

# Captain America: civil war

[1991, a HYDRA base in a snowy landscape. A man enters a bunker and removes a red book marked with a black star.]

[A technician raises a cylindrical chamber, revealing Bucky Barnes, aka the Winter Soldier.]

[Bucky Barnes is secured in a chair, a mechanical device either side of his head causing him to scream in pain.]

**Vasily Karpov:** [speaking Russian] Желание. Ржавый. Семнадцать. Рассвет. Печь. Девять. Добросердечный. Возвращение на родину. Один. Грузовой вагон. ([subtitled] Longing. Rusted. Seventeen. Daybreak. Furnace. Nine. Benign. Homecoming. One. Freight car.) Доброе утро, Солдат. ([subtitled] Good morning, Soldier.)

[Bucky Hesitates]

**Bucky Barnes:** Я готов отвечать. ([subtitled] Ready to comply.)

**Vasily Karpov:** У меня есть для тебя миссия. Санкционируй и Извлекай. Без свидетелей. ([subtitled] I have a mission for you. Sanction and extract. No witnesses.)

[Night. A car is driving down a dirt road alone. The Winter Soldier is waiting at the side of the road with his motorcycle. As the car passes, the Winter Soldier follows. He comes alongside the car and disables it. It slams into a tree. The Winter Soldier brings the motorcycle back around and climbs off. He walks to the car trunk and rips it open, revealing a silver case containing several blue packets]

[Back at the HYDRA base]

**Vasily Karpov:** Отлично, Солдат. ([subtitled] Well done, Soldier.)

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[Marvel Opening Credits]

[Lagos, present day]

[Wanda Maximoff, aka Scarlet Witch, adds sugar to a cup and stirs it. She looks around.]

**Steve Rogers:** [on radio] All right, what do you see?

**Wanda Maximoff:** Standard beat cops. Small station. Quiet street. It's a good target.

**Steve Rogers:** There's an ATM in the south corner, which means . . .

**Wanda Maximoff:** Cameras.

**Steve Rogers:** Both cross streets are one way.

**Wanda Maximoff:** So, compromised escape routes.

**Steve Rogers:** Means our guy doesn't care about being seen, he isn't afraid to make a mess on the way out. You see that Range Rover halfway up the block?

**Wanda Maximoff:** Yeah, the red one? It's cute.

[Camera pans to show Natasha sitting two tables from Wanda]

**Natasha Romanoff:** [on radio] It's also bulletproof, which means private security, which means more guns, which means more headaches for somebody. Probably us.

**Wanda Maximoff:** You guys know I can move things with my mind, right?

**Natasha Romanoff:** Looking over your shoulder needs to become second nature.

**Sam Wilson:** Anybody ever tell you you're a little paranoid?

**Natasha Romanoff:** Not to my face. Why? Did you hear something?

**Steve Rogers:** Eyes on target, folks. This is the best lead we've had on Rumlow in six months. I don't want to lose him.

**Sam Wilson:** If he sees us coming that won't be a problem. He kind of hates us.

[A garbage truck is pushing its way through traffic, with no regard to pedestrians or

*other vehicles]*

**Steve Rogers:** Sam, see that garbage truck? Tag it.

*[From the back of Sam's Falcon jet pack, a small drone, launches and flies down to scan the garbage truck.]*

**Sam Wilson:** Give me X-ray.

*[weight analysis: Cargo Weight: 13825 kgs. Max capacity.]*

**Sam Wilson:** That truck's loaded for max weight. And the driver's armed.

**Natasha Romanoff:** It's a battering ram.

**Steve Rogers:** Go now.

**Wanda Maximoff:** What?

**Steve Rogers:** He's not hitting the police.

**[INSTITUTE FOR INFECTIOUS DISEASES]**

*[A man is sitting in the guard station. He looks over as the garbage truck is coming towards the gate. The driver jumps out, and the truck slams into the gateway. Two trucks rush into the compound through the newly-made entrance.]*

*[Soldiers in black armor emerge from the trucks, firing their rifles around the courtyard. Four soldiers fire gas canisters into the building. Soldiers wearing gas masks enter.]*

*[Steve arrives and takes out several of the soldiers.]*

**Steve Rogers:** Body armor, AR-15's. I make seven hostiles.

*[Sam flies in and up to a rooftop, spinning and using his wings to block gunfire. He takes out two soldiers.]*

**Sam Wilson:** I make 5.

*[Wanda arrives and flies over the rooftop and into the courtyard, blocking fire with her powers. She takes control of one soldier and lifts him upward.]*

**Wanda Maximoff:** Sam.

*[Sam glides down from the rooftop, catching the soldier on one of his wings.]*

**Sam Wilson:** Four.

*[Sam's drone flies by, scanning the inside of the building.]*

**Sam Wilson:** Rumlow's on the third floor.

**Steve Rogers:** Wanda, just like we practiced.

**Wanda Maximoff:** What about the gas?

**Steve Rogers:** Get it out.

*[Wanda uses her powers to lift Steve up and through the window. He grabs a soldier and pulls off their gas mask]*

*[Rumlow is inside. He punches down the door. He knocks aside a technician and enters a room with a container labeled "bio-hazard."]*

**Brock Rumlow:** Pack it up.

*[In another area, Steve is behind a pillar. He throws his shield, and it bounces off the soldier and back to Steve. Meanwhile, Wanda is now using her powers to remove the gas from the building. Sam is exchanging fire with several soldiers.]*

*[Rumlow walks outside onto a balcony and sees that Steve's team is here.]*

**Brock Rumlow:** He's here.

*[Inside the building, Steve sees the vial missing.]*

**Steve Rogers:** Rumlow has a biological weapon.

*[Natasha is riding in on a motorcycle.]*

**Natasha Romanoff:** (on radio) I'm on it.

*[She jumps off the motorcycle and it skids toward a soldier. She takes out soldiers through hand-to-hand combat. Rumlow comes up behind her and grabs her collar, dragging her onto an armored vehicle. She electrocutes him.]*

**Brock Rumlow:** I don't work like that no more.

*[He throws her through the roof hatch into an armored vehicle, drops in a grenade, and shuts the hatch.]*

**Brock Rumlow:** Fire in the hole.

**Mercenary:** No!

*[Natasha takes out the soldiers inside, then grabs one to shield herself from the grenade. The doors blow open and she is thrown out.]*

*[Steve runs out onto the balcony and spots Rumlow.]*

**Steve Rogers:** Sam. He's in an AFV heading north.

*[Inside the AFV, Rumlow secures the biological weapon and hands it to a soldier.]*

**Brock Rumlow:** Take this to the airstrip. We're not gonna outrun them. Lose the truck.

*[The truck crashes into a nearby structure and Rumlow and the soldiers emerge.]*

**Mercenary #1:** Where are you going to meet us?

**Brock Rumlow:** I'm not.

*[Sam lands on the roof of a structure. He scans the area with his goggles.]*

**Sam Wilson:** I got four, they're splitting up.

*[Natasha rides through the crowd, back on her motorcycle. She abandons it again and runs across the hoods of cars, in pursuit.]*

**Natasha Romanoff:** I got the two on the left.

*[Steve is also running across cars. He spots a vest in the middle of a crowd.]*

**Steve Rogers:** They ditched their gear. It's a shell game now. One of them has the payload.

*[Someone throws a bomb at Steve. It sticks on his shield. Steve throws it in the air and the bomb detonates safely away from citizens. Rumlow comes up behind Steve and punches him in the back.]*

**Brock Rumlow:** There you are, you son of a bitch. I've been waiting for this!

*[Meanwhile, Sam is still chasing the other mercenaries. Sam flies up and takes out his two, then searches their bags for the payload.]*

**Sam Wilson:** He doesn't have it. I'm empty.

*[Natasha is chasing the soldiers through the crowd.]*

**Natasha Romanoff:** Out of the way!

*[She tackles one soldier and engages him in combat. When the other soldier arrives, she hurls a basket at him to distract him. She uses her skills to fight them and ends up face-to-face with one soldier. They point their guns at each other. A moment passes. Then, the other soldier produces the vial.]*

**Mercenary #1:** Drop it. Or I'll drop this. Drop it!

**Mercenary #2:** He'll do it!

*[Redwing descends and fires at the soldier with the vial. He drops, and in the moment of distraction, Natasha fires at the other soldier, then catches the falling vial.]*

**Natasha Romanoff:** Payload secure. Thanks, Sam.

**Sam Wilson:** Don't thank me.

**Natasha Romanoff:** I'm... not thanking that thing.

**Sam Wilson:** His name is Redwing.

**Natasha Romanoff:** I'm still not thanking it.

**Sam Wilson:** He's cute. Go ahead, pet him.

*[Steve and Rumlow are still fighting, neither one seeming to have the upper hand.]*

**Brock Rumlow:** Come on!

*[Rumlow pins Steve to a building and extends a blade from one of his gauntlets.]*

**Brock Rumlow:** This is for dropping a building on my face.

*[Steve grabs Rumlow's arm and pulls the gauntlet off, only for Rumlow to reveal another knife. But Steve bests him. Defeated, on his knees, Rumlow removes his mask, revealing a scarred face.]*

**Brock Rumlow:** I think I look pretty good, all things considered.

**Steve Rogers:** Who's your buyer?

**Brock Rumlow:** You know, he knew you. You pal, your buddy, your Bucky.

**Steve Rogers:** What did you say?

**Brock Rumlow:** He remembered you. I was there. He got all weepy about it. Till they put his brain back in a blender. He wanted you to know something. He said to me, "Please tell Rogers. When you gotta go, you gotta go." And you're coming with me.

*[He activates his bomb vest and Steve flinches as Rumlow's armor ignites, but Wanda keeps the blast contained around Rumlow who grimaces in agony. She lifts him into the air before she loses control, and the explosion finally blossoms, devastating entire floors of a nearby office building. Wanda sees what happened and is scarred by it.]*

**Steve Rogers:** Oh my . . . *[Steve stares up.]* Sam . . . We need . . . Fire and Rescue . . . on the south side of the building. We gotta get up there.

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*[Soft piano is playing. Tony Stark's mother, Maria, sits at a piano. A young Tony is on the couch.]*

**Maria Stark:** Try to remember the kind of September. When grass was green . . . *[She stops singing as Howard Stark walks in, but continues playing.]* Wake up, dear, and say goodbye to your father.

**Howard Stark:** Who's the homeless person on the couch?

*[Tony, wearing a Santa hat, staggers to his feet and chuckles.]*

**Young Tony Stark:** This is why I love coming home for Christmas . . . right before you leave town.

**Maria Stark:** Be nice, dear, he's been studying abroad.

**Howard Stark:** Really, which broad? What's her name?

**Young Tony Stark:** Candice.

*[Howard pulls off Tony's hat.]*

**Howard Stark:** Do me a favor? Try not to burn the house down before Monday.

**Young Tony Stark:** Okay, so it's Monday. That is good to know. I will plan my toga party accordingly. Where you going?

**Maria Stark:** Your father's flying us to the Bahamas for a little getaway.

**Howard Stark:** We might have to make a quick stop.

**Young Tony Stark:** At the Pentagon. Right? Don't worry, you're gonna love the holiday menu at the commissary.

*[Maria stops playing the piano.]*

**Howard Stark:** You know, they say sarcasm is a metric for potential. If that's true, you'll be a great man some day. I'll get the bags.

*[He walks out of the room, and Maria stands up.]*

**Maria Stark:** He does miss you when you are not here. And frankly, you're going to miss us. Because this is the last time we're all going to be together. You know what's about to happen. Say something. If you don't, you'll regret it.

*[Howard walks back in.]*

**Young Tony Stark:** I love you, Dad. And I know you did the best you could.

*[Maria leans in to kiss Tony on the cheek, and when she leans back, an older Tony Stark is standing in the background. Howard and Maria walk out, leaving the two Tonys.]*

**Tony Stark:** That's how I wished it happened. Binarily Augmented Retro-Framing, or BARF. God, I gotta work on that acronym. An extremely costly method of hijacking the hippocampus to . . . clear traumatic memories. Huh.

*[He blows on a candle and everything around him shimmers, then starts to dissolve. It's a hologram.]*

**Tony Stark:** It doesn't change the fact that they never made it to the airport . . . or all the things I did to avoid processing my grief, but . . . *[He takes off his glasses.]* Plus, 611 million dollars for my little therapeutic experiment? No one in the right mind would've ever funded it.

*[He is standing on a stage in front of a large crowd. A sign reads MIT Alumni Honors: Tony Stark.]*

**Tony Stark:** Help me out, what's the MIT mission statement? "To generate, disseminate . . . and preserve knowledge. And work with others . . . to bring it to bear on the world's great challenges." Well, you are the others. And, quiet as it's kept . . . the challenges facing you are the greatest mankind's ever known. Plus, most of you are broke.

*[The crowd chuckles.]*

**Tony Stark:** Oh, I'm sorry. Rather, you were. As of this moment . . . every student has been made an equal recipient of the Inaugural September Foundation Grant. As in . . . all of your projects have just been approved and funded.

*[The crowd breaks out in applause and cheering.]*

**Tony Stark:** No strings, no taxes... just re-frame the future! Starting now.

*[The teleprompter above the audience reads. 'Now I would like to introduce the head of the foundation: Pepper Potts.' Tony stares at it sadly.]*

**Tony Stark:** Go break some eggs.

*[He exits the stage.]*

**MIT teacher:** Wow. Wow. That uh . . . that took my breathe away. Oh, Tony! So generous. So much money! Wow! Out of curiosity . . . will any portion of that grant be made available to faculty? I know, "Ooh, gross," but hear me out. I have got this killer idea for a self-cooking hot dog. Basically, chemical detonator embedded . . .

*[Tony is not listening.]*

**Tony Stark:** Restroom's this way, yeah?

**MIT teacher:** Yeah. Embedded in the meat shaft.

**Stark's Assistant:** Mr. Stark, I am so sorry about the teleprompter. I didn't know Miss Potts had cancelled. They didn't have time to fix it.

**Tony Stark:** It's . . . fine. I'll be right back.

**MIT teacher:** We'll catch up later.

*[Tony steps into a quiet corridor. He loiters by the men's room, then glances back at the stage door before walking towards the elevator. A woman in sober clothes is also waiting. Tony stops and turns his back to the wall.]*

**Mrs. Spencer:** That was nice, what you did for those young people.

**Tony Stark:** Ah, they deserve it. Plus, it helps ease my conscience.

**Mrs. Spencer:** They say there's a correlation between generosity and guilt. But if you've got the money . . . break as many eggs as you like. Right?

*[He narrows his eyes and half smiles, then turns to face the elevator. He looks surprised to find the button unlit and pushes it himself.]*

**Tony Stark:** Are you going up?

**Mrs. Spencer:** I'm right where I want to be.

*[She digs in her handbag, Tony grabs her wrist. He realizes what he's done.]*

**Tony Stark:** Okay, okay. Hey! Sorry, it's an occupational hazard.

**Mrs. Spencer:** I work for the State Department. Human Resources. I know it's boring . . . but it enabled me to raise a son. I'm very proud of what he grew up to be.

*[She shoves a photo at him.]*

**Mrs Spencer:** His name was Charlie Spencer. You murdered him. In Sokovia. Not that it matters in the least to you. You think you fight for us. You just fight for yourself.

*[Tony shakes his head.]*

**Mrs Spencer:** Who's going to avenge my son, Stark? He's dead . . . and I blame you.

*[She turns and walks away, leaving Tony standing by the elevator with a grim frown.]*

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*[At the Avengers Compound. Steve catches Wanda watching a news report on the Lagos attack and how they blame her for it.]*

**News Anchor #1:** 11 Wakandans were among those killed during a confrontation between the Avengers and a group of mercenaries in Lagos, Nigeria, last month. The traditionally reclusive Wakandans were on an outreach mission in Lagos when the attack occurred.

**King T'Chaka:** Our people's blood is spilled on foreign soil. Not only because of the actions of criminals, but by the indifference of those pledged to stop them. Victory at the expense of the innocent, is no victory at all.

**News Anchor #1:** The Wakanda king went on to . . .

*[Steve, who was watching the news, turns his computer off, but sound drifts toward him from another room.]*

**News anchor #2:** They are operating outside and above the international law. Because that's the reality, if we don't respond to acts like these.

*[Wanda is sitting on her bed, watching the news on her TV.]*

**News Anchor #2** What legal authority does an enhanced individual like Wanda Maximoff have to operate in Nigeri -

*[The TV turns off. Steve sets the remote down and leans on the door frame.]*

**Wanda Maximoff:** It's my fault.

**Steve Rogers:** That's not true.

**Wanda Maximoff:** Turn the TV back on. They're being very specific.

**Steve Rogers:** I should've clocked that bomb vest long before you had to deal with it.

*[He walks over.]*

**Steve Rogers:** Rumlow said "Bucky" and . . . all of a sudden I was a 16-year-old kid again, in Brooklyn. *[He sits beside Wanda.]*

**Steve Rogers:** And people died. It's on me.

**Wanda Maximoff:** It's on both of us.

**Steve Rogers:** This job . . . we try to save as many people as we can. Sometimes that doesn't mean everybody. But if we can't find a way to live with that, next time . . . maybe nobody gets saved.

*[Vision materializes through the wall. Wanda starts.]*

*[Vision interrupts Wanda and Steve by walking through the wall into Wanda's room]*

**Wanda Maximoff:** Vis! We talked about this.

**Vision:** Yes, but the door was open so I assumed that . . .

*[He gestures at the door and stops.]*

**Vision:** Captain Rogers wished to know when Mr. Stark was arriving.

**Steve Rogers:** Thank you. We'll be right down.

**Vision:** I'll . . . use the door. Oh, and apparently, he's brought a guest.

**Steve Rogers:** We know who it is?

**Vision:** The Secretary of State.

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*[The Secretary of State, Thaddeus Ross, is standing at the head of a table. Rhodey, Natasha, Steve, Tony, Sam, Vision, and Wanda are gathered around.]*

*[The Secretary of State Thaddeus Ross has summoned the Avengers to a meeting]*

**Secretary Ross:** Five years ago, I had a heart attack. I dropped right in the middle of my back-swing. Turned out it was the best round of my life, because after 13 hours of surgery and a triple bypass . . . I found something 40 years in the Army had never taught me: Perspective. The world owes the Avengers an un-payable debt. You have fought for us, protected us, risked your lives . . . but while a great many people see you as heroes, there are some . . . who would prefer the word "vigilantes".

**Natasha Romanoff:** And what word would you use, Mr. Secretary?

**Secretary Ross:** How about "dangerous"? What would you call a group of US-based, enhanced individuals who routinely ignore sovereign borders and inflict their will wherever they choose and who, frankly, seem unconcerned about what they leave behind?

*[Ross activates a screen behind him. News footage from past Avengers and SHIELD matters flash on the screen as he speaks.]*

**Secretary Ross:** New York.

*[A Chitauri leviathan. Terrified citizens. A soldier firing a gun. The Hulk smashes into a building and sends a dust cloud to engulf the camera.]*

*[Rhodey looks regretful. He glances behind him at Natasha.]*

**Secretary Ross:** Washington DC.

*[The three Insight helicopters, firing on each other. The destroyed Triskelion. A helicopter crashing into the Potomac and throwing up a massive wave, engulfing citizens and the camera.]*

*[Sam looks down.]*

**Secretary Ross:** Sokovia.

*[Terrified citizens, running. The city rising. A building falling over.]*

*[Wanda stares at the screen, as does Tony.]*

**Secretary Ross:** Lagos.

*[The burning building. Paramedics moving a body. A dead girl.]*

*[Wanda is particularly affected by the footage from Lagos. Steve sees this and intervenes.]*

**Steve Rogers:** Okay. That's enough.

*[Secretary Ross nods to an aide and the images disappear.]*

**Secretary Ross:** For the past four years, you've operated with unlimited power and no supervision. That's an arrangement the governments of the world can no longer tolerate. But I think we have a solution. [he places a thick document on the desk and passes it to Wanda]

*[An aide hands him a thick book, which Ross slides across the table to Wanda. She picks it up, then slides it to Rhodey.]*

**Secretary Ross:** The Sokovia Accords. Approved by 117 countries . . . it states that the Avengers shall no longer be a private organization. Instead, they'll operate under the supervision of a United Nations panel, only when and if that panel deems it necessary.

**Steve Rogers:** The Avengers were formed to make the world a safer place. I feel we've done that.

**Secretary Ross:** Tell me, Captain, do you know where Thor and Banner are right now?

*[Steve looks up and meets Ross's eyes.]*

**Secretary Ross:** If I misplaced a couple of 30 megaton nukes . . . you can bet there'd be consequences. Compromise. Reassurance. That's how the world works. Believe me, this is the middle ground.

**James Rhodes:** So, there are contingencies.

**Secretary Ross:** Three days from now, the UN meets in Vienna to ratify the Accords.

*[Steve glances at Tony.]*

**Secretary Ross:** Talk it over.

**Natasha Romanoff:** And if we come to a decision you don't like?

**Secretary Ross:** Then you retire.

*[Natasha stifles a smile.]*

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*[Cleveland.]*

*[Vasily Karpov sits, eating at the table in a cluttered house. He hears the sound of something crashing outside and peers through drawn blinds. Outside, Helmut Zemo stands by his car, the front end crumpled against Karpov's car.]*

**Helmut Zemo:** Hello? Is this your car out front?

*[Zemo comes to the door.]*

**Helmut Zemo:** I jumped the curb.

*[Karpov eyes his gun nearby.]*

**Helmut Zemo:** Maybe we could take care of it ourselves. If you wanna call the cops, that's okay too, I guess.

**Vasily Karpov:** No. No cops.

**Helmut Zemo:** Thank you.

*[Karpov slides a heavy duty lock and opens the door. Zemo punches him.]*

*[Zemo is using a sledgehammer to smash a hole in the wall. He retrieves a large box from inside the hole and tips the contents onto a table. Karpov is hanging upside down, tied to pipes in his basement. There are various documents and the red book with the star on the cover. He holds the red book for a moment then opens a file. Inside is a photo of Karpov in his military uniform and beret.]*

**Helmut Zemo:** You have kept your looks, Colonel. Congratulations.

*[Karpov's head is in a sink, which is filling with water.]*

**Helmut Zemo:** "Mission report: December 16, 1991."

**Vasily Karpov:** Who are you?

**Helmut Zemo:** My name is Zemo. I will repeat my question. Mission report. December 16, 1991.

**Vasily Karpov:** How did you find me?

**Helmut Zemo:** When SHIELD fell, Black Widow released HYDRA files to the public. Millions of pages much of it encrypted, not easy to decipher. But . . . I have experience. And patience. A man can do anything if he has those.

**Vasily Karpov:** What do you want?

**Helmut Zemo:** Mission report. December 16. 1991.

**Vasily Karpov:** Go . . . to . . . hell.

*[Zemo goes to lean on the sink as water continues to flow into it. He turns off the tap and studies Karpov's upside down face.]*

**Helmut Zemo:** HYDRA deserves its place on the ash heap. So your death would not bother me. But I'd have to use this book . . . and other bloodier methods to find what I need. I don't look forward to that. You'd only be dying for . . . your pride.



*[Zemo stares at Karpov then nods resignedly. He turns the tap back on. The water is up to Karpov's eyes. Zemo watches the water level rise.]*

**Vasily Karpov:** Hail HYDRA.

*[Holding the red book Zemo walks away. Karpov twitches and struggles in his bindings.]*

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*[The Avengers are gathered at HQ. Steve is sitting, studying the Accords, while Rhodey and Sam argue behind him.]*

**James Rhodes:** Secretary Ross has a Congressional Medal of Honor, which is one more than you have.

**Sam Wilson:** So let's say we agree to this thing. How long is it gonna be before they LoJack us like a bunch of common criminals?

**James Rhodes:** A 117 countries want to sign this. 117, Sam, and you're just like, "No, that's cool. We got it. "

**Sam Wilson:** How long are you going to play both sides?

**Vision:** I have an equation.

**Sam Wilson:** Oh, this will clear it up.

**Vision:** In the eight years since Mr. Stark announced himself as Iron Man, the number of known enhanced persons has grown exponentially. And during the same period, the number of potentially world-ending events has risen at a commensurate rate.

**Steve Rogers:** Are you saying it's our fault?

**Vision:** I'm saying there may be a causality. Our very strength invites challenge. Challenge incites conflict. And conflict . . . breeds catastrophe. Oversight . . . oversight is not an idea that can be dismissed out of hand.

**James Rhodes:** Boom.

*[Tony is lying on the couch. When Natasha speaks, he looks at her.]*

**Natasha Romanoff:** Tony. You are being uncharacteristically non-hyper-verbal.

**Steve Rogers:** It's because he's already made up his mind.

**Tony Stark:** Boy, you know me so well.

*[He gets up and winces, rubbing the back of his head.]*

**Tony Stark:** Actually, I'm nursing an electromagnetic headache.

*[He walks to the kitchen and grabs a mug.]*

**Tony Stark:** That's what's going on, Cap. It's just pain. It's discomfort. Who's putting coffee grounds in the disposal? Am I running a bed and breakfast for a biker gang?

*[He puts his phone in a basket and taps it. The phone projects an image of a smiling young man. He looks down, then back up, and pretends to notice the picture for the first time.]*

**Tony Stark:** Oh, that's Charles Spencer, by the way. He's a great kid. Computer engineering degree, 3.6 GPA. Had a floor level gig at Intel planned for the fall. But first, he wanted to put a few miles on his soul, before he parked it behind a desk. See the world. Maybe be of service. Charlie didn't want to go to Vegas or Fort Lauderdale, which is what I would do. He didn't go to Paris or Amsterdam, which sounds fun. He decided to spend his summer building sustainable housing for the poor. Guess where, Sokovia.

*[The others look affected by this .]*

**Tony Stark:** He wanted to make a difference, I suppose. I mean, we won't know because we dropped a building on him while we were kicking ass. *[He takes a pill with some coffee, then faces the others.]*

**Tony Stark:** There's no decision-making process here. We need to be put in check! Whatever form that takes, I'm game. If we can't accept limitations, if we're boundary-less, we're no better than the bad guys.

**Steve Rogers:** Tony, someone dies on your watch, you don't give up.

**Tony Stark:** Who said we're giving up?

**Steve Rogers:** We are if we're not taking responsibility for our actions. This document just shifts the blames.

**James Rhodes:** I'm sorry. Steve. That - that is dangerously arrogant. This is the *United Nations* we're talking about. It's not the World Security Council, it's not SHIELD, it's not HYDRA.

**Steve Rogers:** No, but it's run by people with agendas, and agendas change.

**Tony Stark:** That's *good*. That's why I'm here. When I realized what my weapons were capable of in the wrong hands, I shut it down and stop manufacturing.

**Steve Rogers:** Tony, you chose to do that. If we sign this, we surrender our right to choose. What if this panel sends us somewhere we don't think we should go? What if there is somewhere we need to go, and they don't let us? We may not be perfect, but the safest hands are still our own.

**Tony Stark:** If we don't do this now, it's gonna be done *to* us later. That's the fact. That won't be pretty.

**Wanda Maximoff:** You're saying they'll come for me.

**Vision:** We would protect you.

**Natasha Romanoff:** Maybe Tony's right.

*[Tony looks at her, surprised.]*

**Natasha Romanoff:** If we have one hand on the wheel, we can still steer. If we take it off -

**Sam Wilson:** Aren't you the same woman who told the government to kiss her ass a few years ago?

**Natasha Romanoff:** I'm just . . . I'm reading the terrain. We have made . . . some very public mistakes. We need to win their trust back.

**Tony Stark:** Focus up. I'm sorry, did I just mishear you or did you agree with me?

**Natasha Romanoff:** Oh, I want to take it back now.

**Tony Stark:** No, no, no. You can't retract it. Thank you. Unprecedented. Okay, case closed--I win.

*[Steve's phone buzzes, and he pulls it out to check it. A text message reads: 'She's gone. In her sleep.']*

**Steve Rogers:** I have to go.

*[Steve gets up sharply, drops the Accords on the coffee table, and goes downstairs. He stops at the bottom of the stairs, leans against the banister, and bows his head.]*

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*[London.]*

*[A cathedral, packed with mourners. A choir is singing. Steve is one of six pallbearers carrying a coffin draped with the Union Jack. His eyes are red--he's been crying.]*

*[At the altar, a candle burns by a framed photograph of Peggy Carter in a military uniform. The label reads "Margaret 'Peggy' Carter". The priest addresses the mourners.]*

**Priest:** And now, I would like to invite Sharon Carter to come up and say a few words.

*[Agent 13, Steve's "neighbor" from DC, steps up to the podium.]*

*[Steve sits beside Sam in a pew at the front. Steve is looking down and doesn't see Sharon walk up. Sam is watching, and nudges Steve. He looks up to see Sharon, who glances at Steve and takes a breath.]*

**Sharon Carter:** Margaret Carter was known to most as a founder of SHIELD . . . but I just knew her as Aunt Peggy.

*[Steve realizes who exactly Sharon is, and takes a surprised breath.]*

**Sharon Carter:** She had a photograph in her office. Aunt Peggy standing next to JFK. As a kid, that was pretty cool. But it was a lot to live up to. Which is why I never told anyone we were related.

*[She looks directly at Steve.]*

**Sharon Carter:** I asked her once how she managed to master diplomacy and espionage in a time when no one wanted to see a woman succeed at either. And she said, compromise where you can. But where you can't, don't. Even if everyone is telling you that something wrong is something right. Even if the whole world is telling you to move . . . it is your duty to plant yourself like a tree, look them in the eye and say " No, you move."

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*[Later, Steve stands alone in the isle, still dressed in black. Natasha to him and he turns to her. He begins to speak without any introduction]*

**Steve Rogers:** When I came out of the ice, I thought everyone I had known was gone. Then I found out that she was alive. I was just lucky to have her.

**Natasha Romanoff:** She had you back, too.

**Steve Rogers:** Who else signed?

**Natasha Romanoff:** Tony. Rhodey. Vision.

**Steve Rogers:** Clint?

**Natasha Romanoff:** Says he's retired.

*[She smiles slightly.]*

**Steve Rogers:** Wanda?

**Natasha Romanoff:** TBD (*To Be Determined*). I'm off to Vienna for the signing of the Accords. There's plenty of room on the jet.

*[Steve sighs and bows his head.]*

**Natasha Romanoff:** Just because it's the path of least resistance doesn't mean it's the wrong path. Staying together is more important than how we stay together.

*[Natasha almost seems to be convincing herself.]*

**Steve Rogers:** What are we giving up to do it?

*[She sighs. He shakes his head, unconvinced.]*

**Steve Rogers:** I'm sorry, Nat. I can't sign it.

**Natasha Romanoff:** I know.

**Steve Rogers:** Then what are you doing here?

**Natasha Romanoff:** I didn't want you to be alone.

*[She pulls him in for a hug.]*

**Natasha Romanoff:** Come here.

---

*[Vienna.]*

*[The United Nations, a modern complex of interestingly-shaped high rise buildings.]*

**News Anchor #3:** At a special United Nations conference 117 countries have come together to ratify the Sokovia Accords.

*[T'Challa wears a sharp suit and stands, looking through a glass wall.]*

**UN staffer:** Excuse me, Miss Romanoff?

**Natasha Romanoff:** Yes?

**UN staffer:** These need your signature. *[T'Challa looks over at Natasha.]* Thank you.

**Natasha Romanoff:** Thanks.

**T'Challa:** I suppose neither of us is used to the spotlight.

**Natasha Romanoff:** Oh, well, it's not always so flattering.

**T'Challa:** You seem to be doing alright so far. Considering your last trip to Capitol Hill . . . I wouldn't think you would be particularly comfortable in this company.

**Natasha Romanoff:** Well, I'm not.

**T'Challa:** That alone makes me glad you're here, Miss Romanoff.

**Natasha Romanoff:** Why? You don't approve of all this?

**T'Challa:** The Accords, yes. The politics, not really. Two people in a room can get more done than a hundred.

**King T'Chaka:** Unless you need to move a piano.

**T'Challa:** Father.

**King T'Chaka:** Son. Miss Romanoff.

**Natasha Romanoff:** King T'Chaka. Please, allow me to apologize for what happened in Nigeria.

**King T'Chaka:** Thank you. Thank you for agreeing to all this. I'm sad to hear that Captain Rogers will not be joining us today.

**Natasha Romanoff:** Yes, so am I.

**Man on speakers:** If everyone could please be seated. This assembly is now in session.

**T'Challa:** That is the future calling. Such a pleasure.

**Natasha Romanoff:** Thank you. [*Natasha goes.*]

**King T'Chaka:** For a man who disapproves of diplomacy, you're getting quite good at it.

**T'Challa:** I'm happy, Father.

**King T'Chaka:** Thank you.

**T'Challa:** Thank you.

**King T'Chaka:** When stolen Wakandan vibranium was used to make a terrible weapon, we in Wakanda were forced to question our legacy. Those men and women killed in Nigeria, were part of a goodwill mission from a country too long in the shadows. We will not, however, let misfortune drive us back. We will fight to improve the world we wish to join. I am grateful to the Avengers for supporting this initiative. [*T'Challa spots something outside.*] Wakanda is proud to extend its hand in peace.

**T'Challa:** EVERYBODY GET DOWN!

[*An enormous explosion goes off between two buildings and destroys the conference hall. T'Challa finds his father lying on the floor with his eyes closed. He grabs his father's wrist and feels for a pulse, but his father lies still. Devastated T'Challa lies across his father. He lifts him up and rocks him in his arms.*]

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[*A hotel.*]

**Sharon Carter:** My mom tried to talk me out of enlisting, but, um, not Aunt Peggy. She bought me my first thigh holster.

**Steve Rogers:** Very practical.

**Sharon Carter:** And stylish. [*Sharon and Steve wait by an elevator. They stand facing each other.*]

**Steve Rogers:** CIA has you stationed over here now?

**Sharon Carter:** In Berlin, Joint Terrorism Task Force.

**Steve Rogers:** Right. Right. Sounds fun.

**Sharon Carter:** I know, right?

**Steve Rogers:** [*Steve nods and smiles at Sharon.*] I've been meaning to ask you. When you were spying on me from across the hall . . .

**Sharon Carter:** You mean when I was doing my job.

**Steve Rogers:** Did Peggy know?

**Sharon Carter:** She kept so many secrets. I didn't want her to have one from you. [*The elevator arrives.*] Thanks for walking me back.

**Steve Rogers:** Sure. [*Sam comes over.*]

**Sam Wilson:** Steve. There's something you gotta see.

**News anchor #4:** A bomb hidden in a news van . . .

**Sharon Carter:** Who's coordinating?

**News anchor #4:** . . . ripped through the UN building in Vienna.

**Sharon Carter:** Good. They're solid. Forensics?

**News anchor #4:** More than 70 people have been injured. At least 12 are dead, including Wakanda's King T'Chaka. Officials have released a video of a suspect who they have identified as James Buchanan Barnes, the Winter Soldier. The infamous HYDRA agent, linked to numerous acts of terrorism and political assassinations.

**Sharon Carter:** I have to go to work.

---

[*Fire crews hose down the buildings. A red and white medical chopper flies overhead.*]

**Sharon Carter:** Call MI-6, see if we can get Micro Forensics to hurry this up. We need the whole team here in two hours or it's not worth it. [*Sharon strides through with a man in a green jumpsuit. They pass T'Challa who sits on a bench looking stunned. There's a cut on his head. Natasha sits on the next bench along.*]

**Natasha Romanoff:** I'm very sorry.

**T'Challa:** [*He glances at her. He's holding an ornate silver ring which he toys with between his fingers.*] In my culture death is not the end. It's more of a . . . stepping-off point. You reach out with both hands and Bast and Sekhmet, they lead you into the green veldt where . . . you can run forever.

**Natasha Romanoff:** That sounds very peaceful.

**T'Challa:** My father thought so. [*He puts the ring on his finger.*] I am not my father.

**Natasha Romanoff:** T'Challa. Task force will decide who brings in Barnes.

**T'Challa:** [*He clenches his fist.*] Don't bother, Miss Romanoff. I'll kill him myself. [*He walks away.*]

[*Steve phones Natasha. He's standing on the street in a cap and dark glasses.*]

**Natasha Romanoff:** Yeah?

**Steve Rogers:** You alright?

**Natasha Romanoff:** Ah, yeah, thanks. I got lucky. [*Frowning she looks around, then stands up.*] I know how much Barnes means to you. I really do. Stay home. You'll only make this worse. For all of us. Please.

**Steve Rogers:** Are you saying you'll arrest me?

**Natasha Romanoff:** No. Someone will. If you interfere. That's how it works now.

**Steve Rogers:** If he's this far gone, Nat, I should be the one to bring him in.

**Natasha Romanoff:** Why?

**Steve Rogers:** Because I'm the one least likely to die trying. [*Not far away Steve ends the call.*]

**Natasha Romanoff:** Shit.

[*Steve approaches Sam sitting at the counter of a coffee shop.*]

**Sam Wilson:** She tell you to stay out of it? [*He's also in a cap and shades.*] Might have a point.

**Steve Rogers:** He'd do it for me.

**Sam Wilson:** 1945, maybe. I just want to make sure we considered all our options. The people that shoot at you usually wind up shooting at me. [*Sharon arrives by Steve.*]

**Sharon Carter:** Tips have been pouring in since that footage went public. Everybody thinks the Winter soldier goes to their gym. Most of it's noise. Except for this. [*She slides Steve a file.*] My boss expects a briefing, pretty much now . . . so that's all the head start you're gonna get.

**Steve Rogers:** Thank you.

**Sharon Carter:** And you're gonna have to hurry. We have orders to shoot on sight.

---

[*Zemo sits in a hotel room. He reads from Karpov's red book.*]

**Helmut Zemo:** Возвращение на Родину. Возвращение на Родину. Один. Один. Грузовой вагон... Грузовой вагон. Грузов- ([*subtitled*] Homecoming. One. One. Fright Car.) [*Knocking at the door. He puts the book in a drawer and goes to the door. He reaches for a gun tucked in the back of his trouser and cocks it.*]

**German Innkeeper:** Herr Müller, ich habe Ihr Frühstück. ([*subtitled*] Mr. Müller. I have your breakfast.) [*Zemo opens the door.*]

**Helmut Zemo:** Ich konnte es schon von weitem riechen. Danke. ([*subtitled*] I could smell it before I opened the door. Thank you.)

**German Innkeeper:** Speck und schwarzer Kaffee. Wieder. Ich kann Ihnen auch was anderes machen, wenn Sie das möchten. ([*subtitled*] Side of bacon and black coffee. Again. I can make you something different, if you like.)

**Helmut Zemo:** Bitte sehr, das ist wunderbar. ([*subtitled*] It's okay. This is wonderful.)

**German Innkeeper:** Ich stell es dann mal hier hin... ([*subtitled*] I'll put this on your . . .)

**Helmut Zemo:** Nein, nein. Das geht schon. Ich mach das. Vielen Dank, Frau Leiber. ([*subtitled*] No, no. It's okay. I can manage. Thank you Mrs. Leiber.) [*Zemo closes the door. In the room is a large device with a cage at the bottom and a drum of coppered wire on top.*]

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[*Bucharest. Bucky is in civvies at a fruit store. He buys some plums!*]

**Bucky Barnes:** [*talking to the vendor in Romanian*] ([*assumed translation*] How are they? Are they good? Give me six, thank you.[\[2\]](#))

[*In a black cap and casual jacket Bucky walks along scanning around. Across the street he spots a twenty-something vender at a news-stand watching him. Bucky glances away, then looks back at the vender who's still watching him. The vender runs from his kiosk. Bucky goes over and picks up a paper. On the front page there are surveillance-photos of a man and the head line: 'Winter Soldier cautat pentru Bombardmentul din Viena'. Bucky glances around tensely.*]

[*In his dark blue, armored suit with his shield on his arm Steve is in a small apartment. He looks around, there's a mattress with disheveled covers and various bits of cheap looking furniture. The kitchen and bedroom are in the same room. Steve finds a notebook on top of the fridge. He picks it up and opens it. There are tabs of varying colors sticking out from amongst the pages.*]

**Sam Wilson:** [*on radio*] Heads up, Cap. German Special Forces, approaching from the south.

**Steve Rogers:** Understood. [*Bucky's standing behind Steve. Steve slowly turns around to face him.*] Do you know me?

**Bucky Barnes:** [*Bucky stares at him.*] You're Steve. I read about you in a museum.

**Sam Wilson:** They've set the perimeter.

**Steve Rogers:** I know you're nervous. And you have plenty of reason to be. But you're

lying.

**Bucky Barnes:** I wasn't in Vienna. I don't do that anymore.

**Sam Wilson:** They're entering the building.

**Steve Rogers:** Well, the people who think you did are coming here now. And they're not planning on taking you alive.

**Bucky Barnes:** That's smart. Good strategy.

**Sam Wilson:** They're on the roof. I'm compromised.

*[Armed cops run upstairs.]*

**Steve Rogers:** This doesn't have end in a fight, Buck.

*[Outside the door a cop readies a battering ram.]*

**Bucky Barnes:** It always ends in a fight.

**Sam Wilson:** 5 seconds.

**Steve Rogers:** You pulled me from the river. Why?

**Bucky Barnes:** I don't know.

**Sam Wilson:** 3 seconds!

**Steve Rogers:** Yes, you do.

**Sam Wilson:** Breach! Breach! Breach! *[A grenade crashes through the window. Bucky kicks it to Steve, and he smothers it with his shield.]*

**GSG-9 Soldier:** Schieß die Tür auf! (Shoot the door!) *[The cop slams the battering ram against the door. Bucky shields himself with the mattress against an attack from the window. He blocks the door with a table as cops swing in on cables. Steve pulls the rug from under a policeman, sending him flying. Bucky slams another policeman into the wall.]*

**Steve Rogers:** Buck, stop! You're gonna kill someone.

**Bucky Barnes:** *[Bucky slams Steve down and punches a hole in the floor.]* I'm not gonna kill anyone.

*[Bucky grabs a backpack from under the floorboards and throws it out of the window. Bucky and Steve get behind Steve's shield to avoid gunfire. Bucky shoves Steve and he knocks a cop over. Bucky holds up his metal hand and repels bullets, then slams a cop into shelves. Bucky picks up a large cement brick and slams it into a cop. Steve fights a cop on the balcony. A cop shoots around the door outside. Bucky punches through the wall beside the door. He lays into the cops. A cop descends through a sky-light on a zip wire. Bucky grabs the cop's gun and slams him into the wall. Bucky bashes a couple of cops with the battering ram. More of the police team hurry up the stairwell. Bucky jumps on the zip-line-guy and swings down a level.]*

**GSG-9 Soldier:** Der Verdächtige ist ausgebrochen. Er ist am östlichen Treppenschacht.

*([subtitled] Suspect has broken containment! He's headed down the east stairwell!)*

*[Steve grabs the radio and crushes it. Steve jumps down a level as Bucky keeps punching the cops. Bucky tosses one of them over the railing and Steve catches him, stopping the cop from falling. He looks at Bucky wearily.]*

**Steve Rogers:** Come on, man.

*[Steve throws the cop up onto the landing. Bucky breaks a banister and swings down on it. Steve hurls a cop over his shoulders. Bucky lays into jet more cops and takes them out. A cop aims at Bucky and Steve knocks the gun from his hands with his shield which sticks in the wall. Bucky leaps down the stairwell and catches onto a railing. Steve pulls his shield out of the wall. Bucky climbs up then runs along a corridor and leaps off a balcony. He tumbles onto the lower roof of the neighboring building where he finds where his backpack. he picks it up and runs.]*

*[A muscular man clad entirely in black, Black Panther, slams into Bucky from behind,*

*knocking him down. He has a full face mask with pointed ears. He extends his fingers and sharp claws pop out. He attacks Bucky with sweeping kicks and slashes. Bucky fights back but is kicked into a wall. Black Panther swipes his claws and spins gracefully. Bucky narrowly avoids being slashed, he holds up a metal bar to protect himself.]*

*[Steve looks down at them as Falcon swoops from the sky.]*

**Steve Rogers:** Sam, southwest rooftop.

**Sam Wilson:** Who the hell's the other guy?

**Steve Rogers:** About to find out.

*[Steve leaps from the balcony down onto the neighboring building as a chopper flies up. Black Panther lunges at Bucky with his claws, but Bucky grabs his wrists. A soldier fires a machine gun from the chopper. The ammo bounces off Black Panther's armored suit.]*

**Steve Rogers:** Sam.

**Sam Wilson:** Got him. *[Sam flies down and shoves the chopper off course. Then swoops towards street level.]*

*[Bucky breaks free from his attacker, slings his bag on his back, runs and jumps down a level. Black Panther slides down the wall using his claws for traction. Back lands at street level and the chase continues. Steve follows and lands rolling along the ground. Gunfire from the chopper tears up the sidewalk. Bucky jumps down through an opening and lands in an underpass, he runs through the traffic. Black Panther and Captain America drop down and chase after Bucky. A Special Forces Vehicle pursues them.]*

**GSG-9 Driver:** Stand down! Stand down! *[The vehicle closes in, blue lights flashing. Steve leaps onto the vehicle and splinters the windshield. The driver stops, Steve yanks him from the vehicle and kicks the windshield out, then drives off.]*

*[Bucky runs over the top of a speeding car, outpacing it. Black Panther is a few cars behind, keeping pace with Bucky. he leaps on the back of the 4x4 that Steve's driving. Steve swerves from side to side, trying to throw him off.]*

**Steve Rogers:** Sam, I can't shake this guy.

**Sam Wilson:** Right behind you.

*[Several police cars join the chase. Steve side-swipes another car and drives on.]*

*[Up ahead Bucky reaches a fork in the road and faces oncoming traffic. He leaps over a barrier. Steve drives through the barrier.]*

*[A motorbike speeds towards Bucky. Bucky grabs the handlebar and spins the bike around in mid air, throwing the rider off. Bucky gets on the bike and rides away sending cars careering out of the way. Steve keeps on Bucky's tail with Black Panther holding onto the back of the 4x4. They all rocket through another underpass. Sam flies into the underpass. Black Panther leaps off the front of the 4x4 onto Bucky's motorbike. Bucky flings him over his head and the bike leans down on its side. Bucky kicks his assailant away, straightens up and rides on. Black Panther catches a ride on Falcon's leg. Sam tries to kick Black Panther away. Bucky throws a sticky bomb and blows up the roof at the end of the underpass, bringing down tons of rubble. Black Panther leaps off from Falcon and throws Bucky off the motorbike. Steve swerves the 4x4 through the rubble, leaps out and pulls Black Panther away from Bucky. Steve stands, facing sleek and muscular Black Panther. Armed police arrive and surround them, guns aimed. War Machine leaps down from above and raises both hands.]*

**James Rhodes:** Stand down, now. *[Bucky stands beside Steve who puts his shield on his back.]* Congratulations, Cap. You're a criminal. *[Police move in and force Bucky to his knees. Black Panther raises his hands. A cop moves Steve's arms behind his back. Black Panther retracts his claws and pulls off his mask revealing his face. It's T'Challa. Steve and Rhodes look curious.]*



**GSG-9 Soldier:** Wie lautet der Befehl? (What's the order?)

**James Rhodes:** Your highness. [*Bucky's hauled flat on the ground.*]

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[*Avengers HQ. Vision follows a recipe.*]

**Vision:** 'A pinch of paprika.' A pinch. [*He adds a pinch. Wanda strolls in.*]

**Wanda Maximoff:** Is that paprikash?

**Vision:** I thought it might . . . lift your spirits.

**Wanda Maximoff:** [*She chuckles, stirs the ingredients in the pan with a spoon. She lifts the spoon to her lips, blows and has a taste. She smiles.*] Spirits lifted.

**Vision:** In my defense, I haven't actually ever . . . eaten anything before, so . . .

**Wanda Maximoff:** May I?

**Vision:** Please. Wanda?

**Wanda Maximoff:** Hmm.

**Vision:** No one dislikes you, Wanda. [*She frowns curiously.*]

**Wanda Maximoff:** Thanks.

**Vision:** Oh, you're welcome. No, it's a . . . involuntary response in their amygdala. They can't help but be afraid of you.

**Wanda Maximoff:** Are you?

**Vision:** My amygdala is synthetic, so . . . [*Wanda laughs.*]

**Wanda Maximoff:** I used to think of myself one way. But after this . . . [*her fingers glow.*] I am something else. I'm still me, I think, but . . . that's not what everyone else sees.

**Vision:** [*He touches the mind stone in his forehead.*] Do you know, I don't know what this is? [*It glows.*] Not really. I know it's not of this world, that it powered Loki's staff, gave you your abilities, but . . . its true nature is a mystery. And yet, it is part of me.

**Wanda Maximoff:** Are you afraid of it?

**Vision:** I wish to understand it. The more I do, the less it controls me. One day . . . who knows? I may even control it.

**Wanda Maximoff:** [*Wanda looks at the food.*] I don't know what's in this but it is not paprika. I'm gonna go to the store. I'll be back in 20 minutes.

**Vision:** Alternatively, we could order a pizza?

**Wanda Maximoff:** Vision, are you not letting me leave?

**Vision:** [*He blocks her way.*] It is a question of safety.

**Wanda Maximoff:** I can protect myself.

**Vision:** [*He holds her arm.*] Not yours. Mr. Stark would like to avoid the possibility of another public incident. Until the Accords are on a . . . more secured foundation.

**Wanda Maximoff:** And what do you want?

**Vision:** For people to see you . . . as I do. [*She looks at him gravely.*]

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[*Berlin, day. Traffic rolls around the victory column. Police convoy drives beside the river Spree. Amidst the convoy is a gray armed truck. Inside Bucky wears restraints inside a prison pod. Three armed guards sit on the other side of the glass-walled pod. A police motorbike stops traffic and a van driver looks affronted. The convoy turns a corner onto a bridge across the river. In an SUV T'Challa sits in front of Steve who sits in front of Sam.*]

**Sam Wilson:** So, you like cats?

**Steve Rogers:** Sam.

**Sam Wilson:** What? Dude shows up dressed like a cat and you don't wanna know more?

**Steve Rogers:** Your suit . . . t's Vibranium?

**T'Challa:** *[T'Challa's eyes narrow as he glances sideways.]* The Black Panther has been the protector of Wakanda for generations. A mantle, passed from warrior to warrior. And now, because your friend murdered my father, I also wear the mantle of king. So, I ask you . . . as both warrior and king . . . how long do you think you can keep your friend safe from me? *[Steve is stony faced as the convoy heads underground.]*

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*[In a light gray walled bunker Bucky's pod is carried away by a forklift. Nearby Steve gets out of the SUV and glances across at Bucky who doesn't spot him. With Sam and T'Challa Steve approaches Sharon who's standing with a diminutive, gray-head man.]*

**Steve Rogers:** What's gonna happen to him?

**Everett Ross:** Same thing that ought to happen to you. Psychological evaluation and extradition.

**Sharon Carter:** This is Everett Ross, Deputy Task Force Commander.

**Steve Rogers:** What about our lawyer?

**Everett Ross:** Lawyer. That's funny. See their weapons are placed in lockup. Oh, we'll write you a receipt.

**Sam Wilson:** I better not look out the window and see anybody flying around in that. *[As they go Steve looks back and catches Bucky's eye.]*

*[On a covered sky walk.]*

**Everett Ross:** You'll be provided with an office instead of a cell. Now, do me a favor, stay in it?

**T'Challa:** I don't intend on going anywhere.

**Natasha Romanoff:** For the record, this is what making things worse looks like.

**Steve Rogers:** He's alive.

**Tony Stark:** *[on his phone]* No. Romania was not Accords-sanctioned. And, Colonel Rhodes is supervising cleanup.

**Natasha Romanoff:** Try not to break anything while we fix this.

**Tony Stark:** *[still on the phone.]* Consequences? You bet there'll be consequences. Obviously you can quote me on that 'cause I just said it. Anything else? Thank you, sir.

**Steve Rogers:** 'Consequences'?

**Tony Stark:** Secretary Ross wants you both prosecuted. Had to give him something.

**Steve Rogers:** I'm not getting that shield back, am I?

**Natasha Romanoff:** Technically, it's the government's property. Wings, too.

**Sam Wilson:** That's cold.

**Tony Stark:** Warmer than jail.

*[At a power station surrounded by trees the van with the driver who was affronted by the police convoy pulls up by the open gate. Scowling he puts the parking break on and picks up a clip board.]*

**Delivery Truck Driver:** Das kann nicht richtig sein. Was zum Teufel? (This can't be right. What the hell?)

*[In a secured chamber a guard connects a pipe to Bucky's prison pod. The lights inside dim for a moment.]*

*[Tony finds Steve in a glass-walled office overlooking the control room.]*

**Tony Stark:** Hey, you wanna see something cool? I pulled something from Dad's archives. Felt timely. *[Tony shows him two pens in a black presentation box.]* FDR signed the Lend-Lease bill with these in 1941. Provided support to the Allies when they needed it most.

**Steve Rogers:** Some would say it brought our country closer to war.

**Tony Stark:** See? If not for these, you wouldn't be here. I'm trying to . . . what do you call

it? That's an olive branch. Is that what you call it?

**Steve Rogers:** Is Pepper here? I didn't see her.

**Tony Stark:** We're kinda . . . well, not kinda . . .

**Steve Rogers:** Pregnant?

**Tony Stark:** No. Definitely not. We're taking a break. It's nobody's fault.

**Steve Rogers:** I'm so sorry, Tony. I didn't know.

**Tony Stark:** A few years ago, I almost lost her, so I trashed all my suits. Then, we had to mop up HYDRA . . . and then Ultron. My fault. And then, and then, and then, I never stopped. Because the truth is I don't wanna stop. I don't wanna lose her. I thought maybe the Accords could split the difference. [*Tony stands up and paces.*] In her defense, I'm a handful. Yet, Dad was a pain in the ass, but he and Mom always made it work.

**Steve Rogers:** You know, I'm glad Howard got married. I only knew him when he was young and single.

**Tony Stark:** Oh, really? You two knew each other? He never mentioned that. Maybe only a thousand times. God, I hated you.

**Steve Rogers:** I don't mean to make things difficult.

**Tony Stark:** I know, because you're a very polite person.

**Steve Rogers:** If I see a situation pointed south . . . I can't ignore it. Sometimes I wish I could.

**Tony Stark:** No, you don't.

**Steve Rogers:** [*Steve smiles thinly.*] No, I don't. Sometimes . . .

**Tony Stark:** Sometimes I wanna punch you in your perfect teeth. But I don't wanna see you gone. We need you, Cap. So far, nothing's happened that can't be undone, if you sign. We can make the last 24 hours legit. Barnes gets transferred to an American psych-center . . . instead of a Wakandan prison.

**Steve Rogers:** [*Steve frowns thoughtfully and picks up one of the fountain pens. He stands up and paces, then turns to Tony. In the control room beyond there are multiple screens on the walls.*] I'm not saying it's impossible, but there would have to be safeguards.

**Tony Stark:** Sure. Once we put out the PR fire, those documents can be amended. I'd file a motion to have you and Wanda reinstated . . .

**Steve Rogers:** Wanda? What about Wanda?

**Tony Stark:** She's fine. She's confined to the compound, currently. Vision's keeping her company.

**Steve Rogers:** Oh God, Tony! Every time. Every time I think you see things the right way . . .

**Tony Stark:** What? It's a 100 acres with a lap pool. It's got a screening room. There's worse ways to protect people.

**Steve Rogers:** Protection? Is that how you see this? This is protection? It's internment, Tony.

**Tony Stark:** She's not a US citizen.

**Steve Rogers:** Oh, come on, Tony.

**Tony Stark:** And they don't grant visas to weapons of mass destruction.

**Steve Rogers:** She's a kid!

**Tony Stark:** GIVE ME A BREAK! I'm doing what has to be done . . . to stave off something worse.

**Steve Rogers:** [*Steve nods faintly.*] You keep telling yourself that. [*He puts the pen down.*] Hate to break up the set. [*He leaves the office and rueful Tony watches Bucky on one of the control room's screens.*]

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**Helmut Zemo:** *[The evaluator sits at a desk facing Bucky's pod. Inside Bucky's still restrained.]* Hello, Mr. Barnes. I've been sent by the United Nations to evaluate you. Do you mind if I sit? Your first name is James?

**Sharon Carter:** *[In an office with Sam and Steve.]* The receipt for your gear.

**Sam Wilson:** 'Bird costume'? Come on.

**Sharon Carter:** I didn't write it. *[Sharon pushes a button which stops the restriction on the audio from Bucky's evaluation.]*

**Helmut Zemo:** I'm not here to judge you. I just want to ask you a few questions. Do you know where you are, James? I can't help you if you don't talk to me, James.

**Bucky Barnes:** My name is Bucky.

*[At the power station. The van driver honks and looks impatient watching the custodian's hut's front door.]*

**Delivery Truck Driver:** Hallo? (*[subtitled]* Hello?) *[The custodian comes outside and the driver comes out of his van.]* Hey. Ich hab eine große für dich. (*[subtitled]* Hey. I have a big one for you.) *[He opens the van's back doors and removes a large wooden crate.]* Ja. Okay, hier unterzeichnen. (Okay. Here. Just sign here.)

**Custodian:** Hier? (Here?)

**Delivery Truck Driver:** Ja. (Yeah.) *[The custodian signs for the crate.]*

*[At the UN-bunker Steve studies the blurry photograph of the man who bombed the congress in Vienna.]*

**Steve Rogers:** Why would the Task Force release this photo to begin with?

**Sharon Carter:** Get the word out, involve as many eyes as we can?

**Steve Rogers:** Right. It's a good way to flush a guy out of hiding. Set off a bomb, get your picture taken. Get seven billion people looking for the Winter Soldier.

**Sharon Carter:** You're saying someone framed him to find him.

**Sam Wilson:** Steve, we looked for the guy for two years and found nothing.

**Steve Rogers:** We didn't bomb the UN. That turns a lot of heads.

**Sharon Carter:** Yeah, but that doesn't guarantee that whoever framed him would get him. It guarantees that we would. *[Sharon's gaze falls on the evaluator in the screen, her eyes narrow.]*

**Steve Rogers:** *[Steve frowns and looks around.]* Yeah.

**Helmut Zemo:** *[In the secure chamber.]* Tell me, Bucky. You've seen a great deal, haven't you?

**Bucky Barnes:** I don't want to talk about it.

**Helmut Zemo:** You fear that... if you open your mouth, the horrors might never stop.

Don't worry. *[Zemo gets a message on his screen: 'message inbox:1' touches it 'status: package delivered'.]* We only have to talk about one.

*[At the power station the custodian opens the crate. Finding Zemo's large device inside, he looks confused. The driver is at the back door of his van.]*

**Custodian:** Hey, was ist das? (Hey. What is this?)

**Delivery Truck Driver:** Ich weiß es nicht. (I don't know.)

*[The device erupts. A bubble of energy engulfs the power station and sparks fly. In the city traffic lights fail. In the bunker the lights go out.]*

**Everett Ross:** Great. Come on, guys, get me eyes on Barnes. Go.

**Tony Stark:** FRIDAY, get me the source of that outage.

**Sharon Carter:** *[In the office.]* Sub-level 5, east wing. *[T'Challa spots Steve and Sam bolting.]*

*[In Bucky's pod.]*

**Bucky Barnes:** What the hell is this?

**Helmut Zemo:** Why don't we discuss your home? Not Romania. Certainly not Brooklyn, no. I mean, your real home. *[Zemo removes his glasses then walks towards Bucky reading from the red book by torchlight.]* Желание. *([subtitled] Longing.)*

**Bucky Barnes:** *[Bucky shuts his eyes.]* No. *[Bucky's head snaps back.]*

**Helmut Zemo:** Ржавый. *([subtitled] Rusted.)*

**Bucky Barnes:** Stop.

**Helmut Zemo:** Семнадцать. *([subtitled] Seventeen.)*

**Bucky Barnes:** *[Bucky's metal arm trembles in its restraint.]* Stop. *[He sneers angrily.]*

**Helmut Zemo:** Рассвет. *([subtitled] Daybreak.)*

*[Bucky screams, clenches his fist and rips free of his restraints.]*

**Helmut Zemo:** Печь. *([subtitled] Furnace.)* Девять. *([subtitled] Nine.)*

*[Bucky thumps the inside of the pod.]*

**Helmut Zemo:** Добросердечный. *([subtitled] Benign.)*

*[Bucky punches harder.]*

**Helmut Zemo:** Возвращение на Родину. *([subtitled] Homecoming.)* Один. *([subtitled:]*

*One.)* Грузовой вагон. *([subtitled] Freight car.)*

*[Bucky batters the front of the pod with his metal fist and the glass screen flies clear. Zemo slowly rounds the pod with the book and the torch in hand. he stands before Bucky who straightens, a dark frown on his face.]*

**Helmut Zemo:** Солдат? *([subtitled] Soldier?)*

**Bucky Barnes:** Я готов отвечать. *([subtitled] Ready to comply.)*

**Helmut Zemo:** Mission report. December 16, 1991.

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*[Steve and Sam arrive outside the chamber. Red emergency lights flash all around. There are many agents slumped on the floor. All of them out cold.]*

**Helmut Zemo:** Help me. Help.

**Steve Rogers:** *[Steve finds Zemo in a heap inside the chamber.]* Get up. *[he grabs Zemo and shoves him against the wall.]* Who are you? What do you want?

**Helmut Zemo:** To see an empire fall.

*[As Sam enters Bucky swings his fist which smashes through the wall as Sam ducks. Bucky grabs him by the jaw and throws him at the open pod. Steve lurches into the fight and lands a punch which Bucky barely feels. Bucky kicks and punches Steve out of the chamber. A punch from Bucky goes through the elevator door. Steve blocks the next one but the power of Bucky's fist sends Steve tumbling into the darkened elevator shaft.]*

*[In the chamber Sam comes around and spots Zemo looking down the elevator shaft.]*

**Man on PA #1:** Der Ostflügel ist kompromittiert. Ich wiederhole: Der Ostflügel ist kompromittiert. (The east wing is compromised. I repeat: the east wing is compromised.)

**Sam Wilson:** Hey.

*[Zemo bolts, Sam rises. At the bottom of the shaft Steve pushes himself off the floor.]*

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*[In the control room.]*

**Everett Ross:** Evac all civilians. Get me a perimeter around the building, and gunships in the air.

**Natasha Romanoff:** Please tell me you brought a suit.

**Tony Stark:** Sure did. It's a lovely Tom Ford, three-piece, two-button. I'm an active-duty

non-combatant.

**Sharon Carter:** Follow me. *[Sharon runs past Tony and Natasha.]*

*[Sam chases Zemo up a stair well.]*

*[Steve starts to climb the elevator shaft.]*

*[Bucky stalks through the building's ground floor. He batters two guards. With tech-glasses on Tony takes cover behind a pillar.]*

**Natasha Romanoff:** *[on radio:]* We're in position.

*[Tony taps a wrist-control which becomes his Iron Man-glove. He zaps Bucky with a stun-burst before Bucky can shoot a guard. Tony rushes him, firing again. Bucky ducks the blast then trades blows with Tony, firing the gun. Tony has the Iron Man-glove over the barrel, blocking the bullet. He pulls the gun barrel loose then Bucky smacks him backwards. Sharon rushes Bucky, then Natasha rushes Bucky. They both land kicks and punches, then Bucky flips Sharon head over heels. She smashes onto a table then Natasha leaps on Bucky, legs around his neck. He slams her onto another table and grabs her throat.]*

**Natasha Romanoff:** You could at least recognize me.

*[T'Challa comes from nowhere and kicks Bucky off Natasha. He fights with Bucky, landing lightning fast kicks and some punches. Bucky gets a counter punch in and T'Challa falls, but quickly recovers. Bucky hurries up some stairs. T'Challa leaps the levels and vaults a railing, landing in front of Bucky. Limber T'Challa spin-kicks and grabs Bucky's metal arm which he tries to twist then looks worried as he realizes it isn't going to work. He throws Bucky backwards and keeps hold as they both tumble down the stairs. They resume fighting on the small landing and a leg sweep sends Bucky over the railing. T'Challa leaps down after him but finds the wide reception empty. He scans around.]*

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*[Outside staff flee the building en masse. Sam is among them and quickly spots something on the ground. He picks it up.]*

**Sam Wilson:** Damn it. *[he looks around the wide courtyard and scowls.]*

*[Bucky's on the rooftop helipad. He marches up to a blue chopper and pulls the lock off the door. he gets in the pilot seat. Steve rushes outside and sprints toward the rising chopper. He leaps and grabs the landing gear. Muscles bulging Steve pulls hard and the chopper struggles to gain height. Steve's feet kick for traction then he gets them flat on the helipad. The chopper drags him onto the weak looking mesh framing the helipad. Steve grabs the railing with one hand and clings to the landing gear with the other. He grits his teeth and his neck strains with the incredible effort. Bucky glowers from inside the chopper then throws the joystick left and the chopper's nose slams into the edge of the helipad. The rotor-blades are smashed to pieces and Steve ducks as the tail swings around. The chopper lies twisted on the mesh at the edge of the pad. Steve rises beside the canopy. Bucky's arm smashes through the glass and growling he grabs Steve's throat. The chopper starts to list over the edge. The tail breaks off and falls into the river below. Bucky keeps hold of Steve as the whole vehicle drops and slams into the river. The impact seems to knock Bucky out cold and he lets go of Steve. The body of the chopper sinks quickly to the riverbed along with other debris. Steve surfaces with Bucky in his arms.]*

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*[At an airport Zemo listens to a phone message..:]*

**Zemo's Wife:** He asked me again if you were going to be there. I said I wasn't sure. You should've seen his little face. Just try, okay? I'm going to bed. I love you.

*[Frowning Zemo ends the call. A TV news report is playing nearby:]*

**News anchor #5:** James Barnes, der mit dem Bombenanschlag auf die UN in Wien in Verbindung gebracht wird, ist heute aus der Haft entflohen. Ebenfalls vermisst werden die Avengers Captain Steve Rogers und Sam Wilson. (*[subtitled:]* James Barnes, the suspect in the UN Vienna bombing escaped custody today. Also missing Avenger Captain Steve Rogers and Sam Wilson.)

*[Zemo eyes the TV screen. He stands in line at a departures gate. The screen above the gate reads: 'Gate 06 | Berlin Flughafen | AEM2103 | 14:10 | Moskau/Moscow']*

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*[In a huge abandoned warehouse Bucky comes to with his metallic left arm clamped in a huge industrial vice. Steve peers through a gap at a chopper flying overhead. Sam's over by Bucky.]*

**Sam Wilson:** Hey, Cap! *[Steve goes over to join Sam by Bucky who sits with his arm in the vice. They stare at him.]*

**Bucky Barnes:** Steve.

**Steve Rogers:** Which Bucky am I talking to?

**Bucky Barnes:** Your mom's name was Sarah...You used to wear newspapers in your shoes.

**Steve Rogers:** Can't read that in a museum.

**Sam Wilson:** Just like that, we're suppose to be cool?

**Bucky Barnes:** What did I do?

**Steve Rogers:** Enough.

**Bucky Barnes:** Oh, God, I knew this would happen. Everything HYDRA put inside me is still there. All he had to do was say the goddamn words.

**Steve Rogers:** Who was he?

**Bucky Barnes:** I don't know.

**Steve Rogers:** People are dead. The bombing, the setup. The doctor did all that just to get 10 minutes with you. I need you to do better than "I don't know."

**Bucky Barnes:** He wanted to know about Siberia. Where I was kept. He wanted to know exactly where.

**Steve Rogers:** Why would he need to know that?

**Bucky Barnes:** Because I'm not the only Winter Soldier.

---

*[1991, at night Bucky rides alongside the car and somehow causes the car to crash. He circles back, pulls up and climbs off the motorbike. he's filmed on CCTV as he approaches the car's trunk. He janks it open, breaking the lock. Inside he opens a metal case which contains five clear drip bags filled with bright blue fluid.]*

*[Four young men and a young woman sit up in hospital beds. The blue fluid is fed intravenously into their arms. The drip bags hang on stands beside them. They're all fit and muscular. One man, Josef, flexes a huge biceps. Josef is screaming, dragged into a cell and left on a bed.]*

**Josef / Super Soldier #1:** It hurts! *[He struggles in leather bindings. A viewing slot is closed.]*

*[Karpov is sitting at a desk in a corridor, making notes and listening. Karpov opens the door to a lab and switches on the light. Josef is sitting on a bed. He looks up at Karpov.]*

*[Bucky and Josef fight each other in a barred chamber. The four others who were given the blue liquid are there. Josef kicks with enormous power, sending Bucky flying. Watching Karpov folds his arms.]*

**Vasily Karpov:** Очень хорошо, Иосиф. ([*subtitled*] Good work.)

[*A medic takes Josef's pulse and Josef slams him onto the floor. A soldier clubs Josef onto the back with no effect. Karpov gets behind Bucky and aims a gun.*]

**Vasily Karpov:** Солдат, вытащи меня отсюда! ([*subtitled*] Get me out of here.)

[*Josef and the other four Winter Soldiers effortlessly dispatch a squad of Soldiers. Bucky escorts covering Karpov from the barred chamber, batting guards aside.*]

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**Steve Rogers:** Who were they?

**Bucky Barnes:** Their most elite death squad. More kills than anyone in HYDRA history. And that was before the serum.

**Sam Wilson:** They all turn out like you?

**Bucky Barnes:** Worse.

**Steve Rogers:** The doctor, could he control them?

**Bucky Barnes:** Enough.

**Steve Rogers:** Said he wanted to see an empire fall.

**Bucky Barnes:** With these guys he could do it. They speak 30 languages, can hide in plain sight, infiltrate, assassinate, destabilize, They can take a whole country down in one night. You'd never see them coming.

**Sam Wilson:** [*Sam steps up to Steve.*] This would have been a lot easier a week ago.

**Steve Rogers:** If we call Tony . . .

**Sam Wilson:** No, he won't believe us.

**Steve Rogers:** Even if he did . . .

**Sam Wilson:** Who knows if the Accords would let him help.

**Steve Rogers:** We're on our own.

**Sam Wilson:** Maybe not. I know a guy.

---

**Secretary Ross:** I don't suppose you have any idea where they are?

**Tony Stark:** We will. GSG-9's got the borders covered. Recon's flying 24/7. They'll get a hit. We'll handle it.

**Secretary Ross:** You don't get it, Stark. It's not yours to handle. It's clear you can't be objective. I'm putting Special Ops on this.

**Natasha Romanoff:** What happens when the shooting starts? What, do you kill Steve Rogers?

**Secretary Ross:** If we're provoked. Barnes would've been eliminated in Romania if it wasn't for Rogers. There are dead people who would be alive now. Feel free to check my math.

**Tony Stark:** All due respect, you're not going to solve this with boys in bullets, Ross. You gotta let us bring them in.

**Secretary Ross:** How would that end any differently from the last time?

**Tony Stark:** Because this time, I won't be wearing loafers and a silk shirt. 72 hours, guaranteed.

**Secretary Ross:** 36 hours. Barnes. Rogers. Wilson.

**Tony Stark:** Thank you, sir. [*Tony slumps, exhaling.*] My left arm is numb, is that normal?

**Natasha Romanoff:** [*She pats him on the shoulder.*] You alright?

**Tony Stark:** Always. [*He has a massive black eye and a cut on his brow.*] 36 hours, jeez.

**Natasha Romanoff:** We're seriously understaffed.

**Tony Stark:** Oh, yeah. It'd be great if we had a Hulk right about now. Any shot?



**Natasha Romanoff:** No. You really think he'd be on our side?

**Tony Stark:** No.

**Natasha Romanoff:** I have an idea.

**Tony Stark:** Me too. Where's yours?

**Natasha Romanoff:** Downstairs. Where's yours? [*Tony smiles slightly.*]

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[*Queens, New York. Peter Parker walks out of an elevator holding a DVD-player and with a backpack on his shoulder. He walks into an apartment where his Aunt May is sitting on the couch with Tony Stark.*]

**Peter Parker:** Hey, May.

**May Parker:** Mmm. Hey. How was school today?

**Peter Parker:** Okay. This crazy car parked outside . . . [*Peter sees Tony and his eyes widen.*]

**Tony Stark:** Oh, Mr. Parker.

**Peter Parker:** Um . . . [*He takes out his earphones.*] What--what are you doing . . .? Hey! Uh, I'm--I'm--I'm Peter.

**Tony Stark:** Tony.

**Peter Parker:** What are . . . what are you--what are you--what are you doing here?

**Tony Stark:** It's about time we met. You've been getting my e-mails, right?

**Peter Parker:** Yeah. Yeah.

**Tony Stark:** Right?

**Peter Parker:** Regarding the . . .

**May Parker:** You didn't tell me about the grant.

**Peter Parker:** About the grant.

**Tony Stark:** The September Foundation.

**Peter Parker:** Right.

**Tony Stark:** Yeah. Remember when you applied?

**Peter Parker:** Yeah.

**Tony Stark:** I approved, so now we're in business.

**May Parker:** You didn't tell me anything. What's up with that? You keeping secrets from me now?

**Peter Parker:** Why, I just, I just . . . I just know how much you love surprises, so I thought I would let you know . . . wh . . . anyway, what did I apply for?

**Tony Stark:** That's what I'm here to hash out.

**Peter Parker:** Okay. Hash, hash out, okay.

**Tony Stark:** It's so hard for me to believe that she's someone's aunt.

**May Parker:** Yeah, well, we come in all shapes and sizes, you know?

**Tony Stark:** This walnut date loaf is exceptional.

**Peter Parker:** Let me just stop you there.

**Tony Stark:** Yeah?

**Peter Parker:** Is this grant, like, got money involved or whatever? No?

**Tony Stark:** Yeah.

**Peter Parker:** Yeah?

**Tony Stark:** It's pretty well funded.

**Peter Parker:** Wow.

**Tony Stark:** Look who you're talking to. Can I have 5 minutes with him?

**May Parker:** Sure.

**Tony Stark:** [*In Peter's bedroom Tony bolts the door and spits out the walnut loaf.*] As walnut date loaves go, that wasn't bad. [*He notices Peter's collection of old computers.*]

Whoa, what do we have here? Retro tech, huh? Thrift store? Salvation Army?

**Peter Parker:** Uh, the garbage, actually.

**Tony Stark:** You're a dumpster diver.

**Peter Parker:** Yeah, I was . . . anyway, look, um, I definitely did not apply for your grant.

**Tony Stark:** Ah-ah! Me first.

**Peter Parker:** Okay.

**Tony Stark:** Quick question of the rhetorical variety. *[He pulls out his phone which projects a video of Peter Parker in his Spider-Man outfit.]* That's you, right?

**Peter Parker:** Um, no. What do you. What do you mean?

**Tony Stark:** Yeah. Look at you go. Wow! Nice catch. 3,000 pounds, 40 miles an hour. That's not easy. You got mad skills.

**Peter Parker:** That's all- That's all on YouTube, though, right? I mean, that's where you found that? Because you know that's all fake. It's all done on the computer.

**Tony Stark:** Mm-Hmm.

**Peter Parker:** It's like that video. What is it?

**Tony Stark:** Yeah, yeah, yeah, yeah . . . oh, you mean like those UFOs over Phoenix?

**Peter Parker:** Exactly.

**Tony Stark:** Oh, what have we here?

**Peter Parker:** *[Peter hides his Spider-Man suit.]* Uh . . . that's a . . .

**Tony Stark:** So. You're the . . . Spider . . . ling. Crime-fighting Spider . . . you're Spider-Boy?

**Peter Parker:** *[Peter folds his arms petulantly.]* S . . . Spider-Man.

**Tony Stark:** Not in that onesie, you're not.

**Peter Parker:** It's not a onesie. *[Tony picks up the suit.]* I don't believe this. I was actually having a real good day today, you know, Mr. Stark. Didn't miss my train, this perfectly good DVD player was just sitting there and . . . Algebra test. Nailed it!

**Tony Stark:** Who else knows? Anybody?

**Peter Parker:** Nobody.

**Tony Stark:** Not even your . . . unusually attractive aunt?

**Peter Parker:** No. No, no. No, no. If she knew, she would freak out. And when she freaks out, I freak out.

**Tony Stark:** You know what I think is really cool? This webbing. That tensile strength is off the charts. Who manufactured that?

**Peter Parker:** I did.

**Tony Stark:** Climbing the walls, how you doing that? Adhesive gloves?

**Peter Parker:** It's a long story. I was uh . . .

**Tony Stark:** Lordy! Can you even see in these?

**Peter Parker:** Yes. Yes, I can! I can. I can-I can see in those. Okay? It's just that... when whatever happened, happened . . . it's like my senses have been dialed to 11. There's way too much input, so . . . they just kinda help me focus.

**Tony Stark:** You're in dire need of an upgrade. Systemic, top to bottom. 100-point restoration. That's why I'm here. *[Peter sits on his bed and looks at Tony.]* Why you doing this? I gotta know. What's your MO? What gets you outta that twin bed in the morning?

**Peter Parker:** Because . . . *[he fiddles with his fingers]* because I've been me my whole life, and I've had these powers for 6 months.

**Tony Stark:** Mm-Hmm.

**Peter Parker:** I read books, I build computers . . . and--and yeah. I would love to play football. But I couldn't then so I shouldn't now.

**Tony Stark:** Sure, because you're different.

**Peter Parker:** Exactly. But I can't tell anybody that, so I'm not. When you can do the

things that I can, but you don't . . . [*Tony leans closer.*] and then the bad things happen . . . they happen because of you.

**Tony Stark:** [*he looks affected by Peter's words.*] So you wanna look out for the little guy? You wanna do your part? Make the world a better place, all that, right?

**Peter Parker:** Yeah. Yeah just looking out . . . for the little guy. That's--that's what it is.

**Tony Stark:** [*He slowly steps over to Peter whose leg is stretched out on the bed. Tony looks down at it.*] I'm gonna sit here, so you move the leg. [*Peter moves along. Tony sits beside him and raises his hand. He hesitantly clasps Peter's shoulder.*] You got a passport?

**Peter Parker:** Uh, no. I don't even have a driver's license.

**Tony Stark:** You ever been to Germany?

**Peter Parker:** No.

**Tony Stark:** Oh, you'll love it.

**Peter Parker:** I can't go to Germany!

**Tony Stark:** Why?

**Peter Parker:** I got . . . homework.

**Tony Stark:** I'm gonna pretend you didn't say that.

**Peter Parker:** I'm---I'm being serious! I can't just drop out of school!

**Tony Stark:** Might be a little dangerous. Better tell Aunt Hottie I'm taking you on a field trip.

**Peter Parker:** [*He webs Tony's hand to the door.*] Don't tell Aunt May.

**Tony Stark:** Alright, Spider-Man. [*They share an earnest look before Tony returns to his usual attitude.*] Get me out of this.

**Peter Parker:** Sorry, I'll get the . . .

---

[*Night, at Avengers' HQ. Vision floats above the floor. An explosion in the distance lights up the room for a moment. Vision and Wanda look out of the window.*]

**Wanda Maximoff:** What is it?

**Vision:** Stay here, please.

[*Vision goes. Suddenly Wanda compels a knife across the room. It stops dead in front of Clint's head.*]

**Clint Barton:** Guess I shoulda knocked.

**Wanda Maximoff:** Oh my god! What are you doing here?

**Clint Barton:** Disappointing my kids. [*He shoots arrows to both sides of the room.*] I'm supposed to go water-skiing. Cap needs our help. Come on.

**Vision:** Clint! [*Wanda and Clint stop.*] You should not be here.

**Clint Barton:** [*He turns around.*] Really? I retire for, what, like five minutes, and it all goes to shit.

**Vision:** Please consider the consequences of your actions.

**Clint Barton:** Okay, they're considered. Okay, we gotta go. [*Vision is held in a force field, crackling and sparkling between the two arrows.*] It's this way.

**Wanda Maximoff:** I've caused enough problems.

**Clint Barton:** [*Frowning Clint runs back from the door.*] You gotta help me, Wanda. Look, you wanna mope, can go to high school. You wanna make amends, you get off your ass. Shit. [*Vision breaks the force field with his mind stone. He punches Clint to the floor, Clint recovers quickly.*] I knew I should've stretched. [*He extends a baton and tries to hit Vision, but the blows go through him. Clint resorts to punches, then tries the baton again. It breaks. Clint tries to kick Vision, but his leg goes right through him. Vision gets Clint in a headlock.*]

**Vision:** Clint, you can't overpower me.

**Clint Barton:** I know I can't. But she can.

**Wanda Maximoff:** Vision, that's enough. Let him go. I'm leaving.

**Vision:** I can't let you.

**Wanda Maximoff:** *[She holds her hands apart, glowing with energy. Clint slips from Vision's grasp.]* I'm sorry.

**Vision:** *[He falters.]* If you do this . . . they will never stop being afraid of you.

**Wanda Maximoff:** I can't control their fear, only my own. *[She moves closer. Vision glows from within and crashes through the floor, and several floors beneath. Wanda and Clint stand over the holes in the floors.]*

**Clint Barton:** Oh . . . come on. We got one more stop.

---

*[Back at the Joint Counter Terrorist Centre:]*

**Attache:** It's just a matter of time. Our satellites are running facial, bio-metric, and behavioral pattern scans.

**Security Chief:** *[to Natasha who's standing in their way]* Move, or you will be moved.

**T'Challa:** As entertaining as that would be . . .

**Natasha Romanoff:** You really think you can find him?

**T'Challa:** My resources are considerable.

**Natasha Romanoff:** Yeah, it took the world 70 years to find Barnes . . . so you could probably do that in about half the time.

**T'Challa:** You know where they are.

**Natasha Romanoff:** I know someone who does.

---

*[Under an overpass:]*

**Sharon Carter:** Not sure you understand the concept of a getaway car.

**Steve Rogers:** It's low profile.

**Sharon Carter:** Good, because this stuff tends to draw a crowd. *[She opens the trunk of her car, revealing Steve's and Sam's gear.]*

**Bucky Barnes:** *[He sits behind Sam in the getaway car.]* Can you move your seat up?

**Sam Wilson:** No.

**Steve Rogers:** I owe you again.

**Sharon Carter:** Keeping a list. *[She glances at Bucky.]* You know, he kinda tried to kill me.

**Steve Rogers:** Sorry. I'll put it on the list, too. They're going to come looking for you.

**Sharon Carter:** I know.

*[They kiss.]*

**Steve Rogers:** Thank you, Sharon.

**Sharon Carter:** That was . . .

**Steve Rogers:** Late.

**Sharon Carter:** Damn right. I should go.

**Steve Rogers:** Okay.

---

*[On the 6th level of a parking garage at the Leipzig/Halle airport. Steve drives into the parking lot in the battered, old car. He parks by a grey van and gets out.]*

**Clint Barton:** Cap.

**Steve Rogers:** You know I wouldn't have called if I had any other choice.

**Clint Barton:** Hey man, you're doing me a favor. Besides, I owe a debt.

**Steve Rogers:** Thanks for having my back.

**Wanda Maximoff:** It was time to get off my ass.

**Steve Rogers:** How about our other recruit?

**Clint Barton:** He's rarin' to go. Had to put a little coffee in him, but... he should be good.

**Scott Lang:** What timezone is this?

**Clint Barton:** Come on. Come on.

**Scott Lang:** [*Scott shakes Steve's hand with an amazed look.*] Captain America.

**Steve Rogers:** Mr. Lang.

**Scott Lang:** It's an honor. I'm shaking your hand too long. Wow! This is awesome! Captain America. [*He looks at Wanda.*] I know you, too. You're great! [*He turns back and feels Steve's shoulders.*] Jeez. Ah, look, I wanna say, I know you know a lot of super people, so . . . thinks for thanking of me. [*(sic!) To Sam.*] Hey, man!

**Sam Wilson:** What's up, Tic Tac?

**Scott Lang:** Uh, good to see you. Look, what happened last time when I . . .

**Sam Wilson:** It was a great audition, but it'll . . . it'll never happen again.

**Steve Rogers:** They tell you what we're up against?

**Scott Lang:** Something about some . . . psycho-assassins?

**Steve Rogers:** We're outside the law on this one. So, if you come with us, you're a wanted man.

**Scott Lang:** Yeah, well, what else is new?

**Bucky Barnes:** We should get moving.

**Clint Barton:** We got a chopper lined up.

**Man on PA #2:** Dies ist eine Notsituation. Alle Passagiere müssen den Flughafen sofort evakuieren. (This is an emergency. All passengers must evacuate the airport immediately.)

**Bucky Barnes:** They're evacuating the airport.

**Sam Wilson:** Stark.

**Scott Lang:** Stark?

**Steve Rogers:** Suit up.

---

[*Steve in his uniform strides through an underpass, then jogs onto a private runway, heading for a grounded chopper. An electro-disabler slams onto the chopper and Steve looks up. Iron Man and War Machine decent.*]

**Tony Stark:** Wow, it's so weird how you run into people at the airport. Don't you think that's weird?

**James Rhodes:** Definitely weird.

**Steve Rogers:** Hear me out, Tony. That doctor, the psychiatrist, he's behind all of this.

**T'Challa:** [*T'Challa leaps over a truck.*] Captain.

**Steve Rogers:** Your highness.

**Tony Stark:** Anyway, Ross gave me 36 hours to bring you in. That was 24 hours ago. Can you help a brother out?

**Steve Rogers:** You're after the wrong guy.

**Tony Stark:** Your judgment is askew. Your old war buddy killed innocent people yesterday.

**Steve Rogers:** And there are five more super soldiers just like him. I can't let the doctor find them first, Tony. I can't.

**Natasha Romanoff:** Steve . . . you know what's about to happen. Do you really wanna punch your way out of this one?

**Tony Stark:** All right, I've run out of patience. Underoos! [*Peter shoots a web, stealing Steve's shield and binding his hands.*] Nice job, kid.

**Peter Parker:** Thanks. Well, I could've stuck the landing a little better. It's just the new suit... Well, it's nothing, Mr. Stark. It's--it's perfect. Thank you.

**Tony Stark:** Yeah, we don't really need to start a conversation.

**Peter Parker:** Okay. Cap . . . Captain. Big fan, I'm Spider-Man.

**Tony Stark:** Yeah, we'll talk about it later. Just . . .

**Peter Parker:** Hey, everyone.

**Tony Stark:** . . . Good job.

**Steve Rogers:** You've been busy.

**Tony Stark:** And you've been a complete idiot. Dragging in Clint. 'Rescuing' Wanda from a place she doesn't even want to leave, a safe place. I'm trying to keep . . . I'm trying to keep you from tearing the Avengers apart.

**Steve Rogers:** You did that when you signed.

**Tony Stark:** Alright, We're done. You're gonna turn Barnes over, you're gonna come with us. NOW! Because it's us! Or a squad of J-SOC guys . . . with no compunction about being impolite. [*Steve looks aside.*] Come on.

**Sam Wilson:** [*He radios Steve.*] We found it. Their Quinjet's in hanger five, north runway.

**Steve Rogers:** [*Steve holds his hands up and Clint shoots the web off.*] Alright, Lang.

**Peter Parker:** Hey, guys, something . . .

**James Rhodes:** Whoa. What--what the hell was that?

**Scott Lang:** [*He retrieves Steve's shield.*] I believe this is yours, Captain America.

**Tony Stark:** Oh, great. Alright, there's two on the parking deck. One of them's Maximoff, I'm gonna grab her. Rhodey, you want to take Cap?

**James Rhodes:** Got two in the terminal, Wilson and Barnes.

**T'Challa:** Barnes is mine!

**Peter Parker:** Hey, Mr. Stark, what should I do?

**Tony Stark:** What we discussed. Keep your distance. Web 'em up.

**Peter Parker:** Okay, copy that!

**T'Challa:** Move, Captain. I won't ask a second time.

**Scott Lang:** [*He faces Natasha.*] Look, I really don't want to hurt you.

**Natasha Romanoff:** I wouldn't stress about it. [*She kicks him in the groin and he miniaturizes, throwing her head over heels. She zaps him off her wrist and he slams into a nearby truck, leaving a small dent.*]

**Bucky Barnes:** [*In the terminal.*] What the hell is that?

**Sam Wilson:** Everyone's got a gimmick now.

**Peter Parker:** [*Peter swings through the glass wall and kicks Sam backwards. Bucky throws a punch, Peter catches his fist.*] You have a metal arm? That is awesome, dude! [*Sam hits Peter.*] You have the right to remain silent! [*Mid-air Peter fends Sam off, then swings after him using his webs.*]

[*Iron Man shoots rockets that explode just beyond Clint and Wanda.*]

[*Steve fights hand to hand with T'Challa. War Machine locks on.*]

**James Rhodes:** Sorry, Cap. This won't kill you but it ain't gonna tickle either. [*He smacks Steve's shield with a mace.*]

**Tony Stark:** [*Hovering above the ground.*] Wanda, I think you hurt Vision's feelings.

**Wanda Maximoff:** You locked me in my room.

**Tony Stark:** Okay. First, that's an exaggeration. Second, I did it to protect you. Hey, Clint.

**Clint Barton:** Hey, man.

**Tony Stark:** Clearly, retirement doesn't suit you. You got tired of shooting golf?

**Clint Barton:** Well, I played 18, I shot 18. Just can't seem to miss. [*He fires an arrow which Tony deflects.*]

**Tony Stark:** First time for everything.

**Clint Barton:** Made you look.

[*Suddenly a car slams past Iron Man. He looks up as dozens more come crashing down. Wanda rows her glowing hands until Iron Man is buried under a pile of cars.*]

**FRIDAY:** Multiple contusions detected.

**Tony Stark:** Yeah, I detected that too.

[*Peter wings through the rafters in the terminal, chasing Sam who flies backwards firing shots. Peter stops on a high beam.*]

**Peter Parker:** Oh god. [*Bucky throws something at him.*] Hey buddy, I think you lost this! [*Peter throws it back. Sam kicks him off the beam and Peter fires a web which sends Sam crashing to the floor. Peter webs Sam's wrist to a balcony railing.*] Those wings carbon fiber?

**Sam Wilson:** Is this stuff coming out of you?

**Peter Parker:** That would explain the rigidity-flexibility ratio, which, gotta say, that's awesome, man.

**Sam Wilson:** I don't know if you've been a fight before but there's usually not this much talking.

**Peter Parker:** Alright, sorry, my bad. [*He swings down and Bucky jumps in the way. Bucky and Sam fall through the glass down onto the next floor and Peter webs them.*] Guys, look. I'd love to keep this up but I've only got one job here today and I gotta impress Mr. Stark, so, I'm really sorry. [*Redwing drags Peter through the glass wall.*] Wwahhhh!

**Bucky Barnes:** You couldn't have done that earlier?

**Sam Wilson:** I hate you.

[*Outside Steve kicks War Machine out of the air, then sends T'Challa reeling. War Machine's mace is broken.*]

**James Rhodes:** Great.

**Scott Lang:** Hey, Cap, heads up! [*He throws Steve a miniature truck.*] Throw it at this. Now! [*Steve throws it and the truck enlarges, tumbling towards War Machine.*]

**James Rhodes:** Oh, come on! [*The truck lands and explodes.*]

**Scott Lang:** Oh, man. I thought it was a water truck. Uh . . . sorry. [*Scott and Steve run off.*]

**James Rhodes:** Alright. Now, I'm pissed.

**Natasha Romanoff:** [*Tony helps her up.*] Is this, part of the plan?

**Tony Stark:** Well, my plan was to go easy on them. You wanna switch it up?

**Clint Barton:** [*To Wanda as he spots the Quinjet.*] There's our ride.

**Steve Rogers:** Come on!

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[*Steve's team runs towards the Quinjet. A fizzing stream of energy slices across the runway and they stop. Vision hovers overhead.*]

**Vision:** Captain Rogers. I know you believe what you're doing is right. But for the collective good you must surrender now. [*Tony's team arrives.*]

**Sam Wilson:** What do we do, Cap?

**Steve Rogers:** We fight.

**Natasha Romanoff:** This is gonna end well. [*The two teams stride towards each other with grim determination etched on their faces.*]

**Peter Parker:** They're not stopping.

**Tony Stark:** Neither are we. *[Everyone breaks into a sprint.]*

*[Steve blocks a punch as Iron Man lands. Clint fires an arrow at Vision. War Machine flies after Falcon and Bucky trades blows with T'Challa. An explosive arrow hits Iron Man. Natasha throws Scott, as Peter swings through the air, struggling to evade vehicles projected by Wanda. Bucky lands punches on T'Challa, Clint and Natasha battle with batons. Clint pins her down with his bow.]*

**Natasha Romanoff:** We're still friends, right?

**Clint Barton:** Depends on how hard you hit me. *[She spins him with her legs. As she's about to kick his head, her foot stops and glows bright red. Wanda projects Natasha down.]*

**Wanda Maximoff:** You were pulling your punches. *[Clint nods sheepishly.]*

**Bucky Barnes:** *[Bucky and T'Challa have each other by the throat.]* I didn't kill your father.

**T'Challa:** Then why did you run? *[T'Challa pulls Bucky's hand off his neck, then spins him and fly-kicks him backwards. He sprouts claws and aims for Bucky's neck, but Wanda stops his hand, then waves her arms and sends T'Challa crashing into a passenger gangway.]*

*[Peter swings past, Steve snaps the web with his shield.]*

**Peter Parker:** That thing does not obey the laws of physics at all.

**Steve Rogers:** Look kid. There's a lot going on here that you don't understand.

**Peter Parker:** Mr. Stark said you'd say that. Wow. *[he fires webs which stick to Steve's shield and ankle. He pulls and Steve slides towards him. Peter kicks him backwards, then rolls clear.]* He also said to go for your legs. *[As Steve runs to get his shield, Peter webs his hands and pulls. Steve grits his teeth, spins and somersaults, propelling Peter through the air.]*

**Sam Wilson:** *[Evading fire from Iron Man.]* Clint, can you get him off me?

**Clint Barton:** Buckled in?

**Scott Lang:** Yeah. No, I'm good. I'm good, Arrow Guy. Let's go. Let's go! *[Miniaturized Scott is on the tip of Clint's arrow. As he fires it, the head splits and Iron Man shoots the shards. Scott dives between Iron Man's splayed fingers and slips inside the Iron Man Suit at the shoulder joint.]*

**Steve Rogers:** *[Steve catches a web and tugs Peter towards him, knocking him down with the shield. Peter recovers and pulls himself up on top of a gangway.]* Stark tell you anything else?

**Peter Parker:** That you're wrong. You think you're right. That makes you dangerous. *[He swings down and Steve leaps to kick him backwards onto the gangway's leg.]*

**Steve Rogers:** Guess he had a point. *[He throws his shield at the leg and the gangway falls. Peter holds it up.]* You got heart, kid. Where're you from?

**Peter Parker:** Queens.

**Steve Rogers:** Brooklyn. *[Steve leaves Peter holding the gangway.]*

**Tony Stark:** *[Clint fires arrows at hovering Iron Man whose arm-lasers malfunction.]* Friday?

**FRIDAY:** We have some weapon systems offline.

**Tony Stark:** They what?

**Scott Lang:** Oh, you're gonna have to take this into the shop.

**Tony Stark:** Who's speaking?

**Scott Lang:** It's your conscience. We don't talk a lot these days.

**Tony Stark:** Friday?

**FRIDAY:** Deploying fire suppression system.

**Scott Lang:** Uh -oh. Oh boy. Whoa! *[Inside the suit Scott sprints through narrow banks of*



*components, chased by a rolling cloud of CO2. He's ejected from the suit.]*

**Bucky Barnes:** *[To Steve.]* We gotta go. That guy's probably in Siberia by now.

**Steve Rogers:** We gotta draw out the flyers. I'll take Vision. You get to the jet.

**Sam Wilson:** No, you get to the jet! Both of you! *[Being chased by War Machine.]* The rest of us aren't getting out of here.

**Clint Barton:** As much as I hate to admit it, if we're gonna win this one, some of us might have to lose it.

**Sam Wilson:** This isn't the real fight, Steve.

**Steve Rogers:** Alright, Sam, what's the play?

**Sam Wilson:** We need a diversion, something big.

**Scott Lang:** I got something kind of big, but I can't hold it very long. On my signal, run like hell. And if I tear myself in half . . . don't come back for me.

**Bucky Barnes:** He's gonna tear himself in half?

**Steve Rogers:** You're sure about this, Scott?

**Scott Lang:** I do it all the time. I mean once . . . in a lab. Then I passed out. I'm the boss. I'm the boss. I'm the boss. I'm the boss. I'm the BOSS! *[He leaps from mobile stairs and lands on War Machine's back as he flies past. He operates his suit's wrist, shuts his eyes and activates a remote. Scott grows into a towering Behemoth and grabs War Machine's leg.]*

**Peter Parker:** Holy shit!

**James Rhodes:** Okay, tiny dude is big now. He's big now.

**Steve Rogers:** I guess that's the signal.

**Sam Wilson:** Way to go, Tic Tac!

**Tony Stark:** Give me back my Rhodey. *[Sam flies feet first into Iron Man.]*

**Peter Parker:** I got him! *[Scott sends War Machine flying and Peter catches him with a web.]*

*[Scott kicks a bus towards T'Challa. Vision descends and braces himself, splitting the bus in two and protecting T'Challa from harm. T'Challa spots Steve and Bucky sprinting past. Chasing Sam Iron Man evades Scott swinging the wing of a plane at him.]*

**Tony Stark:** Okay, anybody on our side hiding any shocking and fantastic abilities they'd like to disclose, I'm open to suggestion.

*[Sam arrows towards Iron Man, firing Red Wing which cracks into Tony's helmet. Scott blocks T'Challa's path.]*

**Scott Lang:** You wanna get to them... you gotta go through me. *[He sweeps his gigantic foot through the crates T'Challa's standing on, smashing them to pieces. Scott is engulfed in explosions as War Machine swoops towards him with Peter clinging to a web stuck to War Machine's back. He fires more webs and wraps them around Scott's over-sized arms.]*

*[Clint fires arrows at T'Challa who catches two right in front of his face. After the arrowheads explode he drops them and rises extending his claws.]*

**Clint Barton:** We haven't met yet. *[He flattens his bow and spins it around.]* I'm Clint.

**T'Challa:** I don't care. *[Wielding the bow like a staff Clint attacks T'Challa who acrobatically ducks then counters with a high kick.]*

*[Giant Ant-Man punches War Machine in the air and swings a gangway towards him as he recovers. War Machine opens fire and the gangway disintegrates. Scott tries to stamp on War Machine who dives clear evading a lunge of Scott's hand. War Machine is struck by something.]*

**James Rhodes:** Ahhh! *[Wanda waves her hands flinging vehicles into War Machines path.]*

**Scott Lang:** Get off. *[Distracted by Peter Ant-Man doesn't spot Vision curling into a ball and ramming into him. Vision spots Steve and Bucky approaching the hangar as Ant-Man wavers. He simply floats through Ant-Man's chest. Something just flew in me! [Vision fires a shining beam of energy from his mind stone and the control tower collapses towards the entrance of the hangar. Wanda struggles to slow its collapse. Then War Machine descends behind her fires a sonic disruptor. Wanda holds her head and screams. The tower falls all around Steve and Bucky, but they make it into the hangar where Natasha is waiting for them.]*

**Natasha Romanoff:** You're not gonna stop.

**Steve Rogers:** You know I can't.

**Natasha Romanoff:** I'm gonna regret this. *[She stuns T'Challa who's arrived behind them.]* Go. *[Steve and Bucky run for the Quinjet as she keeps T'Challa at bay.]*

**Peter Parker:** *[Outside]* Hey, guys, you ever see that really old movie, *Empire Strikes Back*?

**James Rhodes:** Jesus, Tony, how old is this guy?

**Tony Stark:** I don't know, I didn't carbon-date him. He's on the young side.

**Peter Parker:** *[He swings towards Ant-Man.]* You know that part . . . where they're on the snow planet . . . with the walking thingies? *[He wraps webs around Scott's legs.]*

**Tony Stark:** Maybe the kid's on to something.

**James Rhodes:** High now, Tony. Go high.

**Peter Parker:** *[He swings around and around Ant-Man's legs as Iron Man and War Machine power towards his head, both landing blows together.]* YES! Ha ha! That was awesome! *[Giant Ant-Man topples. A flailing limb catching Peter and knocking him flying just before Scott slams into the ground on his back. He returns to normal size and removes the face-plate of his helmet, grimacing.]*

**Scott Lang:** Does anyone have any orange slices?

**Tony Stark:** *[He lands by Peter who's in a heap. Retracting the helmet Tony looks concerned.]* Kid, you alright?

**Peter Parker:** Hey! Get off me!

**Tony Stark:** Same side. Guess who. Hi. It's me.

**Peter Parker:** Oh. Hey, man.

**Tony Stark:** Yeah.

**Peter Parker:** That was scary.

**Tony Stark:** Yeah. You're done. Alright?

**Peter Parker:** What?

**Tony Stark:** You did a good job. Stay down.

**Peter Parker:** No, I'm good. I'm fine.

**Tony Stark:** Stay down.

**Peter Parker:** No, it's good I gotta get him back!

**Tony Stark:** You're going home or I'll call Aunt May! You're done!

**Peter Parker:** Wait. Mr. Stark, wait! I'm not done, I'm not . . . *[He slumps down.]* Okay, I'm done. I'm done.

**Natasha Romanoff:** *[In the partially wrecked hangar the Quinjet's engines fire and the guns blast debris from the entrance. Natasha keeps T'Challa held until the jet rises. Black Panther leaps, but can't keep hold and the Quinjet flies out of the hangar. War Machine flies after it. In the hangar:]* I said I'd help you find him, not catch him. There's a difference.

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**Vision:** *[Outside Vision kneels beside Wanda and gently holds her in his arms. She pants for breath.]* I'm sorry.

**Wanda Maximoff:** Me, too.

**Vision:** It's as I said. Catastrophe.

*[Piloting the Quinjet, Steve looks over his shoulder and spots War Machine encroaching to the right. Steve pushes forward on the thrusters. Iron Man flies beside War Machine and Falcon follows them.]*

**James Rhodes:** Vision, I got a bandit on my six. *[Falcon fires small explosives which erupt and buffet War Machine.]* Vision! You copy? Target his thrusters, turn him into a glider. *[Vision takes aim and fires his head laser. Falcon spots it coming and tucks into a tumble. The laser overshoots and slices through the core on War Machine's chest plate. War Machine loses power and goes into a spinning free fall.]*

**Tony Stark:** Rhodey! *[Iron Man and Falcon dive.]*

**James Rhodes:** Tony, I'm flying dead stick. *[As he plunges the suit emits black smoke. Iron Man swoops down towards him. Rhodes' eyes start to close.]*

**Tony Stark:** RHODES! *[War Machine smacks into a wide, grassy field just before Iron Man lands nearby. His helmet retracts and he pulls off War Machine's face plate. Rhodes' eyes are closed and there's blood on his face.]* Read vitals.

**FRIDAY:** Heartbeat detected. Emergency medical is on its way.

**Sam Wilson:** *[He swoops down and lands on his feet. His wings retract.]* I'm sorry. *[Tony zaps Falcon backwards with a blast of energy from the palm of his suit. Vision glides to the ground just in front of Falcon. Stony faced Tony remains with his arms around War Machine.]*

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*[Somewhere in Siberia, Zemo makes a phone call.]*

**German Innkeeper:** Guten Morgen, Zimmerservice? (Good morning. Room service.)

**Helmut Zemo:** Guten Morgen Frau Leiber. Zimmer 201 hier (Good morning, Mrs. Leiber. *[subtitled]* This is room 201.)

**German Innkeeper:** Ah, Herr Müller. Speck und schwarzer Kaffee für Sie, ja? (Ah, Mr. Müller. *[subtitled]* Bacon and black coffee again today?)

**Helmut Zemo:** Wie gut Sie mich kennen. (*[subtitled]* You know me so well.) *[In his room in Berlin, Germany.]*

**German Innkeeper:** Hallo? Ihr Frühstück ist hier. Darf ich mich reinlassen? Herr Müller? Herr Müller? Oh mein Gott! (*[subtitled]* Hello? Your breakfast is here. May I let myself in? Mr Müller? Mr Müller? Oh God!) *[She comes in and discovers the dead body of Dr. Theo Broussard in the bathtub.]*

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*[Steve flies the Quinjet towards mountains, Bucky sits behind him.]*

**Bucky Barnes:** What's gonna happen to your friends?

**Steve Rogers:** *[Steve stares ahead, heavyhearted. He sighs and shakes his head.]* Whatever it is... I'll deal with it.

**Bucky Barnes:** *[He looks thoughtful.]* I don't know if I'm worth all this, Steve.

**Steve Rogers:** *[He glances around at Bucky.]* What you did all those years . . . it wasn't you. You didn't have a choice.

**Bucky Barnes:** I know. But I did it.

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*[At a hospital Rhodes lies inside an CT-scanner. He's in a blue gown covering his body. Tony paces up to Vision who watches Rhodes grave faced.]*

**Tony Stark:** How did this happen?

**Vision:** I became distracted.

**Tony Stark:** I didn't think that was possible.

**Vision:** Neither did I. *[Tony leaves Vision looking in on Rhodes. Along the corridor Tony spots an equally concerned Natasha.]*

*[Tony and Natasha stand on a balcony looking towards a row of trees.]*

**Tony Stark:** The doctors say he shattered L4 through S1. Extreme laceration in the spinal cord. Probably looking at some form of paralysis.

**Natasha Romanoff:** Steve's not gonna stop. If you don't either, Rhodey's gonna be the best case scenario.

**Tony Stark:** You let them go, Nat.

**Natasha Romanoff:** We played this wrong.

**Tony Stark:** 'We'? Boy, it must be hard to shake the whole double agent thing, huh? It sticks in the DNA.

**Natasha Romanoff:** Are you incapable of letting go of your ego for one goddamn second?

**Tony Stark:** T'Challa told Ross what you did, so . . . they're coming for you.

**Natasha Romanoff:** I'm not the one that needs to watch their back. *[She walks away.]*

**Tony Stark:** *[He activates holographic images appearing on his wrist device.]* What am I looking at, Friday?

**FRIDAY:** Priority upload from Berlin police.

**Tony Stark:** Fire up the chopper.

*[Tony flies over a stormy sea in the chopper. He looks surveillance images on a tablet computer.]*

**FRIDAY:** The Task Force called for a psychiatrist as soon as Barnes was captured. The UN dispatched Dr. Theo Broussard from Geneva within the hour. He was met by this man.

**Tony Stark:** Did you run facial recognition yet?

**FRIDAY:** What do I look like?

**Tony Stark:** Uh, I don't know. I've been picturing a red head.

**FRIDAY:** You must be thinking of someone else.

**Tony Stark:** Must be.

**FRIDAY:** The fake doctor is actually Colonel Helmut Zemo, Sokovian Intelligence. *[Tony projects the image.]* Zemo ran Echo Skorpion, a Sokovian covert kill squad.

**Tony Stark:** So, what happened to the real Broussard?

**FRIDAY:** He was found dead in a Berlin hotel room. Where police also found a wig and facial prosthesis approximating the appearance of one James Buchanan Barnes.

**Tony Stark:** Son of a bitch. Get this to Ross.

**FRIDAY:** Yes, Boss.

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*[A wide and flat, snow covered landscape. A mountain looms on the horizon. A caterpillar truck stops on the windswept mountain plateau. Zemo gets out of the vehicle. Set on rocks is an entrance with huge, rusted double doors. Zemo hacks away at the wall beside the doors. he uncovers a control panel and keys in a code whilst referring to the red book. The huge, curved double doors break open a crack. Zemo pulls them open wider. He shines a flash light and pulls down the hood of his coat. Inside is a vast, gloomy space cramped with shelves stacked with filing boxes. Zemo moves a ladder along and searches the boxes. he climbs up the ladder and removes a*

*filing box labeled: 'декабря 1991' (December 1991).*

*Zemo walks along a tunnel which opens into a cavernous chamber with a high ceiling. He carries a VHS cassette and a flash light. Standing around the chamber a five large, clear sided capsules. They glow a gold yellow inside. Frowning Zemo walks up to one of the capsules and shines his flash light inside. In the capsule, motionless in a state of suspended animation is the enhanced soldier Josef.]*

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*[Tony flies the shopper low over the broiling sea. He operates the chopper with a touch screen computer in a wall panel.]*

**Guard:** *[on radio]* This is the Raft Prison Control. You're clear for landing, Mr. Stark.

*[The sea swells and surges as Raft Prison rises up from beneath. A huge, fortified, circular structure with small lights around the sides. Two semi-circular doors open up in the flat circular top. The chopper lands on a helipad and the doors close above it. Tony, who's left arm is in a sling walks up to Secretary Ross.]*

**Tony Stark:** So? You got the files? Let's reroute the satellites, start facial scanning for this Zemo guy.

**Secretary Ross:** You seriously think I'm gonna listen to you after that fiasco in Leipzig? You're lucky you're not in one of these cells. *[Ross looks at Tony sternly and leads on through a thick, steel security door. Soldiers stand guard in an operations room. Tony looks at a surveillance screen. it shows Wanda, sitting hunched and bedraggled in a cramped prison cell.]*

*[Another security door opens. Tony walks into a chamber surrounded by large, bared windows. Beyond the windows are a number of prison cells. Tony takes in his surroundings.]*

**Clint Barton:** *[clapping]* The Futurist, gentlemen! The Futurist is here! He sees all! He knows what's best for you, whether you like it or not.

**Tony Stark:** Give me a break, Barton. I had no idea they'll put you here. Come on.

**Clint Barton:** *[spits]* Yeah, well, you knew they'd put us somewhere, Tony.

**Tony Stark:** Yeah, but not some super-max floating ocean pokey. You know, this place is for maniacs. This is a place for . . .

**Clint Barton:** Criminals? *[He stands up.]* Criminals, Tony. Think that's the word you're looking for. *[He eyes Tony through the bars.]* Right? That didn't used to mean me. Or Sam, or Wanda. But here we are.

**Tony Stark:** Because you broke the law.

**Clint Barton:** Yeah.

**Tony Stark:** I didn't make you.

**Clint Barton:** La, la, la, la, la . . .

**Tony Stark:** You read it, you broke it.

**Clint Barton:** La, la, la, la la...

**Tony Stark:** Alright, you're all grown up, you got a wife and kids. I don't understand, why didn't you think about them before you chose the wrong side? *[He walks away.]*

**Clint Barton:** You gotta watch your back with this guy. There's a chance he's gonna break it.

**Scott Lang:** Hank Pym always said, you never can trust a Stark.

**Tony Stark:** Who are you?

**Scott Lang:** Come on, man.

**Sam Wilson:** How's Rhodes?

**Tony Stark:** They're flying him to Columbia Medical tomorrow. So . . . fingers cross. *[Sam*

*shakes his head.*]What do you need? They feed you yet?

**Sam Wilson:** *[He raises his eyebrows.]* You're the good cop now?

**Tony Stark:** I'm just the guy who needs to know where Steve went.

**Sam Wilson:** Well, you better go get a bad cop, because you're gonna have to go Mark Fuhrman on my ass to get information out of me.

**Tony Stark:** Oh, I just knocked the 'A' out of their 'AV'. We got about 30 seconds before they realize it's not their equipment.

**Secretary Ross:** *[In the operations room.]* What did you do? Get it back up!

**Tony Stark:** *[Back in the cell.]* Just look. Because that is the fellow who was supposed to interrogate Barnes. *[He shows a holographic image of Doctor Broussard.]* Clearly, I made a mistake. Sam, I was wrong.

**Sam Wilson:** That's a first.

**Tony Stark:** Cap is definitely off the reservation but he's about to need all the help he can get. We don't know each other very well. You don't have to...

**Sam Wilson:** Hey, it's alright. *[Tony leans closer to the window. Sam sighs and looks uneasy.]* Look, I'll tell you... but you have to go alone and as a friend.

**Tony Stark:** Easy.

*[Tony walks to his chopper.]*

**Secretary Ross:** Stark? Did he give you anything on Rogers?

**Tony Stark:** Nope. Told me to go to hell. I'm going back to the compound instead, but you can call me anytime. I'll put you on hold, I like to watch the line blink. *[Ross stares at Tony who smiles as he gets in the chopper and the door slides shut. The chopper rises off the helipad and flies away. The doors close on the prison roof.]*

*[Sitting in the chopper Tony un-clips the sling holding his left arm. He cradles his arm in his hand for a moment. He slowly reaches out the injured arm and presses a button on a panel. The Iron Man Suit wraps itself around Tony, a hatch opens and he flies out of the chopper as Iron Man. He speeds through dark clouds. Close behind T'Challa is at the controls of a Quinjet.]*

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*[Steve brings his Quinjet into land besides Zemo's caterpillar truck on the remote icy mountain top. The jet's wings fold up beside the fuselage.*

*On board Bucky pulls out rack of guns labeled 'Romanoff'. He takes a light machine gun. Bucky and Steve stand together, waiting for the exit ramp to descend.]*

**Steve Rogers:** You remember that time we had to ride back from Rockaway Beach in the back of that freezer truck?

**Bucky Barnes:** Was that the time we used our train money to buy hot dogs?

**Steve Rogers:** You blew three bucks trying to win that stuffed bear for a redhead.

**Bucky Barnes:** What was her name again?

**Steve Rogers:** Dolores. You called her Doll.

**Bucky Barnes:** She's gotta be a hundred years old right now.

**Steve Rogers:** So are we, pal. *[He clamps his hand on Bucky's shoulder.]*

*[Now wearing his helmet Steve walks with Bucky up to the entrance set in rock. The door is still open.]*

**Steve Rogers:** He can't have been here more than a few hours.

**Bucky Barnes:** Long enough to wake them up.

*[Steve leads them into the cast bunker. They travel down into the depths inside a caged elevator. it stops in the bowls of the bunker, doors slide open. Steve nods to Bucky and heaves up the cage door. Bucky readies his heavy duty machine gun and they walk along*

*a corridor, keeping close to a wall. Bucky looks into an alcove full of junk then he and Steve move on up some stairs. At the sound of a loud thud they spin around, aiming down the corridor.]*

**Steve Rogers:** You ready?

**Bucky Barnes:** Yeah.

*[Double doors part, forced open by Iron Man. Steve stares in surprise. Tony walks towards Steve and Bucky and retracts the suit's helmet.]*

**Tony Stark:** You seem a little defensive.

*[Bucky keeps his gun up while Steve walks to meet Tony with his shield covering his body.]*

**Steve Rogers:** It's been a long day.

**Tony Stark:** At ease, Soldier. I'm not currently after you.

**Steve Rogers:** Then why are you here?

**Tony Stark:** Could be your story's not so crazy. Maybe. Ross has no idea I'm here. I'd like to keep it that way. Otherwise, I gotta arrest myself.

**Steve Rogers:** Well, that sounds like a lot of paperwork. *[He lowers his shield.]* It's good to see you, Tony.

**Tony Stark:** You too, Cap. *[to Bucky]* Hey, Manchurian Candidate, you're killing me.

There's a truce here. You can drop . . . *[Steve signs Bucky to lower his weapon and he does.]*

*[the three of them cautiously walk along a corridor. T'Challa in his Black Panther Suit is hiding around a corner, watching them.]*

*[With his helmet and face plate reengaged Iron Man leads Steve and Bucky towards the enormous chamber with the capsules standing in it.]*

**Tony Stark:** I got heat signatures.

**Steve Rogers:** How many?

**Tony Stark:** Uh, one.

*[As they enter the vast chamber the lights come on. Hazy, yellow mist descends within the capsules. As well as Josef, each one contains an enhanced soldier from the 1991 experiment. Steve and the others look around, bewildered.]*

**Helmut Zemo:** *[on speaker]* If it's any comfort, they died in their sleep. *[All of the enhanced soldiers have been shot in the head. Bucky stares at Josef's corpse.]* Did you really think I wanted more of you?

**Bucky Barnes:** What the hell?

**Helmut Zemo:** I'm grateful to them, though. They brought you here. *[Zemo appears in a control room. Steve hurls his shield but it flies back.]* Please, Captain. The Soviets built this chamber to withstand the launch blast of UR-100 rockets.

**Tony Stark:** I'm betting I could beat that.

**Helmut Zemo:** Oh, I'm sure you could, Mr. Stark. Given time. But then you'd never know why you came.

**Steve Rogers:** You killed innocent people in Vienna just to bring us here? *[Black Panther watches from the shadows. Steve looks at Zemo through a window.]*

**Helmut Zemo:** I thought about nothing else for over a year. I studied you. I followed you. But now that you're standing here, I just realized . . . there's a bit of green in the blue of your eyes. How nice to find a flaw.

**Steve Rogers:** You're Sokovian. Is that what this is about?

**Helmut Zemo:** Sokovia was a failed state long before you blew it to hell. No. I'm here because I made a promise.

**Steve Rogers:** *[He studies Zemo.]* You lost someone?

**Helmut Zemo:** *[He looks grave, clicks his tongue.]* I lost everyone. And so will you. *[He*

*plays surveillance footage from December 16th 1991. Steve steps over to the screen.] An empire toppled by its enemies can rise again. But one which crumples from within? That's dead . . . forever.*

**Tony Stark:** *[He looks at the freeze frame of a secluded road and the date, December 16 1991. His eyes rove, anxiously.] I know that road. What is this?*

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*[The video plays. That car that the Winter Soldier forced off the road crashes into a tree. Tony watches intently as the Winter Soldier rides up and gets off his motorbike. Steve watches Tony's increasing unease. The driver lies on the ground beside the car. It's Tony's father, Howard.]*

**Howard Stark:** Help my wife. Please. Help.

*[The Winter Soldier walks over and hoists him up by his hair. He stares at Howard's bloody face. Howard stares back pleadingly.]*

**Howard Stark:** Sergeant Barnes?

**Maria Stark:** Howard!

*[Tony glares at Bucky. In the video the Winter Soldier pounds Howard hard in the face with his metal fist.]*

**Maria Stark:** Howard!

*[In grief Tony closes his eyes for a moment. On screen his father slumps dead. The Winter Soldier puts him in the driver's seat with his face against the steering wheel. Tony stares in horror. Maria's in the passenger seat with blood streaked down her face. The Winter Soldier walks around and grips her throat. Expressionless he strangles Maria. Tony watches the screen stunned. The Winter Soldier walks up and aims a gun at the surveillance camera.]*

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*Steve watches Tony anxiously. Tony lunges towards Bucky, Steve stops him.]*

**Steve Rogers:** Tony. Tony.

**Tony Stark:** *[Consumed with grief and tears glistening in his eyes he turns and looks at Steve.]* Did you know?

**Steve Rogers:** I didn't know it was him.

**Tony Stark:** Don't bullshit me, Rogers! Did you know?

**Steve Rogers:** Yes.

*[Tony steps back, his chin jutting upwards twitchy. Tony reengages the Iron Man helmet. He punches Steve to the floor and deflects gunfire from Bucky, disarming him. he grabs Bucky and flies across the chamber. He slams him onto the floor, then jumps on his arms. Steve's shield hits Iron Man, distracting him. Steve barges him backwards, Iron Man shoulders him to the floor and shackles his ankles. Bucky punches Iron Man who just lifts him and slams him against a machine. Iron Man raises a fist but Bucky twists it. A rocket shoots out of Iron Man's arm, a fireball explodes. Steve slices his shackles as a towering structure of pipework collapses. Tony and Bucky are thrown down a level as twisted metal falls around them, showering sparks.]*

**Steve Rogers:** *[to Bucky]* Get out of here!

*[As Bucky bolts Iron Man fires, but misses. Steve lands in front of him. Bucky hits a control panel and the silo-styled door overhead starts to open.]*

**Steve Rogers:** It wasn't him, Tony. Hydra had control of his mind!

**Tony Stark:** Move!

**Steve Rogers:** It wasn't him!



*[Steve grabs Iron Man's ankle in mid air and smashes it. Iron Man blocks Steve by shooting down rubble, then falteringly flies up the tower.]*

**FRIDAY:** Left boot jet failing. Flight systems compromised.

**Tony Stark:** Ah crap.

*[Above him Bucky leaps from platform to platform. With stuttering jets Iron Man gives chase, then kicks Bucky and takes aim, but the energy bolt rebounds off Steve's shield onto himself. Iron Man drops like a stone and lands on a lower platform.]*

**Steve Rogers:** He's not going to stop. Go.

*[As Iron Man soars upwards, Steve leaps and shoots a wire which wraps around Iron Man's neck and drags him back down. He deflects Steve's shield, then tries to target Bucky.]*

**Tony Stark:** Come on, come on.

**FRIDAY:** Targeting system's knackered, boss.

**Tony Stark:** I'm eyeballing it. *[His helmet retracts and he shuts one eye, taking aim at the opening hatch. He fires and hits the giant hinge which explodes, cutting off Bucky's escape route. He flies up, blocks two swings from an iron pipe from Bucky, then grabs him around the neck from behind.]* Do you even remember them?

**Bucky Barnes:** I remember all of them.

*[Bucky pushes them both from the walkway, Steve jumps into them to deflect their fall. Bucky lands on a platform while Tony and Steve land on the concrete floor besides opening in the wall where snow drifts in from outside]*

**Steve Rogers:** This isn't gonna change what happened.

**Tony Stark:** I don't care. He killed my mom.

*[They trade punches and Iron Man ends up pinning Steve down. Bucky picks up Captain America's shield and leaps down to help. As the two super soldiers fist fight with Iron Man the shield changes hands between them until Tony manages to zap Steve who is thrown back into the wall. Bucky struggles to hold Iron Man at bay as he unleashes an energy beam, then he forces Iron Man against the opposite wall and grips the glowing core in the chest of the Iron Man Suit. A blast of energy knocks Bucky down, metal arm completely blown away. Tony zaps him again. Steve rushes him with his shield up and Iron Man fires right at it]*

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*[Zemo is outside, listening to a phone message.]*

**Zemo's Wife:** You should've seen his little face. Just try, okay? I'm going to bed. I love you.

**T'Challa:** *[Sneaks up behind him]* I almost kill the wrong man.

**Helmut Zemo:** Hardly an innocent one.

**T'Challa:** This is all you wanted? To see them rip each other apart.

**Helmut Zemo:** *[Deletes the voice message]* My father lived outside the city. I thought we would be safe there. My son was excited. He could see the Iron Man from the car window. I told my wife, "Don't worry. They are fighting in the city. We're miles from harm." When the dust cleared . . . and the screaming stopped. It took me two days until I found their bodies. My father . . . still holding my wife and son in his arms. And the Avengers? They went home. I knew I couldn't kill them. More powerful men than me have tried. But, if I could get them to kill each other . . . I'm sorry about your father. He seemed a good man. With a dutiful son.

**T'Challa:** Vengeance has consumed you. It's consuming them. *[He blinks ruefully and retracts the claws in his gloves.]* I am done letting it consume me. Justice will come soon enough.

**Helmut Zemo:** *[Holding a gun Zemo smiles thinly.]* Tell that to the dead. *[He tries to shoot himself but T'Challa grabs him just as he fires.]*

**T'Challa:** The living are not done with you yet.

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*[Tony and Steve are still fighting in the silo.]*

**FRIDAY:** You can't beat him hand to hand.

**Tony Stark:** Analyse his fight pattern.

**FRIDAY:** Scanning! *[Iron Man's HUD flashes red as Steve lands blow after blow.]*

Countermeasures ready.

**Tony Stark:** *[He grabs Captain America's shield.]* Let's kick his ass. *[He flings the shield away then zaps Steve backwards, head over heels. Steve rises and Tony blocks his punches then zaps him to his knees, right in front of Bucky who's lying on his back.]*

**Steve Rogers:** He's my friend.

**Tony Stark:** So was I. *[He punches Steve then throws him back towards the gaps in the wall.]* Stay down. Final warning.

**Steve Rogers:** *[He struggles to his feet, his face bloody and his gate weary. He raises his fists and stares Iron Man down.]* I can do this all day.

*[Iron man raises his left palm ready to fire. Bucky grabs his leg and Tony spins, kicking him in the face. Steve grabs Iron Man and lifts him over his head, then throws him down, punches him and bashes his mask off with his shield before striking down hard on the suit's core. Tony looks horrified and glowers fearfully at Steve who pants for breath. Both have blood spattered across their faces. Steve looks back at Tony then shuts his eyes and slumps down. The shield remains upright, stuck upright in the center of the Iron Man Suit. When Steve struggles up again he takes hold of the shield, gripping the edge and pulling it free. He steps away from Tony who rolls painfully onto his side. Bucky lies bloodied but conscious, Steve reaches out and pulls him to his feet, holding him up as Tony looks on.]*

**Tony Stark:** That shield doesn't belong to you. *[Steve turns his back.]* You don't deserve it. My father made that shield! *[Steve stops, raises his chin, then drops the shield and walks away with Bucky's arm around his shoulder.]*

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*[In a secure chamber at the Berlin UN bunker Zemo's contained in a prison pod, his ankles cuffed to his seat. Everett Ross enters the chamber.]*

**Everett Ross:** Meals at eight and five. Toilet privileges twice a day. Raise your voice, zap.

Touch the glass, zap. You step out of line, you deal with me. Please, step out of line.

Hmm? *[Zemo just stares.]* So how does it feel? To spend all that time, all that effort . . . and, to see it fail so spectacularly?

**Helmut Zemo:** *[He looks up to meet Everett's gaze.]* Did it?

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*[Back at Avengers HQ, Tony is with Rhodes as he tentatively walks beside parallel bars with tech on his legs.]*

**Tony Stark:** It's just the first pass.

**James Rhodes:** Yeah.

**Tony Stark:** Give me some feedback. Anything you can think of. Shock absorption. Lateral movement. Cup holder?

**James Rhodes:** You may wanna think about some AC down in . . . *[He falls onto his hands.]*

**Tony Stark:** Let's go. I'll give you a hand.

**James Rhodes:** No, no, don't. Don't help me. Don't help me. [*He rises to his hands and knees, turns to sit on the floor beside Tony.*] 138. 138 combat missions. That's how many I've flown, Tony. Every one of them could've been my last, but I flew 'em. Because the fight needed to be fought. It's the same with these Accords. I signed because it was the right thing to do. And, yeah, this sucks. This is . . . this is a bad beat. But it hasn't change my mind. I don't think. [*He gives a crooked smile and takes Tony's hand.*]

**Tony Stark:** You okay?

**James Rhodes:** Oh yeah.

**FedEx Driver Stan Lee:** [*Knocks on the window with a packet in his hand.*] Are you Tony "Stank"?

**James Rhodes:** Yes, this is--this is Tony "Stank". You're in the right place. Thank you for that! I'm never dropping that, by the way. Table for one, Mr. "Stank". Please, by the bathroom.

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[*Tony is alone, opens the package and finds an envelope and a phone inside.*]

**Steve Rogers:** [*letter to Stark*] Tony, I'm glad you're back at the compound. I don't like the idea of you rattling around a mansion by yourself. We all need family. The Avengers are yours, maybe more so than mine. I've been on my own since I was 18. I never really fit in anywhere, even in the army. My faith's in people, I guess. Individuals. And I'm happy to say that, for the most part, they haven't let me down. Which is why I can't let them down either. Locks can be replaced, but maybe they shouldn't. I know I hurt you, Tony. I guess I thought by not telling you about your parents I was sparing you, but I can see now that I was really sparing myself, and I'm sorry. Hopefully one day you can understand. I wish we agreed on the Accords, I really do. I know you're doing what you believe in, and that's all any of us can do. That's all any of us should . . . [*As Steve reads his letter off screen it's indicated that he breaks his team out of the Raft.*]

**FRIDAY:** Priority call from Secretary Ross. There's been a breach at the Raft prison.

**Tony Stark:** Yeah, put him through.

**Secretary Ross:** Tony, we have a problem.

**Tony Stark:** Ah, please hold.

**Secretary Ross:** No. Don't . . .

**Steve Rogers:** [*letter to Stark*] So, no matter what. I promise you, if you need us, if you need me, I'll be there.

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[*Wakanda, medical facility.*]

**Steve Rogers:** You sure about this?

**Bucky Barnes:** I can't trust my own mind. So, until they figure out how to get this stuff out of my head I think going back under is the best thing . . . for everybody. [*He goes back into cryo.*]

[*Steve stands staring through a window, T'Challa walks towards him.*]

**Steve Rogers:** Thank you for this.

**T'Challa:** Your friend and my father, they were both victims. If I can help one of them find peace...

**Steve Rogers:** You know, If they find out he's here . . . they'll come for him.

**T'Challa:** Let them try.

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*[In Peter's room on Queens. May speaks to him from somewhere in the apartment.]*

**May Parker:** So. Who was it? Who hit you?

**Peter Parker:** Some guy. So itchy, man. God. *[He fiddles with a wrist band.]*

**May Parker:** What's "some guy's" name?

**Peter Parker:** Uh, Steve.

**May Parker:** Steve? From 12-C? With the overbite?

**Peter Parker:** No, no, no. You don't know him, he's from Brooklyn. *[Peter's wrist band emits a red beam which he hides when his aunt comes into the room.]* Ouch.

**May Parker:** Well . . . I hope you got a few good licks in.

**Peter Parker:** Yeah, I got quite a few in, actually. His friend was huge. Like huge. *[May gives him ice in a towel.]* That's way better. Thank you.

**May Parker:** Okay, tough guy. *[She smiles broadly then leaves the room.]*

**Peter Parker:** Love you, May. Hey, can you shut the door? *[He shines the red beam onto his bedroom ceiling and grins looking up at a glowing image of Spider-Man's mask.]*  
*[the final screen text shows 'Spider-Man will return']*

**[End of Captain America: Civil War]**