

Episode # 14

700-13
FINAL

TRANSFORMERS

"The Heavy-Metal War"
(MP #700-13)

(script)

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REVISED BY RON FRIEDMAN
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Written by:
Donald F. Glut
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TRANSFORMERS

"The Heavy-Metal War"
(MP#700-13)

CAST LIST

(speaking parts only)

AUTOBOTS:

Optimus Prime
Wheeljack
Ironhide
Ratchet
Bumblebee
Cliffjumper
Huffer
Giant Autobot

DINOBOTS:

Grimlock
Slag
Snarl
Sludge
Swoop (*formerly WING*)

DECEPTICONS:

Megatron
Starscream
Skywarp

CONSTRUCTICONS:

Gravedigger *SCRAPPER*
~~Scrounge~~ *SCAVENGER*
Mixmaster
Hook
Long Haul
Bonecrusher
Devastator (above 6 voices speaking together simultaneously)

HUMANS:

Spike
Chip
Sparkplug
Foreman
Narrator (VO)

"The Heavy-Metal War"
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FADE IN:

EXT. LONG SHOT - BIG CITY - DAY

CAMERA PANS from the distant city to a construction site located on the city's outskirts. To one side, a construction-crew FOREMAN looks over blueprints as his right-hand man stands beside him. Among the various heavy machines working the site are a steam-shovel digging out what will become a foundation ... a bulldozer turning earth ... big cranes setting into place various components of weird, futuristic machinery, including a couple large discs, lots of huge coils, terminals, etc. It's obvious that whatever is being built will involve energy. (SFX: CONSTRUCTION MACHINES AT WORK) Over PAN ...

THE DECEPTIONS - EVIL ROBOTS FROM
THE PLANET CYBERTON,
HAVE DRAINED THE
EARTH OF MUCH OF
ITS NATURAL ENERGY...

NARRATOR (VO)

~~In recent months, more and more of
the Earth's energies have been stolen
by those evil, power-craving robots -
the Cybertons.~~

CLOSER - FOREMAN, ASSISTANT & CONSTRUCTION MACHINES

CAMERA PUSHES IN and HOLDS on the Foreman and his assistant, as the Foreman continues to peruse the blueprints, while the work goes on around him. (Foreman has a somewhat gruff-sounding voice.)

BUT THE PEOPLE OF WORLD
ARE FIGHTING BACK -
CREATING NEW

NARRATOR (VO)

~~... leaving our greatest scientists and
technicians to find new alternative
sources of power.~~

FOREMAN

So far, we're right on schedule. ~~Won't
be long before the whole operation's
finished ...~~

PAN SHOT - CONSTRUCTION MACHINES AND WORKERS - FOREMAN'S POV

As the various man-driven construction machines continue to work, with a big crane setting into place one of the huge "discs." (Another such disc is already in place.) (SFX: CONSTRUCTION MACHINES)

PRETTY SOON THESE FOREMAN (VO) (WILL)
POWER FROM the Earth's magnetic field ~~energy-discs~~ start tapping ~~the~~ AND WE'LL
~~the~~ heat and electricity. WE NEED,
HAVE ALL THE

LOW ANGLE - A DISC

As it is being set into place. CAMERA PANS to the driver of the crane working the disc, as he reacts curiously to o.s. From o.s. come the sounds of APPROACHING CONSTRUCTION MACHINES.

CONSTRUCTICONS - CRANE OPERATOR'S POV

CAMERA PANS across six new construction vehicles (the CONSTRUCTICONS in their vehicular modes) moving at top speed TOWARD CAMERA. In the lead is a TRACTOR SHOVEL (GRAVEDIGGER); then comes a POWER SHOVEL (SCROUNGE), which also carries a missile launcher; CONCRETE MIXER (MIXMASTER), with an infrared cannon mounted on the cab; DUMP TRUCK (LONG HAUL), equipped with a dual heat-seeking missile launcher; BULLDOZER (BONECRUSHER), equipped with a short-range concussion-bomb launcher; and finally, TRUCK CRANE (HOOK) carrying a rocket launcher. (SFX: CONSTRUCTION-MACHINE SOUNDS throughout sequence.) All these new machines are unmanned.

DIFFERENT ANGLE - WIDE SHOT

The Constructicon Transforms roll AWAY FROM CAMERA toward the regular construction machines. PAN to include the Foreman and his assistant. The regular machines stop working to notice the Constructicons.

ANGLE - FOREMAN & ASSISTANT

They look up to react to the o.s. Constructicons, surprised.

FOREMAN

Hey, I didn't send for ~~any~~ more EQUIPMENT...

ANGLE - CONSTRUCTICONS - FOREMAN'S POV

CAMERA PUSHES IN and dramatically HOLDS on Gravedigger's cab, showing plainly that the Tractor Shovel is unmanned.

FOREMAN (VO)

(astounded, worried)

DID YOU HEAR ME?
I SAID....UH?
THERE'S NOBODY DRIVING!

WIDE SHOT - TRACTOR SHOVEL & CRANE WITH DISC

GRAVEDIGGER (VO)

NO ONE DRIVES US, Stupid human! ~~WE ARE THE~~
CONSTRUCTICONS, WE DRIVE ourselves! ~~WE ARE THE~~

The Gravedigger Transform speeds up to the crane and, with a mighty swing of his tractor "arm," SLAMS into the crane. (SFX: METALLIC CLANG) With this sudden impact, the crane drops the disc.

CRANE AND DUMP TRUCK

As the disc falls, the Long Haul Transform quickly backs up to catch it.

ON FOREMAN AND ASSISTANT

Taking a few steps TOWARD CAMERA, the Foreman raising his fist --

FOREMAN

(angrily)

~~disc! Stop them!!~~
THEY'RE STEALING THE ENERGY

WIDE SHOT - THREE REGULAR CONSTRUCTION MACHINES

Driven by their human operators, they roar TOWARD CAMERA. CAMERA PANS to show the Dump Truck turn and aim its missile launcher. It launches a missile o.s. (SFX: MISSILE LAUNCHED)

ANGLE - THE THREE REGULAR CONSTRUCTION MACHINES

They stop suddenly as the missile shoots down INTO FRAME and EXPLODES in front of them, creating a rise of smoke and debris.

FULL SHOT - CONCRETE MIXER TRANSFORM

It rumbles forward and FIRES its infrared cannon. CAMERA PANS with the BLAST to another regular tractor. Its Operators leap out to safety just scant seconds before the beam strikes the tractor and melts it.

THE UNFINISHED ENERGY FACILITY

The Power Shovel Transform moves INTO FRAME. Its shovel swings around and CLAMPS onto a big section of the facility, then lifts it up with the sound of TWISTING METAL.

ANGLE - METAL COMPONENTS IN POWER SHOVEL

CAMERA PANS as the Power Shovel swings around and deposits the stolen component inside the Dump Truck Transform next to the disc.

THE FOREMAN

FOREMAN

(enraged)

~~They~~ They've got the power-converter, too!
~~Stop them!~~ Stop them!

He waves his fist. CAMERA PANS to show one of his bulldozers rumbling toward the Bulldozer Transform on head-on-collision course.

CLOSER - BULLDOZER AND BULLDOZER TRANSFORM

The operators of the normal bulldozer leap to safety as the two machines COLLIDE, the impact literally shaking apart the regular machine. (SFX: METAL COLLIDING, BREAKING APART)

REMAINS OF THE ENERGY FACILITY

The Truck Crane Transform swings INTO SHOT and effortlessly lifts what remains of the facility, leaving only the excavation. CAMERA TILTS, then PANS as the machinery is deposited inside the Dump Truck.

FULL SHOT - TRACTOR SHOVEL TRANSFORM

CAMERA PANS as it rumbles amid the wreckage of normal machines, then turns TOWARD CAMERA and stops.

(CONTD)

GRAVEDIGGER
 We have what we came for. ~~_____~~
~~_____~~ Constructicons -- TRANSFORM!

As he speaks, the Tractor Shovel TRANSFORMS into the humanoid mode of GRAVEDIGGER, holding his laser pistol.

THE OTHER FIVE CONSTRUCTICONS

CAMERA PANS from one Constructicon to the next, as each one TRANSFORMS to his humanoid mode, each one holding his laser pistol. (NOTE: When the Dump Truck TRANSFORMS, its stolen pieces of machinery mysteriously disappear inside the humanoid robot.)

WIDE SHOT - HIGH ANGLE - HUMAN WORKERS & FOREMEN - CONSTRUCTICONS' POV

With the Foreman in the lead, the humans move cautiously TOWARD CAMERA looking up at the o.s. Constructicons. They stop in their tracks, as --

GRAVEDIGGER (VO)
 (loud, booming voice)
~~_____~~
FOOLISH MAN OF FLESH!

-- and the huge hand of Gravedigger reaches down INTO FRAME and grabs up the Foreman.

LOW ANGLE - GRAVEDIGGER

He raises the helpless Foreman INTO FRAME and holds him in front of his face.

IF YOU INTERFERE WITH GRAVEDIGGER
~~_____~~ us -- ~~_____~~ you will be
~~_____~~ terminated!

He releases the Foreman, who drops TOWARD CAMERA.

HIGH ANGLE - HUMANS

The Foreman falls INTO FRAME onto the other humans, who break his fall.

CONSTRUCTICONS - SHOT FAVORS GRAVEDIGGER

They fire their LASER guns down at the o.s. humans.

HIGH ANGLE - HUMANS

back away in terror as the LASERS blast at the ground near their feet.

WIDE ON CONSTRUCTICONS

WE RETURN GRAVEDIGGER
~~_____~~ to our master -- Megatron!

CAMERA TILTS as they ROCKET away, with Gravedigger in the lead.

HIGH ANGLE - FOREMEN & HUMANS

FOREMAN

(contemptuously, defeatedly)

THEY'RE WITH THE Decepticons!

They are all looking up. CAMERA PULLS BACK to an extreme LONG SHOT showing the humans standing amid the rubble and debris of the battle.

WIPE TO:

EXT. LONG SHOT - AUTOBOT HEADQUARTERS - DAY

CAMERA PULLS BACK from the familiar extinct volcano, as we hear the APPROACHING ROAR of the flying Constructicons. In EXTREME LONG SHOT, the six Constructicons, with Gravedigger leading, fly INTO FRAME to pass by the very-distant volcano.

WIDE SHOT - LOW ANGLE - CONSTRUCTICONS

BACKGROUND PAN as they speed through the sky. Suddenly visible SONIC BEAMS emanate from Scrounge's chest toward the o.s. ground.

SCROUNGE

I HAVE A READING, Gravedigger -- ~~the secret entrance~~
IT MUST BE ~~the secret entrance~~

GRAVEDIGGER

(looks toward Scrounge)

IT'S ABOUT TIME YOU DID YOUR JOB, SCROUNGE.

CLOSER - GRAVEDIGGER (MOVING)

He looks toward the o.s. Hook.

GRAVEDIGGER

Hook -- activate the entranceway.

ANGLE - HOOK (MOVING)

HOOK

(snobbishly)

With ~~my usual~~ finesse, Gravedigger.

Hook points a finger. It CRACKLES electrically, then emits a CRACKLING beam. CAMERA TILTS with the beam as it arcs down toward the rugged, almost lifeless terrain below.

CLOSER SHOT - HIGH ANGLE - THE GROUND

We see a small metallic disc on the ground resembling a photoelectric cel. The CRACKLING beam zaps down INTO FRAME and hits the disc. The disc glows. A couple BEATS later, an enormous section of the ground opens up (SFX: STONE SCRAPING AS IF ON RUSTY HINGES) to reveal a gigantic entranceway leading to a subterranean chamber. From o.s. comes the sound of the APPROACHING CONSTRUCTICONS as their shadows appear on the ground over the entrance.

WIDE SHOT - CONSTRUCTICONS

With Gravedigger leading, they all fly down through the entranceway.

INT. CAVERN - LOW ANGLE - CONSTRUCTICONS

The Constructicons fly down inside the cavern and OUT OF FRAME, as the huge stone door CREAKS closed after them. (The cavern is lit from within.)

WIDE SHOT - CONSTRUCTICONS

CAMERA PANS as they fly toward an immense cavern possibly bigger than Carlsbad! It is artificially lit. In the b.g. is a nearly completed gigantic alien machine, something no Earthman has ever seen before. In the b.g. can be seen other familiar DECEPTICONS. Standing near the machine are MEGATRON and STARScream.

CLOSER ON MEGATRON AND STARScream

They turn and react to the o.s. Constructicons. (We can see part of the unfinished machine.)

MEGATRON

You see, Starscream -- my ~~base~~

Constructicons ~~base~~ HAVE RETURNED

TO OUR TEMPORARY base right on schedule.

TWO-SHOT - MEGATRON & STARScream

MEGATRON

They were worth the time we spent building them ~~in~~ in these caverns.

As he speaks, Megatron looks toward Starscream, then back toward the o.s. Constructicons.

STARScream

THAT REMAINS TO BE SEEN, ~~oh~~ (mockingly) oh mighty Megatron.

WIDE SHOT - STARScream AND MEGATRON

watch as the six Constructicons -- led by Gravedigger -- descend INTO FRAME and stand in front of their leader, Megatron.

MEGATRON

Gravedigger -- report!

GRAVEDIGGER

All present and accounted for, ~~no~~ NOBLE leader ...

THE CONSTRUCTICONS - MEGATRON'S POV

CAMERA PANS from one to the next as Gravedigger says their name, and they salute in acknowledgment --

GRAVEDIGGER (VO)

... Scrounge ... Mixmaster ... Long Haul
... Bonecrusher ... Hook ... and myself.

As he finishes, CAMERA STOPS on Gravedigger as he snaps to attention and salutes.

MEGATRON (VO)

And the energy-~~DISC~~ components?

DISC

SHOT - LONG HAUL

He nods, then TRANSFORMS into his Dump Truck mode, and CAMERA PUSHES IN and STOPS on the components in his hopper.

ANGLE - MEGATRON AND STARSCREAM

Megatron smiles and rubs his chin contemplatively.

EXCELLENT, GRAVEDIGGER! MEGATRON
~~DISC~~ Unload ~~DISC~~ **AND ATTACH THEM TO YOUR**
~~DISC~~ new invention ~~DISC~~ **AT ONCE!**

CLOSE - GRAVEDIGGER

GRAVEDIGGER

(shyly)

~~DISC~~ Megatron.
I AM HONORED TO SERVE,

As he speaks, he smiles shyly, then looks toward the other Constructicons.

WIDE SHOT - DUMP TRUCK

Scrounge, Mixmaster, Hook and Bonecrusher step INTO FRAME and each one takes a huge piece of machinery from the hopper, then walk off with it OUT OF FRAME.

ANGLE - DUMP TRUCK

As it TRANSFORMS back to the humanoid Long Haul.

WIDE SHOT - GRAVEDIGGER AND MACHINE

Gravedigger supervises as the other four Constructicons step INTO FRAME carrying the huge pieces of stolen machinery and begin to attach them to the rest of the device.

GRAVEDIGGER
(with authority)

~~DISC~~ **INTERLOCK THE**
components ~~DISC~~ **AND SYNCHRONIZE PULSE**
LINKAGE,

ANGLE - HOOK

Effortlessly he attaches his heavy piece of machinery (not the disc) to the huge machine and smiles smugly. CAMERA PANS to Scrounge who is welding a disc to the machine with his LASER pistol (on low-intensity). Then CAMERA PANS to show Megatron and Starscream watching the operation. Megatron smiles.

MEGATRON
(to Starscream)

~~We now have all the components necessary~~
~~to complete the machine.~~ Starscream, **SOON!**
SOON!

CLOSER - MEGATRON & STARScream

MEGATRON

GRAVEDIGGERS
INVENTION WILL GIVE ME ~~the~~ the power to defeat ~~the~~ the Autobots. **AT LAST,**

STARScream

(sarcastically)

~~I have~~ **FORGIVE ME, BUT I**
~~believe your~~ **BOAST** **SOUNDS**
VAGUELY FAMILIAR.

Megatron looks at Starscream. His smile becomes a scowl. CAMERA PUSHES IN CLOSER on Megatron, as --

MEGATRON

~~We failed before~~ **WE FAILED BEFORE**
~~through no fault of mine!~~ **THROUGH NO FAULT OF MINE!**

WIDE SHOT - CONSTRUCTICONS AND BIG MACHINE

Gravedigger gestures to different parts of the machines as all five other Constructicons make adjustments, lift huge components, use LASER pistols like blow-torches, use big alien-looking MECHANICAL-sounding tools, etc.

MEGATRON (VO)

But this time, ~~I shall not~~ **I SHALL NOT**

BE DEMED, THIS
DEVICE WILL ENABLE ME
TO STRIKE AT THE AUTOBOTS
PRIME'S ONLY WEAKNESS..... **THROUGH OPTIMUS**

CLOSE SHOT - MEGATRON

CAMERA PUSHES IN TIGHT on his eyes, which glow with evil radiance, as --

MEGATRON ... **HIS OVERDEVELOPED**

HONOR! ~~the~~ **SENSE OF**
(EVIL LAUGH)

WIPE TO:

EXT. AUTOBOT HQ - ON VOLCANO CONE - DAY

YOU'VE GOT US CURIOUS, ~~_____~~ OPTIMUS PRIME (VO) WHAT'S YOUR BIG SURPRISE?
~~_____~~, Wheeljack. ~~_____~~
~~_____~~

As he speaks, CAMERA PANS DOWN from the cone to show a gathering of Autobots on the slope of the volcano -- OPTIMUS PRIME, IRONHIDE, BUMBLEBEE and CLIFFJUMPER (all in humanoid mode) -- standing near SPIKE, SPARKPLUG and wheelchair-ridden CHIP. All are looking toward the o.s. Wheeljack.

ANGLE - WHEELJACK - PRIME'S POV

OPTIMUS PRIME (VO)
 And what does it have to do with
 -- the Dinobots?

As Prime speaks, Wheeljack turns and CAMERA PANS to a WIDE SHOT of the five DINOBOOTS -- GRIMLOCK, SLAG, SLUDGE, SNARL and the hovering SWOOPall in dinosaur mode -- dramatically looking around.

ON WHEELJACK

He looks back at the other Autobots, gesturing dramatically, as --

WHEELJACK
 Well, Optimus Prime, fellow Autobots,
 human friends Spike, Sparkplug and Chip --

ON IRONHIDE

gets impatient and waves down a hand at the o.s. Wheeljack.

IRONHIDE
 Oh, get on with it! ~~_____~~ YOU TAKE LONGER
~~_____~~ TO SAY SOMETHING THAN A SLOW-MOTION
 MECHAND-MOUTH WITH THE GLITCH!

ANGLE - WHEELJACK

WHEELJACK
 Uh, yes. As you know, the ~~_____~~ Dinobots
 have always been unpredictable ... and ~~_____~~ KIND OF
~~_____~~ CLUMSY
~~_____~~ SOMETIMES...

As he speaks, Wheeljack walks up to a huge boulder and, exerting a little strain, picks it up in both hands.

WIDER SHOT - WHEELJACK

WHEELJACK
 But ~~_____~~ I've BEEN REPROGRAMMING
~~_____~~ them ... ~~_____~~ SO JUST WATCH!
~~_____~~

As he talks, he tosses the boulder. CAMERA PANS with the boulder, as Swoop, the "Pterobot," flies INTO FRAME.

LOW ANGLE - SWOOP AND BOULDER

Swoop flaps his wings to gale force, with visible energy waves emanating from them to buffet the boulder and keep it suspended in the air. CAMERA PULLS BACK to include Sludge, who LASER-blasts the boulder with his eye-beams, sending it tumbling through the air.

ON SNARL

He looks up, his eyes following the o.s. boulder's motion, and turns around, his back TO CAMERA. As the boulder drops INTO FRAME, Snarl swings his spiked tail and strikes the boulder, BATTING it back up into the air.

ON SLAG

He looks up and opens his mouth, breathing a stream of CRACKLING FLAMES. CAMERA PANS with the flames as they catch the boulder in mid-air, visibly heating it up so that it smokes, and keeping it suspended in the air.

ON GRIMLOCK

He SNIFFS at the air, then leaps forward. CAMERA PANS with him as he chomps his mighty jaws onto the hot, smoking boulder and gobbles it down. (SFX: METALLIC CRUNCHING). Smoke issues from his mouth as he eats.

IRONHIDE

reacting disgruntledly to the o.s. Dinobots.

IRONHIDE

Big deal. So now we got us a Dinobot baseball team that eats the ball!

SPIKE, SPARKPLUG AND CHIP

Chip turns his wheelchair from the o.s. Ironhide toward the o.s. Wheeljack and smiles, as --

CHIP

Well I'm ~~impressed~~ impressed.

SPIKE

~~Me~~ Me too, Wheeljack.

SPARKPLUG

RIGHT! You did a good job with the big guys.

ANGLE - OPTIMUS, IRONHIDE, BUMBLEBEE AND CLIFFJUMPER

I'M ALSO

OPTIMUS PRIME

~~pleased~~ pleased, ~~Wheeljack~~ Wheeljack. **WEL DONE!**

(CONT)

As he speaks, Prime looks o.s. and CAMERA PANS to show Wheeljack taking a proud bow.

WHEELJACK

Thank you, Optimus Prime. I try to do my best. ~~WHEELJACK~~ OKAY, DINOBOOTS...

THE FIVE DINOBOOTS

WHEELJACK (VO)

~~WHEELJACK~~ - Transform!

CAMERA PANS as the Dinobots all TRANSFORM back to their humanoid modes.

VOLCANO'S SLOPE

There is a huge angular hole in the side of the volcano. Grimlock walks INTO FRAME, followed by the other humanoid Dinobots, and pauses at the hole.

GRIMLOCK

Next time, ~~GRIMLOCK~~ ME, GRIMLOCK, DO EVEN BETTER,

Then he walks into the hole, followed by the others. CAMERA PUSHES IN as a stone slab made to look exactly like a part of the slope RUMBLES closed, leaving barely a trace of any entranceway being there.

ANGLE - IRONHIDE

IRONHIDE

(complaining)

Hmmphf! Now that the ~~IRONHIDE~~ we can -- Huh?!

PAGENT'S OVER MAYBE

~~IRONHIDE~~ DINOBOT BEAUTY

As he talks, his chest-screen begins to react, showing a mosaic of RADAR, SONAR and RADIOWAVE SIGNALS. CAMERA PUSHES IN on the screen.

IRONHIDE (CONT)

TRouble AND I'M TALKING ~~IRONHIDE~~ DecepticonS!

Those SIGNALS SPELL

THREE-SHOT - SPIKE, SPARKPLUG & CHIP

They all turn to react to the sky. Spike points up.

SPARKPLUG

How many, ~~SPARKPLUG~~ SPIKE?

SPIKE

Looks like just one, Dad --

LONG SHOT - MEGATRON - SPIKE'S POV

From the distance, Megatron boldly flies TOWARD CAMERA. As he gets close enough to be recognized --

~~SPIKE~~ SPIKE (VO)

~~SPIKE~~ -- when it's Megatron!
ONE'S ONE TOO MANY

ON CLIFFJUMPER

He starts to run at super-speed, CAMERA PANNING as the background becomes a blur, as --

CLIFFJUMPER

~~as fast as you give - so I'll lead the attack!~~ **I GOT THE SPEED, SO FOLLOW MY LEAD!**

ON IRONHIDE

As he runs as fast as his slower-moving body can move.

IRONHIDE

OKAY, ^{So} you're faster, Cliffjumper -- BUT
I'm ~~stronger~~ tougher!

ON OPTIMUS PRIME

He takes on a dramatic pose and holds his raygun. He looks down to the o.s. Bumblebee --

OPTIMUS PRIME

Bumblebee -- ~~you're faster~~ **TAKE OUR FRIENDS**
out of danger!

CAMERA PANS DOWN to Bumblebee, who TRANSFORMS to his VW mode, then ROARS OUT OF FRAME.

WIDE SHOT - SPIKE, SPARKPLUG AND CHIP

They react as the VW speeds INTO FRAME, SCREECHES to a halt, its doors automatically opening.

BUMBLEBEE

You heard ~~that~~ **OPTIMUS.** Let's go!

The humans rush for the open doors.

ON CLIFFJUMPER

He SCREECHES to a halt, takes a dramatic pose, then shoots his "glass gas" toward the sky.

LOW ANGLE - MEGATRON

CAMERA PANS as he flies and is enveloped in the "glass gas." CAMERA STOPS as the gas solidifies around him and encases him in glass.

CLOSER ON CLIFFJUMPER

He smiles and looks toward the other Autobots, blowing on his knuckles and dusting them off confidently. Then he does a broad TAKE REACTION toward the sky, as CAMERA PUSHES IN on his horrified face.

WIDE SHOT - MEGATRON

He SMASHES through the GLASS and continues to fly OUT OF FRAME.

HIGH ANGLE - BUMBLEBEE VW

The VW careens along the slope, as glass debris rains down around it. The VW avoids the glass and disappears around the slope.

ANGLE - WHEELJACK

LET'S SEE HOW HE LIKES ~~WHEELJACK~~ my new SHOCK-
~~blast-cannon!~~

He rushes TOWARD CAMERA carrying a big, unwieldy Laser-Cannon. He aims it toward the sky and fires. There is a BIG BLAST as the Cannon EXPLODES in his hands, knocking him to the ground in a cloud of smoke, soot and debris.

CLOSER - WHEELJACK

Raises his head, somewhat dazed, his metal hull covered with soot.

WHEELJACK
(to himself)

~~THAT'S A SHOCK ALL RIGHT. . . .~~

HIGH ANGLE - IRONHIDE

He rushes forward, stops then fires a stream of molten lead TOWARD CAMERA (SFX: MOLTEN METAL), as --

IRONHIDE
TOO MUCH LIP, Wheeljack -- ~~NOT ENOUGH ACTION!~~

LOW ANGLE - MEGATRON

The molten lead (SFX: MOLTEN METAL) shoots up INTO FRAME. Megatron maneuvers his flight to evade the lead.

ANGLE - OPTIMUS PRIME

CAMERA PANS with him as he fires his big raygun toward the sky (SFX: LASERS & EXPLOSIONS), as Megatron flies maneuvering himself away from the beams, as --

~~OPTIMUS PRIME~~

LOW ANGLE - MEGATRON

SINCE WHEN HAVE YOU DECIDED TO MAKE YOUR-
SELF A TARGET WITHOUT FIGHTING BACK, MEGATRON?

As he flies to evade the continued LASER BLASTS of the o.s. Optimus.

MEGATRON
I HAVE COME ~~to talk~~ to talk -- not
fight -- with you, Optimus Prime!

HIGH ANGLE - OPTIMUS PRIME

OPTIMUS PRIME

~~Autobots -- hold your fire!~~ **MEGATRON WISHES TO CONFER....HE SAYS.**

As he speaks, Prime lowers his raygun and looks toward the others. CAMERA PANS to include Ironhide, Cliffjumper and Wheeljack, all standing nearby (but not together). They all look confused toward Prime.

LOW ANGLE - MEGATRON

CAMERA TILTS with Megatron as he descends to the ground.

PERHAPS YOU WILL DO ME THE COURTESY OF HEARING ME OUT BEFORE YOU DOUBT ME.....?

MEGATRON

~~Now, perhaps we can discuss my reason for coming here -- without further interruption?~~

Optimus Prime steps INTO FRAME, the other three Autobots following him and staying close to him.

OPTIMUS PRIME

VERY WELL. SPEAK, MEGATRON..

CLOSE SHOT - MEGATRON

Looking toward Prime --

I COME ABOUT PRIME.

MEGATRON

~~It is~~ a matter of Cybertron LAW, OPTIMUS PRIME. ~~Our war~~ has gone on for millions of years ... Decepticons fighting Autobots ...

OPTIMUS PRIME, IRONHIDE, CLIFFJUMPER AND WHEELJACK

MEGATRON (VO)

... with no end or victory in sight ~~...~~

A SAD BUT UNAVOIDABLE TRUTH SO LONG AS YOU SEEK TO DOMINATE THE UNIVERSE,

OPTIMUS PRIME

CAMERA PUSHES IN TIGHTER on Optimus, who lowers his head thoughtfully as he speaks. He looks up attentively, as --

MEGATRON (VO)

But Cybertron Law may provide a solution to our seeming dilemma.

WIDE SHOT - MEGATRON, OPTIMUS PRIME, WHEELJACK, CLIFFJUMPER, IRONHIDE

I REFER TO THE AGE OLD ODE OF ~~OLD~~ COMBAT IN WHICH OPPOSING LEADERS

MEGATRON

-- you and I, Optimus Prime -- may do battle, ~~...~~

Ironhide, Cliffjumper and Wheeljack tense up at those words.

ANGLE - MEGATRON

CAMERA PUSHES IN as he explains --

THE LOSER MUST EXILE HIMSELF AND
HIS ARMY TO DEEP SPACE
FOR ETERNITY - THE WINNER
MAY STAY WHERE HE CHOOSES -

MEGATRON

Do you [REDACTED], have the courage FOR THAT?

OPTIMUS PRIME, IRONHIDE, WHEELJACK AND CLIFFJUMPER

Ironhide, Wheeljack and Cliffjumper look to their leader, who tries to make his decision. Cliffjumper makes a fist while Wheeljack clasps Prime's shoulder. Ironhide pats Prime's shoulder.

CLIFFJUMPER

I don't trust him, Optimus.

WHEELJACK

BUT It would end [REDACTED] THE WAR.

IRONHIDE

AND You can take him, Optimus. You're the best.

CLOSE - OPTIMUS PRIME

A look of determination appears on his face.

OPTIMUS PRIME

And, it is the law of our native PLANET.....
I accept the challenge ~~TO SOLE COMBAT.~~

ANGLE - MEGATRON

VERY WELL,

SOMEHOW I FELT YOU WOULD
OPTIMUS PRIME... YOU HAVE
SUCH A STRONG SENSE
OF HONOR!

MEGATRON

He rockets off into the sky, CAMERA TILTING as he departs into the distant clouds.

WIPE TO:

INT. SUBTERRANEAN CHAMBER - WIDE SHOT - ON DECEPTICONS

CAMERA PANS across a line-up of the Decepticons THUNDERCRACKER, SKYWARP, SOUNDWAVE, RUMBLE, REFLECTOR and finally Starscream (all in humanoid mode), standing at attention and facing Megatron, who now stands amid the weird terminals, cables, relays, etc. of the now-finished huge machine. To one side of the machine, in front of a weird control panel, is Gravedigger in humanoid mode. The two power-tapping discs are located somewhere near the top of the machine. Wires and cables are attached to various parts of Megatron's body. Megatron looks toward Gravedigger.

YOUR INVENTION - MEGATRON
WE ARE ready. [REDACTED] is completed, GRAVEDIGGER. AND

ON GRAVEDIGGER

16
MEGATRON (V.O.) → STRENGTH-
THEN PROCEED WITH THE ~~STRENGTH~~-TRANSFER

GRAVEDIGGER
(EAGER TO PLEASE)

AS YOU ORDER, MASTER MEGATRON.

GRAVEDIGGER WORKS CONTROLS, MACHINE BEGINS TO CRACKLE,
HUM, SPARK - WEIRD LIGHTS, MOVING PARTS, ETC. THEN A
STRANGE DOOR ON MACHINE HOUSING OPENS - INSIDE IS A DAZZLING LIGHT

GRAVEDIGGER (CONTINUING)
NOW, DECEPTIONS..... ~~THE~~ EACH OF YOU
MUST CONTRIBUTE A POWER CHIP RECTIFIER
TO THE EXCHANGE FURNACE....

ON STARScream NEAR DOOR OF DAZZLING LIGHT

BUT I NEED MY STARScream
~~THE~~ POWER CHIP RECTIFIER! BESIDES,
THE CYBERTRON CODE OF ~~THE~~ COMBAT
REQUIRES EACH WARRIOR TO FIGHT AS HE
IS - WITHOUT ~~THE~~ ADDITIONAL REINFORCEMENT.
(SLYLY, MOCKING)

YOU WOULDN'T WANT TO CHEAT, WOULD YOU,
MEGATRON?

ON MEGATRON AS HE RAISES WEAPON AT STARScream

MEGATRON
(THUNDERING)

I WILL WIN BY ANY MEANS
AND AT ANY COST - EVEN IF IT MEANS
TERMINATING YOU, STARScream!

BACK TO SCENE

AS STARScream QUICKLY SLIDES OPEN CONTROL PANEL ON
HIS CASING, EXTRACTS A SMALL, GLOWING CHIP FROM A
MAZE OF CHIPS AND CIRCUITRY AND QUICKLY PUTS IT
IN THE OPEN DOOR TO DAZZLING LIGHT ON GRAVEDIGGERS
VENTION CAUSING IT TO POP AND FLASH AND CHANGE COLOR
MOMENTARILY.

STARScream
I WAS ONLY RAISING A LEGAL POINT.

MEGATRON

16 A

I'M NOT CONCERNED WITH TECHNICALITIES —
ONLY VICTORY INTERESTS ME

AS HE SPEAKS, OTHER DECEPTICONS PUT THEIR CHIPS INTO
GRAVEDIGGERS DEVICE. THEN, GRAVEDIGGER CLOSES DOOR,
ADJUSTS CONTROLS, ETC. AS ELECTRONIC SFX CONTINUE
THROUGHOUT SEQUENCE

GRAVEDIGGER

THE CRITICAL TEMPERATURE HAS BEEN
ACHIEVED, MEGATRON...

MEGATRON

(HOOKING HIMSELF TO THE DEVICE
VIA CABLES, ETC.)
THEN LET THE STRENGTH-TRANSFER BEGIN!

~~GRAVEDIGGER~~~~THEN~~

MEGATRON (VO)

~~proceed with the energy-transfer~~~~GRAVEDIGGER~~~~(subtly)~~~~Yes, master Megatron.~~~~Gravedigger works the controls. The machine begins to CRACKLE, HUM,
weird lights, energies, moving parts,~~

CLOSE - THE DISCS

As they move on their swivels and turn toward ~~the o.s. Decepticons.~~
(SFX: WEIRD ELECTRONICS throughout sequence)**MEGATRON.**~~THE TOP OF DECEPTICONS~~~~CAMERA PANS from one to the next, as each one raises his hand and
points toward the o.s. discs, each hand suddenly vibrating,
glowing, CRACKLING with unearthly energies ... the energies then
striking one or the other disc, making the discs do the same.~~

FULL SHOT - MEGATRON

The machine around him CRACKLES and SPARKS and lights-up as the
energies within it build. We see the cables and coils
attached to Megatron glow brighter, then become white-hot and smoke.
His body vibrates and CRACKLES, as CAMERA PUSHES IN on him to show
numerous energy patterns appear on his hull ... as he becomes trans-
parent to show his inner curcuitry, which then goes through a series
of visible changes.

CLOSE - MEGATRON

His eyes glow with wild power and a terrible smile appears on his
face as he is enveloped by energy pyrotechnics.

MEGATRON

(maniacally)

Yes, more ... more ... give me all
your power!! All !!

WIDE SHOT - MEGATRON, DECEPTICONS, GRAVEDIGGER

The machine builds up and literally EXPLODES around Megatron, the
backlash knocking the Decepticons and Gravedigger back OUT OF FRAME.

ANGLE - MEGATRON

CAMERA TILTS dramatically as he raises a fist, his body now CRACKLING
and glowing with weird energies. Then CAMERA PUSHES IN as an
evil, triumphant smile appears on his face, and --

(CONT)

MEGATRON
THE STRENGTH (triumphantly)
[REDACTED]-transfer is a success!
MY OWN! I now possess all ~~of~~ your power ~~in addition to~~
Optimus Prime, ~~and the~~ AND THE
~~Autobots are finished!~~ AUTOBOTS ARE FINISHED!
(LAUGHS)

FADE OUT.

END ACT ONE

ACT TWO

FADE IN:

BACK TO SCENE - ON MEGATRON

I NOW HAVE THE STRENGTHMEGATRON
(triumphantly)

~~of all my Decepticons --~~
~~the unsuspecting Optimus~~
 Prime ~~IS AS GOOD AS BEATEN!~~
 (LAUGHS)

As he speaks, the energies making his body CRACKLE and glow electrically quickly fade -- and he appears "normal" again.

WIDE SHOT - THE OTHER DECEPTICONS

CAMERA PANS as they recover from the blast of the machine and get up. PAN STOPS on a recovering Starscream.

STARSCREAM
 (to o.s. Megatron)
 With all due respect, Megatron --
 I suggest you not celebrate your
 victory prematurely ...

ON MEGATRON

turning to react calmly to the o.s. Starscream.

STARSCREAM (VO)
 ... as there might be one flaw in
 your otherwise flawless plan.

MEGATRON (SARCASTICALLY)
 And what might that be,
 'LOYAL' STARSCREAM?

CLOSE - STARSCREAM

To Megatron --

STARSCREAM
 The Autobots' computer, Telettraan I.
 If it detects your deception, it will
 alert Optimus Prime ...

MEGATRON (VO)
 (cutting Starscream off)
 It won't.

ANGLE - MEGATRON

MEGATRON
(confidently) **BEEN ACCOUNTED FOR IN**
Telettraan I has already ~~been accounted for in~~
MY master plan ... ~~as have my Constructicons.~~

As he speaks, he turns and CAMERA PANS to include all six Constructicons standing attentively in their humanoid modes.

MEGATRON (CONT)
Gravedigger -- you and the others ~~have~~
have your orders. ~~they~~

WIDE SHOT - CONSTRUCTICONS

MEGATRON (VO)
Constructicons -- Transform!

The six Constructicons TRANSFORM to their vehicular modes and switch on their building/digging MACHINERY.

WIDE SHOT - DECEPTICONS

Megatron steps up beside Starscream, then points toward the o.s. Constructicons, as --

MEGATRON
I chose these caverns as a temporary
base because of their nearness to
Autobot Headquarters.

WIDE SHOT - GRAVEDIGGER TRACTOR SHOVEL

ALL MEGATRON (VO)
While the Autobots are ~~assembled~~
to watch my ~~loss~~ with ~~those~~ **OPTIMUS PRIME..**
COMBAT

Gravedigger starts to dig through the solid rock. CAMERA PANS from the Tractor Shovel to show MIXMASTER, whose mixer begins to rotate -- after which his cab-cannon shoots out a stream of acid that rapidly eats through some of the rock ahead. (SFX: MACHINERY, ROCK CRUNCHING, ACID HISSING, MIXER ROTATING)

WIDE SHOT - OTHER CONSTRUCTICONS

MEGATRON (VO)
... my Constructicons will ~~dig~~
tunnel ~~their way~~ beneath ~~those~~ **HEADQUARTERS--**

CAMERA PANS from the Scrounge Power Shovel easily digging through more solid rock ahead, tossing into the hopper of Long Haul's Dump Truck ... then PAN to the Bonecrusher Bulldozer plowing through more rock ... then PAN to the Hook Truck Crane effortlessly lifting and tossing aside huge chunks of freed rock. (SFX: MACHINERY, ROCK CRUNCHING)

TWO-SHOT - MEGATRON AND STARScream

MEGATRON

~~... I enter the~~ **THEN**
control room -- and destroy Teletraan I!
(LAUGHS triumphantly; laughter ECHOES)
OPTIMUS PRIME WON'T KNOW WHAT HIT HIM!

Starscream looks at Megatron, as CAMERA PUSHES IN and Megatron raises a fist which CRACKLES with weird electronic energies, and his LAUGHTER ECHOES through the caverns.

WIDE SHOT - CONSTRUCTICONS - MEGATRON'S POV

MEGATRON (VO)

(LAUGHTER continues to echo through the caverns)

As the six construction machines continue to plow their way through the rock ahead, moving slowly AWAY FROM CAMERA, their work relentless.

WIPE TO:

EXT. AUTOBOT HEADQUARTERS - DAY

CAMERA PUSHES IN on the volcano's cone.

SPIKE (VO)

(worried)

ABOUT THIS COMBAT I'm still ~~dealing with~~ **NOT CRAZY**
deal, Optimus ...

INT. AUTOBOT-HQ CONTROL ROOM - LONG SHOT

CAMERA SHOOTs DOWN past various familiar AUTOBOTS, to STOP on Spike, Sparkplug, Chip and Optimus Prime standing near Teletraan I. Near Prime is Ironhide. As CAMERA MOVES ...

SPIKE

We all know how tricky Megatron can be.
I mean, they don't call those creeps
Decepticons for nothing!

THE CODE SPECIFIES OPTIMUS PRIME
CONFIDANT I can beat Megatron ~~on any~~ **ON ANY** a fair battle, SPIKE. I'M
THAT CONDITION.

CLOSER - OPTIMUS PRIME, IRONHIDE, HUMANS ~~and~~

Ironhide takes a macho pose and makes a threatening fist.

IRONHIDE

And if Megatron tries anything ~~we'll~~ **CUTE,**
we'll ~~rotate~~ his circuits!

ROTATE

(CONT)

No, I can hide.

OPTIMUS PRIME

The Law of Cybertron must be obeyed and
Autobot honor must be preserved. I ~~will~~ **WILL FIGHT**

CLOSE - OPTIMUS PRIME

**MEGATON ALONE. I HAVE
GIVEN MY WORD.**

OPTIMUS PRIME

**BEIDES,
TELETRAAAN I WILL TELL
US IF HE DOES NOT ABIDES BY THE RULES.**

As he speaks, Prime looks to the computer. CAMERA PANS to show
TELETRAAAN I, with all its computer lights flashing, and various
coded images flashing about the monitor screen. (SFX: COMPUTER SOUNDS)

ANGLE - OPTIMUS PRIME AND IRONHIDE

OPTIMUS PRIME

The time of the battle approaches.
Autobots -- Transform ...

Optimus TRANSFORMS to his TRAILER TRUCK mode, followed by Ironhide
who TRANSFORMS to his VANETTE mode.

WIDE SHOT - OTHER AUTOBOTS

CAMERA PANS as various Autobots TRANSFORM to their vehicular modes --
RATCHET to his AMBULANCE, TRAILBREAKER to CAMPER, SIDESWIPE to
CONTACH II, SUNSTREAKER to CONTACH, WHEELJACK to LANCIA.

ANOTHER WIDE SHOT - MORE AUTOBOTS

CAMERA PANS as the other Autobots TRANSFORM to their vehicular modes --
PROWL to POLICE CAR, JAZZ to PORCHE, HOUND to JEEP, MIRAGE to LIGIER,
BLUESTREAK to DATSUN Z, CLIFFJUMPER to PORCHE (small).

DIFFERENT ANGLE - THE OTHER AUTOBOTS

CAMERA PANS as they TRANSFORM to their vehicular modes -- HUFFER
to SEMI-TRUCK, WINDCHARGER to SPORTSCAR, BRAWN to VAN TRUCK, GEARS
to PICK-UP TRUCK, and finally little Bumblebee to VW.

OPTIMUS PRIME (VO)

... and Roll Out!!

CUT TO:

EXT. AUTOBOT HQ - DAY

CAMERA TILTS as the entire Autobot vehicular convoy -- led by the
Optimus Prime Trailer Truck -- THUNDERS out of the exit built into
the volcano and speed along the road.

WIPE TO:

EXT. PANORAMIC SHOT - THE DESERT - DAY

From o.s. comes the sound of an APPROACHING AUTO CONVOY. CAMERA PANS to show the Optimus Prime Trailer Truck leading the convoy of all the Autobots in vehicular mode across the desert road.

CLOSER - OPTIMUS PRIME TRAILER TRUCK (MOVING)

We see now that Spike, Chip and Sparkplug are all riding in the cab.

ACCORDING TO MY CALCULATIONS,

CHIP

You shouldn't have much trouble,
Optimus. ~~You already know Megatron!~~

~~YOUR STRENGTH IS FAR GREATER THAN~~
~~MEGATRON'S.~~

SPIKE

(flippantly)

STOMP HIM ~~GOOD,~~

OPTIMUS!

~~HE'S HAD IT COMING FOR A~~
~~LONG, LONG TIME.~~

INSIDE CAB - SPIKE, CHIP & SPARKPLUG (MOVING)

OPTIMUS PRIME (VO)

I will do my best not to fail you --
the other Autobots -- or the Earth.

SPIKE

I KNOW YOU WON'T!

YOU'RE NO QUITE!

SPARKPLUG

(interrupting)

Hey, guys, I think we're here!

As he speaks, Sparkplug looks and points out the open window.

LONG SHOT - ROCKY BASIN

CAMERA HOLDS a couple BEATS on a large basin, surrounded by rocky slopes and jagged stones, and set down into the desert grounds. CAMERA PANS from the basin to the distant road. The Trailer Truck pulls off the road, followed by the Autobot convoy, and RUMBLES toward the basin.

ANOTHER ANGLE - THE BASIN

The Trailer Truck RUMBLES INTO SHOT and then stops, the doors automatically opening. Sparkplug climbs out, followed by Spike.

WIDE SHOT - OTHER AUTOBOT VEHICLES

slowing down and stopping at the rim of the basin.

OPTIMUS PRIME (VO)

Autobots -- Transform!

ON TRAILER TRUCK

(The humans are not in SHOT.) He TRANSFORMS to his humanoid form. CAMERA PANS to other Autobots who TRANSFORM to their humanoid modes. (Show as many or as few as you like.)

ANGLE - IRONHIDE AND OTHER AUTOBOTS

SHOT FAVORS Ironhide as he looks around.

IRONHIDE
Okay, we're here. ~~WHERE'S THE~~
~~opposition?~~

SPIKE, CHIP AND SPARKPLUG

Chip is in his wheelchair again. From o.s. comes the sound of APPROACHING FLYING DECEPTICONS. Chip points to the sky and gets Spike's and Sparkplug's attention.

CHIP
(excitedly)
That answer your question, Ironhide?!

EXTREME LONG SHOT - DECEPTICONS - AUTOBOTS' POV

Megatron leads the entire Decepticon armada -- Starscream, Thundercracker, Skywarp, Soundwave, Rumble and Reflector, all in humanoid mode -- through the sky. (SFX: FLYING DECEPTICONS)

CLOSER - THE ARMADA (MOVING)

SHOT FAVORS Megatron.

WITHOUT OUR POWER CHIP
RECTIFIERS WE'RE LUCKY
WE CAN STILL FLY,
MEGATRON!

STARSCREAM
(to Megatron)

~~and I don't have to walk to this~~
~~city, Megatron.~~

I WOULDN'T WANT YOU
WALKING TO THE SHOW,
THAT MIGHT TIP OUR
HAND!

MEGATRON
~~and I don't have to walk to this~~
~~city, Megatron.~~

YOU WILL STARSCREAM
remember to return our ~~CHIPS~~ CHIPS
once you've used them against Optimus Prime, won't you?

Megatron smiles evilly at Starscream, looks ahead and does not reply.

AUTOBOTS INCLUDING IRONHIDE

Ironhide rubs his chin inquisitively as they look to the sky.

IRONHIDE
Strange -- some of those crumbs usually LIKE TO
show off by changing to their jetplane
modes.

OTHER AUTOBOTS INCLUDING RATCHET

He looks to the o.s. Ironhide.

RATCHET **NO BIGGIE, ~~IRONHIDE~~ IRONHIDE.**
~~They probably~~ They probably
 don't want to ~~TAKE THE SPOT.~~ TAKE THE SPOT.
~~LIGHT AWAY FROM MEGATRON.~~ LIGHT AWAY FROM MEGATRON.

WIDE SHOT - BASIN RIM

Megatron proudly lands INTO FRAME, followed by the other Decepticons, who keep behind him.

HAIL MEGATRON **AND WELCOME TO**
~~Optimus Prime --~~ **DEFEAT!**
~~that will forever mark your defeat.~~

OPTIMUS PRIME (VO)
 Defeat, Megatron? It seems to me ~~our~~
~~our~~ our battle has not yet ~~begun!~~ begun!

As he speaks, CAMERA PANS to show Optimus Prime, the humans and the other Autobots facing the o.s. Decepticons.

ON MEGATRON

MEGATRON
~~As soon as our~~ As soon as our
 respective armies take their places, **WE SHALL**
~~CORRECT THAT SMALL OVERSIGHT.~~ CORRECT THAT SMALL OVERSIGHT.

As he speaks, he turns to look toward the basin rims. CAMERA PANS to show the various humanoid Decepticons walking down into the rim on one side of the basin. Some of them stand, others sit on rough outcroppings of rock.

ON OPTIMUS PRIME

He smiles wryly, then looks toward the other side of the basin --

OPTIMUS PRIME
~~Remember, THE LAW~~ Remember, **THE LAW**
 Megatron, this battle is between ~~you and~~
 you and **ME-ALONE AND UNAIDED!**

-- and CAMERA PANS to show the numerous Autobot humanoids taking their places along the rim.

ON IRONHIDE, SPARKPLUG, SPIKE AND CHIP

CAMERA PANS as they walk together along the rim, with Ironhide carrying Chip -- wheelchair and all -- on his shoulder.

(CONT)

DOESN'T THIS REMIND YOU ^{CHIP} ~~_____~~ of the gladiatorial combats in Ancient Rome?

IRONHIDE

~~_____~~ MAYBE IT WOULD IF I KNEW WHAT YOU WERE TALKING ABOUT.

SPIKE

EARTH HISTORY - Skip it.

ON SOME DECEPTICONS INCLUDING SOUNDWAVE

Soundwave sits on a rocky rise. He ejects from his chest two cassettes -- which TRANSFORM into RAVAGE and LASERBEAK. Ravage takes his place beside Soundwave like a faithful pet, and Laserbeak flies up and lands on his shoulder. Soundwave starts to pet Ravage.

WIDE SHOT - AUTOBOTS INCLUDING IRONHIDE, PLUS SPIKE, SPARKPLUG & CHIP

Ironhide takes a few big steps down the rim, as Spike and Sparkplug sit next to each other on rocks. Ironhide sets down the wheelchair with Chip next to the other humans.

WIDE SHOT - AUTOBOTS, HUMANS & DECEPTICONS ON RIM

They are all in their places as spectators along the rim. CAMERA PULLS BACK to show, standing in front of each other in the center of the basin, Optimus Prime and Megatron, both ready for battle.

OPTIMUS PRIME

SOLE COMBAT,
MEGATRON!

MEGATRON

With the vanquished ~~_____~~ AND HIS ARMY EXILED TO DEEP SPACE FOREVER!

CLOSE SHOT - MEGATRON'S & OPTIMUS PRIME'S HANDS

Optimus holds out his hand to Megatron. Megatron clasps Prime's hand, squeezes hard, causing it to spark and CRACKLE electrically, as we hear the sound of TWISTING METAL.

FULL SHOT - MEGATRON AND OPTIMUS PRIME

Prime reacts with surprise as Megatron continues to squeeze and his hand continues to CRACKLE electrically. With no effort, Megatron swings Prime around by his hand, then lets go. CAMERA PANS with Prime as he is hurled across the basin.

ON IRONHIDE AND HUMANS ON RIM

Reacting with BROAD TAKES to the o.s. Prime. Incredulous.

HIGH ANGLE - OPTIMUS PRIME

As he falls hard on his back with a LOUD METALLIC CLANG, and the ground beneath him CRACKS from the impact.

CLOSER - OPTIMUS PRIME

He gets up and quickly revives, still a bit confused.

OPTIMUS PRIME
Never knew he was so ... strong!

SHOT - MEGATRON

He aims his Fusion Cannon and fires out Starscream's Cluster Bombs. CAMERA PANS with the bombs as they hit Optimus, EXPLODING around him and knocking him back down. (SFX: CLUSTER BOMBS, EXPLOSIONS)

ON STARSCREAM

He looks to the Decepticon sitting next to him and --

STARSCREAM
(sotto)

~~use of my~~ cluster bombs ...

MY POWER CHIP GIVES HIM THE

ANGLE - OPTIMUS PRIME

Warding off the debris of the explosions with his hand, Prime gets up and extends his other hand -- sending out a CRACKLING electrical beam.

ON SPIKE, SPARKPLUG AND CHIP

SPIKE
Awwright, Optimus! Zap 'im good!!

They smile and cheer., waving their hands.

ON MEGATRON

The CRACKLING electrical beam hits him, driving him back. But he holds his ground, holds back his arms, and the electrical bolt bounces back. CAMERA PANS with the bolt as it hits Prime, stunning him.

CLOSER - THE HUMANS

reacting with stunned disbelief.

CLOSER - STARSCREAM

Turning his head to the Decepticon next to him.

STARSCREAM
... and ~~the~~ the use of my
null-ray, too.

WIDE SHOT - MEGATRON AND OPTIMUS PRIME

Prime quickly revives, then runs toward Megatron. Before he can grab Megatron, Megatron TRANSFORMS to a jet fighter plane and -- to Prime's disbelief -- ROARS into the sky.

CLOSE - PRIME

CAMERA PUSHES IN as he looks skyward incredulously.

OPTIMUS PRIME
He never ... did that before!

LOW ANGLE - JET FIGHTER TRANSFORM - PRIME'S POV

CAMERA PANS as the jet ZOOMS around, then arcs in the air to fire DRONE ROCKETS TOWARD CAMERA.

HIGH ANGLE - OPTIMUS PRIME - JET'S POV

CAMERA SHOOTs DOWN as Prime turns and tries to evade the DRONE ROCKETS that ROAR INTO FRAME and EXPLODE about him, BLASTING apart rocks.

ANGLE - OPTIMUS PRIME

He pauses, as EXPLOSIONS erupt around him, and fires his LASER gun at the o.s. Megatron.

ANGLE - JET - PRIME'S POV

CAMERA PANS as the plane evades the LASER FIRE and shoots INCENDIARY BOMBS TOWARD CAMERA.

ON OPTIMUS PRIME - JET'S POV

CAMERA PUSHING DOWN toward him as the INCENDIARY BOMBS EXPLODE off his hide, creating bursts of CRACKLING FIRE, forcing him to retard his LASER fire.

ANGLE - DECEPTICONS

CAMERA PANS across the spectators as they stand up, raise fists, generally CHEER.

DECEPTICONS
(Ad-libbed CHEERS, "Megatron!", etc.)

ON RATCHET AND OTHER AUTOBOTS

reacting with worry to the o.s. battle.

THIS DOESN'T PRINT OUT RIGHT! RATCHET
How'D MEGATRON GET ~~SO VERSATILE?~~

ON OPTIMUS PRIME

He gets up, despite the INCENDIARY BOMBS EXPLODING off him, and continues to BLAST AWAY with his LASER GUN.

ON SPIKE, CHIP AND SPARKPLUG

All worried but cheering.

(CONT)

SPARKPLUG
C'mon, Optimus! You can do it!

CLOSE ON PRIME'S RAYGUN

CAMERA PANS as it SHOOTS LASERS at the flying Jet, ZAPPING its hull and forcing it earthward.

WIDE SHOT - JET

It descends and TRANSFORMS to Megatron, with the LASERS still shooting around and off his metal hide. He points to the ground and shoots an undulating ENERGY WAVE. CAMERA PANS with the wave as it sends a spreading, deepening earth fissure along the ground.

AUTOBOTS ON RIM

As the rim TREMBLES, shaking them where they stand or sit.

ON OPTIMUS PRIME

as the ground beneath him SPLITS APART and, still clutching his raygun, he falls into the fissure. (Near the fissure is a huge upcropping of rock.)

ON RUMBLE AND OTHER DECEPTICONS ON RIM

RUMBLE smiles and gives a "Thumbs Up" sign to his friends, indicating that was his borrowed power in use.

THE FISSURE - OPTIMUS PRIME

climbs out of the fissure and, with one hand, picks up the heavy rock -- and hurls it TOWARD CAMERA and the o.s. Megatron.

ON MEGATRON

The huge rock flies INTO FRAME. But before it can hit him, Megatron vanishes, the rock CRASHING against the ground where he once stood.

WIDE SHOT - OPTIMUS PRIME

reacting with disbelief to the o.s. vanishing act. Behind him Megatron materializes and starts to raise his Fusion Cannon.

ON SKYWARP AND OTHER DECEPTICONS

SKYWARP leans over and quietly boasts --

SKYWARP
(sotto) .

**YOU SHOULD SEE ME DO
THAT WHEN I'VE GOT MY
POWER CHIP!**

ON SPIKE, SPARKPLUG AND CHIP

CAMERA PUSHES IN as they react with shock to the o.s. scene.

OPTIMUS PRIME AND MEGATRON

SPIKE (VO)

Optimus, behind you -- !

Optimus turns at the warning, as Megatron BLASTS him with Soundwave's CONCUSSION-BLAST. Shaken severely, Prime drops to his knees, semi-conscious.

WIPE TO:

INT. CAVERNS

From o.s. come the sounds of DIGGING and HEAVY MACHINERY. CAMERA PANS along the dug-out chamber to the six Constructicons, still digging through rock as in earlier scenes.

ANOTHER ANGLE - CONSTRUCTICONS

As they continue to work, CAMERA PUSHES IN toward a section of rock wall, as Bonecrusher the Bulldozer repeatedly RAMS against the wall, weakening it.

OTHER SIDE OF WALL

The wall begins to CRACK under the o.s. RAMMINGS. CAMERA PULLS BACK to show, in the foreground, a big river of BUBBLING, molten lava. Suddenly the rock wall gives way and Bonecrusher, followed by the other Constructicon machines, RUMBLE through the stony rubble.

ANOTHER ANGLE - LAVA RIVER AND CONSTRUCTICONS

SHOT FAVORS Scrounge, who scoops up some of the rock debris in his shovel. CAMERA PANS with the shovel arm as it swings over the lava river and releases the rock.

HIGH ANGLE - RIVER OF LAVA

The stones plunge into the lava, creating EXPLOSIONS of heat and rising smoke.

ANGLE - GRAVEDIGGER AND SCROUNGE

Gravedigger uses his Tractor Shovel arm to push aside Scrounge, out of the way as more heat and lava rise from the HISSING river.

GRAVEDIGGER (VO)

Careful, Scrounge! This volcano isn't inactive!

ON SCROUNGE

He suddenly reacts toward the ceiling of the cavern, raising his Power Shovel arm, which CRACKLES with strange energies, as --

SCROUNGE (VO)

Gravedigger -- I'm picking up computer signals from above.

As he speaks, CAMERA TILTS UP toward the cavern ceiling, as we --

DISSOLVE TO:

INT. AUTOBOTS' HQ - THE FLOOR

SCROUNGE (VO)

 we're directly under Teletraan I!

As he speaks, CAMERA PANS UP to show the abandoned Control Room, with Teletraan I -- flashing lights, etc. -- in the b.g. (SFX: COMPUTER SOUNDS)

ON TELETRAAN I

CAMERA PUSHES IN CLOSE on its monitor screen, which has a series of abstract computer images on it. Suddenly the computer lights become brighter, flashing faster, as on the screen appear computer-type images of the six Constructicon machines.

ANOTHER ANGLE - TELETRAAN I

The lights flash more wildly, as a loud WARNING SOUND BLARES again and again, and CAMERA PANS AWAY to show the Control Room empty of any Autobots. CAMERA STOPS, the WARNING SOUND continuing.

WIPE TO:

EXT. CLOSE ON OPTIMUS PRIME

HUMANS & AUTOBOTS

(Ad-libbed shouts of encouragement: "Optimus Prime!," "Get Up, Optimus!," "You can beat him, Optimus!," etc.)

CAMERA PULLS BACK from Prime's face as he reacts to the o.s. shouts. Behind him, as we PULL BACK, Megatron raises his Fusion Cannon for another shot -- when Prime moves fast and takes him by surprise, BLASTING him in the head with the LASER gun, stunning Megatron.

REACTION SHOT - HUMANS

They cheer --

WAY TO GO, PRIME! IRONHIDE (VO)
 not down yet!!
YOU'RE

-- as CAMERA TILTS UP to include a cheering Ironhide.

WIDE SHOT - OPTIMUS PRIME AND MEGATRON

With a mighty surge of energy, Prime rushes at Megatron and makes a flying tackle around his waist -- as Megatron grins evilly and ROCKETS up into the sky in humanoid mode, with Prime clinging on.

MEGATRON

(laughing)

FOOLISH MOVE. I knew you were going to do that!

HIGH ANGLE - REACTION SHOT - WHEELJACK

Looks up --

WHEELJACK
(astounded)
~~just like Soundwave!~~
READ PRIME'S THOUGHTS MEGATRON

LOW ANGLE - OPTIMUS PRIME AND MEGATRON (MOVING)

As Prime continues holding onto the flying Megatron, Prime uses his free hand to aim his blaster at Megatron.

MEGATRON
(laughing)
You cannot blast what you cannot see!

An EXPLOSION of light emanates from Megatron, filling the screen with its radiance, as we get a glimpse of Prime falling away from him.

HIGH ANGLE - OPTIMUS PRIME

Still clutching the laser gun, he covers his eyes with his other hand and falls AWAY FROM CAMERA, to CRASH on the ground below.

ON AUTOBOT SPECTATORS

FAST PAN across their startled, disbelieving faces.

LOW ANGLE - MEGATRON

He goes into a hover, then --

MEGATRON
Nor, what you cannot hear! (LAUGHS)

-- and he SLAMS his fists together, creating a SONIC BOOM, made visible by rapidly undulating waves.

ON OPTIMUS PRIME

As he starts to get up, barely able to see, he is struck by the visible sonic waves. Instantly, he drops his laser gun and covers his "ears" with his hands, then drops painfully to one knee.

ON STARSCREAM AND OTHER DECEPTICONS

Starscream leans over and says to the others --

STARSCREAM
(sotto)
Reflector and Thundercracker must be proud.
OR RATHER THEIR POWER CHIP RECTIFIERS MUST BE!

ANGLE - MEGATRON

CAMERA PANS DOWN as he lands, then fires Skywarp's MACHINE-GUN BLASTS.
CAMERA PANS with the gunfire to show Prime, trying to get up, fall again.

ON MEGATRON

stepping forward, raising his Fusion Cannon, this time to shoot heat-seeking MISSILES TOWARD CAMERA.

ON PRIME - MEGATRON'S POV

CAMERA PUSHES IN as the MISSILES SHOOT INTO FRAME and EXPLODE against Prime, denting his metal hide, keeping him from standing up straight.

LOW ANGLE - MEGATRON - OPTIMUS PRIME'S POV

Megatron stops shooting the missiles, then aims his Fusion Cannon directly TOWARD CAMERA, smiling evilly, as --

MEGATRON
You were ■ good ■, Optimus Prime
-- but not good enough to fight Megatron!

ON AUTOBOTS AND HUMANS ON RIM

Getting up and reacting with shock and disbelief.

BACK TO MEGATRON

AND SO, MEGATRON
the battle ends.

Without pause, Megatron FIRES his FUSION CANNON. CAMERA PANS with the blast as it strikes the weakened Prime. He reacts as if a great pain is surging through him. Then the blast ends -- his eyes close -- and he CRASHES motionless against the ground.

FADE OUT.

END ACT TWO

ACT THREE

FADE IN:

RETURN TO SCENE - CLOSE ON OPTIMUS PRIME

MEGATRON (VO)
(triumphant)

It is over! Optimus Prime has been
defeated -- ~~and~~ all ~~the~~ Autobots must **EXILE**
~~themselves~~ **THEMSELVES TO DEEPEST SPACE!**

As he speaks, CAMERA PULLS BACK from the apparently lifeless Optimus, his body dented, damaged, smoking, with a triumphant & gloating Megatron standing over him with his still-smoking Fusion Cannon.

ON SPIKE, SPARKPLUG & CHIP

CAMERA TRUCKS BACK as they frantically run toward the o.s. Optimus, with Sparkplug pushing Chip's wheelchair to give it speed.

SPIKE
No, I can't believe it!

CHIP **BEATEN**
Optimus Prime -- ~~by~~ by Megatron!

WIDE SHOT - IRONHIDE, WHEELJACK, RATCHET, OTHER AUTOBOTS

PRIME'S RATCHET
(to Wheeljack)
~~gonna~~ gonna need ~~repairs~~ repairs, Wheeljack!

They all rush TOWARD CAMERA and OUT OF FRAME, as CAMERA PANS to the spectator Decepticons -- who all fly up and OUT OF FRAME.
(SFX: FLYING DECEPTICONS)

WIDE SHOT - OPTIMUS PRIME, HUMANS, AUTOBOTS

Prime is still lying on the ground, motionless. Spike, Sparkplug and Chip rush up to him and stop, followed by Ratchet, Wheeljack, Ironhide and other Autobots. As they stop, CAMERA PANS over to an evilly smiling Megatron. He lowers his Fusion Cannon (no longer smoking) as the Decepticons land INTO FRAME and stand behind him.

ON SPIKE, SPARKPLUG AND CHIP

OPTIMUS PRIME (VO)
(MOANS weakly)

They all react to the o.s. Prime.

He's still **SPIKE**
~~functional~~ **FUNCTIONAL - BUT BARELY!**

CAMERA PANS DOWN to show Prime open his eyes and slowly raise his head off the ground.

(CONT)

OPTIMUS PRIME
(weakly)
MY FAULT... ■ underestimated ... Megatron. Never
suspected ... he had so many powers ...

ANGLE - IRONHIDE AND OTHER AUTOBOTS

OPTIMUS PRIME (VO)
I was not ... prepared ...

IRONHIDE
(angry)
Well, I'm prepared ... to knock these
Decepti-bums all the way back to
Cybertron!

As he speaks, Ironhide scowls, makes a threatening fist, and looks toward the other Autobots. They also make fists and take stances as if they're about to attack also.

AUTOBOTS
(Ad-libs of agreement: "Yeah!", "Let's
fight!", "Let's blast those Decepticons!",
"C'mon, let's go get 'em!", etc.)

CAMERA PUSHES IN on them all as they react with a start to the o.s. Optimus Prime.

OPTIMUS PRIME (VO)
No!

SHOT - OPTIMUS PRIME - AUTOBOTS' POV

He slowly staggers to his feet, still weak, his equilibrium slightly off, as --

OPTIMUS PRIME
Megatron beat me according to Cybertron
Law. To violate that law ... would
destroy our honor.

ANGLE - IRONHIDE AND OTHER AUTOBOTS

OPTIMUS PRIME (VO)
We will comply ... and leave this
Earth ... forever.

As Prime speaks, the Autobots react with disappointment, and Ironhide frowns, SLAMMING one fist into his other hand with a loud METALLIC CLANG.

IRONHIDE
As you command, Optimus.

ANGLE - WHEELJACK, RATCHET & OTHER AUTOBOTS

SHOT FAVORS Wheeljack and Ratchet. Ratchet looks to Wheeljack, who is facing the o.s. Optimus.

RATCHET

We'll need Teletraan I to diagnose all his damage.

WHEELJACK

Optimus -- can you transform?

ON OPTIMUS PRIME

Moving slower than usual, he TRANSFORMS to his Trailer Truck mode.

THE OTHER AUTOBOTS

CAMERA PANS as they TRANSFORM to their vehicular modes. (Show about five Autobots not usually seen in the series, but not Huffer.)

ON HUFFER

HUFFER

Maybe I can help Optimus save some strength on the way back.

As he speaks, he TRANSFORMS to his Semi-Truck Transform. CAMERA PANS as he drives around and OUT OF FRAME.

WIDE SHOT - OPTIMUS PRIME TRAILER TRUCK

The Huffer Transform rolls INTO FRAME and stops next to the Prime Transform.

LET

HUFFER (VO)

~~me~~ me take that load, Optimus.

OPTIMUS PRIME (VO)

You are a true friend, Huffer.

HIGH ANGLE - WIDE ON OPTIMUS AND HUFFER TRANSFORMS

The Optimus Truck separates from the trailer, which then moves over and attaches itself to the Huffer Truck. The Optimus Truck rolls OUT OF FRAME, followed by the Huffer Truck with Optimus Trailer.

WIDE SHOT - OPTIMUS TRUCK, HUFFER TRUCK WITH TRAILER, OTHER AUTOBOT TRANSFORMS

CAMERA PULLS BACK as the Optimus Prime Transform Truck rolls back to the road, with Huffer and other other Transforms following him, as --

OPTIMUS PRIME (VO)

Autobots ... roll out, perhaps for the last time.

ANGLE - MEGATRON, STARSCREAM & OTHER DECEPTICONS

SHOT FAVORS Megatron, then Starscream. They look toward the o.s. departing Autobot Transforms. Megatron smiles evilly.

MEGATRON

~~we~~ we will accompany them back to ~~their~~ headquarters -- to make certain noble Optimus Prime keeps his word.

As he finishes speaking, Megatron ROCKETS into the sky, the other Decepticons SOARING off after him. CAMERA TILTS to show them arc in the air to follow the o.s. Autobots.

EXTREME LONG SHOT - DECEPTICONS AND AUTOBOT TRANSFORMS

CAMERA PANS as the convoy, led by the Optimus Truck, rolls along the highway ... with Megatron and his Decepticon armada flying overhead and watching them. (SFX: CARS, TRUCKS, FLYING DECEPTICONS)

WIPE TO:

INT. SUP^TERRANEAN CHAMBER - ON LAVA RIVER

CAMERA PANS across the BELCHING lava river, sending HISSING steam and flames up into the air. PAN STOPS on the six Constructicons still in vehicular mode, huddled about a certain area under the ceiling, as if the machines were reacting to something above.

FULL SHOT - SCROUNGE

He is raising his shovel toward the ceiling. The shovel CRACKLES and glows -- then makes a SOUND exactly like the regular COMPUTER SOUNDS made by Teletraan I. CAMERA PUSHES IN on the shovel, as --

Now!

SCROUNGE (VO)

-- The Autobot computer, Teletraan I, is just beyond the cavern ceiling!

FULL SHOT - GRAVEDIGGER

GRAVEDIGGER (VO)

We'll have to blast through. Mixmaster...
-- we need acid! ~~blast through~~

As he speaks, CAMERA PANS to Mixmaster, who instantly starts ROTATING his "concrete mixer." As it revolves faster and faster, it begins to CRACKLE with strange energies, getting stronger and stronger...

MIXMASTER (VO)

Okay, let's mix up some H₂SO₄ with ... or, was that HCL with ... oh, I know. I'll combine some ...

As he speaks, the cannon on his cab aims toward the ceiling, CRACKLES with the same strange energies, and BLASTS out a stream of smoking acid -- the sound drowning out the last of Mixmaster's words.

LOW ANGLE - MIXMASTER'S POV OF CEILING

The acid stream shoots against the ceiling, slowly burning it away amid HISSING smoke, to reveal the upper chamber.

UPPER CHAMBER - LOW ANGLE

As the acid-burning continues, HISSING SMOKE rising, CAMERA PULLS BACK to show a large room containing various pieces of futuristic Autobot equipment and machinery. Through the growing hole, we now see Mixmaster and other Constructicons down below. (Over SHOT we hear, again, the somewhat distant TELETRAAN I COMPUTER SOUNDS and WARNING SOUND.)

CUT TO:

AUTOBOTS' CONTROL ROOM - TELETRAAN I

(SFX: COMPUTER SOUNDS AND WARNING, louder now.) CAMERA PUSHES IN on Teletraan I, showing that on the monitor screen is a computer-image of the Constructicon machines as viewed through the widening hole in the floor. As the monitor FILLS THE FRAME, its image is suddenly wiped away by STATIC, and replaced by a computer-image of Grimlock and a few other Dinobots, standing with him, silent and motionless like waiting sentries. (Dinobots are in humanoid mode.)

CUT TO:

LARGE CHAMBER IN AUTOBOT HQ - ON GRIMLOCK

(He stands in the same position as in the previous computer-image SHOT.) From o.s. come the muted WARNING SOUNDS of Teletraan I. CAMERA PUSHES IN TIGHT on his eyes as they suddenly glow as if in response to the warning. His head turns to the o.s. Dinobots.

WIDE SHOT - DINOBOOTS

(SFX: COMPUTER WARNING continues) CAMERA PANS as the eyes of each of the five Dinobots glow in response to the warning, and each sentrylike figure begins to move.

ANGLE - GRIMLOCK

GRIMLOCK → **DINOBOOTS**
Teletraan I calls. ~~he~~ respond.

He turns away from the o.s. Dinobots and toward a stone wall, on which is an alien-looking photoelectric type cel. He aims his energy-sword and fires out a mild CRACKLING electrical beam that strikes the cel, making it glow and CRACKLE. CAMERA PANS to show a huge stone door slide open with a LOUD GRATING/CREAKING NOISE.

OUTSIDE THE CHAMBER - DINOBOOTS

The door continues to CREAK/GRATE open. Grimlock leads the other Dinobots, all holding their weapons, out of the chamber. (COMPUTER WARNING is louder now.)

CUT TO:

SUBTERRANEAN CHAMBER - CONSTRUCTICONS - WIDE

CAMERA PANS as they each TRANSFORM to humanoid mode, the still-smoking hole in the ceiling of the cavern. (SFX: DISTANT COMPUTER WARNING)

CHAMBER ABOVE CAVERN

(SFX: COMPUTER WARNING) Gravedigger flies up through the hole, laser pistol in hand, followed by the other humanoid Constructicons. CAMERA PANS as Gravedigger, followed by the others, rushes off toward the o.s. Control Room.

WIDE SHOT - CONTROL ROOM

In the f.g. is Teletraan I, still sounding & flashing its WARNING SIGNALS. In the b.g., stepping into view from around the corner, are Gravedigger and the other Constructicons, weapons held ready. They react to Teletraan I.

GRAVEDIGGER

There's ~~TELETRAAN I~~ **TELETRAAN I.**

CLOSER - CONSTRUCTICONS

GRAVEDIGGER

Destroy it -- for Megatron!

They raise their laser guns to fire at the o.s. computer. Before they can shoot, 3 ENERGY BEAMS, a LASER and FLAME STREAM shoot INTO FRAME, some singeing their tough hides, others -- as the Constructicons duck trying to avoid them -- blasting part of the wall behind them into fragments.

GRIMLOCK (VO)

No ~~TELETRAAN I~~ **DESTROY TELETRAAN I!**
DINOBOOTS DESTROY YOU!

WIDE SHOT - DINOBOTS

As they continue to BLAST their weapons (Slag his LASER rifle, Swoop his thermal sword, Swoop his FLAME SWORD, the others their CRACKLING ENERGY SWORDS) TOWARD the o.s. Constructicons.

CLOSER - GRIMLOCK

As he raises his double-barreled rocket-launcher and BLASTS it at the o.s. Constructicons. CAMERA PANS FAST with the rockets as the Constructicons duck and the rockets EXPLODE against the wall behind them, SHATTERING it and creating lots of smoke.

EXT. VOLCANO SLOPE

As the rock wall EXPLODES, creating a huge hole, as Grimlock's ROCKETS continue to soar outside, then EXPLODE on the ground, as CAMERA PULLS BACK. Gravedigger, followed by the other Constructicons, steps outside backwards through the hole, while BLASTING their LASER pistols back at the o.s. Dinobots inside the volcano.

WIDE SHOT - THE SIX CONSTRUCTICONS

LONG HAUL
Good! ~~And I'll be right there!~~ **MY BEARINGS HAVE BEEN
BURNING FOR BATTLE!**

GRAVEDIGGER
THEN FIGHT - But remember -- the computer is our
main objective!

As they talk, they continue FIRING LASERS at the o.s. volcano. CAMERA
PULLS BACK to include the exploded-out section of the wall. Grimlock,
Slag, Sludge, Snarl and the flying Swoop rush INTO FRAME and, with
the LASERS shooting and RICOCHETTING off their metal hides, go out
to meet the Constructicons.

EXT. AUTOBOT HQ - ANGLE ON SWOOP, SLUDGE & SNARL

SLUDGE NOT SEE SLUDGE
~~these~~ these Decepticons before!

NOT SEE SNARL
~~again~~ again ~~either~~ **EITHER
BECAUSE WE DINO-MITE THEM TO PIECES!**

As they speak, they BLAST away at the o.s. Constructicons with their
CRACKLING ENERGY SWORDS and Swoop with his FLAME SWORD. Swoop lowers
his weapon and takes off like a JET, as --

SWOOP 'EM
~~let's~~ let's finish ~~it~~ fast!

HIGH ANGLE - CONSTRUCTICONS - SWOOP'S POV

CAMERA TRUCKS CLOSER as the Constructicons look up at their o.s.
foe and FIRE LASERS at him, as --

BONECRUSHER
Blast him! Reduce him to metallic dust!

LOW ANGLE - SWOOP

He flies TOWARD CAMERA firing his MISSILES like a dive-bomber.

WIDE SHOT - CONSTRUCTICONS

Scattering, running, as Swoop swoops INTO FRAME, firing MISSILES
at them that EXPLODE on the ground and off their hides, then flies
OUT OF FRAME.

ON GRIMLOCK AND OTHER DINOBOTS INCLUDING SLAG

SLAG
(complaining) **DINO BOTS
STOP FOOLING AROUND!**

GRIMLOCK
(to the others)
Right! Dinobots -- Transform!!

(CONT)

They stop firing their weapons. CAMERA PANS as Grimlock, Slag and the others TRANSFORM to their dinosaur modes -- and Swoop lands INTO FRAME, hovering and doing his TRANSFORMATION in mid-air.

WIDE SHOT - CONSTRUCTICONS

CAMERA PANS as they recover from their last blows and react with surprise to the o.s. Dinobots.

ON SLAG

Without hesitation, the Brontobot SLAMS one foot on the ground. CAMERA PULLS BACK as the impact creates a growing/spreading earth fissure, and makes the ground TREMBLE like an earthquake.

INT. CAVERN - ON LAVA RIVER

From o.s. we hear the TREMORS as CAMERA PANS UP to the cavern ceiling to show the rock SPLITTING APART, and the CRACKLING flames & heat from below rising toward the hole.

THE SURFACE - CONSTRUCTICONS

They react and step aside quickly to avoid falling, as the fissure spreads between them, and HISSING smoke and CRACKLING flames rise from under the earth's surface.

CONSTRUCTICONS

(Ad-libs: "Careful!," "Watch out!," etc.)

By the time the fissure stops spreading, Gravedigger, Scrounge & Mixmaster are on one side of it, Bonecrusher, Hook & Long Haul on the other.

ON SLAG

He walks TOWARD CAMERA and stops to fire his CRACKLING FLAME breath at the o.s. Hook and Bonecrusher.

ON BONECRUSHER, HOOK & LONG HAUL

The CRACKLING FLAME stream shoots INTO FRAME. They move aside just in time as the ground in front of them is struck by the flames and becomes a molten inferno. The two Constructicons use their hands to shield themselves from the raging heat, as --

BAD NEWS, HOOK

~~Gravedigger!~~, Gravedigger! They've brought out the heavy artillery!

ON SNARL

He takes a couple steps TOWARD CAMERA, stops and turns around. His tail spikes, TOWARD CAMERA, glow and PULSATE with energy, then shoot out packets of deadly LASER light.

THREE-SHOT - GRAVEDIGGER, SCROUNGE & MIXMASTER

Struck by the LASER PULSES, which shoot INTO FRAME and EXPLODE against their metal hides, driving them back.

GRAVEDIGGER

Then it's time we did the same -- **ONLY**
~~heavier!~~ Construticons ...

WIDE SHOT - HOOK, LONG HAUL & BONECRUSHER

GRAVEDIGGER (VO)

... Transform ... phase one!

CAMERA PANS as they each TRANSFORM to their vehicular modes.

ANGLE - GRIMLOCK

Reacting curiously to the o.s. Constructicons. CAMERA PANS as he looks back to Snarl, Slag, Sludge and the hovering Swoop -- who all exchange surprised looks and head movements.

WIDE SHOT - GRAVEDIGGER, SCROUNGE & MIXMASTER

CAMERA PANS as they each TRANSFORM to vehicular mode.

GRAVEDIGGER (VO)

Now Transform ... phase two!!

ANGLE - DINOBOOTS

All reacting with astonishment to the o.s. Constructicons.

WIDE SHOT - MIXMASTER AND GRAVEDIGGER

The Tractor Shovel and Concrete Mixer move next to each other, then rear up vertically like two giant legs. A BEAT later, the Dump Truck flies INTO FRAME to take its place as a huge torso, while, from each side, the Power Shovel and Bulldozer fly INTO FRAME to become two arms, and finally Truck Crane flies INTO FRAME to become the head and shoulders -- all together becoming the giant robot DEVESTATOR! CAMERA TILTS upon his completion to emphasize his size & might.

DINOBOOTS

CAMERA PANS as each reacts with astonishment to the o.s. giant robot.

CLOSER - DEVESTATOR - LOW ANGLE

CAMERA PUSHES IN on the giant's face, as --

DEVESTATOR

(booming voice comprised of
 the voices of all six individual
 Constructicons speaking together)
 Prepare to meet your doom! Nothing can
 withstand the might of ... Devestator!!

WIDE SHOT - AUTOBOT TRANSFORMS & DECEPTICONS

CAMERA PANNING with them as the Autobot/Transform convoy speeds down the road toward their HQ, and with the Decepticons flying overhead led by Megatron.

ON BUMBLEBEE (MOVING)

Spike, Sparkplug and Chip are riding inside (the wheelchair folded up in the back seat). They all react to the o.s. battle. Spike excitedly points out the window.

SPIKE

Hey -- check that out! What is it?!

LONG SHOT - DEVESTATOR - SPIKE'S POV

In the f.g. is the open fissure with HISSING smoke rising and occasional BLASTS of CRACKLING FLAME (partially obscuring the huge robot). Devestator turns slowly (his movements will always be slower than other robots' to emphasize his size and bulk) to walk toward the o.s. Dinobots, as CAMERA PANS to include the waiting Dinobots.

ON DINOBOOTS - SHOT FAVORS GRIMLOCK

GRIMLOCK

(ROARS angrily)

Without hesitation, Grimlock stomps TOWARD CAMERA, his mouth opening wide.

WIDE SHOT - DEVESTATOR & GRIMLOCK

Devestator lumbers toward Grimlock, who -- with his own lack of speed -- moves as quickly as he can toward his foe, then takes a mighty leap as Devestator offensively raises an arm to strike him.

CLOSER - DEVESTATOR AND GRIMLOCK

Grimlock's leap continues, as he CLAMPS his mighty jaws down on Devestator's arm, TWISTING some of its METAL. CAMERA PANS as, in the next moments, Devestator effortlessly turns around and, with a mighty swing of his arm, sends Grimlock helplessly flying off.

VOLCANO'S SLOPE

Grimlock flies INTO FRAME and SLAMS HARD against the slope, sending rocks flying off in all directions. (CAMERA SHAKE.)

ON SNARL AND SUN

Beams from the sun strike his back plates and make them glow with solar power. As the glow starts to fade, Snarl rushes as fast he can toward the o.s. Devestator.

ON DEVESTATOR

He turns and reacts to the o.s. Snarl. CAMERA TILTS DOWN to show Snarl reach Devestator, turn around and then swing his powerful tail against the huge robot's legs, starting to topple him.

ANOTHER ANGLE - DEVESTATOR AND SNARL

Without effort, regarding Snarl as an annoyance more than a threat, Devestator kicks him off the ground and into the air,

NIGHT ANGLE - THE OPEN FISSURE

Snarl falls INTO FRAME, CRASHING at the edge of the fissure, his tail hanging over the edge. A BEAT later, a BLAST of CRACKLING FLAME issues from the crater, singeing his tail, spurring him to roll aside to safety.

ON CONVOY - SHOT FAVORS IRONHIDE'S VANETTE TRANSFORM (MOVING)

IRONHIDE (VO)

We gotta help out our Dino-buddies!

CAMERA PANS over to the Optimus Truck Transform.

OPTIMUS PRIME (VO)

No, Ironhide! Remember the Law!

LOW ANGLE - MEGATRON, STARScream, OTHER DECEPTICONS

CAMERA TRUCKS as they fly overhead.

MEGATRON

(laughing)

That's right -- you must keep your honor ... and obey the Law!

ANGLE - DEVESTATOR

He turns and looks, as CAMERA PANS to show the Autobot/Transform convoy rolling into the volcano through the hole blasted into the wall.

WIDE SHOT - DECEPTICONS

Megatron and Starscream are in prominence, as the Decepticons land on the battlefield. Starscream looks to Megatron.

STARSCREAM

We could join the battle -- if we still had our powers.

CLOSER - MEGATRON & STARSCREAM

MEGATRON

My Devestator needs no help in vanquishing these Dinobot oafs!

CAMERA PANS away from them to Devestator, some distance away on the battlefield. Devestator fires LASERS from his eyes at Sludge, who steps aside as the blasts EXPLODE sections of the ground.

WIDE SHOT - SLAG AND SWOOP

Swoop slowly descends upon Slag and grasps the Tricerabot with his hind claws, then flapping his mighty wings to HURRICANE force, lifts the horned Dinobot off the ground.

ON SLUDGE

Lumbering TOWARD CAMERA and firing LASERS from his eyes.

LOW ANGLE - MEDIUM SHOT - DEVESTATOR

He turns and looks up, as Sludge's LASERS ricochet off his hide, and CAMERA PANS to show Swoop flying toward him carrying Slag.

ANOTHER ANGLE - WIDE

Swoop flies at Devestator, releasing Slag from his grasp. Slag is about to collide horns-first with Devestator, who reaches out and SLAMS a fist against the Tricerabot, knocking him aside. (SFX: METALLIC CLANG) Swoop continues flying OUT OF FRAME.

HIGH ANGLE - SLUDGE

As he continues moving forward and shooting his eye-LASERS, Slag is hurled INTO FRAME and on top of him, stopping him. (SFX: LASERS, METALLIC IMPACT)

ON DEVESTATOR

CAMERA PANS to include the flying Swoop, as Devestator fires powerful LASERS from his eyes and cuts through one of Swoop's wings.

SWOOP

(Wild SHRIEK)

ON SWOOP

His wing torn and smoking, CAMERA PANS as he drops from the sky and CRASHES near the HISSING fiery earth-fissure.

INSIDE CONTROL ROOM - IRONHIDE AT HOLE IN WALL

He stands at the hole, in humanoid mode, looking out as we hear BATTLE SOUNDS and see FLASHES OF LIGHT from the o.s. fight. Angry and helpless, he SLAMS his fist against the wall, making it TREMBLE (CAMERA SHAKE). When the shaking stops, he looks embarrassed to o.s.

IRONHIDE

Uh, sorry about that.

CAMERA PANS to show various Autobots all in humanoid mode, in front of Teletraan I, which is blinking as normal. Optimus Prime is standing with his front panels open, and Wheeljack and Ratchet working on his circuitry with futuristic LASER instruments. Chip sits in his wheelchair in front of the computer watching the lights. Spike and Sparkplug stand to one side watching the repairs being done.

CLOSER - WHEELJACK, RATCHET AND OPTIMUS PRIME

They finish their work and close the chest panel, as --

RATCHET

There! Optimus is as good as the day ~~HE ROLLED OFF~~
~~THE MECHANICAL LINE.~~
BETTER EVEN.

WHEELJACK

~~I~~ I still don't understand where Megatron
 got ~~ENOUGH STRENGTH TO WHIP HIM!~~

ON CHIP, SPARKPLUG & SPIKE

CHIP

I do! I just had Teletraan I do an
 energy-scan on Optimus' damaged parts, and
 -- see for yourselves!

As he speaks, CAMERA PANS to Teletraan I's monitor screen. Computer-images of all the other Decepticons flash onto it, one after the next.

WHEELJACK (VO)

Of course! Somehow Megatron used the
 powers of all the other Decepticons!

ON IRONHIDE

IRONHIDE **WHICH NEGATES THE RESULTS**

Then Megatron cheated! ~~THE RESULTS~~
~~OF COMBAT UNDER THE~~ Law! Right, Optimus -- ?

He is looking back toward Optimus. CAMERA PANS to show Optimus and the others. All look toward Optimus expectantly for an answer.

OPTIMUS

Affirmative! ~~THE RESULTS~~ **AUTOBOTS!**
THE TIME HAS COME TO FIGHT BACK!!

They all react joyously, raising their hands, fists, etc.

AUTOBOTS & HUMANS

(Ad-libbed CHEERS, SHOUTS, BATTLE HOOTS, etc.)

CLOSE - OPTIMUS

He rubs his chin in thought --

OPTIMUS PRIME

~~I~~ I ~~have~~ have a plan to defeat
 that giant robot.

WIDE SHOT - ALL FIVE DINOBOTS

recovering and stalking toward the o.s. Devestator, as CAMERA PANS to include the Devestator standing ready for another attack.

DEVESTATOR

(all six voices as one)
Nothing defeats ... the Devestator! Nothing!!

MEDIUM SHOT - DEVESTATOR

GIANT AUTOBOT (VO)
(booming, mocking, echoing voice)
Nothing, little one?! (LAUGHS)

Devestator looks up and reacts with a broad TAKE REACTION.

ON MEGATRON AND DECEPTICONS

All reacting with astonishment to the o.s. Devestator and up.

BACK TO DEVESTATOR

CAMERA PANS from his astonished face to a LOW ANGLE of an Autobot-type robot towering high above him -- a creature that makes even Devestator seem small by comparison! The Autobot folds his arms confidently.

GIANT AUTOBOT
What would you say about me?! (LAUGHS)

WIDE SHOT - DEVESTATOR AND GIANT AUTOBOT

Devestator pauses indecisively, moving about as if not knowing what to do, with the huge Autobot towering over him.

ANGLE - OPTIMUS PRIME, IRONHIDE, SPIKE, SPARKPLUG, OTHERS

Standing in the hole in the volcano wall. Prime holds his big raygun and aims it --

OPTIMUS PRIME
Now, before he realizes what is
happening ...

-- then BLASTS OUT its most powerful LASER beam. CAMERA PANS with the beam as it strikes Devestator, literally separating his six individual Constructicon parts and scattering them in all directions. (SFX: LASERS, EXPLOSION, METAL SEPARATING)

WIDE SHOT - DINOBOOTS

Suddenly they all start firing weapons and moving as fast as they can toward the o.s. Constructicons. Grimlock shoots LASER breath, Slag shoots 3-horn LASERS, Sludge uses eye-LASERS, Snarl shoots nostril-LASERS and Swoop, flying, is firing MISSILES.

WIDE SHOT - CONSTRUCTICONS IN VEHICULAR MODE

The LASERS and MISSILES from the o.s. Dinobots shoot at them from o.s., taking them unprepared, denting and singeing their machine hulls so relentlessly that they cannot fight back. They turn to retreat.

WIDE SHOT - DINOBOOTS AND CONSTRUCTICON TRANSFORMS

The barrage of LASERS, MISSILES and FLAMES from the Dinobots drive back the Constructicons. CAMERA PANS to show the earth fissure in the Constructicons' path.

CLOSER - CONSTRUCTICONS

CAMERA TILTS as they topple into the fissure. (SFX: FLAMES, MOLTEN LAVA)

SUBTERRANEAN CHAMBER - LAVA RIVER

The Constructicon machines splash into the BELCHING, BUBBLING lava and sink out of sight.

WIDE SHOT - GIANT AUTOBOT

CAMERA PANS from the giant to show HOUND creating it as an illusion with his holographic power. He shuts off the power and the "giant" vanishes!

MEGATRON, STARSCREAM & OTHERS

MEGATRON

(angry)

THE GIANT AUTOBOT ~~was~~ a holographic illusion! It wasn't real!

OPTIMUS PRIME (VO)

No -- but we are, ~~Megatron!~~

They all turn and react with surprise as CAMERA PANS to show Optimus Prime leading all the Autobots, with weapons drawn and Ironhide near him, TOWARD CAMERA. They shoot their various LASERS, ENERGY BOLTS, etc.

WIDE SHOT - AUTOBOTS AND DECEPTICONS

The Autobots keep FIRING. (Megatron not in SHOT) CAMERA PANS as the Decepticons, trying to fend off the blasts with their hands and suffering damage, are driven back toward the fissure.

IRONHIDE

~~As a Decepticon power, they're not~~ NAIL 'EM,
~~GUYS!~~ GUYS! TURN 'EM TO SCRAP!

SUBTERRANEAN CHAMBER - LOW ANGLE ON FISSURE

The Decepticons fall into the fissure. CAMERA TILTS as they SPLASH into the BELCHING, HISSING lava, some starting to melt, then sink beneath the molten surface of the "river."

ON MEGATRON

OPTIMUS PRIME (VO)

No, Megatron -- you will not have to fight all ~~the~~ powers ~~of the~~

AUTOBOT

AT ONCE --
JUST ME!

As Prime speaks, Megatron looks away from the fissure and reacts with a START, as CAMERA PANS to show Optimus, standing alone and raising his big raygun. Optimus FIRES its most powerful LASERS.

ON MEGATRON

Surprised as the LASERS hit him, knocking him into the fissure. CAMERA TILTS as he plunges into HISSING lava and smoke rises.

SUBTERRANEAN CHAMBER - MEGATRON

sinks dramatically into the lava. The last we see of him is his raised fist, which relaxes and vanishes under the BELCHING, HISSING lava.

LOW ANGLE - OPTIMUS PRIME AT FISSURE

He lowers his laser gun and looks into the fissure. Ironhide, other Autobots, Spike, Chip and Sparkplug move INTO FRAME and join him.

OPTIMUS PRIME

It is ended. ~~████████████████████~~

CLOSER - SPARKPLUG, SPIKE & CHIP

SPIKE

Is it really over, Optimus? I mean, have we seen the end of this war -- forever?

He looks up and CAMERA TILTS to Optimus. He looks toward Spike, then thoughtfully back to the o.s. fissure. Lava smoke rises INTO FRAME.

OPTIMUS PRIME

Who can say, Spike? In this vast universe -- is anything truly ... "forever"?

DISSOLVE TO:

UNDERGROUND LAVA RIVER - WIDE SHOT

CAMERA PANS over the HISSING, BELCHING "river," and STOPS as something begins to rise slowly in the foreground -- Megatron, his body burned and damaged and dripping smoking lava. CAMERA PUSHES IN on his face as it shows a look of utter hatred, then we FREEZE FRAME --

MEGATRON (VO)

We shall rise again!!

FADE OUT.

THE END