



"X"

Teleplay By
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Based on *Spider-Man*,
created by Stan Lee & Steve Ditko

Episode 1.10
Originally Released: November 28th, 2007

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TEASER

FADE IN:

EXT. MIDTOWN HIGH - MORNING

Students move into the school as "Damnit" by **Blink 182** provides the soundtrack. A BELL RINGS, taking us to:

INT. MIDTOWN HIGH - HALLWAY

Students roam the hallway as we PAN UP to A BANNER hanging above, promoting an upcoming 90's-themed dance.

Beneath it we find PETER and EDDIE, staring up.

EDDIE
So how'd it go?

PETER
Go?

Eddie gestures towards the banner.

EDDIE
You, MJ, the nostalgic tunes of yester-year, courtesy of yours truly.

PETER
Courtesy of you?

EDDIE
Yeah, bro, haven't you heard? I'm DJing this shindig.

PETER
Do I even want to know how you managed to pull that off?

Eddie grins.

EDDIE
Probably not.
(beat)
Seriously, though, this is the perfect opportunity for you to finally make your move.

PETER
My move?

EDDIE

This clueless act's getting old, dude. Everyone knows you and MJ are practically married. Now come on, hit me with your love song dedications. I'm up for anything... except Britney. And Backstreet... and...

PETER

... and what exactly does this have to do with MJ?

EDDIE

Pete, come on. Dance plus girl equals fun. It's not rocket science, now you better hurry up and ask her before someone else beats you to it.

PETER

I just don't know. I mean, we're friends. As far as I know that's all we are. I don't want to give her the wrong impression...

EDDIE

B.S. dude. Total B.S. What is your deal anyway? She's hot, cool as hell, and not to mention your best friend since Eve fell out of the apple tree!

PETER

(baffled)
What?

EDDIE

Look, all I'm saying is you know. You know you want to ask her, and whether you know it or not, she wants you to ask her, so...

PETER

She does?

EDDIE

Trust me, bro. Would I lie to you?

He nudges Peter forward.

EDDIE

Here she comes! Now's your chance!

Peter stumbles forward as MARY JANE and GWEN approach, laughing at whatever was just said.

EDDIE

Hey, Gwen. You know that lab report I didn't do? Now would be a good time for you to give me a hand...

Gwen looks at him, puzzled.

GWEN

What lab...

Eddie grabs her by the arm.

EDDIE

You wanna go make out in the science lab?

GWEN

Do I... what?

Eddie pulls her down the hall, leaving Peter and Mary Jane alone. Immediately, that familiar awkward silence ensues.

MARY JANE

So...

PETER

So... you know that dance thing this weekend?

MARY JANE

You mean the non-valentines 90s-themed dance which is a completely horrible idea, but I'll probably end up going anyway?

Peter hesitates.

PETER

Yeah... that one.

Mary Jane leans in expectantly.

MARY JANE

Yeah?

The two are cut-off when BOBBY DRAKE runs into frame from behind, looking both scared and nervous at the same time.

BOBBY

Hey!

MARY JANE
(taken off guard)
Bobby, hey.

Bobby nods at Peter.

BOBBY
Pete.

MARY JANE
You look stressed. What's up?

BOBBY
Been dodging Indy all morning. With
the dance and everything, her
gossip hounds are working overtime.

MARY JANE
I've noticed.

Bobby takes a deep breath.

BOBBY
Anyway, the reason I came over... I
was kinda wondering if maybe you
wanted to... come to the dance?
(quick beat)
You know, with me.

Peter reacts. Mary Jane seems surprised.

MARY JANE
What about Sarah?

BOBBY
Oh, we broke up. The Indy thing?
That's kinda why she's been
following me.

MARY JANE
Oh, I didn't know...

BOBBY
I feel bad, but it was for the
best, you know? It just wasn't
really working out with us.

MARY JANE
Sorry to hear that.

BOBBY
It happens. So... the dance?

Mary Jane glances at Peter, who tries his best to hide his disappointment, then turns back to Bobby with a smile.

MARY JANE
Sure, why not?

BOBBY
Awesome! Pick you up at... well,
we'll talk later and figure it out.
See you at lunch?

MARY JANE
Um... yeah, okay.

The class bell rings, and the students packing the hallway begin to scatter, moving on to their classes.

BOBBY
Well, I gotta get to class. See you
then!

Bobby walks away, looking proud of himself.

MARY JANE
That was... random.

Peter forces a smile.

PETER
Yeah... totally.

MARY JANE
So, what was it you wanted to talk
to me about?

PETER
Oh... um... nothing. It's not
important.

Mary Jane gives him an odd look. Does she know?

MARY JANE
Alright then... see you at lunch.

PETER
Yeah, lunch.

She walks away, leaving a disappointed Peter. After a moment, Eddie walks up behind him, shaking his head.

EDDIE
You really are the Lama of lame.
That was dismal.

PETER

How was I supposed to know that
Bobby was gonna ask her?

EDDIE

Come on, bro, *think!* Girl like MJ's
not gonna be a free agent for long.

PETER

Whatever. It's just a stupid dance.
I didn't want to go anyway.

Eddie eyes him with a grin.

EDDIE

And I'm Kurt Cobain.

Off Peter's discouraged face:

INT. MIDTOWN HIGH - HALLWAY (OTHER) - MEANWHILE

Bobby stumbles through the crowd. If you didn't know better,
you'd swear he was drunk. Finally, he reaches his locker, and
smacks his head against it, closing his eyes tight.

He's sweating. Profusely. He desperately attempts to wipe the
sweat from his brow, but it continues.

As he wipes the sweat away, we move into an:

EXTREME CLOSE UP

The bullets of sweat roll down his arm. Suddenly, though,
they stop in their tracks, completely solid.

They're frozen in place.

BACK TO SCENE as Bobby realizes this and frantically wipes
the ice away before anyone can see.

Off his freaked-out expression:

FADE OUT:

END OF TEASER

ACT ONE

FADE IN:

INT. DAILY BUGLE - MAIN FLOOR

Bustling with people as usual, going about their daily business as they normally do.

Making his way through the crowd with a stack of files is ROBBIE ROBERTSON. He stares down at them distractedly. It's because of this that he BUMPS right into BETTY BRANT.

ROBBIE

Sorry Betty! Didn't see you there.

BETTY

No problem. Actually, I've been meaning to see you about...

ROBBIE

That file you needed? Yeah, I got it right here...

He extracts of a file from the stack he's carrying.

BETTY

Great! Thanks.

She walks off, and Robbie continues walking toward his desk. Setting down the files, he glances at his computer monitor.

On the screen, a "NEW MAIL" alert flashes. Robbie clicks it and suddenly becomes very interested in what he's seeing.

Off his intrigued look:

INT. MIDTOWN HIGH - GYM

It's what we've come to accept from gym class. Students are milling around the room, in various states of activity and exercise. We find Peter slumped against a wall, looking to all the world like a sick puppy.

Eddie dribbles a basketball over and slumps next to him.

EDDIE

You still down about this morning?
I told you, dude, move on. There
are plenty of fish in the sea.

(beat)

Even a few whales, if you're into
that kind of thing.

Peter cracks a slight smile,

EDDIE

I know it sucks that MJ's been snatched up, but let's face it, no one ever said anything about birds that get up late managing to snag those juicy worms.

PETER

What's your point?

EDDIE

Sitting around moping isn't gonna get you a date! So let's say we turn that frown upside down, and find the future Mrs. Parker.

PETER

I just don't get it. I wasn't even sure I wanted to ask her, and now that she's going with Bobby...

EDDIE

Sucks, doesn't it?

(Peter nods)

Hey, don't worry. I'm sure we can find you someone else to go with.

PETER

That's the thing, I don't *want* someone else to go with. I don't want to go at all anymore.

EDDIE

What about Jessica?

PETER

Jessica?

EDDIE

From history class, dude. I know her a little bit. We went to PS-40 together.

PETER

I'll pass.

Eddie sighs, then quickly jumps up as an idea hits.

EDDIE

I got it! What about Indy?

Peter laughs loudly.

PETER
Have you gone *completely* insane?

EDDIE
What's wrong with her?

PETER
She's... *Indy*.

EDDIE
Yeah, and unless she's suddenly caught the bird flu, I don't see how that's a bad thing...

PETER
Can we just drop it? I'm not going.

EDDIE
But you're gonna miss my...

He's cut off by the voice of COACH MANSFIELD.

MANSFIELD (O.S.)
Alright, it's time for some teamwork! We're doing group exercises today, and I don't wanna hear any whining!

The class does so anyway as they gather around Mansfield.

COACH MANSFIELD
First pair, Brock and McFarlane.
(then)
Parker, you're with Drake.

PETER
(whispering)
Fan-freakin-tastic.

TIME CUT:

INT. MIDTOWN HIGH - GYM

Peter and Bobby are in the middle of stretching.

BOBBY
So.... you going to the dance?

Peter looks away, muttering under his breath.

PETER

I haven't made up my mind yet.

BOBBY

You should come. It'll be fun.

Peter rolls his eyes as we:

FADE TO:

EXT. OSCORP - DAY

Establishing shot of OsCorp Headquarters.

INT. OSCORP - NORMAN'S OFFICE

Looking over a stack of reports, we find NORMAN OSBORN sitting behind his desk. The door suddenly bursts open as ALISTAIR SMYTHE enters, frantically trying to slow down the three men following him. Two of them are S.H.I.E.L.D. AGENTS.

The third is MAJOR TREST, and he doesn't look happy.

NORMAN

What's going on here?!

SMYTHE

The Major would like to have a word with you. I tried to tell him...

Norman puts his hand up.

NORMAN

It's alright. What can I do for you, Major?

Trest places a single slip of paper on Norman's desk.

TREST

Colonel Fury wants to meet with you. This afternoon at the Baxter Building. I suggest you be there.

NORMAN

Of course. Do you have any idea what this is about?

TREST

You know what it's about.

Trest quickly turns and exits, followed by the agents.

SMYTHE

What do we do now?

Norman doesn't reply, trying to grasp what just happened.

CUT TO:

INT. OSCORP - OUTSIDE NORMAN'S OFFICE

Trest and the agents proceed down the hallway toward an elevator. After a moment, Trest turns back to them.

TREST

How'd I do?

AGENT #1

Good, sir.

AGENT #2

Very scary.

Trest grins, pleased with himself.

FADE TO:

EXT. EMPIRE STATE UNIVERSITY CAMPUS - AFTERNOON

Robbie approaches a bench in an isolated area of the campus. People pass by, but they're few and far between.

A shady looking MAN sits on said bench, sporting tatoos and long, unruly hair. He's the type of guy you tend to avoid.

ROBBIE

Are you Marshall?

The man looks up.

MARSHALL

You Robertson?

Robbie sits.

MARSHALL

You're alone?

ROBBIE

Just like you asked.

(beat)

You said you had information on...

MARSHALL

Fisk. You could say that.

ROBBIE

What type of information?

MARSHALL

I worked for him. Years ago, doing his dirty work. I killed for him.

Robbie is taken back, but tries his best to hide it.

ROBBIE

Killed?

MARSHALL

Yeah, I did, and it's torn me up ever since. I quit about a year after it happened.

ROBBIE

The Castle murders?

Marshall nods.

MARSHALL

Not a day goes by that I don't think about that day. It was the first time for me... with a kid, you know? An innocent. Not a day goes by that I don't want to shout it out to the world, what an utter piece of inhumane garbage Fisk is, but I guess I'm no better.

ROBBIE

Why haven't you said anything?

MARSHALL

Fisk is a smart man. I'm talking that dangerous kind of smart. He'd trace it back to me in a second.

(then)

Not that it matters anymore.

ROBBIE

Why doesn't it matter?

A beat before Marshall responds.

MARSHALL

There were four of us that day in the park. He went all-out to make sure we got the job done, and even then we couldn't finish Castle.

MARSHALL (CONT'D)
(beat, deep breath)
Now I'm the only one left.

Robbie reacts.

MARSHALL
Son of a bitch is picking us off one by one. It started a couple months ago. It's only a matter of time before he finds me, I know that. I'm a corpse. I might as well be, but before I'm gone I want to know that Fisk won't ever be able to do to anyone else what he did to me, to Castle... to so many others.

ROBBIE
You're prepared to testify?

Marshall scoffs.

MARSHALL
I won't make it to the stand. If Castle doesn't off me first, Fisk damn sure will.

ROBBIE
I can get you protection. My dad...

MARSHALL
Is a cop. Yeah, I know, and if you don't want him to end up in a box, you'll keep him out of this. Fisk practically owns the NYPD. Assuming your old man's one of the clean ones, it's best that you keep him out of this.

Robbie takes this all in, suddenly very unsure of himself.

MARSHALL
I'll give you all the evidence you need to expose him. He doesn't know you're onto him, and that's the best thing you've got going for you right now, kid.

Marshall stands. He hands Robbie a slip of paper.

MARSHALL
Meet me at this address tonight at ten and you'll have everything you need to put this bastard away for good. That, or get yourself killed.

MARSHALL (CONT'D)

(beat)

It's up to you.

He walks away, leaving an extremely uncertain Robbie behind.

FADE TO:

INT. MIDTOWN HIGH - CAFETERIA

The dull roar of a hungry student body can be heard as we MOVE THROUGH the room to find Peter, Mary Jane, Gwen, and Eddie seated at a table eating.

EDDIE

You'd think these people have never heard of iTunes! I know it's got the whole 90's theme going on, but that doesn't mean you've gotta drown the DJ in CD's!

MARY JANE

Look on the bright side, at least there's no cassette tapes.

Eddie reaches into his pocket and produces a cassette.

MARY JANE

Ouch.

Suddenly, the group is joined by Bobby, lunch tray in hand. He squeezes into the gap between Peter and Mary Jane.

BOBBY

Hey guys!

PETER

(deadpan)

Bobby.

Gwen and Eddie look on, unsure of what to say.

BOBBY

Hey, so I was thinking of maybe doing the costume thing.

GWEN

Costume?

BOBBY

Yeah, you know, for the dance.

Eddie seems to suddenly get an idea...

EDDIE
Hey, you know...

BOBBY
Oh great...

Bobby notices two brutish looking guys approaching the table. They are PHILLIP and DANNY, and they look pretty pissed off.

DANNY
Well look who it is! Having fun with your new girl, Drake?

PHILLIP
This the chick you dumped our sister for?

Bobby stands meekly.

BOBBY
Just back off, alright? I don't want any trouble.

PHILLIP
You know she's been crying all weekend because of you.

They both walk closer to Bobby, sizing him up.

BOBBY
Come on guys, not right now. I'm sorry if she's upset, but...

DANNY
So you dumped her a week before the dance, and then went and asked some other chick two days later?

Bobby looks around nervously. The situation is tense.

PHILLIP
You know, I never did like you.

The two close in on him, and Danny SHOVES him roughly. This gets the attention of the rest of the students, who, sensing a fight, start to close in around them.

Bobby shoves him back, but Phillip moves forward and knocks him to the ground.

MARY JANE
Come on guys, this is stupid!

Phillip and Danny aren't listening. Every time Bobby tries to get back up, they push him back down.

Eddie and Peter move between the two, trying to break things up, which gives Bobby the chance to stand up.

Danny pushes past Eddie, and takes a swing at Bobby, who grabs his forearm before he can land it.

ANGLE ON DANNY'S ARM

As it rapidly turns blue, and then white as small particles of ICE begin to form, and soon cover his entire arm!

BACK TO SCENE as everyone gasps. The room suddenly falls silent as Bobby looks on, horrified at what just happened.

Everyone stares at him, almost like a circus animal. Danny drops to one knee, cradling his arm in pain.

As the hushed silence turns into stunned whispers, Bobby quickly takes off running toward the nearest exit.

EXT. MIDTOWN HIGH - FRONT LOT - CONTINUOUS

Bobby is still running, with Peter close behind.

PETER

Bobby, wait!

Bobby stops, turns back to face him.

BOBBY

(angry, confused)

Stay away from me!

Peter advances toward him.

PETER

Bobby, just listen to me...

BOBBY

I said stay back!

Peter walks closer, but Bobby raises his hand in the international gesture of STOP. Without warning, a THIN JET OF ICE shoots out, hitting Peter squarely in the chest and knocking him to the ground.

Bobby looks down at him, tears building in his eyes. It wasn't intentional, but the result is the same.

Bobby backs away, then breaks into a run and takes off. Peter sits up, still feeling the effects of the blow.

Off his concerned face:

FADE OUT.

END OF ACT ONE

ACT TWO

FADE IN:

EXT. WATSON RESIDENCE - DAY

Robbie's Jeep is parked in the driveway.

INT. WATSON RESIDENCE - LIVING ROOM

Robbie is seated in the living room, beside CRAIG WATSON, who looks like he's just seen a ghost, and is as pale as one.

ROBBIE

I know it's a lot to take in,
especially under the circumstances,
but I just thought you should know.

Craig is silent, unable to process what he's just been told.

CRAIG

You're sure about this?

ROBBIE

I've been looking into Fisk for a
while now. This is the first real
lead I've gotten in months.

CRAIG

And you trust this source?

Robbie hesitates.

ROBBIE

Do I trust him with my life? No,
the guy's an ex-assassin. Do I
think he's telling the truth about
Fisk? Yeah, I do. I've seen too
much at this point not to.

CRAIG

What am I going to do? I can't work
for a man like this!

ROBBIE

I can't yell you what to do, but
you need to be careful. If he finds
out you know about him...

Craig begins massaging his temples.

CRAIG

I knew this was a mistake, but this
is worse than I ever imagined.

ROBBIE

I know, believe me I'm not thrilled with it either. I can't even go to my dad with it because, according to this Marshall guy, Fisk practically owns the NYPD.

CRAIG

You don't think your dad...

ROBBIE

Of course not, but it's still dangerous for him. If someone else finds out he's looking into Fisk, who knows what could end up happening to him...

CRAIG

So what are we going to do?

ROBBIE

Lie low, at least for now. I'm going to meet this guy tonight and see what he has on Fisk. Hopefully it's enough to put him away.

CRAIG

And if it's not?

Robbie considers the question.

ROBBIE

We'll work something out.
(beat)
We have to.

Off his grave expression:

FADE TO:

INT. MIDTOWN HIGH - COMPUTER LAB

Eddie is seated at a computer, but his attention is focused on a sheet of paper. Peter is absentmindedly spinning on a computer chair beside him.

EDDIE

This is bogus!

PETER

If you say so...

EDDIE

(reading, mocking voice)
*Due to recent events, any and all
songs containing references to ice
will not be included in this
weekend's scheduled dance.*

(beat)

Do you have any idea what this
means?

PETER

You're backing out?

EDDIE

No Vanilla Ice! This is a disaster!

PETER

We just found out one of our
classmates is a mutant and all you
can think about is this dance?
You're lucky they didn't cancel it.

(then)

I still can't believe it.

EDDIE

So Bobby's a mutant. Big deal. It
happens.

PETER

I wonder if he knew or if it just
kinda snuck up on him?

EDDIE

The more important question is:
when are you going to ask MJ to the
dance?

Peter stops his spinning.

PETER

Yeah, because it worked so well the
last time I tried to ask her.

EDDIE

So some guy asked her before you.
Let's not forget said guy is an ice
freak. I'm guessing he won't be
there to see my illustrious debut
as Midtown's hottest DJ.

PETER

I can't ask her after what happened
with Bobby. That's just... wrong.

EDDIE

Look, I'm not supposed to be telling you this, but Gwen and MJ? They talk, and I... well, I hear things. Trust me. Ask her.

PETER

Wait, what kind of *things*?

EDDIE

(grins)

The kind Gwen would smack me for telling you.

PETER

Are you saying MJ...

EDDIE

Look, do you want to ask her?

(Peter hesitates)

Do you want to go to the dance with her? Yes or no?

A beat as Peter considers the question.

PETER

I do, yeah.

EDDIE

Then do it. I know this Bobby thing's got everyone kinda freaked out right now, but that doesn't change anything between you and MJ. Trust me on this - just ask her.

As Peter considers this:

FADE TO:

INT. BAXTER BUILDING - OFFICE

A sparsely decorated office, resembling somewhat the interrogation room from 1.07, but with windows. Norman enters to find NICK FURY standing, back to him, facing the window.

FURY

Sit.

Norman does so, fidgeting nervously, as Fury turns around, not bothering to take a seat. It's the position of power.

FURY

As you may, or may not have gathered, we've been keeping a very close eye on you these past few weeks.

Norman opens his mouth to speak, but Fury holds up a hand, silencing him.

FURY

Just listen. This project isn't developing as quickly as we had hoped. Frankly, you have proven that you are beyond incapable of living up to your end of the bargain. Not only that, but my superiors have decided you pose a security risk that is too great for us to simply ignore.

NORMAN

If I can just explain...

FURY

Explain how the serum was somehow leaked to the public? How it was used in the production of an extremely dangerous street drug? And while you're at it, perhaps you'd like to explain how, if you value this project so much, this leak was allowed to happen in the first place.

Norman frantically searches for a response.

FURY

As of now, we are stripping OsCorp of Project: Renaissance. My men are already confiscating our equipment from your labs. I expect you to notify us if we *overlook* anything.

Norman rises from his seat so fast that he knocks his chair over. He's furious.

NORMAN

You can't *do* this!

FURY

It's already done.

Norman gets right up Fury's face.

NORMAN

I have sacrificed everything for this project! You can't just take it away!

FURY

Eight years, Osborn. Eight years and nothing to show for it but the biggest security breach this organization has ever seen. Now I suggest you leave my office before you do something you're going to regret.

Norman glares at him hard.

NORMAN

This isn't over.

FURY

I'm afraid it is, now get out.
(Norman remains)

Now.

After a beat, Norman does just that, slamming the door shut behind him. Fury watches with a stoic expression as we:

FADE TO:

EXT. HARLEM - STREET - NIGHT

Robbie's Jeep is parked outside of a small store, one among many shops lined-up side-by-side on the block.

INT. ABANDONED STORE - STORE FRONT

The store is completely dark, with the only real source of light filtering in through the windows from the street lights outside. Boxes litter the floor, and it doesn't look like anyone's been here for a good while.

Robbie cautiously enters, looking around to see if he's alone. He is, and heads toward the back of the store.

INT. ABANDONED STORE - BACK ROOM

Robbie pushes the doors open and enters into what would be the stock room if the store was in business. Several wooden pallets are on the floor, along with all the various equipment you'd expect to find in a stock room.

And a few items you wouldn't, among them a sleeping bag, a can opener, and dozens of cans of food, both empty and new.

ROBBIE

Marshall?

No response. Robbie continues to survey the room, but finds no sign of Marshall. He glances at his watch and frowns.

ROBBIE

Marshall, it's me.

Still nothing. Robbie spots something on the floor, a BLOOD TRAIL. He reacts to this sight, and after a beat follows it, rounding a corner to another section of the stock room.

ROBBIE

Oh God...

He stops dead in his tracks. On the floor is Marshall, lying in a pool of his own blood, and as DEAD as one can be.

Robbie looks around him, and notices the blood has been drawn out into a very specific pattern.

ANGLE FROM ABOVE

Robbie slowly turns around, doing a full 360 trying to follow the trail of blood. From this angle however, we can clearly make out what the pattern is: A SKULL.

BACK TO Robbie, who stands in the middle of it all.

FADE TO:

EXT. WATSON RESIDENCE - FRONT LAWN - NIGHT

Mary Jane sits on the front steps, her chin resting on her knees, deep in thought. Peter walks up from the driveway.

PETER

Hey.

Mary Jane looks up.

MARY JANE

Hey.

Peter sits beside her on the steps.

PETER

I'd ask how you're doing, but the blank stare kinda gives you away.

MARY JANE

(grins)

Didn't mean to infringe on your trademark there.

PETER

Have you heard anything?

MARY JANE

From Bobby?

(shakes her head)

Who knows where he's run off to.

PETER

I just hope he's okay.

MARY JANE

That was pretty crazy today. I mean, can you imagine? He's been there all this time and none of us ever noticed. I mean, an actual mutant at *our* school. You hear about them on the news, but... for it to actually happen to you.

PETER

He's a mutant, MJ, not a natural disaster.

MARY JANE

Okay, maybe that was a little harsh. But still... aren't you freaked out a little?

ANGLE ON A BUSH

Lurking behind it is Bobby, listening in on their conversation with great interest.

BACK TO SCENE as Peter considers Mary Jane's question.

PETER

Well, I mean... are you?

MARY JANE

A little, yeah.

(beat, shakes her head)

I don't know, maybe I've been watching too much TV. I saw some preacher on the other day talking about how mutants were a sign of Armageddon. Kinda freaked me out.

Peter lets out a chuckle.

PETER
I wouldn't go *that* far.

A moment of silence, broken by:

MARY JANE
(smiles)
This is nice.

PETER
Talking about the end of the world?

Mary Jane nudges him in the side.

MARY JANE
No, *this*. Actually *getting* to talk.
It's been awhile since we've had a
chance to catch up.
(beat, smiles)
Even if it is about the end of the
world. I missed it.

PETER
(grins)
Me too.

MARY JANE
You know, if this...

PETER
(out of the blue)
Do you wanna go to the dance with
me?

Mary Jane stops, almost stunned by the suddenness of it.

MARY JANE
Um...

PETER
I know you were going with Bobby,
but I figured since he's probably
not going, and you seem like you
really want to go, and since Eddie
will probably have a seizure if we
don't show up, and...

She places a finger over his mouth, finally putting an end to his mindless babbling. He looks at her, almost wide-eyed.

MARY JANE

Okay.

PETER

Really? I mean, you really want to?
(she nods)
You're not just saying yes
because...

MARY JANE

Nope.

PETER

So you don't think I'm a creep for
asking after what happened with...

MARY JANE

Uh-uh.

PETER

Because I didn't mean to...

MARY JANE

Peter...
(he stops)
I want to go.

Before Peter has a chance to respond, there's a RUSTLE in the bushes. Bobby stands, and then trips over himself, landing face first onto the lawn.

MARY JANE

Bobby?!

Bobby looks up, both scared and embarrassed. He doesn't stay for long, though, quickly getting to his feet and taking off down the sidewalk.

MARY JANE

Bobby, wait!

It's too late, he's gone.

INT. ALLEYWAY - NIGHT

Bobby runs down it, meeting a dead end. He looks behind him, making sure he's alone, then drops to his knees. He begins to sob uncontrollably, the product of the kaleidoscope of emotions he must be experiencing right now.

PETER (O.S.)

Bobby, it's alright.

Bobby snaps up, looking back at Peter.

BOBBY

What is wrong with you? Why won't you just leave me alone?!

PETER

I can't do that, Bobby. You need help.

BOBBY

Don't you think I know that? I'm a freak! There's nothing you can do!

PETER

You're not a freak, okay? What's happening to you, it's nothing to be ashamed of...

BOBBY

Like you know anything about what's happening to me. You saw the way they looked at me, like I was God's sick science experiment or something! Why do you care anyway? You got what you wanted!
(Off Peter's look)
MJ? You couldn't wait to ask her to the dance. You don't care what happens to me, why should you?

PETER

Bobby, this isn't...

VOICE (O.S.)

Why don't you leave the guy alone?

Peter spins around and finds himself confronted by three FIGURES at the entrance to the alley.

One walks forward. He looks to be in his early 20's, and to say he's large would be quite the understatement.

This is FREDERICK J. DUKES, but we'll call him FREDDIE.

FREDDIE

I think he's got enough on his mind without you preaching to him.

PETER

Just trying to help a *friend*.

FREDDIE

He doesn't need any help, not from your kind. You're probably the reason he's running in the first place.

PETER

Look, whoever you are...

FREDDIE

Name's Freddie. My friends and I, we're here to help.

The other two figures emerge from the shadows. The first is a rather lanky teenager, his skin so pale it's almost white. This is MORTIMER TOYNBEE. The other is twenty-something female, who looks like she's got quite an attitude.

This is EILEEN HARSAW.

BOBBY

Why can't you people just leave me alone? Can't you just leave the freak in peace?

FREDDIE

We're not scared of you, Bobby. I saw what you could do, but that doesn't make you a freak.

BOBBY

Yeah, well if you don't back off soon, you're gonna see it again!

FREDDIE

Hold your fire, man. We just want to talk. If you don't like what we have to say, you can walk away and you'll never see us again.

Bobby looks them over, and is already looking more comfortable with them than he does with Peter.

BOBBY

You're... like me, aren't you?

FREDDIE

Not exactly like you, but we are mutants, yes. You don't have to live your life in fear, Bobby.

Peter looks at Freddie, angry.

PETER

What is this, some kind of cult?
Bobby, don't listen to them, it's a
trick! They're trying to...

Peter stops as his SENSE kicks in. He spins around, only to be met with a STIFF KICK to the chest from Mortimer, who back flips back to his feet in an almost Spidey-like maneuver.

FREDDIE

Don't let him keep you from living
your life, Bobby. People like him
will hold you back your entire life
if you let them. With us, you'll
always be accepted for who you are.

Peter slowly returns to his feet.

PETER

Look, I didn't come here looking
for trouble, but you people have no
idea who you're...

Before he can even finish his sentence, Peter is BLASTED in the back and is THROWN a dozen or so feet through the air. He crash lands against a dumpster in the alley.

He looks back, dazed, and finds Bobby standing where he was, his hands a bright blue from the burst he just fired.

Bobby turns to Freddie.

BOBBY

I'm listening.

Off Freddie's grin:

FADE OUT.

END OF ACT TWO

ACT THREE

FADE IN:

EXT. FREDDIE'S LOFT - ROOFTOP

Overlooking a rather rundown area of Queens, Bobby is present, flanked by Freddie, Eileen, and Mortimer. Freddie places a comforting hand on his shoulder.

FREDDIE
I know it's not much.

BOBBY
No, it's great.

Bobby turns to face them.

BOBBY
So, what can you guys do? I mean...
your powers or whatever.

FREDDIE
We prefer gifts here, actually.

BOBBY
Oh... I'm sorry.

FREDDIE
It's cool, you'll catch on.

Freddie motions toward the others.

FREDDIE
Demonstrations, guys?

MORTIMER
(with a grin)
With pleasure.

With that, he takes a short run up and LEAPS into the air. He easily clears the gap between the loft and the warehouse across the street, then leaps back over, landing near Bobby.

BOBBY
You... jump?

Mortimer gives him a dirty look.

MORTIMER
I can do a lot of things.

FREDDIE

Relax, Mort. See, he's a class-one.
Like me.

BOBBY

What can you do?

Freddie holds out his hand, and is tossed crowbar. He bends it, in half, then twists it into a bow, handing it to Bobby.

FREDDIE

Eileen here... well she's a class-two. Highest here... until you.

EILEEN

Well, mine isn't as flashy, but...

She extends her arm toward Bobby.

EILEEN

Ice me.

BOBBY

(confused)
What?

EILEEN

Trust me.

Several shots of ice leave his hand rapidly, but as she takes hold of his arm, they cease.

EILEEN

Pretty cool, huh?

BOBBY

What did you...

EILEEN

I scramble other mutant's...
(looks to Freddie)
Gifts.

Bobby looks back and forth at the trio of mutants.

BOBBY

So... I'm really not alone?

FREDDIE

Not for a second. This is much bigger than you could even comprehend, than any of us can.

FREDDIE (CONT'D)

We're different. Special, gifted,
but not freaks. We've been chosen.

BOBBY

Chosen? Isn't that a little...

FREDDIE

I know how it sounds, but if you
listen to these "normal" people,
they'll have you believing you're a
sign of the apocalypse. People out
there? They don't understand. We
have to rally together. We're never
gonna be accepted by them, but you
know what? Who cares as long as
we've got each other?

BOBBY

Each other?

MORTIMER

You're one of us now.

EILEEN

Welcome to the family!

Freddie offers his hand to Bobby.

Bobby stares at his own hand, deep in thought, before
extending it to grasp Freddie's. As they shake:

FADE TO:

INT. FISK TOWER - FISK'S OFFICE - THE NEXT DAY

Craig enters to find WILSON FISK seated behind his desk.

CRAIG

You wanted to see me?

FISK

Yes, please. Have a seat.

He does so.

FISK

Is there a problem, Craig?

CRAIG

A problem?

FISK

You seemed... distant at the meeting this morning, and you've barely spoken to me since. I just wanted to make sure everything...

CRAIG

What? Oh, I'm fine.

Fisk isn't buying it.

FISK

Look, if you need some time off, that's fine. Don't hesitate to ask. If it's an issue at home then just take a couple of weeks, sort things out. It's not a problem.

CRAIG

No, it's not that. I just... I've been thinking about things lately, and to be honest, I'm not sure if I'm the right person for this case.

FISK

Craig, we've been through this.

CRAIG

I know, I know. Believe me, I know. I guess I'm just having second thoughts. I don't think I'm cut out for this kind of work.

Fisk considers this.

FISK

I'm sorry you feel that way. Tell you what - why don't you take a few days off? Spend some time with your family, re-charge, and then get back to me. If you still want out, then I guess there's nothing I can do about that, but I want you to know... there's no doubt in my mind you have what it takes to do this job as well as anyone. The sooner you realize that, the better off we'll both be.

CRAIG

That... actually sounds good.

Fisk stands, offering Craig his hand.

FISK

Good then. See you on Monday.

Craig reluctantly shakes his hand.

CRAIG

Monday it is.

Craig exits as quickly as he can without being obvious about it. Fisk watches him leave, an uncertain look on his face.

INT. FREDDIE'S LOFT

A place most would call a dump, but with some effort, it might actually be presentable. Bobby sits on a couch, alongside Eileen. In front of him are three gasses of water.

He focuses on them, passing his hands over them and the water freezes. Eileen smiles and claps, hugging Bobby.

INT. FREDDIE'S LOFT - KITCHEN

Freddie and Mortimer watch from inside the nearby kitchen. Bobby looks back with a smile, which Freddie returns with a thumbs up. Mortimer doesn't look so pleased.

MORTIMER

She's all over him.

FREDDIE

Relax. It's not like you ever had a shot with her.

MORTIMER

That's not the point.

He looks down at his watch.

MORTIMER

What the hell are we waiting for?

FREDDIE

Hold your horses, it ain't going anywhere. I'm just trying to make our new pal comfortable before we go busting up places. He might not be ready for that just yet.

MORTIMER

What if he won't do it?

FREDDIE

He will, don't worry.

Freddie enters the living room, taking a seat on the couch beside Bobby and Eileen.

FREDDIE
See, you're getting the hang of it.

BOBBY
This is crazy. I can actually control it now.

One of the glasses bursts.

BOBBY
Well, almost.

FREDDIE
You'll get it, don't worry.

Freddie looks back at Mortimer.

FREDDIE
But right now, we've got work to do. You game?

BOBBY
What kind of work?

FREDDIE
Well, you see... people like us, it ain't exactly easy finding work. We've learned to depend on ourselves, and sometimes that means we have to think *outside* the box.

Bobby looks around at his new friends, puzzled.

INT. PAWN SHOP - LATER

A sleazy looking place, with various mismatched and shabby looking objects on display. An overweight CASHIER is seated at the counter, mindlessly trying to tune an old guitar.

We linger on this quiet scene for a moment, before the windows to the front of the store SMASH open, sending a shower of glass in every direction.

The mutants enter, Bobby among them, his identity hidden by a sheer blue mask. The others wear similar masks.

FREDDIE
Where's the safe?

CASHIER

Th-the safe?

MORTIMER

You know, big, heavy, metallic. Has
a load of cash in it?

CASHIER

I don't know. Honestly.

FREDDIE

You willing to die for a little bit
of cash?

Bobby reacts to this, looking at Freddie nervously.

UNDER THE COUNTER

The Cashier discreetly presses a silent alarm.

BACK TO SCENE as Freddie SLAMS his fist into the counter,
SMASHING it into pieces. The Cashier stumbles backwards.

Suddenly, he reaches to his left and grabs a SHOTGUN.

Before he can even aim it at Freddie, Mortimer LEAPS into the
air, snatches the gun away, and SNAPS it in half over his
knee. Freddie grabs the Cashier and sends him FLYING through
the air, where he lands on the pavement outside.

EILEEN

Nice one!

FREDDIE

Help me find the safe.

Eileen and Mortimer exit into the back of the shop, but Bobby
hangs back. He's shocked by what he just saw. Police sirens
echo in the distance, and Bobby tenses up.

FREDDIE

You're not gonna run out on us are
you? We're all in this together
remember? A family.

Bobby looks unsure of himself as Mortimer and Eileen return,
dragging the SAFE behind them.

FREDDIE

Empty the register.
(to Bobby)
A little help?

Bobby leans down over the safe. He holds his hand out and a thick coat of ice slowly forms over the locking mechanism. Freddie SMASHES the ice, cracking open the safe. Inside is an assortment of cash, jewelry, and other valuable items.

FREDDIE

Jackpot!

Freddie smiles at the sight before him, but it doesn't last. Soon, THREE COPS burst in, their guns drawn.

COP

NYPD! Freeze!

One by one, the mutants stop what they're doing and face the cops, not looking scared in the least bit.

FREDDIE

Alright, but you walked right into that one.

(nods to Bobby)

Do your thing, Frosty.

Bobby concentrates and throws his hands out. The cops guns begin to freeze, and the effect moves up their arms.

Mortimer takes off at a run. Just before he reaches the line of cops, he leaps into the air, and lands behind them, reaching out, and striking one in the back of the head.

Freddie grabs the other two, SLAMMING them into each other, then tossing them back out onto the street.

Bobby stands with Eileen, watching the chaos.

EILEEN

Come on.

They grab the bags of cash and jewelry Freddie was stuffing, and begin to move toward the exit. Suddenly, though, a BURST OF WEBBING shoots into frame, snatching one of them away.

They look back and find SPIDER-MAN standing inside the broken window, over the unconscious police officers.

SPIDER-MAN

You know, stealing isn't very nice.

He shoots a strand of webbing that, this time, wraps around Eileen. With one pull of his wrist, she is sent hurtling through the air, where she COLLIDES with Mortimer.

Freddie takes a swing at Spider-Man, who dodges them, then jumps over his head, taking a quick JAB at his face.

SPIDER-MAN

Now, that just isn't nice.

FREDDIE

Well look who it is! You wouldn't hurt a fellow freak would ya'?

Freddie takes several swings, but Spidey isn't having a hard time ducking them. Spider-Man fires a BURST of webbing into his face, temporarily blinding him.

FREDDIE

Son of a bitch!

Spider-Man suddenly stops as his SENSE kicks in. Mortimer takes a swing, which Spidey ducks, kicking him in the gut, then flipping him over his head with both feet.

Spider-Man spins back around to face Freddie, who has removed the webbing. He's greeted by Bobby, who sends another JET OF ICE his way, which sends Spider-Man to the ground.

FREDDIE

Come on, we're leaving.

They exit, with Bobby being the last one. On the ground, Spider-Man begins to stir.

SPIDER-MAN

(weak)

Bobby?

Bobby falters, thrown by the mention of his name.

FREDDIE (O.S.)

Yo, iceman, you coming?

Bobby lingers for a moment before finally snapping out of it and hurrying through the exit, leaving a dazed Spider-Man.

INT. GWEN'S HOUSE - GWEN'S ROOM

Eddie sits on the floor, stacks upon stacks of CD's before him, and a notebook in one hand, checking off his list.

Gwen lies on her bed, looking bored.

GWEN

Exactly how long is this going to take?

EDDIE

Patience, young grasshopper. This list needs to be perfect.

Gwen rolls her eyes.

GWEN

You really are obsessed with this thing, aren't you?

EDDIE

What are you getting it?

GWEN

It's just some stupid dance. It's not like they're even that fun.

EDDIE

Exactly! That's what I'm hoping to change. I mean, the whole 90's dance idea is kinda weird, but that doesn't mean we can't enjoy it.

Gwen shakes her head, beginning to look more disappointed than angry. Eddie notices, and drops his list.

EDDIE

What's wrong?

GWEN

I dunno... wouldn't it be better if the two of us just... did something together? Instead of the dance?

EDDIE

We're still gonna be together at the dance. Besides, I'm the DJ. The student population of Midtown is counting on me to make this thing not suck. I can't let them down!

GWEN

Eddie, I'm serious! You'd rather spend all night at a lame school dance than spend time with me?

EDDIE

Alright, really, what's going on with you? You are making way too big a deal over this.

GWEN

Maybe I am, but I haven't ever seen you this excited about spending time with me. Besides, I can think of a thousand things I'd rather do than go to this dance.

Eddie's face lights up.

EDDIE

You mean, like...

Gwen corks him on the arm.

GWEN

Out of the gutter, Eddie.
(beat, sighs)
Honestly, I don't even know if I'm going tomorrow night.

Eddie's visibly hurt.

EDDIE

Well, if that's how you feel, I guess there's nothing I can do.

He gathers up the CD's and begins stuffing them into his backpack. Gwen sits up on the bed.

GWEN

What are you doing?

Eddie zips up the bag and stands.

EDDIE

I uh... I should get home.

Eddie exits, leaving Gwen upset with herself.

FADE TO:

EXT. OSCORP - PARKING GARAGE - NIGHT

Norman stands beside his limo, which is parked near an elevator. He is alone until a second car pulls up.

Smythe steps out, wearing more casual clothing than we've previously seen him in.

NORMAN

Glad you could make it, Alistair. I know it was short notice.

SMYTHE

It's no trouble. What's going on?

NORMAN

We may have found the leak.

Smythe stares at Norman nervously.

SMYTHE

Sir?

NORMAN

Why don't we continue this in my office? I want you to get your opinion on something.

Norman enters the elevator, but Smythe remains where he is.

NORMAN

You're coming, right?

Smythe cautiously enters.

INT. ELEVATOR - CONTINUOUS

The doors close, leaving them alone. After a long, tense moment of silence, Norman turns to Smythe.

NORMAN

You know, all along I had suspected Gargan in this. It made the most sense. Then I remembered something Doctor Stromm said to me before storming out of my office the day I removed him as project lead.

Smythe listens intently as Norman continues.

NORMAN

Good luck. I'm going to need it.
(beat, laughs)

Gargan was right. The man is a lunatic. I mean, anyone who gets involved with Fisk has to be either crazy, desperate, or both. I would know, right?

Smythe doesn't respond.

NORMAN

I should have known after the break-in that this would happen.

NORMAN (CONT'D)

Fisk doesn't stop until he gets what he's after. I should have seen it coming. I suppose in some twisted way this is all my fault.

SMYTHE

Stromm was unstable. There's nothing you could have done.

Norman looks over at Smythe with a cold glare as the elevator comes to a stop. The door remains closed. Smythe presses the button to open them, but nothing happens.

NORMAN

But there was...

Smythe looks at Norman nervously. He's about to speak, but before he has a chance, Norman catches him with a HARD BACK HAND to the face. Smythe staggers back, stunned.

NORMAN

I trusted the wrong people.

Norman kicks him HARD in the gut. Smythe hunches over in pain as a small drop of blood falls from his mouth.

NORMAN

I trusted you.

Norman grabs him by the collar, lifting him up, and pressing him against the wall. He looks him dead in the eye.

NORMAN

That's not a mistake I'll make again.

Norman releases him and backs away.

NORMAN

I hope it was worth it.

The doors slide open revealing two LARGE MEN in suits. They both sport matching tattoos over their left eyes.

SMYTHE

Norman, you... no! This is a mistake! You can't do this!

Norman turns and exits the elevator.

NORMAN

Can't do what? I was never here.

Smythe's expression quickly changes from one of desperation to one of panic. He rushes out of the elevator.

The two men grab him, shoving him back inside. They enter behind him as Norman looks on. The doors slide closed.

SMYTHE
(through the door)
Norman!

Off Norman's cold expression:

INT. FREDDIE'S LOFT - LIVING ROOM

Our four mutants are seated in a circle, with the loot from the pawn shop robbery spread out on the floor.

MORTIMER
What a score! We really lucked out
this time.

FREDDIE
Luck had nothing to do with it. We
got our new secret weapon!

EILEEN
I don't care what it is. We're
three grand richer, that's all that
counts.

Bobby has been awfully quiet. Freddie picks up on this.

FREDDIE
You alright?

BOBBY
What? Oh, yeah. I'm just... trying
to take it all in. We fought Spider-
Man! I mean, that's pretty crazy.

FREDDIE
Don't worry about him. We've got
bigger fish to fry.

Mortimer and Eileen lean in, interested.

FREDDIE
Now that we've got Snowman here, I
think it's time we move on to
bigger and better things.

He shoves the pile of loot roughly, almost with disdain.

FREDDIE

This stuff here, it's only the tip
of the iceberg. It's nothing
compared to what we could be doing.

EILEEN

Got anything in mind?

FREDDIE

How does an armored truck sound?

They all react.

MORTIMER

Sounds dangerous. I'm in.

EILEEN

You know I'm with you.

They all turn to Bobby, who looks as nervous as ever.

FREDDIE

What about it, Bobby? You game?

Off Bobby's confused face:

FADE OUT:

END OF ACT THREE

ACT FOUR

FADE IN:

INT. PARKER HOME - PETER'S ROOM

Peter stands just inside his closet, tossing bits of clothing out onto his bed, and onto the floor. He picks through his closet a bit more before pulling out a white shirt.

He goes to the mirror, holding the shirt up to his chest.

PETER

Eh...

He tosses the shirt away, then picks up another, more casual shirt, which he seems to be more comfortable with.

He looks up at the clock, which reads 7:45pm.

EXT. PARKER HOME - FRONT PORCH - NIGHT

Peter rushes out the door, wearing the more casual shirt. He looks nervous, excited, and jittery all rolled into one.

Just as he shuts the door behind him, A LOUD CRASH is heard in the distance. Peter looks up with a frown.

He looks at his watch, and with his annoyed sigh we:

CUT TO:

EXT. QUEENS - STREETSIDE - NIGHT

A large section of the street is in chaos, with people fleeing the scene. AN ARMORED TRUCK has crashed into the side of a brick building, a large sheet of ice on the road nearby.

The sound of twisting steel can be heard as we move to the rear of the truck and find Freddie breaking the locks on the door. He's wearing the same outfit as the night before.

Mortimer leaps down from a building, landing beside a confused looking Bobby and a smiling Eileen.

BOBBY

Won't the cops show up again?

MORTIMER

Probably. It's cool, though. They can't stop us.

BOBBY

I don't know about you, but I'm not
bullet proof.

EILEEN

Just ice 'em before they have a
chance to shoot. You'll be fine.

Freddie pulls, and gradually manages to edge open the back
door of the truck. Eileen and Mortimer watch on in
anticipation, and as Freddie finally pulls it open.

Inside are stacks upon stacks, bags upon bags of CASH.

EILEEN

There is no way we've got room for
all that.

FREDDIE

That's why we're taking the truck.

MORTIMER

Taking the truck?! Are you crazy?

FREDDIE

Trust me. Get in.

Freddie walks around to the front of the truck, while the
other hop into the back with the money. They turn back to
shut the doors and find Spider-Man has arrived.

SPIDER-MAN

Couldn't you have waited a few
hours? I've got plans tonight!

MORTIMER

We've got trouble, Fred!

Freddie looks back, then PUNCHES the door right off its
hinges, sending it flying across the street.

FREDDIE

Take him down!

Mortimer hops out, then looks back at Bobby.

MORTIMER

You coming?

Bobby looks on, uncertain.

INT. MIDTOWN HIGH - GYM

The gym is decorated for the dance. Streamers everywhere, and other decorations hanging from the roof, giving the room a definite 90's vibe as "**Feel Me Flow**" by **Naughty By Nature** plays over the loud speakers.

Standing against a wall is Mary Jane, looking elegant, but with a glum look plastered across her face. She makes her way to the DJ table and is forced to a double take when she sees Eddie and what he's wearing.

He's dressed Vanilla Ice-style, from the parachute pants, to the phony hair-do. Despite herself, Mary Jane laughs.

EDDIE

Not exactly the reaction I was going for, but thanks anyway!

He returns to his DJing for a moment, then looks back and notices the glum look at her face.

EDDIE

What's wrong?

MARY JANE

Have you seen Peter today?

EDDIE

Your knight in shining tuxedo running late, eh?

MARY JANE

Looks that way.

EDDIE

Don't sweat it. He'll be here. Probably just got side-tracked.

CUT TO:

EXT. QUEENS - STREETSIDE - NIGHT

The four mutants surround Spider-Man as several POLICE CARS speed onto the scene. OFFICERS step out, their guns aimed.

LEAD OFFICER

Alright, hands on your head! All of you! That means you, too, Spidey!

SPIDER-MAN

Oh, that's right, arrest the guy who's here to *help*!

Mortimer FLIPS into the air, landing behind two cops and landing two solid KICKS to the back of their heads, rendering them unconscious. The other cops open fire, but Mortimer leaps out of the way before they can get a clear shot.

Freddie grabs the door he ripped off, and THROWS it at the cops, causing several of them to duck down. Mortimer takes this opportunity to snatch their guns away.

Bobby watches on, not really wanting to get involved.

Spider-Man runs to Freddie, who fakes a right, then DRILLS him with a left hook, sending Spidey into the truck.

Freddie grabs him and attempts another punch, but Spider-Man moves and he hits the truck instead.

Eileen sneaks up next to Spider-Man, and places her hand on the small of his back. She stares at him expectantly.

Nothing happens.

EILEEN

(stunned)

What the hell are you?

Spidey's sense goes off. Behind him, Mortimer is in mid-air, preparing to pounce. Spider-Man quickly spins out of the way, then WEBS Mortimer's hands to his body. He lands one solid PUNCH to his jaw, then a KICK, knocking Mortimer down.

Eileen jumps on Spidey's back. He flips her over as gently as he can, then shoves her back into Mortimer, webbing them both together at the waist, and then to the side of the truck.

Freddie lets out a snarl - it's almost inhumane - and rushes towards Spidey, who is caught off guard. Freddie knocks him clear across the street, where he dives on top of him.

Spider-Man is dazed as Freddie approaches, a crowbar in hand. He stands over Spidey, a smirk on his face.

FREDDIE

Looks like you've finally met your match, bug boy.

Freddie raises the crowbar in preparation to strike...

But it never comes, as his arm is suddenly FROZEN in place. He looks back and finds Bobby standing behind him.

FREDDIE

What the hell are you doing? I thought you were one of us?!

BOBBY

So did I...

Before he can react, Spider-Man lands a HARD PUNCH to Freddie's jaw, knocking him back. He leaps back to his feet and webs up Freddie, placing him with the others.

Spider-Man looks back and sees Bobby fleeing the scene.

SPIDER-MAN

Bobby, wait!

He fires a burst of webbing at Bobby, striking him in the back, then with his other hand fires a strand upwards, swinging them both up and onto:

EXT. ROOFTOP - CONTINUOUS

The two land, and Bobby breaks away, frantically searching for an exit strategy.

BOBBY

What do you want from me?

SPIDER-MAN

I just want to help you, Bobby.

BOBBY

How do you know my name?

Spider-Man hesitates, then reaches up and pulls his mask off. Bobby looks on, shocked at what he sees.

BOBBY

Peter? What... I mean...

PETER

Long story.

Bobby turns away from him.

PETER

Bobby, you've got to stop this. This isn't the way you want to live your life. There's a better way!

BOBBY

Oh, and what's that? Put on a mask and do the super hero thing? That may be your deal, but I can't...

PETER

Nobody's asking you to, but you have a family, friends, people who care about you. You can't just run off like this. There's more out there for you.

BOBBY

I just don't know what to do, Peter. My life... everything's ruined. Nobody will ever look at me the same way again

PETER

It doesn't have to be that way. There's so much you can do with your abilities, you...

BOBBY

I don't want to do anything with my abilities! I want a normal life, where people don't look at me like a freak!

PETER

You're not a freak, Bobby. That's not what this is. Trust me, you can live a normal life with these abilities.

BOBBY

Like you?

PETER

I do what I do because I need to do it. It's my choice. You have one too, a choice. I just want to make sure you make the right one.

(beat)

Look, I know some people who can help you. Or at least they'll know who can. You don't have to live like this. There is help out there.

BOBBY

Help?

PETER

If you want it.

Bobby looks at his hands. He closes his eyes tight, and takes a deep breath. Finally, he looks up at Peter.

BOBBY

I'd like that.

Peter breaths a sigh of relief.

BOBBY

But there's one thing I need to know...

PETER

What's that?

BOBBY

Where did you get that God awful costume from?

Peter gives him an odd look. Bobby grins.

PETER

Long story. Maybe I'll tell you some time...

(beat, realizes)

Oh God, what time is it?

CUT TO:

INT. MIDTOWN HIGH - GYM

The dance continues. Mary Jane is still alone, sitting in a chair, and watching everyone around her enjoying themselves.

ANGLE ON THE ENTRANCE DOORS

As Gwen enters, slowly, almost cautiously.

She's dressed for a night out. Though not dressed 90's style, she turns heads as she enters the room.

BACK TO SCENE as she catches Eddie's eye. He stares in silent awe at her. His heart must be beating a thousand miles an hour. She smiles at him from across the room, and he quickly jumps down from the DJ stand and runs to her.

EDDIE

You came!

GWEN

I came.

He looks at her, that twinkle returning to his eye.

EDDIE

You look... I mean...

GWEN

Easy, sparky.

He leans in closer to her, grabbing her hands.

EDDIE

You look amazing.

Gwen smiles, blushes.

GWEN

And you look...

EDDIE

Dashing? Handsome? So good you
can't keep your hands off me?

GWEN

Ridiculous.

Eddie continues to smile.

EDDIE

Hang on a sec...

He ducks back to the podium, picking up the microphone.

EDDIE

Alright guys, I'm gonna have to
step out for just a sec, so try not
to miss me too much!

(protest from the crowd)

I know, I know! I'm gonna miss you
guys, too!

He shuffles through some CD's, finally pulling out one.

EDDIE

This next song goes out to a very
special someone. Someone who I just
happen to be crazy about, and who
also happens to be standing right
here in front of me.

(beat, smiles)

Now, if you'll excuse me...

With that, he presses play and "Hooch" by **Everything** begins to play over the loud speakers.

He returns to Gwen's side, and takes her hand. She's got a constant grin on her face, and keeps her eyes trained on his.

EDDIE

May I have this dance?

She giggles, and leans into him, as they begin to sway to the beat of the music. She lies her head down on his shoulder.

GWEN

Thank you.

EDDIE

For what?

GWEN

For reconfirming my faith in this cheesy, cliché, high school dance.

EDDIE

An oldie, but a goodie.

GWEN

First you put this piece of fluff masquerading as a song on, now we're dancing, and I'm pretty sure in about two seconds we're going to...

Eddie cuts her off by capturing her lips in a kiss. They continue swaying to the music as the kiss deepens.

Watching from nearby, Mary Jane has had enough. She stands and quickly exits the gym, almost running.

FADE TO:

INT. FISK TOWER - FISK'S OFFICE - NIGHT

The lights are dimmed, with a desk lamp providing the only light. Fisk sits behind his desk, reading something on a laptop. There's a faint knock at his door as Craig enters.

Fisk looks up, obviously not expecting him.

FISK

Craig? Is that you?

Craig approaches his desk, but doesn't sit.

FISK

I wasn't expecting you back so soon. Is everything alright?

CRAIG

Actually, it's not. I'm sorry to do this, but I think I'm going to have to pull-out of this case.

Fisk is thrown.

FISK

Wait a second, what? What's with the sudden change of heart?

CRAIG

It's just... I can't do this. It's not me. I'm not cut out for this, and as much as I've tried to deny that, I just can't anymore. Your life, your business, everything you do, it's too much for me.

Fisk looks at Craig, suspicious.

FISK

What are you getting at?

CRAIG

I have wife, and a daughter, and their safety comes first, beyond anything else. What you do, it's...

Craig stops, realizing he's already said too much.

FISK

Why do I get the feeling you're holding something back, Craig?

CRAIG

I'm not, I just...
(beat)
I can't do this.

FISK

So your decision is final?

Craig gives a faint nod.

FISK

Very well. I see there's nothing I can say that's going to change your mind. Goodbye, Craig.

Craig shakes his head a little, then turns to leave, with Fisk staring daggers into the back of his head.

Craig exits. After a moment, Fisk presses a button on his phone, picking it up and pressing it to his ear.

FISK

We may have a situation. I'd like you to keep an eye on someone.

(beat)

Watson. Craig Watson.

Off Fisk:

FADE TO:

INT. MIDTOWN HIGH - GYM

Gwen and Eddie now both man the DJ table as Peter enters, wearing the casual shirt from earlier, and scanning the room for Mary Jane. "**Creep**" by **Radiohead** is now playing.

He rushes up to the DJ table.

EDDIE

Pete, where the hell have you been?

PETER

It's a long story. Have you guys seen MJ?

Gwen gives him wary look and points to the exit.

PETER

Oh, man...

He hurries toward the exit.

EXT. MIDTOWN HIGH - OUTSIDE GYM

Peter rushes out the gym doors, frantically searching for Mary Jane. He finds her, leaning against a wall, her head hung low, and obviously not very happy.

PETER

MJ? God, I am so sorry...

She looks up at him, and we see signs that she's been crying. At the moment, though, she looks more angry than anything.

MARY JANE

No, Peter! Just... no!

PETER

MJ, I'm sorry. I can explain...

She's hearing none of this.

MARY JANE

Don't bother.

PETER

You don't understand, something important came up, and I...

MARY JANE

I don't know why I thought this could ever work. How stupid of me, thinking you actually cared!

(beat)

You know, it's one thing if you don't want to be there, if you don't want to see me, but at least have the guts to say so!

She pauses, searching for words.

MARY JANE

Tonight was important to me. I know some stupid school dance probably wasn't very high on your list of priorities, but I at least thought I might be up there somewhere.

(beat)

Guess I was wrong.

She starts to walk away.

PETER

Please, just...

She stops, but doesn't turn around.

MARY JANE

Just stop. I can't do this anymore.

A beat as it begins to sink in for Peter that he may have really screwed things up this time.

MARY JANE

See you around, Peter.

She walks away as the chorus to "**Creep**" kicks in, leaving Peter. He watches her leave, slumping against the wall.

Off his remorseful gaze:

FADE TO:

EXT. DRAKE RESIDENCE - EARLY MORNING

The music continues, and is the only sound we hear.

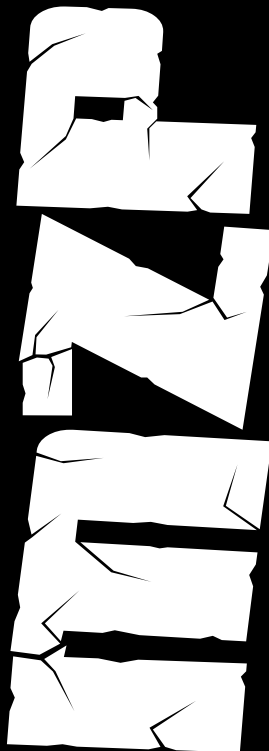
Bobby, dressed in a dark suit, with dark sunglasses on, stands beside a long BLACK LIMO. With him is his MOTHER, whom he hugs tightly, tears in her eyes.

He grabs a duffle bag and tosses it into the back seat, hugs her one last time and gets into the limo. The limo slowly drives away, leaving Bobby's mom behind, a sad, yet hopeful look on her face as she watches it pull away.

As it does so, we catch a glimpse of the license plate, which contains a single letter: **X**.

FADE TO BLACK.

END OF SHOW



spider-man
GIFTS & CURSES

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