

Justice League Unlimited

“Clash”
(Script)

#257-470

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(7/26/04)

"Clash"
7/27/04
#

CAST LIST

SUPERMAN
BATMAN
J'ONN

GUEST CAST

CAPTAIN MARVEL: All American old-fashioned hero. Although he looks and sounds like an adult, he's actually 10 years old.

LEX LUTHOR: Previously appeared in "The Return."

PHIL O'BANNON: Murdoch TV style host of "The O'Bannon Agenda."

PROFESSOR HAMILTON: Previously appeared in "Fearful Symmetry"

MERCY: Lex's assistant. Previously appeared on "Superman."

BILLY BATSON: 10 year old boy, Captain Marvel's Secret ID.

TEACHER: Male and stern. Three lines.

ELONGATED MAN: Previously appeared in "Greatest Story Never Told."

LOIS LANE: Previously appeared on "Superman."

THE ATOM: Previously appeared in "The Return."

METAMORPHO: One groan only.

PARASITE: Groans only.

PASSENEGERS: Screams only.

REPORTERS: Walla only.

CROWD: Walla only.

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"CLASH" (7/26/04)

TEASER

FADE IN:

EXT. STREETS OF METROPOLIS - DAY

O.S. SOUNDS OF CARNAGE as the CAMERA SLOWLY PANS across a scene of furious battle:

Cars are overturned and on fire, chunks of concrete from smashed walls litter the street. The PAN reveals something strewn across the scene...a distorted shape -- like a massive flattened snake -- that is soon revealed as the unconscious, hugely distended, form of ELONGATED MAN.

PAN CONTINUES, finally coming to rest on THE PARASITE, who holds a helpless and pained METAMORPHO in his clutches. Metamorpho struggles for an instant...

METAMORPHO

(groans)

...then slumps to the ground, out for the count. Parasite sneers.

ANOTHER ANGLE

as Parasite is slammed in the back by an exploding Batarang. He staggers...

PARASITE

(impact grunt)

...then whirls to face his unseen opponent. A savage smile -- as his clenched fist catches fire: He stretches his arm like Elongated Man, hurling

THAT FLAMING FIST

directly AT CAMERA.

TEN YARDS AWAY

BATMAN barely dodges the incoming flaming fist...

...which strikes the wall behind him and BUCKLES it, setting it on fire at the same time.

Parasite throws a right, left, right combination at a wildly-dodging Batman, who retaliates with

A SPREAD OF BATARANGS

that Parasite blasts out of the air with a stream of fire from his hands.

ON BATMAN

Still hurling Batarangs. He really doesn't want to do this, but he bites the bullet:

BATMAN
(on his com-link)
J'onnn -- we're in trouble.

We HEAR J'ONNN'S VOICE ON THE COM-LINK:

J'ONNN
Are you asking for help?

BATMAN
Yes.

J'ONNN
(is enjoying this)
You never ask for help.

BATMAN
(knows it)
Just get us some reinforcements.

WIPE TO:

EXT. THE SKIES OF METROPOLIS - DAY/A 747 PASSENGER JET

arcs AWAY FROM CAMERA, plummeting toward the ground, one of its engines on fire.

INSIDE THE PLANE

The passengers are in a state of blind panic...

PASSENGERS
(screams of fear)

...until one of them, a TEN YEAR OLD GIRL, looks out the window.

ON THE GIRL

Eyes wide with awe and gratitude.

WHAT THE GIRL SEES:

is SUPERMAN -- zooming toward the rapidly-descending plane. He notices the girl: smiles and waves.

IN THE PLANE

The girl grins, waves back. ANGLE WIDENS as more passengers see him now, their screams of fear becoming:

PASSENGERS (CONT'D)
(wild cheers)

OUTSIDE THE PLANE

Superman uses his super-breath to BLOW OUT THE FLAMES. We HEAR J'ONN'S VOICE ON THE COM-LINK:

J'ONN/COM LINK
Superman, we need you.

SUPERMAN
I'm in the middle of something.
Can it wait?

He flies beneath the aircraft, supporting it with his arms...

J'ONN/COM LINK
Unfortunately...no. It's the
Parasite.

...and carrying it, gently and gracefully, down toward an airport tarmac.

SUPERMAN
Give me half a minute and I'll be
right --

But before Superman can finish, we HEAR A GREAT WHOOSH as a RED AND GOLD STREAK flies past him...

...moving so quickly that its wake sends Superman's cape flying over his head.

CLOSER - ON SUPERMAN

as he steadies the plane with one hand, disentangling the cape with the other. WIDEN as Superman looks around, curious -- whatever it was...it's gone now -- then eases the plane onto the tarmac. Fire engines and ambulances come ROARING toward the plane, SIRENS BLARING.

ANOTHER ANGLE

as Superman zooms into the air...

...and across town.

EXT. STREETS OF METROPOLIS - DAY

The site of the battle -- where Parasite is wrapped in a lamppost, being tied into a bow by CAPTAIN MARVEL. Cap dusts his palms as if to say, that takes care of that. ANGLE WIDENS as Batman and the now recovered Elongated Man and Metamorpho join CM.

BATMAN

Good work --

Marvel's shy, awkward and sincere: totally endearing.

CAPTAIN MARVEL

It was nothing. Really.

ELONGATED MAN

Hey -- I think he's blushing.

And Captain Marvel really does blush.

ELONGATED MAN (CONT'D)

Don't be modest, kid. I don't even think Superman could've done a better --

Superman WHOOSHES DOWN INTO SHOT, landing beside Elongated Man. He can't hide his surprise.

ELONGATED MAN (CONT'D)

We were just talking about you.

ANOTHER ANGLE

as a curious Superman approaches C.M.

SUPERMAN

And you're -- ?

ELONGATED MAN

That's right. You were on a space mission when we recruited him.

Marvel reaches out, shakes Superman's hand. Grins.

CAPTAIN MARVEL

I'm Captain Marvel, sir. And it's an honor. You're my biggest fan.

SUPERMAN

Excuse me?

CAPTAIN MARVEL

I mean...I'm your biggest fan.

Marvel smacks himself in the forehead.

CAPTAIN MARVEL (CONT'D)

Sorry, sir. It's...ah...it's a little overwhelming meeting you.

ON SUPERMAN

And he looks strangely uncomfortable.

SUPERMAN

It's a pleasure, Captain.
(an awkward smile)
A real pleasure.

FADE OUT:

END TEASER

ACT ONE

FADE IN:

EXT. STREETS OF METROPOLIS - DAY/LATER

As the media (LOIS LANE among them), safe behind barricades, record the event...

...POLICE IN HI-TECH GEAR cart off Parasite...who's restrained in a Kirbyesque body-suit...

...locking him in the back of a massive van. Once those doors are locked and the van speeds away

THE REPORTERS

move in on the Leaguers. Superman, Batman and the others easily manage to slip away but

CAPTAIN MARVEL

is cornered.

REPORTERS

(a farrago of indecipher-able questions)

Marvel looks both perplexed...and delighted.

CAPTAIN MARVEL

Gosh...take it easy, folks. One at a time, okay?

ON LOIS LANE

who, of course, beats the others to it.

LOIS

Lois Lane, Captain. Daily Planet. How does it feel to be a part of the Justice League?

WIDEN to include Cap.

CAPTAIN MARVEL

How does it feel? Like I've waited my whole life for this. I mean, being on the same team with Superman, Batman, Wonder Woman --
 (beat; amazed and sincere)
 I still can't believe they actually let me join!

REPORTERS

(warm laughter)

Another reporter starts to ask a question but, once again, Lois beats him to it:

LOIS

What is it you value so much about the League?

CAPTAIN MARVEL

Gosh. I guess it's all the good they do. Not just helping people...which is great, I mean, that's the reason we're all here in the first place, right? But they really make a difference. They change the world.

Yet another reporter starts to speak, but here comes Lois:

LOIS

How so?

CAPTAIN MARVEL

Well, just look at Lex Luthor. He used to be a super-villain, for Pete's sake, and now he's one of the good guys. I think it's terrific that he's running for President, don't you?

LOIS

(isn't so sure)

Uh...are you moving to Metropolis from Fawcett City?

CAPTAIN MARVEL
 (would never think of
 it)
 No, Ma'am. I help where I'm
 needed...but I'm a Fawcett boy at
 heart.

REPORTERS
 (another barrage of
 questions)
 CAPTAIN MARVEL
 Sorry, folks, but I've really
 gotta go.

ANOTHER ANGLE

And he's off. The crowd erupts in SPONTANEOUS APPLAUSE: They
 love this guy.

CUT TO:

EXT. C. C. BINDER ELEMENTARY SCHOOL - DAY

Captain Marvel flies down, landing near the building...then
 finds a secluded spot in the bushes and:

CAPTAIN MARVEL (cont'd)
 (shouts)
 Shazam!

DARK CLOUDS

instantly form high above. There's an OMINOUS RUMBLE.

ON CAPTAIN MARVEL

as a LIGHTNING BOLT strikes him with a THUNDEROUS ROAR
 -- instantly transforming Cap into a young boy named BILLY
 BATSON...who races, in a panic, toward the school.

INT. A CLASSROOM - DAY

A fifth grade class in progress, the TEACHER, an attractive
 woman in her thirties, writing on the board, her back to the
 students:

TEACHER

By 1939, President Roosevelt's key adversary in Europe was a dictator named --

ANGLE ON BILLY

as slips into the room, tries to sneak into his seat without the teacher noticing. ANGLE WIDENS as the teacher abruptly stops writing, spins around. Folds her arms across her chest and shoots Billy a withering glare.

TEACHER (CONT'D)

Billy Batson.

BILLY

Yes, Ma'am...?

TEACHER

You're late. Again.

Billy sinks lower into his chair.

BILLY

Yes, Ma'am.

TEACHER

Isn't it time you learned to take some responsibility for yourself, Billy? Isn't it time you grew up a little?

And lower: He's mortified.

BILLY

Yes, Ma'am.

DISSOLVE TO:

INT. WATCHTOWER CORRIDOR - DAY/MATCHING SHOT OF CAPTAIN MARVEL

walking along, a look of wide-eyed, absolutely innocent, jaw-dropped wonder on his face. He's clearly thrilled (and that may be too small a word) to be here:

CAPTAIN MARVEL

Captain Atom -- hi!

WIDEN to see that CAPTAIN ATOM is walking past Marvel. With a grin, Atom slaps Cap a high-five. Then...

ANOTHER ANGLE

...Marvel passes the lounge, where THE SHINING NIGHT and THE VIGILANTE are engrossed in a chess game. As Marvel enters the lounge:

CAPTAIN MARVEL (CONT'D)
 Vigilante...how's it going, buddy?
 (beat)
 Shining Knight...wow, look at you!

THREE-SHOT - CAPTAIN MARVEL, SHINING KNIGHT AND VIGILANTE

Knight and Vigilante look up with broad smiles as Cap approaches.

CAPTAIN MARVEL (CONT'D)
 (seriously impressed)
 That's new armor, isn't it?

But before the Knight can reply, a SHADOW crosses the trio from OFFSCREEN. WIDEN to reveal a glowering Superman. And that glower is clearly focused on Captain Marvel.

CAPTAIN MARVEL (CONT'D)
 Something wrong?

SUPERMAN
 Come with me.

INT. MAIN CONFERENCE ROOM - DAY

Superman, Batman, FLASH, WONDER WOMAN, HAWKGIRL, GREEN LANTERN and AQUAMAN are all there, seated and stoic. Marvel stands at the head of the table, intimidated by those serious faces.

Superman rises, a newspaper tucked under his arm.

SUPERMAN (CONT'D)
 Have you read the papers today?

CAPTAIN MARVEL
 Just the comics. Snorkle the
 Squirrel was hilarious. He's
 looking for his nuts, right? And
 then Berkley....that's the wacky
 bear...he --

Cap trails off as Superman unfolds the paper.

ON THE NEWSPAPER - IN SUPERMAN'S HANDS

The headline screams: CAPTAIN MARVEL ENDORSES LUTHOR FOR
 PRESIDENT!

CAPTAIN MARVEL
 Holy Moley!

SUPERMAN
 When you joined this team you
 became something more than just a
 hero.

CAPTAIN MARVEL
 I know that, sir, but --

SUPERMAN
 You became a symbol. A symbol
 that represents all the people.

CAPTAIN MARVEL
 Yes, sir.

SUPERMAN
 We don't play favorites. We don't
 sell deodorant on television. We
 don't get involved in politics.

CAPTAIN MARVEL
 Yes, sir.

SUPERMAN
 And we certainly don't endorse
 super-villains for the presidency.

CAPTAIN MARVEL

Now...now wait a minute. I never said that I was endorsing Luthor...just that I think it's great that someone like him can change into a good guy.

SUPERMAN

Life just isn't that simple --

CAPTAIN MARVEL

(it just comes out;
frustrated)

Well, maybe it is sometimes!
Maybe people can change --

A stern look from Superman and Marvel's shoulders slump. He can hardly look Superman in the eye.

CAPTAIN MARVEL (CONT'D)

(meekly)

Can't they?

SUPERMAN

You are not to make any more public statements without running them past the League first. Is that understood?

CAPTAIN MARVEL

Yes, sir.

ANGLE ON CAPTAIN MARVEL

Annoyed, embarrassed, he exits the meeting room.

CUT TO:

INT. A TV STUDIO - NIGHT

Feisty talk show host PHIL O'BANNON facing down the cameras. Beside him sits LEX LUTHOR.

O'BANNON

America is a nation of second chances. And no one embodies that concept more than tonight's guest. Once viewed as...shall we say...a less-than admirable member of our society --

A winning, and utterly insincere, smile from Luthor.

LUTHOR

Much less, I'm afraid.

O'BANNON

-- Lex Luthor has transformed himself into a respected and admired presidential candidate.

O'Bannon shakes Luthor's hand.

O'BANNON (CONT'D)

And we're delighted to welcome him to the O'Bannon Agenda.

LUTHOR

Thank you, Phil. But I'm not here tonight as a campaigner. I'm here to talk about something far bigger than mere politics.

O'BANNON

And that would be -- ?

LUTHOR

My newest project: Lexor City. A fully-functional urban paradise, built for low-income Americans in search of that second chance you were just talking about.

ON O'BANNON

O'BANNON

Let's be straight here, Lex... there are people out there right now rolling their eyes. They say that Lex Luthor hasn't changed. That he can't be trusted.

LUTHOR

Can't say I blame them. But
people can change. Take Hawkgirl,
for instance.

O'BANNON

You take her. (LAUGHS)

INT. JLA REC ROOM - NIGHT

Superman sits alone, watching the TV show on a monitor. Captain
Marvel walks in.

CAPTAIN MARVEL

Hey, whatcha watchin'?

Superman holds his fingers to his lips, shooshing Marvel. He
doesn't even look up.

SUPERMAN

Shhhh.

ON THE SCREEN

The show continues.

LUTHOR

My point is, yes: she betrayed the
Justice League. Yes: as a
consequence of her actions, the
Thanagarians almost destroyed our
planet. But, seeing as how the
League has welcomed her back into
the fold, they've apparently
forgiven her and offered her a
second chance.

O'BANNON

The League's taken a lot of heat
for that decision...

LUTHOR

Maybe they're being naïve. Some might say dangerously so. Or maybe they just want to give her a chance to redeem herself. According to Captain Marvel, they're giving me the same benefit of the doubt.

Supewrman glares sideways at an embarrassed Captain Marvel.

LUTHOR

And believe me, I intend to make the most of it. LEXOR City is my way of accepting their goodwill and passing it on.

O'BANNON

I hear there's a huge "open house" event tomorrow night -- with all proceeds going to charity.

LUTHOR

That's right, Phil. And I'm hoping Superman will attend.

INT. THE JLA REC ROOM - NIGHT

Luthor and O'Bannon still on the monitors.

LUTHOR/TV

I know how much he loves charities.

CAPTAIN MARVEL

Hey -- that's great, isn't it?

(UNDER) B-TRACK OF TELEVISION

O'BANNON (B-TRACK)

Let's talk about your presidential campaign, Lex. A Daily Planet poll of likely voters shows you only two points behind the presumptive nominee. Can you really take this all the way to the to the convention floor?

VERY CLOSE - ON SUPERMAN

Eyes narrowed. Mouth tight. Steaming.

DISSOLVE TO:

EXT STREETS OF METROPOLIS - DAY/ON SUPERMAN

being slammed by a nine foot, half-ton monstrosity called BLACK MASS. Superman staggers, nearly falls...then regains his footing and pounds Black Mass with a flurry of super-fast blows...

ANGLE ON BLACK MASS

...that send the giant hurtling into a nearby moving van, demolishing it -- furniture goes flying everywhere -- and knocking Black Mass out cold.

ANOTHER ANGLE

as martial arts expert SHATTERFIST leaps toward Superman -- assuming a swift and dizzying array of martial arts postures. He fists GLOW and CRACKLE WITH POWER.

SHATTERFIST
(a piercing martial arts cry)

But before he can land a blow, Batman swoops INTO SHOT on a Bat-rope, kicking Shatterfist in the chest: he slams into a wall and crumples.

BATMAN
(as he adroitly lands)
You were a little hard on the boy
scout, don't you think?

SUPERMAN
I thought I was the boy scout.

BATMAN
I did, too --

ANGLE ON

a crowbar-wielding maniac called...surprise!...CROWBAR, who races toward Superman and Batman.

BATMAN (CONT'D)

-- till I met Captain Marvel.

(beat; indicating Crowbar)

What do these guys want, anyway?

Crowbar slams the sidewalk...and it collapses beneath them. Batman leaps to safety, Superman shoots up ten feet in the air then swoops down, grabs the crowbar out of Crowbar's hand, effortlessly bending it around the villain's chest, pinning him.

Batman then pops Crowbar in the face: he's out.

SUPERMAN

To take over the world. Or rob banks. I forget.

ANOTHER ANGLE

as metal spheres come whizzing INTO SHOT, exploding all around Superman and Batman. They don't seem the least bit concerned: dodging the spheres and explosions with ease. As they do:

SUPERMAN (CONT'D)

But back to Captain Marvel. Why are you, why is everyone defending him?

ANGLE WIDENS to reveal the villainous FASTBALL (no kidding!): wearing exoskeleton armor, hurling more and more of those spheres with a pro pitcher's speed and skill.

ANGLE ON BATMAN

as he weaves and leaps, with effortless grace, right through the explosive barrage, reaching Fastball and kicking his feet out from under him.

BATMAN

We like him. He's...sunny.

ANOTHER ANGLE

Superman shoots Batman a dirty look, then flies above the fallen Fastball, dropping an empty, upside down dumpster over him, trapping Fastball inside.

Batman shrugs. But before Superman can say anything, we HEAR PROFESSOR HAMILTON'S VOICE on Superman's COM-LINK:

HAMILTON/COM-LINK
 Superman...?

SUPERMAN
 Yes?

HAMILTON/COM-LINK
 This is Emil Hamilton. J'onnn was
 kind enough to patch me through.

Superman instantly knows something's wrong.

SUPERMAN
 What is it, Professor?

HAMILTON
 There's something here I think you
 should see.

DISSOLVE TO:

INT. STAR LABS FACILITY - NIGHT/MATCH-CUT OF SUPERMAN

looking perplexed.

SUPERMAN
 If it's just a simple robbery, why
 call us?

WIDEN to include Batman and a clearly-anxious PROFESSOR
 HAMILTON.

HAMILTON
 It was anything but simple.

Hamilton walks across the room, toward a hi-tech safe, the door
 of which has been expertly opened.

HAMILTON (CONT'D)
 They ignored valuables, precious
 gems, high technology artifacts.
 In fact, the only thing they
 took...was the contents of this
 safe.

Hamilton kneels before the safe. Superman and Batman peer
 inside.

HAMILTON (CONT'D)

Nearly four pounds of
weapons-grade kryptonite.

And, off Superman and Batman's reactions, we...

FADE OUT:

END ACT ONE

ACT TWO

FADE IN:

INT. STAR LABS FACILITY - NIGHT

A kneeling Batman is carefully inspecting the safe-door -- using a miniature hi-tech device to scan it -- as Superman and Hamilton watch.

SUPERMAN

So?

BATMAN

The lock was nano-picked. Lexcorp technology...

SUPERMAN

Then Luthor --

BATMAN

(cuts him off)

...which anyone could've gotten their hands on. Or, for that matter, planted here to incriminate Luthor.

SUPERMAN

(frustrated)

You know it was him.

BATMAN

returns the mini-device to his utility belt.

BATMAN

I'm not entirely convinced. This is pretty sloppy for Lex.

WIDEN to include Superman and Hamilton.

SUPERMAN

He's the most arrogant human being on the planet. He wants us to know.

Batman stands.

BATMAN

Maybe.

SUPERMAN

Maybe?

BATMAN

I'll go to the Watchtower...see if
the Atom can find something I
missed.

SUPERMAN

Since when do you miss anything?

BATMAN

Since when do you jump to
conclusions without evidence?

(beat; softer)

Go to that charity event tonight.
You'll help raise some money...

CLOSE - ON SUPERMAN

Agitated and worried.

BATMAN, O.S.

...and keep an eye on our elusive
Mr. Luthor.

DISSOLVE TO:

EXT. LEXOR CITY PARK - NIGHT/MATCHING SHOT OF SUPERMAN

looking extraordinarily uncomfortable. We HEAR LUTHOR'S VOICE,
O.S.

LUTHOR --

In just a few short weeks, these
children -- whose lives have been
bleak and troubled --

ANGLE WIDENS to reveal that a gala PR/charity event is in progress, promoting Luthor's soon-to-open "City of the Future." The center piece is an ornate fountain. The press out in force -- including LOIS LANE -- along with officials, and VIPs. Tables heaped with food. Waiters weave through the crowd, serving hors d'oeuvres and drinks. A BAND plays GENERIC JAZZ...

...as Luthor, standing at a microphone, surrounded by a GROUP OF KIDS -- and they look as if they were all hand-picked for their adorability factor -- addresses the assembled guests. A stiff Superman at Luthor's side.

LUTHOR

-- whose parents have been waging
a losing war against
poverty...will be moving here...to
our city of tomorrow.

He tousles the hair of one wide-eyed moppet.

LUTHOR (CONT'D)

(to the kids)

Now go on, you little scamps!
Have yourselves a ball!

The kids scatter -- most of them heading for the food.

KIDS

(shouts of joy)

OUTSIDE THE SECURITY FENCE

Billy Batson watches the proceedings. He crawls under a gap in the fence, dusts himself off...

ANOTHER ANGLE

...and blends in with the gang of kids happily stuffing their faces. Billy looks over at

LUTHOR:

Really pouring on the shmaltz...and the press is eating it up. Superman is looking more and more uncomfortable.

LUTHOR
 (indicating the
 buildings around them)
 Think of it, ladies and gentlemen.
 Thirty-thousand people who'll
 never again have to worry about a
 roof over their heads...about a
 safe, clean environment for their
 children. Thirty-thousand people--

He's overcome with emotion...or at least he's expertly feigning it.

LUTHOR (CONT'D)
 I'm sorry, but -- This...this is
 truly the greatest day of my life.

CROWD
 (applause, cheers)

TWO-SHOT - LUTHOR AND SUPERMAN

Superman trying to contain his sarcasm:

SUPERMAN
 I never knew you had such a
 sentimental streak, Lex.

LUTHOR
 Oh, there's so much about me you
 don't know, Superman.

WIDEN to include the crowd.

LUTHOR (CONT'D)
 I'd like to thank the Man of Steel
 for putting aside our
 differences...and lending his
 prestigious presence to this very
 special night.

Lex offers his hand for Superman to shake. After the briefest hesitation, Superman takes it.

SUPERMAN
 Anything for a good cause.

As they shake hands, photographer's flashes go off like fireworks.

Lex raises a glass. Toasts:

LUTHOR
To Superman! Our hero!

ON THE CROWD

Everyone toasting.

CROWD
Our hero!

ANOTHER ANGLE

As glasses clink and drinks are downed, MERCY -- wearing a gorgeous, form-fitting gown -- slinks over to Luthor; leans in close...Superman clearly interested.

MERCY
(CLEARS THROAT) Excuse me, Lex?

Luthor turns to the crowd.

LUTHOR
I'll be back in just a moment.
Don't eat too much.

CROWD
(laughter)

As Luthor and Mercy exit, the reporters swarm in around Superman...

REPORTERS
(a farrago of overlapping
questions)

ON SUPERMAN

...but his attention is focused:

ACROSS THE COURTYARD/ON MERCY AND LEX

MERCY
(whispers)
The device is in place. T-minus
four minutes.

LUTHOR
 (whispers)
 Excellent.

VERY CLOSE - ON SUPERMAN

There's fire in his eyes as, with his super-hearing, he hears:

LUTHOR, O.S.
 Make sure my escape route is
 secure.

WIDEN as he frantically scans
 THE SURROUNDING EMPTY BUILDINGS
 with his X-ray vision: nothing.

ON THE NOW-FRANTIC SUPERMAN
 as he finally sees something

DEEP BENEATH THE GROUND

in a vault-like room: It's some kind of high-tech device,
 partially shielded with lead. But the X-ray vision clearly
 reveals a BEEPING digital readout, COUNTING DOWN: 6:00...
 5:59... 5:58...

ANGLE ON SUPERMAN

as he suddenly roars:

SUPERMAN
 Clear the area immediately!
 Everybody out -- NOW!

The crowd is thrown into confusion, chaos. Lois rushes over:

LOIS
 Superman...?

SUPERMAN
 No time, Lois! Get as far away as
 you can!

The reporters and guests sprint for the exits.

CROWD
(panicked shouts)

ANGLE ON BILLY BATSON

as he ducks behind a statue (of Luthor, of course, holding a little girl's hand and pointing toward the horizon, much like the classic Disneyworld statue of Walt and Mickey).

BILLY
Shazam!

Quick-rolling clouds...a bolt of lightning...and Captain Marvel is there.

ANGLE ON SUPERMAN

READY TO BORE INTO THE GROUND FOR THE DEVICE. LUTHOR ENTERS SHOT, BLOCKING HIS WAY.

LUTHOR
Wait. You don't understand --

SUPERMAN
Out of my way, Lex. I don't know what's down there but --

Now Captain Marvel flies INTO SHOT...

CAPTAIN MARVEL
Hey, guys --

...gets between Superman and Luthor.

CAPTAIN MARVEL (CONT'D)
...let's take it easy, okay?

LUTHOR
Captain Marvel...thank Heaven you're here.
(indicating Superman)
He just won't listen. He --

SUPERMAN
(to Marvel)
You don't have X-ray vision. I do. There's some sort of device buried beneath us...and I'm shutting it down.

Luthor feigns panic: He is, as ever, a splendid actor.

LUTHOR

No! If you touch it...it could go off!

CAPTAIN MARVEL

(stunned)

Go off?

SUPERMAN

So you admit you put a bomb under this city?

LUTHOR

Not a bomb: an experimental fusion engine. It'll supply nearly free energy to everyone who lives here.

CAPTAIN MARVEL

(relieved; to Superman)

See?

SUPERMAN

(ignores him; to Luthor)

Then why the lead shielding?

Marvel looks worried again.

LUTHOR

It's for your protection. The engine creates energy through controlled fusion of Kryptonite molecules...

CAPTAIN MARVEL

See?

SUPERMAN

And why didn't you tell me this?

Puppy-dog eyes from Luthor.

LUTHOR

Maybe...maybe I was afraid you wouldn't believe me.

CAPTAIN MARVEL

Let's call the Atom or Steel to
check the device over...see if
what Luthor says is true.

LUTHOR

(can't resist)

At least someone around here's
keeping a cool head.

SUPERMAN

(has had enough)

There's no time for this.

He pushes past Luthor, ready to claw up the sidewalk...

ANOTHER ANGLE

...but Captain Marvel grabs the Man of Steel's wrist.

CAPTAIN MARVEL

You can't just --

Superman effortlessly shrugs him off...

...sending Cap flying into the Luthor statue: it's blasted to
bits. Once again, Superman lunges toward the hidden device.

ON CAPTAIN MARVEL

as he scrambles to his feet: now he's as angry as Superman is.

CAPTAIN MARVEL

That's it. No more mister nice
guy.

ON SUPERMAN

Just as he smashes the pavement with a super-blow...Captain
Marvel LEAPS INTO SHOT, grabs Superman's cape...

...twirls Supes around and around at super-speed...

...and HURLS HIM into the air.

HIGH-ANGLE SHOT - LOOKING DOWN

as a furious Superman comes hurtling TOWARD CAMERA.

REVERSE ANGLE

as, with an incredible effort, Superman regains control: changing course and rocketing groundward.

THE REPORTERS

see this -- they can't ignore a story this big -- and immediately race back toward Lex and Marvel.

REPORTERS
(excited shouts)

ON THE GROUND

THE REPORTERS SWARM AROUND CAP AND LUTHOR, CAMERAS ON THE HEAVENS. CAPTAIN MARVEL SEES SUPERMAN COMING...AND ROCKETTS SKYWARD TO MEET HIM.

LUTHOR

watching this, feigns concern and horror. Calls after Marvel:

LUTHOR
Captain, please...there has to be another way!

IN THE SKY

Superman comes zooming in from the left, Marvel from the right...two colorful blurs that meet in the middle -- with a THUNDEROUS, DEAFENING SONIC BOOM.

ON THE GROUND/WINDOWS

blow out across the city.

LUTHOR AND THE REPORTERS

clap their hands over their ears.

CAPTAIN MARVEL

comes toppling groundward...crashing into another of the empty buildings, the Lena Luthor Hospital: it EXPLODES INTO RUBBLE AND SMOKE as he's lost to sight.

SUPERMAN

comes zipping out of the sky, toward the buried device. He's almost there when

A WATER TOWER

wielded by Captain Marvel, batters Superman...the tower-top blowing apart, water gushing everywhere. The impact from the blow...

ON SUPERMAN

...sends Superman careening across the entire city...

...through wall after wall, building after building...

...and finally through the walls of the Lexor City Bank. The building completely collapses on top of him...but, an instant later...

ANOTHER ANGLE

...Superman rises from the rubble carrying the entire bank vault...CAMERA TRACKING WITH HIM as he zooms through Lexor City at blinding speed...

...reaching Captain Marvel and hammering him into the ground with the vault, creating a massive crater. Cap's lost to sight and Superman dives

INTO THE CRATER

after Marvel, finally landing in

INT. AN UNDERGROUND POWER PLANT - NIGHT/CONTINUOUS

A magnificent hi-tech facility, deep beneath the town square. Captain Marvel is on his knees, clearly weakened...

...but he staggers to his feet, lunging at Superman...

...who lands a blow to Marvel's stomach, then his chin...

CAPTAIN MARVEL
(impact grunts)

...sending Marvel toppling flat on his back. Apparently out cold.

SUPERMAN

looks down at Marvel, and, for the first time, we see regret on his face. He turns away a moment, scanning the area.

SUPERMAN

Now where is that --

QUICKLY WIDEN to reveal Captain Marvel, springing (however unsteadily) to his feet, grabbing Superman from behind, holding on for dear life. He roars...

CAPTAIN MARVEL

Shazam!

...lifting Superman into the path of the

MAGIC LIGHTNING BOLT

that comes flashing earthward with a DEAFENING ROAR. Superman is clearly hurt by this.

SUPERMAN

(impact grunt)

CAPTAIN MARVEL

Shazam!

And again the lightning bolt blasts Superman, weakening him even more.

SUPERMAN

(impact grunt)

Cap tries it again...

CAPTAIN MARVEL

Shazam!

...but this time Superman whirls, reversing their positions, flipping Cap into the lightning bolt's path. Marvel is instantly transformed into a helpless, and humiliated, Billy Batson...who flops to the ground.

SUPERMAN

CAN'T BELIEVE HIS EYES: CAPTAIN MARVEL -- IS JUST A KID?

BACK TO SCENE:

A panicked Billy starts to say the word again...

BILLY

Sha --

...but Superman clamps his hand down over Billy's mouth.

SUPERMAN

Fight's over, son.

CUT TO:

INT. THE BOMB-SITE - NIGHT

Superman tunnels down and into the chamber.

THE TIMER

is almost down to zero: 7...6...5...4...3...

BACK TO SCENE:

as Superman unleashes his heat vision on the device, melting it into steaming slag.

CUT TO:

EXT. LEXOR CITY - NIGHT

All the lights in town go out.

CUT TO:

EXT. LEXOR CITY - NIGHT/LATER

Batman and the Atom now there, in the smoking ruins of the totally demolished city. As the media eagerly watches, Atom studies the melted remains of the device with a Kirbyesque machine (like a high-tech battery-tester). He looks up at Superman sheepishly.

SUPERMAN

What...?

ATOM

It...ah...seems to be exactly what
Luthor said it was.

Superman's stunned as the reporters' FLASHBULBS go off in his
face.

SUPERMAN

I...I'm sorry. I didn't --

A magnanimous Luthor puts an arm around Superman. Plays to the
cameras:

LUTHOR

If anyone should apologize,
Superman -- it's me.

A surprised look from Superman.

LUTHOR (CONT'D)

(feigning profound
regret)

I shouldn't have tried to make the
free power a surprise. Given the
circumstances, I should have known
better.

Superman knows he's being played -- but what can he do?

SUPERMAN

Of course the Justice League will
pay for the damage.

He looks over at

BATMAN

who surreptitiously nods.

BACK TO SCENE:

as Luthor strides through the wreckage, the reporters following
him like a pack of hungry dogs.

LUTHOR

I won't allow it.

He picks up a piece of the shattered statue -- the little girl's cracked head -- hefts it in his hands; looks down at it mournfully, then turns to the reporters...and grins.

LUTHOR (CONT'D)

This one's on me.

Another BARRAGE OF FLASHBULBS as we:

CUT TO:

INT. WATCHTOWER - NIGHT

A grim Captain Marvel walks through the deserted corridors, approaching the conference room: a man on a mission.

INT. MAIN CONFERENCE ROOM - NIGHT

Cap stands at the head of the meeting table, where The Big Seven are gathered. The tension is thick. Marvel is struggling to contain his anger.

SUPERMAN

Look, Captain...I want to --

CAPTAIN MARVEL

No more lectures. I called this meeting -- and I'm gonna have my say.

SUPERMAN

But --

CAPTAIN MARVEL

(cuts him off)

My whole life I've looked up to the League. You were my heroes. Every one of you.

ANOTHER ANGLE

as Marvel approaches Superman.

CAPTAIN MARVEL (CONT'D)

And you...you were more than a hero. I idolized you. I wanted to be you. Whenever I was out there, facing down the bad guys, I'd think, "What would Superman do?"

(a grim beat)

Now I know.

CAMERA PANS THE FACES OF THE LEAGUERS as they listen to Marvel's words...

CAPTAIN MARVEL, O.S.

I believe in fair play. I believe in taking people at their word. In giving them the benefit of the doubt.

...finally coming to rest on a chastened Superman: Every word is like punch in the gut.

CAPTAIN MARVEL, O.S. (CONT'D)

Back home I've come up against my share of pretty nasty bad guys -- but I never had to act the way they did to win a fight. I always found another way.

ON CAPTAIN MARVEL

This isn't easy for him. In fact, it's the hardest thing he's ever done.

CAPTAIN MARVEL, O.S. (CONT'D)

I...I guess I'm saying I like being a hero. A symbol. And that's why...I'm quitting the Justice League.

WIDEN to include the rest of the Leaguers, all stunned and silent. Marvel turns and exits. As he goes:

CAPTAIN MARVEL, O.S. (CONT'D)

We don't act like heroes any more.

ON SUPERMAN

Somber. He ponders Marvel's words for a beat, then:

SUPERMAN
He's right.

ON BATMAN

He's not buying it.

BATMAN
They set you up, Clark.

WIDEN to include Superman.

SUPERMAN
Does it really make a difference?
After all, I --
(gets it)
"They"?

BATMAN
They.

WIDEN AGAIN -- to include the others...all with curious expressions on their faces.

CUT TO:

INT. MYSTERY OFFICE - NIGHT

The only light is washing in through the slatted blinds. A gloating Luthor talks to someone OFFSCREEN.

LUTHOR
Plan worked better than I'd hoped.
All I wanted was for Superman to
destroy the energy-source.

Luthor stops at his desk, still addressing his OFFSCREEN listener. There's a bottle of champagne there. Two glasses. He pours. Grins, delighted.

LUTHOR (CONT'D)
But battling Captain Marvel?
Demolishing Lexor City while those
media morons filmed every horrific
moment? It was more than I could
ever have hoped for.

He holds a glass of champagne out to his unseen guest.

LUTHOR (CONT'D)
Everything's going according to
plan.

AMANDA WALLER, a smug, self-satisfied shark of a woman, ENTERS
SHOT, takes the glass. She and Luthor clink glasses.

LUTHOR (CONT'D)
And we're just getting started.

FADE OUT:

THE END