

ALEXANDER SALKIND

PRESENTS

"SUPERMAN II"

PRODUCERS:
ILYA SALKIND and
PIERRE SPENGLER

Director:
RICHARD LESTER

Shooting Script

[* NOTE: Scenes completed by Richard Donner have been typed in bold.]

1 INT. OUTSIDE THE COUNCIL OF ELDERS CHAMBER - KRYPTON NIGHT

All is still. A KRYPTONIAN GUARD stands at sentry beside massive crystalline portals. Suddenly, silently, NON appears behind him and slips a massive arm across his throat. He squeezes, cutting off the guard's breath: the guard crumples silently, and drops to the floor.

Now GENERAL ZOD and URSA step INTO FRAME. As ZOD nods his approval to Non,

Ursa holds the chamber door open for the General to enter.

2 INT. COUNCIL OF ELDERS CHAMBER KRYPTON - NIGHT

ZOD leads the way into the chamber. This imposing crystalline space, the parliament of Krypton, is empty for the moment. But the signs of its members are ever-present: around the great floating slab that is their conference table each has his (or her) own console of crystals - a transparent container marked with the identifying insignia, c.f. the symbols on each of their robes in Part I.

As Non and Ursa follow two paces behind. Zod strides along the slab, ignoring console after console, stopping only when he reaches the one emblazoned with the S-like crest of Jor-El.

ANGLE DOWN ON IT as Zod lifts the lid of the console and removes, from among all transparent crystals, the one red crystal.

PAN UP as he lifts it high. It glows even in the dim light of the empty chamber - until Zod, with a satisfied and sinister smile, snaps it in half. He tosses it to the ground and looks with a self-congratulatory air at Ursa and Non.

EFFECTS: The luminous Spinning Rings (c.f. Part I) descend and encircle the villainous trio, imprisoning them like a magical lasso in perpetual motion.

Zod and Ursa are instantly subdued, if sullen; Non stares out at his captors making subhuman noises of rags and frustrations - literally a caged beast.

3 INT. KRYPTON TRIAL CHAMBER

A FULL C.U. OF ZOD FILLS THE SCREEN, as:

ELDER (V.O.)
General Zod. A warped, would-be
dictator. His only feeling is contempt.
His only desire is to command

CONTINUED

3 CONTINUED

C.U. OF URSA FILLS THE SCREEN

ELDER (v.o.)
Ursa. Her only feeling is for the
vicious General. Her only desire --
to rule at his side.

C.U. OF NON FILLS THE SCREEN

ELDER (V.O.)

Non. He is without words and
without thought. He is a brute force.

The General need only command to inspire this monster to
acts of
mindless destruction.

ON THE THREE - listening implacably.

ELDER (V.O.)

Together these three are responsible
for the darkest episode in Krypton's
history, the one attempt at insurrection
against our reasoned way of life.

(NOTE: Many of the shots and sequences that follow are to be taken from Superman,
Part I, and are so indicated, including, whenever possible, identifying material
from the Release Script of Part I to facilitate the locating of the exact footage
required.)

4 RELEASE SCRIPT, PART ONE, REEL ONE --Spot 1/26

SECOND ELDER

Guilty!

5 RELEASE SCRIPT, PART ONE, REEL ONE - Spot 1/27

C.U. Zod's eyes.

ELDERS

(all speaking together)

Guilty!

(echoed)

6 RELEASE SCRIPT, PART ONE, REL ONE - Spot, 1/29

C.U. Zod looking off L. towards Jor-El.

ZOD

The vote must be unanimous, Jor-El.

7 RELEASE SCRIPT, PART ONE, REEL ONE - Spot 1/31

Close THREE SHOT - Zod on the L. with Non to R. beyond him and Ursa on the R.
looking off L. to Jor-El.

ZOD

You alone will condemn us if you

wish...

8 RELEASE SCRIPT, PART ONE, REEL ONE - Spot 1/32

C.U. Zod looking off L. towards Jor-El.

ZOD

...And you alone will be held responsible by me.

9 RELEASE SCRIPT, PART ONE, REEL ONE - page 15

CLOSE SHOT as Phantom Zone revolves TOWARDS CAMERA. IT FILLS THE SCREEN and collects up the Villains. It SPINS AWAY FROM CAMERA and we SEE the three Villains' faces in the Phantom Zone. They are crying out as it moves away.

(NOTE: The following SHOT is new footage)

10 A CLOSE-UP of the Green Crystal (the one used in Part One to construct the Fortress, etc.) ON SCREEN, shimmering, pulsing with Kryptonian energy and life. As it does so:

Music: Main Title Theme begins.

TITLE APPEARS OVER IMAGE OF GREEN CRYSTAL.

BEGIN CREDITS - SUPERIMPOSED OVER THIS IMAGE AND CONTINUED OVER THE FOLLOWING IMAGES (all from Superman Part I.) ALL M.O.S.

(NOTE: On the first listed below, some optical changes will have to be done in order to eliminate Jor-El from the existing shot, so as to make it one of Lara, the baby and the Green Crystal without a certain highly-paid actor in the FRAME).

11 RELEASE SCRIPT, PART ONE, REEL TWO -- Page 8

TWO SHOT -- LARA and baby KAL EL, as the Green Crystal is placed in the infant's starship.

12 RELEASE SCRIPT, PART ONE, REEL TWO -- Page 11

Baby Kal-El's starship takes off.

13 RELEASE SCRIPT , PART ONE, REEL THREE --Page 1

EXT. SPACE

VERY LONG SHOT as the Red Sun hits Krypton and it explodes. CAMERA ZOOMS IN through the exploding particles of the planet.

14 RELEASE SCRIPT, PART ONE, REEL THREE --Pages 4 - 5

The rocket lands in the wheat field.

15 RELEASE SCRIPT, PART ONE, REEL THREE -- Page 11

Baby Kal-El lifts the back end of the pick-up truck.

16 RELEASE SCRIPT, PART ONE, REEL FOUR -- Page 6

Young CLARK is summoned to the barn by the force of the Green Crystal and its "effect."

17 RELEASE SCRIPT, PART ONE, REEL FIVE -- Page 1

At the North Pole, young Clark throws the Green Crystal and where it falls
the Fortress
of Solitude begins to rise.

18 RELEASE SCRIPT, PART ONE, REEL FIVE -- Page 11

CAMERA PANS UP the front of the Daily Planet building

19 RELEASE SCRIPT, PART ONE, REEL SIX -- PAGE 6

THREE SHOT - PERRY, LOIS and CLARK in Perry's office as Clark first meets everyone.

20 RELAEASE SCRIPT, PART ONE, REEL EIGHT -- Page 4

MEDIUM SHOT shooting up towards the roof of the Daily Planet, with the
helicopter
on the edge of the roof, as Lois falls out of the open door. She screams.

CUT TO: LONGER SHOT as Lois continues falling, hanging on a strap, still
screaming.

21 RELEASE SCRIPT, PART ONE, REEL EIGHT -- Page 4

Shooting up through the windscreen of a boat cabin towards bow of boat where
Superman is standing on deck with arms folded. Hatch in deck behind him opens and
a CROOK climbs out. TWO OTHER CROOKS (who've been counting their loot) are relieved
to see the first crook about to attack Superman from behind. The first crook bashes
Superman with a crowbar. Superman doesn't react at all, but the crowbar and the
crook holding it vibrate madly.

22 RELEASE SCRIPT, PART ONE, REEL

Voluptuous EVE TESCHMACHER in bikini takes a subterranean sunbath in Luthor lair.

23 RELEASE SCRIPT, PART ONE, REEL TWELVE -- Pages 15 - 16

LEX LUTHOR with his map of America reveals his scheme; the "old" West Coast drops
off the map.

24 RELEASE SCRIPT, PART ONE, REEL THIRTEEN -- Page 14

The rocket hits the earth and explodes.

25 RELEASE SCRIPT, PART ONE, REEL THIRTEEN -- Page 15

LONG SHOT FROM HIGH ANGLE SHOOTING DOWN onto the San Andreas Fault, as the crack in
the earth widens and part of it start to fall in.

26 RELEASE SCRIPT, PART ONE, REEL THIRTEEN -- Page 29

LONG SHOT along railway line as Superchief Train approaches.

C.U. SUPERMAN lying in place of the broken tracks. He lowers his head.

LONG SHOT toward Railway Embankment with Superman in place of broken track as train enters L. along line and crosses over him.

CLOSE SHOT towards Superman lying in place of broken track as train passes over him.

27 RELEASE SCRIPT, PART ONE, REEL FOURTEEN - Page 15

Lois' car has fallen into a crack. CLOSE SHOT - the front of the windscreen as the car is being crushed, earth falling down from TOP OF FRAME.

CLOSE SHOT - LOIS, as the car is being crushed. She is screaming.

28 RELEASE SCRIPT, PART ONE, REEL FOURTEEN - Page 22

LONG SHOT the world with traces of Superman going round and round the centre R/L and then finally swinging down wide L. of the world, and reverses and starts going L/R very fast leaving trails. World starts moving normally West to East.

END CREDITS AND TITLE MUSIC

29 EXT. DAILY PLANET - DAY

ESTABLISHING SHOT of the office building on a busy Metropolis street.

30 INT. DAILY PLANET - DAY

CLARK KENT comes in, ready to begin a day's work, chipper and friendly. TRACKING WITH HIM as he passes various EMPLOYEES, all of whom seem to be bustling about with exceptional preoccupation. There is an air of tension, often found in newspaper offices when a big story is breaking. At first Clark doesn't realize anything unusual is up.

As a REPORTER with a sheaf of wire service copy in hand bustles by him:

CLARK
Morning, Phil ---

PHIL
(can't stop to talk)
'Scuse me Kent.....

Clark is a bit surprised, but continues walking on. A WOMAN REPORTER is heading down the aisle just ahead of him.

CLARK
(cheerily)
Hi, Alice. That's a very pretty
blouse you -

ALICE
(preoccupied)
Catch you later, Clark.

CONTINUED

30 CONTINUED

STAY WITH CLARK, now a bit taken aback, as he reaches Perry White's office. Just outside, talking on a phone is JIMMY OLSEN.

CLARK
(one more try)

Jimmy, how's the -

JIMMY
(to telephone)
Yeah. I'll check.

He hangs up and goes to Perry's office. Clark follows.

31 INT. PERRY WHITE'S OFFICE

PERRY WHITE is seated at his desk, looking even more wound-up than usual.

JIMMY
Mr. White, the pressroom wants to know how much longer to hold the front page.

PERRY

(tense)
Give it another ten minutes. If we don't --
(changing his mind)
Hell, I'll tell him.
(he picks up a phone)
Pete? If we haven't got anything new in the next ten minutes just go with the wire service copy under the 40 pt. banner and run the picture for three columns.

(to Clark)
Kent, I need a background story for the page 3 sidebar. Give me every thing you know about this terrorist group.

CLARK
(automatic response)
Right!
(he turns, starts out briskly, then stops, turns and looks at Perry with a puzzle expression)
What terrorists group? What's going on?

CONTINUED

31 CONTINUED

PERRY
Get your head out of the clouds, Kent. Where you been the last twelve hours?

CLARK
Uh...home...

PERRY

Don't you watch television? Don't you listen to the radio?

CLARK

Actually I was trying to catch up on my reading. There's a lot of Dickens I never got around to --

PERRY

Dickens! The whole world's about to blow up and you're reading Dickens?!

JIMMY

(explaining to the
confused Clark)

A gang of terrorists seized the Eiffel Tower in Paris

PERRY

He knows where the Eiffel Tower is, Olsen.
(double checking)
You do, don't you, Kent?

CLARK

Anybody been hurt?

JIMMY

So far the hostages are unharmed.

CLARK

Hostages?

JIMMY

Tourists, about twenty of 'em.

CONTINUED

31 CONTINUED

PERRY

But that's penny-ante stuff. These guys are saying that unless the French government meets their demand they've got a hydrogen bomb ready to level Paris.

C.U. CLARK shocked.

CLARK

But . . .that's terrible!

PERRY

That's why they call 'em terrorists.
(brusquely)

Go down to the morgue and dig up anything you can find on past incidents of --

CLARK
(a sudden thought)
Does Lois know about this yet?

PERRY
Does she know about it? She's in it!

CLARK
What??

PERRY
The minute the story broke I bundled her on the first Concord out of here. If Paris goes kablooey I want the best reporter I've got right there in the middle of it.

FAVORING CLARK-- He looks especially worried now.

CLARK
Gee. But --

PERRY
No offense, Kent. You're good, but Lois is the best we've got.

CLARK
No, I meant, it's awfully dangerous.

CONTINUED

31 CONTINUED

PERRY
That goes with the territory, Kent.
(cheering him up)
Listen, if I know Lois Lane, she'll not only come back with a Pulitzer Prize story, she'll have a one on one interview with the hydrogen bomb titled "What Makes Me Tick. "

ON CLARK -- He stands there, absorbed in his thoughts.

PERRY
(impatiently)
What are you standing around for, Kent? Come on!
Take off!

32 EXT. DAILY PLANET BUILDING - DAY

Clark comes swiftly out of the building. PAN TO SEE him going into the nearby alley, behind it.

33 EXT. ALLY - DAY

WIDE SHOT, SIDE ANGLE - In this private place, unobserved, Clark Kent now transforms into Superman.

EFFECTS: AT LEFT OF FRAME the Clark Kent image begins to move TO RIGHT, leaving images behind as in time-lapse photography, so that by the time he reaches RIGHT OF FRAME he has turned completely into Superman. The intervening images show the various changes in the transformation.

Now Superman follows Perry White's advice to Clark Kent: he takes off.

ANGLE UP TO SEE HIM fly up the air shaft behind the building and into the sky.

34 EXT. BASE OF EIFFEL TOWER - DAY

ESTABLISHING SHOT. --The Eiffel Tower, the Paris skyline.

35 EXT. BASE OF EIFFEL TOWER - DAY

WIDE ANGLE -- At the base of the tower, a large group of REPORTERS and T.V. CREWS are gathered around a SPOKESMAN for the French government. He looks harassed and tense. There is very much the atmosphere of a crisis -- CROWDS in b. g. are being held back FRENCH POLICE.

CONTINUED

35 CONTINUED

FIRST REPORTER

(British accent)
How did they get up there?

SPOKESMAN

(French accent)
They were disguised as workers, to do repairs.

FIRST REPORTER

Can you tell us why they released the first group of hostages?

SPOKESMAN

We insist they do this to show good faith. If not, we refuse to negotiate.

SECOND REPORTER

(American accent)
And now they are willing to release the rest of the hostages?

SPOKESMAN

In return for a guarantee that we will not launch an attack on them.

SECOND REPORTER

There will be no attack? No attempt to overpower the terrorists?

SPOKESMAN

(squirming a bit)
Um. . . we have made this guarantee.

SECOND REPORTER

Yes, but will you honor it?

SPOKESMAN

We have not the choice to refuse, have we, if we believe it is a real hydrogen bomb that they have.

THIRD REPORTER
Where is the bomb ?

CONTINUED

35 CONTINUED

SPOKESMAN
Is in a big oil can --
(Tries another word)
--- oil drum...you know?

CLOSER ON THE GROUP -- We SEE LOIS LANE among the journalists, standing about halfway back in the group , busy taking notes.

LOIS

A hydrogen bomb? Are you sure?

SPOKESMAN

How can we be sure? Today, is possible for anyone to make a bomb if he has the proper equipments, no?

LOIS
But . . .that would mean all of Paris would be destroyed

SPOKESMAN
(grimly)
Oui.

ANOTHER ANGLE, in which CAMERA LOSES LOIS.

FIRST REPORTER

What is the official position of the government on this?

As the questioning continues:

ON THE BACK OF THE GROUP OF REPORTER - Lois has worked her way to the back and now slips away from the group. She darts a quick look around to see if she has been observed. She hasn't.

36 NEW ANGLE-A short distance away is one of the two elevators that service the bottom half of the Eiffel Tower. The elevators are somewhere up there, but the staircase is guarded by a young, pleasant-looking French FLIC.

FIRST REPORTER (O. S.)
Will your government meet their demands?

SPOKESMAN (O.S.)

I am not authorized to say what they will do. At this moment there is an emergency meeting in the Elysee Palace --

36 CONTINUED Missing from script (page 13 of original script)

37 SHOT DOWN FROM THE FIRST LEVEL -- As Lois hurries up while the unsuspecting flic below reads the phrase book.

ANGLE DOWN ON LOIS - as she climbs the lower stairs briskly.

38 EXT. TOP LEVEL, EIFFEL TOWER - DAY

A drama of our times is being played out. At one end of the narrow top level, about EIGHT HOSTAGES are being herded into an elevator by TWO TERRORISTS with machine guns.

The hostages include a couple of NUNS, some CHINESE in buttoned-up gray jackets and a few obvious TOURISTS with cameras.

There are THREE TERRORISTS in all, clad in gray coveralls to look like workers. The leader who will remain on the top level, is SERGE. The two who are taking the hostages to the lower level are LUC and CLAUDE .

SERGE

Take them down and send them away. But watch out for any tricks.

NUN

(feisty)

Do we look like the sort who would ---

SERGE

It is not what you look like, Sister, it's who you are.

NUN

A higher Power will have to forgive you. . . .

SERGE

We'll negotiate with him later.

(to his cohorts)

Quickly!

The hostages are herded into the elevators and the doors shut

39 EXT. EIFFEL TOWER - DAY

LONG SHOT-- The upper elevators (lifts) on the Tower, one going up, one going down.

40 ON THE STAIRCASE, BETWEEN THE SECOND LEVEL & THE MID LEVEL -- Lois is rapidly climbing the circular staircase, running out of breathe. ANGLE UP.

41 EXT. MID LEVEL PLATFORM - DAY

The hostages emerge from the upper elevator and are transferred into the waiting elevator which will take them to safety and terra firma. As Luc and Claude prod them in:

LUC

Hurry!

And they do so:

41A INT. LIFT

Luc and Claude returning to the top level.

42 Lois climbs under their lift and holds on to a bar underneath.

ON LOIS - C. U. OF HER HANGING UNDER THE SHAFT, looking down at the dizzying, vertigo inducing void below her.

LOIS

(trying not to panic; keeping
her goals in front of her)
Pulitzer Prize. Capital P, small u, l, i, t, z,
e, r. Capital P, small r, i -

43 HER POV: The elevator shaft below. A sight to make strong women weak.

44 ON LOIS -- As she turns away from the sickening sight, she makes a bad move and:

45 Her belt gets caught up in the mechanism under the elevator.

LOIS

Oh no!

Trying to extricate herself with one hand and hold on with the other, she is definitely in trouble now.

46 LONG SHOT, FROM BELOW -- Of the two elevators moving in the structure. The elevator with Lois attached to the freed hostages move up, the elevator with the freed hostages moves down.

47 Luc has entered the empty elevator. The oil drum stands in it. Attached to it, wired to fuses on the top, is an activating device that functions like a grenade, i.e. once the pin is pulled, the gizmo is activated and the only thing that keeps it from detonating is the human hand which holds the thing in the safe position. The minute the activator is released, there's only a matter of seconds till the explosion.

SERGE

Be careful!

LUC

Don't worry, it is me who controls the bomb,
not the bomb who --

SERGE

Yes, yes, all right

48 SLIGHTLY DOWN to SEE Lois hanging there under the elevator, able to hear all the conversation. During PAN:

CLAUDE

(gallows humor)

If you let go, I hope you have not many sins to be forgiven. Because there will be only ten seconds to list them.

C.U. LOIS - trapped and more fearful than ever.

LOIS

(whispering, as she
ups the ante)

Nobel Prize. Capital N, small o, small b. . .

49 EXT. MID LEVEL - DAY

THREE FRENCH POLICEMEN, C.R.S. Tactical Squad types, are gathered around the elevator mechanism. The FIRST POLICEMAN talks into a walkie-talkie to contacts elsewhere, while the other two stand ready at the mechanism with impressive-looking cable cutters.

FIRST POLICEMAN

(to walkie-talkie)

Where are they now?

50 ACROSS FROM EIFFEL TOWER - DAY

POV SEEN THROUGH BINOCULARS - SHOWING THE THREE TERRORISTS
STANDING BY THE ELEVATOR ON THE TOP LEVEL, WITH ONE OF THEM
(LUC) INSIDE BY THE OIL DRUM.

VOICE OVER

(Outside Spotter)

They are near to the elevator, one is
inside with the bomb.

51 BALCONY ACROSS FROM THE EIFFEL TOWER - DAY

ON THE SOURCE OF THE VOICE -- Another FLIC who is standing on this apartment house balcony observing the Tower through binoculars and communicating via the walkie

talkie.

SPOTTER

Now the third one has come out . . . Yes...

all are out.

VOICE OF POLICEMAN ONE

(walkie-talkie)

And the bomb? Still in there?

SPOTTER

Yes, Get ready.

52 SKY, PARIS - DAY

LONG SHOT -- Superman flies over the Paris sky towards the Eiffel Tower, which is still a considerable distance away, on the horizon.

53 EXT. SECOND LEVEL, TOWER - DAY

ON THE TWO POLICEMEN with the cable cutters, in place by the thick steel cables that control the elevators.

POLICEMAN ONE

Now.

The TWO men cut the cables.

IN QUICK CUTS:

54 1. The taught cable suddenly springs apart and goes slack.

55 2. The pull on the counter-weight causes the slack cable to zip up the length of the Tower like a yo-yo string gone loose. FOLLOW IT UP AND OVER THE TOP.

56 3. ON THE TOP - Now nothing holds the elevator in place.

57 EXT. TOP LEVEL - DAY

Suddenly the elevator starts to plunge down. The violence of its descent throws LUC, who was just outside it, onto the ground. As he falls backwards with a scream:

58 INSERT: His hand holding the firing button lets go as it is yanked from him.

LUC

It started!

59 EXT. EIFFEL TOWER - DAY

LONG SHOT, ANGLE DOWN: SUPERMAN'S POV of the Tower, now that he is coming close to

it, swooping down.

60 INT. (EXT?) TOWER SHAFT - DAY

EFFECTS: The elevator is falling down shaft at terrific speed.

61 C.U. OF terrified Lois under the elevator. She screams.

62 EXT. SKY - DAY

Superman, IN C.U., zooms down to Lois as he hears her screams.

63 LONG SHOT - Superman flies inside the Tower.

64 INT. (EXT?) TOWER SHAFT - DAY

ON A SECOND LEVEL -- He grabs the elevator bringing it to a sudden, jarring halt.

While holding it aloft with one mighty hand, he helps the shaken Lois to get off and onto the nearby platform.

CONTINUED

64 CONTINUED

LOIS

Superman! The --

SUPERMAN

(trying to make light
of it to calm her)

Really Lois, we've got to stop meeting this --

LOIS

(no time for comedy)

The bomb! It's in there! Any second now, its --

65 Instantly he springs into the shaft and begins to push the elevator up the Tower at super-speed.

66 QUICK SHOT - ANGLED DOWN ON LOIS as she watches Superman take-off up the shaft.

67 LOIS POV: Superman, pushing the elevator, is now practically to the top of the shaft.

68 EXT. MODEL

Superman and lift come crashing out.

69 EXT. SKY/SPACE

ON SUPERMAN -- He climbs higher over France, gaining speed as the atmosphere

begins to blur into the dark mysterious blue of space.

70 EXT. SPACE

WIDE SHOT -- Superman, with the speed of light zooms through the Universe, past the Moon with the Earth growing smaller in the distance. Faster and faster he goes until he bursts through into another galaxy.

71 CLOSE ON SUPERMAN -- as he hurls the lift into the void of outer space.

72 WIDE SHOT - as the nuclear bomb explodes. The closest star breaks into shooting, fiery fragments.

73 ON SUPERMAN - as he is sent reeling through the limitless void, falling away stunned by the explosion.

74 EXT. FURTHER IN SPACE

EFFECTS: Shock waves shake the stability of the furthest galaxies.

75 EXT. SPACE

ON SUPERMAN - in uncontrolled flight, projected millions of miles, as he regains consciousness and steadies his trajectory. He soars through the galaxies, bursting through into our Solar System. He wings closer and closer to Earth, growing smaller and smaller as he approaches the United States, until he appears as a tiny blue dot far away in a sparkling star-filled sky.

76 EXT. DEEP SPACE

EFFECTS: The shock waves from the nuclear blast are stronger now, ripping through the vast dark sky. In the distance, a strange diamond-shape begins to glow.

PAN WITH THE SHOCK WAVES, GETTING CLOSER TO THE GLOW: Now we SEE it is the crystal two-dimensional prison: The Phantom Zone. The grotesque, pleading heads of GENERAL ZOD, NON and URSA can be seen imprisoned, "flattened" inside.

77 EFFECTS: As the shock waves strike the Phantom Zone, the prison shatters and breaks open.

78 The three great villains burst out into space, taking on their three-dimensional forms again.

They are flung out into the black sky as they suck in the air of unexpected freedom. It is as if Pandora's Box has been opened.

ZOD

Free!

URSA

Free!

NON lets out a terrifying howl, like an animal who has burst its bonds.

Their horrifying faces fill THE FRAME with yowls of glee as they whirl and drift off into space, tumbling and flying at great speed. HOLD as they move further and further away, moving towards Earth, until they are tiny dots lost in the stars.

They regain their balance and realize they can fly as we SEE our solar system in b.g.

79 EXT. METROPOLIS STREET, DAILY PLANET - DAY

ON CLARK - as he comes up out of a subway station opposite the Daily Planet Building, looking as harassed as any other rush hour rider. Suddenly he brightens.

PAN TO the sight that cheers him. It is Lois, of course, just stepping off a bus across the street on her way to the office.

CONTINUED

79 CONTINUED

CLARK
Lois! Hey, Lois --

She turns and gives him a friendly wave, but then our busy girl reporter keeps right on going toward the building.

ON CLARK -- Disappointed, our ever-eager swain hurries to catch up with her. FOLLOW HIM as he steps out into the street just as the light changes.

CLARK
(not that she's listening)
Wait up a minute. . .

Suddenly, as he darts in and out of moving traffic, he is hit head-on by a speeding Checker taxi. As he disappears from view we hear a long squeal of brakes and an awful crunch.

80 ON LOIS -- as she hears it too. She whirls around and her eyes widen in horror.

LOIS
(starting towards him)

CLARK!!

ON CLARK - picking himself up, dusting himself off, hurrying towards her again.

CLARK
(calling to her, reassuringly)
I'm okay.

And he is indeed. The collision has left him unharmed and not even out of breath.

ON LOIS -- looking his way, very startled.

HER POV: The taxi is not okay. Clark's impression is cut deeply, perfectly and unaccountably into the hood, through the engine block to the windshield.

ON LOIS - still staring. Finally, she shakes her head sharply, as if to clear it of a wild notion.

TAXI DRIVER looks puzzled.

82 INT. DAILY PLANET CITY ROOM, CLARK & LOIS' DESKS - DAY

ON LOIS' DESK is a copy of that morning's paper, the headlines bold and clear:

MERCI, SUPERMAN!
French Terror Scheme "Bombs"
Exclusive Story by Lois Lane

Standing patiently beside the desk with a long-suffering look on his face is CLARK, listening to the good talking-to Lois is giving him.

LOIS
Look, okay, this time you were lucky. Very
lucky. But next time you cross the street --
(earnestly)
Clark, always look both ways.

Lecture over, she starts rummaging in the shopping bag we saw her carrying earlier.

CLARK
(equally earnest)
Lois, I usually do.

LOIS
Then maybe you should get your
glasses checked.

As he touches them nervously, she pulls out a plastic bag, filled with half-a-dozen oranges cut in half.

CLARK
(piqued)
Not everyone can have X-ray vision,
you know.

LOIS
(lightly)
Do I detect a note of jealousy?

From the bottom of bag she produces a fairly ancient hand-operated juicer -- the type where you put the orange half on a metal cone and then, pulling down a lever, bring the squeezer press down on it. She sets it and a large drinking glass on the

desk.

CONTINUED

82 CONTINUED

CLARK
(looking at all this
with much curiosity)
Lois, what are you doing?

LOIS
When was the last time you heard me
sneeze?

CLARK
(actually trying to
remember)
Uh. . .

LOIS
Well, you never will again!
(proselytizing)
Thanks to Vitamin C! I'm reading a book
that says the foundation of a sound body
structure is one thousand milligrams of
Vitamin C every day.

CLARK
One thousand?? That's an awful lot of
oranges. You know there are pill, Lois.

I've seen them.

LOIS
(knowingly)
Oh sure. The American answer to everything.
Pills.

(as she puts an orange
in the juicer)
No, this is --
(the magic word)
-- natural.

She brings up the lever and bears down on the orange.

LOIS
And I also get some exercise this way.

That's for sure. Struggling mightily, she can hardly get the lever to budge.
But she smiles
brightly as this doesn't bother her.

CONTINUED

82 CONTINUED

LOIS
Anyway, about being jealous -- you don't
have to be.

She's about to give it another try.

CLARK
I don't?

LOIS
(smiling at him)
Of course not. Not when you've got so much
going for you.

CLARK
(daring to hope)
I do?

LOIS
Sure! But nobody knows it. Least of all
you.
(as his smile fades)
Look, would you mind if I gave you
some constructive criticism?

CLARK
(hurting)
Actually, yes.

NEW ANGLE

LOIS
Well, you shouldn't
(intensely)
Be more aggressive, Clark! Trust your
instinct! When you see your opportunity,
grab it! I do.

And she pushes down the lever.

CLARK
God knows . . .

CONTINUED

82 CONTINUED

She is really having a tough time getting the press to go all the way down.

CLARK
Lois, why don't you at least get one
of those automatic ones?

LOIS
Haven't you heard? There's an energy crisis.
(through clenched teeth:

as she bears down)
No, this was good enough for my mother --

CLARK
(tentatively)
Maybe I could try --

LOIS
Be my guest.

He repositions the orange and raises the lever. Clumsily, he bears down and gets, for his pains, orange pulp juice spattered down the front of his pants. Now it's his turn to play unperturbed.

CLARK
(mopping himself)
It's okay, I was going to send this suit to the cleaners anyway.
(he puts another orange in the juicer)
I think I've got the hang of this now.

NEW ANGLE - He brings the lever down, then tosses away the squeezed-out orange. We can't see what he's accomplished yet.

LOIS
(kindly)
Clark, everything I was saying -- can't you see I only say it because I really care?

CLARK
(looking up, a last ray of hope)
Really?

LOIS
Of course, that's what friends are for.

CONTINUED

82 CONTINUED

CLARK
(dashed again)
"Friends."

LOIS
(smiling up at him)
Here's to friendship.

She takes the glass from the table, raises it. There is about a half-inch of juice in it.

They both look at it sadly.

83 EXT. PRISON YARD

ESTABLISHING SHOT

LEX

This is how it ends for the greatest criminal mind of our time. Not with a whimper, mind you. Not with a bang. How do they choose to reward Lex Luthor the greatest genius in this world? Do they give him glory, do they give him treasure? What matter of fact do they give him?

GUARD

Life plus twenty-five. Luthor. Get to work.

OTIS

Don't feel bad, Mr. Luthor. It almost worked. I mean California almost threw up right in the ocean. Millions of people almost killed. If it hadn't been for that guy Superman - that overgrown boy scout...

LEX

I want my Liberace record back tonight.

OTIS

(What are you gonna do - with a guy like that)
(I mean, he flies around so fast and everything...)
DELETE IN CUTTING

CONTINUED

LEX

(Six pack of coke.)
DELETE IN CUTTING

OTIS

I mean they can't even trace that guy on that radar they got, every time they try he just flies off.

LEX

Where?

OTIS

North.

LEX

Why?

OTIS

To ski?

LEX

OTIS, your brain defies any known scientific laws in its infinite capacity to deteriorate. Every man has a vulnerable point. Some like you Otis, have more that one. I didn't see Superman's in time. But now through patience, invention and skill, my black box

is just about ready.

OTIS

Oh! That black box in our cell?

LEX

Shhhhhhh!

OTIS

That little black box, Mr. Luthor, I mean -- what's it for?

LEX

That little black box goes beyond any known conventional radar, it tracks Alpha Waves.

OTIS

Ahhhhhh -- Alpha Waves.

CONTINUED

84 CONTINUED

LEX

(I couldn't I. (I could have said it tracked Pasta Fagoli,))

(OTIS)

(Oh with garlic, Mr. Luthor, and that)
(butter, oh it's so good.)

DELETE IN CUTTING

LEX

Those Alpha will take me North... to his secret. And when I have his secret, I'll have Superman. (Slasher Fogelstein is a bedwetter.)

85 EXT. SPACE

View of the Earth and the Moon.

(NOTE: THE FOLLOWING SCENE IS PARTIALLY SHOT: all material on Moon surface etc. THE NEW MATERIAL WHICH FOLLOWS SHOULD BE INTERCUT WITH EXISTING FOOTAGE AS INDICATED.)

86 EXT. SURFACE OF THE MOON

WIDE SHOT: A joint mission of Russian and American ASTRONAUTS have just landed. There is a capsule that looks like the famous LEM, supported on four skinny, spider-like legs, with glowing metal ladders leading from its portal.

87 INT. HOUSTON NASA CONTROL CENTER - DAY

The familiar setting: banks of computers, TECHNICIANS and CONTROLLERS who monitor the ASTRONAUTS.

CLOSER ON TWO CONTROLLERS: One of them, standing by the monitoring device,

obviously bored, sips coffee from a paper cup. The second, his feet up, idly
leafs through a
Sports Illustrated, killing time.

FIRST CONTROLLER

(to the other guy)

Hey, you follow the bouncing ball for awhile, huh?
It's giving me a headache. Anyway, you'd better

check in on them.

CONTINUED

87 CONTINUED

The Second Controller reluctantly tosses his magazine aside.

SECOND CONTROLLER

Yeah, I keep forgetting about them.

(shrugs)

Well, everybody else had. After forty-five days.

(he tunes in his console,

speaks into microphone)

Houston to Artemis II, Houston to Artemis II,

come in please.

VOICE FROM CONSOLE (v.o.)

Howdy, Houston.

88 INT. LEM. CAPSULE - MOON SURFACE

In the LEM is an astronaut, NATE, who has been up there for forty-five days and
looks it --unshaven, haggard and bored.

VOICE OF CONTROLLER (v.o.)

(over LEM speaker)

Nate?

NATE

Yo!

VOICE OF CONTROLLER (v.o.)

How's it going up there?

NATE

All systems normal, Houston. Andy is out doing the
geological survey --

VOICE OF CONTROLLER (v.o.)

More rocks...

NATE

Affirmative. And Cosmonaught Boris is getting some
soil samples.

(pause, mild chuckle)

By the way, Boris and I are getting engaged.

VOICE OF CONTROLLER (v.o.)

I had a feeling about you guys when I saw your

Rorschach

tests.

CONTINUED

88 CONTINUED

NATE
(grinning)
Just a little down-home humour there, Houston.

VOICE OF CONTROLLER (v.o.)
Surface conditions unchanged?

NATE
(looking out porthole)
Well, it's mighty pretty out there. Mighty --
(suddenly sits straight up in his seat
with a look of absolute amazement;
he peers through the porthole)
-- pretty.

89 NEW ANGLE - POV: Through the porthole, Ursa drifts like a languorous,
undulating Rhine
Maiden, floating down through the darkness to the moon's surface -- a smiling,
siren a magical apparition.

90 INT. HOUSTON, NASA SPACE CENTER - DAY

SECOND CONTROLLER
Mighty pretty, right.
(a look at his colleague)
Listen, Nate --
(sharper)
Nate?
(no answer)
Nate? Hey, wake up, will ya?

91 INT. LEM CAPSULE, MOON SURFACE

Nate stares out the porthole, mesmerized.

NATE
(half-whisper; stunned)
That's it. Yeah, I'm dreaming.

CONTROLLERS VOICE (v.o.)
Come in, Artemis.

NATE
Yeah . . . well . . . uh, Houston . . . we seem to have
an . . .
an . . . unidentified flying . . .
(he still can't believe his eyes)
object.

91 CONTINUED

CONTROLLER VOICE (v.o.)
(more alert)
An unidentified --- ? What does it look like?

NATE
Well, sir . . . actually, what it looks like, I would have
to
say, it definitely looks like, like . . . a girl.

92 EXT. ANOTHER SECTION OF MOON

(AS PREVIOUSLY SHOT: URSA CONFRONTS ANDY AND RIPS HIS SUIT OPEN, KILLING HIM)

This scene is not typed out in the actual script, but is added here from the Tom Mankiewicz script for reference purposes.)

Astronaut Andy, in his bulky space suit and helmet, laboriously lifts some moon rocks, stands, begins loping back to his vehicle with them as Ursa suddenly lands in front of him. Andy recoils, his bug eyes clearly visible through his mask.

URSA
You.

ROBBIE
Ah . . . ah . . . yes. Ma'am?
(to himself)
I don't believe I said that.

URSA
What sort of creature are you?

ROBBIE
Ma'am, I'm just a person . . .
(pointing)
From Earth, you know? I'm just a man.

URSA
A man . . . (widening smile)

URSA suddenly reaches out, rips the space suit down the front, tearing a great gaping hole as easily as if she were ripping tissue paper. ROBBIE'S arms flail in the air. He quickly explodes (EFFECTS) from the pressure change. URSA grins.

93 EXT. OTHER SECTION OF THE MOON

(AS PREVIOUSLY SHOT: GENERAL ZOD CONFRONTS BORIS AND KILLS HIM)

This scene is not typed out in the actual script, but is added here from the Tom Mankiewicz script for reference purposes.)

Another astronaut, BORIS, his suit bearing the insignia of the USSR, is attached by a long hose to his vehicle as he kneels a few yards away in a crater, scooping up samples of dust and putting them in containers. CAMERA PANS: GENERAL ZOD suddenly pops out of the crater, vaulting over the lip, lands near the astonished BORIS who turns, babbling in Russian.

BORIS
(In Russian)

Who are you? Where did you

ZOD lifts BORIS' life-line in one hand and, using his fingers as a pair of scissors, simply snips it in two. Arms flailing, his screams echoing, BORIS rises like a balloon, his gravity pull destroyed as he floats up and away. ZOD watches him dispassionately.

ZOD
What a fragile sort of life form this is . . .

94 EXT. LEM

(AS PREVIOUSLY SHOT: ZOD AND URSA RETURN TO THE LEM. WITH NON,
THEY APPROACH THE SPACECRAFT.)

95 INT. LEM CAPSULE, MOON SURFACE

Nate stares out at the three - unable and unwilling to believe what he is seeing.

NATE

My god ---

Frantically he presses, again and again, a switch.

96 INSERT: His finger presses the button (or switch) marked "LAUNCHING
ROCKETS."

97 EXT. LEM CAPSULE, MOON SURFACE

(AS PREVIOUSLY SHOT, NON SHAKES AND BREAKS THE LEM. Overlay on soundtrack the following radio appeals growing more urgent:)

CONTINUED

97 CONTINUED

VOICE OF CONTROLLER (v.o.)
Artemis? Artemis, this is Houston. Come in, Artemis.
this is Houston. This is Houston calling.

98 INT. HOUSTON, NASA SPACE CONTROL CENTER - DAY

FIRST CONTROLLER

What's going on?

SECOND CONTROLLER

I don't know, lost contact.

FIRST CONTROLLER

(not perturbed as this is
obviously a common problem;
calls out kiddinglly:)

Somebody using a hair dryer in here?

SECOND CONTROLLER

(a bit more concerned

No, really.

(to mike:)
Artemis? Do you read me?

FIRST CONTROLLER
What'd he say before? He saw a girl?

SECOND CONTROLLER
I think he said a "curl."

FIRST CONTROLLER
What's a curl?

SECOND CONTROLLER
Isn't that what the old Canaveral guys used to call a comet
on an East-West trajectory?

FIRST CONTROLLER
How the hell would I know? I was in high school back in
those days.

CONTINUED

98 CONTINUED

SECOND CONTROLLER
(razzing him)
Boy, you sure look old for your age
(to mike:)
Artemis ? Artemis?

He keys up the volume: sounds of much static.

SECOND CONTROLLER
Sounds like the usual electrical interference.

(NOTE: AT THIS POINT, GO TO FOOTAGE PREVIOUSLY SHOT IN WHICH THE THREE VILLAINS
DISCUSS THEIR NEWLY FOUND POWERS AND THEIR REALIZATION OF THE YELLOW SUN etc.)

99 EXT. MOON SURFACE

ZOD, URSA and NON sit amidst the debris. They have decorated themselves with the
spoils: ZOD wears patches and NASA badges. URSA sports a NASA belt buckle, worn as
a brooch. NON, rocking as he sits, makes frightening noises of pleasure, pleased
with the mayhem he's caused.

URSA
(thoughtful)
Strange. I tore those metal fibers like
paper. And what he did . . .
(points at NON)
Was amazing!
(dawns on her)
Something is happening . . .

ZOD

Yes. To all of us. The closer we come to
an atmosphere with only one sun - a yellow
sun - the more our molecular density gives
us unlimited powers!

URSA
(They come from . . . Earth.) DELETE IN CUTTING
((points))
There . . .
(examines NASA buckle)
A place called . . . Houston . . .

CONTINUED

99 CONTINUED

ZOD
Then we must go there too.
(rises)
To rule. Finally - to rule!
(to URSA)
And then you shall have what you want.

URSA
(cold steel)
(Men. To destroy.) DELETE IN CUTTING

ZOD
And I will lead.

100 EXT. PRISON - NIGHT

It is curfew time. One by one, lights are extinguished throughout the prison yard.
The only illumination left is in the lit guard towers, which top the walls.

101 INT. CELL BLOCK - NIGHT - TRACKING SHOT

CAMERA TRACKS WITH PRISON GUARD as he walks the length of the cellblock making sure
the lights are out and all prisoners are safely in their cells. He marks the
information down on a clipboard.

GUARD
382 . . . check . . . 383 . . . check . . .

He passes LUTHOR'S cell as CAMERA HOLDS: LUTHOR and OTIS sit in the
far corner, clearly visible in a strange light. They are both reading.

CLOSER ON GUARD

The GUARD backs up, looks into LUTHOR'S cell, irritated.

GUARD
Lights out, Luthor.

Neither LUTHOR nor OTIS moves a muscle.

GUARD

I said Lights out!

Again no physical or verbal response. The angry GUARD unlocks the cell door, enters.

CONTINUED

101 CONTINUED

INT. CELL - NIGHT

LUTHOR continues to peer down at a book entitled: HOLOGRAPHS MADE EASY. OTIS reads a comic. The GUARD crosses angrily.

GUARD
You guys are about ten seconds away
from solitary, you know that?
(to OTIS)
Gimme that comic . . .

The GUARD reaches out to snatch the comic away from OTIS: his hand passes right through it as if the book were made of air. The GUARD stops, wide-eyed, steps toward LUTHOR who suddenly disappears completely. He turns back, steps toward OTIS. Now OTIS disappears, but LUTHOR has reappeared. The stunned GUARD looks down, sees he is standing in front of two beams of light. He swivels to find their source as CAMERA PANS: They are being projected from the corner by a small, complicated-looking holograph device.

102 (NOTE: The following is a revision of a sequence ALREADY SHOT, showing the cuts and including the addition of two new lines concerning the disposition of Otis.)

EXT. BALLOON, SKY - DAY

Luthor, in high spirits, gives Eve a kiss on the cheek. But she is clearly not happy, her old doubts settling in again.

LEX
Well done, Miss Teschmacher.

EVE
(glumly)
Why am I doing this? Why am I here?

LEX
Is this a philosophy seminar? No. This is getaway.

Luthor takes out his Black Box tracking device and starts working on it. Eve stares down over the edge of the basket.

103 VERY LONG SHOT - of this balloon sailing through the blue.

EVE
(upset)
Lex...Lex, how could you do that to Otis?

LUTHOR
(indifferently)
What else is ballast for?

104 CLOSER, TWO SHOT

LUTHOR
(changing the subject;
winningly, for him)
How would you like to take a little vacation? I mean
you've earned it, you know? You deserve it.

EVE
(Brightly)
There is some good in you, Lex, after all.

LUTHOR
You'll have to pack quickly.

EVE
(getting into it)
A bikini! I'll need to buy a new bikini, Lex.
(suggestively)
C'mon. After being cooped up in that prison,
haven't you thought about me in a bikini . . .once
maybe ?

LUTHOR
(flatly)
A parka.

EVE
You thought about me in a parka. That's sick, Lex.
Really.

LUTHOR
(settling back)
North!

He reaches under his coat, pulls out the Black Box again, sets it on his lap,
pets it.

LUTHOR
We're going North, Miss Teschmacher.
105 EXT. NIAGARA FALLS - DAY

CLOSE ON A WHITE TEXTURED SURFACE, WHICH FILLS THE SCREEN. At first it
looks like some piece of the frozen 'North' to which Luthor has just alluded. BUT
AS WE BEGIN TO ZOOM BACK SLOWLY. WE SEE that it is a great cataract of falling
water,
and what looked like ice is really the foaming and churning. CONTINUE TO PULL BACK
TO REVEAL that we are looking at the magnificent Horseshoe Falls of Niagara Falls.

CAMERA NOW PANS AWAY FROM FALL to a typical motel of the area. A flashy neon sign
coyly designed, proclaims Honeymoon Haven. Several cars are parked outside,

decorated with crepe paper ribbons and tin cans and 'Just Married' signs.

106 INT. OUTSIDE DOOR OF HOTEL - DAY

The BELLBOY puts the key in the lock. It's a heart-shaped key on a heart-shaped key ring.

He opens the door.

BELLBOY

(to Clark)

If you'd like to carry Mrs . . .

(checks the name on the
card in his hand)

. . . Smith over the threshold

CLARK

(awkwardly)

Huh? Oh, er

BELLBOY

It's sort of traditional. I can give you a hand
if you have trouble lifting . . .

LOIS

I'll walk, thanks.

She walks in, followed by CLARK and the BELLBOY.

107 INT. NONEYMOON HAVEN MOTEL SUITE - DAY

BELLBOY

Well, here you are.

REVERSE ON THE ROOM -- A triumph of bad taste, all velveteen and Formica,
heart-shaped cushions. In the center of the room is an open-hearth fireplace
with fake
plastic logs resting on some kind of gas jets; a chain hangs from the flue. On the
floor in front
of it is a bearskin rug complete with polar bear head.

CONTINUED

106 CONTINUED

BELLBOY

(very slick at this)

Is this your first visit to Honeymoon Haven?

(he winks)

Together, anyway?

CLARK

(stiffly)

Yes.

BELLBOY

Well, let me just show you some of our
special features.

He crosses to the fireplace, switches on a switch and immediately flames shoot up

from the
gas jets positioned below the fake logs.

BELLBOY

These are our "Flames of Love," exclusive with this motel in the area. Self-regulating, of course. If you want the flames to go higher, just pull this.

He tugs the cord and the flames grow higher.

ON CLARK -- In some ways, he will always be just a kid from Smallville.

CLARK

It is kinda romantic.

LOIS

In July???

NEW ANGLE -- The Bellboy goes on with his rehearsed pitch, as he opens the door, curtains, etc.

BELLBOY

For a nominal charge, our staff photographer will be happy to prepare a special souvenir album of your honeymoon stay. He'll photograph you in the heated swimming pool, in the solarium, and, if you wish, in some of our more intimate locations: the "tub for two" -

(gestures toward bathroom door)

-- on the bear skin rug -

(gestures toward the rug)

CONTINUED

107 CONTINUED

ON LOIS -- scowling, cynical, as she touched the "fur" rug.

LOIS

(half-aloud)

Gee, reel polyester!

BELLBOY

(his piece de resistance,
he reaches the bed)

And here's the -

CLARK

Right. Thank you.

(hands him a tip)

BELLBOY

Thank you, sir. And have a happy -
(with a dopey wink)
whatever.

And on that note he leaves them alone.

108 CLARK sits on the bed which starts to vibrate. He jumps up in surprise.

TIGHT ANGLE -- Beside the bed, on a table, is a box with a coin slot. The legend on it reads:

'Magic Fingers'

Vibrating Bed
Deposit Quarters
For One hour

CLARK
(to himself)

'Magic Fingers.' Fifty cents.

LOIS
(ruefully, while unpacking)
Hah, some guys say I have magic fingers.

CLARK
(completely misunderstanding,
totally sincere)
Oh, you're a great writer, Lois, nobody doubts that.

CONTINUED

108 CONTINUED

C.U. LOIS -- The expression on her face says it all.

LOIS
Yeah, thanks. . . . I mean, really! Posing as
newlyweds to uncover the honeymoon racket
in Niagara Falls.
(indignantly)
I mean, . imagine wasting a great reporter -
(quickly)
-- uh, reporters -- on this.
(a moue of disgust)
Perry White and his Sunday Magazine exposes.

CLARK
(earnestly)
But this should be exposed. They get kids here who
are just starting out in life and they take them for
every nickel they can get. That's what Perry says.

As he discovers a bucket of Champaign on the TV with a little card beside it:

CLARK
(rather impressed)
On the other hand . . .this is pretty nice.
"Complimentary champagne." And look
at this.

He holds up a cellophane-wrapped orchid.

CLARK
(brightly)
A "complimentary corsage."

LOIS

(ever the cynic)
Oh sure, everything is complimentary.
Until you get the bill.

He unwraps the orchid and brings it to her, rather shyly. MOVE IN TIGHTER.
She stands
stands stiffly as he puts it on.

CONTINUED

108 CONTINUED

CLARK
I was. . . uh. . . just wondering about
the... .the... .
the uh, arrangements.
(turning away: blurting it out)
Sleeping arrangements.

LOIS
Mr. Smith -
(with a smile and flourish
towards the sofa)
-- the "complimentary couch."

109 EXT. LOOKOUTPOINT, NIAGARA FALLS - DAY

ON A SMALL BOY romping rather abandonedly near an iron guard rail as we hear:

MOTHER (o.s.)
Jason! Watch out!

As she appears and grabs him none too gently, PULL BACK TO SEE that we are at a vantage point overlooking the Falls. The fence of parallel iron bars keeps the TOURISTS, who are looking through binocular machines from falling over the edge.

VARIOUS SHOTS: The area is filled with FAMILIES, snapping away with Instamatics, and NEWLYWED COUPLES, all holding hands. Not far away is a hot dog stand doing a brisk business.

A fine mist rises from the Falls and hangs in the air. People are constantly wiping their glasses and talking a blue streak.

110 CLOSE ON LOOKPUT POINT AREA where Clark and Lois are standing, wearing shiny new wedding rings, doing their newlywed number.

CLARK
We should be holding hands. They're all
holding hands.

Almost every couple around them holds hands as they look at the Falls.

FAVORING LOIS

LOIS
Afraid to let go, probably. When they
let go, they head for the lawyer.

CONTINUED

110 CONTINUED

FAVORING CLARK -- eyeing the couples rather wistfully.

CLARK
I don't know, they look pretty happy to me...

LOIS
(cracking wise)
That's because you can hardly see through
those things.

111 NEW ANGLE, CLOSE: His glasses are indeed completely misted up. Having X-Ray
vision,
he's never even noticed.

LOIS
(taking a handkerchief
out of her purse)
How can you walk around like that?

And so saying, she snatches the glasses off his face. he stiffens, afraid that he
might suddenly look a lot like Superman to her.

But she isn't even looking at him. She is busy cleaning his glasses and talking a
blue streak.

LOIS
You really should pay attention to things like
that, Clark. I know it sounds corny, but my
mother always says, you only get one pair
of eyes ----
She smiles up at him.

LOIS
Here. Don't say I never did anything for you. I'll
even let you keep the handkerchief if ---

C.U. LOIS: She is just about to set the glasses back on his nose when she gets her
first look at him without them. She does a tiny, quizzical take.

C.U. CLARK -- Aware he is being scrutinized. He holds his breath.

She cocks her head and leans towards him inquiringly, when:

112 Suddenly, little Jason runs INTO FRAME darting between them. He is one of

those kids who
just can't stand still. Lois is jostled and completely distracted by this
interruption. Clark is
vastly relieved. He casually retrieves his glasses and puts them back on as Jason's
FATHER,
this time, retrieves the hyperactive child.

FATHER

Jason!

(to Clark and Lois)

'Scuse me.

The father wears a gray suit similar to the one Clark wears .

113 Lois watches as he hauls the kid away.

LOIS

(turning back to Clark)

Hey, are you hungry? I'm hungry.

CLARK

(secure behind his glasses

again, he smiles at her)

Lois, you're amazing.

LOIS

Aw, c'mon -- anybody can get hungry.

CLARK

No. I mean here you stand with one of nature's
most awesome spectacles and the whole time
you've had your back to it. Aren't you impressed?

LOIS

Frankly, once you've seen Superman in action,
Niagara Falls tends to leave you cold.

CLARK looks in the direction of the parking lot and Hot Dog Stand.

CLARK

(getting the message)

Two hot dogs -- coming up.

He turns and goes.

LOIS

And orange juice...but only if it's freshly
squeezed.

114 ON JASON -- now standing very dangerously between the iron bars of the
guardrail. All this is for someone's benefit as he calls out:

JASON

(big impish grin)

Hey, becha can't do this!

Suddenly he loses his footing and almost goes over. His mother screams. But:

115 A gray-suited arm shoots INTO FRAME, pulling him to safety. PAN UP THE ARM TO REVEAL that it's not Papa, but Clark.

CLARK
(big brotherly)
Hey, Tarzan, this isn't the jungle.

Mother now grabs Jason away as if Clark were about to molest him.

116 TWP SHOT -- MOTHER AND JASON

MOTHER
Didn't I tell you never to talk to strange men?

And with that she deals him a resounding smack. As the kid howls, PAN TO LOIS, watching it all, appalled. As she shakes her head:

117 EXT. HOT DOG STAND, NIAGARA FALLS - DAY

With a little sigh, Clark gets on the end of a very long line. As he waits patiently, bored.:

118 EXT. LOOKOUT POINT, NIAGARA FALLS - DAY

FAVORING LOIS AND JASON -- The boy dangles through the bars, doing bits for the benefit of Lois. She watches him with dismay, unwilling to alert Mama, who will only wallop him again, but very nervous about the show she is getting.

ON LOIS - looking at him disapprovingly.

ON JASON -- A high kick or two and a quick grin, when suddenly his hand slips. The grin turns to a terrified cry as he plummets down the Falls.

119 FOLLOW HIM as we hear o.s., his mother's piercing scream. He tumbles through the air, arms splayed out, clutching at nothing, and now there are other screams, pandemonium above, off screen.

120 NEW WIDER ANGLE: Suddenly a blue streak zooms out of the sky. It is Superman, swooping up the kid just before he hits the rapids.

121 ON LOIS -- watching, thrilled.

LOIS
(cheering)
way to go, Superman!

IN QUICK CUTS:

122 1. CUSTOMERS deserting the hot dog stand in droves rushing to see the rescue.

123 2. FOLKS crowding the binocular machines, focusing them to see Superman, who is now

flying up with the kid.

124 3. OTHERS cheering and applauding as Jason is brought back to his near-hysterical mother.

125 CLOSER -- as Superman sets Jason, safe and sound, on terra firma.

JASON

(he loved it)
Again! Again!

SUPERMAN
(with a wink)
Sorry. Only one ride to a customer.

And off he soars to the click of cameras and more cheers.

126 ON LOIS -- waving frantically to attract his attention.

LOIS
Hey, wait! Superman, it's me. It's Lo--
Too late. He's gone. As Lois stands there dejectedly.

MOTHER (o.s.)
Now you're gonna get it!

Sound: A smack. Next sound: A howling child.

Lois pays it little attention. She is busy putting two and two together.

LOIS
(miffed)
Well! Hello and goodbye. What's his hurry?
I mean, since he happens to be in Niagara
Falls -

CONTINUED

126 CONTINUED

LOIS (cont.)

(that strikes her)
Just happens to be here? Isn't that funny...
(suddenly)
Clark...
(considering)
And Clark isn't here...
(the light dawns)
...as usual.

127 EXT. BEHIND HOT DOG STAND, NIAGARA FALLS - DAY

Now a deserted area, everyone having hurried off to see the action. Superman lands.

FOLLOW HIM as he moves toward the hot dog stand and reappears from behind it as CLARK KENT complete with suit, glasses.

He is all alone with a tray of hot dogs. Finally with a little shrug, he picks up

two of them
and starts back. He gets about four feet away and then the honest afterthought hits him. He steps back to the counter, fishes in his pocket, and leaves a dollar laying there.

128 EXT. LOOKOUT POINT, NIAGARA FALLS - DAY

TWO SHOT -- As the crowd behind disperses, still excited, Lois is intent only on her own conversation with Clark.

LOIS

Where were you?

CLARK

(handing her a hot dog,
very defensively)

I was getting hot dogs. What do you mean?

LOIS

(not giving an inch)

I mean it strikes me funny that every time Superman comes around, you disappear.

CLARK

(trying for casual)

Superman? Oh, was he here?

LOIS

And you weren't. As usual. What do you say to that?

CONTINUED

128 CONTINUED

CLARK

You've got mustard there, on the corner of your --

Lois wipes it off. She won't be talked out of this now.

129 BEGIN TO TRACK WITH THEM as they walk away from Lookout Point and along the path that runs alongside the churning, rapid-ridden Niagara River.

LOIS

(elaborately conversational)

Y'know I never started to put it together before, Clark. And that's funny because a good reporter isn't supposed to let anything slip by her. But I'm beginning to get it now

Clark looks more and more nervous the closer she gets to it.

CLARK

(trying to fake her out)

Lois, I don't have the vaguest idea -- as usual -- what you're --

LOIS

(cutting through it)

Don't fake me out, Clark.
 (pause)
Or whoever you are.

CLARK
Whoever, I
 (acting "patient")
Look, maybe you ought to take a walk and clear
your head. I'll meet you back at the motel.

Desperate to get out of this tight spot, he turns and starts to walk away.

NEW ANGLE -- Clark, in f.g., coming TOWARD CAMERA. Lois is behind him. She
watches him walk a few steps and then drops the bombshell.

LOIS
 (very quickly)
What's your hurry, Superman?

WE CAN SEE his reaction, but she can't. Then he turns to her.

CONTINUED

129 CONTINUED

NEW ANGLE - MED TWO SHOT

CLARK
 (doing "incredulous")
Who ????

LOIS
 Listen, I've got to give you credit. Your disguise
is nearly perfect. I mean, if you fooled me, and I
am nobody's fool --

CLARK
 (braving it through)
No, of course not, Lois. You just get carried away
sometimes. Believe me, I understand --

Lois' expression sets. She turns and walks out onto the little bridge that
crosses the churning
rapids. Clark follows her anxiously.

130 EXT. BRIDGE - DAY

CLARK
 (still trying)
You've been under a lot of pressure lately -

LOIS
 (won't be put off)
Uh-uh.
 (she comes to a halt in the
 middle of the bridge)
Listen, I'll tell you what. You say I'm wrong. And I
say I'm right. So why don't we make a little bet on it?

CLARK
How could you win a crazy bet like --

TIGHT C. U. LOIS -- She couldn't be more serious.

LOIS
Because of what I'm betting.
(pause)
My life.

CLARK
What??

CONTINUED

130 CONTINUED

NEW ANGLE, FAVORING LOIS

LOIS
You heard me. I'm so sure you're Superman, I'm
going to stake my life on it. If I'm right, you'll turn
into Superman . . . and if I'm wrong . . .
(true grit)
. . .well, then you'll have one hell of a story.

CLARK
(laughing it off)
You've got some imagination, Lois. For a minute
there you almost had me convinced.

He starts to walk off the bridge. She doesn't budge.

CLARK
I say "almost" though, because no one is actually
foolhardy enough to do a goofy thing like --

ON LOIS -- A defiantly mischievous grin on her determined face.

LOIS
(almost singing it)
Bye- bye, baby.

And with that she calmly climbs over the bridge rail and before the disbelieving
eyes of
Clark Kent, jumps into the raging Niagara river.

131 WIDE SHOT, ANGLE DOWN -- Staying afloat in these rapids is much more
difficult than Lois imagined. She is struggling. On the opposite bank is a great
tree, one massive half-dead branch hanging out over the water.

132 C. U. CLARK

CLARK
Lois!

133 ON LOIS -- in the water, panicked.

LOIS
Help! Superman!

134 ON CLARK -- in a real quandary.

CLARK

Now what do I do?

As he looks around, desperate for a solution, he sees:

135 HIS POV: the dangling half-dead branch sticking out from the tree across the way.

136 C. U. CLARK -- Now he knows what to do.

137 EFFECTS: He beams a ray of intense Heat-Vision at the rotting branch and burns it through. It drops off, tumbling into the swirling current. It floats wildly downstream towards Lois.

CLARK (o.s.)

Lois! Lois, grab hold! Grab that branch!

138 Struggling against the strong current, she manages to get hold of it.

139 ON CLARK: Quietly, he exhales a great gust of Super-Breath.

140 EFFECTS: (ON THE RIVER) This blast of air, like a sudden favorable breeze, sends the branch with Lois holding onto it shooting across the river, right up to the bank and dry land.

141 NEW ANGLE -- Clark comes running off the bridge clambers down the side of the bank to help pull her to safety.

142 He grabs the other end of the branch she is clutching and is using it to hoist her to safety.

143 He has no sooner got her close to dry land again then he loses his own footing . In a very convincing and very undignified fashion, he tumbles into the drink himself.

LOIS

(in dismay and disbelief)

Oh Clark, no!

CLARK

(making a great show of
wildly thrashing about

in the water)

Lois, help! I can't --

(starts to go under)

I can't swim -- !

Lois holds onto the bank, extending the branch she is still holding from her own rescue.

CONTINUED

142 CONTINUED

LOIS
Here!

Clark reaches and misses.

LOIS
(frantically)
Come on, Clark! Get it, for God's sake! And
hang on!

He finally manages to grab hold.

LOIS
That's it! Okay, take it easy now, I've got you . . .

143 With a great effort, she hauls him up onto the riverbank. He looks as wet, bedraggled and miserable as she does, except that on her it's adorable. Lois looks him up and down and shakes her head ruefully as he stands there dripping.

LOIS
Look what I thought was Superman.

Clark shrug and smiles sheepishly.

144 EXT. HOUSTON - DAY

WIDE LONG SHOT: A bleak, scrubby landscape. A smallish lake in the center of it.

Zod, Non and Ursa fly down spaced widely apart, and land on various areas of the region.

Non and Ursa are on one side of the lake, General Zod on the other.

ON ZOD - contemplating a vista that is less than thrilling.

ZOD
So this is the planet Houston . . .

URSA
(calling from across the lake)
What shall we do now?

ZOD
Stay. I will come to you.

ZOD -- He starts to walk towards URSA and NON and steps off the bank into the lake. To his surprise, he quickly finds himself up to his waist in cold, wet water.

CONTINUED

144 CONTINUED

ZOD

(thinks it over, feels it)
HMMMMMMM.

He walks forward again. But this time he walks on the water instead of in it.

145 We CUT to another part of the lake and see the reaction t ZOD'S feat on the face of an elderly FISHERMAN, sitting in boat concealed by some reeds.

146 FAVORING URSA AND NON - Behind them, in b.g. we see ZOD walking across the water towards them. As URSA looks around:

Sound: the hissing rattle of a rattlesnake.

URSA looks in the direction of the snake.

148 ON THE GROUND -- A few feet in front of her, a rattlesnake has crawled from beneath a rock. His head rises up, his tongue flicks menacingly, his tail rattles. URSA looks curiously at this unknown visitor.

URSA
(bemused)
A primitive sort of life form . . .

She picks up the snake.

149 INSERT: the rattler, furious, hisses and strikes. Its fangs sink quickly into URSA'S wrist.

150 FAVORING URSA - Unhurt, but annoyed, she throws it to the ground. She scowls and glowers at the snake.

EFFECTS: A beam of Heat-Vision emanates from eyes, striking the rattlesnake and instantly immolating it and the surrounding grass. It is as much of a surprise to URSA as it was to the snake.

151 WIDER SHOT - ZOD has arrived.

URSA
(immensely pleased with her
stunt, she turns to Zod)
Did you see that? Did you see what I did?

CONTINUED

151 CONTINUED:

ON ZOD -- not particularly impressed.

ON NON quite impressed in his dumb, brutish way. He looks at the carcass of the burnt snake, then at URSA, trying to puzzle it out. He touches this thick fingers to his eyes, attempting to figure the trick. His brow knots in concentration.

WIDER ANGLE -- She looks at the dead snake on the ground.

URSA

(wanting to impress Zod)
Remarkable! I have powers beyond
reason.

ZOD

(world-weary)
We all have them, my dear.

Ursa looks a little put out at his lack of response. As he turns away to look about the terrain.

ON NON -- concentrating fiercely on the abandoned snake, he narrows his eyes, tries to make Heat-Vision happen. But nothing comes. He picks up the carcass, holds it in front of his face, scowls exaggeratedly and tries again. He grunts with the effort.

But to no avail. NON is frustrated. He tries again.

CUT TO:

152 INT. LIVING ROOM, HONEYMOON HAVEN MOTEL SUITE - DAY

C.U. Fire flames in E.C.U.

Th curtains have been drawn. Lois, in a voluminous terrycloth bathrobe, sits on the bearskin rug, brushing out her long hair in front of the fire. She reaches over and pulls the cord to raise the "Flames of Love." As the flames shoot higher, PULL BACK TO REVEAL Clark, now in shirt and slacks, leaning on the mantelpiece. In the firelight she is warm and beautiful and he looks down at her adoringly.

LOIS
(rattling on)
God, I must've looked like a idiot -
jumping in the river to wait for Mister
wonderful.
(smarting)
Who obviously had better things to do.

CONTINUED

152 CONTINUED:

She gets up, still talking, leaving her hairbrush on the edge of the fireplace. She crosses to the dressing table, sits on the red velvet stool and gazes in the heart-shaped mirror.

LOIS
(embarrassed)
I'm so embarrassed. Promise you'll never
tell anyone?
(pushing things aside on
the dressing table, hunting

something)
I know I had a comb here somewhere.

ON CLARK: He looks at the dressing table.

153 EFFECTS: X-RAY VISION

POV: The comb is in a top drawer, under a scarf.

154 ON CLARK: Who, of course, says nothing about it.

EIDE ANGLE - Lois is still hunting for the comb as she speaks.

LOIS
And then thinking you were - I mean, if
Perry White ever heard about this . . .
(she shudders to think, then
looks around in mild frustration)
Swell. I've not only lost my mind. I've
lost my comb.
(holding out her hand)
Pass me that brush over there, will you?

He walks toward the "Flames of Love" but he can't take his eyes off her. As
he takes another
step, he trips over a totally unexpected obstacle - the great open-jawed bear head
of the rug.
he falls forward, sprawling, and his hand plunges right into the flames.

Lois screams, jumps up from her chair.

Clark pulls his hand out of the fire quickly.

She runs to him, dropping on her knees beside him.

LOIS
Oh my God! Your hand -

She takes it, terrified, and looks at it.

155 INSERT: The fist is closed.

Tenderly, she unfolds it, baring the palm. There are no burns, no marks at
all.

156 TIGHT TWO SHOT - She looks down at it in wonder, then up at him.

LOIS
(almost awed)
It's true. It's true.

CLARK
Lois, I . . .

LOIS
(trying to hold in
her exultation)
I was right. you are Superman.

CLARK
Oh come on, that's ridic -

But he can't finish the sentence. He jumps up and turns his back on her in anguish and frustration.

Lois, a bit hesitantly goes over to him and gently touches his back.

LOIS
(small voice)
I'm . . . sorry?

Clark turns back to her, very serious, very upset.

CLARK
You don't have anything to be sorry about.
("kicking himself")
How could I . . .

LOIS
Maybe you wanted to.

CLARK
I didn't think I wanted to.

LOIS
(tentatively)
Well, not in your mind, but maybe . . . deep
in your heart . . .

CONTINUED

156 CONTINUED

MOVE IN CLOSER TO THEM

CLARK
We'd better talk.

LOIS
(quickly)
I'm in love with you. How do you feel?

CLARK
We'd better talk.

LOIS
I'm listening.

CLARK
Not here, Perry'll be calling at six to find out
what's happening.

LOIS
(tender smile)
"What's happening." Oh, is that the understatement
of the year. Well, so . . . where do you want to . . .
talk?

CLARK
I guess it would be all right if -
 (making a tough decision)
Lois, now that you know me, I think you ought
to know it all.

She comes very close to him.

LOIS
I want to.

CLARK
 (his voice suddenly
 filled with emotion)
Let's go to my place.

She lays a gentle hand on his arm. he looks down at it and then at her.

CONTINUED

156 CONTINUED

CLARK
 (quietly)
Let's go to my place.

LOIS
 (enchanted)
Your place?
 (glancing down at herself
 in the bathrobe; a small,
 warm smile beginning)
Maybe I should change,
 (a pause as she looks at
 him in his "civvies")
Maybe you should, too.

Clark smiles; they look in each other's eyes as the CAMERA MOVES IN. Over
this we
HEAR LUTHOR (o.s.)

157 (NOTE: The following sequence is composed of three elements:

- a. new voice-over material for Luthor and Eve.
- b. new material for Lara and the various Elders
who appear on crystals in the fortress.
- c. previously shot material for Luthor and Eve in the Fortress.

The first section below is new dialogue to be laid over the previously shot
LONG SHOTS of Luthor and Eve on the snowmobile moving across the arctic
landscapes.

The middle section, inside the Fortress, consists of a scene already shot
involving Luthor and Eve wandering around the place, finding the crystals
etc.

Following that, beginning with the first materialization of Krypton Elders on the

crystals, we
combine new material with old. The key is simply this: all lines and reactions by
Luthor and Eve have been previously shot and are to be intercut with new material.
For purposes of clarity, we have re-typed these already shot lines again.

The final sequence consists of new dialogue to be laid over the previously shot
LONG
SHOT of Luthor and Eve seen from behind, leaving the fortress on the snowmobile.)

EXT. FROZEN LANDSCAPE - DAY

LONG SHOTS of Luthor and Eve on the Snowmobile heading toward the Fortress:

CONTINUED

157 CONTINUED

LUTHOR
Mush! Mush!

EVE
(profoundly annoyed)
Look at this! Snow. Ice. Your idea of a
good time.

LUTHOR
A good time! Is that all you care about?!

EVE
I wouldn't know. I've never had one.

158 OMITTED

(AT THIS POINT, GO TO PREVIOUSLY SHOT FOOTAGE as indicated in script of 26
September, 1977, beginning with SHOT 346 ON PAGE 288/289, continuing with SHOT
347, 348, 349, ending on Page 294 as Luthor puts in the first crystal. Dialogue
cuts to be made within this existing footage are marked on separate pages.)

159 FORTRESS OF SOLITUDE. Old Sc. 348/9

EVE
This way Lex.

LEX
It' s fantastic! ----- This place is genius.

EVE
Genius! -- Lex.

LEX
I'll be alright.

EVE
No, me, me, me. Thank you.

LEX
It's beautiful.

EVE
It's beautiful.

CONTINUED

159 CONTINUED

LEX
It has everything.

EVE
Wrong.

LEX
Why didn't you go before we left?

EVE
That was two days ago. Frankly, I think this place is a bit boring. It's all white. Why doesn't the guy put up some posters? Maybe some bullfight things . . .

LEX
It's beautiful.

```
(           EVE           )  
( Beautiful.             )  
(                         )  
(           LEX           )  
( Don't touch anything.  )  
(                         )  
(           EVE           )  
( Don't touch anything -- Ice.      )  
(                         )  
      DELETE IN CUTTING
```

LEX
Ice ----- It's not ice.

EVE
It's not ice.

160 ANOTHER ANGLE

Suddenly: The light changes in the Fortress. A disembodied voice booms out:

VOICE (o.s.)
Crystal 914. Cogitations of the Elder
Kron-Dar.

CONTINUED

160 CONTINUED

The giant head of one of the KRYPTON ELDERS materializes.

KRON-DAR
The virtuous spirit has no need for gratitude
or approval . . .

LUTHOR
What the ---?

Eve takes a step back, frightened.

KRON-DAR
Only the certain conviction that what has
been done is right . . .

LUTHOR
Are you here?

KRON-DAR
The greatest virtue is that which ignores any
thought of personal aggrandizement or reward . . .

LUTHOR
(catching on)
Ahhhh, he's not here! He speaks from the
past! Cute, very cute. . .

KRON-DAR
If we accept that which serves the general good
invariably serves the individual as well . . .

Luthor yanks the crystal out.

LUTHOR
So much for Moral Rearment. Give me
another one.

As he puts it in, the disembodied voice again is heard:

VOICE (o.s.)
Education crystal 108. Literature of
primitive cultures.

161 The image of a SECOND ELDER materializes.

SECOND ELDER
"Trees" by Joyce Kilmer of the planet Earth.
"I think that I shall never see/ A poem as
lovely as a tree/ A tree whose branches wide
and strong . . .

Luthor yanks it out.

162

EVE

I like trees.

LUTHOR
So does your average cocker spaniel.
Give me another one.
(points)
Under . . . the big one there.

He puts this Krypton crystal in.

163 Suddenly the image of Lara materializes, floating in the vast space of the Fortress.

LARA
Kal-El, my son -

EVE (o.s.)
It's somebody's mother!

LARA
-- as the keeper of the archives of Krypton, it falls to me to tell you of the darkest episode in our planets history.

LUTHOR
Now This I want to hear.

LARA
For many eons the peoples of our world have lived together in harmony. Then there appeared among us three anti-social elements - what on Earth are classified as "criminals."

CONTINUED

163 CONTINUED

LUTHOR
(off-screen)
My kind of people.

LARA
The three proved - after exhaustive efforts - incapable of rehabilitation. Now as you know, we had no death penalty -

LUTHOR
Sensible enough.

LARA
And so our scientists constructed, from an irreversible mathematical equation, the Phantom Zone. In it we imprisoned these three arch-villains for all eternity.

LUTHOR
No possibility for parole?

LARA
The Elders have, of course, thought long and hard about that question.

LUTHOR
(pleased)
I asked the right question.

LARA
(uneasily)
The one danger we have considered is that the Phantom Zone might - we cannot predict - just might be cracked by a nuclear explosion in space. I cannot say I am glad you asked me that -

LUTHOR
I didn't ask her anything . . .

NOTE: Hackman to loop "her" in place of "him" here.

CONTINUED

163 CONTINUED

LARA
-- because we do not know what could be done if they were to escape.
(troubled)
On Krypton these villains were uncontrollable. On Earth each of them would have the same powers you have.
(lets that sink in; then)
The first of these three - and their leader - was General Zod . . .

164 The great C.U. of Zod, exactly AS SEEN IN THE BEGGINNING OF THE FILM, DURING THE TRIAL, APPEARS ON SCREEN. ONCE AGAIN THE VOICE OF THE PROSECUTING ELDER SPEAKS THE SAME WORDS WE HEARD BEFORE:

VOICE OF ELDER
General Zod. A warped, would-be dictator.
His only feeling is contempt . . .

As we realize they are to hear and see what WE have already heard and seen

DISSOLVE TO:

165 EXT. FORTRESS - DAY

Over the LONG SHOT of Luthor and Eve riding away from the Fortress in the snowmobile:

LUHTOR
(excitedly)
That explains those three new Alpha Waves
I've been getting! It's them! They're coming!
Coming to your neighborhood theatre!

EVE
Not mine, Lex. I don't want any part of this.
Those people are scary.
(adamantly)
Call me when it's over.

CONTINUED

165 CONTINUED

LUTHOR
You'll miss the battle of the century!

EVE
Good. My heart can't take it.

LUTHOR
Your heart, Miss Teschmacher? I never
knew you had one.

They ride off into the distance.

166 EXT. EAST HOUSTON OUTSKIRTS - DAY

A patrol car with a red dome light on its roof comes down the road.

167 INT. POLICE CAR - DAY

The town's TWO POLICEMEN sit in the front seat. The driver is the DEPUTY, in his late 20's. Seated beside him is the SHERIFF, a paunchy guy in his 40's. They are both, in current parlance, real shit-kickers,

As we meet them, they are in the middle of a conversation.

SHERIFF
Me, Spring.

DEPUTY
Not me. I'm summer.

SHERIFF
(this strikes him
as damned odd)
Summer?

DEPUTY
Summer.
(explaining)

Y'know it gets real warm and everything . . .

SHERIFF

(he thinks it over awhile,
then makes up his mind)

Nope . . . Spring's better, That's my
feelin' on it.

CONTINUED

167 CONTINUED

DEPUTY

Suit yourself.

They spot the villains on the road.

168 POV: Up ahead on the road, Ursa, Zod, and Non are ranged across the asphalt,
waiting.

DEPUTY

I don't know, but from the look of 'em,
I'll bet they're from Los Angeles.

He blows the horn, as the car gets closer to them.

169 EXT. EAST HOUSTON ROAD - DAY

The three stand, unmoving, as the car approaches.

SHERIFF

Hey, y'all get your butts outta the road!

The horn blows insistently, the red light goes on in the revolving dome.

ZOD

I like the globe that flashes red like our
Krypton sun. But not this irritating noise.

He strides toward the car.

ZOD

(imperiously)
Make way!

170 INT. PATROL CAR - DAY

SHERIFF

Did I hear right? Did that summabitch give
me an order?!

(to deputy)
See to it, Duane.

DEPUTY

But --

CONTINUED

170 CONTINUED

SHERIFF
Y'all better learn to kick ass if you wanna
be a peacemaker.

The Deputy unclips from its rack their sawed-off shotgun. Then he opens the door and steps out.

171 EXT. EAST HOUSTON ROAD - DAY

The three step closer as he emerges.

DEPUTY
Awright, just what in the hell --

Ursa touches the badge on his shirt front curiously.

URSA
What is this symbol? Do you follow
another leader?

DEPUTY
(confused)
Follow the Leader . . . ?

She rips the badge off and pins it on herself, adding to her purloined NASA patches.

DEPUTY
(stunned at the effrontery)
Holeee skunk sweat!

He raises the shotgun, points it at them.

ON THE CAR, FAVORING THE SHERIFF: watching circumspectly.

The three have no reaction at all to the raised shotgun. Zod looks at it curiously.

ZOD
A weapon of some sort?

172 EFFECTS: As Zod stares intently at the shotgun, the weapon jerks out of the Deputy's hands and levitates in the air. Directed by Zod's gaze, it slowly floats in mid-air and moves a few feet toward the General, presenting itself barrel first.

173 MED. C.U. DEPUTY -- dumbfounded.

DEPUTY
How in hell did you do that??

174 ON THE CAR: The Sheriff is practically wetting his pants.

175 Now Zod, with dispassionate and scientific curiosity grabs hold of the gun with one hand and reaches toward the trigger with the other. Remember, it is pointing right at his chest.

He pulls the trigger.

Bang! The gun fires.

176 QUICK C.U. NON -- Delightedly surprised by the explosion, like a child watching a firecracker for the first time.

177 ON ZOD -- The bullets have no effect on him.

178 REACTIONS: SHERIFF AND DEPUTY, both awe-struck, incredulous, terrified. The Sheriff ducks down under the dashboard, fearing the worst.

DEPUTY
Jesus H. Christ!

Done with it, Zod tosses the shotgun on the ground. It rolls under the car.

ZOD
(to Ursa)
Crude noise-maker . . .

179 Exactly why Non like it. He wants to try. he grabs hold of the under-carriage of the car and lifts it easily, simply to get the gun beneath it, c.f. baby Superman in Kansas (Pt. I)

180 INT. CAR - DAY

The Sheriff, frightened to death, is flung against the door.

181 EXT. EAST HOUSTON ROAD - DAY

With a grunt of satisfaction, Non retrieves the gun. He simply drops the car.

182 ON THE CAR -- The Sheriff inside, and lands, bouncing at the side of the road.

183 ON NON -- He lumbers over to the car, now distracted by another toy. Leaning over, he tips the red glass dome light from the roof and holds it out to Zod, as an offering.

184 Zod, uninterested, turns away.

185 EXT. SKY - DAY

MUSIC: The love theme soars.

MED. LONG SHOT: And so does Superman, as he flies through the sky with Lois in his arms. Suddenly, in an excess of exuberance he swings into a great loop-the-loop. Lois shrieks and clings to him even tighter, like a young girl on a roller coaster. Superman grins and hugs her to him protectively, like her young swain on the roller coaster. HOLD CAMERA STATIONARY as they fly off, getting smaller and smaller, a joyously cartwheeling dot that disappears in the blue.

186 INT. FORTRESS OF SOLITUDE - DAY

FULL SHOT -- Superman and Lois land at the door of the Fortress. He sets her gently on her feet.

CLOSER as he steps down, then turns to see Lois still standing there, dazzled by the crystalline structure.

SUPERMAN
(holding his arm
open to her)
You must be freezing.

LOIS
I must be. But I'm not.
(looking around, filled
with wonder)
Your home. This is your home.

SUPERMAN
Well . . . it's been more like a fortress than
a home.
(he takes her hand,
leads her inside)
Until now.

187 EXT. MAIN STREET, EAST HOUSTON - DAY

A general store, and beside it, a billboard. Next to that, a little post office, with a flagpole in front of it flying the American flag. Next to that a saloon. On its roof is one of those rather elaborate TV antennas used in faraway small towns like this to bring in a decent picture from the transmitter. next to that a wooden building that might be garage or a former stable.

ON A TWELVE YEAR OLD BOY, sitting on the steps of the Post office, reading a comic book. This is WILLIE. As he turns a page and idly glances up, his jaw drops.

188 PAN WITH HIS GAZE, past a pick-up truck loaded with crates of turkeys and parked in front of the saloon, to SEE what amazes Willie: It is Zod, Ursa, and Non who have come to town.

AS Zod and Ursa stride into the saloon, HOLD ON NON, who still carries the glass domed police light. From the intensity of his self-absorbed expression, we can tell he is still trying to puzzle out this Heat-Vision routine.

He stops and focuses on the open wooden tailgate of the pick-up truck. he narrows his eyes in imitation of Zod and grunts with effort.

189 EFFECTS: A feeble, pitiful beam of Heat-Vision finally emanates from his eyes. it strikes the tailgate and chars a small, smouldering spot, much like a child's woodburning kit.

By George, he thinks he's got it! As Non growls with satisfaction.

190 INT. SALOON, EAST HOUSTON - DAY

A dim light hole-in-the-wall joint. THREE BURLY GOOD OLD BOYS are putting back beers at a center table. In between chug-a-lugs, two of them, sleeves rolled up to bare arms like trees, are arm-wrestling. After considerable straining, WRESTLER ONE (J.J.) forces the arm of WRESTLER TWO (Boog) down on the table.

J.J.
(in triumph)
See there, Boog. Just 'cause you're ugly
don't mean you're strong.

He picks up his beer mug in his massive mitt and then slowly sets it down again as he notices Zod and Ursa in the bar.

BOOG
(seeing them)
Oh my God! The circus is in town!

GUY AT THE BAR
Hey, J. J., check out the bride of
Frankenstein.

J.J.
(slapping his knee,
leering at Ursa)
Hey, sweet thing! Set those buns down here!

CONTINUED

190 CONTINUED

ON URSA -- Outraged, eyes blazing, she approaches him.

URSA
(icily)
Let's just hold hands.

She sits across from him, her elbow on the table, her hand open, ready to arm wrestle. J.J. is very amused.

J.J.
(engulfing her
hand in his)
Don't wanna spoil your manicure now.

The words are barely out of his mouth when she flicks his arm down. it is done with such super-power that his arm crashes right through the table, bringing J.J., table, and all smashing to the floor, table broken in half.

Enraged, Boog leaps from his chair, his great height and girth revealed for the first time.

191 EXT. MAIN STREET, EAST HOUSTON - DAY

From down the street the Sheriff comes running into town, followed by the Deputy. The former is considerably the worse for the wear: tattered uniform, bruised and filthy face and quite a tale he wants to tell.

As he waves his arms and comes yelling, Townspeople come over.

WILLIE
Sheriff! What happened?

192 INT. SALOON - DAY

The furious Boog advances on Ursa.

BOOG
Girl or no girl, you are gonna be
spittin' teeth!

Zod steps in front of the man and gives him the slightest little push.

The effect is remarkable, as this light touch sends the beefy Boog smashing right through the wall, splintering it. Instantly followed by:

193 EXT. MAIN STREET, EAST HOUSTON - DAY

SHERIFF
You ain't never gonna believe what
just happened to --

Crash! Boog comes hurtling out through the saloon wall, goes flying tight through the turkey truck and hurtles out the other side in a storm of feathers and a chorus of gobbles, and bounces to a halt at the Sheriff's feet.

194 Zod and Ursa stride out of the saloon and into the street where Non joins them.

195 WIDE ANGLE -- As DINO, from across the street, pulls himself together, and faces off against his three nemeses. It looks like the classic High Noon shot.

DINO
(leveling a shotgun
at them)
Awright, just get 'em up and keep 'em up.

ZOD
(thin-lipped)
These humans are beginning to annoy me.

196 EFFECTS: A beam of intense light suddenly shoots from Zod's eyes, across the street, past

the cowering townspeople. When it strikes DINO it passes through his body like an electrical charge, causing him to drop his gun and levitating him 30 feet in the air.

The crowd gasps. DINO hangs there in mid-air, terrified. The beam of light seems to hold him there.

A woman screams. Willie, crying, runs to Zod.

WILLIE
Please, Mister!

URSA
(coldly, correcting him)
He is a general.

WILLIE
(pleading)
Please, Mister General! Please let
my daddy down!

ZOD
Whatever you say.

197 NEW ANGLE -- as Zod snaps off the beam of light. Suddenly Dino drops from the sky like a sack of potatoes. He hits the ground with a thud.

198 ON WILLIE -- paralyzed with horror.

199 WIDE ANGLE -- The townspeople huddle together around Willie, murmuring fearfully.

URSA
(imperiously)
Silence! The General wishes to speak.

Zod strikes a pose -- arms akimbo, his cruel face impassive, his voice loud and commanding.

ZOD
I am General Zod. Your ruler.
(the muttering breaks out
again; he raises his voice,
stilling it)
Yes, today we begin a NEW ORDER!

ON WILLIE -- Pretending to be listening to General Zod, he is in fact, edging backwards through the crowd, never looking away from Zod but slipping to the rear all the while, as:

ZOD (o.s.)
Each of you -- every man, woman and child --
will march proudly in the NEW ORDER! Your
land, your possessions, your very lives will gladly
be given in tribute to me! General Zod!

WE FOLLOW WILLIE as, with careful backward strides, he breaks out of the back of the crowd. He darts around the back of the saloon.

200 EXT. BEHIND THE SALOON, EAST HOUSTON - DAY

As Zod rants off-screen, Willie runs to an old grazing mare tethered behind the saloon. In one jump he is on her back, loosing her rope, clinging to her neck, ready for the wild bareback ride.

WILLIE
(whispering prayerfully)
Come on, we gotta get help! Go! Go, Betsy!

Nothing. For one agonizing second it seems as if the old horse does not even comprehend the command.

CONTINUED

200 CONTINUED

WILLIE
(despairing)
Oh, Betsy -- PLEASE!

Suddenly, with a toss of her head, the mare catches on and with Willie clinging on for dear life, she gallops off towards the horizon.

201 EXT. MAIN STREET, EAST HOUSTON - DAY

WIDE ANGLE -- As Zod continues haranguing the crowd.

ZOD
In return for your obedience, you will enjoy my generous protection. In other words, you will be allowed to live.
(lets that sink in)
No one may leave without my permis--

Suddenly Zod is silent. His eyes narrow as he spots something on the horizon.

202 HIS POV: Willie and Betsey a hundred yards away are racing towards safety.

203 FAVORING THE VILLAINS -- Zod's wrath is terrible.

ZOD
I said no one leaves!

He snaps his fingers. Non raises the red glass dome of the police car and hurls it, like a grenade.

204 LONG, WIDE SHOT -- The red dome hits (at super-speed) the galloping dot in the background.

205 EFFECTS: The dot (boy and horse) explode in a burst of shattering red glass.

206 ON THE CROWD

A WOMAN
(horrificed)
He was only a boy!

URSA
(pleased)
Who will never become a man.

207 INT. FORTRESS OF SOLITUDE

MED. SHOT -- Superman and Lois are standing beside the Memory Crystal Bank. He is in the middle of giving her the guided tour. She listens, enthralled, as he explains the Green Crystal which he handles almost with reverence.

SUPERMAN
. . . and then, after my father died -- my
Earth father, I mean -- this crystal, it . . .
it's hard to explain but . . .
(searches for the word)
. . . it called to me. Somehow it brought me
here and helped me to build this place. It
built everything, really. And then, that was
when I found out who I really was and what
I had to do . . .

He slips the Green Crystal back into its place in the Memory Bank.

TRACK WITH THEM as LOIS follows him eagerly into another area of the Fortress.

SUPERMAN
So --
(shyly houseproud)
I hope you like it.

LOIS
Like it? It's magnificent!
(shyly)
Not that it couldn't use a woman's touch.
Especially around dinner time.

SUPERMAN
Dinner. Oh yes.
(a little embarrassed)
I'm sorry, I just never do much about
that.

(quickly)
But tonight -- I mean, anything you want,
Lois.

C.U. LOIS -- a wonderful smile begins to form.

208 EXT. TROPICAL ISLAND - DAY

WE CUT to an E.L.S. of a tropical paradise. The CAMERA is looking from a peak over a tropical rain forest to the blue waters of the ocean surrounding this tropical island.

SUPERMAN, a tiny speeding figure in blue, swoops in over the water towards the rain forest.

209 EXT. FOREST AND WATERFALL - DAY

WE CUT inside the rain forest to a wide shot by a glittering pool, surrounded by orchids and frangipani vines. SUPERMAN lands by the pool and begins choosing the most elegant blooms. A few of the more unusual tropical fauna regard his arrival with interest.

SUPERMAN then takes off in a blue flash past camera with the exotic flowers in his arms.

210/213 OMITTED

214 EXT. LONDON SHIPYARD - DAY

GROUP SHOT on a LADY and some DIGNITARIES, including an ADMIRAL, standing on a bunting-draped platform about to launch a ship with the traditional bottle of champagne. Said bottle is attached to the customary rope, held by the lady.

SOUND: drum rolls let us know a military band is on the premises.

LADY
I name this ship BANNISTER. God bless her
and all who sail in her.

She lets go of the champagne bottle. As it starts to swing toward the prow.

215 EFFECTS: Suddenly a blue streak whizzes between ship and lady. A split-second later it is gone. And so is the champagne.

216 As the piece of rope hits the prow, limply:

MUSIC: the band strikes up a tune.

The ship, which doesn't know the difference, starts to slip into the water.

SOUND: applause from the spectators.

Willy-nilly, the boat has in any case been launched -- champagne or no.

ON THE LADY - She looks confused, as if she's sure there was a bottle there a moment ago.

CONTINUED

216 CONTINUED

LADY
Did I . . . ?

Admiral
I don't . . . I'm sure you did . . .
(to another dignitary)
Did you see . . . ?

LADY
(accepting the inevitable)
Oh well

217 ANGLE UP on Superman flying away.

SUPERMAN
(calls out)
The next round's on me!

218 INT. GROCERY STORE, SUSSEX - DAY

ON AN OLD LADY, the proprietor, seated behind the counter of a little neighborhood grocery store, engrossed in reading Weekend.

SOUND: a little bell over the door rings as the door to the shop has been entered.

She looks up momentarily, then goes back to her article.

NEW ANGLE -- This guy in a blue outfit with a red cape and "S" on his chest, sparkling wine and rose in one hand, comes toward her carrying a dozens eggs.

SUPERMAN
Excuse me, how much

OLD LADY
(not even bothering to
look up from magazine)
Forty-five p, dear. . .

219 EXT. STREET - PISA - ITALY - DAY

CAMERA CLOSE on a souvenir stand in PISA: the shelves holds rows and rows of cheap plastic souvenir Leaning Towers of Pisa, all leaning identically; above are rows of picture postcards with the same identical view. An ITALIAN SHOPKEEPER admires his stock as he gets ready for the day's tourists. CAMERA WIDENS: in the distant b.g. is the real Leaning Tower of Pisa, tilted at the same familiar angle as all the plastic replicas.

The SHOPKEEPER

hums happily as CAMERA PANDS UP to an approaching blue dot in the sky.

220 EXT. SKY ABOVE PISA - DAY

Superman flies blithely, lovestruck, through the sky, a bottle of wine in one hand, a bouquet of beautiful flowers in the other.

221 EXT. TOWER OF PISA - DAY

A blue flash circles the Tower with tremendous speed.

222 INSERT SHOT - BASE OF TOWER

A huge cracked cornerstone at the higher base of the Tower suddenly crumbles from the impact of Superman's incredible speed.

223 ANGLE ON TOWER

The Leaning Tower rights itself into an erect position.

224 EXT. PISA SOUVENIR STAND - DAY

The SHOPKEEPER dusts his shelves, hums to himself. He turns automatically to look at the source of his success, his jaw drops. The Leaning Tower isn't leaning anymore; it's just another tower. The SHOPKEEPER clutches his heart melodramatically.

SHOPKEEPER

Mamma Mia!

The SHOPKEEPER looks at the Tower, then back at his wares, then back at the Tower - screams after SUPERMAN as the blue dot disappears in the sky.

SHOPKEEPER

Super-Cretino! Stronzo . . .

Hysterical, he makes an obscene gesture, turns, begins smashing his wares off the shelf.

225 INT. FORTRESS OF SOLITUDE - DAY

Lois has returned to the Memory Crystal Bank, radiant with happiness, eyes wide with the wonder of everything that has happened to her in the past few hours.

She leans over and takes the Green Crystal out, turns it over and over, studying it fondly as if it were her beloved's baby pictures.

LOIS

I guess you knew him when.

CONTINUED

225 CONTINUED

Suddenly:

SOUND: a rush of air, the sound we associate with Superman landing.

SUPERMAN (o.s.)
(he sounds like the
young husband back
from work)
Hi, Lois! I'm home!

Happily, she runs to greet him, carelessly putting the Green Crystal down.

INSERT: The Green Crystal rolls down behind a sloped platform and comes to rest there,
out of sight and out of mind.

226 EXT. MAIN STREET, EAST HOUSTON - DAY

ON A NEWSMAN standing in the middle of Main Street. He looks out at US as he speaks earnestly into a microphone.

NEWSMAN
This is East Houston, Idaho, until yesterday
just another town that time forgot . . .

As he speaks, PULL BACK AND WIDEN TO REVEAL that he is part of a television crew covering the story of the century. A mobile truck full of equipment is parked nearby. A

CAMERAMAN with a minicam is shooting the report, while another TECHNICIAN watches a monitor and listens to sound on headphones.

NEWSMAN
Today the population -- exaggerated reports
put it a 123 -- has increased by three. And these
new arrivals bringing death and destruction in
their wake, have put East Houston back on the
map. Indeed --

227 Suddenly Non charges INTO FRAM. He looks at the truck, the mincam, and the nervous

newsman like wonderful new toys -- he's not sure which to break first. But Zod is right beside him. And Zod is looking at the monitor . . . and seeing himself. As Non picks up the monitor, about to hurl it to the ground.

ZOD
Stop!

CONTINUED

227 CONTINUED

With a growl of disappointment, Non sets the monitor back down again. Zod stared at his media image thoughtfully.

ZOD
(sharply)
Who else is seeing this?

NEWSMAN
(sweating)
Well, with this live coverage -- and of course,
with the satellite -- I guess just about, the
whole world must be watching --

ZOD
The whole world? Zentar? The Vlar 18
Galaxy?

NEWSMAN
Earth. I meant . . . Earth.

ZOD
(pleased)
Good. You may continue.

228 L.S. of jeep arriving.

229 Ursa comes over, looking decidedly unfriendly.

NEWSMAN
(backing away from her
a bit toward the relative
safety of his mobile truck,
Still broadcasting)
We shall indeed continue bringing you this
extraordinary story as it unfolds here in the
little town of --

URSA
(petulantly to Zod)
Enough of this man! If the whole world is
watching, can we not show them something
more interesting?

230 EXT. MAIN STREET - DAY

The major picks up a bullhorn and stands up in the jeep.

MAJOR
(through bullhorn)
Now hear this! Now hear this! Throw
down your weapons -- if you have any
weapons -- and surrender yourselves
immediately. This is an order!

231 ON THE THREE VILLAINS -- Standing near the television crew.

At the command, "This is an order," Zod looks very irritated.

URSA
(regally)
General Zod does not take orders. He
gives them.

As a demonstration, Zod turns with a fierce scowl. He is about to employ his
Heat-Vision
when he sees Non standing beside him, looking rather pleadingly at him.

ZOD
(to Non, giving
his big break)

Very well. You try it.

FAVORING NON -- He strikes a pose of great concentration (for him) and opens
his eyes
wide. A moment later:

232 EFFECTS: A beam of Heat-Vision shoots from his eyes and strikes the front
tires of the
oncoming jeep.

233 The tires go up in a burst of flames, causing the jeep to roll over and crash
into the side of
one of the buildings. It comes hurtling out of the other side of the building
and lands on a car
lot full of parked cars.

234 Instantly, the two troop trucks screech to a halt and the soldiers leap from
their places,
already firing at the three as they take cover all over the street.

IN QUICK CUTS

235 1. The townspeople run for cover. A few are caught in the firing and fall
to the ground.

236 2. The soldiers fire round after round.

237 3. The bullets have no effect on Zod, Ursa and Non, who stand watching all
this like
spectators at a fireworks display.

238 ON THE NEWS BROADCASTER

NEWSMAN
(to his camera)
They're right in the line of fire and nothing
happens to them! I haven't seen anything
like this since Superman.

239 REVERSE - Coming down the other end of Main Street is a COMMANDO UNIT - ten
Green Berets. Their LEADER carries a flame thrower.

240 WIDE ANGLE--As the TV cameraman shoots from a dangerously exposed position,
the
Commando Leader points his weapon at Zod and literally opens fire, shooting a solid
bolt
of flame at the General.

241 CLOSE ON ZOD - he blows

242 WIDE ANGLE--As the crowd screams, Zod becomes a living flame thrower, blowing flames at the entire Commando Unit.

Behind them, the wooden bar catches on fire and begins to go up in flames.

243 INT. MIDWESTERN LIVING ROOM - DAY

A GUY is coming in from the kitchen carrying a beer, as we SEE T.V. a football game in progress:

ANNOUNCER

Third and four on Minnesota's 25, and the question is will Loomis pass or not? They set up in a split-T and --

Suddenly the News Announcer comes on:

NEWS ANNOUNCER

We interrupt this program to bring you a direct report from East Houston, Idaho.

IMAGE of the destruction in East Houston comes on screen.

ON THE GUY - furious.

GUY

Hey! What is this? It's 3rd and four for christsake!

He runs to the phone, furious.

CONTINUED

243 CONTINUED

GUY

(calling out)

Helen! Call that godamn T.V. station and tell 'em to put back the game!

244 INT. JAPANESE LIVING ROOM - DAY

A typical modern day small Tokyo apartment. A Japanese father and daughter are watching the horrors of East Houston on their Sony, while Mama is more intent on preparing dinner. She has a fish in front of her the chopping block and she punctuates every disapproving word with a sharp down stroke of her gleaming cleaver.

JAPANESE MOTHER

I -- am -- so -- tired -- of -- all -- this violence -- on -- television.

(indicating daughter)

She -- should -- not -- watch -- this!

The fish is now just a lot of tiny pieces. She tosses down her cleaver and firmly twists the dial to another channel.

DAUGHTER
(she was enjoying it)
Ah, Mama, no!

245 INT. OVAL OFFICE, WHITE HOUSE - DAY

SEEN FROM BEHIND THE PRESIDENT OF THE UNITED STATES, HIS SECRETARY OF STATE, A COUPLE OF GENERALS AND A BEVY OF AIDES regard the destruction on their television screen (probably one of those big Advent jobs) with dismay.

A YOUNG AIDE
(turns to President)
Mr. President . . . sir . . . can't we --

THE PRESIDENT
(firmly, grimly)
No, Harrison, I don't think anyone can
anymore . . . unless . . .

YOUNG AIDE
(saying what is on
all their minds)
Where's Superman? Where is he?
(desperately)
Why doesn't he do something?

246 INT. FORTRESS OF SOLITUDE - NIGHT

TIGHT TWO SHOT - Superman and Lois, their faces filling THE SCREEN as they look into each other's eyes.

SUPERMAN
(nervously)
I never did this before . . . I have to
tell you.

LOIS
(Smiling up at
him; softly)
Hey, don't worry. You'll be fine, Just . . .
well, don't rush it.

CAMERA WIDENS, PANS: And there, a short distance away, is a soufflé dish.

247 EFFECTS: Superman beams his Heat-Vision at it. It rises almost instantly, perfectly.

248 FAVORING LOIS -- watching in amazement. The Super-Soufflé mounts higher and higher.

LOIS
Stop!
(adoringly, as he does)
Never overcook a soufflé. You'll learn.

She picks up the Champaign bottle and , doing her part, strains to push the cork out. Lightly,
gallantly, he takes the bottle from her and looks at the cork. It pops out, then

bubbly spilling over in classic style.

SUPERMAN
I thought we might abandon the Orange
juice for once.

As her eyes shine, as they lean to each other.

DISSOLVE TO:

249 INT. FORTRESS OF SOLITUDE - NIGHT

MED. CLOSE SHOT - Dinner is over, the lights are low. The magnificent
flowers have
been moved to one side.

CONTINUED

249 CONTINUED

We can tell from their manner that they have been talking seriously for some time.

LOIS
It must be tough, having to be Clark
Kent.

SUPERMAN
Oh no.
(very honestly)
I really like it sometimes.
(smiles)
And if it weren't for him, I wouldn't
have met you.

LOIS
But him is you.
(laughing)
Now I'm confused.

She rises, still holding his hand, smiling down at him.

LOIS
Tell you what, you just keep thinking
about that while I . . .
(not really kidding)
. . . slip into something more comfortable.

DISSOLVE TO:

250 INT. ANOTHER AREA OF THE FORTRESS - NIGHT

BEGIN TIGHT ON LOIS' HANDBAG as she opens it. PULL BACK GRADUALLY as she, like a
magician drawing scarves out of a hat, pulls something long and beautifully
filmy, which she had the foresight to bring along. PULLBACK ENDS IN FULL SHOT as
she holds this gorgeous peignoir up in front of her and smiles to herself, her eyes
shining

with anticipation.

251 INT. MEMEORY CRYSTAL BANK AREA, FORTRESS - NIGHT

As a troubled Superman sits on a platform near the Crystal Bank, looking up at the image of Lara that floats in the fastness of the Fortress.

LARA
(nodding slowly,
feeling for him)
Kal-El, your father and I . . . we have
tried to anticipate your every question.
(dismayed)
This is the one we hoped you would

not ask.

252 ON LOIS -- Emerging in her peignoir, radiantly ready for a night of love. She is startled to hear:

SUPERMAN (o.s.)
But Mother, I have to ask. because I have to
have her.
(realizing it as
he says it:)
She's all I want in life.

ON LOIS - Thrilled to hear this, but confused and curious. TRACK WITH HER as she hurries towards the source of the voices, out onto an interior balcony.

253 WIDE, LONG SHOT: Losi stands on the balcony at the rear of the great central chamber. She makes no attempt to hide as she observes this amazing encounter between Superman and the floating image of Lara.

LARA
(gentle, infinite reproach)
You no longer can serve humanity if you
invest your time and emotion in one of them
at the expense of the rest.
(tellingly, but in mild tones)
Surely this is not how you repay their gratitude,
Kal-El. Could you really abandon the weak and
the needy merely to fulfill some selfish dream.

SUPERMAN
(stung)
Selfish! But they get a chance at happiness.
Can't I have that chance?

CONTINUED

253 CONTINUED

QUICK C.U. LOIS - as stricken as Superman.

LARA
You have been given a higher form of happiness.
The happiness you feel by serving others, by
inspiring them to --

SUPERMAN
(tortured)
Yes, but it's not all I feel.

LARA
(reprovingly)
Patience, Kal-El. You begin to sound like
an Earthling.

SUPERMAN
Mother, you speak only of honor, of
sacrifice, of responsibility --

LARA
Because that is your heritage. Those are the
values we lived by on Krypton.

NEW ANGLE

SUPERMAN
(intensely)
But you had more than that, and I know it.
You and my father -- you had each other.
(a last, quiet plea)
Can I never have what you had?

LARA is silent, deeply moved. Finally, slowly:

LARA
(half-convinced)
And she -- the one you have chosen --
she feels as much for you?

SUPERMAN
Yes.

CONTINUED

253 CONTINUED

LARA
(taking a deep breath,
making a painful decision)
Then if this is what you wish -- to live your

life with a mortal - then you can only live
as a mortal. You must become . . . one of them.

254 The rounded section of a polarized glass, which had always seemed like an integral part of the Fortress now suddenly starts to rise. Now we SEE that it is, in fact, a circular chamber.

LARA
This crystal chamber has harnessed the rays
of the red sun of Krypton. Once exposed to
these rays, all your great powers on Earth will
disappear forever.

The crystal chamber comes to a stop and slowly opens before him. Superman stares at it in wonder.

225 QUICK C.U. LOIS - watching, paralyzed.

256 WIDE TWO SHOT - KARA AND SUPERMAN

LARA
But consider. Once it is done, there is
no return. You will feel like an ordinary
man.
(a mother's anguish)
You can be hurt like an ordinary man . . .

Superman steps slowly, deliberately towards the chamber.

LARA
(suddenly)
Oh my son, are you sure?

CLOSER ON SUPERMAN - as he looks at Lara, the tension showing on his face.
Finally,
simply:

SUPERMAN
Mother, I love her.

His mind made up, he turns and strides into the chamber.

257 EXT. MAIN STREET, EAST HOUSTON - DAY

WIDE SHOT -- The three villains deployed at various places along the street, masters of all they survey. All around them are the signs of havoc they have wreaked: the bodies, the smoldering houses, the overturned trucks, etc.

258 ON A ROOF - A SOLDIER hefting a bazooka runs on the roof, ducking down to keep hidden. He finds a vantage point, then rises and takes aim at NON in the street below.

259 POV: GUN SIGHT, BAZOOKA - NON right on the crosshairs.

260 ON THE SOLDIER - He fires.

261 ON NON - He reaches up with one great hand and catches the bazooka shell bare-handed.

The, amazingly, he simply crushes it. It crumbles into pebble-like fragments as he opens his palm and lets it drop,

262 ANGLE UP: An Army helicopter suddenly looms up over the horizon and swoops down on the street, fires three rockets on ZOD, who does not flinch.

263 CLOSER ON IT: As the PILOT brings it down, a SHARPSHOOTER seated beside him trains an automatic on ZOD.

264 ON ZOD AND URSA

URSA
(patronizingly)
Look, they need a machine to fly.

ZOD
(sarcastically)
Brave young heroes. Be nice to them, my dear.
Blow them a kiss.

C.U. URSA - She lifts her face up to the sky and puckers up for an obscenely exaggerated kiss. Her lips part.

EFFECT: (WIDE ANGLE) As she blows, ever so softly, the current of air streaks up and hits the rotary blades with Super-Breath.

265 They spin like a pinwheel. Shaking, the chopper goes crazily out of control. As Ursa continues to blow, the blades snap off. The helicopter crashes to the ground, black smoke billowing up into the sky.

Suddenly all is still. The last challenge has been met and bested.

266 FAVORING ZOD - who looks around him in triumph.

ZOD
I win!
(pause; less triumphant)
I always win.
(almost disappointed)
There is no one on this planet who can
even challenge me.

He whirls toward the terrified TV crew, still shooting, and pulls the camera toward his face.

267 POV: DISTORTED FACE OF ZOD SEEN THROUGH TV LENSE.

ZOD
(savagely)
Have I shown you enough?! or must the
blood run in all your streets . . . !

268 INT. MOLECULAR RESTRUCTURING CHAMBER

Inside the chamber, Superman passes his hand across various crystals to activate the restructuring mechanisms. Then, he waits, closing his eyes.

269 EFFECTS: Violent light changes begin, spectacular lazer-like rays bouncing off the crystalline walls and playing over Superman like the red Krypton sun. As the walls glow a deeper and deeper blood-red.

CUT TO:

270 INT. FORTRESS, OUTSIDE MOLECULAR RESTRUCTURING CHAMBER - NIGHT

The Memory Crystal Bank glows like the glass of the chamber, like fire, and suddenly explodes. Lara's grieving image fades and disappears in the black smoke that billows up from the ruins.

271 ON LOIS - Terrified, she turns away and hides her face in her hands.

272 INT. MOLECULAR RESTRUCTURING CHAMBER - NIGHT

As the lights play wildly over Superman, the fiery walls of the chamber begin to darken as if they were burnt out. A final burst of light, a final current of Kryptonian energy seems to pass through Superman's body. He has always been invulnerable; now this force makes him shudder suddenly, terribly

273 EFFECTS: Suddenly, before our eyes, an image of the mortal Clark Kent appears. The two "selves" separate, the life force animating Clark who moves away from the slab and toward the exit of the chamber. The Superman figure is completely still.

As Clark Kent becomes a brighter, more solid and substantial image, the Superman "figure" grows pale and insubstantial, fading, losing definition, and becoming opaque. Finally, it simply vanishes.

The lazer lights have all gone out and the chamber glass has turned a deadly green-black. There is absolute silence.

274 INT. FORTRESS, OUTSIDE MOLECULAR RESTRUCTURING CHAMBER - NIGHT

Clark comes slowly to a stunned Lois Lane. He wears a white shirt, slacks, but no glasses or corny hairstyle. This is somehow a more mature and manly Clark now.

LOIS

You did it. You gave it all up for me.
I . . . I don't know what to say.

CLARK

Say you love me.

He puts his arm around her as she stands pale and wide-eyed in her lovely peignoir. She slips her arm around him and lays her head on his shoulder.

HOLD CAMERA STATIONARY as, silently, SEEN FROM BEHIND, they disappear, holding each other close, into another, more romantic part of the Fortress.

275 EXT. MAIN STREET, EAST HOUSTON - DAY

ON A FIVE-STAR GENERAL, standing tall, chin up, face reddened with suppressed rage and humiliation.

TIGHT INSERT - Zod's hand rips off the epaulet of five gold stars.

Contemptuously, he hurls them into the dirt.

ZOD
(scornfully)
And you are a General?
(considers it, then:)
Who is your superior?

CONTINUED

275 CONTINUED

FULL SHOT - General Zod and the American General stand in front of a veritable tableau of death and disaster.

GENERAL
(stiffly)
I only answer to the President.

ZOD
(meaningfully)
Then he will answer to me. Or all of his cities
will end like this one . . .

276 INT. FORTRESS SLEEPING CHAMBER - DAY

TIGHT ON CLARK AND LOIS - laying quietly in the classic afterglow position. She looks blissfully content. He, in the cold light of morning is troubled. And then (being a mere mortal) he shivers. She snuggles closer. Suddenly their Eden is lost, She lays still in his arms. but now we see in her eyes too the realization of how much he has sacrificed.

277 INT. WHITE HOUSE CORRIDOR - DAY

Helmeted MARINES in full combat gear help WHITE HOUSE POLICE and SECRET SERVICE AGENTS secure the corridor leading to the Oval Office. An explosive charge is attached to the door at the entrance to the corridor, the connecting wires trailing off to a plunger detonator behind a nest of sandbags with a machine-gun emplacement. The MARINES take their positions, all eyes on the door, as suddenly: ZOD, NON and URSA burst down through the ceiling, shattering three glass domes which comprise part of it. The MARINES, POLICE, and SECRET SERVICE open fire through the shower of falling glass, send a withering barrage ricocheting around the room. ZOD watches triumphantly, the bullets bouncing harmlessly off him as URSA and NON go to work: URSA flings the advancing MARINES through the air, sends them crashing into one another as NON smashes the corridor pillars, then turns his

attention to the machine-gun nest which blazes away at him. He demolishes the emplacement, breaks the gun in two, roars.

278 INT. OVAL OFFICE - DAY

CAMERA LOOKS from behind the PRESIDENT'S desk chair in the Oval Office at the closed and bolted entrance door. Half a dozen telephones ring with different buzzers and bells, but are not answered. To one side, a dozen CHIEFS OF STAFF, CABINET MEMBERS, SECRET SERVICE AGENTS, et. al. stand waiting as the last sounds of gunfire die away in the corridor. There is a moment of silence, punctuated only by the sound of the unanswered phones. Suddenly: the door to the Oval Office collapses, kicked to the floor in one piece. Standing in the open doorway, the devastated corridor seen behind them: ZOD, URSA and NON.

ZOD and URSA enter. NON fills the doorway, standing guard. URSA now wears not only the NASA buckle, but the Texas Ranger badge as well. ZOD glances at the silent OFFICIALS with contempt, then turns his attention to the distinguished-looking MAN sitting behind the President's desk.

VILLAINS IN WHITE HOUSE Sc. Nos. 446-451

ZOD

You are the one who is called
President . . .

MAN

I am.

ZOD

I see you are practiced in worshipping things that
fly. Good. Rise before Zod. Now, kneel before
Zod. You are not the President. No-one who leads so
many could possibly kneel so quickly.

PRESIDENT

I'm the man they're protecting. I'm the President. I'll
kneel before you if it will save lives.

ZOD

It will. Starting with your own.

URSA

What a backward planet this must be. Where the men
wear the ribbons and the jewelry...

PRESIDENT

What I do now I do for the sake of the people of this
world. But there is one man here on earth who will
never kneel to you.

CONTINUED

278 CONTINUED

ZOD

Who is this imbecile? Where is he?

PRESIDENT

I wish I knew. -- Oh, God.

ZOD

Zod.

(thin smile)

Zod.

279 EXT CANADA - ROAD - NIGHT

A rented car speeds quickly down a northern Canadian highway.

280 EXT. DINER - NIGHT

CLARK pulls the car off the highway into the parking area of a seedy-looking diner
with a neon hot dog flashing on and off in front and the sign: DON'S BIG SLED DOGS.
Several trucks are parked in the lot as well.

INT. DINER - NIGHT

CLARK and LOIS enter. A TV plays noisily in B.G.. The counter is almost
empty.

CLARK

(to Lois)

I'm going to wash up. Grab us a couple of
seats there.

CLARK exits. LOIS crosses, sits on the end stool. She picks up a menu,
studies it, as a
huge, burly TRUCKER enters, spots her, intentionally sits next to her, cutting LOIS
off
from the rest of the counter.

LOIS

I'm sorry, that seat's taken.

TRUCKER

It is now . . .

(to Counterman)

Coffee and a doughnut.

(to Lois)

How'd you like for me to buy you a little
breakfast, honey?

280 CONTINUED

CLARK comes up from behind, has heard.

CLARK
(to Trucker)
Excuse me. That's my seat.

The TRUCKER looks over at the Men's Room, then back at CLARK.

TRUCKER
You've just been sittin' on your seat, four-eyes.

CLARK
(pause - tense)
I think maybe somebody ought to teach you
some manners.

TRUCKER
Yeah? Well you let me know when he comes in.

LOIS
Clark . . . it doesn't matter . . . we can move . . .

CLARK
(determined - to Trucker)
Do you . . . ah . . . want to step outside?

The Trucker rises. He's big. He pauses a moment.

TRUCKER
I don't mind . . .

The Trucker uncoils a tremendous right hand.

EXT. DINER - DAY

CLARK goes flying through a plate glass door, shattering it, lands in a heap on the ground. The TRUCKER is already on him. CLARK tries to get up, is immediately knocked down again. LOIS rushes through the doorway to help, but is unceremoniously flung off to the side. Feeling new rage, CLARK rises, rushes the TRUCKER, actually gets in a punch or two, but is cut to pieces by a series of expert combinations. CLARK falls to the ground, exhausted, his face cracked and bleeding, feebly tries to get up once more.

CONTINUED

280 CONTINUED

TRUCKER
You don't know when to lie down, do you,
buddy?

The TRUCKER kicks CLARK in the ribs - he collapses. With a sneer at LOIS, the

TRUCKER heads off for his rig. LOIS rises, her eyes filling with tears, tries to help CLARK up.

LOIS
Oh, Clark . . . Clark . . . look at you . . .

CLARK tries to smile feebly through the blood, deeply embarrassed, bitter. A trickle of blood runs over his mouth. He wipes it away with a finger, inadvertently tasting it, stares at the stain on his hands.

CLARK
(stunned)
Blood . . . my . . . blood . . .

LOIS
Let's get you inside

She helps him to his feet. He stands unsteadily, looks at her, ashamed.

CLARK
(bitter)
Maybe we ought to hire
a bodyguard from now on.

LOIS
(deeply felt)
I don't want a bodyguard. I want the man I fell
in love with.

CLARK
I know that, Lois. And I wish he were here . . .

CLARK turns, staggers in the direction of the diner. LOIS puts her arm around him, helps him inside.

INT. DINER - NIGHT

CONTINUED

280 CONTINUED

LOIS helps CLARK back to the counter, starts to clean his face, dipping paper napkins in a water glass.

LOIS
Boy, what a mess . . .

Suddenly - the loud television cuts off: After momentary static, a somber VOICE is heard.

TV VOICE
Ladies and gentlemen - the President of the
United States.

CLARK, LOIS and the COUNTERMAN turn, listen.

ANGLE ON TV SCREEN

The worried PRESIDENT sits behind his desk, reads from a prepared statement, the paper trembling in his hands.

PRESIDENT

This is the President. On behalf of my country,
and in the name of the other leaders of the world
with whom I have today consulted, I hereby
abdicate all authority and control over this planet . . .
to General Zod.

ANGLE ON CLARK AND LOIS

CLARK and LOIS sit watching, frozen in disbelief.

BACK TO TV SCREEN

PRESIDENT'S VOICE

Only through strict compliance with his directions
will the lives of innocent millions be . . .

(sudden desperation)

Superman, if you can hear me . . . Superman, where . . .

There is a "squawk" as the mike is taken from him. ZOD comes on screen,
sneers at the PRESIDENT.

CONTINUED

280 CONTINUED

ZOD

Who is this . . . Superman?

PRESIDENT

You'll find out, General! And when
you do . . .

ZOD

(raging into camera)

Come to me, Superman! If you dare! I defy you!
Come! Come, and kneel before Zod!

BACK TO CLARK AND LOIS

The TV goes dead. CLARK is stunned.

CLARK

General Zod . . . here . . .

(to Counterman)

But when . . .

COUNTERMAN

When? Where the hell have you been, Mac?

(no reply)

How about that Superman, huh? He's great
at stuff like putting out fires but when the real
trouble comes, he splits.

(walks away)

I always thought he was a phony anyway...

CLARK looks at LOIS desperately.

CLARK

I have to go back . . .to the Fortress . . .

LOIS

But what can you do? There's no way now . . .

CLARK

I have to try, dammit! Something, anything . . .

CONTINUED

280 CONTINUED

CLARK shuts his eyes, deeply troubled. LOIS looks up at him tenderly, cups
his bruised cheek with her hand.

LOIS

Don't . . . it's not your fault . . . you
didn't know . . .

CLARK

(looks up)

He knew. I heard him. I just didn't listen.

281 EXT. NORTHERN HIGHWAY - DAY

The branches are bare, the sky cold and bleak. Clark, his face still bruised and
cut, has obviously been standing at the side of the road for a long time.

CLOSER -- As he shivers in his light clothing:

SOUND: a truck, not far off.

Desperately hopeful, Clark straightens up and puts his thumb out. With a
great roar, the
truck speeds ACROSS FRAME and disappears, leaving Clark standing there, looking
after
it in the gray silence.

282 EXT. ARCTIC FIELD - TWILIGHT

There are no roads this far north. Clark doggedly, numbly, treks across the frozen
landscape.

CLOSER -- He almost stumbles and then , as he catches his breath stops. He bends, scoops up a handful of snow and applies it gently to his bruised cheek. He stares off into the endless distance he still has to go.

283 INT. FORTRESS OF SOLITUDE - NIGHT

The Fortress that once glittered magically now appears cold and desolate. The ruins of the Memory Crystal Bank still smoulders in f.g. As the deathly silence is broken by a slight noise, CAMERA PANS and Clark comes INTO FRAME.

Somehow, at last, he is here. But he is exhausted and, as he looks all around him, without any real hope. He stands upright.

CONTINUED

283 CONTINUED

CLARK
(softly)
I've failed.
(ashamed and defeated)
I thought only of myself and I I even failed myself.
(anguished, barely able to say it)
I failed everyone

He steps to the Memory Crystal Bank, picks up a couple of the now-useless crystals in his hand and looks at them as if they were only archeological relics. Finally he lets them fall, the fragments tingling in the vast, cavernous stillness as the drop and shatter into even smaller pieces

Clark stands motionless through another beat of absolute silence. Then, suddenly, he raises his head.

CLARK
(a cry of profound, total despair)
Father!! Mother!! Can't you help me? Can't anybody help me??

As his cry echoes and fades, there is only stillness. Accepting his fate, feeling abandoned, he bows his head.

Then

Sound: a faint pulsing sound, growing louder the longer it continuous.

ON CLARK - By degrees, he becomes aware of it. he looks up. Suddenly, on his face,

a green light begins to beam its reflection.

His eyes widen, as he begins to feel the pull of a long forgotten power .

WIDE ANGLE -- He walks toward the source of the pulsating green light, almost as if in a trance. He is being pulled toward it as if by invisible forces.

284 ON THE CRYSTAL SLAB where Lois earlier let fall the Green Crystal: from behind it, the power of the Crystal makes itself known. It glows and shines with an intensity seemingly far beyond its size, compelling Clark to come closer.

The effect is exactly like that moment in Superman, Part I (RELEASE SCRIPT, REEL FOUR - Page 6) when young Clark discovered it in the Kansas barn.

There is an awesome, even religious, feeling to all of this. He sinks on his knees beside and tentatively, very tentatively reaches for the Green Crystal.

He holds onto it now as if it were a lifeline, raising it before his eyes and staring into it.

The Crystal begins to glow and pulsate with an even greater intensity, transmitting its unearthly energy and power to Clark. Its radiance is reflected upon his face. He trembles as the Kryptonian force passes through him.

285 INT. WHITE HOUSE OVAL OFFICE - DAY

C. U. ZOD -- looking deathly bored.

C.U. URSA - ditto.

URSA
You are master of all you survey.

C.U. ZOD

ZOD
(unimpressed)
And so I was yesterday. And the day before.

286 INT. OVAL OFFICE - Old sc. No's. 462-3

VILLAINS VISITED BY LUTHOR

LEX
Hello there. Lex Luthor, Lex Luthor. Possibly you've heard the name. The greatest criminal mind on earth.

URSA
I told you this was a puny planet.

CONTINUED

286 CONTINUED

LEX
Wait, wait, wait just a moment. Wait till you've
got to know better will you please. Wait, --
look, I can give you anything you want. I can
give you the brass ring, the - er -- unlimited
freedom to maim, cure, destroy, chew - plus
Lex Luthor's savvy. Lex Luthor's career
guidance... Lex Luthor's School of...

ZOD
We have all of this without you. You cannot
bargain with what you don't have.

LEX
Oh magnificent one. What I am bargaining with
is what you do not have -- the son of Jor-El.

(ZOD)
(The son . . . of Jor-El?)
()
(LEX)
(I said that, didn't I?)
DELETE IN CUTTING

ZOD
Jor-El, our jailer?

LEX
No, Jor-El, the baseball player that came from
Porto Rico. Yes Jor-El your Jailer.

ZOD
The son of Jor-El on this Planet?

(LEX)
(Yes, Daily. Daily Planet)
DELETE IN CUTTING

Er - possibly you know him better by his
nom de voyage or his - name he travels under,
Superman.

ZOD
So this . . . is Superman. How do you know of
Jor-El?

CONTINUED

286 CONTINUED

287 INT. PERRY WHITE'S OFFICE, DAILY PLANET - NIGHT

(NOTE: All ANGELS are facing street windows, so as to avoid rebuilding City Room offices behind glass partitions.)

An agitated Perry White paces back and forth, watching Jimmy Olsen and Lois - the latter even more fearful than she lets on.

PERRY

I can't understand it! Where is he? I mean, he shows up every time a cat gets stuck in a tree, and now he decides to pull a disappearing act?

JIMMY

Maybe we just don't know his game plan.

PERRY

Game plan! It's fourth down and long yardage, the two-minute warning sounded and the ball's deep in our territory! How brilliant do you have to be?!

JIMMY

(the hero worshipper)
Superman's got something up his sleeve, that's for sure. We just haven't figured it out. Isn't that right, Miss Lane?

ON LOIS-her eyes betray that spunky assurance she tries to portray, for her last look at Superman was a beaten, bloody Clark Kent. Furthermore, she has no knowledge of what has happened to him since he left her to return to the Fortress and no real expectation that he will ever return in his Superman role.

CONTINUED

287 CONTINUED

LOIS

I . . . I'm sure he'll get here . . . if he possibly can.
(pause)
If there's any way at all . . .

JIMMY

See? And she knows him better than anybody .

C.U. LOIS -- a small ironic smile touched with sadness.

LOIS

Yes...better than anybody.

(AT THIS POINT THE VILLAINS ENTER THE OFFICES)

288 ANGLE THROUGH PERRY'S INSIDE WINDOW

The wall of the city room collapses in the center as the VILLAINS break straight through it. The terrified REPORTERS scatter, rushing through the exit doors in panic as ZOD, URSA, and NON head for PERRY'S office.

ANGLE ON DOOR

NON is the first through, knocking down the door. PERRY hurls a huge electric typewriter at him, which bounces harmlessly off his head. NON slams him back against the wall. PERRY crumples in a heap. JIMMY flashes a picture as LOIS picks up a sharp letter opener, swings it viciously into URSA'S stomach. It folds up like tissue paper. URSA sends LOIS flying backward into PERRY'S rolling desk chair. JIMMY flashes another picture -

ZOD
(from doorway)
Enough!

ZOD stands in the doorway, looks questioningly at the group. He glances back at the hole in the City Room wall as CAMERA PANS: LUTHOR steps through the hole delicately, flicking the occasional debris off his shoulder.

LUTHOR
(crossing)
What a mess, what a mess...all of that accumulated
knowledge and they still never heard of a doorknob...

CONTINUED

288 CONTINUED

LEX
I er - You should see the White House, they'll be
cleaning it for months.

LOIS
Lex Luthor . . .

(JIMMY)
(Wouldn't you know . . .)
()
(ZOD)
(This - is the son of Jor-El?)
()
(JIMMY)
(no . . .But I'll bet you're the son of)
(a...)
()
(LOIS)
(Jimmy!)

DELETE IN CUTTING

ZOD
You promised me the son of Jor-El!

LUTHOR
You're right, Your Eminence, Your Grace, oh Fullest

One...But er -- what I've given you is the next best thing. You just hold on to that little lady and, er he'll be along. You see they have this relationship and she does all his Public Relations and he gives her every exclusive. They're the best of friends.

(LAUGHS)

You know what I mean.

URSA

What an undemanding male this Superman must be.

LOIS

Huh you could use a tuck here and there yourself, sister.

CONTINUED

288 CONTINUED

ZOD

Wait!

LOIS

Oh Gee!. I'm sorry, gosh. Are you alright Chief?

ZOD

She lives - for now. Kill the rest. Starting with him.

LUTHOR

Wait - Hey wait. Hey, but remember the White House, the Oval Room - We had a few laughs, right. He remembers, yeah. It's Australia, Australia, -- It's too much, right? Okay, forget it. I can turn over a new leaf a tree, a whole forests --

289 EXT STREET CORNER, METROPOLIS - NIGHT

CLOSE ON a stack of Daily Planet. newspapers, piled in front of a street-corner newsstand.

A headline in enormous banner type reads: WHITE HOUSE SURRENDERS.

Suddenly, the top paper in the stack begins to flutter, as if from a sudden breeze. Then the pages beneath begin to ripple and flap, as the gust of wind grows stronger

Now, as the sound of a great rush of wind heard, the entire stack of newspapers begin to fly in the wind.

The NEWSDEALER runs Out to grab his papers.

NEWSDEALER

What the hell ---- !

He looks up.

290 We SEE a blue flash zooming through the night sky.

MUSIC: the theme confirms our suspicions.

291 It's Superman flying again. He dives for the Daily Planet building and lands on a flagpole that extends horizontally just outside Perry White's office.

292 INT. PERRY WHITE'S OFFICE - NIGHT

(NOTE: At this point, we go to shot No. 470 as written and previously shot, in which Superman challenges the three villains to a fight. They fly out the window in pursuit of him.

Suddenly: a clear, stentorian VOICE is heard, O.S.

SUPERMAN'S VOICE

Haven't you ever heard of Freedom of the
Press, General?

CAMERA WHIP PANS - SUPERMAN stands on the tip of flagpole right outside PERRY'S window. He stares in, arms folded, the American flag billowing underneath.

BACK TO SCENE

The VILLAINS are thunderstruck, rooted to the spot. LOIS rises unbelievably.

LOIS

Superman . . .

LUTHOR

Thank God . . .

(to Villains)

I mean . . . get him!

SUPERMAN disappears, flying up and out of frame.

ZOD

(insane)

Come to me, Son of Jor-El! Kneel
before Zod!

293 The VILLAINS move as one, smashing through both the wall and windows after him, completely demolishing the street side of the room.

294 ON SUPERMAN -- He stands on a high ledge of building, waiting for them.

295 WIDE ANGLE -- As Non and Ursa hover in the sky like evil angels.

296 Zod lands on an exposed steel girder of a partially constructed skyscraper across the street.

Hanging a few feet above him, from a crane, is a massive concrete block, tied to a thick steel chain which hangs from an iron hook.

Zod is about thirty feet higher than Superman. He strikes an appropriately authoritarian pose and points down at him.

 ZOD

 (stentorian tones)

Son of Jor-El! Kneel before Zod!

 At the sound of the hated name, Non roars.

 ZOD

 When you did not come, we took you for
a coward!

297 MED C.U. SUPERMAN - looking up at him.

 SUPERMAN

 I'm no coward, General Zod.

298 ON ZOD

 ZOD

 Perhaps not. Perhaps you are only .. fool.
 (with a malicious smile)

Like your father.

299 C. U. SUPERMAN - his jaw tightens. The insult to his father has its effect.

ZOD

 Kneel, Son of Jor-El! Bow to me and atone for the
sin of your father!

SUPERMAN

 (looking up at him)

 I can't bow to someone so far beneath me.

300 ON ZOD -- made furious by the insult. His eyes glowing fiercely, he looks up at the concrete beam dangling a few feet above him.

301 EFFECTS: He beams a ray of Heat-Vision at the metal chain. It burns through swiftly and the block drops in Zod's waiting hands. He catches it easily, as if it were light as a feather.

 ZOD

 Then die as you deserve to!

H raises the block high and flings it down at Superman.

302 NEW ANGLE - EFFECTS: Superman aims Lazer-vision at on-coming concrete slab, and it pulverizes in mid-air, turning to harmless powder.

303 FOLLOW THE POWDERY STUFF as it drops to the street .

304 ON THE STREET -- A CROWD is beginning to form, looking up. As the dust falls, a yellow cab comes around the corner and receives most of the harmless debris on its windshield. The cab brakes to a screeching halt.

The CABBIE looks up with the expectant grin of a fight fan at a championship match.

CABBIE
Man, this is gonna be good!

He switches on his on OFF-DUTY sign for the duration.

305 ON URSA - Upset by the humiliation on her leader . She hisses angrily at Superman.

URSA
How dare you defy the General?

SUPERMAN
It's easy.

306 FAVORING ZOD -- reacting to the arrogance, he snaps his fingers at the faithful Non.

ZOD
Take him. He is yours.

307 Let off his leash, so to speak, Non leaps into action and flies toward Superman .

308 WIDE ANGLE -- Superman leaves his perch as well. The two begin to circle each other warily in the air, like two fighter planes getting into position for a dog-fight, or two knife fighters jockeying for the first advantage.

309 ON ZOD - growing impatient with the delay.

ZOD
Kill him! Kill him!

310 Thee command triggers Non into action. He zooms forward and punches Superman with all his murderous might.

311 The blow sends Superman reeling backward at great speed.

312 C.U. as he comes to rest on a ledge of a building. He is rather shaken, and rather surprised to be.

SUPERMAN
(wonderingly as he gets
himself together)
This is going to be harder than I thought . . .

313 ON THE WINDOWS OF PERRY WHITE'S OFFICE --where the employees, especially
Lois, are watching anxiously.

JIMMY
Man! That big guy is just as strong as Superman!

Lois looks worriedly at Jimmy. Perry leans out the window, calling like a coach
from the
sidelines:

PERRY
Come on, Superman - straighten up and fly
right!

314 WIDE ANGLE -- Superman comes charging through the air directly at Non. He
whips his foot up like a champion Karate fighter and deals Non a powerful kick in
the jaw. As Non, with a grunt, goes tumbling OUT OF FRAME:

315 ON THE STREET BELOW -- The crowd cheers their hero.

A GUY IN CROWD
Way to go Superman!

316 ON SUPERMAN - looking in the direction of Non's flight off.

317 Suddenly, Ursa flies up behind him, twists his hair in her hands and pulls
it, viciously, with
all her might.

SUPERMAN
(in much pain, doesn't see who
it is behind him pulling his hair)
Why don't you fight like a man?

URSA
Why ever should I?

He breaks free of her, whirls around, fist cocked for a killer punch. But
then he hesitates.

CONTINUED

317 CONTINUED

URSA
(mockingly)
Superman! You?? Hit a woman??

She's got his number, that nice kid raised by Jonathan and Martha Kent. As he
refrains from
belting her for one all-important second.

318 NON swoops back INTO FRAME behind Superman and grabs him around the waist in a bear hug.

NEW ANGLE -- As Non squeezes tighter and tighter while a greatly pained Superman struggles to free himself.

319 Ursa flies to the side of the nearest building and snaps off a flagpole that protrudes horizontally from the third floor ledge. It's one of those flagpoles with a golf ball on the end of it.

320 She flies toward them and raises the flagpole, about to swing it like a baseball bat.

321

ZOD

(calling from his position
of relative safety)

smash him! Smash his head open!

322 Ursa winds up and starts to swing. As she does, Superman manages to extricate himself from Non's grip, squeezing out and slipping away. Too late to check her swing, though

323 The golden bowl connects with the thick chest of Non with a tremendous crack.

324 ON THE GROUND

THE CABBIE

(ecstatic)

Home run !

325 ON THE BATTLERS -- The terrific impact of Ursa's blow sends Non reeling backward at an incredible speed. Tumbling end over end, he smashes into the top section of the Empire State Building in b.g.

326 As he hits the television antenna it breaks off. Showers of electrical sparks go spiraling into the air as the antenna breaks off and falls toward the street.

Sound: off Screen, OUT OF FRAME, the screams of the people below. Then the sirens of approaching ambulances and police cars.

327 ON THE STREET -- We SEE an ambulance racing toward the area.

328 ON SUPERMAN -- Suddenly horrified as he SEES the antenna falling.

329 ON THE STREET - where a WOMAN pushes a baby carriage looks up, frozen to the spot, paralyzed with terror.

330 ON SUPERMAN -- as he catches the antenna just in time. As the woman with the carriage runs to safety, he flies up again, holding the cage-like object.

331 ON ZOD AND URSA -- watching this from their vantage point on a building roof across the street.

ZOD

This "super" man is nothing of the kind. I have discovered his weakness.

URSA

Yes?

ZOD

(bemused)

He...

(searching for the bon mot)

cares. He actually cares about thesethese People.
These earth People .

URSA

Sentimental idiot.

332 ON TOP OF EMPIRE STATE BUILDING -- The still groggy Non lies on the broken summit. Superman flies up still holding the cage-like antenna and puts it over him, penning him in.

333 ON ZOD AND URSA - standing before a large billboard.

URSA

(distraught)

He's captured Non!

ZOD

Don't worry. I will draw his fire.

(small smile)

With a few of my own.

334 ANGLE DOWN -- EFFECTS: Zod, using his beams of Heat-Vision, aims one ray after another at the gas tanks of the line of parked cars on the street below.

335 FROM THIS ANGLE, WE CAN SEE DOWN THE EMPIRE STATE BUILDING

As the rays strike the tanks they glow red hot and then explode in a pillar of flame.

One, two, three, automobiles go up like this, and now we SEE that at the end of the street is a big Exxon tanker truck. Inevitably Zod will set fire to this one and the conflagration would be devastating (not to mention the effect on the energy crisis).

336 ON SUPER.MAN -- On top of the Empire State Building, he looks down and SEES what
Zod is up to.

SUPERMAN

No!

337 LONG SHOT -- He zooms down to the street at super-speed.

338 Just as Zod has finished setting fire to the last car on the block and is about to move on to the tanker truck.

339 CLOSER -- Acting quickly, Superman rips off the large mirror positioned outside the cab on the driver's side (the rear-view mirror, in other words) and twists it around so that it reflects the beam of Heat-Vision.

340 ANGLE TO SEE that as the beam hits the mirror instead of the tank, it is reflected back at Zod with a rush of flame.

341 EFFECTS: ON ZOD -- Standing before an advertising billboard. The whoosh of rushing flame completely obliterates both the General and the billboard FROM OUR SIGHT. But a moment later we see that the sign has burnt up except for a silhouette of Zod, for where he stood, his fireproof self, protected that portion of the billboard from the fire.

342 NEW ANGLE -- As Superman turns towards the truck, Non has revived and launched a new attack. He flies down at his enemy at full Speed.

343 They connect with a sickening crunch.

The two titans crash right through the pavement.

344 As they disappear into the crater they have created, the earth trembles with the force of it Street lamps shake, parked cars rumble. Suddenly the glass display Windows of a clothing store vibrate and then collapses with a great smashing of glass.

The dress mannequins in the display window pitch forward like dead bodies.

The people rush forward in a mob to peer down into the hole, to watch the fight.

345 But, BEHIND THEM, the great form of Non comes shooting out of the street (from a new hole), on the receiving end of a thunderous Superman punch.

346 NEW ANGLE -- The street cracks in places, debris dropping all around. A few manhole covers in f.g. fly up a few feet, loosened from their moorings, and drop to the gutter.

347 FOLLOW NON -- in his unstoppable trajectory he crashes through a great glass office building on the fourteenth floor. A moment later he comes flying out the other side on the thirteenth floor as huge hunks of plate glass rain down into the street.

348 Hysterical, panicked OFFICE WORKERS on the sidewalk.

OFFICE WORKER
(slightly hurt, very frightened)
Help! Help us Superman!

349 ON THE STREET -- Superman comes flying up out of the hole beneath the street on his

way to help them.

350 ON URSA -- Nearby, she picks up a manhole cover, holding it like a Frisbee.

URSA

What's your hurry, Superman? Don't
you want to play with me?

And with that she flings the manhole cover at him in his flight. It whizzes through the air with a shrill whistling sound.

Great shot, Ursa. The manhole cover catches Superman right in the stomach with an audible thump. It not only stops his flight, it knocks him down the street, seemingly unconscious.

351 C. U. LOIS -- watching from the window, she puts a hand to her mouth, afraid he's really finished.

352 C. U. ZOD -- a great smile of victory.

353 NEW ANGLE -- Zod leaps from his perch and drops beside the still form of Superman.

Striding over to him, he puts one foot on the fallen hero's chest pose of The Great White Hunter with his kill.

ZOD

Now, Son of Jor-El, admit defeat. Beg forgiveness and swear allegiance to Zod.

But it ain't that simple, General.

SUPERMAN

(suddenly)

That'll be the day.

And with that, the suddenly "revived" Superman grabs Zod by the hand and foot and flings him up into the air, OUT OF FRAME.

354 ANGLE ON COCA-COLA SIGN -- Zod is driven back into an enormous illuminated Coca-Cola sign. Hundreds of light bulbs pop like soda bubbles. Rainbows of sparks fall to the streets below.

355 ON THE STREET -- Among the fearful crowd, SPOT some who are excited, having almost a good time. A STREET GANG in satin club jackets, for example, are getting off on the spectacle, while other people run in fear.

356 INT . PERRY WHITE' S OFFICE - DAILY PLANET - NIGHT
As previously shot as SCENE 485.

PERRY, JIMMY and LOIS stand near the edge of the floor, which used to connect to the missing wall, peer out into the night sky trying to get a glimpse of what's going on. Fire and police sirens wail loudly below. From the distance we can hear the sound of "thumps" and "whacks" echoing ominously across the city, signifying that the super-fight is still continuing. LUTHOR lies back calmly, propped up

against the wall. He checks his watch, mumbles.

LUTHOR
(to himself)
Who would have thought this thing
would go the distance . . .

357 EXT. STREET - NIGHT

Ursa, smarting from the reversal to her leader, gestures to Non.

URSA
come! Do as I do!

A passenger bus has come down the street only to be stuck in place by all the chaos and destruction going on. Ursa grabs the back bumper of the bus, begins to lift.

URSA
Take the front!

Non lifts the front bumper. Together they hold the bus full of PEOPLE aloft.

358 INT. CITY BUS - NIGHT

Inside the bus, terrified PASSENGERS calling for help. Many of them rush to the windows and begin to climb out.

359 EXT. STREET - NIGHT

FULL SHOT, CAMERA POSITIONED BEHIND URSA SO THAT WE SEE THE ENTIRE BUS ALOFT, WITH URSA AND NON BENEATH, AND HAPLESS PASSENGERS WHO TRIED TO CLIMB OUT NOW DANGLING FROM THE WINDOWS, afraid to jump.

360 C.U. URSA -- looking at these people hanging on the sides. Their pleas have no effect on her.

361 ON SUPERMAN -- from above, horrified as he sees what they are about to do.

SUPERMAN
No! Don't do it! The people!

362 ON URSA, NEW ANGLE -- With a few breaths of Super-Breath she blows the dangling passengers off the bus.

363 They drop to the street, hurt or unconscious

364 FAVORING SUPERMAN -- AS he flies down to stop anymore of this. Behind him is a wall of bricks -- the side of a building.

365 L.S. ZOD zooms down canyon and shouts:

ZOD
(from above, commanding;)

Yes! Throw it!

366 Ursa and Non hurl the bus forward, directly at Superman.

367 NEW ANGLE -- The bus flies right at him and hits him squarely. Although he tries to absorb as much of the impact as possible, the force of this enormous object pushes him back against the wall, momentarily pinned there.

368 Inside the bus, the remaining passenger cry for help.

369 As Superman struggles to get himself free and help the people --

370 WHIP PAN to the three villains as they group at the end of the street.

371 LONG SHOT, ANGLED TO SEE entire street, with villains in f. g.

ZOD
(manic, wild)
Bow and proclaim Zod your master!

372 POV DOWN, SEEING SUPERMAN -- as he frees himself.

SUPERMAN
That's a lot of hot air.

373 ZOD
Hot air! I'll show you hot air!

The three villains together blow a tremendous gust of Super-Breath down the street.

374 EFFECTS -- It's a hurricane force wind. wreaking incredible damage. Before the mighty, relentless gale nothing can hold. Cars, trucks, people are blown down the street, smashing, tumbling. An amazing spectacle.

375 Superman flies in the face of the gale force - trying to reach the people.

SUPERMAN
(pleadingly)
Stop it! Please, stop it!

376 ON THE VILLAINS -- They continue to blow the hurricane wind.

377 ON SUPERMAN -- As he stops to right a car, only to have it blown past him again.

SUPERMAN
Enough! It's enough!

378 ON THE VILLAINS -- Paying him no mind, they continue.

379 ON SUPERMAN -- Staring up at them as he stands immovable in the path of the

great wind.
All around him is devastation. A terrible struggle is going on inside him.

380 ON PEOPLE -- gathered in doorways, trying to protect themselves from the wind, they watch fearfully.

381 ON SUPERMAN -- Suddenly he flies up, as if to confront the Villains. But then, halfway there, he suddenly turns and zooms off through the building and into the night. He is gone.

382 ZOD
(triumphant)
So, he is a coward after all!

The three stop the Super-Breath.

383 ON THE STEER -- The people pick themselves up, struggling to their feet. They look up at the sky with expressions of disbelief and disillusionment .

THE CABBIE
(angry)
He chickened out! That phony!

A WOMAN
Superman! Don't leave us!

The awful laughter of Zod and Ursa rings out in the air.

384 ON TWO BLACK KIDS, 8 and 9, with "street smarts" beyond their years, look at the sky, their cynicism confirmed.

FIRST BLACK KID
(scornfully)
Huh. Superman didn't even do nothin'.

SECOND BLACK KID
(calling up to the sky)
Jive turkey!

The sound of the villainous laughter continues.

385 INT. PERRY WHITE'S OFFICE - NIGHT

PERRY, LOIS, and JIMMY step back quickly as the VILLAINS land in the office. LUTHOR, still propped up against the wall, looks over expectantly.

ZOD
Our victory is complete! The son of
Jor-El has fled.

JIMMY
(stunned)
Fled?. . .

PERRY
I don't believe it.

CONTINUED

385 CONTINUED

LUTHOR
(disappointed)
You said it. Three-to-one should get you
both ears and the tail.

ZOD
(angry)
He ran in fear from us . . .

LOIS
(defiant)
He'll be back. As long as he's alive
he'll try again.

ZOD
The next time - we will kill him!

NON roars. LUTHOR rises, dusts himself off, turns to ZOD.

LUTHOR
Next time, next time . . .
(shakes his head)
What am I going to do with you people? I
hold up my end. I deliver the Blue Boy -
and what do I hear from my triple threat?
"Bow, yield, kneel" - that kind of stuff
closes out of town.

ZOD stares hard at LUTHOR, icy, but curious.

ZOD
Why do you say this to me when you know
I will kill you for it?

LUTHOR
(chuckle)
Kill me? Lex Luthor? Extinguish the
greatest criminal flame of our age?
Eradicate the only man on earth . . .

URSA
Kill him!

CONTINUED

385 CONTINUED

LUTHOR

(quickly)

. . . with Superman's address?

LUTHOR grins, in control now. ZOD examines him carefully.

ZOD

There is something more you want. The
greed is written on your face.

LUTHOR

(pause)

Perhaps a small . . . incentive, your
Ultimate. A tiny bauble to help me jog
my memory . . .

ZOD

What more?

LUTHOR

(quick smile)

Cuba.

386

ZOD

(to Ursa and Non

almost gleeful now)

Come! The three of us will crush the
son of our jailer.

NEW ANGLE URSA, as she advance on Lois.

URSA

Why not increase his handicap? Since he
cares so much for these earth creatures,
let us take his favorite.

387 EXT. SKY - NIGHT

LONG SHOT -- The Villains soar through the dark, star-filled sky. Ursa
carries Luthor.
Lois, rides Non.

LUTHOR
(muttering)
No drinks . No movie. This is the last time I take
a charter flight.

ZOD
Where is his home, Lex Luthor? Which way?

LUTHOR
(pointing)
North. Keep going North!

CLOSE ON ZOD -- flying high; he can hardly wait.

388 INT. FORTRESS OF SOLITUDE, MOLECULAR RESTRUCTURING CHAMBER - NIGHT

WIDE SHOT -- Inside the Fortress. Superman SEEN inside the molecular restructuring chamber.

INSIDE THE CHAMBER - Superman passes his hand very deliberately across various crystals in a specific sequence, much as he did once before in this setting. This is seen briefly, leaving us not time to guess what he might be doing.

389 INT. FORTRESS OF SOLITUDE - NIGHT

As they fly in the wide, multi-tiered interior:

ZOD
(to Ursa)
Put down Lex Luthor !

LUTHOR
(did he hear right?)
Put down Lex Luthor?

390 Ursa follows orders. She drops Luthor unceremoniously on a remote ledge.

LUTHOR
(indignantly)
Hey! Hey, who day's have to know to get
a ringside seat here?

391 ANOTHER ANGLE - As they land, still holding Lois. They look about them for the owner of the house.

LOIS
(calling out)
Superman, this wasn't my idea!

Zod takes in the décor sneeringly.

ZOD
Morbid. A sentimental replica of a planet
long since vanished.

392 PAN UP, SHARP ANGLE: Superman suddenly appears above them, standing on the

highest balcony, looking down commandingly.

SUPERMAN
I expect better manners from my guests.

QUICK C.U. LOIS -- Much relieved to see him.

FAVORING THE VILLAINS --

ZOD
(as he sees Superman;
savagely)
Accept your destiny, Kal-El. Even as
your father once condemned us, so
now do we condemn his misbegotten
brat.

SUPERMAN
(deliberately goading them)
As we say on Earth, Zod -- "all talk
and no action."

Non, made furious by the taunt, leaps from his place and springs at Superman.

393 EFFECTS: Quickly, in a dazzling display, Superman puts his hand to his chest. Magically, the "S SHIELD" emblazoned there becomes a literal object in his hand while its "original" remains on the costume. It shimmers and shines with an energy force that clearly connotes immense power .

Superman flings it like a discus.

394 The effect on Non as the "S SHIELD" hits him and wraps around him.

395 ON ZOD -- He looks worried. He is beginning to realize that Superman, on his home turf, has powers and devices at his command beyond their comprehension.

URSA
(sensing his fear)
General --- ?

ZOD
(quickly reasserting his
authority)
We must combine our strength.

As Non reappears from one side, the three stand at points of an invisible triangle, facing Superman.

ZOD
We are three. He is one.

LUTHOR (o.s.)
Great odds! What's the point spread?

ZOD
(fiercely)
The combined power of three will destroy you!
(gives the command)
Now!

EFFECTS: From their three points, the three Villains beam red-hot. rays of Heat-Vision at Superman.

397 But, incredibly, as the three rays strike their common target, Superman reaches out and physically grabs the apex of the combined beams in his fist. It has the effect of shorting them out in a spectacular way. Bolts of Kryptonian energy zap and crackle into the air from Superman's fist, negating the force, causing the startled Villains to reel back from the negative electrical charge.

398 C.U. SUPERMAN - still on guard, attuned to their every move.

399 ON THE VILLAINS -- Zod doesn't give up that easily.

ZOD
(smarting)
One way or another you will bow to me!

400 C.U. SUPERMAN - His eyes dart quickly around the vast. interior.

401 POV: The three villains have suddenly disappeared; a little magic of their own.

ZOD (o.s.)
Now it is you who are confounded.

402 C.U. SUPERMAN -- His eyes dilate indicating X-Ray Vision at work.

403 POV: EFFECTS - His X-Ray Vision REVEALS Ursa, Non and Zod behind opaque crystal blocks. Suddenly they disappear. There are three flashes of light, denoting super-speed. Now they appear again, but behind different places.

404 C.U. SUPERMAN -- He blinks, confused.

405 EFFECTS: Again they shift position with lightening speed. The effect is to totally disorient Superman, as if he were in a Hall of Mirrors.

ZOD
(mocking him)
Now you see us, now you don't.

Ursa's evil laughter rings out.

LUTHOR (o.s.)
(calling out from his corner)
The old shell game, Super-sucker!

406 C.U. SUPERMAN -- A look of intense concentration.

407 WIDE ANGLE (EFFECTS:) Suddenly, one after another three images of Superman are projected from the "original" -- "real" Superman. As they spread out and face the villains in the different areas of the Fortress, it is impossible to tell which of these four is the real Superman.

LUTHOR (o.s.)
Hey, what happened to the Marquis of
Queensbury rules?

408 ON NON -- Disoriented at first, he dumbly turns on the "Superman" closest to him. With a ferocious howl, he dives at it and sails right on through it. Coming out the other side; the expression on his face is priceless as he crashes head-on into a crystal wall. He slumps against it bruised and bewildered (and bewitched).

Now this particular Superman image smiles, fades and vanishes.

409 ON URSA AND SUPERMAN IMAGE 2: She takes a flying leap at her "Superman," her boot up, aiming for a super-kick at his groin. But she ends up on the ground in a furious heap, as the "Superman" image breaks as if a shattered crystal and pieces fall to the ground.

410 NEW ANGLE -- A third Superman takes a step and speaks:

SUPERMAN 3
(calling to Zod, taunting)
How do you like these odds, General ? Or
are they too odd for you ?

As he speaks Lois naturally assumes that this must be the "real" Superman and runs to him for protection.

411 ON ZOD -- certain now that the fourth remaining Superman is a phony, the final fake, he steps over to it, lifts his hand to flick it away.

412 ON LOIS WITH HER SUPERMAN

LOIS
Oh, Superman, I was ---

As she speaks she throws her arms around him -- (EFFECTS) only to find that they pass right through his seemingly solid body. She reacts with dumbfounded surprise.

413 ON ZOD -- A split second later as Zod gives the brush-off to the fourth Superman he discovers that this "illusion" is reality.

SUPERMAN

One more mistake like that and you'll be busted to Corporal, Zod.

And with that he seizes him in a powerful grip. As Zod struggles to get free --

414 Ursa and Non swoop towards Lois and grab her -- each getting an arm. Now they begin to pull like two people having a tug-of-war.

URSA

Release the General or we tear her apart.

415 C.U. SUPERMAN -- what to do?

416 ON LOIS -- Suffering but brave.

LOIS

No, Superman! Don't!

Non and Ursa pull harder. As Lois cries out in pain---

417 Superman reluctantly releases Zod.

As Zod steps away, dusting off his uniform.

ZOD

(contemptuously)

Did you really believe we would give up our advantage?

URSA

(laughing)

"Super-sucker . " For once, Lex Luthor was right.

LUTHOR

(offended)

Hey, let's be fair. Actually, there've been two or three times --

ZOD

(triumphant.)

Now I shall have the Son of Jor-El as my slave! Forever. If not, the millions of earthlings you protect will pay for your defiance.

(he snaps his fingers towards Lois)

Beginning with this one.

LOIS

Don't do it, Superman! Not for me --

Ursa and Non tighten their hold and pull her still harder. Pain stops her from speaking.

419 ON SUPERMAN -- thoroughly defeated.

SUPERMAN
Stop! Let her go!
(pause to Zod)
All right, Zod. you win. It's over.

420 Zod smiles, full of himself, looks around the Fortress at the Memory Bank , crystal rows, bench, etc.

ZOD
(to Non)
I sense the presence of Jor-El here. Destroy
all this
(at Luthor)
And we have no more need of this one. Kill him.

(AT THIS POINT, GO TO FOOTAGE ALREADY SHOT FROM SCRIPT OF 26th
SEPTEMBER 1977, PAGE 441, SHOT NUMBER 504, BEGINNING WITH LUTHOR' S FIRST SPEECH
ON THAT PAGE, BEGINNING:

421 LUTHOR
Me? General, it's me, Lex Luthor! Remember?
Who got you through the tough times? You filled
your inside straight? You came to me with nothing -
except the world. I gave you Superman!

ZOD turns his back on him, walks away. NON begins to smash the crystal rows with enthusiastic relish.

CLOSER ON LUTHOR AND SUPERMAN

LUTHOR edges in closer to SUPERMAN, desperate, sweating.

LUTHOR
You think you know people, right? Promises
are made, gifts exchanged . . . what does it all
mean anymore? Not like the old days when
it was just you and me. And I've got to hand it
to you, Superman. You always told the truth. A
fellow knew where he stood with you. You wanted
to destroy me, pure and simple -- and I respected
you for it.

NON raises SUPERMAN'S bench high over his head in B.G., smashes it to the floor.
ZOD turns, looks at chamber, examining it cautiously from the outside. SUPERMAN
looks at LUTHOR carefully.

SUPERMAN
(low voice)
Perhaps there is some good in you after
all, Lex Luthor.

LUTHOR

even used it. Me? I'm loaded with good! I mean I've never

SUPERMAN
I'll have to take the chance. Try to get them all
into that molecule chamber. It takes away their
powers, reduces them to human beings. Now
if you could . . .

CONTINUED

421 CONTINUED

LUTHOR looks over. ZOD is about to enter the chamber.

LUTHOR
Wait! Don't go in! It's a trap!

SUPERMAN
Luthor, you poisonous snake . . .

ZOD turns, looks over, concerned.

LUTHOR
It's a molecule chamber, your Grace! It turns
people like you into . . .
(feels funny saying this)
people like me.

ZOD looks up at the chamber, realizing the mistake he almost made. He turns.

ZOD
You have done well, Lex Luthor. We will
award you this Cuba place.
(to URSA and NON)
Seize him!

URSA and NON spring at SUPERMAN, grab him, one on each leg and arm. SUPERMAN kicks and struggles vainly.

SUPERMAN
No! Please! Don't! . . .

LOIS rushes to try and help, is caught by a grinning ZOD, unceremoniously flung backward to the floor. SUPERMAN is hurled into the chamber. LUTHOR rushes to the side, presses a control. The door irises shut. SUPERMAN lies on the floor, helpless.

ZOD
Lex Luthor! Ruler of Australia and the Cuba
place! Activate the machine!

LUTHOR grins, pushes the starting mechanism.

WIDE ANGLE

The chamber is activated. The lights in the Fortress begin to change - but this time they happen in the entire interior of the Fortress, and not in the chamber.

422 ANGLE ON SUPERMAN IN CHAMBER

SUPERMAN writhes in agony on the chamber floor as the outside lights play on the surface of the chamber.

423 ANGLE ON VILLAINS, LUTHOR AND LOIS

The VILLAINS and LUTHOR watch with glee as the lights dance. LOIS hides her face in anguish.

424 BACK TO SUPERMAN

The de-molecular process ends. The door to the chamber irises open again. Slowly, painfully, SUPERMAN gets to his feet, his face crestfallen, his shoulders stooped, resigned to his defeat.

425 WIDER ANGLE

LOIS looks at him in horror. ZOD smiles cruelly, steps forward, salivating in triumph.

ZOD
And now - finally - kneel!

SUPERMAN steps out of the chamber, shuts his eyes, the final humiliation sinking in. The hushed silence is deafening. He has no choice. He kneels. ZOD extends his hand in contempt.

ZOD
Take my hand and swear eternal loyalty

to Zod.

SUPERMAN lifts his hand in disgrace.

EXTREME CLOSE ON HANDS

SUPERMAN takes ZOD'S hand, then slowly starts to squeeze it. The sound of bones cracking is heard.

BACK TO SCENE

ZOD'S eyes bulge with pain. SUPERMAN suddenly pulls back and jerks ZOD up and over his shoulder.

CONTINUED

425 CONTINUED

ANGLE ON ZOD

ZOD is hurled helplessly through the air the entire length of the Fortress, crashes against the far wall, drops to the floor.

BACK TO SCENE

LUTHOR horrified, suddenly realizes what's happened.

LUTHOR
He switched it! He did it to them! The lights
were on our here! He was the only one safe in
there!

426 NON rushes at SUPERMAN with a roar, is tossed into the wall in a heap like a
rag doll.

LOIS turns to URSA, the new information sinking in.

LOIS
You're a real pain in the neck, you know that?

427 LOIS uncorks a tremendous haymaker, knocks URSA out cold on the floor.
SUPERMAN advances on LUTHOR.

SUPERMAN
I knew you'd double-cross me, Luthor. A lying
weasel like you couldn't resist the chance . . .

LUTHOR
(backing up)
Are you kidding? I knew it all the time. Did you
see how they fell into our trap? Beautiful . . .

SUPERMAN
Too late, Luthor. Too late . . .

LUTHOR
Listen. Have I got a proposition for you, Superman. I
mean I owe you one, you know? Now don't say yes
or no till you hear me out . . .

428 EXT. FORTRESS - DAY

LONG SHOT as we hear from within:

SUPERMAN
(from inside)
Which one would you like to join, Luthor?
Pick a hole.

LUTHOR
(from inside)
Wait a minute, wait a minute, let's talk
a deal, Superman. We can take a lunch
on this --

SOUND: a crash from inside.

After a pause:

LOIS
(from inside)
Gee, who'd have thought he'd sink
the lowest?

DISSOLVE SLOWLY TO:

429 INT. DAILY PLANET - DAY

ON CLARK -- looking a bit nervous and unsure of himself, as he comes to work and walks toward Lois' desk.

HIS POV: Lois at her desk, looking tense, edgy, a bit hyper.

COME IN TO TWO SHOT as he reaches her desk. The following is quietly spoken, though not whispered. But there's nobody in the immediate vicinity to overhear. (Though, at one point, we SEE Jimmy in b.g.)

There is a tentative feeling about everything as Clark says:

CLARK
Hi.

LOIS
(trying to be cool: failing at it)
Oh, hi.

CONTINUED

429 CONTINUED

CLARK
Sleep well?

LOIS
Never closed my eyes.

His love and compassion show as he comes closer to her, looking at her with understanding of her dilemma. MOVE IN TO TIGHTER SHOT - he pulls up a chair.

CLARK
Lois . . .

BEGIN SLOW MOVE IN TO C.U. LOIS AS SHE SPEAKS - All the conflicting emotions and thoughts coming out after a long and troubled night.

LOIS
I know, I know all the arguments, you don't have to tell me. That's what I did all night -- I "listened to the voices of reason" till the dawn came up. Do you have any idea what a vile sound it to hear the first bird singing when you've been up night crying?

CLARK

(concerned)

I'm sorry.

C.U. LOIS

LOIS

Me too, Oh, I tried to convince myself, believe me, "It's like being married to a doctor," I said. Doctors are practically never at home. The get emergency calls in the middle of the night and their wives manage to live with it. Then a voice said, " could you be a doctor's wife? Or are you too selfish . . . "

CLARK

You're not selfish at all.

LOIS

Oh, when it comes to you I am. Not that I don't understand why they all need you. but they can't need you more than I do.

CONTINUED

429 CONTINUED

CLARK

"They?"

LOIS

Everybody. Everybody else. I'd be buying my little rainbow at the their expense. All the ones who say "Help. Come quick. Now" I know who you'd have to pick.

CLARK

What else could I do?

LOIS

(being fair)

Oh, I'm not blaming you.

(being honest)

I just know me. I'd be jealous. Jealous of . . . of all humanity.

(an ironic smile)

Some rival, huh?

CLARK

(upset)

Lois, someday --

LOIS

(intensely)

Please don't tell me "You'll find somebody else someday." Cause . . .

(looking at him,

a wry smile)

. . . well, you are a pretty hard act to follow,
you'll have to admit that.
 (deep breath, trying
 to be realistic)
Oh, I'll get by, don't worry about me.

CLARK
 (he loves her
 very much)
I like worrying about you.

CONTINUED

429 CONTINUED

LOIS
 (trying hard not
 to cry)
Stop it . . .
 (stiff upper lip)
I know you think I'm good, but you haven't any
idea how good I'm going to have to be. I mean,
if you think it'll be easy --
 (this is killing her)
-- sitting near you, talking to you, pretending not to
feel,
pretending not to know. . .
 (with a sad little laugh)
I don't even know what name to call you anymore.

MOVE IN TO VERY TIGHT TWO SHOT: They look into each other's eyes. He takes
off his glasses.

CLARK
 (almost a whisper)
I don't know what to say. . .

LOIS
 (his words to her when
 he came out of the
 Restructuring Chamber)
Say you love me.

He takes her face in his hand and pulls her toward him. Though they have made
love
when he was briefly a mortal, this is the first and only time we have seen Superman
kiss
her. IN C.U., it is a profound, lyrical, passionate kiss -- it is indeed magical.

When at last he releases her, she moves back, opening her eyes, blinking as
if she had just awakened from a dream.

PULL BACK AND WIDEN: as she shakes her head, like somebody who has had a
dizzy

spell. CLARK puts his glasses back on.

CONTINUED

429 CONTINUED

LOIS

(voice and manner different
somehow more ordinary)

Wow . . . I just . . .

(shakes head to clear it)

I just got so dizzy. The whole room is
spinning.

NEW ANGLE -- from b.g. Jimmy Olsen looks up, sees she is acting oddly, comes
over.

JIMMY

Are you okay?

CLARK

She'll be fine.

LOIS

(and now she is)

See what happens when I don't have my
orange juice?

(the old Lois again)

The human body is only a workable, fairly
fragile machine when you treat it with the
same respect you'd show to ----

(still not quite recovered,
puts her fingers to her eyes
and again shakes her head)

. . . gee . . .

CLARK

Take it easy. Take a deep breath.

LOIS

I'm fine.

(focusing)

What was I talking about? Before?

JIMMY

If I know you. Miss Lane, it was probably
about Superman.

CONTINUED

429 CONTINUED

QUICK C.U. CLARK -- just watching her; no expression.

LOIS

(trying to remember)
. . . Superman?

CLARK
Lois, I really don't see why --

LOIS

Clark, stop feeling so threatened every time you
hear his name. Nobody expects you to be what
you're not.

MED. C.U. CLARK -- a wry smile; and in his eyes . . . memories.

CLARK
I'll try to remember that . . .

LOIS

Well, you should. Because I appreciate you, too,
you know.

CLARK

(playing "Clark")

You do?

LOIS

Sure. Especially if you'd be a really terrific guy
and bring me a cheeseburger to go --

ON CLARK -- He smiles. Whatever his own pain, he is happy to see her feeling
none .

CLARK

Everything on it?

LOIS

Everything on it.

As he grabs his hat and starts to leave:

LOIS

Oh, and --

CONTINUED

429 CONTINUED

CLARK
I know, I know, only if it's fresh-squeezed.

With one last little fond look back, he turns and leaves. STAY ON LOIS AND JIMMY.

LOIS

(blithely)

There goes a nice guy.

(she roll a fresh
sheet of paper into
her typewriter)

Now then, what trouble can I get
into today . . .

(to Jimmy)

What's going on in the world,
Jimmy?

430 INT. DINER - DAY

The same Alaskan Diner visited earlier by CLARK and LOIS. CAMERA CLOSE on the same burly TRUCKER seen earlier as he eats a noisy lunch, sitting on a stool directly at the corner of the "L"-shaped counter. He munches down on his food as a FIGURE appears behind him.

TRUCKER

(to Counterman)

Gimme another order of that bacon, Will
ya?

CLARK'S VOICE

That's funny. I didn't know swine were cannibals .

The TRUCKER blinks, swirls slowly in his seat as CAMERA PULLS BACK: Clark stands behind him, looks down.

CLARK

You're sitting in my seat, Pig-face.

TRUCKER

Come and get it four-eyes. . .

CONTINUED

430 CONTINUED

The TRUCKER spins in his seat, uncorks a tremendous right hand to the midsection; he screams as his fist cracks into what seems like solid granite, breaking a bone. CLARK leans down, spins the stool in the opposite direction at dizzying speed. The TRUCKER becomes a whirling blur, his seat spiraling upward until it reaches counter level. CLARK reaches out, taps him at exactly the right moment; the TRUCKER flies down the length of the counter through napkin holders, salt shakers, and other people's meals, crashes against the wall, lands in a heap. The COUNTERMAN gapes at CLARK unbelievably.

CLARK

(nice smile)

I've been working out.

431 EXT. SKY - DAY

Against a clear blue sky we see SUPERMAN in C.U. flying at speed holding a flag-pole so that a huge American Flag streams out from behind him.

432 EXT. WHITE HOUSE - DAY

The camera CUTS WIDE to reveal SUPERMAN approaching the roof of the White House. He swoops in behind the trees carrying the flag and flag-pole, which is attached to a new translucent roof-dome (to replace the dome fractured by the entrance of the villains).

433 INT. WHITE HOUSE CORRIDOR - DAY

We CUT as the PRESIDENT opens the door from his Oval Office and looks out and upwards to the broken corridor ceiling. We see SUPERMAN land on the roof and as he begins to place the new dome in position, he talks to the PRESIDENT. The LAST SHOT is SUPERMAN C.U., the flag still streaming behind him, as the roof is positioned.

WE THEN CUT TO SC. 437.

437 EXT. SKY - DUSK

SUPERMAN is flying home, the sun setting gloriously behind him. Against this awesome spectacle, HOLD CAMERA as he soars AWAY FROM F.G. heading for the horizon, magnificent in his power. Faster than a speeding bullet. More powerful than a locomotive. Able to leap tall buildings in a single bound. look! Up in the sky! Is it a bird! Is it a plane! No! It's Superman.

THE END