

MAXX POWERS AND THE
LOVE TRIANGLE OF DOOM

a Maxx Powers adventure

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FADE IN:

INT. THERAPIST'S OFFICE -- DAY

LAURA LADD (30s) -- strong, smart, naturally beautiful -- sits on a couch across from an unseen THERAPIST.

LAURA

I know what he does is important. Incredibly important. But I just don't see how he has time for any relationship, not with his job.

THERAPIST (O.S.)

Maxx, you've heard Laura. You've heard her frustration. How does that make you feel?

REVEAL SUPERHERO MAXX POWERS sitting on the couch, looking super-uncomfortable. He's ruggedly handsome and wears a red, white, and blue skin-tight costume.

MAXX

Feel?

Maxx fidgets uncomfortably.

MAXX (CONT'D)

No, I'm more a man of action.

LAURA

Maxx doesn't "do" feelings. His whole family's like this -- completely shut down emotionally.

MAXX

(rolling eyes)

Here we go... this is where we blame it on my childhood, right Doc?

THERAPIST

We're not here to blame anyone. But it might be useful for me to know more about your upbringing.

MAXX

(matter of fact)

There's not much to tell. I was abandoned by my biological parents and experimented on by my adoptive father, who also experimented on my brother. But that one went horribly awry and now he's my arch-enemy intent on killing me and destroying the world.

THERAPIST

Maxx, you grew up without any role models of healthy relationships, it's no surprise you're afraid of commitment.

MAXX

(steely)

Maxx Powers is afraid of nothing.

He stares at the therapist until she stops writing on her pad. He keeps staring. Finally, she starts erasing.

THERAPIST

(nervously)

Well, no need to dwell on the past. Let's get back to you two. Why don't you tell me how you met?

MAXX

(chuckling)

Actually, it was through my brother...

DISSOLVE TO:

INT. BART STATION -- MORNING (FLASHBACK)

Passengers stream out of a subway as a PERUVIAN PAN FLUTE BAND plays for tips. A commuter drops a dollar in an open guitar case. Another tosses in a handful of change. Then...

A pair of KNEE-HIGH YELLOW LEATHER BOOTS steps into frame and KICKS THE GUITAR CASE, sending the tip money scattering.

The Peruvian musicians start to yell, but stop when they see the ominous CAPED FIGURE looming over them... SUPERVILLAIN LES POWERS. His evil eyes glint from beneath his mask, muscles bulge under his skin-tight yellow and green costume.

The Peruvians FLEE UP THE STAIRS in terror, followed by panicking COMMUTERS.

Les strides to an ELECTRICAL PANEL labeled "DANGER: HIGH VOLTAGE". He rips off the cover, immune to the deadly electricity surging through his body. He yanks out a thick wire and sticks it into a BOMB made of plastic explosives. He starts the timer. 60, 59, 58...

MAXX

Give me one reason not to kill you right now.

Les spins and comes face-to-face with Maxx.

LES
I'll give you two!

He LAUNCHES A FIREBALL from each of his hands. Maxx deflects them with his titanium wristbands. The fireballs BLAST A GAPING HOLE in the ceiling. The PAN FLUTE BAND falls through, CRASHING DOWN ON MAXX.

Les CACKLES and FLIES OFF.

Maxx sees the timer. 10, 9, 8... He throws off the Peruvians and hurls his body on top of the bomb. 3, 2, 1... We hear a muffled BOOM, and Maxx's cape flutters slightly.

EXT. EMBARCADERO BART STATION -- AT THAT MOMENT

Frightened commuters flee the station. A news van screeches to a halt. LAURA jumps out and shoulders a digi-beta camera.

Reporter PAMELA WINBLAD tentatively steps out of the van. Pam is beautiful in a "it takes two hours to get out of the door in the morning" kind of way.

PAM
What are you, crazy? We already have an assignment. In ten minutes I'm supposed to be playing tic-tac-toe with a chicken in Chinatown.

LAURA
Screw the chicken. You wanna be working at "Wake Up and Smell the City" forever? This could go national.

Laura fearlessly pushes her way through the fleeing throngs toward the Ferry Plaza Building.

EXT. EMBARCADERO -- AT THAT MOMENT

Maxx scans the crowd for Les, then speaks into his video-phone watch.

MAXX
Maxx to Douglas. Any sign of him?

INT. MAXX'S LAIR -- AT THAT MOMENT

Maxx's sidekick, DOUGLAS HAVERLAND, sits in front of a bank of monitors. He wears a wireless headset and a very well tailored mauve uniform that he designed himself.

DOUGLAS

That's a negatory. I'm monitoring the perimeter -- Les Powers is still in the area. But where?

Douglas sees something on one of the monitors. He leans in closer, eyes narrowing. Then he gets a bottle of glass cleaner and a paper towel and wipes something off the screen.

DOUGLAS (CONT'D)

But where?

EXT. EMBARCADERO -- AT THAT MOMENT

Maxx spots a pair of KNEE-HIGH YELLOW LEATHER BOOTS at a shoe-shine stand. Maxx SNEAKS UP on Les, who hides behind an open newspaper.

Maxx COCKS HIS FIST and pushes the newspaper aside. It's not Les, but a DRAG QUEEN in a mini skirt and tube top, who SCREAMS like a frightened schoolgirl.

MAXX

Sorry, ma'am. Sir. Ma'am.

LES (O.S.)

Looking for these?

Les APPEARS BEHIND MAXX and SLAMS one of his knee-high yellow leather boots into Maxx's CROTCH.

INT. MAXX'S LAIR -- AT THAT MOMENT

Douglas holds his headset away from his ear as we hear Maxx's off-camera SCREAM.

EXT. EMBARCADERO -- AT THAT MOMENT

Maxx turns and punches Les in the FACE. Les counters with another kick to Maxx's CROTCH.

Maxx drops to a knee, then spins around, kicking Les' legs out from under him. Les hits the ground hard, then manages to deliver yet one more kick to Maxx's CROTCH.

MAXX

You always did fight dirty. Even when we were kids.

MAXX performs a series of expert gymnastic flips culminating in a flying roundhouse kick to Les' FACE.

LES

And you always played by the rules, you sanctimonious prick.

MAXX
(scolding)
Language!

LES
No wonder you were Daddy's favorite.
You played football and dedicated
your life to good. What did that
leave for me?
(bitterly)
Soccer. And pure evil!

Les grabs a BABY CARRIAGE from a horrified mother. He takes the baby and HOLDS IT HIGH IN THE AIR for a menacing beat. Then he RAMS the empty carriage into Maxx's CROTCH, then safely returns the baby to the carriage.

ANGLE ON FERRY PLAZA BUILDING

Laura leans out a window high above the plaza to film the action.

BACK ON MAXX

Enraged, he charges at Les. The two of them TUMBLE through the air and SMASH into the Ferry Plaza Building.

ON LAURA

She loses her balance and FALLS out the window. At the last second, she GRABS hold of an American flag with one hand.

ON MAXX

He takes a step back from the wall. Les collapses to the ground, OUT COLD.

ON LAURA

The flag starts to RIP. Laura reluctantly lets go of the camera and grabs the flag with both hands. The camera crashes to the ground. The FLAG gives way. Laura hurtles to a certain death.

LAURA
HELLLLLPPPPPPP!

ON MAXX

He quickly BENDS A PARKING METER over each of Les' arms, pinning him to the ground.

Laura PLUMMETS through the air...

...and right into the strong arms of MAXX POWERS!

MAXX

Are you okay?

LAURA

Thanks to you.

MAXX

(modest)

Don't thank me. Do you thank the sun for shining? The birds for singing? It's what I do. It's who I am. You're welcome.

Maxx looks deeply into Laura's eyes. She looks into his. A connection. As the American flag wraps around them, they KISS.

MEANWHILE...

On the other side of the street, the two parking meters have been CHEWED THROUGH. Les is GONE.

DISSOLVE TO:

INT. THERAPIST'S OFFICE -- DAY

The therapist fills the final page of her pad, then looks up.

THERAPIST

Believe or not, your story is fairly typical -- give or take a few explosions. Most relationships start off with a lot of intensity. The challenge is to keep that excitement alive. And that takes work.

(then)

I'm going to give you an exercise.

MAXX

(suddenly interested)

Exercise?

THERAPIST

A relationship exercise.

MAXX

Hmm.

THERAPIST

You two are going to have a date night. Maxx, what's something Laura likes to do?

Maxx thinks. An awkward silence as he tries to come up with something.

LAURA
(helpfully)
I wouldn't mind going to the
ballet...

MAXX
A bunch of guys running around in
tights? Please.

Laura glances at Maxx's uniform and shakes her head.

LAURA
Maybe just a quiet dinner at the
lair?

THERAPIST
That could work, too. The important
thing is you pick something and
commit to it. No excuses, no
interruptions. Do you think you
can do that?

LAURA
We can try.

Maxx takes her hand.

MAXX
Try, and succeed. Laura, I'll do
whatever it takes. The last thing
in the world I want to do is lose.
You. Lose you.

THERAPIST
Okay, I think that's a great first--

Maxx's video-phone watch BEEPS.

DOUGLAS (O.S.)
Maxx, a nuclear sub has run aground
off the coast of Monterey.

MAXX
I'm sorry, Douglas. I'm in the
middle of something.
(then, to therapist)
Go on.

THERAPIST
Um... Yes, well, I just--

DOUGLAS (O.S.)

Maxx! In five minutes half of California will be covered in radioactive dust.

Maxx just sits there. Not sure what to do. A bead of sweat trickles down the therapist's face.

LAURA

Just go.

Maxx leaps to the window, then hesitates.

MAXX

This isn't a test, is it? Like you're saying go but you really want me to stay...

THERAPIST

Please, for the love of God, go!

WHOOSH! And Maxx is gone.

DISSOLVE TO:

INT. MAXX'S APARTMENT -- NIGHT

A masculine, modern, slightly sterile penthouse apartment with a killer view of the Golden Gate Bridge. Laura is putting the finishing touches on a romantic dinner. She lights candles and fusses with the placement of the wine glasses. A single drop of candle wax lands on the polished wood table. She frantically tries to peel it off with her fingernail.

The door opens. Laura slides a placemat over the drop of wax and spins around. But it's not Maxx. It's DOUGLAS. He's holding a bag from Hollywood Video.

DOUGLAS

Who let you in? Maxx didn't add your retina prints to the biometric scanner, did he?

LAURA

Your doorman will open anything for twenty bucks. Twenty for the door, another twenty for that jar of olives...

DOUGLAS

But it's Tuesday night. Tuesday night is sandwich night. Maxx and I make sandwiches. And rent a movie.

LAURA

Yes, Douglas, I know. And I also know how much Maxx looks forward to it.

DOUGLAS

(pleased)

He said that?

LAURA

Yes. But it's also date night. Maxx and I really need to spend some time together...

(delicately)

Alone.

Douglas stares at her a beat, then pops an olive in his mouth.

DOUGLAS

Fine. Tell Maxx if he needs me, I'll be in my room watching "Freaky Friday" by myself.

Douglas pulls a sconce and the fireplace spins around, revealing a metal pole.

LAURA

Thanks. You're a good sidekick.

DOUGLAS

(defensive)

Executive crime-fighting assistant.

LAURA

Sorry. Executive crime-fighting assistant.

DOUGLAS

Well, enjoy dinner. Maxx should be back from the Giants game in a few hours.

LAURA

Giants game? He told me he was going after elephant poachers in northern Thailand.

Oops. In a flash, Douglas is down the pole and gone. The fireplace spins back into place. A peeved Laura sits at the table and idly peels the drop of wax.

DISSOLVE TO:

INT. MAXX'S APARTMENT -- NIGHT

The candles have burned down, wax is all over the table. Laura sits glumly before a cold and untouched meal.

WHOOSH!

Maxx flies in the window. He lands on a small doormat and wipes his feet.

MAXX

Laura, what are you doing here?

He suddenly notices the fancy meal.

MAXX (CONT'D)

And why did Douglas make dinner?
It's sandwich night.

LAURA

I made it. For date night.
(bummed)
Or did you forget?

Laura suddenly FREEZES. Maxx quickly FLIES OUT THE WINDOW.

EXT. DELI -- NIGHT

The clerk is frozen, too, as are customers, pedestrians, and a dog in mid-urination. MAXX HAS STOPPED TIME. Maxx lands, grabs a bouquet of flowers, pulls some money out of his utility belt, drops it in the register, takes out the appropriate change and flies off.

INT. MAXX'S APARTMENT -- NIGHT

Maxx flies in, closes the window, and returns to his position in front of Laura. She UNFREEZES.

MAXX

I was just kidding. Of course I
didn't forget!

Maxx pulls out the bouquet from behind his back.

LAURA

Aww, Maxx, they're beautiful.
(then, suspicious)
Did you just stop time and go down
to the deli?

MAXX

What? No.

LAURA

But the window is closed. A second ago, it was open.

Laura points to the window. It's now open again. Maxx looks at her innocently.

LAURA (CONT'D)

(confused)

I thought--

MAXX

Come on, let's eat.

LAURA

What's the point? It's cold.

Maxx takes a seat at the table and uses his EYE LASERS to warm up the meal. He digs in, then notices Laura is not eating.

MAXX

Look, I'm sorry I was late. But if you're gonna to be mad at anyone, be mad at those poachers. The things I caught them doing to those baby elephants--

LAURA

I know you were at the game.

Uh-oh. Laura just stares at Maxx, waiting for a response. A long beat, then...

A big, red hotline phone under a glass dome RINGS.

MAXX

(answering)

Yes, Mr. President?... I see, but I'm kind of in the middle of a code red myself right now... Mmm hmm. Mmm hmm. Very well, sir.

(hangs up)

I've got to go.

LAURA

Right now?! What happened to no excuses, no interruptions?!

MAXX

Les is in China trying to blow up the Three Gorges Dam. What am I supposed to do?

EXT. SKY -- NIGHT

Maxx flies through the air with Laura riding on his back, her hair whipping wildly.

LAURA

I can't keep doing this, I can't keep wasting my time. I mean, where is this relationship is going?

MAXX

(charming smile)

To China.

LAURA

Yeah, ha ha. To China. I'm serious, Maxx -- if you can't even make time for me, how are you ever going to have time for a family, for kids?

MAXX

You want kids?

LAURA

Uh, yeah. Don't you?

MAXX

I don't know. They're always getting stuck in wells, or kidnapped by drug lords.

LAURA

Not always.

MAXX

Seems like it. And let's say we did have kids, who knows if they'd be super, or half-super, or not super at all.

LAURA

So I guess that's me, huh? Not super at all.

MAXX

I didn't mean it like that.

LAURA

No? Maybe you should turn back time and it'll be like you never said it.

MAXX

I can't turn back time, I can just
stop it.

LAURA

So you did stop time.

MAXX

(frustrated)

I didn't say I did. I said I could.

LAURA

I don't know what to believe
anymore. Just... put me down.
Put me down now.

Maxx and Laura land within sight of the THREE GORGES DAM.
All around them, CHINESE PEOPLE run in terror as LES POWERS
PUNCHES HOLES in the dam with his bare hands.

LAURA (CONT'D)

It's over, Maxx.

MAXX

What? Uh-uh. No one breaks up
with Maxx Powers!

LAURA

You couldn't just say, "No one
breaks up with me?" That wouldn't
have been arrogant enough?

MAXX

C'mon, why are you doing this?
Why do you have to make a scene?

In the background, CHAOS erupts as water begins BURSTING
from the dam.

MAXX (CONT'D)

Okay, you're unhappy. I get that.
But we can work this out. I know
we can.

LAURA

Sorry, Maxx. Save the dam. Save
the Chinese. There's nothing left
to save here.

Laura walks away. Maxx watches her go, his ego wounded.
And nearly his head, as an EXPLOSION O.S. sends giant
chunks of steel-reinforced concrete raining down on him.
A beat later, he BURSTS out of the rubble.

MAXX
(calling off)
You'll be back!

Maxx flies off to the dam. Laura stops walking, looks around, and realizes she's stuck in the middle of nowhere.

EXT. SAN FRANCISCO AIRPORT -- DAY

A China Airlines plane touches down.

INT. SAN FRANCISCO AIRPORT -- GATE -- DAY

Laura, her hair a mess and clothes wrinkled, gets off the interminable flight from China. She is instantly set upon by a swarm of photographers and television crews.

REPORTER #1
Laura, Laura, over here!

REPORTER #2
Was there another woman involved?

REPORTER #3
What did you do wrong?

Laura blinks back tears in the blinding lights. PAM pushes her way through the pack.

PAM
Excuse me, pardon me, excuse me...
(dropping the Southern charm)
Back off, you vultures! She has no comment!
(to Laura, sotto)
Unless you want to give me an exclusive...

She pulls a mic out of her purse and waves over her cameraman. Laura shoots her a look.

PAM (CONT'D)
No? Okay.
(to the others)
You heard her, no comment.

Pam puts a protective arm around her friend and blocks a camera with the other.

INT. LAURA'S APARTMENT -- NIGHT

A cool but warm South of Market loft -- lots of books and exposed brick. Pam pours a couple of glasses of wine as Laura takes down various photos of her and Maxx.

(In every picture Maxx wears the same serious expression.)

PAM

This is just a blip. You'll see.
In a few days, Maxx will calm down
and realize he was an idiot to let
you go.

LAURA

I broke up with him.

PAM

You idiot! You know you're not
supposed to make big decisions
after Maxx flies you somewhere --
you don't get enough oxygen up
there. Remember that red leather
jacket you bought in Milan?

LAURA

Okay, that was a mistake. But
leaving Maxx... feels right. I'm
ready to move on.

PAM

To who? You've already dated
perfection himself.

LAURA

You think Maxx is so great, you
date him.

A beat. Laura notices Pam holding one of the photos of Maxx, lost in thought.

LAURA (CONT'D)

I wasn't serious.

PAM

(putting down photo)
Of course not.

LAURA

Pam, I'm not looking for a guy
who's perfect. Just a guy who's...
normal.

PAM

Honey, do you know what it's like
out there? 'Cause I do. And the
only thing harder to find in this
city than a superhero is a normal
guy.

CUT TO:

INT. BABY'S ROOM -- NIGHT

Darkness. A MAN wraps a BABY in a blanket, places it gently in a crib, and walks away.

MAN (O.S.)

On my mark: three, two, one, FIRE!

A giant FIREBALL engulfs the crib. The burst of light reveals that the baby's room is set up in...

INT. PRODUCT TESTING LAB -- DAY

The man, JEREMY SELIG -- intelligent, passionate, but somewhat cautious -- wears protective eye-gear and stands in front of a bank of computer screens with a crew of technicians.

They watch anxiously as the fire dies out. Jeremy rushes in and picks up the "baby" in his gloved hands.

JEREMY

I hereby certify these pajamas
flame retardant!

He holds the "baby" aloft and we see that the pajamas are, in fact, unscathed. Everyone CHEERS and high-fives.

INT. PRODUCT TESTING LAB -- LATER

All the lab techs are celebrating. Jeremy sits at a lab bench, peering into a microscope. ANDIE MANLEY, his best friend and co-worker, approaches carrying a blender full of margarita. She is late 30s, sarcastic, and slightly frazzled.

ANDIE

Quittin' time.

She starts to pour some margarita into a beaker, but Jeremy holds his hand over the top. Andie pours anyway.

JEREMY

Stop pouring.

ANDIE

Move your hand.

JEREMY

Stop pouring.

ANDIE

Move your hand. C'mon, we just
saved children's lives. Let's get
wasted!

Jeremy relents and takes a sip.

JEREMY

You really shouldn't be using that
blender -- I'm testing it on Monday.

ANDIE

I'll save you some time -- it's
the Waring MegaMix with variable
speed control, superior ice-crushing
ability, and a shatter-proof
pitcher.

JEREMY

They claim it's shatter-proof. I
still have to verify that.

Andie pounds some margarita straight from the blender.

ANDIE

A bunch of us are headed over to
McGinty's later. It's '90s night.

(tempting)

I know how you like women in
flannel...

JEREMY

Yeah, okay. I'll meet you there.

ANDIE

No, you won't. You'll do what you
always do -- wait a couple of hours,
then send an e-mail to my watch
saying you're too busy.

JEREMY

I am busy.

ANDIE

You're hiding. It's time you got
back out there.

JEREMY

Look, I don't have time for this.
I still have to crunch the pajama
data, finalize the cordless phone
protocol, and there's something
weird going on with this mouthwash.

He puts a few drops of "Liquimint" onto a microscope slide.

ANDIE

Relax. I'm sure it'll still be
weird in the morning.

She holds out the slip of paper. He ignores her and peers into the microscope.

JEREMY
(deadly serious)
I don't think we can wait that long.

Andie takes a look.

ANDIE
Oh my God!

She lets go of the pitcher. It hits the floor and SHATTERS.

INT. EDIT BAY -- DAY

CLOSE ON a screen. PAM PLAYS TIC TAC TOE AGAINST A CHICKEN. We hear Pam's narration.

PAM (V.O.)
...But unlike the game of tic tac toe, Rosie's battle with the avian flu could not end in a tie.

REVEAL Laura, Pam, and an editor watching on a monitor.

PAM (V.O.) (CONT'D)
She will be missed.

LAURA
And... freeze right there, push in on the chicken, slow fade to black.

The editor hits a few buttons. The footage freezes on the chicken staring blankly into camera, then fades out.

PAM
What a piece. Short but powerful.
And speaking of short but powerful,
remember that Rumanian powerlifter
I interviewed last month?

LAURA
Who pulled the train with his teeth?

PAM
Uh huh. Well, he heard about you and Maxx and asked for your number.

LAURA
How do you say "not interested" in Rumanian?

PAM

I'm telling you, Laura, that's what's out there.

LAURA

Then maybe I'll just bury myself in my work.

PAM

I can't let you do that. Especially not this work. It's beneath you.

LAURA

First thing you've said today that makes any sense.

REESE enters, the very short, very driven executive producer of "Wake Up and Smell the City."

REESE

I know, I know, you didn't go to Columbia School of Journalism to obituate a chicken. You deserve better stories. And you'll get them.

He hands Laura a file. She opens it, hopeful.

REESE (CONT'D)

Eventually.

Her face falls as she reads the file.

LAURA

The yearly roundup of kitchen gadgets? But Reese, what about my proposal for a five part series on public school reform?

Reese GROANS.

LAURA (CONT'D)

It's the kind of story we used to do...

REESE

...back when we were the lowest rated morning show in the Bay Area.

(then, gently)

But I'll take a look. Just as soon as we get through sweeps. Which reminds me, make sure you save the vegetable peelers for last. When the apple skin comes off in one loooong piece -- there's your money shot.

INT. PRODUCT TESTING LAB -- TEST KITCHEN -- DAY

CLOSE-UP OF AN APPLE, its peel coming off in one loooong piece. Almost there, almost there... it breaks.

REVEAL ROCKY LEE, a chubby Korean researcher, standing behind a table of slicing, dicing, and peeling gadgets while the cameraman films him.

ROCKY

Sorry, I can do this. First time on TV. In America. When I was seventeen I was on Korean "Dance Fever".

LAURA

It's okay, we've got plenty of time and plenty of tape.

PAM

But only two apples.

LAURA

Maybe we should come back to this after you show us the ergonomic corn holders.

Jeremy and Andie stride into the room.

JEREMY

Forget the corn holders. Who's in charge here?

LAURA

I'm the producer. Is there a problem?

JEREMY

A big one. With this mouthwash.

He pulls a bottle of out his pocket.

JEREMY (CONT'D)

Lot 2693A-886 of Minty Green Flavor Liquimint has been tainted with cryptosporidium!

He pauses for dramatic effect. Pam and Laura look at him blankly.

JEREMY (CONT'D)

Cryptosporidium.

(then)

No?

ANDIE
(helpful)
It's an oocyst.

Still nothing.

JEREMY
When ingested, it can cause
diarrhea, cramping, vomiting,
fatigue and dehydration. Forget
the gadgets. This is your story.

PAM
Darling, I don't know if you've
seen our show, but most of our
viewers eat breakfast while they
watch. They don't want to hear
about... you know...
(whispering)
Diarrhea.

JEREMY
I'm sorry. I don't watch your
show. I don't even have a TV.
But I do have a responsibility to
protect the public from, yes--
(in her face)
Diarrhea.

Pam blanches and turns to Laura, who is staring at Jeremy,
both amused by and impressed with his passion.

PAM
Would you help me out here?

LAURA
Actually, I happen to agree with...
(reading the
embroidered name on
his lab coat)
Jeremy. The gadget story is stupid--

JEREMY
Stupid? I didn't say that -- those
wide grip cheese graters are a
godsend for people with arthritis.
And more people are injured by
dull knives than sharp ones--

LAURA
Jeremy.

JEREMY
(catching himself)
What?

LAURA
We're doing your story.

JEREMY
Oh. Thanks, um...
(searching)
You don't seem to have your name
stitched on any of your clothing.

LAURA
(smiling)
Nowhere you can see. It's Laura.

JEREMY
(smiling)
Thank you, Laura.

They look into each others' eyes. A moment of connection,
which Andie notices. Then...

ROCKY
I got it!

Rocky proudly holds up a loooong apple peel. Then he
realizes that nobody is watching.

INT. MAXX'S APARTMENT -- NIGHT

Maxx flies in the window. Douglas is there to greet him.

DOUGLAS
Welcome home, Maxx. We can now
officially advertise you as "over
one billion saved."
(then)
Hot tea?

He hands Maxx a cup.

MAXX
Thank you, Douglas. The tea in
China was... eh.
(taking a sip)
Excellent.

Douglas beams.

MAXX (CONT'D)
Any calls?

Douglas flips through a thick stack of "while you were
out" message slips.

DOUGLAS

The Chinese Premier called. "Thank you, thank you. A thousand thank yous." Your dry cleaner called. He got out the stain. And Les called. "You'll never get me alive, mwa ha ha ha."

MAXX

And how many times did Laura call?

Douglas flips through more message slips.

DOUGLAS

Uh... Laura did not call.

MAXX

She didn't?

DOUGLAS

Nope. And between you, me and the walls... I think we're better off without her.

MAXX

(covering)

Me, too. Me, too. I was just worried she was going to be one of those stalkery ex-girlfriends, like... What was her name?

DOUGLAS

Heidi Klum?

MAXX

Yeah.

DOUGLAS

Oh. Heidi Klum called.

MAXX

Yeah?

He hands Douglas back his cup of tea and reaches for the phone. Douglas looks miffed.

INT. EDIT BAY -- DAY

Laura is editing the mouthwash piece. On screen is a freeze-frame of Jeremy holding a small vial of Liquimint and looking passionate.

INT. PRODUCT TESTING LAB -- DAY

Jeremy and Andie have a dozen cordless phones in front of them. Jeremy weighs a handset on a small scale and makes a note on his clipboard. One of the phones RINGS. But which one? Jeremy frantically begins answering them.

JEREMY

Jeremy Selig, Consumers Monthly.

(another phone)

Jeremy Selig, Consumers Monthly.

(another phone)

Jeremy Selig, Consumers Monthly.

INTERCUT WITH LAURA AT WORK

LAURA

Jeremy? Hi, it's Laura Ladd over at "Wake Up and Smell the City."

JEREMY

Oh, hey, Laura. Sorry about that, we're testing cordless phones today. Can you hear me okay?

LAURA

Yeah.

JEREMY

But on a scale of 1 to 5, 5 being the best...

LAURA

Uh... four?

JEREMY

Really? Very interesting.

He makes a note on a clipboard. Andie starts tugging on his lab coat to get his attention. He waves her off.

LAURA

I was just calling to doublecheck something -- how do you spell "oocyst"?

JEREMY

It's o-o.

LAURA

Oh.

Andie is now poking Jeremy with a cordless phone antenna.

JEREMY

Can I put you on hold a sec?

He pushes a button on the phone, then turns to Andie, annoyed.

JEREMY (CONT'D)

What?!

ANDIE

Would you ask her out already?

JEREMY

What are you talking about?

ANDIE

Come on, I saw the way you were looking at her -- you're into her, and she's clearly into you.

JEREMY

You're crazy.

ANDIE

Then why'd she call? Like she really didn't know how to spell oocyst?

JEREMY

Andie, she's like the prettiest smart girl I've ever met -- a perfect five. She'd never go out with a guy like me.

LAURA

(from the phone)

Sure I would.

Jeremy looks at the phone, mortified.

JEREMY

Huh. Speakerphone button is a little too close to the hold button. I'm gonna have to take points off for that.

Laura smiles.

LAURA

And for what it's worth, there was a lot of static, too. I could barely hear you say I was pretty and smart.

JEREMY

Maybe I should just tell you in person. How's Friday?

INT. RESTAURANT -- EVENING

Maxx is having dinner with Heidi Klum in a crowded restaurant. The paparazzi are shooting pictures through the window.

HEIDI KLUM

It's frustrating, you know? I mean, on the one hand I want to be known for being more than just a model, but on the other hand, modeling is all I do.

Maxx nods with interest. Then we see he's actually looking past her and through the brick wall behind her. He's using his X-RAY VISION to watch a Giants game on the TV of the bar next door.

HEIDI KLUM (CONT'D)

Just the last six months alone, I've done Armani in Milan, Varvatos in Paris, Issey Miyake in Tokyo--

Moises Alou hits a homerun.

MAXX

Yes!

Heidi looks at Maxx quizzically.

MAXX (CONT'D)

(covering)

I love Tokyo. It's one of my favorite megalopolises.

EXT. GOLDEN GATE PARK -- NIGHT

Various softball teams play under the lights. On one field, the Consumers Monthly "Raters" warm up. Jeremy and Laura, both wearing "Raters" jerseys, toss a ball back and forth.

JEREMY

So if we beat "Wine Spectator" and the "Chronicle" loses, then we battle "Cosmo Girl" for the championship. And I do mean battle -- "Cosmo Girl" is gunning for a three-peat.

LAURA

Boy, you take this pretty seriously.

JEREMY

Not really.

He tosses her the ball again. She looks in her glove and finds a beer. He pulls another out of his back pocket for himself. They crack them open.

JEREMY (CONT'D)

If you're hungry, I've also got some peanuts.

LAURA

God no. I'm totally allergic. I eat even one nut... itching, my throat closes up, eventually--

JEREMY

--Anaphylactic shock.
(off her look)

I wrote an expose of the candy industry for the Halloween issue. You know how they say, "Almond Joy's got nuts, Mounds Don't"? Not true. They're made in the same factory, so technically, "Almond Joy's got nuts, Mounds have trace amounts of nut dust."

LAURA

I guess that's not as catchy a slogan.

JEREMY

You laugh. But I might have just saved your life. How many guys can say that on a first date?

LAURA

(uncomfortable laugh)

Not too many.

JEREMY

What. What's wrong?
(then)

Wait a minute... did you used to date a lifeguard?

LAURA

No, nothing that exciting. Which I guess is why it just ended.

JEREMY

Oh, I'm sorry. Want to talk about it?

LAURA

Not much to say. He's was always working, which... okay, his work was very important. But he hardly had time for me. And when we'd finally get a moment alone, his phone would ring -- some emergency -- and he'd go flying off halfway around the world.

(catching herself)

On a plane.

JEREMY

What does this guy do for a living that's so important?

LAURA

(quickly)

Businessman.

EXT. LAURA'S APARTMENT BUILDING -- NIGHT

Maxx LANDS in front of the building and presses the buzzer.
BUZZ. BUZZ. BUZZ. A janitor passes by.

JANITOR

She no here, Señor Maxx.

MAXX

Sure she is. She's probably stuck on her couch, crying into a pint of Ben and Jerry's.

JANITOR

No. I see her get in cab with some gentleman.

MAXX

Who? What did he look like? Where were they going? Ben and Jerry's?

The Janitor shrugs. Maxx rolls his eyes, reaches into his utility belt, and pulls out a twenty.

MAXX (CONT'D)

This jog your memory?

JANITOR

Sorry, Señor Maxx. I didn't see.

MAXX

Too bad your vision isn't... twenty
twenty.

He pulls out another bill and dangles the two twenties in front of the janitor.

JANITOR

Believe me, if I saw I would tell you. My mother, she is very sick and that money--

MAXX

Well, if you remember anything, let me know.

Maxx puts the money back in his belt and flies off.

EXT. GOLDEN GATE PARK -- NIGHT

Jeremy swings a weighted bat. Laura finishes off her beer.

LAURA

So what about you? Any painful memories I can dredge up?

JEREMY

(wistful)

Laura.

LAURA

Yes?

JEREMY

No, that was her name, too.

(then)

Laura...

Long beat, then...

LAURA

Me?

JEREMY

Still her.

(then)

Okay, back to you.

LAURA

So what happened?

Jeremy hesitates -- it's a difficult subject. Andie approaches, holding a clipboard.

ANDIE
Jeremy, you're up!

JEREMY
Be right back.

- Jeremy grabs a batting helmet and trots over to home plate.
Andie stares at Laura for a long beat.

ANDIE
I know you from somewhere.

LAURA
We met at your office. The
Liquimint story?

ANDIE
No, no... someplace else...

Laura looks a little nervous.

ANDIE (CONT'D)
I got it. Tampon study, right?

LAURA
Sorry.

ANDIE
You sure? I'm pretty good with
faces.

CRACK! Jeremy hits a long drive to left field. Laura
looks up, impressed by his athleticism. She joins ANDIE
and their teammates in CHEERING.

ANDIE (CONT'D)
(then, to Laura)
I just want you to know, nothing
ever happened between me and Jeremy.

LAURA
Oh, okay. I didn't think--

ANDIE
I mean, he's a great guy and all...
but he's my boss and he's not really
my type. I like guys who marry
me, knock me up, then leave when
things get "too real."

(awkward beat, then)
I guess what I'm saying is, I won't
stand in your way.

Laura nods. Thanks for sharing. Jeremy crosses home
plate and trots back over. Andie pats him on the ass.

JEREMY

Okay, Laura, you're up.

LAURA

No, that's okay, I haven't played in years.

ANDIE

Sorry, league rules. Everyone bats, even the girls.

JEREMY

Don't worry about striking out. No one will make fun of you -- or I'll fire them.

Laura takes Jeremy's bat and helmet and crosses off. A few players approach, including RUSS (extremely geeky) and Rocky Lee (wearing catcher's gear).

RUSS

(watching Laura exit)

Whoa. Who's the hottie?

JEREMY

Laura.

RUSS

That's Laura?

(squinting)

She lost a lot of weight.

ROCKY

A different Laura, moron.

RUSS

Good for you. This one's smokin'.

(then)

But I know her from somewhere...

ANDIE

I know, right?

RUSS

Tampon study?

ANDIE

No. But I am still waiting on your data.

RUSS

I'm working on it!

CRACK!

They all look up -- astonished. Laura's smacked the ball even farther than Jeremy. As she rounds the bases, Jeremy and his teammates go wild.

TEAM
(chanting)
New Laura! New Laura!

ANDIE
If anyone asks, she works in accounting.

INT. COFFEE SHOP -- NIGHT

Maxx is eating a donut and nursing a cup of coffee while staking out Laura's apartment. Douglas sits next to him in the booth, picking at a cottage cheese and fruit plate.

MAXX
I'm sure they're just friends.
That's all it is. Platonic. I
really wouldn't worry about it,
Douglas.

DOUGLAS
Mmm hmm. Can I go back to the
lair now?

MAXX
No. I'd look pathetic sitting
here all by myself. Keep staring.

Douglas pouts. Maxx takes another bite of his donut.

DOUGLAS
Those things are terrible for you.

MAXX
Give me a break. I wear the same
size unitard I wore in high school.

Maxx looks out the window and sees LAURA AND JEREMY walking down the street holding hands.

INT. LAURA'S BUILDING -- HALLWAY -- NIGHT

Jeremy walks Laura to her apartment door.

JEREMY
Okay, you played varsity softball
at Stanford, you've got a college
world series ring, you like
pineapple on your pizza... anything
else I should know about you?

LAURA

Uh...

EXT. STREET -- NIGHT

Maxx lands on the street in front of Laura's apartment just as a cab drives by. It SCREECHES to a stop. Maxx bangs on the cab's hood.

MAXX

I'm flying here!

INT. LAURA'S BUILDING -- HALLWAY -- NIGHT

LAURA

...I used to play bass guitar in a Go-Go's cover band and when I was a little girl I wanted to be a ballerina, but then I grew these.

She motions to her breasts. Jeremy looks at them and nods sympathetically.

JEREMY

I am so sorry.
(then)
We should go sometime.

LAURA

Where?

JEREMY

The ballet.

LAURA

(surprised)
You like the ballet?

JEREMY

No. But I like you.

She smiles. They KISS.

EXT. STREET -- AT THAT MOMENT

Maxx stares with extreme intensity at the brick building. In his X-RAY VISION, he can see two skeletons kissing.

A furious Maxx starts to fly towards the apartment, his fist stretched in front of him like a battering ram. A SQUAWK comes from Maxx's watch.

DOUGLAS (O.S.)

Maxx!

MAXX

Not now, Douglas.

DOUGLAS (O.S.)

NASA just called. A meteor is on
a collision course with Earth!

Maxx keeps charging the building.

DOUGLAS (O.S.) (CONT'D)

Maxx! Impact in thirty seconds!

MAXX

(big sigh)

Fine.

He tears himself away from Laura's building and flies off.

EXT. OUTER SPACE -- NIGHT

A METEOR hurtles towards earth. Maxx zooms into frame, still furious.

MAXX

I swear, when I find out who this
guy is... AARGH!!!

Maxx lets out a reverberating YELL as he pulverizes the meteor with his fist.

CUT TO:

INT. LAURA'S OFFICE -- DAY

Laura sits in her office, which is stacked to the ceiling with videotapes and newspapers. Corkboards are filled with story ideas. Pam sits on the corner of Laura's desk.

PAM

(incredulous)

You're going to see him again?

LAURA

I had a great time.

PAM

Playing softball.

LAURA

We made the finals!

PAM

How romantic.

LAURA

Okay, so it's not throwing out the first pitch of the World Series with Maxx. But it was fun. It was normal. We walked, we talked, we got pizza. All the things Maxx hated to do.

PAM

So what did Jeremy say when you told him about Maxx?

LAURA

I was going to mention it, but we were having such a good time...

PAM

I don't blame you. Why scare him off? Those are some mighty big tights to fill.

INT. PRODUCT TESTING LAB -- DAY

Jeremy and Andie approach a line of bored, SWEATY MEN who stand with their arms in the air.

JEREMY

(reverie)

...and then we kissed. And it was beautiful.

Jeremy leans in and SNIFFS the first guy's armpit, then makes a notation on his clipboard.

ANDIE

Good for you.

Andie SNIFFS the armpit, then also makes a notation.

ANDIE (CONT'D)

You deserve to love a woman as much as you love your job.

Jeremy nods, then takes a deep SNIFF of the last guy's armpit, then nods again.

JEREMY

You know how sometimes I can be a little... critical?

ANDIE

Occupational hazard.

Andie SNIFFS the next armpit. Pauses. SNIFFS again. Then frowns and makes a notation.

JEREMY

I can't find anything wrong with
this one.

(can't help himself)

Okay, she orders pineapple on her
pizza. Which is, well, disgusting.

Jeremy SNIFFS another armpit.

JEREMY (CONT'D)

But aside from that, all preliminary
data suggests that Laura is perfect.

INT. MAXX'S APARTMENT -- DAY

CLOSE ON MAXX

MAXX

He's a dead man.

CLOSE ON DOUGLAS, ironing Maxx's cape.

DOUGLAS

You can't kill him.

MAXX

You don't think I can get away
with it? I'll just fire up the
eye lasers, fry him, bury his body
on the moon. They won't find him
until we colonize.

DOUGLAS

What about your oath, Maxx -- "to
protect the innocent and destroy
all else."

MAXX

(muttering)

Stupid oath.

(then)

What could she possibly see in
him?

DOUGLAS

Maybe he's, I don't know... a good
listener, emotionally available,
considerate of other people's
feelings--

MAXX

Whoa, whoa, whoa -- Douglas! Ease
up on the starch.

WIDEN TO REVEAL that the cape Douglas is ironing is still being worn by Maxx.

The hotline phone RINGS. Maxx stretches to answer it without pulling his cape off the ironing board. He holds up his hand and the phone LEAPS into it.

MAXX (CONT'D)

You got Powers... Yes, Mr. Chairman... I'm on my way.

(to Douglas)

Les has taken over the Federal Reserve building. There's not a moment to lose!

(then)

Can't you iron any faster?

Douglas redoubles his efforts.

INT. BAR -- NIGHT

A harried Laura enters, fights her way across a crowded dance floor, spots Jeremy, and brightens.

LAURA

(quick kiss)

Sorry. I had to finish editing a piece for tomorrow -- "The top ten places to get pierced."

JEREMY

(counting body parts)

I can only think of eight.

LAURA

No, top ten places in the Bay Area.

JEREMY

That's too bad. I just came up with nine and ten. Ouch.

LAURA

Maybe it's naive, but I got into this because I wanted to make a difference.

JEREMY

Hey, if you keep one kid from getting a tongue infection...

(then)

Seriously, what kind of stories do you want to be doing?

LAURA

Well, I've been working on a piece about public school reform.

(leaning forward)

Did you know that American fourth graders are rated best in the world in math and science, but by the time they reach eighth grade they're in seventeenth place, behind Mexico and Lithuania.

JEREMY

Why? What's happening in our middle schools?

LAURA

I can tell you what's not happening. Rigorous testing, parental involvement--

(then)

But apparently our viewers are more interested in their kids' nipples than their brains.

JEREMY

They're crazy. This is great stuff. Important stuff.

LAURA

Then why can't I get my boss to even read it?

JEREMY

Because if he had any taste he wouldn't be running some crappy morning show. No offense. You should send it to the network news.

LAURA

Please, they'd never hire someone from "Wake Up and Smell the City".

JEREMY

Laura, you're really good at what you do. You should be working with Rather, Brokaw, Jennings...

LAURA

You really don't watch TV, do you?

LATIN MUSIC comes over the sound system. Laura stands up.

LAURA (CONT'D)

Let's dance.

JEREMY

Nah, that's okay.

LAURA

Come on.

(pulling him to his
feet)

It's easy. One two, one two three.

JEREMY

I know how to dance. Laura and I
took lessons. For our wedding.

LAURA

You were married?

JEREMY

Never made it past engaged.

He sits down. She sits next to him.

LAURA

Oh. What happened?

JEREMY

Well, I thought it would be cool
to tango at the wedding because,
you know...

LAURA

Everybody fox-trots.

JEREMY

Exactly. Big mistake. Because
the fox-trot teacher -- Marvin --
was sixty-three and had no hair.
The tango instructor -- Diego --
was twenty-three and had no shirt.
By the fifth lesson, just when I
was finally figuring out what to
do with my hands, Diego tells the
class that he and Laura are in
love and are moving to Argentina,
and Marvin will be taking over
from here.

LAURA

Wow.

JEREMY

Yes. Wow.

He finishes his beer, lost in the past.

LAURA

Why don't I get us a couple more beers?

She starts to walk away. He watches her go. And then... he grabs her hand and pulls it, spinning her towards him. She smiles as they head to the dance floor.

INT. FEDERAL RESERVE BANK -- AT THAT MOMENT

Terrified EMPLOYEES and SECURITY GUARDS are bound and gagged. LES sits at a computer terminal furiously typing code. He wears reading glasses.

LES

Virus uploading.

(reading screen)

80%, 90%, 95%, 98%, 99%, 99%...

100%. To bring the world's largest economy to its knees, press enter.

He dramatically raises his index finger over the keyboard... and brings it down.

A PALM ENTERS FRAME, STOPPING THE FINGER.

MAXX

Give it up, Les. This time there's no escape.

(then noticing something)

Or is there...

Maxx jabs the index finger of his free hand toward the ESCAPE KEY to abort the program. But Les blocks Maxx's finger with his palm. IT'S A STANDOFF, as their fingers quiver with the colossal effort. Finally... Maxx HEADBUTTS Les, shattering his reading glasses. Les SCREAMS and the battle begins.

INT. BAR -- AT THAT MOMENT

Laura and Jeremy reach the dance floor. They begin to tango -- and Jeremy is quite good. Laura can't help but be impressed. As they continue, we INTERCUT their dance with Maxx and Les' battle:

-LAURA AND JEREMY circle each other with a sexy intensity.

-MAXX AND LES circle each other with a deadly intensity.

-LAURA AND JEREMY perform *el gancho*, their legs kicking past one another as they move across the floor.

-MAXX AND LES kick each other, their yellow and blue boots flying.

-LAURA runs to JEREMY and leaps. He catches her and raises her over his head as he spins.

-LES charges at MAXX and leaps. Maxx catches him and raises him over his head as he spins. He then throws him into the THICK VAULT DOOR. LES LEAVES AN IMPRESSION, THEN COLLAPSES TO THE FLOOR.

-JEREMY lowers LAURA, grabs a rose from a nearby table, places it between her teeth, and dips her as the dance comes to an end. They're both sweaty and breathing hard. Everyone APPLAUDS.

LAURA

Now.

JEREMY

Yes. Wow.

He leans in and KISSES HER, a fiery, passionate kiss.

CUT TO:

BLACK. A MAN'S VOICE.

MAN (O.S.)

Take off all your clothes.

Camera moves past a heavy steel door to reveal we are:

INT. PRISON -- NIGHT

Maxx, Douglas, and a hard-boiled WARDEN watch as two burly GUARDS remove Les' costume. They look at it, confused, then look at Les, who stands against a wall in his boxer shorts. He's actually kind of scrawny, with a paunch. All his "muscles" were sewn into his costume.

WARDEN

The mask, too.

The guards remove Les' mask, revealing his thinning hair and a weak chin.

MAXX

He's all yours, Warden.

(to Les)

See you in fifty years to life.

LES

You'll see me sooner than that.
There's not a prison alive that
can hold me!

WARDEN
Take him to solitary.

The guards drag Les off.

DOUGLAS

I never thought this day would come. Your archenemy, in jail at last. Maybe we can finally take that vacation I've been talking about.

MAXX

(darkly)

Vacation? No. Not as long as evil still roams the earth. I have a new archenemy. And his name is Jeremy Selig!

INT. LAURA'S APARTMENT -- NIGHT

The door BURSTS OPEN. Laura and Jeremy stumble in, furiously making out. He starts to unbutton her shirt. She unbuckles his belt. His pants fall to his ankles. He loses his footing and they land on the couch, where they continue making out. Until Jeremy notices...

A PHOTO of Laura with her arms around Maxx. (Maxx stands ramrod straight with his arms across his chest.)

Jeremy pulls out of the kiss.

LAURA

What?

JEREMY

How do you know Maxx Powers?

Laura sees the photo. Uh oh.

LAURA

Oh... uh... I don't. That was at the wax museum.

JEREMY

(looking closely)

I guess that's why he looks so stiff.

He puts the photo back down and starts to make out with Laura again.

LAURA

I'll be right back.

She gives him one last kiss then heads to her bedroom. As soon as she's gone, Jeremy pulls his pants off and swings them over his head a few times in quiet jubilation.

YANK! The pants are ripped out of his hands, caught in the blades of a ceiling fan.

INT. LAURA'S BEDROOM -- CONTINUOUS

Laura turns on some music, lights a few bedside candles, then finds another photo of Maxx. (This one is of Maxx and Laura at the beach. She's in a bikini, he's in his uniform, arms across his chest.) She tosses the photo under the bed.

INT. LAURA'S LIVING ROOM -- CONTINUOUS

Jeremy checks himself in a mirror, then starts doing pushups between two dining room chairs. He hustles back to the couch, checks to see if Laura is coming, then strains to do a bicep curl by lifting one end of the couch.

BANG! BANG! BANG!

MAXX (O.S.)

Laura?

Jeremy puts down the couch as Laura hurries into the living room, now wearing a silk robe.

LAURA

Oh, God.

JEREMY

Who is it?

LAURA

My Ex.

(whispering)

Just pretend we're not home.

MAXX (O.S.)

Laura, I know you're there. I can see you.

Jeremy looks at the door, confused -- there's no peep hole. He puffs out his chest and swaggers to the door.

JEREMY

I'll get rid of him.

LAURA

Jeremy, don't!

JEREMY

I'm not afraid of Mr. Busy
Businessman and his billion frequent
flyer points.

(opening door)

Beat it, buddy, before I beat--

Jeremy comes face-to-face with Maxx Powers. Well, not actually face-to-face. Maxx is HOVERING a few inches in the air to give himself a height advantage over Jeremy.

JEREMY (CONT'D)

--you? You're... You're Maxx
Powers.

MAXX

I'm sorry, Laura. I didn't realize
you had company.

LAURA

What do you want?

MAXX

I just came by to pick up my Norah
Jones album.

LAURA

If I see it, I'll let you know.

MAXX

I'm already here. How 'bout I
just look around?

Maxx FLIES the five feet to the sofa, and for Jeremy's benefit, effortlessly picks it up with one hand and looks underneath.

MAXX (CONT'D)

Nope.

Maxx puts down the sofa and FLIES back to the door.

MAXX (CONT'D)

Well, if it turns up...

(then, to Jeremy)

Nice meeting you, kid.

Maxx gives Jeremy a playful tap on the shoulder and exits. Jeremy rubs his shoulder where Maxx "tapped" him.

INT. HALLWAY -- CONTINUOUS

Maxx swaggers over to Douglas.

MAXX

I don't think we're going to have to worry about him anymore.

DOUGLAS

Oh, my God. You killed him! I knew it. I've got blood on my hands. I should have stopped--

MAXX

I didn't kill him.

DOUGLAS

(on a dime)

Of course not. I knew that.

MAXX

I just scared him a little.

(chuckling)

A lot. C'mon, let's get out of here!

Maxx FLIES a few feet down the hall and presses the elevator button.

INT. LAURA'S APARTMENT -- AT THAT MOMENT

Jeremy is buttoning up his shirt.

LAURA

I'm sorry, I was just waiting for the right moment.

JEREMY

You told me all sixteen countries that test higher than America in math and science, but you couldn't find the time to tell me you used to date Maxx Powers?!

LAURA

I didn't think it would matter.

JEREMY

Then why'd you tell me he was made out of wax?

LAURA

Because I knew it would matter.

JEREMY

Of course it does. He's Maxx Powers! I-- I gotta go.

(heading to door)

Good night, Laura.

He walks out. A beat later, he comes back and JUMPS a few times to grab his pants off the ceiling fan. No luck. He drags over Laura's coffee table, climbs up, and finally snags them.

JEREMY (CONT'D)

Good night, Laura.

He exits, clutching his pants to his chest.

CUT TO:

A COMIC BOOK COVER of Maxx Powers in front of the Ferry Plaza Building. He's catching a woman in midair (the woman looks a lot like Laura -- but with even larger breasts.)

RUSS (O.S.)

The rare Volume 6, Issue 28...

We're in:

INT. PRODUCT TESTING LAB -- DAY

Jeremy, Andie, Rocky and Russ sit around a table covered with Russ's collection of Maxx Powers Comics. (Behind them seven full bottles of ketchup hang upside down over a lab table.)

RUSS

...In which Maxx saves Laura's life and they fall madly in love. Except they changed her name to Linda, probably for legal reasons. Next time you see Maxx, could you ask him to sign this?

JEREMY

I'm not gonna see him again.
Because I'm not gonna see her again.
I'm through with lying Lauras.

ANDIE

So that's it? You're walking away?

JEREMY

Yup.

ANDIE

Come on, if she told you about Maxx when you met her, would you have asked her out?

JEREMY

Probably not.

ANDIE

Then don't think of it as lying.
Think of it as... Okay, it's like
testing ketchup. We don't cover
the label because we're "liars".
We do it because all we care about
is about what's inside the bottle,
not what brand it is or who it
used to date.

JEREMY

But her last boyfriend was perfect!
He's Heinz!

ANDIE

Come on, no one's perfect.

RUSS

Actually, Maxx is. He was
genetically engineered by his
eccentric billionaire adoptive
father to possess the best qualities
of the world's greatest comic book
superheroes.

JEREMY

(holding up comics)-

Look at this, he can stop time, he
can stop bullets, he can-- what's
he doing here?

ROCKY

Talking to fish.

JEREMY

I can't talk to fish!

ANDIE

No, you can't. But maybe she wants
a guy who can talk to her.

Jeremy flips through the comic of Maxx and Laura, trying
to decide what to do.

GLURP!

A drop of ketchup finally emerges from one of the bottles.
Andie, Rocky, and Russ check their watches and make a
notation on their clipboards.

INT. EDIT BAY -- DAY

Laura plays back footage of Pam at a body piercing studio.
A heavily tattooed man stands next to her holding a
piercing gun.

PAM (V.O.)
...In the hands of a true
professional, piercing is not only
safe, but also painless. For "Wake
Up and Smell the City" I'm Pamela
Winblad.

The guy pierces Pam's ear. She holds her smile for a
long beat, then...

PAM (V.O.) (CONT'D)
Fuck! You said it wasn't gonna
hurt, you asshole! Shit!

WIDEN TO REVEAL Pam, with a bandage over her ear, sitting
next to Laura.

LAURA
We'll just cut that last part out.

PAM
Thanks, sweetie.
(then)
Have you talked to him yet?

LAURA
No. I tried him at work, but they
said he couldn't come to the phone.
He was busy "testing ketchups."

PAM
Oof. That's the worst lie I've
ever heard.

LAURA
Well, he was pretty hurt. I
wouldn't be surprised if I never
saw him again.

There's a knock at the door. Laura turns... could it be?
No. It's her boss, REESE. He's holding a folder.

REESE
Laura, so I finally read your
proposal, and I realized, we haven't
been covering schools the way we
ought to.

LAURA
(brightening)
Yeah?

REESE
Yeah.
(MORE)

REESE (CONT'D)

So first thing tomorrow, I'm sending you to Petaluma. There's a middle school out there that just banned thong underwear.

LAURA

You've got to be kidding me.

REESE

I know, I know, they should be able to wear whatever the hell they want, but we don't make the news. We just cover it.

He tosses her the folder and exits.

LAURA

(grabbing folder)

Screw it. I'm sending this to the network.

There's another knock at the door.

LAURA (CONT'D)

(annoyed)

Now what?!

JEREMY

I thought we were going to the ballet.

She spins around -- Jeremy is standing in the doorway.

EXT. WAR MEMORIAL OPERA HOUSE -- NIGHT

Laura and Jeremy emerge from the theater.

JEREMY

You gotta hand it to the Russians. They can't run a country to save their lives, but boy can they dance.

LAURA

You know, I saw the Bolshoi in Moscow once with--

(catching herself)

No one special.

JEREMY

Lemme guess. Followed by dinner at the Kremlin?

LAURA

Just drinks. Of course, Maxx doesn't drink. Or like the ballet. Or the Russians. So... come to think of it, it was a pretty crappy date.

Jeremy laughs. Laura puts her arm through his and they continue strolling.

ANGLE ON:

Maxx flying through the air, a bouquet of flowers in his teeth. He sees LAURA AND JEREMY together and stops short. His jaw drops in shock. The flowers fall to the ground.

CUT TO:

MONTAGE

We see scenes of Laura and Jeremy's blossoming romance.

-They browse a FLEA MARKET. Jeremy holds up a rare import of the Go-Go's "Beauty and the Beach". Maxx secretly watches from the top of a nearby building, perched between gargoyles.

-Jeremy and Laura walk past the tropical fish tank at the AQUARIUM. A beat later, Maxx rushes in. He looks around, unsure of which way they went. He calls one of the fish over and has a brief conversation. Then he runs in the right direction.

-Laura crosses home plate and into Jeremy's arms as the team celebrates winning the championship. An irate Maxx spies on them from a nearby PLAYGROUND. He SLAMS HIS FIST down on a see-saw, sending the kid sitting on the other end FLYING into the air. Annoyed, Maxx flies off to save him.

INT. PRODUCT TESTING LAB -- EVENING

Jeremy, Andie, Russ, and Rocky wear safety glasses and stand before a table loaded with power tools.

JEREMY

Okay, next up is the DeWalt full round head nail gun. They claim a driving power of 900 inch-pounds.

Jeremy fires the gun. They watch, impressed, as a nail shoots into a sheet of plywood. Jeremy takes off his safety glasses and hands the nail gun to Rocky.

JEREMY (CONT'D)

Okay, you guys can take it from here. I gotta run.

ANDIE

In the middle of power tool test?
You feeling all right?

JEREMY

Feeling great. I'm having dinner with Laura's parents.

ANDIE

Meeting the 'rents. Things are getting pretty serious.

ROCKY

So, did you...
(shoots a nail)
...her yet?

JEREMY

That's none of your business.

RUSS

That's a no.

ROCKY

Nothing to be ashamed of. A lot of guys would be intimidated to...
(shoots)
...a woman who used to...
(shoots)
...Maxx Powers.

JEREMY

Good night, Rocky.

ROCKY

Good night. Oh, and Jeremy...
Don't...

He grabs another tool and uses it.

ROCKY (CONT'D)

...it up.

JEREMY

(confused)
Drill it up?

ROCKY

SCREW it up. This a new power screwdriver from Mikita. Just came in.

JEREMY
(professional curiosity
piqued)

Really? What kind of torque control
does it have?

ROCKY

Six stage.

JEREMY

No kidding?
(catching himself)
I gotta go.

EXT. PRODUCT TESTING LAB -- CONTINUOUS

Maxx hovers just outside the window to Jeremy's office,
thirty floors above the city. He's heard everything.

MAXX

(into his watch)
Douglas, clear my schedule for the
rest of the night.

INT. MAXX'S APARTMENT -- AT THAT MOMENT

Douglas pulls another prosciutto and mozzarella out of
the panini press. A couple of DVDs are on the counter.

DOUGLAS (O.S.)

But... but it's Tuesday night...

INT. PRODUCT TESTING LAB -- LOBBY -- EVENING

Jeremy walks through the lobby, a spring in his step. A
PREGNANT WOMAN stops him.

PREGNANT WOMAN
Excuse me, where would I find--

JEREMY

--the maternity-wear focus group?
Fifth floor.

PREGNANT WOMAN

Thank you.

Jeremy keeps walking and sees a few more pregnant women
looking lost.

JEREMY

Fifth floor.

PREGNANT WOMAN #2

Thank you.

JEREMY

You're very welcome.

He enters the REVOLVING DOOR, gives it a push. It stops. He pushes harder. It's stuck. He tries to go backwards. No luck. He's trapped in his little glass wedge... a pregnant woman in the glass wedge opposite him.

CAMERA MOVES UP

To over the door, where Maxx uses his laser vision to finish WELDING the door in place.

CAMERA MOVES DOWN

Jeremy BANGS on the door, watching helplessly as people come and go through the swinging doors on either side of them.

Jeremy flips open his cellphone and watches with alarm as the battery strength goes from full to zero.

CAMERA MOVES UP

Maxx shudders as he absorbs the phone's electricity into his outstretched hand. Then he smirks and flies off.

INT. RESTAURANT -- EVENING

Laura and her parents are waiting at a table. DR. EDWIN LADD doesn't like to wait. He's humorless and used to getting what he wants. His fashionably emaciated wife TISH glances at a menu. Laura closes her cell phone.

LAURA

I don't understand. It's going right to voicemail. I know he didn't forget -- he's really excited about meeting you.

EDWIN

Yeah, I can tell.

TISH

Edwin!

EDWIN

I'm sorry, I'm excited about meeting him, too. It's just, I'm very hungry. I skipped lunch.

TISH

Why?

EDWIN

Because I thought we were eating
on time! Does this guy even own a
watch?

EXT. STREET -- CONTINUOUS

Maxx lands on a rooftop next to a construction crane. A GIRDER dangles from a chain. Maxx shoots his eye lasers at the chain. It starts glowing red, the links weakening.

INT. RESTAURANT -- CONTINUOUS

A waiter takes everyone's order.

TISH

The sea bass -- is it Chilean or
not Chilean, because I forget which
one we're allowed to eat.

From outside we hear a SCREAM. Everyone looks out the window just in time to see MAXX POWERS swooping in and catching a girder inches above a BLIND PEDESTRIAN.

TISH (CONT'D)

Isn't that Maxx?

EDWIN

(calling off)

Maxx?!

Outside, Maxx looks up, pretending to be surprised.

MAXX

Tish? Edwin?

Maxx casually props the girder against the building as he enters the restaurant to much applause. Laura's parents jump up and greet him warmly.

MAXX (CONT'D)

Tish, if I didn't know better, I'd
say you have the power to stop
time, 'cause you look younger than
ever.

TISH

(blushing)

Oh, Maxx.

MAXX

How's the golf game, Edwin?

EDWIN

That new grip you showed me? Shaved
two points off my short game.

Maxx turns his attention to Laura.

MAXX

God, it's great to see you.

LAURA

Hi, Maxx.

Maxx kisses her on the cheek.

MAXX

So what brings you guys into the
city?

TISH

We're supposed to be meeting Laura's
new-- well-- friend...

MAXX

Jeremy? I've met him. Nice guy.

(looking at Laura)

Lucky guy.

EDWIN

Late guy. Why don't you join us?

LAURA

Dad, I'm sure he'll be here any
minute.

MAXX

And I really should be getting
back to work.

EDWIN

Come on, Maxx, I think the city
can survive one meal without you.

CUT TO:

A FIRE ENGINE. Its lights flash and sirens blare as it
screeches to a halt in front of...

EXT. PRODUCT TESTING LAB -- LOBBY -- NIGHT

The FIREMEN jump out carrying the Jaws of Life...

JEREMY

Oh, thank God. Guys, over here!
I'm late for dinner!

...and rush to the pregnant woman, who is now in labor. Jeremy slumps in his wedge.

INT. RESTAURANT -- LATER

Everyone is laughing and having a great time. Maxx and Laura are wearing lobster bibs.

EDWIN

I'm telling you, Maxx, the plastic surgery biz used to be all boob jobs and tummy tucks. Now? At least a third of my patients are men. In fact, the "Maxx Powers" is my number one selling chin implant.

LAURA

You hear that? You replaced the Ben Affleck.

MAXX

I'll drink to that.

Maxx raises his empty glass. Edwin picks up a bottle of wine.

EDWIN

Oh, here. You've got try this. A '97 Screaming Eagle. You can't even buy these anymore.

MAXX

(putting down glass)

Love to, Doc. But gotta stay sharp. Never know when I'll have to spring into action.

Maxx notices Laura struggling with her lobster claw and nutcracker. He leans over and cracks open the claw with his fingers.

LAURA

Thank you, Maxx.

MAXX

My pleasure.

(then, standing up)

Let me get you some melted butter.

Maxx walks off.

ANGLE ON:

Jeremy enters the restaurant, looking sweaty and disheveled. He rushes over to Laura and her family.

JEREMY

Laura, Mr. and Mrs. Ladd. I am so sorry.

EDWIN

Dr. and Mrs. Ladd.

LAURA

Are you okay?

JEREMY

I'm fine. I just spent the last two hours trapped in a revolving door.

LAURA

What?

TISH

Did you try pushing it?

JEREMY

Yes. I pushed. It was stuck.

LAURA

Why didn't you call?

JEREMY

My phone died. Which makes no sense -- this is a nex-gen lithium-ion battery.

Maxx approaches with melted butter.

MAXX

Here you go, Laura.

(then, noticing)

Jeremy, thank goodness! Everything okay?

JEREMY

Maxx?

(to Laura)

What's he doing here?

LAURA

He was in the neighborhood saving a blind man from a falling girder.

Maxx looks super-innocent. Jeremy's eyes narrow.

JEREMY

You. You did this.

MAXX

Did what? I'm afraid mindreading
isn't one of my superpowers.

JEREMY

But trapping me in a revolving
door is? And draining my cellphone
battery?

Jeremy holds up his phone as proof. It RINGS. The Cantina
Song from Star Wars. Edwin shakes his head.

JEREMY (CONT'D)

(undeterred)

He just recharged it. He can do
that! It's one of his powers!

LAURA

Jeremy, why would Maxx do something
like this?

JEREMY

To make me look like an idiot!
He's not here by accident. I bet
he dropped that girder on the blind
guy on purpose!

Tish GASPS. Laura can't believe he just said that.

LAURA

Maxx is sworn to protect the
innocent.

MAXX

And destroy all else. It's my
motto.

EDWIN

Young man, I think you owe Maxx an
apology.

MAXX

Not necessary.

(standing)

Anyway, I really should get back
to work. I'm working security at
the Pope's birthday party.

(he glances quickly
at Jeremy)

Edwin, Tish -- I'll see you next
Saturday to move that piano.

Maxx kisses Tish, shakes Edwin's hand, then gives Laura a
kiss on the cheek. Laura's parents sadly watch him go.
Jeremy sits down and tries to salvage the situation.

JEREMY

Dr. and Mrs. Ladd, I'm so sorry.
If there's any way I can--
(noticing the wine
bottle)
Is that a '97 Screaming Eagle?

EDWIN

(raising an eyebrow)

Yes.

JEREMY

I thought you couldn't buy those
anymore.

EDWIN

It's from my own cellar. You know,
Robert Parker described this as a
perfect wine, with a finish--

JEREMY

--that lasts for nearly a minute.

Edwin nods. Maybe this guy's okay after all. He pours
Jeremy a glass. Jeremy takes a sip.

JEREMY (CONT'D)

Ahh! Hot hot hot!!

Jeremy spits it all over Tish and Edwin. He glances
outside and sees a smirking Maxx flashing the eye lasers
before dashing off.

EXT. STREET -- NIGHT

Jeremy walks Laura home. Things are a little
uncomfortable.

JEREMY

Maybe you can just tell your parents
I was testing oven cleaners today
and the fumes got to me.

LAURA

(hopeful)

Were you testing oven cleaners
today?

JEREMY

Yeah -- but I was wearing a mask.

They're now across the street from her building. Laura
stops.

LAURA

Jeremy, I thought you were okay
with me and Maxx. Because if you're
not--

JEREMY

No, I am, I am. And I suppose
it's possible, though statistically
unlikely, that the door got stuck,
and the battery died, and the crane
fell, and none of it had anything
to do with--

MAXX is standing on Laura's front stoop, muscular arms
folded across his chest.

JEREMY (CONT'D)

--Maxx!

LAURA

What?

JEREMY

He's right there!

Laura turns as a cable car passes. When it's gone... so
is Maxx.

ABOVE THEM

Maxx is perched atop a streetlight, smiling smugly.

LAURA (O.S.)

Uh, I'm pretty sure he's in Rome
right now, doing security for the
Pope's birthday party.

Maxx's smug expression turns to alarm. He flies off.

BACK ON LAURA AND JEREMY

Jeremy is completely frazzled.

JEREMY

I swear! I swear he was there.
Spying on us.

LAURA

Jeremy, Maxx isn't out there. But
maybe he's in there.

She taps him on the head.

LAURA (CONT'D)

Anyway, it's late. Maybe you should get some rest.

Laura gives him a kiss and enters her building. Jeremy watches her go, frustrated.

EXT. CHURCH -- AT THAT MOMENT

The Pope is leaning over a cake, about to blow out the many, many candles.

An ASSASSIN finishes assembling a sniper rifle. He aims it at the Pope. Squeezes the trigger...

MAXX DIVES IN FRONT OF THE POPE and catches the bullet in his fingers. The Pope lives! Maxx sighs with relief, inadvertently blowing out the Pope's candles.

CUT TO:

INT. PRODUCT TESTING LAB -- DAY

Jeremy, Andie, and Rocky stand in front of FOUR TEST SUBJECTS who have their arms inserted into Plexiglas boxes swarming with mosquitoes.

JEREMY

(grave)

He wants Laura back. He wants her and he'll stop at nothing. Even making me look like a jerk. But let me tell you something -- Maxx Powers is the jerk!

SUBJECT #1

Watch your mouth, buddy. You're talking about the man who brought lasting peace to the Middle East.

SUBJECT #2

When I was five he pulled me out of a well. I owe that dude my life.

ROCKY

(getting caught up)

And let's not forget he saved millions of Chinese from a collapsing dam.

Jeremy shoots him a look: whose side are you on?

JEREMY

You know, he's not the only one who saves people. I single-handedly recommended the recall of this tainted mouthwash, potentially saving hundreds of Americans from severe intestinal distress.

Jeremy holds up a bottle of "LIQUIMINT" mouthwash. No one's impressed.

SUBJECT #3

And just last night--

JEREMY

I know, I know. The Pope.

ANDIE

Jer, you're never going to convince anyone that Maxx is a jerk. I'm your best friend and I barely believe you.

JEREMY

God, this guy is good! But you know what? Maxx isn't the only one who can play dirty.

(steely)

The gloves are off.

A beat. Then Jeremy snaps on some latex gloves.

JEREMY (CONT'D)

(to the subjects)

Okay, guys. Let's count the bites.

EXT. MIDDLE SCHOOL -- DAY

Laura and Pam are hanging out by the news van while their cameraman sets up equipment.

PAM

I thought he'd gotten past the whole Maxx factor.

LAURA

I thought so, too. But I guess it's not that easy. If I walked into a restaurant and saw him eating with Old Laura, I might freak out a little.

PAM

Oh, come on. She's, like 300 pounds. You'd be fine.

Laura rolls her eyes and hands Pam her microphone.

LAURA

Anyway, Jeremy's taking me away
for the weekend. Hopefully, he'll
calm down a little.

PAM

Where you going?

LAURA

Napa.

PAM

(impressed)

Oooh.

LAURA

For his niece's birthday party.

PAM

(disappointed)

Oooh.

LAURA

He's close to his family. I think
it's sweet. You just don't like
kids.

PAM

Yeah...

(then)

Okay, let's do this.

Pam grabs her microphone and walks up to a bunch of twelve-year-old girls wearing low-rise jeans.

PAM (CONT'D)

(chirpy)

Excuse me, girls, can I talk to
you about your underwear?

INT. MAXX'S APARTMENT -- DAY

Maxx is exercising on his TREADMILL while watching CNN. He holds on to the front bar and flies in place while the belt spins below him.

MAXX

Looks like North Korea just kicked
out the UN inspectors.

(sigh)

There goes my Thursday.

There's a knock at the door. Maxx looks at the door with his X-ray vision.

MAXX (CONT'D)
What do you want?

JEREMY (O.S.)
We need to talk.

Maxx turns off the treadmill and slowly returns to a standing position. Douglas hands him a towel and a glass of fresh squeezed orange juice.

INT. MAXX'S APARTMENT -- MOMENTS LATER

Maxx and Jeremy sit at the kitchen table. Douglas serves Jeremy an orange juice.

JEREMY
Look, obviously you want Laura back--

MAXX
I don't know you're talking about.

JEREMY
Maxx, you had a year with her. All I'm asking for is one weekend. I'm taking Laura out of town, and I'd appreciate it if you didn't follow us. If it doesn't work out, it doesn't work out. But at least I've had my shot. What do you say?

Maxx stares at Jeremy for a long beat.

MAXX
Okay.

JEREMY
(shocked)
Really?

MAXX
It's only fair. And, after all, fairness is my middle name.

Maxx shows Jeremy the monogram on his towel: MFP.

JEREMY
Wow. Thank you, Maxx. Uh, you mind if I use your bathroom before I go? We've got a long drive ahead of us and I don't like to pull over.

MAXX

Not at all. Second door on the left.

Jeremy heads down the hall. As soon as he's out of earshot...

MAXX (CONT'D)

They're going out of town. That's not good. A lot of things can happen out of town. Romantic things.

Maxx presses a button and a computer screen comes out of the breakfast table.

MAXX (CONT'D)

Now where can they be going...

DOUGLAS

You said you weren't going to follow them.

Maxx shoots Douglas a look. "You're so naive."

DOUGLAS (CONT'D)

(gasp)
You lied?!

INT. MAXX'S BATHROOM -- AT THAT MOMENT

Jeremy locks the door, turns on the faucets full blast, and starts poking around Maxx's medicine cabinet. He finds colored contact lenses, lots of hairspray, tooth whiteners, and a retainer.

He grabs a bottle of Maxx's mouthwash and pours it down the drain. He pulls a full bottle of LIQUIMINT out of his coat and starts refilling Maxx's bottle.

INT. MAXX'S KITCHEN -- MOMENTS LATER

Maxx stares at a computerized map.

MAXX

Okay, it's close enough that he's driving, but far enough that he has to use the bathroom now. He just drank eight ounces of orange juice... assuming an average sized bladder...

The computer beeps.

MAXX (CONT'D)

It's somewhere within a three-hundred mile radius.

Jeremy comes out of the bathroom. Maxx hits a button, the computer drops back into the table.

JEREMY

Well, thanks again.

MAXX

Okay, have fun at the beach. Don't forget to wear your sun-block.

JEREMY

We're not going to the beach.

MAXX

I'm sorry. Where did you say you were going?

JEREMY

I didn't. Boy, Laura's right. You really aren't a good listener.

Maxx takes a step closer to Jeremy.

MAXX

Oh, and you are?

Jeremy takes a step closer to Maxx.

JEREMY

Damn right. A great listener.

Another step.

MAXX

I'm sure that'll come in real handy next time Laura's falling from a building. You can listen to her going SPLAT against the pavement. Which is what would've happened if it weren't for me.

Another step. The two men are now in each other's faces. Jeremy backs away.

JEREMY

Whoa, your breath is as strong as the rest of you.

Jeremy exits. Maxx breathes into his hand, checking his breath.

INT. MAXX'S BATHROOM -- MOMENTS LATER

Maxx rushes into the bathroom and pulls out the bottle of mouthwash. It's now full.

EXT. LAURA'S APARTMENT BUILDING -- DAY

Jeremy is waiting in an SUV. Laura runs up and throws her bag in the back.

LAURA

Sorry, I know, I'm late. But I have a good excuse.

JEREMY

Stuck in a revolving door?

LAURA

(excited rush)

ABC News called. They loved the proposal, they're looking for a new producer, and I have an interview next week.

JEREMY

That is a good excuse.

She leans over and gives him a big kiss. The SUV pulls off. A moment later, Maxx pops up from a manhole cover.

IN THE SUV

Jeremy sneaks an anxious peek at his side mirrors -- no sign of Maxx.

OUTSIDE

MAXX is flying low, in the middle of traffic, to avoid detection. A LARGE TRUCK pulls in front of him and blocks his view. Maxx moves to the left. A CABLE CAR nearly runs him down. He moves to the right. A TAXI honks its horn. Frustrated, Maxx flies above the truck... and heads right for a hanging TRAFFIC LIGHT. Maxx DARTS above the light, barely clearing it.

IN THE SUV

Jeremy spots Maxx in the rear-view mirror and hits the gas. The SUV crests a hill way too fast and makes a hard landing. SPARKS spray off the undercarriage. Maxx flies over the hill, also too fast. SPARKS fly off his belt buckle.

LAURA

Do you always drive like this?

JEREMY

Oh, uh... I borrowed a test vehicle from work. You mind taking notes for me? Handles pretty well. Steering's a little tight.

- Jeremy checks the mirror again. MAXX is right behind him.

JEREMY (CONT'D)

Hold on. Gotta make sure she won't roll over.

Jeremy JERKS THE WHEEL.

ON MAXX

Watching the SUV make an ABRUPT U-TURN. The SUV comes up on two wheels, almost rolling over. Jeremy struggles to regain control of the car. Laura looks terrified.

Maxx GRABS a STREETLAMP with one hand and whips around it, reversing direction. He starts gaining on Jeremy, when he suddenly CLUTCHES HIS STOMACH, but continues flying. Another stomach cramp. Maxx doubles over in mid-air.

MAXX

Uh oh.

IN THE SUV

Jeremy watches Maxx recede into the distance. He smiles cockily.

BACK ON MAXX

MAXX (CONT'D)

(into watch)

Douglas, I need coordinates on the closest five star hotel. Ritz, Four Seasons, even the Fairmont...

DOUGLAS (O.S.)

Okay... just gimme a second to pinpoint your location...

MAXX

(through clenched teeth)

No... time. Must... find... bathroom.

He spots a construction site PORTA-POTTY. He flies to it, his legs crossed.

Maxx rips open the door, throws out a startled CONSTRUCTION WORKER, and slams the door behind him.

IN THE PORTA-POTTY

A PAIR OF TIGHTS comes down around Maxx's ankles.

A CAPE is tossed over his shoulder.

SWEAT beads on Maxx's forehead.

OVERHEAD SHOT

The porta-potty SHAKES VIOLENTLY and almost lifts off the ground. A beat later, an ever-widening circle of people flee the epicenter in disgust.

IN THE SUV

Jeremy pumps his fist.

JEREMY

Yes!

(off Laura's look)

I love this car.

DISSOLVE TO:

EXT. ST. HELENA -- DAY

Jeremy and Laura walk through a side gate of a two story farmhouse and enter the spacious back yard. A girl's birthday party is in full swing -- dozens of kids eating too much sugar and playing pin the tail on the donkey.

JEREMY

I guess she outgrew Winnie the Pooh.

REVEAL that the party's theme is Maxx Powers: napkins, balloons, and an inflatable bounce house shaped like Maxx Powers.

TANYA

Uncle Jeremy!

An eight-year-old girl RUNS into Jeremy's arms. He is quickly surrounded by his large, affectionate family.

JEREMY

Happy birthday, Tanya.

(then)

Mom, Dad, everyone, this is Laura.

A few people in the crowd GASP.

JEREMY (CONT'D)

Different Laura.

JEREMY'S MOM

So nice to meet you.

LAURA

Nice to meet you, too.

Laura holds out her hand. Jeremy's Mom takes the hand and pulls Laura into a warm hug. His dad offers them two beers.

JEREMY'S DAD

You guys hungry? I've got hot dogs on the grill. They're kosher, just in case... I've also got vegi-dogs. You know, in case.

LAURA

Thanks, I'm starving. But not Jewish. Or vegetarian.

JEREMY'S DAD

Be right back.

Tanya starts tugging on Jeremy's shirt.

TANYA

I told all my friends you'd do a magic show for us.

JEREMY

Aren't you getting a little old...

LAURA

You do magic?

JEREMY

Not really. I mean, when I was kid I used to fool around--

TANYA

Please!

JEREMY

Tanya, I haven't even put down my suitcase.

Jeremy's suitcase suddenly sprouts legs and flips open into a magician's table. With a flourish, he produces a bouquet of flowers, then hands them to the birthday girl. The kids are astounded. Laura is astounded. Jeremy's Dad returns with a two plates.

JEREMY'S DAD
One with ketchup. One with mustard.
Just in case.

INT. JAIL -- AT THAT MOMENT

Les Powers sits in a high-security padded cell. Everything is made out of rubber, including the toilet. He wears an orange prison jumpsuit and a cape made out of knotted paper napkins. A TELEVISION sits on the other side of a bulletproof glass window. Les gleefully watches the news.

NEWS REPORTER (V.O.)
Once again our top story: Maxx Powers out of commission, felled by a mystery stomach ailment. At this moment, the only thing standing between our fair city and crime is the police.

LES
Hmm... I smell opportunity. And Salisbury steak.

A female PRISON GUARD appears outside his cell with a dinner cart.

GUARD
You know the rules. No TV during meals.

She switches off the TV and holds up a paper plate of food already cut up into bite-size pieces.

LES
Any chance I can have a spoon? I so dislike eating creamed corn with my fingers.

GUARD
You don't get nothin' that can be used as a weapon. You gouged a man's eye out with an ice cube.

LES
(sullen)
Yes, and I've been drinking warm cola ever since.

She slides the paper plate through a small food slot. As Les takes the plate, he casually holds up his other palm. A BOBBY PIN zips out of the guard's hair, through the food slot, and into his hand.

GUARD
Call me when you're finished.

The guard pushes a lock of hair out of her face, then leaves.

LES
Oh, you'll be finished before I am.

Les POCKETS THE BOBBY PIN and GRINS EVILLY.

EXT. BACKYARD -- DAY

Jeremy is juggling three silk scarves, then makes one of them "dance." The kids applaud. Jeremy pretends to be offended.

JEREMY
That's it? No standing ovation?
Well, maybe this is more up your alley...

Jeremy makes a bowling ball appear from under one of the scarves and proceeds to juggle two scarves and a bowling ball. The kids go nuts.

ANGLE ON:

Laura applauding. She turns to Jeremy's parents.

LAURA
Wow. He's really good.

JEREMY'S MOM
He should be. Spent three summers at magic camp.

JEREMY
(approaching)
Mom. You make me sound so geeky.

He wipes sweat from his brow with a multi-colored silk scarf.

JEREMY'S DAD
(to Laura)
He only learned magic to impress girls.

LAURA
Well, it may have taken twenty years, but it worked.

Tanya runs over holding a wiffle ball bat and wearing a blindfold pushed up on her forehead.

TANYA

Uncle Jeremy, we can't break the piñata.

JEREMY

Can't you ask--

Jeremy looks over and sees a Maxx Powers piñata. He turns to Laura, a glint in his eye.

JEREMY (CONT'D)

How could I say no? I mean, it's for the kids.

Jeremy gleefully rolls up his sleeves and takes the bat.

ON THE PIÑATA

Jeremy attacks "Maxx" with abandon, venting all his pent up rage.

ON LAURA

She watches, amused. Jeremy's mom brings over a plate of cookies.

JEREMY'S MOM

Cookie? It's my secret recipe.

ON THE PIÑATA

Jeremy lets out a ferocious ROAR and takes one last swing. The piñata splits open and candy spills out. Jeremy watches with satisfaction as Maxx's head is trampled by sugar-crazed kids. Then he glances over to Laura, who is about to take a bite of the cookie.

JEREMY

Noooooooo!

IN SLOW-MOTION

Jeremy pushes his way through the crowd of kids, reaches Laura, and SMACKS the cookie out of her hand with the wiffle ball bat.

JEREMY (CONT'D)

The cookie has almond extract.
The secret ingredient is almond extract!

JEREMY'S MOM

Hey, I don't tell people how you
do your magic tricks.

His mom walks off, a little hurt. Laura is stunned.

LAURA

Oh, my God. You remembered.

JEREMY

You'll find I'm really good with
birthdays and deadly allergies.

Laura throws her arms around Jeremy. As they hug, MAXX POWERS bursts into the backyard.

Jeremy and Laura GASP and pull out of their hug...

...and realize that Maxx is a pimply-faced teenager in a cheap costume.

FAKE MAXX

Sorry I'm late. My moped broke
down.

Fake Maxx hurries over to the kids, frantically blowing up balloons.

INT. MAXX'S APARTMENT -- DAY

All the shades are drawn. Norah Jones is on the stereo. A sweaty and pale Maxx lies on the couch, a thermometer in his mouth. Douglas enters and sits down next to Maxx.

DOUGLAS

(reading thermometer)

104. Normal. Must be food
poisoning. And we know it couldn't
have been the sandwiches, seeing
as you were not home to eat them.

Maxx struggles to sit up.

MAXX

(weak)

I've got to find her before it's
too late.

DOUGLAS

You've got to rest.

Douglas gently pushes Maxx back down on the sofa. He reaches into a bowl of ice water, wrings out a cold washcloth, and tenderly dabs at Maxx's forehead.

DOUGLAS (CONT'D)

When you and Laura first started dating, I told you to plant a tracking device in her teeth. I could have done it while she was sleeping, but you said, "No, our relationship is based on trust."

MAXX

It is. It was.

(desperate)

Please tell you me you did it anyway.

DOUGLAS

Sorry, Maxx. Our relationship is built on trust, too.

INT. HOTEL ROOM -- NIGHT

Jeremy and Laura lie under the sheets. She wears a contented smile. Jeremy stares at the ceiling, a little anxious.

JEREMY

Can I ask you a question?

LAURA

Mmm?

JEREMY

Um... did you... um...

He trails off, bashful.

LAURA

Of course I did. You couldn't tell?

JEREMY

What? Oh. No. What I meant was... did you think I was as good as Maxx?

LAURA

(laughing)

Jeremy!

JEREMY

Come on, I rate things for a living. Scale of one to ten with fifteen being Maxx, how was I?

She gets up on one elbow.

LAURA

What makes you think Maxx was a
fifteen?

JEREMY

Fourteen, sixteen, whatever.

LAURA

Hate to break it to you, but Maxx's
superpowers didn't extend to the
bedroom.

JEREMY

(shocked)

But he's Maxx Powers.

LAURA

I know, and there's nothing he
can't do. But there are certain
things he won't do.

JEREMY

Like what?

(then)

Oh. Really?

LAURA

He said if word got out, his enemies
would see it as a sign of weakness.

JEREMY

Then I'm the weakest man in the
world.

They start making out again.

INT. JAIL -- DAY

Les' rubber room is empty, the open door has a bent BOBBY PIN stuck in the lock. CAMERA TRACKS down the corridor revealing a wave of destruction. A BOUND AND GAGGED GUARD. And another. And a BOUND AND GAGGED GUARD DOG. The WARDEN examines the crime scene.

WARDEN

Get me Maxx Powers!

INT. MAXX'S APARTMENT -- DAY

Douglas is on the hotline phone. He WHISPERS as Maxx sleeps on the couch.

DOUGLAS

Thank you, Warden. I'll let him
know.

Douglas hangs up, then starts gently shaking Maxx's shoulder.

DOUGLAS (CONT'D)
(sing-song)
Ma-ax. Wake up. Les has escaped
from ja-ail.

Maxx's eyes pop open.

MAXX
Escaped?!

Maxx pushes off the covers and stands unsteadily.

MAXX (CONT'D)
Call the warden, tell him I'm on
my way!

Maxx FLIES out the window. A beat later he RUNS IN THE DOOR, frantically unbuckling his utility belt, and disappears into the bathroom.

DISSOLVE TO:

EXT. SAN FRANCISCO -- DAY

Jeremy drives the SUV over the Golden Gate Bridge. Laura is asleep, her head resting on his shoulder. Jeremy can't believe it -- he's the luckiest guy in the world.

INT. MAXX'S BATHROOM -- DAY

Maxx looks at himself in the mirror. His eyes are bleary and he has a two day stubble. He struggles to remove the child-proof lid off a bottle of aspirin. Finally, he just rips the whole top off the bottle. He dry swallows a handful, then pours himself a CUP OF MOUTHWASH. He raises it to his lips...

DOUGLAS bursts in.

DOUGLAS
(chipper)
Look out Les, Maxx is back!

Maxx startles and drops the bottle of mouthwash. It spills all over the floor.

MAXX
Dammit, Douglas! That was the last of the mouthwash.

DOUGLAS

It would be if I didn't shop at
Costco to save you money. There's
three more bottles under the sink.
(handing him one)
You're welcome.

MAXX

Wait. This mouthwash is blue.

DOUGLAS

Yes. Winterfresh. I had a coupon.

MAXX

But the mouthwash I just spilled
is green.

(suspicious)

Minty green. I don't like this.

DOUGLAS

I'm not sure I can return it.

MAXX

Not this.

(gesturing towards
the bottle)

This.

(gesturing towards
the whole situation)

CUT TO:

INT. LAURA'S BUILDING -- HALLWAY -- DAY

Jeremy carries Laura's travel bag to her door.

JEREMY

Thanks for a great weekend.

LAURA

You know, technically, the weekend
doesn't end until midnight.

JEREMY

Then I'll pick you up for dinner
at seven. We can celebrate your
new job.

LAURA

It's just an interview.

JEREMY

Oh, I'm sure they'll fall in love
with you. I mean, who wouldn't?

They kiss.

EXT. APARTMENT BUILDING -- DAY

Jeremy climbs into his car, walking on air. He starts it up and tries to pull away, but the SUV isn't moving. After a confused beat, he looks in the rear view mirror and sees MAXX...

...who is standing behind the SUV, holding the back end off the ground.

MAXX

Weekend's over, kid.

JEREMY

Uh, technically the weekend doesn't end until midnight--

Maxx turns the SUV upside down and shakes Jeremy out the sunroof. Jeremy looks up at Maxx from the sidewalk.

JEREMY (CONT'D)

What do you want?

MAXX

The question is, what do you want? Use of both arms? Use of just one arm and maybe a leg? Perhaps you'd prefer to pee out the side of your chest and you can hang a Bucket there like a maple tree during the syrup harvest.

Jeremy seems oddly unthreatened by this. He takes a step towards Maxx.

JEREMY

Who are you kidding? We both know you can't lay a finger on me.

It's in the motto.

(mocking)

"Protect the innocent, destroy all else."

He starts to walk away.

MAXX

I know the motto, but you, my friend, stopped being innocent the moment you poisoned me.

Jeremy stops in his tracks. Uh oh.

MAXX (CONT'D)
I guess that makes you... all else.

Jeremy turns around. Maxx is holding a MAILBOX over his head. He HURLS it. Jeremy dives out of the way and rolls behind a HOT DOG CART. He pops his head up. Maxx SHOOTS LASERS out of his eyes. The pavement around Jeremy explodes.

Jeremy grabs the STAINLESS STEEL LID off the hot dog steamer pan and jumps up, using it like a shield. It DEFLECTS the laser back at Maxx. Maxx JUMPS to the side, narrowly avoiding the beam. But the hem of his cape isn't so lucky -- the laser has burned a TINY HOLE in it.

MAXX (CONT'D)
(through gritted teeth)
You... ruined... my... CAPE!

He charges at Jeremy, who grabs the HOT DOG PAN and flings the HOT DOGS and SCALDING WATER in Maxx's face. As Maxx rubs at his eyes, the annoyed VENDOR picks the hotdogs off the ground, shakes off most of the dirt, and puts them back in his cart.

A BUS PULLS UP. Jeremy runs to the other side of it. Maxx chases one way, Jeremy runs the other, constantly switching directions to keep the bus between the two of them.

MAXX (CONT'D)
Face it, you can't win. The entire North Korean army couldn't defeat me, and you, sir, are no North Korean army.

Maxx has had enough. He GRABS THE ENTIRE BUS and lifts it over his head. Jeremy COWERS in the shadow of the bus, awaiting the inevitable.

LAURA
(running over)
Maxx, what are you doing?!

JEREMY
Trying to kill me!

MAXX
He's right. I'm trying to kill him.

LAURA
Maxx, stop. Put the bus down.
PUT IT DOWN!

The terrified BUS DRIVER nods vigorously. After a tense beat, Maxx places the bus back on the street. It quickly DRIVES AWAY.

LAURA (CONT'D)
What the hell is going on here?

MAXX
Look what I found in the dumpster
behind my lair.

Maxx tosses Laura the bottle of Liquimint.

MAXX (CONT'D)
Cryptosporidium all over the inside,
his fingerprints all over the
outside.

LAURA
(shell-shocked)
You poisoned him?

JEREMY
He was going to follow us!

MAXX
You don't think I have more
important things to do than follow
you? Like stop Les Powers from
busting out of jail.

JEREMY
What?

MAXX
That's right. Thanks to your little
stunt, a madman is on the loose.
You'll pay for this.
(holding up ruined
cape)
And this.

He flies off. Laura turns to Jeremy, furious.

LAURA
I can't--
(shaking her head)
How could you poison him? He spent
his entire life trying to put his
brother behind bars. You put the
whole world in danger.

JEREMY

I guess I wasn't thinking about the world. I was just thinking about us.

LAURA

There is no us.

JEREMY

Laura, please. You can't break up with me or Maxx wins. This has been his plan all along.

LAURA

I'm sick of it, Jeremy. Stop trying to make Maxx the bad guy. The only bad guy here is you.

She tosses him the Liquimint and walks off.

JEREMY

Laura, that's not true. You gotta believe me -- we're both bad guys!

But she's gone. Jeremy looks crushed.

DISSOLVE TO:

EXT. SAN FRANCISCO -- MONTAGE

-Jeremy walks through the streets, sad.

-Laura walks through other streets, sad.

-High above the city, Maxx flies through the air, sad.

CUT TO:

BEN AFFLECK stares straight into camera.

PAM (O.S.)

...the Young Hollywood exhibit opens this Saturday.

WIDEN TO REVEAL we are:

INT. WAX MUSEUM -- DAY

Pam stands next to a wax Ben Affleck. A wax Jessica Simpson, Brad Pitt, and Jim Carrey look on.

PAM

And let me just say, this Ben Affleck might be made of wax, but he's so hot I'm the one who's melting. From the San Francisco House of Wax, I'm Pamela Winblad for "Wake Up and Smell the City."

She holds the smile. And holds. And holds. Finally...

LAURA

(barely paying
attention)

And cut.

Pam puts down her microphone, but maintains the smile.

PAM

This is exactly the kind of story you're gonna miss at the network. Lighthearted, fun, makes you forget all your troubles...

LAURA

Mmm-hmm.

Laura walks off, passing a Maxx Powers figure, muscular arms folded across his chest.

MAXX

Laura?

She startles -- it's not a wax figure.

LAURA

Maxx?

MAXX

Saw the news van outside, thought it might be you. Got a minute?

EXT. FISHERMAN'S WHARF -- DAY

Laura and Maxx stroll along the waterfront.

MAXX

So... how have you been?

LAURA

Well, you know.

MAXX

Yeah. Me too.

An awkward beat. Maxx reaches into his utility belt and pulls out some pieces of stale bread that he tosses to pigeons. He clears his throat...

MAXX (CONT'D)

God, I missed you.

LAURA

I really should be getting back to the van...

MAXX

Please. Hear me out. Ever since you left... seeing you with someone else... it's been torture, Laura. Torture. But here's the thing about torture -- it helps you get to the truth. It's like when I caught narcotraficante Pablo Escobar and held him over his shark tank until he told me where he was hiding the vice-president's daughter. He confessed, and now so will I. I love you, Laura. I want you back.

LAURA

I don't know, Maxx. What makes you think this time will be any different?

MAXX

Because I'm different. Just give me a chance to prove it to you. Please, I'll do anything to make this work.

Laura considers this.

INT. THERAPIST'S OFFICE -- DAY

Maxx and Laura are back on the couch. This time, Maxx is really opening up.

MAXX

I guess you could say my dad was a little distant. The only time we really spent together was when he was performing genetic experiments on me.

Maxx pauses, getting a little emotional. Laura takes his hand and pats it tenderly.

LAURA

That's it, Maxx, let it out.

THERAPIST
(nodding empathically)
This is a safe place. If you've
got issues, I've got tissues.

The therapist nudges a box of tissues closer to Maxx.

MAXX
No, thanks. I don't cry.

Maxx uses his telekinesis to nudge the tissues away.

MAXX (CONT'D)
Dad used to say showing emotion is
a sign of weakness. But I know he
had a heart. I saw it when Les
ripped it out of his chest.

(choking up)
I guess there was just no room in
it for me.

LAURA
I'm so sorry. I didn't know...

MAXX
How could you? I never let you
in. No, I was too busy saving the
world, trying to win a dead man's
love. I didn't see the love right
in front of me.

LAURA
Oh, Maxx.

Maxx and Laura embrace.

TIGHT ON THE TISSUES. A hand reaches in and grabs one...

PULL BACK TO REVEAL we are in...

INT. DIFFERENT THERAPIST'S OFFICE -- DAY

Douglas sits across from his THERAPIST, dabbing at his
eyes with a tissue.

DOUGLAS
I just think that if he's going to
cancel sandwich night -- again --
it should be because he's out
hunting Les, not gallivanting
with... her. Maybe it's none of
my beeswax, but watching out for
Maxx is what I do for a living.

THERAPIST

It may be your living -- but it's not your life. Perhaps it's time for you to start owning your own happiness.

Douglas nods and dabs at his eyes. After a beat...

DOUGLAS

I had that dream again last night.

THERAPIST

Where you can fly?

Douglas nods.

EXT. LAURA'S APARTMENT BUILDING -- LOBBY

Jeremy presses the buzzer to Laura's apartment over and over again. BUZZ. BUZZ. BUZZ. A janitor passes by.

JANITOR

She no here, Señor Jeremy.

JEREMY

Do you know where she went?

JANITOR

Sorry.

Jeremy pulls out a twenty.

JEREMY

This jog your memory?

JANITOR

I'm sorry, I really don't know--

JEREMY

How 'bout now?

He hands over another twenty.

JANITOR

Look, if I knew I would tell you. My car, she is very old. I could use the money to--

He hands over one last twenty.

JEREMY

That's all I got.

JANITOR

(pocketing the cash)
She's having dinner with Maxx.

EXT. SKY -- NIGHT

Maxx flies through the air with Laura on his back.

LAURA

I thought things were going to be
different, Maxx. So what is it?
What's so important?

MAXX

You are.

They break through the clouds and Laura realizes they're over PARIS. Laura melts.

EXT. PARIS -- NIGHT

Maxx and Laura fly over the most romantic city in the world, passing Notre Dame, the Louvre, and flying right through the Arc de Triomphe. Elegant Parisians at the three-star Taillevent restaurant wave as Maxx and Laura pass by the window, then return to eating horse meat.

EXT. EIFFEL TOWER -- NIGHT

The tower glows as the full moon rises up behind it. Maxx flies to the very top and gently places Laura down at the observation deck where a candle-lit meal awaits. Laura looks around, awe-struck at the romantic gesture.

INT. MAXX'S APARTMENT -- AT THAT MOMENT

Douglas enters the apartment carrying a deli takeout bag and a DVD.

DOUGLAS

Good news, Maxx. "Captain Corelli's Mandolin" in widescreen.

He looks around the empty apartment.

DOUGLAS (CONT'D)

Maxx?

Douglas sadly sits at the table and unwraps a sandwich.

EXT. EIFFEL TOWER -- NIGHT

Maxx and Laura are enjoying a sumptuous meal. Classical music plays in the background.

LAURA

This is all so amazing -- the food, the view, Yo-Yo Ma.

In the corner, Yo-Yo Ma nods appreciatively.

MAXX

You deserve all this, and more.

LAURA

Well, in that case I'll have another
of those goat cheese thingies.
They're delicious.

MAXX

Say when.

Maxx expertly uses two spoons to serve her canapés. He serves one after another, waiting... But Laura just stares at him in amazement. She finally notices her full plate and snaps out of it.

LAURA

Sorry, I was just... it's amazing,
really, how much you've changed.

MAXX

Yeah, and my dad didn't even have
to fiddle with my genetic code.

He chuckles.

MAX

But seriously, Laura, I love you,
and I want to spend the rest of my
life with you. Because I love
you, and-- sorry, just a little
nervous.

Maxx reaches into his utility belt and pulls out A RING.
He gets down on a knee.

MAXX

Will you marry me?

Laura is overwhelmed. She starts to well up.

MAXX (CONT'D)

Is that a yes?

LAURA

(through tears)

Yes.

Maxx happily slides the engagement ring on Laura's finger.
They kiss passionately. The Eiffel Tower glitters in the
night sky.

INT. PRODUCT TESTING LAB -- DAY

Jeremy sadly sits in a car, reading the paper. The headline reads, "LIFE SENTENCE: MAXX POWERS TO WED". Andie opens the door and pulls him out, revealing a crash test dummy sitting next to him. A beat later the car SMASHES into a concrete wall.

INT. MAXX'S APARTMENT -- BEDROOM -- DAY

Laura is unpacking her clothes. Maxx sits on the bed, reading off a list.

MAXX

Photographer's booked. Flowers are set. Videographer... well, the four major networks should be enough.

LAURA

Did you choose a band?

MAXX

Went with Fleetwood Mac. Hope you don't mind. Just have to pick up the cake and we're done.

LAURA

What flavor did you get?

MAXX

Uh uh uh -- it's a surprise. Just don't be disappointed if it's not as sweet as you.

They kiss. Then Maxx notices how much closet space she's taking.

MAXX (CONT'D)

You know, maybe we can put some of those suits in the storage unit in the garage.

LAURA

But I need them for work.

MAXX

Work? I thought you quit.

LAURA

Yeah, so I can take a job at the nightly news.

MAXX

Oh. You said that was your dream.
I didn't think you'd actually do
it.

Laura looks a little miffed.

DOUGLAS (O.S.)

Maxx, telephone! It's the
President!

MAXX

I'll take it in the lair!
(then, to Laura)
I asked him if we could borrow Air
Force One for the honeymoon.
(flirty)
Clinton put in a waterbed...

INT. MAXX'S LAIR -- DAY

Maxx and Douglas conduct a videoconference with the
President, who looms over them on a giant screen.

PRESIDENT

You've got to find him, Maxx, and
soon. We can't have that maniac
running loose. Not in an election
year.

MAXX

Don't worry, Mr. President.
Apprehending Les is my top priority.

We hear a BEEP.

DOUGLAS

(monitoring computer)
Incoming call on line two.

MAXX

I'm sorry, Mr. President, could
you please hold? I'm expecting a
call from the Pope. I've asked
him to marry me.
(chuckling)

Well, you know. Me and Laura.

PRESIDENT

(laughs)
Congratulations, by the way.

MAXX

Thank you, sir. I'll be right
back.

Douglas hits a button, then nods to Maxx.

MAXX (CONT'D)

Your holiness?

PRESIDENT

Still me, Maxx.

DOUGLAS

Sorry.

(hitting another button)
You're on with Maxx.

MAXX

Pontiff?

LES

Guess again.

MAXX

(steely)

Lester. Calling to arrange the
terms of your surrender?

LES

No, I'm calling to ask where my
wedding invitation is.

MAXX

You think I'd invite you? A
homicidal maniac bent on world
domination?

LES

(hurt)

I'm still your brother. The only
family you have left.

MAXX

Because you killed our father!

(then)

But, fine. If you want to come so
much...

(cagey)

Where should I send the invitation?

Maxx motions to Douglas to write this down.

LES

Nice try, Maxx. But you'll have
to try nicer than that if you're
going to stop me this time.

MAXX

Stop you from what?

LES
From-- Nice try, Maxx.

The screen goes dark.

INT. MAXX'S APARTMENT -- BEDROOM -- DAY

Laura opens a drawer -- it's filled with neatly folded capes and codpieces. She finds an empty drawer and picks up a stack of shirts. On top is her Consumers Monthly "Raters" softball jersey. She holds it for a beat, lost in thought.

MAXX
(entering)
What's that?

LAURA
(tossing it back in box)
Oh, nothing.
(then)
What'd the President want?

MAXX
Oh, nothing.

INT. PRODUCT TESTING LAB -- DAY

Andie pours a couple of margaritas and brings one to Jeremy, who is testing flat panel TVs. Sixteen hang on the wall, all tuned to the same channel.

ANDIE
Here you go.

JEREMY
(ignoring her)
Have you seen my radiant imaging colorimeter?

ANDIE
You can borrow mine. Tomorrow.
(holding out drink)
Now come on. This one's got your name all over it. Seriously --
I'm testing label makers.

She turns the glass around. It's covered with "JEREMY" labels. He doesn't crack a smile.

ANDIE (CONT'D)
You know who you remind me of?
You -- the last time a Laura broke your heart.
(MORE)

ANDIE (CONT'D)

And I'm not gonna let you sit around
and mope. At least not sober.

(holding out glass)

Drink. I'm begging you. It'll
make you forget all about her.

Jeremy relents. They clink glasses.

JEREMY

To forgetting all about Laura.

Jeremy chugs his drink.

ON THE SIXTEEN TV'S we see Pam, in a bridesmaid's dress, standing on Alcatraz Island, where an extravagant wedding is about to begin.

PAM

(on TV)

Hello, I'm Pamela Winblad bringing
you live coverage of the Wedding
of the Millennium -- crime-fighter
Maxx Powers and Laura Ladd, the
woman who stole his heart.

Jeremy GROANS, grabs the remote, and hits the power button. The set turns off. But fifteen other sets remain on. He reaches for another remote.

EXT. ALCATRAZ -- DAY

Various dignitaries are arriving on the island, including the President, the Pope, and Ben Affleck. A lighthouse tower looms over the old prison, with sweeping views of the city and Golden Gate Bridge. We ZOOM IN on the uppermost windows.

INT. LIGHTHOUSE TOWER -- DAY

Laura looks resplendent in her wedding gown. Her mother is behind her, buttoning up the back. Pam enters, and stares in awe.

PAM

Aw, honey, you look like an angel.
How do you feel?

LAURA

I can't breathe.

TISH

Perfect. Keep holding it in...
I've only got eleven more buttons.

There's a knock at the door.

MAXX (O.S.)

Laura?

PAM

Don't come in! It's bad luck to see the bride. That includes x-ray vision.

Maxx comes in but averts his eyes.

MAXX

Sorry -- not looking -- don't mean to rush you, honey, but the photographer's losing his light, the marzipan's starting to melt off the cake, and--

LAURA

Marzipan?

MAXX

Whoops, that was supposed to be a surprise. But I'd really love you to see it before it melts, so...

He gives Pam a "hurry it up" signal before exiting. Pam takes over Tish's buttoning duties.

LAURA

This doesn't feel right.

PAM

It's just some skin caught in the button hole. I'm working on it.

LAURA

Not the dress. Yes, the dress feels horrible. I mean marrying Maxx.

TISH

It's just pre-wedding jitters. I threw up for three weeks before I married your father. It was the only way I could fit into the dress.

LAURA

Marzipan frosting. That's almonds. He picked a cake that could kill me!

TISH

So, don't eat it.

LAURA

He should know I'm allergic to nuts. Why am I marrying a guy who doesn't know I'm allergic to nuts?

PAM

Because he's perfect?

LAURA

I know. I just don't know if he's perfect for me.

Laura starts to cry as Pam fastens the final button.

PAM

(triumphant)

Got it!

(then, realizing)

Oh. We'll give you a few minutes alone.

INT. PRODUCT TESTING LAB -- DAY

Jeremy has now turned off all but one of the televisions. He frantically searches for the final remote.

ANDIE

Jeremy, you could turn off every TV in the world and it still wouldn't keep the wedding from happening. The only thing that can stop it is you.

Andie points at Jeremy with the last remote.

JEREMY

So what am I supposed to do? Sneak onto the most heavily fortified island in the world and crash a superhero's wedding?

ANDIE

If you still love Laura... yes.

Jeremy thinks for a beat, then gets up from his chair.

INT. DRESSING AREA -- DAY

Laura is alone at the mirror, lost in thought. Behind her, a door opens.

LAURA

(hopeful)

Jeremy?

INT. PRODUCT TESTING LAB -- MOMENTS LATER

Jeremy sits back down. Andie is disappointed.

JEREMY

Even if I could do all that, what's the point? She doesn't love me. If she did, would she really be marrying him?!

EXT. ALCATRAZ -- SUNSET

Douglas sings "Ave Maria". He sneaks a peek at the Pope, who taps his toe appreciatively. Douglas is pleased.

Maxx walks down the aisle, two young girls holding the ends of his extra-long formal cape. They reach the altar.

The Wedding March begins. The guests all turn for Laura's grand entrance. The doors open...

TISH RUNS OUT

TISH

She's gone!

Maxx's smile drops.

INT. PRODUCT TESTING LAB -- AT THAT MOMENT

Jeremy and Andie watch the TV, stunned.

EXT. ALCATRAZ -- AT THAT MOMENT

Maxx rushes over to Tish.

MAXX

(panicked whisper)

What do you mean she's gone?!

TISH

I don't know. She was very upset...
having second thoughts--

MAXX

Second thoughts?! About me?

TISH

I'm sorry, Maxx.

All eyes are on Maxx. He doesn't know what to do -- he's never felt so out-of-control in his life. His lip begins to quiver. His eyes begin to tear. With supreme effort, Maxx manages to suck a tear back into his eye.

Then he BREAKS DOWN IN RACKING SOBS. Wedding guests look away, uncomfortable, as tears stream down his face. Maxx HOWLS with sorrow, a lifetime of repressed emotion pouring forth.

DISSOLVE TO:

INT. MAXX'S APARTMENT -- NIGHT

Jeremy pounds on a closed door. After a beat, it opens a crack. Douglas peers out.

DOUGLAS

(curt)

Not a good time.

He starts to close the door. Jeremy pushes past him.

JEREMY

I know, I saw it on TV. Do you have any idea where she is?

DOUGLAS

(urgent whisper)

With him!

Douglas jerks his head toward the lair. Jeremy peeks in and sees Les looming large on the screen.

LES

Maxx?

DOUGLAS

Maxx will be right with you. Please hold.

LES

I am evil incarnate, not some minimum wage telemarketer. I will not be put on hold.

DOUGLAS

You're right, I'm sorry. How about I take a message?

LES

Very well. The message is this: I've kidnapped Maxx's bride, and I intend to marry her and make her my Slave-Queen, and together we will rule the world.

DOUGLAS

(writing this down)

Uh-huh, uh-huh. Slave-Queen, rule world.

(then, setting trap)

And do you have a number where you can be reached?

LES

554-- Damn you! Tell Maxx the wedding's in an hour and the only gift I've registered for is his death.

Les laughs MANIACALLY, then the screen goes dark. Jeremy runs into the room.

DOUGLAS

Well, the good news is, Laura didn't stand up Maxx. I mean, good for Maxx, not for you.

JEREMY

It's not good for either of us if she ends up Les' Slave-Queen. Where's Maxx?

INT. BAR -- NIGHT

A maudlin Maxx sits unsteadily at the bar, an almost empty bottle of tequila in front of him. He downs a shot, then crushes the glass in his hand until sand pours out of his fist, forming a small mound in front of him. A dozen other sand piles litter the bar.

MAXX

(to bartender, slurring)

I thought she loved me, Mike. But she doesn't. No one does. Not really. Mike.

(dismissive snort)

I pull you out of a burning building, then I'm your best friend. But God forbid I try to marry you. I may be super-human, but I'm still human. I have feelings. Know what I'm saying?

(belch)

Mike?

Maxx shakes the last few drops of tequila into his mouth, then slides the empty bottle to the bartender.

MAXX (CONT'D)

Another.

MIKE

Sorry, Maxx. That was the last bottle.

MAXX

You holding out on me?

Maxx stares intently at the bar.

MAXX'S POV: We see x-ray vision of everything under the bar. Actually, two of everything. He's that drunk.

Maxx tumbles off his barstool, hitting the floor with a sickening THUD. A beat later, he gets back to his feet.

MAXX (CONT'D)

I'm fine. I'm fine.

Maxx tries to sit back down, but misses the stool and FALLS back out of frame with another sickening THUD.

INT. MAXX'S APARTMENT -- NIGHT

Jeremy paces the apartment.

JEREMY

Isn't there some kind of beacon you can shine in the sky to find him?

DOUGLAS

This isn't a comic book. I'll try his cell phone again.

Douglas dials. We hear a distant ringing. They look around as it gets louder and louder.

Maxx CRASHES through the window, smacks into a far wall, and finally collapses to the floor. The phone rings one more time.

MAXX

(answering it)

Hello?

Douglas drops the phone and rushes to his side.

DOUGLAS

Maxx, are you okay?!

MAXX

(into phone)

Can't talk, Douglas. Some nice young man is helping me to my feet.

Maxx hangs up and struggles to his feet.

MAXX (CONT'D)

Thank you anyway, sir, but I think
I'll just be flying to bed.

Maxx flies off to his bedroom, but hits a wall. He flies
the other direction and knocks over furniture. It's like
someone let a wild bird loose in the apartment. He finally
lands in a heap in the corner.

DOUGLAS

(to Jeremy)

Get him in the shower. I'll brew
up some coffee.

INT. MAXX'S BATHROOM -- A LITTLE LATER

Jeremy struggles to undress an almost unconscious Maxx.
He pulls off Maxx's tights. He averts his eyes, but the
curiosity gets the better of him. He takes a peek.

JEREMY

Good lord!

DOUGLAS

(entering)

Yes, he stuffs his tights. Big
deal. America expects its
superheroes to be packing heat.

Douglas rushes over with a tiny espresso cup of coffee,
which he holds to Maxx's lips.

DOUGLAS (CONT'D)

Come on... drinkie-drink.

JEREMY

Maxx, wake up. Wake up!

No response from Maxx.

JEREMY (CONT'D)

(turning to Douglas)

It's no use. He's--

Maxx REACHES OUT with surprising speed and wraps his hand
around Jeremy's throat. Jeremy GASPS for air.

DOUGLAS

Stop it! Stop it! Stop it!

Douglas swats at Maxx's arm until he lets go.

MAXX

(groggy)

What're you doing here? Helping
her move out?

JEREMY

Laura's not with me. Les kidnapped
her. You're the only one who can
save her.

MAXX

What did I tell you, Mike? Only
when they need me. Well, too bad.
Bitch can save herself.

DOUGLAS

Maxx, he kidnapped her at the
wedding. Laura didn't stand you
up!

MAXX

(trying to process)

She didn't? Oh God... Oh God...
Oh God...

Maxx crawls over to the toilet and wraps his arms around
the bowl.

DOUGLAS

That's it, Maxx. Get it out.
You'll feel better.

But Maxx isn't throwing up. He fishes around behind the
toilet tank and pulls out a small electronic device.

MAXX

I put a tracking device in her
engagement ring.

DOUGLAS

Maxx, you're a genius! An
untrusting genius!

Maxx smiles, then suddenly wraps his arms around the toilet
again.

DOUGLAS (CONT'D)

(excited)

What else, Maxx? What else do you
have?

Maxx VOMITS into the toilet, then PASSES OUT... his head
still in the bowl.

DOUGLAS (CONT'D)

Maxx!

Douglas takes Maxx's head out of the toilet and cradles it in his lap. Jeremy sizes up the situation. He grabs the tracking device and starts to head out.

DOUGLAS (CONT'D)

Jeremy, no! You can't do this alone.

JEREMY

I'm not gonna wait around for Maxx to sober up.

DOUGLAS

I wasn't talking about him.

Douglas tenderly lays Maxx's head on the bath mat and gets to his feet.

DOUGLAS (CONT'D)

I'm coming with you.

(then)

Every hero needs a sidekick.

JEREMY

I'm no hero.

DOUGLAS

And, technically, I'm not a sidekick. I'm an executive crime-fighting assistant.

EXT. WATERFRONT -- NIGHT

Jeremy and Douglas wander a desolate warehouse district, following the tracking device.

INT. WAREHOUSE -- NIGHT

The vast, dark space is filled with crates of old power tools. At the center is a makeshift altar, illuminated by a few hanging work lights. Laura, still in her wedding gown, is tied to the front end of a fork-lift. She struggles in vain to free herself. Les approaches.

LES

It is time, Darling. Time to walk down the aisle.

Les climbs into the fork-lift and HUMS "Here Comes the Bride" as he drives Laura towards the altar.

ON JEREMY

He winds his way through the maze of crates. He notices something -- a box of nail guns.

ON LES

He reaches the altar and begins to remove Laura's gag.

LES (CONT'D)

I know you're scared. You're thinking, what will my life be as the Slave-Queen of Les Powers? But don't worry, my Slave-Queen. Eventually you will see that, deep down, I'm a great guy and you will fall in love with me. At that point, I will untie you.

LAURA

You're sick. I'll never love you. Never!

LES

Yes you will.

LAURA

No I won't.

LES

Look, let's not fight at our wedding. This is supposed to be a celebration of our love. Which you will someday feel. And then I will untie you.

JEREMY (O.S.)

Untie her now.

Les spins and sees Jeremy pointing two loaded nail guns at him. Both Les and Laura are surprised to see him.

LES

Who are you?

LAURA

Jeremy!

LES

(to Laura)

You know him?

(to Jeremy)

Where's Maxx?

(MORE)

LES (CONT'D)

(realizing)

It's a trap! He's right behind
me!

Les dives out of the way, rolling behind a pillar, before jumping to his feet. He looks around, confused.

LES (CONT'D)

No? Don't tell me Maxx isn't coming
to save his bride.

LAURA

I'm not his bride. I wasn't going
to marry him.

JEREMY

(his heart soaring)

You weren't?

LES

Wait, let me get this straight. I
didn't steal Maxx's woman... I
stole yours?

JEREMY

That's right.

LES

Aw, then what's the point -- the
wedding's off!

Laura and Jeremy look relieved as Les starts to untie her.

LES (CONT'D)

Damn... the knots... you tightened
them with your struggles...

(giving up)

You know, at this point, it would
be easier just to kill you.

Les reaches for an AX. Jeremy OPENS FIRE with his nail guns, shooting the ax out of Les' hand. He lets loose with another burst. Les uses his magnetic powers to STOP THE NAILS and send them flying back at Jeremy. The nails pierce the edges of his shirt, pinning him to a crate. Les starts advancing on a helpless Jeremy.

LES (CONT'D)

I see chivalry is not dead. But
you are!

DOUGLAS (O.S.)

Not so fast!

Douglas jumps down from a stack of crates, landing between Les and Jeremy. He gives Jeremy a confident nod.

DOUGLAS (CONT'D)
Untie her! And un-nail him!

LES
Or what?

DOUGLAS
Or this!

Douglas reaches into his utility belt and whips out a small can of PEPPER SPRAY and gets Les right in the face. Les stares unblinking for a long beat as Douglas empties the entire can into his eyes. Douglas desperately SHAKES the can, then manages one last, tiny burst. Les just smiles.

DOUGLAS (CONT'D)
Uh-oh.

INT. WAREHOUSE -- LATER

CLOSE ON Douglas.

DOUGLAS
(embarrassed)
Sorry, guys. I guess this is why Maxx doesn't let me go on missions.

CAMERA SPINS AROUND

Douglas is bound and hanging upside down from a winch. Laura is still tied up at the altar. Jeremy is still pinned to the crate.

Les stands over a deadly array of power tools. He considers a chain saw for a moment, then a circular saw, before finally picking up a cordless power drill.

LES
(to Douglas)
Do you have any idea what would happen to a human brain if it came into contact with a power drill?

DOUGLAS
(gulp)
No.

LES
Would you like to find out?

DOUGLAS

(gulp)

No.

MAXX (O.S.)

I would.

An extremely hung-over Maxx Powers steps forward wearing sunglasses and holding a POWER DRILL of his own. He pulls the trigger a few times, then WINCES at the noise.

MAXX (CONT'D)

(with authority)

Let them--

(wincing, then softly)

Go.

LAURA/JEREMY/DOUGLAS

(overjoyed)

Maxx!

Maxx holds his head.

MAXX

Shhhh.

(then)

Come on, Les. Don't hurt innocent people just because you hate me.

LES

You're my only brother. I don't hate you, I love you. Love you to DEATH!

The two superheroes FLY AT EACH OTHER, colliding in mid-air fifty feet above the warehouse floor. With their right hands, they each try to drill into the other's face. With their left hands they struggle mightily to keep from being drilled themselves.

Les' drill is getting dangerously close to Maxx's face. As it's about to touch his lips, Maxx opens his mouth. Les PLUNGEs his drill deep inside. Maxx BITES DOWN ON THE SPINNING BIT, stopping it in his teeth and causing the drill, and Les, to SPIN LIKE A PROPELLER. Les finally loses his grip on the drill and is sent FLYING through the air.

Les comes CRASHING DOWN onto a stack of shipping crates. In a series of loud CRUNCHES, Les falls through crate after crate after crate. Then, all is quiet. Maxx opens the bottom crate with a crow bar. Packing peanuts spill out, followed by an unconscious Les.

Maxx uses his eye lasers to free Laura from her ropes.

MAXX

You okay?

LAURA

I'm fine. You?

MAXX

Never been better.

He flashes his million dollar smile. She RUNS PAST HIM to JEREMY, whose shirt is still nailed to the wall. Maxx's smile fades as he watches them KISS passionately.

MAXX (CONT'D)

Oh.

DOUGLAS

Sorry, Maxx.

Douglas is still dangling upside down next to Maxx. He tenderly puts his head on Maxx's shoulder.

ON LAURA AND JEREMY

Laura keeps kissing Jeremy as she unbuttons his shirt to free him from the wall.

ON MAXX

His heart breaking all over again.

BEHIND HIM

Les' hand twitches. An AX flies into his hand. With a mighty BELLOW, he SITS UP and HURLS it at Laura.

JEREMY

Laura!

He RIPS HIMSELF out of his half-unbuttoned shirt and DIVES in front of Laura.

Maxx's eyes go wide. He FREEZES TIME. The ax blade STOPS just inches from JEREMY'S HEART.

Maxx runs over to the ax, reaches for it, then HESITATES. After a long beat, we hear a voice.

LES

I know what you're thinking. With him out of the way, Laura will be all yours. And she'll never know.

Maxx turns to his brother, who shares his genetic immunity to the effects of "time stoppage."

MAXX

That's not what I'm thinking. I'm thinking about how I can save him and kill you at the same time.

LES

Let him die, Maxx. No one will ever know. Except me. And who's going to believe me? I don't believe half the crazy things that come out of my mouth. Do it, Maxx. Do it and Laura is yours. Do it. Or you'll be alone forever. Do it.

MAXX

(struggling)

I can't.

LES

You can. Face it, Maxx. Deep down, you're no better than me.

MAXX

Than I.

LES

Fine, you're a little better in grammar. But morally, we're equivalent.

MAXX

(through gritted teeth)

No we ain't!

TIME UNFREEZES. Maxx GRABS the ax and THROWS it, CUTTING THE CHAINS suspending Douglas from the ceiling. Les and Douglas SCREAM as Douglas CRASHES HEADFIRST ONTO LES' CROTCH.

Jeremy looks down at his chest, at an unconscious Les, at Douglas wriggling out of his chains, at an unharmed Laura. He can't figure out what just happened.

MAXX (CONT'D)

Quick thinking, Jeremy. The way you saved Laura, freed Douglas and knocked out Les all in one move -- just brilliant.

JEREMY

I did all this?

(amazed at himself)

I mean, it all happened so fast.

MAXX

You've got a good man here, Laura.
Don't let him get away.

LAURA

I won't. And, Maxx... I'm sorry
things between us--

MAXX

Shh shh shh. It's okay. What we
had was wonderful. But I realize
now that you two belong together.
And I belong... to the world. The
time has come for me to return to
my first love...

He puts his arm around Douglas. Douglas beams.

MAXX (CONT'D)

...Fighting crime.

Maxx and Douglas hog-tie Les as Laura and Jeremy embrace.

LAURA

Thank you for saving my life...
again.

JEREMY

You'll find I'm really good with
birthdays, deadly allergies... and
supervillains.

They KISS.

FADE OUT.

FADE IN:

INT. MAXX'S APARTMENT -- NIGHT

Maxx and Douglas sit next to each other on the couch.

DOUGLAS

So... How was it?

MAXX

How was what?

DOUGLAS

The sandwich. I used a new mustard.
But, of course you didn't notice.
You never notice.

(then, frustrated)

Maxx, sometimes I feel like I'm
invisible in this relationship.

MAXX
Relationship?

DOUGLAS
And my therapist thinks it might
be helpful if you came with me for
a few sessions. So we can work
through our issues.

MAXX
We don't have issues. Now are we
going to watch the movie or not?

Douglas sulkily presses play. On the giant video screen,
a crime-fighting map of the world is replaced by the
opening of "Pretty Woman". Maxx glances at Douglas and
softens.

MAXX (CONT'D)
I did notice the new mustard. It
was delicious.

The two men watch the movie in contented silence.

FADE TO BLACK.

THE END