

BATMAN 3

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Production draft - circa 1994

EXT. ARKHAM ASYLUM - NIGHT

A castle of shadow. (OVER) RAIN, HOWLING evil wind.

Sudden lightning CRACKS, illuminates the aged structure, the hanging metal sign.

INT. ASYLUM CORRIDORS - NIGHT

DR. BURTON, the Chief Psychiatrist moves down the old hallway, face tense. He steps through a doorway into...

INT. MAXIMUM SECURITY - NIGHT

Security cells. Criminal maniacs sealed behind protective casings.

A GUARD stands before a heavy door.

GUARD

Hell of a night, huh Doc?

BURTON

Hell's in here.

Hydraulics HISS. The cell door unseals.

INT. SECURE ISOLATION CELL

Small. Walls, ceiling, floor, padded. A single window casts the room in pallid moonlight.

A figure sits in shadow, bound by the wraps and ties of a straight jacket, gaze fixed out the window.

Lightning flashes, brightening the room. THUNDER CRACKS.

DR. BURTON

Mr. Dent...

No answer. Burton steps closer.

DR. BURTON

Counselor...

Still nothing. Another step.

DR. BURTON

Harvey...

Burton reaches towards the figure.

DR. BURTON

Harvey are you alright...

Burton touches his shoulder. Lightning flashes as...

THE BODY WHIPS around. An orderly, gagged, sits bound to the chair with bedsheets.

The sheets around the chair have been rigged. Now they yank him up so he spins frantically from the ceiling fan.

Lightning flashes again, illuminating a madman's scrawled writing on the wall.

WRITING - CLOSE

"The Bat Must Die!"

THUNDER.

EXT. GOTHAM CITY SKYLINE - SUNSET - FALL

Gothic towers of granite and glass shimmer golden in the late day sun.

MOVE IN towards the city as an executive helicopter.

CROSSES FRAME. Through the window BRUCE WAYNE, still handsome but a few lines starting to show, sits watching a seatback video screen.

CONTINUE in over Gotham Harbor towards the skyline as a NEWSCASTER talks.

NEWSCASTER (OVER)

... And in Gotham City, ex-District Attorney Harvey Dent escaped from Arkham Asylum for the Criminally Insane.

CLOSER on a single building, its power generated by a small but mighty dam below. A glowing sign reads Wayne Enterprises.

NEWSCASTER (OVER)

Dent, once Gotham's leading contender for Mayor, was horribly scarred during an indictment hearing over a year ago.

HOLD on a single window. MOVE IN.

INT. BRUCE WAYNE'S OFFICE

Elegant. Oak. A wall monitor runs the same newscast.

INSERT SCREEN

Dent questions a crime boss on the stand. A thug throws a vial of acid toward Harvey, searing half his face.

NEWSCASTER (OVER)

Dent, whose left-brain was damaged during the assault, launched a grizzly crime spree before being captured by

The Batman. He is extremely dangerous.
Repeat...

WIDER

Bruce Wayne ENTERS, his Armani suit the only thing fresh about him, followed by a sudden stream of EXECUTIVES, SECRETARIES, ASSISTANTS and GOTHAM SOCIETY MATRONS.

EXECUTIVE

The solar generator tests are back.

BRUCE

Uh... great, could you wait a second...

ASSISTANT

The Mayor's office called again.

SOCIETY MATRON

Who are you asking to the circus?

SECRETARY

Five minutes to your inspection.

BRUCE

Stop!

Everybody freezes.

BRUCE

Okay, I want you all to just stand here for fifteen seconds, okay? Fifteen, everybody got it?

Folks nod.

BRUCE

Good. Nobody move, now.

And with that, Bruce turns and walks out.

BRUCE

(to himself)

I gotta give myself a raise...

INT. WAYNE ENTERPRISES - ELECTRONICS DIVISION - TWILIGHT

Endless work-spaces stretching into infinity.

Bruce, a Junior Exec ENTOURAGE trailing, tours an assembly line where robotic arms weld laser tools.

FRED STICKLEY, a fuss-budget plant manager, leads.

STICKLEY

Your weekly inspections are a departmental highlight.

BRUCE

Really?

(a warm smile)

You all need to get out more.

CRANE UP

High over the factory floor, across acres of assembly lines and work stations.

ANGLE DOWN ON:

INT. EDWARD NYGMA'S WORK STATION (CONTINUOUS)

A clutter of computer parts. Paperwork everywhere. Rubik's cubes, games, dozens of puzzle books all boasting the green suited caricature of "The Guesser".

MONITOR - CLOSE

A crossword puzzle.

Features reflect over the acrostic. The two images resolve into one; the face itself is a puzzle.

REVERSE ANGLE

EDWARD NYGMA, awkward, brilliant and feverishly anxious stares up at the screen, TALKING to himself.

EDWARD

We'll probably go to the house for dinner. Yes. Yes. Maybe he'll throw a little party in my honor.

Suddenly Edward BANGS his head against the desktop. Hard. A brief window on the inner Edward, all insecurity and self loathing.

EDWARD

Idiot! Should have rented a tuxedo.
(suddenly calm)
Relax. I'm sure Wayne Manor has extra.
After all, we're almost the same size.

The opposing wall is a shrine to Bruce Wayne: Newspaper headlines, a GQ cover, magazine photos.

Approaching COMMOTION.

EDWARD

Oh my God. It's him.

INT. WAYNE ENTERPRISES - BREAK AREA

Workers greet the boss. Bruce is friendly, welcoming, Edward appears on the edge of the group.

Stickley spots Edward. A cloud crosses his face.

STICKLEY

Well, Mr. Wayne, on to R&D?

Stickley rests his hand on Wayne's elbow. Begins to steer him away. Not in time.

Edward steps forward. A man so uncomfortable, his very skin seems to be a costume. He marches right up to Wayne, takes his hand, fawning, the burning eyes of a sycophant.

BRUCE

Mr...?

EDWARD

Bruce Wayne. In the flesh.

BRUCE

(easy going)

Um...I'm pretty sure I'm Bruce Wayne.
And you are?

EDWARD

Nygma. Edward Nygma. You hired me.
Personally. Just like I tell everyone.

(sotto voce)

Well, we've never actually met, but
your name was on the hire slip.

He still hasn't let go of Bruce's hand.

BRUCE

I'm gonna need that hand back, Ed.

EDWARD

What? Ah yes. Of course. I'm sorry.
It's just that...you're my idol.

(off Stickley)

And some people have been trying to
keep us apart.

BRUCE

Mr. Nygma, you'll forgive me for being
rude. But what exactly is on your mind?

EDWARD

Precisely. What's on all our minds?
Brainwaves. The future of Wayne
Enterprises is Brainwaves!

It's hard to imagine anyone more awkward. The effect is painful.
Folks stare, mouths wide.

STICKLEY

(sotto voce)

I really do apologize, Mr. Wayne. His
project was terminated this morning...

EDWARD

(ignoring Stickley)

Let me ask you something, Bruce. What
is man's greatest tool?

A few of the WOMEN SNICKER. For a second, Edward's face
twitches, a crack in the facade.

EDWARD

Man's greatest tool is... The mind.

Edward gestures to his cubicle. A rat's nest cluttered with components of his Rube Goldberg-like invention.

EDWARD

Voila. While holographically enhancing any TV picture, my invention connects directly to the viewer's brain, puts the audience inside the show. Think of the entertainment problems we can solve.

STICKLEY

I can think of a couple problems that need solving right here.

A few more folks CHUCKLE. Edward looks around. Another ripple of anxiety, another quick recovery.

EDWARD

Why be brutalized by an uncaring world? My RES Box will give Joe Q Public a realm where he is king.

(sultry)

Not that someone like you would need it. Someone so intelligent. Witty. Charming. But for the lonely, the...

STICKLEY

Paranoid? The psychotic?

EDWARD

(didn't miss it)

... The Box can change their lives.

(looking around)

Our stock coupons will spike.

Edward turns, actually CLAPS Stickley on the back.

EDWARD

Hell. Might even bring old Stickley here a few extra bucks. Huh, Fred?

STICKLEY

Fred?

Bruce takes off his glasses, rubs his eyes in vague disbelief, cleans the lenses.

EDWARD

Wayne Enterprises will spearhead an entertainment revolution.

Edward removes his glasses, cleans them in exactly the same manner as Bruce.

EDWARD

I just need a bit of additional funding. For human trials. Let me show you...

Bruce seems about to speak when suddenly --

THE BAT SIGNAL

Beams bright against the night clouds over Gotham City.

BRUCE

(time to move)

Maybe some other time...

EDWARD

I want you to know, we'll be full partners in this, Bruce.

(waxing rhapsodic)

What talks we'll have, late into the night. Now, I'm not used to business travel, so go easy on me. As for recognition, I'm sure after a time I'll get used to it.

(a beat)

Look at us. Two of a kind.

Edward is suddenly aware of dozens of co-workers all around him, SNICKERING and WHISPERING.

EDWARD

Bruce...?

Bruce's eyes dart again toward the Batsignal.

BRUCE

Call my secretary, she'll set something up.

(turning)

Factory looks great, folks. Keep up the good work.

EDWARD

(desperate)

Wait. You can't go.

BRUCE

We'll talk some other --

EDWARD

(sudden rage)

No. Don't leave me! My invention! I need you!

Edward has grabbed Bruce's arm. The room goes dead quiet. Bruce's eyes narrow. Then he dislodges gently.

BRUCE

I'm sorry, Edward. Just feels a bit like mind manipulation. It raises too many question marks.

Bruce heads off.

STICKLEY

Alright everyone, back to work.

(to Edward)

We'll discuss this later.

Edward stares after Bruce.

EDWARD

You were supposed to understand.

HOLD on this tiny man, all alone in the labyrinthine work-place, eyes darkening now with growing obsession.

EDWARD

I'll make you understand.

INT. BRUCE WAYNE'S PRIVATE OFFICE

Bruce ENTERS.

BRUCE

Lock.

THE DOOR - CLOSE

LOCKS. Bruce falls into a leather chair.

BRUCE

Capsule.

Suddenly the chair seat drops, fast, sliding into a transport capsule.

INT. TRANSPORT TUNNEL

The capsule shoots through the underground tunnel, lights WHIPPING past at near super-sonic speed.

INT. CAPSULE

Speed and time readouts appear on the windscreen beside the craggy face of ALFRED PENNYWORTH.

BRUCE

Alfred...

ALFRED

I saw the signal, is. All is ready.

INT. BAT CAVE - COSTUME VAULT

Alfred watches the capsule arrive.

QUICK CUTS

Of glove, boot, and cape being donned.

INT. BATCAVE

FOLLOW Batman's feet as he steps up to the Batmobile.

ALFRED

I suppose I couldn't convince you to
take along a sandwich.

Batman jumps into the Batmobile.

BRUCE

(to Alfred)

I'll get drive-thru.

(to the car)

Go...

The car shoots a whitish-blue light from under it's belly. Hub Caps and detailing glow as The Batmobile zooms out of the cave.

INT. CAVE ACCESS TUBE

The car SHOOTS through a series of underground arches.

The car picks up speed, the blue-white fusion drive going blue, then purple, then red. The single bat wing splits into two as the car becomes a stealth bullet.

EXT. WAYNE ESTATE - NIGHT

The dark car WHIPS through a holograph of trees that masks the entrance to the Batcave, SCREECHING onto...

EXT. FOREST ROADS - NIGHT

The car speeds towards Gotham.

ANGLE OUTSIDE THE WINDOW ON

The Batsignal, cutting the darkness.

PULL BACK TO REVEAL:

INT. SECOND BANK OF GOTHAM - 22ND FLOOR - NIGHT

A worried THUG peers at the Batsignal out the skyscraper window.

Across a narrow abyss stands a skyscraper under construction, all girders and scaffolding.

In foreground, a spinning silver dollar flips up into frame, blocking out the Batsignal.

THUG #1

Bat should show any minute, Face.

A HAND catches the coin, flips it again.

WIDER

Witness the rakishly handsome profile of HARVEY TWO-FACE DENT, the other side of his face hidden in shadow.

TWO-FACE

You. Sport. Any thoughts? Counting on Batass to rescue you?

PULL BACK TO REVEAL:

A SECURITY GUARD, laying on the floor, wrists and feet bound, trembling with fear.

TWO-FACE

We sure are.

GUARD

... You gonna kill me?

TWO-FACE

Might. Might not. Could say we're of two minds on the subject.

GUARD

I got family... Please.

TWO-FACE

What say we flip for it?

Two-Face shoves the silver dollar under the Guard's nose. One side shines in mint condition.

TWO-FACE

What could be fairer than the random toss of an honest coin? Life...

The other side bears deep, disfiguring burns.

TWO-FACE

... or death.

GUARD

Please. I swear I won't say noth --

TWO-FACE

The coin wants to decide.

Two-Face flips. The coin spins, gleaming, lands on the floor only inches from the Guard's face.

Two-Face STOMPS the coin. Winks at the sweating Guard.

TWO-FACE

Exhilarating, isn't it? The suspense? Sudden death or a new lease on life? Really makes a man live in the moment.

Two-Face removes his foot. Unblemished side up.

TWO-FACE

You're in luck. You get to live to whimper another day.

The Guard SOBS with relief. Harvey's Thugs GRUMBLE.

Two-Face folds his jacket into a pillow, places it under the Guard's head, now the nicest crook in the world.

TWO-FACE

That floor has got to be very hard. Is that better?

GUARD

Uh, yeah. Thanks, Mr..uh...Face.

TWO-FACE

Just call us Harvey. Can we get you a sandwich? A soft drink? Given all the trouble we caused you, how about we cut you in for a share of tonight's haul?

THUG #2

Face! For cryin' out loud! You're not gonna pay him --

Two-Face turns on Thug #2 with a vengeance, shooting out a hand that pins the fellow's throat to the wall.

TWO-FACE

Did we ask your opinion? The coin has rendered its verdict. This man has a family to take care of. You have a problem with that?

We now see for the first time the LEFT HALF OF HIS FACE: Hideously repulsive, an acid eaten mutilation of flesh.

THUG #2

Oh no, Face. Anything you say.

EXT. PAN-ASIA TOWN - STREET - NIGHT

Sweeping spots. Swat teams. Police wagons.

COMMISSIONER GORDON, 50s, a man who's seen enough pain for a lifetime, stands in his trademark trenchcoat, lighting a cigarette.

Beside him stands a beautiful, professionally dressed young woman. DR. CHASE MERIDIAN.

HIGH ABOVE

The Batmobile SCREECHES to a stop on a pedestrian bridge. The BATSIGNAL is suddenly obscured, flows for a moment into the shape of Batman's cape as the Dark Knight leaps down past the spotlight, lands face to face with Chase.

CHASE

Hot entrance.

Batman turns, all business as he speaks to Gordon.

BATMAN

Two-Face?

GORDON

Two guards dead. He's holding the third hostage. Didn't see this one coming.

CHASE

We should have, though.

The men turn to face her.

CHASE

Two million dollars waiting to be transferred from the Second Bank of Gotham on the 22nd. How could Harvey? Two-Face resist?

BATMAN

And you are?

GORDON

Batman, I'd like you to meet --

CHASE

(offering her hand)

Chase Meridian

GORDON

I asked Dr. Meridian to come to Gotham to consult on this case. She specializes...

BATMAN

... dual personalities. Abnormal psychology. Washington's poster child for the criminally insane. I read your work.

CHASE

I'm flattered. Not every girl makes a superhero's night table. You might have some interesting insights into Two-Face.

BATMAN

Why's that?

CHASE

Let's just say I could write a hell of a paper on a grown man who dresses like a flying rodent.

BATMAN

Bats aren't rodents, Dr. Meridian.

CHASE

I didn't know that. See? You are interesting. And call me Chase. By the way, do you have a first name? Or do I just call you bats?

GORDON

May I remind you two we have a
psychopathic murderer on the loose
here?

A titanic BOOM rocks the night.

SEARCHLIGHTS race up the skeletal skyscraper to REVEAL...

A giant CRANE and WRECKING BALL. The wrecking ball SMASHES again
into the bank building.

INT. BANK OF GOTHAM - NIGHT

The already crumbling wall behind Two-Face EXPLODES. Two-Face
checks his watch, unfazed, as the giant wrecking ball CRASHES
into the room within inches of the villain.

TWO-FACE

Right on schedule.

Two-Face's men scramble to the hole, attach chains to...

EXT. CONSTRUCTION SITE - NIGHT (CONTINUOUS)

... an even thicker chain dangling 30 stories from the roof of
the construction site.

FOLLOW THE CHAIN UP as it yanks tight, revealing...

A BLACKHAWK HELICOPTER already atop the construction site,
perched on steel beams. REVVING its mighty rotors.

A giant winch aboard the Blackhawk starts to haul the safe chain
over pulleys up into a cargo hatch.

INT. SECOND BANK OF GOTHAM - 22ND FLOOR - NIGHT

Thug #1 stares out the window.

THUG #1

The Bat's taking the bait! What now?

Harvey flips the coin.

FOLLOW THE COIN

As Two-Face snatches it from mid-air, slaps it on his wrist. Bad
side up.

ANGLE ON:

Two-Face's left side. Scarred, gloating evil.

TWO-FACE

At last, The Bat dies!

The chains suddenly yank the safe towards the hole in the wall.
Thug 2 gestures to the Guard on the floor.

THUG #2

What about him?

TWO-FACE

Kill him too.

Thug #2, grinning, draws a GUN from his waistband.

GUARD

Wait! You said you'd let me go!

TWO-FACE

Never heard of a double-cross?

A DING from the elevators.

The Thugs and Harvey all whirl, machine guns coming up, open FIRE, armor piercing bullets punching holes in the metal doors, shredding anyone inside.

The GUARD lays bound on the floor. Suddenly a clamp-ended bat-cable drops from above. With a tiny CLICK, the smart-clamp hooks onto the Guard's wrist bindings.

ELEVATORS

Harvey and Thugs empty magazines. Re-load.

TWO-FACE

Come on in, the water's fine.

All stand watching as the now perforated elevator doors slide, jerking, open to reveal...an empty elevator.

The skylight overhead EXPLODES and, in a rain of glass, Batman drops to the floor on a Batrope.

THE GUARD

... is apparently attached to the Batrope's other end because, as the Caped Crusader comes down, the Guard shoots up, hoisted fast to the safe rooftop above.

FIRE DOORS

BLOW open. TWO SWAT TEAMS burst in, armed for bear.

SWAT LEADER

Police! Freeze!

TWO-FACE

Not the guest list we had in mind.
Boys, the party's over.

Two-Face drops a SMOKE GRENADE. Then he leaps directly out the hole in the wall. His Thugs take off after him.

EXT. CONSTRUCTION SITE - NIGHT (CONTINUOUS)

The Thugs come leaping through the hole, using the now rising safe as a springboard to close the windy gap, roll to safety on

the construction site next door. They scatter, begin scaling various beams and girders.

INT. BANK

Swat Teams race through the smoke in close pursuit, come up short at the edge of the urban precipice. The safe has risen too high, now, to serve as a springboard, so the cops drop, begin FIRING across the gap. Suddenly...

A DARK WING explodes out of the smoke behind them, flying across the abyss.

INT. CONSTRUCTION SIGHT

A Thug fires at the figure hurling towards him. Batman lands on the Thug's chest, smashing him to the floor.

Suddenly, from above, BULLETS CRACK off the girders beside the Caped Crusader's head.

REVERSE ANGLE

Two-Face glides upward, riding the wrecking ball as it overtakes the safe, shooting down at Batman.

Batman starts scaling the scaffolding after Two-Face.

He's climbing fast but Harvey has too great a lead.

BATMAN - POV

A motorized gantry is carrying one of the Thugs up to the roof.

Batman FIRES a Batarang. The bat-shaped clamp bites into the wooden base of the rising gantry. He toggles the launcher into winch mode, is hoisted fast towards the rising gantry above.

ON THE GANTRY

The riding Thug leans down, sees the rising shadow, grabs the Batrope in both hands and flips over the gantry.

ON THE BATROPE

The Thug slides fast down to kicking range, draws back his boot to dispatch Batman.

Batman hits a switch on his launcher, increasing the winch speed, shooting him higher, faster. He grabs the Thug's foot in his hand, shoves him up so his head CRACKS against the bottom of the gantry.

Batman swings the unconscious Thug onto a hanging construction hook, leaving him dangling in mid-air by his nose ring, hoists himself up onto...

THE GANTRY

From the scaffolding above, a Thug drops to one end of the gantry, nun-chucks spinning madly.

Behind Batman, another Thug drops INTO FRAME, drawing a machine pistol.

Batman reaches forward, grabs the Thug's spinning nun-chuck, stunning his face with the wooden sticks. In a single move, Batman spins and lets the weapon fly into the pistoled assailant, knocking him flat.

BATMAN - POV

Two-Face has reached the chopper.

INT. HELICOPTER - NIGHT

Two-Face climbs into the chopper's cargo bay.

TWO-FACE
(to the pilot)

Let's fly.

EXT. GANTRY - NIGHT

Batman sees the helicopter start to rise, pulling the safe overhead along with it.

Batman jumps, drops through the abyss between the two buildings, landing on...

A HIGH TENSION WIRE - CLOSE

The wire bends like a bow, shooting Batman like an arrow straight into the air.

Batman grabs the rising chain, slides down it's links so he is standing atop the safe.

He FIRES a Batarang into the bank wall, making an anchor, attaches the Bat-cable to the hitch atop the safe.

INT. HELICOPTER - NIGHT

The chopper is straining against Batman's bank-embedded tether. Two-Face looks down in fury.

TWO-FACE

The man is taking his job much too seriously.

EXT. TOP OF SAFE - NIGHT

Batman palms a compartment on his utility belt and a small delivery mechanism SNAPS a tiny acetylene torch into his gloved hand.

A BLUE FLAME ignites. Batman starts to cut the chains.

EXT. CONSTRUCTION SITE - NIGHT

Batman's torch slices the last link. Batman reaches up and grabs the winch chain, is jerked suddenly upward with the now un-tethered chopper as...

THE SAFE

Now freed, swings like a pendulum on it's anchor line, arcing straight for the hole in the bank wall from which it was originally drawn.

INT. BANK BUILDING

The safe comes flying through the hole, sliding across the floor and SLAMMING back into place before the bewildered faces of the SWAT team.

INT. HELICOPTER - NIGHT

Two-Face stares out the side of the chopper.

TWO-FACE

That was our money.

Two-Face grabs the controls from the pilot.

TWO-FACE

He wants to play. Fine, let's play.

Two-Face pulls back on the throttle, the chopper shooting straight up into the sky like a rocket.

EXT. GOTHAM SKY - NIGHT

Batman hangs from the chain, trailing the chopper, a wing of shadowy quicksilver disappearing into the night.

EXT. ARKHAM SQUARE - NIGHT - ESTABLISHING

Gotham's Times Square. Tall. Narrow. The crawl of bumper-to-bumper traffic. Glutted with neon signs and giant animated billboards.

The helicopter ROARS into view. Batman hangs on for dear life as the city rushes past.

A SERIES OF SHOTS

As street folks look up in wonder.

SIGN - CLOSE

For Ginsu Knives. A couple of giant hands make fast work of a steak on a smoking barbecue.

The chopper swings Batman through the ad, falling blades just missing him, dragging him through the thick smoke.

The chopper swings across the square, heading for...

ANOTHER SIGN - CLOSE

This time a tremendous set of clacking teeth turn yellow to white each time the cap lifts off of a giant tube of toothpaste.

The chopper barrels straight for the opening mouth.

At the last moment the chopper banks, whipping the dangling Batman inside the mouth.

The mouth closes on the Caped Crusader.

The chopper pulls away, the chain pulling like floss through the closed teeth.

INT. MOUTH

Batman, still clutching the chain, is flying towards the barricade of closed teeth.

EXT. ARKHAM SQUARE - MOUTH SIGN

Batman SMASHES through the two front teeth.

BATMAN - CLOSE

His face suddenly bathed in an ever brightening yellow glow.

INT. CHOPPER

TWO-FACE'S POV - THROUGH THE WINDSHIELD

Dead ahead, another sign. This one is essentially a giant neon sun, the Wayne Tech logo burning bright yellows and reds over the message

SOLAR: THE POWER OF THE FUTURE.

Harvey GUNS the chopper's engines.

PILOT

Face!!!

EXT. GOTHAM SKY

The chopper BLOWS straight through the nova, neon EXPLODING like stars in all directions.

INT. HELICOPTER

As the Pilot, in the background regains control of the chopper, Harvey walks to the hold, looks down through the hatch at the dangling chain below. No Batman.

TWO-FACE

Ah, to finally be rid of that pointy eared, steroid eating, rubber suited, cross dressing, night rat...

THROUGH THE WINDSHIELD

A familiar blue cape falls down over the plexi-glass.

PILOT

Uh... boss...

Harvey spins, draws his machine pistol.

PILOT

No!

Too late. Harvey SPRAYS wildly, blowing holes in the windshield and Pilot as well.

EXT. HELICOPTER

The cape slips off the windscreen.

INT. HELICOPTER

The chopper dives. Two-Face staggers towards the pilot's chair. He rests free the corpse, regains control.

A FIST SMASHES through the side window into Harvey's jaw.

BATMAN

Harvey, you need help. Give it up.

EXT. HELICOPTER

Batman stands on one of the struts, begins trying to climb into the open side of the speeding bird.

TWO-FACE

Words of wisdom from our ex-friend?

Harvey SLAMS Batman's face with his foot. He goes down.

TWO-FACE

Mano a Mano a Bato.

Batman pulls himself back up. Grabs Harvey's foot. Flips him to the floor. Drags him half way out of the bird.

BATMAN

Surrender.

TWO-FACE

Ever been to Arkham, Batman? You'd feel right at home. You took a year of my life. So I'm here to pay you back. There's only one way out of this waltz. One of us dies.

BATMAN

I won't kill you, Harvey.

Batman gets Harvey by the throat.

TWO-FACE

Batman doesn't kill? Bullshit.
(epiphinous)
You're a killer too.

Somehow Harvey's words seem to shake Batman a beat. It's all the distraction Harvey needs. He SMASHES Batman across the face.

Batman slips, falls out of sight.

WINDSHIELD - CLOSE

Lady Gotham is coming up fast.

EXT. HELICOPTER

Batman hangs by one hand from the support strut, the bird hurling towards the giant statue.

INT. HELICOPTER

Harvey locks "The Club" onto the controls, fixing the chopper on it's deadly course.

Batman hoists himself into the chopper through the open side in time to see Harvey standing over the cargo hatch.

TWO-FACE

Goodbye old pal.

With that Harvey leaps through the cargo hatch.

Batman stares frozen in disbelief as Two-Face plummets to the dark water below.

Then a sudden flurry of expanding color caught in Lady Gotham's lighthouse beam, and a parachute opens over Two-Face, unfolding into a giant Yin-Yang.

BATMAN - POV

The windshield SHATTERS into the statue.

EXT. HELICOPTER - LADY GOTHAM - NIGHT

The helicopter EXPLODES into the left side of Lady Gotham's face. A tremendous fireball splits the night.

EXT. GOTHAM SKY - NIGHT

Batman is falling. Still. Eyes closed. Maybe dead.

FLASHES OF A SCREAM. Two SHOTS. A pair of roses hit pavement.

A BOY runs through a storm, a book clutched in his hands.

A FALL down a narrow stone chute, into a cave.

A BAT, huge, evil, SCREECHING.

TWO-FACE'S WORDS (OVER)
You're a killer too.

BATMAN FALLING - CLOSE

Batman plummets towards the water. His eyes open.

EXT. GOTHAM HARBOR (CONTINUOUS)

Batman SPLASHES into the harbor. Dark. Still.

Then, a familiar cowl breaks the surface, GASPING for breath. Batman stares up at the sky.

PAN UP

Lady Gotham's one beautiful face now burns the night.

INT. WAYNE ENTERPRISES - NIGHT

Dark, save the light from a single cubicle.

INT. EDWARD'S WORK STATION - NIGHT

Edward sits hunched over his desk, working on his invention. Sweat beads his brow, lips MUMBLING furiously.

EDWARD
(obsessive repetition)
Too many questions. Too many questions.

Edward glances up at the picture of Bruce Wayne.

EDWARD
I'll show you it works.

STICKLEY (O.S.)
What the hell is going on here?

Stickley stands before Edward's cubicle. Not happy.

STICKLEY

Your project is terminated. I'm calling security.

Stickley turns to go. Mistake. Edward CRACKS Stickley on the head with a coffee pot. Down he goes.

EDWARD

Caffine'll kill you.

INT. EDWARD'S CUBICLE - MINUTES LATER

Stickley awakens to find himself strapped in a swivel chair. Edward is placing an elaborate computerized headband over Stickley's head.

(OVER) a small TV hooked into Edward's contraption runs a fishing show.

EDWARD

This won't hurt a bit.

(musing)

At least I don't think it will.

Edward reaches for a small transceiver fused to the TV.

STICKLEY

Goddamnit, you press that button and --

Too late. A green beam explodes from the TV screen, engulfing Stickley.

IN THE BEAM

A small holographic representation of the fisherman reeling in a prize bass.

STICKLEY - POV

As far as Fred is concerned he's on the shore, the fisherman's catch flapping in his face.

The TV signals begin to waver and tremble.

EDWARD

Loosing resolution. More power.

He increases the power toggle. BACKFIRE. A sudden white light shoots back into the TV and up, surrounding Ed.

STICKLEY - CLOSE

His eyes dull, glaze over.

EDWARD - CLOSE

The effect on him seems to be quite the opposite. Invigorating, sexual.

The BEAM-FLARES. A tiny nova. Overload. Both men SCREAM. All light vanishes.

EDWARD - CLOSE

His face buried in his hands. Edward peers up from his hands. Look into his eyes. One thing is sure. Edward Nygma has gone powermad, totally insane.

EDWARD

(game show host)

Fred Stickley. Come on down. You're the next contestant on I Want Your Brain.

(Wayne-like)

Nygma your machine has unexpected side effects. A feed back loop has caused your brain to absorb Stickley's neural energy.

(hyper)

Stickley, I've had a break-through! And a breakdown? Maybe. Nevertheless. I'm smarter. Hell, I'm a genius. More than a genius. Several geniuses. Genae. Genie.

Ed rises, BABBLES a dazed Fred's lips with his finger.

EDWARD

(short order cook)

Yo. Charlie. Gimmie an order of brain deepfry. Extra well done. Hold the neurons.

(a scientist)

Patient exhibits symptoms of psycho neural overload. Notation: Obviously higher settings can be dangerous to the subject.

(pacing)

Riddle me this, Fred. What is everything to someone and nothing to everyone else? Your mind of course. And now mine pumps with the power of yours.

(urban)

New from Brain-bok. Da pump. Think faster. Reason higher. Out-cog-nate every homey on the court of life. Da pump. Yeah.

(Shakespearian)

Ho! Mark. I sense an odd penchant for the anagramatic. The acrostic. The cryptographic. What doth this bode? Answer me Mercutio, you little runt.

(gourmet)

Fred, I must confess you were a wonderful appetizer. Simply divine. But now I yearn for a meal of substance. The main course. A wide and varied palette. Ah, to taste the mind of a hero. A nobleman. A poet.

(Groucho)

A chick in a short skirt wouldn't be so bad either.

STICKLEY

... Fired... your fired... your fired.
You understand?! Fired!!

EDWARD

I don't think so.

Edward savagely sends Stickley careening across the slick floor still strapped to the swivel chair.

Stickley heads straight for the huge round window. Edward seems like he has regrets as he dashes after Stickley. The chair...

SMASHES THROUGH THE ROUND WINDOW

It teeters on the edge of the building, dam and RUSHING water below.

Stickley is being held on the precipice by the long wire attached to his headband. It is really only this that Edward came to save.

EDWARD

Fred. Babe. You are fired. Or should I say Terminated!

He yanks the invention from Stickley's head and he crashes below to certain death. Ed races back to...

EDWARD'S CUBICLE

EDWARD

Question marks, Mr. Wayne?

He stands staring at the picture of Bruce Wayne.

EDWARD

My work raises too many question marks?

In a frenzy, Edward begins tearing up the magazines lying on his desk, ripping out individual words, pasting them quickly onto a blank piece of paper.

EDWARD

Two years. 3.5762 percent of my estimated lifespan toiling for your greater glory and profit.

He SMASHES the framed GQ cover of Bruce on the floor.

EDWARD

Well, let me ask you some questions, Mr. Smarter Than Thou. Why are you so debonair? Successful? Richer than God? Why should you have it all and not me? Yes, you're right, there are too many questions, Bruce Wayne.

Edward STOMPS on the picture, pulverizing the glass.

EDWARD

Like why hasn't anybody put you in your place? And it's time you came up with some answers. Starting right now!

A SERIES OF IMAGES

(OVER) A SCREAM. SHOTS. Roses fall to the pavement.

A YOUNG BOY stands staring into a parlor where two coffins rest.

Thomas and Martha Wayne. Dead leaves whip through the hallway.

SMALL HANDS touch a leather bound book. Suddenly the pages are splattered with blood. Wind blows out two flickering candles.

The Boy runs through a dark, stormy night, the book clutched in his hands. He slips. A sinkhole.

A FALL down a narrow chute. The boy lands in a dark cave.

A GIANT MONARCH BAT, fangs bared, SCREECHES towards us.

TWO-FACE (V.O.)

You're a killer too.

INT. WAYNE MANOR - BRUCE'S BEDROOM - MORNING

In his bed, Bruce wakes, trying to blink away the images. Alfred draws the curtains, welcoming rich autumn sun.

ALFRED

The dreams again, sir?

BRUCE

I think they're getting worse.

ALFRED

It's a wonder you sleep at all.

As Bruce sits up, Alfred notices a fresh set of bruises.

ALFRED

What a marvellous shade of purple.

Bruce shoots him a look.

ALFRED

Really, sir, if you insist on trying to get yourself killed each night.

Alfred picks up Bruce's carelessly-tossed Batsuit from the floor. Ripped, dented, punctured.

ALFRED

... Would it be a terrible imposition to ask you to take better care of your equipment?

BRUCE

Then you'd have nothing to complain about.

ALFRED

Hardly a worry, sir.

Alfred brings a robe, holds it out for Bruce.

ALFRED

Commissioner Gordon phoned. There's been an accident at Wayne Enterprises.

INT. WAYNE ENTERPRISES - MORNING

As the window is replaced in b.g., Edward Nygma stands SOBBING before the head of personnel. With augmented brain power apparently comes augmented acting talent.

EDWARD

(inconsolable)

Why? Oh, why? I can't believe it. Two years. Working in the same office. Shoulder to shoulder, cheek to cheek. We're talking face, by the way, and then this.

(handing her a note)

I found this in my cubicle. You'll find the handwriting matches his exactly as does sentence structure and spelling.

(suddenly sobbing again)

I couldn't possibly continue on here. The memories. I'll just get my things.

ANOTHER ANGLE

Edward slips out a side door, quickly avoiding Bruce and Gordon as they walk towards Bruce's office.

GORDON

We've questioned everyone who worked on the floor. Computer records show no one going in or out after Stickley.

BRUCE

Computer records can be forged. I'll have my people pull up --

A cop hands Gordon the forged note.

GORDON

Suicide. With all due respect, leave the police work to us. We'll be in touch.

As the Commissioner exits, Bruce heads into his office, followed by his secretary, MARGARET.

INT. BRUCE'S OFFICE (CONTINUOUS)

MARGARET

The society matrons of Gotham have called a record thirty-two times. Not to mention the press. I think that if they don't know soon who you plan to take to the charity circus, the world will most surely come to an end.

Bruce notices an envelope on his desk.

BRUCE

What's this?

MARGARET

I don't know. I didn't see anyone...

BRUCE

No postmark. No stamp.

Bruce opens the envelope.

LETTER - CLOSE

A photo of Bruce. Below: letters cut from newspapers and magazines read:

"(RIDDLE#1) (to be written)

signed - The Riddler"

Bruce raises an eyebrow.

BRUCE

The Riddler? Why can't anyone in this town have a normal name?

Phone RINGS. Bruce hits a switch and a desk video-phone lights into life. Alfred.

ALFRED

Channel 12, sir.

Bruce presses a button and Alfred's image shrinks to a small box in the corner, superimposed atop a TV picture.

ON SCREEN

A talk show in progress. A radiant black host: VONDELLE MILLIONS talks to a panel of experts.

VONDELLE

... joined us, we're talking about the mutilation of Lady Gotham, caused late last night by Batman...

BRUCE

Excuse me?!

VONDELLE

... will take up to nine months to repair. Today's topic: Batman-crime-fighter or criminal?

BRUCE

How 'bout Two-Face? Anyone here heard of him?

The shot WIDENS to reveal the panel.

ON SCREEN

Our first expert: DR. JANISLAUS ROYCE.

ROYCE

Batman is a major cause of crime in Gotham. So-called super-villains seek him out hoping to prove themselves in violent conflict. Batman does not deter crime, he invites it.

VONDELLE

I'm sure our audience objects to your gender bias. Batperson.

The second expert PIPES in, DR. DAVID AIMS.

AIMS

What is the Dark Knight's credo? Batman does not kill? What of those slain during his fight with Jack Napier aka Joker? Or in his Christmas conflict with the orphan Cobblepot? Batman belongs behind bars, not his morally disadvantaged victims.

CHASE (O.S.)

Bull (bleep)!

WIDER

Chase sits at the end of the panel.

VONDELLE

What did you say?

CHASE

Which part of the word didn't you understand?

Watching, Bruce sits a little straighter, more hopeful.

BRUCE

I could like this woman.

CHASE

Batman is a reaction to the crime in this city, not a creator of it! Without him many more would be dead. Batman is a true hero...

VONDELLE

Hey, Doc, got the hots for Batman?

HOOTS and HOLLERS from the audience.

CHASE - CLOSE

Busted.

ON SCREEN

A graphic: "BATMAN: CRIMEFIGHTER OR CRIMINAL?"

VONDELLE

What do you think? Call us at...

A HAND reaches up and SNAPS off the TV. The screen goes black to reveal a reflection in the glass: Two-Face.

PULL BACK TO REVEAL:

INT. TWO-FACE'S HIDEOUT - DAY

Two-Face turns away, disgusted.

TWO-FACE

Batman, Batman, Batman. God, we want that man's blood on our hands.

WIDER

LEATHER sits to one side of Harvey. Ruby lipstick, tight leather outfit, a choker o spikes, razor blade earrings, stroking a muzzled black doberman.

LEATHER

Oh you are most obscene, my frightful grotesque.

Another set of arms entwine Two-Face.

LACE, a submissive blonde in Victoria's Secret's lacy best nuzzles his good side, pets a white kitten.

LACE

Don't listen to her. You're every girl's dream.

LEATHER

Waste Dorothy and Toto here, you and me can get down to business.

Harvey SLAPS Leather, hard.

LEATHER

Harder, baby. Hit me again.

TWO-FACE

No.

LEATHER

(hotter still)

Sadist.

He turns now to Lace, caresses her face gently.

WIDEN TO REVEAL

Two-Face's hideaway, divided straight down the middle. Lacey's half is all light and order. Leather's domain looks like an S&M club.

TWO-FACE

Too many bats to fry to think about fun. We wanna take him apart limb by hyper-extended limb. Feel his bones crunch in our hands. Beat him until he's as black and blue as that ridiculous rubber suit.

Without thinking, Harvey steps over the Laceland. His demeanor instantly changes, now more reasoned and calm.

TWO-FACE

On the other hand, perhaps something slow, a delicious incursion of despair, a campaign to shatter his psyche and bring him crumbling to his knees.

He wanders back across to Leatherland.

TWO-FACE

Hell. Why wait? Rupture his organs. Shatter his spine. Still have time for a late dinner.

Back in Laceland.

TWO-FACE

But simple murder? It's just too damn simple. Besides, it's been done. No. We need a plan.

Back to Leatherland.

TWO-FACE

Yes. Something senseless, brutal, savage, violent.

Back to Laceland, stopping to add...

TWO-FACE

Yet witty.

EXT. WAYNE MANOR - NIGHT

Edward peddles a bicycle down a service road towards Wayne Manor, an envelope jutting from his shirt pocket.

INT. BATCAVE - NIGHT

Alfred stands over a cage of bats. A hand-held scanner producing distance readings.

Bruce sits before his Master Console.

BRUCE

How's the sonar coming, Alfred?

ALFRED

A few hitches sir, but I'm confident we'll have a prototype in no time.

BRUCE

It'll never work.

ALFRED

I believe you said the same thing about the Batmobile.

A doorbell RINGS. Alfred disappears upstairs.

BRUCE - OVER THE SHOULDER

Bruce works a keyboard, manipulating the images on various screens.

SCREEN ONE

Replays the CNN story on Two-Face.

SCREEN TWO

Replays the Vondelle Williams show.

SCREEN THREE

Runs news footage of Chase.

As Alfred returns, Bruce splits the Chase screen, a list of psychiatric texts scrolling beside her portrait.

ALFRED

Scholarly research?

BRUCE

She has an excellent mind.

ALFRED

If I misinterpreted your interest in the lady, I humbly apologize.

BRUCE

I wonder if she'd go out with me.

ALFRED

Apology hastily retracted.

Bruce freezes the image of Vondelle Williams over the familiar graphic: "Batman: Crimefighter or Criminal?"

BRUCE

They don't understand. They think I became Batman to fight crime.

Bruce leans back, closes his eyes, his past never far.

BRUCE

Do you remember the night I fell into that cave and the bat chased me?

ALFRED

Your parents' wake. Rain fell like tears.

BRUCE

... The night Batman was born.

(a beat)

What was I doing in the fields that night, Alfred? What sent me running out into that storm? I keep dreaming about it but I just can't remember.

ALFRED

I don't know, sir. Your dear parents. Suddenly gone. So much loss...

BRUCE

I remember the bat, though. His scream. Those eyes. I was sure the fear would kill me.

(a beat)

In time I came to believe that if I became a monster, that if I was feared, I wouldn't be scared anymore. I was wrong.

(off the screen)

They think I became Batman to fight crime. I became Batman to fight the fear. And instead I became the fear.

Alfred hands him an envelope.

ALFRED

Perhaps it's time you paid a bit more attention to Bruce Wayne. There was no one at the door, just this.

Within, (RIDDLE #2). His expression darkens.

EXT. UGLY TENEMENT - BAD NEIGHBORHOOD - NIGHT

SOUNDS of POUNDING.

INT. HALLWAY OUTSIDE EDWARD'S APARTMENT - NIGHT

The source of the POUNDING - MRS. LUCERTOLA, Ed's middle-aged, no bullshit landlady.

MRS. LUCERTOLA

Ya wanna cough up your rent, or do I post an eviction notice?

Locks TURN. The door opens a crack. Edward peeks out.

EDWARD

Mrs. Lucertola. What a surprise. Come in. I was just sitting down to write the check.

INT. EDWARD'S APARTMENT - NIGHT

Mrs. Lucertola barges inside - then stops, aghast.

HER POV

Five people might live here. Sports magazines. Stock market tickers.

Half completed paintings and sculptures. Blueprints. In the corner an old circus booth containing a manikin of the green-clad, can wielding Guesser.

MRS. LUCERTOLA

What is it exactly that you do, Mr. Nygma?

EDWARD

My dear Ms. Lucertola. Italian, isn't it? For lizard. How fitting. I think the question better asked: What is it that I don't do?

Ed guides Mrs. Lucertola to a sofa before the TV.

EDWARD

Most recently I have devised a way to change the destiny of mankind and the world as we know it, all in my favor of course.

MRS. LUCERTOLA

The rent Nygma!!!

EDWARD

Might I persuade you to take a seat on this couch? To indulge me in a little experiment?

He shoves her down.

MRS. LUCERTOLA

Hey, I got no time for --

Edward clamps a new, streamlined headband on her head.

EDWARD

Showtime.

He clicks on the TV. An evening soap.

MRS. LUCERTOLA

My favorite story.

Atop the TV rests a small box. The next generation of his Remote Encephalographic Stimulator.

EDWARD

Yes. TV. Balm to the minds of the masses. The great deadener. If only it were more lively. But wait. I can help.

He hits a switch on the Box and the familiar beam engulfs his landlady, the holographic image of the screen's kissing couple now hovering in mid-air before her.

MRS. LUCERTOLA

Oh my lord.

EDWARD

Not quite. But I'm getting there.

MRS. LUCERTOLA - POV

She might as well be sitting on the foot of the bed as the two lovers' embrace heats up.

Edward waves his hand in front of her eyes. Nothing. The same dazed expression that Stickley wore.

EDWARD

Now this is much better. No pain. Just a little holographic TV to keep your mind off the fact...

Edward PLANTS an ELECTRODE on his forehead.

EDWARD

... That I'm taking your mind.
(professional)

Not your thoughts, mind you. Just your neural energy, simply sucking some IQ points as it were.

A GREEN-BLUE aura forms around Edward's head.

EDWARD

(announcer)

His intelligence jumps. Ms. Lizard don't know it. The crowd goes wild.

(CEO)

Boys, I want one of these babies in every home.

(Clinton)

It's the new information super highway and, pay attention now kids. I'm the on ramp.

(ad-man)

From their brains to the TV to my brain, with no commercial interruptions!

(announcer)

There are seven million brains in the Naked City...

(menacing)

... and they're all mine!

EXT. MUNICIPAL POLICE COMPLEX - DAY

Gothic. Active. Bruce enters the complex.

INT. POLICE COMPLEX - CHASE'S OFFICE

Comfortable. Well appointed. Degrees on the walls.

Chase opens her door to Bruce Wayne.

CHASE

Mr. Wayne. Chase Meridian.

The sparks he felt from her as Batman don't fly.

CHASE

How can I help you, Mr. Wayne?

BRUCE

Somebody's been sending me love letters. Commissioner Gordon thought you might give me your expert opinion.

Chase spread the 'Riddler' letters before her. Bruce TAPS his fingers absentmindedly as he watches her read.

CHASE

Psychiatrists make you nervous?

BRUCE

Just ones this beautiful.

CHASE

The infamous Wayne charm. Does it ever shut off?

BRUCE

On occasion. Usually at night.

Bruce stops tapping, examines books on aberrant behavior. The Dark Side. Turns a tiny wicker doll over in his hand.

BRUCE

Still play with dolls, Doctor?

CHASE

She's a Malaysian dream warden. She stands sentry while you sleep and calms your dreams.

(off Bruce's expressions)

Need one?

BRUCE

Me? No. Only things that need calming in my dreams are the Rockettes.

Chase holds his eyes a beat. Not buying. But she lets it go, looks back over the letters.

CHASE

My opinion. This letter writer is a total wacko.

BRUCE

Wacko? That a technical term?

CHASE

Patient apparently suffers from acute obsessional syndrome with potential homicidal styles. Work better for you?

BRUCE

So what you're saying, this guy's a total wacko, right?

CHASE

(a slight smile)

Exactly.

He notices batman research on her desk. Spots a framed print hanging on the wall. A bat.

BRUCE

You have a thing for bats?

Chase follows his gaze.

CHASE

That's a Rorschach, Mr. Wayne. People see what they want to.

Bruce looks back up. In fact, just an ink blot. Only he saw a bat within it's bleeding lines.

CHASE

I think the question would be, do you have a thing for bats?

BRUCE

So, this Riddler, he's dangerous?

CHASE

What do you know about obsession?

BRUCE

Not much.

CHASE

Obsession is born of fear. Recall a moment of great terror in your life. Say you associate that moment with...

(random)

... a bat. The bat's image becomes a cancer of the mind, grows more real than your daily life. Can you imagine something like that?

BRUCE

It's a stretch but I'll manage.

CHASE

The letter writer is obsessed with you.
His only escape may be...

BRUCE

To kill me.

CHASE

You understand obsession better than
you let on.

BRUCE

No insights here, doc. Just trying to
get comfortable on your couch.
(checking his watch)
Oops. Times up.

CHASE

That's usually my line.

BRUCE

Look, I'd love to keep chatting --

CHASE

Would you? I'm not so sure.

BRUCE

But I'm going to have to get you out of
those clothes.

CHASE

Excuse me.

BRUCE

And into a black dress.

Bruce throws her startled expression his best smile.

BRUCE

Tell me, Doctor, do you like the
circus?

Despite herself, Chase smiles back.

A SIGN - CLOSE

"Gotham Hospital Charity Circus"

WIDER

EXT. HIPPODROME - NIGHT

Immense. On the lapping edge of Gotham Harbor.

Searchlights sweep the sky. FLAGS flutter on the Hippodrome's
oval roof, Limos spill Gotham's finest. The night of the season.

INT. CENTER RING

THE FLYING GRAYSONS - Mother, Father, and two sons all wearing
colorful red and green outfits with yellow cape-race out to

greet the crowd. They discard their capes, cartwheel to four guywires.

RINGMASTER

Ladies and gentlemen. Seventy feet above the ground, performing feats of aerial skill without a net, the Flying Graysons!

The lights dim. Spots follow each Grayson as hoist cables whisk them up to the trapezes and high wire.

ON THE TRAPEZE

Dad and Chris Grayson hang by their knees, upside down on opposite trapezes. Mom jumps to Chris' hands, hangs in mid-air. Chris swings back and forth, building momentum, then sends her to Dad in a poetic double somersault.

BELOW

The Hippodrome is packed solid.

VIP SECTION

Bruce and Chase in evening finery take their seats amidst a barrage of flashing photographers. The Gotham Society matrons crowd for a photo op.

CHASE

(off the flashes)

I'm surprised you aren't blind by now.

BRUCE

(as if he were)

I'm sorry. Who are you?

Chase smiles. The Press and Matrons disappear.

BRUCE

Now we can just sit back and watch the show like normal folks.

RINGMASTER (OVER)

Tonight's benefit has raised \$2,000 for Gotham Children's Hospital. Let's thank our largest single donor: Bruce Wayne.

SPOTLIGHT finds Bruce and Chase. WILD APPLAUSE.

CHASE

(through her smile)

Like normal folks.

BRUCE

(deadpan)

What? This isn't normal?

RINGMASTER

And now Richard, the youngest Flying Grayson, will perform The Quadruple Flying Somersault!

DICK GRAYSON, handsome, only happy when he is in flight, jumps to his father's hands, hangs in air.

DICK'S POV

The world flips, dizzying, four times.

Chris catches Dick's hands. Shaky. One hand slips free. The Crowd GASPS. Dick dangles for an instant.

Chris hoists Dick to safety. An uproarious OVATION!

Chase watches Bruce. He's riveted, eyes like a child's.

BRUCE

That kid is amazing.

CHASE

I don't get you Bruce Wayne.

BRUCE

Me? I'm easy. Especially after a couple of martinis.

CHASE

The glib, cavalier routine, it really is an act, isn't it?

BRUCE

Don't believe it. I'm just skin deep.

But he holds her eyes and in the smile that passes between them, sweet electricity. Maybe something more.

THE RINGMASTER

... stands watching the Graysons feats of aerial wonder. Something catches his eye.

A GLOVED HAND extends through the curtain leading backstage, beckons him with a single finger.

THE RINGMASTER - CLOSE

Puzzled. Steps out of the ring.

BACK TO BRUCE AND CHASE

BRUCE

Look, I'm rock climbing Sunday. How about coming along?

CHASE

Bruce, much to my surprise, you seem like a really great guy...

BRUCE

But...

CHASE

Well, I met someone...

BRUCE

Fast work. You just moved here.

CHASE

You could say he kind of dropped out of the sky and bang. I think he felt it too.

BRUCE

He sure did.

CHASE

What?

BRUCE

(awkward)

I said I'm sure he did.

Bruce looks towards...

CENTER RING

A TINY CAR, horn HONKING away, ROARS into the middle ring and begins dislodging clowns, all tumbling out of the cars and over each other.

A new Ringmaster steps into the arena. Two-Face.

TWO-FACE

Ladies and gentlemen, and I do use the term loosely, your attentions please. Tonight, a new act for your amusement. We call it Massacre Under the Big Top.

His thugs slip out of their clown costumes and seal every exit.

They pull machine guns and start SHOOTING over the audience's heads.

PANIC. SCREAMS.

TWO-FACE

People, people. Show some grace under pressure. A little decorum, please.
(into his mike)

SHUT UP!!!

More machine gun BURSTS as Thugs move into sentry positions at each section of bleachers. Folks quiet.

TWO-FACE

If we may direct your attention...

A Thug trains a spot on a crate hung in the rafters.

TWO-FACE

Inside that wooden box: Two hundred sticks of TNT.

(showing a box)

In our hand: A radio detonator.

Two-Face presses a button.

DETONATOR - CLOSE

A digital countdown. 3:00. 2:59. 2:58...

TWO-FACE

You have three minutes.

THE MAYOR

What the hell do you want?

TWO-FACE

Want, Mr. Mayor? Just one little thing.
Batman. Bruised. Broken. Bleeding. In a
word: Dead.

Two-Face turns, showing his good side.

TWO-FACE

Who do we have assembled before us?
Gotham's finest. Rich, Influential.
Smart. One of you must know who Batman
is. Hell, we'd lay odds one of you is
Batman.

Two-Face spins, offers his evil side.

TWO-FACE

So, unless the bat is surrendered to us
post haste, we're off on a proverbial
killing spree. City wide mayhem and
murder. Starting tonight. With all you
lovely folks as our very first corpses
to be. You have three... well just
under three minutes.

BRUCE

His eyes riveted on the bomb. No secret is worth innocent lives.
He stands.

Chase, misunderstanding, tries to pull Bruce back down.

WIDER

Suddenly everyone jumps up, SHOUT and SCREAM, point towards the
rafters.

REVERSE ANGLE

The Graysons scale the scaffolding, heading for the bomb.

TWO-FACE

Boys! Move, move, move!

(a beat)

Cannot get good help these days.

Any Thugs not standing sentry fan out, speed up guywires.

CHRIS

(to Dick)

Go! We'll hold them off!

Mom, Dad and Chris swing from trapeze to guywire to platform, trying to delay the Thugs who are actually well-trained gymnasts.

Dick launches himself from trapeze to trapeze, bounces off the high wire, grabs a catwalk and hoists himself up.

Bruce uses the distraction to hop the rail, race through the SCREAMING CROWD.

THE TIME - CLOSE

1:03. 1:02. 1:01.

ON THE TRAPEZE

A Thug grabs Dad Grayson by the leg. Dad manages a jump to another trapeze.

Mom's not so lucky. A Thug punches her off the uppermost platform.

She falls in mid-air.

FOLKS in the audience SCREAM.

BRUCE

Moves fast towards one of the sentry Thugs.

MOM

Snags a wildly swinging trapeze with one leg, wraps her ankle around a rope, hanging over the floor.

A THUG

Points to the Time Clock 0:45. 0:44. 0:43.

THE THUGS

Quit the fight, slide down ropes and guywires.

DAD AND CHRIS

Form a human chain to reach Mom. Dad anchors Chris who swings out towards Mom. Mom swings her trapeze to gather momentum.

IN THE RAFTERS

Dick has reached the Bomb. Begins un-lashing the crate.

ON THE CIRCUS FLOOR

The Thugs begin to pour through the trap door. A few thrill-seekers fire their MACHINE GUNS over the crowd.

THE TIMER - CLOSE

0:15. 0:14. 0:13.

DICK

Scales a service ladder, vies with a roof hatch.

TRAPEZE - CLOSE

Dan and Chris make their final swing. Mom lets go and sails gloriously towards Chris. Below them, no net.

BRUCE

Taps the watching Thug on the shoulder. He spins.

BRUCE

Show's over.

A punch and the guy is out. Bruce starts for Two-Face. Another Thug springs up before him, blocking his way.

TWO-FACE

Stares up at the dangling Graysons. He reaches into his pocket.

Pulls out a familiar coin.

TWO-FACE

Day in, day out, it always comes down to the same old question. Life...
(flips the coin)

Or death.

He looks down. Scarred side up. He draws his gun.

TWO-FACE

Our kinda day.

BRUCE

Fells the other Thug. Starts to sprint across the ring towards Two-Face.

AT THE ROOF

Dick shoves the hatch open, climbs out.

TIMER - CLOSE

0:10. 0:09. 0:08.

MOM

Spots the pointing gun far below. She SCREAMS.

BRUCE

Races for the aiming Two-Face. Almost there.

Another Thug hits him broadside, knocking him flat.

TWO-FACE FIRES. Twice, the first bullet cutting, the second severing the rope that holds the Graysons.

TWO-FACE

Never did like the circus. Too many freaks.

Two-Face disappears down the tunnel. Bruce struggles to his feet. A CHARGE blows inside the escape hatch, filling the access-way with fire. No way out.

CLOCK - CLOSE

0:07. 0:06.

EXT. HIPPODROME ROOF - CONTINUOUS - NIGHT

Dick scrambles onto the roof, begins whipping the bomb rope like a sling.

INT. HIPPODROME - CONTINUOUS - NIGHT

CLOCK - CLOSE

0:05. 0:04. 0:03.

EXT. HIPPODROME ROOF - CONTINUOUS - NIGHT

Dick let's fly, the bomb soaring out towards the harbor.

The BOMB hits the water. Sinks. A beat. The night is split by a funneling EXPLOSION.

INT. HIPPODROME - NIGHT

Dick swings excitedly down onto the catwalk. He freezes at the rail.

DICK

No!!!!

DICK - CLOSE

On his face, his life's end.

DICK'S POV - STRAIGHT DOWN

The dead bodies of his mother, father and brother. Bruce Wayne stands over them, looking up at the boy.

BRUCE - CLOSE

His face a tragic echo of Dick's pain.

EXT. WAYNE MANOR - NEXT AFTERNOON

A police car heads towards the manor. Dick Grayson, pack on his back, winds his motorcycle behind the cruiser.

Bruce comes out to greet Gordon. Dick, slightly awestruck, dismounts, wanders into the house.

GORDON

It's good of you to take him in. He's been filling out forms all day. He hasn't even eaten.

Bruce nods, watches Gordon drive off. Heads into...

INT. WAYNE MANOR FOYER - LATE DAY

As Bruce ENTERS through the open door, Alfred arrives from the other direction.

ALFRED

Welcome, Master Grayson. I'm Alfred.

DICK

How ya doin', Al?

ALFRED

(mouthing)

Al?

DICK

(to Bruce)

Big house. How many rooms?

BRUCE

Gee, I'm not sure.

(across the foyer)

Alfred? How many rooms? Total?

ALFRED

Ninety-three, including the sauna.

BRUCE

Take any three you like. After you get settled we can...

But Dick isn't listening, stares instead over Bruce's shoulder as Gordon's cruiser disappears out of sight.

DICK

Okay. I'm outta here.

BRUCE

Excuse me.

DICK

I figure telling that cop I'd stay here saved me a truckload of social service interviews and good will. So no offense but thanks. See ya.

Dick heads toward the door. Alfred slips away.

BRUCE

Where will you go? The circus is halfway to Metropolis by now.

DICK

I got no place at the circus without my family. I'm going to get a fix on Two-Face. Then I'm going to kill him.

BRUCE

Listen, Dick. Killing Two-Face won't take the pain away. It'll make it worse.

DICK

Look, spare me the sermons, okay. You're just some rich guy who is trying to do a good deed. You don't even know me.

Bruce stares beyond Dick, into his own past.

BRUCE

It's not just the sadness. Is it? The shame is worse. Feeling like somehow you should have saved them.

Dick is looking at Bruce now.

BRUCE

You're right. I don't know you. But I'm like you.

Just then Alfred returns with a tray. Rare London broil. Baby potatoes. Fresh greens. An aromatic feast.

ALFRED

Oh, is the young master leaving? Pity. I'll just toss this away then. Perhaps the dogs are hungry.

Alfred turns, heads up the stairs.

ALFRED

I'll set this up in the guest suite. Just in case.

Dick follows, led by his nose.

Bruce smiles, nods slowly, heads into...

INT. WAYNE LIBRARY

Bruce touches a vase of fresh roses. Stares at framed photos of Thomas, Martha, of himself, younger. Happy. With no knowledge of the future.

He turns. Suddenly their coffins are in the middle of the room again, the still corpses white in death. He's a boy. There on the desk. A leather bound book. THUNDER CRACKS.

THE FRONT DOOR flies open. An evil wind whips the house.

THE BOOK is splattered with blood.

THE WINDOW explodes, shattering glass, and out of the darkness flies a huge, evil bat.

ALFRED (OVER)

Master Bruce?

Bruce is sitting in a chair, holding a rose, head down, the images only flashes of memory. Night has fallen. He looks up, eyes red.

BRUCE

It's happening again. Just like my parents. A monster comes out of the night. A scream. Two gunshots. I killed them.

ALFRED

What did you say?

BRUCE

He killed them. Two-Face. He slaughtered that boy's parents.

ALFRED

No. You said I. I killed them.

BRUCE

Don't be ridiculous.

Suddenly a pale light through the window illuminates the room, bathes their faces.

The BAT SIGNAL beams in the sky.

INT. GUEST (DICK'S) BEDROOM

Dick Grayson finishes eating. He moves into the...

HALLWAY

The house seems empty.

DICK

Hey?... Hello?... Anybody home?

He's puzzled.

EXT. GOTHAM CITY STREET - NIGHT

Batman speeds along in the Batmobile. He hits top speed as the car's fusion drive glows red.

A giant projector, beaming the Batsignal on the fast night clouds.

Batman leaps from a neighboring roof to find no one. Just the huge light and the city wind.

BATMAN

Commissioner...?

A shadow appears from behind the searchlight. Chase.

CHASE

He's home. I sent the signal.

BATMAN

What's wrong?

CHASE

Last night at the circus. I noticed something about Dent. His coin. He's obsessed with justice. It's his Achilles' heel. It can be exploited.

He steps close to her. Intimidating.

BATMAN

You called me here for this? The Batsignal is not a beeper.

Instead of backing off, Chase moves towards him.

CHASE

I wish I could say my interest in you was purely professional...

BATMAN

Are you trying to get under my cape, Doctor?

CHASE

A girl cannot live by psychoses alone.

BATMAN

It's the car, right? Chicks love the car.

CHASE

What is it about the wrong kind of man? In grade school it was guys with earrings. College, motorcycles and leather jackets.

Chase is right up against him. She runs her fingers along the outline of Batman's mask.

CHASE

Now black rubber.

BATMAN

Try a fireman. Less to take off.

CHASE

I don't mind the work. Pity I can't see behind the mask.

Batman stills her hand.

BATMAN

We all wear masks.

CHASE

My life's an open book. You read?

BATMAN

I'm not the kind of guy who blends in at a family picnic.

CHASE

We could give it a try. I'll bring the wine, you bring the scarred psyche.

BATMAN

You are direct, aren't you?

CHASE

You like strong women. I've done my homework. Or do I need skin-tight vinyl and a whip?

Their bodies are close.

BATMAN

I haven't had much luck with women...

CHASE

Maybe you just haven't met the right woman...

Their mouths are close. Suddenly Commissioner Gordon, trench-coat over pajamas, rushes onto the roof.

GORDON

I saw the beacon. What's going on?

BATMAN

Nothing... False alarm.

Batman shoots a Batarang into the night and dives from the building.

CHASE

Are you sure?

EXT. SEEDY PART OF TOWN - DAY

SIRENS WHINE as two cruisers fly down a pot-holed street.

ANGLE ON

A bridge structure.

INT. TWO-FACE'S HIDEOUT - DAY

The room is dark. POLICE SIRENS FADE as a trap door opens in the floor. Two-Face emerges.

TWO-FACE

Ever have one of those days where you just want to kill someone?

VOICE IN THE DARK

Riddle me this. (Riddle #3)

REVERSE ANGLE

A mysterious silhouette stands in the dark.

Two-Face draws his gun.

VOICE IN THE DARK

The answer is, your enemy.

TWO-FACE

Who are you?

VOICE IN THE DARK

You can just call me... The Riddler.

The figure steps out of shadow. A new costume, lime green, covered with question marks, an emerald eye mask, derby and cane. An exact replica of the Guesser's outfit.

TWO-FACE

How'd you find us?

RIDDLER

You are Two-Face, you would need to face both rivers, both uptown and downtown simultaneously. Only one spot in Gotham serves these bi-zonal, bi-coastal needs...

TWO-FACE

Congratulations. You get to die on the dean's list.

Two-Face trains his gun, COCKS the trigger.

RIDDLER

Has anyone ever told you have a serious impulse control problem?

(looking around)

You know, I simply love what you've done with this place. Heavy Metal with just a touch of House and Garden.

He crosses to Leatherland.

RIDDLER

It's so dark and Gothic and disgustingly decadent...

He moves to Laceland.

RIDDLER

Yet so bright and chipper and conservative!

(to "bad" side)

It's so you.

("good" side)

And yet so you!

(touching his suit)

Very few people are both a summer and a winter. But you pull it off nicely.

TWO-FACE

A man with a death wish.

RIDDLER

Harvey. You need me. Since you've gotten out of Arkham, you've managed, what? To bungle stealing a safe? Wreck a statue? And, correct me if I'm wrong here, but weren't you outsmarted by an acned acrobat at the circus?

TWO-FACE

Let's see if you bleed green.

Two-Face COCKS back the hammer.

RIDDLER

Alright, counselor. Go ahead. Fire away. But before you do, let me ask you one question. Is it really me you want to kill?

The Riddler knits his thumbs together, waves his hands over one of the exposed light bulbs that illuminate the room, making a shadow on the wall. The shadow of a bat.

RIDDLER

Do you know about hate, my dual visaged friend? Slow, burning hate that keeps you sleepless until late in the night, that wakes you before dawn. Do you know that kind of hate? I do.

(circling Harvey)

Kill him? Seems like a good enough idea. But have you thought it through? A few bullets, a quick spray of blood, a fast, thrilling rush, and then what? Wet hands and post-coital depression. Is it really enough?

(up close)

Why not ruin him first? Expose his frailty. And then, when he is at his weakest, crush him in your hand.

Riddler gestures to the front of the room, where Leather and Lace, on their respective sides, are fixed to their TV's via the green beam of the box.

He tosses a receiver electrode to Two-Face.

RIDDLER

... Take a hit.

Two-Face looks at the electrode curiously.

RIDDLER

(taps his forehead)

Up, up, up.

A beat. Then, gun still trained on the Riddler, Two-Face holds the receiver to his skull. He's blasted with a dose of Leather and Lace's neural energy.

TWO-FACE

Holy shit.

RIDDLER

So not everyone can be a poet. Still, I respect the sentiment.

Riddler waves his hand in front of the girls' eyes. No response. Definitely zoned.

RIDDLER

(to the girls)

This is your brain on the box.

(off Harvey)

This is your brain on their brain. He plants an electrode on his own forehead.

RIDDLER

This is my brain on your brain on their brain. Does anybody else feel like a fried egg?

The Riddler grabs Two-Face's receiver.

TWO-FACE

No. Wait...

RIDDLER

Addictive isn't it? Just Say No. Until I say yes. A little fringe benefit of working with me. Now here's the concept, counselor. Crime. My I.Q., your AK-47. You help me gather production capital so I can produce enough of these...

(pulling a Box from his vest)

... to create an empire that will eclipse Bruce Wayne's forever. And, in return I will help you solve the greatest riddle of all. Who is Batman?

Two-Face eyes The Riddler, interest dawning in his eyes.

TWO-FACE

You are a very strange person. You speak as if we are old friends, which we are not. You barge in here unarmed when it is clearly suicidal to do so. Still, an intriguing proposition.

(pulling his coin)

Heads: We take your offer.

He rests the barrel on The Riddler's temple.

TWO-FACE

Tails: We blow your goddamned head off!

FOLLOW THE COIN

As Two-Face FLIPS it high in the air... SPINNING...

INT. JEWELRY EXCHANGE

Thugs grab handfuls of gems as a Guard presses the ALARM BUTTON. LOONY TOONS and MERRIE MELODIES THEMES play as Riddler's animated face fills the surveillance screens.

WIDER

The Riddler and Two-Face stand over a palette of black jeweler's felt. Littered with bright, sparkling diamonds.

The Riddler slips on a monocle, lifts a stone.

Two-Face grabs the entire palette, pours the diamonds into a loot bag, heads towards another counter.

INT. BATMOBILE - MOVING

WINDSCREEN - CLOSE

A flashing message: "Crime In Progress"

An ever changing tactical map shows Batman's narrowing proximity to the crime site.

EXT. STREET

The Batmobile rushes to a halt. Batman leaps out, SMASHES through a door into...

INT. BEAUTY SALON

... GIRLS LAUGH and flirt. Even behind his mask, Batman fumes. Obviously misled.

INT. WAYNE MANOR - BRUCE'S BEDROOM - DAY

Bruce sits watching the news.

ANCHOR

... working with Two-Face, Gotham's new criminal mastermind is calling himself The Riddler. Twenty million in diamonds were stolen yesterday with no sign of Batman.

SCREEN - CLOSE

Changes. Edward stands on the Claw Island. A small abandoned island in Gotham Harbor.

ANCHOR

In other news, entrepreneur Edward Nygma has signed a lease for Claw Island. Nygma says he plans to break ground on an electronics plant...

EXT. ARMORED TRUCK BASE

Armored trucks sit open on the street. Two-toned thugs carry out bags of loot.

Two-Face and the Riddler stand before four guards, each sentry held captive by a two-toned crony.

TWO-FACE

Close your fist. Reach back.

Two-Face swings, clocks the guard on the chin. CRACK. Out like a light.

TWO-FACE

Get it?

Riddler nods tentatively. Manages a weak fist. Throws a feeble punch. The Guard looks barely startled.

TWO-FACE

Riddler. You punch like a girl. Put someheart into it.

Two-Face hauls off, hits the third Guard. Out he goes.

RIDDLER

Okay. Okay. I got it.

He leans way back, tries again. Barely a glancing blow.

TWO-FACE

My God.

He walks away, shaking his head, disgusted. The Riddler turns back to the guard. Ready for another try.

INT. WAYNE MANOR - HALLWAY

NEWSPAPER - CLOSE

"RIDDLER & TWO-FACE TERRORIZE GOTHAM"

PULL BACK TO REVEAL:

Alfred, newspaper in hand, finds Dick trying to open the door which leads to the Bat Cave.

ALFRED

May I help you, Master Grayson?

DICK

How come this is the only locked door
around this museum? What's back there?

ALFRED

Master Wayne's dead wives.

Dick grins. Alfred watches him go, a wry smile on his face. The coast now clear, he disappears into the secret doorway.

WIDER

Dick stands hidden in an alcove, watching.

EXT. CLAW ISLAND - DAY

Tremendous construction in progress.

INT. CLAW ISLAND

Silhouettes of robot arms manufacture the Box.

Edward watches on, giving Two-Face a quick hit from a glowing electrode, then snatches back the receiver.

Harvey eyes the electrode with an addict's hungry eyes.

EXT. GOTHAM LOADING DOCK

Two-Face and Thugs steal priceless paintings while the Guards sit bound and gagged in their booth.

Riddler stares up at a freshly spray-painted (RIDDLE #4) on the boat's hull.

INT. WAYNE MANOR - LAUNDRY ROOM

Dick stands watching TV while he washes and dries his clothes using martial arts techniques.

VONDELLE

(on screen)

Has Batman lost his touch? We've become
a city of sissies crying Batman,
Batman, Batman at the first sign of
trouble.

INT. GOTHAM OPERA - NIGHT

The Barber of Seville is in full swing. As the bejewelled audience watches, the translation is being spelled out for them on a large electronic screen over the stage.

BACKSTAGE

Green gloved hands attach a Box to the translator.

AUDIENCE

The familiar green beam of The Box transfixes the audience and the performers. Two-Face and his Thugs take the balcony in protective green sunglasses, strip folks of their cash and jewels.

The Riddler stands on stage.

RIDDLER

I just love a captive audience.

He picks up the ARIA A-CAPELLA, races through the stunned orchestra, collecting valuables.

As he goes, he moves the mouths of his victims, turning the robbery into an opera of his own.

RIDDLER

(singing)

Oh, but all I want is to take all your
jewels oh oh.

(moving a woman's mouth)

No, oh you villain don't take my
jewels, oh no.

(singing back)

I will.

(a man's mouth)

No you won't.

(singing)

I will.

(another man)

No you won't.

Still SINGING, he leaps back onto the stage where Harvey and his Thugs arrive, bags full of loot. Riddler plays tiny hidden buttons in his cane, directing Batman.

TWO-FACE

Where are you sending Batboy this time?

RIDDLER

Here. Get a good seat.

OUT THE WINDOW

The Batmobile makes a quick stop before the opera house.

Riddler, Two-Face and Thugs disappear just as...

BATMAN

... drops to the Stage from the ceiling. He looks around at the stunned audience.

He spots a small box with a question mark on it sitting center stage. Lifts the top. Within, a pair of plastic hands applaud him.

THE TRANSLATOR - CLOSE

Vaporizes, the beam snapping off.

THE AUDIENCE

Startled by Batman's sudden appearance on stage, starts LAUGHING.

Until someone notices her tiara is missing. A SCREAM. The first of many.

EXT. GOTHAM TIMES BUILDING - NIGHT

Electronic headlines circles - "BAT FLOPS AT OPERA. RIDDLER AND TWOFACE STEAL MILLIONS"

EXT. NYGMATECH HEADQUARTERS - CLAW ISLAND - DAY

Finally complete. In the b.g. a giant corporate sign reading "NYGMATECH" is raised by cranes.

Edward Nygma, dressed like Bruce Wayne to the smallest detail, stands on a podium, giving a press conference.

Scores of APPLAUDING Employees and Media watch on. The Gotham Society Matrons COO.

EDWARD (OVER)

Why sit back when you can be part of the show?

QUICK CUTS OF NEWSPAPERS

EDWARD (OVER)

... Nygmatech brings the joy 3-D entertainment into your own home.

CUTS OF MAGAZINES

All proclaiming Edward as the new King of Electronics in Gotham City.

EDWARD

Ladies and gentlemen. Let me tell you my vision for the future. "The Box" in every home in America. And one day, the world.

EXT. GOTHAM CITY - MONTAGE

A tenement, where a poor family scrapes together their savings on a newspaper ad for "The Box"...

An electronics store, where Alfred, at the head of a long line, hands over a check to receive "The Box"...

A resplendent household where husband, wife, and kids each watch individual TV's connected to their own Boxes.

INT. NYGMATECH - RIDDLER'S CONTROL ROOM

Riddler sits atop a tremendous electronic throne, facing a wall bank of TV monitors all running newsreel footage of folks using "The Box". From overhead, a giant diode delivers massive pulses of glowing neural energy.

RIDDLER'S HEAD - CLOSE

His brain is growing.

EXT. ELECTRONIC STORES

Crowds of people line up. Some stores say "SOLD OUT" others "YES, WE HAVE 'THE BOX'."

INT. BATCAVE

Bruce stands over the Batcomputer.

BRUCE

Riddler and Two-Face are tweaking the data before the computer pulls it off the emergency bands.

Alfred stands in his lab area, trying to disassemble "The Box". He gets the lid off.

BOX - CLOSE

The circuitry inside automatically vaporizes.

INT. NYGMATECH - EDWARD'S CONTROL ROOM - NIGHT

Leather and Lace sit with the Riddler and Two-Face as the two villains pass an electrode between them.

TWO-FACE

Sure, $E=MC$ squared. Until you factor in more than three dimensions. Then...
Damn. Hit us again.

RIDDLER

Haven't you had enough? Don't Think And Drive.

Harvey waves his revolver in Riddler's face.

RIDDLER

Be my guest.

Two-Face and Leather and Lace take another hit of the glowing neural energy. Smiles.

TWO-FACE

Our Paleolithic yearnings are best expressed in a pre-linguistic.
(off the befuddled girls)

Sorry. Just thinking out loud.

Harvey leans back, buzzed, the electrode slipping from his hand. Leather grabs for it. Not fast enough. Riddler snatches it away.

RIDDLER

(to Leather)

Not until you do that thing I like.

(taking a hit)

On se tue pour des mesnonges. J'ai gache ma vie...

(off the electrode)

Woah. Harsh toke.

TWO-FACE

Don't bogart that 'trode.

He tosses Harv the electrode over Lace's ill-timed grab. Harvey takes a hit.

TWO-FACE

(epiphanous)

Oh my God. Jim Morrison was right.

RIDDLER

About what?

TWO-FACE

Everything.

RIDDLER & TWO-FACE

(simultaneous)

... Yeah.

INT. WAYNE MANOR - DAY

TV - CLOSE

Vondelle stands before the familiar panel of EXPERTS.

AIMS

This Box is nothing more than an electronic narcotic.

ROYCE

Thousands more Gothamites each day are tuning out by tuning in to its holographic fantasies.

AIMS

It's turning citizens into zombies...

VONDELLE

Gripe, gripe, gripe. Isn't this what they said about TV? I think "The Box" is the future. What's your opinion? I want to know...

FAVOR ALFRED

As he shuts off the set, moves into the hallway and the locked door to the Batcave.

ALFRED

(calling out)

Master Dick?

High above, Dick appears on the third floor landing.

DICK

Up here, Al.

ALFRED

Just checking, young sir.

DICK

(to himself)

Four seconds from...

Below, Alfred opens the door.

DICK

Now!

Alfred disappears inside and the door begins to close.

Dick leaps the bannister, grabs the chandelier, swings to a large tapestry, slides down and into the passageway as the door SLAMS shut.

INT. SECRET HALL

Unable to stop, Dick barrels through a dark doorway, tumbles down the long stairway onto

THE BATCAVE FLOOR

Alfred stands in his lab area. The two stare at each other in utter disbelief.

INT. CHASE'S APARTMENT - NIGHT

Big. Open. A life still in boxes. The door opens, producing Bruce and Chase.

BRUCE

The style of the letters I'm getting matches those found at the crime sites. Why would The Riddler be sending me riddles?

(looking around)

Who's your decorator? U-Haul?

CHASE

Sorry. I haven't even had time to unpack. Instant coffee okay?

Chase disappears into the kitchen as Bruce takes off his coat. She reappears with a small box. Hands it to Bruce.

BRUCE

What's this?

Bruce opens the box. Within, a dream doll.

CHASE

Call it clinical intuition. I thought your dreams might need changing.

Bruce looks at Chase. He stares out the window a beat, deciding. As he speaks now his words are halting, self disclosure difficult for him.

BRUCE

My parents were murdered. In front of me. I was just a kid.

Chase nods. She knows.

BRUCE

A lot of what happened is jagged. Pieces missing. I can't really remember. I just get flashes. Usually in my dreams. I'd kind of gotten used to them. At least accepted them...

CHASE

And now...

BRUCE

They've changed. The dreams, I mean. There's a new element I don't understand. A book. Black. Covered in leather...

The kettle begins to WHISTLE.

CHASE

Damn. I'll be right back.

Bruce is agitated, starts to looking around. At her desk he finds a virtual shrine to Batman. Pictures. Newsphotos. Articles.

CHASE (OVER)

Find anything interesting?

BRUCE

Why do I feel like the other man, here?

CHASE

Come on, Bruce. This is what I do for a living.

BRUCE

I'd say this goes a little beyond taking your work home.

CHASE

What do you want me to say? That I'm not attracted to him?

She hits a button and on screen newsfootage rolls of Batman fighting Catwoman.

CHASE

(mesmerized)

Look at the abuse he's taking. He's not just fighting criminals. He's punishing himself.

Chase hits a button, freezing on Batman's face.

CHASE

It's as if he's paying some great penance. What crime could he have committed to deserve a life sentence of such agony?

Bruce hits a key, blanking the screen.

BRUCE

Maybe he just had a lousy childhood, is that it Doc?

Chase grabs his hand as it comes away from the keyboard.

CHASE

Why do you do that?

BRUCE

What?

CHASE

Throw up that ridiculous superficial mask. If you're jealous...

BRUCE

I'm not --

CHASE

You want me close but you won't let me near. What's the terrible, dark secret you're protecting everyone from?

In the mirror they are half in shadow, half in light.

CHASE

In a sense we are all two people. The side we show in daylight. And that side we keep in shadow.

BRUCE

Rage. Anger. Passion. Pain.

He pulls her to him. Their faces are close. A breath apart. Suddenly his watch begins to BEEP.

Bruce turns over his wrist. Depresses a stud on his watch. The face turns into a screen.

ALFRED

Sorry to bother you, sir. I have some rather distressing news about Master Dick.

BRUCE

Is he all right?

ALFRED

I'm afraid Master Dick has... gone traveling.

BRUCE

He ran away?

ALFRED

Actually, he took the car.

BRUCE

He boosted the Jag?
(relieved)
Is that all?

ALFRED

Not the Jaguar. The other car.

BRUCE

The Rolls?

ALFRED

No, sir. The other car!

A beat. Then Bruce closes his eyes.

EXT. ARKHAM SQUARE - NIGHT

Gotham night life. Neon, traffic, sleaze.

The Batmobile cruises into the center of the strip.

A group of flashy low riders pull in front of the Batmobile. They hydraulic up and down competitively.

The Batmobile wipers sweep the windshield. The bat-foil opens and closes. Finally the car hydraulics higher and faster, but a bit wildly, the driver barely in control.

The low riders, put to shame, PEEL OUT. (OVER) a SCREAM cuts the night. A GIRL runs for her life, chased by SIX GANG MEMBERS into a dark alley.

The Batmobile TEARS after her.

EXT. ALLEY - NIGHT

The Thugs have the Girl surrounded, push her back and forth between them like a rag doll.

The Batmobile SCREECHES into the alley. The door slides open. From the smoking hatchway emerges... Dick.

Needless to say, this get the Thugs' attention. They let go of the girl.

THUG

Who the hell are you?

DICK

(low, ominous)

I'm Batman.

(looking down)

Damn, did I forget to dress again?

The Thugs close. One rushes Dick while another swings a chain at his head. Mistake.

DICK

Chains. You don't seem like the type.

Dick's hand shoots out fast, grabbing the chain. He open palms the Thug in the chin, whips the chain into the gut of the other villain.

DICK

The Caped Crusader strikes again. Sans cape, of course.

Two more rush him.

DICK

Another victory for the Dark Knight.

Dick goes up with a flying front kick, knocking one down, fells another on the return with a spinning back fist.

DICK

(off the unconscious goons)

Dark nighty-night.

Dick stares at the remaining thug. Smiles.

DICK

Is your will up to date?

The last Thug takes a look at Dick, turns and races away.

DICK

I could definitely get behind this super hero gig.

Dick nods to the awestruck Girl.

DICK

Ma'am.

He starts towards the car.

GIRL

Wait.

She moves close.

GIRL

You forgot the part where you kiss the girl.

DICK
(grinning)

Right.

He leans in, happy to oblige when suddenly...

SCREAMS AND SHOUTS as the Thug who got away comes racing back into the alley, followed by maybe thirty new gang members, all wielding bats and chains.

DICK
Uh-oh.

He pulls the girl behind him, readies for war.

A DARK FIGURE

Flies out of the night.

Batman, on a wire, swings into the group, sending them scattering in all directions. The bad guys race off.

THE BATMOBILE

REVS UP, races to Batman.

Batman lifts Dick by his collar, drops him into the passenger seat. Hops into the other side.

GIRL
(shouting)
Don't you want my number?

She watches as the Batmobile speeds away into the night.

INT. BATCAVE - NIGHT - LATER

Bruce and Dick argue.

DICK
I need to be part of this.

BRUCE
Absolutely not.

DICK
Me and my brother Chris were putting money aside so our folks could retire. Dad's knee was going. Chris was engaged, you know that? Two-Face took... everything. Now I can pay him back.

BRUCE
What I do isn't about revenge.

Dick glances at a framed headline. The Wayne murders.

DICK

Right, slick. Whatever you say.

Bruce grabs him. Hard.

BRUCE

This isn't a game.

Dick pushes him off. Harder.

DICK

Back off, man.

BRUCE

You don't understand. It's an addiction. You fight night after night, trying to fill the emptiness. But the pain's back in the morning. And somewhere along the way it stops being a choice.

(a beat)

I want better for you.

DICK

Save the sermons about how great you want my life to be, okay, Bruce? If it weren't for Batman my parents wouldn't be dead. You don't get it, do you? This is all your fault.

Dick storms out. Bruce stares after him with tired eyes.

EXT. RITZ GOTHAM HOTEL - NIGHT

At the marble entrance, the red carpet is rolled out for a pull-out-all-the-stops party. Over the door, a banner proclaims

"NYGMATECH - IMAGINE THE FUTURE."

At the curb folks dressed in over-the-top runway fashions, pour from luxury cars, hand off keys to a battalion of scurrying valets.

Next car up. Bruce Wayne's Rolls, driven by Alfred. A valet helps Chase out. She looks stunning.

Bruce leans over Alfred before stepping out of the car.

BRUCE

Too much wealth. Too fast. Half of Gotham zombied-out. A technology that self destructs. He's protecting more than industrial secrets, Alfred.

ALFRED

I shall be near at hand. Should you need me. And sir, I know it's difficult but try and have a good time.

INT. RITZ GOTHAM ROOF - NIGHT

Over the top golden glitz. A kind of Versailles meets punk meets couture. And in the middle, Edward, dressed as Louis XIV.

The room is packed with people sipping exotic cocktails, munching hors d'oeuvres. Conversation BUZZ is high.

Into this zoo walk Bruce and Chase.

As brightly-lighted stations throughout the room, showy displays announce "THE NEW BOX". Pretty, barely-clad showgirls invite partygoers step into various green columns of light.

Bruce scans the room as he and Chase pause by the first display, where a Socialite steps into a column of energy.

She GASPS with delight as she finds herself suddenly dazzling in diamonds from head to toe.

They pass the next column where a CHUBBY PROFESSOR, sword in hand, fights off a knight on horseback.

They pass the next display where a BALD GUY steps into a beam. Suddenly, he is in a classic stoner's pad circa 1967. And, best of all, he has long flowing hair.

Chase looks amused, Bruce suspicious.

CHASE

If I didn't know better, I'd say you were sulking.

BRUCE

Keep me off the couch, Doc. Your fees are a little rich for me.

CHASE

Touchy, touchy.

BRUCE

(not biting)

So how goes your 'scholarly' pursuit of Batman?

CHASE

Oh God, Bruce. You're still jealous.

BRUCE

(flaring)

Spare me the diagnosis, okay? You're being ridiculous. I can't be jealous of Batman.

(to himself)

Can I?

ACROSS THE ROOM

Edward stands flanked by Gotham's Society Matrons as PRESS, including Vondelle Millions, SNAP photos and hurl questions.

NEWSCASTER

You're outselling Wayne Enterprises.
Any comments?

EDWARD

Actually, I'm outselling Wayne Tech two
to one...

JOURNALIST

The Times has named you Gotham's
bachelor of the year. What do you have
to say about that?

EDWARD

You might want to ask Bruce Wayne.
(calling)
Bruce, old man!

Edward crosses the room to greet Chase and Bruce. All stand now,
surrounded by press and partygoers.

EDWARD

So glad you could come.

BRUCE

What? Oh, Edward. Hi. Congratulations.
Great party.

EDWARD

The press were just wondering what it
feels like to be outsold, outclassed,
and generally outdone in every way...
(noticing Chase)
And what light through yonder window
breaks? 'Tis the east. And you are...

CHASE

(charmed)

Chase?

EDWARD

Of course you are. And what a grand
pursuit you must be.
(to Bruce)
What do you think of my new invention?

BRUCE

What? Oh, it's very impressive.

EDWARD

Gracious even in defeat. How vaguely
disappointing. When all this could have
been ours together.

Edward stills a passing waiter and his tray of champagne.
Crystal flutes for all. He toasts Chase.

EDWARD

No grape could be more intoxicating
than you, my dear. But we make due. To
your charms.
(clinking hers)
Skol.

BRUCE
(raising his)

Nostrovia.

EDWARD
(pausing)

La'chiem.

BRUCE
(casual)

Slanta.

EDWARD

Rinka.

BRUCE

Banzai.

CHASE

I'm drinking.

And she does.

EDWARD
I notice you've sub-divided your B coupons. Feeling a little light on principle?

BRUCE
Actually, I like to divest just before a major re-capitalization.

EDWARD
I wouldn't race to the bank. Old regimes crumble every day. Life is a cycle. Remember Yeats; turn, turn the widening gyre. The Falconer cannot hear the Falcon...

BRUCE
(finishing the poem)
And the beast slouches towards Bethelam.

CHASE
Excuse me, boys. I'd hate to stop this testosterone flood on my account.

EDWARD
Quite right. Shall we dance?

And with that, Edward draws Chase onto to dance floor.

As Chase and Edward dance in the b.g. Bruce walks over to one of the displays. Examines a control station for the green beam. Tries to pry open a circuit panel.

SHOWGIRL (OVER)
Naughty, naughty.

She slaps his hand playfully. Bruce smiles an apology. Looks around.

No other choice. He steps into a beam. Edward twirls Chase, watches Bruce enter the beam. He smiles.

BRUCE - POV

Colorful planets soar all around him. Suddenly the beam flashes. There, racing towards him, a giant Bat.

BACK TO SCENE

All beams wink out as GUN FIRE bursts across the room.

Two-Face and his Thugs stand at every entrance.

Bruce backs away, slips towards a service door.

TWO-FACE

Alright, folks, this is an old-fashioned, low-tech stick-up. We're interested in the basics: jewelry, cash, watches, high-end cellular phones. Hand 'em over nice and easy and no one gets hurt.

Two-Face's Thugs charge the room. The crowd SCREAMS.

EXT. RITZ GOTHAM ALLEY - NIGHT

Bruce hand-slides down fire-escapes, hits the alley running.

EXT. ALLEY

Bruce ducks into the Rolls.

BRUCE

Emergency, Alfred.

INT. ROLLS

A secret panel in the back opens. A Batsuit.

INT. PARTY

The Thugs circulate quickly, yanking jewels from ears and necks, grabbing wallets and purses, filling sacks.

Ed pushes his way against the crowd, through Two-Face's ring of personal guards and right up to Two-Face's face.

EDWARD

You're ruining my big party. Are you insane? Actually, considering your dual persona, let's just forget the question.

TWO-FACE

We're sick of waiting for you to deliver The Bat, Riddle boy. You promised us Batman.

EDWARD

Patience, oh bifurcated one.

TWO-FACE

Screw patience. We want him dead.

(looking around)

An nothing brings out The Bat like a little mayhem and murder.

EDWARD

Oh well, in that case. As long as you were going to rob me, you could have at least let me in on the caper. We could have organized this, planned it, pre-sold the movie rights.

The CRASH of breaking glass.

BATMAN

Flies in through a window, kicking a row of Thugs down before he lets go his rope and lands on the floor.

EDWARD

Harv, babe, I gotta be honest. Your entrance was good. His was better. What's the difference? Showmanship.

Two-Face shoves Edward away, looking for a clean shot. He FIRES a couple of times, but only destroys an ice sculpture and some liquor bottles. More SCREAMS.

One huge Thug charges Batman. Batman heaves him overhead, throws him, CRASHING, into a display of stacked Boxes.

VONDELLE (OVER)

Batman, Batman, Batman help!

A Thug has a gun to his throat. Batman kicks the weapon out of his hand.

VONDELLE

Batman. You're my God!!!

Another Thug has Chase to a wall, hand around her pearls.

BATMAN (OVER)

Excuse me.

He head-butts the Thug. The guy goes down.

Chase leans up and kisses him, hard and hot on the mouth. The chemistry here is undeniable.

CHASE

Call me.

Batman spins, goes for another group of Thugs.

(OVER) POLICE SIRENS.

TWO-FACE

Okay boys. Phase two.

And with that, he and his Thugs race for the elevator. The doors close.

(OVER) CHEERS erupt for Batman as he races onto the balcony and jumps!

BATMAN'S - POV - AERIAL

Harvey and Thugs disappear past Under Construction signs, down the stairs of an as yet completed subway station.

EXT. RITZ GOTHAM - NIGHT

PARTY GUESTS - POV

Gripping the edges of his cape, Batman glides 60 floors down the skyscraper towards the street. Batman plummets into the construction site.

INT. DESERTED SUBWAY STATION - NIGHT (CONTINUOUS)

Gothic. Deserted. Under construction. Batman hits the platform.

BATMAN - POV

Shadows race down the dark tunnel ahead. He pursues.

TUNNEL

Harvey and Thugs, racing away.

THUG

Bat's right behind us.

TWO-FACE

Excellent.

INT. ABANDONED STATION - VENTILATION SHAFT

A wide spiral staircase of scaffolding hugs the walls of a tremendous ventilation shaft.

The Thugs race down the steps, knocking out bits of scaffolding as they go, sending entire chunks of already traversed staircase plummeting past them.

PAN UP

Batman arrives on a wide platform of scaffolding at the top of the staircase. His cape whips up around him as if from some low infernal wind.

BATMAN - POV

Down the fragmenting staircase, at the bottom of the shaft, a tremendous fan spins, chewing chunks of falling scaffolding and plaster, spitting plumes of dust.

TWO-FACE

Stands at the bottom of the well. He grabs a rack of scaffolding and wrenches the old aluminum supports away.

THE PLATFORM

Where Batman is standing gives way, planks falling, sending Batman tumbling towards the deadly blades below.

BATMAN - POV

The giant whirling blades, coming up fast.

BATMAN

Falls, stairways and laughing Thugs whipping past.

His hand shoots out and grabs...

A THUG

By the jacket, wrenching the fabric over the goon's head, jerking him hard into the railing like a human anchor.

Batman climbs the struggling Thug like a ladder, leaps onto the staircase, CRACKS the Thug's head on the rail, then races down the stairs.

BOTTOM OF THE SHAFT

The remaining Thugs disappear through a dark doorway. Batman runs past the BEATING fan blades into...

INT. ABANDONED TUNNEL

Dark. Steep and sloping. The Thugs are running dead ahead. Without stopping they begin grabbing pieces of debris, flip them under their feet, begin riding down the descending tunnel like snow-boarders.

Batman races after them.

THE SNOWBOARDERS

Really are good. They ride the rails. The low gas pipes. Even bank the curving sides of the tunnel.

A THUG - CLOSE

Looks back to see Batman closing. Mistake.

WHIP PAN

As he is clotheslined by a low hanging danger sign. He flies off the snowboard backwards. Out cold.

Batman races past him.

The end of the tunnel slopes so drastically the dark maw at the end seems more a pit than a door.

The boarders circle and one by one, drop through like bits of filth down a drain.

Batman drops into the darkness landing on a small ledge.

Beyond a precipitous drop he turns to face...

INT. ABANDONED SUBWAY STATION

Years ago this cavernous space glistened with immense Gothic statuary, elaborate tile mosaics, tremendous decorative arches and spectacular cathedral ceilings.

No more.

Now the giant space, from floor to ceiling is a frozen maelstrom of twisting cast iron trusses, broken steam pipes, fragmented scaffolding and hanging cables.

Down these man-made slopes and obstacles ride the snowboarding Thugs. Cruising pipes. Jumping curved faces of statues. Jacking from scaffold to truss.

Batman whips a pair of nun-chucks from his belt over a hanging metal rail, using the chain as a pulley, shoots down a curving rail into the mad dance of twisting steel.

A THUG

FIRES at him from his whizzing board as it careens along an adjacent piece of scaffolding.

BATMAN

Angles towards him, picking up speed.

THE THUG

Banks off some statuary. Takes a few more SHOTS.

BATMAN

Shoots around the curve, jumps from one rail to the next, catches the villain in the face with his boot, and sends him flying.

ANOTHER THUG

Shoots past over head.

BATMAN

Flips onto another pipe, is closing fast, chasing the Thug towards a loop that banks towards the blackness of an abandoned tunnel.

He is closing on the Thug. Closer. Closer.

Suddenly the Thug, hops to a truss, the rail Batman is on whipping him around a curve that banks into the mouth of the tunnel. (OVER)

GUNSHOTS.

TWO-FACE

Stands in the shadows, FIRING his machine pistol, blowing a hole in the curving rail directly in front of Batman.

The RAIL breaks.

Batman flies off directly into the dark tunnel.

BATMAN - POV

A rushing darkness. He SMASHES into a wall.

INT. MOUTH OF TUNNEL

Two-Face stands staring into the dark with his Thugs. He grabs an aging valve wheel set into the crumbling wall.

TWO-FACE

Nothing worse than a bad case of gas.

He begins to turn the CREAKING wheel.

INT. INNER TUNNEL

A long forgotten pipe by Batman begins to HISS a thick purple gas.

INT. MOUTH OF TUNNEL

Two-Face swings a grenade launcher before him. Takes a step back.

Aims into the tunnel.

TWO-FACE

Lights. Camera. Action.

As his Thugs scramble for cover, Two-Face FIRES. The grenade flies into the tunnel, SLAMMING into the gas main. An EXPLOSION.

Suddenly a tremendous secondary EXPLOSION. Debris falls everywhere as the gas ignites, the mouth of the tunnel suddenly brightening into a flaming white fireball.

INT. TUNNEL

The huge fireball rushes towards Batman. Batman wraps himself in his cape.

HAND - CLOSE

As he reaches to his utility belt. Presses a stud there. His cape begins to run and flow like water morphing into a protective sphere just as...

A tremendous fireball ROARS races down the tunnel engulfing Batman in a world of flame.

INT. MOUTH OF TUNNEL

Two-Face stands staring into the inferno.

Billowing smoke, residual flame and falling debris everywhere. No Batman. A moment of dead quiet.

TWO-FACE

Finally.

Then Two-Face's smirk vanishes.

THUG

It can't be.

REVERSE ANGLE

A shape rises, phoenix-like, out of the flames. The figure moves forward.

BATMAN - CLOSE

As his cape parts over his face.

WIDER

He lifts his arms, the cape splitting down the center, reverting to it's original form, arms going wide to familiar wings. The Bat heads towards Two-Face and his men.

TWO-FACE - CLOSE

Consumed with rage. He grabs a section of the wall's support scaffolding and begins to wrench it free with crazed fury.

TWO-FACE

Why won't you just die?!

In a final rage of maniacal fury, Harvey wrenches the scaffolding free. It's ancient supports gone...

THE CEILING

Begins to crack and fall, debris pouring in at an ever more furious pace.

BATMAN

... is suddenly doused in a rain of rock and sand.

THE TUNNEL

Between Harvey and Batman is obstructed by tons of falling metal and plaster and sand. Two-Face stands as the ceiling falls all around him.

BATMAN

... is driven down by a storm of wreckage.

TWO-FACE

... can barely contain his joy. Plaster and rubble fall ever more furiously.

BATMAN

... stumbles as the ground beneath him suddenly gives, sucking him into a quickly filling pit of sand and tile. He reaches for his utility belt but its too late. Batman is nearly buried, sand coming up over his mouth, his eyes, until finally he is gone.

TWO-FACE

... stands watching, eyes full of childish delight. The floor in front of him begins to give way, running with deep cracks.

TWO-FACE

Boys, let's go have us a party.

(turning)

Anybody else feel like donuts?

Harvey and his men head away, up out of the tunnels.

THE SAND PIT - CLOSE

Still. No motion. A gloved hand breaks the surface, clutching a Batarang. A weak flip of the wrist.

The Batarang hits the sand. The hand goes limp. A beat. Another. Suddenly...

A GREEN GLOVED HAND - CLOSE

Grabs Batman's hand.

WIDER

Dick hangs on a wire above Batman in an aerialist's maneuver. He secures his grip and pulls.

DICK - CLOSE

Straining.

Suddenly, Batman's face breaks the sand. Dick uses the leverage of his body on the rope to pull harder.

Batman begins to rise. Free. The two face each other. Hands still clasped.

INT. BATCAVE - LATER

Bruce sits in his robe being bandaged by Alfred. Dick is pacing.

BRUCE

What the hell did you think you were doing?

DICK

You have a real gratitude problem. You know that, Bruce? I need a name. Batboy? The Dark Earl? What's a good side kick name?

BRUCE

How about Richard Grayson, college student?

DICK

... I missed Two-Face by a heartbeat. When we catch him, you gotta let me kill him!

BRUCE

We don't kill. Killing is what damns you. It... what am I talking about? This conversation is over. You're going away to school.

DICK

I saved your life. You owe me. So either you let me be your partner or I'm going after Harvey on my own.

And with that Dick turns and storms out of the Batcave.

BRUCE

It's starting all over again, Alfred. Another boy lost to rage. And it's my fault. If Harvey hadn't come gunning for me at the circus... His family...

Bruce glances at Gotham Times, of Headline "Bat More Harm Than Good?"

BRUCE

Maybe they're right.

ALFRED

Which 'they' might that be, sir?

BRUCE

Jack Napier's dead. My parents are avenged. The Wayne Foundation contributes a small fortune to police and crime prevention programs.

Bruce touches a cowl resting on the control panel.

BRUCE

Why do I keep doing this?

ALFRED

Why, indeed?

BRUCE

Could I let Batman go? For Dick. For me. Could I leave the shadows? Have a life. Friends. Family...

ALFRED

Dr. Meridian...

Bruce touches his lips, the spot Chase kissed Batman.

BRUCE

(pained)

She's the first woman in a long time that's... No. She's the first woman ever. And she loves Batman. Not Bruce Wayne. If I let go of Batman I'll lose her.

ALFRED

Perhaps. Perhaps not. Why not ask the lady?

BRUCE

How? As Batman, knowing she wants me? Or as Bruce Wayne and hope...?

Bruce reaches to the phone. Hits an autodial key. (OVER) TONES as the phone begins to dial.

PHONE (CHASE)

Hello?... Hello?... Who is this?

He disconnects the phone.

BRUCE

Who am I Alfred? I don't think I know anymore.

INT. CHASE'S BEDROOM - NIGHT

Dark. Moonlight through curtains. Night SOUNDS.

Chase lays asleep in bed. A shadow crosses her face. She stirs.

REVERSE ANGLE

At the french doors to her bedroom stands a familiar silhouette. Batman.

Chase rises, moves across the room, the pale light catching her white nightgown. She pulls the doors wide.

Chase faces him, bodies close. She reaches up, touches his mask. Kisses him. His cape WHIPS around her.

THE KISS - CLOSE

Passionate. Sustained. Chase pulls away.

CHASE

I'm sorry.

(sorry)
I can't believe it. I've imagined this
moment since I first saw you.
(touching his glove)
Your hands.
(touching his mask)
Your face.
(touching his chest)
Your body.

She turns, walks across the room.

CHASE
And now I have you and...
(shaking her head)
Guess a girl has to grow up sometime.
She comes back to him, touches his
cheek.

CHASE
I've met someone. He's not... you.
But... I hope you can understand.

He sees now that over her desk, her Batman's memorabilia has
been replaced by photos and files on Bruce Wayne.

BATMAN - CLOSE

Smiles.

Then he's over the balcony and gone, a shadow on the wing in the
dead of night.

INT. CLAW ISLAND CONTROL CENTER - DAY

On his throne, in his sphere, electronically getting more
brilliant every second, Edward fills all his screens with
Chase's image from the party.

HIS BRAIN - CLOSE

Rivulets of neural energy ripple and dance as his brain grows
under his magenta hair.

Suddenly Two-Face gets him by the throat.

TWO-FACE
You know, Ed, we woke up this morning,
we just knew we were gonna kill
something. The Bat got away. Looks like
it's gonna be you.

Two-Face draws his gun with his free hand. Trains it on
Riddler's head. By the look in his eyes, he's serious.

TWO-FACE
Why do we need you? You only come
between us. We can be the smartest
person in Gotham City. We want the

empire for ourselves. Time's up,
laughing boy.

RIDDLER

Kill me? Well, alright. Go ahead. Take
the empire. All yours.

(grabbing his own head)

Hell, Harv, old pals. I'll kill me for
you.

Riddler grabs his hair, starts SLAMMING his own head into the
desktop.

RIDDLER

Too... bad... about... Batman.

Harvey grabs his head. Stops him.

TWO-FACE

What about Batman?

Riddler smooths his hair.

RIDDLER

What if you could know a man's mind?
Would you not then own that man?

Riddler hits a switch. Suddenly his screens fill with the image
of

Bruce stepping into the simulation at the party.

RIDDLER

A few dozen extra IQ points and my
little invention learned a new trick.
It does more than drain your brain. It
makes a map of your mind.

The screens change, now showing a turning schematic of a brain,
alive with neural lightning.

RIDDLER

Would you like to see what my old
friend Bruce has in his head?

Riddler hits a switch. Another image pulls free from the
schematic brain. A trapped bat. Fierce. Monstrous. The very
picture of imagined evil, made live. Bruce's nightmare.

RIDDLER

Riddle me this, what kind of man has
bats on the brain?

Two-Face stares at him.

RIDDLER

Go ahead. You can say it.

TWO-FACE

You're a genius.

The two begin to LAUGH.

CLOSE ON BAT

It's a fake one on top of a pole.

CAMERA PULLS BACK TO REVEAL

Group of YOUNG KIDS in Halloween costumes running through GOTHAM

EXT. CEMETERY - DUSK

Two gravestones alone on a hill under a tree.

The kids pass Bruce who is visiting his family's graves.

KIDS

Happy Halloween.

BRUCE

Happy Halloween.

Bruce lays two roses on Thomas and Martha Wayne's graves.

BATMAN

... Tonight it ends.

DICK (OVER)

What the hell do you mean, it ends?

WIDER

INT. BATCAVE

Bruce and Dick are in mid-conversation.

BRUCE

From this day on, Batman is no more.

Bruce hits a switch. The machines in the cave go dark.

DICK

You can't.

BRUCE

Dick, let go. Revenge will eat you alive. Trust me. I know.

DICK

But what about all the good we can do? There are monsters out there. Gotham needs us.

BRUCE

And when you finally get Two-Face?

Dick looks away.

BRUCE

Exactly. And once you'd killed him you'd be lost. Like me.

(off the cave)

All this has to be a choice.
Otherwise... it's a curse.

DICK

Bruce, you can't.

BRUCE

Chase is coming for dinner. Why don't
you join us.

And with that, Bruce turns, heads up into the house. Dick stands
all alone in the still, dark cave.

(OVER) A doorbell RINGS.

EXT. WAYNE MANOR

Alfred opens the doors to the Trick or Treaters we saw earlier.
Hands out bags of candy.

EXT. WAYNE MANOR - ACCESS ROAD

A mysterious van sits parked on the gravel byway.

INT. VAN

Two-Face, Riddler, and men sit watching the manor.

RIDDLER - POV

A taxi pulls up. Chase emerges as the Trick or Treaters leave.

RIDDLER

And today's not even my birthday.

Two-Face couldn't care less about Chase. He tosses his coin.

HOLD ON the spinning faces as (OVER) we hear...

TWO-FACE

Bruce, Batman. Bruce, Batman.

INT. COSTUME VAULT, BATCAVE - NIGHT

Opens with a HISS. Dick passes the Batman costumes until he
comes to a standing figure different from the rest.

His Robin costume. He packs to leave forever.

EXT. WAYNE ESTATE

Dick rides his motorcycle through the protective hologram of the
trees, heading away into the dark night.

INT. WAYNE MANOR - DINING ALCOVE - NIGHT

Intensely romantic. Filled with live roses, Alfred leaves having served an intimate candlelight dinner to Bruce and Chase.

BRUCE

There's something I want to talk with you about. It's... Well, we... I...

CHASE

Okay, tiger, take it slow. You going to give me your pin or something?

Bruce LAUGHS. He's obviously having trouble.

CHASE

Let me go first, okay? I think I've found something. About your dreams. I pulled the files on your parents' murders. There was a missing diary, Bruce. Alfred told the police your father always kept it on his desk. But the day after the murders, it was gone. Maybe that's the book you're.

But Bruce isn't listening. He's pressing his eyes. Hard.

BRUCE - POV

A series of images. The coffins. The book. The run through the stormy night. The fall. The bat.

CHASE

What is it? What's wrong?

BRUCE

Flashes. Images. Of that night.

CHASE

Your memories are repressed. They're trying to break through. Relax. Try to remember.

BRUCE

I don't want to remember!

CHASE

Stop fighting.

A long beat. Then Bruce Wayne surrenders, leans back. Closes his eyes. Remembers.

BRUCE

My parents are laid out in the library. Their skin smells like talcum powder. I'm so small. My father's diary is on his desk like always. I'm opening the book. Reading. I'm running out into the storm. The book is in my hands. I can't hear my screams over the rain. I'm falling...

CHASE

What does it say? What hurts so much,
Bruce? What does the book say?

BRUCE

I don't.

CHASE

You do know. Try.

Bruce opens his eyes. Clear. He remembers.

BRUCE

The last entry read, Bruce insists on
seeing a movie tonight.

(a beat)

Bruce insists. I made them go out. I
made them take me to the movie. To that
theater...

(finally)

It was my fault. I killed them.

CHASE

Oh God, Bruce, you were a child. You
weren't responsible.

BRUCE

(to himself)

... Not the bat?

CHASE

What?

BRUCE

I always thought it was the bat that
scared me that night that changed my
life. But it wasn't. The real fear was
hiding underneath: What I read in the
journal, that my parents' deaths were
my fault. That's what I couldn't
remember. That's the crime I've been
paying for all these years.

CHASE

What are you talking about?

BRUCE

Chase. There's something I need to tell
you.

(OVER) The doorbell RINGS.

FRONT DOOR

Alfred peers out to a sea of Halloween Masks.

LITTLE VOICE

Trick or Treat?

Alfred grabs his candy bags as he opens the door to...

The Riddler, Two-Face and the Thugs.

RIDDLER

Trick.

He CRACKS Alfred on the head with his cane. Down he goes.

TWO-FACE

(to his thugs)

Get the girl.

INT. DINING ALCOVE

(OVER) a COMMOTION.

BRUCE

What the hell?

Thugs appear at both doorways.

Bruce moves fast as he grabs a silver serving tray, flips it into one of the screaming Thugs' faces, swings the platter into the other's head. Two down.

Bruce grabs Chase's hand and they're out the door, racing fast, several more henchmen in close pursuit.

MEANWHILE

The Riddler uses the scanner in the head of his cane to locate and open the secret door to the Batcave.

INT. HALLWAY

Bruce and Chase race towards the stairway. Bruce pulls standing display suits of armor to the floor as he goes, blocking the Thugs' way.

INT. BAT CAVE

Riddler has found heaven. From his pouch he produces tiny green bombs shaped like bats. He winds one up, its head SCREECHING with each twist of the neck, lets it fly.

RIDDLER

What's that I hear?

Like a tiny bat, the first bomb flies into the video wall. A tremendous EXPLOSION.

RIDDLER

Why it must be the fat lady getting ready to sing.

The next bat-bomb flaps into the costume vault. BLOWS it completely.

The crime lab EXPLODES next.

The Riddler winds a bunch of bat-bombs now, lets them fly. The tiny green bats sail high forming a giant question mark in mid-air before plummeting suddenly in formation down into the cockpit of the Batmobile.

RIDDLER

(Jack's favorite line)

Gonna have a hot time in the old town tonight.

(a beat)

Who used to say that? Somebody always used to say that.

The car EXPLODES.

INT. WAYNE MANOR - GRAND STAIRCASE

Bruce and Chase flee up the giant staircase, the Thugs a step behind. One two-toned bad-guy leaps forward, gets a fistful of Chase's dress. She goes down. Looks like she's done for. At the last moment, Chase gives a mighty kick and the Thug topples backwards, down the stairs.

Bruce is holding off a couple more, closing near the top step. He spins, a powerful roundhouse clocking one in the head, sending him backwards down the stairs.

BRUCE

Go!

Chase moves behind him, up to the landing, turns to see Bruce fell another with a spinning back kick, a third with a flying back-fist.

Bruce and Chase race to the top of the stairs.

TWO-FACE

Stands on the floor below. Just the moment he's been waiting for.

TWO-FACE

See ya.

He SHOTS. The bullet grazes Bruce's head. He falls down the grand staircase.

CHASE SCREAMS as Thugs grab her.

BRUCE

Hits the floor. Hard. No movement. None at all.

TWO-FACE

Bruce, you sure know how to throw a party.

Two-Face stands over the prostrate form. Draws his gun. SLAMS in a new clip of ammo.

RIDDLER (OVER)

Sheath your weapon my impetuous cohort.

Riddler has appeared from the Batcave.

TWO-FACE

We want to dust him. We truly want to
dust him bad.

RIDDLER

Oh yes, and certainly WE will!

Riddler walks over to the unconscious Wayne. Kneels. Looks at
him, tender, like a lover. Caresses his face.

RIDDLER

My poor sweet hero.

He stands, kicks him hard in the rib cage. Bones CRACK.

RIDDLER

We'll kill him alright. But first...
(calling)

Boys.

With that, the Thugs drag out a freshly bound Chase.

CHASE

Bruce!

Riddler drops an envelope (RIDDLE #4) on Bruce.

RIDDLER

... We're going to make him suffer.

INT. BATCAVE

Sputtering. Burning.

THE COSTUME VAULT

BATSUIT - CLOSE

Surrounded by licking flames, the Bat emblem begins to melt.

DISSOLVE TO:

BRUCE'S EYE - CLOSE

ZOOM IN as we fall again into a dark hole, the Monarch Bat
flying straight at the CAMERA, his red eye filling the SCREEN.

DISSOLVE TO:

BRUCE'S EYE - CLOSE

WIDER

INT. BRUCE'S BEDROOM - MORNING

Bruce is in bed, head bandaged. Alfred is walking a doctor to the door.

DOCTOR

The injuries are relatively minor. The shot did cause a concussion. Watch for headaches. Memory lapses. Odd behavior. I'll check back in a few days.

Alfred ushers him out, returns to Bruce's bedside.

ALFRED

How are you feeling, young man?

BRUCE

Not that young. It's been a long time since you've called me that.

ALFRED

Old habits die hard. Are you alright?

BRUCE

As well as can be expected, I guess. Give me the bad news.

ALFRED

Dick has run away. They have taken Dr. Meridian. And I'm afraid they found the cave, sir. It's been destroyed.

Bruce looks up at Alfred, eyes narrow, puzzled.

BRUCE

The cave? What cave?

EXT. POLICE HEADQUARTERS ROOFTOP

The Batsignal lights the sky. Gordon paces.

GORDON

Where is he?

A concerned DEPUTY emerges onto the roof.

DEPUTY

The Mayor's called again.

(off the signal)

He's not going to show. Maybe he's hurt sir. Maybe he's --

GORDON

No!

(not so sure)

... No.

INT. BATCAVE

Or what's left of it. Melted ruin and rubble. Bruce stands with a worried Alfred, surveying the landscape.

BRUCE

(disbelieving)

I'm Batman? I remember my life as Bruce Wayne.

(looking around)

But all this. It's like the life of a stranger.

ALFRED

Perhaps the fall...

BRUCE

There's one other thing. I feel..

ALFRED

What?

BRUCE

... Afraid.

ALFRED

Bruce. Son. Listen to me. You are a kind man. A strong man. But in truth you are not the most sane man.

BRUCE

... A bat.

ALFRED

What?

BRUCE

I remember a bat. A monster. A demon. Chasing me.

(child's terror)

Oh my God, Alfred.

ALFRED

No demons, son.

(touching his head)

Your monsters are here. Until you fact that, I fear you will spend your life fleeing them.

INT. RIDDLER'S CONTROL ROOM

Riddler sits on his throne, absorbing pulses of neural energy, his head growing.

RIDDLER

It's happy time Gotham. Have you hugged your little boxes today?

(singing)

I'm in heaven. I'm in heaven with a girl like you.

WIDER

Chase has been chained to the floor of his throne.

CHASE

Batman will come for me.

RIDDLER

(singing)

Someday my bat will come. Some day my
bat will come.

(suddenly lethal)

I'm counting on it.

He puts his face close to Chase's.

CHASE

You're frying your brain.

RIDDLER

Nap time gorgeous.

The Riddler draws a hypo filled with green liquid. He plunges it into her neck as she passes out.

INT. BATCAVE

Bruce stands before a dark, rocky mouth. Through this passage, the cave as it once was, sweating granite, a shifting world of shadow.

Bruce steps inside.

INT. INNER BATCAVE

FAVOR BRUCE as he walks deeper into the darkness. The walls around him undulate, as if covered in water.

WALLS - CLOSER

The movement isn't water at all. It's the restless shrugging of bats. Thousands of bats.

Bruce presses on. Sweat beads on his face. Ahead, a diffusion of moonlight illuminates a curving rock chamber, bats here too bringing the walls to life.

Bruce moves into the moonlight. Looks up.

BRUCE - POV

A narrow chute. The fall he took as a child.

He kneels, there on the floor, worn by years of weather, a single book. A diary.

Bruce kneels, touches the leather cover, fingers lingering for a moment on his father's embossment, before he turns yellowed pages to

the last entry. Painfully, by moonlight, he reads.

BRUCE (OVER)

(dreaded confirmation)
Bruce insists on seeing a movie
tonight...

He pauses, gathers himself. He continues.

BRUCE (OVER)
But Martha and I have our hearts set on
Zorro, so Bruce's cartoon will have to
wait until next week.

Bruce stares at the book in disbelief. Then he looks up at the
moonlight, tears streaming down his face.

BRUCE
... Not my fault. It wasn't my fault.

Suddenly, in the darkness ahead, a dark shape moves, head
rising, slits opening to reveal two blood red eyes.

The giant monarch bat spreads its wings, huge, as it rises,
suddenly airborne, rushing toward him.

BRUCE - CLOSE

And terrified. He turns to run. The bat's flapping wings BEAT
like drums, closing fast.

Bruce holds his ground. Resolved. He turns and faces the
monster, SCREECHING towards him, glistening fangs barely inches
from his face.

Something remarkable happens. The bat holds its position, stares
into Bruce's eyes, wings spreading wide.

A beat. Then Bruce raises his arms, a living mirror. The two
stand facing each other, man and bat. In the moonlight on the
wall, their shadows begin to blend, to merge, becoming one
SHIMMERING WHITE LIGHT!

INT. BATCAVE

The mouth of the inner cave. A sudden SCREAMING DIN as a storm
of bats explode into the cave, a shooting column of life and
there, from within, steps a man.

REVERSE ANGLE

Alfred stands at the entrance.

ALFRED
Master, Bruce?

BRUCE
... Batman, Alfred. I'm Batman.

EXT. NIGHT SKY

The Batsignal shines. Suddenly the air above the familiar circle begins to shimmer and glow, becoming...

A giant green question mark. The Batsignal itself is now just the small period at the symbol's bottom.

INT. BATCAVE - NIGHT

Bruce stands at the ruined control platform. Riddles are spread before him. Including the most recent.

BRUCE

All the answers are numbers.

ALFRED

But 1, 3, 1, 8, & 5. What do they mean?

BRUCE

What do maniacs always want?

ALFRED

Recognition, of course.

BRUCE

Precisely. So this number is probably some kind of calling card.

Bruce stares at the numbers. Adds them: 18. Squares them: 1916. No luck. Starts again, separating them: 13/18/5.

BRUCE

Letters in the alphabet.

ALFRED

Of course. 13 is M... MRE.

BRUCE

How about, MR. E.

ALFRED

Mystery.

BRUCE

And another name for Mystery?

ALFRED

Enigma.

BRUCE

Exactly. Mr. E. Mister Edward Nygma.

INT. STONE STAIRCASE

Bruce leads Alfred through a secret stairway.

BRUCE

Good thing Mr. E. didn't know about the cave under the cave.

INT. SUBTERRANEAN CAVE

Dark, jagged, surrounded by water. Here, the Batwing and Batboat are stored.

ALFRED

What now sir?

BRUCE

Claw Island. Nygma's headquarters. I'm sure that's where they're keeping Chase.

(realizing)

Are all the Batsuits destroyed?

ALFRED

All except the prototype with the sonar modifications you so disapprove of. But it hasn't yet been tested.

BRUCE

Tonight's a good night.

CLOSE ON

Batman's fist being shoved into a new gauntlet.

CLOSE ON

Batman's new boot snapping shut.

CLOSE ON

The improved Utility Belt buckling on firmly.

CLOSE ON

The new cowl sliding down over Batman's head.

PULL BACK TO REVEAL

The Batman - a darker enemy to fear.

BATMAN

What do you suggest, Alfred. By sea or by air?

DICK (OVER)

Why not both?

A figure steps out of the shadows. Dick.

The cape is now black, yellow on the inside only. A red armored vest compliments green tights with knee armor, a utility belt and flexible black boots.

BATMAN

Dick... Where did you get that suit?

ALFRED

I... um... took the liberty, sir.

DICK

I thought you could use a friend.

Bruce stares at him a beat.

BATMAN

Not a friend.

He extends his hand.

BATMAN

A partner.

The Dynamic Duo clasp hands.

EXT. WAYNE MANOR - TENNIS COURT - NIGHT

Fast clouds. Bowing trees.

Suddenly, the entire tennis court slides away.

The Batwing rises into the night sky.

EXT. STORM DRAIN

The Batboat hits the water.

EXT. ROOFTOP OF POLICE HEADQUARTERS - NIGHT

Commissioner Gordon and his deputy, standing vigil under the false moon of the Batsignal.

GORDON

(finally)

He's not coming. Shut it down.

The Deputy reaches for the power switch. Suddenly, a ROAR cuts the night.

ANGLE UP TO:

The Batsignal. The ROAR grows louder. Light and shadow dance, for a second it seems the Batsignal itself is flying toward us. Suddenly -

The Batwing bursts through the signal.

The dark plane BUZZES Police Headquarters, dipping a wing to Gordon.

A triumphant Gordon waves Batman onward.

INT. COCKPIT

Working the controls, Batman is back.

EXT. GOTHAM HARBOR - NIGHT

Still, night waters.

Suddenly, the Batboat, running silent and dark, cuts across the harbor.

Dick is at the helm, wearing night-vision goggles.

DICK'S POV - INFRA-RED

Claw Island looms ahead.

SEARCHLIGHTS

Atop the island headquarters pop on, one by one, flooding the water with light.

INT. RIDDLER'S CONTROL CENTER - NIGHT

The Riddler and Two-Face stand clutching controls on opposite sides of a holographically generated game of Battleship.

Each is firing tiny blips at the small dot crossing the floating screen.

RIDDLER

A-14.

TWO-FACE

Miss.

EXT. GOTHAM HARBOR - NIGHT

A mortar EXPLODES aft of the Batboat, shooting a WATER SPOUT high in the sky.

INT. RIDDLER'S CONTROL CENTER - NIGHT

TWO-FACE

B-12.

RIDDLER

A miss. And my favorite vitamin, I might add.

EXT. GOTHAM HARBOR

Another EXPLOSION to stern.

Dick is thrown as a third shell hits the Batboat. The craft EXPLODES.

INT. NYGMATECH - RECREATION ROOM

TWO-FACE

A hit.

RIDDLER

You sunk my battleship.

EXT. GOTHAM HARBOR - NIGHT

Dick slips a re-breather into his mouth. Dives underwater, starts to swim towards Claw Island.

UNDERWATER

A SPEAR shoots past leaving a trail of bubbles. Another.

A HIDDEN BUNKER

Issues a stream of armed frogmen.

EXT. GOTHAM HARBOR - NIGHT

The BATWING soars over the water.

INT. BATWING COCKPIT

INFRA-RED SCREEN - CLOSE

A Dick blip, besieged underwater by frogmen blips.

EXT. CLAW ISLAND - NIGHT

A laser shoots from the top of the stronghold, neatly severing one of the Batwing's wings.

EXT. BATWING - GOTHAM HARBOR - NIGHT

The Batwing dives straight into the river.

INT. COCKPIT

BATMAN - POV - THROUGH THE WINDSCREEN

The water comes up fast, a rushing EXPLOSION.

EXT. GOTHAM HARBOR - UNDERWATER

Dark panels shift, sealing wheel hubs, growing sleek fins as the Batwing morphs now into the Batsub.

UNDERWATER

Two frogmen hold Dick by arms and legs as several more swim towards him with exposed knives.

THE BATSUB

BLASTS over an underwater reef.

A TORPEDO TUBE - CLOSE

FIRES a dark rocket towards the frogmen at blinding speed.

A FROGMAN - CLOSE

Spins.

FROGMAN'S POV - THROUGH MASK

The torpedo racing towards him unfurls to reveal... Batman.

BATMAN'S FIST

Smashes the glass of the Frogman's mask.

THE THUG

Rises in a mass of bubbles.

DICK

Uses the distraction and kicks free. Batman and Dick take on the frogmen, hand to hand.

EXT. CLAW ISLAND SHORE - NIGHT

Batman and Dick break the surface. Dick discards his re-breather. Climbs onto the shore.

DICK

Holy rusted metal, Batman.

BATMAN

What?

Dick takes a few steps forward, kneels.

DICK

(off the rusted floor)

The ground. It's metal and its full of holes. You know. Holey.

BATMAN

This place was a refueling station for subs during the war...

Just as Batman starts to climb out of the water (OVER) a horrendous CRUNCHING as Dick begins to rise.

WIDER

The island surface is actually the top of a tremendous metal sphere balanced atop an enormous cylindrical oil tank, rising, now, fast out of the water.

BATMAN

Dick.

Batman throws a Batarang but it glances off the side of the sphere.

WIDER

Batman stands staring up at Dick, who stands alone atop the metal sphere now near five stories high.

No way up. Batman spots a rusting access panel in the giant support cylinder. He RIPS it off and climbs inside.

EXT. DOME

Dick stands looking down at the ocean.

TWO-FACE (OVER)

The Bat or the Bird. We couldn't decide
who got to kill who.

(a beat)

Or is it whom?

Dick spins. Two-Face has emerged from a hatch atop the dome. He stands smiling at Dick, a knife in his hands.

TWO-FACE

We flipped for it. We got you.

Two-Face's leap is savage, catching Dick by the throat.

WIDER

The two slide down the sloping edge of the dome, their descent stopped by a narrow, rusting metal lip.

Two-Face SMASHES Dick's head into the side of the dome. Once. Twice. Three times.

TWO-FACE

What's wrong, circus-boy? No mommy and
daddy
to save you?

Two-Face raises his blade over the dazed Dick. Brings it down fast. Dick rolls clear, the blade wedging into the rusted metal surface.

All the time Dick needs. He back-flips erect, kicks Two-Face hard in the head.

DICK

For my mother.

A flying front kick to the chin.

DICK

For my father.

A spinning back kick knocking him to his knees.

DICK

For Chris.

Dick hauls off and smashes him in the face.

DICK

For me.

The punch sends Two-Face rolling down the side of the dome, fingers raking sloping steel, finding no purchase.

At the last second, Two-Face grabs a small metal dimple on the belly of the dome's curve, hanging on for dear life, feet kicking wildly over the abyss.

TWO-FACE

The scales are tipped. The blindfold torn from the lady's eyes. Justice will be served. The rusting metal bulge starts to tear and break.

TWO-FACE

You're a man after my own heart, son.

The metal breaks free.

TWO-FACE

(grinning)

See you in hell.

Two-Face's hands tear through the rust. He falls.

DICK'S HAND grabs him.

WIDER

Dick hoists him to safety.

DICK

No. I'd rather see you in jail.

TWO-FACE

The Bat's taught you well. Noble.

Two-Face spins, a gun suddenly in his hand, pressing now into the flesh between Dick's eyes.

TWO-FACE

A mistake. But definitely noble.

Two-Face COCKS the trigger.

INT. CYLINDER

Immense. Empty. Just the CRASHING surf and rocks below. Batman looks up. The ceiling is...

A GIANT STEEL GRATE flush with the sides of the cylinder.

Batman loads a Batarang into his launcher. FIRES.

THE BATARANG

... flies high, secures purchase on the grate.

BATMAN

... attaches the cable to the winch on his belt.

Begins rising fast.

THE GRATE BOLTS

EXPLODE, causing the giant grate to fall towards Batman.

BATMAN

... twirls on the rope so he is rising upside down, his feet racing towards the plummeting grate. He hits a switch on his utility belt.

THRUSTERS

On his new Batsuit ROCKET him feet first towards the descending grate. IMPACT! The grate flips like a pie pan. Batman lets go of the wire, cutting his thrusters and tumbling in mid-air so his hands now extend before him. He grabs one of the steel girders in the darkness overhead.

Batman hangs, watching the now dislodged grate fall to the watery depth below. A beat. He hoists himself onto a steel platform to face...

INT. RIDDLER'S CONTROL ROOM

The Riddler sits across the room in his throne, a huge antenna shooting up into the night sky behind him through a round hole in the dome. A large ring of Green Neon encircles him, feeding him more and more brain power.

RIDDLER

Welcome to my parlor said the Riddler to the Bat. How's tricks?

BATMAN

No more tricks, Edward. Release Chase and Dick. This is between you and me.

Two-Face steps from behind The Riddler.

TWO-FACE

And me and me.

BATMAN

(off the antenna)

... Of course. The Box does more than enhance neural energy. You've been sucking Gotham's brainwaves.

RIDDLER

And now it's new. Improved. Better than ever.

SCREENS - CLOSE

Endless schematics of flickering brains.

BATMAN

... The jolt I felt in the beam at your party.

(getting it)

You've devised a way to map the human brain. To read men's minds.

RIDDLER

Oh, Bruce, you are clever. How fitting that numbers lead you to me. For numbers will crown me king. My Box will sit on countless TV's around the globe, mapping brains, giving me credit card numbers. Bank codes. Safe combinations. Numbers of infidelities. Of crimes. Of lies told. No secret is safe from my watchful electronic eye. I will rule the planet. For if knowledge is power then tremble world, Edward Nygma has become a God.

(to Harvey)

Was that over the top? I can never tell...

(to Batman)

By the way, B-man, I got your number.

SCREENS - CLOSE

Form a towering picture of Batman.

OTHER SCREENS - CLOSE

Form a towering picture of Bruce.

The images collide, forming a half Bruce, half Batman.

RIDDLER

I've seen your mind. Yours is the greatest riddle of all. Can Bruce Wayne and Batman ever truly coexist? Stop me if I'm wrong here.

Batman remains stoic, but The Riddler is right on.

RIDDLER

So let's help you decide, once and for all, who you really are. Behind Curtain #1...

A curtain rises: Chase in a cylinder, bound unconscious.

RIDDLER

The captivating Dr. Chase Meridian.
Love of Bruce Wayne's life. Behind
curtain #2...

Another curtain reveals: Dick in similar peril.

RIDDLER

Batman's one and only partner.

(a beat)

Below, my personal favorite... TRAP
DOORS

Beneath Chase and Dick open wide.

ANGLE DOWN to the jagged rocks and crashing surf below.

RIDDLER

A watery grave!

A BUTTON - CLOSE

Shaped like a glowing green skull.

RIDDLER

A simple touch and five seconds later
these two day players are so much gull
feed on the rocks below. Not enough
time to save them both. So who will it
be? Bruce's love? Batman's partner? You
decide. Is this fun or what?

BATMAN

Edward, you've become a monster.

RIDDLER

You flatter me. No monster. Just The
Riddler, and here's yours. What is
without taste or sound, all around, but
can't be found? On your mark, get
set...

The Riddler reaches for the button. Batman steps forward.

ANGLE

From the water below.

The floor between where Batman stands and the Riddler's throne
platform is translucent. A hologram masking a tremendous gap.
Batman is about to step into an abyss.

Batman stops short. Looks up at Riddler.

BATMAN

Death.

(louder)

Death. Without taste, sound and all
around us.

(getting it)

Because there is no way for me to save
them or myself. This is one giant death
trap.

RIDDLER

Excellent. See. Who says a guy in a
rubber
suit can't be smart? Well, it's been
grand.
Sorry you all have to die now.

Riddler touches the skull button. (OVER) A SCREECH.

Batman looks up.

HIGH ABOVE

The Riddler's antenna a giant monarch bat glides across the
night.

THE BAT - CLOSE

BATMAN - CLOSE

No fear. A moment of communion.

BATMAN

Wait. I have a riddle for you.

RIDDLER

For me? Really? Tell me.

BATMAN

I see without seeing. To me, darkness
is as clear as daylight. What am I?

RIDDLER

Oh please. You're blind as a bat.

BATMAN

Exactly!

Batman SLAMS his Utility Belt, releasing a high energy Batarang
which he hurls at the Riddler's huge antenna.

THE BATARANG

SMASHES into the Riddler's antenna. A tremendous EXPLOSION of
sparks as the transceiver short circuits.

RIDDLER

No!

The room goes pitch black.

RIDDLER'S FINGER - CLOSE

Hits the skull button.

DICK AND CHASE

Drop, plummet through space.

BATMAN - CLOSE

Two metal lids SHUT over Batman's eyes.

BATMAN'S POV - INSIDE THE MASK

Small sonar screens on the back of Batman's eyepieces reveal the phantom floor and the wild criss-cross of interconnected steel beams and the crashing ocean below.

BATMAN

Throws another Batarang, which lassos a beam overhead, swings forward, grabbing a falling Chase as he passes, depositing her on a steel platform.

BATMAN - POV (SONAR SCREENS)

Dick drops to certain death.

BATMAN

... dives towards the sea below as he whips another Batarang around a passing girder. He catches Dick just above the rocks precisely as the Batrope pulls taught, using the bat-winch to shoot them back up to the platform.

BATMAN - POV (SONAR SCREENS)

As he rests Dick on the platform beside Chase. Suddenly his world **flares a blinding white.**

TWO-FACE

Stands on the platform before him, a halogen light strapped around his head, blinding Batman's sensors.

Two-Face brandishes his gun.

TWO-FACE

All those heroics for nothing. No more riddles, no more curtains one and two. Just plain old curtains.

He COCKS the trigger.

BATMAN

Haven't you forgotten something, Harvey? You're always of two minds about everything...

The handsome side of Harvey's face turns toward them.

TWO-FACE

Oh. Emotion is so often the enemy of justice. Thank you, Bruce.

He takes out his famous coin and flips it. Batman starts to reach for his Utility Belt, to out-smart Two-Face. But as the coin flies high up in the air, it comes down just a hair too far away.

TWO-FACE

No!

As Two-Face reaches out to catch it, he loses his balance and falls to the rocks and angry sea below.

BATMAN

Help Chase. I'll be back.

CHASE

(groggy)

Did Two-Face call him Bruce?

DICK

Of course not.

Batman starts scaling girders, pulls himself back into...

INT. RIDDLER'S CONTROL ROOM

The lights are still down but the antenna's functioning again, the Riddler in his throne, absorbing pulses of neural energy. Too much. his entire head seems to distort, fluctuating in size and wavering.

RIDDLER

Why can't I kill you? Now there's a riddle?

(more juice)

Not smart enough. Find a way.

(more juice)

Too many questions.

(more juice)

Why you and not me?

(more juice)

Why me?

(more juice)

Why??!!

Batman SLAMS the power switch, the throne going dark.

EDWARD - CLOSE

Knees drawn to his chest. Pathetic.

WHIMPERING. Mad.

Batman looks down, his eyes sad, compassionate.

BATMAN

Poor, Edward. I had to save them both. You see, I am Bruce Wayne and Batman. Not because I have to be. Now because I choose to be.

Batman reaches out to Edward. Ed jerks in fear, looks up.

EDWARD'S POV

Coming towards him, not Batman, but a hideous demonic giant bat.

EDWARD - CLOSE

SCREAMS.

EXT. ARKHAM ASYLUM - NIGHT

Another stormy night.

INT. MAXIMUM SECURITY WING

Dr. Burton walks the corridor with Chase.

DR. BURTON

Edward Nygma has been screaming for hours that he knows the true identity of Batman.

They reach Edward's cell.

THEIR POV - INT. PADDED CELL

Lit only by the moon. Chase speaks through the small barred set into the heavy door.

CHASE

Edward...

EDWARD

Who is it?

CHASE

It's Dr. Meridian. Chase. Do you remember me?

EDWARD (O.S.)

How could I forget?

CHASE

Dr. Burton tells me you know who Batman is.

EDWARD (O.S.)

(giggle, giggle)

Yesssssss. I know!

Chase and Burton look at each other, on edge.

CHASE

Who is The Batman, Edward?

EDWARD (O.S.)

Can't tell if you don't say please.

CHASE

You're right, Edward. I didn't mean to be impolite. Please.

No response. Just GIGGLES.

CHASE

Edward, please. Who is Batman?

A beat. Suddenly a huge silhouette of a bat appears on the padded wall. Into it leaps Edward, the sleeves of his straightjacket madly flapping like the wings of a bat.

EDWARD
I AM BATMAAAAAAANN!!!

EXT. ARKHAM ASYLUM - NIGHT

Chase comes down the front steps to find Alfred waiting with the Rolls, holding the rear door open.

CHASE
Alfred?

ALFRED
Mr. Wayne sent me to pick you up.

INT. ROLLS - MOVING

Alfred drives out the front gates of Arkham Asylum.

CHASE
Where's Bruce?

ALFRED
He asked me to convey his deepest apologies, Dr. Meridian. But he wanted me to give you this.

Alfred hands her a small wicker figure. The dream doll.

ALFRED
He said to thank you. And to tell you he no longer needs it.

She notices the Batsignal in the night sky.

CHASE
Does it ever end Alfred?

ALFRED
No, Miss. Not in this lifetime.

Chase looks out the car window. In the distance, the shape of the bat shimmers against the clouds.

ZOOM INTO:

The Batsignal, filling the screen.

PAN DOWN

EXT. TOP OF SKYSCRAPER - NIGHT

Batman stands on the edge of the gargoyled building, a lone silhouette keeping vigil over the city.

Then another figure steps up into frame, taking his place behind Batman. Their capes billow in the city wind.

Now there are two guardians of the night: Batman and Robin.
Beware!

FINAL FADE TO

BLACK

THE END