



#50

Telepictures Corporation

Presents



A

Half-Hour

ANIMATED

Television Series

A

RANKIN/BASS PRODUCTION

SHOW #50

"THE SUPERPOWER POTION"

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PART ONE

FADE IN:

EXT: CASTLE PLUN-DARR - DAWN

ESTABLISH:

the castle as the sun begins to rise.

ZOOM IN:

toward the window of VULTUREMAN'S WORKSHOP.

CUT TO:

INT: VULTUREMAN'S WORKSHOP - DAWN

VULTUREMAN is at his bench. In his hand is a large bottle.

INSERT:

the bottle marked "Super Power Potion."

VULTUREMAN (VO/thoughts)
My time has come!

He gulps down the Super Power Potion.

VULTUREMAN (VO/thoughts)
With my Super Power Potion, I'll
be able to match those wretched
Thundercats skill for skill and
strength for strength!

He takes another swig. His entire body shudders and his muscles ripple.

VULTUREMAN (ON CAMERA/lip sync)
Aaarrrgghhh! I don't need
S-S-Slithe, Monkian or Jackalman
-- and as for Mumm-Ra ...
(he laughs derisively)
... I'll rattle that mummy's
bones till he surrenders Third
Earth to me ... Vultureman!

He moves across to a shelf, presses down on the shelf and stands back. A section of wall opens to reveal VULTUREMAN'S SECRET VAULT. He places the remains of the Super Power Potion in the vault, among a row of similar bottles.

Then he closes the wall, moves across to the window -- and leaps out through it.

CUT TO:

EXT: CASTLE PLUN-DARR - DAWN

VULTUREMAN soars through the air.

CUT TO:

EXT: CLEARING IN FOREST OF UNICORNS - DAY

TYGRA is taking soil samples for scientific analysis. He kneels on the ground, drawing up a sample with an instrument like a hi-tech syringe. By his side is a small case. The lid is open, and tubes containing soil are visible.

TYGRA is very much alone in the silent forest.

TYGRA stands up and inspects the sample he has just taken.

TYGRA (VO/thoughts)
That should be enough. Time I got
back to the lab.

CUT TO:

EXT: SKY ABOVE CLEARING IN FOREST OF UNICORNS - DAY

HIGH, LONG SHOT of TYGRA from POV of BIRD circling above the clearing.

SOUND: high-pitched wind whistling.

CUT TO:

EXT: CLEARING IN FOREST OF UNICORNS - DAY

TYGRA looks warily at the trees surrounding the clearing.

TYGRA (VO/thoughts)
Why am I getting this feeling that
something's watching me?

CUT TO:

EXT: SKY ABOVE CLEARING IN FOREST OF UNICORNS - DAY

HIGH, LONG SHOT of TYGRA, POV BIRD. ZOOM slowly DOWN TOWARDS TYGRA, as if BIRD diving.

SOUND: wind whistling.

CUT TO:

EXT: CLEARING IN FOREST OF UNICORNS - DAY

TYGRA walks to the edge of the clearing, glancing warily around him.

CUT TO:

EXT: SKY ABOVE CLEARING IN FOREST OF UNICORNS - DAY

TYGRA POV BIRD, now rapidly closing in.

SOUND: wind whistling.

CUT TO:

EXT: CLEARING IN FOREST OF UNICORNS - DAY

TYGRA continues walking. Suddenly he is overtaken by a large SHADOW, blotting out the light from behind him. TYGRA whirls around.

HE SEES:

VULTUREMAN swooping from the sky, arms outstretched, beak snapping.

VULTUREMAN knocks TYGRA over, loops up again, and lands a few yards away from him.

TYGRA scrambles to his feet, drawing his BOLO WHIP.

TYGRA

Vultureman ... flying!

VULTUREMAN

Flying's just for starters,
Thundercat ...

VULTUREMAN picks up a LARGE BOULDER as easily as if it were a tennis ball, and hurls it at TYGRA. Just before it hits him, TYGRA wraps his BOLO WHIP around himself and disappears. The BOULDER crashes harmlessly to the ground.

VULTUREMAN

(laughs)

You may think you're invisible,
but ...

VULTUREMAN makes a gesture, passing his hands before his eyes.

Now he sees TYGRA, who materializes as a gray silhouette running across the clearing.

VULTUREMAN
(sing song voice)
I can see you!
(evil laughter)

VULTUREMAN's eyes begin to burn with a dark yellow light. Two "beams" shoot from his burning eyes at a second large rock, causing it to shoot up in front of TYGRA.

TYGRA crashes heavily into the rock. Stunned, he returns to normal visibility.

TYGRA cracks his WHIP and causes three FIREBALLS to snake out from its tip. The FIREBALLS dance through the air towards VULTUREMAN.

Moving with SUPERSPEED, VULTUREMAN grabs the FIREBALLS and hurls them at a TREE. They bounce off the TREE on to the next one, and so on all the way around the clearing until they fly back at TYGRA. He avoids them by diving to one side.

TYGRA cracks his WHIP again. A lattice-work of brightly-colored light snakes out from the tip of the WHIP, forming a CAGE which starts to enclose VULTUREMAN. But as the final bars begin to form above him, VULTUREMAN takes off, zooming into the sky above the clearing.

He then swoops down and grabs a TREE. He rips it up by the roots. Whirling the TREE around his head, he smashes the LIGHT-CAGE to pieces. He then hurls the TREE at TYGRA.

As the TREE flies towards him, TYGRA cracks his WHIP so that it grabs the TREE. With one easy movement TYGRA whirls the TREE around his head and hurls it back at VULTUREMAN.

When the tree is almost on him, VULTUREMAN makes a pass before his eyes with his hands. His eyes burn with yellow light and project two beams at the tree. When the beams strike the tree, they split it in two so that the two halves of the tree pass either side of VULTUREMAN.

VULTUREMAN
I'm tired of this game, Thundercat
... just stay where you are!

VULTUREMAN makes another pass before his eyes with his hands -- and now his yellow eyebeams are directed at TYGRA. They freeze THE THUNDERCAT rigid in his tracks. He is as immobile as a statue.

VULTUREMAN
My Super Power Potion works
perfectly! Soon Thundercats
and Mutants will all bow to
my will ...
(evil laughter)

VULTUREMAN takes off into the sky again.

VULTUREMAN
(insane laughter,
diminishing into
distance)

...

CLOSE ON: TYGRA, immobile.

DISSOLVE TO:

INT: MUMM-RA'S PYRAMID - DAY

SOUND: muted thunder rolling, lightning cracking.
The CAULDRON hisses.

CLOSE ON: MUMM-RA'S COFFIN.

Suddenly there is a tremendous, booming CRASH.
FRAME shakes. Another massive CRASH follows.

The lid of MUMM-RA's COFFIN flies open and MUMM-RA
emerges.

MUMM-RA
(furious)
Who dares to disturb the sleep
of Mumm-Ra?

Another huge CRASH shakes FRAME. MUMM-RA puts his hands
over his ears.

MUMM-RA
By all the Pharoahs, someone will
pay for this!

MUMM-RA shuffles towards the CAULDRON.

He looks into it and SEES:

VULTUREMAN is flying above the PYRAMID, carrying a large
BOULDER.

VULTUREMAN (VO)
(shouts)
Hey, Mumm-Ra -- you bag of bones!

VULTUREMAN swoops down towards the PYRAMID, hurling the BOULDER so that it crashes into it. He then swoops up again.

MUMM-RA staggers back from the CAULDRON.

MUMM-RA
(astonished and
enraged)
Vultureman!

Before MUMM-RA has time to move, VULTUREMAN swoops into the PYRAMID and lifts MUMM-RA, holding him by the scruff of the neck.

He deposits MUMM-RA back in his coffin.

MUMM-RA is enraged.

MUMM-RA
(roars)
Why you miserable Mutant ...

VULTUREMAN
Enough of your prattling, bonehead ...

VULTUREMAN makes his pass before his eyes with his hands and his eye beams flash to the coffin lid, smashing it shut.

MUMM-RA (VO)
(muffled, furious roar)
...

CLOSE ON:

the coffin. The lid bursts open and MUMM-RA appears, his arms held wide.

MUMM-RA
(roaring with fury)
You've gone too far, Vultureman!
(begins to chant)
ANCIENT SPIRITS OF EVIL ...

His transformation begins.

MUMM-RA
... TRANSFORM THIS DECAYED FORM ...

The MAN/BEAST STATUES glow.

MUMM-RA
... TO MUMM-RA, THE EVER-LIVING!

The transformation is complete and MUMM-RA advances on VULTUREMAN.

MUMM-RA

You dare attack Mumm-Ra?

He flings out his hands. Forcefields CRACKLE toward VULTUREMAN -- but VULTUREMAN strikes back with his eye "beams."

The "beams" hit MUMM-RA's forcefields, which polarise -- changing colors and flashing violently. Then, they reverse their direction and CRASH back into MUMM-RA, flinging him backwards.

As VULTUREMAN advances on MUMM-RA, he takes a powerful swipe at the CAULDRON.

SOUND: KLLANNNGGG!

FRAME SHAKES.

CLOSE ON:

the surface of the CAULDRON, which boils and froths furiously.

"Beams" from VULTUREMAN's eyes lock onto MUMM-RA's double headed snake insignia.

MUMM-RA staggers back.

MUMM-RA

(cries out)

Wait! Wait, Vultureman! Let's talk!

VULTUREMAN

I hoped you'd see things my way, Mumm-Ra.

The fire in VULTUREMAN's eyes dies.

MUMM-RA

I'm most impressed, Vultureman! I had no idea you were so ... talented ...

VULTUREMAN

I'm not here to listen to your flattery, Mumm-Ra. I'm here to offer you a deal.

MUMM-RA

A deal?

VULTUREMAN punches a pillar, smashing a large stone chip from it.

VULTUREMAN
I will smash The Thundercats!

He picks up the large stone chip and crushes it in one hand.

CLOSE ON:

VULTUREMAN's hand grinding the stone chip to powder.

VULTUREMAN
I will crush the other Mutants!

He stamps on the floor.

FRAME SHAKES.

MUMM-RA steps back a pace or two.

MUMM-RA
What do you want from me?

VULTUREMAN
The secret of ever-lasting life!

MUMM-RA
(cunning; wary)
And if I share that secret?

VULTUREMAN
We rule Third Earth together!
Forever!
(begins to laugh
crazily)

MUMM-RA watches him.

MUMM-RA
(insane laughter joins
VULTUREMAN'S)

...

TWO SHOT:

VULTUREMAN and MUMM-RA, laughing wildly.

PULL BACK:

DISSOLVE TO:

EXT: MUMM-RA'S PYRAMID - DAY

PULL BACK CONTINUES:

to WIDE SHOT.

SOUND: thunder and lightning.

Lightning CRACKLES from obelisk to obelisk to pyramid tip.

DISSOLVE TO:

INT: CATS' LAIR - CONTROL ROOM - DAY

PANTHRO is at the MAIN SCANNER. LION-O stands behind him, peering over his shoulder. SNARF stands to one side of LION-O, craning to see the SCANNER.

SNARF

Where is Tygra ... he should be back.

PANTHRO

There's no sign of him, Snarf.

LION-O

Nothing on the communicator either ... we'd better go out and look for him.

CUT TO:

EXT: CATS' LAIR - DAY

ANGLE ON:

RIGHT CAT'S PAW and extending BRIDGE.

SOUND: roar of THUNDERTANK, increasing in volume.

The CAT'S PAW rises, the BRIDGE extends to reach the opposite ground, and the THUNDERTANK ROARS out and across it.

The TANK ROARS across the countryside, leaving THE CATS' LAIR in BACKGROUND.

CUT TO:

INT: THUNDERTANK - DAY

PANTHRO turns to LION-O.

PANTHRO
We'll cover more ground if we
split up.

LION-O
Right!

PANTHRO pulls back on a lever.

CUT TO:

EXT: THUNDERTANK - DAY

The THUNDERTANK slides to a halt.

LION-O and SNARF leap down from it.

LION-O points THE SWORD OF OMENS.

LION-O
You take the west! We'll go
east ...

PANTHRO
You got it!

LION-O
HO!

THE THUNDERTANK roars off.

LION-O and SNARF turn and move away in the opposite
direction.

CUT TO:

EXT: SKY ABOVE CASTLE PLUN-DARR - DAY

VULTUREMAN streaks across the sky and swoops down towards
CASTLE PLUN-DARR.

CUT TO:

INT: CASTLE PLUN-DARR - WAR-ROOM - DAY

S-S-SLITHE, MONKIAN and JACKALMAN are seated around the
WAR TABLE.

VULTUREMAN appears in the main doorway.

VULTUREMAN
Huh! Look at you! Call yourselves
Mutants? ... No wonder the Thunder-
cats control this planet!

The other three MUTANTS are amazed. S-S-SLITHE is the first to recover.

S-S-SLITHE
Jus-s-st who do you think you're
talking to?

VULTUREMAN enters the room.

VULTUREMAN
(heavy sarcasm)
You for a start, S-S-Slithe,
our glorious leader.

S-S-SLITHE is enraged. He rises from his seat and confronts VULTUREMAN.

S-S-SLITHE
You'll regret that, Vultureman!

S-S-SLITHE leaps at VULTUREMAN and tries to grab him in a bear hug. But VULTUREMAN uses SUPERSPEED to zip sideways out of S-S-SLITHE's grip. S-S-SLITHE's arms close on thin air.

S-S-SLITHE, even more enraged, makes another leap at VULTUREMAN. But again VULTUREMAN uses SUPERSPEED to escape him, so that while S-S-SLITHE grabs at thin air VULTUREMAN ends up behind him.

VULTUREMAN makes his characteristic hand-pass before his eyes and his eyes burn fiercely. They project yellow beams at S-S-SLITHE's metal leg bands. The bands uncurl and interlock with each other, tightening around S-S-SLITHE's legs.

S-S-SLITHE leaps about in an effort to untangle himself, but eventually falls heavily on the ground.

CLOSE ON: S-S-SLITHE

S-S-SLITHE
Get him, you fools-s-s!

JACKALMAN and MONKIAN rush to their leader's aid. They charge simultaneously at VULTUREMAN. But as they converge on him he FLIES into the air, so that they crash into each other.

VULTUREMAN lands and stands back.

INSERT: VULTUREMAN'S POV

S-S-SLITHE, MONKIAN, and JACKALMAN all sprawled on the floor.

CLOSE ON:

S-S-SLITHE, jumping up from the floor. His legs are still interlocked.

A MUTANT WAR CLUB is propped up against a nearby wall. S-S-SLITHE hops to it, grabs it and faces VULTUREMAN.

S-S-SLITHE
Prepare for a pulverising,
Vultureman. No one pushes
S-S-Slithe around!

VULTUREMAN's eye "beams" streak toward the advancing S-S-SLITHE, who is struck rigid. His eyes blank out. Hypnotized, he turns on the other MUTANTS, club upraised. He herds MONKIAN and JACKALMAN into a corner.

VULTUREMAN
From now on, Mutants, things
are going to be different around
here. That means you do what I
say! You got that?

S-S-SLITHE, who has penned the other MUTANTS into the corner, his club still upraised, looks back over his shoulder at VULTUREMAN.

S-S-SLITHE
(in trance)
Yes-s-s-s, Vultureman! I read
you.

VULTUREMAN
You got that, Monkian? Jackalman?

S-S-SLITHE once more faces MONKIAN and JACKALMAN, and brandishes the club menacingly.

JACKALMAN
Hnyah! Hnyah! Yes, Vultureman
... sir!

MONKIAN
(sullenly)
You're the leader ...
(aside)
... for the time being ...

CLOSE ON:

VULTUREMAN. He throws his head back and stands hands on hips. His beak opens.

VULTUREMAN

(laughs wildly)

Already these miserable Mutants
are in my power! Soon Mumm-Ra
will share with me the secret
of ever-lasting life! What
chance do The Thundercats stand
against me and my Super Power
Potion?

(wilder laugh)

I, Vultureman, will rule Third
Earth! Nothing can stop me now!

(crescendo of wild
laughter)

FADE OUT.

END PART ONE

TIME: _____

PART TWO

FADE IN:

EXT: FOREST OF UNICORNS - DAY

The THUNDERTANK charges through the forest.

CUT TO:

INT: THUNDERTANK - DAY

ANGLE ON:

PANTHRO at controls.

CLOSE ON:

TANK'S RADAR SCREEN.

The radar "hand" sweeps around the screen.

PANTHRO (VO/thoughts)
Nothing on the Image Reflector ...

ANGLE ON:

PANTHRO at the controls. He speaks into a COMMUNICATOR device.

PANTHRO
ThunderTank to Lion-O ... Thunder-
Tank to Lion-O! ...

LION-O (VO/COMMUNICATOR/filter)
I read you, Panthro ... any sign
of Tygra?

PANTHRO
Nothing. I'm going deeper into
the forest.

LION-O (VO/COMMUNICATOR/filter)
OK. Over and out!

CUT TO:

EXT: FOREST OF UNICORNS - DAY

The THUNDERTANK disappears into the depths of the FOREST.

CUT TO:

EXT: PLAIN OF FERTILITY - DAY

ANGLE ON:

LION-O and SNARF. LION-O puts a COMMUNICATOR away.

LION-O
Come on, Snarf, let's keep
looking!

LION-O bounds away across the PLAIN, SNARF hurrying
after him.

CUT TO:

EXT: FOREST OF UNICORNS - DAY

The THUNDERTANK roars through the FOREST.

CUT TO:

INT: THUNDERTANK - DAY

PANTHRO is at the CONTROLS.

CLOSE ON:

RADAR SCREEN, which shows very faint outline of TYGRA in
his frozen position.

PANTHRO (VO/thoughts)
Wait ... what's that? Better
focus the co-ordinates ...

PANTHRO operates controls which "focus" the RADAR SCREEN.
The image of TYGRA becomes slightly clearer.

PANTHRO (VO/thoughts)
That's Tygra all right!

CUT TO:

EXT: FOREST OF UNICORNS - DAY

The THUNDERTANK roars off.

CUT TO:

EXT: CLEARING IN THE FOREST OF UNICORNS - DAY

TYGRA remains immobilized as before. The THUNDERTANK
roars into the clearing and screeches to a halt.
PANTHRO gets out and rushes over to TYGRA. He grabs him
by the shoulders, trying to wake him from his trance-
like state.

PANTHRO
Tygra! Wake up!

TYGRA remains immobile.

PANTHRO (VO/thoughts)
Mmmm ... looks like some kind
of suspended animation!

VULTUREMAN (VO)
(cruel laughter)

...

PANTHRO whirls around and SEES:

VULTUREMAN standing at the side of the clearing, feet
apart, hands on hips.

VULTUREMAN
Your technology is useless,
Thundercat! Your friend will
remain frozen until I release
him ...

PANTHRO
Well set him free, birdbrain!

VULTUREMAN
Oh, no! This is just the
beginning. Soon all you Thunder-
cats will be in my power!

PANTHRO
Not if I have anything to do
with it!

PANTHRO drops into a crouching, martial arts position
and moves towards VULTUREMAN. The latter makes no move
to defend himself. When he is only a couple of yards
away from VULTUREMAN, PANTHRO flies forward in a series
of acrobatic leaps, finishing with a flurry of karate-
style cuts and jabs.

But, just as his blows should be making contact, VULTURE-
MAN disappears. PANTHRO, amazed, looks wildly around.

HE SEES:

VULTUREMAN, now on the other side of the clearing.

PANTHRO aims his NUM-CHUKS at VULTUREMAN, and activates
them so that a crackle of electricity arcs towards him.

The electricity hits VULTUREMAN and plays all around him,
forming an ELECTRICAL AURA. VULTUREMAN is unperturbed.

The ELECTRICAL AURA increases in intensity until it seems as if VULTUREMAN is enveloped by flames. Then he assumes a crouching position, becoming a BALL OF FIRE.

The BALL OF FIRE then lifts from the ground and flies at PANTHRO. PANTHRO dives to one side. The BALL chases him around the clearing. PANTHRO avoids the BALL by ducking and weaving.

As he runs, PANTHRO unscrews the end of one of his NUM-CHUKS. Finally he goes into a twisting, acrobatic roll. He ends up lying full length on his stomach, pointing the NUM-CHUK with the unscrewed end at the pursuing BALL OF FIRE.

PANTHRO

All right, hothead, this should
cool you down a bit ...

PANTHRO "fires" the NUM-CHUK at the BALL OF FIRE. The NUM-CHUK ejects a cloud of WHITE GAS (like a fire extinguisher) which envelops the BALL OF FIRE.

As the FIRE is extinguished VULTUREMAN re-materializes.

VULTUREMAN

(choking and spluttering)
You will pay for that!

PANTHRO leaps up and sprints for the THUNDERTANK.

PANTHRO

You'll have to catch me first,
Mutant!

PANTHRO reaches the THUNDERTANK, leaps in and fires it up.

ANGLE ON:

PANTHRO at controls of THUNDERTANK.

SOUND: THUNDERTANK roar.

PULL BACK TO SHOW THUNDERTANK charging straight at VULTUREMAN.

INSERT:

THUNDERTANK, POV VULTUREMAN

CLOSE ON: VULTUREMAN

VULTUREMAN

(cackles)

...

ANGLE ON:

THUNDERTANK charging at VULTUREMAN.

As the TANK is about to hit him, VULTUREMAN makes his hand pass before his eyes and his yellow eye beams jet out at the TANK, stopping it dead in its tracks. However, the engine does not die. PANTHRO revs it higher and higher, trying to overcome the invisible force which is holding the THUNDERTANK back.

INSERT:

The TANK TRACKS spinning violently, throwing up clouds of dust.

CUT TO:

PANTHRO wrestles with the CONTROLS.

CLOSE ON:

VULTUREMAN, still directing the eye "beams."

Now, the spinning TRACKS of the THUNDERTANK start to dig down into the GROUND, making a hole so that the whole TANK starts to settle. Earth flies off the spinning TRACKS.

INSERT:

PANTHRO wrestles with the controls.

The THUNDERTANK gradually settles deeper into the hole.

CUT TO:

VULTUREMAN, grinning.

As the THUNDERTANK is buried up to the level of the COCKPIT, PANTHRO starts to leap out. As he braces himself for the jump, VULTUREMAN sends out a new eye "beam." In one instant, the THUNDERTANK'S TRACKS stop turning, the ENGINE cuts out, and PANTHRO is frozen rigid.

VULTUREMAN
So much for Panthro and his
ThunderTank! Perhaps the other
Thundercats will provide more
interesting opposition!

PULL BACK:

TO REVEAL the THUNDERTANK, half-buried, with PANTHRO frozen rigid inside it.

CLOSE ON:

PANTHRO. His eyes are blanked out.

DISSOLVE TO:

INT: CASTLE PLUN-DARR - WAR-ROOM - DAY

JACKALMAN and MONKIAN are penned in one corner, menaced by S-S-SLITHE, who faces them, club held high.

TWO SHOT:

JACKALMAN and MONKIAN. JACKALMAN speaks to MONKIAN from the corner of his mouth.

JACKALMAN
(a secretive whisper)
We have to get out of here, hnyah,
hnyah!

MONKIAN
(also whispering)
How can we with that ... that
zombie ...

CLOSE ON:

S-S-SLITHE, guarding JACKALMAN and MONKIAN. His eyes are blanked out.

MONKIAN (Cont VO)
... watching us all the time.

CLOSE ON:

JACKALMAN, facing S-S-SLITHE.

JACKALMAN
Wait! Look, Monkian!

CLOSE ON:

S-S-SLITHE. His blank eyes come slowly to life. He blinks several times, and shakes his head.

JACKALMAN (Cont VO)
The trance is wearing off!

S-S-SLITHE staggers dizzily.

S-S-SLITHE
What ... what happened?

JACKALMAN

It was Vultureman, S-S-Slithe!
He took over your mind! Turned
you into some kind of ...
automation!

S-S-SLITHE

If we don't find the secret of
his superpowers, we're all doomed.
Search every corner of the castle!

S-S-SLITHE glares at THE MUTANTS. No one moves. He
shakes his head club violently.

S-S-SLITHE

Well ... what are you waiting
for?

JACKALMAN and MONKIAN spring toward the exit.

CUT TO:

INT: CASTLE PLUN-DARR STOREROOM - DAY

MONKIAN enters this room full of discarded MUTANT junk
and begins to search, throwing things left, right and
center.

CUT TO:

INT: VULTUREMAN'S WORKSHOP - DAY

(See Script #46 for workshop details.)

JACKALMAN stands surrounded by VULTUREMAN's junk.

He looks around, scratching his head.

JACKALMAN (VO/thoughts)

It would help if I knew what
to look for ...

He picks up a bottle and holds it up to the light. He
shakes it, sniffs it, then puts it down again.

He turns to a rack of test tubes and examines them.

He starts to search a nearby shelf. As he does so, the
shelf gives way with a loud CREAK.

JACKALMAN

(startled yelp)

...

JACKALMAN tumbles into VULTUREMAN's secret vault.

CUT TO:

INT: CASTLE PLUN-DARR - VULTUREMAN'S SECRET VAULT - DAY

JACKALMAN picks himself up and begins to check the shelves.

CLOSE ON:

rows of bottles.

JACKALMAN scans the rows of bottles until finally he finds a container marked SUPER POWER POTION.

JACKALMAN grabs the bottle and holds it up triumphantly.

JACKALMAN

Super Power Potion! So that's
the secret of Vultureman's
strength! Hnayh! Hnyah!
Wait till S-S-Slithe sees this!

PULL BACK:

TO REVEAL that MUMM-RA is watching this search in his bubbling CAULDRON. (MUMM-RA is in his "small," mummified form.)

CUT TO:

INT: MUMM-RA'S PYRAMID - DAY

MUMM-RA

So the Mutants have found Vulture-
man's Super Power Potion ...
It's time I paid them a surprise
visit ...

MUMM-RA stretches out his arms and goes into his transformation routine.

MUMM-RA

ANCIENT SPIRITS OF EVIL, TRANSFORM
THIS DECAYED FORM ...

MUMM-RA grows in size, his eyes glow red, his snake insignia illuminates, and his bulging muscles unravel his bandages.

MUMM-RA

TO MUMM-RA ... THE EVER-LIVING!

The transformation is complete.

MUMM-RA
(evil laughter)

...

DISSOLVE TO:

INT: CASTLE PLUN-DARR - WAR-ROOM - DAY

S-S-SLITHE, JACKALMAN and MONKIAN are gathered.
S-S-SLITHE has the bottle of SUPER POWER POTION.
He holds it up to his mouth.

S-S-SLITHE
Now I'll be able to fight that
miserable buzzard on equal
terms ...

S-S-SLITHE holds the bottle up and is about to drink
when ...

SOUND: roll of thunder and crack of lightning.

MUMM-RA materializes, swooping in on S-S-SLITHE and
snatching the bottle.

MUMM-RA
I'll take that ... Thank you,
S-S-Slithe!
(wild laugh)

DISSOLVE TO:

EXT: FOREST OF UNICORNS - DAY

LION-O and SNARF are trying to establish contact with
TYGRA and PANTHRO via the COMMUNICATOR.

LION-O
Panthro! Come in, Panthro!

LION-O holds the COMMUNICATOR up and shakes it.

LION-O
It's no use, Snarf! He's not
answering.

SNARF
First Tygra. Now Panthro.
This is getting serious, Lion-O,
snarf, snarf ...

Suddenly the scene darkens, as if a giant shadow has fallen over it. At the same time ...

SOUND: a powerful beating of wings.

LION-O and SNARF look up and SEE:

VULTUREMAN, arms and legs spread wide, screaming down at them from a darkening sky.

LION-O & SNARF
Vultureman!

VULTUREMAN swoops in and lands.

VULTUREMAN
(wild laugh)
SuperVultureman, Thundercat!
I've dealt with your feline
friends Panthro and Tygra!
Now it's your turn!

SNARF squares up to VULTUREMAN.

SNARF
Oh yeah? You and whose army,
beaky?

VULTUREMAN makes a pass before his eyes with his hands and his eyes jet yellow beams which strike and immobilize SNARF.

VULTUREMAN
Silence, nursemaid!

LION-O draws THE SWORD OF OMENS and points it at VULTUREMAN.

LION-O
HO!

The SWORD grows once and GROWLS. A laser beam flashes from its end and strikes VULTUREMAN.

But VULTUREMAN remains unmoved as the beam shimmers all around him and then FADES.

VULTUREMAN
(laughs)
The Sword of Omens has met its
match, Thundercat!

VULTUREMAN holds up his hand. On one finger there is a massive red-stoned ring.

CLOSE ON:

the ring. It is carved in an exact replica of VULTURE-MAN's head.

SOUND: a powerful HUMMING which denotes the ring's power.

VULTUREMAN (VO)
(triumphant laughter)

...

LION-O holds up THE SWORD OF OMENS. The EYE OF THUNDERA points at VULTUREMAN.

LION-O
(roars)

HO!

A red beam shoots out toward VULTUREMAN. VULTUREMAN extends the finger which bears the red-stoned ring.

Multicolored rays project from the ring in concentric circles, forming a shield which the red beams from THE SWORD OF OMENS cannot penetrate. They rebound and ricochet from the "shield."

SOUND: electronic WHIZZES and ricochets.

Now VULTUREMAN aims the ring directly at LION-O.

VULTUREMAN
(fierce squawk)

...

A yellow beam, like those which VULTUREMAN can project from his eyes, streams from the ring and forms a LIGHT LARIAT.

The LIGHT LARIAT snakes through the air and threatens to encircle LION-O.

LION-O hacks at the LIGHT LARIAT with the SWORD OF OMENS.

As he whirls the SWORD, it operates like a propellor, slicing the LIGHT LARIAT into tiny fragments which fly off in every direction.

VULTUREMAN (VO)
(laughs wildly)

...

ANGLE ON:

VULTUREMAN, hands on hips, head thrown back, beak open as he laughs.

VULTUREMAN

You fight well, Lion-O -- but
you have no defense against my
Super Power Potion!

LION-O

No potion can make you less evil,
Vultureman -- and evil always
loses out in the end ...

VULTUREMAN

(wild cackle)

We'll see who loses out, Thunder-
cat!

He aims his red-stoned ring at LION-O once more.

VULTUREMAN

(fierce squawk)

...

A fiery yellow bolt shoots out at LION-O.

LION-O deflects it with the SWORD.

A second bolt fires from the ring, leaving a pulsating
trail.

The bolt locks onto the EYE OF THUNDERA and, with each
pulsation, thrusts LION-O backwards.

LION-O resists, muscles bulging.

SOUND: metallic/hydraulic pumping SFX in sync. with
the pulsations of light.

VULTUREMAN

Might is right, Thundercat -- and
you might as well give in now!

LION-O is now practically on his back. He supports
himself on one elbow as VULTUREMAN's beam presses the
SWORD -- and him -- backwards. Every muscle in his
body throbs with the effort.

LION-O

(gasps)

Never! No Thundercat will ever
give in to evil ... whatever the
odds.

VULTUREMAN

So ... you leave me no choice but
to destroy you ...

CLOSE ON:

LION-O being forced down to the ground by VULTUREMAN's BEAM.

CLOSE ON:

VULTUREMAN'S FACE, grinning with triumph.

CLOSE ON:

LION-O, still resisting BEAM with superheroic strength.

Suddenly the BEAM lessens in intensity.

SOUND: the beam's pulsating note lowers and softens.

CLOSE ON:

VULTUREMAN, alarmed.

VULTUREMAN (VO/thoughts)
I'm growing weaker! The effects
of the Super Power Potion are
wearing off!

LION-O struggles to a semi-upright position. He pushes the SWORD -- still with VULTUREMAN's beam locked onto the EYE OF THUNDERA -- out in front of him.

LION-O
Thunder ... Thunder ... Thunder ...

The SWORD grows and GROWLS.

LION-O
THUNDERCATS -- HO!

Simultaneously VULTUREMAN'S BEAM fizzles out -- and THE THUNDERCATS SYMBOL projects up into the sky.

CLOSE ON:

VULTUREMAN, reeling backwards.

CUT TO:

EXT: CLEARING IN THE FOREST OF UNICORNS - DAY

PANTHRO and TYGRA remain immobile.

THE THUNDERCATS SYMBOL projects into the sky above them.

CLOSE ON:

PANTHRO. He wakes. His eyes burn fiercely.

CLOSE ON:

TYGRA. He wakes. His eyes burn fiercely.

PANTHRO fires up THE THUNDERTANK. The engine ROARS.
TYGRA springs into the vehicle and it accelerates from
FRAME.

CUT TO:

EXT: ANOTHER PART OF THE FOREST - DAY

The struggle between VULTUREMAN and LION-O continues.

VULTUREMAN (VO/thoughts)
I'll never have a better chance
to defeat The Lord of the Thunder-
cats. I must concentrate my
powers ...
(a screaming squawk)

VULTUREMAN jabs the ring at LION-O. A burning red and
yellow beam flies from the ring and smashes into the
THUNDERCATS' SYMBOL which projects from THE SWORD OF
OMENS.

The THUNDERCATS' SYMBOL disintegrates and LION-O is
sent flying backwards.

VULTUREMAN directs the ring's beam at the fallen LION-O.

LION-O's body writhes and jerks as the beams from the
ring surround him in a CRACKLING forcefield which burns
yellow, red and orange.

SOUND: the approaching crescendo of THE THUNDERTANK's
engine.

VULTUREMAN hears the engine and whirls around.

HE SEES:

the THUNDERTANK roar into the clearing.

As it comes to a halt, TYGRA leaps from the TANK and
cracks his whip. Fireballs fly from the whip tip and
dance around VULTUREMAN's face.

VULTUREMAN
(screams with rage)

...

His hands flap at the fireballs.

PANTHRO leaps down from the TANK and aims his NUN-CHUKS at VULTUREMAN.

With a flash of light, a colored gas floats toward VULTUREMAN.

SOUND: hissing of gas.

VULTUREMAN takes a deep breath and, with super-strength, blows the gas and the fireballs away.

SOUND: hurricane wind SFX.

Now there is an explosive flash of light.

The screen whites out.

When it clears, MUMM-RA (in his giant form) stands in the clearing, VULTUREMAN's bottle of Super Power Potion held high above his head.

CLOSE ON:

VULTUREMAN ...

CLOSE ON:

PANTHRO ...

CLOSE ON:

TYGRA ...

CLOSE ON:

LION-O ...

... each, in turn, whips around and looks up at the bottle.

MUMM-RA

(laughs)

Looking for your tonic, Vultureman?

(wild laugh)

VULTUREMAN

(gasping, desperate)

Quickly, Mumm-Ra -- give me the potion!

VULTUREMAN lunges for the bottle.

MUMM-RA snatches it away.

MUMM-RA
Not so fast, my feathered friend!
We have some bargaining to do!

VULTUREMAN
But we had an agreement!

MUMM-RA
I'm changing the terms ... Mutant!

ANGLE ON:

LION-O. He gets to his feet, recovers THE SWORD OF OMENS and aims it at the bottle of Super Power Potion in MUMM-RA's hands.

LION-O'S POV:

looking along THE SWORD blade, aiming at the bottle.

LION-O
HO!

A white flash of light jets from THE SWORD -- and smashes into the bottle.

CLOSE ON:

the bottle of Super Power Potion as the beam strikes it.

The bottle explodes. Dense white vapor billows up and then disperses.

VULTUREMAN
(anguished scream)

...

MUMM-RA
(enraged roar)

...

VULTUREMAN launches himself at MUMM-RA.

VULTUREMAN
You fool! You've ruined every-
thing! I'll never be able to
duplicate that potion again!

As VULTUREMAN tries to grab MUMM-RA, MUMM-RA repels him with a violent electrical forcefield.

VULTUREMAN reels back, collapsing.

MUMM-RA disappears.

LION-O, SWORD in hand, moves across to VULTUREMAN and looks down at him.

VULTUREMAN
(moans)

...

LION-O
You should have known better
than to strike a bargain with
Mumm-RA, Vultureman. There is
no honor among thieves.

VULTUREMAN gets out from under LION-O's gaze and scuttles away.

When he has gone a few yards, he pauses and looks back over his shoulder.

VULTUREMAN
This is not the end, Thundercats!
One day I'll be back -- I will
rule this miserable planet. And
Thundercats, Mutants and Mumm-Ra
-- all will bend before the might
of Vultureman!

He scuffles off into the forest.

LION-O turns to PANTHRO and TYGRA.

LION-O
That was close!

PANTHRO
It's a good thing Mutants don't
stick together as close as
Thundercats!

TYGRA holds out his hand.

PANTHRO places his on TYGRA'S.

LION-O places his on the other two.

ALL
THUNDERCATS -- HO!

FADE OUT.

END PART TWO

TIME: _____

EPILOGUE

FADE IN:

EXT: CLEARING IN FOREST OF UNICORNS -- DAY

LION-O, PANTHRO and TYGRA are gathered.

LION-O

Well, I think that's the last we'll see of Vultureman for a while.

TYGRA

And let's hope that's the end of his ambitions to rule Third Earth. Can you imagine what that would be like?

PANTHRO

I'd say that idea is strictly for the birds ...

THE THUNDERCATS all chuckle.

LION-O

We are left with one problem, though ...

CUT TO:

The still immobile SNARF.

LION-O (Cont VO)

Snarf. He's still frozen.

TYGRA (VO)

Well ... I guess we just have to wait until the effects of the beam wear off.

CLOSE ON:

SNARF. He blinks once. His ears droop. But otherwise he remains still.

PANTHRO (VO)

That's right. It'll probably only take a few weeks ...

SNARF's ears prick up sharply. He grows red in the face.

SNARF
(very muffled, as
if through clenched
teeth)

Snarf!

CUT TO:

LION-O, TYGRA AND PANTHRO

LION-O
Maybe life would be a little
quiet without him though ...
what do you think?

TYGRA
Well ... maybe.

PANTHRO
You could be right at that.

LION-O points THE SWORD at SNARF.

LION-O
HO!

SNARF is released. He shakes his head, screws up his
face and rubs his eyes.

SNARF
Snarf! Snarfsnarfsnarf!!

THE THUNDERCATS laugh.

FADE OUT.

END EPILOGUE

TIME: _____

