

ON ADAPTING SPIDER-MAN TO OTHER MEDIA

There is a clear and documented literary and legal continuum from the Original Screenplay of *Spider-Man* written in 1985 through the final version of the Shooting Script, written in 2001. Choices of inclusion (and exclusion) from the comic book Source Material correspond to choices evident in the Columbia Pictures final script and subsequent film.

The literary continuum is abetted by the continued connection to Columbia Pictures. Of all potential distributors or production studios in the world, it is to Columbia that the script returns and ultimately settles. A version of the Original Screenplay was presented to Columbia in 1989, establishing a tentative distribution agreement; a rewrite of the same script was presented again in 1990 and covered favorably. Thus the studio and its executives had continued, documented and legitimate access to the work throughout the period from 1989 to the present.

Inclusion of certain concepts from the comic book may seem “obvious” or coincidental in retrospect, if one compares *only* the Original Screenplay and the Shooting Script.

However, they are not the *same* choices made by previous (pre-1985) writers adapting the identical Source Material to other media, or to Rewrites, Revisions or assorted drafts written in the interim between 1985 and 2001. Prior and later adaptors have chosen to use certain elements from the Source Material and avoid others. By the inclusion or exclusion of elements from the Source Material, other adaptations differed in many ways, major and minor.

Further, the Original Screenplay adds specific elements (i.e., scene descriptions, character back-stories, dialogue and action descriptions) which are paraphrased, paralleled or adapted in the Shooting Script.

ORIGINAL SOURCE MATERIAL

Spider-Man first appeared the 15th (and last) issue of a generic monthly anthology comic book, *Amazing Fantasy*, published in August, 1962, a throwback to the EC-style multi-story comics such as *Tales from the Crypt* of the 1950s. The brief, 10-page story was by Stan Lee (né Stanley Lieber), editor and staff writer for Marvel Comics. It established the origin and continuing motivation for the main character, and introduced several continuing characters.



Introverted high school student *Peter Parker* is an orphan living in a lower-middle income area of New York City with his foster parents, *Aunt May* and *Uncle Ben*. The bespectacled teen has a penchant for photography and science, and is the butt of jokes and pranks by rich, obnoxious, handsome jock *Flash Thompson*.

At a science exhibit, Peter is bitten by an irradiated spider. At first dizzy, Peter realizes the bite imbued him with the proportionate strength and agility of a spider. He can crawl up walls, leap huge distances, and has unbelievable strength. He sews a blue-and-red skin-tight costume and mask to disguise his real identity.

Keeping his ability secret, he initially fritters his powers away on trivialities (a wrestling contest against a bulky opponent, appearing on TV). At one point, he refuses to stop a fleeing thief, figuring it's none of his business. Later, he learns his Uncle Ben has been shot dead by a burglar. "Spider-Man" tracks the killer to a warehouse, to discover it is the same thief he had a chance to stop. His guilt over Ben's death compels Peter to fight crime in his spare time, while maintaining some semblance of a normal life at high school and at home.

Conventions of the medium had long since been established, primarily by Marvel's major competitor, DC (*Superman*, *Batman*, *Wonder Woman*, etc.), but also by smaller publishers such as Fawcett (*Captain Marvel*), Charlton (which published a series called *Fly Man* from 1961), and Marvel's own progenitors in the 1940s and 50s, Atlas and Timely Publications (*Captain America*, *Sub-Mariner*, *Human Torch*). DC Comics had spun off several of their "adult" superheroes into teen versions (i.e., *Superboy*, the *Legion of Super Heroes*, *Supergirl*) which tapped the adolescent market. Bearing this in mind, Marvel's chief writer/editor Stan Lee sought to establish a "super hero" line.

According to Lee, his basic inspiration was the 1930s pulp magazine detective *The Spider*, a vigilante in a black mask and cape with a spider design, who climbed through windows, swung spider-like from cords he shot through a wrist-activated device, and wore a spider signet ring which left a spider imprint on the jaws of unlucky bad guys on the wrong end of his fist.





At Marvel, Lee initially worked with illustrator Jack Kirby, who had apparently come up with a similar concept two years before, when working for rival Charlton Comics. Kirby's initial "Spider Man" concept was altered before publication to "Fly Man," a pre-teen who is given a magic ring that turns him into a flying super-hero. Kirby's predilection for oversize heroic musculature didn't sit with Lee's concept of a rather slender, less "superhuman" costumed hero. Kirby was replaced by artist Steve Ditko, another illustrator for Marvel, who then drew the comic for several years.

"Spider-Man" thus followed convention in several ways: a hero in a red & blue costume who is actually a bespectacled introvert with newspaper connections (cf., Superman), an "average guy" given super-strength and agility via science (Captain America), an apparently adult protagonist who is actually an adolescent (Captain Marvel /Billy Batson).

Spider-Man itself was thus derivative of its predecessors (its own "Source Material," as it were) in the specific attributes Lee (and Kirby) chose to include, but as an aggregate creation, a unique and original concept.

Marvel began publishing *The Amazing Spider-Man* monthly in March, 1963. With this and other titles (*Fantastic Four*, *Incredible Hulk*, *X-Men*, etc.), Stan Lee redefined comic book conventions.



Stan Lee circa 1990

Instead of encapsulated stories as in rival publications, Lee's Marvel stories featured continuing story arcs, cliff hangers, and plot elements unresolved at the end of the comic book. Frequently, issues dealt with the characters' personal lives rather than threats to civilization as we know it.

As the series progressed, Peter regularly sold Spider-Man photos to the tabloid *The Daily Bugle*, edited by irascible *J. Jonah Jameson*, who would do anything to defame Spider-Man.

The romantically hapless Peter had a love interest, *Liz Allen*, seen in the first Spider-Man story but unnamed until issue #4 (September 1963). A well-

dressed blonde, Liz was a relative cipher, showing sporadic sympathy for Peter, but more often joining her boyfriend Flash and the gang jeering at Peter. She develops a crush on Spider-Man, but never associates him with Peter.

Later, *Betty Brant* enters Peter's life. She works for a living as Jameson's secretary, admires Peter for himself, and has a dark past (she has borrowed money from loan-sharks and gets threatened by enforcers). She leaves town "for Peter's sake," leaving him alone again, naturally.

Peter's tormentor Flash Thompson ironically became Spider-Man's biggest fan; Peter had a friend, *Harry Osborn*, a loyal but troubled rich kid. Aunt May had more heart attacks than Dick Cheney.

Antagonists in *The Amazing Spider-Man* tended to be costumed thieves with a single special ability who viewed Spider-Man as an acrobatic annoyance.

The Vulture was a bald, aquiline burglar with a feathered flying suit. *The Kingpin* was a 7-foot-tall, 800 pound giant crime lord, strong but still quite human, seeking only to expand his felonious empire; he considered Spider-Man a bothersome ally equal to the police. *The Rhino* was a thug with bullet-proof, rhinoceros-like skin; he saw Spider-Man as an obstacle in the way of loot, as did the shape-shifting *The Sandman*, alias Flynt Marko, escaped prisoner caught in an atomic blast and magically fused with the desert sand beneath him. *Electro*, who absorbed and discharged energy like an electric eel, had formerly been phone lineman Max Dillon, whose greed became full-fledged thievery.

Some villains were more popular with readers, returning again and again. Atomic scientist Dr. Otto Octavius suffered a bizarre mishap worthy of a David Cronenberg film: a nuclear accident made four extendible mechanical arms "adhere to his body in some strange way," resulting in him becoming *Dr. Octopus*, a master criminal planning to conquer the world. *The Green Goblin* (a flying variation of Batman's nemesis, the Joker) tormented Spider-Man over several issues; the Goblin was actually Harry Osborn's father, obsessive businessman Norman Osborn, his brain damaged in a gas experiment. *Kraven the Hunter* was a mustachioed, fur-wearing big-game hunter for whom Spider-Man represented prey for an urban safari. One-armed Dr. Curtis Connors sought a serum that could re-grow limbs but became *The Lizard*, who planned world conquest with a reptilian army. *Dr. Doom*, the inspiration for Darth Vader and dictator of a small Balkan nation, sought Spider-Man as an ally with whom to rule the world, then decided to destroy him (Doom didn't like rejection).

Stories were set in a recognizable New York City, as opposed to mythical places like Metropolis or Gotham City. Concern over finances and Aunt May's health kept Peter at home in Forest Hills. Over the course of the stories, Peter dropped the "Clark Kent" use of his spectacles, graduated high school and went on to attend the fictitious Empire State University, sharing an apartment with Harry Osborn. A rift in the friendship caused Peter to find his own apartment.

New female characters supplanted Betty Brant. First came the blonde, wealthy but caring *Gwen Stacy*, who mistakenly believed Spider-Man had killed her father, a police captain.

Four years into the series (issue #42, November, 1966), *Mary Jane Watson* first appeared. Referred to for several issues by Aunt May as a niece of an old friend, Mary Jane (“MJ”) turns out to be not the expected wallflower, but a vivacious redhead, a total extrovert to Peter’s introvert. Unpretentious, working-class, cheerfully independent, and given to flirtatious wordplay with Peter, MJ worked as a model and an actress and lived in her own apartment. She was immediately attracted to Peter and vice versa. In the story arc by that time, Peter was attending college.

MJ briefly dated Harry Osborn, but was never serious about him. Peter’s split attraction to both Gwen and Mary Jane was a continuing plot point for several years, ending abruptly in June, 1973. Marvel writers killed off Gwen during a battle between Spider-Man and the Green Goblin. This shocked fans, outraged Stan Lee, sent Peter into an emotional tailspin, but cleared the deck for Peter and Mary Jane. They eventually married in the comic. Peter’s freelance photo sales to *The Daily Bugle* became a regular job after college graduation. Much-later plot changes killed off Mary Jane and put Peter back on his own, now a high school science teacher.

SYNDICATED NEWSPAPER STRIP

The closest adaptation of the Source Material into a different medium remains the syndicated Spider-Man newspaper comic strip, in its daily and Sunday forms, under Stan Lee’s byline. Characters are consistent with those in the comics, with regard to names, back stories, appearances and attributes. The newspaper strip is a parallel creation which does not overlap into the “universe” of the comics; nevertheless the combination of action and personal stories keeps this adaptation close in specifics and general tone.

TV CARTOON SERIES

The Source Material was adapted to a two-season series of half-hour animated cartoons, broadcast first in 1967 on ABC. In this incarnation, Peter Parker was a college freshman consistently throughout the series.

First season episodes, produced in Canada, used plots and dialogue directly from the comics. Instead of cliff-hanger endings from the Source Material, the animated episodes would consolidate plot elements from one or more monthly issues of the Source Material to make close-ended stories.

Character names and certain attributes of the characters remained constant from the Source Material (Aunt May, Jameson, *The Daily Bugle*, the NYC background, etc.). Antagonists and their characteristics were lifted directly from original stories (Green Goblin, Dr. Octopus, The Rhino, Kingpin, etc.), though in simplified form. The second season, produced by Ralph Bakshi in

New York, emphasized more outlandish visuals and menaces (aliens, blobs, etc.) with fewer story arcs or dialogue taken directly from the comic books.

The series format downplayed the “real lives” of the characters, excluding the romantic sub-plots inherent in the Source Material. It also eschewed personal violence, always substituting destruction of inanimate objects for the threat of physical harm or death. Peter Parker’s sense of guilt and isolation was also downplayed.

It also had a catchy theme song.

A second cartoon series was produced for NBC between 1981 and 1985, again based primarily on the comic book stories. A third series of 65 episodes was broadcast between 1994 and 1998.

CBS TV SERIES

The comic book Source Material was developed by Dan Goodman for a 60-minute TV series produced by Charles Fries for CBS. Thirteen shows were filmed, then broadcast sporadically, beginning in April, 1978.

The writer developing the material for this medium chose to include certain elements from the Source Material: a young man named Peter Parker, bitten by a radioactive spider, received extraordinary powers; fought crime in costume as Spider Man; interacted with his dotting Aunt May, and quarrelsome newspaper editor J. Jonah Jameson.

However, the “TV Peter Parker” is no longer an *angst*-filled young science student who takes photographs as a hobby and makes extra money selling photos freelance; he is now a responsible adult in his mid-20s, working full time as a photojournalist for the newspaper.



The Amazing Spider-Man (1977)

Jameson is not portrayed as a volcanic, cigar-chewing, hypocritical (but lovable) rascal with utter

disregard for the truth; in the series, he’s simply supercilious, with nary a cigar in 13 episodes. Further, this *Bugle* is not even a tabloid but a respectable daily, more *New York Times* than *New York Post*, and the name became simply *The Bugle* [The name reverts to *The Daily Bugle* in the Original Screenplay and remains consistent into the Shooting Script]. Other characters were created specifically for the TV format: grumpy NYPD detective Captain Barbera (dropped after a few episodes); a quasi-Lois Lane rival reporter, Rita, and Julie, a black female photographer.

Antagonists in the TV adaptation were not flamboyant costumed villains, but in general, crooked executives, mobsters, terrorists and spies, with an occasional gang of Ninja warriors thrown in for variety.

The series, including the pilot episode, entirely dropped the character of Peter's step-father, Uncle Ben, and its resultant motivation. In the Source Material, it is guilt over Ben's death which prompts Peter to pursue criminals.

One of Spider-Man's abilities is to swing *ala* Tarzan through the concrete canyons of NYC on lines of self-created webbing. This element was usually excluded from the TV show, though "webbing" was used like a climbing rope or a lasso. New York City is transformed in the TV adaptation to a generic big city (the show was filmed in LA.)

Peter's personal life, an essential element of the comic books, is unexplored in any TV episode. There is no continuing love interest conflicting with his self-imposed duties as a crime-fighter; no ceaseless worry about the health of Aunt May (who appears only infrequently); no personal turmoil about his double life, no ambivalence about the greatness thrust upon him.

The TV episodes were all close-ended, eschewing the "soap opera" arcs which had become a Marvel hallmark.

Doing close-ended stories with the accent on action rather than personal drama was a choice made in the adaptation. Stand-alone stories may well have been the customary format of network shows at the time, but it was not the only valid option. *Peyton Place* (1964-69) had already set a successful standard for continuing story arcs in prime time, and the continuing drama *Dallas* debuted on CBS the same week as *Spider-Man*, in April, 1978.

One of the constants in the Source Material was a sense of humor, in the form of Stan Lee's tongue in cheek captions, wise-cracks from Spider-Man, or self-deprecating asides by Peter. In the TV adaptation, Spider-Man is inexplicably mute; Peter is no more or less clever than any other TV detective.

Basically, the series was *Mannix* in a Spider-Man costume.

THE ELECTRIC COMPANY (1974-77)

Spider-Man appeared semi-regularly in sketches on this PBS children's series for several seasons, devoid of any backstory or secret identity. The character (mute, as in the Fries series) was used in about a dozen short segments designed to teach the use of suffixes, prefixes and sounds.



The cast (including a young Morgan Freeman) played various roles in light-hearted sketches. In adapting the character to this simplistic format, most

elements of the Source Material were excluded, except for the red and blue costume, acrobatic ability, web-shooting and a basic moral attitude.

JAPANESE TV VERSION

There was a subsequent television adaptation of *Spider-Man* in Japan. Toei Studios produced 41 episodes (plus a theatrical feature, edited from TV episodes) with a typically *outré* fantasy flair, differing radically from the Source Material, yet adhering to characteristics and elements of the original.

The Spider-Man costume is a recognizable pastiche of the comic book original, but the young man (in his late 20s) is obviously no longer Peter Parker. He is now Yamashiro Takuya, a motor-cross race-driver. He has a sister Niiko, a girlfriend, Hitome Sakuma, and an annoying little brother.



On a mountain hike, a strange monster kills Yamashiro's scientist father. Yamashiro Takuya himself is attacked by a strange woman and soldiers in gray, who leave him for dead. Yamashiro stumbles into a cave where he meets Garia, last survivor of the Spider Planet, who has crashed to Earth in a battle with the evil soldiers of the Iron Cross Group.

Garia gives Yamashiro a bracelet, then dies and transforms into a spider, which explains (!) that the bracelet injects Spider-Venom into the veins, giving the wearer the abilities of a spider. He also has "Spida Kankaku"-- a "Spider-Sense," a super car called the GP-7, a flying fortress called The Marveller, and a gimmick-laden utility belt.

His girlfriend Hitome works as a photographer for a magazine called *Woman's Weekly*, edited by Saeko Yoshida (Yuki Kagawa). Editor Saeko is secretly *Amazones*, an evil ally of the Iron Cross Group.

During the series, Spider-Man battled the alien cyborg *Dr. Monster*, innumerable soldiers of the Iron Cross, giant flying robots and rubber-suited monsters.

This version substituted Tokyo for New York, and excluded the Source Material's academic backdrop, wise-cracking humor, romantic sub-plots, and elderly Aunts. Despite these exclusions and major changes, the Toei Studios show is most definitely *Spider-Man*.

3 DEV ADAM ("3 MIGHTY MEN") (1973)

The most peculiar film adaptation of the character is in *3 Dev Adam*, a 79-minute color feature directed by T. Fikret Ucak for Yerli Film in Turkey in 1973.

3 Dev Adam pits masked Mexican wrestler Santo and Marvel's Captain America against an evil Spider-Man, who is presented as the boss of a gang of art thieves. Cheaply done, the film nevertheless has the pacing of a 1940s movie serial, with outlandish fights and murders every few minutes. The climax has multiple Spider-Man clones battling one on one with Captain America. In succession, Spider-Man gets squashed in a metal press, dumped in a mangler, and crushed by cement blocks.

Wearing a facsimile of the classic red and blue costume, this Spidey climbs walls, leaps from great heights, creeps into upper-story windows, battles Captain America atop the roofs of Istanbul, all with a certain dancer's grace.

This Spider-Man also knifes a Mafia don with a switchblade, makes love to a beautiful redhead *sans* mask (or anything else), buries a girl in the sand then kills her with an outboard-motor propeller, strangles a nude woman in a bathtub, impales a naked couple in a shower, and tortures an enemy with a rat cage strapped to his face.

In his malevolent characterization and lack of super-powers, this Turkish Spider-Man is probably the most unlike the conception in the original Source Material, and was totally unauthorized by Marvel Comics. However, in visual representation and a certain loopy comic-book logic, the character in *3 Dev Adam* is still recognizably Spider-Man.

UNUSED LESLIE STEVENS TREATMENT, CANNON FILMS

Acquiring the rights to Spider-Man in 1985, Cannon Films hired Leslie Stevens, creator of the TV series *The Outer Limits*, to write a screen treatment. Hampered by a basic misunderstanding of the character by Cannon's Menahem Golan, Stevens created a nightmarish Spider-Man utterly unlike the Source Material or anything that had gone before. Stevens' contract was signed on April 20, 1985.



Peter Parker, in his mid-20s, works in the megalithic Zyrex Corporation taking photographs for ID badges. The notorious Dr. Zyrex intentionally bombards Peter with radiation and Peter becomes a hairy, eight-legged mutant, a human tarantula. He vows revenge, when he's not contemplating suicide because of his unspeakable appearance. The insane Dr. Zyrex has a seemingly-endless supply of mutants in his high-tech laboratory-cum-prison. One by one he sends them out to kill Spider-Man; one by one, they are defeated, until Zyrex sends out a seductive female semi-human.

The Leslie Stevens treatment offered an entirely original concept: Spider-Man as a hideous, eight-legged, hairy Ninja monster.

Marvel's Stan Lee absolutely vetoed the idea and it was filed away. (See James Cameron Scriptment (below))

ORIGINAL TREATMENT AND ORIGINAL SCREENPLAY

An Original Treatment and subsequent Original Theatrical Screenplay was written by Ted Newsom and John Brancato for Cannon Films in 1985. Neither Marvel nor Cannon gave them access to the pre-existent Leslie Stevens treatment or discussed the material with them. Their contract was signed on August 19, 1985.

The writing team chose to keep as close as possible to what they saw as the essence of the Source Material (*Amazing Fantasy* #15 and subsequent Marvel comics) and adhered in most cases to names, locations and events described therein.



Writers Ted Newsom & John Brancato

The sense of humor was maintained visually and in dialogue, but not at the expense of the central character's dignity (*ala* the 1966-68 camp TV version of *Batman*.)

Certain basic decisions were deliberate choices at this stage. By 1985, the comic book Spider-Man had an alternate costume design: jet-black with midnight-blue, rather than the original red and blue costume. The new look was popular with some readers, unpopular with others. The original adapters chose the “classic” look, though the alternative was equally dynamic.

Lest this basic choice sound like a self-evident “no-brainer,” it should be noted that Warners planned a *Superman* sequel with Nicholas Cage (!) in which the Man of Steel would not fly. Producer executive Jon Peters thought the concept was ridiculous, childish, and would be unacceptable to a modern audience. That is an example of a primary, exclusionary choice from basic Source Material that did have a certain validity. It’s also proof that Peters is out of his teeny little mind.



Further, the Newsom/Brancato Original Screenplay makes changes in character dynamics, events and descriptions that remained consistent, by coincidence or design, through the final Shooting Script (Columbia, 2001). Some of these basic constructs are obscured or dropped entirely during the rewriting phases (1986-2000), only to *reappear* in the Shooting Script.

For instance, the relationship between Peter and his love interest (Liz Allen in the Original Screenplay, Mary Jane Watson in the Shooting Script) dates back to grade school days, unlike the corresponding character histories in the comic books. As noted, the comics’ MJ meets Peter when they are in their early 20s. She’s a fully-grown knockout, with no “childhood history” with Peter.

Unlike the relatively undeveloped Liz Allen in the Source Material, the Original Screenplay’s Liz Allen incorporates character elements of both Gwen Stacy and Mary Jane Watson. She has a penchant for flirtatious wordplay, a quirky sense of clothes style, a taste in classic literature (she reads *Jane Austen*) a theatrical bent (she quotes from *Othello*), and relatively limited financial means (she shares a dorm room with another girl.) Unlike Liz Allen in the Source

Material (but like Betty Brant and Mary Jane), she does not taunt Peter, but he's too shy to make a move on her.

The Source Material's idyllic, homey dynamic between Aunt May and Uncle Ben becomes a bantering, occasionally testy relationship in the Original Screenplay. This remains a concept in the Shooting Script.

Uncle Ben and Peter have an uneven relationship; despite their obvious fondness for each other, their age difference makes communication strained and difficult. This original element is also retained in the Shooting Script.

In a broad sense, basic arcs of both the Original Screenplay and the Shooting Script dramatically tie the protagonist and the antagonist together-- a concept totally absent from the Source Material or any previous adaptation to other media prior to the Original Screenplay in 1985.

In the Original Screenplay and the Shooting Script, the antagonist is not a criminal *per se* but a brilliant researcher gone psychotic, endowed with extraordinary abilities through a scientific accident of his own design. In the Original Screenplay, the antagonist is Dr. Octopus; in the final version of the Shooting Script, it is The Green Goblin (although Dr. Octopus appeared in interim drafts at Columbia).



[The writers suggested English actor Bob Hoskins for the role; negotiations had begun to secure his services]

Writers of the Original Screenplay deliberately chose to use

an established character from the Source Material, rather than create an original character-- a deliberate artistic and stylistic decision.

Again, these basic decisions may seem like a "no-brainers," given that the scripts are adaptations of "mere comic book material," and that Dr. Octopus and the Green Goblin were two of the comics' most popular antagonists. But as noted, the Source Material has myriad antagonists with equally varied sets of motivations and backgrounds.

By comparison, note the adaptations of *Superman* from comic book origin to other media. Superman's arch-nemesis, the bald scientific criminal genius Lex Luthor, appears frequently throughout the publications, from the 1940s through the present. Luthor also became a continuing antagonist during the ten-year run of *Superman* on radio, yet was not used at all in the contemporaneous Max Fleischer animated theatrical cartoons released between 1941 and 1943.

When Columbia adapted the comic book into a serial in 1948, they did not use the “obvious” villain, Luthor, but invented an original villainess, The Spider Woman (!). When the same studio made their follow-up serial, *Atom Man Vs. Superman* in 1950, the bald-headed Luthor was the primary villain.



Atom Man vs. Superman (1950)

Superman and the Mole People, the 1951 theatrical film (and pilot for the George Reeves TV show) does not use Luthor, nor does the character appear in any of the 104 TV episodes from 1953 to 1957. Indeed, the series never used antagonists derived from the comics.



Adventures of Superman (1951-57)

Gene Hackman made Luthor memorable in three of the four *Superman* features, wearing assorted toupees. Later, on ABC's *Lois and Clark*, Luthor became a suave yuppie millionaire with a full head of hair. The WB series *Smallville* reintroduces Luthor -- as a brilliant, bald teenager.



Superman (1977)



Smallville (2002)

In the Original Screenplay, Dr. Octopus seeks to prove the existence of the “Fifth Force,” the “cosmic glue” implied by Einstein’s theories. Side effects include the Dali-esque warping of a college science building, the “creation” of Dr. Octopus, the irradiated spider that bites Peter Parker, freak electro-magnetic weirdness including citywide blackouts and titanic bolts of lightning throughout NYC, and de-gravitization of the college science building, which rises into the sky. Spider-Man and Doc Ock battle in, on and around the flying building.

Between the creation of the Original Screenplay in 1985, and the final Shooting Script of 2001, interim drafts go off on alternate tangents, either stemming from elements in the comic book Source Material, or from the writers’

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REWRITE OF ORIGINAL SCREENPLAY (1986)



Scott Leva in Cannon promotional photo

Barney Cohen was hired by Cannon to rewrite the Original Screenplay, working with director Joe Zito. Cohen changed dialogue, wrote new scenes such as a masquerade dance and specific action for the antagonist. The “A” and “B” stories, names, character arcs and plot-flow remain consistent with the Original Screenplay. Cohen added a subordinate character, *Weiner*, a thick-witted hood used as a henchman by Dr. Octopus. Cohen has Weiner kill Uncle Ben during a burglary. This ties the “A” story (the origin) directly to the “B” story (Spider-Man vs. antagonist), but also opens a plot hole. After Weiner is captured, he disappears from the plot, but other characters still behave as if events were inexplicable, when the presence of Weiner clearly points to Dr. Octopus.

Stan Lee felt the Original Screenplay had made Harry Osborn look “too smart” in a sequence in which Harry shows a computer graphics program that illustrates the disastrous potential of Dr. Octopus’ experiment. In his second-draft rewrite, Cohen altered this to make Peter the creator of the computer program, which Dr. Octopus needs to complete his experiment.

Some new dialogue tends to be broader than in the Original. Dr. Octopus’ goal becomes the fictional “anti-force” in Cohen’s Rewrite, but with the same results. Cohen’s Rewrite of the Original Screenplay went into pre-production in 1986. The approximate budget was \$10-18 million.

MENACHEM GOLAN REVISION OF COHEN REWRITE (1986)

Cannon executive Menahem Golan added certain elements to Cohen’s rewrite in April, 1986. Amendments include Spider-Man jealously beating the

crap out of Flash at the masquerade (out of character for Spider-Man in either the Source Material or the rest of the script), and quirky dialogue such as Spider-Man's line, "He's so crazy, he's beyond his wits." There are other odd additions, such as a reference to the "Hillside Strangler," then a topical menace in Los Angeles but surely not something on the minds of NYC college students. Other than idiosyncratic dialogue and spelling, the Golan polish does not substantially alter the Cohen Rewrite. (Golan's Cannon polish bears his name, and the previous three writers, Newsom, Brancato and Cohen. Some subsequent versions substitute Golan's pen name "Joseph Goldman.>"). [As a production executive, Golan's contribution does not meet the 50% requirement for screen credit.]

SHEPARD GOLDMAN SCREENPLAY (1987-88)

Cannon scaled down its budget, assigning the project to director Albert Pyun. A contract dated October 22, 1987 between Cannon and Scaramouche Productions (loan-out company writer Shepard Goldman, now deceased) specifies a "polish" at WGA low-budget rates. Goldman and Pyun share credit on the 85 page script dated January 24, 1988, labeled "Sixth Draft."

Choices of characters and character names remains consistent with choices made in the Original Screenplay, as does the general plot flow. The fast-talking manager is still named Maxie (as in the Original Screenplay.); the girl is still Liz, Flash is present, as is Harry, etc. Some scenes reflect the basic structure of the previous scripts; some dialogue remains verbatim from the Original Screenplay.



Spider-Man vs "Night Ghoul" (comp)

The script creates a new antagonist, the "Night Ghoul," a by-product of genetic engineering, a cross between a vampire bat and a human cadaver. As with the Original Screenplay, aspects of the same experiment create both Spider-Man and the antagonist. Unlike previous drafts, the Goldman/Pyun script emphasizes bloody action, repeated chases through sewers, and TV wrestling, with Spider-Man becoming a star attraction and the climax itself taking place in a wrestling arena.

DON MICHAEL PAUL "EIGHTH DRAFT" (1988)

Still seeking to make *Spider-Man* on a smaller budget (under \$8

million), Cannon hired actor-writer Don Michael Paul. The contract

was signed on February 17, 1988. A rewrite of the Goldman/Pyun draft, it largely reverts to the “A” story from the Source Material rather than the Original Screenplay, and eschews many elements in previous drafts. Dialogue from the Original Screenplay, present in the Goldman script, is now rewritten.



Don Michael Paul in ROBO-JOX

However, the Paul script does select the same supporting characters (Flash Thompson, Liz Allen; it drops Harry Osborn). The fight promoter with whom Peter deals (unnamed in the Source Material) is called “Maxie Millian” in the Paul script, the same character was “Max Reiss” in the Original Screenplay.

Paul’s version of *The Night Ghoul* gives a revenge motivation: a string of brutal murders of rival scientists. The “Night Ghoul” is now a Jekyll/Hyde character. As in the Original Screenplay, Peter Parker has a scholastic connection to the older scientist; his genetic experiment backfires, causing him to become a monster on the one hand and creating Spider-Man on the other.

ETHAN WILEY SCREENPLAY (1988)

Ethan Wiley was the screenwriter of *House* (1986) and writer/director of the sequel *House 2* (1987), both for New World Pictures. Wiley also had a background in on-set special effects. His brief was to write a low-budget *Spider-Man* script, with an anticipated budget of \$5-7 million. The agreement with Wiley’s loan-out company, Mean Bunny, Inc., was dated October 3, 1988.



Contractually, the script was a considered a rewrite of the Don Michael Paul script, though the similarities seem mostly due to tapping the same original source material. Wiley’s script concentrates primarily on the “creation” of Spider-Man and the adjustments made in Peter Parker’s life. In Wiley’s words, “He really doesn’t become Spider-Man until the last page.”

Cannon producers warned Wiley to avoid any characters from Marvel Comics not specifically portrayed in the first appearance (Amazing Stories #15), because Cannon was now unsure whether they had any adaptation rights beyond that initial comic book story.



Scott Leva (Cannon publicity photo)

Wiley denied access to previous material written at Cannon, other than the Don Michael Paul script. Deleting the “vampire-creature” of the Paul and Goldman/Pyun drafts, Wiley substitutes an addictive blood-like steroid compound, fatal in certain doses, able to imbue the user with super-strength in smaller doses.

In an apparent case of coincidence, he sets Spider-Man’s “debut” on the David Letterman show, which is a parallel with the Original Screenplay (and eliminated in the Barney Cohen rewrite).

SUBMISSION TO COLUMBIA (1989)

After Cannon Films dissolved, most of Cannon’s rights to completed pictures and unfiled scripts were purchased by Pathe Communications. In lieu of money owed to him, Cannon co-owner Menahem Golan claimed continued rights to Spider-Man. Incorporating as 21st Century Films, Golan reverted to the “Dr. Octopus” script developed at Cannon and pre-sold the film worldwide in all territories.

In 1989, Golan submitted a rewrite of the original script to Columbia Pictures. Dated April 8, 1989, its cover reads “SPIDER-MAN Screenplay by Barney Cohen Ted Newsom and John Brancato Based on Stories and Characters Created by Stan Lee Rewrite by Joseph Goldman; Property of 21st Century Films.” [“Joseph Goldman” is Menahem Golan’s pen name.]



Characters, tone, back stories and “A” and “B” plot arcs remain consistent with the Original Screenplay and the Rewrite, and the “Revision” is often merely a retyped version of Cohen’s Rewrite. This Revision occasionally restores material from the Original Screenplay which Cohen had dropped in his Rewrite.

Conspicuously absent from this draft is the moralistic phrase, “With Great Power Comes Great Responsibility,” used in the original comic book story and a constant from the Original Screenplay through all Cannon / 21st Century drafts.

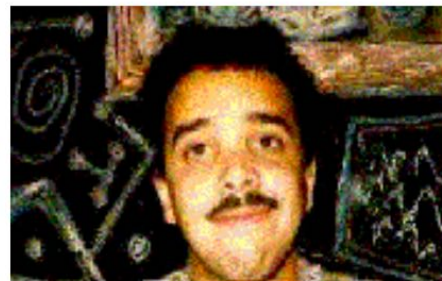
Also absent is Peter’s guilt over causing Uncle Ben’s death (and thus his primary motivation to fight crime as Spider-Man); Peter’s emotional reactions are ignored once he catches Ben’s killer (Weiner, per Cohen’s rewrite). Unlike the previous drafts, Aunt May does not suffer a heart attack upon hearing of Ben’s death, though she does feel a little faint.

In the Fall of 1989, the “Golan” script (see above) was covered and circulated at Columbia, which agreed in principle to a North American theatrical distribution deal, in exchange for \$2 million upon delivery of the completed film. The agreement, however, was never executed (see below).

FRANK LA LOGGIA TREATMENT (1989)

With the Columbia deal pending, Golan spoke to a number of directors regarding the material, including Roger Corman (who declined) and Frank La Loggia (right). La Loggia, writer/director of *The Lady in White* (1988) and *Fear No Evil* (1981) was hired on November 7, 1989 to write a treatment based on the Golan polish

of the Newsom/ Brancato/Cohen script.



La Loggia met with Golan to discuss the story in late November, 1989. La Loggia turned in his 81 page treatment on December 4, 1989. La Loggia declined to be further involved with the project. This treatment was then submitted to Columbia, covered by the Story Department, and circulated.

NEIL RUTTENBERG DRAFT (1990)

Subsequently, Golan hired Neil Rutenberg on January 8, 1990, to write another script. Rutenberg has stated that his script was based only on the comic book source material and an outline provided by Stan Lee. It nevertheless has clear parallels and paraphrases from previous Cannon material, i.e., the Original Screenplay, the Cohen Rewrite and the Golan Polish.

The Rutenberg script changes nearly all dialogue, but keeps the “A” and “B” stories from earlier drafts. Rutenberg arbitrarily alters the names of Harry Osborn, Liz Allen and Flash Thompson to, respectively, Greg Osborn, Liz Warner and Terence Thompson III, although their characteristics and plot function remains consistent with previous drafts.

Instead of Dr. Octopus' motivation of concluding his physics experiment, the Ruttenberg draft has the character invent an "anti-gravity" flashlight, with most of the same side-effects (magnetic anomalies, etc.). He and his gang of punk thugs (including Weiner, a carryover from the Cohen Rewrite) hold the New York Stock Exchange hostage, floating the entire building above the street, holding NYC for ransom. Inside the Stock Exchange, Spider-Man and the antagonist have a battle royale amid various electric phenomena.

The dialogue is over-the-top, akin to *Batman* on TV. Dr. Octopus is no longer a single-minded scientist but has decided to make a mid-life career change to become a master criminal (the influence of Stan Lee is felt here).

As with the two previous submissions (the "Golan" draft of the Original Screenplay and La Loggia's treatment), the Ruttenberg script was favorably covered in April, 1990 by Columbia script readers and circulated among production executives. (Note that the 1989 distribution deal between Golan and Columbia predates Ruttenberg's April, 1990 script.)

JAMES CAMERON / CAROLCO "REWRITE" (1993)

In 1990, Carolco's Mario Kassar and Peter Hoffman (who formerly was Cannon's lead counsel) approached Golan to acquire all Cannon's Spider-Man scripts. By 1991, Carolco contracted with James Cameron to write, produce and direct the project. He therefore was acting in the capacity of "production executive" as defined by the WGA Manual.

A script purported to be a Cameron "director's revision" is dated July 24, 1993, with a notation of "Third Revision" dated August 4, 1993. The cover sheet reflects the synthesis of the Original Screenplay, Rewrite and new material, albeit in confused order: "written by Barry [sic] Cohen and Ted Newson [sic] and James Cameron; 2nd Revision by Joseph Goldmari [sic] and James Cameron and John Brancato." Neither Newsom, Brancato nor Cohen ever worked with Cameron on this draft. ["Goldmari" is a misspelling of "Joseph Goldman"; the script is filled with misspellings]. Material unique to the Paul, Wiley, La Loggia or Ruttenberg drafts is not apparent in "Cameron's" Revision.

The script is in fact a Xerox of the 1989 script submitted by Golan to Columbia, with a new top-sheet.

Cameron and his company have denied access to any previous material. However, trade news stories and casting notices linked Arnold Schwarzenegger (star of Cameron's *Terminator* films) to the project as Doctor Octopus, and also included both Cameron's name and Neil Ruttenberg as writers.

Carolco had a standing distribution deal with Columbia Pictures. *Spider-Man*, like other Carolco pictures, had been pre-sold to Columbia/Tri-Star, which received copies of the Cameron Revisions as a matter of course.



Arnold Schwarzenegger as Doctor Octopus

Cameron's delivery of the script was noted in the September 1, 1993 *Variety*. (This may be mistaken and refer instead to the 57-page "Scriptment." See below.)

Like Cannon and 21st Century, financial problems unrelated to *Spider-Man* caused Carolco to dissolve.

DARREN EWING SCREENPLAY (1996-97)

In 1996 or 1997, TV director and writer Darren Ewing wrote an original screenplay based on the comic book Source Material as a "calling card" example of his work. The spec screenplay was circulated around town, and (according to Ewing) was read by James Cameron at Lightstorm, who phoned Ewing, and subsequently met with him in the offices of Lightstorm. Cameron equivocated about Ewing's script, saying, "We have a whole lot of Spider-Man scripts here," but said there were elements in Ewing's script that he (Cameron) liked and might incorporate into "his" screenplay. There was an offer to pay Ewing for the rights to his original material, should it be incorporated.

Ewing, independently and without access to any other previous drafts, had incorporated the Spider-Man origin with a "B-story" involving Dr. Octopus, truly a case of spontaneous development.

Ewing's script was never officially acquired, nor was he under contract to write this material. (Information is from Darren Ewing, July 17, 2001).

JAMES CAMERON "SCRIPTMENT" (UNDATED, c. 1993)

James Cameron wrote a 57 page cross between a treatment and a screenplay, a "Scriptment," which has most text in narrative form, with some speeches in dialogue format and some action specifically detailed, with asides indicating tone, interior feelings of characters, potential audience reactions, hyperbole, etc.

Despite substituting an “original” antagonist and the exchange of the name Mary Jane Watson for Liz Allen, the “Scriptment” parallels the characters, action and “A” and “B” arcs in the Original Screenplay, the Rewrite and Cameron’s previous Carolco script Revisions.

The James Cameron treatment drops the character of Harry Osborn entirely and nearly all reference to Peter’s school life or contemporaries; idiosyncratically changes “Flash Thompson” to “Nathan McCreery” (although he keeps the nickname “Flash” and serves the same plot function), and refers to “Uncle Benjamin” instead of the more familiar “Uncle Ben.”

Jameson is no longer a newspaper editor, but is instead the owner of a TV station. The antagonist bribes Jameson to intensify his media campaign against Spider-Man (redundantly, since Jameson was doing it anyway).

The “Scriptment” substitutes *Mary Jane Watson* for Liz Allen as the love interest, describing MJ as “... a popular girl in a ‘sosh’ clique, way out of Peter’s league. She has it all... looks, money, handsome boyfriend.” Though named for a Source Material character, this MJ is an amalgam of the wealthy Gwen Stacy and the original, snooty, Liz Allen. The MJ of the comics was from the same social milieu as Peter, never taunted him (as she does here), was mutually attracted to Peter from their introduction, worked for a living-- and had better taste than to date someone like Flash Thompson (or “McCreery.”)

The “A-story” of Cameron’s “Scriptment” is apparently based on the comic book Source Material. However, choices made by Cameron in his “new” story refer to thematic material, plotting, back stories and visual events chosen and developed in the Original Screenplay and Rewrite.

Cameron’s “Scriptment” alters the creation of Spider-Man. On a field trip with schoolmates, Peter notices that one of a number of experimental flies is not in its glass container. The biologically-altered fly has escaped, and is caught in a spider’s web overhead. This normal spider devours the fly-- then bites Peter. Oddly, it still passes on a spider’s strength and agility. Logically, one would expect Peter to develop an inclination to eat shit and buzz around garbage.

Another variation in this Cameron “origin” is the presence of vein-like nubbins in Peter’s wrists that shoot spider webbing, as opposed to mechanical devices in the Source Material. This is played up as a reminder to Peter of his “freak” status and his alienation from his contemporaries (This remains constant from this point into the Shooting Script, though downplayed. It evokes the self-conscious, physically-changed mutant in Leslie Stevens’ treatment.)

Cameron’s treatment excludes any reference to a wrestling match. Instead, Spider-Man performs at private parties for \$50 a night, and does sidewalk acrobatics between a street mime and some guy beating drums. He fritters away his time on local talk shows, where the host makes jokes at Spider-Man’s expense (paraphrasing the scene from the Original Screenplay; in the comics, he appears on television to awed and respectful reactions.)

There is a single primary antagonist and a brutish assistant (a dynamic introduced in the Cohen Rewrite).

Antagonist *Carlton Strand* is a small-time hood who has become the embodiment of conspicuous consumption with a literal desire for power. With the ability to control and discharge electro-magnetism like an electric eel, he gives his rubber-clad mistress Cordelia a near-fatal heart attack with his demand for sex, shocking her back to life with a second discharge. Later, he kills her by forgoing the revival shock. Still later, he kisses Mary Jane, sadistically shocking her into a seizure.

With attributes deriving from the comic book's *Electro*, Strand's origin is lifted from Allan Dwan's 1958 film, *Most Dangerous Man Alive*, in which a low-level criminal fugitive is chased by police into a government desert test site, where he is bombarded with energy. He survives, become virtually invulnerable, but side-effects make it impossible for him to have sexual relations. (The "desert accident" also parallels the comics' origin of Sandman; see below).

In his flashback, Cameron describes Strand as a grubby, gun-toting hood. The shock he receives apparently alters his personality and vocabulary, and he becomes a well-dressed white-collar criminal with a penchant for erudite, Goebbles-esque rants on the superiority of the elite over the useless masses.

Strand has a slow-witted, thug assistant named *Boyd*, with the ability to transform his body into sand, nicknamed *The Sandman*. This is a variation of a Source Material character, originally named Flynt Marko. Having lifted the Sandman comic book "creation" for his electrical heavy, Cameron then invents another type of "accidental creation" for this character.

The transformed Boyd robs an armored car with surreal brute force, as does Dr. Octopus in all drafts from the Original Screenplay through the 1990 submissions to Columbia.

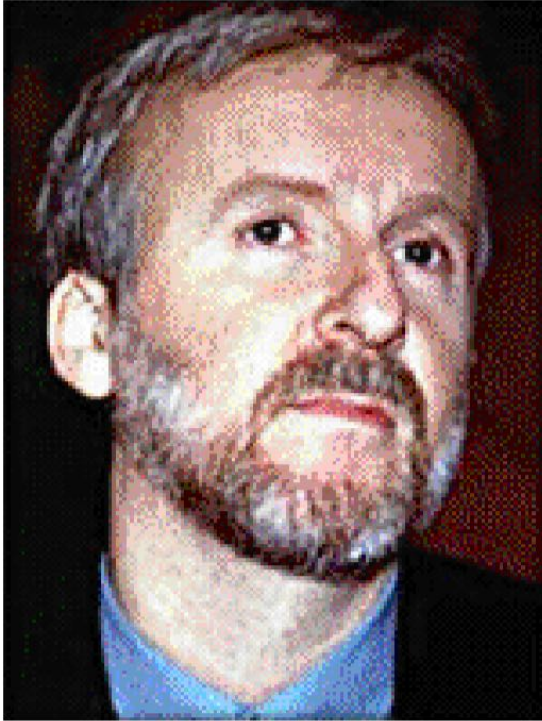
Speeches by the antagonist to Spider Man express a link between them (and the secondary villain, Boyd), ala *X-Men*: that certain people are destined to become world-ruling, Nietzsche-esque supermen. When Spider Man refuses to join this elite class, the antagonist sends out thugs disguised in Spider Man costumes to blacken the hero's reputation. Cameron also describes Strand's penthouse as having a giant glass aquarium which (surprise) gets smashed in a melee and spills water over the floor.

A dramatic link between the antagonist and protagonist may an "obvious" device, but it is neither essential nor is it a constant in other anomalous drafts (There is no equivalent in the Ruttenberg draft, for instance, or adaptations to other media.) It is, however, a constant theme from the Original Screenplay through the 1990 revisions, appearing in the Cameron "Scriptment" as metaphoric rather than actual.

As in the Original Screenplay, the antagonist causes widespread electric phenomenon (i.e., bolts of pseudo-lightning that destroy buildings), citywide

black-outs and bizarrely humorous magnetic anomalies (metal objects, cars, etc., flying through the air).

The antagonist's primary motivation appears to be insane greed. Already richer than Croesus when he is introduced, he offers a palate of hundred dollar bills, \$250 million dollars' worth, to Spider-Man, who rejects it. That is apparently small change to Strand, who simply wants *more*.



James Cameron

Cameron's "Scriptment" differs in tone from previous material: pessimistic, unpleasantly gritty, less like *Dawson's Creek* and more like *Law & Order: Special Victims Unit*. There is a sex scene with Spider Man and the girl atop a bridge; the girl is nearly raped by a gang of roving punks; Flash physically assaults MJ, after which Spider-Man beats the jock senseless (shades of Menahem Golan) then furiously vandalizes Flash's car. MJ's parents are drunken and abusive. Spider-Man peers into her bedroom to watch her undress. Spider-Man steals \$20,000 in cash from a crack dealer. At one point unrelated to the plot, Spider-Man catches the flu and vomits on a tenement fire escape.

Cameron makes many references to spiders (and by extension, Spider-Man) as predators which feed off others, hence their "superior" status. There is a distasteful moral ambiguity in all of the characters, including Spider-Man. After stealing the drug dealer's cash then scattering it over the streets of New York, Spider-Man callously asks the rhetorical question, "What was I gonna do? Track down all the crackheads and give it back?"

Spider-Man finds "two cops beating the shit out of a guy," then assaults and webs up the officers (unlike anything ever in the Source Material).

Chasing several young hoods, Spider-Man causes a kid to fall to his death from a fire escape. Spider-Man doesn't waste a lot of time grieving over this second death which he's inadvertently caused.

Unlike any adaptation in the character's history, Spider-Man's dialogue is replete with vulgar expletives:

"What the hell are you looking at?!"

“If you worthless chunks of vomit show your faces around here again, I’ll decorate my Christmas tree with your intestines. Got it?”

“I’ll kill you! Motherfucker! You hear me?! You’re dead, you sick bastard!”

The Cameron “scriptment” is often inelegantly non-linear. Apparently covering a time passage of about a year, it is bookended by an opening and closing narration from Spider Man atop a building (retained in subsequent drafts, and influenced by the comic book source), making the entire story a prolonged flashback. The flashback and voice over are largely dropped after the opening scene. In Act 2, the “Scriptment” goes to an extended flashback (within the overall flashback structure) to explain Strand’s accident ten years earlier, then later has another lengthy flashback exposition explaining Sandman’s unrelated accident. Counting Spider-Man’s equally unintentional gift of powers, that makes three major science-gone-wrong incidents in the plot. This second (third?) flashback is narrated by Strand, who wasn’t present during the events and has no way to know have known what happened, since the Sandman is mute and couldn’t have told him.

After much legal wrangling, MGM bought all Carolco assets in 1996. Among them was *Spider-Man*. MGM had previously purchased all assets from Pathe (including the Cannon material, and-- so they claimed-- the right to make *Spider-Man*, which Menahem Golan claimed was his alone).

As late as December, 1997, Cameron was still planning to make *Spider-Man*, possibly in conjunction with 20th Century Fox.

DARREN EWING SCRIPT REDUX (1997)

Shortly after the acquisition of rights by Columbia, the Darren Ewing freelance script was apparently “walked in” to the company via Columbia executive Bob Anderson, a friend of Ewing. According to Ewing, Anderson was told within 48 hours that submission of the script was unnecessary, that there was already a file copy in Columbia’s archives [this, according to Ewing, as told to Newsom and LA *Times* reporter Michael Hiltzik.]

DAVID KOEPP SCREENPLAY - FIRST DRAFT

After years of litigation and negotiation, Columbia (now Sony/Columbia) acquired the rights to Spider-Man from Marvel and optioned all earlier material from MGM. (This, after Menahem Golan first offered theatrical rights to Columbia in 1989, and Carolco offering the picture to Columbia in 1993-94).

The MGM / Columbia contract pointedly tries to sever Cameron’s “Scriptment” from the “Cameron Screenplay,” despite their obvious literary, legal and chronological continuity. Columbia took perpetual and irrevocable options on the “Cameron script” and the “Cameron treatment” -- but selectively exercised their option only on the derivative Cameron treatment (which, in any case, already was in possession of Columbia and Marvel.)

Columbia assigned David Koepp to adapt a screenplay from the Cameron “original” treatment and from the comic book Source Material.



David Koepp

Koepp’s first script, dated November 5, 1999, often lifts passages of action, dialogue and description directly from the Cameron “Scriptment.” Some speeches of the Antagonist remain constant from Cameron treatment, though Koepp strips away the emphasis on the amoral aspect of life, clarifies events into a more linear flow, and eliminates extraneous digressions.

The Koepp script expands the potential father-son dynamic between the antagonist and Spider-Man (an element introduced in the Cameron “Scriptment” that remains consistent into the Shooting Script).

Aunt May is functional rather than pointed (a doting old lady, per the Source Material, rather than the hipper version of earlier drafts)

In 2000, David Koepp stated [in error] to journalist Steve Biodrowski, “There were no previous scripts. I was just given the Cameron treatment and a stack of comics.”

However, the Koepp script reverts to themes, ideas and specific elements introduced at earlier stages of the script development, i.e., the Original Screenplay, the Rewrite, and the Neil Rutenberg draft.

Peter’s rival for MJ’s affections is reduced to the nameless “Boyfriend,” who serves the same plot function as Flash Thompson in earlier (and later) drafts, and is dropped halfway through the story.

Uncle Ben is a TV wrestling buff (as in the Don Michael Paul draft).

Peter is observed crawling up his house into a window by Mary Jane’s three-year old brother. This paraphrases a scene in Original Screenplay scene in which Peter is observed by a two-year-old girl (Spider-Man is seen by a child in the 1962 origin story).

In a change from the Cameron “Scriptment,” Mary Jane is no longer wealthy and/or socially connected.

Koepp’s script keeps the “knowing Peter since childhood” back-story which stems from the Original Screenplay. However, MJ is now literally the girl next door, who grew up next to Peter but bafflingly appears never to have noticed him, in the neighborhood or in school, over fourteen years.

More akin to the comic book's Liz Allen, this MJ appears to be a social climber in the early portion of the script. Her family dynamic is still abusive and MJ still has loud fights with her drunken father (per the Cameron "Scriptment.").

She literally lives on the wrong side of the tracks, symbolically crossing a railroad line while walking to school. Later, MJ works as a waitress and auditions for acting jobs without success.



Spider-Man & MJ (2002)

Koepp keeps the awkward Cameron "origin" set-up (a mutant fly devoured by spider which then bites Peter) though the specific number of flies changes. As with the Original Screenplay and subsequent drafts (but unlike the Source Material), Peter is in the process of taking photographs and doesn't notice the spider until it bites him (a plot twist lifted from the Ethan Wiley draft).

The death of Uncle Ben returns to prominence, parallel with the comic book and the Original Screenplay; the random crime is now a car jacking rather than a burglary. As in the Original Screenplay (but not the Source Material), Peter senses something very wrong and rushes to the scene; Uncle Ben has been shot (off-screen) and he dies (off screen in the script).

The motto "With Great Power Comes Great Responsibility" used only obliquely in his "Scriptment." Koepp uses the phrase in a lecture from Uncle Ben to Peter (paraphrasing a scene in the Don Michael Paul draft, the first to attribute the phrase to Uncle Ben himself. This seems influenced by a scene in the 1978 *Superman* film between teenaged Clark Kent and his step-father).

Koepp's script reprises the phrase after Ben's death with Spider-Man sitting alone on a rooftop in costume *sans* mask, duplicating a scene in all drafts from the Original Screenplay through the 1990 Ruttenberg draft. (In the Source Material, the unattributed phrase is used in a caption box on the last panel, accompanying an image of Spider-Man walking alone down a moonlit alley.)

Koepp restores Spider-Man's wrestling ring debut, present in all drafts since the Original Screenplay, until dropped in Cameron's "Scriptment." The financial stakes in the Source Material may have sounded appealing in 1962 (\$100 for three minutes in the ring) but they went up in the Original Screenplay (\$1000 for One Minute) and remained at incremental variations in every draft through the Shooting Script (\$3000 for Three Minutes.) Action and comedic tone also remained constant, despite changes in the opponent's name.

The comic book's "Crusher Hogan" became the real wrestler "Hulk Hogan" in the Original Screenplay, modified to the generic "Crusher Cole" in the Cohen Rewrite, reverting to "Crusher Hogan" in Paul's draft, restored to

“Crusher Cole” in the submission to Columbia in 1989, simplified to “The Crusher” in Rutenberg. The Koepp Script changes the foe to a costume-clad “Metal Man.” (The character finally ends up as an un-costumed “Bone Saw McGraw” in the Shooting Script-- and is played by real wrestler Randy Savage).

In the ring, the Original Screenplay indicates a “come hither” gesture with both hands by Spider-Man; in the Koepp script, Spider-Man beckons his opponent guy with one finger and later uses the archaic colloquialism, “Okey-dokey,” which appeared in the Original Screenplay in another context. A single use of this outdated expression may seem innocuous enough out of context, but from the Cohen Rewrite through the Rutenberg draft, the phrase is used scores of times as a characteristic catch-phrase by Dr. Octopus [It is not used in the Source Material, nor does it appear in the Shooting Script].

In a sequence not in the Source Material, Peter practices shooting his webs, with a resultant mess (in Peter’s room in the Original Screenplay and the final Shooting Script; a deserted auto junkyard in Koepp).

Koepp rechristens the antagonist *Max Dillon*, a reference to the comic book character; the villain is dubbed *Electro* by J. Jonah Jameson, rather than by the villain himself. No longer a former hood (as in Cameron’s Scriptment), he now is a former computer hacker.

Spider-Man confronts the Antagonist in a nuclear power-plant, where he has come to literally “steal” energy. In the Original Screenplay and all drafts through the Cameron Revisions, Spider-Man battles Doc Ock at a toxic dump, where he has come to steal radioactive waste for the same purpose.

Electro-magnetic anomalies caused by the antagonist take a weird toll on the New York Stock Exchange. The stock market is “... falling like a safe” (which it does literally in the Rutenberg draft).

The Koepp script sets two major action scenes in the Stock Exchange, a “stock market crash” caused by the Antagonist, and a battle between the Antagonist, his thuggish henchman and Spider-Man. Both scenes feature bolts of lightning-like energy and collateral damage in the form of city-wide blackouts and resultant looting. Electro-magnetic sight gags and citywide blackouts were part of the Original Screenplay; the Antagonist had a thuggish assistant since the Cohen Rewrite; the Stock Exchange was first used as a location by Rutenberg. The battle in and on the walls and roof of the Stock Exchange evoke the Rutenberg draft and paraphrase the final confrontation in the Original Screenplay, the Rewrite and the submission to Columbia.

In the second half of Koepp’s script, Peter lives on his own in a crummy apartment; there is a one-liner from a visitor about a roach who shares the place with Peter (not in the Source Material, but appearing in all previous drafts from the Original Screenplay through the submission to Columbia).

There is a throwaway line about a Rolex in Koepp (Aunt May asks Ben to look for a used microscope for Peter; Ben replies, “Great! Find me a Rolex while

you're at it, will you?") which evokes a similar gag in the Original Screenplay (a vendor offers Spider-Man a "red Rolex" for twenty bucks).

The reference to Peter attending fictitious "Empire State University," on a scholarship returns (per Source Material and Original Screenplay; there is no reference to it in the Cameron "Scriptment.").

The Koepp Script uses two plot threads from later issues of the *Spider-Man* comic book series (that is, not in the first five years of the comic book continuity), which are then left hanging. One: Peter suspects his late parents were government agents, that a safe deposit box (which he can't open until he's 21) holds the answers and perhaps money to help out Uncle Ben and Aunt May. Two: citywide blackouts and stock market crashes somehow cause the bank to call in Aunt May's mortgage, which she must pay or lose the house. Neither idea is explored or resolved in the Koepp script after it is introduced.

DAVID KOEPP SCREENPLAY (SECOND DRAFT)

Koepp's second draft is dated April 14, 2000. The "A" story remains consistent with previous versions (1985-1999), minus the convoluted Cameron drivel about an escaped fly eaten by a spider which then bites Peter. The hanging plot threads (Peter's late parents and their safe deposit box; Aunt May's mortgage) were eliminated, and this draft dropped Cameron's electrified antagonist, his thug-mutant henchman and the rubber-clad mistress. Instead, this draft substituted two co-equal antagonists, *The Green Goblin* (alias industrialist Norman Osborn) and *Dr. Octopus* (alias Dr. Otto Octavius).

This alternate "B" story thus re-introduced Harry Osborn (Peter's best friend; son of Norman Osborn) into the "A" story (Harry had vanished from the scripts at the point of Cameron's "Scriptment.") A dysfunctional father-son dynamic from the Source Material blended with the "father-figure" theme between the antagonist and Spider-Man, developed first in Cameron's "Scriptment."

The introduction and description of Dr. Octopus mirror the Original Screenplay's depiction, rather than that in the Source Material.

In action, description and dialogue, an extended laboratory scene between Norman Osborn and Dr. Octopus paraphrases the scenes in the Original Screenplay between the officious, money-minded *Thorkel* and Dr. Octopus. The subsequent accident which creates Dr. Octopus (and the Green Goblin) is not the simple explosion shown in the Source Material, but a weird implosion with bizarre lighting effects and distorted imagery (again paraphrasing a scene from the Original Screenplay and remaining consistent through the Rewrite, and the submission to Columbia).

UNUSED COLUMBIA DRAFT (SCOTT ROSENBERG, 2000)

Working with director Sam Raimi and producers Laura Ziskin and Ian Bryce, Scott Rosenberg wrote a revision of the Koepp screenplay. The major

change was the introduction of *Gwen Stacy* as the female lead. As in the Source Material, Gwen dies at the hands of the Green Goblin (now the sole antagonist.) Rosenberg told *LA Times* writer Michael Hiltzik that the concept could not be made to work and his draft was put aside. (The climax -- an aerial battle involving a hanging tram-- was adapted into the later Shooting Script, although it also parallels the “hanging subway” concept in the Newsom/Brancato script and subsequent rewrites.) Rosenberg told Newsom that at least six scenes in the Final Shooting Script were his, and that had he actually received a Notice of Tentative Writing Credits and a copy of the final script, he would have argued for credit.

COLUMBIA POLISHES (ALVIN SARGENT, 2000-2001)

A succession of subsequent polishes at Columbia by Alvin Sargent (husband of co-producer Laura Ziskin), altered dialogue but little else. Once again, the plot dynamic re-focused upon a single antagonist, working alone. The “A” story (Spider-Man’s origin) remained basically the same. Sargent stated that he did little more than add dialogue between Peter and The Girl (once again Mary Jane Watson, rather than Gwen Stacy).

Despite changes in characters, the antagonist’s dialogue often remained paraphrased from draft to draft. Some actions and motivations given to Dr. Octopus in the Koepp Second Draft were transferred to Norman Osborn. These interim drafts eliminated much of the moral ambiguity introduced in the Cameron phases.

DARREN EWING SCRIPT YET AGAIN (2001)

Darren Ewing received a call from director Sam Raimi in February, 2001. Raimi said something to the effect of, “I probably shouldn’t be making this call, but we’ve got a copy of your script here, and there’s some ideas in it we might use.” [This, according to Ewing.]

There does not appear to be any themes, scenes or dialogue from his draft in the Shooting Script or interim drafts at Columbia.

SHOOTING SCRIPT

The final Shooting Script, dated January 9, 2001, reflects, paraphrases or duplicates tone, characterization, plot flow, “A” and “B” stories, specific action and dialogue from the Original Screenplay, in the form of material unique to the Original Screenplay and/or inclusions from the Source Material initially made by the first writer(s).

Though the antagonist is clearly derived from the Source Material’s *Green Goblin*, the Shooting Script version differs in ways that relate to antagonists in previous drafts. The monologues of superiority (unlike the Source Material) are adapted from the Cameron “Scriptment.” This Norman Osborn becomes physically and mentally “superior” by deliberate ingestion of a gas (rather than

the self-caused accidental explosion which damages Osborn's brain in the Source Material). This parallels the dynamic of the Original Screenplay (Dr. Octopus deliberately pursuing a dangerous physics experiment).

The Shooting Script's Green Goblin shares the bio-mechanical aspect of Dr. Octopus, wearing high-tech, form-fitting battle armor with assorted circuitry and devices (the Green Goblin's costume in the Source Material had no intrinsic electronic or mechanical attributes; he used chemical bombs of various kinds and an electric finger-pointed blaster-beam). As with Dr. Octopus in the Original Screenplay, the Green Goblin works alone, committing murders and robberies which are apparently without motive, but which are in fact part of his grand plan.



Director Sam Raimi on set (2001)

As in Koepp's script, MJ evinces attributes unlike the MJ of the Source Material, but consistent with the Liz Allen of the Original Screenplay: she is "going steady" with Flash; she and Peter later hint around their mutual attraction, but neither commits to the other; and they have known each other since grade school (a dynamic introduced in the Original Screenplay).

Paraphrased dialogue, action and description (approximately 242 specific instances, excluding the similarity in general tone) are listed elsewhere in a comparison of the Original Screenplay and the Shooting Script.

