

**BEN 10: OMNIVERSE
"Tangled Web, Part 1"
#1010-001 Premise
Dwayne McDuffie
2/7/11**

COLD OPEN: 6 YEARS AGO

10-year old BEN and GWEN have just returned from a magical summer of adventure with their GRANDPA MAX, but the excitement is far from over. The trio is immediately thrust into deadly battle with an evil, and terrifying Galvan Mechamorph named MALWARE. Ben is eventually triumphant, using a NEW TRANSFORMATION he unlocks for the occasion. But the danger is far from over...

IN THE PRESENT

16 Year old Gwen Tennyson is looking at the embarrassing picture she took of Ben the time they fought Malware back when they were kids. She's nostalgic because she's packing for school. Ben can't believe she's really going away to college (she's skipped several grades). He wants her to stay in Bellwood with him and Kevin. But Kevin reveals that he too is moving away, taking an apartment close to Gwen's campus.

Ben doesn't like the new status quo, but doesn't have time to argue, Max has called the team over to the new Plumber HQ for a mission. Gwen and Kevin reiterate, they're off the team. Ben is hurt, he leaves them, with particularly harsh words for Gwen.

Gwen and Kevin discuss Ben's hurt feelings. Gwen goes back to packing.

Ben arrives at the new Plumbers Headquarters, Earth Precinct, which looks like a crppy Plumber Supply Store, but it sits above a high-tech state of the art Plumbers facility. Max has finally convinced the Plumbers to reopen an Earth Precinct, which he will run.

Max takes Ben into the still being assembled HQ, which as of now only has one officer on duty, "ARTIE" (ARTificial Intelligence Engine) a sapient Robot plumber who is comically literal-minded, and totally by the book. Max has a mission, and his skeleton crew of hand-picked plumber officers are busy setting up the new HQ, he wants Ben and his team to cover. Ben tells Max he doesn't have a team any more. Max knows otherwise, but is distracted from explaining to Ben. There's been a series of missing person

reports, alien DNA has been found at two of them. Max want's Ben to investigate.

Ben investigates, unaware that he's under surveillance the whole time. He eventually finds his way to the source, a hideous Alien spider-thing called ARAYNIEYE. Ben battles the creature, more powerful than anything he's ever faced, in an attempt to save the lives of innocents that the creature is attacking. Ben's taking a terrible beating, despite using several transformations to effect rescues. At the last possible moment, the cavalry arrives, Gwen and Kevin give Ben a breather, while Gwen uses the information she's found about the Araynieye ("one of the ten deadliest predators in the galaxy") to give Ben a clue how to defeat it. Using the powers of a BRAND NEW TRANSFORMATION, Ben defeats the creature, thrilled that his team is back together again.

Except they aren't. Gwen just came to help Ben out of this jam. She's moving away to school, Kevin's going with her. "But we'll still see each other all the time."

As Gwen and Kevin leave a saddened Ben behind he says, "Sure, we will..."

END OF PART ONE

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Julie tries to get Ben to talk about his disappointment at losing Gwen and Kevin. Ben has put on a tough, wisecracking persona. He doesn't miss them, he doesn't want to talk about it. When Julie pushed him on it, he "remembers" an appointment at plumber headquarters.

Ben arrives at Plumber HQ, but something's wrong. The place is deserted and wrecked. Ben investigates carefully, only to discover Robot officer ARTIE's severed head in the hands of a mysterious alien. We'll learn his name is Sankshun. Ben attacks the intruder.

Ben and Sankshun fight spectacularly, but to a draw. While they fight, ARTIE's head crawls to a computer monitor, jacks in and begins projecting security footage. We see that ARAYNIEYE, who had been kept in the Plumber holding area until he could be transported, escaped his cell and attacked the Plumber Base. Max himself was the last man standing. The recording ended before we can see what happened to him.

Ben looks over at Sankshun. "You didn't raid the place"

"No." "Then who are you?" "I'm your new partner."

Ben's not buying. Sankshun identifies himself as a member of an Elite Plumber's Unit called "Special Branch." He has no Badge, "I'm a secret agent. I don't carry ID." ARTIE can't confirm Sankshun's claims.

Ben is dubious, but Sankshun seems to know a lot about the Spider. They agree to team up and investigate.

Sankshun's "Gun" is actually part of his "Omnitool," a shapeshifting combination energy rifle, data collection array, whatever else he might need tool (it's the same device Kevin used in the Ultimate Alien season finale, but Sankshun is a master of the Omnitool).

Ben and Sankshun investigate, with unity of opposites fun. Ben doesn't like Sankshun's taciturn ruthlessness, Sankshun doesn't like Ben's confident wisecracking. Ben insists that Sankshun can't kill on this mission, their job is to defend life. Sankshun replies, "I'll see what I can do."

Sankshun uses the Omnitool to send out ultrasonic signals that should attract the Spider. They'll set a trap for him.

As they wait for the Spider to arrive, Ben and Sankshun spend Quality time. Ben tells Sankshun about himself, or tries to, Sankshun already seems to know everything. Sankshun won't tell Ben much about his past, as it's all "classified."

Araynieye arrives unexpectedly, escaping the trap. Ben and Sankshun are trapped themselves, and Araynieye escapes.

Ben and Sankshun escape the trap, with some first-ever teamwork and a second BRAND NEW TRANSFORMATION by Ben. ULTIMATE WILDMUTT tracks the creature's scent miles across country to a nearby mining town. Ben and Sanction talk to a terrified local woman, who warns them to get out of town, ("no one gets out of here alive"). Ben promises to find the woman's husband, and everyone else who has gone missing.

The investigation leads them to the foundry at the edge of the town's mine. They enter to discover the entire foundry is a giant spider web, with dozens of silken cocoons hanging above dozens of creepy eggs (the foundry's heat is good for the eggs). The cocoons are the missing people, including Max, who manages to escape briefly before being

re-webbed. The eggs are beginning to hatch, the cocoons are intended as food for the hatchlings.

Ben and Sankshun take on Araynieye. The web catches fire in a spectacular SET-PIECE BATTLE. Ben saves the townspeople and missing Plumbers and the defeated Araynieye TRANSFORMS into an alien we've never seen before. Sankshun knows him as a member of "Faction," an intergalactic terror group - Sankshun's fought them many times before. Ben removes a DISK from the back of the Faction member's neck, but it self-destructs before it can be examined. Sankshun is worried, if Faction is interested in Earth, something big is coming...

Later, Max confirms Sankshun's story, Ben has been drafted into Special Branch, reporting to Max, who heads Earth Plumber Operations. Sankshun is partner, Sankshun is also "The best Plumber I've ever seen. You two could be the best team ever," Ben doesn't agree, "I'm already in the best team ever." Ben shows up in Gwen's dorm room to apologize to her and wish her well. She accepts the apologize, reiterates that she and Kevin will always be there for Ben, then advises him to "give the new guy a chance."

END OF PART TWO