

FINAL
11-24-86

At the risk of
fraud, I think
I worked on
this
episode

THE TRANSFORMERS - 700-116

"THE RETURN OF OPTIMUS PRIME"

PART TWO

Story by Marv Wolfman and
Cherie Wilkerson
Teleplay by Michael Charles Hill

ACT ONE

FADE IN:

FEINT DINGS

WHITE LIGHT

A bright, white, corruscating light fills the screen.

INT. METROPLEX LABORATORY

The light begins to fade and we see Sky-Lynx covering his eyes. The Quintesson turns from the brightness. Also, 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.

QUINTESSON

1 I've done it! Optimus Prime lives.

SKY LYNX

2 Our leader is back!

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

OPTIMUS

3 Yes, Sky Lynx. And now no force in the universe will stop me!

WIDE ANGLE - OPTIMUS AND SKY-LYNX-PUMA, SKYLYNX-DINO BIRD

As the energy subsides and OPTIMUS tears (SFX) the cables out of his "new" body. He stands, powerful and majestic. Sky-Lynx can only stand in awe as Optimus pauses, raises his hands and looks at them as a newborn child might. The Quintesson steps away, unsure of himself.

OPTIMUS PRIME

4 (slow and deliberate)
How long have I been gone?

ANGLE ON SKY LYNX

He stands before the presence of his former friend and spiritual leader.

5 SKY-LYNX
(awed by this religious experience)
Too long. We are in grave danger.

6 OPTIMUS PRIME
Tell me all that has happened.

RIPPLE DISSOLVE TO:

SERIES OF FLASHBACKS:

EXT. SPACE - OPTIMUS PRIME'S BATTERED FLAGSHIP

As it continues its suicide course toward a sun which is about to go nova. CAMERA SHAKES as EXPLOSIONS erupt across frame.

7 SKY LYNX (VO)
It all started when...

ANOTHER ANGLE

As the SPACE PROBE ENTERS FRAME and docks with PRIME'S vessel. EXPLOSIONS rock the two vessels.

8 SKY LYNX (VO)
...you were rescued by Jessica Morgan...

DISSOLVE TO:

INT. PRIME'S FLAGSHIP

Smoke clears as MORGAN and SWOFFORD carry a severely injured OPTIMUS (one side of his face is blasted away, its mechanisms and circuits are exposed) - safely to their own vessel. Explosions (SFX) can still be heard o.s.

9 SKY LYNX (VO)
...and Dr. Swofford.

DISSOLVE TO:

EXT. SPACE PROBE

As it pulls away from the derelict ship.

ANOTHER ANGLE

As the sun explodes sending streams of reddish spores shooting outward and coating the surface of the probe.

10 SKY LYNX (VO)
Their experimental spaceship
shielded your body when the star
went nova.

CLOSE UP SPORES ON SPACE SHIP

11 SKY LYNX(V.O.)
But their spaceship was covered
with solar spores.

DISSOLVE TO:

INT. SWOFFORD'S LABORATORY

12 As we see two inactive rats inside a protective chamber
similar to PRIME'S. SWOFFORD'S hands ENTER FRAME and uncap
a vial of the red powder which drifts out and contaminates
one of the rats. Soon, the red-coated rat develops a blue
aura and begins GROWLING and SNARLING. The other rat is
frightened and backs away as the blue rat attacks him.

13 SKYLYNX (V.O.)
Swofford brought you back to his
laboratory on earth, where he and
his partner discovered the spores
induced hate.

DISSOLVE TO:

INT. SWOFFORD'S LABORATORY

OPTIMUS lies inside a protective chamber. He is only a
shadow of his former self. A chrome skeleton of rotors,
hydraulic muscles and tendons of flexible cables with the
recognizable (red and blue) sheet metal veneer covering
precious few meters of his body.

14 SKY-LYNX (VO)
They sought to infect your
lifeless form with the virus.

INT. SWOFFORD'S LABORATORY

As the AUTOBOTS (ULTRA MAGNUS, the AERIALBOTS...), who are
busy searching for OPTIMUS PRIME, are doused with the red
powder as it blows thru the vents and quickly become
infected by this hate generating substance.

15 SKY LYNX (VO)
And when that failed they used you
to lure the Autobots to their lab
--- and there they infected Ultra
Magnus and the others.

DISSOLVE TO:

INT. SWOFFORD'S LABORATORY

As the AUTOBOTS battle amongst themselves. ULTRA MAGNUS smashes (SFX) his fellow AUTOBOTS.

SKY LYNX (VO)

16 It was Autobot against Autobot.
And then, Decepticon against Decepticon.

DISSOLVE TO:

EXT. QUINTESSON BASE

As a lone QUINTESSON is being chased by a horde of crazed QUINTESSONS. He falls and before they can overpower him, picks himself up and continues to evade them. SKY LYNX rescues him before they can "nail" him.

SKY LYNX (VO)

17 Even the Quintessons were not safe from the madness which the star's nova had spread throughout the galaxy.

DISSOLVE TO:

INT. METROPLEX LABORATORY

The QUINTESSON recreates OPTIMUS PRIME'S needed bio-circuitry as SKY LYNX - in both Puma and Dinobird mode- hovers over him, watching his every move. Waiting and praying for his success.

SKY LYNX (VO)

18 With my superior talents, I rescued this Quintesson to try to revive you.

END FLASHBACKS

RIPPLE DISSOLVE TO:

INT. METROPLEX LABORATORY

SKY LYNX helps OPTIMUS regain his "feet" as they walk slowly around the lab.

SKY LYNX

19 That was Rodimus' last instruction before ---

20 OPTIMUS PRIME
Rodimus! What happened to him?

21 SKY LYNX
I'm afraid... that he has been
infected as well. You're our last
hope, Optimus.

ANOTHER ANGLE

As the QUINTESSON watches with displeasure.

BACK TO OPTIMUS

as he walks to the worried Quintesson and places his hands
tenderly on the Quint's shoulders.

22 OPTIMUS PRIME
You rescued me? You ---a Quintesson?

23 QUINTESSON
I had no choice. The entire galaxy
is threatened by this plague.

OPTIMUS AND SKY LYNX

Optimus turns to Sky Lynx.

24 OPTIMUS
Have any of the Autobots avoided
contamination?

25 SKY LYNX
Not many. And those that have
were injured battling Superior.
They may be damaged beyond repair.

OPTIMUS - CONCERNED

26 OPTIMUS
Who? Tell me.

ANGLE - SKY-LYNX

27 SKY-LYNX
Kup and Wheelie, Blurr and
Steeljaw. Bumblebee...

ANGLE - OPTIMUS

28 OPTIMUS PRIME
(taking charge)
Then let's find them and get them
into the repair bay.

Optimus turns and points an industrial digit at the
QUINTESSON.

29 OPTIMUS PRIME
We'll need your help.

ANGLE ON QUINTESSON

As he picks up futuristic looking wrench and mutters
something under his breath.

30 QUINTESSON
(unintelligible muttering)

AND THEN WE

TIME DISSOLVE TO:

INT. LABORATORY

We pan the laboratory and see the following Autobots:
Kup, BLurr, Steeljaw and Bumblebee. (coated now and looking
like Goldbug)

The Quintesson walks around the gurneys, touching some out of
consideration as a doctor would a patient.

31 QUINTESSON
I'm finished. They are all restored.

They are on medical gurneys, getting up, dazed, feeling their
heads.

32 BLURR
Oooohhhh....feel....baaad...

STEELJAW

Gingerly walks around, a bit unsteady.

33 OPTIMUS
I see you're no worse for wear
than I was.

WIDE ANGLE ALL

They all stop and see him and then broad SMILES cross their
faces as they RUSH IN to greet their former leader. Kup hugs
Optimus then backs off like the soldier he was. Blurr keeps
moving around Optimus.

RAPID CUTS BETWEEN ASTONISHED FACES

34 BLURR
Optimus? Optimus?! You're alive!

You're alive! I don't believe this! Do you guys believe this! It's Optimus!

35 KUP
Optimus Prime, by gosh, is it really you? I must be dreaming..

OPTIMUS PRIME

smiling...

36 OPTIMUS
No....this is real. I'm back, (beat) and now so are you.

GOLDBUG, EXCITED

37 GOLDBUG
Back? I'm better than ever! Look at this new paint job!!

PAN DOWN BUMBLEBEE

38 GOLDBUG
I've gone beyond being just plain old Bumblebee...I'm a gold bug!
ANGLE - OPTIMUS

39 OPTIMUS
(laughing good-naturedly)
That you are, ~~Bumblebee~~ Bumblebee! So from now on, That's exactly who you'll be - Goldbug!

NEW ANGLE

as a circle of Autobots forms around Optimus.

40 KUP
I can't begin to tell you how great it is to have you back, Optimus!

41 OPTIMUS PRIME
It's great to be back, Kup!

ANGLE ON KUP AND OTHER AUTOBOTS

GOLDBUG, BLURR, KUP gather around OPTIMUS as they flex their newly restored/repared limbs. The QUINTESSON and JESSICA enter INTO FRAME.

BLURR

42 Yeah let's go kick some
Deceptitail. I am ready willing
and able You can't keep a good
robot down know what I mean Let's
go Let's go What are we waiting
for Come on Come on!

GOLDBUG

43 Chill out, Blurr! We need a plan!

ANOTHER ANGLE

As GOLDBUG turns toward OPTIMUS.

GOLDBUG

44 Optimus, what's the plan?

ANGLE ON OPTIMUS PRIME

As he tests the reflexes in his new arm, firing his laser gun
at cut-outs of various DECEPTICONS.

CLOSE - CUT OUT OF GALVATRON

A bulls-eye is painted on GALVATRON'S chest. OPTIMUS' laser
fire ENTERS FRAME and misses its target.

OPTIMUS PRIME (VO)

45 I have no plan.

ANGLE ON BLURR

He reacts with surprise.

BLURR

(startled)

46 What! No plan? But if you don't
have a plan Optimus then how are
you gonna fight the plague? Cause
if we can't fight the plague,
we're all doomed! Doomed!

BACK TO OPTIMUS

As he adjusts the sights on the barrel of his laser.

OPTIMUS PRIME

47 Without the Matrix of Leadership,
I no longer possess the
accumulated wisdom of our ancient
Leaders.

He fires at GALVATRON'S cut out again.

ANGLE ON CUT OUT OF GALVATRON

As the laser fire ENTERS FRAME and sears thru the center of the target.

48 OPTIMUS PRIME (VO)
But if I can regain the Matrix,
perhaps an answer can be found.

ANGLE ON KUP

As he realizes the implication of this statement.

49 KUP
But the Matrix is within Rodimus
Prime! If you try to take it from
him - you'll be infected too!

ANGLE ON OTHER AUTOBOTS

As they begin to despair.

ANGLE ON OPTIMUS PRIME

As he puts his laser on safety.

50 OPTIMUS PRIME
There must be a way to get the
Matrix.

ANGLE ON QUINTESSON AND JESSICA

They have been silent up until now.

51 JESSICA
I believe I have the answer.

OPTIMUS

turns to Jessica and walks over to her. He smiles.

52 OPTIMUS
You must be Jessica Morgan. I hear
I owe you my life.

DOWNSHOT - JESSICA

smiles as she stares up at the giant Optimus partially OFF
SCREEN.

53 JESSICA
I did what I had to do. I'm just happy to have you here. The metal my father, Dr. Swofford and I had been working on is impervious to heat and radiation...

ANGLE ON JESSICA AND THE OTHER AUTOBOTS

As she continues to explain.

ANGLE ON OPTIMUS

This is good news.

54 OPTIMUS PRIME
Then, if I were to coat myself with that metal it might protect me from the infection and enable me to reclaim the Matrix?

BACK TO JESSICA

She looks at Optimus and shakes her head--bad news.

55 JESSICA
Yes, but the Decepticons raided my father's laboratory and stole all the metal we had.

ANGLE ON KUP

as he pounds one fist into his open palm. The old warrior's delighted at that news.

56 KUP
No problem, sister! We'll just take it back!

ANGLE ON BLURR

rubbing his hands together, waiting anxiously for the fight.

57 BLURR
You said it!

ANGLE ON OTHER AUTOBOTS

As they "second" the motion. They raise their arms in cheer.

58 AUTOBOTS
(ad lib)
Yeah! Let's go trash those Decepticreeps!

WIDEN ANGLE as the Autobots turn toward Optimus. Jessica runs in front of them.

ANGLE PAST JESSICA TO AUTOBOTS

59 JESSICA
Not so fast. You've got to take me with you!

ANGLE ON OPTIMUS PRIME

He pauses then looks back at the Autobots and returns his stare to Jessica. He shakes his head no.

60 OPTIMUS PRIME
(defiantly)
Sorry, Jessica, but that's too dangerous.

PAST JESSICA TO OPTIMUS

She stands right up to Optimus. Knee high, I'd think. We PAN UP to indicate how large he is compared with her, but she's not budging.

61 JESSICA
Any more than rescuing you from an exploding sun?

PUSH IN on Jessica. She is very grim.

ANGLE ON OPTIMUS PRIME

He turns from Jessica and thinks, then turns back. He bends down on one knee and offers her his hand, which she takes. They BOTH give broad smiles.

62 OPTIMUS PRIME
You've made your point. Welcome aboard.

ANGLE ON KUP

He is proud of OPTIMUS PRIME'S decision. He walks to Jessica and glances up and down.

63 KUP
We even have an Exo Suit that'll fit her.

ANGLE ON OPTIMUS PRIME AND KUP

As he looks at KUP quizzically.

DISSOLVE TO:

A series of shots dissolving into other shots:

INT. CHAAR

A: WIDE ANGLE: the autobots, whoever can transform into car/truck/etc. are in that mode moving through giant geysers of flame and fire. Galvatron is in the lead, pointing the way.

B: The crew walking over a stone bridge TOWARD CAMERA. The bridge spans a swirling liquid black mass. Galvatron leads them toward camera and OFF SCENE.

C: UPSHOT as the Autobots transform back into robot mode. They look up to see a huge winding spindle-like craggy mountain they must climb that is pretty much 90 degrees straight up.

D: DOWNSHOT as the robots are struggling to climb the mountain.

E: At the top of the mountain Galvatron leads them into a yawning cavern. They disappear inside.

INT. CAVERN - STONE SPIDERWEBS

GALVATRON leads OPTIMUS and company toward a series of stone spiderwebs spread across acres-long chasms. They pause at the edge of the spider-webs, and are DWARFED by the size of what looms before them.

ANGLE PAST ~~TO SPIDERWEBS~~^{GOLDBUG} TO SPIDERWEBS

As he is awed by this spectacle.

98
 GOLDBUG
 Wow! (slight echo)

ANOTHER ANGLE

A stone stalagmite stretches from the chasm floor to the web.

ANGLE ON GALVATRON

As he looks around nervously.

99
 GALVATRON
 The path is clear. Let's hurry!

ANGLE ON OPTIMUS

As he looks at GALVATRON with mistrust.

ANOTHER ANGLE

As he steps onto the spider web and begins to cross the chasm.

ANGLE ON OTHER AUTOBOTS AND JESSICA

As they cautiously and nervously follow.

100 GOLDBUG
I don't like this.

DOWNSHOT ONTO SPIDERWEB

As AUTOBOTS are about half way across the chasm. Suddenly, a huge stone-like SPIDER CREATURE lunges from the dark shadows and speeds nimbly across the web toward the OPTIMUS and company. Galvatron quickly jets off the web.

101 GALVATRON
(Sarcastically)
Oh my! It looks like I was wrong.
It's not safe after all for
Autobots who can't fly!

102 SPIDER CREATURE
(ad lib clicking sounds)

ANGLE ON JESSICA

As her eyes go wide with terror.

103 JESSICA
SPIDER!!!

ANOTHER ANGLE

As the AUTOBOTS turns to see...

THEIR POV

Of the SPIDER CREATURES charging TOWARD CAMERA.

104 SPIDER CREATURE
(ad lib clicking sounds)

UPSHOT SPIDERWEB

As OPTIMUS and company race across the webs as they crumble beneath their heavy footfalls. Rocks fall TOWARD CAMERA AND PAST.

ANGLE ON KUP

As he slips as the rocks fall beneath his feet. He's going to fall THROUGH the broken web.

ANOTHER ANGLE

as Blurr speeds into sight and grabs Kup's hand just as Kup's about to disappear under the web. Blurr lifts him back to the surface of the web.

105 KUP
Thanks, Blurr. I'll remember this.

106 BLURR
Don't mention it It was nothing Really you don't have to thank me Any self respecting Autobot would have done the same thing So don't worry about thanking me It was nothing!

ANGLE ON GALVATRON

As he flies safely overhead. He is enjoying their predicament.

107 GALVATRON
(ad lib laughter)

ANGLE ON GOLDBUG

108 As the SPIDER CREATURE ENTERS FRAME and captures him with a stone tongue lash. He draws him, kicking and screaming, toward his gnashing mandibles.

SPIDER'S MANDIBLE.

GOLDBUG, fighting the entire way, is being sucked inside.

SPIDER CREATURE
109 (ad lib clicking sounds)

GOLDBUG
(frightened)
110 HELP!

END ACT ONE

ACT TWO

ANGLE ON OTHER AUTOBOTS

As they fire their laser weapons at the web structure beneath the giant SPIDER CREATURES' feet.

SPIDER

is falling through the opened rock webs and releases GOLDBUG who scrambles to safety, clutching at the breaking rocks.

SPIDER

falls into the darkness below.

111
SPIDER CREATURE
(echo effect)
(ad lib high pitched shrieking
sound)

ANOTHER ANGLE

As GOLDBUG rests on the precipice of the broken web. Suddenly, it begins to crumble beneath him.

112
GOLDBUG
(ad lib cry of panic)

ANOTHER ANGLE

As OPTIMUS PRIME ENTERS FRAME and sweeps him off his feet before he can tumble into the darkness below.

ANOTHER ANGLE

As GALVATRON flies down INTO FRAME, LAUGHING.

112A
GALVATRON
(LAUGHING)

113
JESSICA
You set us up!

114
GALVATRON
Don't be absurd! I was ready to help, but I knew you didn't need me.

ANOTHER ANGLE

Another cavern ahead and flies toward it and away from the disgruntled Autobots.

115 GALVATRON
(echo effect)
Come along.

ANGLE ON OPTIMUS AND COMPANY

As they regain their composure.

116 KUP
I ought--!

117 OPTIMUS PRIME
Forget it Kup! It's the mission
that's important now!

DISSOLVE TO:

INT. ELSEWHERE BENEATH THE SURFACE OF CHAAR

TRACK GALVATRON as he leads the AUTOBOTS and JESSICA thru a giant catacombs. OPTIMUS PRIME is directly behind Galvatron, the others behind Optimus. The high steep walls consist of multi-colored layers of soil and rock. The subtle shades mark the beginnings and endings of other times.

ANOTHER ANGLE

GALVATRON and OPTIMUS PRIME walk side by side.

118 GALVATRON
Come on, Optimus! Tell me! Why do
you want this metal? How will it
be used?

OPTIMUS says nothing.

119 GALVATRON (CONT)
Why is it so precious?

ANOTHER ANGLE

As they continue.

120 OPTIMUS PRIME
I already explained it to you.

121 GALVATRON
(sotto voce)
You told me it was important ---
but you didn't tell me why.

ANGLE OPTIMUS

122 OPTIMUS
That's because I know you too
well.

DISSOLVE TO:

INT. ELSEWHERE BENEATH THE SURFACE OF CHAAR

A large canyon with a fire waterfall. INTO FRAME flies Galvatron. A moment later, behind him, in vehicle mode, come the Autobots. PUSH IN on Optimus and the Autobots in front: Wheelie, Kup, and Jessica.

PAST STONE COLUMNS TO OPTIMUS

as he leads the Autobots TOWARD CAMERA. Suddenly, LEECH-LIKE CREATURES ooze out of the rock columns...

ANOTHER ANGLE

Kup, Goldbug, Blurr, all in shock as the creatures attach themselves to the AUTOBOTS.

123 AUTOBOTS
(ad lib screams)

ANOTHER ANGLE

As their lifeforce appears to be draining.

124 OPTIMUS PRIME
Galvatron! They are sucking our
energon! Destroy them!

ANGLE ON GALVATRON

As he debates this with himself for a moment. Then...

125 GALVATRON
Oh, alright.

***...he fires OFF SCREEN.

CREATURES

are hit by the blast. The ones who are NOT on the Autobots sizzle and explode.

ANGLE ON LEECH COVERED AUTOBOTS

Because of their slow speed, the creatures are easy to pick off. One by one they are ZAPPED to oblivion.

ANOTHER ANGLE

As the AUTOBOTS, nearly void of their energy, drop to the ground. Galvatron flies INTO FRAME, landing by them.

126 GALVATRON
What's taking you so long? Hurry!

ANOTHER ANGLE

As the AUTOBOTS stagger to their feet.

127 JESSICA
Leave them alone! They need to rest!

ANGLE ON GALVATRON

He wheels around to face JESSICA.

128 GALVATRON
Don't use that tone of voice on me, flesh creature! I'm running this show!

WIDE ANGLE - CAVERNS

The Autobots struggle to their feet as we HEAR (SFX: SCREECH) from off panel.

AUTOBOT'S POV - DECEPTICONS

Cyclonus, Predaking, and Scourge enter. The Decepticons transform again into vehicle mode, firing wildly as they rumble TOWARD CAMERA.

THE AUTOBOTS

are still half dazed as flak bursts all around them. Kup is slammed and falls. Goldbug is hit.

WIDE ANGLE TO INCLUDE DECEPTICONS

who are attacking, and, one by one, we see the AUTOBOTS go down in defeat.

ANOTHER ANGLE

As the Autobots are infected by the DECEPTICONS.

ANOTHER ANGLE

as they turn on the survivors.

129 AUTOBOTS
(ad lib cries of pain)

ANOTHER ANGLE

As OPTIMUS PRIME shouts out toward UNAFFECTED GALVATRON, SKY-LYNX and JESSICA.

130 OPTIMUS
We have to get out of here.
Galvatron--which way?

GALVATRON

points off camera.

131 GALVATRON
This way, but first---

GALVATRON

Transforms into weapon mode and fires into the caverns.

CAVERN ROOF

is hit by Galvatron's beams. The CAMERA SHAKES and chunks of rock ,dirt, etc. begin to fall.

GALVATRON

Transforms back into robot mode and turns to the others.

132 GALVATRON
We do not need these fools
following us. Now, let us go.

CAVERN

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

133 GALVATRON
We're almost there.

MASSIVE STONE DOORS

The group enter and stop before the huge doors which dwarf them all.

134 GALVATRON
This is it.

He flings the doors open to reveal a DECEPTICON treasure trove.

INT. TREASURE ROOM

Bounty from all over the universe is stored here. Jewels, gold, machines, trinkets, etc. We TRACK the Autobots and Galvatron as they enter and walk through this trove,

shocked by the incredible wealth here. Jessica sees her metal in the background and makes a dash for it.

ANOTHER ANGLE

As GALVATRON once again confronts OPTIMUS PRIME

GALVATRON
135 Now tell me what the cure is and
how the metal is used to make it.

OPTIMUS PRIME
136 You'll learn soon enough,
Galvatron.

ANOTHER ANGLE

GALVATRON is upset.

GALVATRON
137 Not if you wish all the metal, my
Autobot friend. This is but a
small portion.

GALVATRON AND OPTIMUS

Galvatron grabs Optimus by the 'collar'. He is mad as blazes.

GALVATRON (CONT)
138 Tell me or you will never get what
you need.

OPTIMUS PRIME
139 You are a fool, Galvatron! We
haven't much time.

JESSICA (OS)
140 This is it!

ANGLE ON JESSICA

As she ecstatically inspects the metal.

JESSICA
141 There's enough here to coat you
and make you impervious, Optimus!

ANGLE ON GALVATRON

He laughs. He levels his proton cannon at OPTIMUS' chest.

GALVATRON
142 So--you plan to coat yourself with
it! Who's the fool now, Optimus?

BACK TO JESSICA

She now realizes her horrible mistake.

143 Oh no!

JESSICA

BACK TO GALVATRON

As he slowly squeezes the trigger.

144 I don't need you anymore, Optimus.
So much for your resurrection.

GALVATRON

He laughs maniacally.

145 I killed you once as Megatron,
I'll kill you again.

GALVATRON

PAST JESSICA TO OPTIMUS AND GALVATRON

Galvatron laughs maniacally. Jessica lunges forward, then, suddenly, using her mechanically augmented legs, she jumps.

ANOTHER ANGLE

and lands between GALVATRON and OPTIMUS PRIME,

146 You jerk! He's trying to save us
all!

JESSICA

JESSICA, GALVATRON AND OPTIMUS

Optimus takes advantage of Jessica's distraction, whirls and slams GALVATRON'S cannon away with his arm.

ANOTHER ANGLE

Infuriated, GALVATRON pushes her aside,

147 Aaarrggghh!!!

GALVATRON

PAST GUN TO GALVATRON

He turns to see his gun and leaps for it. But just as he reaches it, Sky-Lynx's (as Dinoblast) claw comes from OFF SCREEN and grabs it.

SKY-LYNX

has the gun in his claw as Galvatron scrambles to his feet. Optimus Prime ENTERS FRAME and steps toward Sky-Lynx's side.

148 OPTIMUS PRIME
Good work.

ANOTHER ANGLE

As SKY-LYNX coolly points it at GALVATRON'S chest.

149 SKY-LYNX
Now we're going to put you to
work.

OPTIMUS PRIME "transforms" into his vehicular mode, as we...

DISSOLVE TO:

INT. LARGE CHAMBER - SOMETIME LATER

CYCLONUS sneaks unnoticed into the chamber. He HEARS (SFX FOOTSTEPS), glances about nervously and hides behind columns. A moment later we see GALVATRON ENTER SCENE carrying several tons of ingots. We TRACK him as he moves toward the loading dock and loads the last ingot into OPTIMUS' trailer.

150 OPTIMUS
That ought to do it.

ANGLE ON JESSICA

walking toward Optimus' trailer the infected CYCLONUS grabs her from behind.

NEW ANGLE

as they struggle.

151 JESSICA/DECEPTICON
(ad lib struggling noises)

Jessica begins to turn blue.

ANGLE ON GALVATRON AND SKY LYNX

While SKY LYNX is trying to draw a bead on the infected Cyclonus without hitting JESSICA, GALVATRON gives him a kick at the knee cap,

152 GALVATRON
No!

153 SKY LYNX
What are you doing?

***...causing Sky to drop the cannon.

PAST GALVATRON TOWARD ROBOT AND JESSICA

GALVATRON recovers the cannon and turns it on the infected Cyclonus.

DECEPTICON

whirls and pushes Jessica away. Jessie falls to the ground. The Decepticon angrily moves toward Galvatron.

154 CYCLONUS
Join us, Galvatron. Join us now.

PAST GALVATRON TO DECEPTICON

Galvatron lifts the cannon and fires.

155 GALVATRON
(enraged)
Die, you worthless piece of slag!

ANGLE ON CYCLONUS

He takes a tremendous hit and is slammed back against the cave wall, conscious, but totally out of commission.

GALVATRON

As he turns and fires at OPTIMUS PRIME and SKY LYNX who are retreating in the b.g.

156 GALVATRON
I can make myself immune too!

WIDEN ANGLE as a crazed JESSICA, still glowing blue, comes up behind GALVATRON and taps him on the back of his leg.

ANGLE ON GALVATRON

As he looks down at the disturbance by his leg.

HIS POV

As he sees his leg begin to turn blue.

157 GALVATRON
(anguished shout)
NOOOOOOOOOO!!

He is infected.

ANGLE - A GLOATING CYCLONUS

158 CYCLONUS
It's too late, Galvatron!

ANGLE - SKY LYNX AND OPTIMUS PRIME

Sky Lynx grabs Optimus in one claw and the metal in the other.

159 SKY LYNX
We're getting out of here!

Jessica grabs for Sky Lynx'claw but misses.

FLIP TO:

EXT. METROPLEX

DISSOLVE THRU TO:

INT. METROPLEX LABORATORY

CAMERA SLOWLY PANS along a RUBE GOLDBERGESQUE contraption where the ingots are loaded in one end along a conveyor belt, and come out as solid matter and are converted to a liquid at the other end.

160 SKY LYNX (VO)
Hurry up!

ANGLE ON QUINTESSON, OPTIMUS PRIME AND SKY LYNX

As the QUINTESSON coats OPTIMUS PRIME with the impervious metal. (NOTE: OPTIMUS should now be a bright silver color.)

161 QUINTESSON
Don't rush me! We must cover every square inch or it will be useless.

FLIP TO:

EXT. DETROIT

SKY LYNX flies high over Motor City. The skyscrapers pass beneath. Block after endless block they search for RODIMUS PRIME.

162 OPTIMUS PRIME (VO)
We've got to find Rodimus Prime, Sky-Lynx. Hurry.

SKY LYNX banks and flies AWAY FROM CAMERA.

163 SKY LYNX
I'm doing my best, Optimus.

DISSOLVE TO:

EXT. ANOTHER PART OF THE CITY - AUTO SALVAGE YARD

We PAN ACROSS the auto salvage yard and find RODIMUS PRIME racing from the THROTTLEBOTS: SEARCHLIGHT, ROLLBAR, and WIDE LOAD, FREEWAY and CHASE who are trying to run him down.

164 THROTTLEBOTS
(AD lib) Get him! Smash Rodimus!
etc.

RODIMUS transforms into car mode and a small chase around the junk yard commences.

PAST THROTTLEBOTS TO RODIMUS

as Rod makes a hairpin turn, two wheels on a pile of junk. The Throttlebots follow, firing blasts at Rod's car.

165 RODIMUS PRIME
You want a race, I'll give you a
race.

JUNKYARD

Rodimus races toward camera, the Throttlebots close behind. Rod moves UNDER CAMERA, a moment later the Throttles follow off screen, lasers slashing ahead of them.

ANOTHER ANGLE

Rodimus guns his engine toward a huge pile of cars stacked hundreds of feet high. A moment later the Throttles enter the scene.

JUNK PILE

Rodimus pulls INTO FRAME...speeding closer and closer to the pile. The Throttles are moving in, always closer. And always firing.

NEW ANGLE

at the last moment Rod turns, but the Throttles can't and plunge headlong into the pile of junk cars.

NEW ANGLE

and the cars tumble down on the Throttles, burying them from view.

RODIMUS

transforms into robot mode and LAUGHS.

166 RODIMUS
 (sinister laugh)
 Nobody messes with me!

We PUSH IN on Rod as he wipes his hands and looks around for more takers. His eyes burn brightly with madness.

167 RODIMUS PRIME
 (challenging)
 Okay, who's next?

168 OPTIMUS PRIME (VO)
 Let's talk, Rodimus.

RODIMUS

As RODIMUS wheels around to face OPTIMUS PRIME who transforms from vehicle mode into robot mode. SKY LYNX stands in the b.g.

169 RODIMUS PRIME
 Optimus! I thought you were dead.

ANOTHER ANGLE

As OPTIMUS approaches RODIMUS.

170 OPTIMUS PRIME
 The preservation of our very
 existence is at stake. Help me.

ANOTHER ANGLE

As he stops - just out of RODIMUS' reach.

171 OPTIMUS PRIME
 Madness has infected the entire
 galaxy. The Autobots, the
 Decepticons, the humans,---they
 threaten to wipe each other out of
 existence!

172 RODIMUS PRIME
 Yeah - so! What does that have to
 do with me?

173 OPTIMUS PRIME
 You've got to fight the madness!

RODIMUS PRIME

The light dims in his eyes. Perhaps OPTIMUS PRIME is getting through to him - making contact with the Matrix.

174 OPTIMUS PRIME (OS)
You have to help me!

RODIMUS AND OPTIMUS

As RODIMUS slowly approaches OPTIMUS. He looks like he's ready to give in.

175 RODIMUS
(seemingly confused)
Help the universe?

176 OPTIMUS
Listen to what I'm saying.

177 RODIMUS
al...alright.

ANOTHER ANGLE

RODIMUS continues to move toward OPTIMUS. The mad gleam in his eyes returns.

SKY-LYNX

moves forward in protest, his claw outstretched, his hand indicating STOP!

178 SKY LYNX (VO)
Look out, Optimus! He's crazed!

WIDE ANGLE RODIMUS AND OPTIMUS

RODIMUS fires. OPTIMUS jumps out of the way just in time and seeks cover behind a pile of cars.

179 OPTIMUS PRIME
I don't want to hurt you, Rodimus.

ANGLE ON RODIMUS

As he fires a volley at the car which explodes.

180 RODIMUS
Don't worry, Optimus. You won't!

NEW ANGLE

as Rod turns and transforms into car mode then disappears into the assembly plant.

181 RODIMUS PRIME
(echo effect)
(ad lib maniacal laughter)

INT. ASSEMBLY PLANT

PAN ACROSS the assembly line manned by AUTOMATED ROBOTS. They stand like soldiers along the line waiting to do what they are told. A few autos in various phases of completion "dot" the line. (NOTE: The roof is made of glass panes. This will be important later on in this scene.)

ANOTHER ANGLE

As OPTIMUS cautiously enters and searches for RODIMUS.

182 OPTIMUS PRIME
Rodimus, you are wasting precious time! Many lives are in danger.

A laser blast ENTERS FRAME, narrowly missing him. Optimus moves on as if nothing had happened.

ANGLE ON RODIMUS

across the room, laughing. He raises his weapon ready to fire again.

183 RODIMUS PRIME
(laughs) The only one who is in danger is you, old timer.

He fires again.

ANGLE ON OPTIMUS

As he spies an "on" button on a nearby control panel.

184 OPTIMUS PRIME
I'm sorry, Rodimus, but I have to do this.

He presses it. A generator ROARS to life. We hear the sounds of GIANT PISTONS pumping.

ANOTHER ANGLE

As the AUTOMATED ROBOTS become animate.

ANOTHER ANGLE

As one of these AUTOMATED ROBOTS swivels and pins RODIMUS to the wall.

185 RODIMUS PRIME
(cry of pain)

He can not move his gun hand.

186

RODIMUS PRIME
Let go, you idiot. Let go of me.

ANOTHER ANGLE

OPTIMUS ENTERS FRAME and is about to open RODIMUS' chest panel.

187

OPTIMUS
Rodimus, I HAVE to do this.

188

RODIMUS
No--I won't let you.

RODIMUS

kicks OPTIMUS away and pushes himself free...

189

OPTIMUS PRIME
(ad lib sharp cry of pain)

ANOTHER ANGLE

As Rodimus climbs up some scaffolding to a walkway that goes into another part of the building. OPTIMUS is hot on his heels.

CUT TO:

INT. ELECTROPLATING ROOM

We see huge vats of boiling, steaming acid. Rodimus enters, looking in all directions as he moves in.

ANOTHER ANGLE

As RODIMUS presses a switch that slides back the safety cover of one of the vats, which are under the scaffolding that extends from the doorway.

190

RODIMUS PRIME
(sotto voce)
I think Optimus needs a bath.

ANOTHER ANGLE

As OPTIMUS enters the room and onto the scaffolding. He looks in all directions for Rodimus.

191

OPTIMUS PRIME
No more games, Rodimus! Innocent lives are at stake.

ANGLE ON RODIMUS

As he BLASTS the walkway, causing it to collapse and...

192 RODIMUS PRIME
No one is innocent.

steaming acid.

ANOTHER ANGLE

As SKY LYNX, in aircraft/shuttle mode, STREAKS into the plant. He banks and opens the cargo door, allowing OPTIMUS to fall safely inside.

193 SKY LYNX
Gotcha!

ANOTHER ANGLE

As RODIMUS leaps into the air and grabs the landing gear. SKY LYNX begins to turn blue.

194 SKY LYNX
(ad lib cry of pain)

He begins to fly erratic.

INT. SKY LYNX

OPTIMUS PRIME battles for equilibrium as SKY LYNX continues to turn blue.

195 OPTIMUS PRIME
Rodimus got Sky-Lynx.

He staggers toward the open cargo bay and dives out just as RODIMUS PRIME'S hand narrowly misses grabbing his ankle.

EXT. SKY LYNX

We watch SKY LYNX continue to fly erratically as RODIMUS struggles to climb into the cargo bay.

ANOTHER ANGLE

As SKY LYNX soars straight up and through the glass roof (SFX). Glass shards fall TOWARD CAMERA. Hold a beat, and then we see a dark shadow falling TOWARD CAMERA. It CRASHES (SFX) through the glass roof (more shards fall TOWARD CAMERA) and we realize that it is RODIMUS.

196 RODIMUS PRIME
(cries out)

ANGLE RODIMUS

He's in pretty bad shape, but he slowly gets up.

INT. ASSEMBLY LINE

As RODIMUS enters frame continuing to stalk OPTIMUS.

197 RODIMUS PRIME
Come out, come out, wherever you
are!

Suddenly, with a LOUD RUMBLING of gears, we see the assembly line start up.

RODIMUS

begins to fire at random, but to no effect.

198 RODIMUS PRIME
I know you're in here!

He calms down and resumes his hunt.

ASSEMBLY ROOM

As partially assembled trucks and cars move by as RODIMUS enters frame -- searches, confused, for OPTIMUS.

199 RODIMUS PRIME
Can Optimus come out and play?

ANOTHER ANGLE

As a truck goes by and RODIMUS dismisses it until it "transforms" into OPTIMUS PRIME. He grabs RODIMUS and pulls him onto the assembly line.

200 OPTIMUS/RODIMUS
(ad lib sounds of struggling)

DOWN SHOT - OPTIMUS

With a riveter, he rivets a band across RODIMUS to restrain him.

201 OPTIMUS PRIME
I asked you nicely, now I'm
telling you!

RODIMUS' CHEST

As OPTIMUS tries to get at the Matrix once again.

202 OPTIMUS
I need the Matrix if I'm ever
going to save you.

PULL BACK to show Rod and Optimus as RODIMUS, his eyes
burning with madness, manages to grab an arc welder as they
go by.

203 OPTIMUS/RODIMUS
(ad lib struggling sounds)

ANOTHER ANGLE

As RODIMUS turns the arc welder on to a brilliant cutting
edge and clutches OPTIMUS to him.

204 RODIMUS PRIME
You're so anxious to take the
Matrix out of me - let's see what
I can cut out of you.

He moves the cutting flame closer and closer at OPTIMUS'
face, as we...

FADE OUT:

END OF ACT TWO

ACT THREE

FADE IN:

INT. AUTO ASSEMBLY PLANT

As before RODIMUS continues to brandish the arc welder in front of OPTIMUS' face.

205 OPTIMUS/RODIMUS
(ad lib struggling sounds)

RODIMUS AND OPTIMUS

As RODIMUS inches the cutting flame closer and closer with no results--the metal protects Optimus from heat. The flames splash off Optimus as Optimus struggles with Rod. INTERCUT between Optimus and Rodimus: Rod's face grows angrier, madder, Optimus' expression is one of grim determination.

206 OPTIMUS PRIME
I'm protected from heat, Hot-Rod.

THEIR HANDS

wrestling for control. We PULL BACK as OPTIMUS wrests the arc welder from RODIMUS' grip.

207 OPTIMUS
Please, let me help you.

RODIMUS

As RODIMUS snaps (SFX) off the bond which was riveted to him.

WIDEN ANGLE as Rod lunges forward, pushing Optimus out of the way so he can escape. But Optimus grabs hold of Rod. They thrash about, moving along the conveyor.

NEW ANGLE

they struggle with each other as they reach the end of the conveyor and are both dumped unceremoniously onto a heap of auto parts.

OPTIMUS AND RODIMUS

Optimus gives Rodimus a Mega-sock to the jaw.

RODIMUS

crumples into a heap, unconscious.

208 RODIMUS PRIME
(moans)

OPTIMUS

rises to his feet, somewhat dazed. He turns and sees Rodimus lying there. He goes to Rod.

OPTIMUS AND RODIMUS

As OPTIMUS takes advantage of the situation and welds the joints in RODIMUS' arms and legs to prevent him from moving when he wakes up.

209 OPTIMUS PRIME
I'm sorry, Rodimus, but I HAVE to do this.

ANOTHER ANGLE

Optimus reaches for the open chest cavity. Nervous, pausing as if this is the solemn moment it is, OPTIMUS removes the Matrix from RODIMUS' chest cavity. It radiates a brilliant light.

ANOTHER ANGLE

As RODIMUS PRIME reverts back to HOT ROD and we...

FLIP TO:

INT. METROPLEX LABORATORY

The QUINTESSON stands before OPTIMUS PRIME as Optimus holds the glowing matrix.

210 OPTIMUS PRIME
We are the only uninfected beings left on this planet. If any cure to this plague exists ---

OPTIMUS

slowly takes the matrix and places it inside his own chest cavity. This is a stirring moment. INTERCUT this with shots of the Quintesson staring in awe.

211 OPTIMUS (cont)
--- only the ancient leaders within the Matrix could possibly know it. I must travel into the Matrix.

As the matrix moves inside, it radiates a bright corruscating light which fills the entire screen. There is burning whiteness everywhere.

INT. MATRIX

The CAMERA seems to be falling.

Falling.

First, down a dark winding, spiral-like corridor of black and white checks which distort optically.

Then, the walls of the tunnel light up.

Flashing with electrical impulses, as if he were inside some immense computer.

Or perhaps his own circuitry.

We slip through the metal shielding of the Matrix into a world of swimming colors and...

Within the kaleidoscope we see CYBERTRON, almost a kaleidoscope itself--various Cybertrons end on end, we and watch as it takes itself apart like a tinker toy set.

We see the face of RODIMUS PRIME and the face, too, disassembles.

Then puts itself back together again as himself, only to have it disassemble into the face of ORION PAX (see last season's WAR DAWN episode). Materializing before Orion is Optimus.

212 ORION PAX
Optimus why have you returned?

213 OPTIMUS PRIME
To find a cure for the spore
plague. Can you help me, Orion
Pax?

We move 360 degrees around the face of Orion Pax, keeping us off balance as we do.

214 ORION PAX
I have heard of such a plague in
the far reaches of the galaxy, but
it was before my time. If there
is a cure I know not of it.

215 OPTIMUS PRIME (VO)
Then I must journey further back.

216 ORION PAX
Be careful. For if you travel too
far you may get lost and never
find your way back.

217

OPTIMUS PRIME

If I do not try, there may be nothing to return to.

Then ORION PAX'S face dissolves to become another face, and then another, each more primitive than the one before. We go from modern Transformer design into more primitive versions. (Jerry: We should use the ancients established in the mini series) Designs change, one melting into the next in this surreal Dalysesque landscape.

CUT TO:

INT. METROPLEX LABORATORY

While OPTIMUS is "comatose" and in touch with the ancients, the QUINTESSON keeps a vigilant guard. He paces nervously around the comatose Optimus. He sees Optimus' face shriek with pain.

CUT TO:

EXT METROPLEX

One by one, the infected TRANSFORMERS arrive. Like a scene from Alfred Hitchcock's THE BIRDS, perching in clusters on buildings.

CUT TO:

INT. LAB.

We see the above scene on view screens. The Quintesson turns from Optimus and moves toward the computers. His face swivels to one of determination.

218

QUINTESSON

Oh no! Infected Transformers!
They're looking for Optimus Prime.

QUINTESSON

His face clicks to a more determined face. He tries to keep the robots away by manipulating various electronic circuitry in METROPLEX to thwart the advancing TRANSFORMERS.

219

QUINTESSON

I must stop them! Otherwise,
they'll destroy us both!

ANGLE ON SECOND MONITOR

As we see a sliding door close with a CRASH on a DECEPTICON.

DECEPTICON

220 Aaaeeeiihhh!!!

He sparks and smokes as he does his St. Vitus dance.

ANGLE ON THIRD MONITOR

We see, via a camera mounted in an elevator, three AUTOBOTS holding on for dear life as it sky-rockets upward only to stop suddenly and throw them to the ceiling.

221 AUTOBOTS
Aaaeeeiihhh!!!

BACK TO QUINTESSON

As he continues his delaying tactics. We see more TRANSFORMERS, via the monitors, gathering around the base of METROPLEX. He turns to the entranced OPTIMUS.

QUINTESSON
(imploringly)
222 Hurry up! Please, hurry up!

CUT TO:

INT. MATRIX

As before, we see face after face, dissolving into the next one, each more primitive than the one before.

And very quickly, we flash through what must be an AUTOBOT Hall Of Fame.

Until finally, we reach something primal.

The basic design of a robot skull.

Something like a CAD image. It revolves on its own axis.

IT speaks. It's voice is that of 10,000 AUTOBOT Leaders.

IT

(echo)

223

The plague you speak of had visited us once before. A wise man was able to contain the spores and send them into the sun, but no one was able to destroy them. No one had the power to do that!

The only way to fight madness is with wisdom. Unfortunately, no one person now has the wisdom to contain the spores, much less destroy them now that they have spread across the galaxy.

OPTIMUS

determined .

OPTIMUS PRIME

224

But perhaps there does exist a source of wisdom powerful enough to destroy the spores and cure the entire world!

PUSH IN on Optimus, determined.

OPTIMUS PRIME

225

The accumulated wisdom that resides within the matrix!

The image EXPLODES.

When the smoke clears, we see the spirit of OPTIMUS PRIME joining the spirits of the ANCIENT AUTOBOT Leaders together into a kind of energy link. We see this energy flowing in a spiral. Going faster and faster as the energy builds.

Another EXPLOSION (SFX) FILLS THE FRAME, as we...

CUT TO:

METROPLEX LABORATORY

The infected robots are breaking into the laboratory. Dozens of them. These should include: GALVATRON, SKY LYNX, BLASTER, CYCLONUS, SCOURGE, THE PREDACONS, THE TECHNOBOTS.)

ANOTHER ANGLE

As the QUINTESSON backs up toward OPTIMUS' body in a vain attempt to protect him.

QUINTESSON

226 Stop! Please stop!

ANOTHER ANGLE

As the TRANSFORMERS, led by GALVATRON, who is brandishing a street lamp, continue their advance. They threaten to destroy the Earth's only possible savior before he can unite the wisdom of the ANCIENT AUTOBOTS and come out of his trance.

GALVATRON

227 Never, Quintesson. This world is ours. Optimus Prime shall die again!

ANOTHER ANGLE

GALVATRON is about to smash OPTIMUS PRIME with his street lamp when suddenly, the Matrix begins glowing.

ANOTHER ANGLE

As GALVATRON steps back.

228 What...! GALVATRON

229 (ad libs of astonishment and confusion) TRANSFORMERS

ANOTHER ANGLE

As the light increases and OPTIMUS slowly revives.

ANOTHER ANGLE

As everyone, including GALVATRON, is "frozen" in their tracks.

ANGLE ON OPTIMUS PRIME

As he removes the Matrix from his chest and opens it.

230 Now light our darkest hour! OPTIMUS PRIME

POWER surges.

Sizzling ENERGY crackles (SFX) out.

ANGLE ON TRANSFORMERS

As they are all ZAPPED in an incredible display of power.

It's as though the Matrix has been gathering energy eons, waiting for just this moment to release it all in one fast, cleansing explosion of pure force. This is spiral power, light winding out of the matrix and into and THROUGH every Transformer, good or bad. (Over this plays the song "THE TOUCH" from the TRANSFORMERS -THE MOVIE)

ANOTHER ANGLE

As blinding arcs of light shoot out across the laboratory and through the walls.

SPACE

The light is streaking to the far ends of the universe.

CUT TO:

EXT. THE UNITED NATIONS BUILDING -NEW YORK

We see the blue glow around various HUMANS.

ANOTHER ANGLE

The light from the Matrix arcs across the sky and we see them turn white and then revive.

CUT TO:

EXT. THE EIFFEL TOWER - PARIS

The above scene is repeated.

CUT TO:

EXT. THE KREMLIN - MOSCOW

The above scene is repeated.

CUT TO:

EXT. METROPLEX

As SWOFFORD and JESSICA recover from the plague's sickness.

231 Gregory--? JESSICA

232 Jessica? DR. SWOFFORD

They come together in a warm hug.

FLIP TO:

INT. METROPLEX

As the blue aura that surrounds the TRANSFORMERS turns brilliant white and they collapse (SFX) to the floor.

233 TRANSFORMERS
(ad lib moaning/groaning)

ANOTHER ANGLE

Slowly they begin to revive as the glow fades. They are cured.

CUT TO:

CLOSE SHOT - THE MATRIX

It continues to glow brightly. After a beat or two, it diminishes - until finally it is drained. Empty.

DISSOLVE TO:

EXT. SPACE

As the energy arcs across the universe. It's wisdom is dispersed throughout the galaxy.

FLIP TO:

INT. METROPLEX - THE NEXT DAY

DR. MORGAN, with his daughter JESSICA by his side, attempts to apologize to OPTIMUS PRIME.

234 DR. MORGAN
I can't say what I'm feeling. I'm so terribly sorry.

ANGLE ON DR. SWOFFORD

As he sheepishly joins them.

235 DR. SWOFFORD
We had no right to do what we did with the spores.
(a beat)
And for what we thought...and believed of you...

SWOFFORD AND MORGAN GIVE THEIR HAND TO OPTIMUS IN SUPPORT.

236 SWOFFORD (CONT)
...we...I--deeply apologize.

ANGLE ON GALVATRON

As he ambles over toward OPTIMUS.

ANGLE ON KUP AND HOT ROD

As they watch the confrontation between OPTIMUS PRIME and GALVATRON.

237 HOT ROD
Does this mean the fighting will
continue?

238 KUP
Hard to say.

ANGLE ON OPTIMUS PRIME AND GALVATRON

As GALVATRON extends a hand to OPTIMUS. We have seen the true TRANSFORMERS wisdom at work here.

239 GALVATRON
There will be no war today,
Optimus Prime. You have earned
Galvatron's respect.

ANGLE ON HOT ROD AND OPTIMUS PRIME

As OPTIMUS turns toward Hot Rod and holds the empty Matrix in his hands.

240 HOT ROD
The wisdom of the ages is lost.

241 OPTIMUS PRIME
It's not lost. We're all a little
wiser now.

242 HOT ROD
But the Matrix is empty.

ANOTHER ANGLE

As OPTIMUS hands the Matrix to HOT ROD.

243 OPTIMUS PRIME
It's up to all of us to fill it
again with the wisdom we
accumulate from this moment on.

CAMERA RISES and we see a downshot on ALL the Transformers, their arms raised high in victory, as the MUSIC swells and we...

FADE OUT:

THE END