

THE UNBELIVABLES

by Ed Solomon

FIRST DRAFT
Dec. 9, 1987

FADE IN:

HAND-HELD SHOT - A MIDDLE-AGED COUPLE

Stands in front of an old smoke-stained building. The Woman speaks directly TO CAMERA.

WOMAN

He came out of the sky, through the smoke, and he walked right up to the building. We didn't know what he would do. All of a sudden he inhales. One breath, maybe two, I dunno. But the fire's out.

(lights a cigarette)
Afterwards I offered him a smoke, but ...

MAN

The man will inhale an entire building but he won't smoke a cigarette. Go figure.

CUT TO:

HAND-HELD SHOT - CLOSE ON MIDDLE AGED MAN

Standing behind the counter at a "One Hour Martinizing" Cleaners.

MAN

The Unbelievables? Oh, yeah, sure. I used to hang with em all the time. Flame. Poet. Magnetto. All of em. Well, I didn't really "hang" with em. But a lot of em brought their capes and stuff in here.

CUT TO:

HAND-HELD SHOT - A MAN IN A "PETERBILT" HAT

Stands in front of his truck.

MAN IN HAT

Once I remember Cupid (you know, the chick with the arrows and shit, uh, stuff, excuse me), anyways she nails Dober-Man -- phhwwaaap -- right in front of my rig. I mean right in front of me. I call back "Jerry! Hey Jerry!" (Jerry's my partner) but soon's I turn around
(more)

MAN IN HAT (Cont'd)

... poof. She's gone. I says
to Jerry "that's some chick, Jerry"
and Jerry, he agreed.

(then)

Of course, that was back when they
were all, you know I dunno -- what's
the word? Good.

CUT TO:

HAND-HELD SHOT - A FAT LANDLADY

Gestures toward the large apartment complex behind her.

FAT LANDLADY

... and Brain Child lived up there,
in D-7. He was a very nice boy.
Very bright. It was before his,
you know --

(whispering)

-- break down.

(then, pointing to another
window)

And Invisible used to live right
next door, before he got married.
We used to joke that he could leave
the drapes open when he changed
and it wouldn't matter.

(laughs, then sighs)

It was a very big joke around the
complex.

(then:)

I'm telling you, it was such a
shame, what happened.

CUT TO:

HAND-HELD SHOT - CLOSE ON MAN

With briefcase.

MAN

It's funny -- they were so much
a part of my growing up. Sometimes
I say to myself whatever happened
to them? You know?

(laughs)

But I think really I'm saying
whatever happened to my youth.

(then)

What ever did happen to them?

CUT TO:

BLACK

Over darkness we HEAR eggs crack and slide sputtering into a pan.

FADE IN:

INT. KITCHEN

KATHRYN ACTION, 39, prepares breakfast. Behind her, her 11 year old son MICHAEL sits at a table, reading the comics. In the BACKGROUND two smaller children (2 year old SONYA and 4 year old STEVEN) play noisily.

KATHRYN
(calling upstairs)
Action! Action, breakfast!

INT. UPSTAIRS BATHROOM

CAPTAIN LIVE ACTION, 46, wearing old boxer shorts and a ratty t-shirt, flushes the toilet, spits toothpaste into the sink, and calls downstairs:

ACTION
(still groggy)
Just a sec.

Weary and tired, he splashes water on his face, looks into the mirror, and we:

CUT TO:

THE NOISY KITCHEN

Where Kathryn is dishing eggs onto the table. Michael, wearing sunglasses, still reads.

KATHRYN
Shades off, kiddo. Breakfast.

MICHAEL
Defenders eat in shades.
(as they're removed)
Mom!

KATHRYN
You'll never grow up to be a Defender
if you don't eat a healthy breakfast.

BEHIND KATHRYN, four year old Steven rises off the ground and is now floating in the air.

KATHRYN
(this is routine)
Steven, don't fly.

Steven floats over to his two year old sister and playfully pokes at the top of her head. Sonya shrieks gleefully.

SONYA
Steben-donn-fly.

KATHRYN
Steven, don't fly, you'll hurt
your sister.

MICHAEL
(to his little brother)
Act normal, dweeb.

KATHRYN
Michael ...

Skillet still in hand, Kathryn makes a casual mom-like sweep of her arm and plunks Steven back onto the ground.

ACTION (O.S.)
Morning, troops.

ANOTHER ANGLE :

Ad-lib "good mornings" as Action, now dressed in street clothes and carrying a briefcase, enters.

Steven immediately flies INTO FRAME and thumps into his father's chest.

STEVEN
Daddy!

ACTION
Hey kid.

Action casually sets him down (he's done this before), grabs a cup of coffee.

STEVEN
(as he waddles away)
Hey kid.

KATHRYN
(kissing Action)
Hey kid.

MICHAEL
Dad, are you a fag?

ACTION

Me? I don't think you'd be here
if I was. Why?

MICHAEL

My friend Howie Gold says you're
a fag cause you used to wear tights.

SONYA

Daddy fag.

ACTION

Tell your friend Howie Gold I said
he's a fag.

KATHRYN

Ax.

ACTION

Alright, tell him I said he's not
a fag.

MICHAEL

Defenders don't wear tights.

ACTION

The Unbelievables worked differently
than the Defenders do.

MICHAEL

Defenders are very cool.

KATHRYN

(to Action)

Eggs?

ACTION

I'll eat at Edna's. I gotta get
this layout in.

KATHRYN

The yogurt ad thingy?

Action nods.

MICHAEL

We're gonna learn shooting at camp
next week.

KATHRYN

(re: the layout)

They're gonna love it.

Action nods, shrugs. He doesn't really care whether they like it
or not.

MICHAEL
(finger as gun)
Blam!

Action closes the door and we:

CUT TO:

INT. DOCTOR'S OFFICE - MORNING

Middle-aged DR. SEYMOUR BROSS faces a seemingly empty examining table and holds a triangular reflex hammer at knee level. He swings it. And even though he seems to be hitting at thin air, we do HEAR him connect with something -- "THWICK".

DR. BROSS
(non-plussed)
Uh huh ...

He aims a foot or so to the left, swings, and we HEAR him connect again -- "THWICK".

DR. BROSS (CONT'D)
Uh huh ...
(then; looking up)
Okay, Invisible, you wanna hop
down for me?

INVISIBLE
Sure, Doc.

We HEAR the rip-like hiss of butt cheeks leaving naugahide, SEE the then-indented table pad now relax and rise, then HEAR the uneven thud of bare feet on hard wood.

MEL INVISIBLE is having his routine check-up.

Dr. Bross reaches his hand "under" Invisible (whom, of course, we never see).

DR. BROSS
You wanna cough for me?

INVISIBLE
I hate this part.

DR. BROSS
It's no picnic for me either.

Bross squeezes. Invisible COUGHS. Squeeze. COUGH. Then Bross nonchalantly nods and marks a clipboard.

DR. BROSS
Move to the scale, would ya, Mel?

INVISIBLE

You got it.

We HEAR footsteps and PAN TO the scale.

DR. BROSS

So how you been feeling lately?
You depressed about anything?

Bross crosses, then brings the measuring device to the top of Invisible's head. It measures him at 71 inches (5 foot 11).

INVISIBLE

Why?

DR. BROSS

Well, your blood alchohol level
tells me you've been hitting the
sauce a bit. Step up.

SOUND of feet on metal. The base creaks and dips. The scale
tips all the way to 242 pounds. Yikes. Bross exhales.

DR. BROSS (CONT'D)

Up 25 since last time. What's
going on, Invis?

(beat)

How's Qupid and the kids?

Silence.

Dr. Bross nods. Then:

DR. BROSS

Well maybe this'll cheer you a
bit. My brother in law asked if
you'd sign this for him. It'd
sure cheer him a bit. He's from
the sticks, you know how it is.

Bross removes an 8x10 glossy photo of ... NOTHING, with the words
"The Unbelievable Melvin Invisible" written in block letters
at the bottom.

INVISIBLE

Oh yeah, sure. I'd be happy to
slap on the old John Hancock.

(looking at the photo;
probably smiling)

Oh, Christ. I remember when this
was taken. Jesus.

And as Invisible starts to sign the old photo, we:

CUT TO:

EXT. "PO'S PROSE 'N MOMENTOS" GREETING CARD STORE - DAY

On the front of the building is a life-sized drawing of a young man in modern-day Shakespearean garb poised for battle. A sign below it reads: "If you love someone, show it, with greeting cards by POET, famous ex-Unbelievable."

We HEAR the scratching of pen on paper and:

POET'S VOICE (OVER)
To Earl --
(improvising)
"Though the years ... Like rivers
... Seem to've washed into the
sea ...

CUT TO:

INT. STORE - SAME

In the background, a TV SOAP OPERA drones on as:

51 year old JOHN SCRIBE -- AKA "THE POET" sits behind the desk of his small card shop, writing on a greeting card.

POET
(continues)
"I'm still here for you ... As
you've always been for me." Love
--
(looks up)
Nadine?

A large, older WOMAN beams down at him and nods. Poet signs his name on the front and hands her the card.

POET (CONT'D)
Thank you, Nadine.

WOMAN
You're welcome. Now, I've got
one for you. Ready? "You're a
poet, and you didn't know it."

Beat. The woman beams proudly. Poet forces a smile. Bet he's never heard that one before.

WOMAN (CONT'D)
You can have that.

Poet thanks her. She turns and starts out.

POET
(suddenly)
Oh, watch out for Mega Dog!

WOMAN

Oh!

And she side-steps just in time to avoid --

THE INCREDIBLY OLD, MOPEY, RED-EYED HOUND DOG

which sleeps, paws up and tongue hanging out its mouth, in a small patch of sunlight under the front window. This is MEGA DOG, and he looks like what you'd get if you crossed a basset hound with a tortoise. What may have been an old "M.D." cape lays knotted and chewed on the floor next to him.

Mega Dog flaps his floppy jowl and continues sleeping. The door closes. And now:

POET

is alone at his desk. He picks up the half-done crosswords when something catches his eye:

The headline of the Metro section reads: "DEFENDERS 10 FOR 10 IN JULY -- Grandville Federal, Center Square, sight of failed attempt".

Poet stares at it. Thinks for a second.

Then he opens a drawer and pulls out a marked-up map. He locates and asterisks Center Square. Then he looks at the constellation of recent markings. Is there a pattern of some sort? His brow furrows.

Then he looks at the headline again. Defenders 10 for 10. He shakes his head, sighs.

POET

Christ, Mega Dog, what the hell
am I doing to myself here?

And Poet grabs his map and crumples it up and we:

CUT TO:

EXT. CROWDED SIDEWALK - GRANDVILLE, ILLINOIS - MORNING

Action weaves through the morning hustle-bustle, paying no attention to the occasional glances of recognition from the passersby. A Grandma points him out to her nonplussed grandson. A vendor waves. At one point a STREET MIME makes a "big muscle" and follows him a few feet before walking back against the wind. Business as usual.

(Grandville is a city geo and demographically comparable to, say, Portland, Oregon or San Jose, California.)

Action passes a continuous row of BILLBOARD ADS which adorn the building next to him -- "KOOKIE LUVVERS' KOOKY KOOKIE KREATURES"; "DRIVE A HYUNDAI, TODAY"; "NOUVELLE YOGURT, THE GROW-GURT"; and, lastly: "BE GOOD TODAY -- THE DEFENDER WAY" -- before turning and entering the building on which they were hanging and we:

CUT TO:

INT. LAMSON & ASSOCIATES ADVERTISING AGENCY

A SECRETARY sits behind a desk as an eager young intern (BUZZ) shows the ropes to a new FEMALE INTERN (who wears an "I should be good -- the Defenders" t-shirt). They turn as:

Action enters and begins crossing toward Lamson's office.

Buzz steps in front of him.

BUZZ

Hello there, Mr. Action, my name is Buzz the intern. Or, more actually, my name is Buzz, I'm a intern. Duhh.

ACTION

Duhh. Of course. Duhh.
(then)
Well. A pleasure.

Action crosses toward the inner office. Buzz follows.

BUZZ

Allow me, sir.

Buzz opens Lamson's door.

ACTION

Thanks, Buzz.

BUZZ

May I tell you that I don't care what anyone else says, but I'm a very large fan of you and your compadres, sir. I find you all most ... what's the word?

ACTION

Bueno?

BUZZ

Absolutely.

Action fakes a smile, shakes his head, ducks into --

LAMSON'S OFFICE

where K.T. LAMSON looks up from her desk and nods hello. Action pulls the door closed. It jams. Buzz extends his hand through the crack.

BUZZ

Nice to have met you.

ACTION

Absolutely.

The door closes. After a beat it reopens. Buzz the intern:

BUZZ

Coffee?

ACTION

No thanks.

BUZZ

Ms. Lamson?

LAMSON

No thanks, Buzz. Thanks.

Door closes.

LAMSON (CONT'D)

(re: Buzz)

Asshole putz intern.

Action sets his drawings on her desk.

LAMSON (CONT'D)

(re the ad)

Nouvelle Yogurt?

Action nods. Lamson removes the drawings from the folder and scans them.

LAMSON (CONT'D)

You know, for whatever it's worth, they're real happy with your work. They want to use you on their cookie account.

(looking up)

I told them they couldn't have you. That you were gonna let me talk you into working on the Defender account. Right?

ACTION

C'mon, Kate. You know I don't believe in advertising for --

LAMSON

(shrugs)

I know, I know. Just thought I'd try.

Lamson looks back at the drawings. Action glances over at:

LAMSON'S WALL

On which are PHOTOGRAPHS of Lamson with many different celebrities: Lamson with Willie Mays (1974); Lamson with Sonny and Cher (1972); Lamson with the Rev. Jesse Jackson (1985); Lamson with Action and three other Unbelievables (1969); Lamson with Mr. and Mrs. George Bush (1980).

INT. OUTER OFFICE - SAME

Buzz is whispering to the secretary (TRISHA) and the intern (MARY JO).

BUZZ

He totally was an Unbelievable.

MARY JO

A who?

TRISHA

Didn't you know anybody killed when that camp bus crashed? You know, when that Good Guy "Super-Ego" or whatever his name was was driving? You know.

BUZZ

They were the Superheroes who screwed up.

MARY JO

Oh, wait. Yeah, yeah, right.

(then)

He's an Unbelievable?

The other two nod.

MARY JO (CONT'D)

What's his ... you know -- thing?

TRISHA

Supposably when his mom was pregnant there was this cartoon on, and then this chemical-I dunno-lightening-radiation-something or other --

BUZZ

The dude can totally act like a cartoon.

MARY JO

No way.

BUZZ

(nodding)

Way. He was totally born with it.

MARY JO

Oh, how sad.

TRISHA

I didn't see this but my mom did: once he lifted a truck and he became an accordian for fifteen minutes afterward.

The door opens. Action enters and stops.

ACTION'S POV: The three kids looking at him. Mary Jo especially.

MARY JO

(blurting)

Will you do the accordian thing?

BUZZ

(cringing)

Don't be ridiculous, Mary Jo. The man's not here to perform.

(to Action)

Excuse me, I know what you do is not a "performance" per se.

(to Mary Jo)

And besides, he only becomes an accordian if something heavy falls on him, like an anvil, or a piano; or such. Duhh.

(to Action)

Sorry.

ACTION

(crossing)

Don't worry about it.

He exits. HOLD ON Buzz, looking daggers at Mary Jo.

MARY JO

(innocent)

What?

EXT. BUILDING - 30 SECONDS LATER

Action has just stepped outside when he is stopped by:

BUZZ'S VOICE

Excuse me, Mr. Action, sir?

Action turns.

INT. LAMSON'S OUTER OFFICE - A MOMENT LATER

Buzz, Trisha, and five or six other YOUNG WORKERS look on eagerly as Mary Jo lifts a pencil above Action's head and giggles nervously.

BUZZ

Hurry up. The dude's not a sideshow.

ACTION

("smiles")

Thanks, Buzz.

BUZZ

Absolutely.

Then Mary Jo timidly taps Action on the head with the pencil. Nothing happens.

BUZZ

Harder, Mary Jo. The dude's used to it.

MARY JO

Harder? Will I -- ?

ACTION

Believe me, I've had worse.

Okay... so Mary Jo reaches behind her, grabs a telephone off the desk, and slams Action over the head with it.

Everyone watches. After a beat:

We HEAR a WHISTLE SOUND and a flesh-colored BUMP rises from the top of Action's head. When it reaches a height of about six or seven inches, it stops, we HEAR BIRD NOISES, and two or three little BIRDIES circle the bump. Then the birdies disappear and, accompanied by a REVERSE WHISTLE SOUND, the bump recedes back into his head.

People are suitably impressed. A few start to clap.

CUT TO:

EXT. GRANDVILLE - DAY

Action exits the building and squints from the change in light. He walks a little ways when all of a sudden he FREEZES. Commotion is swelling around him.

Somewhere a GLASS BREAKS. An ALARM goes off.

Action turns, looks:

DOWN THE BLOCK

Where two PUNKS IN MASKS are robbing a jewelry store. There is a gunshot. People dive to the ground, scatter. But:

ACTION

Stands, immobile. Then he closes his eyes, inhales deeply ...

... and drops his briefcase and starts running across --

THE STREET

where a passing car SCREECHES to a halt.

DRIVER

Hey! Watch it asshole!

Action staggers, apologizes, then darts around the car, hops up onto the curb and starts running down the block but you know that feeling when you're running and running but you just seem to be going really slow? Well that's actually happening to Action. He is going slower and slower and finally he looks down and sees that for the last fifteen yards he has been running in WET CEMENT.

ACTION

Shit.

Action sticky-high-steps back onto the sidewalk and tries to run but CANNOT MOVE as his feet are now BIG BLOCKS OF CEMENT.

ACTION (CONT'D)

Damnit! C'mon ... !!

Action closes his eyes, inhales, reopens his eyes, looks down. The blocks are gone --

ACTION (CONT'D)

Thank you.

-- and he continues down the street toward:

THE JEWELRY STORE

-- and is about to yell:

ACTION

Hold it!

-- when TWO GUNSHOTS pierce the air and rip through the stunned Punks, causing them to lurch forward and topple to the ground in front of him. Action stops mid-word as:

A JEEP skids up and two DEFENDERS leap out, carrying guns.

DEFENDER #1

You can relax, folks. It's all under control.

The now-relieved crowd begins to cheer as:

DEFENDER #2

(walks to the Punks)

Well guys, you know what they say:

It's a positive skill ...

(now including the crowd)

... to act with good will.

Defender #2 smiles. The crowd echoes agreement.

ACTION

breathing hard and wiping the sweat from his brow, steps backward as the onlookers, eager to get a glimpse of the Defenders, begin to engulf him.

Then he turns and ducks out, unnoticed, crosses the street and heads back to pick up his briefcase, and we:

CUT TO:

INT. POET'S SHOP - DAY

Poet wipes a tear from his eye as ON TV some SOAP OPERA WOMAN has re-found her true love. Poet watches, rapt. But he is jarred out of it by:

A PRINTED CRAWL which now runs across the screen: "Number 11 in a row for the Defenders. A jewelry store near Tracy and Ivanhoe. Details at noon with Jeff and Tina."

Poet blinks. Thinks. Then sinks in his chair.

POET

Tracy and ...
 (he shouldn't think about
 this)
 Po, forget it; you'll just regret
 it.
 (but yet ...)
 But yet ...

Poet sighs. Then shrugs, shakes his head, and looks looks at the balled up map laying in his garbage can. He hesitates a second, then reaches down and pulls it out.

CUT TO:

INT. "EDNA'S EATS" DINER - CLOSE ON A BLACK AND WHITE PHOTO

Of six long-haired UNBELIEVABLES sitting in a corner booth in 1973. On it the inscription: "For Edna -- okay, okay, we'll eat. Love, Po Ax Super-E Stretch Flame Invis".

FLAME (O.S.)

Cement blocks, huh? That's ripe,
 man. I'll bet he gets them in
 bed too.

(quickly)

Hey hey, just kidding, Ax.

Some laughter. Flame coughs.

STRETCH (O.S.)

Seriously, Ax, I wouldn't worry
 about it. Last month I sprained
 my ankle trying to get my kid's
 kitten out of the Goddamned
 bouganvilla.

CAMERA PANS PAST a placard with the inscription: "Set your sights,
 then set an example -- Super-Ego."

ACTION (O.S.)

I must say, though, those guys
 are pretty damn impressive. Quick.
 Efficient. Precise.

And after PASSING more photographs (various combinations of 11 or 12 different Unbelievables) dating from between 1958 and 1976, CAMERA finally COMES TO REST on:

A CROWDED BOOTH

At which sit Action, STRETCH (tall, gangly, black), FLAME (gruff, chain-smoking), and a large naugahide indentation (and a bottle of J.D.) indicating Invisible. All are in their mid-to-late forties.

STRETCH

A tad violent for my tastes, but...

ACTION

(shrugs)

Hey, it's the way it is now, man.

FLAME

City's clean. My wife walks the streets safe. What more can you ask for?

STRETCH

My kid sure loves em.

ACTION

Mine too.

INVISIBLE

Mine three.

Invisible drunkenly BELCHES. The guys react.

ACTION (CONT'D)

Yikes!

FLAME

(fanning the air)

Jesus, Invis. My God, you're gonna pickle yourself.

STRETCH

We gotta set him up with someone before his breath makes me go bald. Hey Edna? Who do you know Invisible can go out with?

Matronly waitress EDNA sets down plates of food.

EDNA

Depends on what ya like, Invis.

INVISIBLE

Well, firsht of all, she can't be too much into looks.

(off their laughter)

What? What's sho funny? It's not that I'm not good looking, mind you.

Flame's laughter turns into a COUGH. As he does a raspy wisp of FIRE jets from his mouth.

FLAME (CONT'D)

'Scuse.

STRETCH

Jesus, Flame, cover your mouth
when you cough, would ya? I mean,
Christ, if yours and Invisible's
breaths collided, we'd likely to
have an explosion.

Edna lays a burger in front of Stretch.

EDNA

... Stretch ...

STRETCH

Thanks sexy. Catsup? Wait, I
got it.

Stretch reaches fifteen feet and gets a bottle off the counter.

INVISIBLE

In fact, believe it or not, I happen
to be a pretty damn good lookin'
guy.

Edna slides a plate of cottage cheese toward Invisible.

EDNA

Invis. Your dieters' de-lite.
And I'll keep an eye open on the
fe-male front. But give Qupid
a little time.

INVISIBLE

She's had two months and a half.

(BELCH)

Shorry.

(BELCH)

Shorry.

EDNA

And ... Action.

Edna hands Action a plate of fish.

ACTION

Thanks hon.

EDNA

(leaving)

Uh huh.

Action lifts his fish by the tail and places the entire thing
in his mouth.

ACTION

(mouth full)

So were we ever that quick? That's
what I wanna know.

STRETCH
I dunno. Probably.

FLAME
Probably not.

Then XYLOPHONE MUSIC as Action pulls the entire FISH SKELETON, clean and whole, out of his mouth and sets it on his plate.

ACTION
Yeah, who cares, right?

Then a cowbell clanks and attention shifts to:

THE FRONT DOOR

which opens. After a beat, Mega Dog waddles in and yawns. The guys all ad-lib "hellos" to him. They like him. Mega Dog, barely hearing them, slowly turns his head.

MEGA DOG
(barely audible)
Rrrrrrrrrroooooouuuuf.

Then he yawns again, his hind legs give way, and he plops down onto his butt and falls asleep.

Then Poet enters, scribbling on a note pad. He turns somewhat dramatically to the guys.

POET
Guys, guys -- I'm so glad you're all here.

FLAME
It's lunchtime, Poet -- we're always here.

IN THE DINER

Poet crosses. He pulls up a chair.

POET
I know, I know -- but I'm desperate for your ear.

The guys look at each other.

FLAME
Uh oh.

STRETCH
Must be serious. He's rhyming.

POET

Serious?? My head, my body, my
everything is reeling. And I swear,
this time it's more than just a
feeling.

FLAME

Poet. About the rhymes ...

POET

I'm sorry, but you know me -- I
can't help it sometimes.
(quickly)
Sorry.

ACTION

So what's up this time, Po?

Poet sets his marked and crinkled map on the table and breaths
deep.

POET

Guys, okay. I've been thinking
about it, and recently surmised
that this rash of crimes lately
seems pretty organized.

Pause. Poet looks around. The guys look at each other. Then at
Poet.

STRETCH

Yeah?

FLAME

So?

STRETCH

So what do you want from us?

POET

Well, Jesus, Stretch, that's what
I came to discuss.
(re his last rhyme)
Sorry. I'll try. But that one
just slipped b... past.

FLAME

(re Poet's not rhyming)
Thank God.

STRETCH

(to the heavens)
At last.
(beat)
Fuck. Now he's got me doing it.

ACTION

So Po, what's going on? Why are you bringing this up?

POET

What? Why am I -- ?? I mean, Jesus, if there's some sort of core, I was thinking, perhaps, we oughta ex ... plore. Sorry. It's just that, well, I've got this feeling like something's really wrong, and it's been gnawing at me now for pretty goddamned --

STRETCH, FLAME AND ACTION
(completing Poet's sentence)

-- long?

POET

(beat)

Yes. Yes, exactly.

STRETCH

(to the others)

Okay, so who's got "Standard Poet Speech Number 214"?

Flame, a bit fed up, points to Stretch. Stretch turns to Poet.

STRETCH

Po -- okay, look, man, it's great that you're still interested in this stuff and all, but, well, you know ... it's just not up to us any more.

POET

I know, but I think --

FLAME

(jumping in)

Poet, save it.

ACTION

Flame --

FLAME

(to Action)

No, I mean it. I mean, Jesus Christ, I don't mind when we joke around about stuff but gimme a fucking break ...

POET

Flame, I'm sorry, but --

FLAME
 (wheeling)
 It's over, Poet. Period. We fucked
 up and it's over. And I'd like
 to get on with my life. Period.

Pause.

ACTION
 Po, if you're really serious about
 it, you should just report it.

POET
 Rep -- to who??

STRETCH/FLAME
 Defenders.

Poet, aghast, looks to Action. Action shrugs.

ACTION
 It's their gig, Po.

BELCH.

INVISIBLE
 I'm with them, Po.

Splat.

Invisible falls face-first into his cottage cheese, and we:

CUT TO:

HAND-HELD SHOT - 13 YEAR OLD GIRL

Flanked by a bunch of her giggling GIRLFRIENDS. They're in the
 "DEFENDERWEAR" section of a department store. She thinks for
 a minute, then nervously talks INTO CAMERA:

GIRL
 The Defenders? Okay, like, it's
 very hard to explain. But they're
 just ... I dunno. Babes. .

SECOND GIRL
 That is exactly the word.

GIRL
 Defender Number 8!!

THIRD GIRL
 Number 4!!

SECOND GIRL

Yow!!

CUT TO:

HAND-HELD SHOT - A BUSINESSWOMAN

BUSINESSWOMAN

Defenders? Results. I like that.

CUT TO:

HAND-HELD SHOT - A FAMILY

stands in front of a Mormon church.

FATHER

The Defenders embody a certain
moral ethic we find ... "healthy."
Especially in today's world of
weirdos.

(to his family)

Right?

(as they nod)

Ready?

FATHER AND FAMILY

(self consciously)

"The Defender Ideal. We make it
real."

They smile. We:

CUT TO:

HAND-HELD SHOT - A BUNCH OF FRAT DUDES

brewin' down in front of their house.

DUDE #1

Defenders!

DUDE #2

Whooo!

DUDE #3

I totally know a bunch of em.

DUDE #1

No way!

DUDE#2

Whooo!

DUDE #3

I totally walked into Safeway and said "Dude! Napkins, brau, condoms (I'm into major boning action), more brau -- whoa! It's totally Defender number sixteen!"

DUDE #2

Whooo!

DUDE #3

I'm totally all "Defender! Dude! Check out the house tonight, it's totally Hawaiian themed! Major babes." The dude shakes my hand. "Can't, dude, gotta work." (Okay, he didn't say "dude.")
(beat; serious:)
I was extremely impressed.
(then; looking O.S.)
Beer me.

DUDE #2

Whooo!

CUT TO:

EXT. THE DEFENDER BUILDING - DAY - ESTABLISHING

It stands sleek and proud over downtown's Center Square.

DEFENDER #8 (V.O.)

(genuine)

Yes, well, your map is certainly appreciated, Mr. Poet ...

INT. HIGH-TECH CONFERENCE ROOM

DEFENDER #8 leans across the table, sincerely trying to help.

DEFENDER #8 (CONTINUING)

... and, yes, we have been aware of a certain trend. But, as I'm sure you're aware, whoever has been organizing this has proven him or herself no match for us.

REVERSE ANGLE

Action and Poet sit on the other side of the table. There are five or six other Defenders in the room. (For simplicity's sake, odd #'s refer to women; even #'s to men.) Action and Poet are easily twenty years older than any of them.

Poet takes a nervous sip of water, nods.

POET

Yes. But ... still ... I think there's someone dangerous. Someone hideous -- something completely insidious.

Action sighs, shifts uncomfortably.

DEFENDER #9

Such as ... ?

POET

Such as ... one of the super-criminals, perhaps.

This takes Action by surprise. He turns to Poet.

ACTION

(sotto)

What the hell are you talking about?

POET

(sotto)

I don't really know -- it just hit me.

ACTION

(sotto)

Jesus Christ, Po.

Action and Poet turn to Defender #8, who, a little unsure as to what to say, finally offers:

DEFENDER #8

Well, we do have all the super-criminals under lock and key, and have for some time.

DEFENDER #1

If you'd like, we'd be happy to take you down there and you could see for yourself.

Pause. Action looks at Poet. Poet nods to himself. Finally:

POET

Actually, no. That's okay. Sorry if I wasted some of your day.

Action stands.

ACTION

Let's go, Po.

(to the others)

Thanks.

DEFENDER #13

However, this is not to say that we don't sincerely appreciate your efforts here.

DEFENDER #8

And by the way. I'm sure you hear this a lot, but we're all real big fans of your work.

Pause. A couple other Defenders mutter agreement. Action looks around.

CUT TO:

EXT. RIVER BED - EARLY EVENING

Poet walks a few steps behind Action. Both are silent. Behind them is the silhouette of the city.

Finally:

POET

And I really thought I was coming back. I swear to God, I've lost it Ac.

ACTION

Xss. Xss. My nickname is Ax. Jesus, you're even stretching your rhymes.

POET

I don't like those guys. I mean, whadda they got that we don't?
(quickly)
Don't answer. It'll get me pissed. I'm not in the mood to hear a list.
(then; guttural)
FUUUUUUCK. We got robbed, Ax.

ACTION

We didn't get robbed.

POET

We did. Goddamnit, WHY? I mean, why did Super-Ego have to die? I mean, he was so good, so ... strong. Now everything's just, I dunno, so wr --

ACTION

(interrupting)
Nothing's wrong, Po.

POET

Everything's wrong.
 (turning to the city)
 I mean, look out there. It's like
 every year, almost every night,
 the silhouette grows some new light.

ACTION

City's growing, Po.

POET

I know. Right out from under us.
 You ever just feel, I dunno,
 anonymous?

ACTION

Po we've gone over this a million
 times: Times change. People change.
 It's called "life." And if it
 hadn't've been the bus crash, it'd've
 been something else.

POET

And that's okay with you?

ACTION

That's fine with me.

POET

And you're happy?

Action stops, turns to Poet.

ACTION

I'm happy. I'm very very happy.
 Look:

(Action "smiles")

See? Happiness. Now seriously
 Poet -- get a girlfriend or see
 a shrink or go back to school or
something because, well, Jesus
 Christ, Poet ... you gotta let
 go.

POET

Yeah but --

ACTION

Poet.

(beat)

Seriously, man. Now come on.
 Kathy and I'll make you dinner.

Beat. Action starts walking again. Poet follows.

POET
Yeah yeah yeah yeah but what gets
me is AH, FORGET ABOUT IT --

ACTION
Look --

POET
-- nah forget about it. (And you
notice I'm not rhyming by the way.)

(ACTION)
(I noticed. Thanks.)

POET
(I'm trying purposefully not to
rhyme) You're right. I gotta do
what you and the other guys did.
Get a life. A normal life. BUT
THE THING IS if I don't got my
intuition what do I got? I GOT
NOTHING. Damn.

ACTION
What?

POET
Nobody needs us any more.

CUT TO:

EXT. FRONT PORCH - EVENING

The DOOR OPENS, revealing two sorta half-invisible 5 and 11 year
old GIRLS who smile and call out --

KIDS
Daddy!!

-- and then rush out and hug their father's large but invisible
legs. Suspended above them are a bouquet of ROSES and a box
of CANDIES.

INVISIBLE
Is your mom home?

EXT PORCH - SUNSET - A FEW MINUTES LATER

QUPID, 40-ish, in a kitchen apron, sits next to Invisible on
the gently rocking porch swing, the flowers on her lap.

Every once in a while Invisible eats one of the candies.

QUPID
 (this is hard for her)
 It's nothing. You did nothing.
 It's just...
 (breathes deeply)
 ... it's just that you're ... not
 there for me.

INVISIBLE
 I knew it.

QUPID
 No no no! It's not that. This
 has nothing to do with the fact
 that you're actually invisible.
 It's more ... I dunno ...
 (putting her hand over
 her heart)
 ... here.
 (putting her hand over
 his heart)
 Or here. It's like, I dunno, like
 the flame has died or something.
 I was just getting depressed.

Pause. We hear Invisible snuffle. The bench rocks for a second,
 then we hear Invisible blow his nose. The bench rocks again
 as he returns his hanky. Pause. Then:

INVISIBLE
 And this guy, what's his name--?

QUPID
 Dave.

INVISIBLE
 Dave. He ... makes you happy?

QUPID
 (nods)
 Yeah, I guess. He's a good guy.
 He's okay. He ... I dunno, he
 makes me feel good. Or hopeful
 or something. I dunno, Mel.

Qupid suddenly gets up. The bench tips way to one side.

INVISIBLE
 Where are you -- ?

QUPID
 I gotta go in. Seriously. Please
 don't make it harder than it already
 is.

We hear the klunk of Invisible's knees hitting the porch.

INVISIBLE
Cupid, please.

QUPID
I'm sorry, Mel.

The door closes. We:

CUT TO:

DARKNESS - SOMEWHERE IN THE CITY

Which adjusts to become a VERY DARK, LONG HALLWAY ...

After a beat we HEAR:

A DISTANT VOICE
(whispering)
Hey, boss ... get a load a this.

A SECOND DISTANT VOICE
What?

Then we HEAR a distant DOOR (like a jail cell door) slowly CREAK OPEN ... and then, from way down the hallway:

THE SECOND VOICE
(laughs deviously)
Myaaa ha ha ha ha ... Yes. Yes!
YES!! Come, my friend ...

After a beat TWO DARK FIGURES steal out of what is apparently their jail cell and tip-toe down the hallway away from us.

THE SECOND VOICE
(whispering)
Psssst. This way.

And we SEE a CRACK OF DIM LIGHT, as though an opening has been discovered. Then the dim light widens, and we HEAR more sinister LAUGHTER. Then the dim light disappears and we are in silence. And darkness. And we:

CUT TO:

EXT. ACTION'S HOUSE - NIGHT

A light is on in a little window upstairs.

STEVEN (V.O.)
The Vovvillain.

INT. ACTION'S HOUSE - BEDTIME

Four year old Steven Action lays in bed. His dad sits next to him.

ACTION
You wanna hear about The
Vaudevillain? Again?

Steven nods.

STEVEN
And Daddy. And Vovvillain's evil
sidekick, Hecky Gehoo-hoo-huh.

ACTION
("ch" as in "Chanuka")
Gechuchtechuch. Say that.

STEVEN
Chuchtechuch.

ACTION
Good. Very good.

STEVEN
Excellent.

ACTION
Excellent. So which do you want
to hear?

STEVEN
First time. First time story.
Daddy's first night on the job.
Was walking on the street.

ACTION
Right. My very first week. I
was nervous. My uniform was brand
new ...

CUT TO:

EXT. GRANDVILLE CITY STREETS (1959) - EVENING

A nineteen year old ACTION, dressed in spanking new cape, tights,
and belt, prowls the streets in search of crime and injustice. He
is ultra-alert; turning his head at every noise.

ACTION (V.O.)
(continuing)
... In fact, I hadn't even washed
my cape. The crease was still
down the back. And --

STEVEN (V.O.)
 (interrupting)
 -- And you get a call from dispatch.

His belt BEEPS. Action GULPS. His Adam's Apple goes down his neck, through his chest, down his legs, hits the floor, stops, then reverses direction and slides back up his body to his throat. Then Action answers the page.

ACTION (V.O.)
 That's right. And who were they calling about?

STEVEN (V.O.)
 The Vovvillain!

ACTION (V.O.)
 That's right. He was robbing a liquor store with his evil sidekick Hecky.

STEVEN (V.O.)
 Hecky Gechuchtechuch.

ACTION (V.O.)
 That very same Hecky, right.

EXT. ANOTHER GRANDVILLE STREET (1959) - SAME

The VAUDEVILLAIN, wearing a sinister parody of a Vaudevillian's outfit, backs out of a liquor store, carrying a bag of money and laughing evilly at the terrified patrons inside.

THE VAUDEVILLAIN
 Feel good, sucker-citizens -- for you've just been robbed by the single greatest criminal known to mankind!!! Ha ha ha ha ha!!

The Vaudevillain's gold-jeweled Borscht Belt comedian-slash-criminal sidekick HECKY GECHUCHTECHUCH backs out after him.

HECKY
 T'ank you folks, yous been a bee-oo-tee-ful group of victims, and de Vaudy-villain and I look forward to robbin' yous all again real soon.

The elderly STORE MANAGER lunges at the Vaudevillain, who laughs and removes a Harpo Marx-type HORN.

PATRONS gasp in terror as The Vaudevillain HONKS THE HORN, sending a viscious and lethal GAS oozing from the bell.

The Store Manager falls to the ground, unconscious.

THE VAUDEVILLAIN
(deadly)
Any other volunteers from the
audience? Ha ha ha ha!!

EXT. FIRST GRANDVILLE STREET (1959) - SAME

Young Action, having responded to his page, returns his beeper to his belt.

ACTION (V.O.)
And I'm so nervous that I completely
mis-estimate every aspect of my
abilities.

STEVEN (V.O.)
Misstemate?

ACTION (V.O.)
I'm out of control.

SERIES OF SHOTS (1959): YOUNG ACTION HEADING TO THE SCENE OF THE

Action takes off like a bullet (complete with sound effects), whizzing down the street and leaving a Doppleresque "tracer" behind him.

He skids around a corner, going so fast that he smashes through a wall, leaving a silhouette HOLE where he went through.

He continues running. During one stretch, he passes the same set of surroundings four or five times (like in the Flintstones) before reaching:

THE STREET THE VAUDEVILLAIN'S ON.

where Action, totally over-zealous, tries to run. But his legs spin so fast that he ends up digging himself into the ground, leaving only his head. He is totally stuck.

YOUNG ACTION
(mustering his courage)
Hold it right there, you ... you,
uh --

ACTION (V.O.)
I still had a lot to learn ...

YOUNG ACTION
(very earnestly)
-- bad ... guy.

The Vaudevillain and Hecky turn and laugh at him. Then start moving toward him.

STEVEN (V.O.)
Then Daddy saved the day.

ACTION (V.O.)
Not quite. I panicked.

For a brief instant Young Action's head takes the shape of a golf ball and his neck a tee.

The Vaudevillain removes from under his coat an evil looking RUBBER CHICKEN. Hecky puts a couple large, garish, incredibly sharp rings on his fingers. Young Action swallows.

ACTION (V.O. CONT'D)
I couldn't believe it. One day
on the job and I had already met
my match. When suddenly ...

Vaudevillain and Hecky suddenly stop, eyes widening. Young Action cannot believe his eyes as:

STEVEN (V.O.)
Uncle Poet!

FROM THE TOP OF A BUILDING

Leaps THE POET, 21 years old, agile and wiry.

POET
(mid-air)
Freeze you sleaze and I'm not saying
please!

Eyes closed, the Poet swoops off an awning, swings around a power wire, and then lands with a swoosh --

ON THE STREET

-- right between The Vaudevillain & Hecky, and Action's head.

POET
Howdy Action, I'm the Poet. But
then, I'm sure, you already --

Poet intuitively DUCKS, just missing a swipe of The Vaudevillain's teeth-gnashing rubber chicken.

POET (CONT'D)
-- Stow it, crook. You're getting
the book.

Poet removes a large bound "Leaves of Grass". The Vaudevillain laughs.

THE VAUDEVILLAIN
Ha-ha-ha- hardly, Sap-head. Hecky
-- the punch line.

HECKY
You got it, boss.
(to The Poet)
Say, why should da Poet wear shoes
on his head?

THE VAUDEVILLAIN
I dunno. Why, Hecky?

HECKY
Cause he's about to get a sock
on da face!

Hecky's ring-laden fist is about to tear into Poet's face when a HAND swooshes INTO FRAME and blocks Hecky's punch!

AT THE OTHER END OF THE STREET

Is a 22 year old STRETCH, his powerful arm extended an entire city block.

STRETCH
(smiles)
Gee, I hope I didn't miss the show.

Not letting go, he begins walking toward --

WHERE EVERYONE ELSE IS

As Poet fans the pages of his book, making Hecky dizzy, the Vaudevillain turns to the approaching Stretch.

THE VAUDEVILLAIN
Worry not, circus geek, for the
show has yet to begin!

The Vaudevillain removes his DEADLY HORN. He is about to honk it when a jet of fire shoots INTO FRAME and the gas ERUPTS into a billowing FIREBALL!

AT THE OTHER END OF THE STREET

is FLAME, 21, fiery in every way.

FLAME
Well I hope you saved me a seat.

He blows at the tip of his smoking finger and walks toward --

THE OTHER GUYS

where Poet now slaps handcuffs on the dizzy Hecky and the charred Vaudevillian.

VAUDEVILLAIN

(fiercely)

You bastards think you can pull
the curtain on me. Well I'll be
back for an encore the likes of
which you have never seen! And
when I am, I promise you it will
bring this house down!

Poet pushes them back toward a stroller wheeled by:

SUPER-EGO

Who arrives, wearing plaid golf pants and a fishing hat.

SUPER-EGO

(hands on hips)

Do you really think you should
be making people unhappy like this?

Super-Ego unlatches a belt buckle, sending a jet of GAS into
the faces of The Vaudevillian and Hecky. Then, having dazed
them, he makes eye contact with them and says:

SUPER-EGO (CONT'D)

You will now sit like good little
boys.

And they do, right into the stroller. Stretch and Flame reach down
and help Action out of his hole.

STRETCH

So you're the new kid.

FLAME

(teasing)

Good work.

POET

(to Flame and Stretch)

Hey hey hey -- c'mon, don't be
a jerk.

People start to crowd around -- store EMPLOYEES, VICTIMS OF THE
CRIME, random ONLOOKERS. A few clap.

One of the onlookers turns to another.

ONLOOKER #1
Who are these guys? .

ONLOOKER #2
You kidding? Haven't you heard?
They're ...

CUT TO:

INT. STEVEN'S BEDROOM - PRESENT

Action is finishing the story to an almost-asleep Steven.

ACTION
... the Unbelievables.

STEVEN
(drifting off)
Daddy saves the day.

ACTION
Right. Daddy saves the day. Or,
rather, saved. I'm afraid that's
all history now.

STEVEN
Hist'ry

Action nods, kisses his sleeping son on the forehead, and we:

CUT TO:

INT. POET'S LIVING ROOM - NIGHT

Invisible is crashed at Poet's. We know this because of the huge concave indentation in Poet's couch which rises and falls rhythmically with the sound of loud, intoxicated SNORING. We also see the opened suitcases and the framed photo of Cupid.

But we also hear OFFSCREEN MOANING, and so we PAN TOWARD:

POET'S BEDROOM

where Poet turns fitfully in his sleep and we:

CUT TO:

EXT. GRANDVILLE - SAME

As A DARK FIGURE weaves out of an alleyway and darts PAST FRAME.
We HEAR sinister LAUGHTER, and then --

THE FIGURE

(calls out)

While the city sleeps a darkness
 seeps and soon will rise and rear
 its head and seering eyes and COME!
 We must set the stage for the single
 greatest siege this sorry city
 has ever seen!! Ha ha ha ha ha
 ha ha ha!!

More LAUGHTER as a SECOND DARK FIGURE weaves PAST CAMERA.

And as the two Figures disappear into the night, their LAUGHTER
 melds into a BREATHY HOWLING SOUND, and we:

CUT TO:

INT. POET'S APARTMENT - SAME

Where Poet, sweating, bolts up in bed. That breathy whining
 sound continues. Poet looks around his room. Mega Dog is in
 the doorway, HOWLING as loud as he can (which, actually, is not
 that loud). Poet rubs his eyes and swings onto the floor.

POET

Mega Dog?

(crossing)

Hey -- hey -- hey. Mega Doogie.

It's okay. Hey, it's okay.

(baby talk)

Iggiiieee-weeeeggieeee-diiggeeee-dee.

Whadda you howlin'? You howlin'
 at me?

Mega Dog finally stops crying, then flaps his tongue and yawns.
 Then his back feet give way and his butt drops to the floor.

Then Poet's eyes widen and he slowly turns toward:

THE OPEN WINDOW

Through which we can HEAR the bare traces of faint but
 unmistakeably sinister LAUGHTER.

POET

Oh my God ...

And Poet, bracing himself, falls back onto a chair. And we:

CUT TO:

EXT. PARK - DAY

Michael Action rises from behind a bush and aims a stick.

MICHAEL

Blam! Pchhh! Pchhh! Pchhh!
Pchhh!

(then; like a machine
gun)

Tf-tf-tf-tf-tf-tf-tf-tf-tf!!!

Around him, three or four OTHER 7TH GRADERS (wearing various versions of stocking masks) fall backward, playing dead. Michael prances from behind the bush, victorious.

MICHAEL (CONT'D)

I fully rule.

(flipping down shades)

I'm fully a Defender.

Some of the "dead" little kids start to get up, variously ripping off their masks.

KID #2 (HOWIE GOLD)

I'm the Defender now. My turn.

KID #3 (STRETCH JR.)

You died first. I'm fully next
in line.

Kid #4 (JOE) gets up and joins the argument.

KID #4 (JOE)

I haven't gotten to do it once.

MICHAEL

Yeah, but I totally won. I get
to stay until you win.

JOE

You bite.

MICHAEL

Hey, shut up, it's the rules.

JOE

Lez. I should be the Defender.
You should be the Unbelievable.

MICHAEL

No way -- I'm no Unbelievable.

HOWIE GOLD

(laughing)

He totally should. He could play
his dad. And Stretch could play
(more)

HOWIE GOLD (Cont'd)
his. We could totally wipe em
out.

STRETCH JR.
We're not Unbelievables.

JOE
Hey Stretch. Lisa Weinstein said
you were totally trying to feel
up Dana Stevens and your hand grew
two feet.

HOWIE GOLD
I hear that's not the only thing
that grew two feet.

STRETCH JR.
I did not. It did not.

MICHAEL
(handing Howie his shades)
Here. Howie, you can be the
Defender.

HOWIE GOLD
Oh, now he lets us.
(taking the shades)
Okay, fine. But if I shoot you,
don't do cartoon bug-eyes like
your dad.

MICHAEL
I won't. 'I don't do that.

JOE
Let's go!

Howie and Joe take off.

Michael, putting on one of the stocking masks, looks over at
Stretch Jr. Stretch Jr., watching the other two kids darting
off to go hide, silently gives them the finger. It rises about
a foot and a half.

MICHAEL
Junior, man, don't be a freak.
Jesus.

And as Michael pulls the mask down over his face, we:

CUT TO:

ELSEWHERE IN THE PARK - ON A SOFTBALL FIELD - SAME

Kathryn Action, glove in hand, stands at third base and calls out:

KATHRYN

C'mon, Ax! Let him have it! Whoo!

Behind her, the rest of the team -- Stretch, Stretch's wife CRYSTAL, MAGNETTO, QUPID, her boyfriend DAVE (a relatively good-looking guy in his mid thirties), THE HAWK, and several others -- are scattered about the field in cut-offs and carrying beers, calling out support toward:

THE MOUND, where Action leans in and delivers a pitch to:

THE PLATE

where THE TURTLE (large, fat, slow) squats in the catcher's box. In front of him, a BASEBALL BAT is suspended above the batters box (that's right -- Invisible is up).

UMPIRE

Steeeee-rike three!!! Batter's out!!!

Invisible wheels on the ump.

INVISIBLE

What are you talking about "strike?"
It was below the knees!

UMPIRE

Knees? What knees? You're goddamned
invisible fer chrissakes!

INVISIBLE

You can't see for shit.

UMPIRE

The man's invisible, he tells me
I can't see ...

Invisible throws the bat and shuffles back toward --

THE BENCH

Where Flame, Flame's wife BARBARA, SPLASH, ROCK STAR, his girlfriend GROUPIE, and many OTHERS are kicked back in the sun, also drinking beers.

We're in the late innings of what is obviously a weekend ritual for these people.

All ad-lib comments to Invisible, who returns to the bench, passing:

A LITTLE PLAY AREA

where the little superhero CHILDREN play happily. Semi-invisible kids. Kids with stretching limbs. A kid with a flaming finger plays with one who shoots water from hers. A kid or two who hovers off the ground.

Meanwhile:

ON THE FIELD

Action pitches to HONEST JOHN (45, clean cut). Honest John doesn't swing.

UMPIRE

Ball three.

HONEST JOHN

Actually, that was a strike.

UMPIRE

Suit yourself.

Turtle tosses back. Action sets, delivers.

This time Honest John connects. The ball skips into shallow right where THE HAWK swoops down and tosses it wildly to first base. Stretch reaches way to his left to make the catch.

The game's over. People cheer, boo, congratulate each other -- and all are interrupted by:

POETS DISTANT VOICE

(which wofts across the
grass)

Hey! Hey, hang on a sec!!

LONG SHOT - WAY AT THE OTHER END OF THE FIELD - POET

Scrambles across the lawn, calling out to everyone. Then, suddenly, he stops, turns, waits for Mega Dog, then turns back, continues running (calling out -- "Hey! Hey guys!"), then abruptly stops again, waits for Mega Dog to catch up, then turns and runs a little more, continuing to call out. Meanwhile --

THE VARIOUS UNBELIEVABLES

sweaty, dusty, have gone back to picking up empty beer cans and equipment, stopping only when:

POET AND MEGA DOG

have finally made their herky-jerky way across the grass and have crashed just outside the infield.

Poet waits till everyone has gathered, then he winds, and delivers:

POET

Folks, folks.... hang on, hang on.

(catching his breath)

Oh God, I'm glad I caught you.

Okay ... Here goes ...

(bracing himself)

Folks ...

(chickening out)

First of all, hi. Sorry I didn't make the game today, but I've been sorta up all night working on something ... which is why I'm here.

(bracing himself)

Okay ... Friends, I think The Vaudevillain is back. Perhaps involving some sort of city-wide attack. Or something. I'm not sure. But I think --

(beat)

Guys?

Silence.

Hawk, Splash, Rock Star, Turtle ... they all sorta look to the ground. A couple of the spouses glance away, embarrassed for poor Poet, about whom they've no doubt heard alot.

POET (CONT'D)

Guys -- I'm serious. You're looking at me like I'm delirious.

Everyone but Action, Kathryn, Flame and Stretch starts to shuffle away.

POET (CONT'D)

Hey, guys? Ax. Flame. Hi Kathy. Stretch. Yeah, I know we sorta talked about not bringing this stuff up and all, but, well ...

ACTION

Po, it's not that, buddy, it's just, well ... it's game day.

STRETCH

Po, three years ago you thought Super-Ego was alive. We went on
(more)

STRETCH (Cont'd)
a three week goose chase. Now
you think Vaudevillain's escaped...

FLAME
What's next? Kennedy? Elvis?

POET
I've got proof this time.

FLAME
I don't even wanna ask.

POET
(pointing)
Mega Dog.

Heads turn to Mega Dog, now sound asleep and snoring, paws up
and tongue hanging out his mouth, on the grass.

STRETCH
That Mega Dog?

POET
(nods)
Last night Mega Dog started whining
-- all on his own. Just like when
he used to sense The Vaudevillain's
cologne.

Pause. Flame and Stretch shake their heads. Kathryn
Kathryn's glove and car keys.

KATHRYN
Honey, I'll see you at the car.

She ducks out.

POET
But wait, guys, see -- that's only
half. See, also, through the
darkness -- I heard this laugh.

STRETCH
Poet, how old is Mega Dog?

POET
I dunno. Eighteen? Nineteen?

FLAME
What's that? A hundred and thirty
three in people years?

STRETCH
Maybe he was whining cause he was
about to die, Po.

POET
Jesus, Flame, gimme a break --

FLAME
(suddenly whirling)
No, Poet -- you give me a break!

POET
But there's more! We went walking!
All night! I don't exactly know
where but I think that I might--

FLAME
Well leave me out of it! Jesus
Christ!

And Flame turns to walk away when he stops, noticing that:

A CAMERA CREW

-- basically three or four COLLEGE-AGED MEN and WOMEN -- have
been filming the last few minutes of discussion. everything
just sort of stops.

PHIL (THE "DIRECTOR")
Please. Continue on as usual.

FLAME
Who the hell are you?

STUDENT #2 (A. SCOTT)
We're from GCC. The Community
College. We're doing a 404 --
a documentary.

PHIL
Yeah, and in fact, we were wondering
if maybe we could talk to you guys
for a second?

A. SCOTT
You'd like it, I think. It's called
"Whatever Happened to the
Unbelievables?"

HOLD for a beat, then:

CUT TO:

HAND-HELD SHOT - FLAME

cleans a griddle, looks INTO CAMERA.

FLAME

You wanna know what happened?
Nothing happened. The times have
changed, that's what happened.
Sure The Vaudevillain was evil.
School Marm was a bitch. Dober-Man,
Vanity, I hated them. But now
you got these young punks running
around, I dunno who they are, they
got masks on, they got no
personality. You know what? The
Defenders can have 'em. That's
all I want to say.

Flame walks OUT OF FRAME.

CUT TO:

HAND-HELD SHOT - AT A GYM

We SEE a ROWING MACHINE going back and forth, a bottle of J.D.
sitting beside it. Between grunts, Invisible speaks:

INVISIBLE

Okay the thing was thish. When
Shuper-Ego died, it was URGHGH
a real drag. See we were taking
the kidsh to camp. Camp
Unbelievable. Shtupid title.
But anywaysh. Then -- boom.
Shuper-E takes a URGHGH wrong turn.
Next thing we know, the bus izsh
on fire, and Super-E and the kids,
they're all, URGHGH you know ...
you know ...

A. SCOTT'S VOICE

Dead?

The rowing machine stops.

INVISIBLE

Yesh. Yesh, that'sh the word izshn't
it?

CUT TO:

HAND-HELD SHOT - SPLASH

Out in a backyard, cleaning a pool.

SPLASH

You always wish it would work out like it did in the comics. You know, Good Guys win, nobody really gets hurt. But I wanna tell you something: you get socked in the jaw, it hurts. I don't care if you got a body made of water, or sand, or you're, I dunno, made of rubber or you got wings of steel. Pain is pain.

CUT TO:

HAND-HELD SHOT - THE HAWK

Sitting in his study. On the wall behind him are some framed awards and proclamations and a part of his old uniform.

HAWK

You think I wasn't scared? It was scary as hell. Fly up over buildings. You got antennas and awnings, you got your low flying aircraft, your kids with slingshots, your pollution and powerlines. And don't even talk to me about kites.

CUT TO:

HAND-HELD SHOT - QUPID

Doing dishes. That guy Dave watches TV in the background.

QUPID

It's funny. I would get a call -- in fact, I still keep my beeper, I dunno, for old times' sake, I guess -- and my heart would just sorta "jump", you know? And I'd think: Somewhere out there, someone -- another person just like you or me -- is in, I dunno, trouble. And I'd grab my arrows and I'd jump on my bike ... It's funny, cause I'd be on my bike -- and it's a real bike, right? -- and
(more)

QUPID (Cont'd)
still I'd be going: "vroom vroom
 vroom", you know? Just like a
 six year old.

CUT TO:

EXT. GRANDVILLE STREETS - NIGHT

Poet and Mega Dog walk. And walk. Then stop, and sniff. Mega Dog whines. Poet looks at the nearest street sign: HOPE ST. and THYME RD. Poet makes a note of it.

CUT TO:

INT. ACTION'S HOUSE - SONYA'S BEDROOM - NIGHT

Sonya grabs one of the helium birthday balloons off her bed and bites at the nipple. After a beat we HEAR a hissing sound.

INT. ACTION'S BEDROOM - SAME

Action, wearing his reading half-glasses, sits on his bed in his underwear, a clipboard on his lap, casually sketching. The TV is on. Kathryn is OFFSCREEN in the bathroom.

KATHRYN (O.S.)
 So, poor Po, huh?

ACTION
 Huh? Yeah, well ...
 (rubbing shoulder)
 Owww man ... these softball games.

KATHRYN (O.S.)
 You think he'll ever really get
 over this whole Super-Ego thing?

ACTION
 Poet? Probably not.

KATHRYN (O.S.)
 It's a shame.

Action nods. The TV drones. Ax rubs his shoulder, looks down at his sketch-in-progress: Four attractive young men and women and a motto of some sort. He puts the clipboard aside, looks at the TV.

INT. SONYA'S BEDROOM - SAME

The birthday balloon grows smaller as Sonya, sucking the helium out of it, grows larger.

INT. ACTION'S BEDROOM - SAME

Action's eyes widen as something on the TV catches his eye.

ACTION

Hey -- it's John!

He turns it up.

ON SCREEN is HONEST JOHN, walking in front of a row of cars.

HONEST JOHN (ON TV)

Hi folks, Honest John here with
my new stock of new and used cars.

(stops at a car)

See this one here? A 77 Ford Capri
selling for 3700 dollars. To tell
you the truth, folks, I'd say it's
not really worth it.

(stops at another)

This one here, again not worth
it.

(stops at yet another)

Aha! But this one, a 68 Mustang
convertible at only 6700 dollars
is actually a good buy.

(then)

So come on down. Honest John.
I can not tell a lie. Seriously,
I physically can't.

The commercial ends. WIDEN to include Action, who turns off
the TV and smiles.

ACTION

Hey, alright.

KATHRYN (O.S.)

How'd he look?

ACTION

(shrugs)

He looked good. Like John.

Then Action looks at the sketch he's been working on. He tosses it
aside. Thinks for a second. Then:

ACTION (CONT'D)

So Kath? You think I woulda made
a good Defender?

KATHRYN (O.S.)

(right away)

No.

ACTION

(beat)

Well, thanks for at least giving
it some thought. Why not?

The bathroom door opens. Kathryn looks stunning in her negligie.

KATHRYN

Cause you're too weird. But that's
why I love you.

(eyes widening)

Oh my God.

ACTION

(turning)

What?

THEIR POV - THROUGH THE DOORWAY

Little Sonya, stomach distended and arms akimbo, floats down
the hallway like a balloon.

ACTION

Yikes. Sonya!

Action bolts out into the --

HALLWAY

where Sonya, gurgling happily, floats out an open window. Action
runs up, lunges out the window and yanks her inside.

SONYA

(high-pitched "helium"
voice)

I can fly.

CUT TO:

EXT. GRANDVILLE STREETS - LANA LANE - NIGHT

We HEAR LAUGHTER. Not evil, sinister laughter; but rather drunken,
mischievous laughter.

And then TWO DRUNK FIGURES step INTO FRAME, giggling.

FIGURE #1

Okay, here it is. This is gonna
be great!

FIGURE #2

Here. Gimme gimme.

Figure #1 laughs, a small jet of FIRE coming out his mouth, and hands a piece of paper to Figure #2, who takes it and REACHES FIFTEEN FEET with it toward:

A MAILBOX, which reads: "J. SCRIBE -- aka THE POET."

After taping the paper to the box, the long arm returns to its body. More giggling. Stretch and Flame hobble off and we:

CUT TO:

INT. SONYA'S BEDROOM - NIGHT - MOMENTS LATER

Having just finished "deflating" their daughter, the Actions are now putting her back to sleep. Talking quietly:

ACTION

I wonder why some kids get certain
... "traits," and others don't.

KATHRYN

What do you mean?

ACTION

Well, take Michael, for instance.
I mean, how old is he now? Twelve?
I have yet to see him exhibit
anything at all, I dunno --
"unusual".

Beat. Kathryn looks at Action.

ACTION (CONT'D)

What?

KATHRYN

I think he hides it, Ax.

ACTION

What do you mean?

KATHRYN

Well. Remember when you were a
kid, how you always wanted to,
I dunno ... "fit in".

Pause. Action looks at his wife.

ACTION

So ... so what are you saying?

CUT TO:

INT. MICHAEL'S BEDROOM - A MINUTE LATER

We HEAR snoring as Action and Kathryn peer through the doorway at:

MICHAEL

who snores gently, a little string of live action "ZZZZZZZ"s coming out of his open mouth as he exhales.

ACTION

You knew this?

KATHRYN

(nods)

I'm surprised you didn't.

Action looks at his son.

CUT TO:

EXT. POET'S HOUSE

Poet is coming home from walking Mega Dog. As they near his mailbox, he slows down.

Something is wrong.

He stops. He looks at the box. He notices something attached to it. He moves toward it. He pulls off the note.

CUT TO:

INT. EDNA'S EATS - AX, PO, FLAME, STRETCH, INVIS - DAY

The note lays across the corner table. Stretch stifles a smile as Flame reads:

FLAME

"The Vaudevillain's dead. So get it through your puny little head. Or you're next."

INVISIBLE

That'sh horrible.

POET

Yeah, and the meter's off and everything.

STRETCH

Gee, I dunno, Po ... why would you get that letter and not, say, the Defenders or something?

POET

Maybe whoever wrote it knows that
I'm onto him. Or that we're the
only ones who can stop him.

STRETCH

Oh yeah, right. Right.

FLAME

Good point.

POET

So who's with me? Stretch?

STRETCH

Gee, I dunno, Po. Junior's got
Geometry and, uh ...

POET

Flame?

FLAME

(shakes his head)

L.A. Law season premiere. Laurie
Partridge in a bikini. I saw it
on the promo.

Stretch pulls the bun off his burger.

STRETCH

Cripes. This thing's underdone.

FLAME

I got it.

Flame sticks out his finger and casually torches the meat.

STRETCH

Thanks.

POET

I can't believe you guys! Jesus,
my life was threatened here!

FLAME

Poet, we couldn't save your life
if -- well, if our life depended
on it.

INVISIBLE

(BELCHES; then:)

I'm with you, Poet.

POET

What about you, Action? You with
me? For old times' sake? C'mon.

ACTION

I dunno, Po ...

Stretch and Flame hide a wink. Poet shakes his head. We:

CUT TO:

INT. ACTION'S MASTER BEDROOM - THAT NIGHT

Action's sketch -- the four attractive young people and the now-legible motto: "THE DEFENDERS = the DEFINITIVE crimeENDERS" -- sits on his desk.

The room is empty. The TV's on. After a beat we HEAR:

ACTION (O.S.)

(calling out)

Honey -- where's my cape?

KATHRYN (WAY O.S.)

Your what?

Action, shirtless, sticks his head out of the closet and yells:

ACTION

My cape!

KATHRYN (O.S.)

I gave it to Goodwill.

Action steps out from the closet. He is wearing ill-fitting tights and a too-small shirt (with the letter "A" on it).

ACTION

What!? What is a Goodwill person going to do with my cape?

KATHRYN

(walking in)

The same thing that you'd do --

(stops; smiles)

Ooh baby.

ACTION

(suddenly self-conscious)

Shut up.

KATHRYN

Action -- may I ask what you're doing?

ACTION

Oh, well ... uh, it's just a lark, actually, but, uh, Poet, Invisible and I were, well ...

KATHRYN
(darting out)
Hang on.

ACTION
Honey, where are you -- ?

Kathryn darts back in, carrying:

ACTION (CONT'D)
A towel?

KATHRYN
Well, why not?

ACTION
Honey, seriously, I can't wear--

KATHRYN
Why not? I don't see why--

ACTION
Jesus, honey, nobody wears a towel
instead of a cape. It has no,
I dunno, no bounce. I mean, Christ,
even Towel-Man doesn't actually
wear one.

KATHRYN
I dunno. I think it'd look good.

SHOT: ACTION LOOKS AT HIMSELF IN THE MIRROR

Pause. He shakes his head.

ACTION
Will ya look at me? I'm a grown
man for Christ sakes.

He sighs. Kathryn kisses him on the cheek.

Then they turn as Michael enters in his pajamas.

MICHAEL
Dad, I need twenty dollars for
uniforms for Defender camp tomorrow
and Mom said I should ask you --
(stops)
Dad?

CUT TO:

INT. POET'S APARTMENT - LATER

Poet and Invisible have the leash on Mega Dog (who now wears his old, chewed up "M-D" rag around his neck as a cape).

POET

C'mon, Mega Dog. Lezz go boy.

C'mon ...

But all Mega Dog can manage is a high-pitched yawn.

INVISIBLE

Yikes. Dog breath.

Suddenly we HEAR a KLUNK and Action lands on Poet's level of the fire escape. He knocks on the window. Poet opens it.

POET

Hey hey!

ACTION

(rubbing his arms)

I forgot how cold it was without pants on.

INVISIBLE

Nice towel.

Action mutters something about his wife, and we:

CUT TO:

EXT. ALLEY BEHIND POET'S APARTMENT - A MOMENT LATER

Action, Poet (carrying Mega Dog) and Invisible land -- THWUNK -- THWICK -- KERPLUNK on the pavement. They hobble around.

ACTION

Ow. Shit. Did they raise the fire escape?

POET

Must've. Ow. Crap.

ACTION

So ... anyone for trick-or-treating?

INVISIBLE

Treat first.

A bottle of J.D. appears, is tilted upward, and some of the liquor is drained. Action reaches over.

ACTION

Good idea. Here. Gimme.

(taking a swig)

Am I going to piss invisible?

INVISIBLE

Do you usually?

ACTION

No.

INVISIBLE

Then you won't.

Action takes Mega Dog and offers the J.D. to Poet. Poet shakes his head ("this is serious business") and starts walking.

ACTION

(offering the bottle)

Mega Dog?

Mega Dog tilts his head, laps a little up, winces, coughs. Then his legs give way and he plops onto his butt.

INVISIBLE

Shit. Hey, Po. Po -- wait.

Poet stops, turns. Action tugs, but Mega Dog won't budge.

POET

Oh, great.

ACTION

Hang on. Idea.

We HEAR the WHIRR of little plastic WHEELS and we:

CUT TO:

THE SAME PLACE - A MOMENT LATER

And Poet walks past, pulling Mega Dog, who is now contently seated on top of a large blue SKATEBOARD. It whirrs by.

Action and Invisible follow, now sharing a much larger (and now half empty) bottle of Wild Turkey. They're pretty buzzed.

ACTION

Heeeeere bad guys!! Oh Baaaaad
Guys?!?!

INVISIBLE

Hey, Vaudevillain -- bite my big
invisible dick.

POET

Shhhh!!

ACTION/INVISIBLE

Sorry.

POET

Okay ... this is the spot.

They stop at the corner of Hope Street and Thyme Road.

Then they all look at Mega Dog, who yawns, then smacks his lips. He scratches. In fact, he does everything except whine.

ACTION

Well ... ?

INVISIBLE

Well ... ?

POET

Well ...
(closes his eyes)
... this way. I think.

Poet points. Action looks at Invisible, shrugs, and the foursome is now tiptoeing down --

A NARROW, DARK ALLEY

Poet, eyes closed and going on pure "instinct," hands the leash to Action, who notices something and smiles.

ACTION

Hey, Po.

POET

(eyes closed)
Shhhh. We're getting close.
I sense danger. Just a little
more.

Action and Invisible both watch as Poet takes a few more "instinctual" steps forward ...

POET (CONT'D)

Should be right about ... here.

... and walks into a brick wall.

POET (CONT'D)

Oww!

He opens his eyes. Action and Invisible laugh. The three of them are standing under a big yellow sign which reads: "DEAD END."

ACTION

(smiles, points)

So Vaudevillain's in there, huh?

Poet shrugs, smiles, and nods. Then he starts laughing.

Then Action starts laughing, and Poet laughs even harder.

So Action laughs harder as well. So does Invisible. Soon all three are laughing really really hard.

Then Poet starts crying.

So Action stops laughing. So does Invisible.

But Poet keeps crying. So Action sits down next to him on the curb.

ACTION

So what? We had fun.

POET

I'm washed up.

ACTION

Come on.

POET

No. This proves it. Whatever shred's now completely dead.

INVISIBLE

It waszh a good try at leasht.

Beat.

ACTION

Come on, Po, let's go home.

POET

Yeah yeah.

There is a sudden NOISE above them, and they stop.

Some dust and debris fall around them. Then a pebble or two.

They look up.

Suddenly their eyes widen as TWO FIGURES leap off the roof --

THE TWO FIGURES

Yaaaaarrrrghgh!!!

-- and come crashing down on top of them!

ACTION, POET AND INVISIBLE

Yaaaaarrrrghgh!!

There is a massive pile up and people grunt and twist and shove and finally untangle and --

Action and Poet shuffle back and tense themselves for battle and the Attackers do the same and now there are five people, poised in darkness. Tense.

Then Action, Poet and Invisible suddenly relax and roll their eyes, pissed off, when --

THE TWO FIGURES

burst out laughing, then walk out from the shadows and reveal themselves to be....

... STRETCH and FLAME, who just can't stop laughing at the sight of:

POET, ACTION AND INVISIBLE

Who just stand there, not the least bit amused.

STRETCH

(laughing)

You guys were amazing!

(imitating Poet)

"The Vaudevillain should be right about ... here!" Boiinnnggg!

ACTION

Cool it, Stretch.

FLAME

(laughing)

Hey, what's that, Action? A beach towel?!

ACTION

I'm warning you ...

FLAME

Seriously, man -- you guys are great! Look at you! Ax, I bet you're the only Superhero on the planet with hair growing out his ears!

POET

You guys are the biggest fucking assholes ...

STRETCH

(laughing)

"I'm the Vaudevillain! Boo!"
Ha ha ha h --

Suddenly Mega Dog lets out a low, painful HOWL, and Stretch stops laughing. _ Soon everybody stops laughing. And moving.

Because something is approaching.

Something serious.

They turn, slowly, as TWO LARGE SHADOWS begin creeping toward them, shadows thrown from --

THE OTHER END OF THE ALLEYWAY

where TWO FIGURES, silhouetted against the light of a street lamp, slowly move forward, their shadows looming larger and larger on --

ACTION, POET, INVISIBLE, FLAME AND STRETCH

who stand there, eyes widening as the Figures slowly approach.

Stretch and Flame gulp.

Mega Dog whines.

And when the Unbelievables are completely engulfed in shadow, the Figures stop.

FIGURE #1

(pointing to Stretch)

Mock me not, super-swine ... or
you'll be taking an immediate bow.

STRETCH

Oh my God.

POET

I thought you were --

FIGURE #1

Captured? Ha ha ha ha!! Those
puny post-pubescent paws proved
no match for a mind like mine and
I ESC --

Suddenly Mega Dog lets out a low, ineffectual bark --

MEGA DOG

(barely audible)

Rooooooooooooooooooooo.

-- which somehow startles the two Figures --

FIGURES

Yaaaaaahhh!!

-- and sends them darting back under the street light, immediately revealing them as:

THE VAUDEVILLAIN AND HECKY GECHUCHTECHUCH

Who scramble to straighten up and re-acquire their now-lost sense of threat. But it's a bumbling and fruitless endeavor. For in this new light they're completely exposed:

The Vaudevillain's blubbery gut spills out his ill-fitting costume. His make-up looks like it was scribbled on while fleeing the cosmetics counter at Woolworths. His unbelievable haughtiness is ridiculous overcompensation for the truth.

And Hecky is just as pathetic. His deep brown bird's nest toupe stands out against his natural grey hair. His clothes clash. He wears one spat.

EXT. ALLEY

The Unbelievables stare at the two men they haven't seen in years.

STRETCH

Oh my God ...

FLAME

It's ...

THE VAUDEVILLAIN

That's correct. It's --

(suddenly loud)

-- The Vaudevillain!! The fiercest,
most evil, most ruthless criminal
(COUGH COUGH) ... alive. (COUGH)

While coughing, The Vaudevillain searches his overcoat for his deadly Harpo Marx-type horn. He finds it. Removes it. Coughs one more time and then points it at Action and Poet.

THE VAUDEVILLAIN (CONT'D)

Suck my deadly gas.

He squeezes the horn and all we HEAR is an impotent little "honk".

Beat.

Then, as if roused from the dead:

HECKY

And I am Hecky Gechuchtechuch,
da Vaudy-villain's evil sidekick.

(beat)

Mya ha ha ha.

THE VAUDEVILLAIN
AND WE HAVE BEEN MASTERMINDING THE
single greatest crime ever to be
pulled off ... in ... in ...

The Vaudevillain sneezes.

HECKY
 Gesundheit, Vaudy-villain.

Hecky hands him a handkerchief.

THE VAUDEVILLAIN
 Thank you Herschel.

He blows his nose, gives the hanky back to Hecky, then immediately puffs back up:

THE VAUDEVILLAIN (CONT'D)
 (to Poet and Action)
 Stay away from me or endure my
 wrath!!

Honk. Honk honk.

HECKY
 Yeah, or me and da Vaudy-villain
 will rip yous up into giblets.
 (to The Vaudevillain)
 Should I waste em, boss?

THE VAUDEVILLAIN
 (flabbergasted)
 "Should I w..." "Should I..."

The Vaudevillain wheels on Hecky, removes a dirty old RUBBER CHICKEN from his overcoat and starts clobbering Hecky over the head with it.

VAUDEVILLAIN (CONT'D)
"SHOULD I WASTE THEM BOSS!?!?"
 (now simply holding the
 limp chicken by the
 neck)
 With WHAT, pray tell, do you plan
 on "wasting" them!?!? With your
FISTS, Hecky? Do you plan on using
 your BARE FISTS!?!?
 (resumes with chicken)
HOW can you HIT ANYTHING when you
 don't have your STUN RINGS????
 Huh??
 (Honk)
Huh?
 (more)

VAUDEVILLAIN (Co.)
(Honk honk; then, using
chicken again).

YOU INSIPID DIM-WITTED DIPSHIT!!
YOU TWO-BIT BUCK JACK JOKER JOHNNY!!
YOU INCOMPETENT NON-COMIC
NINCOMPOOP!! YOU BUSH-LEAGUE BORSCHT
BELT BUTT-LICK!!! YOU PITI-PUSSED
PATSY-ASSED PUNCHINELLO!!! YOU
-- YOU -- you ...
(now totally frustrated)
Rghrghrghrghrghrgh.

Beat.

Gechuchtechuch looks at his bare hands.

THE VAUDEVILLAIN (CONT'D)
The answer? You can't. And why
can't you? BECAUSE THE LOUSY
GOOD-FOR-NOTHING TWO-FACED DEFENDERS
have them but soon we will regain
control and SOON IT WILL BE MINE
THE CITY WILL BE MINE THE ENTIRE
CITY WILL BOW TO MY WRATH!!!

Honk honk honk honk honk honk honk.

The Vaudevillain honks at the air. Action, Poet, Invisible,
Stretch and Flame just watch.

ACTION
My God ...

Suddenly Mega Dog rousts himself and lets out another of his
low, slow barks --

MEGA DOG
Rrrrrrouuuuuuuf.

-- causing the Vaudevillain and Hecky to stop honking and once
again stagger back in fear.

THE VAUDEVILLAIN
Cease! Cease! Cease now you
foul-breathed four-legged fool!!
Why don't you know who I a --

The Vaudevillain trips over the curb and topples back onto a
pile of garbage, his big floppy shoes jutting up into the air.

THE VAUDEVILLAIN (CONT'D)
Fiends! Demons! Swine! I've
been bushwacked!! I've been
scullywogged!!
(more)

THE VAUDEVILLAIN (Cont'd)

(rufusing help)

Leave me be! Leave me be! I can
elevate myself!

(now standing)

WHY I'M THE SINGLE GREATEST CRIMINAL
mind ever to reak, uh, havoc ...
on ... on --

(beat)

Shut up.

Honk.

Beat.

HECKY

And I'm Hecky Gechuchtechuch.

The Vaudevillain turns to Hecky and listlessly thwacks him 2
or 3 times with the chicken. Then:

THE VAUDEVILLAIN

Well come on, Herchel. Now free,
we must prepare for our siege of
the city.

ACTION

How on earth did you get out?

POET

And what exactly do you plan on
doing?

The Vaudevillain looks daggers at Action, then dances around
coquettishly.

THE VAUDEVILLAIN

Nope.

HECKY

(now dancing too)

Nope.

THE VAUDEVILLAIN

Nope nope.

HECKY

Nope. Dats fer me an Da
Vaudy-villain ta know and fer yous
two ta fin' out.

The Vaudevillain and Hecky turn and begin dancing away down the
street.

THE VAUDEVILLAIN

Nope nope NOPE. NOPE nope nope.

HECKY
 (shave and a haircut)
 . Nope nope-nope nope nope --

EXT. STREET - NIGHT - CONTINUOUS - LONG SHOT

The Vaudevillain and Hecky turn the corner and are now out of sight.

THE VAUDEVILLAIN (O.S.)
 Nope-nope.

The two of them LAUGH victoriously.

We HOLD on the LONG SHOT of the empty street. We HEAR their FOOTSTEPS as they walk away. Then:

HECKY (O.S.)
 We sure scared dem off, didn't
 we boss?

THE VAUDEVILLAIN (O.S.)
 We sure did, Hecky.

More footsteps. Then:

HECKY (O.S.)
 (far away)
 Hey boss?

THE VAUDEVILLAIN (O.S.)
 (also far away)
 Yes Hecky?

HECKY (O.S.)
 Can I sleep on da couch tonight
 an' you sleep on da floor?

THE VAUDEVILLAIN (O.S.)
 Sure, Hecky.

Pause. Distant footsteps. Then:

THE VAUDEVILLAIN (WAY O.S.)
 (barely audible)
 The city will be mine!

HECKY (WAY O.S.)
 (barely audible)
 Da couch will be mine!

More lame laughter, which fades into the night.

Action, Poet, Invisible, Stretch and Flame look off into the darkness and shake their heads. Action looks back at the "DEAD END" sign.

CUT TO:

EXT. HILLSIDE OVERLOOKING GRANDVILLE - A LITTLE WHILE LATER

Action, Poet, Stretch, Flame and Invisible sit on a bench, looking out at the city. Mega Dog sleeps with his paws in the air.

POET

Well, we sure saved the day, didn't we?

FLAME

Poet, man, I owe you a major apology.

STRETCH

Yeah, me too.

FLAME

Your instincts were right.

(sorta laughing)

They just didn't matter.

POET

Yeah, no shit. Don't worry about it.

STRETCH

(sort of calling out)

Hey everybody ... we're the Unbelievables!

THE UNBELIEVABLES

(half-heartedly)

Whoo-hoo. Whoopie. Yee-haw.
Etc.

Pause.

ACTION

Well, you guys wanna head?

Nods from the group and we:

CUT TO:

A BRIEF MONTAGE

The Vaudevillain and Hecky terrorize the city:

1. EXT. GROCERY STORE - MORNING

The Vaudevillain and Hecky knock over a gum machine, steal its contents, then dart off through the parking lot, laughing deviously as OLD WOMEN in shopping carts look on. One of the Old Women actually cuts them off and the gum skitters and rolls across the pavement. The Vaudevillain vows revenge.

2. EXT. ELEMENTARY SCHOOL YARD - NOON RECESS

The Vaudevillain and Hecky corner a 6 year old and steal his lunch money. They escape by cutting through a four-square game where they're pelted with large, red rubber balls and chased away by angry 2nd graders. The Vaudevillain vows revenge.

3. INT. PUBLIC LIBRARY - AFTERNOON

Quiet people are trying to read. The Vaudevillain and Hecky sneak in and place a little plastic wind-up monkey (the kind with tiny tin cymbals) on one of the desks. Laughing deviously, they ditch, right into the LIBRARIAN, who makes them apologize to everyone in there. The Vaudevillain vows revenge.

4. EXT. LEMONADE STAND - EVENING

The Vaudevillain and Hecky each drink 3 glasses of lemonade and then laugh fiendishly as they refuse to pay. Finally the 8 year old entrepreneur's MOTHER comes out and makes them. The Vaudevillain vows revenge.

END MONTAGE.

CUT TO:

EXT. GRANDVILLE STREETS - THAT NIGHT

The Vaudevillain and Hecky are walking home, eating Dove Bars. They have chocolate and ice cream all over their hands.

THE VAUDEVILLAIN

All in all, I'd say a splendid first day back.

(takes a bite)

Evil. I bathe in it, Hecky. It is my life blood.

(then, holding his head)

Myyyyaaarghghgh! My head! My head!

HECKY

Boss?

THE VAUDEVILLAIN

Heat! Heat! I need heat for my head!

(flinging away his Dove Bar)

Curses, fool bar!

(holds head again)

Yaaahhh! Yahhh! Yaaaahh!!

(scrambling to the now-discarded bar)

Feel my wrath, cursed conduit of coldness!! Yargh! Yargh! YARGH!

And as The Vaudevillain stomps up and down on the mostly melted Dove Bar, Hecky's eyes widen --

HECKY

Uh, boss ... ?

-- as a black DEFENDER JEEP screeches to a halt in front of them and DEFENDER #7 leaps out, holding a gun.

DEFENDER #7

Okay Vaudevillain. Furlow's over.

Now it's, uh ...

(scoffing)

... curtains.

She grabs him ("Drat! Curses!"), while another DEFENDER leaps out and grabs Hecky ("Hey -- what's da big idea?!"), and although they try to protest --

THE VAUDEVILLAIN

Unhand me (honk) -- for I am the (honk) single greatest (honk) ...

DEFENDER #7

Yeah yeah.

-- it's all in vain. Cause they're thrown inside the van and the door is slammed. We HEAR the Vaudevillain's muffled protestations emanating from inside as Defender #7 removes a walkie-talkie and speaks into it.

DEFENDER #7

(sarcastic)

Yeah it was real tough ... but we got em.

VOICE ON WALKIE-TALKIE

Good girl. You should now proceed to your next destination. Do you have the address?

DEFENDER #7

Yes sir.

She turns it off. Then she pulls a small notebook out of her pocket. She looks at the address: "133 Lana Lane."

CUT TO:

INT. POET'S HOUSE - NIGHT

Poet is on the phone. A pile of Hawaii brochures sits next to him.

POET
Whaddya think, Ax? Blue skies?
White sands? Vaaaay-caaay-shun.

INT. ACTION'S HOUSE - SAME

ACTION
(into phone)
This month's bad with Michael's
camp and all. What about Invis?
He'll go with you. He could use
to get out of town.

INT. POET'S - SAME

Poet glances toward the couch. Invisible is way asleep under pizza boxes and many empty liquor bottles.

POET
I dunno if he'd be the best travel
companion right now. Besides,
yo've been to the beach with him.
He burns so easily.

There is a sudden CLICK and the line goes dead.

INT. ACTION'S - SAME

ACTION
Hello? Hello, Poet? Po?

HOLD for a beat, then:

CUT TO:

INT. POET'S

Poet turns. A KNIFE BLADE glints in the foreground. Poet's eyes widen.

POET

Get out. Get out. Get out, or
I'll be forced to shout.

(picking up an eggbeater)

Look, buster, don't press your
luck.

(realizing all he has
is an eggbeater)

Fuck.

CUT TO:

EXT. GRANDVILLE STREETS - SAME

Action, walking briskly, turns onto Lana Lane, then starts running
when he sees:

ACTION'S POV - POET'S APARTMENT

A SHADOW lurches across the closed window shade as:

INT. POET'S APARTMENT

A Guy in a Stocking Mask lunges for Poet. Poet thrusts the
eggbeater, but the guy bats it away. Then Poet grabs a frying
pan off the stove and swings. The Guy grabs it.

Invisible sleeps soundly on the couch as the door creaks open
and:

FROM POET'S POV

We SEE Action, out of breath and sweating, as he motions for
Poet to be quiet ... then, just as he's about to grab the Guy--

-- the Guy wheels around and slams Action in the face with the
frying pan.

Poet gasps. The Guy in the Mask pulls away the frying pan and:

ACTION

staggers around the kitchen, his face -- now the shape of a frying
pan -- vibrating violently.

Then Action stops and shakes out his head. It returns to normal,
and Action is about to lunge for the Guy when:

A VOICE

(calls out)

Freeze!

ANOTHER MGLE

Poet, Action and the Guy in the Mask turn to see DEFENDER #7 standing in the doorway, gun poised. The Guy in the Mask drops his knife.

DEFENDER #7
(moving forward)
Some neighbors called about the
noise.
(grabbing Mask)
Let's go, punk.
(to Action and Poet)
Thanks for holding him off. Good
work.

And Defender #7 violently drags the Punk out of Poet's apartment. Action, sitting on the floor, calls out:

ACTION
Hey.

The Defender turns around.

ACTION (CONT'D)
How'd you get here so fast?

DEFENDER #7
(smiles)
It's my job, man.

And Defender shuts the door.

Poet coughs. Action wipes sweat from his brow. Pause.

A LOLLIPOP slowly superimposes over Action. The word "SUCKER" is written across it. The image FADES. Pause.

POET
Hey Ax?

ACTION
Yeah?

POET
I don't like this.

ACTION
Me neither.

Poet slams his fist against a cabinet.

POET
Damn. It's not fair.

Invisible stirs. Action gets up and moves to the refrigerator.

INVISIBLE

Hey -- can't you guys see that
I'm shleeping here?

POET

Hey Ax?

ACTION

(looking into fridge)
What?

POET

Let's follow her.

ACTION

(reaching in)
What?

POET

Follow her. I just wanna see what
they got that we don't.

ACTION

(closing fridge; holding
a beer)
Poet. We can't --

But Poet is already gone. Action shakes his head.

ACTION

Oh, God ... I can't believe I'm
doing this.

And Action takes off after Poet.

INVISIBLE

Well I guess I may as well give
up the idea of shleeping, thanksh
to you. Hey -- where you going?
Hey, wait for me.

Dull, plodding footsteps.

CUT TO:

EXT. LANA LANE - CONTINUOUS

Action darts out onto the street after Poet.

ACTION

Poet! Jesus Christ ... where are
you?

Action spots Poet way down the street.

POET
(turning)
Ax! Check this out!

Poet darts around the corner and we:

CUT TO: -

EXT. STREET - NIGHT

The Defender Jeep pulls off to the side of the road. After a moment, Defender #7 steps out and leans against the hood. She looks around. PAN TO:

THE OTHER END OF THE STREET

Poet ducks behind a row of garbage cans. A moment later, Action rounds the corner, spots him. Joins him.

POET
Psst! Here. Hurry. Look.

THEIR POV: THE DEFENDER JEEP

Defender #7 looks at her watch, says something into a walkie talkie, waits a beat, then raps on the side of the jeep.

After a moment, the GUY IN THE MASK -- the one who she just apprehended at Poet's place -- crawls out of the back.

POET (O.S.)
Oh my God ...

The Defender and the Guy nod to each other, and the Guy darts around the corner.

Defender #7 speaks into the walkie talkie.

ACTION AND POET

look at each other, shocked.

POET
That's the same Goddamned guy,
isn't it?

Action stares ahead, mouth agape. Finally:

ACTION
I don't believe this. I absolutely
don't believe this.

Suddenly there is a loud CRASH nearby and:

INVISIBLE
 (plops himself down)
 Hi guysh! Swig?
 (BELCH)
 Shorry. So. What are we looking
 at?

ACTION/POET
 Shhhh!

All of a sudden we HEAR some distant GLASS break, somebody SCREAM,
 and an ALARM go off. But Action and Poet's eyes widen as they
 notice that:

AT THE OTHER END OF THE STREET

Defender #7 just stands there, calmly.

After a moment, she speaks into her walkie talkie, waits a moment,
 then steps into the jeep and pulls around the corner.

ACTION AND POET

Look at each other.

ACTION
 Remember your questions about how
 they were so quick?

POET
 I believe you had the same questions.

INVISIBLE
 What questions?
 (takes a swig)
 Did I ask them too?

ACTION
 Come on. I bet I know what's going
 to happen next.

IN THE PARKING LOT OF AN ALL NIGHT CONVENIENCE STORE - 5 SECONDS

The Punk in a Mask is backing out of the store, holding a bag
 of money and pointing a gun. People are screaming. But they
 suddenly stop screaming and begin cheering when:

THE DEFENDER JEEP screeches into the parking lot. The Punk turns.
 Defender #7 leaps out and draws her gun.

DEFENDER #7
 Drop it, punk!

The Punk stops, drops the gun. Defender #7 approaches.

DEFENDER #7 (CONT'D)

It's okay, folks. We've got it under control.

(grabbing the Punk)

You know what they say: You've got to do right ...

(now including the crowd)

... whether it's day or it's night.

She waves to the small but appreciative crowd, then violently drags the Punk backwards toward the Jeep.

NEARBY

Action and Poet peer around the corner.

POET

I don't believe this.

ACTION

It's a Goddamned traveling circus. We've got to get word of this to someone.

POET

To who?

Beat. Action and Poet look at each other.

ACTION

Fuck it. Come on.

We HEAR the screech of tires as the Defender Jeep tears out of the parking lot. They dart off after the jeep.

INVISIBLE

Word of what? To who?

(hobbling after0

Hey!? Would it be too much trouble for anyone to complete a Goddamned sentence around here?? Hey! Hey -- guysh!! ... Coupla stuck up asswipes I'm hangin' with.

EXT. STREET - MOVING SWIFTLY

With Action and Poet in pursuit of the Defender Jeep.

The Jeep turns a corner way up ahead.

ACTION

Well? Any short cuts?

POET
(closing eyes)
This way.

And he and Action (followed by Invisible) dart down an alleyway and begin climbing a group of boxes, trying to catch up with --

THE DEFENDER JEEP

which turns a corner and now heads down a main street.

A MOMENT LATER - ACTION AND POET

(and a struggling Invisible) are running along a rooftop -- one which is ending shortly.

POET
Action, what are we gonna --

ACTION
Just follow me!

And Action keeps running, then stops at the edge but lets his upper body fall toward the other edge which he grabs with his fingertips making him a HUMAN BRIDGE --

ACTION
Go on!

-- and allowing Poet to run across him and onto the next roof.

ACTION
Good job, Po!

Action's expression suddenly changes as fat Invisible declares:

INVISIBLE
My turn!

And Action wracks and sways and grunts as Invisible plods over him. Then Action pulls himself up and the three of them run across the new roof and rush to the other side.

POET
This way.

And Poet, Action and Invisible leap off into --

AN EMPTY ALLEYWAY

-- and tumble to the ground ("Ow!" "Yikes!" Owwwwwww!"). Out of breath and sweating profusely, they climb to their feet and look around. But something is wrong with this place. There is no jeep in sight.

ACTION

Hey ... haven't we been here before?

Action and Poet look at each other. Then they look up. They see the names on the sign: HOPE STREET and THYME ROAD.

INVISIBLE

Guys -- I think I'm seeing things.
That "DEAD END" sign is moving.

The guys roll their eyes, and then turn and look in the other direction. Invisible was right. The "DEAD END" sign is MOVING. But Invisible doesn't take it very well:

INVISIBLE

Oh God. Good night.

And he passes out -- SPLATCH -- in a puddle. Poet looks at Action.

POET

Ax -- that brick wall was not a brick wall. It was a door.

ACTION

No, Po. It is a door. So let's use it.

They look at each other. Then they take off down the alleyway, DIVING UNDER the wall just a second before it shuts -- BAM.

CUT TO:

INT. TUNNEL

Action and Poet spot a doorway and enter, finding themselves:

IN A DARK GARAGE

Where they lean against the door to catch their breath. All that's visible is the dark silhouette of a large TRUCK.

ACTION

A Goddamned ruse. The defenders are a Goddamned fucking ruse.

POET

I'm just finding this so --

Suddenly the DOOR OPENS and Action and Poet dive --

UNDER THE TRUCK

-- and shimmy out of view as somebody steps inside and TURNS ON THE LIGHT, then begins walking IN THEIR DIRECTION.

Then feet become knees and the GUY ON PATROL is certain to see them when he kneels down to look --

UNDER THE TRUCK

-- but HIS POV REVEALS ... nothing. That's because:

ACTION AND POET

Are on the other side of the truck, hovering in mid-air. Poet is holding on to Action's back.

ACTION
(straining)
Whatever happens -- don't look down!

And they don't. They look straight ahead, staring right into the words "AMP UNBEL" written in black letters on the side of the yellow truck.

And the Guy 'is now rounding the truck and Action and Poet wince and strain and don't look down and the Guy on Patrol walks right under them and out the door.

They sigh, look down, and then plummet to the floor -- KERBOOM.

POET
(looking up)
Wh. Action --

Poet motivated to --

THE YELLOW TRUCK

which, in this light, is revealed to be not a truck but rather an old SCHOOL BUS and the letters "AMP UNBEL" are really only a part of the larger phrase "CAMP UNBELIEVABLE."

POET AND ACTION

stare, eyes widening.

POET
Ax, this is ...

ACTION
Super-Ego's school bus.

POET
That means ...

ACTION
(nods)
It never crashed.

POET
And that means ...

ACTION
The kids never died.

Pause.

ACTION (CONT'D)
And you know what that also means?

Poet looks at Action.

Then, suddenly, the LIGHTS GO OUT and a SPOT LIGHT hits Action and Poet. They HEAR LAUGHTER. Then:

AN EERIE VOICE
(echoes throughout the
room)
It means Super-Ego is still alive.

More LAUGHTER. Then the LIGHTS GO OUT and we:

CUT TO:

INT. SUPER-EGO'S STUDY - MOMENTS LATER

Action and Poet, bound, sit in chairs in the dark. They look around. They don't know where they are.

Finally they HEAR:

A VOICE
You should know by now that it's
bad for your back to sit that way.

More LAUGHTER, then a LIGHT goes ON illuminating:

SUPER-EGO

seated in a huge ARM CHAIR, wearing a smoking jacket and slippers, and smoking a pipe. He gazes proudly at Action and Poet.

SUPER-EGO
(smiling)
Hello old friends.

Action and Poet stare, utterly shocked.

POET
Super-E ...

ACTION

You Goddamned sorry sick and twisted little --

SUPER-EGO

(raising one finger)

Uh-uh-uh-uh ... Tsk tsk.

(beat)

Once more like that and I'll have to wash your mouth out with soap.

(smiles)

Now we wouldn't want that, would we?

(suddenly vehement)

Would we??

(then calm)

I didn't think so. Friends..

(he smiles)

Congratulations on getting here.

You know, I really thought releasing

The Vaudevillain would throw you.

But, no matter. It all worked out for the best anyhow.

Pause. Action and Poet shake their heads.

ACTION

Super-Ego, man ... what on earth has happened to you?

POET

Wh--what went wrong? I mean -- where did you go bad?

SUPER-EGO

(incredulous)

What? "Bad??"

(laughs)

Oh gosh, golly (excuse my French).

no! Why I think I rather went

"good" if you ask me. Oh, gosh.

In fact, I'm more than good. I'm

finally ... complete. I'm ...

whole.

POET

Whole ... ?

ACTION

As in asshole, I think.

Suddenly Super-Ego's eyes widen and he leaps from his chair and practically flies over to Action. He stands above him, fuming.

SUPER-EGO

You should never talk to you elders like that. Never!

And with that he whips off his belt -- and smacks Action across the face with it.

ACTION
Ow -- !! Fuck!!

Super-Ego smacks Action again.

SUPER-EGO
I'm warning you, buster!!! I'm
warning you!!!

He brandishes the belt one more time. Action is silent, wincing from the pain.

Then Super-Ego relaxes and a sad smile seeps across his face.

SUPER-EGO (CONT'D)
Believe me, my old friend, that
hurt me a lot more than it hurt
you.

ACTION
Somehow I doubt that.

Pause. Super-Ego smiles.

SUPER-EGO
You know, you're right. I did
enjoy that. In fact ...
(big smile)
... I enjoyed it a lot.

And he smacks Action again.

POET
Super-E!!

SUPER-EGO
(wheeling on Poet)
Shut up! I know what I am doing!!
(beat)
I know what I am doing.

He smiles. Returns to his seat. Sits down.

SUPER-EGO (CONT'D)
In a big way.

Pause. Action's eye tears from the pain. He and Poet just stare as Super-Ego smiles and puts away his belt.

SUPER-EGO (CONT'D)
Oh Gosh, friends, I enjoyed that,
I really did.
(more)

SUPER-EGO (Cont'd)

(quickly)

But I stopped, see. There's the key. There's the key ...

Super-Ego looks fondly at Action and Poet.

SUPER-EGO (CONT'D)

Oh, you poor things. Having to be so ... "good" ... all the time.

(begins walking around)

Don't you hate it? Don't you just hate the pressure of always being called on to "save" people and to "help" them and to "SHOW THEM HOW TO BEHAVE", Action ... do you know that half the time I was rescuing a child from a fire I was wishing I WAS THE ONE WHO SET THE FIRE, Poet ... do you know how good it felt when something finally "clicked" and it ALL BECAME CLEAR TO ME. "Super-Ego, you must explore your dark side." ONE MUST EXPLORE HIS DARK SIDE. And I knew. And I faked the death of the children. And I raised them as my own. And when they were grown I began ... my plan.

He smiles. Action and Poet just stare utterly dumfounded as:

SUPER-EGO (CONTINUES)

We started out committing simple little crimes. Shoplifting. Petty larceny. But then it grew. ARSON. ARMED ROBBERY. MURDER. Then guilt (I guess one never completely "changes") and I repented. I sent some out to defend the city against my darker impulses. I called them the Defenders. I told myself I should never do bad deeds again. BUT THEN I DID. I just had to. Like taking ice cream when you know you shouldn't IT JUST FELT SO GOOD and so I sent more out. But I sent others to stop them. Back and forth, light and dark, yin and yang, superego and id.

(smiles)

And guess what? I feel so good about what I am doing (and apparently the city does too given the success of my better halves) that this morning ... I will begin my

(more)

SUPER-EGO (Cont'd)

expansion.

(off their looks)

That's right! The Defenders will grow and my goodness will grow and I think this is a very good thing for Grandville, don't you?

(smiles)

And, of course, for this I will need the help of my new recruits.

POET

Recruits ...

ACTION

How are you ... ?

Super-Ego smiles, presses a button and then speaks into a microphone.

SUPER-EGO

Prepare the buses.

POET

Buses?

ACTION

Oh my God! Michael!

CUT TO:

EXT. PARK - MORNING

A registration table and several Defenders stand beneath a large hanging BANNER which reads: "JOIN THE DEFENDER FAMILY -- Defender Camp, June 13-27."

In the BACKGROUND we SEE A. Scott and Phil with their camera equipment.

CHILDREN are lining up as PARENTS unload station wagons. Qupid and Dave wave goodbye to 11 year old Kerry Invisible.

Included among the other early arrivers is Michael Action, who waves goodbye to his mother and runs over to join some of his friends.

KATHRYN

Bye sweetie! See you in two weeks!

Michael joins Stretch Jr., Howie Gold, Joe, Ryan, Jim, and some of the other kids we recognize as we:

CUT TO:

INT. DEFENDER HEADQUARTERS

Where Action and Poet, bound and gagged, are led by several Defenders down a hallway.

DEFENDER #8

I mean, heck. We'd like to do only good, but that's impossible.

DEFENDER #11

And since in any city there's always going to be bad ...

DEFENDER #8

Better we do it than someone else.

DEFENDER #5

Sure. This way we can control it.

DEFENDER #8

Or, rather -- he can control it.

Mutters of agreement.

DEFENDER #5

And, best of all ... we give the people something to believe in.

DEFENDER #8

Heck, you guys understand the importance of that.

They turn corner and are now led down --

ANOTHER HALLWAY

Where they are approaching a line of JAIL CELLS.

DEFENDER #5

Oh, hey. You may get a kick out of this ...

The Defenders lead Action and Poet past a series of cells. Action and Poet are shocked as they see:

IN THE FIRST CELL

Sits a fat, hairy, lethargic MAN, about 55 years old, kneeling and gnawing on an old sock. He is foaming at the mouth, and his ears have been clipped.

DEFENDER #8

Remember him? It's Dober-Man.

DEFENDER #3
Yeah, he's been in here what?
About five or six years now.

DEFENDER #8
More than that.

DEFENDER #3
Has it been that long? Wow.

They continue walking past --

ANOTHER CELL

In which a tired, elderly BLACK WOMAN sits on the floor, listlessly
scat-singing.

DEFENDER #3
Ella Fist-gerald.

FIST-GERALD
Scooo-beee dooo-beee doooo
Whee-boo-bee-boo-bere are you ...

DEFENDER #8
Yeah, we've been pretty good about
getting all the super-villains
pretty much locked up. It makes
it so much cleaner for us to do
what we have to do.
(looking off)
Hey, look -- it's Vanity.

They pass:

YET ANOTHER CELL

VANITY sits, glum, in a chair, staring lifelessly at her own
reflection. Only one bulb works on her vanity mirror.

DEFENDER #8
And, of course, you remember
Schlemiel and Schlemazel.

IN THE NEXT CELL

Two 58-year-old SIAMESE TWINS sit on a stool. Schlemiel reads an
old Playboy, Schlemazel plays Solitaire.

SCHLEMAZEL
(as the chair begins
to shake)
Aw, Jesus, Schlemiel, not again.

INT. HALLWAY

DEFENDER #3
Pretty cool, huh?

The Defenders turn another corner and lead Action and Poet toward:

THE FINAL TWO JAIL CELLS

Where the Defenders stop and remove a key.

DEFENDER #8
This is pretty much where you'll
be now, until Super-Ego kills you,
or whatever he has planned.

Defender #8 unlocks the door, removes Action and Poet's gags
and thrusts them --

INSIDE THE CELL

Where they tumble against the wall.

DEFENDER #8
Good luck.

And they leave.

Action, livid, charges at the bars.

ACTION
Yaaaaahhhhhhhh!!!! You sick and
twisted little fucks.
(slugging the bar)
Damn it.

THE VAUDEVILLAIN (O.S.).
Yoo-hoo, neighbor ...

Action and Poet look next door.

WIDER SHOT

The Vaudevillain and Hecky are in the next cell.

THE VAUDEVILLAIN
Kindly cap the clamorous clap-trap.
I'm plotting my ingenious plan
to overthrow this fool army.

The Vaudevillain laughs. Hecky laughs too.

But Action is silent, furious.

Then there is a sudden high-pitched WHINE and Action looks up to find that his and Poet's CEILING has started to descend.

The Vaudevillain sees this and points and laughs.

THE VAUDEVILLAIN

Ha-ha! Ha-ha!

But his laugh fades quickly as another high-pitch WHINE indicates that HIS CEILING has begun descending as well.

He instantly loses all composure.

THE VAUDEVILLAIN (CONT'D)

Hey!? You can't do this!

(calling out)

Hey! I'm a Bad Guy! Stop my ceiling!!

Action crosses sharply to the bars, and yanks the Vaudevillain up to him.

ACTION

(totally serious)

If you don't stop now I'm going to strain you through these bars like it was a Goddamned Playdough Fun Factory. You got it?

The Vaudevillain nods.

INT. THE VAUDEVILLAIN'S CELL

Action shoves The Vaudevillain scrambling across his cell and slamming into the wall, where he tumbles to the ground, depressed.

Beat. He looks up. A realization:

THE VAUDEVILLAIN

I'm going to die ... The single greatest living criminal terror to ever stalk the streets is going to die.

(starting to cry)

Aw, Hecky, I don't want to die.

Hecky kneels down next to him.

HECKY

Aw, don't cry, boss. Hey, it'll be okay.

THE VAUDEVILLAIN

(sobbing)

Tell me a joke, Hecky.

HECKY

Sure, boss, sure. On what subject
you want?

THE VAUDEVILLAIN

I dunno. Politics.

HECKY

(thinks; then:)

Hey boss, y'ever notice that politics
rhymes with, uh ... schmopolitics.

(beat)

I dunno, Boss, I'm a under a little
stress myself right now ...

The Vaudevillain continues to cry.

IN ACTION AND POET'S CELL

The Vaudevillain's whimpering filters through the bars as Action
measures the descent of the ceiling.

ACTION

(looking at his watch)

An inch a second. What's that
give ... ?

Poet looks up at the ceiling. It's about 15 feet away.

POET

Not a whole hell of a long time
to live.

The Vaudevillain, hearing this, cries even harder.

ACTION

(to The Vaudevillain)

I thought I told you to shut up!

Silence.

ACTION (CONT'D)

Now we've got to think.

Silence.

The only thing that can be HEARD is the low grind of the ceiling's
constant descent.

That, and a drunken "BELCH" coming from:

THE OTHER SIDE OF THE BARS

where INVISIBLE, totally drunk; bellows out:

INVISIBLE

Just where in the the fuck have
you guysh been?? I'm in a gutter.
I'm ashleep. I hear noise. Where
are my friends? My (quote) "FRIENDS"
have all DESERTED ME. My --

Action and Poet rush up to the bars.

POET

Invisible!!

ACTION

Shhhhhhh!!! Look, Invis -- and
oh my God are we glad to see you--

INVISIBLE

You're glad?? What the fuck do
you mean you're glad? I'm in a
gutter. I'm ashleep. I --

POET

Invisible -- we're in jail.

Beat. Invisible rattles the bars.

INVISIBLE

How'd I end up in jail?

ACTION

No, Invis -- we're in jail. You
are free. Now listen to me. This
is very important. You have to
get to Super-Ego's office and GET
THE KEYS. Do you think you can
handle it?

INVISIBLE

Sure. Sure. Don't worry. Keys.

POET

And Invisible, listen: Hurry.
Please.

INVISIBLE

Right. Okay. Here goes. Uh oh.

ACTION

What's the matter?

KERPLUNK. Invisible has fallen flat on his face.

INVISIBLE

Ow. Shit.
 (getting up)
 Don't worry. I'm okay. I'm fine.
 I just thought the floor was at
 a different angle. But I'm okay
 now. Okay. Here we go. To
 Super-Ego's office for keys. Okay.

POET

And Invis: Shhhhh!

INVISIBLE

(walking)
 Right, right. "Shhhhh." Okay.
 I'm off. Whoops -- "shhhh."

Action and Poet look up. The ceiling is halfway down and closing.

ACTION

We're fucked.

As Poet nods in agreement, we:

CUT TO:

INVISIBLE'S POV - MOVING DOWN A BLURRY HALLWAY

which weaves in front of us. We MOVE TOWARD a hanging picture and then KNOCK IT OFF THE WALL. It falls with a loud CRASH.

INVISIBLE (V.O.)

Whoops. Fuck. "Shhhh."

POV TURNS. An Uzi-wielding DEFENDER, having heard the noise, enters the hallway and walks right TOWARD CAMERA.

POV just barely slips by him. The Defender keeps going. But stops when he hears:

INVISIBLE'S VOICE

Sorry about the picture.
 (then; sotto, to self)
 Whoops. "Shhhh." Fuck.

The Defender turns. He levels his Uzi, waits. Nothing. He speaks into a walkie-talkie and we:

CUT TO:

THE JAIL CELLS

Action and Poet's ceiling gets progressively lower as in the cell next to them The Vaudevillain babbles pathetically.

THE VAUDEVILLAIN

... I'm not a "Bad" Guy per se.
 No. In fact, I rather think I'm
 a "Good" Guy who just happens to
 do "bad" things ...

Hecky nods and we:

CUT TO:

INT. SUPER-EGO'S OFFICE

Several Defender Guards and, of course, Super-Ego.

SUPER-EGO

Excellent work, children. Very
 good. We'll now send the buses.

Super-Ego pushes a BUTTON on his desk, then smiles, pleased.
 Suddenly his office door OPENS. Everyone turns.

SUPER-EGO

Yes?

SUPER-EGO'S POV

There seems to be nothing at the door.

INVISIBLE'S POV

Everyone in the room is looking right AT CAMERA. Defender #20
 reaches RIGHT AT CAMERA to close the door. POV DUCKS.

DEFENDER #20

(sniffs)

Has someone been consuming alchoholic
 beverages?

POV SHAKES ITS HEAD.

INVISIBLE

No.

(then; sotto)

Whoops. "Shhh." Fuck.

SUPER-EGO

Well I should hope not. It's a
 dirty habit and bad for the health.

POV then slowly INCHES PAST Defender #20 and MOVES CLOSER to
 Super-Ego and the keys hanging by his desk.

SUPER-EGO

(sniffs)

Wait a minute ... I do smell something. Is there a liar in our midst?

And Super-Ego swivels his chair causing his foot to CLUB Invisible right in the gut.

INVISIBLE

(grunting)

Ughghgh!

Suddenly POV ARCS across the room, then ZOOMS down to the floor -- KLUNK.

INT. OFFICE

Super-Ego starts. The Defenders move toward Invisible.

SUPER-EGO

What was that? Who is here?

INVISIBLE'S POV

SHIMMIES THROUGH two LEGS, and --

INT. OFFICE

Super-Ego's keys LIFT and FLOAT ACROSS THE ROOM.

SUPER-EGO

Children! My keys!

The door opens and --

INT. HALLWAY

The keys sail down the hallway, suspended in Invisible's hand.

A second later the hallway is flooded with running Defenders.

The keys fly past an adjoining hallway, then come to a rapid, skidding halt, duck, reverse direction (as the running Defenders continue past the adjoining hallway), and then shoot down --

THE ADJOINING HALLWAY - MOVING

past the broken picture. We HEAR FEET POUNDING and BREATH PANTING.

INVISIBLE

C'mon ... c'mon ... run, you fat
drunken slob ...

Invisible turns around another corner where now in sight are:

THE CELLS

and Action and Poet, who, hunched over as the ceiling is at three feet and closing, HEAR the fracas and SEE the keys.

ACTION

Way to go, Invisible!!

INVISIBLE'S POV

zooms toward the jail cells when TWO DEFENDERS step DIRECTLY INTO FRAME and spray gunfire right AT CAMERA.

INVISIBLE

Urghghghgh ...

IN THE HALLWAY

The keys hit the floor and slide toward the shrinking cell, stopping a mere three inches from Action's extended reach.

And Action can't get to them. Beat.

The ceiling is 18 inches from the ground ... 17 ... 16 ...

Then the Guards lower their guns, bend to pick up the keys, and THEIR HEADS BANG TOGETHER --

INVISIBLE

Yaaaaaaarrrrgghghghghgh!!!

-- and the KEYS SAIL INTO THE LOCK and Action and Poet frantically shimmy out as -- NYYYYUMMPH. The huge iron ceiling seals itself solidly against the floor.

Action and Poet leap to their feet. Slap Invis on the back.

ACTION

Invis -- you came through, man!!

THE VAUDEVILLAIN (O.S.)

(a pathetic whine)

Noooooo ...

Action and Poet turn, look:

The Vaudevillain writhes as his ceiling comes down upon him and Hecky.

THE VAUDEVILLAIN
Goodbye cruel wwwooooo--

The Vaudevillain suddenly finds himself sliding out his cell and when he looks up he sees that:

Action and Poet have he and Hecky out as -- NNNNYYYYUUMMPHHHH. The Vaudevillain's rubber chicken is flattened and the ceiling seals with the floor. The Vaudevillain goes to hug Action, who pushes him away as we:

CUT TO:

EXT. CENTER SQUARE PARK - SAME

The CROWD CHEERS as four BUSES (bearing signs reading "Defender Day Camp") pull into the park.

CUT TO:

INT. DEFENDER BUILDING - SAME

Action, Poet, and Invisible run down a hallway. The Vaudevillain and Hecky scramble behind them, babbling between breaths.

THE VAUDEVILLAIN
I swear! From this day forward
I am going to devote my life to
good!! In fact -- I'm going to
change my name ... to "The
Vaude-GoodGuy."

HECKY
And I'm gonna change mine ... to
"Hecky Ge-GoodGuyAlso-techuch."

ACTION
(running straight for
the wall)
Follow me! Yaaaaaarrrrghghgh!!!!

And Action tucks in his head and barrels right into the wall, smashing through it and leaving a HOLE IN THE SHAPE OF HIS OUTLINE. The others climb through and we:

CUT TO:

EXT. BUSY STREET CORNER

Action, Poet and Invisible skitter out an alleyway and try and get their bearings.

ACTION

This way.

Action's legs spin. He gathers momentum and then shoots down the crowded sidewalk.

A moment later, The Vaudevillain and Hecky push through.

HECKY

Excuse me, coupla Good Guys comin',
through ... Scuse me Comin'
through ta save de day Lady,
let me through or I'll bust ya
in the chops.

(to that same woman)

Whoops, sorry lady. Dat was de
old me talkin' --

He is yanked OUT OF FRAME by The Vaudevillain and we:

CUT TO:

EXT. PARK - DAY

Bus doors closes. Defenders start them up. Parents wave. Then heads turns as:

ACTION AND POET

rush furiously into the park, out of breath, their old and ill-fitting uniforms dirty and bathed in sweat.

ACTION

People! People, we need your
attention!!

ON MICHAEL'S BUS

The kids point at the middle aged men in tights and capes.

KID #1

Nice dad, Action.

HOWIE GOLD

Nice tights, Fag-tion.

Michael and STRETCH JR. are mortified. Michael literally turns beet red. Stretch Junior shrinks to one half his size. Kerry

...sible, sitting near them, is so embarrassed that she fades into complete invisibility. And to make things worse --

EXT. PARK - THEIR PARENTS

are trying to get as much attention as they possibly can.

ACTION
Please, folks!

POET
These are not jokes!

ACTION
We were just somewhere!

POET
And you must be aware!

WISS-ASS DAD
Ask me if I care!

A couple PARENTS chuckle. A. Scott and Phil rush up with their cameras. But most just watch with the kind of sympathy one gives to someone having a nervous breakdown in public.

ELSEWHERE IN THE PARK

Invisible spots Cupid through the crowd. Dave is putting his arm around her.

DAVE
Aren't you glad you're no longer involved with these clowns?

Invisible starts weaving toward them. Meanwhile --

ACTION AND POET

Continue to try and address the crowd.

POET
Folks -- we need your support!

The buses start to pull away.

POET
It concerns the ex-Unbelievable Super-Ego -- !

A PURSE smacks Poet across the face. He stands there for a second, stunned. He turns as --

An ANGRY MOTHER walks toward him, pointing a finger.

ANGRY MOTHER

Don't you ever bring up that name again.

POET

But he's --

Poet is PUNCHED in the gut by --

ANGRY MOTHER'S HUSBAND

(who yells at him:)

He's responsible for my little boy being an only child is what he is.

POET

But he's not -- he's --

Some DRUNK DAD chucks a beer can.

DRUNK DAD

Can it, Unbelievable.

DRUNK DAD'S FRIEND

Leave our kid alone.

Action, furious, wheels on Drunk Dad's Friend --

ACTION

Listen Pal --

-- but is suddenly BLOCKED by Defenders #12 and #13 who step right up to him, their hidden guns right on his back.

DEFENDER #12

(sotto)

It's over, Action. Come on. Now.

(then; grandly)

It's okay, folks! They're our friends, it's okay.

(then; sotto)

Say nothing, or you're dead.

INT. MICHAEL'S BUS - MOVING

Michael looks back at his dad and the receding park and the encircling spectacle. A wad of rolled up paper hits him in the back of the head. Then a rubber band. He buries his head. He tries not to cry.

CUT TO:

INVISIBLE'S POV - MOVING IN ON QUPID AND DAVE

Dave pecks her on the cheek.

DAVE
C'mon, Qupie, let's blow. Hey--?

Suddenly an invisible hand is laid on his shoulder.

INVISIBLE
Buzz off, cowboy. I wanna talk
to my wife.

DAVE
Hey, listen, pal. She doesn't
want to see y--

KERRRACKKKK! -- Dave's jaw juts up into the roof of his mouth
and he topples backward. Nearby --

EXT. PARK PERIPHERY - SAME

Defenders #12 and #13 are ushering Poet and Action out of the
park and --

AROUND A CORNER

where The Vaudevillain and Hecky step INTO FRAME and smack the
Defenders in with two-by-fours -- CRAAAACK -- CRAAAACK!!

The Defenders tumble to the ground.

THE VAUDEVILLAIN
(arms raised triumphantly)
Yes! Yes! Well, Action, I'd say
you owe me a real good --

He stops. He turns. He sees Action and Poet, already running off
down the street.

THE VAUDEVILLAIN (CONT'D)
Hey! Hey -- you guys! Hey, wait
up!!

And they scramble OUT OF FRAME. Defenders #12 and #13 groggily
sit up and we:

CUT TO:

EXT. PARK

Cupid stares at Invisible.

INVISIBLE

Cupid, I love you. And if you
give me another chance, I swear
to God I'll make you the happiest
woman on earth.

Cupid looks at him. We don't know what she's going to do. Then
she kisses him and is lifted into the air --

QUPID

Oh, God. Melvin!

-- and carried behind some bushes and we:

CUT TO:

INT. EDNA'S EATS

Action, Poet and Invisible burst into the diner and run toward the
basement door. Edna, wiping glasses, looks up as The Vaudevillain
scrambles in, drastically out of breath.

THE VAUDEVILLAIN

Miss, miss. I'm a very important
Good Guy. Tell me -- where did
Action and Poet go?

Hecky would speak, but he's too busy coughing up phlegm.

EDNA

I know you -- you're the
Vaude-villain.

THE VAUDEVILLAIN

Vaude-GoodGuy. Vaude-GoodGuy.

EDNA

Sorry.

THE VAUDEVILLAIN

What!?? But --

CUT TO:

EXT. GRANDVILLE STREET - SAME

The Defender buses turn off the road and head down an alleyway.

CUT TO:

EXT. PARK

S

Invisible and Qupid make mad, passionate love behind the bushes.

CUT TO:

INT. EDNA'S BASEMENT - SAME

Once the Unbelievable's DISPATCH ROOM (old PHOTOS, MAPS, CALL SHEETS, etc. line the walls), now everything is covered with sheets, boxes, restaurant supplies and dust.

Action and Poet throw junk off the old equipment and search frantically for the:

ACTION

Dispatch units ... dispatch units
... crap. Under there.

They pull a large DINER BOOTH off a big DISPATCH UNIT, then sweep away the dust and debris and pick up dispatch mikes.

ACTION (CONT'D)

Cripes ... I hope this thing works.

Action flips a couple switches. Nothing happens. Then suddenly some lights blink on and we:

CUT TO:

INT. UNBELIEVABURGERS ("PERSONALLY FLAME BROILED" - SAME

A BITCHY CUSTOMER looks up from the counter, holding a burger.

BITCHY CUSTOMER

Excuse me -- I asked for well done
and this is at best medium rare.

Flame, in a chef's hat, ENTERS FRAME as the PHONE RINGS.

FLAME

Hang on.

(picking up phone)

Unbelievaburgers..

(beat)

Listen, don't fuck with me Ax --

(beat; eyes widening)

Give me five minutes.

Flame hangs up the phone, starts for the back room, when the--

BITCHY CUSTOMER

(pipes up)

Hey -- I thought you said you'd

--

Flame sticks out his middle finger and TORCHES THE SHIT out of the terrified Bitchy Customer's burger.

BITCHY CUSTOMER (CONT'D)

(beat)

Thanks.

Flame bursts out the door and we:

CUT TO:

EXT. CIRCUS DRESSING ROOM - DAY

The sign reads "THE UNBELIEVABLE STRETCHING MAN -- 8 SHOWS DAILY!"
A BARKER knocks.

BARKER

Hey Stretch -- phone call.

STRETCH (O.S.)

I'm napping.

BARKER

A guy named Flame says it's important.

We HEAR Stretch GROAN and his door opens and we:

CUT TO:

INT. EDNA'S BASEMENT - SAME

Action flips through a call sheet while, in the background Poet talks on the phone.

ACTION

Brain Child?

POET

Still institutionalized.

ACTION

Vita-man?

POET

"Finding himself" in India.

ACTION

Here we go -- Magnetto.

CUT TO:

INT. MAGNETTO'S HARDWARE STORE

MAGNETTO (rotund; with all sorts of metal objects -- screws, nuts, nails -- clinging to his chest) picks up the phone.

MAGNETTO
(Italian accent)
Magnetto's.
(eyes lighting up)
Ey-hey! Action my friend!

His WIFE, upon hearing Action's name, excitedly waddles toward the phone, but stops as Magnetto holds up his hand indicating "this is important" and we:

CUT TO:

EXT. PARK

Qupid and Invisible crawl out from behind the bushes, spent.

QUPID
It's been too long, Mel.

INVISIBLE
I know. But now, Qupid, my love,
we've got a job to do.

The two of them run off, hand in hand and we:

CUT TO:

INT. EDNA'S BASEMENT - SAME

Action hangs up.

ACTION
(checking off a list)
Rock Star. Diva. Strong Man.
(looking up)
You ready?

POET
(dialing)
Hang on.

Poet removes a DOG WHISTLE from his coat and puts it up to the phone as we:

CUT TO:

INT. POET'S APARTMENT - SAME

Mega Dog sleeps on the floor as the PHONE RINGS and Poet's MACHINE picks up.

PHONE MACHINE

I'm not here, but don't you weep.
You can leave a message at the
... tone.

"BEEP".

CUT TO:

INT. EDNA'S BASEMENT - SAME

Poet blows into the whistle.

CUT TO:

INT. POET'S APARTMENT - SAME

Mega Dog's ears literally stand upright and Mega Dog LIFTS INTO THE AIR, turns to his side, yawns, and then SAILS OUT THE OPEN WINDOW and we:

CUT TO:

EXT. CIRCUS - DAY

Stretch knocks on a door marked "THE UNBELIEVABLY STRONG MAN".

STRETCH

Ready?

STRONG MAN nods and exits and the two of them run into:

A REALLY FAGGY GUY

(who asks:)

Is Mr. Flame going to be there?

STRETCH

(lying)

Gee, no. Sorry.

And they split.

Disappointed, Really Faggy Guy walks back to his dressing room, the door of which reads "LEOPOLD -- THE AMAZING FIRE-EATER."

Meanwhile, Stretch and Strong Man hop into Stretch's Datsun B-210. They turn the ignition. It won't start.

STRONG MAN
Hang on. We'll bump it.

Strong Man goes around back and starts pushing it and we:

CUT TO:

EXT. BUS STOP

Flame, now in full uniform, hops onto the bus, fishing for change as the bus pulls away.

FLAME
Excuse me -- anyone got a quarter?

CUT TO:

EXT. MAGNETTO'S HARDWARE STORE

Magnetto steps out of his store in his "Magnetto" outfit. After a beat, his Wife runs out the door with his cape.

MAGNETTO'S WIFE
(in Italian)
Honey! Honey! Your cape!

He grabs it, puts it on, and crosses to his BICYCLE. He holds his breath and the bike rolls magnetically toward him. He smiles, hops on, and we:

CUT TO:

EXT. INVISIBLE AND QUPID'S HOUSE

Qupid, her sack of arrows now slung over her back, holds onto Invisible's back as he roars the motorcycle out of their garage--

QUPID
Whoooo-eeee!!

-- and we:

CUT TO:

EXT. GRANDVILLE STREETS

Mega Dog sails through the air, he head turned and his tongue flapping in the breeze. He stops for a moment at a fire hydrant, then continues on, and we:

CUT TO:

INT. DEFENDER BUILDING CAFETORIUM - SAME

The 150 or so children are sitting in chairs as the LIGHTS GO OUT. Murmuring. Then the STAGELIGHTS GO ON and:

ON STAGE

The curtains part REVEALING 20 Defenders seated in chairs behind a podium.

After a beat, Super-Ego, in a peach leisure suit with white shoes and a matching white belt, enters proudly from the wings.

SUPER-EGO

My oh my oh my ... will you look
at you all ...

He stops halfway across the stage, glances back at his Defenders, smiles, then looks out at --

THE CHILDREN

who are unsure how to respond to this odd man. Some giggle. Others shift uncomfortably. Most are just plain silent.

SUPER-EGO

then moves to the podium and continues.

SUPER-EGO

Why, I can remember when the big
ones back there were just like
you are now. Would you like to
be just like them? Would you?

General confused murmurs of "yeah, we think so" "yeah, sure" and a few smart-assed "why do you think we came here for"s.

SUPER-EGO (CONT'D)

Children ... is that the way you
show respect for your leader?

(suddenly vehement)

YOU MUST SHOW RESPECT OR YOU WILL
BE SEVERELY PUNISHED!!

This shuts em up.

SUPER-EGO (CONT'D)

(suddenly very sweet)

Forgive me, loved ones, I've had
a very long day today. Will you
do that for me? Will you forgive
me?

In the audience, some of the kids, including Howie Gold, start to whimper a little out of fear.

Super-Ego HEARS this and looks out into the crowd.

SUPER-EGO (CONT'D)
Excuse me -- who is that talking?
(beat)
WHO IS MAKING NOISE AFTER HAVING
BEEN TOLD TO BE QUIET?!?!

Howie Gold's face goes ashen. Michael Action watches him, silent, from nearby.

Then Super-Ego peers out into the crowd.

SUPER-EGO (CONT'D)
We're not going on until somebody
speaks up... who made that noise?

Silience. Howie can not get up the nerve to even move.

But Michael Action does. He stands up.

MICHAEL
I did.

Heads turn to Michael. Utter silence. Super-Ego looks at him.

SUPER-EGO
Don't you know not to disrespect
your leader?

MICHAEL
You're not my leader.

Super-Ego is aghast.

MICHAEL (CONT'D)
And you're not any of their's either.
And if you don't let us go, we're
leaving ourselves.

SUPER-EGO
Oh, no, you will never be leaving.
None of you. Ever.

Weird gasps from the crowd.

SUPER-EGO (CONT'D)
But it's okay -- you must learn
to trust me. In some years you
will learn to love me. Like they
do.
(to Michael)
And now, you -- you must sit down
or I will have to punish you.

MICHAEL

I'm not moving.

Beat. Super-Ego shakes his head.

SUPER-EGO

(to a Defender)

Prepare for punishment

Defender #3 stands up with a shotgun and points it directly at Michael Action.

SUPER-EGO

Don't make me have to do this,
son.

ACTION

I'm not afraid.

SUPER-EGO

Well then ... I'm sorry, but ...

(to Defender; with a
sad shake of his head)

Shoot him and kill him.

Defender #3 fires.

Michael is hit in the mouth and he flies backward up the aisle.

Total silence. A few people start to cry. Then, after a beat:

MICHAEL

slowly opens his eyes and shakes out his head. He sits up.
Then he stands up and he looks at Super-Ego.

He smiles, revealing that HE HAS CAUGHT THE BULLET IN HIS TEETH!

IN THE CAFETORIUM

Super-Ego's eyes widen. Especially as Michael spits the bullet
whizzing back off the podium -- PTOING. Super-Ego recoils.

SUPER-EGO

I see we will have to sedate them
alot earlier than I thought.
Goodnight, children.

He bushes a button. GAS starts seeping out of FOUR CEILING PIPES.

SUPER-EGO (CONT'D)

When you awaken, you will not
remember a thing about who you
were.

(more)

SUPER-EGO (Cont'd)
 (then, looking at them
 lovingly)
 Trust me ... Super-Ego knows what's
 right.

Super-Ego starts to turn, then suddenly stops when --

-- the doors fly open and ACTION AND POET burst in.

ACTION
 (to Super-Ego)
 Hold it right there!

POET
 (to the Defenders)
 Guns low, for the fun's over.

SUPER-EGO
 Action? Poet?

Super-Ego chuckles at the incredible imbalance of odds.

SUPER-EGO
 (to Defenders)
 Take care of them.

The Defenders move toward Action and Poet and:

THE FIGHT

begins. But The Unbelievables are completely outnumbered.

Action is knocked over the head with a chair and is squashed to the floor, where he waddles like an accordion.

And Poet is clubbed on the head from behind.

POET
 (stunned)
 Oh shit, I've been hit.
 (as he topples to the
 ground)
 A poem, by Poet.

The crowd watches, shocked.

Michael gasps.

The Defenders smile, and turn proudly to Super-Ego, who's smile suddenly drops as --

-- AN EXPLOSION blows out a door and --

FLAME AND STRETCH

burst in. Flame rubs his smoking hand under his cape.

FLAME

Oww. Fuck.

And they quickly break into action as half of the Defenders leave Poet and Action and rush toward Flame and Stretch.

FLAME (CONT'D)

Stretch! The gas!!

STRETCH

looks up at the seeping gas. He motions to his son and he and Stretch Jr. each reach way up and cover the valves with their hands.

Defender #1 sees them and levels her gun when --

MAGNETTO

bursts in through the blown open hole and crosses himself, inhales ... and Defender #1's gun sails across the room and clinks against his chest.

MAGNETTO (CONT'D)

(equally surprised)

Mama-mia!

Suddenly a huge FISH NET comes down over her and we HEAR REGGAE MUSIC and PULL BACK TO REVEAL:

BOB MARLIN AND THE WHALERS

who enter, dreadlocked, smiling, and carrying fishing gear.

MAGNETTO

Bob Marlin and the Whalers! Hey,
who called you?

Qupid and Invisible roar in on Qupid's motorcycle.

QUPID

I did!

And she flings an arrow just in time to save Bob Marlin from--

DEFENDER #2

who, when hit, drops his gun and stares, enamored, at Cupid.

DEFENDER #2
(staggering)
Will you be mine?

INVISIBLE
Sorry, pal. She's mine.

DEFENDER #2
Will anyone be mine?

STRONG MAN ENTERS FRAME.

STRONG MAN
I will.

Strong Man nods to Bob Marlin and grabs Defender #2 from behind and tosses him into --

A CHUTE

which leads him swirling and sliding down and down until he crashes into:

DOBER-MAN'S CELL

where he lands with a klunk next to the stoic, canine ex-super-criminal.

DEFENDER #2
(enamored)
Hi there.

Dober-Man looks at him, growls, then goes back to his rag.

Meanwhile --

ON THE STAGE

Poet gets up only to find Defender #3 and Defender #4 are standing right over him. They reach toward him when we HEAR an amazing HEAVY METAL GUITAR RIFF and:

ROCK STAR

bursts in, snarls --

ROCK STAR.
Thanggggyouuuu!

-- and shoots lightning bolts from his incredibly bitchin' Fender Stratocaster right at:

DEFENDERS #3 AND #4

Who drop their guns, stunned.

Then a net flies over them and Bob Marlin and his dreadlocked Whalers happily ENTER FRAME, singing reggae, accompanied by Rock Star.

BOB MARLIN

We got the Bad-Guys, Put 'em in
the net. We pull the hand-ties,
They see what they get:

THE WHALERS

Busted!

BOB MARLIN

Oooh yeah. She so mal-adjusted.

WHALERS AND ROCK STAR

Busted!

BOB MARLIN AND STRONG MAN

(Strong Man sings off
key)

Oooh yeah.

BOB MARLIN

Cannot be entrusted.

They keep singing as --

STRONG MAN

(grabs them and sings
off-key)

Busted!

-- and then drops them into the chute where they wind up --

IN ELLA FIST-GERALD'S CELL

and land with a crash next to the still-scat-singing pugilist.

FIST-GERALD

Scee-boop de-bust-bop Say look
what just dropped. Oo-wee be doo-boo
Say how do you do?

She socks them in the jaw. Meanwhile, above them --

IN THE CAFETORIUM

Action springs up from his "accordion-like" state and slugs Defender #5, who falls toward Strong Man.

ON THE OTHER SIDE OF THE STAGE - POET

Eyes closed, moves back and forth, avoiding the knife of Defender #6. Suddenly a BOTTLE breaks over #6's head and --

INVISIBLE
(shouts out)

Yes!

POET

Arright!

Invisible and Poet slap a high-five! Then Poet's kneed in the gut by Defender #7, who is about to run him through with her knife when--

DIVA (a histrionic grand-dame type) throws open a door and enters theatrically.

DIVA
(boisterous; operatic)
I'm HERE! I'm HERE! I'm HERE
so have no FEAR!!!

She let's out a piercing HIGH-C and slugs Defender #7 in the jaw. She then turns to Poet, who is just staggering to his feet, and kisses him on the cheek.

DIVA (CONT'D)
Oh, Poet, darling, I'm sooo glad
you called.
(as she turns and slugs
Defender #8)
Ha-HAAAAAH!
(then back to Poet)
You must tell me what you've been
up to.

IN ONE SECTION

Defenders #9 and #10 have a gun on Flame. Flame holds out his fingers.

FLAME
(re: his fingers)
Careful, they're loaded.

DEFENDER #4
Yeah, right.

FLAME
(shrugs)
You asked for it.

WAAAA-VOOOOM!! Flame sends two billowing BALLS OF FIRE toward Defenders #9 and #10. When the flame dies down, the two Defenders are totally bald and their clothes are black, and Flame is coughing uncontrollably.

Strong Man grabs their guns, sets them down, grunts, and lifts them OUT OF FRAME. Meanwhile --

IN THE AUDIENCE

The kids, watching, now cheer loudly as --

MEGA DOG

sails into the room, lands, looks around, lifts his leg on a Defender, yawns, then plops down and falls asleep. Nearby --

A HUGE CLOUD OF DUST

rolls around, HANDS and FEET coming out all sides. Suddenly Action's body sails out slams into a wall -- KLUNK. Action's eyes literally roll around in circles and we hear BIRDS CHIRPING. He instantly has little "X" band-aids all over his body. Dazed, he spits out teeth. XYLOPHONE MUSIC. Then he shakes himself out AND IS PERFECTLY FINE AGAIN and notices:

SUPER-EGO

who is ducking out of the room. But --

ACTION

Is quickly surrounded by Defenders and can not do anything about it. He can, however, make eye contact with:

MICHAEL ACTION

who nods, rises, then spins his legs and takes off with bullet-like speed down the aisle and through the wall and while --

IN THE RECESSES OF THE DEFENDER BUILDING

Super-Ego is silently weaving his way toward the exit and freedom,
--

MICHAEL ACTION

is running through the Defender Building like its walls were paper -- SHOOOP -- SHOOOP -- SHOOOP -- and finally zooming into:

SUPER-EGO'S STUDY

and SNARING SUPER-EGO and the two of them shoot THROUGH THE WALL and continue right --

OUTSIDE THE DEFENDER BUILDING

where they zoom PAST CAMERA like two cannonballs and keep going all the way to:

CHINA

where a FARMER looks up from the rice fields as Michael Action and Super-Ego SHOOT PAST and OUT OF FRAME and we:

CUT TO:

THE FIGHT IN THE DEFENDER BUILDING

Which continues to rage on. Action slugs the Defenders. Cupid sticks them with her arrows. Bob Marlin and his Whalers continue to move throughout the room, netting and singing. Diva shrieks and punches. Rock Star jams ("thanggggyouuu!"). Flame torches, Magnosto attracts. Poet weaves in and out, occasionally throwing a punch or two. Invisible punches. And Strong Man keeps tossing 'em down the chute, where they land, alive and stunned, in the now crowded jail cells.

And then, where the last of the Defenders is tossed down the grate --

CAPTAIN ACTION

Notices something wrong.

ACTION
My God. Super-Ego.

There is a sudden LOUD NOISE and --

MICHAEL ACTION AND SUPER-EGO

crash through the wall and come skidding to a stop on --

THE STAGE

where Michael drops Super-Ego right in front of his father.
(Super-Ego is now covered from head to toe with travel stickers.)

ACTION

Good work, son.

MICHAEL

No prob, Dad.

He hands Super-Ego over to his father, who flexes his arm, a little ARMY marching around his bicep. Action then winds his arm like a propeller and SLUGS SUPER-EGO SO HARD THAT --

SUPER-EGO

flies through the roof and up into the sky and sails over the moon and then, in a matter of seconds, returns to --

THE CAFETORIUM

where he CRASHES onto the floor, on his feet, totally dazed.
His eyes roll back in his head.

SUPER-EGO

(barely conscious)
I've done a bad thing.

Then, suddenly --

The Vaudevillain and Hecky burst INTO FRAME --

THE VAUDEVILLAIN

Aha!

-- and The Vaudevillain flops Super-Ego across the face with a large, flat, wobbly piece of rubber (what's left of his chicken).

HECKY

Aha!

Andd Hecky pushes Super-Ego, who topples into the chute and then slides down into --

THE JAIL CELLS

where all the rest of the groggy, beaten Defenders lay in a big, huge pile.

INT. CAFETORIUM

The kids cheer.

The Vaudevillain and Hecky turn to the Unbelievables and gloat magnificently having, in their opinions, just saved the day.

Stretch and Flame, on either side of Poet, raise Poet's arms in triumph.

Cupid and Invisible kiss.

Michael Action puts his arm around his Dad.

Then there is a blinding FLASH and we:

CUT TO:

INT. EDNA'S EATS

A PHOTOGRAPHER snaps a PHOTO of 10 or 12 KIDS. Included in the group are Michael Action, Stretch Jr., Howie Gold, Joe, Ryan, Jim and a few others we recognize. They all wear t-shirts which say "THE EXCELLENTS."

Action and Poet move toward the kids with pizzas and Cokes.

POET

So now would ya hurry up and grow
up so we can quit?

A WIDER SHOT

reveals that the DINER IS PACKED with all the UNBELIEVABLES, their SPOUSES, KIDS, FRIENDS -- basically, EVERYBODY we've seen. Lotsa food. Lotsa beer. Like after a big softball game or something.

Suddenly we HEAR a HONK. HONK HONK HONK. And The Vaudevillain, wearing a waiters' uniform, waddles in, balancing two trays of pizza and three pitchers of beer.

THE VAUDEVILLAIN

Could I get a hand here? Hello?
(yelling off)
Get me my busboy!!

Hecky waddles in, carrying plates and glasses. (He wears a "HELLO, MY NAME IS HERSCHEL" nametag. The Vaudevillain wears one which reads: "HELLO, MY NAME IS KEVIN.")

HECKY

Here I am, boss. Comin' right
up.

THE VAUDEVILLAIN
(kicking Hecky in the
butt)

Get a move-on you waddle-waggoned
wart-weenied wimp of a waiter!

As the two begin serving the food, there is ANOTHER PHOTO FLASH and we:

CUT TO:

HAND-HELD SHOT - A 78 YEAR OLD WOMAN

Sits in her study. Behind her is a plaque with an inscription reading "THE INVESTIGATORS." She waits a moment, then speaks directly TO CAMERA.

WOMAN

It was the 1933. It was The Depression, and we gave the people hope. I was known as "The Seductress" because my dress came seven inches from my ankle. Of course that was unheard of back then.

(smiles)

Needless to say, I was very popular.

CUT TO:

HAND-HELD SHOT - AN 82 YEAR OLD MAN

Sits in a rocking chair, a cane by his side.

MAN

Yes, yes. There were 'bout six or seven of us back then. One man, I remember him very well, Charlie Edwards was his name, based his entire persona on the fact that he owned an automobile. Nowadays, of course, you wouldn't turn your head. Come to think of it, neither did many folks then. Actually, we all thought Charlie Edwards was sort of ...

(does the "he's loco" motion)

... you know.

CUT TO:

HAND-HELD SHOT - A 87 YEAR OLD MAN

Sits by the fire with his 85 year old WIFE.

MAN
(proudly)
"Hydro-Electric Man."

WOMAN
And would you believe to this day
he's afraid of water?

MAN
(to Woman)
What afraid of water? Since when
afraid of water?
(to camera)
To this day I swim every morning.

WOMAN
What are you talking? When will
you swim?

MAN
I swam Wednesday. At the pool.

WOMAN
You went in two feet. That's wading.

MAN
Wading. Where were you that you
didn't see me dip below the head?
(to camera)
"The Mouth" she should've been
called.

WOMAN
(to camera)
I was called "Cleopatra" because
of my long black hair and shapely
form.

MAN
She was the most beautiful woman
in Grandville.

CUT TO:

HAND-HELD SHOT - A 77 YEAR OLD MAN

Sits in an armchair.

MAN
It was great fun, and let nobody
tell you it wasn't. There were
(more)

MAN (Cont'd)
times we thought it would last
forever. But deep down we knew
better. We knew that the only
things which really last are the
photographs.

There is a FLASH and we:

CUT TO:

INT. EDNA'S EATS

EVERYONE IN THE MOVIE is stands arm in arm, smiling, posed for a
large GROUP PHOTO. There is another FLASH and we FREEZE FRAME, and
then:

FADE OUT.

THE END