

SUPERMAN THE MAN OF STEEL

by

ALEX FORD

Story

by

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Based

On

SUPERMAN

Created

by

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OPENING SEQUENCE

This is a pre-credit sequence and not meant to take place within the structure of the actual narrative.

EXT. GENERAL STORE

This opening sequence is shot in glorious black and white.

A BOY wearing depression era clothes enters the general store.

INT. GENERAL STORE

The store is empty except for an older CLERK putting out the week's periodicals in front of the register. The BOY passes as the CLERK finishes and moves behind the counter.

The BOY goes directly to a candy shelf and opens a jar, takes a handful of gum balls and heads for the counter.

He passes the periodicals and on the rack among the newspapers and magazines is a color comic book alone amongst the colorless rack. The title reads ACTION COMICS with a 1930s era SUPERMAN lifting a car above his head and smashing the front end into the ground.

Enamored by it, the BOY stares and in a DREAMLIKE STATE the CAMERA cuts between BOY, COMIC, and slowly panning in on each of them. Finally, the BOY looks up at the CLERK who's been patiently waiting for him.

The BOY looks a last time at the book on the shelf, then at one handful of gum and the other with a single dime. He looks up at the CLERK who looks like he knows something the boy doesn't.

EXT. GENERAL STORE

BOY exits with comic book in hand. He takes a seat on the sidewalk outside the store and...

CAMERA OVER SHOULDER shows the BOY slowly opening the front cover with much delicacy revealing the interior to be a VIBRANT COLOR WARNER BROS LOGO (WB Shield on blue clouded sky).

CAMERA PANS IN OVER THE SHOULDER and the LOGO fills the screen.

Black and white sequence finished. WE ARE IN THE MOVIE.

(CONTINUED)

CAMERA pans upward slowly and the logo slides off the bottom of the screen, the blue clouded sky merges with the infinite reaches of space. Almost unnoticeable in the far off distance is a minuscule green dot.

Without warning, the green dot EXPLODES IN A BURST OF SILENT LIGHT. Several seconds pass as the shockwave from the explosion travels towards us and like a rumble in the distance, bringing a tidal wave of sound with it.

Debris hurls itself in all directions. With it A SMALL SPACECRAFT ZIP towards us, past the explosion and whips overhead. The CAMERA tilts and follows the orange and green craft. The planet's fragments follow the craft.

The debris loses speed and begins to fall behind the ship. Soon, the only thing left in frame from the dead planet is the lone ship hurling through space.

BEGIN OPENING CREDIT SEQUENCE.

Opening credit sequence is displayed while we follow the ship through infinite space. On occasion, the ship radically changes direction like it knows where it's going. Its destination is no accident.

The ship enters our solar system and barrels past familiar planets. In the distance is Earth.

The ship cracks through Earth's atmosphere and its hull ignites in a bright red flame.

SMASH CUT TO:

EXT. SMALLVILLE, KANSAS - DESOLATE SNOWCOVERED ROAD - NIGHT

EXTREME CLOSE-UP of a mittened hand holding a misshapen rusty nail.

JONATHAN KENT, a Kansas farmer in his thirties, is holding the nail. Standing in front of him is his wife MARTHA (also in her thirties) with a look of irritation. In the background is their weathered 1954 pickup truck with a flat tire. There is virtually no light on this country road.

MARTHA

What now, Jonathan?

JONATHAN's face bends with an "I don't need this" smirk. The night lights almost like day and there is a tremendous crack as the ship breaks the sound barrier.

(CONTINUED)

In the background, the flaming craft crashes into a field digging a charred crevice several hundred feet long and a trail of steaming melted snow.

JONATHAN and MARTHA, in total disbelief, slowly move towards the wreckage as if they are unconsciously drawn to it.

In the background is the distant cry of a baby.

ROCKET POV, JONATHAN and MARTHA peer into the crater with confusion and then turn to each other for an explanation neither of them has. They simultaneously look at the rocket then to the sky. The CAMERA looks upward with them and keeps going until there is nothing but space.

END OPENING CREDIT SEQUENCE ON NIGHT SKY.

CUT TO:

EXT. METROPOLIS SKY - DAY

The CAMERA pans down from space through the clouds and merges with a beautiful blue sky, which is disrupted by a massive "L" shaped state-of-the-art skyscraper made of steel and glass. The roof is slanted to make the "L" visible in the distance.

CAMERA keeps moving down the building for what seems like forever and finally other buildings appear along the skyline, but it's obvious this is "the" building in the city. A landmark like no other and everything else pales on comparison.

The city in the background bustles with life. She is like no other on Earth. She is immaculately clean and meticulously engineered. Skyscrapers are everywhere but the city doesn't seem cluttered. Ten million people call her home and with the multilayered highways, subways and elevated trains it never looks congested. She is the most advanced city in the world, the template for all others. Her name is appropriate; this is...

Metropolis.

Still moving down building...

FADE IN, TITLE ON MOVING IMAGE: METROPOLIS

Still moving down building...

FADE IN, TITLE ON MOVING IMAGE: TOMORROW, SATURDAY, 2:43PM

Still moving...

(CONTINUED)

The CAMERA nears the bottom panning down huge letters etched in stone on the building side boldly announcing LEXCORP (and beneath it corporation's slogan "Bringing The Future To You Today"). Finally we reach the bottom of the building and pedestrians come into view and the pan ends on the back of a young, business-suited woman staring up at the menacing tower. She nervously gathers herself, builds her confidence and enters.

INT. METROPOLIS, LEXCORP HEADQUARTERS - DAY

WOMAN enters the lobby. There are dozens of people bustling about. She approaches one of a two dozen receptionists behind a massive marble counter all of whom are all assisting others. The RECEPTIONIST she has chosen is finishing up a telephone call on her headset/telephone. Several receptionists down is another woman who appears to be arguing with a receptionist and with someone on her cell phone at the same time, although the details can't be heard. The woman is dressed in a suit carrying a briefcase. She looks like she is about to explode.

RECEPTIONIST #1  
(Finishing her call)  
Hello. Welcome to LexCorp. May I help you?

WOMAN  
(Startled)  
I'm here to see Mister Luthor.

RECEPTIONIST #1  
And what time is your appointment?

WOMAN  
I don't have an appointment.

RECEPTIONIST #1  
(disappointed)  
Oh. I'm sorry. Mister Luthor only sees guests by appointment.

WOMAN  
It's very urgent. A matter of life and death.

RECEPTIONIST #1  
(sympathetic)  
Let me see if I can fit you in.

(CONTINUED)

RECEPTIONIST #1 begins checking appointments in the computer when the arguing woman hears this and flips out. She barges past several people between them, pushing them out of the way to get to the sympathetic RECEPTIONIST.

The woman is LOIS LANE.

LOIS

(furious) What?!

I have been waiting here for three hours and I have an appointment!

(Beat)

Does he know Lois Lane from the Daily Planet is here?

RECEPTIONIST #2

(Under her breath)

That's probably why he's not coming down.

LOIS shoots her a nasty look.

LOIS

(To RECEPTIONIST #2)

The parking garage. You and me, sister. I hope your medical is all paid up.

RECEPTIONIST #1

(to WOMAN and ignoring LOIS)

I can fit you in Tuesday.

WOMAN

I'd have to wait until next Tuesday?

RECEPTIONIST #1

(apologetic)

Tuesday the twenty-third...

WOMAN

That's three weeks from now.

RECEPTIONIST #1

(Slightly embarrassed)

...in September.

The woman looks blankly at her examining her options.

RECEPTIONIST #2

(calling)

Miss Lane?

LOIS returns to RECEPTIONIST #2.

(CONTINUED)

## RECEPTIONIST #1

If you have a business card or something, I'd be happy to leave it for him.

## WOMAN

(Shakes off her daze)  
No. I don't have anything.  
(long beat, building nerve)  
Oh wait, I do have this.

RECEPTIONIST #1 stands to retrieve her card and WOMAN opens her jacket revealing a bomb strapped around her mid-section. RECEPTIONIST #1 swoons and faints. LOIS, on her cell phone in the background...

## LOIS

(into cell phone)  
Gotta go!

She turns her back to the woman and starts punching buttons frantically.

CUT TO:

## EXT. THE DAILY PLANET BUILDING - DAY

The building is one of the oldest structures in the city with its brick walls and the newspaper's logo, the Earth with a rotating ring that reads DAILY PLANET, on it's roof. The structure is a testament to the days of journalism before faxes and Internet.

## INT. DAILY PLANET - CITY ROOM

Through a large window, a staff meeting can be seen.

Standing at the front of a large table is Daily Planet Editor PERRY WHITE. A large and foreboding pitbull of a man. His trademark unbuttoned collar and open vest give the appearance this has been very hard day when in fact, this is every day. In his fist is an unlit cigar he points at people accenting his sentences. He paces when he walks and doesn't speak words as much as he barks them. Through the glass, his booming voice is muffled. PERRY has two tones: LOUD and LOUDER.

Among the staff are CAT GRANT (Society columnist, early 30s and very beautiful), RON TROUPE (Sports, an African American in his 40s) and mild-mannered CLARK KENT (City Columnist). KENT is in his early 30s and very handsome, although he doesn't know it. He is someone that's above that.

(CONTINUED)

Seated at KENT's desk is and watching them through the glass is JIMMY OLSEN, photographer. He is sixteen years old and very bored. With him is ALI, who is flipping through some of his photos with awe.

ALI  
(Amazed)  
Look at these Jimmy.

JIMMY  
I know. I took them.

ALI  
I know guys who've been taking pictures for fifteen years and aren't this good.

JIMMY  
Yeah. The Chief says it's a gift.

A telephone rings and OLSEN looks around to make sure there are no other witnesses and answers it.

JIMMY  
Daily Planet, Kent speaking.

Incoherent yelling can be heard from the other end and OLSEN bullets to attention.

JIMMY  
No, Miss Lane. They're in a meeting. Sure thing, Miss Lane.

OLSEN scrambles to find a pen, jots down instructions on his palm and hangs up. He fumbles out of his chair and races for the Conference Room throwing the door open...

PERRY  
...Has lost contact with the Constitution--

JIMMY  
CHIEF! -

PERRY  
OLSEN! What the hell are you doing in my staff meeting?! You're not a writer, you're a photographer and you're barely that! Get out of here before I have you selling papers on the corner!

Instinctively, JIMMY folds and turns to quickly exit, then remembering why he came in the first place...

(CONTINUED)

JIMMY

Oh yeah. Miss Lane called. Somebody  
has a bomb in the LexCorp building.

Everything stops.

PERRY

Isn't Lois interviewing Luthor  
today?

No one has an answer.

PERRY

(exploding)

Well what are you waiting for?!

Everyone hustles out of the room. As they are leaving, no  
one notices a glass of water and an empty chair where CLARK  
was sitting.

CUT TO:

INT. DAILY PLANET - HALLS

People are walking the halls performing their duties when a  
gust of wind and a blur streaks past causing some to look  
twice and finding nothing.

INT. JANITOR'S CLOSET

In a supply closet, a JANITOR ducks around a corner to sneak  
a cigarette. He takes a drag and opens a window to exhale  
when the blur of wind blows past him and out the window  
knocking some cleaning supplies off the shelves. The JANITOR  
looks.

JANITOR

Windy.

He takes another drag on his cigarette.

CUT TO:

EXT. METROPOLIS SKYLINE - DAY

People are in their apartments as the red and blue blur  
streaks by the windows. It moves so quickly that some don't  
notice it. Others run to the windows and fire escapes  
calling their families to catch a glimpse of it.

EXT. METROPOLIS STREET - DAY

The streets bustle with mid-day activity. A GIRL moving with a crowd across an intersection stops in the middle of the street. An oncoming taxi screeches to a halt to avoid killing her. The GIRL is staring skyward down the street.

Cars horns blare and the TAXI DRIVER leans out and screams:

TAXI DRIVER  
Hey stupid! What the-

The TAXI DRIVER sees what she is focusing on and forgets what he was yelling for. Everyone in the street stops and stares. The noise of a city in mid-afternoon comes to a silence. In the distance the blue and red streak flies off and makes an almost perfect ninety degree turn around a building. People can be seen in awe for blocks.

CUT TO:

EXT. LEXCORP HEADQUARTERS - DAY

The serenity of the previous scene is interrupted by panic.

People are fleeing the building being ushered to safety by the Metropolis Bomb Squad. The media has arrived, trying to force their way past the POLICE barricades with no luck.

There is chatter among the crowd until they realize LUTHOR is among them and all their frustrations and fears change to a silent hush.

Surrounded by bodyguards, is LEX LUTHOR. LUTHOR is a middle-aged imposing figure. An angel to some, devil to others. An egomaniacal recluse. A genius. An idiot. A humanitarian and exploiter. He is dressed in a dark business suit that costs more to clean than most people make in a month. The look on his face isn't one of fear that would be associated with an assassination attempt.

To him, this is an annoyance.

Leading the team of bodyguards with the LUTHOR center is MERCY GRAVES, Luthor's Minister of Security. She is young, petite with a short brown male haircut and dressed in a modified version of a traditional chauffeur's uniform with a more militaristic feel. She is LUTHOR's personal bodyguard and right hand woman. She looks harmless... she isn't.

An EMPLOYEE is arguing with a COP when LUTHOR is ushered past. Their conversation stops and they gawk.

(CONTINUED)

COP  
Is that him?

EMPLOYEE  
I think so.

COP  
You think so?

EMPLOYEE  
I've worked here for six years and  
I've never actually seen the guy  
before.

LUTHOR is brought directly to the BOMB SQUAD SERGEANT  
(PENNINGTON).

LUTHOR  
(annoyed)  
SERGEANT, I trust this won't take  
long. I am trying to run a company.

SERGEANT  
Well, there is a bomb in your  
building, Mister Luthor.

LUTHOR  
If they really wanted to kill me  
and were remotely competent, I'd be  
dead by now. I can't stand  
incompetence. I'd like this matter  
finished as soon as possible.

BOMB SQUAD COP approaches.

BOMB SQUAD COP  
Security gives us the go-ahead. The  
building is clear, sir.

SERGEANT  
Good. We conduct a floor-by-floor  
building search in two-man parties  
for the bomber and-

LUTHOR  
(adamantly)  
No! LexCorp is a secured facility.  
I can't have you traipsing through-

SERGEANT  
How are my men supposed to find  
the-

(CONTINUED)

LUTHOR

There are sensitive materials and projects-

SERGEANT

With all due respect, there is a bomb in there that could level this building-

LUTHOR

Then I'll build a new one.

SERGEANT

And what about your EMPLOYEES?

LUTHOR

(leaning into SERGEANT)

Then I'll hire new ones.

(Beat)

Regardless, your men will not be entering this facility.

(to MERCY)

Mercy.

MERCY

Yes, Mister Luthor?

LUTHOR

Are your men capable of finding a bomb?

MERCY

Yes, Mister Luthor.

LUTHOR

Then get it done.

MERCY

Yes, Mister Luthor.

MERCY turns and whispers Secret Service-style microphone in her cuff.

SERGEANT

This is not standard procedure, Luthor.

LUTHOR

(irritated)

As far as I know you're an industrial spy and sent the bomb yourself to get into my building with no witnesses--

(CONTINUED)

SERGEANT

(furious)

Are you accusing me of not doing my job!?

LUTHOR

I have pens that cost more than you make in a week.

The two begin to argue when BYSTANDER #1 in the background looks up and points.

BYSTANDER #1

Look! Up in the sky...

Several others look.

BYSTANDER #2

It's a bird...

The focus shifts from LUTHOR to the sky.

BYSTANDER #3

It's a plane.

A whisper builds through the crowd.

SUPERMAN gracefully descends to Earth, his red boots gently connecting with the pavement as his red flowing cape cascades off his shoulders and perfectly hangs from his frame. He lands on the clear side of the barricade.

He is a muscular man, 6'3" and 225 pounds. His ice blue eyes and jet black hair compliment his chiseled features. The red and yellow "S" shield covers his entire chest. He has a presence unlike any other.

LUTHOR is still ranting as the SERGEANT notices him and stops arguing.

SERGEANT

Superman.

SUPERMAN stares at the building like he's looking through it... because he is.

SERGEANT leaves LUTHOR who isn't used to being walked away from in mid-sentence. SERGEANT approaches SUPERMAN who is concentrating on his invisible x-ray vision.

SERGEANT

(slightly nervous)

Sir, I'm SERGEANT Pennington of the MPF Bomb Unit.

(CONTINUED)

SUPERMAN stops scanning and shakes SERGEANT's hand.

SUPERMAN

Nice to meet you, SERGEANT  
Pennington. There's no bomb in this  
building.

LUTHOR

(screaming)

How could you know that?

SUPERMAN

I checked. There are some lead  
lined rooms which isn't unusual in  
a research facility but they're  
secured areas. So unless Luthor put  
the bomb there himself, the bomb is  
out here.

LUTHOR

What? How dare you insinuate-

SUPERMAN motions to LUTHOR to be quiet.

SUPERMAN

("listening")

Wait...

LUTHOR

Do you hear your mother calling  
you?

SUPERMAN "listens" to the crowd. We hear what he hears. What  
sounds like a massive chaotic bass-heavy thumping narrows  
down shorter and shorter until there is one incredibly quick  
heartbeat.

SUPERMAN stares into the crowd looking "through" them. The  
crowd parts as if they know he isn't looking at them until  
the WOMAN from the receptionist desk is left standing alone.  
Her face is full of tears and she looks like hell.

SUPERMAN

(to LUTHOR)

Ex-wife?

LUTHOR

Hardly. I pay the six of them  
enough money not to try a stunt  
like this. She's a former EMPLOYEE  
I had to transfer to a "less  
desirable position."

(CONTINUED)

WOMAN

(crying)

All I wanted was to talk to you,  
Mister Luthor. You told me you  
cared and I just want one more  
chance. I just wanted to talk.

LUTHOR

Did you have an appointment?

Furiously the WOMAN pulls a trigger from her pocket and rips  
her jacket open showing the bomb. Immediately, SUPERMAN  
begins to inspect it with his telescopic vision.

SERGEANT

Hey lady! I don't know what this  
schmuck did to you but you're gonna  
kill a lot of innocent people.

LUTHOR

Look...

MERCY leans into LUTHOR and whispers in his ear.

LUTHOR

...Cheryl, I know there may have  
been some misunderstandings.

WOMAN

Transferring me to Bludhaven is  
hardly a misunderstanding.

LUTHOR

How about I'll have someone give  
you a call if you leave your number  
with-

WOMAN

I'LL GIVE YOU A NUMBER!THREE!

People begin to scramble from the scene.

LUTHOR

I can give you a promotion. Maybe  
move you into a nice office on the  
one-hundred and fourth next to the  
Executive Wash Room.

WOMAN

TWO!

People begin to knock each other over fleeing the area. The  
POLICE are right behind them. People take shelter behind  
cars and structures.

(CONTINUED)

SUPERMAN is watching her, totally calm.

LUTHOR

Five hundred percent salary increase. That oughta buy a lot of therapy.

WOMAN

ONE!

She presses the trigger and there is an almost inaudible click. She presses repeatedly and nothing. She looks at the trigger and in its place is a sterling silver pen. She clicks it again and the point extends and retracts. She looks down at her mid-section and there is no bomb.

SHASH CUT ACROSS TO:

LUTHOR, SUPERMAN and SERGEANT.

They are confused except for SUPERMAN who no one notices is holding and inspecting the bomb.

SUPERMAN

Where did you get this? This is very impressive.

(To SERGEANT)

What is this?

SERGEANT does a double take and then inspects it without touching it.

SERGEANT

That is impressive. That is your basic Class Six explosive with a chemical balance and wire trigger. It's a common weapon used by American Militias and Querac Jihads.

(Beat)

You disarm it by cutting the yellow, the pink and then the black.

SUPERMAN's irises turn red and three wires burn clean through. He hands it to SERGEANT who just stares at him in amazement.

Two OFFICERS arrest the WOMAN. As she's being taken away...

LUTHOR

Cheryl...

She turns with hope in her eyes.

(CONTINUED)

LUTHOR  
...you're fired.

She breaks free of the POLICE and lunges at LUTHOR. Stepping in the way of her charge is MERCY. With a martial arts move that appears to be one fluid motion, she drops her to the ground. POLICE gather her and take her away.

SERGEANT  
Superman, how did you know where  
the bomb was?

LUTHOR  
(Answering for SUPERMAN)  
A heartbeat has a particular rhythm  
that's corrupted when someone is  
under duress, a threatening  
situation or lying.

SERGEANT  
Like a polygraph.

SUPERMAN  
Exactly.

LUTHOR  
That's a neat trick. Do you do  
parties?

SUPERMAN  
It's not so easy to distinguish  
when there are two heartbeats,  
Luthor.  
(giving LUTHOR a very dirty  
look)  
If that's all...

LOIS LANE runs to the scene as SUPERMAN is preparing to leave.

LUTHOR  
I'm not done with you yet. You  
committed an extreme invasion of my  
privacy by looking into my  
building. You can expect to hear  
from my lawyers.

SUPERMAN  
I don't have time for this, Luthor.  
(noticing LOIS)  
Hello, Miss Lane. How are you  
doing?

(CONTINUED)

LOIS  
(slightly nervous)  
Fine.

SUPERMAN  
It's good to see you again but I  
have to be going.

SUPERMAN effortlessly rises and disappears into the  
afternoon sky.

LUTHOR  
(Shouting)  
When I have you brought up on  
charges and arrested and you'll  
have all the time in the world!

CUT TO:

EXT. KENT FARM, (SMALLVILLE, KANSAS) - LATE AFTERNOON

A sport utility truck drives up the long dirt road leading  
to the KENT farm. The modern truck clashes against the 1950s  
Norman Rockwell-ish landscape. The door opens and out steps  
LANA LANG (early 30s) carrying a covered dish. She is  
dressed in a simple shirt and worn jeans with very little  
makeup.

The screen door opens and out steps MARTHA KENT, the same  
woman we saw for a moment thirty years earlier. Her hair has  
grayed and she's found some wrinkles. She is wearing an  
apron but there isn't a stain on it.

MARTHA  
(Scolding)  
Lana Lang you know better than  
that.

MARTHA rushes to her side like she's a long lost child  
returning home. She kisses her on the cheek and takes the  
dish.

LANA  
Mrs. Kent we go through this every  
Sunday. Is Clark here yet?

MARTHA  
No. I think he said something about  
a meeting today.

JONATHAN KENT meets them on the porch.

(CONTINUED)

JONATHAN

My girl Lana, what did you bring me?

MARTHA rolls her eyes at him.

MARTHA

(scolding)  
Jonathan.

LANA

Peach cobbler.

MARTHA

Jonathan, what time is Clark coming?

JONATHAN looks at his watch.

JONATHAN

Well Metropolis time is two hours behind but he's never been late for a Sunday supper. I reckon he should be here-

The sound of their dog barking distracts JONATHAN. He looks by the barn and sees their son, SUPERMAN's alter-ego, CLARK KENT, playing with the dog. He is dressed in jeans and simple button shirt.

JONATHAN

--Right on time.

CLARK

Hey, Pa!

He hugs his father who looks small in his arms. Almost boylike, he approaches Lana.

CLARK

Lana.

LANA

Hi Clark.

There is a shared moment between them.

MARTHA whispers to JONATHAN and they leave the two alone for a moment.

CUT TO:

INT. KENT HOME - DINING ROOM

Supper is finished and the table is cluttered with dirty dishes. MARTHA begins collecting dishes.

CLARK

You outdid yourself, Ma. Let me help you with those.

CLARK gets up and assists. JONATHAN unbuckles his belt and leans back in his chair fully satisfied.

MARTHA

Jonathan, is that necessary. We have guests.

JONATHAN

What? Lana might as well be family. She can unbuckle her pants if it makes her feel better.

LANA

Maybe next time.

JONATHAN

Are you sure? I'm gonna stretch out on the floor in a minute.

LANA

You do that.

MARTHA

He will not.

CUT TO:

EXT. KENT FARM - DUSK

CLARK walks out of the house followed by JONATHAN. There is a marvelous Kansas sunset over the flatlands of the farm.

JONATHAN

Isn't that something?

CLARK

It sure is. You know, Metropolis has a beautiful sunset.

JONATHAN

But you can only see it when you're in a plane above the city. That's why I don't go there often. I think I'd miss her too much.

(CONTINUED)

CLARK

Ma seems a little distant.

JONATHAN

We saw what you did this afternoon, son.

CLARK

Oh.

JONATHAN

You know how she worries. She just wants you to be safe. You're her only son. Be careful.

CLARK

I'll be careful, Pa. I promise.

He kisses his father on the forehead. MARTHA comes out of the house with LANA.

MARTHA

You weren't going to race off with mine, were you?

CLARK

No, Ma.

He gives her a long hug.

MARTHA

I have some leftovers I can wrap for you.

CLARK

Hmmm, homemade meat loaf, that's tempting but I'll be okay.

LANA

Are you going to walk me to my car, Clark?

CLARK

Sure.

LANA

Thanks for having me, Mrs Kent.

MARTHA

Anytime, Lana.

MARTHA and JONATHAN return to the house. CLARK walks LANA very slowly to her truck.

(CONTINUED)

LANA

They love you so much.

CLARK

I know. I don't know what I would do without them.

(Beat)

You know, when I fly through Metropolis I notice different things all the time. Subtle changes nobody probably notices. But when I fly over Smallville, it's like nothing ever changes. It's just the way I left it. It's like time doesn't work here.

LANA

(laughing to herself)

It works. It just works very slowly.

(beat, very serious)

I miss you, Clark. I miss you so much.

CLARK

I miss you, too, Lana.

LANA looks at him realizing he doesn't understand.

LANA

You really don't know, do you? You can hear clouds collide into each other but you are so oblivious sometimes.

(Beat)

You know every time your parents see you on TV they are so proud and so terrified at the same time. When other people worry if their kids are making friends and eating right your parents are worrying if some super-powered goon is going to get the best of you. If you're going to be trapped in space or buried in a lava flow or something.

CLARK

(Beat)

I had that lava flow under control.

LANA

You're missing the point, Clark. They love you and worry about you.

(MORE)

(CONTINUED)

LANA (cont'd)

I worry about you. Sometimes I wish you would just come home one Sunday for dinner and stay but I know that can't happen. I've known you since we were kids and I know how your parents raised you. You could never stay in Smallville knowing there were things happening in the world you could prevent. You couldn't live with yourself. You could never be that selfish.

(Beat)

But I could.

CLARK

You know, there are ten million people in Metropolis and I don't know any of them. Sometimes I think about it and I'm saving a city full of strangers when the people I know and love are here. And the worse part is everyone there thinks they know me.

LANA

But there things actually happen. They need you more than we ever could. They depend on you. You're their hero.

CLARK

Am I? NASA lost contact with the Constitution and on reentry it exploded and twelve men died. I might have been the only man on Earth who could have saved them.

LANA

But you didn't, Clark. You didn't save them and they died. You can't save them all.

CLARK

Instead, I spent my afternoon saving the life of a billionaire egomaniac.

LANA

And what if you hadn't? What if that woman blew up the building and a few thousand people died? Clark, you can't be everywhere.

(CONTINUED)

CLARK

But if I had been-

LANA

If you had been what? Two places in the same time? Stronger? Faster? You may be the most amazing person on the planet and the world may call you Superman but inside you're just a man. You have to accept that.

CLARK reaches over and holds her hand. She smiles and leans in and kisses him.

LANA

Remember that night after graduation when you took me out into the back field. I knew you were going off to college but somewhere, I thought you were going to ask me to marry you.

CLARK has a look of surprise.

LANA

I thought we would get married and you'd get me out of the one cow town and I'd actually see something in my life.

CLARK

Lana, I didn't...

LANA shushes him before he can finish.

LANA

It's okay.

CLARK

I should have married you when I had the chance.

LANA

You'll always have the chance, Clark. Whenever you're ready to come home, I'll be here.

They both gaze up into the open Kansas sky.

CUT TO:

## INT. LEXCORP CONFERENCE ROOM

In the room seated around a large marble table are thirty men from various divisions of the LexCorp empire. One entire wall is a window overlooking a breathtaking view of night-lit Metropolis. The massive seat at the front of the table is empty.

The two giant doors to the room are tossed open and in walks LUTHOR (everyone stands). As always, within arms distance is MERCY, followed by two SECRETARIES. He sits at the front of the table with a SECRETARY on each side. MERCY stands behind him.

LUTHOR

Gentlemen, I've had a hell of a day  
and I am not in a very good mood so  
let's make this short.

(calling out)

Accounting?

VAN HYNING, the Accounting Rep stands and clears his throat.

VAN HYNING

We have acquired six more research  
facilities in Southeast Asia. The  
munitions plant in Northern Europe  
that has been prohibiting our use  
of their new patented circuit board  
is no longer a problem.

LUTHOR

Then the merger went well?

VAN HYNING

The details are in my report.  
LexAir, LexOil, LexCom and their  
subsidiaries are all doing well,  
twenty-two percent above the  
projected goals.

LUTHOR

(excited)

That's what I like to hear!

VAN HYNING

(nervous)

The stock divided this morning and  
LexCorp took a two hundred point  
seven million dollar loss... the  
lowest percentage loss of all the  
listed companies. A loss sixteen  
percent higher than Maxwell Lord's  
holdings.

(CONTINUED)

LUTHOR doesn't look happy with the news and everyone waits for his reaction.

LUTHOR

What exactly am I standing in?

VAN HYNING

Company assets are at four point two trillion dollars.

LUTHOR

(long beat)

That's acceptable.

(Beat)

Research?

HOLLISTER, the rep from RESEARCH & DEVELOPMENT stands.

HOLLISTER

Construction of our new facilities in South America and Greenland are proceeding ahead of schedule. The great news is medical research has perfected the Leukemia vaccine prototype. It works flawlessly.

LUTHOR

Have they sent the conditions to the pharmaceutical firms?

HOLLISTER

Yes they have and they've all declined. They argue the asking price is outrageous.

LUTHOR

If it were their kids let's see how outrageous it is. Very well, we keep it and it goes no where. The Antarctica facility?

HOLLISTER

Running totally on your new energy source for eight months on a less than a quarter of a percent what it previously used. The new fuel is clean, stable and most importantly cheap. Of course, we only have limited resources.

LUTHOR

Is it possible to replicate the chemical structure?

(CONTINUED)

HOLLISTER

We know it isn't from Earth but  
it's being worked on as we speak.

LUTHOR

And the Metropolis Energy  
Commission?

HOLLISTER

That news isn't as good. There  
needs to be a unanimous vote to  
change the city's power source. We  
own ten of the twelve commission  
members but the other two refuse to  
cooperate. They think it's  
unnecessary to spend billions of  
dollars of taxpayer's money on an  
untested source.

LUTHOR

The cloning?

HOLLISTER

We have a cat?

LUTHOR

You cloned a cat?

(to VAN HYNING)

How much money have I spent on this  
cloning thing?

VAN HYNING

Two billion, Mister Luthor.

LUTHOR

Two billion dollars and you have a  
cat?

HOLLISTER

Well, we have fifteen hundred cats.

(LUTHOR gives him a horrid  
look)

It's very remarkable. They all are  
identical when means the matrix-

LUTHOR

Fifteen hundred cats? What am I  
supposed to do with fifteen hundred  
cats? If I were in Korea I'd open a  
delicatessen but I'm not. I'm in  
Metropolis where fifteen hundred  
cats are useless to me. I want  
something better. Dogs, monkeys,

(MORE)

(CONTINUED)

LUTHOR (cont'd)  
French-speaking gorillas. Impress  
me.

HOLLISTER  
Yes, Mister Luthor.

LUTHOR  
(changing tone and becoming  
extremely serious)  
Now to my Legal Department... I  
have a problem, which in turn means  
you have a problem.

LUTHOR stands and begins circling the table in a tiger-like  
stalk looking for something to kill.

LUTHOR  
This afternoon a man stood outside,  
on my property and looked inside my  
building. My business. My home. I  
consider this a grave invasion of  
my privacy.  
(Beat)  
Now what are you going to do about  
it?

Several attorneys look nervously at each other. LUTHOR  
points at WYNN, a young man, who returns a "who me" look.

WYNN  
Well, he's Superman, sir. He's not  
the kind of person you issue  
subpoenas to. And he was acting  
with the cooperation of the Police  
and under The Good Samaritan act of  
1968 you can't...

The entire room cringes. LUTHOR looks up with a frightening  
serene expression.

LUTHOR  
I what?

WYNN  
(very nervous)  
You can't take legal action-

LUTHOR  
I'm sorry, what's your name?

(CONTINUED)

WYNN

Wynn, sir.

LUTHOR

And Wynn, how long have you been employed here?

WYNN

Three months, sir.

LUTHOR

And can you tell me what qualifies you to work in my Legal Department?

WYNN

I attended Harvard Law School on a full scholarship and graduated in the top three percent with honors. I worked as a public defender for three years in Gateway City with an undefeated record. I had my own firm for two years in Keystone and decided I wanted to work with the best and came here.

LUTHOR

Are you familiar with my qualifications?

WYNN

(nervous)

No, sir.

LUTHOR

Well, let me familiarize you with my resume. I completed high school when I was fourteen. I had my first Bachelor's Degree when I was sixteen. My first doctorate when I was seventeen. I have four of them. I graduated in the top three of my class because I was too busy working on theories for matter destabilization that year but I did manage a Nobel Prize nomination in science but I lost to some Mathematician with theories no one will ever use. NASA paid me for the destabilizer and I was a millionaire at twenty-four. I made my first billion when I was thirty-one.

(to VAN HYNING)

(MORE)

(CONTINUED)

LUTHOR (cont'd)

What are my personal assets?

VAN HYNING

As of four-fifteen this afternoon, your personal worth is one hundred and sixteen point one billion dollars... give or take a few hundred million.

LUTHOR

Of the other two, one is an advisor to the President and the other spends his nights praying he can defend WayneTECH from my corporate raiders.

(Beat)

I understand you're new but for future reference, you never tell me what I can and cannot do.

(Beat)

VAN HYNING.

VAN HYNING

Sir?

LUTHOR

Superman said something about not being able to see through the lead-lined rooms in the radiation labs. Get an estimate to the interior walls painted with a lead content paint.

(Turns toward the window)

I'm thinking... beige.

LUTHOR is staring out over the city.

Everyone exits except MERCY. LUTHOR reaches adjusts his jacket and realizes he's missing his sterling silver pen. He looks at MERCY for an answer and she shrugs her shoulders.

CUT TO:

INT. DAILY PLANET - PERRY WHITE'S OFFICE - 10:45P

LOIS enters PERRY's office waiving a floppy disk.

LOIS

I got it.

She drops the disk on his desk.

(CONTINUED)

PERRY

What's this?

LOIS

The story on LexCorp bomb for the morning edition.

PERRY holds up another disk.

PERRY

Clark had his here before he left at seven.

LOIS doesn't say anything. She fumes until she's built up enough pressure she storms out.

PERRY

(shouting out and holding the disks)

And what ever happened to paper?

INT. DAILY PLANET CITY ROOM

LOIS drops into her chair, consumed with anger. The clock in the background reads 11:00PM.

Cleaning people come and go along with the occasional worker burning the midnight oil. She never moves but the time does.

The clock DISSOLVES to 8:30am. The office becomes alive with people.

CLARK KENT enters with RON TROUPE and they go to their respective desks. CLARK situates his things, opens the morning paper while LOIS glares at him the whole time.

LOIS

(monotone)

How do you do it, Smallville?

CLARK

(not lowering the paper)

Do what, Lois?

LOIS

You know what.

CLARK

(lowering the paper and looking up)

I'm just doing my job.

(CONTINUED)

LOIS

No. Getting the stories on the front page is what I do. You're doing my job.

CLARK

Are you jealous, Lois?

LOIS

No, I am not jealous of you.

CLARK

Tell you what. I have a meeting with MAYOR Berkowicz to discuss the revamping of the transit system. Why don't you go instead?

LOIS

Don't do me any favors. Sam Lane didn't raise his daughters to take hand-outs.

CLARK

No, I insist. I have a friend coming to town and it'll free up more of my time. He likes you better anyway. You always get the good stuff out of him.

(convincing)

Come on, Lois. He owes me an interview as a favor. It'll be an exclusive.

LOIS

(hesitant)

Okay, I'll do it, but not because I want the story. I'm doing it so you can spend the evening with your friend to do whatever it is you do when you're not here. Understood?

CLARK

You're helping me out.

LOIS

Exactly.

Across the room RON and JIMMY are listening in.

RON

Lois is one hard case.

(CONTINUED)

JIMMY

Miss Lane hates to lose...  
especially to Mister Kent.

RON

Actually, I'd hate to be on the  
receiving end of that but I think  
Kent actually likes it.

RON walks off.

JIMMY

You think?

CUT TO:

EXT. STREET - DAY - RUSH HOUR

A speeding VAN is weaving DANGEROUSLY through traffic while  
being pursued by POLICE cars. The VAN loses its pursuers but  
SWERVES to avoid a civilian, causing the VAN to flip several  
times landing in the middle of an intersection.

Dazed, three ski-masked THUGS emerge carrying duffel bags of  
money.

THUG #1

Let's go!

They flee through the streets, past pedestrians and into the  
subway.

INT. SUBWAY

The THUGS jump the turnstile and FORCE THEMSELVES Into a  
subway train as the doors shut and it pulls from the  
platform. Subway patrons scream with terror.

THUG #2

Everybody shut up or somebody's  
gettin' a bullet in the head!

THUG #1

(to THUG #3)

Go up front and make sure the  
driver doesn't radio anybody or  
make any stops until I say so.

THUG #3 hustles to the front of the car.

(CONTINUED)

THUG #1  
(to THUG #2)  
They can still stop the car from  
the central station so if we don't  
stop at the 147th then they don't  
know what car we're on.

The train approaches the next platform without slowing.

THUG #3  
(excited)  
We're not slowing! They don't know  
which train we're on! We are outta  
here!

The THUGS rejoice in a quick celebration as the train speeds past the platform. On the platform is CLARK KENT next to LOIS LANE (with her cell phone.)

The waiting commuters are confused and start mumbling. In an instant, CLARK peers into the moving train with his telescopic vision sees the THUGS with their hostages.

CLARK takes two steps backwards behind the line of people. His gray hat can be seen above the headline as he moves along the platform in the direction of the train. Between the people, we see a blur that changes from a gray suit to the familiar colorful uniform. He emerges from the other side as SUPERMAN and flies into the tunnel.

He's gone in a blur.

INT. SUBWAY TUNNEL

SUPERMAN speeds through the darkened tunnel, his image is a flicker among the passing subway lights. As he approaches the train he turns sideways (left side down, his front to the train) and squeezes BETWEEN THE TRAIN AND SUBWAY WALL. His face strains as he builds speed and MATCHES the turns without slowing.

INT. SUBWAY CAR

The HOSTAGES in the train are panicked. One HOSTAGE, facing the window, can see a large sideways "S" shield moving past them to the front of the train. HOSTAGE burps a small nervous laugh and another until they quickly build to a frenzy of uncontrolled laughter. The other HOSTAGES fear he's going to get them killed.

(CONTINUED)

THUG #2  
(to LAUGHING HOSTAGE)  
What the hell is so damn funny?

LAUGHING HOSTAGE  
(trying to calm himself)  
You...

SUPERMAN arrives at the front of the train and turns upright flying in a standing position at the door.

LAUGHING HOSTAGE  
(laugh)  
...are gonna...

SUPERMAN forces his fingers between the doors and tears them open with the sound of twisting metal.

LAUGHING HOSTAGE  
(trying to stop)  
...get your ass...

SUPERMAN, hovering two feet above the floor, steps down inside.

LAUGHING HOSTAGE  
(laughing)  
...so kicked.

EVERYBODY in the train looks at the LAUGHING HOSTAGE with no idea what he's talking about.

SUPERMAN (OS)  
Gentlemen...

THUGS turn to see SUPERMAN. Immediately they point their guns and fire in a rapid succession of bullets. Barely moving, SUPERMAN whips his hands through the air catching dozens of bullets.

THUG #2's gun jams.

THUG #1 runs out of ammunition.

THUG #3 keeps firing and SUPERMAN, still catching bullets walks slowly toward him, reaches out, wraps his fingers around the gun and begins to "crinkle" it causing it to SMOKE AND break apart. Metal chunks clang as they hit the floor. After the last piece falls, SUPERMAN laces his fingers with the THUG's and squeezes causing the THUG to buckle to his knees screaming in pain.

(CONTINUED)

SUPERMAN

(to THUG)

I'm guessing you're new here.

THUG #2's gun unjams and he fires at SUPERMAN's back. SUPERMAN hears the shot and turns. The bullet hits him square in his chest and ricochets...

POV - the bullet: speeds back to THUG #2's forehead. THUG #2 screams and as the bullet closes in on his face, it stops in mid-air.

CAMERA pans out and SUPERMAN is holding the bullet between his thumb and index finger, four inches from THUG #2's forehead. The bullet is wafting smoke.

THUG #2 is whimpering.

SUPERMAN

I think this belongs to you.

He puts the hot bullet in THUG #2's palm and closes his fingers around it.

The train comes to a stop.

EXT. STREETSIDE

There are emergency vehicles and POLICE waiting streetside. SUPERMAN emerges from the subway surrounded by the crowd of people he's rescued.

A little GIRL approaches.

GIRL

Superman, can I get my picture taken with you?

MOTHER

We're from out of town and it would be a great souvenir.

SUPERMAN

I really don't do pictures... but I'll tell you what...

SUPERMAN holds out his hand still full of bullets. He kneels to the girl's level and blows on them. The little GIRL winces at the cold air. When the mist clears, the bullets are incased in ice.

SUPERMAN plucks one from the mounds and hands it to her.

(CONTINUED)

SUPERMAN

Why don't you take one of these and  
tell all your friends you saw  
Superman catch it?

GIRL

COOL!

SUPERMAN sets the frozen bullets on the ground and the crowd  
scrambles for them. SUPERMAN sees LOIS off to the side  
jotting notes on a tablet furiously.

The GIRL takes the frozen bullet and gleefully shows her  
parents.

FATHER

Thanks, Superman.

SUPERMAN

My pleasure.

SUPERMAN shakes his hand and winces. FATHER looks at him  
shocked. LOIS notices.

LOIS

Let me see that.

SUPERMAN

I'm fine, Lois.

LOIS opens his hand and his palm is burned. LOIS looks at  
him with fear in her eyes.

LOIS

Is this from the bullets?

SUPERMAN

I'll be okay.

He flies off.

CUT TO:

INT. POLICE STATION

Several COPS are escorting a HUGE LOUD PERP through the  
bustling station into lockup.

PERP

Hey pigs, how long you think I'm  
gonna to stay here before I breaks  
loose and kill you all?

(CONTINUED)

COP #1

Shut up.

SMALL FEMALE COP (OFFICER WARREN) walks by.

PERP

Hey piglet, nice piece you got there. You wanna see what I'm packin'?

She pulls out a can of mace and sprays him directly in the face. He starts coughs and changes into a laugh.

He repulses her by flicking his tongue. He holds his cuffed hands in the air.

PERP

Do you like to play with handcuffs as much as I do?

OFFICER WARREN

I prefer my men without jewelry.

PERP

Not a problem.

He twists his ham-fists together and strains the small silver chain until it breaks. He holds his free hands in the air.

PERP

I'm flexible.

He picks her up (OFFICER WARREN screams) and tosses her across the room like a discarded toy.

The station goes berserk. POLICE scramble for cover and draw their weapons.

PERP

Okay, who wants to be first?!

STRANGER (OS)

That would be me.

This whole sequence is done without a visual of the STRANGER. He is to be revealed later.

PERP looks down and laughs.

QUICK CUT TO:

EXT. POLICE STATION -- MIDDAY

PERP is thrown through the front double glass doors and lands in the middle of the street. Dazed, he lifts himself to see a TRUCK headed straight for him.

He SCREAMS! The DRIVER slams his breaks and the truck skids.

At the last possible second, a hand presses into the truck grill and stops it. The airbag ignites and explodes on the DRIVER. The front of the car is smashed like it hit a tree.

STRANGER (OS)

(To POLICE)

Someone see if that driver is okay.

The Police Station empties into the street. The PERP is mumbling to himself. The STRANGER grabs him by the back of his neck and squeezes. He points him into the direction of the OFFICER WARREN (who is rubbing her neck).

STRANGER (OS)

(To PERP)

Since I'm sure you don't have a mother, I'll assume you don't know better.

PERP

Screw you, you frickin'-

STRANGER (OS)

(squeezing harder)

Apologize to the lady. I'm only going to ask you nicely once.

PERP

(in horrible pain and  
whimpering)

I'm sorry, Miss Police Lady Miss.

STRANGER (OS)

That's better.

He lets go and PERP falls to the ground.

CLOSE-UP ON PERP'S HANDS as six pair of handcuffs lock around his wrists and he's led back into the station by several COPS with rifles pointed at him.

The STRANGER walks down the street.

(CONTINUED)

COP  
What was that?

CUT TO:

EXT. CITY STREET - DAY

A school bus has a blow-out. The DRIVER tries to keep control as it leans and is hit by A TRUCK knocking it on its side.

INT. SCHOOL BUS

The CHILDREN are screaming and crying. The DRIVER staggers to his feet in the overturned bus.

DRIVER  
KIDS! KIDS! Everybody stay calm.  
This is going to be okay.  
(pointing to an older boy)  
Patrick! See if you can open the  
emergency door!

PATRICK pulls the lever but the door doesn't open. He sticks his head out a broken window and sees...

A FREIGHT TRAIN. They have been pushed through traffic onto the tracks.

PATRICK  
Mister Clifton! There's a train  
coming!

The CHILDREN begin screaming when something else slams into the bus with a THUD!

DRIVER  
What the--?

EXT. INTERSECTION/TRAIN CROSSING

The bus starts to slide on the pavement through the train intersection. People get out of their cars watching the sight. CAMERA pans around the back of the train revealing STRANGER with his back against the bus PUSHING it over the tracks. The MAN is revealed slightly more than he was in the previous scene.

The bus barely clears the tracks and the train speeds by.

(CONTINUED)

The STRANGER goes to the top of the bus (which is on its side) and with his bare hands tears into the metal roof making an opening for the children to escape.

STRANGER

Everybody be careful. The edges are sharp. Don't cut yourself.

The DRIVER, the last one out, squints at the sun in his eyes as he looks to his silhouetted benefactor...

DRIVER

Thank you, Superm-

And realizes this isn't SUPERMAN.

DRIVER

(Embarrassed)

I'm sorry.

STRANGER

Don't worry. It happens all the time.

CUT TO:

EXT. MONORIAL TRACKS

CLOSE UP: There is a short in the magnet track, which showers in sparks.

INT. MONORAIL COCKPIT

Gages begin flashing and the MONORAIL CONDUCTOR frantically tries to regain control. He clicks his radio on.

MONORAIL CONDUCTOR

Attention base fourteen! Attention base fourteen! MMT six eight nine zero is runaway! Repeat: MMT six eight nine zero is runaway!

The monorail barrels through its switch-off.

MONORAIL CONDUCTOR

(to himself)

Oh no. The switch.

INT. CITY HALL PRESS ROOM

DEPUTY MAYOR MICHAEL WALKER is behind a podium fielding questions from reporters. Among them is CLARK KENT and JIMMY OLSEN.

WALKER

...has no official stand at this time but I'll have an answer for you next week. The last three questions will be Ms Parks, Mr Kent and Mr Knox from the Globe.

KNOX

With increased activities by Superman, does this administration endorse these unsanctioned actions and if it doesn't, how does it plan to police them?

WALKER

The MAYOR...

CLOSE on CLARK KENT whose attention starts to drift. The DEPUTY MAYOR's voice warbles and with his hearing, he begins to focus on other things. The next lines overlap as if listening to a hundred people talk at once.

EAVESDROP #1

...I had the Szechwan Chicken and Garlic Sauce...

EAVESDROP #2

...how could you do that do me? You know how much I care about you...

EAVESDROP #3

...this behavior cannot be tolerated...

EAVESDROP #4

...has managed to synthesize and patent some new mineral at LexCorp...

EAVESDROP #5

...if you're not doing anything after work I was hoping you might...

EAVESDROP #6

...are a bunch of heathen anyway...

(CONTINUED)

EAVESDROP #7  
...can't be trusted...

EAVESDROP #8  
...don't know what I would do  
without...

EAVESDROP #9  
...the nine thirty show...

EAVESDROP #10  
...because of the gun...

EAVESDROP #11  
...is so yummy...

EAVESDROP #12  
...aren't really hers...

The voices get more and more singled out until there is one lone voice.

EAVESDROP #13  
...emergency vehicles stand by for  
massive collision victims at  
Monorail Base fourteen...

The sound focuses again on WALKER.

WALKER  
...but is appreciated regardless,  
Mr Knox. And the last question goes  
to Kent.

The attention in the room shifts to an empty chair where CLARK was seconds earlier. Nobody saw KENT leave and no one is as surprised as OLSEN.

CUT TO:

INT. CITY HALL PRESS ROOM

CLARK scurries around the corner past employees. An elevator being repaired and the doors are wedged open. Two REPAIRMEN are working on the doors. CLARK moves to the elevator in a blur. Both REPAIRMEN turn away as the blur moves between them and drops down the darkened shaft.

The two REPAIRMEN turn and look at each other and then go about the business.

INT. ELEVATOR SHAFT

CLARK freefalls down the shaft, his body a perfectly rigid form. His tie wisps above his head and his hair flips in the breeze as he plummets several stories. His eyes are closed enjoying the moment. The camera CLOSES IN on his chest.

His hands gently take the edges of his buttoned shirt and TEAR THEM APART REVEALING THE RED AND YELLOW "S" SHIELD ON BLUE THAT FILLS HIS CHEST.

INT. CITY HALL ELEVATOR SHAFT

The Lobby elevator is opened and marked off with "OUT OF ORDER" signs.

SUPERMAN flies out of the shaft and through the lobby. Someone enters and SUPERMAN meets the open door perfectly and flies out.

CUT TO:

EXT. SECOND MONORAIL

A SECOND MONORAIL is unaware another has lost control and not switched tracks. They are heading directly toward each other.

EXT. TRACKS FROM OVERHEAD

SUPERMAN swerves into view and catches up with RUNAWAY MONORAIL.

INT. RUNAWAY MONORAIL

From inside, PASSENGERS look and point at SUPERMAN flying overhead.

EXT. RUNAWAY MONORAIL

SUPERMAN flies in front of the monorail, places himself AGAINST the front car and pushes in an attempt to slow it down in vain. The MONORAIL CONDUCTOR can see SUPERMAN through the window.

MONORAIL CONDUCTOR  
Come on, Superman! You can do it!

(CONTINUED)

The second monorail is gaining. SUPERMAN uses his telescopic vision and can see the other MONORAIL miles away closing in.

CUT TO:

INT. SECOND MONORAIL

CONDUCTOR is on the radio.

CONDUCTOR

WHAT!

He throws a series of switches stopping the monorail. Passengers are thrown about as it halts.

CUT TO:

EXT. RUNAWAY MONORAIL

The RUNAWAY MONORAIL is within immediate distance.

CLOSE on SUPERMAN's face, which is tightened and strained.

The MONORAIL frame begins to cave in making an indentation with SUPERMAN at its center.

CLOSE on SUPERMAN's face, which is contorted...

The noise stops.

All is silent.

CAMERA pans back from SUPERMAN's face and reveals a halted MONORAIL with his body pressed against it. He looks like a child in front of a semi compared to the train. CAMERA pans further revealing the SECOND MONORAIL maybe two feet in front of him.

The CONDUCTORS stare at him in disbelief.

CONDUCTOR

Wait till my wife hears this one.

CAMERA moves along side the distance of the RUNAWAY showing the relieved passengers through the windows and finally coming to the end of the train revealing the STRANGER holding the back end. From a back window, people inside the train have been watching him.

(CONTINUED)

The STRANGER lets go and steps out onto the platform tired and worn. This is the first time we fully see him in light. His is huge and bald with a goatee and dressed in black. In the distance, SUPERMAN staggers out from the train.

SUPERMAN and the STRANGER's eyes meet. The train doors open and people flood out.

CUT TO:

#### TELEVISION INTERVIEWS

All taken from witnesses to the day's events and all in different places.

#### SCHOOL GIRL

(nervous)

Then the bus flipped over and we all fell and the train was coming but somebody pushed us out the way and he was big and strong and big and he pushed us off the tracks.

#### COP

I don't know where he came from but he grabbed that guy and tosses him through the window into traffic like he was nothing. He made him apologize to Leah but I don't know, I might have let the guy get hit by that truck.

#### MONORAIL CONDUCTOR

I've seen Superman in action but he looked different today. Like he wasn't all there.

The interviews are part of: NEWSCAST: ACTION COMMENTS  
FEATURING SUPERMAN

The show is a daily broadcast with a special segment every day on SUPERMAN's daily exploits. The logo in the background is made of slanted letters that appear to be flying off the screen.

The host is ANGELA CHEN.

#### ANGELA

Metallo. Who is he? What is he? Where did he come from? In the past twenty-four hours, he's been responsible for six different rescues and stopping three crimes

(MORE)

(CONTINUED)

ANGELA (cont'd)  
in progress. With rumors of  
Superman's abilities waning, could  
his timing be better?

Here to address the issue of Superman's abilities and limitations is STAR Labs' Chief Science expert, Nobel Prize winner and personal friend of Superman, Professor Emil HAMILTON.

PROFESSOR HAMILTON is a man in his early fifties with glasses; gray hair and a matching beard.

ANGELA  
Professor HAMILTON, how accurate  
are the reports of an "injured"  
Superman?

HAMILTON  
Since Superman's potential and the  
origin of his abilities are unknown  
to us, there is no sure way to tell  
to what extent he's suffering, if  
he's suffering at all.

ANGELA  
So you will agree Superman is not  
the Man Of Tomorrow he was last  
month.

HAMILTON  
I have done more tests on Superman  
than anyone else has on Earth but  
the duration of time it took for  
his powers to deteriorate to their  
current state, only he knows. I can  
only imagine the effect having such  
power and then suddenly have it  
dissipate...

HOST gets a message from her earpiece.

ANGELA  
(interrupting)  
Hold on. We have a report Metallo  
just stopped a jewel heist in the  
downtown financial district. We  
have a camera there now. Let's see  
if we can go live.

A window appears with a scene of overturned cars on fire and several other wrecked vehicles.

(CONTINUED)

ANGELA

Folks, I'm not sure what we're looking at here. There appears to be some fire and property damage.

The JERKY CAMERA pans catching METALLO hoisting a THUG in each hand in the air and into the back of a POLICE van.

ANGELA

Wait! There's Metallo.

CAMERA gets closer.

ANGELA

Metallo!

He turns.

ANGELA

This is Angela Chen with Action Comments. Can we have a few words?

METALLO

Sure.

Despite his massive intimidating size and almost threatening appearance, METALLO speaks very articulately and is well-mannered. He is a paradox of himself.

ANGELA

You're abilities obviously dwarf the rest of us. Can you tell us how you became Metallo?

METALLO

I wish I could but most of it's a blur to me. I remember being in a car accident and rescued by someone on the outskirts of the city. I was almost dead and this man, a scientist, saved my life. Unfortunately the scientist died soon after so there is a lot that's unexplained even to me. I'm not sure what he did to me but I'm just glad to be alive. I feel better now than I ever have.

ANGELA

The talk of the town is that if you hadn't assisted Superman with the monorail, hundreds could have died and possibly Superman. Do you believe Superman is weakening?

(CONTINUED)

METALLO

Stopping that train wasn't easy. I know. Maybe there are some jobs that require more than Superman.

ANGELA

Is that your way of saying you plan on replacing Metropolis' Marvel?

METALLO

Definitely not. Superman is a hero to me as he is everyone in Metropolis, if not the world. Look, Metropolis is a big town. There are eleven million people here and I think there is more than enough room for the both of us. I bet the guy could use a vacation.

Forced laughter from CHEN.

METALLO

Now if you don't mind, I'd like to make sure these guys get taken off and I still have to clean up this mess.

ANGELA

Thanks for your time. We have a CALLER. CALLER you're on the air with Professor

HAMILTON.

CALLER (VO)

(very inarticulate)

I seen Sooperman in action and I don't believe you guys is writin' his death certificate already and puttin' that Metallo guy on yer shoulders. The guy didn't catch a train for Pete's sake! He's always been there when it mattered. Maybe the guy didn't get enough sleep or he's got some kinda twenty-five hour bug or somethin'.

ANGELA

(confused)

Oh-kay. We have another CALLER with an opposing view. Go CALLER.

(CONTINUED)

LUTHOR (VO)  
You really must develop a better  
screening process.

ANGELA  
Is this Lex Luthor?

LUTHOR (VO)  
Yes it is.

ANGELA  
What an unexpected pleasure.  
Metropolis' favorite entrepreneur.  
Can I call you Lex?

LUTHOR (VO)  
No.

(Beat)  
I agree with Metallo. There is room  
in Metropolis for two heroes. I  
think underestimating Metallo may  
be a grave mistake. To put so much  
trust in one person can only be  
dangerous. At least we know Metallo  
is human unlike Superman who hides  
his origin. Exactly what do we know  
about Superman in the few years  
he's been here.

CALLER (VO)  
I know he can kick your bald ass  
clear to Otisburg--

LUTHOR (VO)  
(confused)  
Otisburg?

CALLER (VO)  
Yeah you-

LUTHOR (VO)  
Otisburg?

CALLER (VO)  
Tell you what Luther...

LUTHOR (VO)  
Lu-thor.

CALLER (VO)  
Dumbass! Why don't you come out of  
that fancy glass house and you and  
me can do a little one on one in

(MORE)

(CONTINUED)

CALLER (VO) (cont'd)  
yer front yard or ain't you got the  
rocks?

ANGELA  
Okay, I think that will be enough  
and we'll be back after this  
commercial break.

## INT. DAILY PLANET

Several staffers are gathered around the wall-mounted television and break up when the LEXAIR commercial starts. In the background, CLARK is at his desk handwriting a letter. LOIS is seated across from him. JIMMY approaches.

JIMMY  
Did you see Metallo on the news?  
Man, is he something or what?  
(looking over LOIS' shoulder  
and pointing)  
There's a "k" in "panicked."

LOIS smacks his hand... HARD. CLARK sneezes. LOIS instinctively hands him a box of tissue.

CLARK  
Thank you.

CLARK reaches for the box and LOIS draws it back.

LOIS  
What was that?

JIMMY  
(slightly confused)  
Mister Kent sneezed.

LOIS  
Are you sick, Smallville?

CLARK  
A little under the weather.  
Probably something going around.

LOIS  
In June?

She hands him the box.

(CONTINUED)

LOIS

I've never seen you sick, Clark. I thought they built all you country boys big and strong.

JIMMY

That's true, Mister Kent. Wow. You're quick, Miss Lane.

LOIS

I'm a reporter, Jimmy. I notice things.

CAT GRANT shouts from her desk on the other side of the room.

CAT

HAS ANYBODY NOTICED IF METALLO IS WEARING A WEDDING RING?

CLARK

I haven't been feeling well. I'm probably best I go home and get some rest.

CAT approaches. CLARK puts his letter in an envelope and hands it to JIMMY.

CLARK

Jimmy, could you take this down to the mail room.

JIMMY

Sure thing, Mister Kent.

CAT takes it from JIMMY.

CAT

Lana Lang?

LOIS

A letter? Let me guess your pigeons haven't come back yet? You know, with emails, faxes and if you really want to be a Neanderthal you could always use the telephone.

CAT

I think it's sweet. I can't remember when the last time somebody wrote something for me. Why can't I meet a nice guy?

(CONTINUED)

JIMMY

Didn't Bruce Wayne serve you with a restraining order?

CAT

That was four years ago and I am feeling much better now, thank you.

(Beat)

Any good dirt I should know about, Clark?

LOIS

Kent doesn't have any dirt. He's going to go home and make some soup from a Kent recipe that's been in the family for six generations and huddle down with a quilt and Frank Capra movie that would make me wretch. Aren't you, Kent?

CLARK

Seven generations.

JIMMY

I thought you had visitors tonight, Mister Kent. Isn't that why you're letting Miss Lane interview Mayor Berkowicz?

INT. DAILY PLANET LOBBY

A statuesque WOMAN (#2) dressed in a long skirt and conservative blouse enters. Her body is that of an athlete. Her legs are to die for. Her skin's like porcelain and her thick jet black wavy hair cascades down her shoulders to the middle of her back.

She approaches the RECEPTIONIST (#3) who looks up, startled.

RECEPTIONIST #3

(startled)

Can I help you?

WOMAN #2

I'm here to see Clark Kent.

A man walks by in the background staring at her.

QUICK CUT TO:

INT. CITY ROOM

CAT

Hmmmm. More Kansas farm boys?

LOIS

Cat likes 'em big. It must be all the corn.

QUICK CUT TO:

INT. OPENING HALLWAY - OPENING ELEVATOR

The doors open. Everyone in the elevator is at shoulder height to mystery woman. She exits and they stare. As she walks down the hall and a man carrying a computer monitor sees her, drops it, and it shatters on the floor.

QUICK CUT TO:

INT. CITY ROOM

PERRY WHITE sticks his face out of his office.

PERRY

(loud)

KENT!

CLARK gets up and heads for PERRY's office.

CAT

Why are you so hard on Clark, Lois?

RON

She's jealous because she's LOIS LANE: ACE REPORTER and the story of the century, the coming of SUPERMAN, was swooped right out from underneath her while she was there; by the new guy, the country guy. The nobody who went to college at Hicksville University in Kansas. The nobody who never had a professional gig in his life and not only does he manage to sneak a story pass the great and powerful Lois Lane, he manages to win a Carlin Award in the process...

(slowly)

On his first... time... out.

(CONTINUED)

(Beat, to LOIS)  
Green doesn't become you, Lois.

QUICK CUT TO:

INT. DAILY PLANET SECURITY BOOTH

The WOMAN's image is on a wall of monitors. Five GUARDS are watching her. One signals and two more join them.

QUICK CUT TO:

INT. CITY ROOM

LOIS

(Rant)

You want to know what it is? This guy is a Boy Scout. He doesn't smoke. He doesn't drink. He doesn't swear. He calls his parents everyday. If I had to talk to my father everyday I'd kill myself. He's honest. He's trustworthy. He's moral. Every friend he's got he's had since high school and that just isn't normal. The guy says grace before his meals, eats his vegetables first and drinks milk. And that ridiculous hat! Who wears a fedora?

(Beat)

For Christ's sake, has anyone ever seen him use the bathroom?

They stare at her like she's a madwoman.

JIMMY

I saw him help old lady Hayworth across the street to Berardo's Delicatessen yesterday.

LOIS

That is exactly what I mean. Everybody knows old lady Hayworth is a cranky bitch.

(Searching for words)

He's like some kind of by-the-book moral, excellent worker, great writer, seven-year-old in the body of a linebacker virgin.

(CONTINUED)

RON

That's it. You're crazy. I hope your medical is paid for.

LOIS

(Standing to exit)

No. There is something else to this guy. Things about him we couldn't imagine. Nobody eats that much apple pie. I can't put my finger on it but you'll know when I do. Kent is full of surprises.

She turns and is eye level at the chest of the mystery WOMAN. CAMERA cuts to a FULL SHOT of the both of them and the woman (5'11" wearing four inch heels) towering over the 5'7" LOIS.

WOMAN #2

I was told I could find Clark Kent here.

The WOMAN speaks in a very distinct accent (similar to Greek). Everyone is speechless.

WOMAN #2

Clark Kent. He's a reporter.

More staring.

WOMAN #2

This is the City Room, isn't it?

PERRY's door open and he and CLARK exit. CLARK sees his guest.

CLARK

(Excited)

Diana!

He hugs her. LOIS stares at them both in disbelief.

WOMAN #2 from here on will be known as DIANA.

DIANA

I thought I was in the wrong place.

CLARK

Did you have any trouble getting into town?

(CONTINUED)

DIANA

I'm okay. I have a pretty good sense of direction.

CLARK

(To everyone)

Everyone, this is an old friend, Diana.

(Introductions)

This is Ron Troupe. Cat Grant our society columnist. Jimmy Olsen our favorite photographer. And this is Lois Lane.

DIANA

Clark's told me a lot about you, Miss Lane.

LOIS

Oh really...

CLARK

Let me get my things and we can go. Have a seat.

CLARK leaves and DIANA sits in his chair. Everyone hovers around her.

LOIS

So Diana...?

DIANA

Just... Diana.

LOIS

What is it you do?

DIANA

I'm an ancient history liaison for Marston University in Boston.

LOIS

Is that so?

DIANA

Mostly Greek history and cultures.

LOIS

Are you from Smallville?

DIANA

(Laughing, leans and whispers)  
Do I look like I'm from Smallville?

(CONTINUED)

CLARK returns.

CLARK  
I'm ready.

DIANA gets up and joins him.

DIANA  
It was a pleasure meeting you all.

RON  
Likewise.

CLARK and DIANA exit. PERRY enters in time to see them leaving.

PERRY  
Geez, where did Kent find the Amazon?

CUT TO:

INT. CLARK'S APARTMENT - NIGHT

The apartment decor is simple. Lots of photos and mementos from home, high school football trophies and journalism awards.

DIANA's looking at the wall of pictures.

DIANA  
This one is new.

CLARK (OS)  
(From the kitchen he looks up at a wall and answers)  
That's my parents and Lana last Christmas.

DIANA  
They're such good people.

DIANA gently runs her finger over the image of PA KENT with envy.

DIANA  
You know they sent me a Christmas card.

CLARK  
(Embarrassed)

(MORE)

(CONTINUED)

CLARK (cont'd)  
I told them you didn't celebrate  
Christmas. You should send them a  
card when Zeus' birthday comes.

DIANA  
I don't think Hallmark makes a card  
for that.

CLARK steps out from the kitchen with a picnic basket.

CLARK  
Ready?

DIANA  
Where are we going?

CLARK  
A little place I know outside the  
city.

CUT TO:

EXT. GRASSY PLAINS - NIGHT

CLARK and DIANA are sitting on a large blanket eating by the  
dim light of a lantern. Although we can't see the  
background, they seem to be in the middle of nowhere with a  
starlit sky.

DIANA  
Everyone misses you, Clark.

CLARK  
(Distant)  
Really? That means a lot to me.

DIANA  
You seem distant. What's troubling  
you, Clark?

CLARK  
That train. I've caught planes in  
midair. I should have been able to  
stop that. If Metallo hadn't been  
there those people would have died.

DIANA  
But they didn't. Be glad he was  
there.

(CONTINUED)

CLARK

It's weird because I felt fine before I got there and then I just felt so tired.

DIANA

(Comforting)

It's okay.

CLARK

(Worried)

It's not okay. I don't get sick. Do you have any idea what it takes to make me tired?

(Beat)

There was a minute where I thought I was going to die with those people.

DIANA's face turns serious.

CLARK

Have you ever thought you were going to die?

DIANA

(Uneasy at the idea) I, I've never considered it.

CLARK

Me neither. I swear I was going to get crushed between those trains. There was a minute, not even, a fraction of a second, where something inside told me to get out the way.

DIANA

Clark...

CLARK

And then in a split second I justified it thinking if I saved myself and let those few hundred people die how many more could I save in my lifetime? A few thousand? Tens of thousands? Would letting a few hundred people die be worth saving a few million in the end?

(CONTINUED)

DIANA

But you could never do that. Do you think you could just let some asteroid drop into the middle of downtown and whatever happens, happens.

(Beat)

That's not like you. I know it's a lot of pressure but you raise the standard. Hal doesn't tell anybody but I can tell he tries to run the League like you would. People strive to be like you and that's a good thing.

CLARK

I'm afraid one day I'm going to fail them.

DIANA

And one day you might. But you can't live in fear of that. One day we both might die but it isn't how you die that's important... it's how you lived.

There is a long silence.

CLARK

It's nice to have someone who understands.

DIANA

Anytime, Clark. Anytime.

CLARK

This is a really nice spot. I always wondered why it's here.

DIANA

Do you really want to know?

CLARK

Nah.

The CAMERA pans out and reveals they are sitting in the center of STONEHENGE.

CUT TO:

INT. METROPOLIS NUCLEAR FACILITY - CORE MONITORING STATION

A TECH is seated behind a large panel of gauges, lights and switches. His feet are propped up on another chair and he's leaning backwards in his chair reading copy of NEWSTIME. Several SUPERVISORS walk past the glass booth and one knocks to get his attention.

SUPERVISOR  
(Through the glass)  
Don't fall asleep in there, Thomas.

TECH nods his head in acknowledgment and goes back to his reading.

SUPERVISOR #1  
(To SUPERVISOR #2)  
He is such a bookworm.

CAMERA pans behind him and we see the PLAYBOY hidden behind the NEWSTIME.

A siren starts to wail. On the panel, lights flare on and off.

TECH drops the magazines. He pulls two massive books from underneath the desk and flops them open reviewing procedures. The SUPERVISORS burst in immediately taking positions on the board and making phone calls.

SUPERVISOR #1  
What the hell happened?!

TECH  
We have a core breach in sectors  
seventeen, five, sixty-six,  
seventy-five and forty-three.

SUPERVISOR #2  
Barrier fifteen will reach maximum  
potential in three minutes. Reserve  
shields are in place.

SUPERVISOR #3  
(Holding a telephone)  
It's Damage Control. They want to  
know can you contain it?

Extremely long beat.

SUPERVISOR #1  
Sound 'em off.

CUT TO:

## EXT. SUICIDE SLUM - AFTER MIDNIGHT

Suicide Slum Metropolis' only ghetto and bigger than some towns. The buildings are run down tenements with barred windows. The cars are old and decrepit with exception if the occasional gangsta ride that people cross the street to avoid. Unless you can protect yourself, you don't walk here at night.

On a corner, dozens of youths are hanging out when the sirens begin to wail. They echo through the night like air raid sirens from World War II.

One by one, everything stops. Cars stop moving. Music stops playing. People stop talking. People sleeping wake and look out their windows to see the commotion. Everyone already outside walks to the center of the street where they can get a clear view of the nuclear power plant visible in the distance at the edge of the slum.

CUT TO:

## INT. CLARK KENT'S APARTMENT

CLARK, shirtless and in sweatpants, is sleeping alone. In the back of his head, he can hear muffled voices. His eyes flutter beneath his closed lids until the voice becomes clear:

VOICE (OS)

--has ruptured and reached  
threatening levels in the Suicide  
Slum borough of Metropolis-

CLARK shoots upright and darts into the living room where the CAMERA centers in on a television tuned to Metropolis' 24 hour news network WGBS. The volume is almost inaudible making the ANCHOR appear to be moving her lips without sound. As the CAMERA pans back out, CLARK's pajamas are on the floor where he was standing. In the background there is an open window with curtains waving from the night air.

CUT TO:

## EXT. SUICICE SLUM - NIGHT

Panic in the streets as people try to evacuate the area. Cars are gridlocked and the monorails overrun as people force themselves inside pressing the already overcrowded cars tighter. A small RIOT has broken out with people looting while others are trying to escape the slum.

In a blur, SUPERMAN passes overhead straight for the power plant. People stop in their tracks behave themselves reminded there will be consequences for their actions.

INT. POWER PLANT

Employees are fleeing when SUPERMAN flies through the open doors and over the evacuees. He hits the corners at top speed making virtual 90 degree turns.

INT. CORE MONIORING STATION

SUPERMAN appears in a room full of harried MEN in radiation containment suits trying unsuccessfully to control the problem.

SUPERMAN

Gentlemen...

SUPERVISOR #3

Thank God, you're here, Superman.  
We've lost control of the fail-safes and the core is ruptured. We'll reach a red zone in less than ten minutes.

SUPERMAN

What do you need me to do?

SUPERVISOR #1

The core functions with Uranium 238 rods surrounded with water--

SUPERMAN

--Creating steam which powers turbines creating the electricity.

(Beat)

I really haven't got time for the science lesson.

SUPERVISOR #1

(Stunned)

The containment systems and backup systems have gone off-line.

SUPERMAN

How old is this plant?

SUPERVISOR #1

It was built in 1984.

(CONTINUED)

SUPERMAN

Then I assume you're using Barium and lead shielding to contain the radiation?

SUPERVISOR #1

Yes. If you can manually force the fail-safe shields back into place we can control the rupture from here. If not, radioactive steam forces the chamber to depressurize and there are going to be a lot of dead people in this city.

SUPERMAN

Not tonight.

(Leaving)

Yell when the shields are in place. I'll be listing for you.

INT. NUCLEAR CORE

SUPERMAN enters the core and begins to push the shields into place.

INT. CORE MONITORING STATION

The men are watching his progress on a series of monitors. One of the graphics representing a shield slides into place.

SUPERVISOR #3

He's doing it!

SUPERVISOR #1

This is amazing! Nobody can survive that much radiation!

SUPERVISOR #3

Come on. Come on.

A few more lights go positive on the monitor and one gets halfway into place and stops.

SUPERVISOR #2

What happened?

SUPERVISOR #1

Maybe the radiation got to him?

(CONTINUED)

SUPERVISOR #2  
No. The computer must be  
malfunctioning from the heat.

SUPERVISOR #3  
That's not possible.

SUPERVISOR #3 panics and hits the panels and nothing  
changes.

There is a long silence and nothing. Suddenly the monitors  
show the panels being slid into place.

The men cheer. The computer returns to its normal mode. The  
disaster averted.

CUT TO:

EXT. SUICIDE SLUM STREET - NIGHT

The sirens stop and people begin to cheer and shout  
SUPERMAN's name and praises.

CUT TO:

INT. NUCLEAR CORE ENTRANCE

The three MEN rush to the entrance and two of them pull the  
vault-like door open as a figure steps from the core.

SUPERVISOR  
Thank God, Superm-

SUPERVISOR stops in mid-sentence. The figure steps into the  
light and it's METALLO. In his arms is SUPERMAN. His face  
pale and body limp. His uniform is darkened and tattered.

FADE TO BLACK:

VARIOUS TELECASTS

There is a slow fade in from black with voices becoming  
clear before the image. The following series of telecasts  
blend into each other between scenes of them being watched  
by people worldwide.

ANCHOR #1  
... conflicting reports from around  
the globe...

A couple watching TV in the morning. The WIFE stops in the  
middle of making breakfast to listen.

(CONTINUED)

ANCHOR #2  
... of a near-nuclear meltdown in  
Metropolis...

Crowds of people gather in an airport around a television.

ANCHOR #3  
... at 3am this morning...

Inmates at Blackgate Maximum Security Prison are quiet in  
the cafeteria...

ANCHOR #4  
... sources are unable to clarify  
the cause of the accident...

Generals gathered at the Pentagon watching of massive  
screens. Astronauts in the space shuttle listen.

ANCHOR #5  
... but what is known at this time  
is Superman appeared...

A young red-haired woman with glasses in a wheelchair behind  
a several dozen computer monitors in a state-of-the-art  
information center.

ANCHOR #6  
... and attempted to shut down the  
reactor...

Children watching televisions in classrooms.

ANCHOR #7  
... other details are sketchy...

ANGELA CHEN and the other members of the WGBS television  
station.

ANCHOR #8  
... some stating Superman was  
unable to contain the leakage...

GUARDS and DOCTORS at Arkham Asylum.

ANCHOR #9  
... and was assisted by Metallo,  
another hero who appeared in  
Metropolis several weeks ago...

METROPOLIS MAYOR FRANK BERKOWICZ and DEPUTY MAYOR MICHAEL  
WALKER.

(CONTINUED)

ANCHOR #1  
... and has since built a very  
loyal following...

PERRY WHITE and other members of the DAILY PLANET listen.

ANCHOR #11  
... among these rumors are Metallo  
rescued a fallen Superman from the  
destructive core...

LEX LUTHOR in his bedroom with a marvelous view of the city.  
In the bed is one of his various BIMBOS filing her nails  
while LUTHOR concentrates on the telecast from wall of  
televisions which combine making a single image.

ANCHOR #12  
...and another disturbing piece,  
that we would like to stress has  
not been confirmed or denied is...

MA and PA KENT holding each other's hands, each filled with  
dread.

ANCHOR #13  
...Superman is dead.

SLOW FADE TO BLACK AND THEN SNAP TO:

INT. STAR LABS

PROFESSOR EMIL HAMILTON is barely awake. He's been working  
non-stop and it's taken its toll on him. In the background  
is an EKG machine with an extremely slow heartbeat. The  
pattern skips a beat and catches the next one. The pattern  
quickens and becomes irregular.

HAMILTON looks up. He grabs the telephone.

CUT TO:

WGBS NEWSCAST

ANCHOR #14  
(Listening to his earpiece)  
... wait, wait. This just in.  
SUPERMAN IS ALIVE! I REPEAT,  
SUPERMAN IS ALIVE! REPORTS OF HIS  
DEATH HAVE BEEN EXAGGERATED.  
SUPERMAN IS ALIVE!

CUT TO:

(CONTINUED)

VARIOUS SHOTS

PEOPLE in the previous scenes REJOICE, as do people worldwide...

Except LUTHOR who fumes while he can hear his employees cheering in the halls.

CUT TO:

INT. STAR LABS

SUPERMAN sits upright and peels the monitoring tabs from his body. HAMILTON rushes to his side.

SUPERMAN  
(Very weak)  
How did I get here?

HAMILTON  
They took you to the hospital and broke six needles trying to get a blood sample. They gave up and brought you to me.

SUPERMAN  
Are the people safe?

HAMILTON  
Everyone is fine. Metallo shut the reactor down and saved you.

SUPERMAN gives him a look of surprise and disgust that he failed at the same time.

SUPERMAN  
I have to get out of here.

HAMILTON  
Superman, you're very weak. I'd like to run some more tests.

SUPERMAN  
I'm sorry, Professor, but I haven't got time for that.

SUPERMAN staggers across the room and exits. People stare as he exits the elevator, a shadow of his former self, and exits the front door.

EXT. STAR LABS - DAY

SUPERMAN moves across the pavement, lifts his hands in the air and gently rises into the sky. His movements are concentrated and not fluid. He is like someone sick trying to accomplish basic tasks.

CUT TO:

INT. SMALLVILLE, KANSAS - LANA LANG'S HOME

LANA is watching the news with her feet curled beneath her and clutching a pillow.

A tap at the balcony window startles her. Outside is SUPERMAN, hovering in the air. He looks much better than he did earlier. LANA tosses balcony window open and leaps out into SUPERMAN's arms with no concern for her safety. He holds her thirty feet above the grassy lawn.

LANA

They said you were dead.

SUPERMAN

I'm not.

Gently he floats to the balcony and carries her inside.

SUPERMAN

Lana, may I stay here with you for awhile?

LANA

Sure, Clark. Is everything all right?

SUPERMAN

I just need some time away.

LANA

I'm so glad you came.

CUT TO:

MAYORAL TELECAST

Members of the press are gathered. DEPUTY MAYOR MICHAEL WALKER steps up to the podium.

WALKER

Ladies and gentlemen, MAYOR Frank Berkowicz.

(CONTINUED)

MAYOR FRANK BERKOWICZ takes his place.

BERKOWICZ

I appreciate your coming on such short notice. I will try to make this brief. These are the facts: This morning, there was an unidentified malfunction at the Shuster Nuclear Facility. Attempting to stop a possible meltdown, Superman was rendered unconscious. The state of his condition was not known then and is still unclear. Metallo rescued Superman from the nuclear core of the facility and possible death.

(Beat)

For that we are all grateful. At this time I would like to extend my personal gratitude, as well as that of the great city of Metropolis, to Metallo, for averting disaster and saving our friend.

Double doors in the back of the conference room swing open and METALLO strides down the aisle to the podium. Cameras barrage him with flashes. He shakes the MAYOR's hand and steps behind the podium for a few words.

CUT TO:

INT. LANA LANG'S HOME (SMALLVILLE KS)

CLARK and LANA are sitting on the sofa watching the broadcast. CLARK is dressed in his normal clothes sans glasses.

CLARK

I feel so... incompetent.

LANA

Maybe you should stay here... with me.

The telephone rings and LANA answers it.

LANA

(On phone)

Hello. Yes, I was watching it just now.

She mouths "It's your mother," to CLARK. He motions not to let her know he's there.

(CONTINUED)

LANA

(On phone)

Sure, Mrs Kent. I don't know either. Well, you know I will. Okay, give Mr Kent my best. Bye.

(Hangs up phone)

Arrggghhhh! I hate lying to your mother. I feel so guilty.

CLARK

She knows what happened. If she knows I'm here she's not going to want me to go back.

LANA

(Disappointed)

So I guess this means you aren't staying?

CUT TO:

NEWS BROADCAST "ACTION COMMENTS FEATURING SUPERMAN"

CLOSE on ANGELA CHEN, the host.

ANGELA

Welcome to a special edition of Action Comments. I'm your host, Angela Chen. With the near-disaster that took place several days ago, a debate has emerged regarding Metropolis' questionable power source. Our special guest for the hour is Metropolis' other favorite son, millionaire industrialist Lex Luthor.

The CAMERA snaps to a TWO SHOT putting an insulted LUTHOR in the frame.

LUTHOR

Billionaire.

ANGELA

(Embarrassed)

Oh, I'm sorry.

LUTHOR

A common error.

ANGELA

I would like to give a special thanks to Mister Luthor who not

(MORE)

(CONTINUED)

ANGELA (cont'd)

only agreed to this interview, but also permitted us to telecast from one of his soundstages in the LexCorp building.

LUTHOR

I would have been happy to join you downtown but in light of recent  
(ah-hem)  
incidents, one can never be too careful.

ANGELA

It's our pleasure, Mister Luthor.  
(Beat)  
Now it's your opinion this whole incident could have been avoided.

LUTHOR

Several months ago my engineers at LexCorp developed a revolutionary energy source. This source is able to produce the same results as a nuclear facility without the ugly side effects the citizens of Metropolis came so close to experiencing first hand.

ANGELA

Without the chance of a hazardous leak?

LUTHOR

None whatsoever. Our energy source is devised by splitting atomic particles and then harnessing that energy.

ANGELA

Nevertheless, if you have eliminated the radioactive side effect, then you aren't splitting uranium or any other radioactive element.

LUTHOR

Precisely.

ANGELA

Then what are you splitting?

(CONTINUED)

LUTHOR

Now Angela, if I had a dime for every time someone asked me how I did something I'd be a millionaire.

ANGELA

But you are a billionaire.

LUTHOR

You catch on quick.

ANGELA

(Reaching to the side and getting a report)

This is a report from the Metropolis Energy Commission in which they reviewed your proposal. They objected to your not allowing the energy source to be tested by an outside safety committee or revealing the source of the energy.

LUTHOR

Angela, you don't look into the face of God and ask him how he makes air. You should just be glad it's there.

(Beat)

Let it be known there were only two people on that panel that oppose me and refused to move into the twenty first century.

ANGELA

Then there is an issue of price. This energy would cost the citizens of Metropolis three times what they are currently being charged. Do you think this is fair?

LUTHOR

Things cost money. Power plants cost money. Research costs money. Skilled EMPLOYEES cost money. Your children's safety costs money. People will say it's a lot of money but I can guarantee the people at Love Canal, Three Mile Island and Chernobyl wish they had that option. In fact, I bet there are people in Suicide Slum tonight that would pay for that option.

(CONTINUED)

ANGELA

But aren't you afraid people will look at this as a case of the rich getting richer? Don't you have a duty as a human being to-

LUTHOR

I want the best for my city, Miss Chen. I'm a business man, let Simon Carr and Ted Kord be philanthropists and humanitarians. I have always thought Metropolis was on the forefront of technology and many of those advancements come from LexCorp.

They don't call Metropolis "America's City" for nothing. We are not the standard and never should accept that position. We are the example and if my beloved city refuses to look at the future because of a few extra pennies, then I think it's a sad day in Metropolis. How many more meltdowns do we have to incur before we realize safety is our responsibility and not that of some stranger in his underwear.

ANGELA

Whoa! That almost sounded like an attack on Superman.

LUTHOR

Let me just thank God for Metallo because without him there would be a few hundred thousand dead people MAYOR Berkowicz would have to account for.

ANGELA

Well, in an opinion poll taken this afternoon, citizens were asked who they would depend on in a crisis and an overwhelming eighty-two percent still said they would side with Superman. I think it may be a little premat--

S M A S H!

The image, revealed to be on a television, dies. Inside the cracked screen is an empty liquor bottle.

(CONTINUED)

METALLO (OS)  
WHAT THE HELL?!

METALLO is on a huge sofa with five scantily clad BIMBOS trying to caress a piece of him. The furnishings in the massive room reek of money. The wall-sized windows overlook the nightlit city. Along the floor are liquor bottles and empty plates where METALLO has been treated like a king.

His demeanor is 180 degrees different than what it was earlier. He is loud, thuggish and belligerent.

BIMBO #1  
Oh John, what did you have to go  
and do that for? That's the third  
set this week.

METALLO  
I can't stand this crap! Everywhere  
I go it's Superman save me and  
Superman you're my hero! How many  
people do I have to save?! How much  
of this do I have to put up with?!

BIMBO #1 can be heard in the background ordering a new television.

BIMBO #2  
I don't know what that Chen girl  
likes but I think you're so much  
sexier than Superman. Capes are so  
out this year. Besides, everybody  
knows nice boys finish last, and  
more importantly, are so boring.

BIMBO #3  
Come on, John. Let's go in the back  
and we can take your mind of  
things.

She nuzzles his neck. BIMBO #2 starts unbuttoning his shirt and kissing his chest. It makes him uncomfortable.

BIMBO #3  
Doesn't that feel good?

METALLO  
NO!

He bucks them both onto the floor.

(CONTINUED)

METALLO

It doesn't feel like anything! I  
can't feel anything! I can't smell  
anything!

(He kicks a plate of food across the floor) I can't taste  
anything! And I am sick of being second to that blue idiot!  
I'm just a shell of a man and I got nothing! (Long Beat) Me  
and Luthor gotta have a talk.

METALLO stands up and BIMBO #4 hangs on him.

BIMBO #4

Don't go anywhere, Johnny Baby.  
Stay here with us.

Picks BIMBO #4 up with one hand and tosses her through the  
air onto a sofa.

METALLO storms from the room. The BIMBOS all get very  
serious. They aren't as dumb as they pretend and their real  
purpose is keeping METALLO docile. BIMBO #5 picks up the  
telephone.

BIMBO #5

Security? He's out.

CUT TO:

INT. LEXCORP TELEVISION STUDIO

LUTHOR and ANGELA CHEN are going to commercial.

ANGELA

--after these messages.

DIRECTOR (OS)

And we're off. Seventy seconds  
people.

MAKE-UP people rush the two and touch up the make-up.  
LUTHOR's cell phone rings. He motions the MAKE-UP people  
away and answers it.

LUTHOR

Yes. How long ago? Very well.  
(Dialing another number)  
Mercy, he's on his way. Maneuver  
six.

CUT TO:

INT. BEHIND THE CAMERA

MERCY GRAVES is standing to the side watching the broadcast.

MERCY  
(Into a cufflink microphone)  
Yes, Mister Luthor.

She leaves the room.

CUT TO:

INT. HALLWAY

Four SECURITY GUARDS scramble through the hall to meet METALLO. The elevator door opens revealing the hulking METALLO.

SECURITY #1  
(To METALLO)  
Sir, I'm going to have to ask-

METALLO lifts him and throws him THROUGH THE AIR. He hits the floor and slides into a wall.

He grabs another and lifts him over his head knocking ceiling tiles down with his feet as he turns and drops him.

He takes another and pushes him into a wall denting the plaster rendering him unconscious. His limp body hangs in the broken plaster for a few seconds and drops.

The last GUARD draws his gun and fires into METALLO's back. METALLO turns. The GUARD fires Repeatedly.

METALLO  
Is that the best Luthor's got?

METALLO pushes him aside and he slides across the tiles and stops at the feet of MERCY GRAVES.

METALLO walks over the bodies to pass MERCY. She raises her hand for him to halt.

His hulking mass makes her look even smaller than she is. There is fury in METALLO's eyes and no fear in MERCY's.

MERCY calmly reaches into her pocket, retrieves a small remote control with one button.

(CONTINUED)

METALLO

You gotta be shittin' me.

She shows it to METALLO, and then presses the button.

METALLO lets out a quick scream and is silenced. He doubles over and drops to his knees in excruciating pain.

LUTHOR's voice is heard through her earpiece.

LUTHOR (VO)

Mercy, is our guest under control?

MERCY

Yes, Mister Luthor.

LUTHOR (VO)

Good. Prepare him for company. I'll be up in a minute.

CUT TO:

INT. LEXCORP PENTHOUSE - METALLO'S QUARTERS

METALLO is seated in a large metal chair with thick, modified manacles on his wrists and ankles. He's immobile except from the neck up. His face strains as he tries to break free.

The doors are tossed open and LUTHOR saunters to the bar and makes himself a drink.

LUTHOR

John Corben. I have to say I thought our working relationship up to this point had been quite complimentary. You really must learn how to behave when you're a guest in someone's home.

METALLO

What have you done to me, Luthor?

LUTHOR

The same thing I do to everyone.

(Facing him)

I control you.

(Beat)

Of course with you, it isn't something as easy as slush funds or threatening your family. You're special. I had to have equipment

(MORE)

(CONTINUED)

LUTHOR (cont'd)  
built, satellites to monitor you  
etcetera etcetera etcetera.

LUTHOR walks over and taps the manacles with a new sterling silver pen.

LUTHOR  
You didn't think I was going to  
spend a few billion dollars to make  
you the most powerful THUG on Earth  
just to watch you walk away when  
you got bored, did you? It's all  
planning, my boy. That's why I am  
who I am and you are...

(Beat)

Well, why you're stuck in that  
ridiculous chair.

METALLO  
Nobody treats John Corben like a  
chump.

LUTHOR  
Pay attention you idiot, I am  
treating you like a chump because,  
I don't know if you noticed or not,  
you are the chump. Without me,  
you're nothing.

METALLO  
Without you, I'd still be man! I  
can't feel anything! The heat, the  
cold, nothing! I can't smell! I  
can't taste! Everything sounds  
funny. Nothing looks right. I can't  
stand this! You've made me into  
some kind of freak!

LUTHOR  
(Furious)  
I saved your life! If I hadn't  
invested in you, you would be a  
two-bit dead assassin and petty  
thief.

LUTHOR turns to leave.

METALLO  
This isn't over, Luthor.

(CONTINUED)

LUTHOR  
(Furious)  
Is that a threat?

METALLO  
Why don't you call one of your  
lawyers and have them figure it  
out?

LUTHOR  
Better yet, why don't I call my  
technicians and have them take you  
apart one piece at a time?  
(Beat)  
Bitch bitch bitch. Moan moan moan.  
You're alive and as jarring as it  
may be, it still beats the hell out  
of the alternative...  
(Beat)  
...Which is still an option.

No answer.

LUTHOR  
John Corben, you are alive because  
I want you that way and when or if  
I decide otherwise, there is  
nothing on this planet than can  
save you. Is that clear?

METALLO  
(Reluctantly)  
Yes.

LUTHOR  
Excellent. Now I'll let you go if  
you promise to behave and cooperate  
as agreed.

METALLO nods. LUTHOR has the remote MERCY had earlier and  
switches him "on." METALLO stands and breaks free of the  
manacles that drop to the floor with a metallic clang.

LUTHOR  
Now if you'll excuse me, I have  
business to attend to.

LUTHOR turns before exiting.

LUTHOR  
And John, you may be a shell of  
your former self and you may be my  
pawn...

(CONTINUED)

(Beat)  
...but at least you have your  
health.

LUTHOR leaves. METALLO, furious, picks up the metal chair  
and tears it in half.

FADE TO BLACK:

INT. METALLO'S PENTHOUSE

TIME LAPSE: METALLO paces the room pondering his situation.

METALLO exits.

CUT TO:

INT. HALLWAY

METALLO walks the halls with a mission. People cross to get  
out of his way.

CUT TO:

INT. LEXCORP COMMUNICATIONS CENTER

The door slides open and METALLO enters. The room is covered  
with wall-to-wall state-of-the-art technology. There are  
several TECHS wandering about manning their stations. One  
sees METALLO and approaches him.

TECH #1  
Sir, this area is authorized  
personnel only.  
(Recognizes him)  
You're Metallo.

METALLO  
(Polite)  
Yes, I am.

TECH #1  
I didn't know you were in the  
building.

METALLO  
I'm a guest of Mister Luthor.

(CONTINUED)

TECH #1

Well it sure is pleasure to meet you, sir. I saw what you did with the chemical fire on the East Side. My brother lives there and it's appreciated.

METALLO

No problem. I was bored so I've been wandering the building. I just wanted to look around. Is that okay?

TECH #1

Sure. We aren't accustomed to having guests but I can give you the nickel tour.

METALLO

What is all this?

TECH #1

This is the Communication Center for LexCorp. From here we keep in contact with the affiliates in Atlanta, New York, Tokyo, Coast City, Sydney, London and another three dozen cities worldwide. Mister Luthor can control information from his own private network as well as the sixty-eight satellites he has in orbit around the planet and on reconnaissance missions through space.

METALLO

Pretty impressive.

TECH #1

State-of-the-art. When NASA and NORAD upgraded they came to Mister Luthor. There isn't another system close to this on Earth.

METALLO

I guess all this is pretty expensive.

TECH #2

Most of it is prototype. Some of it designed by Mister Luthor himself and only he knows the specs.

(Whispering)

(MORE)

(CONTINUED)

TECH #2 (cont'd)

He's something of a paranoid and doesn't like to depend on others for designs.

(Beat)

Most of it is irreplaceable.

METALLO

Good.

METALLO pushes a TECH out of the way, RIPS A 25" MONITOR FROM THE WALL and lifts it over his head showering him in sparks. All the TECHS scramble for safety.

METALLO

Excuse me.

Some TECHS in his way run for cover. METALLO throws the monitor and destroys a panel of computer banks.

TECH #2

Somebody call Mister Luthor!

He begins to trash the room ripping components from the walls and flipping work stations over. Fires flare and components explode.

A TECH, cowering behind some equipment, reaches out and presses a button.

CUT TO:

INT. LEXCORP SECURITY

A SIREN wails accompanied by FLASHING RED LIGHTS. SECURITY MEN scramble for the COMMUNICATION CENTER.

INT. HALLWAY

The SECURITY TEAM passes several intersecting hallways. MERCY GRAVES comes out of one and joins them.

METALLO rounds a corner to find MERCY and her men waiting for him. She is in the forefront. The TEAM is kneeling with rifles. MERCY is holding out his remote.

He pauses.

She presses the button.

(CONTINUED)

METALLO is still standing. She presses the button again. Nothing. A look of fear sweeps over her face as METALLO gently takes the box from her hands and crushes it in his fist.

MERCY  
(Quiet)  
Shit.

He lifts MERCY and tosses her.

The SECURITY TEAM opens fire riddling METALLO with bullets. METALLO charges them.

SNAP CUT TO:

INT. LUTHOR'S PENTHOUSE

LUTHOR is in bed with another anonymous BIMBO when the videophone rings. Annoyed, he sits and answers it.

LUTHOR  
What?

SECURITY  
Mister Luthor, there's been a problem.

LUTHOR  
What kind of problem?

SECURITY  
You better just come down here.

CUT TO:

INT. LEXCORP LOBBY

LUTHOR enters what looks like a battlezone. The walls are on fire and riddled with bulletholes. There is a LEXCORP MEDICAL TEAM attending to the wounded.

Furiously, LUTHOR looks for someone to blame.

SECURITY  
We did the best we could. We barricaded the exits to contain him.

(CONTINUED)

LUTHOR  
Then where is he?

SECURITY GUARD points OFF CAMERA and LUTHOR turns as the CAMERA pans revealing a door-sized hole in the wall.

CUT TO:

EXT. JUMPERS BRIDGE - NIGHT

JUMPERS BRIDGE is the entrance to SUICIDE SLUM. METALLO walks across the desolate bridge, occasionally being passed by vehicles.

EXT. SUICIDE SLUM MAIN STREET - NIGHT

Despite the hour, there are people, drug dealers, gangs and hookers wandering the streets. He walks into the center of the main strip. Traffic stops around him and comes screeching to a halt. Horns start to blare and people become irate that he refuses to move. A crowd starts to gather.

A car screeches to a halt barely missing him.

DRIVER  
WHAT THE HELL IS YOUR PROBLEM?!

METALLO reaches under the front end of the car and flips it over landing it on its top.

People are too frightened to move but the noise stops.

His voice, which starts as a low roar and escalates without effort.

METALLO  
(Bellowing and building)  
GET OUT!

CUT TO:

EXT. SMALLVILLE GENERAL MARKET (6AM)

CLARK is getting groceries. The market owner, METCALF, spots CLARK behind the shelves.

METCALF  
Clark? Is that Clark Kent?

(CONTINUED)

CLARK  
Hi, Mister Metcalf.

Excitedly, he comes around the counter and shakes his hand.

MERCALF  
I don't think I've seen you since  
you went off to the big city to be  
reporter.

CLARK  
That's not true. You saw me last  
Christmas.

METCALF  
Then it just feels like forever.  
You know, I bet we're the only  
store in all of Kansas that gets  
the Daily Planet sent in everyday.  
Granted, it gets here two days late  
but it's the effort that counts.

CLARK  
I appreciate that.

METCALF  
Where are your folks?

CLARK  
They're probably at home. They  
don't know I'm here. It's kind of a  
surprise.

CLARK hands him some money and METCALF gives him change.

METCALF  
I get it. Mums the word. You take  
care.

CLARK  
I will.

EXT. GENERAL STORE - DAWN

CLARK exits and LANA is in her truck listening to the radio,  
singing and tapping the steering wheel like drums. He gets  
in the passenger side.

CUT TO:

EXT. APPROACHING LANA'S HOUSE - MORNING

On the radio are SONNY & CHER. LANA is singing along. CLARK much more shy.

LANA

(Singing)

...before it's earned our money's  
all been spent.

(To CLARK)

Come on, Clark.

(Coaching)

"Put your little hand in mine."

CLARK

(Singing badly)

Put your little hand in mine. Ain't  
no hill or mountain, we can't  
climb.

CLARK & LANA

(Singing)

Babe, I got you, babe. I got you,  
babe.

CLARK

(Loosening up)

I got you, babe.

LANA

(Singing)

I got you, babe.

CLARK

If you've got me, who's got you?

LANA laughs.

LANA

(Singing) I got you, babe.

The car pulls into her driveway. CLARK carries the groceries inside as LANA is still humming the song.

CUT TO:

INT. LANA'S KITCHEN

CLARK puts the groceries up while LANA turns on the television. Her humming stops. Without being called, CLARK comes out of the kitchen.

(CONTINUED)

On the television is a LIVE broadcast of Metropolis where a city block has been devastated. Behind the reporter are barricades and what looks like hundreds of POLICE in riot gear swarming into the area. In the center of it all is METALLO.

REPORTER (VO)

...don't understand. We're a safe distance but that's uncertain since Metallo has been seen to toss various debris, some the size of cars, several blocks...

LANA changes the channel and the same scene is shown from a helicopter POV.

REPORTER (VO)

...just tuning in, Metallo, who only days ago prevented a meltdown and saved hundreds of thousands of lives in Metropolis' Suicide Slum, came in this morning and ordered, repeat ordered, it's citizens to evacuate as he then took over the fifteen square mile project...

She changes the channel again.

REPORTER (VO)

...declared Suicide Slum his property and said, and we quote, "whoever wants it can come and get it," and then forced its inhabitants out of their homes...

Another channel.

REPORTER (VO)

...luckily, most of the people in the area have not returned since the nuclear scare days ago...

Another channel.

REPORTER (VO)

...Berkowicz has called in the Metropolis Special Crimes Unit and is in contact with the Governor requesting National Guard assistance in the absence of Superman...

The CAMERA is close on CLARK's stunned face and then pans forward revealing LANA looking at him.

(CONTINUED)

CLARK

I have to go.

LANA

Why does it always have to be you,  
Clark?

CLARK

Because I'm the only one who can.

CLARK leans in, LANA closes her eyes and he gives her a long passionate kiss.

While her eyes are closed, there is a burst of wind through the house that rattles the walls. She opens her eyes to see pictures shifting on their nails and the front door flung wide open flapping on its hinges.

She runs to the front lawn and looks skyward and he's gone. CLARK's POV: On her lawn, she looks tiny.

LANA

(Shouting)

BE CAREFUL, CLARK!

CUT TO:

INT. LEXCORP COMMUNICATIONS CENTER

The center is in shambles after the METALLO incident. LUTHOR enters and a TECH is immediately at his side.

LUTHOR

Damage report.

TECH

Metallo destroyed the majority of the Communication nerve center. We've lost contact with seventy-two percent of our affiliates.

LUTHOR

Why wasn't he shut down?

TECH

He managed to destroy enough hardware including our links to LexSats eight, six, fifty-one, forty-seven, five, fifteen and ninety-one including the-

(CONTINUED)

LUTHOR

--Satellite that monitors activity  
in Metropolis. He broke his leash.

(Beat)

I need this online now.

TECH

There's a space shuttle preparing  
for launch from a site in Corto  
Maltese to regrid the satellites  
signals to operating stations. They  
should be ready in fifteen minutes.  
NASA has been trying to block it as  
an unauthorized launch.

LUTHOR

NASA can go to hell.

TECH

Fifty percent of the hardware  
should be back online within five  
hours.

LUTHOR

If that's your best, your best  
won't do.

TECH

Sir, we've already doubled our  
staff.

LUTHOR

(Angry)

Metallo is tearing up a city block  
and every COP in the state is about  
to take a shot at him. I'm not  
about to have my investment taken  
out by a bunch of grunts with cheap  
metal badges! Either this system is  
online within the hour or you  
answer to me!

LUTHOR walks away.

TECH

We will triple our efforts, sir.

CUT TO:

EXT. SUICIDE SLUM STREET - DAWN

Concrete chunks have been torn out of the street. Cars are over turned on their sides and on fire along with various other debris. Holes have been punched through buildings leaving their insides visible from the street. Scattered along the streets are the bodies of fallen POLICE OFFICERS and CITIZENS who got in the way.

Among it all is METALLO. Barely worn and in a frenzy.

INT. SUBWAY BENEATH SUICIDE SLUM

PEOPLE crush into the subway trying to escape the escalating damage above them. Fighting their way through the mass of PEOPLE are LOIS LANE with JIMMY OLSEN in tow. They are the only people fighting to get in SUICIDE SLUM.

LOIS

Come on, Jimmy!

JIMMY

I don't think this is a good idea, Miss Lane.

LOIS

Front seat at the fight of the century is always a good idea!

JIMMY

But nobody's seen Superman in days.

LOIS

What does that have to do with anything?

JIMMY

If nobody's seen Superman then who's gonna save us if something goes wrong?

LOIS

What are you talking about? Superman doesn't always save us.

JIMMY

Yes, he does. Especially you.

LOIS pauses. She's never considered that.

(CONTINUED)

LOIS

Let's go.

They force their way through the masses.

EXT. STREETSIDE

LOIS and JIMMY emerge onto the street and find themselves in the middle of a firefight.

LOIS ducks while JIMMY's starts clicking away.

The METROPOLIS SPECIAL CRIMES UNIT (SCU) arrives.

Six HUMVEE-like RIOT VEHICLES roll onto the site. They have thick armor plates that extend the length of the vehicle attached their sides with hydraulic arms. Three barricade one side of the block and the other three the opposing side. The hydraulic arms lower the armored plates to the ground with a thud. A back door drops open forming a ramp and simultaneously SCU TROOPERS hustle from the transports and take cover behind the plates. The TROOPERS are dressed in SWAT/Military black uniforms with a large white "SCU" insignia and various technical modifications (radios, helmets, goggles).

Leading them is SCU Commander CAPTAIN MAGGIE SAWYER along with DAN TURPIN (her second in command). They are also dressed in black fatigues. SAWYER has short brown hair and a lack of femininity. TURPIN is a gruff, seasoned veteran of the force in his late 40s.

TROOPER #1

(To SAWYER over the noise)

Sir, ground force is in place and  
air support is standing by!

SAWYER

Drop 'em!

OVERHEAD, BLACK METROPOLIS SCU HELICOPTERS fly overhead and hover above the tenements as SCU TROOPERS repel to the rooftops. With their weapons strapped to their backs, they scurry into positions overlooking the street.

TROOPER #1

The eye in the sky is armed and  
ready, sir!

SAWYER

(In MEGAPHONE)

(MORE)

(CONTINUED)

SAWYER (cont'd)  
METALLO! You're surrounded! Throw  
down your weapons and step into the  
open!

METALLO looks around him and holds his arms out.

METALLO  
You see any weapons?!

TURPIN  
Jesus, he did all that by himself?

SAWYER  
(To METALLO)  
Surrender, Metallo! You don't have  
a chance!

METALLO  
Then come and get me.

SAWYER  
(To METALLO)  
This is your last chance! I am  
counting to three!  
(Beat)

ONE!  
(Beat)

TWO!

METALLO picks up a motorcycle and hurls it through the air  
at SAWYER.

TURPIN  
INCOMING!

TROOPERS scatter for their lives. The cycle crashes into a  
RIOT VEHICLE and EXPLODES.

METALLO  
(To himself)  
Three.

SAWYER  
(In radio)

GROUND TROOPS! OPEN FIRE!

TROOPERS pop up from behind their cover and begin a nonstop  
barrage of bullet fire that doesn't phase him. He starts  
smiling.

(CONTINUED)

TURPIN  
He ain't droppin'.

Several grenades are thrown and explode around him. He catches one and it explodes in his fist. METALLO walks to the barricade. TROOPERS fire furiously at him as he grabs one and lifts him over the four foot barricade, tossing the TROOPER into the middle of the street. METALLO pushes the barricade over and several TROOPERS run but one is caught under its falling weight.

FIRE TROOPER comes with a flame thrower.

FIRE TROOPER  
CLEAR!

METALLO turns as the fire blast engulfs him. The sixty foot blast makes visibility almost zero. METALLO appears through the flames and crimps the flame thrower nozzle causing the fire to draw inside. The fuel tank on FIRE TROOPER's back explodes, killing him.

When METALLO emerges from the fire his flesh is burned but is causing him no pain. Parts of it don't even look attached to his face.

TURPIN  
Maggie we are getting our butts  
handed to us!

SAWYER  
(In radio)  
ALL UNITS! EXERCISE DEADLY PHYSICAL  
FORCE AT YOUR OWN DISCRETION! I  
REPEAT: TAKE THIS PUNK DOWN!

WEAPONS ERUPT from all directions. METALLO picks up a rifle and starts shooting TROOPERS. When his clip is empty, he starts tossing MEN with reckless abandon.

Rooftop SNIPERS, frustrated, toss their guns to the side and open their ROCKET LAUNCHERS. ROCKETS whistle through the air exploding near METALLO knocking him off balance. When he falls, the TROOPERS are given hope and suddenly what seems like dozens of rockets are exploding around him.

A rocket zooms directly at the back of his head and he turns and CATCHES IT. The end is hot and there's a long exhaust trail. He holds it over his head and screams. The exhaust flame stops. METALLO hurls the rocket back to the rooftop it came from and it explodes at the top of the building front causing it to break off. Huge chunks of concrete. TROOPERS at the building edge fall several stories to their deaths.

(CONTINUED)

LOIS and JIMMY are hiding and taking pictures when JIMMY is hit with a stray bullet. He hits a wall and is knocked unconscious.

LOIS  
JIMMY!

Frantically, LOIS tries to wake him but can't.  
She calls out on her cell phone.

CUT TO:

INT. DAILY PLANET

PERRY WHITE is huddled around a television watching the destruction. A phone rings and RON TROUPE answers it.

RON  
Hello?  
(To PERRY)  
Perry, you have a call.

PERRY  
What! Ron, I got the biggest story of the year here. Tell my wife I'll call her back.

RON  
It's not your wife.

CUT TO:

EXT. SUICIDE SLUM - DAY

SAWYER gets a transmission on her radio.

SAWYER  
Sawyer.  
(Beat)  
What? You gotta be kiddin' me!  
(To TURPIN)  
Dan, we got a problem. There are civilians trapped in the area.

TURPIN  
These ten blocks were supposed to be evacuated. Who the hell's here?

(CONTINUED)

SAWYER

Lois Lane and some kid from The Planet.

TURPIN

Oh, for Pete's sake.

TROOPER

She ain't even worth saving. She figured a way in here, she can figure a way out.

SAWYER

We have to get her.

TROOPER #1

Captain, that thing out there has already killed a half-dozen men and you want us to risk our lives for a reporter who can't follow directions?

SAWYER

(Into radio)

If there are any snipers available, we have civilians in the area and need a visual.

(To TROOPER #1)

She's coming out with us.

TROOPER #1

I'm not going in there.

SAWYER

What?

SNIPER (VO)

(On radio)

There is a woman and a boy about three hundred yards in from the East Side. The boy is unconscious.

TURPIN

No problem. I'll go.

TURPIN gets his gear.

TURPIN

(To TROOPER)

It's my job.

(CONTINUED)

SAWYER

(On radio)

Rescue underway. I need as much  
distraction as possible.

TROOPERS pop up and start firing at METALLO as TURPIN runs  
into the block. Distracted, TURPIN finds LOIS and JIMMY.

TURPIN

Lois Lane?

LOIS

No, I'm some other idiot caught in  
a warzone.

TURPIN

Nobody likes a smart ass.

TURPIN tosses JIMMY across his shoulder.

TURPIN

Hold this.

He gives LOIS his rifle and takes his handgun out.

TURPIN

It's like a camera. Just point and  
click.

LOIS

Nine millimeter German Glock with a  
modified grip.

TURPIN gives her a surprised look.

LOIS

I was an Army brat. I think I'll be  
okay.

LOIS takes the handgun and gives him his rifle back.

TURPIN

Okay then, let's go.

They charge out into the open running for the barricade.  
TURPIN's in the lead when METALLO turns. LOIS stops and  
starts firing.

TURPIN makes it to safety. METALLO closes in on LOIS and  
lifts her into the air and disarms her.

(CONTINUED)

METALLO

I know you. You're that reporter  
from The Daily Planet.

LOIS

And here I didn't think you could  
read.

METALLO

Oh, you're funny, too.

He lowers her so they're face to face. Her feet are still  
dangling over a foot off the ground.

METALLO

How about we dance?

LOIS spits in his face.

LOIS

My dance card's full.

METALLO

That's gonna cost you.

There is a tapping on METALLO's shoulder.

SUPERMAN (OS)

Excuse me.

Surprised, he turns.

Behind him is SUPERMAN.

SUPERMAN

If the lady says she doesn't want  
to dance, then she doesn't want to  
dance.

SUPERMAN belts METALLO in the face and he drops LOIS to the  
street. METALLO is first shocked and then angry.

SUPERMAN

(Very serious)

You need to get to safety, Miss  
Lane. This looks like a job for  
Superman.

LOIS runs to the TROOPERS who are standing by.

METALLO

So... you finally decided to come  
out and play.

(CONTINUED)

METALLO charges and grabs SUPERMAN. SUPERMAN spins and using his own momentum tosses METALLO across the street into a wall. METALLO pushes himself out leaving an indentation.

SUPERMAN

Do I look like I'm playing?

METALLO

Fine. It's about time this got interesting.

METALLO rips a lightpole from the pavement and swings at SUPERMAN's whose irises turn from blue to red and a thin beam of light sears the end of the pole off. It falls to the ground with a thud.

METALLO jabs the shortened pole at SUPERMAN and hits him in the stomach doubling him over. SUPERMAN, angry, straightens and grabs METALLO and begins punching him about the face. He lifts him over his head and throws him through a building leaving a gaping hole.

In the background, the SCU UNIT cheers. Only SUPERMAN hears the punch through brick in the distance.

He turns and with his telescopic vision he zooms in on the building corner and again until he sees where an arm is extended through the brick wall. The fist starts to move horizontally very quickly tearing brick from the building. The building begins to creak as the front, without lower support, starts to shift.

THE BUILDING SIDE collapses on superman exposing the interior of the tenement. Clouds of dust are thrown into the air. The SCU UNIT takes cover coughing. SUPERMAN is buried beneath the rubble.

The dust clears and METALLO steps from inside over the rubble. He leers at the SCU UNIT.

METALLO

Who's next?

A HUM THAT SOUNDS LIKE MASSIVE DRILLING NOISE ERUPTS FROM BENEATH THE PAVEMENT.

SUPERMAN bursts UPWARD IN A WHIRLWIND OF MOTION sending bricks and rubble airborne. He picks METALLO up with one hand on his shoulder, the other on his leg and lifts him over his head and slams him to the ground.

METALLO gets up and charges SUPERMAN tackling him to the ground, through the pavement and into the sewer.

INT. SEWER

Waist high in water, METALLO stands. SUPERMAN, hovering above the water, blows with his freezing breath turning the sewer water to ice with the moisture on the walls.

SUPERMAN begins to look visibly weak. METALLO laughs.

METALLO

Is that the best you got? It's starting to get to you. You can't beat me. You're a dead man and you don't even know it.

METALLO punches and shatters the ice freeing himself. SUPERMAN flies upward out of the sewer. METALLO climbs out after him.

CUT TO:

INT. STAR LABS

PROFESSOR EMIL HAMILTON is processing data of a computer. In the background are several monitors tuned to broadcasts of the battle.

The computer stops and HAMILTON has his answer. He prints the results, grabs his coat and cell phone and rushes out the door.

CUT TO:

EXT. SUICIDE SLUM

MAGGIE SAWYER is on her radio.

SAWYER

(On radio)

Are you sure? Yes, sir.

(To TURPIN)

Dan, Federal Emergency Management wants us to get Superman out of there and evacuate the area.

TURPIN

What?!

SAWYER

You heard me. HAMILTON at STAR says if we don't get him out of there in the next five minutes he'll be dead.

(CONTINUED)

TURPIN

But why are we leaving?

SAWYER

We have orders to get him and rendezvous with HAMILTON at Swan and 143rd.

TURPIN

Dandy. So who's going to go in there and get him?

In the background, SUPERMAN is getting the hell beat out of him.

SUPERMAN moves from METALLO's path and fires his HEAT VISION at him. METALLO blocks the beam with his hand causing it to burn bright red.

His hand starts to smoke and his "skin" burns off.

The flames die exposing METALLO's forearm and hand As a highly advanced metal skeleton hand with gears and joints. VARIOUS PARTS OF HIM HAVE BEEN EXPOSED REVEALING A MECHANICAL ROBOT INTERIOR.

METALLO

Let's get this over with and call it a day.

METALLO opens his tattered shirt exposing his metallic chest. A series of layers opens and SUPERMAN is basked in a bright green light. Inside METALLO's chest cavity is a jagged softball-sized chunk of KRYPTONITE, SUPERMAN's only weakness. The KRYPTONITE is surrounded by small solar cells absorbing it's energy and powering METALLO.

METALLO

A lot of losers have tried to kill you but in the end I'm the only guy with the stones to do it.

(Beat)

How does it feel to be The Man Of Yesterday?

A HORN BLARES.

METALLO turns to get hit by an SCU RIOT VEHICLE and pushed into building pinning him. A SECOND RIOT VEHICLE drives over SUPERMAN.

## INT. RIOT VEHICLE

Inside, SAWYER and TURPIN open a hatch in the floor while TROOPERS stand by with pointed rifles. They pull SUPERMAN up through the hatch and TURPIN slams it shut.

SAWYER

Let's move.

The VEHICLE speeds off. In the background, METALLO can be seen pushing the other RIOT VEHICLE on its side.

CUT TO:

## INT. MAYOR'S OFFICE

MAYOR BERKOWICZ is with his EMERGENCY COUNCIL when the telephone rings. DEPUTY MAYOR WALKER answers it.

WALKER

Sir.

BERKOWICZ

I'm busy.

WALKER

It's the President, sir.

BERKOWICZ has brief, unintelligible conversation.

BERKOWICZ

(Grief-stricken)

The President has declared Metropolis a disaster area. We've been denied National Guard assistance.

WALKER

What are we going to do?

BERKOWICZ

He's sending someone else.

## NEWSCAST

An ANCHOR is reporting from a circling NEWS COPTER.

ANCHOR

It seems in a diversionary tactic, the SCU has distracted Metallo and rescued Superman who was not faring well in the battle after a Metallo emitted a beam from-

(CONTINUED)

(Listing to a radio headset)  
--We have instructions we must  
evacuate the area. We will have  
reports for you as soon as  
information is available.

CUT TO:

EXT. SIDEWALK

Dozens of people are standing in the streets watching the  
newscast from a massive TIME SQUARE-LIKE JUMBOVISION.

PERSON #1

The big one is just as strong as  
Superman.

PERSON #2

Man, I wonder what they're gonna do  
next?

It starts like a distant hum and quickly grows into a  
patterned thumping.

Three APACHE HELICOPTERS thunder overhead speeding to the  
battle. PEOPLE in the street point overhead as the copters  
fly past.

CUT TO:

INT. HELICOPTER COCKPIT

HELICOPTERS maneuver between buildings.

APACHE PILOT #1

(Screaming)

I been wantin' to do this since I  
was ten!

APACHE PILOT #2

Five by five, we are in the pipe.

APACHE PILOT #3

This is Romeo Sierra Foxtrot. We  
have a targeted course of three  
seven nine one mark eleven twelve.  
Target is live. Exercise is  
hostile. ETA six minutes. We have  
been authorized to use unnecessary  
physical force.

CUT TO:

INT. LEXCORP COMMUNICATIONS CENTER

LUTHOR is observing the TECHS scrambling to get the system online.

LUTHOR  
I don't see anything.

A series of monitors comes online.

TECH  
LexSats fifty-one, forty-seven,  
five and ninety-one are online  
including the Metropolis unit.

LUTHOR  
And the Metallo system?

TECH  
We're working on it, sir.

TECH #2  
Mister Luthor, systems have picked  
up three Apache helicopters  
converging on Metallo.

LUTHOR ETA?

TECH #2  
Six minutes.

LUTHOR  
Mercy.

MERCY steps forward wearing a neck brace.

MERCY  
Yes, Mister Luthor?

LUTHOR  
Do we have a combat ready LexFlight  
Unit on the premises?

MERCY  
Yes, Mister Luthor.

LUTHOR  
Scramble the unit and have them in  
the drop zone in three minutes.

CUT TO:

EXT. LEXCORP ROOFTOP

A large hangar-like door opens and twelve silhouettes of the LEXFLIGHT TEAM are visible.

CONTROL (VO)

This is control. LexFlight Unit you have clearance for takeoff.

LEXFLIGHT #1

Roger that. It's a go.

Four men run into the light wearing PURPLE and GREEN ARMOR (armed with large rifles magnetically attached to their backs). They clear the building and JETS on their backs and feet IGNITE as they lift off into the air. As the first four, another two waves follow flying past the CAMERA stationed high above the LEXCORP building.

CUT TO:

EXT. STREETSIDE (SWAN & 143RD) - DAY

Two RIOT VEHICLES stop at a curb where PROFESSOR HAMILTON is waiting in a STAR LAB van. He immediately opens the back door, drops a ramp and rolls out a large metal box.

The RIOT VEHICLES door drops and several TROOPERS, SAWYER, TURPIN and SUPERMAN exit. SUPERMAN is already looking better than he was moments ago, although visibly irritated.

SUPERMAN

HAMILTON! There are people in danger-

HAMILTON

I know.

HAMILTON takes a map of Metropolis and spreads it out over the box.

HAMILTON

STAR Labs has satellites that monitor environmental anomalies. There have been surges of radiation exceeding acceptable levels in various locales in the metropolitan area within the last few weeks. None lasts longer than fifteen or twenty minutes.

(CONTINUED)

SAWYER

Are you following this, Dan?

TURPIN

I was lost after "STAR Labs has satellites."

SUPERMAN

(Examining the map)

There is nothing radioactive in these areas.

HAMILTON

You mean, "there should be nothing radioactive in these areas." But there is.

(Beat)

Every area on irradiated area on this map was a location where Metallo has made an appearance. Metallo isn't human. I'm assuming he's a machine with a human brain and enough natural elements to keep it functioning. Everything else is machine powered by nuclear radiation, which could be why he's chose Suicide Slum to make his stand.

SAWYER

The Metropolis Nuclear plant is the biggest in the northeast.

HAMILTON

Normally, I doubt he would have been able to challenge Superman but since he's using radiation from Kryptonite as his source, Superman doesn't stand a chance.

TURPIN

Krypto-what?

HAMILTON

It's a mineral with radioactive properties that siphon Superman's abilities. Eventually his nervous system will seize and shut down his involuntary functions one at a time in rapid succession.

(CONTINUED)

TURPIN

In English, Doc.

SAWYER

Metallo has a radioactive rock that kills Superman.

TURPIN

Then why didn't he just say so.

SUPERMAN

I'm assuming you have a plan?

HAMILTON

(Flips the latches on the box and opens it but the contents cannot be seen)

I designed this suit for when Superman assists in deep space research. Since it's my theory that his powers are derived from our sun on a solar level, the suit is designed to keep his acquired energy in and foreign energy out. The suit is destructible. If Metallo manages to get close enough to get you out of it he can kill you.

(Beat)

Are you ready?

CUT TO:

EXT. SUICIDE SLUM - DAY

LEXFLIGHT TEAM swoops in over METALLO.

METALLO

What the hell?

The twelve land forming a circle.

LEXFLIGHT ONE

Metallo! You are surrounded-

METALLO

(To himself)

No shit.

LEXFLIGHT ONE

Surrender now and we will leave without incident. This is your last chance, Metallo.

(CONTINUED)

Nothing.

LEXFLIGHT ONE

Open fire.

The LEXFLIGHT SQUAD opens firing. Their rifle shells create huge explosions, trapping METALLO in the center.

EXTREME CLOSE ON METALLO EYES TURNING GREEN.

CUT TO:

INT. LEXCORP COMMUNICATIONS CENTER

The monitors telecasting METALLO destroying the LEXFLIGHT team. Bodies are hurled through the air.

CUT TO:

EXT. SUICIDE SLUM - DAY

METALLO walks through the LEXFLIGHT TEAM's wasted efforts and tears them out of their suits and disarms them.

APACHE HELICOPTERS arrive.

METALLO picks up a fallen LEXFLIGHT MEMBER and tears the rifle from his back and drops his limp body.

APACHE PILOT (VO)

(Through speaker)

METALLO! THROW DOWN YOUR WEA-

METALLO

Whatever.

He fires at the HELICOPTER and it EXPLODES.

APACHE PILOT #2

JESUS CHRIST! He just took Scala  
and Wahl out!

He aims the rifle at another APACHE. Anticipating the blast they swerve and APACHE #2 collides with APACHE #3 and they crash into a rooftop.

METALLO

(Yelling at the burning

APACHES)

Anybody else want a piece of me?

Come get some.

(CONTINUED)

EXTREME CLOSE on METALLO's face as his body jerks and he screams in pain and his expression goes dead. CAMERA PULLS BACK revealing a gloved hand that has punched through his CHEST and wrapped around his exposed KRYPTONITE HEART tearing it from his body.

SUPERMAN, wearing a gray and white containment suit, leans over his shoulder and whispers in his ear.

SUPERMAN  
(Quietly)  
If you insist.

SUPERMAN draws back and tears the kryptonite from his chest, hurling it several blocks into the river beneath JUMPERS BRIDGE.

METALLO is terrified.

SUPERMAN tosses him and he rolls along the street. METALLO stands and leaps over a car, catching the side of the roof with his hand and flipping it over on its side using it for cover.

SUPERMAN marches toward the car. Using his heat vision he sears off both sides of the car leaving METALLO with little cover.

His heat vision has melted the mask of his containment uniform. He tears the uniform from his body exposing the familiar "S" shield and uniform.

SUPERMAN  
Come out from behind the car,  
Metallo!

METALLO  
Give me one good reason!

SUPERMAN  
Gas tank.

METALLO realizes he's backed himself in a corner. SUPERMAN fires his heat vision piercing the fuel tank causing the car to EXPLODE. FLAMES ENGULF METALLO.

SUPERMAN reaches into the flames and grabs METALLO and flies skyward, punching him in the face. METALLO can't defend himself. He struggles until he breaks free and falls back to Earth.

He crashes through the roof of the power plant.

(CONTINUED)

SUPERMAN lands and starts to walk towards the plant. The front door of the plant is kicked off its hinges and standing in the doorway is METALLO looking very insane.

SUPERMAN zooms in with his telescopic vision and punctured through METALLO's chest are SEVERAL URANIUM RODS from the reactor core.

METALLO

(Crazy)

Let's try that again.

METALLO and SUPERMAN both let loose an ear-splitting battle cry and charge each other. They collide with the sound of thunder.

METALLO picks SUPERMAN up and slams him into the ground repeatedly cracking the pavement.

SUPERMAN makes contact with METALLO who catches him, slamming him into the pavement. METALLO picks SUPERMAN up and tosses him across the parking lot. SUPERMAN stands and is hit by a car flung at him, knocking him down again.

METALLO picks up the dazed SUPERMAN and tosses him into the back of a trash truck, walks around the side and throws the switch. As the compactor closes, the truck ROCKS BACK AND FORTH and topples over on METALLO pinning him underneath.

SUPERMAN tears through the roof of the truck, lifts the corner where METALLO is pinned and slams it down on him repeatedly.

SUPERMAN pulls METALLO from under the truck, stands him upright and kicks him across the street into the remains of the LEXFLIGHT battle. METALLO grabs a LEXFLIGHT rifle and fires on SUPERMAN.

METALLO's face is filled with a wicked satisfaction and perverse pleasure as he fires on SUPERMAN.

SUPERMAN is knocked down from his feet. Somewhere in the background LOIS witnesses it and screams.

LOIS

NO!

She tries to charge past the SCU to help him but is restricted.

Slowly, SUPERMAN gets to his feet.

METALLO fires again. SUPERMAN is slowed down but doesn't fall.

(CONTINUED)

He fires again. SUPERMAN keeps moving toward him. METALLO fires in a frenzy OF gunfire. His face begins to lose its look of confidence and is quickly replaced with fear.

A quiet mechanical voice can barely be heard coming from the LEXGUN.

LEXGUN (VO)  
Warning. Energy... low.

A level on the LEXGUN shows the weapon's energy waning.

Blast after blast, SUPERMAN won't stop until METALLO squeezes the trigger and there's nothing.

LEXGUN (VO)  
Energy... depleted.

METALLO squeezes the trigger in disbelief and it clicks.

LEXGUN (VO)  
Charging.

METALLO SCREAMS a war cry, SWINGS the LEXGUN at SUPERMAN clocking him square in the jaw.

SUPERMAN doesn't flinch.

METALLO hits him repeatedly with no effect. He swings again and SUPERMAN catches his fist and they lock. METALLO lifts his other hand to strike him as SUPERMAN's HEAT VISION creates a wide beam that METALLO's fist crosses and incinerates up to the elbow.

SHOCKED, METALLO stares at what used to be his arm. SUPERMAN TEARS his other arm, still gripping the LEXGUN, off at the shoulder and strikes him across the face repeatedly.

The more SUPERMAN hits him, the more METALLO's loses his artificial skin revealing the chrome metal cyborg beneath it. Furious, SUPERMAN appears to be losing control with the madman.

LEXGUN (VO)  
Charge complete. Energy levels at maximum.

They both look at the gun and SUPERMAN points it (with METALLO's arm still attached) and FIRES blasting him through the air, dropping his charred smoking carcass to the ground.

His body is a complex chrome robot with a transparent shielding in the skull showing a human brain.

(CONTINUED)

SUPERMAN stops. METALLO's eyes, a bright luminescent green, fade to black. SUPERMAN is out of breath and wobbles away from the chrome cyborg left among the rubble.

CUT TO:

INT. LEXCORP COMMUNICATION CENTER

LUTHOR is standing proud among the nervous TECHS. The monitors are all lit and the system is operational.

LUTHOR  
Timing is everything.

CUT TO:

EXT. SUICIDE SLUM - DAY

HAMILTON, SAWYER and TURPIN to come SUPERMAN's aid.

SUPERMAN  
(Remorseful)  
I murdered him.

TURPIN  
He was gonna do you in.

HAMILTON checks the cyborg with some equipment.

HAMILTON  
He's still alive. I'm detecting  
brain waves. His mechanical body  
isn't functioning but his brain is  
operating. You didn't kill him.

TURPIN  
(To SUPERMAN)  
You hear that? You broke him.

SAWYER gets a call on her radio.

SAWYER  
(To SUPERMAN)  
Superman, the MAYOR wants to speak  
to you.

CUT TO:

EXT. LEXCORP - DAY

MAYOR BERKOWICZ is waiting in his car. SUPERMAN lands carrying an empty LEXFLIGHT SUIT.

Neither says a word as they enter the building.

INT. LEXCORP

SECURITY sees them coming.

SECURITY  
Sir, I'm sorry there are no-

SUPERMAN, his clothes torn and him beaten, gives a look. The GUARD backs down.

They get into the elevator.

INT. LUTHOR'S OFFICE

SUPERMAN and the MAYOR exit the elevator and pass a SECRETARY on the telephone.

SECRETARY  
I'm sorry your Honor, Mister Luthor isn't-

They walk past her and SUPERMAN throws the massive doors open.

Inside, LUTHOR is seated behind his giant desk in a virtually empty room.

LUTHOR  
I believe the girl outside said I wasn't in.

BERKOWICZ  
(Angry)  
You've gone too far this time, Lex. There are six dead pilots and I don't even know how many other wounded because of you.

LUTHOR  
Well Frank, I'm sorry.

BERKOWICZ  
Sorry?

BERKOWICZ charges LUTHOR and SUPERMAN stops him.

(CONTINUED)

BERKOWICZ

Tell their families you're sorry!  
Those men wouldn't be dead if your  
incompetent men didn't hand Metallo  
those weapons!

For Christ's sake, Lex, you gave him a gun.

LUTHOR

What can I say?  
(Looking directly at SUPERMAN)  
I underestimated my enemy.

BERKOWICZ

Mark my words, Lex: You are not  
going to get away with this. I  
swear you'll see justice or-

LUTHOR

(Annoyed)

Or what? What, Frank? You're going  
to shut me down? Sue me? Send me to  
jail. Can't you see I'm not playing  
a game here? I picked up the ball  
when you and your boys dropped it  
and I did what needed to be done!  
Who was going to save us, Frank?  
Your toy soldiers? The military?  
You see what he did to them. Where  
was your precious Superman? He had  
abandoned you, Frank? Ask him where  
he was. I did what I had to to  
protect what was in my best  
interest and that is to make sure  
this city is under control and  
guarantee I'm the man behind those  
controls.

(Beat)

So I made a bad call. It happens.

BERKOWICZ

This isn't your city, Luthor.

LUTHOR

What?! I am worth one hundred and  
sixteen billion dollars! I buy and  
sell people and their ideals the  
way most people order lunch!  
Governors, attorneys, police and  
MAYORS! Everyone in this city works  
for me directly or indirectly  
whether they know it or not! This  
city is Metropolis because I made

(MORE)

(CONTINUED)

LUTHOR (cont'd)  
it Metropolis. Without me it's  
nothing! Just another decaying  
urban wasteland and you know it!  
You even think about crossing me  
I'll have my lawyers wrap you in  
red tape from here to Kingdom Come!

(Calmer)

You remember this: You aren't the  
first MAYOR this city has ever had  
and God knows you aren't the first  
idealist. There will be another  
election in November and you might  
be sitting in your quaint little  
office in City Hall and you might  
not be. I, however, know exactly  
where I'll be sitting.

LUTHOR goes behind his desk and comfortably eases into his  
chair.

LUTHOR

Now gentlemen, if you'll excuse me,  
I have an empire to run.

There is a very long silence.

BERKOWICZ

Superman...

SUPERMAN

Yes, your honor.

BERKOWICZ

Under the power granted to me by  
the city of Metropolis I am  
deputizing you.

(Beat)

Arrest this man.

LUTHOR has an expression few people see.

Shock.

CUT TO BLACK:

BLACK SCREEN

VOICE

Look up.

FADE IN

IMAGE OF LUTHOR STANDING AGAINST A WALL.

(CONTINUED)

LUTHOR looks up. LUTHOR's tie is undone and he's fuming with anger. In front of him is a plate with: "LUTHOR, ALEXANDER L1591418017."

A CAMERA FLASHES.

VOICE  
Turn to the left.

LUTHOR turns and the CAMERA FLASHES again.

INT. POLICE STATION

LUTHOR is getting fingerprinted.

COP  
(Trying not to laugh)  
Name?

COPS in the background start snickering.

INT. HOLDING CELL

LUTHOR is placed into the holding tank with the other riff raff.

CUT TO:

EXT. POLICE STATION - EVENING

LUTHOR is met by MERCY. They exit the station swarmed by reporters. LOIS LANE is among them.

CUT TO:

INT. LEXCORP - LUTHOR'S OFFICE

LUTHOR enters and gets himself a drink. As he walks past the window, SUPERMAN is floating outside waiting for him with his arms folded.

LUTHOR takes a remote control from the desk and opens the window.

LUTHOR  
I'd invite you in for a drink but you don't seem like the drinking type... even though a stiff drink would probably do you some good.

(CONTINUED)

SUPERMAN says nothing.

LUTHOR

You're a pretty smart fellow so you probably know your recent failings were no fault of your own. It's really simple: For enough money you can get anyone to sabotage a monorail or school bus and push it on some train tracks.

Then you plant your man in a the site of the predetermined disaster he averts. He smiles for the cameras and looks fantastic. On the other hand, it doesn't exactly make you look like the spit and polish hero everybody loves so much.

The whole reason I created Metallo was to falter the public's faith in its power source. Make them feel unsafe and then I would come along and sell them something safer.

Something more advanced. Something more, how should I say, expensive and I make a few billion dollars in the process and replace you with my own "Man Of Steel." One that I hold the strings to and take you out of my misery at the same time.

Absolutely brilliant.

I don't know who you are or where you come from or why you're here but what I do know is I don't like to be shown up my city. Don't think you can come in here with your fancy pants, good looks and that truth, justice, blah blah blah and that from me. I can live with the heroics and I can even live knowing there may be one person in Metropolis I can't influence but you embarrassed me in front of my town and that will not be forgotten.

When your number is up, I'll be the one holding the ticket. That I promise you.

(Beat)

Now, you tell me... am I telling the truth?

Arms folded, SUPERMAN's expression is stern blankness.

(CONTINUED)

SUPERMAN

I'm watching you, Luthor.

SUPERMAN flies straight up. LUTHOR looks out the window and he's gone.

When he's gone, LUTHOR reaches inside his jacket and beneath his shirt and retrieves a small pager size box. On the front is a pulsing light. He presses the intercom.

LUTHOR

Miss Teshmacher.

SECRETARY (VO)

Yes, sir?

LUTHOR

Tell the boys in R and D it works.  
They'll see my appreciation for the  
efforts in next week's check.

SECRETARY (VO)

Right away, Mister Luthor.

CUT TO:

EXT. LOIS' APARTMENT - NIGHT

SUPERMAN flies by her apartment window. Inside, she's on the telephone with her sister LUCY. Her arm is in a sling.

He notices an envelope pinned under the window with his name on it. He opens it and it reads:

THANK YOU FOR SAVING ME... AGAIN.

He smiles, folds the letter neatly and takes off. LOIS sees something in the corner of her eye and runs to the window. Like a schoolgirl with a crush, she smiles.

CUT TO:

INT. UNKNOWN COMPUTER CENTER

The redheaded WOMAN seen very briefly earlier is behind her computer data center. On the monitors are images of METALLO/JOHN CORBEN with reports and articles with CIA/INTERPOL markings.

The REDHEAD's face is barely seen although we can tell she's wearing glasses and seated in a wheelchair. She types ACHEN@WGBSNET.COM and presses ENTER. Her mail has been sent.

(CONTINUED)

CUT TO:

EXT. KANSAS COUNTRYSIDE - DUSK

CAMERA passes slowly overhead of the beautiful farmland with newscaster ANGELA CHEN's following voice-over.

ANGELA (VO)

This morning, sources at Interpol and the Central Intelligence Agency have confirmed internet speculation that Metallo's true identity is that of John Corben, a known mercenary and thief wanted worldwide for crimes neither agency would elaborate on. How the human Corben became the superhuman Metallo, is still a mystery. MAYOR Berkowicz has this to say:

BERKOWICZ (VO)

It has been a difficult few days for us all. The loss of life cannot be replaced. We have suffered many tragedies and avoided more but today we are safe. Wherever you are, thank you Superman.

ANGELA (VO)

This is Angela Chen. Goodnight.

EXT. SMALLVILLE KS, KENT FARM -SUNSET

JONATHAN and MARTHA KENT are standing in a field overlooking their farm. In the distance is an incredibly vibrant sunset. In the background is their house.

JONATHAN's arm is around MARTHA. CLARK walks up from behind them. Silent, he enjoys the view.

CLARK

(Beat)

You never get tired of this do you?

They aren't startled. They were expecting him.

JONATHAN

Never.

(CONTINUED)

MARTHA

I'm glad your home, Clark.

CLARK

Of course, Ma. It's Sunday.

CLARK puts his arm around them.

CAMERA PANS OUT ENDING ON THEIR SILHOUETTES AND THE SUNSET AND THEN A SLOW FADE TO BLACK.

CREDITS ROLL.

CREDITS END.

CUT TO:

AFTER CREDIT SEQUENCE.

INT. LEXCORP RESEARCH LAB

Several SCIENTISTS are working on various projects. LUTHOR enters and approaches the lead scientist, DR WENG.

LUTHOR

My time is valuable, Doctor Weng.

WENG

Then I will not abuse it. I thought you'd be interested in our progress.

LUTHOR

I'm always interested in progress.

WENG leads LUTHOR to a glass tube filled with liquid. Inside is what's left of METALLO being kept alive.

WENG

Since the Metallo body was a prototype, we were able to salvage the main processors and reflex circuitry. The brain still functions well... surprisingly.

LUTHOR

Keep the equipment. That costs money. You can toss the brain. I'll find another one.

(Beat) And the Police...?

(CONTINUED)

WENG

Will have the useless replica we designed to replace this one and will be none the wiser.

(Beat)

It still puzzles me how you managed to retrieve this one from a secured Police facility.

LUTHOR

Gotham has some of the best thieves in the world if you can find them. Pay them enough money and they can get you anything.

WENG

We have also made great strides with the cloning.

LUTHOR

What have you got.

WENG

The last was orangutan. Fully mobile and intelligent. She lived for three days. Seventeen hours longer than the previous one. It was quite marvelous.

LUTHOR

You do fantastic work, Weng.

WENG

I am glad you're satisfied.

LUTHOR shakes his hand and leaves. As he is leaving he turns:

LUTHOR

Weng...

WENG

Yes, Mister Luthor?

LUTHOR

On second thought, keep the brain. I'll find some use for it.

WENG

Of course, Mister Luthor.

LUTHOR leaves.

(CONTINUED)

CONTINUED: (3)

122.

CUT TO BLACK:

TITLES ON BLACK:

THE MAN OF STEEL will return in

SUPERMAN: THE MAN OF TOMORROW

Featuring BIZARRO.

THE END