Buddy "King" Charles, boxing
promotions. I'd like to think
there's a great opportunity for you
both to capitalize on the Drago
name that you and your son haven't
used for years.

DRAGO
What are you talking about?

BUDDY
About you and your name.

The YOUNG FIGHTER continues to warm up, ignoring them.

BUDDY (CONT'D)
I know your history, the "history"
with that family and I know the
public likes a great story and
great stories sell, very simple -

DRAGO looks hard at him.

BUDDY (CONT'D)
You were used, you took the blame
for a man's death when it wasn't
your fault - You basically were
thrown out of your country after
you gave everything you were asked
to give, ashamed to even use your
real name and he, whose real name
is not even Creed, gets glory.

DRAGO
(dryly)
Feel sorry for me?

BUDDY

Of course I do. A man only has his pride to stand on and I think it's time for you to get a little payback - Why should Adonis Creed come out of nowhere and get all the acclaim and respect when you and your son get none? Your son is tough, I followed his record, tough fights but no promotion leads nowhere. He should be where Creed is, not here, but on a world stage. Your son in the ring with the son of Apollo Creed is more than boxing, it's an event! Take your name back - Creed did, now it's your time to take back what you lost. What goes around, comes around. This is an event... A life changer.

DRAGO glares at him.

DRAGO

Nothin' will change my life - Maybe his.

BUDDY

Vitor "Drago" - You want to do this?

VITOR ignores him and exits, heading to the ring.

SMASH CUT:

INT. FIGHT CLUB - NIGHT

BELL RINGS. BUDDY "KING" CHARLES watches VITOR DRAGO rapidly charge forward and unleash a SAVAGE KICKBOXING beating on his MIDDLE EASTERN OPPONENT. The low life CROWD screams for blood. It's FERAL ASSAULT.

VITOR is a vicious predator. BUDDY has never seen such FEROCITY.

BONE CRUSHING COMBINATIONS batter the opponent helplessly to the fitly canvas... VITOR mocks the fallen opponent.

BUDDY glances at DRAGO and locks eyes with him. BUDDY's found a gold mine. VITOR exits and speaks as he passes the promoter.

VITOR

(to Buddy)
Let's do this.

EXT. VAN NUYS AIRPORT - DAY

The DOOR opens and ADONIS, BIANCA, ANTHONY and ROCKY step down.

ADONIS
Hey, Cali.

ADONIS turns to BIANCA.

ADONIS (CONT'D)
You sure you don't want me to drop
you off?

BIANCA looks at ADONIS.

BIANCA
No, I want them to see and hear me
for me. Not you.

ANTHONY
All right, you go - I'm not,
throwin' shade on you.

ROCKY picks up his bag.

ADONIS
Coming with us, Unc?

ROCKY
Nah - I gotta few things to do.

ADONIS nods.

ADONIS
Cool - Come by the house for
dinner? He's got the address.

ROCKY
Sure, kid.

An ESCALADE pulls up for ADONIS and ANTHONY. Another one for Bianca and another one for ROCKY.

ROCKY (CONT'D)
I coulda grabbed a cab.

ADONIS
It's Uber. No one takes cabs
anymore.

ROCKY
See ya's later.

ADONIS shields his eyes as he looks at BIANCA.

ADONIS
Can't see you with all that bling.

BIANCA laughs and gets in the car. ANTHONY and ADONIS get in their SUV.

All pull off in different directions.

EXT. AGENCY - DAY

ADONIS and ANTHONY walk inside the large building people in Hollywood call The Death Star.

INT. AGENCY

A beautiful view of Century City and a long ass marble table with bottles of FIJI and FOLDERS that say CREED INC. TREVOR and JELANI, two handsome, well dressed AGENTS work their magic.

ADONIS
Nike, we can re-negotiate. Under Armour wants to do business in a major way.

ANTHONY
And Reebok and Adidas don't even do boxing and they just want you too, right?

JELANI
True.

ADONIS
Sounds good - Creed, Inc. Gyms - 24-Hour Fitness situations, explore that?
(to Anthony)
You, too.

ANTHONY
We'll explore it. Oh, yeah - Ever think about investing in an app?

ANTHONY (CONT'D)
That Silicon money is serious, brother.

ADONIS smiles.

ADONIS
I've thought of a lot of things - I'm gonna have my brother get involved in the day-to-day operations, so when something has potential, reach out to him.
(MORE)

ADONIS (CONT'D)

I have three fights I want, including the rematch, which won't be a long way off - And I've got a lot on my mind and I think it's relatable, so I want to get involved in public speaking, online education - I want to get a message out, goals and dignity and how to pursue both - Sound like a mouthful but I mean it. First topic: "Life's a fight everyone has to fight."

While he speaks, we see ANTHONY'S eyes flash with envy.

ANTHONY

(laughs)

When are you going to sleep?

EXT. APPLE OFFICE - SANTA MONICA - DAY

We're outside the offices of what has become the world's largest record company.

AVA FISHER (O.S.)

Your voice is sexy - It pulls you in.

INT. CONFERENCE ROOM - DAY

BIANCA is sitting across from AVA FISHER, a record executive. Two ASSISTANTS are present.

BIANCA'S MUSIC is playing. Her newest composition. Everyone is liking it a great deal. AVA smiles at her ASSISTANTS, who nod back. BIANCA looks encouraged. The song is wonderful and loud.

The SOUND begins to FADE in BIANCA'S EARS. She subtly touches her hidden HEARING AIDS. The music gets lower and she tries to SUPPRESS her fear. Her nails dig into her palms.

The SOUND slowly begins to ebb back and BIANCA puts on a brave face. The music ends and so does the emotional roller coaster.

BIANCA

You want to sign me?

AVA FISHER

I don't do general meetings, I only do business and we want to be in business with you, love that Philly thing you got going - Sexy.

BIANCA is silent.

AVA FISHER (CONT'D)
You're not excited.

BIANCA
I am - Excuse me.

She nonchalantly removes one of her hearing aids.

BIANCA (CONT'D)
"Show time" - The battery's dying -
I don't hide it, I just deal with
it -

AVA and the JUNIOR EXEC'S are taken aback. BIANCA begins to insert the battery.

BIANCA (CONT'D)
I could feel them going down in Vegas. The higher frequencies are the first to go. Imagine hearing someone arguing on the other side of this wall. You hear the voice but can't understand the words.

The battery is in and she replaces the hearing aid.

BIANCA (CONT'D)
(smiles)
All better - Still interested?

AVA FISHER
... Of course we're interested - I want you on the road, performing your songs - First we'll set up a showcase in Philadelphia then bring down the major label exec's from New York to hear the 'new' Philly sound, they'll love it, trust me.

BIANCA
Sound great - Y'know, I'm pregnant.

AVA FISHER
(smiles)
She's just full of surprises.

EXT. HOLLYWOOD CEMETERY - DAY

ROCKY walks up to APOLLO CREED'S HEADSTONE which is quite elaborate.

ROCKY

... So, long time, friend - Hard to believe you're right here and I can't see ya - It's like everybody's goin' someplace - Yo, ya kid's doing good - Very good, not as good as you yet, maybe never. Ya don't know how good ya are until ya think ya starin' at angels, right?... I'm suppose to go to ya house, but I don't wanna... I brought ya these.

He pulls out a pair of ADONIS'S BOXING GLOVES.

ROCKY (CONT'D)

Ya kid won the title in them. I'm gonna leave 'em. I know somebody will steal 'em but I thought ya be proud.

He hangs the gloves over the headstone.

ROCKY (CONT'D)

... Looks nice.

EXT. CREED MANSION - NIGHT

The UBER pulls up and ROCKY exits.

He looks anxious... Out front is the BLACK MUSTANG that ADONIS won back.

The front door opens and MARY ANNE CREED steps out. Her expression is hard to read... The car leaves.

MARY ANNE

Hello, Rocky.

ROCKY

(nervous)

How ya doin' Mary Anne?

MARY ANNE

... I heard you were coming.

ROCKY

(awkwardly)

Yeah, Adonis, he said I should come over - Is it okay?

A moment of silence.

MARY ANNE

Of course - Would you like to come in?

ROCKY
... Sure.

INT. CREED TROPHY ROOM

MARY ANNE has a drink and walks into the dramatically lit room.

Cases of trophies and at least TEN DIFFERENT championship belts.

Several large dramatically lit photos of assorted title FIGHTS.

MARY ANNE
... This is like a museum. I don't know why I keep all this around - Not exactly a feel good room. Do you keep old things, too?

ROCKY is incredibly uncomfortable.

ROCKY
Few things - the restaurant.

MARY ANNE
People like seeing it, don't they? Talking about the good old days.

ROCKY
(very uncomfortable)
Sorta - We're not so busy...
Y'know, I shoulda called ya more.

MARY ANNE
Nobody's blaming you.

ROCKY
Me - I'm blamin' me... Sorry I didn't stay in touch.
(shrugs)

MARY ANNE
And say what? Apollo was his own man.

ROCKY
(looks moved)
If I could turn the clock back...

MARY ANNE
The clock stopped the day you let him take your place. I was there.

ROCKY
I know -

MARY ANNE
... You loved your wife?

ROCKY
... Course.

MARY ANNE
And you got to spend many years
with her, the way it is suppose to
be. What if that never happened, it
would have been hard.

ROCKY
... Very.

MARY ANNE
Apollo was not perfect and what
happened, but he loved you,
respected you and now here we are
again. I know he came to you and
all I ask is to never let something
happen again, because he will push
it an' push it, like his father. He
can't help it -

ROCKY stares at the floor.

MARY ANNE (CONT'D)
I'm over accusing, the blaming,
does no good anymore, but what if
it happens to him... Because it
could. You had one man die in your
hands, what will you say?

ROCKY
... I love your son.

ROCKY stares deep into MARY ANNE'S eyes, pondering the
moment.

EXT. UNION STATION

A CAB pulls up and ROCKY exits with his bags.

INT. UNION STATION

ROCKY'S image is dwarfed by the high-beamed Spanish
concourse.

EXT. CREED MANSION - NIGHT

A black ESCALADE pulls up and ADONIS, ANTHONY and BIANCA step
out.

ADONIS sees the Mustang, elated.

ADONIS
My 'Stang's back.

ANTHONY
I called Lil Duke an' said, your
man got whipped good, so now show
some class an' give back my little
brother's ride back fast.

Heading into the house, BIANCA eyes him.

INT. CREED MANSION

ADONIS, BIANCA and ANTHONY enter.

MARY ANNE greets them.

MARY ANNE
Welcome - Welcome! Before I say any
more to you boys, I need to hug
this young lady. Congratulations,
how do you feel?

She hugs BIANCA.

BIANCA
Wonderful.

MARY ANNE
You look beautiful.
(to Anthony)
Glad you two worked things out -
It's important.

ADONIS
Rocky's coming by soon.

MARY ANNE
He did, but he left.

ADONIS
Left? Was there a problem?

MARY ANNE
No, he just said he wanted to go
home.

ANTHONY
(walking off)
Man's got a restaurant to run.

ADONIS
We were supposed to be celebrating.
He helped make everythin' happen.

BIANCA
You helped him just as much.

ADONIS reflects.

BIANCA (CONT'D)
He'll be fine... Baby, we got to be
concentrating on our lives now.

MARY ANNE
... Dinner's about ready.

ADONIS still troubled by the departure, nods and enters.
ANTHONY reappears by the door.

ANTHONY
... Check out what's on TV - Hurry
up.

EXT. CREED MANSION - LIVING ROOM

ADONIS steps closer to the LARGE SCREEN TV. BIANCA and MARY ANNE are on the sofa. ANTHONY is standing behind ADONIS.

SPORTSCASTER (ON TV)
Maybe one of the most hated men in
boxing history! Living in near
seclusion, the former Russian super
fighter, who was formally defeated
by American boxer Rocky Balboa in
1986, is back in the picture with
his son, also a heavyweight who has
been fighting under a different
family name for many years... Why?
Why come out of the "shadows" now?

BUDDY (ON TV)
Drago feels this "young" Creed has
a life he does not deserve, did not
earn.

ADONIS
(to Anthony)
This man's a thief - He's been
trying to promote me.

ANTHONY takes this in.

SPORTSCASTER (ON TV)
Why would you want to open old
wounds?

DRAGO (ON TV)
They never closed.

Drago and Vitor remain silent.

SPORTSCASTER (ON TV)
Are you haunted by the former
champion's death?

DRAGO (ON TV)
- Not at all.

SPORTSCASTER (ON TV)
You feel no responsibility?

DRAGO (ON TV)
... It was fight. He lost, what
more is to say?

DRAGO stares emotionless at the crowd and interviewer.

DRAGO (ON TV) (CONT'D)
I was a great fighter and I had to
leave my country like a dog -
Politics - I live in other
countries like a dog, ashamed of my
name, my son had to live like this,
too -

SPORTSCASTER (ON TV)
So do you want revenge through your
son?

VITOR (ON TV)
We want what is owed.

SPORTSCASTER (ON TV)
What exactly do you think you're
owed?

VITOR (ON TV)
Everything - What they have - What
is fair.

SPORTSCASTER (ON TV)
And what are your feelings about
Balboa, since it was your fight?

DRAGO (ON TV)
I don't want to talk about him.

BIANCA
Why are we watching this?

MARY ANNE exits the room. ADONIS turns it off.

ANTHONY
That old man an' his punk are
calling you out! You gotta answer
back.

BIANCA

Why?

ANTHONY

Why?

SPORTSCASTER (ON TV)

So what is it exactly you want?

DRAGO (ON TV)

They bring me to this country,
dishonor me -

SPORTSCASTER (ON TV)

Dishonor? Apollo is the one who
died.

DRAGO (ON TV)

Not my fault - He was not strong
enough.

BIANCA

Turn it off - It's a stupid
publicity stunt, money grab.

ANTHONY

So what? It's an amazing
opportunity. D, you would tear the
muscle-bound punk up - Bullshit
kickboxer, what's that? You'd mess
him up and make a statement, man,
and the money. Creed Inc. He's a
bum, no skills, brother.

BUDDY (ON TV)

Drago's son deserves some respect -
Life is supposed to give second
chances - This man has lived a real
life, Adonis Creed took the easy
route. He got a break he didn't
deserve. If his father didn't break
down barriers, if he wasn't a real
warrior, Adonis Creed would not
exist. Without "the name" who is
he, really?

ANTHONY

C'mon, D - Let's do this.

ADONIS rises and exits.

BIANCA

(exiting)

I'm asking you nicely to stop pushing this, understand me - Don't mess with our lives, mess with your own.

ANTHONY

... He should do it.

ADONIS keeps going, incensed.

EXT. TRAIN - NIGHT

The MOON is rising as the PASSENGER TRAIN rumbles down the track.

INT. TRAIN - NIGHT

ROCKY sits alone, staring out into the DARKNESS whipping past. There are only TEN PASSENGERS in the club car.

A YOUNGER COUPLE is watching a movie on an iPad. An older, sleeping HISPANIC WOMAN sits across the AISLE from ROCKY.

ROCKY opens his OLD FASHIONED WALLET and pulls out a PLASTIC ACCORDION 10-PICTURE HOLDER and stares at the small PHOTOS from his past: ADRIAN, MICKEY, ROBERT, HIS DOG, PAULIE, infant shots, etc.

INT. CREED MANSION - NIGHT

ADONIS sits in the DEN watching FOOTAGE of his FATHER'S FIGHT. He studies the grand images closely. The FOOTAGE is of DRAGO beating APOLLO. He switches to his OWN PERSONAL FIGHTS. We see ADONIS beating a half dozen opponents... ANTHONY enters.

He PACES in front of ADONIS. He holds up his IPAD.

ANTHONY

This shit is trending already - You didn't start this but you can finish it, you should. It's a chance to throw down, make a statement, everything's on your side and I want to contribute, be part of it. You got a chance to do something big. This fight would make "the statement", son of the greatest boxer ever -

This word "ever" digs at ADONIS.

ANTHONY (CONT'D)

- Against the man who beat the life out of him.

(MORE)

ANTHONY (CONT'D)

Besides being the "right" thing to do, ya got a family on the way, this is "generational" money. Pops would say do it for your family, for that kind of cash, he'd come back from the dead - I know you'll beat this big punk easy, he's got no real skills - If I had what you had I'd be on it tomorrow.

EXT. STREET - NIGHT

ADONIS is alone in his MUSTANG. Driving nowhere in particular. He is lost in THOUGHT. HIP HOP MUSIC drifts from the radio... He turns it OFF and stares out into the night.

EXT. EUROPE - EARLY MORNING

It is cool, miserable, misty weather.

We see VITOR DRAGO jogging in a crappy, mostly deserted, old INDUSTRIAL SECTION of town.

His hood is pulled tight as SWEAT and RAIN pour down his face. He looks menacing.

Following close behind is IVAN DRAGO. His countenance is cold, pitiless.

He flashes the LIGHTS indicating to pick up the pace.

VITOR does not. IVAN BLASTS THE HORN! Still, VITOR remains defiant.

IVAN brings the car closer, so close in fact, that he nearly brushes up against the back of his son's legs.

VITOR suddenly leaps to the side and POUNDS THE HOOD with a hammer fist.

IVAN SLAMS ON THE BRAKES and slowly gets out. He matches his son's seething stare.

DRAGO

(in Russian)

Run - You are me - I am you.

The only sound is the monotonous rain as the smoldering tension subsides as VITOR peels off and continues running.

IVAN stares at the retreating figure.

EXT. CLUB - ROTTERDAM - NIGHT

On this COLD, MISTY night, HOUSE MUSIC thumps out of the successful club as people arrive.

Out front is VITOR who is HEAD OF SECURITY... Dressed warmly, he decides who gets in and who doesn't.

Two high PUNKS in their early twenties try to get in. VITOR menacingly gestures that they better get out of there. Intimidated, they move on. VITOR is a hard man.

EXT. PENN STATION - PHILADELPHIA - DAY

A WIDE SHOT of the historic building.

ROCKY holding his SUITCASE is seen exiting the station.

EXT. HOSPITAL - DAY

INT. HOSPITAL - EXAM ROOM - CONTINUOUS

ROCKY is with the FEMALE DOCTOR who has treated him for the past two years. She scans a REPORT.

ROCKY
Any good news in there?

DOCTOR
Yes - The good news is the lymphoma is in remission.

ROCKY
Reversed?

DOCTOR
You could say that.

ROCKY
So I'm gonna be around a while?

DOCTOR
(smiles)
If the signs and symptoms stay reduced and remain that way for at least five years, you're pretty much disease-free. Of course, you must keep up with the prescriptions - But things are looking good.

ROCKY gives a slight pensive smile.

ROCKY
Fantastic, really, my kid's coming to visit with my grandson for the holidays, been like forever - Now I got some good news to talk about for a change.
(rises)
Yo, Doc, thanks, you did great.

EXT. JET TERMINAL - NIGHT

ADONIS exits the terminal with BIANCA and ANTHONY plus AIRPORT CURBSIDE PERSONNEL. Several VIDEO FILM CREWS and PAPARAZZI with their IPHONES recording are there as they head straight to the waiting SUVs.

REPORTER #1

Adonis, Bianca - Is it good to be back home?

BIANCA

Always.

REPORTER #2

Are you fighting Drago's son?

ADONIS

Don't believe everything you hear.

REPORTER #3

But he's calling you out, isn't he?

ANTHONY

He's just a big bum with a big mouth.

REPORTER #1

So who's next?

ADONIS

Bianca's singing tomorrow, don't miss it. That'll be better than any of my fights!

EXT. ROCKY/MICKEY'S GYM - DAY

FISHTOWN. Rocky's hellhole neighborhood. Several CONSTRUCTION TRUCKS are outside.

ROCKY enters. Several FIGHTERS, mostly young, are training... The place has been brought almost back to the way it was in the beginning. The co-owner from Creed - PETE - is present.

ROCKY

Good job - I like it the old way.

PETE

But who's comin' to this neighborhood? Hey, is your guy doin' it on or not?

ROCKY

Doin' what?

PETE
 Fightin' Drago's kid. Where you
 been?

ROCKY
 On a train.

PETE
 They're talking about Adonis
 fighting Drago's kid, not a bad
 idea, guy's muscle bound, easy day
 at office.

ROCKY
 ... Nothin' easy.

PETE
 When it happens, I want my kid on
 the card, okay?

ROCKY exits.

EXT. ADONIS AND BIANCA'S APARTMENT - NIGHT

An SUV with DRIVER is parked out front. ADONIS exits and
 prepares to enter. BIANCA is beautifully dressed.

ROCKY's VAN pulls into view. He exits.

ROCKY
 How ya doin' - Glad I caught ya -
 (to Bianca)
 Ya look beautiful.

BIANCA
 Thank you - Everything all right?

ROCKY
 Yeah, I gotta ask ya something
 about trainin' -

ADONIS
 Okay, she's singing tonight -
 What's the problem?

BIANCA enters. ANTHONY holds back.

ROCKY
 I heard about you and Drago's kid -
 That's not real, right? Somebody's
 goofin'.

ADONIS
 They think it's real.

ROCKY

Is it real for you? You said what?
No, right?

ADONIS

I didn't say anything.

ANTHONY

You'll walk through him - That's an
event.

ROCKY

You don't know what ya talkin'
about -

ADONIS

No, it's just talk -

ROCKY

Ya a real fighter - It's beneath
you -

ADONIS

Beneath me? Maybe, but you did it.

ROCKY

Different - Different reasons -
Truth is, there's pieces I still
haven't found - It's not worth it.
If ya care about what I think,
please, move on -

ADONIS

Okay, got it - She's gonna be late.

ROCKY

Sorry - Good luck, Bianca - So, I
can breathe easy?

ADONIS smiles.

ADONIS

Yeah, you can breathe easy.

ANTHONY

You're making such a big deal out
of this -

ROCKY

(ignores him)
... Thanks. See ya at the gym.

ADONIS exits.

INT. MUSIC VENUE - PHILADELPHIA - NIGHT

BIANCA performs the song we watched her compose during the Adonis montage.

ADONIS watches her all lit up and glowing. She is beautiful. ANTHONY, arriving late, positions himself near the stage.

Music executive AVA FISHER looks on with her BOSS and ASSISTANTS.

As BIANCA reaches the bridge of the song, suddenly the blood drains from Bianca's face even though she's still singing and smiling.

FROM BIANCA'S POV her hearing FADES and COMES and GOES. She touches her EARPIECE.

BIANCA
(while singing)
... Sorry, little off tonight.

ADONIS watches her with mounting disappointment. The AUDIENCE is MUTTERING.

BIANCA finishes to courteous applause and she goes off stage. AVA scans the patrons. Her BOSS says something negative to her and leaves.

ADONIS hugs BIANCA.

BIANCA (CONT'D)
What did I just do?

ADONIS
It was beautiful, baby. Believe it.

ANTHONY approaches.

ANTHONY
I'll give it to you - That was strong.

BIANCA
(to Ava)
Sorry -

AVA FISHER
(double-talk)
Well, it was good, but a little bumpy. You handled it beautifully.

BIANCA
Thanks - Is everything still on?

AVA FISHER
I don't think so.

BIANCA
It was a malfunction - Won't happen again.

AVA FISHER
I'm sure. We'll be in touch.

BIANCA
Thanks.

AVA FISHER moves off.

BIANCA (CONT'D)
That's it. They're not calling.

ADONIS
Don't say that.

BIANCA
Be real, okay - It's done.

A DJ plays music. FANS and CELEBRITIES as well as all the rest of the WANNABES and DEMO HUSTLERS that come to showcases looking for an angle, are moving to the beat.

BIANCA (CONT'D)
Let's go, please.

The MUSIC abruptly stops.

TONE TRUMP (O.S.)
Tone Trump in the house!!

ADONIS and BIANCA look at each other and then look up and see that

TONE TRUMP

The RAPPER that Adonis skirmished with, has taken the stage.

TONE TRUMP (CONT'D)
Lots of stars from Philly made it big.

TONE TRUMP (CONT'D)
Kobe Bryant, I'll give props to Will Smith. I'll even give it up to my idol growing up, Apollo Creed. But Baby Creed? He can eat a dick. In fact, he can swallow my Johnson. That's his name. Johnson?

Cheers and boos from the crowd. Eyes are on ADONIS and BIANCA. ANTHONY checks out ADONIS'S REACTIONS. Cameras (and cell phone flashes) go off.

TONE TRUMP (CONT'D)

I see you, Baby Creed. Wrote a song about you. Yo, anybody want to hear my song?

CHEERS.

A BEAT DROPS... and I hate to say it, but the beat is FIRE. And TONE starts rapping ABOUT ADONIS and DRAGO.

Like Ice Cube's "No Vaseline" or Jay-Z's "Takeover" this may be a diss track, but it's dope.

BIANCA

Don't - D, let's go. Hell with this.

ADONIS

(to Tone)

You and your bitch crew, c'mon, bring it.

But then TONE starts rapping about this:

TONE TRUMP

... Deaf bitch from around the way...

ADONIS heads for the STAGE!

FLASHES go off. ANTHONY and SECURITY pull him back.

BIANCA

D, no! He's a pig!

ANTHONY

Nah, man, not here. Let's go.

ADONIS

Let's handle this shit right now.

TONE TRUMP, with GLEE, goes back to rapping about how YOUNG DRAGO would kick Adonis's ass.

TONE TRUMP

"Either one. Father or son. Done is done."

Everyone's recording with their phones.

SECURITY quickly ushers ADONIS and BIANCA out of the club.

INT. SUBURBAN - NIGHT

Speeding down Broad Street. Nothing but silence and tight jaws in the car.

ADONIS looks at his IPHONE X. The footage of the diss and his freakout are everywhere. MediaTakeOut. Worldtar. Instagram.

ADONIS

I gotta know who set this up,
'cause this shit's not by accident!

ANTHONY

The label probably set this up.

BIANCA

What?!

ANTHONY

Yeah, if thing's didn't go
sideways, this would've been great
hype.

ADONIS stares at his hands for a moment.

ADONIS

(calmly)
I'm taking the Drago fight.

ANTHONY

Now you're being smart.

BIANCA

It's not "smart".

ANTHONY

Why's he in the game then? Easiest
money you'll ever make, c'mon,
Bianca.

BIANCA

(to Anthony)
I want to go somewhere alone with
him, you mind?

ANTHONY

Drop me off.

EXT. BIANCA'S FORMER APARTMENT BUILDING - NIGHT

An S.U.V. pulls up to the weathered apartment building and ADONIS and BIANCA exit.

ADONIS looks at the building.

ADONIS

Why're we here?

BIANCA

Do you remember that the first words you had with me in this building was a complaint?

ADONIS

Yeah, you were noisy.

BIANCA

And I remember when I looked down from that window that I almost fell out of because you were so damn handsome - I loved you at first sight and it's only gotten stronger. Nobody is going to love you more than me, except the child I'm carrying. Do you really want to bring the "past" into our life? Really? When you don't have to? We got so much ahead - Let's make our own history, not old history. Raise a family the way we wished we were raised - You don't need this, "we" don't need this - Move on, D, if I can give up something that I wanted my whole life, you can sacrifice a little, too. I believe you can do anything, but I don't want you to do this.

ADONIS

What kind of man just walks away?

BIANCA

A man who loves something more than himself...

ADONIS PACES then goes up to BIANCA, hugs her.

EXT. ADRIAN'S RESTAURANT - NIGHT

A slight glow from the NEON SIGN indicates the joint is open.

INT. ADRIAN'S RESTAURANT

The place is half full. ROCKY is at the front, greeting the few customers and reading a DOGEARED novel.

Over the bar is an inexpensive paper BANNER that reads "WELCOME BACK HOME!"

BIG SPIDER is behind the bar, blankly watching TV. ROCKY is making small talk and glancing out of the window.

SPIDER sees the INTERVIEW, the same one with DRAGO and son.

SPIDER
(to Rocky)
Hey -

He gestures to the TV. ROCKY comes over, sees DRAGO. His HEART drops. He TURNS it up.

DRAGO (ON TV)
I was a great fighter and I had to
leave my country like a dog.

Outside, a TAXI pulls up and ROBERT BALBOA, JR. steps out with his son, 8-year-old LOGAN. ROCKY sees the TAXI and turns OFF the INTERVIEW and dashes outside.

ROCKY
Yo, finally! Ya's look great.

He hugs ROBERT. Faces the child.

ROCKY (CONT'D)
Hey, there, Logan - Wow, did he
grow.

ROBERT
Yeah -

ROCKY
C'mon inside, it's a nasty cold
night - So glad ya's made it!

They enter.

ROCKY (CONT'D)
(to Spider)
Give 'em a hand with the bags,
okay?

SPIDER exits.

ROCKY hugs his son again and turns to LOGAN. ROBERT looks to the SIGN.

ROBERT
You didn't need to do that.

ROCKY
(laughs)
- Course I did.

ROBERT

Well, thanks, it's getting late, he's tired, actually, I'm tired too, so we better get to a hotel. Just wanted to stop by and say hi first.

ROCKY

No hotel, I'd love ya to stay with me - I'm right here, upstairs, there's plenty of room. Please come on, bought new sheets an' everything.

(to Logan)

Wanna see somethin' kinda rare?

INT. ADRIAN'S RESTAURANT - UPSTAIRS

ROCKY carries one suitcase and ROBERT carries the other as they climb the narrow, dark old stairs.

ROCKY

This is all ya's brought?

ROBERT

It's enough.

Though they try hard NOT to show it, ROBERT and LOGAN are taken aback by the tight, hundred-year-old accommodations. It's a TIME WARP.

ROCKY

The joint's old, but don't leak much - Check this out.

ROCKY goes to the BRAND NEW, modern, colorful AQUARIUM. It is by far the NICEST OBJECT in the room.

In THE TANK are his pet TURTLES.

ROCKY (CONT'D)

Wake up! Ya got good company - This is "Cuff" and his friend speedin' around in there is "Link". I've had these bums for over 40 years.

(to Robert)

Right?

ROBERT

Yeah - My whole life.

ROCKY

They're walkin' rocks, but nice - Yo, thanks for comin' - We'll have some fun.

EXT. PHILADELPHIA - AIRPORT - NIGHT

DRAGO, VITOR and BUDDY "KING" CHARLES exit the building...
They are guided towards two waiting SUVs by a BODYGUARD.

EXT. MUSEUM - NIGHT

The camera pans down to find DRAGO and his SON near the base
of the ROCKY STATUE: pure, cold hatred pours from Drago's
eyes.

Seated in the SECOND SUV is BUDDY "KING" CHARLES who is on
the phone...

DRAGO SPITS and LOCKS EYES with his son, then peels off to
the SUV, followed by VITOR.

INT. ADONIS'S CONDO - NIGHT

ADONIS lays in bed. The NIGHTLY NEWSCAST is on TV.

BIANCA practices her music in the other room on the piano.

ADONIS ignores the TV as he stares at an IPAD in his hand. He
is watching a VIDEO ON SIGN LANGUAGE FOR THE DEAF. He
IMITATES some of the basic HAND GESTURES.

SPORTSCASTER #1 (O.S.)
... That covers the NBA - At the
moment now for boxing, newly
crowned Light Heavyweight champ,
Adonis Creed has agreed to a
rematch with the unlucky "Stuntman"
Wheeler.

"Stuntman" Wheeler appears on camera. ADONIS glances up, then
back to the IPAD.

WHEELER (O.S.)
It was just a freak accident - Wait
'til next time.

ADONIS puts away the IPAD and steps into the other room.

SPORTSCASTER #1 (O.S.)
... The top contender was stopped
in the first round in what was a
very unpopular performance.

ADONIS studies BIANCA almost serenely writing lyrics while
tapping the piano's keys. Her HEARING AIDS are on the piano.

ADONIS
What are you working on?

She does not hear him. His HEART breaks. He goes to her. Seeing him approach, she puts in the hearing aids and softly smiles.

BIANCA
... These are a slight improvement.

ADONIS
What've you been up to?

BIANCA
Writing lyrics.

ADONIS
Can I read them?

BIANCA
... Go ahead.

ADONIS
- I like this line.

BIANCA
... Really? Are you just saying that?

C.U. LINE:

"How much can you take when you can't take no more..."

ADONIS
I like it - Sounds like a fight song - Very nice.

He kisses her and she carries on.

ADONIS (CONT'D)
... I may have to steal it.

BIANCA starts to write.

ADONIS (CONT'D)
(into her eyes)
... I told you I'll let it go, but I want to be a good man and a good father and I can only do that if I feel good about myself - If something changes, I need you to be with me and believe in me... I need that.

BIANCA touches his face and she continues to write.

INT. OFFICE - NIGHT

BUDDY "KING" CHARLES sits behind his elaborate modern desk.

DRAGO and VITOR grimly watch a SPORTS BROADCAST of the announcement of the WHEELER/CREED rematch.

DRAGO faces BUDDY, who just GESTURES with his hand that it's all going to be all right.

EXT. ROCKY'S GYM - DAY

ROCKY stands with LOGAN and ROBERT outside of the old gym that is being restored.

LOGAN
They're knockin' everything down.

ROCKY
Yeah, they been busy, but I'm keepin' this joint.
(to Robert)
Ya dad spent a lot of hours here, didn't ya?

ROBERT
Long time ago - Why restore this place? The neighborhood is gone.

ROCKY
But I ain't -

LOGAN
That where you learned to fight?

ROCKY
Yeah, did a little smackin' in there - Pain's a good coach.

Points to the pet shop.

ROCKY (CONT'D)
Met ya amazin' mother an' ya grandmother over there - It was fun.

ROBERT
Should we go inside.

ROCKY
Okay -

LOGAN
Can you teach me to fight?

ROCKY
Have to ask ya father about that.

ROBERT
I don't think so.

LOGAN
I'd like to try,

ROBERT
There's no upside to getting hit in
the head when you don't have to.

ROCKY is slightly offended but brushes it off.

ROCKY
Nah, one punchin' bag per family is
enough.

ROBERT
I wasn't trying to insult you.

ROCKY
... It's okay, I think it's funny.

They all enter.

INT. ROCKY'S GYM - DAY

ADONIS is now working with PADMAN in the ring. TWENTY OTHER
BOXERS are present. Place is PACKED with FANS, HANGERS-ON,
PUNCH-DRUNK PUGS, you name it.

ROCKY looks at the CLOCK.

ROCKY
Keep it goin' - Get all that pizza
out of ya -

ADONIS
(punching)
Love that pizza!!

ROCKY
30 seconds.

ROBERT and LOGAN are present. ROBERT feels out of place. This
is like a FLASHBACK of his life. As ROCKY watches ADONIS with
real concern, ROBERT feels a twinge of JEALOUSY.

ROBERT
So how long have you been training
him?

Throughout, ROCKY NEVER TAKES HIS EYES OFF ADONIS.

ROCKY
Two and a half years -
(to Adonis)
Don't square up, wider stance!

ADONIS
 (still working)
 Love that pizza!

ROCKY
 (eyes on Adonis)
 Logan, ya wanna learn to do that?

LOGAN
 Sure.

ROBERT
 How long you think you'll want to
 do this?

ROCKY
 (watching only Adonis)
 As long as he wants me - Logan, ya
 father use to move good, too.

ROBERT
 - Not really.

ROCKY
 No, ya moved pretty good.

ROBERT
 Until I quit.

ROCKY
 Ya had school stuff -
 (to Adonis)
 Time!

BELL RINGS.

ROBERT
 Can I see you alone? Logan, come
 on.

He heads outside.

ROCKY
 (senses something)
 Sure.

EXT. GYM - DAY

FATHER and SON and LOGAN step into the biting cold. ROCKY
 senses something is amiss.

ROCKY
 (to Logan)
 'Nippy' out here.
 (nervous)
 (MORE)

ROCKY (CONT'D)
... There's a goofy word, 'nippy' -
Who made that up?

ROBERT
... Yeah. Logan, could you please
wait in the car.

LOGAN
Why?

ROBERT
It's cold.

LOGAN gets into the rental car.

FATHER and SON drift into an alley way.

ROBERT (CONT'D)
You know I love you.

ROCKY
Love you, too.

ROBERT
You know what's really special
about you?

ROCKY
Special? Not really.

ROBERT
You're like a season that never
changes.

ROCKY
(at a loss)
... Wow - Is that a good thing?

ROBERT
For what you 'did' and 'do' it's a
plus - Outside the ring, I don't
know.

ROCKY shifts uneasily.

ROBERT (CONT'D)
Ever see the way you look at him,
at Adonis?

ROCKY
How?

ROBERT
Like he's part of you.

ROCKY

No, just looks that way, maybe -
You're my only son.

ROBERT

I know, but face it, I couldn't
live up to whatever makes you
"you", maybe he can, but I don't
want my kid going through that.
Growing up was tough enough without
him being in your "shadow", too.

ROCKY

My shadow's gone - I'm old.

ROBERT

It's never gone - Y'know, I tried
to get your attention all the time,
an' I even tried fighting, but I
wasn't very good, so I stopped
trying, and you know what you said?

ROCKY

... I forget sometimes.

ROBERT

You said "Don't worry about it. You
can't be better than you are".

ROCKY

It's just words.

ROBERT

Yeah, but did I need to hear it?
Not living up to what you are,
that's a tough pill to swallow.

ROCKY

Just be "you", how hard is that?

ROBERT

Try telling that to other people.
It's not so easy living with this
name.

ROCKY

Could be harder livin' without it.

ROBERT

You just live in a different world.

44.*

ROCKY

(shrugs)
... Yeah.

ROBERT
It's harder to make it now.

ROCKY
Well, it was never easy, son -
Y'know, I think maybe, when things
have gotten a little too hard for
you, you looked around for a soft
spot to lay down.

ROBERT
You're calling me a quitter now -
It's all right, Adonis would never
quit, would he?

ROCKY
He's someone else's son - You're my
only - One hundred percent,
everything I could do, I did for
you and ya beautiful mother, I even
didn't mind takin' a beatin' so so
ya could have nice things - I
thought I did pretty good.

ROBERT
Yes, you did, but you expected so
much -

ROCKY
What? Maybe a "thanks" now and then
-

ROBERT
I could never live up to what you
wanted.

ROCKY
I never thought I was ya
competition, just ya father.

ROBERT
Fathers and son, it can't be helped
- It's the way it is.

ROCKY
Don't have to be.

ROBERT
It's the way it is, you don't get
that.

ROCKY
I don't wanna get it.

45.*

ROCKY studies his old, battered fist.

ROCKY (CONT'D)
 I'm never seein' ya again, am I...
 It's okay, don't answer - I don't
 wanna know, 'cause then maybe
 anythin' can happen, right?

ROBERT
 ... Yeah.

ROCKY
 Y'know, it's sad, each of us thinks
 we're right an' the other is wrong
 an' the truth is flyin' around
 somewhere - If I could be somebody
 else an' make things good between
 us, I'd jump in but I'm just this -
 Y'know, I never lied to a friend,
 never hurt nobody who didn't
 deserve it -

ROCKY steps a few PACES forward.

ROCKY (CONT'D)
 An' I only gave you the best I
 could ever give until I had nothin'
 left.

ROCKY pauses, points to the gym.

ROCKY (CONT'D)
 (gestures toward the gym)
 Gotta go... They need me in there -

He starts to move off.

ROCKY (CONT'D)
 ... Please visit ya mother before
 ya go.

ROBERT nods and moves away. He enters the car. ROCKY steps
 into view.

LOGAN puts his hand up in a BOXING POSE. ROCKY does likewise.
 The vehicle pulls away. The sound of a pounding SPEED BAG
 swells.

INT. GYM - DAY

A LATINO MIDDLEWEIGHT FIGHTER pounds away on the SPEED BAG.

The AURA in the gym is dark, joyless... Something is in the
 air.

The other TWENTY FIGHTERS work on various pieces of
 equipment.

A group of ON-LOOKERS sit along the three tier benches.

ADONIS works out with the punch mitts held by PADMAN.

ROCKY labors up the stairs, thoroughly discouraged.

As he pauses to collect his thoughts, ANTHONY arrives and energetically ascends the steps.

ANTHONY
(passing by)
You okay, Stallion?

He angles past.

ANTHONY sees ADONIS in the ring. He passes.

ANTHONY (CONT'D)
Got two companies bidding for the
ring mat.

He enters the office.

ROCKY wills himself out of the doldrums with each ascending step. He arrives at the top of the steps, looking like his old self. He heads toward ADONIS.

ROCKY
(to fighters)
C'mon, let's see some good
sweatin'! Shake an' bake!

ADONIS glances at him while he pounds away. ROCKY seems to be pushing his enthusiasm a little too hard.

ROCKY (CONT'D)
C'mon, kid - There's nobody better
than you! Hit those things - Go for
it! That's it!

ADONIS hits the PADS with increasing intensity.

EXT. GYM - DAY

TWO BLACK SUVS pull up, followed by LOCAL NEWS VANS and a T.M.Z.-TYPE ORGANIZATION.

Out step DRAGO and VITOR.

BUDDY "KING" CHARLES climbs out of the second SUV.

INT. GYM STAIRS - DAY

P.O.V. of the NEWS CAMERAS as they follow the men up the staircase, filming in a documentary style.

IN THE RING:

ROCKY holds a water bottle as ADONIS sips.

ROCKY
I like everything ya doin'. Very
good! But whip them shoulders more -

ROCKY demonstrates the move.

BUDDY (O.S.)
Adonis Creed!

ADONIS pivots towards the voice. BUDDY makes his way forward.
The VIDEO CAMERAS' OPERATORS now swing in front of him.

BUDDY (CONT'D)
You did not respond to my many
calls and invitations, so we
thought we'd publicly drop by -

DRAGO and VITOR clear the steps of the staircase.

ROCKY lays eyes on DRAGO for the first time in over 30 YEARS.
It is very INTENSE.

DRAGO
What're you lookin' at?

ROCKY
Why don't you move?

DRAGO
Make me.

ANTHONY drifts out of the office. He appears anxious.

BUDDY
You fight for money, right, then
keep fighting for it, because you
certainly don't fight for honor!

ADONIS
Better get out of here.

ROCKY
I got this -
(to Drago)
Nobody wants you here.

DRAGO smiles and moves forward.

DRAGO
I do.

ANTHONY looks up at ADONIS.

BUDDY

Adonis, nobody wants to see that
Wheeler re-match. They want
something better - Is this
challenge too much for you, Adonis?

ROCKY leans over to PADMAN and whispers. PADMAN pulls out a
phone.

The other GYM FIGHTERS now CONGREGATE near the front of the
ring, providing a type of buffer zone.

DRAGO

Why are you afraid of my son?

ROCKY

(to Adonis)
Don't talk -

ADONIS

Not afraid of anybody.

BUDDY

Good, because there's the chance to
make things right - You know what
I'm talking about, everyone does.
So take it, what are you waiting
for? You know what this man did to
your father. You can live with
that?

(to Rocky)
Can he?

ROCKY

Why don't you shut your mouth an'
get out.

ADONIS

Yeah, get out.

VITOR

Or what are you gonna do?

ADONIS

(to Buddy)
Control your dog before I whip his
ass.

VITOR

What'd you say?!

ADONIS

(to Buddy)
You heard me.

VITOR
This dog'll kick your ass!

BUDDY
Not yet!
(to Adonis)
When are you going to face this man?! You just scared? Is he too big? Rocky fought big men, didn't you? You weren't afraid.

DRAGO
He is now.

ROCKY
Let's go -

ADONIS starts to exit.

VITOR
The pussy turns his back -

ANTHONY glances over at BUDDY, who nods.

ADONIS
What's your problem man?
(gestures toward Drago)
How much shit you put in his head?

VITOR
Hey, I'm the real nigger here, who lived like shit when you were havin' ya ass kissed an' usin' a name that ain't even yours!

ADONIS
You know nothin' -

VITOR
Your ol' man fucked up his life, now I'm gonna fuck up yours!

That does it!! ADONIS CHARGES at VITOR but is held back by ROCKY, the CORNERMAN and several SPARRING PARTNERS!

Several GYM RATS and BOXERS-IN-TRAINING attempt to stop VITOR'S forward charge. VITOR RIPS FREE and EASILY SHOVES the smaller boxers aside. He WAVES AT ADONIS.

VITOR (CONT'D)
Ya shit, boy - You're shit -
Nothing!

DRAGO gets into the brawl, dropping two fighters with a HOOK and RIGHT HAND. Everyone backs away from the lethal Russian.

The CAMERA CREWS are getting their money's worth.

The POLICE arrive. ADONIS struggles to free himself. POLICE move forward.

ADONIS looks at BUDDY "KING" CHARLES and steps out of the ring, heading to the locker room.

ROCKY locks stares with DRAGO, who returns a dead eye expressions, then exits.

INT. LOCKER ROOM - DAY

ROCKY follows ADONIS into the room, followed by ANTHONY. ADONIS is strangely composed.

ADONIS
Didn't expect that.

ROCKY
What you expect, them to go away?
You said it was over.

ADONIS
That's not happening, even if I
wanted it to.

ROCKY
Thought you didn't want it to.

ADONIS
It's here now, isn't it? Forget
boxing. This is beyond. World wants
this.

ADONIS holds up his IPHONE.

ROCKY
That kid was raised in hate, that's
not how you were.

ADONIS
You think you know all that?

ROCKY
You want revenge, then take it out
on me, 'cause I'm the reason ya
father ain't here, not him!

ADONIS
You went after him and that was all
good but I want to make it right
and it's all wrong. Do you think
you had more right to do it than
me?

ROCKY

No, but it don't look like you're doin' it out of respect for him - This ain't about defendin' ya father, 'cause he had no idea who ya were, kid. He couldn't pick ya out of a line up - But years later, ya this son, defendin' a relationship that never was - Why?

ANTHONY

You don't need to hear that shit -

ROCKY

Then tell me something different!

ADONIS

Everything I do is to make him proud. Every time I do something good, I look up in the sky and say "Proud yet? Good enough yet?" But it isn't.

ROCKY

Why do you put that on yourself?

ADONIS

I made this happen.
(pause)
I wanted it to happen.

ROCKY and ANTHONY are stunned.

ANTHONY

You made what happen?

ADONIS

I paid that promoter. I wanted this to happen... I'm not my father, I'm using what I have while I have it. I want to get their real respect, people not be the victims anymore. Not get beat up anymore 'cause of their skin, killed anymore, no power to change things because they look different, think different. That shit can't fly anymore - A champion's gotta be more than just another black man hitting things, so I'm taking

ADONIS (CONT'D)

that anger back in the ring an' remindin' people that they let a man get beat defenseless 'til he died and nobody cared and nothin' happened.

(MORE)

ADONIS (CONT'D)

Time moved on but now they're going to see what it's like when things are reversed.

ROCKY

I ain't saying I know what ya goin through -

ADONIS

No, you don't. You know I respect you more than anybody and you know I'm not doin' this 'cause of ego, I want to leave something behind that means something - My father didn't, but I do.

ROCKY

You still got to keep ya mind right - Anything can happen.

ANTHONY

Don't put that in his head.

ROCKY

The way you feel about that, he feels about you -

ANTHONY

That bum won't know what hit him.

ROCKY

So it's impossible to lose?

ADONIS

You think I'm going down and not get up? This isn't yesterday - You don't have to worry about throwin' a towel.

ROCKY

You should have Lil Duke train you. I think he'll cover you best an' ya know him.

ADONIS

What about you? What's the problem?

ROCKY

I been through this -

ANTHONY

He's afraid.

ROCKY

Maybe, wish I was stronger about this, but I'm not.

ADONIS

So you're out?

ROCKY

For this. Outside the ring, fight for whatever ya want, but inside, the only thing ya should be fightin' for is ya life - Good luck.

ROCKY exits.

INT. GRAVEYARD - DAY

ROCKY pulls the CHAIR out of the TREE and places it in front of ADRIAN'S HEADSTONE. He simply stares off into the sinking grey light of the day...

Slowly rising up in VOLUME is the GRAND THEME of the next scene.

H.B.O. SPECIAL

The dramatic special appears to show a high traveling DRAMATIC shot of LAS VEGAS at night. DRAMATIC MUSIC.

NARRATOR

(dramatic)

In the desert is a crown jewel of many lights that serve as a beacon for travelers all over the world to explore, be entertained and try their luck. But several miles beyond the glamorous oasis, across barren desert, lies some of the most grand and foreboding land in the world. It's called simply "Death Valley".

We see a shot of ADONIS running through the parched earth at sunrise.

NARRATOR (CONT'D)

Like the man who is Adonis Creed, the landscape is hard, resilient and always challenging.

CUT TO:

EXT. ANOTHER DEATH VALLEY LOCATION

NARRATOR

As one of the best light heavyweights in the world, Adonis, in a career that has seen him struggle to emerge from the shadows of the legendary Apollo Creed, is putting his next title defense on hold. He has chosen to avenge his father's tragic death at the hands of the infamous Ivan Drago.

Scene shifts to an OLD GYM where VITOR works out with IVAN DRAGO in the background. He looks pumped and brutal.

NARRATOR (CONT'D)

An ocean apart and like out of a Shakespearean drama, it is not the patriarch but the son, Vitor Drago, a bull of a man who will defend the Drago name -

CUT TO:

Outdoor scenes of VITOR running.

NARRATOR (CONT'D)

The young Drago feels like the family has unjustly suffered because of an untimely tragedy and Adonis Creed has not earned what he has and should not be champion.

CUT TO:

ADONIS shadow boxing up a jagged, steep hillside with charred rocks spread before him.

NARRATOR (CONT'D)

Adonis calls this personal and wants to put the insults and disrespect to rest no matter what the cost, and with his superior skills end this nightmare.

CUT TO:

VITOR training in the gym.

NARRATOR (CONT'D)

His opponent thinks his nightmare is just beginning...

VITOR faces the camera.

VITOR

I'm a bad man and will beat 'em worse than his father got.

More cuts of VITOR outside in a tank top running with a PIT BULL who bites a stick and VITOR hurls him into the air.

CUT TO:

ADONIS as he runs across the desert, we cut to clips of his fights.

NARRATOR

Adonis Creed, proving to be a fearless fighter who has tested his metal -

ADONIS is seen knocking out SEVERAL MEN in dramatic slo-mo style.

We see VITOR in much cruder surroundings, knocking MEN out.

NARRATOR (CONT'D)

- Will pit his skill and pride against a hostile unknown with nothing but personal retribution on his mind.

We see ADONIS running in dramatic fashion towards the highest point.

NARRATOR (CONT'D)

Life is a Circle and History and Time often do not hide the scars and erase the ferocity of the past.

CUT TO:

VITOR standing between two classic Greek columns looking like a modern Hercules.

NARRATOR (CONT'D)

Alongside the glory, the unknown danger is ever present, the paths they take will never run parallel for each man but their personal histories are forever star-crossed.

ADONIS arrives at the top of the cliff and stares out at the hostile territory.

NARRATOR (CONT'D)

Like the hellish landscape that has often proven invincible, Adonis Creed plans to conquer this personal challenge and move on with his blessed life.

ADONIS (V.O.)

"... I will destroy him, I promise."

NARRATOR

The Boxer and the Beast, a brutal reconvening, a deeply personal journey, pulling two men from different parts of this planet to end of a decades long family rivalry and their future and family's legacy will be determined by their skill and in the power of their fists.

INT. MGM GRAND - ARENA

The CROWD is brimming with expectation. Several groups are wearing "REMEMBER APOLLO" t-shirts and several hold up signs that read "VENGEANCE IS MINE - ROMANS 12:19".

This is a very animated crowd, extremely vocal in their hate for Drago AND the SOVIETS as well.

COMMENTATOR#1

Welcome one and all to this evening's unusual event. The huge, relatively unknown European with the familiar last name, Vitor Drago, is set to go against Light Heavyweight Champion Adonis Creed in what could be called a special event, but this has a real undercurrent of a 'vendetta' or 'payback'. Earlier in the day, we caught up with the belittled yet unapologetic man himself, Ivan Drago.

CUT to FOOTAGE of DRAGO.

COMMENTATOR #1

Why now?

DRAGO

(Russian accent)

Why not? This is something that has been building long time - This country was bad to me, having me fight an' old man instead of the champion. Then, in Russia, I was embarrassed, cheated. But all will be over soon and we'll have the respect we deserve.

INT. ADONIS'S DRESSING ROOM

BIANCA, who is VERY PREGNANT, sits watching Adonis SHADOW BOXING in the mirror. Anthony is present.

ADONIS moves around, slowly JABBING.

From the group: YELLING OF ENCOURAGEMENT.

LIL DUKE
Stay inside his reach, okay? Can't
stay on the outside - Side to side,
then inside, got me?

ADONIS smiles at BIANCA and uses a "Hand Sign".

ADONIS
(hand signs)
... I got this.

BIANCA
(hand signs)
I love you.

INT. DRAGO'S DRESSING ROOM

VITOR methodically throws incredibly powerful RIGHT HAND PUNCHES into punch mitts held by DRAGO himself.

VITOR throws again.

DRAGO
Remember what they did to me.

VITOR throws with UNBELIEVABLE FORCE. It CRACKS against the pad, sounding like a shotgun blast.

DRAGO picks up VITOR'S HUGE BOXING ROBE. From the angle, we cannot read what is on the back. VITOR'S EYES show disapproval.

INT. RINGSIDE

The COMMENTATORS stand up facing the camera.

COMMENTATOR #1
This is the first time in several
years Balboa will not be in his
corner. Why do you think that is?

COMMENTATOR #2
Maybe he just isn't on board with
this "fight" because of what
happened years ago when things went
tragically wrong...

The CAMERA pans the crowd.

COMMENTATOR #1
Tonight, the "past" catches up to
the "present" and sets the
future...

ROCKY takes his seat directly behind Adonis's corner.

The LIGHTS DIM. A BLUE HAZE BACKDROP provides a dramatic display as the DRAGOS enter the arena. The building resonates with BOOS. HEAVY METAL MUSIC blares from the speakers.

Stepping into view is VITOR.

COMMENTATOR #1 (O.S.) (CONT'D)

Vitor has fought all his life under a different name, tonight is the first time he will be announced by his real name -

COMMENTATOR #2 (O.S.)

Said they were embarrassed by what happened years ago.

COMMENTATOR #1 (O.S.)

That may change tonight - Vitor Drago is a very powerful looking man but will his ability keep up with Adonis Creed's ringmanship?

COMMENTATOR #2 (O.S.)

Good question, but he looks hard core.

Many of the CROWD taunt DRAGO with FOUL LANGUAGE. One bold ANTI-FAN attempts to grab hold of VITOR'S SHOULDER.

DRAGO GRABS the anti-fan BY THE CHEST and SHOVES him back roughly into the crowd.

Tough as VITOR is, he is disturbed by the growing level of hatred as he moves towards the ring... He did not expect this INTENSITY.

COMMENTATOR #1 (O.S.)

One unruly fan just got manhandled by Drago.

VITOR reaches the ring and enters. IVAN stands besides his son, soaking up the energy of being in the limelight again. The MUSIC is very intimidating, vicious.

The crowd BOOS. DRAGO calmly MOCKS the crowd with an upraised fist.

Turning around, we see embroidered on the back of Vitor's robe: "APOLLO R.I.P."

COMMENTATOR #1 (O.S.) (CONT'D)

(re: robe)

That's in really bad taste. Actually, appalling.

COMMENTATOR #3 (O.S.)
 If he wanted to mess with Creed's
 head, that'll do it.

The MUSIC changes.

INT. ARENA

The crowd cheers as ADONIS appears on the SCREEN. His music
 BLARES.

COMMENTATOR #1 (O.S.)
 Adonis Creed now making his
 entrance. Definitely a crowd
 favorite.

ADONIS, game face on, CLIMBS into the ring. The crowd LOVES
 HIM!!

VITOR immediately steps to the center of the ring and gives
 the THROAT SLITTING gesture.

As VITOR turns, ADONIS sees the back of the ROBE: APOLLO
 R.I.P.

ADONIS LOSES IT! Tries to RUSH FORWARD as VITOR stands like
 an intimidating statue. Lil Duke BLOCKS HIS PATH.

ADONIS
 (pointing to Vitor)
 ... Gonna beat your sick ass!

COMMENTATOR #1 (O.S.)
 Adonis Creed is enraged and
 attempts to get to Vitor Drago, who
 mocks him!

ADONIS'S anger is glowing but LIL DUKE, along with CORNERMEN
 and official RING SECURITY manage to separate them.

DRAGO is enjoying the mayhem.

VITOR
 You're goin' be under my foot!

INT. RINGSIDE - MOMENTS LATER

RING ANNOUNCER
 In the blue corner, with a mixed
 martial arts record of 45 and 2 and

RING ANNOUNCER (CONT'D)
 26 professional boxing fights, this
 being his debut in America,
 weighing 235 pounds, Vitor "The
 Hammer" Drago!

A few RUSSIANS in the audience applaud but are drowned out by
 the pro-American crowd. It only inflames DRAGO.

BIANCA, very much on edge, takes her seat. She eyes Buddy
 "King" Charles... She's not happy. ANTHONY sits next to her.

RING ANNOUNCER (CONT'D)
 In the red corner, weighing 199
 pounds, the newly crowned Light
 Heavyweight Champion of the World,
 Adonis "Speed" Creed!

The crowd EXPLODES!

COMMENTATOR #1
 Certainly has the support of this
 crowd behind him!

COMMENTATOR #2
 They want Vitor Drago demolished
 but that's a big task if Vitor has
 a "jaw" to match his size.

The REFEREE motions of the COMBATANTS to come to the center
 of the ring.

The BELL RINGS and DROWNS OUT the last curse word.

ADONIS goes straight forward and LOCKS EYES with the huge
 man. IVAN DRAGO exchanges DAGGER EXPRESSIONS with ROCKY, who
 he has detected sitting behind Creed's corner.

As the REFEREE gives instructions, the two fighters overlap
 one another with VULGAR INSULTS.

REFEREE
 I want a clean fight. Protect
 yourself at all times and when I
 say 'break', break. Good luck -

VITOR
 Where ya gonna run, boy?

VITOR holds out his gloves.

ADONIS
 I'm gonna close that mouth.

DRAGO
 ... You've lost.

The men return to their CORNERS.

COMMENTATOR #1
... You can actually feel the
hatred for each other here.

IVAN DRAGO steps outside the ropes. He turns, facing his son.

DRAGO
(in Russian)
You were born for this.

LIL DUKE looks deep into Adonis's eyes.

LIL DUKE
Control that shit! Stay inside his
reach.

ADONIS simply wants to get it on!

ADONIS
Ring the bell!

BIANCA sits nearly frozen in apprehension.

ANTHONY
(to Adonis)
You got this! You got it!

The BELL RINGS and Adonis CHARGES the Big Man with bad intentions.

COMMENTATOR #1 (O.S.)
Adonis wastes no time attacking the
much larger Vitor Drago! No
'feeling out' round, folks!

COMMENTATOR #2 (O.S.)
What a surprise - The smaller man
has Drago backing up!

COMMENTATOR #3 (O.S.)
Creed's making a statement early
on!

VITOR pushes the smaller fighter away and then is FURIOUSLY
ATTACKED again by Adonis. Adonis circles and fires off rapid
jabs.

ROCKY
Forget the head! The body!!

INT. CREED MANSION - DEN - NIGHT

MARY ANNE watches Adonis rip into the big Russian.

CUT TO:

INT. RING

DRAGO does not like what he sees and BERATES his son.

DRAGO
(in Russian)
Attack!

VITOR goes into attack mode.

CUT TO:

ROCKY: from his point of view, this looks almost exactly like the beating that was given to APOLLO.

WE CUT BACK AND FORTH FROM THE OLD
FOOTAGE TO THE PRESENT
DAY... THE COMPARISON IS EERIE.

Adonis comes in straight ahead and gets caught with a THUNDEROUS BLOW which delights Drago.

VITOR
Hit me. That's it?

VITOR turns to the CROWD and gives ADONIS a THUMBS DOWN gesture.

ADONIS starts to rapidly CIRCLE and JAB. They are barely reaching the target, but Vitor is starting to WALK THROUGH the punches.

VITOR (CONT'D)
C'mon, gimme somethin' - Gimme somethin'.

ROCKY sits. He is feeling every emotion a fighter would feel who was in the ring.

ROCKY
Back off!

COMMENTATOR #1 (O.S.)
Adonis is still going after his opponent but falling short.

COMMENTATOR #2 (O.S.)
Vitor's big right hand is locked and loaded!!

Sure enough, ADONIS throws a LEFT HOOK and VITOR counters with a thudding RIGHT, which badly ROCKS ADONIS.

ADONIS rapidly backs up against the ROPES. ADONIS tries to lay him up and VITOR SMASHES ADONIS in the JAW with a flagrant illegal elbow! CROWD boos. The REFEREE admonishes him. VITOR mocks ADONIS.

ROCKY
 (from seat)
 Circle, circle! Off the ropes!
 (to himself)
 He's done.

The crowd SCREAMS for ADONIS to rally.

VITOR cuts Adonis off: Adonis is again PINNED AGAINST THE ROPES.

COMMENTATOR #2 (O.S.)
 Drago is like having a brick wall
 standing in front of you!

VITOR delivers a pair of LEFT - RIGHT COMBOS that land with concussive force!

Adonis FIGHTS ON and CATCHES Vitor with a BODY-PUNCH to his LIVER.

ANTHONY
 Yes!! That's what I'm talking
 about!

LIL DUKE
 That's it! More of the same! Bust
 him up!

But VITOR is too powerful and smiles at him - Telling him to hit him again, harder.

BIANCA leaps to her feet.

BIANCA
 (yells)
 You got to stop this!!

INT. RING

VITOR, hands at his side, sticks out his JAW. ADONIS hits it. NO EFFECT.

Then, like a BOLT OF LIGHTNING from hell, Vitor EXPLODES with a brutal OVERHAND RIGHT that clubs ADONIS behind the ear and sends him CRASHING TO THE CANVAS!!

The AUDIENCE IS STUNNED.

FEAR fills Rocky's eyes. HE ALMOST WANTS ADONIS TO STAY DOWN.

ROCKY
 Take the count!!

VITOR says something unintelligible to the fallen fighter, then RAISING HIS FIST, he strolls to a neutral corner.

ADONIS goes to ONE KNEE. We see a moment of DOUBT creep into his eyes. EVERYTHING IS OUT OF FOCUS.

VITOR disdainfully wipes the BLOOD way from his NOSE and glances at this father.

COMMENTATOR #3 (O.S.)
This is the advantage of a full-blown super heavy weight - incredible hitting power. One punch and it's good night!

COMMENTATOR #2 (O.S.)
Creed just can't get inside!

COMMENTATOR #1
And he is being dismantled by the brutal strength and rough house tactics of Vitor Drago!

COMMENTATOR #1 (O.S.) (CONT'D)
Creed better find plan B fast. What's he doing? He's waving Drago forward!

COMMENTATOR #2 (O.S.)
That's crazy!

INT. CREED MANSION - DEN

Mary Anne SCREAMS at the TV:

MARY ANNE
Stop the damn fight!

INT. RING

ADONIS - HURT AND HUMILIATED - RISES.

BIANCA
Oh, my God - Just stay down.

ANTHONY looks VERY SHAKEN UP by the unexpected beating his brother is receiving.

COMMENTATOR #2 (O.S.)
The ref is about to stop this one-sided affair.

COMMENTATOR #1 (O.S.)
Creed better throw something back or it's over!

FIVE SECONDS!

LIL DUKE
Let the damn hands go!!

Vitor unloads a BRUTAL BODY SHOT that causes Creed's knees to almost buckle. BELL!! He shoves ADONIS hard and returns to the corner, fist raised.

Buddy "King" Charles rises with his BODYGUARD.

BUDDY
(to bodyguard)
... It's over.

ANTHONY is dismayed as he watches BUDDY exit.

IN THE RING:

LIL DUKE climbs into the ring along with his CORNERMEN.

ROCKY rushes to the step behind Creed's corner.

ROCKY
(to Adonis)
You can't do this!

ADONIS
You did!

DUKE
(to Adonis)
Listen to me, not him!

DRAGO'S CORNER:

DRAGO
(yelling in Russian)
He's finished - Back him up and
beat him down, make it last.

INT. RINGSIDE

ANTHONY looks very badly affected by this horrible beating.

CREED'S CORNER:

ADONIS and LIL DUKE. Duke yells into the fighter's profile. Adonis sneaks glances at Vitor then Bianca.

LIL DUKE
Man, you gotta step it up! Move,
goddamnit, don't come at him!

BIANCA is pacing in the aisle. She looks at ROCKY.

LIL DUKE (CONT'D)
 Don't need you takin' his 'best',
 ya gotta just stop doing' the shit
 ya don't got to be doin' -

ADONIS rises.

LIL DUKE (CONT'D)
 (yelling)
 You got a bad man in front of you
 so let it go and get that chump
 outta here!!

THE BELL RINGS.

ADONIS catches a glimpse of ROCKY as he moves to the center of the ring.

VITOR moves to the CENTER of the ring. Surprisingly ADONIS attacks first!

COMMENTATOR #1 (O.S.)
 Can't say this man doesn't have
 heart, but here comes Drago!

VITOR hits back with a combination that nearly RIPS Adonis's head from his shoulder.

ROCKY
 (to Lil Duke)
 He's done! Call it!

ROCKY's point of view:

We go to SLOW MOTION as --

It is almost a DUPLICATE of the DEADLY PUNCH that killed Apollo.

Still in SLOW MOTION, we see BIANCA rise to her feet as Adonis DRIFTS HELPLESSLY towards the ropes.

LIL DUKE desperately reaches for the TOWEL.

IVAN DRAGO rises to his feet, his face flushed, SCREAMING for victory.

Sensing the end is near, the AUDIENCE seems to RISE as one.

Vitor's face contorts into a mask of HATE and FURY as he coils back his body and unleashes a brutal left hook.

The CROWD goes CRAZY!

ROCKY rushes forward and rips the TOWEL from LIL DUKE'S hands and THROWS IT!

As the TOWEL is in mid-air, VITOR now unleashes all his power into a SEISMIC OVERHAND PUNCH that pile drives Adonis unconscious to the canvas.

COMMENTATOR #1 (O.S.)
 Creed is OUT!! My God, what a shot
 and he's not getting up! One of the
 most vicious shots ever! A
 sensational right hand knockout for
 the powerful Vitor Drago!

CREED'S CORNERMEN LEAP into the ring followed by professional CAMERA CREWS and MEDICAL EXPERTS. IT IS COMPLETE MAYHEM.

The arena goes BERSERK.

BIANCA struggles to get into the ring but is blocked. She cries hysterically.

ROCKY shoves past the gathering crowd of security people and other personnel.

ROCKY kneels besides Adonis as the RING PHYSICIAN and MEDICAL EMERGENCY STAFF examine him.

COMMENTATOR #1 (O.S.) (CONT'D)
 A BRUTAL knockout. The kind you
 hate to see!

ADONIS'S eyes slowly open.

COMMENTATOR #3 (O.S.)
 Now he's moving! He's still out of
 it but at least he's looking around
 -

VITOR PUMPS HIS FIST at the crowd.

ROCKY
 Don't move, kid - You'll be
 alright.

IVAN DRAGO pats his son's shoulder but he is more interested in GLARING at ROCKY.

The image of Adonis is displayed on the JUMBOTRON SCREEN.

ROCKY is beside Adonis, who now has been lifted into a seated position against the ropes.

BIANCA is outside the ring, crying as she tries to inch closer.

ROCKY (CONT'D)
 Let 'em check you out!!

It is CHAOTIC!

The JUMBOTRON plays back the KNOCKOUT again for the crowd in SLO-MOTION.

CUT TO:

IVAN DRAGO muscles his way through the CROWDED RING and hovers over ROCKY and ADONIS.

DRAGO
(cold)
... He still alive?

ROCKY turns and unleashes a BIG RIGHT HOOK that instantly BLOODIES Drago's mouth.

Rocky POUNDS AWAY: another RIGHT/LEFT/RIGHT combination that DRIVES Ivan Drago back!

SHOCKED ONLOOKERS back away from the sudden violence.

COMMENTATOR #1 (O.S.)
A fight has broken out! The two men
are throwing wild punches!

The AUDIENCE ROARS.

VITOR pauses from TAUNTING. He RUSHES towards them as -

The massive Ivan Drago POUNDS Rocky with BRUTAL PUNCHES.

ROCKY is SMASHED AGAINST the ROPES but rallies and refuses to go down - He pounds furiously away on DRAGO'S BODY.

SECURITY rush in and separate the MEN.

VITOR arrives as his father TOWERS MENACINGLY over ROCKY.

ROCKY, terribly exhausted, slumps to the ground.

DRAGO
You never beat me!!

ROCKY
(winded)
Who cares!

The scene FREEZES IN A PHOTO STILL of ROCKY and ADONIS

HEADLINE: "PARTNERS IN PAIN".

INT. CAT SCAN ROOM - LAS VEGAS

ADONIS is on the table. ROCKY, ANTHONY and BIANCA look at each other.

ADONIS
...I'm fine.

BIANCA
Please. It's a precaution - Do it,
Donnie.

As ADONIS RETRACTS into the machine, BIANCA is feeling the beginning of cramps.

INT. CAT SCANNER

ADONIS closes his swollen eyes as the WHIRLING SOUND of the CAT SCAN MACHINE builds in volume.

INT. HOSPITAL

BIANCA is in a wheelchair, being led away by a NURSE.

INT. HOSPITAL HALLWAY

Late at night, very little activity.

INT. HOSPITAL ROOM

The silence is overwhelming as ADONIS lays sedated in bed. His mind still racing over what has transpired. The door to his room OPENS.

A LARGE FIGURE walks across the room and takes a seat in the shadows. Only his outline is seen because of the glow of the MOONLIGHT emanating from the rear window.

ADONIS
Who are you?

STRANGER
You know me, course you do.

The STRANGER leans forward and we see it is APOLLO CREED!

ADONIS
You're dead.

APOLLO
Went out the hard way.

ADONIS
You had everything.

APOLLO
It's never enough.

ADONIS
But you left everyone behind.

APOLLO
You come in alone, go out alone.

ADONIS
Did you know about me?

APOLLO
No.

ADONIS
Would it have mattered?

APOLLO
It's good being worth something to others, but it's better to be worth more to yourself.

ADONIS
So you only cared about you?

They both look at each other. Holding the moment.

ADONIS (CONT'D)
Did you even love my mom? Or Mary Anne?

APOLLO
Relationships come and go. Honor, that lasts... Glory, that lasts...

INT. CAT SCAN ROOM

ADONIS opens his badly bruised eyes.

Moments later, ROCKY walks in.

INT. HOSPITAL - HALLWAY

ADONIS follows a NURSE down the hall in the MATERNITY WARD.

ADONIS'S face is still quite SWOLLEN but he is feeling no pain at the moment. ROCKY follows behind.

The NURSE stops him at the door of a DELIVERY ROOM.

INT. BIANCA'S ROOM - NIGHT

BIANCA lays in the bed with a lovely INFANT by her side.

The door opens and ADONIS enters.

ADONIS is almost moved to tears. He studies the INFANT'S features as he looks speechless and grateful to BIANCA. BIANCA, though exhausted, is glowing.

ADONIS
... She's beautiful.

BIANCA
Yes... Baby, sit down.

ADONIS
I missed it...

BIANCA
She's here now.

ADONIS
Yeah - She's beautiful.

ADONIS looks at ROCKY.

ADONIS (CONT'D)
... Incredible.

ROCKY
Congrats - You're lucky, man.

ROCKY exits. He passes ANTHONY in hallway.

ANTHONY
Heard it's a girl.

ROCKY
... Stay with him.

INT. HOSPITAL WAITING ROOM - NIGHT

ROCKY sees LIL DUKE in the waiting room.

LIL DUKE
(guilt-ridden)
He okay? They said he's just banged
up - I tried to show him what's
right, but he wanted it his way. I
tried -

ROCKY
You did -

LIL DUKE
I got train' to do tomorrow.

ROCKY
... I got this.

LIL DUKE exits.

INT. BIANCA'S ROOM

ADONIS sits besides BIANCA.

ADONIS
... I can hold her?

BIANCA
... Of course.

ADONIS
Bianca, how is everything?

BIANCA
... Fine. We're all good. Just worry about yourself.

ADONIS
Did they test her yet?

BIANCA
Tests were inconclusive.

ADONIS
... When can we try again?

BIANCA
(nods)
... When we're home - That okay?

ADONIS
... Sure.

ADONIS thoughtfully nods.

INT. MGM GRAND

VITOR and his CORNERMEN are passing through the lobby. He pauses to sign for a couple of FOREIGN TOURISTS... Takes pictures.

They see the FOOTAGE on the JUMBOTRON from the fight. VITOR is pounding out ADONIS. The CRAWL reads: "VITOR DRAGO TESTS POSITIVE FOR PERFORMANCE ENHANCING DRUGS".

JIM LAMPLEY (ON JUMBOTRON)
European fighter Vitor Drago ran afoul of the "Clean Boxing Initiative" and was found to be using a pair of antibiotic substances, as a result, Drago has been put in harm's way and placed on suspension by boxing's governing bodies. Increasingly in boxing, you can run from a positive test but you can't hide. Meanwhile...

The blood drains from the fighter's face. People stare at him.

INT. VEGAS HOTEL - MORNING

VITOR walks forcefully down the hallway and stops where he proceeds to POUND on the hotel room door. After a moment, Buddy "King" Charles's BODYGUARD opens the door.

VITOR pushes past the BODYGUARD.

He goes in the room and sees BUDDY with DRAGO, who PACES.

VITOR
This is bullshit!!

DRAGO
He doesn't understand, this is good.

VITOR
That I cheat?

BUDDY
Don't let a bunch of half-assed American sports headlines bother you.

VITOR
You let him do this?

BUDDY
Don't worry about it.
(beat)
You're for real and we're creating "controversy". You killed his manhood -

VITOR
I won this clean!

BUDDY
Nothing's clean.

BUDDY (CONT'D)
From the beginning, your old man only wanted to take this show to Russia, now, if he wants it, he's got to come to us. Vitor, don't over think it - You had nothing three months ago.

VITOR glares at his father and exits.

INT. HOSPITAL ROOM - NIGHT

ADONIS, BIANCA and ROCKY are sitting in silence. She holds the baby.

ANTHONY almost BURSTS into the room.

ANTHONY
(elated)
You watching the TV? It's on fire -
He wasn't clean! You didn't lose -
He cheated!!

ADONIS remains silent.

BIANCA
Hold it down, please.

ANTHONY
It's good news - Gotta feel good
about this - Everybody knows it's
all bullshit - You're the better
man.

ADONIS
I hear you.

ANTHONY
I got to be feelin' good about this
- No bullshit back talk about
getting you ass beat - You could
have won it on the up and up!
Y'know what I'm saying!

BIANCA
He knows.

ANTHONY
What's happening here? Man, I
thought you'd be jumpin' all up and
down, wanting him all over again!
You all right, man?

EXT. HOSPITAL - HALLWAY

ROCKY stands with ANTHONY.

ROCKY
He's beat up, a beatin' like that
don't go away.

ANTHONY
I get it -

ROCKY

You don't get nothin' - He's hurtin', his world's upside down.

ANTHONY

He'll fix all that. He's got it all, he'll get it back. That punk was juiced.

ROCKY

I don't care what he was, fighters are never the same after a beatin' like that. It's a life changer.

ANTHONY

What's that mean? He's done?

ROCKY

He needs to think about things.

ANTHONY

Are you saying it's over? Everything - business, reputation - He always comes back.

ROCKY

Until ya don't. You all about the money?

ANTHONY

Don't insult me, man. He's my brother.

ROCKY

Then be there.

CUT TO:

EXT. WIDE SHOT OF PHILADELPHIA - MUSICAL MONTAGE

The BIG CITY labors along.

76.*

INT. ROCKY/MICKEY'S GYM

ROCKY is INSTRUCTING a group of neighborhood BOYS and GIRLS in the art of SELF DEFENSE.

CUT TO:

BIANCA doing a workshop with CHILDREN who have hearing problems but are musically inclined.

CUT TO:

EXT. PHILADELPHIA ZOO - DAY

ADONIS walking with his bundled YOUNG INFANT past the city zoo.

EXT. CREED INC. OFFICE BUILDING - PHILADELPHIA - DAY

ANTHONY settling in at a desk in a completely inactive office.

EXT. RUSSIA - DAY

In RUSSIA, with his son, IVAN DRAGO is being asked to take photos with many high-ranking MILITARY and POLITICAL FIGURES.

VITOR is bored with it but complies.

INT. ADONIS AND BIANCA'S APARTMENT

ADONIS sits alone, bored. He attempts to play with the CHILD but his MIND is elsewhere.

In the other room, BIANCA WRITES and noodles riffs on the piano.

INT. RESTAURANT - NIGHT

BUDDY "KING" CHARLES is holding a contract that he displays to ANTHONY.

We can tell from the BODY LANGUAGE that BUDDY is frustrated that Adonis won't take the REMATCH...

ANTHONY exits.

EXT. ROCKY/MICKEY'S GYM - NIGHT

Inside, ROCKY is watching three of the young neighborhood TAGGERS applying something on the wall...

The other poor neighborhood KIDS watch, fascinated, as the IMAGE slowly takes form.

77.*

EXT. VITOR'S GYM

In a DARKENED GYM, VITOR sits alone. He is TENSE.

INT. ROCKY/MICKEY'S GYM

The SPRAY PAINTING on the wall is finally completed. The YOUNG ARTISTS step away.

What is revealed is an AMAZING, KINETIC painting of JESUS CHRIST in boxing trunks and gloves, knocking a super-muscular SATAN out of the ring and into a sea of HELLISH FIRE.

Above the painting is boldly written "FAITH IS STRENGTH!!"

INT. VITOR'S GYM

Alone, the powerful young man sets up a VIDEO CAMERA.

INT. ADONIS AND BIANCA'S APARTMENT - NIGHT

ADONIS approaches BIANCA. He stares at her.

ADONIS
When are we going to test her?

BIANCA
What?

ADONIS
When are we going to test her?

BIANCA
(writing lyrics)
Soon -

ADONIS
... I need to know what's goin' on -
I need to make some choices.

BIANCA
Choices?

ADONIS
Why are you dragging this out? Do
you think I'll leave?

BIANCA
Some men would.

ADONIS
I'm not "some men".

78.*

INT. ANTHONY'S APARTMENT

He watches the TELEVISION. VITOR is on ESPN.

REPORTER (ON TV)
Adonis Creed, having repeatedly
turned down the offer for a rematch
with Vitor Drago, who was judged to
be using performance enhancing
drugs, has elicited this very angry
response.

VITOR (ON TV)
I am callin' a coward!! I am Vitor
Drago, not my father! Vitor, the
new one!

(MORE)

VITOR (ON TV) (CONT'D)

And I don't give a shit what anybody thinks I did about the drug bullshit - Think what you want! Does not matter to me! We fight a hundred times, you lose a hundred times!

INT. ADONIS AND BIANCA'S APARTMENT

ADONIS watches the TV. BIANCA is asleep.

VITOR (ON TV)

(hard, pacing)

I don't give a shit about any money! I want to fight this Creed, any place, any time. No drugs, no nothin'!! I am real!! Very real! Here's my email!

He holds up a SMALL CARDBOARD SIGN that has his EMAIL ADDRESS written out.

VITOR (CONT'D)

Write it down! Everybody listen up. If he does not have the balls because he was beat down so bad, smashed so bad, I'm makin' the offer to anyone who's good! Anyone who's tough enough! Any person, any nationality, any breed. I am the best man there is, no anger here! I'm gonna be a legend - Put this on TV. Real men fight. I don't care who he is or what he is, but real men fight until they're dead. Creed, you can take your shirt off, we fight inside, outside, in the rain, okay? Look at me, everyone! My name, once again, is Vitor Drago. I move around a lot but you, Creed, can reach me.

79.*

VITOR (CONT'D)

I am easy to find and I will smash you again. You were beaten! You were under my feet, you quit, I beat ya fair an' square, but I beat you, I beat you... Like a drum, I beat you... God, I'd hate to be you...

VITOR turns the CAMERA OFF.

EXT. ADONIS AND BIANCA'S APARTMENT

There is a FAINT KNOCK on the apartment door.

ADONIS answers. ANTHONY stands in the dimly lit hall.

ADONIS
... What ya doin'?

ANTHONY
... I gotta say something. What the hell you doin', man?

ADONIS
Don't worry about it.

ANTHONY
You scared?

ADONIS
Don't ever say that.

ANTHONY
You look scared. That's what "scared" looks like.

ADONIS
Go home.

ADONIS starts to leave and ANTHONY angles in front of him.

ANTHONY
Didn't say it's all bad - Who wouldn't be scared? Who wouldn't wanna say "fuck it, who needs this?" Who wouldn't be embarrassed, like no man should! Bad shit happened but you weren't all there.

ADONIS
Or maybe I'm not what I think I am.

ANTHONY
There is that! You could say that - But it's not true -

80.*

ANTHONY paces a few steps back.

ANTHONY (CONT'D)
Now me, that's who I am. I'm not who I think I am - And that's not so easy to live with - I'm getting used to it - But you - You got mad gifts, you got skills. You got everything from Pops.
(MORE)

ANTHONY (CONT'D)

I got the leftovers, but hey, it is what it is - It's okay, once ya accept you're not so special, but goddamn, you - You got responsibilities to people like me to show what a special man "can" do when everything says ya "can't"! You got a damn important responsibility to show what is possible when smart money say impossible!! People like me quit, that's not so unusual, 'cause I don't have the same gifts like you but not people like you, 'cause if the warriors quit... We don't walk away 'cause shit get ugly, we don't walk away 'cause life kicks our ass on a daily basis, but we keep tryin' even if it's hard and frustrating and unrewarding and nobody's even gonna be cheerin' our name, we still have that pride that gets our ass out of bed in the morning to try all over again. You got "gifts" like I said, "skills" and not to use them makes me mad - Mad.

ADONIS

I'm not afraid.

ANTHONY

No - What?

ADONIS

... Ashamed.

ANTHONY

So what? You let people down.

ADONIS

So what?

ANTHONY

So what?

81.*

ANTHONY (CONT'D)

Who asked you to be "all that" to everybody - Put you first and ya family first and whatever's left over, pass it around. People need to see what's "possible".

ADONIS

An' if I get knocked out again?

ANTHONY

Then I guess it was "impossible"
an' forget we ever had this fucked
up conversation.

ADONIS finally breaks into a smile and they embrace.

ADONIS

... I hate you, man.

ANTHONY

... Hate you, too - Now do it.

INT. GYM -NIGHT

A LOCK is heard opening and ADONIS, holding the BABY CARRIER, enters and climbs the dark steps.

Reaching the top, he flips on a light that illuminates part of the gym.

He heads to the SPEED BAGS.

The BABY CARRIER is placed on a stool. He kisses the INFANT then goes to the speed bag.

He starts to hit slowly at first. The sound reverberates throughout the empty, dark gym.

No reaction from the INFANT. ADONIS increases the SPEED. No reaction. Fear and SWEAT form on ADONIS'S BROW as he POUNDS HARDER and FASTER.

No reaction.

ADONIS'S eyes flash back and forth in near desperation between the speed bag and his child. No reaction.

His raw hands increase the tempo of the speed bag until its thunderous sound rattles the gym walls!

No reaction.

82.*

In final desperation, he reaches a mighty CRESCENDO and WHIPS the left hook into the bag which SMASHES it against the wooden surface.

This creates a sudden, unexpected explosion that resembles a SHOT BLAST!!

He looks to the INFANT who is startled and begins to cry.

ADONIS slumps against the wall and begins to cry himself.

INT. ADONIS AND BIANCA'S APARTMENT

The door opens and BIANCA quickly rushes to the door.

BIANCA
Where have you been?!

ADONIS
... She can hear better than me.

INT. ROCKY/MICKEY'S GYM

ROCKY stands with ADONIS.

ADONIS
He wasn't clean.

ROCKY
That's what they say.

ADONIS
You don't believe it?

ROCKY
Older I get, less I buy - Your wife?

ADONIS
She understands who we are - Like your wife did.

ROCKY thinks about it.

ADONIS (CONT'D)
How'd you do it?

ROCKY
Do what?

ADONIS
You lost a lot -

ROCKY
24 times, I think.

83.*

ADONIS
What kept you goin'?

ROCKY
Winnin' feels good.

ADONIS
Will ya help me?

ROCKY takes several paces.

ROCKY
Ya looked pretty good before the
fight - Feel good?

ADONIS
Yeah.

ROCKY
Yeah, ya looked everythin' except
"vicious".

ADONIS locks eyes with ROCKY, knowing it's the truth.

ROCKY (CONT'D)
He was vicious and ya lost. It's
not complicated.

ADONIS
... So let's get vicious.

EXT. DEATH VALLEY - DAWN

Stunning southwest vistas.

A dusty S.U.V. looks quite lonely as it kicks up a swirling tail of dust while heading off the main road and winds down towards a group of WELL-WORN BUILDINGS appearing at the low point of the valley, surrounded by DARK CLIFFS.

INT. S.U.V.

ADONIS looks at the dismal, primitive surroundings.

ROCKY
... Not many people here.

The S.U.V. pulls to a dusty stop. Parked in front of the ADOBE STRUCTURE are five fried, older PICK UP TRUCKS, a dusty 650cc MOTORCYCLE and a FLATBED TRUCK with several BALES OF HAY on it.

The unmistakable CADENCE of punching bags being hit DRIFTS outdoors. A sign reads in peeling letters "PURGATORIO EL BOX".

ADONIS
You went to the mountains. I'm
going to Hell.

TRAINING MONTAGE

EXT. DESERT SUN RISE

The music begins to drone in as the sun's power slowly radiates down on an endless expanse of barren land.

ADONIS comes into view as he jogs through rugged landscape.

Sweat pours from his body as he trudges along.

EXT. VITOR

- Is seen running along a city river early morning... Father follows in car.

INT. GYM

ADONIS is seen pounding away on the WELL-WORN heavy bag in the dusty gym. ROCKY coaches. ANTHONY observes.

INT. GYM - DAY

VITOR pounds away on the heavy bag with tremendous force - DRAGO coaches.

INT. GYM

ADONIS on the speed bag - ROCKY coaches.

INT. GYM

VITOR does single arm presses with one end of the barbel anchored to the floor. There is also a green rubber exercise band connected to the weight for extra resistance.

DRAGO intensely coaches.

EXT. ROCK STREWN AREA

ADONIS has a pair of ropes around his shoulders as he strains to drag a very large truck tire up an incline. His knees buckle from fatigue... ROCKY pours water on his head. ADONIS shakes it off and RISES.

INT. GYM

VITOR whips a pair of 15 foot thick weighted ropes in a wave-like fashion to build his shoulder strength and cardio.

EXT. DESERT GYM

ADONIS does pull-ups on the two-by-four chin-up bar in the sun.

EXT. ALLEY WAY (BEHIND GYM)

IN SLO-MO:

VITOR, clad in a soaking sweatsuit, leaps up while smashing a medicine ball on the ground - This is done repetitively. DRAGO looks on.

INT. CABIN

ADONIS sleeps then rises - 5 A.M.

EXT. CANYON SLOPE

ADONIS runs up the jagged trail holding a pole with 10 gallon water cans hanging from a pole across his shoulders... It is incredibly exhausting... ROCKY yells encouragement.

INT. CABIN - NIGHT

ROCKY opens a large jar of SALVE and ADONIS scoops some out and puts it on his blistered feet.

EXT. RUNNING

VITOR runs up steps - DRAGO looks on.

INT. GYM

ADONIS practices DUCKING LOW under a ROPE while throwing upper cuts to either side as he moves forward.

INT. NEW GYM

VITOR has a 4 FOOT WEIGHTED POLYURETHANE LOG-TYPE piece of equipment that he flips side-to-side in a very graceful manner.

EXT. DESERT GYM

Outdoors, ROCKY SWINGS a RAKE HANDLE at medium speed over ADONIS'S head as the fighter slips under it over and over. One swing hits him PAINFULLY in the shoulder.

INT. MODERN GYM

IN SLO-MO:

VITOR now has the polyurethane exercise log swinging gracefully from between his legs, then leaping into the air, he spins in the OPPOSITE direction, SWINGING the "log" over his head and DOWN through his legs. INCREDIBLY ATHLETIC.

EXT. DESERT

ADONIS has a rope tied around his waist as he tires to slowly move up an incline... ROCKY pulls back on the rope, adding resistance... ADONIS slowly throws hooks with a BRICK in each hand.

INT. MODERN GYM

VITOR punching the mitts - DRAGO looks on.

INT. MODERN GYM

Hitting the heavy bag even harder.

EXT. HIGHWAY - DEATH VALLEY

Amazing road through the center of the desert, heading into the hills. ADONIS runs gracefully along it. His mind is racing with dark thoughts.

INT. GYM

A truck pulls up with two very large HEAVY WEIGHTS. ROCKY greets them.

INT. MODERN GYM

VITOR is running through a small obstacle course. He is very graceful for a big man. His speed is stunning.

CUT TO:

SPEED BAG

ADONIS ATTACKS the object with renewed vigor!!

INT. MODERN GYM

VITOR has on HEADGEAR and begins SMASHING SPARRING PARTNERS. Three punch COMBOS and CUT!

INT. DESERT GYM

ADONIS wearing headgear is RIPPING into LARGER SPARRING PARTNERS. He is standing TOO UPRIGHT and gets ROCKED BADLY.

ROCKY stops him and corrects his angle.

INT. MODERN GYM

VITOR rips combos into sparring partners.

INT. DESERT GYM

ADONIS throws the ALMOST SAME COMBINATIONS.

INT. MODERN GYM

VITOR is doing WEIGHTED SIT-UPS.

EXT. DESERT GYM

ADONIS is outside, positioned against the gym wall... He holds a CAR TIRE at arm's length and using centrifugal force and speed, WHIPS IT from side-to-side, having the tire smash into the wall with great force -

CUT TO:

ADONIS bobs and weaves beneath the extended rope.

CUT TO:

VITOR sparring.

CUT TO:

ADONIS slipping underneath the LARGE SPARRING PARTNER'S jabs and rips to the jaw but he still gets tagged because of his upright angle. The sparring partner looks away, dismissive. ROCKY instructs. ADONIS points at the rude sparring partner.

ADONIS
I'll get you.

INT. MODERN GYM

VITOR is doing strenuous push-ups and lateral chest flies on a set of extended GYMNASTIC RINGS.

CUT TO:

INTERCUT 3 TIMES between VITOR doing this exercise and ADONIS hanging from a BAR doing CURLS and ROCKY hitting his mid-section.

ROCKY
No pain -
 (hit)
No pain.

CUT TO:

INT. MODERN GYM

VITOR is now punching a multi-functional punch machine with 10 different angles to hit from.

He is going at a MEDIUM PACE... His FATHER yells to up the effort.

INT. DESERT GYM

ADONIS tears into the SPARRING PARTNERS... BELL RINGS! ROCKY gives him a thumbs-up sign.

INT. MODERN GYM

DRAGO yells for his SON to hit harder and move faster. The fighter is exhausted, but keeps trying.

INT. DESERT GYM

ADONIS hits the speed bag with FANTASTIC CONFIDENCE. His eyes blaze with fire.

CUT TO:

INT. MODERN GYM

VITOR is at his limit as he punches away at the machine. Every TENDON and MUSCLE is ready to burst, STILL his father taunts until VITOR EXPLODES and heaves the MACHINE on its side!!

CUT TO:

INT. DESERT GYM

ADONIS is seen heaving heavy rocks from one pile to another. He is in the "No Pain" Zone.

INT. DESERT GYM

Everyone watches as ADONIS now fights like a new man, a puncher, a wreaking machine. He rips into the LARGE SPARRING PARTNER who had been disrespectful and takes him down in grand style.

THE MUSIC PEAKS!

ADONIS
Bring it on!

The room agrees!

CUT TO:

EXT. MOSCOW - RUSSIA - NIGHT

Establishing shots of the city. Snow falls. In the distance we see powerful spotlights reach up into the sky.

EXT. MOSCOW SPORTS ARENA

People are entering the building.

INT. MOSCOW SPORTS ARENA

The CROWD is settling into their seats as a crew of ringside RUSSIAN BROADCASTERS speak into their headsets.

Another professional fight is winding down in the ring above them.

The THREE AMERICAN BROADCASTERS are in front of the ring facing the cameras.

COMMENTATOR #1

Welcome one and all to this evening's event in Moscow on this cold evening. Earlier this evening, both fighters arrived at the arena to prepare for the rematch.

CUT TO:

ADONIS, followed by ROCKY, LIL DUKE, CUTMAN, and ANTHONY. ADONIS wears EAR BUDS and wears a game face. Beside him is BIANCA.

COMMENTATOR #1 (CONT'D)

A very heavy underdog, Adonis Creed has sworn that this evening will definitely not be a repeat of the blowout and frightening ending of their last encounter.

CUT TO:

VITOR DRAGO strides confidently into the building, flanked by his FATHER and CORNER ENTOURAGE... Vitor's eyes are ominously hidden beneath his hoodie.

COMMENTATOR #1 (CONT'D)

Ivan Drago has made it clear this will be a worse beat down than before...

CUT TO:

INT. RINGSIDE

The COMMENTATORS are lined up before the cameras... They stand with promoter BUDDY "KING" CHARLES.

COMMENTATOR #1

With us now is promoter Buddy "King" Charles - Why the passion for this rematch, considering the results in Vegas being so one sided?

BUDDY

History. The last time an American fought here, the results were not good. A big victory tonight for Drago would help erase that.

INT. ADONIS'S DRESSING ROOM

ROCKY is wrapping Adonis's hands. BIANCA and the corner crew look on as do RUSSIAN BOXING OFFICIALS.

ADONIS appears consumed with inner turmoil. Nervous sweat rims his forehead. ROCKY senses the growing anxiety.

ROCKY
Breathe.

INT. VITOR'S DRESSING ROOM

The place is very active with well-dressed POLITICAL OFFICIALS taking photos with VITOR. Many players of the upper class and their WOMEN.

VITOR DRAGO is not enjoying this activity. IVAN is.

TWO CAMERA CREWS, including a third SHOWTIME CREW, take in the pre-celebratory atmosphere.

VITOR is a caged animal.

INT. RINGSIDE

The SHOWTIME CREW analyze.

COMMENTATOR #1
Since Creed and Balboa requested no cameras be in the dressing room, we can only assume he is very focused and wants to stay that way.

INT. ADONIS'S DRESSING ROOM

ADONIS'S hands are being checked by the RUSSIAN OFFICIAL. Once done, he gets up and paces towards a mirror. He studies his reflection.

ROCKY
What's the plan?

ADONIS
To be first.

ROCKY
He throws?

ADONIS
I throw first.

ROCKY
He hooks?

ADONIS
I hook first.

ROCKY
He hit you hard?

ADONIS
I hit him harder!

ROCKY
Sounds like a plan.

ADONIS smiles at BIANCA.

INT. RINGSIDE

A young RUSSIAN BAND plays. The mood is festive yet charged as people settle into their seats. RUSSIAN FLAGS hang all around the top of the ring.

COMMENTATOR #1 (O.S.)
They are in party mode here in Moscow! They want something special this evening. Homecoming for the once invincible Ivan Drago.

COMMENTATOR #2 (O.S.)
Since Creed was so easily dispatched in the first go-round he's now considered a 25-1 underdog. Maybe a classic case of "Careful what you wish for".

INT. DRAGO'S DRESSING ROOM

The FIGHT OFFICIAL leans in and states that they are about to enter the ring soon. IVAN DRAGO nods but continues to mingle with the FASHIONABLE CROWD, SMILING for the first time. Enjoying the attention.

VITOR stands alone, shadow boxing, trying to get emotionally focused.

VITOR
(to assistant)
Get them out.

ASSISTANT
(gestures towards Drago)
He wants them...

VITOR roughly turns off the MUSIC coming from an IPHONE and SPEAKER.

VITOR
(in Russian)
Go!
(to camera crew)
Watch the fight - Go watch it!
Enough of this shit!

DRAGO
(in Russian)
What are you doing?

VITOR ignores him.

VITOR
(to crowd)
Go!

DRAGO
I said, what are you doing?!

VITOR
This is my time, not yours!

VITOR glares at DRAGO with a ferocity never seen before.

DRAGO
Don't look at me that way! We are all we have, Vitor, it is all - I am not a good man, I know that. I treat you bad, I do not know why, but I do and your will and your strength has brought me back here - All I wanted. Tonight, win for you. You have already won for me.

VITOR is stunned by this REVELATION.

INT. RINGSIDE

COMMENTATOR #1
We heard that Adonis has put on more weight and hopefully muscle since

COMMENTATOR #1 (CONT'D)
their last fight. Adonis Creed should be entering this arena any second now.

The SPOTLIGHTS are aimed at the tunnel.

The CROWD begins STOMPING their feet.

INT. ARENA TUNNEL

ADONIS, ANTHONY, PADMAN and ROCKY approach the entrance into the ARENA. They pass an ARENA GUARD who speaks into a walkie-talkie. Adonis's MUSIC STARTS... BIANCA, microphone in hand, steps forward, SINGING LIVE THE SONG SHE HAD STARTED TO COMPOSE EARLIER... It is dynamic! ADONIS gestures to lead the way.

INT. RINGSIDE

The CROWD faces the entrance.

COMMENTATOR #1 (O.S.)
 Music's up, Adonis Creed's entering
 the arena, I believe that is
 Bianca, singing the entrance song,
 that's new and good.

COMMENTATOR #2 (O.S.)
 She's great.

ADONIS enters and his BIANCA'S MUSIC KICKS INTO HIGH GEAR.

ADONIS glances at the HOSTILE CROWD and then at ROCKY.

ADONIS arrives at the ring and kisses BIANCA. He stares hard
 at the THREE STEPS leading into the ring. DAUNTING. Taking a
 DEEP BREATH, he climbs them.

CUT TO:

INT. ADONIS AND BIANCA'S APARTMENT

MARY ANNE CREED sits with the NANNY and the INFANT as she
 observes Adonis's entrance on TV.

INT. RINGSIDE

The LIGHTS and MUSIC suddenly CHANGE.

The SPOTLIGHTS wing to the entrance: time for VITOR DRAGO and
 COMPANY.

VITOR enters to the THUNDEROUS APPLAUSE and his hard-core,
 HEAVY METAL music by the group "Slip Knot".

Wearing his SKULL FACE BANDANA around his lower face, he
 presents an INTIMIDATING image.

IVAN DRAGO walks directly behind his hulking son, but his
 demeanor is vastly different.

He appears lost in thought, transported back in time to when
 he was the invincible fighter of his country.

In his mind, Drago hears the original RUSSIAN NATIONAL ANTHEM
 playing and glances up at the massive BANNER that depicts his
 youthful image super-imposed over the former Russian flag.

Ivan SNAPS BACK TO REALITY when they arrive at the ring. He
 climbs through the rope.

BUDDY "KING" CHARLES sits near the ring.

COMMENTATOR #1 (O.S.)
 Big Vitor Drago enters, followed by
 the stone-faced Ivan Drago. Vitor
 Drago, a hard punching son who
 actually enjoys slowly breaking his
 opponent down.

COMMENTATOR #2 (O.S.)
 ... Looks bigger than last time.

VITOR walks over to ADONIS'S CORNER and glares at him. In a condescending motion, he dares Adonis to move forward. IVAN DRAGO stands close by and GLARES at ROCKY.

CUT TO:

INT. RINGSIDE

COMMENTATOR #1 (O.S.)
 The psych-out begins.

ADONIS stares at VITOR and gestures at the skull scarf covering the big Russian's nose and jaw.

ADONIS
 Ain't Halloween, fool.

VITOR
 (gestures around)
 Yeah it is.

VITOR backs up and IVAN DRAGO gives ROCKY a withering stare before moving toward his corner.

COMMENTATOR #1 (O.S.)
 The men are exchanging words and gestures. The corners try to keep the antagonism under control until the bell, even the ref is telling them to back off.

VITOR uses the "Cutting the Throat" gesture. The crowd loves it.

COMMENTATOR #1 (CONT'D)
 They won't let up. Drago and Rocky are having their own stare down!! This could be a double feature -

The RING ANNOUNCER steps to the center of the ring and the BELL RINGS.

RING ANNOUNCER
 (in Russian)
 Welcome to tonight's main event! We are honored to have back home one of the greatest athletes ever produced from this country. Former two time Olympic Heavyweight Champion - A man who still holds the record with six Gold Medals in world competition - Ivan Drago!

The place erupts in CHEERS!

COMMENTATOR #2 (O.S.)
Guess they failed to mention the
only man to defeat him happens to
be about 20 feet away -

COMMENTATOR #3
- Minor detail.

RING ANNOUNCER
Without delay, in the blue corner,
from the United States -

A smattering of BOOS from the audience.

RING ANNOUNCER (CONT'D)
- Weighing 200 pounds, the reigning
light heavyweight champion, Adonis
Creed!

VERY LITTLE APPLAUSE.

VITOR continues to GESTURE and VERBALLY MOCK Adonis.

ROCKY
He'll talk less when ya break the
ribs.

ROCKY manages a faint smile at ADONIS then locks eyes with
DRAGO.

RING ANNOUNCER
In the red corner, standing six
foot, five inches, weighing an even
253 pounds, with seventeen
consecutive knockouts, Russian's
own Vitor "Red Devil" Drago!

The crowd GOES CRAZY!

VITOR
You tell 'em that?

VITOR raises his fist but is annoyed.

COMMENTATOR #1 (O.S.)
He's a hard case, no doubt. Maybe
Adonis can soften him up this time.

COMMENTATOR #2 (O.S.)
Vitor Drago is immense but Creed
looks as hard as steel - Damn good.

COMMENTATOR #1 (O.S.)
 I heard he put in weeks in the
 desert. We'll see if something
 worked.

The CORNER MEN clear the ring.

ADONIS and VITOR go to the CENTER of the RING.

REFEREE
 (British)
 You both know the rules. In case of
 a knockdown, you will go to a
 neutral corner. Break when I say
 break. May the best man win.

VITOR
 Your eyes say you're scared.

ADONIS
 Actually, they say "Fuck you".

They return to their respective corners.

ROCKY faces ADONIS as Adonis glances down at BIANCA sitting
 in the second row.

ROCKY
 Ya gonna get hit hard. Prepare for
 it. Expect it! Keep the head
 movin', down low. Smash the body!

ADONIS
 Love ya, Unc.

Adonis WAVES at BIANCA, who is TEARING UP already.

DRAGO leans over to his son, who stands like a statue,
 glaring at ADONIS.

DRAGO
 This night changes everything!

VITOR ignores him and stares straight across at ADONIS.

COMMENTATOR #1 (O.S.)
 There's the bell! Out charges
 Creed!

ADONIS moves directly into HARM'S WAY and BOB-WEAVES under
 Vitor's jab and scores three major BODY BLOWS that make Vitor
 WINCE.

COMMENTATOR #1 (O.S.) (CONT'D)
 Here's a new look from Adonis
 Creed.

VITOR begins to come forward and NAILS Creed twice. Creed backs away and starts circling while jabbing, much like his old style.

ROCKY
What're you doin'? The body!

COMMENTATOR #2 (O.S.)
That new style didn't last long.
Now Creed is fighting in his usual
style.

VITOR is enraged and circles after him, his big right hand COCKED BACK.

ROCKY
Stay close! Get low!

INT. APPLEBEE'S RESTAURANT

ROBERT and several of his FRIENDS are having a VIEWING PARTY. They are transfixed on the bank of TELEVISIONS that line the establishment.

VIEWER
What do you think? Two rounds?

INT. RING

Adonis REMAINS UPRIGHT and hits the man with two more jabs while backpedaling. He unbelievably THROWS A THREE PUNCH COMBO that lands.

The crowd goes NUTS.

DRAGO
(screaming)
Attack!

COMMENTATOR #1 (O.S.)
It's amazing. Creed is almost
landing at will.

COMMENTATOR #2 (O.S.)
But the punches are having no
effect as the lack of leverage
works against Creed.

ADONIS continues to rapidly CIRCLE and hit the RUSSIAN with three more jabs while quickly backing away.

COMMENTATOR #1 (O.S.)
A blistering pace by Creed and
Drago looks like he wants to kill
him.

Adonis CIRCLES. He throws another LEFT-RIGHT-HOOK combination, followed by a SCORCHING HOOK!

It's amazing: the CROWD is staring to BOO!

DRAGO
Catch this bastard!

VITOR charges with his RIGHT HAND cocked back. Adonis side-steps and throws two more jabs. Changes direction and UNLEASHES a pair of brilliant right hands that drives the AUDIENCE'S BOOING to a VOLCANIC PITCH!

VITOR literally charges at ADONIS with murder in his eyes.

ADONIS changes direction and catches him AGAIN!!

COMMENTATOR #1 (O.S.)
This is deja uv. This is exactly
the way his father fought against
Vitor's father.

ADONIS throws a couple more JABS but they are brushed aside like pesky flies.

VITOR'S grimace has been replaced with a SINISTER GRIN. He WAVES Adonis forward!!

Meanwhile, Vitor's huge left arm is hanging at his side as he moves FORWARD.

ADONIS throws another jab that lands and Vitor SMIRKS and GESTURES to try it again!

ROCKY
He's setting you up! Get off the
ropes.

VITOR lets ADONIS hit him with a RIGHT HAND, then unleashes a TOWERING OVERHAND RIGHT that SMASHES into Creed's face and sends him REELING BACK into the rope!

The crowd EXPLODES.

INT. CREED MANSION

MARY ANNE is panicking.

MARY ANNE
Oh God, no -

CUT TO:

INT. RING

Three gruesome BODY SHOTS painfully drive ADONIS along the ropes.

ROCKY
Tie him up!

Vitor POUNDS CREED with body shots.

ROCKY glances at the TOWEL.

Just when it looks hopeless, Adonis RALLIES.

CUT TO:

INT. ARENA

ANTHONY
Tie him up!

CUT TO:

INT. RING

VITOR charges back and throws a right that connects a seconds AFTER THE BELL RINGS.

ADONIS reacts to the CHEAP SHOT by countering with a LEFT HOOK. The REFEREE separates them.

VITOR SHOVES HIM and CURSES.

VITOR
(to Adonis)
You can't hit for shit -

DRAGO comes over. ROCKY guides ADONIS away.

COMMENTATOR #1 (O.S.)
The fighters hit after the bell and this arena is on the verge of pandemonium. Drago and Rocky exchanged words! And Adonis Creed is off to a rough start.

COMMENTATOR #2 (O.S.)
He's lucky to survive that onslaught.

IN DRAGO'S CORNER:

DRAGO is outraged. He shakes his fist in his son's face.

DRAGO
What are you doing?! Put him down!

IN ROCKY'S CORNER:

ROCKY'S TEAM works on ADONIS. He is hurt but not swollen yet.

ANTHONY
Amazing, brother, amazing!

CUT TO:

INT. APPLEBEE'S RESTAURANT

ROBERT watching his father tending to Adonis as the cornermen work on him. The crowd is supporting ADONIS.

CUT TO:

IN ROCKY'S CORNER:

ROCKY
Forget the toe to toe "pride" crap!
He's stronger!! Always will be, got
it? But don't tell me he's tougher!
Use ya brains and not ya guts, be
mean, but be smart! YA GOTTA STAY
CLOSE!!

IN DRAGO'S CORNER:

VITOR
Don't come out!

VITOR rises. Drago GLARES across the ring at ROCKY with PURE HATRED.

ROCKY
Expect the pain an' give it back!

The BELL RINGS.

VITOR rushes out of his corner and starts to FIRE OUT JABS that Adonis drops low and slips.

The style is TOTALLY DIFFERENT. He is BOBBING AND WEAVING.

COMMENTATOR #2 (O.S.)
Creed wisely seems to have switched
to Plan B. Hoping to close the
distance!

VITOR is pounding away. ADONIS manages to SLIP half of them. THE OTHERS LANDS WITH JARRING FORCE!

ROCKY
Side to side!

VITOR is actually playing to the crowd. He MOTIONS for them to CHEER him on harder.

COMMENTATOR #1 (O.S.)
Vitor Drago is toying with Creed!

ROCKY
Ya getting closer, roll!!

DRAGO
(screaming)
Hit the bastard!!

VITOR loops a straight RIGHT HAND and Adonis SLIPS IT and FIRES a leaping LEFT HOOK that catches the beast flush on the nose.

BLOOD seeps from Vitor's nose!

COMMENTATOR #1 (O.S.)
Oh, a beautifully timed leaping hook from Creed bloodies the big man's nose! Maybe it's broken!

COMMENTATOR #2 (O.S.)
Here comes Creed!

CUT TO:

INT. CREED MANSION

MARY ANNE nearly leaps with excitement.

CUT TO:

INT. RING

Creed DOUBLE HOOKS him into his corner and unloads six body shots in rapid combination.

The CROWD is on its feet.

VITOR TIES HIM UP but Adonis breaks free!

ROCKY
Go for it!

Like an ENRAGED BULL, VITOR shoves ADONIS.

VITOR rushes forward, and throwing a THREE PUNCH COMBO, DROPS ADONIS!!

COMMENTATOR #1 (O.S.)
A clean combo drops Adonis in his tracks, but miraculously, he is up at the count of three!!

ADONIS is up immediately. VITOR stands several feet away, TAUNTING Adonis.

The REFEREE tries to push him away to a neutral corner.

CUT TO:

INT. RING

Angry, ADONIS looks at ROCKY who indicates he's okay.

COMMENTATOR #1 (O.S.)
One thing for sure, Creed has a
hell of a jaw to take that last
shot! I don't know how but his eyes
look clear and he's up at seven.

IN ROCKY'S CORNER:

ROCKY
Stay close and crack that body!

IN DRAGO'S CORNER:

VITOR raises his fist in victory.

DRAGO
Finish it!

CUT TO:

INT. APPLEBEE'S RESTAURANT

ROBERT looks at the adoration in the crowd.

VIEWER
... He's as tough as ya old man!

ROBERT tenses.

ROBERT
... No way.

CUT TO:

INT. RINGSIDE

COMMENTATOR #1 (O.S.)
Because of Drago's failure to go
directly to a neutral corner, Creed
has a few precious seconds to clear
his head!

The REFEREE motions for both men to continue fighting.

VITOR DRAGO, oozing confidence, holds his RIGHT FIST in the
air.

VITOR
Where you want it? Where do ya want
it?!

VITOR jabs and drives Adonis back into the CORNER.

ROCKY
Circle - Clear ya head!!

ADONIS unloads a COMBINATION that STUNS Vitor and digs to the ribs.

ROCKY (CONT'D)
Keep poundin'!

The PUNCHES are coming with AMAZING SPEED!

VITOR tries to get off the ropes but ADONIS puts his head on Vitor's chest and hits him with A MASSIVE HOOK that KNOCKS VITOR'S MOUTHPIECE OUT!

INT. CREED MANSION

MARY ANNE IS ON HER FEET!

INT. APPLEBEE'S RESTAURANT

The VIEWERS cheer. ROBERT looks from screen to the excited expressions.

LOGAN
Go - Go!

INT. RING

Vitor HEAVES Adonis back into a CORNER and pounds Adonis's head.

INT. ARENA

BIANCA: The crowd noise is overwhelming. The pain is evident.

BIANCA
Cover up. Oh, God.

She takes out her HEARING AIDS and the ROAR of the stadium noise drops 90::percent::.... It is an eerie contrast.

INT. RING

Adonis DOUBLE HOOKS Vitor, who answers back with a left hook. The BELL RINGS and ADONIS hits him after the bell.

ADONIS
Hurts, don't it?!

VITOR
(outraged)
I'll kill you!

ADONIS
(backs off)
Ain't killin' nobody.

The MEN are separated and the CROWD is on their feet.

CUT TO:

INT. ADRIAN'S RESTAURANT

SPIDER and several customers watch ROCKY work the corner.

CUSTOMERS
... You got this!

CUT TO:

INT. RING

IN DRAGO'S CORNER:

Vitor arrives at his corner.

DRAGO
Are you weak?! What the hell are
you doing! Knock him out!

VITOR
You're weak, you LOST!

IN ROCKY'S CORNER:

ROCKY steps in front as ADONIS sits. ANTHONY hands him the water. They lock eyes for a second.

ROCKY
How ya feelin'?

ADONIS
Hurting - Your style sucks.

ROCKY
I know, but it's working -

The BELL RINGS.

COMMENTATOR #1 (O.S.)
We got what is shaping up to be a
very competitive fight! It's gonna
be a rough one!

ROCKY
Go for it! You're the best!

ANTHONY
Get it, brother!

The FIGHT now goes into a MONTAGE (approximately 3:30) of the men exchanging punishing blows and the tides shifting in each men's favor.

The CROWD is swept up in the DRAMA. People cannot believe ADONIS is still on his feet and INFLICTING DAMAGE on the Russian behemoth.

The BATTLE becomes an engrossing display of GUTS, DIGNITY and SHEER WILL to win on Adonis's behalf.

Adonis will PUNISH and BE PUNISHED by a powerful foe. Even when knocked down, he rises and charges into the heat of battle.

The use of SPEED CHANGE, COLOR PALETTE, OPTICAL EFFECTS and insights into the men's SUBCONSCIOUS, as well as the fighters' P.O.V. while enduring extraordinary pain yet really pushing forward in pursuit of victory, will all be on display.

11th ROUND:

The ninth round ends as expected in a FURIOUS exchange: Vitor PULVERIZING Adonis with two shots to the liver.

Adonis's KNEES BUCKLE but somehow he stays upright and battles back!

As the BELL RINGS, the two men have to be separated. DRAGO roughly shoves ROCKY aside as he leads his battered son back to his corner.

ROCKY ignores DRAGO and helps ADONIS to the corner.

INT. APPLEBEE'S RESTAURANT

The TV cuts to ROCKY attending to Adonis in the corner.

LOGAN
That's my grandfather!

INT. RINGSIDE

BUDDY "KING" CHARLES is not enjoying what should have been an easy VICTORY.

IN ADONIS'S CORNER:

ROCKY, CUTMAN and ANTHONY attend to ADONIS.

ADONIS
Hard to breathe.

ROCKY
I know, kid, I know -

ANTHONY
You got this -

IN DRAGO'S CORNER:

Drago GLARES into his son's bruised face.

DRAGO
He is beaten! Finish him!!

VITOR remains silent, amazed ADONIS is still present.

IN ADONIS'S CORNER:

ADONIS swallows deep breaths.

ROCKY
Everything is saying "No more". But
don't listen, don't hear nothin'
except ya brain sayin' "I can do
it! I can do it!" - Say it - "I can
do it!"

ADONIS
I can do it!

The BELL RINGS. The FIGHTERS RISE.

ROCKY
Vicious.

The TWO FIGHTERS come to center ring. The REFEREE indicates
to touch gloves. Vitor refuses.

VITOR
(spits)
Toe to toe.

ADONIS
I'm here.

The TWO FIGHTERS square off. VITOR now resembles a GHASTLY
reminder of his father in his prime.

ADONIS is no longer fighting FLATFOOTED and in a classic
boxer's crouch.

He now RESEMBLES his old self: UPRIGHT, LIGHTER ON HIS FEET.
This has VITOR confused.

Vitor's BLOODY SNEER stretches across his face as he waves
the ENERGIZED Adonis forward.

VITOR charges and Adonis side-steps and avoids the rush
again.

He still has NOT THROWN A PUNCH. The crowd is getting
agitated.

COMMENTATOR #1 (O.S.)
Creed was having success with his
crouching style of fighting and for
some reason, he has abandoned it.

COMMENTATOR #2 (O.S.)
Now he's back to his normal style -
Maybe not a good idea.

COMMENTATOR #3 (O.S.)
Drago continues to charge like a
wounded bear. They are exchanging
words!

VITOR
Fight! C'mon! Bring it!!

ADONIS
You're too slow.

VITOR tries to cut him off and ADONIS slips out of the
corner.

He LUNGES again.

COMMENTATOR #1 (O.S.)
What are they doing! Now it's a war
of words!

ADONIS circles to his left, pointing.

ADONIS
Ya got nothin'!

VITOR
C'mon!

INCENSED, IVAN DRAGO pounds the ring apron.

DRAGO
(in Russian)
Get him!

CUT TO:

INT. CREED MANSION

MARY ANNE is fixated.

CUT TO:

INT. RING

VITOR throws and ADONIS slips and COUNTERS which catches
VITOR on the TEMPLE and staggers him...

ADONIS now drives him back. The CROWD is GASPING.

ROCKY
Go for it!!

CUT TO:

INT. APPLEBEE'S RESTAURANT -NIGHT

ROBERT looks at the CROWD that are on their feet.

CROWD
... C'mon, do it!!

ROBERT now rises.

CUT TO:

INT. RING

VITOR is on the ropes. Adonis PUMMELS him with HOOKS and RIGHTS to the head and body that has the Big Man staggering and WINCING in pain with each body shot.

DRAGO
Fight back!!

VITOR manages to SHOVE Adonis off. He hits him with an UPPER-CUT that rocks him!

ROCKY
Now!!

CUT TO:

INT. RINGSIDE

BIANCA
Do it! Do it!

INT. ADRIAN'S RESTAURANT - NIGHT

SPIDER and PATRONS cheer the men on!

CUT TO:

INT. RING

ADONIS attacks with UNBELIEVABLE FURY. He hits with rapid fire PUNCHES to the body and head!!

Both men are very EXHAUSTED but still dangerous. They now settle in and throw all CAUTION ASIDE. They go TOE TO TOE!

VITOR
(bellowing)
Come on!!

ADONIS and VITOR exchange heavy blows, neither man willing to concede. ADONIS then uncorks a huge hook that staggers the BEAST BACKWARDS.

As if chopping down a tree, Creed fires shot after shot into his NEMESIS, but VITOR, exhausted, tries to rally back. He staggers Adonis with his last powerful blow, which Adonis absorbs and attacks back until VITOR STUMBLES BACK and COLLAPSES THUNDEROUSLY to the canvas floor!!

ADONIS looks at ROCKY and GESTURES SKYWARD then CHARGES FORWARD, raising his hand IN VICTORY.

ROCKY and his corner CLIMB IN to celebrate.

CUT TO:

INT. APPLEBEE'S RESTAURANT- NIGHT

The CROWD applauds and several of ROBERT'S ACQUAINTANCES compliment him and LOGAN. He watches the IMAGE of ADONIS hugging BIANCA and ROCKY.

ROBERT finally smiles and gestures towards the TV.

ROBERT
Special, huh.

CUT TO:

INT. RING

Drago GLARES at Vitor and shakes his head in DISGUST.

RING ANNOUNCER
(in Russian)
Winner at 2:21 of the tenth round:
Adonis Creed!

BIANCA hugs her man.

BIANCA
You were incredible! I love you!!

The RING fills up with PRESS and HANGER-ONS. The SHOWTIME ANNOUNCER enters the ring and addresses Adonis.

SHOWTIME ANNOUNCER
Adonis, could we have a word with
you, over here please.

ROCKY sees IVAN DRAGO staring aggressively at him. ADONIS stands with ROCKY, BIANCA, ANTHONY, and PADMAN while being interviewed.

ADONIS
I wanna give a shout out to Rocky,
who helped me get it back, and
Bianca,

ADONIS (CONT'D)
mother of our beautiful child,
impossible to live without - And
dedicate this to our father's
memory - Love ya, Pops - Thank you.
It's been a lot of hell, but worth
it!

BIANCA kisses him and the scene fades.

DISSOLVE TO:

EXT. ARENA - NIGHT

The FANS are now dispersing into the cold night air.

INT. EXIT TUNNELS - NIGHT

The ADONIS TEAM has loaded up the SUVS and are preparing to leave. ADONIS and BIANCA stand in the snow.

ADONIS
C'mon, Unc -

ADONIS gets into the SUV.

ROCKY exits, carrying his GYM BAG. He starts down the HALLWAY and pauses. He backtracks around the CORNER.

CUT TO:

INT. ARENA

Slightly open locker room door.

ROCKY looks in and sees VITOR, beaten and facing the wall, MORALLY DEFEATED, ASHAMED.

ROCKY pushes the door open a touch more and sees DRAGO with his hand on his son's shoulder, quietly consoling him.

ADONIS silently steps into view behind ROCKY.

DRAGO feels their presence and turns, almost embarrassed. He rises and unnervingly approaches.

VIOLENCE appears inevitable.

Inches apart, ROCKY and DRAGO lock eyes for a heavy moment.

ADONIS is on alert.

At the last moment, ROCKY averts his eyes and directs his vision to the defeated son, VITOR.

DRAGO too slowly turns and looks at his son, then refaces ROCKY. The meaning is clear. It's Over. Help your only son...

ROCKY steps back and closes the door.

ROCKY
Yo... Ya did pretty good.

ADONIS
(laughs)
... Vicious enough?

ROCKY
I've see it done better.

ADONIS
By who? You?

ROCKY
Absolutely.

ADONIS
Know what's cool? Growin' old
gracefully.

ROCKY
... But ungracefully is more fun.

ADONIS
I wouldn't know.

ROCKY
... You will.

ROCKY walks with ADONIS into the night.

FADE OUT.