

TRANSFORMERS

"The Girl Who Loved Powerglide"

(MP#700-53)

(SCRIPT)

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(MP#700-53)

CAST LIST

AUTOBOTS:

POWERGLIDE  
OPTIMUS PRIME  
RATCHET  
WHEELJACK  
TELETRAAN I

DECEPTICONS:

RAMJET  
THRUST  
DIRGE  
MEGATRON  
SOUNDWAVE  
RUMBLE  
HOOK

HUMANS AND OTHERS:

SPIKE  
SPARKPLUG  
  
ASTORIA  
OLD MAN 1  
OLD MAN 2

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ACT ONE

FADE IN:

EXT. CITY SKYLINE - DAY

PUSHING IN on the top of a high, ultramodern office tower.

CLOSER - TOP OF THE TOWER

Out-of-keeping with the futuristic building, on its roof is a green, terraced garden, with white lattice porticos and gazebos, all festooned with streamers and brightly colored balloons. Clearly, some kind of party is in progress.

STILL CLOSER - THE ROOF GARDEN

And what a strange party it is! A bunch of old men in business suits stand around, all of them doing a very poor job of disguising their disgust at the ridiculous-looking party hats they are wearing.

TWO OLD MEN

One leans to the other and mutters:

OLD MAN 1

I feel like an absolute bloody fool! This is disgraceful! This is humiliating! This is--!

OLD MAN 2

-- a direct order of the chairman of the board! Stop complaining. Here comes our --  
(snorts derisively)  
-- beloved chairman now.

ANGLE - WHITE LATTICED PORTICO

from which emerges ASTORIA -- a pretty, blonde, fifteen year old girl! She wears a party dress and paper hat--and, most importantly, a cheap, dimestore charm-necklace.

WIDER - TO INCLUDE THE OLD MEN

as Astoria faces them.

ASTORIA

I know you're all totally grossed  
out to be here. But it's my  
birthday, man!

CLOSER - ASTORIA

She regards the o.s. old men angrily.

ASTORIA (CONT)

So I'm going to have a party!

ANGLE - OLD MEN

not looking in the least like they're in the mood for fun.  
Astoria ENTERS, facing them.

ASTORIA (CONT)

Why aren't you old geezers having  
a good time!?

OLD MAN 2

I -- I am, Astoria!

ASTORIA

Horse pockey!

FOLLOW as she turns and walks away.

ASTORIA (CONT)

Some life! Day in, day out,  
surrounded by a bunch of senile  
old windbags!

She whirls around and practically screams:

ASTORIA (CONT)

Why can't you guys just lighten  
up and enjoy yourselves!?!

ANGLE - THE OLD MEN

Two or three dutifully raise noisemakers and twirl them around.  
One old man puts a tooter to his lips and makes a meek-sounding  
HONK.

RESUME - ASTORIA

She rolls her eyes and SLAPS the side of her face in  
exasperation.

ASTORIA

I can't stand it!

PUSH IN on her as she turns away, then slowly turns back, tears brimming in her eyes.

ASTORIA (CONT)

This place is like a prison! I hate it! I want some excitement in my life!

PULL OUT as Old Man 2 ENTERS and places a hand on her shoulder.

OLD MAN 2

Don't cry, Astoria...

ASTORIA

It's my party and I'll cry if I want to!

Suddenly both look up in shock at the O.S. ROAR OF JETS as several large shadows whip over them!

UPSHOT - SKY

Past the latticework, we see three of the Decepticon jets -- THRUST, DIRGE and RAMJET -- shooting past.

WIDE - SKY

As the three jets shoot away from us, peeling around and circling back.

RAMJET (VO)

Target sighted!

THRUST (VO)

Commence the attack!

The three rush INTO CAMERA, FIRING!

WIDE - THE ROOF GARDEN

A missile SCREAMS IN and EXPLODES one of the gazebos as old men go running for cover in all directions!

ANOTHER ANGLE

A ray sweeps THROUGH, EXPLODING a cluster of balloons!

CLOSE - ASTORIA

As another missile EXPLODES in B.G. she SCREAMS and runs!

CUT TO:

EXT. TOPS OF SKYSCRAPERS - FOLLOWING

as POWERGLIDE, in jet mode, gains INTO SHOT.

POWERGLIDE (VO)  
Some kind of disturbance ahead...

CLOSE - A SMALL HATCH ON THE JET'S NOSE

which opens as a telescope lens emerges, WHIRRS and focuses.

POV - THROUGH THE 'SCOPE

The image of the roof-garden comes into FOCUS -- and we see the three jets circling and strafing as old men run every which way beneath the balloons and streamers.

POWERGLIDE (VO-CONT)  
What in the heck -- !?

WIDE - POWERGLIDE - FOLLOWING

as he starts pouring on speed.

POWERGLIDE (VO-CONT)  
That's the Hybrid Technologies  
building! Those Decepti-creeps  
must be after some secret plans!

POV - THROUGH THE 'SCOPE

The attack, growing nearer. We see Dirge and Ramjet TRANSFORM and land on the roof garden in robot mode.

POWERGLIDE (VO-CONT)  
Or maybe some new fuel they've  
invented!

RESUME - WIDE - POWERGLIDE - FOLLOWING

POWERGLIDE (VO-CONT)  
Or maybe they're gonna kidnap all  
the company's top scientists!  
Or --  
(total astonishment)  
Huh?!?

POV - THROUGH THE 'SCOPE

Dirge and Ramjet grab Astoria!

POWERGLIDE (VO-CONT)  
They're after that girl!?

RESUME - POWERGLIDE - FOLLOWING

POWERGLIDE (VO-CONT)  
It's hero time!!

ANGLE - ROOFTOP - DIRGE, RAMJET AND ASTORIA

She manages to jerk free of Dirge's grasp.

ASTORIA  
Let go of me you incredibly gross  
sleazebomb!

ANGLE - THE OLD MEN

OLD MAN 2  
Don't you touch that girl!

ANGLE - DIRGE, RAMJET AND ASTORIA

Ramjet whips up a blaster, aiming it at the o.s. men.

RAMJET  
Stay back!

Suddenly they all look up as --

POWERGLIDE (VO)  
Hey, kid! Grab the rope!!

DIRGE  
Powerglide!

WIDE

Powerglide streaks THROUGH, a rope dangling from his underbelly.

CLOSE - ASTORIA

As the rope swings THROUGH, she grabs it and is whipped OUT OF SHOT.

WIDER

RAMJET  
After them!

FOLLOW as the two take to the air, TRANSFORMING into jet mode.

VERTIGO ANGLE - ASTORIA

FOLLOWING as she dangles from the rope over the plunging canyons of skyscrapers! She CRIES OUT:

ASTORIA

Ahhhh!!!!

-- and begins climbing up.

INT. POWERGLIDE CABIN - ANGLE ON DOOR

as Astoria throws it open and ENTERS.

ASTORIA

Hey, man, thanks for rescuing me,  
whoever you --

As her eyes pop with terror and disbelief, PAN AHEAD FAST to the empty cockpit.

ASTORIA (CONT-VO)

-- aren't!!

She rushes IN.

ASTORIA (CONT)

There's nobody flying this plane!!

CLOSER -- CONTROLS

She sits in the pilot's seat, eyeing the controls in panic.

ASTORIA (CONT)

Omigosh...! We're gonna crash...!

She starts punching buttons wildly.

POWERGLIDE (VO)

Hey!! Don't -- !!

EXT. FOLLOWING POWERGLIDE

as the jet suddenly falls into a tailspin, plummeting between two huge skyscrapers.

INT. COCKPIT

SPINNING around and around as Astoria frantically monkeys with the controls.

ASTORIA

No, wrong button -- !!



EXT. SKY - DECEPTICON JETS  
flying straight toward us.

THRUST (VO)  
There they are!

FOLLOWING POWERGLIDE

as the jet suddenly climbs into a loop-de-loop.

POWERGLIDE (VO)  
Watch what you're doing, will ya!?

ANOTHER ANGLE - FOLLOWING

The jet executes a dizzying series of victory rolls, narrowly missing the sides of several buildings!

POWERGLIDE (CONT-VO)  
Hey! No -- !!

FOLLOWING THE DECEPTICON JETS

THRUST (VO)  
(sarcastically)  
Such superb aerial agility! Truly  
a worthy adversary!

RESUME - FOLLOWING POWERGLIDE

At last the jet stabilizes -- upside down!

INT. COCKPIT - UPSIDE DOWN

Astoria now sits on the ceiling.

POWERGLIDE (VO)  
Whew! What a relief!

EXT. POWERGLIDE - FOLLOWING

The jet rolls over, righting itself.

INT. COCKPIT

Astoria is unceremoniously dumped back in the pilot's seat.

POWERGLIDE (VO-CONT)  
Now knock it OFF, will ya!?!?

ASTORIA  
(looking around)  
Wh-- who are you?

POWERGLIDE (VO)  
The guy that's tryin' to save you!  
So sit still and let me get on  
with it!

ANGLE - THE DECEPTICON JETS

ROARING past on either side of CAMERA, FIRING wildly!

ANGLE - A WIDE SKYSCRAPER

Powerglide ducks behind it. PAN AWAY to the distant approaching Decepticon jets.

DOWNSHOT - BASE OF THE SKYSCRAPER

on the other side. A two-level highway runs past the building, and we see Powerglide vanish into the lower level.

WIDE - THE SKYSCRAPER

as the Decepticon jets fly around behind it.

DOWNSHOT - THE HIGHWAY

with no trace of Powerglide.

UPSHOT - THE JETS - FOLLOWING

RAMJET  
He has eluded us!

DIRGE  
We must keep searching...

EXT. STREET

Astoria stands next to the "parked" Powerglide.

ASTORIA  
Wow! That was intense!

POWERGLIDE (VO)  
I think we ditched 'em.

Astoria gapes as he TRANSFORMS into robot mode.

## EMPHASIZING ASTORIA

She regards Powerglide with awe, her mouth hanging open.

ASTORIA

Who...are...you?

POWERGLIDE

Powerglide's the name.

ASTORIA

Well, whoever you are, I think you're completely the greatest!

POWERGLIDE

(uncomfortable)

Er, thanks. Now listen --

She starts climbing onto his back, as he tries shaking her off.

ASTORIA

I wanna go flying again!

POWERGLIDE

Aw, come on -- !

ASTORIA

Let's find those other guys so they can chase us some more and we can do some of those wild stunts -- !

## ANOTHER ANGLE

Powerglide shakes her off, and she falls to the ground.

POWERGLIDE

Will you shut up and LISTEN!?!  
I gotta know why those goons were after you! Who are you?

ASTORIA

I'm Astoria Somebody, Chairman of the Board for Hybrid Technologies.

## REACTION - POWERGLIDE

POWERGLIDE

You...run Hy-Tech...?

ON ASTORIA

ASTORIA

Yeah, see, like, my father died,  
okay? And he left the company  
to me.

RESUME TWO

POWERGLIDE

We've gotta find out why they want  
you!

ASTORIA

I wanna go flying!!

POWERGLIDE

(making a fist)

I'll send you flying!

He grabs her by the wrist and yanks her OUT OF SHOT.

FLIP TO:

EXT. SPARKPLUG'S GARAGE - DAY

We PUSH IN and...

DISSOLVE THROUGH TO:

INT. AUTOBOT N.Y.H.Q.

Powerglide and SPARKPLUG stand facing TELETRAAN I's display  
screens, one of which contains the image of OPTIMUS PRIME.

OPTIMUS PRIME

According to this data, Astoria  
isn't allowed access to Hy-Tech's  
research labs or equipment --even  
though she runs the company!

POWERGLIDE

There must be some reason why the  
Decepti-goons tried to nab her!

ANGLE - OPTIMUS PRIME ON THE SCREEN

OPTIMUS PRIME

Maybe they just wanted to hold  
her hostage -- in exchange for  
some secret information...

ANGLE - POWERGLIDE

POWERGLIDE

Yeah, but what information?  
That's what bothers me!

INT. SPARKPLUG'S GARAGE

SPIKE is working on a car engine which dangles from chains over the vehicle's open hood. He drives home bolts with a POWER DRILL while Astoria wanders around.

SPIKE

So, you had a run-in with the  
Decepti-creeps, eh?

ASTORIA

Yeah...

CLOSER - SPIKE

He gives her the once-over, then flashes his winningest smile.

SPIKE

Too bad I wasn't there. I'm  
always ready to rescue a girl as  
pretty as you!

WIDER - TO INCLUDE ASTORIA

ASTORIA

Mmm.

(turns eagerly)

What do you know about Powerglide?

SPIKE

(disappointed)

Oh, he's okay. Kind of a  
blowhard, if you know what I mean.

CLOSE - ASTORIA

ASTORIA

I think he's wonderful!

REACTION - SPIKE

He cocks an eyebrow in surprise.

SPIKE

You do...?

RESUME ASTORIA

ASTORIA  
(rhapsodizing)  
Oh, wow...! He's tall, he's  
handsome, he's shiny...!

She spins around blissfully with her arms spread like wings.

ASTORIA (CONT)  
And he can fly!!

ANGLE - SPIKE

He turns back to his work.

SPIKE  
Yeah, well, there's a few things  
he can't do, y'know...

Astoria ENTERS, watching him work.

ASTORIA  
What're you doing -- ?

CLOSE - THE DRILL IN HIS HAND

As she speaks the drill suddenly REVVS WILDLY, and the bolt Spike was driving home SNAPS in two, leaving only a jagged stump of metal sticking out of the bore-hole.

SPIKE (VO)  
Terrific...

ANGLE - DOOR FROM THE AUTOBOT H.Q.

Powerglide ENTERS the garage.

ANGLE- SPIKE

setting down the drill and picking up a small, handheld BLOWTORCH. He aims the tiny jet of blue flame at the broken end of the stuck bolt as Astoria leans IN to look.

ASTORIA  
What's the mat--

Suddenly, a huge jet of bright yellow flame erupts from the tip of the blowtorch! Spike SCREAMS and scrambles to twist the gas-valve shut on the side of the cannister as the bolt of flame sweeps over the entire engine!

WIDER - TO INCLUDE ASTORIA

Spike, still holding the now-doused torch, holds up his hands motioning her back.

SPIKE

Get away! Just stay clear of my equipment -- !

But he's pushing her the wrong way -- toward the car.

ANGLE - ASTORIA BY THE CAR

ASTORIA

Hey, like, I can't help it if your junk's all defective -- !

And as she speaks, the engine behind her suddenly breaks loose from its chain moorings, CRASHING completely through the car and onto the floor!

ANGLE - POWERGLIDE

Still standing by the door, his arms folded across his chest.

POWERGLIDE

No wonder your own company won't let you near any of their equipment!

ANGLE - ASTORIA

by the smouldering ruins of the car.

ASTORIA

Yeah, I guess me and machines don't get along too well...

ANGLE - POWERGLIDE

He pushes away from the door, heading toward her.

POWERGLIDE

I can personally attest to that!

WIDE - ASTORIA

as Powerglide ENTERS, leading her off.

POWERGLIDE (CONT)

Come on, I've been given the lucky task of escorting you back to our main headquarters.

They head OFF out into the street.

ASTORIA (VO)  
I'm hungry! I absolutely gotta  
have something to eat!

POWERGLIDE (VO)  
Why does everything happen to me?

FLIP TO:

INT. DECEPTICON CONTROL ROOM - DAY

This is NOT a room in their undersea H.Q. -- it's a place we've never seen before. (Don't worry, I'll tell you what it is when I'm good and ready.) An enraged MEGATRON looms over Thurst, Ramjet and Dirge.

MEGATRON  
You failed to take the girl!?!  
You dare come to me with this  
news!?

THRUST  
We had not counted on the  
interference of Powerglide.

ANGLE - MEGATRON

MEGATRON  
I don't believe it! You are  
supposed to be the most powerful  
jets in the galaxy!

ANGLE - THE THREE DECEPTICONS

cringing at Megatron's every word.

MEGATRON (VO-CONT)  
And you expect me to believe that  
you were beaten by a pipsqueak  
Autobot plane?!

RAMJET  
Please allow us to atone,  
Megatron, by trying to find her  
again.



ANGLE - MEGATRON

MEGATRON

You will not "try" to get her!  
You will get her -- or I'll have  
you all melted down for scrap!!

He turns and EXITS.

ANGLE - THE THREE DECEPTICONS

They look to one another for a moment, then Dirge starts walking OFF.

THRUST

Where d'you think you're going?

DIRGE

To have myself melted down for  
scrap. May as well get it out  
of the way now...

Ramjet grabs Dirge and heads OFF.

RAMJET

Don't be an idiot! Come on!

FLIP TO:

EXT. CENTRAL PARK - DAY

Astoria and Powerglide stand by a hotdog stand with a bright yellow umbrella. Past them in the b.g., we can see a merry-go-round and other rides. Astoria raises a hotdog and happily takes a bite.

ASTORIA

(mouth full of food)

Mmmm! Get me another one!

POWERGLIDE

Astoria, we've got to get --

Astoria suddenly sees something o.s. and beams brightly.

ASTORIA

No, wait! I wanna do that!

Powerglide sees what "that" is and reacts in dismay.

POWERGLIDE

Oh, no...

CUT TO:

EXT. CENTRAL PARK EAST

A horse-and-buggy, festooned with garlands of flowers, is making its way slowly through traffic. As we PUSH IN on it we see that sitting behind the driver are Powerglide and Astoria, happily eating her hotdog.

ASTORIA

I've never had so much fun in,  
like, my whole life!

CLOSER

Powerglide is in cramped quarters...

POWERGLIDE

I've never been so embarrassed  
in my whole life!

He looks up and around, worried.

POWERGLIDE (CONT)

And we're a sitting duck for the  
Decepticon jets!

ASTORIA

Will you listen to how you talk?  
I never met such an uptight robot!  
You gotta learn to relax.

WIDER

The carriage comes to a stop outside the amusement area.

ASTORIA (CONT)

Okay, so now I wanna mange another  
dog.

She suddenly sees something o.s. and brightens...

ASTORIA (CONT)

No, wait...!

Powerglide looks, sees it, too, and sours!

POWERGLIDE

Aw, come on!!

ASTORIA

Just once!

FOLLOW as she bounces out of the carriage, dragging him along by the hand.

POWERGLIDE

(sighs)

I have fought Decepticons, giant  
monsters and kill-crazed aliens  
-- !

(heading OFF with her)

But NEVER have I met anyone like  
you!!

CUT TO:

CLOSE - CAROUSEL

A brightly-colored wooden horse pops up INTO SHOT--carrying Astoria and Powerglide. FOLLOW as it bobs up and down, going around and around.

ASTORIA

Boy, this is more fun than running  
that stupid old company any day!

POWERGLIDE

Astoria, we have got to get you  
outta here! It's dangerous!

ANOTHER ANGLE - WIDER

ASTORIA

What're you talking about--?!  
We're on a merry-go-round for  
cryin' out loud.

The ride slows and they get off. Astoria looks around.

ASTORIA (CONT)

Okay, so like, what do I wanna  
do now...?

POWERGLIDE

(fuming)

I don't care what you wanna do!

He grabs her by the scruff of her neck.

POWERGLIDE (CONT)

We're going to the volcano!!

ANOTHER ANGLE

Astoria jerks away -- suddenly amazingly furious!

ASTORIA  
Leggoa me! Let go!

She clutches the charm necklace protectively.

ASTORIA (CONT)  
Don't you touch my necklace!!

ON POWERGLIDE

looking at her in surprise.

POWERGLIDE  
What's the matter...?

RESUME - ASTORIA

ASTORIA  
My dad gave me this before he  
died! He made me promise never  
to take it off!

PULL OUT as Powerglide ENTERS.

POWERGLIDE  
(meekly)  
I'm sorry. Real sorry.

ASTORIA  
It's okay. You didn't know.

Powerglide takes her by the elbow and turns into CAMERA...

POWERGLIDE  
But now we've gotta --  
--and sees something awful ahead!

POWERGLIDE (CONT)  
(weakly)  
-- go.

REVERSE ANGLE

Dirge, Thrust and Ramjet stand facing us.

THRUST  
We've come for the girl!

RAMJET

And we'll get the girl!

DIRGE

Or else!

And with that they suddenly leap straight INTO CAMERA!

FADE OUT

END OF ACT ONE

ACT TWO

FADE IN:

EXT. AMUSEMENT PARK - DAY - ASTORIA AND POWERGLIDE

POWERGLIDE  
Astoria?

ASTORIA  
Yeah?

POWERGLIDE  
Run!!!

They duck OFF to either side as Ramjet, Dirge and Thrust leap IN from over CAMERA.

ANGLE

Powerglide runs IN and turns.

POWERGLIDE  
Even the three of you can't beat  
one of me!

ANGLE - THRUST

holding the rolling hotdog stand seen earlier over his head.

THRUST  
Oh yeah!?

He hurls it OFF!

ANGLE - POWERGLIDE

as the hotdog stand creams him! (SFX: CRASH!!)

CLOSER - POWERGLIDE

standing, covered in saurkraut and strings of hotdogs.

POWERGLIDE  
Now that's fighting dirty!

He races OFF.

ANGLE - TRASH RECEPTACLE

Astoria peers out from behind it worriedly.

ANGLE - POWERGLIDE

He whips out his blaster and FIRES.

WIDE - THE MERRY-GO-ROUND

Ramjet ducks around the other side of the carousel to avoid Powerglide's FIRE.

OTHER SIDE OF THE MERRY-GO-ROUND

Ramjet grabs its base and lifts it with a SOUND OF CRACKING METAL.

WIDE - THE MERRY-GO-ROUND

Ramjet literally lifts it into the air, swinging it back and hurling it OFF like a giant frisbee!

WIDE - POWERGLIDE

POWERGLIDE

Uh-oh...!

PULL OUT FAST as he leaps away and the merry-go-round comes CRASHING INTO SHOT just inches away from him!

ANOTHER ANGLE

The Merry-go-round explodes apart, with wooden horses and ornaments flying everywhere!

ANGLE - GROUND

Powerglide comes flying IN, "astride" one of the horses, landing on his shoulder. He pulls himself up as three beams ZAP THROUGH on all sides!

WIDE - REFRESHMENT AREA

The three Decepticons stand under a huge, open, circus-like tent, FIRING at us.

RESUME - POWERGLIDE

He FIRES his blaster!

ANGLE - SOFT DRINK DISPENSER

under the tent. The beams hits it and it EXPLODES in a shower of cola!

ANGLE - THE THREE DECEPTICONS

being sprayed with soda. They shield their eyes as --

POWERGLIDE

-- FIRES again, aiming higher this time.

WIDE - THE TENT

His beam ZAPS the very peak of the tent -- and it collapses down onto the Decepticons!

ANGLE - ASTORIA - BEHIND THE TRASH RECEPTACLE

as Powerglide runs THROUGH, grabbing her.

POWERGLIDE

Come on!

WIDE

Powerglide TRANSFORMS into jet mode.

POWERGLIDE (VO-CONT)

Get in, already!!

Astoria jumps inside and the jet ROARS OFF!

ANGLE - THE COLLAPSED TENT

Thrust, Ramjet and Dirge RIP their way through the canvas.

THRUST

After them!!

FOLLOW as the three leap to the air, TRANSFORMING into their jet modes.

POWERGLIDE - FOLLOWING

and PUSHING IN on Astoria in the cockpit.

POWERGLIDE (VO)

Did we lose 'em?

ASTORIA

(looking around)

No!

THE SKY AHEAD - TRAVELLING

as Ramjet suddenly pops up INTO SHOT, banking around and heading straight for us!



WIDE - POWERGLIDE - FOLLOWING

ASTORIA

Look out!!

Powerglide starts to bank, but Ramjet suddenly shoots THROUGH -- shearing into part of Powerglide's wing!

POWERGLIDE (VO)

Yeeow!!!

The jet wobbles downward.

INT. COCKPIT - ASTORIA

face pressed against the window, peering out behind them.

ASTORIA

Here they come again!

WIDE - SKY

All three jets are approaching -- and fast.

FOLLOWING POWERGLIDE

Wobbling as he flies but maintaining his lift.

POWERGLIDE (VO)

Got to get to cover!

(beat)

Ah hah!

He peels OFF.

WIDE - CLOUD BANK

Powerglide peels IN from behind CAMERA and vanishes into the clouds.

CLOSE - POWERGLIDE - WITHIN THE CLOUDS - FOLLOWING

from "over his shoulder," as it were. Suddenly from within the fog ahead appears -- an Air Force jet!

POWERGLIDE (VO)

Yipes!!

Both planes veer to the side and avoid hitting each other by mere inches!

WIDE - CLOUDS

The tiny silhouette of a jet emerges in the distance, heading away. PULL BACK as the three Decepticon jets float IN from either side in the F.G., "watching" the retreating plane.

THRUST (VO)

After him!!

With a ROAR of jets they all accelerate fully INTO SHOT and speed away from us in pursuit.

CLOSE - TOP OF THE CLOUDS

as Powerglide rises up into view from within.

POWERGLIDE (VO)

They're going after the wrong plane! Come on, let's beat it!

He banks OFF.

FLIP TO:

EXT. DESERT - TRACKING AT HIGH SPEED

and PANNING UP to catch Powerglide flying above the sands.

POWERGLIDE (VO)

Powerglide to Autobot Headquarters! I've got to land -- got a busted wing. Send help! Transmitting coordinates -- now!

We hear a series of HIGH-PITCHED BEEPS.

WIDE - DESERT FLOOR

FOLLOW as Powerglide descends and lands.

CLOSER - POWERGLIDE

Astoria emerges. PUSH IN on Powerglide as he TRANSFORMS back to robot mode -- his busted wing becoming his arm, in which there is a gaping slash. He clutches it.

WIDER - TO INCLUDE ASTORIA

ASTORIA

Wow, this place is, like, nowhere...!

POWERGLIDE  
(in some pain)  
Yeah, it ain't exactly the  
garden-spot...

Astoria sees him clutching his arm.

ASTORIA  
Hey, you're hurt...!

She reaches toward his arm, but he pulls it away.

POWERGLIDE  
It's nothin'.

ASTORIA  
Nothing? It's totally severe!  
You could get sand in it or  
something!

ANGLE - ASTORIA

She grabs the hem of her party-dress and RIPS off a length of  
cloth.

RESUME - TWO

She moves toward Powerglide, who jerks away again.

POWERGLIDE  
No! You're a real pain in the  
b~~u~~tt, you know that!?

Astoria puts her hands on her hips.

ASTORIA  
You know, you don't have to be  
Mister Macho all the time, okay?!  
Just let me help!

She grabs his arm and starts wrapping the cloth around the gash.

ASTORIA (CONT)  
You're like a big baby sometimes,  
you know that?

Powerglide looks at her, silently sullen.

ASTORIA (CONT)  
I mean, like, I care about you,  
okay? You saved my life.

He still doesn't say anything. She continues wrapping his arm.

ASTORIA (CONT)

Of course, you wouldn't feel anything like that about me.

(snorts)

Course not. You're a robot.  
You're above those kindsa' things!

CLOSE - POWERGLIDE

POWERGLIDE

(fumbling)

Well... Maybe I kind of...sort of...possibly...feel that I think you're --

WIDE

A ray suddenly ZAPS IN, striking the ground in front of them!

POWERGLIDE (CONT)

Decepticons!

He shoves Astoria behind a rock and leaps up.

EXTREME WIDE - DESERT FLOOR

as Dirge comes in for a landing, with Thrust and Ramjet alighting beside him in robot form.

CLOSE - DIRGE

DIRGE (VO)

Autobot, meet your doom!

PAN DOWN FAST to catch Ramjet and Thrust as they both FIRE.

WIDE - POWERGLIDE

pulling out his blaster -- but before he can fire, the twin rays streak IN and EXPLODE the ground in front of him.

UPSHOT

as Powerglide goes tumbling end over end, blown away by the force of the blast.

WIDE - CLIFF FACE

Powerglide SMACKS into the side of the cliff about twenty feet up and drops straight to the ground in a heap at the base of the cliff.

ASTORIA

seeing this from behind the rock.

ASTORIA

No!!!

WIDE - DIRGE, RAMJET AND THRUST

The two robots turn their heads at this.

DIRGE (VO)

Get her!

PUSH IN on Dirge as he turns slightly, aiming his nose toward the o.s. cliff.

DIRGE (CONT-VO)

I'll finish off Powerglide...!

He FIRES a missile from his underbelly!

WIDE - THE CLIFF

The missile SCREAMS IN and EXPLODES high on the cliff face, sending an avalanche of rocky rubble down onto Powerglide, burying him!

ON ASTORIA

witnessing this.

ASTORIA

Powerglide!!!

Suddenly Thrust and Ramjet rush IN from either side, grabbing her by the arms.

ASTORIA (CONT)

You slimeballs!! Look what you did to him!!

They drag her OFF.

WIDE - DIRGE

as the two drag Astoria toward and into the Decepticon jet.

ASTORIA (CONT)

Let me go!! You dirtbags!! I hope your solenoids all rot!!!

Once they're all inside, FOLLOW as Dirge taxis along the desert and takes off.

ANGLE - THE PILE OF RUBBLE

A few rocks at the top move, and Powerglide's hand appears. Slowly, with difficulty, he pulls himself up out of the rubble and sees:

DIRGE

flying away into the distance.

CLOSE - POWERGLIDE

He jerks himself up and out of the rubble in alarm --

POWERGLIDE  
I've got to stop them!!

-- and leaps OFF.

THE GROUND - FOLLOWING

as Powerglide drops IN at a run, clutching his bad arm and TRANSFORMING into jet mode.

POWERGLIDE - FOLLOWING

as he takes off -- barely -- flying only a few yards above the ground before his ENGINES cut off.

POWERGLIDE (VO)  
No!! Got to -- follow -- !!

The jet noses down and CRASHES into the ground, TRANSFORMING back into robot mode in the process. Powerglide tumbles along the desert floor for a few feet, then comes to a stop in a crumpled heap.

The CAMERA HOLDS as the wind swirls around him, covering him with sand...

DISSOLVE TO:

SAME SCENE - LATER

-- until only the back of his head and shoulders is above the sand drift. After a couple of BEATS, we hear the sound of a SIREN. He rolls over...

TIGHT DOWNSHOT - POWERGLIDE'S FACE - DAY

spattered with charred carbon and sand, his eyes closed. As the SIREN GROWS LOUDER, his eyes open.

POWERGLIDE  
(weakly)  
Astoria -- !

We begin to see the flickering glow of a distant red wig-wag light on his face.

GROUND-LEVEL SHOT - DESERT

as RATCHET, in ambulance trans-form, shoots straight toward us, lights flashing and SIREN WAILING.

WIDE - POWERGLIDE

as the ambulance comes to an abrupt stop just in front of him. The rear doors open and WHEELJACK leaps out.

RATCHET (VO)  
Get him in, Wheeljack!

CLOSER

Wheeljack hefts up Powerglide.

WHEELJACK  
We're goin' for a ride, big fellah!

POWERGLIDE  
Astoria -- got to save her -- !!

REAR OF THE AMBULANCE

Wheeljack carries him around and into the ambulance.

WHEELJACK  
You will, you will! Just gotta get you patched up first.

The doors close and the ambulance tears away from us.

FLIP TO:

EXT. AUTOBOT VOLCANO H.Q. - DAY

PUSHING IN as we...

DISSOLVE THROUGH TO:

INT. AUTOBOT H.Q. - MAINTENANCE ROOM

Powerglide lies prone on an operating table as Ratchet works on him with all sorts of lasers and electric screwdrivers hanging from overhead like dentist's tools. PUSH IN on Powerglide; his face is slack, his eyes closed. As we reach TIGHT C.U.:

POWERGLIDE  
(suddenly coming to)  
Hurry it up, will ya!?

RESUME WIDE

RATCHET  
I'm going as fast as I can.

POWERGLIDE  
I can't just lie around here while  
that girl's in the hand's of  
Megatron's goons!!

RATCHET  
This is a delicate procedure --

Suddenly Powerglide jumps to his feet, SLAMS his chestplate shut, and starts OFF.

POWERGLIDE  
I feel fine!

CLOSER

as Ratchet stops him...

RATCHET  
Get back here! I'm not done!

POWERGLIDE  
Is my wing fixed? Can I fly?

RATCHET  
Well, yes, but --

POWERGLIDE  
Then you're done!

He whirls and stomps OFF.

INT. TELETRAAN I ROOM - WIDE

Optimus Prime faces the computer as Powerglide stomps IN.



POWERGLIDE

Any word from the Decepti-creeps?

OPTIMUS PRIME

Not a peep.

POWERGLIDE

They've got her, Prime. Why don't they ransom her?

ANGLE ON PRIME

OPTIMUS PRIME

Maybe they don't want a ransom. Maybe she's got something they want.

REVERSE - SHOOTING PAST PRIME

POWERGLIDE

Like what?

OPTIMUS PRIME (VO)

I can't say. We're still completely in the dark about Megatron's plan.

He turns back to Teletraan I as it begins to speak:

TELETRAAN I (VO)

Correction. Sky Spy has detected unusual atmospheric disturbances over the north Atlantic.

ANGLE - TELETRAAN I'S SCREEN

A graphic map of the Atlantic Ocean draws itself on the screen, with the "disturbance" pinpointed.

TELETRAAN I (CONT-VO)

The source is ten miles above sea-level --

ANGLE - OPTIMUS PRIME AND POWERGLIDE

OPTIMUS PRIME

Sounds like the Decepticons have some kind of sub-orbital station!

POWERGLIDE

Then that's where they've taken Astoria! And that's where I'm going!

He rushes OFF...

EXT. AUTOBOT H.Q.

The door opens and Powerglide comes running out.

POWERGLIDE (CONT)

I let that little pain in the butt  
down once -- and I'm not gonna  
give up till I find her!

CAMERA FOLLOWS Powerglide as he runs along the desert floor,  
TRANSFORMING into jet mode and taking to the air!

FADE OUT

END OF ACT TWO

ACT THREE

FADE IN:

EXT. SKY - FOLLOWING POWERGLIDE

as he flies along in jet mode.

POWERGLIDE (VO)

Got to find Astoria -- no matter  
what it takes!

HOLD as he shoots away from us, then PAN AWAY in the opposite  
direction.

DISSOLVE TO:

EXT. CLOUDS AND SKY - DAY

Something weird is happening in this part of the sky: huge loops  
of rainbow-colored energy and swirling downward through the air  
toward a large thunderhead, as if being sucked toward something  
behind the cloud.

And emerging from behind the cloud is the source of this  
"energy-drain": an enormous floating sky platform, studded with  
metal buildings, the size of a football stadium -- just hovering  
in midair! The rainbow-energy oscillates toward a huge  
antenna-like spike in the center of the floating platform like  
lightning drawn to a lightning-rod.

CLOSER - BASE OF THE SPIKE

where Megatron stands facing the CONSTRUCTICONS, all of them in  
vehicular mode except for HOOK.

HOOK

(re: the spike)

The energy-transductor is now  
fully operational, Megatron.

UPSHOT - THE SPIKE

as waves of shimmering energy cascade into its peak.

HOOK (CONT-VO)

We are literally pulling  
electricity from the Earth's  
electromagnetic field!

RESUME - MEGATRON AND HOOK

MEGATRON

Excellent. As soon as I find out what that girl knows, we can start transforming it into raw energon!

He turns and EXITS.

INT. INTERROGATION ROOM

A dark, gloomy room. Astoria sits on a chair, with SOUNDWAVE and RUMBLE on either side of her.

ASTORIA

You got any burgers in this joint?

SOUNDWAVE

Silence!

CLOSER ON ASTORIA

as she rolls her eyes...

ASTORIA

You guys are like, the worst hosts...

WIDER

as Megatron ENTERS.

MEGATRON

If you don't like our accommodations, just tell me what you know and you will be released.

ASTORIA

I don't even know what you're talking about, man.

ANGLE - MEGATRON

MEGATRON

I know for a fact that before he died, your father gave you Hy-Tech's formula for turning electromagnetic energy into pure power!

WIDER - TO INCLUDE ASTORIA

ASTORIA  
Okay, so like, if you say so.

MEGATRON  
I do! And I want it! Now!

ASTORIA  
Hey! Like, don't be so hostile,  
okay?

TIGHT - MEGATRON

MEGATRON  
Tell me what you know!

ANGLE - ASTORIA

ASTORIA  
All I know is that you're a  
complete and total utter dirtwad,  
man!

ANGLE - MEGATRON

MEGATRON  
Very well. Since you won't give  
me the formula willingly, there  
are always other ways...

He turns to Soundwave and Rumble, pointing:

MEGATRON (CONT)  
Take her -- to the psycho-probe!!

WIDE - ASTORIA

as Soundwave and Rumble grab her and hoist her up.

ASTORIA  
Hey! Leggo!!  
(as they drag her OFF)  
I know how to walk, ya know!!!

CUT TO:

INT. PSYCHO-PROBE ROOM

Astoria is now seated in something that looks like a cross  
between an electric chair and a set from "The Bride of  
Frankenstein."

Several wicked-looking electrodes have been attached to her head, all trailing back to the banks of complicated machinery behind her. Standing by her, Rumble attaches one last electrode while, to the side, Soundwave and Megatron stand by the master controls and several readout screens.

MEGATRON

The psycho-probe is capable of extracting all the information from a human's mind and storing it on computer!

CLOSER - MEGATRON

MEGATRON (CONT)

I'll give you one last chance:  
tell me what you know!

(with low menace)

The psycho-probe is not a pleasant experience...!

CLOSE - ASTORIA

ASTORIA

Go blow a circuit, man!

ANGLE - MEGATRON

MEGATRON

Have it your way, then.  
(to Soundwave)

Energize the psycho-probe!

ANGLE - CONTROL BOARD

Soundwave's hand starts punching buttons and throwing levers. The controls and screens all light up with ELECTRICAL BUZZING AND HUMMING.

WIDE - ASTORIA

as the equipment behind her starts CRACKLING with electricity.

ANGLE - MEGATRON AND SOUNDWAVE

MEGATRON

Well...?

SOUNDWAVE

Report: Subject's mind is  
completely empty!

Megatron turns away.

MEGATRON

That's hardly surprising!

Suddenly he whirls back.

MEGATRON (CONT)

But it's hardly very LOGICAL, is it!?!

CLOSER - SOUNDWAVE

checking all the controls.

SOUNDWAVE

Computer error! Searching for problem...

ANGLE - ASTORIA

smiling in triumph.

ASTORIA

I forgot to tell you: me and machines don't get along too well -- especially sleazeball machines like you!

FLIP TO:

EXT. SKY - WIDE

FOLLOW as Powerglide flies IN.

POWERGLIDE (VO)

What in the world's that!?

WIDE - THE SKY AHEAD

rolling with the shimmering waves of rainbow-energy seen earlier, only now they seem to have taken over the entire sky, swirling through the air and knifing straight through the clouds!

POWERGLIDE (CONT-VO)

Whatever's causing that must be where Astoria is!

He shoots IN from behind CAMERA, heading straight into the storm.

POWERGLIDE (CONT-VO)

And I've gotta go through it!

As he penetrates deeper into the storm...

FLIP TO:

INT. PSYCHO-PROBE ROOM

more or less as before.

SOUNDWAVE  
Problem corrected...

MEGATRON  
Very well. Activate!

Soundwave throws a lever and the equipment all ZAPS to life--

CLOSE - ASTORIA

-- and all the electrodes fall off of her head!

ASTORIA  
See? I told you -- !

ANGLE - MEGATRON

covering his face in frustration.

MEGATRON  
I do not believe this...!

WIDER

Soundwave jumps up, rushing toward Astoria.

SOUNDWAVE  
Mechanical error!

FLIP TO:

EXT. SKY - THE ENERGY STORM

FOLLOWING Powerglide as he flies through it, being brutally battered by the cascading waves of pure energy!

POWERGLIDE (VO)  
Don't know -- how long -- I can  
take this!

ANOTHER ANGLE - FOLLOWING

A bolt of energy clips his wing and he suddenly plummets downward.



DOWNSHOT

The jet pitches straight down -- then suddenly noses up in a 90 degree climb!

POWERGLIDE (CONT-VO)  
But I've got to get through --  
for Astoria!

As he ROARS past CAMERA --

FLIP TO:

INT. PSYCHO-PROBE ROOM - WIDE

Soundwave and Rumble are trying to re-stick the electrodes on Astoria's head, while Megatron watches from the master control panel.

RUMBLE  
They keep slippin' off!

MEGATRON  
Hold them in place if you have  
to! I must know that formula!

CLOSER - SOUNDWAVE, RUMBLE AND ASTORIA

The two Decepticons hold the electrodes in place with their hands.

SOUNDWAVE  
Ready!

ANGLE - MEGATRON BY THE CONTROLS

MEGATRON  
The psycho-probe will put 90,000  
volts through your brain! It is  
an excruciating experience! Will  
you tell me what you know!?

ANGLE - ASTORIA

ASTORIA  
All this waiting around, that's  
what's excruciating! I mean, I'm  
starving, for cryin' out loud --  
!

## MEGATRON BY THE CONTROLS

ASTORIA (CONT-VO)

When are you guys gonna feed me,  
that's what I wanna know! Your  
dumb machine, like, doesn't even  
work, and --

At last Megatron can take it no more, and cries out --

MEGATRON

Enough!!

-- then throws the switch!

WIDE - ASTORIA, SOUNDWAVE AND RUMBLE

The equipment behind them all comes to life -- and Soundwave and Rumble suddenly dance around spastically as CRACKLING electricity surges through their bodies as they clutch the electrodes uncontrollably. Their electric "seizure" instantly jerks the electrodes off Astoria's head, and she LAUGHS loud and long.

ASTORIA

(LAUGHS!)

RUMBLE

Turn -- it -- off!!!

ANGLE - MEGATRON

MEGATRON

Wretched machine -- !!

He whips out his blaster and BLOWS the controls away!

HOOK (VO)

(filtered)

Megatron! Approaching Autobot  
sighted!

CLOSE - ASTORIA

ASTORIA

(sotto)

Powerglide...!

WIDE

Megatron heads for the exit as Soundwave and Rumble stagger behind him, following.

MEGATRON

Come on!  
(whirls; to Astoria)  
I'll attend to you later!!

The three EXIT.

CLOSER - ASTORIA

She wriggles free of the straps and runs OFF.

EXT. EDGE OF THE SKY PLATFORM

where Megatron, Rumble, Soundwave, and Hook stand watching.  
Megatron CHORTLES, pleased.

MEGATRON  
(PLEASED CHORTLE)

REVERSE - WIDE - SKY - AS SEEN FROM THE PLATFORM

The energy-storm is even thicker in the airspace surrounding the platform, and we see the distant figure of Powerglide, in jet mode, being rocked and pounded by it like a cork on the high seas.

CLOSER - THE DECEPTICONS

MEGATRON  
He'll never make it through that  
energy-storm!

PAN AWAY FAST to Astoria peeping out from behind one of the metal buildings.

ASTORIA  
Oh, yeah? Says you!

She creeps OFF.

CLOSER - ASTORIA

looking up at:

THE SPIKE

as the roiling waves of rainbow swirl into its peak.

RESUME - ASTORIA

ASTORIA

That thing seems to be causing  
the storm...

(thinking)

Maybe something metal would  
short-circuit it...

PULL OUT as she looks around: the platform is completely barren.

ASTORIA (CONT)

Nothing!

CLOSER - ASTORIA

ASTORIA (CONT)

Oh, well...

PUSH IN SLOWLY as she removes the charm-necklace from around her neck.

CLOSE - THE CHARM NECKLACE

We now see that the glittering charms dangling from it are in fact algebraic symbols!

ASTORIA (CONT-VO)

Sorry, Dad. But I've got to ditch  
the formula in order to save  
him...!

WIDE - ASTORIA

She hurls the necklace high into the air!

UPSHOT - THE SPIKE

The necklace flies IN and strikes it -- and the tip of the spike  
EXPLODES!

WIDE - THE DECEPTICONS

all whirling around at the SOUND of the EXPLOSION.

WIDE - THE PLATFORM

As the spike continues EXPLODING, the rainbow energy-storm  
vanishes.

FOLLOWING POWERGLIDE

uprighting himself as the last of the energy dissolves away.

POWERGLIDE (VO)  
I dunno what happened, but I love  
it! And awa-a-ay we go!!

He zooms OUT OF SHOT at top speed!

WIDE - THE PLATFORM

The spike topples, and CRASHES into the largest of the metal buildings. Instantly the platform begins listing to one side.

CLOSE - MEGATRON

MEGATRON  
The control housing!

WIDE - DECEPTICONS

They all fly OFF in various directions as the platform continues tilting to the side.

EXTREME WIDE - THE PLATFORM

tilting and falling downward as Powerglide flies IN onto it.

ANGLE - ASTORIA

hanging onto a doorway as the platform continues tilting.

POWERGLIDE (VO)  
Astoria!!

PULL OUT as Powerglide runs IN, taking her hand to support her.

POWERGLIDE (CONT)  
What'd you smash that antenna  
for?! D'you wanna get yourself  
killed?!

ASTORIA  
I did it to save you, you dumb  
-- !  
(stops herself)  
Oh, yell at me-- I don't care..

CLOSER

She throws herself against him.

ASTORIA (CONT)  
--as long as you're safe!

Powerglide's eyebrows scrunch, registering his discomfort. As he pushes her away:

POWERGLIDE

Can the mush! You've got to--

She slides OUT OF SHOT in the direction of the TILTING FRAME, WHOOPING in terror as she goes!

POWERGLIDE (CONT)

Astoria!!

He tears OFF after her.

ANGLE - EDGE OF THE PLATFORM

as Astoria slides straight toward it. Powerglide runs IN, grabbing her wrist, inches away from the edge.

POWERGLIDE

You little creep! If anything were to happen to you -- !

He suddenly thrusts a parachute into her hands.

POWERGLIDE (CONT)

Here! Jump for it!

ASTORIA

And what are you gonna do!?

POWERGLIDE

I got a little plan...

Astoria throws the parachute over the side.

DOWNSHOT - OVER THE EDGE OF THE PLATFORM

The parachute pack tumbles away from us toward the ocean, which continues to tilt up sickeningly beyond the edge of the platform.

ASTORIA (VO)

Then I'm staying with you! No matter what!

RESUME TWO

Powerglide grabs her arm and drags her toward the demolished control building.

POWERGLIDE

You're gonna drive me crazy!

## INT. CONTROL ROOM

Not-so-neatly bisected by the fallen spike, jutting straight into the middle of the room, which is filled with mostly-smashed controls. Powerglide and Astoria ENTER. (NOTE: SCENE continues TILTING to one side throughout.)

## CLOSER - CONTROLS

Powerglide crouches underneath the spike and hefts it up slightly from the main panel of buttons and diodes.

POWERGLIDE

Get that panel open!

Astoria starts lifting the cover-plate off the panel, exposing its guts.

## EXT. OCEAN AND SKY - WIDE

Wobbling at a nauseating angle, the huge platform is now about two miles above the ocean -- and falling fast.

## INT. CONTROL ROOM

Astoria watches as Powerglide frantically rewires controls. After a moment he stands.

POWERGLIDE

There! Now I should be able to  
steer this floating parking lot!

He reaches toward a large joystick and pulls on it -- but nothing happens.

## WIDE - THE PLATFORM

still falling, now at a 45 degree angle.

## CLOSE - POWERGLIDE

POWERGLIDE

(dismayed)

Huh!? It's impossible! I fixed  
it perfectly! What... ..could  
have...gone wrong?!

PUSH IN TIGHT on him as he looks up in realization.

## ASTORIA

PUSHING IN on her worried reaction.

POWERGLIDE (CONT-VO)  
You! You're the problem!

WIDER - TWO

POWERGLIDE (CONT)  
Get out of here! You're jinxing  
the controls!

ASTORIA  
Oh, no! I'm staying with --

EXT. CONTROL ROOM DOORWAY

Astoria comes flying out --

ASTORIA (CONT)  
-- you!

-- and lands on her rump!

INT. CONTROL ROOM

Powerglide works the joystick once more.

POWERGLIDE  
Ah, much better.

WIDE - THE PLATFORM

It veers up somewhat, but still keeps heading downward toward  
the ocean.

INT. CONTROL ROOM

POWERGLIDE (CONT)  
(punching buttons)  
Now to program a new course...!

EXT. CONTROL ROOM

Astoria shakes her fist at Powerglide as he emerges.

ASTORIA  
I oughtta sock you one!!  
(looks around, worried)  
Hey! We're, like, still heading  
downward!



ANGLE - POWERGLIDE

TRANSFORMING into jet mode.

POWERGLIDE (VO)  
But of course! Get in!

She runs inside as he starts taxiing along the platform.

THE PLATFORM - WIDE

still heading downward as the jet ROARS off of its surface and away into the distance.

FLIP TO:

EXT. DECEPTICON UNDERSEA H.Q.

as the launch tower retracts into the main building.

INT. DECEPTICON H.Q. - LAUNCH ROOM

A door opens and Megatron steps out, followed by the others. PULL BACK as Soundwave moves quickly past him to a communication console, where he seats himself.

RUMBLE  
At least we all got away with our  
hulls in one piece!

MEGATRON  
(grins)  
And as for the girl and the  
falling sky-platform...well,  
that's Powerglide's problem!

ANGLE - SOUNDWAVE AT THE COMMUNICATION CONSOLE

eyeing the readouts worriedly.

SOUNDWAVE  
Correction! Problem is ours!

EXT. SURFACE OF THE OCEAN

The platform falls INTO SHOT, plunging beneath the waves in an EXPLOSION of sea-foam!

UNDERWATER - THE PLATFORM

FOLLOWING as it falls, plunging straight down.

INT. DECEPTICON H.Q.

as Decepticons run this way and that in panic.

MEGATRON  
Energize the forcefields!

SOUNDWAVE  
What forcefields??

EXT. DECEPTICON H.Q.

The platform plunges IN, striking the structure with a seabed-rattling BONK!

INT. DECEPTICON H.Q.

Pandemonium reigns as water sprays in from cracks in the building.

MEGATRON - BY THE COMMUNICATION CONSOLE

He grabs a microphone, his voice blasting out through the compound's P.A. system:

MEGATRON  
(reverbed)  
Attention Decepticons! This is  
Megatron speaking! Your new  
orders are...

EXT. DECEPTICON H.Q. - WIDE

The fallen platform lies against it like a spent discus.

MEGATRON (CONT-VO)  
(reverbed)  
--clean up this mess!!

FLIP TO:

EXT. SPARKPLUG'S GARAGE - DAY

Astoria stands facing Powerglide as Sparkplug, Spike, Ratchet, and several other Autobots look on. A long black limousine and DRIVER wait for Astoria in the b.g.

POWERGLIDE  
So what were the Decepticons  
after, anyway?

ASTORIA

Oh, just that necklace my father gave me.

POWERGLIDE

(shakes his head)

You never make any sense, you know that?

ASTORIA

Yeah. Well...I gotta be going.

CLOSER - ASTORIA AND POWERGLIDE

Powerglide glances at his feet, awkwardly.

POWERGLIDE

Sorry I was so rough on you before.

ASTORIA

Oh. That's okay. Today was the most fun I ever had...

Her voice trails off, and now she looks downward uncomfortably, too.

POWERGLIDE

Next time I'm in town, would it be okay if I looked you up?

She looks up, brightening.

ASTORIA

That would be wonderful!

(a beat)

You're wonderful!

POWERGLIDE

Yeah, well -- you're not so bad yourself, kid!

ASTORIA

You really mean it!?

ANOTHER ANGLE

POWERGLIDE

Well, sure --

She throws her arms around him and gives him a big kiss -- much to his surprise!

ASTORIA

Wheeee!!

She turns and dances off to the limo, leaving Powerglide with his eyes wide and a dumb grin on his face.

ANGLE - SPARKPLUG AND THE OTHER AUTOBOTS

SPARKPLUG

Never would have believed  
it...Powerglide shot down by  
Cupid!

OTHER AUTOBOTS

(STIFLED CHUCKLES)

ANGLE - POWERGLIDE

He whirls to face them, scowling fiercely, making a fist.

POWERGLIDE

All right! Which one of you wants  
to be the first to get his  
circuits punched out!?

He angrily stomps past them into the garage.

INT. GARAGE ENTRANCE

As Powerglide walks toward us, his scowl instantly fades as his face lights up with that grin again. As he draws nearer we can see hearts in both of his wide eyes. He walks straight into CAMERA, and as the heart in his left eye FILLS THE FRAME, we...

FADE OUT

END OF EPISODE