

PAGE TWO - TERRY DODSON

1—Late at night, at the docks in Oakland, with the Bay Bridge and the skyline of San Francisco in the background. Some mechanical cranes are unloading a huge cargo ship. There are containers stacked around all over this area, like all dock area are now, blue, orange, red, all metal crates waiting for pick-up. Like Season Two of the Wire, basically.

TITLE(old school style title box, running across the top of the page):

PROLOGUE 2: THE EXTRAORDINARY CARGO OF GUY DeMONDUE

GUY(off): That's history you're unloading -- be careful with that!!

LOCATION CAPS: The Port of Oakland – Two Nights Later

2—Down among the dock workers, we see Guy DeMondue, a 30something art dealer, who is very prissy and fretting. He's watching the crane as it pulls a huge platform off the ship. Whatever's on the platform is about 15 feet long, and covered by tarps. (Just so you know, Terry, it's an old Sentinel, like from the Neal Adams era, but we shouldn't know that yet). Guy yells at the foreman, who is holding a clipboard and looking down at it, looking annoyed by this complaining art guy.

FOREMAN: Take it easy, uh...

FOREMAN(linked): ...Guy.

3—Guy sneers at the guy, who shrugs and looks back the off-loading job in the background, as the platform with the covered Sentinel is lowered onto a flatbed, ready to be driven away.

GUY: It's pronounced GEE. Like key, but with a "G."

FOREMAN: Whatever, man... Just let us do our jobs.

FOREMAN: You're the one who insisted on unloading in the middle of the night...

4—Now Guy turns to an important character – Simon, a guy in a non-descript business suit, who has perfect short blonde hair and a mustache. He looks like he used to be in the military, physically, and he has weirdly wide eyes, just not overly noticeably so.

GUY: Simon, they don't understand how important this is.

SIMON: It's all going to be fine, Guy.

SIMON: I'll check them.

PAGE THREE - TERRY DODSON

1—Simon is climbing up onto the back of the flatbed where the Sentinel was laid down, and the foreman yells at him. Guy is watching, following the foreman.

FOREMAN: Hey – Keep away from there.

SIMON: I'm just checking the merchandise.

2—Closer, as Simon pulls back some of the tarp, so he can look at what's under it, but keeping it from our view. The foreman and Guy are right near the back of the flatbed, too, as the foreman complains to Simon, who basically ignored him. Guy is peering at the foreman, looking self-important.

FOREMAN: Well, our insurance don't allow for you to get this close.

SIMON: Then don't tell them about it.

GUY: Simon is an expert in the field... I insist that he examine them before I pay.

3—Closer on the foreman, tired of these guys, sneering at Guy, who shakes his head like this guy is an idiot, he's thinking.

FOREMAN: You're real big on insisting stuff, aren't ya?

GUY: You just... you don't understand what we're dealing with here...

4—Biggest panel. Now we see what's on the flatbed, as Simon has completely uncovered it – it's an old-school Sentinel, the kind the X-Men haven't faced since like issue 100 or so. It's about 15 or 18 feet tall, and is deactivated, and damn if it doesn't look like a prop from an old Fritz Lang movie or something. Simon is standing there, smiling at it proudly, still holding a piece of the tarp in his hand. The tarp is flapping a bit in the breeze. Something

In the background we see another platform being off-loaded from the ship, just like this one.

OFF: ...These aren't just works of art, they're collectors items.

PAGE FOUR - GREG LAND

4.1

ANGLE DOWN in a kind of ESTABLISHING SHOT of the GREYMALKIN FACILITY in the Marin Headlands (even though it won't be named Greymalkin until our next issue). STORM is coming in for a landing, carrying a WOMAN in her arms-- the MAYOR of San Francisco. She's a tall Betty Page looking lady, the perfectly foxy kind of woman you can believe would be mayor of San Francisco. She first appeared in... THE ORDER #6, I think? We'll get the reference pulled for you. Psychic energy spills from her eyes.

Down below, awaiting her arrival, are SCOTT and EMMA.

TITLE(old school style title box, running across the top of the page):

CHAPTER ONE: THE MAYOR AND THE QUEEN IN EXURBIA

LOC CAP MARIN HEADLANDS:

STORM We're coming down now, madam Mayor.

MAYOR When will my eyes work again?

STORM As soon as we land.

4.2

ON SCOTT AND EMMA. SCOTT smiles as EMMA extends a hand out, wiggling her fingers. Little spirals of psychic energy swirl around them.

SCOTT Emma.

EMMA On it, darling.

SCOTT Madam Mayor-- I hope you understand Emma's psychic blindfold is necessary security measure.

(CONT'D NEXT)

PAGE FOUR CONTINUED:

4.3

THE MAYOR offers a hand out to SCOTT and EMMA.

MAYOR It was worth it. I've never met a queen before, let alone been carried by one.

MAYOR Mr. Summers. Ms. Frost. Welcome to California.

SCOTT Madam Mayor.

4.4

SCOTT and the MAYOR shake as EMMA and STORM watch on. It has the feeling of two superpowers meeting at historic summit.

SCOTT Much as we wish we could've headquartered in SF proper-- we chose the Marin Headlands for a few reasons:

SCOTT Hard to get to, as you've seen; it's built to military spec; it's not densely populated--

4.5

ON EMMA and the MAYOR, sharing a woman's sense of budget that a boy building his dream clubhouse may lack.

EMMA And it is San Francisco. Rents are positively astronomical, even for superhero millionaires like us.

MAYOR Tell me about it. If it wasn't for the Mayoral residence I'd still be living in a warehouse in Oakland...

4.6

SCOTT puts his hand on the small of the MAYOR'S BACK, leading her inside GREYMALKIN. EMMA cocks her head at the gesture.

SCOTT God bless the electorate.

SCOTT C'mon in. It's still a work in progress, but I'm excited to show you what we're trying to build here.

PAGES FIVE AND SIX - GREG LAND

5/6.1

SPREAD IMAGE: an isometric blueprint map of the new X-FACILITY. As far as I understand this is being rendered by a 3D guy? We'll design and develop appropriate text overlays for the whole thing.

BELOW IT runs a tier of panels.

CAPTIONS TO COME

SCOTT "The surface of the facility is largely open to the mutant public-- we're imaging it to be a kind of community center... almost a kind of embassy."

SCOTT "The real super-hero stuff is below. Follow me..."

5/6.2

SCOTT leads the MAYOR down a stairwell heading below ground; EMMA follows, arms crossed.

SCOTT The concrete they used to build the bases up here isn't necessarily ideal, but it's not bad.

SCOTT We're reclaiming and rebuilding the whole structure inside out holistically...

5/6.3

SPREAD-PANEL: we're angling down a TUNNEL used for transport access off the headlands. SCOTT & CO, enter from the left--

SCOTT There's a network of fast-travel tunnels that lead from Marin to all points around the bay area-- we can be downtown in ten minutes via conventional transport.

SCOTT Mostly Wolverine's been using them to race his motorcycles-- watch your step—

(CONT'D NEXT)

PAGES FIVE AND SIX CONTINUED:

5/6.4

SPREAD PANEL: On the other half of the angling-down-the-tunnel panel, we see HANK MCCOY waiting for them. He takes the MAYOR'S hand in his paw, and bows

HANK No matter how green we get this place, that awful little Canadian remains
obsessed with fuel-burning death-rockets.

HANK Your honor, a pleasure. Hank McCoy. Scientist.

5/6.5

ON HANK and the MAYOR; he's charming the pants off her.

HANK We believe that Homo sapiens superior represents the future-- so we
had better start living like it.

HANK Soon the X-Center won't just be green, it'll be positively Viridian.

PAGE SEVEN - GREG LAND

7.1

THE GANG enters a SCIENCE LAB. Most of the equipment is covered in plastic, HANK leading the way.

HANK I'm a biochemist by trade and the learning curve on going green is somewhat steep.

SCOTT Passive solar arrays, experimental hydrokinetics in the bay... we should have the whole facility feeding back into the grid by fall...

7.2

WARREN WORTHINGTON enters the lab, his wings spread wide.

WARREN We're experiencing a bit of a mutant brain drain at the moment. I've been trying to assemble a think tank on-site to help get our thinking back in line.

WARREN Sadie, hi. You look amazing.

7.3

WARREN takes THE MAYOR'S HAND and leans in, kissing her hello.

MAYOR And you're angelic as always, darling-- mmwah.

ANGEL Have they shown you the observation deck yet or have you just been dwelling underground?

7.4

SCOTT and HANK take offense; WARREN waves them off, bored, and directs the MAYOR away from them.

SCOTT We showed her the tunnels, the hangar--

HANK --the tech and bio labs--

SCOTT --the weapons ranges and power ranges--

HANK The gym, the N.O.C, the--

WARREN Boring. Dull, dull dull. Darling-- follow me.

(CONT'D NEXT)

PAGE SEVEN CONTINUED:

7.5

OUTSIDE THE X-CENTER NOW: on top of one of the main buildings is a 360-degree glass room overlooking the whole of the headlands and the San Francisco bay. The light of the day hits everything just right and it all looks perfect.

WARREN (OP) There now.

WARREN (OP) Isn't that better?

7.6

WIDE PANEL: On THE MAYOR, WARREN, HANK, SCOTT and EMMA as they stand in the OBSERVATION DECK, the sunlight shining in and bathing the cast in golden light.

MAYOR It's wonderful. It's exactly why I love this town.

MAYOR Welcome to San Francisco, X-Men.

PAGE EIGHT - GREG LAND

8.1

THE MAYOR turns to the group as THE X-MEN wait for the other shoe to drop, suspicious.

MAYOR There's something else.

MAYOR The city of San Francisco is incredibly sensitive to your plight and we don't want you to think allowing this is silent approval or--

SCOTT Madam Mayor.

SCOTT What is it?

8.2

THE MAYOR takes SCOTT'S HAND as she talks, the way a vet gives you bad news about your dog. WOLVERINE enters the room from the back.

MAYOR There's a... confrontational... conceptual artist named Guy DeMondue and... all the mutant activity in town has inspired him to create a piece inspired by...

MAYOR Well, it's a somewhat dark period in mutant history.

8.3

REACTION SHOT on the X-MEN, stunned by the ridiculous bad taste and lack of sensitivity. WOLVERINE raises an eyebrow in near-shock.

MAYOR (OP) He's acquired three decommissioned mark one Sentinel Units and he's making them the centerpiece of an art installation downtown.

MAYOR (OP) He's calling it a "Celebration of Mutant Kitsch."

(CONT'D NEXT)

PAGE EIGHT CONTINUED:

8.4

FIXED POV: the X-MEN are mad at the idea of this being called “kitsch” and all start arguing at once. WOLVERINE turns around and leaves, as silently as he entered, waving his hand AT CAMERA as if to say “ta hell with ya.”

WARREN Twenty foot tall death machines--

HANK Genocidal robots no more artful than an A-Bomb--

EMMA Banal, predictable “shock schlock” that was passé in New York ten years ago--

8.5

ON THE MAYOR, crossing her arms defensively. She’s sympathetic, but not changing her mind.

MAYOR Make no mistake, I find it appalling with every fiber of my being--

MAYOR But it’s literally impossible to personally agree with everything that goes on in this town... but I’ll defend its right to go on.

8.6

ON SCOTT, hands on his hip and coming forward, snapping into leader mode. Looking every bit the leader:

SCOTT I don’t care how decommissioned you think they are, they’re still Sentinels.

SCOTT And those things have been killing my friends since I was a teenager.

SCOTT The X-Men will be there...

PAGE NINE – GREG LAND

1—Big shot. Now, it's a few nights later and we're at the art opening. In the park that's across the street from the SFMOMA, two old-school Neal Adams looking Sentinels are standing posed, but like columns or statues and spotlights illuminate them. These Sentinels are about 15 to 20 feet tall.

San Francisco's entire glamorous art crowd is seemingly in attendance. To celebrate mutantdom and the X-Men, many of them are IN COSTUME-- so we've got a crowd filled with average people – thin, tall, overweight, etc – many of them dressed like X-Men from every single era. Some are just in tuxedos and gowns, though, but mostly they're in costumes, ill-fitting ones, too.

TITLE(old school style title box, running across the top of the page):

CHAPTER TWO: SUPERSTARS OF THE SPANDEX SCENE

CAPTION: Two nights later

NO POINTER(telepathy): This is retarded... Only in San Francisco, right?

2—Across the street, there's a crowd of protestors in the classic blue and yellow X-Men student uniforms, being cordoned back from the exhibit by the police. Some of the protestors are holding signs that look hand-written. Stuff like: THERE IS NO ART IN A WMD! and YOUR ART IS MY GENOCIDE! and MUTANT DEATH IS NOT FUNNY! – stuff like that.

NO POINTER(telepathy): Even the protesters are grinding on my last nerve.

FROM CROWD: *MURDER IS NOT ART!*

FROM CROWD: *MUTANT SOLIDARITY - NOW!*

PAGE TEN – GREG LAND

1—Now in the costumed art crowd around the Sentinel display, we see Wolverine, in costume, is scowling as he watches the glitterati sipping champagne and having a good time in the shadow of these Sentinels. Important -- in the background, we also see Beast and Storm chatting with some of the attendees. We just need to establish them here, though, so they don't have to be that prominent.

WOLVERINE(telepathy): You sure I can't just kill everyone here, Slim?

NO POINTER(telepathy): Yes, Logan, I'm sure.

WOLVERINE(telepathy): What about this Gee dude, then? He deserves a scare, at least.

2—And in another part of the crowd scene, Cyclops and Emma, in costume, are walking side by side, on the edges of the crowd. Cyc is frowning a bit, and Emma gives him a wry smile.

CYCLOPS(telepathy): That's not why we're here... But if you happen to run into him...

CYCLOPS(telepathy): I won't complain if he wets his pants.

EMMA: Scott, is that a sense of humor you're developing?

3—Cyclops looks at the three Sentinels, as the spotlights dazzle them and shine up into the night sky. He'd like to blast them to pieces.

CYCLOPS: I don't know what else to do but laugh right now, Em...

CYCLOPS: Just seeing these things makes me so #@\$%ing angry.

PAGE ELEVEN - GREG LAND

1—They stand at the foot of the display, and she looks at him, and suddenly a chubby guy dressed like Professor X, with a bald cap on his head, is approaching them, holding a drink in his hand, smiling.

EMMA: I know... I can feel it radiating off you.

CYC: It's so --

PARTIER(cutting off): Hey, great Cyclops look... That's his new outfit, right?

2—Cyc frowns at him, but the guy is oblivious. He just smiles and gestures at his look. He's got fake eyebrows, so they're like Xavier's old peaked brows, and a few strands of hair stick out from under the ill-fitting bald cap.

CYCLOPS: Yes. It is.

PARTIER: I went with the classic Professor X.

PARTIER: But, you know, without the wheelchair. Too much hassle.

3—Emma glares at the man, and he realizes they're actual X-Men now, and gets a little flustered.

EMMA: Yes. I'm sure the Professor would agree.

PARTIER: Hey... oh my god...

PARTIER: You're actually them.

4—Then he smiles widely, like this is just the best.

PARTIER: Can I get your autographs?

5—Emma glances at Cyc, who gives her a little frown and sneer at the same time, shaking his head. The guy just stands there.

EMMA(telepathy): Mindwipe, Scott?

CYC(telepathy): No, Emma... just make him ignore us.

PAGE TWELVE - GREG LAND

1—Now we see another part of the crowd scene (sorry, it'll end soon, I swear) and we focus on Angel, Nightcrawler, and Colossus, all in costume, standing around talking, as the crowd mills about. In the crowd, with his back to us, we see someone in a Magneto costume and helmet. This is actually Magneto, but we don't know it yet.

COLOSSUS: I must admit, while strange, it's nice to be so embraced by a city.

ANGEL: That's why we're here, Peter.

ANGEL: I can walk around with my wings out and no one cares.

NIGHTCRAWLER: Letting your "*freak flag fly*" as it were, eh, Warren?

2—Closer on Angel, smiling at Nightcrawler.

ANGEL: You've been doing some research, haven't you, Pete?

ANGEL: I think after last month's fiasco, I'm all done with freak flags for now.

3—As the crowd moves, Colossus bumps into the man in the Magneto costume and helmet, who we don't see much of. The Magneto guy hands him a champagne glass, like he thinks Colossus is a waiter or something.

COLOSSUS: Oh, excuse me.

MAN: Can you take this for me?

4—Colossus starts to hand the glass back, looking at the man, but too distracted to realize who it is. Magneto still has his back to us.

COLOSSUS: I'm sorry... but I'm not part of the catering staff... I –

PAGE THIRTEEN - GREG LAND

1—And suddenly, Colossus's fingers are splayed open like someone is bending them back in as hard as they can, and he drops the glass and yells, and we see that the guy is actually Magneto, who smiles menacingly out from beneath his helmet.

COLOSSUS: *Ahh!*

MAGNETO: No... but then, the caterers aren't quite as blind as you, are they, Colossus?

2—And now we pull back a bit, as Colossus starts to be levitated, his whole body being stretched on an invisible rack, basically. Magneto is holding a hand towards him, like he's doing this, which he is. Angel and Nightcrawler are just realizing what's going on, NC crouched low now, sending a telepathic message to the others. The crowd around them is backing away, but watching with interest, not sure what's going on just yet.

COLOSSUS: ...Aaahggg...

MAGNETO: Oh, does it hurt?

NIGHTCRAWLER(telepathy): Scott, Emma – We're under attack.

GUY IN CROWD(small): Is this part of the show?

3—Cyclops is pushing through the crowd, now, yelling, followed closely by Emma, who is in her diamond form now, shoving people aside.

CYCLOPS: Move!

CYCLOPS: Out of the way!

4—Back with Mags and the others, Angel points at Magneto and yells. Colossus still hovers, obviously in pain.

ANGEL: Magneto! Put him down!

PAGE FOURTEEN - GREG LAND

1—Then Magneto smiles and waves his hand, like he's swiping it through the air. And Colossus, floating above him, starts to move.

MAGNETO: That's just what I was planning to do.

2—And now -- Colossus goes ROCKETING across the street through the air, heading right for the glass walls of the SFMOMA, and he's going to smash right through them.

3—Which he does in this panel. He comes flying in, broken glass flying everywhere, and slams into several works of art, hard. People in the museum freak out.

SFX: SKAASSHHH

4—And back across the street, the crowd is starting to run away from Magneto, like a fleeing mob scene, utter chaos - but Angel and Nightcrawler are still there, ready to fight. Magneto smiles at them. We can see Cyc and Emma pushing through the crowd.

MAGNETO: Now then, where were we?

PAGE FIFTEEN - GREG LAND

15.1

BIG PANEL -- ANGLE UP ON MAGNETO as, behind him, we see the LIGHTS in the eyes of those SENTINELS activate. Give 'em spotlights and little emphasis lights up and down their arms and shoulders... they should feel like walking watchtowers, y'know?

TITLE(old school style title box, running across the top of the page):

MAGNETO Ah yes.

MAGNETO Let there be light.

15.2

ON THE SENTINELS as they both turn their heads TO CAMERA.

SENTINEL 1 Prepare to face your DOOM, Mutant! For--

SENTINEL 2 THE SENTINELS HAVE RETURNED!

15.3

ON THE X-MEN, staring up at the Sentinels with a mixture of dread and anger. SCOTT, grimly determined, looks every bit the fearless leader. EMMA rushes behind him, unsure of what's to come.

EMMA Scott--

SCOTT I'm on it.

15.4

MAGNETO rises into the air on rippling waves of magnetic... uh... magnetism. His CLOAK ripples around him as he extends his hand and the SENTINELS rush onwards, ignoring him.

MAGNETO Sentinels.

MAGNETO Attack.

PAGE SIXTEEN - GREG LAND

16.1

FROM HIGH ABOVE: ANGLE DOWN past the SENTINELS as one slams his big robot fist into the ground sending some of the X-MEN scattering (NIGHTCRAWLER bamfs out of the way); the other one grabs at CYCLOPS who opens fire with his optic blasts. The gathered ART CROWD looks up at the sentinels, screaming in terror. Godzilla and King Kong are here...

SFX	BAMF
NIGHTCRAWLER	Scramble--!
SFX	KRZAAK

16.2

MAGNETO thrusts his palms out and down; a giant METAL DRAINAGE PIPE buried underground finds its way up suddenly and violently, sending dirt and water flying everywhere. CYCLOPS tackles EMMA, who a moment ago stood where the PIPE came up...

SCOTT	Emma, move--
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16.3

ON MAGNETO, laughing.

MAGNETO	Heh.
MAGNETO	You'd be <u>surprised</u> how much I've missed our little tussles, boy.

16.4

ON SCOTT and EMMA, dirty and wet. EMMA holds two fingers to her temple and narrows her eyes.

SCOTT	The <u>Sentinels</u> wont deliberately kill humans but as long as mutants are around, nobody's safe--
EMMA	I'll <u>suggest</u> the crowds head <u>home early</u> ...

(CONT'D NEXT)

PAGE SIXTEEN CONTINUED:

16.5

On SCOTT, as NIGHTCRAWLER bamfs in near him, and BEAST and STORM are running to his side. Emma is running away from them.

SCOTT Magneto Tactics, team. Response squad, you're here with me--

SCOTT Emma, lead the rest and the Sentinels away from here now!

PAGE SEVENTEEN - TERRY DODSON

1—Big panel, with lots of stuff happening on a wide scale.

Angel is flying over Mission street, away from the MOMA area and the park, and Emma is running down the street, following him.

Behind them, the two old-school Sentinels are following after them, staggering along like awkward giant robots.

IN the background, the streets are full of people running away, and the Sentinels are ignoring them. This needs to flow out of the previous scene pretty seamlessly, so be sure we get costume details right. The small people in the background are all dressed in suits or costumes, and a lot of them are wearing the old yellow and blue/black X-men uniforms from the early days.

CHAPTER THREE: THE EXPLODING PLASTIC INEVITABLE

ANGEL(telepathy): I'll try to keep them from getting airborne, Emma...

SENTINEL1: MUTANTS! YOU WILL BE DESTROYED!

EMMA(telepathy): No, Angel, you need to lure them up and away...

EMMA(telepathy/linked): ...they're going to crush some of these sapiens, otherwise.

2—We're up in the air, as Angel arcs skyward toward us, and one of the Sentinels rockets into the air, too, following and shooting a palm blast at him from fifty yards or so behind him.

ANGEL(telepathy): Got it.

SENTINEL: TERMINATE!

SFX: *KRZZZAATTTZ*

3—Down in the street, the other Sentinel grabs at Emma with his giant hand, and crushes a parked car, sending it flying a bit, as Emma tumbles out of the way, barely avoiding the destruction.

SFX: *KRRNNNSHH*

EMMA(telepathy): Logan – Piotr – Where the hell are you?!

PAGE EIGHTEEN - TERRY DODSON

1—And now we see where they are. They're on the roof of a parking garage facing the street. Colossus has one foot raised on the edge of the rooftop, and is holding Logan, about to throw him fastball special style.

LOGAN(telepathy): Right here, babe.

2—And now Colossus lets loose, and Wolverine is flying, legs bent, claws out and ready – he's rocketing down toward the Sentinel that's chasing Emma, who looks up from the street three floors below, and smiles.

LOGAN(telepathy): Flyin' to yer rescue.

3—Wolverine collides with the Sentinel, landing on the back of it's head, and shredding some of the metal, and sparks fly.

SFX: *SKKRAAAKK*

4—The Sentinel staggers a little and tries to swap Wolverine off the back of his neck, where he's clinging on with one hand's claws, while shredding away with the other one. Colossus yells from off-panel, above.

SENTINEL: DESTROY ALL MUTANTS!

SENTINEL: DESTROY!

SFX: *SHHKKK*

OFF(up): *LOGAN!*

PAGE NINETEEN - TERRY DODSON

1—And now we see that Colossus, still on the edge of the top level of the cement parking garage, has just thrown a Prius at the Sentinel's head, too.

COLOSSUS: JUMP CLEAR!

2—And the car hits the Sentinel's head and explodes. Wolverine leaps off just in time.

3—The Sentinel starts to collapse, falling sideways and crashing into a tall building, shattering its walls and some windows as it hits. Wolverine is landing on the ground near Emma, who is turning to diamond so all the flying glass doesn't cut her.

SFX: *KRRSSSHH*

4—And now Colossus is landing on the street, in a crouch, one knee down, and a fist before him, all making shock impacts in the pavement. Emma, no longer in diamond form, is striding towards him.

EMMA: Piotr... did it have to be a hybrid?

COLOSSUS: It was the closest heavy object, Emma.

5—And Wolverine walks up behind them, pulling a shard of glass out of his shoulder and frowning, thinking.

WOLVERINE: Y'know what I'm wonderin'?

WOLVERINE: How the hell did Magneto know how to turn these bastards on?

PAGE TWENTY - GREG LAND

20.1

OUTSIDE SFMOMA: ANGLE UP AT MAGNETO as he hovers above the wreckage that once was the art opening, hands extended out, glowing with magneto-powers and stuff.

MAGNETO So many questions you must have... so many mysteries to unravel.

MAGNETO Infuriating, isn't it?

20.2

MAGNETO thrusts his hands dramatically OUT as, behind him, THE BEAST comes ping-ponging towards him... let's see him stroboscopically here, the ghosted image of Hank letting us see him in multiple places at once as he zooms AT MAGNETO...

MAGNETO Get used to it.

MAGNETO Life is full of these little--

20.3

A MAGNETIC FIELD surrounds THE BEAST in a perfect sphere of energy; THE BEAST smashes inside of it. Inelegant, clumsy... like a linebacker colliding with a tackle dummy. MAGNETO turns at the waist to watch it happen.

MAGNETO ...disappointments.

20.4

ON CYCLOPS, powering up an OPTIC BLAST as NIGHTCRAWLER vanishes into a bamf cloud.

CYCLOPS Kurt.

NIGHTCRAWLER Jah.

SFX BAMF!

(CONT'D NEXT)

PAGE TWENTY CONTINUED:

20.5

MAGNETO blindly jabs his elbow backwards just as NIGHTCRAWLER teleports there... as if he knew where Kurt would be before Kurt did.

SFX BAMF!

MAGNETO Pathetic.

PAGE TWENTY-ONE - GREG LAND

21.1

NIGHTCRAWLER falls, unconscious as CYCLOPS, crouching, opens fire an optic blast.

SCOTT Suck it.

SFX VORT!!

21.2

MAGNETO raises a fist; a glowing MAGNETIC FIELD forms a barrier that causes the optic blast to disrupt and swirl harmlessly.

MAGNETO Child's play.

MAGNETO You call these tactics? You think yourself a leader?

21.3

CYCLOPS smiles, an eyebrow raised. He's got a trick up his sleeve.

CYCLOPS No.

CYCLOPS I think of myself as the distraction. Ororo?

21.4

MAGNETO turns over his shoulder where, behind him, STORM flies, gorgeous and godly, conjuring lightning and wind all about her...

STORM Tyrant. Your villainy will be held here.

21.5

A force-field sphere surrounds MAGNETO as LIGHTNING strikes it with terrific intensity, illuminating the scene in an unearthly blue-white.

SFX KRA-KOOOOM

(CONT'D NEXT)

PAGE TWENTY-ONE CONTINUED:

21.6

ON MAGNETO'S FACE, illuminated by the lightning's light. He's furious, sweating.

MAGNETO Parlor tricks. Predictable. Banal.

MAGENTO I've been slapping you around since you were prepubescent, Scott-- did
you really think I'd allow you to interfere with my plans?

PAGE TWENTY-TWO - TERRY DODSON

1—Angel soars over the tops of the SF skyline at night, and the Sentinel flies after him, blasting at him, barely missing, as Angel arcs wildly, looking intense.

ANGEL(telepathy): Uh, guys... Any plan yet?

ANGEL(telepathy): I don't think this things going to run out of fuel anytime soon.

SENTINEL: MUTANTS MUST DIE!

SFX: *FRAZZTT*

2—Down with Emma and Wolverine and Colossus, Emma is looking at the big Sentinel that fell into the building, stroking her chin, frowning intently.

EMMA(telepathy): Actually, Warren... I think I might have just figured something out.

3—More of Angel doing aerial acrobatic flying to avoid the Sentinel. We see the Bay Bridge stretching away from SF over the wide bay between the city and Oakland.

ANGEL(telepathy): You do what you need to do, Ems-- I'll lead the Sentinel out to the bay--

TELEPATHY(no pointer): Singlehandedly?

ANGEL (telepathy): I got it, Emma. Go.

PAGE TWENTY-THREE - TERRY DODSON

1—And Angel turns and heads out over the water, the Sentinel rocketing after him. Angel is starting to arc low, so he'll be not too far over the dark water of the bay.

ANGEL(telepathy): I think these things have done enough damage to our new home tonight...

EMMA(telepathy): Agreed. Be careful, Warren.

2—Back with Emma and Wolverine and Colossus, they're all running back toward the park and the museum around now, away from the fallen Sentinel that lies smoldering.

WOLVERINE: So... What're you thinkin', Emma?

EMMA: That we need to get back to Scott and the others – now.

3—Closer on them as they run, Emma glancing at Wolverine, frowning tightly.

EMMA: It isn't just that Magneto knew how to activate those monsters, Logan...

EMMA: But the fact that they didn't target him -- just us.

PAGE TWENTY-FOUR - GREG LAND

24.1

BIG PANEL: in a shot that recalls THE X-MEN #1, the TEAM makes an all-points rush at MAGNETO. CYCLOPS fires an optic blast, STORM fires lightning, NIGHTCRAWLER teleports towards him and THE BEAST leaps in from overhead. MAGNETO shields himself from their attack with a force field. FROM THE EARTH, power cables and phone lines rise up like snakes, sending dirt flying and lashing at the mutants as they make their attack. It's total chaos.

TITLE(old school style title box, running across the top of the page):

CHAPTER FOUR: THE FIX IS IN...!

MAGNETO Have you even thought this through?

MAGNETO Or, like always, did the children of Xavier's dream decide to attack first
and think later?

24.2

ON MAGNETO, smug. BEHIND HIM, rocketing TO CAMERA, fists extended is Sam Guthrie...
CANNONBALL.

MAGNETO Same Scott Summers as always-- focusing only on what's directly in
front of you, never able to think in multiple directions at the same time--

CANNONBALL Sorry I'm late, y'all--

24.3

CANNONBALL tackles MAGNETO at the waist from behind, rocket-propelling the master of magnetism forward helplessly. It's the perfect hit.

CANNONBALL Stopped by the Grand Canyon on my way in.

MAGNETO Oooph--

PAGE TWENTY-FIVE - GREG LAND

25.1

CANNONBALL and MAGNETO create a trench in the earth, their impact is so great. They cleave the dirt. SPARKS FLY from Magneto's uniform, shredding as he skids along.

25.2

ON SCOTT and CO. as EMMA and Wolverine and Colossus come rushing into frame.

EMMA Scott -- the Sentinels. Magneto isn't --

SCOTT I know.

SCOTT (OP) They didn't attack because he isn't a mutant. He didn't get his powers
back...

25.3

ON MAGNETO, on his knees, holding his hands out to either side. His COSTUME is shredded, revealing an elaborate undersuit of wires and cybernetics... sparks spit out of it here and there.

SCOTT (OP) ...He was faking.

MAGNETO (small) Dammit... dammit all to hell...

25.4

ON SCOTT and EMMA, the rest of the X-MEN forming a phalanx behind them. SCOTT points AT CAMERA dramatically.

SCOTT You're under arrest, old man.

SCOTT Powers or not, you've caused millions of dollars of damage here and
threatened thousands of lives.

SCOTT (telepathy) Where's Warren?

EMMA (telepathy) Said he had the last Sentinel under control.

PAGE TWENTY-SIX - TERRY DODSON AND GREG LAND

26.1 - TERRY DODSON

HALF PAGE PANEL: as the last SENTINEL wades into the bay, its back to camera. From its head down its neck and back, the thing is torn up and spewing sparks. Clearly, it's just wandering to its watery grave, no longer harmful to anyone. ANGEL flies AT CAMERA, fistfuls of wiring in each hand, snarling and furious.

EMMA (telepathy) Warren?

EMMA (telepathy) Warren?

26.2 - GREG LAND

THE X-MEN swarm around MAGNETO, playing offense. MAGNETO reaches up for his helmet, lifting it... we can see wires and such running from inside it into his collar and such. SCOTT warms up another OPTIC BLAST.

EMMA (telepathy) I can sense his mind but he's not responding.

SCOTT (telepathy) He's a big boy. He can take care of himself...

SCOTT Magneto! This is brazen even for you. What the hell were you hoping to accomplish?

MAGNETO You mean aside from destroying a tribute to our genocide?

26.3 - GREG LAND

THE HELMET is off-- The look on his face is rage: MAGNETO might be beaten but he's not backing down.

MAGNETO You play king of the mountain, boy. Boss around the dregs of a dying race and suckle on the teat of those that would see you driven before them.

MAGNETO I myself shall save mutantdom.

PAGE TWENTY-SEVEN - GREG LAND

27.1

MAGNETO whips the helmet at SCOTT, who instinctively catches it-- it's an act of frustration, desperation.

MAGNETO What makes you think you're qualified to be the vanguard of an entire endangered species?

MAGNETO You just played into my hands, and all I had to do was wait for you to go running off half-cocked.

MAGNETO Which you did, right on schedule.

27.2

SCOTT tosses it over his shoulder to COLOSSUS. MAGNETO hollers.

SCOTT You're a powerless has-been and you're now our prisoner.

SCOTT Explain to me how you have the upper hand here.

27.3

SMALL: MAGNETO yelling, pointing a finger to make his point.

MAGNETO I always have the upper hand, boy. And if you stand in my way--

27.4

ON THE ASSEMBLED X-MEN, trying to look strong and confident and defiant. They almost pull it off. Scott wonders if he's right, even though only Emma senses it. COLOSSUS crushes the helmet into a ball, effortlessly.

MAGNETO (OP) The X-Men will be the ones to exterminate the entire mutant race.

EMMA (telepathy) Don't buy it, my darling.

SCOTT (telepathy) I don't.

EMMA (telepathy) Don't listen to him-- you're--

(CONT'D NEXT)

PAGE TWENTY-SEVEN CONTINUED:

27.5

PULL BACK on the whole scene of decimation-- far in the distance the night sky is filled with a spewing torrent of GOLDEN LIGHT, as though a volcano had erupted somewhere in the city (which, in a way, it has). SCOTT and some of the others rush to the vanishing MAGNETO; some of the X-MEN turn to see the spew...

MAGNETO (fading) Stay out of my way, children...

MAGNETO (fading) I am not asking...

SCOTT No-- dammit, stop him--!

PAGE TWENTY EIGHT - TERRY DODSON

1—Wide thin panel, over the hill and the tall houses looking down on Golden Gate Park. The giant Celestial is just visible. The sky is radiating with golden light, that seems to be emanating from the Celestial in the park.

TELEPATHY(no pointer): What is it, Ororo?

2—Ororo flies through the sky, the bizarre lighting effect filling the air around her. She's thinking to Scott (thru Emma) and looking a bit worried, as she rushes toward the park.

TELEPATHY(no pointer): Can you see what's causing this?

ORORO(telepathy): Yes, Scott... I can... but...

3—Now we're closer on the dreaming Celestial and we see that the High Evolutionary is standing on a weird platform in the air, that's just hovering there. He's floating in front of the Celestial's eye and appears to be reaching thru the eye into the head, and the light is definitely coming from the Celestial, it's streaming out in ribbons that weave together in the sky. We can't see it, but there's someone on the platform near the High Evo, on the other side of him. A normal sized person -- *because I believe High Evo is like ten or twelve feet tall (check with Nick)*.

ORORO(telepathy/off): ...I believe we may be out of our depths with this one.

4—Cut to -- Cyclops is on a motorcycle, angling around a corner, with Emma behind him, holding on tight. Wolverine is trailing on another one that looks really high-tech and cool. They're racing through the city to the park, and people are running out of their way.

SCOTT: My god... The Celestial.

EMMA: Yes, and the High Evolutionary... I see it, too.

EMMA(telepathy): Ororo... is he trying to wake it?

5—Storm glides in toward the High Evo and the Celestial.

ORORO(telepathy): I suppose I'll have to ask him... If he'll even acknowledge my presence.

PAGE TWENTY NINE - TERRY DODSON

1—KINGO, the Japanese guy from page 1 is the person on the floating sci-fi platform with the High Evolutionary. He looks out into the night sky. (Nick, Matt – Should he be in Eternal garb here?) The High Evolutionary is pulling something shimmering and un-see-able out of the Celestial.

KINGO: Your time grows short, explorer.

HIGH EVO: Hmm... yes. So it does.

HIGH EVO: So.

2—High Evo glances down at Kingo, as the shimmering shiny thing in his hand continues to glow and be impossible to see. And now the sky is NORMAL again.

HIGH EVO: You, of course, will remember none of this, Kingo Sunen...

HIGH EVO: Continue to sleep your eternal life away.

3—Then the platform, the High Evo, and Kingo all shimmer and disappear, fading out.

4—Ororo is coasting to a landing at the feet of the Celestial. Kingo, apparently back to his normal human self, is standing there, looking confused.

ORORO(telepathy): He's gone, Scott... Vanished just as Magneto did. The celestial is the same as always.

KINGO: What...? What does this mean?

KINGO: Why has the sleeping giant summoned Kingo Sunen again?

5—He looks at Ororo, who is staring up at the Celestial.

KINGO: You there – magnificent flying woman!

KINGO: What does this mean?

ORORO: Actually, sir...

6—On the Celestial with the night sky and the stars beyond it.

ORORO(off): ...I have no idea.

PAGE THIRTY - TERRY DODSON

1—And now we see High Evolutionary in some kind of sophisticated lab. He's putting the shimmering object into some kind of containment unit that glitters with energy. He's just a scientist, no emotion, ever.

OFF: Is it done? Did you find what you sought?

HIGH EVO: Yes... I have the piece. Although I caution you to find patience.

2—He turns now, and we see Magneto, now simply wearing a long cloak over some kind of one-piece spandex thing that looks like it's comfortable and warm, like a skin-tight space-suit. The skinny Blob from page 1 is here, too, wearing a body-stocking/space-suit outfit, just being Magneto's flunky.

HIGH EVO: What we seek will come neither quickly nor easily.

MAGNETO: I know. I know that.

HIGH EVO: And did the costume I built duplicate your lost abilities to satisfaction?

3—Closer on Magneto, as he stands before the windows of this lab, which look out into the night sky and the stars. This is something the High Evo built, so make it look weird and science-y with steam-run airlocks and HR Giger Alien-style design. Magneto scowls, deeply disgusted with himself.

MAGNETO: It did... But I despise myself right now...

MAGNETO: Using those damned Sentinels... I feel like a collaborator.

4—The High Evo stands behind and I guess over him, looking down, no expression.

HIGH EVO: Do not let yourself feel thus. Think of the greater goal we work towards, Erik ...

5—Full tier. And now we realize they aren't even on Earth. They're in some crazy huge High Evolutionary space ship, and they're orbiting Earth, which we see far below.

FROM SHIP: ...A goal far more important than history.

PAGE THIRTY-ONE - GREG LAND

31.1

WIDE PANEL: ANGLE UP on the tip-top of the WORTHINGTON INTERNATIONAL TOWER, on the crown above the observation deck. There at the edge we see CYCLOPS and ANGEL. The former looking out over the city; the latter looking out, sorta over the view. It's just after sunrise; the sun has burned off the fog and it's a remarkably blue-skied day, especially for San Francisco.

TITLE(old school style title box, running across the top of the page):

EPILOGUE ONE: VOX POPULI

CYCLOPS: That's quite a view, Warren...

LOCATION CAPS: The Next Day

31.2

ON THE TWO OF THEM NOW, old friends about to embark on this remarkable and insane journey together. The sunrise they stare into makes them both look like movie stars. We see EMMA approaching from behind.

ANGEL For the money I paid for the place, it had better be.

CYCLOPS I'll bet.

31.3

FIXED POV: EMMA stands behind CYCLOPS, sort of hugging on him from behind. HANK joins them now, squinting and taking his glasses off.

CYCLOPS Hey, babe.

EMMA Are you ready, Scott?

CYCLOPS Yeah.

CYCLOPS Finally. Yeah.

(CONT'D NEXT)

PAGE THIRTY-ONE CONTINUED:

31.4

FIXED POV: A BAMF CLOUD announces the arrival of NIGHTCRAWLER to the X-GANG.

SFX	Bamf
NIGHTCRAWLER	Did I miss it?
BEAST	I suspect there'll be <u>no way</u> to miss a <u>psychic broadcast</u> of this magnitude.

31.5

PUSH IN just a little bit, favoring SCOTT AND EMMA as EMMA reaches around either side of SCOTT'S HEAD and puts her fingers on his temples. SOMETHING HAPPENS with SCOTT'S EYES-- they start glowing as EMMA'S PSYCHIC MOJO flows through him. It's not just his optic blast aura-- this is something else.

CYCLOPS	You're <u>right</u> , Hank. Emma? I'm ready.
EMMA	Good... now breathe deep... I'm <u>farcasting</u> your thoughts now to <u>every mutant</u> we have on file.
EMMA	The entire mutant world can hear you now, my love...

PAGES THIRTY-TWO AND THIRTY-THREE - GREG LAND

32/33.1

HUGE PANEL! A DOUBLE PAGE FULL BLEED SPREAD that spans the gutter all the way across and runs about 2/3s of the way down the page, allowing for one long panel on each page beneath it.

This is a shot of SAN FRANCISCO from above the WORTHINGTON INTERNATIONAL TOWER (the TransAmerica tower is, I think, the point of reference) in all of its glory. In the sunlight, it looks like a slice of heaven.

The X-MEN stand on the highest building around, a cluster of royalty.

CYCLOPS (PSYCHIC BURST) Hear me... my X-Men.

32/33.2

WIDE PANEL with BLEED: On the X-MEN. CYCLOPS is clearly in the leadership role now, and it fits him like a glove. EMMA could not be more proud; his teammates, not more eager to stand with him.

CYCLOPS This message is reaching every known mutant in the world.

CYCLOPS Good, bad, friend, foe... Whoever you are. Wherever you are.

CYCLOPS We want every mutant left to know this: The X-Men are very much alive.

32/33.3

PUSH IN on SCOTT, as EMMA grins over his shoulder. His eyes are still alight.

CYCLOPS And San Francisco is now a mutant sanctuary.

CYCLOPS Any of you -- and your families or loved ones-- are invited to join us
here...

CYCLOPS And know safety and protection our kind has never known.

PAGE THIRTY FOUR - TERRY DODSON

1—Afternoon in San Francisco. Logan walks along the street talking on an X-phone. The X-Men's own hyper-sophisticated cell-phones. He's dressed in normal street clothes, and is looking at the buildings he walks by, looking for an address. He's in Noe Valley, on the main strip.

TITLE(old school style title box, running across the top of the page):

EPILOGUE TWO: EXIT THE ARTIST

LOGAN: Yeah, 'course I heard it. You did good, Slim... Okay.

LOGAN: I'll let ya' know in a few what this Gee dude has to say for himself...

2—He heads up a small stairway. And at the top we see a door that reads: **GUY DeMONDUE, Artist at Large** on the glass part of the door. Logan looks back over his shoulder as he ascends the stairs, suspicion in his eyes. Something isn't right. He smells death.

3—He pushes open that door, looking in. He knows something isn't right, his eyes are tight.

4—Over his shoulder, we see Guy lying on his desk. His body is front-down on the desk, but his head has been turned all the way around, though, so it's looking at us.

LOGAN(small): Damn.

5—Closer on Guy, lying there, eyes open, neck broken, head twisted the wrong way. His face looks full of empty fear and pain.

6—Logan stands near the desk, talking on his X-phone again, frowning.

LOGAN: Hey, bad news. We ain't gonna be findin' out where him and Magneto got those Sentinels from...

LOGAN: Not anytime soon, at least.

PAGE THIRTY-FIVE GREG LAND

35.1

ANGLE ON A NIGHTCLUB, at night. A stream of PEOPLE wait to get in, all dressed like nightclub people. There's a guy with a CLIPBOARD behind a velvet rope at the door; a man in an all white suit and kind of Panama Jack fedora stands before him, his back to us.

The club is called CHROMOSOME.

TITLE(old school style title box, running across the top of the page):

EPILOGUE THREE: ENTER THE PIXIE

CAP Two weeks later:

MAN IN WHITE I'm on the list.

DOORMAN I don't see you on the list.

MAN IN WHITE Look closer...

35.2

ON THE DOORMAN staring at his clipboard as the MAN IN WHITE reaches around to point to the list, his hand making contact with the DOORMAN. The MAN IN WHITE lowers his head so the brim of his hat shades his face in darkness momentarily. Where they connect, there is a SPARK.

MAN IN WHITE There. See? Simon Trask.

35.3

INSERT ON THE POINT OF CONTACT between their hands. We can see a strange sort of CIRCUITRY spreading from the MAN IN WHITE to the DOORMAN.

DOORMAN ...

DOORMAN Yeah... yeah, there you are...

(CONT'D NEXT)

PAGE THRITY-FIVE CONTINUED:

35.4

ON THE MAN IN WHITE, raising his head. It's SIMON, the weird guy from PAGES TWO AND THREE. His eyes glow; he smiles like a shark.

MAN IN WHITE Yes, there we are... Hiding in plain sight.

35.5

As SIMON enters, from inside the club, two kids squeeze out. ONE is PIXIE; the other is a chubby CLUB KID.

It's close to sunrise.

PIXIE Oh my god that was only the greatest! Show! Ever!

CLUB KID Oh my god I know!

CLUB KID I love Dazzler. Love. Her.

PAGE THIRTY-SIX - GREG LAND

36.1

ON PIXIE and her CLUB KID pal walking down the street together, wholly oblivious and uncaring that it kinda looks like they live in Sarajevo. PIXIE wears a t-shirt that reads TEAM BUILDING EXERCISE '99 and she holds her arms out, bent at the elbow, popping; CLUB KID wears a DAZZLER! shirt, the word written as the logo from the old DAZZLER graphic novel.

PIXIE Oh my God I know. I love her so much.

PIXIE I was all like-- pop-- and freak-- pop pop and freak--

CLUB KID You totally were, oh my god. Seriously, I've like been tweeting and texting so much tonight my thumbs hurt.

36.2

PIXIE and the CLUB KID walk past a beat up and nasty white van; they're clearly still reveling the post-show awesomeness.

PIXIE I just can't believe Ally Blair is back--

CLUB KID I know--

PIXIE And she's still so good--

CLUB KID I know--

PIXIE I swear...

36.3

PUSH IN ON THE VAN; the driver's side window rolls down a little bit. We can see the skinhead DRIVER, inside, glaring in PIXIE'S direction...

PIXIE (OP) ...Coming to San Francisco was the smartest thing I've ever done.

DRIVER (small) Well willya lookit that...

(CONT'D NEXT)

PAGE THIRTY-SIX CONTINUED:

36.4

THROUGH THE FRONT WINDSHIELD on the DRIVER and ANOTHER SKINHEAD that sits with him in the passenger seat. They're almost snarling AT CAMERA.

The DRIVER is Manuel Alfonso Rodrigo de la Rocha, aka EMPATH. He's one of the original HELLIONS and he's not been seen in a long, long time. He's got his head shaved, so there's just stubble up top. There's no reason, until the end of the page, that we should recognize who he is and, even then, only old school hardcore fans will get it.

EMPATH Damn freak with wings just walkin' down the damn street like she ain't nothin'.

PASSENGER An' of course the queers eat it right up.

PAGE THIRTY-SEVEN- GREG LAND

37.1

FROM THE BACK OF THE VAN as the EMPATH and the PASSENGER turn back to the cargo bay and address CAMERA.

EMPATH Alright boys, listen up: you do this like we drilled this, yeah?

EMPATH I know everybody's fired up to smash some skulls and save the human
race...

37.2

THEIR POV: the bay of the van has SIX SKINHEADS in it, each one sorta piled on the next, sitting, crouching, half-standing. We notice they all have these bulky sort of wristbands on, like giant watches from the future-- it clashes with the rest of their street-punk outfits. They're all clutching bats, chains, and everything else you drew in the opening of 501, Greg...

EMPATH (OP) ...But don't let that fire cloud up your minds.

EMPATH (OP) We're pros now-- so act like it. That mutie won't think twice before
gutting you if you give it half a chance.

37.3

SPLASH PAGE: from out of the back of the van, the SKINHEADS spill, ready for intense violence. They've got their street-fighting weapons at the ready; the little thingies on their wrists are all glowing; they're all wearing the legendary HELLFIRE CLUB MASKS. Big shocking moment here-- they're not just dumb kids. They're something serious, and PIXIE is in great danger.

EMPATH So let's get out there and win one for human-kind and let these muties
know...

EMPATH The Hellfire Cult owns these streets.

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