

METROPOLIS: SPECIAL CRIMES UNIT

1.07 | "TERRIFIC"

Written By  
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Based on "Smallville", developed for  
television by Alfred Gough, and Miles Miller

Based on DC Comics Characters

Executive Producers  
Alex Matthews, Chris Davis &  
Jack Malone

XaleCorp Productions 2014

CAST

CAPTAIN MAGGIE SAWYER ..... Jill Teed  
DETECTIVE DAN TURPIN ..... David Paetkau  
DR. BETH CHAPEL ..... Tembi Locke  
WALLY WEST ..... Fran Kranz

AND

DR. KITTY FAULKNER ..... Felicia Day

RECURRING GUEST CAST

TODD RICE ..... Chris Lowell  
TOBY RAINES ..... Kelly Rowan  
KING FARADAY ..... Alex Carter

GUEST CAST

FRANK BERKOWITZ ..... Anthony Michael Hall  
ABIGAIL HUNKEL ..... Fionnula Flannigan  
AKEELA OKAFUR ..... Sanaa Lathan  
DONALD LEESON ..... J. August Richards  
JAMEEL HOPKINS .....  
SASHA BORDEAUX ..... Jessica Pare  
KATIE .....  
DUDE #1 .....  
DUDE #2 .....  
JOURNALIST .....  
RECEPTIONIST .....

SPECIAL GUEST CAST

MICHAEL HOLT ..... David Ramsey

## TEASER

FADE INTO:

1 EXT. PROPERTY DEVELOPMENT SITE - SUICIDE SLUMS - MORNING

It's your average CONSTRUCTION SITE, filled with various heavy equipment, lots of dirty looking WORKERS and a couple of prefabricated TEMPORARY OFFICES.

We PAN ACROSS all this chaos, to a SMALL STAGE that has been erected just outside of the site. A LARGE GROUP of people are all standing by the front of the stage, and judging from the assorted CAMERAS, MICROPHONES, NOTEPADS & PENS, they're all PRESS.

Behind the stage, part of the wall is COVERED in a large piece of CLOTH. On the stage itself, stands 4 people, 2 people we immediately recognize - one is COMMISSIONER MIKE HENDERSON, the other is CAPTAIN MAGGIE SAWYER.

Henderson expression is carefully masked and unreadable, while Maggie's is anything but. She carelessly looks at her watch, IRRITATED, and Henderson catches her, shooting her an ANNOYED LOOK.

HENDERSON

Got somewhere you need to be,  
Sawyer?

MAGGIE

Anywhere but here! Come on, Mike!  
I've juggling half a dozen active  
open cases, not to mention all  
the ones that other precincts  
send our way because they don't  
want them. I don't have time to  
be a cheerleader for the Mayor.

HENDERSON

(sighs)

Look, Maggie, Mayor Berkowitz has  
put a lot of hard work into  
securing this redevelopment  
project for the Slums. Showing  
our support, it will help you in  
the long run.

Maggie RAISES AN EYEBROW, as well as CROSSING HER ARMS.

MAGGIE

(unimpressed)

Meaning, next budget cuts  
meeting, me cheering 'rah rah'  
and waving my pompoms will be  
remembered?

HENDERSON  
 (amused)  
 Something like that, yeah.

Maggie SIGHS DRAMATICALLY, shaking her head, before relaxing her posture slightly.

MAGGIE  
 Fine, I get it. I'll behave.

She quickly PLASTERS A SMILE on, as the two other occupants of the stage walk toward them.

One is an older white male (late 40s, blonde/brown hair, handsome), smartly dressed and well presented - this is MAYOR FRANK BERKOWITZ. Next to him is a sprightly young brunette girl - this is KATIE, his press assistant.

BERKOWITZ  
 (pleased)  
 Henderson, good of you to come.

He gives Maggie an UNIMPRESSED LOOK, turning serious.

BERKOWITZ  
 (dubious)  
 Sawyer, wasn't aware you were interested in my urban renewal scheme.

MAGGIE  
 Anything that helps clean up Suicide Slums, reduce crime and make my job easier is something I support, Mr. Mayor.

Henderson TRIES TO SUPPRESS the small smile forming, UNSUCCESSFULLY, while Berkowitz looks IMPRESSED.

BERKOWITZ  
 (pleased)  
 Well, then, maybe you can put a good word in with that girlfriend of yours over at the Daily Star?

Maggie VISIBLY SWALLOWS, but keeps her smile INTACT.

MAGGIE  
 I'll see what I can do, sir.

Nodding happily, Berkowitz walks off, allowing Maggie to GLARE, ANNOYED at his retreating back, before looking at the GRINNING Henderson.

MAGGIE  
 You SO owe me for that little performance.

HENDERSON

Duly noted.

As they talk, KATIE walks up to the small podium on the stage, and TAPS the microphones gently. The ECHO of it gets the attention of the ASSEMBLED PRESS who turn to face the stage as one.

KATIE

(bubbly)

Members of the press, I'm happy to introduce to you, the mastermind of this project, Mayor Franklin Berkowitz!

She breaks into APPLAUSE, which is politely copied by the press officials, Henderson and Maggie as Berkowitz takes position by the podium, GRINNING WIDELY.

BERKOWITZ

Thank you, one and all, for coming out here today to witness the dedication of this site. As you know, since Dark Thursday, one of my goals has always an urban renewal plan for the areas of Metropolis that need a little TLC. It's taken us a while, but I am happy to say that with our fine city flourishing, both thanks to our beloved heroes, and our valiant police officers, we are now on track.

Maggie SMIRKS, amused.

MAGGIE

(softly)

Nice to know he values us, I suppose.

BERKOWITZ

This redevelopment is the first step in a total overhaul of this entire area. Not only will it bring new jobs to the people, but it will forever remove a blight from our City of Tomorrow. We're going to remind people of a time before 'Suicide Slums', when this was Southside!

As he finishes up, he RAISES HIS HAND, and SQUEEZES a small control he is holding. On COMMAND, the piece of cloth FALLS AWAY to reveal a BILLBOARD attached to the wall.

On the billboard, is BERKOWITZ, striking a HERO POSE with a HUGE GRIN, with the words "SOUTHSIDE LIVES AGAIN!" emblazoned next to him, on top of an ARTISTIC RENDITION of what the place will look like at the end.

APPLAUSE AND LAUGHTER break out, with Berkowitz himself leading the charge. Politely, Henderson and Maggie follow suit, although one look at the promotional shot of the Mayor has Maggie ROLLING HER EYES.

Off a CLOSE UP of said image, we:

FADE TO:

2 EXT. PROPERTY DEVELOPMENT SITE - SUICIDE SLUMS - NIGHT

The same GRINNING FACE, is now ADORNED with a pair of spray-paint reading glasses and a mustache. Someone has also spray painted in the outline of a cape, stretching back from his collar, caught in a gust of imaginary wind.

A HAND reaches up, and SHAKES a can of spray paint vigorously. TWO YOUNG BOYS are standing in front of the billboard, clad in heavy scarves to hide their faces.

They start painting on an INVERTED TRIANGLE on the Mayor's chest, finishing it with a large 'B' in the center, laughing as they do.

KATIE (O.S)  
(angrily)  
Hey, what the hell are you doing  
over there?!

Like DEER CAUGHT IN HEADLIGHTS, the boys look over as KATIE, exiting one of the temporary offices, shouts at them, before grabbing their gear and making a RUN for it. With the ease of youth, they scamper over the wall and are gone.

Katie, DISAPPOINTED, can only walk over and survey the damage to the image.

KATIE  
One day! It didn't even last one  
damn day!

She reaches into her handbag and pulls out her CELLPHONE, quickly tapping at it.

KATIE (cont'd)  
(recording memo)  
Note to self, organize  
replacement poster and also, look  
into hiring night security.

She then pockets the phone, and exits the area, closing the LARGE GATE behind her and securing the small padlock.

She starts to walk down the street, pulling her JACKET CLOSE around her from the night's chill, walking past a nondescript old-model car. As she does, a LIGHT switches on, illuminating the interior.

We see it's occupied, by about 2 older youths, both dressed casually, and each giving the departing Katie an appraising, lecherous once-over.

Their own faces are PARTIALLY OBSCURED by the layer of stage make-up they wear - it gives them both deathly-white skin and big grinning red lips. With the large wigs of CURLY GREEN HAIR, they look just like the JOKER.

DUDE #1

Yo, man. She's dang hot. Yo sure we have to do this?

DUDE #2

Hell yeah, bro! We need to make these chumps realize who they're messing with!

The first youth nods, CONVINCED, and as one, they EXIT the car, and close the doors with a LOUD SLAM!

The noise drawn Katie's ATTENTION, and she looks over her shoulder, REACTING to the two youths that seem to be FOLLOWING HER. With a QUICK GLANCE along the rest of the deserted street, she crosses over to the other sidewalk.

The YOUTHS COPY the move, which only encourages Katie to QUICKEN HER PACE, the FEAR she is now feeling evident on her face.

As she approaches the street corner, ANOTHER CAR comes to a stop just ahead of her, and THREE MORE YOUTHS, dressed in the same kind of casual, relaxed style, exit. They too are all wearing the same JOKER-LIKE MAKE-UP.

Close to PANIC, Katie backs up and looks over her shoulder, before spotting an ALLEY just off to the side. REACTING, she BOLTS for it!

All FIVE YOUTH quickly give chase after her into the alley.

3

EXT. ALLEY WAY - SUICIDE SLUMS - CONTINUOUS

Katie, STUMBLING over various detritus left behind in the alley, DESPERATELY tries to make her way through it, only to come to an ABRUPT STOP, a look of DESPAIR across her face.

KATIE'S P.O.V.: The alley is a DEAD-END - a large wall blocks her way forward.

SWALLOWING, she turns back to face the 5 youths, FEARFUL.

KATIE  
(terrified)  
What-- what do you want?

DUDE #2  
You and yours, you ain't got no  
right coming into our hood,  
messing with the way things are!

KATIE  
We're just trying to help improve  
it for everyone, that's all!

One of the youths ABRUPTLY reaches forward and GRABS Katie, shaking her, and she squeals in FRIGHT.

DUDE #1  
Girl, you got no clue how things  
operate in our turf! We don't  
want or need your kind of help,  
you get me?

He SHOVES her against the wall, and a SOB escapes her, which gets a LAUGH out of the other gang members. The same youth then pulls a SWITCHBLADE from his pocket, and FLICKS it open. Katie YELPS in fear.

KATIE  
Oh, god, please don't!

Katie tries to DESPERATELY squirm out of his grip, but she's stuck fast, as the youth leers over her.

DUDE #1  
We gotta mark you, girl, we gotta  
show those silver spoons who  
think they can wreck our hood  
that us Jokerz, we mean business.

As he starts to reach forward with the blade, something WHIZZES past him, catching his attention. He shifts position, before noticing something.

YOUTH'S P.O.V.: A small METALLIC BALL, glowing slightly with a red light, is HOVERING just in front of him.

DUDE #1 (cont'd)  
What the hell..?

TERRIFIC  
(coldly)  
Let the girl go, jack-ass.

The VOICE, coming out of nowhere, catches EVERYONE BY SURPRISE, as they all look around to the mouth of the alley.

There stands A MAN, dressed in some kind of form-fitting outfit, all black and white, showing a LEAN, MUSCULAR FIGURE. On his covered arms, are emblazoned the words 'FAIR PLAY'.

Meet MR. TERRIFIC.

His own features are also HIDDEN, by a BLACK, 'T'-Like shape crossing over his face, only his mouth is visible. A pair of WRAP-AROUND GLASSES cover his eyes and give off a EERIE, RED GLOW, the same kind of glow the ball has.

His hands are clenched into fists, but he keeps the lowered by his sides.

The YOUTHS closest to him, quickly back away, not so confident now, while their 'leader', gives him a quick once over. Recognizing a THREAT, he quickly lets go of Katie, who dashes out of his reach and out of the alley.

TERRIFIC (cont'd)

Get out of here, as fast as you can.

Katie NODS, and with one quick backward glance, takes off out down the street, leaving her savior to her would-be attackers.

DUDE #1

What the hell are you supposed to be?

A small SNEER forms on the man's lips before he answers

TERRIFIC

Payback.

He turns his clenched fists around and opens them, and A HALF DOZEN MORE metallic balls suddenly rise up from his hands, each with that strange RED GLOW.

They hover in the air in front of him for a moment, before SURGING FORWARD, all heading in different direction! As the RED FLASH of the final ball FILLS the screen, we hear the SCREAMS of the Jokerz just as we:

CUT TO BLACK:

END OF TEASER

## ACT ONE

FADE INTO:

4 EXT. APARTMENT BUILDING - MIDTOWN METROPOLIS - MORNING

It's a LARGE APARTMENT COMPLEX, very modern looking, with lots of balconies, situated in the middle of Metropolis itself.

                  TOBY (PRE-LAP)  
                  (annoyed)  
                  They want me to do what?

5 INT. TOBY'S APARTMENT - APARTMENT BUILDING - CONTINUOUS

Inside the well furnished and neatly arranged apartment, TOBY RAINES, already dressed for work, holding her CELL PHONE to her ear, is pacing aggressively as she talks.

By the kitchen counter, a tired-looking MAGGIE SAWYER, still in her pajamas and dressing gown, pours herself a large cup of black coffee, and takes a SATISFIED SIP, while watching her partner pace back and forth. A SMALL SMILE forms on her lips.

                  TOBY  
                  Have you reminded them that I'm  
                  the CRIME BEAT reporter, Steve?  
                  Isn't there anyone else to cover  
                  for him?

She meets Maggie's eyes, and makes an angry 'squeezing' gesture, before ROLLING HER EYES. Maggie barely STIFLES a laugh, quickly taking another gulp of her coffee.

                  TOBY (cont'd)  
                  Fine, fine, I'll do it, I'll do  
                  it! Just forward me his questions  
                  list, and I'll head over there  
                  now.

She HANGS UP, and tosses the cell phone onto the nearby couch, before heading over to the counter, where Maggie is now pouring another coffee, and passes it to Toby.

                  MAGGIE  
                  Dare I ask?

                  TOBY  
                  Turns out the city reporter has  
                  developed food poisoning or  
                  something, and they need me to go  
                  cover his ass at that press  
                  conference at the new Cyberwear  
                  facility that's opening.

MAGGIE

Cyberwear? That's Michael Holt's company, isn't it?

TOBY

That's right, although I doubt he'll be there, he hasn't done any interviews in years, not since his wife Paula was killed in that car accident. The day to day operations of his company have all been handled by the acting CEO, Akeela Okafur. That's who's running the press conference.

MAGGIE

Yeah, I remember hearing about that, a few years ago.

TOBY

Still, you gotta feel for Holt, he had it all, a wife, successful company, I heard they were even trying for a family when she died.

MAGGIE

Not to sound all fatalistic, but that's life for you, throws you a curve ball when you least expect it.

TOBY

(amused)

Sports analogy, at this early?

MAGGIE

Coffee must be doing it's job.

Toby LAUGHS, and leans over, gently kissing Maggie on the lips, before turning back to grab her purse, phone and handbag.

*BUZZ! BUZZ! BUZZ!*

Maggie quickly REACHES into her dressing gown POCKET and pulls out her own cellphone, which is vibrating gently. She flips it open, and takes note of the caller I.D., her smile fading, before answering.

MAGGIE (cont'd)

Detective Turpin, what can I do for you at this fine morning hour?

Off Maggie FROWNING, we:

CUT TO:

6 EXT. METRO CENTRAL - DOWNTOWN METROPOLIS - LATER

Establishing shot of the building.

HENDERSON

(angrily)

This is the last thing we needed  
to happen.

7 INT. S.C.U. CONFERENCE ROOM - METRO CENTRAL - CONTINUOUS

Assembled around the conference table, are Maggie and Henderson, alongside DANNY TURPIN and DEA SPECIAL AGENT KING FARADAY.

Henderson is pacing, running a hand over his short, dark hair, looking IRRITATED as hell. Both Maggie and Danny are looking over CRIME SCENE PHOTOS, while Faraday, with the calm of a Buddha, leans back in his chair, CHEWING GUM.

HENDERSON

A vigilante, running amok in the Slums is one thing, but right outside the redevelopment project that the Mayor is personally promoting. This is NOT good.

MAGGIE

Maybe I'm just still half-asleep, but could you explain to me why the Mayor thinks this is a bad thing? I mean, these clowns were arrested, right? I thought Berkowitz supported heroes doing their work.

FARADAY

This guy is completely new to our radar. Not to mention he got a little heavy handed with the gang-members. 3 of them spent the night at MetGen, instead of lock-up.

Danny SHOOTS Faraday a SCATHING LOOK.

DANNY

Can I remind you that those gang-members are Jokerz, who not too long ago, were encouraging the murder of police officers. A few less of them on the streets is a good thing, if you ask me.

MAGGIE

Why are you here, Faraday? What's this got to do with the DEA?

FARADAY

Part of our efforts to track the starlight ring has been to work with your Gang Unit and monitor their activity, maybe find a lead that way.

MAGGIE

(disgusted)

The 'Jokerz', god what a sick joke in itself. To think there are people inspired by that lunatic.

FARADAY

We agree with you, hence why we don't want them dabbling in starlight.

As they continue to talk, the door opens, and TODD RICE walks in, holding a tray of COFFEE MUGS, all steaming hot, which he quickly places down on an empty spot on the table.

HENDERSON

Excellent timing, Mr. Rice.

TODD

Here to help, Commissioner.

He starts to pass the COFFEES around.

DANNY

So what do we do first?

FARADAY

We need to figure out just who this guy is, and why he chose NOW to make a move.

He picks up a wad of PHOTOS, and sorts through them, before FINDING the one he is looking for. He pulls it out and slaps it down on the table.

It shows the CRIME SCENE, including part of the BUILDING WALL, which has been TAGGED - the letters look BURNED IN, and read: "FAIR PLAY".

FARADAY (cont'd)

We think THIS is the key to identifying him.

Todd, passing the final coffee towards Faraday, happens to catch a GLIMPSE of the image - and VISIBLY REACTS. His hands shake enough that some of the coffee SPILLS onto the table.

FARADAY (cont'd)  
(surprised)  
Whoa, easy there, fella!

TODD  
(nervously)  
Sorry, sorry, my, uh, hand  
cramped up.

He quickly places the mug down and SHAKES HIS HAND absently. He grabs some tissues from the tray and quickly cleans the small spill.

MAGGIE  
(concerned)  
You okay, Todd?

TODD  
Fine, yeah, sorry about that.  
I'll leave you to it.

Before anyone else can say anything, he grabs his tray and heads out - with his back to the others, he FROWNS, CONCERNED.

He doesn't notice the CURIOUS LOOK on Faraday's face as the DEA Agent watches him leave before the door closes on them.

8 EXT. CYBERWEAR - CENTRAL BUSINESS DISTRICT - MID-MORNING

A recently renovated OFFICE COMPLEX, now bearing a STYLIZED 'CYBERWEAR' sign on the top floors, gleams in the mid-morning sun.

9 INT. CYBERWEAR - CENTRAL BUSINESS DISTRICT - CONTINUOUS

Inside a LARGE FOYER, are the assembled press officials, standing in front of a raised DAIS, on which a large table has been placed. On the table are several microphone placements.

SEATED at the table are TWO AFRICAN-AMERICANS, one female, the other male. The female is BEAUTIFUL (mid-30s, soft skin, assertive, in a powersuit) - this is AKEELA OKAFUR. Beside her, is DONALD LEESON (handsome, late-30s, smartly dressed, confident).

Walking into the foyer, and up to a SECURITY STATION, is Toby Raines, who flashes her PRESS I.D. and is waved through.

She moved forward, and quickly makes her way to the front of the press gathering, nodding and exchanging polite greetings with her peers, as Akeela TAPS her microphone, the feedback getting everyone's attention.

AKEELA

Thank you all for coming. This is a big day for Cyberwear, and indeed Holt Industries as a whole, as we officially open our new division here in Metropolis. Myself and our Chief Financial Officer, Donald Leeson, will be happy to answer your questions.

QUICK OFF THE MARK, Toby raises her hand, and with a quick nod from Akeela, clears her throat before speaking.

TOBY

Holt Industries has always been very much a hallmark of Los Angeles and the West Coast. Why move to open an office in Kansas?

DONALD

Metropolis is becoming one of the most prominent cities not just of the Mid-West, but of the country itself. It's been at the forefront of the emergence of meta-humans, superheroes and new technology for some time, so it was felt opening offices here would be in our best interest.

AKEELA

Not only that, but Holt Industries always strives to expand and explore further with every year. With our growing partnerships with LexCorp, Wayne Enterprises and Kord Industries, it made sense.

TOBY

So, this new office is an experiment of sorts, in itself? Your success here will effect further expansion plans?

DONALD

Yes, exactly. Cyberwear is the research division of Holt Industries, after all.

TOBY

What about your founder, Michael Holt? The plans for the building show that the top two floors aren't offices or labs, but rather several apartments. Does this mean he'll be making any appearances at this new office?

Akeela and Donald EXCHANGE a quick look, which doesn't go unnoticed by the reporters.

AKEELA

The apartments are a private residence for any member of our senior staff who requires it. In regards to Michael, he is always involved in every step of the company's growth. It was his efforts that bought this company together in the first place.

TOBY

Maybe, but you can't deny that Mr. Holt has been noticeably absent from public life the last few years.

A journalist beside her (male, late-20s, a little rough around the edges), seizes on her comment.

JOURNALIST

Rumor is, he spends all his time at a lab he's constructed at home, that he barely even goes into the office anymore.

AKEELA

(scoffs)

There are always rumors, and yes, there was a time after the death of his wife that Michael did pull away from his work. But I can assure you that everything we do, be it here in Metropolis or back in L.A., we're doing under Michael's guidance and directive.

TOBY

You freely use Mr. Holt's name and influence in your dealings with other companies, yet the man himself is rarely seen. Why is that?

AKEELA

Michael is understandably reticent about being in the public eye after everything, should we not allow him that?

DONALD

(annoyed)

Besides, we are here to talk about the company and what we hope to accomplish, not our founder. This isn't some get-together for juicy gossip. If you don't have anything pertinent to ask about--

JOURNALIST

(interrupting)

Can you substantiate reports that Michael Holt was seen boarding his private jet over a week ago? Is there some reason he is hiding his visit to Metropolis?

ANGRILY, Donald abruptly STANDS, pushing his microphone away.

DONALD

That's it, this press conference is over. Thank you.

AKEELA

(shocked)

Donald, wait!

Without a backward glance, Donald STORMS OFF the dais and into a private, marked off area behind it, as conversation between the press sparks off with great debate.

Toby watches, FROWNING, as Akeela quickly leaves her seat and heads off after Donald, before turning to the young journalist, who scribbles in his notepad.

TOBY

Is that true, or did you say that just to get a reaction?

JOURNALIST

Oh, my sources say it's definitely true, they saw the flight plan, and saw him board.

TOBY

(curious)

I wonder why he'd fly out here for and not tell anyone?

As she ponders the question, we:

CUT TO:

10 EXT. DONALD LEESON'S OFFICE - CYBERWEAR - LATER

It's a LARGE, WELL FURNISHED office space, but all Donald cares about right now is pouring his DRINK. He CARELESSLY puts the decanter down, and takes a large GULP, just as Akeela walks in, GLARING AT HIM.

AKEELA

A little early, isn't it?

DONALD

Yeah, well, I think I'm entitled to one right now. God, those press conferences drive me insane!

AKEELA

Oh, come on, admit it! It's not the conferences, its the questions. You can't stand it when they bring up Michael, can you?

Donald SLAMS the now-empty glass down, and GLARES BACK at Akeela.

DONALD

Do you blame me? Between the two of us, we've run this company effectively and prosperously. US! Not Michael Holt - us! We've raised stock prices, opened up new lines of research and development with other companies, and expanded our field of influence. Yet, none of that matters to those newshounds out there, they just want to hear about Michael goddamn Holt!

Akeela CROSSES HER ARMS, and waits out the angry tantrum, before raising an eyebrow.

AKEELA

You done?

Donald lets out an ANGRY BREATH, before nodding.

AKEELA (cont'd)

Good. Because let me remind you, that our stock prices, our research, our 'field of influence', none of them would exist WITHOUT Michael goddamn Holt.

She SHAKES HER HEAD.

AKEELA  
 (disappointed)  
 I thought you were over this  
 jealousy of Michael.

DONALD  
 It's not jealousy! Look, I get  
 that he's a genius, he has more  
 great ideas in a day than I will  
 in my entire life. What I'm sick  
 of is the work we do being  
 overlooked. Especially you,  
 Akeela, I know how to handle  
 money, but you, you're the brains  
 behind the business. Don't you  
 feel you deserve some more  
 recognition for that.

AKEELA  
 I admit, yes, I do get a little  
 tired of being called the 'acting  
 CEO'. I mean, it's been 5 years  
 since Paula died, and Michael  
 stepped away from the day to day.  
 But I don't stay just because I  
 LIKE my work, you know that.  
 Michael is a dear friend, and  
 I'll keep doing what I need to to  
 support him.

Donald approaches her, giving her a LONG, HARD LOOK, long  
 enough to make her SQUIRM.

DONALD  
 You really do love him, don't  
 you.

AKEELA  
 (defensive)  
 That's none of your concern.

Off her DISCOMFORT, we:

CUT TO:

11 INT. EXECUTIVE APARTMENTS - CYBERWEAR - CONTINUOUS

The apartment is SPACIOUS, TASTEFULLY DECORATED, well  
 thought out, but a little barren of personal effects. The  
 sunlight comes in through the LARGE WINDOWS that dominate  
 one wall.

DONALD (V.O.)  
 Don't you wonder though, I mean,  
 what he does, all that time in  
 his lab back home?

AKEELA (V.O.)  
 What do you mean? He INVENTS,  
 that's what he does.

A SHADOWED FIGURE walks across CAMERA, into another section of the apartment, and we turn to follow, seeing only their back - CLAD IN A DARK TIGHT-FITTING SUIT.

As they walk across the apartment, we see a FRAMED PHOTO, two people we know straight away - DONALD AND AKEELA, laughing, with a THIRD AFRICAN-AMERICAN, a male (early-40s, well built, attractive but serious).

Underneath the picture is a small PLACARD, which proclaims: "CYBERWEAR C.F.O. DONALD LEESON, C.E.O. MICHAEL HOLT AND C.O.O. AKEELA OKAFUR."

DONALD (V.O.)  
 Come on, we both know he is probably hiding or scrapping a lot more ideas than he actually gives us to develop. Like I said, he's a genius.

AKEELA (V.O.)  
 He's a grown man, Donald, and he always said that Holt Industries would never be involved in making anything that could be used as a weapon. You know how he is, especially after Paula.

12 INT. BATHROOM - EXECUTIVE APARTMENT - CONTINUOUS

The FIGURE LEANS against the SINK BASIN, bloody knuckles visible as the hands GRIP the edge - we SEE the words "FAIR PLAY" that decorate the arms, as we slowly MOVE UP the figure's body.

It's a BRUISED, BATTERED but INTACT MR. TERRIFIC, staring at himself in the MIRROR opposite. He reaches up and pulls his GLASSES off, and slowly PEELS AWAY the T-shaped layer on his face, ducking out of frame as he does.

RUNNING WATER is heard for a moment, before he STANDS back into frame, dabbing a towel on his HIDDEN FACE.

DONALD  
 (suspicious)  
 Still, I can't help but wonder,  
 if he's keeping all the best toys  
 for himself.

AKEELA

(dubious)

Why would he do that? What reason  
would he have for not passing on  
workable ideas?

"MR. TERRIFIC" finishes drying his face and LOWERS the  
towel revealing the man behind the mask - MICHAEL HOLT  
himself.

Off his GRIM EXPRESSION, we

BLACKOUT:

END OF ACT ONE

## ACT TWO

13 EXT. O.C.M.E. BUILDING - DOWNTOWN METROPOLIS - DAY

Establishing shot of the building.

14 INT. BETH'S OFFICE - O.C.M.E. BUILDING - CONTINUOUS

DR. BETH CHAPEL is seated at her relatively tidy desk, working on her computer, a MANILA FOLDER open on her desk, which she glances at every so often as she transcribes notes. A STEAMING CUP OF COFFEE sits nearby as well, in easy reach.

*KNOCK, KNOCK, KNOCK!*

She looks up, CURIOUS, stopping her typing at the tapping on her door.

BETH

Come on in.

She SMILES WARMLY as the door opens to admit TOBY RAINES, with an apologetic look on her face.

TOBY

Sorry I'm late! Had to cover a colleague this morning, and I got stuck in downtown traffic.

BETH

Hey there, sure, no problem. I've got that report you wanted, but you're going to have to read it and make notes here, I can't have it leaving the building.

TOBY

Thanks for that, it should help my article present the facts of the case.

She takes a seat opposite Beth, who hands her another folder she has close by, which she quickly begins to flick through, while Beth sips at her cup of coffee.

BETH

What did you have to cover?  
Another Lex Luthor appearance?

TOBY

Thankfully, no. Although this one was interesting, I'll give it that. I was at the Holt Industries press conference, for their new Cyberwear branch.

REACTING, Beth's hands QUIVER and she nearly drops her cup, before tightening her grip. She SWALLOWS quickly.

BETH  
Michael Holt's company?

TOBY  
Yeah, they've spread their wings from L.A., set up an R & D division here in Metropolis. Rumor is Holt himself is actually *in* Metropolis.

Beth GASPS in SURPRISE, and this time, she ABRUPTLY places her cup down on her desk, looking at Toby in SHOCK.

Toby BLINKS, TAKEN ABACK by the intensity of Beth's reaction, as Beth takes a DEEP BREATH, and LEANS BACK in her chair, EYES CLOSED.

TOBY (cont'd)  
(worried)  
Hey, are you alright?

BETH  
No, no, not really. (sighs) I used to know Michael, back when I lived in Los Angeles, a LONG time ago.

TOBY  
You're kidding?!

Beth reaches over and opens a drawer on her desk, and pulls out a small framed photo, which, after looking at it for a moment, she offers to Toby.

Toby takes it, as we see it's a YOUNGER BETH standing next to a YOUNGER MICHAEL HOLT, embracing lovingly, happier time, long gone by.

BETH  
I wish. We very nearly married, but in the end, I wasn't ready, I had my career as a surgeon all set out before me. Actually, I was the one who introduced him to Paula.

TOBY  
His wife? Oh, wow, I had no idea.

BETH  
L.A. isn't something I talk about much, it was another life time. I tried reaching out to him after I heard the news about Paula, we

(MORE)

BETH (cont'd)  
 still have mutual friends, but he  
 never got back in contact.

TOBY  
 Maybe, now's your chance?

She offers Beth a SUPPORTIVE SMILE, and as Beth CONSIDERS her advice, we:

CUT TO:

15 EXT. J.S.A. BROWNSTONE - MIDTOWN METROPOLIS - DAY

Establishing shot of the building, which looks the same except for one small difference - a FLAG of the JSA EMBLEM now waves in the wind.

16 INT. MUSEUM AREA - J.S.A. BROWNSTONE - CONTINUOUS

The interior of the ground floor hasn't changed much since we last saw it properly (in *Smallville's* Season 9 two-parter "Absolute Justice").

The LARGE PORTRAIT of the J.S.A. team still hangs on high on a wall, and the ROUND TABLE is still in the middle of the room. The small glass cabinets that hold weapons and apparel of the former members are still lined against another wall.

There ARE however, SOME CHANGES. The wall compartment that houses HAWKMAN'S uniform, helmet and mace are now OPEN FOR DISPLAY.

On either side of that wall, now stands a TALL GLASS CABINET. Inside the left, is a FULL-SIZE DUMMY, dressed in the outfit of IMPULSE, while on the right, another dummy wears the outfit of STARGIRL. A dedication to the fallen heroes sits inside each exhibit.

ACROSS THE ROOM, from all this, sits the SOLITARY HELMET OF NABU, occupying it's own cabinet. It seems to almost glow in the mid-morning light that streams in through a nearby window.

The REFLECTION of someone approaching the Helmet can be seen in the cabinet glass - it's TODD RICE. As if hypnotised, he slowly REACHES towards the cabinet until--

ABIGAIL (O.S.)  
 (calling out)  
 I wouldn't do that if I were you.

Todd BLINKS, SNAPPING CLEAR of whatever state he was in, and spins around to see ABIGAIL HUNKEL (petite, white-haired, mid-70s kindly but with a steely resolve) SMILING at him.

She is wearing a conservative, older style of dress, looking very much the 1950s housewife, complete with pearl necklace, and glasses that hang from her neck.

ABIGAIL  
(teasing)  
The Helmet doesn't like being touched without permission.

Todd GRINS, used to her sense of humor.

TODD  
Yeah, no matter how often you say that, it still creeps me out.

He quickly moves over to the old woman and gives her a gentle embrace.

TODD (cont'd)  
It's good to see you, Mrs. Hunkel.

ABIGAIL  
You too, Todd. I was beginning to wonder if you'd ever come back, and please, it's Abigail, we've known each other long enough by now. How are things?

TODD  
Work's been hectic, as you can imagine.

ABIGAIL  
But you love it, don't you.

TODD  
Yeah, yeah, I do. Maggie would be lost without me, and helping people with Isis, makes me feel like I'm really doing something worthwhile.

She SCRUTINIZES him for a long moment, enough for him to SQUIRM a little.

ABIGAIL  
Why do I get the feeling this isn't an impromptu social call, then?

TODD  
 (sighs)  
 I need your help. I need to talk  
 to you about Terry Sloan.

Abigail FROWNS, looking UNCOMFORTABLE.

ABIGAIL  
 Why?

TODD  
 "Fair Play"? That was his slogan,  
 right? It's what he was all  
 about, back in the day.

Abigail SIMPLY NODS, and walks over to the wall of  
 cabinets, that display Alan Scott's LANTERN, Jay Garrick's  
 HELMET, Ted Grant's BOXING GLOVES, and finally... Terry  
 Sloan's "FAIR PLAY" BELT.

ABIGAIL  
 (sadly)  
 Also known as the Man of 1000  
 Talents. He didn't deserve what  
 happened to him.

TODD  
 You mean the false arrests?

ABIGAIL  
 Oh, none of us deserved that,  
 dear! But no, Terry was long dead  
 by that point.

TODD  
 (surprised)  
 He's dead?

ABIGAIL  
 (sadly)  
 He's died taking on a villain  
 from his past, and it cost him  
 his life. It took us a long time  
 to grieve and to bring his killer  
 to justice, but we did in the  
 end.

She wipes away a TEAR falling down her cheek, before  
 turning to look at Todd.

ABIGAIL (cont'd)  
 Why are you so interested in all  
 this, Todd?

TODD  
 It's nothing, it's a case the  
 S.C.U. have got at the moment, I  
 (MORE)

TODD (cont'd)  
 thought maybe Mr. Terrific had  
 come out of retirement.

ABIGAIL  
 Oh, I see. I wondered if maybe  
 you'd started digging into your  
 past again.

Todd LAUGHS, but it's rather morosely.

TODD  
 (dubious)  
 No, no, that ship has sailed,  
 Abigail. I think I'm happier not  
 knowing at this point. Anyway,  
 thanks for your help, sorry to  
 bother you.

Abigail SMILES WARMLY at him.

ABIGAIL  
 Oh, it's no bother, I hope you'll  
 come again soon, it's nice having  
 regular visitors. I mean, this IS  
 a museum, remember.

Todd offers her a SMALL SMILE, and turns to walk off, not  
 noticing Abigail's smile VANISH and be replaced by an  
 expression filled with SADNESS.

17 EXT. J.S.A. BROWNSTONE - MIDTOWN METROPOLIS - CONTINUOUS

Todd EXITS the Brownstone, and makes his way onto the  
 sidewalk, and heads into the mid morning crowds of people  
 - completely unaware a PAIR OF BINOCULARS are being used  
 to watch him.

Inside an unmarked SEDAN, the binoculars are lowered to  
 reveal KING FARADAY, eyes narrowed as Todd disappears from  
 view.

He reaches into his jacket pocket, and pulls out his  
 cellphone, hitting speed-dial before holding it to his  
 ear.

FARADAY  
 This is Faraday. Yes, ma'am, I've  
 just seen him exit the J.S.A.  
 Museum now.

He pauses, as he waits for a response, and looks over some  
 SURVEILLANCE PHOTOS that are on the seat next to him, of  
 TODD and of ABIGAIL, as well as several people we  
 IMMEDIATELY RECOGNIZE: ZATANNA, A.C., JAYNA & ZAN, JAIME &  
 BOOSTER!

FARADAY (cont'd)

No, ma'am, I'm not sure if he's connected to all the others in some way, but I intend to find out.

He hangs up, and looks back out toward the Brownstone, GRIMLY DETERMINED.

18 EXT. CYBERWEAR BUILDING - CENTRAL BUSINESS DISTRICT - DAY

We PAN DOWN from the Cyberwear LOGO until we get to the entrance foyer of the building. A YELLOW CAB pulls up, and from it, exits BETH CHAPEL, looking rather APPREHENSIVE for a moment, before taking a breath and heading in.

BETH (PRE-LAP)

I'd like to see Michael Holt, please.

19 INT. ENTRANCE FOYER - CYBERWEAR BUILDING - A MINUTE LATER

The foyer is LARGE, with a LONG, CURVED reception desk, where 3 receptionists are seated, and Beth stands in front of it, waiting patiently.

UNIFORMED SECURITY GUARDS, each visibly carrying a weapon, stalk the area, and monitor a METAL-DETECTOR FRAME just past the doors.

Ahead is a large BANK OF ELEVATORS that a queue of people are casually waiting for.

The MAIN RECEPTIONIST (female, late 40s, glasses, uptight) casually glances at the waiting Beth, and sniffs slightly.

RECEPTIONIST

(unimpressed)

I'm afraid you're misinformed, Mr. Holt is not currently in Metropolis.

BETH

Oh, I'm not press, I'm an old acquaintance, well, friend, of Michael's back from L.A. I mean, when I lived in L.A., before I moved here.

Beth, REALIZING SHE'S BABBLING, takes a breath, and offers an apologetic SMILE, but the receptionist just GLARES at her.

BETH (cont'd)  
 Maybe this wasn't such a good  
 idea.

DONALD (O.S.)  
 Beth? Beth Chapel?!

Both the receptionist and Beth look around as DONALD  
 LEESON approaches, a big GRIN on his handsome face.

DONALD  
 It's really you, isn't it?

BETH  
 Hello, Donald, yes, it's me.

They quickly EMBRACE with the warmth of old friends, and  
 the receptionist does her darnedest to look busy.

DONALD  
 I had no idea you were in  
 Metropolis.

BETH  
 It's been a few years now, it  
 seems like a good fit.

DONALD  
 I guess you're here to see  
 Michael?

BETH  
 I guess so, I mean, it was kind  
 of an impulse thing, I heard he  
 was here, and well...

DONALD  
 It's not something we're trying  
 to advertise, admittedly. We were  
 hoping to keep it in house,  
 actually, but I suppose that was  
 a false hope. I'm sure he'll be  
 happy to see you.

BETH  
 Really? I don't want to cause a  
 fuss.

Donald's SMILE FADES, and he FROWNS, crossing his arms.

DONALD  
 Honestly, Michael could do with  
 the visit. But I should warn you,  
 he ISN'T the same man you knew  
 before in L.A.

Off Beth's CONCERNED expression, we:

CUT TO:

20 INT. EXECUTIVE APARTMENTS - CYBERWEAR - MINUTES LATER

*KNOCK, KNOCK, KNOCK!*

The main door opens, and Michael, wearing only a DRESSING GOWN and looking tired, REACTS with some degree of shock at the sight of Beth, who smiles softly.

BETH  
(almost shyly)  
Hello, Michael.

MICHAEL  
(surprised)  
Beth? Oh my god...

He moves forward and quickly EMBRACES her, catching her off-guard at first, but she warms to it, and returns it. They break apart, and he appraises her.

MICHAEL  
You look good, Beth. What's it been, 10 years?

BETH  
(laughs gently)  
A little bit more, but who's counting? You're sleeping late?

MICHAEL  
I, uh was up all night with a project, I didn't get to bed until early this morning, you know how it is. Please, come on in.

They step back into the apartment, and Beth lets out a low whistle of APPRECIATION. Michael chuckles in response.

MICHAEL  
It's a company property, it'll do.

BETH  
Still, you've done well for yourself. Your own company, just like you always wanted.

MICHAEL  
Well, the company, that was all Paula and Donald, I just wanted to invent and build. What about you, still helping find answers for the dead?

BETH

When I can, yes.

MICHAEL

Honestly, I had no idea you were still in Metropolis, I'd figured you would've moved onto bigger and greener pastures, like New York, by now.

Beth VISIBLY REACTS, a little hurt by that admittance, but she quickly MASKS it with indifference of her own.

BETH

Metropolis definitely keeps me busy, whoever said the Midwest was sleepy didn't know this city.

As he walks towards the kitchen area, he LIMPS slightly, and Beth's TRAINED EYE notices.

BETH (cont'd)

Are you alright? You're limping.

MICHAEL

(dismissive)

Nothing, just a cramp from sitting at a drawing board for too long.

He OPENS the refrigerator, and pours out some ORANGE JUICE into a nearby glass, before turning back to Beth, FROWNING. The tension between them in the air is PALATABLE.

MICHAEL (cont'd)

I'm happy to see you, Beth, really, but like you said, it's been 10 years. Why now?

BETH

Honestly? I heard you were in town, and I just wanted to see you. When I left L.A., well, we didn't part on the best of terms, given everything.

MICHAEL

I know, I remember, I was there too. Neither of us handled that situation well.

BETH

(unamused)

Well, you did shack up with my best friend, so yeah.

She REGRETS the words the second she says them, and she quickly looks to Michael, HORRIFIED.

BETH

I'm sorry, I didn't mean that!

She BACKS UP, heading towards the door.

BETH

This was a mistake, I'm sorry I disturbed you, it really was good to see you, Michael.

MICHAEL

Beth, wait, please.

EYES BRIMMING WITH TEARS, Beth quickly turns and near enough RUNS out the door, leaving it ajar, as Michael LIMPS towards it.

*BEEP, BEEP!*

As he approaches the door, though, he turns and looks at a DIGITAL TABLET that is on the coffee table, and is flashing an ALERT.

CONFLICTED, Michael looks out into the corridor, where Beth is jumping into an elevator. He casts a quick look back at the TABLET before looking out again, only to see Beth has GONE.

MICHAEL

Damn it!

He softly closes the door, and limps over to the tablet, picking it up and pressing at it. His expression INSTANTLY becomes DEADLY SERIOUS.

MICHAEL'S P.O.V.: We see a BROWSER SCREEN, logged onto the Metropolis Police Department private network. A MUG SHOT is displayed - it's one of the youths from LAST NIGHT, DUDE #2, face still covered in the remains of his make-up.

Off his snide, disrespectful expression, we:

FADE TO:

21 EXT. SUICIDE SLUMS - WAREHOUSE DISTRICT - EARLY EVENING

Our GANG-BANGER, walking COCKILY down the sidewalk, towards what looks like just ANOTHER abandoned warehouse, where a couple of other YOUTHS are hanging around.

They NOD in recognition, and follow him into the warehouse, the stylized 'J' on the back of their hoodies visible.

No one NOTICES THE SMALL METAL SPHERE that is hovering in the air nearby, before it lifts UP into the sky.

We PULL BACK and UP HIGH, to see someone is watching them - it's MICHAEL HOLT, once again dressed in his "Mr. Terrific" garb. He touches the frame of the red GLASSES over his eyes, and they lights up.

MICHAEL'S P.O.V.: An INFRA-RED view shows the half dozen people inside the large building, all congregating on the ground floor.

INTERCUT: The small sphere hovers over the roof of the warehouse, looking down through a LARGE SKYLIGHT at the gathered 'Jokerz'.

A small VIDEO SCREEN appears on the left hand side of P.O.V., displaying this image.

On the satisfied smile forming on Michael's face, we:

CUT TO:

22 INT. OLD WAREHOUSE - SUICIDE SLUMS - CONTINUOUS

The assembled JOKERZ are listening to music playing on an MP3 player that someone has hooked up, and the air of the gathering is relaxed.

On a old packing crate, is a small mound of a WHITE/GREEN POWDER, which one of the Jokerz is carefully cutting into LINES, while the other members wait, anxiously, for a hit.

The inner door bangs OPEN, and DUDE #2 walks in, and the man cutting the drug looks up. He is OLDER, early 30s or so, looking straight out of the 'hood - this is JAMEEL.

JAMEEL

Yo! Looks like someone made bail, man!

DUDE #2

Yeah, my granddaddy couldn't deal seeing his favorite behind bars, so he sprung me out.

Jameel leaves the drugs behind, and stands, embracing his fellow gang member in a brotherly manner. Once he leaves the crate, the other members hanging around quickly move in, and start SNORTING at the lines.

JAMEEL

The others, they still with the po-po?

DUDE #2  
Yeah, man, or in the hospital.  
You hear what happen?

JAMEEL  
Word is you got jumped by a cape?

DUDE #2  
No, man, this man, he ain't no  
cape, he was some serious shit.

Jameel FROWNS, as the DUDE goes over to the crate, pushing the other guys out of the way, and starts cutting himself a line.

JAMEEL  
What kind of shit?

DUDE #2  
He knew about you, man. He wanted  
to give you a message, something  
about 'payback'?

The DUDE leans down and SNORTS up the powder, before SNAPPING HIS HEAD BACK, a look of ECSTASY on his face as his eyes FLASH GREEN.

DUDE #2 (cont'd)  
(dreamily)  
He said it was something you did  
back when you ran in L.A.?

Jameel REACTS, looking almost FEARFUL.

JAMEEL  
Oh, shit, man! He's here?!

The DUDE, surfing the high he's on, FROWNS, and looks over at the PANICKY Jameel.

DUDE #2  
Who?

CRRRRAAASSHH!!

GLASS and DEBRIS rain down on the assembled Jokerz, who scatter in panic and surprise, just as MR. TERRIFIC lands in a crouch on the ground. As he stands, his SPHERES float down and hover around him.

Jameel, who has fallen to the floor, SCRAMBLES BACK as quick as he can.

JAMEEL  
(fearful)  
Oh, shit, no! You?!

'Terrific' turns and FIXES HIS GAZE on the younger man.

MICHAEL

Jameel Parsons. Just the low-life  
I've been looking for.

DUDE #2 (O.S)

Yo, freak!

Michael looks over his shoulder, and sees that DUDE #2 is approaching, MENACINGLY.

DUDE #2

You think you can bust in on us  
on our own turf, you tripping,  
man!

MICHAEL

I got no beef with you, I just  
want Jameel.

DUDE #2

You mess with one of the Jokerz,  
you mess with all of us.

He grabs a long piece of RE-BAR from the floor, and with BARELY ANY EFFORT, he BENDS IT in half.

Michael REACTS, turning around fully to face his soon-to-be-assailant.

DUDE #2 just grins, WICKEDLY.

DUDE #2 (cont'd)

Besides, I owe you some 'pay  
back' of my own, bitch!

With that, he LUNGES forward, forcing Michael to ENGAGE in close combat maneuvers. What Dude #2 lacks in training, he makes up for with DETERMINATION and STRENGTH.

Michael, however, demonstrates his own fighting skills, managing to out-move the first couple of loose swings from his attacker. He also disarms Dude #2 of his improvised weapon within seconds.

This only serves to ANGER the man more, and he pulls off his HOODIE, revealing a vest tight over a HEAVILY MUSCLED body, with RAISED GREEN VEINS visible. ROARING, he moves to engage Michael again.

As they fight, Jameel, finally PULLS HIMSELF off the ground, as the sound of APPROACHING SIRENS becomes audible.

JAMEEL

Shit! Cops are coming, everyone  
get lost!

With that, he makes a BREAK FOR IT, not noticing one of the HOVERING SPHERES SPIN AROUND and HEAD straight after him. It quietly deposits itself into a pocket on his leather jacket, as he heads out the door.

Michael, meanwhile is LOOSING GROUND, finding it harder to dodge the blows of his DRUGGED-UP ATTACKER. He lands a few HARD BLOWS of his own, but they barely FAZE him, before he LASHES OUT with a punch that sends Michael FLYING.

DUDE #2  
 (laughs)  
 Oh, yeah! This starlight stuff is  
 da bomb, man! Ain't no-one gonna  
 mess with me anymore!

He advances on the fallen Michael, and lands a SAVAGE KICK to his ribs, pushing him further back.

DUDE #2 (cont'd)  
 Ain't no-one gonna mess with...

He suddenly trails off, and starts to wobble, looking DIZZY, and shakes his head. As Michael pulls himself up, he watches, CONFUSED, as Dude #2 starts to CONVULSE, before looking on, HORRIFIED, as BLOOD begins to stream from his eyes and nose.

DUDE #2 (cont'd)  
 (gags/chokes)  
 What-- what's h-- happening?

He GASPS, before his eyes ROLL BACK into his head, and he CRASHES to the ground with a large THUD!

Michael HOBBLER towards him, and quickly feels for a PULSE - NOTHING. He lets out an ANGRY SIGH, realizing that nothing can be done, as he reaches up and GENTLY CLOSES the younger man's eyes before standing, GINGERLY holding his side, GRIMACING IN PAIN.

OFFICER (O.S)  
 Freeze!

CAUGHT OFF GUARD, Michael spins, and sees a YOUNG POLICE OFFICER, barely out of the Academy, entering the warehouse, WEAPON DRAWN.

REACTING, he GESTURES, and the remaining METAL SPHERES rush at the officer, who instinctively FLAILS at them as Michael turns and MAKES A RUN FOR COVER.

BANG!

Michael FALTERS, STUMBLING, grabbing at the BLOODY WOUND that has just appeared on his arm, GRITTING HIS TEETH from the pain.

As he disappears into the shadows, we:

SMASH CUT TO BLACK:

END OF ACT TWO

## ACT THREE

23 INT. OLD WAREHOUSE - SUICIDE SLUMS - EARLY EVENING

UNIFORMED OFFICER, as well as CSU TEAM MEMBERS, now populate the interior of the Jokerz hideout.

Beth Chapel is crouched besides the dead gang member, with DANNY TURPIN standing next to her, watching as she removes her temperature probe from the lower torso.

BETH

He's been dead less than an hour.  
Looks to be a starlight overdose.

DANNY

The officer on scene said it  
looked like the two had been  
fighting.

BETH

I'm seeing evidence of that, some  
fresh perimortem bruising, but  
judging from the signs of  
hemorrhage, this was definitely  
an overdose.

She NODS at her ASSISTANT, and together, they slowly LIFT the body onto the OPEN BODY BAG. As they move him, something METALLIC falls from the body, and hits the floor with a soft CLINK!

DANNY

(noticing)  
What's that?

BETH

Some kind of metal ball? Looks  
like it got crushed under this  
fella when he collapsed.

Danny PULLS OUT an EVIDENCE BAG, and kneels down to take a look himself, hands already in DISPOSABLE GLOVES.

DANNY

I'll bag this and send it to  
Wally to have a look at, give him  
something fun to do. Maybe this  
will give us an idea on who this  
new vigilante is.

BETH

It scares me, the idea that these  
Jokerz are juicing on starlight,  
I mean, they're dangerous enough  
as it is. Shouldn't that be the  
priority?

DANNY

Maybe, but the officer reckons he got a shot off and might have winged the vigilante. Meaning he's out there, wounded, somewhere.

VRING, VRING!

Beth REACTS, and stands, pulling off a GLOVE, before reaching into a pocket, and pulling out her CELL PHONE, which she answers.

BETH

This is Beth Chapel?

24 INT. BATHROOM - EXECUTIVE APARTMENT - CONTINUOUS

TIGHT ON: Michael, LOOKING SWEATY and DIRTY, standing in front his bathroom mirror, CELL PHONE clutched to one ear.

MICHAEL

(shakily)

Beth, sorry to call you out of the blue, it's Michael.

BETH

(surprised)

Michael? How'd you get my work cell number?

MICHAEL

(laughs softly)

It wasn't that hard, I DO own a large research and development company, remember.

BETH

Yes, I suppose that makes sense. Is there something you wanted?

MICHAEL

(sighs)

About before, I'm sorry I was so cold with you. I was wondering if you'd like to come back over and talk.

25 INT. OLD WAREHOUSE - SUICIDE SLUMS - CONTINUOUS

Beth LOOKS back at a CURIOUS Danny, before turning away, EMBARRASSED.

BETH  
 (cautious)  
 I'm working at the moment, it's  
 not a good time, maybe later?

MICHAEL  
 (urgent)  
 Please, Beth, I REALLY need to  
 see you soon.

BETH  
 (sighs)  
 All right, give me an hour, okay?

MICHAEL  
 Thank you, Beth.

26 INT. BATHROOM - EXECUTIVE APARTMENT - CONTINUOUS

Michael HANGS UP, and the phone SLIPS from his BLOODY FINGERS, clattering onto the floor.

Staring at his reflection, Michael lets out a JAGGED BREATH, as we pull back, and see his other hand CLUTCHING the BLOODY WOUND on his arm, blood seeping through his fingers.

Off his PAINED EXPRESSION, we:

CUT TO:

27 EXT. METRO CENTRAL - DOWNTOWN METROPOLIS - LATER

Establishing shot of the building.

WALLY (PRE-LAP)  
 You know, sometimes you guys  
 bring me the best toys!

28 INT. FORENSICS LAB - METRO CENTRAL - LATER

Inside the lab, situated around the main EXAMINATION TABLE, are WALLY WEST, DANNY TURPIN, and surprisingly, DR. KITTY FAULKNER.

Wally is his usual BOUNCY SELF, and is standing by the table, leaning on his CRUTCH, GRINNING MADLY.

WALLY  
 (excited)  
 But this one, it takes first  
 prize!

On the table, is a RECTANGULAR PLASTIC CASE, inside which is the SMALL METAL SPHERE. It looks a little dented, but otherwise intact... and it's also HOVERING.

DANNY  
Is it... floating?

WALLY  
Yeah, it is!

KITTY  
It's like no technology that's available for public consumption, Detective. This is WAY advanced.

Danny casts a CURIOUS look at Kitty, eyebrow raised.

DANNY  
What brings you here anyway, Doctor? Did Wally ask you to consult?

KITTY  
Actually, he did, said he needed another 'brain to bounce off'. When he showed me what he had, I got here as fast as I could.

WALLY  
See, I had a slight, well, an issue, when I first tried examining it.

Off Wally's EMBARRASSED look, we:

FLASH TO WHITE:

29 INT. FORENSICS LAB - METRO CENTRAL - EARLIER (FLASHBACK)

Wally sits at the EXAMINATION TABLE, leaning over the now-DEACTIVATED SPHERE.

Wearing GOOGLES, he leans in close, and CONCENTRATES as he works to PRISE off a small section of the outer skin of the sphere.

He WHISTLES in appreciation of what he sees inside, and he carefully POKES at the inside with the edge of the TOOL he holds when--

--the sphere SUDDENLY POWERS UP!

Wally PULLS BACK, WORRIED.

WALLY

Uh-oh.

The sphere GLOWS and slowly RISES from the table, as Wally watches in wonder.

WALLY (cont'd)

(awed)

Whoa...

His AMAZEMENT though, proves short-lived, as the sphere, VIBRATES for several seconds, before suddenly SHOOTING OFF, and proceeds to WHIZ AROUND the lab at FULL SPEED!

Wally WATCHES IN SHOCK as the sphere ZIPS this way and that way, before turning about and heading STRAIGHT FOR WALLY!

With a HIGH-PITCHED YELP, he throws himself back, falling out of frame as we:

FLASH TO WHITE:

30 INT. FORENSICS LAB - METRO CENTRAL - PRESENT

Both Danny and Kitty TRY AND FAIL to suppress their AMUSED GRINS, much to Wally's IRE.

WALLY

Anyway, once we managed to snag the little critter, we were able to put it back into stand-by mode.

DANNY

Hence the floating?

KITTY

Exactly. We've been able to partially access it's internal database, but it looks like it's one of a set, and they share their data processing between them, so we've only got bits of the whole picture.

DANNY

Any idea whose behind this kind of tech?

KITTY

Like I said, it's WAY advanced, but there IS something familiar about the design though. Let me get back to S.T.A.R., give me a few hours?

Off Danny's NOD, we:

CUT TO:

31 EXT. DARKENED BACK ALLEY - SUICIDE SLUMS - EVENING

A DARK TOWN CAR pulls up and into the alley, it's HEADLIGHTS lighting it up for a moment, before the engine dies, and the lights are extinguished.

The DRIVER'S SIDE DOOR opens, and DONALD LEESON steps out, casting a DUBIOUS look around.

VOICE (O.S)  
(stage whispered)  
Yo! Over here!

Leeson TURNS, FROWNING, before slowly walking a little further into the alley itself, SQUINTING in the low light.

DONALD  
(annoyed)  
Well, you called and I came. What do you want?

Out from the shadows, a FIGURE approaches - it's JAMEEL! A very scared and worried looking Jameel at that. He lunges at Donald and grabs him, pushing him against a wall.

JAMEEL  
(panicked)  
Was it you?! Was it you that sicked this maniac on me?!

DONALD  
(shocked)  
What are you talking about?!

JAMEEL  
I did you a solid, back in L.A., and you paid me good for it, but now, I got this wannabe cape chasing me across the country! Did you send him?!

DONALD  
Why would I do that?!

JAMEEL  
I don't know, maybe to tie up loose ends or something, I watch TV, I know how things like this go!

DONALD

I haven't sent anyone after you,  
I SWEAR!

He holds his hands up in surrender, and after a moment, Jameel lets him go. Donald brushes himself down, as Jameel paces the alley.

DONALD (cont'd)

What makes you think this 'cape'  
being after you has anything to  
do with the job you did for me?

JAMEEL

He more or less said so, told one  
of my guys he was after payback  
because of L.A.

DONALD

Do any of your guys know about  
what you did? About MY  
involvement in it?

Jameel STOPS his pacing, and leans against the wall.

JAMEEL

No, man. I mean, they know I was  
supposed to take out some rich  
business dude, but they don't  
know you from any other sucker on  
the street.

DONALD

(derisive)

Yeah, well, it wasn't like you  
DID take out the 'dude', was it?  
No, instead you got his wife!

JAMEEL

Dude, we gonna go over that now?  
Come on, man, you got what you  
wanted anyway, right? You've been  
in charge since she died anyway,  
right?

Donald gives him a DIRTY LOOK, before crossing his arms, pacing himself.

DONALD

Still, you being targeted by this  
guy, it's worrying.

JAMEEL

Yeah, tell me about it.

DONALD  
Still, it does give me an idea.

He turns his back on Jameel, and SURREPTITIOUSLY reaches into his coat, as Jameel straightens, and FROWNS.

JAMEEL  
(unsure)  
What kind of idea?

DONALD  
(coldly)  
Tying up loose ends.

He SPINS, and aims a SEMI-AUTOMATIC PISTOL at the STUNNED Jameel, and FIRES THREE TIMES before he can react.

He SLUMPS against the wall, before collapsing to the floor - DEAD.

CALMLY, Donald pockets the gun, and then crouches down and starts going through Jameel's jacket. He FROWNS, when he FEELS something ODD inside on the pockets. He pulls it out, and looks at it in SURPRISE.

It's one of the METAL SPHERES.

Donald's expression HARDENS, and his eyes NARROW as realization DAWNS.

DONALD (cont'd)  
Michael, you son of a bitch.

As he SQUEEZES his hand shut over the sphere, we:

FADE TO:

32 EXT. CYBERWEAR BUILDING - BUSINESS DISTRICT - EVENING

Establishing shot of the building.

33 INT. EXECUTIVE APARTMENTS - CYBERWEAR - CONTINUOUS

*KNOCK, KNOCK, KNOCK!*

The door opens, and a NERVOUS BETH CHAPEL stands on the other side. Her small smile quickly gives way to a GASP IN SURPRISE when she sees:

MICHAEL HOLT, looking even worse than he did earlier, wearing a DRESSING GOWN, and barely even able to stand.

MICHAEL  
(weakly)  
Beth...

BETH  
Michael?! What are you--?

She stops ABRUPTLY, when she NOTICES the large BLOODY PATCH on his upper arm, SOAKING THROUGH the bathrobe.

BETH (cont'd)  
My God! What happened?

MICHAEL  
(chuckles)  
You should see the other guy.

His EYES SUDDENLY ROLL BACK, and his knees BUCKLE, falling into the arms of a STARTLED Beth.

Off her HORRIFIED LOOK, we:

SMASH CUT TO BLACK:

END OF ACT THREE

## ACT FOUR

OPEN FROM BLACK:

34 INT. EXECUTIVE APARTMENTS - CYBERWEAR - LATER

TIGHT ON: MICHAEL, as his eyes slowly flutter open as a HANG lays on his forehead for a moment.

BETH (O.S.)  
Easy, easy, try and lay still.

He FIDGETS for a moment, before his eyes open fully.

MICHAEL'S P.O.V.: BETH CHAPEL, smiling softly, is sitting beside him.

We PULL BACK to reveal Michael is laying on his large couch, and he is no longer wearing his dressing gown - instead, he is bare chested, and his arm is now HEAVILY BANDAGED.

MICHAEL  
(groggily)  
What happened?

BETH  
You answered the door, and then collapsed right in front of me. I managed to drag you over here to the couch so I could patch you up.

MICHAEL  
(surprised)  
You didn't call for an ambulance?

BETH  
(anxious)  
I almost did, until I saw what you were wearing.

They both look down, to see he is still wearing the skin-tight trousers of his 'TERRIFIC' OUTFIT. He lowers his head, in SHAME.

MICHAEL  
I'm sorry, I shouldn't have called, dragged you into all this.

BETH  
If you hadn't, you might be dead.  
I'm glad you did.

She offers him a small smile, which, after a moment, he RECIPROCATES, lighting his face up, as we:

CUT TO:

35 EXT. METRO CENTRAL - DOWNTOWN METROPOLIS - NIGHT

Establishing shot of the building.

KITTY (PRE-LAP)  
(excited)  
I think I might have a lead!

36 INT. S.C.U. BULLPEN - METRO CENTRAL - CONTINUOUS

Standing near the LARGE DATA MONITORS, MAGGIE, DANNY and TODD watch the large image of a PLEASED KITTY FAULKNER, who is grinning from ear to ear.

MAGGIE  
What have you got, Doctor?

KITTY  
Well, I thought I recognized some of the design principles from that sphere, and it turns out I was right.

DANNY  
How so?

KITTY  
A few years ago, there was a theoretical paper published by Michael Holt, that pretty much set the standard on nanotechnology and the subminituration of components without impacting efficiency and feasibility.

MAGGIE  
Meaning?

TODD  
How to make things really small yet still work.

MAGGIE  
Thank you. So, you're thinking whoever built this spheres is using Michael Holt's work as a jumping off point?

KITTY  
Possibly, yes.

Danny FROWNS, and picks up a particular FOLDER from his desk, flicking through it again.

DANNY

Wait a second, Michael Holt? The CEO of Cyberwear and Holt Industries? I think I read something-- yeah!

MAGGIE

What?

DANNY

I've been going over the Gang Unit's dossier on known Jokerz in Metropolis, and there was a report in one of them. Here we are!

He hands Maggie a SHEET OF PAPER - it's a RAP SHEET for Jameel!

MAGGIE

Jameel Parsons?

DANNY

Second in command of the Metropolis Jokerz, suspected of ordering the shootings on cops, but we haven't got any proof on it. Turns out, he was also a person of interest back when he lived in L.A. in the death of a Mrs. Paula Holt.

TODD

Paula Holt?

MAGGIE

(reading)

Holt's wife, says here that she was killed in what looked like a car accident until they found the brake lines had been screwed with. Damn, that seems like quite a coincidence.

DANNY

I thought you weren't a fan of those?

MAGGIE

I'm not. The wife of a respected inventor and businessman ends up dead, and now some vigilante is chasing down the members of a gang that the prime suspect of that crime has since joined?

KITTY

You think Michael Holt hired someone to find this Jameel person?

MAGGIE

Hired, maybe, or is doing it himself. Holt is a world-class athlete, remember.

DANNY

(incredulous)

Oh come on?! Just because Oliver Queen is Green Arrow, it doesn't mean every CEO of a tech company plays dress up with his toys, you know?

MAGGIE

Maybe not, but a man motivated by the death of his wife? We've seen how that plays out plenty of times in the past, haven't we? Let's keep digging into this.

Danny FROWNS, before nodding, conceding the point as we:

CUT TO:

37

INT. EXECUTIVE APARTMENTS - CYBERWEAR - NIGHT

Carrying TWO GLASSES OF WATER, Beth heads back over to the couch where Michael is now sitting up, his legs COVERED by a thin blanket, and offers him one, which he gratefully accepts.

MICHAEL

Do you ever miss L.A.?

BETH

The people, sometimes. The city, not so much. Metropolis is my home now.

MICHAEL

You know, I lied before. I knew you were still in the city, I just was afraid to reach out to you, I was worried it might distract me from what I was here to do.

They sit in silence for a moment, before Beth puts her glass down and fixes a HARD STARE on Michael.

BETH

Michael, I know you loved Paula,  
but do you really think she'd  
want you risking your life out of  
some twisted need for revenge?

MICHAEL

It doesn't really matter what  
she'd want, Beth. She's dead.

BETH

(pleading)

Please, let's not get into one of  
our old religion versus atheism  
debates. Now is hardly the time.

MICHAEL

(sighs)

You're right, you're right, I'm  
sorry. But you don't understand,  
this isn't just about revenge,  
it's about payback, about  
balancing the scales... at least,  
not always.

BETH

What do you mean?

MICHAEL

When I first put on this outfit,  
all I wanted was to find the  
bastard that cut the brakes on  
our car, find out WHY he'd done  
it.

BETH

But now?

MICHAEL

Now? Now, it's more than that.  
Back in L.A., I've helped people,  
saved lives, and it felt good.  
But when I found out that Jameel  
was in Metropolis, I knew I  
finally had a chance to find the  
truth.

DONALD (O.S.)

Truth is overrated, Michael.

Both Beth and Michael REACT in surprise, to see Donald,  
aiming his PISTOL straight at Michael, his handsome face  
TWISTED by ANGER.

Off Michael and Beth's SHOCKED expression, we:

CUT TO:

38

INT. AKEELA'S OFFICE - CYBERWEAR BUILDING - CONTINUOUS

In her tastefully decorated but still understated office, AKEELA OKAFUR sits at her desk, FROWNING at MAGGIE and DANNY who sit opposite her.

AKEELA

I honestly don't see what help I can be, Detectives. Are you seriously insinuating that Michael Holt is somehow involved with this person you're looking for?

MAGGIE

It wouldn't be the first time a wannabe superhero was affiliated with a company. It worked for Booster Gold and Ted Kord.

AKEELA

Let me assure you, Michael Holt would never allow some vigilante to ruin the company's image and run rampant chasing down gangsters.

DANNY

Even if those gangsters were involved in the death of his wife?

That catches Akeela OFF GUARD, and she FROWNS.

AKEELA

What do you mean?

MAGGIE

It's convenient that Jameel Parsons, the man who was a prime suspect for causing the accident that killed Paula Holt is now in Metropolis, and now Holt Industries, known for sticking to the West Coast, decides to move to that same city.

AKEELA

That's a stretch, you have to admit, Captain.

DANNY

Tell us about Donald Leeson, Ms. Okafur.

AKEELA

Donald? Why?

MAGGIE

How about the fact that Donald and Paula used to date, BEFORE she left him for Michael.

AKEELA

That's ancient history! What does that have to do with anything at all?

MAGGIE

We did some digging, and it turns out, before getting his MBA and joining up with Mr. Holt, he had a little problem with running in a gang.

AKEELA

(defensive)

He grew up in the middle of a gang war, he HAD to do that to survive. He made good afterwards, cleaned himself up.

DANNY

So were you also aware that during some of his arrests, he was taken in with Jameel Parsons.

They PRESENT a PRINT-OUT, two LAPD RAPSHEETS side by side, of a YOUNGER JAMEEL AND DONALD.

Akeela is left REELING.

AKEELA

(shocked)

I-- I had no idea. I swear!

MAGGIE

Where is Mr. Leeson, Ms. Okafur?

AKEELA

I'm not sure, but I can find out.

She starts TYPING at her computer keyboard, as Maggie and Danny impatiently wait. After a moment, Akeela FROWNS, before turning the monitor around for them to see.

It shows a SCHEMATIC of the Cyberwear building itself, before TIGHTENING IN to the top floors - the Executive Suites.

AKEELA (cont'd)  
His security ID shows he's on the  
top floor of the Executive  
Suites.

DANNY  
So, he's in his apartment?

AKEELA  
No, he's in Michael's.

MAGGIE  
(surprised)  
I thought you said Holt hadn't  
come to Metropolis.

AKEELA  
(ashamed)  
That's what were SUPPOSED to tell  
everyone.

Danny and Maggie EXCHANGE A WORRIED LOOK, before BOLTING  
from their seats, and heading out of the office.

Off Akeela, as she holds her hands to her face in DESPAIR,  
we:

CUT TO:

39 INT. EXECUTIVE APARTMENTS - CYBERWEAR - CONTINUOUS

DONALD, still HOLDING HIS WEAPON, aimed at Michael, fixes  
a HATEFUL GAZE on his 'friend'.

BETH  
(disbelieving)  
Donald, what are you doing?!

DONALD  
What I should have done long ago,  
taken care of things myself.

MICHAEL  
A coward like you? No, you always  
got someone else to get their  
hands dirty, it was never your  
style!

Beth looks from one man to the other, confused.  
Surprisingly, Donald SMILES.

DONALD  
So, how long have you know?

MICHAEL

I've had my suspicions for a while now after I found out who Jameel really was.

DONALD

(snidely)

So, what, you thought you'd pretend to be some kind of superhero? Fight for truth and justice?

Michael REACTS, surprised. This only makes Donald GRIN wider, as he pulls out the SPHERE from a jacket pocket.

DONALD (cont'd)

You may be a genius, but you forget that means not everyone else is an idiot. I recognized this little gizmo from the design plans you submitted. I see you made some improvements and got around the power issues. Nice work.

BETH

(confused)

I-- I don't understand...

MICHAEL

(bitterly)

It was Donald who arranged Paula's car accident, Beth.

DONALD

Don't blame that on me!

Michael ABRUPTLY STANDS, the blanket falling to the floor, and takes a STEP FORWARD, BRISTLING WITH ANGER.

MICHAEL

Cut the crap, we both know it was you! But why? Why kill her? Was it because if you couldn't have her, no one could?!

DONALD

(angrily)

It wasn't supposed to be her! It was supposed to be you! You're the reason she's dead, not me!

MICHAEL

(stunned)

What?

BETH

Oh, god, Donald, what did you do?

DONALD

I LOVED HER!! You took her away from me, and I wanted her back! I wanted you out of the way, then I could have Paula back, and we could have had everything together!

He ANGRILY STALKS up to Michael, pointing the gun right INTO HIS FACE, but Michael DOESN'T FLINCH.

DONALD (cont'd)

She wasn't supposed to be picking the car up, YOU were!

MICHAEL

(low voice)

I am going to kill you.

DONALD

(laughs)

Really? Who has the gun pointed to his head, huh? What, you think this little ball is going to do anything?

He holds the SPHERE between his fingers, AMUSED, but his smile fades when he sees the SERIOUS LOOK Michael has.

MICHAEL

I made some improvements. Code #6!

TIGHT ON: The SPHERE as it CRACKLES, electrical current SPARKING from it, and DONALD SCREAMS IN PAIN as he is electrocuted.

Michael LUNGES forward and SLAPS the gun from Donald's hand, before LAYING HIM OUT with a single PUNCH to the jaw.

MICHAEL

You bastard! She was the love of my life, and you killed her!

He LEAPS onto the fallen, DAZED, Donald, and starts to PUMMEL him, repeatedly, SAVAGELY, punching him in the face. Beth, DESPERATE, grabs onto his shoulders, and PULLS at him, her eyes BRIMMING WITH TEARS.

BETH

Michael, stop, you're killing him!

She GRABS at one of his fists, but he EASILY pulls it free, and turns a FURIOUS GLARE on her.

MICHAEL  
He deserves to die!

MAGGIE (O.S.)  
That's not your call, Mr. Holt.

Both Beth and Michael look around, SURPRISED, to see MAGGIE and DANNY, weapons drawn, standing in the doorway, taking in the scene.

Maggie, placing her sidearm back into it's HOLSTER, approaches carefully, while Danny keeps her covered.

MAGGIE  
We know we he did, Michael. He WILL be held accountable for his crimes, I promise you. But if you kill him, then you're no better than him.

The RAGE in Michael's eyes starts to FADE, as Maggie's words HIT HOME, and he LOWERS his fist.

MICHAEL  
(defeated)  
He-- he killed her.

Beth putting her arms around him, leans in close.

BETH  
(whispers)  
Killing him won't bring her back, Michael. It's over.

SLOWLY, Michael NODS, before he finally BREAKS, and the tears comes FLOODING, as he crumples on the floor, SOBBING HIS HEART OUT.

Beth envelopes him in a DEEP EMBRACE, and he turns into her, CLUTCHING HER for dear life, as we:

SMASH CUT TO BLACK:

END OF ACT FOUR

## ACT FIVE

40 INT. MAGGIE'S OFFICE - S.C.U. BULLPEN - MORNING

MAGGIE is seated at her desk, with DANNY seated opposite, as TODD enters, carrying a tray filled with mugs of STEAMING HOT COFFEE.

TODD  
Freshly brewed, because we ALL  
desperately need it.

He lowers the tray onto the desk, and they each TAKE a mug and SIP APPRECIATIVELY.

DANNY  
Cheers, Todd.

TODD  
De nada. So, what happens now, I  
mean, with Michael Holt?

MAGGIE  
Technically, we have no proof of  
any crimes. I mean, we have no  
witness descriptions, no  
surveillance footage, and Mayor  
Berkowitz has 'asked' that we  
look the other way.

TODD  
Why?

DANNY  
Something about not wanting to  
push Holt Industries out the door  
just after they set up shop. I  
think he smells a new campaign  
contributor there.

TODD  
Well, honestly, did Holt do  
anything wrong? I mean, Beth  
cleared him of any culpability in  
the death of the gang member.

MAGGIE  
He's a vigilante, Todd, not a  
hero.

TODD  
Isn't that splitting hairs,  
though? Yes, he went a little  
excess at one point, but given  
what he was searching for here,  
can you blame him?

MAGGIE

(sighs)

I suppose not. If something happened to Toby... I don't know how far I'd go to get justice.

TODD

Speaking off, what will happen to Leeson?

41 INT. STRYKER'S ISLAND - NEW INTAKE BLOCK - INTERCUT

IN SLOW MOTION, DONALD, now dressed in an ORANGE JUMPSUIT, is lead down a DARK, STONE CORRIDOR towards a SMALL, DARK CELL.

DANNY

Wally matched his gun to the bullet that killed Jameel, so he's going down for that. But with Jameel dead, and the only evidence of his involvement in Paula Holt's death an illegal recording, I doubt he'll be tried for that.

MAGGIE

He loved her, and he's responsible for her death, I think that will haunt him for a long time.

As the CELL BARS CLOSE behind him, he turns and looks out, A SMALL TEAR falling down his cheek, as he contemplates his fate, as we:

FADE TO:

42 EXT. J.S.A. BROWNSTONE - MIDTOWN METROPOLIS - MORNING

Establishing shot of the building.

43 INT. MUSEUM AREA - J.S.A. BROWNSTONE - CONTINUOUS

TIGHT ON: The "Fair Play" belt, in it's glass case, sits alongside the other effects of the Justice Society members.

We pull back and focus on the reflection in the glass - MICHAEL HOLT'S. He stares down at the belt - and it's slogan - with a look of AWE, not noticing as ABIGAIL HUNKEL comes up behind him, SMILING.

ABIGAIL

Mr. Terrific was one of the more beloved members of the Society, back in the day, did you know that?

Michael, CAUGHT OFF GUARD, spins around, looking a little EMBARRASSED, before nodding.

MICHAEL

Uh, yes, I did some, uh, research on him a while ago. He set up the "Fair Play" club to help disadvantaged kids stay off the street and learn productive skills.

ABIGAIL

He loved those kids as if they were his own. It was such a shame that the club fell apart after we were forced to go into hiding.

Michael NODS, before looking back at the belt again. Abigail APPRAISES him for a moment.

ABIGAIL (cont'd)

I hope you won't be going into hiding any time soon, Mr. Holt.

He turns back to her, SURPRISED.

MICHAEL

You know who--? What do you mean?

ABIGAIL

Please, Mr. Holt, the Society might not exactly be active, but when we hear about someone using the term "Fair Play", we'll investigate. I know why you did, too, but I'm more anxious to learn what it was about Terry Sloan that you were drawn to.

Michael, turning back to the belt again, contemplates it for a moment, before replying.

MICHAEL

When Paula died, I had nothing. Work, science, inventing, it meant nothing to me. Then, the news broke about the Justice Society, a group of heroes lost to the winds of time. When I saw that image of Terry Sloan, something about that slogan,

(MORE)

MICHAEL (cont'd)  
 "Fair Play", it called to me.  
 When I looked up everything I  
 could about him, I realized we  
 were so alike, it was uncanny,  
 and I wondered, that if it worked  
 for him, maybe it would help me  
 to.

ABIGAIL  
 I do see a lot of Terry in you,  
 that's true.

Michael VIOLENTLY shakes his head, hanging it low in  
 SHAME.

MICHAEL  
 Don't say that! I'm not really  
 worthy of that legacy.

ABIGAIL  
 Why on earth not?

MICHAEL  
 I was consumed by the need for  
 revenge, not justice. I lost my  
 way, and I think it would be  
 better, now it's all finally  
 closed, to leave the life behind  
 as well.

Abigail, with a SYMPATHETIC look, reaches up and puts her  
 small hand on his broad shoulder. He looks down at her, as  
 she smiles SOFTLY.

ABIGAIL  
 (proudly)  
 But don't you see, that's what  
 makes you human. We make  
 mistakes, heroes just as much  
 regular folk, but you find your  
 way back on to the path and  
 soldier on. Because whenever we  
 loose sight of the mission, we  
 come back stronger then ever.

She reaches into her BLOUSE, and pulls out a long neck  
 chain, on which, dangles a KEY. She pulls off the chain,  
 and bends down, brushing DUST from the lower part of the  
 display cabint. As she does, we notice A KEYHOLE.

ABIGAIL (cont'd)  
 I knew Terry Sloan VERY well, and  
 I know for a fact he would be  
 grateful to have someone just  
 like him carrying on his legacy.

She inserts the key and TWISTS, and with a soft CLICK, an unmarked DRAWER POPS OPEN. She pulls it open fully, and reaches it, pulling SOMETHING OUT.

ABIGAIL (cont'd)

You may not sure, but I am. You ARE a worthy successor, and I know Terry would want you to have this.

She stands, SHAKING the dust off A BLACK LEATHER JACKET, with the words "FAIR PLAY" boldly displayed in RED leather on the arms. On the back, in WHITE, is embossed "MR. TERRIFIC."

Michael, STUNNED, gently takes the jacket from her, looking at it in AWED AMAZEMENT.

He looks back at Abigail, and the glint of tears in his eyes is matched in hers, as he slowly NODS, accepting this honor as we:

FADE TO:

44 INT. EXECUTIVE APARTMENTS - CYBERWEAR - DAY

BETH CHAPEL sits, cross-legged and relaxed, on the bed, as MICHAEL moves around the room, grabbing various items of clothing, and casually tossing them back towards the bed.

BETH

So, what happens now?

MICHAEL

I've already signed to paper work to start the process. As of Monday next week, Akeela will no longer just be 'acting CEO', she'll be CEO in every way.

BETH

That's really what you want?

MICHAEL

It really is. It's not been fair on her, she's run the company on her own for the last few years and made it what it is today, she deserves all the credit. Now, I can just sit back and focus on my projects.

He stops his packing for a moment, and fixes a APOLOGETIC gaze on Beth.

MICHAEL

I'm sorry I got you mixed up in all this, Beth.

BETH

Hey, I'm a big girl, you know. Besides, I'm glad I found out your secret, that you felt you could come to me.

Michael SMILES, before CHUCKLING.

MICHAEL

Well, I was bleeding pretty badly.

Beth SMILES before she SLAPS his chest playfully, STANDING UP. Michael continues with his packing, before coming to the final piece - his MR. TERRIFIC outfit.

BETH

So, what happens now, with your masked vigilante alter ego?

MICHAEL

Honestly, I'm not sure. The legacy? It's a lot to live up to.

BETH

Maybe you should give it, and him, a rest for a while? I mean, you've done what you set out to do, haven't you?

MICHAEL

Maybe, but Beth, putting the outfit on, going out, helping people, being something BEYOND just 'the boss' or 'the genius', it's not something I think I want to give up.

With that, he finished FOLDING the outfit, and places it into the case, closing it a moment later.

BETH

Just promise me you'll always be careful.

MICHAEL

I will, I promise. You'll keep my secret?

BETH

It's not really much of one, I mean, not with most of the Metropolis PD in on it, but yes,

(MORE)

BETH (cont'd)  
 as long as it doesn't endanger  
 your life, I will.

Taking the suitcase in hand, he reaches up with the other  
 and gently STROKES Beth's cheek.

She reaches up and takes the hand in her own, kissing the  
 knuckles gently, before they turn, and walk out of the  
 suite, ARMS AROUND EACH OTHER in a friendly embrace as we:

FADE TO:

45 INT. FARADAY'S CAR - CENTRAL FINANCIAL DISTRICT - LATER

TIGHT ON: A pair of binoculars, that are lowered to reveal  
 the face of KING FARADAY, who FROWNS at what he sees.

FARADAY  
 Damn, the medical examiner is  
 still with him. You see that?

He turns to look at SASHA BORDEAUX, (early 30s, short,  
 dark hair, beautiful, but wearing an EYEPATCH), who is  
 looking out the front window, A COLD EXPRESSION darkening  
 her features.

BORDEAUX  
 (French accent)  
 That will interfere with our  
 assignment, if we cannot get him  
 alone.

Faraday drops the binoculars on the DASHBOARD, before  
 pulling out and unwrapping a STICK OF GUM, plopping into  
 into his mouth and chewing.

FARADAY  
 I've got a good feeling about  
 this guy. He seems dedicated, and  
 he's helped clean up the streets  
 of L.A. and Metropolis.

BORDEAUX  
 (unconvinced)  
 He's another rich boy with toys,  
 Faraday.

FARADAY  
 Maybe, but the Bat, he's all  
 about Gotham, while the Arrow,  
 well, his brain got pretty  
 screwed up, no wonder he reverted  
 to type. But this guy, Holt, I  
 can see him really making a  
 difference.

He grabs at the binoculars, and takes ANOTHER LOOK, as Sasha CROSSES her arms, ANNOYED.

BORDEAUX

I still don't get why we have to vet these people. Don't we already have enough superheroes running around at the moment?

From behind the binoculars, Faraday GRINS.

FARADAY'S P.O.V.: Michael and Beth, walking down the steps into the small courtyard that runs around the Cyberwear building, heading towards a LIMOUSINE that is waiting.

FARADAY (O.S.)

That's the thing, Sasha. Right now, America needs HEROES, not just SUPER-heroes.

TIGHT ON: A SMALL RING, on Faraday's PINKIE FINGER, which bears the distinct shape of a CHESS PIECE.

A WHITE KNIGHT.

SMASH CUT TO BLACK:

END OF ACT FIVE