

NARUTO

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TEACHER (O.S.)
Raise your hand if you've heard of
the Nine-Tailed Fox.

PICTURE UP ON:

EXT. HOKAGE SQUARE - DAY

A row of SCHOOLCHILDREN, wearing the school uniforms of an unfamiliar world, almost like tunics.

Half the kids raise their hands at the teacher's question.

Their TEACHER is young, hardly 20, and a great storyteller.

TEACHER
Yui? Who told you the story?

YUI
(extreme little kid voice)
My mom.

TEACHER
And what kind of story is it? A
happy story or a sad story?

YUI
Ummmmmm.... a sad story.

TEACHER
That's right. It's a very sad
story. But sometimes it's important
to tell sad stories, you know why?

The kids blink back at her. One kid picks his nose.

TEACHER (CONT'D)
So we never forget the people in
them. Are you ready?

EXT. EDGES OF KONOHA - FLASHBACK

TEACHER
*Seventeen years ago, on this very
day, a greedy, angry man named
Orochimaru unleashed the Nine-
Tailed Fox to terrorize Konoha...*

In a single frozen moment, decades ago, there stands a MAN.

A man with piercing, intelligent eyes. OROCHIMARU.

The man is performing **deft, intricate hand gestures**. In slow motion his hands make momentous sound, like crashing waves.

Towering above him, a **FOX MADE OF PURE FIRE RAVAGES THE CITY.**

The giant fox walks straight through Orochimaru, who smiles as if quenched by its flames, unharmed.

It walks straight through Orochimaru... and *tosses buildings together like toys*. People scream and run.

EXT. HOKAGE SQUARE - DAY

TEACHER

Now, who protects us from people like Orochimaru? Does anyone know?

ASSORTED KIDS

The Shinobi.

TEACHER

That's right, the Shinobi.

NARUTO

Orochimaru used to **be** a Shinobi but then he unfortunately turned evil.

The teacher's gaze swish-pans to find **NARUTO UZUMAKI**, a 17-year old street kid, standing in her row of students.

YUI

Really?

NARUTO

Believe it.

TEACHER

Aren't you a little old for this class?

She's mostly amused, not annoyed. The kids giggle.

NARUTO

Na, I just love this story.

TEACHER

The Shinobi rose up to defend the city...

EXT. STREETS OF KONOHA - NIGHT (FLASHBACK)

A soaring lineup: THE SHINOBI, each with a distinct ability:

A slender one who commands a wave of spinning blades,

A stout one with a giant fist that grows on command,

One who ripples the earth with his breath,

A warrior in his 40s who fights empty-handed with iron gauntlets up to his elbows,

A one-eyed finesse killer with a kusari-fundo, a diabolical chain weapon that slices the air when he spins it,

And at their helm, MINATO NAMIKAZI. A still-young leader with blond hair and straight posture, a true and genuine soldier of light.

Minato lets out a whoop like a bird cry. When the fox swivels to face him, he performs three intricate hand gestures.

DAGGERS OF LIGHT emanate from Minato, piercing the fox in the eye, the blades of light slicing the fox's flaming fur.

The fox obliterates the building Minato stands on with a swipe of its paw, but Minato leaps away, fast as lightning.

TEACHER

*They were led by Minato Namikaze,
our city's Fourth Hokage.*

EXT. HOKAGE SQUARE - DAY

Now, we get a good look at the OPEN SQUARE the kids are standing in, with a view of HOKAGE ROCK.

Four faces are carved into the cliffside of Hokage Rock, like presidents. The newest face, on the far right, is MINATO.

TEACHER

That's him, see? Up there. He was the Hokage of all Konoha, so he had a special job to protect everyone.

YUI

He's up there?

NARUTO

(stage whisper)

That's just a statue.

In real life he was a person.

EXT. SIDESTREET - NIGHT (FLASHBACK)

Back to the past: SARUTOBI, the bare-knuckle fighter in gauntlets, corners Orochimaru on a sidestreet.

SARUTOBI

Orochimaru.

Orochimaru isn't surprised to see Sarutobi. He makes a hand gesture and a pinwheel of wind slices the air. Sarutobi deflects with his gauntlet, and ATTACKS.

SARUTOBI (CONT'D)
Orochimaru, what have you done?

OROCHIMARU
Why are you so afraid of power? The possibilities are right at our fingertips!

A WILD FLURRY OF BLOWS. Both are master fighters.

EXT. KONOHA SKYLINE - NIGHT (FLASHBACK)

The fox BAYS AT THE MOON, *angrier than ever*.

It crumbles the city's aqueduct with its forepaws.

MINATO
Fall back to the barricade! NOW!

EXT. STREETS OF KONOHA - NIGHT (TRACKING)(FLASHBACK)

The Shinobi retreat as the fox smashes buildings all around them, cutting them off from one another--

EXT. BEHIND THE BARRICADE - NIGHT (FLASHBACK)

Minato dives behind the barricade and looks out. His eyes go wide. He sees a BOY of no more than seven, barefoot, carrying a YOUNGER BOY of no more than two, racing away from the fox.

Just as Minato sees the boys, the fox sees them too, sighting down a sidestreet, and starts towards them.

It's like a WAVE OF FIRE is flooding the street.

Minato throws daggers of light as he runs to the boys--

It's not enough, he's not going to make it--

And just then, the fox FREEZES.

Minato looks back to see KUSHINA (Minato's age, red hair).

Kushina's red hair is unbound, stuck to her face with sweat.

She wears a Shinobi headband and a flak jacket hastily thrown on over a nightgown.

Her closed fists SHAKE with effort, like she's holding invisible chains. **Her HANDS are keeping the fox in place.**

Minato hurries the little boys to safety.

MINATO
Kushina! Go back inside!

KUSHINA
Don't tell me what do to!

KAKASHI, the sly fighter with the kusari-fundo, arrives from above in a deft three-point landing.

He sees Kushina's hands, and the fox straining to move.

KAKASHI
Kushina! Are you okay?

KUSHINA
STOP ASKING ME IF I'M OK.

The fox strains. The invisible chains groan.

Minato and Kushina realize: The bonds won't hold.

They look at each other. **They know what they must do.**

MINATO
(to Kakashi)
The aqueduct collapsed, go help there!

KAKASHI
(winding his weapon)
I can fight it, Lord Hokage!

MINATO
KAKASHI!

Minato's sharp tone gets Kakashi's attention, but then he says more gently:

MINATO (CONT'D)
You're good. But you're not that good.

And Kakashi realizes: those are the last words he'll ever hear Minato say. He bows and races off, following orders.

And now, every step heavy with destiny, Minato comes to stand alongside Kushina. He looks up at the fox.

MINATO (CONT'D)
(to Kushina)
Are you ready?

KUSHINA
NO! YOU IDIOT. No.

When Kushina turns to face him, we see that she is CRYING.

KUSHINA (CONT'D)
We were supposed to get old
together.

MINATO
I am so sorry, my love.

And with that, Minato performs a precise series of hand
gestures, his final act of faith.

And THE ENERGY OF THE FOX SEEMS TO FLOW INTO MINATO.

Kushina YELLS IN FURY as she holds the fox's chains--

Minato grows brighter and brighter with the fox's fire,
filling the frame with flames and thunderous sound--

EXT. HOKAGE SQUARE - DAY

TEACHER
...and they sacrificed their lives
so that the city could be safe.

The kids stand wide-eyed, overloaded with emotion.

Naruto *also* stands wide-eyed, just like a little kid.

After a second he says, reverently:

NARUTO
So badass.

YUI
What does badass mean?

Okay--now the teacher's getting a LITTLE BIT annoyed.

TEACHER
Don't you have somewhere to be?

NARUTO
No Sensei, I've been tragically
left behind by the system.
So stay in school, little buddies.
That's right, high five.

Naruto gives high fives to the kids, then runs off into...

EXT. KONOHA MARKET DISTRICT - DAY

...Konoha's crowded MARKET DISTRICT. Stalls overflowing with bright fabric, tasty food, terrifying weapons.

Overhead, hand-painted billboards, telephone poles and criss-crossing power wires create a *mix of modern and mythical*.

The shoppers and sellers are diverse. People of all genders, predominantly East Asian, some black, white and brown.

A crotchety vegetable seller barks at Naruto as he passes by.

VEGETABLE SELLER
Hey thief. Watcha stealing today?

NARUTO
A present for someone. And I'm NOT
a thief. You should pay ME to eat
your stinky vegetables.

With a fingertip, Naruto topples a pyramid of squash and runs.

VEGETABLE SELLER
(gathering his squash)
ARGGH--Why would you--
My vegetables are not stinky!

A laid-back old FRUIT SELLER looks up from her newspaper.

FRUIT SELLER
They're a little stinky, friend.

VEGETABLE SELLER
Your FRUIT is stinky!

FRUIT SELLER
My fruit is DIVINE.

Naruto stops in his tracks. He heads for her fruit stand.

FRUIT SELLER (CONT'D)
(shielding her fruit)
No no no stay away!
You touch, you buy!

EXT. FOUNTAIN - DAY

Naruto holds up a freshly-stolen EXOTIC FRUIT to catch the sunlight... a fruit that doesn't exist on earth.

NARUTO
(in awe)
This is the PERFECT PRESENT.

Nearby, two HEIRESSSES sit on the edge of a fountain, surrounded by paper-bound parcels from their day of shopping.

One of them tries on a new *haori* (finely-stitched overcoat).

BORED HEIRESS

Father made me buy it. It's so...
practical.

The other heiress notices Naruto's exotic fruit as he passes.

CURIOUS HEIRESS (O.S.)

Hey I've never seen one of those.

BORED HEIRESS

Pssh! Don't talk to him, he's a
vagrant.

NARUTO

(approaching them)

I think it's from the sand village.

CURIOUS HEIRESS

Trade you for it. How about my
sister's new haori? She doesn't
want it.

Naruto unfolds the haori. He instantly forgets the fruit.

NARUTO

(in awe)

This is the PERFECT PRESENT.

PROSPEROUS MAN

You there! Get away from my
daughters!

NARUTO

Aaaand that's my cue. Thank you!

Naruto runs off with the haori.

EXT. BOOKSELLER'S STREET - DAY

A street just for booksellers, like the one by the Seine.

Naruto tries to blend in, but the man's voice follows him:

PROSPEROUS MAN (O.S.)

Stop him! Stop that thief!

Two POLICE OFFICERS put down the books they were browsing.

They're both tall, athletic jocks, one male and one female,
in uniforms like tactical samurai from the future.

FEMALE OFFICER
Stand for the law of Konoha!

Naruto calculates his odds--and breaks into a run.

MALE OFFICER
Stand! Stand for the law!

The Female Officer wings a BOLA at Naruto's feet (a chained weapon used to trip up fleeing perps). He jumps just in time.

EXT. STREET WITH ROW OF TREES - DAY

Naruto shouts over his shoulder as he runs:

NARUTO
I'm not a thief! I traded something
to get this!

FEMALE OFFICER
I arrested you last week!

NARUTO
Oh. Wait, that was you?

Now Naruto nimbly zig-zags through a row of trees.

The officers race up either side of the row of trees--

But on one of his zig-zags, Naruto VANISHES.

MALE OFFICER
Where'd he go?

FEMALE OFFICER
Up there!

They spot Naruto PARKOURING ON BALCONIES.

EXT. BALCONIES - DAY

Naruto is shockingly agile at parkour, jumping between roofs and monkey-barring over balconies like it was nothing.

He spots some kind of **garden party** on a huge outdoor terrace.

EXT. OUTDOOR TERRACE - DAY

Sudden quiet. A relaxed outdoor party for Konoha's arty beatniks. They smoke strange cigarettes and watch as:

A CALLIGRAPHER IN HER SEVENTIES paints calligraphy on a transparent silk screen stretched like a volleyball net.

A MUSICIAN plays an ethereal electronic instrument, on the line between digital and analogue.

And a PHOTOGRAPHER captures the performance with an elegant flashbulb camera.

This scene will feel familiar to anyone who had the right kind of friends in the 1960s.

Naruto skirts the edges of the outdoor terrace, comes to look over the photographer's shoulder.

The photos emerge from the camera and develop on the spot, colors blooming like watercolor.

NARUTO

You know, if you stand over here...

The photographer hands Naruto his camera.
Naruto gives him the haori, to free up his hands.

NARUTO (CONT'D)

...you can get Hokage Tower in the shot.

Naruto clicks the shutter, and the photo emerges.

The photographer takes the photo, impressed...

Naruto hands over the camera in exchange for the photo...

NARUTO (CONT'D)

Thanks!

...and jumps the bannister, onto the next rooftop.

It takes the photographer a second to realize he's still holding the haori.

PHOTOGRAPHER

Hey, wait!!

EXT. ALLEYWAY WITH RED DOOR - DAY

Smack, Naruto's feet hit the ground in a narrow alleyway.

He stares, entranced, at photograph in his hands.

NARUTO

This is the perfect present.

And he runs RIGHT SMACK into a very large man.

The photo whips away on the wind, lost forever.

NARUTO (CONT'D)
Hey! That was a gift!

The man wears a Shinobi headband loosely around his neck, but it's been defaced. He is some kind of FALLEN NINJA.

FALLEN NINJA
You're in the wrong part of town,
leaping lizard.

Naruto looks: down the alleyway there's a RED DOOR.

A few women and men smoke outside the door, also in defaced Shinobi headbands. They gaze back with stony expressions.

Naruto hears the footsteps of the approaching Female Officer.

He says a silent prayer, and tells the Fallen Ninja:

NARUTO
Your breath smells like roadkill
and your vest doesn't go with those
pants.

The Fallen throws him into a pile of trash and starts punching him, just as the Female Officer arrives. AND NOW:

1. The Officer drags the Fallen Ninja off of Naruto...
2. The Fallen Ninja wheels to face the Officer...
3. And Naruto is scot-free to make his escape.

Naruto turns to go--but he can't take his eyes off the fight.

The Fallen Ninja makes precise hand gestures like the ones we've seen, only his look somehow VULGAR.

IN SLOW MOTION: The GROUND CRACKS beneath the FEMALE OFFICER, but she jumps in time and fires her net gun at the Fallen.

Naruto *finally* tears himself away, and scrambles onto...

EXT. INDUSTRIAL ALLEYWAY - DAY

Another industrial alleyway, where he is cornered by:

MALE OFFICER
Stand for the law of Konoha!

NARUTO
I didn't DO anything!

MALE OFFICER
I arrested you last week!

NARUTO
I didn't do anything TODAY.

The Male Officer shoots his net gun at Naruto.

Naruto dodges, and runs STRAIGHT TOWARDS THE OFFICER.

Halfway between them there's a dumpster full of defective aluminum cans. Naruto overturns it, and scrambles to the top, into a second floor window.

INT. FACTORY FLOOR - DAY

It's a FACTORY FLOOR. Big iron machines churn out identical cat-shaped cookies.

Naruto bolts down the aisle, the Male Officer close behind.

At the end of the aisle there's a floor-to ceiling WINDOW that one of the workers has just, conveniently, opened.

Naruto picks up speed.

NARUTO
I've always wanted to do this.

With a breath and a prayer, he JUMPS--

INT. ADJACENT WAREHOUSE - DAY

--across to the adjacent building, where he crashes through the window and stumbleskids to a stop.

The Male Officer shouts from across the alleyway.

MALE OFFICER
Stand for the law!

Naruto JUMPS JUST IN TIME as the Male Officer wings his BOLA at Naruto's feet. It misses, and winds around a column.

NARUTO
Hahahahaaa ya MISSED!

Frustrated, the officer runs off to find a different route.

But now Naruto unwinds the bola from the column. It's gorgeous, hand-wrought iron, engraved with Konoha's seal.

NARUTO (CONT'D)
Oh, wow.
This is absolutely, without a doubt-

INT. RAMEN SHOP - NIGHT

NARUTO
--the PERFECT present for you, Iruka-
san.

Gazing at the bola is IRUKA UMINO (30s), a serious young man with a scar across his nose and a formal style of speech.

IRUKA
(with great sincerity)
Naruto, this is *beautiful*.

Naruto smiles, and by God the boy is beautiful when he smiles.

IRUKA (CONT'D)
And no, you cannot enroll in the
Shinobi Academy.

NARUTO
Whhhhhhat?? Who said anything about--

IRUKA
Naruto, I love you like my own son--

NARUTO
Oh come on, you're not even that
much older than me anymore!

IRUKA
--that is not how time works--

NARUTO
You know what I mean, we're both
MEN now.

IRUKA
--I love you like my own son but
you have never gotten me a gift.
Let alone one that was so...
lovingly stolen.

NARUTO
(mumbling)
Someone threw it at me actually,
but whatever.

IRUKA
I have something for you, too.

He nods to the shop owner, who comes over.

IRUKA (CONT'D)
Naruto may order... anything.

NARUTO
Whaaaaaaaaaaaaaat

IRUKA
Happy birthday.

CUT TO:

Naruto is finishing his third ramen, empty bowls everywhere.

NARUTO
So, about the Academy.

IRUKA
(tensing up)
Naruto, we've been through it.
Ninja are born with something
called chakra. Something they learn
to harness, so they can do things
like shoot fireballs and walk on
water. Things you cannot do.

NARUTO
They use JUTSU to walk on water.
Here, like this:

Naruto imitates the hand gestures we've seen the Shinobi use.

Iruka gently clasps his hands, stopping him.

IRUKA
Jutsu are just things you do with
your hands. It is the ninja's
chakra that gives them their power.

Iruka touches his chest, as if that's where chakra resides.
Then he shakes it off, as if he's said too much.

IRUKA (CONT'D)
Besides, that place is pretentious.
The faculty come into my shop
sometimes. They have attitudes.

NARUTO
Because they're heroes. Heroes get
to have attitudes.

IRUKA
Please. I'm a hero. I work for a
living.
(beat)
...And you should too. You will be
a good mechanic. If you would just
listen to me every once in a while.

NARUTO

You're not even a good mechanic,
dude.

IRUKA

I am not your dude. You need to
cultivate a more respectful
attitude towards your elders.

NARUTO

Well tell my elders to respect me!

IRUKA

--*that is not how time works*--

NARUTO

I'm serious! Everywhere I go it's
"don't you have somewhere to be"
and "stop, thief" and "get away
from my daughters"--

IRUKA

WHAT did you say?

NARUTO

No, it's-- A girl gave me a--

IRUKA

WHAT did a girl give you?

Naruto takes a deep breath and gets to the point:

NARUTO

I see how people look at me.

QUICK FLASHES OF: the faces in the marketplace--the police,
the angry dad, the vegetable seller. Aggravated. Disdainful.

NARUTO (CONT'D)

And I know I can be more.

I just know it. I know it better
than I know anything.

I have to go to the Academy.

Iruka stops. Deeply moved by Naruto's pain.

IRUKA

Oh, Naruto. You don't need to be
anything more than what you are...

NARUTO

(mumbling again)

That's easy for you to say, you're
not the one who has to be it--

IRUKA
...you just need to be a MECHANIC.

NARUTO
Ugggggghhh Iruka-san!

IRUKA
Naruto, *please*. Your birthday is a happy day, but it is also a sad day. My entire family, our entire city, 17 years ago, wiped out.

NARUTO
But--

IRUKA
My entire. Family.

Naruto stops. He knows not to disrespect Iruka's family.

NARUTO
Of course, Iruka-san.

EXT. RAMEN ICHIRAKU - LATER THAT NIGHT...

Naruto holds the door for his guardian.

NARUTO
It's just that I've actually been *training* to be a ninja, is the thing.

IRUKA
I SAID ENOUGH.

And now, to prove himself, Naruto TAKES A SWING at Iruka.

With lightning speed, Iruka blocks it.

Another swing, another elegant block.

Now 50 RAPID FIRE SWINGS AND BLOCKS.

Finally, each man looks at the other, and asks in unison:

NARUTO
Where'd you learn how to fight?

IRUKA (CONT'D)
Where'd you learn how to fight?

NARUTO (CONT'D)
I told you! Some guys at the gym help me out. I even found some old books, and--

IRUKA

If you spent all that time in the shop you'd be very successful.

NARUTO

You're hard on me.

IRUKA

You make it easy.

NARUTO

And wait, where'd YOU learn those moves?

Iruka takes the bola from his satchel, places it in Naruto's hands, and closes them.

NARUTO (CONT'D)

(wounded, vulnerable)

Wait--but it's your *present*. I thought you liked it.

IRUKA

You cannot go to the Academy. That is final.

With that, Iruka walks away.

Naruto is left alone, cupping the bola in his hands.

INT. NARUTO & IRUKA'S HOME - NIGHT

A modest studio apartment in a low-rise apartment building. One shared room with two beds. Kitchen and bathroom right off of it. Split right down the middle: Naruto's side is a complete mess and Iruka's side is spotless. A tube TV plays a SOAPY DRAMA FEATURING A HANDSOME NINJA in the background...

Iruka sleeps. Naruto stares at the ceiling, mind racing.

With sudden impulsiveness, he leaps out of bed.

BY THE DOOR

Naruto pulls on his jacket. Thinks for a second. Grabs a scarf and wraps it around his face.

His eyes land on a faded photo of YOUNG IRUKA AND HIS FAMILY. Next to that, a photo of Iruka and Naruto together.

Naruto looks at the pictures. Looks over at Iruka, asleep.

Then he takes a deep breath, and walks out.

EXT. ALLEYWAY WITH RED DOOR - NIGHT

Naruto creeps in shadow down the alleyway with the RED DOOR.

FROM A DISTANCE: Fallen Ninja congregate. Spitting, sparring.

Naruto looks up to the rooftops.

EXT. ROOFTOPS OVERLOOKING COURTYARD - NIGHT

Naruto's on the roof, looking down into a rainy COURTYARD, the interior of the Fallen compound.

RECRUITS stand at attention as KIDOMARU, a Fallen Ninja, paces in front of them. Naruto climbs down to listen in.

EXT. COURTYARD - NIGHT

From ground level, Naruto can see that KIDOMARU HAS SIX ARMS.

KIDOMARU

Again! Pinhole, river, dragon.

The recruits attempt a jutsu on a practice dummy.

The dummy hops a little, but nothing more.

KIDOMARU (CONT'D)

What's the matter, are you stupid?

You sure look stupid.

Kidomaru's breathing on the recruit's cheek--VERY unsavory. He's sloppier and drunker than any drill sergeant should be.

Now Kidomaru whip-turns and does the jutsu himself--

And the WHOLE WORLD LURCHES with a stuttering, teeth-rattling buzz, like a wrench dropped in the machinery of the universe.

It makes Naruto INSTANTLY PUKE. When he looks up, THE PRACTICE DUMMY is OFF-SET, its top section four inches off its bottom. An interruption in reality itself. You can imagine what that would do to a human.

One of the recruits has a bloody nose and a few have thrown up, just like Naruto. Kidomaru laughs, dabs the nose blood.

KIDOMARU (CONT'D)

That's how you know you got it.

AGAIN! Pinhole, river, dragon.

CLOSE ON: Kidomaru's hands. The recruits' hands, copying his, none of them quiet getting the hang of it.

Naruto leans in for a closer look--and knocks a piece of scrap metal over. *Instantly* all eyes are on him.

KIDOMARU (CONT'D)
Get him!!

Naruto races out the courtyard's only exit--

INT. FALLEN WAREHOUSE - NIGHT

--taking him straight through the FALLEN WAREHOUSE.

Fallen in facemasks operate giant assembly lines. What are they making here? Drugs? Explosives? Naruto runs outside--

EXT. ALLEYWAY WITH THE RED DOOR - NIGHT

--where he's snatched up by the same Fallen from earlier.

FALLEN NINJA
I know you.

Kidomaru throws the door open, nearly snapping its hinges.

KIDOMARU
He was sneaking around the
recruitment trials.

FALLEN NINJA
You gonna rat us out to the
Shinobi?

NARUTO
It's not like that, I promise--
I just want to learn from you!

Kidomaru smiles, and cracks ten of his thirty knuckles.

KIDOMARU
Oh I'm gonna teach you REAL good.
(to the others)
Get his hands.

The Fallen mob Naruto, twist his arm, cover his mouth--

NARUTO
NO!

Slippery as an eel, Naruto twists loose, runs--

KIDOMARU
GET HIM!

Some of the younger Fallen follow the order, chasing him--

EXT. MIDNIGHT STREETS - NIGHT

--and as he runs, he desperately imitates the jutsu he saw in the courtyard, aiming over his shoulder at his pursuers.

NARUTO
Pinhole, river, dragon. Pinhole,
river, dragon. Pinhole, river--

He arrives at a GRAFFITI MURAL illustrating the Nine-Tailed Fox attack, lit bright with klieg lights.

And he happens to lock eyes with the illustration of Minato.

NARUTO (CONT'D)
--dragon.

BWRG-K-K-K-K-K-K-K! This time when he does the jutsu, the world judders in that terrifying way--but TIMES A THOUSAND.

Naruto's KNOCKED off his feet.

When he gets up, he sees that AN ENTIRE BUILDING HAS BEEN OFFSET, blocking the alleyway completely.

Lights go on in the building. People come to the window.

On the other side of the building, the Fallen STARE.

Naruto has a moment to gape slack-jawed at the devastation--

Before he passes out cold.

INT. FALLEN WAREHOUSE - NIGHT

Back at the warehouse, the Fallen crowd around the windows.

The ones who chased Naruto re-enter.

FALLEN DOORKEEPER
What happened?

Before anyone can answer, the big red door audibly CLICKS.

Someone tries the door. It's locked.

FALLEN DOORKEEPER (CONT'D)
(banging the door)
Hey! Hey let us out!
(turning to the rest)
I don't know what happened!

Over the doorkeeper's shoulder, in the grain of the door, we can see THE OUTLINE OF A HUMAN FORM.

Now, the body steps away from the door. It looks as though the door itself is moving. Until he's far enough away that we see a signature blue bandana around this man's face. And he transforms back into his true form, comes into focus. He was using Ninja Camouflage Technique.

It's KAKASHI, his Shinobi headband slanting over one eye. He's toughened up since we last saw him.

In rapid succession, Kakashi proceeds to DROP ALL THE NINJA WE JUST MET. He breaks someone's leg, traps someone's hands in a machine.

Most are not dead. None are going anywhere.

Kakashi scans the room. One left. It is Kidomaru. Who does that "come at me" hand movement, with all 6 of his hands.

Kakashi LEAPS at Kidomaru, and they start SPARRING. They are evenly matched, and it is brutal. Kidomaru FLIPS KAKASHI OVER A TABLE, breaking the table in two--

But Kakashi wraps his ankle around one leg of the broken table, toes it into his hand, and swivels to a fighting stance, with broken table legs in either hand, like hatchets.

Kidomaru reconsiders his odds of winning this fight.

KAKASHI

You're gonna need more hands, bub.

Kidomaru throws a shuriken. Kakashi catches it--THWOCK--in table leg, and when he looks up, Kidomaru is gone.

Kakashi runs to the window, peers outside...

No sign of him. But there's commotion and shouting a few blocks away.

EXT. IN FRONT OF GRAFFITI MURAL - NIGHT

From black. Naruto's on the ground. His eyes open.

Down the block, the Konoha Fire department is on site, helping citizens out of the destroyed building.

No one has noticed the teenager collapsed in the shadows.

Except Kakashi. Kakashi's face slides into Naruto's POV:

NARUTO

Hello, sir. You seem upset.

And with that, Naruto passes out again.

Kakashi stands over the boy, troubled. Looks at the building.

AND NOW, HE NOTICES A SIGIL ON NARUTO'S BELLY. A whorl around his bellybutton, glowing through his clothes.

Kakashi sets his jaw. He hoists Naruto over his shoulder.

EXT. ROOFTOPS OF KONOHA - NIGHT

Even carrying Naruto, Kakashi easily sprints over rooftops, disappearing into the city as we tilt up to see the stars.

INT. NARUTO & IRUKA'S HOME - DAY

Naruto's eyes open. He's in bed, at home. He hears voices.

IRUKA (O.S.)
I accept your criticism--*I*
accept your criticism, but--

KAKASHI (O.S.)
You've forsaken your right to
an opinion on the grounds of
your ineptitude.

NARUTO
(groggy)
Ir---Iruka-san?

Iruka comes in from the kitchen.

IRUKA
Thank the Spirits you're okay.
Naruto, this is Kakashi Hatake.

NARUTO
Oh. Hi. We already met.
What happened?

Kakashi leans in the doorway, headband at its rakish angle.

He has a heavy-lidded gaze and relaxed, almost bored manner.

KAKASHI
(shrugging)
Nothing. You just used a forbidden
jutsu and drained yourself of
chakra.

NARUTO
(at Iruka)
HAHA! Hah! See! See I have chakra!

IRUKA
SHH. You're lucky you're still
alive. Using chakra like that is
dangerous, drain it too fast and
you die.

KAKASHI
(to Iruka)
I think you know what we need to do.

Kakashi walks away. Iruka looks grim. Naruto looks worried.

NARUTO
...Wait, what do we need to do?

EXT. HOKAGE TOWER - DAY

The stunning, tree-lined approach to Hokage Tower, which soars into the sky. Shinobi sentinels flank the path.

Naruto walks between Kakashi and Iruka, chastened and scared.

NARUTO
(stopping in his tracks)
Do we really need to bother the
literal Hokage himself about this?

IRUKA
NARUTO. *COME.*

INT. WAITING ROOM - DAY

Naruto sits between Kakashi and Iruka in the waiting room to the Hokage's office.

Civil servants in ceremonial uniform bustle in and out with stacks of paperwork.

Then the door opens, and HOKAGE SARUTOBI steps out, now a powerful man in his sixties, ceremonial *Omoni* on his head.

The men leap to their feet and bow.

IRUKA AND KAKASHI
Hokage.

Sarutobi bows appropriately, then looks Naruto up and down.

SARUTOBI
Naruto.

Iruka smacks Naruto. Naruto bows.

NARUTO
Hokage Sarutobi.

There's a half-second pause, which Naruto seizes.

NARUTO (CONT'D)
Well, we're sure you're very busy,
so we'll just go, and let you get
back to running the city--

SARUTOBI
Stop.

Naruto freezes mid-sentence.

SARUTOBI (CONT'D)
You two, enter.

NARUTO
So, like, I just...hang back?

The grown-ups enter Sarutobi's office. They stand behind a big glass picture window. Naruto sneaks up to the window...

But Sarutobi spots him. He performs a series of hand gestures and we MATCH CUT TO:

EXT. IDYLIC SITUATION - DAY

Naruto finds himself in a Zen garden on a perfect day.

NARUTO
...What just happened?

INT. SARUTOBI'S OFFICE - CONTINUOUS

Iruka and Kakashi stand respectfully before Sarutobi.

SARUTOBI
Why is he here?

IRUKA
I can explain--

KAKASHI
He learned a forbidden jutsu
and knocked over a building.

Sarutobi looks to Iruka to confirm.

IRUKA (CONT'D)
That... would seem to be true.

Sarutobi deflates. The weight of this news is great.

SARUTOBI
We've been lucky until now.
If anyone finds out who Naruto
really is, and what he really is...
all the enemies of the past will
come back to haunt us.

INT. OCCUPIED BAR - DAY

The six-armed Kidomaru limps into A BAR and slams the door.

Sunlight filters through the shuttered windows of the bar.

Kidomaru's clutching a wound he got from Kakashi.

Swoop back to reveal the bar's PATRONS--thirty Fallen Ninja, drinking the day away.

TAYUYA (auburn hair, 40s) shoots a BLOW-DART AT A RAT, killing it instantly.

The bartender smiles weakly, afraid it'll be him next time.

This is not a good place.

INT. SARUTOBI'S OFFICE - DAY

The three men sit with this uncomfortable truth.

KAKASHI

What if we train him? Admit him to the Academy. Teach him to control what's inside him.

IRUKA

He would love that, Lord, he's been begging me--

SARUTOBI

Any demonstration of his power--let alone a magnification of that power--carries enormous risk.

KAKASHI

I know. But... it's what his parents would have wanted.

This argument affects Sarutobi deeply.

SARUTOBI

(to Iruka)

You know him best. Is he motivated?

IRUKA

Incredibly motivated.

SARUTOBI

And hard-working? Motivation backed by action?

IRUKA

Yes! He practices all the time.

SARUTOBI
What about focus. Impulse control.
Patience.

Iruka freezes where he stands.

IRUKA
...uhhhh.....

KAKASHI
(gently)
Either we train him, or...

Iruka doesn't like the sound of that ellipsis.

IRUKA
Train him.

Sarutobi nods. It's decided.

SARUTOBI
We cannot tell him the whole truth.
Unless you're certain he can keep a
secret.

IRUKA
No, Lord. He cannot.

EXT. IDYLIC SITUATION - DAY

Naruto sits by a pond, feeding a little duck.

NARUTO
You may not be real, but you sure
are cute.

Suddenly, we MATCH CUT TO:

INT. ANTEROOM - CONTINUOUS

Naruto, in the Lord Hokage's anteroom, on his hands and knees, feeding an imaginary duck. He looks up, to see Sarutobi, Iruka and Kakashi standing above him:

NARUTO
Oh. OK. Hi.
(beat)
That was a very cool trick, your
Lordness. I'd love to know how to
do that.

SARUTOBI
It seems you will get your chance.

NARUTO
...Shut up.

SARUTOBI
I'm issuing a special order. You'll
be admitted to the Academy to
become a Shinobi.

NARUTO
This is the best day of my life!

Despite the grim situation, Iruka can't help but smile.

NARUTO (CONT'D)
My chakra's off the charts, right?
Like it felt like a LOT. Did you
SEE that building?

The grown-ups glance at each other, like this is
uncomfortably spot-on in a way Naruto doesn't understand.

SARUTOBI
YOUNG MAN. You're about to be
playing catch-up with the most
talented and driven young people in
the entire nation. Are you prepared
to take this seriously?

NARUTO
Oh I'm serious, Mister Lord Hokage.
I've been waiting for this my whole
life.

KAKASHI
Then let's go.

NARUTO
Like, now?

Now, 3 NINJA in regalia enter, to escort Naruto to school.

KAKASHI
No time like the present.

NARUTO
(to Iruka)
So... you were wrong about me.

Iruka doesn't quite know what to say:

IRUKA
Yes, I guess so.
(beat)
Stay in touch?

They stare at each other. Each unable, or unwilling, to say how they feel in this moment. A beat.

NARUTO

Sure.

And for a moment, it almost looks like Naruto is going to tear up. Iruka sees a wisp of ORANGE ENERGY pulse from within him. His eyes FLASH RED. Iruka looks at him, concerned.

And just as quickly, that foxfire disappears.

...Naruto walks off, never looking back. Iruka stares after the boy. Sarutobi puts his arm on his shoulder.

EXT. ACADEMY GATES - DAY

The three guards escort Naruto to THE GATES OF THE ACADEMY.

The gates are three stories tall, a marvel of engineering. It takes four GATE SENTINELS to open them, with two big wheels on either side. The gates open to reveal...

EXT. ACADAMY CAMPUS - DAY

...the sprawling Academy campus. Trees, paths, temples.

All around, students spar, perform drills, hurry to class.

HEADMISTRESS KURENAI

Naruto Uzumaki?

HEADMISTRESS KURENAI YUHI is 40+, tough but fair.

NARUTO

Yes ma'am. Or--ninja. Ninja Mistress.

HEADMISTRESS KURENAI

Call me Major Yuhi. I'm in charge of the first form. You've got a lot of catching up to do.

(calling out)

Sakura!

Leaning against a nearby wall and talking to her friends is SAKURA HARUNO (Naruto's age, pink hair).

She nods to her friends and trots over to Yuhi, standing at attention with near-military formality.

SAKURA

Yes, Major Yuhi.

Seeing Sakura's perfect posture makes Naruto unconsciously adjust his own, trying to look taller and stronger.

He has *obviously* formed an instantaneous crush on Sakura.

HEADMISTRESS KURENAI

(to Naruto)

So, this whole thing?

(indicating Sakura)

This is what you're going for.

Sakura is a model student.

SAKURA

Thank you, Major Yuhi.

HEADMISTRESS KURENAI

But don't be a suck up.

Can you show this guy around?

Sakura looks Naruto up and down.

SAKURA

Why?

HEADMISTRESS KURENAI

He is our new student.

SAKURA

... Why ?

EXT. ACADEMY CAMPUS - DAY

Sakura and Naruto walk across campus.

SAKURA

School started five months ago.

How'd you get in?

NARUTO

Special order from the Hokage.

Because I'm so awesome, probably.

Sakura lets out a laugh.

SAKURA

Five months is a long time,
everyone's way ahead of you.

NARUTO

I'm not worried.

SAKURA

You should be.

NARUTO

So tell me about this place. I mean, I've read like a ton of books about it. But, like, they keep so much of it a secret--

Sakura begins her speech, by rote:

SAKURA

The Academy recruits students from all over the world. They search for young people with the most talent and bring them here, for the most intense training of their lives. Those who complete training will possess power most can't begin to imagine. And the wisdom to wield it justly.

NARUTO

So badass.

SAKURA

Upon graduation, you will be an elite soldier, a Shinobi, and your life's work will be the protection of Konoha from those who would harm it.

NARUTO

So where are you from?

SAKURA

Baisen Town, just outside the city. My parents have a dumpling shop.

NARUTO

Really scoured the globe for *you*.

She stops in her tracks, offended.

SAKURA

My parents gave *everything* to send me to the Academy.

NARUTO

Cool! No, that's really cool. I love dumplings! I also REALLY love ramen but that's more of a passion or like a lifelong obsession?

SAKURA

Just don't expect me to take time away from studying to help you catch up.

Ino, a girl with a cocky attitude, has been playing catch nearby with a chakra ball.

Now, Ino wings the chakra ball at Sakura's head.

INO
Hey Sakura, catch!

Lightning-fast, Sakura does a jutsu that slices the ball in two halves that snuff out of existence. It's AWESOME.

NARUTO
Whoa.

Ino's a little embarrassed, but covers it with swagger.

INO
Nice one, forehead girl.

SAKURA
Nice one YOU, you... blonde girl.

They walk on. Naruto is even more smitten with Sakura.

NARUTO
*You're like... *ninja rivals*.*

SAKURA
Pssh! Please. Ino *wishes* she could rival me.

But Sakura still gives Ino the death stare as they walk on.

INT. SCHOOL OFFICE - MOMENTS LATER

FLASH: Naruto gets his picture taken, throwing up the peace sign and sticking his tongue out. Sakura groans. Now, an ADMINISTRATOR drops a GIANT PILE OF BOOKS into Naruto's lap.

NARUTO
..... Thanks!

EXT. ACADEMY CAMPUS - DAY

Naruto and Sakura pass a **figure** silhouetted against the sky.

We see him in CLOSEUP: Gazing into the distance like he's in an old Western. Flowing black hair, piercing blue eyes.

This is SASUKE UCHIHA.

Sakura nervously smooths her hair and keeps walking.

NARUTO
Who's that?

SAKURA
(feigning nonchalance)
Who? Oh, that? Sasuke Uchiha.

NARUTO
Why is he just... standing there?

SAKURA
Uh, because he's *Sasuke Uchiha*? The
last of the great Uchiha clan? His
entire people were wiped out?
(sighs)
He's been through so much.

NARUTO
(instantly jealous)
So? I've been through... stuff.

SAKURA
I hope he's on my team.

Naruto gives Sasuke the stink eye as they walk on, a rivalry
forming already.

NARUTO
So wait, there's teams?

SAKURA
Teams train together. And fight
together in the Chunin Exams, the
final exam that determines who
among us will become ninja. There's
a practice scrimmage in two weeks.

(beat)
But I wouldn't worry about that. I
don't think you'll make to the
scrimmage.

(beat)
At any point prior, anyone can wash
out. And even if you do make it to
the Chunin Exams, only half the
class passes. By the end of the
year, only a third of all students
will make it.

NARUTO
Two thirds of us will fail?

SAKURA
Fail, quit or die, yeah.
Statistically, a short-term coma
followed by quitting is most
likely. Scared yet?

NARUTO
 (yep)
 Nope.

Now A BELL IN A CLOCK TOWER CHIMES SEVERAL TIMES.

SAKURA
 Come on. Time for class.

INT. CLASSROOM - LATER

KABUTO YAKUSHI (30s), a baby-faced instructor with prematurely silver hair and glasses, erases the board.

KABUTO
 So as a refresher, the *shadow clone jutsu* was created by--

SAKURA
 (emphatically)
 Tobirama Senju!

SASUKE
 (coolly)
 The Second Hokage.

KABUTO
 (glancing between them)
 Both correct. Axis of Excellence
 over here.

Naruto gazes dreamily at Sakura, impressed by her knowledge.

Meanwhile Sakura glances shyly at Sasuke, exhilarated that they both knew the answer.

And Sasuke stares into the middle distance, looking handsome.

KABUTO (CONT'D)
 New kid, page 20.

NARUTO
 Sorry, Sensei.

KABUTO
 And sit up straight. You sit like a
 worm.

NARUTO
 This is as straight as I get, sir.

Kabuto performs a jutsu... which forces Naruto to sit PERFECTLY, UNCOMFORTABLY STRAIGHT.

NARUTO (CONT'D)
 What just happened?

KABUTO
Corporeal manipulation jutsu. Just
one of the many tools of the ninja.
You have a lot of catching up to
do. Hinata?

HINATA, a student so gentle and hesitant she might be
mistaken for an underwater anemone, steps to the front.

She performs a jutsu and SUDDENLY THERE ARE TWO OF HER.

Naruto's jaw drops.

KABUTO (CONT'D)
New kid. You're next.

NARUTO
But THAT'S INSANE. You people have
been in school for *FIVE MONTHS*?

KABUTO
Center your chakra and follow the
illustrations.

NARUTO
Okay. I got this. Okay.

Naruto does the jutsu... and conjures a SPIKY-HAIRED,
FREAKISH RAGDOLL VERSION OF HIMSELF! It sprawls, limply.

NARUTO (CONT'D)
Gaaaah!

INT. CAFETERIA - DAY

Naruto stands in front of a LUNCH LADY, who doles out some
noodles. And now, he turns, looks around nervously.

THE LUNCH ROOM: various cliques, laughing, talking, etc.
Everyone seems to be paired up with someone else. He gulps.

Meanwhile, Sakura clicks her tray down next to Sasuke.

Sasuke is studying from an illustrated tome of jutsu.

SAKURA
You studying through lunch? Whoa is
that a fire style version of the
shadow clone technique?

SASUKE
...Yes.

Sakura sits there. Sasuke doesn't say anything else.

SAKURA
I will leave you to it.

She picks up her tray to change seats....

...and **BAM**, crashes right into...

SAKURA (CONT'D)
NARUTO!

...thus spilling her entire lunch on her outfit.

NARUTO
Sorry sorry!

SAKURA
You are SO CLUMSY!

Sasuke notices with annoyance that some errant drops of lunch have landed on his manuscript. He brushes them off and gets up to leave, bumping Naruto in the shoulder as he passes.

NARUTO
(to Sasuke)
You could hand us a napkin.

Sasuke turns on his heels and performs a quick, one-handed **wind release jutsu**.

The blast of air gets most of the food off Sakura's dress and significantly rearranges Naruto's hair.

Naruto angrily re-musses his hair to make it stand up again.

NARUTO (CONT'D)
Hey what is your *problem*, anyway,
who died and made you King Asshole?

The room goes quiet at Naruto's over-loud voice. Sasuke looks at Naruto for a long moment... then stalks out of the room.

Naruto looks around. Everyone is staring at him like HE'S the jerk. *Especially* the girls. And *especially* especially, Sakura.

INO
Dude. You KNOW his whole family
died.

SAKURA
(to Naruto)
I want you to keep a ten foot
radius from me at all times.

She storms off. Naruto sits. His juice box has upended into his ramen. He plucks it out and dries it off.

Sitting nearby is Shikamaru, a genial wiseass.

SHIKAMARU

Ahhhh, I thought you guys were gonna fight.

(as a helpful aside:)

You would have died.

NARUTO

I AM JUST TRYING TO EAT LUNCH.

INT. DORMITORY - NIGHT

A RESIDENT ADVISOR guides a bruised Naruto to his room.

On a placard outside the door, 4 names: Choji Akimishi, Kiba Inusuka, Shino Aburame-- and Rando Tabata, (crossed out). Naruto enters. The other kids are studying.

Naruto groans as he sits on his bed, rubs his sore knee.

NARUTO

Who woulda thought getting your ass kicked all day would be so painful?

He's bunkmates with Choji, a heavy kid with a low-affect style of speech, maybe not neurotypical. (We saw Choji's dad fight the Nine-Tailed Fox--the warrior with the giant fist.)

CHOJI

Everyone. That's obvious.

NARUTO

...You're a real straight shooter, aren't you.

CHOJI

I don't know what that means. I just say stuff.

Having failed yet again to make a new friend, Naruto sighs and cracks open a book.

INT. DORMITORY - NIGHT

Later. Naruto's light is the only one still on. He's studying. Everyone else is asleep.

Naruto closes his book, turns the light off, closes his eyes, tries to sleep. But quickly, his eyes open again.

This kid, who's felt alone a whole lot in his life, has never felt so alone. He rolls over in bed to look out at the sky.

EXT. ACADEMY CAMPUS - NIGHT

The pale window of the dormitory glows against the sky...

And a HOODED FIGURE briskly walks past.

EXT. STREETS OF KONOHA - NIGHT

We can see who it is now: Kabuto Yakushi, the instructor who called Naruto a worm.

He passes by the OCCUPIED BAR, that same bar Kidomaru stumbled into after Kakashi wrecked him.

A throng of drunk Fallens loiter outside.

DRUNK FALLEN

They said I was derelict in my
duties. What's that even MEAN?

For a second, Kabuto copies the Fallens' mannerisms, blending in perfectly as he weaves through the crowd.

KABUTO

THEY'RE the derelict ones, am I
right?

As soon as Kabuto's clear of the Fallens, the grin drops off his face. The man's a survivor. Built to blend in.

INT. WAITING ROOM - NIGHT

Kabuto sits in an imposing room. He's startled by a sound.

A WOMAN shuffles in, barefoot, in a plain smock that a patient might wear in a Victorian hospital.

WOMAN

Some. Tea?

She sounds unwell, or not in full control of her mind.

KABUTO

(hiding his discomfort)
Thank you.

A door opens in the opposite wall, and a man enters:

OROCHIMARU. The man who unleashed the Nine-Tailed fox.

Kabuto leaps out of his chair, nervous and respectful.

For a second, the men regard each other.

Then Orochimaru opens his arms.

OROCHIMARU

My BOY.

KABUTO

Orochimaru-sama.

Orochimaru comes over and musses Kabuto's hair. He's possessive and affection with Kabuto, who is nervous and submissive with him--a clear and stark power imbalance.

OROCHIMARU

Are you eating? They feeding you over there? I hate it when you come back from that place, you look so skinny.

KABUTO

They're feeding me, Senpai.

INT. OROCHIMARU'S STUDY - DAY

Kabuto eats a hot meal in Orochimaru's study.

Orochimaru looks out on the Konoha cityscape.

OROCHIMARU

When the Senju and Uchiha clans united to settle Konoha, the Senju gave the Uchiha control of the police force. And in exchange, the ninja Academy would be on the Senju side of town.

Kabuto looks out at the cityscape, at the Academy.

OROCHIMARU (CONT'D)

That's a good deal, isn't it? You keep the Uchiha out of city politics, since the police have to be neutral.

In exchange, you get the stronghold of the greatest martial artists that the world has ever known. Its walls made impregnable by generations of ninja. Tens of thousands of obscure jutsu in its libraries, waiting to be discovered. Whoever holds the Academy holds Konoha.

KABUTO

...You're going to take over the Academy.

OROCHIMARU

It's my right. I used to be the school's most favored son. I'll rule the city from behind its walls.

KABUTO

...what about the students?

OROCHIMARU

They'll be *my* students. The ones that survive. And they can see for themselves the wealth of knowledge that's been hidden from them.

Orochimaru takes a STUDENT ROSTER off his desk.

OROCHIMARU (CONT'D)

So how *is* the last Uchiha?

KABUTO

Sasuke? Top of his class. Disciplined. Driven.

OROCHIMARU

Strong native chakra?

KABUTO

The strongest I've seen. Why?

OROCHIMARU

(walking out)

Come with me.

Kabuto sets his meal aside and hurries after Orochimaru.

INT. OROCHIMARU'S DUNGEON - NIGHT

Kabuto follows Orochimaru through an underground lab.

OROCHIMARU

Let me ask you something, what's the newest jutsu you know?

KABUTO

(nervous)

I don't know. Eight Inner Gates?

OROCHIMARU

The Eight Gates is 400 years old. Dai found it in a book and said he invented it. You see what I mean about library access.

They pass a vivisected cow. Kabuto looks a little ill.

KABUTO
I should really be getting back...

OROCHIMARU
What, are you nervous? What is
this? Tense shoulders. What do you
think I've got back there?

They round the corner to see an OPERATING TABLE...

... with a TEENAGE BOY strapped to it.

TEENAGE BOY
(straining to see them)
Hello? Is someone there?

OROCHIMARU
See? Just a normal boy. Nothing to
be afraid of.

TEENAGE BOY
Please. Please let me go.

Kabuto turns to leave, but Orochimaru catches his arm.

OROCHIMARU
Don't look at him, look at me.
Because the newest jutsu I know...
goes something like this.

And he starts to do a jutsu that Kabuto has never seen.

KABUTO
What is that? What are you doing?

The teenage boy WRITHES in agony as some ineffable energy is
leeches from his body, sucked up by Orochimaru.

TEENAGE BOY
Stop!!! STOP, PLEASE STOP!!!

KABUTO
You're... taking his chakra??

TEENAGE BOY
STOP!! PLEASE!!

OROCHIMARU
Don't look at him, look at me.

KABUTO
But--how is that even possible, I--

OROCHIMARU
KABUTO. LOOK AT ME.

And Kabuto looks at Orochimaru, until the screams end.

He can't bring himself to look at the poor boy's body.

Orochimaru's LEFT HAND is still outstretched from stealing the teenager's life force. He looks...refreshed.

And now, he takes a big gulp of water, wipes his face with his upper sleeve, holds out his RIGHT HAND--

And RELEASES THE STOLEN CHAKRA IN A FLAMING BLAST, completely incinerating the boy's body and charring half of the lab.

OROCHIMARU (CONT'D)

Now. Imagine I try that on someone
with some REAL chakra.

And with those words, we soar back to the ACADMEY GROUNDS...

EXT. ACADEMY GROUNDS - NIGHT

...to find NARUTO, outside late at night, practicing jutsu.

Relentless. Dedicated. Again and again.

NARUTO

Dammit!

He pounds the ground with anger. Curiously, IT CATCHES FIRE.

And a halo of foxfire seems to cloak his whole body.

NARUTO (CONT'D)

What the....

Then, just as quickly, it disappears.

ANGLE ON Minato's statue. His stony gaze stares back.

Pounding drums intensify, until we CUT TO BLACK.

INT. RAMEN PLACE - DAY

Naruto sits with Iruka, eating, quiet. Tension between them.

IRUKA

So how is school, Naruto?

NARUTO

Fine. How're you? How's... mechanic-
ing?

IRUKA

Good, good. Have you made friends?

EXT. OBSTACLE COURSE - DAY

Instructor Asuma stands with a whistle, facing a group of STUDENTS who are lined up and serious AF. Among them, Naruto.

Naruto glances at Sasuke, not taking Iruka's words to heart.

INSTRUCTOR ASUMA
Candidates! ARE YOU READY?

In unison, they reply:

STUDENTS
YES, SIR, ASUMA-SENSEI!

INSTRUCTOR ASUMA
(blows whistle)
Begin!

Sasuke bursts out of the starting gate, crawls under barbed wire, leaps through tires, runs across a balance beam.

Naruto runs close behind. Holding his own.

Sasuke arrives at a wall. He scrambles up it with cat-like agility. So does Naruto. He closes in. They are side by side now. Looking at each other as they hurtle forward. Rivals.

They reach water. Sasuke performs a jutsu and leaps across the divide. He jumps like 100 feet.

NARUTO
No way.

Naruto freezes in his tracks, looks ahead.

He tries to jump, but he barely makes it to the middle of the water. Undaunted, he starts to swim.

PAN OVER to Sarutobi and Instructor Asuma, who watch him:

SARUTOBI
How is the boy doing?

INSTRUCTOR ASUMA
Keen to prove himself. Behind on the fundamentals.
(beat)
We divide into teams next week.
Who's going to coach him?

Sarutobi watches as SAKURA swims past Naruto--she's a powerful swimmer, since she always has to swim this part.

Naruto redoubles his efforts, trying to catch up to Sakura... and an aura of red chakra appears around him.

Other students start to shout and vacate the water.

Sarutobi strides to the edge of the water and touches it.
It's *hot*. Naruto heaves onto the shore and looks around.
Everyone's staring at him.

NARUTO

...what?

Sarutobi's brow knits with concern.

INT. SARUTOBI'S OFFICE - DAY

Kakashi stands with Sarutobi.

KAKASHI

Nope. No way. I'm not coming back
here to train a bunch of spoiled,
entitled, narcissistic--

SARUTOBI

No one else can train this boy.

KAKASHI

What makes you so sure I can?

SARUTOBI

You were close to his parents. You
know the truth about him.

(beat)

I thought we could hide him away. I
was wrong. His power is too great.
You can get through to him,
Kakashi. And you are one of the few
that can put him down if you
cannot.

KAKASHI

The fight is out there. We've got
Fallen Ninja all over. They're
angry. All they need is a leader.

SARUTOBI

The fight is within Naruto. And he
needs help.

EXT. ACADEMY CAMPUS - THE NEXT DAY

The entire school, assembled. Headmistress Kurenai speaks.

HEADMISTRESS KURENAI

I'd like to congratulate our class
on an excellent start to the year.

(MORE)

HEADMISTRESS KURENAI (CONT'D)

At this juncture, only 30 percent of our students have washed out. A record.

(applause)

Now, the real work begins. No ninja fights alone. From today forward, you will work in teams of three. Your teammates will be your family. They will be the difference between success and failure. Life and death.

From this day forward, if one member of a team washes out, so too does the whole team.

Instructor Asuma steps to the podium.

INSTRUCTOR ASUMA

Please stand with your team when you're assigned.

ANGLE ON Kakashi, out of place amongst the faculty.

DISSOLVE TO:

Later. A few teams left to go. And now:

INSTRUCTOR ASUMA (CONT'D)

Team 7, to be trained by Teacher Kakashi. Sasuke Uchiha, Sakura Haruno...

Sakura smiles, knowing she's on Sasuke's team. Until...

INSTRUCTOR ASUMA (CONT'D)

Naruto Uzumaki.

Both Sakura and Sasuke's faces fall. Naruto lights up.

NARUTO

Yes!

INSTRUCTOR ASUMA

Team 8, with Major Yuhi: Kiba Inuzuka, Hinata Hyuga and Shino Aburame.

Kiba, Hinata and Shino gather with Headmistress Kurenai.

Kakashi moves to his team.

SAKURA

Sensei, are you sure this isn't some kind of mistake?

KAKASHI

No mistake.

SAKURA

But why would they put us with him?

SASUKE

They always put the best with the worst. To make the teams fair.

NARUTO

Maybe you guys are the worst and I'm the best? Ever think of that?

SASUKE

Empirically impossible.

NARUTO

Empirically? Ha. That's not even a word, dumbass!

KAKASHI

Sakura, you will be team leader.

SAKURA

Yes Sensei.

INSTRUCTOR ASUMA

And finally, team 10, with me: Ino Yamanaka, Shikamaru Nara, and Choji Akimichi.

INO

What what up top!!

Into leans over to high five Choji, delighted.

SAKURA

What are you so happy about? I'm stuck with Naruto but at least I got Sasuke.

INO

(indicating Choji)
Yeah but *we got the bomb*.

SAKURA

(indistinct groan)

KAKASHI

All right, get some rest, you three. Big scrimmage tomorrow.

INT. LOCKER ROOM - DAY

Naruto, Sasuke and Sakura sit on a bench, facing their coach.

KAKASHI

Work as a team. And move the scroll. If you steal a scroll, you pass. If your teammate has the scroll, you block. And do not conjure a jutsu unless you are clear of defenders. Keep an eye out for traps and clones. And listen to Sakura. She's the boss out there.

SAKURA

Thank you, Kakashi-sensei. Now Naruto, Since you're mostly terrible at everything, is there anything you can do that we don't know about?

NARUTO

Well, I've got my sideways jutsu. That I knocked over a building with.

KAKASHI

That's a forbidden jutsu.

NARUTO

Oh so I can't use that one?

SAKURA

Anything you've learned since you've been here?

NARUTO

Actually, there is one thing.

SAKURA

Great. Let's see it.

Naruto's eyes close. He thinks. And...

NARUTO

Sexy No Jutsu !

Suddenly, Naruto turns into a BEAUTIFUL, SCANTILY-CLAD WOMAN.

Everyone stares at him.

KAKACHI

...what are you doing?

SEXY NARUTO

I'm a distraction! Like in the middle of a fight, if a pretty girl comes up and says "hiiii, boys."

SASUKE

...What if we're not fighting boys?

KAKACHI

...Why would a pretty girl do that?

SAKURA

...Why would ANY girl do that?

Naruto reverts to his normal form.

NARUTO

Just--pssh. Trust me, okay, it would work.

SAKURA

Just make sure, if you get the scroll, you get it to one of us.

NARUTO

Why?

SAKURA

Because we're better.

(off his look)

You get the scroll, you pass.

EXT. TRIAL ARENA - DAY

The kids stand in formation in the Trial Arena.

ANKO MITARASHI strides to the front. She has a throaty voice and dresses like she's in the Matrix. Very eccentric.

ANKO

Wide-eyed and innocent children of circumstance, give me your attention, NOW!

NARUTO

(whispering)

Who's that?

SAKURA

Ask someone else.

Naruto turns to his other side--Sasuke. No point asking him.

SHIKAMARU

That's Anko Mitarashi, she's in charge of the Chunin test.

ANKO

YO, what's with the talking? Some kind of new jutsu you do just by flapping your gums?

SHIKAMARU

Sorry, Proctor.

NARUTO

She's really intense.

ANKO

(enjoying the drama)

Welcome.... to the Chunin Trials Scrimmage, practice for the Chunin Exam which will determine which of you become ninja. As you know, the real trial will take place over thirty blocks of Konoha's city streets. That day, the stakes will be life and death. Today, the stakes will ALSO be life and death. I could tell you no student has ever died in this scrimmage, but I would be lying.

Sakura and Sasuke look at each other, then Naruto. He smiles at them, gives them the thumbs up.

ANKO (CONT'D)

Each team begins with one scroll. Your team's goal is to get 2 scrolls and make it to the center tower. Where will you get this second scroll, you ask? You must take a scroll from an opposing team without losing your own.

VFX OVERLAY: a map, illustrating the Trial Arena and the various traps within. A dotted line animates to the center.

ANKO (CONT'D)

Starting positions are designated on your maps. The competition begins with a sunburst.

SAKURA

(checking the map)

Southeast quadrant. The farthest.

NARUTO

Hey I got this, okay. Don't worry.

ANKO
(right at Naruto)
I DON'T. LIKE. KILLING. STUDENTS.

NARUTO
Sorry, Proctor!

ANKO
Everyone to your starting circle.

EXT. STARTING CIRCLE - DAY

Naruto, Sasuke and Sakura stand together within a circle outlined on the ground in chalk. Above them, concrete walls 30 feet high.

It is quiet. Sasuke grips a scroll tightly in his hand.

And now, a FLARE SHOOTS UP INTO THE SKY.

And Naruto BURSTS OUT OF THE GATE, running.

SAKURA
Where is he going?

MEANWHILE...

Team 10 jogs in flank formation through the obstacle course. They step to the edge of a cliff. Beneath them, a huge gap. Shikamaru leaps over. Ino tosses the scroll to him. She leaps over as well. Choji looks down.

CHOJI
I'm not gonna make it... You guys go! I'll find another way around.

Shikamaru and Ino join hands and use their free hands to execute a double jutsu, throwing a ROPE OF ENERGY across the valley to Choji. They pull him across.

CHOJI (CONT'D)
Thanks.

They're working *as a team*.

INT. TUNNEL - CONTINUOUS

A long echoey corridor, shrouded in darkness. Ino whispers.

INO
Everyone has to come through this cave to get to the tower. So we wait here, ambush them, and go for the steal.

A voice from behind them:

SEXY NARUTO
What's happening, cuties?

They whip around to see a BEAUTIFUL, SCANTILY CLAD WOMAN.

They are... confused. They stand there for a long moment.

CHOJI
What are you doing here?

SHIKAMARU
Do you need, like, a coat?

Interestingly, Ino is the only one having the expected glassy-eyed "hubba hubba" response.

INO
(sidling up)
Hi, I'm Ino. I'm a ninja?

SEXY NARUTO
See? You're all distracted.

With that, Sexy Naruto snatches a SCROLL FROM SHIKAMARU!

He reverts to his regular form, and runs out of the cave!

MEANWHILE...

Sasuke and Sakura move through the forest, scanning. They hear some commotion. They come upon ANOTHER STUDENT:

SASUKE
What happened?

OTHER STUDENT
Naruto stole a scroll from 10!

Sasuke and Sakura look at each other.

They take off into the woods, running as fast as they can.

MEANWHILE...

Naruto hauls ass, everyone is in pursuit. Sasuke appears alongside him. Holding Team 7's scroll.

NARUTO
Didn't think I had it in me, huh?!

SASUKE
Naruto, pass!

NARUTO

You pass! I stole this one fair and square!

(beat)

I got this. They won't expect me to take it all the way--

SASUKE

We have a plan! Don't be a scroll hog!

NARUTO

OK, I just need you to know...this is on you--

SASUKE

What are you talking about?!

Naruto SWIPES the scroll from his own teammate, accelerates.

NARUTO

You gave me no choice!

A furious Sasuke runs behind Naruto. Now, Sakura joins them:

SAKURA

What is he doing?! NARUTO, YOU SELFISH DICK! YOU'RE GONNA BLOW IT!

NARUTO

That's not very nice! I'm taking this thing home!

SAKURA

Ugh. Fine. Sasuke, block for him!

Sasuke does, reluctantly. He turns, sees Choji turn into a GIANT BALL, that ROLLS TOWARD THEM BOTH. Sasuke turns, stops, performs some hand gestures:

SASUKE

Katon Goukakyuu no Jutsu!

He BLOWS FIRE at Choji, who rolls to evade and hits a tree. Sasuke turns around, a little winded. He sees Naruto heading toward the central tower.

ANGLE ON NARUTO. SFX: in his head, he hears cheering. The crowd chanting his name. This is his moment. His time...

ANGLE ON KAKASHI. Watching from the stands arena. Next to him, the rest of the faculty, including Sarutobi and Kabuto.

KAKASHI

Pass the freakin' scroll, kid...

ANGLE ON NARUTO. Running. Beatific smile on his face. This is it! He's gonna be the hero!

Then he sees SHIKAMARU running alongside him.

SHIKAMARU

I hate you for making me run this fast.

They run onto a flat surface and now, their SHADOWS are visible, stretching out in front of them, overlapping.

SHIKAMARU (CONT'D)

My turn to pick the activity.
Shadow possession jutsu!

Now their shadows overlap and COMBINE INTO ONE.

NARUTO

No! What? Don't possess my shadow!

Now, Shikamaru TOSSES HIS SCROLL over his shoulder, where it's caught by INO. His shadow (and Naruto's) does the same.

NARUTO (CONT'D)

No no no no no!

Simultaneously and through no will of his own, Naruto tosses HIS scroll over HIS shoulder, where it's caught by CHOJI.

INO

YES! Perfect co-ordination!

NARUTO'S POV: Everyone is laughing at him. Except Sasuke and Sakura, who glare. He runs to catch up, but it's too late. Because Shikamaru, Choji, and Ino are headed to the end zone, passing, eluding defenders, and finally scoring.

They hold the scrolls aloft, hug each other. Heroes.

INSTRUCTOR ASUMA

Team 7! You're done for today!
Shower up!

Naruto's eyes glow red. And that halo of foxfire surrounds him. It happens quickly. So quickly no one on the field even notices. Their eyes are trained on Team 10.

But from high atop the field, Sarutobi sees. As does Kakashi. He closes his eyes, troubled. Naruto walks away, hears Sasuke say to Sakura:

SASUKE

This kid's gonna ruin our lives.

INT. NARUTO'S DORM - NIGHT

Naruto, wearing headphones, lies in bed with his eyes open. Dejected. Alone. And now, the door swings open. A SILHOUETTE APPEARS in his doorway.

NARUTO

Ahhh!

Naruto leaps into the fighting stance. The darkened figure SWEEPS HIS LEG, throws him to the ground, stands above him:

NARUTO (CONT'D)

Are you here to kill me?

KAKASHI

You're gonna wish I did.

EXT. ACADEMY - NIGHT

Sasuke and Sakura, bleary-eyed, stand at the gates of the Academy. Kakashi exits, holding Naruto by the scruff.

KAKASHI

Come on. Let's go.

SAKURA

Where are we going?

KAKASHI

We don't train for wars in a classroom. We train where wars are fought. Forests, hills, deserts. We will train out there to earn the right to come back here.

SAKURA

So it'll be hot? Or cold? What should I pack?

But Kakashi's already walking away.

SAKURA (CONT'D)

How long will we be gone for?

KAKASHI

The Academy assigns us field missions in 2 months. Some time before then, hopefully. But it'll be up to you.

NARUTO

2 months!!?!?!?

EXT. WOODS - DAWN

The crew moves across rolling hills, in flaring sun.

EXT. WOODS - DAY

The crew trudges along, tired.

NARUTO
Are we almost there?

KAKASHI
You should've trusted your
teammates and passed the scroll. We
walk twice as far. As punishment.

SAKURA
But we had nothing to do with that!

KAKASHI
Yes you did. You were being dicks.

They walk.

NARUTO
So, uh, again...reeeeally sorry
about that scroll thing, guys.

No response.

NARUTO (CONT'D)
You're pissed. I get that.

SASUKE
Shut up, please.

EXT. RUSHING RIVER - SUNRISE

The kids walk, dejected. No one talks. They just push on.
Until Kakashi stops at the river's edge. A long beat.
Silence. Everyone just looks at each other.

NARUTO
Uh, what's happening?

SAKURA
We're stopping.

Our team stands at the shore of a RUSHING RIVER. Without
preamble, Kakashi begins, his back to them:

KAKASHI
A ninja must focus. Must tune
everything out.
(MORE)

KAKASHI (CONT'D)

This is how we access our chakra...

(beat)

Our spiritual energy. You can't get too excited. But you also cannot relax. You must find that moment in between. The moment that is now.

ANGLE ON Naruto, who has no idea what the fuck Kakashi is talking about. But he watches, in awe, as Kakashi steps onto the rushing river and WALKS ON WATER.

KAKASHI (CONT'D)

Get in.

They stand there, staring at Kakashi in awe.

KAKASHI (CONT'D)

I said get in!

Team 7 jumps into the river, swimming out to the middle. Fighting against the current.

KAKASHI (CONT'D)

Focus your chakra into the soles of your feet. Feel it move down through you. Brea--

Kakashi looks up. **Sasuke is already walking on water.**

SAKURA

Oh come ON.

NARUTO

This is ridiculous.

Sakura splashes water at Sasuke.

SASUKE

Did you just... splash me?

Naruto bobs up and down in the water.

NARUTO

I got it! No I don't!

Sakura struggles to rise on the water, competing with Naruto.

KAKASHI

Sakura, don't try so hard.
Naruto, try harder.

Sakura closes her eyes, and almost gives up. And in giving up, she starts to float. Wobbling against the rushing water.

SAKURA

Ha! Haha!

KAKASHI

Like the flow of a battle, the
surface of the water is
unpredictable. You are the only
thing you can control.

Balancing on the surface, Sakura gets a mischievous look.

She splashes Sasuke again. This time, ***Sasuke smiles***, and
splashes back. Flirting. Poor Naruto's still treading water.

NARUTO

(dying of jealousy)
Arrrrghhnnngn....!!!

But now Sakura HEARS SOMETHING.

SAKURA

Um, guys. Do you hear that?

They look downstream to see a MASSIVE WATERFALL.

KAKASHI (O.S.)

That is today's test.

They turn to find Kakashi standing on the shore:

KAKASHI (CONT'D)

Don't go over that waterfall.

NARUTO

Wait, how?

KAKASHI

(shrugs)
Teamwork. Or something.

He watches impassively as they drift away on the current.

SAKURA

Everyone hold hands. Naruto, let--

NARUTO

(struggling, thrashing)
I can do it, just give me a sec--

SAKURA

No listen to me, let us lift you--

SASUKE

We're losing ground!

NARUTO

Sasuke, can't you create, like, a
force field or something?

SAKURA
Don't tell him what to do. You're
not team leader.

NARUTO
It was just an idea! I'm
spitballing!

SASUKE
You're both acting like children!

For a second Sakura STARES at Sasuke, outraged to be included.
Then she STARTS WAILING ON NARUTO.

NARUTO
Hey! I was trying to do teamwork!

SAKURA
TEAM. WORK. MEANS. DO. WHAT. I. SAY!
NARUTO (CONT'D)
Hey I--ouch--stop hitting me!

...And with that they go over the falls, disappearing into
the roar of pounding water and boulders below.

EXT. LOWER RIVER - DAY

Sasuke, Sakura, and Naruto drag themselves up onto the river
bank, half-drowned and exhausted, bleeding from numerous
scrapes and cuts.

Kakashi sits under a tree nearby, reading a novel called
"Savage Lust", which features a hot Ninja couple on the
cover, making out.

KAKASHI
What was the point of today's
mission?

Sasuke looks disdainfully at his teammates.

SASUKE
To shut out distractions.

KAKASHI
No. I placed you in an impossible
situation: none of you possess the
chakra to overcome the current. You
were destined to fail.

NARUTO
So what was the point?

KAKASHI
To see how you fail, kid.

NARUTO
So...like, did we fail OK?

KAKASHI
No. You failed terribly.

EXT. WOODLAND TRAIL - DAY

The sun sets as they trudge up a challenging trail.

Sakura walks faster to catch up to Kakashi.

SAKURA
Sensei, I had a plan for the
waterfall.

KAKASHI
You're the leader, that's your job.

SAKURA
But they won't listen! They think
they're the greatest ninja alive.

They trudge on. Kakashi realizes she's waiting for an answer.

KAKASHI
Why are you telling me this? Tell
them.

Sakura looks back at Naruto and Sasuke, her mind working.

EXT. CAMPSITE - DUSK

A WILD BOAR runs through dense brush, and now, from nowhere

A BLADE LACED WITH ENERGY SLICES THROUGH IT. The boar falls
the ground, dead. Kakashi walks to it, grabs it by the legs.

REVEAL the kids, looking on in horror.

NARUTO
I'm not, like, a huge pork guy.

KAKASHI
This isn't for you.

SAKURA
So what are we eating?

KAKASHI
Whatever you catch. I recommend the
squirrel.

EXT. CAMPSITE - DUSK

A fire roars. On a spit, a pig picked to the bone. And Kakashi, picking his teeth and reading "Savage Lust".

Naruto is the first to return.

NARUTO
You enjoying that?

KAKASHI
It's not bad.

Naruto slumps. Soon after, Sakura and Sasuke arrive.

SAKURA
(beat)
How'd you do?

NARUTO
I ate a flower and threw up.

SAKURA
No luck here either.

Sasuke walks straight through their camp and sits in a moonlit clearing to meditate.

NARUTO
So pretentious.
(to Kakashi)
What are you reading?

KAKASHI
Nothing.

NARUTO
Can I see?

KAKASHI
Take it from me--

Before Kakashi finishes the sentence, Naruto JUMPS at him. Kakashi blocks him and Naruto rolls into the fire, knocking over the pig on a stick and sending embers up into the dusk.

This gets Sasuke's attention.

KAKASHI (CONT'D)
You know what? As soon as one of
you gets this book from me, we can
all go back to the school.

Now, they all start to pay attention. Sasuke and Sakura make eye contact. They both begin to circle Kakashi. He backs up. They move toward him in a line, and charge...

THEY ARE IMMEDIATELY HOOKED INTO 2 NETS AND HOISTED HIGH ABOVE THE JUNGLE.

NARUTO
Ha! Can't believe you two fell for that.

SASUKE
Don't do it, Naruto! It's a trap!

NARUTO
I got this, Sasuke!

He dusts the soot off himself, and charges Kakashi, dodging the area that got Sakura and Sasuke caught. To his surprise, he gets right up to him. Kakashi is still reading the book. Naruto swipes for it. Without taking his eyes off the book, Kakashi simply pushes Naruto--who wobbles a few steps back, FALLS INTO THE TRAP AND IS HOISTED INTO A TREE.

NARUTO (CONT'D)
Dammit! It was a trap!

They all three hang upside down. Naruto looks away, refusing to make eye contact with the others, who glare at him.

KAKASHI
(to Naruto)
Those are two of best students in school. You should think about listening to them.

And with that, Kakashi disappears. As Team 7 attempts to extricate themselves from the trap.

EXT. WOODS - NIGHT

Darkness. Naruto sleeps peacefully in the trap.

SAKURA
HOW IS HE SLEEPING.

SASUKE
He doesn't *think*. It's easy for people who don't think.

Sakura looks at Naruto, blissfully sleeping like a child.

SAKURA
I don't think *that's* exactly true.

Now she studies Sasuke's face, turned away, unreadable.

SAKURA (CONT'D)
(gently)
You know, his parents died too.
So... you have something in common.

Sasuke doesn't respond.

SAKURA (CONT'D)
I mean not that *I* should talk, I
know I'm super hard on him. He just--
ARGG, he really gets under my skin.

Sasuke still doesn't respond.

SAKURA (CONT'D)
You know, maybe if--

She stops herself, and we watch her have a small but
important personal revelation.

SASUKE
...Were you gonna say something?

SAKURA
You know what: no. I'm done trying
to get through to you. You should
try asking *me* how *I* feel sometime.

Awkwardly, she scoots in the trap, turning away from him.

Sasuke looks... *surprised*. He tries to form words, but none
come. He stares into the night, alone with his thoughts.

EXT. WOODS - MORNING

Their eyes open to the sound of a rope being sliced. They all
fall to the ground.

KAKASHI
Good morning.

Naruto pops to his feet.

NARUTO
Good morning!

Sakura groans and slumps on the ground. It's going to be a
long day.

LESSON TIME. Kakashi walks to a tree. And WALKS STRAIGHT UP
IT! Defying gravity.

KAKASHI
Concentrate your chakra in the
souls of your feet.
(MORE)

KAKASHI (CONT'D)

The first one to reach the top of
this tree gets dinner.

They each walk to the base of the tree.

Naruto and Sasuke lock eyes, competitive. They START:

Each is able to run about four steps up the tree, but Naruto
comes unstuck and Sasuke SPLINTERS THE TREE BARK WITH HIS
FEET, his blazing chakra severing the connection.

They try again.

SASUKE

Why are you smiling?

NARUTO

Because we both suck at this. We're
finally on the same level.

Naruto hugs the tree and tries to climb using his legs...
It's ridiculous.

SASUKE

We're not on the same level. Get
out of the way.

NARUTO

(groaning with effort)
Yes we are.

SASUKE

Is everything a joke to you?

Now Sasuke climbs OVER Naruto, burning him with chakra.

NARUTO

OW!!!! What is your problem?

SAKURA

HEY IDIOTS, CHECK ME OUT!

She is SITTING ON A TREE BRANCH HIGH ABOVE THEM.

Naruto looks up, angry. He tries again. But he still can't do
it. His eyes flash with red.

And he does the FORBIDDEN JUTSU he learned from Kidomaru.

BWWRRRRKKK the pressure-wave of wrongness hits Sasuke in the
back of the head--

SLOW MOTION AS: Sasuke, dazed, lifts his eyes to see SAKURA,
falling. He lurches forward and CATCHES HER IN HIS ARMS.

The tree trunk is OFFSET, the top no longer lining up with the bottom, and the whole tree creaks and FALLS in a cloud of disturbed sparrows.

Sakura finds herself in Sasuke's arms. He sets her on her feet, and pukes. Sakura stares in horror at Naruto.

SAKURA (CONT'D)
What the hell was that??

Naruto steps on the topmost branch of the felled tree.

NARUTO
I got to the top!

Kakashi's eyes narrow with anger. He moves toward Naruto, grabs him by the scruff, takes him into the woods, and...

EXT. DEEPER WOODS - CONTINUOUS

...throws him against a tree.

NARUTO
OW!

KAKASHI
What is wrong with you?!

NARUTO
Come on! It was kinda clever!

KAKASHI
That's a FORBIDDEN JUTSU. What part of that was unclear?

NARUTO
OBVIOUSLY I DON'T KNOW WHAT
FORBIDDEN MEANS! I didn't go to a
fancy school or whatever!!

Kakashi looks at Naruto... and a realization washes over him.

He releases Naruto. His sudden calm is scarier than anything.

He storms off. Naruto stares after him.

NARUTO (CONT'D)
Wait, Kakashi-Sensei? Are you done...
(with a heavy sigh)
...yelling at me?

EXT. CLEARING - NIGHT

Dinnertime. Kakashi is sitting far from the students.

Naruto watches Kakashi, wondering how much trouble he's in.

He looks over to meet Sasuke's eye--Sasuke is PISSED.

They're distracted by a loud GROAN. It's Sakura, eating the barbecued rabbit she earned as the first to climb the tree.

She notices them noticing.

SAKURA

...Sorry.

Naruto takes a deep breath and half-mumbles the words:

NARUTO

I'm also sorry.

Sakura takes that in. She clocks Kakashi--he's not looking.

She holds out a leg of rabbit. Naruto nods, grabs it on the DL. He closes his eyes in ecstasy, mouths:

NARUTO (CONT'D)

(silently)

Thank you.

Now she offers Sasuke a piece.

SASUKE

No. I didn't earn it.

NARUTO

(whispers)

Can I have his?

EXT. PATH BY THE RIVER - DAY

Bright day. Kakashi, incongruously, SINGS TO HIMSELF as he guides the kids on a short walk. They glance at each other.

SASUKE

Sensei, if this is about Naruto
being disciplined I would prefer to
have the morning to practice.

They arrive at a clearing.... Where SARUTOBI sits on a stump.

A crane takes flight as the great leader rises to greet them.

SARUTOBI

Team Seven.

The kids, wide-eyed, bow and stutter their "Lord Hokage"s.

Sarutobi performs a jutsu that blows all the dry leaves away, exposing stumps and logs for them to sit down on. They gather around him in a sort of forest counsel.

SARUTOBI (CONT'D)

I was told one of you performed a forbidden jutsu.

SASUKE

It was Naruto.

SAKURA

It was--

SARUTOBI

...and that the others need to learn co-operation.

Everyone is chastened. Sarutobi takes in their surroundings.

SARUTOBI (CONT'D)

The chakra of the ninja has two aspects--

SAKURA

Yin and yang.

SARUTOBI

...thank you, Sakura. We practice many jutsu that release one or the other. But there must be balance. Forbidden jutsu are those that upset the balance. They produce unnatural acts. And you must never use them.

Naruto looks between Kakashi and Sarutobi. Was that it?

NARUTO

I understand, Lord Hokage.

SARUTOBI

Not quite. I mean you, Naruto, in particular.

NARUTO

...because I have so much chakra?

SARUTOBI

You don't have a lot of chakra, Naruto. You're the vessel for a being made of pure chakra.

NARUTO

...what?

SARUTOBI

The energy inside you has a name.
It's called The Nine-Tailed Fox.

Naruto doesn't say anything for a really long time.
Sakura covers her mouth. Kakashi looks at the ground.

NARUTO
No. No that can't be right.

SARUTOBI
Your parents sealed the Nine-Tails
inside you so the city could be
saved. And it lives in you still.

NARUTO
No, but that's... Iruka's whole
family died in that attack.

SARUTOBI
And so did yours.
Your father was Minato Namikaze.

NARUTO
...he was named after the Fourth
Hokage?

SARUTOBI
He was the Fourth Hokage. He wore
the Omoni after I did in my term as
Third Hokage. I took it up again
after he died.

NARUTO
I'm the son of the Fourth Hokage.

Sarutobi nods.

NARUTO (CONT'D)
And you're telling me this *now*?
(beat)
Why's my last name Uzumaki?

SARUTOBI
Because it was your mother's name.
She was an Uzumaki from
Uzushioakure. She came to Konoha
when she was just a little girl.

EXT. JINCHURICHI TEMPLE - DAY (FLASHBACK)

LITTLE KUSHINA is led by a group of adults in ceremonial
attire, towards some kind of temple.

She spots a little blonde boy in the crowd: LITTLE MINATO.

She breaks the grip of the adult leading her.

LITTLE KUSHINA
I don't wanna go inside!

INT. SARUTOBI'S OFFICE - DAY

SARUTOBI
She was a lot like you, Naruto. She was very hotheaded. Impulsive. She used to say she wanted to be the first female Hokage. If the world had been a little different, maybe she would have been.

The thought gives Naruto SOME kind of comfort.

NARUTO
And... what about my dad?

SARUTOBI
Minato? He was... Level-headed. Responsible. Respectful. And gentle.

EXT. JINCHURICHI TEMPLE - DAY (FLASHBACK)

Little Minato watches Little Kushina, filled with empathy. He looks up to ask his dad:

LITTLE MINATO
Why does she have to go?

INT. SARUTOBI'S OFFICE - DAY

NARUTO
So... nothing like me at all.

SARUTOBI
You may find him in you, one day.
They both had unbeatable spirits.
Just like yours. They complimented each other.

EXT. MOMENTS THROUGHOUT TIME (FLASHBACK)

Minato and Kushina grow alongside each other, train alongside each other, fall in love. Leading us to...

EXT. BARRICADE - NIGHT (FLASHBACK)

...the night of the Nine-Tails attack. Kushina strides towards the fox in her hastily-donned ninja attire, sees her husband racing towards the two little boys.

This time we see Kushina perform the binding jutsu in full: a circular motion in her hands, circling and winding tight.

The fox freezes where it stands. The invisible chains groan.

SARUTOBI (V.O.)
*The Nine-Tails attacked... almost
at the very moment of your birth.*

Now Kushina's dishevelment makes sense, as do Minato's words:

MINATO
Kushina, get back inside!

KUSHINA
Don't tell me what to do!

Minato and Kushina realize: The bonds won't hold.

SARUTOBI (V.O.)
They both knew what they had to do.

And now, every step heavy with destiny, Minato comes to stand alongside Kushina. He looks up at the fox.

MINATO
Are you ready?

KUSHINA
NO! YOU IDIOT. No.
*We were supposed to get old
together.*

MINATO
I am so sorry, my love.

SARUTOBI (V.O.)
*Minato summoned the fox's yin
energy into himself...*

Minato performs his last jutsu, that last act of faith, and
THE ENERGY OF THE FOX SEEMS TO FLOW INTO HIM.

Kushina YELLS IN FURY as she holds the fox's chains--

The frame fills with fire and sound but we *KEEP WATCHING*:

With its white yin energy drained, the fox is now deeper red,
even more rageful--

MINATO

NOW!

Kushina DROPS the fox's chains and they both RUN.

INT. MATERNITY ROOM - NIGHT (FLASHBACK)

Kushina and Minato CHARGE into a maternity cabin--the room where Naruto was born.

And BABY NARUTO is there.

Kushina cradles her baby, kisses his head, looks in his eyes.

He's crying, but he settles when he sees her face.

And the cabin shakes as the fox comes towards them.

SARUTOBI (V.O.)

*...And your mother called its yang
energy into you.*

Kushina performs her final jutsu, and the fox's yang energy starts flowing into Naruto.

EXT. KONOHA SKYLINE - NIGHT (FLASHBACK)

The fox can FEEL ITS ENERGY BEING STOLEN. It begins to UNRAVEL, losing shape and integrity, flames spilling everywhere.

It FALLS over on its flank, crushing buildings, in agony.

It is DYING. And it's searching for whoever is killing it.

INT. MATERNITY ROOM - DAY

Inside the cabin, Kushina's still doing the jutsu, and baby Naruto's belly starts to GLOW.

INT. SARUTOBI'S OFFICE - DAY

Naruto looks down. The sigil on his belly.

NARUTO

My birthmark.

SARUTOBI

They saved us all.

NARUTO

How'd they die?

SARUTOBI
The fox took their lives as they
bound it inside you.

INT. KONOHA SKYLINE - NIGHT (FLASHBACK)

The fox finally locates the thing that is robbing its energy--

INT. MATERNITY ROOM - NIGHT (FLASHBACK)

--and its CLAW CRASHES THROUGH THE ROOF OF THE CABIN.

Minato and Kushina shield Naruto with their bodies as the
fox's mighty claw impales them.

INT. SARUTOBI'S OFFICE - DAY

NARUTO
That means... I killed them.

SARUTOBI
The Nine Tails is a part of you,
yes. But it is not you.

Naruto jumps to his feet. He wants to be anywhere else.

NARUTO
Who else knows about this?

SARUTOBI
A few. Kakashi. Iruka.

Naruto closes his eyes. This pains him.

NARUTO
And whose idea was it...to lie to
me like this? Was it my parents'?

SARUTOBI
It was mine.
(softly)
We had no choice, Naruto.

NARUTO
Adults always say that to me. And
what's weird is, it's never true.
(beat)
I have to go.

KAKASHI
Naruto, you should--

Sarutobi waves Kakashi off, and Naruto darts away into the trees. Sasuke and Sakura reel.

EXT. ROOFTOPS OF KONOHA - DUSK

Naruto leaps from building to building with determination...
He slows as he passes that GRAPHITTI MURAL OF THE FOX ATTACK.
He sees Minato. And Kushina. And the NINE-TAILED FOX.
They are shielding the city with their bodies, dying in fire.
Naruto lifts his shirt, puts his hand on his belly.
He looks back up at the mural.
He is the fox, and the fox is killing his parents.

INT. IRUKA'S HOUSE - NIGHT

Iruka watches a talk show on TV (a Johnny Carson-esque host interviews a Ninja). Now, his door opens. Revealing Naruto.

NARUTO
Why didn't you tell me?

IRUKA
I wasn't allowed to.
(beat)
Come in.

Naruto does.

NARUTO
So you spent your entire life just
lying to me? Who does that?

IRUKA
The elders said it was for the
best. I was doing my duty.

NARUTO
And you're like, what? Some super
ninja?

IRUKA
I am a ninja, yes.

NARUTO
That explains why you're such a
shitty mechanic.

Iruka looks down. A long beat.

NARUTO (CONT'D)

So, how did it work?

IRUKA

I was a young Ninja, about your age. I had just lost everyone I loved. And Lord Sarutobi came to me. He told me I was to be a father. It was a matter of national security, he said. Then he handed me this...

(he tears up)

...this *beautiful little boy*. Who held untold power within him. You wrapped your little hand around my thumb and smiled. And I began to cry. They gave me a dossier. An apartment. A job. I did as I was told.

NARUTO

I never knew the real you.

IRUKA

I always knew the real you. I was just waiting for you to find out for yourself.

NARUTO

But you wouldn't let me go to the Academy.

IRUKA

I did as they asked. For my country. The firepower within you-- it could destroy worlds.

NARUTO

I am not some weapon. I am a person. I'm a kid!

IRUKA

You think it was easy? Living with you, knowing that thing was inside you? The thing that killed my parents? My friends? I devoted my life to you.

NARUTO

At least you had a choice. I never asked for that! I never asked for any of it!

(beat)

You were supposed to take care of me. You were supposed to love me.

Iruka looks away.

IRUKA
You're right.

NARUTO
What?

IRUKA
I said you're right. And I'm wrong.
And I'm sorry.

It's the first time Naruto has ever heard an adult admit fault. He softens.

IRUKA (CONT'D)
Let me make you some ramen.

NARUTO
I guess ramen sounds OK.

INT. NARUTO & IRUKA'S HOME - LATER

Naruto looks out at the setting sun from the balcony outside his old bedroom. He scarfs down ramen. Iruka sits in his chair, watching an old wild west show with a ninja cowboy.

NARUTO
I'm sorry you had to give up your
whole life for me. It's not fair.

IRUKA
I didn't give up my life. You
became my life. And I don't regret
that choice for a single second. I
lost my parents, but I gained you.
And I love you more than you know.

NARUTO
I want to quit the Academy and just
live a simple life. Like you always
wanted for me.
(beat)
I want this thing out of me.

IRUKA
It doesn't work that way. You
either learn to work with it... or
it will kill you, and everyone you
know.

Naruto takes this in. It's A LOT.

EXT. CAMPFIRE - NIGHT

Back at camp, Kakashi, Sakura and Sasuke eat rabbit.

SAKURA

...it's quiet without Naruto.

Kakashi pauses, takes that in. It isn't quiet in a good way.

EXT. CLEARING - NIGHT

Later. Sasuke meditates in moonlight, but his mind wanders.

EXT. STREETS OF KONOHA - NIGHT (FLASHBACK)

The briefest of memories: one little boy carrying another, running barefoot as the Nine-Tailed Fox attacks.

Was Sasuke one of those two boys?

Commotion from the campfire breaks Sasuke's train of thought.

EXT. CAMPFIRE - NIGHT

Sasuke comes back to camp to see Naruto, just-returned, standing with Kakashi.

KAKASHI

Hopefully you all understand now how serious this is. The Nine-Tailed Fox was released once before. It can't happen again. Remember to work as a team, and protect Naruto.

NARUTO

Well--I'm getting pretty strong. I can protect you guys, too--

KAKASHI

NARUTO.

This team has one purpose: keep Naruto out of the wrong hands.

NARUTO

(weakly)

...go team.

Sakura smiles, weakly, back at him.

Sasuke's expression changes--does he finally have compassion?

EXT. RIVER - NIGHT

Naruto, shirtless, exhausted, stands knee-deep in the river.
For a moment his gaze racks focus to the water's surface.
His reflection. The moon backlighting his hair like foxfire.

NARUTO
(turning away)
Stupid--symbolic reflective surface.

He sees a flash of orange--a fish! He shoots a LIGHTNING JUTSU into the water, electrocuting himself.

When he recovers, he sees: SEVERAL FISH, BURNT TO A CRISP.

NARUTO (CONT'D)
(triumphantly)
Hah! Haha!!

He grabs one, bites its head off, when he looks up to notice:
SAKURA, coming to the water's edge wrapped in a sarong.

NARUTO (CONT'D)
(mouth full)
Hey.

SAKURA
Oh! Hey! I was just coming to...you
know. Get clean.

NARUTO	SAKURA (CONT'D)
Cool.	No no, you stay here, I'll
(realizing)	find somewhere else--
Oh I can--go somewhere else I	
just--	

NARUTO (CONT'D)
Na, I was done anyway.

Naruto comes to shore to dry off.

Sakura's eyes land on his bellybutton. And the SIGIL.

NARUTO (CONT'D)
(following her gaze)
They told me it was a birth mark.

Sakura stands tall, like she's encouraging him to do the same.

SAKURA
It is. It tells the story of your
birth.

NARUTO
Kind of a shitty story, though.

SAKURA
(shaking her head)
It's a sad story. But that's not
the same thing.

Another long beat. Naruto holds up the crispy fish:

NARUTO
Fish?

SAKURA
Uh... no thanks.

She unwraps the towel she was wearing, revealing her
underwear, and steps into the water to bathe.

NARUTO
Hey...
(she stops)
Are there any jutsu that let you
talk to people that died?

Sakura shakes her head, sadly.

SAKURA
When people come back from the dead
it's... usually not a good thing.

Now she swims on her back, giving herself to the water.

FROM ABOVE, it looks like she's floating among the stars
reflected on the water's surface.

Naruto's sigil glows orange.

NARUTO
(to the sigil)
Settle down, buddy.

INT. OCCUPIED BAR - NIGHT

TAYUYA
Well look who's back from the dead.
Never thought I'd see that face
again.

OROCHIMARU has entered the OCCUPIED BAR, Kabuto at his side.
Everyone goes dead quiet, whispers to one another.

OROCHIMARU
Just here for a drink, Tayuya.
Guys, please. Carry on.

Orochimaru and Kabuto sit. The others gather around them.

TAYUYA

We were just saying someone should
teach the Shinobi a lesson.

OROCHIMARU

(laughing)

You say that a lot.

SAKON is next to speak. He is a stunningly gorgeous man who
shares a body with UKON, another stunningly gorgeous man.

SAKON

One of them just busted up one of
our warehouses, and wrecked
Kidomaru.

KIDOMARU

False. I've still got three more
good hands than you do.

Kidomaru snaps a fist with his five good hands.

UKON

...And not even one handsome face.

OROCHIMARU

So you were attacked on your own
private property.

Everyone ERUPTS at this. Orochimaru knows his audience.

OROCHIMARU (CONT'D)

It's not enough that they control
the Academy, they have to come to
where WE live?

Someone whoops agreement. Orochimaru leans in, gets folksy.

OROCHIMARU (CONT'D)

Let me tell you what, friends,
there's so much more to the art of
the ninja than you know. And you're
never going to know it. Because
they're not going to let you.

There's jutsu you've never dreamed
of. There's jutsu that haven't been
invented. And they never will be.
As long as those... those
mediocrities keep hiding behind
those alabaster walls, afraid of
what our power can do. *We could be
so much more than what we are.*

(MORE)

OROCHIMARU (CONT'D)

"Forbidden jutsu," they say. Why should power be forbidden? Why should progress be forbidden?

TAYUYA

Why don't you do something about it?

OROCHIMARU

No no no, find someone else. I'm not job hunting.

JIROBO (7 feet tall, 300 pounds), bangs the table.

JIROBO

(chanting)

Orochi. Maru. Orochi. Maru.

OROCHIMARU

Please--I'm just here for a drink.

EVERYONE JOINING IN

Orochi! Maru! Orochi! Maru!

Two of them hoist his chair up and he steps onto the table.

Orochimaru's eyes meet Kabuto's through the crowd.

Orochimaru *winks*. Kabuto realizes: *Orochimaru planned this*.

Everyone's riled. Someone drags the bartender from behind the bar and throws him on the ground.

OROCHIMARU

All right all right, there is ONE little trick I can show you.

BARTENDER

No, stop! STOP!!

Kabuto looks around, alarmed by the violence in the room, as:

Orochimaru starts doing his newest jutsu on the bartender.

INT. BAR - NIGHT

THWACK, a dart hits a board. In a way more peaceful bar across town, Iruka and Kakashi play darts.

IRUKA

So how IS Naruto.

Kakashi sighs. This is weighing on him.

KAKASHI

You think we did the right thing?

IRUKA

You mean by lying? Or by finally telling the truth?

KAKASHI

I just needed him to take all this seriously.

IRUKA

Naruto doesn't joke around because he doesn't take things seriously.

KAKASHI

That's the definition of joking around.

IRUKA

The boy lost both his parents. At his core, he fears everyone will abandon him. He laughs to cover his pain.

KAKASHI

But he's *always* laughing.

IRUKA

Well, life is a precious gift. And life can be very painful. At least know somebody who can laugh about it.

THWOCK: Iruka scores a bullseye. THWOCK: Kakashi splits Iruka's dart right down the middle. They reset the board.

KAKASHI

I miss the good old days when you could just beat a kid into listening to you.

IRUKA

It might help him to know someone will be there with him. In the pain. So he doesn't have to face it alone.

(beat)

That thing inside him, the more he suppresses it, the stronger it gets. What if you just let it out? Together.

KAKASHI

Like hold hands with it? Sing songs around the campfire?

IRUKA
(shrugs)
Just lead with your heart.

KAKASHI
I think I'm gonna puke.

IRUKA
More sake?

EXT. CAMPSITE - DAWN

Late night/early morning. Kakashi comes back to camp to find:
Sakura, sleeping under a graceful shelter of pine boughs.
Sasuke sleeping just outside, like he's guarding Sakura.
Naruto, flopped over ten feet away like a ragdoll that slept
where it landed. Kakashi sighs and shakes Naruto awake.

KAKASHI
Naruto. Naruto.

EXT. WOODS - DAWN

Naruto sits at the edge of the lake. Kakashi stands above
him, looking a little worse for wear. He hands him a balloon
filled with water:

NARUTO
Long night, Kakashi-sensei?

Kakashi ignores him.

KAKASHI
Your job is to make the water spin.
The balloon will float. But don't
let it pop.

NARUTO
How?

KAKASHI
Use your chakra. And your focus. We
sit here, and say nothing, until
that balloon floats.

NARUTO
But--

KAKASHI
Nope. No more talking. Not until
you do something.

Naruto nods. He gets it. And he sits there, silently, staring at the balloon.

EXT. WOODS - HOURS LATER

Naruto, still focused intensely on the balloon, sits in the woods. Sweat pours down his brow as the sun beats down upon him. Next to him, Kakashi flips through his romance novel.

And now, the water inside the balloon starts to spin. Naruto smiles. Kakashi puts his book down.

KAKASHI

There you go. Focus. Don't try to do too--

The Balloon pops. Naruto PUNCHES THE GROUND.

NARUTO

DAMMIT!

KAKASHI

Much. No yelling.

NARUTO

You're hungover, Kakashi-sensei! I can tell!

KAKASHI

I said no yelling!

Naruto drops to the ground, starts doing push ups:

KAKASHI (CONT'D)

What're you doing?

NARUTO

Just assumed that's where this was headed.

KAKASHI

No, no, get up, kid. It's OK. Here.

Kakashi reaches into his utility bag, throws him a Power Bar.

NARUTO

You serious?

KAKASHI

Eat. You tell me when you're ready to go again.

Naruto smiles. He takes a bite.

NARUTO
(mouth full)
K. I'm ready.

KAKASHI
OK. Quiet your mind...
(beat)
And think about the now. Not the
future. Not the past. Now. Feel the
wind on your face. Listen to the
rustling of the leaves--
(off his look)
Does this makes you uncomfortable?

Naruto tries to sit, but is fidgety.

NARUTO
No.

KAKASHI
You sure look uncomfortable, kid. I
get it. If you're in the present,
then you have to contend with all
that... stuff inside you.

NARUTO
You mean... the fox?

KAKASHI
I mean your feelings.

Naruto's surprised to hear that. Kakashi presses on:

KAKASHI (CONT'D)
Naruto. *How do you feel?*

NARUTO
I feel great, *you're* the one that
needs to stick your head in a
bucket.

KAKASHI
Really?

NARUTO
Believe it!

KAKASHI
You never met your parents.
Wondered all your life who they
were, if they abandoned you. Found
out they both died the day you were
born. They made you a container for
the worst devastation our city has
ever known. And no one's told you
the truth about it until now.
(MORE)

KAKASHI (CONT'D)

You're not angry? Sad?
Here. Try. Go there.

He hands him the balloon.

NARUTO

I don't want to.

KAKASHI

Why not?

NARUTO

Everything just... feels so out of
control inside me.

KAKASHI

Of course it does. You're a
teenager.

KAKASHI (CONT'D)

Naruto, you won't be... betraying
yourself if you face your sadness.
You'll still be you. You'll still
be that same...
...spirited trickster.

Naruto looks up at Kakashi, feeling vulnerable and exposed.

KAKASHI (CONT'D)

It's only when we suppress our
grief, or we try to deny it--*that's*
when it takes the wrong form.
If you learn to embrace it, to love
all sides of you--the anger, the
fear, the sadness... Then you can
harness it. Come on. It's OK.

NARUTO

But--

He stops. And looks at Kakashi like, "Fuck it. Let's do it."

So he does. He focuses.

A tear rolls down his cheek. The wind blows hard through the
trees. The trees spark flames.

But Kakashi does not react. To the licking flames around him.
He just locks eyes with Naruto. And holds his gaze. And now,
the balloon starts to spin. And Naruto starts to cry more. He
watches it, focused. Kakashi smiles.

As it spins there, suspended in the air. Kakashi holds out
his hand. Naruto is thinking, feeling the pain.

More tears now. The balloon rises into the air. Moves over to Kakashi's hand. It's amazing. Naruto's moving things through the air with precision. And now, it falls onto Kakashi's hand, and POPS.

And Naruto crumples up in a heap, crying.

Kakashi moves to touch his shoulder, hesitates. Says simply:

KAKASHI
Enough progress for one day.

Naruto wipes tears away. He looks up, to see his new mentor.

Kakashi offers his hand.

Naruto grabs it.

Kakashi pulls him to his feet.

And Kakashi, ever so gently, puts an arm on Naruto's shoulder as they walk into the woods, back to the others.

EXT. CAMPFIRE - DAY

Naruto and Kakashi return to camp to find something shocking.

SASUKE
'Morning.

Sakura comes sleepily from her shelter of branches.

SAKURA
What's going on?

SASUKE
I made everyone breakfast.

Everyone stares.

SAKURA
...you what?

Sasuke says nothing, just sets a makeshift table.

NARUTO
Helpful Sasuke is scary.

SAKURA
(checking out the meal)
I didn't know you made kobachi.

SASUKE
It's a Uchiha speciality. So...

He swallows hard, clenching his perfect jaw, his piercing eyes sparkling with withheld tears...

SASUKE (CONT'D)
...you know. It's hard for me.

Sakura and Sasuke lock eyes. She's deeply moved.

Kakashi gives Naruto a clap on the shoulder and sits.

KAKASHI
See? Feelings. Powerful stuff.

Naruto sits and shoves a whole pork bun in his mouth.

SASUKE
Are you-- just gonna--

NARUTO
(mouth full of bun)
I've a problem?

Sasuke looks at Naruto for a long time. Then he smiles.

SASUKE
No. I'm glad you're hungry.

The kids and their teacher eat, smile, make eye contact.

It's good food. And somehow, *it's the tiny final puzzle piece they needed to become a team.*

Music swells, taking us into a....

MONTAGE

Sakura and Sasuke SPAR. Kakashi coaches. They wrap each other up, then push each other off. Even though it's violent, it's almost romantic. We PAN OFF THEM to Naruto. Standing there, stone-faced. The balloon spinning right in front of him.

-TEAM 7 races each other to the top of trees and now running across the branches. Sasuke shoots a fire jutsu at Naruto clone, who leaps into the sky and corkscrews using a Jump Jutsu...

-Sakura uses a healing jutsu on a wounded rabbit in the forest.

--Sasuke using his Sharingan to analyze Naruto's form and give adjustments.

-Naruto spars with Kakashi. He's improving.

--Sakura passes her hand over Naruto's body, bruised from sparring with Kakashi. She heals him.

She breathes heavily, winded from the use of chakra. Naruto nods thank you.

-Sasuke spars with Kakashi. He THROWS A FIRE JUTSU, followed by a FLYING KICK, and knocks Kakashi to the ground!

He stands over Kakashi, smiles, REACHES HIS HAND TO PULL HIM UP... Kakashi takes it.

-And finally, we see Naruto step out into the current, close his eyes, and focus. He tunes everything out. All sound and music disappears from our soundscape.

He starts to rise onto the water -- but he still can't quite do it. He falls, and is taken away by the current. He grabs onto a rock and pushes up to the shore, out of breath.

But undaunted.

KAKASHI (O.S.)
(prelap)
OK! Let's try this again!

EXT. FOREST - DAY

The waterfall test. Kakashi stands on the shore, book in hand, and peers over the pages at Naruto, Sasuke, and Sakura, all in the water, fighting against the current. Sasuke and Sakura are walking on the water, but Naruto struggles still.

SASUKE
Naruto, focus!

NARUTO
I am focusing! Deal with your own
shit before you start giving me
notes, pretty boy!

SAKURA
Will you two stop!

Kakashi sighs, flipping pages.

NARUTO
Let's take this outside!

SASUKE
We ARE outside!

Naruto swims to the shore. Sasuke follows him.

When Sasuke steps onto the shore, Naruto shoots a FIREBALL at him. And Sasuke creates a water wall to defend it!

SAKURA
Guys! Seriously! This is
ridiculous!

Kakashi finally gets fed up and walks over to them.

KAKASHI
ENOUGH !

Meanwhile, Naruto somehow appears by Kakashi's side. As
Kakashi takes one more step, and...

IS HOISTED HIGH ABOVE THE GROUND INTO A TRAP

Naruto simultaneously snatches the book right from his hands.
He holds it up above his head. Team 7 looks up, smiling:

NARUTO
GOTCHA !

Kakashi looks at Naruto, then turns to see ANOTHER NARUTO
standing in the water.

KAKASHI
A clone? Naruto?

NARUTO/NARUTO CLONE
Yep. Check us out!

As Naruto conjures 2 more clones. And a couple
more...until...a full dozen.

KAKASHI
Oh no. One of you was too much.

The clones disappear as Team 7 celebrates! And Kakashi
begrudgingly accepts defeat. He reaches into his pocket for a
knife, cuts himself free, elegantly lands on the ground:

KAKASHI (CONT'D)
Good one. You got me. Good acting
too. Especially you, Sakura. You
really surprised me with that
performance.

SAKURA
This whole thing was my idea!

KAKASHI
But, seriously. Give the book back.

Naruto grabs it from Sakura, flips through it.

NARUTO 2
Just a second, Kakashi-sensei.

KAKASHI
I will set you on fire.

NARUTO
OK. OK.

EXT. NINJA ACADEMY CAMPUS

The giant doors to the academy swing open. Teams are sparring and practicing jutsu. A HUSH falls as Naruto, Sakura and Sasuke walk behind Kakashi. Dirty, bruised, intense. They stride across campus. All eyes on them.

INO
Sup, Forehead G--

A single glance from Sakura stops her mid-sentence.

INT. BALLROOM - NIGHT

A band plays. White tablecloths, glasses of champagne.

Naruto glimpses his reflection in a lacquered wall.

He's in military formalwear, and looks awesome.

SASUKE (O.S.)
Are you checking yourself out?

Naruto looks up at Sasuke, caught. But he decides to OWN IT.

NARUTO
Hells yes.

Sasuke sighs... but also poses just the TINIEST BIT behind Naruto. For a second they look like a boy band.

SAKURA (O.S.)
(faintly overheard)
Yes, mom. I understand.

They look up to see Sakura with HER PARENTS.

Sakura's parents are VERY proud. Both crying. Hugging her.

Sakura makes eye contact with her teammates, smiles.

And Sasuke and Naruto, the two orphan boys, wave back at her.

For a moment the boys with no parents watch Sakura with hers.

SASUKE
 (swatting Naruto's arm)
 Let's go see if anyone new has
 crushes on us.

Meanwhile, KAKASHI lingers at the fringes.

He realizes he's drifted to a WALL OF PHOTOS.

In one photo, YOUNG OROCHIMARU stares at the camera alongside his teammates Tsunade and Jiraiya...and his teacher Sarutobi.

In another photo, YOUNG KAKACHI smiles alongside *his* teammates Obito and Rin...and *his* teacher, Minato Uzumaki.

SARUTOBI
 You were Minato's favorite student.
 And today you teach his son.

KAKASHI
 (quick bow)
 Hokage.

Now Sarutobi lands on the picture of himself and Orochimaru, and his wise face displays unmistakable grief.

SARUTOBI
 I tried not to have a favorite
 student.

Young Orochimaru gazes at Sarutobi from the photo.

QUICK FLASH OF: Orochimaru summoning the Nine-Tailed Fox, the flames, the destruction, the lost young man in the photograph grown up to become a monster.

Kakashi can see what Sarutobi is going through. He offers:

KAKASHI
 These kids have a way of getting
 under your skin, don't they.

SARUTOBI
 I know you got under Minato's. You
 owe a lot to this place, Kakashi.

KAKASHI
 You could probably say I owe
 everything to this place.

And just at that moment... Sarutobi senses that something is wrong in the world.

It's just a feeling--a dissonant note in the score. Sarutobi looks around the room to see:

... Ino flipping her hair deliberately in Sakura's face
 ... Shino dropping a bug down Kiba's back
 ... Naruto dancing with Hinata, (who dances VERY VERY shyly).
 The kids look excited, unaware of anything sinister brewing.
 But Sarutobi turns, gravely, to Kakashi.

SARUTOBI
 If something happens during the
 exams... *protect* this place.

KAKASHI
 ...What could happen?

Kakashi looks around the room, trying to see what Sarutobi saw, or didn't see. Just then they're interrupted by:

KABUTO
 Hokage, let me congratulate you.

Kakashi watches Kabuto pay his respects to Sarutobi.

Something about Kabuto pings Kakashi's suspicion.

EXT. HOKAGE SQUARE - DAY

Bright daylight. Bleachers have been erected in Hokage Square, food sellers are out with carts and tents.

Everyone's buzzing with excitement. Parents, teachers, even reporters with camera crews. All here to watch the Chunin Trials.

OVER BY THE STUDENTS

The students stand in formation, some distance from the milling crowds, as Anko Mitarashi paces in front of them.

ANKO
 I wish I could say you looked
 ready. Is anyone ready?

NARUTO
 I'm ready.

ANKO
 (ignoring him)
 Is anyone ever ready to take their
 life, and the lives of their
 teammates, into their own fragile
 human hands? What are hands,
 anyway? What even IS a jutsu?

Naruto faintly hears a cheer from the bleachers:

IRUKA
Wooo!!! Go Naruto!!!! Go Team 7!!!

Naruto grins and waves at Iruka.

IN THE BLEACHERS

KAKASHI
He's a good kid, Iruka-san. You
raised him well.

IRUKA
And you have trained him well,
Kakashi-san.

They share a moment. A smile between old friends.

INT. CHUNIN ZONE - TEAM 7 STARTING POSITION, DAY

Kakashi watches Team 7 pull on identifying armbands, nervous
and jittery for the competition to begin.

SAKURA
Naruto, Sasuke and I worked out a
special password. In case anyone
tries to clone us.

NARUTO
OK. What is it?

SASUKE
"A ninja waits until the time is
right/when the enemy is asleep and
lowers his guard/when his weapons
lie forgotten in the darkness of
the night/that's the moment for a
ninja to strike."

NARUTO
More of a pass-poem, but OK. Got
it.

KAKASHI
Team...

He wants to say something, but is clearly uncomfortable with
emotion:

KAKASHI (CONT'D)
I just want to say that...

A long beat.

KAKASHI (CONT'D)
You taught me a lot.

NARUTO
Whoa.

SASUKE
That's really nice, Kakashi-sensei.

Sakura smiles, clasps his hand. The moment is quiet, intimate.

KAKASHI
And now...DESTROY YOUR ENEMIES!

NARUTO
Wut wuuuuuuuuut

They deploy with a wild cry, vanishing into the streets.
But something troubles Kakashi. He looks around, anxious.
He hears that same off-note in the score. Something's coming.

EXT. CHUNIN ZONE - DAY

Tilt down from the SUNBURST, exploding in the sky.

To find Naruto, Sasuke and Sakura, moving cagily out of the starting circle.

They quickly move to some buildings, scale the fire escapes.

They look down, scan the neighborhood.

Their eyes narrow, as they land on...

Team 10... Walking toward a ryokan-esque structure.

Sasuke and Naruto look to Sakura...

She nods.

INT. RYOKAN STRUCTURE - DAY

Sliding doors. Tatami mats. Team 10 is split up in the structure. Ino holds a scroll tight. They are lying in wait.

Meanwhile, Sakura, Sasuke and Naruto are pressed against the wall. Listening intently...

Choji is about to step into the next room. Ino sees something, pulls him out of the way, but not before...

A SECRET PANEL IN THE FLOOR SLIDES AWAY. Revealing a pit of spikes!

Choji looks down, horrified. That was close. Now, he steps back, looks up... To see...

The walls are ENGULFED IN FLAME. Naruto stands behind them, silhouetted, executing his fire jutsu.

INO

It's Team 7! It's a trap! Bail!

They step outside, and are greeted with a WATER WALL. On the other side, Naruto executes the jutsu, while

Sasuke steps through the water and HURLS FIREBALLS at Team 10. Knocking Ino down... Sakura grabs the scroll, and...

SAKURA

Thank you, girlfriend!
(to her teammates)
Guys! Run! Run!

Now, Team 7 is on the move. They pass the ball back and forth, executing perfect scroll movement.

A SPOTTER on the rooftop yells like a platoon commander:

ROOFTOP SPOTTER

Team 7 on the move!

EXT. KONOHA SKYLINE - DAY

Spotters on different rooftops repeat the cry: "Team 7 on the move!" carrying the news back to...

EXT. HOKAGE SQUARE - DAY

...the bleachers, where the spectators hang on every word.

They're tracking the game through the first-hand reports of the spotters, the scoreboard, and whatever mayhem they can glimpse in the city's cordoned-off exam zone.

But Kakashi notices Kabuto slipping away from the crowd.

Kakashi slips out of his seat to follow.

Iruka does a double-take when he notices Kakashi gone.

EXT. CORDONED-OFF STREETS - DAY

In the Exam Zone, the quiet, cordoned-off streets look empty--

Until we realize: *Sakura, Sasuke and Naruto are moving swiftly up the street before our eyes, employing camouflage, passing the scroll between them.*

Naruto tosses the scroll to Sasuke, who runs up ahead...

But a MIST CLOSES IN...

Naruto slows down. He scans his surroundings. But now, and so quickly, it is only GRAY.

NARUTO

Guys?

EXT. TOP OF THE WALL - CONTINUOUS

ROOFTOP SPOTTER

WeaTHER!

The cry is repeated over the rooftops.

EXT. BLEACHERS - DAY

Sarutobi hears the repeated cry, sees the mist in the streets. He rises from his seat.

ANKO

That's not part of the exam. LORD
HOKAGE! Something's wrong!

EXT. FOUNTAIN - DAY

Sasuke and Sakura whirl in the mist.

SAKURA

Where's Naruto?

NARUTO

(emerging from the mist)
I got lost for a second. Sorry.

SAKURA

Quick. We're 2 clicks from the
center. We gotta--

SASUKE

Wait! Wait. How do we know this is
the real Naruto?

SAKURA

You're right. What's the password?

NARUTO

"A ninja waits until the time is
right/when the enemy is asleep and
lowers his guard/when his weapons
lie forgotten in the darkness of
the night/that's the moment..."
(forgetting the end)
"...when...the time is right."

A beat. And then: SASUKE PUNCHES NARUTO IN THE FACE.

SAKURA

He *almost* got it!

SASUKE

The *real* Naruto wouldn't have made
it that far.

And now Naruto, or whoever it is, starts to LAUGH.

Laugh and DISTURBINGLY CHANGE SHAPE, stretching and warping
before Sakura and Sasuke's eyes--

EXT. CITY STREETS - DAY

Kakashi trails Kabuto down the quiet streets, losing him
around a corner. The streets are empty--

Everyone's watching the trials.

EXT. ACADEMY GATES - DAY

Kakashi follows Kabuto... to the GATES OF THE ACADEMY.

Four guards are opening the gate for him, operating the two
giant wheels on either side.

Kakashi shouts from thirty feet away:

KAKASHI

KABUTO!

Kabuto turns back to see Kakashi. His expression is complex--
is he... regretful? But then he just says, simply:

KABUTO

He'll kill me if I disobey.
It's you or me.

KAKASHI

(to the guards)
Close the gates!

But Kabuto does that Corporeal Manipulation Jutsu, freezing the guards where they stand.

Now Kakashi turns to see: Kidomaru, Tayuya, Sakon, Jirobo, and an ARMY of other Fallen Ninja from the occupied bar, emerging from the sidestreets, headed towards the Academy.

He palms his kunai, and stands alone before the open gates.

It's KAKASHI VERSUS AN ARMY.

KAKASHI (CONT'D)
(mainly to Kidomaru)
You wanna do this again?

Kidomaru RUSHES Kakashi, who dodges. Kakashi is SO FAST.

But Kidomaru has four extra hands to do jutsu with.

And now, Kidomaru performs Orochimaru's CHAKRA-ROBBING JUTSU.

Kakashi dives out of the sightline of Kidomaru's raised hand.

The jutsu hits one of the frozen guards, who begins to CONVULSE as Kidomaru drains her chakra--

KIDOMARU
This time we know some new tricks.

Kakashi realizes in horror what's happening.

Kakashi kicks Kidomaru's hand out of the way and the guard drops to the ground...then GETS TO HER FEET, awakened by the attack.

Now Kakashi is RUSHED by the gang. Jirobo bearhugs him, but he manages to kick Tayuya in the face with his arms pinned.

The other Fallen Ninja move towards the open gate.

Kakashi shouts at the awakened guard:

KAKASHI
CLOSE THE GATE!!

EXT. FOUNTAIN - DAY

Sasuke and Sakura ready their attacks, watching in horror as Naruto's joints creak and rearrange before their eyes, until--

The transformation is complete.

Orochimaru stands before them.

Sakura's eyes go wide.

Sasuke activates his sharingan, looking for the branching paths emanating from Orochimaru... but he sees **NOTHING**.

SASUKE
(to Sakura)
Get Sarutobi.

SAKURA
(raising her fists)
We have to stop him.

But then Sasuke looks at Sakura with an expression she has never seen on his face: pure terror.

Seeing how scared he is makes her scared.

Without another word, she RUNS.

EXT. ACADAMY GATES - DAY

The lone guard tries to close the gates single-handed as Kakashi is ABSOLUTLEY MOBBED, everyone attacking him at once, the OPPOSITE of proper kung-fu movie etiquette.

He finally FLIPS JIROBO INTO TAYUYA, clearing a tiny bit of space. He whirls in a circle of foes.

Sakon and Ukon get a wicked look in their eyes and BLAST A FIREBALL past Kakashi--

KAKASHI
NO!

Where it HITS the guard who's trying to close the gate.

Tayuya whips out that BLOW GUN she used to kill the rat earlier. It turns out it's a FLUTE. She plays demonic music--

Now, her Doki (three OGRE-LIKE creatures) emerge from the city. She looks at them:

TAYUYA
Good boys.

There's a BANG and everyone looks to the sky--the guard who was trying to open the gate has just blasted a fireball straight into the sky. Then she COLLAPSES.

EXT. BLEACHERS - DAY

Sarutobi whirls to see the fireball the guard shot up.

SARUTOBI
CIVILAINS, DISPERSE.
SHINOBI, WITH ME.

EVERYONE's on their feet. The square is PACKED with swirling, rushing bodies--

ROOFTOP SPOTTERS
Sound the alarm!

The other spotters repeat the cry.

EXT. CHUNIN ZONE - DAY

Throughout the Chunin Zone the students hear the cry. They run back towards the Academy.

EXT. MIST - DAY

Naruto faintly hears: "sound the alarm!" But he's dizzy. His eyes burn. He starts to cough.

EXT. FOUNTAIN - DAY

Orochimaru moves to Sasuke:

OROCHIMARU
You're afraid.

SASUKE
I'm not afraid.
I just know how this ends.

And OROCHIMARU STARTS HIS DIABOLICAL JUTSU.

Sasuke SCREAMS.

EXT. STREETS OF KONOHA - DAY

Sarutobi strides down the street, the Shinobi rushing all around him, everyone racing towards the school.

Instructor Asuma hands Sarutobi his GAUNTLETS and Sarutobi dons them without breaking stride.

SFX: A THUNDERCLAP. THE RAIN COMES DOWN.

EXT. FOUNTAIN - DAY

Orochimaru is DRAINING SASUKE'S POWER.

OROCHIMARU

I hate to wipe out the last member
of the Uchiha clan.
Except... you're not the last
member of the Uchiha clan, are you.

Sasuke's eyes widen, compounding his misery.

Orochimaru PROJECTS THE MEMORIES FROM SASUKE'S BRAIN onto the
stone walls around them, like movies:

OROCHIMARU (CONT'D)

Your big brother. He's the one who
killed them all.

QUICK GLIMPSES OF:

- Sasuke's whole village, slain, except his older brother who
stands over their bodies.
- More innocent times, the two boys growing up together...

EXT. STREETS OF KONOHA - NIGHT (FLASHBACK)

...And earlier still, one little boy carrying another,
running barefoot as the Nine-Tailed Fox attacks.

The young one (2), is Sasuke. The older one (7), his brother.

BACK TO:

Sasuke's screams turn defiant.

Orochimaru, suddenly, RELEASES him.

OROCHIMARU

What if we find him together.

SASUKE

WHAT?

OROCHIMARU

I don't love the idea of you dying.
You could join me instead. I can
help you find your brother and
avenge what he did.

Sasuke shakes, in pain, in conflict.

OROCHIMARU (CONT'D)

This is what you were afraid of,
isn't it.
You were afraid you might say yes.

You can see in Sasuke's eyes how much he wants revenge.

OROCHIMARU (CONT'D)
You can stand here and die or you
can live, and have your revenge.

SASUKE
Just go back to killing me.

So Orochimaru does.

EXT. ACADEMY GATES - DAY

Now, the throng of Shinobi MEETS AND CLASHES with the army of
Fallen Ninja.

Sarutobi LAYS INTO the first Fallen he sees, dropping him
with a knee to the gut--a surprisingly expedient attack for
such a dignified leader--

HEADMISTRESS KURENAI squares off with Sakon and Ukon, the
conjoined twins--

KIDOMARU uses Orochimaru's jutsu to drain a Shinobi's chakra--

It's a full-on Gangs Of New York Style STREET WAR.

EXT. STREETS OF KONOHA - DAY

Sakura comes up alongside Ino as they race to the school.

INO
(as they run)
Do you know what's going on?

SAKURA
(out of breath)
Someone ambushed us. Orochimaru. I
have to find the Hokage.

EXT. MIST - DAY

Through the mist, over the pounding of the rain, Naruto
finally hears one thing: SASUKE SCREAMING.

EXT. FOUNTAIN - DAY

Sasuke's on his knees. Rain pours down.

OROCHIMARU
This can stop at any time.

Sasuke gets shakily to his feet.

SASUKE
(through gritted teeth)
No, it can't.

Orochimaru prepares to drain the last of Sasuke's energy--

When Naruto LEAPS FROM THE SHADOWS AND CONNECTS HIS FOOT TO
SASUKE'S FACE!

SASUKE (CONT'D)
WHAT THE FUCK--

Naruto straddles Sasuke and starts punching him.

NARUTO
The real Sasuke would never give
up! He would stand by his teammates
no matter the odds! He's one of the
bravest, most loyal people I've
ever known!

SASUKE
Naruto... It's me. I promise.

NARUTO
Then why are you kneeling to that,
that--?

He turns to see the cloaked, hooded figure Orochimaru,
growing in stature, his reptilian eyes shimmering gold...

AND NARUTO HAS NEVER BEEN SO TERRIFIED IN ALL HIS LIFE.

NARUTO (CONT'D)
You. It's you...

Orochimaru executes a jutsu sending a BLACK MIST creeping
toward our heroes... Every living thing it touches, wilting
and dying unnaturally.

Sasuke conjures a wall of water, protecting himself and
Naruto.

Orochimaru stares at Sasuke like he just witnessed something
beautiful.

With a wave of his hand, the black mists disappear...

And he SHOOTS AN ELECTRIC BLUE LINE OF ENERGY TOWARD SASUKE,
wrapping him up in this pulsing lasso.

NARUTO (CONT'D)
No!

Orochimaru looks at Naruto. They lock eyes for the first
time. He smiles...

EXT. GATES OF THE ACADEMY - DAY

Ino and Sakura turn the corner to see the WAR IN THE STREETS.

INO
(spotting Sarutobi)
There!

But before Sakura can run to Sarutobi--

INO (CONT'D)
You're an amazing ninja. I've just
been distracting you with this dumb
rivalry because I know you're
really competitive.

Sakura's too out of breath to say anything, but she nods with
great sincerity, and runs off.

JIROBO
Earth release jutsu!

Jirobo hurls a mighty stone at Ino, knocking her to the
ground, but in a split-second she's back on her feet, in a
fighting stance.

INO
Bring it!

They fly at each other, as--

OVER BY SARUTOBI

SAKURA
Hokage!

Sarutobi turns to see Sakura doubled over, out of breath.

He surveys the unfolding war, the Academy gates still open--

SAKURA (CONT'D)
Lord Hokage--*I believe we need you
more.*

And without another word, he follows her.

INT. CHUNIN ZONE - CONTINUOUS

Orochimaru moves to Naruto, when someone steps from the mist--

It's IRUKA.

IRUKA
Touch him and you'll regret it.

NARUTO

Iruka!

Iruka propels a fleet of shuriken at Orochimaru, who dodges.

Orochimaru brandishes a CHAKRA BLADE, charges it up...

NARUTO (CONT'D)

NO!

..and STRIKES IRUKA DOWN.

And now, the FIRE FOX WITHIN NARUTO GLOWS.

OROCHIMARU

What's that?

NARUTO

What? No, it's nothing!

Orochimaru starts to laugh. It's terrifying.

OROCHIMARU

OF COURSE! The orphan idiot. You're the one they stuffed the fox in.

NARUTO

I don't know what you're talking about.

OROCHIMARU

I really think you do.

Orochimaru starts to do his jutsu, draining Naruto's chakra--

And the fox grows greater and greater.

NARUTO

Stop! Please stop!

Naruto's unable to move as Orochimaru feeds off him, draining his chakra, glowing with his power...

IRUKA

Get. Away. From. Him.

Orochimaru looks between Naruto and Iruka, and we can see a cruel idea form. He smiles. It's terrible when he smiles.

He raises his *left* hand, and **blasts all of Naruto's chakra directly at Iruka.**

Naruto's whole world goes quiet. He runs to Iruka, who spills into his arms, his whole midsection bloody and burned.

NARUTO
Iruka-san??

Orochimaru comes to stand over them.

NARUTO (CONT'D)
What'd you do?

OROCHIMARU
I didn't do anything. You did this.

NARUTO
No...

OROCHIMARU
The Nine Tails is older than me.
Older than Konoha. As old as the
land itself. You should have
learned to control it.

Orochimaru lifts his hands to tear the Nine-Tails out--

SARUTOBI
Orochimaru, stop it NOW.

--and turns to see Sarutobi, his gauntlets glinting.

Sakura arrives with him, and runs to Sasuke's side.

OROCHIMARU
Sensei.

SARUTOBI
Orochimaru.

OROCHIMARU
You should have killed me when you
had the chance.

Orochimaru sends a WAVE OF DARK ENERGY towards Sarutobi, who
performs a jutsu that FREEZES IT IN THE AIR, the two great
ninja struggling for dominance--

SARUTOBI
(with tears in his eyes)
No, I shouldn't have.
I'm your teacher.
And you should have learned.

Sarutobi HEAVES the frozen energy into a building, which it
UTTERLY consumes.

SARUTOBI (CONT'D)
GO! Take Naruto somewhere safe!

SASUKE
Follow me!

SAKURA
Where are we going?

Team 7 disappears into the sidestreets, supporting Iruka.

INT. EMPTY GREAT HALL - DAY

Sasuke and Sakura burst into a vacated GREAT HALL.

Naruto supports Iruka, carrying him into the next room.

SAKURA
Sasuke? What is this place.

SASUKE
Uchiha Hall. It's where--it's where
my brother killed our parents.

Sakura looks at Sasuke, heart breaking for him.

INT. SASUKE'S BEDROOM - DAY

In Sasuke's looming bedroom, Naruto eases Iruka onto the bed.

Iruka is in bad shape.

NARUTO
Iruka-san...
Please. Don't go. Please.

EXT. ACADEMY GATES - DAY

Headmistress Kurenai, Instructor Asuma, Anko Mitarashi, ALL
are clashing with the Fallen Ninja.

KAKASHI
REPEL THEM PAST THE GATE!

Choji comes out of nowhere... And ROLLS RIGHT INTO one of the
Fallen. The students are in the fight, too!

KAKASHI (CONT'D)
I see why they call you the bomb.

EXT. FOUNTAIN - DAY

Sarutobi and Orochimaru FIGHT.

OROCHIMARU

What are you dying for, old
teacher? You know you can't beat
me.

SARUTOBI

I am the Hokage of this city. And
everyone in this city is my family.

EXT. GATES OF THE ACADEMY - DAY

Music rises as: Working together, Anko and Asuma finally
CLOSE THE GATE, splitting the fight in two.

SARUTOBI (V.O.)

*I've made mistakes. More than I can
count. But I will NEVER turn my
back on them.*

And with that the mighty gates are closed, though the fight
rages inside and out.

A cry goes up--"the gates are closed!"

Kakashi looks up to the skyline. A puff of smoke still hangs
from the explosion of Naruto's Nine-Tails Energy.

KAKASHI

Stay out of the fight, kid...

EXT. ACADEMY COURTYARD - DAY

KABUTO has managed to be INSIDE the gates as they close. He
sees his chance to disappear into the Academy campus--

When a NEEDLE OF WATER hits him in the neck like a dart. He
falls flat on his face, revealing--shy little Hinata!!!

Hinata pokes Kabuto with a toe. He doesn't move.

HINATA

Ho boy.

INT. SASUKE'S BEDROOM - DAY

Naruto looks down at the sigil on his belly. It pulses orange
beneath his shirt.

IRUKA

(weakly)

Naruto...

NARUTO
What?? What?

But there's no reply. Iruka is fading fast.

NARUTO (CONT'D)
Iruka-san!

Naruto knows: this is his last chance to say it.

NARUTO (CONT'D)
I love you.

Iruka's eyes flutter open.

IRUKA
I love you too, Naruto.
And your parents loved you.

NARUTO
Why'd they even have me?
I'm just... just **cursed**.
I destroy everything.

IRUKA
Don't say that.

Iruka summons his breath, every word costing him now.

IRUKA (CONT'D)
*Your mother was the keeper of the
Nine Tails before you.*

NARUTO
What... Really?

EXT. JINCHURICHI TEMPLE - DAY (FLASHBACK)

As before, LITTLE KUSHINA is led by adults in ceremonial attire to some kind of temple. She stops in her tracks.

LITTLE KUSHINA
I don't wanna go in!

Now one of the adults, MITO UZUMAKI (80s), leans over her.

MITO
There's nothing to be afraid of.
See?

Mito opens her robe... to reveal that MITO bears the sigil of the NINE-TAILS ON HER STOMACH.

MITO (CONT'D)
I was the keeper of the Nine-Tails
my whole life. Now it's your turn.

EXT. MOMENTS THROUGHOUT TIME (FLASHBACK)

Minato and Kushina grow alongside each other, train alongside each other, fall in love. Only this time, we get a good view of Kushina's stomach: NOW, KUSHINA BEARS THE SIGIL.

IRUKA (V.O.)
*It lived inside her all her life.
She harnessed it with grace.*

INT. MATERNITY ROOM - NIGHT (FLASHBACK)

IRUKA (V.O.)
*But Orochimaru drew it out of her
on the night you were born.*

Kushina is IN CHILDBIRTH, SCREAMING. Her SIGIL GLOWS, then FADES. *The Nine-Tailed Fox is loose.*

EXT. BARRICADE - NIGHT (FLASHBACK)

His every step heavy with destiny, Minato comes to stand alongside Kushina. He looks up at the fox.

MINATO
(to Kushina)
Are you ready?

KUSHINA
NO! YOU IDIOT. No.
*We were supposed to get old
together.*

MINATO
I am so sorry, my love.

This time, we hear what Minato says NEXT:

MINATO (CONT'D)
But Naruto will.

Kushina cries freely. But a peace comes over her.

KUSHINA
I'm ready.

Minato summons the fox's yin energy into himself--

MINATO

NOW!

Kushina drops the chains, and they RUN--

EXT. BARRICADE - NIGHT (FLASHBACK)

Kushina and Minato CHARGE into the maternity cabin.

Kushina cradles her baby, kisses his head, looks in his eyes.

As before, baby Naruto calms under his mom's gaze.

But now, for the first time, **we see what baby Naruto sees:**

His mom's face. Dirty. Bloodied. Hair matted with sweat.
She's crying... and she's *smiling*.

For all that the world is ending around her... she has hope.

IRUKA (V.O.)

She didn't give you this power to
punish you. She did it because she
loved you... **and she trusted you.**

Kushina leans over her only child, performing the jutsu that
seals the 9 Tails in his tiny body...

BACK TO SCENE:

...But the story doesn't continue.

Because **Iruka is dead.**

NARUTO (V.O.)

Iruka-san? IRUKA-SAN?

Naruto cries, no stopping it now.

He looks around.

He's all alone.

He has to decide what to do.

EXT. FOUNTAIN - DAY

Orochimaru and Sarutobi are deep in combat when:

Both their gazes lift in unison. Above the treetops outside
of town, the telltale flame of the Nine Tailed Fox.

Orochimaru lets Sarutobi drop to the ground.

EXT. TREETOPS OUTSIDE THE CITY - DAY

Naruto runs across treetops.

Sakura and Sasuke appear by his side...

NARUTO
GET OUT OF HERE!

SAKURA
What are you doing?

NARUTO
Uh, luring the big bad guy very far
away from where we go to school?

SAKURA
And then what?

NARUTO
I didn't really get much past that.

SASUKE
Where is he?

The GIANT COWLED FIGURE of Orochimaru rises into the trees.

NARUTO
Guys! I got this! This is my fight!

SAKURA
Naruto, we are NOT leaving you.

They all run, from treetop to treetop. Orochimaru is close
behind HURLING BOLTS OF ENERGY their way. They dodge and leap
until...

NARUTO
Down there. GO!

They land in a clearing that borders a vast river. They roll
into a ditch and take cover behind some brush. A long quiet
beat.

SAKURA
It's so quiet...

It's true. There is nothing but their breath and the wind.

And now, Naruto dares peer his head over the edge of the
ditch, to see...

OROCHIMARU HAS TRANSFORMED HIMSELF INTO A GIANT SNAKE

Naruto ducks his head back down, turns to his teammates:

NARUTO
(voice hoarse)
*Did you know he can turn into a
giant snake?*

Sakura peers over now. Sees the snake. Takes a deep breath.

SAKURA
Go out there, get his attention.
Sasuke and I will flank and form an
energy wall.
(beat)
Naruto, you got this.

NARUTO
No I don't think I got this.

Sakura suddenly kisses him, stunning him and Sasuke. She
pulls away.

SAKURA
You do.

Naruto is dumbstruck. He simply nods and heads out with
nothing to say, perhaps for the first time in his life. A
long beat between Sasuke and Sakura:

SASUKE
So you like... him?

SAKURA
YOU IDIOT, I LIKE YOU. I just had
to get him out of his head.

He looks at her in surprise. She grabs his hand, squeezes it.

SASUKE
How do I know you're not just
trying to get me out of my head?

She smiles at him.

SAKURA
I guess you don't.

MEANWHILE, NARUTO...

Steps out of cover. He's scared. But he speaks.

NARUTO
Orochimaru! Leave Konoha alone.

Naruto sounds, maybe, just a little, like Minato.

OROCHIMARU
You don't mind if I take your head
first, do you? Infinite Darkness
Jutsu..

The sky goes dark above them. Utter black descends.

Sasuke looks at Sakura, nods...

And leaps out of the ditch, HURLING FIREBALLS THAT STROBE
THROUGH THE NIGHT SKY.

Orochimaru SPITS VENOM at Sakura, who doubles over, blinded.

SAKURA
Arrrrgh!

Naruto leaps onto him with his chakra blade and SLITS the
snake's throat. The snake withdraws onto the water, and
changes form...

Sasuke is injured. Sakura runs to the water, splashes it into
her eyes, cleaning the poison out. And she runs over to
Sasuke, exercising a healing jutsu. She doubles over, winded
from chakra exhaustion. Orochimaru seizes the opportunity,
and FIRES A BALL OF ENERGY TOWARD HER, HITTING HER!

OROCHIMARU
Meet your end.

She is on the ground, knocked back. He moves toward her...

Naruto's too far. He sees Sakura, vulnerable. Fox-fire rises
within him:

NARUTO
NO!

Orochimaru looks at Naruto, sees the Nine-Tails threatening
to come out.

OROCHIMARU
YES!!!!

Now, Sakura looks up to Orochimaru, with fury in her eyes,
surprises him with a jutsu that tears open wounds in his
flesh. And Sasuke looks up at her:

SASUKE
(impressed)
What the hell was that?

SAKURA
Healing jutsu!

SASUKE

What?

SAKURA

(looking dead at Sasuke)
Backwards.

SASUKE

...That's incredible.

Chakra swirls around Orochimaru like electric coils. He wraps Sasuke and Sakura in it and holds them aloft as he moves onto the water.

Naruto's eyes widen; his friends are in danger.

NARUTO

Put them down! This is about us!

OROCHIMARU

Sure thing.

Orochimaru HURLS THEM TO THE SHORE. They hit trees, land with a thud. Naruto looks at them, fox-fire glowing within him. He moves to the water. Alone...

SAKURA

Naruto, no! We're a team.

He turns back to Sakura:

NARUTO

Trust me, Sakura.

SAKURA

Naruto!? What are you going to do?

NARUTO

I'm gonna, you know, blow myself up. And take him with me.

(shrugs)

Sacrifice myself. Like my parents did. That's why I'm here. I know that now. This is my destiny.

Sakura has tears in her eyes. And Naruto is about to step out, when:

SAKURA

NARUTO! WAIT! DON'T!

Sakura conjures a genjutsu:

SAKURA (CONT'D)

Thought transfer jutsu!

Naruto closes his eyes. Receives it.

NARUTO
Sakura! You're a genius!

OROCHIMARU
COME OUT AND FIGHT.

The world shakes around Naruto. The soundscape booms with destruction. He tunes it all out. And tries again.

He takes his first steps onto the river. Finally, and for the first time, HE CAN WALK ON WATER.

He stands strong. In the face of Orochimaru's blasting raw power toward him. He creates a forcefield around himself and strides toward them.

OROCHIMARU (CONT'D)
Your parents would be so
disappointed in you...

Naruto stops in his tracks, water rippling beneath his feet.

NARUTO
You knew them?

OROCHIMARU
Of course I did. They never
imagined...
(sizing him up)
This.
(beat)
They wanted a warrior. Like them.
But you're nothing like them, are
you. You're just a punk kid and
that's all you'll ever be. They'd
be ashamed to look at you.

NARUTO
(not so sure)
That's not true.

The fire of the fox dances in his eyes.

OROCHIMARU
Oh, but it is...
(beat)
Come, Naruto. Let it out.

MEANWHILE, ON THE SHORE...

Sasuke and Sakura turn to each other...

SAKURA
Naruto!!!!

Sakura gets his attention, EXECUTES SOME HAND MOVEMENTS,
ABOUT TO LAUNCH INTO A JUTSU WHEN..

..it happens...

...the light within Naruto flickers white hot...

...and Naruto loses control of the Nine-Tails...

...his body turning to ash and falling away.

SAKURA (CONT'D)

NO!!!!!!

The demon bursts forth scattering his remains: a column of
raw energy surrounded by flickering tails of flame.

Orochimaru looks at the demon in awe and joy. It's an
incredible, terrible sight: the monster freed, expanding
rapidly, towering above him. He raises his hands to draw in
its power...

...and then gasps in pain, confusion on his face.

Looking down, he sees Sasuke's blade protruding through his
stomach.

THE NINE TAILS WAS JUST A GENJUTSU PERFORMED BY SAKURA!

While Orochimaru was entranced by it, Sasuke snuck up on him
and pierced his heart with his blade!

SASUKE

Fooled by an illusion?

NARUTO

Here comes reality.

He seizes Orochimaru, power CRACKLING as he forces energy
into him, leaving him choking, trying to pull away.

NARUTO (CONT'D)

All that stuff you said? About me
being a punk? I know that already,
that's fine.

On the edge of control, his skin lit with power from the
inside out, lines of fire like fox whiskers sear through his
face as if they were cracks to the light within.

OROCHIMARU

STOP! STOP!

Sasuke begins a jutsu as Sakura raises her own blade.

SAKURA

NOW!

Naruto's energy surges and Sasuke strikes, delivering the massive bolt of lightning as Sakura buries the sword in Orochimaru's chest.

SCREAMING, Orochimaru burns from the inside out, and his stolen power erupts in a white-hot explosion.

NARUTO

But don't ever talk shit about my parents.

Orochimaru falls to the ground.

Naruto looks to Sasuke. Sasuke looks to Sakura.

Is it over? Did they really do it?

Naruto wobbles on his feet, and PASSES OUT.

TO BLACK.

FLUTTERING LIGHTS AND VOICES IN THE BLACKNESS...

"They're here!" "Get them stabilized!" "Where's the Hokage?"

And then one voice in particular comes into focus.

It's Kakashi, reading from a book.

KAKASHI (V.O.)

*...and that's what perplexed Riko:
if she took the internship, she'd
become the world's greatest ninja,
but could she fight the distraction
of the sensei's hunky son?*

INT. INFIRMARY - DAY

Naruto's eyes flutter open. He's in the infirmary.

NARUTO

Kakashi-sensei?

Kakashi looks up from his book. He smiles, in his way.

KAKASHI

Welcome back.
I was just reading to you.

NARUTO

...from what?

Kakashi shows him the cover: it's NOT the steamy romance, it's about a young ninja finding her way in life and love.

Naruto lies back in bed, relieved.

NARUTO (CONT'D)
Is everyone okay?

KAKASHI
(nods)
Except...

NARUTO
...except for Iruka.

KAKASHI
He was so proud of you, Naruto.

NARUTO
He told me some things... before he died.

KAKASHI
I'm glad.

NARUTO
I didn't take your instructions.
I didn't stay out of sight.

KAKASHI
You're not good at instructions.

Naruto painfully sits up.

KAKASHI (CONT'D)
Ready to go see the others?

Naruto gets out of bed. But he stops in the doorway.

KAKASHI (CONT'D)
You scared to go out there?

NARUTO
Pshh! No.

KAKASHI
Then what are you waiting for?

Naruto looks at Kakashi, full of emotion.

NARUTO
Everyone saw the Nine-Tailed Fox.
What if they look at me different?

Kakashi doesn't have an answer, and he doesn't lie.

KAKASHI
(shrugging)
You can hide if you want to.

Naruto takes a deep breath.

NARUTO
That's not my style.

INT. INFIRMARY ATRIUM - DAY

No sound, just music.

Naruto, in his hospital smock, appears in the doorway of the infirmary atrium.

Sakura and Sasuke are here, in hospital smocks as well.

Sasuke is still hooked up to some IVs.

Their faces light up when they see Naruto. They rise.

Sakura and Naruto hug. Sasuke offers a fist bump. Naruto hugs him instead. Their wires get tangled up. They drag Kakashi into the hug.

EXT. ACADEMY - DAY

Cheers. In front of a crumbling wall, a Graduation Ceremony.

HEADMISTRESS KURENAI
Hold--everyone--HOLD YOUR APPLAUSE
until the whole team has graduated.
Team Seven, under Kakashi Hatake.

Kakashi stands to name his students one by one.

KAKASHI
Sakura Haruno.

Sakura bows to Kakashi and walks to Sarutobi.

Sarutobi is on crutches from his bout with Orochimaru.

He ties a Shinobi headband around Sakura's head.

SARUTOBI
For your leadership, and your
strategy.

SAKURA
Thank you, Lord Hokage.

KAKASHI
Sasuke Uchiha.

Sasuke walks to Sarutobi, who ties his headband.

SARUTOBI
For allowing your heart to be warm.

SASUKE
Thank you, Lord Hokage.

KAKASHI
Naruto Uzumaki.

Kakashi gives Naruto a warm look as he passes to stand before Sarutobi.

SARUTOBI
For being exactly as you are.

Naruto smiles, (and boy is he beautiful when he smiles), because for the first time, being himself doesn't sound like a bad thing.

NARUTO
Thanks, Lord.

The audience erupts. Sakura grabs her teammate's hands and holds them high. Sasuke smiles despite himself.

And we hear a familiar VOICE:

TEACHER (V.O.)
*Raise your hand if you've heard the
story of the Nine-Tailed Fox.*

EXT. HOKAGE SQUARE - SUNSET

That same TEACHER is teaching the next batch of kids.

TEACHER
Tamaki, you know the story? Is it a
sad story or a happy story?

TAMAKI
A sad story.

NARUTO
Well--

The teacher's gaze swish-pans to find: NARUTO UZUMAKI.

NARUTO (CONT'D)
It's definitely a sad story. But
it's also a *great* story.
(MORE)

NARUTO (CONT'D)

It's got, uh, let's see:
love, and...
extreme braveness, and...
really awesome ninja doing
incredible jutsu...

Naruto joins the teacher at the front.

TEACHER

Class, this is Naruto Uzumaki. The Fourth Hokage was his dad.

NARUTO

And my mom was the keeper of the Nine-Tails before I was. Fun fact, the Nine-Tails is inside me RIGHT NOW. Right in my tummy.

He shows everyone the sigil.

TAMAKI

Can I touch it?

NARUTO

You can totally touch it.

TEACHER

Naruto became a chunin ninja just last month, and now he's studying to become a jonin.

NARUTO

Then after that I'm gonna be a Kage, and then one day the Hokage of all Konoha. You're gonna see my face up there one of these days.

TEACHER

(affectionately)

Which is sad for all of us, because this face is best in small doses.

NARUTO

You know what they say, if you want to accomplish something great, it's the first thing you gotta do.

TANAKI

What's that?

NARUTO

Believe it.

CUT TO BLACK.