

DAY ONE

ACT I

EXT. THE UNIVERSE

Stars and Planets TWINKLE and ROTATE as the CAMERA EXPLORES SPACE...

NARRATOR

Many millions of years ago,

MOVE IN CLOSE on the Planet CYBERTRON...

NARRATOR

on the planet Cybertron, life existed!
-but not life as we know it today.

EXT. CYBERTRON

The CAMERA BREAKS THROUGH the ATMOSPHERE: a gray/black shroud that hangs over the City - a City of winding Transit Tubes, soaring Skyhighways, and geometrically designed Commercial and Living Spaces

NARRATOR

Intelligent robots that could think and feel inhabited the cities. They were called Autobots and Decepticons.

ANOTHER PART OF CYBERTRON - SEVERAL SHOTS

FIRES BURN in tiny pockets of the City...EXPLOSIONS 'light up' the dull sky...Buildings TOPPLE and CRUMBLE...and we HEAR the scattered SOUNDS OF WAR.

NARRATOR

But the brutal Decepticons were driven by a single goal: total domination. They set out to destroy the peace-loving Autobots, and a war between the forces of Good and Evil...

EXT. A FUTURISTIC POWER PLANT

It is dark, ghost-like, much of it destroyed and burned-out. Not much more than a shell of the once-sleek structure remains.

NARRATOR

raged across Cybertron, devastating all in its path, draining the Planet's once-rich sources of energy.

MOVE IN CLOSE into the burned-out shell of the Structure...

NARRATOR

The Autobots, on the verge of extinction, battled valiantly to survive.

The CAMERA MOVES IN CLOSE on an iron grating in the ground as two ROBOTIC HANDS suddenly secure around the bars with a CLANK! The Hands PUSH UP...revealing ROBOTIC ARMS as the grate is set aside. Momentarily, WHEELJACK, in full Robotic Mode, pulls himself up through the hole where the grate was.

Wheeljack reaches back down through the hole and returns with an armload of GLOWING TUBES (5 or 6): like neon lights. He sets them down, then reaches back through the opening. Another ROBOTIC HAND latches onto his...and he pulls BUMBLEBEE up through the opening. Bumblebee is a smaller robot than Wheeljack.

WHEELJACK

...There isn't enough energy in these conductors to last a quartrex.

BUMBLEBEE

At least we found these, Wheeljack.

WHEELJACK

And when these run out?

BUMBLEBEE

We can't worry about that now. Let's get back to Iacon.

Wheeljack TRANSFORMS into a futuristic-looking Van, his Voice coming from a CB RADIO on the Dashboard.

WHEELJACK'S VOICE

...Load up!

The REAR DOORS of the Van FLY OPEN and Bumblebee quickly places the Glowing Energy Conductors inside...

BUMBLEBEE

'Bet Optimus Prime will be glad to see us.

He climbs into the Van and PULLS the doors closed. The Van DRIVES away from the Power Plant...

EXT. CYBERTRON SKYHIGHWAY - HIGH SHOT

as the Van STREAKS along. ZOOM DOWN CLOSER...

WHEELJACK'S VOICE

We're nearin' the bridge to Iacon. One megamile to go.

BUMBLEBEE'S VOICE

Home sweet home.

EXT. SLEEK SUSPENSION BRIDGE

Several DECEPTICONS, armed, stand by a GUARD GATE - a metal BARRIER blocking the way onto the Bridge.

INT. VAN - LOOKING THRU WINDSHIELD

as it APPROACHES the Guarded Bridge. The CB RADIO is in FRAME...

WHEELJACK'S VOICE

...Uh, oh - a Decepticon welcoming committee.

Bumblebee APPEARS at an opening behind the front seat.

BUMBLEBEE

Let's crash it.

WHEELJACK'S VOICE

Good idea. I'll raise my deflector shields.

EXT. BRIDGE

as the Van PICKS UP SPEED and ROARS toward the GATE.

THE DECEPTICONS

...Autobots! Stop them!!

They FIRE their Laser Weapons and Rocket Projectiles at the Van...

THE VAN

DEFLECTOR SHIELDS 'POP UP' from the front and sides, the Beams and Projectiles BOUNCING OFF them.

VARIOUS SHOTS

The Van keeps going...then CRASHES through the BARRIER, sending the Decepticons scattering. The Van CONTINUES ACROSS the Bridge. The Decepticons REGROUP and give CHASE...

The REAR DOORS of the Van FLY OPEN, revealing Bumblebee who FIRES LASER BEAMS from Hand Extensors at the pursuing Decepticons.

As the Van nears the other END of the Bridge, another Platoon of DECEPTICONS blocks the way. The Van does a WHEELY, SPINNING sideways in the center of the Bridge - between the two Decepticon Forces. Bumblebee JUMPS OUT, and using the Van as a shield from one set of Decepticons - FIRES at the Other.

BUMBLEBEE

FIRES Laser Beams AND Projectiles from Shoulder Cannons...while DODGING the BLASTS from the Decepticons.

BUMBLEBEE

...Prime told me there'd be days like this.

THE CB SPEAKER

inside the Van.

WHEELJACK'S VOICE

And you didn't believe him?

RESUME BUMBLEBEE

as a Rocket Projectile EXPLODES near his head.

BUMBLEBEE

I do now!

ANOTHER ANGLE

as an advancing DECEPTICON unleashes a STREAM of FIRE from a Flame-Thrower Weapon...FLAMES licking all around Bumblebee and the Van.

WHEELJACK'S VOICE

We've gotta get these energy conductors back to Iacon!

BUMBLEBEE

I'm right behind you!

WIDER

The Van TURNS AROUND to face the far end of the Bridge - and the Platoon of Decepticons waiting there. With a WHIR - a metal BATTERING RAM EMERGES from the front of the Van, with SPINNING, PROPELLER-LIKE BLADES at the end of it.

The Van ROARS FORWARD, Battering Ram SPINNING dangerously in front. At the same time, Bumblebee TRANSFORMS into a MINI CAR...and FOLLOWS the Van toward the end of the Bridge.

INT. THE VAN - LOOKING THRU WINDSHIELD

at the Decepticons ahead. The CB RADIO CRACKLES...

WHEELJACK'S VOICE

...Mind if I cut in?

END OF BRIDGE

as the SPINNING BATTERING RAM 'SLICES' a wedge through the Decepticons - who LEAP or get KNOCKED out of the way. The Mini Car is right behind the Van as it SPEEDS AWAY from the Bridge.

Two Decepticons that aren't too damaged TRANSFORM into PLANES and give Chase...

THE CHASE - VARIOUS SHOTS

Planes OVERHEAD - the Van and Mini Car BELOW. The HIGH SPEED CHASE takes US over the winding Skyhighways of Cybertron. The Planes FIRE Laser Beams - BURNING HOLES in the Highways with their MISSES.

But they finally hit their mark - and the Mini Car is STRUCK!

THE MINI CAR

as a Tire BLOWS OFF! It SWERVES and SKIDS crazily. The Van SLOWS DOWN in front of it.

INT. THE VAN

as Wheeljack's Voice CRACKLES over the CB:

WHEELJACK'S VOICE
...Bumblebee! Get in!

EXT. HIGHWAY

as the Rear Doors of the Van OPEN...and a RAMP COMES DOWN. While both Vehicles are still MOVING, the Mini Car DRIVES right up the Ramp and INTO the Van - the Doors SLAMMING SHUT behind it, as Laser Blasts DEFLECT off the Shields. The Van SPEEDS AWAY...

WHEELJACK'S VOICE
You alright?

BUMBLEBEE'S VOICE
Yeah, I think it's my rear axle.

WHEELJACK'S VOICE
Well, hang onto your crankshaft - I'm shifting into overdrive!

With that, the Van INCREASES SPEED and TURNS a CORNER.

VARIOUS SHOTS

as the Van MANEUVERS across the Skyhighways, the Planes ZOOMING OVERHEAD, still FIRING Laser Blasts. The Van WHIZZES through the MAZE of criss-crossing 'freeways' (Like the Los Angeles Interchange) trying to elude the Planes. The Van might even LAUNCH OFF one Freeway Ramp onto another.

A TUNNEL

APPEARS in the distance...and the Van RACES FORWARD, disappearing into the Black Hole. The Planes CIRCLE above, unable to track it any longer. There is no visible exit to the Tunnel.

THE PLANES

'Raspy Voices' over the Radios:

DECEPTICON VOICE #1
They've gone underground! We'll never catch them now.

DECEPTICON VOICE #2
We better report back to Megatron.

The Planes CIRCLE AROUND...and HEAD OFF in the OPPOSITE DIRECTION.

EXT. NEAR IACON

The Van EMERGES from the mouth of a TUNNEL and DRIVES along the street.

WHEELJACK'S VOICE

...Wheeljack to Iacon. We're comin'
in.

The Van TURNS A CORNER.

EXT. IACON - FULL SHOT

Iacon is a huge, domed City, looking like a futuristic version of Texas Stadium in Dallas. It is oval-shaped, the bulk of the exterior geometrically-designed steel grids - while the top is nearly enclosed except for a special glass dome at the peak. We can SEE DOWN 'INSIDE' the Autobot Stronghold.

THE ENTRANCE

is made of STEEL GRIDS that SLIDE BACK as the Van APPROACHES and MOTORS inside. Once the Van is inside, the Steel Grids COME BACK TOGETHER with a resounding CLANK!

An INFRA-RED BEAM 'waves' back & forth in front of Iacon, SCANNING the surrounding area.

PAN AWAY

from the entrance...to the GIRDERS that support the Skyhighway across the way. As the INFRA-RED BEAM 'passes'...we SEE SOUND WAVE, a large Decepticon Robot, step out of the shadows and look across at the Autobot Stronghold.

INT. IACON - THE AUTOBOT STRONGHOLD

A SPACE SHIP, surrounded by scaffolding, is in the center of the Stronghold, Autobot Robots 'WORKING' on it along various sections of the scaffolding.

PAN AWAY

to some other Autobots UNLOADING the Energy Conductors from the rear of the Van/Wheeljack.

PAN AWAY

to the 'REPAIR BAY', where Bumblebee, in a state of PARTIAL TRANSFORMATION, is being worked on by another Autobot Robot, RACHET. OPTIMUS PRIME, the Autobot Leader, stands beside them.

The front part of Bumblebee is in Robotic Mode, while the back part is still the Mini Car we saw earlier. Ratchet works with various TOOLS on the rear part of the car that was blown away.

RACHET

...You'll survive, Bumblebee. They just blew away your Universal Joint.

BUMBLEBEE

And my rear axle...and my tire!

PRIME

But you made it back safely, Bumblebee. Good work.

BUMBLEBEE

Thanks, Optimus Prime. I'm only sorry we couldn't find more energy conductors.

PRIME

Maybe Jazz will find some.

EXT. IACON - ACROSS THE WAY

As the INFRA-RED BEAM PASSES...Sound Wave steps out of the shadows of the Skyhighway. He PUSHES a LEVER in his stomach...and an ELECTRONIC SOUND is HEARD. A CASSETTE SLIDES out from his chest - resting on a tray or a brace of some sort. Sound Wave SPEAKS, a staccato, electronic quality to his Voice.

SOUND WAVE

...Laserbeak. Prepare for flight.
Destination Iacon. Operation assimilation.

Upon completion of the comman, the Cassette TRANSFORMS into LASERBEAK, the CONDOR...and FLIES toward the Autobot Stronghold.

FOLLOW LASERBEAK

as he FLIES to the top of the Stronghold.

TOP OF STRONGHOLD

Laserbeak LANDS at the edge of the huge domed SKYLIGHT. he peers down INSIDE...and we SEE Optimus Prime and some other Autobots. Two Laser Beam ANTENNAS SPROUT from Laserbeak's head like Antlers... and ATTACH themselves to the Skylight: listening.

RESUME SOUND WAVE

waiting across from the Stronghold. Two HEADLIGHTS pierce the darkness...coming toward him. A 'RED DANGER WARNING LIGHT' begins to FLASH in Sound Wave's chest...

SOUND WAVE

...Laserbeak. Autobot alert.
Transformation required.

Sound Wave TRANSFORMS into a LIGHT STANDARD - identical to one that exists a short distance away, the perfect camouflage.

ANOTHER ANGLE

as the two HEADLIGHTS make it through the GRAYNESS, and we SEE a futuristic WHITE VEHICLE. The White Vehicle passes right by the giant Light Standard, unaware that it is Sound Wave.

The Steel Doors to the Stronghold OPEN - and the White Vehicle GOES INSIDE, the Doors CLOSING after it.

THE LIGHT STANDARD

TRANSFORMS back into Sound Wave.

SOUND WAVE

...Disclosure averted. Continue observation.

FOLLOW the White Vehicle as it MOTORS toward Optimus Prime and PROWL The Vehicle STOPS...and TRANSFORMS into JAZZ, another Robot.

PRIME

...Any luck, Jazz?

JAZZ

Negative. North Cybertron's blacker than the inside of a drive shaft. Looks like we're runnin' on empty.

PROWL

That's it, then. We've scoured the planet. The resources are gone.

PRIME

I'm afraid you're right, Prowl. Unless a new supply of energy is found - nobody's going to win this war.

PROWL

When do we start the search mission, Prime?

PRIME

Soon as you're ready to launch.

ANOTHER ANGLE

to INCLUDE the Space Craft, as Prowl turns toward it. He SnOUTS UP at somebody working on the nose of the Craft.

PROWL

...GEARS! Give me a countdown!

GEARS

pulls his head out from inside the Space Craft and HOLLERS down...

GEARS

...Fourteen minus five!

RESUME PRIME

as he looks to the others.

PRIME

Ready the departure.

EXT. TOP OF STRONGHOLD

Laserbeak WITHDRAWS his Antenna Beams from the Glass Dome...and FLIES OFF the roof.

FOLLOW LASERBEAK

as he FLIES back down to Sound Wave across from the Stronghold. Laserbeak TRANSFORMS back into a CASSETTE - and SLIDES back into Sound Wave's chest. Sound Wave then 'TAKES OFF'...FLYING into the Grayness and disappearing from view.

EXT. FUTURISTIC AIRFIELD - DECEPTICON HEADQUARTERS

A few PLANES wait to 'take off' on the RUNWAYS that span an area high above the City. A SPACE CRAFT, different in design from the Autobot's Space Craft, rests in a Launch Tower, SMOKE billowing from the waiting rockets.

~~A plane LANDS~~ ^{Lands} ~~and TRANSFORMS into~~ Sound Wave, ~~then~~ then heads for the CONTROL TOWER: an octogon of Black Glass. Situated atop the Tower, on a REVOLVING STAND, is a large LASER GUN, turning slowly, sweeping the surroundings with its sight. MOVE IN CLOSE...

INT. CONTROL TOWER

CLOSE ON MEGATRON, the Decepticon Leader. His deep-set eyes are RED and GLOW with Evil!

MEGATRON

If there is a new source of energy to be found - the Decepticons must find it first!

WIDER

to INCLUDE Sound Wave and another robot, STARSCREAM. Starscream is as ruthless as Megatron, and he would like nothing better than to overthrow Megatron and become the leader of the Decepticons.

Other DECEPTICON ROBOTS are in the b.g. Control Panels and Monitors FLICKER and FLASH with images of Cybertron, all inset into the geometric design of the Tower.

At the peak of the Glass Tower the Large Laser Gun is VISIBLE - actually 'inside' the Tower.

GREEN and WHITE Computer Lights PING and PONG across Sound Wave's chest.

SOUND WAVE
Autobots ~~are~~ are set to launch, Megatron.

MEGATRON
As are we, Sound Wave.
(he looks toward
top of Tower)
...Flash Beam!

ANOTHER ANGLE

as the large Laser Gun TRANSFORMS into Robotic Mode: this is FLASH BEAM.

FLASH BEAM
...What is your command, Megatron?

MEGATRON
You are to stay behind. I entrust
~~the order of~~ Cybertron to you, Flash
Beam.

FLASH BEAM
Fear not, Megatron. Cybertron shall
remain to as you leave it.

MEGATRON
Excellent. It is merely a matter of
time now until Optimus Prime admits
defeat.

RESUME PRIME

as he looks to the others.

PRIME

Ready the departure.

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a matter of time until Optimus Prime
admits defeat!

STARSCREAM

The Autobots would have lost eons ago, if I'd been calling the shots.

MEGATRON

Starscream, only a select few ever lead.

STARSCREAM

My time will come, Megatron.

MEGATRON

Never...NEVER!

(his eyes GLOW REDDER)

...You are destined to be a follower, Starscream.

(to Sound Wave)

...Prepare to blast off!

EXT. AUTOBOT STRONGHOLD - THE DOME

as it SLOWLY OPENS, revealing the Autobot Space Craft - now free from its scaffolding.

INT. AUTOBOT SPACE CRAFT

Jazz is at the CONTROLS, Optimus Prime is seated beside him. TRAIL-BREAKER is seated at TELETRAAN I, the Computer - and Prowl is seated at the SCANNER MONITOR.

The rest of the Autobots are secured around the Craft: Bumblebee, Wheeljack, Ratchet, Gears, Hound, Mirage, Ironhide, Blue Streak, Sideswipe, Sunstreaker, Huffer, Cliffjumper, Brawn and Windcharger.

JAZZ

...All systems go, Prime.

PRIME

Ignition!

Jazz PRESSES a BUTTON.

EXT. THE SPACE CRAFT

as it LIFTS OFF from the floor of the Autobot Stronghold, and ROCKETS through the OPENING of the Dome...and INTO SPACE.

INT. DECEPTICON'S SPACE CRUISER

Sound Wave is at the CONTROL PANEL, while Megatron is seated in a throne-like seat raised above the Others. Starscream, Skywarp, Thundercracker, Reflector, and several other Decepticons are secured into various cubilces around the Craft.

SOUND WAVE

...Contact.

MEGATRON

Blast off!

Sound Wave PULLS DOWN a SWITCH!

EXT. DECEPTICON AIRFIELD

as the Space Craft EXPLODES OUT OF ITS LAUNCH PAD and LIFTS OFF INTO SPACE.

EXT. SPACE

as the Autobot Space Craft SOARS PAST.

EXT. SPACE

as the Decepticon Space Craft SOARS PAST on a similar course.

INT. AUTOBOT SPACE CRAFT

OPEN ON TELETRAAN I - the COMPUTER. Trailbreaker 'works' the CONSOLE. Computer Drawings that represent various 'RESOURCES' FLASH across the SCREEN, along with appropriate Computer 'SYMBOLS'. PULL BACK SLOWLY...

TRAILBREAKER

Teletraan One can give us info on some sources, but we'll have to use the Optical Scanner for the rest.

Optimus Prime, standing directly behind Trailbreaker, INTERRUPTS:

PRIME

Just find them, Trailbreaker - I don't care how you do it.

ANOTHER PART OF SPACE CRAFT

MIRAGE, using a wrench-like TOO, 'TIGHTENS' a BOLT behind IRONHIDE'S shoulder (or 'works' on a Weapon that is part of his Torso)...

IRONHIDE

I may be gettin' old, Mirage, but I'd rater be back on Cybertron where the action is. All these flashing lights make my pistons sputter.

MIRAGE

Me, too, Ironhide...but not to fight. I remember what it was like before the war - everything was beautiful.

Optimus Prime MOVES INTO FRAME...resting a reassuring hand on Mirage's shoulder:

PRIME

...I know how you feel, Mirage -
but if we don't fight, we won't
have a home to go back to.

ANOTHER ANGLE

as Prowl has spotted something on the SCANNER MONITOR in front of him. He CALLS to Prime:

PROWL

...Prime! I think we're being followed.

Prime MOVES TOWARD HIM...

PRIME

Release the Viewtrex!

Prowl PRESSES a LEVER on the Control Console.

EXT. AUTOBOT'S SPACE CRAFT

as a metallic SENSOR ROD emerges from the side of the Craft, a PULSATING LIGHT at the tip of it. The Rod begins to SPIN slowly...

INT. DECEPTICON'S SPACE CRAFT

CLOSE ON RADAR SCOPE as a myriad of BLINKING DOTS of various sizes flit across the screen. PULL BACK to reveal Sound Wave as he looks up at Megatron:

SOUND WAVE

Autobots in sight, Megatron.

MEGATRON

Excellent. Execute cover phase. We
don't want the Autobots to see us
...not yet.

Sound Wave methodically FLIPS a SERIES of SWITCHES on the CONSOLE. Starscream moves up beside Megatron...

STARSCREAM

Why don't we just blast 'em into
a pile of nuts and bolts and be
done with it?

MEGATRON

You're off your flight path, Starscream
- as usual. If Optimus Prime knows of an energy
source - let him lead us to it.

As Megatron SPEAKS, we MOVE IN CLOSE on his EYES, the RED GLOW growing stronger as his meglomaniacal words build...

SOUND WAVE

turns away from the Console to Megatron.

SOUND WAVE

Cover phase complete.

EXT. THE DECEPTICON SPACE CRAFT

as it begins to SHINE and TWINKLE, blending into the Universe like one of the billions of twinkling stars.

EXT. THE AUTOBOT SPACE CRAFT

as the PULSATING LIGHT on the Sensor Rod STOPS.

INT. AUTOBOT SPACE CRAFT

CLOSE ON Scanner Monitor. PULL BACK SLOWLY...

PROWL

That's strange. Whatever it was just disappeared.

Optimus Prime and Mirage are behind Prowl.

PRIME

I don't like it.

MIRAGE

Maybe it's hiding.

Suddenly the Scanner Monitor is 'ALIVE' with ACTIVITY: a Large SPHERE moving quickly thru the other Elements on the Screen.

PROWL

...Look!

PRIME

What is it?

PROWL

An asteroid!

Prowl CHANGES the SCALE on the Screen, revealing another MOVING SPHERE...

MIRAGE

There's another one!

PROWL

They're headed straight for each other!

PRIME

And we're smack in the middle!

EXT. SPACE

We SEE the two huge ASTEROIDS hurtling toward each other.

INT. AUTOBOT SPACE CRAFT

The Autobots are gathered around as Jazz 'MANEUVERS' the Ship's Controls. Prime is right behind him. We can SEE the ASTEROIDS through the large WINDOW above the Control Console.

PRIME

They're going to collide!

Jazz SHOVES a LEVER FORWARD on the Console.

EXT. SPACE - VARIOUS SHOTS

as the Space Craft DIPS to a lower ALTITUDE just in time as the ASTEROIDS COLLIDE above them, EXPLODING into millions of fragments ...creating a METEOR SHOWER.

INT. AUTOBOT'S SPACE CRAFT

The Craft SHAKES violently - the Autobots KNOCK ABOUT crazily. AD LIB 'COMMOTION'. The METEOR SHOWER is VISIBLE thru the WINDOW.

IRONHIDE

(getting RAMMED
against the side)

...Leakin' lubricant!

PRIME

Hang on, everybody!

INT. DECEPTICON'S SPACE CRAFT

The Decepticons, also caught up in the Meteor Shower, are ROCKED all over the Ship. The METEOR SHOWER is VISIBLE through a WINDOW, a different sort than the Autobot's. Sound Wave is at the Controls, while Megatron hangs onto his Throne/Seat.

SOUND WAVE

...Meteor Shower! Meteor Shower.

A Warning Light FLASHES above the Cover Phase Switches.

MEGATRON

We're losing our cover!

EXT. SPACE - VARIOUS SHOTS

as both Space Crafts are BUFFETTED by the Meteor Shower. The Decepticon Craft STOPS TWINKLING, revealing the REAL Craft underneath

INT. AUTOBOT'S SPACE CRAFT

Another JOLT...and Jazz is KNOCKED OUT of his seat behind the Console.

PRIME

...Jazz!

Prime springs into action, MOVING INTO Jazz's seat, trying to steady the Craft.

PRIME

Ironhide! Man the Laser Gun!

Ironhide STUMBLE FORWARD to the Laser Gun Trigger Mechanism - located on the Console near Prime.

IRONHIDE

...Got it!

PRIME

FIRE!

Ironhide PRESSES the Trigger Mechanism.

EXT. SPACE

We SEE the BEAM from the Laser Gun BLAZE a PATH through the Meteor Shower...the Space Craft FOLLOWING the ALLEYWAY cleared by the BEAM.

INT. DECEPTICON'S SPACE CRAFT

The Autobot's Space Craft BLAZING THE PATH is VISIBLE thru the WINDOW...

MEGATRON

Follow them...FOLLOW THEM!!

EXT. SPACE - VARIOUS SHOTS

We SEE the Decepticon Craft FOLLOW the Autobot's THROUGH the Meteor Shower...both PULLING CLEAR to safety.

INT. AUTOBOT'S SPACE CRAFT

Prowl CALLS OUT from behind his Scanner Monitor...

PROWL

...Viewtrex report! We are being followed!

PRIME

The Decepticons!

Prime makes a RADICAL MANEUVER with the Controls.

EXT. SPACE

as the Autobot Craft VEERS SHARPLY. The Decepticon Craft DUPLICATES the MANEUVER.

INT. DECEPTICON'S SPACE CRAFT

Sound Wave at the Controls, Megatron in his Throne...

SOUND WAVE

We've been detected.

MEGATRON

Stay with 'em!

EXT. SPACE - VARIOUS SHOTS

as the Autobots try to OUTMANEUVER the Decepticons. ROLLS...TWISTS ...and TWIRLS as the Decepticons stay with the Autobots like glue.

INT. DECEPTICON SPACE CRAFT

Starscream MOVES UP beside Megatron...

STARSCREAM

Let's just blow 'em away - they've seen us!

MEGATRON

No! I want to know what they're after. Prepare the Tractor Beam!

EXT. SPACE

as the Decepticon Craft MOVES BESIDE the Autobot Ship. Two BLUE BEAMS EMERGE from the Decepticon Ship and 'ATTACH' to the Autobot Ship...and the two FLY AS ONE!

INT. THE AUTOBOT'S SPACE CRAFT

The Decepticon Craft is VISIBLE in the WINDOW, along with portions of the BLUE MAGNETIC BEAMS.

PRIME

...They've made a magnetic junction!
I can't shake them! Fire the Laser!

Ironhide PRESSES the Trigger Mechanism - but nothing happens.

IRONHIDE

...Nothing! Power's used up.

INT. DECEPTICON'S SPACE CRAFT

as Megatron SHOUTS an Order to Starscream:

MEGATRON

Release the Boarding Chute!

Starscream MOVES to a Mechanism at the Side of the Craft - and RELEASES a LEVER...

EXT. BETWEEN THE TWO SPACE CRAFTS

as a portion of the Decepticon's Space Craft OPENS...SENDING an ACCORDING-LIKE CHUTE across Space...where it ATTACHES to the side of the Autobot's Ship - BETWEEN the two Blue Beams.

INSIDE THE CHUTE

The Portion of the Chute ATTACHED to the Autobot's Ship begins to SMOKE...BURNING an ENTRYWAY in the SIDE.

INT. AUTOBOT'S SPACE CRAFT

as the SMOKING OUTLINE of the Burning Entryway is VISIBLE. Prowl is the first to notice it...

PROWL

...They're coming aboard!

PRIME

Prepare for battle!

INT. THE DECEPTICON'S SPACE CRAFT

Megatron is standing at the Head of the Chute as the ENTRYWAY BURNS all the way through. The Other Decepticons are ready to charge behind him...

MEGATRON

...ATTACK! ATTACK!!

Megatron LEADS THE CHARGE thru the CHUTE...and ONTO the Autobot's Space Craft.

INT. AUTOBOT'S SPACE CRAFT

as the Decepticons pour in through the ENTRYWAY. (All of the major Decepticons will be part of this Boarding Party)

THE FIGHT - VARIOUS SHOTS

as the Autobots meet the Decepticons head on in HAND-TO-HAND COMBAT: brass knuckles against steel jaws...blades come out of arms and hands, trying to pierce robotic skin without too much success... karate kicks knock opponents reeling across the Space Craft, crashing into walls and controls. The SOUND of Metal against Metal is awesome.

OPTIMUS PRIME & MEGATRON

exchange Karate Kicks and Punches - both demonstrating equal strength and ability.

STARSCREAM

takes on two or three Autobots, DISPOSING of them easily, KNOCKING them CRASHING into the sides of the Space Craft.

SOUND WAVE

due to his great SIZE, is also an awesome adversary, taking on several of the Autobots himself - looking like Andre the Giant, fending off his attackers with CRUNCHING STRAIGHT-ARMS.

IRONHIDE

holds his own, TWISTING the HEAD of a Decepticon, who staggers away...blindly BUMPING INTO other Battlers.

THE FIGHT ENDS

when Sound Wave picks up one of the Autobots and HURLS him ACROSS the Space Craft...where he LANDS with a CRASH atop the Control Console. Upon impact, the Space Craft goes wildly OUT OF CONTROL, sending the Combatants CRASHING against each other.

EXT. SPACE

as the Autobot's Space Craft TUMBLES OUT OF CONTROL. The WHIP-LIKE motion is so violent, that it breaks the MAGNETIC BEAMS that connect it to the Decepticon Ship. The Decepticon Ship goes ONE WAY...the Autobot's Ship ANOTHER WAY.

INT. AUTOBOT'S SPACE CRAFT

Optimus Prime PULLS HIMSELF out from between a PILE OF ROBOTS...and struggles across the Craft to the Control Console. He tries to get the Ship back on course - but he can't.

THRU THE WINDOW

We SEE the Ship HURTLING toward the third planet from the yellow sun.

PRIME

working feverishly at the controls.

PRIME

...We're out of control!!

EXT. SPACE - VARIOUS SHOTS

as the Autobot's Space Craft CONTINUES its DIZZING DESCENT thru SPACE. CLOSER and CLOSER it gets to the Third Planet...until it breaks into the Planet's ATMOSPHERE...then RAMS FULL SPEED into the crust of:

EARTH

The Space Craft DISAPPEARS from view INTO a giant rock formation!!

FADE OUT

END OF ACT I

DAY ONEACT II

EXT. VOLCANO - EARTH - DAY

This is the same ROCK FORMATION the Autobot's Space Craft crashed into. The Land around is barren, desolate and rocky.

SUPERIMPOSE OVER:

EARTH

FOUR MILLION YEARS LATER

BEGIN a SERIES of OVERLAPPING DISSOLVES, each one taking US CLOSER to the Volcano...UNTIL the LAST ONE REVEALS the Autobot's Space Craft INSIDE.

OVER the Dissolves, we HEAR RUMBLINGS...and the Earth BEGINS to SHAKE. The RUMBLING NOISE INCREASES...and the SHAKING becomes more VIOLENT, until:

EXT. VOLCANO - DAY

as it ERUPTS! Rocks FLY from inside the open mouth of the Rock Formation...and HOT LAVA spews forth and down the Mountainside...

SLOW DISSOLVE TO:

EXT. THE VOLCANO - DAY

The Lava has dried and hardened. All is quiet again. SUPERIMPOSE OVER:.

SEVERAL DAYS LATER

Suddenly Electronic Computer SOUNDS are HEARD. MOVE IN CLOSE on the Volcano...

INT. THE AUTOBOT'S SPACE CRAFT

CLOSE ON Telettraan I, the SOURCE of the SOUNDS, as spurts of 'computer data' APPEAR then DISAPPEAR on the Screen. Telettraan I is coming to 'life'. PULL BACK SLOWLY...

WIDER

The Ship is in bad shape - heavily damaged from the Crash. The Autobots and the Decepticons are scattered all over the Ship - many of them BENT OUT OF SHAPE. Optimus Prime is stretched across the Control Console - where we saw him last.

Another part of the CONSOLE begins to FLASH...and a DIFFERENT SOUND is HEARD: a steady, drill-like SOUND.

EXT. THE AUTOBOT'S SPACE CRAFT (BUT INSIDE THE VOLCANO)

An ELECTRON GUN EMERGES from the side of the damaged Ship...EXTENDS ...'feeling' the inside of the Volcano. It then BACKS UP a touch... then EMITS a powerful BEAM that begins EATING AWAY the Rock.

EXT. THE VOLCANO - SEVERAL SHOTS

The Drilling SOUND CONTINUES...then the BEAM BURNS through the Rock into the OPEN. It 'SHOOTS ACROSS' the area...BOUNCING OFF another Rock Formation...then JUTTING at RIGHT ANGLES into the SKY... where it FORMS sort of a Satellite Dish, LIGHT RAYS SPINNING off in various directions.

INT. AUTOBOT'S SPACE CRAFT

CLOSE ON Teletraan I as the Computer Screen is 'ALIVE' with Computer Drawings of 'EARTH'S WORLD' as seen through the Electronic Beam. Computer Images of: buildings, vehicles, weaponry, people, clothing, foodstuff, etc.

A PULSATING SOUND is HEARD...

ANOTHER PART OF THE CONSOLE

LIGHTS UP...then a Section OPENS, emitting a PULSATING GREEN BEAM.

WIDER

as the GREEN BEAM 'SHOOTS ACROSS' the Space Ship - and 'LANDS' on a Decepticon: SOUND WAVE. The Green Beam PULSATES against Sound Wave...and the Teletraan Screen 'GLOWS' with a Computer Drawing IMAGE of Sound Wave, delineating his various mechanisms.

INTERCUT: SOUND WAVE AND HIS COMPUTER DRAWING IMAGE

First the Computer Drawing 'CHANGES': an arm or a leg or some inside mechanism MOVING...then the actual Sound Wave Robot 'MOVES' the SAME PART as MOVED on Teletraan. Eventually Teletraan (through the Green Beam) brings Sound Wave back to 'LIFE'.

In addition, MECHANICAL ARMS 'REACH OUT' from another portion of the CONSOLE - to 'TWIST' and 'TURN' Sound Wave back into shape.

SOUND WAVE

is 'ALIVE' now, and CARRIES the misshapen form of Megatron into place where the Green Beam can reactivate him.

SOUND WAVE

...Megatron...my leader...we live again!

He sets Megatron into the line of the GREEN BEAM...

SERIES OF DISSOLVES

We SEE Megatron start to 'COME TO LIFE'...

DISSOLVE TO:

INT. THE VOLCANO - SEVERAL SHOTS

The Decepticons, all back to 'LIFE' now, FLY OUT...to the TOP...

EXT. TOP OF VOLCANO - DAY

Megatron, Sound Wave, Starscream, Skywarp, Thundercracker, Reflector are standing at the lip of the Volcano...as the last of the Other Decepticons CLIMB OUT.

MEGATRON

looks out at the vast LANDSCAPE that surrounds him.

MEGATRON

Much time has passed. We are on a planet far from Cybertron...but our mission has not changed.

SKYWARP

How do we know Cybertron still exists?

MEGATRON

It must exist! And if this land is filled with resources - we shall return home with the power to build the ultimate weapon - and conquer the Universe!

(his eyes GLOW RED
with intensity)

STARSCREAM

using a LASER GUN - or a Laser Weapon that is 'part of him' - SENDS SEVERAL BLASTS down into the Volcano. The unexpected 'blasts' take Megatron by surprise.

MEGATRON

...Starscream!

Starscream STOPS FIRING. He turns to Megatron...

STARSCREAM

- I'm just sayin' goodbye.

MEGATRON

Save your energy. The Autobots have
taken their last flight.

Megatron starts DOWN the rocky slope, FOLLOWED by the Other
Decepticons.

STARSCREAM

(calling down
the Volcano)

...Thanks for the ride, Prime. Too
bad you can't go the rest of the way!

To punctuate his words, he SENDS a parting BLAST into the Volcano!

INT. VOLCANO - DAY

as the LASER BLAST ROCKS the Space Craft!

INT. AUTOBOT'S SPACE CRAFT - DAY

as the Craft SHAKES from the BLAST. But fate plays its trump card -
as the force of the Blast TOSSES Optimus Prime OFF the Console...
INTO the direct RAYS of the GREEN REACTIVATING BEAM.

EXT. VOLCANO - DAY

Unaware of the turn of events inside the Space Craft, Megatron LEADS
the Decepticons down the Volcanic Mountain...where they start AWAY
across the DESERT.

INT. AUTOBOT'S SPACE CRAFT - DAY

CLOSE ON a Computer Drawing of Optimus Prime 'lighting' up the Screen
of Teletraan I. Prime's various MECHANISMS are in MOTION. PULL
BACK SLOWLY...

WIDER

to INCLUDE Prime in the final stages of being REACTIVATED. The
MECHANICAL ARMS 'TWIST' the final LIMB into place...and Prime is ALIV

CLOSE ON TELETRAAN

as the follow WORDS FLASH across the SCREEN:

OPTIMUS PRIME

ASSEMBLY COMPLETE

CLOSE ON OPTIMUS PRIME

A SMILE comes to his face (IF POSSIBLE), and he gives Teletraan I
the 'THUMBS UP' sign...

EXT. DESERT - DAY

We SEE the Decepticons MOVING ACROSS. Several large ROCK FORMATIONS surround the area. Power LINES and STATIONS are in the distance.

CLOSER

as Megatron RAISES HIS ARM, bringing the Decepticons to a HALT.

MEGATRON

(barking orders)

...We'll camp here.

(he POINTS to one

of the Rock Formations)

Those rocks will serve as our base operations. Sound Wave: prepare the plans for a new Space Cruiser. Starscream: convert the area for construction.

STARSCREAM

What about materials?

MEGATRON

Use your imagination! Skywarp...

Thundercracker, come with me!

Megatron TURNS and starts toward the Rock Formation, Skywarp and Thundercracker FOLLOWING...

STARSCREAM AND MEGATRON

Starscream looks 'up' at the massive Sound Wave.

STARSCREAM

...Well? Any ideas?

Sound Wave TURNS HIS HEAD in a 360° ARC...searching the surrounding area. He ZEROES in on the Power Stations in the distance, POINTING..

SOUND WAVE

...There.

STARSCREAM

(looking)

Great - but I need some help.

SOUND WAVE

PUSHES the LEVER around his stomach and the familiar ELECTRONIC SOUND is HEARD...and a CASSETTE SLIDES out from his chest - resting on the tray or brace WE SAW earlier.

SOUND WAVE

...Rumble. Activate pile drivers. Operation destruction.

The Cassette TRANSFORMS into a smallish ROBOT: RUMBLE.

WIDER

STARSCREAM

...Let's do it!

Starscream and Rumble START AWAY, along with Two or Three Other Decepticons.

EXT. VOLCANO - DAY

OPEN on the TOP ridge of the Volcano - the BLUE SKY behind it, then PAN DOWN the Mountainside...

PRIME (OS)

this new planet is rich with sources
of energy...

THE BASE OF THE VOLCANO

The Autobots, fully activated, are gathered around listening to Optimus Prime who PACES IN FRONT OF THEM...

PRIME

...but the Decepticons must know
this too. So we must find them -
and stop them!-

(beat)

...Hound!

HOUND steps forward from the pack.

HOUND

...Right here, Prime.

PRIME

Scout the area - see if you can
locate the Decepticons.

HOUND

Just turn me loose, Prime. I'll
sniff 'em out.

CLIFFJUMPER MOVES out of the pack beside Hound.

CLIFFJUMPER

...I'll go too! I wanna boot some
Decepticon right in his Turbocharger!

PRIME

Easy, Cliffjumper. Just find them.
We'll deal with them later.

HOUND AND CLIFFJUMPER

TRANSFORM into a Dune Buggy (Hound), and a Red Porsche (Cliffjumper).

PRIME

...Good luck!

The Dune Buggy and the Porsche SPEED OFF across the desert...the DUST from their departure OBLITERATING THE FRAME.

EXT. DESERT - NEAR THE POWER STATIONS - DAY

Starscream, Rumble and the Other Decepticons approach the Power Stations. MOVE IN CLOSER...

STARSCREAM

(grumbling)

...Someday I'll be givin' the orders, Rumble. You'll do what I say.

Rumble has a VERY LOW, GRAVELY VOICE - like a RUMBLE.

RUMBLE

Megatron is strong and merciless. He cannot be beaten. You will never be our leader!

STARSCREAM

I'll find a way. Everyone has a weakness.

RUMBLE

Megatron has none!

They STOP a short distance from the Power Stations.

STARSCREAM

We shall see. Now shake things up a little!

RUMBLE

EXTENDS his Robotic Arms straight out...'producing' PILE DRIVERS from his HANDS. He places the PILE DRIVERS on the Ground, and they THUD against it with tremendous JACKHAMMER BLOWS. FASTER...HARDER...

WIDER - SEVERAL SHOTS

as the dried desert floor begins to CRACK. The CRACKS WIDEN...and the Earth QUAKES!!

THE POWER STATIONS

SHAKE and WAVER...until they can no longer withstand the JIGGLING... and they FALL APART, the Metal Beams CRASHING to the ground. SPARKS FLY as the loose WIRES WHIP across the desert.

RUMBLE AND STARSCREAM

STARSCREAM
...I'm impressed.

EXT. RAILROAD TRESTLE - DAY

The TRESTLE SPANS the distance between two low Mountains, a STREAM RUNNING beneath it. We HEAR a DULL, RHYTHMIC POUNDING...and the Trestle begins to SHAKE. PULL BACK...

WIDER

We SEE Rumble at the base of the Mountains, his Robotic Arms in the shape of PILE DRIVERS, RAMMING them one after the other into the side of the Mountain that supports the Trestle. Starscream and the Other Decepticons are with him.

STARSCREAM
It's working!

THE TRESTLE

SHAKES MORE as a FREIGHT TRAIN chugs along the TRACKS, approaching the Trestle from the distance.

INTERCUT: RUMBLE AND THE TRESTLE

The Robot INCREASES the SPEED and FORCE of his POUNDING...as the Train draws CLOSER. The Mountainsides holding the Trestle in place begin to CRUMBLE, loose ROCK FALLING AWAY.

VARIOUS SHOTS

As the TRAIN APPROACHES...one side of the Trestle COLLAPSES - and the Steel Girders FALL INTO the Stream they once spanned. The FREIGHT CARS 'PLUNGE' into the Water...but the ENGINE makes it across safely.

BY THE STREAM

The Other Decepticons COLLECT the Girders from the Water.

STARSCREAM AND RUMBLE

at the edge of the Stream.

STARSCREAM
...I'm glad you're on our side, Rumble.

EXT. DESERT - NEAR DECEPTICONS BASE - SEVERAL SHOTS

The Dune Buggy and the Porsche ZOOM along the roads...

THE DUNE BUGGY CB

on the DASHBOARD as Hound's Voice CRACKLES over it:

HOUND'S VOICE
 ...Sure is a lot different than
 Cybertron out here.

THE PORSCHE CB

on the DASHBOARD as Cliffjumper's Voice CRACKLES over it:

CLIFFJUMPER'S VOICE
 Don't fall in love with it, Hound
 - we won't be stayin' that long.

THE DUNE BUGGY AND PORSCHE

as they DRIVE ALONG the ROAD...

HOUND'S VOICE
 ...You smell something?

CLIFFJUMPER'S VOICE
 No.

HOUND'S VOICE
 I do. I think we just found the
 Decepticons. Follow me..

The Dune Buggy makes a SHARP TURN and heads up a NARROW ROAD to the peak of a small mountain. The Porsche FOLLOWS...

THE MOUNTAIN PEAK

as the Dune Buggy and Porsche PULL TO A STOP...and TRANSFORM back into their ROBOTIC MODES. They MOVE to a position at the edge of the peak, KNEEL DOWN and LOOK OVER the edge...

HOUND
 ...I was right.

THEIR POV

Lot's of ACTIVITY. The Decepticons are TURNING the Metal Beams and Trestle Girders into SHINY NEW MATERIALS by SENDING them through a SPECIAL CONVERSION TUNNEL (similar to the Conveyor Belt on which carry-on luggage at the Airport is sent through - only LONGER and BIGGER)

CLIFFJUMPER'S VOICE
 Let's go down there and bend some metal.

HOUND'S VOICE
 Ease off your throttle, Cliffjumper.
 Remember what Prime said: just find 'em.

A LITTLE CLOSER

Already CONVERTED Beams are being SENT up a CONVEYOR BELT to the top of the Base Rock Formation...then down INTO the Formation - where the beginnings of a Space Craft are VISIBLE, Decepticons WORKING on it.

RESUME HOUND AND CLIFFJUMPER

CLIFFJUMPER

...What are they doing?

HOUND

Let's find out.

Hound MANUPULATES something on his arm, and a METALIC SENSOR ROD RISES a few feet into the air - a triangular RECEIVER MICROPHONE at the Head End.

MOVE IN CLOSE

on the MICROPHONE.

MEGATRON'S VOICE

I will plunder Earth and steal its precious resources.

EXT. DECEPTICON BASE - DAY

SOUND WAVE

We can concentrate the energy we accumulate into Energon Cubes and store them in the aft section of the new space cruiser we are building.

WIDER

Sound Wave's CHEST is ILLUMINATED with the PLANS for the new Space Craft, which is the top portion of the Headquarters.

Megatron LAUGHS diabolically...

MEGATRON

How ironic...By leading us to this planet...

EXT. THE MOUNTAIN PEAK - DAY

as Hound and Cliffjumper LISTEN to Megatron OVER the TRANSCEIVER...

MEGATRON'S VOICE
 ...the Autobots have sealed their
 own doom!

Another diabolical LAUGH is HEARD.

EXT. DECEPTICON BASE - DAY

Skywarp and Thundercracker PASS BY, carrying BEAMS to the
 Conversion Tunnel. They 'grumble' about the task...

SKYWARP
 ...These things are heavy, Thundercracker.
 Why do we have to carry them?

THUNDERCRACKER
 I can't wait till the Autobots
 are our slaves - so they can do all
 the work.

MEGATRON

suddenly APPEARS before them, LOOMING large and imposing.

MEGATRON
 ...SKYWARP!
 (his FINGER jabbing
 at Skywarp)
 How dare you question the task!

(cowering)
 We...we just thought--

MEGATRON
 You are not to think - you are to do!

THUNDERCRACKER
 We're sorry, Megatron, we--

MEGATRON
 SILENCE!
 (his eyes GLOW RED)

Megatron LASHES OUT with a STIFF ARM across the side of Thundercracker's HEAD...KNOCKING him FLYING several yards away, where he LANDS in a heap of metal.

THUNDERCRACKER

TWISTS his HEAD and a few Other Parts back into shape, and looks at Megatron...

THUNDERCRACKER

...It won't happen again.

RESUME MEGATRON

MEGATRON

I don't think it will!

EXT. MOUNTAIN PEAK

Cliffjumper levels a BAZOOKA-LIKE Weapon over a rock in the direction of the Decepticons. Hound notices...

HOUND

...Cliffjumper! What are you doin'?

CLIFFJUMPER

I got Megatron dead-center in my view-finder.

HOUND

But Prime said--

CLIFFJUMPER

Prime isn't here - we are!

He PULLS THE TRIGGER releasing a ROCKET PROJECTILE...

EXT. DECEPTICON BASE

as the Rocket Projectile EXPLODES against a rock beside Megatron's HEAD. Everyone SCRAMBLES out of the way...

SKYWARP

Who would fire at us?

THUNDERCRACKER

Who even knows we're here?

STARSCREAM

The Autobots!

MEGATRON

Impossible.

STARSCREAM

They're the only ones.

MEGATRON

Sound Wave: send Laserbeak to investigate.

SOUND WAVE

PUSHES the LEVER in his stomach...and we HEAR the ELECTRONIC SOUND as a CASSETTE SLIDES out from his Chest - coming to rest on the tray.

SOUND WAVE

...Laserbeak. Prepare for flight.
Destination North Northeast -
Operation reconnaissance.

The Cassette TRANSFORMS into LASERBEAK...and the Condor 'TAKES OFF' for the Mountain Peak, emitting an ELECTRONIC 'SQUAWK!'...

EXT. MOUNTAIN PEAK - DAY

as Hound and Cliffjumper MOVE BACK from the ledge, the Sensor Rod 'RETREATING' back into Hound's ARM.

HOUND

...Now you've done it!

CLIFFJUMPER

Let's burn rubber!

hound TRANSFORMS into the Dune Buggy...and Cliffjumper TRANSFORMS into the Porsche. Both Vehicles 'BURN RUBBER' as they DRIVE AWAY...

EXT. ROAD - SEVERAL SHOTS

as the Dune Buggy and Porsche ZIP across the desert ROAD, while Laserbeak ZOOMS thru the SKY above them.

THE PORSCHE CB RADIO

as Cliffjumper's Voice CRACKLES over it:

CLIFFJUMPER'S VOICE
...what is that thing up there?

THE DUNE BUGGY'S CB RADIO

as Hound's Voice CRACKLES over it:

HOUND'S VOICE
I don't know - but we can't seem
to shake it.

THE ROAD - FULL SHOT

The two Vehicles...and Laserbeak OVERHEAD.

CLIFFJUMPER'S VOICE
Let's split up. It can't follow both
of us.

HOUND'S VOICE
Right. At least one of us will get
back to Prime with the info.
Accelerator down!

A FORK IN THE ROAD

The Dune Buggy GOES ONE WAY...the Porsche ROARS OFF the OTHER WAY.

LASERBEAK

RELEASES a LASER CANNON that FLIES after the Porsche...while he CONTINUES to FLY after the Dune Buggy. Laserbeak EMITS a few 'SQUAWKS' (as if they are 'instructions') as the Laser Cannon starts after the Porsche.

THE PORSCHE - SEVERAL SHOTS

as it SPEEDS along the ROAD. The Laser Cannon APPEARS OVERHEAD... and emits LASER BLASTS that EXPLODE all around the Porsche, chewing up portions of the Road

THE DUNE BUGGY - SEVERAL SHOTS

as it WINDS across a MOUNTAIN ROAD...Laserbeak FLYING OVERHEAD.

HOUND'S VOICE
...Eat my dust, bi#dbrain!

The Dune Buggy TURNS A CORNER in a CLOUD OF DUST.

VARIOUS SHOTS

Laserbeak SWOOPS toward the Dune Buggy, emitting a LASER BLAST that just MISSES the Dune Buggy...as it SQUEALS around a HAIRPIN MOUNTAIN CURVE.

EXT. STRAIGHTAWAY - SEVERAL SHOTS

The Laser Cannon FLIES ABOVE the Porsche...the two of them SPEEDING along the Roadway. The Cannon FIRES another LASER BLAST that just MISSES.

CLIFFJUMPER'S VOICE

...You couldn't hit an Autobot with a Moonbeam! Try this - it's a gas!

The Porsche EMITS a SPECIAL PURPLE GAS that forms a CLOUD around the Laser Cannon.

THE LASER CANNON

is ENVELOPED by the PURPLE CLOUD...and 'TURNS INTO' shiny CRISTAL GLASS - then EXPLODES into a million glittering fragments!

EXT. MOUNTAIN ROADS - SEVERAL SHOTS

as Laserbeak and the Laser Cannon CONTINUE TO PURSUE the Dune Buggy.

HOUND'S VOICE

...You don't give up, do you

Laserbeak SWOOPS LOW...and FIRES A BLAST at the Dune Buggy... this time scoring a HIT. The impact KNOCKS the Dune Buggy SPINNING and TUMBLING off the road and DOWN the Mountainside...where he LANDS with a CRUNCH OF METAL!

LASERBEAK

HOVERS ABOVE the SMOKING WRECKAGE, the wheels of the Dune Buggy SPINNING uselessly. Laserbeak EMITS an electronic victory 'SQUAWK' ...then FLIES AWAY.

MOVE IN CLOSE

on the disabled Dune Buggy, SMOKE BILLOWING around it. It looks real bad for Hound...

FADE OUT

END OF ACT II

DAY ONEACT III

EXT. MOUNTAIN ROAD - DAY

Hound, the Dune Buggy, lies motionless and BENT at the bottom of the hillside, SMOKE BILLOWING upwards.

ON THE ROAD ABOVE - SEVERAL SHOTS

as Cliffjumper, the Porsche...Rachet, the AMBULANCE...and Hauler, a TOW TRUCK...ARRIVE on the scene.

The Tow Truck BACKS UP to the edge of the Road and LOWERS the HOOK and CABLE down toward the Dune Buggy.

Cliffjumper and Rachet both TRANSFORM INTO Robotic Modes and scramble down the hillside. Cliffjumper GRABS the HOOK and feeds it downward.

CLIFFJUMPER

...Hang tough, Hound - we're comin'!

AT THE BOTTOM OF THE HILLSIDE

as Cliffjumper and Rachet SLIDE to a STOP beside the Dune Buggy. Cliffjumper ATTACHES the HOOK to the rear bumper of the Dune Buggy ...while Rachet attends to Hound.

RACHET

...Where'd they get you?

ANGLE TO INCLUDE DUNE BUGGY CB RADIO

as Hound's 'pained' Voice CRACKLES over it:

HOUND'S VOICE

I...I think it's my...my drive train.

RACHET

Can you transform?

HOUND'S VOICE

...I don't think so.

CLIFFJUMPER

finishes HOOKING the Dune Buggy to the Tow Truck CABLE.

CLIFFJUMPER

I'm sorry, Hound - it's my fault.
I shouldn't have fired on Megatron.

HOUND

You shouldn't have missed, you mean.

CLIFFJUMPER

(a little LAUGH)

...Yeah, right.

(he CALLS 'up'
the hillside)

...Hauler! Pull 'im up!!

VARIOUS SHOTS

as the Tow Truck GOES INTO ACTION. The CABLE goes TAUT...and the HOOK secures with a CLANK around the Dune Buggy's Bumper...and Hauler begins to PULL the Dune Buggy UP the Hillside...

EXT. DESERT ROAD - DAY

A CLOUD of DUST SWIRLS along the ROAD in the distance...coming CLOSER to CAMERA. ZOOM BACK TO:

HILLTOP

where Reflector and Thundercracker are standing Guard.

REFLECTOR

I can't believe the Autobots survived.

THUNDERCRACKER

Neither can Megatron. I thought he'd blow a fuse when he found out.

(he SPOTS the
dustcloud, and
points...)

...Hey, what's that?

REFLECTOR

Let's find out.

Reflector TRANSFORMS into a CAMERA...and Thundercracker 'WORKS' him.

THUNDERCRACKER

Ok, Reflector, let's see what you can see.

Thundercracker PRESSES a BUTTON on the Camera and it WHIRS, 'taking' a PICTURE of the Dustcloud. Like a Polaroid, the PHOTO SLIDES out from beneath the Camera. Thundercracker PULLS the Photo free and looks at it:

HIS POV - QUICK CUTS

The Photo shows the distant Dustcloud. The Camera WHIRS again... and the current Photo is REPLACED by ANOTHER ONE, showing the Dustcloud CLOSER, indicating an OBJECT inside it. Another WHIR...and another PHOTO: the OBJECT inside the Dustcloud becoming CLEARER.

EXT. THE DECEPTICON CAMP - THE BASE ROCK - DAY

Starscream is at the foot of the Rock Formation where the Space Cruiser is being built. He is POLISHING his Laser Gun. Skywarp, CARRYING a supply of Beams, approaches...

SKYWARP

...Starscream - look what I found.

He HOLDS UP a FRISBEE for Starscream to see.

STARSCREAM

...What is it?

SKYWARP

Don't know. Some Earth gadget, I
guess. Here...

Skywarp TOSSES the FRISBEE to Starscream...and it SAILS across to
him. Starscream CATCHES it.

STARSCREAM

...I don't want it - you keep it!

Starscream SAILS it back to Skywarp - only it never reaches its
destination...as a LASER BEAM BLASTS it out of MID-AIR!!

ANOTHER ANGLE

as Megatron, Laser Gun still SMOKING, stands a short distance away with Sound Wave.

MEGATRON

This is no time for games, Starscream.
Get to work - like all the others!

STARSCREAM

Don't tell me what to do, Megatron! I'm
not like the others. I do what I want - when I want!

MEGATRON

No Starscream...as long as I am the
leader of the Decepticons, you will do
exactly as I tell you to.

(his RED GLOWING eyes
bore into Starscream)

ANGLE ON SOUND WAVE

as a YELLOW LIGHT begins to PULSATE atop his HEAD, accompanied by a STACCATO SIGNAL: BEEP...BEEP...BEEP...then:

THUNDERCRACKER'S VOICE

...Thundercracker to Sound Wave. Thundercracker
to Sound Wave.

Sound Wave REACHES UP and TWISTS a KNOB on the side of his HEAD.

SOUND WAVE

...Proceed, Thundercracker.

EXT. HILLTOP

Thundercracker's

CLOSE ON PHOTO in HAND: the Dustcloud is nearly gone
and what we SEE on the Road is a POWER COMPANY TRUCK.

PULL BACK TO INCLUDE Reflector...as he TRANSFORMS from CAMERA back
to ROBOT.

THUNDERCRACKER

Alien vehicle approaching. Possible
Autobot.

RESUME MEGATRON AND SOUND WAVE

as Megatron issues an order to Sound Wave:

MEGATRON

...Release Ravage!!

EXT. DESERT - DAY

The Power Company Truck PULLS TO A STOP by the 'downed' Power Lines, strewn across the sand. The TWO WORKMEN get out to investigate.

CLOSER

The Workmen, wearing Coveralls and thick Gloves, shake their heads in disbelief...

WORKMAN #1

...I don't understand it, Joe.
Looks like a tornado hit this place.

WORKMAN #2

I don't like it. Something's wrong -
real wrong!

The blood-chilling ROAR of a giant ANIMAL is HEARD as...

RAVAGE

a BLACK PANTHER, 'LAUNCHES' thru the AIR toward the Workmen, emitting another viscous GROWL!

VARIOUS SHOTS

WORKMAN #1

...LOOKOUT!

But it's too late...as Ravage LANDS with a THUD against Workman #1, KNOCKING him backwards. Workman #2 tries to help, pulling at Ravage, trying to get him away - but the two Men are no match for the Panther. Ravage BATS them around pretty good, RIPPING their Coveralls to shreds.

FINALLY

Workman #1 gets away and RUNS to the Truck. He STARTS IT UP...and DRIVES toward Workman #2, who manages to TEAR FREE from Ravage and JUMP INTO THE TRUCK.

INT. TRUCK

as Workman #2 looks back at Ravage thru the REAR WINDOW...

WORKMAN #2

...STEP ON IT!

EXT. DESERT - DAY

as the TRUCK SPEEDS AWAY in a CLOUD OF DUST...

RAVAGE

REARS UP on his haunches with a victorious ROAR!

EXT. AUTOBOT BASE - A MAKESHIFT GARAGE - DAY

An area at the base of the Volcano, perhaps an open-hut sort of thing, covered on top with a stretched fabric.

Hound is in a state of PARTIAL TRANSFORMATION: his front end is Robotic (upper torso and head), and the rear end is still Dune Buggy. Ratchet is underneath the chassis, WORKING ON IT. Optimus Prime, Jazz and Prowl are with him. MOVE IN CLOSER...

HOUND

...That's all we heard, Prime.
They're gonna put the energy into
some kinda cubes - then haul it
all back to Cybertron.

PROWL

We better warn the people of Earth.

JAZZ

They'd never believe us, Prowl.

PRIME

Jazz is right. It's up to us to
stop them. We brought them here.

HOUND

From what I saw, this planet's a
pretty place. Hate to see something
happen to it.

A CLANK comes from BENEATH the Dune Buggy...

HOUND

(continuing)

...Hey, Ratchet! Be careful!

Ratchet SLIDES OUT from UNDERNEATH the Dune Buggy...

RACHET

I'm fixing you! ...Your torque converter's
jammed.

PRIME
 ...Jazz: organize a battle unit.
 We're goin' after them!

MONTAGE

as we SEE the Autobot Robots TRANSFORM into their respective Vehicle

PROWL: Z Police Car	MIRAGE: Ligier
TRAILBREAKER: Camper	SUNSTREAKER: Contach I (yellow)
WHEELJACK: Lancia Car	SIDESWIPE: Contach II (red)
IRONHIDE: Vanette 1	CLIFFJUMPER: Red Porsche

We can do this in a SERIES OF CUTS or QUICK DISSOLVES...and perhaps we might want to HEAR Jazz's VOICE OVER, calling out the NAMES of the Autobots as they TRANSFORM.

(NOTE: We can use more or fewer Autobots as desired - and certainly we don't have to see them all TRANSFORM)

EXT. AUTOBOT BASE - DAY

CLOSE ON Jazz (still in Robotic Mode):

JAZZ
 Autobots...start your engines!

WIDER

as the Autobots, all Vehicles now - and in FORMATION - START their ENGINES. The ROAR is DEAFENING!

Optimus Prime, also in Robotic Mode, stands beside Jazz.

JAZZ
 (to Prime)
 ...Ready, Prime.

PRIME
 (to Autobots)
 LET'S ROLL!!

Prime TRANSFORMS into a Tractor Trailer, and Jazz TRANSFORMS into a White Porsche. They TAKE THEIR PLACES at the head of the Formation, and LEAD the Autobots AWAY. Several of the Other Autobots (in Robotic Mode) are left behind.

HOLD...as the Formation dramatically HEADS into the Desert.

EXT. SKY OVER DECEPTICON BASE - DAY

A BLACK SPOT in the DISTANCE...COMES TOWARD CAMERA...and we SEE that it is LASERBEAK...who FLIES PAST CAMERA with a loud 'SQUAWK'!..

HIGH SHOT - REVERSE ANGLE

as Laserbeak SWOOPS DOWN into the Decepticon Camp.

EXT. DECEPTICON BASE - DAY

FOLLOW Sound Wave as he WALKS UP a STONE PATHWAY...to the TOP of a RISE...where Megatron is SEATED in a THRONE: CARVED out of ROCK.

SOUND WAVE

...Megatron. Laserbeak has returned.
He has found a source of energy.

MEGATRON

Excellent...EXCELLENT!
(his RED eyes GLOW)
...Assemble a Strike Force!

EXT. DESERT ROAD - DAY

The Autobot CONVOY, led by Optimus Prime as a Tractor Trailer, MOVES ALONG THE ROAD...on the way to the Decepticon Base. The Other Autobot Vehicles FOLLOW in FORMATION...

A LARGE BLACK CLOUD

STREAKS across the DISTANT SKY...

THE CONVOY - HIGH SHOT

PRIME'S VOICE

...CONVOY, HOLD!

The Convoy of Autobots SLOWS TO A STOP in UNISON. ZOOM DOWN to the Tractor Trailer...

JAZZ'S VOICE

...what's up, Prime?

TRACTOR TRAILER - CLOSE

as a SENSOR ROD RISES from the top of the Vehicle...SPINS AROUND...

INT. TRACTOR TRAILER - DAY

A SCREEN in the DASHBOARD shows the BLACK CLOUD. The CB RADIO SPEAKER is right beside it, Prime's Voice CRACKLING from it:

PRIME'S VOICE

I've got somethin' on the VistaScope.

JAZZ'S VOICE

What is it?

THE SCREEN - CLOSE

as the SCALE CHANGES - delineating the Black Cloud as the FLYING DECEPTICON STRIKE FORCE.

PRIME'S VOICE

...The Decepticons!

EXT. SKY - DAY

as the DECEPTICON STRIKE FORCE, led by Megatron (in Robotic Mode), FLIES ACROSS THE BLUE.

Sound Wave, Rumble and Reflector FLY as Robots...Laserbeak as the Condor...Starscream as a Silver Plane...Skywarp as a Black and Purple Plane...Thundercracker as a Blue Plane...AND two Mini Planes, like Spitfires...AND as many other Decepticon Planes as desired.

HIGH SHOT

as the Decepticon Strike Force FLIES out OVER THE OCEAN...

EXT. DESERT - HIGH SHOT

LOOKING DOWN on the Autobot Convoy.

PRIME'S VOICE

...Autobots! Transform!!

SEVERAL SHOTS

as the Autobot Vehicles TRANSFORM back into Robotic Modes...and using the Highway for a Runway...'TAKE OFF' into the SKY...led by Optimus Prime.

We SEE a neat package of Autobots - like the Blue Angels, STREAK ACROSS THE SKY...in pursuit of the hated Decepticons.

EXT. OFF-SHORE OIL RIG - DAY

ESTABLISH: The Platform, the tall Derrick above the well, the Pumps, the Machinery, the superstructure of Girders...all RAISED high above the Water. The Crew of WORKMEN in Overalls and Hardhats, is spread around the Rig, doing their various JOBS.

SPARKPLUG AND SPIKE

work around the MAIN PIPE that goes DOWN into the DRILL HOLE. Spike is 17, Sparkplug's SON. One or two Other Workmen are with them.

SPARKPLUG

...Gimme a hand, Spike. We gotta raise this bit...flush it out.

SPIKE

Right, Dad. I'll get the bailer.

The Workmen MANEUVER the Mechanism that RAISES THE BIT.

ABOVE THE OIL RIG

The SKY is suddenly FILLED with DECEPTICONS!

MEGATRON

DIVE...DIVE!!

The Decepticons DIVE toward the Oil Rig.

THE RIG - VARIOUS SHOTS

as the Decepticons LAND and immediately TRANSFORM into their Robotic Modes. Megatron, Sound Wave, Rumble and Reflector don't transform, as they are already Robotic. Lots of AD LIB 'COMMOTION' from the Workers.

SPARKPLUG

...What's goin' on??

SPIKE

Who are they? What are they??

The Workers try to FIGHT BACK, but they are no match for the Decepticons.

MEGATRON

grabs a LONG PIPE and SWINGS IT across the Platform, KNOCKING several Workers into the Water at once.

STARSCREAM

using his metal FISTS, KNOCKS one Worker after another sprawling across the Platform.

SOUND WAVE

using his great size and strength, RIPS the DERRICK off the Well and HURTLES it out to SEA.

RUMBLE

grabs onto Sparkplug and HOISTS HIM UP against a Girder by his shoulders. Spike comes to his Father's rescue, and tries to pull Rumble away.

SPIKE

...Stop! Leave my father alone!

But with one SWIPE of his HAND, Rumble KNOCKS Spike INTO THE WATER.

SPARKPLUG

...SPIKE!

Finding superhuman strength from somewhere, Sparkplug manages to SHOVE Rumble BACKWARDS, then DIVES INTO THE WATER after Spike.

REFLECTOR, SKYWARP AND THUNDERCRACKER

'round up' the rest of the Workers, and HERD them into a CORNER of the Rig.

MEGATRON

CLIMBS onto a Girder and SHOUTS DOWN instructions.

MEGATRON

...Starscream! Activate the Null Ray!

STARSCREAM

hesitates, glaring up at Megatron.

MEGATRON

MEGATRON

(furious)

NOW!!

RESUME STARSCREAM

as he SHOOTS a BLAST from his NULL RAY GUN! The RAY 'ENCOMPASSES' all of the Moving Parts of the Well...and they FREEZE into a state of MOTIONLESS. The Drill STOPS PUMPING...the Motors STOP TURNING. Everything comes to a STANDSTILL.

MEGATRON

MEGATRON

...Thundercracker! Skywarp! TAKE THE OIL!!

SKYWARP AND THUNDERCRACKER

FEED a long, clear TUBE down the WELL - the TUBING coming out of Skywarp's arm in some fashion.

MEGATRON

MEGATRON

...Sound Wave! Prepare the Energon Cubes!

SOUND WAVE

PRODUCES a RAY from his CHEST - FORMING a clear, crystal CUBE. As each Cube is EMITTED...Reflector, Rumble and some Other Decepticons SET THEM UP near the Well.

VARIOUS SHOTS

Thundercracker ATTACHES the free end of the clear TUBE into the crystal CUBE - ONE AT A TIME. We SEE the OIL get SUCKED OUT of the WELL...come up THRU the TUBE...and FLOW into the CUBES. The Oil

(MORE)

SWIRLS around inside the Cubes...CHANGING into a RAINBOW of COLORS as it is converted and 'squeezed down'. One after another of the Energon Cubes is FILLED.

All of this takes place quickly - and simultaneously.

STARSCREAM

pleased with the success of the raid, SHOUTS UP to Megatron:

STARSCREAM

...We did it, Megatron! The energy is ours! We can go back to Cybertron!

MEGATRON

You are a fool, Starscream! This is but a small fraction of the energy we need. We must suck this planet Earth dry!!

THE SKY

suddenly BLACKENS - as the Autobot Squadron HOVERS overhead.

SKYWARP

sees the Autobots.

SKYWARP

It's the Autobots.

MEGATRON

Decepticons...TRANSFORM! TRANSFORM!

Megatron TRANSFORMS into a GIANT GUN, and FIRES the initial LASER BLAST at the oncoming Autobots.

THE AUTOBOTS

FIRE back with LASER WEAPONS and PROJECTILES of their own. Some of the Autobots remain in the AIR: Mirage, Sunstreaker and Sideswipe Prime, Jazz, Prowl, Wheeljack, Ironhide, Trailbreaker and Cliff-jumper LAND on the Oil Rig.

THE DECEPTICONS

Sound, Wave, Starscream, Rumble, Thundercracker and Reflector stay on the Rig as Robots to FIGHT. Skywarp and the two Spitfires TRANSFORM into PLANES and TAKE OFF with Laserbeak to do BATTLE in the SKY.

ON THE OIL RIG

ACTION ABOUND from one end to the other:

PRIME

LANDS and heads right for the Giant Gun (Megatron). Megatron FIRES a LASER BLAST from the Gun at Prime - but Prime 'produces' a SHIELD that BLOCKS the BEAM.

MEGATRON

TRANSFORMS back into Robotic Mode, confronting Optimus Prime.

MEGATRON

...Don't interfere, Prime!

PRIME

Give it up, Megatron. Leave these people alone.

MEGATRON
 Not until the Power of the
 Universe is mine to command!

Megatron LUNGES at Prime and they begin to GRAPPLE.

WHEELJACK

CHASES Rumble up a criss-cross section of Girders, and they BATTLE HIGH ABOVE the Others.

IRONHIDE AND STARSCREAM

pick up lengths of PIPES and SWING them AGAINST each other with RESOUNDING CLANKS!

PROWL AND THUNDERCRACKER

EXCHANGE LASER BLASTS thru the MACHINERY, the Beams BURNING AWAY chunks of metal.

JAZZ AND REFLECTOR

GRAPPLE together...until Jazz SHOVES Reflector against a WATER PUMP, breaking it...WATER SHOOTING up like a Geyser.

PRIME AND MEGATRON - SEVERAL SHOTS

ROLL across the Platform...BANGING away at each other...first one, then the other having the advantage. They ROLL near the edge of the Rig, still GRAPPLING, their bodies hanging half-over the side.

SOUND WAVE - SEVERAL SHOTS

takes on Trailbreaker and Cliffjumper. The two Autobots ATTACK the large Decepticon - but Sound Wave uses his great strength to TOSS Cliffjumper AGAINST the MAIN PIPE that goes down into the WELL. The Pipe BREAKS...and OIL SHOOTS UPWARDS...SHOWERING everyone as well as SPRAYING OIL into the WATER!

IN THE AIR - INTERCUT

The Autobot Robots BATTLE with the Decepticon Planes - FIRING Laser Beams and Projectiles. They LOOP and ROLL around each other, BLASTING AWAY...

MEGATRON AND PRIME

FIGHTING, Oil SHOWERING down on them. Sound Wave APPEARS and KNOCKS Prime AWAY. Megatron SCRAMBLES to his feet...

MEGATRON
 ...Save the Energon Cubes!

VARIOUS SHOTS

as the Decepticons GATHER UP as many of the Energon Cubes as they can. Prime and Prowl, using Laser Weapons, FIRE at the Cubes... BLOWING UP some of them in a RAINBOW EXPLOSION OF COLOR.

Megatron and the Other Decepticons, CARRYING the remaining Energon Cubes, 'TAKE OFF' into the SKY, leaving the Autobots below on the Oil Rig.

MEGATRON

HOVERS above the Oil Rig, CALLING down:

MEGATRON

...So long, Prime! Have a nice swim!

And with that, he FIRES a BLAST from his Giant Laser Gun!

THE OIL RIG - SEVERAL SHOTS

is HIT by the BLAST, the pylons supporting the Rig COLLAPSING...the Rig TIPPING OVER, dumping the Autobots and the Workers INTO THE WATER. Some HANG ON to the superstructure, DANGLING above the WATER

MEGATRON

LAUGHS, CALLING down once again:

MEGATRON

...Here's something to keep you warm!!

Megatron FIRES another LASER BLAST!

THE WATER

around the Rig which is COVERED WITH OIL is HIT by the Laser Blast and the OIL IGNITES into a RING OF FIRE around the Rig.

MEGATRON

LAUGHS again...then LEADS his Decepticons AWAY IN FLIGHT...

THE WATER - SEVERAL SHOTS

Utter CHAOS. Cries for 'HELP' from the Workers who THRASH about in the BURNING WATER. The Autobots do their best to RESCUE them.

SPARKPLUG AND SPIKE

are TRAPPED between the broken beams of the Oil Rig.

SPARKPLUG

...Help! Help! We can't get out!

SPIKE

Somebody save us!

OPTIMUS PRIME

HEARS the pleas for 'HELP' and SWIMS toward Sparkplug and Spike.

ANOTHER ANGLE

as Prime reaches them and tries to PRY THEM LOOSE, but he can't.

SPIKE

Hurry!

PRIME

I can't lift it! It's too heavy!

SPARKPLUG

The fire! It's coming closer!

THE FIRE

as it CLOSES IN...

A DERRICK - LOOKING UP

as Huffer and Brawn HANG onto the sides of the Derrick, the last one to remain standing on the Oil Rig. They HOLD a long, thick HOSE between them, pointing it out toward the FIRE.

HUFFER

...This'll never work, Brawn. The fire's too far gone.

BRAWN

It's worth a try, Huffer.

(he calls DOWN)

...Windcharger! Turn it on!!

ON THE OIL RIG PLATFORM

Windcharger TURNS THE WHEEL that releases the WATER.

WINDCHARGER

(calling UP)

...here it comes!

ON THE DERRICK

as the WATER RUSHES out of the HOSE. Huffer and Brawn hold on as they aim the WATER onto the FIRE in the distance.

BRAWN

...More, Windcharger! Full on!!

ON THE PLATFORM

Windcharger TURNS THE WHEEL further...until it can't go anymore.

WINDCHARGER

...That's all there is!

ON THE DERRICK

as a new SURGE of WATER rushes out the NOZZLE. At the same time, however, the Derrick GIVES WAY from the bottom...TIPPING OVER into the SEA...

HUFFER

...We're goin' over!

BRAWN

Jump, muffer...JUMP!

Brawn JUMPS free, but muffer LANDS in the WATER with the Derrick - his ARMS and LEGS entangled in the metal Girders.

HUFFER

struggles to free himself, but he can't.

HUFFER

...I'm stuck! I can't get free!!

BRAWN

SWIMS toward him, through the debris strewn about the Water.

BRAWN

...Hold on, muffer - I'm comin'!

MIGN SHOT

of all the ACTION: the tipped Oil Rig...the Workers and Autobots in the burning water...muffer trapped in the Derrick...Brawn swimming towards him...Prime with Sparkplug and Spike...and the Ring of Fire coming CLOSER and CLOSER, putting everyone's life in peril.

PRIME, SPARKPLUG AND SPIKE

as Prime PUSHES against the fallen beams, Sparkplug and Spike trying to keep their heads above water...FLAMES LICKING at them only a few yards away.

PRIME

...Don't give up! Hang on...HANG ON!!

FADE OUT

END OF ACT III

END OF DAY ONE