

MARVEL ULTIMATE ALLIANCE 2: FUSION

CUTSCENES SCRIPT

Vicarious Visions  
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# 1) Secret War - Intro (PRC)

## 1.1 EXT. OUTPOST STATION, LATVERIA - NIGHT

A modern-looking outpost station with multiple satellite dish scanning devices on its roof, protected by a dozen or more armed LATVERIAN GUARDS.

### CAPTION

Doomstadt, Latveria - One  
Year Ago

Guards patrolling near the station. Suddenly a guard's mouth is shot with sticky webbing, silencing him.

Next, his automatic weapon is webbed and yanked away.

Before he can react further, SPIDER-MAN enters and knocks him out.

Nearby, two other guards react to the sound of the first guard falling. Before they can reach the first guard, these guards are silently knocked out by CAPTAIN AMERICA.

Closer to the entrance now, three guards patrol, and are silently taken out by WOLVERINE.

With the entrance now unguarded, IRON MAN flies into the steel-reinforced door, smashing through it and alerting the guards and technicians within.

## 1.2 INT. OUTPOST STATION, LATVERIA - NIGHT

Before they can react, he fires a wide-beam repulsor blast, knocking them all off their feet and causing some to drop their weapons. Spider-Man, Wolverine and Captain America enter, mopping up the remaining opposition. One lone technician struggles to his chair and hits an INTERNAL ALARM, just as Spidey webs his hand away from the console.

Spider-Man sighs.

As klaxons sound, troopers spill from the elevators and doors, quickly surrounding our heroes. Wolverine turns to face Iron Man and shoots him a questioning glance. Iron Man hesitates, and Wolverine eyes narrow as if to say: "bring it on."

Iron Man shoots a repulsor beam at Wolverine. With his lightning-quick reflexes, Wolverine blocks the beam by

locking his claws in front of his face, reflecting the larger beam into six smaller beams that fan out past Iron Man, each beam hitting a trooper square in the chest.

The beams continue to knock out enemies as Wolverine's claws and skeleton begin to heat up, causing them to glow through his skin and muscles. A series of concussive blasts begin to ripple from Wolverine, growing steadily stronger with each wave.

Wolverine begins to sizzle just as the next wave begins to crest. The blast discharges from his body, knocking away all enemies and objects around him. As it does, he fiercely slashes his claws to his side in a classic Wolverine pose, ducking under Iron Man's beam. (The reflected beams disappear as soon as he slashes/ducks, and Iron Man cuts his beam shortly thereafter.)

After the fusion, Wolverine's claws and skeleton continue to glow, as he slowly lurches to his feet, skin smoldering. He glares at IRON MAN.

WOLVERINE

That... hurt.

IRON MAN

But it worked. No pain, no gain, my boy.

Wolverine's glare at Iron Man transforms into a feral, dangerous look.

WOLVERINE

(low, dangerous)

I ain't yer boy, Stark.

Before this can escalate, however, NICK FURY casually enters the control room and begins expertly changing a few settings. Spider-Man, Cap and Iron Man approach from behind while he does this, and Wolverine keeps watch on the entrance.

FURY

That should do it. Won't be any Latverian air support bothering us on our way to Castle Doom now.

He finishes his work at the console and heads through a back door. The heroes follow.

FURY (CONT'D)

We'll take it on foot and  
bring in Bravo team once we  
hit checkpoint three.

1.3 EXT. OUTPOST STATION, LATVERIA - NIGHT

Conversation continues as the heroes exit through the back  
door, facing Doomstadt.

SPIDER-MAN

"On foot"? You're kidding,  
right? Do you have any idea  
how little arch support I  
get in this outfit?

FURY

Put a sock in it, webhead.

We PULL BACK to show Fury and the heroes headed toward the  
forested Latverian countryside, with the Doomstadt city  
wall a few hundred feet ahead, and Castle Doom just visible  
on the horizon. The heroes start jogging, double-time.  
Dialogue continues, but reducing in volume as the  
characters increase their distance from the camera.

SPIDER-MAN

Socks make it worse,  
actually--

WOLVERINE

He meant shut yer hole.

SPIDER-MAN

Hey, don't even get me  
started on this costume and  
holes.

FURY

(annoyed)

Let's move. Now.

FADE TO BLACK.

END CUTSCENE

## 2) Secret War - Flashback (PRC)

2.1 EXT. DOOMSTADT, LATVERIA - NIGHT

NICK FURY, CAPTAIN AMERICA, WOLVERINE, SPIDER-MAN and IRON MAN have just emerged from the back of a LATVERIAN CATHEDRAL, facing the foothills that will lead toward CASTLE DOOM in the distance. Fury is talking into his wrist-mounted communicator, fiddling with the controls.

FURY

(slightly annoyed)

Bravo team, come in... come in... Bravo, do you copy...

He moves away from the group, perhaps trying to find a spot for better reception. It leaves the four heroes standing together, waiting.

WOLVERINE

Hmph. Nothin' new to me so far. But black ops aren't really S.O.P. for you boys, are they? How'd Fury get you to-

IRON MAN

Same way he got you to, I expect. Everyone owes that old warhorse favors, and he always calls them in, sooner or later. Could be much worse than this.

SPIDER-MAN

(hushed)

Yeah, but don't you guys wonder... I mean, invading a foreign country? Like we're soldiers of fortune or something?

CAPTAIN AMERICA

I've known Nick Fury a very long time, Spider-Man. We wouldn't be doing this without a good reason.

Fury returns to the group near the end of Cap's speech.

FURY

Aww... wringing your little  
hands over the poor  
Latverians, huh? Think  
they'd do the same for you?

A brief PAUSE as Fury thinks back.

PRESIDENT (V.O.)  
Well, we're here, Colonel  
Fury...

FLASHBACK TRANSITION TO:

2.2 INT. SECURITY COUNCIL MEETING ROOM - DAY (FLASHBACK)

We're in flashback. Fury, holding a thick manilla folder, is addressing the PRESIDENT and his SECURITY COUNCIL in a darkened meeting room. A large PROJECTION SCREEN is behind Fury, which shows images supporting his presentation.

PRESIDENT (CONT'D)  
...what do you have for us?

FURY  
Mr. President, one of our  
ongoing investigations into  
super-villains recently had  
a major break.

IMAGE comes up on the screen behind Fury, showing a number of tech-armor style villains such as SCORCHER, WIZARD, DIAMONDBACK, JESTER, GOLDBUG, KILLER SHRIKE, and SCORPION.

FURY  
We've always been aware  
that many of these  
criminals who run around in  
high-tech armor were  
getting their materials  
from an underground  
figure...

IMAGE changes to that of the TINKERER.

FURY (CONT'D)  
...Phineas Mason, a.k.a.  
the Tinkerer. But what we  
didn't realize until  
recently is that the  
Tinkerer himself is being  
supported by someone  
outside the country.

IMAGE changes to that of LUCIA VON BARDAS, with CASTLE DOOM and LATVERIA depicted in the background.

FURY

Specifically, Lucia von Bardas - the elected Prime Minister of Latveria.

FURY (CONT'D)

As you know, the link to a foreign power makes this, by definition, international terrorism.

FURY

The evidence is right here, sir. We're under attack.

As he says this last line, he drops the thick FOLDER on the table in front of the President. It hits with an exaggerated, echo-y thud.

FLASHBACK TRANSITION TO:

2.3 EXT. DOOMSTADT, LATVERIA - NIGHT

We're out of the flashback, back with FURY, SPIDER-MAN, CAPTAIN AMERICA, IRON MAN and WOLVERINE.

FURY

Trust me... they've earned what's coming to 'em.

Long BEAT as the heroes look at each other, with varying degrees of reassurance.

CUTSCENE END



### 3) Call for Back-Up (PRC)

3.1 EXT. CASTLE DOOM, LATVERIA - NIGHT

NICK FURY, CAPTAIN AMERICA, IRON MAN, SPIDER-MAN and WOLVERINE are emerging from the GUARDHOUSE PORTCULLIS they just opened and are now approaching a long footbridge leading to CASTLE DOOM. Suddenly the giant castle door slams open, and a swarm of LATVERIAN SOLDIERS begin charging toward them across the bridge.

CAPTAIN AMERICA  
Great, here we go again!

WOLVERINE  
Fury, where's that Bravo team you've been tryin' to reach?

FURY  
Communication's still jammed. Someone's gonna have to go round them up - and you just volunteered.

WOLVERINE  
What, and leave all the fun to you girls? Bite me, Fury!

FURY  
No time to argue, shorty! Take Webs with you, locate Bravo team, and find another way into that castle!

Wolverine GROWLS in frustration, then motions to Spider-Man to follow him.

WOLVERINE  
You heard the man, webhead! Let's move!

SPIDER-MAN  
Yeah, yeah.  
(to himself)  
Sheesh, no respect...

Wolverine and Spidey move off, leaving Fury, Cap and Iron Man to deal with the swarm of enemies.

CUTSCENE END

#### **4) Castle Doomed (PRC)**

4.1 EXT. CASTLE DOOM, LATVERIA - NIGHT

NICK FURY, CAPTAIN AMERICA, IRON MAN, and the (conveniently silhouetted/obscured) PLAYABLE CHARACTERS run/fly toward the camera with the flame-engulfed CASTLE DOOM behind them. Ancillary explosions are already rocking the castle, but it's still largely intact.

Fury and the heroes, having gotten enough distance, stop retreating and turn around just in time to see the castle EXPLODE and collapse in on itself.

CLOSE-UP on Fury (other heroes standing behind him), lit by the flames, looking off-camera with satisfaction. He dismissively spits in the castle's general direction, and turns to walk away. This reveals Captain America and Iron Man, who look at each other with just a slight hint of unease.

FADE TO BLACK.

FADE IN:

4.2 EXT. NEW YORK CITY, STARK TOWER - DAY

CAPTION

Present Day

Camera does a SLOW ZOOM on STARK TOWER.

FADE TO BLACK.

END CUTSCENE

## 5) P.R. Disaster (PRC)

FADE IN:

5.1 EXT. NEW YORK CITY DAMAGED AREA - NIGHT (DUSK)

A smoking, shattered section of the city particularly hard-hit by the Latverian attacks, earlier in the day.

We have a wide view of the damage, which is being attended to by FIREFIGHTERS, EMTs and several recognizable super heroes such as CAPTAIN AMERICA, IRON MAN, THE THING, and STORM.

CAPTAIN AMERICA carries crates of clearly-marked MEDICAL SUPPLIES across the wasteland to some waiting EMTs.

He drops off the medical supplies and moves toward IRON MAN, who's about to try to lift a very heavy-looking piece of masonry. There is no one else around the two of them as Cap approaches.

CAPTAIN AMERICA  
You hear what they're  
saying about that mission  
in Latveria?

Iron Man lifts the 10-ton slab of rock and throws it aside like *pâpier-maché*, while speaking the following lines.

IRON MAN  
(casually)  
Color me shocked, Steve. I  
half suspected we weren't  
sanctioned--

CAPTAIN AMERICA  
You half suspected...  
(beat)  
Nice of you to say so at  
the time.

IRON MAN  
Because I also suspected  
Fury was right... that,  
like you said, we were  
doing it for a good reason,  
whether or not Uncle Sam  
was on officially on board.  
(beat)

Given a choice between Fury  
and the government, who are  
you going to trust?

Both men turn at the unexpected voice that chimes in:

FURY (O.S.)  
Mm, tough call.

NICK FURY himself (well, sort of) walks into the scene,  
causing no surprise in either super hero.

FURY (CONT'D)  
That's why I didn't even  
ask you to make it.

Cap motions around the devastated area.

CAPTAIN AMERICA  
So, thanks to you, all this  
is on our hands.

FURY  
No. Not on yours.

Fury FLASHES BACK again.

FLASHBACK TRANSITION TO:

5.2 INT. SECURITY COUNCIL MEETING ROOM - DAY (FLASHBACK)

We're almost exactly where left off in the previous  
flashback from "Secret War - Flashback". Nick Fury is just  
dropping the manilla folder in front of the PRESIDENT.

FURY  
The evidence is right here,  
sir. We're under attack.

Long BEAT as the President reacts.

PRESIDENT  
Colonel Fury, since Dr.  
Doom's death, Lucia von  
Bardas has bent over  
backwards to mend the ties  
between America and  
Latveria.

(beat)  
We got her elected. This  
year alone, we lent her  
country 72 million dollars  
in aid-

FURY

Yes, sir. And it hurts to  
imagine what she's done  
with that money, knowing  
what we now know.

PRESIDENT

Thank you, Colonel.

FURY

I have a recommended  
response scenario for the-

PRESIDENT

That won't be necessary.

FURY

Sir... if I may - this  
situation is sure to  
escalate. I can-

PRESIDENT

We have a pleasant  
relationship with Lucia.  
We'll handle things.  
Diplomatically.

(beat)

Thank you for your report.

A stunned Fury seems, for once, speechless. Then, angry.

FLASHBACK TRANSITION TO:

5.3 EXT. NEW YORK CITY DAMAGED AREA - NIGHT (DUSK)

We're out of Fury's flashback.

FURY

I kept you in the dark, so  
that if somethin' like this  
ever happened, your  
consciences would be clear.

(beat)

It's on me, and I'm takin'  
the fall for this one.

IRON MAN

You got that right.

Iron Man raises his right hand at Fury, palm facing him...  
and fires a REPULSOR BLAST straight through Fury's upper  
chest! Fury's smoking body collapses in a heap.

Cap is momentarily shocked, and runs over to Fury's body... which is revealed to be composed of bioelectronics over a metallic skeleton. He's a Life Model Decoy (LMD)!

5.4 INT. FURY SECRET BASE - NIGHT (DUSK)

The real NICK FURY stares at a static-obscured flatscreen, angrily pounding his fist against a control console. He was controlling the LMD from here. On the screen, we are looking up at Cap and Iron Man from an extremely low POV.

FURY  
Dammit, Stark...

5.5 EXT. NEW YORK CITY DAMAGED AREA - NIGHT (DUSK)

The Fury LMD is still "conscious", with an annoyed expression on his near-decapitated head. Its distorted voice finishes Fury's previous sentence.

FURY (CONT'D, DISTORTED FX)  
...you think these things  
grow on trees?

Stark and Cap are standing over the damaged LMD.

IRON MAN  
I'm sure you've got plenty  
of back-ups, old man. You  
always do.

CAPTAIN AMERICA  
Enjoy your exile, Fury,  
wherever you are.

The LMD's movements cease completely, and it shuts down.

CAPTAIN AMERICA (CONT'D)  
We'll just stay here and  
keep picking up the pieces.

END CUTSCENE

## 6) Civil War Begins (PRC)

6.1 EXT. UNITED STATES CAPITOL BUILDING (HELICOPTER SHOT) - DAY

We hear TONY STARK on a VOICEOVER.

STARK (V.O.)  
...and so to answer your  
question, Mr. Senator, in  
spite of these recent  
events...

CUT TO:

6.2 INT. UNITED STATES CAPITOL BUILDING, SUBCOMMITTEE HEARING ROOM - DAY

TONY STARK, wearing a conservative business suit with a power tie, is sitting at a microphoned table, speaking before a CONGRESSIONAL COMMITTEE. There are some generic REPORTERS and OBSERVERS sitting behind Stark as he wraps up his testimony.

STARK (CONT'D)  
... I don't believe forcing  
super heroes to register  
with the government is the  
answer.

(beat)  
This law would split the  
hero community right down  
the middle, with  
consequences I'm not sure  
any of us want to ponder.

FADE TO:

6.3 EXT. UNITED STATES CAPITOL BUILDING, REAR - DAY

STARK, holding a leather briefcase, waves to a strange mix of POLITICAL REPORTERS and PAPARAZZI before making his escape into the back seat of a BLACK STRETCH LIMO.

6.4 INT. STRETCH LIMO - DAY

STARK collapses into the seat, sighs and visually deflates, his head leaning back against the headrest. The windows are heavily tinted, causing the interior to be relatively dark.

CAPTAIN AMERICA (O.S.)  
Was that really your best  
shot?

STARK's eyes move to the unexpected figure sitting across from him, but the surprise is mild and held in check. We see the backlit figure almost entirely in shadow, but we can make out a large white star symbol on the man's expansive chest.

STARK  
(casually)  
Sneaking around doesn't  
become you, Steve.

CAPTAIN AMERICA  
Maybe I'll need the  
practice. Maybe we all  
will.

STARK  
(dismissively)  
Don't be so melodramatic.  
This whole thing would  
affect you least of all.  
You're already deputized.

CAPTAIN AMERICA  
You almost sound like you  
agree with them. This  
Registration Act would tear  
down everything we've done,  
destroy a century-old  
tradition of--

STARK  
(frustrated)  
I'm trying to save it,  
Steve. As much of it as I  
can, anyway.



STARK (CONT'D)

Don't you see where this is headed? All it's going to take is one more slip-up, by anyone in a cape, and we'll be lucky if registration is the worst they do. They could just turn us all into criminals, hunt us down—

Cap opens the door, preparing to leave. He's heard enough.

CAPTAIN AMERICA

(determined)

No, they won't, Tony...

CUT TO:

6.5 EXT. STRETCH LIMO - DAY

STARK is looking out his passenger window, almost directly at the camera, shaking his head very slightly, a mixture of concern and regret on his face. He turns away as his tinted power window SLIDES UP, revealing in its reflection CAPTAIN AMERICA walking away from the camera, his signature SHIELD on his back.

CAPTAIN AMERICA (CONT'D, O.S.)

...not in my country.

The car pulls out of view, and with it disappears Cap's monochromatic reflection.

FADE TO BLACK.

CAPTION

Four days later

FADE IN:

6.6 EXT. NYC, STARK TOWER - NIGHT (EARLY EVENING)

NEW WARRIORS ANNOUNCER (V.O.)  
--now return to our special  
LIVE episode of THE NEW  
WARRIORS, coming to you  
straight from Stamford,  
Connecticut...

6.7 INT. STARK TOWER PENTHOUSE - NIGHT (DUSK)

TONY STARK, tie loosened and dinner jacket folded over a nearby chair back, reclines on a leather couch, laptop computer on his lap. The IRON MAN ARMOR is visible somewhere in this room. Stark is typing away, only half paying attention to the BIG SCREEN TV mounted in one of the walls, which is currently showing the NEW WARRIORS broadcast.

NEW WARRIORS ANNOUNCER (CONT'D, V.O.)  
...where the Warriors have  
just been spotted by their  
super-villain quarry. Looks  
like it's on!

SFX  
(various hitting/grunting  
wallas)

SPEEDBALL (V.O.)  
I've got Coldheart, you  
guys! Hey, somebody snag  
Nitro, he's rabbiting!

Upon hearing the name "Nitro", Stark's attention is suddenly riveted to the screen. He looks very concerned, very quickly.

From a NEW ANGLE behind Stark, we now SEE the scene in Stamford unfolding on his TV screen. NAMORITA is flying through the air, pursuing NITRO, who is running away from the house, toward the nearby HIGH SCHOOL. A football game is in progress, with EMPTY SCHOOLBUSES lined up near the school. YOUNG CHILDREN, bored by the game, are playing on and around some nearby swings, with a few PARENTS standing near them, overseeing.

NAMORITA (V.O.)  
Don't worry, Speedball. I'm  
on him.

6.8 EXT. STAMFORD HIGH SCHOOL - NIGHT (DUSK)

We are now at the scene in Stamford. NAMORITA catches up with NITRO, slamming him from behind with her fists. He smashes face-first into the side of a parked schoolbus, rocking and denting it badly. The NEW WARRIORS TV VAN can be seen in the background, along with a NEW WARRIORS CAMERAMAN (focusing on this action). CHILDREN and PARENTS are playing not more than 50 feet from this bus.

Namorita lands and grabs the dazed Nitro by the collar.

NAMORITA

On your feet, Nitro. And don't bother trying any of your stupid exploding tricks.

NITRO

Oh, baby, don't you even know? You're playing with the big boys now...

And with that, NITRO explodes, filling the screen with white flame.

6.9 EXT. STAMFORD SUBURBS - NIGHT (DUSK)

AERIAL SHOT of the rapidly-growing explosion, like a miniature nuke in the heart of suburbia. SPEEDBALL can be seen being thrown clear like a flaming meteor, rocketing away at supersonic speeds. Everything and everyone else within the blast's rapidly growing radius is almost instantly incinerated. QUICK SHOTS of school buses, the New Warriors' van, houses, and the football stadium being consumed in flame.

6.10 INT. STARK TOWER PENTHOUSE - NIGHT (EARLY EVENING)

STARK is frozen for a moment on his couch, almost unable to believe what he just saw on TV. We can hear STATIC from the television, which then transitions to a generic PLEASE STAND BY graphic.

Stark snaps out of his stupor, then strides purposely offscreen, toward the Iron Man armor we saw earlier.

FADE TO BLACK.

Several seconds of black screen follow, with only audio.

REPORTER 2 (V.O.)  
(fading in)  
--reports now coming in  
from Stamford, Connecticut  
indicate a massive  
explosion in a residential  
neighborhood...

FADE IN:

6.11 EXT. STAMFORD SUBURBS (POST-EXPLOSION) - NIGHT

A TV NEWS HELICOPTER SHOT, with TV SCAN LINES and TV NEWS graphics, shows a nighttime view of the still-smoking explosion site. Generator-driven NIGHTTIME CONSTRUCTION LIGHTS illuminate the area, while EMERGENCY VEHICLES spin surreal reds, blues, yellows and whites on the scene, eerily bathing FIREFIGHTERS and other EMERGENCY WORKERS as well as CAPTAIN AMERICA, IRON MAN, and GOLIATH as they participate in the rescue/recovery effort.

For onscreen graphics and text information, please see [Appendix 1](#).

REPORTER 2 (CONT'D, V.O.)  
...casualty reports are  
still unavailable, but a  
five-block area looks  
almost completely  
destroyed. The events  
leading to the explosion  
were witnessed by millions  
of TV viewers of the New-

The reporter's V.O. FADES out as another reporter FADES IN, along with the imagery.

CROSSFADE TO:

6.12 EXT. STAMFORD SUBURBS - DAY (MORNING)

It is now the next morning. We are watching another TV NEWS REPORT (scanlines and onscreen graphics/logos). On-the-spot REPORTER 3 (male) is speaking to the camera while holding a microphone. Behind him we can see that the recovery effort is continuing.

For onscreen graphics and text information, please see [Appendix 2](#), [Appendix 3](#) and [Appendix 4](#).

REPORTER 3  
--just over 12 hours ago  
now, and preliminary  
casualties are said to be  
over 600.

REPORTER 3 (CONT'D)  
In Washington, rumblings on  
whether super hero reform  
should be brought to the-

CROSSFADE TO:

6.13 EXT. WASHINGTON, CAPITOL BUILDING - DAY

Several days later, a different REPORTER holding a  
microphone speaks to the camera. (TV scan lines.) The  
Capitol Building behind her makes it clear she's in  
Washington, DC.

For onscreen graphics and text information, please see [Appendix 5](#).

REPORTER 4  
--following last week's  
devastating explosion,  
Congress has rushed through  
passage of the Superhuman  
Registration Act. With the  
President expected to sign  
the Act into law, concerns  
have been raised as to how  
the country's super heroes  
might react.

FADE TO:

6.15 EXT. S.H.I.E.L.D. HELICARRIER - NIGHT

The giant airship floats over Manhattan. A HARRIER-STYLE  
FIGHTER JET approaches the Helicarrier, preparing to enter  
a slowly opening hangar.

CAPTAIN AMERICA (V.O.)  
--completely insane, Hill.  
I won't do it.

6.16 INT. S.H.I.E.L.D. HELICARRIER - NIGHT

CAPTAIN AMERICA talks with MARIA HILL in a large hall in the enormous Helicarrier. There are CAPEKILLER AGENTS in the background, looking semi-busy.

There is a gigantic WINDOW at the end of this room, showing how high the ship is flying over New York City. The hovering HARRIER JET we saw in the establishing shot is just outside and below this window, slowly coming in for a landing in a nearby hangar.

MARIA HILL

I'm sorry, was it not clear  
I was giving you an order?

CAPTAIN AMERICA

You're asking me to arrest  
people who risk their lives  
for this country every day.

MARIA HILL

No, I'm ordering you to  
obey the will of the  
American people, Captain.

(beat)

Either you help us bring  
them in, or we'll bring you  
in.

The Capekiller Agents cock their rifles threateningly, surrounding Cap. He calmly takes this in.

CAPTAIN AMERICA

Weapons down, gentlemen,  
or-

MARIA HILL  
Tranq darts! NOW!!

The Capekillers fire at Cap, but he blocks their darts with his shield while grabbing another agent and using his body as a human shield to block other darts. With inhuman speed and power Cap floors half a dozen agents within seconds, then runs straight for a window.

MARIA HILL (O.S.)  
Take him down! Take him  
down!

Using his shield as a battering ram, he smashes through the window.

6.17 EXT. S.H.I.E.L.D. HELICARRIER/FIGHTER JET - NIGHT

Cap drops onto the hovering fighter jet outside. He lands on his feet, just behind the fighter's cockpit, and shatters its glass with his shield.

The startled PILOT tries to see what's behind him, but Cap puts his foot into the center of the man's upper back. Cap pushes the pilot forward with his leg, forcing the control stick in the pilot's hand forward as well, causing the fighter to dive down and away from the Helicarrier. Cap somehow hangs on.

CAPTAIN AMERICA  
Keep us moving, son, if you  
want to stay conscious.

6.18 INT. S.H.I.E.L.D. HELICARRIER - NIGHT

Maria Hill stares out the broken window at the disappearing fighter jet, the wind whipping her hair. She's surrounded by tranqed and injured Capekillers.

MARIA HILL  
You idiot. We were trying  
to save lives.

FADE TO:

6.19 EXT. WHITE HOUSE - DAY

PROTESTERS are gathered outside the White House front gates, carrying signs that read "JUSTICE FOR STAMFORD VICTIMS" and "REGISTER CAPES NOW" and "GUNS = LICENSED, POWERS = LICENSED" and "SIGN THE ACT, MR. PRESIDENT!".

PRESIDENT (V.O.)  
Of all the people to go  
underground... Captain  
America?

6.20 INT. WHITE HOUSE CABINET CHAMBER - DAY

The PRESIDENT is meeting with his CABINET MEMBERS at a long conference table. The President is standing, looking out the window at the protesters. Several figures seem to be standing near him (shadows on floor reveal this), but off-camera.

PRESIDENT (CONT'D)  
Now every super hero who  
disagrees with the Act  
suddenly has a leader.  
(turns to face Cabinet)  
Maybe we should hold off  
until-

IRON MAN (O.S.)  
That won't be necessary,  
Mr. President.

CAMERA WHEELS AROUND to reveal IRON MAN, MR. FANTASTIC and MARIA HILL standing near the President.

IRON MAN (CONT'D)  
Registration can go forward  
as planned. We'll take care  
of Captain America.

FADE TO BLACK.

END CUTSCENE



## 7) Ambush (PRC)

7.1 EXT. GEFFEN-MEYER CHEMICAL PLANT - NIGHT

The plant is burning, but it's only a simulation designed to heighten the illusion that there is a real emergency here.

We see the teleportation effect of CLOAK, and when it subsides the ANTI-REGISTRATION FORCES are revealed. They include: CAPTAIN AMERICA, LUKE CAGE, CABLE, CLOAK, DAGGER, HERCULES, PATRIOT, FIRESTAR, IRON FIST, COLOSSUS and a number of copies of MULTIPLE MAN. They begin fanning out in a rescue search pattern.

CAPTAIN AMERICA  
How many trapped workers  
did the radio say?

CABLE  
Over three hundred - but  
something's weird. I'm not  
getting anything over my  
info-net. No panic signals,  
nothing...

He trails off, looking down at his feet.

LUKE CAGE  
What's wrong, Cable?

We see what Cable is looking at. He is standing on a scarred METAL PLATE with the words clearly engraved:  
GEFFEN-MEYER CHEMICALS: A DIVISION OF STARK INDUSTRIES

CABLE  
Cloak, get us out of here!  
It's a trap!

Before anyone can react, CLOAK gets hit from behind with a TRANQ-DART that knocks him out cold.

CAPTAIN AMERICA  
Cloak!

The PRO-REG forces appear, lead by IRON MAN. They include MR. FANTASTIC, BLACK WIDOW, WONDER MAN, WAR MACHINE, SHE-HULK and BISHOP, plus the NANITE-CONTROLLED VILLAINS: BULLSEYE, LADY DEATHSTRIKE, VENOM, SONGBIRD, MOLTEN MAN and GREEN GOBLIN, guarded by a number of S.H.I.E.L.D. CAPEKILLERS.

IRON MAN

Of course it's a trap. How else were we going to get you all in one place?

(beat)

Skybird One, is the area fully cordoned?

7.2 INT. HELICARRIER BRIDGE - NIGHT

COMMANDER MARIA HILL, flanked by other S.H.I.E.L.D. OFFICERS, answers.

MARIA HILL

Roger, perimeter sealed. No one's leaving the zone without our say-so.

IRON MAN (RADIO V.O.)

Copy that. Stand by.

7.3 EXT. GEFFEN-MEYER CHEMICAL PLANT - NIGHT

As before.

CAPTAIN AMERICA

"Stand by"? You and S.H.I.E.L.D. going soft, Tony?

IRON MAN

We didn't come here to arrest you, Cap. I talked S.H.I.E.L.D. into offering all of you a chance at amnesty.

CAPTAIN AMERICA

You mean surrender? Thanks, but I think I'd rather take my chances.

Iron Man retracts/lifts his mask to reveal TONY STARK's face underneath.

IRON MAN

Cap, please... you know how hard I tried to fight this... but that was before Stamford. The public doesn't want secret

identities anymore.  
Registration is the only  
way to make them feel safe  
when we're around.

Iron Man extends his right hand to Captain America in a  
handshake offer.

IRON MAN (CONT'D)  
Just give me a chance to  
tell you our plans for my  
twenty-first century  
overhaul.

Long BEAT as Cap considers, looking around at the Pro-Reg  
forces. He looks up at the HELICARRIER floating in the sky,  
providing Pro-Reg air cover. Considering. Finally he puts  
out his hand, shaking Iron Man's.

CAPTAIN AMERICA  
You've got five minutes.

IRON MAN  
That's all I'll need.

Iron Man pulls his hand from the handshake, then notices  
something now attached to his palm: a tiny device with a  
blinking blue light.

IRON MAN (CONT'D)  
What the hell?

Before he can react, the device sparks violently, sending  
tendrils of electricity across his entire armor, shorting  
it out. He SCREAMS in pain.

Cap presses his advantage, smashing Stark with his shield. Behind him, the Anti-Reg heroes power up for battle. It's on!

END CUTSCENE

## 8) Out of Control (PRC)

### 8.1 EXT. GEFFEN-MEYERS CHEMICAL PLANT - NIGHT

Open with a CAMERA TRACK across the raging battlefield, as super heroes on both sides of the conflict clash. PRO-REG FORCES can include MR. FANTASTIC, BLACK WIDOW, WONDER MAN, WAR MACHINE, SHE-HULK and BISHOP, plus S.H.I.E.L.D. CAPEKILLERS. ANTI-REG FORCES can include CABLE, DAGGER, HERCULES, PATRIOT, FIRESTAR, IRON FIST, and copies of MULTIPLE MAN.

We eventually track over far enough to see the four NANITE-CONTROLLED SUPER-VILLAINS (BULLSEYE, LADY DEATHSTRIKE, GREEN GOBLIN and VENOM), as they break off from main battle area, accompanied by six helmeted CAPEKILLER S.H.I.E.L.D. AGENTS who are there to support (and keep an extra eye on) the villains.

As the villains leave the main battle area, the Capekillers are distracted by a distinctive explosion nearby (reference to be provided). As they look away, the villains begin to glow with a strange energy. (Reference to be provided -- this is our link to the in-game nanite effects.)

The villains get far enough away from everyone else, except the Capekillers, then lash out against the Capekillers! Attacked at precisely the same moment, all the Capekiller agents are simultaneously killed, except for one who somehow manages to shoot one of Bullseye's hand-flung projectiles out of the air before it decapitates him. A second projectile, however, shatters the agent's weapon and knocks him to the ground, unconscious or dead, his helmet badly cracked.

The super-villains, moving silently and with inhuman speed and efficiency, retrieve very specific items from the downed S.H.I.E.L.D.agents - electronics, ammo, etc. They then move off as a unit, reconfiguring the electronics of the various items with their bare hands, again with inhuman speed. They're barely even watching what they're doing.

CLOSE-UP on the unconscious S.H.I.E.L.D.agent, whom we now see is not dead but was either knocked out or just playing possum. He groggily lifts his head and watches the villains purposely striding away, toward a ring of massive chemical tanks. The agent removes his cracked helmet to reveal himself to be NICK FURY.

FURY carefully begins following the super-villains from a safe distance while pulling out his binoculars.

FROM FURY'S POV (zoomed in via binoculars) we see the villains climbing up onto an elevated catwalk and attaching their makeshift devices to large chemical tanks and activating them (winking light). FURY uses his binoculars (oculars, in his case) to ZOOM WAY IN on one of the devices.

The villains run along the circular catwalk, quickly attaching the devices to four adjoining tanks, closer and closer to the main battle area... flanking it.

With four bombs now planted, Venom and Goblin take defensive positions, while Bullseye and Deathstrike stop glowing and move back toward the main battle area.

REACTION SHOT on FURY, as he grimly lowers his binoculars.

Suddenly, Goblin notices Fury and flies toward him on his glider, flinging pumpkin bombs Fury's way. Fury runs for cover, dodging explosions as he goes.

END CUTSCENE

## **9) Fury's Favor Pt. 1 (EDC-Canned)**

FADE IN FROM WHITE:

9.1 INT. FURY SECRET BASE, MEDLAB - DAY

PLAYER CHARACTERS are in INT. FURY SECRET BASE - MEDLAB. NICK FURY is leaning over the main PLAYER CHARACTER, holding a MEDICAL DEVICE of some kind.

FURY

Well, look who's back in  
the land of the livin'.

PLAYER 1 (DYNAMIC)

(weakly)

What...? Where are we?

FURY

You're in a secret  
S.H.I.E.L.D. base that only  
I know about. Hm, well, I  
guess now you know about  
it, too.

PLAYER 1 (DYNAMIC)  
(weakly)  
What happened?

FURY  
You guys did a good job of  
buyin' me time to defuse  
those bombs. I got most of  
'em...

END CUTSCENE

## 10) Fury's Favor Pt. 2 (PRC)

10.1 EXT. GEFFEN-MEYERS CHEMICAL PLANT - NIGHT

We're in FLASHBACK now, continuing the story begun in the previous cutscene. FURY is just finishing up the defusing of one of the Nanite Villains' improvised explosives (attached to the side of a giant chemical tank). He finishes his work, then turns away, getting ready to head toward the next tank-

FURY (CONT'D, V.O.)  
...but not all.

Fury is bathed in a glow from a nearby (but offscreen) EXPLOSION. He covers his eye as the SCREEN FLASHES TO WHITE.

FADE IN:

10.2 EXT. GEFFEN-MEYERS CHEMICAL PLANT (POST-EXPLOSIONS) - NIGHT

We're still at the Geffen-Meyer battlefield, but it is transformed by the massive explosions that clearly rocked it. Heroes on both sides of the Registration Act are seen helping their injured comrades off the field. (Can include any of the following. Pro-Reg: IRON MAN, MR. FANTASTIC, SHE-HULK, WONDER MAN, BLACK WIDOW, BISHOP, WAR MACHINE. Anti-Reg: CAPTAIN AMERICA, LUKE CAGE, CABLE, HERCULES, IRON FIST.) Some indistinct bodies lay on the ground, unmoving.

FURY (V.O.)  
Neither side is gettin' too  
specific, but a good number  
of those heroes got pretty  
badly hurt in the  
explosions.

FURY, still in his Capekiller disguise, comes upon a pile of rubble with some INDISTINCT FORMS half-covered (the player characters).

FURY (CONT'D, V.O.)  
Including yourselves.

We see Fury pressing buttons on his wrist control panel. Then he checks the pulse of one of the half-buried playable characters.

ANOTHER COPY OF FURY walks onto the scene. Then ANOTHER. And ANOTHER. (These are LMD copies of Fury.)

FURY (V.O.)  
No one saw what those mind-  
controlled freaks were  
tryin' to do, or that we  
tried to stop 'em.

A new angle from the player's POV shows the LMDs digging "us" out from the rubble.

FURY (CONT'D, V.O.)  
So it was up to me to save  
you.

NOTE: Rest of this cutscene moved to EDC.

END CUTSCENE



## 11) Fury's Favor Pt. 3 (EDC)

11.1 INT. FURY SECRET BASE, MEDLAB - DAY

We're back OUT OF FLASHBACK from the previous cutscene. The PLAYER CHARACTERS are standing now (or maybe some of them sitting on the edge of their beds). Fury walks around the room a bit as he talks.

FURY

They can deny it all they want, but something big is goin' down. Maybe even bigger than this "Civil War" you're all havin' so much fun with.

(beat)

Someone out there is tryin' to take advantage of the situation. Maybe by now I could've figured out who, if I hadn't been too busy playin' nursemaid to you grunts.

Fury squares around, facing PLAYER 1 directly, almost confrontationally.

FURY (CONT'D)

You owe me.

(beat)

And since you're all presumed dead by both sides, you're the perfect little group to check out of this war - at least for a bit - to help me figure this thing out.

(beat)

You with me?

PLAYER 1 considers for a moment, glancing at the other PLAYER CHARACTERS. Then...

PLAYER 1 (DYNAMIC)

All right, Fury. We're in.

END CUTSCENE

## 12) Jailbreak (PRC)

12.2 INT. NEGATIVE ZONE PRISON, OPEN AREA - N/A

Teams of super heroes are fighting near LARGE POWER CONDUITS.

Anti-Reg forces include CAPTAIN AMERICA, LUKE CAGE, HERCULES, CABLE, IRON FIST, WHITE STAR SOLDIERS and several copies of MULTIPLE MAN.

Pro-Reg forces include IRON MAN, MR. FANTASTIC, WONDER MAN, BISHOP, SHE-HULK, WAR MACHINE and BLACK WIDOW, supported by SHIELD CAPEKILLERS.

The Pro-Reg forces have a slight upper hand in the fight, which means the Anti-Reg forces are failing in their mission to reach the cells of their captured comrades. In the midst of combat LUKE CAGE speaks to CAPTAIN AMERICA.

LUKE CAGE

(fighting)

We'll never reach the jail  
cells at this rate!

Cap motions to the CONDUITS.

CAPTAIN AMERICA

(fighting)

Are those the conduits we  
saw on the schematics?

LUKE CAGE

(fighting)

Yeah -- the only exposed  
power cables for both the  
main systems and the back-  
ups.

CAPTAIN AMERICA

(fighting)

Those get cut, and all the  
cells open up? Including  
S.H.I.E.L.D.'S remote  
control super-criminals?

LUKE CAGE

(fighting)

You got it. But the  
released prisoners might  
give S.H.I.E.L.D. more than  
they can handle -- 'least

for a few minutes. Could  
help cover our escape...

Cap thinks about it a moment, then hurls his shield straight through the conduits, unleashing showers of sparks and plunging the entire prison into darkness, followed by dim, red-tinted EMERGENCY LIGHTING.

12.3 INT. NEGATIVE ZONE PRISON, ANTI-REG CELL BLOCK - N/A

Power goes out in this cell block, and a long row of electrostatic force fields drops. A loud KLAXON begins blaring. The red-tinted EMERGENCY LIGHTING comes on, showing enthusiastic Anti-Registration heroes (JUSTICE, FIRESTAR, DAGGER, PRODIGY, PATRIOT and HAVOK, along with UNNAMED SUPERHUMAN PRISONERS implied in the background) immediately making a break for it, rushing out of the block.

ANTI-REG HEROES  
[general cheer/walla]

12.5 INT. NEGATIVE ZONE PRISON, NANITE VILLAIN CELL BLOCK - N/A

The KLAXON blaring here drowns out Fury's inevitable expletive, as we relocate to the cell block where the Nanite Villains are kept in lockdown. Like those of the Anti-Reg cell block, this block's cell force fields are down.

The Nanite Villains (BULLSEYE, LADY DEATHSTRIKE, VENOM, WHIRLWIND, MOONSTONE, JACK O' LANTERN, DIAMONDBACK, MOLTEN MAN, GRIM REAPER and nondescript SUPERHUMAN INMATES) silently, robotically free themselves and each other from VARIOUS POWER-DAMPENING RESTRAINTS.

Then, as one, they move toward the main battle area, except for Venom, who breaks off from the pack.

12.6 INT. NEGATIVE ZONE PRISON, OPEN AREA - N/A

The super-fight rages on, as the newly-released Anti-Reg heroes join the fray, tipping the scales in their favor.

Within a few moments the Nanite-Controlled Villains appear. Iron Man notices their arrival.

IRON MAN

Never thought the cavalry  
would look quite like  
that... but I'll take it.

GREEN GOBLIN tosses PUMPKIN BOMBS in the air, which BULLSEYE hits in midair with thrown BULLET CASINGS he found on the floor. It causes the bombs to shatter above all the heroes, creating devastating, fiery shrapnel to rain on both sides in the hero vs. hero battle.

IRON MAN  
What the hell--?!  
(into onboard radio)  
Nanite Control, watch what  
you're doing with those  
prisoners! They just-

His sentence is cut off as MOONSTONE slams him with a gravity-powered force blast. He crashes into a wall, but recovers quickly.

IRON MAN (CONT'D)  
(into onboard radio)  
Dammit, Swanson! Get those  
prisoners attacking the  
right targets!

NANITE CONTROL OFFICER (RADIO V.O.)  
We're trying, sir, but  
they're not responding!

12.7 INT. NEGATIVE ZONE PRISON, NANITE CONTROL ROOM - N/A

Controlled chaos reigns here, as six NANITE CONTROL OFFICERS struggle with their equipment, not understanding why they can't get control of the villains.

NANITE CONTROL OFFICER (CONT'D)  
The inhibitor transmissions  
aren't having any-

IRON MAN (RADIO V.O.)  
Then spike their  
nanochains! Shut them down,  
NOW!

SWANSON, the CONTROL OFFICER who was speaking to Iron Man on the radio, flips up a clear switch guard on his control panel and slams his palm down on the big red emergency button. Our camera angle is tight on this, looking down over his shoulder.

NANITE CONTROL OFFICER  
No effect, Mr. Stark! The  
villains are completely out  
of control!

He notices a SHADOW fall over the button, and when he looks up our camera angle shifts with his view, revealing VENOM standing directly in front of him.

VENOM  
You don't say.

Venom raises his right arm, symbiote tendrils instantly covering the Nanite Control Officer's face.

12.8 INT. NEGATIVE ZONE PRISON, OPEN AREA - N/A

BACK TO LOCATION: IRON MAN, his armor cracked and sparking with damage, is on one knee, trying to get up. LADY DEATHSTRIKE moves in for the kill, but at the last moment CAPTAIN AMERICA'S SHIELD comes in from off-camera and blocks her claws. Cap smashes her back with his shield, then helps Iron Man to his feet in a symbolic image of cooperation. MR. FANTASTIC is nearby.

CAPTAIN AMERICA  
Looks like Fury was right  
about your nanite-injected  
slaves.

IRON MAN  
We had it under control  
until you busted in here  
and released them all.

MR. FANTASTIC  
Gentlemen, I suggest we  
focus on getting our people  
out of here alive.

END CUTSCENE

### 13) Fury's Sacrifice (PRC)

13.2 INT. RYKER'S ISLAND PENITENTIARY, NZP PORTAL - DAY

A number of wounded HEROES are loosely gathered near the NZP portal (MR. FANTASTIC and LUKE CAGE most prominent; also visible: HERCULES, SHE-HULK, MULTIPLE MAN, WONDER MAN, BISHOP, CLOAK, DAGGER; other HALF-VISIBLE HEROES seen in the back). CAPTAIN AMERICA and IRON MAN are just emerging from the Negative Zone prison PORTAL, along with several other UNIDENTIFIABLE HEROES (these are the player characters... keep them in the background and obscured). IRON MAN, CAPTAIN AMERICA, MR. FANTASTIC and LUKE CAGE, as well as the other heroes, are grouped together, temporarily forgetful of the rift between Pro-Reg and Anti-Reg. MARIA HILL and a complement of S.H.I.E.L.D. CAPEKILLERS are standing guard at the portal, and they turn to face the new arrivals.

LUKE CAGE

You made it! Was Fury  
behind you?

Before anyone can answer, the portal shuts down by itself.

MR. FANTASTIC

Hmm, closed off from the  
other side.

CAPTAIN AMERICA

What do you think it means?  
Did Fury--?

Maria Hill has lost her patience. She raises her weapon, backed by the Capekillers, and motions for Cap and Daredevil to step to the side.

MARIA HILL

Step to one side, Captain.  
You and your friends here  
are under arrest.

CAPTAIN AMERICA

For God's sake, Hill...  
these people need medical  
attention.

IRON MAN

He's right. Lower your  
weapons and call in the  
medics--

MARIA HILL

No, Stark. I'm under direct  
orders from the President.  
The SRA dictates that these  
unregistered-

Now Iron Man is the one who loses his patience. He raises  
his right hand toward Hill, the repulsor emitter on his  
palm glowing menacingly.

IRON MAN

We're giving everyone  
temporary amnesty, on my  
authority, at least until  
we figure out what just  
happened.

(beat)

If you have a problem with  
that, Commander Hill,  
you're going to have to  
take it up with all of us.

The Pro-Reg and Anti-Reg heroes, though worse for wear,  
stand together and look quite intimidating, all staring at  
Hill and the Capekillers, who almost imperceptibly edge  
back a bit.

Hill, furious, considers for a moment. Then she reluctantly  
lowers her weapon and sneers an order at her second-in-  
command.

MARIA HILL

Get the medics down here.

FADE TO:

13.3 EXT. ARLINGTON NATIONAL CEMETERY - DAY

CAPTION

Three days later

A MEMORIAL SERVICE is being held in honor of NICK FURY and  
the rest of the missing and presumed dead heroes. A  
hastily-constructed GRANITE MEMORIAL, with full-color PHOTO  
HEADSHOTS and NAMEPLATES attached, dominates the scene.  
FURY is given prominence, but we also see headshots and  
nameplates for the following heroes: CABLE, BLACK WIDOW,

SPIDER-WOMAN, COLOSSUS and IRON FIST. Others are IMPLIED but not able to be made out.

All the surviving heroes we can afford are in attendance out of costume if possible, wearing black suits and dresses, etc. (Because they are not in uniform, most of these can be GENERIC PEOPLE IN SUITS and DRESSES.) If out-of-costume isn't feasible, then all heroes should at least have a BLACK ARMBAND on their right arm, above the elbow. (In this scenario, these heroes can include: IRON MAN, MR. FANTASTIC, CAPTAIN AMERICA, DAREDEVIL, LUKE CAGE, SPIDER-MAN, WOLVERINE, INVISIBLE WOMAN, HUMAN TORCH, THE THING, HULK, GAMBIT, STORM, ICEMAN, JEAN GREY, THOR, MS. MARVEL, SHE-HULK, and HERCULES.

Even MARIA HILL and SHIELD AGENTS (in full dress regalia) are present, paying their respects while also providing security. A PRIEST is just finishing the memorial speech. As he finishes his second line, he motions to indicate the assembled congregation.

PRIEST

... so many lives  
apparently lost. And yet,  
lost so that many more  
lives might be saved.

PRIEST (CONT'D)

We may not know the true  
fate of Nicholas Fury, but  
we do know he showed his  
willingness to sacrifice  
himself on behalf of us  
all. For him -- and for the  
rest of the missing and  
presumed deceased -- we ask  
Almighty God to watch over  
their souls. Amen.

EVERYONE

Amen.

END CUTSCENE



## **14) Renewed Fury (PRC)**

Moved to EDC or in-game chatter.

END CUTSCENE

## 15) Final Showdown - Pt. 1 (EDC)

15.1 EXT. NANITE BASE REPEATER PLATFORM - NIGHT (DUSK)

This shot is looking up, so that we can't see the player characters. The repeater tower starts to HUM and maybe VIBRATE a bit. Perhaps a few sparks dance along its surface, though we should not overplay this.

15.3 EXT. NANITE BASE REPEATER PLATFORM - night (dusk)

This is an extreme LONG SHOT, so that we can't really make out which heroes are standing on the platform (silhouetted against the sunset). The cheering from Wakanda can be heard over the RADIO now.

BISHOP (V.O. RADIO FX)  
You did it! They're all  
paralyzed!

BLACK PANTHER (RADIO FX)  
Reports coming in now, from  
all over the globe. It  
looks like the entire  
collective is down. Great  
work!

15.4 EXT. NANITE BASE REPEATER PLATFORM - NIGHT (DUSK)

Order now restored, THE PLAYERS are watching the situation on a TV SCREEN, which is showing a diagram of the collective's repeater network overlaid on a global map. They (and we) can see the blue lines of the network signals quickly being replaced (starting in Iceland) with the green lines of the S.H.I.E.L.D. nanochain spike command. Within a couple of seconds, the entire grid has been compromised.

BLACK PANTHER (RADIO FX)  
We'll need to mobilize  
S.H.I.E.L.D. to begin  
rounding up and curing the  
nanite-infected population.

15.5 INT. NANITE BASE, NANITE 2.0 LAB - NIGHT (DUSK)

We are VERY TIGHT on another TV MONITOR showing the same nanite collective network diagram we just saw. While we hear Black Panther's broadcast continue, camera slowly PULLS BACK to reveal this monitor is in the Nanite 2.0 Lab,

and is being watched by a silhouetted MYSTERIOUS FIGURE we'll later realize is NANITE NICK FURY. We can see in the background that the NANITE 2.0 TEST BED has been shattered, as if from within.

BLACK PANTHER (V.O., RADIO FX)

In the meantime, please stay there. That signal has to keep transmitting. If it's interrupted before we remove everyone's nanites, the Fold could start right back up again... but ready for us this time.

BLACK PANTHER (CONT'D, V.O., RADIO FX)

Congratulations again, my friends. The world owes you its deepest gratitude.

The MYSTERIOUS FIGURE moves offscreen. He's obviously seen and heard enough.

END CUTSCENE

## 16) Final Showdown - Pt. 2 (EDC)

16.1 EXT. NANITE BASE REPEATER PLATFORM - NIGHT (DUSK)

The PLAYER CHARACTERS are still standing on the repeater platform, speaking via radio with Black Panther.

BLACK PANTHER (RADIO V.O.)  
We will send a permanent  
garrison to guard the  
tower. Until that can be  
arranged, we'll need you to  
stay and--  
(beat, then *sotto voce*)  
What the...?

PLAYER 1 (DYNAMIC)  
Say again, Panther?  
Something wrong?

BLACK PANTHER (RADIO V.O.)  
(concerned)  
I'm not sure. Something is  
channeling strange energy  
signatures back through the  
network, converging in your  
vicinity. Can you  
investigate?

PLAYER 1 (DYNAMIC)  
Will do. We're-

Before the player can finish, there's a BLINDING FLASH OF LIGHT and a DEAFENING BOOM from off-camera that nearly knocks the player characters off their feet.

NANITE NICK FURY, electrical energy sparking off his supercharged body, slowly rises from below the repeater platform, while lightning strikes around him (he's using a combination of Electro's and Sentry's powers).

NANITE NICK FURY  
Cute trick... but did you  
really think we wouldn't  
see it coming?

END CUTSCENE

## 17) Redemption (PRC)

17.1 INT. GENERIC HOSPITAL ROOM - DAY

Fury is pale but conscious, lying in bed while wearing a hospital gown. An attractive S.H.I.E.L.D. NURSE is just double-checking the I.V. drip on the back of his right hand. STEVE ROGERS (CAPTAIN AMERICA) and TONY STARK (IRON MAN) are at his bedside, out of costume if possible. Cap's SHIELD is visible in the background to help identify Steve Rogers. Fury's voice is HOARSE throughout this scene.

FURY  
(hoarsely)  
Awright, awright, it's  
working, honey. Enough,  
already.

The Nurse SIGHS and leaves as Fury virtually shoos her away. Rogers and Stark CHUCKLE.

FURY  
(hoarsely, muttering)  
'Swear, it's like having an  
entire staff of mother hens  
around here.

Stark is making sure to get a good look at the Nurse as she walks away.

STARK  
Doesn't look so bad to me.

CAPTAIN AMERICA  
(to Fury)  
So how are you feeling?

FURY  
(hoarsely)  
Like I've had nanites  
crawling in, around, and  
through every cell in my  
body.

STARK  
No surprise there... you  
did. Everyone else who was  
infected is pretty much  
recovered, but the stuff  
the Tinkerer put in you was  
ten times-

FURY

(hoarsely)

I know. Believe me, I know.

(beat)

Look, guys... I just wanted to... uh... to apologize... for... you know -- not leveling with you both back in Latveria. A lot of this might not have happened if-

CAPTAIN AMERICA

You can stop there, Nick. There's plenty of blame to go around, on all sides.

STARK

And plenty of cleaning up yet to do.

FURY

(hoarsely)

Yeah, there's that. I know you'll put it right... get things back to where they used to be.

STARK and ROGERS look at each other significantly.

STARK

I'm not sure things will ever be quite the same as they used to be.

CAPTAIN AMERICA

No. But that doesn't mean they can't be good again.

END CUTSCENE

## 18) Pro-Reg End (PRC)

Note: previous section now moved to a newscast-style briefing in which it's revealed that the SRA was softened and Tony Stark is now leading a kinder, gentler S.H.I.E.L.D.

### 18.3 EXT. BROOKLYN BROWNSTONE - NIGHT

We open on a nighttime horror scene, as a brownstone somewhere in Brooklyn burns. Through the rest of this cutscene, there are no more TV scan lines, all action is in SLOW MOTION, and there is no live audio. We only hear Stark's continuing V.O. along with accompanying music.

FIRETRUCKS and AMBULANCES ring the scene as FIREFIGHTERS struggle to put out the blaze.

STARK (V.O.)

It's too easy to think of  
super heroes as weapons,  
things to be controlled and  
deployed like an arm of the  
military.

A THIRTY-SOMETHING AFRICAN-AMERICAN WOMAN in a bathrobe is seen crying/screaming, trying to get back into the burning building. A FIREFIGHTER and a COP are holding her back. Her EIGHT-YEAR-OLD SON stands near her, smoke and tear stains on his face but otherwise alright.

STARK (CONT'D, V.O.)

But that's not what they  
are. They're people. People  
with special abilities who  
want to help others.

Suddenly a LARGE HUMAN SHAPE rushes past them, barely visible due to proximity to the camera and blurring. The MOTHER, FIREFIGHTER, COP and BOY look over, jaws agape, as THE THING finishes throwing off his signature hat and raincoat and takes a running jump into the building, smashing his way through a half-collapsed window frame.

STARK (CONT'D, V.O.)

We can't let these recent  
events erase all that good  
work. And we won't.

The building starts to collapse. The woman screams. The building collapses, but in the last moments of its destruction the Thing bursts out of the building, cradling

something in his arms protectively. We see the woman's expression change to one of faint hope...

STARK (CONT'D, V.O.)  
Because heroes represent  
hope... hope that there's  
someone looking out for  
us... ready to help us when  
we need it most.

SLOW MOTION from this point forward.

The Thing, shaking burning debris off his shoulders, jogs up to the woman and hands over what's revealed to be a perfectly healthy BABY. The woman breaks down crying as she accepts the baby and clutches him to her chest, and reaches down with one hand to her older son, cradling his head and pulling it to her side. We SLOW ZOOM to his face... his big eyes looking up at Thing, a bit intimidated...

STARK (CONT'D, V.O.)  
And because our children  
need to know there are  
heroes out there...

UPSHOT of THING from the boy's POV... he looks huge and imposing, backlit by the fire.

STARK (CONT'D, V.O.)  
...and they need to have  
someone to look up to.

The Thing looks down at "us". The boy reacts, his fear receding...

The Thing smiles down at him, maybe he even winks. The boy smiles back.

The Thing walks off, scooping up his raincoat and hat, and putting them on as he walks off into the night.

STARK (CONT'D, V.O.)  
At the end of the day,  
that's what really matters.

FADE TO BLACK.

END CUTSCENE



## 19) Anti-Reg End (PRC)

Note: previous section now moved to a newscast-style briefing in which it's revealed that the SRA was repealed. Captain America talks about what was learned.

The rest is identical to Pro-Reg End in terms of visuals.

### 18.3 EXT. BROOKLYN BROWNSTONE - NIGHT

We open on a nighttime horror scene, as a brownstone somewhere in Brooklyn burns. Through the rest of this cutscene, there are no more TV scan lines, all action is in SLOW MOTION, and there is no live audio. We only hear Stark's continuing V.O. along with accompanying music.

FIRETRUCKS and AMBULANCES ring the scene as FIREFIGHTERS struggle to put out the blaze.

CAPTAIN AMERICA (V.O.)  
It's too easy to think of  
super heroes as weapons,  
things to be controlled and  
deployed like an arm of the  
military.

A THIRTY-SOMETHING AFRICAN-AMERICAN WOMAN in a bathrobe is seen crying/screaming, trying to get back into the burning building. A FIREFIGHTER and a COP are holding her back. Her EIGHT-YEAR-OLD SON stands near her, smoke and tear stains on his face but otherwise alright.

CAPTAIN AMERICA (CONT'D, V.O.)  
But that's not what they  
are. They're people. People  
with special abilities who  
want to help others.

Suddenly a LARGE HUMAN SHAPE rushes past them, barely visible due to proximity to the camera and blurring. The MOTHER, FIREFIGHTER, COP and BOY look over, jaws agape, as THE THING finishes throwing off his signature hat and raincoat and takes a running jump into the building, smashing his way through a half-collapsed window frame.

CAPTAIN AMERICA (CONT'D, V.O.)  
We can't let these recent  
events erase all that good  
work. And we won't.

The building starts to collapse. The woman screams. The building collapses, but in the last moments of its

destruction the Thing bursts out of the building, cradling something in his arms protectively. We see the woman's expression change to one of faint hope...

CAPTAIN AMERICA (CONT'D, V.O.)  
Because heroes represent  
hope... hope that there's  
someone looking out for  
us... ready to help us when  
we need it most.

SLOW MOTION from this point forward.

The Thing, shaking burning debris off his shoulders, jogs up to the woman and hands over what's revealed to be a perfectly healthy BABY. The woman breaks down crying as she accepts the baby and clutches him to her chest, and reaches down with one hand to her older son, cradling his head and pulling it to her side. We SLOW ZOOM to his face... his big eyes looking up at Thing, a bit intimidated...

CAPTAIN AMERICA (CONT'D, V.O.)  
And because our children  
need to know there are  
heroes out there...

UPSHOT of THING from the boy's POV... he looks huge and imposing, backlit by the fire.

CAPTAIN AMERICA (CONT'D, V.O.)  
...and they need to have  
someone to look up to.

The Thing looks down at "us". The boy reacts, his fear receding...

The Thing smiles down at him, maybe he even winks. The boy smiles back.

The Thing walks off, scooping up his raincoat and hat, and putting them on as he walks off into the night.

CAPTAIN AMERICA (CONT'D, V.O.)  
At the end of the day,  
that's what it's all about.

FADE TO BLACK.

END CUTSCENE

## Appendix 1: TV News graphics, shot 6.11

TV news graphics - local television news helicopter shot,  
picked up by network newscast

TV NEWS GRAPHICS

**TOP RIGHT:**

*LIVE*

**BOTTOM, CENTERED:**

BREAKING: Massive Explosion  
in Stamford, CT

**BOTTOM RIGHT:** Channel 8  
News (logo)

## Appendix 2: TV news graphics, shot 6.12

TV news graphics - national cable news network report

TV NEWS GRAPHICS

**TOP LEFT:**

*LIVE*

**MID-BOTTOM, CENTERED:**

Clean-up continues in  
Stamford, CT

**BOTTOM RIGHT:** MNN (looping  
animated logo)

**BOTTOM, CENTERED "CRAWL":**

Massive explosion heard 30  
miles away • All members of  
New Warriors team presumed  
dead • High school football  
game was in progress when  
explosion occurred •

Authorities claim Nitro  
could have survived  
explosion, may be on loose  
• (loop if necessary)

## Appendix 3: TV news graphics, shot 6.12

TV news graphics - national cable news network report

TV NEWS GRAPHICS

**TOP LEFT:**

*Last night*

**MID-BOTTOM, LEFT:**

Selena Faletti

Witnessed explosion  
**BOTTOM RIGHT:** MNN (looping  
animated logo)  
**BOTTOM, CENTERED "CRAWL":**  
Governor declares state of  
emergency • Avengers and X-  
Men arrive to help in  
search-and-rescue effort •  
Millions witnessed  
explosion on live TV •  
(loop if necessary)

## **Appendix 4: TV news graphics, shot 6.12**

TV news graphics - national cable news network report

TV NEWS GRAPHICS  
**TOP LEFT:**  
*LIVE*  
**MID-BOTTOM, CENTERED:**  
Clean-up continues in  
Stamford, CT  
**BOTTOM RIGHT:** C-NEWS  
(looping animated logo)  
**BOTTOM, CENTERED "CRAWL":**  
President expresses  
condolences to families of  
victims • Proponents of  
Superhuman Registration Act  
blame tragedy on lack of  
gov't regulation • (loop if  
necessary)

## **Appendix 5: TV news graphics, shot 6.13**

TV news graphics - national cable news network report

TV NEWS GRAPHICS  
**BOTTOM RIGHT:** MNN (looping  
animated logo)  
**BOTTOM, CENTERED "CRAWL":**  
Funeral for Stamford  
victims draws 16,000  
mourners • Poll: 8% of  
Americans believe Skrulls  
are impersonating their  
neighbors • 6.7 scale  
earthquake rocks Chile •  
(loop if necessary)

## Appendix 6: TV news graphics, shot 6.14

TV news graphics - national cable news network report

TV NEWS GRAPHICS

**BOTTOM, CENTERED:**

CMDR. MARIA HILL

Head of S.H.I.E.L.D.

**BOTTOM RIGHT:** MNN (looping animated logo)

**BOTTOM, CENTERED "CRAWL":**

Protesters urge President to sign SRA • Roxxon Oil denies price-fixing scheme  
• Stock market down for fifth consecutive day • "New Warriors" producers named in class-action suit  
• (loop if necessary)

## Appendix 7: TV news graphics, shot 18.1

TV news graphics - national cable news network report

TV NEWS GRAPHICS

**MIDDLE/BOTTOM, LEFT:**

Mending Fences

**BOTTOM RIGHT:** C-NEWS

(looping animated logo)

**BOTTOM, CENTERED "CRAWL":**

Iceland's prime minister says damage to his country "incalculable" • Stock market rebounds • Poll: 29% of Americans believe Skrulls are impersonating their neighbors • "New Warriors" class-action suit settled • President expresses thanks to Wakandan leader T'Challa • Tony Stark accepts position of S.H.I.E.L.D. commander • Video game writer collapses from exhaustion, blames crawl text • (loop if necessary)

## Appendix 7A: TV news graphics, shot 18.1

TV news graphics - national cable news network report

Graphics implying new language added to the SUPERHUMAN REGISTRATION ACT, along the lines of this clip, 7:29 through 7:46:

<http://www.youtube.com/watch?v=UYmB9g8G0ss>

The main document looks like a big stack of government papers. The title, almost too small to make out, is "SUPERHUMAN REGISTRATION ACT - AMENDED", subtitled "6 U.S.C. S. 558A"

The cover sheet slides aside, revealing pages full of legal-looking GREEKING TEXT. Out of this text some QUOTATIONS are floated and enlarged (per the YouTube video). They are, in order:

"...super-powered vigilantes shall be granted full Good Samaritan Law protection..."

"...no requirement to reveal his or her true identity to the public or government..."

"...no law enforcement service shall be mandated..."

Appendix 8: TV news graphics, shot 18.2

TV news graphics - national cable news network report

TV NEWS GRAPHICS

**MIDDLE/BOTTOM LEFT:**

Stark Accepts S.H.I.E.L.D.  
Appointment

**BOTTOM RIGHT: C-NEWS**

(looping animated logo)

**BOTTOM, CENTERED "CRAWL":**

War against nanites  
estimated cost: \$113.4B,  
largest sum since Galactus  
crisis • Tonight on Brian  
Underwood: Is Your Dog a  
Mutant? • Damage Control  
named in SEC investigation  
• Prison 42 destruction  
confirmed • For all your  
news, turn to C-News • Reed  
Richards claims all nanite  
control systems and  
research destroyed • Col.  
Nick Fury pardoned by  
President • Nanotech stocks  
continue to take a beating  
• (loop if necessary)

**Appendix 9: Newspaper details, shot 19.1**

Late 1920's - early 1930's newspaper clippings, *New York Times*-style of that era.

NEWSPAPER CLIPPING 1: ELIOT NESS

Photo: Late 1920's image of Eliot Ness

HEADLINE

ELIOT NESS AND HIS  
"UNTOUCHABLES" RAID GANGS

SUBHEAD

Have cost Capone \$500,000  
in 6 months

NEWSPAPER CLIPPING 2: ELIOT NESS

Photo: Early 1930's image of Ness and Untouchables posing with their tommy guns

HEADLINE

"UNTOUCHABLES" STRIKE AGAIN

SUBHEAD

Ness and His Dry Squad  
Faced Many Perils in Round-  
Up

NEWSPAPER CLIPPING 3: CHARLES LINDBERGH

Photo 1: Shot of celebrating Lindbergh with his plane in France

Photo 2: Shot of Lindbergh's plane flying across body of water

HEADLINE

LINDBERGH CROSSES ATLANTIC

SUBHEAD

Touches Down Safely in  
Paris After History-Making  
Flight

NEWSPAPER CLIPPING 4: CHARLES LINDBERGH

Photo 1: Shot of Lindbergh receiving Medal of Honor

HEADLINE

LINDBERGH RECEIVES MEDAL OF  
HONOR

SUBHEAD

Aviation Hero Distinguished  
With Military's Highest  
Award

NEWSPAPER CLIPPING 5: BABE RUTH

Photo 1: Stock photo of Babe Ruth swinging his bat (avoid any reference to "Yankees" or Yankees logos)

HEADLINE

"BABE" CRASHES 60<sup>TH</sup> HOME  
RUN TO SET NEW RECORD

SUBHEAD



Ruth Accounts For All Runs  
in 4-2 Victory

## **Appendix 10: Newspaper details, shot 19.2**

Late 1930's - early 1940's newspaper clippings, *New York Times*-style of that era.

### NEWSPAPER CLIPPING 1: CAPTAIN AMERICA

Photo: Classic image of WW2-era CAPTAIN AMERICA fighting against Nazis.

#### HEADLINE

CAP SMASHES NAZI STRONGHOLD

#### SUBHEAD

German Defense Lines Badly  
Dented; 400 prisoners  
captured

### NEWSPAPER CLIPPING 2: CAPTAIN AMERICA & BUCKY

Photo: Classic image of WW2-era CAPTAIN AMERICA and BUCKY fighting against Nazis.

#### HEADLINE

NAZI BOMB-MAKING PLANT  
CAPTURED

#### SUBHEAD

Captain America and Bucky  
lead G.I.s to victory

### NEWSPAPER CLIPPING 3: CAPTAIN AMERICA

Photo 1: Classic image of WW2-era CAPTAIN AMERICA posing with American G.I.s.

#### HEADLINE

CAP DOES IT AGAIN

#### SUBHEAD

Frees 500 P.O.W.s in Daring  
Midnight Assault

### NEWSPAPER CLIPPING 4: CAPTAIN AMERICA

Photo 1: Magazine-style portrait of WW2-era Captain America.

NEWSPAPER CLIPPING 5: CAPTAIN AMERICA

Photo 1: Classic image of WW2-era CAPTAIN AMERICA saluting and being saluted by PRESIDENT FRANKLIN D. ROOSEVELT.

HEADLINE  
CAPTAIN AMERICA HONORED

SUBHEAD  
President Awards Him Medal  
of Honor

SUBHEAD 2  
Hero Says He Wants to Help  
in Pacific Theater

## **Appendix 11: Clippings/Print-out details, shot 19.3**

Modern newspaper clippings and web page printouts.

WEB PAGE PRINTOUT 1: AVENGERS

Photo 1: Posed group shot of the modern Avengers: Captain America, Iron Man, Thor, Scarlet Witch, Hawkeye, the Vision. Cap and Iron Man are central in this shot, standing side-by-side.

WEB PAGE TITLE  
OFFICIAL AVENGERS FAN HQ

WEB PAGE SUBTITLE  
Earth's Mightiest Website!

NEWSPAPER CLIPPING 1: AVENGERS

Photo 1: Stock action shot of the Avengers (Captain America, Iron Man, Thor, Hawkeye, Black Widow)

HEADLINE  
Avengers Avert Disaster

SUB-HEAD  
Defeat Ultron and His Robot  
Army