

Episode # 11

TRANSFORMERS

"The Ultimate Doom"
(PART ONE - "Brainwash")
(MP 700-08)

FINAL
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ACT I

FADE IN:

ESTABLISHING SHOT - EXT. MAHARAJAH'S PALACE - HIGH NOON

Its Taj-Mahal-like roof rises above the dense jungle foliage of an island, surrounded by a calm sparkling bay.

NARRATOR (VO)

~~India, on an island bounded by a~~
~~calm bay.~~

OFF THE MALABAR COAST OF

CAMERA PUSHES IN on the palace and the water around it.

NARRATOR (CONT-VO)

... A ~~palace~~ Maharajah has converted
his palace into a solar ~~power~~ station...

POWER

ANGLE ON SOLAR REFLECTORS

covering the surface of the water -- sun rays bouncing off a giant sheet of foil solar cells (tiny angled pockets of compressed air).

NARRATOR (CONT-VO)

~~so that he could share the~~
~~sun's gift with his people.~~

AS A GIFT TO HIS PEOPLE,

CAMERA PANS TO solar power receptors (long narrow panels) around the circular top of the palace.

CUT TO:

INT. PALACE - THE MAHARAJAH

a brown-skinned man in a turban and robes, oversees his operation from a raised platform above the control room -- the ancient architecture contrasted by all the high-tech computers, solar energy storage tanks, and the pipes that feed them from the receptors above.

ANGLE - A GIANT VIDEO SCREEN

It displays: "Energy collection rate: 300 ~~units~~ ^{UNITS} per second."

MAHARAJAH (VO)

(reading)

~~Energy collection rate: 300~~

ARE PRODUCING 300 UNITS OF ENERGY ~~PER SECOND~~ ^{Collectors} THE SOLAR ~~RECEPTORS~~ PER SECOND, EXCELLENT!

But suddenly drops to: "4 ~~units~~ ^{UNITS} per second."

ANGLE - THE MAHARAJAH

reacts with concern, TAPPING THE INDICATORS, FROWNING,

MAHARAJAH (CONT)

~~The ceiling? It suddenly~~ WHAT CAN BE HAPPENING?
~~thundering!~~

CUT TO:

EXT. PALACE - DAY

ANGLE - THE SUN

as THUNDERCRACKER, STARSCREAM, and SKYWARP, in fighter-plane mode, soar into shot, blocking out the sun. (SFX: REVERBERATING AIRPLANES)

ANOTHER ANGLE

as they land outside the palace, amidst trees and vines, and transform to robots.

SKYWARP
(sarcastically)

MAHARAJAH'S HOLDING AN

~~I've always wanted~~ "open house!"

I HEAR THE

As if to accent his last word he fires a missile o.s.

INT. PALACE - INNER WALL

obliterated by the missile (SFX: MASSIVE EXPLOSION). The Decepticons appear in the opening.

ON THE MAHARAJAH

reacting in horror.

MAHARAJAH
(cry of terror)

WIPE TO:

EXT. JUNGLE - DAY - WIDE ANGLE

The palace can be seen on the other side of the bay. OPTIMUS PRIME, in his cab trans-form, leads the way off the land and onto the water -- JAZZZ, SUNSTREAK, WHEELJACK, and PROWL (also in auto modes) follow.

OPTIMUS PRIME (VO)
Autobots -- activate
hydrofoils!

CLOSE ON OPTIMUS PRIME'S WHEELS

to see hydrofoil propeller attachments on his tires chopping up the water (SFX: RAPID WATER SPLASHING).

ANOTHER ANGLE

to see all the Autobots with the same device on their wheels, gliding over the water toward the palace.

JAZZZ (VO)

Thanks for the ~~motorboat~~ CRAZY WATER-SKIS, Wheeljack. I always wanted to PLAY ~~motorboat~~

SUNSTREAKER (VO)

~~I hope these things~~ LIKE TO I'D ~~have~~ HAVE THEM PAINTED TO MATCH MY BASE COAT. — THEY CLASH.

ANGLE - FROM BEHIND THE AUTOBOTS

as they approach the island and the palace.

OPTIMUS PRIME (VO)

~~the just worry about~~ REDECORATE LATER, OUR PRIMARY CONCERN IS THE DECEPTIONS, ~~WITH JACK TWO~~ THERE ARE DECEPTIONS AROUND HERE?

PROWL (V.O.)

ONLY ONE WAY TO FIND OUT. ITS CALLED LOOKING.

~~that emergency~~ CAN CAME FROM — LET'S HAVE A LOOK AROUND.

INT. PALACE - MAHARAJAH

desperately flipping switches on a power board.

CUT TO:

MAHARAJAH

I've got ~~to~~ TO RESTORE POWER....

Skywarp's fist ENTERS SHOT punching the power board to bits. (SFX: CRASH!)

WIDER ANGLE

as Skywarp lifts up the Maharajah.

MAHARAJAH
(panicked scream)

SKYWARP
(menacing laughter)

He turns toward his comrades.

SKYWARP (CONT)

Anyone for a game of "catch?!"

SHOOTING OVER SKYWARP'S SHOULDER

to show Thundercracker and Starscream...

STARSCREAM

~~What's not what we have for~~ WE'RE NOT HERE TO
FROLIC, Skywarp! GET RID OF HIM!

WIDE ON SKYWARP

SKYWARP

Spoilsport!

He holds the helpless human high above his head, and tosses the Maharajah through the air -- CAMERA FOLLOWS MAHARAJAH as he is flung through the massive hole in the wall:

ANOTHER ANGLE ON HOLE

Optimus Prime -- on the other side of the hole -- catches the Maharajah and puts him safely on the ground. The Optimus Prime draws his laser weapon.

SKYWARP (VO-CONT)

(stunned)

Optimus Prime!

EXT. - WIDER SHOT

as the other Autobots pull up behind Optimus Prime and transform to robot modes.

OPTIMUS PRIME

~~We must begin to play again~~ AUTOBOTS TRANSFORM!
FOR ACTION!

THE CAMERA PULLS BACK until we see the same shot on the screen of a monitor in Decepticon Headquarters. MEGATRON is watching.

MEGATRON (VO)

~~Maybe Thundercracker has a game for me~~
~~playing a game with you~~ YOU'LL GET MORE
ACTION THAN YOU
BARGAINED FOR, OPTIMUS
PRIME.

TWO SHOT - MEGATRON AND DOCTOR ARKEVILLE

Doctor Arkeville is a sinister human wearing a steel implanted skullcap -- as if he just escaped from the electric chair -- and has an electronically operated metal hand and arm, and madness in his hollow eyes.

DOCTOR ARKEVILLE

~~What about my test subject?~~
~~I need my first subject~~ YOU PROMISED ME A GUINEA
PIG, MEGATRON. I NEED ONE
FOR MY EXPERIMENT.

MEGATRON

Patience, Doctor

Arkeville... ~~this is only phase~~ OPERATION GUINEA
~~operation plan~~ PIG IS PROCEEDING ACCORDING
 TO SCHEDULE....

ON MONITOR

Megatron flips a switch -- the monitor cuts from The Maharajah's palace to Soundwave, standing outside Autobot headquarters.

MEGATRON (CONT)

~~Soundwave~~ Soundwave..... ACKNOWLEDGE!

SOUNDWAVE (VO)

~~YOU MAY~~ Proceed, ~~with this mission~~ MEGATRON

MEGATRON

~~THE AUTOBOTS HAVE BEEN~~ THE AUTOBOTS HAVE BEEN
~~SUCCESSFULLY DIVERTED....~~ SUCCESSFULLY DIVERTED....
 Begin → ~~PROCEED WITH PHASE TWO OF THE OPERATION~~ PROCEED WITH PHASE TWO OF THE OPERATION
~~OPERATION~~

EXT. AUTOBOT HEADQUARTERS - DAY - SOUNDWAVE

standing just outside the volcano, signs off with Megatron.

SOUNDWAVE

~~confirming~~ Affirmative!

He pushes his eject button to open his cassette compartment.

SOUNDWAVE (CONT)

Rumble, transform!

Out pops a cassette that transforms into Rumble. CAMERA FOLLOWS Rumble to an opening at the base of the volcano.

INT. VOLCANO OPENING

Rumble enters, and slams his jackhammer fists to the ground. (SFX: LOW FREQUENCY SOUND WAVES).

INT. AUTOBOT HEADQUARTERS - MAIN CONTROL ROOM

Just a few Autobots, along with Sparkplug and Spike perform normal maintenance to themselves and to Teletraan I.

ANGLE - RATCHET

replacing burned-out transistors through an open panel on Teletraan-I.

RATCHET

~~HOW DARE YOU TRANSMIT~~ HOW DARE YOU TRANSMIT
~~THE NEXT TIME YOU TALK~~ THE NEXT TIME YOU TALK
~~UP WITH THOSE ALIEN COMPUTERS~~ UP WITH THOSE ALIEN COMPUTERS
~~TELETRAAN-I, YOU'VE SINGED~~ TELETRAAN-I, YOU'VE SINGED
~~YOUR COUNTRY~~ YOUR COUNTRY

RATZMET

INSULATE YOUR TRANSISTORS THE NEXT
TIME YOU TIE-IN TO A ROCK ~~STATION~~ STATION
COMPUTER, TELETAAAN - I. ~~YOUR~~ YOUR
~~A - BIG~~ CIRCUITS ARE FRIED.

Peeved, Teletraan's insides flash lights on and off.

RATCHET

But ~~Don't worry - you'll be fine-tuned soon.~~
 ANGLE - SPARKPLUG AND IRONHIDE

Ironhide is lying down on a table, while Sparkplug lubricates the head of the big robot.

IRONHIDE

(in pain)

Ahhh! ~~IT, the oil, WATCH THE LUBE JOB,~~
 Sparkplug!

SPARKPLUG

WHAT'S WRONG - IS THE OIL TOO HOT?

IRONHIDE

~~Missiles and bombs may not fare this old bod, but lube-jobs give me a headache...!~~

*NO - TOO SWEET!
 YUUCH!*

Suddenly, CAMERA SHAKES VIOLENTLY -- as does everything in the room (SFX: EARTH TREMOR).

IRONHIDE (CONT)

What the---?

CUT TO:

EXT. VOLCANO - DAY

as Soundwave, pushes his eject button.

SOUNDWAVE

Ravage, transform...

Out pops a mini-cassette that transforms into the treacherous jaguar. CAMERA follows him as he moves around the volcano out of sight.

ANGLE ON HQ ENTRANCE

Sideswipe, Huffer, Ironhide, and Bumblebee come out of the opening to their Headquarters.

SIDESWIPE

What's ~~SHAKING?~~

ANGLE - IRONHIDE

He bends down to lay one of his sensor arms to the vibrating ground. (SFX: SONAR RADAR).

CLOSE - IRONHIDE'S CHEST SCREEN

a jagged and pulsating line points to the left.

IRONHIDE (VO)

The center of the disturbance is over there

~~A DISTURBANCE IN THE FORCE FIELD OVER THAT WAY!~~
ANGLE - THE TOP OF THE CAVELIKE PASSAGEWAY

Rumble hangs from the ceiling, slamming his fists up. CAMERA SHAKES! (SFX: MORE EARTH TREMORS)

ANGLE - BUMBLEBEE

as he spots something o.s.

BUMBLEBEE

It's Rumble!

ON SOUNDWAVE

He pushes his eject button again.

SOUNDWAVE

Laserbeak, transform...

Out pops a mini-cassette that transforms into the vicious condor. CAMRA PANS with Laserbeak, as he flies up toward the volcanic cone.

LASERBEAK

(condor shrieks)

INT. OF VOLCANO - SPIKE AND SPARKPLUG

at the entrance to the headquarters, looking out, as CAMERA SHAKES violently...

SPIKE

Ironhide! Bumblebee! What's going on?

EXT. - ON SIDESWIPE

pointing his gun at Rumble o.s.

SIDESWIPE

Nothing a little flare-fire *CAN'T CLEAR UP!*

ANGLE - RAVAGE

as he slips silently into view from behind the volcano. He moves stealthily through the shadows, he leaps out, his teeth grabbing the gun butt in Sideswipe's hand.

~~SIDEWIPE~~, SPIKE (VO)
~~Look out~~ SIDESWIPE!

Sideswipe reacts and a tug-of-war ensues.

UPSHOT - INT. OF VOLCANO

A hole of blue sky at the mouth of the volcano. A moving spec gets larger and closer as it descends until it is clearly Laserbeak -- and he fills the shot.

LASERBEAK
(condor shrieks)

ANGLE - RAVAGE AND SIDESWIPE

as Sideswipe smacks the jaguar with a broadside blow from his arm, sending Ravage staggering back. Sideswipe points his weapon at him.

INT. OF VOLCANO - AT ENTRANCE - ON SPIKE AND SPARKPLUG

cheering their heroes on:

SPIKE
Way to go, Sideswipe!

SPARKPLUG
~~SIDEWIPE~~ CLOBBER THAT DECEPTI-
KITTY!

Sparkplug raises a congratulatory fist. (SFX: TELETRAAN'S PIERCING ALARM) Before they can respond to the alarm...

LASERBEAK (VO)
(condor shrieks)

...Laserbeak INVADES SHOT swooping down and snatching Sparkplug by his upraised arm.

ANGLE - ENTRANCE - AUTOBOTS

reacting to alarm, quickly turn from Ravage and Rumble toward Laserbeak and sparkplug inside

ANGLE - LASERBEAK AND SPARKPLUG

as Sparkplug struggles desperately with the condor, who lifts him into the air.

SPARKPLUG
Lemme go! HELP!

Spike leaps up INTO SHOT and grabs his father's leg, pulling him down, but Laserbeak swoops back down and grabs him again.

WIDE ANGEL

as Bumblebee and Sideswipe hurry toward the condor and their human friend reaching out, almost grabbing Laserbeak. But another Quake (SFX: EARTH TREMOR) -- CAMERA SHAKES -- knocks them off balance and Laserbeak soars up and out of shot.

LASERBEAK (VO)
(triumphant condor
shreiks)

UPSHOT - VOLCANIC CONE

as Laserbeak and Sparkplug fly up to the top and then vanish.

ON SPIKE

looking up in dismay.

SPIKE
(shocked)

~~Redeemed~~ CAPTURED MY ~~THE~~ DAD!
THE DECEPTICONS

WIPE TO:

INT. MAHARAJAH'S PALACE - DAY

The palace now a mere shell of its former structure -- the top barely supported by what remains of the walls. Smoke and dust fill the air, a fire rages from one of the solar fuel tanks.

SUNSTREAKER AND PROWL

move quickly from behind shattered statues and computer hardware, exchanging fire (missiles and acid pellets) with Starscream's cluster bombs. (SFX: MISSILE FIRE, PELLET FIRE)

ANGLE SKYWARP

from on top of what had been the Maharajah's platform, he sprays machine gun-like laser fire. (SFX: ELECTRONIC LASER)

CLOSER ON SKYWARP'S COMMUNICATOR

But suddenly, Skywarp receives a message:

MEGATRON (VO)
Decepticons! ~~Redeemed~~ OPERATION GUINEA PIG
~~Redeemed~~ COMPLETE! ~~Redeemed~~
RETURN TO BASE!

WIDER

Skywarp halts his fire, transforms. CAMERA FOLLOWS him as he flies past Thundercracker and Starscream, who transforms -- and races ahead to take the lead...

STARSCREAM

DECEPTICONS - Follow me!

EXT. - ON PALACE

(SFX: JET BOOMS) as all three fighter planes ascend up through the missing walls of the palace and disappear over the tops of jungle trees.

ON OPTIMUS PRIME

as he looks around.

OPTIMUS PRIME

(puzzled)
They've ~~been~~ **PULLED OUT!**

WIDER ANGLE

to include Jazzz, equally confused:

JAZZZ

~~Without~~ **ANY ENERGON**
cubes!

OPTIMUS PRIME

~~Something's not right~~ **THAT DOES NOT SATISFY**
MY LOGIC CIRCUITS.....

The windows in Optimus Prime's chest start flashing red light (SFX: TELETRAAN'S PIERCING ALARM). Wheeljack and Prowl run into scene.

WHEELJACK

Prime!

~~They're~~ **THE DECEPTICONS HIT AUTOBOT**
CRATER MOUNTAIN! HEADQUARTERS!

PROWL

~~They're~~ **WE WERE SET UP!**

OPTIMUS PRIME

Autobots, transform and roll
back to Headquarters **AT ONCE!**

They transform and speed o.s.

WIPE TO:

ESTABLISHING SHOT - EXT. DECEPTICON HEADQUARTERS - UNDERWATER

lots of aquatic plantlife and fish moving in and out of shot. The Decepticon ship, a massive sunken craft with surprising luster and a vast array of communication devices on top -- including a periscopic scanner.

MEGATRON (VO)
 Your ~~GUINEA PIG HAS~~
 ARRIVED, Doctor Arkeville.

CUT TO:

INT. DECEPTICON HEADQUARTERS - DOCTOR ARKEVILLE

smiling malevolently and rubbing his metal and flesh hands together.

DR. ARKEVILLE
 Excellent!

ANOTHER ANGLE IN CONTROL CENTER

as an elevator-like chamber lowers in the middle of the massive control center, carrying Laserbeak, still clutching Sparkplug, inside.

SPARKPLUG
 Let me go, YOU ~~BAKELITE-BEAKED BUZZARD!~~

ANGLE - MEGATRON

as he reaches out his giant foot to shove a human-sized chair toward the condor and the human.

MEGATRON
~~LASERBEAK, WHERE ARE~~
~~YOUR MANNERS?~~
 OUR GUEST NEEDS A SEAT!

CLOSE ON THE CHAIR

it is laden with steel-belted straps. Laserbeak enters shot dumping Sparkplug in the chair. Sparkplug is still struggling.

SPARKPLUG
~~"GUEST"~~ HUH ---
 PRISONER'S MORE LIKE IT!

ANOTHER ANGLE

as another elevator emerges from the ceiling, holding Thundercracker, Starscream, and Skywarp -- Skywarp and Starscream in the midst of a heated argument:

SKYWARP
~~I SAY MEGATRON'S PLAN~~
 WAS BRILLIANT!
 STARScream
 was a waste of energy!
 SKYWARP
 YOUR MOUTH IS A
 BIGGER ENERGY WASTER!

ind I
 I SAY, THE
 DIVERSIONARY ATTACK
 ON THE SOLAR PLANT

Starscream shoves Skywarp, Skywarp punches back, sparks fly.

MEGATRON (VO)
Silence! **CONTROL YOURSELVES!**

Megatron moves INTO SCENE

ANGLE - SPARKPLUG

Seeing an opportunity, he leaps from the chair (which is still unstrapped) and runs o.s.

ON CONTROL PANEL

He grabs a lever on the panel and pulls down with all his might, and looks around for a door somewhere to open. Doctor Arkeville's metal hand enters shot, grabbing Sparkplug from the back and jerks him o.s.

SPARKPLUG
One of these **MIGHT OPEN**
a door **OUT OF HERE!**

DR. ARKEVILLE
 DON'T GO YET....

ANGLE - THE CHAIR

Doctor Arkeville's electronic arm straps Sparkplug into the chair with lightning speed.

CLOSE ON ARKEVILLE

as he pushes a button on his steel arm causing a small section to spring open, and removes a micro-computer chip.

DR. ARKEVILLE (CONT)
I have **SOMETHING WHICH WILL INTEREST YOU....**
CLOSE ON CHIP

its complex gold and silver circuitry is like a city map, the sides of the chip lined with frayed feeds, like microscopic barbed-wire.

MEGATRON (VO)
 IT HAD BETTER FUNCTION,
 DOCTOR OR YOU MAY CEASE
FUNCTIONING TOGETHER!

ANGLE - ARKEVILLE

gazing proudly at his invention.

DR. ARKEVILLE
I have worked too **DILIGENTLY**
to fail now **MEGATRON - WATCH!**

Arkeville leans over Sparkplug -- whose eyes widen in terror.

SPARKPLUG

~~WHATEVER YOU'RE DOING,~~
~~THE AUTOBOTS WILL STOP YOU.---~~

Arkeville puts the micro-computer chip behind Sparkplug's ear, affixing it with a soldering iron on his electronic hand.

SILENCE MEGATRON (VO)

~~miserable~~ FLESH CREATURE --
~~YOU ARE TO BE THE~~
~~FLIST OF A NEW BREED -----~~
~~A BREED OF SLAVES!~~ WIPE TO:

EXT. AUTOBOT HEADQUARTERS - DAY - ANGLE BUMBLEBEE

in robot transform, his arm around Spike -- whose face shows utter devastation.

BUMBLEBEE

Cheer up, Spike. We'll get SPARKPLUG BACK SAFE,
~~NO MATTER WHAT IT TAKES.~~

(turns to Wheeljack)

~~Got any ideas?~~ WHEELJACK

Inventions, Wheeljack.

ANGLE - WHEELJACK

fusing a jet-pack with a metallic fin -- he holds up his invention.

WHEELJACK

~~MAYBE - BUT~~
~~WE'LL NEED A PLAN,~~

ANGLE - PROWL

studying a map that Hound's hologram gun flashes against the side of the volcano. The map is three-dimensional and indicates an "X" for Decepticon HQ and dotted lines for the oceanic surface and the coastline.

PROWL

I've got the plan ~~IF ALL OF YOU~~
~~HAVE THE~~ CAST IRON MANIFOLDS FOR IT!

WIDE ANGLE

as Prime gives the command to:

WE DO!

OPTIMUS PRIME

Transform and roll out!

He transforms and rolls o.s. as we...

WIPE TO:

INT. DECEPTICON HEADQUARTERS - COMMUNICATIONS SCREEN

filled by Shockwave on Cybertron (the transmission is weak and the picture on the screen is fuzzy).

SHOCKWAVE

~~Everything is in~~ **EVERYTHING IS IN**
~~READINESS FOR THE SPACE BRIDGE EXPANSION~~

ANGLE - MEGATRON AND THE SCREEN

→ MEGATRON

MEGATRON

~~Are you sure the~~ **ARE YOU SURE THE** ^{NEW SPACE} **BRIDGE WILL**
BE LARGE ENOUGH TO TRANSPORT ITS SPECIAL... "CARGO?"

SHOCKWAVE (VO)

~~Shockwave will be~~ **AFFIRMATIVE. BUT**
~~approximately on~~
~~earthly.~~

CLOSE ON MONITOR

SHOCKWAVE (CONT)

~~We will be enlarging the~~ **ENLARGING THE** ~~bridge~~
~~and delivering the~~ **AND DELIVERING THE....**
~~"CARGO" will use up all~~ **"CARGO" WILL USE UP ALL**
OUR REMAINING ENERGON CUBES.

ON MEGATRON

He turns away from the monitor and sees something o.s...

MEGATRON

~~Transmission~~ **We will worry about that**
~~Shockwave. I'll be in touch~~ **Later!**

...and he flips a switch to end the communication. The camera pans quickly to the door, where Dr. Arkeville listens in.

EAVESDROPPING, Doctor? **MEGATRON (VO)**
~~What was that all about? You~~
~~promised the Earth would be~~
~~mine when you were finished~~
~~with it.~~

Megatron moves through scene, out the door. Arkeville follows.

DR. ARKEVILLE

~~What was that all about? You~~
~~promised the Earth would be~~
~~mine when you were finished~~
~~with it.~~

WHAT'S THIS ABOUT A SPACE
BRIDGE AND SPECIAL CARGO?

MEGATRON**THAT'S NOT YOUR AFFAIR!**

MEGATRON (VO)

~~I will keep my promise,~~
~~Arkeville!~~

THE EARTH ~~shall be yours~~
SHALL BE YOURS WHEN WE
ARE THROUGH WITH IT, THAT'S
ALL YOU NEED TO KNOW!

INT. OF CONTROL ROOM - ON SPARKPLUG

He is still strapped in the chair, looking glum, but not defeated. Megatron moves INTO SCENE with Dr. Arkeville...

MEGATRON

Now give me a demonstration!

Dr. Arkeville moves closer to Sparkplug...

CLOSE ON SPARKPLUG'S NECK

The chip is now attached to Sparkplug's neck behind his left ear.
Arkeville's hand ENTERS SHOT to point at it.

MY HYPNO-CHIP DR. ARKEVILLE

HAS THE POWER
TO OVERRIDE THE~~RESISTANCE OF THE~~ WILL OF THE INDIVIDUAL----

ON CONTROL PANEL

Arkeville moves INTO SCENE and sits behind the controls.

DR. ARKEVILLE

~~Using my hypno-chip power, I~~ I, AND I ALONE,
~~control the actions of~~ CONTROL THE ACTIONS
~~of my subject.~~ OF MY SUBJECT.....

He moves a lever on the panel...(SFX: ELECTRONIC SOUND)

ON SPARKPLUG

He stiffens as if shocked, and reaches for his neck...

SPARKPLUG

(gasp!)

...then his eyes look distant and he straightens in his chair,
lowering his head.

ANGLE ON MEGATRON

MEGATRON

WE SHALL TEST YOUR THEORY, DOCTOR.....SPARKPLUG!

He stands near a panel on the wall and presses a button nearby,
causing the panel to slide open, revealing "Optimus Prime"
behind it.

MEGATRON

~~Sparkplug, I have someone~~
~~who can help me~~ SAY "HELLO" TO YOUR FRIEND.

ON STARSCREAM AND OTHER DECEPTICONS

The three robots react in surprise and shock.

STARSCREAM

Optimus Prime?!

(to others)

~~I told you Megatron could do it~~ PREPARE TO ATTACK!

ON MEGATRON

RELAX, YOU PANIC-MONGER! MEGATRON
~~--- this is~~ MERELY A MODEL
~~of the robot that will~~ OF OUR ENEMY.

He activates the robot, who walks o.s.

ON ARKEVILLE

He speaks into a microphone on the control panel.

DR. ARKEVILLE

Sparkplug -- ~~---~~ DEAL WITH HIM!

ON SPARKPLUG

as the robot moves INTO SCENE. Sparkplug's straps are automatically retracted into the seat, and he stands up stiffly...then pushes the robot over, so that it falls with a SFX: CRASH!!

CLOSE ON MEGATRON

He reacts, smiling evilly...

MEGATRON

Excellent, DOCTOR. YOUR HYPNO-CHIP WILL
PROVIDE ME WITH THE MEANS TO CONQUER EARTH ---

ON SPARKPLUG

as he begins STOMPING the model robot to pieces. (SFX: CRASHING!)

MEGATRON (CONT-VO)

~~--- AND THE AUTOBOTS, ONCE AND FOR ALL!~~

FADE OUT

END OF ACT ONE

ACT TWO

FADE IN:

EXT. CLIFF - OVERLOOKING THE OCEAN - DAY

Prowl pulls into shot, transforms, and looks out over the ocean.

WIDER ANGLE

as Optimus Prime, Hound, Jazzz, Bumblebee, Wheeljack and Sunstreaker pull up and transform. Cliffjumper, Windcharger and Brawn pull up but remain as autos

OPTIMUS PRIME (VO)

~~YOU HAVE YOUR ASSIGNMENT -~~
 (SFX: HORN HONKS) ~~GO FOR IT!~~ *GO FOR IT!*

ON JAZZZ

as he affixes his fin-jet-pack to his back, heads for the cliff, leans over to dive --

JAZZZ

*→ INTO THE OCEAN. LET'S BE DARING -
 LAST ONE IN'S A RUSTY HERRING*

He dives in, rippling the water (SFX: LIGHT SPLASH). Sunstreaker enters shot, wearing the same attachment.

I HOPE THE SUNSTREAKER *DOESN'T BLEACH MY*
~~salt water~~ *BODY ENAMEL.*

He dives in (SFX: SPLASH), followed by Wheeljack and Bumblebee (SFX: SPLASHES). Optimus Prime is wearing the same attachment; he is followed into scene by Spike.

SPIKE

~~You'll bring dad back~~
 okay, won't you, OPTIMUS PRIME?

TRY NOT TO OPTIMUS PRIME
~~worry, Spike...we~~ *WANT SPARKPLUG*
~~bring him back. You can do~~ *RETURNED AS MUCH*
~~as you do.~~ *AS YOU DO,*

And he dives in.

ANGLE - BENEATH THE OCEAN SURFACE

as Optimus Prime plunges down, rippling the water (SFX: RIPPLING WATER), then swims out of shot.

WIPE TO:

EXT. ANOTHER CLIFF - DOWN SHORE

as Brawn, Windcharger, and Cliffjumper (in car transform) speed down a steep and narrow pathway, under the high cliff, and head into a cavern opening.

INSIDE CAVERN - ON BRAWN

leading the way in -- a bulldozer attachment flips up from under him.

ANOTHER ANGLE

as we see him widening the steep winding downhill path of the cavern.

ACTIVATE YOUR DEPTH GAUGE,
BRAWN
Cliffjumper, ~~a what's open~~
~~and let me know when~~
WE'VE GOT TO KNOW WHEN we're below sea level.

He moves ahead o.s. and Cliffjumper follows into scene as an antenna pops up on his hood, and we see circular rays pulsating from it. (SFX: HIGH-PITCHED BEEPS).

CLIFFJUMPER TWENTY SEVEN POINT SEVEN
~~Feet~~ FEET above, ~~and~~ AND DESCENDING.....

Deeper and deeper they go, leaving a trail of dust that fills the shot.

WIPE TO:

EXT. DECEPTICON HEADQUARTERS - UNDERWATER

A periscope from the roof, is scanning, but then stops, fixes itself on --

OPTIMUS PRIME AND BUMBLEBEE

gliding through the water, just under the surface.

BUMBLEBEE
Scanner at twelve o'clock,
Prime! ~~I think it's spotted~~

OPTIMUS PRIME
Let's see if it can ~~SCAN~~ SCAN
this.

He fires his laser weapon; CAMERA FOLLOWS laser ray as it zaps the scope to metallic ash (SFX: LASER FIRE, SIZZLING METAL).

ANGLE - ALL THE AUTOBOTS:

Jazzz, Bumblebee, Wheeljack, Sunstreaker, Prowl, and Optimus Prime, who gives the command to:

OPTIMUS PRIME
Autobots -- move in!

ANGLE SHOOTING PAST GROUP

and leads them down toward Decepticon Headquarters. Suddenly, an explosion from o.s. fills the shot (SFX: CANNON FIRE, MUFFLED). Shock waves send them sprawling.

ANGLE - FROM BEHIND MEGATRON

his cannon still sizzling; in the background we see the Autobot scattered about: Optimus Prime against a giant coral configuration, Bumblebee and Jazzz floating near the surface.

MEGATRON (VO)
(menacing laugh)

~~I'll teach you to shoot an~~
~~Autobot!~~ THERE'S MORE WHERE THAT
CAME FROM!

ANOTHER ANGLE

to see Sunstreaker swimming to a position behind Megatron and fire a missile (SFX: MISSILE FIRE) that hits Megatron (SFX: EXPLOSION). CAMERA FOLLOWS Megatron as he is knocked against an ocean wall.

SUNSTREAKER

~~You have nothing to lose now,~~
~~you're just a heap of cheap metal!~~

DITTO, ~~MEGA~~ MEGA-DUNCE!
PLENTY MORE!
CUT TO:

INT. CAVERN - BRAWN

still excavating as he leads Cliffjumper and Windcharger winding downhill.

CLOSE ON CLIFFJUMPER'S ANTENNA

still pulsating (SFX: HIGH BLEEPS, THEN A LOW BLEEP).

WE'RE NOT ONLY BELOW SEA CLIFFJUMPER
LEVEL, WE'RE ~~below the ocean floor,~~
Brawn. ~~Hang a left and~~ HANG A LEFT AND
straighten out.

ANGLE - BEHIND BRAWN

as he straightens and flattens his course, excavating as he moves under the ocean floor.

WIPE TO:

INT. DECEPTICON HEADQUARTERS - DOCTOR ARKEVILLE

on the master computer, as he speaks in the microphone:

DR. ARKEVILLE

~~Proceed~~ Proceed
to the main entrance and wait
there, **SLAVE!**

ON SPARKPLUG

as he obeys, like a robotic zombie, crossing the control room, heading toward a huge sliding gate and doorway. As he nears it, Starscream's foot ENTERS SHOT, blocking Sparkplug's path.

ANGLE - UPSHOT - THE GIANT ROBOT

towering over Sparkplug.

STARSCREAM

~~The Autobots will~~ **SEE HIM AND TRY FOR A**
~~rescue!~~

ON ARKEVILLE

DR. ARKEVILLE

~~That is my~~ That is my
intention, **YOU PIGIRON HEADED MASTADON! STAND ASIDE**

CLOSE ON STARSCREAM

STARSCREAM

No. Help our prisoner!

DR. ARKEVILLE (VO)

~~But he'll become our spy!~~ **BUT, HE'LL BECOME OUR SPY!**

SOON WIPE TO:

EXT. DECEPTICON HEADQUARTERS - UNDERWATER - WIDE ANGLE

as Wheeljack fires his shoulder cannon at Thundercracker, who evades the gyro-shell -- which explodes on a coral configuration (SFX: MUFFLED EXPLOSION) -- by soaring up out of scene.

ANOTHER ANGLE - WIDE

as Thundercracker swims into view, surprising Bumblebee from behind, firing his drone-rocket at the small Autobot.

ON BUMBLEBEE

Bumblebee jets himself inches out of the path of the oncoming rocket, then -- as it goes by -- grabs the rocket's fin and hangs on.

CAMERA FOLLOWS Bumblebee as he rides the rocket, leaning back to guide it around and back.

WIDE ANGLE

as Bumblebee slides off the rocket as it heads toward Thundercracker now preoccupied and facing the other way.

CLOSER ON THUNDERCRACKER

BUMBLEBEE (VO)

Hey, Thundercracker... ~~THIS BELONG TO YOU!~~

Thundercracker turns in time to be hit by his own rocket (SFX: MUFFLED EXPLOSION) and is blown out of shot in a mass of bubbles.

CUT TO:

INT. - TUNNEL UNDER THE OCEAN (PAN B G)

The Autobots are continuing to excavate their pathway. Cliffjumper and Windcharger are close behind Brawn.

WINDCHARGER

We should be getting close!

CLIFFJUMPER

~~Pass Me!~~ You better ~~AS I FEEL A TUG...~~

Windcharger pops a wheely, leaps over the moving Cliffjumper, and moves up even with Brawn.

~~YOUR~~

BRAWN

~~your~~ Magnetic field
activated, WINDCHARGER?

RIGHT!

WINDCHARGER

As soon ~~AS I FEEL A TUG...~~

Suddenly, he is lifted off his tires, and clings to the roof of their tunnel. (STOP PAN)

WINDCHARGER (CONT)

(ominiously)

WE'LL KNOW WE'VE REACHED Decepticon
Headquarters.

CLOSER ON BRAWN

as he transforms and pushes up on the ground above him, until he breaks through (SFX: CRAACK!) and the ocean waters rush in.

BRAWN

Everybody into the pool!

CUT TO:

OCEAN FLOOR

as a big hunk is lifted up and tossed aside. We see Brawn emerge up through the hole. Wincharger and Cliffjumper -- in their robot trans-form -- follow.

CUT TO:

INT. DECEPTICON HEADQUARTERS

Starscream and Dr. Arkeville, in the middle of the control room, still fighting over Sparkplug who stands between them, like a zombie.

STARSCREAM

I don't care what Megatron says. **THE PRISONER STAYS!**

How would

DR. ARKEVILLE

~~you~~ you ~~like~~ like me to reprogram you into a trash-compactor.

CLOSE ON STARSCREAM

He turns to Dr. Arkeville, shooting him an angry, unbelieving glare.

CUT TO:

EXT. DECEPTICON HEADQUARTERS - UNDERNEATH

Between the massive foundations that hold the converted spacecraft up off the ground, Cliffjumper and Brawn watch as Windcharger swims along, magnetically held to the bottom of the headquarters.

WINDCHARGER

Okay - this ~~is~~ **MUST BE THE PLACE!**

GIVE IT

BRAWN

~~the~~ the glass-gas, **CLIFF JUMPER**

Windcharger demagnetizes and drops off the building's bottom as Cliffjumper fires his glass gas at the same spot (SFX: CRACKLING METAL).

A moment later, the spot collapses and Starscream falls through to the ocean floor (SFX: METAL CRASHING).

CUT TO:

INT. DECEPTICON HEADQUARTERS - THE HOLE IN THE FLOOR

as Cliffjumper, Windcharger grabs while Cliffjumper fires glass gas at a wall (SFX: CRACKLING METAL).

BRAWN

~~Sparkplug!~~ Sparkplug!
GOTTA GRAB

CLOSER ON THE GLASSED SECTION OF WALL

as Brawn ENTERS SHOT smashing through the wall -- and water pours in as Windcharger, still holding Sparkplug, and Cliffjumper prepares to escape...

WINDCHARGER

Hold your breath, Sparkplug.

And they're gone.

ANGLE - STARSCREAM

stepping back up through the hole in the floor, angrily looking around -- dripping wet.

STARSCREAM

Those Autobots will pay **FOR THIS!**

ON CORNER IN ROOM

Dr. Arkeville steps out from behind a wall where he was hiding during the "rescue".

THEY CERTAINLY WILL DR. ARKEVILLE ~~THEY'VE JUST TAKEN~~
OUR SLAVE INTO THEIR MIST!

WIPE TO:

LATER - INT. AUTOBOT HEADQUARTERS - REPAIR STATION

filled with tools, spare parts, computerized diagnostic monitors -- a sort of mechanized dentist's office.

Ratchet is working on the injured leg of Sunstreaker -- the leg open, wires being clipped and fused. Sunstreaker jerks spontaneously...

RATCHET

Will you hold still, Sunstreaker?

SUNSTREAKER

Be careful with that thing. *YOU'LL GET SCORCH MARKS*
~~you'll leave a mark on my~~ *ON MY SELENIUM SHIN GUARDS!*
~~gorgeous physical~~

ANOTHER ANGLE - SPARKPLUG AND SPIKE

as Sparkplug works on the open back of Wheeljack -- wires and circuits hanging out.

SPIKE

It's great to have you back,
Dad...

Sparkplug seems oblivious.

SPIKE (CONT)

Dad...?

CLOSE ON SPARKPLUG

featuring the computer chip on his neck. He looks up, his eyes intense, zombie-like.

SPARKPLUG

(ominiously)

NO TALK, There is work to be done...

WIDER ANGLE

to include Spike and Wheeljack. Spike eyes his father with concern as Sparkplug closes up Wheeljack's back.

SPARKPLUG (CONT)

Who else needs repairs?

As Sparkplug moves out of shot, Spike confides in Wheeljack:

SPIKE

Wheeljack, ~~it worried about~~
~~Something's not right~~ *WITH DAD,*
~~Wrong~~

WHEELJACK

YOU'RE NOT KIDDING—
~~THERE WAS NOTHING~~
~~WRONG WITH MY BACK.~~

ANGLE - SPARKPLUG

as he starts to open up the back of Ratchet -- who is busy working on Optimus Prime. Ratchet turns around, confused.

RATCHET

Hey, stop that! ~~My back's A.O.K.~~ *MY BACK'S A.O.K. —*

CAMERA PULLS BACK to reveal this same shot on a monitor inside Decepticon Headquarters.

ANGLE - DOCTOR ARKEVILLE

in front of the monitor on the master computer console...

~~NO, SLAVE--~~ DR. ARKEVILLE
~~Never, you fool.~~ "Fix" only **THE AUTOBOTS**
~~Autobots~~ who are injured!

ON MONITOR

Sparkplug hesitates for a moment, then moves away from Ratchet, CAMERA PANS across the room full of injured Autobots: Bumblebee, Optimus Prime, Windcharger, Jazz.

ON SPARKPLUG

as he rises up on a crane-like lift to work on Optimus Prime, opening a panel in his chest.

ANGLE RATCHET

turns away from his own work on Jazz.

RATCHET

~~Sparkplug!~~ Prime's circuit^s ARE FINE, SPARKPLUG.
~~beats it! I told you I fixed them~~
~~he's not even close to being fixed~~ I TOLD YOU I FIXED THEM
~~he's not even close to being fixed~~ **HE, DIDN'T I?**

ON SPARKPLUG

Curiously continuing to work on Optimus Prime.

SPARKPLUG

I'm a mechanic -- I know
what I'm doing!

A burst of laser beams blasts INTO SHOT; Sparkplug mysteriously ducks in time and the beam shatters the window on Prime's chest. (SFX: LASERS, SHATTERING GLASS).

WIDE ANGLE

as Prime falls away from Sparkplug and the lift, while other Autobots react in a frenzy, looking around, seeing no intruder.

AUTOBOTS

(ad lib confusion)

ANGLE ON A GAPING HOLE IN WALL

as Megatron comes rushing in, firing his cannon, and continues o.s., followed by Starscream, Thundercracker and Skywarp...

ANGLE - BEHIND SOME OF THE RUBBLE

Spike and Bumblebee run for cover...

SPIKE
How'd they get in?

BUMBLEBEE
Teletraan I must have **BLOWN HIS BETA BIODES!**

ANGLE - PRIME

rises, points his laser, gun, tries to fire. Nothing comes out and his arm and shoulder sizzle with sparks (SFX: CIRCUITS SHORTING).

WIDE ANGLE

to see Wheeljack, Cliffjumper and Prowl trying to fire their weapons, only to short out in similar fashion (SFX: CIRCUITS SHORTING).

ON PROWL

looking at his gun, in bewilderment.

PROWL
What's going on?

ANGLE - MEGATRON

smiling, mercilously pointing his cannon.

MEGATRON
The destruction of **YOUR BREED, AUTOBOT!**

He fires the cannon (SFX: CANNON FIRE). ON SPIKE AND BUMBLEBEE the cannon shell as it comes within inches of Spike and Bumblebee.

BUMBLEBEE
Quick! Hide!

CAMERA FOLLOWS Spike as he runs, dodging Decepticon artillery fire (SFX: EXPLOSIONS) until he reaches the back of Teletraan I, and is surprised to see an open panel. Moving closer to examine it, Spike trips, falls.

SPIKE
AHHHHHH!

He gets up, turning to see what he tripped over.

HIS P.O.V.:

a wrench on the floor. Spike's hand enters shot and picks it up.

SPIKE (VO)
(T'S Dad's wrench!

ANGLE ON SPIKE

as he looks up, above the panel, sees a sign: "ALARM WARNING SYSTEM." —

SPIKE (CONT)

~~The alarm warning~~
~~system~~...that's why ~~it~~ THE ALARM DIDN'T
go off!

He looks again at the wrench.

SPIKE (CONT)

(stunned, to himself)

~~He looks at the wrench.~~ DAD SABOTAGED
TELETRAAN!

CUT TO:

INT. DECEPTICON HEADQUARTERS - DR. ARKEVILLE

at the master computer, seeing the back of Spike on the screen.

DR. ARKEVILLE

(laughs)

~~He looks at the screen.~~ EXCELLENT! EXCELLENT!

CUT TO:

INT. AUTOBOT HEADQUARTERS - SPIKE

as he turns around, sees --

SPARKPLUG

still zombie-like, standing next to the big computer. Spike runs INTO SHOT, up to his dad.

SPIKE

Dad, what's wrong? ~~It's me - Spike!~~ IT'S ME - SPIKE!

CLOSER

The father's and son's eyes meet, and for a moment, Spike's deep concern appears to rub off on Sparkplug.

SPARKPLUG

(weakly)

~~I don't know~~ -- CAN'T STOP MYSELF --

THE Decepticons want me to --

His words are cut short by a sudden jolt in his neck (SFX: SKIN SIZZLE). He reaches up...

SPARKPLUG (CONT)
(cry of pain!)

~~SPARKPLUG~~ SPIKE
~~What is it, dad?~~

CLOSER ON SPARKPLUG

SPARKPLUG
(fighting the pain)
They want me to help...

(SFX: SKIN SIZZLE) -- Sparkplug grabs his neck in pain...

SPARKPLUG (CONT)
(in agony)
Help...help...

CUT TO:

INT. DECEPTICON HEADQUARTERS - DR. ARKEVILLE
pulling a lever lower and lower *WITH FURY*

DR. ARKEVILLE
~~YOU WILL OBEY ME, SLAVE -~~
~~YOU HAVE NO CHOICE . . .~~
CUT TO:

INT. AUTOBOT HEADQUARTERS - SPARKPLUG AND SPIKE
Spike reaches out to his father...

SPIKE
Dad...~~What is it, dad?~~

Sparkplug slaps his son in the face, and walks away -- out of shot.

SPARKPLUG
(flatly)
~~Get out of my way...~~ *MUST*
work, ~~What is it, dad?~~

CLOSER ON SPIKE

a tear welling up in his eye.

SPIKE
(tries to reconcile)
Dad...!

WIDE ON ROOM

The Autobots are strewn out on the floor, while Megatron, Starscream, Skywarp, and Thundercracker line up like a firing squad and prepare to blast them.

MEGATRON

Parting is such sweet sorrow -- ~~FAREWELL,~~
~~Autobots, Forever!~~

BACK TO SPIKE

running back behind Teletraan I, his father's wrench in hand. He opens another panel, uncovering a circuit board marked: "FIRE EXTINGUISHING SYSTEM".

CLOSE ON CIRCUIT BOARD

as Spike drops the wrench between two fuses. A volt of current flashes (SFX: ELECTRICAL CURRENT).

IT IS UP TO YOU, SPIKE (VO)
~~Teletraan!~~

ON TELETRAAN'S FRONT BOARD

as "FIRE" warnings light up (SFX: ALARM)

ON THE CEILING

as foam pours out of jets.

ANGLE - MEGATRON AND COMPANY

Lightly covered by the falling foam, they try to fire weapons, but to no avail...

THUNDERCRACKER

My weapon... ~~it's broken!~~ !

MEGATRON

Fire retardant foam -- ~~it's not working!~~ OUR
~~circuitry's~~ BEEN SHORTED OUT!

ANOTHER ANGLE

Megatron heads for the hole in the wall he blasted out earlier, waving for the others to follow...

MEGATRON (CONT-VO)

~~Retreat!~~ RETREAT

SKYWARP

Can't we just bash them to pieces?

As Megatron goes o.s.

MEGATRON
 IF WE stay, ~~the foam will~~ THE FOAM WILL
 permanently damage our
 circuitry. ~~The Autobots~~ ARE THROUGH!
~~detonate the bomb~~

ON SPARKPLUG AND SPIKE

Sparkplug clutching his son, trying to pull him along toward the hole in the wall...

SPARKPLUG
 Come! ~~Join me and rule!~~ ME AND RULE!
~~Join me and rule!~~

SPIKE
~~Not on the side of~~ IT'S WRONG, DAD, YOU'RE
~~NOT LIKE~~ NOT LIKE THE DECEPTICONS.

THEN YOU WILL SPARKPLUG
~~fight~~ fight against your
 own father!

Spike pulls away from his father away. Sparkplug moves o.s.

ANGLE ON EXIT

As Sparkplug steps out, he glances back at his son...

SPARKPLUG
~~When next we meet, we are enemies!~~ WHEN NEXT WE MEET, WE ARE ENEMIES!

ON SPIKE

He sags in utter devastation.

FADE OUT:

END OF ACT TWO

ACT THREE

FADE IN:

EXT. - DECEPTICON HEADQUARTERS

THE CAMERA MOVES IN and we...

DR. ARKEVILLE (VO)
(gloating)~~...work is going very well...~~
SOMETIMES, I AM AMAZED BY MY OWN GENIUS...
CUT TO:

INT. - CONVERSION ROOM

Somewhat like a hospital. CAMERA PANS a number of slabs on which men are strapped down to while already mind-controlled human captives (like Sparkplug) attach Doctor Arkeville's control devices behind the ears.

DR. ARKEVILLE (VO) (CONT)
Soon all these ~~captives~~ CAPTIVES WILL BE UNDER
~~Decepticons have captured will~~ MY CONTROL, AND WHEN
~~be under my control. When they~~ MEGATRON IS THROUGH
~~finish their work for~~ USING THEM ----
~~Megatron...~~

PAN STOPS on Doctor Arkeville, slouched in a a chair as he supervises his work. Beyond him, newly-controlled humans are being locked into holding pens by Decepticons.

DR. ARKEVILLE (CONT)
...they will work for me --
and then I will ~~control them~~ RULE THE
earth!

WIPE TO:

EXT. MOUNTAIN RANGE - DAY

The three highest peaks are of equal height and form a triangle.

CLOSE ON ONE PEAK

where a giant energy gun-like device (with an exo-skeleton of energy conduits sunk into a concrete base) has been implanted, facing upward toward the sky at a slight angle. CAMERA PANS TO another peak where an identical energy gun faces up at a slightly different angle, and continues PAN to the third peak where Thundercracker is implanting another such gun.

UPSHOT

past Megatron, supervising from a lower mountain top in the center of the three high peaks.

MEGATRON

~~Correct to sixty degrees! It must be on a tri-dimensional sixty degree angle from the Earth's surface.~~

COORDINATE THE ANGLES OF THE ENERGY PYLONS ~~TO RECEIVE THE SPACE BRIDGE!~~

ANGLE - THE SKY

as Starscream, in jet-plane transform, flies toward the mountain range, carrying a massive crate under his wings.

CLOSE ON CRATE

to see through its air holes -- it is filled with human slaves.

ANGLE - STARSCREAM

As he lowers, hovering like a helicopter, he sets the crate down at the base of the mountain near a temporary building where other human prisoners are kept, then flies to Megatron's peak o.s.

WIDE ON PEAK

As Megatron inspects one of the gun-like devices, Starscream flies into shot and lands. Dr. Arkeville exits from Starscream, and the Decepticon transforms to his robot mode.

ANGLE ON ARKEVILLE AND MEGATRON

Arkeville watches as Megatron makes final adjustments on the gun-like device.

DR. ARKEVILLE
(suspiciously)

~~And what is that device going to do when you activate it?~~

SO YOU'RE FINALLY PREPARING THIS SPACE BRIDGE TO SEND ^{THAT} SPECIAL CARGO, EH, MEGATRON?

CLOSER ON MEGATRON

still working on the energy gun implant -- he adds casually:

MEGATRON

~~It will establish the arrival point of our planet, Cybertron.~~

PRECISELY, DOCTOR, AND ~~THE~~ CARGO WILL BE NOTHING LESS THAN OUR HOME PLANET OF CYBERTRON!

DR. ARKEVILLE
(disbelieving)

YOUR PLANET!

~~mean you intend to bring~~

~~planet to the Earth~~

YOU'RE BRINGING A PLANET ~~TO THE~~ TO THE EARTH! ??

MEGATRON (VO)

~~That is what I intend to do.~~
~~YES.~~

WIDE ON SCENE

DR. ARKEVILLE

But the gravity of your planet
will create earthquakes, tidal WAVES... IT WILL
~~waves~~ devastate my
planet!

DOWNSHOT PAST MEGATRON

to Arkeville.

MEGATRON (VO)

THAT DEVASTATION ~~will~~ will ~~create~~ create a tremendous FLOW
HYPMO-CHIP ~~of energy~~ of energy ~~slaves will~~ slaves will ENERGY WHICH YOUR
~~collect~~ collect ~~into energon~~ into energon
~~cubes.~~ cubes.

UPSHOT

past Arkeville. Megatron gestures to the sky above...

MEGATRON

~~Those cubes will be transported~~
~~with ease to my Cybertron --~~
~~which will soon be very~~
~~close!~~

WHICH WILL THEN BE
EASILY SHIPPED TO
CYBERTRON FOR
OUR USE!

ANOTHER ANGLE

DR. ARKEVILLE

~~But you promised the earth~~
~~would be mine to rule.~~

BUT WHAT WILL BE LEFT
OF EARTH THEN? I
WILL BE RULER OF A DEAD
WORLD!

THAT, MY DEAR DOCTOR,
IS YOUR PROBLEM. ~~And so it shall - once I am~~
~~finished with it!~~

MEGATRON

Arkeville fumes as Megatron returns to the energy "gun".

WIPE TO:

INT. - AUTOBOT HEADQUARTERS

Some of the Autobots are busy repairing themselves and their base. Others are using suction tubes to clean up the remaining gobs of foam. CAMERA PANS over to SPIKE and RATCHET standing in front of Teletraan I. Ratchet makes a last adjustment and steps back.

Optimus Prime steps into shot, once again in top condition.

HAS

OPTIMUS PRIME,
~~Teletraan I~~ debugged?
~~BEEN~~
 RATCHET
 Let's check it out...

Spike punches a button on the console.

CLOSE ON TELETRAAN'S SCREEN:

as it CRACKLES and lines fill the screen...then it clears and we see the Decepticons and the energy guns on mountain peaks.

OPTIMUS PRIME (VO)
 Good...Teletraan's ~~satellite~~ **SKY SPY** is ~~still~~ functioning **ONCE MORE,**

SPIKE (VO)
 Yeah - and look what it's picking up!

RATCHET (VO)
 Decepticons!

WIDE ON GROUP

Ratchet is sitting at the control board, punching buttons.

RATCHET (CONT)
~~Let's get a read out on what they're up to...~~ **LET'S GET A READ OUT ON WHAT THEY'RE UP TO...**

LOSE ON SCREEN:

as numbers light up on the bottom: "100x100x100."

OPTIMUS PRIME (VO)
~~Those guns are spaced to form an equilateral triangle on one hundred foot sides.~~ **THE COORDINATED ANGLES ON ENERGY PYLONS..**

A dotted-line draws the equilateral triangle with the guns as the three points. Then prints dotted lines from each point upward and off the screen, along with the numbers: "100x100xx100."

OPTIMUS PRIME (CONT VO)
~~A pyramid, its tip one-thousand miles above the Earth.~~ **FORMED A SPACE PYRAMID WITH THE APEX BEYOND THIS GALAXY.**

ANGLE - ALL THE AUTOBOTS GATHERED AROUND THE SCREEN

BUMBLEBEE
~~They're building another space bridge.~~ **A SPACE BRIDGE!... THE BIGGEST SPACE BRIDGE! EVER!**

Prime reaches over the others to pull a lever on the console, darkening the screen while the others exchange puzzled glances.

OPTIMUS PRIME

~~I don't know, but it doesn't~~
~~look good.~~ We ~~must~~ **MUST**
 investigate ~~at once!~~ **AT ONCE!** ~~my~~ **SILICA ANTEENAS**
~~ARE STANDING UP ON THE BACK OF MY NECK-PLATE!~~

CUT TO:

EXT. OF HEADQUARTERS

OPTIMUS PRIME (CONT VO)

Transform and roll for it!

Optimus Prime transforms and leads the caravan o.s.

WIPE TO:

EXT. CYBERTRON - NEW SPACE BRIDGE LINK

On this long distance view of the planet, we see three posts
 equidistant from each other with large coils on their tops.

INT. - DECEPTICON HQ ON CYBERTRON - ANGLE ON SHOCKWAVE

He is at the computer console, transmitting to Earth...

SHOCKWAVE

Space bridge ~~conversion~~
 completed. ~~at once!~~

WE ARE READY TO
TRANSPORT CYBERTRON!

MEGATRON (VO)

AND ~~we~~ are ready to receive...

CUT TO:

EXT. MOUNTAINS - DAY

CAMERA PANS to show the three energy devices in place: Megatron
 at one, Thundercracker at another, and Soundwave ready at the
 third.

WIDE ANGLE

to include Starscream near Megatron.

STARSCREAM

How can you trust a human
 with such a vital task?

EVEN IF HE IS A SLAVE?

MEGATRON

~~The human is the only one I~~
~~can trust for this mission.~~

BECAUSE HE HAS NO
WILL OF HIS OWN, HE IS
THE ONLY ONE I CAN
TRUST!

ON THUNDERCRACKER

In the b.g., the Autobots roll INTO SHOT, coming up over a hill. As they get closer, they split up to encircle the base of the peaks that support the three-point energy devices. Thundercracker watching them, turns back to shout at Megatron, o.s.

Autobots, ~~Thundercracker~~ THUNDERCRACKER

AT THE BASE OF MOUNTAIN - NEAR PRISON BUILDING

Megatron moves into scene and speaks into his transmitter.

MEGATRON
~~Thundercracker~~...position the slaves
~~for action~~, DOCTOR - AT ONCE!

CUT TO:

INT. OF DECEPTICON HQ (EARTH) - ON ARKEVILLE

Over his shoulder, we see Megatron on the computer console monitor.

DR. ARKEVILLE
~~Thundercracker~~ Megatron!
As you wish,

CUT TO:

ON NEARBY SLOPE

The Autobots are now coming up the slope.

OPTIMUS PRIME
Autobots! Transform -- and
move in!

...and as they transform to their robotic modes, they come up over the edge, weapons at the ready.

OPTIMUS PRIME (CONT)
~~Thundercracker~~ Megatron! THE GAME IS OVER,

ANOTHER SLOPE

As more Autobots come over the edge of the plateau into view, weapons ready.

STILL ANOTHER SLOPE

More Autobots come over the edge to stand on the plateau, weapons at the ready.

MEGATRON (VO)

~~Well, it appears we have been
taken by surprise!~~ON THE CONTRARY,
OPTIMUS PRIME....

ON MEGATRON

MEGATRON (CONT)

~~But I have a surprise for you!~~
~~Look!~~I STILL HAVE
A TRUMP CARD TO PLAY!

ON AUTOBOTS

As Prime and the others exchange puzzled looks. Suddenly, we hear SFX: STEADY LOW WHIRR. They all look o.s. in its direction.

ANGLE ON PRISON STRUCTURE

As a ramp lowers out of the building. A line of mind-controlled human captives -- with Sparkplug at the head of the line...emerges from the building.

CLOSER ON SLAVES

as they walk mindlessly THROUGH SCENE in a straight line - Sparkplug in the lead.

BACK TO PRIME AND THE AUTOBOTS

As he holds his hand up.

OPTIMUS PRIME

Autobots! Hold your fire!

(trapped)

We cannot endanger the humans.

VERY WIDE ON SCENE

to reveal that the Decepticons are shielded by their wall of human slaves.

MEGATRON (VO)

~~Well, it appears we have been~~ Prime...?!

YOU DISAPPOINT ME,

CLOSER ON MEGATRON

I NEVER DREAMED
YOU'D BE SO

MEGATRON (CONT)

(SARCASTICALLY)

Too soft-hearted to attack US JUST TO SAVE A
FEW WORTHLESS FLESH
CREATURES.
(CHUCKLE!)

Then he fires his weapon at the Autobots o.s.

ANGLE ON AUTOBOTS - FEATURE OPTIMUS PRIME

A BURST of fire ZOOMS THROUGH SCENE, barely missing Prime, who glares...

OPTIMUS PRIME

~~Wait'll I get my hands on you
Megatron!~~IT'S NOT OVER YET,
MEGATRON!

He moves OUT OF SCENE, stepping over the line of humans in front of him.

CLOSER ON SPIKE

He recognizes his father o.s. and points...

SPIKE

It's Dad!

ANGLE ON HUMANS - FEATURE SPARKPLUG

They stand at attention, not moving at all...

DR. ARKEVILLE (VO)

(filtered)

Slaves! Attack the Autobots!

The humans immediately break ranks to charge the Autobot o.s.

WIDE ON AUTOBOTS AND HUMANS

The humans charge at the Autobots, who do their best to avoid them by stepping over them.

JAZZZ

Hey! This is not my ~~SCENE~~ SCENE!

ON MEGATRON AND PRIME

Megatron brings his fusion cannon up to fire at Prime, but a LASER BLAST from Prime hits him full blast. He turns red hot for a BEAT, staggers back, and falls over the edge of the mountain out of view.

OPTIMUS PRIME

So Long, ~~MEGATRON!~~ BUT THIS IS MY ~~SCENE~~ SCENE!

CLOSER ON PRIME

He ducks as a blast of cluster bombs WHOOSH THROUGH SCENE over his head.

ANOTHER ANGLE

He swings to his side firing his weapon at Starscream on a nearby hilltop, dodging more cluster bombs plus NULL-RAY BLASTS.

ON MEGATRON

Hanging from a huge boulder jutting out of the face of the cliff, he climbs up, hand over hand, digging into the dirt like a steamshovel tossing huge chunks of dirt and boulders o.s.

ANOTHER ANGLE

As he pokes his head over the edge, spotting Prime's back to him.

ON CLIFF FACE

Megatron scoops a tremendous boulder (requiring both hands) out of the cliff's face, sweeps it up over his head and heaves it through the air. CAMERA PANS with boulder as it hurtles through the air and SMASHES into Prime's back.

OPTIMUS PRIME

Oooooof!

Prime staggers, but keeps ^{on} his feet and spins around.

BUMBLEBEE

~~██████████~~ Spike! I need your help

ANGLE - BUMBLEBEE AND SPARKPLUG AS SPARKPLUG MENACES

FACE WITH TREE LIMB CLUB SPIKE

(upset)

Dad! ~~_____~~ No

He grabs the limb out of Sparkplug's hand and pulls him away from Bumblebee.

HE'S YOUR FRIEND! SPIKE (CONT)
~~He's your friend!~~ ^{ALT} The Autobots
 are our friends!

CLOSER

losing Bumblebee. Sparkplug shakes his head, trying to clear it.

SPARK PLUG

~~THE~~ Autobots? Friends?

He starts to smile at Spike...

SPARKPLUG (CONT)

Spike! What's wrong? Are you--

Suddenly, he winces with pain.

CLOSE ON BACK OF SPARKPLUG'S HEAD

to reveal Arkeville's mind-control attachment as Sparkplug's head jerks from the pain of another impulse.

SPARK PLUG

(wincen)

FLIP TO:

DR. ARKEVILLE

seated before the control panel of the master computer, reacting stunned. —

DR. ARKEVILLE

~~_____~~ ^{BIO-} I'M GETTING A FEEDBACK FROM
~~_____~~ Sparkplug's HYPER-CHIP --
~~_____~~

ANOTHER ANGLE ON ARKEVILLE

he reaches to punch up another button on the console.

DR. ARKEVILLE (CONT)

I must recompute ~~_____~~

the control codes

CUT TO:

MOUNTAINTOP

As a MISSILE EXPLODES filling the screen with a cloud of smoke as a group of Decepticons go flying o.s.

CUT TO:

CYBERTRON - ANGLE SHOOTING PAST SHOCKWAVE

At his console, ready to activate the planetary transport.

SHOCKWAVE (VO)

Entering final countdown PHASE...

ANOTHER ANGLE

SHOCKWAVE (CONT)

If energy ~~_____~~ PYLONS ARE NOT OPERATIONAL,
~~_____~~ established over Earth's globe, OBLIVION!
 Cybertron will be catapulted INTO AN ORBIT OF SELF-
~~_____~~ DESTRUCTION...
~~_____~~

CUT TO:

SPLIT SCREEN

In the left section of the screen, Spike and Sparkplug.

SPIKE

~~Are you~~ feeling better, DAD?

SPARKPLUG

(slightly dazed)

I think so, son...

In the right section of the screen, Arkeville watches the screen on his console. He reaches for a button...

DR. ARKEVILLE

(gloating laugh)

This jolt will ~~reactivate his~~ REACTIVATE HIS HYPNO-
~~chip!~~ chip!

CAMERA MOVES IN CLOSER, losing split screen section with Arkeville. Sparkplug draws back, wincing from the sharp pain.

SPARKPLUG

(wincing)

Ouch!!

He glares maniacally at Spike, then pushes him aside...

SPARKPLUG

~~Get~~ Out of my way --!

SPIKE

But Dad!

SPARKPLUG

~~Don't~~ Don't call me ~~that~~ THAT.... NEVER
again!

...and rushes o.s., leaving a very perplexed Spike.

ANOTHER ANGLE

To include battling Autobots and Decepticons battling. Sparkplug runs through scene...

ON THREE-POINTED "GUN"

Sparkplug runs up and activates the "gun", shooting an angled beam up o.s. (SFX: ELECTRONIC RAY)

SPARKPLUG

(shouting, triumphant)

PYLON ~~activated~~...activated!
Number 1 →

ON MEGATRON

and Prime. With a super-robotic effort, he heaves Prime away and then runs o.s.

MEGATRON

(grunt of effort)

ON SECOND GUN-DEVICE

As Megatron fires the second one. (SFX: ELECTRONIC RAY) Prime comes running into shot, leaps through the air and lands on him, knocking him down and o.s.

OPTIMUS PRIME

That's ~~the last one~~ THE LAST ONE YOU'RE ~~getting~~ ACTIVATING,
MEGATRON!

CLOSE ON GROUND

As they fall INTO SHOT, with a MIGHTY THUD as CAMERA SHAKES and Prime grabs Megatron's head in a hammerlock.

MEGATRON

(grunting)

Correct. You... ~~will~~ ~~bring Cybertron here!~~

~~BEAT~~ AND

ACTIVATE THE LAST PYLON

OPTIMUS PRIME

(grunting)

As the Earthling's say -- fat chance ~~of~~ **FAT HEAD!**

CLOSER

PRIME squeezes harder...

MEGATRON

If you don't...you ~~will~~...will
be responsible...for
Cybertron's ~~destruction!~~
destruction!

Stunned, Prime loosens his grip on Megatron.

OPTIMUS PRIME

~~destruction?~~ Destruction?! But there
are still many
inhabitants...friends on
Cybertron...

CLOSER ON MEGATRON

MEGATRON

~~...and the responsibility for
their destruction will be
yours!~~

THEN MAKE YOUR
CHOICE, OPTIMUS PRIME!

Prime release Megatron, who smiles triumphantly, knowing he's won...

WIDE ON THIRD GUN-DEVICE

As Prime slowly walks into scene to the third gun-device. He hesitates, then reaches for the "trigger"...

OPTIMUS PRIME

(tortured)

Very well, Megatron...you win!

...and fires it. (SFX: ELECTRONIC BEAM)

ANGLE ABOVE PLANET EARTH

The third beam of ENERGY joins the first two glowing shafts to create a glowing, pulsing pyramid of awesome power suspended many miles above the earth. A full beat later, Cybertron materializes in an array of special effects, very close to the Earth, at the point where the beams intersect.

BACK TO MOUNTAIN

As the Autobots and Decepticons lean against HOWLING hurricane winds that whip INTO SCENE with a fury...and the earth itself starts to RUMBLE. CAMERA SHAKES SLIGHTLY.

UPSHOT ON MEGATRON FROM BEHIND

Ecstatic, he throws his arms up above his head in a gesture of triumph. In the b.g. is Cybertron - looming very close.

MEGATRON (VO)

...This is only the beginning! THE SUM OF
Earth's magnificent ~~energy~~
energy will be mine ~~Cybertron~~ ~~the closed~~
~~electronic Earth~~ GETS! I HAVE WON!
(HE LAUGHS)

CLOSE ON PRIME

He looks up at his home planet in the sky.

OPTIMUS PRIME

Have I saved Cybertron...only
to destroy the Earth?!

FADE OUT

THE END