

FINAL

Final Roger Sipe

*From
The Collection
of Paul Davids*

THE TRANSFORMERS

"THE RETURN OF OPTIMUS PRIME"

PART ONE

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and

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THE TRANSFORMERS

"The Return of Optimus Prime--Part One"

FADE IN:

EXT. SPACE - INTERIOR OF A SUN

Hot, flaming, smouldering. We PULL BACK AND PAN past swarms of spores drifting in the solar atmosphere like reddish dust, past the corona, then out into the darkness of space. INTO FRAME comes a golden space ship moving silently through the starry void.

SWOFFORD (V.O.)

The heat resistant alloys are holding firm--as we expected.

INT. SPACE STATION - BRIDGE

DR. GREGORY SWOFFORD sits by the console control panel and stares at two monitor screens in front of him. One shows the binary star; the other is a link to Earth and has DR. MARK MORGAN, the scientist's associate, on it. ENTERING FRAME and moving beside Dr. Swofford is JESSICA MORGAN who begins to adjust various controls. Swofford swivels toward her; his face is scarred.

SWOFFORD

We did it!

MORGAN

(filtered)

That's great, Gregory! So why don't you get my daughter away from there and head back home? We'll have a celebration!

JESSICA

Dad, don't encourage Gregory to celebrate yet. We still need to test closer to the sun.

VIEWSCREEN

with the binary star, then we see OPTIMUS'S PRIME SHIP FROM "DARK AWAKENING" ENTER on a collision course with a planet near the sun. PULL BACK as Jessica reacts in surprise at the monitor.

JESSICA

(continuing; surprised)

Gregory--?

SWOFFORD

punches up information on the screen and frowns.

SWOFFORD

I see it, Jessica.

VIEWSCREEN

Optimus's ship careens toward the planet.

SWOFFORD (CONT)

It's on a collision course with that planet!

CLOSE ON THE CONSOLE

A 'radar'-like screen indicates some sort of life aboard the ship. JESSICA'S HAND ENTERS FRAME and pushes buttons.

JESSICA (CONT)

I'm picking up life signs.

MONITOR

image ripple dissolves through the exterior of the ship to show OPTIMUS PRIME, locked into the position as in the final scenes of "Dark Awakening."

JESSICA (CONT) (O.S.)

It's an Autobot!

SWOFFORD

angrily indicates the scars on his face. Behind him, on the monitor, we PUSH IN on Optimus's destroyed face.

SWOFFORD

Optimus Prime...

RIPPLE DISSOLVE TO:

INT. EARTH LABORATORY - YEARS PAST

Optimus Prime and MEGATRON battle in the lab. As a younger, unscarred Swofford rushes about, trying to save his experiments, Megatron picks up a carboy of acid and throws it at Optimus.

NEW ANGLE - LABORATORY

Optimus ducks and the huge jar CRASHES into a rack of chemicals near Swofford, causing an explosive fire that blasts the scientist into unconsciousness.

RIPPLE DISSOLVE TO:

BACK TO PRESENT-DAY SCENE

Swofford points to his scars. Jessica begins to walk off.

SWOFFORD

Prime did this to me. This is his fault.

JESSICA

(sympathetically)

No, Gregory, it was that other Transformer.

JESSICA AND SWOFFORD

JESSICA

Optimus Prime is an Autobot -- a good robot.

We TRACK JESSIE as she races through the ship toward the rack of power suits hanging on pegs near the airlock. Swofford follows.

JESSICA

If you don't want to help me
save him, you can stay here.

CUT TO:

DOCKING HATCH FROM INSIDE OPTIMUS'S SHIP

as it slowly opens. Dressed in power suits, Jessica and Swofford float in carrying cables to haul Optimus into their probe. Small jet blasts from the power suit propel them forward.

SWOFFORD

All robots are alike, Jessie!
Why do you insist on risking your life...!

JESSICA'S P.O.V. - UP ANGLE

on Optimus in the command chair, his back to the camera.

JESSICA AND SWOFFORD

float in toward the huge Optimus Prime.
Optimus stares blankly forward, unmoving but locked into position.

SWOFFORD

(disgruntled)

We only have five minutes to get
back aboard the Solaris before . . .

(beat; sardonically)

KABOOM!

don't
so just

JESSICA

float there. Help me!

NEW ANGLE - ALL

With a wrench, Jessica attaches cables to Optimus to draw him out of the chair as Swofford sets his wrist timer to count out the remaining time.

WRIST TIMER

(filtered)

Four minutes remaining.

Jessica pries Optimus' hand loose from the control. It falls and accidentally brushes Swofford. The scientist grabs Jessie's wrench and smashes it across the Transformer's head.

SWOFFORD

Lousy robot!

JESSICA

(sarcastically)

Way to go--hit 'em when they're down.

WRIST TIMER

(filtered)

Three minutes remaining.

DOCKING HATCH

As they float Optimus out toward the docking hatch, Optimus's foot catches on the top of the hatch and the winch (SFX: HIGH- PITCHED WHINE) struggles futilely to move him. Jessica searches frantically for the snag as we hear:

WRIST TIMER

(continuing; filtered)

Two minutes remaining.

SWOFFORD

Leave him! Let's get out of here!

JESSICA

No! I've almost got it.

She tugs at Optimus' leg, and, with a jerk, the robot slides forward and into the probe. Swofford helps her pull him all the way inside the spaceship.

WRIST TIMER

(filtered)

One minute remaining.

The docking hatch slams shut with a loud, metallic CLANG!

CUT TO:

GOLD SPACESHIP

pulls away from the derelict ship just before it hits the detonator planet.

WRIST TIMER

(filtered)

Ten seconds remaining. Nine, eight...

EXT. SPACE - ON SPACE SHIP

The sun goes nova and we see their ship buffeted by the force. Streams of the reddish spores shoot outward from the sun, propelled by the explosion, and coat the surface of their ship.

INT. BRIDGE

Inside, the two are buffeted by the force of the explosion, their view of the nova now obliterated by the spores which have turned the screens red.

SWOFFORD

(puzzled)

What's coating the monitor? It looks like some kind of spore?

JESSICA

(excited)

Who cares? Gregory - The sun's going nova and our ship's surviving! Our experiment's a success!

She pushes a button.

JESSICA (CONT)

Prepare for acceleration!

CUT TO:

SPACE SHIP

as it rockets back to Earth.

JESSICA (CONT)

We're going home.

DISSOLVE TO:

EXT. SILICON VALLEY LABORATORY

Not a very large laboratory, but definitely secluded, alone atop a hill. A road leads up to it.

MORGAN (V.O.)

These spores are definitely alive.

INT. LABORATORY

PAN past Optimus who is lying inside a protective chamber. We MOVE to Morgan, Swofford, and Jessica who experiment with the reddish spores. In a protective chamber similar

to the one Prime's in, we see two rats, busily searching for a way out, but basically ignoring each other.

CLOSE ON SWOFFORD

Using a waldo, he uncaps a vial of the red powder which drifts out and contaminates one of the rats.

ON RATS

Nothing happens at first except the rat gets coated in the red powder, then a blue aura develops around the rat and it begins growling and snarling. The unexposed rat is frightened and backs away. The blue rat now attacks the unexposed rat.

JESSICA, SWOFFORD AND MORGAN

shocked as they watch the snarling rat.

ON RATS

After struggling unsuccessfully to defend itself, the unexposed rat turns blue, indicating that it, too, has been infected by the first rat. No longer frightened, it counter-attacks as ferociously as it was attacked.

SWOFFORD

The spores are a virus that manifest hatred. They're trying to destroy each other.

WIDE ON ALL

Swofford closes a partition in the chamber to separate the rats,

~~SWOFFORD
The spores are a virus that manifest
hatred. They're trying to destroy
each other.~~

MORGAN

It's incredible. When we write our reports...

JESSICA

(horrified)

Reports? Dad, don't you see how crazy this is? Get rid of those spores...

JESSICA

pleads with the others.

JESSICA (CONT)
...shoot them back into space. If
they contaminate people...

PUSH in on Jessica, concerned.

JESSICA (CONT)
...they could make World War Two
look like a schoolyard brawl.

MORGAN

puts his hand on his daughter's shoulder to calm her down.

MORGAN
Honey, I think you're--

A loud BLAST shakes the lab as Morgan falls, Jessica rushes
to his side as chunks of the lab explode inward.

SWOFFORD
What?

CUT TO:

EXT. LABORATORY

Outside, the TERRORCONS: RIPPER SNAPPER, SINNERTWIN,
CUTTHROAT, BLOT and HUN-GRR, in ROBOT mode, fly over the
lab, blasting it.

CUT-THROAT
Galvatron wants the heat-resistant
metal that's in there.

SINNERTWIN #1
We'll take it.

SINNERTWIN #2
Nobody will stop us.

HUN-GRR, BLOT, RIPPERSNAPPER

arc down, blasting at the lab, exploding out part of the
wall. Suddenly, a BLAST of energy from the sky hits into
HUN-GRR, knocking him back. Hun-Grr transforms into
monster mode.

HUN-GRR
(grunts)
ooooof

Hun-grr picks himself up and looks upward in surprise. The other Terrorcons land at Hun-grr's side and stare up as they transform into monster mode.

SINNERTWIN

Technobots!

THE TECHNOBOTS

AFTERBURNER, NOSECONE, LIGHTSPEED and SCATTERSHOT arrive in vehicle mode, STRAFE in plane mode, firing their weapons at the camera. They move in toward camera and past.

SCATTERSHOT

Rodimus was right! That new report about that new alloy drew the Decepticons like a magnet!

AFTERBURNER

I can't wait to sizzle their circuits
--but good.

REVERSE ANGLE

The Technobots, with Lightspeed in front, continue firing as they transform into robot mode. They race toward the Terrorcons who dive behind rocks, trees, etc. to escape being hit.

PAST THE TERRORCONS

Hun-Grr turns to the others as they race toward him.

HUN+GRR

Have to fight back. Terrorcons!
Merge and form Abominus!

TERRORCONS

merge and transform into Abominus.

ABOMINUS

(roars)

TECHNOBOTS

As they run, they move together.

SCATTERSHOT

Uh-oh. Big trouble. We need Computron.

We see the five Technobots merging and reforming Computron.

ABOMINUS AND COMPUTRON

As Abominus moves in. Computron assumes the "thinker" pose. And thinks.

ABOMINUS
Computron think too much.

NEW ANGLE - ABOMINUS AND COMPUTRON

Abominus fires a huge weapon. Computron is hit and falls back, smouldering.

ABOMINUS
(roars in victory)

INT. LAB

Abominus' huge hand reaches in, destroying the ceiling as he does so. Huge chunks fall in. Inside, the three scientists race across the lab, wreckage is everywhere. A large chunk of ceiling buckles and falls toward her father, Jessica rushes toward him.

JESSICA
Dad!

She manages to push him out of the way as the ceiling falls on her. Abominus' huge, robotic foot smashes through the remains of the ceiling near where Jessica lies partly buried in rubble.

CUT TO:

EXT. LABORATORY - ABOMINUS

Outside, we see Abominus with one foot in the lab, blasting at Computron who slowly moves forward, blasting back at Abominus.

ABOMINUS
(roars)

INT. LAB - ABOMINUS - LOW ANGLE

Abominus splits into his component Terrorcons who ransack the laboratory to find the metal. Swofford is semi-conscious while Morgan cradles the unconscious Jessie.

SWOFFORD
(exasperated, weak)
Get out of here. Haven't you monsters
already done enough to me?

MORGAN

Jessica's hurt!

PUSH IN on MORGAN, crying over his daughter's unconscious form.

MORGAN (CONT)
(anguished, crying)
You blasted robots! I swear
I'll make you suffer for this.

THE LABORATORY

The Terrorcons rip open a large wall-sized vault to the lab's storage areas and steal the ingots of heat-resistant alloy.

SINNERTWIN #1
The alloy!

SINNERTWIN #2
It's here!

THE TECHNOBOTS

arrive, firing at the Terrorcons. HUN-GRR gestures to the others

HUN-GRR
Got what we want. We go. Fight
another day.

the Terrorcons (who retain the alloy) transform into robot mode and smash their way out of the lab.

SCATTERSHOT

tries to lift the wreckage from over Jessica, but Morgan leaps at him, pounding on Scattershot's legs in mad frustration.

SCATTERSHOT
Strafe, summon First Aid--the female
human is hurt.

MORGAN
(mad, frustrated)
Get away from her, you killers. Don't
touch her. Leave my daughter alone.

ANOTHER ANGLE

The Technobots pull the heavy rubble away from Jessica as the PROTECTOBOTS in vehicle mode --HOTROD, STREETWISE, GROOVE, FIRST AID, and BLADES arrive and assist them.

First Aid in b.g. transforms into an ambulance. The scientists gently place Jessica on a beam to be used as a stretcher. When Lightspeed tries to put her into First Aid, they brush him away.

MORGAN

(angrily)

Get away, I said! I can do this!

He and Swofford load her into First Aid. The various Technobots and Protectobots transform as First Aid speaks.

TECHNOBOT: We'll bring your daughter to County

General, sir.

Morgan and Swofford realize their mistake--the ambulance is a robot! As the robots head for the hospital, he shouts at them.

MORGAN

The ambulance...it's one of them.
Th-they're taking away Jessica...

PAST MORGAN AND SWOFFORD

watch as the robots leave. Swofford supports the weak Morgan.

MORGAN

I...I hate them, Gregory...I hate them all.

TWO SHOT - MORGAN AND SWOFFORD

who slowly survey the ruins of the now-deserted lab. Swofford bends on his knee and picks up some chunk of ceiling plaster.

SWOFFORD

Mark, we're not helpless--we can get even with them.

SWOFFORD

crushes the plaster in his hand, a mad gleam is in his eyes.

SWOFFORD (CONT)

We can use the spores...make the robots hate and destroy each other.

(beat)

Remember, we have their leader...

Both scientists turn to look at the inert form of Optimus lying concealed under the rubble. We PUSH IN on Optimus, unconscious.

SWOFFORD

is crazed, his eyes gleam with hate.

SWOFFORD (CONT)

...We have the body of Optimus Prime.

PUSH IN TIGHTER

SWOFFORD (CONT)

When we're done, the new Optimus Prime won't be the Transformers' leader--

PUSH IN EVEN TIGHTER -- SWOFFORD'S MAD EYES

SWOFFORD (CONT)

--he'll be their DESTROYER.

DISSOLVE TO:

EXT. HOSPITAL

MORGAN (O.S.)

I'm her father. I demand to see her.

INT. HOSPITAL. JESSICA'S ROOM

Jessica lies comatose in her bed. Monitoring equipment is hooked up to her. Standing by her bed are the doctor. Morgan pushes past a nurse, walks to her bed, sits down and takes his daughter's limp hand.

MORGAN

(concerned)

Any improvement. Any at all?

The doctor shakes her head sadly. Morgan brings Jessica's hand to his lips and he gently kisses it.

MORGAN

(weak, whispered)

They'll suffer for this, Jessica.

DISSOLVE TO:

MONTAGE VIGNETTES

INTERCUT TWO SCENES HERE:

OPTIMUS: A series of shots, one fading into the next as Swofford and Morgan try to repair Optimus. The scientists hook him up to all kinds of electronic test equipment. Morgan consults the gauges. We see them working on machines to activate his arms, legs, etc. Without an exterior face we see his interior facial circuitry. His eyes flicker for a moment.

JESSICA: In her coma in the hospital...doctors working with her, trying to move her hands, examining her eyes, etc. This counterpoints the above scene.

OPTIMUS: His fingers move then spark and his hand goes limp. They use soldering irons to weld circuitry in the opened-up Optimus. Blowtorch to melt pieces together. His chest opening sparks with fire. A new face plate is added.

JESSICA: The Doctors are examining Jessica.

OPTIMUS: Morgan flips a switch and we see TRACK energy CRACKLE through a cable to Optimus. Optimus' eyes flicker a moment then the light fades. The scientists look dejected.

MORGAN: Pacing, worried...he's alone, at night atop a MOUNTAIN PEAK, the stars surround him, a crescent moon almost frames him. The FACES of Optimus and Jessica are vague but definitely in the night sky...he's alone with his thoughts. We PULL AWAY from Morgan leaving him even more alone as we...

FADE OUT

FADE IN

EXT. HOSPITAL DAY

Nurses move people in wheelchairs, people move to and fro.

INT. HOSPITAL NURSES STATION

The nurse is getting up as Morgan races down the hall toward Jessie's room. Swofford follows behind. We TRACK Morgan as he runs down the corridor. He turns a corner and he sees the HOTSPOT, STREETWISE, GROOVE AND BLADES standing guard.

MORGAN

My daughter's awake and you didn't call me?

PROTECTOBOTS AND MORGAN

They stand before the door as Morgan is trying to get inside. He's mad as blazes that they're keeping him out.

MORGAN

Get out of my way. I belong in there.

PAST MORGAN TO PROTECTOBOTS

as FIRST AID peeks out of the door and sees Morgan.

FIRST AID

It's okay. He's Jessie's father.

INT ROOM.

Morgan squirms his way through the steel shanks of robot limbs and is startled. Horrified at what he sees.

MORGAN

Jessie, what did those monsters do to you?

MORGAN'S POV

Jessica is being helped by First Aid as she tentitively walks in an exo-skeleton suit. She looks up at her father, smiling.

JESSICA

Dad, I can walk.

FIRST AID

Dr. Morgan, her legs were paralyzed in the accident. This exo-skeleton will enable her to move about.

TWO SHOT - JESSICA AND MORGAN

Jessica throws her arms around her father who hugs her in return.

MORGAN

Good heavens, Jessica, don't you see what they're doing?

Morgan steps back and stares at his daughter.

MORGAN (CONT)

They've destroyed you like they destroy everything else.

HOTSPOT

pleads for understanding.

HOTSPOT

No, we just want to help.

ANGLE - THE GROUP

MORGAN

(angrily)

How? By turning my daughter into a robot?

JESSICA

(dismayed)

Dad! They made it so I could walk again!

LIGHTSPEED

We thought you would be pleased.

MORGAN

(furious)

Pleased? At my daughter becoming a blasted machine?

He grabs Jessica's hand to take her out of the hospital.

MORGAN

You're coming home with me right now.

CUT TO:

INT. AUTOBOT MAUSOLEUM - NIGHT

RODIMUS PRIME is in the darkened tomb from "Dark Awakening." Alone and bewildered, he looks about him, trying to make out where he is. Behind him, we see Optimus step into view in b.g.

OPTIMUS

Rodimus, help me!

Rodimus whirls to see a perfectly restored Optimus Prime disappearing back into the darkened corridor.

RODIMUS

(puzzled)

Optimus?

Rodimus tries to catch up with him, but Optimus is one step ahead, turning corners, stepping through doorways. Finally, at the end of a cul-de-sac, Rodimus sees the shadowy figure.

RODIMUS
(continuing)
I saw you die! I saw your ship
destroyed! You can't be alive!

The lights snap on and Rodimus sees Optimus in his destroyed condition with all the wires leading out of his damaged body.

OPTIMUS
Help me!

CUT TO:

INT. METROPLEX - RODIMUS' QUARTERS

Rodimus awakes with a start, disturbed by what we now realize is a dream. Rodimus' chest flashes--his Matrix is pulsing with life.

RODIMUS
(SHOUTS IN TERROR)

ULTRA MAGNUS and KUP enter Rodimus's chamber, concerned

KUP
(concerned)
Are you all right?

RODIMUS
(embarrassed, but upset)
I keep dreaming about Optimus. He begs
me to help him!
(beat; then bleakly)
It was so real!

Kup and Ultra Magnus exchange glances.

ULTRA MAGNUS
(kindly, but firm)
You're just under stress, Rodimus. It was
only a dream--Optimus is dead.

DISSOLVE TO:

INT. LABORATORY

Swofford, Morgan, and Jessica are all back at the lab. Optimus lies before them in f.g. on a portable conveyor belt they have been using to move him around.

MORGAN
(disgusted)
It's no use. Apparently spores

infect lifeless matter.

SWOFFORD

At least he needn't be a complete waste.

Swofford flips the switch that sets the conveyor belt in motion on which Optimus is riding.

SWOFFORD

We can use his metal as raw material for ^{making} ~~melting~~ more of our alloy!

Morgan opens the furnace door. Optimus starts to slide into the furnace where he begins to melt.

JESSICA

No, you can't do this! STOP!
(echo on 'Stop')

FADE OUT.

END ACT ONE

ACT TWO

FADE IN:

INT. LABORATORY - FURNACE

Optimus Prime is on the conveyor belt, half in the furnace and begins to melt. Jessica runs INTO FRAME attempting fruitlessly pull him off. Morgan FOLLOWS and holds back the frantic Jessica.

MORGAN

Jessica, don't!

JESSICA

(frantic, crying)

Then for heaven's sake, stop it.
The Autobots helped me walk.

PUSH IN on the crying Jessica as her father restrains her.

JESSICA (CONT)

He's their leader. Don't destroy him.

SWOFFORD

reaches for the button to shut down the conveyor.

SWOFFORD

(evilly)

Mark, she's right--he IS their
leader. If the others knew
where he was, they'd come for him.

WIDE ANGLE - PAST SWOFFORD TO CONVEYOR BELT.

the conveyor grinds to a halt, we see it BACK UP and Optimus is moved back AWAY from the furnace.

SWOFFORD (CONT)

And when they came, our spores
could be waiting for them.

MORGAN AND JESSICA

Jessica is turned away from her father. He walks up behind her, touches her shoulder and looks imploringly at her. She's crying.

MORGAN

Jessica, we need you. Find a robot
--any Autobot -tell him their leader

is here.

JESSICA
(protesting)
No...I can't. Dad, it's wrong.

PUSH IN as Jessica protests.

JESSICA
The Autobots aren't our enemies.

MORGAN

(impatiently)
They aren't? Look at Gregory's face.
Look at your legs. They're paralyzed
because of those metal menaces.

PUSH IN tighter on Morgan.

MORGAN (CONT)
Those Transformers take jobs from
people. They destroy our property.
No, I'm not wrong, honey--you are.

MORGAN AND JESSICA

Jessica's head is low as her father pleads with her.

MORGAN (CONT)
Do what I say because I'm your father
--and you know I'm right.

JESSICA
All right, all right...I'll do it...
but I'll hate it...

Jessica walks TOWARD CAMERA, crying, her father in the
background turns to Swofford who ENTERS FRAME. Swofford
puts his hand on his friend's shoulder to comfort him now.

JESSICA (CONT)
(trembling, weak)
I just hope I don't also learn
to hate you.

DISSOLVE TO:

EXT. METROPLEX - DAY

ULTRA MAGNUS, in truck mode, rolls INTO FRAME toward
Metroplex. The large gates open and Magnus enters.

ULTRA MAGNUS

You're absolutely certain of your facts, Miss Morgan?

DOWNSHOT - INT. METROPLEX

We TRACK Ultra Magnus as he careens down the streets. PUSH IN and we see Jessica Morgan in his front seat.

JESSICA

I know what my father is planning. Please, take me to see Rodimus Prime.

Ultra Magnus turns and moves toward us then moves UNDER CAMERA and out of view.

INT. METROPLEX - STATUE OF OPTIMUS PRIME

stands tall and proud. We PAN DOWN the statue and see - Rodimus moving around the statue, staring at it.

RODIMUS PRIME

Why do I keep seeing you in my dreams, Optimus? Are you telling me I'm not the leader you were?

PUSH IN on Rodimus, sad.

RODIMUS PRIME (CONT)

I already know that, Optimus. I always have.

We HEAR the SFX of Ultra Magnus's truck grinding to a stop. Rodimus turns and we PULL BACK and see Jessica stepping out of the truck and Ultra Magnus transforming into robot mode.

ULTRA MAGNUS

Rodimus, I think you ought to listen to this. We've got trouble.

JESSICA

is hesitant at first, then stronger

JESSICA

You've been so kind and I owe you so much.

RODIMUS

You were hurt - we were trying to help.

PUSH IN on Jessica.

JESSICA
I know, but my father doesn't. He
wants me to betray the Autobots.

CLOSE ON RODIMUS

RODIMUS
How?

ANGLE WIDENS TO INCLUDE JESSICA

who is distressed by what she has to say.

JESSICA
(distressed)
We intercepted Optimus' ship
before that star went nova.
We--

Rodimus advances toward Jessica, both interrupting her and
intimidating her. Ultra Magnus puts a restraining hand on
him, but Rodimus shakes it off.

RODIMUS
(with fierce intensity)
What are you saying? Is Optimus alive?

JESSICA
(intimidated)
No. But my father has his body
in his lab.

Rodimus, fuming, turns to Ultra Magnus to give orders.

RODIMUS
(shouting)
Ultra Magnus, we have to retrieve Optimus' body.
Put him where he can rest in peace.

JESSICA
But that's what my father wants you
to do. It's a trap.

Rodimus turns, angry, his hands balling into fists. He is
one stubborn kid here wanting to do what he wants to do.

RODIMUS
(angrily)
I don't care!

DOWNSHOT- PAST RATBAT

flies over the Autobots then wings downward, hiding atop a
building. Below, Ultra Magnus moves up behind Rodimus, puts
his hand on Rod's shoulder.

ULTRA MAGNUS
Don't be so hasty, Rodimus. Listen
to her.

RODIMUS
(reluctantly)
I'll listen on the way. Put
together an assault force.

WIPE TO:

THE ARRIVING AUTOBOTS

One by one, they arrive as their names are called,
thetransform into their various group identities: the
Protectobots--Hotspot, Streetwise, Groove, First Aid, and
Blades who form DEFENSOR; and the AERIALBOTS--SILVERBOLT,
AIR RAID, SKY DIVE, FIREFLIGHT, and SLINGSHOT who form
SUPERION; and the THROTTLEBOTS--SEARCHLIGHT, GOLDBUG,
FREEWAY, ROLLBAR, CHASE, and WIDELoad.

ULTRA MAGNUS (V.O.) (CONT)
The Protectobots--Hotspot, Streetwise,
Groove, First Aid, and Blades!
Transform into Defensor!

The Protectobots roll up in vehicle mode, transform into
robot mode, and merge into Defensor.

ULTRA MAGNUS (V.O.) (CONT)
The Aerialbots--Silverbolt, Air Raid,
Sky Dive, Fireflight, and Slingshot!
Transform into Superion!

The Aerialbots arrive in plane mode, land and transform into
robot mode, then merge into Superion.

ULTRA MAGNUS (V.O.) (CONT)
The following Throttlebots--Wideload,
Searchlight, Freeway, Chase, Rollbar and
Goldbug.

They arrive and transform into their various minicar forms.
The gathered robots form a half circle in b.g. facing Rodimus in
f.g.

RODIMUS
Autobots -- Roll out!
Jessica, climb in.

INSERT
#1
REPLACES
THIS
SECTION

Rodimus ~~transforms into car mode.~~ As they all take off, we PULL UP to where RATBAT has been hiding. He transforms back into ~~robot mode~~ and flies up TOWARD CAMERA and past.

DISSOLVE TO:

EXT TRYPTICON - DECEPTICON HEADQUARTERS

Ratbat soars into Trypticon. We TRACK RATBAT as he heads toward a sporting arena. Inside, Ratbat sees Galvatron engaged in target practice. Targets in the shape of Rodimus Prime, Ultra Magnus, Springer, Kup, etc. are lined up in a row. ~~Ratbat soars.~~

GALVATRON

transforms to cannon mode and blasts the autobot targets one after another, exploding them.

Galvatron transforms back into robot mode and raises his arms in victory. We PULL BACK and see the arena seats are crowded with Decepticons, including SOUNDWAVE. The crowd is CHEERING.

CROWD

Yay, Galvatron.

GALVATRON

One day soon, the real Autobots will be destroyed!

RATBAT

flies in low. ~~Galvatron sees him as Ratbat lands.~~

SOUNDWAVE

Ratbat has returned. Ratbat report.

He flies toward the arena where Soundwave is sitting, then transforms into a cassette and jumps into Soundwave.

RATBAT

^{icc} (Jessica's voice)
"My father has his body in the lab."

CLOSE ON GALVATRON

scheming.

GALVATRON

So, Optimus Prime may yet live.

CLOSER ON GALVATRON

THE ARRIVING AUTOBOTS

One by one, they arrive as their names are called, then transform into their various group identities: the Protectobots-- Hotspot, Streetwise, Groove, First Aid, and Blades who form DEFENSOR; and the AERIALBOTS--SILVERBOLT, AIR RAID, SKY DIVE, FIREFLIGHT, and SLINGSHOT who form SUPERION; and the THROTTLEBOTS-- SEARCHLIGHT, FREEWAY, CHASE, and WIDELoad. KUP, COMPUTRON who is composed of the TECHNOBOTS--AFTERBURNER, NOSECONE, STRAFE, LIGHTSPEED & SCATTERSHOT. Also entering will be BLURR, STEELJAW, AND BUMBLEBEE.

ULTRA MAGNUS (V.O.) (CONT)
Protectobots--Hotspot, Streetwise,
Groove, First Aid, and Blades-
Transform into Defensor!

The Protectobots roll up in vehicle mode, transform into robot mode, and merge into Defensor.

ULTRA MAGNUS (V.O.) (CONT)
Aerialbots--Silverbolt, Air Raid,
Sky Dive, Fireflight, and Slingshot-
Transform into Superior!

The Aerialbots arrive in plane mode, land and transform into robot mode, then merge into Superior.

ULTRA MAGNUS (V.O.) (CONT)
Technobots, Afterburner,
Nosecone, Strafe, Lightspeed and
Scattershot- Transform into Computron.

The Technobots roll up in vehicle mode, transform into robot mode then merge into Computron.

ULTRA MAGNUS (V.O.) (CONT)
Throttlebots--transform!

They arrive and transform into their various minicar forms. The gathered robots form a half circle in b.g. facing Rodimus in f.g.

ULTRA MAGNUS (V.O.) (CONT)
And finally, last but not least,
Blurr, Bumblebee, and Steeljaw.

Superion turns and sees ENTERING FRAME, Kup, Blurr, Steeljaw, Bumblebee all in vehicle mode, flying or driving in. They transform into robot mode and step forward.

KUP

Remember, don't let him touch you, or we'll all be contaminated.

SUPERION'S FACE

mad as blazes.

SUPERION

No one stops Superion. No one.

WIDE ANGLE

as Superion fires his stress cannon at the ground beneath the the Transformers.

SUPERION

turns toward the transformers and fires his Stress cannon at them. Bumblebee dodges the blast, but it hits Kup and ~~BUMBLEBEE~~ Steeljaw. ~~BLURR~~

BUMBLEBEE, KUP and STEELJAW

collapse to the ground.

BLURR speeds on, firing. We TRACK HIM as he ~~flies over~~ Superion. His weapons smash harmlessly off the giant robot.

SUPERION

fires his stress cannon on Blurr, hits ~~it~~ ^{BLURR}, and down Blurr goes.

BLURR

crashes helplessly to the ground.

SUPERION

walks directly over the crumpled ~~Springer~~ ^{BLURR}, and LEAVES FRAME.

CUT TO:

Revised

Blurr and Bumblebee drive up and Steeljaw runs in.

PAST RODIMUS TO THE CROWD

RODIMUS

Jessica, climb in. Autobots, roll out.

Rodimus transforms into car mode. As they all take off, we PULL UP to where RATBAT has been hiding. He transforms back into robot mode and flies up TOWARD CAMERA and past.

GALVATRON (CONT)
But not for much longer.

WIPE TO:

INT/EXT. LABORATORY - A SHORT WHILE LATER

Rodimus Prime and the Autobots (the Protectabots, the Aerialbots, and the Throttlebots) arrive with Jessica at the laboratory entrance. Rodimus and Ultra Magnus transform back into robot mode.

JESSICA
Optimus is in the lab in the back.

RODIMUS
Ultra Magnus, take the Aerialbots and Throttlebots and circle around. Jessica and I will enter here and distract Swofford and Morgan ~~will~~ you retrieve ~~Rodimus'~~ body. *while* *Optimus*

 RODIMUS

looking concerned as he turns toward the various Autobots. The Throttlebots are transforming into robot mode.

RODIMUS (CONT)
Defensor, stay here for back up! And remember everyone--don't touch any red dust!

Superion breaks into his component parts in order to enter the lab with the Throttlebots while Defensor stands guard outside.

CUT TO:

INT. MORGAN'S OFFICE

Jessica enters her father's office.

JESSICA
Dad? Dad?

She looks around, then her eyes widen in surprise.

JESSICA (CONT)
Rodimus! Come here!

Rodimus enters the room. Jessica points toward something off screen. Rod sees and is shocked.

JESSICA'S P.O.V.

Insect # 2

PAST RODIMUS TO LISTED AUTOBOTS

We see The individual Technobots, Kup, Wheelie, Blurr, Steeljaw, & Bumblebee all moving in.

RODIMUS (CONT)

The rest of you, I need you patrolling this area. The Decepticons were here once. They may return.

CIRCLE to front of Rod and PUSH IN on him. He's grim.

RODIMUS (CONT)

We don't need Decepticons making this any harder than it already is.

WIDEN ANGLE as the Autobots transform and move away as Rod turns.

Optimus is lying on a gurney inside the office. A moment later Rodimus rushes to his fallen leader's side, sadly picking up Optimus' lifeless hand.

RODIMUS

OPTIMUS!

JESSICA

moves to Rod's side and looks around puzzled as Rod grieves.

JESSICA

I don't understand. Optimus was
in the back lab! My father must have--

Rodimus Prime looks up, angry.

RODIMUS

--set a trap for the others!

They rush toward the room where Optimus had originally been kept.

CUT TO:

BACK LABORATORY

** SLINGSHOT*
opens a door to the lab and looks inside. Other Autobots crowd in to see. Ultra Magnus calmly enters the scene.

** SLINGSHOT*

Nope, not here.

CHASE

Nuts. I don't want to leave empty-handed. Rodimus will be so upset.

ULTRA MAGNUS

We'll ALL be upset!

MORGAN (O.S.)

(evilly)

Yes! More than you can imagine!

All turn at the sound of his voice,

ANGLE - THE DOOR SLAMS SHUT

~~of his voice.~~

ANGLE - THE WALL VENTS

NEW *

As red dust pour from the vent filling the room in a red cloud.

ANGLE WIDENS TO INCLUDE ALL

Spores coat the surprised Autobots. They panic, trying to break free, but the spores cover them and they fall into the thick obscuring cloud.

NEW ANGLE ^{PAST RODIMUS AND JESSICA} THROUGH THE CLEAR OBSERVATION WINDOW INTO THE LAB

RODIMUS

concerned, wants to enter the room to save his friends, but Jessica steps in front of him to block his way.

JESSICA

No Rodimus! It's too late.

CUT TO:

NEW

* SERIES OF SHOTS ~~CHASE~~ ← IMPORTANT

A) ~~develops~~ develops the blue aura that indicates he has been infected. He transforms.

B) Fireflight turns blue and transforms into phantom mode.

C) Wideload develops the blue aura, then maddened, transforms and smashes into Silverbolt who has also turned blue.

D) Ultra Magnus develops the blue aura and transforms. Like some football quarterback he smashes through all the others.

CUT TO:

WIDE - ON ALL

We see the Autobots, now crazed from the disease, battle each other--hitting, blasting, etc., transforming at random without regard to each other or their surroundings.

RODIMUS AND JESSICA

Rod turns from the mayhem, looking resolute. Jessica is beside him as they race off to the front of the lab.

RODIMUS

We've got to get Optimus out of here!

BACK LABORATORY - ULTRA MAGNUS AND SLINGSHOT

Ultra Magnus smashes a lab bench over Slingshot's head while in robot mode. In b.g., the others are fighting.

SLINGSHOT

Why'd you do that, you little runt?

Ultra Magnus answers simply by slinging the lab bench into Air Raid (in robot mode) who goes down with a CRASH.

ULTRA MAGNUS

(mad, angry)

Where's that punk, Rodimus Prime? I want him.

EXT. LABORATORY

Enraged by Ultra Magnus' attack, the Aerialbots reassemble into Superior. Superior bursts through the roof of the laboratory and sees Defensor. Defensor whirls at the sound as Superior fires a burst which knocks down Defensor.

DEFENSOR

Picks himself up, concerned.

DEFENSOR

Superior's been infected. What do I do? I don't want to hurt him, but he's trying to destroy me.

he fires one of his super blasts into the ground before Superior, which creates a huge explosion of dirt and rock, which smashes into the giant Aerialbot.

DEFENSOR (CONT)

Can't waste my energy by setting up a force field. Better escape...

Defensor separates into the Protectobots and they transform into car/truck mode, and roll OFF SCREEN.

HOTSPOT

...before Superior infects us.
Protectobots--roll out!

The transformed Protectobots heads for and on to the Golden Gate Bridge and reform into Defensor once they are on it. Regular cars swerve to miss them as they merge.

DEFENSOR

Everybody, get off the bridge while you still can.



Revised

Inset #3

CUT TO:

SUPERION

is crushing through a city...people running. Police cars
zoom INTO SCENE AND THE POLICE SCRAMBLE OUT.

POLICE

open fire on Superion. He calmly walks to them.

SUPERION'S FEET

and crushes their cars. The police race off.

KUP (O.S.)
That's enough, Superion.

WIDE ANGLE

Optimus, Galvatron, Sky-Lynx and Jessica ENTER FRAME.

We see cars swerving as they panic and speed off the bridge.

ANOTHER ANGLE - GOLDEN GATE BRIDGE

Superion flies in firing his stress cannon. The blasts hit beam sections of the bridge which immediately shatter and tumble down toward Defensor. Defensor catches a huge section of beam and, swinging it like a baseball bat, smashes Superion in the gut which sends Superion flying back. But Superion grabs a bridge cable and, yanking it free from its support, uses it to slow down his fall. He swings back on the cable, like Errol Flynn on a rope, right toward Defensor who begins to run off. As Superion swings, he turns into his component Aerialbots who continue their forward arc and slam into Defensor, infecting him. Defensor splits up in turn and we see the Protectobots blast not only the Aerialbots, but each other. The Aerialbots do likewise.

CUT TO:

EXT. SAN FRANCISCO STREET

a winding mountainous street, a cable car moving down. INTO FRAME come the Throttlebots in car mode who are crashing into each other, trying to knock each other off the road. Detour is hit by Payload and skids onto the sidewalk on two wheels. He crashes into store windows, glass shattering as the car careens wildly out of control.

NEW ANGLE - THROTTLEBOTS

Rollbar is the first of the Throttles to transform into robot mode. The others follow suit all the while attacking each other. Their blasts go wild. Glass-fronted buildings shatter explosively as one or the other of the Throttlebots runs into them or shoots their various weaponry at the dodging robots.

CUT TO:

INT. MORGAN'S OFFICE

Ultra Magnus crashes through the wall and finds Jessica loading Optimus from the gurney into the transformed Rodimus.

ULTRA MAGNUS

There you are, you puny wimp!

RODIMUS

Jessica, get in, and hold on tight.

CUT TO:

SERIES OF SHOTS

There's a high-speed chase as Rodimus attempts to lose U.M.

Rodimus drives toward the entrance with Ultra Magnus in pursuit only to discover it is blocked by Groove, Blades and First Aid. Rod spins on two wheels and speeds off in another direction. The three Protectobots join in the chase.

Rodimus turns a corner and finds himself about to run into Morgan who has another vial of spores.

MORGAN

I've got you, you lousy robot.

Rodimus screeches to a halt, a long trail of rubber left behind, but still manages to turn around as the scientist throws the vial at him. Morgan misses. Rodimus heads down a corridor.

CUT TO:

CORRIDOR - INSIDE RODIMUS, ANGLE FAVORING JESSICA

JESSICA

Turn here, then turn right! We can leave through the loading area!

Rodimus turns the corner and momentarily loses his pursuers.

LABORATORY LOADING AREA

filled with boxes, crates, etc. Rodimus drives up to the rolldoors.

ULTRA MAGNUS (O.S.)

I've got you trapped!

ROLLDOORS

explode inward as BRUTICUS smashes through. We TRACK Jessica who runs to where Rodimus is hidden. Galvatron leads the Decepticon Super Robots who split into their component pieces: Bruticus who consists of the COMBATICONS--ONSLAUGHT, BRAWL, SWINDLE, BLASTOFF, and VORTEX; and MENASOR who consists of the STUNTICONS--MOTORMASTER, DEAD END, BREAKDOWN, WILDRIDER, and DRAGSTRIP.
GALVATRON

We've come for Optimus. Where are you
hiding that coward?

ULTRA MAGNUS (O.S.)
(angry bellow)

WIDE ANGLE - GALVATRON AND THE DECEPTICONS

have their backs to us. They turn and we PULL BACK to see
ULTRA MAGNUS and the THROTTLEBOTS moving in. The Autobots
leap at the Decepticons.

NEW ANGLE - ALL

As the Autobots slam into the Decepticons, the Decepticons
are infected. (but not Galvatron)

ON GALVATRON

as the Stunticons attack the Aerialbots. Suspicious of what
is happening, Galvatron turns into cannon mode and blasts
Wildrider who is speeding toward him. Galvatron steps back
toward the ripped open rolldoors, looking about wildly as
he does.

GALVATRON
The Autobots are acting like madmen.

RODIMUS (O.S.)
It's a madness plague, Galvatron.

Galvatron turns as we PAN ACROSS the scene of transformers
battling each other to see Rodimus, still in car mode, with
Jessica inside, roll up.

RODIMUS (CONT)
If one of those Transformers touches
you, you're infected.

GALVATRON
You're lying.

Rodimus guns his engine as Jessie stares back at the madness
off screen.

RODIMUS
Fine...whatever makes you a happy
Decepticon. Just watch your rear
thrusters.

PAST RODIMUS SPEEDS OUT OF FRAME

PAST
^ GALVATRON

who stares at the fighting. The robots are smashing /
blasting / destroying each other.

GALVATRON
(incredulous)
They've all gone mad! This is
no place for me.

He flies out of the broken doorway. Rodimus is driving off
into the distance.

DISSOLVE TO:

INT. METROPLEX

Rodimus and Jessica drive into Metroplex repair chamber.
Wreck gar is waiting. With WRECK- GAR'S help, Jessica
unloads Optimus Prime. Rodimus transforms back to robot
mode.

WRECK-GAR
(as Ricky Ricardo)
ay yi yi yi yi yi yi, Lucy, Lucy,
what have you dun now?

RODIMUS
Wreck-Gar, help me, see if there's anything
that can be done with Optimus.

WRECK-GAR

walks in circles around Optimus, staring at the deceased
Autobot. Finally, he lifts Optimus and deposits him on a
gurney.

WRECK-GAR
I'm a doctor, not a forklift.

Wreck-gar carefully examines the body of Optimus, lifting
his arms, letting them fall, pushing buttons, etc.,

WRECK-GAR
His engines, they canna take the strain.

RODIMUS AND JESSICA

walk toward the gurney Optimus has been put on. They see
Wreck- Gar circling the gurney, hand on his chin in deep
thought.

RODIMUS
Wreck-Gar, any hope the Junkions
can repair him?

Wreck-gar shakes his head.

WRECKGAR
He's dead, Jim. *(a la Mr. Spock)*

Rodimus turns away, dismayed at the answer.

JESSICA
(hopefully)
Who built Optimus in the first
place?

Rodimus turns, excited by the hope Jessica has given him.

RODIMUS
(excitedly)
The Quintessons. And they revived
him once before!

Rodimus steps over to the intercom on the wall and pushes a
button.

RODIMUS (CONT)
(into intercom)
Come in, Sky-Lynx! Bring me a
Quintesson!

CUT TO:

EXT. EARTH'S ATMOSPHERE - SKY-LYNX

Wreckblast,
In ~~dinobird~~-SkyLynx is heading down toward Earth, spinning
in circles to show off as he does.

SKY-LYNX
(puzzled)
A Quintesson? But they are in hiding
on the far reaches of the galaxy!

ANGLE RODIMUS AND THE INTERCOM

cut to:

RODIMUS (V.O.)
(impatiently)
That's why I called a transformer space shuttle
instead of a mini-car!

cut to:

ANGLE SKY LYNX

ROMIMUS (o.s.)
(filtered)

What's the matter? Don't you think you can handle it?

SKY LYNX
(insulted)

Of course I can handle it! But what on Cybertron do you want with a Quintesson?

cut to:

ANGLE - RODIMUS AND JESSICA

RODIMUS (v.o.)
(filtered)

I need a Quintesson to rebuild Optimus Prime.

SKY LYNX
(delighted)

Optimus Prime? I will not rest until I have found a Quintesson!

Sky levels off, then arcs up into the air and we FOLLOW as he transforms into space shuttle mode and zooms up.

CUT TO:

~~EXT. METROPLEX~~

SKY LYNX

Though it may stress my superior engines beyond endurance, though it might...

RODIMUS (v.o.)
(filtered)

Just do it!

~~EXT. METROPLEX~~

We WIDEN ANGLE and see Ultra Magnus approaching. He then turns toward the gate that surrounds Metroplex. With his weapon he blasts it open then transforms into truck mode and wheels on in.

DISSOLVE TO:

INT. METROPLEX REPAIR CHAMBER

Optimus' body is lying in f.g. Behind him is Jessica looking forlorn, worried. Rodimus is heading out the door. He pauses then looks back. Jessie turns to him.

RODIMUS

I have to disconnect Metroplex...if the plague were to infect him...

JESSICA

I know...the thought is positively frightening.

CUT TO:

EXT. METROPLEX

Sections of the city blink out...as the large lights turn off.

INT. CONTROL ROOM

The console is attached to the wall, but there are large tables with computer screens throughout the small control room. Rodimus stands before the metal console, we see his REFLECTION in the metal as he punches buttons on a panel to turning off Metroplex. One by one, the lights in the panel blink out.

RODIMUS

I'm sorry, Metroplex but I have to shut you down.

METROPLEX

I understand, Rodimus.

PUSH PAST Rodimus to the control room door. Ultra Magnus appears. He steps inside. We WIDEN ANGLE to show Rodimus continuing to pull switches, unaware that Ultra Magnus is moving toward him, U.M.'s hand is outstretched...a moment away from infecting the Autobot.

FADE OUT.

END ACT TWO

ACT THREE

FADE IN:

INT. CONTROL ROOM PAST RODIMUS

looking at the controls as he turns dials, etc. Lights blink off. We see Ultra Magnus's hand about to touch Rodimus's back when Rod sees Ultra Magnus' reelection in a screen.

RODIMUS

Ultra Magnus!

ROD AND ULTRA MAGNUS

Rodimus whirls and ducks before Ultra Magnus can touch him. Ultra Magnus lunges at Rodimus who again dodges him. Rodimus pushes one of the computer tables into U.M. Ultra Magnus falls against a cabinet holding tapes and files which come CRASHING down on him. He easily tosses the stuff aside and scrambles to his feet.

ANGLE FAVORING RODIMUS

at the control panel, punching buttons. The lights are nearly all out now. Rod keeps turning back frantically looking at U.M. who is OFF SCREEN.

RODIMUS

One more switch and Metroplex is safe!

ULTRA MAGNUS

stands up and throws himself at Rod. Rodimus finishes turning off Metroplex and the last light blinks out. Rod manages to dodge U.M. by inches as Ultra Magnus crashes into the control panel in a shower of sparks from short circuits.

RODIMUS

Fight the disease, Ultra Magnus--
not me.

Rod runs TOWARD CAMERA with Ultra Magnus on his tail. He transforms into car mode and zooms off down Metroplex corridors. Ultra Magnus transforms into truck mode and the chase is on.

DOWN ON RODIMUS

as Rod sweeps around another corner. Rod is heading toward a wall which, like the wall of China is JUST a wall and not

the wall of a building. Rod swings to the left to go around the wall. Ultra Magnus ENTERS FRAME.

ULTRA MAGNUS

speeds directly toward the wall, and rather than turn the corner, U.M. smashes through the wall.

ULTRA MAGNUS AND RODIMUS

Rodimus, rounding the corner, comes face-to-face with U.M. who has crashed through the wall. U.M. parks diagonally across the road, blocking any path past.

ULTRA MAGNUS

It's over, kid. I've won.

NEW ANGLE - ULTRA MAGNUS AND RODIMUS

On the run, Rod continues toward Ultra Magnus. At the last moment he transforms into robot mode and LEAPS over the truck.

RODIMUS

Don't believe it, old friend.

As Rod lands on the other side, he retransforms into car mode and zooms off screen.

ULTRA MAGNUS

turns and follows...

ULTRA MAGNUS - POV

--but there is a hill ahead. Nothing beyond can be seen. U.M. continues up the road and up the hill, but when he gets to the top, all is clear ahead as far as the eye can see.

ULTRA MAGNUS

transforms and shakes his fist to the darkening skies.

ULTRA MAGNUS

(shouting madly)

You can't escape, Rodimus. I
can track your gas fumes anywhere.

DISSOLVE TO:

REPAIR BAY - ULTRA MAGNUS

Ultra Magnus in truck mode again pulls into the middle of the repair bay. He transforms into robot mode and looks

around. The repair bay has thousands of robot parts all over. The area is dark. Heads and limbs are everywhere as we TRACK Ultra Magnus through this mad labyrinth of robot parts.

As he walks through this dark area, he occasionally thinks he sees something. He blasts a head but it turns out to be just a robot head, not Rodimus. He continues on and hears a noise, blasting at it. A robot arm comes rolling toward him. U.M. looks about, a bit nervous.

ULTRA MAGNUS

You're in here, kid. I can smell it.
And, when I find you, you're through.

(a beat)

RODIMUS (O.S.)

I wouldn't be so certain of that.

Ultra Magnus whirls to the sound of the voice.

ULTRA MAGNUS'S POV

Rodimus is holding up a long metal cutter pointed right at Ultra Magnus' face. (NOTE: the metal cutter has its blade on the end of an extension tube to be used to reach into distant places.)

RODIMUS

I think it's time we had a little chat.

He flips on the switch and the blade begin to WHIR ominously.

RODIMUS (CONT)

I want you to back up slowly and don't make any sudden moves. I'm taking you to a place where you can't do any harm.

PUSH IN on Rodimus's concerned face.

RODIMUS (CONT)

You need help, Ultra Magnus. I want to make certain you get it.

ULTRA MAGNUS AND RODIMUS PRIME

As Rodimus slowly advances, Ultra Magnus pretends to comply and steps back a few paces. Suddenly, he grabs an operating table and flings it at Rodimus as he (Ultra Magnus) leaps aside. The metal cutter slices through the table like butter!

ANOTHER ANGLE

Rodimus whirls to face Ultra Magnus who has an extension cutter of his own. He holds it up high and activates it.

ULTRA MAGNUS

I'd say we're evenly matched, Rodimus,
but we're not.

PUSH IN on Ultra Magnus' mad leer.

ULTRA MAGNUS (CONT)

You're too stupidly noble to hurt me,
but I want to destroy you.

ULTRA MAGNUS AND RODIMUS PRIME

Ultra Magnus leaps forward, his cutter swinging down. Rodimus reacts in time and parries. They fight a duel as if with swords. The CAMERA FOLLOWS as they advance around the room--first Ultra Magnus is leading, then Rodimus.

RODIMUS

This isn't you talking--it's the
spores. Please--let me help.

ULTRA MAGNUS

(sneering)

I don't need your help...

Just when it looks as if Rodimus is going to force the older robot into submission, Ultra Magnus slashes Rodimus' arm, forcing the younger robot to drop his metal cutter. Ultra Magnus kicks the cutter away, then moves in for the kill.

ULTRA MAGNUS

(gloating)

I only need you to die--like Optimus
Prime died. He was a real leader,
kid...not a failure like you.

While Ultra Magnus gloats, Rodimus drops to the ground in a feint, then twists around to grab Ultra Magnus' cutter as it comes slicing down at him. Rodimus forces it to continue its downward arc until it cuts into Ultra Magnus' knee joint (NOTE: He does NOT cut off Magnus' leg; he merely damages it!). Surprised, Ultra Magnus topples.

ULTRA MAGNUS

(Painful grunt)

PAST ULTRA MAGNUS TO RODIMUS

Rodimus runs out of the repair bay, we see Ultra Magnus quickly repairing the damage to his knee with a welding torch.

ULTRA MAGNUS (CONT)

Run, you little coward! I'll get you anyway!

CUT TO:

ULTRA MAGNUS

slowly rises to his feet. The first few steps he takes he hobbles with a limp. Then, with each step, he gains strength as he leaves the repair bay.

ULTRA MAGNUS' POV

he sees Rodimus standing far in the distance, at the end of a cul de sac with nowhere to go. Rodimus turns to face Ultra Magnus as U.M. walks closer and closer to the trapped Autobot.

ULTRA MAGNUS

Like I said before, kid, it's all over.

Slowly push in on Rodimus to indicate U.M.'s approach.

PAST ULTRA MAGNUS TO RODIMUS

Rodimus steps back, but there's nowhere he can go. He looks right and left, but Rod knows he's trapped. Ultra Magnus's hand tightens around his weapon. His hand and weapon lift as U.M. continues on...moving INTO the picture until we see all of Ultra Magnus' back.

Then, suddenly, three cables lashes out INTO SHOT, whips around his torso and yanks the Autobot away from Rodimus just in time. U.M. falls to his feet.

RODIMUS

And as I said before--"Don't believe it."

ANGLE WIDENS TO INCLUDE ALL

Wreck-gar holds cable ends which have snagged Ultra Magnus. U.M. tries in vain to struggle to his feet. Rodimus walks past his struggling friend, looking sad.

RODIMUS

You certainly took long enough.

WRECK-GAR
(a la Steve Martin)
Well, excu-u-u-se us!

RODIMUS

smiles as he joins the other Autobots. Ultra Magnus continues to struggle on the ground.

RODIMUS
Hey, I'm not complaining. But now--
what do we do with him?

ULTRA MAGNUS

grabs one of the cables with both hands and pulls. Wreck-Gar is yanked toward him. U.M. grabs Wreck-Gar. WIDEN ANGLE to include Rodimus entering frame, blasting U.M. point-blank, who falls to the ground, now unconscious. Wreck-Gar picks himself up, shaking as Rod stares.

RODIMUS
You okay?

WRECK GAR

turns, then suddenly smiles wickedly. Wreckgar is glowing blue! He reaches out and touches Rodimus.

WRECK-GAR
(LAUGHS EVILLY)
I'm a pepper, wouldn't you like to
be a pepper, too?

A moment later the frightened Rodimus changes color, too. All have been infected now.

RODIMUS

stares at his hands with mad glee, then blasts wildy around the room, then, Rodimus transforms and takes off with virtually no one left to stop him.

into the dirt

RODIMUS
(cackling laughter)

DISSOLVE TO:

TV SCREEN

Female reporter on the TV, giving the news.

BONNIE
...Bonnie Carlson for KSUN TV. The
hate plague as it's become known
is spreading like wildfire across

our world.

To the RIGHT of the TV screen a square appears with Ultra Magnus' picture inside.

BONNIE (CONT)

It began with infected Transformers,
but soon spread to our human population
as well.

U.M.'s picture fades and is replaced with the Empire State Building in New York.

BONNIE (CONT)

How many of us will be infected?
is there any cure, and if not--

PUSH IN on Bonnie.

BONNIE (CONT)

--when will the plague end, and will
any of us be alive to see the end?

WIPE TO:

EXT. NEW YORK - NIGHT

In Greenwich Village, the blue-glowing Brawl transforms into tank mode and RUMBLES through the streets looking for trouble. Vendors selling jewelry, fruit, books, etc. fill the narrow streets. Brawl's tank sends them running as he crushes over the vendor-stands leaving complete wreckage in his wake. Brawl crashes through the arch in Washington Park, leveling it under his treads.

BRAWL

Move, you human fools. Nothing can
stop me. Nothing.

EXT. BROADWAY - NIGHT

He spots Headstrong who transforms into animal form and flees from Brawl by racing down the Broadway past the theater district. They pass the theater which is showing Jem and the Holograms in Broadway Magic. Brawl corners Headstrong who tries to race past him. Brawl transforms just as Headstrong screams past him and "tags" Headstrong.

Headstrong, now surrounded in a blue glow, charges full-speed into RAZORCLAW in lion mode who, on becoming infected, leaps down into the New York Subway.

CUT TO:

EXT. J.F.K. AIRPORT

Vortex, in helicopter mode, swoops low and blasts open a 747 before it can take off. He flies INSIDE the jumbo jet as the people stream off the plane in terror.

THE CROWD

races toward us and we see they are all glowing blue. They have been infected.

CROWD
(mob screaming, yelling)

EXT. CITY STREET - NIGHT

A typical New York housing area. The spores have been here and the people glowing blue are throwing rocks, sticks, etc. at each other, destroying each others property, throwing bricks through windows, smashing cars, setting cars on fire. This is a riot.

CROWD
(mob yelling and screaming)

CUT TO:

EXT. WASHINGTON D.C. - DEFENSOR

Defensor uproots the Washington Monument and sends it flying into the White House dome.

LINCOLN MEMORIAL

People are hacking away at the Lincoln Memorial.

DISSOLVE TO:

EXT. ALIEN WORLD - A QUINTESSON BASE - FLEEING QUINTESSON

who is running for his life from hordes of crazed blue-auraed Quintessons and Sharkticons. He is one of the older Quintessons, having four heads.

QUINTESSON
No! Stay away! Keep back!

DOWNSHOT - SKY-LYNX

soars overhead, over the crowd, finally passing them and seeing the one lone Quintesson. He dives low.

SKY-LYNX
Need a lift, Quintesson?

QUINTESSON
Yes! Yes! Let me in!

THE TWO - TRACKING

OTHER QUINTESSONS
(ad lib)
Get him! Infect them all!

SKY-LINK
Not so fast. You can only come aboard if
you agree to restore optimus prime to life!

CLOSE - QUINTESSON

QUINTESSON
Give life to an autobot?

His head turns to the death's head.

QUINTESSON
NEVER!

HIGH ANGLE - THE SCENE

The other Quintessons are catching up. Sky-link hits his
thrusters and starts to gain out of frame.

SKY-LINK
As you wish. Good luck!

PAST QUINTESSON TO SKY-LINK

Heading off. The tentacles of the pursuing Quintessons
ENTER FRAME, reaching out for the Quintesson but not quite
touching him.

QUINTESSON
Wait! Come back!

CLOSE - QUINTESSONS

The other Quintessons almost have him. His head clicks to a
more congenial face.

QUINTESSON
I'll do it!

WIDE ANGLE - THE SCENE

Sky-link abruptly turns around and flies back to the
Quintesson.

SKY-LINK
Wise choice.

UPSHOT - PAST QUINTESSON TO SKY-LYNX

as Sky-lynx's door slides open.

WIDE - ANGLE

as the angry crowd moves in closer. The Quintesson glances at them and then at Sky-lynx. In panic, he leaps toward the open door and scrambles inside. Sky-Lynx takes off just as the mob would have grabbed him.

DISSOLVE TO:

EXT METROPLEX - LABORATORY

we PUSH IN on the Laboratory and PUSH THROUGH the window. Inside, we see Sky-Lynx in Puma mode showing the Quintesson the body of Optimus Prime in f.g. lying in coma.

The Quintesson walks around the Optimus Prime's nearly destroyed body, then glances at Sky-Lynx, then back to Optimus Prime.

QUINTESSON

(sarcastically)

This is not going to be easy.

SKY-LYNX

(forcefully)

Just be sure to do it right

NEW ANGLE

to show that Dinobird perches nearby, keeping his eye on the Quintesson.

TIME DISSOLVE

TO:

INT. LAB - QUINTESSON

has Optimus's chest open, wires protruding...Optimus's insides are a complete circuit board which the Quintesson is soldering.

QUINTESSON

I've got the main memory board finished. Start power to it.

SKY-LYNX - DINO BIRD

at the control panel, uses his beak to turn a dial on a piece of equipment linked to the board. The circuit board sizzles and explodes.

THE QUINTESSON

looks up, his face rotates to one with a snarl.

QUINTESSON

(continuing; shouting)

Too much power, your metal moron.

Do as I say or your leader will never be revived!

TIME

DISSOLVE TO:

QUINTESSON AND SKY-LYNX - DINOBIRD

Sky-Lynx turns the dial. The energy SIZZLES in the board and various LED's light up. Sky-Lynx smiles, as does the Quint.

TIME

DISSOLVE TO:

QUINTESSON AND SKY-LYNX

TIME MONTAGE: Quintesson attaches a piece of Optimus Prime's metal casing. Sky-Lynx, Puma, looks concerned. He comes forward, sniffs. Walks away satisfied that nothing is amiss.

TIME

DISSOLVE

The Quintesson fits on a third piece of casing. A piece slips...Sky-Lynx Puma bounds forward, catches it in his jaws, and returns it to the Quintesson.

TIME

DISSOLVE

the Quintesson puts on the fifth piece. Sky-Lynx stares with great interest.

TIME

DISSOLVE

places of the final casing. The outwardly restored Optimus gleams dully under the lights. The Quintesson proudly polishes the new piece.

TIME

DISSOLVE:

The Quintesson takes a small metal probe which he inserts into Optimus' body, the Quintesson checks out the legs. First one goes through its motions--the knee bends, then straightens, then the entire leg lifts off the table and slowly swings out laterally then back. The same happens with the other leg.

QUINTESSON AND SKY-LYNX

both are pleased. The Quintesson's face swivels to one of happiness. Even Sky-Lynx is excited.

SKY-LYNX - PUMA

(excited)

Way to go!

QUINTESSON

Legs are operative. Now the arms.

ANGLE - QUINTESSON, PRIME, AND SKY-LYNX

places a probe in the open left shoulder circuitry. Suddenly Optimus' arm lashes out and strikes Sky-Lynx - Dinobird which is leaning over too watch.

QUINTESSON

Watch out.

The arm slams Sky-Lynx - Dinobird against the far wall. Dinobird slides down the wall upon impact, then flies back toward Quintesson. He looks angry.

SKY-LYNX -DINOBIRD

(angrily)

You did that on purpose!

QUINTESSON

It was an accident!

QUINTESSON

peers into Optimus' chest cavity, tweeks something inside, then tries it again. This time the arm moves smoothly through its range of motion. He looks up and his face swivels again.

QUINTESSON

(continuing)

That's better.

SKY-LYNX - PUMA

So how much longer?

QUINTESSON

We're almost done.

(beat)

And what are you going to do about the disease?

Sky-Lynx indicates the still comatose Optimus Prime.

SKY-LYNX

(confidently)

Optimus will know what to do.

(beat)

I hope.

TIME DISSOLVE

TO:

OPTIMUS

is hooked up to computer equipment, and with Sky-Lynx standing watch, the Quintesson flips the switch to power up a temporary power supply to activate Optimus.

SKY-LYNX

(dubiously)

Nothing's happening.

QUINTESSON

Give it time.

NEW ANGLE - OPTIMUS

the circuitry flashes and smoke pours out of Optimus. After a moment of stunned silence, the Quintesson sinks down with one of his heads in his tentacles.

EXT. NEW YORK CITY - RODIMUS

In a quick cut, we see Rodimus wreaking havoc on the city. The infected cabbies are ramming him with their cabs. Rodimus lifts up one of the cabs, its driver leaping out as it is lifted off the ground. Rodimus tosses one of the cabs through a Fifth Ave. display window.

TIME DISSOLVE

TO:

OPTIMUS' CHEST CAVITY

The Quintesson hands are wrapped around a soldering iron, resoldering the circuitry.

40

WIDEN ANGLE

to see Quintesson hunched over Optimus. He stops, wipes his forehead with his forearm, then looks weakly at the pacing Sky-Lynx - Puma. Dinobird is also strutting impatiently.

SKY-LYNX

There's no time left for mistakes--
The world needs a leader right now.

CUT TO:

~~EXT. NEW YORK CITY - RODIMUS~~

~~In a quick cut, we see Rodimus wreaking havoc on the city. The infected cabbies are ramming him with their cabs. Rodimus lifts up one of the cabs, its driver leaping out as it is lifted off the ground. Rodimus tosses one of the cabs through a Fifth Ave. display window.~~

~~SKY-LYNX (V.O.)~~

~~I don't want to think about how
bad it's gotten out there.~~

CUT TO:

INT. METROPLEX - LABORATORY

We PAN across Optimus's body. It is new, gleaming. We stop as we reach the Quintesson and Sky-Lynx Puma and Dinobird who are by the computers. The Quintesson is punching in information as Sky-Lynx paces.

QUINTESSON

Once again we are ready.
But if this doesn't work.

PUSH IN on the concerned Sky Lynx-Puma...

QUINTESSON (O.S.)

(CONT)

Optimus Prime will never live again.

PUSH IN even closer on the frightened Sky-Lynx:

QUINTESSON (O.S.) (CONT)

--it might never be the same.

~~WIDEN ANGLE to include for Sky-Lynx.~~

SKY-LYNX
Stop talking and hit the switch.

QUINTESSON

does.

WIDE ANGLE - ON ALL

Lightning bolts flash. Pyrotechnics abound. Even Sky-Lynx is in awe. Optimus' body shimmers with light. The intensity increases. The machine WHINE grows LOUDER. The light fills the screen forcing Sky-Lynx to turn and cover his eyes. Everything goes WHITE. Then, in the whiteness, we see the form of Optimus Prime rise. We only see him in silhouette because of the intensity of the light. Sky-Lynx forces himself to stare into the fiery glow.

SKY-LYNX
(continuing; awed)
Optimus?

There is an explosion of light, and then all color returns and we see the very powerful Optimus Prime standing full and proud.

QUINTESSON
I've done it! Optimus Prime lives!

SKY LYNX
It's true. Our leader is back!

OPTIMUS
Yes, Sky Lynx. And this time no force in the universe can stop me.

FADE OUT

END PART ONE

file

THE RETURN OF OPTIMUS PRIME Part 1:

Scientists have discovered an alien plague which can set one Transformer against the other in a battle which will lead to the death of Autobots and Decepticons alike. And the only one who can save them all is an Autobot who is dead.

THE RETURN OF OPTIMUS PRIME Part 2:

The hate plague has spread throughout all Earth, infecting robot and humans. But a small group of uninfected Autobots, Decepticons and Quintessons work together to revive the slain Autobot leader Optimus Prime. Once alive, Optimus must enter the awesome matrix of life itself to achieve final victory. But will he succeed in time?