S P E E D R A C E R

An Original Screenplay By

Jeffrey Abrams

Based on the Animated Series

April 28, 1994

S P E E D R A C E R

THE MONOPHONIC THREE-NOTE TRILL -- FAMILIAR MUSIC -- but suddenly it's FUNKED -- THROBBING -- SUPER-POWERHOUSE STEREO and CG-ANIMATED RACE CARS BLUR ACROSS and DOWN -- leave a CHECKERED FLAG and then the SINGLE TITLE -- SPEED RACER -- appears and that's all -- that's all you need -- and we BURST INTO LIVE-ACTION with --

THE SPEEDWAY CLOCK

The enormous BULOVA atop the racetrack scoreboard -- the SECOND HAND passes 12 --

RACE CARS

BLAST past camera with THUNDEROUS ROARS -- circa mid 50's.

THE MACH 4

A prime RACE CAR -- alien aerodynamics of the Mercedes-Benz W196 -- but LOWER -- SLEEKER. Gloss RED with YELLOW stripe. And its driver:

REX RACER

Handsome. Virile. In control. Into a turn.

THE RACE CARS

BULLET past us --

AT THE PIT

Beside his two MECHANICS, POPS RACER -- a mustached bear with a white cap -- SCREAMS emotionally, as if Rex might be able to hear him somehow over the DIN:

POPS
WATCH THE LINE, REX!!! KEEP YOUR SPEED!

IN THE BLEACHERS

MOMS RACER, beautiful, bottle-feeds a BABY -- SPRIDLE. She watches the race, concerned.

MOMS
(sotto)
Just be careful, honey...

THE MACH 4

Blasts between two cars. SCREECHES to the outside. CAR 6 on his tail -- CAR 10 just ahead --

REX

Flash-checks his rearview. Again. Then --

THE MACH 4

RIPS around CAR 10 -- an audacious move pulled off flawlessly.

POPS

Cheers the maneuver WILDLY --

THE CARS

WHIP around TURN SEVEN as we SMASH CUT TO --

INT. RACER HOME - DAY

-- WHIPPING AROUND A CORNER in his FERRARI PEDAL-CAR is six year-old SPEED RACER. Small white JUMPSUIT. Small white HELMET. Pedals ferociously. Nothing more serious, nothing more important.

Down the hall. Plastered with RACING PHOTOS, RACING POSTERS, CAR BEAUTY SHOTS, CAR CONSTRUCTION PLANS. It's a Goddamn racing museum in here, featuring POPS and REX RACER.

CLOSE ON SPEED

As he "drives" -- and supplies the SOUND of his engine as he "shifts" gears--

SPEED
Grrrrrrrrr--grrrrrrrrrrr--
GRRRRRRRRR!

Narrowly avoids the sofa -- bumps over the doorway into the dining room -- blasts under the DINING ROOM TABLE -- SMASH CUT BACK TO THE --

RACE CARS

As they BLAST out of a TUNNEL -- the MACH 4 head-to-head with CAR 6.

POPS

Screams crazily:

POPS
DON'T LET SIX SET YOUR PACE!
TAKE HIM ON THE STRAIGHT-AWAY!

SWISH PAN to --

THE CAR 6 PIT

And ROGER HUMPHREYS, handsome and intense -- an Englishman --

HUMPHREYS
Keep focused... do it...

REX

Steals a glance at CAR 6 beside him. The DRIVER of CAR 6 does the same. They hit OVERDRIVE AND ACCELERATE --

RACE TRACK

We RISE ABOVE the track -- and see what's up ahead -- A STRAIGHTAWAY ON A SHEER MOUNTAIN CLIFF -- the OCEAN below, BOATS dot the water blue and we SMASH CUT TO --

SPEED RACER

In his little car, pedaling alongside the POOL in the Racer's back yard at remarkable speed. He HAIR-PIN TURNS and rides along the side of the house --

SPEED
Grrrrrrrrrr--RRRRRRRRRR--!

FRONT OF HOUSE

Speed drives into the front yard -- it's a flat, single-story house -- and past the MAILBOX that reads "THE RACERS". Rips across the driveway, heads back around the OTHER SIDE of the house -- SMASH CUT TO --

REX

Entering another tunnel -- CAR 6 keeping up pace just beside him -- DEAFENING ENGINE BLAST --

THE MACH 4 AND CAR 6

SCREAM out of the tunnel with a FLASH of blinding SUNLIGHT -- the MACH 4 takes a lead -- CAR 6 quickly compensates. The MACH 4 SCREECHES SIDEWAYS -- there's a problem --

CAR 6 DRIVER

Shoots a glance at the Mach 4 -- concerned --

THE MACH 4

Tires YELL as RUBBER BURNS and the bulleting car STUTTERS on the asphalt and --

REX

Tries to control the wheel as --

POPS

Watches through binoculars, horrified --

POPS
No, God --

THE MACH 4

Doesn't keep its course -- and as CAR 6 speeds ahead, the Racer entry SHRIEKS into the guardrail -- SHATTERING METAL and a TIRE BLOWS and the prized car LAUNCHES OFF THE CLIFF --

AT THE BLEACHERS

The ENTIRE CROWD stands, horrified -- as we PUSH IN on MOMS RACER --

MOMS
Rex --?!

THE MACH 4

Sails through the air in surreal SLOW-MOTION, carrying with it fragments of dirt and stone and metal and rubber and glass -- and a man, a driver -- a son --

And the car SLAMS into the ocean with incredible force -- KATOOOOSH! And BOATERS visible aboard their nearby SEA CRAFT -- some SCREAM in horror --

THE AMBULANCE

Races past camera, revealing POPS, who stares off, in utter shock -- and we move in on his face -- CLOSE ON HIS FACE -- and we see the undeniable knowledge that he's just lost something irreplaceable.

And at the last possible moment, a SCREAM of despair --

POPS
NOOOOOOOOOOOO!!!

INT. RACER HOUSE - DAY

Speed removes and replaces a tire on his Ferrari pedal car. Talks to himself.

SPEED
(sotto)
Okay, you were doing good out there, but you're wide in turn four, and if you don't catch four, you're late on five and then you've blown turns six through eight...

A door opens. Speed turns, all smiles.

SPEED
How'd we do?!

There's Pops and Moms, holding her baby. They're devastated. Speed reads their expressions... and slowly his changes. Fear. Understanding.

SPEED
Pops...? Moms...?

His parents try, but they're too destroyed to speak. Moms moves to Speed and, with the baby, hugs him. Crying.

MOMS
Oh, Speed...

Over her shoulder, Speed looks at Pops. Speed's now hopeless, but still, he asks...

SPEED
Pops...? How'd we do...?

Pops simply has to leave the room. Speed watches Pops head

down the hall, PUNCHING THE GLASS OUT OF EVERY RACING PHOTO on the walls. And on the six year-old's face, we...

FADE OUT.

EXT. HIGH SCHOOL - DAY

With a CHEER, GRADUATION CAPS EXPLODE INTO THE AIR.

VARIOUS SHOTS of the graduation class of MIDDLETOWN, circa mid-60's. STUDENTS with their PARENTS. Lots of hugs. Laughs. Congratulations. Some graduates long-haired, on the verge of "HIPPIE-DOM", but most still 50's-era straight-laced. Happy families.

One kid, TRENT, is with his parents. Sees something:

TRENT
SPEED!

And we SWISH PAN to 18 year-old SPEED RACER, who, in his graduation gown, is scanning the crowd. He holds his YEARBOOK and rolled DIPLOMA.

SPEED
(looking around, searching)
Hey...

TRENT
Did you graduate?

SPEED
(annoyed)
Yeah, I graduated.

TRENT
I thought you failed Geography.

SPEED
I didn't fail. A "D" isn't a Fail-- have you seen my family?

TRENT
No, but Trixie's looking for you.

TRENT'S FATHER
Isn't your dad that lumberjack in the stands?

Trent's Father motions and we SWISH PAN to --

THE BLEACHERS

Which are all but abandoned -- except for Pops and Moms Racer and SPRIDLE and CHIM CHIM. Pops wears a gas station uniform, and is ASLEEP, SNORING LOUDLY. Moms tries to wake him.

SPRIDLE -- Speed's shrill-voiced baby BROTHER eats a huge CHOCOLATE BAR. He's dressed in overalls and a red and white-striped beanie. CHIM CHIM, his pet monkey, is dressed identically.

This is one dysfunctional family.

SPEED

Embarrassed, but not surprised.

SPEED
Thanks.

He heads toward his parents. Walking through the crowd:

STUDENT #1
Hey Speed! Going to the party?

SPEED
Why do you think I graduated?

STUDENT #2
You did? I thought you were suspended.

SPEED
Last semester.

AT THE BLEACHERS

Speed approaches his mother and LOUDLY sleeping father.

SPEED
Did he miss all of it?

MOMS
No.

SPRIDLE
Yeah, he missed all of it.

MOMS
Spridle. He worked late again last night.
(nudges Pops)
Dear... Dear...

Spridle removes the chocolate bar from Chim Chim's mouth and offers it to Speed.

SPRIDLE
Graduation present, Speed! Chocolate.

SPEED
Gee, no thanks.

Then Pops stirs -- he awakens depressed. Pathetic. He is spiritless, but he tries to sound enthusiastic:

POPS
I'm up! Speed! Hey...!

SPEED
(hopeful)
Yeah, Pops, you said you wanted to tell me something?

Spridle pulls out SILLY STRING and begins SPRAYING Speed.

POPS
Yeah... I talked to Mr. Shopsin. Looks like I got you a job at the gas station.

Speed's expression sinks to hell.

MOMS
Spridle, stop it.

Spridle doesn't stop -- Pops GRABS the Silly String --

POPS
Damnit, Spridle--!

Spridle CRIES SPONTANEOUSLY.

MOMS
DO YOU HAVE TO YELL AT HIM LIKE THAT?!

Chim Chim SCREAMS wildly --

POPS
CHIM CHIM, SHUT-UP! Goddamn smelly monkey--

SPRIDLE
STOP IT HE'S MY BEST FRIEND!

MOMS
Spridle, keep your voice down!

And as his family has one of their infamous fits, Speed watches them like a visitor at a zoo. He might laugh, if he weren't related. Then, like a voice from heaven:

TRIXIE (OS)
SPEED!

Speed turns to

TRIXIE

Who stands on the field. Dark flip hair, enormous, beautiful eyes. Wears VALEDICTORIAN ribbons and waves a yearbook.

TRIXIE
Are you going to sign mine or what?!

Speed SMILES at her -- in love. Turns back to his fighting family.

SPEED
Look, I'll see you guys later.

MOMS
How're you getting home?

SPEED
(with disdain)
How else? My bike.

MOMS
Ride carefully. And congratulations, honey.

SPEED
Thanks.

The Racers return to arguing as Speed JUMPS down the bleachers to Trixie -- hops effortlessly from bench to bench.

SPEED
So good job!

TRIXIE
Really?! The speech didn't come off a little long and boring?

SPEED
Yeah, isn't that what you wanted?

TRIXIE
Shut-up. Write something nice.

They switch yearbooks. She starts writing in his, quickly. He opens hers, but can't seem to start anything.

TRIXIE
So? Is your dad going to give you his car?

SPEED
(sarcastic)
No, even <u>better</u>! He got me a job at the <u>gas station</u>!

TRIXIE
Oh...

SPEED
It proves what I said: graduation means nothing. Nothing's ever gonna change.

TRIXIE
Well... some things will.
(beat, awkwardly)
Speed, I got into the Academy. I'm, uh... I'm leaving next week.

Speed is devastated -- but he hides it as much as he can. She finishes his yearbook, hands it back sweetly.

SPEED
(sadly)
Listen... let me take your book. I'll write something later. Okay?

TRIXIE
I just found out last ni--

SPEED
Congratulations.

TRIXIE
(uneasily)
Thanks.

(MORE)

TRIXIE (CON'T)
(beat)
Will you take me to the airport?
You can drive my mom's car.

SPEED
Sure.

EXT. FOREST - NIGHT

AGENT FOXTROT RUNS FOR HIS LIFE. 30-ish, handsome -- he GASPS FOR AIR as he races over brush and fallen trees -- in the frightening darkness of this DENSE FOREST -- dressed in TUXEDO, we can barely see him -- checks his back without slowing -- his face is flush with TERROR -- his leg catches a branch -- Agent Foxtrot falls into a PUDDLE -- GROANS as he's up again, sprinting -- he then scrambles down a STEEP INCLINE -- losing his balance -- and he FALLS AND FALLS and lands PAINFULLY and freezes at --

A DOZEN GUARDS dressed in BLACK -- BEARING MACHINE GUNS and POWERFUL FLASHLIGHTS. One of the GUARDS YELLS in GERMAN.

Agent Foxtrot looks up -- blinded by the FLASHLIGHTS -- frozen, mind racing. Silent. ANOTHER GUARD YELLS in RUSSIAN. Then another in GERMAN.

Agent Foxtrot looks from one GUARD to another. A long, tense silence. Then a GUARD COMMANDS in GERMAN -- three GUARDS move to him, shove machine gun barrels in his face. A fourth GUARD searches his pockets. Finds a package of GITANES. Rips it open. Discovers a ROLL OF MICROFILM.

GUARD
Habe's gefunden!

Another COMMAND -- and one of the GUARDS AIMS A PISTOL AT HIM AND FIRES -- Agent Foxtrot tenses horribly -- but lives. He looks down -- a TRANQUILIZER has lodged in his chest -- he looks up in horror as the world twirls and he-- pass-ss-ss-ess--out - - - - - - -

INT. INTERROGATION ROOM - NIGHT

A dark, dripping basement room. Hanging light bulb. Agent Foxtrot tied to a chair -- SLAPPED hard across the face -- awakens as two GUARDS GRAB HIS HEAD -- FORCE HIS MOUTH OPEN -- he resists but they force-feed him a large glass of THICK PURPLISH LIQUID -- he chokes, coughs some up, but swallows most. They let the glass drop and SHATTER. Now he's alone. Terrified -- his tux stained in mud and purple...

The door opens. WILHELM enters. 35 and striking. Impeccable suit and hair. Crazy eyes. Broken English.

WILHELM
You put good chase. Alphabet... trains you good. Yes?

Agent Foxtrot spits some purple to the floor. Wilhelm pulls out a pack of Gitanes, lights one. Smiles.

WILHELM
This cigarette are real. Agent Foxtrot.
(then grim, leans close)
What is process for decipher microfilm?

Agent Foxtrot is terrified... but:

AGENT FOXTROT
Eat shit.

WILHELM
(laughs)
Better shit than cement.
(beat)
You see... you have swallow one half of two part cement. You help now, you have very stomach ache.
(beat)
You do not... help... and you swallow part two. And cement will... hard. In stomach.
(beat)
Very slow die. Very slow. Worse than stomach ache by far.

Agent Foxtrot's mind is on overdrive...

AGENT FOXTROT
I... I don't know...

WILHELM
Last chance.

AGENT FOXTROT
I'm telling you... I have no idea how to decipher the film.

WILHELM
Kom mal 'rein!

Two GUARDS enter with a glass of YELLOWISH LIQUID.

AGENT FOXTROT
NO! PLEA--!!!

GUARDS force his mouth open -- pour the SECOND PART into his mouth -- GARGLED YELLS -- HORRIBLE PAIN and Wilhelm watches with those crazy eyes --

EXT. NEIGHBORHOOD - NIGHT

Speed RACES on his 10-Speed, FASTER THAN SAFE -- swift and daring, he SWOOPS onto the sidewalk, JUMPS the curb, RIPS around a corner, revealing the RACER HOUSE -- the familiar house, mailbox. Speed jumps off his bike. Enters the house.

INT. RACER HOUSE - NIGHT

Just as we've seen it -- except now the WALLS ARE SPOOKILY BARE -- NO RACING PHOTOS ANYWHERE. No sign of cars. A taboo subject. Speed peeks into the sparse living room. Moms is asleep in her chair, the TV SET ON, quietly. Speed moves into the living room, looks at his mother for a moment. Glances at the TV.

A typical 60's SPORTS BROADCAST, wrapping up the FOOTBALL SCORES. Then:

BROADCASTER
-- and in the world of professional racing, Jesse Spade took first place at the Monaco Grand Prix, followed by Fireball, the Vanwall entry, in second and Racer-X in third.

We SEE this world of racing -- a COMBINATION OF RACING AS WE KNOW IT AND PROFESSIONAL WRESTLING -- DRIVERS AS CHARACTERS, IN BODY-SUITS, SOME IN MAKE-UP.

JESSE SPADE, FIREBALL and RACER-X alight from their cars -- though WE FAVOR RACER-X -- a muscular man in full-body suit and styley COWL which covers the upper half of his face in the design of an "X". Speed watches longingly as all three RACERS get doused with champagne and cheers.

BROADCASTER
Refusing as usual to answer questions about his past, Racer-X, when asked again from whence he came, responded simply --

On the TV we see RACER-X, microphones in his face.

RACER-X
Outta my way.

BROADCASTER
All three are entries in next month's Massey 500 back in the good 'ol U.S. of A. In other racing news...

Speed watches as it goes on. Smiles vicariously. Then the FRONT DOOR -- Speed TURNS OFF THE TV REFLEX-FAST as Pops enters, wearing his uniform and holding a GAS STATION JUMPSUIT over his arm.

POPS
(suspiciously)
What were you just watching?

SPEED
Nothing, Pops. Just the news.

A beat. Moms awakens as Pops holds out the jumpsuit.

POPS
I, uh... got your uniform.

Speed takes it, miserable.

SPEED
Thanks.

POPS
Get some sleep. Tomorrow's Sunday.

Pops heads off.

MOMS
Speed... everything's going to be just fine.

But Speed just stares at the name stitched on the breast pocket: "SPEED". His disaster of a future flashes before his eyes. This frustration almost brings him to tears.

SPEED
Yeah...

INSERT - HEADSTONE - CLOSEUP

REX RACER'S HEADSTONE. Moms sets down a bouquet of FLOWERS.

EXT. CEMETERY - DAY

The Racer family's weekly visit to Rex's grave. They wear black -- including Chim Chim. A long beat. Pops stares, eyes wet, haunted. Speed stares too. They miss Rex desperately. Spridle is as still and quiet as we'll ever see him. He sneaks glances at his parents and brother. Chim Chim watches Spridle.

Then a LONG SHOT of the devastated family, and their loss.

EXT. AIRPORT - DAY

Speed pulls Trixie's bags from Mrs. Flynn's CHEVY STATIONWAGON. A SKYCAP takes the bags. Speed and Trixie's eyes meet. Very awkward.

TRIXIE
So... I guess I'll see ya.

SPEED
Yeah. Oh, here. Read it later.

He hands her her yearbook. She smiles, excitedly opens it --

SPEED
Later would be better --

INSERT - YEARBOOK - CLOSEUP

She turns to the page -- which was once a full-page letter, but has since been obsessively CROSSED-OUT -- EVERY WORD COVERED OVER, IMPOSSIBLE TO READ.

BACK TO SCENE

TRIXIE
What's this?

SPEED
I started something but it was stupid, so I, uh-- this--

He flips to another page. She reads.

TRIXIE
"Keep in touch. Speed." Ten years of friendship and all I get is "Keep in touch?!"

SPEED
I mean it.

TRIXIE
(beat, skeptical)
What are you thinking?

SPEED
Ya know. Have a good trip.

They stare for a long moment. God, she looks beautiful.

SPEED
I'm thinking that I have the most screwed up family of all time. I'm thinking Pops stays out all night, probably drinking pure alcohol, Moms is afraid of him and my brother dresses up like his pet monkey! I'm thinking that we're not allowed to say the word car in the house -- the only word I want to use. And I'm thinking I can't even imagine a future for myself.

Trixie feels for him, hugs him tightly:

TRIXIE
... you can talk to them, you know.

SPEED
(impossibly)
Tell my folks I want to be a racer. The greatest racer in the world. Yeah, okay.
(beat)
Get out of here so you can write me.

Their eyes meet. She kisses him on the cheek, then hurries off. He watches her go, full of angst.

SPEED
(sotto, to himself)
... and I'm thinking that I've fallen in love with the one girl I know who's moving to England to go to helicopter school.

His FRUSTRATION GROWS...

EXT. HIGHWAY - DAY

BLASTING down the highway, the CHEVY STATIONWAGON passes other cars. Speed pushes the limit -- SCREEEECH! -- He RIPS down an OFF-RAMP.

EXT. NEIGHBORHOOD - DAY

The CHEVY speeds down the street, SLALOMING CARS, a crazy ride home. STREAKS through an intersection, just avoiding a FORD -- a HORN BLARES -- he SHREADS around a corner -- the CHEVY CRACKS through the neighborhood, SPLITTING AROUND CORNERS -- ENGINE SNORTING. Speed hits a straight-away and approaches a RED STOP LIGHT. Impossibly, the speeding car comes to a PERFECT STOP at the light --

THE FRONT TIRES

Half an inch from the painted WHITE LINE. The car RUMBLES.

INT. CHEVY - DAY

Speed stares straight ahead -- an emotional car wreck -- as a RED MUSTANG pulls up beside him. The DRIVER lowers his sunglasses to Speed in a silent dare. Speed's expression doesn't change -- but we can see -- he's ignited.

The LIGHT TURNS GREEN and the MUSTANG SCREECHES OFF and suddenly, in response, Speed SLAMS THE ACCELERATOR and --

EXT. NEIGHBORHOOD - DAY

-- the CHEVY SCREAMS through the intersection after the MUSTANG. The two cars ROAR down the straight-away -- the MUSTANG hangs a DANGEROUS RIGHT -- Speed stays RIGHT BEHIND HIM -- then a LEFT -- and the CHEVY's right there --

They EXPLODE PAST A VW BUG -- its WINDOWS SHATTER from the NOISE and they RIP THROUGH stop signs, an oncoming car SCREECHING to avoid the race --

SPEED

Is in racing mode -- talks to himself --

SPEED
He apexes too soon... just like Racer-X --

And a sudden SHARP LEFT TURN and--

THE MUSTANG

Goes WIDE -- the CHEVY takes the turn tight -- FILLS THE CHANNEL -- forces the MUSTANG to drive through GARBAGE CANS and now the CHEVY -- Speed -- is ahead and as they explode down the straight-away a POLICE CAR BLARES its SIREN and LIGHTS and takes off after them --

SPEED

Stays his course despite the cop -- in fact he recommits:

SPEED
No problem.

THE CHEVY

Makes a frightening RIGHT TURN -- away from the MUSTANG -- but the POLICE car follows SPEED. There's a SCHOOL BUS, lights FLASHING -- Speed SPLITS INTO THE ON-COMING TRAFFIC LANE and PASSES the BUS -- the POLICE car follows --

The CHEVY speeds down streets -- finally turns into a GAS STATION, WHIPS into a violent 180 -- people DIVE FOR COVER and the STATIONWAGON HEADS OUT THE DRIVEWAY AS THE POLICE CAR ENTERS -- the POLICE car forced to THREE-POINT TURN before heading after Speed, now far behind --

SPEED

CHEERS his move until there's a KA-KA-KNOCKING -- he looks--

INSERT - GAS GAUGE - EXTREME CLOSEUP

The needle on "E".

BACK TO SCENE

SPEED
WHAT?!!! NO!!!

THE CHEVY

Comes to a grinding, coughing stop. The POLICE car pulls up behind him. Officer KELVIN alights, GUN DRAWN. He aims his weapon at Speed.

KELVIN
I SHOULD HAVE KNOWN IT WAS YOU!
HANDS IN THE AIR!

Speed raises his hands, and WAVES playfully at Kelvin.

SPEED
Gotta admit that U-turn was nice--

KELVIN
I'M TAKING YOU IN, YOU ROTTEN PUNK!

SPEED
I THOUGHT YOU'D NEVER ASK!

INT. KELVIN'S OFFICE - DAY

MOVE AROUND the office as Kelvin, behind his desk, holds Speed's POLICE REPORT. Pops sits before him, furious. Speed sits next to Pops, head low.

KELVIN
... October fifteenth of last year, a Ford speeding recklessly on Euclid Street. October twenty-third, a Pontiac spotted doing doughnuts in the SuperStore parking lot, put up a chase, squad car lost him. Month later, two cars racing on Fairway, only one car was caught, that driver described the individual behind the wheel of the other car as a dark-haired youth, resembling your son. Through the holiday season, there were reports of loud, high-speed driving on Friends Avenue, Charleston Lane, Park Place and Deerbrook Street. We began suspecting your son, Mr. Racer, after his suspension from Middletown High --

Pops is shocked -- Speed winces --

KELVIN
-- after he was caught racing in a fellow student's father's car around the school football field. He probably wouldn't have been caught at all had there not been a game in progress.

(MORE)

KELVIN (CONT'D)
Over the last six months, I personally have been in pursuit of a mysterious wild driver, who until recently I haven't been able to catch up to in order to identify him. I have a list of other suspected offenses which you can look over, but my point is simple: your son is a demon on wheels.

Pops looks at Speed -- burns holes with his eyes. Speed shrinks just in his seat...

INT. CHRYSLER - DUSK

Pops drives, furious. Speed is quiet.

POPS
DAMNIT, SPEED!

Speed looks away. Ashamed.

POPS
How could you do that? How could you?!

SPEED
(almost silently)
... I'm sorry, Pops.

POPS
Running out of gas like that.

Speed looks up... surprised...

POPS
I mean come on! If there's a rule, if there's rule number ONE, no-- the gas is rule number ZERO! You're born knowing "check the gas"!

Pops hits the brakes --

EXT. WAREHOUSE AREA - DUSK

Warehouses and garages. The Racer CHRYSLER comes to a sudden stop.

INT. CHRYSLER - DUSK

Pops turns to Speed, who is baffled.

POPS
Just tell me what you want. Be honest with me.

SPEED
You're not going to kill me and leave me in a ditch, are you?

POPS
No.

SPEED
Okay.
(beat, difficulty)
Pops, I'm a racer. It's in my blood, I got it from you. Like Rex. It's... all I know. And all I want. I'm a racer. I can't help it.

Pops looks at Speed sadly. Very emotional.

POPS
I've been dreading this day, Speed... as much as I've been looking forward to it.

SPEED
The day I got arrested?

POPS
The day you realized what I've known since you were a boy.
(beat)
When I got you the job at the station... somehow I was hoping you'd fight me on it.

SPEED
Why?

POPS
Maybe because I'm a confused old man. Maybe because you're right, Speed, it's in our blood. As much as I detest the idea of you on the speedway... it's all I'm living for.
(MORE)

POPS (CONT'D)
(beat)
Speed, there's more to professional motor sport than you know. Even more than I know -- it's been so long...
(beat)
Are you sure this is what you want?

SPEED
Yes. Pops, am I dreaming this?

Pops manages a smile... then... magically...

POPS
Oh, Speed... this is nothing.

INT. GARAGE - NIGHT

Darkness. The METAL DOOR RATTLES OPEN. Speed, in silhouette, stands at the door as Pops enters the dark garage.

POPS (OS)
Every night for as long as I can remember... I've been working... on this.

And with a CLANG the garage LIGHTS UP -- and we suddenly see SPEED'S FACE -- we PUSH IN on him, as he stares with sheer, utter awe...

... AT THE MACH 5.

A blinding GLOSS WHITE finish on a two-seater race car like no other -- meaner than ferocious, sexier than sex itself -- angles that seem illegal -- a lightning bolt in the form of transportation.

Speed -- when he finally manages to move -- circles the car.

The wind-splitting tailfins -- the five-port wheel wells -- the factory-fresh ink-black tires -- the sheer glass-domed windshield -- the bold yellow "5" in red circle upon both doors -- and the wicked "M" adorning the teardrop hood, the centerpiece of the three-point nose --

Speed peers inside -- at the deepest red-leather seats -- the rearview mirror anchored atop the cockpit of a dashboard; endless gauges and switches, designed in the sleekest form of the day --

Speed leans closer. The remarkable STEERING WHEEL -- seven buttons in a circle -- "F", "A", "E", "B", "D", "C", and "G" at the center. A white helmet sits on the driver's seat. Speed picks it up, examines it: a red "M" above the visor. Speed is almost traumatized with shock.

SPEED
Pops...

POPS
Ceramic pushrod V-10. Maximum engine speed, eighteen-thousand RPM's. Seven-speed transmission. Variable valve timing. Active suspension with a system of vertical slides, transverse links and longitudinal torsion bars. Velocity-sensitive steering. Power-assisted brakes. Zero to eighty in five-point-three seconds. Top speed two-hundred and fifty-four miles per hour with the air conditioning on full-blast. It can stop on a dime from maximum speed in fifty feet. And it gets thirty miles to the gallon, twenty in the city. Of course this is all theoretical. She's never been out of the garage.

SPEED
Pops...

POPS
And... the latest technology in stereophonic music.
(and he pulls out:)
The eight-track tape.

Pops shoves the eight-track CASSETTE into the car radio. Plays JIMI HENDRIX.

SPEED
You've been building this car...? All this time? I thought you'd been drinking.

Pops produces a flask, takes a swig. Speed sees the two aren't mutually exclusive.

POPS
The first few years after Rex died, God rest him... I promised I'd never build again. Then time wore on. It started like it always does, with a dream of the ultimate car. Then a sketch... then blueprints. One day I found myself renting this garage space. Ordering parts. Welding the chassis...
(beat)
I don't want to hurt your mother, Speed... how am I gonna tell her I'm giving you a race car?

SPEED
You built this car... for me?!

Pops pulls out a SET OF KEYS -- the key ring in the shape of the familiar "M".

POPS
It's not just a car, Speed. It's the Mach 5.
(hands him the keys)
Happy graduation.

The younger Racer is speechless. Pops points to the dash.

POPS
Now see... that there's the gas gauge.

EXT. RACEWAY - DAY

THE GRRRRROWL of the Mach-5 as it WHIPS around the local EMPTY TRACK. Pops watches in the pit, TIMING laps.

THE MACH 5

Is a glorious vehicle -- TEARS over the asphalt as naturally as a cougar in the wild --

SPEED

Drives the thing with the fervor of a kid on Christmas Day --

SPEED
WOOOOOOHOOOOOOOO!!!

POPS

Checks the stopwatch as the car THUNDERS past -- then, into a HEADSET:

POPS
How's she feel?

SPEED (VO)
Like a part of me!

THE MACH 5

ROARS past the bleachers -- revealing MOMS, SPRIDLE and CHIM CHIM. The kid and the monkey eat cotton candy. Moms watches the Mach 5, fraught with concern.

SPRIDLE
Moms? Moms? Moms? Moms?
(beat)
Moms? Moms?

MOMS
What, Spridle?

SPRIDLE
Just reminding you I'm still here.

THE MACH 5

Comes to a sudden YELP-STOP in front of Pops, who takes notes on a clipboard --

SPEED
Pops! Let me race the Mach 5 against Racer-X!

POPS
(ignores him)
She still squeaking?

SPEED
Yeah, a little at nine grand--
Moms! How'd it look?!

Moms arrives with Spridle and Chim Chim. She forces a smile and a thumbs up. Spridle does the same.

MOMS
Looks great, Speed!

SPRIDLE
Yeah, Speed! Looks great!

SPEED
Come on, Pops, the Massey 500's a perfect first race! It's so small I can run it blindfolded! And it's close! Danton's just a couple hours away!

POPS
(writing)
It's generally a good idea to train for a major race for more than ten minutes!

MOMS
You aren't ready, Speed--

SPEED
All I know is I can drive fast and even if I come in third, the Massey 500 pays twenty-thousand dollars and that's enough to start a team!

POPS
Speed, listen carefully. FORGET IT!

SPRIDLE
Yeah, forget it!

SPEED
All right, let's make a bet. What if I beat this track's record?

MOMS
Speed, honey, stop it.

SPRIDLE
Yeah, stop it, Speed.

POPS
Spridle, shut-up.

SPRIDLE
Yessir.

SPEED
Honest bet. The record here's forty seconds -- I run it in thirty, I get to drive the Massey.

POPS
Son, I can give you the right car, I can't give you the right attitude.

SPEED
What if I run it in thirty?

POPS
Then I'll eat your helmet.

SPEED
I do this track in thirty we race at the Massey 500.

POPS
(laughs)
You sound like me at your age.

SPEED
Thirty seconds.

POPS
Sure, you're on.

Speed -- thrilled -- REVS the engine and SCREECHES off.

MOMS
Honey, you're not going to let him race already are you?

POPS
There's no way he can do this track in thirty seconds. His fastest lap so far was fifty.

SPEED

Steers the car around the track -- a determined smile.

SPEED
(sotto)
I was in fourth gear.

INSERT - GEARSHIFT

As Speed SLAMS the race car into FIFTH -- the engine SCREAMS -- then SIXTH --

INSERT - TACHOMETER

The needle SHUDDERS into EIGHTEEN-THOUSAND RPM's --

POPS

Hits the STOPWATCH as the Mach 5 RIPS past him -- we PUSH IN as his smile slowly fades -- as he realizes how fast this car can go --

THE MACH 5

BULLETS around the track -- a white BLUR on charcoal track --

MOMS

Looks at Pops and realizes what's happening. She hates this.

MOMS
He's going to do it, isn't he?

But Pops doesn't even HEAR her and the Mach 5 ZOOMS PAST --

SPEED

Steers the ROARING car with a pro's touch --

INSERT - STOPWATCH - EXTREME CLOSEUP

The second hand approaches TWENTY SECONDS as --

THE MACH 5

Races toward the finish line and WHAM! he passes POPS, who checks the watch, shocked.

POPS
(to himself)
I'm one hell of a mechanic...

SPEED (VO)
Pops! How fast was that?! Are we going to the Massey?

Pops and Moms share a look.

POPS
Yeah, Speed. We're going.

SPEED

Turns onto a straight-away --

SPEED
YES! HA HA! Hey Pops! What do these buttons do?!

POPS (VO)
Which buttons?

SPEED
The ones on the steering wheel!

POP (VO)
NO!!! DON'T--!!!

But Speed's hit the "A" button and suddenly --

THE MACH 5

JUMPS into the air -- PROPELLED BY HYDRAULIC LIFTS WHICH RETRACT BENEATH THE CAR as it SAILS with a TCH-TCH-TCH --

POPS AND MOMS

Stares horrified -- Spridle and Chim Chim GASP as --

THE MACH 5

CONTINUES ITS JUMP -- DIRECTLY OVER THE SPEEDWAY FENCE -- and the car's gone.

THE RACER FAMILY

Hurries out of the track --

EXT. SPEEDWAY PARKING LOT - DAY

Pops, Moms, Spridle and Chim Chim run out here, terrified, as the Mach 5 comes to a fishtail YELP of a stop -- Speed jumps out of the car, wild:

SPEED
Well that's new!

POPS
Speed! There are things about the Mach 5 you don't know!

SPEED
(laughs)
Well apparently!

INSERT - DECIPHERER - EXTREME CLOSEUP

A CONVERTER M-209 -- an aluminum CYLINDER of LETTERS and NUMBERS. Two HANDS work the device FAST as an abacus --

INT. DECODING ROOM - DAY

A large room cluttered with ESPIONAGE and INTELLIGENCE-GATHERING gadgets. A SMALL MAN we haven't seen before examines the MICROFILM in a READER. Decodes it... he works determinedly, sweating, and we watch as he makes a BREAKTHROUGH and CHEERS to himself in GERMAN.

He picks up the INTERCOM RECEIVER and dials. SPEAKS into the phone in GERMAN -- a bright-blond GERMAN MAN enters -- they exchange QUICK WORDS in GERMAN -- the SMALL MAN delivering good news. The BRIGHT BLOND quickly heads off -- and we FOLLOW HIM --

INT. CORRIDORS/FACTORY - DAY

-- down a MAZE OF CORRIDORS -- he walks briskly -- the SOUNDS OF MACHINERY INCREASE -- he passes a number of MACHINE GUN-ARMED GUARDS as he moves through doors, around corners, up stairs, and finally into a giant FACTORY like none we've ever seen -- full of GIANT PUMPS and TOWERING GENERATORS and GEARS and MONSTROUS SPRINGS -- and HUNDREDS OF WORKERS -- bustle and productivity --

The BLOND picks up the receiver of a RED TELEPHONE hanging on a pillar. Speaks GERMAN as he LOOKS UP to a FACTORY SUPERVISOR'S OFFICE which overlooks the entire plant.

WILHELM can be seen in the office, on the other end of the call, looking down on the BLOND. Wilhelm hangs up and exits the office, comes to the factory floor. As they speak in GERMAN, we see the following <u>SUBTITLED</u>:

WILHELM
What is it?

BLOND
We've broken the code.

WILHELM
Full possession?

BLOND
Ya.

Wilhelm smiles, lights up a Gitanes.

WILHELM
This should cheer up Mr. Chairman.

BLOND
Shall... I tell him, sir?

But Wilhelm shoots him a look like, "Are you fucking kidding me?" and turns and walks off -- presumably to the chairman himself. We PAN WITH WILHELM as he goes -- which reveals what it is this factory is producing: AUTOMOBILES. THEY'RE MAKING CARS. And the GIANT FACING WALL has the TWISTED LOGO above the company's name: CREUTZFELDT MOTORS.

INSERT - SCHEMATICS - CLOSEUP

Detailed graphic plans of the Mach 5. Speed turns a page.

INT. DINING ROOM - DAY

Speed sits at the dining room table, reading the MACH 5 MANUAL -- a WONDERFUL FIVE-INCH THICK DOCUMENT in a spiral binder with color diagrams and intricate technical jargon.

Spridle and Chim Chim sit at the table too, both eating LOLLIPOPS and DRAWING PICTURES.

In the BACKGROUND, Pops comes down the ATTIC LADDER, carrying FRAMED PHOTOGRAPHS OF CARS. A few are already hung on the wall. It's beginning to look like the old Racer home.

SPRIDLE
How about this?

Spridle holds up a drawing of a racer dressed in a CANDY CANE outfit.

SPRIDLE
Candy Racer! And when you win you throw candy at the fans!

Chim Chim SCREAMS and holds up his -- a shaky but better-rendered SELF-PORTRAIT.

SPEED
I don't know, Spridle, I think "Speed Racer" sounds pretty good.

Spridle shrugs. The front door opens -- Moms enters, worried. She sees Speed and forces a smile.

MOMS
Well... now you're famous!

She tosses onto the table the MIDDLETOWN JOURNAL newspaper. At the bottom of the front page is an article: "LOCAL BOY ENTERS MASSEY 500". Speed reads this, full of wonder.

SPEED
Pops! Did you see this?!

SPRIDLE
What is it?!

POPS
(reads)
"Speed Racer, son of a former racer-mechanic and brother of the late Rex Racer will enter this year's Massey 500, driving his father's latest creation, the Mach 5..."
(beat)
It's been a long time since I've seen our name in print.

SPRIDLE
Yeah, me too!

But by now, Speed has noticed that Moms has walked off, and now sits in the living room, alone in her chair, staring off. Pops looks up and sees Moms as well. Then Spridle and Chim Chim. Speed and Pops share a knowing look. Speed nods, knowing what he's got to do.

INT. LIVING ROOM - DAY

Moms looks away in a daze, tears in her eyes. Speed moves to her, sits beside her.

SPEED
Moms?

She snaps out of it, and again forces a smile.

MOMS
I'm pooped. Must be all the excitement... in the air. Pops is back to his old self... putting all his time and money into racing again...

An awkward moment.

SPEED
I know what you're thinking, Moms. First Rex, then me. But don't be afraid. I'm not.

MOMS
I know. That's what makes me so afraid.

SPEED
Nothing's going to happen to me.

MOMS
(sighs)
The tough thing about being a parent... is that if you do your job well... your children leave you.

SPEED
I'm not going anywhere

MOMS
It's going to change your life, Speed. In ways you can't imagine. I'm only asking you to be careful on the track... and off.

SPEED
Of course I will.

MOMS
And just know... it's not about winning.
(beat)
Although winning is significantly better.

Speed smiles. They hug. She sighs, resolved to accept this.

INT. SPEED'S BEDROOM - NIGHT

THUNDER outside... but in here, Speed lies in bed -- PUSH IN on his open, impatient eyes -- SOUNDS of RACING in his head as he plays out a race -- and then he can't take it anymore -- he bolts out of bed -- grabs his HELMET from his desk --

EXT. NEIGHBORHOOD - NIGHT

Wearing his helmet, Speed RACES on his bicycle -- toward the warehouse district -- THUNDERCLOUDS overhead -- a distant BOLT OF LIGHTNING --

INT. GARAGE - NIGHT

The garage door opens -- Speed stands there, alone -- those monstrous THUNDERCLOUDS behind him --

EXT. GARAGE - NIGHT

From the darkness of the garage, HEADLIGHTS suddenly GLARE -- the PURR of the engine -- more LIGHTNING --

EXT. RACEWAY - NIGHT

The MACH 5 RACES AROUND THE TRACK -- lonely practice laps in the middle of the night --

SPEED

Drives unyieldingly as RAIN SPLATTERS THE WINDSHIELD -- Speed hits the WIPER BUTTON -- one large WIPER, back and forth. Then he hits the "D" BUTTON on the steering wheel --

A GLASS TOP EXTENDS

IN A FLASH over Speed, protecting him from the rain --

SPEED

Then hits the "B" BUTTON --

THE TIRES

EXPAND with SPECIAL SUPER-GRIP GRABBERS™ for extraordinary TRACTION and

THE MACH 5

BLURS PAST CAMERA in VARIOUS SHOTS -- an intimidating, beautiful machine. But suddenly Speed SLAMS THE BRAKES and the car COMES TO A VIOLENT, TERRIFYING SCREECH-STOP. The car is motionless. The headlights illuminate the now HARD RAIN.

SPEED

Looks ahead -- shocked and horrified by what he sees -- <u>COULD IT BE</u> --?!

SPEED'S POV

RACER-X stands by his car, the BLIZZARD-9, arms crossed. Waiting.

SPEED

Considers this for a long moment. Then he removes his helmet. Gets out of the car. Both drivers face each other, getting drenched by the rain. Finally:

SPEED
Can I help you?

When he speaks, his voice is deep and foreboding.

RACER-X
Yes. Don't race.

SPEED
Excuse me?

RACER-X
Don't race. Not in the Massey 500, not ever.

Speed almost laughs.

SPEED
Afraid of a little competition?

RACER-X
This warning is not for me.

Speed walks closer. Right up to him. Both dripping.

SPEED
Then who's it for?

RACER-X
You.

Racer-X aims a finger at Speed's chest.

RACER-X
Just think about what happened to your brother.

SPEED
HEY!

Speed SLAPS Racer-X's finger away, then PUSHES him -- but before Speed expects it, Racer-X PUSHES HIM -- powerful and sudden and Speed LUNGES at him -- FORCING RACER-X against the BLIZZARD-9 -- Speed THROWS A PUNCH -- RACER-X easily deflects the punch, HITS THE BACK OF SPEED'S HEAD, then FLIPS HIM OVER -- Speed lands on his back, shocked and out of breath. Racer-X stands over him, a JU-JITSU hand at Speed's throat. This man has been professionally trained.

RACER-X
Racing isn't innocent fun. The competition isn't about trophies and glory. It's politics and espionage -- it's life and death and even more dangerous than I am.

Speed's as confused as he is afraid --

RACER-X
Think about it.
(beat)
Don't race.

Racer-X stands -- and helps Speed to his feet. Speed just watches as Racer-X gets into his BLIZZARD-9 and DRIVES OFF...

EXT. RACER HOME - DAY

Pops finishes attaching the Mach 5 to the trailer behind their Chevrolet. Spridle and Chim Chim stand near the back of the car, checking it out.

SPRIDLE
Hey, Pops. What's this?

POPS
That's the trunk. Five cubic feet of storage space!

INT. SPEED'S BATHROOM - DAY

Speed steps out of the shower. Catches his reflection in the mirror. It's the day he's been waiting for since forever.

POPS (OS)
Speed! You ready yet?!

SPEED
In a minute.

POPS (OS)
What are you doing? Staring at your own reflection?

SPEED
Yeah.

POPS (OS)
Yeah... well don't keep it up too long.

SPEED

Okay.

EXT. DANTON RACEWAY - MASSEY 500 - DAY

COLORS and MOTION of a pro race -- SHOTS of the COURSE -- a curvy all-enclosed RACETRACK -- the VENDORS, the CROWD -- and the CARS. None quite like the Mach 5, but all phenomenal nonetheless -- all GLOSS and MUSCLE on four wheels. We also see the DRIVERS -- some FAMILIAR -- including FIREBALL driving his FIREBALL-1 and the CAR ACROBATIC TEAM -- a JAPANESE FOUR-DRIVER team in sharp GREEN JUMPSUITS and sleek HEADGEAR. Some drivers talk with REPORTERS, flaunting like pro-wrestlers.

THE RACER FAMILY

Arrives with the MACH 5 in tow. Speed's face full of awe and wonder. Spridle and Chim Chim too.

RACER-X - LATER

Pulls up in the BLIZZARD-9. Hops out, glances over at

SPEED

Who works with Pops on the Mach 5. We see now that he's wearing a SHORT-SLEEVE BLUE SHIRT and WHITE PANTS, and a RED SCARF. Speed meets Racer-X's glare, then turns to MITCH, 20, who approaches, wearing a GAS STATION UNIFORM.

POPS

Speed, this is Mitch, he's gonna help us out in the pit.

SPEED

Hey, thanks a lot, Mitch.

Suddenly the TRUNK POPS OPEN -- Spridle and Chim Chim play under the dashboard. Pops SLAMS the trunk closed.

POPS

Damnit, Spridle! Leave this car alone!

SPRIDLE

Yessir.

MITCH

Speed, I'm real sorry you're not gonna be workin' with me at the station!

SPEED
Oh yeah! Me too.

THE ANNOUNCER - LATER

A LONG SHOT at the man in the booth, his VOICE ECHOES:

ANNOUNCER
DRIVERS, TO YOUR CARS!

DRIVERS

VARIOUS SHOTS as they head for their vehicles. They begin REVVING -- THE SOUND GROWS DEAFENING --

SPEED

Sits behind his wheel -- GUNNING THE MACH-5's ENGINE. He glances to his left -- at RACER-X, who stares at him, angry. To his right -- he can see his PARENTS, giving him THUMBS UP from the pit. He smiles at them as the BUZZER SOUNDS -- and Speed looks forward -- at the

STARTING SIGNAL

As the ROW OF LIGHTS DROP -- Red -- to yellow -- to GREEN -- AND WITH A BLARING ROAR THE CARS BOLT FORWARD --

ANNOUNCER (VO)
AND THE MASSY 500 HAS BEGUN!

THE CROWD

ROARS as we SWISH PAN TO THE MACH 5 -- caught in the middle of the pack -- but Speed QUICKLY SLALOMS AHEAD -- YELPS OF RUBBER as he swiftly outmaneuvers other racers -- INCLUDING THE CAR ACROBATIC TEAM --

POPS

Yells out to Speed -- much like he once did with Rex --

POPS
DON'T BLOW IT ALL AT ONCE!!!

SPEED (VO)
Pops! You don't have to yell so loud, I can hear you!

POPS
Oh, right-- take it easy, it's not even the first lap!

SPEED

Drives like a seasoned pro --

SPEED
She feels awfully good, Pops!

POPS (VO)
Any squeaks?

Speed goes into a corner -- there's a temporary repetitive LOUD SQUEAK --

SPEED
Yeah, still at nine grand! But she's smooth!

THE MACH 5

ROARS alongside half a dozen cars -- past the SYNCHRONIZED "ACROBATIC DRIVING" OF THE CAR ACROBATIC TEAM -- and finally catching up with Racer-X in his BLIZZARD-9. Speed and Racer-X glance at each other and both cars RIP around the track together -- a few cars from the lead --

VARIOUS SHOTS as the RACE CONTINUES -- we see some of the amazing features of OTHER CARS -- FIRE-SPITTING JET ENGINE OVERDRIVES and PARACHUTE-BRAKES and TELESCOPIC CAMERAS and BEST-MANEUVER COMPUTERS -- a number of cars have NEAR-MISS ACCIDENTS -- but the MACH 5 and BLIZZARD-9 stay tight, and drive remarkably alike -- FIREBALL on Speed's tail, BUMPING INTO HIM periodically --

POPS AND MOMS

In the pits, watching with Mitch, Spridle and Chim Chim:

POPS
Speed, come into the pits!

SPEED (VO)
It's too early!

POPS
<u>DAMNIT, SPEED, I SAID COME IN</u>!

SPRIDLE
Yeah, Speed, <u>damnit</u>!

THE MACH 5

Pulls off the track, into the pit -- the BLIZZARD-9 continues the race. Speed pops the hood -- Pops puts a PUNCH CARD into

a SLOT in the engine -- the ENGINE PUNCHES THE CARD -- Pops removes it, now riddled with holes. Pops "reads" it.

POPS
(to Mitch)
Oil, new front-left shock and taller on sixth gear!
(rapid-fire to Speed)
You're not following the line! In turn two your front right tire should be right over that oil stain! It's slowing you down through turn five so you're lagging in the esses!

SPEED
How's seven?

POPS
You're braking early-- keep your foot off until you can see the apex! And don't let that Racer-X-Communist-bastard force you onto the marbles! You make your <u>own</u> line! You get in there and force <u>him</u>! Got it?

Speed looks up as the CAR REFUELING in another pit BURSTS INTO FLAMES -- THE GAS PUMP EXPLODES -- THE DRIVER LEAPS FROM THE CAR AS THE MECHANIC CATCHES FIRE, <u>SCREAMING</u> -- MEN RUSH FORWARD WITH FIRE EXTINGUISHERS as Speed watches, HORRIFIED --

MITCH
<u>Ready</u>!

POPS
Speed, get out there!

SPEED
(too shocked)
Pops--

POPS
<u>DO IT</u>!

Pops SLAPS the car and Speed RIPS AWAY --

THE RACE CARS

BLAST around the track -- one of the ACROBATIC TEAM CARS -- a GREEN RACER -- LOSES CONTROL AND CRASHES IN A VIOLENT EXPLOSION --

THE YELLOW FLAG

Is WAVED -- signalling DANGER -- but

THE MACH 5 AND BLIZZARD-9

Keep high speeds -- WHIZZING past the track advertisements at MAXIMUM -- if these cars had wings they'd fly --

The FIREBALL-1 SLAMS into the Mach 5 which PUSHES BACK and outruns it --

SPEED

Tries to force his way over toward Racer-X --

POPS (VO)
DRIVE YOUR OWN RACE!

SPEED
I'm trying!

RACER-X

Shoots a glance at Speed -- he won't give an inch --

THE MACH 5 AND BLIZZARD-9

Race -- coming full circle, passing the DEMOLISHED GREEN CAR and AMBULANCE -- these two cars take the lead -- and

POPS AND MOMS RACER

Watch as the contest continues --

MOMS
Have you seen Spridle?

POPS
No, have you?

MOMS
No!

INT. MACH 5 TRUNK - DAY

As the MACH 5 speeds along, SPRIDLE AND CHIM CHIM are ROLLING in the trunk, LAUGHING HYSTERICALLY (as much as a Goddamn monkey can laugh) --

SPEED

SLAMS down to SIXTH as he takes a sharp turn, the BLIZZARD-9 right beside him.

SPEED
How're we doin', Pops?

POPS (VO)
You're tied for the lead with BLIZZARD-9 -- keep it up!

SPEED
I'm going to try something!

POPS (VO)
Be careful!

THE MACH 5

PULLS BEHIND the BLIZZARD-9 -- and keeps right on Racer-X's tail. Then suddenly the Mach 5 uses the draft and SCREECHES AROUND THE BLIZZARD-9 AND TAKES THE LEAD!

ANNOUNCER (VO)
Out front, the new entry the Mach 5, followed by the BLIZZARD-9!

POPS

CHEERS as Moms looks around, frantically:

MOMS
SPRIDLE?!

THE MACH 5

Blasts ahead of the rest -- LAPPING other cars -- a YELLOW FERRARI SUDDENLY DRIVES INTO SPEED'S PATH -- CLIPPING THE MACH 5 which LOSES CONTROL! THE MACH 5 SPINS -- HEADING FOR THE CROWDED BLEACHERS!

SPEED

Steers daringly -- suddenly hits BUTTON "A" ON THE STEERING WHEEL -- and

THE MACH 5

LAUNCHES INTO THE AIR -- AND SPINS HORIZONTALLY -- AWAY FROM THE CROWD AND BACK TOWARD THE TRACK AND IT LANDS FACING ONCOMING RACE CARS -- BUT SPEED DRIVES IN REVERSE -- THEN

PIVOTS IN A 180 AND SLAMS THE CAR INTO GEAR -- BACK INTO THE RACE -- just as the BLIZZARD-9 catches up to it!

THE CROWD

Goes INSANE for their new hero --

POPS AND MOMS

Cheer the remarkable save!

SPRIDLE AND CHIM CHIM

Are dizzy enough to blow chunks -- and

THE MACH 5 AND BLIZZARD-9

Race side-by-side again -- at FEVER PITCH -- and just as the BLIZZARD-9 takes the lead, the cars rip past the FINISH LINE -- RACER-X in first, SPEED RACER in second!

POPS

CHEERS MANIACALLY! Mitch too -- as the Mach 5 comes to a stop at their pit. Speed jumps from the car -- he hugs his father:

POPS
YOU DID IT!

SPEED
We did it.

SPRIDLE (OS)
Hey! Hey! D'we win or what?

Pops hears the voice but can't believe it --

POPS
Mitch, pop the trunk!

Mitch does -- revealing Spridle and Chim Chim.

MOMS
My baby!

POPS
Damnit Spridle, what the hell-?!

SPRIDLE
I like it in there!

But Speed sees something horrifying -- taps Pops' shoulder.

SPEED
Pops...?

Pops turns to see a HOARD of REPORTERS, PROMOTERS, SPONSORS and NEW FANS descend upon them -- CHAMPAGNE, QUESTIONS, PHOTOGRAPHS, MICROPHONES and AUTOGRAPH SEEKERS everywhere... the brave new world of racing...

During all this, Speed still manages to spot RACER-X, who looks at him from the winner's circle -- even more angry than before. Speed manages to smile at him, as he poses for photographs with his family.

REPORTER
Would you reveal your real name, son?

SPEED
Speed Racer is my real name!

POPS
I'll show you his birth certificate if you want!

The crowd LAUGHS --

SPEED
I'd like to dedicate this win to my brother, Rex Racer!

The CROWD REACTS as ONE PHOTOGRAPHER takes NON-STOP PICTURES of the Mach 5... wasn't he one of the GUARDS in the forest?!

INSERT - LETTER - CLOSEUP

Speed writes a love letter to a girl in England...

SPEED (VO)
Oh, Trix, I wish you could've been there. It was everything I thought it would be. Even more.

INT. THE ROLL BAR - DAY

An appropriately CAR RACING-THEMED LOUNGE, atop the raceway, with a view of the entire track. Filled with RACERS, drinking, mingling. Racer-X conspicuously absent. Speed sits alone at a window table, WRITING:

SPEED (VO)
When I was up against Racer-X, my heart was pounding in my head -- the only way to keep sane was to think of you. What I wrote in your yearbook was--

TATIANA (OS)
Mr. Racer?

Speed looks up at TATIANA TIRPITZ, blonde bombshell in a dress that makes the Mach 5 look like a go-cart. Sultry. Seductress. Sinister. Speed panics.

TATIANA
Can I sit here? Or am I going to have to burst into tears?

SPEED
You can do both if you'd like.

She smiles. Sits down. A few RACERS ACROSS THE ROOM take note of this.

TATIANA
You were wonderful today, Mr. Racer.

SPEED
You weren't so bad yourself.

TATIANA
(smiles)
You feel nervous. Me sitting here. So you're being funny.

SPEED
Well if I say something funny now I guess you're right.

TATIANA
That was funny.

SPEED
Then I guess you're right.

TATIANA
Don't feel nervous.
(beat)
Feel lucky. I do.

SPEED
In that dress you'd better.

TATIANA
Can I be honest, Mr. Racer?

SPEED
You mean you've been lying this whole time?

TATIANA
I want to feel what it would be like having your naked body rub against mine.

SPEED
I'm not sure this is the place for that kind of thing.

TATIANA
No doubt it's not. You know what they say -- your car hasn't been christened until you've made love in it.

SPEED
Who exactly have you been talking to?

TATIANA
What are you writing?

SPEED
(grabs the letter)
Oh nothing. Technical notes. On racing. Technical racing notes.

RACER-X (OS)
Why bother studying?

Speed and Tatiana look up at RACER-X.

RACER-X
When your car is doing all the work for you?

Speed acknowledges the challenge. He stands -- probably faster than if Tatiana were not around.

SPEED
Just like any high-performance machine, it takes skill to operate.

RACER-X
Who gave you that speech? Your father?

A number of RACERS -- including THE CAR ACROBATIC TEAM (AKI, HIDEO, MASAO, and KENJI) look over. Speed's face grows red. Tatiana watches nervously.

SPEED
I can think of only one reason you're doing this. You're afraid of me.

Racer-X laughs -- then RIPS THE LETTER FROM SPEED'S HAND LIGHTNING-FAST --

SPEED
HEY!

RACER-X
(reads, mockingly)
"Dear Trixie, so much has happened since you left Middletown--"

Speed grabs the letter and PUSHES RACER-X BACK -- Racer-X throws a PUNCH -- Speed BLOCKS IT and UPPER-CUTS RACER-X, who falls back ONTO A TABLE! Now the entire bar is motionless, watches the brawl --

Racer-X jumps to his feet -- SWINGS at Speed, who blocks the blows with surprising skill -- Speed manages to HIT RACER-X again -- Racer-X then grabs Speed and FLIPS HIM OVER, onto the CAR ACROBATIC TEAM'S TABLE! Now they join the fray -- AKI lifts Speed off the floor --

AKI
You interrupted my lunch!

Aki SLAMS Speed in the face -- Speed gets Aki in a sudden HEADLOCK, KICKS HIM in the face -- HIDEO and KENJI grab Speed -- but Racer-X CLOCKS Hideo in the face and KICKS KENJI onto the floor --

RACER-X
He's mine!

But MASAO is furious -- he lunges at Racer-X -- suddenly Racer-X and Speed and the Car Acrobatic Team are in a WILD FIGHT -- CRACKS and KICKS and SHATTERED GLASS and BLOWS of BLINDING FURY and then AKI REVEALS HIS SWITCH BLADE.

He comes at Speed -- SWIPING THE RAZOR viciously -- but Racer-X grabs a STEAK KNIFE off a table and intercepts Aki -- SWIPES THE KNIFE right back at him. Speed just watches as Aki now LUNGES at Racer-X -- who GRABS THE SWITCH BLADE and TRIPLE-KICKS AKI in the gut -- in FIVE SECONDS RACER-X FLATTENS THE ENTIRE CAR ACROBATIC TEAM -- leaving Speed UNTOUCHED.

When all settles... Racer-X looks back at Speed.

RACER-X
Don't start something you can't finish.

Racer-X drops the steak knife and walks off. Tatiana walks over to Speed, smiles seductively.

TATIANA
As I was saying, my name's Tatiana.

SPEED
(dazed)
... Speed.

TATIANA
Trixie sure is a lucky girl. Speed.

She winks and walks off, leaving Speed, baffled.

INT. GARAGE - DAY

Speed sits in the driver's seat of the parked Mach 5. He hits the "A" BUTTON and the car instantly RISES ON ITS HYDRAULIC LIFTS for under-body work. Speed jumps out of the car and checks underneath as Pops enters, carrying TWENTY-FIVE TEXTBOOKS -- History, Geography, Science, French, Spanish, Italian, German. He drops the books onto a workbench.

SPEED
... what's all that?

POPS
Reading.

SPEED
For who?

POPS
Whom. You.

SPEED
Uh... what? Didn't I just win a race?

POPS
The Massey 500's a pimple on the ass of racing. Excuse the poetry. When I said "a lot of work", I didn't just mean behind the wheel -- if you're going to race internationally, you need knowledge of the world. Culture and history and geography: what terrain makes the French most comfortable? What point in the race are the Germans most alive? The more you know about your competitor the more you can predict his driving style and outmaneuver him.

SPEED
Wherever he's from, I'll outmaneuver him. You know I'm not the best student, Pops.

POPS
Because you never thought there was a reason to study. Now you have a reason: you don't study, you don't race. I also want you to watch all our films--

SPEED
Isn't it a little early for this? When am I going to race international?

Pops hands Speed an envelope. Speed smiles -- he knows what it is before he even looks --

INSERT - ENVELOPE - CLOSEUP

Speed pulls out an elegant INVITATION to the "U.K. INVITATIONAL CAR RACE" --

BACK TO SCENE

SPEED
WE WERE INVITED TO THE U.K.?!
(thrilled)
Pops, where's the U.K.?

Disheartened and even embarrassed, Pops hands Speed the GEOGRAPHY textbook.

POPS
You tell me.

Pops heads off as Speed flips through the book.

POPS
I've got something like seven-hundred meetings with sponsors -- if we nail a big one, we're going to be racing all over the world. Which means we've got to get ourselves a real mechanic...

SPEED
(finds it)
England! Trixie's in England!

POPS (OS)
The Queen's in England, get reading! You've got a lot to learn!

The MUSICAL TRILL BEGINS as does a MONTAGE --

-- QUICK ZOOM on a NEWSPAPER ARTICLE entitled: "THE RACER FAMILY MAKES COMEBACK"

-- SPEED RACES in the Mach 5 in a PRACTICE LAP

-- SPEED studies a textbook in the Racer living room, beside candy-eating Spridle and Chim Chim

-- POPS in a corporate meeting with "TOP FLIGHT OIL COMPANY"

-- SPEED studies on empty RACEWAY BLEACHERS

-- QUICK ZOOM on "RACING MONTHLY" magazine -- and a photo of SPEED, smiling, thumbs up, with the quote: "DEDICATED TO REX"

-- POPS, in the GARAGE, sitting across from a NERDY MECHANIC:

NERDY MECHANIC
I've never worked on an actual car engine, but I applied to M.I.T. and was wait-listed, so I'm very smart.

-- SPEED studies BLACK-AND-WHITE RACING FILMS, projected on the dining room wall

-- The Mach 5 RIPS around a practice lap

-- POPS in a corporate meeting with "CARDINAL BRAKE PADS"

-- SPEED in a magazine PHOTO SHOOT

-- POPS in a corporate meeting with "PRIZE DETERGENT" -- Pops SHAKES HANDS WITH THE BUSINESSMEN

-- POPS, in the garage, sitting across from a HYPER MECHANIC:

HYPER MECHANIC
(rapid-fire)
Working for you would be really, really great, because until now I've only been working at this really uncool little garage, repairing Beetles? You know? VW Beetles?

-- QUICK ZOOM on "TEEN HUNK" magazine -- Speed on the cover

-- POPS, increasingly GLUM, is in the garage, sitting across from a BIG DUMB MECHANIC:

BIG DUMB MECHANIC
The, uh... thing about cars... is that they're... you know. Fast. And, you know. It'd be good to, uh... you know.

-- A CLIP from the Prize Detergent Commercial -- SPEED TALKS TO CAMERA:

SPEED
(acting, badly)
When I want to get my scarf blazing red, I trust only one detergent. Prize. Prize takes first prize... in clean.

-- The Mach 5 BLURS PAST in more PRACTICE LAPS

-- SPEED studies a textbook IN BED

-- POPS, in the garage, now crowded with Prize detergent, sits across from a NEUROTIC MECHANIC:

NEUROTIC MECHANIC
The car should run fast and clean, but my thing, the most important thing, is that the garage be kept spotlessly clean. Spotless. I boil my wrenches.

Pops can't believe this.

-- QUICK ZOOM on "POPULAR MECHANICS" -- POPS RACER on cover, with headline: "POPS RACER RETURNS - WITH 2ND LEADFOOT SON"

-- POPS sits in the garage across from a laid-back HIPPIE MECHANIC; a long haired mess in a PEACE SIGN T-SHIRT with an "S" on the sleeve:

HIPPIE MECHANIC
Like... whatever you want me to do, man.
(shrugs)
I'm there.

Pops, by now completely hopeless, just nods.

POPS
Well... thanks for coming in.

HIPPIE MECHANIC
Sure thing, man.

The Hippie gets up and heads out, as SPEED PULLS UP the Mach 5 -- the car SQUEAKS again. As Speed climbs from the car, the Hippie grabs a wrench, crawls under the car.

POPS
Hey, excuse me!

A moment later, the Hippie comes out --

HIPPIE MECHANIC
Loop around, man.

Speed drives the car in a circle -- NO SQUEAK. Pops and Speed share a shocked look.

POPS
What's your name again?

HIPPIE MECHANIC
(points to the "S")
Sparky.

POPS
You're hired.

SPARKY
(shrugs, indifferent)
Cool.

AND THE MONTAGE ENDS AS WE CUT TO:

INT. LIVING ROOM - NIGHT

Alone, Speed watches a filmed race -- IT'S REX'S LAST RACE. He watches as the Mach 4 SKIDS and CRASHES into the water. The CAMERA BECOMES SHAKY as the car SINKS among the BOATS.

Speed watches this, pained. He rewinds the film, watches the crash again. He stops the film, and looks off.

POPS (OS)
(somber)
You should get some sleep. We have an early flight.

Speed looks up at Pops, who, teary-eyed, has been watching this too. Without another word, Pops walks off, leaving Speed alone... and haunted...

EXT. AIRPORT - DAY

Pops and Sparky oversee the Mach 5 being loaded into a JUMBO JET.

INT. AIRPLANE - DAY

Before take off, Spridle and Chim Chim sit beside each other -- Spridle RINGS THE STEWARDESS BELL CONSTANTLY. When the STEWARDESS approaches, Spridle looks around innocently.

STEWARDESS
You called for me?

SPRIDLE
It was the monkey.

SPEED

Sits excitedly beside Moms.

MOMS
Nervous?

SPEED
Never.

EXT. AIRPORT - DAY

The jet heads down the runway and TAKES OFF -- SWISH PAN TRANSITION TO --

LONDON - NIGHT - VARIOUS SHOTS

EXT. EMBASSY ARMS HOTEL - NIGHT

A CROWD of REPORTERS and FANS. A LIMOUSINE pulls up in front of this ritzy London Hotel. The Racer family alights, in awe of everything. PHOTOGRAPHS and COMMOTION. Spridle loves it.

Speed sees Trixie up ahead -- dressed in MILITARY UNIFORM. Her face lights up -- they run to each other and embrace -- CAMERAS FLASH like crazy.

TRIXIE
Speed! It's so good to see a familiar face! Look at you!

SPEED
Look at me?! Look at you!

TRIXIE
I know, don't worry, I brought a dress for tonight.

SPEED
No-- you look... like you could arrest me or something!

They laugh and hug again and --

INT. SPEED'S ROOM - NIGHT

Speed and Trixie enter his hotel room -- a GIGANTIC GILDED ROOM, with an enormous BOUQUET OF FLOWERS on one table, a huge FRUIT BASKET on another. Speed feigns anger:

SPEED
Wait a minute. I asked for the big room.

She nudges him, then checks the PICTURE WINDOW'S view. Speed walks over to the four-post canopy bed and FALL BACK ONTO IT. He MOANS HAPPILY, loving this life.

SPEED
So how's training?

TRIXIE
Not as glamorous as <u>this</u>. It's tough. Last week I flew a Hughes 300. Now we're learning pinnacle maneuvers.

SPEED
What's that?

She takes a banana from the fruit basket and demonstrates:

TRIXIE
See, you stop the chopper mid-flight, sustain hover and either land on a confined space or do whatever. I keep over-controlling, I can't keep it steady -- I know it's not impossible, it just feels like it.
(peels the banana, eats it)
I'm gonna go change, okay?

She moves into the bathroom -- Speed stares at the ceiling --

SPEED
Don't change too much.

TRIXIE (OS)
Well I see your sense of humor hasn't really improved.

SPEED
That's true. But my brain has -- what do you want to know about England? It's part of the United Kingdom, the southern part of the island of Great Britain. Conquered from the Celtics by Romans, then Angles, Saxons, Jutes-- it was joined with Wales in 1536.

TRIXIE (OS)
<u>Wow</u> --!

SPEED
I know, I've become brilliant since you last saw me.

TRIXIE (OS)
-- You could do laps in this bathtub!

Speed has just noticed something curious... up above... he stands upon the bed -- and removes the ENVELOPE STUCK BENEATH THE CANOPY.

INSERT - ENVELOPE - CLOSEUP

Speed pulls out a handwritten letter: "SPEED. MORE THAN EVER... BEWARE. X."

SPEED

CRUMPLES the letter, infuriated. As Trixie comes from the bathroom, wearing a BLACK PARTY DRESS. She looks devastating. Seeing him standing on the bed, she looks at him curiously. He looks at her, mouth agape.

SPEED
You look-- just...

TRIXIE
What are you doing?

A beat.

SPEED
Nothing.
(bounces a little)
Just testing the bed.

TRIXIE
How's that working out for you?

SPEED
Trixie, you look...

TRIXIE
Better than the prom? Please? We're friends, you can be honest.

SPEED
You look beautiful.

TRIXIE
(blushes, then:)
Good answer.

EXT./INT. THE DEEP KISS - NIGHT

At the end of a pier, SIR ROGER HUMPHREYS' 180-foot yacht sits on the Thames. "THE DEEP KISS" painted on the back. It's crowded with GUESTS. A BAND PLAYS. Many of the RACERS are here and wear BLACK-TIE VERSIONS OF THEIR RACING UNIFORMS --

POPS AND MOMS

Look out at the water -- Moms looks lovely, Pops awkward in his TUXEDO. He drinks a scotch, sad.

MOMS
You okay?

POPS
Just... Thinking. About Rex.

Moms nods, rubs his back. Then she straightens Pops' bow-tie... and kisses his cheek.

SPRIDLE AND CHIM CHIM

In black and white, sit at the bar, shoving MARASCHINO CHERRIES into their mouths and laughing.

SPEED AND TRIXIE

Sip champagne as they walk through the crowd, scanning the group. He wears a tuxedo with a red scarf. Trixie is a little overwhelmed by the crowd.

TRIXIE
So whose party <u>is</u> this exactly?

SPEED
Sir Roger Humphreys. He's an old friend of Pops'-- he used to be a racer, then mechanic, but now he's just a gazillionaire and everyone calls him "Sir".

<u>SPEED SPOTS TATIANA ACROSS THE ROOM</u>. He turns Trixie in the other direction.

SPEED
Hey, why don't we go this way? I want to talk to you.

TRIXIE
<u>What</u>?

He OPENS A DOOR and ushers her in --

SPEED
Yeah, you know, come here, this is <u>really</u> important --

INT. YACHT SUB-LEVEL - NIGHT

Speed has taken Trixie into a surprisingly LARGE AREA BELOW THE MAIN CABIN. There's a FLAT PLATFORM and ODD MACHINERY and a RAMP and OIL STAINS on the FLOOR. Speed looks around the room, curious. Trixie stares at him, waiting.

SPEED
What is this place?

TRIXIE
Did you want to tell me something? Or are you just out of your mind?

Speed looks at Trixie and realizes he'd better come through with something good. <u>Real</u> good.

SPEED
Hey, Trix.

TRIXIE
(baffled)
Hey, Speed.

SPEED
I, uh... wanted to tell you... what I wrote in your yearbook. What I crossed out.

Trixie smiles... she's dying to hear...

SPEED
I wrote... that, uh...
(mind races)
... that remember that Elvis record you borrowed?

TRIXIE
... "Viva Las Vegas"?

SPEED
Yeah. You can have it. Don't worry about it, it's yours. Keep it.

She slowly realizes that he's kidding. Suddenly another DOOR OPENS -- SIR ROGER HUMPHREYS enters. Still handsome and intense as when we first met him, he's suave and smiling as he finds Speed and Trixie here.

HUMPHREYS
Speed Racer!

SPEED
Oh-- Sir Humphreys-- uh, sorry, we were just looking around--

HUMPHREYS
Please! Nothing to be sorry for!
(shakes Speed's hand)
That was some great racing last month, son.

SPEED
Thank you. This is Trixie. My friend.

HUMPHREYS
(kisses her hand)
A deep pleasure, Trixie, Speed's friend.

TRIXIE
You've got a beautiful boat, Sir.

SPEED
What's this room?

HUMPHREYS
Well, being the lunatic car fanatic that I am, I usually take one of my automobiles along on sea voyages. It's nice to have an Aston-Martin when you arrive on a deserted island.

Then, A POP -- like a GUNSHOT -- outside -- Speed and Trixie jump, STARTLED --

HUMPHREYS
Oh! We're missing the big show! Come!

They follow Humphreys out of the room -- Trixie gives Speed a curious look -- he returns it with a look that says, "Later, later..."

EXT. DEEP KISS - NIGHT

A glorious FIREWORKS display. The crowd is on the bridge, watching the colors light up the sky. Speed and Trixie arrive, lean against the railing --

TRIXIE
Two months ago we were sitting in study hall. Pretty incredible, isn't it? I mean just... the possibilities of life... isn't this the best thing ever?

He looks at her -- the way the colored lights play tricks on her face... how beautiful she looks... how right she is... and suddenly Tatiana is there -- in a bikini of a dress.

TATIANA
I was so hoping I'd see you again, Speed.

Trixie is visibly suspicious --

SPEED
Uh-- this is, uh, Tatiana...

TATIANA
And this must be Trixie. Speed mentioned you the first time we met.

SPEED
First time? We've only met one time--!

TRIXIE
Well he hasn't mentioned you.

TATIANA
That's because he's a man. Isn't that just how men are?

SPEED
Yeah, we men, you know how we men are.

TATIANA
There you go again, Speed. Being funny.

SPEED
Well one of us has to be.

TATIANA
He gets nervous around me.
(to Speed)
I'm staying at the Royal Suites Hotel, room four-forty-four.

SPEED
We were just leaving--

TATIANA
I'll bet you can't wait to see him race. He's so good. So good.

SPEED
So long --

TATIANA
Four-forty-four!

Speed drags a jealous Trixie away -- we PAN THROUGH THE CROWD WITH THEM -- AND REVEAL WILHELM, WHO SUSPICIOUSLY WATCHES SPEED LEAVE.

INT. GARAGE - NIGHT

The speedway garage. Quiet, dark outside. Speed shows Trixie the Mach 5 -- she sits in the driver's seat.

SPEED
Button "G" sends out a homing pigeon back to the garage -- in case there's a problem with the car outside of radio-range. Button "D" closes the top -- the car's built to work, even completely submerged in salt water! And look at this--

He pops the hood, Trixie moves to him to see the MONSTROUS, GLEAMING ENGINE.

TRIXIE
Wow.

SPEED
Yeah. Pops really outdid himself.
(MORE)

SPEED (CONT'D)
(beat, thoughtfully)
You know, the first time Rex raced the U.K. Invitational he won first place.

She removes the RADIATOR CAP and moves to the workbench --

SPEED
What are you doing?

As she takes a METAL MARKER -- essentially a DIAMOND-TIPPED PEN -- and ENGRAVES SOMETHING in the CAP.

TRIXIE
At the Academy they paint girlfriends' names and things like that on the choppers...
(hands it to him)
So here. This is for good luck.

Speed looks down at the RADIATOR CAP, upon which she has engraved, "BUCKLE UP" surrounded by a heart. Speed smiles.

TRIXIE
Look, Speed, I'm just your friend... so this is just me being curious. Who the hell's Tatiana?

SPEED
She's just a freak. She's a stalker. It comes with the job: the reporters, the photographers, the crazy fans-- if you've never seen a crazy fan before, that was one of them.

TRIXIE
(awkwardly)
I don't like her.

Trixie looks away -- both know they're approaching a deeper level in their relationship, but --

TRIXIE
Anyway, I should get back to the base. We have drill tomorrow, and I can't miss the race.

SPEED
(beat)
Okay.

EXT. RACEWAY - DAY

VARIOUS SHOTS as the RACERS and MECHANICS prepare -- TEST ENGINES and MACHINERY. It's similar to the Massey 500, but INFINITELY LARGER, with a broader, more INTERNATIONAL FLAVOR -- SCANTILY CLAD FEMALE FANS CHEER the RACERS, a few brandish hand-painted "GO, SPEED RACER!" signs.

INT. GARAGE - DAY

Speed watches as Pops works under the HYDRAULICALLY-RAISED Mach 5.

POPS
-- and remember, this is an all-terrain competition, so use the super-grips selectively. Take the first lap to get used to the course, get a feel for the ground, warm up the tires. The second lap, punch it.

SPEED
Right.
(beat)
Listen, I have a question.

POPS
No, Trixie can't sleep in your room.

SPEED
It's something else. But thanks for clearing that up.
(beat)
When you were a driver did you ever have one racer that just got under your skin? You know... someone who tried to push you around? Make you crazy? Start fights for no reason, leave you messages to throw you off-guard?

POPS
It doesn't take another racer to distract you. It can be anything, any random thought.
(MORE)

POPS (CONT'D)
When I raced the Grunny Run in Phoenix, I was in second place, but I couldn't get this girl out of my mind. She'd really come on strong... and there I was, speeding around the curves but not seeing anything -- I was just thinking of this damn girl. It almost cost me my life. Turn thirty-six, I missed the line completely, hit the rail, almost got T-boned by Roger Humphreys -- years before he was "Sir" anything.
(beat)
I was fast and I was lucky and I pulled it out. Won the race, in fact. You know who that woman was?

SPEED
Moms?

POPS
No, some other broad.
(smiles)
Yeah, it was your mother. Still can't get her out of my mind. You gotta keep focused, Speed. Don't let anyone or anything get in your way.

Speed accepts this -- just then the garage BATHROOM DOOR opens -- Sparky steps out, in a cloud of SMOKE.

SPARKY
Hey, Speed. Check it out.

Sparky goes to his toolbox, pulls out one of Speed's BLUE SHIRTS -- but this one has a BIG RED "G" sewed onto it, just like Sparky's current tie-dyed shirt has a big "S".

SPARKY
It's a "G".

SPEED
I can see that.

SPARKY
For "good luck". Or "go". Or "great racer, man", or whatever. I was gonna do "S", but... I got the "S". See?

SPEED
(feigns glee)
Thank you so much, Sparky.

SPARKY
Yeah, man. You know. We're a team. I love you guys.

Sparky hugs Speed and Pops in one big embrace, then walks off. Then, quietly to Pops:

SPEED
I don't have to wear this, do I?

POPS
Of course you do! He's right! We're a team!

EXT. RACEWAY -- DAY

RACERS move to their cars --

ANNOUNCER (VO)
Five minutes... five minutes...

TRIXIE

Wears military whites, in the stands with Moms Racer -- and Spridle and Chim Chim, who pound candy.

SPEED

Sits in the Mach 5, wearing his NEW SHIRT. He grips the steering wheel tight. Takes a deep breath.

POPS (VO)
How do you feel?

SPEED
My foot's getting awfully heavy.

Speed spots RACER-X, who stands by the BLIZZARD-9 and locks eyes with Speed -- who returns the SEVERE SCOWL. Racer-X shakes his head, then SWOOPS into his car.

THE RACE CARS

At the starting grid -- ENGINES REVVING -- we RECOGNIZE the CAR ACROBATIC TEAM and FIREBALL and others and the FANS are SCREAMING and

TRIXIE

Watches anxiously -- as TATIANA moves to her.

TATIANA
Nerve-wracking, isn't it?

Off Trixie's reaction --

THE FLAG MARSHAL

Flourishes the GREEN FLAG -- FLUTTERS it dramatically --

THE RACE CARS

BLAST forward -- the MACH 5 jockeys for position -- the CAR ACROBATIC TEAM does the same -- as they race with GYMNASTIC BEAUTY -- the BLIZZARD-9 goes WIDE and PASSES a group of OTHER CARS as

SPEED

Drives determinedly -- staid and certain --

SPEED
Spridle and Chim Chim aren't in the trunk again are they?

POP (VO)
No, they're with Moms!
Concentrate!

THE RACE CARS

SLALOM around each other, occasionally COLLIDING SIDEPANELS and using all their GADGETRY -- FOUR-WHEEL STEERING and SIDE-PROTECTION AIRBAGS and EXTENDING BUMPERS and SELF-REPLACING TIRES and RISING AERODYNAMIC WIND DEFLECTORS --

-- HIGH-SPEED CUT-THROAT as the RACE CARS VIE FOR THE LEAD while the MACH 5 and BLIZZARD-9 are close to the front and we watch as the course takes them AWAY FROM THE CITY... and into the COUNTRY -- FORESTS -- headed toward MOUNTAINS...

EXT. MOUNTAIN TOP - DAY

A MAN peers through BINOCULARS, follows the distant cars. A BURST of STATIC and FILTERED GERMAN. The Man brings the binoculars down. It is Wilhelm, and he answers on the walkie-talkie, in his NATIVE TONGUE.

THE RACE CARS

BULLET down a FOREST ROAD -- CAR 27 BLOWS A TIRE -- THE TIRE SHOOTS A HUNDRED AND FIFTY FEET INTO THE AIR AND LANDS ON THE WINDSHIELD OF CAR 72 -- IT SHATTERS -- CAR 72 CRASHES IN A FATAL EXPLOSION -- MEANWHILE CAR 27 LOSES CONTROL ON THREE TIRES AND ROLLS -- an AUTOMATIC ROLL-BAR POPS UP -- the ROLL BAR SPARKS -- INCHES FROM THE DRIVER'S HEAD -- HE SCREAMS AS THE CAR FISHTAILS UPSIDE-DOWN -- CRASHES INTO THE RAILING AND EXPLODES -- other CARS RACE past the WALL OF FIRE left in its wake --

SPEED

Checks his rearview as he blasts through the explosion cloud. The BLIZZARD-9 at his side -- and ROARS ahead of him. Speed SLAMS into SIXTH GEAR and gets on Racer-X's tail.

THE BLIZZARD-9

Tries to hit the MACH 5 off the track! It's a VIOLENT AND INTENSE FIGHT as both cars SLAM INTO EACH OTHER -- THE BLIZZARD-9's WHEELWELLS SPROUT RAZOR TEETH -- SPEED POUNDS HIS BRAKES and takes position BEHIND Racer-X!

SPEED

Drives frantically --

SPEED
Racer-X has tire knives!

POPS (VO)
SO JUMP HIS ASS!

THE ROAD CURVES

And the BLIZZARD-9 takes it WIDE -- just as the MACH 5 hits the bend, it JUMPS OVER THE CURB OF THE CORNER -- with the TCH-TCH-TCH -- and SMASHES ONTO THE ROAD AHEAD OF RACER-X AND CONTINUES ON! The BLIZZARD-9 SCREECHES to avoid hitting it -- Speed is in the lead -- other CARS follow --

SPEED

Laughs at the move --

SPEED
GOT HIM!

TRIXIE

CHEERS in the stands, anxiously watching the RACE TOWER -- the "racing scoreboard". Tatiana beside her.

TATIANA
You should know something. Trixie. Speed and I haven't slept together.
(beat)
But we're going to. And it's going to be the most gratifying night of his life.

Trixie just stares at her. Then she smiles.

TRIXIE
That's surprising.

TATIANA
What is?

TRIXIE
I didn't know Speed gave to charity.

On Tatiana's smile-glare we SMASH CUT TO:

EXT. COUNTRY ROAD - DAY

-- the race continues -- the MACH 5 SCREAMS along, ten car-lengths ahead of the BLIZZARD-9 -- and BLASTS INTO A LONG TUNNEL -- THE FLANGE OF SNORTING ENGINES --

EXT. MOUNTAIN TOP - DAY

Wilhelm glances at his WATCH -- and OPENS THE FACE like a door -- there are TWO BUTTONS -- ONE GREEN, ONE RED. He then PULLS THE WINDER WHICH EXTENDS INTO A MINIATURE ANTENNA.

He looks up at the cars -- waiting -- waiting --

THE MACH 5

SCREAMS out of the TUNNEL --

WILHELM

Hits the WATCH'S RED BUTTON --

SPEED

GASPS AND JERKS THE STEERING WHEEL as --

AN ENORMOUS TREE

OUT OF A FAIRY-TALE KA-RACKS AND FALLS -- CRASHING INTO THE ROAD!

SPEED

GASPS and REACTS -- he hits the "C" BUTTON --

TWIN-SCISSOR-LOADED ROTARY SAWS

EMERGE from under the front of the Mach 5 -- and in a FLURRY OF BUZZING SAWDUST the Mach 5 CUTS THROUGH THE FALLEN TREE!

WILHELM

REACTS -- furiously surprised -- SWEARING in GERMAN -- he then hits the WATCH'S GREEN BUTTON --

THE MACH 5

SKIDS away from the tree when a HUGE EXPLOSION under the car -- BA-LAMO! -- PROPELS THE CAR UP and onto the side of the road -- into a DENSE PATCH OF BUSHES -- A FIRE ERUPTS AND IGNITES THE BRUSH!

WILHELM

Smiles and hurries off as

RACE CARS

SCREECH around the fallen tree and BLAST past the FIERY Mach 5 which lies on its side -- only the BLIZZARD-9 comes to a SCREECHING HALT --

THE RACE TOWER

Lights up: "MACH 5 - OUT" --

TRIXIE

SCREAMS --

MOMS AND POPS

Are filled with terror --

POPS
SPEED!

SPEED

Lies in the car, COUGHING -- SEMI-CONSCIOUS as FIRE SURROUNDS HIM!

POPS (VO)
SPEED! Speed, can you hear me?!

SPEED
(coughs, whispers)
... Pops...

The fire FLARES UP -- gets hotter -- CLOSER -- LETHAL --

POPS (VO)
Are you there?! SPEED?!

A FIREBURST -- flames lick Speed's helmet -- he's doomed -- but suddenly RACER-X is there, UNBUCKLING HIM!

SPEED
(dazed)
Whu...?!

But the fire catches Racer-X's cowl and suddenly his mask is aflame! Racer-X SLAPS the flames but it's too much -- his mask is BURNING! Speed watches as Racer-X grabs the material and PULLS -- RIPS -- TEARS AWAY HIS MASK -- to reveal that not only was the UPPER HALF a mask -- BUT THE LOWER "FACIAL" HALF AS WELL -- and Speed's eyes widen in the ultimate disbelief -- WHEN HE REALIZES THAT RACER-X IS HIS BROTHER REX.

Racer-X hurries to free Speed as FIRE ENGULFS the car and a SIREN APPROACHES -- he finally carries Speed out of the inferno and onto the side of the road, as OTHER CARS BLUR PAST. Speed, charcoal-stained, looks up at his brother in shock. Racer-X is angry -- frustrated -- abrupt:

RACER-X
No one can know. Meet me tonight at Blitzer Pass.

And Racer-X SPRINTS to his car and DRIVES OFF just before the SPEEDWAY AMBULANCE arrives -- two MEN jump out and EXTINGUISH THE FLAMES --

INT. HOSPITAL CORRIDOR - DAY

DR. BLOCK, an Englishman, talks with Pops, Moms, and Trixie. Spridle and Chim Chim sit alone in the background, watching carefully. Pops grips his cap anxiously.

DR. BLOCK
Your son was rather fortunate. He sustained some bruises and smoke inhalation, but otherwise seems fine. I would like to keep him overnight for observation.

POPS
Of course. Thank you, Doctor.

MOMS
Yes, thank you.

INT. SPEED'S HOSPITAL ROOM - DAY

Speed is hooked up to a spectacular MACHINES, with ACCORDION PUMPS and ALTERNATING LIQUIDS. His entire FAMILY is there with Trixie. Spridle eats from a box of CANDY intended for Speed -- who is WIDE awake -- EYES WIDE, HIS THOUGHTS ELSEWHERE, MIND RACING.

POPS
What was I thinking? Getting this family back into racing? Speed, I was wrong -- we thought we'd lost you too.

MOMS
Thank God you're alive...

SPEED
Pops...? Moms...?

They look at him curiously -- he's about to tell them but--

SPEED
How's the Mach 5?

TRIXIE
Maybe you should take a break...

SPEED
No.

POPS
(hesitantly)
She'll be fine. Sparky's...
working on her now....

SPEED
One crash won't end my career.
I just, uh... need some rest.
That's all.

EXT. HOSPITAL - LATE NIGHT

We MOVE PAST the quiet EMERGENCY ROOM ENTRANCE, UP a few STORIES -- to Speed's window, which OPENS. Speed steps out, looks around. With spy-like agility, he moves along the ledge, climbs down, drop onto a terrace, over the guard railing, then hangs and drops onto the front lawn. He hurries across the lawn to a PARKED BICYCLE, upon which he RIDES AWAY --

EXT. FOREST ROAD - NIGHT

Speed PEDALS FURIOUSLY -- faster than some old man drive --

EXT. BLITZER PASS - NIGHT

A wooded clearing. Speed arrives, drops his bike, catches his breath, looks around. Nothing. And then -- LEAVES CRUNCHING -- Speed turns to see the BLIZZARD-9 SILENTLY ROLL into the clearing. Racer-X steps out of the car. He unfastens his mask and removes it. Yup, it's Rex.

Under the stars in this strange forest, two brothers face each other.

Speed stares, joyous and fearful and confused -- finally Racer-X opens his arms.

RACER-X
Speed...

And Speed runs to him and they embrace tightly -- soulmates rejoined -- and just as it gets saccharine, Racer-X grabs Speed by the shoulders, suddenly furious.

RACER-X
I SAID DON'T RACE!

SPEED
(shocked)
Yeah, but... wait a second, I
got a few good questions...

Racer-X moves away from Speed, PACING, angry and frustrated. Speed watches him closely.

SPEED
You're supposed to be dead.

RACER-X
Well I'm not! YOU SHOULDN'T KNOW ANY OF THIS!

SPEED
Rex, it's too late.

RACER-X
(stops, strangely:)
Rex...
(beat, angry again)
Here it is. Open wide, 'cause this is big. That fueling fire in the Massey 500, d'you think that was an accident? Or the Acrobatic Team smash-up? What about the Ferrari flip in this race? Levegh's crash in '59 that caused Mercedes to pull out of racing. Accidents? No, that stuff was planned. After two-hundred years some tree takes a dive right in front of your car -- what about that?

SPEED
... what about your crash--?

RACER-X
Yeah. What about mine.
(beat, hatefully)
No accident. It was planned and carried out. By me. I took a fall. I lost the race. I crashed the Mach 4 on purpose!

SPEED
(horrified)
Why?!

RACER-X
(in a rage)
I DON'T KNOW WHY! Because I was a screw-up of a kid!
(MORE)

RACER-X (CONT'D)
Because I was young -- because a woman wearing almost nothing promised me things! Introduced me to some bad men and they promised me things! And pretty soon Pops' pushing to win just pushed me farther and farther away from him and home and closer to some mysterious world of luxury and pleasure and maybe I was hypnotized or maybe I was brainwashed or maybe I was just a horrible son, but I agreed to throw the race! It's as impossible to believe now as it was the day it happened, but that's the truth.

SMASH CUT TO:

FLASHBACKS OF THE OPENING RACE -- the MACH 4 BLASTS toward the SHEER CLIFF and --

RACER-X (VO)
As I approached the pre-determined crash site, I suddenly realized --

REX RACER

Drives -- we PUSH IN on his face -- GROWING HORROR --

RACER-X (VO)
-- I was about to destroy forever Pops' greatest creation! What the hell was I doing--?!

REX RACER
NO!

RACER-X (VO)
But by then I'd gone too far --

THE MACH 4

BLASTS BESIDE CAR 6 -- seemingly OUT OF CONTROL --

RACER-X (VO)
-- another car was in my way -- I couldn't recover my line --

And the Mach 4 SMASHES THROUGH THE RAILING --

REX RACER

SCREAMS, covers his face as the car PLUMMETS --

REX'S POV

Heading for the water -- SPINNING -- the BLUR of BLUE and BOATS and just as the MACH 4 HITS THE WATER --

UNDERWATER

As the Mach 4 SINKS -- we see Rex Racer free himself from the car and swim off --

RACER-X (VO)
I was disoriented and confused and I hated myself -- it was a miracle that I didn't just sink with the Mach 4, but survival instincts are strong...

Rex Racer swims up and away --

REX

Surfaces -- GASPING and PANICKING and he swims madly --

RACER-X (VO)
... I was alive, but full of self-hatred...

SMASH CUT OUT OF THE FLASHBACK AND BACK TO--

RACER-X

Standing with Speed at Blitzer Pass.

RACER-X
I was too ashamed to go home. They never recovered my body. Rex Racer was dead and he deserved it.

There's a long silence -- Speed doesn't know <u>what</u> to think.

RACER-X
So, little brother, I'm not the hero you thought I was. I'd say "the end", but it's not. I swam until I started drowning.
(MORE)

RACER-X (CONT'D)
Some Chinese troller plucked me out of the water like baby Jesus. Pumped my stomach and fed me herbs I can't pronounce. Physically I recovered but mentally... I didn't speak word one for a year. I lived like a gypsy, country to country. I met no one... had nothing.

SPEED
You could've come home--

RACER-X
(insane)
Yeah, HI POPS, IT'S ME, REX, THE SON THAT TOOK A FALL TO SPITE YOU! I'D LIKE MACARONI AND CHEESE TONIGHT, MOMS! No, Speed, that wasn't an option. But the racing bug was real. It's in me like it's in you and I needed a fix and one day I was in France and saw this Testerosa sitting outside a farmhouse, keys in the ignition and like it was mine I jumped in and sped off and the police put up a chase that crossed the country in two hours and when I ran out of gas, when they finally caught me, they didn't throw me in jail.
(beat)
They offered me a job.

SPEED
You're a French cop?

Suddenly a BURST OF STATIC -- Racer-X pulls out a MINIATURE RADIO, raises its antenna --

RACER-X
(into radio)
Go.

VOICE (VO)
(filtered)
C-43-43-42-97.

Racer-X jumps into his car, pulls on his MASK --

RACER-X
GET IN!

Speed leaps into the BLIZZARD-9, which STARTS UP AND SPEEDS INTO THE FOREST --

INT. BLIZZARD-9 - NIGHT

As Racer-X BLASTS HIS CAR along a dirt road --

RACER-X
We're being tracked.

SPEED
By who?!

RACER-X
Whom. It could be any number of groups, most likely True Love.
(checks rearview)
Dammit.

Speed looks at the HEADLIGHTS that QUICKLY trail them. Racer-X FLOORS THE ACCELERATOR --

THE BLIZZARD-9

BLARES through the forest, turns onto another DIRT ROAD -- the DARK CAR following it tries to keep up --

RACER-X AND SPEED

As they race along --

SPEED
What's True Love?

RACER-X
Well you're young, kid. That's a joke-- we don't know who heads it up, but it's the bad guys' version of The Alphabet. That's our team.
(off his look)
The Alphabet's the highest level -- or lowest depending on point of view -- of industrial intelligence for the Allied Forces. There are twenty-six of us -- Agents Alpha, Bravo, Charlie, Delta-- all the way to Zebra.

SPEED
Are you, uh--?

RACER-X
Agent X-Ray.

Suddenly BULLETS RICOCHET OFF THE CAR -- Racer-X hits a button on his complex DASH -- a REAR-BULLET-PROOF SHIELD RISES. Another button and a REVERSE-FIRING MACHINE GUN EJECTS FROM THE TRUNK and with a MONITOR in the DASH, RACER-X FIRES BACK.

RACER-X
This is the real race, little brother -- the technology race. Not just cars, but aerospace, computers, weaponry -- the Alphabet covers all of it. They erased my past, built me a car and introduced me to the world as Racer-X. This way I'm surrounded by the latest technology, can cross boarders with minimum inspection and have a pretty great cover. Hold on.

THE BLIZZARD-9

Races towards a COLLAPSED BRIDGE over a RIVER --

SPEED

Is terrified --

SPEED
Rex--?!

Racer-X hits a SWITCH --

SHORT-FLIGHT WINGS

EXTEND from beneath the BLIZZARD-9 -- and the car LIFTS INTO THE AIR AND LAUNCHES ACROSS THE RIVER and LANDS ON THE OTHER SIDE -- the WINGS RETRACT and the car DRIVES ON, having lost the DARK CAR.

RACER-X AND SPEED

RACER-X
I've been assigned Operati
Automaton -- there's an ag
out there with super-human
strength -- he's lethal an
fearless and if that's not
enough, we have reason to
believe he's a robot.

SPEED
Is he with, uh... True Lov

RACER-X
We don't know. This migh
be related but two months
lost Agent Foxtrot -- he
carrying Ford Motor Compa
new fuel injection plans.

SPEED
And now he's dead?

RACER-X
Let's just say he's shitt
bricks. The point is he
killed for information or
build a better car. We'
living in a world where
faster, better is worth
life and mine. Now it's
late for you. Now you'r
new kid and they'll stop
nothing to get what you'
Pops was smart to take t
5 back to the garage hi
I'm sure they were plan
take it themselves and
secrets.

SPEED
Who? True Love?

RACER-X
Or one of their syndic
Probably the same divi
terminated Foxtrot --
what I've got to find
few months things have
getting worse.

RACER-X
What was difficult once is impossible now: you can't be an Alphabet agent if you've got family. In the world of espionage family is a weakness. Look, if you ever need me dial one-one-four-six on any phone in the world. Say seven-one-seventy-X-Ray. And I'll be there.

Speed nods, a little spaced -- overwhelmed --

RACER-X
Get out quick. And remember. No one can know.

Speed gets out of the car -- their eyes meet for a long moment.

SPEED
Good to see you...

And the BLIZZARD-9 DRIVES OFF...

SPEED
... Rex.

EXT. AIRPORT - DAY

On the tarmac, the PRISTINE MACH 5 is ready for loading onto a JUMBO JET. Spridle and Chim Chim play near the OPEN TRUNK. Pops talks with a CARGO WORKER and Speed and Trixie say a sad good-bye:

TRIXIE
Maybe we'll be in the same city again soon.

SPEED
I hope so.

TRIXIE
Are you okay?

SPEED
There's just a lot on my mind, that's all.

TRIXIE
Well... drive carefully.

SPEED
Fly carefully.

TRIXIE
I will.

They hug -- and while in their hug, looking over her shoulder, Speed spills the beans:

SPEED
What I wrote in your yearbook was: "Dear Trixie, somewhere between when we met and right now, my feelings for you have changed. They've grown. And though I've loved you as a friend since I met you, I realize now that I love you in a romantic way too. I hope this doesn't scare you... I hope it makes you as happy as it makes me. Love, forever, Speed."
(beat, looks at her)
Or... it was something like that.

She almost has tears in her eyes as she grabs his face and they kiss -- a wonderful, passionate kiss. Spridle and Chim Chim, SITTING IN THE TRUNK OF THE MACH 5, see this and LAUGH and JUMP. After the kiss is done:

TRIXIE
That's how scared I am.

POPS
SPRIDLE! GET OUT OF THE TRUNK!

SPRIDLE
In a minute!

Still inside, Spridle PULLS THE TRUNK CLOSED.

SPEED
I'll write you from Bavaria.

TRIXIE
You better.

Another small kiss and Trixie gets into a MILITARY JEEP with a DRIVER -- Speed watches the jeep drive off. Pops approaches.

POPS
The Times wants an interview.
You up for it?

SPEED
... sure...

THE MACH 5

Is loaded into the jet --

MOMS

appears on the tarmac --

MOMS
Spridle? Spridle?
(sees Pops)
Have you seen Spridle and Chim
Chim?

Pops and Speed look around for them -- then look at the JUMBO JET which taxis toward the runway and disappears behind a hangar -- Their expressions turns grim --

POPS
Spridle...?

INT. MACH 5 TRUNK - SAME

Spridle and Chim Chim are indeed here, rolling around, laughing HYSTERICALLY --

EXT. TARMAC - SAME

Pops, Moms and Speed run toward the plane, WAVING FRANTICALLY.

POPS
NO! STOP!!!

But it's too late -- the jumbo jet is SPEEDING DOWN THE RUNWAY -- and TAKES FLIGHT.

Speed and his parents watch the plane take off.

POPS
GODDAMNIT!

MOMS
Are they going to be okay?!

POPS
Of course! It's pressurized, there's enough air for weeks, but I TOLD them to get out!

And the plane lifts HIGHER and HIGHER...

MOMS
I want them to radio the pilot... make sure he's extra caref--

AND SUDDENLY THE JET EXPLODES -- A HORRIBLE BLAST THAT RIPS APART THE PLANE BODY IN A THUNDEROUS KA-BLOOOOM --

PUSH IN ON THE RACER FAMILY -- HORRORSTRUCK AS THE WRECKAGE FALLS FROM THE SKY -- FIERY SCRAPS RAIN EVERYWHERE AND SPEED'S EYES GO WIDE IN TERROR -- MOMS SCREAMS BLOODY HELL -- AND POPS GRABS AT HIS CHEST -- THE STABBING PAIN OF A FAILING HEART -- and HE COLLAPSES onto the asphalt as Moms runs toward the distant crash -- hysterical --

PULL BACK as Speed kneels to his fallen father -- in this one moment losing his mind --

SPEED
SOMEONE HELLLLLLLLLLLLLLP!!!!

INT. HOSPITAL ROOM - NIGHT

Pops is UNCONSCIOUS, attached to the INFINITE MACHINES, looks like death. Moms sits beside him, looks worse. Speed stands beside her, a man shattered. Finally, after a long, quiet moment:

SPEED
(whispered)
... Moms... we should go...

Moms just shakes her head -- barely at all, but enough. A beat. Speed nods... doesn't move...

DISSOLVE TO:

EXT. FIELD - NIGHT

The site of the crash. POLICE and INVESTIGATORS, a crowd of ONLOOKERS and REPORTERS. SPOT LIGHTS. Speed arrives, walks under the police tape. An INVESTIGATOR stops him.

INVESTIGATOR #1
Sorry, son, you can't--

Speed GRABS the Investigator, INSANE:

SPEED
MY BROTHER WAS ON THIS PLANE.

Another passing INVESTIGATOR intervenes:

INVESTIGATOR #2
Bryan, he's okay.

Speed is allowed onto the field. He wanders through the gruesome mess... in tears... and he stops, overwhelmed. Drops to his knees and SOBS. And when he finally looks up, he sees something... something curious... and he picks up the MACH 5'S RADIATOR CAP.

Which is missing Trixie's engraving.

Speed looks off... confused... concerned... exhausted...

INT. SPEED'S HOTEL ROOM - NIGHT

Speed, ruined, enters the dark, enormous hotel room... once a place of such joy. He sets the radiator cap onto dresser... lost in thought... on the verge of tears again...

TATIANA (OS)
Speed.

Speed whips around -- Tatiana lies on the bed, wearing an open silk robe. Speed is too weak to fight her. He just sighs... shakes his head.

SPEED
Please just leave me alone.

Tatiana stands, a cat-like sexiness... she moves to her prey... touches his chest...

TATIANA
I came... because I heard...

SPEED
I know... you're one of them...
I know you're one of the bad guys...

TATIANA
Speed, the only thing bad about me is how much I want you. How much I want to soothe you...

SPEED
Could you try leaving me alone?

Tatiana REMOVES the slinky robe, revealing mind-blowingly sexy LINGERIE. Speed can't help but look her over. She takes his hand and gently leads him to the bed. She sits him down. She leans forward... kisses him softly. He doesn't return anything...

SPEED
(to himself)
If I'd just... if I'd just listened to him... to Pops... and Rex... if I'd listened to them... and given it up...

Tatiana pushes Speed back -- begins kissing his neck, moving her hands along his chest... and downward...

SPEED
... there wouldn't have been an accident... Spridle and Chim Chim... wouldn't have... died...

She starts to undo Speed's BELT...

SPEED
... Pops wouldn't be in the hospital... God... God, I was so selfish... this was my fault...

He half-cries, as Tatiana is now on top of him, grinding and feeling his body and somehow she <u>is</u> a tonic, in this moment of devastation and she kisses him -- and he begins to kiss her back --

TATIANA
Yes... kiss me... <u>kiss</u> me... please... <u>kiss</u>...

And suddenly Speed grabs her hair and FLIPS HER OVER -- she YELPS as he holds her down -- suddenly alive and full of terrifying energy -- <u>she's afraid, eyes wide</u> --

SPEED
(to himself, intense)
<u>Kiss</u>...

He pushes himself up -- grabs the radiator cap and leaves Tatiana alone --

TATIANA
... <u>damn</u>!

EXT. ALLEYWAY - NIGHT

A PAY PHONE in a dark London alley -- Speed DIALS -- then a RING -- and a CLICK -- someone has answered.

SPEED
Seven-one... seventy-X-Ray.

An uncertain silence -- then --

FEMALE VOICE (VO)
(filtered)
Please hold.

Another -- a STRANGE, WARBLED RINGING -- then ANOTHER RINGING -- and ANOTHER -- this call is being patched across the world and back again -- and then -- finally --

RACER-X (VO)
Speed... my God, how's Pops?

SPEED
Meet me at the garage in half an hour.

RACER-X (VO)
I'll be there.

Speed hangs up -- mind racing --

INSERT - BLACK-AND-WHITE RACING FILM

Of Rex's crash -- moments before the Mach 4 loses control --

INT. GARAGE - NIGHT

The raceway garage -- much of the Racers' belongings still here, including tools, books, and the projector. Speed shows Racer-X the film -- the only light in here. Suddenly Speed stops the projector. Racer-X is in FULL GUISE.

SPEED
Okay. Watch this: the boat.
Watch the boat.

Speed rolls the film again -- and we notice -- for the first time -- among the BOATS in the water is the "DEEP KISS".

RACER-X
The Deep Kiss...

SPEED
There's a loading bay under the bridge -- for cars -- I've been there.

Speed holds out the Mach 5's RADIATOR CAP.

SPEED
You see this? I found this at the crash site. It was on the Mach 5. Only this isn't the cap from the Mach 5 -- my radiator cap was engraved by Trixie. And there were no other cars on that flight.

Racer-X is figuring this out as Speed explains it --

RACER-X
They switched your car --?

SPEED
I think they switched both our cars. Rex... you didn't just take a fall, lose a race... you gave them the Mach 4.

Racer-X looks at the film as it rolls -- shots of a CRANE RECOVERING THE DESTROYED CAR.

RACER-X
But it was recovered...

SPEED
What they recovered was a mock-Mach 4. You swam away -- they reeled in your car and dumped a crashed replica! If you hadn't swam away, they would've killed you.

RACER-X
Sir Roger Humphreys... Pops' old rival...

SPEED
... stole our cars!

RACER-X
He's already under investigation -- Humphreys always claimed to have made his fortune in diamonds -- except the cartels have never heard of him. The Oppenhiemers don't have a damn clue -- he's getting rich somehow... and satellite surveillance tracked him to Creutzfeldt Motors--

SPEED
In Bavaria.

RACER-X
... in Bavaria.
(comprehending)
Holy shit... Speed, you might've just found True Love.

EXT. HIGHWAY - NIGHT

The BLIZZARD-9 BLASTS along the speed limitless highway -- faster than any other car --

EXT. FARM HOUSE - NIGHT

A farm house, in the middle of deserted fields -- the BLIZZARD-9 hurries to a sudden, DUSTY STOP.

INT. BLIZZARD-9 - NIGHT

Speed looks to Racer-X, confused.

SPEED
What's this?

RACER-X
It's our flight to Bavaria.

Racer-X hits half a dozen buttons on the dash -- AND THE WALLS OF THE FARM HOUSE FOLD OUTWARD, REVEALING "OBSCURITY" -- THE ALPHABET'S SCARY-SLEEK BLIZZARD-9 TRANSPORT PLANE. THE PROPS START UP -- THE BLIZZARD-9 DRIVES UP THE CARGO RAMP, INTO THE PLANE, which taxis down a field and TAKES OFF...

INT. SPARKY'S HOTEL ROOM - NIGHT

Sparky is asleep -- his PHONE RINGS. He answers, groggy --

SPARKY
Mom?

SPEED (VO)
Sparky. It's me. I need you to go to the garage. Stay there.

SPARKY
Speed--?

But he's already hung up --

INT. OBSCURITY CARGO PLANE - NIGHT

Speed closes the MINIATURE WIRELESS PHONE. He and Racer-X sit in the car on the plane. Racer-X pulls out a BLACK CASE from UNDER HIS SEAT. Opens it -- it's filled with MINIATURE GADGETRY. Racer-X checks a METAL CONTAINER --

SPEED
What's that?

RACER-X
Anaerometer. Aircraft incendiary. Causes a pretty serious explosion at fifteen-hundred feet above take-off level. If we're right, they probably used something like this on your plane...

Racer-X removes a number of other tools of the trade.

SPEED
What about... that stuff?

RACER-X
This is a Thermit Well, this is a Limpet, this is a lock-pick knife -- and this is a Firefly -- a gas tank explosive.

Speed watches as Racer-X insures he's got everything he'll need -- then Racer-X replaces the case under his seat --

SPEED
Rex... whatever happens... you've got to come home. Especially now. I don't know if Pops'll make it without you.

Racer-X looks at Speed for a long moment... then whips out his COMMUNICATOR --

RACER-X
(into communicator)
ETA.

Then the response -- with a DRONE clearly from the COCKPIT:

PILOT (VO)
(filtered)
Zero-two-hundred-hours-fifteen.

EXT. OBSCURITY CARGO PLANE - NIGHT

The plane BANKS into the night sky...

INT. HOSPITAL ROOM - NIGHT

Pops gently awakens. He looks over at Moms, who is still awake. Their eyes lock. Moms can't hide her tears. Tears fill his eyes too... and at a faint whisper...

POPS
... I'm sorry...

Moms hugs her husband, sobbing...

EXT. BAVARIAN ALPS - NIGHT

VARIOUS SHOTS of the GLORIOUS MOUNTAINS -- all new terrain --

EXT. AIRSTRIP - NIGHT

An airstrip in the middle of nowhere -- the Obscurity comes in for a landing -- as it RACES DOWN THE RUNWAY THE CARGO DOOR OPENS -- THE BLIZZARD-9 ROLLS OFF <u>BACKWARDS</u> THEN <u>SCREECHES A 180 AS THE PLANE TAKES OFF AGAIN</u> -- THE BLIZZARD-9 SPEEDS AWAY FROM THE AIRSTRIP --

EXT. CREUTZFELDT MOTORS FACTORY - NIGHT

From a great distance, the smoke-belching FACTORY nestled in the mountains. We MOVE DOWN as the BLIZZARD-9 SCREECHES to a stop just in front of us. Racer-X produces Alphabet-issue BINOCULARS.

RACER-X'S POV

THROUGH THE BINOCULARS -- the factory's main entrance -- a cathedral-like edifice with multiple GATES and WALLS and ARMED GUARDS -- and a CREUTZFELDT HELICOPTER. Now there's a BEEPING --

BACK TO SCENE

Racer-X lowers the binoculars -- FLIPS UP the BEEPING GREEN RADAR SCREEN on his dash -- and there's a MOVING BLIP -- Racer-X uses TWO CLICKING KNOBS to change the magnification -- gets a reading -- checks the binoculars in another direction --

RACER-X'S POV

Miles away on another deserted mountain -- a truck drives -- a CREUTZFELDT MOTORS truck.

BACK TO SCENE

RACER-X
Hello.

THE CREUTZFELDT MOTORS TRUCK - MOMENTS LATER

The truck drives along the curvy mountain road -- SWISH PAN half a mile away, and now the BLIZZARD-9 is trailing it.

SPEED

Watches the truck through binoculars as Racer-X drives.

SPEED
So we'll ambush the truck, tranquilize the driver, then drive into the factory.

RACER-X
Unless something comes up.

THE CREUTZFELDT MOTORS TRUCK

Enters a TUNNEL.

THE BLIZZARD-9

Follows, entering the tunnel moments later --

-- and when it EXITS the tunnel, it's a straight-away-- AND THE CREUTZFELDT MOTORS TRUCK IS GONE. Speed checks the binoculars. Racer-X stops his car. They're both confounded.

RACER-X
Something's come up.

SPEED
Where'd it go?!

A beat -- Speed and Racer-X look at each other -- and then BEHIND THEM -- BACK INTO THE TUNNEL.

INT. TUNNEL - NIGHT

The empty tunnel. Racer-X and Speed examine the seemingly SOLID ROCK walls, looking for the secret door.

RACER-X
Look for discolored rocks...
hinges... handles...

But Speed turns away from the walls -- and looks at the ROAD. Speed kneels at the PAINTED YELLOW STRIPES in the middle of the road -- as Racer-X continues to examine the walls. Speed has noticed something -- he touches one of the yellow stripes -- AND PULLS IT BACK -- it is in fact a RUBBER COVERING which reveals a small METAL PANEL --

SPEED
Rex--

Racer-X sees what Speed's found -- he moves to him. Speed has SLID BACK the panel -- REVEALING A RED LEVER. Speed looks at Racer-X cautiously.

RACER-X
What do you want, permission?

Speed PULLS the lever -- and the ROAD -- RIGHT IN FRONT OF THEM -- LOWERS -- AND CREATES A RAMP leading DOWNWARD. The brothers share a look.

SPEED
Is there a plan?

RACER-X
Yeah, you follow me is the plan.

Racer-X heads down the ramp -- Speed follows...

INT. UNDERGROUND TUNNELS - NIGHT

Like a giant MINING SHAFT faintly illuminated overhead -- Speed and Racer-X sneak down this FRIGHTENINGLY CURVY UNDERGROUND TUNNEL. A bizarre, scary place.

They hear ECHOED, distant GERMAN being spoken. They approach a corner -- Racer-X stops Speed, takes a peek first. But Speed is right behind him, looking --

SPEED'S POV

It's an enormous LOADING DOCK where WORKERS unload CRATES from the truck into what seems like an ENDLESS UNDERGROUND warehouse.

BACK TO SCENE

Racer-X pulls out a SMALL TUBE -- puts it in his mouth, AIMS and BLOWS --

A WORKER

Grabs his neck and INSTANTLY COLLAPSES -- the other WORKERS move to him, concerned -- lots of GERMAN MUMBLING as --

RACER-X AND SPEED

Run across the delivery bay -- take cover behind the truck -- then run up and into the --

WAREHOUSE

A UNIMAGINABLY-LARGE ROOM filled with the MOST BIZARRE-LOOKING CREATIONS on all the shelves -- MOTORS and TUBES and SPRINGS and WHEELS and FANS and BELTS and AXELS and Racer-X and Speed RUN LOW -- finally stopping -- squatting -- at the end of a long row.

SPEED
(whispered)
What is this place?

Racer-X reaches into a nearby BOX and pulls out a number of DUSTY NOTEBOOKS -- flips through one -- it's filled with detailed HANDWRITTEN CALCULATIONS and GRAPHS.

RACER-X
Looks at this... direct-current circuits... hydrodynamic coupling... spark ignition engines...

Racer-X checks the notebook cover --

RACER-X
Horst Berger. He was an engineer for Porsche -- he was killed in a train... accident...
(looks around, realizes)
All their stolen car technology. This whole warehouse... is evidence.

Suddenly a HELMETED GUARD appears -- MACHINE GUN DRAWN -- he speaks FIRMLY in German -- Racer-X and Speed raise their hands as the Guard talks into his walkie-talkie--

GUARD
Pass auf--!

But with blinding skill, Racer-X KICKS away the gun, SLAMS the Guard in the face, FLIPS him over and POUNDS the Guard's head into the floor. He's out. Racer-X takes the walkie-talkie and finishes the transmission, telling them "all's well":

RACER-X
Alles in ordnung. Ich habe ein fehler gemacht -- tut mir leid.

Speed is visibly impressed.

RACER-X
I can also break an egg with one hand.

Racer-X tosses Speed the machine gun -- they check the coast -- then run off -- across the floor to a doorway. They stop, check the hall, then head into--

A CORRIDOR

Where they sneak down the hall, they stop at a WINDOWED WORKROOM -- Racer-X turns to Speed -- quietly:

RACER-X
What do you mean <u>destroyed</u>? Moms and Pops.

SPEED
I mean they miss you. Don't you miss them?

RACER-X
Of <u>course</u>. You think I don't keep tabs? I was at your graduation.

SPEED
(smiles)
... you were? Hey, that girl who gave the speech, that's my girlfriend.

RACER-X
(peeks into WINDOWED WORKROOM)
Yeah, she's cute...

SPEED
She's great. You know she flies helico--

RACER-X
Speed. Later.

SPEED
Oh, okay.

Speed looks inside the WORKROOM at the six WORKERS who operate a complicated-looking CAMERA MACHINE.

RACER-X
(whispers)
That's a microfilm printer. They're awfully busy for this time of night...

Speed sees something --

SPEED
Rex!

Racer-X SPINS AROUND AND WHIPLASHES A SHURIKEN -- A THROWING STAR -- ACROSS THE LENGTH OF THE CORRIDOR into the helmet OF AN ARMED GUARD -- the HELMET SHATTERS -- the STAR EMBEDDED IN THE GUARD'S SKULL -- he CRUMPLES.

Racer-X and Speed hurry over and drag the GUARD into the nearest office --

INT. DECODING ROOM - NIGHT

It's the room we've seen before -- Speed and Racer-X drop the guard and look around --

RACER-X
Standard-issue decipherers.

Racer-X moves to the MICROFILM READER and SCANS through the current roll -- a BLUR OF IMAGES on the screen -- and then Racer-X seems to find something when the DOOR OPENS -- a WORKER enters -- Speed suddenly TWIRL-KICKS the guy against the wall -- FIST-ELBOWS and then RABBIT-PUNCHES him -- the WORKER hits the floor. Now it's Racer-X who's impressed.

SPEED
You can get the next guy.

RACER-X
So...? Look familiar?

Speed looks at the READER SCREEN -- and GERMAN CONSTRUCTION PLANS OF THE MACH 5.

SPEED
Pops' plans--

RACER-X
No. They made 'em themselves, they're in German. They just copied 'em from the car.

SPEED
So it is here.

RACER-X
Let's go find out.

INT. STAIRWELL - NIGHT

Speed and Racer-X glide up a DEEP STAIRWELL -- both brandish machine guns -- the SOUNDS OF THE FACTORY INCREASING --

SPEED
I know Spridle's here.

RACER-X
You can feel his presence?

SPEED
No, I can smell Chim Chim.

A door OPENS -- Speed and Racer-X hide behind the door as two HELMETED GUARDS enter, BRANDISHING HAND GUNS -- Speed and Racer-X attack -- one GUARD DROPS HIS GUN -- Speed attacks him -- the other AIMS HIS GUN AT RACER-X, but Racer-X KICKS IT AWAY --

Speed is SLAMMED IN THE FACE by the other -- Speed wields his machine gun -- but the GUARD rips it away from him and uses the butt of the gun to UPPER CUT Speed -- the GUARD aims the weapon but Speed charges at him -- they TUMBLE to the floor -- the machine gun SLIPS across the floor and falls down the FORTY-STORY stairwell.

Racer-X is also matched as he and his GUARD exchange powerful BLOWS -- KICKS -- PAINFUL HOLDS --

But Speed is suffering more -- this GUARD is dangerous and MARTIAL ARTS-WHIPS Speed into DOUBLEVISION -- but he fights back as hard as he can as

Racer-X gets his GUARD to the floor -- in a STRANGLEHOLD --

Speed is FLIPPED to the floor -- the GUARD HEADBUTTS SPEED WITH HIS HELMET then WHIPS OUT A KNIFE -- Speed wrestles with him -- but the GUARD CUTS SPEED'S ARM -- Speed SCREAMS and the pain INFUSES HIM and he FLIPS THE GUARD OVER -- PUNCHES him in the gut -- the GUARD drops the knife but then flips Speed over -- and suddenly Speed's HANGING ON THE RAIL -- forty stories of death below him -- his arm bleeding --

RACER-X

SPEED!

-- but if Racer-X gives up his fight they're both out --

Speed holds tight as the GUARD tries to pry back Speed's fingers -- AND HE DOES -- but Speed grabs onto the GUARD'S sleeve -- and pulls the GUARD INTO THE RAILING -- Speed climbs up the GUARD'S sleeve, onto the platform -- the fight continues --

Racer-X is KICKED to the floor -- his GUARD PULLS A KNIFE and charges at him -- Racer-X deflects the blade and POUNDS the GUARD in the gut -- BONE-SHATTERING PUNCHES --

Now Speed is in a deadly CHOKE HOLD -- TURNING RED -- almost out of the game -- when finally he ELBOWS the GUARD -- gets HIM in a CHOKE HOLD -- he PULLS and PULLS and PULLS and PULLS and KA-RACK! The Guard goes limp -- and when he falls, Speed is still holding his helmet! He looks down --

-- the GUARD was TATIANA.

By now Racer-X's GUARD lies motionless, the KNIFE sticking out of him. Racer-X, exhausted, sees Speed -- kneeling, shocked, over Tatiana's body. A horrible moment.

RACER-X

She would've killed you, Speed.

Speed can only shake his head... the horror...

Racer-X RIPS CLOTHES off the other GUARD -- wraps Speed's CUT ARM. Then Racer-X stands above his younger brother -- offers a hand. But Speed can't look away from the girl... he can't...

SPEED

Rex...

RACER-X
Goddamn it, this isn't about fairness or happy endings. It's every man for himself. It's what I warned you about.
(beat)
This is the world, Speed. It was either you, or her.

After a long moment, Speed finally reaches for his brother's hand.

INT. DECODING ROOM - NIGHT

The SMALL MAN we saw deciphering enters the room and sees the TWO FALLEN BODIES -- he PANICS, starts SCREAMING in GERMAN --

INT. OFFICE - NIGHT

An enormous, sleek, dark, brooding, elaborate, expensive, intimidating, frightening, plushly-carpeted office. FROM BEHIND, we see a MAN behind the desk, writing. A GUARD enters. Speaks GERMAN -- we see SUBTITLES:

GUARD
Mr. Chairman. We have visitors.

We MOVE AROUND and SEE FOR THE FIRST TIME that the man behind the desk is, indeed, Humphreys. He too speaks IMPECCABLE GERMAN:

HUMPHREYS
Have Wilhelm remove them.

GUARD
Yessir.

HUMPHREYS
And find me Tatiana.

GUARD
(uncomfortably)
She's... she's been killed, Mr. Chairman.

We watch the terror of Humphreys' growing FURY -- his face becomes RED -- veins in his forehead POUND -- his eyes go BLOODSHOT and TEARY and when he SLAMS HIS FIST ON THE DESK WE SMASH CUT TO --

INT. GARAGE CORRIDOR - NIGHT

Speed and Racer-X steal down a corridor -- a GUNNING ENGINE GETS LOUDER -- they pass open doors leading to garages -- one containing a MERCEDES W154 -- another a FERRARI TESTEROSA -- another a MASERATI 250F -- another an ASTON-MARTIN DB3S -- and then...

-- A GARAGE CONTAINING THE MACH 5.

Six ENGINEERS pour over the car, which is on a ROLLER -- the engine at 50,000 RPMs -- Speed and Racer-X BURST IN wielding weapons. Racer-X YELLS in GERMAN -- the ENGINEERS raise their hands, file together -- Speed runs to the trunk -- opens it -- IT'S EMPTY.

SPEED
NO! They're not here!

RACER-X
Then we find them and get the hell out of here!

Racer-X turns to the ENGINEERS -- yells at them in GERMAN -- asking after Spridle -- as Speed jumps into the Mach 5 -- opens the COMPARTMENT between the seats -- reveals a typewriter-like keyboard -- he TYPES A MESSAGE -- Racer-X turns to him:

RACER-X
What are you doing?

SPEED
Sending back a homing pigeon--
in case we don't get out of here
they'll know where we are--

Speed rips the PAPER from the "typewriter", rolls it and sticks it into a TUBE which he inserts into a PRESSURIZED PIPE which SUCKS IT into the back of the car --

RACER-X
Speed, that thing won't work from down here!

SPEED
Sure it will! Pops built it!

Speed hits the "G" BUTTON on the STEERING WHEEL and from the back of the car an 18" LONG ROCKET SHOOTS OUT AND LOUDLY RICOCHETS THROUGHOUT THE ROOM -- the ENGINEERS DUCK at the dangerous pyrotechnics -- the rocket finally FINDS THE DOOR

and BLASTS OUT OF THE ROOM, leaving a trail of smoke behind it --

RACER-X
Well that was subtle! Come on!

Speed follows Racer-X out of the garage --

INT. CORRIDOR - NIGHT

Wilhelm walks in the middle of a group of GUARDS. He's dressed in his typical suit, smokes a Gitanes -- suddenly the INCREASING SOUND OF A ROCKET -- they all DUCK when the HOMING PIGEON RIPS AROUND A CORNER, BANKS OFF THE WALL AND BLASTS INCHES OVER THEIR HEADS as it disappears up the STAIRWELL, RICOCHETING EVERYWHERE --

INT. ANOTHER CORRIDOR - NIGHT

Speed and Racer-X run down another hallway, checking every door -- just then -- at one end of the hall, AN IRON-BAR GATE DESCENDS -- then a GATE FALLS at the other end. They're trapped. The LIGHTS GO OUT. Just BLACKNESS.

SPEED (VO)
So now what?

RACER-X (VO)
Now we regret coming here.

Suddenly LIGHTS GO ON -- but above -- Speed and Racer-X are being watched from a "viewing theater" area. Wilhelm and the ARMED GUARDS look down upon them.

WILHELM
(pleasantly)
Hello! Thank you to coming!
Sorry you... can not stay.

RACER-X
For coming. Thank you for coming.

WILHELM
You are in... no position... for joke, Mr Racer-X.

RACER-X
It's no joke. It really is "Thank you for coming", I swear to God.

(MORE)

RACER-X (CONT'D)
(rattles off phrases in German)
See? I can speak your language just fine.

WILHELM
Then you might understand this:
(speaks a phrase in GERMAN)

SPEED
What did he say?

RACER-X
Oh, he said that we're dead.

Suddenly SIR ROGER HUMPHREYS appears in the "viewing theater". He looks down on Speed and Racer-X hatefully.

HUMPHREYS
Speed Racer. So sad. The tragedy that is your family's life.
(beat)
First, your father loses his oldest son because the car he built... simply failed. Then he loses his youngest son for the same reason... boom. And finally, he loses his middle son... because his middle son was nosy... and stupid. It's like some... horribly predictable Greek drama.
(beat)
And Racer-X... you gave us quite a chase the other night. I assume you're Alphabet. Am I right? Yes, I thought so.

Speed and Racer-X share a look. Humphreys turns grim, talks to Wilhelm in GERMAN. Speed whispers to Racer-X:

SPEED
What's he saying?

RACER-S
He's saying... be inventive... kill them creatively...

HUMPHREYS
And now, just before I execute you, let me tell you my master plan!
(dramatic beat, then he laughs)
Wouldn't that be stupid? If I actually did that?

SMASH CUT TO:

THE HOMING PIGEON

A CRAZY, POWERFUL ROCKET, searching for the exit from this underground bunker -- it RICOCHETS OFF the ROCK WALLS as it heads up the path Speed and Racer-X descended --

EXT. BAVARIAN ALPS - PRE-DAWN

The sky is a pinkish-blue -- THE MUFFLED SOUNDS OF THE ROCKET suddenly BREAK FREE -- SHWOOOOF! -- as the HOMING PIGEON BLASTS THROUGH A CRACK in the rock and HEADS FOR ENGLAND --

EXT. BLIZZARD-9 - DAWN

Speed and Racer-X sit in the car -- but the mountain in the background is VERTICAL instead of HORIZONTAL -- and then the CAMERA ROTATES so the mountains normalize -- this is when we realize that Speed and Racer-X are TIED TO THE CAR'S SEATS -- and the car is HANGING BY A ROPE ON A SHEER, SEEMINGLY ENDLESS CLIFF. Near the ROPE, attached to the mountain, is a GIANT ANTIQUE MAGNIFYING GLASS. The rope CRRRRRREARS as the car shifts...

Nearby flat-rocks create a PERFECT STAGE upon which Humphreys stands, with a number of GUARDS.

The SUN JUST PEARS over the distant MOUNTAINS --

HUMPHREYS
What a beautiful day for the Bavarian Grand Prix! Think -- as the sun rises, racers from all over the world are preparing for that most prestigious competition. However, for you, the rays of the rising sun shall burn through this rope... and you will experience quite a different race:
(MORE)

HUMPHREYS (CONT'D)
one to the bottom of this rather substantial mountain. And it's a race I believe you shall win. Tied for first place. Get it? Tied?

SPEED
How long have you been stealing my father's inventions?

RACER-X
Speed--

HUMPHREYS
(laughs)
He's too trusting! That fat man. His garage door was always open to me. So I took advantage of the opportunity. Kill me.

SPEED
You must be a very sad man.

Strangely, Humphreys' smile fades...

HUMPHREYS
Well, I must admit... having millions and millions of dollars doesn't make you happy.
(beat)
But I'm optimistic that having billions will. With recently acquired information -- including that of your precious Mach 5 -- I have secured perhaps the most elaborate and lucrative deal in the history of the world!

RACER-X
So who are you selling to?

HUMPHREYS
Please, Mr. X. Some things are confidential.

RACER-X
I'm about to die here, Humphreys. What could it possibly matter?
(MORE)

RACER-X (CONT'D)
Unless you're afraid we're gonna get outta here. In which case, don't tell us.

HUMPHREYS
I see...

RACER-X
No, don't tell us, I don't want to know--

HUMPHREYS
I'll tell you--

RACER-X
NO! I DON'T WANT TO HEAR IT!
NO, FORGET IT!

HUMPHREYS
The Soviet Union.

Racer-X and Speed look at him, in shock.

HUMPHREYS
How ironic that Pops Racer, all-American dad has been designing Communist passenger vehicles!

SPEED
No...!

And then, OFF-CAMERA, Wilhelm calls to Humphreys in GERMAN. Humphreys calls him over.

HUMPHREYS
And what better way to deliver the automobile plans? Than through a race itself?

Wilhelm arrives -- wearing a BLACK AND ORANGE RACER'S JUMPSUIT.

HUMPHREYS
When Wilhelm hits the finish line -- in the neutral principality of Brushka -- he will, in a simple handshake, present our contact with everything we've ever learned. We will have won the race... in so many ways.

Humphreys and Wilhelm have a quick conversation in GERMAN. Speed and Racer-X share a look.

WILHELM
Die good, my fellow racers!

And Wilhelm hurries off.

HUMPHREYS
Mr. Racer! Mr. X! Now all that's left is for me to think of a clever pun... ah! Here's two: thank you for dropping by and hanging around. That wasn't bad, was it? So long. Forever.

And Humphreys hurries off -- the GUARDS follow him.

Now Speed and Racer-X are alone, hanging in the BLIZZARD-9. The Sun is rising -- the MAGNIFYING GLASS concentrating the rays in a POINT OF LIGHT on the thick ROPE.

Racer-X looks at Speed, jokingly casual:

RACER-X
So what else is going on?

Off Speed's expression we SMASH CUT TO:

THE HOMING PIGEON - MORNING

As it RIPS ACROSS The WATER and SPEEDS ALONG -- NOW RACING OVER THE WHITE CLIFFS OF DOVER -- OVER COUNTRYSIDE --

INT. GARAGE - MORNING

Sparky sits in the mostly empty garage, reading "Rolling Stone" magazine. He sighs. SMASH CUT TO:

THE HOMING PIGEON

As it BLURS ACROSS THE CITY OF LONDON --

INT GARAGE - MORNING

Sparky turns a page in the magazine -- and then -- a distant WOOOOOOOOOSH -- that gets LOUDER -- and suddenly he looks up as the HOMING PIGEON BULLETS TOWARD THE GARAGE -- SPARKY DUCKS AS THE THING RIPS IN HERE AND SMASHES INTO THE WORKBENCH, SHATTERING MOST EVERYTHING HERE.

When all has settled, Sparky looks up from the ground, terrified.

EXT. BLIZZARD-9 - MORNING

The SUN CONCENTRATED on the ROPE. Speed and Racer-X struggle to free themselves from the ties -- the car and rope CREAK -- some ROCKS fall into the abyss --

SPEED
I don't get it -- how are they going to deliver all the stuff they've stolen?

RACER-X
Microfilm -- that's why they were working so hard at the printer -- Wilhelm's just gonna hand over a palm-sized roll of microfilm!

SPEED
Are your hands free?

RACER-X
Not yet --

And the ROPE begins to BURN and SMOKE -- the car CREAKS --

EXT. BAVARIAN GRAND PRIX - MORNING

VARIOUS SHOTS of the starting grid early-morning preparations for the race. The biggest race we've seen so far.

WILHELM shows up in his BLACK AND ORANGE CAR -- THE VERTIGO-13.

INT. HOSPITAL ROOM - DAY

Pops lies in bed, looking off. Moms is on the telephone. She hangs up, concerned. They are both lifeless.

MOMS
The hotel said Speed left late last night.

POPS
Maybe he went to see Trixie.

Moms considers... nods... then picks up the phone again.

EXT. BLIZZARD-9 - DAY

The rope is HALF-BURNED AWAY. Speed and Racer-X still struggle to free themselves. Perhaps less than a minute left.

RACER-X
Hey, I never thanked you. For dedicating that race to me.

SPEED
Oh yeah...

RACER-X
I think that was the first time the driver who came in second dedicated his prize to the guy that kicked his ass.

SPEED
Hey, if that Ferrari hadn't clipped me--

RACER-X
Yeah, right-- well you can't say they're not good at tying knots.

SPEED
I know, I can't loosen mine at all!
(looks back at the rope)
Rex, we don't have much time!

RACER-X
Is that a fact?

SPEED
Aren't you scared at all?!

RACER-X
<u>YEAH, I'M SCARED! BUT I'M A TRAINED SPY! WE KEEP THAT SHIT TO OURSELVES!</u>

<u>Suddenly Racer-X rips his right hand out of the binding.</u>

RACER-X
See that?

He frees his other hand, then pulls the BLACK CASE from under his seat. Takes out a KNIFE -- uses it on Speed's ties --

But then the car SHUDDERS -- DROPS A FOOT -- the ROPE IS UNRAVELING!

SPEED
REX!

RACER-X
I almost have it --

The car DROPS AGAIN -- Racer-X CUTS SPEED'S ROPES AWAY -- Speed is free -- they begin to climb up the rear of the car when the car DROPS ANOTHER FOOT -- Speed and Racer-X FALL BACK -- RACER-X grabs the WINDSHIELD with one hand and SPEED'S SHIRT with another --

RACER-X IS THE ONLY THING KEEPING SPEED FROM FALLING TO HIS DEATH --

-- AND THE ROPE IS BREAKING -- RACER-X IS VISIBLY AFRAID FOR THE FIRST TIME --

SPEED
Rex...!

RACER-X
Yeah, this is bad.

THE CAR DROPS AGAIN -- RACER-X AND SPEED ARE ROCKED -- RACER-X CAN BARELY HOLD ON -- THE CAR IS LITERALLY HANGING BY THREADS -- CRRRRRREAKING and ROCKS FALL and --

SPEED
WHAT DO WE DO?!

RACER-X
Speed, I don't know...

And suddenly -- SECONDS BEFORE THE BLIZZARD-9 BECOMES A FALLING STAR -- THERE'S A WHIP-WHIP-WHIP-WHIP AND FROM OVER THE CLOSEST PEAK, A KAMAN H-43 TWIN-ROTORED HELICOPTER RISES INTO VIEW.

Speed looks up, shocked -- and SEES TRIXIE AS THE PILOT -- SPARKY sitting beside her!

The HELICOPTER races to them -- and Trixie LOWERS a RESCUE RING -- JUST AS THE BURNING SUN BREAKS THE ROPE AND THE BLIZZARD-9 PLUMMETS -- SPEED GRABS THE RING -- AND AS THE CAR DROPS AWAY RACER-X GRABS THE BLACK CASE FROM INSIDE THE CAR!

Trixie SCREAMS as she shakily maneuvers the chopper --

NOW SPEED HOLDS RACER-X FROM DEATH as the BLIZZARD-9 FALLS AND FALLS AND FALLS -- finally CRASHING INTO THE ROCKS BELOW WITH A THUNDEROUS EXPLOSION --

Speed struggles to keep his tenuous grip on his brother as Trixie operates the yoke and SLAMS a LEVER that RAISES THE RING -- Sparky helps pull Speed and Racer-X into the copter!

INT. HELICOPTER - DAY

Speed excitedly sits beside Trixie as Racer-X rips open the BLACK CASE --

SPEED
How'd you know--?!

TRIXIE
Sparky said you were in trouble so I stole this chopper from base!

SPEED
They've got the Mach 5!

TRIXIE
WHO DOES?!

SPEED
Creutzfeldt Motors!

RACER-X
Tell them True Love!

SPEED
They've got Spridle and Chim Chim too! Oh, Trixie, this is Racer-X, Racer-X, Trixie, and this is Sparky. Sparky, Racer-X.

ALL
Hello.

RACER-X
(points)
Drop us at the clearing over this mountain.

TRIXIE
Well I've never actually done this kind of thing before--

THE HELICOPTER

Has to make a PRECARIOUS LANDING amidst TREES and HIGH WINDS -- just across from the entrance to the SECRET-ENTRANCE TUNNEL. Trixie struggles with the aircraft -- but lands it beautifully!

TRIXIE

Turns to Speed --

TRIXIE
Speed, what's going on?!

SPEED
Just go tell the authorities everything I've told you! They've got to stop the Creutzfeldt Motors entry!

TRIXIE
Okay --

SPEED
And Trixie... thank you.

He kisses her. It becomes a serious kiss.

RACER-X
Speed. Speed!

Racer-X pulls Speed away, toward the TUNNEL --

SPEED
Good going, Sparky!

SPARKY
All right, man!

INT. LOADING BAY - DAY

Workers continue working here -- suddenly a GUARD SHOOTS HIS MACHINE GUN --

Speed and Racer-X -- gripping his black case -- have entered the fortress -- they FIRE BACK with their Alphabet weapons -- TWO GUARDS FALL as unarmed WORKERS hit the deck -- Racer-X and Speed run into the warehouse -- TRAILED BY AUTOMATIC GUNFIRE RICOCHETS and --

INT. CORRIDOR - DAY

Speed and Racer-X sprint down the hall -- GUARDS APPEAR AROUND CORNERS -- the brothers HIT THE GROUND and EXCHANGE GUN FIRE -- GUARDS FALL BACK -- now an ALARM SOUNDS --

INT. OFFICE - DAY

Humphreys looks up from his desk as the ALARM SOUNDS -- a GUARD enters -- RAPID GERMAN. Humphreys SLAMS the desk --

HUMPHREYS
NO, GODDAMNIT!

INT. STAIRWELL - DAY

Speed and Racer-X are SHOT AT -- but take cover and RETURN THE FIRE -- GUARDS FALL SCREAMING INTO THE CHASM OF THE STAIRWELL -- and Speed and Racer-X hurry into --

A HALLWAY

Where Speed checks each door, Racer-X covering him. Racer-X SHOOTS a GUARD that appears -- Speed checks four ROOMS before he finds --

SPRIDLE AND CHIM CHIM

Tied to a chair in a BARREN OFFICE.

SPEED
Got 'em!

Speed races to them, unties their ROPES and GAGS --

SPRIDLE
SPEED! THEYTIEDMEUPAND CHIMCHIMTOOANDTHEYSAIDTHEY--

SPEED
SHHH! Follow me and stay quiet!

EXT. BAVARIAN GRAND PRIX - DAY

The CROWD watches excitedly as the CARS REV at the STARTING GRID -- the VERTIGO-13 among them. The GERMAN ANNOUNCER is HEARD -- COUNTING DOWN -- and then --

The CARS BLAST away -- THE BAVARIAN GRAND PRIX HAS BEGUN!

INT. FORTRESS CORRIDOR - DAY

Racer-X, Speed, Spridle and Chim Chim hurry down a hall -- GUARDS APPEAR -- Speed and Racer-X FIRE BACK -- Spridle and Chim Chim SCREAM as Speed and Racer-X run into --

INT. MACH 5 GARAGE - DAY

The large area where the Mach 5 is kept -- Speed rips away the MONITORING WIRES attached to the engine -- he SLAMS the hood closed, opens the trunk:

SPEED
(to Spridle)
Get in!

SPRIDLE
I'm never getting in there again.

SPEED
I SAID MOVE IT!

Spridle and Chim Chim jump into the trunk.

SPEED
(kindly)
This is the safest place to be right now.
(smiles)
I've never been so happy to see you two.

SPRIDLE
Us neither, we--

But Speed SLAMS closed the trunk and jumps into the driver's seat -- he looks up at Racer-X, who has noticed something...

SPEED
Rex? What is it?

Racer-X moves to the WHITE CURTAIN -- pulls it aside...

... AND REVEALS THE MACH 4.

Speed and Racer-X are in shock.

RACER-X
So let's go get Wilhelm!

INT. RAMP - DAY

The Mach 5 and Mach 4 BLAST up the SPIRAL DRIVEWAY RAMP --

INT. CORRIDOR - DAY

Humphreys RUNS down the corridor -- GUARDS at his side -- they turn into the

MACH 5 GARAGE

Which is now empty! Humphreys EXPLODES:

HUMPHREYS
THEY WON'T GET AWAY ALIVE!!!

THE MACH 5 AND MACH 4

Reach the top of the spiral driveway, turning into a large TUNNEL and driving straight past an ENORMOUS GENERATOR -- Racer-X brings the Mach 4 to a SCREECHING HALT -- Speed sees this and stops the Mach 5 -- then throws her into reverse -- just as Racer-X attaches the THERMIT WELL to the GENERATOR and LIGHTS THE FUSE --

RACER-X
DRIVE!

Speed ACCELERATES down the tunnel -- Racer-X quickly follows in the Mach 4 -- and at the end of the tunnel they SCREECH a HARD RIGHT into --

THE CREUTZFELDT MOTORS FACTORY

As they drive, Speed and Racer-X are shocked at this incredible space we've seen before -- filled with FANTASTIC MACHINES and WORKERS who are shocked themselves at the RACE CARS which ROAR through here -- toward the OPEN DELIVERY DOORS at the end of the building --

THE THERMIT WELL

IGNITES -- 5000-DEGREE MOLTEN IRON BEGINS TO POUR INTO THE GENERATOR --

INT./EXT. FACTORY - DAY

GUARDS SHOOT after the Mach 5 and Mach 4 as they SLALOM around frightened WORKERS and MACHINES --

THE GENERATOR

Has been JAMMED by the THERMIT -- and the BUILD-UP ENERGY is ENORMOUS and about to EXPLODE --

THE FACTORY ELEVATOR

OPENS and Humphreys hurries out, surrounded by GUARDS --

THE MACHS 5 AND 4

ROAR out of the factory --

INT. FACTORY - DAY

A GUARD tells Humphreys of the racers' escape -- Humphreys grabs the gun from that GUARD and SHOOTS HIM DEAD.

HUMPHREYS
FIND THEM!!! MOVE!! MOVE!!

He yells in GERMAN -- enraged -- as the LIGHTS MOMENTARILY DIM -- Humphreys looks around -- afraid --

INSERT - THE ANEROMETER

That Racer-X places in the CREUTZFELDT HELICOPTER has "1500 FEET DETONATION" printed on it -- Racer-X triggers it --

EXT. FACTORY - DAY

Racer-X runs from the helicopter and jumps into his Mach 4 and they drive forward -- Speed hits the "C" BUTTON -- the Mach 5's SAW BLADES PROTRACT -- THE BUZZING SAWS CUT THROUGH THE METAL FRONT GATES -- GUARDS SHOOT at them -- Speed closes his BULLETPROOF CANOPY -- BULLETS RICOCHET -- RACER-X SHOOTS BACK --

THE GENERATOR

EXPLODES -- it's a BIG EXPLOSION that triggers a CHAIN REACTION -- and now

MACHINES IN THE FACTORY

Are MALFUNCTIONING -- OVERHEATING -- EXPLODING THEMSELVES.

HUMPHREYS

Runs for the exit as

THE MACH 5 AND MACH 4

RACE OUT OF THE FACTORY GATES and onto the Bavarian roads -- away from this place --

VARIOUS SHOTS

Of the WAREHOUSE -- the GARAGES -- and the FACTORY EXPLODING.

HUMPHREYS

Gets into his HELICOPTER with a PILOT -- Humphreys screams at him as the helicopter TAKES OFF and flies away -- as the entire CREUTZFELDT MOUNTAIN explodes -- actually a series of EXPLOSIONS -- and we watch the MOUNTAIN CAVE IN --

EXT. BAVARIAN GRAND PRIX - DAY

At the STARTING GRID, the crowd CHEERS as the MACH 5 and MACH 4 speed past the starting grid -- HOURS LATE! VARIOUS SHOTS of GERMAN OFFICIALS and REPORTERS taking notes and yelling into phones -- PAN down a row of INTERNATIONAL REPORTERS relaying the same information in their RESPECTIVE LANGUAGES, until we get to the ENGLISH REPORTER:

ENGLISH REPORTER
... and it seems that the Mach 5, thought to have been destroyed, has entered the race two hours late along with what looked like the Racer Team's Mach 4 -- a car destroyed in a crash a decade ago!

THE MACH 5 AND MACH 4

BLAST along the course -- Speed looks over at Racer-X -- they share an intense look -- though they know they're both in this race for the same reason, they <u>are</u> racers. <u>Sibling rivalry played out on the speedway</u>.

THE VERTIGO-13

ROARS along the track miles ahead -- surrounded by OTHER RACE CARS. Wilhelm checks his rearview, SCREECHES around the car in front of him.

RACER-X

Checks his dashboard -- a MOVING MAP appears on his screen --

RACER-X
(on radio)
Speed, follow me!

THE MACH 4

Turns off the main road -- Speed follows in the Mach 5 -- and the two cars CUT THROUGH A DIRT ROAD --

THE CREUTZFELDT HELICOPTER

Banks left as it heads for the Mach 5 and Mach 4 -- Humphreys in a rage --

HUMPHREYS
Where are they?! Where'd they go?!

THE MACH 5 AND MACH 4

Race through the narrow forest passageway --

RACER-X (VO)
(filtered)
We should be able to catch up with the pack ten minutes due west.

SPEED (VO)
I'm right behind you. But not for long.

RACER-X (VO)
We'll see about that.

EXT. POLICE STATION - DAY

Police RUN from the station to their vehicles -- some to POLICE HELICOPTERS --

THE RACE CARS

BLUR past CAMERA -- and after a moment the Mach 4 and Mach 5 FISHTAIL out of the FOREST and continue along with the others.

THE CREUTZFELDT HELICOPTER

SWINGS into view, low, dangerous --

THE MACH 5 AND MACH 4

BLAST side-by-side -- racing with each other as much as they're racing toward Wilhelm --

RACER-X (VO)
(filtered)
Wilhelm should be three turns ahead--

KA-BLOOM! The CREUTZFELDT copter has FIRED at the Mach 4! Racer-X SWERVES to avoid the explosions as the CREUTZFELDT CHOPPER FIRES at the MACH 5 -- HUGE PITS EXPLODE in the road as the Mach 5 and 4 avoid the gun fire from the mean bird overhead -- RAPID FIRE and a dozen NEAR-MISSES --

INT. HOSPITAL WAITING ROOM - DAY

Moms Racer gets coffee from a machine in the hospital waiting room where a TV broadcasts the BAVARIAN GRAND PRIX. A few coma-faced people watch:

ENGLISH ANNOUNCER (VO)
... and remarkably, the late entries of the Mach 5 and what looks like the Mach 4 make this as much of a mystery as it is a race!

PUSH IN on Moms' face as she turns to the TV -- then drops the coffee and RUNS down the hall --

MOMS
POPS! POPS!

SMASH CUT TO:

EXT. BAVARIAN ALPS - DAY

POLICE MOTORCYCLES speed along the curvy roads -- SWISH PAN to the sky, where POLICE CHOPPERS head for the race -- Trixie and Sparky trailing them in her stolen chopper.

THE RACE CARS

BLAST along -- the Mach 5 and Mach 4 still hunted by the CREUTZFELDT HELICOPTER. The Mach 5 almost gets nailed --

SPEED

SWERVES to avoid the explosion --

SPEED
(on radio)
I'll meet up with you!

Speed TURNS OFF THE COURSE --

RACER-X (VO)
Speed! Where are you going?!

HUMPHREYS

Sees the Mach 5 turn --

HUMPHREYS
FOLLOW THE MACH 5!!!

THE MACH 5

Blasts UP THE MOUNTAIN, between trees -- the HELICOPTER on his tail, FIRING at him -- EXPLOSIONS all around the Mach 5 as Speed maneuvers the car --

HUMPHREYS

Grabs the machine gun trigger --

HUMPHREYS
I WANT TO BLOW HIS HEAD OFF MYSELF!
(aims)
Go higher! Higher!

SPEED

Then hits the "B" BUTTON -- his tires EXPAND. Speed watches the CREUTZFELDT chopper as he drives, up and up the bumpy road --

SPRIDLE AND CHIM CHIM

In the BUMPY trunk -- and

THE MACH 5

Reaches the TOP OF THE MOUNTAIN -- and suddenly the CREUTZFELDT HELICOPTER rises RIGHT IN FRONT OF US -- LOOMING AND ARMED -- Speed removes his helmet -- horrified -- his eyes meet Humphreys' -- who aims the machine gun straight at him. Suddenly Speed unbuckles and gets UP ON HIS CAR -- STANDING AKIMBO UPON THE HOOD OF THE MACH 5 -- HIS HELMET UNDER HIS ARM, HIS SCARF FLUTTERING IN THE ROTOR WASH. Is he the bravest racer or the craziest?!

HUMPHREYS

Loses his aim --

HUMPHREYS
SHIT! NO! HIGHER! HIGHER! GO HIGHER YOU FUCKING IDIOT!!!!

The pilot PULLS the yoke --

SPEED

Watches as the helicopter RISES -- just another two feet --

THE ANEROMETER

EXPLODES -- and

THE CREUTZFELDT HELICOPTER

ERUPTS IN A FIERY HOT BLAST -- HUMPHREYS' SCREAMS CAN BE HEARD UNDERNEATH THE ROAR -- and then he's gone --

SPEED

Watches -- horrified -- ecstatic -- then he looks down -- at the bottom of the mountain he can see the RACE CONTINUING, ALONGSIDE AN ENORMOUS LAKE. He jumps into the Mach 5 and drives off --

THE VERTIGO-13

BLASTS along -- when the POLICE COPTERS appear -- ordering him to PULL OVER in GERMAN. But Wilhelm hits buttons on his dash -- and SURFACE-TO-AIR MISSILE LAUNCHERS EXTEND from the TRUNK -- another button and one FIRES -- THE ROCKET SLAMS into one of the helicopters -- REMOVES THE ROTARY BLADE -- THE CHOPPER SIMPLY, STRANGELY, DROPS OUT OF THE SKY AND EXPLODES --

POLICE MOTORCYCLES

Appear from an embankment, PEELING ALONGSIDE THE RACE CARS -- a bizarre sight as they begin to FIRE at WILHELM -- who PULLS A LEVER, RELEASING OIL FROM UNDER THE REAR BUMPER -- THE MACH 4 AND MOTORCYCLE POLICE AND A NUMBER OF RACE CARS LOSE TRACTION --

The Mach 4 comes to a SCARY STOP on the edge of a cliff -- but THREE MOTORCYCLES AND FIVE RACE CARS LAUNCH OFF THE CLIFF TOGETHER -- SCREAMS AND SPINS AND EXPLOSIONS AS THEY LAND --

Wilhelm SLAMS his car into sixth gear and RACES along the lake shore -- SWISH PAN as the MACH 5 ARRIVES from down the mountain. Speed sees that Wilhelm will drive around the lake, UNFOLLOWED.

Speed hits the "D" BUTTON -- the GLASS CANOPY WHIPS CLOSED -- Speed REVS THE ENGINE -- then RIPS ACROSS THE ROAD and DRIVES -- SMASH! -- THROUGH THE RAILING AND OFF THE COAST -- FLYING FOR A MOMENT -- SPLASH! -- HE LANDS IN THE LAKE --

SPEED

Hits the "F" button on the steering wheel -- and

THE MACH 5

Sprouts RUDDERS -- then a REAR PROPELLER SYSTEM -- the car RIPS THROUGH THE WATER like a shark --

SPEED

Experiences this for the first time -- LOVING IT.

SPRIDLE AND CHIM CHIM

In the trunk -- as it leaks -- just a little --

SPRIDLE
Uh-oh.

INT. AIRPORT - DAY

TRAVELERS deplane -- among them MOMS RACER, who quickly pushes an impatient POPS RACER, who sits in a WHEELCHAIR --

POPS
Can't you push any faster?

MOMS
I'm in fifth gear, dear!

SMASH CUT TO:

THE VERTIGO-13

As it RACES along the road -- SWISH PAN as the Mach 5 DRIVES OUT OF THE LAKE just ahead of it -- as Speed's WET CAR surfaces and LOWERS the CANOPY TOP, the VERTIGO-13 drives past him -- Speed takes off after him -- quickly catches up.

The two cars SLAM INTO EACH OTHER repeatedly -- Wilhelm sees Speed and smiles -- RAMMING the Racer car with his own -- and they SCREECH onto a

BRIDGE

That crosses the lake -- they RAM each other again and again -- BAM! BAM! SCREECH! And then CREAK! THE CARS' BUMPERS HAVE LOCKED -- now they drive two cars as one -- and they quickly LOSE CONTROL and BOTH CARS COME TO A SIMULTANEOUS FISHTAIL HALT --

Speed gets out of his car -- as does Wilhelm --

SPEED
Hand over the microfi--

But Wilhelm KICKS SPEED in the head -- back onto the car -- Speed RETURNS the kick -- follows it with a quick RIGHT -- Wilhelm then produces a SPRING COSH -- a SPRING-LOADED BATON -- and SWINGS at Speed -- he misses -- Speed gets in some serious HITS -- but Wilhelm finally STRIKES SPEED -- who FALLS BACK into the VERTIGO-13. Wilhelm comes at him -- hitting him with the COSH -- Speed manages to PUNCH WILHELM in the gut -- and FLIP HIM OVER INTO THE MACH 5.

Speed JUMPS onto Wilhelm -- now fighting in the Mach 5. Wilhelm pushes the COSH against Speed's neck -- begins CHOKING HIM against the driver's seat -- Speed's losing consciousness -- Wilhelm is laughing -- Speed is reaching --

WILHELM
Good-bye...!

Speed is reaching...

WILHELM
... Mr. Racer!

Wilhelm PUSHES HARDER -- as SPEED REACHES THE "D" BUTTON ON THE STEERING WHEEL -- THE BULLETPROOF CANOPY SLAMS SHUT ON WILHELM -- CATCHING HIS HEAD AND CRACKING HIS SKULL! THE CANOPY MOTOR CAN BE HEARD -- STRAINING TO CLOSE --

Speed hits the "D" BUTTON again. The TOP RETRACTS. Wilhelm collapses into the passenger seat, a motionless mess.

SPEED
(sotto, exhausted)
Good-bye.

Just then RACER-X SCREECHES to a stop in the Mach 4. Jumps out --

RACER-X
Speed! Are you okay?

SPEED
Well, you know. Considering.

Racer-X goes through Wilhelm's pockets -- finds the microfilm.

RACER-X
So. We did it.

SPEED
Not yet. Someone's got to win the race.

Racer-X smiles... SMASH CUT TO:

THE MACH 5 AND MACH 4

Racing in the remainder of the Bavarian Grand Prix -- VARIOUS SHOTS of daring, exciting TWO-CAR RACING -- Spridle and Chim Chim strapped into the front seat of the Mach 5 -- finally they pass multi-lingual signs -- "ENTERING BRUSHKA" --

AT THE FINISH LINE

As the Machs 5 and 4 approach -- the CROWD CHEERS -- and there, in the crowd, are POPS and MOMS and Trixie and Sparky -- watching -- anticipating -- incredulous --

POPS
... it is...

MOMS
(cries)
Spridle...?!

THE MACH 5 AND MACH 4

Are TIED as they race at over two-hundred miles-per-hour and just as they BLAST PAST THE FINISH LINE, the Mach 4 drops back a touch --

CAMERA FLASHES and CHEERING as the two MACH's win first and second prize -- Speed jumps out of the car -- hurries with Spridle and Chim Chim to their parents --

SPEED
Well look who I found!

MOMS
SWEETHEART!

And Moms and Pops embrace Spridle -- and Chim Chim. Pops looks up at Speed in disbelief.

SPEED
Long story, Pops.

Then Speed looks over at Racer-X, who still sits in the Mach 4, contemplating --

POPS
The Mach 4...?! Who...? How?

SPEED
I think maybe he'll be able to explain.

Speed watches as Racer-X gets out of the car and moves through the crowd to Pops and Moms. A tense beat. Speed watches closely. Racer-X hands Pops the Mach 4 key.

RACER-X
Here's the key to the Mach 4, sir. Your son was very brave... I just did whatever I could to help.

POPS
(amazed)
Th... thank you... Racer-X...

Speed watches, disappointedly... Racer-X extends his hand to Speed. Speed shakes it... looking at him searchingly.

RACER-X
I'm sure I'll be seeing you again.

SPEED
Yeah... I, uh... I hope so...

Racer-X nods... then turns and walks off. Speed watches him go, sadly, but understandingly.

POPS
Speed...

And then the Racer family is descended upon by the REPORTERS and FANS... the strangeness of the moment finally dies away and becomes celebration as Speed is DOUSED IN CHAMPAGNE.

He laughs -- kisses Trixie -- and is carried upon the shoulders of the massive crowd... Moms and Pops laugh... the happiness of a lifetime...

SLOW DISSOLVE TO:

EXT. FINISH LINE - DUSK

The sun sets -- Speed, Pops, Moms, Spridle, Chim Chim, Trixie and Sparky hang out by the Mach 5 and Mach 4. The commotion has died down... most everyone is gone now.

POPS
I guess now that Humphreys is gone... it's safe for me to show you this.

Pops, still in his wheelchair, pulls out a piece of paper. They're all curious.

POPS
Last few months... I've been doodling... had some pretty big ideas... and now that we'll have some real money...

Pops hands the piece of paper to Speed --

INSERT - PAPER - CLOSEUP

It's a DESIGN SKETCH of the MACH 6.

BACK TO SCENE

Speed smiles at the sketch -- the dreams of the future -- he's about to speak -- about to say "Pops..." when there's another voice that speaks for him:

VOICE (OS)
Pops?

They all turn -- to a silhouetted figure, the setting sun behind him. He walks closer -- IT'S REX, dressed in a simple suit.

Pops and Moms are in a catatonic shock... Rex walks closer... a sad smile on his face. Answers the unasked question:

REX
... yeah... it's me...
(beat)
I've been held. For ten years... I was rescued by Speed... and Racer-X.

Pops and Moms look at Speed -- an awkward beat --

SPEED
(incredulous)
Surprise!

Rex walks up to his mother, who can't move -- and he hugs her -- she then cries, hugs him back, beyond incredulous -- she just can't stop sobbing. Pops stands from his wheelchair and hugs them both --

Then Rex turns to Speed. They share an amazing look.

REX
Hey, little brother.

And Speed and Rex hug. In their hug, Rex whispers:

REX
It's our secret.

Speed smiles -- but even more, he embraces his brother. Rex. And from this intimate, emotional moment, we SMASH CUT TO THE DEAFENING ROAR OF:

EXT. YOKOHAMA GRAND PRIX - DAY

The RACE CARS GUNNING their engines at the STARTING GRID -- waiting for this Japanese race to begin -- Speed sits in the Mach 5 -- REVS his engine -- he looks to his left -- at FIREBALL -- a racer we've seen before. Then Speed looks to his right -- AT RACER-X, who sits at the wheel of his new BLIZZARD-10.

IN THE PIT

The Racer Family waits anxiously...

MOMS
I hope Rex is okay.

POPS
Yeah, he'll be fine. It's just food poisoning.

SPEED

Looks away from Racer-X... straight ahead... intense... then back to the left, at FIREBALL -- WHOSE FACE-PLATE HAS FALLEN OFF, REVEALING HIM TO BE A ROBOT -- THE ROBOT-RACER SCRAMBLES AND REPLACES THE FACE-PLATE as --

Speed -- wide-eyed -- turns to Racer-X, who has witnessed the same thing -- the FAMILIAR THREE-NOTE TRILL THEME MUSIC BEGINS --

JUST THEN THE STARTING SIGNAL GOES TO GREEN and the CARS BLAST FORWARD --

Speed and Racer-X share their knowing look just a beat too long -- they then BLAST OFF -- into the race -- and their greatest adventure yet --

And though we don't want to, we...

FADE OUT.

THE END