



THE PHANTOM



FIFTH DRAFT

AUGUST 24, 1994

FADE IN:

EXT. THE HIGH SEAS - DAY

A furious battle rages at sea between a PIRATE SHIP and a MERCHANT VESSEL. Cannons BOOM. Flintlock rifles and pistols EXPLODE. Smoke and MEN'S SCREAMS fill the air. A sinister Spider Web design decorates the Pirate Ship's main sail.

EXT. DECK OF MERCHANT SHIP - DAY

All hell has broken loose as PIRATES OF THE SINGH BROTHERHOOD swarm the deck. They are fierce and frightening warriors whose exotic appearance suggests a cross between Oriental warlords and South Seas buccaneers. Unprepared MERCHANT SEAMEN fight a savage but futile hand-to-hand battle.

AN ELEVEN YEAR OLD BOY

wanders the deck in confusion -- a terrified witness to a story book adventure turned on its ear and brought horribly to life. His eyes dart from the Spider Web flag atop the Pirate Ship mast to the chaos on deck:

The muzzle flashes of exploding flintlocks; sabers swishing through the air; the main sail erupting into flames; mortally wounded seamen collapsing to the deck.

Suddenly, the Boy is snatched up by a grinning, toothless Singh Pirate. The Boy's eyes widen as the Pirate prepares to draw his knife blade across the boy's throat. And then -- BANG! -- the Pirate crumples to his knees, a bullet hole in his forehead.

The SHIP'S CAPTAIN steps forward holding a smoking pistol. The Boy rushes to him.

Father!

BOY

CAPTAIN
(holds the boy
by his shoulders)
Son -- hear me well. We are
doomed. It's the Singh
Brotherhood! You must save
yourself.

cut

BOY
But, Father --

The Captain hugs the boy then quickly breaks it off.

CAPTAIN
Swim for your life, my boy, and
don't look back.

The Captain's reassuring expression turns to a grimace of pain as he is run-through from behind by a Pirate's saber. The Captain sinks to his knees revealing his killer -- the leader of the Singh Pirates:

THE EVIL KABAI SINGH

who now looms over the Boy. He raises his saber and takes a swipe at the Boy's head. But the Boy is too quick for him. He ducks the blade and JUMPS OVERBOARD.

DISSOLVE TO:

EXT. A SANDY JUNGLE BEACH - DAY

The Boy staggers half-dead from the surf and collapses in the sand, gasping for breath, his eyes closed. The Merchant Ship can be seen sinking on the horizon. As the Boy's eyes reopen, he is presented with the sight of many bare feet standing around him -- JUNGLE NATIVES! His look travels up to their faces. They wear decidedly unfriendly expressions. This looks like a case of "out of the frying pan and into the fire."

INT. NATIVE HUT - NIGHT

The Boy sleeps fitfully on a woven mat.

BOY
Father ... father ... no!

He awakens abruptly from his dream to see

A TALL NATIVE

bending over him. Frightened, the Boy starts to back away, but the native offers him a bowl of food and gestures for him to eat. The Boy takes the bowl and tentatively begins to eat. He's ravenous, and pretty soon he's stuffing his mouth with both hands. And it doesn't taste bad, either. He looks up with a grateful smile ... but the native returns the smile.

EXT. THE VILLAGE - DAY

The Boy emerges from the hut. Village life swirls around him. It's a strange but inviting place. Children play. Women cook and weave. Men carve tools and weapons.

As the Boy walks through the center of the village, he is confronted by a vicious looking WOLF. The Boy gasps, and jumps back. Then he notices the Tall Native observing him.

The Wolf advances, but the Boy doesn't retreat. He allows the Wolf to approach him. For a moment, the Boy and the Wolf lock eyes. And then the Wolf begins to lick the Boy's hand.

THE TALL NATIVE

smiles to himself. He claps his hands and the Wolf comes running.

THE BOY

is left to ponder the significance of this event. He examines the hand licked by the Wolf -- almost in amazement -- then glances up to see the Native and the Wolf moving off. He rushes to catch up to them.

INT. NATIVE HUT - NIGHT

The Wolf is curled up asleep on the floor, but the Boy wears a mesmerized expression. This is why: the Tall Native is applying purple paint to his entire body. And more paint is now applied to his face, creating the effect of a mask around his eyes. And finally, he dons an elaborate headdress. The total effect is somewhat shocking. Right before the Boy's eyes, the Kindly Native has turned himself into the Tribal Shaman, or "Witch Doctor!"

EXT. NATIVE VILLAGE - NIGHT

CLOSE ON THE BOY. He wears a rapt expression as fire light plays across this face. A strange and sacred native ceremony is about to begin. Tribal members have assembled around a towering IDOL carved from the trunk of a single tree; its alarming features made all the more malevolent by flickering torch light and dancing shadows.

THE TRIBAL SHAMAN

stands before an altar at the base of the Idol. With a dramatic flourish, he opens a woven basket and begins an incantation. What happens next defies logic:

THREE CARVED SKULLS

(One made of gold; one made of silver; and one made of jade -- with precious stones where the eyes and teeth

would be) are levitated from the basket and FLOAT IN THE AIR.

THE BOY

can't believe his eyes as the Shaman seemingly commands the Skulls to come to rest upon the altar.

THE SHAMAN

now holds up a SKULL RING, as if offering it to the Idol. Meanwhile ...

SINGH PIRATES

sneak up on the village. They peer through the foliage and spy the skulls on the altar. Among the Pirates is their leader, Kabai Singh.

KABAI SINGH

(pointing to the skulls)

Malphus!

He signals his followers to spread out and surround the village.

THE BOY

continues to observe the native ceremony in wide-eyed wonderment when a GUNSHOT IS HEARD. The Shaman grabs his chest and staggers backwards.

KABAI SINGH

lowers his smoking pistol and SHOUTS the order to attack, speaking in an unidentifiable foreign language.

SINGH PIRATES

BURST from the underbrush. The attack is fast and furious. Flintlock's EXPLODE and rapiers slice through the air. The torches are used to set fire to the huts. The natives try to flee or fight back, but it's a lost cause. The Boy tries to make himself invisible behind some woven baskets as dying natives fall all around him.

THE WOUNDED SHAMAN

attempts to gather up the Three Skulls but the Pirates are upon him. He only has time to grab the silver one before the flames from the burning huts leap to the Idol and set it on fire.

KABAI SINGH

is able to rescue the gold skull from the fire, but then he jumps away because --

THE IDOL

comes CRASHING down in flames. Several natives are crushed under its weight and the jade skull is buried beneath the rubble.

THE BOY

suddenly feels a hand on his shoulder. He spins around to see the Shaman -- clutching the Silver Skull under one arm, breathing with difficulty, blood pouring from his wound. Before the Boy can say a word, the Shaman presses the Skull Ring into the Boy's palm and wraps his fingers tightly around it. Then the Shaman disappears into the darkness.

FULL SHOT - THE VILLAGE

The Pirates retreat into the jungle leaving the village in a state of total destruction. Huts burn and the bodies of slain natives litter the ground.

THE BOY

stands in the center of the carnage with an uncomprehending expression; alone and abandoned in a strange and dangerous world with nothing but a mysterious ring.

FADE OUT.

FADE IN:

EXT. JUNGLE (1930's) - DAY

A vintage cargo TRUCK rumbles down a narrow, deeply rutted dirt road that slices through the thick jungle vegetation.

TITLE: BENGALLA JUNGLE -- FOUR
HUNDRED YEARS LATER

Covered with mud and rust, the truck has seen better days. Springs SQUEAK and gears GRIND. The motor GROWLS and BACKFIRES causing SQUAWKS and SQUEALS of protest from the local bird and monkey population.

INSIDE THE TRUCK'S CAB

are two men and a young boy. The boy is ZAK, a twelve

year old native guide. He sits between QUILL and MORGAN, two unshaven white skinned roughnecks in soiled wide-brimmed hats and sweat-stained work shirts; both wearing gunbelts.

Quill, the driver, struggles to keep both hands on the wheel while reading a wrinkled, hand-made map. (We notice a strange "skull head" mark on the side of his face.)

QUILL

Damn worthless map . . .

MORGAN

You drive. I'll navigate.

Morgan reaches for the map. Quill pushes his hand away.

QUILL

Problem is the map's all wrong.

MORGAN

The map is good, Quill.
Remember its source. It can't
be wrong.

QUILL

Then why does it show a bridge
back there? We never crossed
any damn bridge.

Zak SPEAKS in his native language and points to the map.

QUILL

What's he say, Morgan?

MORGAN

Didn't quite catch it all.

Zak repeats his remarks and Morgan tries to translate.

MORGAN

Uh . . . turn around. He says
we better turn around.

QUILL

Not a chance! And maybe the
little quitter needs a lesson
in positive thinking --

Quill tries to slap the boy across the face, but it's difficult to do while driving. Zak ducks; Quill misses; the truck swerves abruptly and bounces hard

into a deep rut. Zak covers his face against further blows while talking a blue streak in his native tongue.

MORGAN
Wait, Quill! Now I get it!
Turn the map around!
(laughs)
You've got it upside down you
big moron!

ZAK
(smiling; nodding)
Big moron.

Quill glares at Zak and Morgan.

QUILL
If the map's upside down then
there oughta be a bridge up
ahead and all I see is more
jungle.
(then; suddenly:)
Oh, shit!!

Quill slams his foot down on the brake. Zak and Morgan are thrown forward.

THE TRUCK

slides through the dirt with locked wheels, brakes SQUEALING, raising a huge cloud of dust. And when the dust settles we see that the truck has come to rest at the foot of a

ROPE SUSPENSION BRIDGE

that spans thirty yards over a fast moving river.

QUILL AND MORGAN

climb from the cab to inspect the bridge. They are joined by two other men who emerge from the truck's canvas-covered cargo area: BREEN and STYLES. Both are similar in appearance to Quill and Morgan.

BREEN
Hey, Quill -- no sudden stops!
What's the big idea?!
(sees the bridge)
Oh . . .

STYLES
Take a look at that.

All four men regard the bridge with apprehensive expressions. It's made with thick rope and jungle vines with a pathway made of heavy wood planks.

QUILL
(to Morgan)
Whattaya think?

MORGAN
I don't know. Looks like it'll hold, but then again . . .

QUILL
Breen? Styles?

BREEN
Hate to bet my life on it, Quill.

STYLES
Same here.

Quill thinks it over for a second, then has an idea.

QUILL
Okay. We'll go over on foot. All except one. He'll stay back to drive the truck across.

Looks are exchanged all around.

MORGAN
Yeah. But which one?

CUT TO:

INT. TRUCK'S CAB

Zak is behind the wheel of the moving truck. He can barely see over the dashboard and must sit on the edge of the seat in order for his feet to reach the pedals. His mouth is dry and his concentration complete.

EXT. OTHER SIDE OF THE BRIDGE - DAY

The four men wait for the truck to arrive. It only has several more yards to go.

STYLES
I knew that bridge was safe.

QUILL
(under his breath)
C'mon, kid. Nice and easy. Almost there . . .

With a final lurch, the truck rolls onto solid ground. The four men jump aside, because Zak isn't very expert with the brake.

QUILL
The brake! Use the brake!

The truck finally comes to a jerking, gear-grinding halt.

QUILL
Okay! Back in the truck!

INT. TRUCK'S CAB - DAY

Quill slides in behind the wheel, roughly pushing Zak aside.

QUILL
(to Zak; angrily)
Look -- brake pedal, clutch pedal. Brake pedal, clutch pedal.

Zak looks at him with a blank expression.

QUILL
Ahh, I'm wasting my time.

Quill puts the truck in gear and accelerates.

EXT. DEEPER IN THE JUNGLE - DAY

The truck reaches a spot where the dirt road literally runs out. Quill and his men are met with a wall of thick, overgrown jungle foliage. They all climb from the truck.

QUILL
It's on foot from here.
(unfolds map)
Zak! Take a look. Which way?

Zak glances at the map, then at the jungle, then steps away, shaking his head and mumbling softly.

QUILL
What now? Morgan, what's his problem now?!

Morgan confers with Zak.

MORGAN
Says we can't go on. These woods are protected.

QUILL
Oh, yeah? By who?

MORGAN
(listens to Zak;
then:)
He says . . . a ghost.

BREEN
A what!?

MORGAN
The Ghost Who Walks.

Quill's hand goes to the Skull Head mark on his face.

QUILL
I wouldn't worry about that

MORGAN
(meaning Zak)
Well, he won't take us beyond
this point.

STYLES
Shoot him.

QUILL
No. We may need him --
(smiles)
-- to drive the truck back
across the bridge. Tie him up
and leave him here.
(glances at map)
We can find our own way.

EXT. JUNGLE CAVE - DAY

Quill and the others arrive at the mouth of a jungle cave. It's actually no more than a crack in the side of a cliff that is nearly obscured by a tangle of vines and branches.

QUILL
This is it! We're there.

Quill uses a machete to hack away the obstacles.

QUILL
C'mon. Through here.

As the men enter the cave, a NATIVE comes into view. He observes the intruders for a moment, then slips back into the shadows.

INT. CAVE - DAY

We quickly realize that this is a crypt. The blackened, shriveled remains of decomposing, semi-mummified CORPSES are propped up in niches and alcoves cut into the cave walls. This is a creepy, musty, spider infested place. Quill and his men use matches and cigarette lighters to illuminate the scene.

BREEN

(to one of the corpses)

Uncle Leo! Is that really you?!

MORGAN

Knock it off!

QUILL

Everybody look around.

The men split up. It's obvious that none of them like being here. We stay with Styles who soon locates the corpse of the Native Shaman (we recognize the remains of his headdress and costume.)

STYLES

(to himself)

You look like an important fella.

Styles lowers his lighter to reveal several baskets of precious stones at the corpse's feet. He squats down for a closer look, then reaches back behind the baskets of jewels and comes out with something wrapped in a rotting cloth. The cloth practically disintegrates in his hands revealing a soiled and discolored SKULL.

STYLES

Hey, Quill! Over here!

Styles rubs the skull on his shirt and it buffs up to a shiny silver. He doesn't notice that the jewels in the eyes begin to GLOW. Quill comes over.

STYLES

(smiling)

Got it!

QUILL

Good work, Styles --

(takes the skull
from him)

-- Mr. Drax is finally gonna
get his little souvenir.

STYLES

What's so important about this thing, anyway?

QUILL

I dunno. I don't like to ask Drax too many questions ... his answers scare me.

Suddenly, the corpse's bony arms shoot out from its side and GRASP STYLES AROUND THE NECK. The fingers squeeze, cutting off his air supply. Styles begins to GAG and turn blue. Quill tries to pry the fingers loose, but the corpse's grip is too strong. Quill draws his gun and FIRES SEVERAL SHOTS, but the corpse continues to choke Styles. Morgan and Breen rush over -- horrified by what they see. And then, without reason, the corpse abruptly releases its grip and Styles collapses to the ground.

QUILL

He's dead.

MORGAN

What the hell happened!?

QUILL

Damn thing came alive! Choked him to death.

MORGAN

That's not possible.

QUILL

Tell Styles.

MORGAN

Come on. Let's get the outta here.

BREEN

(meaning the jewels)

What about this other stuff?
There's a lot of valuable junk in here.

Quill places the Silver Skull into his leather shoulder pouch.

QUILL

Take it. Take it all!
Nobody's gonna miss it.

Morgan and Breen begin to loot the crypt, filling burlap sacks with booty. That's when JUNGLE DRUMS can

be heard in the distance.

Now what? MORGAN

Drums. BREEN

I know that. But ... what's it mean? MORGAN

Nuthin. Doesn't mean nuthin.
(glancing at the
now lifeless corpse)
But hurry up just the same. QUILL

DISSOLVE TO:

EXT. THE DEEP WOODS - DAY

Monkeys go wild in the trees and birds take to flight as the DRUMS POUND.

-- A lion lifts its head to listen.

-- Crocodiles basking on the banks of the river awaken and splash into the water.

-- A wind, howling through the trees in "Whispering Grove" seems to cry . . . Phan-tom, Phan-tom.

INT. SKULL CAVE - DAY

DRUMS POUND. We are CLOSE on the back of a head that is sheathed in a tight fitting purple hood. Slowly the head turns TOWARD CAMERA . . .

Meet the PHANTOM.

Eyes as hard as steel behind a black mask. And a jaw like granite. The DRUMS POUND.

PHANTOM
Devil, somebody needs us.

DEVIL

a gray Bengalla Mountain wolf rises to its feet and follows

PHANTOM

who moves off. We stay with him, but we don't see him full-figure. Not yet. Instead we see TIGHT SHOTS of:
-- The SKULL RING on his right hand.

-- The double-holster GUNBELT with Skull insignia around his waist.

-- A black RIDING BOOT as it slips into a silver SADDLE STIRRUP.

EXT. CRYPT. CAVE - DAY

Quill and his men emerge from the cave, squinting against the bright midday sun.

MORGAN

This place is really giving me the creeps.

That's when they HEAR a SOUND BEHIND THEM. They turn to look. And suddenly, it happens. With a THRASHING of branches and THUNDERING of hooves --

PHANTOM

EXPLODES from the underbrush astride his white stallion, HERO. Devil is at his side. Dressed in a purple outfit that resembles the Shaman's painted body, Phantom is more than six feet of solid muscle, and mounted on Hero, he looks like a giant.

QUILL AND HIS MEN

instantly realize that they have big trouble on their hands as Phantom charges towards them.

MORGAN

What the heck is that!?

QUILL

Shoot him!

Breen triggers off a BURST of machine gun fire. Phantom ducks, quick-draws both his pistols and FIRES back -- shooting the gun from Breen's hands.

MORGAN

Oh, shit ...

QUILL

Run!

And that's exactly what they do.

PHANTOM

gallops toward Breen, closing the gap. Breen glances over his shoulder to see Phantom riding down on him. He sheds the sacks of booty to lighten his load, but it's doesn't help.

Phantom is now upon him. Without breaking stride, he reaches down, grabs Breen by the back of the collar and lifts him a foot off the ground. Breen's legs pump uselessly in the air as Phantom carries him forward.

BREEN

Ahhhhhh!!!

And now Breen sees what Phantom has in store for him: He's on a collision course with a huge TREE TRUNK.

BREEN

Noooo!!

WHAM! Phantom SLAMS Breen into the massive tree trunk with enough force to keep him seeing stars for years to come.

PHANTOM

Watch him, Devil. If he moves, eat him.

Devil remains behind as Phantom gallops off.

EXT. EDGE OF DEEP WOODS - DAY

Quill and Morgan, gasping and out of breath, arrive at the spot where the truck is parked. They climb into the cab. Quill starts the motor.

MORGAN

What about Breen?

QUILL

Tough luck. Forget 'im!

The truck makes a growling, lumbering three-point turn before roaring away at full throttle.

EXT. JUNGLE ROAD - DAY

Phantom gallops down the road on Hero. As he passes underneath a tree, he stands in the stirrups and grabs the lowest branch. He flips himself up like a gymnast and disappears into the tree's foliage as Hero continues riderless down the road.

INT. TRUCK'S CAB - DAY

Quill grips the wheel tightly, shifts gears, stomps the gas pedal. The truck bounces hard on its bad springs, raising a cloud of choking dust. Morgan tosses the sack gemstones through the opening behind him into the

CARGO AREA

where it lands next to Zak, the young native guide, who is tied and gagged.

RETURN TO QUILL AND MORGAN IN THE CAB

Morgan catches his breath, wipes the sweat from his face and neck with his bandanna.

MORGAN

Who was that guy?!

Quill gives him a look.

QUILL

Somebody I already killed!

MORGAN

What?!

QUILL

You heard me -- I killed him!
Years ago!

MORGAN

(after a beat)

Well guess what -- he's back!

QUILL

At least he's behind us!

Guess again.

PHANTOM

drops from the tree and lands on the truck's hood with a loud THUMP -- looking straight through the windshield at Quill and Morgan who just about crap in their pants.

MORGAN

Holy -- !!

Morgan pulls his gun and FIRES. The windshield SHATTERS and Phantom rolls to his left -- seemingly right off the hood.

MORGAN

Did I get him!?

QUILL

Don't see him . . . you musta hit him!

EXT. TRUCK - DAY

But Phantom has landed on the passenger side fender, sliding onto the running board where he now crouches. Suddenly, he **SPRINGS UP** and **PUNCHES** Morgan through the **CLOSED** window, destroying the glass and knocking Morgan senseless. In one swift motion, Phantom opens the door, grabs Morgan's limp body and tosses him out of the truck.

INT. TRUCK'S CAB - DAY

Phantom now enters the cab of the speeding truck. Quill swings his shoulder pouch at Phantom. Loaded with the heavy silver skull, it **STRIKES** Phantom hard in the face. But he shakes off the blow and grabs the pouch by its strap. A brief tug-of-war ensues during which Phantom spots the **SPIDER WEB TATTOO** on Quill's forearm.

The struggle over the pouch causes the silver skull to fall out and drop to the seat. Phantom is momentarily distracted by the sight ... just long enough for Quill to **STAB** Phantom in the side with his knife.

PHANTOM

Agh!

Phantom grabs the wound, lowering his guard. Quill **SMASHES** his elbow into Phantom's jaw. Phantom falls backwards toward the opened passenger door. He almost tumbles out, but grabs the doorframe just in time.

QUILL

See ya, pal. Keep the truck.

As the truck approaches the suspension bridge, Quill scoops up the skull and bails out.

THE TRUCK

rumbles onto the bridge with Phantom clinging to the door. It's driverless and out of control. The front wheel **SLIPS OFF** the wood planks and the truck comes to a precarious stop in the middle of the bridge.

PHANTOM

looks down. He's dangling over a gorge that's several hundred feet deep. He carefully pulls himself back into the truck causing it to **ROCK** dangerously, and bridge to **SWAY**.

INSIDE THE TRUCK

Phantom sees Zak bound and gaged in the cargo area. He climbs back there and quickly unties him as the truck rocks back and forth on the bridge.

ZAK

(awed)

Ghost Who Walks!

PHANTOM

Hi.

Zak points to Phantom's wound and speaks in his native language.

PHANTOM

(dismissively)

Sticker bush.

And then we hear a LOUD, SHARP CRACKING NOISE from outside the truck.

THE BRIDGE

is coming apart! The ropes and vines and wooden supports that comprise the bridge are POPPING, SNAPPING and BREAKING. The truck LEANS dramatically to one side, but it's prevented from falling into the gorge by the bridge's rope supports. And now the truck's weight causes the bridge to TWIST and the truck to completely FLIP OVER.

INSIDE THE TRUCK

everything goes flying -- including Phantom and Zak -- as it turns UPSIDE DOWN.

THE TRUCK

hangs upside down from the bridge, held there by a tangle of rope and vines.

INSIDE THE TRUCK

Phantom and Zak collect themselves. The truck's canvas roof is now their floor -- the only thing between them and the bottomless gorge. The truck momentarily settles.

PHANTOM

It's okay now ...

And then the canvas beneath them begins to TEAR. It happens fast, opening a GAPING HOLE under Zak, who FALLS THROUGH.

Phantom lunges for him and grabs his hand. But the hole RIPS WIDER and --

PHANTOM

falls through as well. But he hooks his arm over a VINE that stretches beneath the bridge. Then he manages to pull Zak up onto his back. And there they hang. The truck above them; the gorge below them. And now the truck begins to SHIFT. The bridge SQUEAKS and GROANS. Additional ropes begin to SNAP. Wood planks fall, just missing Phantom's head.

Phantom realizes that the entire bridge and truck entanglement is about to fall, taking him and Zak to a terrible death.

PHANTOM

Don't be afraid.

Zak indicates that he's not afraid; but Phantom looks worried. He needs to do something fast because the bridge and truck above him begin to dislodge from their moorings. He sees his one chance. He draws his gun and FIRES. The bullet SEVERES THE VINE that supports him allowing it to SWING FREE.

The truck and bridge give way and come CRASHING DOWN. Phantom and Zak swing out of its path just in time and land on an outcropping of rock. The disintegrating bridge and entangled truck plummet past them to the floor of the gorge.

ZAK

Ungabo!

Phantom catches his breath and clutches his knife wound.

PHANTOM

You can say that again.

EXT. JUNGLE PATROL HEADQUARTERS - DAY

The Jungle Patrol is like a small military outpost at the edge of the Bengalla Jungle. Right now, there is much activity and excitement due to the arrival of a Jungle Patrol Vehicle transporting Morgan and Breen into custody.

CAPTAIN PHILIP HORTON, 55 and very rugged, jumps from the vehicle. SEVERAL PATROLMEN remove the two prisoners. Morgan has his hands bound behind his back. Breen isn't fully conscious yet, so two Patrolmen must support him.

Horton is met by his aide-de-camp, CORPORAL WEEKS.

WEEKS

What do you have here,
Captain -- poachers?

HORTON

(lighting a cigarette)

Looters!

(to Patrolmen)

Put 'em in the guardhouse.

Morgan struggles as the Patrolmen attempt to lead him off.

MORGAN

You got a problem, Captain! You
got a "thing" out there --

(nods toward
jungle)

-- a big, strange looking
thing! On a horse ... with a
wolf!

HORTON

Get him out of here!

Horton turns and marches off toward his office. Weeks falls into step beside him.

HORTON

That man's been chewing on the
wrong kind of jungle growth.

WEEKS

You know what he's talking
about, Captain. We both do.

HORTON

Not now, Weeks. I'm not in the
mood.

WEEKS

The Ghost Who Walks.

(beat)

The Phantom.

HORTON

It's nonsense! According to
the legend, he's immortal.
Been around for four centuries.
Think, Weeks -- four hundred
years! That just isn't
possible.

WEEKS

When you're in the jungle long enough, anything seems possible.

They now reach the steps leading to the porch of Horton's office. Horton pauses on the first step.

HORTON

Look up the word "phantom" in the dictionary. It means something that isn't there. Just like this ghost of yours ... he isn't there!

Horton flicks his cigarette into the dirt and continues up the steps leaving Weeks behind.

INT. SKULL CAVE - CHRONICLE CHAMBER

The Chronicle Chamber is a library of sorts. It houses the huge leather bound books that chronicle the Phantom's adventures and is lit by several torches.

Phantom sits at a tall desk reading one of the journals while GURAN (a young native) attempts to apply a jungle remedy that he has mixed in a wooded bowl to Phantom's wound.

PHANTOM

Ow!

GURAN

Did that sting?

PHANTOM

Yes.

GURAN

Good. That means it's working.

PHANTOM

(turns the page)

Here it is. This is what I'm looking for. The Skulls of Touganda!

Guran takes a look.

INSERT: THE JOURNAL PAGE

Made of old yellowed parchment. The quill pen handwriting is florid and difficult to read. But more importantly, we see ink renderings of the Three Skulls.

PHANTOM

One made of gold, one made of silver and one made of jade ...

GURAM

Are they valuable?

PHANTOM

More than that, Guran ... they're dangerous. It's all right here in the chronicle. These skulls were known to harness a fierce and powerful Evil. A long time ago, the Touganda tribe possessed the Skulls and knew the secret of keeping the force contained. But their village was attacked by pirates of the Singh Brotherhood. The tribe was destroyed and the Skulls were separated and lost. For four centuries there's been no trace of them ...

(beat)

... until today.

Phantom closes the book. Guran shrugs and starts to apply the medicine again. Phantom backs away.

PHANTOM

I'm fine, really. Good as new.

GURAM

Okay, Ghost Who Walks. Maybe later.

Phantom picks up the journal and returns with it to the shelves. Guran exits with the bowl of medicine.

PHANTOM

puts the journal in its place then turns away to see the **FIGURE OF A MAN** standing in the shadows. The Man moves out into the light. He's older than Phantom and wears a long robe.

MAN

I used to come here all the time myself, Kit -- to consult the ancient texts for guidance and wisdom. Usually when I was troubled, or confused ... or had just screwed-up real bad.

PHANTOM

Guilty on all counts, Dad.

(beat)

I let that Skull slip right through my fingers.

DAD

Don't be so hard on yourself. We all make mistakes.

PHANTOM

This one gets worse.

DAD

How so?

PHANTOM

It was the Singh Brotherhood.

DAD

Are you sure?

PHANTOM

(angry at himself)

Yes, I'm sure. I saw the Spider Web tattoo -- the mark of the Singh Brotherhood -- right here on his arm.

Dad considers this new development with building anger.

DAD

You turned over one of the Skulls of Touganda to the Singh Brotherhood!? The worst evil bastards ever to draw breath!

(beat)

I can't believe it! They've tried and failed to get their hands on these skulls for the last four hundred years!

PHANTOM

The Skulls have no power unless all three are united, don't forget!

DAD

Oh, that should make us all sleep better at night.

(beat)

Do you know what it means if the Brotherhood gains control of the Skulls?

PHANTOM

Of course I do.

(beat)

The game would be over.
Nothing could stop them. They
would be undefeatable.

DAD

You certainly have your work
cut out for you.

PHANTOM

I won't let you down, Dad.

DAD

This isn't about me, Kit. My
day has come and gone. This is
about fulfilling your destiny.
Now go do what you have to do.
You must stop them. You're the
only one who can.

(beat)

You're the Phantom, for god's
sake!

Guran enters the chamber.

GURAN

Excuse me, Ghost Who Walks ...

PHANTOM

(turning quickly)

Uh ... yes, Guran ...

GURAN

I thought I heard ... were you
talking to somebody?

We now see that Phantom is very much alone.

PHANTOM

Only myself, Guran. I was
talking to myself.

DISSOLVE TO:

EXT. LONG ISLAND ESTATE - NIGHT

An English-style manor house with impressive grounds
and winding driveway. Brightly lit. People milling
about. The sounds of a twenty-piece dance band
drifting across the lawn. Long sedans coming and
going. A black-tie charity affair is in progress.

TITLE: LONG ISLAND, N.Y.

CLOSER ON THE DRIVEWAY

as a FORD WOODY attempts to maneuver around the gridlock of Packards and chauffeur-driven Lincolns.

DIANA PALMER

is the impatient driver at the wheel of the Ford Woody. Age 25, she is beautiful without trying. And right now, she isn't trying at all. She wears an old flannel shirt with a checkerboard pattern and khaki work pants. She hasn't done anything with her hair except run a brush through it. She sighs in exasperation at her inability to move forward. Finally, she swings

THE WOODY

out of line, drives across the lawn, and parks directly in front of the home's entrance. An agitated butler named FALKMOORE comes rushing over.

FALKMOORE

(angrily)

I beg your pardon! This is a private --

Diana emerges from the Woody.

FALKMOORE

Oh, Miss Palmer! I didn't realize. I'm very sorry. I, uh --

DIANA

Forget it, Falkmoore. I'd throw me out, too, if I didn't know better.

She opens the back of the Woody and starts to remove suitcases and travel trunks.

FALKMOORE

Welcome back, Miss Palmer. Here, let me help you with those things.

DIANA

(glancing toward the house)

Looks like I showed up on the wrong evening.

INT. MANSION - NIGHT

This is clearly High Society's big event of the year. A banner behind the bandstand reads: PALMER FOUNDATION ANNUAL CHARITY BALL. Diana enters followed by Falkmoore who carries her suitcases and trunks. Diana's mother, LILY, immediately comes up to her. She's an elegant woman wearing an expensive gown and jewelry.

LILY

Oh, Diana!...

DIANA

Mother, you look absolutely stunning!

Lily just studies her daughter's appearance and shakes her head in dismay.

LILY

Oh, Diana ... you're timing couldn't be worse. But how are you anyway, dear?

Before Diana can answer, Lily turns away to smile and wave at a passing guest.

DIANA

(deadpan)

I've contracted malaria, Mother.

LILY

(turning back)

That's nice.

They are now joined by UNCLE DAVE; 55 years old, vigorous and handsome.

UNCLE DAVE

(kissing her)

Diana!

DIANA

Sorry, Uncle Dave. I didn't know this was your big night.

UNCLE DAVE

Forget about these people. I'm much happier to see you! How was the Yukon?

LILY

Oh, Dave, it was cold. What more do you want to know?

(beat)

Diana, I'll just never understand what all this traveling and exploring is about. What are you looking for, anyway?

Diana smiles. She actually finds her mother endearing.

DIANA

I'm not sure. Mother.

LILY

Well, why don't you freshen up. Jimmy Wells is here and he'd love to see you.

Diana and Uncle Dave exchange a private look regarding "Jimmy", then Diana moves off.

UNCLE DAVE

You're too hard on her, Lily.

LILY

Oh, poo.

Then, a disturbance at the door attracts Uncle Dave's attention.

XANDER DRAX

has made his entrance and it causes quite a stir. Drax is tall and attractive. Heads turn in his direction and guests gravitate towards him.

UNCLE DAVE

observes this with a cold expression.

LILY

Something wrong?

UNCLE DAVE

We have an uninvited guest.

INT. KITCHEN - NIGHT

Diana is at the sink making a sandwich. JIMMY WELLS leans against the counter next to her in his tuxedo, watching her and sipping a martini. Jimmy's soft but attractive features define the expression "idle rich."

Behind them, the CATERERS work feverishly.

JIMMY

... I had the strangest urge a few weeks ago to charter a plane, track you down up there in the frozen North, charge into your hut, or tent, or log cabin, or whatever, sweep you off your feet and bring you back here to New York.

DIANA

(intrigued)

Really, Jimmy? Why didn't you?

JIMMY

I'm not sure exactly, but after a few sets of tennis and a cold gin fizz the urge just seemed to pass.

(beat)

Gosh, you're pretty in those woodsy flannels.

He approaches her. She's about to take a bite of her sandwich but he pushes her arm down and gives her a kiss on the lips. She doesn't resist, but she doesn't really participate either. When the kiss ends, she wears a completely impassive expression.

JIMMY

You have to admit, Diana, there's magic there.

She simply takes a big bite of sandwich in response.

JIMMY

What's in the sandwich?

DIANA

Baloney.

INT. MANSION LIVING ROOM - NIGHT

Uncle Dave approaches MAYOR KREBS and POLICE COMMISSIONER FARLEY.

UNCLE DAVE

Mayor. Commissioner. Enjoying yourselves?

FARLEY

As much as I can in this monkey suit.

KPEBS
Wonderful affair, Dave. You've
outdone yourself.

Drax suddenly shoulders his way between Krebs and
Farley.

DRAX
Excuse me, fellows.

He extends his hand toward Uncle Dave with a wide,
congenial smile.

DRAX
Here's the man I want to meet!
And it's about time, too.
(beat)
Mr. Palmer, my name is Xander
Drax.

UNCLE DAVE
I know who you are, Mr. Drax.
And you're not on the guest
list. But please, be sure to
sample the buffet on your way
out.

KREBS
For god's sake, Dave. That
isn't necessary.

DRAX
Thank you, Mayor, but I can
speak for myself.
(beat)
Dave, your reporters are poking
their noses into my personal
affairs and I don't understand
why.

UNCLE DAVE
You will. When we publish our
story.

DRAX
Why go after me? I'm just a
private citizen.

UNCLE DAVE
Private citizen?
(beat)
You own companies that regulate
public utilities. You control
the trade unions. You
influence interest rates and

stock prices. And you have personal and business involvements with the Zephro Crime Family. I'd say you were a very public figure, Mr. Drax.

Drax just looks bemused.

DRAX

In all my life I've never heard such tall tales ... have you been speaking to my ex-wives? You know what --

(turns to Mayor)

-- how much does this newspaper cost?

KREBS

Ten cents daily. Twenty cents on Sunday.

DRAX

(laughing)

No -- I mean all of it. The building, the presses, the typewriters. Maybe I'll just buy the damn thing.

UNCLE DAVE

Not everything in life is for sale, Mr. Drax.

DRAX

I usually get what I want.

(smiling)

You know, that buffet sounds good about now. Excuse me.

Drax moves off as Diana comes up next to her Uncle.

DIANA

Arrogant bas --

UNCLE DAVE

(cuts her off)

-- Diana.

KREBS

Dave, I think your newspaper should kill this investigation it's doing on Mr. Drax.

UNCLE DAVE

What happened, Mayor? Did somebody repeal the First Amendment without telling me?

KREBS

Damnit, Dave. You don't have to climb onto your high horse and wave the constitution in my face. Drax is a rich and powerful man and maybe he bends the rules once in awhile. But so what? There's no story there. It's a pure waste of time.

Diana and Uncle Dave exchange a meaningful look.

UNCLE DAVE

Mayor. Commissioner. I think we should talk in private.

INT. LIBRARY - NIGHT

Uncle Dave sits at his desk with a bulging file folder in front of him. Diana stands nearby. Mayor Krebs and Commissioner Farley are seated.

UNCLE DAVE

Drax is correct when he says he usually gets what he wants -- and he doesn't have to buy the newspaper to shut me down, either. He can cut off my paper supply, send my press operators out on strike, or have the teamsters dump every edition in the East River.

KREBS

You're getting a little carried away, Dave. Why would he want to do that?

UNCLE DAVE

(slaps his hand down
on file folder)

To stop me from running this story.

FARLEY

What is this damn story, anyway?

UNCLE DAVE

Xander Drax is obsessed with the occult. Witchcraft, demonology, the black arts -- you name it, he's in to it.

FARLEY

You have a very vivid imagination, Dave.

UNCLE DAVE

I'm not imagining this, Commissioner.

(opens the file folder)

I have a highly placed source at the City Library. Drax has been extensively researching esoteric volumes that are normally kept under constant lock and key ...

He take an ENVELOPE from the file folder and hands it to Mayor Krebs.

UNCLE DAVE

He's interested in something connected to that symbol.

Krebs opens the envelope and looks impassively at the paper inside which contains the SYMBOL OF THE SINGH BROTHERHOOD, then hands it to Farley.

KREBS

What exactly are you talking about?

UNCLE DAVE

Drax is tampering with the darkest forces of evil.

(beat)

He's on a quest for a supernatural power.

Even Diana looks startled to hear this.

KREBS

Supernatural power?!

FARLEY

Ghosts and goblins? Hellfire and brimstone? I can't believe what I'm hearing!

UNCLE DAVE

I don't blame you. I wouldn't believe it either. But Drax does -- and this man must be taken seriously.

(glances at Diana)

Or heaven help us all.

Krebs and Farley are speechless. Diana notices an AIRLINE TICKET among the papers inside the file folder.

DIANA

What's this?

UNCLE DAVE

A ticket for the Clipper. I leave tomorrow.

(beat)

I've been able to trace the origin of that spider web symbol to a place called the Bengalla jungle. And somewhere in that jungle is the source of Drax's "supernatural power."

DIANA

You're going into the Bengalla jungle?

UNCLE DAVE

Yes. I'm meeting a man named Captain Philip Horton. I've got to get to the bottom of this.

DIANA

I don't think you should go. You can't turn your back on Drax that long. You need to stay here and take care of things.

KREBS

Listen to your niece, Dave. She's right. The jungle is no place for a man your age.

FARLEY

Probably just a wild goose chase, anyway.

DIANA

I'll go for you.

Krebs and Farley exchange a look.

UNCLE DAVE

You, Diana? ...

DIANA

Jungles are right up my alley.

UNCLE DAVE
You just got home.

DIANA
And I'm getting restless
already. I want to go.

UNCLE DAVE
Your mother will have a fit.

DIANA
We never let that bother us
before.

EXT. A DESOLATE COUNTRY ROAD - NIGHT

A CAR is parked with its headlights on. A second pair of headlights cuts through the ground fog as a BLACK SEDAN pulls up and parks nose-to-nose with the first car. Mayor Krebs and Commissioner Farley emerge from the first car and climb into the sedan's back seat.

INT. BLACK SEDAN - NIGHT

Krebs and Farley join Drax in the back seat.

KREBS
You were right. They know far
too much.

Drax doesn't reply. He looks straight ahead with piercing eyes.

EXT. NEW YORK HARBOR - DAY

Diana boards a Seaplane (the PAN AM CLIPPER) docked in the harbor. CAMERA PULLS BACK to reveal the gangsters RAYMOND and CHARLIE ZEPHRO watching her from the dock. Now Raymond, the older brother, moves toward a telephone booth, but there is already a MAN using the phone. Raymond pushes open the door, grabs the man by the coat and throws him out.

ZEPHRO
Call 'em back!

Zephro dials a number and speaks into the phone.

ZEPHRO
It's Ray Zephro. Our little
tootsie is boarding the plane
right now. Just say the word
and I'll have her dragged off
by her hair.

INT. DRAX'S OFFICE - DAY

Drax's office looks like a museum of primitive African and Polynesian antiquities. As he talks on the telephone he plays absent-mindedly with a BINOCULAR MICROSCOPE. When Drax turns the focus knob a PAIR OF SHARP SPIKES pop out from the dual eyepieces.

DRAX

Thanks just the same, Ray, but I have another way of dealing with this. After all, I do have friends in that part of the world.

(then:)

I've got to go. Dr. Fleming is here.

ZEPHRO

(FROM PHONE)

Who?

DRAX

The librarian.

Drax hangs up the phone and turns toward DR. FLEMING who is seated across the room. No milquetoast, Fleming is aristocratic, smug and unintimidated by Drax's power and reputation.

DRAX

Thank you for coming, Dr. Fleming.

FLEMING

I don't mind. It's a nice day for a walk. How can I help you?

DRAX

You can assure me that the research I've been doing at the City Library is strictly confidential.

FLEMING

Of course it is.

DRAX

Are you sure? Because Dave Palmer has been poking his nose into my business of late.

FLEMING

You have nothing to worry about, Mr. Drax. Your privacy is protected. All requests for access to the Special Collections come directly to me. I'm the only one who sees them.

DRAX

Thanks. I feel a lot better now.

FLEMING

Not at all.

DRAX

One more thing, if you don't mind. I'd like your professional opinion of something under this microscope.

(beat)

Here. Let me hold your glasses.

Fleming looks mildly surprised by the request, but obliges Drax just the same. He presses his eyes to the microscope.

FLEMING

I don't see a thing.

DRAX

Turn the focus knob.

POV THRU MICROSCOPE

as the word "LIAR" comes into sharp focus. Then we hear the CLICK of the spikes being activated.

CLOSE ON DRAX

as Fleming SCREAMS.

DRAX

(tossing Fleming's glasses away)

You won't be needing these anymore.

DISSOLVE TO:

EXT. THE PAN AM CLIPPER - NIGHT

The plane speeds through the darkness over a vast expanse of water. Suddenly, THREE FIGHTER PLANES with pontoons appear in the sky, racing toward the Clipper.

CUT TO:

INT. SKULL CAVE - RADIO ROOM - NIGHT

Wearing a headset, Guran sits before a vast array of radio equipment that is notched into the cave's rock walls. There is much BUZZING and CRACKLING of tubes and transistors as Guran adjusts the dials and CRANKS the handle on the generator. We can hear the faint SQUAWKING OF VOICES coming from the headset.

Phantom enters the radio room with Zak, the young native boy.

PHANTOM

Guran -- I'm leaving with Zak.

No response from Guran.

PHANTOM

Guran!

(removes the headset;
Guran looks up)

I'm going now. Zak says the men who stole the Skull came from a ship docked in a hidden cove on the other side of the jungle. He thinks he can find it. It's worth a shot.

(smiling)

What're you listening to --
"Junior G-Men?"

GURAN

I wish it was. This is real!

Phantom puts the headset to his ear and HEARS URGENT SOUNDING VOICES. Phantom lowers the headset and registers a look of grave concern.

PHANTOM

The Pan Am Clipper has been forced down over the ocean.

INT. CABIN OF CLIPPER - NIGHT

The plane is rocking violently in the water. MACHINE GUN FIRE erupts and the cabin door is BLOWN open. Passengers SCREAM and duck for cover. Diana wisely

removes the ENVELOPE containing the Singh Brotherhood Symbol from her pocket and slips it inside her boot.

THREE FLYERS now board the Clipper. They are dressed in coverall flight suits with parachutes strapped to their backs, and their features are hidden behind caps and goggles. One carries a machine gun; the other two brandish sidearms. The passengers cower.

FLYER ONE (the obvious leader) picks out a passenger at random, an ELDERLY MAN.

FLYER ONE

He'll do.

Flyer Two levels the machine gun at the Man's chest. Everyone on board GASPS in horror.

FLYER ONE

We want Diana Palmer. And we're prepared to kill all of you, one by one, until she steps forward.

Another GASP of horror sweeps across the cabin and Diana immediately steps forward.

DIANA

I'm Diana Palmer.

FLYER ONE

So quickly? How disappointing.

DIANA

What do you want?

FLYER ONE

The pleasure of your company.

There's something strange here. Diana reaches out and yanks off the Flyer's cap and goggles revealing a woman underneath: SALA, a beautiful young aviatrix.

SALA

Happy now? Get a good look?

And then Sala KNOCKS Diana across the head with the barrel of her pistol and Diana drops unconscious to the floor.

EXT. JUNGLE PATROL OUTPOST - NIGHT

Horton and Weeks approach Horton's office.

WEEKS

It's been a long night,
Captain. Get some sleep.

HORTON

Wake me if there's any news.

Horton goes up the porch steps.

INT. HORTON'S OFFICE - NIGHT

This is also Horton's sleeping quarters. Horton removes his gun belt and unbuttons his shirt. Then he splashes water on his face from a wash bowl.

He looks up into the mirror and sees the REFLECTION OF PHANTOM coming up behind him. Horton whirls around. For a moment, the two men lock eyes. Then ...

HORTON

Can't you ever come in through the front door?

PHANTOM

Too obvious. I prefer the window.

Horton smiles and gives Phantom a firm handshake.

HORTON

It's good to see you, Phantom. We've had some trouble tonight.

PHANTOM

I know. I picked up the distress call on the radio. Any word?

HORTON

The passengers were picked up by a Portuguese freighter. Everyone's safe ... except a young woman was hijacked off the Clipper.

PHANTOM

Who?

HORTON

She was on her way to meet me, oddly enough. Her name is Diana Palmer.

Phantom reacts to the name.

PHANTOM

Diana Palmer from New York?
Uncle owns the Tribune ...

HORTON

That's right. How did you know?

Phantom dismisses it.

PHANTOM

Heard the name somewhere ...

HORTON

It's happening again, isn't it, Phantom? First those grave robbers, and now this. The Singh Brotherhood is up to something.

PHANTOM

But why kidnap a young woman from New York?

HORTON

I haven't a clue. I just hope we can get her back.

PHANTOM

I'll see what I can do.

Phantom starts to go.

HORTON

Your father had a theory about all this, you know.

PHANTOM

What do you mean?

HORTON

He was certain the Singh Brotherhood had a secret stronghold somewhere that has protected them for centuries.

PHANTOM

I know.

HORTON

"Destroy 'em in their nest and be rid of them forever," he used to say.

(beat)

He never did find it, however.

PHANTOM
No. But he died trying.
(beat)
I better get going.

He heads for the door. Horton stops him.

HORTON
Wait. Don't use the door. Go
out the way you came in. I
have enough trouble pretending
you're not real as it is.

Phantom gives Horton a look, then exits through the window.

EXT. THE JUNGLE - NIGHT

Zak holds Hero's reins. Devil paces anxiously.
Phantom arrives. He swings into the saddle, then
pulls Zak up behind him.

ZAK
Ghost Who Walks -- they had
airplanes.

PHANTOM
Who did?

ZAK
The bad men.
(beat)
Planes with boats for feet.

It takes Phantom a second to understand. Then:

PHANTOM
Seaplanes!

He reins Hero around and gallops off into the jungle
with Devil running at his side.

INT. A FREIGHTER - NIGHT

Sala enters the belly of the ship from a narrow
gangway. Diana -- gagged, with feet and hands bound
-- is SLUNG OVER her shoulder. Sala almost collapses
from the effort. Quill casually strolls in behind
Sala who finally deposits Diana into a wooden chair.
(We notice that Quill now has two Skull Head marks on
his face.)

SALA
(to Quill; catching
her breath)
Thanks for all your help.

QUILL

Let's see her face.

Sala unties the dirty rag used for a gag. Diana spits stuff out of her mouth.

SALA

Sort of pretty ... in a spoiled rich girl kind of way.

Diana clears her mouth and finds her tongue:

DIANA

Who are you people!? Are you crazy!? Do you have any idea how many laws you've just broken?! Disruption of international air transportation! Hijacking! Piracy! Kidnapping!

SALA

Ooooh. Feisty, too.

Quill takes a threatening step closer to Diana.

QUILL

(to Diana)

Shut up.

DIANA

If this is a kidnapping for money you're not going to get a cent! Not one red cent!

QUILL

(to Sala)

Shut her up.

Sala tries to replace the gag, but Diana shakes her head away.

DIANA

Get that away from me! That rag is filthy! You wanna gag me -- get a clean rag! Is that too much to ask!?

Finally, Sala STUFFS the rag into her mouth.

QUILL

Thank you.

SALA

What do we do with her now?

QUILL

I need to find out everything
... knows.

(beat)

So I'm gonna get some sleep.
And when I wake up, I'm havin'
her for breakfast.

EXT. EDGE OF JUNGLE - DAY

Phantom and Zak ride to the edge of the jungle and
dismount. They travel a short distance on foot
followed by Devil. They crouch down behind a large
rock to scope out the scene. This is what they see:

A SHIP DOCKED IN A SMALL HARBOR

The ship is a rusted freighter. The harbor is little
more than a long wood dock extending out from a
cluster of shacks and small buildings. A truck is
parked nearby, and a pair of saddled horses are
hitched up. More significantly, three SEAPLANES bob in
the water next to the dock.

PHANTOM

puts his hand on Zak's shoulder.

PHANTOM

You did good, Zak. Now go back
to the Rope People, and stay
away from bad guys.

EXT. DOCK - DAY

Devil sneaks down the dock, weaving between barrels
and cargo boxes to avoid being seen. Then -- at just
the right moment -- he runs up the gangplank and
boards the ship.

EXT. SHIP'S DECK - DAY

CREW MEMBERS loiter on the deck, leaning against the
railing. CAMERA PANS DOWN to discover

PHANTOM

climbing up the anchor chain. He ENTERS THE SHIP
through an open porthole.

INT. SHIP - DAY

Phantom comes through the porthole into what is
obviously a CREW QUARTERS. No one is here. Phantom
looks around, notices a pair of FLYER'S GOGGLES and a

LEATHER CAP hanging from the post of a bunk bed.

Then he HEARS the SLAMMING OF LOCKER DOORS and SHOWER WATER coming from the next room. He moves cautiously in that direction.

INT. SHIP'S BELLY

Sala keeps watch over Diana who is un-gagged.

SALA

So what's it like, being so rich all the time?

DIANA

Oh, it's just fabulous. Look how much fun I'm having now.

SALA

(glances down)

Nice boots. Expensive, huh?

DIANA

Not really.

SALA

C'mon. We can talk. It's just us girls.

(beat)

Mind if I take a look?

Sala reaches down to take off one of Diana's boots. She tries to move her feet away.

SALA

Quit that!

Sala removes a boot and the envelope falls to the floor. But Sala doesn't notice.

SALA

(looking inside the boot)

I was right. Fifth Avenue, New York City. My size, too.

INT. SHIP'S GANGWAY - DAY

Quill strides down the gangway rubbing the sleep from his eyes.

INT. CREW LOCKER ROOM - DAY

Phantom steps into the locker room with his gun drawn.

PHANTOM
Nobody move, gentle-mahn ...

Phantom doesn't finish the word because he's confronted with

FIVE WOMEN

in various stages of undress. Mostly, they just have on underwear or towels. They stare at Phantom in stunned silence.

PHANTOM
Uh ... sorry, ladies.
(holsters his gun)
Can you pardon my error?

One of the women pulls a REVOLVER from her locker and takes a SHOT at Phantom. The bullet PINGS off a water pipe next to his head.

PHANTOM
I guess not.

Before she can get off another shot, Phantom DIVES feet first down the LAUNDRY CHUTE.

INT. BELLY OF SHIP - DAY

Sala spots the envelope on the floor. She puts the boot aside and picks it up. Diana looks sick.

SALA
What have we here? A love letter?

Sala is about to open the envelope when the LAUNDRY CHUTE DOOR in the ceiling FLIES OPEN and --

PHANTOM
DROPS down, landing hard on both feet, directly in front of Sala.

PHANTOM
What is this -- a ship full of women?

Sala can't believe her eyes -- she is immediately intoxicated by Phantom's presence.

SALA
All my pilots are women.

PHANTOM

Interesting.

Phantom draws his knife and casually pushes Sala aside.

PHANTOM

Excuse me.

He goes to Diana and cuts her ropes.

DIANA

Who are you?

PHANTOM

A good samaritan.

SALA

I'll bet you're better than good ...

Phantom turns toward Sala to discover she's aiming her pistol at him. At the same moment, a GENERAL ALARM sounds throughout the ship.

SALA

Looks like I'll get a chance to find out.

PHANTOM

Never point a gun at somebody, it might go off.

With lightning speed, Phantom takes the gun away from Sala.

SALA

You have fast hands. I like that in a man.

Sala wraps her arms around Phantom's neck and gives him a LONG KISS on the lips. When it's over, Phantom shows no reaction. He points the gun at Sala and hands Diana a length of rope.

PHANTOM

Tie her up.

Instead, Diana KNOCKS SALA COLD with one punch.

PHANTOM

... or don't.

DIANA

It's personal.

PHANTOM

Let's go.

Diana retrieves her envelope and puts on her boot.

DIANA

Not so fast. Why should I go with you?

PHANTOM

Trust me, Diana.

DIANA

You know my name?

PHANTOM

Uh ... yeah. Sure. You're Diana Palmer. Your kidnapping's been reported to the authorities.

(beat)

This is a rescue.

DIANA

Thanks. You've done a good job. I can take it from here.

She goes out the door.

PHANTOM

God, she hasn't changed a bit.

Phantom goes out after her.

INT. SHIP'S GANGWAY

The ALARM SOUNDS. CREW MEMBERS run down the narrow corridor toward Quill.

QUILL

What is it! What's wrong!?

One of the GIRL PILOTS from the locker room rushes up to them.

GIRL PILOT

There's a man on board ... in a mask!

QUILL

NO! It can't be! Find him!
Stop him! Scramble the pilots!
Don't let him off this ship!

Quill takes a hit off his whiskey bottle.

INT. SHIP'S CORRIDOR - DAY

Diana hurries down the corridor when suddenly a HAND REACHES OUT and pulls her into the shadows of a shallow alcove. It's Phantom.

DIANA

Hey!

PHANTOM

Shhhh.

He slaps his hand over her mouth as THREE CREW MEMBERS turn a corridor and run directly past them.

PHANTOM

I think we should stick together.

DIANA

Okay.

She starts off and Phantom pulls her back again.

PHANTOM

I guess what I really meant was, we should stick together but I should go first.

DIANA

Fine. After you. It's your rescue.

They go off in the opposite direction of the Crew Members.

INT. LOCKER ROOM

The Girl Pilots come running from the showers dressed in their underwear. They stop in their tracks upon seeing Phantom and Diana. Phantom has his gun drawn and he's gathering up their goggles and flight suits.

PHANTOM

Ladies, where is your fashion sense? Flight suits are so declasse.

So saying, Phantom pitches the clothes out an open porthole. Diana sees a stray flyer's cap and flings it out as well.

PHANTOM AND DIANA

exit the locker room, closing the big BULKHEAD DOOR

behind them and turning the locking wheel. But as they

ROUND THE NEXT CORNER

an iron bar is swung forcefully through the air, SLAMMING across Phantom's chest.

PHANTOM

Oomph!

He staggers backwards as Quill and FIVE CREW MEMBERS overpower him and Diana.

QUILL

Hold him!

It takes three men to do the job.

QUILL

Small world, huh? How's that knife wound healing? Where was it, again ... right about here?!

WHAM! Quill hits Phantom in the side with the iron bar. WHAM! WHAM! Two more savage blows where the knife entered. Diana looks away. Phantom grimaces. Quill is about to swing the bar again, when --

DEVIL

comes out of nowhere, SNARLING like the wild animal he is, and LEAPS onto Quill. Quill goes down, SCREAMING.

PHANTOM

Good boy, Devil!

Phantom throws off his attackers -- lands a few powerful punches -- and grabs Diana.

DIANA

(a bit stunned)

Your dog is a wolf.

PHANTOM

I know. Come on.

Diana regards Phantom with a look of amazement and wonder before dashing off with him down the corridor.

Devil keeps the four Crew Members occupied, but Quill is able to slip away and continue his pursuit of Phantom.

EXT. DOCK - DAY

Phantom and Diana rush down the gangplank onto the dock where the SEAPLANE is moored. They run to the plane.

PHANTOM

Get in.

DIANA

You can fly a plane?

(then; to herself)

Of course you can. Why ask.

They climb onto the wing and into the plane. Phantom takes the front cockpit and Diana takes the rear cockpit.

QUILL AND SEVERAL CREW MEMBERS

appear on the gangplank as the plane's engine ROARS to life and the plane begins to taxi away.

QUILL

Stop them! They're getting away!

Several Crew Members FIRE PISTOLS at the departing seaplane.

BULLET HOLES

appear in the plane's fuselage as the plane lifts off. FUEL begins to POUR from one of the holes.

EXT. THE DOCK - DAY

Quill and his men arrive at the end of the dock where a TRUCK is parked and several saddled HORSES are hitched. In a matter of moments, the truck is ROARING OFF in a cloud of dust with men clinging to the running boards -- followed very closely by two men on horseback.

DEVIL

comes down the gangplank next. He hits the dock and keeps running, away from the ship, with great purpose.

EXT. EDGE OF JUNGLE - DAY

Devil races up to Hero who waits patiently where Phantom has left him. Devil spins, and jumps, and pivots and HOWLS -- doing his best to communicate with Hero, who rears up on his hind legs.

Then, Devil runs off and Hero follows.

EXT. PHANTOM'S PLANE - DAY

Speeding over the surf at a low altitude. It turns and heads toward the jungle.

DEVIL AND HERO

racing through the jungle -- keeping pace with Phantom's plane which can be glimpsed through the tree branches overhead.

EXT. PHANTOM'S PLANE

Phantom looks down to see the two loyal animals running across the jungle floor, trying to keep up with him. Then his glance travels to the FUEL GAUGE which is nearing empty. He cranes his neck to see fuel spilling out from the bullet hole.

PHANTOM

We're losing fuel. We've got to go down.

Phantom feathers the engine. The plane slows and starts to sink -- it even CLIPS the top of several tall trees.

DIANA

What are you doing? There's no place to land down there! This is a seaplane!

PHANTOM

Climb down onto the pontoons.

DIANA

What??

PHANTOM

Climb onto the pontoon!

DIANA

Why?!

PHANTOM

Like you said ... there's no place to land down there.

(beat)

Trust me.

DIANA

(to herself)

I must be crazy.

She climbs from the cockpit onto the wing, then -- using the struts and support wires to keep her balance -- slides down onto the pontoon. Somebody less nimble and daring than Diana never would have made it. She holds onto the pontoon, not knowing what to expect next when a --

CLEARING IN THE JUNGLE

suddenly opens up in front of her. Phantom lowers the plane even more. They're only about ten feet off the ground now.

PHANTOM

swings down from the wing and joins Diana on the pontoon.

DIANA

Who's flying the plane?!

PHANTOM

I jammed the stick. We don't have much time. This clearing isn't very long --

DIANA

-- but --

PHANTOM

-- get ready!

DIANA

Get ready?? ...

Get ready for what? The question is answered in the form of --

HERO

who appears beneath the plane at FULL GALLOP. Diana realizes that Phantom intends to jump from the plane's pontoon onto Hero.

DIANA

Y-you can't ...

PHANTOM

We have to.

Phantom goes first. He hangs from the pontoon until Hero is directly below him -- he releases his grip and lands SMACK in the saddle, with a slightly pained expression.

PHANTOM

(looking up; extending
his arms)

Okay ... Jump!

Diana trusts her fate to Phantom -- she closes her eyes, drops from the pontoon ... and lands right in Phantom's arms. Hero doesn't even break stride. That's when they run out of open space. Phantom veers off as --

THE PLANE

continues straight ahead on a collision course with a stand of huge trees. KABOOM! The plane explodes in a giant orange fireball.

PHANTOM AND DIANA

thunder across the clearing on Hero. Diana is seated in the saddle in front of Phantom. Phantom has one arm around her waist, the other hand grips the reins. Devil runs along beside them.

DIANA

I can't believe we just did
that!

PHANTOM

(to himself)

Neither can I.

But they are not out of trouble yet ...

QUILL'S TRUCK

comes bouncing over the hill at top speed -- trailing a swirling plume of dust -- Quill's Men clinging to the running board.

PHANTOM

quickly turns Hero around -- gallops off in a new direction ... and the chase is on! Quill's Men FIRE their guns. Bullets WHIZ past Phantom's and Diana's ears.

INSIDE THE TRUCK

Quill rides in the passenger seat, but he's going ballistic because his men can't seem to stop Phantom.

QUILL

Can't you hit anything!?
Get out of my way!

In anger and frustration, he swings open the door -- KNOCKING his own man off the running board -- and then takes the man's place.

PHANTOM

charges into the woods. He expertly weaves Hero through the thick grove of trees. Diana winces at the many near misses.

THE TRUCK

tries to go between two trees, but there obviously isn't enough room. Quill's Men leap off the running board. Quill dives back into the truck's cab. CRASH! The truck slams into the trees -- WEDGED in for good.

PHANTOM AND DIANA

looks behind them:

DIANA
(relieved)
We lost them.

PHANTOM
Not yet.

Phantom refers to --

TWO OF QUILL'S MEN ON HORSEBACK

who thunder past the disabled truck to continue the pursuit. Quill sticks his head out of the wreckage to urge the riders on.

QUILL
Catch them! Don't let them escape!

PHANTOM AND DIANA

realize the Riders are gaining on them.

DIANA
We can't out run them doubled up like this!

PHANTOM
Don't worry. I have friends in these woods.

DIANA
Who?

PHANTOM
The Rope People.

Diana just looks baffled. CAMERA PANS UP to see a VAST NETWORK OF ROPES AND NETS stretched between the tops of the trees. This is the home of the ROPE PEOPLE. We see them looking down by the dozens.

QUILL'S RIDERS

are closing the gap between them and Phantom. They draw their pistols and take aim. That's when they are abruptly YANKED OUT OF THEIR SADDLES by ropes dropped from above.

Both men are pulled straight up, CRASHING through the limbs and branches of the trees -- YELLING and CURSING all the way, until they are lost in the thick foliage at the top.

ZAK

looks down from the branches and gives Phantom the "thumbs up."

DIANA

has witnessed it all, but doesn't understand it. She turns around in the saddle with a mesmerized expression.

DIANA

How did you do that? ...

Phantom doesn't reply. Diana's mind reels. Is this all a dream? Things are happening so fast. And now she's riding deep into the jungle with a masked man on a white stallion. She feels dizzy, light-headed, intoxicated.

PHANTOM

Are you okay?

DIANA

I feel a little dizzy ...

PHANTOM

Probably just the humidity.

DISSOLVE TO:

EXT. THE DEEP WOODS - DUSK

As night begins to fall, every sound and shadow takes on an exotic and mysterious quality. Phantom says

nothing. He just holds Diana tightly around the waist and spurs Hero ever faster toward ...

THE SKULL CAVE

which looms up from the jungle floor like a human skull, carved by nature into the side of the cliff.

The skull's "mouth" serves as the cave's entrance. And as they gallop towards it, Diana's eyes widen -- and then flutter closed as she finally succumbs to the day's overwhelming events. Phantom, Diana, Hero and Devil vanish into the darkness of the cave.

INT. SKULL CAVE - NIGHT

Phantom carries Diana in his arms to some woven mats. As he places her down, Guran appears with blankets. Phantom makes the sleeping Diana comfortable, then gently brushes the hair from her face.

GURAN

Who is she, Ghost Who Walks?

PHANTOM

Her name is Diana Palmer ...

(pause)

I know her, Guran. From America. From before ...

Guran watches in silence as Phantom gets to his feet and exits the cave.

EXT. THE JUNGLE - NIGHT

Phantom sits on a rock. Pensive and alone. Silhouetted against a field of stars.

DISSOLVE TO:

INT. SKULL CAVE - DAY

Diana awakens. It takes her a moment to realize where she is.

DIANA

That was no dream ...

(standing)

Hello? Anybody here? Hello?

There is nobody around. Except Devil, that is, who watches her intently.

DIANA

Devil, are we the only ones here? Where's your master?

She begins to look around.

DIANA
What kind of a man lives in a
cave? ...

The first thing she spots is the Skull Throne.

DIANA
This is definitely Papa Bear's
chair. Is this where your
master sits, Devil?

After a quick inspection, she decides to try it out.
Once she has settled into the big throne, Devil begins
to GROWL ominously.

DIANA
What's the matter, Devil?
Can't I try it out?

Devil answers with another low, rumbling GROWL.

DIANA
I'm not hurting anything.
(more GROWLING)
Okay, okay. I'm getting off!

She vacates the chair. Devil seems happier now, but
not much.

DIANA
Where is he, anyway?

Devil stares at her. Wary. Suspicious.

DIANA
Fine. I'll find him myself.

EXT. JUNGLE - DAY

Diana takes a well-traveled path that leads her to a
picturesque jungle LAGOON. She notices PHANTOM'S
CLOTHES draped across a rock. Then she sees

PHANTOM

bathing in the river. His back is to her, so she
cannot see his face. But what she does see, causes
her to stop and look.

In less than a moment, Devil appears ... and he isn't
pleased. This time his GROWL is downright
threatening.

DIANA

Not again. Who are you -- his mother? He brought me here, you know. That makes me a guest. You should probably be a little nicer.

Devil responds by grabbing Diana's sleeve with his teeth and pulling her away.

DIANA

Hey!

PHANTOM

hears her cry and TURNS TOWARD CAMERA. For the first time we see Phantom unmasked. He quickly grabs his clothes and disappears.

DIANA

continues to struggle with Devil, who has a pit-bull grip on her sleeve, but has no intention of harming her.

PHANTOM

Devil! Release!

Devil lets go. Diana looks up to see Phantom on Hero towering over her. (He is back in costume)

PHANTOM

Sorry. Wolves are a bit territorial.

Phantom dismounts.

DIANA

Who are you?

PHANTOM

They call me Phantom. This is Hero. You've already met Devil. Any more questions?

DIANA

Just a hundred or so.

PHANTOM

They'll have to wait. Captain Horton is on his way to meet you.

Phantom mounts Hero then extends his hand down to Diana.

DIANA

I can walk.

PHANTOM

(smiling)

Come on. We'll take the scenic route.

EXT. THE JUNGLE - DAY

Phantom and Diana ride through the dappled shadows of a lush jungle path.

EXT. HILLTOP - DAY

They ride up to the hilltop which offers a commanding view of the Deep Woods. Here they pause, but remain seated on Hero.

PHANTOM

That's the Deep Woods you're looking at.

DIANA

Your "domain?"

PHANTOM

It's where I live.

DIANA

I'm getting the picture now. You're some kind of Jungle Lord and this is your kingdom.

PHANTOM

Beats punching a time clock.

Phantom reins Hero around and gallops off.

EXT. KEELA WEE BEACH - DAY

A beautiful pristine beach. Phantom and Diana gallop through the surf. They come to a halt.

PHANTOM

Keela Wee Beach.

DIANA

It's like Paradise.

PHANTOM

It is Paradise.

Phantom dismounts, then helps Diana down.

PHANTOM
Look carefully at the sand.

Diana scoops up a handful of sand. It sparkles in the sunlight.

DIANA
What makes it sparkle like that?

PHANTOM
Gold.

DIANA
You're kidding.

PHANTOM
I never kid.

DIANA
This is amazing. Don't people try to come here and steal the gold?

PHANTOM
People don't come here at all without my permission.

They walk up the beach toward the jungle.

DIANA
I can see why you love it here.

PHANTOM
Did I say that?

DIANA
You don't have to.

PHANTOM
I guess I'm just an open book.

DIANA
Not as long as you're hiding behind that mask.

PHANTOM
You can't hide looking like this.

DIANA
I have a feeling, no matter how hard I try, I'm not going to get anywhere with you.

PHANTOM
(smiling)
You'd be surprised.

DIANA
I'm talking about straight
answers.

PHANTOM
In that case, I'd have to know
you a little longer.

Phantom expects a little smile out of Diana, but
instead she's wearing an expression of alarm.

PHANTOM
What? ...

DIANA
Behind you.

Phantom turns to see

A LION

lurking in the underbrush. Without warning, it
POUNCES on him. Diana SCREAMS and jumps back. This
is a big male lion; as big as they come.

A ferocious battle ensues between man and beast. The
lion GROWLS and ROARS. Phantom GRUNTS and GROANS.
They roll on the beach, kicking up an enormous cloud
of sand. Diana watches -- helpless and in horror.

Then, a strange thing happens. Phantom begins to
LAUGH. Kind of a squealing laugh, too. Then Diana
realizes that the lion is LICKING Phantom's ear. And
now Phantom is SCRATCHING THE LION'S BELLY!

DIANA
(angrily)
You're playing!
(then; amazed)
You're playing with a lion??

PHANTOM
Sure. This guy's an old
friend.
(gets to his feet)
Here. Scratch him. It's good
for the soul.

Diana kneels down tentatively next to the Lion and
begins to scratch.

PHANTOM
Go on. Don't be afraid. Did
your fingers in deep. He likes
it.

He sure does.

PHANTOM
That's better.

Phantom steps back, watching Diana with a pleased
expression. And Diana is too busy to notice

A HUGE PYTHON

slither down from a branch and WRAP ITSELF AROUND
PHANTOM'S NECK. When Diana looks up, Phantom is
struggling with the python and turning blue.

DIANA
Another old friend, huh?

Phantom PRIES the python off his neck and THROWS it
into the bushes. He's GASPING for air and holding his
throat.

PHANTOM
I never met that snake before
in my life.

Diana looks horror stricken ... then she begins to
laugh. Phantom glares at her, but eventually breaks
into a smile despite himself.

INT. SKULL CAVE

Phantom and Diana return.

PHANTOM
Wait here a moment.

Phantom leaves Diana behind and goes into the

SKULL CAVE TREASURE ROOM

Which is where the Phantoms keep the rewards given to
them over the years for services rendered. There is
so much valuable stuff in here the mind reels. We
only see the room long enough for Phantom to rush in,
grab something and rush out again.

SKULL CAVE

Phantom returns to Diana.

PHANTOM

I want to give you something to remember me by ...

DIANA

Somehow I don't think that's going to be a problem.

He presents her with a necklace.

PHANTOM

Black pearls. You won't find those in New York.

DIANA

They're beautiful.

PHANTOM

They were given to one of my ancestors by a grateful Arabian prince. I want you to have them.

DIANA

Thank you ...

Then, from behind her, the voice of Captain Horton:

HORTON

Oh, no -- not the old pearl ploy again!

Phantom and Diana turn to see that Horton and Guran have entered the cave.

PHANTOM

That's what passes for humor in the jungle, Diana.

(beat)

Say hello to Captain Horton.

HORTON

Thank god you're all right, Diana.

(to Phantom)

How did you manage to get her away?

PHANTOM

Diana did most of the work.

DIANA

He's not just mysterious, he's modest, too.

Horton is about to light his pipe. Phantom notices and gives Guran a nudge.

GURAN

No smoking in the skull cave.

HORTON

Oh. Sorry. I forgot.

(shakes out match)

I received your Uncle's wire, Diana. What could be so important to bring you this far?

She removes the envelope from her boot and presents the slip of paper to Horton.

DIANA

Can you identify this symbol?

Horton looks at the symbol and his blood runs cold.

HORTON

(to Phantom)

You better have a look at this.

He hands the slip of paper to Phantom who views the symbol then trades an ominous look with Horton.

DIANA

Well? Somebody say something.

PHANTOM

You're mixed up with the Singh Brotherhood.

DIANA

The what?

HORTON

Singh Brotherhood. An ancient order of evil. They started out as pirates. Nowadays, there's no telling what they've become.

PHANTOM

Where did you get this, Diana?

DIANA

New York. My uncle's newspaper is investigating a man named Xander Drax. He's crazy. He's powermad. He wants to possess a supernatural force that originated in this jungle!

PHANTOM

(after a pause)

The jungle is full of strange
and dangerous things, Diana

(beat)

Captain, I want you to take
Diana back. Use every man at
your disposal. Give her all
the protection she needs.

HORTON

Certainly.

DIANA

What? ... that's it?! You're
sending me away? I'm not done
here yet! I need to know more.
Much more!

PHANTOM

All you need to know is that
you have helped me in more ways
than I can explain. Good bye,
Diana.

Phantom turns on his heels and heads off toward the
Chronicle Chamber.

EXT. THE SKULL CAVE - DAY

Diana and Horton leave the location of the Skull Cave
on slow moving horses. Diana looks back over her
shoulder, she can't take her eyes off the place.
Horton catches her and reacts with a knowing look.

HORTON

Quite a fellow, isn't he?

Diana doesn't respond. She just turns around and
faces forward, her fingers touching the black pearls
around her neck.

INT. THE SKULL CAVE - CHRONICLE CHAMBER

Phantom is alone. He opens an old STEAMER TRUNK and
removes the top tray revealing several items of
clothing underneath. He pulls out a tailored SUIT
JACKET, SLACKS and OVERCOAT.

DAD

Looking for a change of
wardrobe, Kit?

Phantom turns to find his father standing there.

PHANTOM

The Singh Brotherhood has spread to New York. That's where the Skulls are headed, too.

DAD

It just goes from bad to worse! They've always been confined to the jungle. Now they're loose in New York City, for god's sake! You must go there immediately, son.

PHANTOM

I am, Dad.

DAD

(meaning the suit)

Don't take the wool. You'll be sweating bullets.

PHANTOM

You're right.

Phantom discards the wool suit and packs another one.

DAD

I hate to say it, Kit, but it looks like the Brotherhood has the upper hand this time. Stay alert and follow your instincts.

PHANTOM

I've got a better idea, Dad.

(beat)

Follow the Skulls.

CUT TO:

EXT. NEW YORK CITY - DAY

Establishing shot. Manhattan. The 1930's.

INT. DRAX'S OFFICE - DAY

Drax, Quill and Sala are gathered around a leather satchel containing the Silver Skull of Touganda. Drax lifts it out.

DRAX

Oh, baby. Come to papa. It's beautiful!

SALA
I used a little toothpaste. It
polished up real nice.

Drax gives her a look, but decides not to comment on
the remark. He returns the Skull to the satchel.

DRAX
I'm in such a good mood right
now, I almost hate to mention
this --

Drax shows them a newspaper with a headline that
reads: EDITOR'S NIECE ESCAPES KIDNAPPERS -- DIANA
PALMER RETURNS HOME. This is accompanied by a
photograph of Uncle Dave embracing Diana.

DRAX
The happy homecoming. Brings
tears to your eyes, doesn't it?
(beat)
What went wrong?

QUILL
Something you didn't count on.

DRAX
What's that?

QUILL
The Phantom.

DRAX
The Phantom? You mean the
"Ghost Who Walks?"

QUILL
One and the same.

DRAX
I thought that was just a
superstition.

QUILL
Oh, no. He's real. And he
won't die. I know. I killed
him once ... and he isn't dead.

DRAX
That doesn't make sense.

QUILL
Look -- I brought this to prove
it ...

Quill opens his coat to show off a SKULL HEAD HOLSTER around his waist exactly like the one Phantom wears. He unbuckles it and slides it off.

QUILL

See this hole? This is where I stuck him with a twelve inch blade.

DRAX

You stabbed him in the back?
(smiles)
I've underestimated you, Quill.

QUILL

Right up to the hilt.

DRAX

That should have done the trick, all right.

SALA

Phantom helped Diana to escape. I think he's in love with her.

DRAX

Oh, really? This is getting more interesting by the minute. Why do you say that?

SALA

He could've had me. He picked her. It can only be love.

DRAX

(leeringly)
Or simply bad judgement.

QUILL

What should we do about him?

DRAX

Nothing. This is New York City. I'm not concerned about some jungle folk-hero half a world a way.

EXT. NEW YORK STREET - DAY

A handsome man emerges from a taxi cab dressed in a tailored suit. Of course, it's Phantom. But when he's dressed this way, he is known as KIT WALKER.

Kit hands the Cabby a paper bill.

KIT
Thanks. Keep the change.

CABBY
Hey. Not so fast!

The Cabby hops out of the cab.

CABBY
What is this?! This isn't real money!

KIT
(looks at it)
You're right. That's Bengalla currency.

CABBY
Coin of the realm would be appreciated.

PHANTOM
(fishing into his pockets)
I'm afraid it's all I've got on me ...

CABBY
It better not be.

KIT
(finds some gemstones)
Wait! ... here's something. These are opals. And this one --
(holds it up to the light)
-- looks like a star sapphire. And these other ones ... oh, here, take them all.

He drops all the gems into the stunned Cabby's palm.

KIT
Don't worry. They're real. And they should buy your services for the rest of the day -- so wait right here.

CABBY
You're kidding ...

KIT
I never kid.

Kit enters a building that says: NEW YORK TRIBUNE.

INT. DRAX'S OFFICE - DAY

Seated around a big table are Quill, Sala, Ray Zephro, Charlie Zephro, Mayor Krebs and Police Commissioner Farley. Drax stands before them. He presses a button. **THE DRAPES CLOSE AUTOMATICALLY.** The room darkens.

DRAX

(dramatically)

God is dead and darkness rules!

(then:)

But don't take my word for it. Just look around. America is in financial ruin and Europe and Asia are on the brink of self-annihilation. The false gods of the right hand path bicker and quarrel, drawn by the smell of confusion, hysteria and mutual hatred. Governments crumble. Borders dissolve. Nations vanish. Chaos reigns.

Drax reaches into the satchel and takes out the Silver Skull, lifting it up as he continues:

DRAX

Twilight is done. A new light is borne out of the night and Lucifer is risen once more to proclaim this the Age of Satan.

(beat)

The Skull of Touganda, my brothers! One of three. When united, they shall summon a force more powerful than any army: the demon spirit Malphus!

ZEPHRO

You say we need three of these damn things. Well ... we only got the one!

DRAX

Legend has it that if the Skulls are separated, two of the Skulls will point the way to the third.

ZEPHRO

Yeah, but --

DRAX

(cuts him off)

-- I know the location of the second Skull.

(beat)

We shall succeed where Kabai Singh failed four hundred years ago! The symbol of the Singh Brotherhood will once again be known and feared the world over and the Forces of Darkness will rule the earth! Regis Satanus! Ave Satanus! Hail Satan!

ZEPHRO

(jumping to his feet)

No! I've put up with this long enough! It's wrong! Skulls and demons and forces of darkness -- it isn't right! I was an altar boy, for the love of Pete! At St. Timothy's. So were you, Charlie. This isn't right. We weren't raised like this!

CHARLIE ZEPHRO

Speak for yourself, Ray.

DRAX

Ray, sit down!

ZEPHRO

Farley, Krebs -- what about you?! Haven't you had your fill of this madman?! Where's your backbone? Stand up to him before it's too late!

Krebs and Farley are silent.

ZEPHRO

All right. Suit yourselves. (heading for the door) But I'm gone, Drax. And I'm taking my entire syndicate with me!

DRAX

If that's how you feel about it, Ray ...

Drax spins around -- grabs an African spear from the wall and let's it fly. The spear WHOOSHES through the air and finds its mark between Zephro's shoulder blades -- pinning him to the door with a THUD.

The others observe this in stunned silence. Drax grabs his right arm and works out the stiffness.

DRAX

Whoa! The old bursitis is flaring up again.

(pause)

Charlie, you're the new boss of bosses. Can you handle it?

CHARLIE ZEPHRO

Been waiting all my life.

Afraid to even acknowledge what has just happened, Mayor Krebs takes a moment to compose himself before returning to matters at hand.

KREBS

Uh ... Xander, the plans have been set for tonight to go in and get the item while the building is closed.

DRAX

No! I can't wait that long. This is too exciting. We go in now!

FARLEY

In the middle of the afternoon!?

DRAX

Yes. And I'd appreciate it if you'd keep your policemen away until I'm done.

Drax turns and pulls the spear out of Ray Zephro's back, allowing Zephro to slide to the floor. The spear tip has made an unsightly gouge in the wood. Drax frowns -- wets his finger and tries to smooth it over.

INT. NEWSPAPER OFFICE - PRINTING ROOM - DAY

Diana walks past the ROARING PRESSES at a rapid clip. Jimmy Wells hurries up behind her.

JIMMY
 Hey -- found you! The Page One
 Girl! Back from her escapade
 in the jungle.

DIANA
 (doesn't stop walking)
 Jimmy, what are you doing here?

JIMMY
 I was in town on business and I
 thought we could --

DIANA
 (skeptically)
 -- what business?

JIMMY
 (defensively)
 I was having some suits made.

DIANA
 That's not business.

JIMMY
 It is for the guy making the
 suits. Why do you have to be
 so difficult? I just thought
 we could grab an early dinner
 and a show.

DIANA
 Can I take a raincheck?

JIMMY
 Sure. Add it to your
 collection.

They have now reached a door marked: DAVE PALMER,
 EDITOR AND PUBLISHER.

INT. UNCLE DAVE'S OFFICE - DAY

Diana and Jimmy enter the secretarial area where Uncle
 Dave is consulting with his secretary.

UNCLE DAVE
 Diana -- I have a surprise for
 you! Come into my office.

Uncle Dave leads the way into his

PRIVATE OFFICE

Kit is standing by the window, looking out. When he

turns, Diana emits a startled gasp.

DIANA

Kit! ...

KIT

Hello, Diana ...

He walks towards her and actually stumbles on something like an awkward school boy, but quickly regains his composure.

KIT

It's been awhile, hasn't it?

DIANA

A few years at least.

KIT

Six to be exact.

(beat)

I read about what happened.
Are you okay?

DIANA

I'm fine. It started out bad,
but it turned out all right.

Jimmy has been totally ignored. So he introduces himself.

JIMMY

By the way -- Jimmy Wells.

KIT

Kit Walker.

JIMMY

So, tell me Kit -- where do you
know our Diana from?

KIT

We were friends at college.

Jimmy reads a lot into the word "friends."

JIMMY

I see.

DIANA

(to Kit)

Are you living here in New
York?

KIT
No. Just passing through. Your
Uncle Dave and I have been
catching up on old times --

UNCLE DAVE
-- and trading information
about Xander Drax.

DIANA
(to Kit)
What do you know about Drax?

UNCLE DAVE
(answering for Kit)
Drax has come into possession
of a rare artifact connected to
the Singh Brotherhood.
(to Kit)
Tell her.

KIT
It's an ancient silver skull
with precious jewels where the
eyes and teeth would be.

JIMMY
(casually)
Oh, yeah. I've seen something
like that before.

KIT
You have?

JIMMY
Yeah. But it wasn't silver. I
think it was black.

KIT
Black? Black jade, perhaps.
Where did you see it?

JIMMY
Let's see ... it was my twelfth
birthday party ... Mom and Dad
rented this big room ... now I
remember!

(beat)
The Museum of Natural History.

EXT. NEW YORK STREET - DAY

Kit emerges from the Tribune Building. The Cabby is
leaning against his taxi. When he sees Kit coming, he
swings open the back door like he was a limo driver.

CABBY

Yes, sir! At your service!

Kit is taken aback by the Cabby's new attitude.

KIT

You're in a very good mood.

CABBY

You bet I am. While you were inside, I had those stones appraised.

Diana comes out of the building and rushes up to Kit.

DIANA

I'm going with you.

KIT

Diana! ... you don't even know where --

DIANA

Yes, I do.

CABBY

(to Kit)

Where to next, sir?

DIANA

Museum of Natural History.

Diana ducks into the backseat. The Cabby looks to Kit for confirmation.

KIT

You heard the lady.

EXT. NEW YORK STREET - DAY

Diana and Kit speed through the concrete corridors of mid-town Manhattan in the taxi cab.

INT. TAXI

Kit and Diana sit in the back seat.

KIT

I have to say it, Diana -- you look great. You haven't changed a bit.

DIANA

You just vanished, Kit.

77.
Kit's smile fades; it's time to face the music.

KIT
I guess I did ...

DIANA
Without a word. Without a
letter. Not even a phone call.
You just disappeared.

KIT
I know ...

DIANA
Why?

KIT
I had to go home. My father
died rather suddenly.

DIANA
I'm sorry ... but I never heard
from you again.

KIT
I had to take over the family
business. It's hard to
explain.

DIANA
You don't have to explain
anything. We were just kids
then.

KIT
I've thought about you a lot
since then, Diana.

DIANA
I thought about you too, Kit.
Then I stopped and went on with
my life.

KIT
I know. Dave brought me up to
date. One adventure after
another.

DIANA
What about you, Kit? Tell me
about this family business?

KIT
The family business? Well,
it's ...

DIANA
What? A little hard to explain.

KIT
As a matter of fact, it is.

DIANA
You always were a bit of mystery.

KIT
(pointing to her necklace)
Those are unusual.

DIANA
They're black pearls.

KIT
Really? Where would you get something like that?

DIANA
It was a gift.

KIT
From somebody special?

Diana doesn't have an answer.

KIT
That's okay. I understand.

DIANA
You couldn't. I don't even understand it myself.

KIT
Well, I guess I had my chance.

DIANA
I guess you did.

Now they both sit in silence for a moment as the taxi comes to a stop.

CABBY
Here we are, Mr. Walker. The Museum.

INT. MUSEUM - DAY

CLOSE ON THE JADE SKULL OF TOUGANDA.

KIT (OVER)

They've got it all wrong --

PULL BACK to reveal that the Skull is placed in a huge glass-faced DIORAMA depicting a SCENE FROM THE CRUSADES: Christian Soldiers do battle with Saracen Warriors. Kit and Diana are outside the glass.

KIT

(continuing)

-- Wrong century. Wrong hemisphere. Wrong culture. This Skull hasn't been lost; it's just been misplaced.

DIANA

What's your interest in Drax and these Skulls?

KIT

I represent their true owners. I want to see them returned, and Drax wants them for himself.

DIANA

Why?

KIT

Because he's discovered a very ancient secret. The three Skulls of Touganda are the source of ultimate and absolute power.

Diana looks stunned.

DIANA

I traveled all the way to the Bengalla Jungle and the answer was right here under my nose!

KIT

We can't let Drax get his hands on this Skull. I've got to get it out of here.

DIANA

Wait! -- Uncle Dave knows an important member on the Board of Directors. It might take a day or two but I'm sure --

As Diana babbles on, Kit has already picked up a HEAVY PEDESTAL which he SWINGS through the air and SMASHES

THE GLASS sounding an ALARM. Diana doesn't miss a beat:

DIANA

Or, we could just break the glass.

Kit enters the Diorama -- grabs the Jade Skull and returns to find DRAX, QUILL, CHARLIE ZEPHRO AND SEVERAL OF HIS GANGSTERS waiting for him. They already have Diana in their grasp.

DRAX

Give that to me.

Zephro grabs the Skull from Kit's hands and places it in the leather satchel along with the Silver Skull. A CROWD begins to gather.

DRAX

(to the crowd)

Museum security. Everything's under control.

(smiles)

Free cake and sandwiches are being served in the Hall of Nature. Don't miss out!

(to Kit)

Who are you!?

KIT

Just a fellow collector, Mr. Drax.

That's when the satchel containing the two skulls begins to GLOW.

ZEPHRO

Hey, Drax ... the bag!

Zephro drops the satchel, which is now SMOKING as well.

DRAX

Something's happening! This is it! It's happening right here and now!

BEAMS OF LIGHT begin to shoot out from the satchel. They whip around the hall, BUZZING and CRACKLING. The overhead lights flash on and off. Smoke and mist swirl in the air. CHANTING SOUNDS fill the air.

KIT

(to Diana)

Get down!

Everyone in the hall drops to the floor except Drax. He stands in the middle of it all -- feeling no danger -- marveling at its wonder.

DRAX

Unbelievable! It's beautiful!
It's magnificent! Show me the
power! Show me the power!

STAINED GLASS WINDOWS (depicting Christian imagery) that are on display in the hall begin to SHATTER one after another. A MUSEUM GUARD runs into the hall, fumbling for his gun. He gets it out, but he doesn't get a chance to use it because a ray of light ZAPS him in the chest, killing him. Drax cheers like a kid at a ballgame.

DRAX

Amazing! AMAZING!

The SHADOW of a huge WINGED DEMON appears on the wall, and the entire hall is bathed in a FLICKERING RED LIGHT that simulates flames. The sound and light build to a great CRESCENDO and then it suddenly stops. And all becomes calm again. People in the Hall stagger to their feet like survivors after a storm. Kit and Diana exchange a look. In all the confusion they have an opportunity to escape.

KIT

Come on!

Kit and Diana slip away from the crowd without being seen by Drax or his people. Meanwhile, Quill examines the mural on the wall depicting the continents.

QUILL

(pointing)

Look!

Drax steps forward for a closer look and sees that a SKULL IMAGE (still smoking) has been burned into the map -- pinpointing a location seemingly in the middle of the ocean.

DRAX

(victoriously)

The Skulls have spoken!

EXT. MUSEUM - DAY

Kit and Diana hurry down the steps toward the street.

KIT

Where's Drax's office?

DIANA
The Empire State Building.

They hop into the waiting Taxi and drive off.

INT. TAXI - DAY

Driving down the avenue.

CABBY
First the museum, now the
Empire State Building. You
kids are really doing the city
up right.

Kit isn't listening. He's looking out the window at
the teeming city.

KIT
That's the real jungle out
there.

Diana reacts alertly to this remark.

DIANA
What did you say?

KIT
(completely changing
his inflection)
I said, that's a real jungle
out there.

Diana gives him a dubious look.

INT. EMPIRE STATE BUILDING (84th FLOOR)

The elevator door opens and Kit and Diana step out.

KIT
Where's his office?

DIANA
This way.
(as they walk)
What's your plan?

KIT
Plan? Are you kidding? I'm
playing this by ear.

They arrive at Drax's office. Raised metal letters
across the double doors read: DRAX INDUSTRIES. Kit
tries the door but it's locked.

KIT

Maybe some of these offices connect. Look for an unlocked door.

Kit and Diana go off in different directions. Kit soon finds an unlocked door. He swings it open to discover a

HOSPITALITY SUITE

complete with living room, bedroom and bath. It looks empty. Kit goes to the window and looks out. There is a LEDGE that leads to an open window in Drax's office next door.

Kit smiles to himself. This is perfect. But when he turns around he is confronted by Sala! True to form, she is not at all disturbed to find a strange man in her room.

SALA

Don't jump. You have so much to live for. I guarantee it.

KIT

I'm sorry. I, uh, walked into the wrong room.

SALA

We could debate that point all night.

That's when DIANA ENTERS the room looking for Kit. Sala will see her if Kit doesn't act immediately. And he does -- he grabs Sala in his arms and KISSES her.

Diana looks surprised. While keeping Sala occupied with the kiss, Kit signals for Diana to walk across the room, now he gestures for her to hide behind the window curtain. Once Diana is safely out of sight, Kit breaks the kiss. Sala's head is spinning.

KIT

I'm sorry. Something just came over me.

SALA

I think that was me.
(smiles)
Wait right here.

KIT

Where are you going?

SALA
I thought I'd slip into
something a little more ...
naked.

Sala disappears into the bathroom. Once she closes
the door, Kit joins Diana by the window.

KIT
This ledge leads around the
corner to Drax's office. I'm
taking it. You better leave
before she comes back.

DIANA
Oh, no. I'm going with you.

KIT
You can't do that! We're
eighty-four stories up!

DIANA
You wouldn't believe what I can
do. Let's go.

EXT. LEDGE - DAY

Kit and Diana climb from the window onto the ledge.
It's nice and wide, but it's very high up. They press
their chests flat against the building and inch their
way toward the open window several yards away.

INT. DRAX'S OFFICE

Drax, Quill, Zephro and several of Zephro's gangsters
burst into the office. Drax drops the satchel
containing the skulls onto the table and grabs a
rolled up map.

DRAX
Once I check these coordinates
against the navigational chart,
we'll have the location of the
third skull!

He unrolls the map.

DRAX
Let's shed some light on the
subject.

Drax hits the button that opens the curtains. They
pull back from the window REVEALING KIT AND DIANA ON
THE LEDGE outside.

Their faces are pressed against the glass as they look into the office with sheepish expressions.

ZEPHRO

Hey, Mr. Drax -- are these your regular window washers?

Drax turns to look.

DRAX

Bring them in. Bring them in.

Zephro draws his gun and opens the window. Quill gives Kit and Diana a hand into the office.

KIT

(to Drax; smiling)

Thanks. It was getting a little chilly out there.

(to Quill and Zephro)

Hi. How ya doin'?

DRAX

If it isn't New York's favorite fun couple. Miss Palmer and -- you know what? -- I never did get your name.

KIT

Kit Walker.

KIT

Tell me ... what are you doing out on my ledge?!

KIT

Nothing. Feeding the pigeons.

DRAX

You're cute, Mr. Walker. Fortunately, I have a cure for that.

Drax gives a signal and Zephro pins Kit's arms behind his back. At the same moment -- WHOOMP! -- Quill drives his fist deep into Kit's stomach, knocking the wind out of him. Kit sinks to his knees and sees the PHANTOM SKULL HEAD GUNBELT around Quill's waist -- it registers.

DIANA

Stop it! Don't hurt him!

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DRAX

Why, Diana ... are you sweet on Mr. Walker? I thought your true love was swinging through the trees in a jungle somewhere.

Kit looks over at this remark. Diana seems quite taken by surprise.

DIANA

How did you know about --
(stops herself)
I mean, who told you that?!

Sala bursts in.

SALA

I did!

DRAX

Sala's got all the latest gossip on two continents.

SALA

(to Diana)

Deny it. He's in love with you and you're nuts about him. From the moment he came flying out of that laundry chute, you were hooked.

DRAX

Kismet in the jungle.

DIANA

(to Drax)

You're despicable.

(to Sala)

And you're just jealous.

WHAP! She slaps Diana across the face.

SALA

Now I'm one up on you.

DRAX

Quill, take Mr. Walker up to the observation deck and make him talk.

SALA

(to Quill)

I claim the body when you're done.

Quill and several Gangsters exit with Kit. Diana remains behind, guarded by Zephro.

INT. A STAIRWELL

Quill and the Gangsters lead Kit up the stairwell when Kit suddenly SPINS around and KICKS Quill in the chest. Quill TUMBLES down the stairs taking the Gangsters with him, and Kit runs through a door marked: MAINTENANCE/UTILITY

INT. MAINTENANCE/UTILITY ROOM

Quill and the Gangsters enter with guns drawn. It's dark and full of vents and ducts and air shafts. Quill signals for the Gangsters to go off in a different direction.

We stay with the Gangsters as they move cautiously through the shadows. Then they notice a PILE OF CLOTHES on the floor. The first Gangster picks up a suit jacket that belongs to Kit. The Gangster looks severely confused by his discovery.

GANGSTER

Hey, what's this supposed to mean?

That's when PHANTOM (back in costume!) appears behind them and KNOCKS their heads together. Across the room, Quill hears the sound. He FIRES his pistols. Phantom SHOTS back. Quill jumps for cover and Phantom exits through the door he entered.

INT. DRAX'S OFFICE

Drax uses navigational equipment to chart a course on the map spread out across the conference table. Sala also checks the map while Zephro stands guard over Diana.

DRAX

(looking up from the map)

Well, I'll be damned.

SALA

What?

DRAX

The Devil's Vortex. We're going to the Devil's Vortex!

SALA

(alarmed)

Are you sure? Check again.
Maybe you made a mistake.

DRAX

No mistake, Sala. The third
Skull is located in the Devil's
Vortex!

ZEPHRO

Isn't that the place where all
those ships keep disappearing?

DRAX

Yes. Incredible, isn't it?!

ZEPHRO

I dunno. Maybe my brother was
right about all this stuff.

DRAX

Nonsense! Where's your spirit
of adventure?

Commissioner Farley enters the office.

FARLEY

Mr. Drax, I've made all the
arrangements. You're getting a
full police escort.

DRAX

Excellent! Have you heard the
exciting news? -- we're going
to the Devil's Vortex!

CRASH! The door is KICKED OPEN and Phantom rushes in
taking everyone by surprise.

DIANA

Phantom! ...

He scoops up the satchel containing the Skulls and
draws his gun. Just as quickly, Drax grabs Zephro's
gun and presses it to Diana's head.

DRAX

Ah! -- the Ghost with the Most!
You really do exist.

PHANTOM

Drop the gun, Drax.

DRAX
First drop the bag.

PHANTOM
Release the girl!

DRAX
First release the skulls!

It's a stand-off until SEVERAL NYPD COPS come through the door.

COP
Commissioner, the escort for
Mr. Drax is --

The Cop stops mid-sentence upon seeing Phantom.

DRAX
Shoot him!!

Phantom only has one option now: He LEAPS out the window onto the ledge.

DRAX
He's got my skulls! What are
you waiting for? Go after him!
Follow him!

The Cops don't budge, nor do they intend to.

COP
We're eighty-four stories up.

Seething with frustration, Drax pushes past the cops.

DRAX
If you want something done
right ...
(beat)
Sala! Where are your fly
girls?!

SALA
On maneuvers.

DRAX
Maneuver them over here!

Drax runs out the door.

INT. CORRIDOR

Drax runs down the corridor, turns the corner and stops in front of an office door. He uses his key to open the door, then goes inside.

INT. THE OFFICE

It's dark. Drax doesn't bother to turn on the lights. He heads straight for the window -- which he opens -- then steps cautiously onto the ledge.

EXT. THE LEDGE - DAY (DUSK)

Phantom approaches the corner of the building. Once he makes the turn he runs directly into Drax!

DRAX

Surprise!

Phantom is surprised. This is the last thing he expected. Drax makes a grab for the satchel handle.

DRAX

Gimme that!

A quick tug-of-war ensues over the satchel until Phantom gives the bag a powerful yank and DRAX SLIPS OFF THE LEDGE. He clings to the bag, his feet dangling a thousand feet over Fifth Avenue.

Phantom holds the satchel by the handle. It takes all his strength to keep from being pulled off the ledge by Drax's weight. He reaches a hand down to Drax.

PHANTOM

Let go of the bag! Grab my hand!

DRAX

Ha! What a cheap jungle trick!
You just want the skulls!

The handle begins to RIP AWAY from the bag. Drax looks down: Two stories below him is the roof of an ABUTMENT that will catch him if he falls. But it's a little to the left, so Drax starts to SWING his body back and forth.

PHANTOM

I can't hold you!

Finally, the handle TEARS FREE from the satchel. Phantom is left on the ledge holding the handle as --

DRAX FALLS

clinging to the satchel. He LANDS HARD on the abutment below. The satchel opens and SKULLS ROLL toward the edge of the abutment. Drax makes a flying leap for the Skulls and saves them just before they go

over. He's so happy, he starts to kiss them.

PHANTOM

looks down in disbelief, then HEARS a NOISE IN THE SKY. He looks up to see:

SALA'S FLYERS

in their fighter planes coming towards him. Their MACHINE GUNS begin to CHATTER.

PHANTOM

drops to a prone position on the ledge as BULLET HITS kick up dust on the granite walls all around him.

A PANORAMIC LONG SHOT

reveals a familiar sight: Airplanes circling the Empire State Building as dusk falls over the city.

INT. 84TH FLOOR ELEVATORS

Drax, Sala, Zephro, Diana, Quill, Commissioner Farley and several Police Officers rendezvous at the elevators.

DRAX

(meaning the Skulls)

Got 'em!

ZEPHRO

Good work, Mr. D.

DRAX

(to Farley)

Alert your officers. Tell them there's a madman on the loose wearing a mask and tights.

He's very dangerous --

(glancing at Diana)

-- shoot on sight.

FARLEY

Don't worry about a thing. Your escort's down on the street right now.

ZEPHRO

What about the girl?

DRAX

Bring her! She's our "Phantom insurance!"

The elevator door opens and they all pile in.

EXT. LEDGE - NIGHT

Phantom presses against the building as MACHINE GUN FIRE from the airplanes STRAFE the ledge. Finally, he grabs the ROPE of a window washing rig -- LEAPS off the building's ledge -- SWINGS out in a wide arc -- and SMASHES through a window two stories below.

INT. THE ELEVATORS

Phantom runs to the bank of elevators and hits the button. One of the elevator doors immediately opens. The RIDERS inside view Phantom with blank expressions. Phantom doesn't enter the elevator.

PHANTOM

I'm waiting for the express.

The elevator door closes. A moment later the express elevator opens and Phantom gets on.

EXT. FIFTH AVENUE - NIGHT

Drax, Sala, Zephro and Diana climb into a black sedan which is surrounded by MOTORCYCLE POLICEMEN. Phantom rushes from the building's lobby just in time to see the escort drive off down Fifth Avenue. He glances around and spots Al's Taxi parked at the curb. He makes a run for it.

PEDESTRIAN

Who was that masked man?

INT. TAXI - NIGHT

Al the Cabby sits behind the wheel making notations in his trip log when the rear door opens and Phantom slides into the back seat. Al looks into the rearview mirror and reacts.

AL

Oh, God! Take my money but don't hurt me. I got a wife and two kids.

PHANTOM

I know. Joey and Angela.

Al turns around in his seat.

PHANTOM

Hi, Al.

AL
Who are you?

PHANTOM
A friend of Kit Walker's. I
need your help. Follow those
police motorcycles!

AL
Whatever you say!

Al pulls out into traffic. Phantom leans back in the
seat to catch his breath. That's when we see DAD
SITTING NEXT TO HIM.

DAD
Don't get so comfortable --
it's the bottom of the ninth
and you're two skulls behind.

Phantom looks over at his father.

PHANTOM
Dad ... a man named Quill has a
gunbelt like the one I wear.
Is it yours?

(Al glances into his rearview mirror. He assumes
Phantom is talking to himself.)

DAD
(after a pause)
Yes. He said he could take me
to the stronghold of the Singh
Brotherhood. I trusted him. He
lead me to a place deep in the
jungle ...

PHANTOM
What happened?

DAD
It was a trick. He stabbed me
in the back. Literally.

Phantom registers an expression of disbelief.

DAD
So sue me. I'm a lousy judge
of character.

PHANTOM
Maybe I can get that gunbelt
back for you.

DAD

If you naven't lost them by
now!

PHANTOM

I'll catch them. I have to.
(beat)
There's a woman involved.

DAD

Well, saints be praised -- it's
about time. Tell him to step
on it!

PHANTOM

(to Al)

Can't you go any faster?!

AL

You talking to me now?

PHANTOM

Yes. Can you pick it up?

AL

Sure. Hold onto your hat ...
or, whatever ...

EXT. NEW YORK HARBOR - PIER 39 - NIGHT

The Taxi comes to a SCREECHING stop at the pier.
Phantom jumps out to see Drax and the others boarding
a three-passenger SEAPLANE.

PHANTOM

(to Al)

Looks like I have a plane to
catch.

AL

Give my best to Mr. Walker.

And then Phantom DIVES off the pier into the harbor
and starts to swim.

AL

(as he drives off)

I love New York.

EXT. THE SEAPLANE - FLYING - NIGHT

Through the cockpit window we see Drax and Sala.
CAMERA PANS DOWN to find PHANTOM clinging to the
plane's pontoon.

DISSOLVE TO;

INT. PLANE'S COCKPIT - DAY

Drax consults the map; checks his headings.

DRAX
We're getting close. We're
almost there.

SALA
Look. What's that? ...

Sala points out the window to the TIP OF A VOLCANO
jutting up through a thick FOG BANK.

DRAX
That's it! Go down! Go down!

Sala takes a deep breath and pushes forward on the
stick. The plane begins a steep descent. Pretty soon
they are blanketed by the fog.

SALA
I can't see a thing.

DRAX
Don't worry. You're doing
fine. Keep going!

Quill, Zephro and Diana don't appear to be sharing
Drax's enthusiasm.

PHANTOM

clings to the pontoon as the plane cuts through the
cold mist. Suddenly, the fog parts revealing the sea.
Phantom drops from the pontoon and lands with a
SPLASH.

INSIDE THE SEA PLANE

everyone breathes a sigh of relief as the plane taxis
toward the mouth of a watery cave.

DRAX
Go in there!

SALA
I knew you were going to say
that.

DRAX
We're so close. We're so close
now -- I can feel it! This is

history we're making here,
everyone! And you're all a
part of it.

(beat)

Not an equal part, of course,
but an important part
nonetheless.

INT. THE CAVE - DAY

The plane enters the cave and taxis behind an
outcropping of rocks.

INT. THE PLANE

It has come to rest in an undersea grotto (which we
don't get to see.) The occupants survey their new
surroundings through the plane's windows -- when the
GHASTLY FACE of a SINGH PIRATE pops up into view
causing Sala to SCREAM.

INT. A DESCENDING TUNNEL PASSAGEWAY

Phantom moves cautiously through the passageway. The
walls and floors are wet. SQUEALING rats run by
underfoot and huge spiders guard their webs. HUMAN
SKELETONS, long dead, are chained to the walls. Now he
hears the echo of VOICES up ahead. He hurries off in
that direction.

IN ANOTHER SECTION OF THE PASSAGEWAY

The Singh Pirates have taken Drax, Diana, Zephro,
Quill and Sala captive -- holding them at gun point
and saber point. An extremely UGLY PIRATE begins to
paw at Diana in a sexually menacing way.

UGLY PIRATE

This one is mine.

Diana shoves his hand away.

DIANA

Not in your dreams.

The Ugly Pirate grabs her forcefully with both hands.
That's when Sala springs into action. She spins the
Ugly Pirate around and KICKS HIM HARD BETWEEN THE
LEGS.

A SECOND PIRATE attacks Sala. Diana returns the favor
by KNOCKING HIM COLD with a solid right hook. The
other Pirates respond: sabers are drawn; pistols are
cocked and aimed. The moment is rife with tension ...
until Quill shouts out:

QUILL
Take it easy, my brothers!
Stay calm!

PIRATE
"Brothers?" ... What do you
mean? Why do you call us
brothers?

Quill pushes up his sleeve revealing his Singh
Brotherhood tattoo on his arm.

QUILL
We are also members of the
Singh Brotherhood.

The Pirates turn and MUTTER to each other.

DRAX
(to Quill)
Nice going.

PIRATE
Come with us.

As the group moves off, Diana and Sala straighten
their clothes and push back their hair.

SALA
(taking Diana by
the arm)
We girls better stick together.

PHANTOM

watches as the Singh Pirates lead Drax, Diana and the
others away. He holsters his pistols and follows;
being careful to stay in the shadows.

INT. THE PIRATE CHAMBER - DAY

Everyone enters the immense Pirate Chamber. The walls
of the chamber make us feel like we're in the belly of
a Galleon, with massive arching timbers shoring up the
rock. But the floor of the chamber is like the
Galleon's deck. Several large masts, cocked at odd
angles, reach up to the ceiling. There is rigging and
unfurled sails overhead. Pirate booty, plundered
from ships and villages is piled all around.

At the far end of the chamber, seated on a big wooden
throne on a raised platform is KABAI SINGH, leader of
the Brotherhood.

On the wall behind him is a Singh Brotherhood banner and all around him are his favorite possessions -- including the GOLD SKULL OF TOUGANDA. The captives are made to halt several yards away from Kabai Singh.

KABAI SINGH

Visitors! Now let me see --

(strokes his chin)

-- how long has it been since we've had visitors down here ... thirty fathoms beneath the ocean's surface ... in the bowels of this uncharted volcanic island ...

(beat)

Never! Congratulations! You pathetic doomed fools are the first.

(to Pirates)

WHO ARE THESE PEOPLE!?

PHANTOM

enters the chamber unnoticed. The first thing that catches his eye is the noxious Singh Brotherhood symbol on the far wall. Then he sees a rocky ledge near the chamber's ceiling. He slips off in that direction.

DRAX

boldly takes a step forward.

DRAX

My name is Xander Drax.

KABAI SINGH

What?

DRAX

(spells it)

X-A-N-D-E-R D-R-A-X. Xander Drax. Begins and ends with the letter X.

(beat)

From New York City. And you, sir? ... as long as we're making introductions and polite chit-chat ...

PIRATE

He is the Great Kabai Singh!
Leader of the Singh
Brotherhood!

KABAI SINGH
Direct descendant of the Evil
Kabai Singh, the first leader
of the Singh Brotherhood.

DIANA
(to Sala)
If this guy's the great one,
imagine what the evil one was
like.

DRAX
(to Quill)
These guys are still around.
How do you like that?!

KABAI SINGH
Stop whispering!
(then:)
You're a long way from New
York. How did you find this
place?

Drax opens the satchel and pulls out the skulls,
holding up one in each hand.

DRAX
These brought me here. The
Skulls of Touganda!

Kabai Singh looks startled. The other Pirates react
as well.

KABAI SINGH
The Skulls ... I have not seen
them ... in such a long time.
(beat)
How do you know about these
matters?

DRAX
Oh, I know all about these
Skulls. And the power they
control -- once all three are
united. The two I hold --
(pointing)
-- and the one you have there.

Kabai Singh reaches for the Gold Skull. Holds it.
For a moment he seems lost in a reverie. (During
all this --)

PHANTOM

has climbed to the ledge above the chamber, getting a

good vantage point on the scene below. Suddenly, DAD APPEARS BY HIS SIDE.

DAD

My God, Kit -- you've done it!
You've hit the motherload!
This is it. The place I could
never find: The secret hideout
of the Singh Brotherhood! I
could kiss you, my boy. In
fact, I think I will!

Dad grabs Phantom's face and kisses him on the cheek. Phantom looks a bit annoyed by the distraction. Dad gazes down toward the chamber floor.

DAD

Boy ... are you out-numbered.

DRAX

takes another step closer to Kabai Singh.

DRAX

Look, Great One ... I really
wasn't in the market for a
partner, but it seems to me we
have a mutually beneficial
situation here.

(beat)

Think of this way: You
represent the old guard of
grizzled scalawags and Peg-Leg
Petes, while I stand for the
new order of things -- modern
and up to date. Just the man
to carry our cause into the
20th Century.

KABAI SINGH

Silence! You have no
bargaining power with me, Mr.
New York City! I could kill
you all right now and feed your
pretty pink asses to the
sharks! Besides ... you don't
have the fourth Skull.

DRAX

The fourth Skull? What fourth
Skull? What are you talking
about? There is no fourth
Skull.

KABAI SINGH

Yes there is.

PHANTOM

reacts to this unexpected development. He turns to Dad.

DAD

(with a shrug)

News to me.

RETURN TO SCENE

DRAX

No there's not! There can't be. I've studied it!

KABAI SINGH

And I've lived it.

(beat)

Burned ships and villages.
Plunged my saber into flesh and bone. Bathed in the blood of my victims. Feasted on their pain and misery. Danced to their screams of agony.

DRAX

(to Zephro; under his breath)

What a bunch of phoney pirate bullshit.

KABAI SINGH

Trust me. Without the fourth skull you have wasted your time ... and your lives.

Kabai Singh signals for his men to dispatch the captives.

DRAX

Wait a minute! If anything happens to us, others will come looking. They know where we are. You'll have an entire army down your throat!

Zephro can contain himself no longer. He makes a grab for the PISTOL hidden in his ankle holster and points it at Kabai Singh.

ZEPHRO

That's a lie. Nobody knows where we are!

DRAX

What are you doing?!

ZEPHRO

Shut up! Spirit of adventure,
my ass! It's every man for
himself now.

(to Kabai Singh)

Okay, Kabai ... now it's time
to sing a different tune. Get
me outta here or you really
sleep with the fishes. What
have you got to say about
that?!

KABAI SINGH

(calmly)

Shin. Nebo. Marduke.

ZEPHRO

What's that supposed to mean?!

KABAI SINGH

Oh, it's just pirate talk for
... "fire the cannon."

ZEPHRO

Huh? ...

Zephro now realizes that a CANNON is pointed directly
at him and the fuse has been lit. BOOM! The cannon
ball WHISTLES through the air and hits Zephro in the
gut, sweeping him OUT OF FRAME. The captives react to
Zephro's swift demise.

PHANTOM

is now struck by a realization of his own. He turns
to his father.

PHANTOM

Dad, I know where the fourth
skull is.

DAD

Where?

PHANTOM

Right here ...

(he displays the
Skull Ring on his
finger)

I've worn it all my life ...
for my protection. But I've
never understood what that
meant until now.

Turning his attention back to the jeopardy of the captives, he notices that the rigging near the ceiling of the chamber is within reach. His look follows the rigging to the masts that rise up from the chamber floor, and then pans down to where Kabai Singh is seated. He quickly formulates a plan.

He leaps from his hiding place to the rigging and begins to climb out over the chamber floor. Nobody down below notices him.

RETURN TO SCENE

With Zephro murdered before their eyes, the captives grow more nervous about their own fates. Quill attempts to appease Kabai Singh:

QUILL

I am Quill, Great Kabai Singh.
A loyal follower and soldier.
Look --

(indicates his
gunbelt)

-- I once killed the Phantom.

KABAI SINGH

You killed the Phantom!?

QUILL

Yes, Kabai Singh.

KABAI SINGH

Well, join the club. Many of us have killed the Phantom over the years. But he just doesn't go away!

SALA

glances up and sees Phantom climbing in the rigging overhead. Phantom gestures for her to keep quiet. Sala is astonished, but she conceals her reaction and doesn't give Phantom away.

DRAX

(to Kabai Singh)

Hey, I can see this Phantom thing really strikes a nerve. In that case, you're gonna love this:

(points to
Diana)

She's his girlfriend.

KABAI SINGH

Bring her here!

Several Pirates grab Diana and deposit her in front of Kabai Singh.

DRAX

Think of the opportunities this presents, Kabai Singh. Ransom ... bait ... revenge ...

Kabai Singh touches Diana's face with his loathsome hand. Diana cringes in disgust.

KABAI SINGH

Phantom's got good taste. I could go for you myself.

DRAX

Good! I overlooked that one: personal pleasure!

(beat)

So wattaya say, Kabai Singh? ... the girl for the Skull and I'm outta your hair.

Kabai Singh sighs in exasperation.

KABAI SINGH

That man is beginning to annoy me.

(to a Pirate)

Cut his throat.

PIRATE

Be happy to.

The Pirate takes a step in Drax's direction when --

PHANTOM

reveals himself at the top of the mast.

PHANTOM

Kabai Singh!

KABAI SINGH

Phantom! ...

For a moment, everyone in the chamber seems frozen in place. Then Phantom grabs a rope and SWINGS down from the mast and COLLIDES with Kabai Singh -- sending him head over heels.

Uproar. Pandemonium. Pirates rush toward Phantom. He quick draws his pistols and FIRES -- shooting the guns and sabers out of their hands. Other Pirates are knocked cold by his fists. At the first opportunity, Phantom GRABS the Gold Skull of Touganda.

DRAX AND QUILL

find a safe place to hide in all the confusion.

KABAI SINGH

gets to his feet and CHARGES Phantom brandishing his saber. It SWISHES through the air.

KABAI SINGH

(as he swings his saber)

"Ghost Who Walks," huh?! I'll cut you off at the knees! You won't be walking after that!

Phantom ducks under, or jumps over, the first several swipes -- and then he uses the Gold Skull to ward off the blows. Kabai Singh's saber CLANGS against the skull, sending up SPARKS with each strike.

KABAI SINGH

You're not immortal! I KNOW YOUR SECRETS, PHANTOM!

As he says this, he LUNGES forcefully toward Phantom. Phantom steps to the side and Kabai Singh FALLS SCREAMING into a PIT OF BOILING LAVA.

PHANTOM

(looking into the lava pit)

Take them to your grave, Kabai Singh.

A GROUP OF PIRATES rush toward Phantom.

DIANA

sees them coming. Inspiration strikes. She grabs a sword from the floor --

DIANA

Sala!

SALA

turns in Diana's direction. Diana tosses her the sword. Sala snatches it out of the air.

DIANA

Cut the rope!

Sala sees a rope in front of her. She doesn't hesitate -- she just cuts it! This is what happens next:

A ROPE NET

suddenly ensnares the charging Pirates and HOISTS them up into the rigging.

PHANTOM, DIANA AND SALA

join up.

PHANTOM

(to Diana)

Thanks.

DIANA

Don't mention it.

PHANTOM

That net won't hold them long.
We've got to get out of here.

SALA

Take me with you! I'm not one
of these Brotherhood guys.

Phantom glances around.

PHANTOM

This way.

INT. A DARK PASSAGEWAY

Phantom, Diana and Sala run down the passageway.

INT. TORPEDO BAY

Phantom, Diana and Sala enter. The room is steel plated and contains several huge TORPEDOES and FIRING TUBES; numerous controls and a periscope. It looks like something out of Jules Verne.

PHANTOM

Torpedoes.

DIANA

This explains all those missing
ships.

Phantom has already begun inspecting the torpedo. He slides back a panel to reveal a long HOLLOW SECTION inside.

PHANTOM

(to Diana)

You and Sala can escape inside this torpedo. I'll shoot you to the surface.

SALA

That's a live warhead on there. If it hits anything, we're fish food.

PHANTOM

It won't hit anything. I'll use the periscope to make sure the path is clear.

DIANA

What about you? How will you get out?

Phantom glances around and spots something. (We don't know what.)

PHANTOM

Don't worry about me. I'll be right behind you.

(beat)

Come on -- climb in. There isn't much time.

Diana and Sala climb into the torpedo and Phantom slides the panel closed. Then he moves to a SPOOL OF THICK CHAIN attached to a winch. He HOOKS the end of the chain to the back of the torpedo and gives it a strong tug to test its strength. (Now we know what Phantom meant when he said, "I'll be right behind you." He's going to hang on to the chain and be pulled through the water to the surface.)

He goes to the periscope and looks through the eyepiece:

PHANTOM'S POV THRU PERISCOPE:

The path is clear. No ships on the horizon.

RETURN TO SCENE

As Phantom pulls a lever on the control panel and the torpedo is AUTOMATICALLY LOADED into the firing tube.

Then, without warning -- Quill appears behind Phantom. Sensing his presence, Phantom whirls around. Quill throws a PUNCH that CLIPS Phantom on the jaw, knocking the Skull from his hand.

THE SKULL

goes CLATTERING across the floor and rolls right up to the feet of DRAX!

QUILL

pulls a knife and THE FIGHT IS ON! Hand to hand ... struggling for control of the knife.

QUILL

I already killed you!

PHANTOM

No -- you killed my father!

Punishing, bone-cracking, flesh-bruising PUNCHES are now exchanged.

DRAX

is oblivious to the life and death struggle between Phantom and Quill. His eyes glisten as he picks up the Gold Skull.

DRAX

At last ...

He immediately joins the Gold Skull with the other two. Sparks CRACKLE and fly between the three Skulls. Their eyes begin to glow. BEAMS of LIGHT shoot out. Smoke and mist appear. JUNGLE DRUMS POUND.

DRAX

At last! I conjure Thee, O Malphus! I summon Thee in the name of Lucifer! Odo cicale Qaa!

PHANTOM AND QUILL

SLAM against the control panel hitting a lever that LAUNCHES THE TORPEDO. Rockets FIRE UP that propel the torpedo through the tube.

THE CHAIN

attached to the torpedo begins to unspool at high speed.

PHANTOM

gets the advantage on Quill, pushing him against the wall, his forearm pressing into Quill's throat, almost cutting off his air supply.

PHANTOM
(through clenched
teeth)

You have something that belongs
to me.

Phantom's free hand moves down toward Quill's waist. It grabs the Skull Head Gunbelt and RIPS it free. That's when something begins to emerge from the cloud of mist surrounding the Skulls ...

A HIDEOUS WINGED DEMON!

A towering, fearsome apparition spawned in Hell (looking very much like the native idol of four hundred years ago) -- its appearance accompanied by a cacophony of tortured screams and pounding drums.

Drax drops to his knees.

DRAX
O Malphus! Spawned at the Dawn
of Ages! Commander of forty
legions! Lord of all Sorcery --
I have invoked Thee!

The Demon responds with an ungodly ROAR. Then ENTERS DRAX'S BODY! Drax reacts like a guy getting a supernatural enema. Then he SWELLS to enormous size and takes on the appearance of the Demon.

BOLTS OF BLUE LIGHT

begin to fly from the Demon's claws.

Phantom uses Quill as a shield. ZAP! Quill is FRIED to a crisp! Phantom tosses his smoldering carcass aside.

Now it's just Phantom and the Demon. They circle each other like gunfighters. Who's going to draw first? Phantom's got one eye on the Demon and one eye on the unspooling chain: his last chance for escape.

Finally, the Demon makes its move, discharging its full force of blue death.

PHANTOM'S FIST

flies out from his side. The Demon's death rays converge on the SKULL RING, and are DEFLECTED STRAIGHT BACK at the Demon.

THE DEMON

pours all its power into the fight, emitting a constant and powerful stream of lethal blue light at Phantom.

PHANTOM

uses every ounce of strength at his command to repel the death rays. He supports his outstretched fist with his other arm, and he sinks to one knee. His face grimaces in pain and sweat streams down his forehead.

But he gives back everything the Demon sends his way. Something has got to give ... and it does: the Demon EXPLODES! In a flash of blinding white light that rocks the entire volcanic island. At the same moment --

THE CHAIN

comes to an end. It pulls tight for a moment -- then SNAPS.

PHANTOM

LEAPS for the end of the chain and just manages to grab hold. It pulls him THROUGH THE FIRING TUBE and out to sea.

UNDER WATER

The Torpedo slices through the murky depths. Phantom begins to work his way up the chain, hand over fist, fighting the water's strong opposing force.

INT. THE PIRATE CHAMBER

The Pirates have almost cut themselves free from the net. But now there is a RUMBLING noise. It grows louder and louder. And a huge BALL OF FIRE bursts into the chamber from the passageway leading to the torpedo bay. The Ball of Fire EXPLODES.

EXT. THE OPEN SEA - DAY

The Torpedo bobs to the surface in calm water. A moment later, Phantom surfaces as well. He works his

way along the Torpedo toward the panel -- then slides it back.

PHANTOM

End of the line.

Diana and Sala sit up and look around. Thrilled to be alive.

DIANA

We made it.

She throws her arms around Phantom's neck. In the distance, we can see the fog shrouded volcanic island. As Diana is thanking Phantom, the VOLCANO ERUPTS spewing fire and debris high into the sky. Phantom, Diana and Sala watch in awe as the entire island is destroyed by explosions from within, SINKING slowly into the sea.

The Singh Brotherhood Spider Web Symbol appears in the sky, formed by red smoke. It lingers there for a moment above the sunken island -- and then the wind sweeps it away.

DISSOLVE TO:

INT. SKULL CAVE/CHRONICLE ROOM - DAY

Phantom sits at his tall desk writing in his journal by candlelight. He hears a noise and looks up. Diana enters, followed immediately by Guran.

GURAN

I'm sorry, Ghost Who Walks.

PHANTOM

That's all right, Guran.
(beat)
Come in, Diana.

Diana approaches Phantom as Guran departs.

DIANA

I'm leaving soon ... but I can't go.

PHANTOM

(hopefully)
You can't?

DIANA

I can't leave without knowing. I have so many questions ...

PHANTOM

(innocently)

I don't know what you mean,

I --

DIANA

-- don't! Just stop. I don't want to play that game anymore. Just tell me the truth. I want to know the truth.

Phantom is silent for a moment.

PHANTOM

All right, Diana. I will tell you everything.

(beat)

It all began four hundred years ago when a small boy saw his father savagely murdered by pirates of the Singh Brotherhood. It was all the boy could do to save his own life. He jumped overboard and was washed up on the shores of this jungle.

DIANA

You're not going to tell me that little boy was you?

PHANTOM

(confused)

No. Of course not. How could that be? That would make me over four hundred years old.

(beat)

But that young boy swore an oath of vengeance -- to fight piracy, greed and cruelty in all its forms. And he became the first Phantom. I am his descendant, Diana -- pledged to carry out his oath.

(grabs the gunbelt

he took from Quill)

Come with me. I want to show you something.

Phantom leads Diana toward a huge wooden door which he slides back revealing ANOTHER CHAMBER. Inside this chamber are TWENTY PHANTOM COSTUMES hanging from a long pole. Diana reacts to the sight.

PHANTOM

The mantle of the Phantom has been passed down from father to son. Twenty Phantoms came before me. No one knew that. They thought it was the same Phantom. They thought he was immortal, so they called him the Ghost Who Walks.

(pause)

I'm not immortal, Diana. I was born right here in this cave, and I was educated in America. When my father was killed, I came back to take his place.

DIANA

And one day, your own son will take your place.

PHANTOM

Yes ...

This is followed by a brief, but awkward silence. Phantom indicates one of the costumes.

PHANTOM

This belonged to my father.

Diana reacts, then touches the costume.

PHANTOM

Sometimes I feel that he's still with me. I have conversations with him in my head. It helps me to think, to sort things out. It's as if he's standing next to me.

Suddenly DAD APPEARS, but only to Kit.

DAD

I am, Kit.

(beat)

I see you got my gunbelt back. Good. Put it where it belongs.

Kit puts the gunbelt around the waist of his father's costume.

DAD

Thank you. Maybe now I can get some rest. Oh, Kit ... one more thing ...

(glances at Diana)

I like her.

PHANTOM

So de ...

DIANA

What did you say?

PHANTOM

Uh ...

Guran enters, taking Phantom off the spot.

GURAN

The plane for Miss Palmer is waiting, Ghost Who Walks.

PHANTOM

Thank you, Guran.

Guran departs. Phantom turns to Diana.

DIANA

Does Guran know the truth?

PHANTOM

Oh, sure. He just likes to call me that.

Diana smiles, then bends down to ruffle Devil's fur.

DIANA

Goodbye, Devil. Take good care of your master.

(rises to her feet)

I better go.

EXT. JUNGLE - DAY

Phantom and Diana, riding on Hero, gallop through the jungle. Phantom reins Hero to a halt and he dismounts with Diana. They take a few steps and soon have a perfect view of the beautiful

JUNGLE BEACH

A SEA PLANE is docked on the water. A PILOT dressed in flight gear stands on the bank of the lagoon with BACK TURNED TOWARD CAMERA. The Pilot now turns: It's Sala. She waves to Phantom and Diana.

An awkward silence follows as the moment of separation is upon them.

DIANA

Before I go ... take off your mask. Let me see your face ...
Kit.

Phantom pauses, then obliges her. He removes his mask. Diana smiles.

PHANTOM

I'm not really permitted to reveal all these secrets, Diana.

DIANA

You're not?

PHANTOM

Well, actually, I am. But only to one person.

DIANA

Who is that?

PHANTOM

The woman I intend to marry.

DIANA

The woman you intend to marry?
(smiles)
But what if she refuses you?

PHANTOM

Nobody refuses the Phantom.

And then he takes her in his arms and kisses her. It lasts a long time. After they part, they hold each other's look for a moment ... and then Diana steps away, walking uncertainly toward the lagoon and the Seaplane that will take her back to New York. Phantom watches her depart, then replaces his mask, mounts Hero, reins him around and rides back into the jungle.

EXT. THE SEAPLANE - FLYING - DAY

The Sea Plane skims over the tree tops of the lush Bengalla Jungle. Diana looks down. Through the tree branches she glimpses Phantom astride Hero, THUNDERING down the jungle path. Sala turns to address Diana; speaking loudly to be heard above the rushing wind and the roaring engine.

SALA

You'll be back.

Diana doesn't reply, but she wears a wistful expression. Sala pulls back on the stick and the plane begins to gain altitude. Soon the mysterious Bengalla Jungle is far below them ... and the plane disappears into the clouds.

INT. SKULL CAVE - DAY

Wearing his kingly robe, Phantom ascends the Skull Throne. He sits there majestically as the CAMERA PULLS AWAY and the MUSIC SWELLS.

THE END