

"THE HULK"

by

Michael France

Based on the characters created by
Stan Lee & Jack Kirby

SECOND DRAFT
February 6, 2000

FADE IN:

SOMEONE'S POV - THE DARK SHADES OF A NIGHTMARE SURROUND US

-- the threatening shapes, and monstrous SOUNDS are in a darkened, ordinary apartment, but the decor seems bleak, huge, and distorted by the dream.

Whoever is moving through this place seems very small and is accompanied by fast, childlike breathing -- the gait is wobbly and uncertain, relentlessly MOVING THROUGH the hall, because --

-- somewhere in the darkness is a a woman's cry. The POV moves down a long, threatening corridor -- her cries are more distinct, more desperate, but our view of her is blocked by some dark, towering shape. As the POV reaches her --

The shape turns -- it towers over the POV, and the face is a brutish mask of anger, more monster than man -- and with one savage swat, the POV sails backwards until it hits a wall --

-- but even though our virtual guide vanishes, the POV keeps moving -- it sails out through the eye of

BRUCE BANNER (20S)

who is lying in bed, eyes wide open, breathing quickened. This nightmare is familiar -- but no matter how many times it happens, he still has to struggle to return to reality. This morning he has help. Someone reaches over -- someone who's worried about him. This is BETTY GARRETT (20s).

BETTY

(soft, reassuring)

Bruce -- you're back. It's okay.

(Banner calms slightly)

We've been going out for three months,
and every night I've been with you,
you've twisted the sheets around you
like a straitjacket. I'm starting to
take it personally.

Banner is still rattled, but tries to laugh it off.

BANNER

I thought they got twisted around a
different way.

Banner draws her closer, but she pulls back, smiling.

BETTY

You're not getting out of it like
that -- you never tell me anything.
Trust me a little bit. Tell me -- is
something bothering you?

Banner considers whether to confide in her or not. A serious look crosses his face. He's decided.

BANNER

Yeah. Ever since I was a kid, I've --
 (swallows hard)
 -- I've wondered why -- why --
 (finally gets it out)
 -- if the natives didn't want Kong to
 break out of the fence, why did they
 build him that fifty foot door?
 (she hits him with pillow)
 They did everything but put down a
 "Welcome to Skull Island" doormat.

Betty gets out of bed, and moves toward a bathroom. She half-smiles, but is really a little frustrated with this.

BETTY

You know, every time I try to get
 in -- to get to know you a little
 bit -- you back me off with some
 stupid joke. It's getting old.

BANNER

Okay, okay -- can we do this later?
 Please? For once, I have to make it to
 work on time. We're going to run the
 simulator's first live burn at noon.

Banner moves to his closet. We'll note there's no personal stuff in this room -- everything's work related. There are computers, science books, physics journals. Maybe a photo of Richard Feynman or Stephen Hawkings, but no family members.

BETTY

Is that a big deal?

BANNER

I'll put it this way. By tonight, I'm
 going to be the top young physicist in
 the world, with scientific institutes
 bidding wildly for my services to
 probe the secrets of the universe --
 (grabs clothes)
 -- that, or I'm going to be folding
 pants at the Market Street Gap.

IN BANNER'S KITCHEN - A FEW MINUTES LATER - BETTY WALKS IN

in a bathrobe, heading straight for the coffeemaker. Banner is fully dressed and anxious to go.

BETTY

This'll be the only good cup I'll get
 all day. I swear, the coffee in the
 intern break room is weaker than the
 stuff they give to cardiac patients.

Betty opens a cabinet to get a cup -- but the cabinet is almost empty. There is one dish -- one bowl -- one glass -- one frying pan. She pulls open a drawer -- one fork, one knife, one spoon.

BETTY
Entertain much?

A little embarrassed, Banner smiles and hands her his cup.

BANNER
I like to keep things as simple as possible. This is why we always wound up at your place before.

Banner looks at his watch, and at Betty -- he needs to go, now, but he's uncomfortable with leaving Betty alone in his place. Betty picks up on this awkwardness.

BANNER
I don't have a spare key --

BETTY
-- You haven't got a spare anything --

BANNER
-- so, uh -- just hit that button on the doorknob when you leave.
(kisses her)
See you at Donatello's, at nine -- we won't talk work, I promise. No antimatter -- just antipasto.

EXT. BANNER'S APARTMENT BUILDING - SAN FRANCISCO - DAY

Banner rushes out the door, down the stairs, and toward his car -- a beat up old Mustang in a cramped parking structure. But as Banner reaches his car door and throws his bag in --

-- he sees that he's not going anywhere. A Range Rover is parked behind his car, and concrete blocks him on the front.

Banner, frustrated, SLAMS the door, triggering the Rover's robotic proximity warning: "You are too close -- to the car! Please step away from -- the car!" Banner charges upstairs --

AT AN APARTMENT DOOR - BANNER FUMES AND WAITS FOR IT TO OPEN

BANNER
-- shitheel douchebag son of a --
(door opens)
Oh, hi, Jake --

Banner changes his face and tone as the door cracks open a few inches, still chained -- the resident, an espresso-wired day trader named JAKE (20s), is irritated at the interruption.

JAKE

The Asian markets are closing -- I don't have time for this, Banner.

Jake runs back to his computers to finish a trade -- too late.

BANNER

If you'd quit parking behind me, we wouldn't have to do this every morning.

(forced calm)

Would you move it, please, Jake? I'm in kind of a hurry.

JAKE

Damn it -- the stock split already --

Peevish, Jake gets up from the computer and crosses to the door.

BANNER

I don't mind if you park there when I'm gone, but if you could just move --

JAKE

Can't be done, Banner. Just talking to you now's cost me more than that shitbox of yours is worth.

Jake stiff-arms the door in Banner's face, so suddenly that it almost clips Banner's nose. Banner knocks again -- but the only answer is a bolt sliding shut and MUSIC that is turned up loud. Frustrated, Banner heads down. There's only one thing to do.

A MOMENT LATER - THE MUSTANG'S FRONT WHEELS GO OVER THE BARRIER

The front wheels climb over the concrete chock in front of the space -- and the car's underbelly lands hard on the concrete. With a gear-killling **GRINDING**, the car pulls ahead.

INSIDE CAR - BANNER GRIMACES AT THE SHUDDERING CAR

which wasn't running so well even before this -- with a horrible metallic DIGGING underneath, as the rear wheels clear the barrier, and Banner pulls into traffic slowly.

EXT. BAY BRIDGE - HIGH SHOT OF TRAFFIC - A WHILE LATER

From this angle, we can see the flow of commuters is pouring quickly over the bridge from San Francisco to Oakland. But there is one blockage, one coughing, miserable car that all other lanes are swerving around -- and this is --

BANNER'S CAR - BANNER IS GETTING MORE FRUSTRATED

as he goes 20 mph slower than traffic. Banner hits the dashboard, and ignores passing drivers that HONK their horns, SHOUT obscenities, and throw paper cups of coffee at him.

EXT. CALIFORNIA RURAL HIGHWAY - BANNER'S CAR - DAY

Banner's car is the only one visible for miles -- up ahead is a traffic light. A few hundred yards past the light is a railroad crossing. A freight train nears, pulling a hundred cars.

Banner is way back as the light goes yellow. Banner jams the gas, and the car shakes like Yeager's X-1 on the way to the sound barrier, even though it hasn't passed 50 mph.

But it's no good -- Banner is a hundred feet short as the light goes red. Banner SLAMS on the brakes, which work as poorly as everything else, and he grinds to a halt just under the light.

BANNER

Shit!

Banner looks down the intersection. There are absolutely no cars within sight, in any direction. If he runs the light -- he might beat that freight. Banner decides -- he shifts forward --

-- and just after he clears the intersection, a highway patrol cycle pulls out from behind a sign and flashes its siren.

Banner pulls over. As the CHP DEPUTY walks up, Banner watches the freight train pull up ahead, with a line of freight cars stretching to the horizon. He's going to be there for a while.

EXT. RURAL NORTH CALIFORNIA - LATER - DAY - GAMMA BASE

is a military compound that was converted into a research lab. There is fencing and security, but it looks more like a campus than the defensive base it once was.

A BASE PARKING LOT - BANNER'S CAR FUMES TO A STOP

-- and the ignition is barely off before he grabs his Department of Energy ID and sprints to one of the buildings.

INSIDE THE BASE - **GENERAL "THUNDERBOLT" ROSS** (60S)

is a man with four decades of military experience etched on his face. He's next to his protege, the base's flippant security officer, MAJOR GLENN TALBOT (30s). Ross watches Banner's run with some disdain, and Talbot watches with amusement.

ROSS

Forty years of service. Commanding two thousand men in the NATO theatre. Combat in Vietnam, Panama, Kuwait. And this is how I wind up. Babysitting a half-dozen half-assed scientists.

TALBOT

(smiling)

Peace is hell, General.

AT THE ENTRANCE - BANNER FUMBLES WITH A KEY CARD

but is too flustered to swipe it right. Finally, the door opens -- Talbot has buzzed him in. His smiling recognition tells us that he and Banner are friends.

TALBOT

Not a good day to be late, Banner. You guys are on parade today.

BANNER

What the hell are you talking about?

TALBOT

Curtis'll tell you. Don't screw up, or you're out of a job, and I'm out of the easiest security posting in this hemisphere.

Talbot heads off, and Banner is met by CURTIS (20s) -- a grad student and lab assistant.

CURTIS

How'd you come today, by stagecoach? Sterns shelved the test burn. Senator McEwan's trying to kill our funding and turn this back into a military base. Congressman Clabaugh's trying to stop him, but he says he needs to see results. Sterns is briefing them now --

BANNER

Why didn't he call me about this?

CURTIS

Some genius. You slice atoms eight different ways, but you can't see what's going on right in front of you.

(scowls)

Sterns didn't call you so he could hog the credit for your work.

Banner, coiled up in a knot, barrels into --

A LARGE CONFERENCE ROOM - A DOZEN SPECTATORS WATCH

a scientific presentation -- politicians, led by SENATOR MCEWAN and CONGRESSMAN CLABAUGH, and military reps. All turn to Banner as he crashes in, causing an awkward silence.

The scientist leading the presentation isn't upset -- he's used to Banner's entrances. This is DR. SAMUEL STERNS (40s), an intellectual who would love to be as smart as Banner actually is -- but he knows he's far behind him.

STERNS

As I was saying -- I'm Dr. Samuel Sterns, the project leader.

As Banner grabs a seat, and Talbot leads Ross in for a smoother entrance, Sterns points to a spectacular Hubble telescope image of a gamma ray burst, playing on an monitor behind him.

STERNS

Gamma rays are the strongest, most potent source of energy in the universe. But it's also been the most elusive for us to fully understand.

(at computer monitor)

For the last four years, using satellites, we've tracked deep space gamma-ray bursts that cover every point in the sky. The fact that they're omnidirectional has led us to a theory: that there is a gamma "halo" surrounding our galaxy. An energy field that's a million light years across, hurling these bursts inward. It's even likely that a gamma burst created our solar system billions of years ago, with an explosion so strong that it fused dust into the planets and our sun. Clearly, this is an elemental force -- a force that created all life on this planet.

The monitor Sterns is in front of illustrates his theory with a bit of computer animation -- a web of gamma energy envelops the Milky Way, crackling occasional bursts of energy inward.

STERNS

The more recent bursts are far, far away from Earth, which is a good thing for us, because they're almost incalculably strong. A supernova is a wet match by comparison. If the bursts were any closer, the energy would annihilate life as we understand it. Now, simulating that kind of massive event is beyond our capability.

(smiles)

For now, anyway. But I've built something that's as close to that kind of galactic power as we're likely to get. So -- anyone want to see it?

INT. GAMMA BASE - MINUTES LATER - **THE GAMMASPHERE** - DAY

The Gammasphere looks like a fifty foot model of an atom: there is a glassine computer core, surrounded by two dozen rings of piping, suspended from the ceiling by massive chains.

All the visitors but McEwan look impressed by this device. Sterns paces around under it as he talks.

STERNS

Last year, I was lecturing at Berkeley, and a grad student came to me with a rough, but intriguing, idea. To simulate, on a miniature scale, the gamma producing effects of a deep space pulsar. That student was Bruce Banner, who has supplemented my work very successfully under my guidance --

CURTIS

(to Banner, sotto)

"My work"? If his head gets any bigger it'll explode. This is all your shit --

BANNER

Quiet, Curtis -- I don't care who gets top billing, as long as he gets funding to move my next project ahead.

STERNS

-- would you take it from here, Bruce?

All turn to a startled Banner, who wasn't expecting the spotlight. He rises to the occasion and points to the core of the sphere, an eight foot glass globe filled with fluid.

BANNER

Sure. To replicate a pulsar's gamma activity, we've fed pulsar data from satellites to that quantum computer --

CLABAUGH

A computer? It looks like a snowglobe.

BANNER

It's a new liquid computer. Instead of using chips on a board to process data, it uses molecules of a superconductive magnetic gel. That sounds like mumbo jumbo, I know, but we can process information a billion times more efficiently to mimic the pulsar activity. It guides these lasers to fire down here, creating a plasma plume around this isotope.

Banner points at a laser array under the sphere -- it is a ten foot square grid aimed down at a green, translucent slab.

OBSERVER

How can that isotope handle that level of heat distribution?

BANNER

(surprised at smart query)
That was tricky. It's a composite,
designed to transmit gamma energy and
diffuse heat without melting down.

Banner points under the green translucent block at a plexiglass cage, ten feet tall and six feet wide, crammed with instruments.

BANNER

Right now this is just a charge cage
to gather data, but soon we'll use it
to harness the energy. The lasers
operate at one thousand terawatts --
(sees confused looks)
-- which is how we say "one
quadrillion watts" and sound like
bigshot scientists instead of nine
year olds. Anyway, the gamma energy
that's created is over a thousand
times greater than the power going in.

OBSERVER

There's no energy dissipation?

STERNS

(reclaiming the spotlight)
None at all. These machines could
power themselves once they start.

MCEWAN

Congratulations, gentlemen. It appears
that you've perfected the fifty foot
Christmas tree ornament.

(dismissive)

There's nothing you can possibly say
to convince me this boondoggle is
worth funding for another year.

Congressman Clabaugh seems impressed, but it's clear that he
can be swayed by McEwan. Sterns has one card left to play --

STERNS

Before you decide, Senator, let us
show you how it works.

McEwan backs off slightly -- and Banner tries not to show it,
but he's not nearly as sure of himself as Sterns is.

A MOMENT LATER - IN ELEVATOR - STERNS IS ALONE

and agitated -- Banner gets in just as the doors shut.

STERNS

I'd say the wrong people are in
charge, wouldn't you?

STERNS

We look a thousand years into the future, and answer to microcephalates who can't see past lunchtime.

BANNER

We can't run the first burn without checking the coolant on the plasma pipes! If it fails, it'll explode --

STERNS

It'll hold. Listen, Bruce, I was on the supercollider team in Texas years ago. We were this close to the biggest subatomic discoveries ever -- and at the last minute, Congress killed the funding so they could spend half a trillion dollars on some new bomber. I won't let them take this away too.

(beat)

And if it blows, maybe our greatest boon to mankind will be taking these idiots out of the gene pool.

A MOMENT LATER - GAMMASPHERE ROOM - STEEL SHUTTERS GRIND DOWN

over the doors, sealing all entrances. Even the upper window to the control room is armored glass with steel louvres.

IN THE CONTROL ROOM - CURTIS PASSES OUT SAFETY GOGGLES

to the spectators as Banner and Sterns work a bank of computers.

IN THE GAMMASPHERE CHAMBER - THE PLASMA GAS PIPES ACTIVATE

with a flash of light as the gases orbit around the sphere -- and in the center of the sphere, the liquid computer comes to life -- it is silent, but as it loads the data, the core shows glittering light activity in its liquid molecular "chips".

IN CONTROL ROOM - ALL STARE OUT THE WINDOW AT THE GAMMASPHERE

except Banner, who watches a "PLASMA GAS COOLANT" monitor.

IN THE GAMMASPHERE - THE LASER BANK FIRES DOWN

onto the green composite alloy -- and as predicted, it creates an envelope of emerald plasma surrounding the alloy --

-- and this fires down a blinding blast of gamma energy into the instrument cage, lighting it up like a green supernova!

IN THE CONTROL ROOM - THE GREEN GLOW LIGHTS THE WINDOW

You can't see anyone's eyes behind the smoked goggles, but their wide-open mouths tell us what they're thinking: Wow.

Banner and Sterns are looking down, equally amazed, but also grinning in triumph and exhilaration.

BANNER

It works -- Jesus Christ, it works --

Clabaugh looks at Banner, surprised that he's surprised -- and Banner abruptly changes his look from excitement to business-as-usual. As he turns back, Sterns looks at the computer.

STERNs

The gamma readings are off the scale!

BANNER

We're off the scale on this one too.

Banner is pointing at the "**PLASMA GAS COOLANT**" monitor, which is past the maximum reading, and flashes "**FAILURE IMMINENT**".

INSIDE THE GAMMASPHERE SPHERE - **THE GAS RINGS SMOKE AND SHAKE**

in sections, from the accelerating orbits of the gases inside.

IN THE CONTROL ROOM - THE SPECTATORS ARE ENTRANCED

by the pulsing lasers and glowing gamma cage. Sterns silently mouths to Banner: "shut it down" -- and Banner kills the power.

IN THE PULSAR SIMULATION SPHERE - **THE GAS RINGS**

appear even more unstable, whining with pressure and on the verge of blowing -- but as the strain reaches a crescendo, the lasers **cut out**, ending the green glow of the gamma rays. The system couldn't have taken another few seconds of this.

IN THE CONTROL ROOM - ALL THE SPECTATORS ARE DAZZLED

by the demonstration -- all except McEwan, who is skeptical.

CLABAUGH

Dr. Sterns...Dr. Banner...that was spectacular. Your funding will con--

MCEWAN

It was a light show, and not a very good one! Do you know how much this fraud is costing the U.S. taxpayer?

BANNER

I do. Our annual budget is less than what the military spends in two months on marching bands. In five years, these could be everywhere, creating electricity so cheap you can't meter it. And it's not all about wattage.

BANNER

(impassioned)

This research will open medical breakthroughs, like pinpoint surgical lasers and gene therapy that can stop any disease before it starts. You'll live to play with your great-great-grandchildren -- and they'll live in a world where cancer is just a scary part of the history books. So where do you think the smart money should go --

(beat)

-- the future, or John Phillip Sousa?

Everyone but McEwan is now sold. They'll get their funding.

INT. GAMMASPHERE CHAMBER - LATER - A CELEBRATORY LUNCH

is winding down -- there are pizza boxes and drink cans everywhere as the team celebrates their big moment. Sterns grabs the spotlight, quieting everyone --

STERNS

Everyone -- Arthur Clarke once said that any sufficiently advanced technology is indistinguishable from magic. Well, we'll never live to see that day -- when miracles are commonplace and every problem humanity can identify will be solved. It's a thousand years off. But this is a step -- a very big step toward that world, and you were all a part of it.

(raises cup)

To that better world.

Everyone drinks to this and as the team buzzes with excitement, Curtis even draws on a cigar and pulls the attention his way.

CURTIS

So we just took a force of nature and jumped it through hoops like a poodle at at a dog show. What do we crack for an encore? Global warming?

TEAM MEMBER

Nah -- I like waterskiing in January --

CURTIS

Clean up air pollution?

Banner takes Curtis' cigar and puts it out in a drink cup.

CURTIS

Solve world hunger --?

A shower of pizza crusts fly at Curtis, as Sterns speaks up.

STERNS

There's a single root cause for every one of those problems.

(serious)

Global overpopulation. With no checks on growth, pollution increases, food production decreases, and fossil fuels turn our climate into a coal furnace. The world is fifty years away from having nothing to eat, drink or breathe -- but no one will face the difficult fact that there are just too many people on this planet.

CURTIS

Lighten up, Doc. I think you may be following the journals of Professor Hitler a little too closely --

STERNS

(a little offended)

It's simple mathematics, Curtis -- you can face the truth or ignore it --

BANNER

(trying to lighten it up)

I'm doing my part. My relationships last an average of 5.3 weeks, and as far as I know, none of those women have ever wanted to have sex again --

Everyone laughs, and Sterns lets it go. He gets up and walks over to the Gammisphere, admiring it. He is in awe of the beauty and power of the device -- and he knows how little he had to do with building it. Banner walks up to him.

STERNS

Tomorrow let's fix the piping and get this running longer than sixty seconds.

(gazing at machine)

What's it like, Bruce? To have ideas this big come so easily to you?

BANNER

You're the team leader. We all did --

STERNS

(a mix of envy and candor)

I was just the front man and you know it. DOE had to think it was my baby. They'd never believe that a kid in his twenties could crack this in ten months, when I've been hitting a brick wall on it for twelve years.

STERNS

(beat)

Once we get this fully on line, we can get the funding to build anything we can imagine. Anything. And I haven't forgotten our deal. We'll move on your gene therapy project next.

Banner looks at the sphere, smiling. Not a bad day after all.

EXT. GAMMA BASE PARKING LOT - DAY - SENATOR MCEWAN

is with the observer who asked about the isotope. This is CARL CREEL (40s), who is already shedding his harmless look -- he exudes a quiet, efficient menace. Brutality sheathed in a suit.

CREEL

You blew it. If you'd killed their funding, the transfer would be a snap.

MCEWAN

You heard me in there, Creel -- what else could I do? I didn't think they'd demonstrate it. But you see why I came to you. The security at this base is a joke. It's clearly vulnerable to Russian or Chinese penetration.

CREEL

They'll try, too. That gamma generator could yield particle beams. The liquid computer could create unbreakable encryption. That isotope could make heatproof jet parts. There are a dozen weapons systems just sitting there.

(claps him on the back)

And thanks to you, Senator, they're going where they belong. To a United States weapons lab. I'll arrange for the transfer tomorrow. You've done a great, great service for your country.

McEwan walks off, content that he's done the right thing, as an ASSISTANT opens the door for Creel, who smiles contemptuously.

CREEL

How in the hell do they find people that clueless to run the Senate "Intelligence" committee?

(beat)

Get me everything on this base -- layout, security, personnel schedules. I'm handling this "transfer" myself.

INT. SAN FRANCISCO - DONATELLO'S BAR AND RESTAURANT - NIGHT

A friendly hangout, with good music on the jukebox. Banner walks in, smiling like a winner, waving at people he knows, and he finds Betty at a table, talking to GIL (20s) -- a muscular barfly who is flirting with her, though she shows no interest.

GIL

Your date's here. Ditch him early --
I'll be waiting for you.

Gil walks away, "accidentally" shoving Banner off balance as he passes. They clearly dislike each other, but Banner's good mood is unshakable. He laughs and holds his arm in mock pain.

BANNER

Hey, troglodyte, try walking upright.
That way you can make it through the
aisle without smashing into things.

GIL

What did you call me -- ?

BANNER

Troglodyte. From the Greek
troglodutai, or the Latin *troglodytae*,
or the pig Latin *og-tray o-lay ite-*
day. Now am-scray -- okay?

Gil's the kind of guy who would fight over this, but others in the bar laugh, defusing the tension as Banner sits with Betty. Gil is puzzling out the insult as a friend steers him away.

GIL

(to friend, quietly)
-- did he just call me a dinosaur?

BANNER

Ever think those guys who don't
believe in evolution might be right?

BETTY

You're in a good mood. How'd it go?

BANNER

It didn't blow up. Which is always a
good start for a scientific advance.
(laughs enthusiastically)
The goddamn thing worked -- just like
I thought it would! It was beautiful!

BETTY

That's great. Have you been home yet?

BANNER

No. Why?

BETTY

Oh. No reason. I thought you might have you called your parents.

(Banner freezes up)

They'd be proud of this. You know, I just realized -- you never told me anything about them.

Slightly rattled, Banner turns away, waving down a waiter.

BANNER

Could we get a couple of Anchors?

(tries to shrug it off)

There's not much to tell.

Betty pushes, with a smile, to gently break down his defenses.

BETTY

I've been telling you about my mom, my dad, my sister and my dog for three months, and all I get from you is this?

(she mimes his stony look)

You're not in the witness protection program, are you?

BANNER

It's not worth talking about. Let's drop it, okay?

Banner slugs his beer and looks away. Betty realizes she's hit a nerve and tries a different way to get him to open up.

BETTY

You know, I was lucky -- I had a pretty good family life, but I know not everyone has --

Banner stares at her as he finishes the beer. She nailed it right there -- something he doesn't want to talk about at all.

BANNER

Why would you say that?

(a little angry)

You were in my place all day. You went through my stuff, didn't you?

Betty rocks back in her seat, a little mad at this accusation.

BETTY

"Went through your stuff"? What stuff? I've seen catscan labs with more personality than your apartment. No, I didn't go through anything. I thought I'd try it the old fashioned way. By talking to you.

BANNER

I was in a good mood when I got here.
That is, before the interrogation --

BETTY

Most people call it a conversation. If
you can't let me in that much, I don't
know what we're doing here.

That's Banner's cue to say something -- anything -- that isn't
a complete shutout -- and he says nothing. Betty gets up, hurt.

BETTY

I give up, Bruce. For three months
I've been trying to figure out who you
are. Now I've figured out it's just
not worth it.

Betty grabs her bag and leaves. Banner stalks out too -- not
after her, just out. But he trips against the bar, falling
against a stool. Gil stands, smiling -- and draws his foot back.

GIL

I don't know why it took her three
months. I pegged you as an asshole in
three minutes.

Banner untangles himself from the stool. As he raises his head,
Gil shoves him again, and he slips back down.

GIL

Gravity, Banner. What's that in Latin?

Banner starts up again, his face a mask of absolute fury. He
clenches a fist and is about to roar up after this guy --

-- but half way up, he stops. Takes a breath. And reins himself
in, hard. He wants to take a shot at him, badly -- but he isn't
going to. This isn't who he wants to be.

Banner lets his hand go, dusting himself off. He walks out
without a word, as Gil and his buddies laugh at this exit.

INT. BANNER'S APARTMENT - LATER THAT NIGHT - BANNER RUSHES IN

Before the door slams shut, he is already in --

IN THE BEDROOM - AT THE COMPUTER - BANNER ENTERS A PASSWORD

to unlock his screen. A pop-up menu shows: "NUMBER OF LOGINS
TODAY: ZERO", as the larger screen boots up: a complex, 3-D
graphic of a DNA chain, with the text, "GAMMA ADENOVIRUS
SEQUENCE 2148: EFFECTS ON CANCER CELL SPECIMEN 8671A".

Banner looks relieved that she didn't see this -- his face
tells us this is a personal project.

As Banner gets up, another screen loads: a faded photo scan of a young woman with a 1970s hairstyle, by a five year old boy who looks like Banner.

IN THE KITCHEN - BANNER OPENS THE DOOR AND HITS THE LIGHT

Surprised, he walks over to the table and finds champagne in an ice bucket, with two glasses -- the ice long since melted. A card hangs from the neck -- **"IF IT WORKED -- CONGRATULATIONS!"**

Banner finds a wrapped box with another card: **"IF IT DIDN'T WORK...DON'T GET UPSET! THIS ALWAYS CALMS ME DOWN..."** Banner tears the paper off -- and it's a Chet Baker CD. Banner puts it in his stereo -- it's a 1950s recording of "Let's Get Lost". Guaranteed to improve on either a good or a bad mood.

If Banner didn't already feel like a schmuck, this is the capper. He picks up the phone and dials.

INT. BETTY'S BEDROOM - NIGHT - BETTY

is lying in bed, wide awake. The phone is RINGING on and on. She knows it's him -- but she isn't making a move to answer.

CUT TO:

EXT. RURAL CALIFORNIA - DAY - A GOLF BALL IS PLACED ON A TEE

by Talbot, who's casually dressed. He takes his shot -- and as the ball soars, we see he's on the rural area by Gamma Base.

TALBOT

Miss that rock, one time, miss --

SEVERAL HUNDRED YARDS OUT - THE GOLF BALL HITS A ROCK

that deflects it way, way past an improvised marker made from an military signal flag, to join a pile of other balls.

TALBOT SWINGS HIS CLUB IN FRUSTRATION

and reaches for a bucket of balls to try again, but it's empty. Talbot holsters the club back in the bag strapped to his motorcycle -- and he rides it back to the Gamma Base entrance.

EXT. GAMMA BASE PARKING LOT - DAY - BANNER DRIVES IN THE GATE

Banner parks close to the door, and so does Talbot.

BANNER

Hey, Glenn -- why are you here today?

TALBOT

If you ever tried to get a tee-time at Lincoln Park on a Saturday, you wouldn't ask. What about you?

TALBOT

I haven't seen you on weekends since
you started seeing Betty --

(puts it together)

-- oh. What happened? Did she get
smart or did you get stupid?

BANNER

Little of both. Maybe I'll join you
out there later. I feel like whacking
something with a club these days.

TALBOT

Jesus, cheer up, Banner. I'm not sure
if a guy in your emotional condition
should be playing with experimental
quasi-nuclear reactors.

INT. GAMMASPHERE CHAMBER - BANNER FINDS CURTIS AND STERNS

working on the Gammasphere. Sterns is high up in the framework
fixing a gas line, strapped in with a safety harness. Sterns
climbs down, as Banner sees a palm computer on a table.

BANNER

Pokemons, Sam?

STERNS

Try it. Everyone says you're a genius.

Sterns says this jokingly, but with a definite hint of envy.
Banner checks he palmtop -- it shows a sea of dense equations.

BANNER

I can't. It's impossible.

STERNS

You know how I feel about that word.
There's no such thing as the
impossible -- there's only --

BANNER

(says it with him by rote)
-- "there's only the unaccomplished",
all right, okay, I forgot.

STERNS

It's a program that lists two hundred
classic unsolvable equations. One of
these days, I swear, I'll nail a few.

CURTIS

You sure know how to unwind, Doc. I'm
getting that pizza out -- you want any?

Banner shakes his head and pulls on a harness as Curtis leaves.

IN THE FRONT AREA - TALBOT WALKS PAST A SECURITY KIOSK

while carrying a fresh bucket of balls. The kiosk, crammed with monitors for digital base security cameras, has one guard, SULLY, who is twisting an antenna on a TV with bad reception.

TALBOT

Hi, Sully. Anyone in but the glow boys?
(he shakes his head)
How's FSU doing against Florida?

SULLY

Beats hell out of me. Reception just
crapped out. I think that orange blur
just intercepted from this white blur.

TALBOT

(leans in for a look)
Nah -- the orange blur fumbled --

Talbot eyes the bank of security cameras, and freezes: the security cameras are running on a loop. One outer camera shows Talbot golfing outside! The reason is --

ELSEWHERE INSIDE THE BASE - CREEL HAS BROKEN IN

and he moves with confidence -- he knows no one is there and no one is watching. Using a magnetic key card, Creel enters the Gammasphere control room.

AT SECURITY KIOSK - TALBOT PULLS A GUN

out of his golf bag, as Sully checks the system.

SULLY

We've had lockups on the picture since
we went digital. It's probably nothing.

TALBOT

Probably -- but I'm having a look
outside anyway. Check the labs --
(hands him walkie-talkie)
-- tell me if you find anything.

IN THE GAMMASPHERE CONTROL ROOM - CREEL IS AT THE COMPUTERS

With a pocket-size device, he is copying one datatape after another -- "PULSAR SIMULATION DATA", "GAMMASPHERE PLASMA SYSTEM", "LIQUID QUANTUM COMPUTER DATA", etc.

IN GAMMASPHERE - BANNER AND STERNS ARE SUSPENDED IN HARNESSES

checking the piping. Sterns is near the top -- Banner is in the lower part. Banner thinks he see a shadow moving across the louvered control room window. But he shrugs it off, as --

IN THE CONTROL ROOM - CREEL HAS FINISHED

-- he pockets his data storage devices, and loads the pulsar data tape into the console to start the GammaspHERE!

IN THE GAMMASPHERE CHAMBER - STEEL BLAST SHUTTERS

wind down, signalling that the GammaspHERE is in operation!

CLOSE ON BANNER'S FACE AS HE REALIZES IT'S STARTING

He unclips his harness and swings to the floor, shouting up --

BANNER

-- Sam -- get out of there, now --

Banner eyes an exit door -- the shutters are grinding down. There's still time for both of them to escape. But --

A PIPE SEAL EXPLODES - THE GAMMASPHERE SWAYS FROM THE CEILING

and Sterns is knocked from his perch! Sterns' harness holds him up, but he is now awkwardly tangled high in the girders.

LOWER DOWN IN THE SPHERE - BANNER LOOKS BACK AT THE SHUTTERS

He could easily make it out if he abandoned Sterns. But he doesn't even consider that. As the doors shut, Banner leaps back into the GammaspHERE, and climbs up toward Sterns -- as --

IN THE CONTROL ROOM - CREEL

is about to leave, but Sully walks in, gun in hand.

SULLY

Hold it. Keep your hands where I--

Creel drops an extendable metal club into his hand -- he snaps it out and swings it, knocking the gun out of his hand, then Creel savagely strikes Sully in the head --and he goes down.

OUTSIDE THE BASE - TALBOT HEARS THIS ATTACK

on his walkie-talkie, and runs back in, gun drawn --

IN THE CORRIDOR - CREEL EXITS THE CONTROL ROOM

-- and as he closes the metal door, he leaves a glass ampule in the lock cavity -- when the door shuts behind him, the ampule breaks, releasing a SIZZLING acid that seals it shut.

CLOSE ON BANNER - CLIMBING UP THE GIRDERS

Banner is scared, and he's climbing up as fast as he can. But another burst pipe seal explodes ten feet away, where Banner was a moment ago, with enough force to swing the GammaspHERE --

ABOVE THE GAMMASPHERE - THE STRAINING CEILING SUPPORTS WEAKEN

from this swaying -- one of the gigantic bolts **pops out** --

INSIDE THE GAMMASPHERE - THE FIVE FOOT SUPPORT BOLT CLANGS DOWN

through the girders, narrowly missing Banner as he dives to the side -- as the Gammasphere tilts toward the side, the bolt collides with the liquid computer core, cracking the glass!

IN GAMMA BASE CORRIDOR - TALBOT IS RUNNING THROUGH THE BASE

gun drawn -- he is intercepted by Curtis, who is upset.

TALBOT

Get somewhere safe, Curtis --
somebody's broken into the base.

CURTIS

No shit, 007! Somebody started the
Gammasphere with Sterns and Banner
inside, and the control room is sealed
shut! If we don't get those guys out,
they're gonna be microwaved!

INSIDE GAMMASPHERE - BANNER STRUGGLES WITH STERNS' HARNESS

one-handed, while clinging to another bar. Banner undoes the clip -- and Sterns slips free, grabbing a girder. They climb down the girders as quickly as they can --

ABOVE THE GAMMASPHERE - THE CEILING SUPPORTS WEAKEN

-- two more bolts pop out -- the Gammasphere tilts sharply as half its ceiling support is gone --

INSIDE THE GAMMASPHERE - BANNER AND STERNS

are thrown off the girders from the force of the tilt -- both men are freefalling near the center --

-- Sterns falls toward the liquid computing core -- his head collides with the glass, cracking the top! The back of Sterns' head is submerged in the still-operating liquid, while --

BANNER FALLS THROUGH THE GIRDERS

toward the top of the green isotope slab! Banner scrabbles for a handhold, but he knows how bad this is: he is directly under a bank of lasers about to fire a thousand terawatts of power!

OUTSIDE THE BLAST DOOR - TALBOT SWIPES A KEY CARD

through an electronic lock, but nothing happens -- the system has been tampered with. Curtis gets out a Swiss army knife, pops off the lock casing and gets to work crossing the wires.

ON THE GREEN ISOTOPE SLAB - BANNER SLIDES AROUND

this slick, tilting surface, desperately trying to get off -- he reaches the top, but the burst of another gas pipe seal violently swings the Gammisphere in a new direction --

-- Banner falls off the isotope, and into the charge cage!

CLOSE ON BANNER'S FACE - BANNER STRUGGLES IN THE GAMMA CAGE

and his trapped look says he would rather have fallen to his death than to go this way. Above him, the lasers activate, casting a green light on him as a precursor to the gamma blasts!

AT THE BLAST DOOR - CURTIS IS STILL WORKING ON THE WIRES

but the doors are only partially opening, just a little up, then down, then up. Frustrated, when the doors are eighteen inches up, Talbot slides under the edge and moves in -- while --

IN THE PLEXIGLASS CHARGE CAGE - BANNER IS DESPERATE

-- he braces his back against one side of the plexiglass and kicks at a corner seam to try to break out, but it's hopeless.

As the lasers fire down on the isotope -- the green plasma plume ignites around it -- and the blinding burst of gamma rays fire down, flooding the charge cage and enveloping Banner!

CLOSE ON BANNER'S FACE - THE GAMMA RAYS

are not just around him, they're in him -- as he opens his mouth to SCREAM in agony, the gamma rays seem to be blasting through him and shooting out through his mouth and eyes --

ON THE LAB FLOOR - TALBOT

is horrified at Banner's predicament. Curtis, who's finally opened the doors enough to get in, is immobile.

TALBOT

Get up there and pull Sterns out! I'll try to break that cage open!

Curtis moves up a catwalk to the computer area in the sphere, and Talbot goes for a metal bar, but --

IN THE GAMMA CAGE - BANNER TAKES A GALACTIC LEVEL GAMMA BLAST

-- we can see the instruments in the glass going berserk as they gauge the power of the gamma rays. The rays surrounding Banner and pouring out of him are so bright that he is visible only as a spectral outline. It looks as if he is being roasted alive, but he is still shoving against the glass -- while --

THE METAL BRACKETS HOLDING THE GREEN ISOTOPE SLAB

are bending -- the three-ton slab cracks down the middle -- half of it is slipping out and will fall toward Banner! The other half remains locked in place, bombarded by laser pulses, but it has re-aimed the gamma blast --

NEARBY IN THE SPHERE - CURTIS MOVES TOWARD STERNS

to help, but as the isotope shifts, a gamma blast hits Curtis with a glancing blow -- Curtis throws himself back, as the full gamma blast hits the liquid computer where Sterns is lying --

AT THE LIQUID COMPUTER CORE - STERNS WAKES UP

as the gamma rays ignite this fluid -- it goes from a glistening gold to a metallic green, and it seems suddenly electrified: the gamma rays pour through the liquid computer, and through Sterns' eyes and his open, shrieking mouth --

NEARBY IN THE SPHERE - CURTIS MOVES TO THE SPHERE

and pulls Sterns out of the liquid. Sterns is blinded and in agony as Curtis leads him away -- while below --

AT CAGE - BANNER'S VISION RETURNS AS THE GAMMA BARRAGE STOPS

but the broken half of the green slab has slipped off its supports -- it crashes down, end first, into the charge cage!

Banner edges away from the slab, but that won't help much -- the slab, which is heavier and wider than the cage, crashes in, wedging the walls apart as it moves down toward Banner!

IN THE GAMMASPHERE - THE LASER ARRAY PULSES DOWN ERRATICALLY

at the still installed half of the green isotope. It is still spinning around, unpredictably firing both strong laser blasts and gamma blasts through the center of the sphere. A sweeping laser blast cuts through a metal girder --

-- and this girder falls toward Talbot as moves in to help -- it hits him hard, knocking him to the floor, out cold, the lasers striking around him. Sooner or later he'll be hit.

IN THE CAGE - BANNER FLATTENS AGAINST THE SIDE

The only thing keeping the slab from crushing him is the fact that the cage hasn't been completely forced apart. Yet. But the walls are separating as the slab forces its way down.

Banner looks scared -- but he hasn't stopped thinking, and he hasn't given up. Banner looks down -- and sees that the seam in one corner of the cage is separating faster than another.

Banner's fearful look gives way to an idea. Instead of edging away from the block, he crouches underneath the point -- and braces his back against it, pushing up with all his strength! He can't lift this block, or even hold it -- but he's trying leverage to direct it against the weak side of the cage.

ON THE FLOOR - CURTIS HELPS STERNS OUT THE DOOR

Curtis looks back at Banner, but there's nothing he can do now.

THE GAMMASPHERE IS ABOUT TO COME DOWN

The last supports are tearing out of the ceiling -- the lasers randomly fire down, striking gas piping around the sphere --

IN THE PLEXIGLASS CAGE - BANNER STRAINS HARD

but he knows he's losing -- his face shows fear, desperation and anger -- and as he looks around, he sees --

-- Talbot is out cold and in the path of the laser strikes.

IN THE PLEXIGLASS CAGE - BANNER'S EYES

suddenly reveal a flash of green --

ON THE CHARGE CAGE - THE SLAB KNOCKS OUT THE WALL

and tumbles away from Banner -- Banner stands up as the slab falls away. Maybe it was a burst of pre-Hulk strength, maybe the leverage worked, but Banner is free -- he stumbles out.

ON THE FLOOR - TALBOT'S EYES OPEN GROGGILY

to see the laser array, firing blasts hot enough to cut metal, is tracking right toward him! Talbot can't move, but --

BANNER PULLS TALBOT OUT OF THE WRECKAGE

just as the lasers sweep by, melting metal in their path, followed by a gamma burst striking the spot where Talbot was moments ago! Banner and Talbot hurry toward the door --

THE LAST OF THE GAMMASPHERE CEILING SUPPORTS GIVE OUT

-- the Gammasphere falls with a seismic BOOM -- the gas piping IGNITES with blue flashes of fire orbiting the Gammasphere --

BANNER AND TALBOT DIVE FOR THE BLAST DOOR

as the room behind them floods with gaseous fire --

ON THE OTHER SIDE OF THE BLAST DOOR - CURTIS SPARKS THE DOOR

-- the blast door starts winding down -- Talbot, Banner, Sterns and Curtis flee down the corridor as fast as they can --

IN THE CHAMBER - THE GAMMASPHERE IS EXPLODING

into a ball of fire -- this wannabe miniature stellar object is now going supernova, flooding the chamber with fire and explosions, surging the BLAST up through the control room --

IN THE CORRIDOR - BANNER, STERNS, TALBOT AND CURTIS SCRAMBLE

followed by a surge of gaseous fire until, suddenly, the blast door seals -- the flames cut out as their gas source is cut off.

IN CORRIDOR - BANNER, STERNS, CURTIS, TALBOT STAGGER OUT

to the upper levels, safe, as the hall fills with the RUMBLING SOUND of the contained blasts in the Gammasphere chamber.

Having reached safety, Banner leans against a wall -- and whatever's holding him up gives out. He collapses, unconscious.

DISSOLVE TO:

INT. DECONTAMINATION UNIT - DAY - BANNER SLOWLY WAKES UP

As he shields his eyes from a blinding examination light focused on his face, Banner sees where he is --

-- in a sealed, sterile plastic enclosure in the base's medical center. Through the translucent plastic he can see Sterns and Curtis are being examined nearby in similar enclosures.

A DOCTOR in a radiation protection suit is bent over Banner -- a helmet light is shining in Banner's eyes as he places a radiation detector in Banner's ear. Shirtless and nervous in the cold room, Banner writhes, expecting the worst -- the doctor's face is unreadable as he takes the instrument out. After a long, long moment, he puts the tool back in his bag --

DOCTOR

I don't know why they called me out
for a case like yours.

(takes off helmet)

Any third year med student could have
told you that you're okay.

Banner sits up, relieved but not fully believing it.

DOCTOR

I don't see any evidence of toxicity,
weakened immune system, or any of the
symptoms we'd see after even a slight
radiation exposure, in any of you.

BANNER

Are you sure? We tracked the energy
from our first test, and it was --

BANNER

(knows how it sounds)

-- well, it was on a cosmic scale.
Actually on a level with a supernova.

DOCTOR

Riiight. I've seen men who took blasts of ten thousand rads, which is nothing next to what you think happened here. They were blinded, their skin was roasted, their organs were destroyed. You, however, are in better shape than any of the six young men my daughter has brought home from college.

(at door)

Sorry to disappoint you, Banner -- but you're going to live.

EXT. GAMMA BASE - BANNER, STERNS, CURTIS - LATER - DAY

Fire crews work on the base as the last wisps of smoke trail out. Sterns looks as if someone burned his dreams down.

CURTIS

Doc, I hate to bring this up now --
(Sterns looks over)
-- but pulling your ass out of an exploding nuclear reactor is worth a little extra credit, right?

STERNS

Sure, Curtis. A+.

CURTIS

Excellent. I'm gone.
(heads to car)
A day like this calls for a couple of yagers. Like, fifty or sixty of them.

BANNER

The sphere's gone -- computers, data tapes, everything. There's no way to tell how much gamma energy was emitted.

STERNS

There's a way. We're the way. We were hit with gamma blasts that should have killed us. But we're all right, ergo, no gamma blast occurred. The sphere malfunctioned, so it didn't create gamma rays -- just light refracted through the isotope.

(glumly)

So much for that better world of ours.

BANNER

It's science, Sam. You fail until you
succeed. They know it works. So we'll
get the funding to start over.

Sterns nods, finding a little hope. -- as we CUT TO:

INT. BANNER'S CAR - NIGHT - SAN FRANCISCO STREETS

It's raining -- Banner is sopping wet and miserable. He hits
the "BETTY" speed dial on a cell phone -- there's no answer.

EXT. DONATELLO'S - NIGHT - BANNER WALKS IN DRENCHED

without any of last night's swagger, and flags a BARTENDER.

BANNER

Have you seen Betty around tonight?

She shakes her head no -- but from the corner --

GIL'S VOICE (O.S.)

You got Latin down cold, but you're
having troubles with English, huh?

Banner turns -- Gil is there, enjoying Banner's bad luck.

GIL

Seems to me she told you pretty
clearly last night -- she is way, way
too hot to hang with a loser like you.

Gil walks up to Banner and puts his hand on his shoulder -- and
this time, Banner angrily throws it off. Gil laughs -- finally,
he's gotten a rise out of Banner -- and he throws a punch --

-- but even though it's a solid blow from a big man, Banner
isn't rocked back at all -- he returns with a punch that knocks
Gil off his feet -- he sails five feet back into a table!

Banner face shows pure feral anger, and a hint of green in the
dim lighting. Everyone looks at him, shocked -- they've never
seen him like this, and no one's ever seen a punch like that.

Surprised at his behavior, and at his strength, Banner reels
out as Gil is pulled, semi-conscious, from the toppled table.

OUTSIDE - BANNER WEAVES DOWN THE SIDEWALK THROUGH A CROWD

that dodges him as if he were drunk. Dizzy, greenish, Banner
leans on a wall, gasping. He's never hit anyone in his life.
What's gotten into him? Banner stumbles into the night, through
rain pouring off the buildings, and his run DISSOLVES TO:

INT. BANNER'S BEDROOM - DAY - BANNER WAKES UP

from another night of troubled sleep. A loud BANGING is coming from Banner's front door. Banner lurches out of bed and to the door. He opens it before Jake, who is furious, pounds it again.

JAKE

Have some fun last night, Banner?

BANNER

Wish I could remember -- last night's kind of a bl--

JAKE

First you can tell me how you did it, Then you tell me how you'll fix it.

BANNER

I don't know what you're talking ab--

Jake grabs Banner's arm, yanks him out, and points down.

JAKE

You're going to tell me you got no idea at all how that happened?

JAKE'S CAR IS A TANGLED WRECK JAMMED INTO BEAMS

ten feet over the parking area -- the proximity alarm is repeatedly blaring the scratchy, whimpering word "ple-ease", as a TOW TRUCK DRIVER gives this a long, blank look.

Jake is still furious, but Banner's look of uncomprehending astonishment sells him on Banner's innocence. Jake lets go.

JAKE

Get some coffee, Banner. You look a little green.

The driver HONKS his horn, and Jake goes down to talk to him.

IN BANNER'S APARTMENT - BANNER STEPS BACK IN

and smiles -- if anybody had it coming, it's Jake. But the morning light catches something on the floor --

-- it is a wadded up hunk of the car's front grill. Banner picks it up, disbelieving. Could he have done this? And how?

CUT TO:

EXT. NEVADA DESERT - PRION COMPLEX - HELICOPTER VIEW - DAY

Two military freight helicopters BLAST into view, passing over the edge of the Prion weapons complex -- a group of testing buildings, adjacent to a huge, vacant weapons test range.

BY THE FENCES - A GROUP OF REPORTERS SET UP CAMERAS
and scan the grounds in anticipation of a range test.
IN THE COMPOUND - ON THE LANDING PAD - CREEL
waits with an ASSISTANT and a team to move the cargo.

ASSISTANT

They're out to try for some footage of
the weapons range test tomorrow. I
could clear them out.

CREEL

Nah. Just keep them behind the fences.
Our funding goes up whenever the
networks run those "sinister top
secret weapons base" stories.

The copters land, and workers unload the cargo -- pieces of the
gamma generator and green isotope, charred but valuable. As
they're wheeled out, Creel and his assistant look them over.

ASSISTANT

It's all here. Between this and the
data tapes, we can rebuild the gamma
system here. Job's done.

CREEL

"Done"? We're not half done. I set
this whole thing up to look like an
accident so I could take the system
and no one would care, because they
think it doesn't work.

(beat)

We're fine on the accident part -- no
one saw me go in or out, and I didn't
leave any evidence behind. Ross and
Talbot didn't draw that bullshit base
assignment because they've got a lot
of pull in the military -- even if
they do investigate, no one'll listen.

(beat)

No, the only loose ends left are
Banner and Sterns. DOE thinks they
blew it and they'll never give them
funding again, but they'll find
someone in private industry to back
them. This is too good for them to
bury -- so we need to bury them first.
Otherwise we lose exclusive control
over this device.

(beat)

I don't even want enough left for an
autopsy, in case exposure effects show
up later. So make it happen. Today.

Creel walks off with the gamma equipment as if it were a shipment of gold -- and the assistant hurries off, flipping open a phone to carry out his orders.

CUT TO:

INT. CURTIS' APARTMENT BUILDING - DAY - HALLWAY - BANNER

moves to the door -- this is a run-down, student housing kind of building. Banner knocks -- but the door is ajar.

Banner steps into the apartment, which looks like an average college student's -- CDs, beer cans, daylight is kept out by cheap curtains. There is no sign of Curtis. The phone is off the hook. Banner replaces it, and moves in, looking around.

BANNER

Curtis? It's me, Banner. I came to see how you're feeling after yesterday.

From the bedroom, there is a weakened, scratchy voice --

CURTIS (O.S.)

In here.

BANNER

(moving to darkened room)

Not answering your phone, buddy. You did have those fifty yagers, huh?

CURTIS (O.S.)

(weary laugh)

Pretty close. I've been asleep forever.

Banner steps into the room, and his look freezes to horror --

IN THE DARKENED BEDROOM - **CURTIS' FACE IS GROTESQUE**

His skin is marred with green pustules. He looks like a gamma leper -- yet his manner tells us he has no idea how bad this is.

CURTIS

Don't get too close. I've got some nasty ass cold.

(off Banner's look)

Hey, I guess I look rancid, but how pretty are you when you have the flu?

BANNER

(fighting down revulsion)

It's not so bad. But maybe we'd better get you checked out anyway.

(grabs hooded sweats)

It's chilly out. Better put this on.

EXT. BANNER'S CAR - MINUTES LATER - BANNER AND CURTIS - DAY

Curtis, half asleep and feverish, his face hidden in the hood, dozes against the window as Banner pulls out. But as he does --

-- a black van with tinted windows moves behind Banner's car.

IN BANNER'S CAR - BANNER NERVOUSLY CHANGES LANES

and so does the van behind him, matching speed and distance. Banner tries to shake the van, as he opens up his cell phone.

INT. HOSPITAL CORRIDOR - BETTY IS SIPPING COFFEE

when her cell phone RINGS. She answers, surprised --

BANNER (ON PHONE)

Betty -- ?

BETTY

Bruce -- is that you?

INT. BANNER'S CAR - NEARING INTERSECTION - DAY

BANNER

I'm beginning to wonder that myself.
I need help. I'm bringing in Curtis.
He's sick, maybe from the accident --

BETTY (O.S., ON PHONE)

Bruce, what are you -- what accident?
I'll meet you at admitting --

BANNER

No -- not the main entrance. Go to the
back ramp where we'd go on your breaks.

Banner pulls to a red light, intersecting with a street that runs downhill by a cable car line. The van is still behind him.

BANNER (ON PHONE)

No specialists, no attention -- You're
the only one I can trust --

Banner jumps the light -- he swerves into traffic with a hard right, and races downhill. The phone falls, as --

INT. HOSPITAL - BETTY IS STUNNED

by Banner's desperate tone, and the SOUNDS of tires squealing and horns blaring, followed by the phone cutting off.

EXT. IN CAR - BANNER'S CAR RACES DOWNHILL PAST THE CABLE CAR

Scared, Banner spins the wheel -- Curtis yells in fear, as --

-- Banner pulls ahead of the cable car, crossing the track to speed away! Banner looks back -- the van is left behind. But --

INSIDE THE BLACK VAN - THE PREVIOUSLY UNSEEN OCCUPANTS

are two TEENAGE GOTH TYPES who obviously had no interest in following Banner -- they were just going the same way.

GOTH KID

What's that guy's problem?

A distant WHOPPING sound overhead tells us --

A PAIR OF HELICOPTERS ARE FOLLOWING OVERHEAD

-- as Banner's car turns, they turn with him.

ON STREET - BANNER'S CAR

takes a sharp turn, bumping the rear axle up --

THE REAR VIEW MIRROR SLIPS - CURTIS SEES HIS REFLECTION

and his face marches through horror -- denial -- and panic.

CURTIS

What the hell is going on, man?

(edgy, paranoid)

Who were you talking to on the phone?

BANNER

Someone who's going to help you --

CURTIS

Right -- that's what happens with someone who can't meet you at the front door -- "help".

BANNER

You've got to trust me --

CURTIS

Trust you? Trust you?

Curtis has lost it -- he tears the hood off his face --

CURTIS

You melted my face, you son of a bitch!

Banner loses control of the car as Curtis grabs his arm -- he swerves back into his lane --

-- but Curtis' body is changing! Curtis' skin is rolling with waves of green and gray -- some tissues expand, but not others. Some parts of his bone structure expand, but not others. In short -- half of Curtis' body is Hulking out!

BANNER WATCHES IN TERROR AS CURTIS' BODY CHANGES

in front of him! Curtis latches onto his arm with superhuman strength, and Banner struggles to keep the car on the road, but he's distracted by the horrific SOUND of Curtis' bones grinding against each other, and the softer SOUND of flesh tearing --

CURTIS' MONSTROUS TRANSFORMATION IS ACCELERATING

-- if you cross the Kirby Hulk with the kind Picasso might have drawn, that's what Curtis looks like. He tightens his grip --

CURTIS

-- you did this to me, Banner --

In pain, Curtis takes his other arm and flails against the passenger door, shattering the window and buckling the door --

-- with the same superhuman strength, he pulls Banner's face within inches of his, forcing Banner to lose control --

CURTIS

(an inhuman rasp)

-- you killed me --

BANNER'S CAR DRIFTS OUT OF TRAFFIC

and plows through some garbage cans, hitting a light pole --

IN THE CAR - BANNER

is knocked out of Curtis' grip -- Banner scrabbles back along the seat to open the door, but it is jammed shut --

CURTIS' TRANSFORMATION

ends as his body completely turns itself inside out --

BANNER'S HORRIFIED LOOK

tells the story, along with the terrible, final SOUNDS -- Banner throws himself against the door again, opening it --

BANNER TUMBLES OUT OF THE CAR AND RUNS AWAY

stumbling down an alley. The hospital is not far away. Banner gasps with fear -- not only has he just watched his friend die, now he's thinking: am I next? Banner looks down -- there is green on his skin! Is it in him? Is it on him? Banner runs, rubbing at the green patches, but it keeps spreading --

AT THE HOSPITAL LOADING DOCK - BETTY WAITS NERVOUSLY

She is the only one at this back loading gate. Suddenly, she sees Banner, half a block off, in a stumbling run toward her.

He looks terrible, his clothes are torn, and he's disoriented and in pain. Betty rushes into the alley, moving toward him --

BETTY

Bruce -- Oh my God --

Betty runs directly toward Banner, as he zig-zags in a blind crouch through the alley with his head down. Betty meets him halfway in the alley -- his hand is over his face, as if he were clutching a head wound, and he collapses into Betty's arms.

BETTY

Bruce, what's happened?

Betty takes Banner's hand away -- he lifts his head, revealing Banner's pleading, desperate eyes are glowing like emeralds --

BANNER

-- Betty -- please -- help me --

Betty is torn between revulsion, fear and worry -- but before she can begin to sort out what's happening --

-- Betty stiffens with a sudden jolt -- and falls over, unconscious. A tranquilizer dart is sticking out of her leg.

Before Banner can turn, he too is hit by one dart -- then a second, third and fourth -- and Banner falls to the pavement.

BANNER'S DRUG-DISTORTED POV - THE ALLEY

The only SOUND he hears is the **POUNDING** of his own heartbeat, and the last thing he sees is men rushing toward him, as we --

FADE TO BLACK.

UP FROM BLACK - BANNER'S POV - HIS POUNDING HEARTBEAT

changes to rhythmic HELICOPTER NOISE. Banner's view shifts -- he is in a stripped down, customized freight helicopter.

BANNER

looks groggy -- but human. The near-Hulkout has subsided. As he's struggling back to consciousness, he tries to move -- but he is in a full straitjacket and shackle restraint, including a gag, chained in a modified cargo bay. Banner sees --

OUT THE WINDOW - OVER SAN FRANCISCO - THE GOLDEN GATE BRIDGE

is visible as the copter flies west over Pacific Heights, over and between skyscrapers -- flying at the same level is a second matching copter. Banner can see through a window that Betty is in the second copter, chained and semi-conscious.

INSIDE COPTER - A PILOT AND CO-PILOT SEE BANNER IS AWAKE

PILOT

He's awake. What'd you load in the trunk spikes? Jolt Cola?

(sighs)

Well, get busy. Give him the shot to finish him off.

CO-PILOT

Did you see what happened to his buddy? I'm not going near him.

PILOT

I got rank. But I'll be fair. If you can name them all, I'll do it.

CO-PILOT

Apollo Creed -- Apollo Creed again.
Clubber Lang -- ahh -- what's his name -- Drago -- and then -- damn it!

PILOT

"Rocky 5". No one remembers poor Tommy Gunn. Next time I'll try one you might know, like the "Facts of Life" girls.

Annoyed that he drew the duty, the co-pilot moves back towards Banner with a medical kit. Banner reacts wild-eyed, and struggles as the co-pilot draws out a syringe.

CO-PILOT

Quit squirming. It'll all be over in a few minutes.

Banner thrashes, looking over at Betty in the other copter.

CO-PILOT

Don't worry about her. We've got orders from Prion to let her go -- right over Lake Mead.

Banner's face changes -- when he hears that Betty will be killed, he's not merely afraid any more -- now he's angry. The co-pilot laughs, and savagely hits Banner in the face.

CO-PILOT

That's it, sport. Get a little worked up and pop out some veins for me.

The co-pilot moves in with the syringe, but as the needle meets the skin, it doesn't pierce the vein -- it bends --

-- and Banner is getting bigger -- the canvas restraints strain with expansion as binding chains grind their links together.

ON THE CO-PILOT'S TERRIFIED, INCREDULOUS EXPRESSION

We can't see yet what he's witnessing as he steps back, his hand stung by an arc of green electricity --

-- suddenly, the fabric TEARS, the chains SNAP, and a huge green arm lashes out, slapping the co-pilot's arm --

-- the syringe goes flying toward the front of the copter, with enough force that it shoots through the cockpit windshield --

Startled, the pilot loses control -- the helicopter tilts -- and the co-pilot is sent tumbling and terrified toward this thing as it tears off the last of the restraints --

-- a giant green hand grabs the co-pilot's shirt --

EXTREME CLOSEUP - A PAIR OF ENRAGED GREEN EYES

reflect the co-pilot's terrified face -- he is terrified beyond screaming -- and even if he could, you couldn't hear it over the deafening, bestial **ROAR** that's begun! We CUT TO:

INT. SECOND HELICOPTER - DAY - **FLYING OVER FINANCIAL DISTRICT**

The pilot in the second copter is unaware of trouble, until the first copter suddenly, recklessly banks toward him -- this pilot has to take evasive action to avoid being hit!

SECOND PILOT

What are those assholes doing?

SECOND PILOT'S POV - THE OTHER COPTER

weaves erratically between skyscrapers -- until, suddenly --

-- something is hurled through the door of the helicopter --it is the co-pilot, rocketing back toward this copter!

The pilot veers off before this human cannonball hits --

THE HURLED MAN CRASHES THROUGH THE "BANK OF AMERICA" BUILDING

smashing through one floor-to-ceiling window and then another, and then a third in the building's jagged facade --

-- then he bullets back out into open air with such force that he flies another hundred yards before falling to Earth!

IN SECOND COPTER - THE PANICKING SECOND PILOT HITS THE RADIO

But the only sound on the radio is a terrified **SCREAM** --

INSIDE THE FIRST HELICOPTER - THE PILOT LOOKS BACK IN HORROR

and is tries to keep control, even as the thing moves closer -- all we see is a huge green arm that pulls apart the top of the copter with steel-cabled muscles, and we hear its ROAR --

INSIDE THE OTHER COPTER - THE SECOND PILOT LISTENS

-- the only SOUNDS from the radio are static, the pilot's SCREAMS and the monster's ROAR -- and even that cuts out, as --

-- suddenly, the first copter's forward movement slows -- smoke begins pouring out of it, and sections of the copter crumple inward, as it were being torn apart from the inside --

-- and finally, the copter's engine dies -- the rotors stop, and it plummets down directly toward the second copter!

IN THE SECOND COPTER - BETTY WAKES UP

No anaesthetic can keep you asleep through this. The pilot swerves the copter up, exposing the bottom skids to the falling craft -- there's a loud THUD on the bottom, as --

THE FIRST HELICOPTER PLUMMETS INTO THE STREET

and FIREBALLS on impact -- traffic frantically scatters as the wreckage tumbles down the steep San Francisco hill street!

IN SECOND HELICOPTER - THE SECOND PILOT STABILIZES THE COPTER

SECOND PILOT

I don't know what happened, but we're dumping this bitch right now --

The co-pilot undoes her chains. Betty struggles, but suddenly --

-- there is a metallic CRUNCH -- a hand-shaped imprint forms in the bottom -- followed by a second, and a third, moving up -- some unseen thing is climbing outside the copter --

THE PILOT LOOKS DOWN IN FEAR

-- the hand-shaped CRUNCHES are moving up in front of him! Realizing what's coming, he lifts his face -- and sees --

PILOT'S WINDSHIELD POV - THE FACE OF THE HULK

is inches from the pilot's, with nothing separating them but a windshield, which barely muffles the Hulk's murderous ROAR!

This is our first full, clear view of the Hulk -- and it is terrifying. There is nothing human about this creature. The nine foot tall, six foot wide frame is wound with cabled, steely green muscle -- and the enraged, pitiless eyes show no sign of intelligence or mercy. There is nothing but pure fury.

FURTHER BACK IN THE COPTER - BETTY

looks at it in uncomprehending horror --

ON NOB HILL BELOW - ONLOOKERS POINT UP AS THE COPTER

out of control and noseheavy by 1,200 pounds, dives to the street, missing a traffic light! What's more shocking is --

-- the Hulk, clinging to the front of the copter, bellowing a battle cry and rearing back a hand to smash in the front!

The copter is tracking up over Nob Hill, the skids hovering inches over a cable car, close enough to ring the roof bell --

The tourists in the cable car are terrified, but that doesn't stop some from aiming their video cameras up --

INSIDE THE HELICOPTER - THE PILOT IS FRIGHTENED

but realizes his only chance is to shake this beast off -- as the Hulk ROARS right in his face, close enough to steam up the windshield, the pilot violently swings the controls --

THE HELICOPTER VEERS UP SIDEWAYS BY A BUILDING

-- and the Hulk slips -- strength and agility are two different things -- he slides across the front of the copter and almost falls, but one hand clamps like a vise on the copter's roof --

CLOSE ON THE HULK'S FACE

which has only gotten angrier -- but inside, he sees --

HULK'S POV - BETTY

is in chains, terrified, struggling to free herself --

ON THE HULK'S FACE

Seeing Betty has changed his expression -- whether it's a flicker of recognition, or empathy for a creature chained as he was, now he's not just driven by anger -- now he wants to help.

INSIDE THE COPTER - THE HULK TEARS THE WINDSHIELD OFF

and climbs in, his frame so large that he winds up bending the metal frame of the windshield as he enters --

-- once inside, with one motion, the Hulk grabs the front of the pilot's harness and throws him out of the helicopter --

OUTSIDE THE COPTER - THE PILOT PLUMMETS TO THE GROUND

as the copter hurtles out of control!

IN THE COPTER - THE HULK TURNS TOWARD THE CO-PILOT

who shoves Betty away to pull out a machine gun -- the Hulk **ROARS** again, his anger fueled by the rough treatment of Betty -- the co-pilot fires the gun at the Hulk --

-- surprisingly, the Hulk throws up his hand and bellows a childlike cry of terror! The noise frightens him, and he doesn't know that he's bulletproof -- but as the bullets bounce off the Hulk, ricocheting everywhere, the gun clicks empty -- the co-pilot looks down at the gun in disbelief --

-- the Hulk removes his hand from his face, and the look of fear fades, replaced by a murderous glare and a **GROWL** --

-- the co-pilot has had enough -- rather than wait for the Hulk's wrath, he jumps out the open door of the helicopter!

Betty looks ahead: not only is the Hulk advancing toward her -- but she can see out the cockpit window that the pilotless helicopter is on a wobbly collision course with a skyscraper!

The Hulk reaches Betty, and his mood softens -- even her **SCREAMS** don't faze him. He turns to look out the windshield --

-- and the Hulk dimly realizes this imminent collision is upsetting her. So he finds the simplest solution -- the Hulk tears Betty's chains out, and rips a hole in the fuselage --

IN THE HELICOPTER - THE HULK LEAPS OUT WITH BETTY

-- right after they're out, the copter impacts against the building and explodes -- the top rotor sails off, as --

THE HULK AND BETTY FALL ONE HUNDRED FEET TO EARTH

-- the Hulk is unconcerned, but Betty is petrified -- the Hulk impacts on the sidewalk, creating a ten foot crater in the concrete and a dust cloud rising around them!

The Hulk shielded her from most of the impact, but Betty is stunned -- woozy, she looks up fearfully at her benefactor --

BETTY'S POV - THE HULK IS SMILING PROUDLY

But Betty sees something else above him: the helicopter's severed rotor is spinning down toward them -- and the flaming wreck of the copter is right behind!

THE HULK LOOKS UP AT THE FIVE TONS OF MOLTEN WRECKAGE

and is unconcerned while Betty **SHRIEKS**. His only reaction is some annoyance at how little things keep distracting her --

-- while shielding Betty, the Hulk catches the tip of one rotor -- he easily swings it back at the falling wreckage --

THE SPINNING ROTOR IS NOW SAILING UP INSTEAD OF FALLING DOWN

-- it slams into the rest of the wreckage and carries it fifty yards away, where it SLAMS into an empty section of street!

ON THE HULK AND BETTY - BETTY OPENS HER EYES

as the Hulk sets Betty down with a surprising gentleness. Betty, frightened, moves away from him, stumbling down an alley.

The Hulk lumbers behind her -- and though she tries to get away, he catches up and grips her still-manacled arm!

Betty almost screams again, but with two fingers, and a brutish attention to detail, the Hulk delicately snaps the manacle apart, without hurting her -- and he releases her arm.

Betty's expression softens, as it sinks in that the Hulk won't hurt her. And in the Hulk's eager-to-please face, she starts to see something human -- shocked, she realizes that it's --

BETTY

-- Bruce?

At that moment, the Hulk is hit by a shockwave of physical pain -- he BELLOWS one last time, and falls to his knees --

-- and the reverse transformation locks in. The Hulk collapses to the ground, writhing in the agony of having humanity forced back upon him. The metamorphosis is excruciating -- it looks as if the Hulk's frame is compacting, folding in on itself --

Betty can only watch in shock, until each phase completes. The green skin is gone, as are the strength and the rage -- there's nothing left but Banner, unconscious and physically drained.

As wailing SIRENS get louder and nearer, Betty moves closer to Banner, and pulls him to his feet, looping one arm over her shoulder. They're alone, but they won't be for long. Betty leads a semi-conscious Banner away down the alley, as we CUT TO:

INT. CREEL'S OFFICE - PRION COMPLEX - DAY - CREEL WATCHES TV

as he unwraps his latest acquisition -- an authentic 13th century Asian mace. His entire office is covered with more antique weaponry than you'd see in a museum. Creel stops to look at the TV: CNN's "Breaking News" logo frames shaky camcorder footage of the copter buzzing through San Francisco, with a clear view of the Hulk on the front!

CNN REPORTER (ON TELEVISION)

-- details are hard to come by -- two helicopters have crashed in downtown San Francisco. But there is more: we have amateur video of some sort of -- well, no one knows what it is --

Creel is stunned by this -- he knows this was his helicopter, and he can only guess what this means. He grabs the phone --

CREEL

Extraction two -- cancel the original plan. Do not, repeat, not get rid of the second package. Bring it home in the best condition possible.

Creel stares at the TV, FROZEN on the Hulk's face, as we CUT TO:

INT. SAN FRANCISCO - VACANT STOREFRONT - DAY - BANNER

is lying on the floor of this abandoned store -- he is shivering and feverish as he comes to. Banner sits up, with no idea of what happened, wearing nothing but the rags that were his pants. He sees Betty, sitting on a box. She's cut and bruised, and emotionally shaken from the whole experience.

Banner's lost look turns into one of shame. Banner has added one and one and gotten eleven -- he thinks he roughed Betty up.

BANNER

Betty -- Christ, are you all right?
(dreading answer)
Did -- did I do that to you?

BETTY

(amazed he'd think this)
No -- I'm okay. You didn't hurt me. It was a couple of other guys.

BANNER

(a little hot now)
Who?

BETTY

You -- took care of them already. You really don't remember? Anything?

Banner struggles to his feet -- he's suffering some aftereffects, like shaking, hunger, and muscle cramps.

BANNER

I remember calling you, because I was bringing Curtis in --
(pales at memory)
-- then I ran to the hospital. I felt sick, but somehow it was making me stronger instead of weaker. And then nothing. It's not the first time. I've been having these blackouts.

BETTY

They're more like "greenouts" --

Betty raises a window shutter, and Banner sees chaos that extends half a mile in each direction. There is smoke from the separate, burning helicopter wrecks -- traffic is snarled -- police drive through -- and news copters swarm overhead.

BETTY

-- and if you have any more, this city
can stop worrying about earthquakes.

Off Banner's flabbergasted look, we CUT TO:

INT. STERNS' HOME - DAY - STERNS SITS BY A WINDOW

and is killing time by going over the "unsolvable" equations on his palmtop. But where he used to just stare at the problems -- now inspiration hits him. He types in an actual solution. Surprised, Sterns moves to the next one --

-- and the same thing happens. A math conundrum that's stumped men and computers for centuries is knocked over in seconds. Sterns is on fire from the creative rush of it -- epiphany after epiphany, faster than you or I could do basic arithmetic, he solves problem after problem, faster than the computer can load the pages, until it crashes --

Sterns drops the palmtop on the table and backs away -- he knows he's just done something impossible.

His fear growing, Sterns goes to a hall mirror and examines his face: it is subtly different. His hair is loosening and his skull is expanding. There are tinges of green in his skin. His eyes are more intelligent -- and less human.

Sterns realizes that somehow, he is changing -- but before he can try to understand, or to even just calm down --

-- his front door opens. Two MEN from Creel's extraction team are there: one fires a tranquilizer dart at Sterns. He collapses to the floor, his mind and his body shutting down.

CUT TO:

INT. HOSPITAL - DAY - BETTY AND BRUCE MOVE THROUGH THE HALL

trying to look inconspicuous. (We'll note this isn't the same hospital Betty was working in earlier.) Betty is still in medical scrubs, and she is pushing Banner in a wheelchair. Though no one is giving them a second look, we see they need to be cautious as they pass a TV BLARING a local news report:

NEWSCASTER (ON TELEVISION)

-- the unidentified body, mutilated beyond recognition, was found in an abandoned car owned by Robert Bruce Banner, 28, whose bloody hand-prints have been identified in the vehicle.

NEWSCASTER

Banner is being sought by police, and associates describe him as a troubled, potentially dangerous man.

The newscast cuts to Jake, standing in his doorway --

JAKE (ON TELEVISION)

Banner seemed pretty tightly wound to me. Kind of like the Unabomber.

Then a second cut to Gil, who has a badly bruised eye --

GIL (ON TELEVISION)

I didn't do nothin', and he just came at me, like some kind of animal --

BANNER

(as they pass TV)

I thought you said the lab was here.

BETTY

Shh -- I've only done one rotation here, and I 've slept about four hours in the last two days --

They finally reach a door that says "**HEMATOLOGY**". A TECHNICIAN leaves -- and Betty wheels Banner in.

INSIDE HEMATOLOGY LAB - BANNER TAKES A BLANKET OFF HIS LAP

revealing a shocking pair of purple trousers. As Betty gets a syringe, Banner snaps the elastic waistband on the pants.

BANNER

Where did you get these? Was there a garage sale at Prince's house, or what?

BETTY

I had to go to that thrift store while you were out. Hold still --
(draws his blood)
It was all they had in your size.

BANNER

Okay. And I know Einstein used to wear the same outfit every day, but --
(points to backpack)
Did you have to get three pairs?

BETTY

I've got a feeling you'll need them.
Tell me everything you remember.

Betty puts the blood between two slides, loading it into a microscope with a computer display rather than an eyepiece.

BANNER

My heart was beating faster -- I
started breathing faster. Do you think
it was triggered by exertion?

Betty is intent on the display, and prepares tests. The first
liquid she puts on the slide draws no reaction.

BETTY

I don't know. What else did you feel?

BANNER

I felt -- angry. They said they were
going to kill you. Then it started.
Could it be an emotional reaction?

BETTY

Extreme emotional reactions trigger
all kinds of physical releases.
Neurotransmitters, hormones, even
tissue inflammations --
(watches screen)
-- oh my God --

Betty loads a second sample into the microscope.

BANNER

Did they teach you in med school that
it's kind of bad form to gasp "oh my
God" over someone's blood sample when
they're in the room?

BETTY

This is your blood. It looks normal --
(injects liquid)
-- until you add adrenaline.

The normal cell patterns go berserk. Plasma cells flare up,
quintupling in size, and turning green -- their movements
accelerate as well, banging around faster and faster, until --

-- the display winks out as there is a CRUNCH -- the slides are
shattering from the reaction! Banner look down, stunned --

BANNER

This is good. My blood is explosive.

Before Banner can take this in, the doorknob rattles -- someone
on the other side of the frosted glass is trying to get in.

HOSPITAL WORKER (O.S.)

Hey -- let's get some security here --

Banner grabs his shirt as they leave through a side door --

A SERIES OF CONNECTED EXAMINATION ROOMS - BETTY AND BANNER

move through the rooms quickly, but Banner looks worried -- will even this much tension set him off?

IN THE HALLWAY - BETTY AND BANNER REACH A FREIGHT ELEVATOR

as security opens the door fifty yards back. As the elevator doors shut, Betty sees how worried and confused Banner is --

BETTY

Don't get upset -- keep thinking it through. Do you have any ideas?

Banner focuses on the problem -- and something hits him.

BANNER

Maybe. I've been doing computer models on medical gamma treatments on my own. Mostly gamma irradiated adenoviruses for gene therapy to invade cells and rebuild them.

BETTY

So if you used it to treat cancer, it would stop a tumor from growing?

BANNER

Better. It'd stop the tumor and rebuild damaged tissue. Kind of a directed, limited mutation. Maybe that's what happened. I panicked when that blast hit. If the gamma exposure irradiated my adrenaline --

(realizing)

-- maybe the mutation is redefining how my body adapts to crisis. By replacing it with that -- thing.

BETTY

That may be treatable. Beta blockers can inhibit adrenal activity --

BANNER

That won't be enough. In most of the computer models I ran, if the mutation was left unchecked for seventy two hours, it would alter -- no limits, no directions -- and destroy the body.

BETTY

Was there a way to stop it?

BANNER

(smiles grimly)

Sure. In some models, the mutation ended if a megadose of gamma radiation was administered in 72 hours. There are two generators in the world that are strong enough. Trouble is, one of them blew up in my face yesterday --

BETTY

Then we'll go to the other one.

BANNER

-- and that one is right in the middle of Prion Complex in Nevada. The same place that sent those goons after us.

Banner is despondent. But Betty takes his hand, determined.

BETTY

Then we'll get you in somehow. You can't give up, Bruce.

Banner looks at her -- and some of her confidence rubs off. Maybe there's a chance. Maybe.

BANNER

Okay. We'll give it a try.

The elevator opens -- they're in a receiving area by the E.R., where harried PARAMEDICS wheel someone out of an ambulance.

PARAMEDIC

We need a hand, Doc! Stat!

Betty can't say no -- she goes to help, as Banner goes to the dispatch station, trying to look as inconspicuous as possible. But a show on the DISPATCHER's portable TV catches his eye:

ON THE TELEVISION - **"TALES TO ASTONISH!"**

a tabloid reality-based show flashes its logo on screen.

ANCHOR

On today's "Tales To Astonish!": a monster rages through San Francisco!

The tabloid show plays it to the hilt -- amateur footage of the Hulk on the copter is played slow-mo, with sinister music. The Hulk is a huge green outline coming toward the camera.

ANCHOR (O.S.)

This thing, dubbed "The Hulk" by onlookers, is responsible for killing at least four men this morning --

IN THE HALLWAY - BANNER FREEZES ON THE SPOT

He doesn't want to see what he's become. But he can't move.

ON THE TELEVISION SCREEN - FOOTAGE OF THE HULK

-- the screen FREEZES on the Hulk's snarling, murderous face.

ANCHOR (O.S.)

-- and with this incredible beast
still at large in the city,
authorities have one question --

CLOSE ON BANNER'S FACE

Banner's reaction isn't just fear, or revulsion over the Hulk's appearance. There is something in this face he recognizes. Something familiar. Something he was always afraid of becoming.

ANCHOR (O.S.)

-- who will this monster kill next?

Banner hurries into the street, alone.

EXT. HOSPITAL SIDEWALK - DUSK - MOMENTS LATER - BETTY

walks out, looks for Banner, and runs up, breathless and angry.

BETTY

So what's the idea? You want to see
what happens if I get mad?

BANNER

It's not safe for you to be around me.

BETTY

You think I'm not afraid? Up to a few
minutes ago, I thought this might be
contagious. But it's my decision --

Banner's getting steamed, but tries to hold it back.

BANNER

Is this a good time to argue with me?
(tries to calm down)
If I turn into that thing again, I
might hurt you. I might kill you.

Betty sees down the street, a San Francisco Police car is at an entrance -- Betty pulls Banner aside, into the garage's doorway.

INT. HOSPITAL GARAGE - NIGHT - MINUTES LATER - THE POLICE CAR

prowls through, shining a window spotlight around the packed garage. Some rows away, is a Jeep Cherokee -- Betty's car.

INSIDE THE JEEP CARGO AREA - BANNER AND BETTY

are lying down, hiding. The only light is occasional swipes of the searchlight slashing in under the cargo shade --

-- and one of those stabs of light illuminates Banner's face: his expression is tense, and his skin has a greenish cast.

BANNER

It's happening again --

Betty gently strokes his face, trying to soothe him.

BETTY

Shh -- they won't look here. They must think we're drugstore cowboys, and they don't drive SUVs.

The light passes again -- and Banner looks normal. For now.

BANNER

I can feel it. It's holding back -- this time. But -- you have to promise me that you'll stay away from me.

BETTY

I know you'd never hurt me. I don't know why you thought that before --

Betty moves toward Banner, but he turns away, upset.

BANNER

You wanted to hear about my family? Let's start with my father. He was a nice guy, I hear -- I just don't remember that part of him. What I remember is when the oilfields stopped hiring -- when he lost the house and took us to a one room dump -- when he couldn't keep jobs no one wanted in the first place.

(beat)

So if he got lit up the wrong way at a bar, or the Padres lost a game, or that time he found out that his six year old could solve math problems that he couldn't even read -- the nice guy would go away and somebody else would be in the house with me and my mother. Somebody who'd beat the hell out of both of us.

(beat)

That's the way my she'd explain it to me in the morning -- "your daddy went away last night. The monster was here instead. Now your daddy is back."

BANNER

(beat)

My strongest memories of her are like this -- both of us hiding in the dark, waiting til it was safe to come out.

(beat)

My memories of him don't even have a face. It's just him hovering over me, saying shit like "don't make me angry. You wouldn't like me angry."

The light swipes by again. Banner isn't enjoying sifting through his past -- and Betty is ashen. She had no idea.

BETTY

Did he --?

BANNER

Kill her? If you asked the law, they'd say no. The minute she got sick, he left -- way before she died. If you asked the doctor, he'd say no too. She was just too weak to fight for long.

(beat)

If you asked me, I'd tell you something different. I'd tell you he killed her a little every day until it finally added up.

Betty realizes why he was doing medical research on his own.

BETTY

Bruce -- I'm sorry --

BANNER

Don't. Just, don't. I'm not telling you this sad little story to get that look of pity. I'm telling you because I know I'm just like him. I've got exactly the same temper he does.

(she starts to speak)

Don't say anything. I am. I've spent my whole life trying to control my anger, to keep it in a little box and bury it so deep, but -- that thing they're calling the Hulk -- there is no control. It's the worst part of me, ten feet tall and six feet wide. So you have to promise -- promise me that you'll stay away from me.

BETTY

(takes his hand)

I know that's not who you are. I'm not going anywhere until you know it too. And that look on my face isn't pity.

BETTY

I'm not leaving you until you
understand that too.

Betty moves toward Banner -- and this time, he doesn't push her
away. They lay in the dark, waiting for the danger to pass.

CUT TO:

EXT. SAN FRANCISCO - DUSK - EDGE OF PRESIDIO - **ROSS IS JOGGING**

past a part of the former military complex, part of a daily
ritual. But as he pushes himself to better his time up a hill --

-- he sees Talbot standing there, leaning against his cycle.

TALBOT

I have a lead on the break-in.

ROSS

You couldn't -- have stopped me -- at
the bottom of the hill?

(catching his breath)

I'm still not convinced there was a
break-in. Nobody saw an intruder, right?

TALBOT

No, but I checked a security tape of
the observers brought in for the test.
This man was cleared for entry by
Senator McEwan under another name, but
I've IDed him as Carl Creel.

(hands him photo)

He was in the Air Force "Tiger
Team" -- a group of ops who'd check
security by breaking into our own
bases. One night, he got a little too
into character and killed a guard.
That drew him a life sentence.

ROSS

Funny how he managed to visit us while
he was in the brig.

TALBOT

The funny part is, he's not there any
more. Creel got clemency by executive
order, conditional on a transfer to
Prion Complex in Nevada.

ROSS

"Prion Complex" -- ?

TALBOT

It's a covert weapons development base
run out of the military black budget.

TALBOT

These guys even run espionage against American aerospace firms -- they see something they like, they just take it. And they'd love those toys Banner and Sterns built.

ROSS

Throw in some black helicopters and you could write a conspiracy book. Or you could file that report and get yourself a section eight. I'm not buying it. Banner and Sterns read their slide rules wrong, and --

TALBOT

They've vanished, sir. Both of them. The last trace of Banner is a cell call he placed in San Francisco at 1:19 p.m. Thirty minutes later in the same area, two helicopters crashed after fighting that thing they're calling "the Hulk". I traced the records on one of the pilots -- and he's stationed at Prion.

Ross is still unconvinced, but intrigued enough to find out.

ROSS

Then we'll check it out. If you're right, I want to talk to the son of a bitch who blew up my base --
(starts running again)
-- and if you're wrong, I'm filing your section eight paperwork myself.

CUT TO:

INT. PRION COMPLEX HOLDING CELL - **STERNS IS IN A STRAITJACKET**

in the corner of this cell, eyes shut tight, thrashing insanely.

STERNS' POV - THE FULL SPECTRA OF LIGHT ASSAULTS HIS EYES

with colors no one has ever seen, focus no one has ever had. A chorus of voices -- all **his** voice -- unleash equations, theorems, and solutions to every problem that's ever dogged him.

Worse still, competing for the limited mental real estate is a blizzard of electronic signals -- faxes, computer tones, encrypted telephone calls bang through his skull.

IN AN OBSERVATION AREA - CREEL WATCHES WITH FASCINATION

through a one way glass, as a doctor stands by.

IN STERNS' CELL - STERNS' CHAOTIC THRASHING

rolls him from the corner of the floor, to the mirror of the two-way glass. As he opens his eyes and sees his reflection --

-- his first reaction: This can't be my face! His skull is hairless, and ridged with cartilage. His skin is green. But something about his reflection is fascinating him. Calming him.

IN THE OBSERVATION AREA - CREEL WATCHES WITH CONTEMPT

CREEL

Looks like Sterns has checked out. The "Vacancy" sign is blinking.

Sterns, hypnotized by his reflection, appears to be gone, but --

STERNS POV - CLOSE ON HIS OWN REFLECTION

The uncontrolled voices are quieted, as are the ultra-spectral lights. He focuses -- and WE FOLLOW with a ZOOM into his eye --

THE PHYSICAL INTERIOR OF STERNS' BRAIN

is reorganizing itself on a cellular level. Where neurons used to fire from one cell to another, they are now working on a molecular level -- a single neuron splits into millions of smaller neurons, all operational. The VIEW PULLS OUT --

STERNS GAZES AT HIS REFLECTION

with understanding -- and acceptance. Along with the thousands of new things he understands, he knows: he's been born again. Sterns looks down simply at the buckles binding the strait-jacket -- and one by one, they pop open, driven by telepathy!

IN THE OBSERVATION ROOM - CREEL WATCHES IN AMAZEMENT

and is starting to be afraid of his captive, just as Sterns is getting more comfortable with what he is becoming. We CUT TO:

EXT. RURAL HIGHWAY - NIGHT - BETTY'S JEEP

is the only source of light, speeding down this highway.

IN THE JEEP - BANNER IS DRIVING AS BETTY SLEEPS

in the passenger seat. Things seem okay -- until Banner shudders with a sudden convulsion that hits him like a heart attack. Banner looks at his hand -- and there are spreading green capillaries in his forearm! Frightened, Banner pulls over.

OUTSIDE THE JEEP - A HORRIFIED BANNER

half-runs, half-staggers away from the Jeep --

CLOSE ON BANNER'S FACE

as he runs into the night, with green veins pulsing in his neck
and his temple -- Banner collides with a steel pole --

Clenching his teeth in pain, with wild ferocity, Banner slams
 his arm against the pole -- then he hits it again, and again,
 like an animal trying to beat it to death -- until --

INT. JEEP - NIGHT - MOMENTS LATER - BANNER OPENS THE DOOR

and abruptly wakes up Betty. Banner is himself again, calm and
 without a trace of green. Betty sits up groggily.

BANNER

I think maybe you'd better drive.

BETTY

(moves over to start car)

What happened?

BANNER

I don't know. For some reason -- I
 just started to get pissed off. But
 it's out of my system now. Literally.
 I just have to make sure nothing
 irritates me between here and Nevada.

Betty hits the radio and gets bad country music. Banner's look
 says no. She tries again: loud talk radio. Banner scowls. Next:
 a pop diva screeches a high note -- and that does it. Banner
 hits the CD player, and that Chet Baker CD starts. Much better.
 Banner relaxes and shuts his eyes as Betty drives on.

ANGLE ON HIGHWAY - THE STEEL POLE IS ON THE EDGE OF THE FRAME

We can only see part of it now. But in a DISSOLVE --

-- night becomes day, and we see it's the spot where Banner got
 his ticket. The CHP deputy who stopped Banner drives up, agog --

THE STEEL POLE HAS BEEN **BASHED AND TWISTED TO THE GROUND**

The now upside-down traffic light is touching the ground, and
 still dutifully blinking from green to red. We CUT TO:

EXT. NEVADA HIGHWAY - DAY - BETTY'S JEEP

drives down the road, passing a state line sign.

INSIDE THE JEEP - BANNER

is pensively looking out the window as Betty drives. He's
 dialling a number, for the hundredth time, and getting nothing.

BANNER

Still no answer at Sam's place. I hope this isn't happening to him too.

(puts away phone)

So what am I -- what's he like? When I'm him? Or when he's me? I need a whole new schizophrenic language just to talk about this. Like if I go that way, it's a "Hulkout" -- if I go this way, it's a "Bruce-in" --

BETTY

Hulkout, maybe. But a Bruce-in sounds like a Castro Street theme party.

BANNER

I don't remember anything, and it's driving me crazy. Can he talk -- ?

BETTY

He's just like you. He tries to keep things as simple as possible.

(off Banner's look)

No, he can't talk. He's like a little kid. Like he's mad, but he doesn't know why.

BANNER

Did he try to hurt anybody?

BETTY

Just those pilots -- and only because they attacked first. He didn't want to fight them as much as he wanted to help me.

(smiles)

I think he's got a crush on me.

BANNER

And you think that's a good thing? You know, if my inner child hugs you a little too hard, your kidneys are going to pop out of your eye sockets.

BETTY

He wouldn't hurt me.

BANNER

Did you ever read "Of Mice and Men"?

(points at exit sign)

Let's pull over. We need supplies.

EXT. EXIT TOWN STREET - DAY - A ROW OF BUSINESSES

sit on the main street -- a diner, a hardware store, office supply, etc. Betty's car is parked on the street.

AT A SODA VENDING MACHINE - BANNER

rubs his neck, tired from the road, drops in some change, and hits a button for a cola. The change drops. The soda doesn't. Banner tenses up a little, and digs another few quarters out of his pocket. Drops them in. Hits the button. And gets no drink. Banner is a little angry now -- he picks the last few nickels out of his hand, he has just enough for one more. And nothing.

BANNER

-- shit!

Banner angrily hits the machine -- and it topples over on its back with a BANG -- and the three cans roll down the chute.

Banner looks at his skin. A flash of green subsides. Banner looks to see if anyone saw this, grabs the cans, and retreats.

IN THE STREETSIDE PARKING - BETTY IS WAITING IN THE JEEP

with a couple of bags on the floor from the hardware store and office supply store. She is also working her palmtop computer as Banner comes in and hands her a drink.

BETTY

Thanks. I finally got it online.

(hands him computer)

I got the stuff you asked for. I also picked up a present for you --

It's a book on tape: a way-too-cheery looking box featuring "Anger Management: 30 Ways In 30 Days!" Banner rolls his eyes --

BETTY

-- and I got this one for him.

Betty pulls out a second tape: "Hooked on Phonics".

BANNER

I think I speak for both of us when I say -- thanks, but no.

(taps on screen)

-- aaaannnd -- there we go -- the U.S. military equipment inventory system.

BETTY

What? How did you do that?

BANNER

Well -- remember how I told you we were underfunded?

(shrugs)

We, uh, broke the encryption on the shipment system and diverted some laser diodes from surplus last month.

BETTY
Are you kidding me?

BANNER
This is what happens when you mix high IQs with low funding. It drove Sam crazy that they had this stuff piled up in warehouses, and we couldn't even get a new coffee machine.

Betty sifts in the bags. Among other things, there's a stencil sheet, paint, decal letters, metal casks, and countdown timers.

BETTY
So you just broke into the military database. I hope this stuff doesn't mean you're building a bomb.
(he doesn't answer)
Seriously? What's the explosive part?

Banner keeps tapping information into the system, and smiles.

BANNER
I am.

INT. PRION COMPLEX - OUTSIDE DETENTION AREA - CREEL

is standing with a few armed SENTRIES. The cell door has a computer keypad controlling the lock -- and the lock's display is racing through every possible alphanumerical combination.

INSIDE THE CELL - STERNS' HAND

is up against the interior portion of the lock -- he is communicating with the computer through mental control.

IN THE CORRIDOR - CREEL TRIES TO CALM THE GUARDS

CREEL
Steady -- no sidearms, not without a signal from me.

The door opens, revealing Sterns, who shows no panic or fear. The guards are tense -- but Creel, smiling, steps forward.

CREEL
I apologize for the rough treatment, Doctor Sterns, but we had to get you here for your own protection.
(extends hand)
My name is Carl Creel. I'd like to show you the rest of this facility.

Sterns takes Creel's offered hand -- and walks out calmly. He doesn't trust Creel -- but he is not afraid of him either.

EXT. PRION ENTRANCE - GUARD GATE - DAY - BETTY'S JEEP

pulls up to the barrier with Banner at the wheel. The GATE GUARD moves out of his guardhouse, as Banner taps the horn impatiently. The guard looks pissed when he reaches Banner's window -- and Banner, looking impatient, speaks first.

BANNER

It sucks when your job gets in the way
of the old afternoon nap, huh?

(flashes altered ID)

David Hawkins, DOE. With the Livermore
delivery.

GATE GUARD

I'll have to check my log --

BANNER

Would you? Please? That'd be swell.

(impatient, to Betty)

Do you believe this shit?

GATE GUARD

(checks handheld computer)

The delivery's on the system all
right, but protocol says --

BANNER

-- to have me fill out some forms?

Give you a stool sample? What? Listen,
pal -- come here a second --

(waves him over)

-- come on, all the way, I promise I
won't hurt you. Now, take a look at
this stuff and try to follow me --

Banner points at the two casks stencilled "GAMMADIUM-9" in the cargo area. Both have countdown timers -- one with twelve minutes to go, another with thirty-eight.

BANNER

-- this is gammadium-9. The most
radioactive substance ever invented.

It takes two tons of uranium spun
through the Livermore reactor to make
ten pounds of it. It has to be stored
at minus two hundred degrees
centigrade, or it goes ka-boom.

(points to timers)

We've got ten minutes to get this into
your cryonotron, and she's got half an
hour to drive that one over to Nellis.

(off his blank look)

Dude, I can explain it to you, but I
can't understand it for you, you know
what I mean?

BANNER

Now you got two choices: wave me in fast and wave her out faster, or get ready for ground zero!

Off the guard's stunned look, we CUT TO:

INT. BETTY'S JEEP - A MINUTE LATER - BANNER

smiles as he drives into the Prion complex.

BANNER

What a nice guy. We even got directions to the right building.

BETTY

I thought I was going in with you.

BANNER

Nope. If everything goes right on this, there's going to be another big gamma blast. And if it goes wrong, then I really don't want you around.

(stops at building)

You'd better not waste any time driving out of here. This "gammadium" stunt is going to hold water about as long as an old spaghetti strainer.

BETTY

I'll wait by those reporters.

Banner opens his door, and tries to put on a brave look.

BANNER

Well -- it's time for my Hulkectomy.

BETTY

It's weird, but I'll kind of miss him. Sometimes I think I could talk to you for years, and I still wouldn't know how you felt about me. He can't talk at all, but with him I knew right away.

BANNER

This is weird. Now I'm jealous of me. When this is over, I'll try to be more like that part of him -- okay?

(off her anxious look)

Don't worry. We got this far. If our luck holds, I'll be back over that fence in two hours tops.

Banner leans in and kisses her -- then shuts the door, and takes the cask to the front gate as she drives off. As she leaves -- so does Banner's confident look.

BANNER

(mutters)

Right. If my luck holds, I'll end up
with two heads, six arms, and a fin.

INT. PRION LAB BUILDING ENTRANCE - A SECURITY CAGE

is set up at the front to further control who goes in or out.
To enter, you have to pass through one gate in a wall of four-
inch thick armored glass -- go through security scans -- and
then be buzzed through by two GUARDS, armed with machine guns.

BANNER STEPS IN THE FRONT DOOR

-- and his face tells us he wasn't expecting a second barrier.

BANNER

David Hawkins, DOE. Got the Livermore
delivery for Tech Directorate.

Banner is buzzed past the first barrier -- but the guards hold
machine guns on him through ports in the armored glass.

GUARD #1 (VIA INTERCOM)

The shipment's on our system. Remain
still for an eyescan to confirm ID.

Banner stiffens. This he hadn't anticipated. He leans toward a
laser scan eyepiece. But he's nervous -- there is a light flush
of green near his eyes. Banner forces a joke anyway --

BANNER

The first line of the chart is O --
P -- E -- N -- U -- P --

As Banner leans in, light green sparking hits the eyepiece --

THE GUARDS LOOK AT THE MONITORS IMPATIENTLY

The instruments are being knocked out of whack by the gamma
activity, but they don't know why. Guard #1 hits the screen.

INSIDE THE CAGE - BANNER IS NERVOUS

but he tries to fight it back and look nonchalant.

BANNER

Hey, fellas, can we move this along?
This shit's radioactive. We're all
going to get cancer of the o-ring
while you play "Man From UNCLE".

ON THE OTHER SIDE OF THE ARMORED GLASS - THE GUARDS

GUARD #1

We still need a retina scan --

GUARD #2

Bullshit. You want to stand here for an hour soaking up whatever he's got in there while we check the scanner? It's Tech's problem now.

(brightly, to intercom)

Okay, Hawkins, clear to proceed.

The guard buzzes open the second door -- and Banner, taking a relieved breath, walks through, the green flush receding.

ELSEWHERE IN THE BASE - AIRCRAFT HANGAR - CREEL AND STERNS

walk through, with guards following warily, as ground crews work on experimental aircraft in the hangar.

CREEL

If you'll work here for us -- with us -- we can change the world. I know you can move the ball ahead on our projects. In return, we'll give you an environment where you can work in safety, with unlimited resources.

They stop, as Sterns catches sight of himself in a mirror.

CREEL

You realize, there's no ordinary life you can reclaim, looking like that. You're not human any more. But you can still work to help humanity, just like you've done all your life.

Sterns considers this, while --

ELSEWHERE IN THE BASE - IN A CORRIDOR - BANNER

is walking through the halls, trying to look as if he belongs.

IN GAMMA GENERATOR LABORATORY - A HUGE GAMMA GENERATOR

here is smaller than the Gammasphere, but the setup is similar: a bank of lasers are aimed at the isotope salvaged from Gamma Base. Creel leads Sterns in, the guards stay a few steps behind.

CREEL

We've already modified our gamma generator with your equipment. You can work here on new medical lasers --

At this moment, Sterns flinches as if he were hit in the face --

A MENTAL TELEPATHIC IMAGE - A GAMMA LASER FIRES

from an American helicopter cruising through the streets of Baghdad, setting the buildings and people on fire.

STERNS

is surprised at this quick, almost subliminal image, as a new ability has kicked in -- he has read Creel's mind.

CREEL

Genetic research can end disease --

Another image from Creel's mind assaults Sterns' --

MENTAL TELEPATHIC IMAGE - A DARK BATTLEFIELD HOLDS AN ARMY

of inhuman, genetically engineered soldiers massing for battle.

ON STERNS AND CREEL

Sterns is becoming angry over the disparity in what Creel is saying and what he's thinking. Creel, however, is still selling.

CREEL

-- and you can create anti-matter
energy for spacecraft propulsion.

MENTAL TELEPATHIC IMAGE - A GLOBAL VIEW

shows a bomb detonating over North Africa, but it is so large that it actually wipes out the upper corner of the continent.

ON STERNS AND CREEL - CREEL IS SMILING

because he thinks he's sold Sterns. But Sterns looks angry.

STERNS

I see precisely what you're saying.
You want particle beam weaponry. You
want genetically engineered slaves or
soldiers. You want antimatter for a
bomb that could erase continents.

(angry now)

Tell me, Creel. Do I look stupid?

CREEL

No -- you got it wrong --

But Sterns hears his thoughts, and the panicked thoughts of the guards, swirling around him simultaneously --

GUARD #1'S THOUGHTS

Shit -- this isn't going to work --

GUARD #2'S THOUGHTS

We've got to kill it or it'll kill us!

GUARD #3'S THOUGHTS

*If I don't get the order soon, I
swear, I'm shooting anyway --*

CREEL'S THOUGHTS

-- we can't control it, but at least
we can dissect its body later --

CREEL

Time's up, boys -- avoid a head shot,
but shoot to kill, now --

The guards go for their guns, but as they draw, Sterns whirls around -- and there is a blast of mental energy from his head --

-- the guards are hit by the telekinetic wave, which hits them like a bomb blast -- they are tossed across the laboratory, one smashed against the ceiling, another against a wall, but all of them are killed instantly, their hearts stopped by the wave! Their bodies fall to the floor, scattered and lifeless, and their guns clatter away as well. Creel alone is still alive --

-- and he's unarmed and frightened, backing away, as Sterns surveys the dead with some passing regret.

STERNS

I held back because they were human.
I won't make that mistake again.
(turns to Creel)
As you say, Creel -- I am no longer
one of you. I am something more.

Sterns freezes, as another image flashes into his mind --

MENTAL TELEPATHIC IMAGE - CREEL IS IN THE CONTROL ROOM

at Gamma Base -- he has just turned on the GammaspHERE, and Banner and Sterns are visible inside, trapped and desperate.

STERNS

snaps out of it -- and he puts on an angry, unreadable look. Creel turns to run, but a telekinetic wave sweeps him off his feet -- he is moved in mid-air toward the gamma generator!

STERNS

You wanted me to work on gamma
radiated genetic manipulation, to
create mindless, servile soldiers --

-- struggling, Creel is shifted under the green isotope --

STERNS

-- you shall be the first.

Sterns telepathically activates the generator -- its laser bank irradiates the green isotope and envelops Creel in a blinding gamma blast! Creel's SCREAM is drowned out, as --

CLOSE ON STERNS' FACE

He is staring at Creel dispassionately. But after a moment --

BANNER (O.S.)

Sam, stop! You'll kill him!

Sterns' concentration is broken -- he turns around to face --

BANNER

who has arrived in the lab. He looks stunned, not just at Sterns' appearance, but at the carnage in the lab. The gamma blast ends -- and Creel staggers out of the machinery.

STERNS

Exactly the opposite. He is being born again, just as we were. Don't worry --

(Creel staggers out)

-- he is now under my control. He will retrieve the scientific information he's stolen from others, so I can restore it to peaceful use.

IN THE HALLWAY - CREEL STUMBLES IN AGONY

with one hand over his face and the other in front of him -- he is lurching in blind pain, as if he were on fire inside and out. As he bangs through the hall, we see a strange effect --

-- his body mimics whatever he touches -- as he touches a white wooden doorjamb, his hand becomes white and wooden --

-- when he stumbles into a glass case containing an emergency fire hose, his hand becomes glassine -- then it mimics the canvas hose -- and finally the metal frame on the case. Still blinded, he crashes into his office door -- as --

IN THE FRONT SECURITY AREA - GUARDS DASH OUT

grabbing rifles from a gun rack, heading toward the noise.

IN THE GAMMA GENERATOR LAB - BANNER

hears the approaching noise and knows what's coming. He starts to feel green, but tries to fight it down.

BANNER

We don't have much time. I think we can use that gamma generator to reverse what's happened to us --

STERNS

Reverse it? Bruce -- why would I want to go back to what I was?

STERNS

(off Banner's look)

I can admit, now, that you were once my mental superior. I actually envied you the euphoria of discovery. The once in a lifetime thrill that I'd never felt, but that I watched you experience all the time. Magnify that a thousandfold --

(gestures to head)

-- that's what this is like, twenty-four hours a day! The life of the mind, completely unshackled!

BANNER

I want to get rid of this. That machine's my only hope for a cure --

STERNS

Then let me help you. I can direct mutations through mental control of gamma rays. I just did so with Creel.

(off Banner's look)

It's the same principle as our liquid computer -- directed control of molecular optical force. I see you're confused by this -- but soon, nothing will confuse you ever again.

Banner freezes up -- Sterns has frozen him telepathically, and clearly wants to move him to the gamma generator.

STERNS

Of course you want to be rid of the beast within. But you understand that your present state is as primitive to me as the Hulk is to you.

(lifts him up)

As I grant you the same gift I enjoy, you will soon be cured of both.

Banner struggles, upset, and is beginning to go green -- but at that point a half-dozen guards barge in -- they open fire --

Sterns, startled, drops Banner as he turns to face the guards -- Banner takes cover, as bullets start flying everywhere --

-- shots hit the gamma generator -- sections of the machinery begin to spark and explode, effectively destroying it.

CLOSE ON BANNER

who is devastated -- in one instant, his only hope for a cure is gone. But he just has time to realize this before --

-- a rifle shot punches through Banner's back and out his chest!

-- the impact slams Banner against a wall, and the surprised, desperate look on his face showing he understands: he has been critically, perhaps fatally, wounded. Bleeding, gasping, Banner weakly staggers out to the corridors, leaning against the walls.

STERNS

turns to face the guards. The one who shot Banner runs, and makes it out the door, but the others don't do so well --

A TELEKINETIC BLAST HURLS THE GUARDS UP IN THE AIR

where they slam against the wall and the ceiling -- they fall, shattered and dead, to the floor.

IN CREEL'S OFFICE - CREEL STAGGERS AROUND

and rests his hand on a marble table -- and his arm becomes white marbled stone, yet it is flexible enough to bend. Startled, Creel hefts an Asian mace on his desk -- and his arm becomes flexible, but entirely solid, rough iron.

For the first time, we see Creel's face. His eyes are blank. He is under Sterns' mental control. But some part of him that's left over enjoys this much raw power. As the iron ripples up his face -- it twists into a metallic smile. He is no longer merely Carl Creel -- he is now The Absorbing Man.

OUTSIDE THE BASE - STERNS WALKS THROUGH THE CHAOS

unconcerned with the SCREAMS, shots and flames -- if a soldier or a shot heads his way, he telekinetically deflects it -- as --

AT THE FRONT GATE - TALBOT AND ROSS RIDE UP

in a car -- with all this chaos, there is no one at the gate. Talbot guns the car in, while --

IN A PRION LAB - CREEL TEARS OPEN A GIANT COMPUTER CASE

and rests his hand against the massive hard drive inside -- and encoded data streams rapidly through his fingers into his body!

Next, Creel smashes open a case of isotopes and newly created composites -- one at a time, he touches them, and the solids flow into his body for storage! This ends as --

-- a guard with a flame-thrower bursts in -- panicked at what he sees, he fires the flame-thrower at Creel --

-- but Creel not only feels no pain, his smile tells us he feels fantastic -- his body has now become solid fire --

-- and his mace has changed too. It somehow is now part of him. Creel swings the flaming mace at the guard -- the blazing ball and chain blow the flame-thrower's tank in an fiery explosion!

Still ablaze, Creel marches through the inferno -- he touches a metal door on the way out, and he changes to solid steel.

IN THE HANGAR - STERNS

has found still more control of his telekinesis -- he opens the cockpit of an experimental plane and lowers himself inside it --

-- as Sterns mentally forms a bridge with the plane's operating computers, Creel arrives, and gets into the cockpit --

-- the plane shifts a vertical jet down, and begins a Harrier-style takeoff, **BLASTING** out of the hangar and away!

TALBOT DRIVES TO THE HANGAR

and almost into the plane's exhaust -- he has to swerve to miss it. Talbot and Ross can only look up as the plane gets away.

IN THE BASE CORRIDORS - WRECKAGE AND FIRES ARE EVERYWHERE

Gun drawn, Talbot runs in, and sees in a dark corner --

-- Banner, shaking, bloodstained, is on his knees.

Talbot rushes over to Banner and starts to help him up -- but Banner is hyperventilating not just from physical shock, but from fear -- his skin is turning **green** --

BANNER

(weak but desperate)

-- you've got to -- stop it -- don't let it -- happen again --

TALBOT

It's okay, pal, I'm getting you help --

But as Talbot pulls Banner along, Banner **grabs his gun!** Talbot is holding the gun, but Banner has his hand clamped around the barrel, and **turns it toward himself, right at his heart** --

BANNER

-- kill me while someone still can --
(begging)

-- please -- for Christ's sake, **kill me while I'm still me** --

Talbot won't shoot, but he can't run either -- Banner's hand locks around the gun and his hand, trapping Talbot there as --

BANNER'S TRANSFORMATION ACCELERATES

Banner is in agony -- this is the first Hulkout we've seen, closeup and personal, and it looks **excruciating** --

Banner is getting bigger, layer by layer, as if each shade of green, each thicker layer of muscle, each expanding part of his skeleton, is tearing out from within his body --

CLOSE ON TALBOT'S FACE

Talbot struggles to get away, but Banner's hand is locked around the gun. All Talbot can do is look up in horror -- up, because what was Banner is now three feet taller --

THE HULK GLOWERS DOWN AT TALBOT

There is nothing left of Banner. There is just a monster who sees a puny human holding a gun against his chest.

The Hulk **BELLOWS** an angry **ROAR** directly in Talbot's face, as his huge hand crumples the gun around Talbot's hand!

The Hulk lifts Talbot up, holding him face to face -- and something cuts into the Hulk's anger. A hint of recognition keeps him from wadding Talbot up like the gun. But --

GENERAL ROSS ARRIVES TO SEE THE HULK THREATENING TALBOT

Ross hesitates for a split second because it's such a bizarre sight, but Ross pulls out his sidearm and FIRES at the Hulk --

-- the shots bounce off harmlessly -- Ross' gun clicks empty, and the Hulk tosses Talbot at Ross, bowling both of them over! The Hulk lurches into a hallway, as --

AT THE ARMORED GLASS SECURITY ENTRANCE - TWO GUARDS

including the one who shot Banner, look down the long hallway.

GUARD #2

Is that -- artillery -- ?

No -- the loud, rhythmic THOOMS are footsteps that shake the armored glass, footsteps that draw closer --

GUARD #1

Woodwork squeaks, and out come the
freaks -- let's rat-a-tat this mother!

The guards open the gun ports in the glass, and shove in their machine guns. They share a confident smile. Whatever's coming is dead. The guards see a dark, huge shape steadily advancing --

GUARD #1

I've had enough weird shit -- fire!

The guards open fire with all four machine guns -- the blaze from the shots light up the hallway like a strobe --

-- but as they keep firing, the dark shape at the end of the hallway not only doesn't slow down -- it accelerates --

The guards can't see their target -- it's now obscured by gunsmoke, but they can see it's closing on them --

THE ENRAGED HULK IS CHARGING THE ARMORED GLASS

like a runaway bull as the machine gun spray bounces off him --

-- and as the guards SCREAM, the Hulk impacts with the armored glass barrier -- the entire glass wall tears loose from its mounts on the wall and shoves back, trapping the guards inside!

GUARD'S POV THROUGH GLASS - THE HULK IS A DISTORTED FIGURE

but his anger is clear -- his hand rears back and smashes the glass, reaching in to grab the guard by his uniform --

THE HULK HOLDS THE GUARD'S FACE INCHES FROM HIS

and ROARS furiously -- the guard shuts his eyes, terrified beyond words, waiting for death -- and the Hulk throws the guard away, hurling him forty feet down the hallway --

-- another group of soldiers moves in -- one of them has a shoulder-mounted missile launcher -- as he fires the missile --

-- the Hulk ROARS at the soldiers -- and he leaps up out of the path of the missile and through the ceiling!

The missile tracks down the hallway and explodes against a wall, but that's the least damaging consequence of this --

FOLLOWING THE LEAP - THE HULK SMASHES THROUGH FOUR SETS

of floors and ceilings above him, scaring the hell out of clerks in an office, a janitor cleaning a men's room, and a communications officer in a radio room --

-- the Hulk punches through the last ceiling, arcing higher still in the air over the base roads --

-- and he lands feet-first, cracking the pavement and looking bemused. He didn't know he could do that. He smiles, like a toddler who's taken a first step -- and he leaps away.

IN IN THE BASE - A STUNNED TALBOT PULLS HIS HAND

out of the crumpled gun. Ross, also dazed, helps him up.

TALBOT

Is it too late for me to take you up
on that section eight?

Talbot hands Ross his wadded gun as they move out into the hall.

OUTSIDE THE BASE - THE HULK LEAPS ACROSS THE PAVEMENT

with surprising speed, away from the base and into the open desert -- he's doesn't want a fight as much as to be left alone.

IN THE WEAPONS CONTROL ROOM - ROSS AND TALBOT

can see out the window that the Hulk is retreating.

ROSS (ON PHONE)

Base control, all personnel, this is General Ross -- take all weaponry --

TALBOT

Let him go, General. The Hulk's headed into the proving grounds. That's a hundred square miles of empty desert. We can track and sedate him.

ROSS (ON PHONE)

Hold your fire.

(Talbot relaxes)

Hold your fire long enough for the Hulk to reach the gunnery range. Then hit him hard with every goddamned thing this base has.

Talbot is floored -- and Ross turns to him, determined.

ROSS

You've seen what he did to this base, Major. Can you imagine what'll happen if we let him get to a populated area?

EXT. ARMORED VEHICLE WAREHOUSE - TWO EXPERIMENTAL TANKS

built for speed in desert combat tear out of the warehouse -- they're on the edge of the gunnery range, and moving fast, as --

ON THE RANGE - THE HULK RUNS BY A RAILROAD TRACK

for a motorized range target. With the whining approach of a launched shell sailing toward him, the Hulk turns, and --

-- the shell impacts in a huge blast ten feet in front of him --

THE TANKS ADVANCE ON THE FIELD TOWARD THE HULK

parallel to the rail line -- but as the smoke clears --

THE SINGED BUT UNINJURED HULK ROARS IN FURY

Before, he just wanted to leave. Now he wants payback. First, the Hulk picks up a huge metal range target -- a solid steel block the size of a mobile home -- and hurls it at the tanks!

The target sails past the tanks, which keep approaching -- so the Hulk moves to the mobile target rail system and grabs one of the steel rails, uprooting it as if it were a vine --

-- as he yanks, the rail pops up through the sand, whipping back until the rail breaks loose completely -- the loose end strikes one of the tanks like a giant steel bullwhip --

THE TANK STRUCK BY THE RAIL IS KNOCKED SIDEWAYS

like a toy -- the blow topples the tank on its side --

INSIDE THE TANK - THE CREW

can do nothing but hang on as the tank falls on its side, and topples over completely, their front view obscured by sand --

The crew panics in the dark -- there is a SOUND approaching them -- the footsteps of the Hulk, which shake the tank interior -- after a moment, the shaking stops -- and suddenly --

-- daylight blazes in amid the deafening sound of the underside of the tank tearing open, revealing the enraged Hulk!

THE HULK TEARS THE TANK OPEN AS THE MEN INSIDE RUN FOR SAFETY

As the Hulk piston-punches a two million dollar tank into two hundred dollars of scrap --

-- the other tank rushes toward the Hulk at fifty miles an hour -- it impacts directly against him, pinning him between the half-tank wreckage and the still-charging tank --

CLOSE ON THE HULK PINNED BETWEEN THE TANKS

-- as the tank charges ahead, shoving the Hulk and the wreckage through the sand, with more and more pressure being brought to bear on the Hulk's body as he's squeezed between the steel --

-- they stop moving, as the wreckage digs into the sand -- the tank is still trying to push ahead, its tank treads whirring like a belt sander just inches from the Hulk's shoulder --

-- the treads dig against his skin, with unbelievable friction, the Hulk WINCES and YELLS in pain -- but the more it hurts, the madder he gets, and the madder he gets, the stronger he gets --

-- the Hulk angrily lashes out with one hand and tears the tread off the tank -- it is now immobilized, as the wheels throw the tread off like a snake losing its skin --

THE HULK LIFTS THE TANK OVER HIS HEAD AND HURLS IT

-- the tank lands a hundred yards away, on the motorized target rail -- it rolls and skids a hundred yards, sparking like an out of control train, before stopping in the sand!

The Hulk ROARS in triumphant, vengeful rage!

IN THE CONTROL ROOM - ROSS AND TALBOT HEAR THE RADIO

with the scared tank crew YELLING in panicky retreat. Even without a radio, the Hulk's ROAR knifes through the room.

TALBOT

Now, you're sure you'd rather not just consider my plan -- ?

Ross hovers over a radar monitor -- there is a green thermographic of the Hulk moving across.

TECHNICIAN

Game's over, General -- his heat signature is locked in. It'll follow him wherever he goes.

BY THE BASE - **A TEST MISSILE LAUNCHES**

-- it's huge, about the size of a Tomahawk -- as it soars up toward the field, and the Hulk's position --

ON THE FIELD - **THE HULK IS CHARGING BACK TOWARD THE BASE**

with increasingly longer, increasingly higher leaps that take him back in the direction he came from --

IN THE CONTROL ROOM - THE TECHNICIAN GAPES AT THE MONITOR

The missile's blip is headed toward the field, but the Hulk's trajectory is taking him back toward the base!

IN MID-AIR - **THE HULK AND THE MISSILE STREAK PAST EACH OTHER**

-- the missile can't turn quickly enough to follow. The Hulk barely notices it as his leap takes him to the Prion grounds! The Hulk ROARS, and leaps again --

-- and this time, the leap is taking him away from the base, and toward the perimeter, where the reporter are camped.

AT THE FRINGE OF THE BASE - **THE REPORTERS FOCUS ON THE BATTLE**

that is far to their east in the proving grounds. Cameramen strain to get shots, REPORTERS begin to do standup pieces. They know this is no ordinary test. Betty waits nervously by her car -- she knows that things aren't going well at all.

By a van, one REPORTER scans the skies with binoculars --

CLOSE VIEW OF REPORTER'S FACE

His jaw drops in astonishment -- we can see the twin reflection in his binocular lenses of the Hulk hurtling from the sky --

ON THE VAN - THE REPORTER

drops his binoculars and runs, just in time, because --

THE HULK IMPACTS INTO THE VAN LIKE A METEOR

-- he lands with an earth-shaking THOOM, the sides of the van are blown away with the force of his landing!

ON THE EDGE OF THE FENCE - BETTY

is a good distance away, but the impact is unmistakable --

BETTY

Oh -- my -- God --

Betty is frightened, but knows the only way to control this is to get to him -- she runs through the crowd, as --

BY THE FENCE - THE HULK LOOKS AROUND

and sees the reporters -- some run like hell, some back away slow, but they are all trying to get the shot as they flee --

The Hulk ROARS in anger at them as they back off -- these are men pointing gun like objects at him, and he thinks they're literally out to shoot him --

BETTY SHOVES THROUGH THE CROWD

and makes eye contact with the Hulk. On her face is the look you'd have on your first day with a pet Bengal tiger: now what?

THE HULK RECOGNIZES BETTY AND SMILES

-- but before there can be any kind of reunion --

BETTY LOOKS UP IN THE SKY

and sees the vapor trail of the missile fired at the Hulk -- it has looped around, locked on his heat signature and is clearly arcing down toward them! Betty's expression changes to fear --

-- and the Hulk's expression changes when he sees Betty's frightened look. Whatever it is up there is threatening her. The Hulk bends his legs, and leaps up to intercept the missile!

AT THE CONTROL ROOM - THE TECHNICIAN GAPES AT THE MONITORS

ROSS

Is the missile approaching the target?

TECHNICIAN

-- the -- the target is approaching
the missile --

THE 'MISSILE-CAM' POV - THE HULK

is rushing up toward the missile -- the last image the camera gets is his snarling face, then it cuts to static!

HIGH ABOVE THE DESERT - THE HULK'S LEAP

takes him soaring to the missile -- he's a one ton object racing up, the missile is six thousand pounds rocketing down --

-- and at five hundred feet, they collide with unbelievable force as the Hulk broadships the missile's center!

The Hulk latches onto the missile with one arm, buckling the metal with his grip -- and he hangs on as the missile's trajectory is knocked away from the reporters!

Gripping the missile body with one hand, he smashes down on the missile with the other as it plummets to the desert floor!

AT THE FENCELINE - BETTY

shields her eyes against the sun and looks up, worried -- she rushes toward her Jeep, keeping an eye on the track.

IN THE CONTROL ROOM - ROSS, TALBOT AND TECHNICIANS

watch the screens, incredulous as the missile track changes.

THE HULK RIDES THE MISSILE DOWN TOWARD AN EMPTY PART OF DESERT

The Hulk pounds the missile until, with one punch, the warhead explodes in mid-air, creating a hundred foot fireball --

THE HULK IS HURLED END OVER END OUT OF THE FIREBALL

-- his ROAR of fury is drowned out by the ROAR of the blast -- until finally, the Hulk impacts with the desert floor.

IN THE JEEP - BETTY

drives recklessly, sorely testing the four-wheel drive --

AT DESERT CRATER - THE HULK LIES WEAKENED

in the center of his own impact crater, covered in dust. He moves groggily, and tries to pull himself up, as --

-- Betty's Jeep pulls up -- and she gets out, uncertain about what to do next. This is a wild animal. Should she run, or stay? Betty makes her choice and approaches him nervously --

The Hulk hasn't seen her yet -- as he hears someone coming, he whips his head around, SNARLING, expecting a fight --

-- which startles Betty, but she keeps coming toward the edge of the crater. The Hulk relaxes -- he recognizes her, and even smiles. Relieved, Betty holds a hand out --

-- but as the Hulk reaches out to her, he seizes up in shock -- just as anger triggers Banner's transformation, having that anger spent triggers the Hulk's transformation back.

The Hulk looks at Betty, upset -- he hates relinquishing his time as much as Banner does -- and he slips away, as his body begins the painful process of "compacting" back to Banner. Banner is semi-conscious as Betty drags him into the Jeep.

BANNER

What -- happened --

BETTY

Are you going to ask that every time?

The Jeep peels out in a cloud of dust.

INT. CONTROL CENTER - ROSS IS HUNCHED OVER THE RADAR SCREEN

which is now totally Hulk-free. Ross angrily grabs the phone --

ROSS

Airborne? Send two choppers north past the perimeter, following his track --

DISPATCH OFFICER (O.S., ON PHONE)

That's negative on air dispatch, sir --

IN HANGAR - A YOUNG DISPATCH OFFICER LOOKS OVER HIS SHOULDER

DISPATCH OFFICER

(upset)

You know those range targets we shoot at in exercises --

(looks over shoulder)

-- it appears that one of them has --

ah -- decided to fight back, sir.

WIDER VIEW OF HANGAR - THE GIGANTIC GUNNERY TARGET

has been thrown through this hangar by the Hulk! The trail of wreckage shows it crashed through one end of the hangar and smashed through dozens of planes and copters on the ground!

CUT TO:

EXT. OUTSKIRTS OF LAS VEGAS - DAY - BETTY'S JEEP DRIVES DOWN

the highway -- they're out of the desert and almost into Vegas.

INSIDE THE JEEP - BETTY LOOKS BACK A LITTLE NERVOUSLY

There is only ordinary traffic. No one is following. Banner is quaking and physically wrung out from the transformations -- and he is feeling his chest as Betty looks at his back.

BETTY

Are you sure -- ?

BANNER

I've had memory lapses lately, but this I remember: I took a rifle shot, dead center, right through my chest.

BETTY

There's not even a scar. You must have some kind of accelerated healing when you change into the Hulk -- and that's left over when you change back.

BANNER

(shaking, jittery)

Pull over -- I feel like I haven't eaten for days.

Betty pulls toward an exit, as we CUT TO:

INT. "SLAMBURGER" DRIVE THRU - THE ASSISTANT MANAGER

is a 17 year old kid named JASON who derives way too much pleasure from the power he has over your lunch.

BETTY (O.S., ON MACHINE)

-- and we need six Grand Slamburgers,
extra cheese, but absolutely no mayo --
(polite but pressing)
-- and we're in a hurry, please.

JASON

Oooh -- haste makes waste --
(sweetly, to intercom)
Total is \$15.16, drive through, please.
(hands worker order)
Put these assholes in the penalty box!

AT DRIVE THRU WINDOW - A MOMENT LATER - BETTY TAKES THE FOOD

out of a glass slider -- and her change is, by design, just out of reach. Betty gives up fumbling for it, and drives off --

-- as Jason scoops up the change and puts it in a big "Slamburger" cup with a "BEER MONEY" sticker on it.

JASON

She donated! Okay, everybody, time for the "Slamburger" salute!

All the teen workers, in unison, flip the bird at the departing car -- revealing one FEMALE WORKER'S fake fingernail is missing!

FEMALE WORKER

Damn -- those nails cost ten bucks!

IN THE JEEP DRIVING DOWN THE ROAD - BANNER BITES HIS SLAMBURGER

with a CRUNCH that may be the most sickening thing in our movie. He looks disgusted, but not because of the nail --

BANNER

Mayo. There's mayo on both sides of this burger. Goddamn it --

WIDE ANGLE ON ROAD - THE JEEP IS MAKING A U-TURN TO A LEFT LANE

to get back to the highway, but a brand new option packed pickup truck is weaving towards her from the right lane --

IN THAT TRUCK - THE DRIVER ISN'T PAYING ATTENTION TO THE ROAD

Instead, he's trying to find the right song on the CD player -- his car drifts left while hurtling at fifty miles an hour --

IN THE JEEP - BANNER IS SIFTING THROUGH THE BAG

and opening hamburgers looking for an untainted one --

BANNER

It's on all of them -- hey!

Banner sees out the window that the truck will hit them -- Betty sees it too and veers off the road --

IN THE TRUCK - THE DRIVER NOTICES BETTY GOING OFF THE ROAD

But like most assholes, he thinks he's in the right --

DRIVER

(honks horn, yells)

Look next time, bitch!

AS THE JEEP COMES TO AN ABRUPT HALT - BANNER IS THROWN FORWARD

into the dashboard, and all the hamburgers fly up around him -- it's an instant, inedible tangle of food. Banner's face is down on the dash -- but as the car stops, he pulls his head up --

-- and he is furiously. A green vein throbs in his temple, as --

THE DRIVER OF THE TRUCK PULLS INTO A LEFT TURN LANE

just up the street -- he's thinking about getting a Slamburger, not the people he just ran off the road. He doesn't notice in the rear view mirror, a figure is getting out of the Jeep --

A FURIOUS BANNER IS WALKING DOWN THE ROAD

and is Hulking out as he does so -- each step makes him bigger, more powerful, more dangerous. Banner isn't reaching a full Hulk transformation right away, because he's too physically drained -- this is more like a halfway Hulk stuck between man and monster, who we'll call the "grey Hulk" --

IN THE PICKUP TRUCK - THE DRIVER'S ATTENTION

is split between watching the opposing traffic and singing to the CD player -- until the rear of the truck lifts up --

THE GREY HULK TEARS THE TRUCK BED IN HALF

like it was made of cardboard -- the metal jaggedly, unevenly parts up the center, toward the cab --

INSIDE THE TRUCK - THE DRIVER IS TERRIFIED

because the truck is tilting up as the grey Hulk tears it in half -- the gas tank ruptures, the engine block drops out --

THE GREY HULK TRIUMPHANTLY LIFTS UP ONE HALF OF THE TORN TRUCK

The half without the driver, that is -- the grey Hulk hurls the ton of torn metal up into the air and away!

IN THE "SLAMBURGER" DRIVE-THRU - JASON

and his co-workers see it coming, and while trying to believe it, they get the hell out of its way --

THE HALF-A-TRUCK JAVELINS THROUGH A "SLAM IT! PROMO SIGN

and smashes through the window, the "Beer Money" cup, and a condiment rack that will never threaten innocent diners again!

THE GREY HULK SMILES

while looking at this -- that felt good. He turns down to the other half, which has toppled, trapping the driver -- but --

GREY HULK POV - THE DRIVER IS TERRIFIED

As the Hulk moves closer to grab the driver, the grey Hulk sees the driver's pitiful, fearful look -- he is trapped in the tangled metal and really thinks he's going to die. Suddenly this isn't funny any more. In the glass of the window, the grey Hulk sees his own reflection, which stops him cold --

CLOSE ON THE GREY HULK'S FACE - THE ANGER IS DRAINING AWAY

as its replaced by realization, and shame -- in this moment, he's become precisely the man he never wanted to be. A bully.

As the Hulk tide rapidly subsides, the grey Hulk tilts the car back -- enough that the driver can scabble to safety -- and as the grey Hulk melts away, Banner stumbles back into the Jeep as Betty GUNS IT toward the highway. We CUT TO:

EXT. PRION BASE - LATER - ROSS WALKS THROUGH HULK WRECKAGE

and grimly takes stock of it, as Talbot walks up.

ROSS

This is my fault. I was assigned to maintain a military presence on Gamma Base to protect it -- and I failed. Without Creel's break-in, none of this would have happened -- and the Hulk wouldn't be on the loose now.

TALBOT

Then that's my responsibility as security officer, sir -- not yours. If we get Banner to come in voluntarily, maybe he can be treated.

ROSS

Out of the question. If the Hulk gets loose in a city --

(shakes his head)

I won't have those deaths on my conscience. I want you to oversee a strike force to hunt him down.

TALBOT

Whoa, whoa -- direct force against the Hulk will hurt everyone but him.

ROSS

The Hulk is the biggest threat I've ever seen, and it'll take all our firepower, but we can stop him --

TALBOT

So you want to put the "Thunderbolt" back in "Thunderbolt" Ross, is that it?

ROSS

That'll do, Major. I expect you to follow orders on this --

TALBOT

Like you did in Kuwait? I know why you got shipped back stateside, General.

(Ross is taken aback)

When the Gulf War ended, some of our planes fired on retreating Iraqis. Just a bunch of guys running for their lives after the fighting was over.

TALBOT

But you called your squads back and ordered them to stand down.

(with real respect)

You should have got a medal for that, but when you talked to the press about it, NATO got embarrassed, and you wound up getting your command yanked.

ROSS

And I'd do it again. That operation was a slaughter. I led a defensive force, not a pack of murderers.

TALBOT

Then you'll understand, sir, I will not form that strike team. Banner saved my life in that lab. I'm not going to pay him back by killing him.

Talbot turns to walks off, but Ross tries to stop him.

ROSS

That's the only way you can pay him back. He told you that himself.

(not unkindly)

There's nothing left of him but a monster, son. You'd better accept that, because he already has.

Talbot keeps walking, but he knows Ross has a point. We CUT TO:

EXT. DINGY DESERT HOTEL - NEVADA - DAY - BETTY'S JEEP

is parked behind a cabin that's part of this remote, off-road hotel. It's a virtually deserted spot -- perfect to hide.

IN THE RUN-DOWN CABIN - BANNER LOOKS MISERABLE

and it looks as if he's thinking what Ross just said. Betty is pulling curtains and shades down, and locking the door.

BANNER

I might have killed that guy. Over a bad lane change.

BETTY

But you didn't -- you stopped yourself. It wasn't even a full Hulkout. Maybe this thing is subsiding.

BANNER

It wasn't a full change because I was too weak -- it came too soon after the last Hulkout. But the mutation is still evolving.

BANNER

It's trying to become dominant in my system. Before long, the Hulk will be the prominent one -- and I'll be the temporary resident.

(grim)

For a while, I'll be his bad dream -- and soon I won't even be that. My mind, everything I am, gone. Like I never existed.

Betty, upset to hear this kind of talk, moves toward him.

BETTY

No -- there has to be some way --

Banner snaps, and fights off her embrace.

BANNER

Stop selling that shit! Fight's over!

He won, so get the hell out of here!

(she shakes her head)

Staying to see the big finish, when he takes over?

But Betty, near tears, won't be pushed away.

BETTY

No. I'm staying because he doesn't scare me half as much as you do.

Banner gives in to the embrace -- he holds her as if she were his only anchor to his fading humanity.

BANNER

Six months ago this wouldn't have mattered. I didn't have a life -- just a lab, you know? It wouldn't have mattered so much then. But now --

Betty puts her hand over his mouth, lightly.

BETTY

I'll find a way to keep you alive, Bruce. I promise.

Betty kisses him, tenderly at first -- then passionately. Banner breaks it off, a worried look on his face -- this is a risk -- but Betty kisses him again, slowly, with a combination of emotional intensity and physical restraint. Somehow, they'll make this work. They move to the bed as we **DISSOLVE TO:**

INT. DARKENED HOTEL ROOM - LATER - **BANNER THRASHES IN HIS SLEEP**

through another nightmare -- a muffled SCREAM takes us in --

BANNER'S NIGHTMARE - THE HULK ROARS VIOLENTLY

and we can only see his back in the darkness -- he turns, and in the Hulk's chest, Banner's face is outlined and screaming for help, straining to get out, suffocating behind the green skin that is stretched across his face --

IN THE HOTEL ROOM - BANNER WAKES UP SWEATING

with his pulse racing -- but unlike when we wake from a nightmare, he knows this could be a self-fulfilling prophecy. Betty is asleep -- Banner stumbles out of bed, panting with fear that hasn't left him, and gets to the bathroom.

IN THE BATHROOM - BANNER

pulls the chain for the light, and looks in the beat-up mirror. He looks terrible, and there is a hint of green --

BANNER

-- no -- God, no --

Upset, Banner leans into the filthy mirror for a closer look --

-- the green is discoloration. A flaw in a cheap, cracked old mirror. He's all right. This time. Banner stares into his fragmented image. He can't face this any more. Banner pulls at the corner of the mirror -- and a shard of glass comes off. Banner holds it, trying to work up the courage to use it, and to hold down his fear of what may happen.

Banner slowly moves the shard toward his forearm, ready to cut the edge into an artery --

-- but where he takes the shard, his skin flushes green -- before it can spread, Banner throws the shard away into a wastebasket, and tries to calm down. As soon as he's tossed this "knife", the green fades away. It's almost as if the Hulk is keeping him from killing them both.

Banner, exhausted, reels from the bathroom, back to bed where Betty is turned away. But as Banner fades into sleep, we see --

BETTY IS AWAKE

and her face shows she knows what Banner was doing. We CUT TO:

INT. PRION BASE - CONTROL ROOM - DAY - GENERAL ROSS

is briefing other officers -- but notably, Talbot is gone.

ROSS

Our primary objective is to locate and intercept Robert Bruce Banner before he can become the Hulk again.

ROSS

A San Francisco arrest warrant was in place for Banner -- we've expanded it with all regional law enforcement. To prevent a panic, the public must not know of the connection between Banner and the Hulk. Our cover story is that we suspect Banner for espionage.

(indicates monitors)

We've also tracked the plane Sterns took to Gamma Base -- and our satellites show radiological activity consistent with weapons making --

EXT. GAMMA BASE - NIGHT - AN ASSAULT TEAM MOVES INTO PLACE

quietly and efficiently: assault vehicles stop in strategic spots, and fifteen SOLDIERS dash into the charred base entrance.

ROSS (V.O.)

-- I've sent in a counter-terror assault team to retake the base, impound any weapons material, and to stop Sterns by any means necessary.

INSIDE GAMMA BASE - THE BURNED BASE IS DARK AT THE TOP LEVEL

but the soldiers have night-vision equipment and high tech weapons. The confident MISSION COMMANDER (30s) waves his men in, some to a east stairwell leading down, some through a west stairwell, and another group moves to an elevator shaft, prying the doors open to rappel down. It all happens in seconds.

MISSION COMMANDER (INTO RADIO)

All units proceeding inside -- monitor shows radioactive material is two hundred meters below.

IN EAST STAIRWELL - SOLDIER'S NIGHTVISION POV OF CORRIDOR

The normal part of the base looks eerie enough, between the blast damage and the bizarre "nightvision" tinting -- but the further they go, the weirder it gets. Things look redesigned, resculpted, like architecture from another world.

SOLDIER (INTO RADIO)

This is TAC-2 -- base doesn't match the recon photos we were shown -- it looks rebuilt -- over --

IN WEST STAIRWELL - THE COMMANDER IS LEADING SIX MEN

through a corridor, toward the center from a different direction -- this corridor looks burnt but otherwise normal --

MISSION COMMANDER (INTO RADIO)
That's not possible, TAC-2 -- target's
had control for just under one day.
You're seeing smoke damage.

IN GAMMASPHERE LEVEL - **STERNS AND CREEL STAND BY TORN METAL**

destroyed in the blast. Sterns stands by, as Creel grips the metal with his hands. Creel starts a molecular reaction inside the metal -- he is not only able to absorb, he is able to transmit molecular changes. His hands meld into the metal --

-- and we see from Sterns' concentration that he is telekinetically reforming the molecules to his own design. The twisted, useless piece of metal transforms into a bizarre, complex but functional device. We PULL BACK --

THE ENTIRE GAMMASPHERE LEVEL HAS BEEN TRANSFORMED

as they create devices as quickly as Sterns can think of them. The level is full of advanced devices that look like they are from another planet. There is hardware that can shift its shape according to a task. There is machinery that is held together magnetically, not with nuts and bolts, so it can run without friction. And there are self-replicating devices at work, building a larger device out of the wreckage of the Gammasphere.

Sterns looks over this accomplishment with some pride -- but we notice something else about him. There is a weariness -- a physical weakness about him. His head remains enlarged, but his body looks progressively more frail. But he turns, alerted -- his mind is picking up the radio signals of the soldiers.

MISSION COMMANDER (O.S., ON RADIO)
-- target is fifty meters away.

IN THE EAST CORRIDOR - AS THE SOLDIERS ADVANCE TO THE CENTER

The darkness of the room is suddenly, blindingly illuminated -- behind the soldiers, an energy field goes up, sealing the corridor from floor to ceiling -- before the soldiers react, a second field goes up in front of them, boxing them in --

IN THE ELEVATOR SHAFT - AN ENERGY FIELD SPREADS ACROSS THE TOP

severing the lines the men are rappelling from! Four soldiers fall into the darkness of the shaft, toward another energy field! The soldiers disintegrate as they fall through it!

IN THE WEST CORRIDOR - AN ENERGY BARRIER DROPS FROM THE CEILING

on a soldier, illuminating him as he disintegrates! Panicked, the soldiers scramble, but an energy barrier seals the way!

INT. PRION BASE CONTROL ROOM - ROSS AND TECHNICIANS LISTEN

to radios and monitors that moments ago had the sounds of an organized mission, but now are a cacophony of terror -- cries like "what the hell is that?" and death SHRIEKS that fade to static. As a baffled TECHNICIAN tries to regain contact, Ross starts to look worried about what he's unleashed on the world.

INT. PRION BASE - TALBOT WALKS THROUGH A HALLWAY

as his cell phone rings -- he snaps it open, surprised.

TALBOT

-- Betty? Where are you?

EXT. VEGAS STRIP PAYPHONE - DAY - BETTY

is nervous, checking to make sure Banner isn't nearby.

BETTY (ON PHONE)

I'm not telling you where I am. Yet.
I know from the movies that I've got
two minutes before you trace the call.
I'm calling because -- I want to bring
him in so he can get help.

INT. PRION BASE - CORRIDOR - DAY - TALBOT

is looking for a private place to talk and walks outside.

TALBOT (ON PHONE)

That's the smart play, Betty. As long
as he's loose, he's dangerous --

BETTY (O.S.)

He's only dangerous to himself.

EXT. VEGAS STRIP PAYPHONE - BETTY IS TORN

She hates betraying him -- but there's no other way to help him.

BETTY (ON PHONE)

He won't come in because he thinks the
government won't help -- they'll try
to make more Hulks. I know Bruce
trusts you, so I guess I have to.

(desperate)

I have to know -- if I bring him in,
will you promise me that won't happen?

EXT. PRION BASE GROUNDS - TALBOT

is just as desperate as Betty to try to negotiate this.

TALBOT (ON PHONE)

He saved my life when that lab was falling apart. Did he tell you that?

(she doesn't answer)

If you bring him in, he'll have my protection. He'll have every resource he needs to find a cure. And once he has, I'll personally destroy the data.

(beat)

Help me save his life, Betty.

EXT. VEGAS STRIP PAYPHONE - BETTY

hates tricking Banner, but can't see any other way. Betty sees that Banner is entering the diner -- she has to decide. Now.

BETTY

Okay. We're at an all-you-can-eat place two blocks from the Tropicana.

EXT. PRION COMPLEX - TALBOT RUNS TO PARKING AREA

TALBOT (ON PHONE)

I'm coming alone, right now. Keep him there, and keep him calm.

Talbot grabs some keys from a motor pool rack, gets to a motorcycle and TEARS off, as we CUT TO:

INT. "ALL-YOU-CAN-EAT" DINER - CLOSE ON BANNER'S TWISTED FACE

Banner's expression is horrible, but not for the usual reason -- he's mugging at a five year old kid across the room who's doing the same thing. He laughs as Banner's matches him face for face.

Banner's enjoying it too, until the kid's father abruptly shows up -- his arm darts out from above and yanks the kid back to their booth, a little too roughly. Banner doesn't like it --

-- but before he can react further, a WAITRESS arrives with an orangetop coffee decanter. Banner holds a hand over his cup --

BANNER

Now -- you're sure that's decaf -- ?

WAITRESS

I wouldn't kid you. You're obviously some kind of health nut.

The waitress pours, looking at the many, many greasy plates Banner's cleaned off for breakfast. Betty returns, sliding into the seat. She notices his mood has improved a little.

BETTY

Listen -- I've been wondering if you could learn how to control this.

BETTY

I know patients who have learned to live with all kinds of disorders --

BANNER

This isn't like a battle with Tourette's syndrome. What am I going to do, the opening act for Sigfried and Roy? "Is he a monster, is he a man -- or is he both?"

(picks at food)

I know which one I'd choose.

BETTY

The Hulk isn't a monster, Bruce. He saved my life. Twice.

(beat)

Trying to survive any disease isn't just physical, it's mental. Especially in this case, don't you think?

Banner can't debate this. But over the general hubbub of the restaurant, he also hears, back across the room --

BOY'S FATHER (O.S.)

That's it, son, don't make me angry --

Banner turns: the boy cringes, and so does his mother. The guy making the threats is big, and their reaction speaks volumes.

Banner's face flushes -- this is way, way too familiar a scene to him -- but he snaps out of it and turns back to Betty, distracted but trying to follow their conversation.

BETTY

You told me you've been bottling up anger all your life. That kind of stress creates strokes, heart attacks, and for you, Hulkouts. So, what I'm thinking is, if you don't let it churn up in you -- if you confront whatever's upsetting you -- maybe you can avert a change.

Betty is cut off by the clear sound of a slap across the room.

BOY'S FATHER (O.S.)

-- don't like me angry, do you? Huh?

Banner turns to see: the kid's cheek is red, he is crying silently. The mother can do nothing. Other diners look away, afraid to get involved. The father looks ready to hit him again.

Banner's showing no green yet, but he's visibly upset. Banner gets up -- the father doesn't see Banner, but he starts away from the table too, leaving the mother to comfort the boy.

Banner faces him as he moves toward a cigarette machine, and quietly confronts him as he puts money in the machine.

BANNER

Hey -- do you think that's any way to treat your kid?

BOY'S FATHER

What way is that, sport?

BANNER

Hitting him. Saying things like "don't make me angry". Bullies talk that way. Fathers shouldn't. I never liked hearing that kind of talk myself.

BOY'S FATHER

(sizes Banner up, laughs)

I'll bet you don't. I'll bet you've heard it plenty, too.

BANNER

Maybe you should go and apologize to him. It won't cost you a thing, but it'll mean a lot to him.

The father stoops over to get his cigarettes as they drop out.

BOY'S FATHER

You got any more requests -- asshole?

He comes back up fast, throwing a sucker punch at Banner -- but Banner grabs his hand, catching it in mid-punch, surprising this guy -- he's not used to someone fighting back.

BANNER

Yeah, I do.

(quietly daring him)

Make me angry. Make me really angry.

The father freezes -- Banner's glare is intense, like he's ready to take this guy apart. And even though he's a head taller, the father backs down -- and backs off.

Banner walks back to the table, looking at his arms. Not even a slight tint of green. He looks at the family's table --

-- the kid plays with the salt shaker. When the father returns, he does nothing to stop him -- and in fact, pushes over a napkin holder for him to play with. The father darts a nervous look over at Banner, who wasn't quite what he expected.

EXT. LAS VEGAS BOULEVARD - DUSK - BETTY AND BANNER WALK OUT

as the sun begins to set. Banner is exhilarated, because he handled this as himself, and fought off the Hulkout.

BANNER

I felt it building up in me, but this time I held it back.

BETTY

Maybe you were wrong about the Hulk being the worst part of you trying to take over -- maybe it's the best part trying to get out.

(hopeful)

You started that medical research so no one would have to go through what happened to your mother -- and you saved Glenn when that lab fell apart. You want to help people -- and that part of you is in the Hulk too.

OUTSIDE THE DINER - TALBOT RIDES UP ON A MOTORCYCLE

and looks in the window. No sign of Betty or Banner. Talbot gets off the cycle and searches on foot, as --

AT A STREET OVERPASS - A CAR PULLS OVER TO THE SIDEWALK

This overpass is over the Strip -- a pair of MILITARY SNIPERS get out, both carrying sniper rifles. We PAN DOWN and find --

IN FRONT OF THE "TROPICANA" HOTEL - BETTY AND BANNER

are in front of the hotel, by a show ticket booth, in an exposed position by the street, under the overpass.

BANNER

Maybe this isn't the death sentence I thought it was. If we could go away somewhere quiet, where the breakage might not be such a big factor -- maybe I could get the hang of this, until I can find a cure.

Betty realizes there may be some hope for them to deal with this alone -- and that she made a mistake in calling Talbot.

BETTY

Bruce, we've got to go -- right away --

Betty pulls Banner's arm, but he's still in a hopeful mood and he's surprised at her sudden vehemence.

BANNER

Right away? I've never been to Vegas --

ON THE OVERPASS - SNIPERSCOPE POV OF BANNER

The scope has his head, but it is partially obscured by blowing palm fronds -- just enough to make the sniper hold back --

IN FRONT OF TROPICANA - BANNER'S FACE SLOWLY SHIFTS

to a betrayed look as it all clicks together for him.

BANNER

-- I didn't tell you about how I
helped Glenn in the lab -- did I?

Banner looks over Betty's shoulder, and down the sidewalk --

TALBOT IS GETTING CLOSER

Talbot is walking fast down the sidewalk, checking faces. He doesn't see Banner or Betty yet -- but at that moment --

SNIPERSCOPE POV - BANNER'S HEAD IS PARTIALLY OBSCURED

by the blowing frond, but the sniper fires anyway --

ON BETTY AND BANNER - **THE SHOT MISSES BANNER'S HEAD**

by an inch, splintering wood and shattering a booth window! Banner knocks Betty to the booth for cover -- and the shots keep coming, blindly puncturing through the booth walls --

-- back on the sidewalk, Talbot knows he's found them --

-- Banner realizes as long as he stays there, he's putting her in danger -- he leaves her lying behind the booth, and he runs toward the hotel, a wide open target in the driveway --

-- rifle shots ring out as Banner runs for the door, bullets flying by his head -- passersby hit the ground and scatter --

-- at the booth, Betty tries to run to him, but Talbot shows up and stops her. Furious, she hits his chest as he holds her back.

BETTY

I trusted you, you bastard --

Talbot's surprised look shows: he really didn't know about this.

AT THE FRONT DOOR - BANNER RUNS IN

and the shots temporarily stop -- but this is far from over --

HIGH VIEW OF VEGAS STRIP - A SMALL ARMY HAS COME

-- armored trucks are moving through the streets toward the Tropicana, and assault helicopters are on the way too.

INSIDE THE TROPICANA CASINO - BANNER RUNS THROUGH IN A PANIC

and the gamblers inside get the hell out of his way -- Banner checks his skin -- there are traces of green, but right now it's just low-level Hulking --

-- as Banner runs toward the back, passing computer slots and poker games, pre-Hulk electricity from his body is blowing out the games' displays as he passes by --

-- and Banner stops when he sees that an assault team is coming in the back. Cornered, Banner runs to a service elevator and jumps in -- as the elevator goes up, he looks at his skin -- there is no green at all on him. None.

OUTSIDE THE HOTEL - BETTY IS ANGRILY PUSHING TALBOT AWAY

as assault teams pour into the hotel from every direction.

TALBOT

Betty, I had no idea --

General Ross walks from the troops, with no pleasure about having done this to Talbot -- but still with determination to finish the job of dealing with the Hulk.

ROSS

You understand, Major, that all incoming transmissions at a military installation -- like cell phone calls -- are recorded.

TALBOT

Do you have any idea how many people are going to die if you do it this way?

ROSS

Do you have any idea how many could die if we don't? The Hulk is a menace. He may be radioactive or contagious, and he's definitely a killer.

IN THE SERVICE ELEVATOR - BANNER IS CHECKING HIS ARMS

and doesn't know what to wish for, but right now the green tide has gone out. The door RINGS open, and Banner gets out --

-- he is thirty stories up on the roof of the Tropicana.

There's a beautiful sunset in one direction, and the lights of Vegas begin to switch on everywhere, but it's a total dead end.

Members of the attack team pour out the rooftop door, and a WHOPPING noise makes Banner turn to see --

-- at the opposite end of the roof, a military helicopter rises into view, with a GUNNER pivoting a machine gun toward Banner. Banner is caught, exposed in the center -- even now, he's still not going green -- he freezes, not sure of what to do --

-- and a moment later, his face tells us he is sure. Banner turns and sprints toward the edge of the roof --

-- the attack team and copter gunner all FIRE at Banner, bullets STITCHING up the asphalt behind him as he runs --

AT THE ROOF'S EDGE - CLOSE ON BANNER'S FACE

which shows that, even though he's had suicidal moments, that isn't his impulse. Just the opposite. He isn't jumping off this roof to die -- he's jumping off to live.

BANNER LAUNCHES HIMSELF OFF THE EDGE OF THE ROOF

as bullets shred stone behind him and fill the air around him -- Banner sails into the air, diving thirty stories down --

IN HELICOPTER - THE GUNNER STOPS FIRING AND RAISES HIS GUN

GUNNER (INTO RADIO)

It's over. Target's taken himself out.

CLOSE ON BANNER FALLING HEAD FIRST

past hotel windows and masonry -- his face shows he's scared, but it also shows he's trying to will the transformation -- his teeth are clenched, his eyes tearing from his building speed -- he's a mere ten stories up, just seconds to go --

BETTY AND TALBOT LOOK UP TO SEE BANNER PLUMETTING FAST

-- Betty can't look, she buries her face in Talbot's chest --

BANNER FALLS PAST THE HALFWAY POINT

-- and it starts -- the green electricity arcs from his body, blowing out a neon sign, tube by tube, as he falls past --

-- Banner has gone green -- he is bursting out of his clothes --

LONG SHOT OF STRIP - BANNER IMPACTS ON THE STRIP

as cars swerve to avoid the impact -- from this far off, we can't see exactly who it was that hit. But --

ON THE STRIP - A MASSIVE IMPACT CRATER IN THE STREET

throws up a cloud of dust -- and out of this massive crater, a huge green hand emerges -- as --

NEARBY AT HOTEL - TALBOT AND BETTY

Betty is looking away -- Talbot is just gaping in amazement.

TALBOT

Your boyfriend's back.

Betty looks up to see --

THE ENRAGED HULK STANDS ON THE VEGAS STRIP ROARING IN FURY

-- the Hulk picks up an armored vehicle, and hurls it at the overpass -- as strip traffic scatters, the overpass splits and collapses onto it -- there are no cars on it, except for --

-- the one containing the snipers, who were trying to flee -- their car tumbles and rolls down the broken overpass --

SNIPER POV OUT WINDSHIELD - THE HULK STOPS THE ROLL AND ROARS

at the snipers, who now regret taking an elevated position --

THE HULK STANDS IN THE WRECKAGE OF THE OVERPASS

and crushes the car like an accordion! The snipers are uninjured, but it's going to take a long time to cut them out. The Hulk turns around, looking at the corner of the Tropicana --

HULK POV - ON TWO INTERSECTING STREETS - SCORES OF SOLDIERS

are moving into position, prepping shoulder mounted missile launchers, winching up armored vehicle guns, loading clips into monstrous machine guns, adjusting flame-throwers --

IN THE CENTER OF THE INTERSECTION - THE HULK

glances left -- then glances right -- and you can just about see the rusty cogs turning behind his forehead to come up with the solution that requires the smallest economy of effort --

-- the Hulk drops to a squat and POUNDS both streets with a single blow from each fist --

-- the resulting Hulkquake knocks the soldiers off their feet -- and a huge crack zig-zags outward, collapsing the street under the armored vehicles, tipping them on their sides!

The Hulk ROARS in victory -- but there is a plaintive sound to it as well. Why are people constantly coming after him? The Hulk runs south down the strip --

FOLLOWING THE HULK AS HE RUNS AND JUMPS THROUGH STRIP TRAFFIC

Cars swerve in every direction to get out of his way, as the Hulk runs from traffic to divider to sidewalk --

-- bystanders are amazed, from the most hapless tourist to the most jaded Vegas type, nobody's ever seen anything like this. After leaping from one end of the street to the other, the Hulk lands on the sidewalk in front of --

-- the same family from the diner, including the abusive father Banner had the run-in with. The family jumps back --

-- and the Hulk dimly recognizes this guy, remembering that he's earned an ass-kicking -- the Hulk grabs him by the shirt and hoists him up to his face, snarling like a grizzly bear --

-- the father looks terrified, and the Hulk is just about to see how high he can bounce him, but the Hulk looks down -- and sees the little boy, who doesn't want to see his father hurt.

For this reason alone, the Hulk takes a deep breath, and puts him down "gently" -- that is, he tosses him upside-down against a trash can. As the father hopefully digests an object lesson --

THE HULK CONTINUES TO RUN DOWN THE CENTER OF THE STRIP

as assault helicopters track with him overhead --

INSIDE ONE COPTER - THE PILOT AND CO-PILOT WATCH THE HULK

PILOT

It almost killed that guy --

CO-PILOT

Missiles are ready -- as soon as I've got a clean shot, he's toast.

THE HULK LEAPS UP FROM THE STREET

in a steep arc, going up at least a hundred feet -- the helicopter is right behind him, following the jump and firing twin machine guns at the Hulk!

The Hulk doesn't even notice the stinging shots, as his jump peaks -- he is heading down to --

THE "EIFFEL TOWER" BY THE "PARIS" CASINO - THE HULK LANDS

on the top, springing for a leap that takes him up and away --

-- the assault copter follows, as the "Eiffel Tower" bends at the center and topples into the street! Meanwhile --

A TELEVISION SCREEN - A LIVE NEWS REPORT SHOWS THE HULK

running amok in Vegas -- the VIEW PULLS BACK, to show dozens of other television channels on a concave, liquid media wall --

-- as the VIEW PULLS BACK further, the "wall" shows hundreds of screens -- military radar, satellite photo feeds, and more -- we are in the mind's eye of Sterns -- we PULL OUT and see --

-- we are in Gamma Base -- and Sterns, more physically depleted than ever, now seems very interested at finding the Hulk alive. Sterns walks to where Creel is waiting, as we CUT TO:

EXT. ON TALBOT'S MOTORCYCLE - NIGHT - BETTY AND TALBOT RIDE

through the Strip, swerving through rubble, tangled cars, smoke, and wrecked buildings. No one seems hurt, but property damage is into the tens of millions and climbing.

BETTY

Well -- they rebuild this town every
five years anyway. Wonder what it'll
look like next time?

Talbot speeds the cycle up, but there's no way to keep up --
the Hulk is far down the strip, leaping away toward --

THE STRATOSPHERE TOWER

A one hundred twenty story structure at the end of the
Strip -- and the Hulk is headed right for it.

One leap takes the Hulk thirty stories up, impacting the
concrete side and forcing a handhold into the wall -- the
strike is just hard enough to quiver the building --

AT THE VERY TOP OF THE BUILDING - THE OBSERVATION DECK

has tourists walking around, caught up in the panoramic views --
and there are also notably a couple of rides here: a "drop"
ride from the ten story spire atop the building, and a roller
coaster which loops around the top of the building. A group of
TOURISTS -- a mixed bag of adults and kids -- get into the
coaster, unaware of any problems -- as, directly below --

"THE TOP OF THE WORLD RESTAURANT" - DINERS SIT BY WINDOWS

that are a hundred and eight stories up, gazing at the 360
degree view of the city. Some of the diners watch the commotion
below, but it seems a long way off -- most are more concerned
with their expensive meals. At one window table, a MAN and a
WOMAN are in the midst of what he hoped would be a romantic
meal -- but she's looking out the window instead of at him.

WOMAN

What the hell could be going on with
all that smoke, and the explosions -- ?

MAN

They must be promoting a boxing match
or something. Try this chateaubriand --

He turns her face from the window and starts to feed her a bite
of the meat -- but as soon as her face turns from the window --

-- the Hulk leaps into view -- at first a small green feature,
silently but quickly getting larger and closer -- until --

THE HULK IMPACTS A METAL FRAME AND SHATTERS EVERY PANE OF GLASS

in the restaurant in a three hundred sixty degree chain -- the glass implodes inward toward the diners, and suddenly there is a thirty MPH crosswind blowing through the place --

-- all the diners SCREAM in panic, scrambling to the center to get to the stairs and elevators -- the wind increases sharply as an attack copter rises level with the restaurant --

INSIDE THE HELICOPTER - A PILOT AND CO-PILOT

watch as the Hulk hangs on the building's side, reaching in --

INSIDE THE RESTAURANT - THE MAN AND WOMAN STUMBLE BACK

-- this meal is over. The Hulk, hanging off the window, reaches in and grabs the entire chateaubriand for two, finishing it in two sloppy bites -- he hears the copter and turns --

INSIDE THE HELICOPTER - VIEW OUT WINDOW - **THE HULK TURNS**

and looks angry, with chateaubriand running down his chin --

PILOT

Holy shit -- he's eating people --

ON HELICOPTER AND HULK - A **GATLING-STYLE GUN UNDER THE COPTER**

fires at the Hulk -- the rivet-size rounds are made to pierce armor. They don't perforate the Hulk's hide, but they hurt. Stung from the attack, The Hulk climbs up to the observation level, and the copter continues to fire up at him --

INSIDE THE COPTER - THE PILOT SWINGS THE COPTER UP AND AROUND

PILOT

Hold your fire! There's civilians here!

The co-pilot stops firing as the copter swings around -- and we see the cease fire order didn't come soon enough --

CLOSE ON OBSERVATION DECK - A **TRAIL OF BULLET DAMAGE**

leads up to the looping rails of the roller coaster -- a rail at the bottom has been severed by the armor piercing rounds --

IN THE ROLLER COASTER - THE THRILL-SEEKING TOURISTS

are getting way, way more than their four dollars worth -- they don't know about the rail, but as they whip around, they're caught between the Hulk ROARING at an attack helicopter --

-- as the coaster dips down to the bottom rail of the loop, it reaches the gap in the rail -- the roller coaster sails off the bottom rail and into the air at forty miles an hour!

The tourists on the coaster SCREAM as all eight cars start to sail down -- the first car crashes through the "safety" fence --

THE HULK TURNS TOWARD THE NOISE AND THE SCREAMS

and sees what's happening -- he is fifty feet away, but doesn't hesitate to run toward the crashing coaster --

ALL EIGHT COASTER CARS SHOOT OFF THE EDGE ONE CAR AT A TIME

hitting the cement edge, bumping riders from their safety harnesses as the linked cars shoot off the edge --

-- a woman in the front looks down and sees a dizzying hundred and ten story drop below her, with nothing to stop them --

ON THE OBSERVATION DECK - THE HULK DIVES FOR THE LAST CAR

just as the end sails off the observation deck -- he grips the end, but they don't stop -- the Hulk's strength doesn't mean anything at the moment because he's off-balance --

-- the falling cars carry the Hulk over the edge of the observation deck and toward a safety "gutter" --

-- all of the cars are now hanging over the edge -- and the Hulk barely manages to brake the fall by crunching a handhold into the concrete eighteen inches from the edge!

THE EIGHT COASTER CARS HANG NOSE DOWN AND SWING PENDULOUSLY

as the Hulk hangs on the last car, trying to get his balance --

-- in the lead car, the woman inside is out of her harness -- she has to reach up to the next car to hang on, because the lead car is thrown off by the suspension shock!

AT STREET LEVEL - TALBOT AND BETTY ARRIVE AS THE EMPTY CAR

impacts with a parked tour bus with explosive force! Both of them run through the crowd surging out of the Stratosphere.

ON THE OBSERVATION DECK - THE HULK HANGS ONTO THE LAST CAR

with a precarious grip -- he is being pulled off balance by the swinging cars, and he tries to steady them. But --

THE HELICOPTER SWINGS BACK AROUND TO SEE THIS

CO-PILOT

He's holding them up --

PILOT

Sure, because he's still hungry.

The copter banks around over the top of the tower --

CLOSE SHOT OF THE HULK STRUGGLING WITH THE TWO GRIPS

which are both awkward, slippery holds -- his anchor hand is literally digging grooves into the concrete, as the copter resumes the barrage of huge shells, punching the Hulk in the ribs and chest, tearing the concrete around him --

-- the Hulk flinches with each hit, but will not let go of the coaster -- his hand crushes the lip as he tightens his grip --

-- in the second-to-last car, a ten year old GIRL SCREAMS her head off. What's worse, falling or being caught by this monster?

BENEATH DECK - IN RESTAURANT - A WELL-BUILT SECURITY GUARD

sees the coaster cars dangling out the broken window -- people are just barely hanging on to the coaster, which is itself tearing apart at the links -- as he gets to the window --

-- he looks up and sees the Hulk, grimacing, looking down at him like: are you going to help, or just stand there?

The guard anchors himself with one hand and starts pulling people in, starting with the woman dangling off the front, as --

THE HELICOPTER SWINGS AROUND THE TOP FOR ANOTHER PASS

They can't see this rescue in the front -- they're positioned behind the Hulk's back, and over what's happening in the window. The co-pilot fires a brief, intense barrage of shots --

CLOSE ON THE HULK'S FACE

The shots are agonizing, but he is determined to hold on --

IN RESTAURANT - THE GUARD HAS HELPED MOST OF THE PEOPLE OUT

of the cars -- they straggle from the window, shaky -- but there is still one left who the guard is coaxing down --

-- the ten year old girl in the second to last car. She is higher than the restaurant window and would have to climb down and jump, but she is paralyzed with fear. Just as she tentatively puts a foot on the third car, testing it --

-- the link holding the second and third car BREAKS -- the other cars begin the long fall to the ground below!

The girl screams, dangling from the last car, looking up at --

THE FACE OF THE HULK

which shows not fury, just his own pain, effort, and desire to save her. The Hulk's eyes plead with her: it's okay, come up --

THE GIRL HESITANTLY STARTS TO CLIMB UP THE TWO CARS

to her only escape: the Hulk's hand. As she does, the edge of the car that the Hulk is gripping begins to tear --

-- as the girl gets to the top, she doesn't see this -- and she's still deciding whether to trust the Hulk or not. She hesitates -- but finally, she extends her hand, as --

-- the metal tears loose -- the cars fall, so does the girl --

-- and the Hulk releases the metal, snatching the girl's hand firmly but gently -- as the cars tumble down down against the side of the building, the Hulk pulls her up to the edge, and lets out a massive exhalation of relief.

IN THE HELICOPTER - THEY BANK AROUND BEHIND THE HULK

for another shot -- and again, they can't see the rescue, or the girl, just the Hulk's massive back -- they fly directly toward him, firing the massive rounds at his back --

FRONT VIEW OF THE HULK - HE SHELTERS THE SCREAMING GIRL

in his chest, turning to take all the shots in his back -- shot after shot pummels him, as the copter draws low and close --

The Hulk turns to face the copter, and he now is angry again -- and as he gets madder, he gets stronger and visibly larger --

THE HULK LASHES UP ONE ARM AND GRABS THE COPTER SKID

as it passes over him -- as if the copter were a toy, he swings it back, throwing it sideways at the spire over the tower!

The copter skid catches on the girders -- and the rotors tear themselves to shreds against the steel! The pilots scramble out, shaken but alive, and climb down, as --

The Hulk turns to the girl, and gives her a weary but heroic look: just glad to be of service. No thanks necessary. She stumbles away, shaky but grateful as she gets to the stairs.

IN A HUMVEE DRIVING DOWN THE STRIP - GENERAL ROSS

is moving through the wreckage toward the Stratosphere, but he knows he's losing -- the Hulk is still on the loose.

PILOT (ON RADIO)

General, we've received word that the top levels of the hotel are evacuated. Awaiting your order, sir --

(no answer)

-- Awaiting go code, sir --

Ross would rather not give this order -- but he has no choice.

ROSS (INTO RADIO)
Go code is "windfall". Repeat, air
two, you are go to "windfall".

THE LAST WORKING HELICOPTER MOVES INTO POSITION NEAR THE ROOF

and a pair of gas sprayers engage underneath the skids!

ON THE STRATOSPHERE ROOFTOP STAIRS - BETTY EMERGES

and looks for the Hulk. Relieved to see he's okay, she rushes to him -- and he's happy to see her too, but --

IN THE UPPER LEVELS OF THE HOTEL - TALBOT SEES OUT A WINDOW

as the copter passes -- and he knows exactly what these sprayers are. As the pilots who were fleeing the roof run past, Talbot grabs one of their radios, and runs up.

BY THE TROPICANA - ROSS' RADIO COMES TO LIFE

TALBOT (O.S., ON RADIO)
Congratulations, General -- the United States has just downed its first roller coaster. I don't think you should cap a historic victory like that with nerve gas.

ROSS (INTO RADIO)
It has to be done. That monster could kill hundreds of innocent --

TALBOT (O.S., ON RADIO)
I hope you're clear on who the monster is, sir, because the only one about to kill somebody innocent is you. If you give that go code, you'll kill Banner, you'll kill that girl --

AT THE STRATOSPHERE ROOF - TALBOT EMERGES TO SEE THE HULK

standing calmly with Betty. But Talbot turns the other way and sees the copter is coming closer, poised to unleash nerve gas.

TALBOT (INTO RADIO)
-- and as an added bonus you get my dogtag because I'm on the roof too. I know we can take Banner alive --

BY THE TROPICANA - ROSS IS WEIGHING TALBOT'S WORDS

TALBOT (O.S., ON RADIO)
-- we've won, so it's time to stop the fight. Retract that order, General.

What Talbot's said is sinking in. Ross hesitates -- and --

IN THE HELICOPTER - THE CO-PILOT'S HAND IS POISED

just over the gas release, when --

ROSS (O.S., ON RADIO)
Air Two -- retract code is
"seabreeze". Repeat, "seabreeze".

The co-pilot's hand moves off the control -- and --

TALBOT LAUGHS WITH RELIEF AS THE COPTER PULLS BACK

But his relief is short-lived, when he sees --

THE CLOUDS ABOVE THEM BREAK - A FUTURISTIC AIRCRAFT

that's loaded with ornate Kirbyesque features approaches the rooftop. This is the aircraft Sterns stole, but it has been radically modified. The aircraft lowers to the roof -- and Sterns gets out, followed by Creel.

The Hulk looks at them, baffled but ready for a fight --

STERNS
I had to come when I saw they were
going to kill you, Bruce --

Sterns produces a futuristic looking weapon -- it is as big as a bazooka, but the features are unlike anything we've ever seen.

STERNS
-- I knew you would want me to rid the
world of the Hulk in my own way.

With that, Sterns fires the weapon at the Hulk -- it shoots a concentrated beam of gamma energy --

-- and as it hits the Hulk, he seizes up in searing agony! Even though he's in pain, he struggles forward, but the ray is stripping him away -- the Hulk is drastically weakened --

-- he still struggles on, but with a second blast, the Hulk weakens further -- this isn't the ordinary transformation, it is grotesque, as if his musculature were melting off him --

Betty SCREAMS at the sight of it -- it looks like he's dying --

-- and with a third searing blast, the desiccated Hulk collapses at Sterns' feet, looking two hundred years old.

HULK'S POV - THE HULK REACHES UP GROGGILY

but the last thing he sees is a smile on Creel's face, before he STOMPS him into darkness.

BLACK SCREEN.

UP FROM BLACK - BANNER'S POV - STERNS' GAMMA LAB

shimmers into view as he wakes up.

AN ASTONISHED BANNER STANDS UP TO SEE

the old GammaspHERE lab, but instead of having machinery patched together as before, this is seamlessly constructed with fantastic, baffling components. This looks like the future.

Sterns walks into view -- and his transformation has reached its final phase. His manner is more godlike, even his voice has a synthetic, computerized tone. In fact, you can see flashes of energy crackling within his skull from the incessant neural activity -- but physically, his body looks frailer than ever.

STERNS

You were wondering how I've powered
all this machinery.
(points to GammaspHERE)
Certainly you can figure it out,
Bruce. I've followed your work here.

Banner looks at the new GammaspHERE. At the heart of it is a glass casing six feet across: magnetically suspended in that is a black orb the size of a baseball. Amazed, Banner realizes --

BANNER

You've built an anti-matter reactor.
That's impossible --

STERNS

As I always told you, there's no such
thing as the impossible -- only the
unaccomplished. Managing this was
simple for me.

(proudly)

The reaction is self-regulating and
unstoppable -- and it provides this
new GammaspHERE with gamma energy
thousands of times more powerful than
the previous version. Though small,
this orb generates energy at the same
level as a full galactic gamma burst.

BANNER

(eyes it warily)

But this kind of drive would have a
gravitational pull strong enough to
trap light, just like a black hole --
it should be ripping this room apart.

STERNS

That casing contains it completely.
The fact that it's trapped only
strengthens the reaction.

BANNER

Why did you bring me here?

STERNS

Because I need your help. My mutation has run unchecked -- it is breaking down my physical body even as it advances my mind. Eventually the imbalance would cause me to vanish into pure mental energy.

(beat)

I've brought you here to analyze your unique genetic makeup that allowed your mutation to stabilize. I've just completed my testing and isolated your mutation factors.

(beat)

In fact, I was able to identify and block the genetic trigger that starts your transformation. The mutation is dormant in your system, but you will never become the Hulk again.

Banner almost laughs with relief. The nightmare is over.

BANNER

Sam, that's -- I don't know what to say, or how I can thank you.

STERNS

You've already repaid the debt. The information I have taken from you will allow me to repair and even improve my body. The world we imagined was a thousand years distant will arrive within hours -- thanks in part to you. I've taken your work in directions you could never dream of.

Sterns points to a far side of the laboratory, proudly. Banner looks over, and he is horrified. We see why --

A ROW OF A DOZEN METALLIC CYLINDERS

are lined against a wall, seven feet high. Glass portholes in the cylinders, and computer monitors mounted above, show matrices of gamma lasers, cycling through again and again --

-- and Banner sees the tubes hold the soldiers who attacked the lab -- their bodies are in various states of ravage from gamma exposure and their staring, begging eyes show they're conscious!

STERNS

I've had to run some tests to determine the mortality rate from different levels of gamma exposure.

STERNS

(off Banner's look)

I know you always objected to animal experimentation, Bruce, but really, sometimes there is no substitute.

BANNER

(shocked, angry)

There has to be enough humanity in you to know this is wrong --

STERNS

Humanity is an experiment that failed. If I tried to exist with the current "civilization", they would turn my advances to weaponry, and accelerate their own destruction. If they are to reach the future you and I dreamed of, it must be under my leadership.

BANNER

Starting with this -- ?

As Banner gets angry, Sterns remains cool: a mix of intellectual superiority and paternalism. If he has any reaction, it's disappointment that Banner doesn't get it.

STERNS

Your thoughts show you believe this is slow, pointless, death. I wish you could think at my level, Bruce. I really do. This is a kindness -- what I've learned about gamma exposure from them will save millions, because it means I can proceed immediately.

(beat)

The only way I could commit murder now would be if I failed to act. If, knowing what I do, I did not intervene with all the power I have to stop humanity's race to oblivion.

(beat)

You want medical advances to extend human lifespans. I share your dream. But with increased lifespans, there are issues you never considered. Issues of efficacy. Think how our world will be drained if its current population of five billion lives to be a thousand years old. The planet is already on an inexorable path to man made ruin through global warming and pollution. No, the herd must be thinned, and the world must be renewed, but not by the aimless whims of nature. It must happen by my hand.

BANNER

What are you talking about?

STERNS

The gamma energy "halo" that we theorized about? The one that surrounds our galaxy?

(smiles)

It is real. And I know how to recreate it here on Earth.

As Sterns walks around the device, he uses mental projections, which we see as holograms, to illustrate his point.

STERNS

I will fire the energy of a galactic gamma burst into the ionosphere, electrically charging it to create a permanent web of energy that will envelop the globe -- just as the gamma energy "halo" surrounds our galaxy.

The mental projection shows a gamma cannon mounted above the base, firing an intense blast straight up -- and the blue sky is replaced by a widening web of green electricity, spreading toward each horizon as the atmosphere is irrevocably changed --

STERNS

As the reaction builds, releasing gamma bursts downward, it will cleanse the Earth of its extraneous population.

The mental projection shows a city population being hit with gamma blasts from above -- balls of green lightning sear through the city, annihilating it and killing thousands!

STERNS

Within hours, the gamma halo will seal in a complete circuit and stabilize permanently. The Earth will never know another night. Just a glorious, unending day illuminating my paradise.

The mental projection is horrible: the sky is a sea of green fire, the earth is burnt, few survivors stumble through rubble.

STERNS

With a sustainable population, I will build a global civilization truly worthy of the name -- and I will be the leader of this glorious new world.

The projection ends, and Banner, sickened, looks at Sterns.

BANNER

What's a "sustainable" population?

STERNS

I've calculated that the planet's resources are optimized for sixteen percent of the current population.

(points to casks)

My experiments indicate that only nine percent will survive, but of course, that will allow for growth later.

BANNER

You can't just treat the world like it's some computer model -- you don't like it, so you reboot it --

STERNS

As you say, Bruce, it's science -- you fail until you succeed. If my first civilization stumbles, I will begin again, and again, and again, until I reach perfection.

(beat)

I see in your thoughts that you're concerned about the pain survivors will endure. Don't be.

Sterns looks to the row of experimental casks -- and Banner sees that **Betty is in one!** She is frozen but her eyes show she is conscious and terrified. She hasn't been exposed to radiation, but it's just a matter of turning the device on.

STERNS

She is my only female subject, and closer to the true populace sample than my other subjects, so I'm saving her for medical experimentation.

(matter of fact)

I will need curative treatments for survivors if the population begins to drop beneath four percent.

Banner leans against the glass, anguished. Then he tries to turn his despair into something else -- he tries to get mad enough for a Hulkout, but nothing is happening.

STERNS

You're trying to make yourself angry, to become the Hulk. As I told you -- that is now impossible. I thought you would understand -- this will make the perfect world that we always spoke of.

BANNER

(incredulous)

By killing ninety percent of everyone in it?

STERNS

(a flash of anger)

To prevent one hundred percent from
a slow, inevitable extinction, yes!

(calms himself)

I make no apologies for saving the
world, Bruce. My only regret is that
you refuse to grant my work the same
respect I always paid yours. The
GammaspHERE will fire up shortly --
and I must implement my own physical
cure immediately. I'm sorry it had to
end this way, Bruce -- but it is over.

Sterns nods to Creel, who advances on Banner. Banner backs away from Betty's cask -- stumbling, frightened, he runs away. Banner makes it to a door and out -- Creel follows, enjoying the pursuit and in no hurry to finish it. Where could Banner go?

As Creel goes after Banner, Sterns -- physically weakened but otherwise utterly unconcerned that Banner is loose -- moves toward a transformation capsule.

BEHIND THE CASK'S GLASS - CLOSE ON BETTY'S EYES

She is motionless and terrified. She knows exactly what is in store for her -- and she knows that Banner has run away.

IN THE GAMMA BASE CORRIDOR - A FRIGHTENED BANNER RUNS

through the level -- some sections have been changed by Sterns, some remain unchanged. Banner is genuinely scared now -- there is nothing he can do but run. Banner darts a look back --

-- Creel is moving through a door -- literally, by absorbing it and passing through it -- to pursue Banner. Banner runs into one of the unchanged rooms --

IN THE CHEMICAL LAB - BANNER RUNS THROUGH THE WRECKAGE

of what was once a lab, but now has racks of equipment that have been upended by the previous accident.

Banner looks at his arm, hoping to see some green. There's nothing. The Hulk isn't bailing him out of this one. Though Banner is frightened, he tries to rein it in: he's the only one who can do anything about this.

IN GAMMASPHERE LEVEL - STERNS IS IN A TRANSFORMATION CAPSULE

and his repairing process begins -- his body is bathed in a brilliant blast of gamma energy, as, nearby --

-- the GammaspHERE itself is building up its reaction, as --

ON THE GROUND LEVEL - A GAMMA CANNON

with ornate, Kirbyesque features automatically comes to life and starts tracking up, preparing to fire into the atmosphere.

IN THE LAB - CREEL ENTERS BY "ABSORBING" THROUGH A WALL

Creel looks through the wreckage of the room for Banner --

-- and Banner, on the other side of the room, looks for an exit. There isn't one -- he's cornered. Banner struggles through the upended racks, and Creel spots him and pursues him, easily smashing or absorbing through the wreckage --

-- Banner runs behind one of the floor-to-ceiling chemical racks nearest to a wall. As Creel approaches, Banner grabs a jar of corrosive acid and hurls it at Creel --

-- the jar shatters, but the acid simultaneously burns Creel's body and is replicated inside it -- after a moment of painful burning, Creel's body absorbs the acid's properties!

Wedging himself between the rack and the wall, Banner desperately pushes to topple it onto Creel. Banner strains, and the rack rocks over -- but before it can tip, Creel easily holds it up with one hand -- and with the other, Creel reaches through the rack for Banner with a metallic, acidic hand --

Banner looks up, and has just one trick left -- he reaches up and tilts a shelf over his head in the case -- two dozen chemical jars tumble onto Creel's back --

-- Banner winces, shrinking back from the chemical spray as --

CREEL'S BODY REACTS TO THE CHEMICALS

as it tries to mimic all of them -- but it's too many different things for him to mimic at once -- as each jar hits him, his body reacts, and the **chemicals are mixing out of control** --

-- Creel reels back, with different things happening in each part of his body -- one segment is boiling hot, another is icy blue, one is soft, another is brittle, another is acidic --

Banner gets out from behind the rack, and runs out of the room as Creel thrashes angrily but helplessly on the floor!

IN AN UPPER LEVEL - A MOMENT LATER - BANNER

has climbed up a ladder -- and he moves from an unaltered part of the base, back into the heart of what Sterns has built.

A porthole shows that on the other side of the wall is a gigantic energy turbine, taking the energy from the Gammisphere below, and feeding it to the cannon above.

All Banner can see here is the building, brilliant green light in the transformer -- if he can get to this, maybe he can stop it. But the wall separating him from it is seamless -- there don't appear to be any doors or any other way in. Before Banner can keep looking, though, a sizzling sound makes him turn --

A SIZZLING, REFORMED CREEL HAS FOLLOWED HIM

and he looks terrible -- acid has scarred him and is dripping off him, but he has also taken on the other chemicals, which are still reacting inside his body! All past "absorptions" -- metal, stone, you name it, are running out of control.

Creel swings his mace -- Banner dives out of the way, and the mace, sizzling and acidic, connects with the wall, cracking it --

-- as Banner dodges, he notices something's going on with Creel's interior reactions -- there is a violent chemical reaction going on within Creel, and something about the odor and the color tell Banner what's happening --

BANNER

Glycerol -- and nitric acid --

Banner dodges another blow, as the mace swings down -- and Banner moves against the wall, making himself a clear target -- he's deliberately baiting Creel to strike there --

BANNER

(muttering)

You couldn't change into something like baking soda, or silly putty --

ON CREEL - HE IS SPINNING HIS MACE

and preparing to strike -- but as he spins it, droplets of liquid fly off the mace, hitting the wall like firecrackers --

ON THE WALL - BANNER MAKES HIMSELF A PERFECT TARGET

and hesitates, waiting for the strike before he jumps --

BANNER

-- oh no -- you had to change into nitroglycerin --

-- Banner runs like hell to dive for cover behind machinery --

-- Creel lashes out, but as the mace snaps to its full length --

THE CHEMICAL REACTION WITHIN CREEL REACHES A FLASHPOINT

-- Creel's body detonates from within in an explosion that turns him into a living fireball that blasts through the wall!

BEHIND THE MACHINERY - BANNER DUCKS

as the spray of acid, melted plastic and molten metal sprays through the room, burning through the metal he's hiding behind.

Banner gets up -- and now there is nothing left of Creel. He runs through the sizzling, burning hole ripped through the wall.

IN THE GAMMA ENERGY TRANSFER ROOM - BANNER SHIELDS HIS EYES

from the reaction of gamma energy converting into a beam to be fired up. Banner approaches the machinery to find a way to turn it off -- but there are no controls that he can comprehend.

The beam activates, firing up --

ON THE SURFACE - THE GAMMA CANNON FIRES THE BEAM UP

and a dense silo of gamma energy pierces the atmosphere --

GLOBAL VIEW - THE IONOSPHERE IS CHARGED WITH THE GAMMA RAY

and as predicted by Sterns, the gamma charge is creating a web of gamma energy, reweaving the blue sky with green fire!

IN LAS VEGAS - ON THE STRIP - DAY - CROWDS STARE UP

as a green shadow covers them! It looks like judgement day --

THE SKY IS TURNING INTO A SEA OF GREEN FLAME

It's just beginning, spreading out from the point where the rays fire into the atmosphere! A ball of gamma lightning bursts down toward the desert floor with a powerful explosion -- as --

IN THE GAMMA TRANSFER ROOM - BANNER SINKS HIS HEAD IN DEFEAT

-- but an idea hits him. He looks in the machinery: behind the whirling metal louvres is a blinding vortex of gamma energy.

Banner's helpless look becomes a decisive one. Before he became the Hulk by accident. Now he will do it by choice.

Banner dives through the spinning metal louvres -- if he mistimes it, he's bisected, but he gets through --

IN THE GAMMA CORE - BANNER PLUNGES INTO THE GAMMA REACTION

and the blinding rays of the gamma turbine --

CLOSE ON BANNER'S FACE - HE IS BURNING ALIVE IN THE REACTOR

This reaction is exponentially more powerful than the first one he lived through.

Banner slams against the reactor -- on top of his searing physical pain, he is trying to make himself angry --

IN BANNER'S MIND - SUBLIMINAL MENTAL IMAGES FLASH BY

in a lifetime of buried anger and helpless moments, causing him as much pain inside as he's feeling outside:

-- Curtis self-destructs as Banner watches helplessly --

-- Banner's mother recoils as she's slapped by his father --

-- young Banner can't help his mother in the hospital --

-- and the last one is the only one that hasn't happened, the only one he can still stop: he sees Betty getting an "experimental" gamma dose -- her cells are being torn apart and the look on her face tells us she's feeling every bit of it --

IN THE GAMMA CAGE - BANNER IS GETTING ANGRIER

Banner holds this in his mind, burning in the green flame -- if he doesn't Hulk out soon, he will be incinerated --

ON THE CAGE WALL - BANNER'S FIST

slams against the side once, and pulls back --

-- his fist slams again -- and this time it's bigger -- as the fist draws back again for another strike --

IN THE GAMMASPHERE LEVEL - THE CEILING EXPLODES INWARD

and as the debris shoots across the room at the machinery, something falls in amid the dust and smoke:

THE INCREDIBLE HULK

who has now truly earned his adjective lands on the floor, furious and raging -- just as the gamma exposure this time was exponentially bigger than the initial one, the Hulk is now more powerful than in any incarnation we've seen yet.

The Hulk looks around the lab, ROARING in fury -- and sees Betty, trapped in the cask. The Hulk doesn't understand the implications of the device, he just moves to free her -- but --

STERNS' TRANSFORMATION CAPSULE OPENS AND HE EMERGES FROM IT

Sterns' head now looks in scale with the rest of him: his body is now as large and as powerful as the Hulk's!

STERNS

The survival of the world depends on my leadership. I will not cede that to lower creatures like you.

Before the Hulk can get to Betty, **Sterns attacks** -- the Hulk swings at Sterns, but **Sterns throws the Hulk back** --

-- the Hulk picks himself up and charges Sterns -- the two of them fight through the lab with primitive ferocity, tearing the place apart -- but as they smash through the lab --

-- somehow the **gamma exposure apparatus in Betty's cask is activated** -- it starts a boot-up process!

THE HULK AND STERNS

are locked in battle, their strength apparently equally matched -- but the Hulk is distracted when he sees the machinery has started up. He doesn't know what it means, but Betty's frozen, terrified look tells him it can't be good --

-- but Sterns pins the Hulk to a wall with his hands, and he **telekinetically seals the Hulk's windpipe, cutting off his air!**

Sterns holds him still. There's no joy in this for him -- he's just getting rid of an obstacle to his goal of a new world.

CLOSE ON THE STRUGGLING, WEAKENING HULK

The loss of air is killing him -- but from where he's pinned, he sees Betty, trapped and terrified as the device starts up --

-- and the Hulk gets **madder** -- and visibly stronger enough to make the difference, as he finds enough power to **throw Sterns off him, hurling him at the core of the Gammasphere!**

Gasping for breath, the Hulk lurches over to Betty's cask, which is now almost fully operational -- he **tears the front off** as if it were made of paper, and throws it aside, gently pulling Betty out **just as the laser matrices activate!**

Betty is weak as the Hulk leads her out -- and there is just time for her to give the Hulk a thankful look, when --

AN ENRAGED STERNS CHARGES TOWARD THE HULK

and SLAMS into him! The Hulk is thrown back as their fight continues -- and Betty, terrified, runs out the door!

CLOSE ON THE GAMMASPHERE - **THE ANTI-MATTER DRIVE IS CRACKED**

and is **malfunctioning** -- the gamma rays are weakening, but so is the casing that keeps this dangerous force contained. The crack around the case is **growing**, collapsing from within, as --

ON THE SURFACE - BETTY MAKES IT OUT OF THE BUILDING

and looks up to see that the gamma rays being fired up by the cannon are **weakening** -- the green blaze that threatened to cover the entire sky is **winking out and fading back** -- as --

IN THE GAMMASPHERE - STERNS AND THE HULK ARE STILL FIGHTING

-- now there is nothing in Sterns but rage -- he knows his dreams are vanishing. But as they fight, ripped and bloodied --

THE ANTI-MATTER DRIVE CASE IS CRACKING FURTHER

-- the casing is rapidly disintegrating, its individual atoms elongating and spiralling back into the blackness -- as the core is exposed, it goes critical and spirals out a gravitational field that draws in everything around it -- pieces of wreckage, no matter how big, fly toward the spiral, disintegrate, and vanish into the hole!

STERNS IS DRAWN INTO THE AIR

and he catches himself, holding onto an anchored piece of girderwork in the Gammasphere, but it's like fighting hurricane force winds, and pieces of debris batter him as they fly past.

THE HULK BATS AWAY PIECES OF DEBRIS FLYING TOWARD HIM

and he sees Sterns, dangling in the girderwork, moments from being drawn into the accelerating pull of the anti-matter drive.

The Hulk's face shows some recognition -- some sense of kinship with Sterns -- and as Banner did before in the last Gammasphere catastrophe, his impulse is to rush forward to save Sterns --

-- as Sterns clings to the girder framework, which is collapsing into the core, the Hulk grabs the opposite end of the girder framework -- he pulls it to him hand over hand --

The Hulk is determined to save him -- but the anti-matter activity peaks. The girder tears loose and Sterns sails backward into the gravitational vortex --

-- Sterns spins toward the core, his body disintegrating, his atoms elongating as he vanishes into the core!

BACK AT THE WRECKAGE - THE HULK ROARS

but not in victory -- this time it's in anguish. He knows, somehow, that this was his friend. The ROAR penetrates to --

THE SURFACE - BETTY BACKS AWAY FROM THE BASE

because the gravitational field reaches out here -- and it's collapsing the ground under her! Betty runs, but the fissures jigsaw around her like breaking ice --

IN THE COLLAPSING BASE - THE HULK STRUGGLES TO GET AWAY

He is climbing up a wall, crushing handholds into the metal -- but the ferocity of the gravity vortex is building -- the wall itself is torn away and it flies toward the core --

-- stunned, disoriented, the Hulk leaps from the wall to grab a handhold on an exposed girder in an upper level of the base.

Even so, the Hulk is barely able to maintain his handhold -- this is testing even his strength. Hanging onto the girder so tight that the metal is buckling, the Hulk is flapping like a flag in a wind tunnel, bashed by metal and rock flying past.

CLOSE ON THE HULK'S FACE STRAINING TO HOLD ON

and he's losing it. He's close to giving up out of exhaustion.

CLOSE ON THE ANTI-MATTER REACTION - THE CORE IS SHRINKING

which means this will end soon -- as it draws in more and more matter, it is collapsing -- but as the core gets smaller, conversely, the gravitational force only gets stronger!

ON THE SURFACE - BETTY RUNS FROM ONE COLLAPSING CHUNK OF DESERT

to another, trying to outrace the abyss as it opens under her, but it's hopeless -- **Betty falls into the void, SCREAMING,** tumbling helplessly amid two ton chunks of rock --

ON THE GIRDER BELOW - THE HULK HEARS BETTY'S SCREAM

and he looks up, seeing that she is several hundred yards above him, falling fast. The Hulk finds a new determination -- he pulls himself up onto the girder and leaps up --

FALLING THROUGH THE ROCKS - BETTY

tumbles completely out of control amid the giant rocks -- she is falling right between two boulders that will slam together with enough force to crush her -- but at the last moment --

-- the Hulk lands on one boulder, and with one swing, SMASHES the other to dust! The Hulk gathers Betty up in one arm, and leaps forward off the boulder --

-- the Hulk leaps from one piece of debris to the next, moving up and out of the vortex! The Hulk SMASHES any rock in his path with one hand, while shielding Betty with the other --

ON THE SURFACE - THE HULK MAKES IT OUT WITH BETTY

as he leaps from the final chunk of loose rock, back to solid ground -- but he doesn't stop, he keeps on leaping, travelling back several hundred yards with each jump -- as --

THE ANTI-MATTER DRIVE FINALLY COLLAPSES IN ON ITSELF

as the pinpoint of blackness winks out, the gravitational cyclone abruptly ends -- the tons of stone and metal circling the area suddenly drop. It's over.

LONG SHOT OF GAMMABASE AFTERMATH - THE HULK

is still leaping away, but from this perspective, we can see that a perfect half-sphere has been carved into the desert -- there is no trace whatsoever left of the base, or for that matter, anything that was within a quarter-mile of it.

THE HULK KEEPS LEAPING AWAY

now some distance away from the wrecked base, until he reaches a hill, and looks back, satisfied -- the danger is past. The Hulk gently puts Betty down -- and only then does he collapse, sitting on the hill, exhaling in exhaustion. He looks up at Betty, expecting a look of revulsion or terror --

-- but for the first time, there's no absolutely no fear or apprehension on her face. Just trust, and love. Betty sits next to him and leans on him, exhausted but relieved --

-- and the Hulk leans on the hill, shutting his eyes, showing something we haven't seen before -- an look of contentment. This is all he wanted: one minute without being shot at or blown up -- one minute with someone who isn't running in terror -- one minute at peace with someone who loves him. Off the Hulk's weary, satisfied smile, we --

DISSOLVE TO:

INT. RURAL HOTEL ROOM - DAYS LATER - NIGHT - BANNER AND BETTY

are in a darkened hotel room. Banner is looking out a window, and Betty is embracing Banner from behind. Both look miserable. A moment they knew they couldn't avoid has finally come.

BANNER

I told you that desk clerk looked at me funny.

Out the window, we can see on a hill below -- at least twenty police cars are half a mile away, zigzagging up a winding rural road with their top lights on and their sirens off.

Banner gets dressed, and so does she, but Banner looks at her. She knows what he's going to say, but doesn't want to hear it.

BANNER

They've been saying on the news for the last two days that I kidnapped you. As long as you're with me, they'll step up the manhunt --
(she won't stop)
-- Betty, this time you can't come.

Betty still won't stop packing -- Banner gently takes the clothes out of her hands, and holds them.

BANNER

It's kind of like a math problem. How do I subtract the Hulk from Bruce Banner and still have some of me left over. I have to figure it out myself. When I do -- I'll be back.

(beat)

I love you, Betty.

She looks up at him and almost smiles.

BETTY

All it took to make you say it was thirty armed cops. If I knew that, I'd have called them myself.

(beat)

I love you too, Bruce. Both of you.

Banner kisses her -- and pulls out a key.

BANNER

I don't have a spare key --

BETTY

(half laughs, half cries)

You haven't got a spare anything --

BANNER

-- so hold onto this for me -- okay?

Banner kisses her again -- not like it's the last time. It's more like a promise that it won't be. Banner heads out -- and --

OUTSIDE THE HOTEL - PRE-DAWN - BANNER STARTS TO RUN

toward a field, but as he turns a corner --

-- Talbot is standing right there, with a walkie-talkie.

TALBOT (INTO RADIO)

This is DIA-1 -- I've sighted Banner, repeat, I have sighted Banner --

Banner stands there, tense --

TALBOT (INTO RADIO)

-- we're too late. Banner's escaped on foot and jumped onto a freight train heading east. Pull all units back and get to the train's next stop in Hadleyville ASAP, over and out.

Talbot cuts off the radio -- and there are the SOUNDS of the approaching cars turning around and speeding off. Banner lets out a relieved breath, and Talbot smiles.

TALBOT

This is your "get out of jail free" card. I owe you that. But let me give you two pieces of advice. One, there's a westbound freight coming down the line in five minutes. And two --

(looks down)

-- lose the purple pants, huh?

FROM THE HOTEL ROOM ROOM WINDOW - BETTY WATCHES BANNER RUN into the pre-dawn light, toward the sound of the freight.

DISSOLVE TO:

INT. BANNER'S APARTMENT - MONTHS LATER - DAY - THE LIVING ROOM

now looks lived in, not like a scientific supply closet. When Banner makes it home, he'll actually have a home.

Betty, nursing a cup of coffee, is sitting at Banner's computer, working. On the monitor, a computer model is running of a DNA structure, under the heading "**SEPARATION OF HULK MUTATION FROM BANNER DNA BASE: ATTEMPT 1317**". She's adapted Banner's medical research to find a Hulk cure. The model finishes -- in failure. Betty sighs with a familiar frustration and turns as she hears something on the news --

CNN ANCHOR (ON TELEVISION)

-- in the manhunt for Robert Bruce Banner, a scientist wanted for questioning by federal authorities. With no sightings of Banner for six months, some consider it likely that Banner is dead. When asked about this, Major Glenn Talbot had no comment.

Betty sinks back in the chair, miserable. She clearly hasn't heard from him in a while. What if it's true? The hope she's been holding onto starts to slip.

CNN ANCHOR (ON TELEVISION)

We have breaking news. In Chicago just minutes ago, a passenger train carrying two hundred people lost its braking system, sending it hurtling out of control toward a station --
(getting sheet of details)
-- incredibly, no injuries are reported. We have a reporter there --

The program cuts to the REPORTER, who is at a very chaotic looking train station -- people are scared and excited, laughing and crying, but definitely uninjured, and they're being helped off a passenger train that's off the rails.

REPORTER

Amtrak liner 7175, travelling at speeds of up one hundred miles an hour, nearly crashed into this station minutes ago, but before it could, eyewitnesses claim the train was dragged to a safe halt by the Hulk --

Betty perks up as if she's had an electric shock -- and moves closer to the TV, watching the crowd in the station --

-- and she sees Banner in the crowd -- he's looking directly into the camera and could be looking right through her --

-- Betty is laughing, relieved to see he's alive -- and after a moment, he turns away, vanishing back into the crowd. As the newsmen argue about whether the Hulk is real or an urban myth, Betty, smiling, starts another computer model. He'll be back.

EXT. CHICAGO TRAIN STATION - DAY - **BANNER**

is in cheap, low-key clothes, unrecognizable as the troubled grad student he once was. Something about him is more confident, more assured. Oddly, now that he's a fugitive, he feels freer than ever. He'd like to get rid of the Hulk -- but in the meantime, he's learning to live with it.

Banner almost trips over a nine year old kid who shoves past him -- apparently a passenger on the train -- who runs up to hug his crying MOTHER, who certainly thought he was dead.

Banner pauses, smiling at the sight -- and the kid's FATHER shows up to join the hug. Something about the way Banner's gaping at this private moment rubs him the wrong way --

FATHER

Something bothering you, pal?

BANNER

Nope. Not today.

Still smiling, Banner pulls his pack over one shoulder, and makes his way out of the station, past the dozens of people he just saved who don't know or care who he is, as we --

FADE OUT.