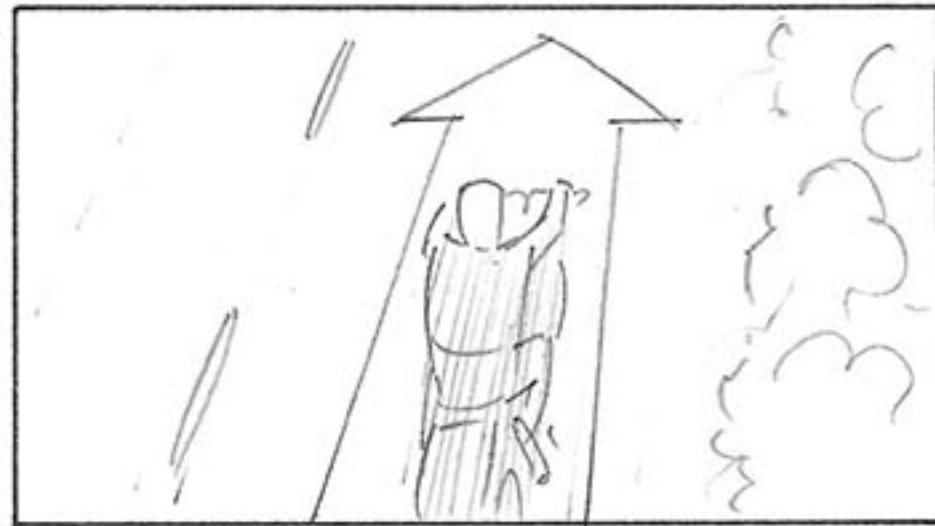


C1



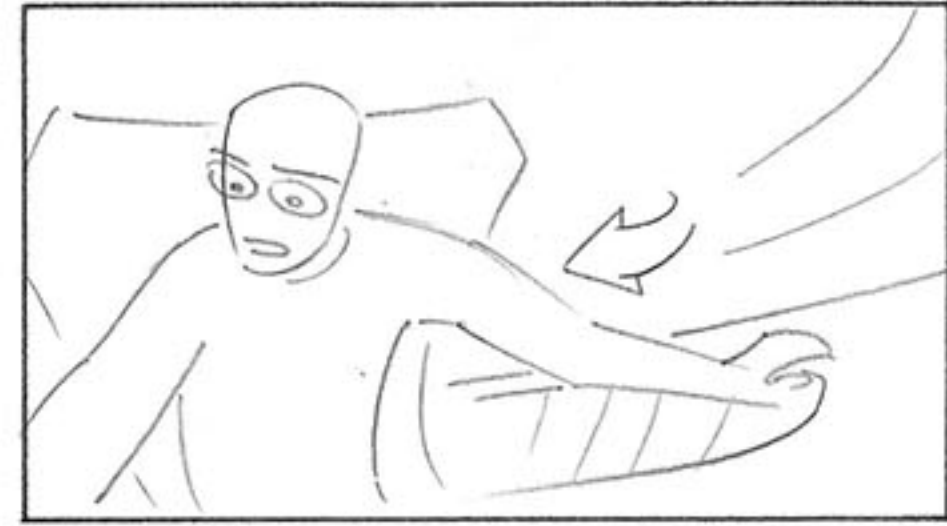
Max IN



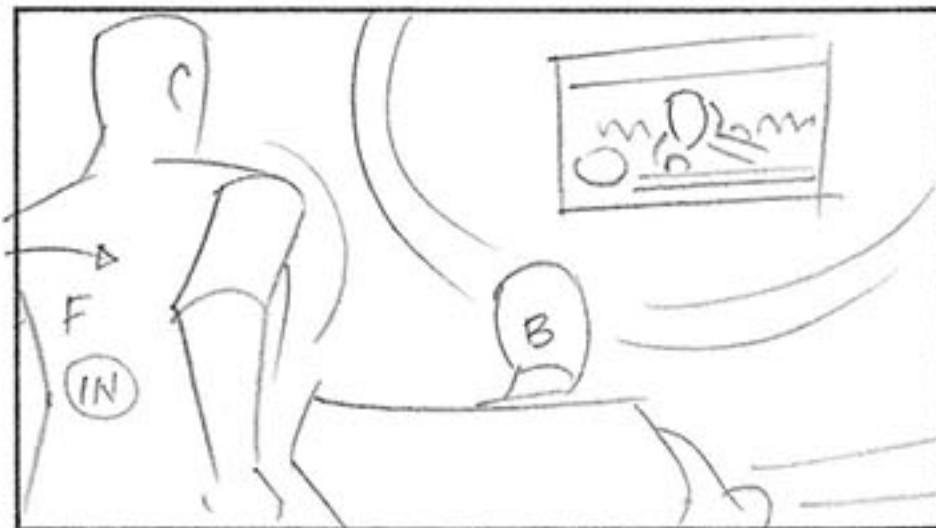
TILT UP to see city
on horizon - dark
clouds in sky



B: Max, reports are — coming in...

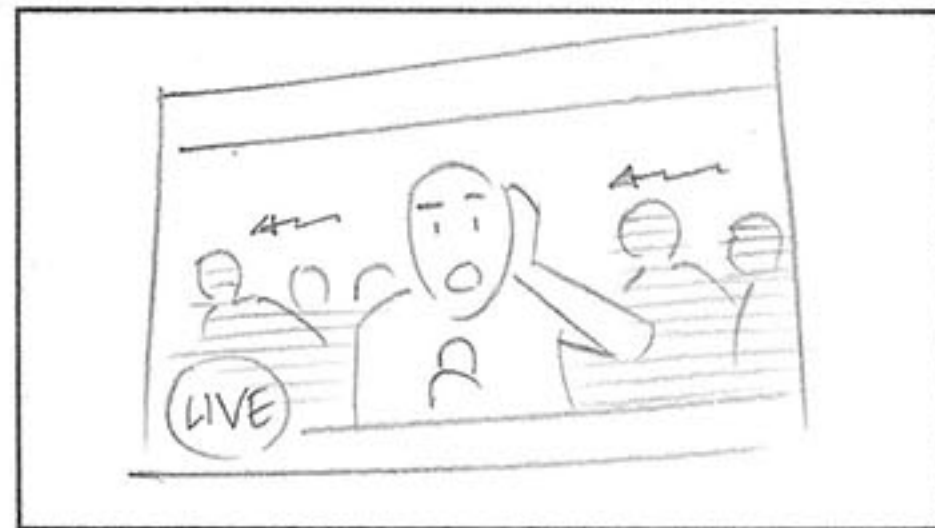


Something bad going
down—

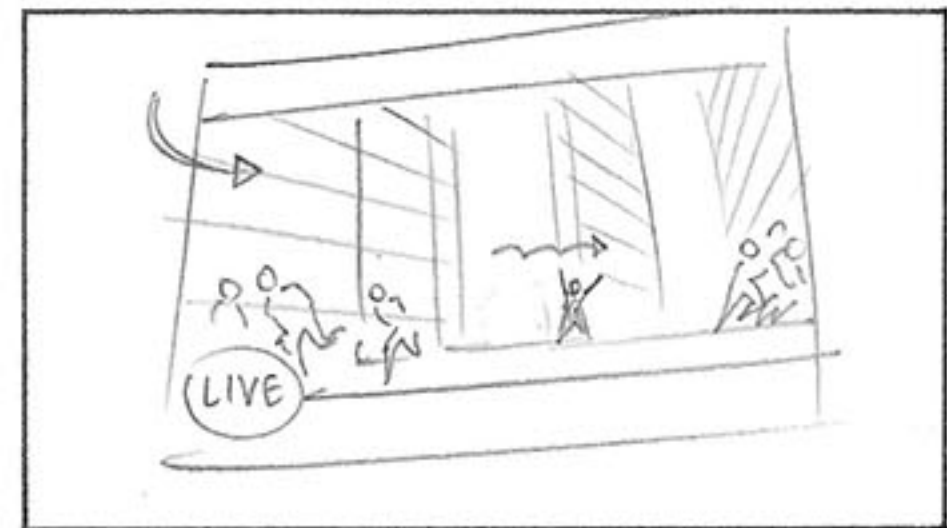


—in the city!

TV: Eyewitness accounts
of what can only be described
as mutants heading for Midtown Park

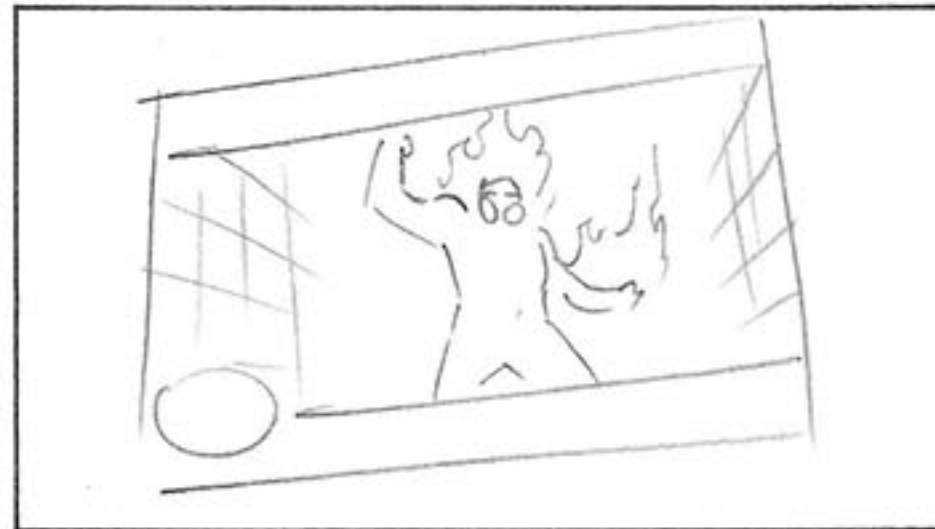


(TRUCK IN)

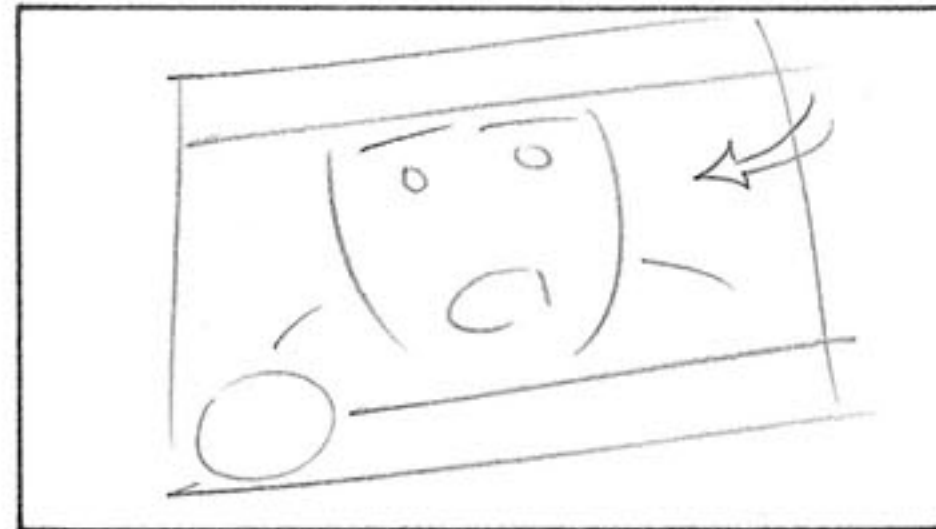


(CAM POV ROTATES RIGHT TO SEE TOX)

I can see one now
between the buildings!

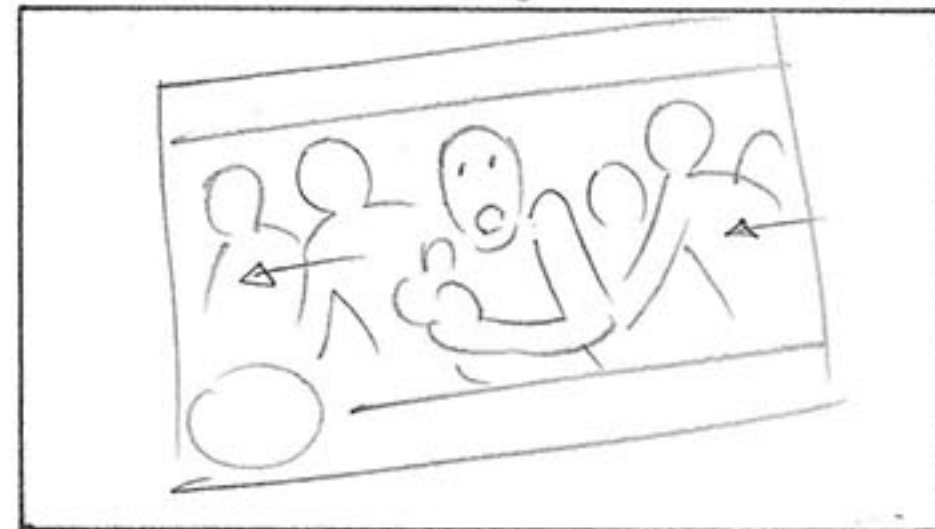


(ZOOM IN/ADJUST FOCUS)
—Are you getting this?



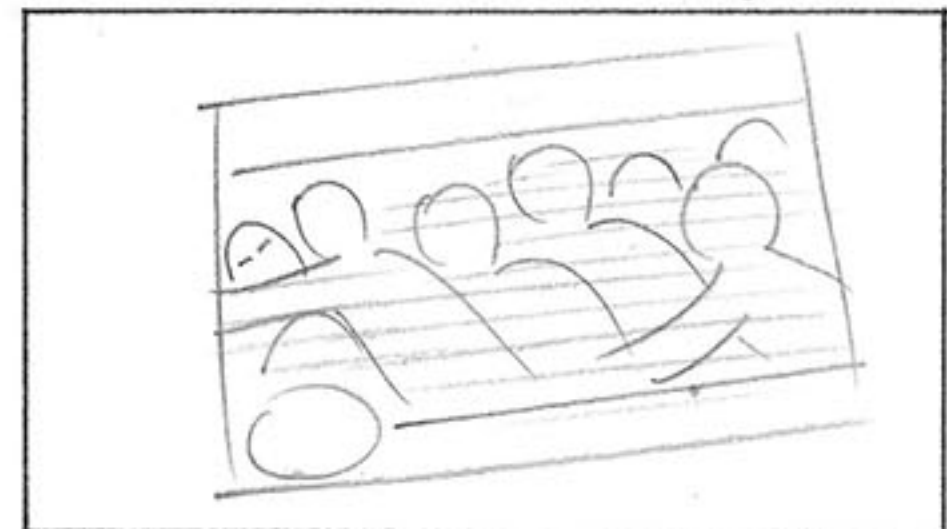
(ROTATE LEFT-REPORTER IN
SOFT FOCUS)

Authorities are
evacuating—



(ZOOM OUT-RESTORE FOCUS)

—the city! Uh — SCREAM



(CROWD THRU

C2

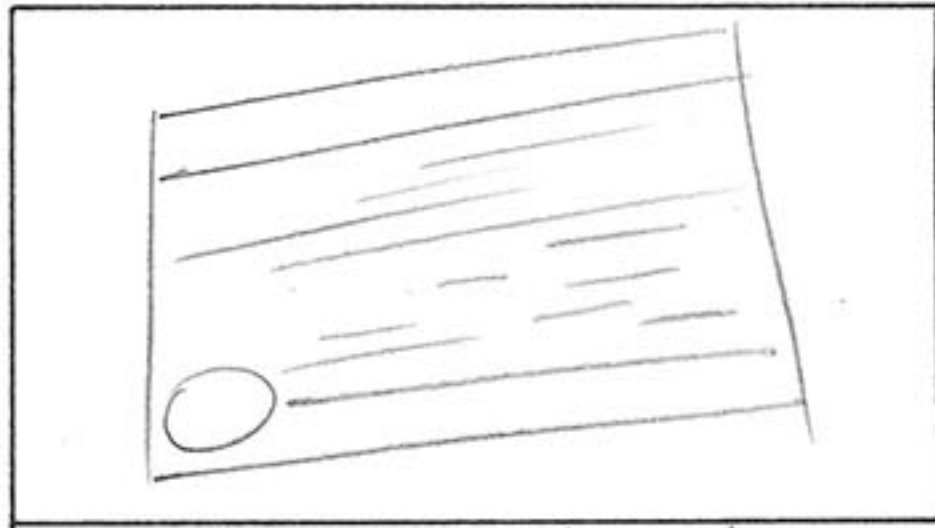
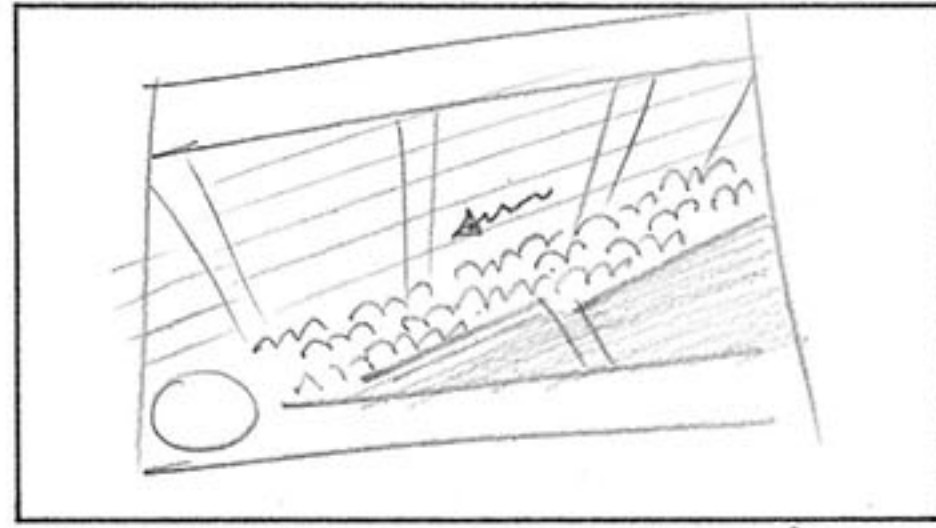


Image goes staticky



(SWITCH TO POV FROM AIR)

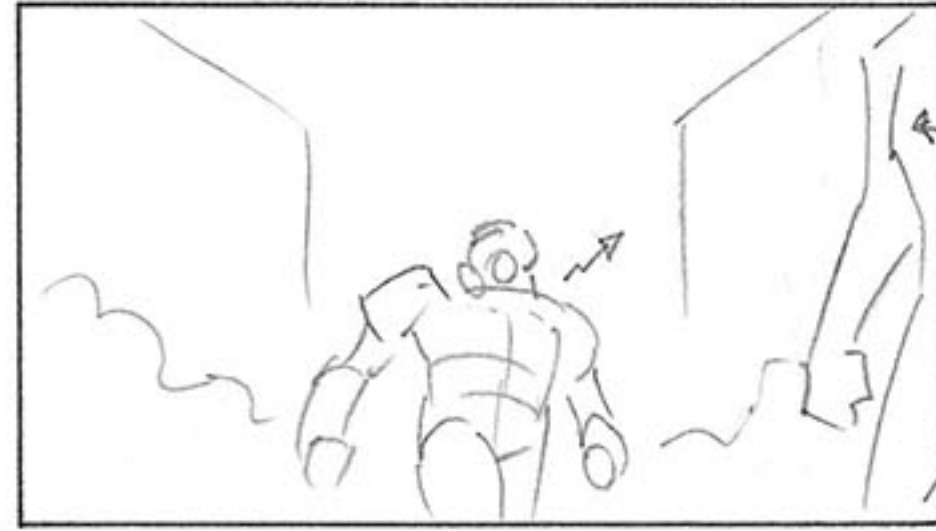


M: I'm on my way!

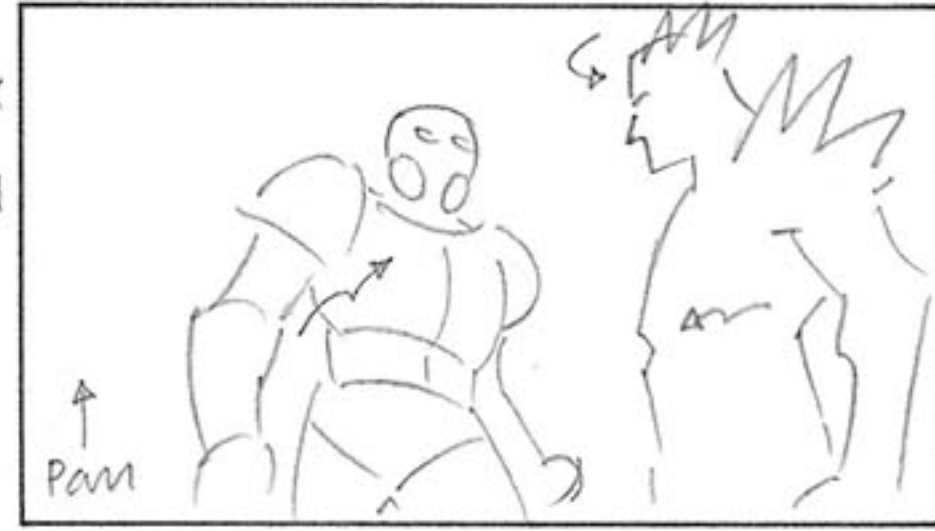


(in park)

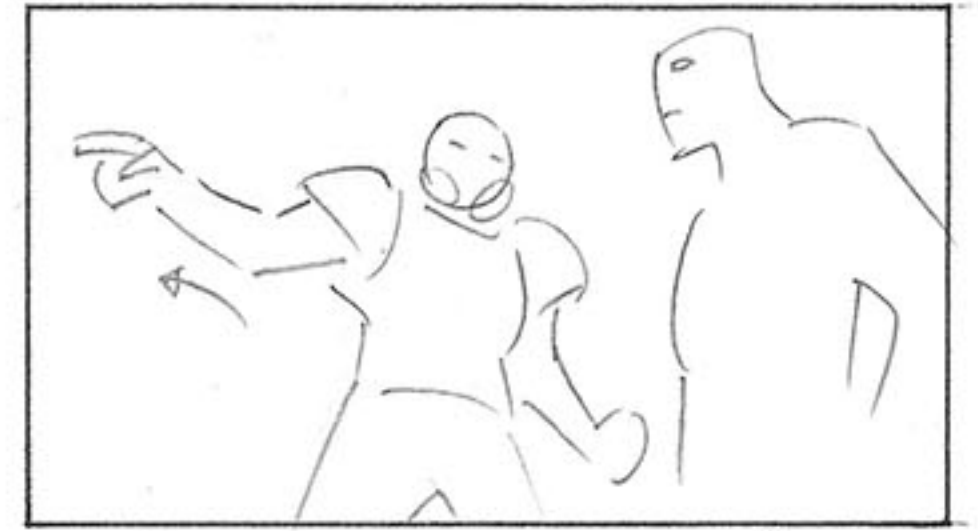
Police
lights flash
behind trees



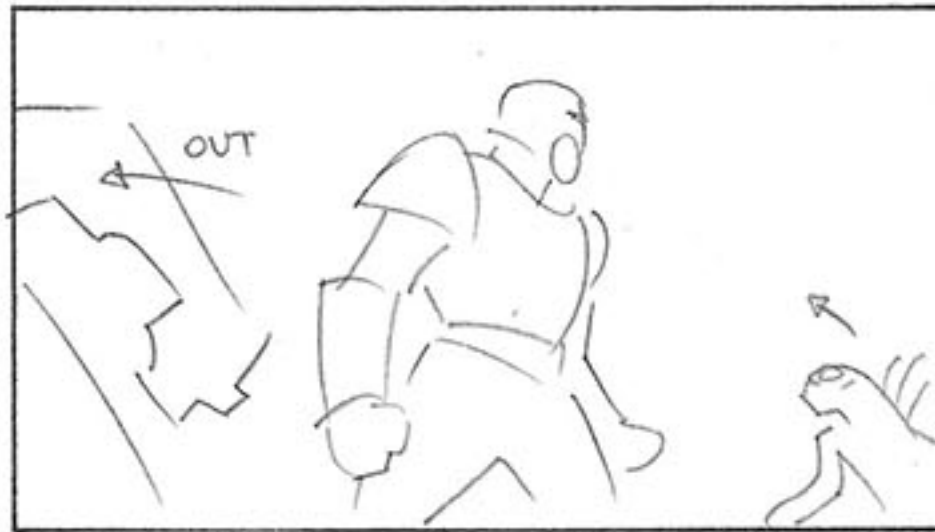
Tox & Ex come together



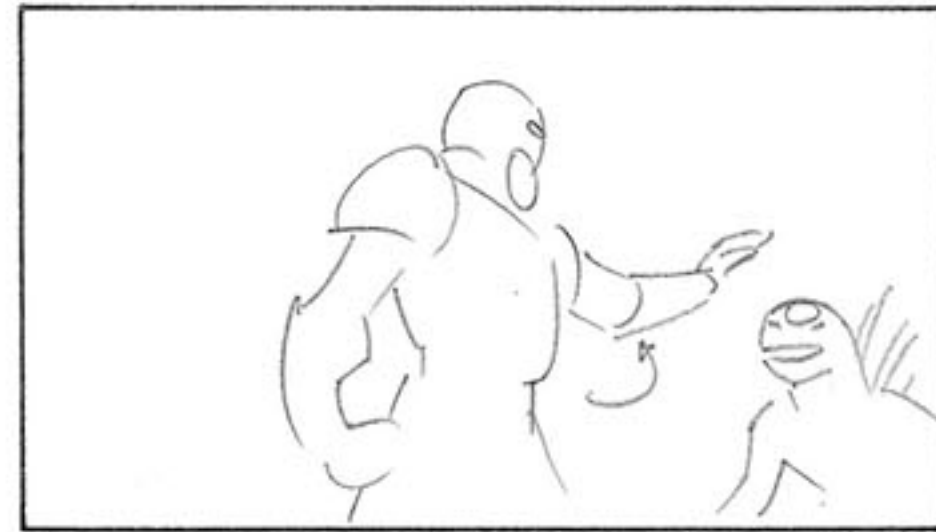
T: You have your instructions.



Get me what I need.



T: Elementor—



Transform into air mode.



MODEL NOTE: THIS IS
EARTH ELEMENTOR.
DIALOGUE WILL CHANGE ACCORDINGLY.

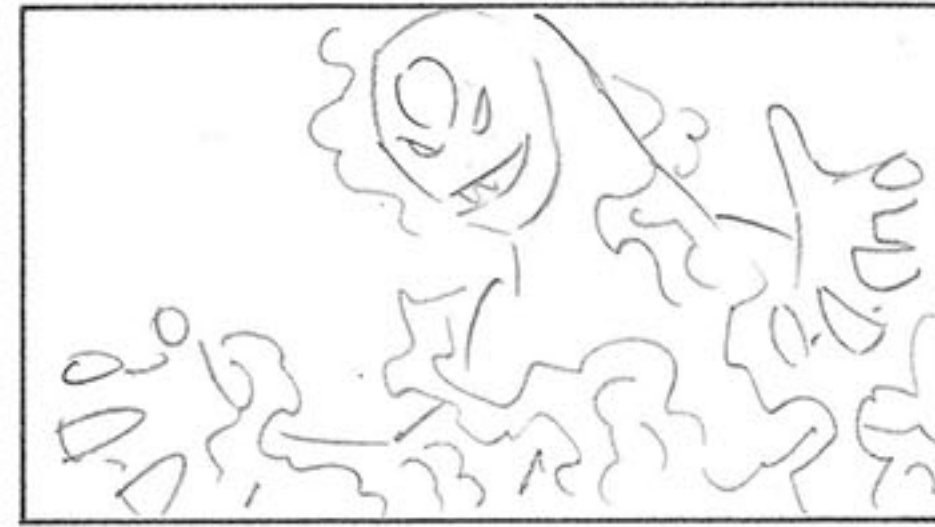
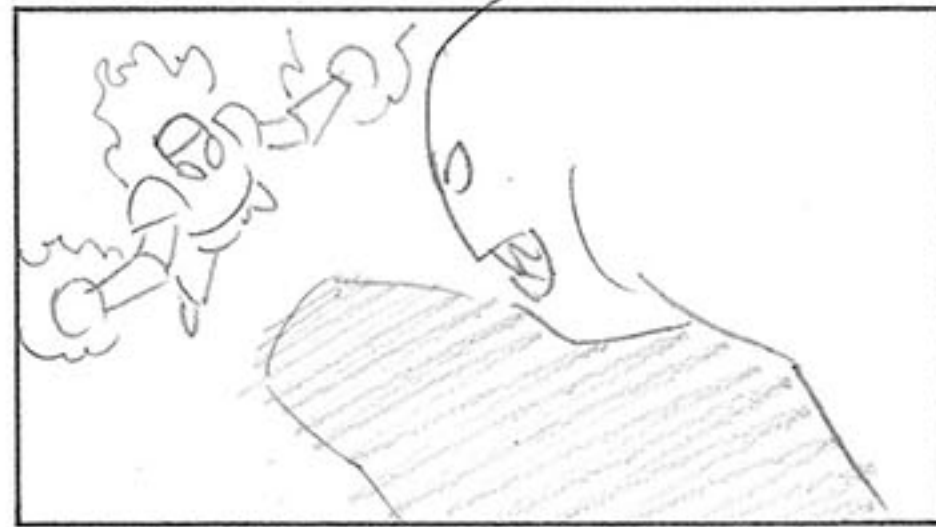


Tilt up - E grows to 40 feet
(Air Elementor)

C3



T: Now, I fill you with—

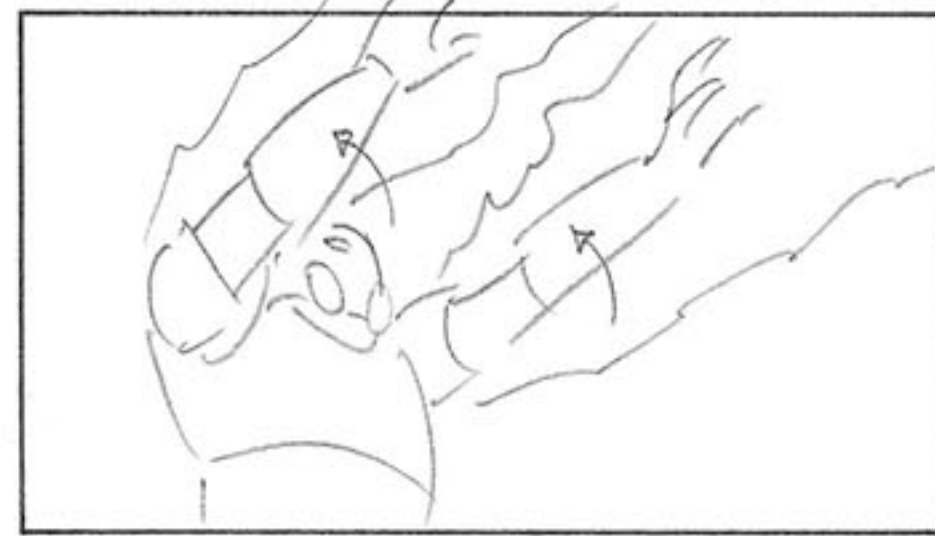


—more concentrated toxic energy than this world — has ever seen!



E starts growing

E: EYAAAAA



AAGH!



E: Hurts! Burns!



T: Yes, well, nuclear waste
always burns a little
going down.



You're a big boy.

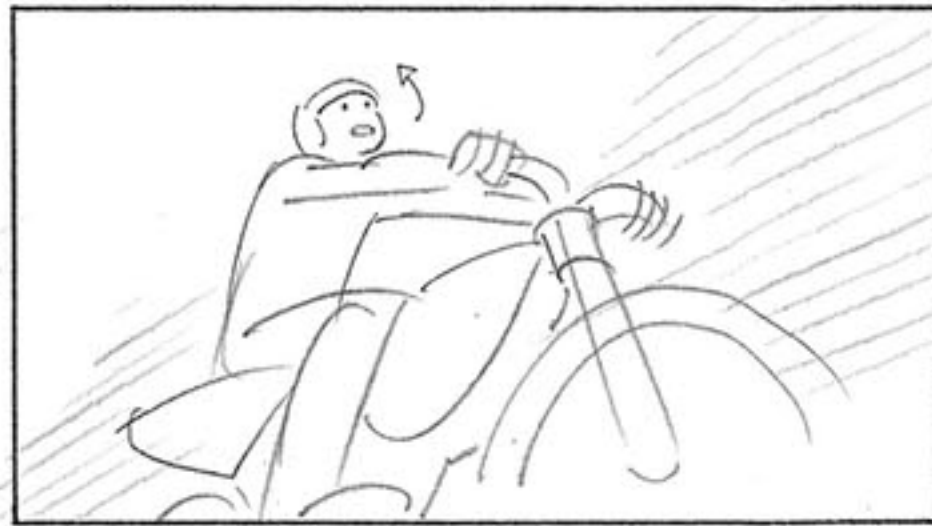


You can take it.

C4



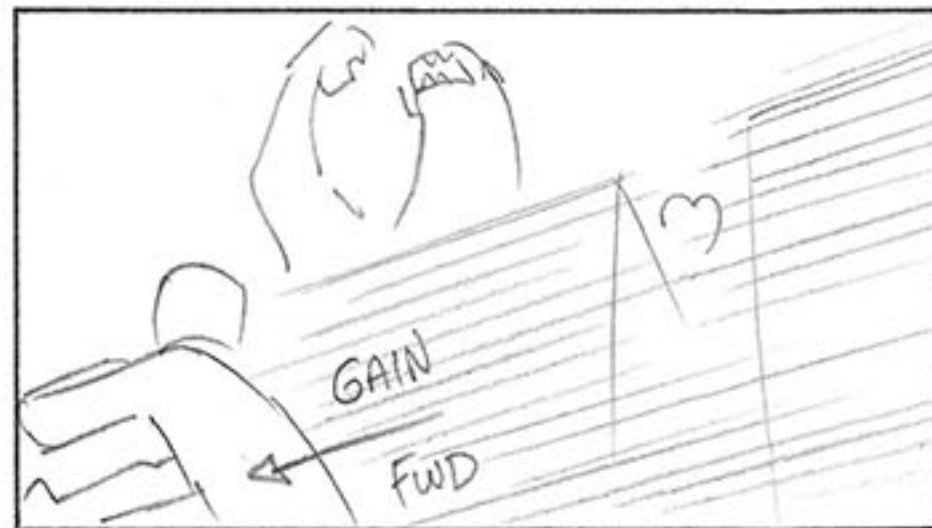
M gains FWD (now in city-outskirts)



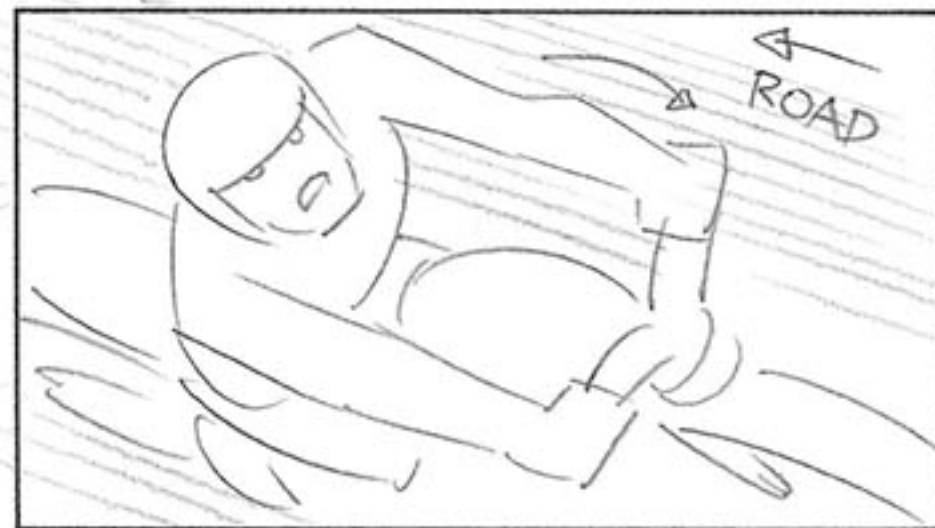
He looks up



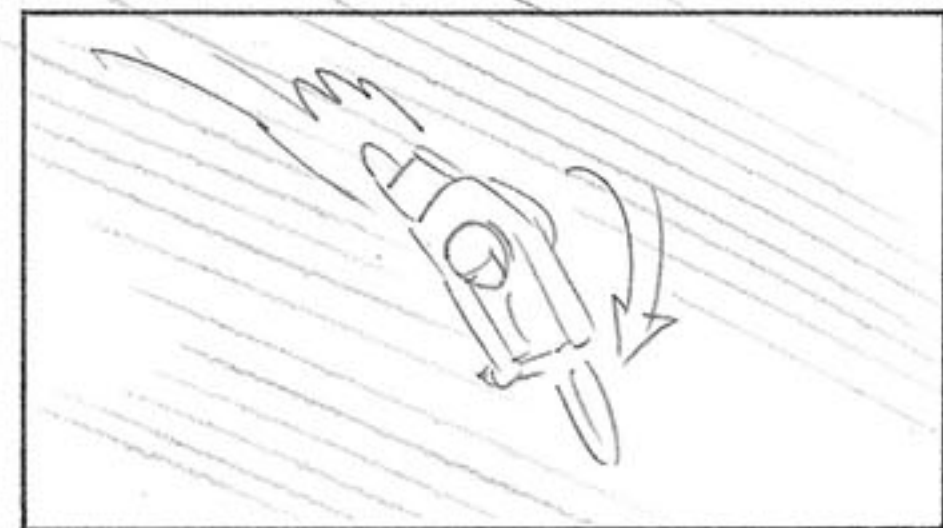
M: Berto, Toxzon's using Elementor to create a Toxic Storm!



I have to contain him...

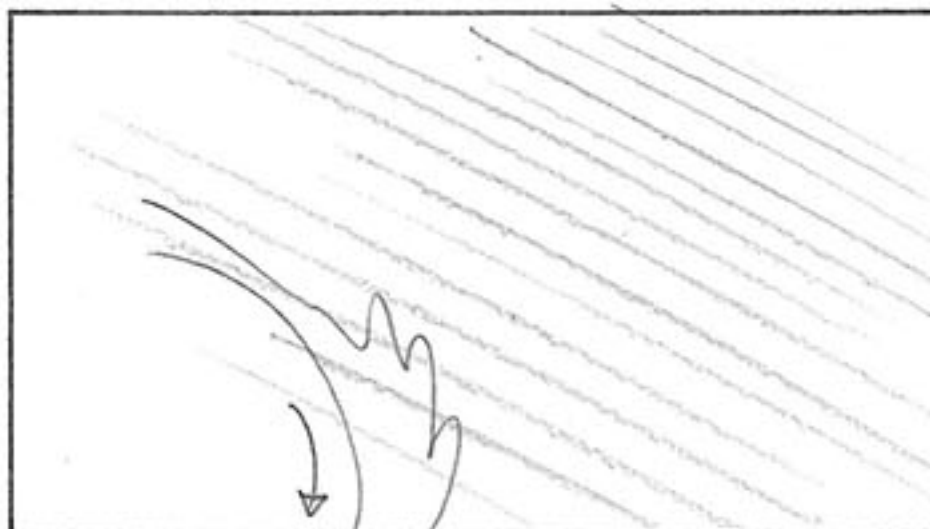


M: somehow...

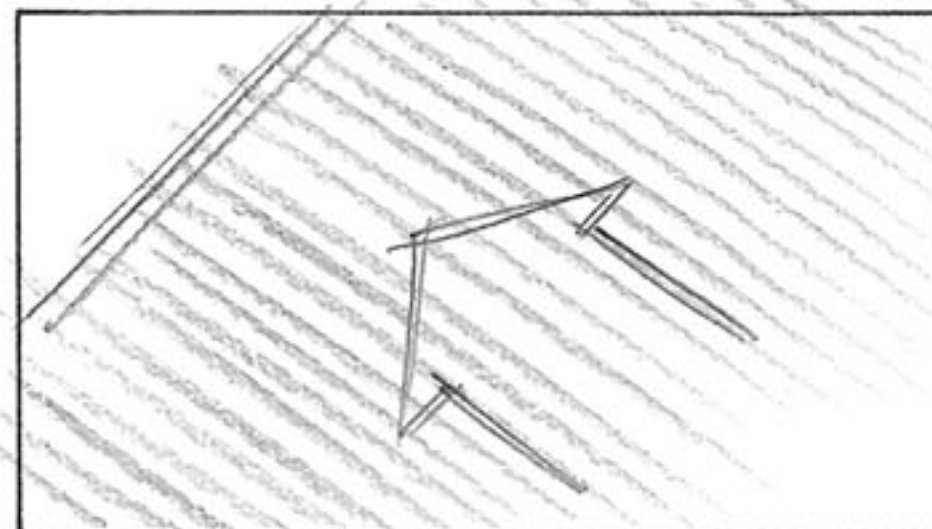


T.O. as M swerves

F(vo): NTek backup on the way



Zooms OS
-to help.



Bldg roof in-wipes to next SC.

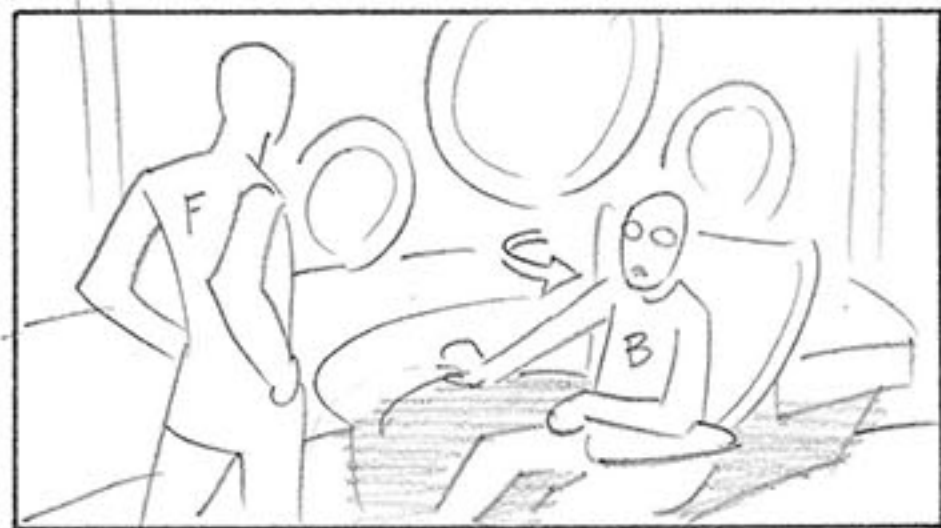


F: Cytro is back online.
B: We're missing something.



Tox always ranted about how he would-

C5



-make a toxic storm that
would scour the Earth
forever.



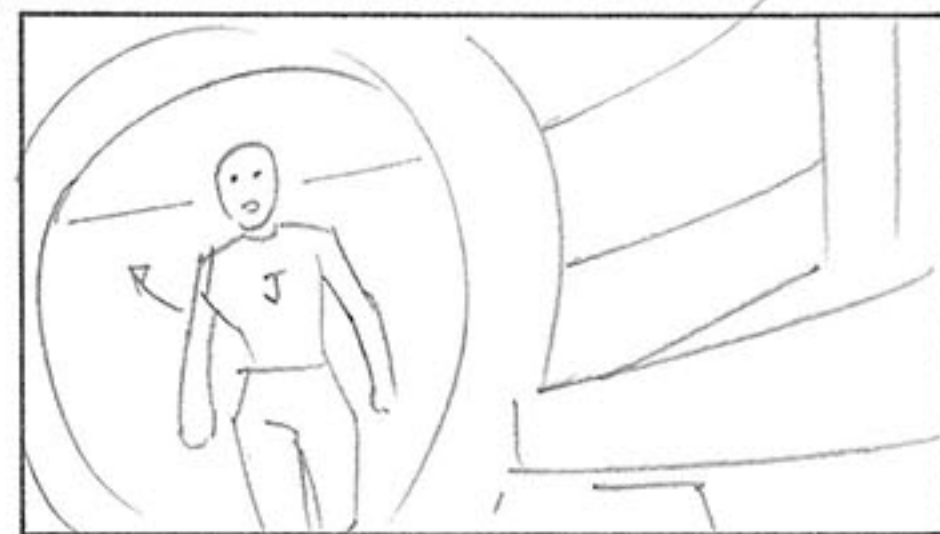
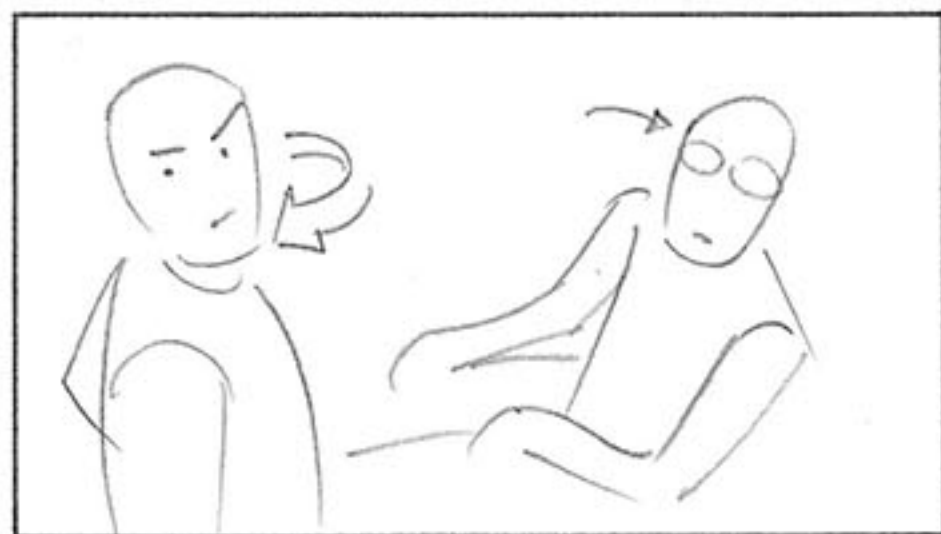
B: Elementor couldn't do
that on his own.



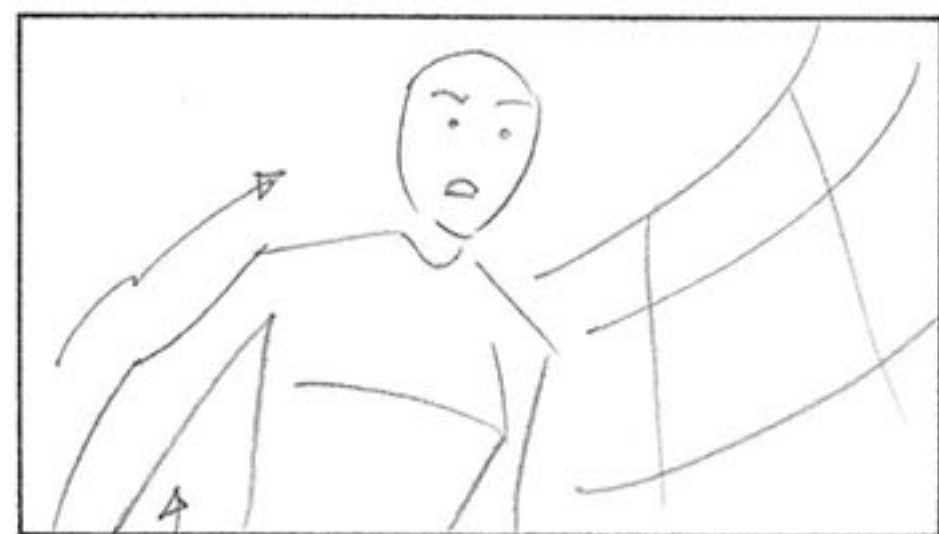
He'd need a catalyst.



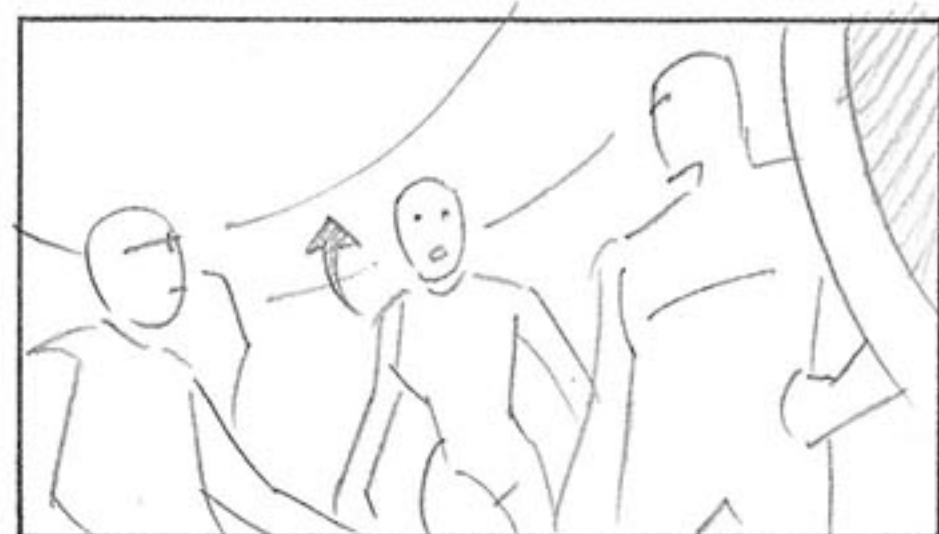
(TRUCK OUT)
VO: Anti-elementum.



J: It's a rare isotope -



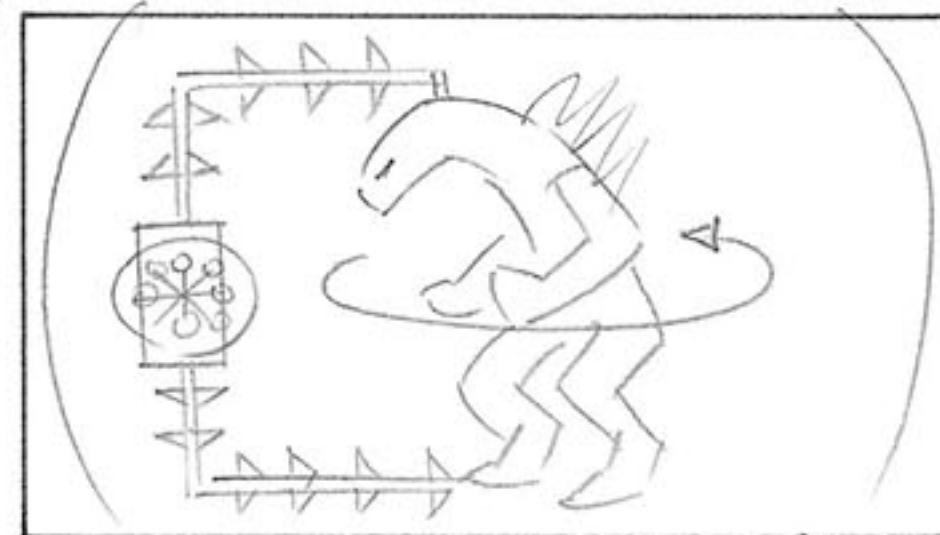
TILT UP
-with a highly unstable free
electron.



If it were extracted and -



hit keyboard
-combined with Elementor-



(ROTATING CG MODEL)
-CHANGES COLOR-



E dissolves into particles

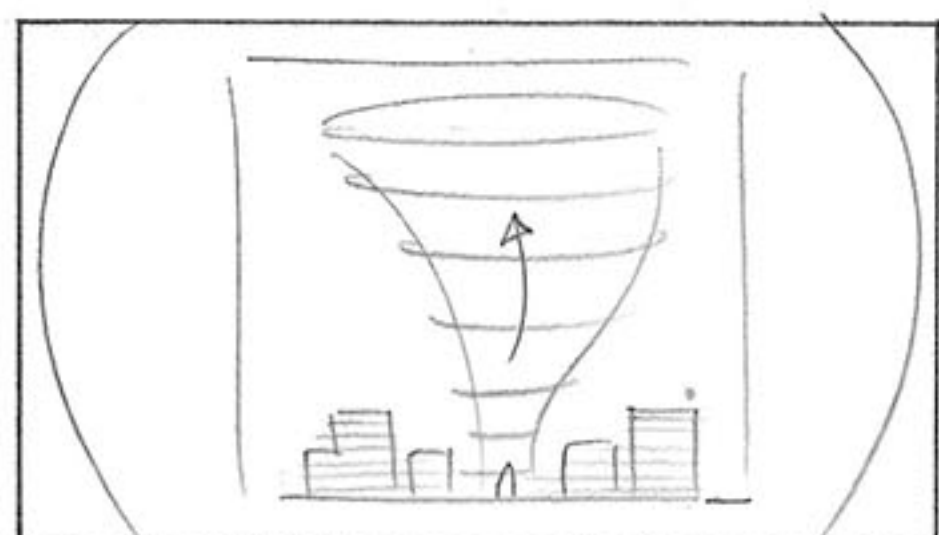
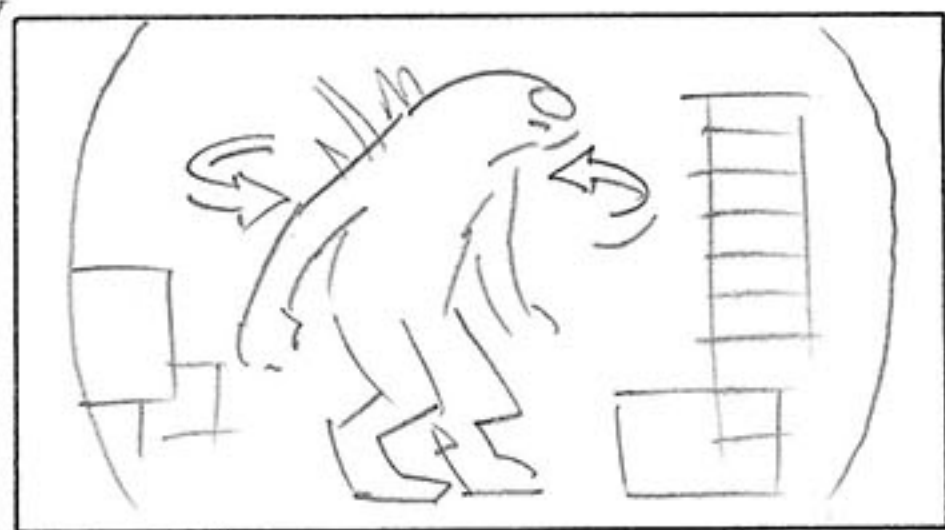


Image zooms out/tornado forms
(a giant one)

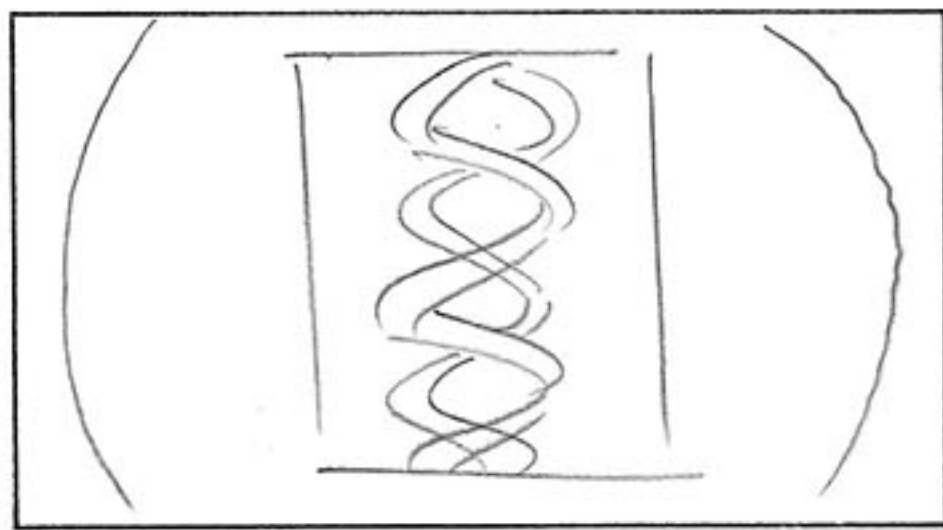
VO - his molecular structure would break down. All his power would convert into the storm,
literally becoming -

C5-A

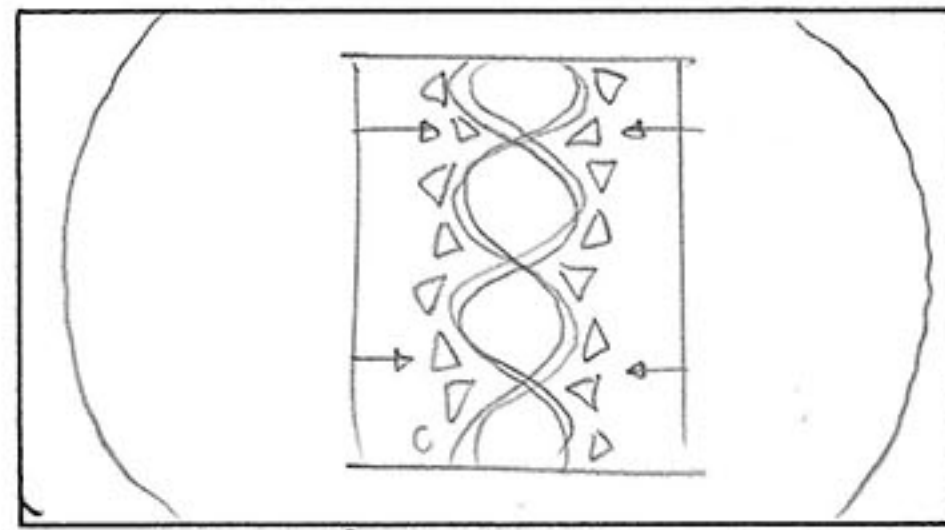
THIS REPLACES THE LAST 3 PANELS OF PAGE C5



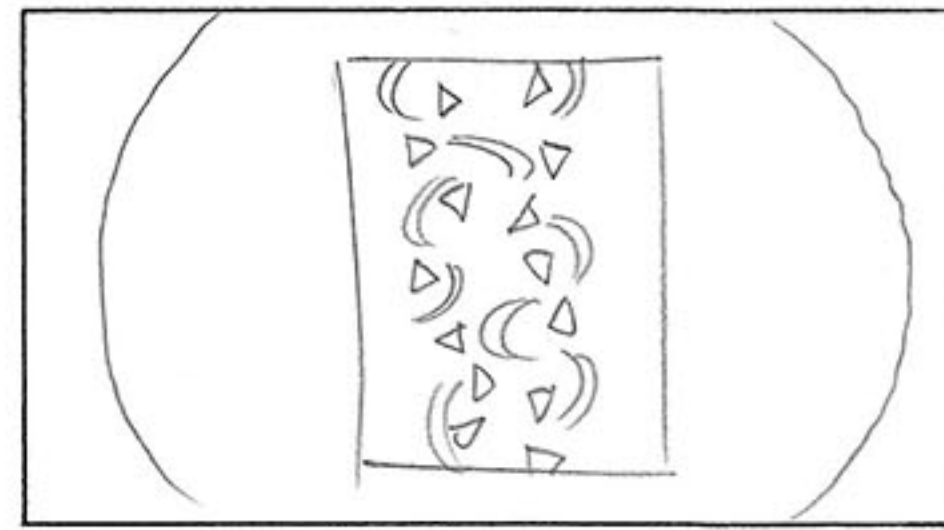
Rotating CG model



P.I.P. of DNA strand EXPANDS
out of E's body

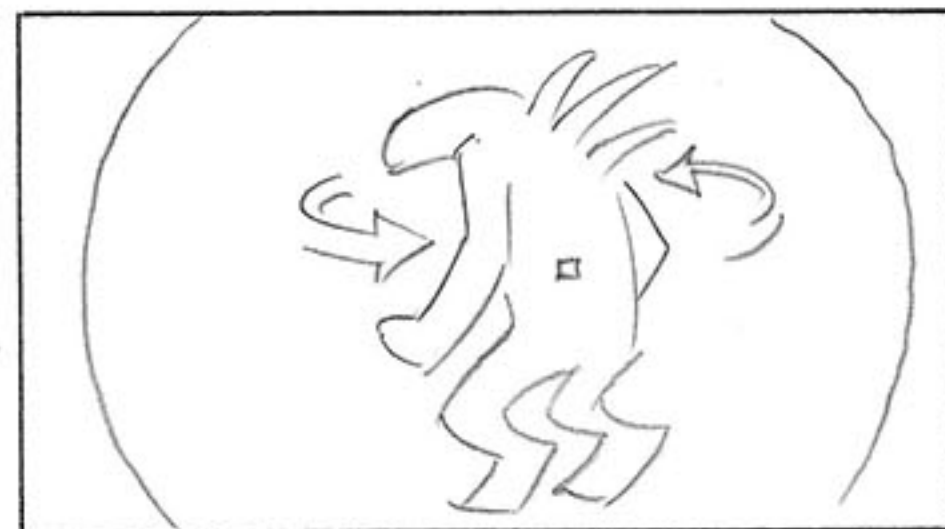


Bits of Anti-Elementium
float in (look like wedges)

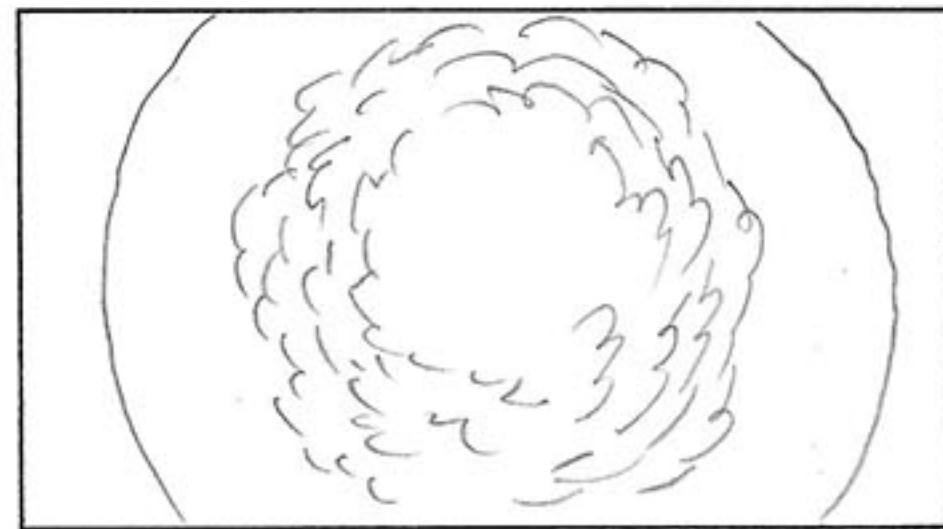


The wedges break up
the DNA

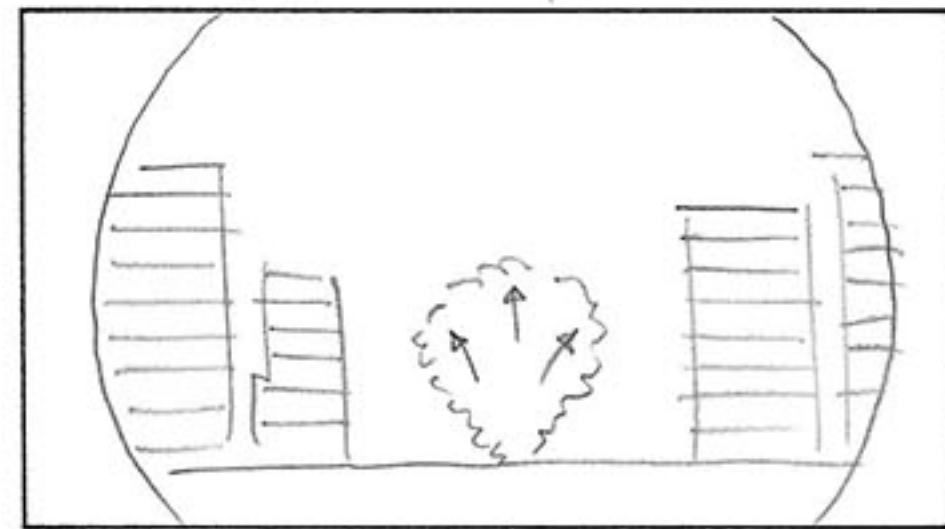
VO: His molecular structure would break down. All his power would convert —



P.I.P. collapses back
into E's body



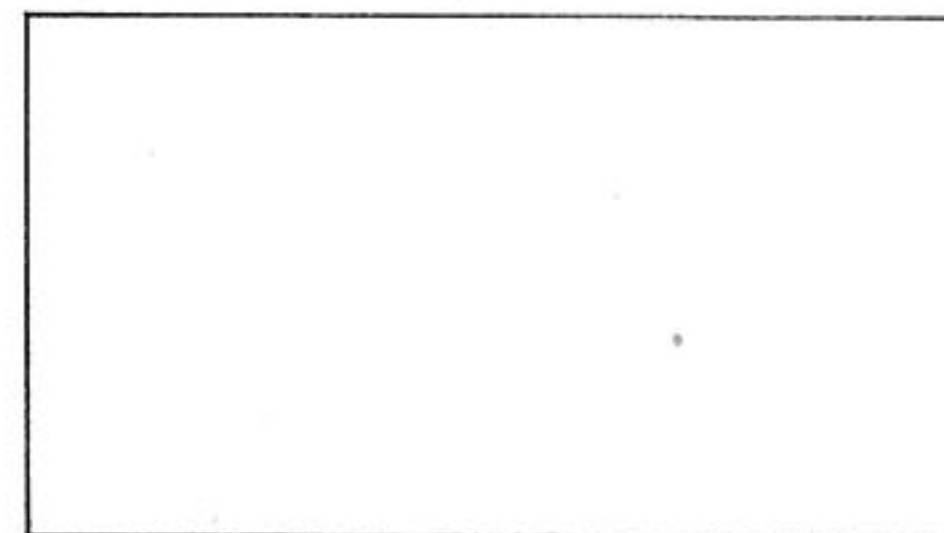
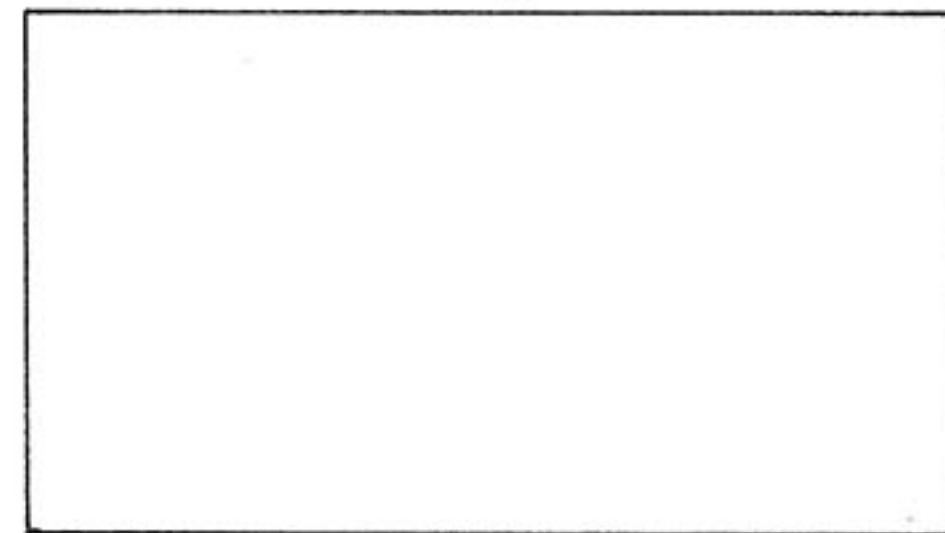
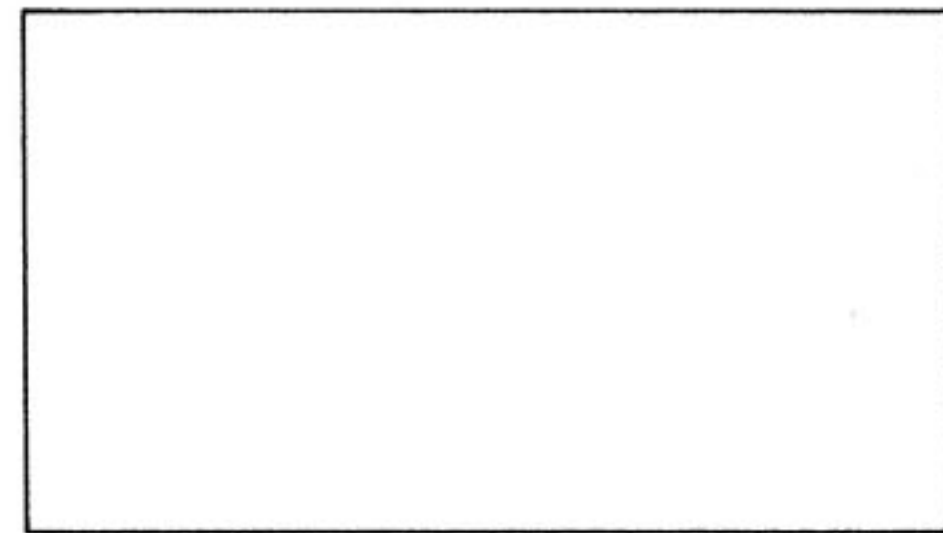
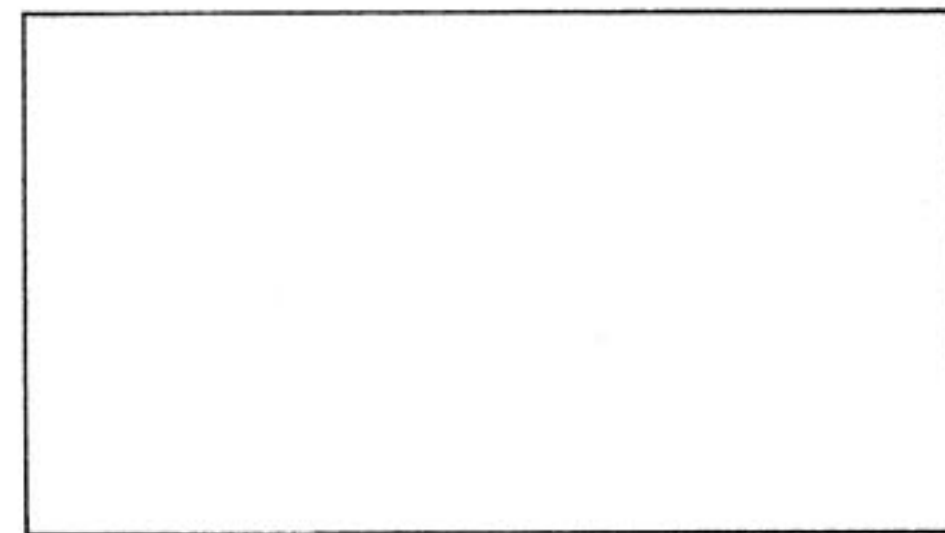
It breaks up into particles



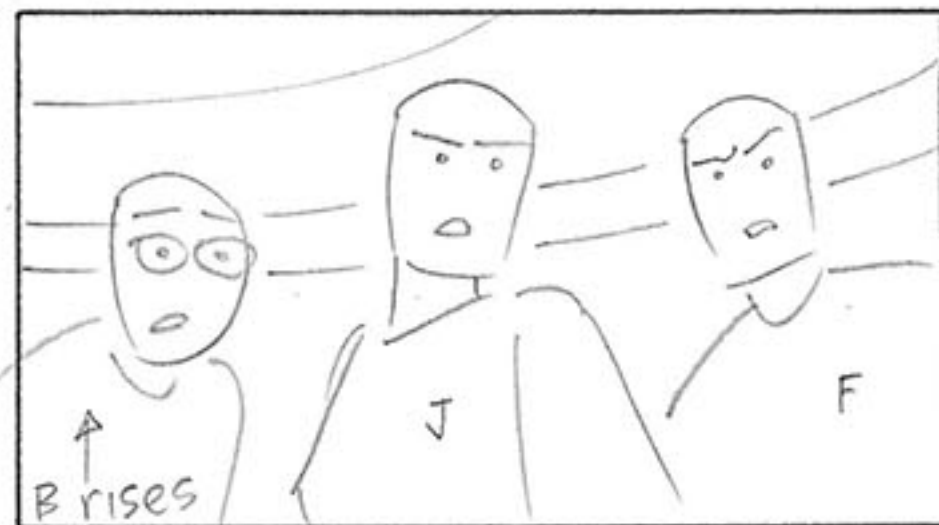
Fast truck out into wire-frame model of city — particles
become a tornado



— into the storm, literally becoming —



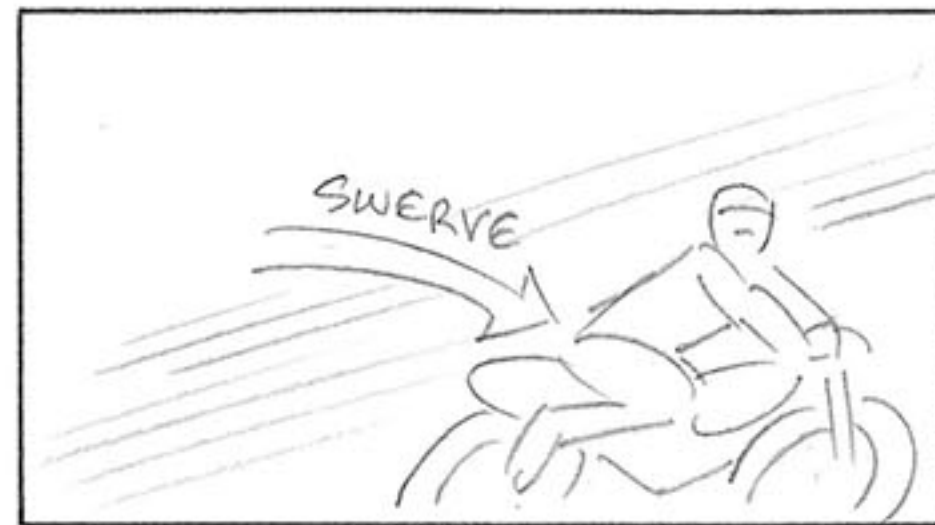
C6



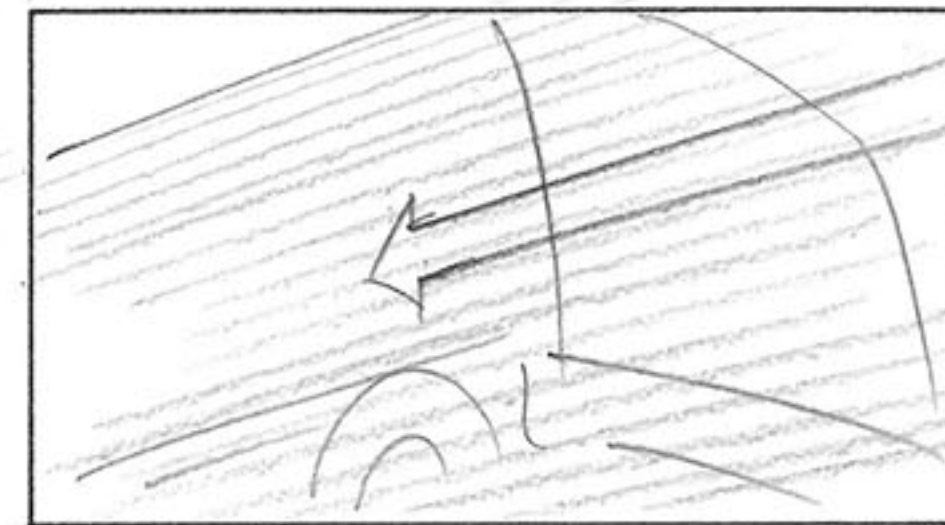
B rises
-an unstoppable force of nature.



M: A toxic storm!



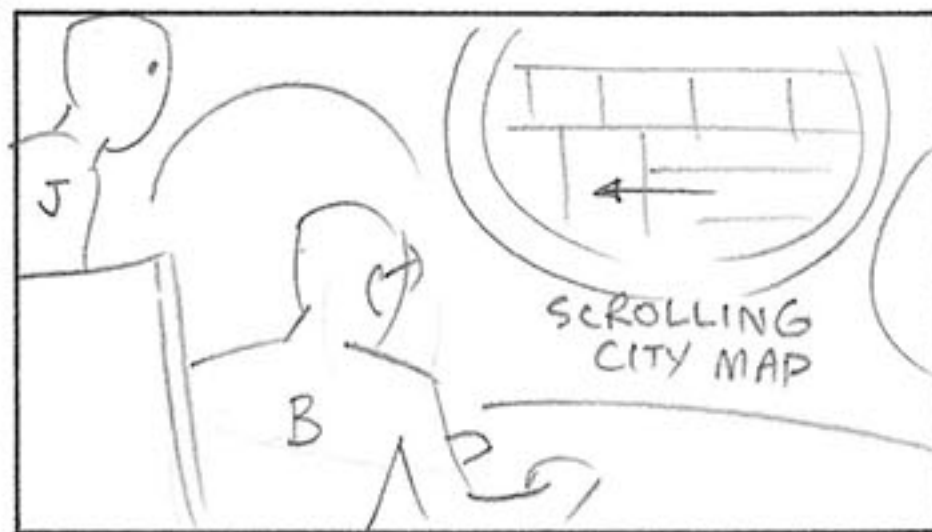
B(vo): Only 3 known fragments of anti-elementium



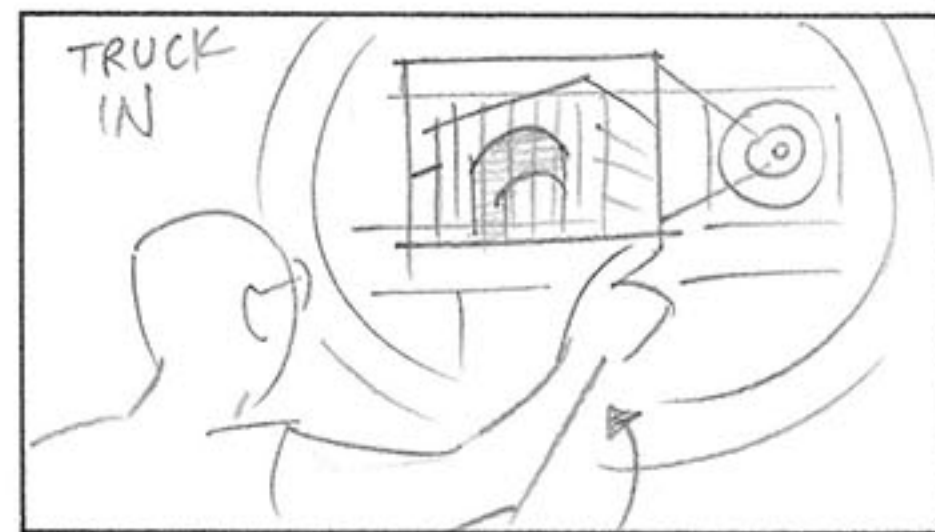
Van thru FG (or truck)



-exist, Max...



-and one of them is housed-



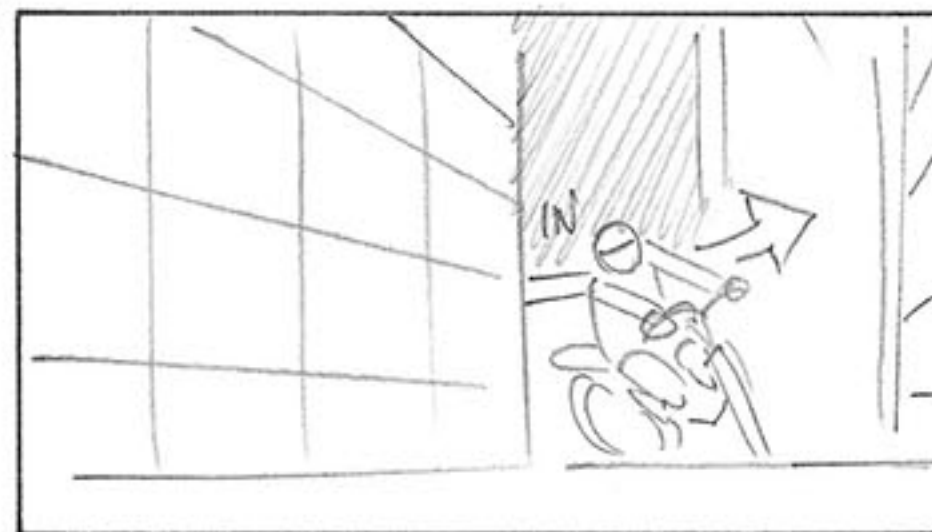
-in the Natural Science Museum, midtown!



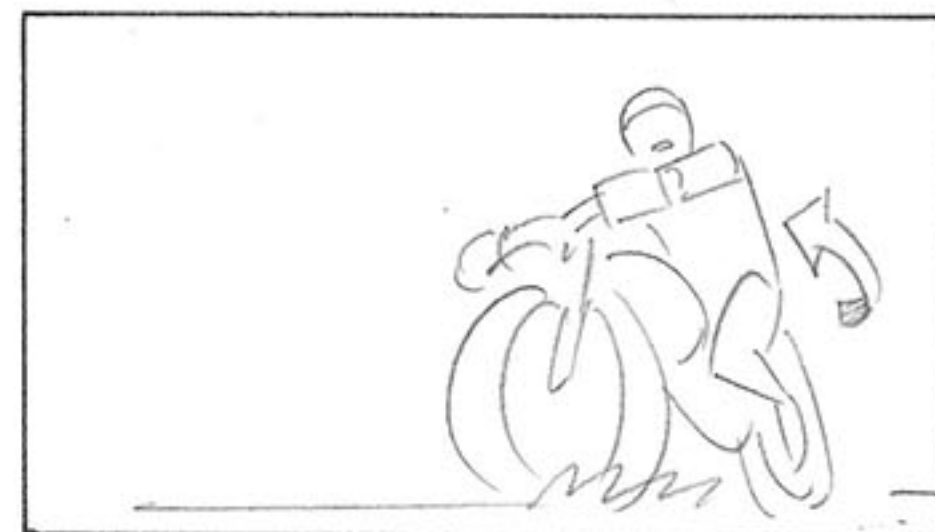
M: I'm a minute -



-away!



BLOCK A LOOKING(N)
BETWEEN BLDG 8 & 9



apply brakes



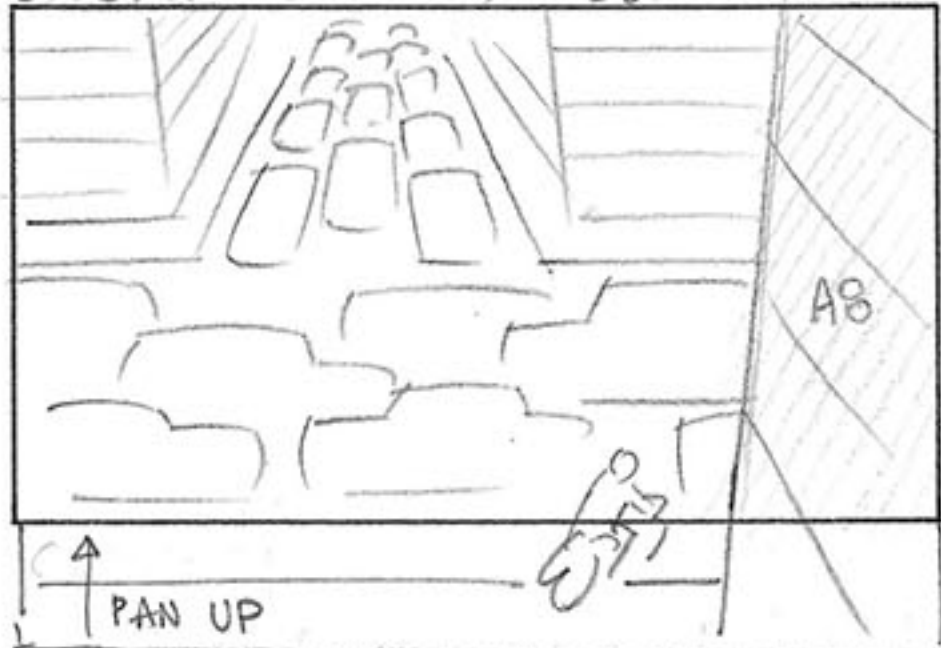
TILT UP as he stops
M: Or maybe not.
B(vo): What is it?

C7



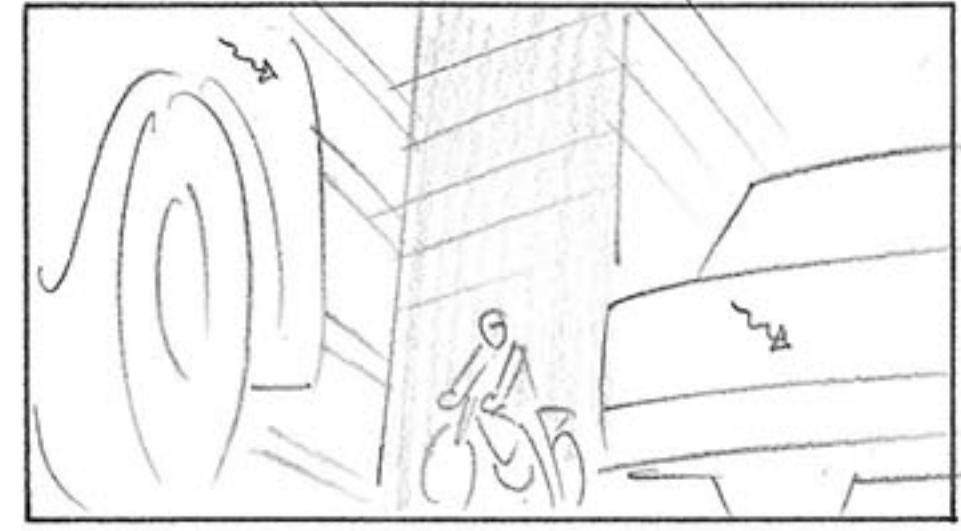
Mutants in the city
will do that.

BLOCK E (LOOKING SOUTH) BLOCK D



↑ PAN UP
M: Rush hour's a little more
rushed than usual.

A8 A9



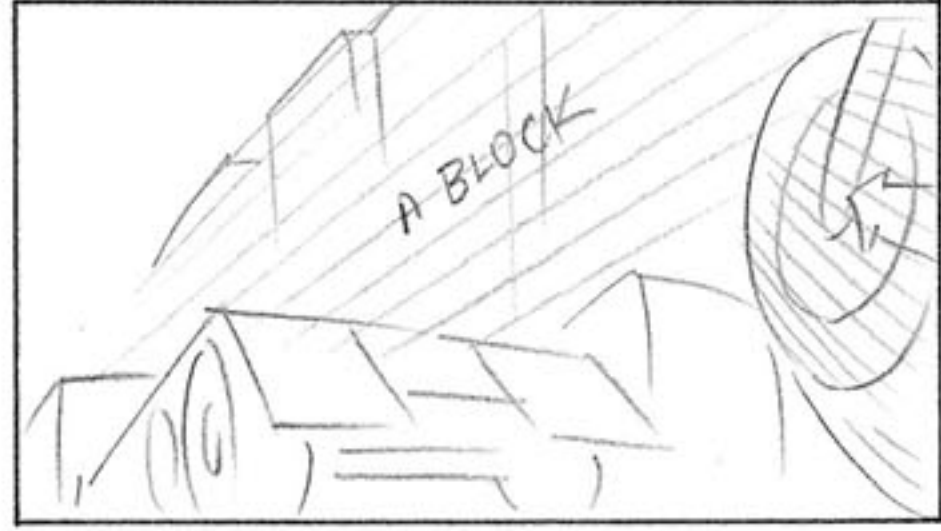
M: Guess I'll just



— take the —



—high road!



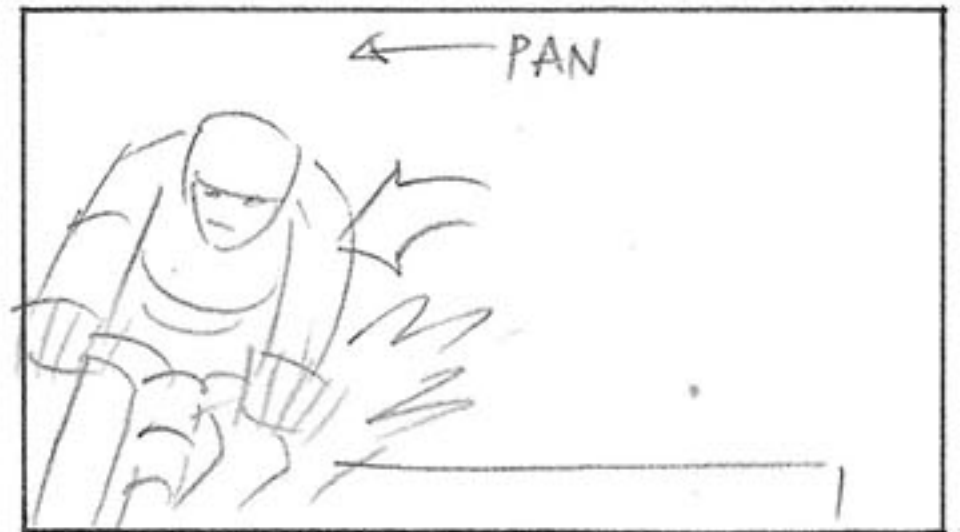
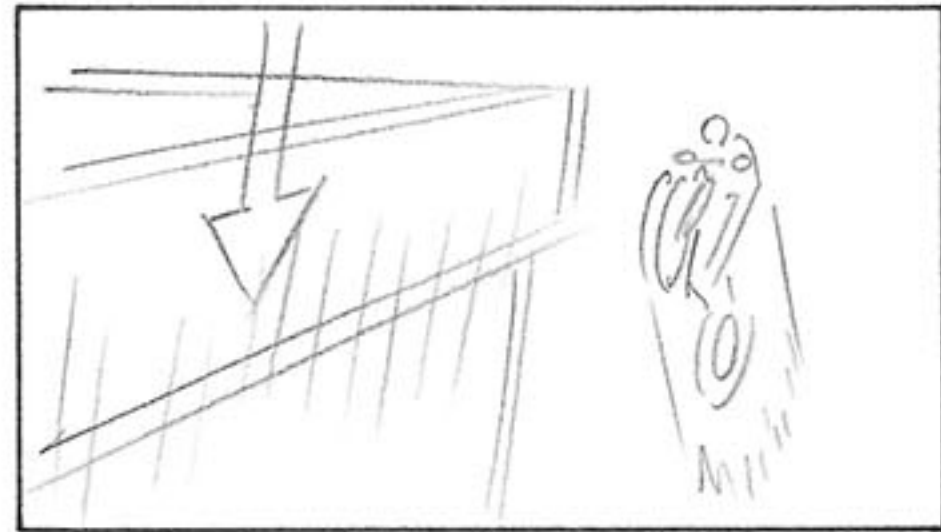
M: TURBOFX!

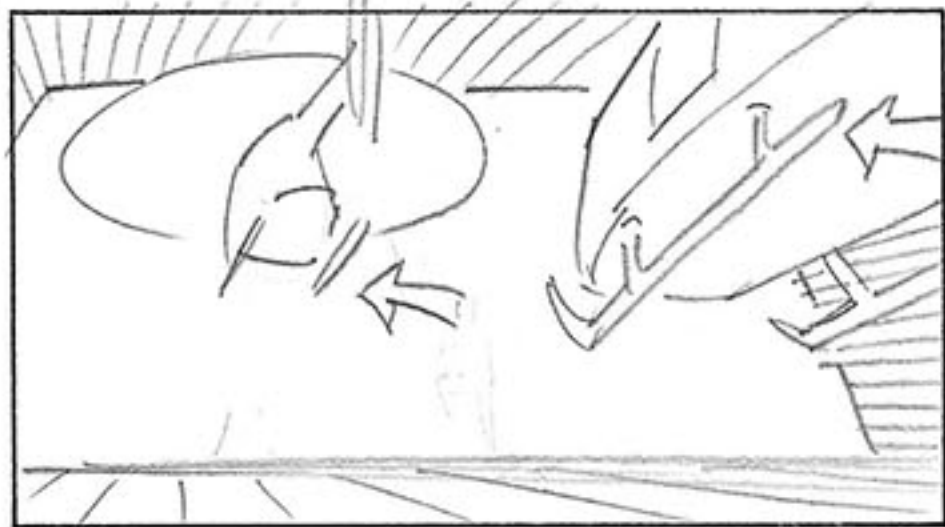


Bike power BOOSTS

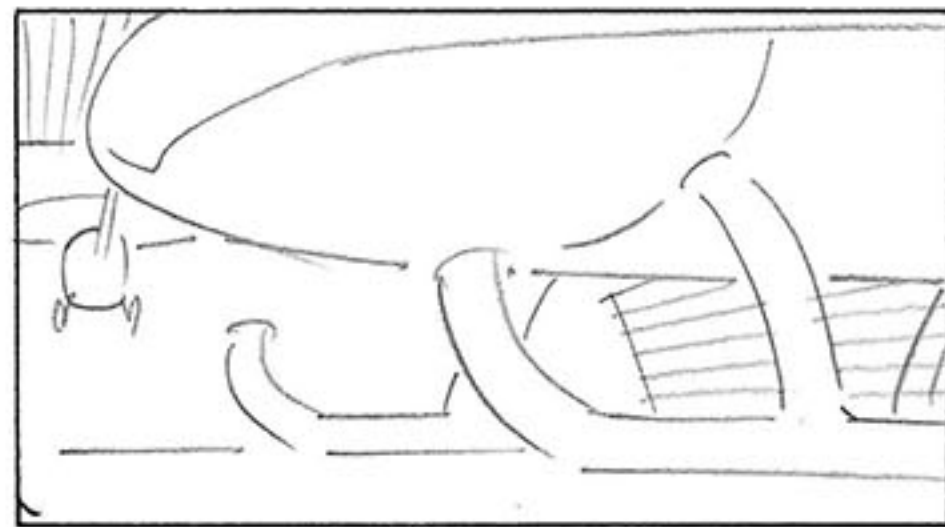


FG Bldg swishes
past cam M gains
up

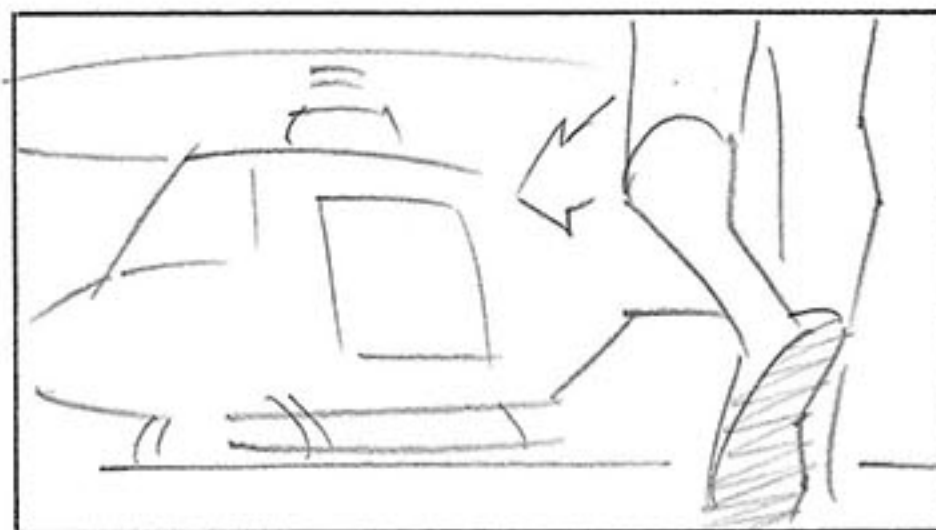




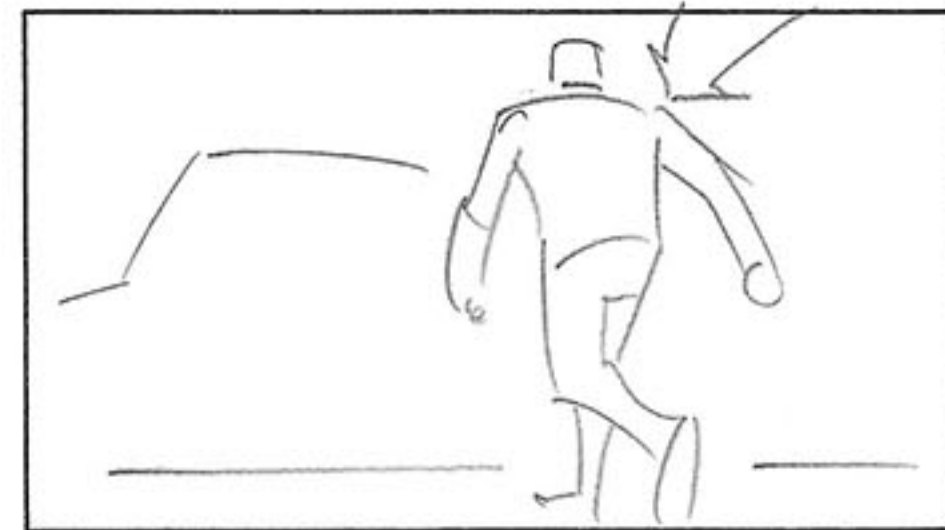
Copters fly out of Ntek hangar



Pull cam backward—bring command copter into FG



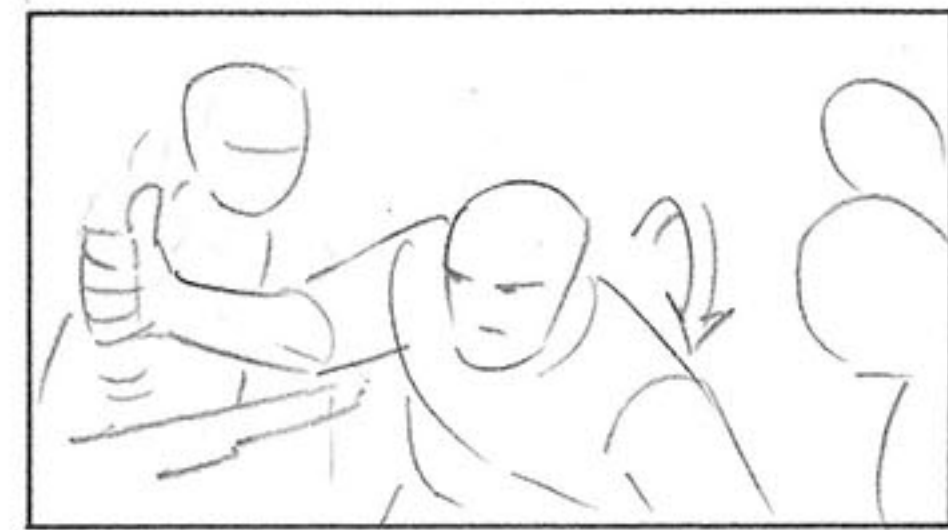
FORGE (IN)



Strides toward chopper



F approaches a chopper



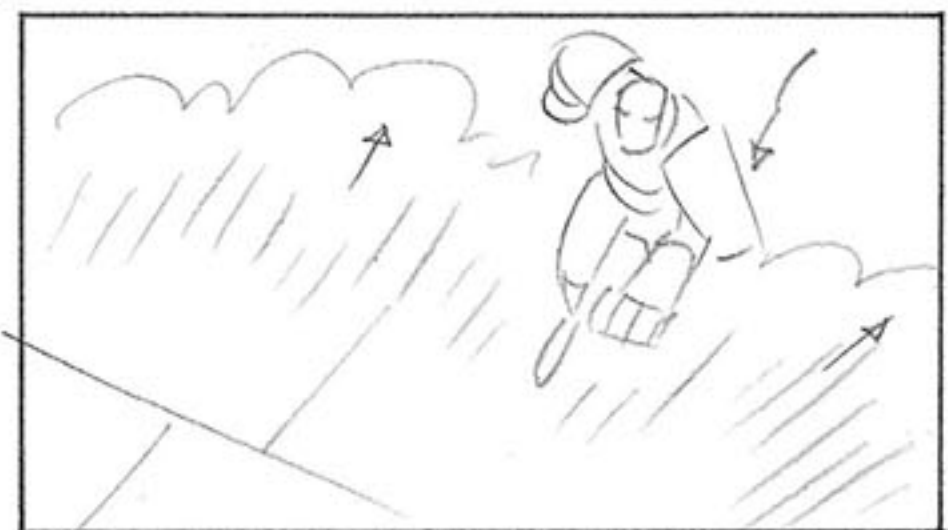
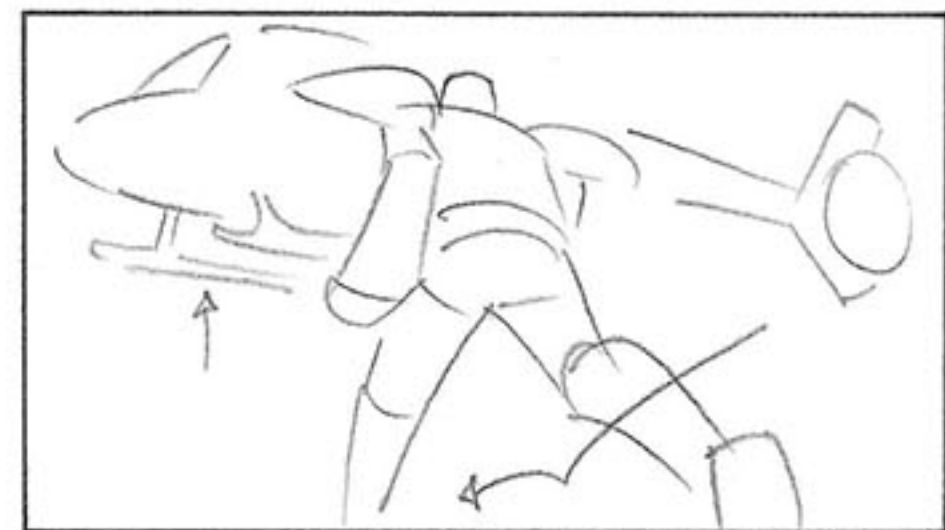
He jumps in, signals pilot to go



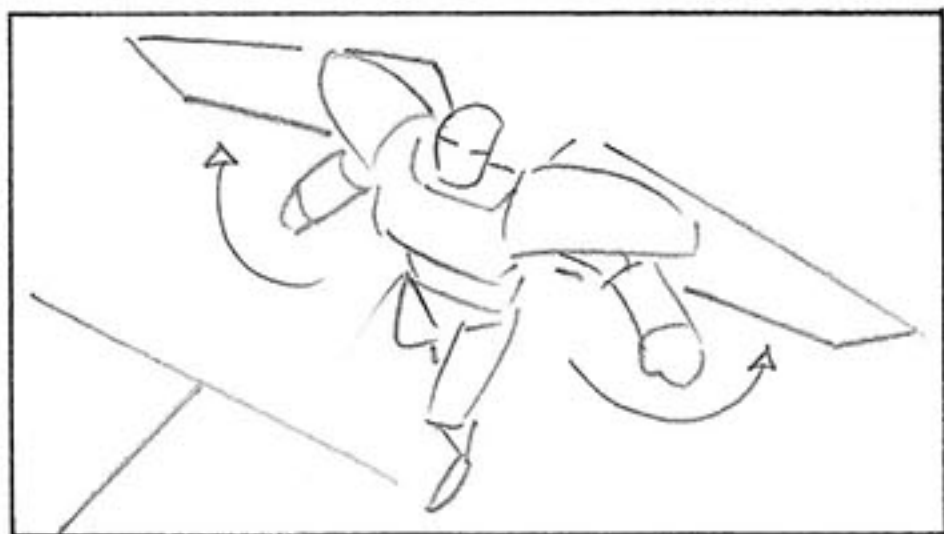
F reaches up for handhold
BG drops as copter rises



F's chopper rises—Cyro IN



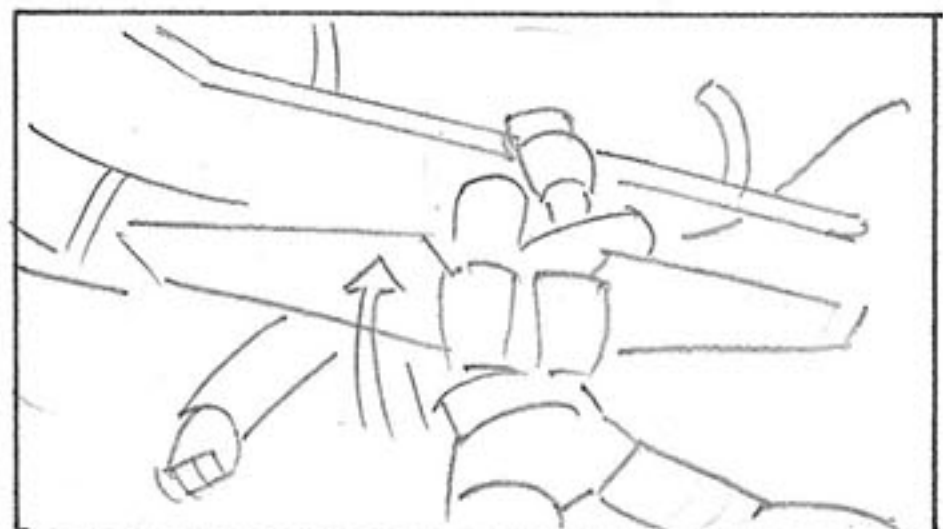
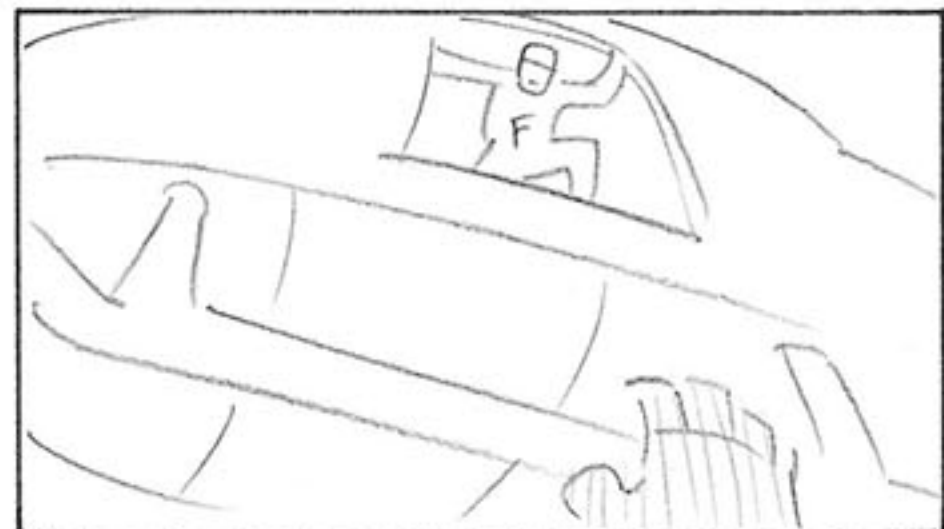
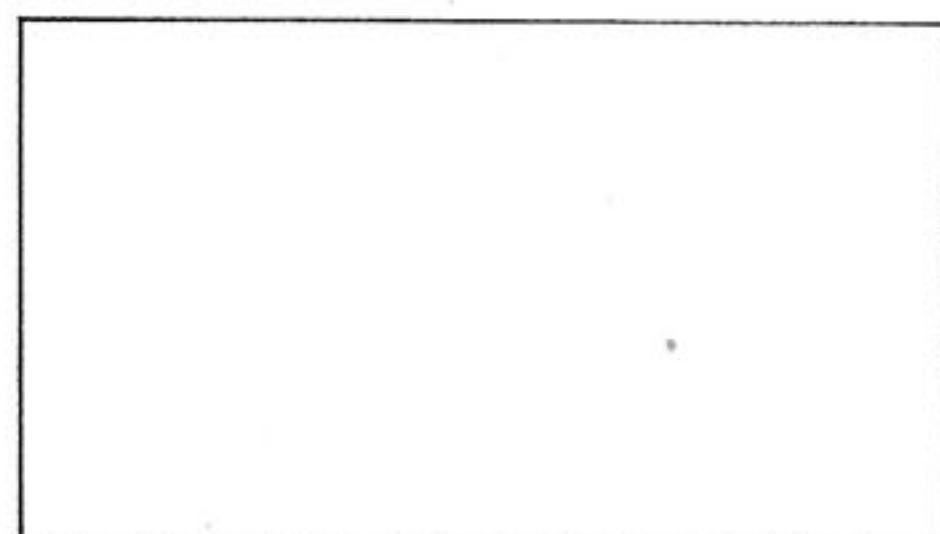
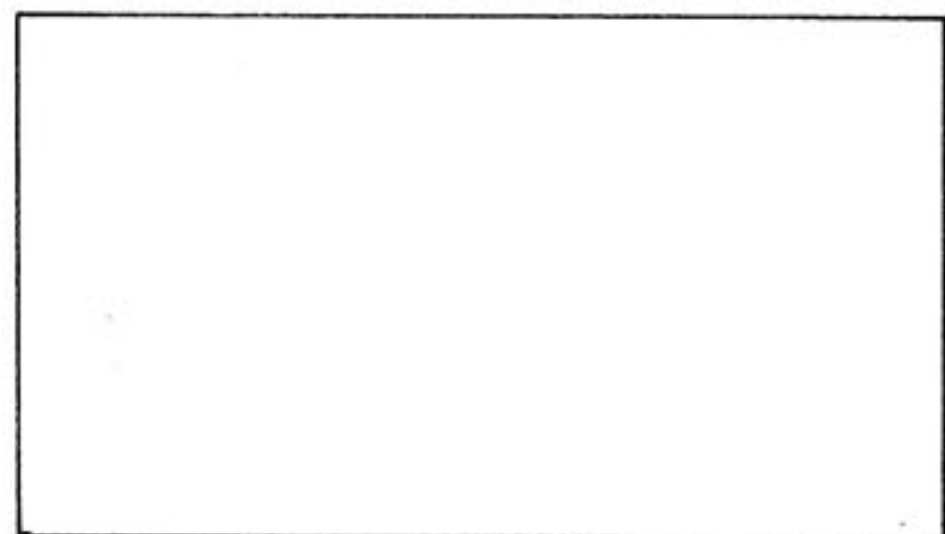
C8-A



Wings open



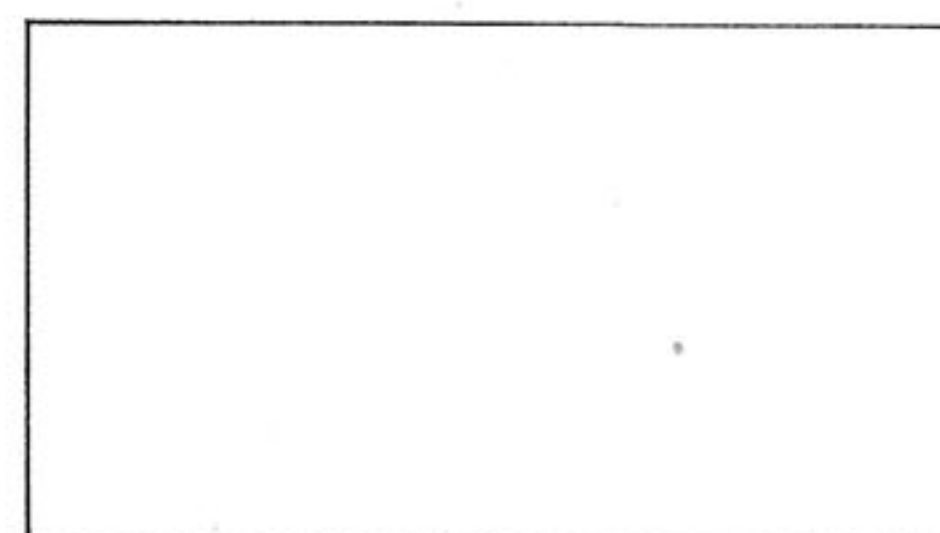
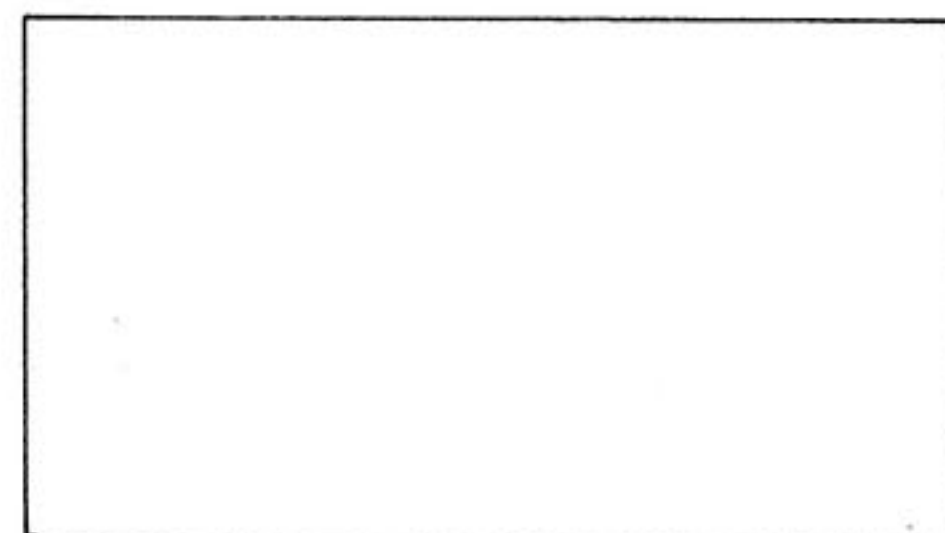
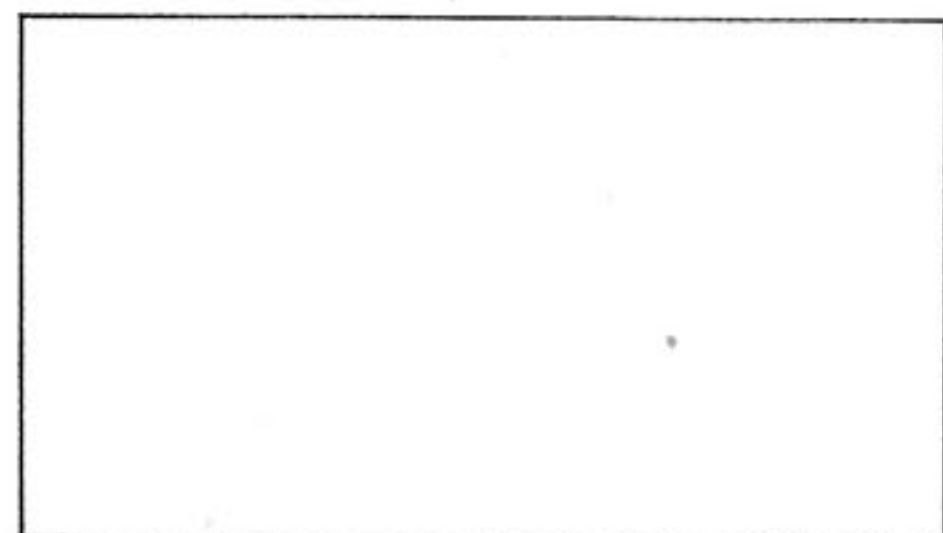
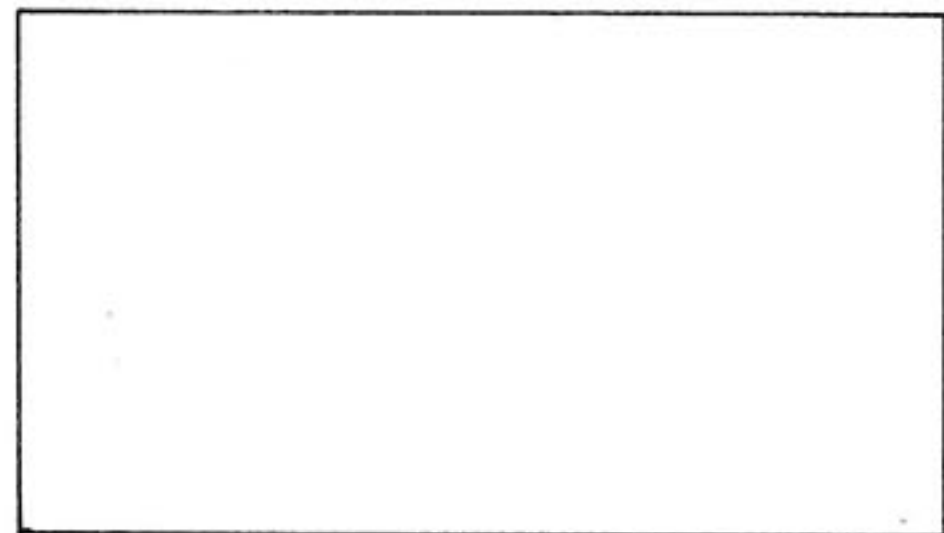
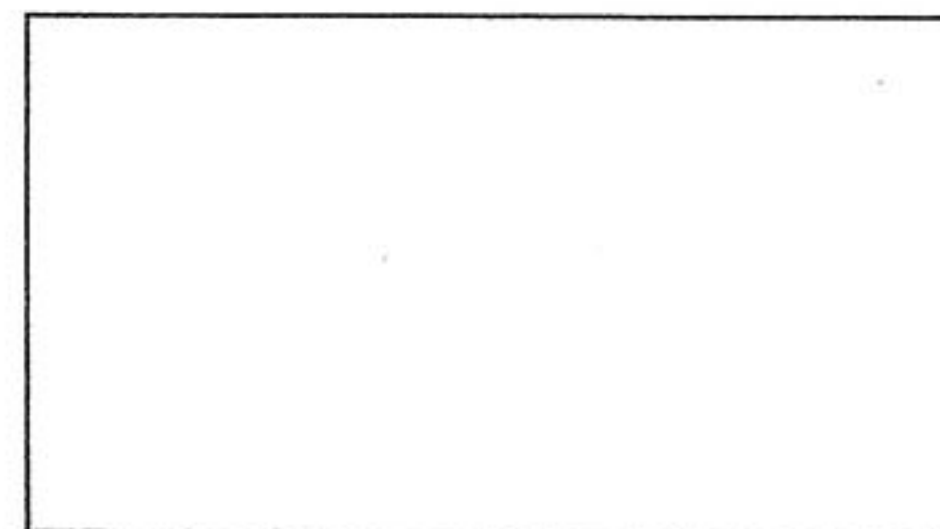
Rise up



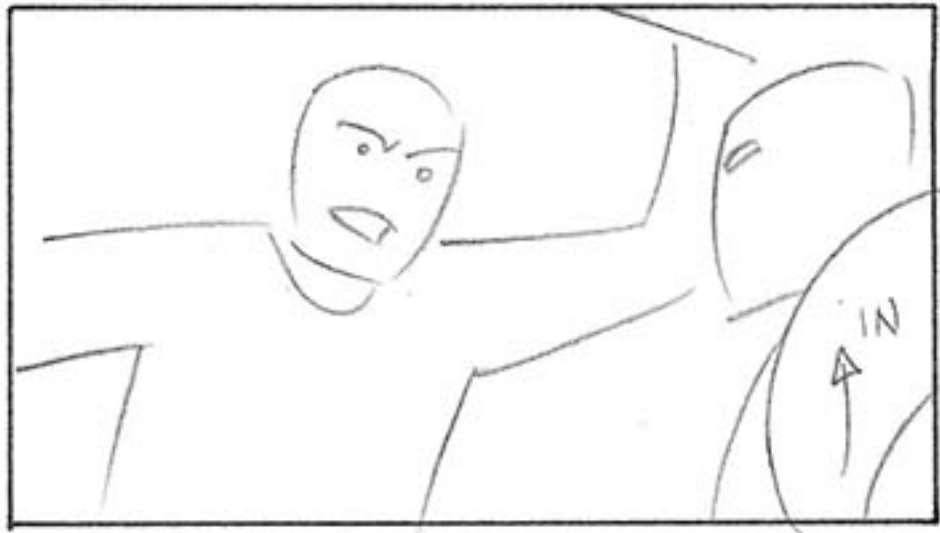
C grabs onto chopper



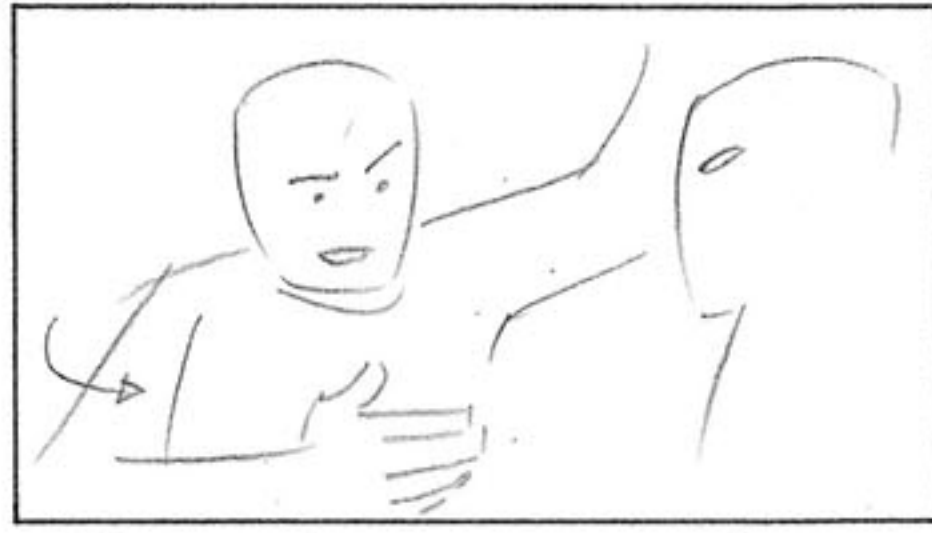
F: Good to have you —



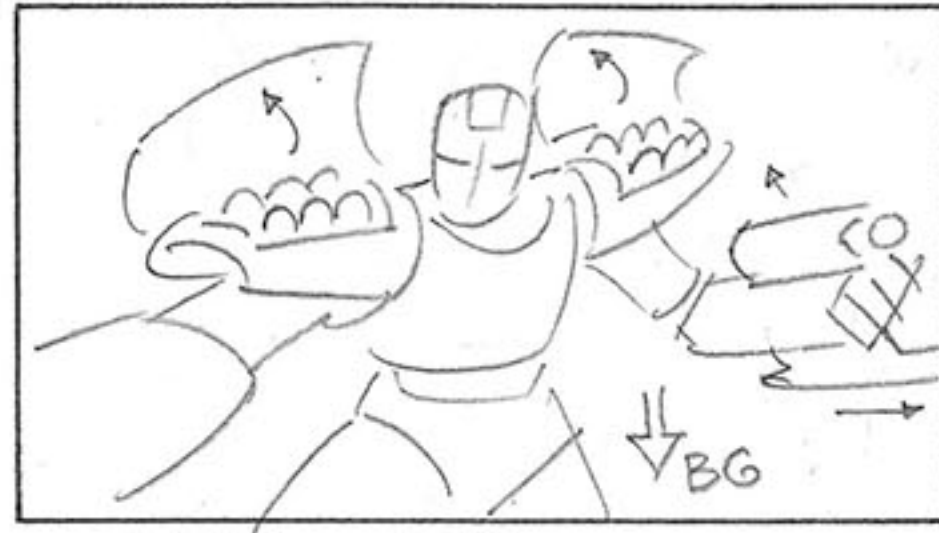
C9



-back online! Looks like



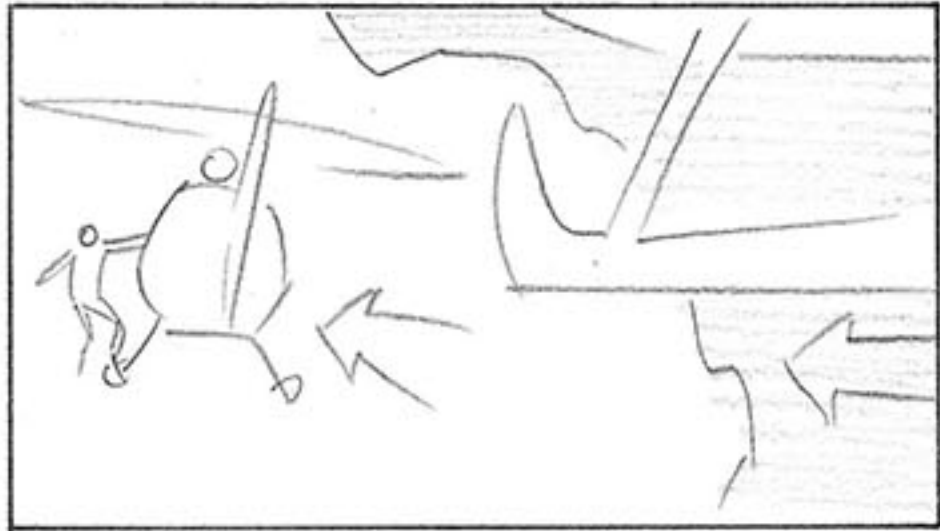
You got some upgrades.



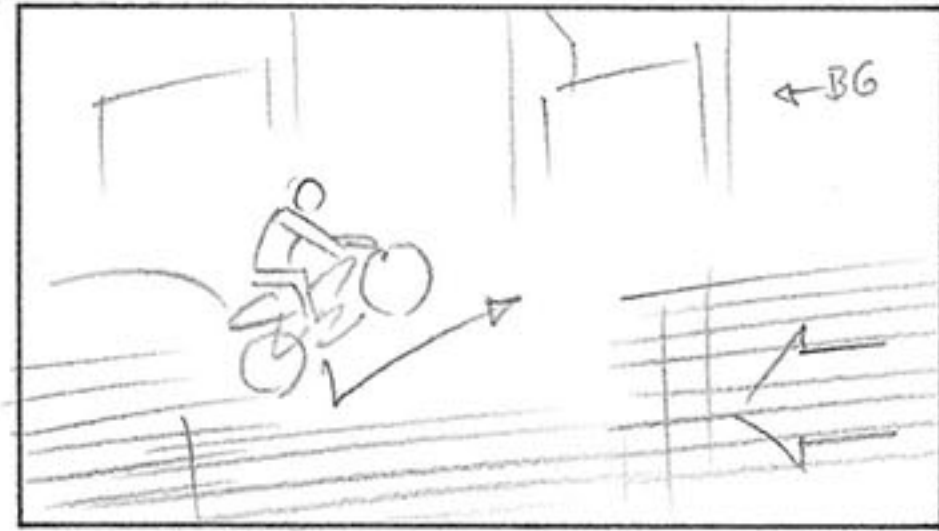
C: Affirmative
(weapons pop out - he is now
'Spy Attack Cytro')



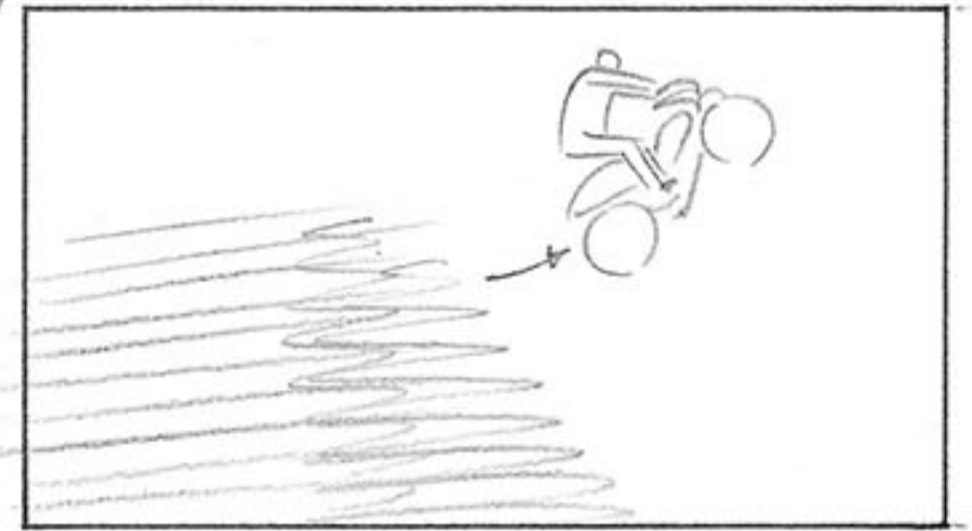
Cut to reverse



Choppers move out



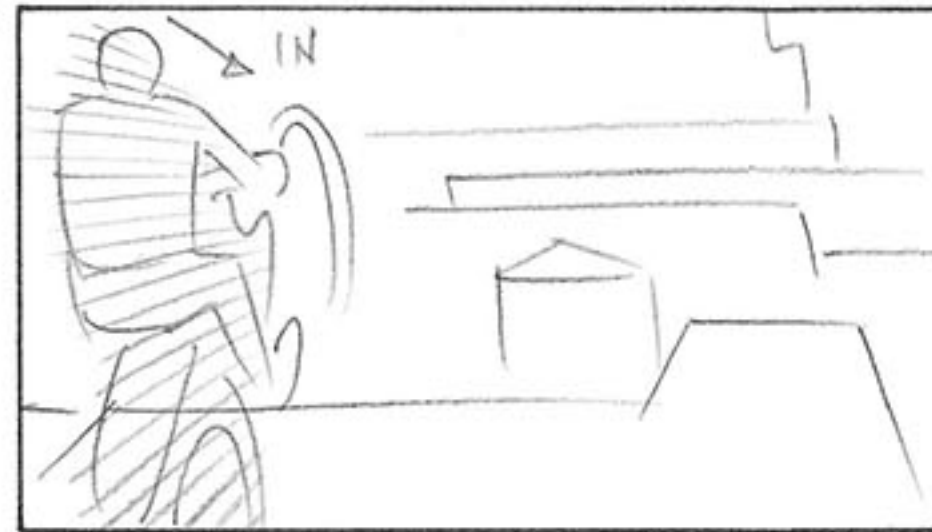
Back to M - zooming over
rooftops (block C)
M: Ferrus, I'll get to the museum -



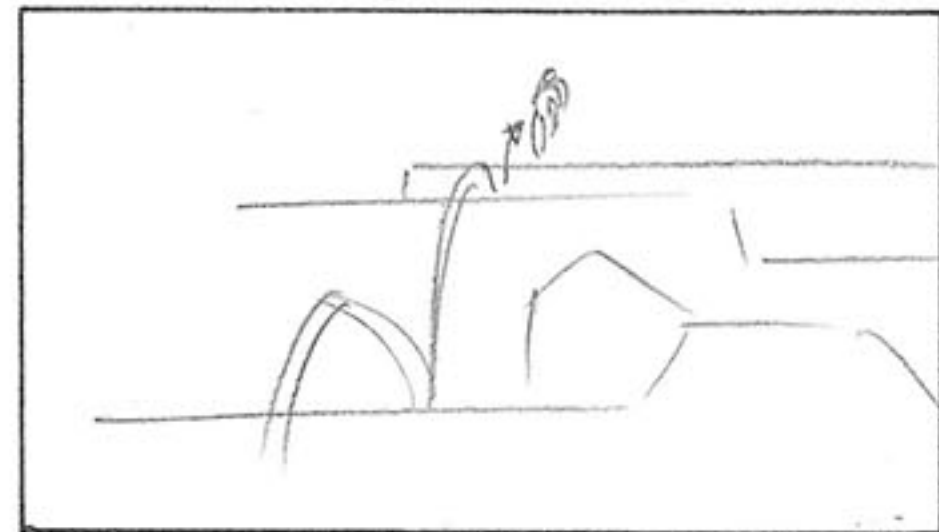
M launches into midair



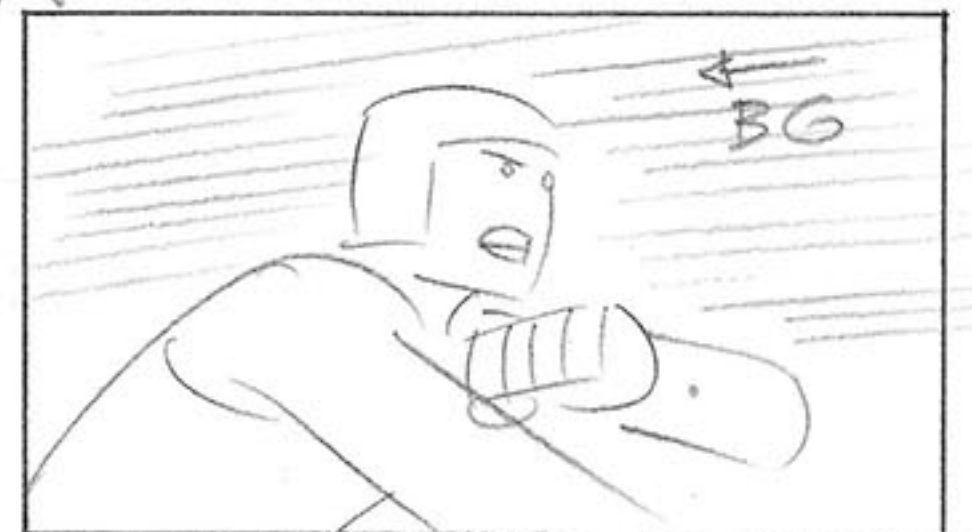
M flies from block C to D
(block A in BG)



Fly in toward block D
rooftops
(looking EAST)



leaping from one
to the next

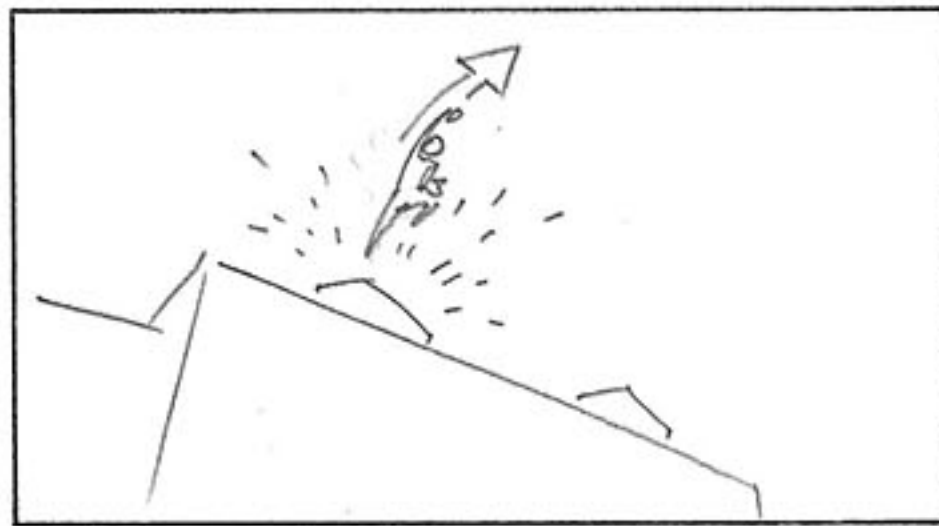


You surround the creatures,
keep them pinned down!
F(VO) Good plan, Steel!

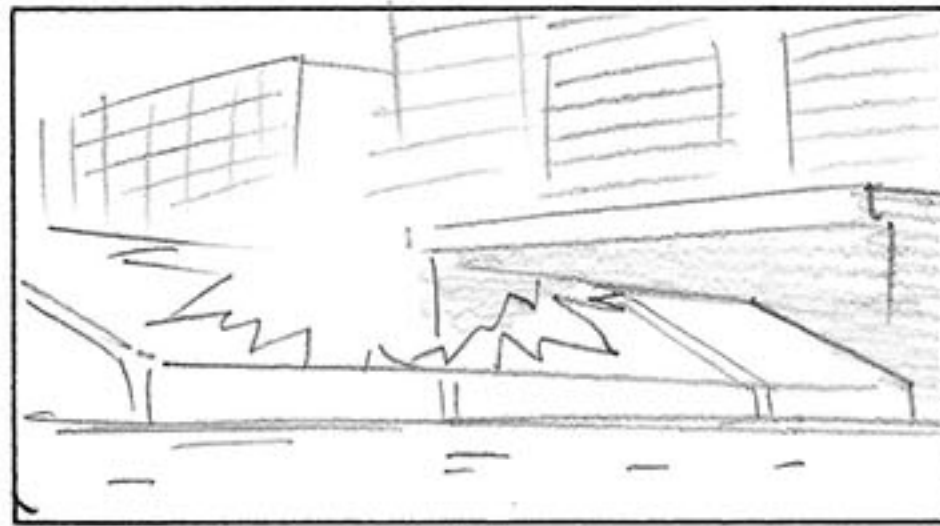
C9.A



Ext museum



Pan up - Ext bursts out of skylight



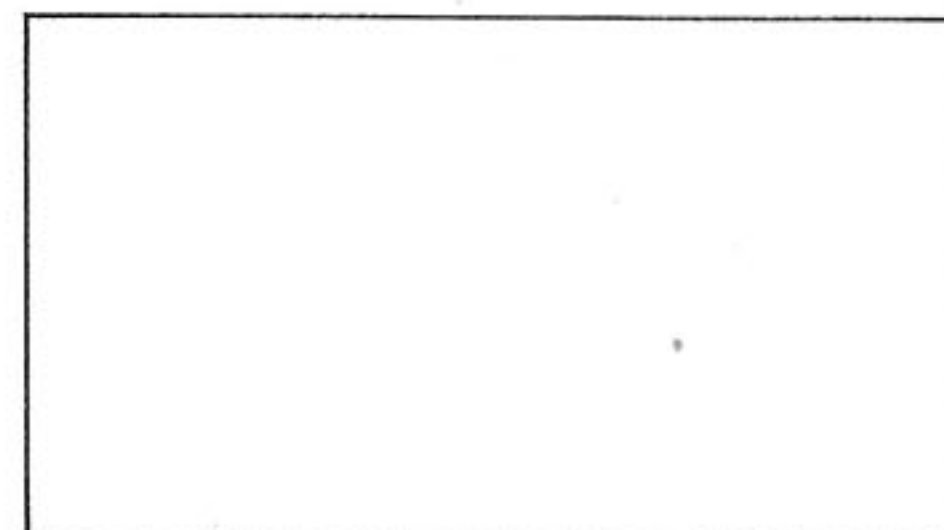
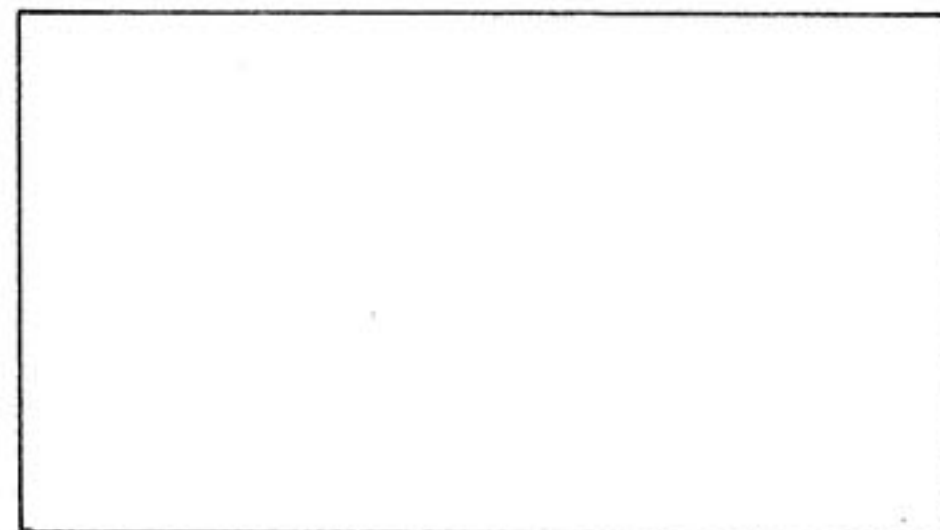
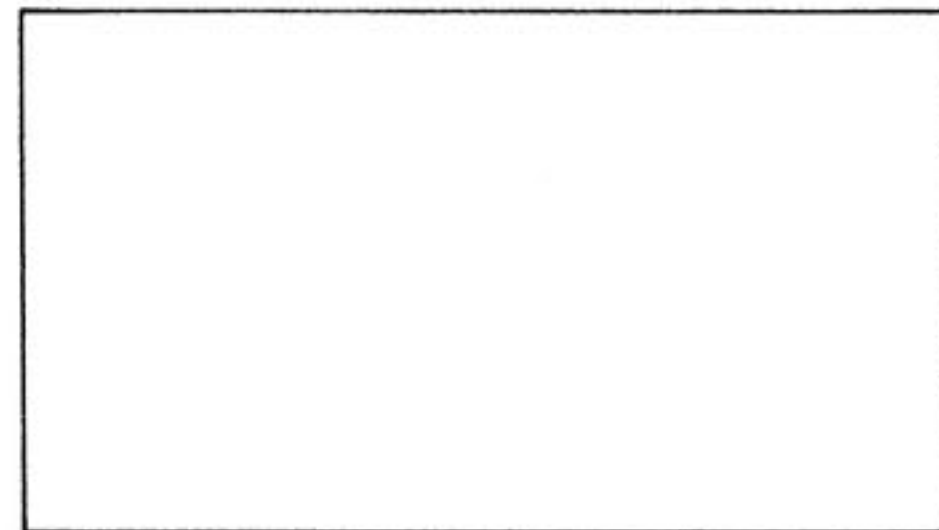
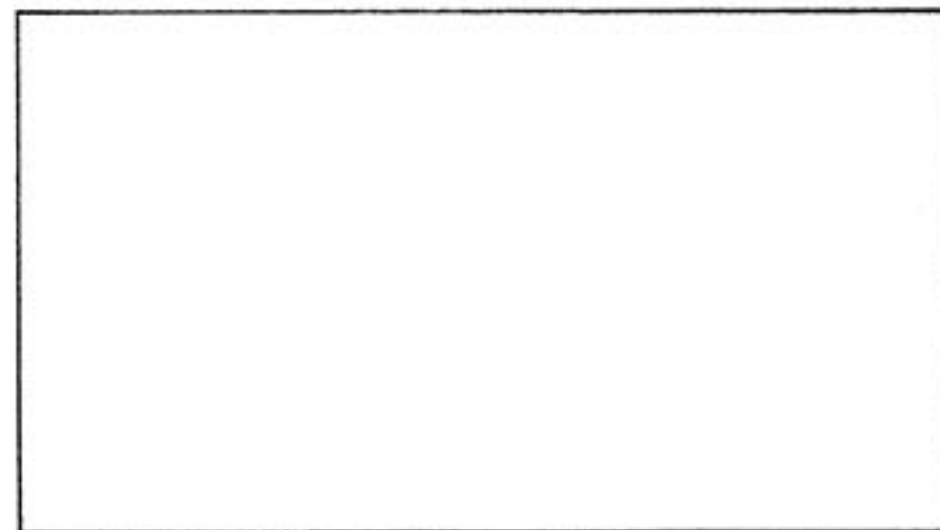
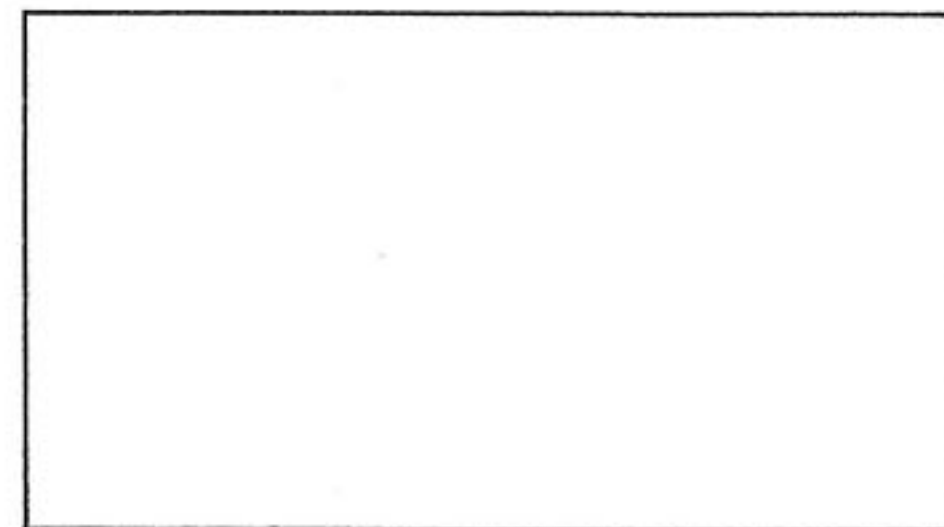
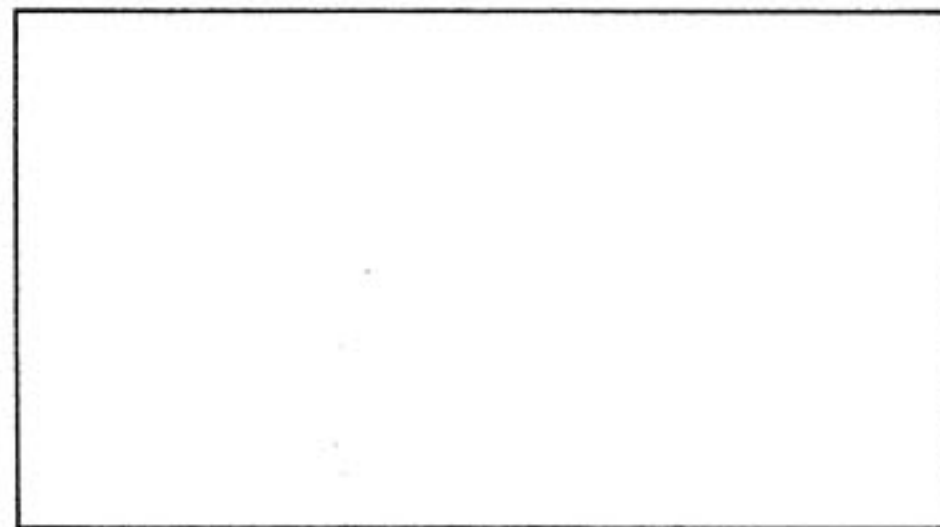
Go to rooftop
(Block D, bldg 5)
- Block A in BG -



TILT UP as he stands,
holding anti-elementium



TRUCK IN as Ext reacts
to motorcycle SFX





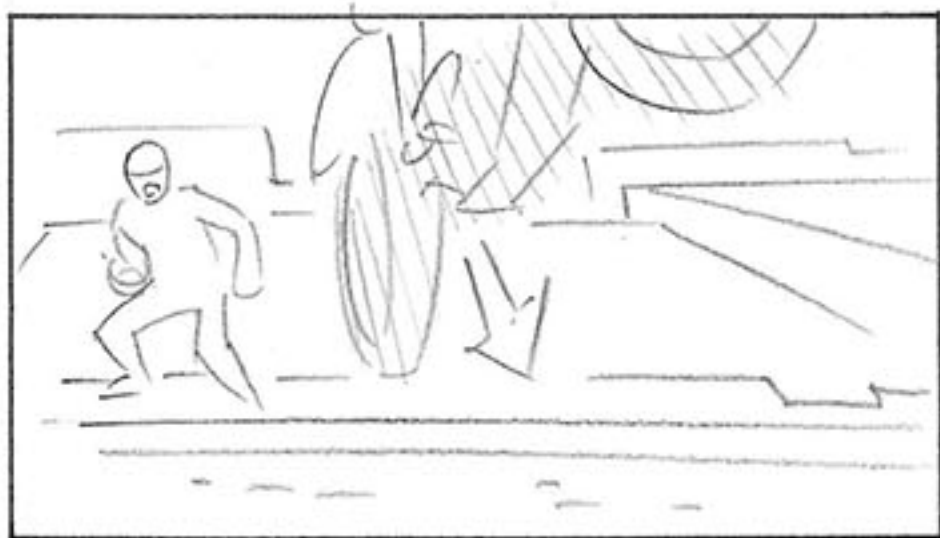
M: Troy!



↑ TILT UP — STOP!

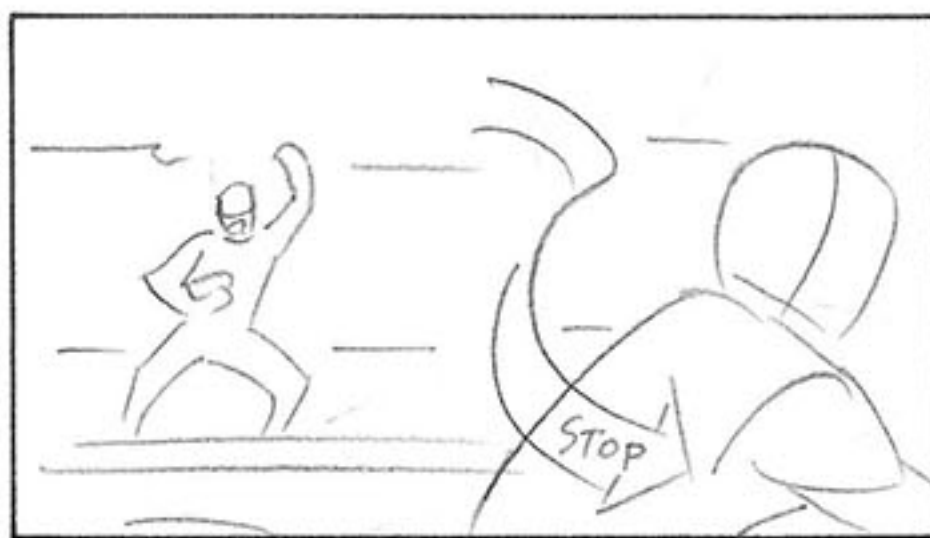


EX: TROY?

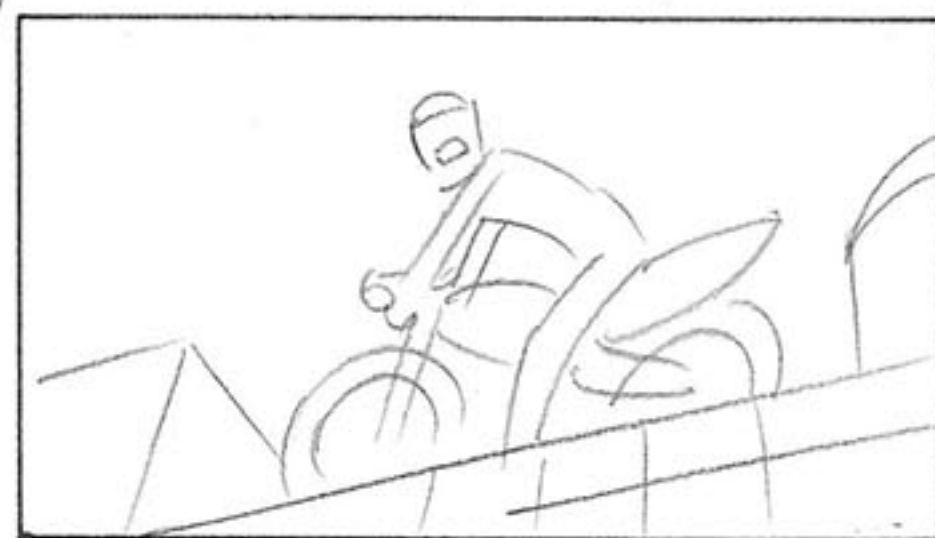


EX: Troy NO longer — exists!

↑ this shot is
looking WEST



(M lands on bldg 4)

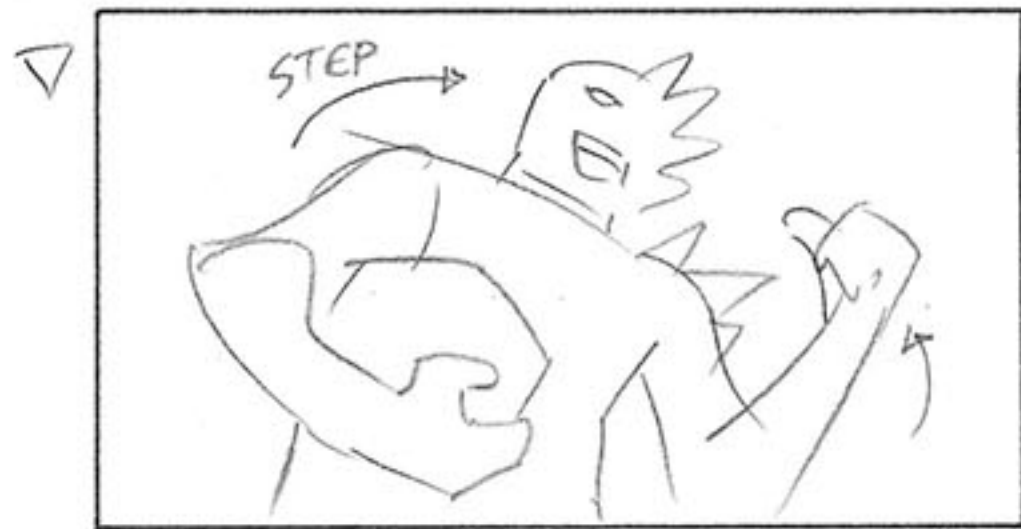


M: I don't believe that!
Do you realize —

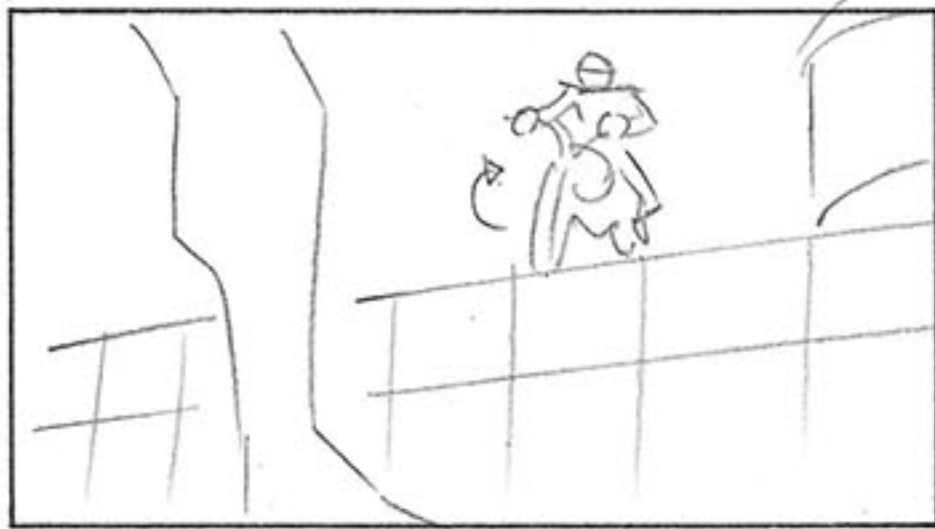


— you're helping a madman
poison our planet?

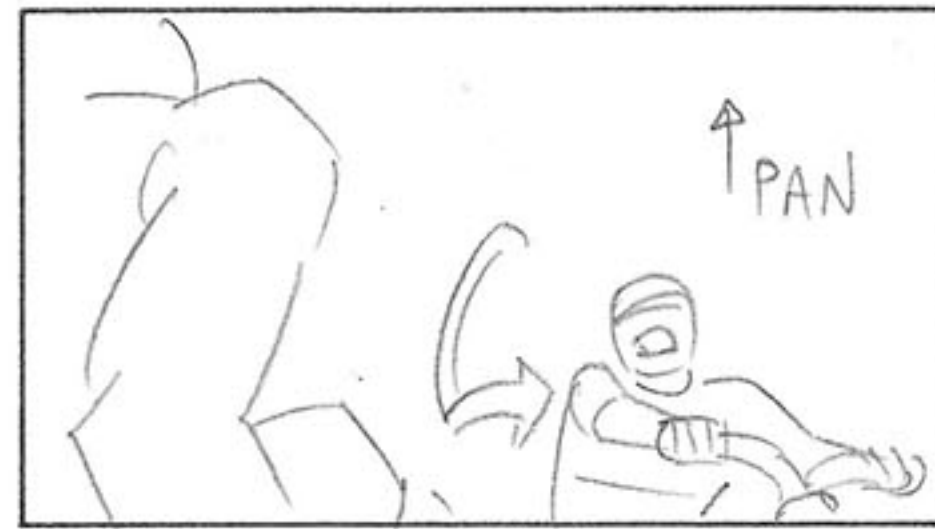
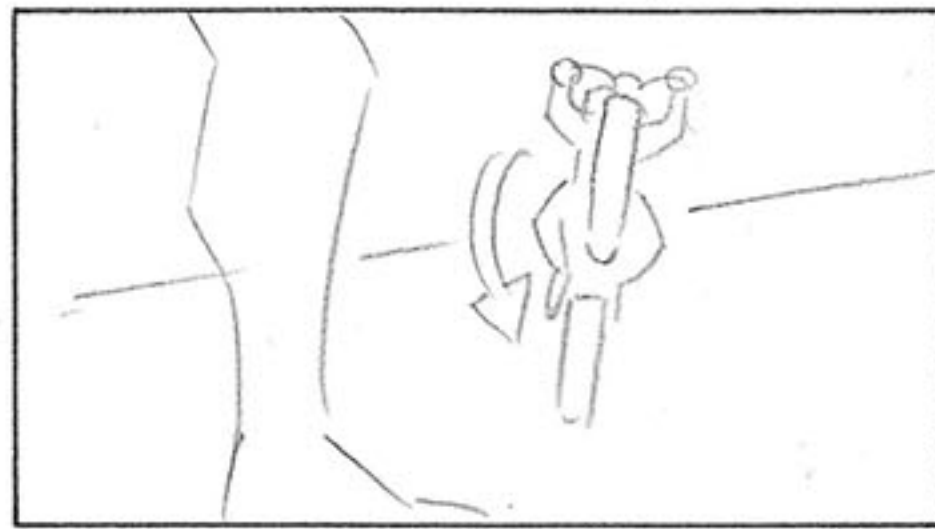
C11



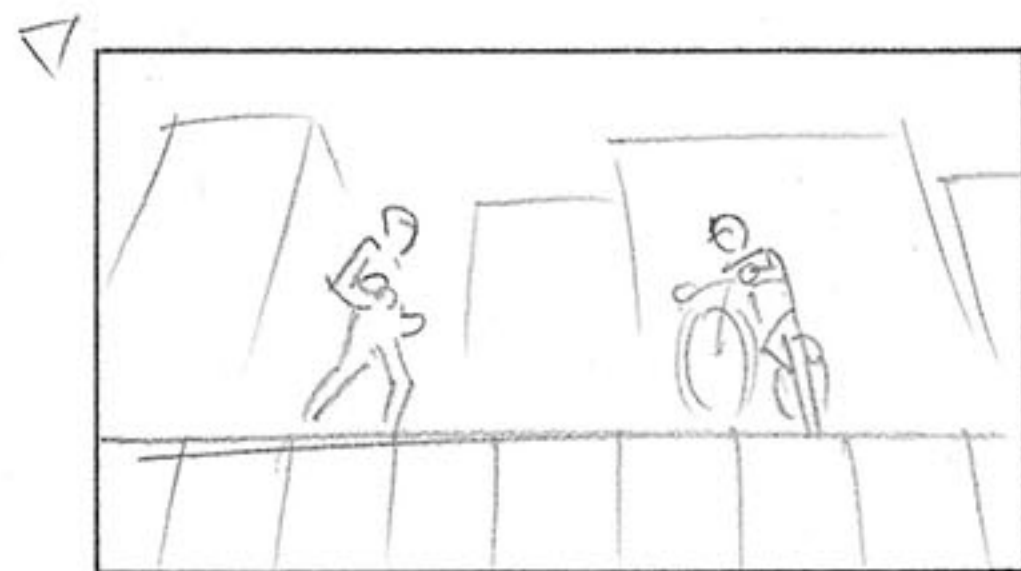
EX: Works for me!



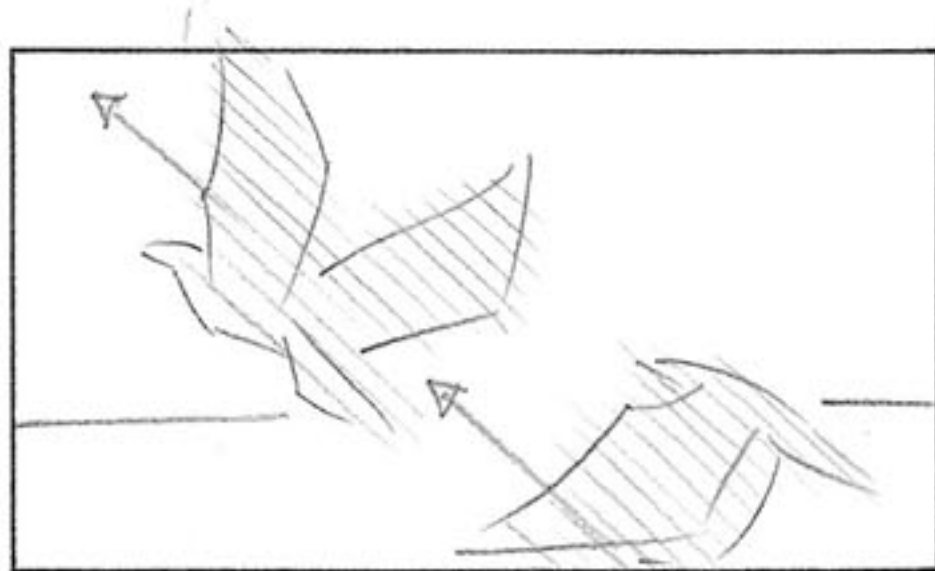
M jumps down from 4 to 5



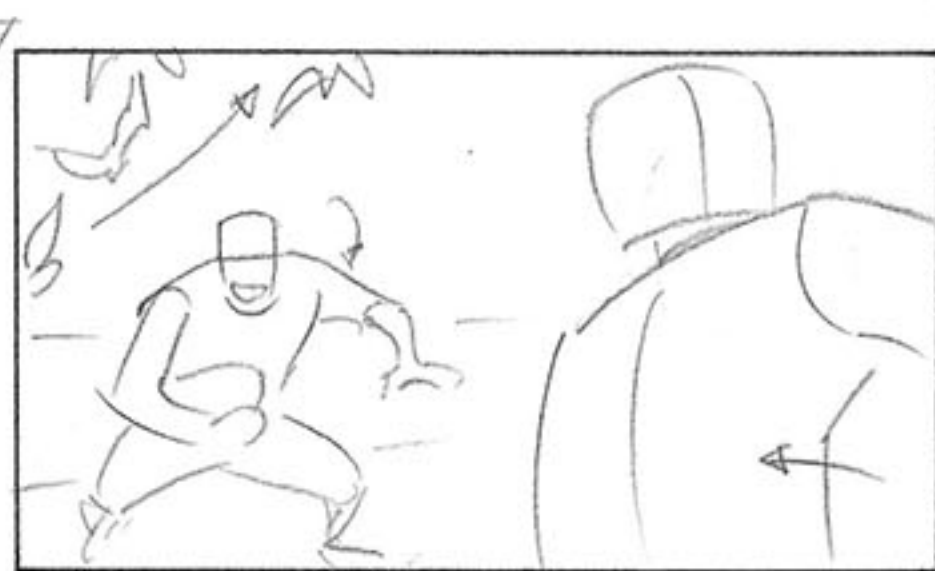
M: I'm not gonna let you do that!



EX: Sounds like a challenge.



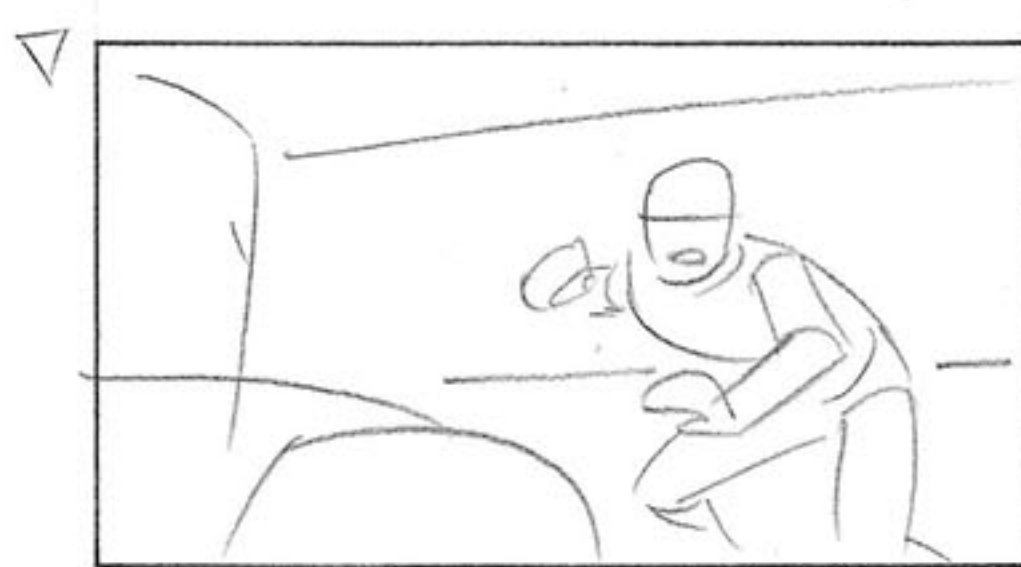
(Ravens thru FG)
I love a challenge!



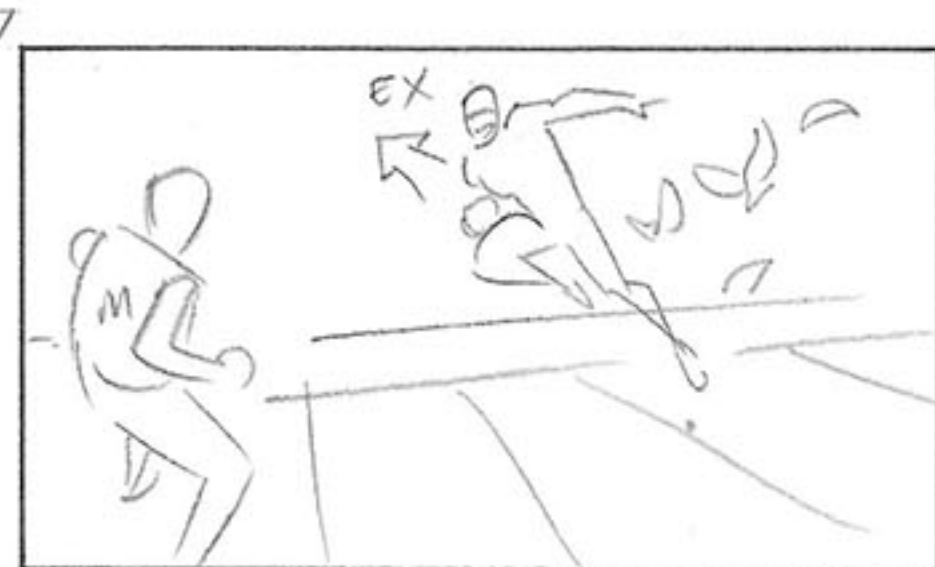
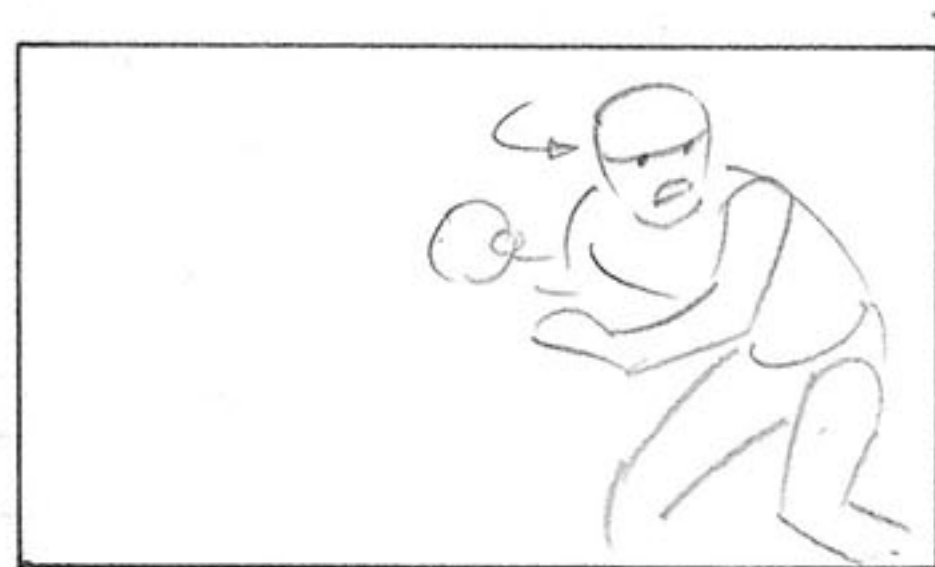
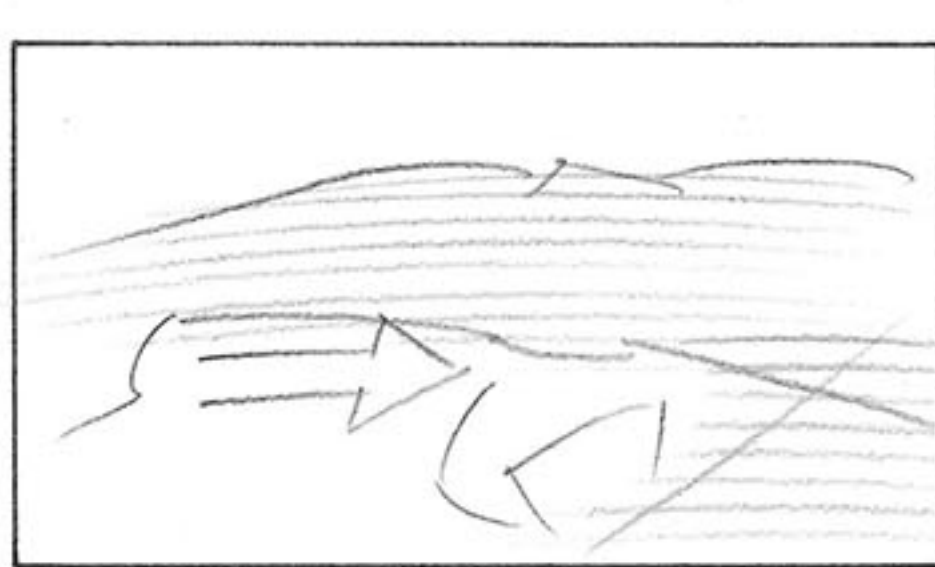
M moves off bike
On your mark...



Ready...

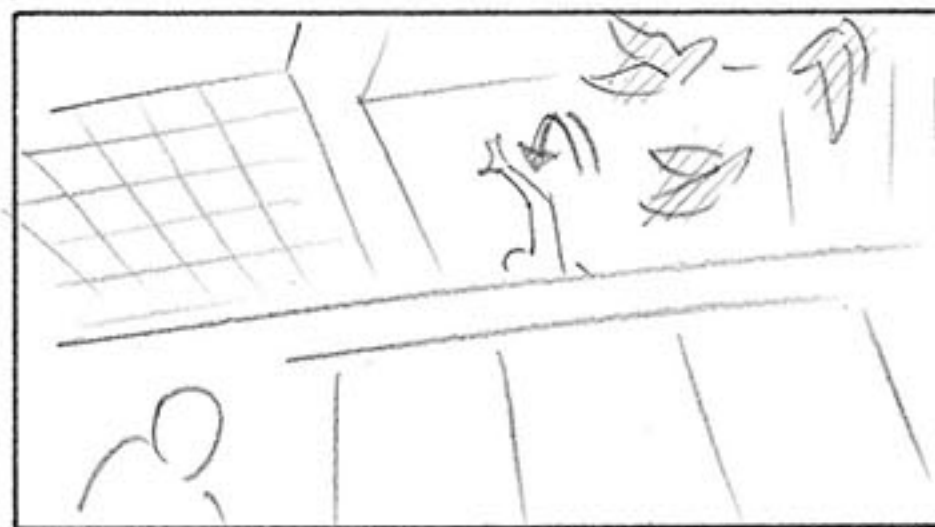


Set...

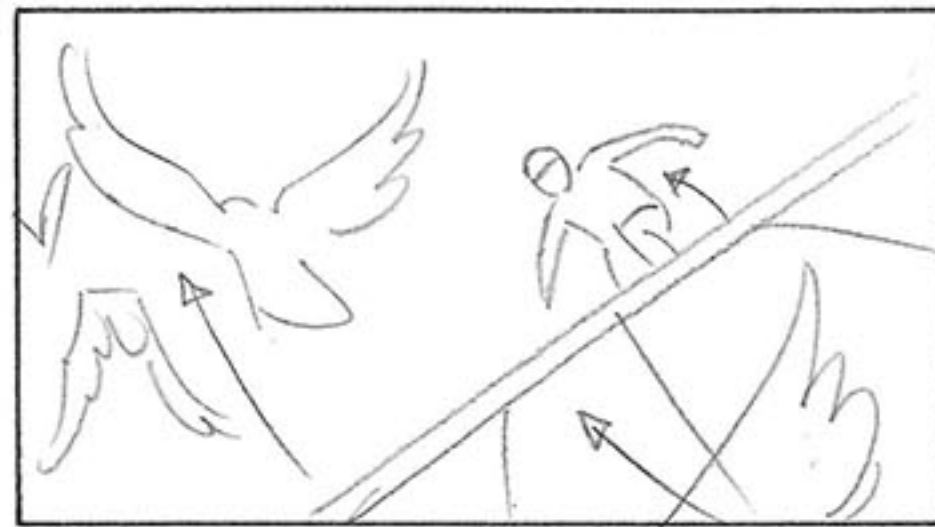
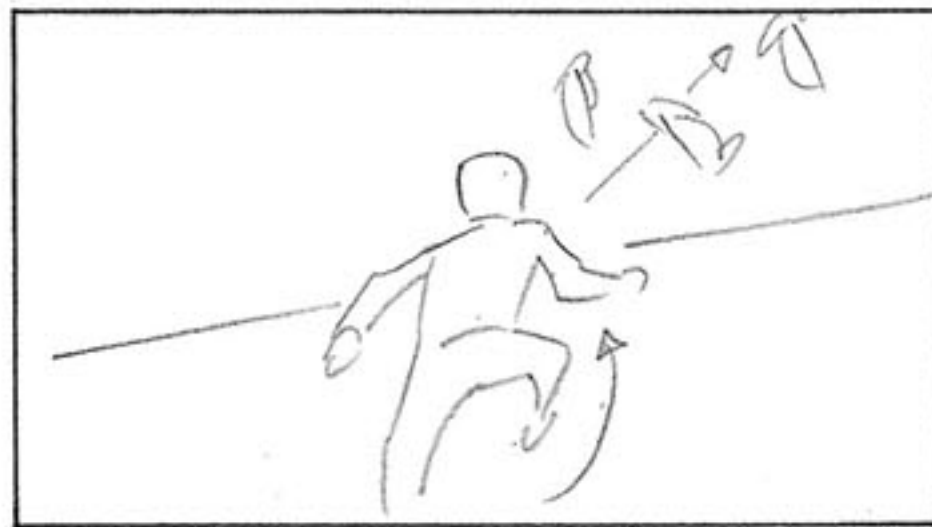


EX: Extract—

C12



CRANE UP/TILT DOWN
—and become!



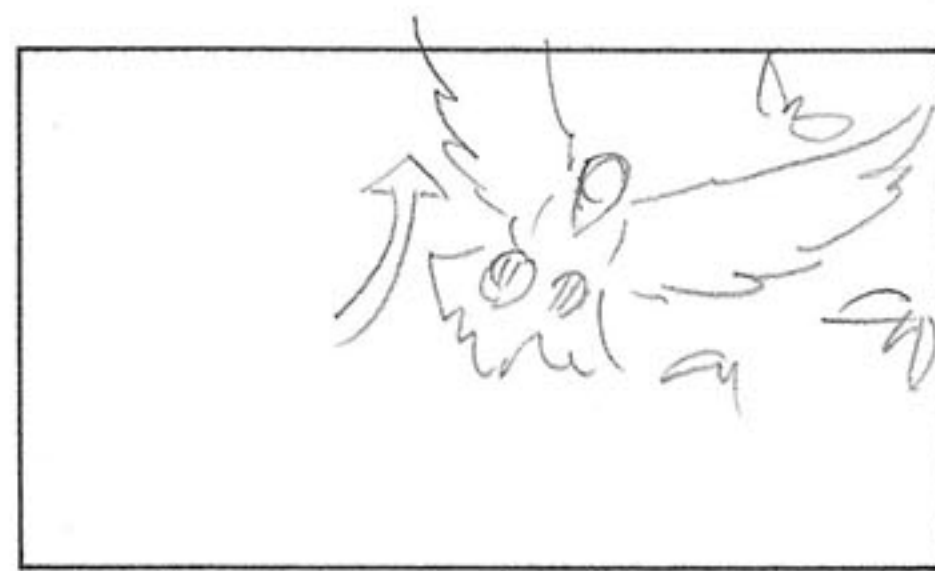
(IN)
Close on EX clutching a raven



Start to morph



Upshot—finish morph



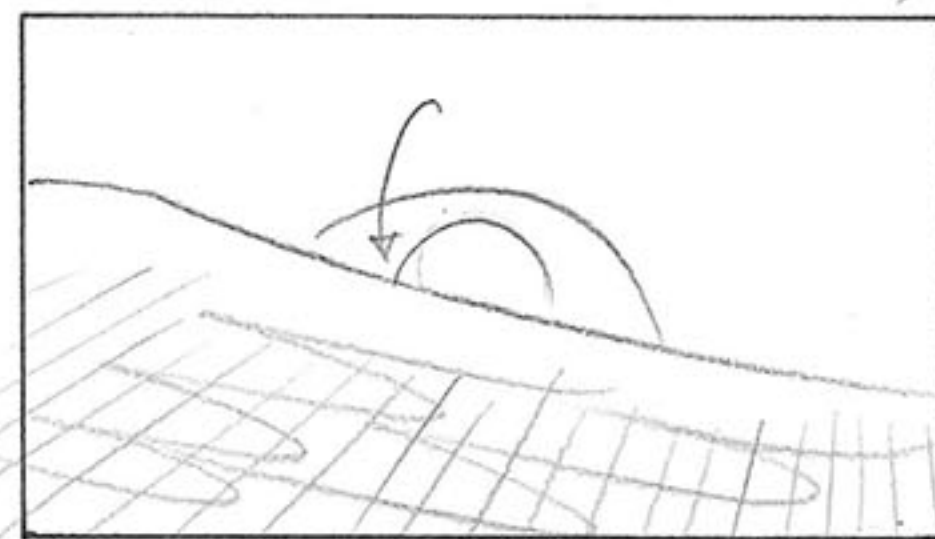
Ex Raven!
(holding glowing rock in
talon)



OUT



M at roof edge —
cam pushes in fast



M ducks

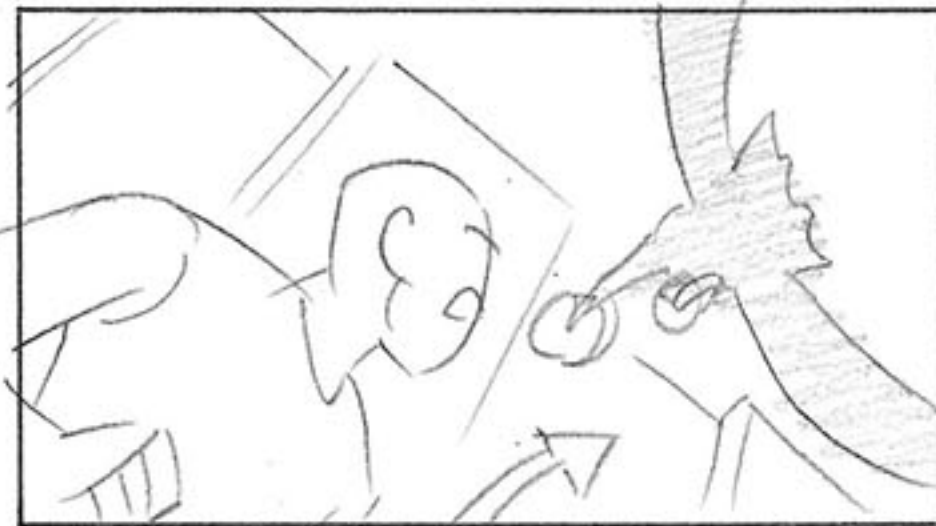


Ex Raven zooms
thru XFG

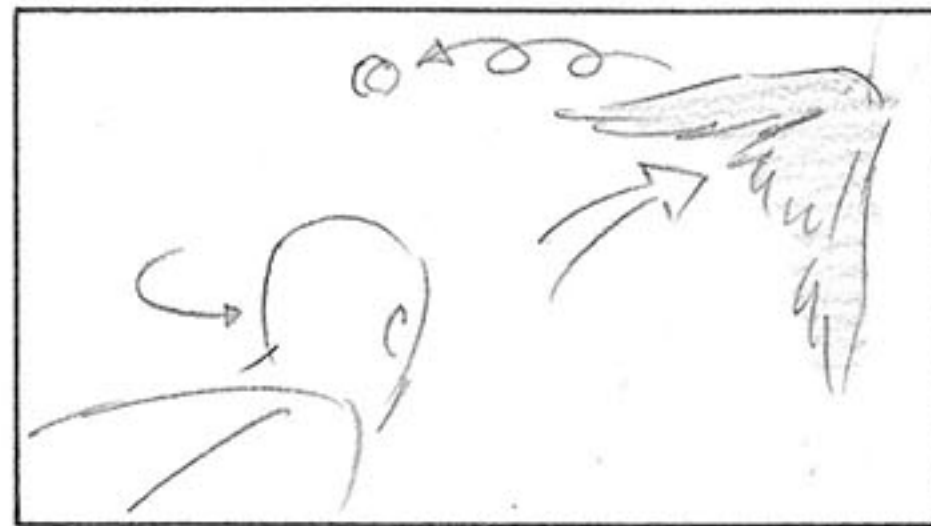
C13



ExR pulls off M's helmet
(while covering FG)



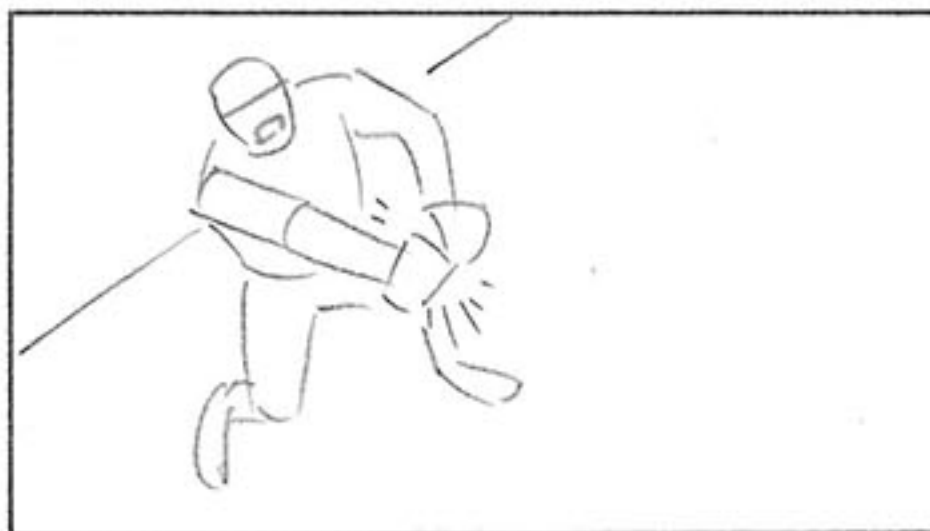
Tilt up as Max
Rises



ExR drops helmet
Ex: You'll never catch me!



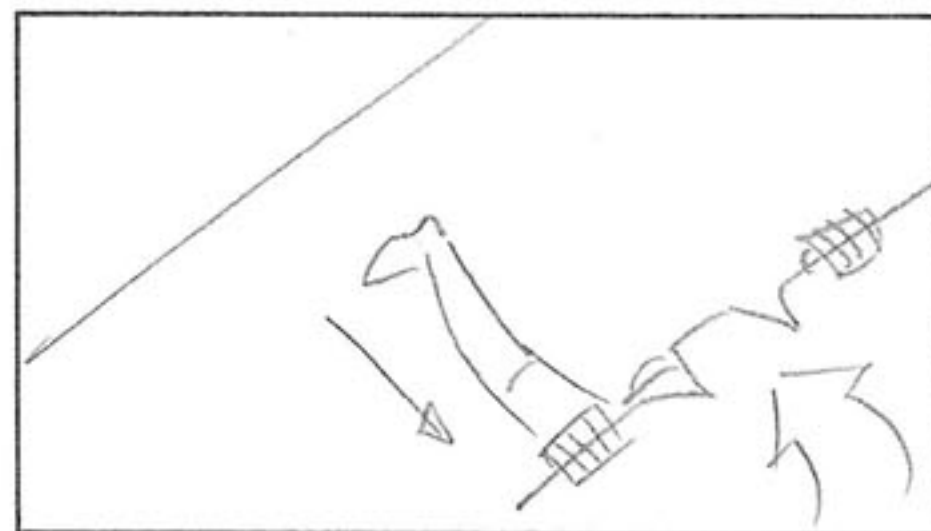
Grab cube



Crack cube



Cytek falcon pops out
M: GOING TURBO!



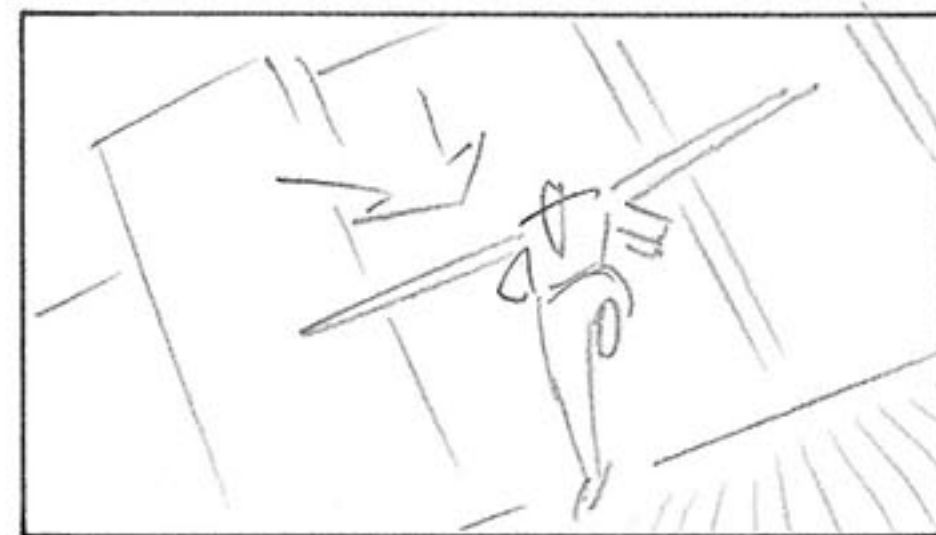
Run OS



Behind M-running &
putting wings on



M gains FWD -
green energy



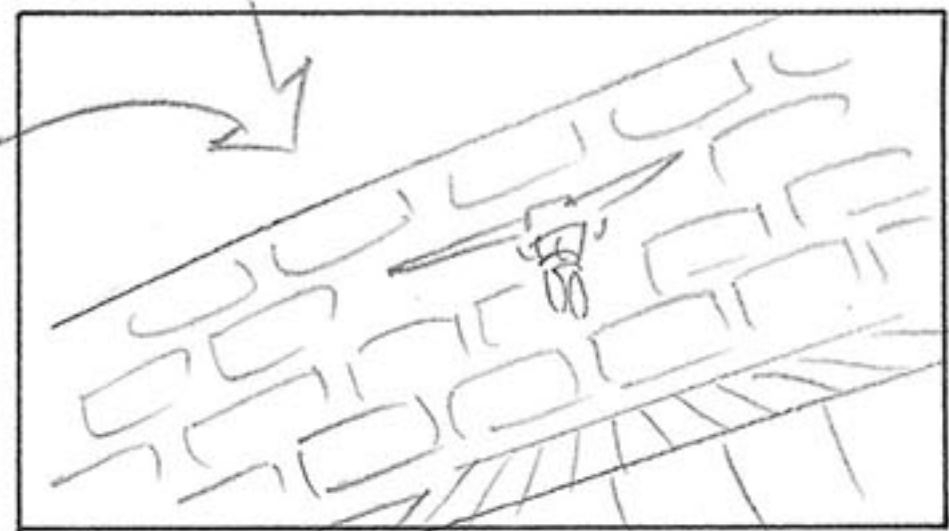
Flight pack powers up
(running across
roofs 4 & 3 - Northbound)



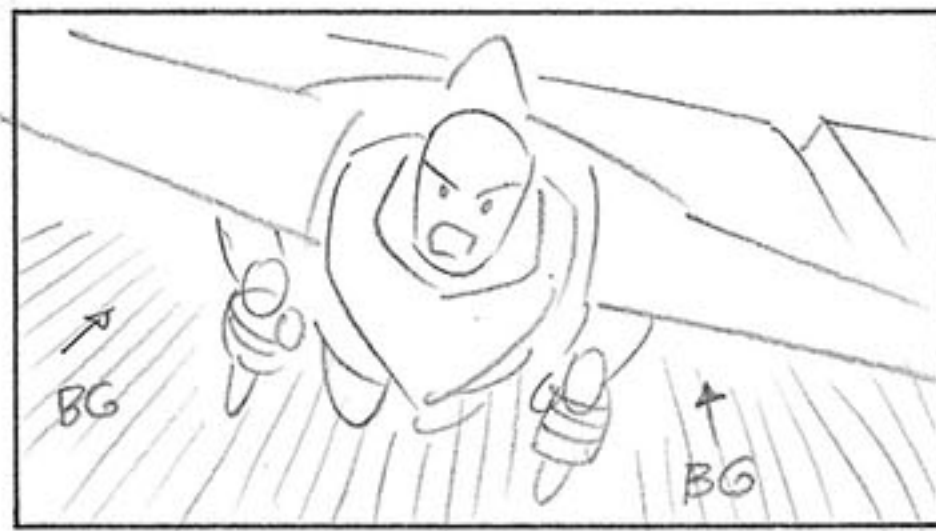
leap



C14



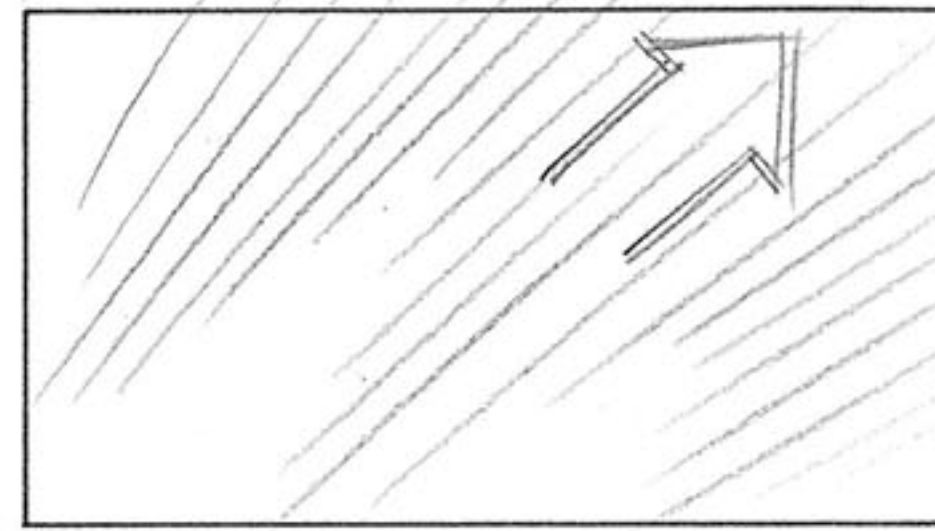
TILT DOWN to see M dropping toward traffic



M: TURBOFY



GEAR!



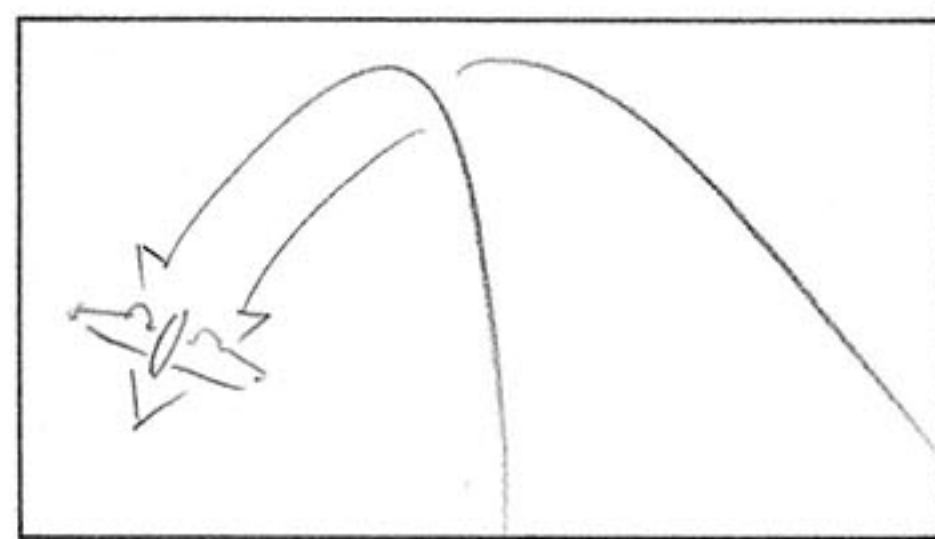
Speed Blur — trailing green energy



Upshot EXR passes over



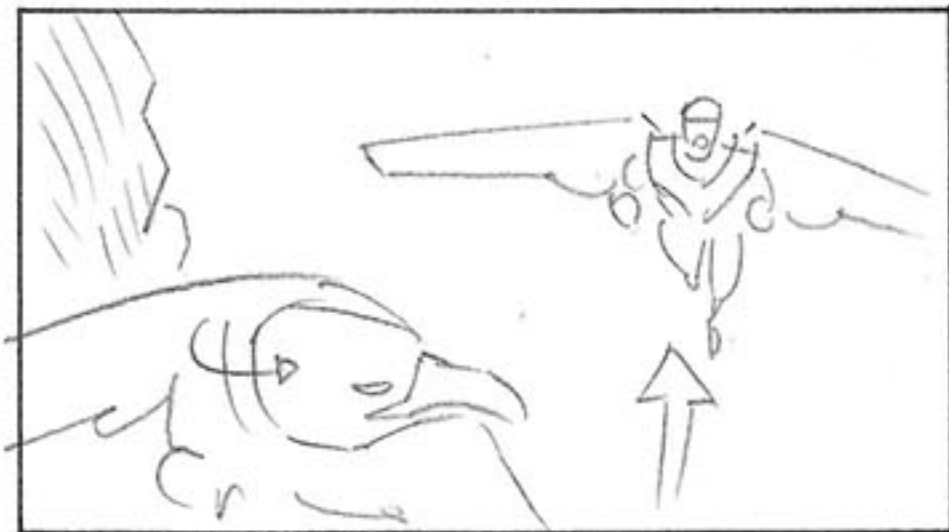
MAX IN



Follows EXR OS



M: Extroyer!



The biggest challenge you have is inside yourself!



What you're doing is wrong!



M descends toward EXR
You want a fight? Fight the darkness!





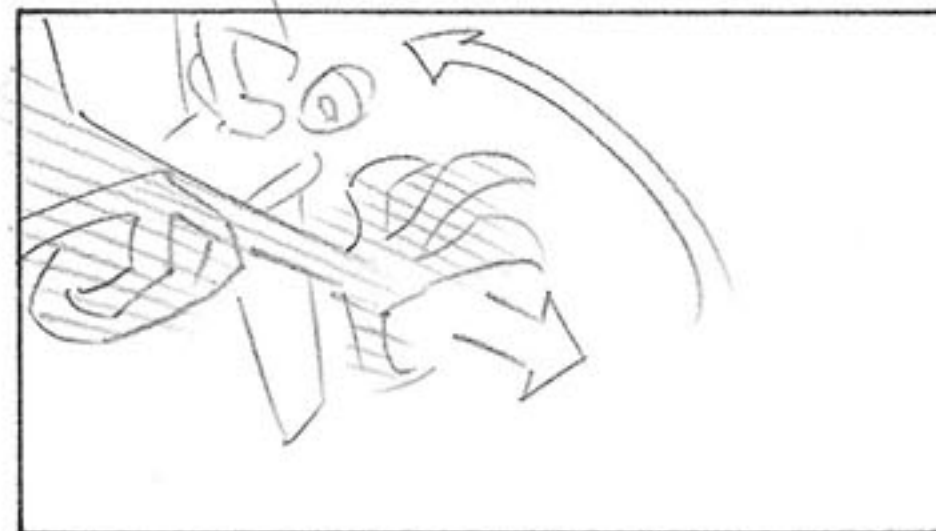
ExR rolls over

(Talon UP)
EXR: Max, I —(M dodges Talon)
—AM the darkness!

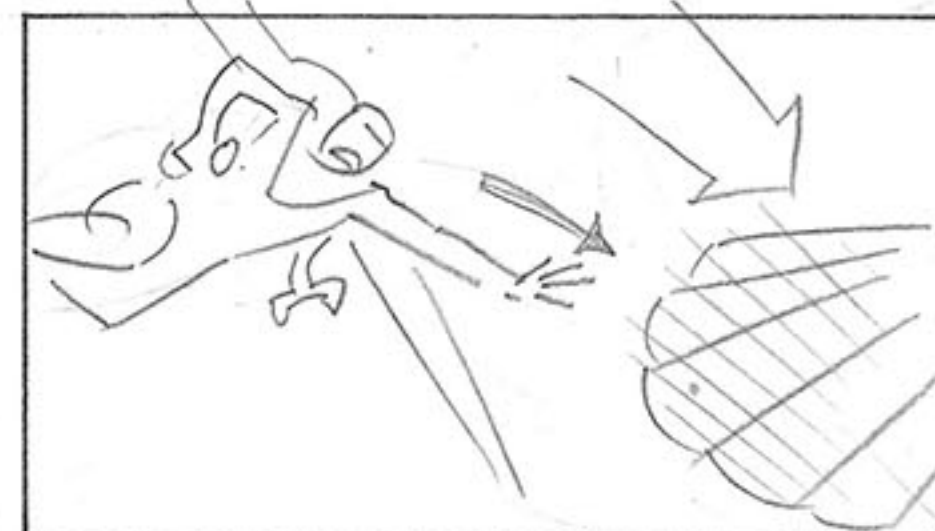
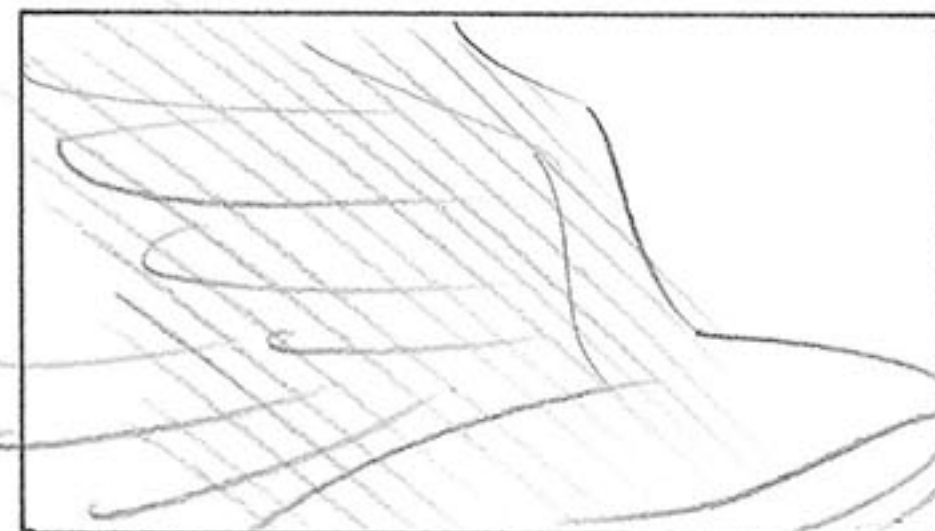
I AM EXTROYER!



M: No, you're Troy Winter!

This is a fight you can
win, I know you can!Close on ExR — think
for a beat—then charge
EXR: SCREEECH!

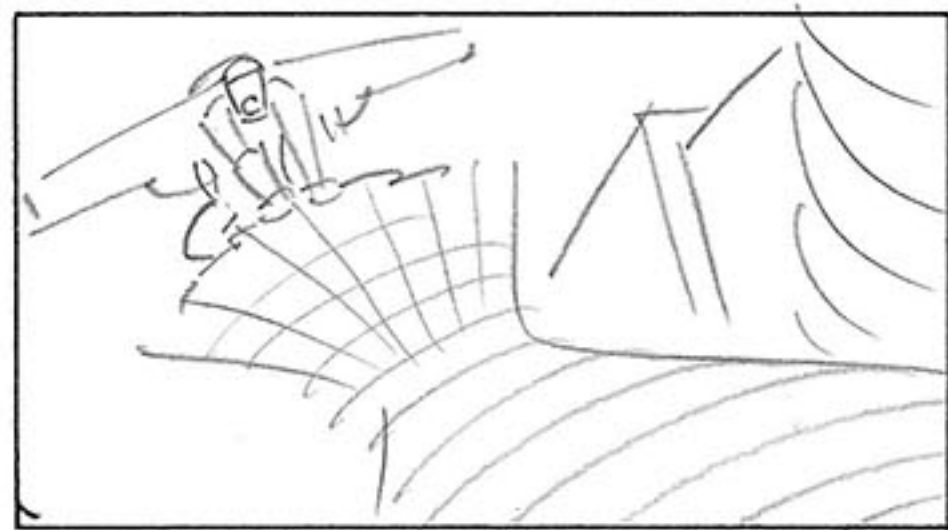
Max rolls



M reaches for TAIL



IN — STOP

Turn head
(wings flapping)M holding tight
M: Troy, you owe me one!

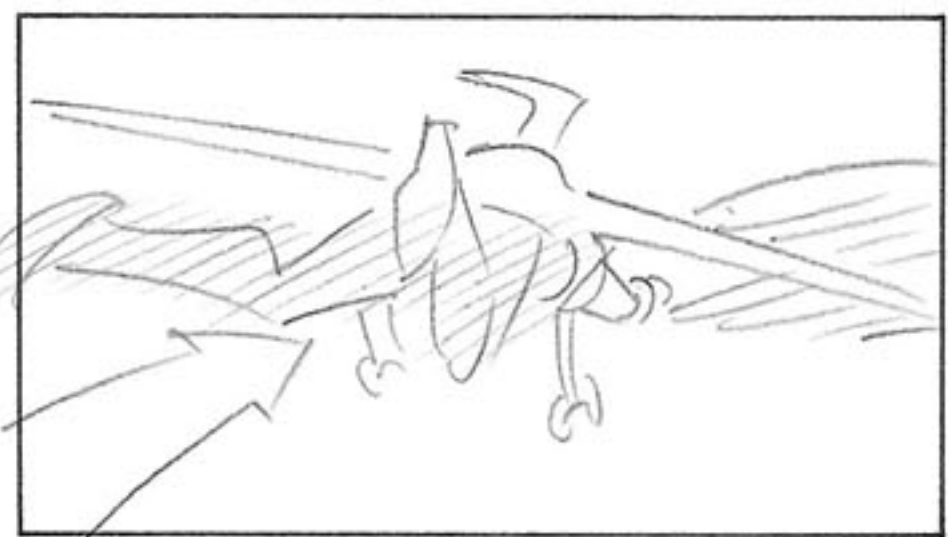
You owe yourself!



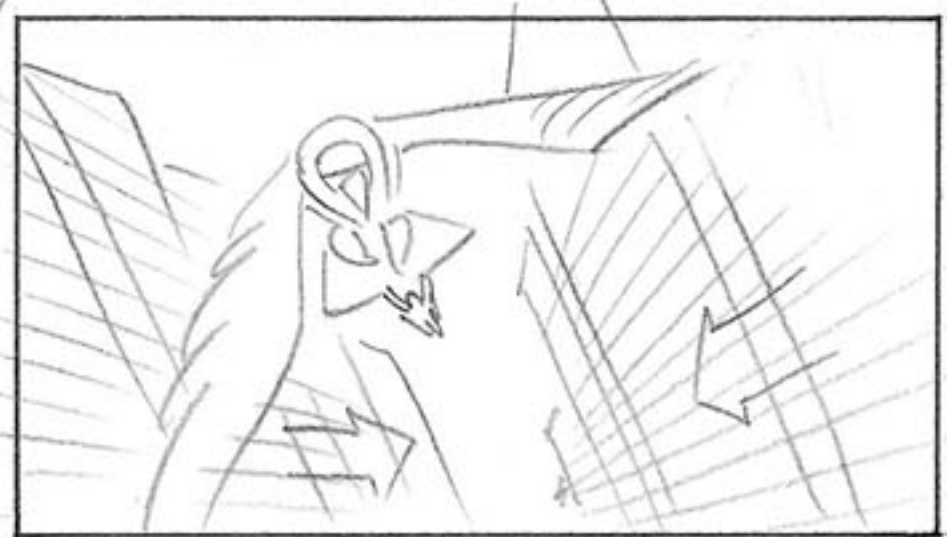
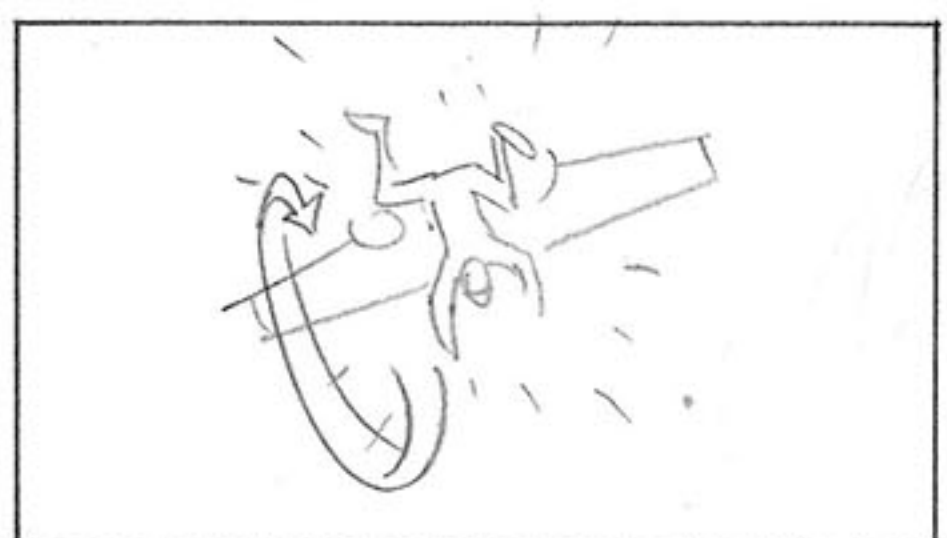
SCREECH

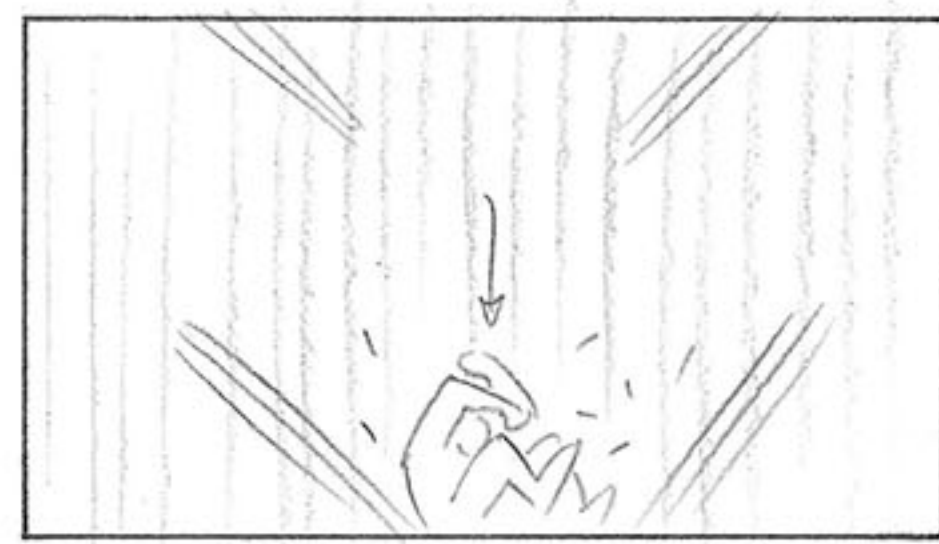
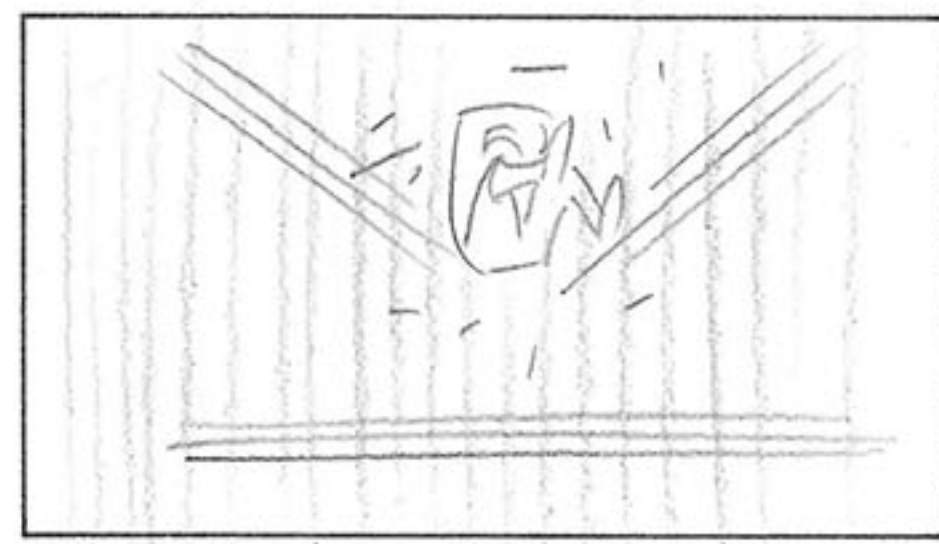
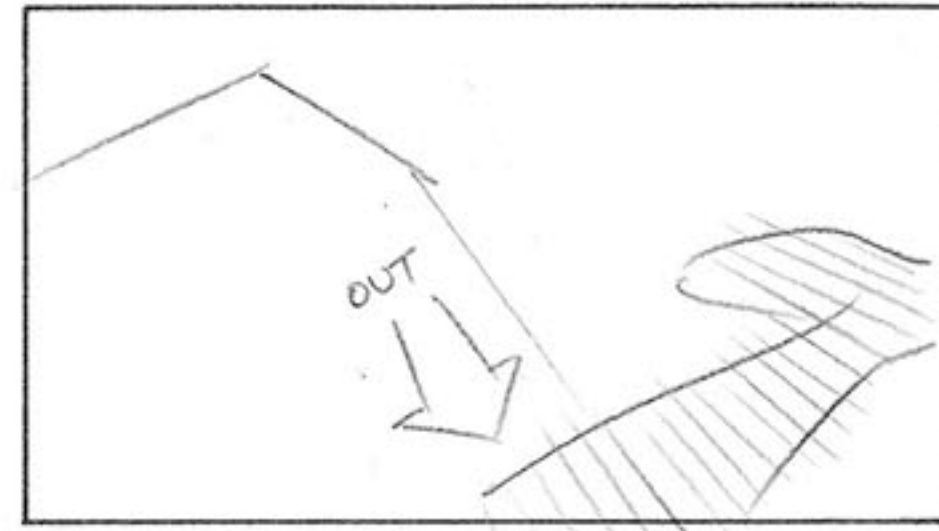


Pull away



—dragging M along

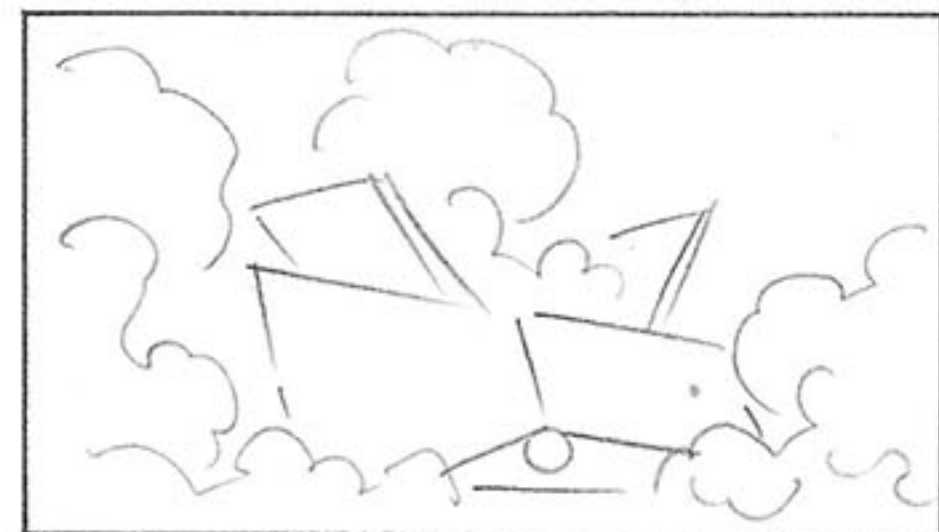
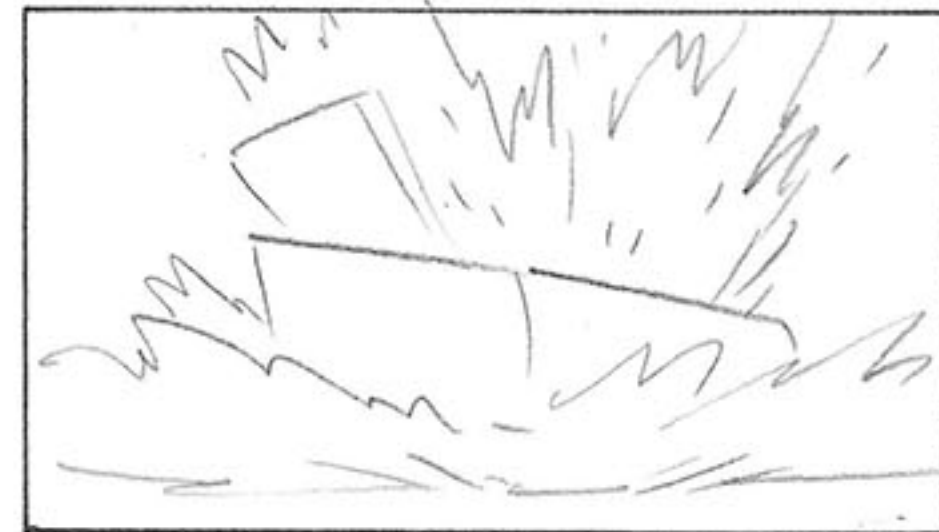
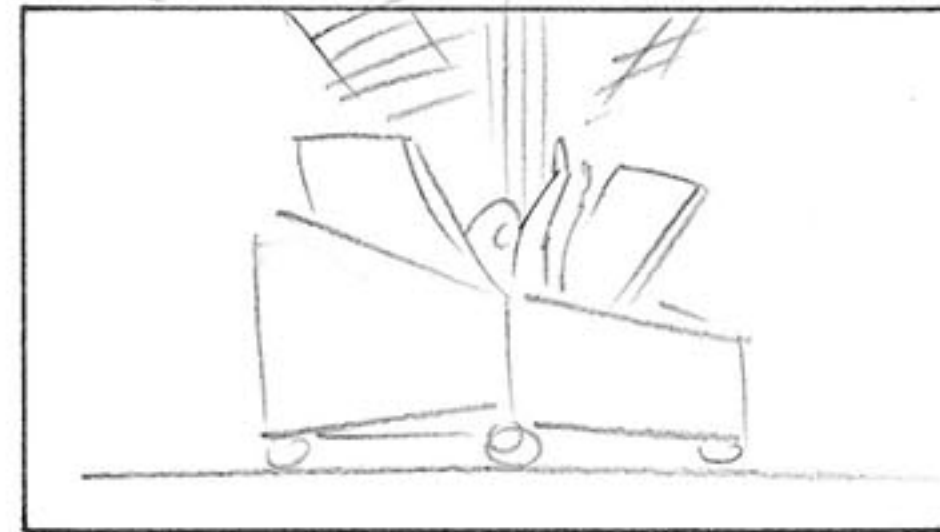
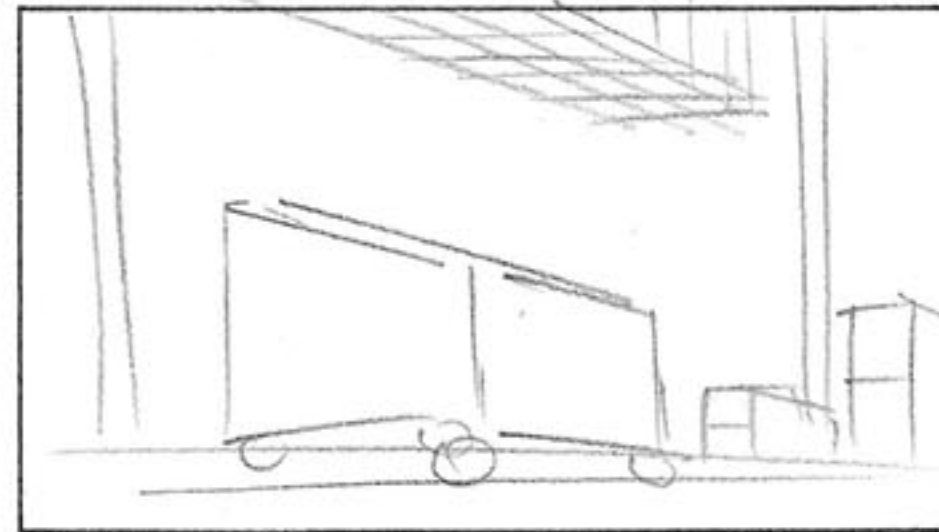
BLOCK A
Looking East
BLOCK CSMACK
into bldg 3



falling down face of bldg A3 — transition to face of
bldg E6
(or any other with lots of fire escapes)

Max tucks — busts thru a
column of fire
escapes

Gain OS



Cut to dumpster
on ground

M drops in

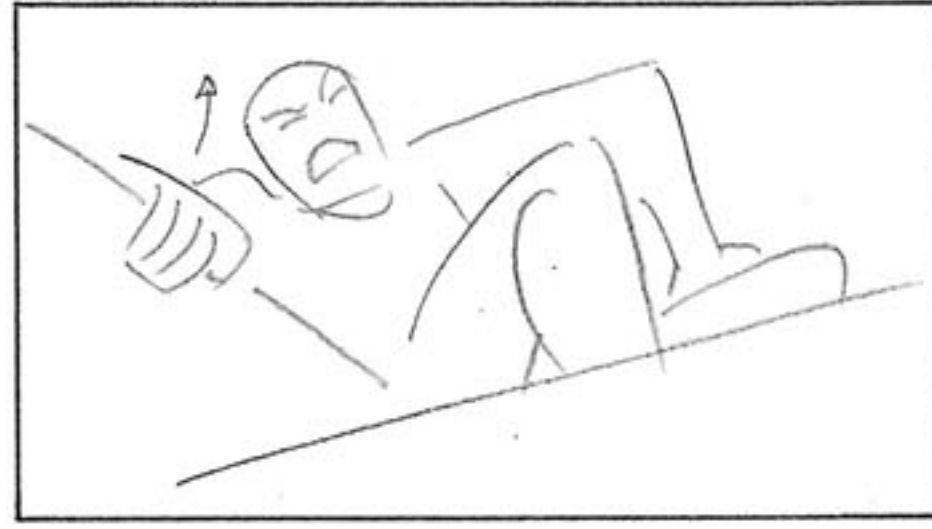
explosion of dust

Dumpster is now listing
backward

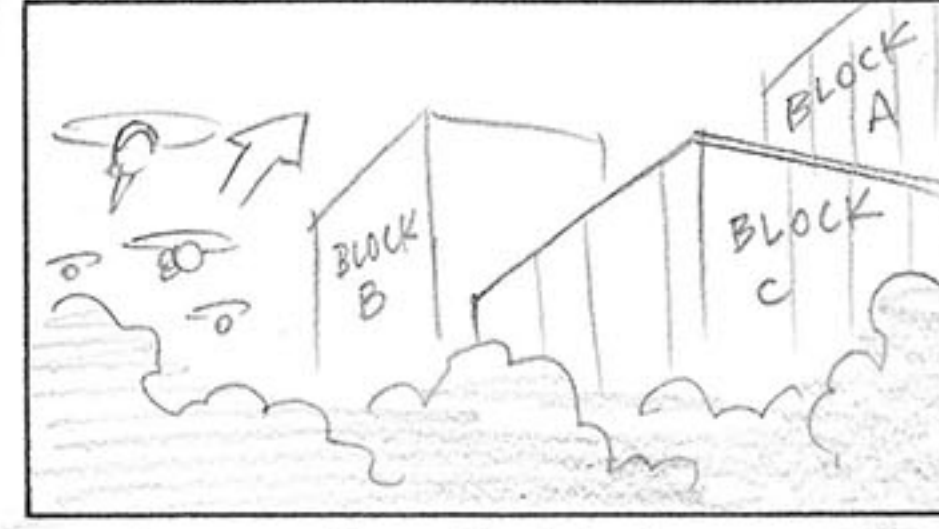
C18



M: I think I'm starting to break through-



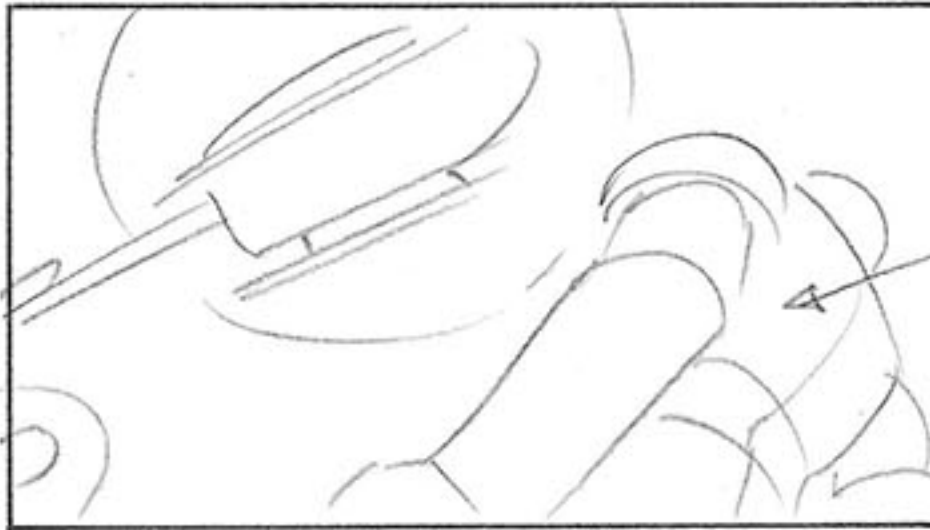
Ouch.



In park - Ntek choppers coming



TILT UP



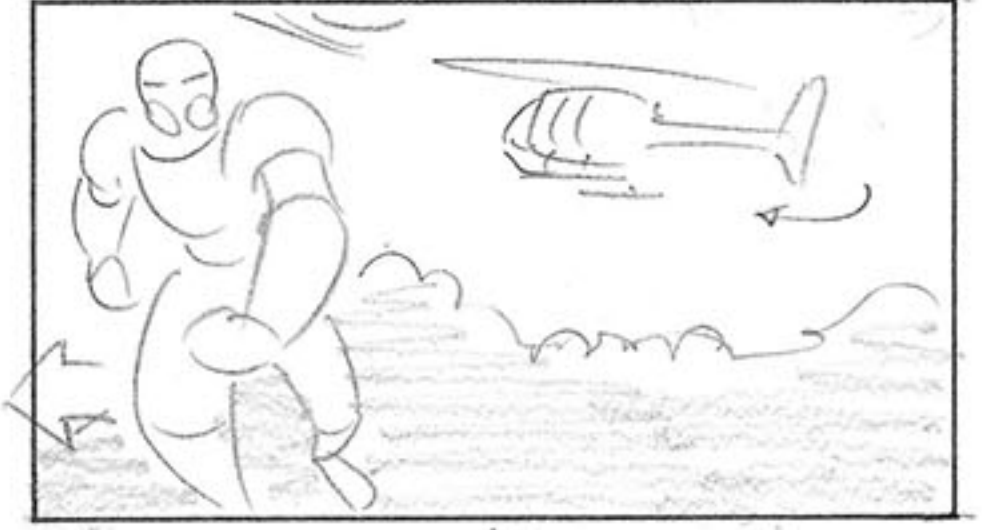
Can't tilt - bring Tox into FG
T: N-Tek. Well.



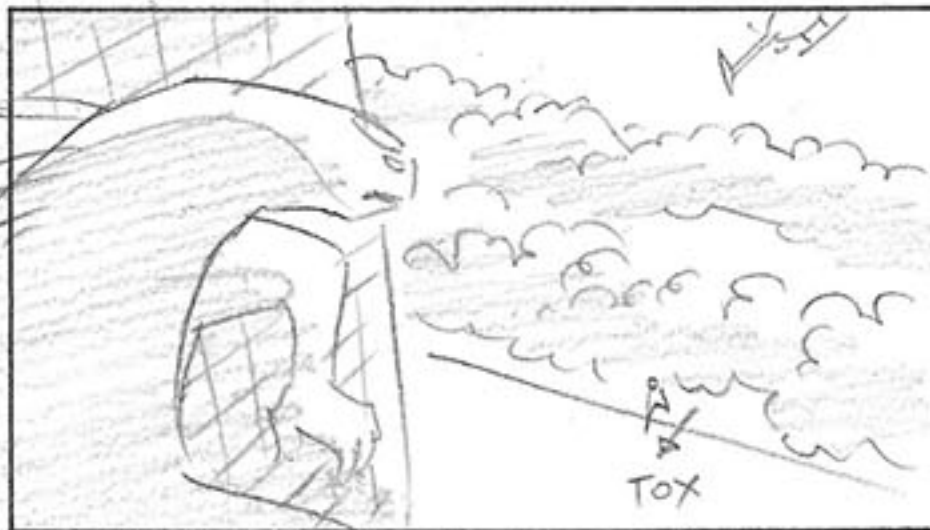
STOP cam move - choppers
can't OS
we've got company.



T: I hope Extroyer -



-didn't go soft on me.

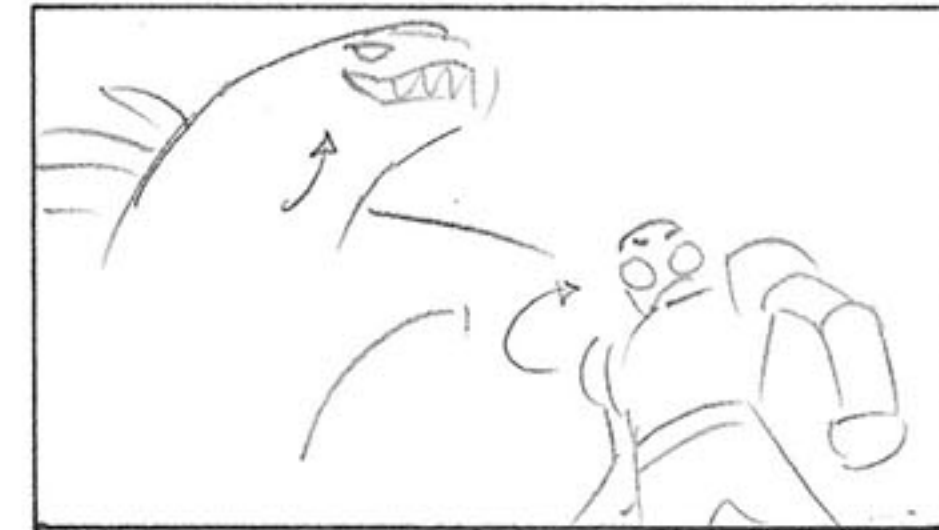


Bldg C6

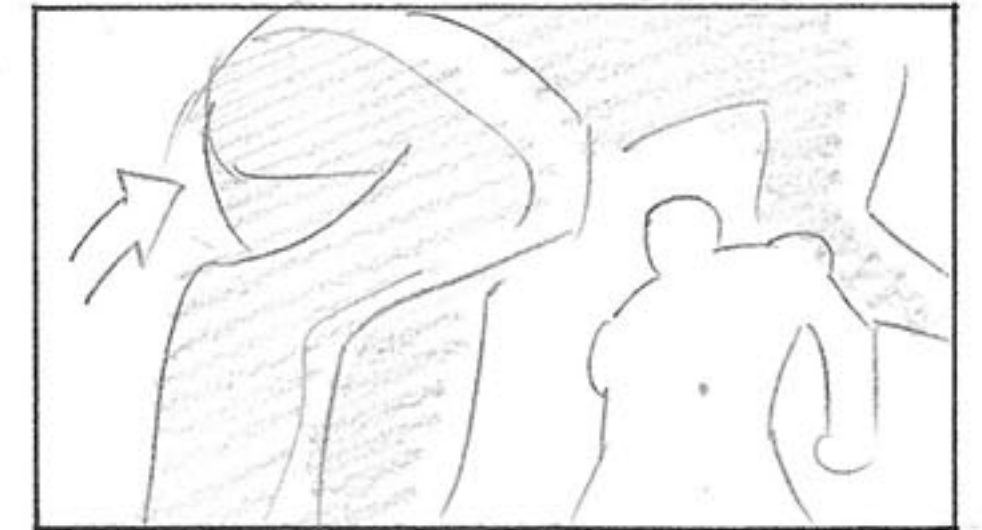
TOX



T: Keep Ntek back.



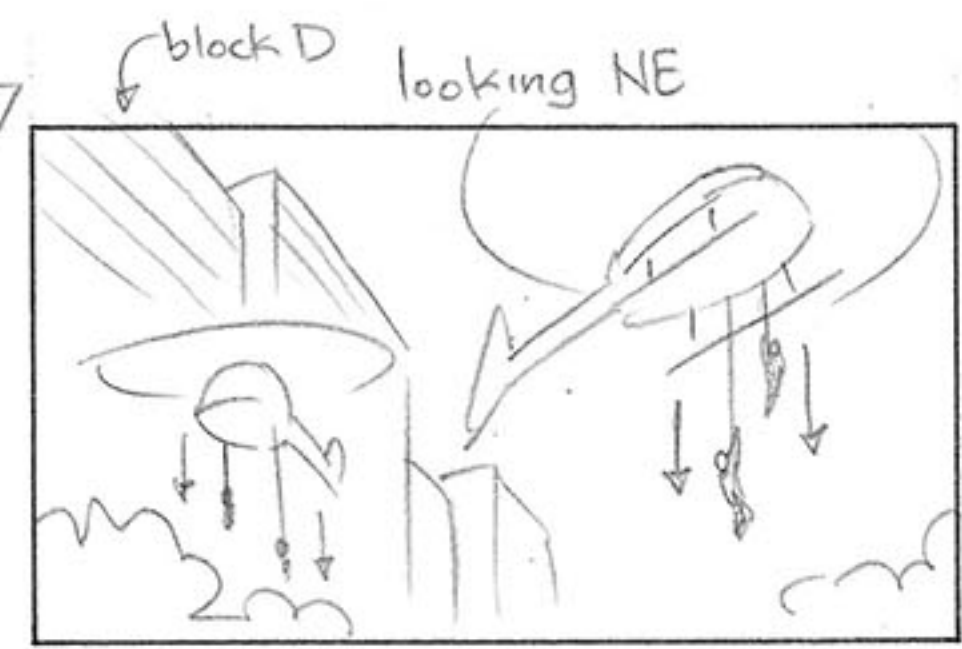
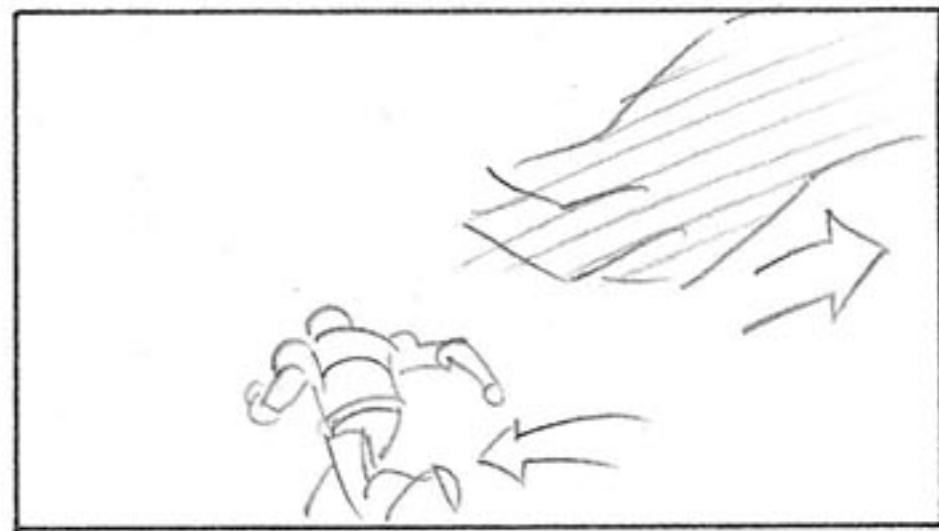
I need a little perspective
EL: Grunt



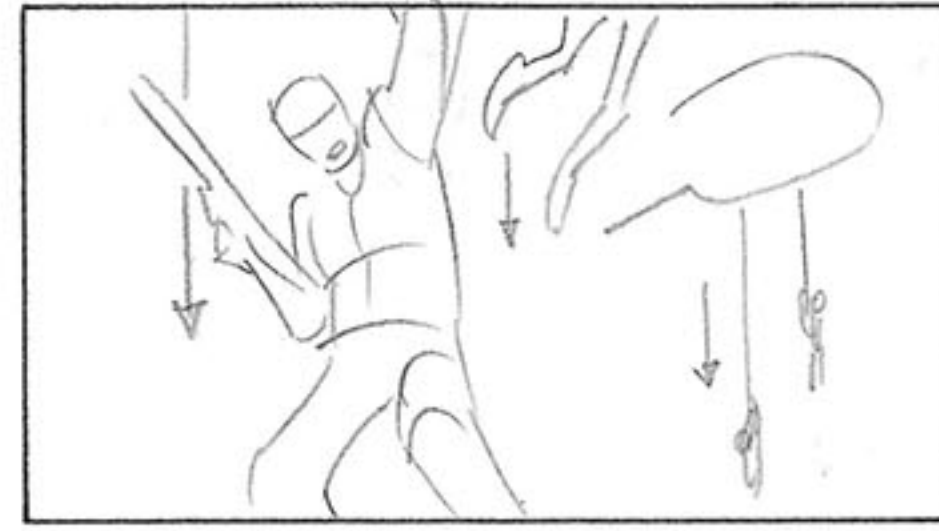
START ON CHOPPERS

THEN PAN TO THIS VIEW

C19



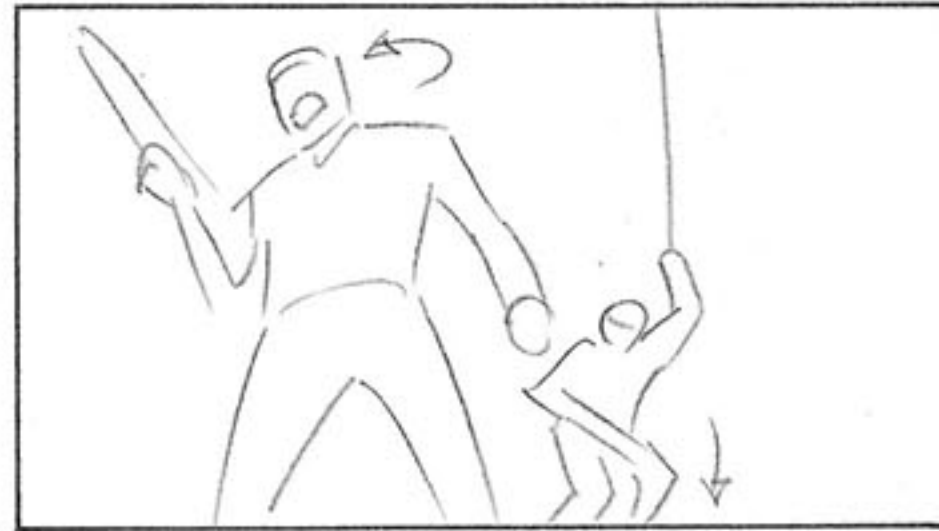
Agents descend from
choppers



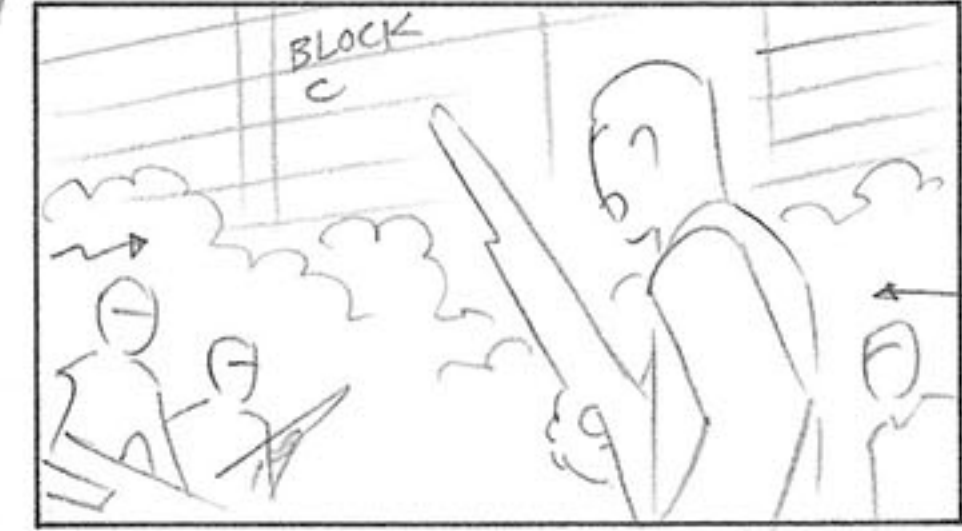
F drops into FG
F: OK people—



We'll be setting up a perimeter—



—around Midtown Park!



Job one is protect ————— the citizens!



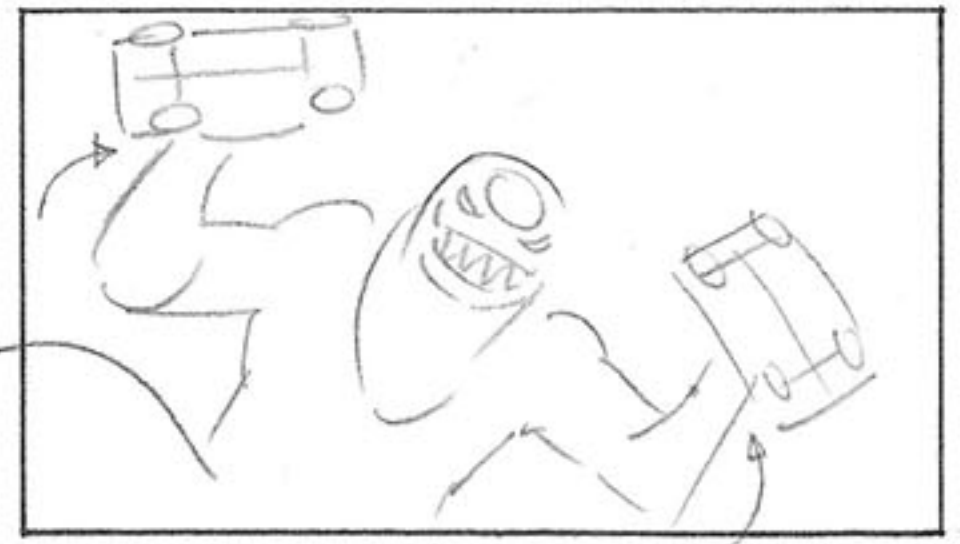
Shadow IN



TRUCK OUT
Agent: Who's gonna protect US?

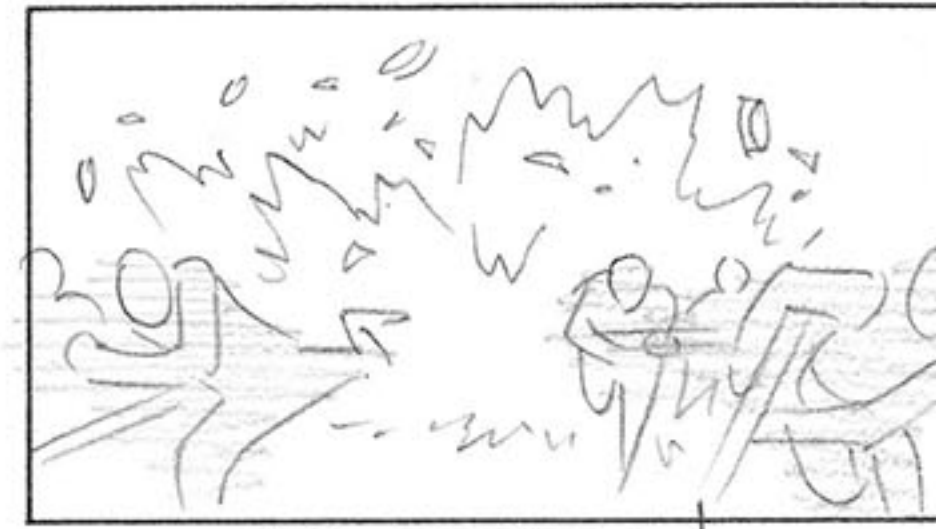
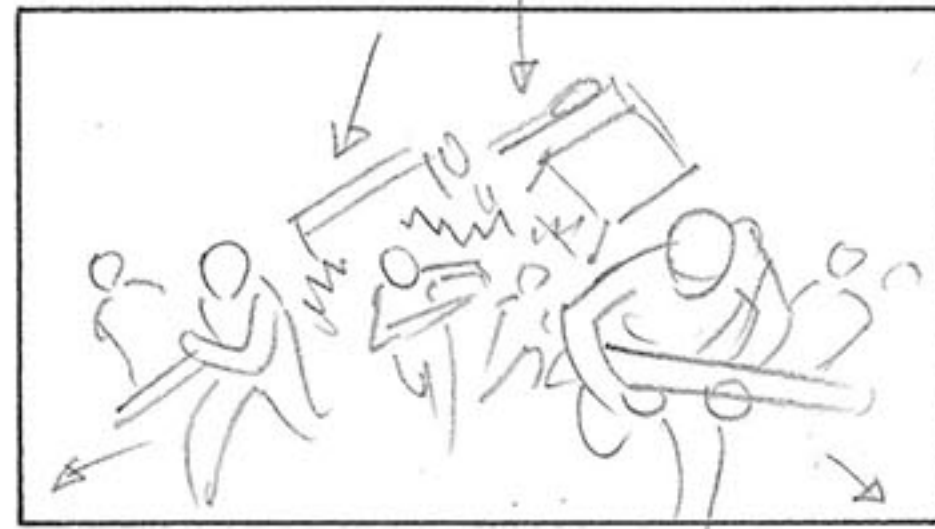


EL: ROAR

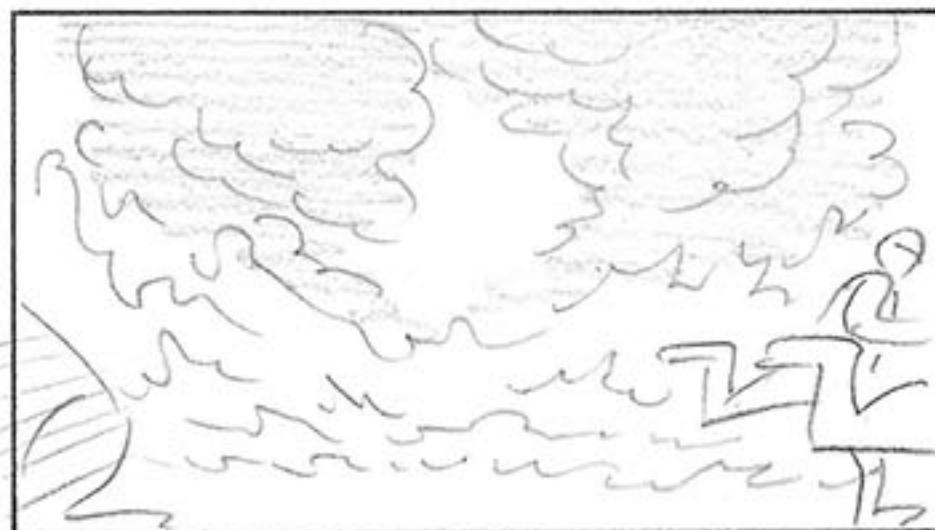


WIDEN

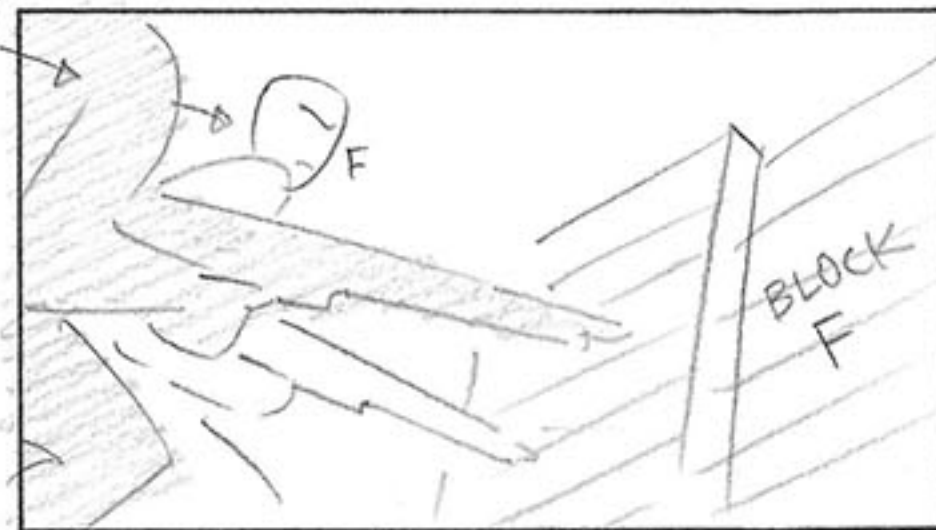
C20



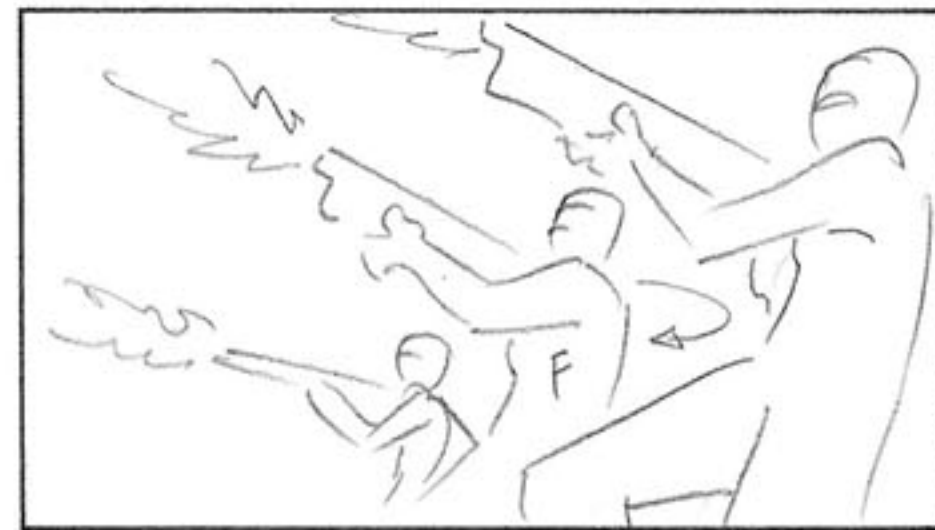
BOOM!



Fire expands outward
from explosion



F & agents IN

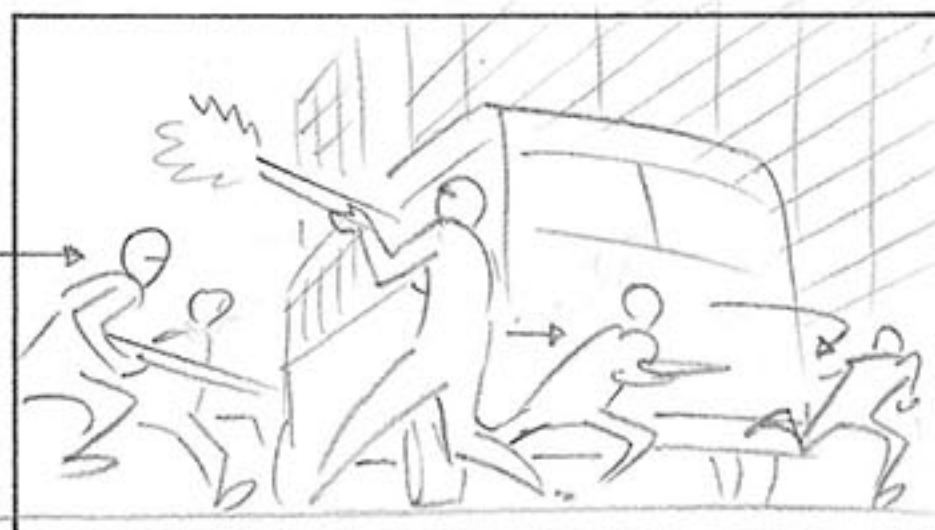


Turn & fire

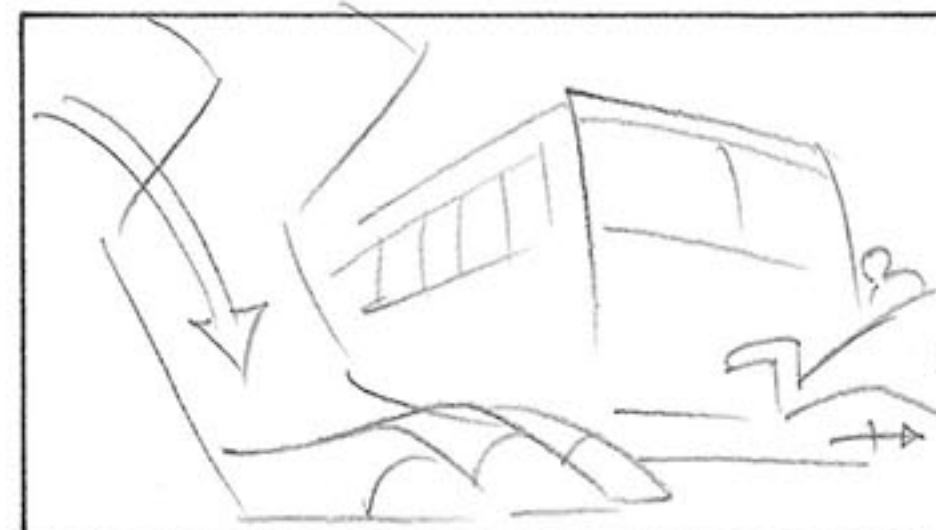


Agents
firing

EL (IN) — bullets have no
effect



Agents rush to take cover
behind a BUS

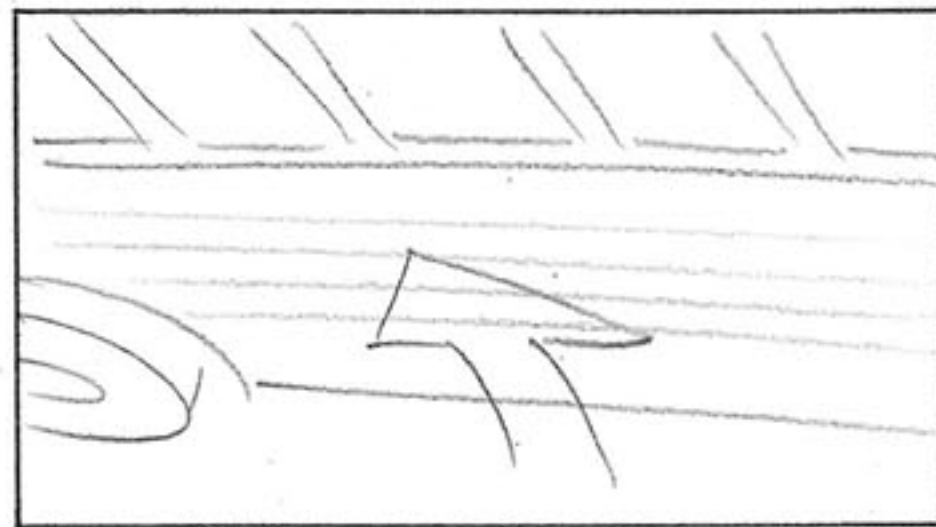


— SHAKE —
EL's foot IN

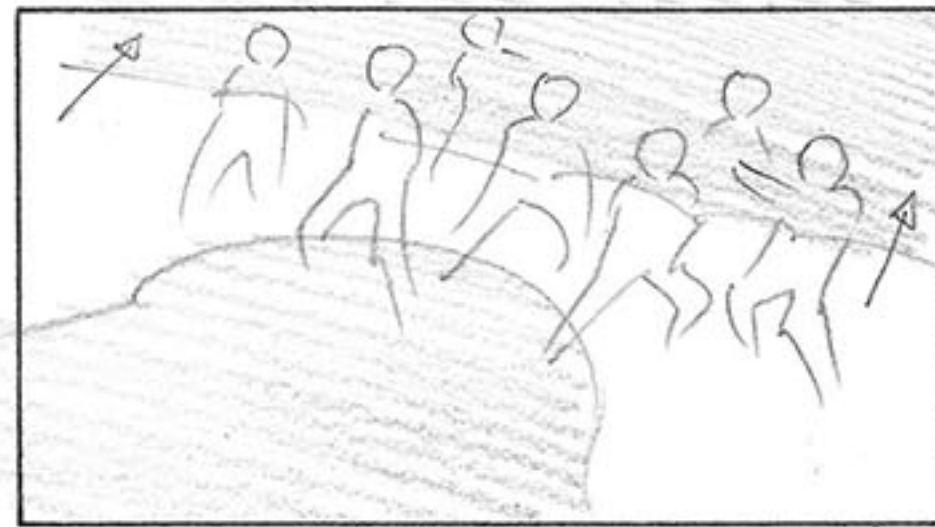




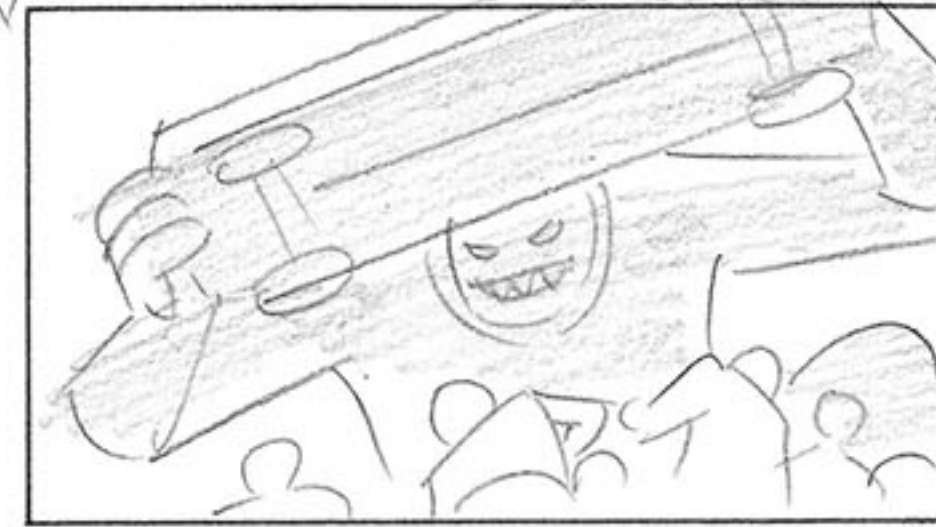
Agents firing - shadow IN



Bus RISES OS



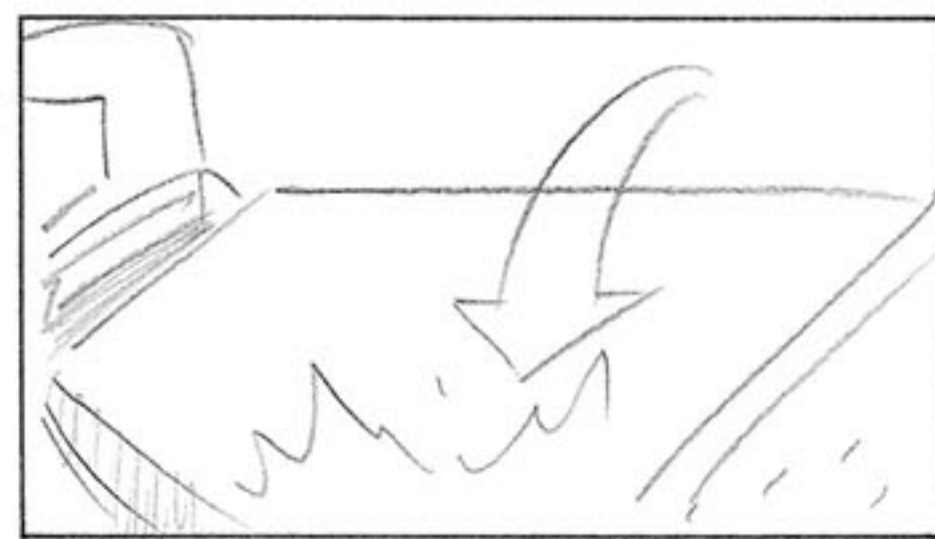
-leaving them exposed



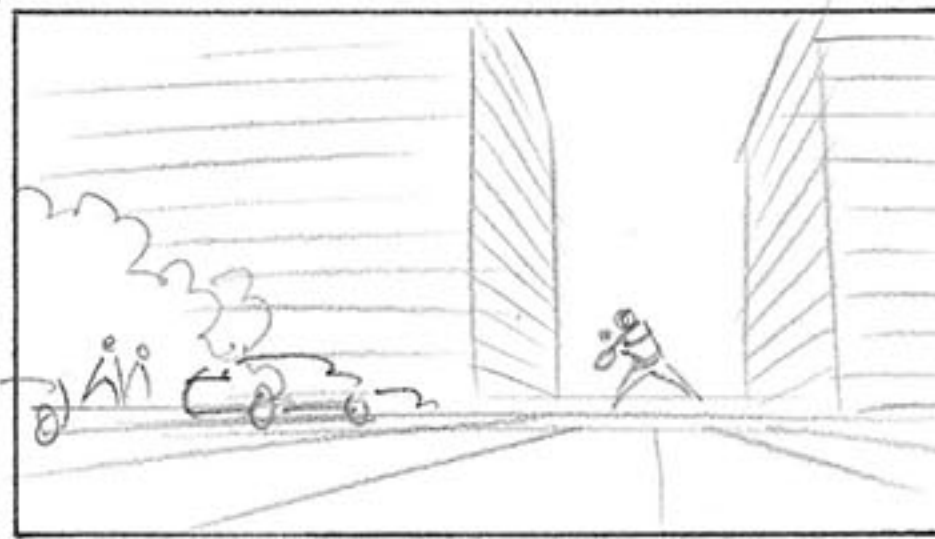
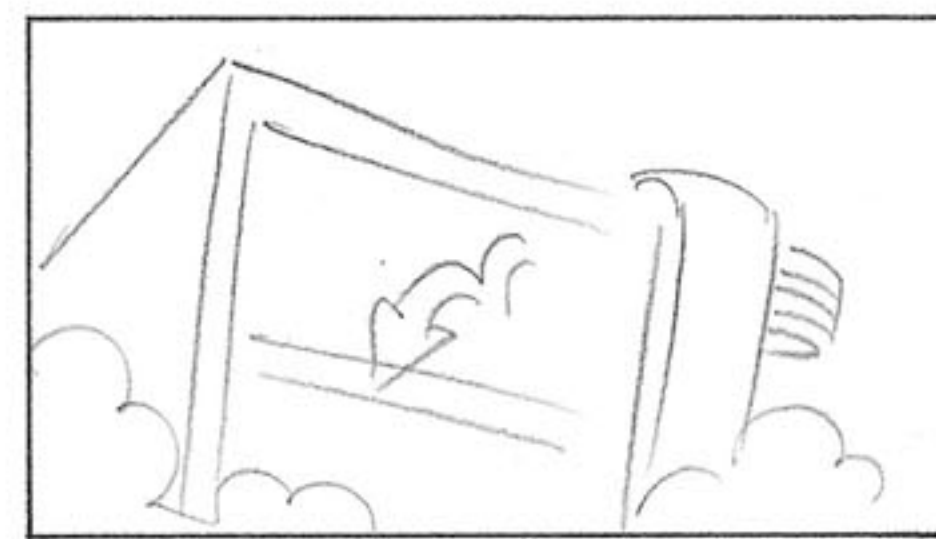
E raises bus to slam it down



Semi-truck slams into E!



- SHAKE -



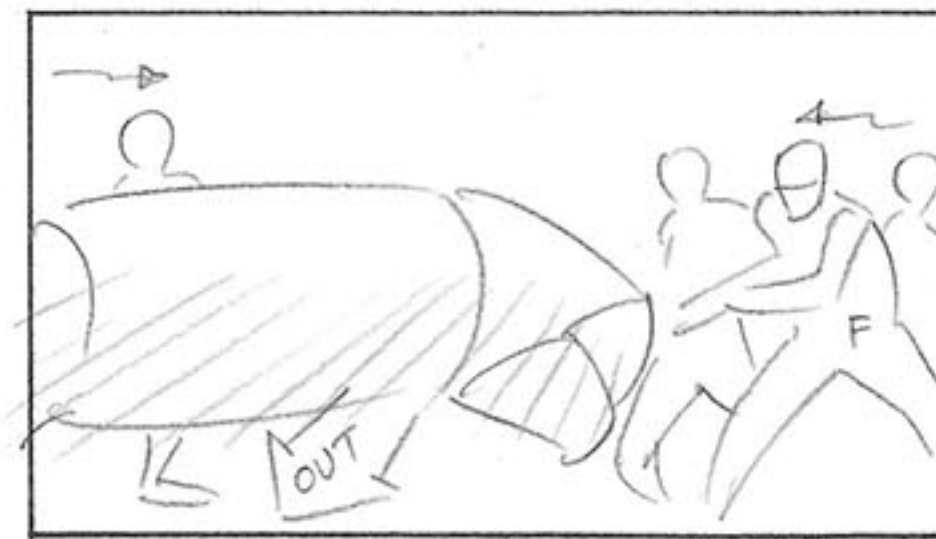
WIDE on Cytra —
he just threw it

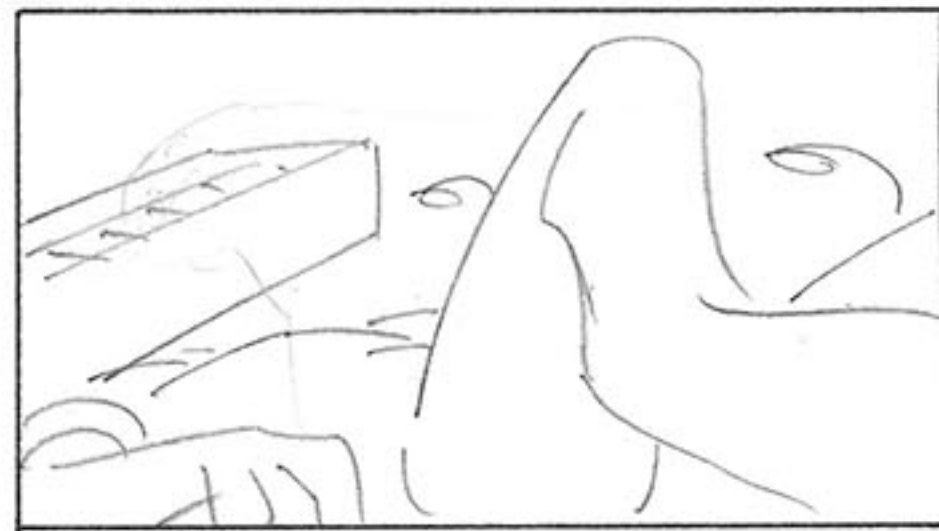


fast truck in on C as he shifts position

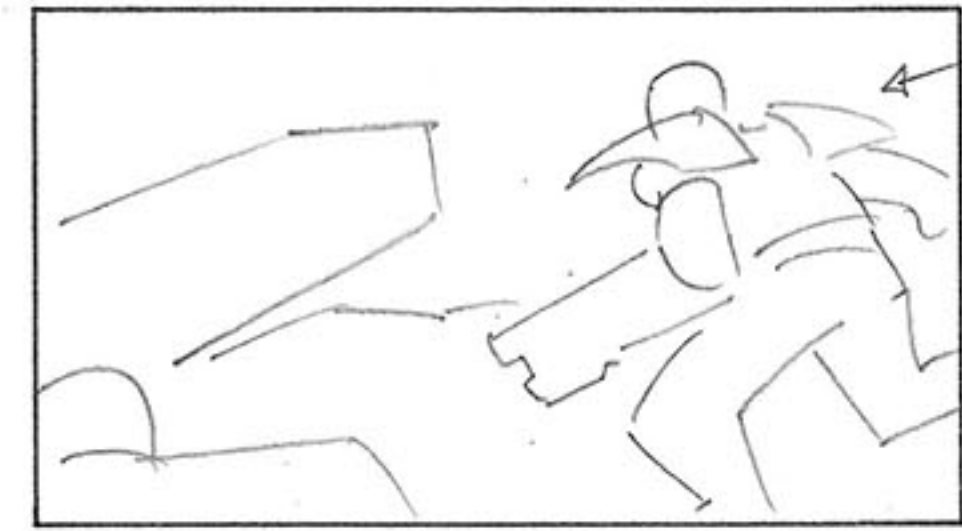


-charges!

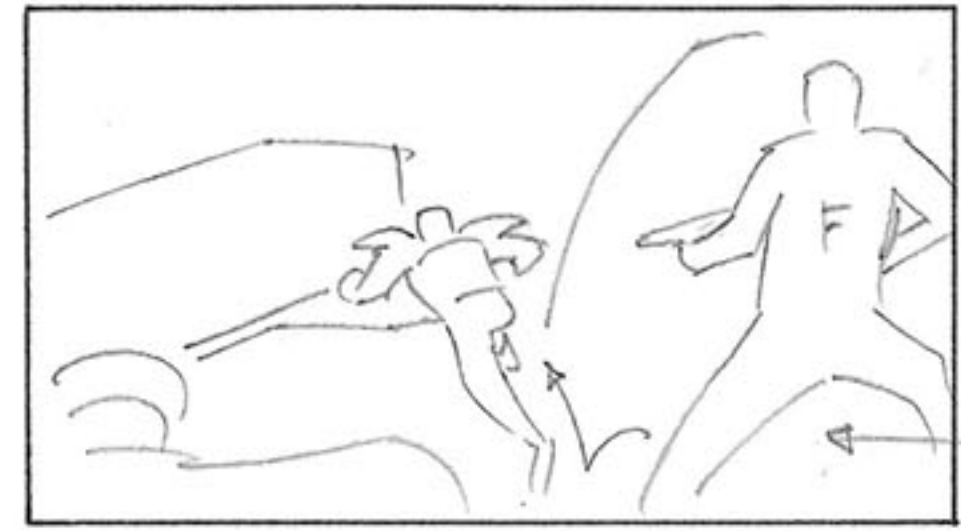




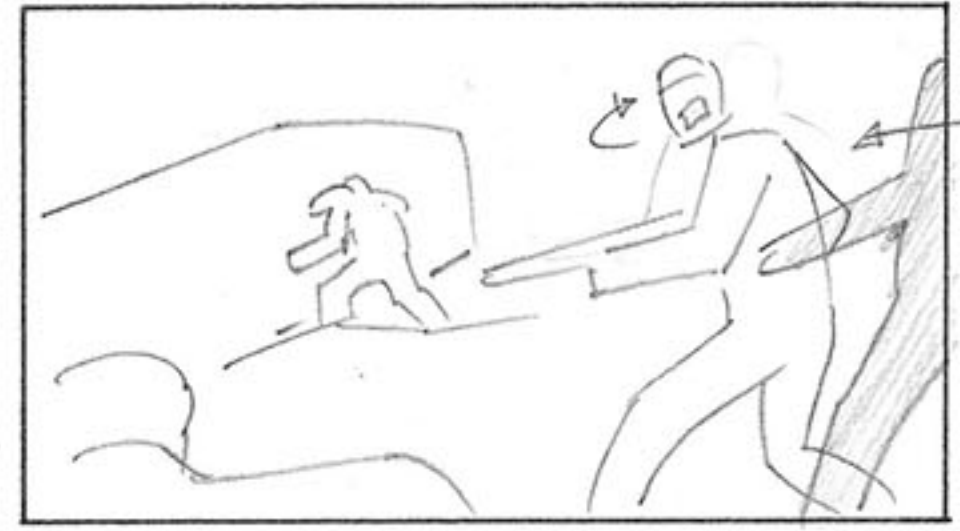
E lying in street - bus on his head



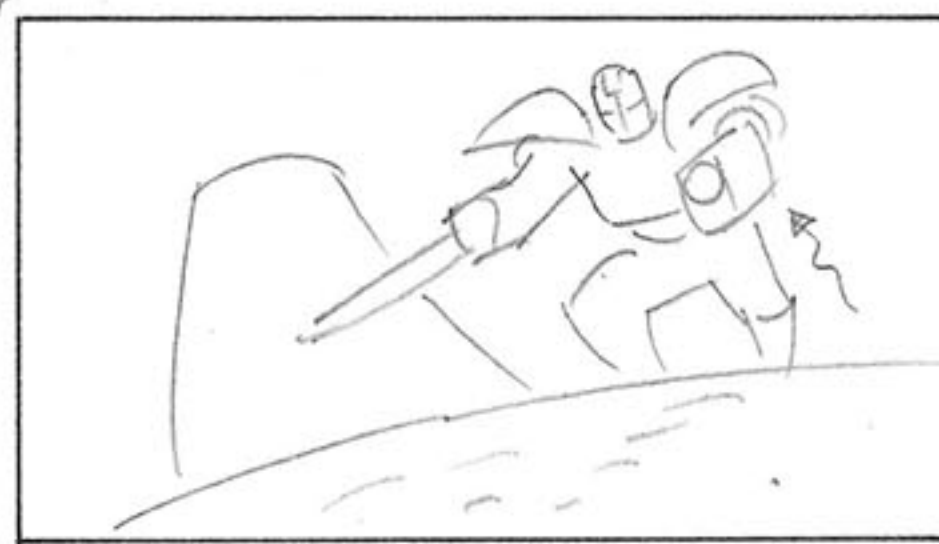
C (IN)



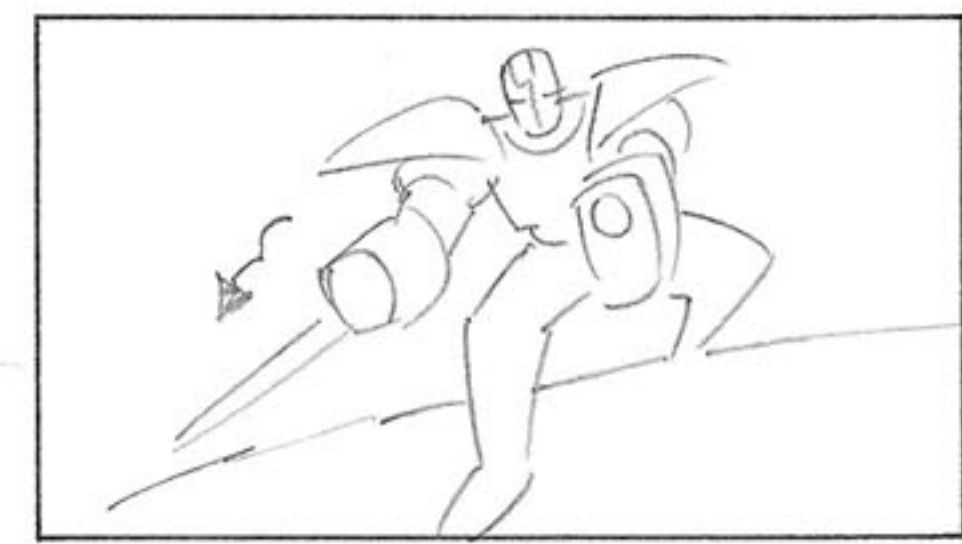
C hops up onto E -
F into FG



F: Elementor is down!
Team, get him into -



Con't/VO: -electromagnetic
restraints, now!



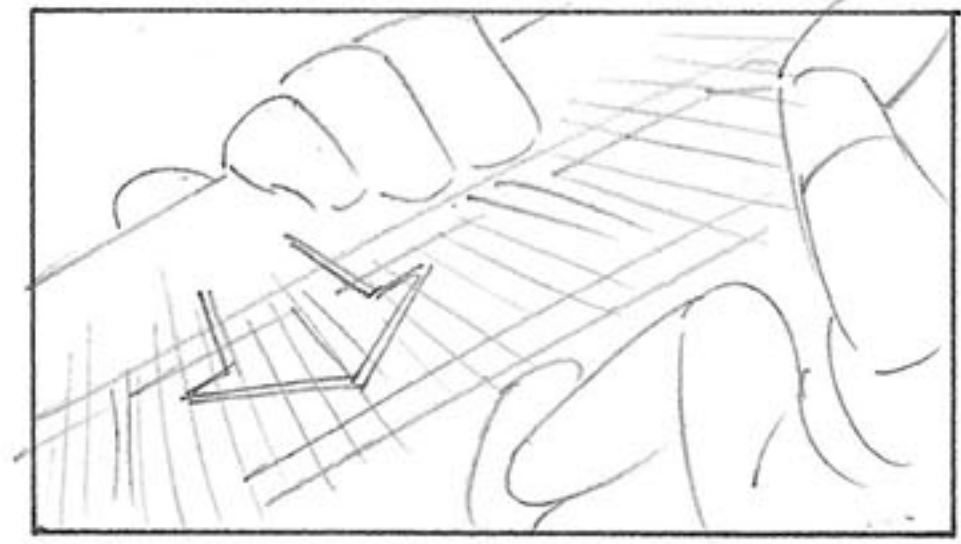
Agents in with equipment



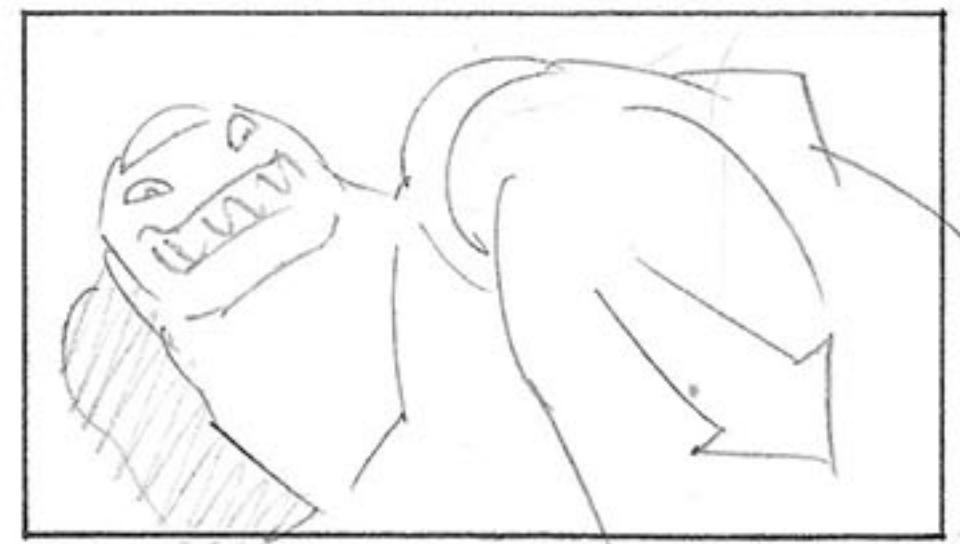
Agents - walla



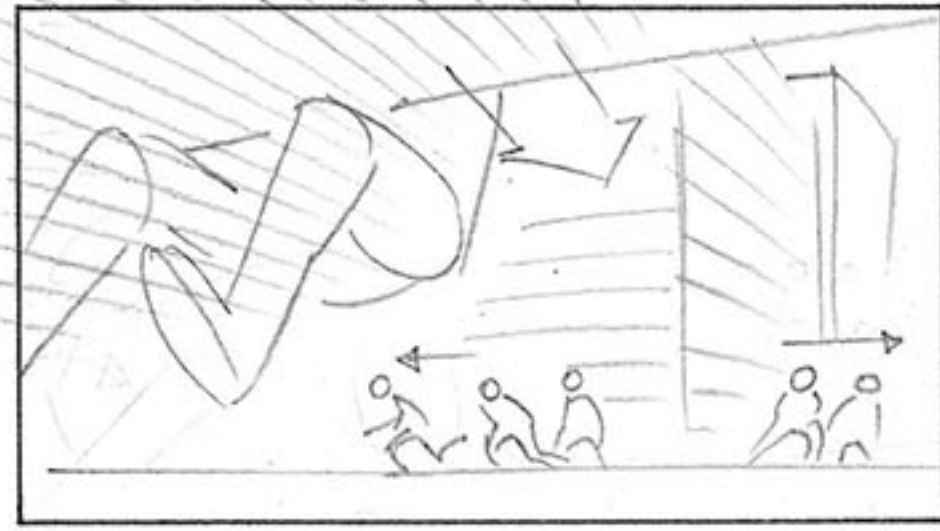
C starts firing - E's hand
on bus



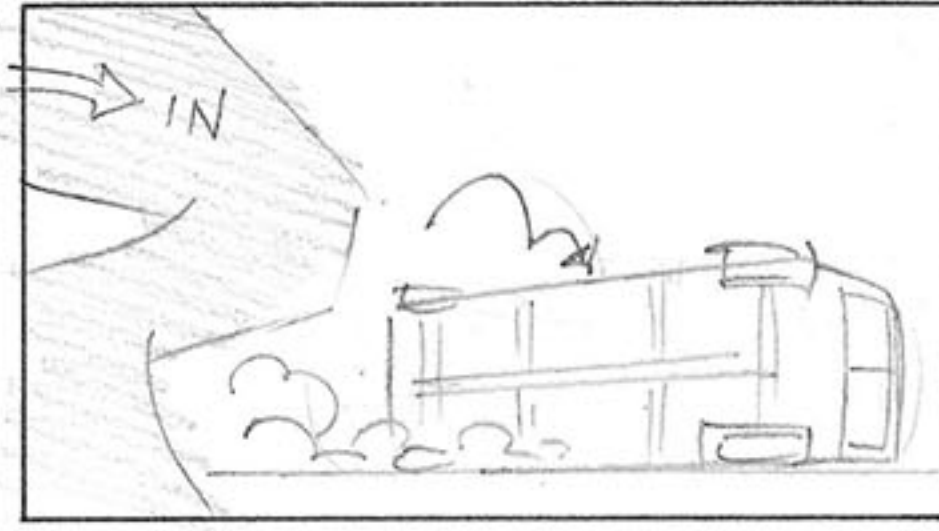
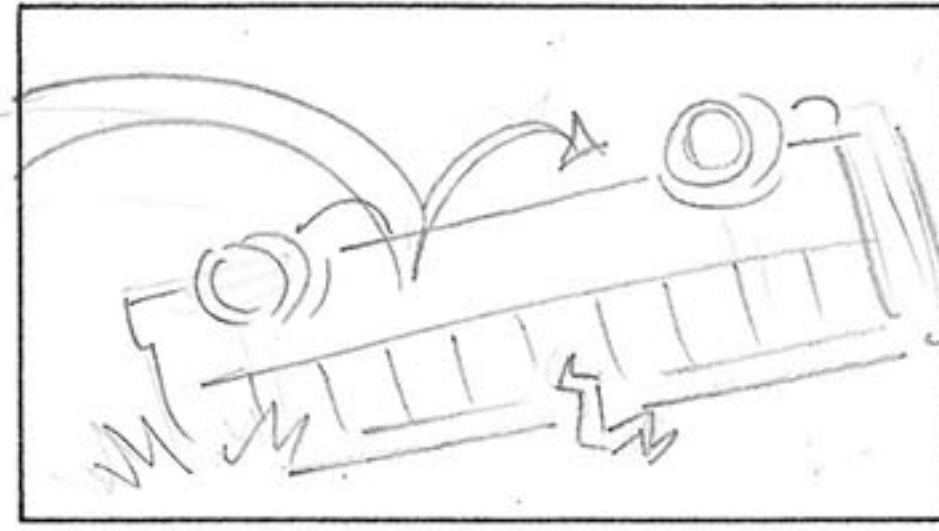
E shoves C OS
with bus



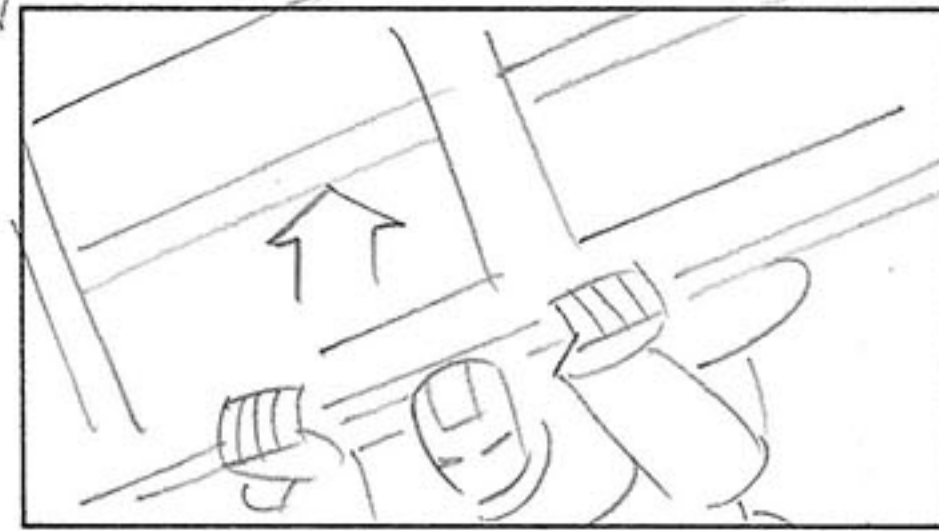
C23



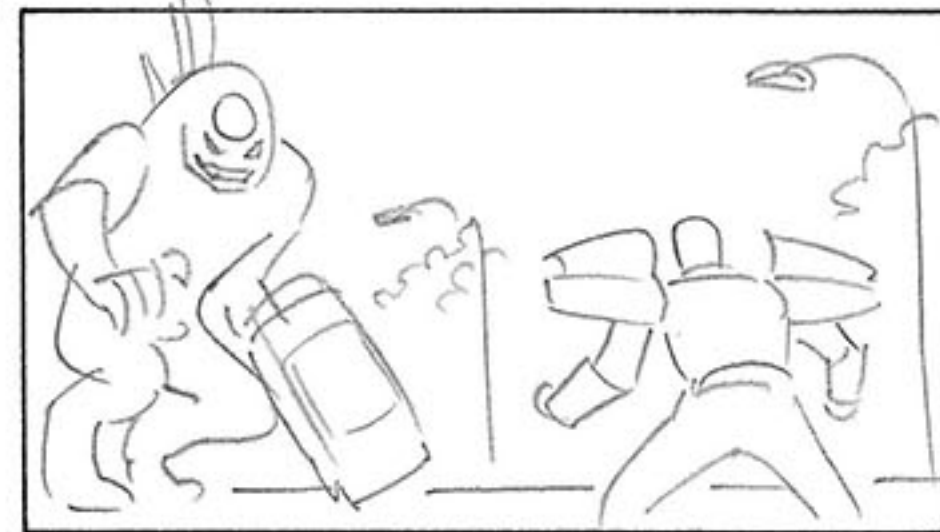
C & bus IN



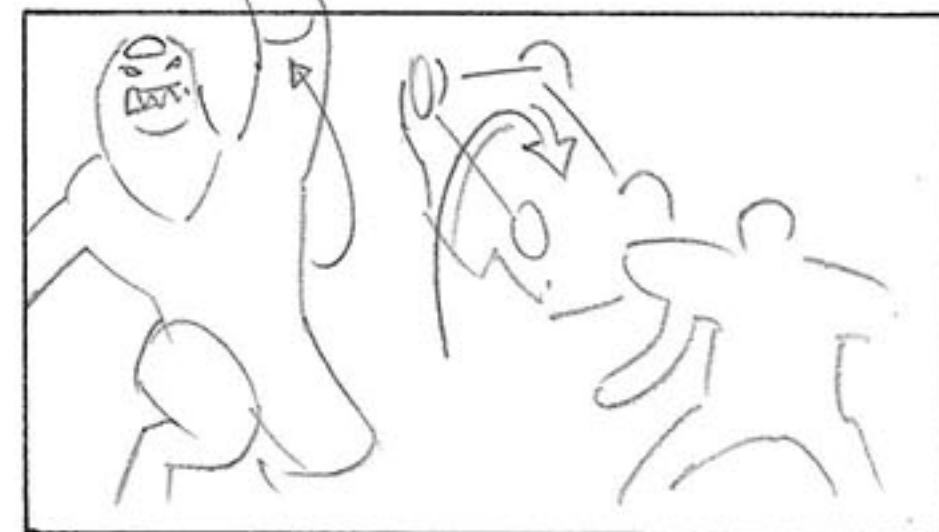
ROAR!



Open shoulder missiles

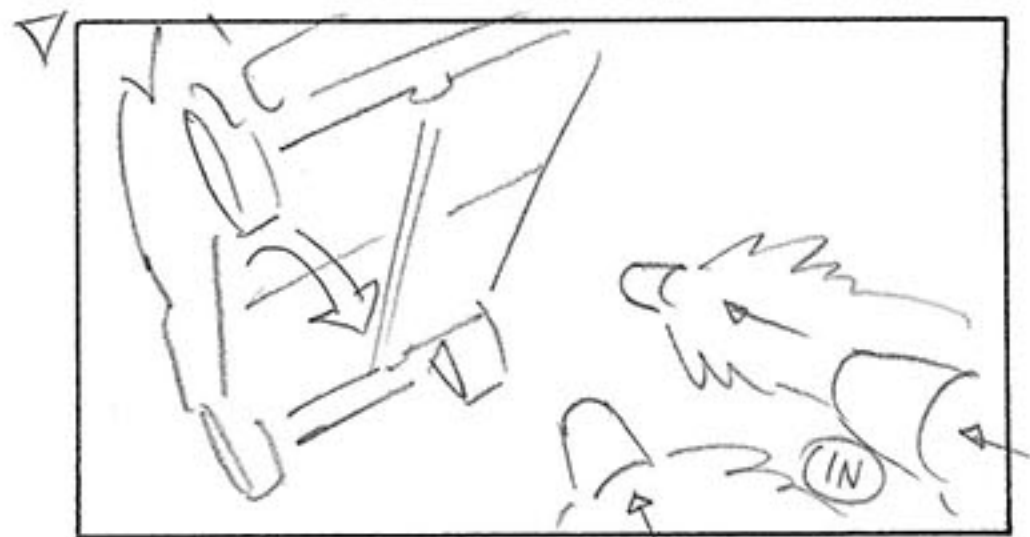


E antics with car

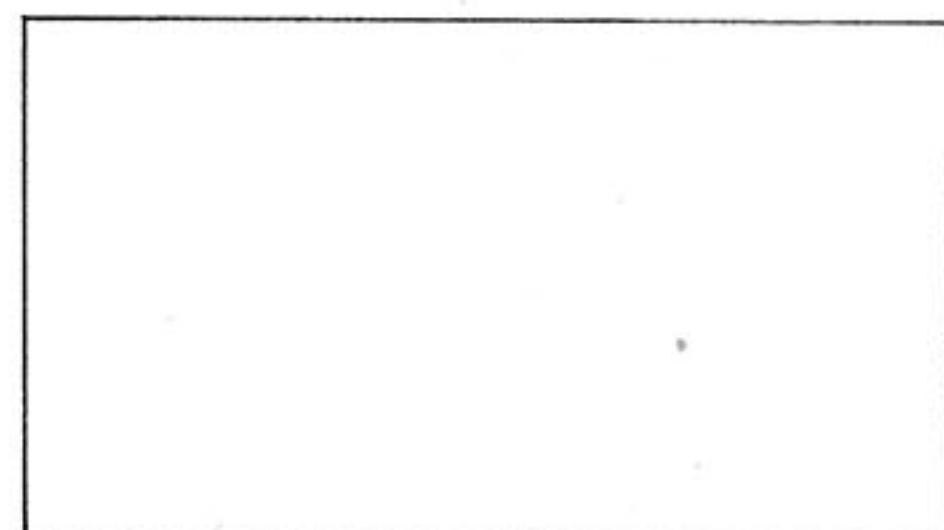
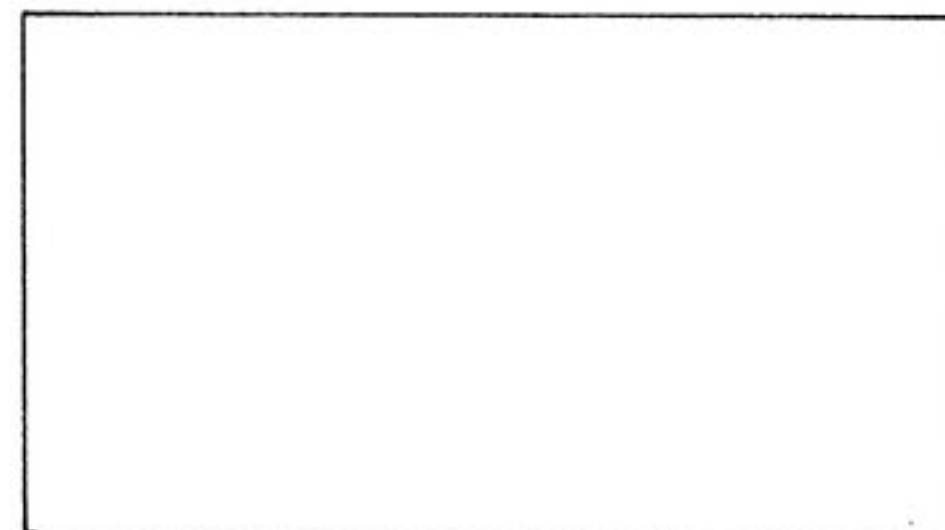
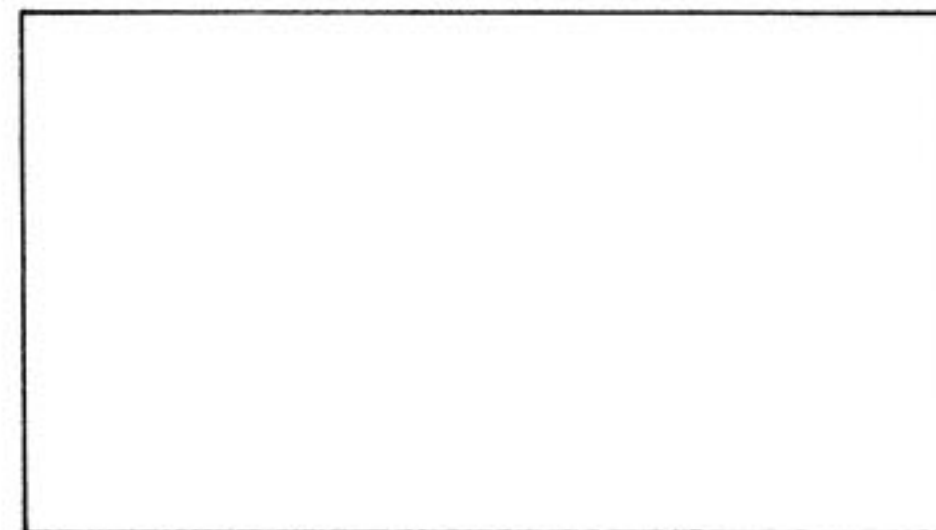
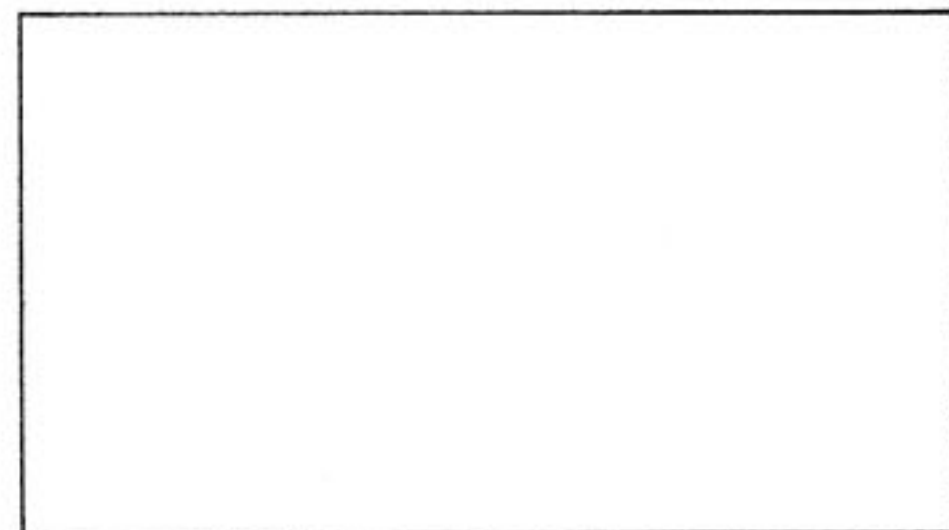
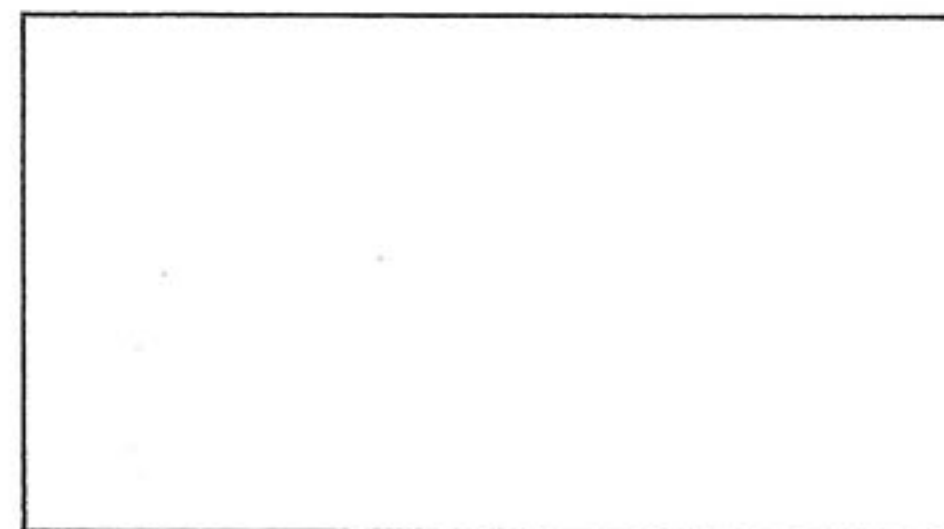
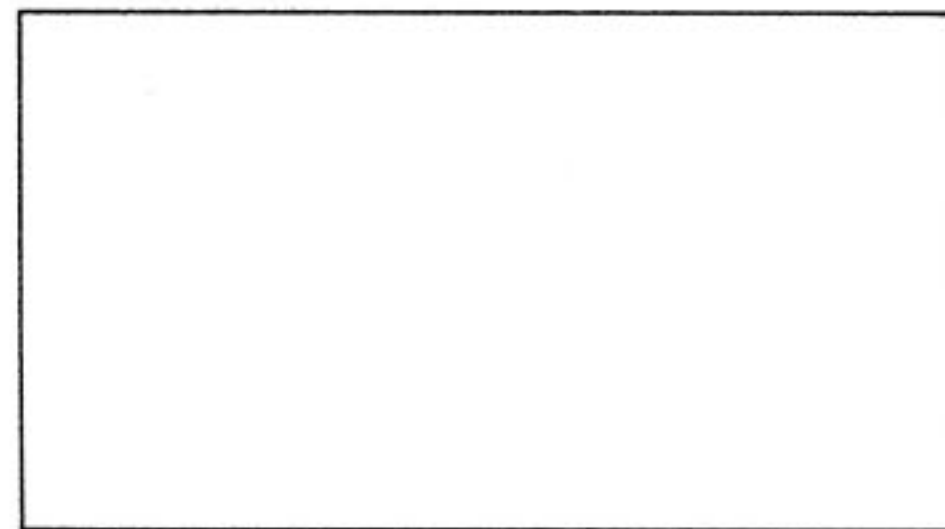
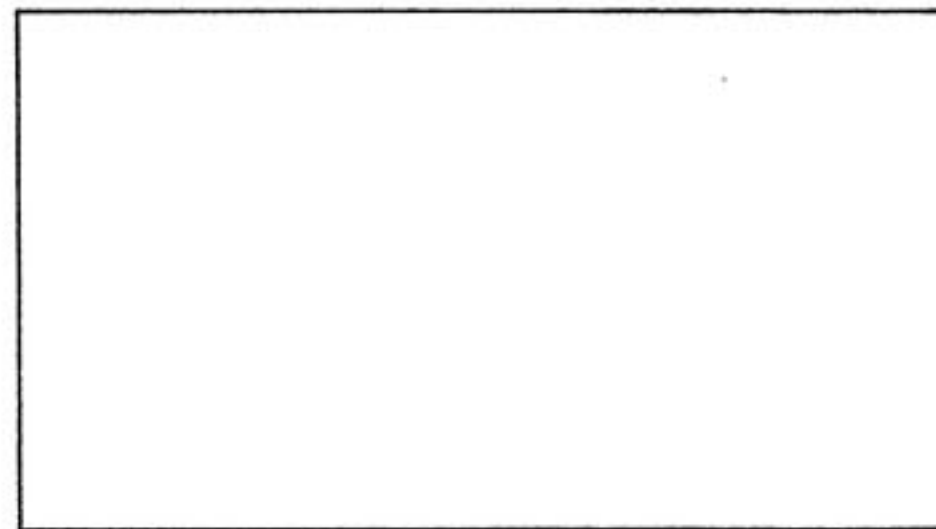
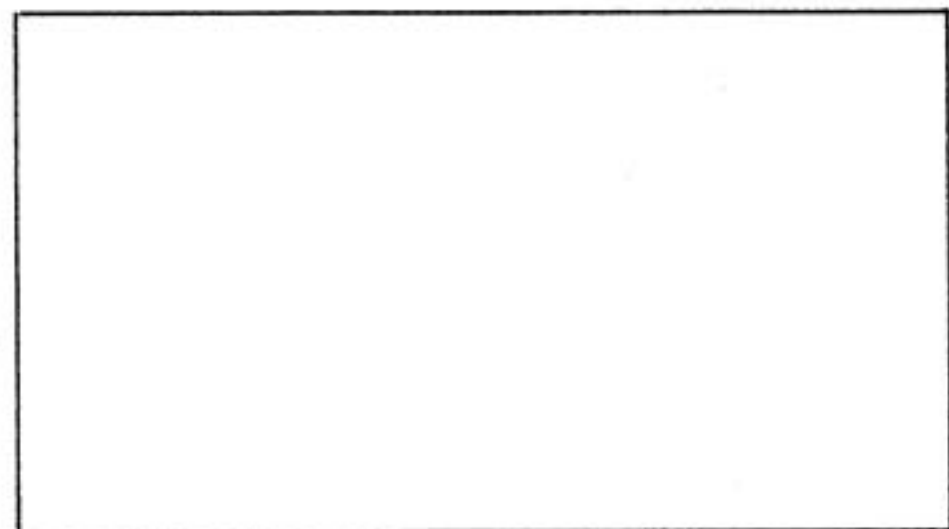
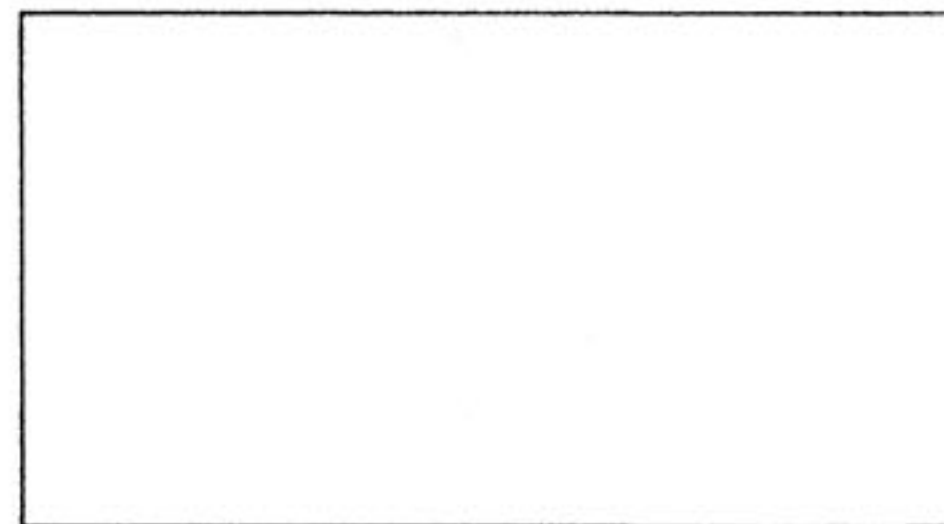
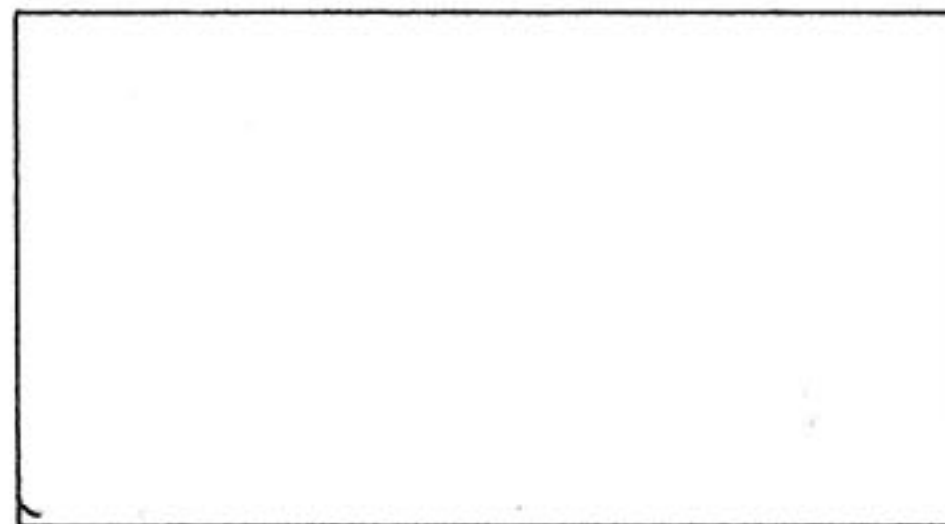
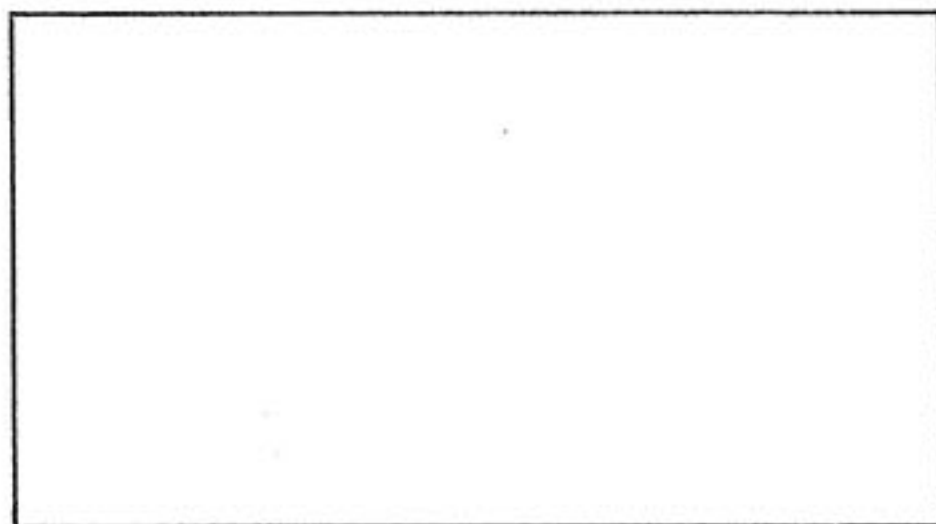


Launch 4 missiles

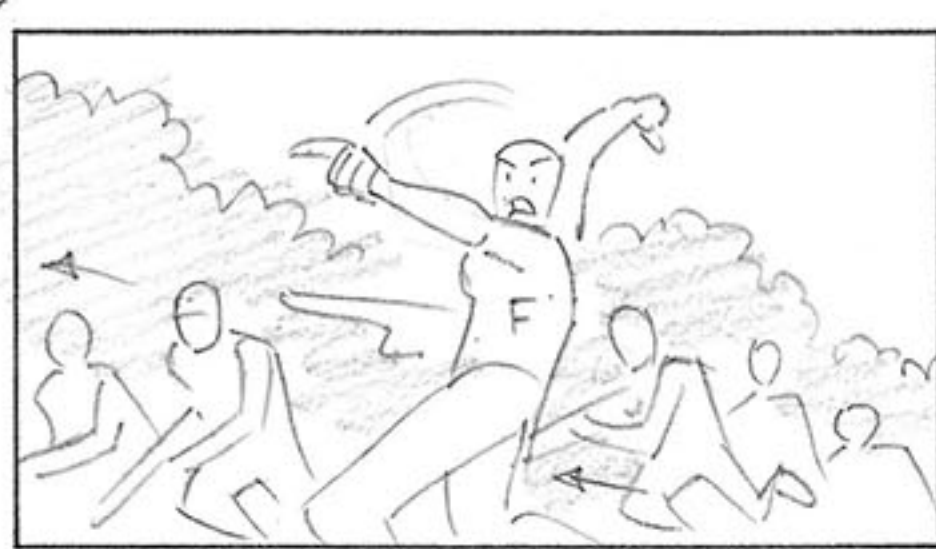
C23.A



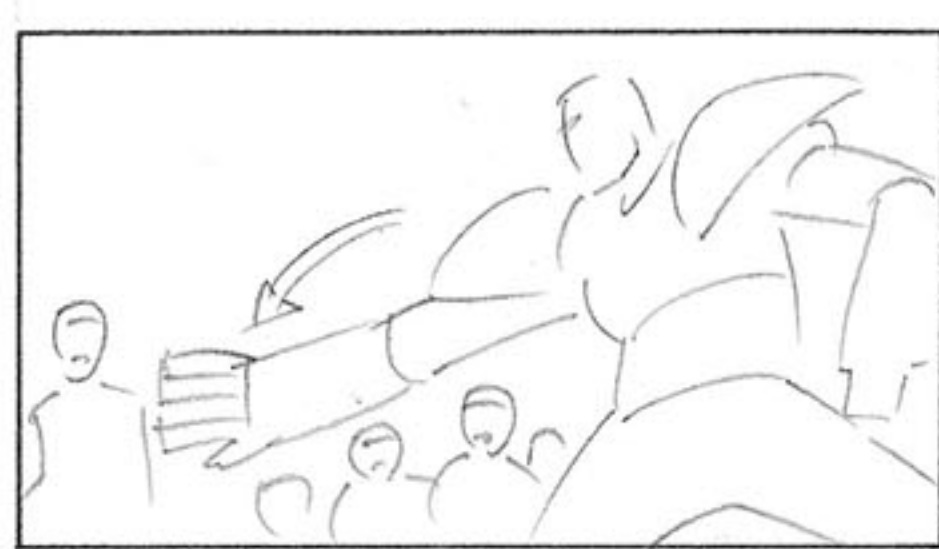
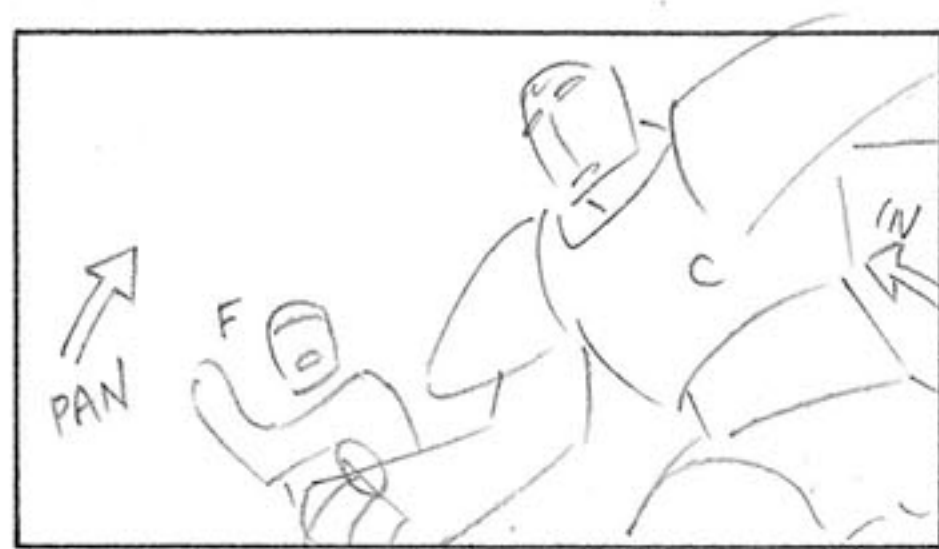
Car & missiles converge



C24



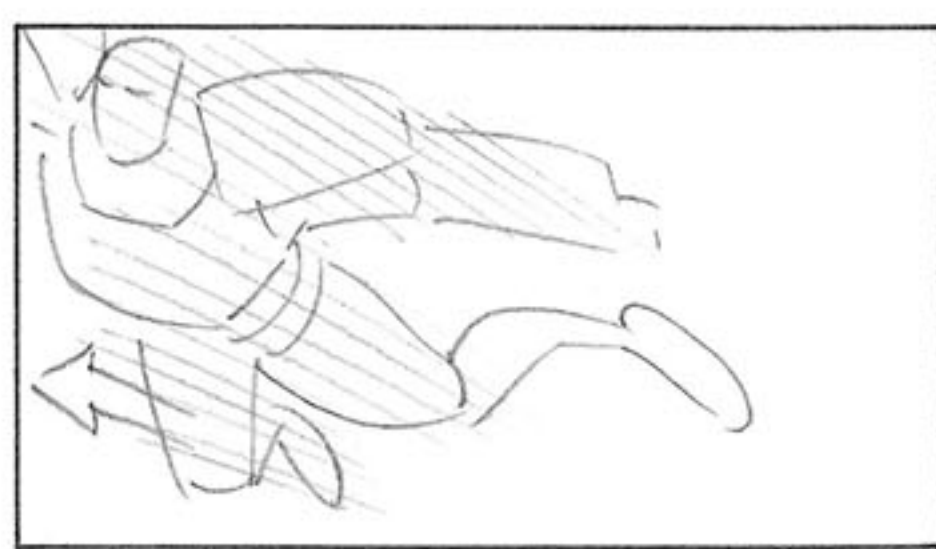
F: Team 1, move! move! move! C: Caution!



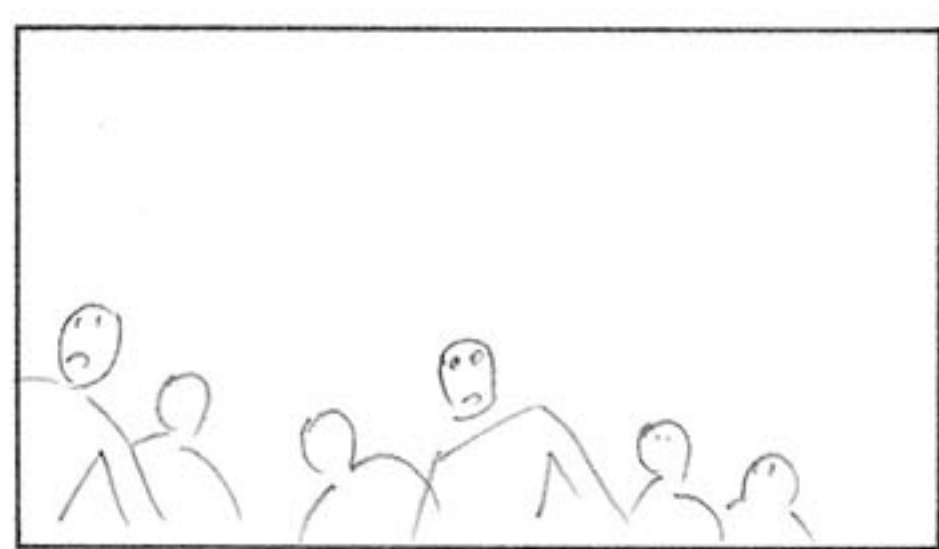
(agents stop)
C: Retreat from your position!



E's hand IN



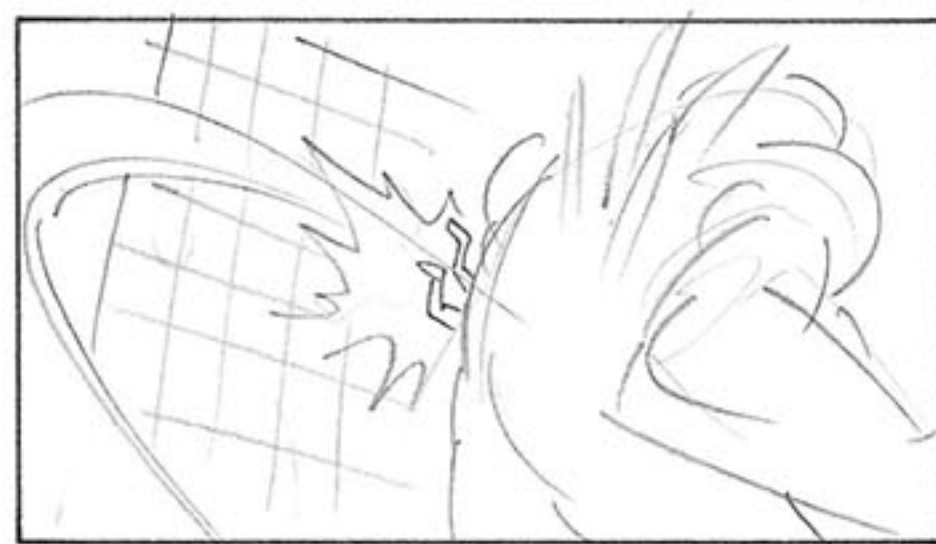
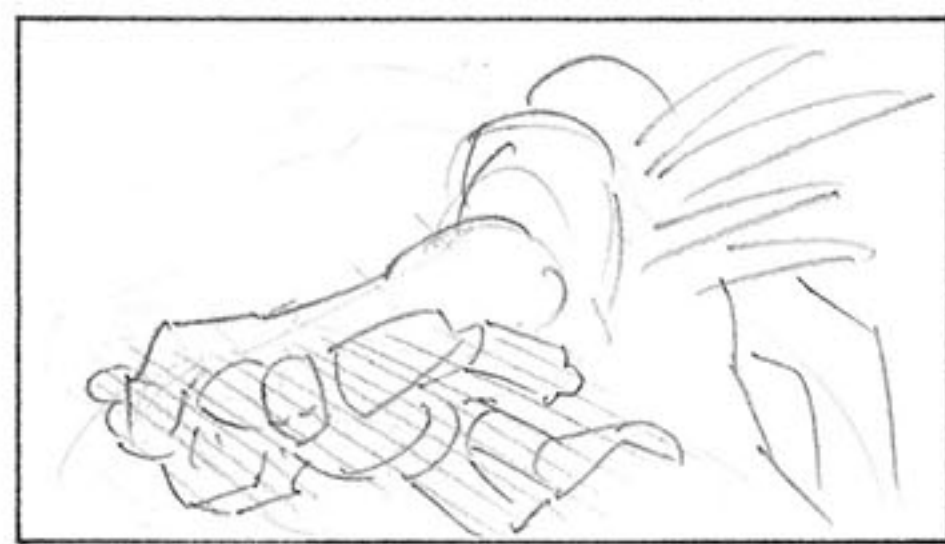
-yanks C out



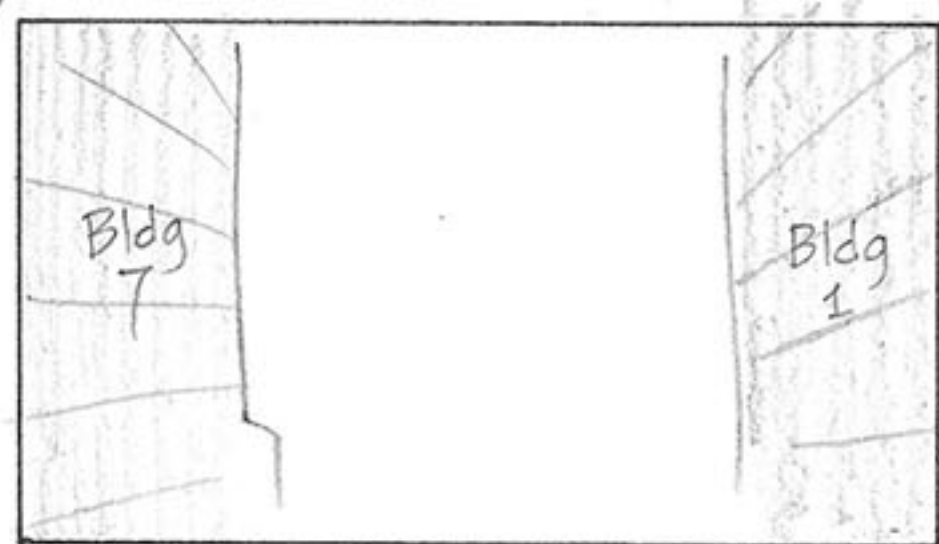
-leaves agents standing



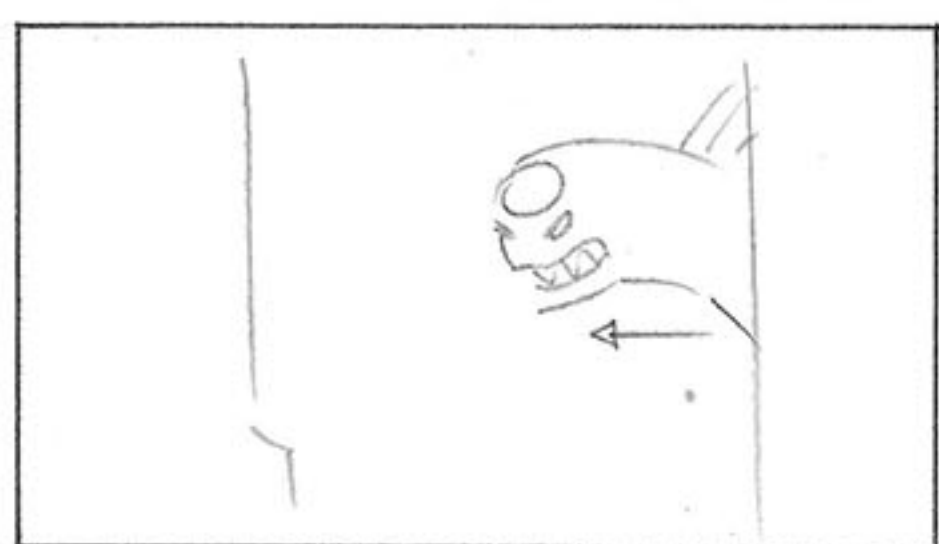
Block F
Bldg 1



WHAM!



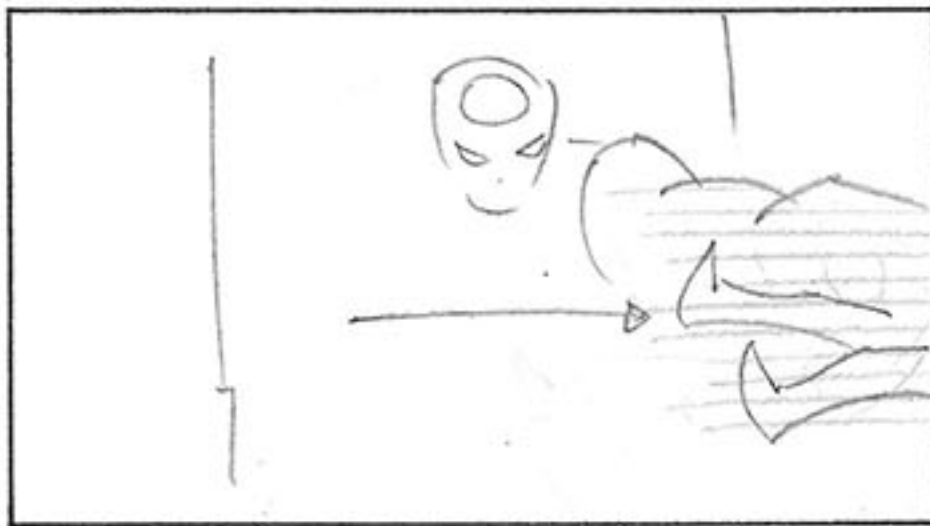
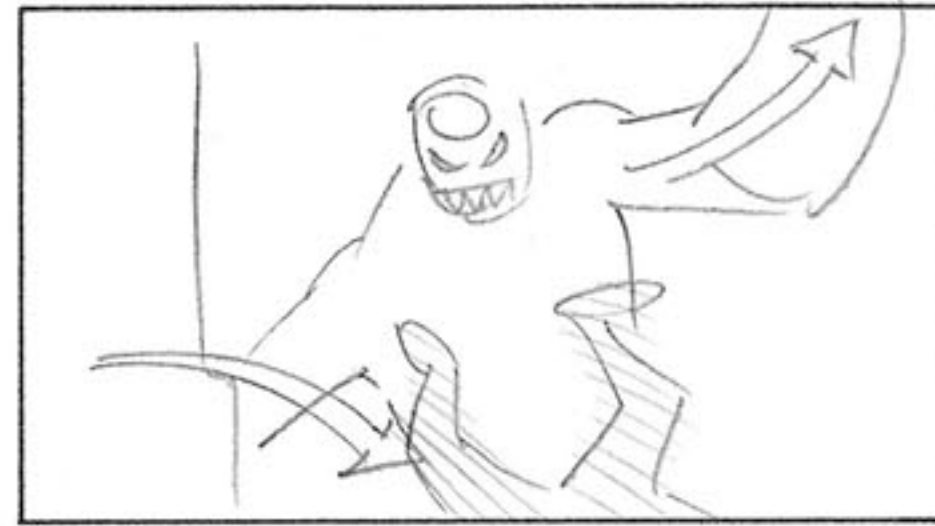
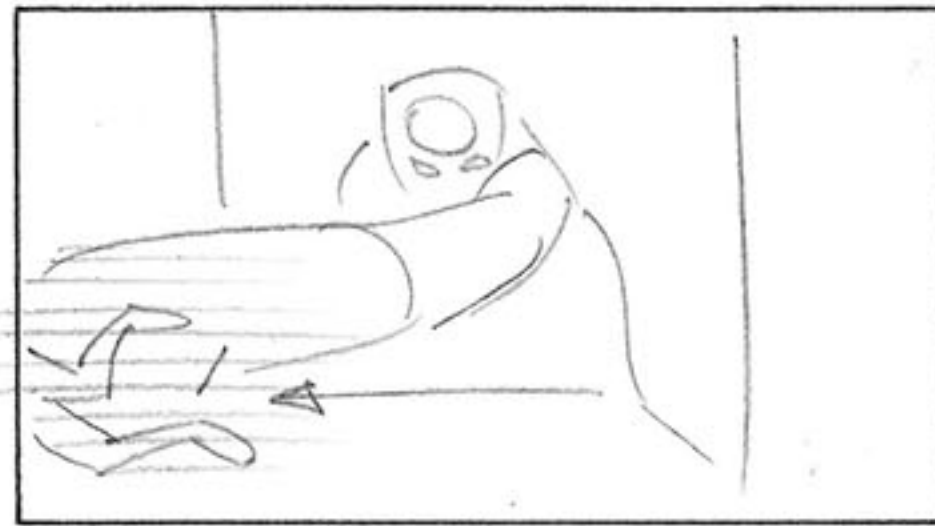
INSIDE BLOCK F



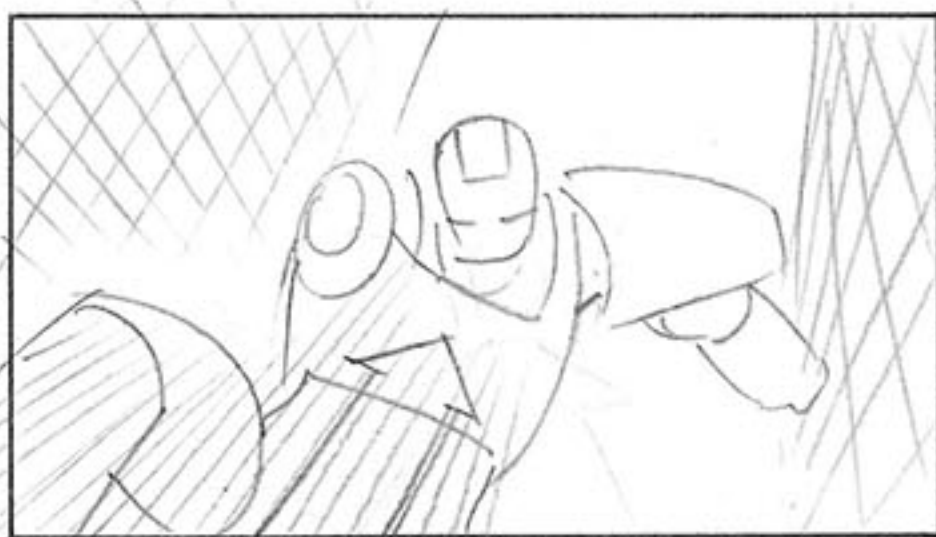
EL (IN)



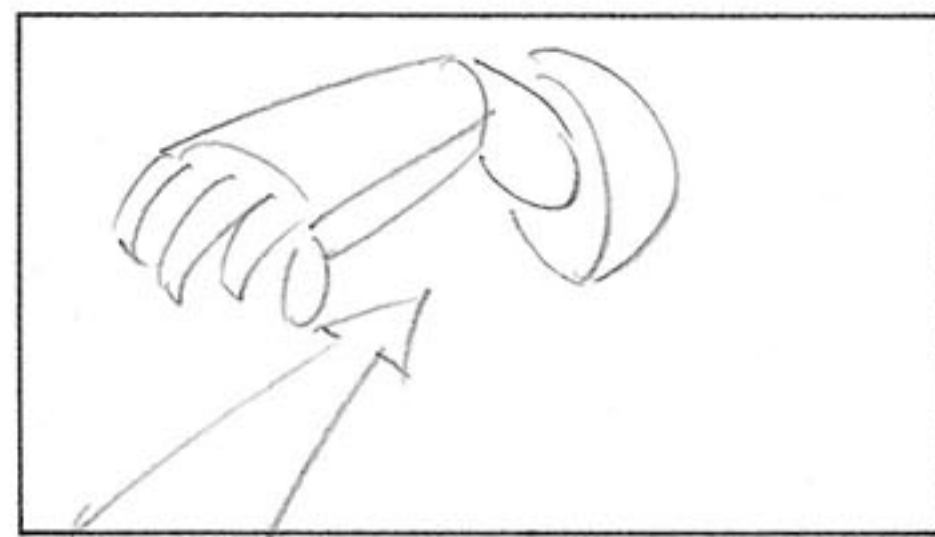
bring up C

A/B cycle — slam him back & forth
a few times

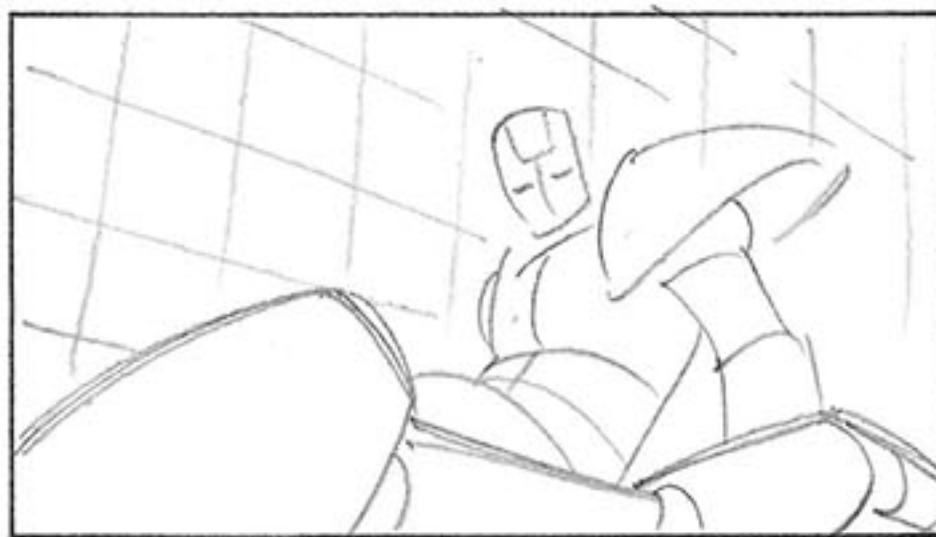
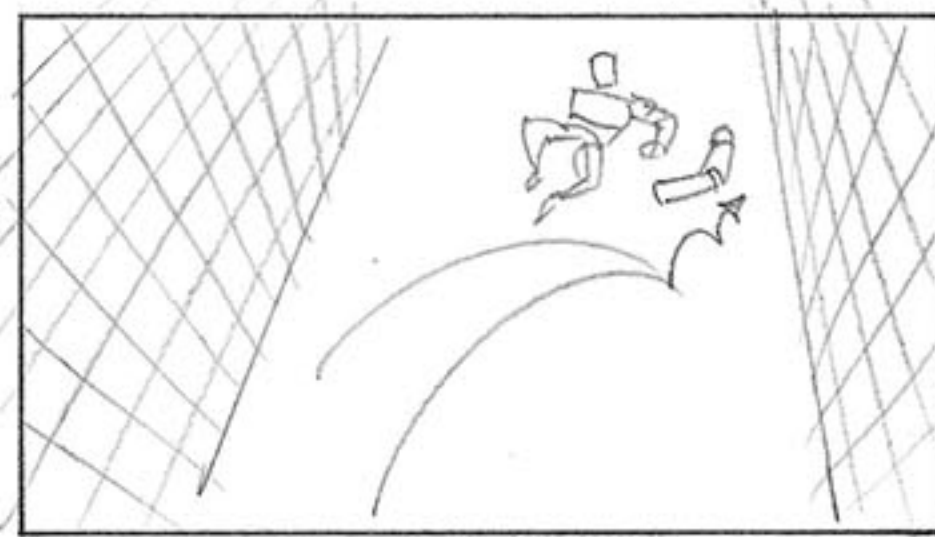
fling him down/OS



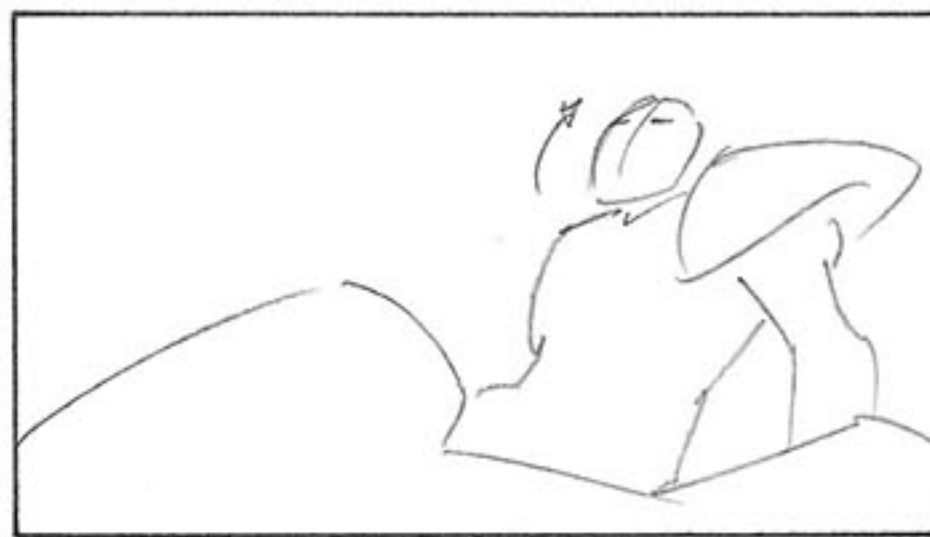
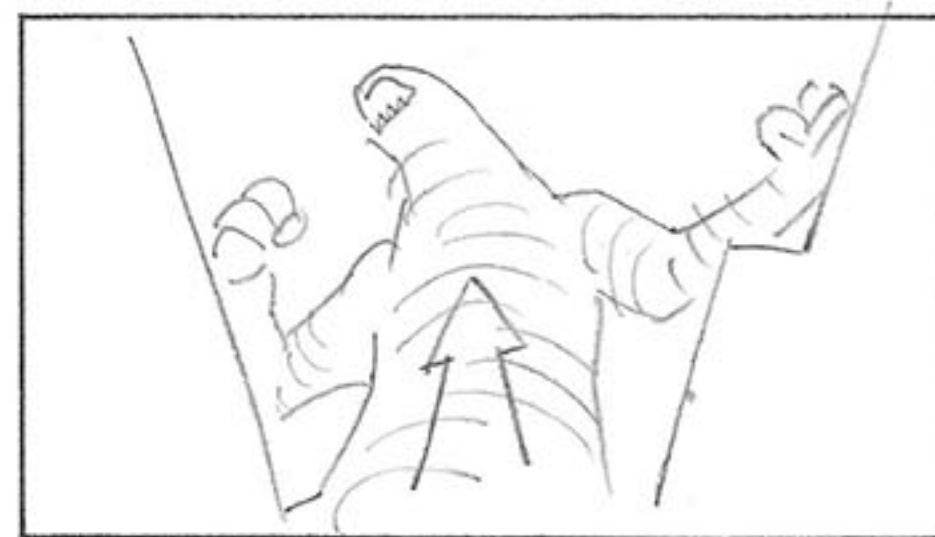
C drops into SC.

Tumbles on ground
(in alley)

broken right arm IN



C: It seems I am in need — of repair. (look up)

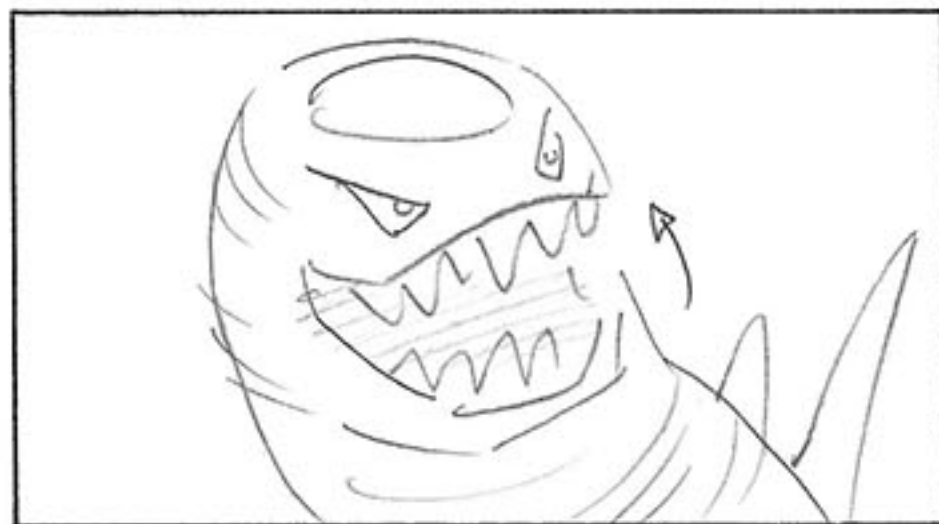
C'S POV — EL GROWS MORE — transforms into
AIR ELEMENTOR

ROAR!

C25-A



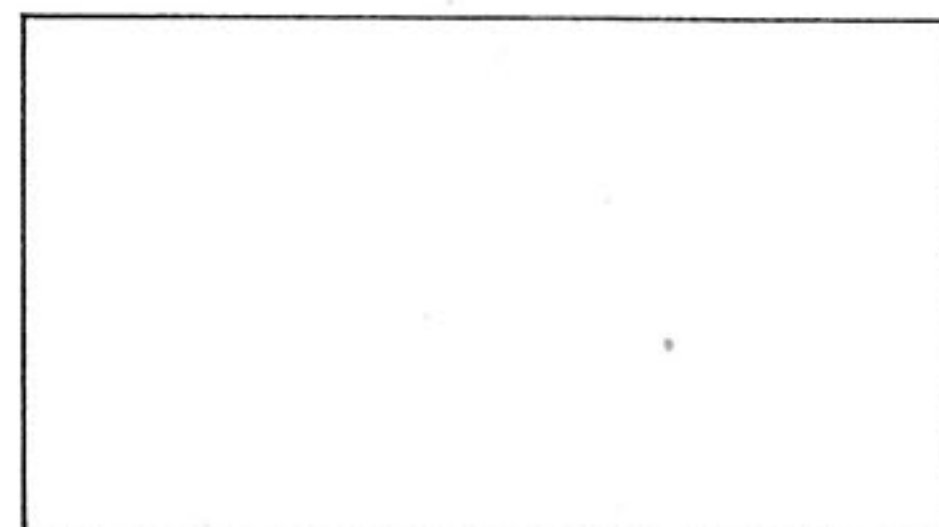
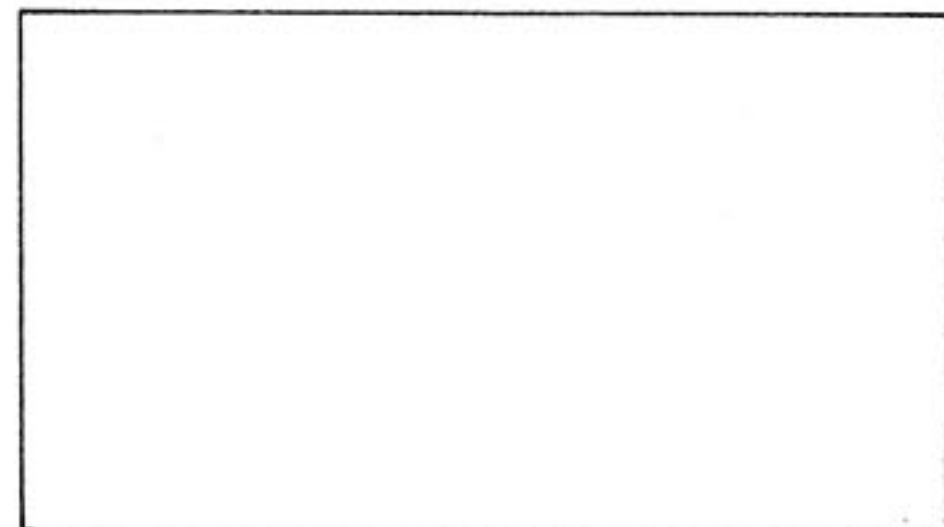
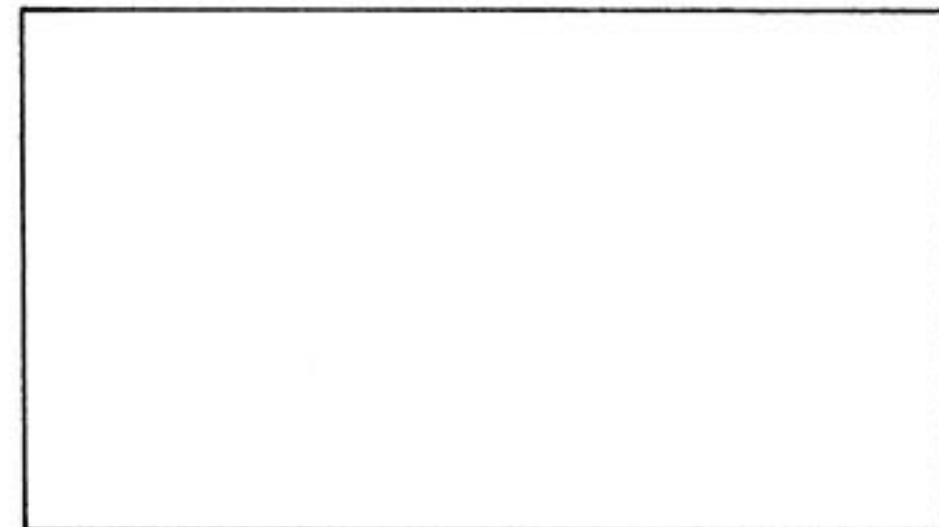
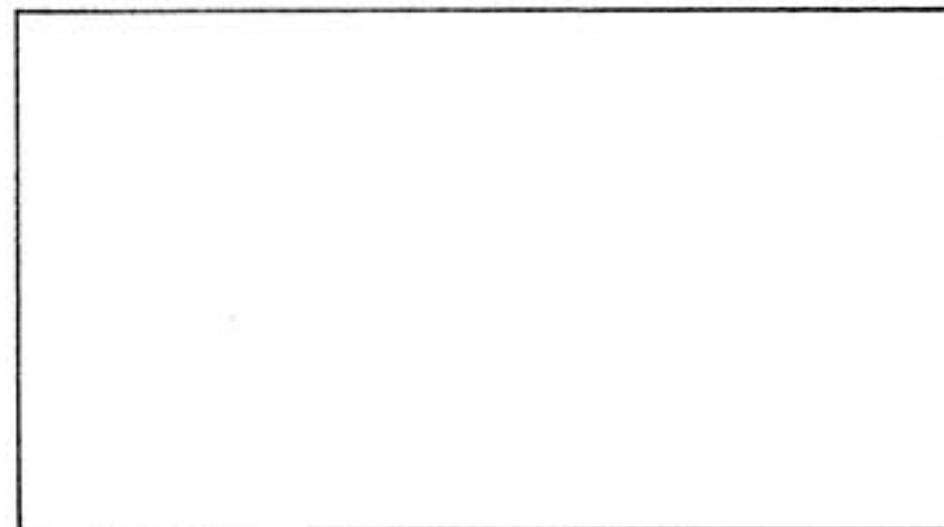
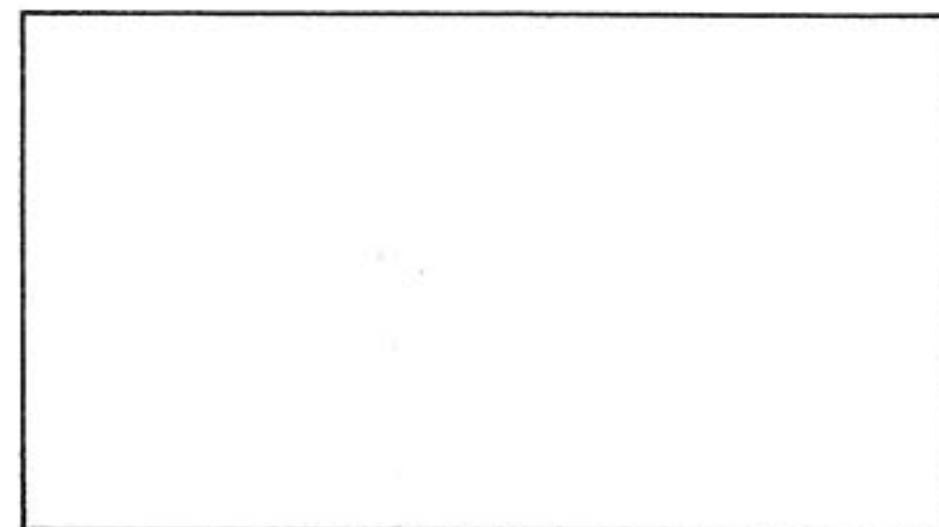
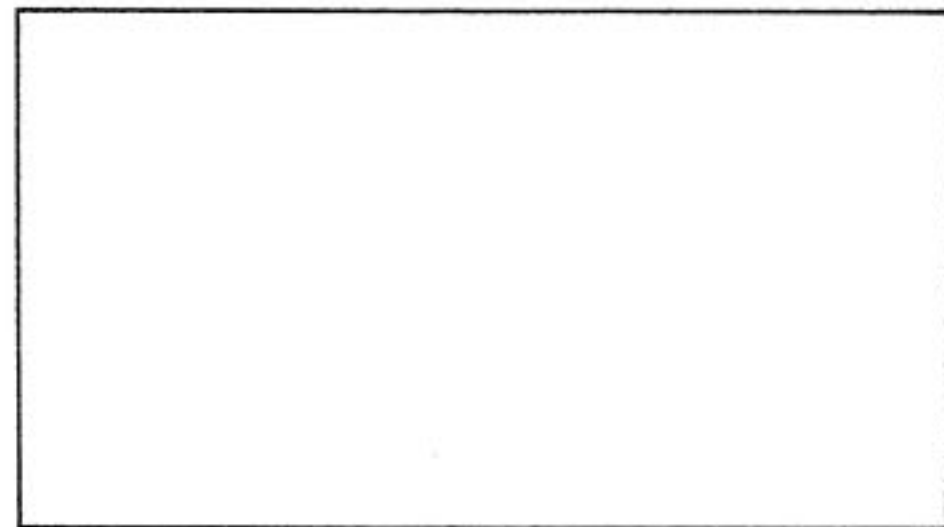
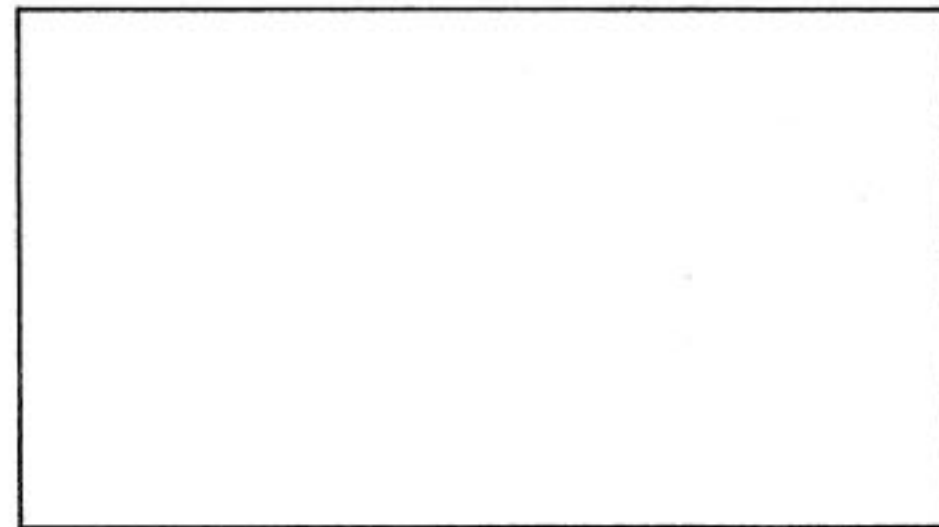
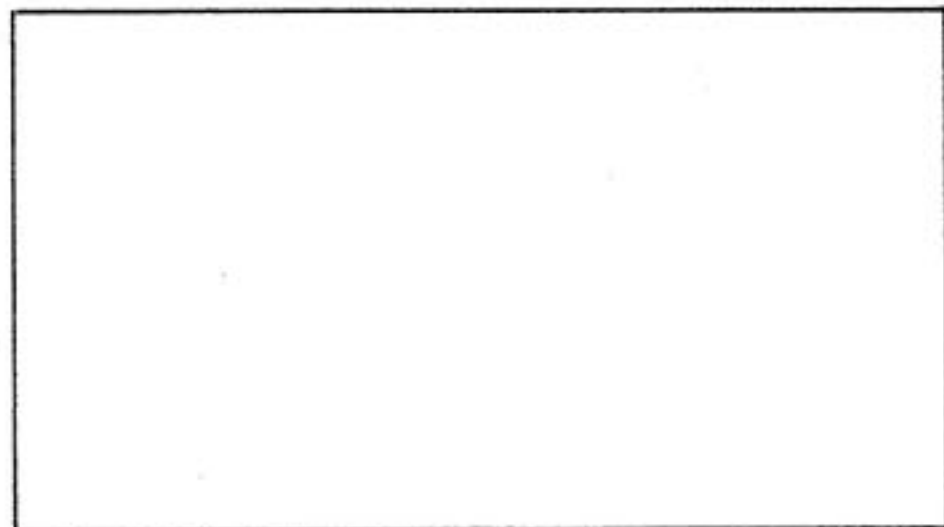
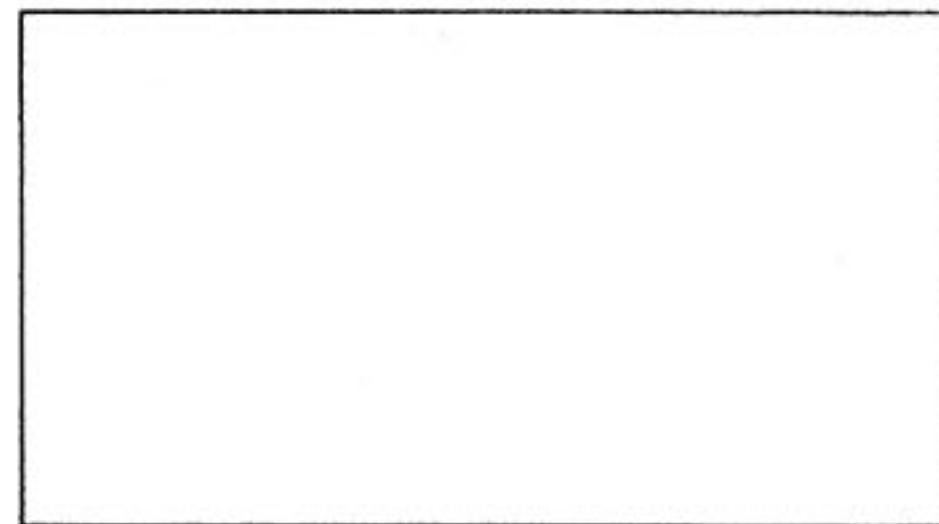
Grow into scene



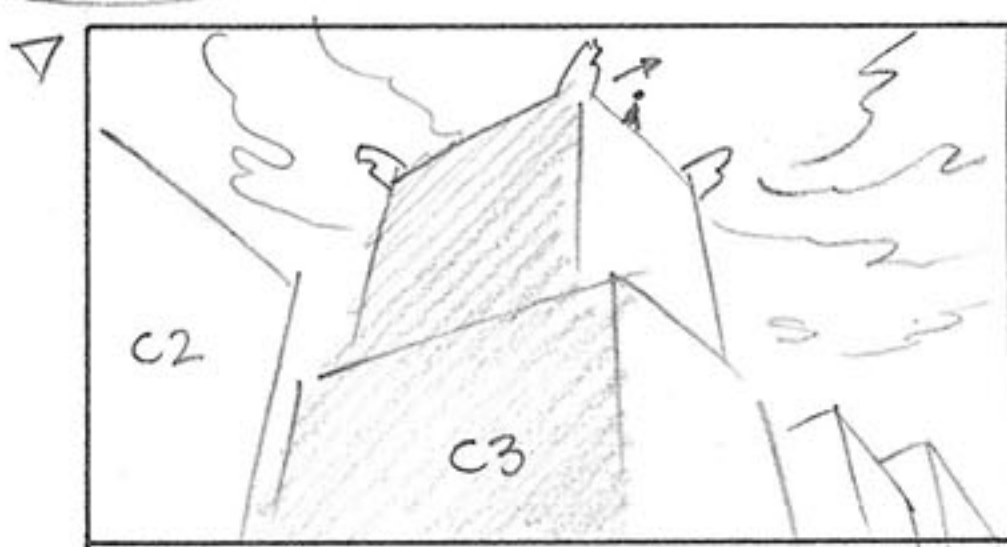
finish growth



TRUCK OUT to show
swirling air FX



C26



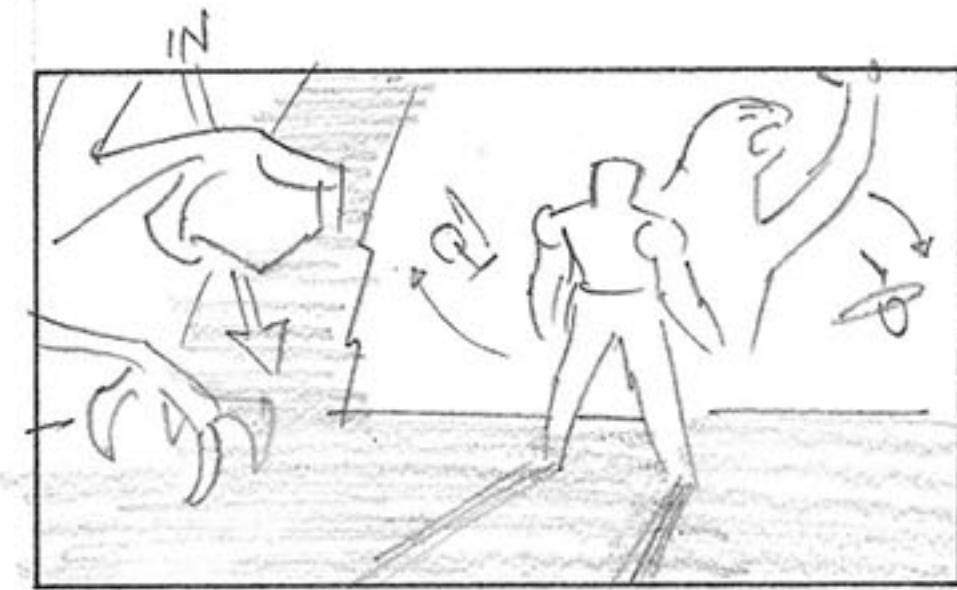
Tox appears on rooftop
ADD GARGOYLES TO BLDG AS PER SCRIPT



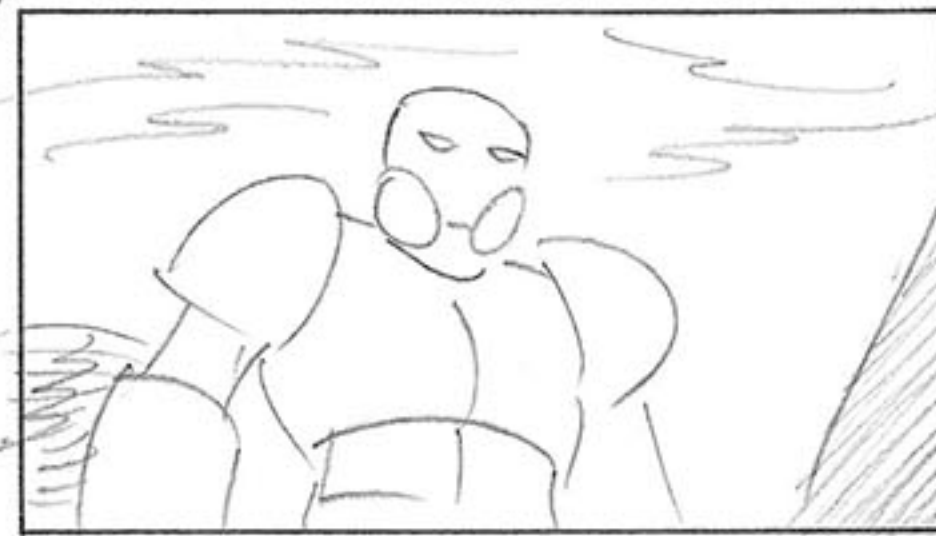
WIDE-EL looks around



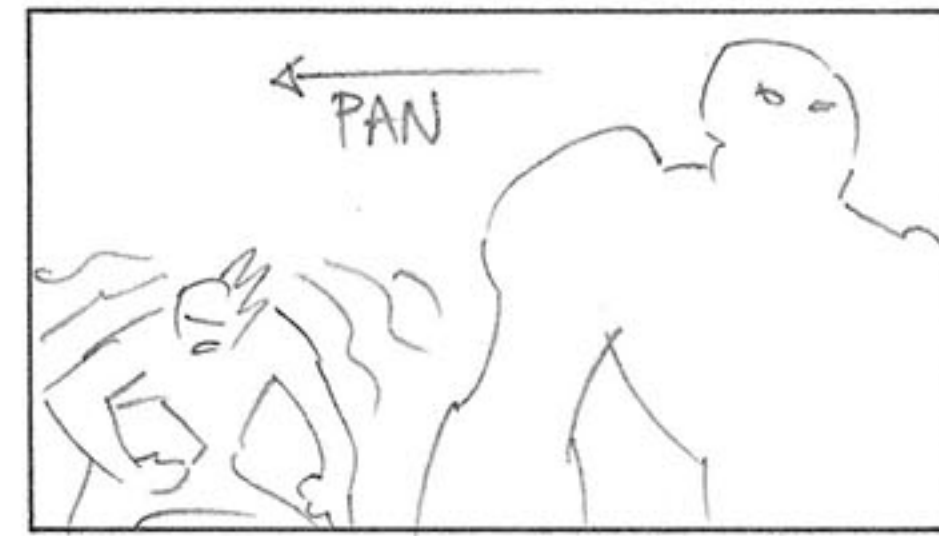
Pull back to include Tox —
EI fighting Ntek choppers



Can't pullback — Ex Raven (IN)



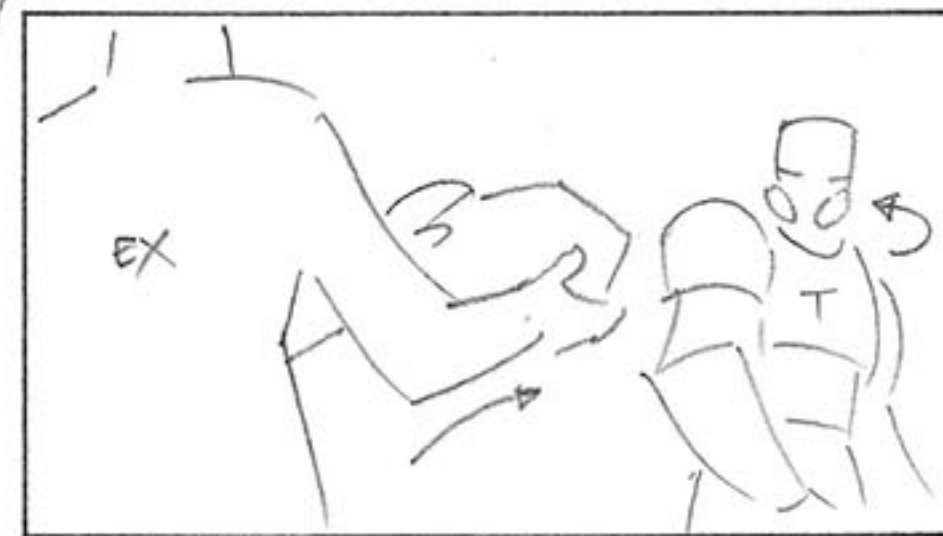
Tox: You're late.



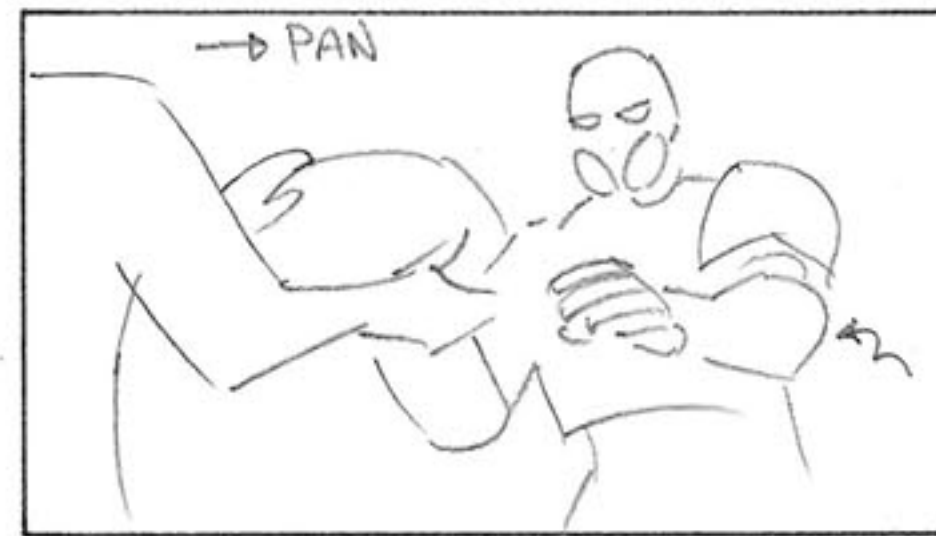
Extroyer finishes transforming
EX: You're just a control freak.



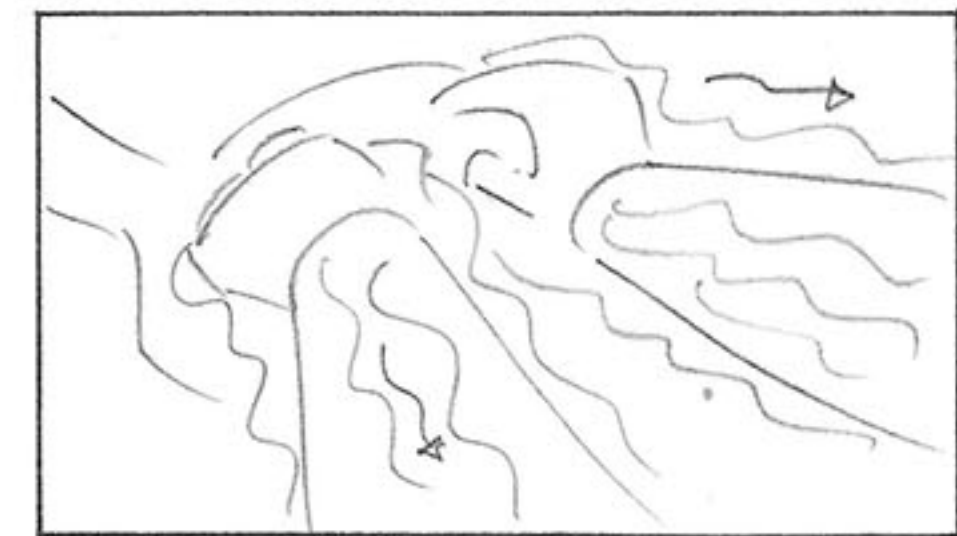
EX: The Anti-Elementium.



Let's get this



— party started.



Purple energy flows
into Tox



T: Oh, wow! This stuff



— is intense!



Tox RISES



— glows purple



Shadow
lengthens

PULL
UP



T: ANTI-ELEMENTIUM!

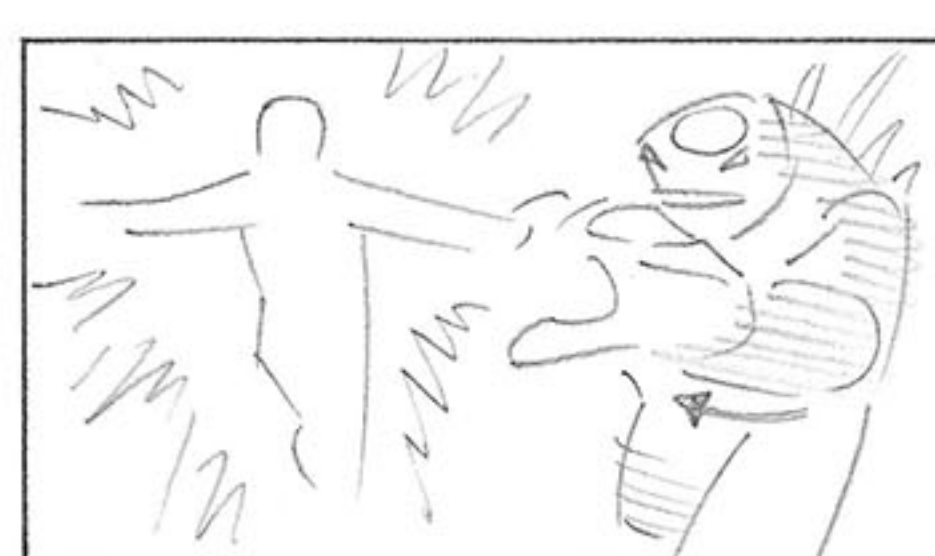
vo: The final ingredient needed — to bring on the destruction — of the world!

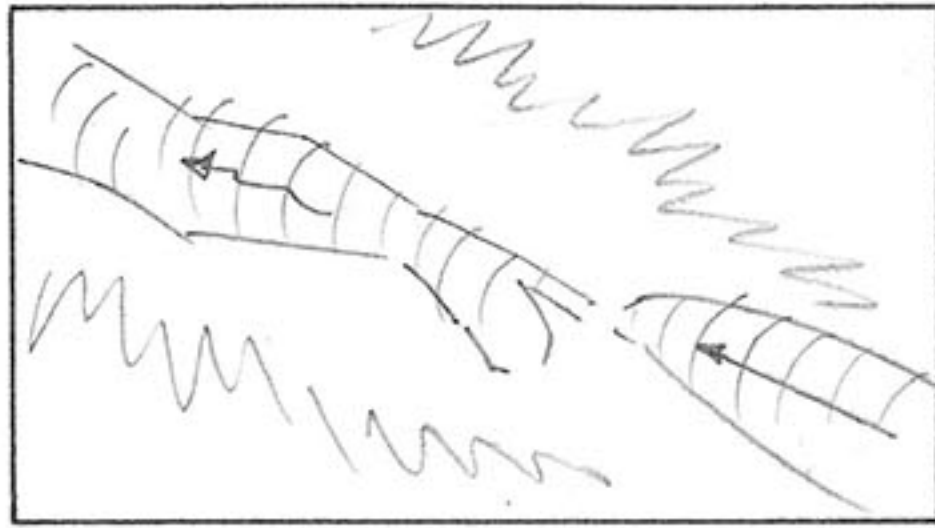
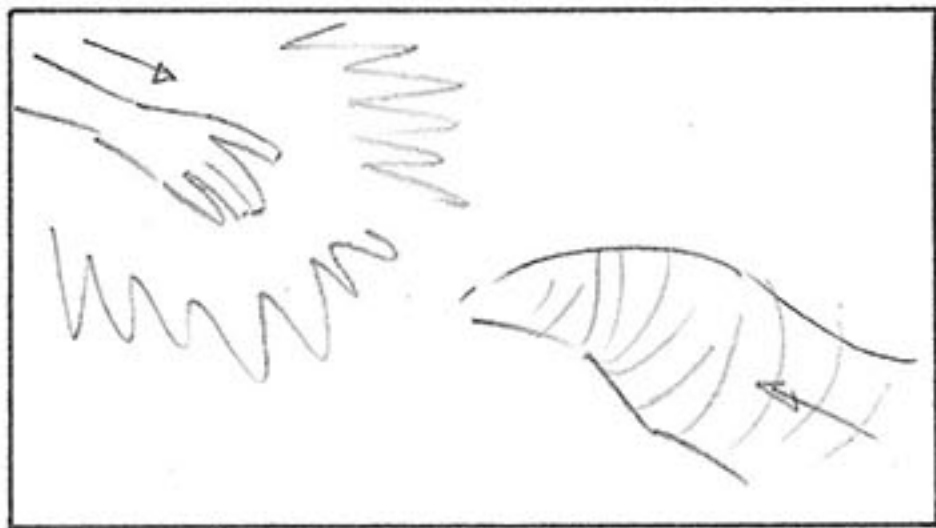
F & agents look OS
@ glow

T.O. to include EL



All scatter as EL moves





Swirling air FX flow into
Tox's arm



EL reacts



Mini-whirlwind builds
around T's left hand



EL's arm now fluid



Tilt up to see whirlwind spilling
out black clouds



EX: The power to change
the world!



(look uncertain)



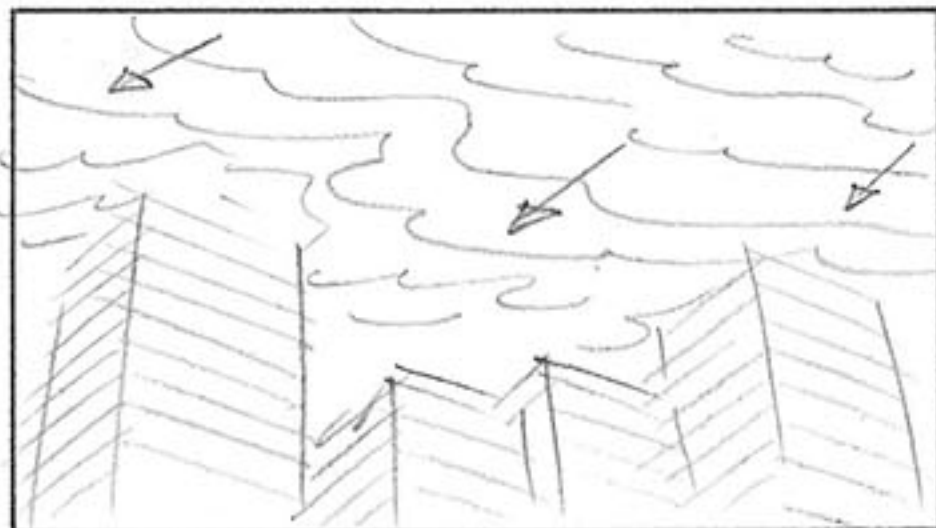
EL now losing shape
EL: SCREAM



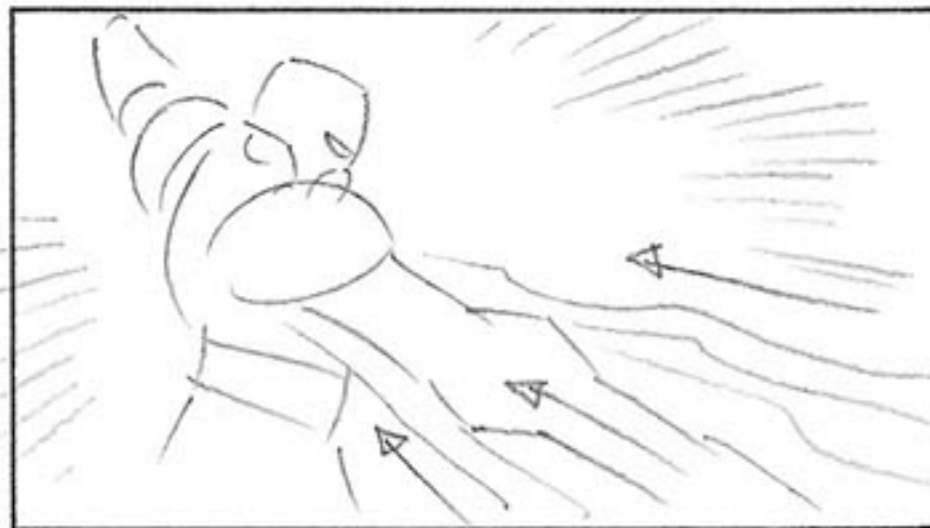
T: The toxic storm is
YOU, Elementor!



(LIGHTNING)



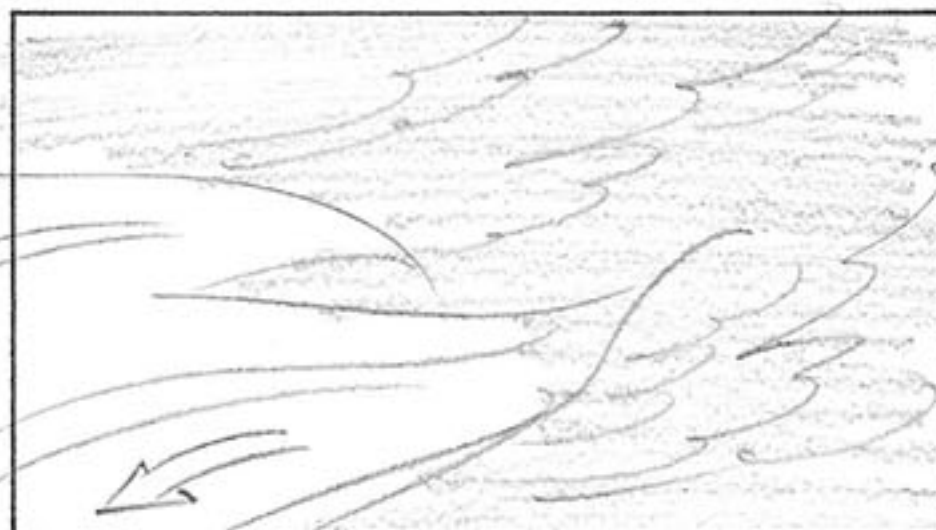
Clouds flow past buildings
(block A)



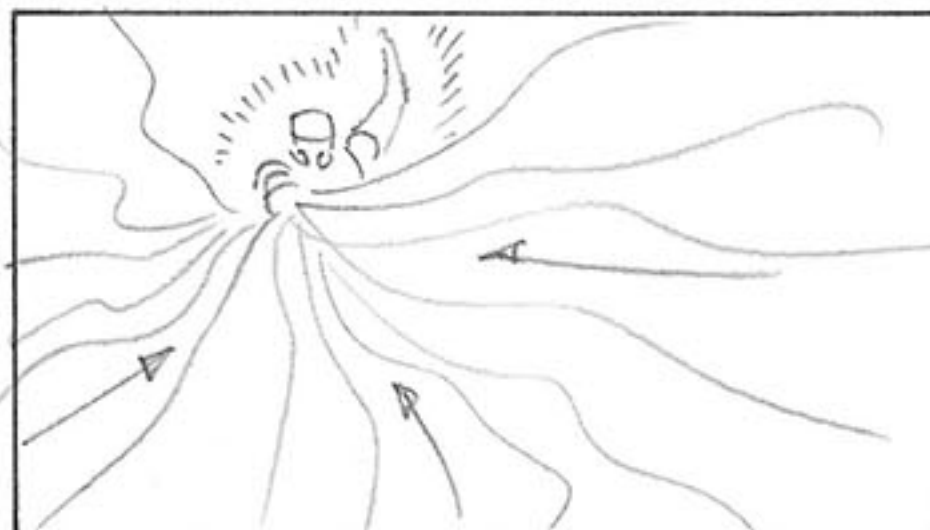
T: As your energy passes
thru me—



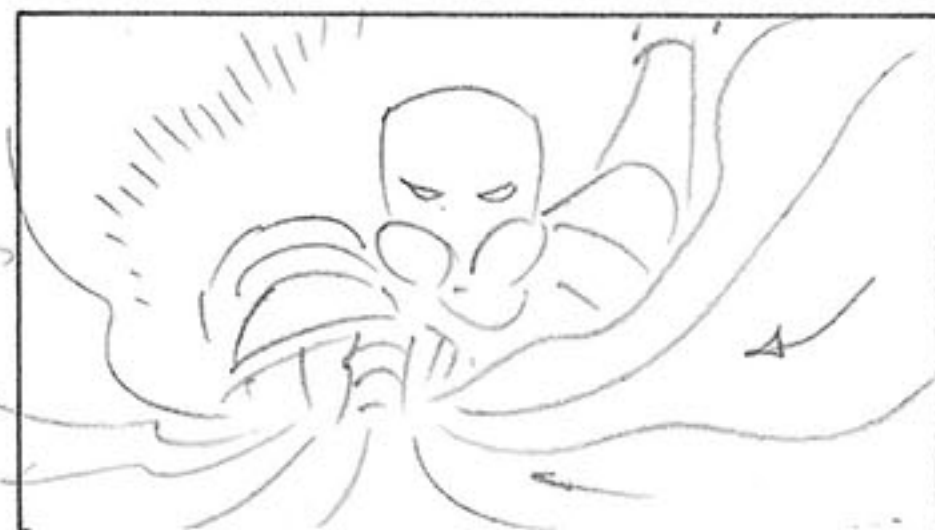
—you will become an unstoppable—



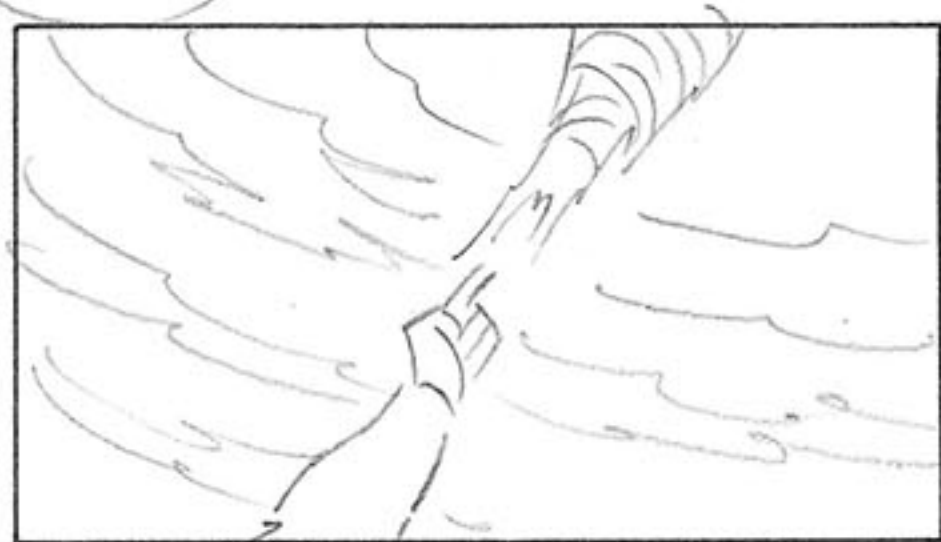
—scourge



Fast push in on Tox
—destroying all life in your path!



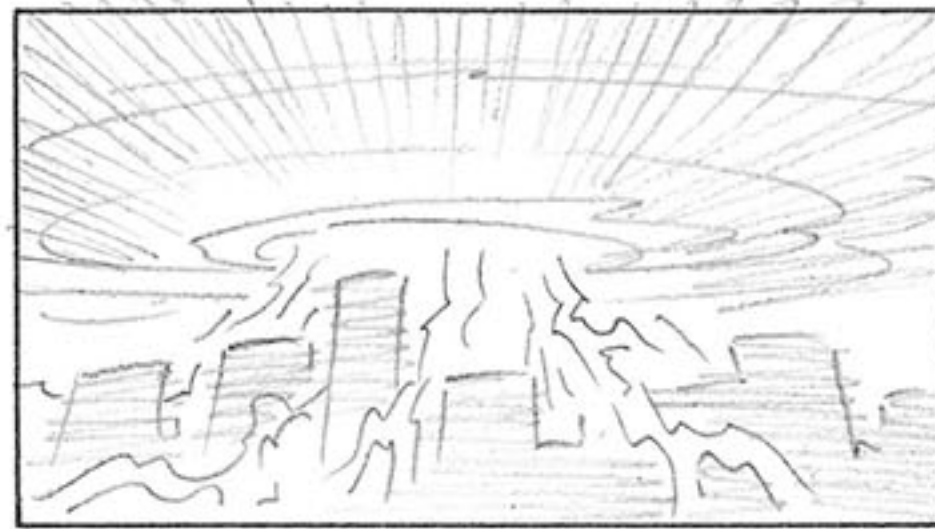
Continue up T's left arm
(laughs maniacally)



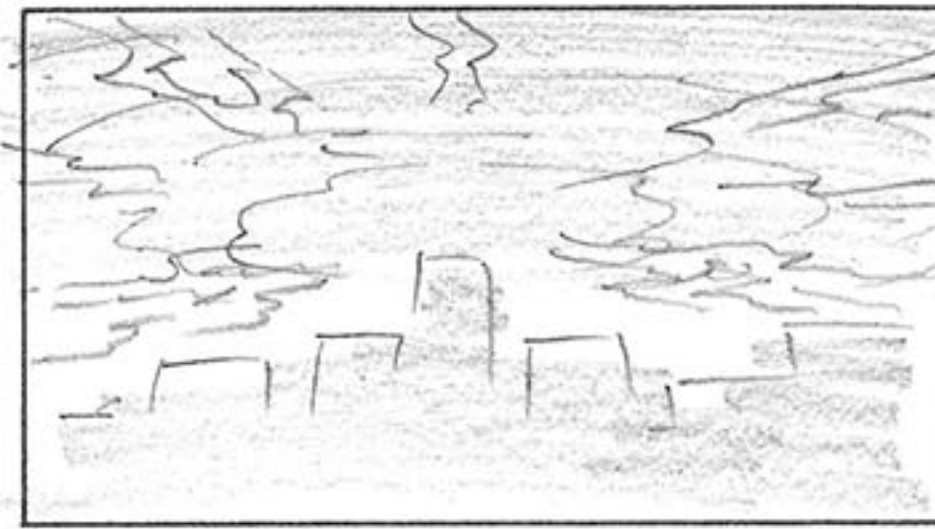
The last of EL's energy shoots out of T's hand



Lightning flash



Massive lightning strike on the city!



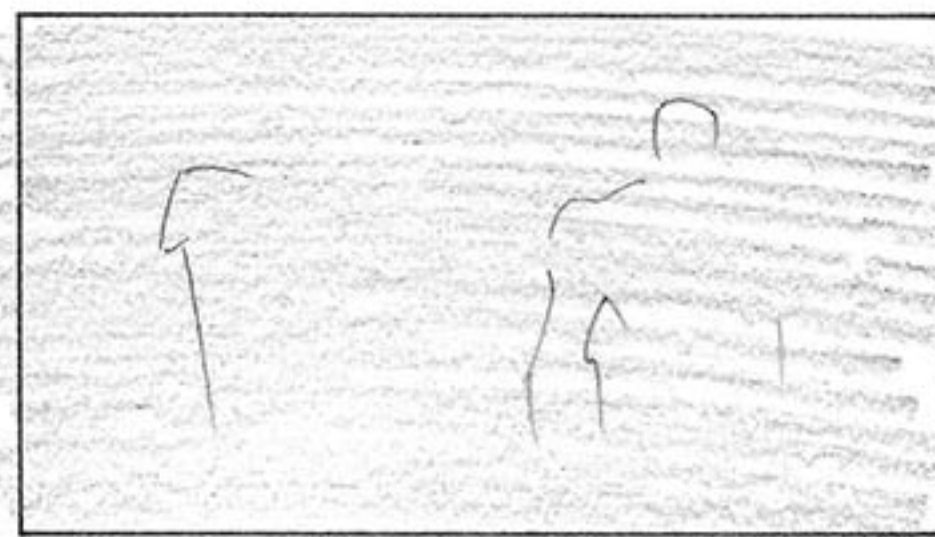
THUNDER CLAP
(all lights go out)



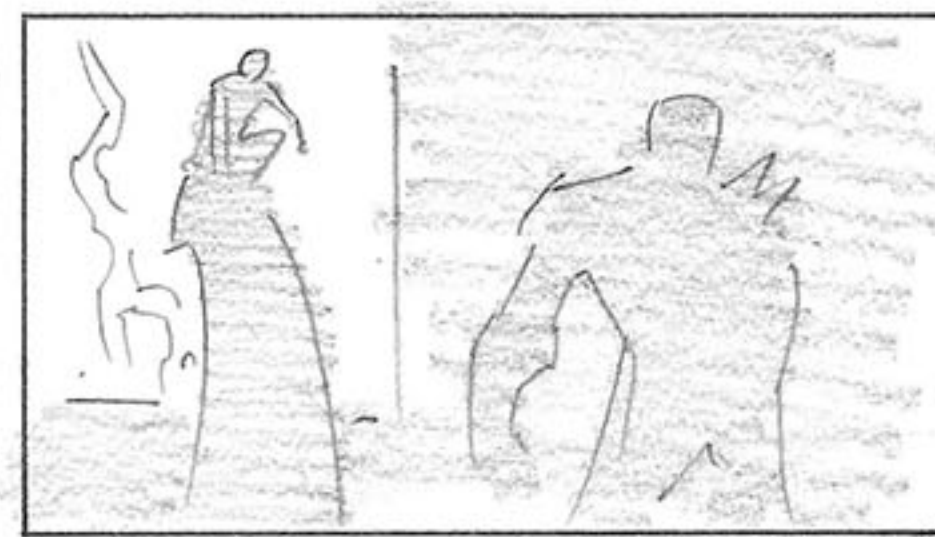
Tox still glowing
OS flashes light
scene intermittently



Ex watching—
lightning flash from OS



Everything goes dark



BG flash reveals silo
of Max on gargoyle

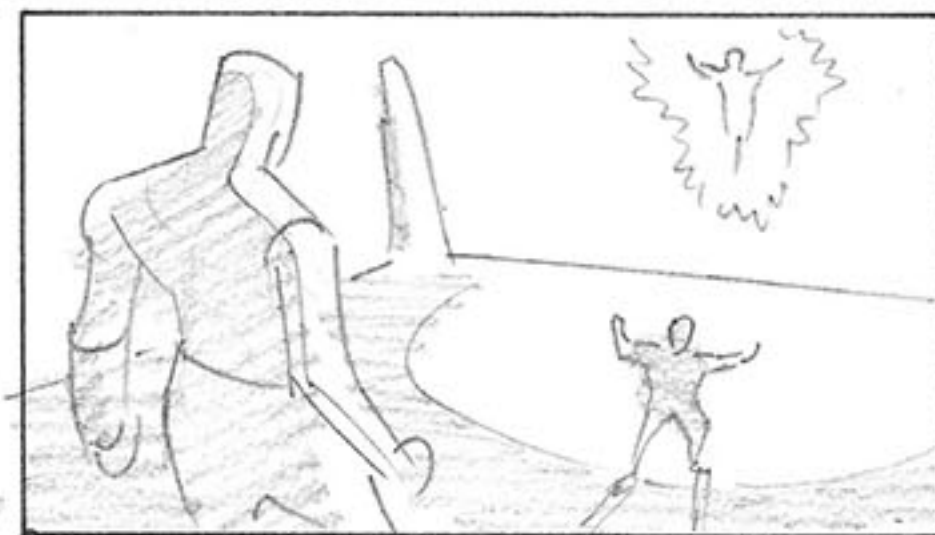


Cut to reverse—flash continues
Ex notices M's shadow as
it stands.

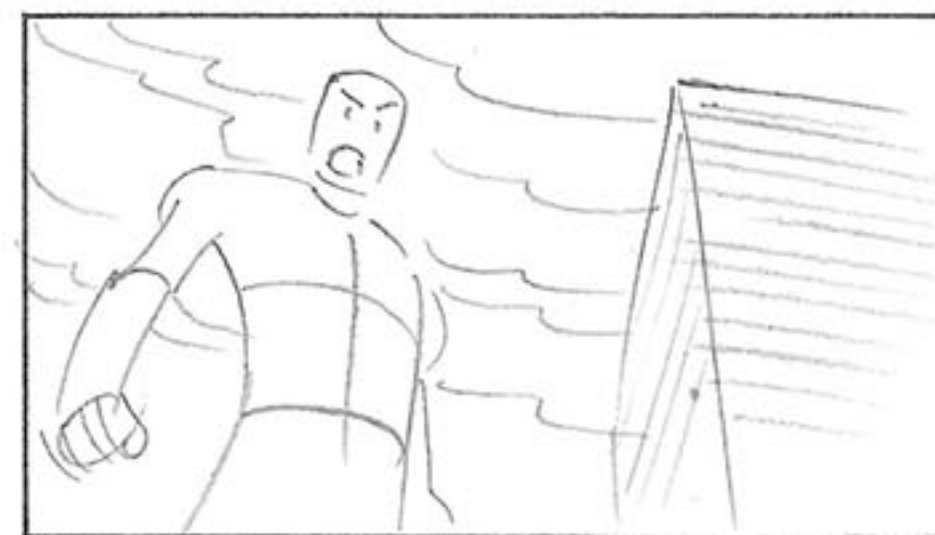


Return to normal lighting
(Tox's glow from OS)

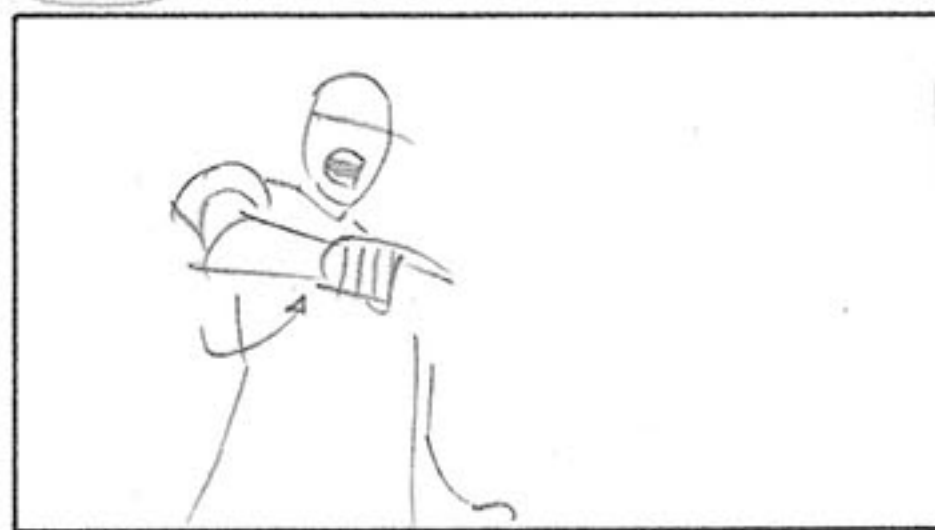
Ex: Just in time, Steel—



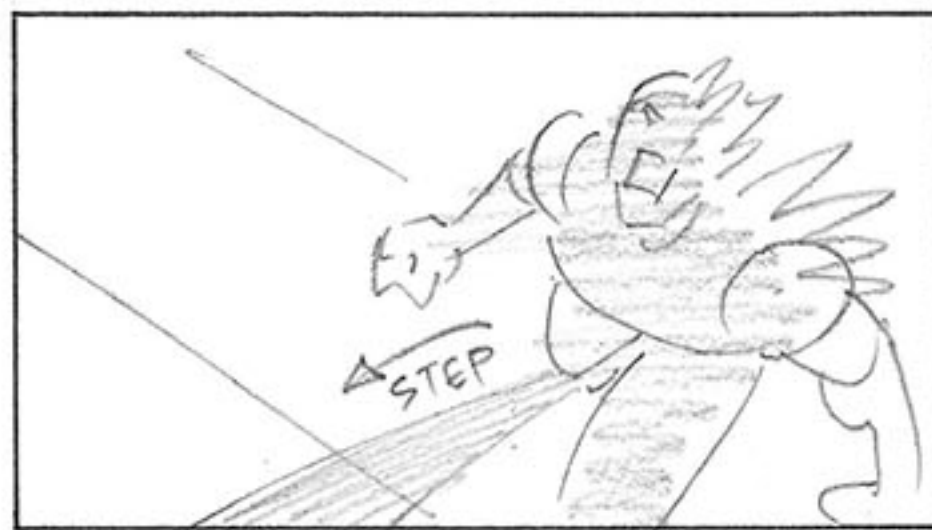
—for the END! IT'S OVER!



M: Not gonna happen, Troy!
Listen!



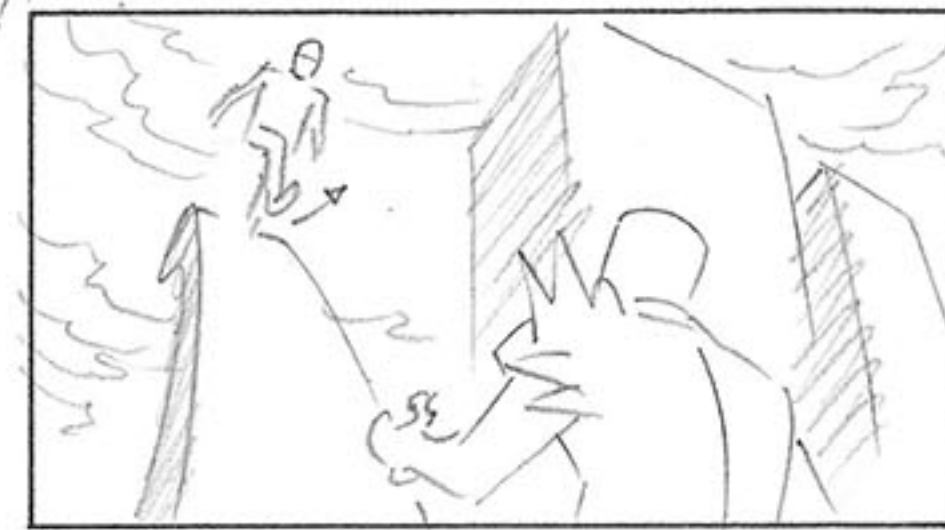
You got a second chance
at life and I fought
for you!



Ex: I'm Extroyer! I didn't choose this, to be
a monster!



(Push in)



M jumps down to Ex's level
(Ex steps back)



Mr. Troy, a second chance
is about getting to make
new choices.



A new beginning.



Cam begins to ROTATE
Help me stop this.



You owe me one.



I'm calling you on it.



PUSH
IN



Ex: I owe you one.

C32

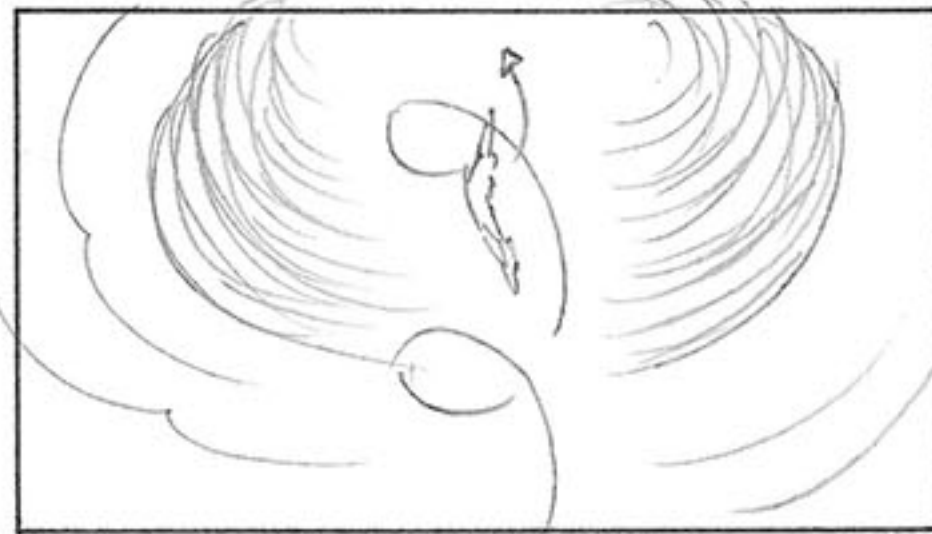


M: Welcome back, Troy,

OS light source RISES



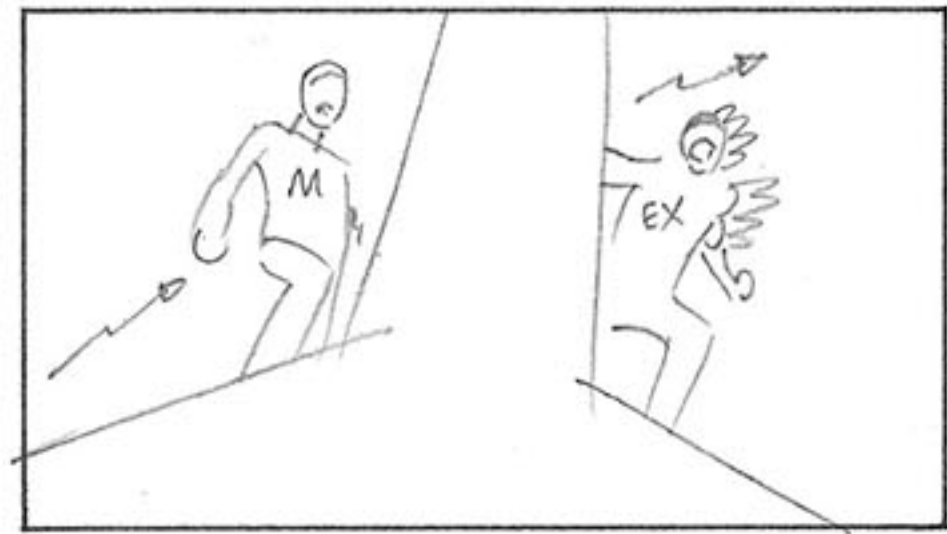
Tox rises away



Tilt up as he spirals upward
into funnel cloud



EX: It's not too late! For the world! Second chance!



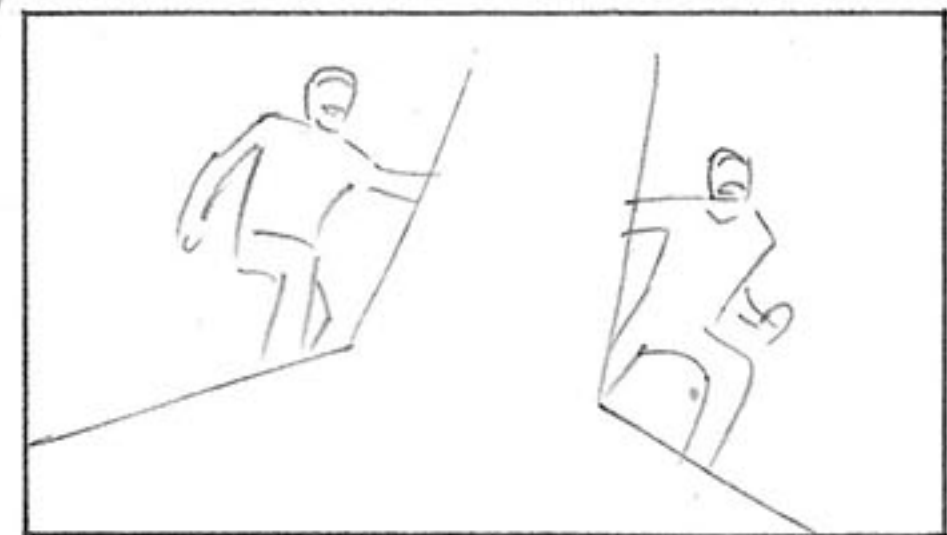
I know what to do.



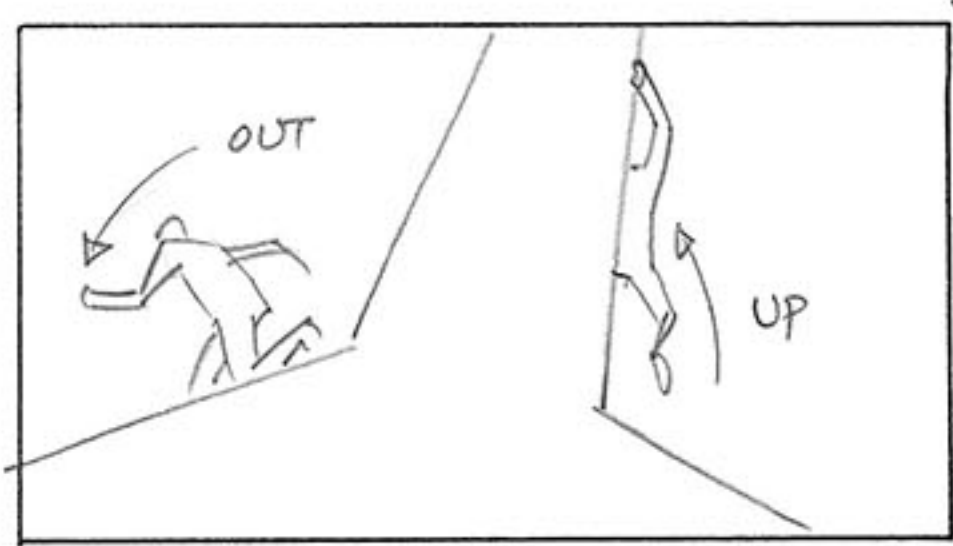
I've made my choice.



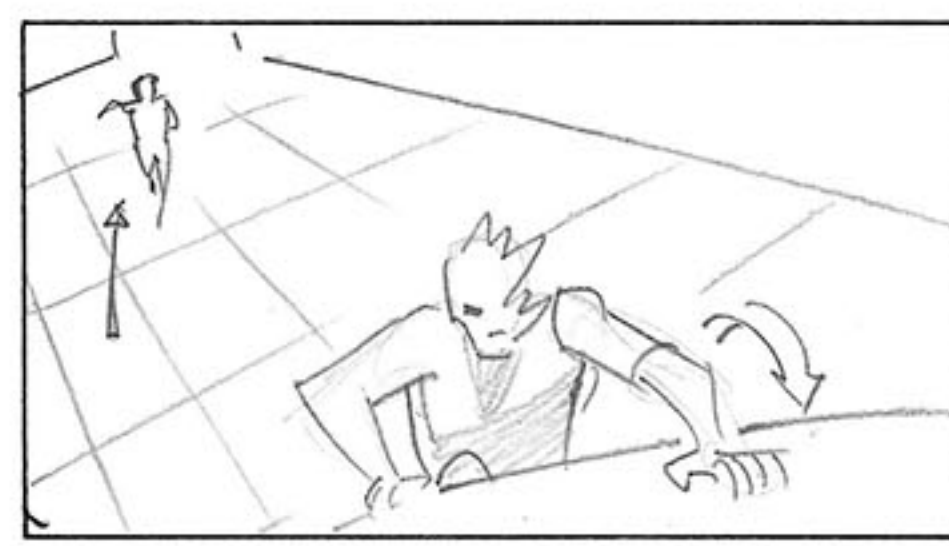
M: It's hero time. For
both of us.



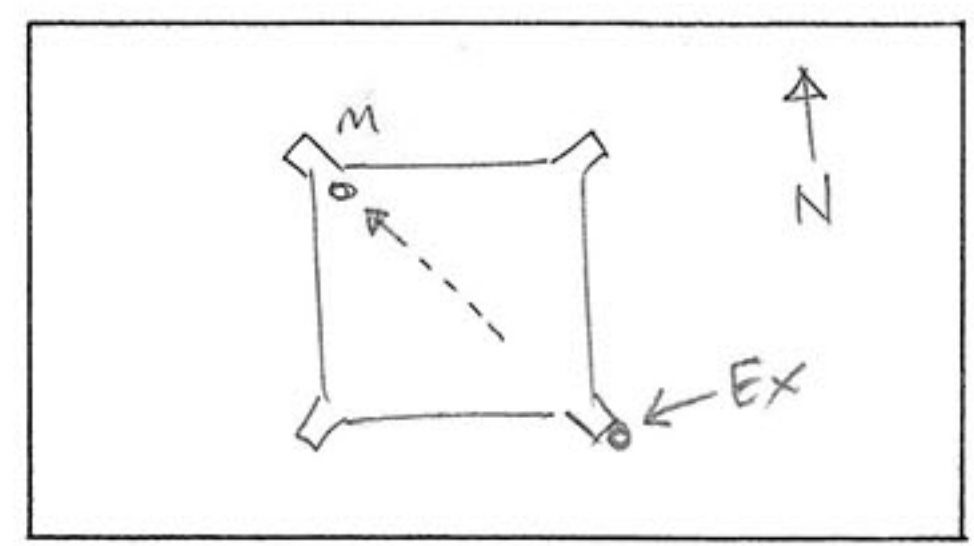
EX: Let's do it!



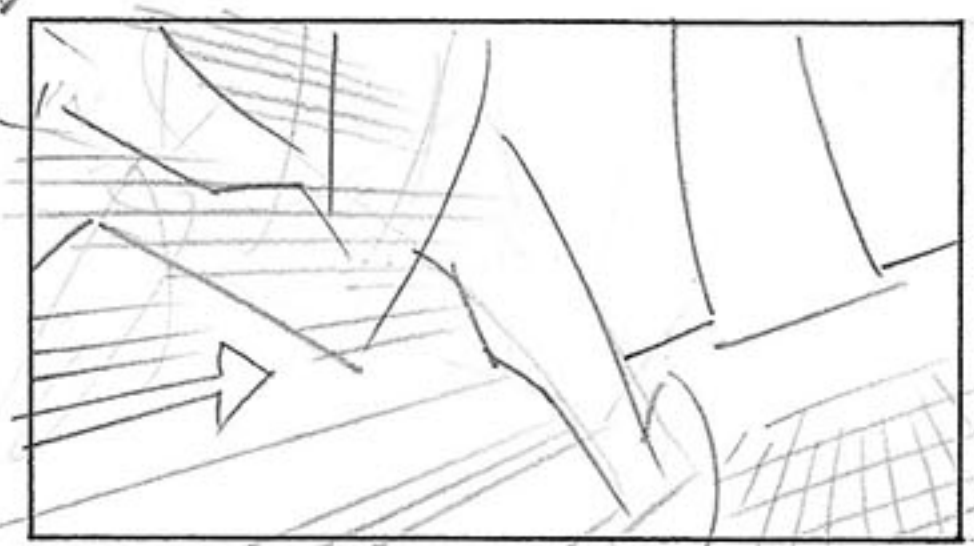
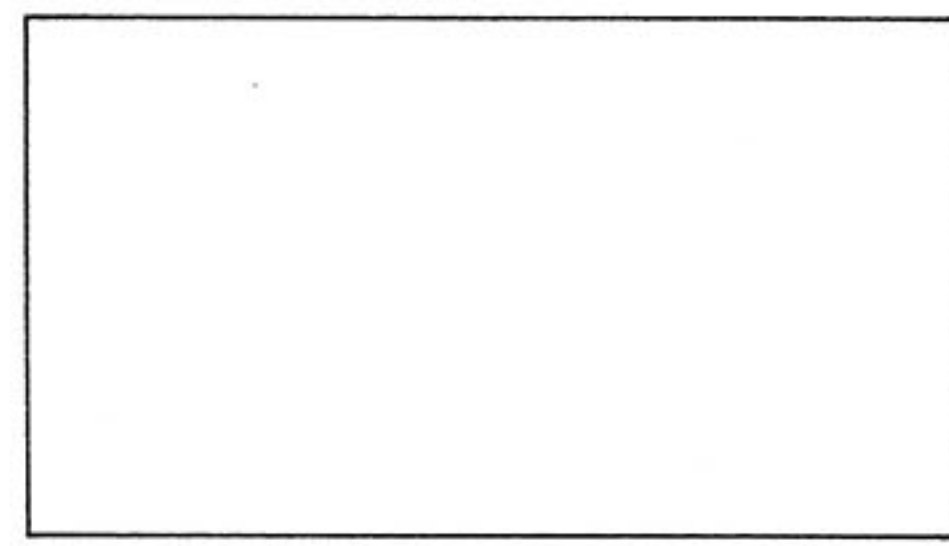
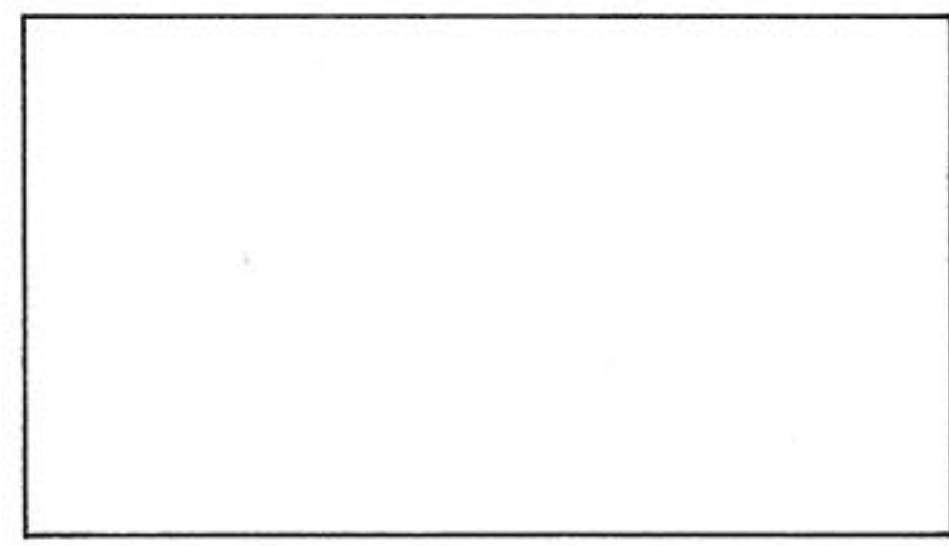
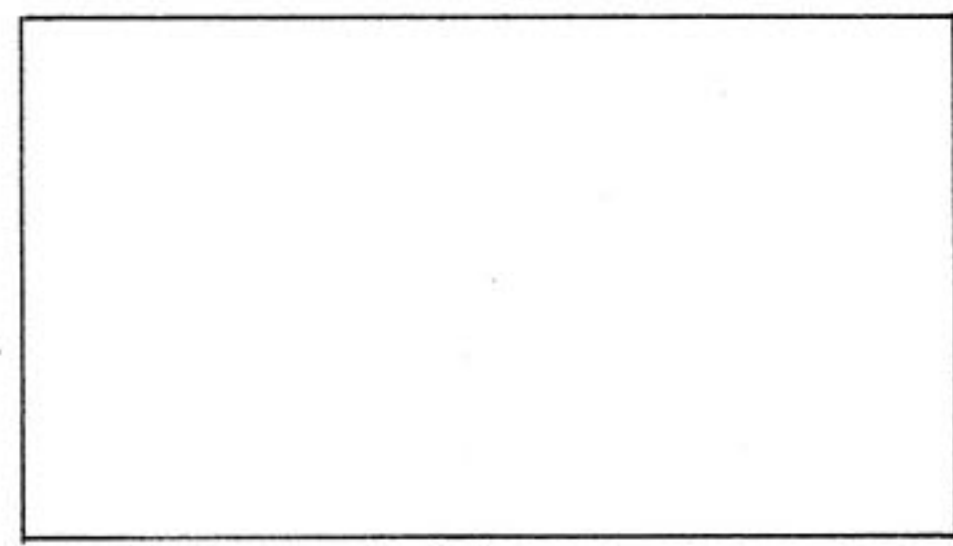
Go to downshot
from top of gargoyle



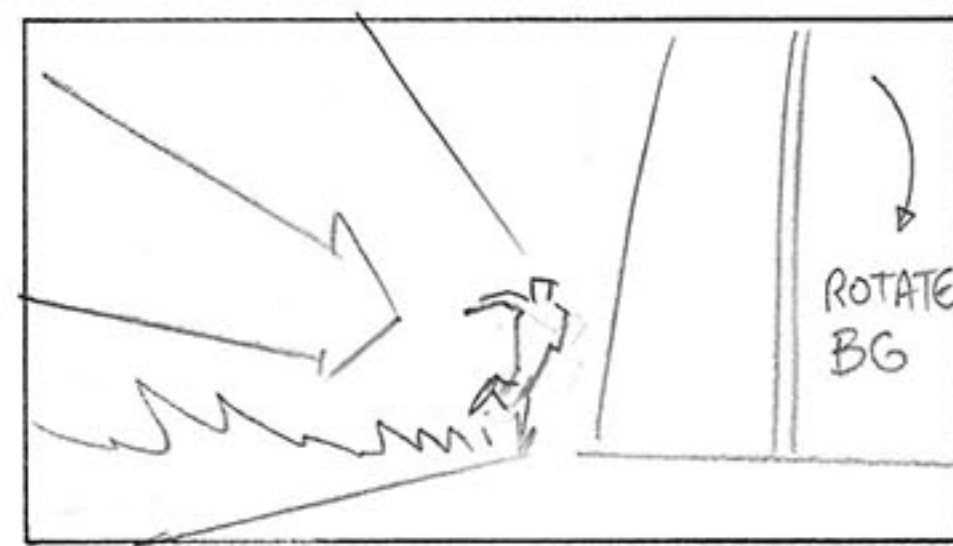
TILT to show M running
to opposite corner



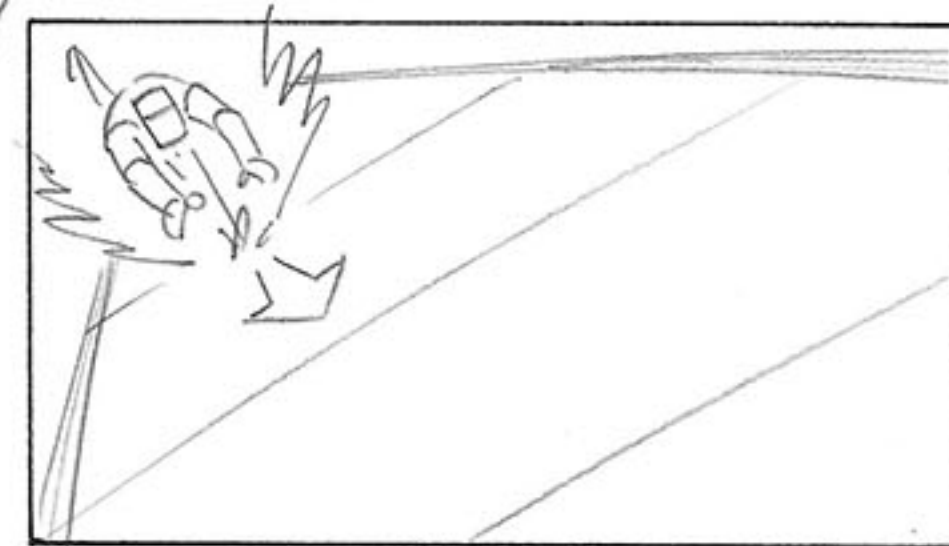
(MAP REF)



M shoots, in past
cam



M launches up toward
EX

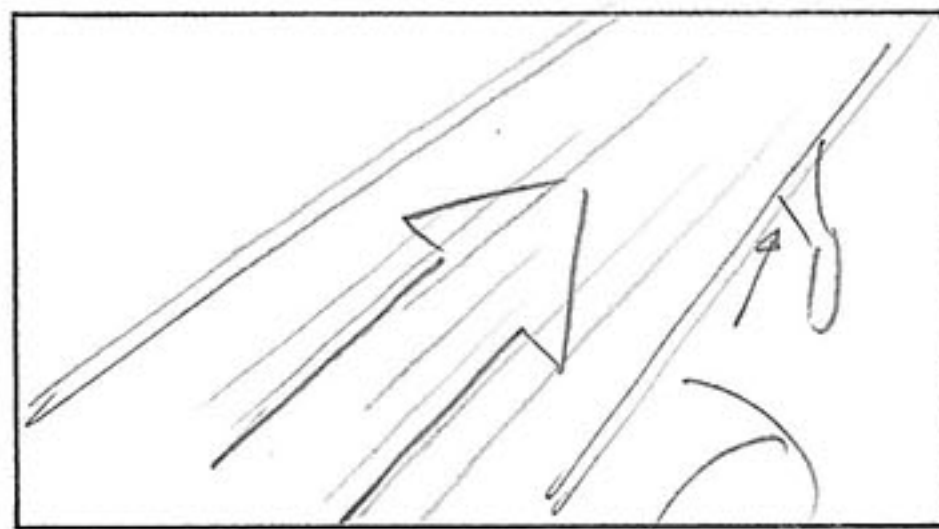


Downshot - M approaches with hands out

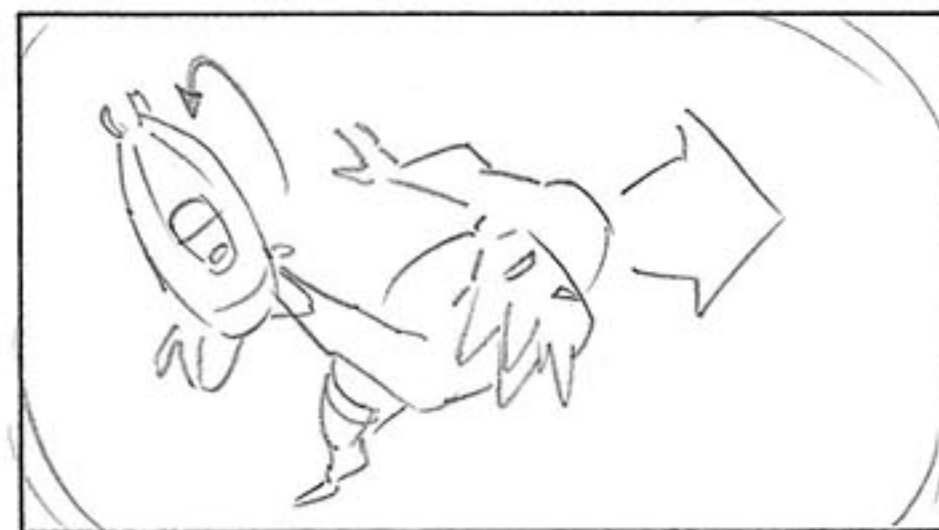
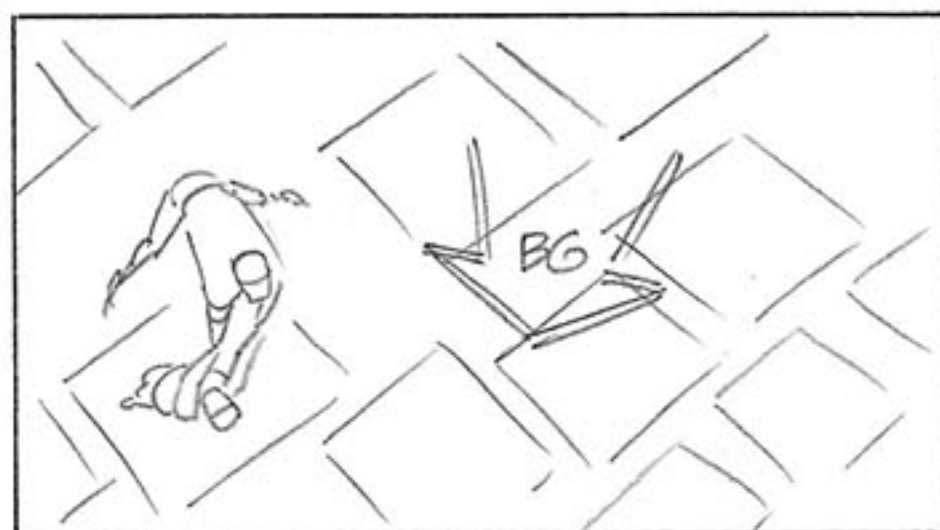
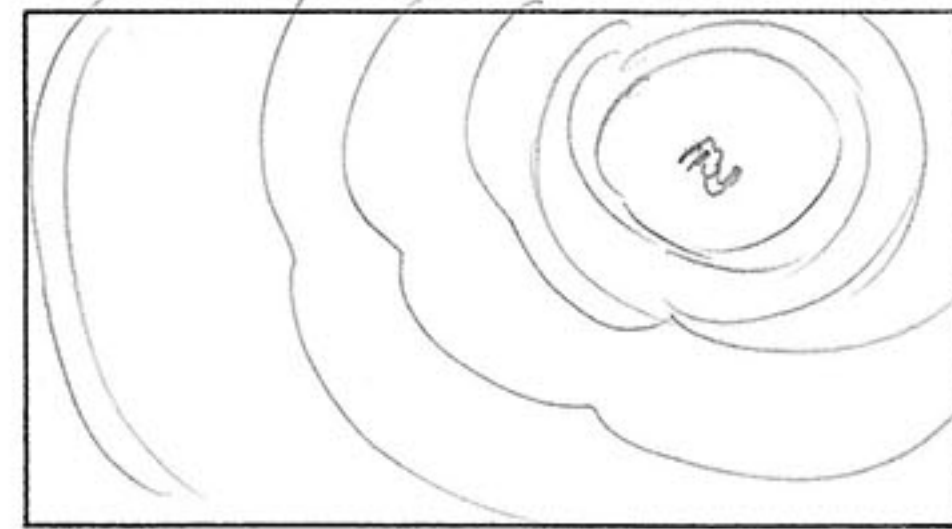




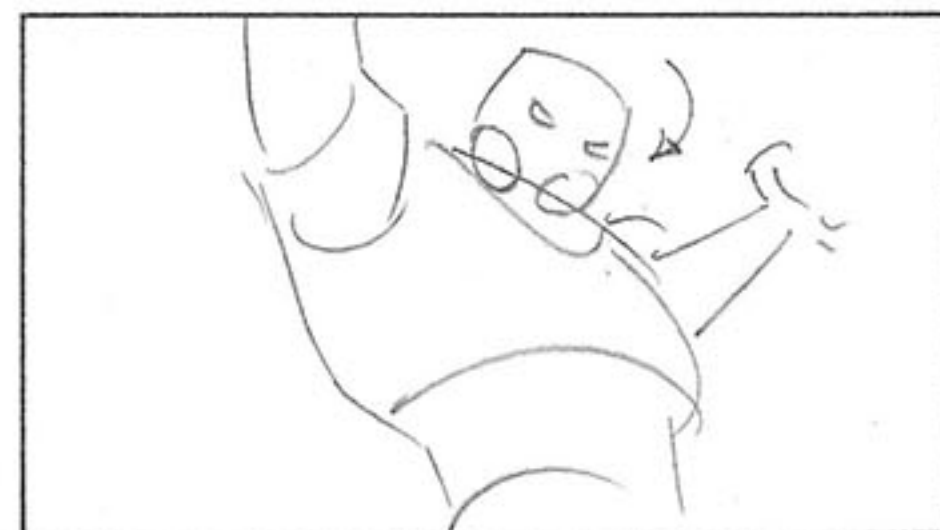
On Ex at top

M streaks thru
(green energy trail)

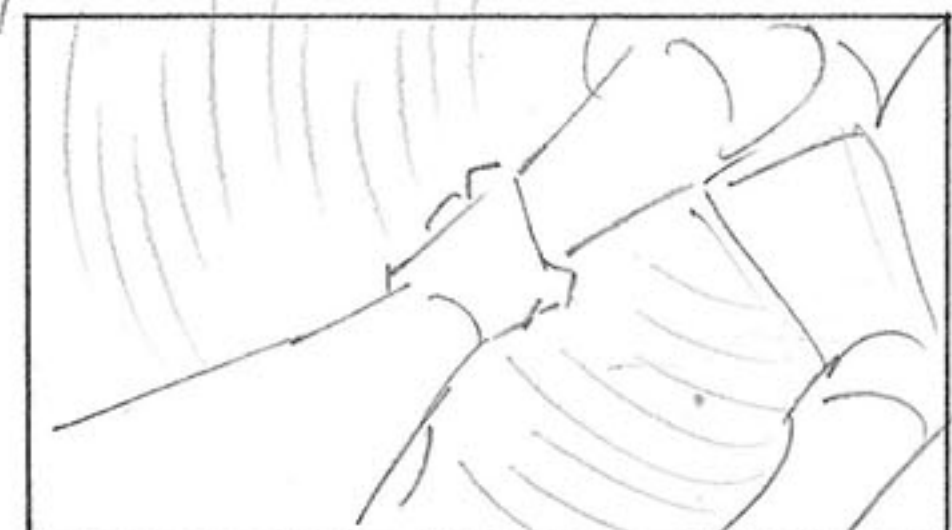
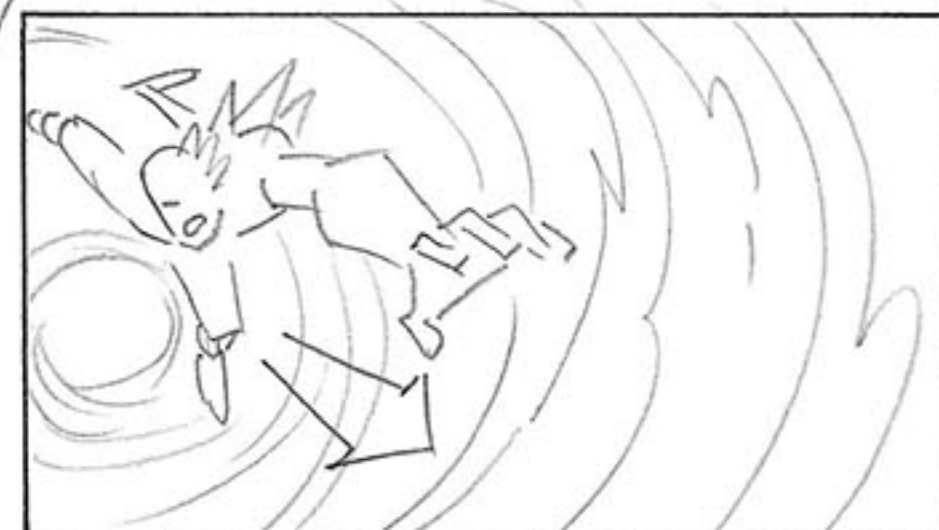
TILT UP as they shoot straight up into cyclone



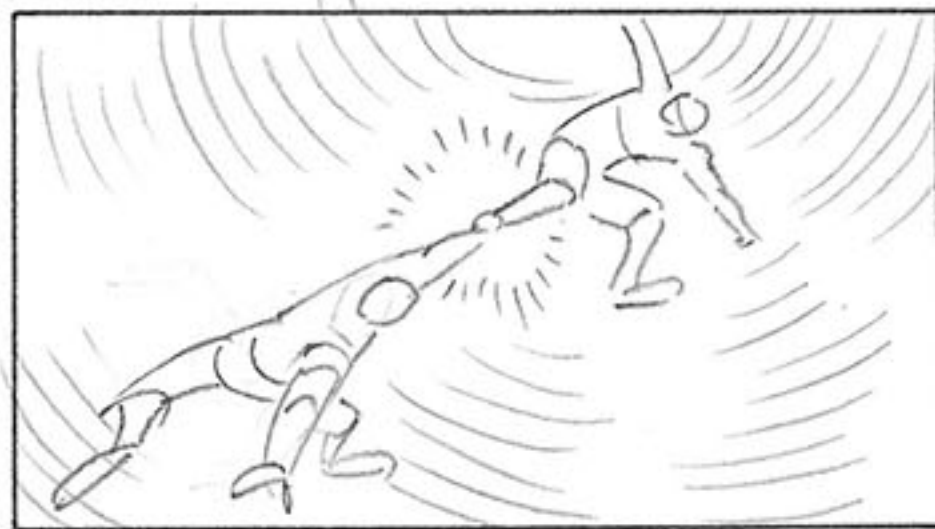
M flings Ex up into cyclone

On Tox in funnel
cloud, glowing purple

Look down



Ex's hand on T's ankle



Fast T.O.
EX: EXTRACT AND BECOME!



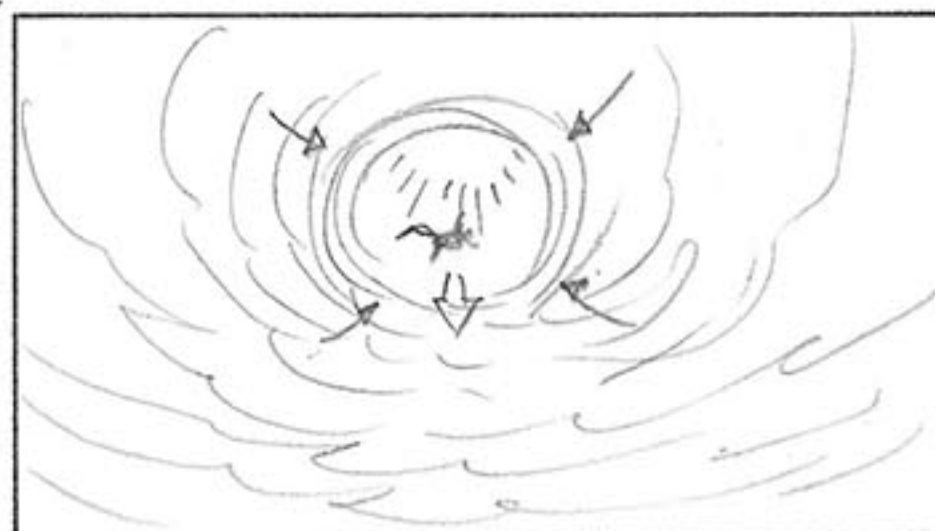
Tox - Freakout walla



Purple energy drains out
of him



It flows into Ex



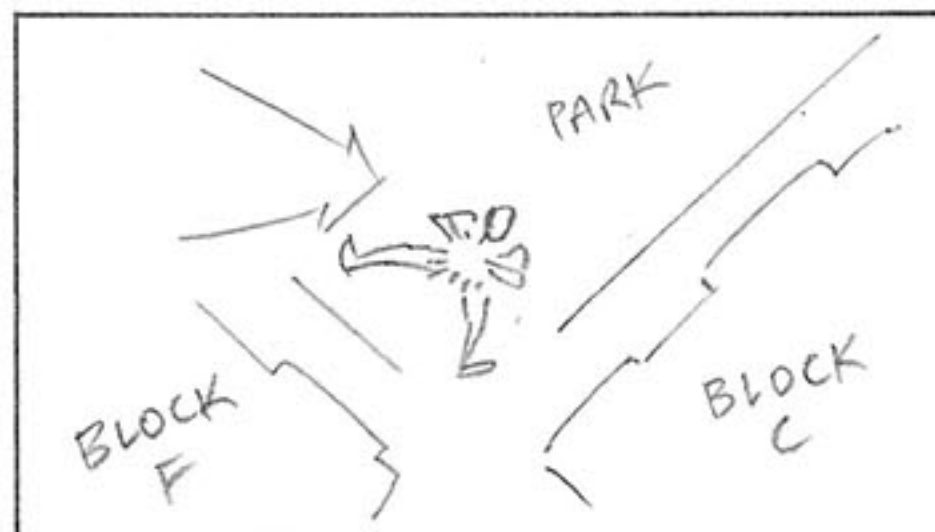
Wide-Max falls out of
constricting funnel cloud



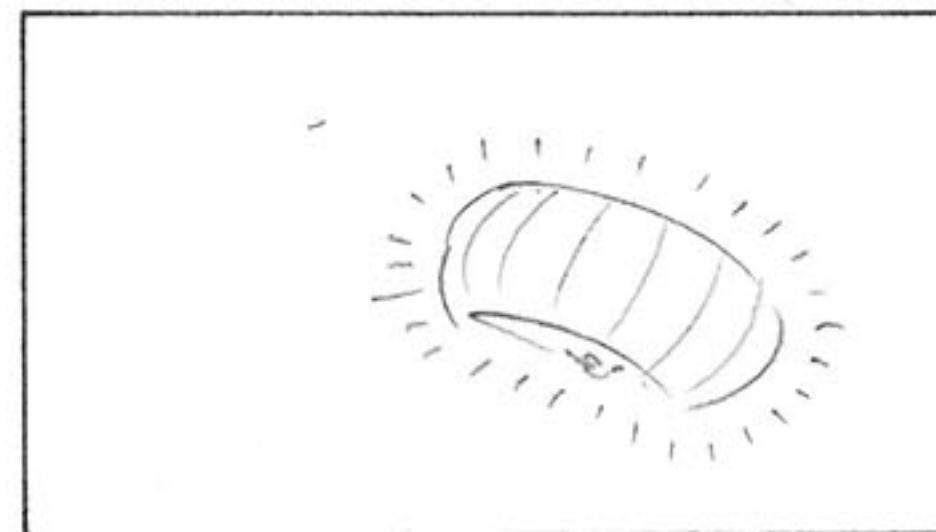
M falls past cam -
cloud sucks itself in



M falling away from cam -
grabs nanocube



He opens it



PARACHUTE opens



On ground - F & agents
look up as storm contracts
(Block C in BG)

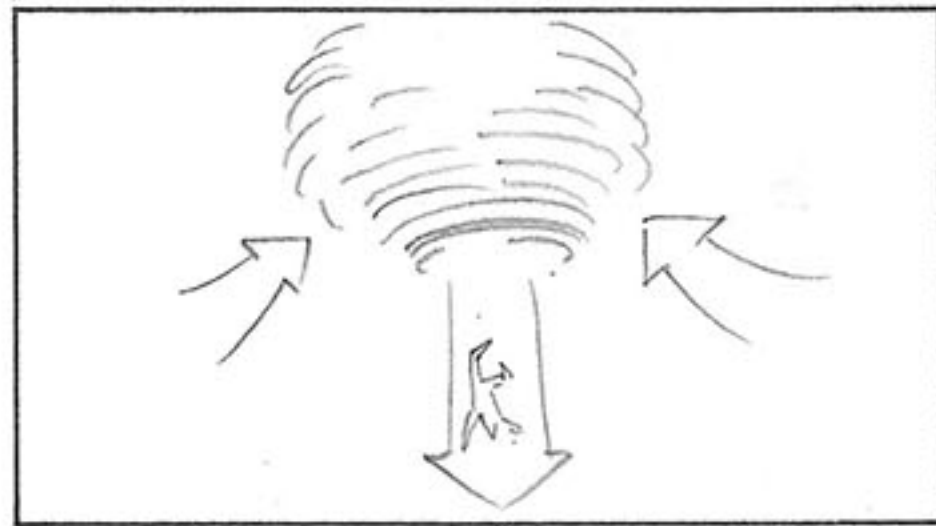


Cyto IN - M drops
to rooftop
F = He did it.

C37



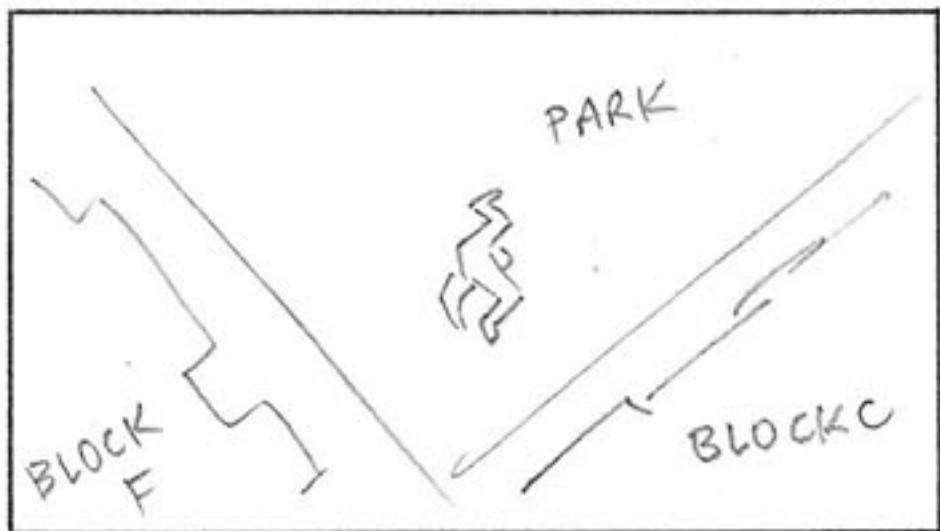
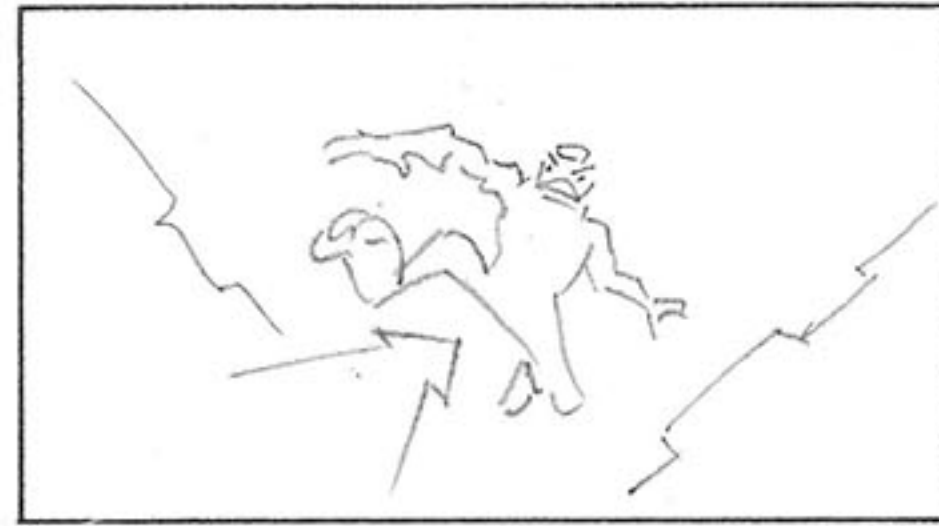
In midair—body of
storm is shrinking



It spits out Elementor



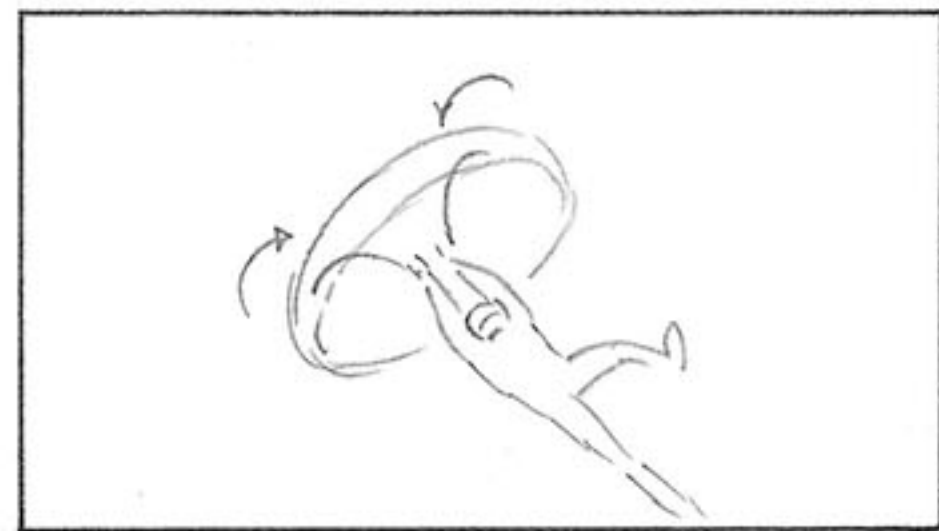
He drops away from cam—eyes open



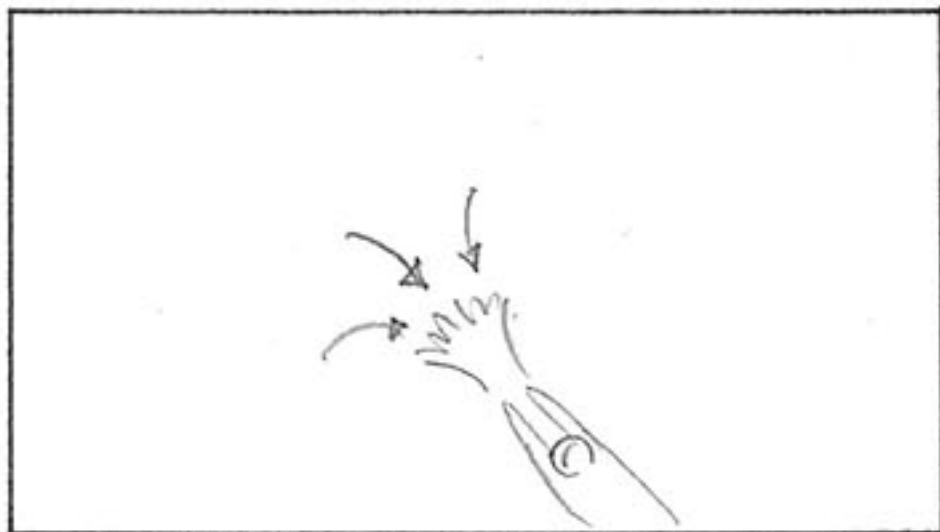
Storm shrinks enough
to reveal Ex



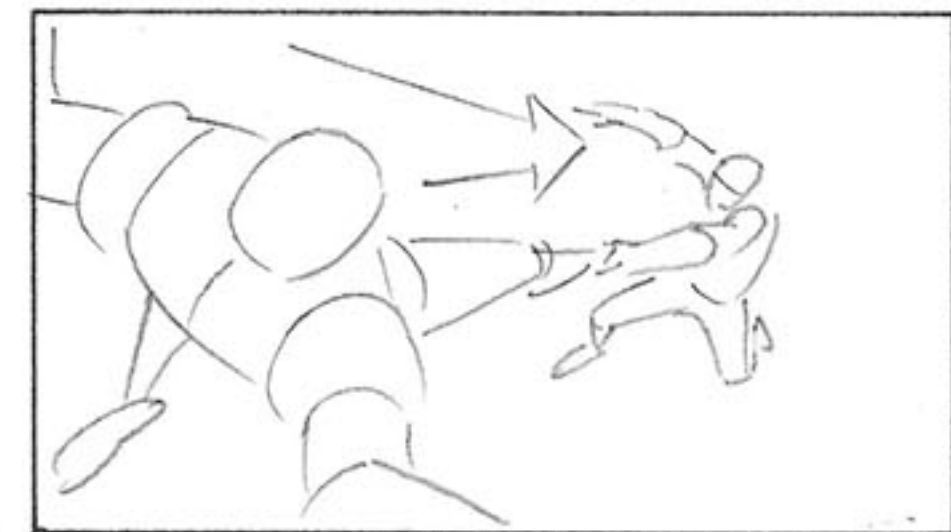
—then Tox



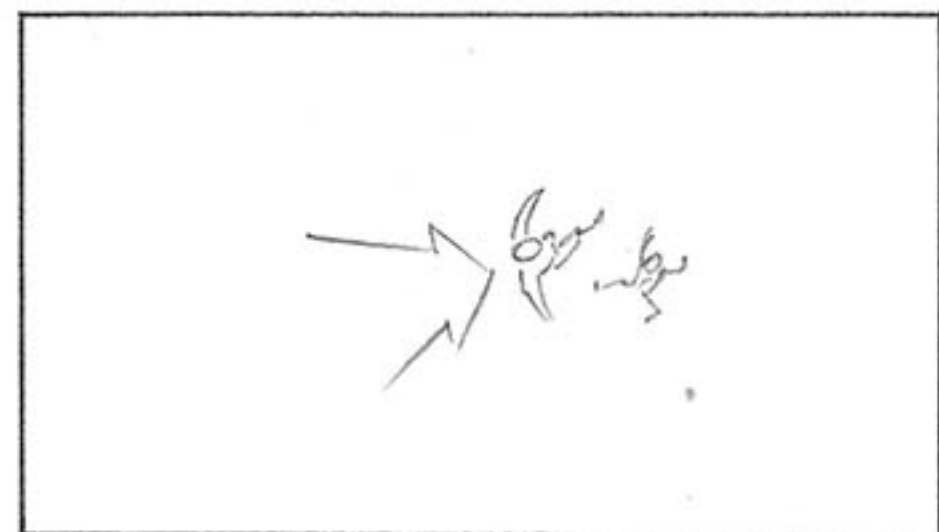
Storm folds up into
Tox's hands



Storm FX flow into Ex

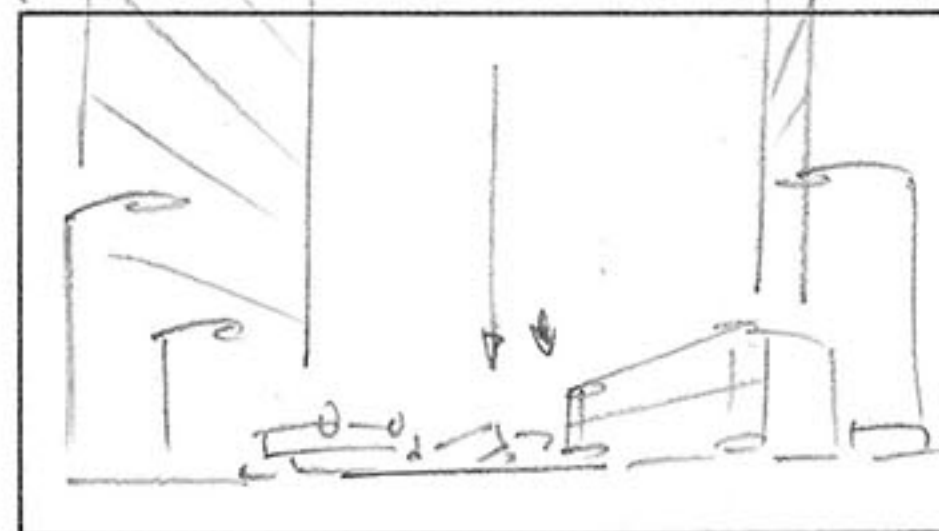
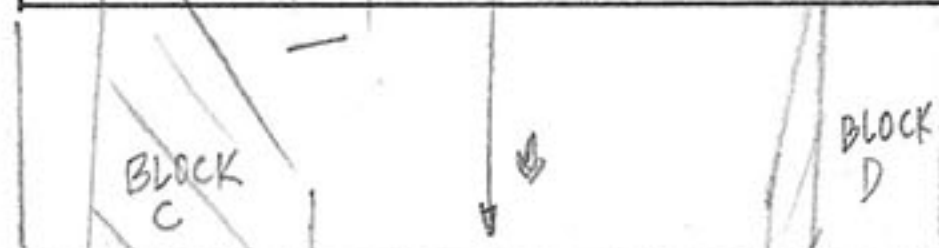
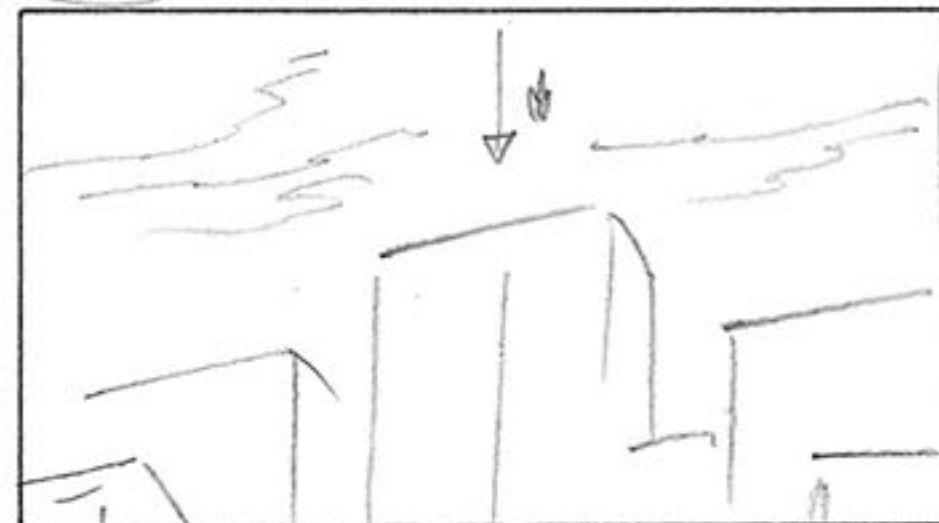


All FX END — T & EX
both fall

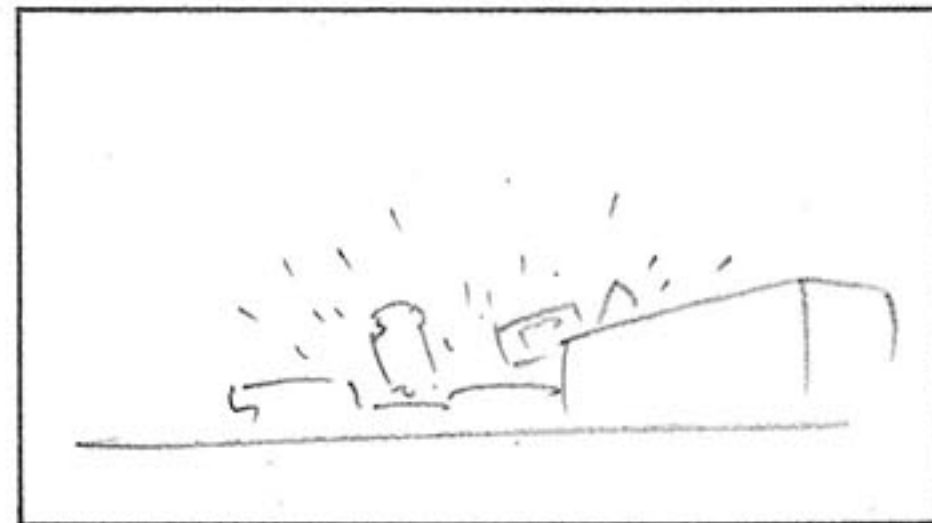


EX lets go of T

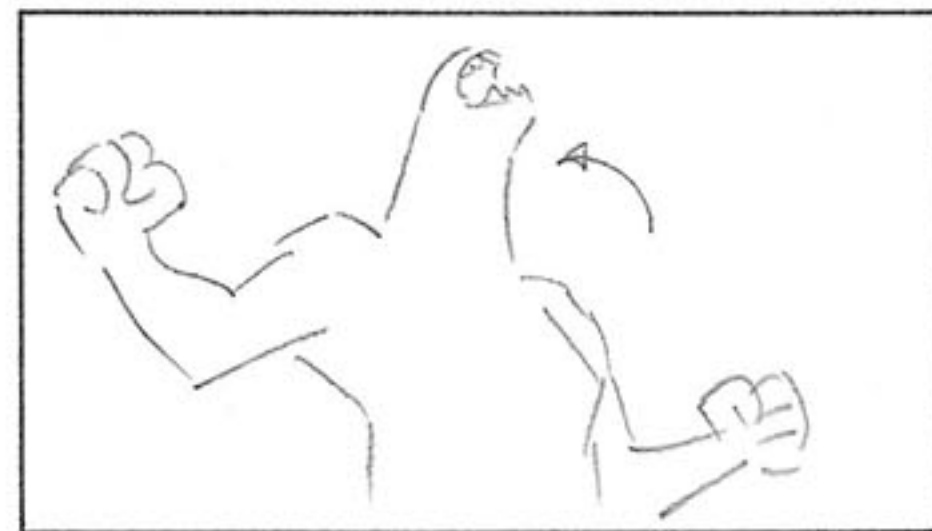
C38



CARS & BUS
Track Tox all the way down



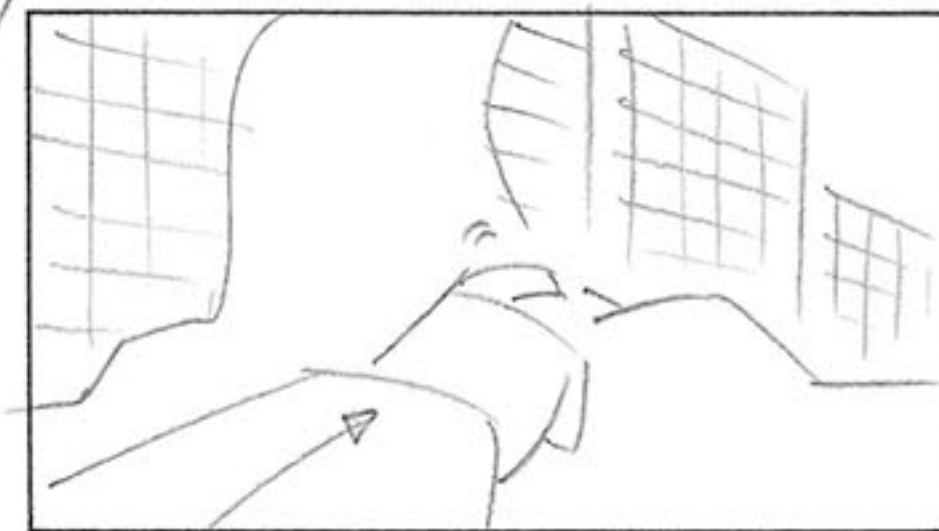
He lands in a pile
of cars



EL: ROAR!



A beat — then AIR
ELEMENTOR lands in FG
(Now human-size again)



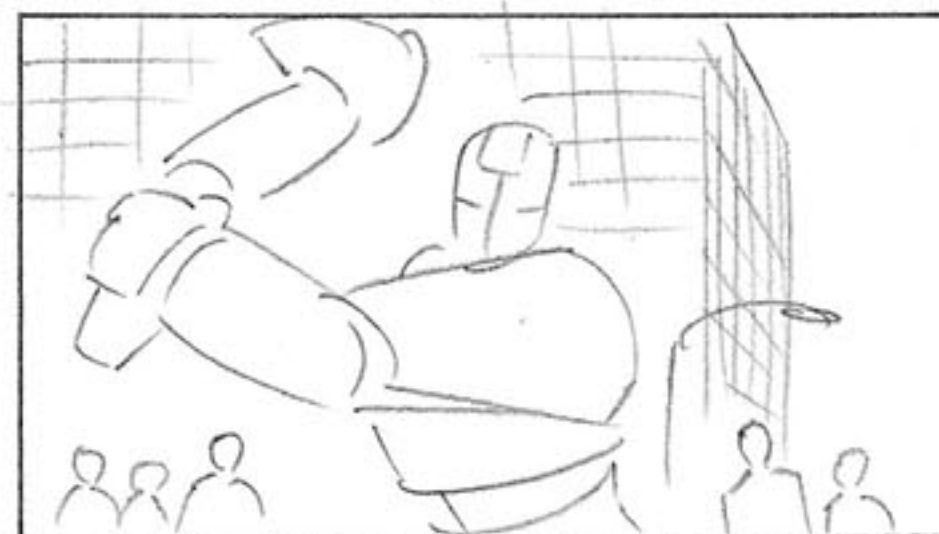
C's hand (IN) — tap, tap
(block F in BG)



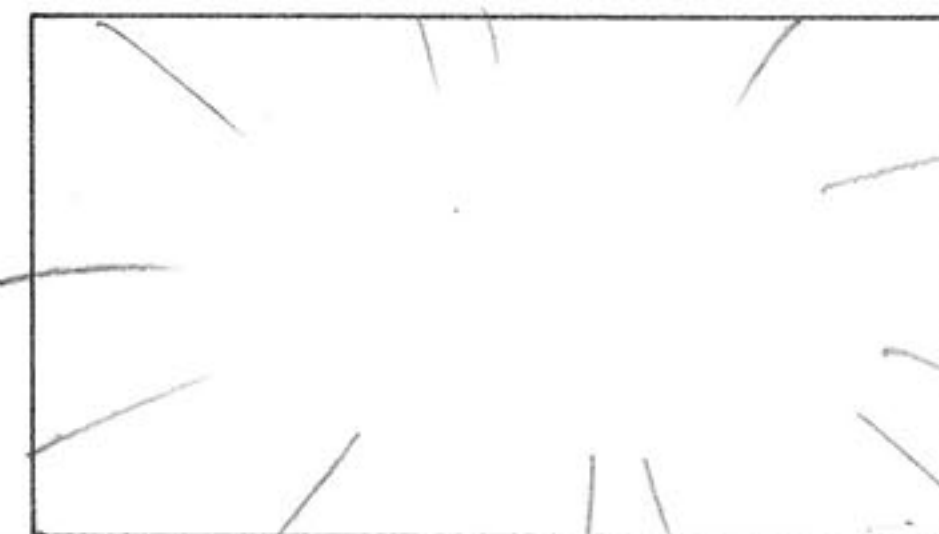
TILT UP



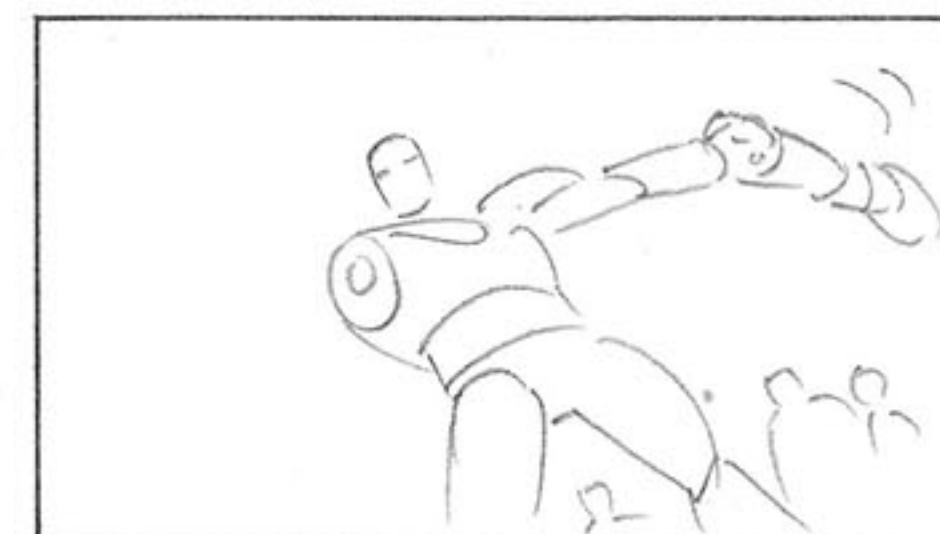
Pan up



C holds up his own
right arm
C: No more.
(block C in BG)



Impact flash

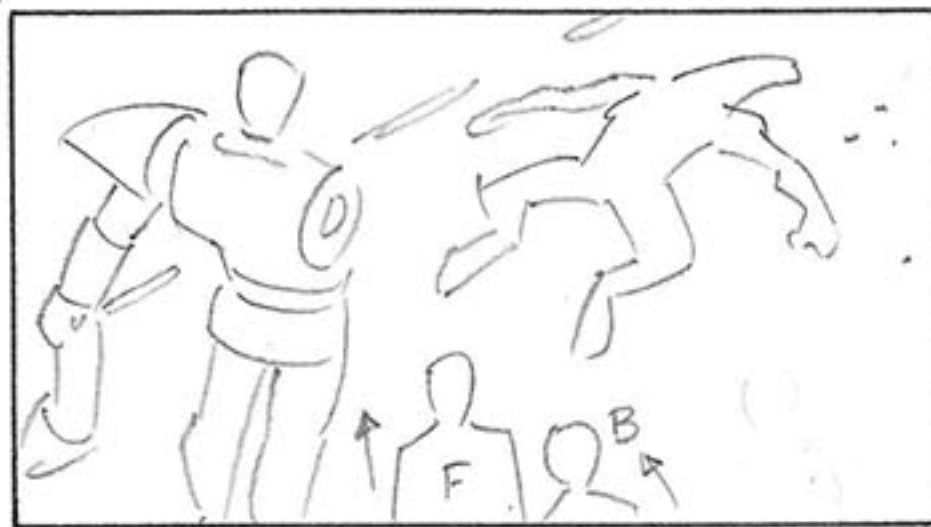


Cam TOPPLES BACK

C39

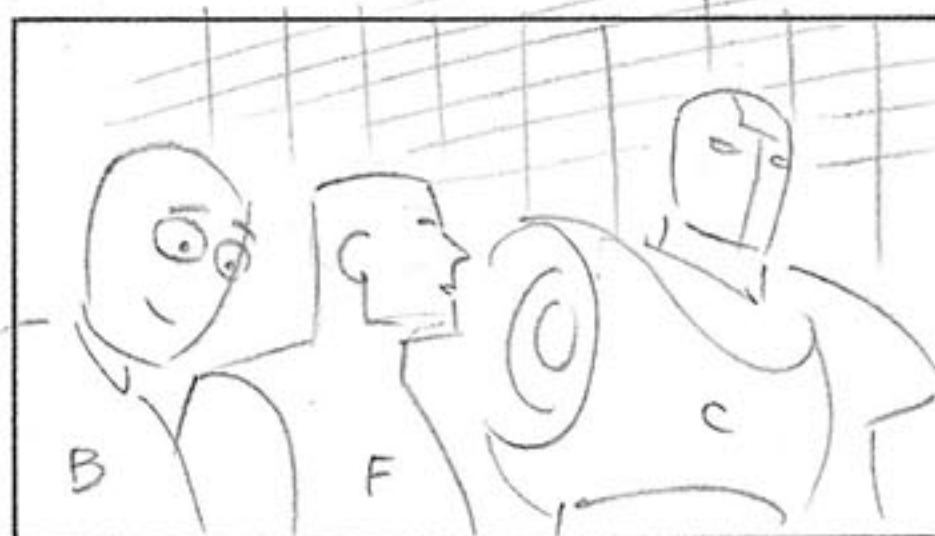
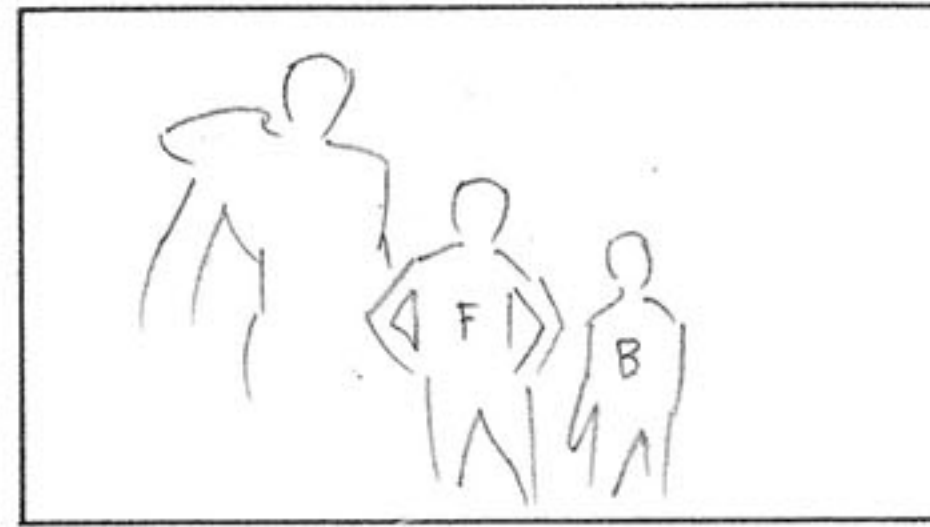


PLOP!

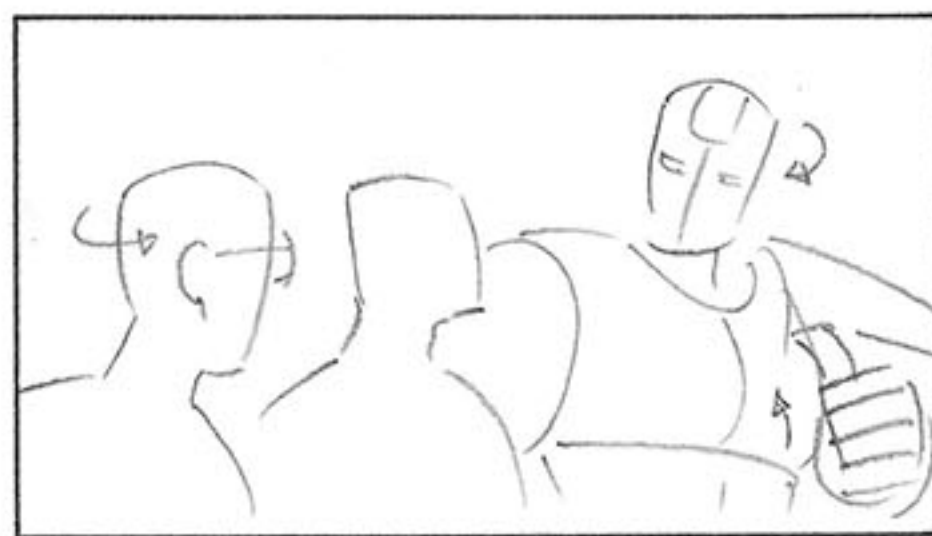


F & B enter

C: I am sorry if I ——— hurt you.

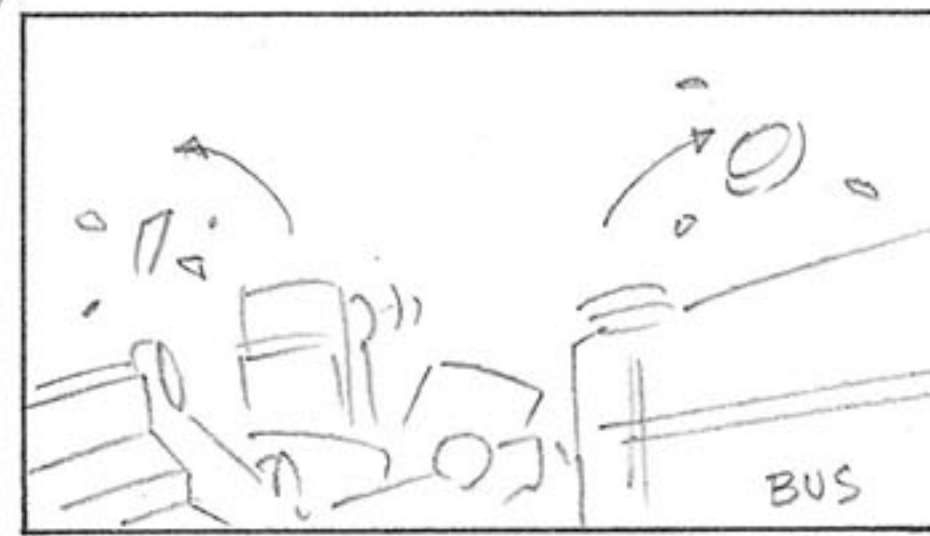
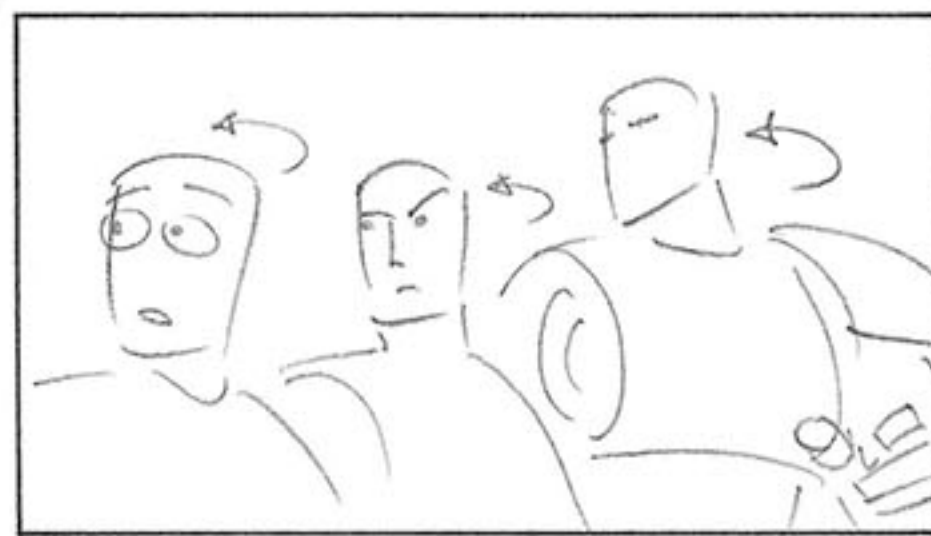


F: Why would you be sorry?
C: I am not.



I was doing sarcasm.

SFX - CRASHES & BANGS



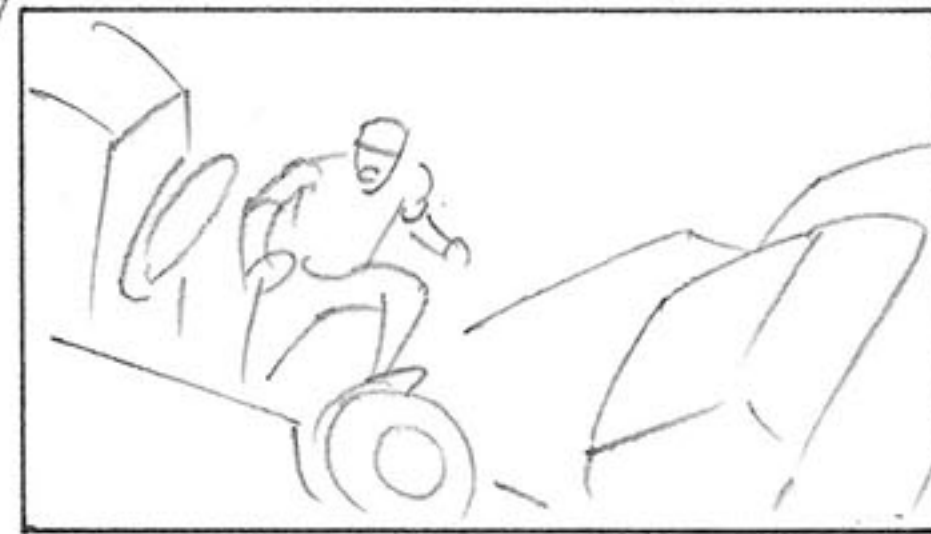
Cut to wreckage - debris flying



Tox comes flying out



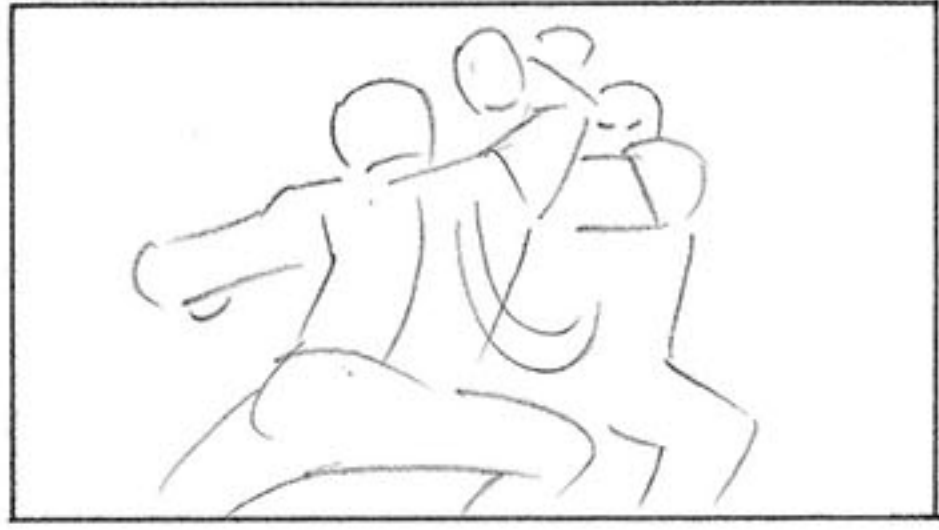
He crashes close to cam



M: Game —



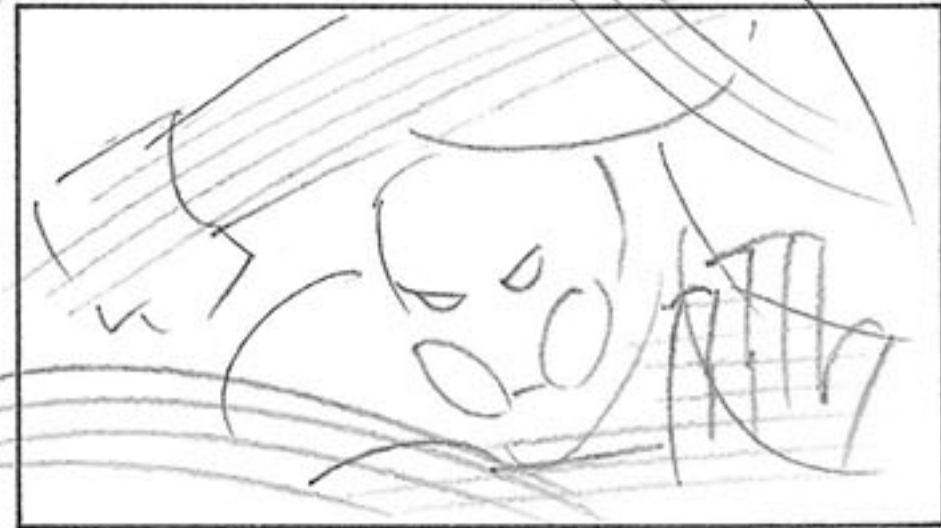
— over, Toxzon! (leap)



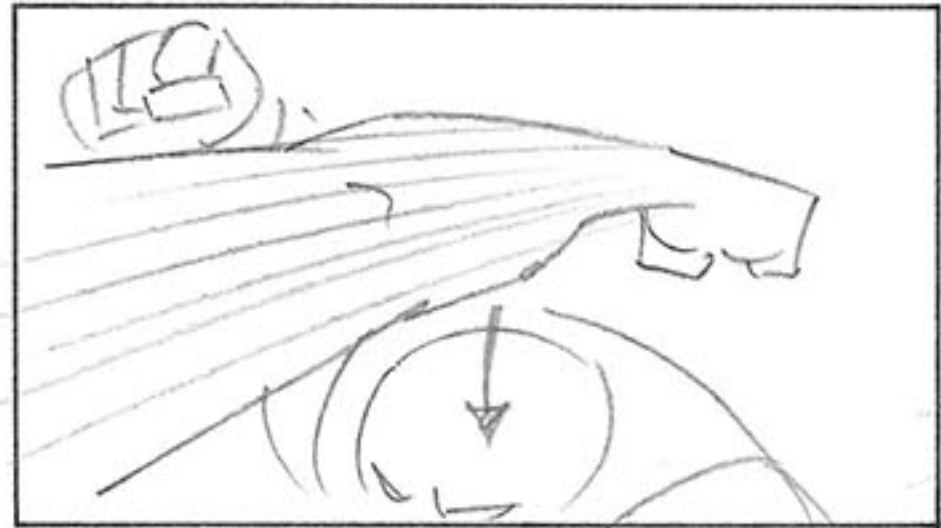
Max attacks, Tox blocks
M: Your poison wasn't strong enough to stop Troy-



(talk while fighting
-from making the right
choice!



Can't fight moves
T: I didn't make Extroyer
do anything-



Punch!



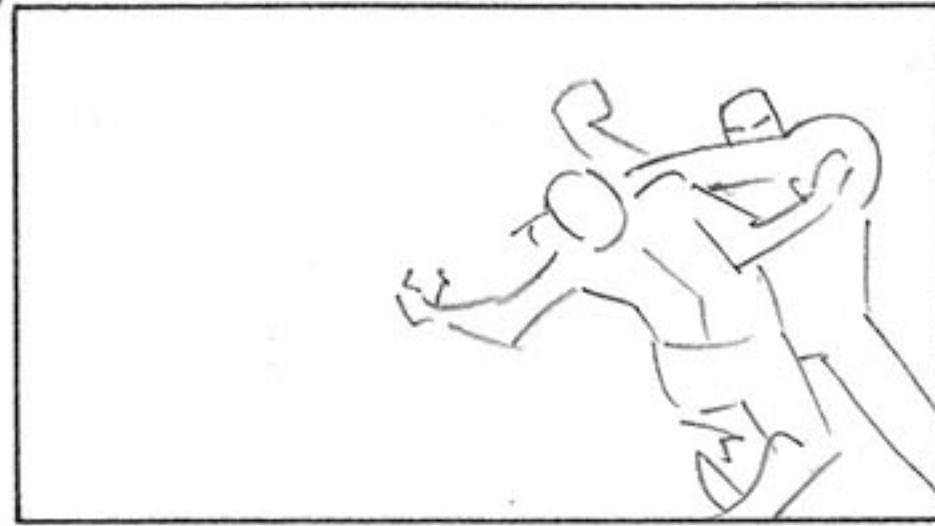
M spins



C41



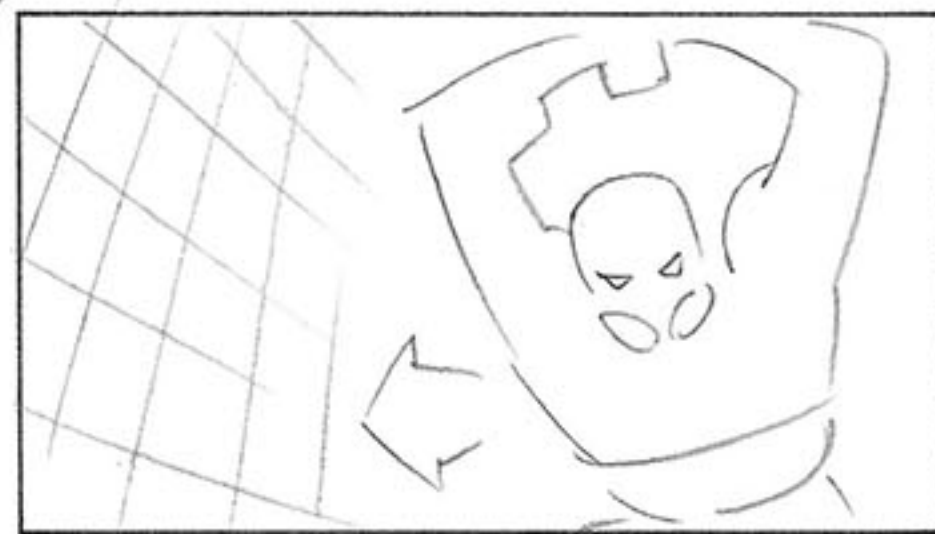
T: He's rotten to the core,
just like —



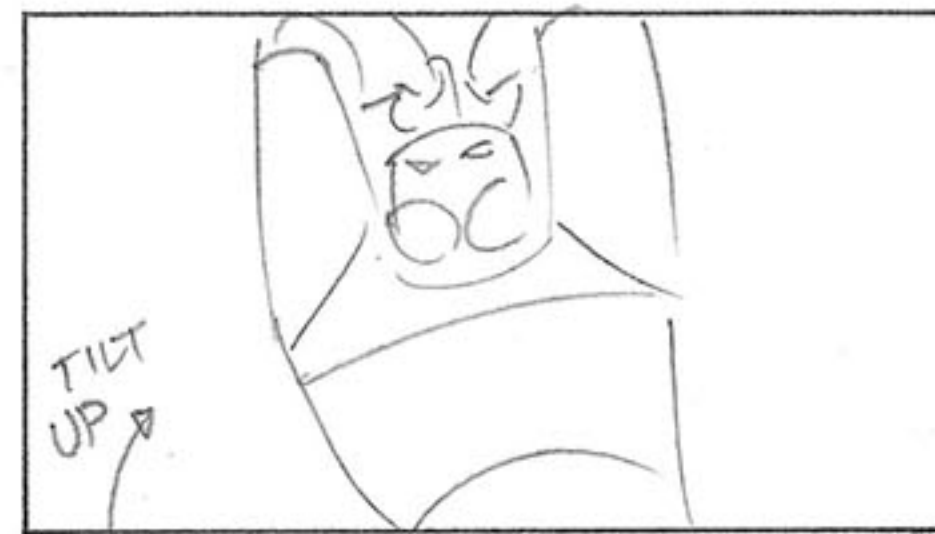
T: And after I'm finished
with you —



— I'll bring him back —



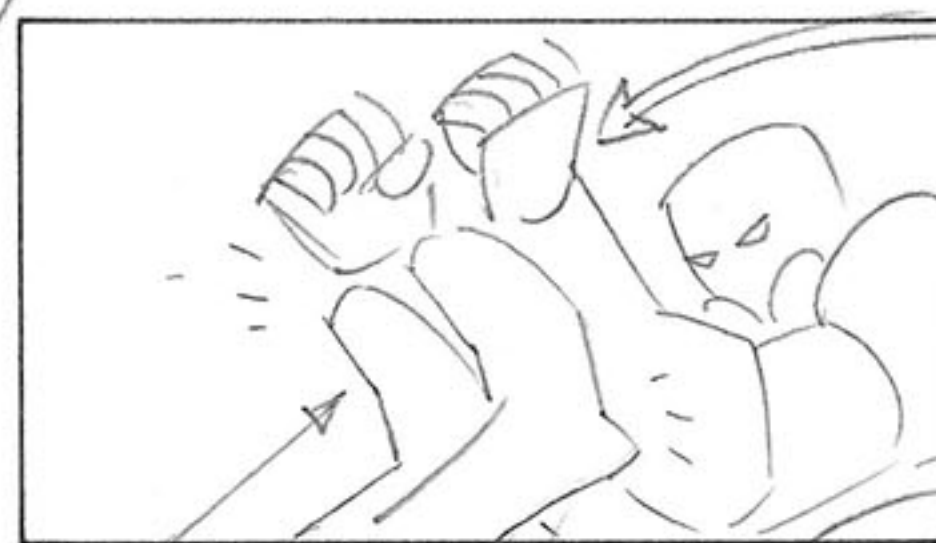
— to — bad!
T charges FWD



TILT
UP



M: Not —



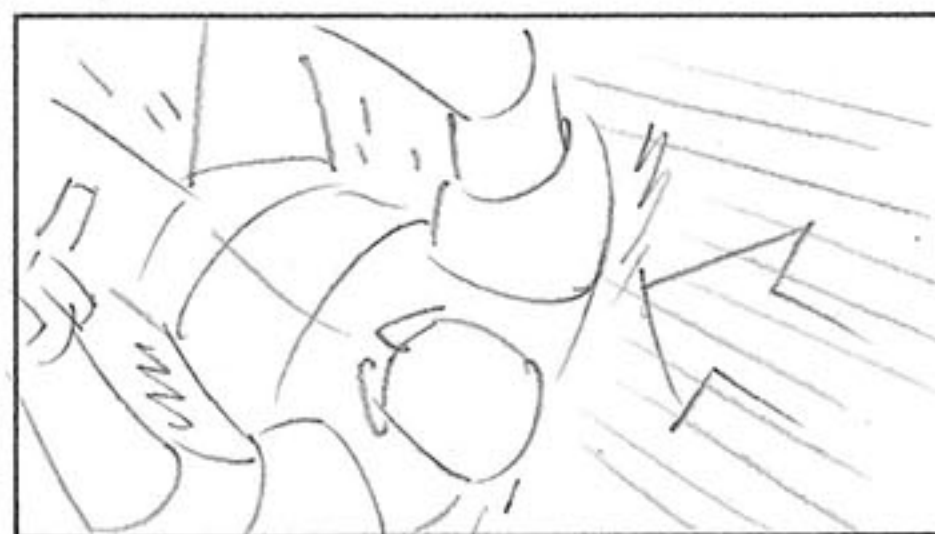
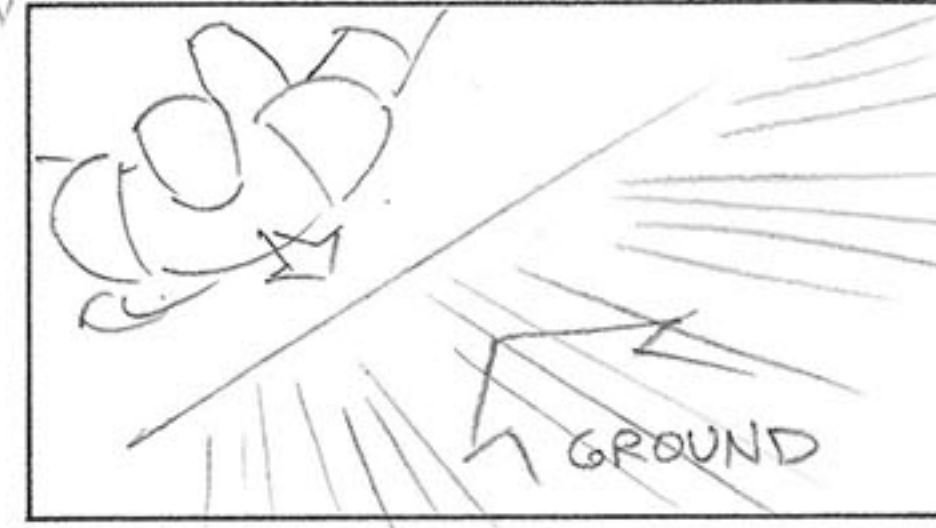
— gonna —



fast T.O.



— happen!
(BG tilts)



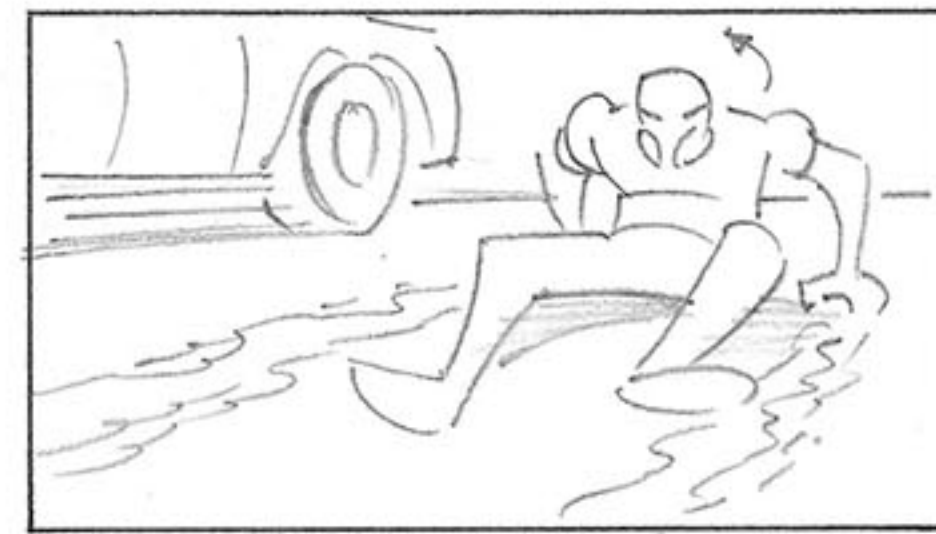
T hits & slides



Pivot cam to follow
(T drags his claws to slow down)



T: Evil is like a force of nature-



(end cam move)
-it never goes away!



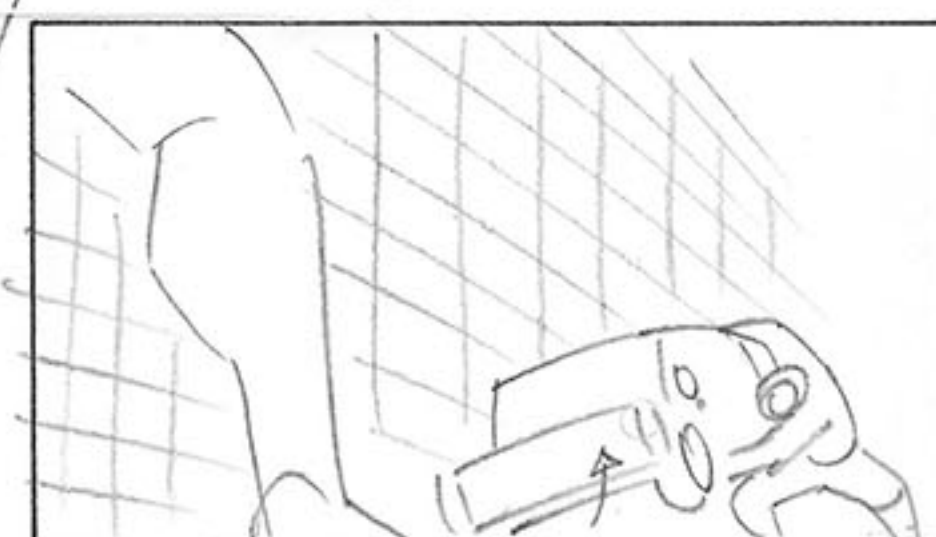
(looking north)
M: But it can be controlled!



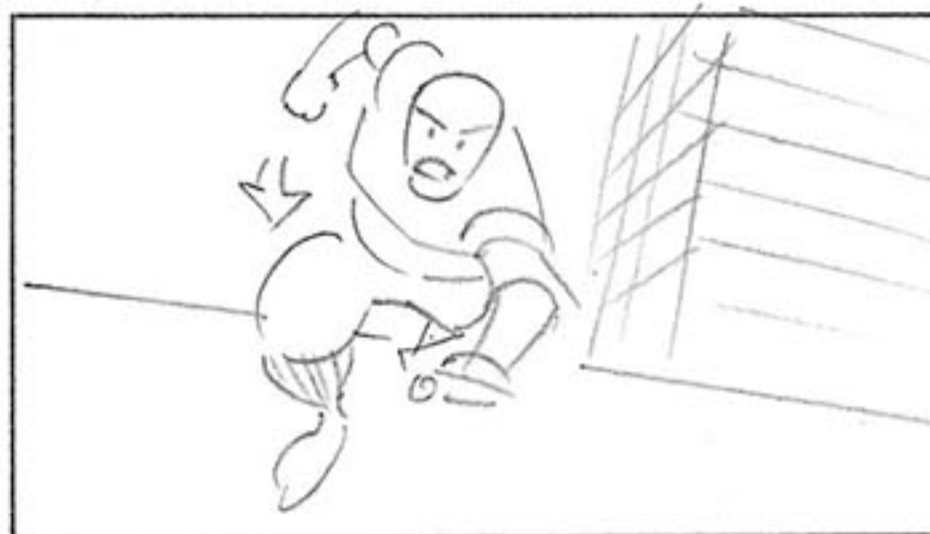
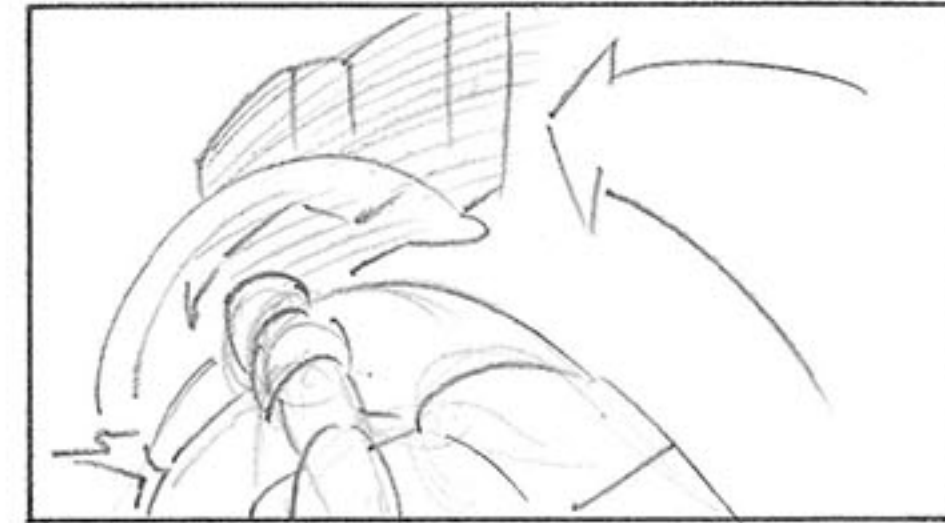
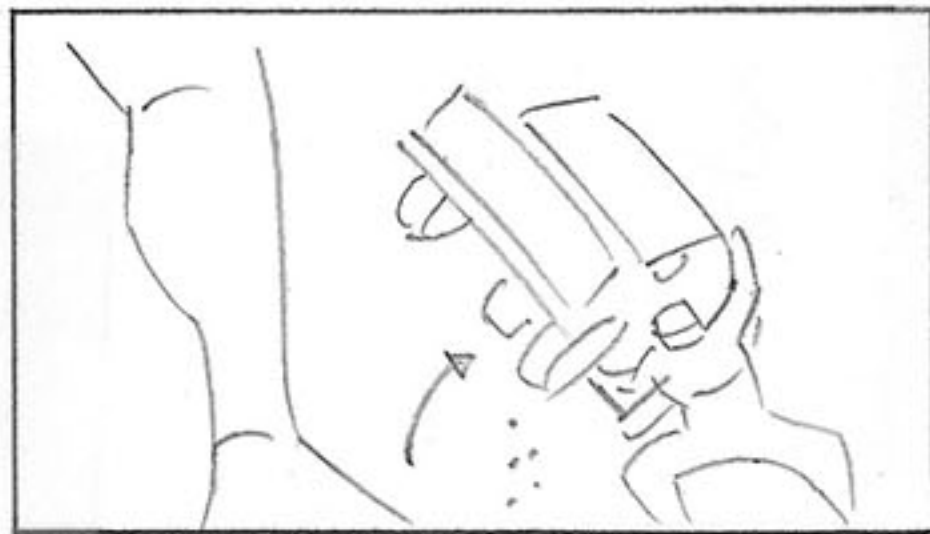
Tox UP



TRUCK OUT



There is always ————— a choice!



M: Going -



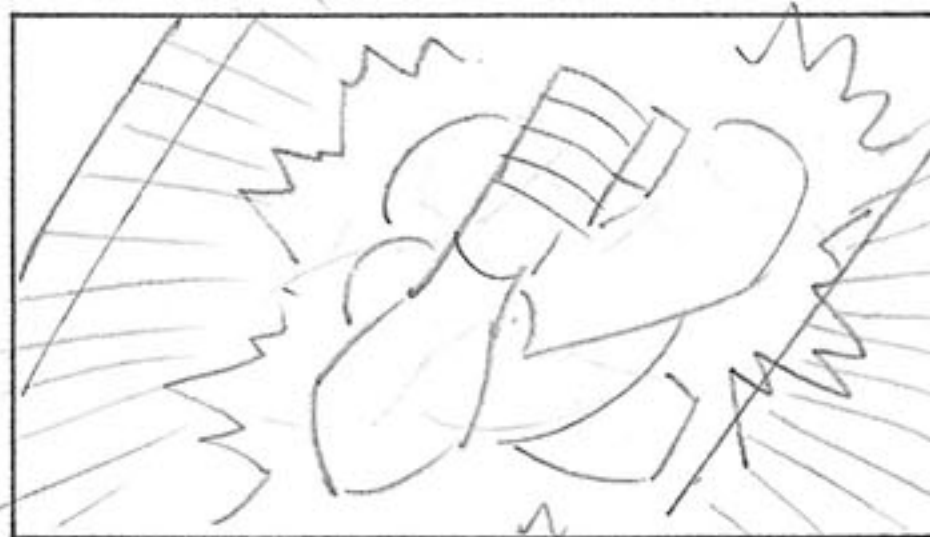
-TURBO!
(launch into cam)



Cam PULLS BACKWARD
from Max as CAR INTERIOR
flies in around us



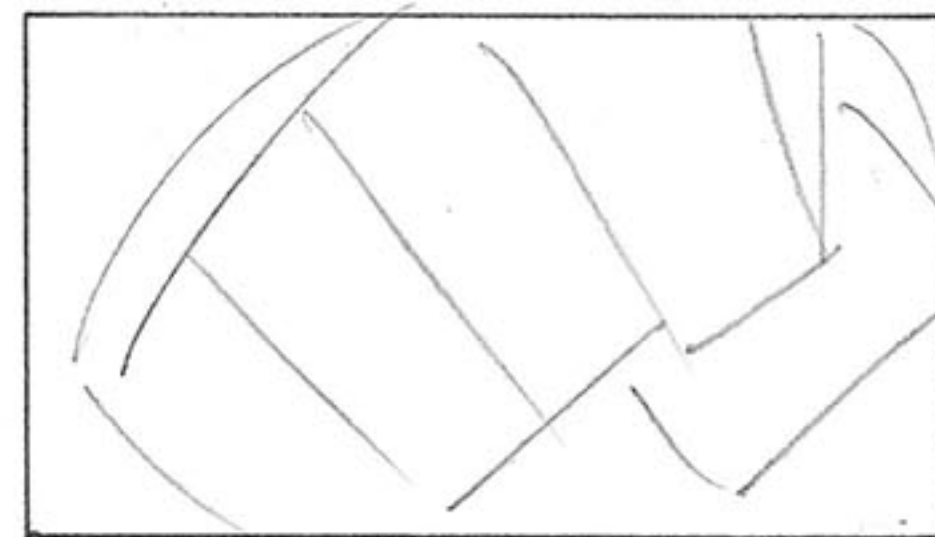
M crashes thru
windshield



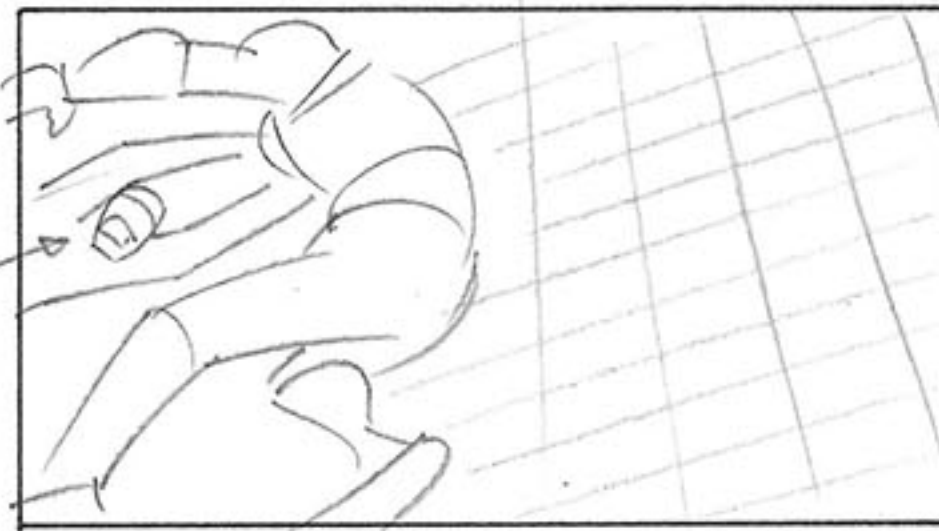
Then thru rear window
(gaining toward cam)



fist into cam



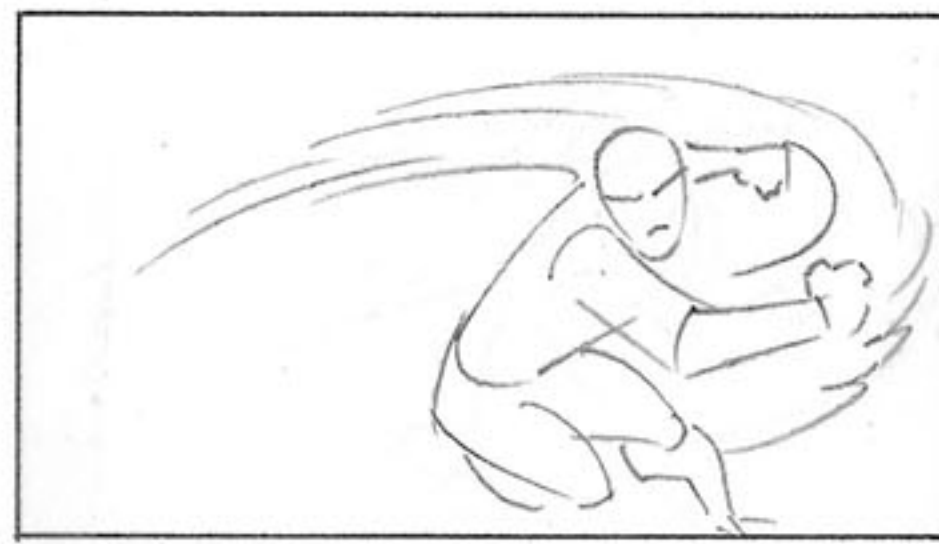
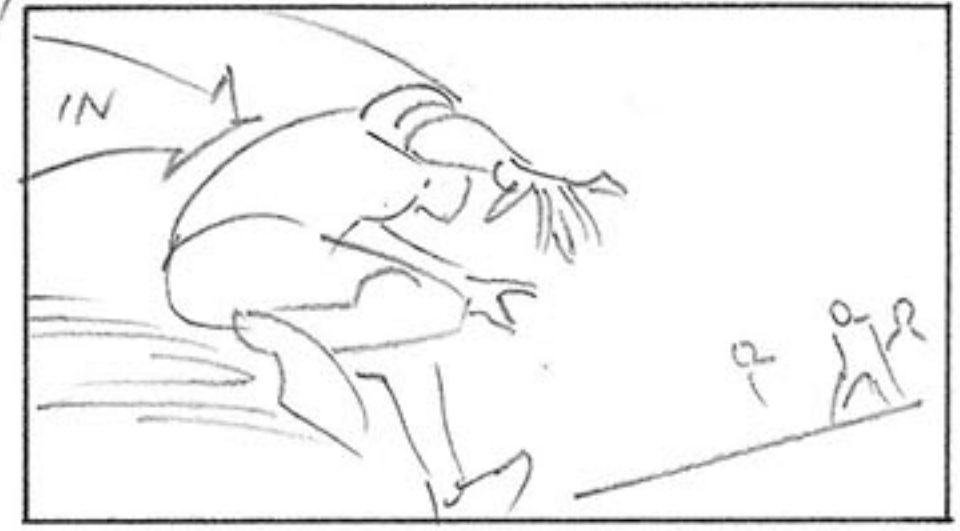
Impact flash



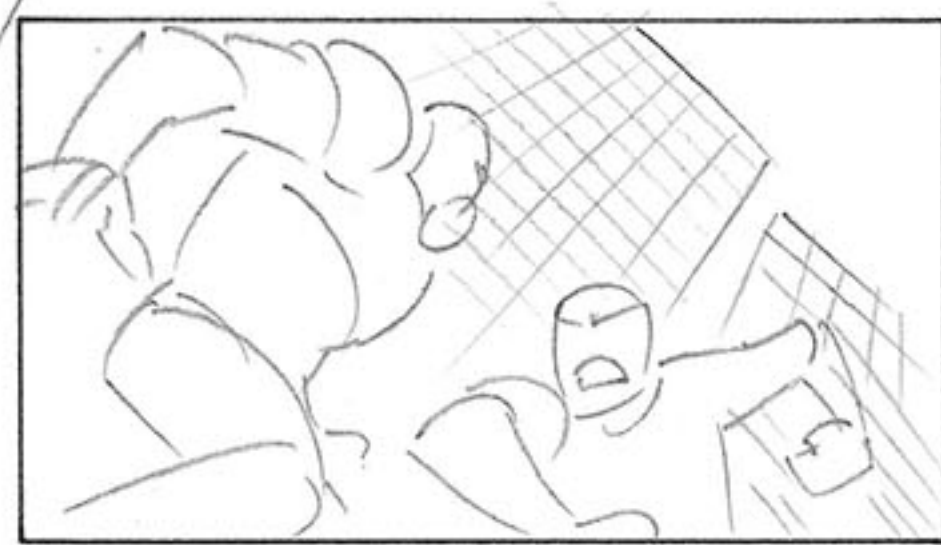
Upshot-M connects with both fists



-smashes Tox down into pavement
T- impact grunt



M's POV - charging at Tox



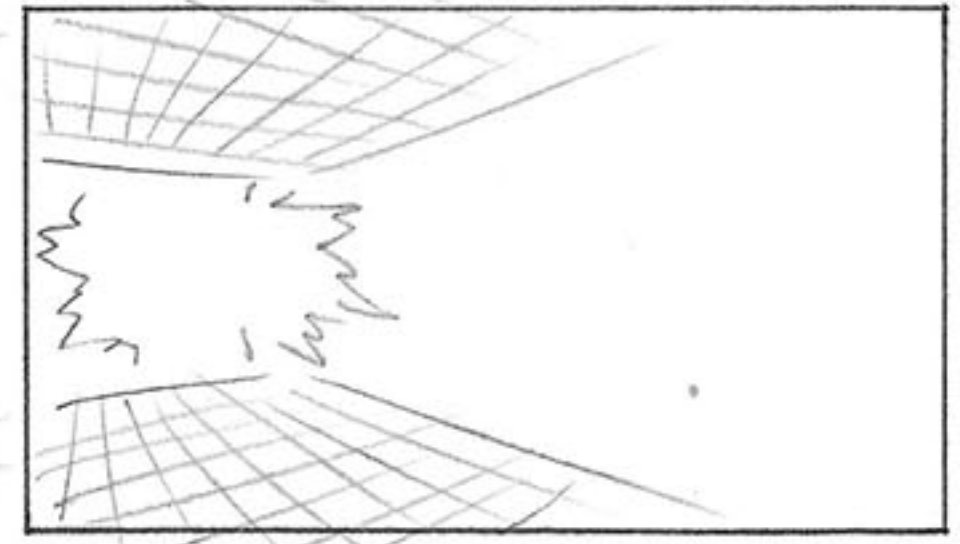
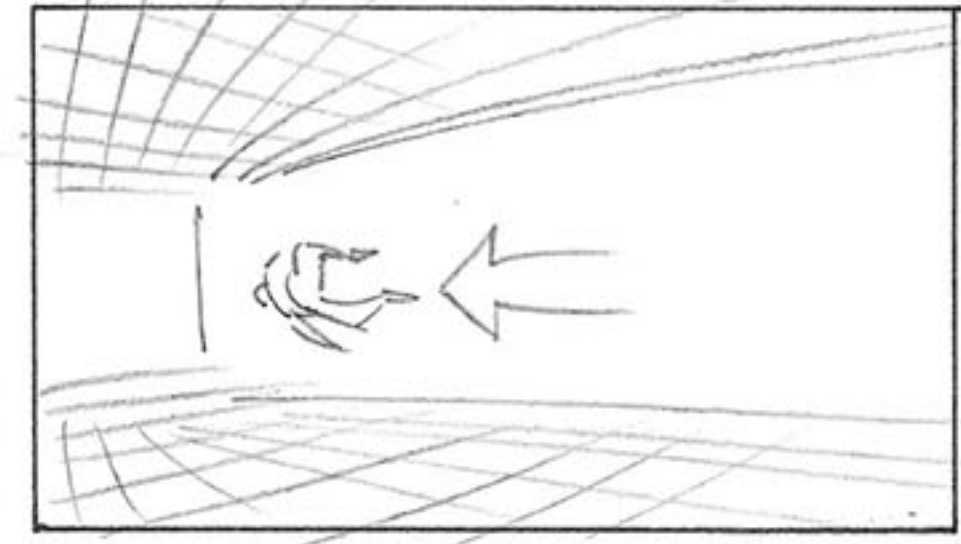
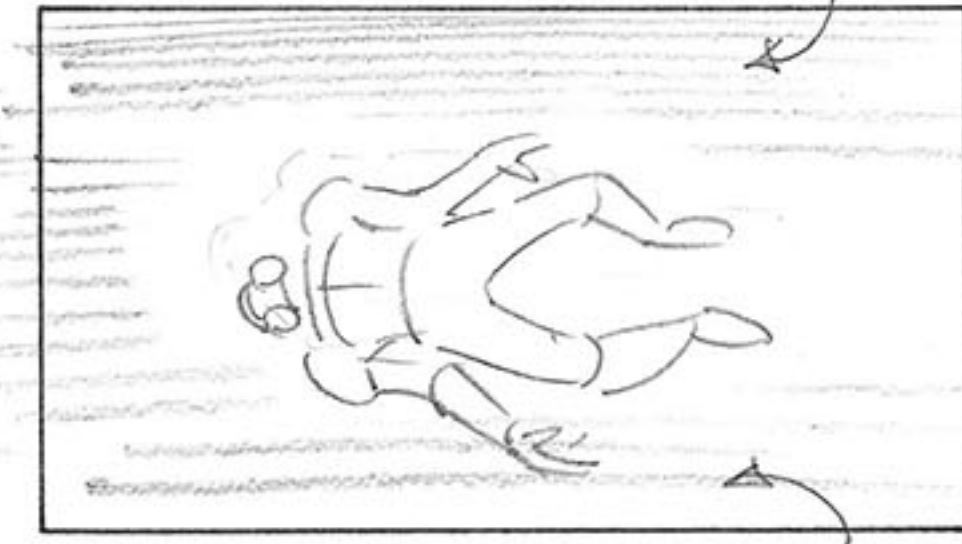
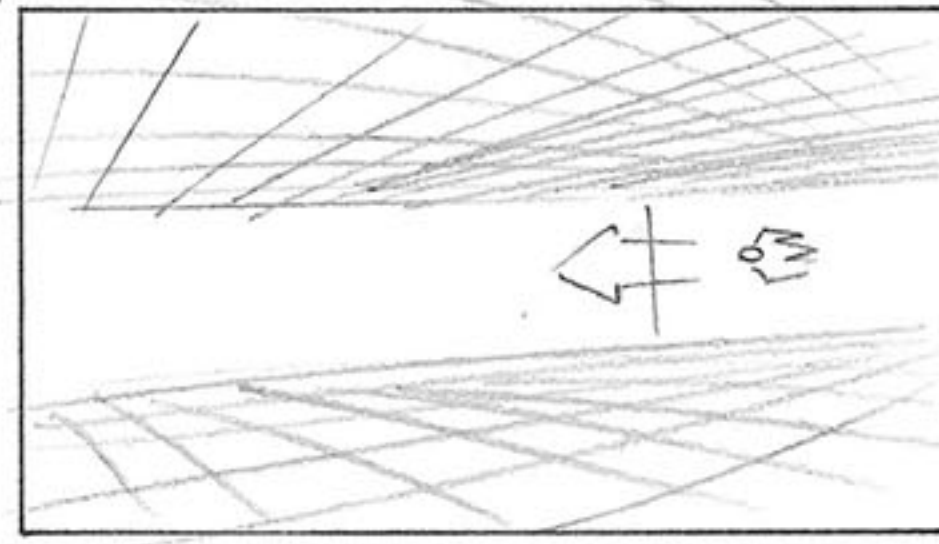
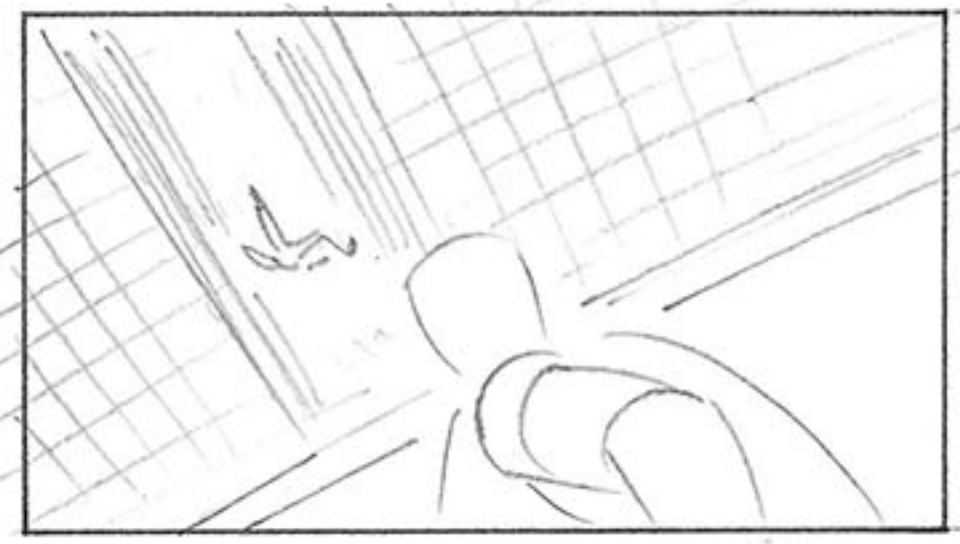
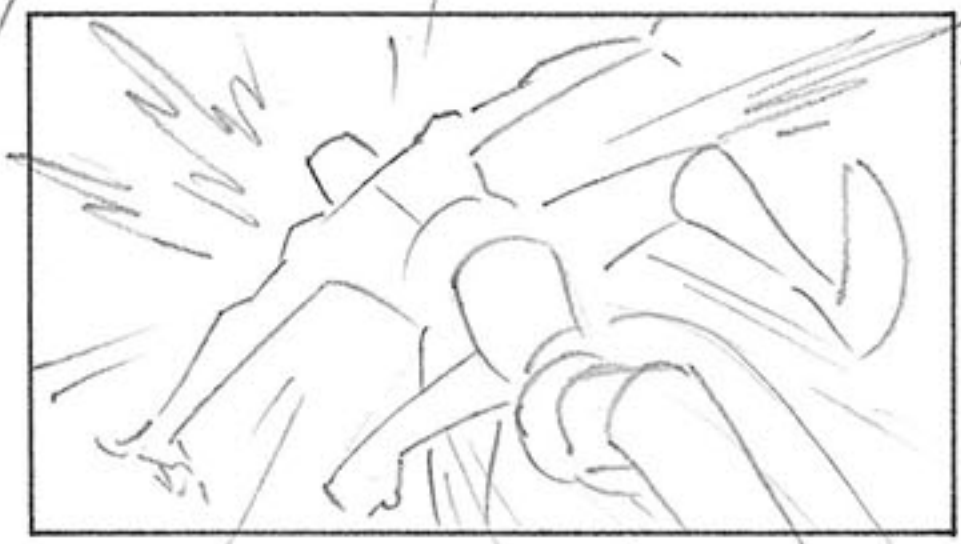
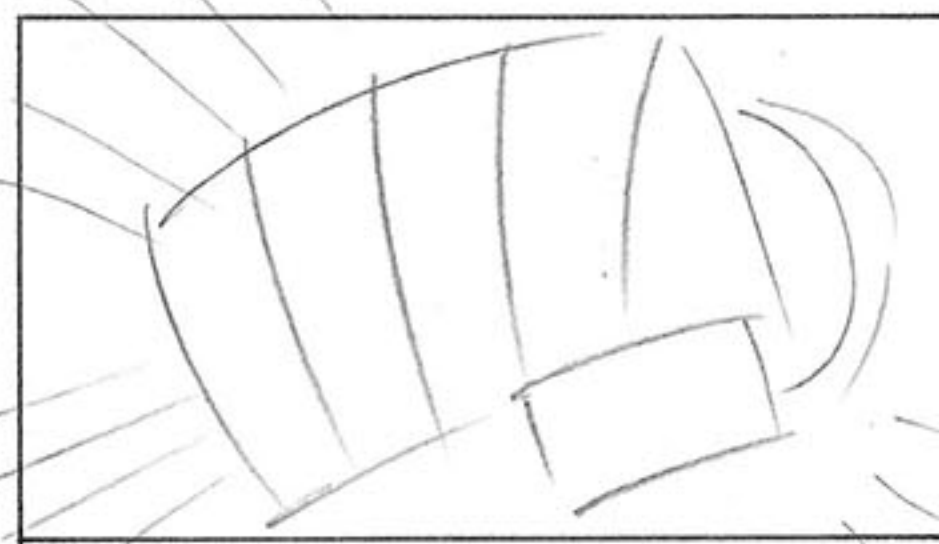
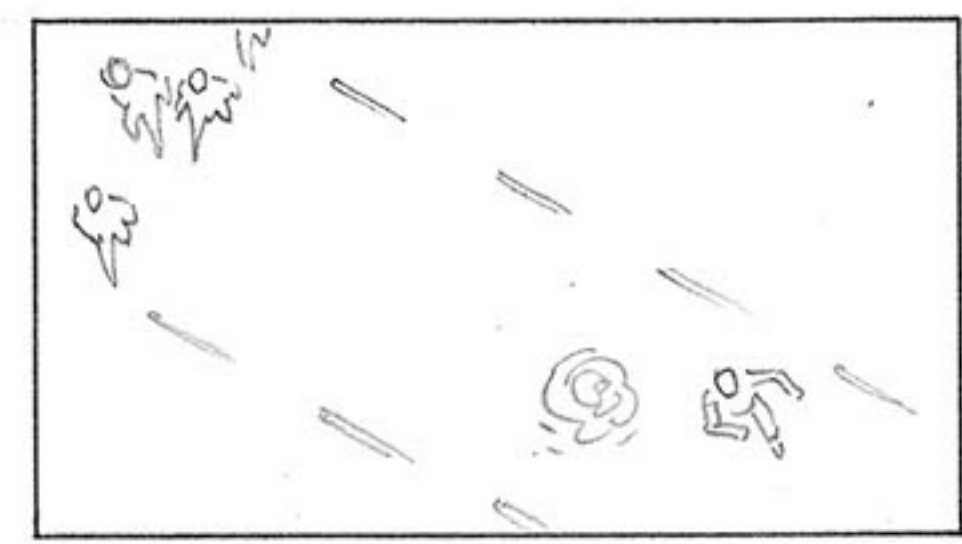
UPPERCUT!



TWT UP



Tox POV — flying up & away from Max — reach peak



Sideways view inside alley

Pivot to follow Tox — flying like a rocket

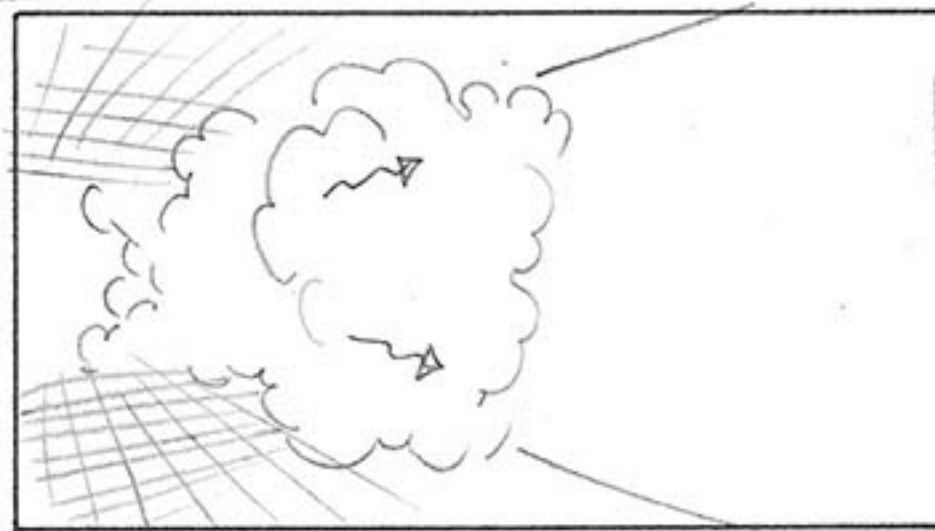
Impact flash

Green energy flash

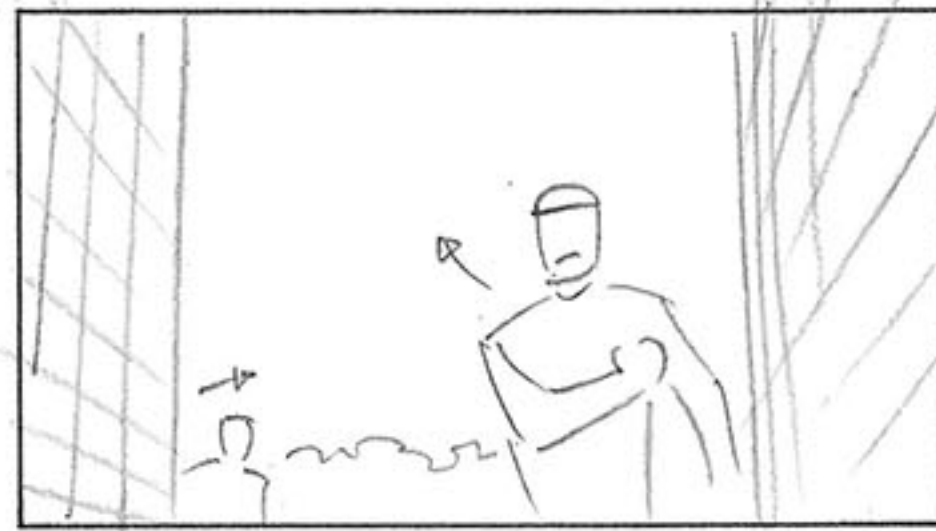
T flies away into alley in block F

he slams into far wall (building F4)

C46



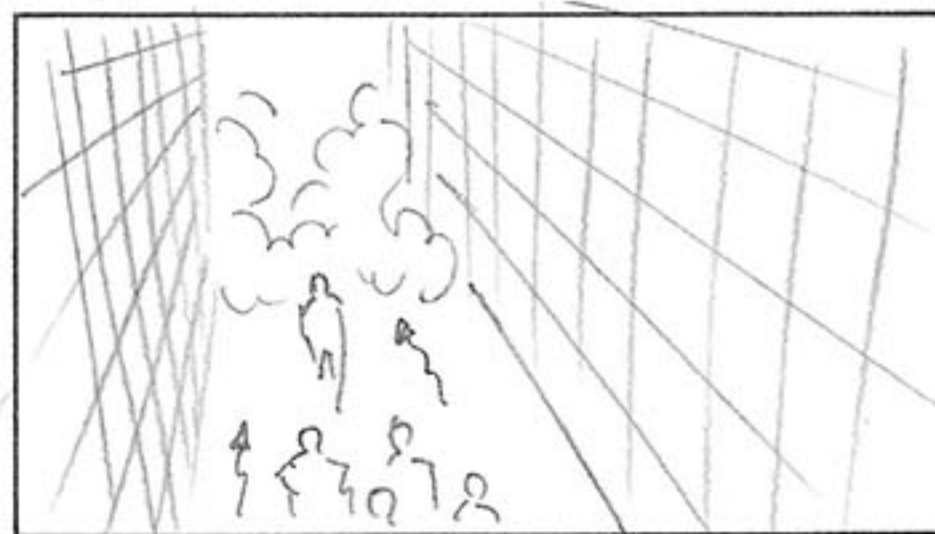
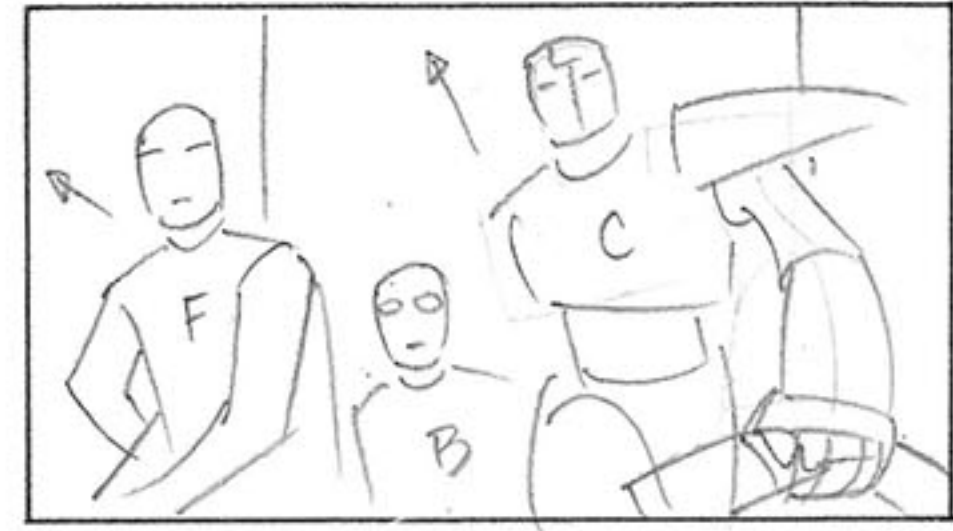
Smoke billows out
from impact



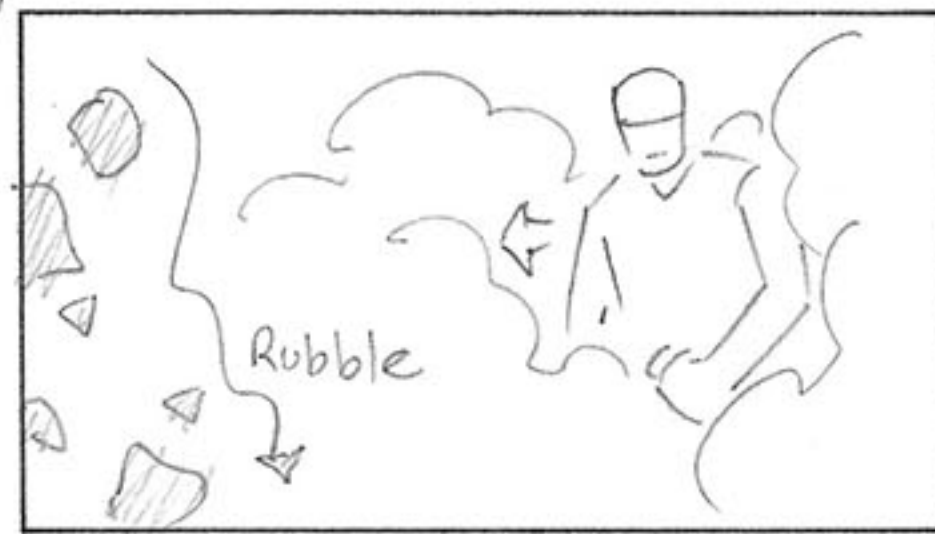
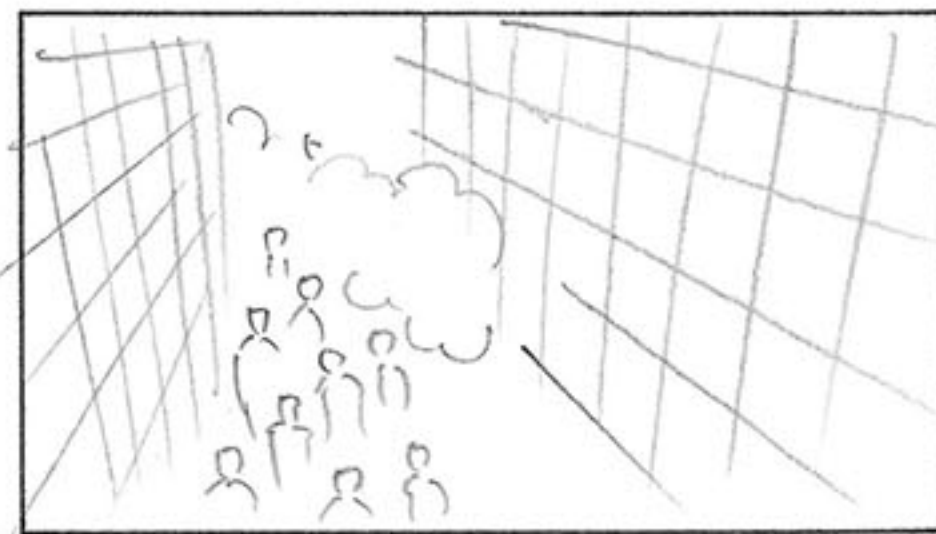
M enters alley
(grabbing a nanocube)



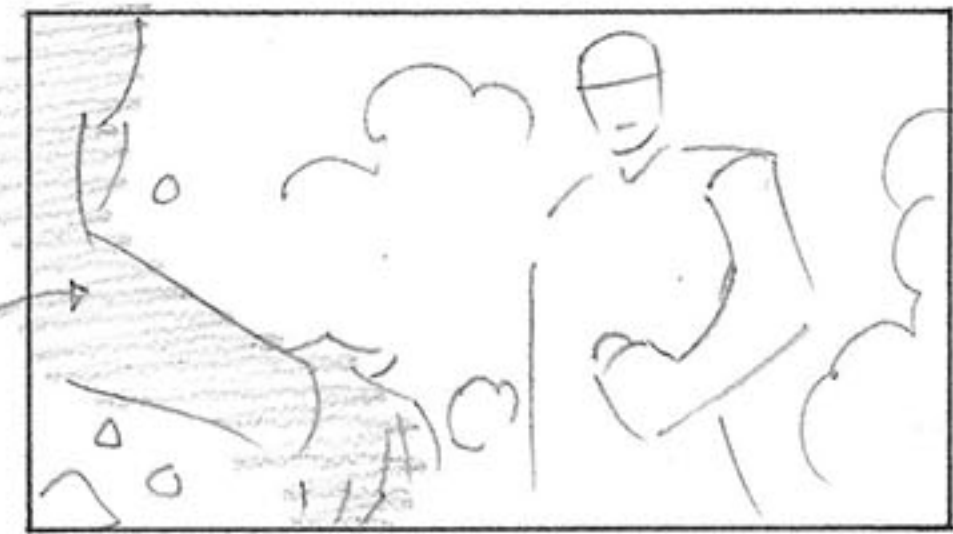
Berto, Ferrus, Cytro follow him



Wide - all follow M into dust cloud



M emerges on
other side of cloud



Tox appears - M stops



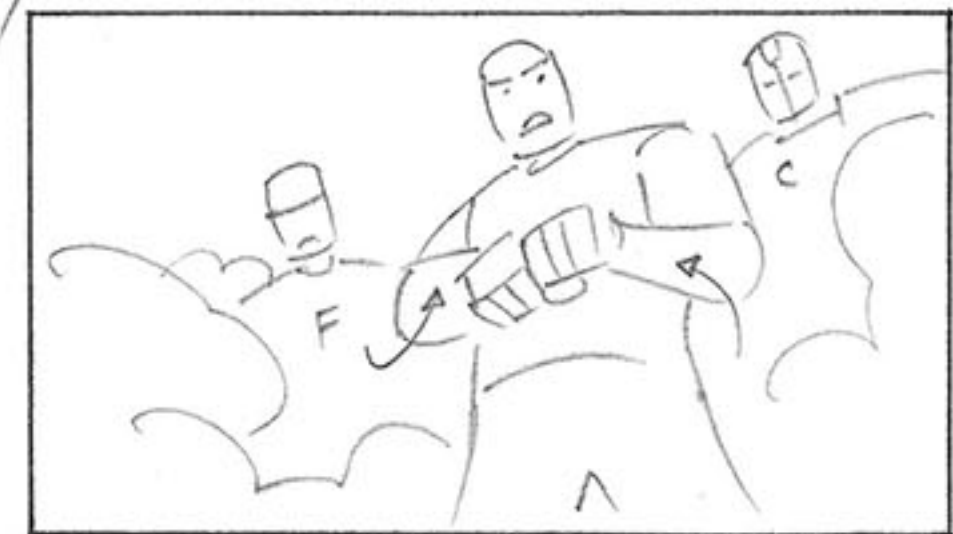
T is stooped & wobbly



drops to one knee

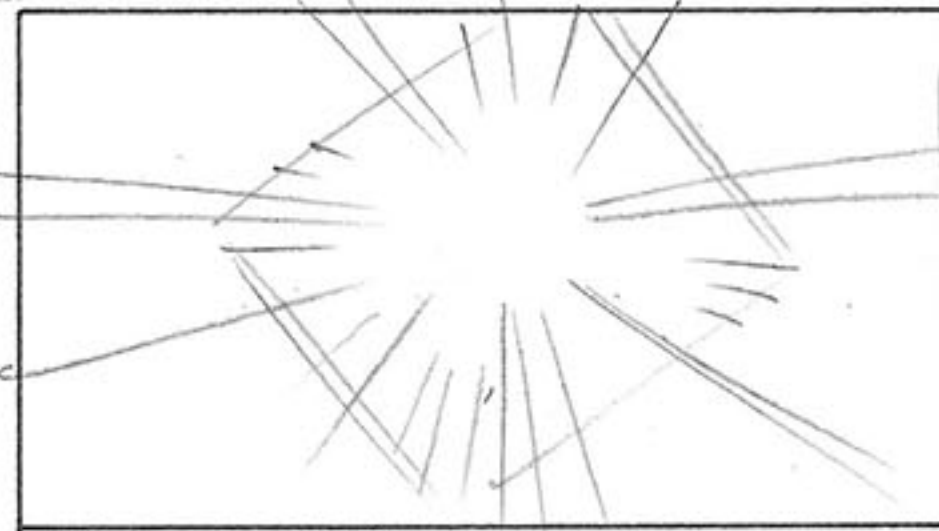


T: I will get my revenge.

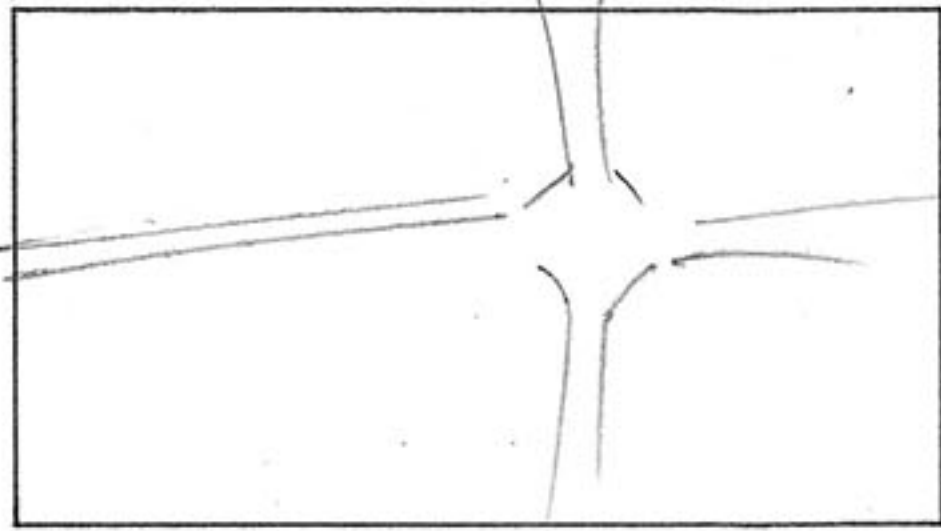


M: Sorry, Tox. That's the -
(Twist cube)

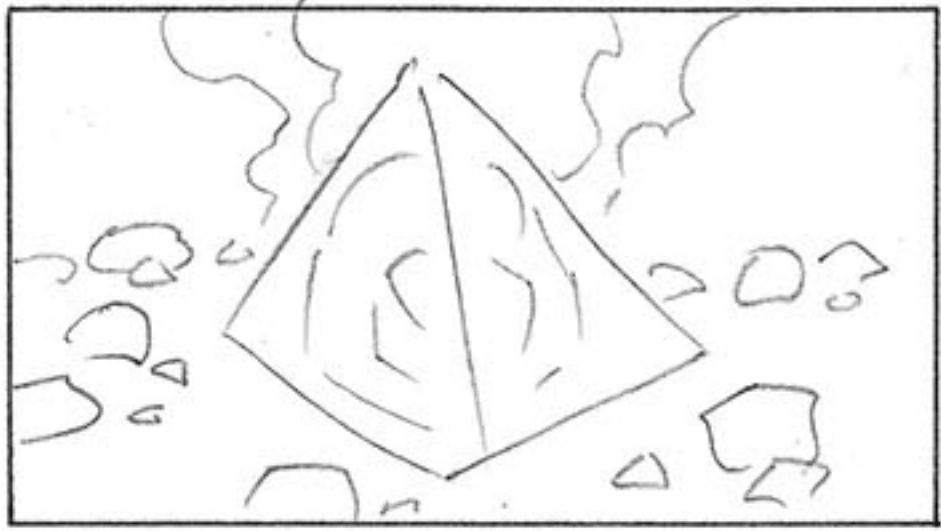
C47



-wrong choice
Trap opens into cam



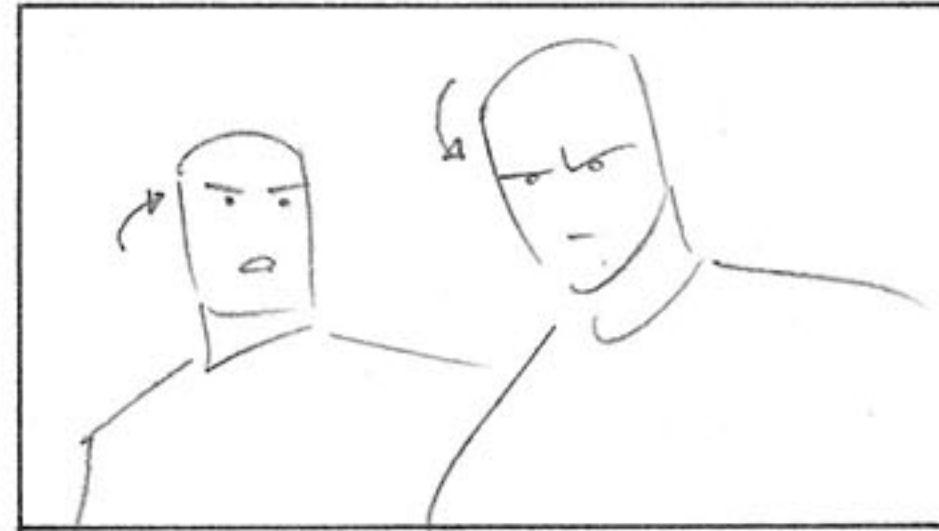
Trap COVERS cam



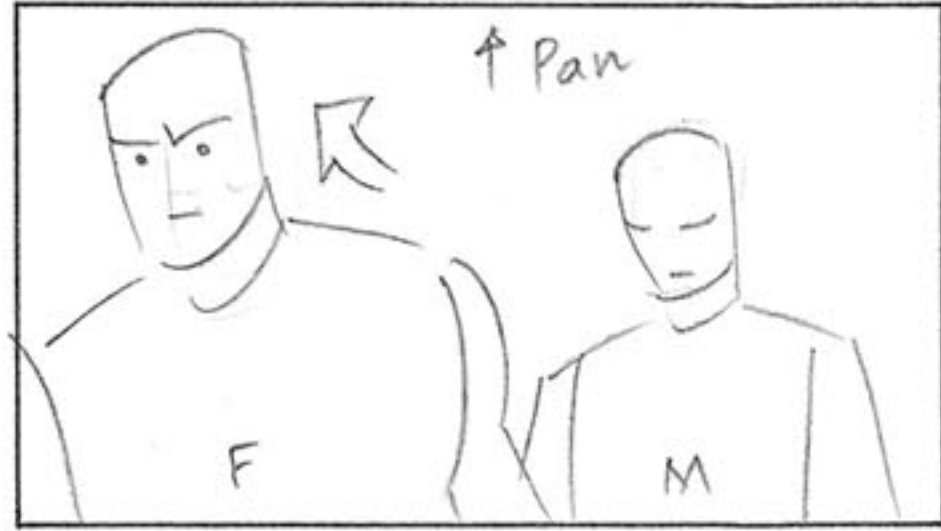
Trap settles - goes opaque



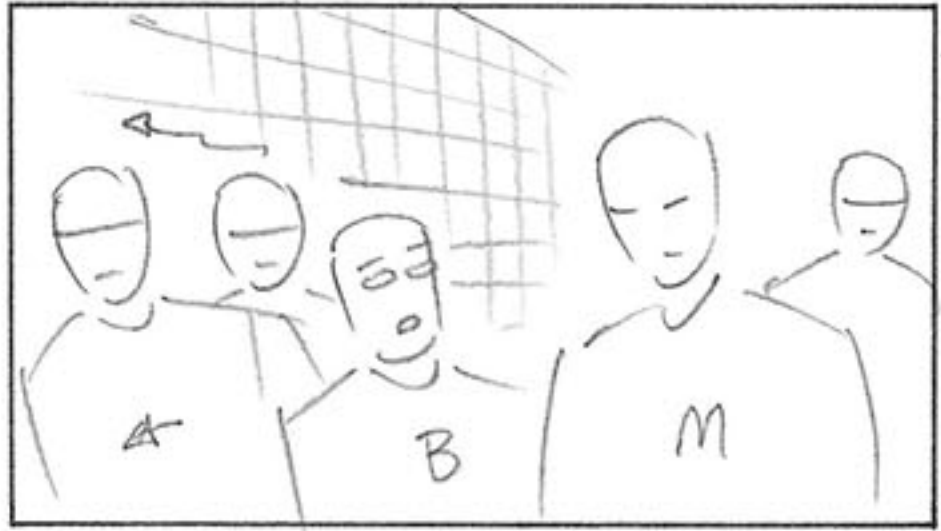
M: Troy?
F: Looks like he didn't make it.



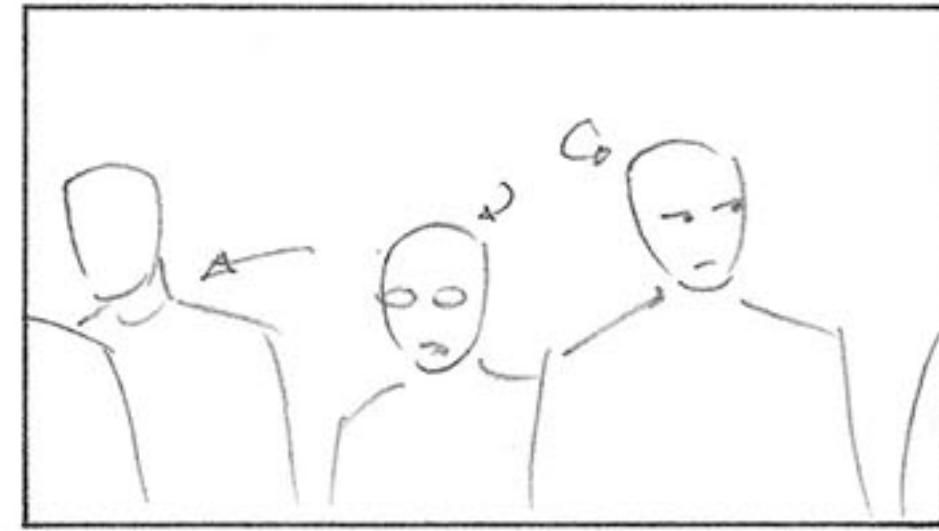
I was wrong about him.



F pushes past M
(cam pulls back slightly)



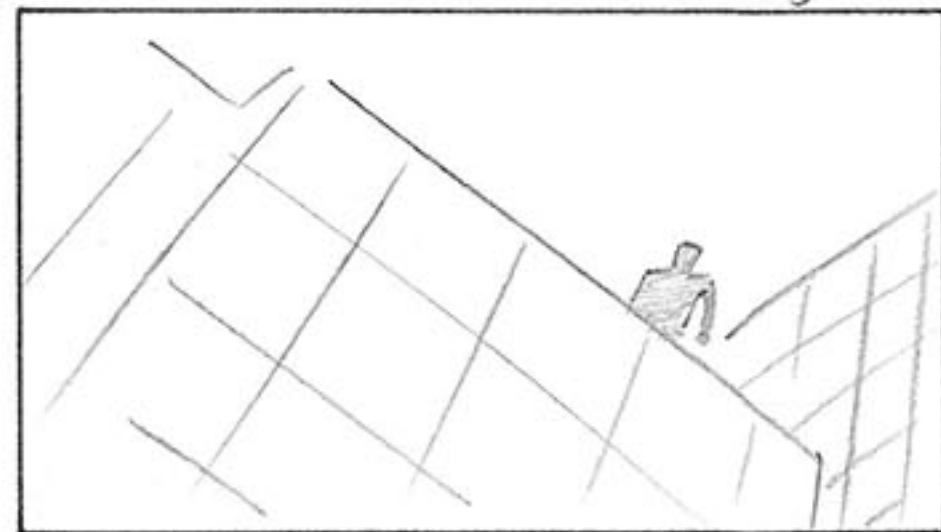
Reveal Berto - agents move around him
B: But if he survived -



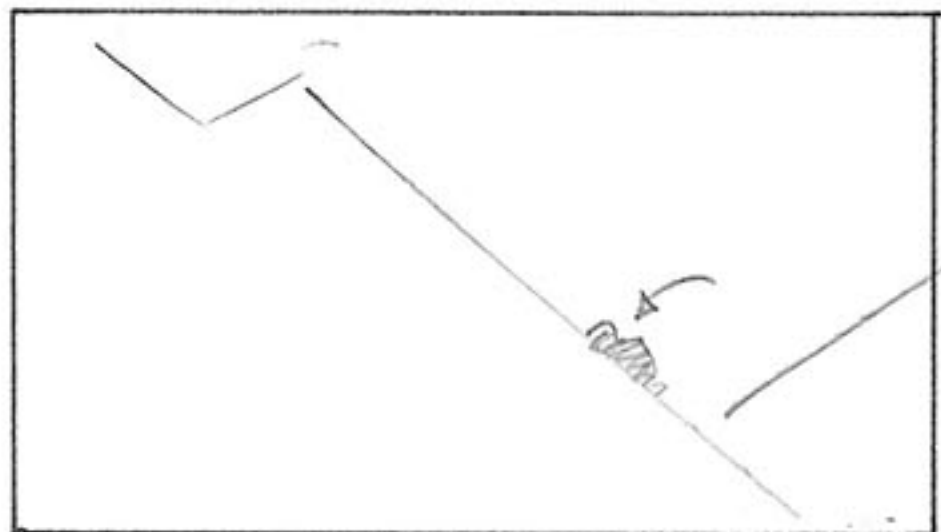
-with all that toxicity he absorbed...



Slight downshot - M looks up
B can't: who knows what changes it -



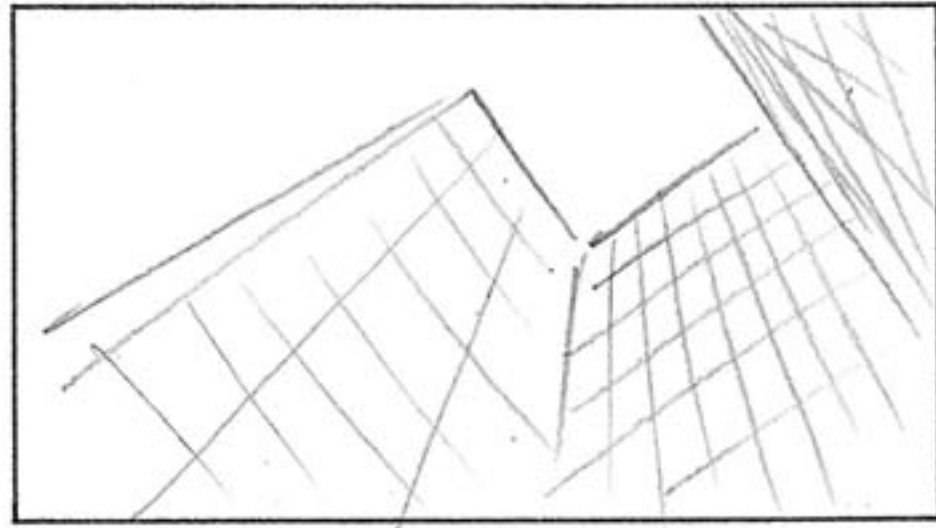
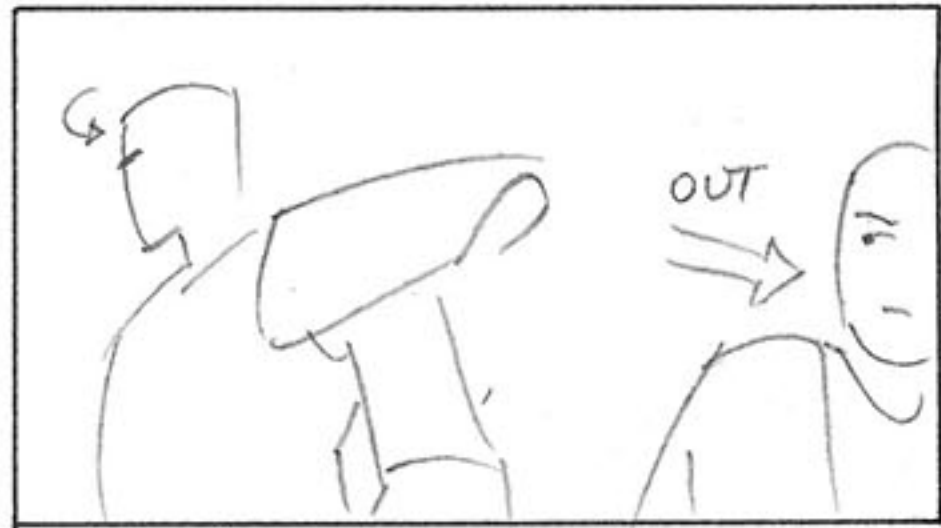
-could cause in him.
(Max POV up)



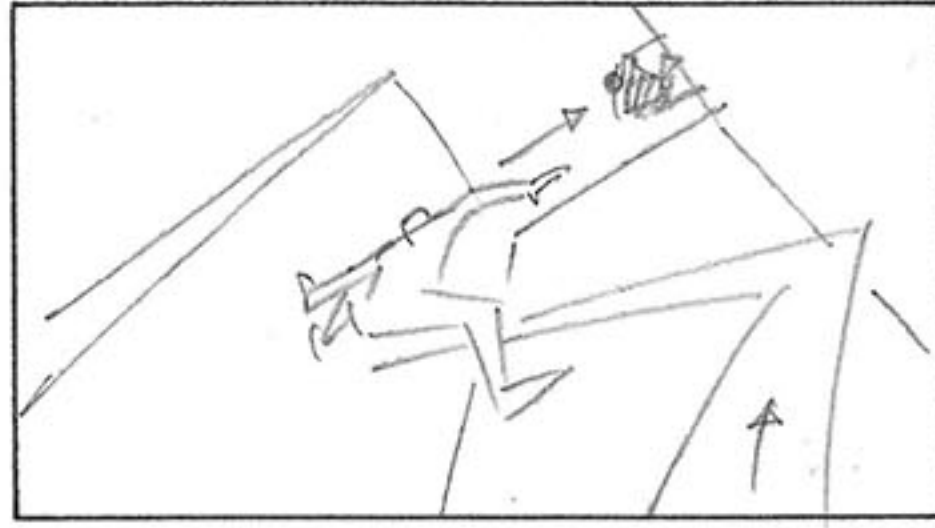
Troy moves OS



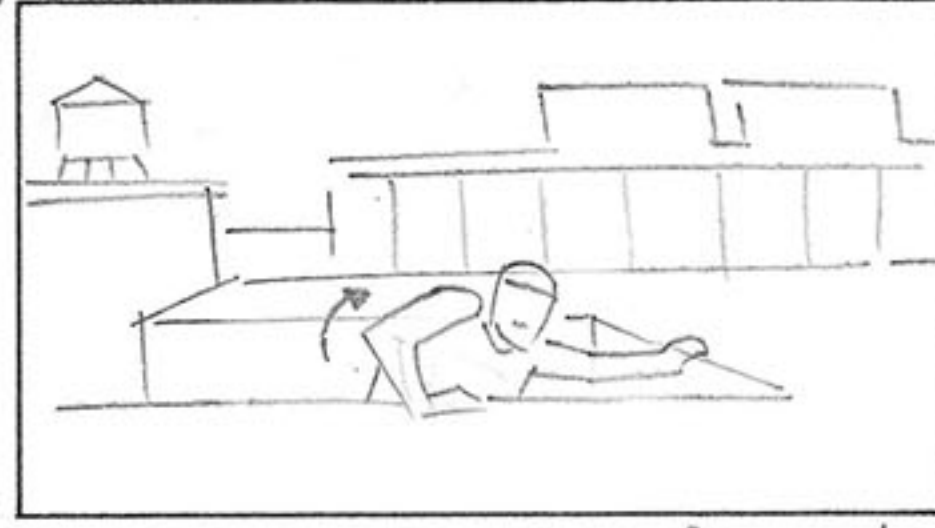
M looking up



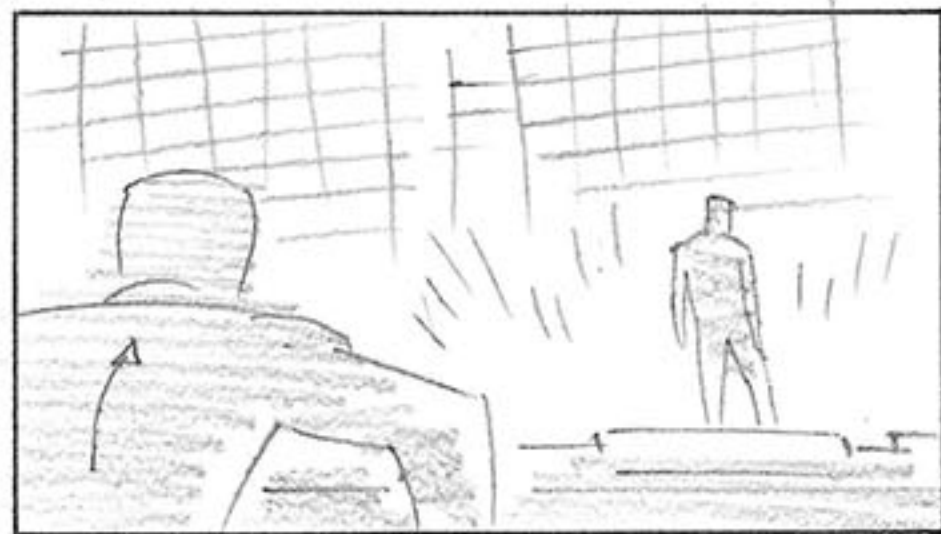
Upshot on bldg



Max parkours up to top



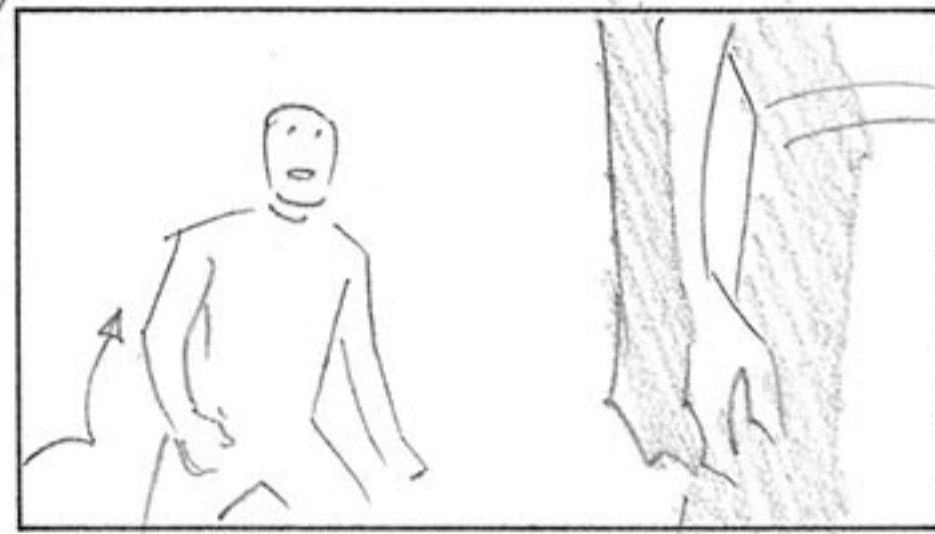
Rise up @ roof level



T lit from below by police lights
(block A in BG)



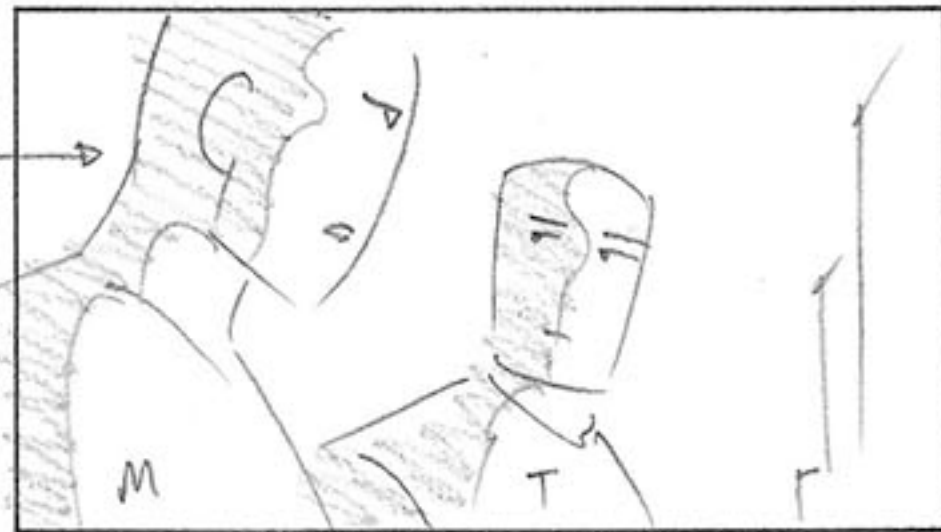
M: Troy, thanks.



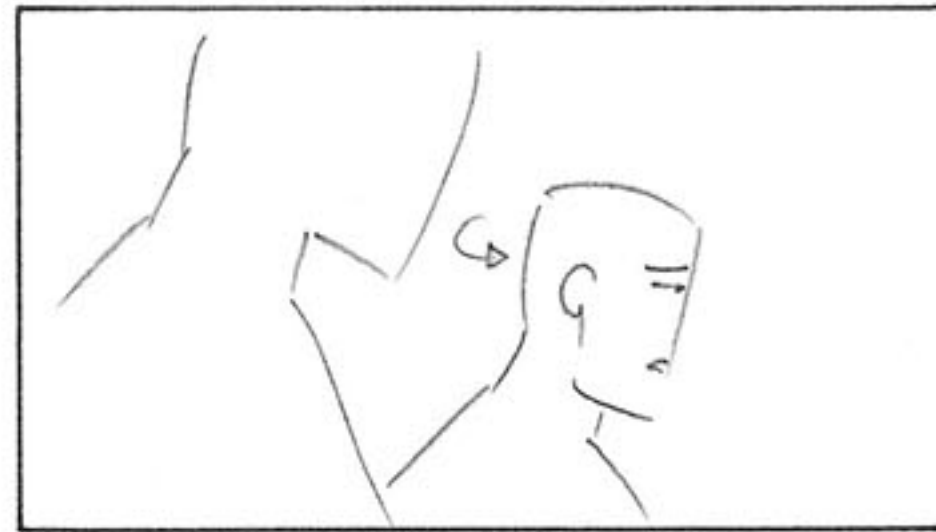
You saved the world.
T: No, you saved me. You were right about ... choice.



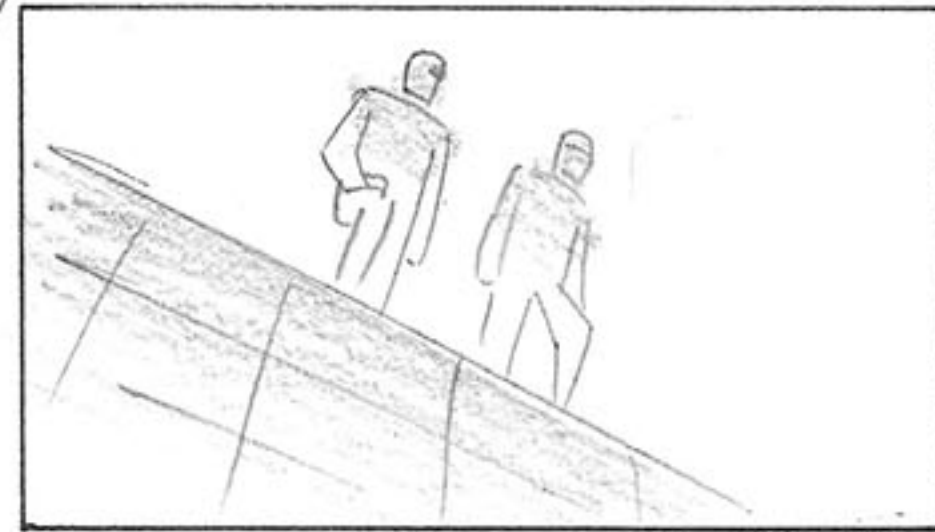
TILT UP to see T in WHITE



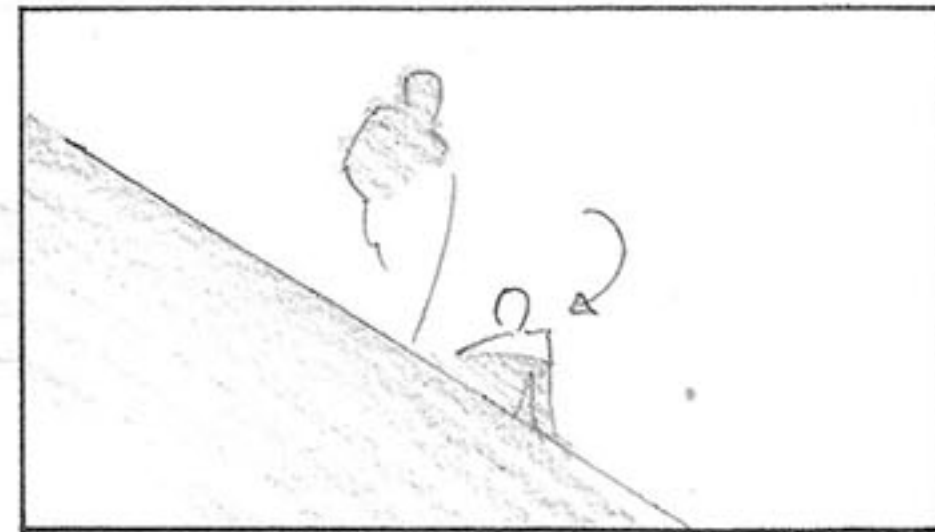
M: Look, Ntek could use you.



T: No, I can't be anywhere near Ntek.



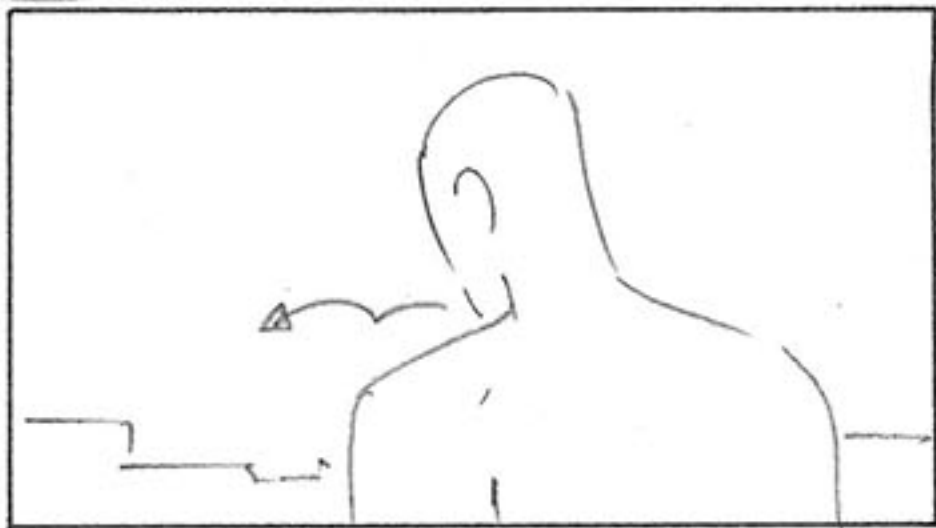
You saw what happened with Toxzon.



I gotta take control of myself.

NOTE: THIS IS ALL ON ROOF OF BLDG D3

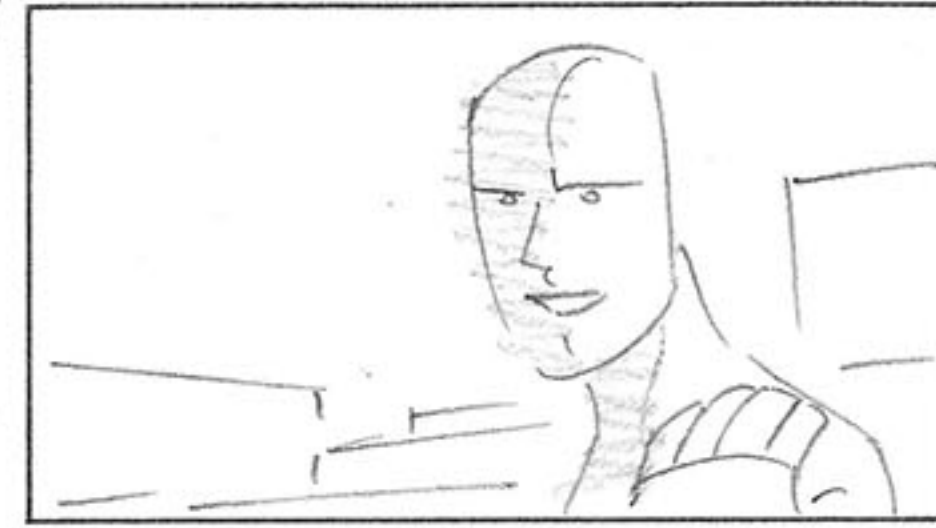
C49



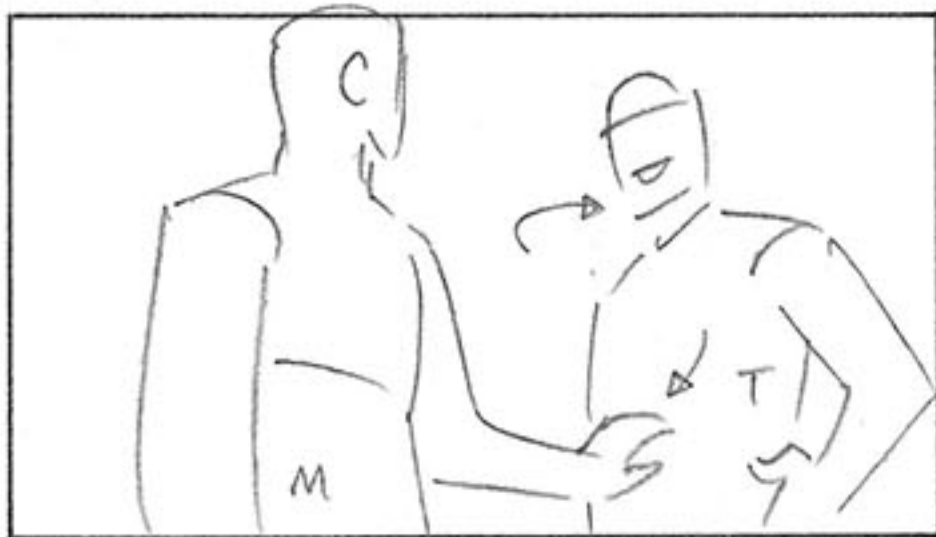
Then maybe...



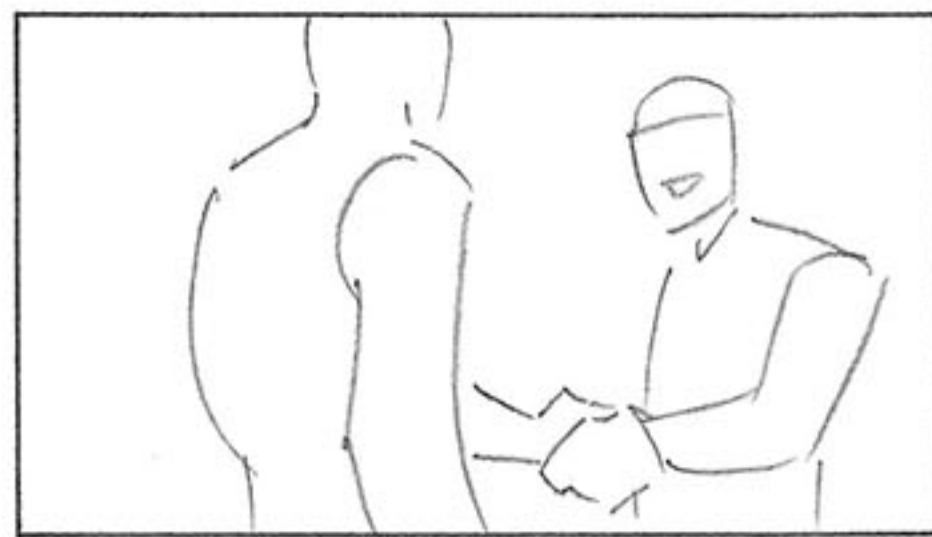
M: How will I find you?



T: You'll find a way.



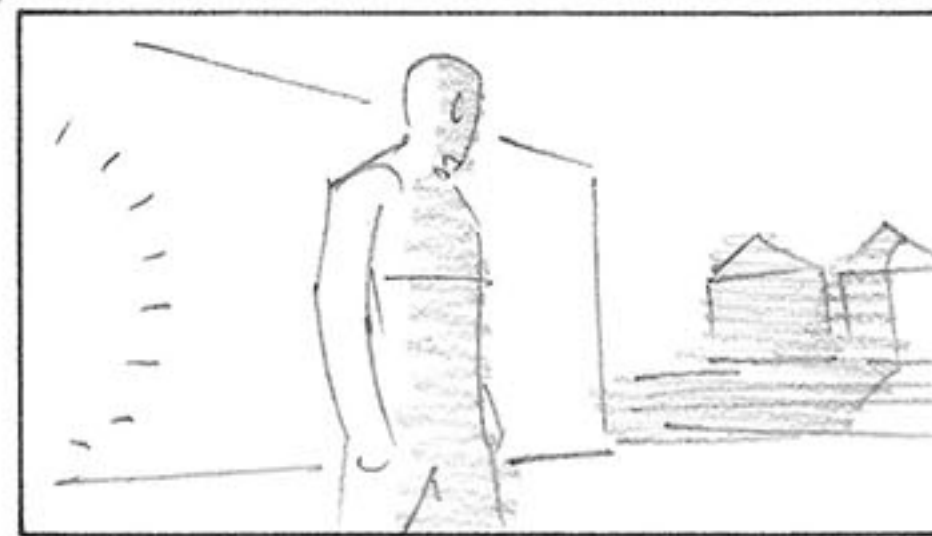
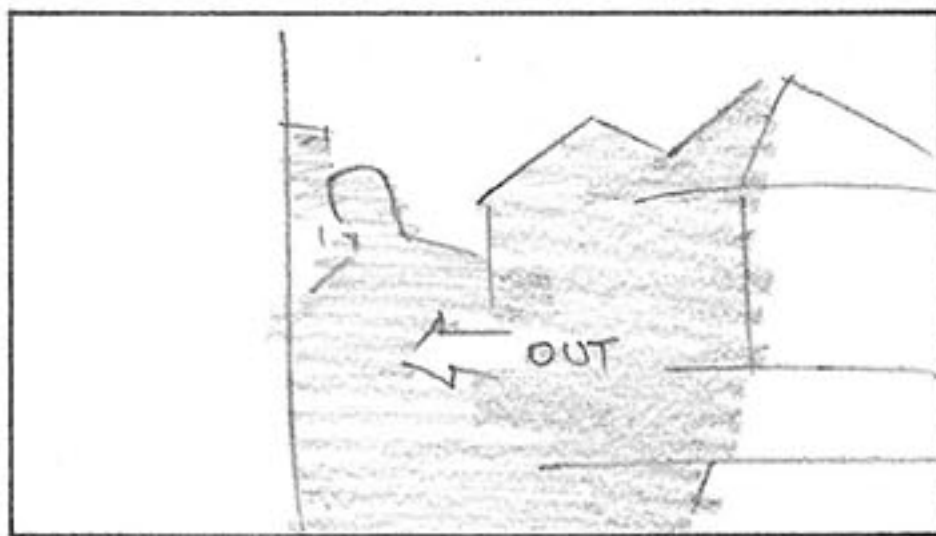
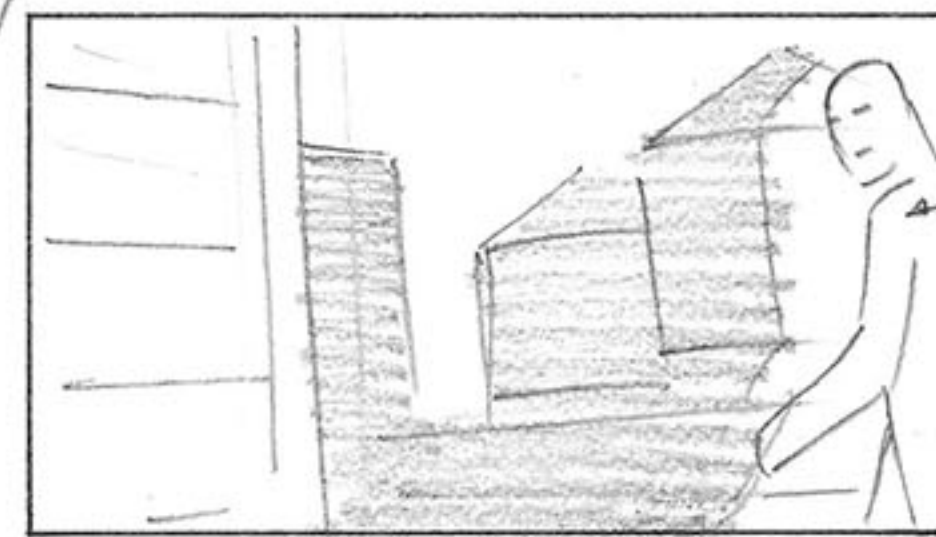
T: You're Max—



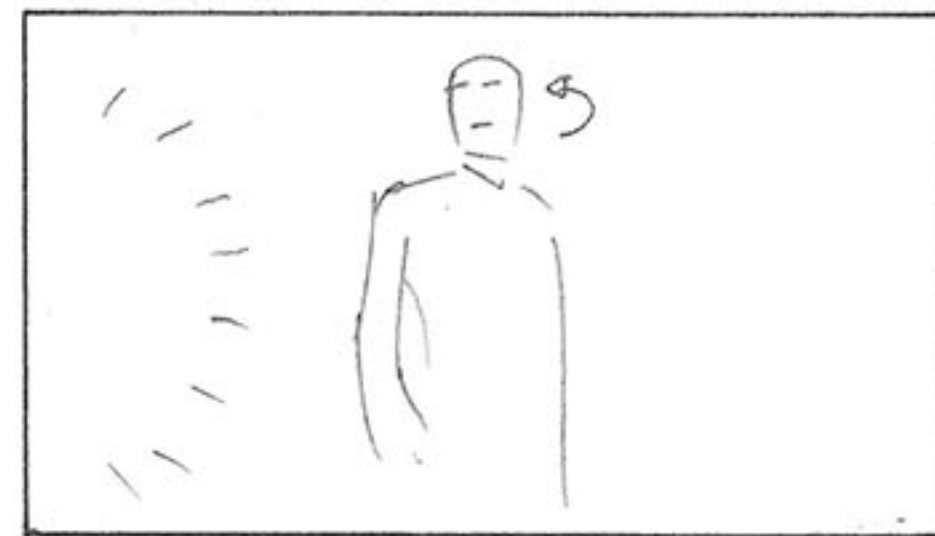
—Steel.



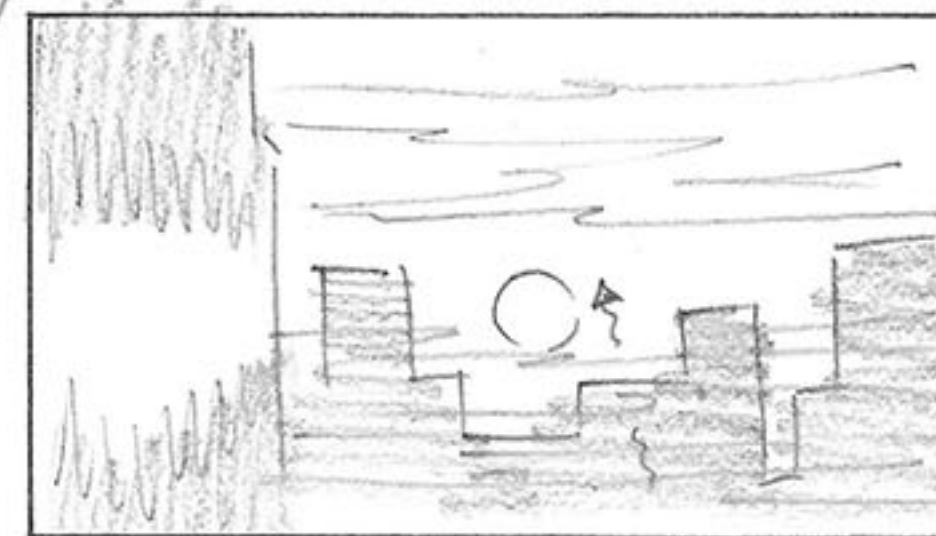
M nods



cut wide—M in FG
light from SUNRISE now
flooding scene



M turns toward it



↑ Sun climbing
Reflect on bldg in block A

C50



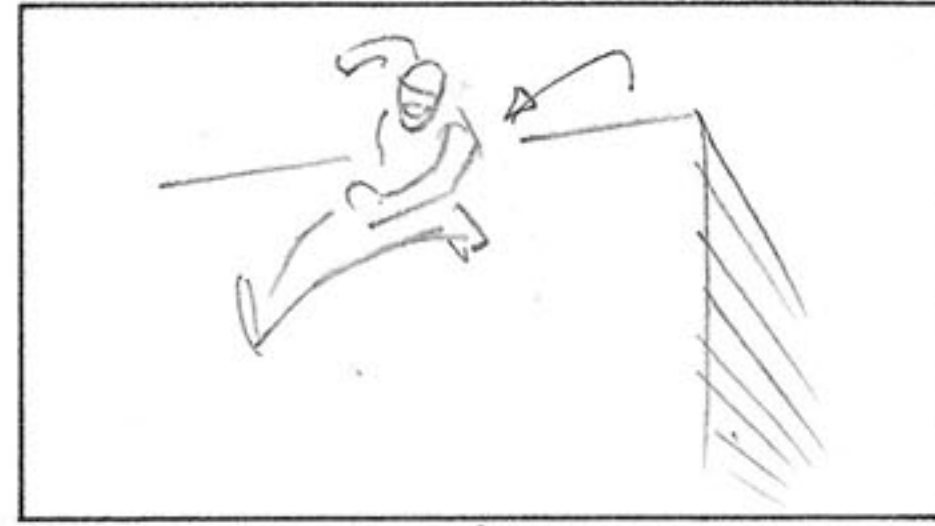
Back to Max
block C camera looking west block A



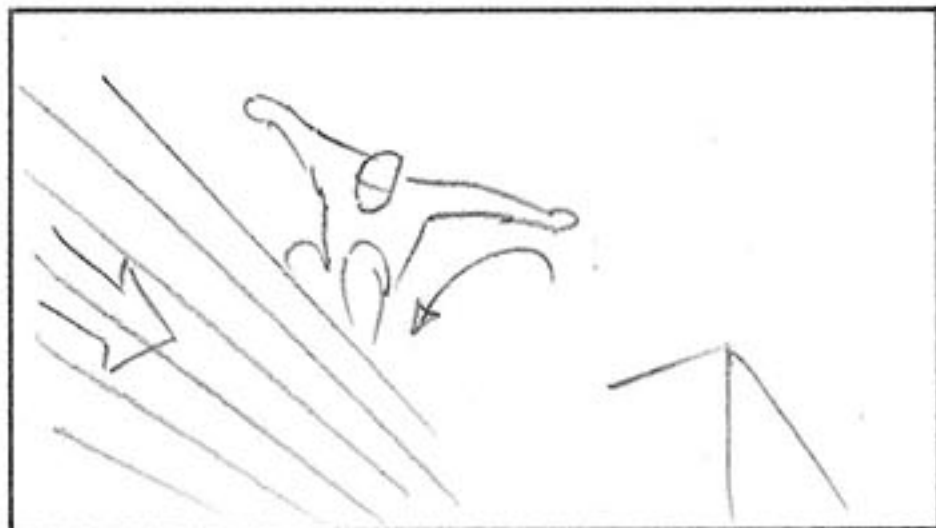
Cam pulls back—
sky brightening



Continue pullback—
Max starts running
to catch up with us



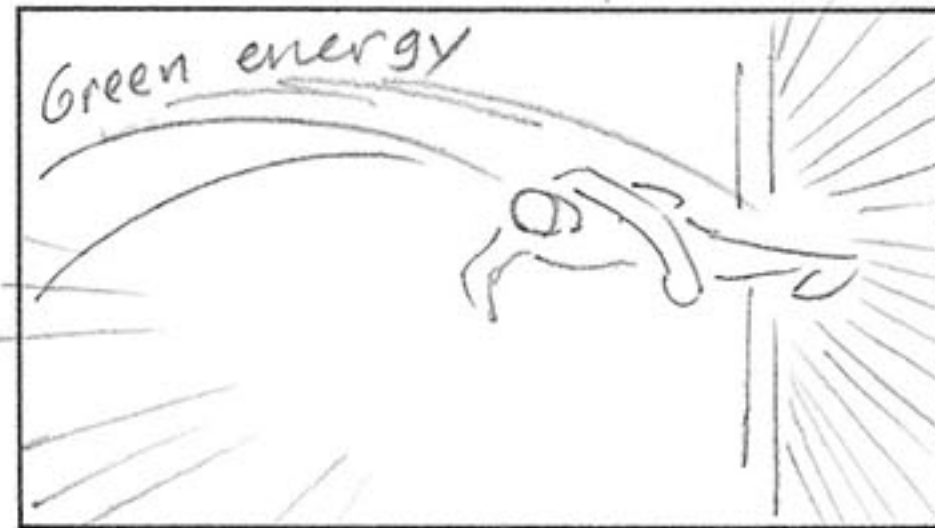
M jumps off bldg D3
M: GOING—



lands on bldg E1—cam
speed increases
—TURBO!



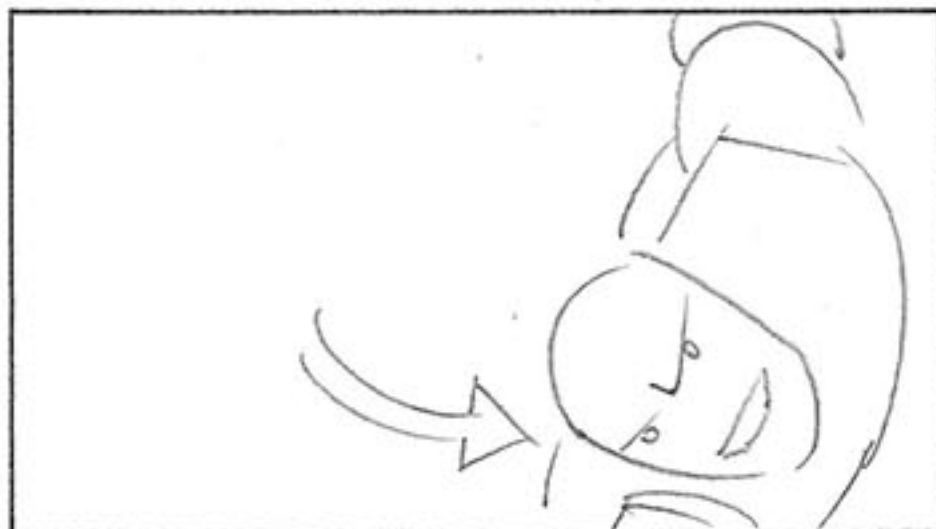
M leaps
across gap—
TILT UP



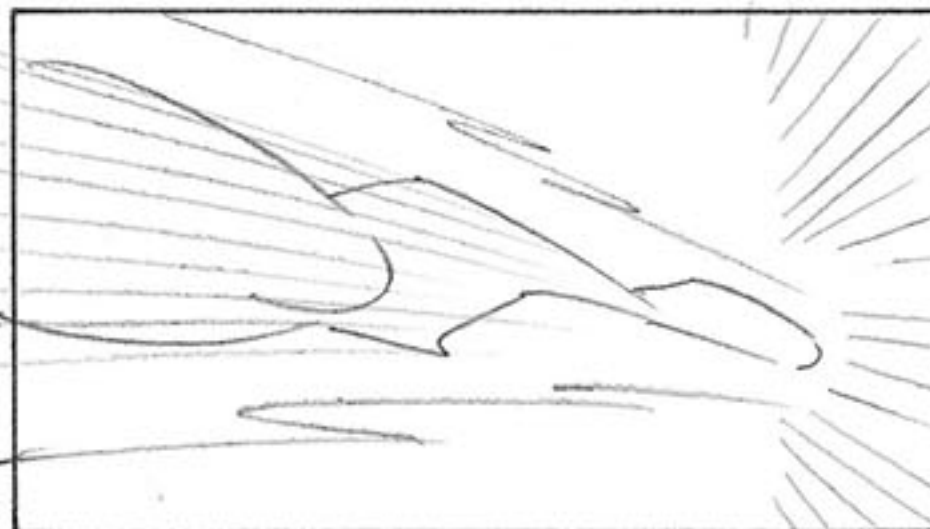
—to land on tall bldg
in block A



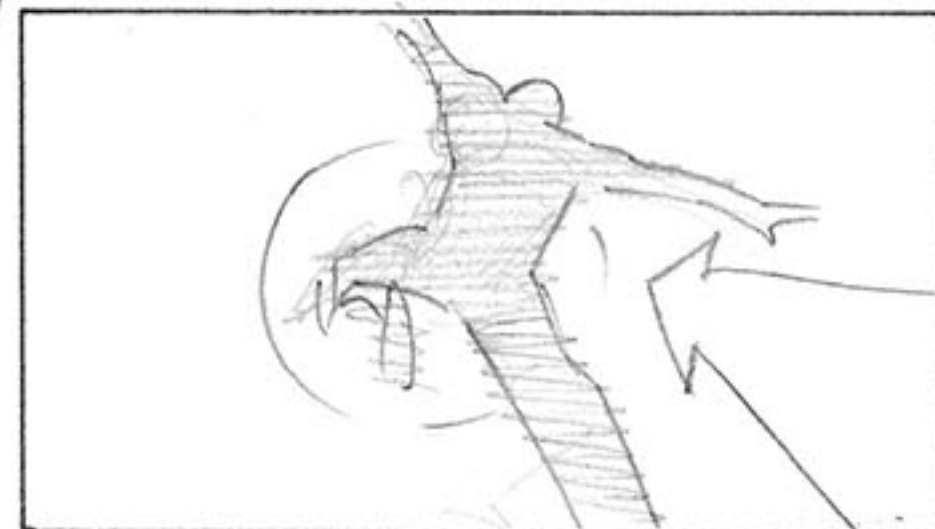
Pick up speed—gain
on cam



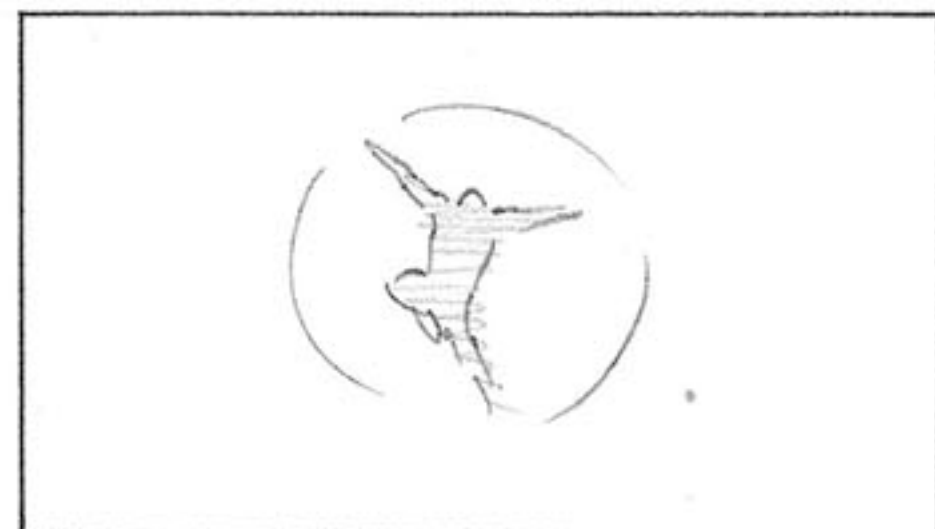
antic down



Leap OS past cam



Leap into scene



freeze/fade out

THE END!