

# ULTRA

"PILOT"

by  
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ULTRA

ACT ONE

TEASER

OVER BLACK:

PENNY

(V.O.)

We all dream of greatness. Maybe  
it is our first act of cognition,  
this notion of transcendence.

FADE IN:

The darkness starts to move and we see swirling lights mixed  
with stars and galaxies mixed with barely discernible shapes  
mixed with sounds of life on high speed. Your basic acid  
trip.

PENNY

(V.O.)

We know that anything is possible.  
We reject limitation. We  
experience eternity and realize  
every bit of human potential.

The swirling acid trip becomes a human cell and we see the  
cell dividing.

PENNY

(V.O.)

Then we're born.

CUT TO:

INT. HOSPITAL - NIGHT

SLAP

A doctor holds the baby girl up to the fluorescent light.

DOCTOR

It's a girl!

The exhausted mother leans up on her elbows and stares.

MOTHER

Oh, crap.

She collapses.

ON THE BABY

Flailing in the doctor's hands.

CUT TO:

EXT. RURAL SETTING - A BACK YARD - DAY

We see a kids' swingset, and the feel of the location is somewhere Kentucky, late summer, early eighties, Common Era Billy Idol.

PENNY

(V.O.)

I remember the first time it  
occurred to me. That I was meant  
to be great.

Some raggedy kids are playing cowboys and Indians in the backyard of a run down house. A tiny girl, who is Penny at age three, walks past them. She's wearing a makeshift cape tied around her ordinary play clothes. A FAT WOMAN in ugly clothes smokes while she yells at the other kids.

FOLLOW PENNY

As she climbs the swingset. She stands on the bar. She looks at the children playing below. She looks up at the sky. Then she jumps off, attempting to fly. The girl falls out of frame.

SPLAT

CUT TO:

THE LITTLE GIRL

On the grass. Shaken but not hurt.

KID

(O.S.)

Mama!

CUT TO:

INT. SOMEBODY'S HOUSE - BASEMENT

PENNY

(V.O.)

I tried to fit in with the girls.

A bunch of six year-old girls are sitting around playing Barbies.

PENNY

I don't get it. She's twenty. She has all these clothes. She has a convertible. A dream house. A boat. What kind of job does this woman have? Is she a drug dealer?

The other little girls just stare at her. She's lost them.

CUT TO:

EXT. SOMEBODY'S BACK YARD - DAY

PENNY

(V.O.)

I tried to fit in with the boys.

It's a basketball net in someone's back yard. A series of shots as Penny dribbles and weaves and drives around the boys, scoring them off the court. She goes up for a lay up and makes it. She turns to receive her applause in time to see all the boys walking away, leaving her alone with the game.

CUT TO:

PENNY

(V.O.)

Then I decided academics were my way out.

INT. CAR - NIGHT

Penny, now a teenager, is beautiful in an awkward kind of way. She is talking to her date who is O.S.

PENNY

When you think about it, the whole reason the sky is blue is an incredible optical illusion.

(MORE)

PENNY (cont'd)

It's all a trick of reflection and refraction. We used to believe color was a projection of an inanimate object's physical properties, but really it is a reflection of the properties it does not possess. Which is to say that a blue thing is not blue, but is every color except blue, since blue is the color it reflects.

ANGLE - JIMMY

The personality and I.Q. of leather.

JIMMY

I'm like the only guy virgin in school.

CUT TO:

EXT. TRAILER PARK - DAY

A ragtag group of people are standing in front of a trailer. Penny is saying goodbye to them with bags at her side.

PENNY

(V.O.)

I got accepted at NYU. Which was like getting accepted to Satanic Communist Infiltrators Kill Your Relatives University.

Penny faces her group.

PENNY

Okay. So, bye, everybody.

MOTHER

I guess we'll never see you again.

Her mother takes a long drag off her cigarette. The cab drives up out front. Penny waves at her relatives and gets in the cab.

PENNY

(V.O.)

That wasn't really when it started, though. It started much later.

CUT TO:

EXT. STREET - MANHATTAN - NIGHT

Outside of a bar called THE FROG AND PEACH.

PENNY

(V.O.)

I stayed in New York after I graduated. Got a job bartending. Hung out with my friends. Took writing workshops. Tried to finish a novel. Funny how five years of that can go by without you noticing.

Penny is locking up the bar, saying good-night to her friends, KYRA and SUZETTE. They kiss and head off in opposite directions, checking their cell phones.

PENNY

(V.O.)

Like a lot of people in the city I was on a quest to be great. I didn't realize that what I really meant was famous. Great is a whole other thing.

She walks away from them, turns a corner, and tries to hail a cab. The street is a little deserted and she is approached by TWO MUGGERS.

MUGGER #1

Hey, you got the time?

She ignores him and walks on.

MUGGER #2

You don't have the time?

She doesn't say anything. First guy pulls a knife.

MUGGER #1

No? Then how about something else?

Penny's tired. Doesn't want to deal with this. She slowly turns. The guys approach.

PENNY

(V.O.)

I grew up on a farm with six brothers. I thought I had a fighting chance.

As the one with the knife gets close, she goes to shove him...but something happens and she suddenly picks him up and hurls him into traffic as if he were made of styrofoam. He bounces off the hood of a cab. The other one is still staring. He looks at her.

PENNY

Wow. Okay.

He turns and runs off. The other one struggles to his feet and also runs off. The cab is sitting there. Penny brushes herself off and gets into it. Door shuts.

PENNY

(O.S.)

2nd and 9th please.

CUT TO:

MAIN TITLES

## ACT ONE

FADE IN:

INT. NEW YORK APARTMENT - DAY

PRESENT TIME

Penny comes into the living room of her apartment, still in her nightgown, stretching and yawning. It's a corner apartment overlooking Central Park. She observes the day.

PENNY

(V.O.)

I don't need to tell you who I am.  
You already know. Too many people  
know. I forgot to keep my mouth  
shut. That's always been my  
problem.

ANGLE - SIDE WINDOW

Scaffolding on the building next door. Some construction workers are standing there. They can see right into her apartment. They are waving at her, fists in the air, etc.

GUYS

Hey, Ultra! Ultra! Over here!  
Rescue me!

Penny rolls her eyes, waves at them, then lowers the blinds. She goes to do the same with her other window and spies...

A NIKE BILLBOARD

She's on it. Deckerd out in full superhero garb, wearing Nikes. The slogan says: "Greatness Doesn't Stand Still."

PENNY

(V.O.)

What you don't know is how I got  
here. How it all happened.

She lowers the blinds.

CUT TO:

INT. DIFFERENT TINY APARTMENT - DAY

ONE YEAR EARLIER - PRE-ULTRA



Penny is sitting in her tiny cramped studio basement apartment, typing on a computer. She's wearing a scarf and gloves. Every now and then she kicks the radiator.

PENNY

(V.O.)

I graduated with a degree in Communications. My father, the turkey farmer, said, "Oh, that's great. You went to college to learn how to talk to people?" He hated people. Couldn't imagine why anyone would want to talk to them. Let alone write about them. But that was my plan.

On her walls are posters of Steinbeck, James Joyce, Virginia Woolf. She pauses to gaze up at them, then goes back to what she's doing.

CUT TO:

INT. CLASSROOM-LIKE SETTING - NEW YORK CITY -DAY - PRE-ULTRA

Penny sits in a class with other would-be writers. A WOMAN is reading her poem.

WOMAN

My love is spit on the sidewalk.  
My hope is a bug splattered on the  
windshield. My dreams are detritus  
in the gutter. I am devoid of  
concern. I am devoid of  
devoidness. Nothing is my house  
pet. Nothing curls in my lap. All  
is despair. Doom. Doom. Doom.

Penny is just staring ahead. She looks around to see how others are reacting. They nod, really into it. She gulps.

CUT TO:

INT. BAR - NEW YORK CITY - NIGHT - PRE-ULTRA

PENNY

(V.O.)

Fortunately, I had a good job.

A loud, rowdy, down and dirty bar in the East Village. Penny is dishing out drinks as fast as she can.

PENNY

(V.O.)

While I was waiting to become great, I spent my time making other people feel that way.

A drunk leans over the bar.

DRUNK

The iPod was my idea.

PENNY

Nice idea.

DRUNK

Yeah. And they are gonna pay.

A handsome guy in a nice suit, JEFF, approaches the bar.

PENNY

Hey, Jeff, margarita?

JEFF

How'd you know?

PENNY

(shrugs)

You've been fighting with your wife, a deal went bad, you need tequila.

JEFF

(a little spooked)

How'd you know that?

PENNY

You just said it.

JEFF

No, I didn't.

PENNY

Sure you did.

He shakes his head. She shrugs it off, starts to make him a margarita. Another guy, RYAN, approaches the bar and leans on it. He's a cop.

RYAN

Hey, Penny, I'm off duty, get me a beer.

PENNY

Yeah, you probably shouldn't have done that.

Penny keeps pouring drinks.

RYAN

What?

PENNY

Taken that dope from the evidence room.

(as if it's a conversation)

I know it wasn't much. But it's illegal.

She looks up to see him staring at her, shocked.

PENNY

You didn't just tell me that?

Jeff and Ryan are both shaking their heads.

PENNY

Weird. I heard it.

They're staring at her. She smiles nervously and hands Ryan his beer.

CUT TO:

EXT. NEW YORK STREET - OUTSIDE A CLUB - NIGHT - PRE-ULTRA

PENNY

(V.O.)

I let it go at first. I wasn't thinking about being super. I was thinking about being great. Or famous. Or just on the list.

Penny and her friends KYRA and SUZETTE are standing at a velvet rope outside a club. It's winter and they are shivering. Watching throngs of people go past the rope while they are kept out. An indifferent BOUNCER mans the rope.

KYRA

We're on the list.

The bouncer consults the list.

PENNY

(V.O.)

Kyra was a struggling actress. Suzette was in a struggling rock band. Which, unlike a struggling writer, meant they actually left their apartments. They had their fingers on the pulse. They knew all the places.

KYRA

(to Penny)

This is the place.

PENNY

(V.O.)

They were on the list.

SUZETTE

(to the bouncer)

I'm sure we're on the list.

BOUNCER

Nope.

KYRA

Look, my manager assured me.

BOUNCER

Your apartment manager?

KYRA

I'm an actress.

SUZETTE

She was constipated on national TV.

KYRA

(indicating Suzette)

She's in The Cold. It's a band. It has a cult following.

BOUNCER

So did Jim Jones. Ladies, go home, you're not getting in tonight.

He gives Penny a gentle shove.

PENNY

You know what, really don't touch me.

BOUNCER

Move. Along.

He touches her a little more forcefully and she shrugs off the touch. He goes FLYING into the door and slides down it. He's out of breath. He's having trouble catching his breath. Everyone gasps and stands back. Penny runs over to him.

PENNY

I'm sorry but I told you...

Now that the bouncer's down, everyone storms the doors. Kyra and Suzette wave her in. She turns back to the guy.

PENNY

Maybe this can be our little secret?

He nods, wheezing, holding up his hands for protection.

PENNY

Breathe through your nose.

She follows her friends into the club.

PENNY

(V.O.)

There were rumors springing up all over the country. But especially in New York City. About people with...how do you say it...you know, super powers.

CUT TO:

INT. NEW YORK DINER - NIGHT - PRE-ULTRA

Penny, Kyra and Suzette are eating burgers. It's late.

PENNY

(V.O.)

But I really didn't think that was true...let alone me.

SUZETTE

It's some kind of trick, right? Like a karate move?

PENNY

I don't know. Years of wrestling  
with my brothers.

KYRA

Who cares? We got in.

PENNY

Yeah. Thank God. So we could  
stand in a clump and yell at each  
other and not drink.

SUZETTE

Maybe you're like Cryptic Man.

PENNY

You mean an urban legend?

KYRA

I know people who swear they saw  
him. In the Meat Packing District.  
Or Lower East Side.

PENNY

Was he on the list?

SUZETTE

When that club on 16th caught fire?  
He carried them out. A dozen  
people. Afterwards, he was just  
gone. I heard that from Benny, my  
bass player.

PENNY

Speedball Benny?

SUZETTE

It's just hash now. And it's  
recreational.

PENNY

I came to New York to get famous,  
not to stand around in clubs.

KYRA

That's how you get famous.

(then)

Ssh. Future husband approaching.

They hush and look up as two HOT GUYS approach. Just as they  
get near, one hot guy puts his arm around the other.

SUZETTE

Unfortunately, not yours.

KYRA

We're never going to get married in this city.

PENNY

Who wants to get married? We're here to pursue our aspirations and stuff.

SUZETTE

Can't we be married and famous?

PENNY

You, too? You're the iconoclast.

SUZETTE

Sid and Nancy, Kurt and Courtney. It can happen.

PENNY

Yeah, those ended well.

KYRA

What, you're prepared to be alone forever just so you can be a writer? Haven't you ever been in love?

PENNY

Yeah.

KYRA

Don't you miss it?

Penny stares off.

CUT TO:

INT. WORKING CLASS HOUSE - BASEMENT - NIGHT - FLASHBACK

A teenage Penny and her teenage "boyfriend" RICHARD RICARDI (she calls him Rich) are sprawled on the floor listening to Nirvana and getting high.

RICH

I am so getting out of here.

PENNY

Yeah, me, too.

RICH

I mean, who throws their life away  
on this kind of bullshit?

PENNY

Yeah.

RICH

It's like there's a commitment to  
being miserable. And if you even  
imagine anything better they want  
to kill you for it.

PENNY

Crabs in a bucket.

He looks at her. Too stoned to get it.

PENNY

When one crab tries to crawl out of  
a bucket, the other crabs will pull  
him back in.

That's the most profound thing he's ever heard.

RICH

Wow. See, you say things like  
that.

PENNY

It's not original.

RICH

But you remember it.

A beat as they listen to Nirvana and share a joint.

PENNY

Promise we're never going to lose  
each other. No matter what.

RICH

Yeah, fuck that.

They continue to make out. A VOICE FROM ABOVE:

RICHARD'S MOTHER

Richard? What are you doing? You  
don't have that Penny Pendrosa down  
there, do you?



They break apart and look up. Then back at each other.

PENNY

We'll always find each other,  
right?

RICH

Yeah.

They continue to make out.

CUT TO:

INT. NEW YORK POLICE DEPARTMENT - DAY - PRE-ULTRA

The two muggers and the bouncer sit in chairs against the wall with their various injuries bandaged.

PENNY

(V.O.)

But we lost each other. Rich and  
I. The last I heard he was  
climbing mountains in Tibet.

ANGLE - BULLPEN AREA

Penny glances at the angry men, then away. She sits across from OFFICER RYAN. He's taking a statement from her.

PENNY

(V.O.)

So anyway. You can't actually  
throw people around without getting  
noticed. Even in the East Village.  
Nobody was seriously hurt but they  
were seriously pissed.

RYAN

And you definitely saw a weapon?

PENNY

Yes, one of them had a knife. I was  
about to be mugged. What was I  
supposed to do?

RYAN

The bouncer didn't have a weapon.

PENNY

He touched me. I asked him not to.  
Then he did it again.

RYAN

Look, the muggers have records, I can make that go away. But the bouncer is different.

PENNY

Guys can't go around shoving women. Besides, I barely touched him.

RYAN

He has whiplash. And witnesses have a different story.

PENNY

It's New York, Ryan, it's a petri dish of gossip.

RYAN

What about that thing where you read my mind?

PENNY

I didn't read your mind.

(off his look)

I'm not Cryptic Woman if that's what you're thinking. You know why? Because that's not real.

RYAN

We get a dozen reports a week.

PENNY

You know how many people think they've been abducted by UFO's?

RYAN

All I know is the Captain, the Commissioner, all the way up to the Mayor...they're concerned about this vigilante thing.

PENNY

Then maybe they should do a better job. And you should stay out of the evidence room.

He looks at her.

RYAN

I'll make the report. Keep a low profile, okay?

Penny nods, offers to shake his hand. Ryan is concerned for a beat, then does it.

PENNY

See? I shake like a girl.

CUT TO:

INT. TINY NEW YORK APARTMENT - NIGHT - PRE-ULTRA

Kyra, Suzette and Penny are eating Chinese and shivering. Suzette kicks the radiator.

PENNY

(V.O.)

I couldn't tell him what was happening because I didn't know. It took a real big event for me to get it. And even then I didn't entirely get it. I just knew it wasn't normal.

SUZETTE

You got no heat.

KYRA

She likes being poor.

SUZETTE

I'm a musician and I have heat.

KYRA

Being poor makes her feel like an artist.

PENNY

Please. Talk about me like I'm not here. And you have to know how to do it.

Penny hits the radiator just right and it comes on, hissing steam. THE PHONE RINGS. As she goes to answer it:

PENNY

I nearly went to jail getting us into that club. A little appreciation might be in order.

(MORE)

PENNY (cont'd)  
 (into phone)  
 Hello?

CUT TO:

EXT. MOUNTAIN SIDE - K2 - DAY - PRE-ULTRA

A snowy, blustery scene. A grown up Richard Ricardi is in mountain climbing gear and talking on a cell phone.

RICH  
 Penny? Penny Pendrosa?

INTERCUT

Between this scene and Penny's apartment as they talk.

PENNY  
 Rich?

RICH  
 Oh, my God. I found you.

PENNY  
 Richard Ricardi! Where are you?

RICH  
 K2. Getting ready to ascend. I've been looking for you for years. Your folks had their phone disconnected.

PENNY  
 Yeah. Their social life dried up.

RICH  
 So I googled you. I didn't get a hit until today. I found your arrest report! You beat up some guy?

PENNY  
 I can explain.

RICH  
 What are you doing in New York?

PENNY  
 Trying to be a writer.

RICH  
 (can't hear her)  
 A waiter?

PENNY  
Long story.

RICH  
After this climb, I'm going to New  
York.

PENNY  
Great. How long?

A gaggle of other mountain climbers motion for Rich to join  
them.

RICH  
I have to go. You know I love you.

PENNY  
(can't hear him)  
What?

RICH  
I love you...

PENNY  
You're breaking up.

Rich looks at his cell phone which has gone dead.

CUT TO:

INT. TINY NEW YORK APARTMENT - NIGHT - PRE-ULTRA

She's left holding the dead phone.

PENNY  
Rich!

But he's gone. She hangs the phone up. Her girlfriends are  
staring at her.

CUT TO:

INT. TINY NEW YORK APARTMENT - BATHROOM - NIGHT

She's brushing her teeth, staring into the mirror.

PENNY  
(V.O.)  
Intense feelings. Intense  
connections. That's where it  
begins.

(MORE)

PENNY (cont'd)

I don't know where it ends. Back then, I didn't even know where it was going.

There's a crumpled picture of a teenage Rich taped to the window. She stares at it. She puts her toothbrush back and reaches for the mouthwash as she's staring at the picture. The bottle of mouthwash FLIES into her hand. It takes her a second to realize what happened. She stares at it. She puts it back then does it again.

PENNY

Cool.

She rinses and puts it back and suddenly there is a LOUD NOISE in her head. A RUSHING, RUMBLING SOUND. She runs out of the room.

CUT TO:

INT. TINY NEW YORK APARTMENT - LIVING ROOM - NIGHT - PRE-ULTRA

It's empty. Nothing is happening. But the NOISE continues. She presses her hands to her ears.

CUT TO:

INT. TINY NEW YORK APARTMENT - BATHROOM - CONTINUOUS

The noise is almost deafening now. She doesn't know what's happening. The SOUND is that of RUSHING SNOW. She hears a voice yelling: AVALANCHE! And she knows what's happening.

PENNY

Rich!

And in that moment the mirror shatters.

FADE OUT.

END OF ACT ONE

## ACT TWO

FADE IN:

EXT. NEW YORK APARTMENT BUILDING - DAY - PRESENT TIME

Penny comes out of the apartment carrying a bag of laundry. She's greeted by a group of fans.

FANS

Ultra! Ultra, over here! Can you sign this?

Penny pauses to sign autographs.

PENNY

(V.O.)

I didn't go to his funeral because there wasn't one. They never actually found his body. Just his jacket. My number was in it. And a plane ticket to New York.

Penny waves to the fans and walks on. Lingerin, watching her, is a creepy looking lady with dark hair and cat eye make-up wearing a mink.

CUT TO:

INT. DRYCLEANER'S - DAY - PRESENT TIME

Penny comes in and is greeted by a Korean lady named CORA.

CORA

Miss Ultra. Good to see you.

PENNY

Good to be seen.

CORA

You lucky you not invisible.

PENNY

That's supposed to be the greatest power.

CORA  
 (dismissive wave)  
 They abuse it. Spy on people. I  
 hear stories.

Cora sorts through Penny's Super Hero Uniforms.

CORA  
 Light starch in the cape as usual?

Penny nods.

CORA  
 (to someone behind her)  
 Be right with you.

Penny turns to see MINK LADY standing behind her.

CORA  
 (leaning in, secretive)  
 I clean Cryptic Man, too.

PENNY  
 How do you know?

CORA  
 His assistant come in here. I  
 never actually see him.

PENNY  
 No one does. That's why he's  
 cryptic.

CORA  
 You different. You go out there  
 with it. Not ashamed. Cryptic Man  
 get very dirty. You neat. Tuesday  
 okay?

PENNY  
 Fine. Take care, Cora.

Penny turns to go. Mink Lady is staring hard at her. Penny  
 stares back, then moves on. Mink Lady watches her.

CUT TO:

EXT. NEW YORK STREET - DAY - PRESENT TIME

Penny walks down the street. Every now and then someone  
 whispers and points.



PENNY

(V.O.)

Now super powers are everywhere.  
Some are more impressive than  
others.

She moves past a billboard of TECHNOMAN. It's a geeky looking guy decked out in gadgets and hardware. A BUS goes past with an ad for THE HAIR, a woman in a skimpy superpower outfit with huge hair. On a catwalk, we see posters of FLY BOY. He looks amazingly like Astro-Boy.

She moves past a news stand, stops and looks at a magazine called SUPER. On the cover is a translucent bubble, human sized. The headline: MEET THE BUBBLE.

PENNY

That's new. The Bubble.

The Indian Man at the news stand nods.

INDIAN MAN

(shrugs)

Invisible. Floats.

PENNY

I guess that's important.

He shrugs. Penny walks on.

CUT TO:

EXT. NEW YORK SUBWAY - DAY - PRE-ULTRA

Pre-Ultra Penny walks through the subway.

PENNY

(V.O.)

But back then there was just the rumor of Cryptic Man and everybody was sure that was like alligators in the sewer. When my powers started, I didn't know what do with them. So I did what any starving novelist would do. I abused them.

She walks past a bagel stand and stares. She's hungry. When the guy at the stand turns his back, she stares until a bagel flies into her hands. She looks around to see if anyone noticed. No one did. She moves on.

She gets to the turnstile and watches people swiping their Metro Cards through. When it's her turn, she walks up and STARES at the turnstile until it turns and she walks through.

CUT TO:

INT. SUBWAY CAR - DAY - PRE-ULTRA

She's riding along eating her bagel and reading a paper.

PENNY

(V.O.)

But I also used them for good.

Suddenly she's hearing a man talking.

MAN #1

Soon as the door opens you stand up, act like you dropped something, then you grab the bag.

PENNY

(V.O.)

I didn't read minds. I just heard head talk. I couldn't hear low level basic mind chatter. But I could hear intense dialogue. And not all the time, either. Which is what made it so fun.

She looks up. There's no one in her car but an old lady in a hat dozing. She stands and follows the sound of the voice. She goes into the next car. Looks around but doesn't see the guy. The voice gets louder as she walks on. She goes into a third car and she sees a nervous looking kid sitting two seats down from a rich looking woman with a Prada bag next to her.

MAN #1

(in his head)

Don't lose your nerve. Just do it. Then you run to the far exit. Nobody knows what happened. Take a breath and just do it.

Penny walks over to the woman.

PENNY

Excuse me. This man is about to steal your purse.

They both look at her. The man is stunned. The woman picks up her purse and puts it in her lap.

Not sure what to do, she just gives them both a thumbs up and walks back to her car.

PENNY

(V.O.)

My powers weren't helping me get over Richard. I thought about him every day.

CUT TO:

INT. WRITING CLASS - DAY - PRE-ULTRA

Penny is in her writing class as the teacher passes back papers.

PENNY

(V.O.)

And they didn't help me with my writing aspirations.

She takes her short story from him and scrawled across it in red: See Me. As the class ends and everyone files out, the teacher stops her. He talks to her and she's near tears.

PENNY

(V.O.)

I wasn't great at it. I wasn't even mediocre. But I was stubborn. I had to show them. All the people who ridiculed me and said I'd never make it. My family.

CUT TO:

EXT. RURAL TURKEY FARM - DAY - FLASHBACK

PENNY

(V.O.)

It's like Rich said. You weren't supposed to aspire to anything. You weren't supposed to want to want more. You were expected to commit to a life of misery because they had.

Penny as a twelve year old is feeding the turkeys along with a seemingly endless amount of brothers and sisters and her parents, all in overalls, dealing with turkeys in one way or another. Penny is dragging. She yawns.

MOTHER

I know why you're tired. Up all night scribbling in your notebooks. What good's that gonna do you? Living in a dream world.

Penny says nothing.

MOTHER

You act like you're above your raising. Well, sister, this is the life you were born into. We do turkeys. That's the end of it.

PENNY

You can't make me stay here. I'm going to be famous.

Her brothers and sisters laugh.

MOTHER

That's it. Shovel detail.

She hands her a shovel and she goes off to shovel turkey dung.

PENNY

(V.O.)

Why should I have expected them to support my dreams when they had killed their own?

CUT TO:

EXT. NEW YORK STREET - NIGHT - PRE-ULTRA

Penny is leaving her writing class. She walks along, despondent and cold. As she passes a trash can, she rips her story into pieces and throws it away.

PENNY

(V.O.)

I always knew I was different. But that didn't necessarily mean great.

(MORE)

PENNY (cont'd)

It could mean that I was just a  
freak.

CUT TO:

INT. TINY NEW YORK APARTMENT - NIGHT - PRE-ULTRA

Penny walks into her dark apartment, drops her messenger bag  
and goes for the light, but:

CRYPTIC MAN

Don't turn on the light.

Penny freezes.

PENNY

I have a gun.

CRYPTIC MAN

No, you don't.

PENNY

I'm not alone.

CRYPTIC MAN

Yes, you are.

Penny pauses.

PENNY

I have super human strength.

CRYPTIC MAN

Yes, you do.

She steps into the room a bit. She sees a SHADOWY FIGURE  
sitting in a chair near the radiator. It's making clinking  
noises. He reaches out his hand and silences it. It starts  
hissing steam.

PENNY

Who are you?

CRYPTIC MAN

You know.

PENNY

No, I don't.

CRYPTIC MAN

Yes, you do.

She goes to turn on the light.

CRYPTIC MAN  
Don't do that.

PENNY  
Why not?

CRYPTIC MAN  
Because.

PENNY  
Because why?

CRYPTIC MAN  
For God's sake, you're killing the  
drama. You really are a terrible  
writer.

PENNY  
You're Cryptic Man.

CRYPTIC MAN  
Thank you.

PENNY  
You broke into my apartment?

CRYPTIC MAN  
I shape shift. Here's the deal.  
You're becoming super. You have to  
accept it. Denying your powers  
doesn't stop them. It just makes  
them less controllable. So get  
with it. And stop abusing them.

PENNY  
How do you know I'm doing that?  
Are you spying? Are you like  
Santa? How do you work?

CRYPTIC MAN  
Cryptic Man. Try to get on board,  
Penny. And start kicking around a  
concept. A name. A look. Like  
that. If you ignore the powers,  
you become vulnerable to the other  
side.

PENNY  
There's another side?

CRYPTIC MAN  
What did you do on Saturday  
mornings growing up?

PENNY

I shoveled turkey crap.

CRYPTIC MAN

I want you to go see someone. He's a scientist. In fact, he's The Scientist. He'll explain it all. Remember. The abdication of power is an abuse of power.

(then)

Maybe cut your hair.

He disappears. She turns on the light. When she turns, she sees that the chair is empty. She looks around her apartment but Cryptic Man is gone. She walks over to the chair. On it is a business card. Cryptic Man. Shape Shifting. Problem Solving. She turns the card over and sees another name and address written down. THE SCIENTIST. Followed by an address. The phone rings and she answers it.

INTERCUT

Kyra and Suzette standing at a rope. Penny in her apartment.

KYRA

Hey...we're having a rope crisis...you need to get down here and beat up the bouncer...

PENNY

Kyra, shut up, I just had Cryptic Man in my apartment.

KYRA

You had what?

PENNY

(yelling to be heard)

Cryptic Man! In my apartment. In the flesh!

KYRA

All I heard was flesh.

There's the blip of call waiting.

PENNY

Hang on. Another call.

(pushes the button)

Hello?

CRYPTIC MAN

(V.O.)

Christ, I thought it went without  
saying. Don't tell anyone.

And then the phone goes dead. As she holds it listening to  
the dial tone, we...

FADE OUT.

END OF ACT TWO



## ACT THREE

FADE IN:

EXT. NEW YORK STREET - DAY - PRESENT TIME

Penny is walking down the street in full Superhero garb. No one pays much attention to her. Suddenly she hears a sound:

WOMAN IN DISTRESS

Oh, my God. Help! Someone help us!

This is a red flag to Penny/Ultra. She starts running and achieves lift off. She starts to fly down 5th Avenue past all the obvious tourist attractions until she lands on a side street. A WOMAN IN DISTRESS and HER HUSBAND are being held up by MUGGERS. She lands with arms akimbo and stares at the muggers.

MUGGER #3

Ultra!

Scared, they turn and run off. The woman in distress and her husband hug each other, relieved. Penny turns to the camera.

PENNY

When you're super human, you can't afford to get dehydrated.

She holds up a bottle of Gatorade. She hesitates and nothing happens.

DIRECTOR

(O.S.)

Cut!

WIDEN TO REVEAL

We are on a commercial set. The street scene is fake. And it's clear that Penny is hooked up to a harness.

PENNY

I don't understand. Am I supposed to drink now?

DIRECTOR

You're supposed to drink before you say your line.

PENNY

Why am I flying? I don't actually fly. If you wanted flying, you should have gotten The Hair. She flies. Allegedly.

DIRECTOR

Penny, do we have to deconstruct? Just drink before you say the line.

HUSBAND

I feel like I should say something here.

DIRECTOR

Everybody back to one.

As the actors disperse...

PENNY

(V.O.)

So I went to see The Scientist. It's one thing to know you're super. But you still have to know why.

CUT TO:

EXT. RUN DOWN APARTMENT - LOWER EAST SIDE - PRE-ULTRA

Penny is knocking on the door of an apartment in a bad part of town. She looks around nervously. After a beat, the door opens, still chained and a crazy, wild haired person peers out at her.

SCIENTIST

What?

PENNY

Hi. I'm Penny. I was sent here.

SCIENTIST

By who?

PENNY

(confidentially)  
Cryptic Man.

SCIENTIST

Speak up.

PENNY  
Cryptic Man.

SCIENTIST  
You and everybody else.

He goes to close the door.

PENNY  
Wait. I have his card.

She reaches in her pocket and produces the card. The Scientist stares at it. He opens the door and walks back into the apartment. She follows him in.

CUT TO:

INT. RUN DOWN APARTMENT - CONTINUOUS

It's the home of a true eccentric. Wall to wall books and strange looking equipment. Cats. A mess. She has to step over things.

SCIENTIST  
Everybody thinks they're super human these days. I have to use discretion. Have a seat.

She looks around. There's nowhere to sit. So she stands.

SCIENTIST  
So what do you do?

PENNY  
I'm a bartender.

SCIENTIST  
We're burning daylight here.

PENNY  
Oh...super things? I can move stuff without touching it.

SCIENTIST  
Telekinesis. What else?

PENNY  
Super human strength. I hear things.

SCIENTIST  
Elevated adrenaline. Clairaudiant.  
What else?

PENNY  
That's not enough?

SCIENTIST  
(shrugs)  
It's average.

PENNY  
I threw a guy into traffic. And one  
against a door. I got arrested.

SCIENTIST  
How much can you control it?

PENNY  
I don't know.

The Scientist produces a tape recorder and puts it on a table.

SCIENTIST  
You're okay with me recording this?

She looks at the tape recorder and it flies off the table and breaks into pieces.

SCIENTIST  
I guess not.

PENNY  
Sometimes that happens.

SCIENTIST  
So you can't control it much.

PENNY  
This is very new to me, okay? I  
wanted to be a writer.

SCIENTIST  
Why aren't you sitting?

PENNY  
There's nowhere to sit.

SCIENTIST  
Good point.  
(then)  
So, here's the deal.

He pulls down a very lo-tech white board and begins diagramming with stick figures and arrows, starting with a swamp.

SCIENTIST

Human evolution. Single cell amoeba, swamp creature, primates, blah blah, here we are wearing Prada.

Creates a relevant drawing.

SCIENTIST

But. There are gaps. No fossil evidence of the jump from amoeba to frog, frog to bird, monkey to rock star. Somewhere along the way there's a leap. It's called punctuated evolution. No one knows why but I have a theory. Communal creatures. Agrarian societies. Tribal mentality. The individual gives up power to the social structure for safety and the benefits of being fed. Following the leader becomes part of the DNA. How, you ask? Because beliefs inform our physiology. So years of believing that this social hierarchy works, that power moves up the chain and those at the top are taking care of us because they have our best interest at heart, that's not just part of the psyche, it becomes part of the cell tissue. With me?

Penny nods with an overwhelmed stare.

SCIENTIST

What's happening now? We no longer have faith in that power structure. Foreign invaders, crime and corruption, politicians who don't even understand politics, and the tribe picks up on that. What does the body do? What it always does. Evolves. Takes the power back from the hierarchy. The individual makes the leap. Punctuated evolution.

PENNY  
So that's me.

SCIENTIST  
Maybe. That's what we'll figure  
out together. Questions?

PENNY  
Yeah. Why me?

On The Scientist.

CUT TO:

EXT. NEW YORK STREET - DAY - PRE-ULTRA

Penny walks down the street deep in thought.

PENNY  
(V.O.)  
Piece of advice. No matter how  
tempting it is, don't ever ask  
someone 'why me?' You're either  
going to hear a lie, such as I've  
never felt this way before, or the  
truth, such as I heard in The  
Scientist's office.

As Penny approaches her apartment building, she sits down on  
a bench in front of it. She's clearly shaken. Memories are  
racing through her head. They come at her in flashes.

FLASHBACK - HER CHILDHOOD HOME

Penny and her brothers and sisters huddle on the stairs as  
her parents fight in the kitchen. She's tiny and frightened.

PENNY  
(V.O.)  
The Scientist said why not you?  
And I said because I come from  
nothing. Nowhere.

FLASH - THE VIOLENCE ESCALATES

Now things are breaking in the kitchen and the kids flinch.

PENNY  
(V.O.)  
He said, was there pain? And I  
said was there pain? Was there  
anything else?

FLASH

Penny moves away from the group to peer into the kitchen.

PENNY

(V.O.)

He said, greatness comes from pain.  
Until you know that, you can't know  
anything. And you have to  
remember. Until you remember, your  
powers stay in the shadows. So I  
remembered.

FLASH

Penny stands very small and alone in the doorway, watching her father terrorize the family. Penny opens her mouth in a silent scream as his shadow falls over her.

CUT TO:

EXT. NEW YORK STREET - DAY - PRE-ULTRA

Penny sitting on the bench. She covers her face as she receives the memory.

PENNY

(V.O.)

And that's when it all started  
happening.

Suddenly a familiar voice.

RICH

(O.S.)

Penny?

Penny looks up, taking in a breath. We don't see what she sees.

CUT TO:

INT. COMMERCIAL SET - DAY - PRESENT TIME

The end of the commercial shoot. Penny is unstrapping herself from the harness. The commercial shoot has ended. Her agent BUDDY SALISBURY, early thirties, is with her.

BUDDY

I think that went well. Great  
energy.

(MORE)

BUDDY (cont'd)

The director is cutting edge.  
They're talking Superbowl. How do  
you feel about it?

PENNY

I'm fine, Buddy. I'm just tired.

BUDDY

Penny. Watch the vernacular. A  
Super doesn't get tired.

The director heads in their direction.

DIRECTOR

Penny?

PENNY

No more pick ups. I'm unstrapped.  
(gesturing)  
You know my agent, Buddy.

DIRECTOR

Sure. Hi. Penny, it's a fan.  
Over by the donuts. Just wants an  
autograph.

PENNY

Oh, no.

BUDDY

Part of the gig. Keep up the  
image.

PENNY

It's not an image. I actually am  
super human.

BUDDY

And how much does that pay?

Penny rolls her eyes and goes in the direction of the donuts.

ANGLE - SNACK TABLE

As Penny approaches, she sees that the Mink Lady from the  
drycleaner's is there.

PENNY

Do I know you?

VERONIQUE

We meet again.



PENNY  
The drycleaners?

VERONIQUE  
I've been watching you.

PENNY  
Great. Can I sign something for  
you?

VERONIQUE  
My name is Veronique.

Penny picks up a napkin and starts signing it.

VERONIQUE  
(spelling)  
N-e-m-e-s-i-s.

PENNY  
Veronique. Nemesis.

VERONIQUE  
As in I'm yours. Obviously.

PENNY  
Why is that obvious?

VERONIQUE  
I do what you can't. I'm  
invisible.

PENNY  
(beat)  
I can see you.

VERONIQUE  
Because you're super.

Penny makes a gesture.

PENNY  
Everyone can see you.

Veronique looks around, realizes this is true.

VERONIQUE  
Okay, so I'm having an off day.

PENNY  
It's totally okay to be normal.

VERONIQUE

Sure, if I were. But I'm not.

Veronique is so not super. Penny stares at her.

PENNY

Great. Good luck.

She hands Veronique the napkin and walks away.

PENNY

(V.O.)

Everyone thinks being super is, well, super. Glamorous, even. But there's a lot of down time. And the people who aren't super want to take you on. They want to prove something. You learn to resist it.

Penny watches Veronique walk away.

PENNY

You have trouble finding friends.  
And you still long for....

CUT TO:

EXT. NEW YORK STREET - DAY - PRE-ULTRA

On the bench. Where we left Penny in the past. Rich's voice is still reverberating in her ears.

PENNY

(V.O.)

...something.

She is staring at something and can't believe her eyes.

REVERSE ANGLE

It's Richard Ricardi. In the flesh.

RICH

Penny.

PENNY

Rich?

RICH

Hi.

PENNY

But it can't be. You're...

RICH

Dead?

PENNY

Yeah.

RICH

Not so much.

(off her look)

Come on. Touch me.

She touches him. He touches her. She believes it's real and she throws her arms around him. They kiss.

CUT TO:

INT. NEW YORK DINER - DAY - PRE-ULTRA

Penny and Rich sit in a diner, catching up with each other.

RICH

I loaned my jacket when I decided not to go on the climb. I had a bad knee. Decided at the last minute.

PENNY

Then you just let a few months go by. Without calling.

RICH

I was in shock from the whole thing. My friends had died. I saw it all happen from base camp. I barely escaped. I felt guilty. Maybe I wanted to die, you know? So instead I let myself disappear.

(beat)

I don't expect you to understand.

Penny thinks about it a beat.

RICH

It's just that...when something extraordinary happens to you...how do you go back to normal life?

PENNY  
(thinking)  
Yeah.

RICH  
But you do. You have to. And when  
you go back you have to make it  
count. So that's what I'm here to  
do.

Penny stares at him.

RICH  
I love you. I always have. Marry  
me.

She stares at him. She doesn't know where to start. And on  
this, we...

FADE OUT.

END OF ACT THREE

ACT FOUR

FADE IN:

INT. SCIENTIST'S APARTMENT - DAY - PRE-ULTRA

Penny is practicing her skills with The Scientist. The Scientist has several things laid out on a table and he challenges her to move them. She moves them all in erratic direction.

CUT TO:

ANOTHER ANGLE - TREADMILL

Penny is running on the treadmill. She's distracted. She starts running so fast that the treadmill finally blows and sparks fly and it's smoking. Penny jumps off.

SCIENTIST

Okay, what's going on?

PENNY

I didn't sleep. I had a Frappucino.  
Mars is in retrograde.

SCIENTIST

There's a guy.

PENNY

And there's a guy. Are you saying  
there can't be?

SCIENTIST

What?

PENNY

A guy.

SCIENTIST

Of course there can. But it might  
interfere with the frequencies.

PENNY

I swear it won't.

SCIENTIST

It already is.

PENNY

Can't you fix that? Give me a frequency pill or a patch?

SCIENTIST

I don't have that kind of technology. This is all very new. But one thing I am finding is that love interferes.

PENNY

So if you're super you're single?

SCIENTIST

Possibly.

PENNY

Because this ground has been covered. Biology is not destiny.

SCIENTIST

Okay, it's not.

The Scientist gives her a large weight to lift.

SCIENTIST

Go.

She picks it up as if it's nothing.

PENNY

It seems to me that being in love would make a person's powers stronger.

SCIENTIST

I didn't say it weakens you. It makes you less predictable. And that's not good.

Ranting, Penny is now waving the huge weight around.

PENNY

That's like the old argument that a woman can't be president because she gets a period. One generation it's hormones, the next is frequencies. Where does it end?

SCIENTIST

You can put that down now.

She puts it down and it goes through the floor. She looks at the hole, then at him. Someone starts yelling from below.

SOMEONE

(O.S.)

Hey, dude! What the hell?

PENNY

Are you giving me an ultimatum?

SCIENTIST

No. But you may have to give him one.

(nods to a weight)

Next.

Penny picks up the weight, thinking.

CUT TO:

EXT. NEW YORK - CENTRAL PARK BUGGY RIDE - NIGHT - PRE-ULTRA

Penny and Rich are riding in a horse and carriage. She's snuggled up against him. It's magical and romantic.

PENNY

(V.O.)

So...where to start? What's the easiest way in to 'I'm Experiencing Punctuated Evolution'? Maybe just the old standard.

PENNY

Rich, we need to talk.

RICH

I knew this was coming.

PENNY

Really?

RICH

Yes, I want to have kids. And yes, I know you still want to be a writer. There's no reason we can't work that out. Besides, kids are a few years away, don't you think?

PENNY

Kids. Yeah.

Her minds wanders.

INT. DELIVERY ROOM - DAY - FANTASY

Penny is in delivery with Rich at her side, a nurse and a doctor standing at the business end.

DOCTOR

One more push, Mrs. Ricardi. Make it count.

Penny raises up and pushes. A BABY SHOOTS OUT with such force that it lands on the doctor and thrusts him against the wall.

CUT TO:

EXT. NEW YORK - CENTRAL PARK BUGGY RIDE - NIGHT - PRE-ULTRA

Back to scene. Penny shakes off the vision.

PENNY

Yes, we should definitely talk about kids. And where we're going to live. And stationary and name changes and Vegas vs. St. Pat's and all that. But before we get there, I have something to tell you.

Rich holds up a hand.

RICH

We were away from each other for a long time. I don't think we have to confess everything. I know there have been guys.

(then)

Guys, right?

PENNY

Yeah, but that's not it either.

(beat)

You know how you googled me and saw my arrest report?

RICH

It was self-defense. I know you're not a criminal. You've always been kind of strong. Remember when we used to wrestle in my basement? I had my work cut out.



PENNY

Yeah, well...I'm even stronger now.

RICH

Sure.

(then)

How strong?

PENNY

(beat)

Super.

Rich thinks about it a beat.

RICH

Are you on hormones?

PENNY

No. It's a naturally occurring thing. It's, you know, punctuated evolution.

RICH

So you're good with being a woman.

PENNY

I just have to say it. I'm super human. I didn't plan it. It just started happening. And now I'm in it. Cryptic Man came to see me and I'm working with The Scientist and I don't know where it's going but it's probably not a full time thing, in fact, you won't even have to see it, so if you're good with it, I'm good with it. Are you good with it? Great. Let's not talk about it again. I love you.

She kisses him and leans against him. And Rich doesn't know what hit him.

CUT TO:

INT. BRIDAL SHOP - DAY - PRE-ULTRA

Kyra and Suzette are watching as she comes out in her 19th wedding dress. Suzette is flipping through a music magazine.

KYRA

No.

PENNY

Why not?

KYRA

You look like a popsicle.

PENNY

Come on. We're running out of options. I'm starting to think you guys aren't happy for me.

SUZETTE

That's because we're not happy for you.

PENNY

I know, it seems like I'm a big hypocrite because I'm the one who didn't want to get married, but that's because I never expected to see Rich again. Guys, it's true love. And when it's true love, you just go for it. Right?

KYRA

And just give up on being great?

PENNY

Not exactly. I can do both.

They stare at her. She turns and looks into the mirror. It shatters. They look at her. She turns and runs back into the dressing room. As she goes:

PENNY

Wrong dress.

CUT TO:

INT. TINY NEW YORK APARTMENT - NIGHT - PRE-ULTRA

Penny comes home from her hard day of trying on dresses. She has the shopping bags to prove it. She's about to turn on the light when she senses a presence.

PENNY

Who's there?

CRYPTIC MAN  
You know the drill.

She moves closer to him and sits down.

PENNY  
This is getting really old.

CRYPTIC MAN  
You're telling me.  
(then)  
You're not seriously going to marry  
that guy.

PENNY  
What difference does it make to  
you?

CRYPTIC MAN  
Do you think he's ever going to let  
you be who you are?

PENNY  
Rich has known me forever.

CRYPTIC MAN  
He doesn't know you now.

PENNY  
I told him.

CRYPTIC MAN  
You haven't shown him.

PENNY  
Look, since you're here I might as  
well tell you face to...person  
to...directly.  
(takes a breath)  
I haven't decided one hundred  
percent that I'm going to be super.

CRYPTIC MAN  
But you are.

PENNY  
You know what I mean. I might not  
use it.

CRYPTIC MAN  
For good.

PENNY

For anything. Just because you have a talent, doesn't mean you have to use it. Plenty of people have great skills and they never feel the need to develop them or become great, they just live. Is that a crime?

CRYPTIC MAN

I don't know. Let me go to Starbucks and turn on my computer and think about it.

PENNY

(beat)

I don't want to lose Rich.

CRYPTIC MAN

I'm not saying you have to. But it's wrong not to show him. And I think you'll find that being great is not like having skills. It's an impossible thing to run from.

(beat)

I know. I've tried.

And he's gone. She turns on the light. The chair is empty except for a box. She opens the box and takes out a cape. On it the big letters: ULTRA.

PENNY

Ultra. Oh, that's not cheesy.

She throws open the window.

PENNY

Get this! I am not Ultra!

She flings the cape out the window.

PENNY

Even if I'm great, I'll never be Ultra!

She slams the window shut. When she turns around, the cape is neatly folded on the chair. No escape. So to speak.

CUT TO:

EXT. NEW YORK STREET - NIGHT - PRE-ULTRA

Rich and Penny are walking down the street arm in arm.

PENNY

I was thinking January.

RICH

What about it?

PENNY

To get married. Because nobody gets married in January. We can get discounts. Our choice of locations. We could probably book St. Pat's in January.

RICH

First let's talk about this other thing. The super human thing?

PENNY

Oh, that.

RICH

How are you thinking of using that?

PENNY

Whatever. It's probably just a hobby.

RICH

Because what I'm picturing for us is a quiet life.

PENNY

Sure.

(then )

How quiet?

RICH

I nearly died, you know? And it made me start thinking about things. Being alive, for example, and how I should try to stay that way.

PENNY

I like you better that way.

RICH

I'm thinking a farm in Connecticut.

PENNY

Wow. I kind of put my time in on the farm.

RICH

Yeah, but you're writing. I'm farming. The point is...nobody's climbing mountains or jumping off buildings.

PENNY

Oh, I don't fly.

RICH

Still, you see my point.

PENNY

Do we have to decide this now?  
It's such a nice night.

RICH

Yeah. You're right. It is.

She is a bit disturbed but doesn't want to let on. They walk. Suddenly there is a loud SCREECHING followed by an enormous CRASH.

PENNY

(V.O.)

I don't know. Sometimes the Universe works like that.

She looks over and in SLOW MOTION, we see the nightmare of the accident unfolding. Sparks and smoke and cars tumbling.

When it's all over, one car is upside down, another on top of it.

Penny can hear the MUTED SCREAMS of the people inside, a couple and a kid. She looks at Rich. Rich is staring at the accident. She knows what she has to do.

People are starting to gather. She pushes her way through the crowd.

She pulls one car off of the other. Helps the people out. Then she pulls the doors off the one on the bottom. The couple and their kid scramble out. She ushers them to the sidewalk. One, a man, is too injured to walk. She goes back and grabs him and carries him to the sidewalk.

She looks towards the mess and hears the DRIP DRIP HISS of gas coming out of the car. She hears the SOUND of the explosion starting seconds before it does.

PENNY

Everybody back! Get down!

The crowd backs up and hits the ground just as the CAR EXPLODES.

When the smoke clears, Rich is watching her from a distance, staring, paralyzed. She stares back. She knows she's lost him. As she turns her attention back to the victims, we...

FADE OUT.

END OF ACT FOUR

## ACT FIVE

CLOSE - TV - PRE-ULTRA

It's Entertainment Tonight.

ET HOST

There are heroes and there are  
superheroes and once in a lifetime  
there are...

(finger quotes)

"Ultra heroes." That's what this  
aspiring writer from the East  
Village of New York City is calling  
herself after her superhuman rescue  
of five Manhattan residents from a  
fiery car crash.

CUT TO:

SEGMENT FOOTAGE

EXT. NEW YORK STREET - NIGHT - PRE-ULTRA

Penny is walking along with the ET host.

ET HOST

So how do you explain your sudden  
ultra hero status?

PENNY

It's not ultra hero. It's just  
Ultra.

ET HOST

This sounds like something out of  
one of your movie scripts.

PENNY

I write novels.

ET HOST

So give us the scoop, do you  
know...

(finger quotes)

..."Cryptic Man."



PENNY  
Casually.

ET HOST  
And where's your cape?

PENNY  
It's at home.

ANGLE - HOST

ET HOST  
(laughs)  
Of course it is. There you have  
it, the latest word in Ultra  
Heroes.

PENNY  
(O.S.)  
Just Ultra.

WIDEN TO REVEAL

INT. PENNY'S CHILDHOOD HOME - DAY - PRE-ULTRA

All of her family are gathered around, one on top of another,  
avec some babies, varying degrees of cleanliness, smoking,  
watching the T.V. segment. They look at her.

PENNY  
(V.O.)  
First stop, telling the family.

PENNY  
Well. That's the story.

They stare at her.

FATHER  
That's what you went to college  
for?

MOTHER  
She's possessed by the devil.

CUT TO:

INT. GRAND CENTRAL STATION - DAY - PRE-ULTRA

Penny is saying goodbye to Rich.

PENNY

(V.O.)

Next stop, saying goodbye to Rich.  
We didn't make it permanent. We  
called it 'taking a break to think  
about things.' Kiss of death.

They hug and kiss and he walks toward the trains. She stands  
alone in the vast hall.

PENNY

(V.O.)

Because we both knew I wasn't  
headed for a quiet life.

CUT TO:

INT. AGENCY - CORRIDOR - DAY - PRE-ULTRA

Penny is walking down the corridor of a major talent agency.  
She moves past pictures of plenty of famous people.

PENNY

(V.O.)

And then the usual stuff that  
happens after you get famous.

CUT TO:

INT. AGENCY - CONFERENCE ROOM - DAY - PRE-ULTRA

Penny is sitting with a bunch of agents, including Buddy  
Salisbury.

BUDDY

I know you're being courted by  
every agent in town but we really  
think we can make great things  
happen for you here. We can set  
you up with the best endorsements.  
Nike. Gatorade. Calvin Klein.

(MORE)

BUDDY (cont'd)

You can have own fragrance. I'm just spitballing here. I mean, super is the new thing. And you're on the cutting edge of it. You're young. You're hot. I'm sure you don't mind changing your look. In a good way. A super way that while super remains you. But let me ask you one question and it really is a question. Does it have to be Ultra?

CUT TO:

INT. STORE - STYLIST - DAY - PRE-ULTRA

A store on 5th Avenue, Penny is being dressed.

STYLIST

You have a long waist which is in no way a bad thing but you don't want to draw attention. Maybe a cute belt cinched at the waist. Tights are a cliché of course but you might want to think about some fun stockings. Glitter. Fishnet.

Penny puts her cape on over the outfit.

STYLIST

Are we married to the cape?

CUT TO:

INT. SCIENTIST'S APARTMENT - NIGHT - PRE-ULTRA

Penny is hitting golf balls into a net while The Scientist takes notes.

PENNY

Agents and clothes and TV shows and all these phony people. Why don't I just move to L.A.?

She stops and gestures to what she's doing.

PENNY

When am I going to need this?

SCIENTIST

Hand eye coordination. Very important. And a lot of criminals play golf.

PENNY

So do a lot of lonely old lesbians.

SCIENTIST

But before that they were young attractive lesbians. Which is hot.

PENNY

I want my boyfriend. Is that too much?

SCIENTIST

It takes a great man to be with a great woman.

(leans forward)

Penny, being super human is not a new thing. Socrates, the Buddha, Jesus, Ghandi, Martin Luther King, Abraham Lincoln, Rosa Parks, Helen Keller, I could go on. They didn't worry about dates.

PENNY

How do you know?

SCIENTIST

They were destined for greatness. They didn't worry about who was going on the journey with them.

PENNY

Then maybe I'm not great. Because I am worried about it.

SCIENTIST

Most people lie awake at night wondering about the point of their existence.

PENNY

Yeah, after they've had hot monkey sex.

She hits another ball and it goes through the net and through the wall into the next apartment. A voice from somewhere:

SOMEONE

(O.S.)

Hey, what's going on?

SCIENTIST

(jotting)

Excellent.

CUT TO:

INT. TINY NEW YORK APARTMENT - NIGHT - PRE-ULTRA

Penny comes into her apartment, carrying groceries. She goes to turn on the light, senses something and doesn't. She moves into the living room and the shadowy figure of Cryptic Man is sitting there.

PENNY

Hi, Honey. How was your day?

CRYPTIC MAN

Not bad.

PENNY

So you get to pop in any time you feel like it and I never get to call the cops and say this creepy super guy is harassing me?

CRYPTIC MAN

You could try.

PENNY

I'm not sure I'm ready for this.

CRYPTIC MAN

I wasn't sure I was ready either.

PENNY

Yeah? What were you doing when your greatness hit you?

CRYPTIC MAN

I was a corporate lawyer.

PENNY

Oh. So being great was definitely a step up.

CRYPTIC MAN

I liked my job. I miss it sometimes. I'm a people person.

PENNY

Really. Which is why you never show your face.

CRYPTIC MAN

You can turn on the light.

Penny hesitates. Then taking him at his word, she does. For the first time, we see Cryptic Man, who is all dressed in black and is more handsome than George Clooney.

PENNY

Wow.

(then)

Why are you letting me see you?

CRYPTIC MAN

Because now you are one of us.

PENNY

There's a lot of us, huh?

CRYPTIC MAN

A few. You'll meet them eventually. You don't have to be alone. You just have to be brave.

PENNY

I'm working on that.

She slumps on her couch. Cryptic Man watches her, smiling.

CRYPTIC MAN

Penny, this is what you were born to do.

PENNY

Yeah, I know...Cryptic...but...

(then)

Do you have a real name?

CRYPTIC MAN

Sam.

PENNY

Do you have a family and everything?

CRYPTIC MAN

I did. Amicable divorce. Weekends with the kid.

PENNY

I mean before that.

CRYPTIC MAN

Foster system. Moved around.

PENNY

So bad childhood really is a part of it.

CRYPTIC MAN

Needing to read the mood, see the future a little bit, it's a survival instinct. Hypervigilance. This is an elevated form.

(then)

There's this thing in the Bible. But it's in other religious teachings, too. "To whom much is given, much is expected."

PENNY

Yeah, I got that on my report card. "Not working up to potential."

He laughs. She looks down.

CRYPTIC MAN

It's spinning straw into gold, Penny. That's all.

She smiles at her hands. Flexes them.

PENNY

Do you have normal interests? What do you do on the weekends? Like to dance? Bowl? Play a little a little golf? Because if you play golf...

She looks down to form her thoughts and when she looks up, he is gone. She's alone.

PENNY

I hate when you do that!

But she's talking to no one. She turns on the TV. And they are interviewing the kid whose life she saved. A BOY about six.

TV ANCHOR

Then what happened?

BOY

My mommy was screaming. My daddy was quiet. I could smell smoke. I didn't know what would happen. And then she was just there and she took the door off and I could get out.

TV ANCHOR

And who did that, Brett? Who took the door off?

BOY

(grinning)

Ultra.

He smiles at the camera. Penny stares. And she knows.

CUT TO:

INT. KARAOKE BAR - NIGHT - PRESENT TIME

Suzette is up on stage singing. Penny comes in from her day of shooting the Gatorade commercial. She slides into a seat next to Kyra, who is nursing a martini. Suzette is on stage, singing.

KYRA

Oh, good, you made it. Long day saving lives?

PENNY

Gatorade commercial.

KYRA

Well, it's good to know someone famous.

PENNY

Come on, you'll get a break. Besides, this is nice. Hanging out with the girls. Being normal.

Penny looks to Suzette who is hamming it up on stage.

KYRA

Yeah. Somebody has to be normal. Otherwise, who would you save?



PENNY

Listen. You guys keep me sane. I know it looks fabulous from where you're sitting but it gets kind of lonely.

KYRA

Don't worry. You'll always have us. We knew you when you didn't have heat.

Kyra gives her a hug. Penny smiles, watching Suzette. Suzette waves them up on stage. They go up with her and start singing. It's the Kinks' song, "You Really Got Me", and they are getting into it. Suzette passes the microphone to Penny, and just as she is getting into it, the entire sound system blows in a nightmare of squeals and pops. Penny sighs.

CUT TO:

EXT. NEW YORK STREET - NIGHT - PRESENT TIME

Penny is saying goodbye to Kyra and Suzette, hugs and kisses.

PENNY

(V.O.)

I was jealous of normal people. They were jealous of me. That's how it works. We are mirrors to each other. We reflect what we have disowned in ourselves. And that's the mystery.

Penny walks down the street, turns a corner, and walks down another deserted street. She hears footsteps behind her and she turns. She sees Veronique standing there.

VERONIQUE

You should have listened to me.

PENNY

I'm listening.

VERONIQUE

Daughter of a turkey farmer. Nobody from nowhere. You're a fraud. A freak of nature.

Veronique raises a gun and shoots at her. Penny, being super, catches the first bullet. It burns her hand and she drops it.

VERONIQUE

Not so great now, are you?

Penny stares at her, having a moment of self doubt. The second bullet pierces her chest and she collapses.

HER POV

Of standing on a swingset, rural backyard, seeing the kids in the distance as she holds out her arms and attempts to fly. It's all magical until the ground rushes up to meet her and she lands hard, splat. She looks up, a little girl surprised, but instead of seeing her mother...

CRYPTIC MAN

Is standing over her.

CRYPTIC MAN

It's okay. Breathe.

YOUNG PENNY

Can I die?

CRYPTIC MAN

Self-doubt. Your weakness.

PENNY

But can I die?

When we cut back, it's present time Penny.

CRYPTIC MAN

If you want to:

She lies back down, trying to breathe. She stares at the stars until they turn into the swirling images we saw in the opening. The world of transcendence she remembers. She thinks about it. Then we hear a DOOR SLAM. We are...

INT. CAB - NIGHT - PRESENT TIME

Cryptic Man has put her in the back of a cab. She's exhausted and bleeding. He's got his arm around her

CRYPTIC MAN

St. Vincent's. Hurry.

PENNY

You put me in a cab?

CRYPTIC MAN  
I don't fly.

PENNY  
You don't fly? I don't fly.

CUT TO:

EXT. CAB - NEW YORK CITY - NIGHT - PRESENT TIME

As it makes its way through traffic.

PENNY  
(O.S.)  
Wait, I've seen you fly.

CRYPTIC MAN  
(O.S.)  
That's shape shifting. That's  
different.

PENNY  
(O.S.)  
You couldn't shape shift me to the  
hospital?

CRYPTIC MAN  
(O.S.)  
Don't be ridiculous.

PENNY  
(O.S.)  
No, explain it. I don't get it.

CRYPTIC MAN  
(O.S.)  
Do you ever stop talking?

And on this, we...

FADE OUT.

END OF ACT FIVE