

BLACKSTAR

"KINGDOM OF NEPTUL"

BS #62008

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CAST LIST

BLACKSTAR

BELKAR

POULO

TERRA

BURBLE

GOSSAMEAR

CARPO

RIF

KLONE

MARA

OVERLORD

NEPTUL.....Ruler of Aquaria. A somewhat REEDY
but sinister voice.

FLAME PEOPLE LEADER.....A being of living flame. CRACKLING
voice.

AMPHIMAN SOLDIER.....REEDY voice.

AMPHIMEN.....SHOUTS and BATTLE NOISES

BLACKSTAR

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TEASER

FADE IN

1 EXT. SAGAR TREE - ESTABLISHING - NIGHT

A tremendous STORM is lashing the giant tree; lightning illuminates the wind-tossed branches. THUNDER and RAIN SFX. The roots and a considerable portion of the massive trunk have been overwhelmed by rising floodwaters. TRUCK IN SLOWLY and

DISSOLVE THROUGH TO

2 EXT. BRANCH - ON BLACKSTAR AND TROBBITS

BLACKSTAR, RIF, GOSSAMEAR, CARPO and KLONE are standing on a large branch, almost as wide as a road. Though it is huge, the wind and rain is causing it to toss about. They are clustered about a smaller branch, on which grow clusters of red fruit. The fruit glows slightly. All dialogue is SHOUTED above STORM SFX.

3 ANGLE ON CARPO

He is picking the fruit from the branch. The others shield him from the wind. Rif is trying to keep the flame on his hat from being extinguished.

4 ON RIF

Trying vainly to avoid being drenched by the rain. He obviously hates water.

RIF
I hate rain!

5 ON BLACKSTAR

He looks up at the sky grimly. Lightning illuminates him.

BLACKSTAR
Especially when it lasts this long! This has to be the magic of the Grand Wazir-- Or maybe even the Overlord!

6 INT. BALKAR'S CHAMBERS - ON BALKAR, TERRA, BURBLE, PAULO

TERRA is watching from a window. BALKAR adds various ingredients to a large, bubbling cauldron which responds spectacularly.

BALKAR
(to Terra)
Have they got the firefruit yet?

TERRA
Not yet.

BALKAR
I must have firefruit if my spell is to stop the rain!

PAULO
(WHISTLES nervous agreement)

7 EXT. WINDOW - ON TERRA

Watching Blackstar and the others working O.S. Suddenly a lightning flash washes the scene of color. THUNDER BOOMS. Terra reacts in dismay.

TERRA
Oh, no!

8 ON BRANCH

A bolt of lightning strikes the branch on which Blackstar and the Trobbits stand, severing it from Sagar Tree. The huge branch drops O.S. as they cling to it for dear life.

9 ON WINDOW

Balkar, Burble and Paulo join Terra there, staring in disbelief.

TROBBITS
(SHOUTS of dismay)

10 ON BASE OF SAGAR TREE - FLOODWATERS

The branch, bearing Blackstar, the Trobbits and Klone SPLASHES into the raging floodwaters. The currents instantly sweep it OUT OF SHOT.

11 TRAVELLING SHOT - BLACKSTAR

Hanging on for dear life, rain-drenched, as the scenery whirls about him.

BLACKSTAR
 Hang on, gang! We're
 going for a ride!

12 ON TROBBITS

Scrambling about for a firm grip on the branch. Carpo hangs onto the severed firefruit limb with one hand.

TROBBITS
 (unison)
Haaalllpp!!

13 ON KLONE

He metamorphosizes into a large, multi-armed ape.

KLONE
 Maybe I can lend a hand as
 a spider ape!

14 ANGLE ON KLONE AND TROBBITS

Klone hangs onto the branch with one hand and grabs up the Trobbits with the others.

15 ON BLACKSTAR

BLACKSTAR
 That's getting a hold on the
 situation, Klone!
 (Looks O.S.)
 Uh-oh. Low bridge!

16 POV SHOT - FOREST - MOVING

As they hurtle like a roller coaster past the lashing trees, toward a fallen tree directly ahead.

17 ON BLACKSTAR

He pulls his Starsword from its sheath, aims it O.S.

18 LONG SHOT - BLACKSTAR & COMPANY - MOVING

As the branch sails down toward the fallen tree, a lance of brilliant gold fire ZAPS from the Starsword and incinerates it, clearing the path. The branch continues unimpeded.

19 ANOTHER ANGLE - FOREST

The branch emerges from the tangle of the undergrowth and trees and continues on its way, driven by wind and waves.

20

REVERSE ANGLE - BRANCH

As it disappears into the murky gray of the storm and the water, we

FADE OUT

END OF TEASER

BS #62008

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ACT ONE

21

EXT. FLOODWATERS - BRANCH - DAY

Still floating; the STORM has subsided slightly. Blackstar and the others are clinging to their makeshift raft. They are all exhausted. Klone is back to his normal shape.

RIF

(forlornly)

I'll never be dry again.

BLACKSTAR

(to Klone)

Poor Rif. He hates water so much, he holds his nose when he drinks it.

22

ON GOSSAMEAR

Also soaked; his huge ears are sodden. He wrings first one out, then another, producing a prodigious amount of water. The ears hang like wet towels down to his waist.

23

ON CARPO

CARPO

The compass is spinning like crazy!

24

ON KLONE

KLONE

(grimly)

Then we must be in the Magnetic Sea. It's full of whirlpools.

(points O.S.)

Like that one!

All look O.S. and react to what they see.

25

POV SHOT - MAELSTROM

A huge whirlpool, spinning rapidly. The branch, a tiny chip in comparison, ENTERS SHOT and is caught in it, pulled down.

26 ON BRANCH - TILT-ANGLE SHOT

A forty-five degree angle against a whirling chaos of water. Blackstar and the others hang on for dear life as we spin faster and faster, until the entire scene begins to whirl, and we

SPIN OUT TO

27 LOW-ANGLE SHOT - CATARACT

A huge waterfall THUNDERING down from O.S., forming a foaming series of rapids. The branch tumbles down this, lands with a tremendous SPLASH.

28 ANGLE ON BEACH

As Blackstar and the Trobbits drag themselves onto shore. They are exhausted. Rif anxiously checks his hat's flame.

GOSSAMEAR

(looking about)

Where are we? What happened
to the sky?

The others look skyward.

29 POV SHOT - SKY

Instead of a blue sky, it is a swirling, dark green dome far overhead. PAN DOWN and ACROSS the landscape: a dark-some, brooding place, with strange, gnarled trees. Dark somber colors predominate. It appears claustrophobic, the horizon unnaturally close, as if we were in an aquarium. SFX: a faraway murmuring, like the wind or the sea, but constant.

30 ON BLACKSTAR AND COMPANY

They obviously feel the oppression of the place.

GOSSAMEAR

(shivers)

I don't like this place. I
could never fly here.

RIF

Maybe you couldn't --
(points up O.S.)
-- but they sure can!

31 POV SHOT - LOW ANGLE - SKYDOME

From out of the distance come several fearsome creatures, vaguely shark-like, with bulbous eyes and long, needle teeth. They glide on ribbed, bat-like wings. They zoom straight toward us.

BELKAR (V.O.)

Shark bats! Take cover!

32 ON BLACKSTAR AND OTHERS

They scatter as the shark bats zoom low over them.

33 TRAVELLING SHOT -- SHARK BATS

They bank and come around for a second attack.

34 ON BLACKSTAR

He draws his Starsword and aims it O.S. The Starflame WHOOSHES O.S.

35 ON TREE

The Starflame ignites a tree, turning it into a torch as a shark bat swoops down toward Rif. The heat from the tree causes the shark bat to turn aside. Rif runs O.S.

36 ON GOSSAMEAR -- TRAVELLING

Flapping through the air. He looks back over his shoulder in fright.

37 POV SHOT -- SHARK BAT

Coming straight toward us, teeth gleaming.

38 ON GOSSAMEAR -- TRAVELLING

He increases his speed, but it's obvious he's going to be overtaken.

GOSSAMEAR

Help!

39 ON CARPO -- TRAVELLING

Running; he hear's Gossamear's CRY, turns and sees his fellow Trobbit's peril. He skids to a stop, reaches in his pocket and pulls out a firefruit, raises it to his mouth, pulls the stem from it with his teeth and lobs it O.S. grenade-style.

40 ON GOSSAMEAR AND SHARK BAT

The shark bat is right behind Gossamear when the firefruit sails between them and EXPLODES in a blinding flash. The explosion tumbles the shark bat end over end OUT OF SHOT. Gossamear flies on.

41 ON CARPO

He looks at the firefruit in satisfaction.

CARPO

I knew the firefruit would come in handy some day.

He runs on OUT OF SHOT.

42 ON BLACKSTAR

BLACKSTAR

Make for that cave!

He points to a dark cave in a cliff in B.G.

43 ON KLONE

He changes into a kangaroo lizard and bounds away as another shark bat dives for him; the metamorphosis causes the bat to miss.

44 ON CAVE

Blackstar, the Trobbits and Klone dash into the cave in the nick of time as the shark bats peel off, frustrated.

SHARK BATS

(HOWLS of frustration)

45 INT. CAVE - BLACKSTAR AND FRIENDS

Breathing heavily from the narrow escape. Klone resumes normality.

BLACKSTAR

Wherever we are, I don't think we're going to be bored!

NEPTUL (V.O.)

How right you are, Blackstar!

They turn in shock. ANGLE WIDENS QUICKLY to include NEPTUL and several of his AMPHIMEN. They are all fish-belly white, with gill slits in their necks and webbed hands and feet. Sharp, boney ridges, like sharks' fins, rise back from their foreheads, Mohawk style. The guards wear short togas of fishscale material and hold Jack Kirby-style multi-bladed spears. Neptul is taller than the guards, and wears red armor like a crab's carapace. He holds a trident.

NEPTUL

(bows mockingly)

Allow me to introduce myself --
I am Neptul, Lord of Aquaria, the
undersea kingdom!

46 ON BLACKSTAR

Watching Neptul warily.

BLACKSTAR

That's why the sky looks so
strange! We're in an under-
water dome!

47 ON NEPTUL

NEPTUL

(gloating)

And here you will stay, for
there is no escape from Aquaria!
The Overlord is coming to reclaim
his Starsword, Blackstar. Surrender
it now, or suffer the consequences!

48 ON BLACKSTAR, TROBBITS AND KLONE

Blackstar looks determined. The Trobbits are slightly nervous, but they will stand by him, as will Klone.

BLACKSTAR

Sorry, Neptul -- it's hard to
find another Starsword my size.

49 ON NEPTUL AND AMPHIMEN

He looks peeved.

NEPTUL

(to Amphimen)

Take them! And do not be gentle!

The Amphimen charge forward.

50 WIDE ANGLE - BATTLE

Blackstar draws the Starsword and points it. A burst of Starflame melts the spear of the foremost charging Amphiman. Blackstar leaps aside as a second comes hurtling through, and helps him on OUT OF SHOT with a shove. *
The spear.

51 ON GOSSAMEAR

He flies into the air, dodging a spear as it is swung at him, staff-like, by an amphiman. The blade CHUNKS into the rocky wall of the cave, jarring the amphiman. Gossamear seizes the loose folds of tunic at the guard's neck and pulls it up over his head, blinding him.

52 ON KLONE

As an amphiman guard swings a spear at him, he changes to an amorphous, wraith-like cat creature, with red, glowing eyes and long talons. The guard's spear passes through the insubstantial creature harmlessly. Frightened, the amphiman turns and runs O.S.

KLONE

What's the matter -- you
never saw a cloud cat before?

53 ON NEPTUL

Angry at seeing his men defeated.

NEPTUL

Very impressive, Blackstar.
But now you must deal with me!

He leaps forward O.S.

54 ON BLACKSTAR

Waiting, the Starsword shining in his hand.

BLACKSTAR

I don't mind saving the worst
for last, Neptul!

55 ON BLACKSTAR AND NEPTUL

Neptul moves forward quickly and seizes the blade of the Starsword in his trident. The blade's incandescence does not affect it. Blackstar struggles, but cannot free the blade.

NEPTUL

Surprised, Blackstar? The Overlord
has given me powers also! Now does
the light begin to dawn?

REVISED
DATE 5-22-81

BLACKSTAR

It does, Neptul -- but for you,
not me!

And his Starsword suddenly blazes up in a burst of brilliance, washing out the scene momentarily and silhouetting them both. Neptul staggers back, arms over his eyes, temporarily blinded.

NEPTUL

Arrgh! I can't see!

Blackstar leaps forward O.S. Klone and the Trobbits follow him THROUGH SHOT, into the cavern's depths.

56 ON NEPTUL

Shaking his head and blinking, standing in the midst of his routed warriors. Neptul is not amused.

NEPTUL

Flee then, fools! If you like
the light so much, we'll see
how you fare with --

57 ON CAVERN DEPTHS

As Blackstar and his comrades vanish into the darkness, Neptul continues V.O.

NEPTUL (V.O.)

-- the Flame People!

His words ECHO and REVERBERATE after them, fading as we

BLACKSTAR WIPE TO

58 EXT. SAGAR TREE - DAY - STORM

The floodwaters are higher now, as the storm continues unabated. THUNDER, WIND, RAIN SFX.

59 INT. BELKAR'S CHAMBERS - BELKAR, POULO, TERRA, BURBLE

The rooms are flooded, furniture and various sorcerous equipment washing back and forth as rain lashes through the window. Burble is frantically bailing, emptying a bucket out the window. It is doing little good, because waves keep sloshing ten times the water back in. Terra and Poulo are floating on a bookcase with Belkar. Belkar is frantically pulling out books of magic spells and leafing through them.

BELKAR

Wait! Here's another one!

(reads)

"Through clouds most dark
let sun now break -- flood
now steam and evaporate!"

They all wait anxiously. For a beat, nothing happens -- then there is a tremendous lightning flash and THUNDERCLAP and the rain redoubles in fury. The Trobbits look crestfallen.

BELKAR

(sighs)

None of my spells work without
the firefruit!

60 ON BURBLE

Still bailing furiously and futilely amidst chaos.

BURBLE

Don't give up the ship -- I
mean the tree!

61 EXT. TREE - ON CHAMBER WINDOW

The water is still rising. Burble keeps casting his bucketful out. In the water there is a stirring. CAMERA TRUCKS IN on a dark, glistening hump with two evil eyes that rises above the waves.

62 INT. CHAMBER - ON BURBLE

BURBLE

(cheerfully)

After all, things can't get
any worse!

A huge wave washes through the window with a CRASH, bowling over Burble and the other Trobbits, and flooding the chamber.

TROBBITS

(panicked CRIES)

Suddenly, a glowing bubble of mystic force surrounds them and pulls them out of the window.

63 EXT. SAGAR TREE - ON BRANCH

MARA THE ENCHANTRESS stands on the branch, hands outstretched in a mystic gesture. The bubble containing the Trobbits ENTERS SHOT and deposits them before her, then vanishes.

TERRA
Mara the Enchantress!

64 WIDE - MARA AND TROBBITS

MARA
A good thing I decided to
check on you Trobbits! Where
are the rest of you -- and
Blackstar?

BELKAR
(upset)
Gone!

65 CLOSE ON MARA

She looks concerned, and we

BLACKSTAR WIPE TO

66 EXT. SAGAR TREE - DAY - STORM

The tree is all but covered by the rising floodwaters. One
light burns in a small chamber at the top, above the waves.
ZOOM IN on it and

CUT TO

67 INT. STORAGE CHAMBER - ON TROBBITS AND MARA

They are in a small chamber, mostly full of odds and ends.
They sit on various pieces of bric-a-brac, sipping tea.
A single lantern gives light.

MARA
There is a way I can find them,
but it won't be easy. Do you
have something of Blackstar's?

68 ON BURBLE

He brings from his pocket a small object like a pocket
calculator and hands it to Mara. He obviously prizes it.

BURBLE
He gave me this. It's from his
world. He said he could talk to
people far away with it.

BELKAR
It does not work now, of course.

MARA
Yet it may be useful.

She closes her eyes and holds the communicator in her open hands.

MARA
(intones).
By this of Blackstar's I seek
him...

69 EXT. CHAMBER - ON FLOODWATERS

Things begin to rise from beneath the water. Amphimen from Aquaria. They swim to the tree and climb onto branches below the window. All very sinister.

70 INT. CHAMBER - ON MARA AND TROBBITS

The Trobbits watch intently as Mara sits in her trance. She is obviously concentrating very hard -- it's a strain. The communicator glows in her hands. Suddenly Mara's eyes snap open. ZOOM IN on her shocked expression.

MARA
Neptul!

71 ANOTHER ANGLE - INCLUDING WINDOW

The Amphimen leap through the window with a CRASHING of furniture and stuff. Instantly all is chaos. The Trobbits and Mara leap to their feet, but they are outnumbered.

72 ON TROBBITS

They leap atop an old storage chest, defending themselves with chairs. Amphimen surround them, trying to get a grip on them.

73 ON AMPHIMAN

He holds a weighted net; he whirls it like a pizza maker tossing dough and tosses it O.S.

74 ON TROBBITS

The net settles around them, and the Amphimen move in on them as they struggle.

75 ON MARA

Standing surrounded by Amphimen, her eyes blazing with anger.

MARA
No! You will not have them!

She makes a mystic gesture -- a bubble of force expands from her, scattering the Amphimen like bowling pins. SFX. Mara runs O.S.

76 ON AMPHIMEN AND TROBBITS

Carrying the struggling Trobbits, the Amphimen run for the window. The one carrying Belkar dives out, as does the one with Burble.

77 ON MARA

She raises her hands and casts a BOLT of mystic force. SFX.

78 ON WINDOW

The bolt STRIKES the window's edge with appropriate SFX as the last Amphiman is diving out with Poulo; startled, he drops Poulo and falls out the window. Poulo staggers to his feet as Mara ENTERS SHOT to join him. They look out the window.

79 EXT. CHAMBER - ON WINDOW

Mara and Poulo stand there, looking out at the water. The Amphimen are gone.

MARA

All gone, little one. You
are the only Trobbit left.

POULO

(forlorn WHISTLE)

PULL BACK to include the tree and the still-raging STORM,
and

BLACKSTAR WIPE TO

80 INT. CAVERNS - ON BLACKSTAR, TROBBITS, KLONE

They proceed cautiously through the caverns, led by Blackstar and his shining Starsword.

BLACKSTAR

Klone, do you have any idea
where we are?

KLONE

Yes -- hopelessly lost.

BLACKSTAR

Thanks -- I was worried.

81 ANOTHER ANGLE - BLACKSTAR AND OTHERS

Blackstar comes to a stop.

BLACKSTAR

I think there's light up ahead.

The glow of his Starsword dies down. A flickering, reddish light replaces it. It grows stronger.

RIF

(points O.S.)

Look!

82 POV SHOT - FLAME FOLK

Humanoid beings that seem to be made of living flame approach them, their flickering light illuminating the cavern night-marishly.

83 ON BLACKSTAR, TROBBITS, KLONE

They watch warily.

RIF

Maybe they're friendly.

84 ON FLAME PEOPLE

One of them raises an arm and hurls a fireball O.S.

85 ON BLACKSTAR AND OTHERS

They scatter frantically for cover behind the stalagmites and limestone formations as the fireball EXPLODES against a column.

86 ON BLACKSTAR

Starsword in hand.

BLACKSTAR

Funny way to make friends.

FADE OUT

END ACT ONE

BS #62008

BS. #62008

ACT TWO

FADE IN

87 INT. CAVERN -- WIDE ANGLE -- BLACKSTAR, FRIENDS AND FLAME PEOPLE

The Flame People are still approaching slowly. The foremost one stops. It lifts a flickering arm and points at Blackstar.

FLAME PEOPLE LEADER
(CRACKLING voice)
You bear a weapon of fire,
cold one.

He turns and points at Rif's flickering hat.

FLAME PEOPLE LEADER
And your companion wears flame
on his brow.
(To Rif)
You do not fear the fire, then?

88 ON RIF

RIF
(With feeling)
Not nearly as much as I fear
water!

89 ON FLAME FOLK LEADER

He considers for a moment.

FLAME PEOPLE LEADER
It is well. You are not like
the other cold ones. We wel-
come you.

90 ON BLACKSTAR, TROBBITS, KLONE

They react with relief as they realize they're not potential
briquets after all. Blackstar sheathes his Starsword.

BLACKSTAR
Looks like it's time for a
fireside chat.

They move forward, and we

BLACKSTAR WIPE TO

91 EXT. NEPTUL'S CASTLE -- ESTABLISHING -- DAY

A huge castle formed entirely of coral, dark and forbidding.

PUSH IN on it and

DISSOLVE THROUGH TO

92 INT. NEPTUL'S THRONE ROOM - ON NEPTUL

The throne room continues the underwater motif; the throne itself is formed of a gigantic shell. Neptul is seated on it; he twists aside in terror as a silvery-blue BLAST of force ZAPS from O.S. right past him to annihilate a large potted seaweed. Neptul addresses someone O.S.

NEPTUL

(cringing)

I assure you, my lord, I have made arrangements for Blackstar's capture.

Another BOLT makes ashes of a sculpture. Neptul ducks.

93 ON OVERLOAD

He stands before the throne, Powersword in hand. He is angry, but he is also enjoying toying with his lackey.

He sheathes the Powersword.

OVERLORD

I so hope you are right, Neptul.

BLACKSTAR WIPE TO

94 EXT. SAGAR TREE - DAY - STORM

The STORM is still raging, the tree all but inundated. The single light still burns in the topmost chamber.

95 INT. STORAGE CHAMBER - ON MARA AND POULO

Mara stands in the room's center, Blackstar's communicator still in her hand. Poulo looks at her anxiously.

MARA

There is a way to find Blackstar and the others, Poulo. But it will not be easy.

POULO

(WHISTLES encouragement)

Mara holds the communicator in her open hands and closes her eyes. The communicator begins to glow, and rings of force expand from it, to encircle Mara and Poulo. They spin about them, faster, growing, until Mara and Poulo are encased in a whirlwind of rainbow energy. Then, with an eerie SFX, they vanish.

BLACKSTAR WIPE TO

96 INT. CAVERN AMPHITHEATRE - BLACKSTAR, FRIENDS, FLAME PEOPLE

They are in a large natural chamber, sitting on rocks.

FLAME PEOPLE LEADER
(CRACKLING voice)

We came from the core of this world years ago, but a rockfall blocked our return.

BLACKSTAR
And Neptul's power over the water keeps you here.

FLAME PEOPLE
Yes. We fear the water.

97 ANOTHER ANGLE - GOSSAMEAR

He hears something; he perks up one huge ear.

GOSSAMEAR
Blackstar! Amphimen are coming!

98 WIDE ANGLE - ALL

They leap to their feet. Blackstar whips out his Starsword.

99 ON TUNNEL ENTRANCES

Amphimen soldiers pour from them and rush forward to join battle. They are armed with large spiral shells as well as spears.

100 WIDE ANGLE -- BATTLE

As battle is joined with SHOUTS and SFX.

101 ON FLAME PEOPLE

One of them raises his arm to hurl a fireball.

102 ON AMPHIMAN

He aims the shell he carries like a trumpet and blows into it. A stream of water shoots out, O.S.

103 ON FLAME PEOPLE

They flee in panic as the water strikes them, partially extinguishing them and producing clouds of smoke and steam.

FLAME PEOPLE
(Wavering CRIES of fear)

104 ON BLACKSTAR

Crouched, his Starsword ready. An Amphiman attacks, swinging his spear like a scythe. Blackstar cuts through the shaft and races past the Amphiman, O.S.

105 ON RIF AND AMPHIMAN

Rif is being pursued by an Amphiman, who runs with his spear held straight up. Gossamear flies INTO SHOT behind the Amphiman's spear.

106 CLOSE ON GOSSAMEAR - TRAVELLING

He grabs the spearhead and guides it into a narrow notch between two stalactites, where it sticks.

107 ON AMPHIMAN - MOVING

As the snared spear brings him up short; his legs fly out from under him and he sits down suddenly.

108 ON GOSSAMEAR

He circles in midair.

GOSSAMEAR

Carpo! More are coming!

109 ON CARPO

He turns, pulls several firefruits from his pockets and throws them O.S.

110 INT. TUNNEL - ON AMPHIMAN

As they approach the entrance, the firefruit hits the rock archway and EXPLODES, causing a cave-in that blocks the entrance to the amphitheatre without harming the Amphimen.

111 ON CARPO

He grins and dusts his hands in satisfaction.

112 ON TUNNEL ENTRANCE - KLONE AND AMPHIMAN

The Amphiman menaces Klone with his spear; Klone changes into a large spider crab. He seizes the Amphiman's spear in one claw and BREAKS it. The Amphiman turns and flees. Klone turns and looks into tunnel.

113 POV SHOT - TUNNEL

More Amphimen are coming toward us down it.

114 ON KLONE (SPIDER CRAB)

He quickly spins a web across the face of the tunnel. The Amphimen collide with it and are stuck. Klone changes back to human form and EXITS SHOT.

115 ON BLACKSTAR AND AMPHIMEN

Blackstar fights his way free of several Amphimen, using his agility and gymnastics. CAMERA FOLLOWS HIM as he runs, then turns to face his attackers.

BLACKSTAR

Time for the last roundup,
guys!

He aims his Starsword at the ceiling and FIRES a starburst O.S.

116 LOW ANGLE SHOT - CAVERN CEILING

The starburst severs several stalactites, which fall downward.

117 ON AMPHIMEN

Standing in a group; the stalactites strike in a circular pattern about them, their sharp tips driving into the dirt, fencing the Amphimen in.

118 ON STALAGMITE -- RIF

He is standing on top of a stalagmite.

RIF

(Points O.S.)

Blackstar! More Amphimen
are coming!

119 ON BLACKSTAR

Standing in action pose, Starsword ready. He looks O.S.

120 ON TUNNELS

As many Amphimen as we can afford come pouring out of them; an overwhelming force.

121 CLOSE ON BLACKSTAR

He prepares himself for this latest assault.

122 ON TROBBITS AND KLONE

Standing in a group, exhausted but ready to go on fighting.

123 WIDE ANGLE -- AMPHITHEATRE

As the Amphimen approach, there is an eerie SFX and a silver shimmering in the air. A whirlpool of air appears, and coalesces into Mara and Poulo. They stand directly in the path of the approaching soldiers. Poulo sees them coming and his eyes grow wide. He ZIPS OUT OF SHOT in a blur of speed lines, away from the Amphimen.

POULO
(Frightened WHISTLE)

124 ON BLACKSTAR AND TROBBITS

Blackstar stands in front of his friends. Poulo ZIPS INTO SHOT and joins the Trobbits.

125 CLOSE ON BLACKSTAR

He looks concerned.

BLACKSTAR
Mara! Look out!

126 ANGLE ON MARA

She looks quite tired, but she shakes it off and raises her arms in a sorcererous gesture. Rays of mystic force stream from her fingers.

127 ON AMPHIMEN

Charging forward; the mystic force rays gather together like a tide of light and hit them like a wave, washing them off their feet and back into the tunnels.

AMPHIMEN
(YELLS of dismay)

128 ON TROBBITS AND KLONE

They break into enthusiastic CHEERS as they see Mara save them.

ALL
(CHEERS)

129 ON MARA

This has obviously taken a lot of effort; she staggers and raises one arm to her head. Blackstar leaps INTO SHOT and supports her.

BLACKSTAR
Mara! How did you find us?

MARA
(faint smile)
Magic. But the spell has
left me very weak.

CARPO (V.O.)
Blackstar! The Flame People are
returning!

Blackstar and Mara turn and look O.S.

130 POV SHOT - FLAME PEOPLE

They reappear from the cavern depths, their fire lighting up the amphitheatre like something out of Dante.

131 WIDE - ALL

The Flame People Leader approaches Blackstar.

FLAME PEOPLE LEADER
We are sorry that we could not
help you. But their water weapons
could destroy us.

132 ON BLACKSTAR

BLACKSTAR
Well, they're gone - for now.

BLACKSTAR WIPE TO

133 INT. DUNGEON - ON TROBBITS

Belkar, Burble and Terra are clinging forlornly to the bars of a dungeon cell. They are soaked, and look exhausted. Suddenly, there is the SOUND OF FOOTSTEPS, growing closer. They look up and react with apprehension.

134 POV SHOT - LOW ANGLE

On the Overlord and Neptul

OVERLORD
So -- rebels --

135 WIDE - ALL

OVERLORD

The storm I sent you has
finally washed you down to
Aquaria, eh?

136 ON BELKAR

He is frightened, but tries not to show it. The Overlord's hand reaches INTO SHOT and lifts a small amulet that hangs about Belkar's neck. He yanks it free.

137 ON OVERLORD

He holds up the amulet on its chain, and smiles.

OVERLORD

This should lure Blackstar
from his lair!

BLACKSTAR WIPE TO

138 INT. AMPHITHEATRE - CLOSE ON POULO

He looks O.S., points and WHISTLES.

POULO

(alarm WHISTLE)

139 ON BLACKSTAR AND MARA

Seated; they rise quickly.

MARA

Another Amphiman!

140 ON AMPHIMAN

A lone SOLDIER, running toward them.

141 ON BLACKSTAR

He whips out his Starsword.

BLACKSTAR

Come no further! What do
you want?

142 ON AMPHIMAN

AMPHIMAN

(reedy voice)

I bring a message from the
Overlord! Surrender, or your
friends pay the price.

He holds out Belkar's amulet.

143 ON BLACKSTAR, MARA, KLONE

They look at each other. Mara and Klone look worried.

KLONE

It looks like the Overlord's
got us.

BLACKSTAR

Not yet, he hasn't.
(holds up Starsword.)
How are you at illusions?

Mara looks at the Starsword and smiles.

BLACKSTAR WIPE TO

144 INT. NEPTUL'S PALACE - THRONE ROOM - HIGH ANGLE SHOT

The Overlord and Neptul stand on the throne dais. Belkar, Burble and Terra are being held by amphimen. The throne room doors open, and Blackstar, Mara, Rif, Carpo, Poulo and Gossamear enter, with the Amphiman messenger. They stop before the throne. More Amphimen line the walls of the throne room.

145 ON OVERLORD

OVERLORD

(suspiciously)

Such meekness is unlike you,
Blackstar. I suspect a trick.
But it will do you no good.
Give me the Starsword.

146 ON BLACKSTAR

BLACKSTAR

First, let my friends go free.

147 WIDE - ALL

The Overlord makes a gesture. The captured Trobbits are released; they rush to join the others and Mara. Amphimen push Blackstar toward the throne, where he stands, alone, before the Overlord.

148 ANGLE ON BLACKSTAR AND OVERLORD

OVERLORD

Give me the Starsword, Blackstar!

Blackstar draws the Starsword and hands it to the Overlord, hilt first.

149 ON OVERLORD AND NEPTUL

OVERLORD
Now, at long last - the
Power Star!

He joins the two swords together. But, to his astonishment, there is a blinding FLASH that knocks him and Neptul bakcward. The Powersword flies from his hand; the Starsword has vanished.

OVERLORD
ARRRGH!!

150 ON BLACKSTAR AND GROUP

Mara steps forward, whips aside her cloak and hands Blackstar the real Starsword. He flourishes it.

BLACKSTAR
You lose, Overlord! That sword
was Mara's illusion!

151 ON OVERLORD

He staggers to his feet, furious.

OVERLORD
My Powersword!

152 ON POWERSWORD

It has landed close to the feet of the Amphiman messenger. He picks it up. Then, with a grin, he metamorphosizes into Klone.

KLONE
One of my better roles,
I'd say.
(SHOUTS)
Here, Blackstar! Catch!

And he throws the Powersword O.S.

153 ON OVERLORD AND NEPTUL

OVERLORD
(awesome wrath)
NO!!

He snatches Neptul's trident from the sea king and hurls it O.S.

154 ON POWERSWORD

It describes an arc toward Blackstar's outthrust grasp. But an instant before he can seize it the trident hurtles INTO SHOT, snaring the Powersword in its tines and carrying it away from Blackstar and OUT OF SHOT.

155 ON THRONE ROOM WALL

The trident STRIKES the wall and stays there, quivering, the Powersword pinned to the wall.

156 ON OVERLORD

Towering in demonic wrath.

OVERLORD

Take them!

157 ON AMPHIMEN

They charge toward our heroes.

158 WIDE ANGLE - THRONE ROOM

As battle is joined once again.

159 ON BURBLE AND POULO

Several Amphimen come toward them. The trobbits seize a wall hanging and pull it down, burying the soldiers in the heavy cloth.

160 ON BELKAR AND AMPHIMAN

Balkar seizes a spear and uses it like a quarterstaff to parry the Amphiman's blow. As the Amphiman lunges, Balkar uses the spear as a pole vault to fly over the Amphiman. The Amphiman runs into the wall (SFX: THUD.) Balkar lands. *

BELKAR

That'll teach you to kidnap
Trobbits!

He dashes OUT OF SHOT.

161 ON RIF

He is standing near a burning brazier. An Amphiman is trying to catch him - Rif dodges nimbly between the legs of the tripod, then pushes it over, tripping the Amphiman.

162 ON KLONE AND AMPHIMEN

Several amphimen are menacing Klone with spears. He changes into a rock ape. He reaches out one stoney paw and seizes the spears, CRUSHING them as the Amphimen react in dismay.

REVISED

DATE 5-22-81

163 ON MARA

She casts a series of glowing rings from her hands -- the rings expand as they fly O.S.

164 ON AMPHIMEN

Running toward her -- the rings ENTER SHOT and fall over them like horseshoes over a stake, imprisoning them.

165 ON MARA

MARA

I may be tired -- but I
can handle the likes of you!

She turns and fires more rings in the opposite direction.

166 ON OVERLORD

He is moving around the outside of the fighting, headed for the wall and his Powersword. Suddenly, the Starsword ENTERS SHOT in extreme F.G., blocking his progress.

BLACKSTAR (V.O.)

Going somewhere, Overlord?

167 TWO SHOT - BLACKSTAR AND OVERLORD

They face off.

OVERLORD

(snarls)

Outworlder fool! Do you
think me powerless without
my Powersword?

He fires a BOLT of mystic energy at Blackstar. Blackstar parries it with a quick motion of the Starsword.

BLACKSTAR

Give up, Overlord! You've
lost!

OVERLORD

You think so, do you?
(points O.S.)

168 ON BLACKSTAR

He looks O.S.

169 POV SHOT - THRONE ROOM ENTRANCE

More Amphimen guards and soldiers are entering.

OVERLORD (V.O.)

How can you hope to triumph
against an entire nation, Blackstar?

170 CLOSE ON POWERSWORD

A hand reaches into shot and seizes it by the hilt, pulls it free of the trident. CAMERA PULLS BACK to show Neptul holding the Powersword.

NEPTUL

At last! Now I shall redeem
myself!

He looks O.S. ANGLE WIDENS to include Blackstar and Overlord. Blackstar's back is to Neptul. Neptul raises the Powersword.

171 ANOTHER ANGLE - NEPTUL

He is standing before an entrance. As he raises the Powersword, a BOLT of flame strikes the Powersword, knocking it out of his hand and O.S. Neptul turns in shock.

NEPTUL

Who dares -- ?

His eyes widen.

172 ON THRONE ROOM ENTRANCE

The Flame People enter, SHOOTING firebolts left and right.

173 ON BLACKSTAR

He turns and sees this. He smiles.

174 ON AMPHIMAN AND POULO

The Amphiman has just seized Poulo when a bolt of flame SCORCHES the floor before him. Startled, he drops Poulo, who dashes O.S.

175 ON AMPHIMEN

They have water weapons, and are SHOOTING streams of water O.S.

176 ON FLAME PEOPLE

They recoil in steam and smoke as the water strikes them.

177 ON CARPO

He reaches into his pockets and pulls out the firefruit.

CARPO

Here! Swallow a firefruit!

He tosses them O.S.

178 ON FLAME PEOPLE

They catch the firefruit and eat it. Their flames increase noticeably. More water ENTERS SHOT and strikes them, but they are not driven back now.

179 ON BLACKSTAR AND OVERLORD

The Overlord dodges past Blackstar.

180 ANGLE ON STAIRCASE

The Overlord ENTERS SHOT, snatches up the Powersword which lies in F.G., and runs up the curving coral staircase. Blackstar ENTERS SHOT, pursuing.

BLACKSTAR

Leaving so early, Overlord?

181 EXT. PALACE - PARAPET

The Overlord emerges from an archway onto the parapet. In B.G. is the dark, somber land of Aquaria -- above, the green dome. The Overlord stops at the edge of the parapet.

182 ANOTHER ANGLE - OVERLORD AND BLACKSTAR

As Blackstar emerges to face him.

BLACKSTAR

You're all washed up, Overlord.

OVERLORD

Not I, Blackstar. Not I!

He seizes the Powersword in both hands, blade pointed skyward. A nimbus of power surrounds him, CRACKLING -- it builds in intensity. Blackstar steps back, shielding his eyes, as the Overlord glows. Then, abruptly, a gigantic bolt of cold blue-white flame ZAPS from the Powersword, straight up.

183 LONG SHOT - CORAL PALACE

The Powerburst RIPS toward the dome.

184 UPSHOT - ON DOME

The power blast STRIKES the under surface of the dome, SHATTERING a huge crack in it. A cataclysmic torrent of water hurtles down toward Aquaria with an awesome ROAR.

185 ON OVERLORD AND BLACKSTAR

Blackstar stares upward, stunned at this catastrophe. We hear the rising SOUND of the flood.

OVERLORD

It will be a simple matter to find the Starsword on the bottom of the Magnetic Sea!

A cloud of dark energy begins to surround him.

OVERLORD

Farewell, Blackstar -- for the last time!

He rises from the parapet, wrapped in his energy cloud, and hurtles off into the distance.

186 LONG SHOT - PALACE

As the wave, moving slowly, strikes the palace, crumbling parts of it like a sand castle.

187 INT. THRONE ROOM - WIDE

The battle is interrupted as the wall caves in under the weight of the water. Everyone is swept off their feet by the flood.

188 ON STAIRCASE - MARA

She races up it just ahead of the rising waters. She turns and makes magical gestures. Mystic force beams sweep from her hands.

189 ON TROBBITS AND KLONE

Trying to stay afloat in the flood. Suddenly the magic beams wrap about them and lift them up and OUT OF SHOT.

190 ON FLAME PEOPLE

Huddled on the throne dais, watching the water rise. The magic beams lift them and whisk them out of danger, too.

191 EXT. PARAPET

Mara, the Trobbits, Klone and the Fire People join Blackstar on the parapet.

BLACKSTAR

We've got to seal the crack!
(to Flame People and Mara)
It'll take everything we've got!

He raises his Starsword heavenward. The sword glows like molten gold.

192 ON MARA

She raises her arms and a beam of mystic power rises from them to join with the Starsword.

193 ON FLAME PEOPLE

They raise their arms, and their combined fiery energy strikes the Starsword.

194 ON TROBBITS AND KLONE

Watching anxiously. The water is rising -- in a moment, they will be swept away.

195 ON BLACKSTAR

Straining, giving it everything he's got.

BLACKSTAR

Now!!

196 ON STARSWORD

As its power, augmented by Mara's and the Flame People's jets skyward in a red-gold beam of energy.

197 LONG SHOT - PALACE

The powerbolt arcs toward the dome, alongside the waterfall.

198 UPSHOT - DOME

The beam strikes the crack, moving along its length, sealing it amidst clouds of HISSING steam. The flood is slowly cut off.

199 ON TROBBITS AND KLONE

Staring over the edge of the parapet, watching the water rise more and more.

200 ON BLACKSTAR, MARA, FLAME PEOPLE

Straining.

201 UPSHOT -- DOME CRACK

As the powerbolt seals the last of it. The water is cut off.

202 ON EDGE OF PARAPET

The flood stops rising, and begins to sink.

203 ON TROBBITS AND KLONE

They react in wild relief, backslapping and CHEERING.

TROBBITS, KLONE
(cheers)

204 ON BLACKSTAR AND MARA

They relax and look at each other in relief.

BLACKSTAR
There's a great career back
on Earth for us in plumbing.

BLACKSTAR WIPE TO

205 EXT. SAGAR TREE - STOCK - DAY

PUSH IN and

DISSOLVE THROUGH TO

206 INT. MAIN CHAMBER - TROBBITS, BLACKSTAR, MARA, KLONE

They are sitting about a roaring fire in the fireplace. Rif is warming his toes luxuriously. He has his hat on his lap in front of him. It still has the flame burning.

BLACKSTAR
Now that Neptul's been defeated,
the Flame People will make good
allies in our fight against the
Overlord.

207 ON RIF

He regards the flame on his hat fondly.

RIF
Amazing -- through all that
nasty rain and water, my hat
didn't go out.

As he speaks, Burble is seen in B.G. drawing a glass of water from a barrel. He walks past Rif, drinking; as he passes Rif, he trips and dumps the water squarely on Rif's hat. The flame goes out, leaving a curl of smoke. Rif stares at it, then turns red.

208 ON OTHERS

They try not to laugh, but it's no use.

OTHERS
(LAUGH)

209 ON RIF

He tries to stay mad, but that's no use either; he starts to CHUCKLE, and then he's LAUGHING along with the rest.

RIF
(LAUGHS)

210 EXT. SAGAR TREE - STOCK

We PULL BACK to the sound of their LAUGHTER and

FADE OUT

THE END

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