SUPERMAN



DOOMSDAY

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Based on the stories appearing in "Superman" comics

"SUPERMAN" created By Jerry Siegel and Joel Schuster

FADE IN

EXT-OUTER SPACE

A meteor hurdles through the emptiness, past the stars and as the camera pans we see it is headed toward earth.

EXT – EARTH – MOUNTAIN SIDE – DAY

LEGEND: NORAD

INT - NORAD - DAY

Two techs are leaning over a monitor, tracking the meteor's progress.

TECH #1 It's still coming. Gaining speed.

TECH #2 Alert command. Tell them to prep the defenses.

EXT - EARTH - SKY - DAY

Several fighter jets rise through the clouds.

PILOT #1 We could use some help here...

EXT – SPACE

The meteor closes in on earth and as it passes through the atmosphere it breaks up, shattering into hundreds of smaller pieces.

POV from the meteor as it rushes towards earth, towards the fighter jets ascending towards it and then—

A RED AND BLUE haze streaks across the screen past the jets, towards the meteor pieces.

PILOT #1

Superman.

The jets begin firing at the meteor pieces, hitting some, missing others, shattering the larger pieces into tinier fragments.

POV from the meteor-the streak stops dead and we gaze at Superman-big red "S", his

cape billowing, the blue suit almost glowing in the sunlight. He looks like a god.

Superman pulls back his arm, swings a massive blow to the meteor, shatters it into millions of tiny shards.

He does this again and then again, with piece after piece, taking out those the fighter jets don't get. He uses heat vision on some, exploding them into tiny fragments.

Almost finished, he stops, looks towards the sky and narrows his eyes—then they widen and he looks almost panicked, then annoyed.

SUPERMAN

Damn.

One chunk of meteor hurdles at him, and he braces himself then it slams into him, breaking into pieces as it does but the biggest bit sends him flying downward toward the earth, following the trajectory of the meteor.

PILOT #1 Do meteors travel faster than speeding bullets?

CUT TO:

SKY

Superman grabs hold of the meteor, roughly the size of a basketball and spins end over end as he plummets toward earth.

He struggles to right himself, holding the chunk at arm's length. It is only then do we notice it is glowing green.

KRYPTONITE!!!

Superman braces himself and pulls out of the freefall, then spins like a top, still with the kryptonite at arm's length. Suddenly he releases the glowing green chunk of death and watches as it sails skyward at an incredible rate.

As it flies off Superman focuses his eyes and with a radiant burst of heat visions ZAPS the rock and watches as it explodes into nothing.

A thin powder of green dust wafts down and blows away through the breeze. Superman's hand is shaking...then steadies as the green cloud passes beyond him.

He looks winded but just as quickly as his hands stopped shaking the color begins to return to his features and he looks robust and healthy once more. He looks out over METROPOLIS, city of the future.

A sharp and brilliant reflection of sunlight is visible behind him. From inside the light comes a knocking sound. Once, twice—three knocks.

Superman frowns and turns around.

He looks at a tall, barrel-chested man with receding red hair. LEX LUTHOR.

Luthor is standing inside the LEXCORP TOWER, tallest building in Metropolis. Superman's descent has brought him to just above the tower's penthouse, where Luthor stands now on the other side of the window, glaring at Superman. The expression on each one's face is identical. If looks could kill...

CUT TO:

FLASHBACK

TEN YEARS AGO:

EXT – METROPOLIS AIRPORT – DAY

There is a huge crowd. They've come to watch a plane coming in for a landing.

A billboard off the runway announces:

"LEXAIR LEXWING TEST FLIGHT TODAY"

Clark Kent is standing in the crowd. He is ten years younger, dressed in jeans and a t-shirt.

As the plane descends, it begins to shudder, shake and rock and then an engine smokes and finally EXPLODES.

The plane starts to rocket towards the crowd and then spins, still hurdling toward the crowd.

The young Clark springs into action without even thinking about it. He shoots into the sky and grabs the nose of the plane, spinning with it, forcing against it, slowing it down but pulling it up at the same time so it lifts away from the crowd.

The other engine dies and the only resistance is momentum.

The spin is almost stopped so he lets go and grabs the plane by the fuselage. He digs his fingers in and rights the plane, pushing it out of the spin and guiding it toward the runway.

He sets it down and backs away.

The crowd starts to rush him.

The plane's door open and Lois Lane stands before him.

LOIS

Hey you!

The crowd is on top of him, clawing at him, grabbing at him. Lex Luthor, younger, full head of hair, exits the plane and glares at Superman in the crowd.

Clark shoots into the sky.

CUT TO:

NOW

EXT – METROPOPLIS – LEXCORP – DAY

Superman hovering outside the Lexcorp tower. Lex glaring.

LUTHOR

I will thank you to leave any time, alien.

Superman hovers closer to the window.

SUPERMAN

Luthor. I just helped destroy a meteor that would have likely hit this building. I'd say you owe me a 'thank you.'

LUTHOR

Since Lexcorp designed the US missile defense system that would have blown the meteor out of the sky with or without you, I'd say I don't care. Now leave. You're in my personal space.

Superman hovers a little close.

Luthor crosses his arms defiantly, and we see he is wearing a ring, glowing green.

Superman quickly moves backward. His glare becomes more angry.

Luthor grins.

Superman shoots skyward, disappearing into the clouds.

EXT - METROPOLIS - SKY - DAY

Superman flies through the clouds, then bursts through into the blue sky, then swoops down over the city, down to street level where he flies just over the heads of the passersby on the street.

Kids point, people smile, some grab at him, touching his cape. A hot dog vendor, calls at him, so does a cab driver, a gruff looking man smiles as he goes by.

It's obvious what his presence does to people—he gives them hope, he makes them happy, they feel safe.

He lifts into the sky and disappears into the clouds again.

EXT - DAILY PLANET - ROOF - DAY

Superman drops from the clouds and lands quickly and quietly on the roof of the planet. He walks to a doorway beneath the giant spinning globe and ducks inside.

INT – DAILY PLANET – DAY

CLARK KENT emerges from a stairwell door.

He easily joins the busy hustle of the newsroom, nodding and waving, shaking hands and saying hellos to various people before finally planting himself at his desk.

He opens his computer and begins to type. Then, he cocks his head and grins.

He gets up, heads into the hallway, takes a quick look around and then opens the door to a storage closet.

CLARK Yes, as a matter of fact—I did save the day. Again.

He is looking at LOIS LANE.

He comes inside and she closes the door behind him.

LOIS Yes, but what's bothering you now?

CLARK What makes you think something's bothering me?

LOIS Because I know you.

CLARK Well, I'm fine.

She gives him a tiny smack on the cheek. He winces.

LOIS Oh, as if. 'Fess up, Smallville. What's got you all out of sorts?

CLARK The meteor—part of if was kryptonite.

LOIS

Oh. Sorry.

She touches his cheek.

LOIS (con't) Do you think there's more or did you get it all?

CLARK

There's always more. A whole planet's worth. It's not a big deal, it shows up from time to time. Just get rid of it. Only piece that bothers me is the one piece I can't get rid of.

LOIS

Luthor's ring.

CLARK He was waving it in my face again.

LOIS

I got a ring to wave in your face.

She raises her hand and wiggles her fingers, an engagement ring on her ring finger.

CLARK Did you want Hawaii or Paris for a honeymoon?

LOIS

Either is expensive.

CLARK I know a guy. He can get us real cheap airfare.

Lois laughs and they lean in for a kiss.

The door opens and JIMMY OLSEM stands there, shocked.

JIMMY Oh, man! I'm working here!

> CLARK LOIS Sorry, Jim.

JIMMY I need a memory card.

He reaches past them to a stack of memory cards and begins to insert one in his camera.

JIMMY (con't) So is there an actual date yet?

CLARK No, not yet. We've only been engaged a couple months.

LOIS Besides my grandmother said long engagements were always best. Gives people time to iron out the kinks.

JIMMY Kinks? Mr. and Mrs. America have kinks?

Lois and Clark share a look.

CUT TO:

INT – LOIS & CLARK'S APT – NIGHT

Lois is asleep, lying comfortably on the bed. Clark is asleep but is hovering several feet above the bed. CUT TO:

INT – LOIS & CLARK'S – BATHROOM – DAY

Clark is shaving by bouncing heat vision off a metal plate to burn the hair off his face. Smoke from this process sets the smoke detector to start blaring. Lois fans it away and gives him a look.

CUT TO:

INT – LOIS & CLARK'S – NIGHT

Clark (as Superman) comes in the window from some adventure. His costume is smoldering and dirty, his cape is in tatters. Lois jumps to her feet and begins to shoo him out the window, pointing to the floor where he's tracked soot. He gives her an apologetic look.

CUT TO:

INT – DAILY PLANET – DAY

Lois, Clark and Jimmy in the hallway.

LOIS

Kinks?

CLARK No, no kinks. Not really.

LOIS

No. None

INT – LEXCORP – DAY

Luthor is in a lab with DR. SYDNEY HAPPERSON. They are pouring over massive amounts of research data.

Luthor sighs and wanders over to a small meteorite of kryptonite encased in a glass display.

LUTHOR It's amazing, Sydney.

HAPPERSON Sir?

LUTHOR

This little green rock. He can fly and shoot lasers from his eyes and move planets with his own hands. but it can all be undone by this little green rock.

HAPPERSON Indeed, sir.

LUTHOR I need to know why.

HAPPERSON

The radiation from the kryptonite, sir...it's lethal.

LUTHOR

Sydney. Sydney, there are times it amazes me I haven't killed you years ago. I know it's lethal, you incompetent ass. What I want to know is *why?* Why is kryptonite radiation lethal to him? If we know why then we would know if there's a way to make more and if there's any way to inoculate him against it.

HAPPERSON Sir? Inoculate?

LUTHOR

Sydney, if there's one thing more powerful than the having the only substance in the universe that can kill Superman...it's having the only substance in the universe that can save him.

> HAPPERSON A bargaining chip then, sir.

LUTHOR Yes. So why don't I have it, Happerson?

> HAPPERSON I'm working on it, sir.

LUTHOR Work harder. You only have one life.

EXT – THEATER – NIGHT

An awards ceremony is taking place.

The marquee reads:

"LEXCORP MEDIA AWARDS"

INT – THEATER – NIGHT

CATHERINE GRANT is at the podium.

CAT GRANT

This year's winner of the LexCorp Media Award for Outstanding Journalistic Performance is a farm-boy who made his home in the Big City. A man who, as a novice, unknown reporter, scooped us all on the story of the century when he landed the first exclusive story on Superman. The award-winning author of "Under a Yellow Sun" and the five-time Reporter of the Year... ladies and gentlemen, it is my proud honor to introduce—Clark Kent!

The audience erupts in applause as a spotlight finds Clark. He kisses Lois and then makes his way onstage.

CLARK

Thank you, Catherine. Thank you, everyone. I am honored by this award, I am honored and humbled I truly am, in that it comes from my peers in the media. This award though, doesn't belong to me alone. I doubt I would have arisen to the accomplishments I have if not for the accomplishments of Metropolis's favorite son— Superman!

Again, the audience erupts in applause.

Luthor sits back in his chair, snorting in contempt.

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CLARK (con't) Gotham City has the Batman. Keystone City has The Flash. Fawcett City has Captain Marvel. But no other city in the world offers the wonders that we see on a daily basis from Superman calling our city home. He has truly helped make Metropolis the City Of Tomorrow. He is the inspiration for All of us and the lead I follow in my work. And I'd also like to thank Metropolis's other favorite son, the man who makes this whole evening possible—Lex Luthor.

The applause roars and a spotlight finds Luthor. He's shocked by the brightness of the light. There's something wrong, though. We can see he looks tired, maybe sick. He puts on a good show and waves to the people.

CU:

CLARK'S EYES:

The pupils dilate and they cloud over. They return to normal and he exits the stage.

After the light returns to the stage, Luthor motions to his bodyguard.

LUTHOR

The operator of that light—see to it he has a tragic accident on his way home this evening.

Bodyguard nods and slips away.

INT - BALLROOM - NIGHT

Clark is talking with a group of people, shaking hands and schmoozing.

He finally escapes the throng and joins Lois at the bar.

LOIS Hey, Smallville. Celebrity status suits you well. Just don't forget that I'm the one who won the Pulitzer.

CLARK How could I, dear? You remind me every chance you get.

He grins, kisses her on the cheek.

LOIS That was mean, sticking it to Lex with the Superman stuff.

CLARK But it was fun. Did you see him tonight?

LOIS Not very well. But he didn't spear to be his usual serpentine self this evening.

CLARK There's something wrong. I used my x-ray vision when I was on stage.

> LOIS And? What did you see?

CLARK

I'm no doctor.

LOIS But you saw something? What was it? What did you see?

HOLD ON CLARK AS WE HEAR:

LUTHOR Cancer!?!?!?!?

CUT TO

INT - LEXCORP - DAY

Luthor is sitting in an exam table, looking at the x-rays before him.

The skeletal structure in his hand is obscured by a cloudy mass extending up the arm.

LUTHOR (con't) This is unacceptable! I cannot be dying! I am Lex Luthor! I do not die!

HAPPERSON

I assure you, sir I am working on everything I can. Every treatment available, everything experimental, things no one's got or even thought of yet, I am working on it. I won't let you dir, Mr. Luthor.

LUTHOR What caused this? What did this to me?

HAPPERSON Uh...I think...I believe, sir...it...

LUTHOR WORDS! Speak, you stuttering bastard! I want an explanation!

HAPPERSON

The ring, sir. I think it was prolonged Exposure to the kryptonite radiation.

Luthor's eyes go wide and he stares down at his withered hand. He rips the ring off, throws it at Happerson.

LUTHOR Take it away! Seal it and that damned rock it came from in the basement—in lead! If I ever see either of them again I'll kill you. You hear

me, Happerson? I'll kill you. NOW LEAVE!!!

Happerson flees the room, leaving Luthor alone.

Luthor stands. He snarls and then punches the x-ray, shattering the glass, shredding his hand and collapses in a heap of pain.

INT – LEXCORP – LUTHOR'S OFFICE – DAY

Luthor is sitting in his chair, blanket and shawl wrapped around him, still shivering.

He is weak and pale, his cheeks sunken, his hair gone, his once robust chest gone thin and the muscle turned to fat and loose skin. He is wasting away and its obvious he doesn't have a lot of time left.

Happerson comes in the room.

HAPPERSON Mr. Luthor? Sir?

LUTHOR He killed me, Sydney.

HAPPERSON Sir? I'm sorry?

LUTHOR The alien. Superman. His filth. He killed me.

HAPPERSON

Maybe not, sir.

Luthor turns his shriveled face towards him.

HAPPERSON (con't) It's a long shot, sir. But it's the best we have. It's the only thing we have.

INT – DAILY PLANET – DAY

CU on a card someone has tacked to a corkboard:

YOU ARE INVITED TO THE WEDDING OF CLARK JOSEPH KENT AND LOIS JOANNE LANE

CUT TO:

INT – DAILY PLANET – NEWSROOM – DAY

Lois and Clark are at his desk, talking.

CLARK I'm going to ask Jimmy to be my best man

LOIS

What about Pete?

CLARK

He's my best friend, true. But I talked to him last night. A senator's life is complex and busy. Lana can make it, but he's stuck in Washington. He understands,

LOIS

Jim's a sweet guy. He's a real pal and he'll appreciate it. Besides, Lucy is my maid of honor.

CLARK He's still got a thing for that sister of yours? Weren't they both in high school?

LOIS

True love never dies.

They start to kiss and someone clears their throat.

They unlock lips and turn to see Jimmy standing at their desk, staring away.

CLARK LOIS Sorry, Jim.

JIMMY

Oh, hey guys. I couldn't help overhear something about dying. Which begins a segue into the fact that I have the scoop of the decade.

LOIS Do tell, cub reporter.

JIMMY The death of Lex Luthor!

CLARK

What?

The photo shows a haggard Luthor sitting in a wheelchair.

LOIS

Where did you get this?

JIMMY

A source knows someone at Lexcorp. They pulled it off security cameras. They say they wicked old coot is on his last leg. Cancer, supposedly. You can keep that one, the original's going on the front page.

He heads off, leaving the photo with Lois and Clark.

LOIS

Is this real?

CLARK

I don't know. Lexcorp tower is lined with lead, I can't see through any part of it. No way to know. It's possible, though. All those months ago at the awards, he looked bad.

LOIS

There was something there, Clark. Like you said, you're no doctor but anything that accumulates like that, what else could it be? Who knows what kind of freaky business he has going on in that tower? Something in there could have caused this.

CLARK

Entirely possible. Something intended to kill Superman, no doubt. He always seemed so healthy and strong. I guess you can never tell.

He looks up suddenly.

LOIS

What is it?

CLARK Duty calls. I'll see you tonight.

He kisses her in the cheek and quickly disappears down the hall.

EXT – METROPLOIS – DAY

The Daily Planet building. Superman flies out from behind the globe and into the sky.

He heads towards a billowing cloud of smoke from an intersection, drops down into the center of the trouble.

There is a fire burning from a large crater in the street.

SUPERMAN

What happened?

COP

Gas mane, looks like, Superman. Fire Department and backup both on the way.

SUPERMAN Keep these people back, I'll see what I can do.

He lifts into the sky and swoops down into the flames.

CUT TO:

BELOW THE STREET

Superman grabs the two ends of the ruptured gas mane and bends them together, seals them with a blast of super cold breath.

He leaps back to the surface where the fire department is already putting out the fire.

The crowd cheers.

Suddenly, the ground behind Superman EXPLODES and debris scatters over Superman and the crowd.

A low, guttural growl comes from behind Superman. He begins to turn and is PUNCHED IN THE FACE!!!

Superman is shot through the air, slamming into a car, twisting the steel around his body.

As he pries himself out of the crippled vehicle he is blindsided by another punch. He manages to stay on his feet this time but he is quickly hit by another punch, then another.

Finally, he retaliates. He grabs his opponent, shoots into the sky. We finally get a look at his attacker.

IT'S HIM. SUPERMAN.

Rather, a grotesque and twisted version of himself. Ashen skin, gray hair, harsh features, as if the bones were about to penetrate the skin.

SUPERMAN

What the hell!?!?!

The Bizarro Superman growls again and lets loose a blast of heat vision, but it's a poor version of it, haphazard flames bursting from its eyes hitting Superman in the face.

Superman lets go of the beast and backs off, getting his bearings. It doesn't work. The Bizarro begins pounding at him, then kicks him, sending him hurdling off in the sky.

Superman comes to a halt.

SUPERMAN (con't) All right, that's about enough of that.

Behind him the Bizarro is coming towards him—FAST.

Superman spins quickly and lands a solid punch to Bizarro's face. The beast is knocked backward but comes right back.

Superman takes off his cape like a toreador and dangles it in front of him as the Bizarro rushes down on him. Superman leaps, grabs the Bizarro in his cape, wrapping it around him.

He shoots toward the ground quickly, extremely fast. Bizarro is struggling in the cape, and starts tear through. A flash of flame from inside and his head is through. Then an arm, reaching for Superman.

A few dozen feet off the ground Superman angles his approach over Centennial Park and stops his descent dead but letting go of the creature wrapped in the cape which continues on its rapid downfall.

It hits the ground with a massive thud. Superman holds for a moment then drops down into the park.

He sees a small crater and heads over to it. Bizarro climbs up out of the crater but he's obviously weaker. It looks like the ashen skin is crumbling, falling off.

Still, it won't stop. It comes at Superman and begins to pound at him. Superman punches back, and they trade blows.

An extended fight takes place between the two of them—traded blows, throwing one another about, slamming into the ground, etc.

With each blow Bizarro's body begins to crumble even more and his skin chips away.

Superman, seeing the bones falling off and out of Bizarro's skeletal face realizes what is happening and begins to simply deflect Bizarro's blows. Bizarro's fists continue to hit Superman until the skin is gone and there are jagged, bony protrusions instead of knuckles. Bizarro hits Superman again and his attempt to deflect the blow cause the bony knuckle to stab him in the arm.

Superman yells and punches the Bizarro. The thing collapses, and Superman starts back away but it grabs his ankle and punches him in the leg again, stabbing into flesh again.

Again, Superman yells in pain and kicks free of Bizarro's grip. Bizarro's arm comes free in the process and crumbles into pieces of ash and bone and rock.

Bizarro makes one more effort to climb up and attack Superman. Superman grabs the thing's remaining arm and hurls it away from him. It hits a tree and splits in half when it does so.

Superman dashes over to the torso and looks down at it.

SUPERMAN I'm sorry...I...what are you?

The thing gives no answer. It stops moving and turns completely white. Superman kneels to take it in his arms but it crumbles into dust.

He stares down at the powder on his hands.

LUTHOR (VO)

Ashes to ashes...

INT – LEXCORP – LAB – DAY

Happerson is setting something into a glass containment case.

LUTHOR (VO) ...Dust to dust.

Happerson moves OS and we see it is a piece of the Bizarro's bone, covered in Superman's blood.

INT – LOIS & CLARK'S – NIGHT

They are going over some paperwork. Lois is anyway. Clark is distracted.

CLARK It wouldn't be the first time someone's tried to impersonate me or even clone me.

LOIS

So what's the problem? It happens, you stop it.

CLARK Yeah, but the...rage...I've not seen this before. It was scary. And strong, too. It cut me.

He holds up his arm. There's barely a mark now.

LOIS And you're all better, too. It happens, we deal.

CLARK

I guess so.

LOIS

Let's deal with other things. The church is booked. Reverend Swan is on board. The invitations are sent. The rehearsal is four days before. We're set. If we can get through it without you and my father killing each other, we'll be fine.

She turns up to notice Clark is staring into space.

LOIS (con't) To be honest, though, I was thinking I don't know if I can do this. I keep thinking about Batman. Those ears...

CLARK Batman? What?

LOIS At least that superhearing was catching something I'm saying.

> CLARK I'm sorry, Lois. Really. Go on. Please.

LOIS

Not now.

CLARK No, I need to be here for this.

LOIS It can wait.

CLARK Paris?

She checks her watch.

LOIS It's 3 AM in Paris.

CLARK It's eight in Honolulu.

LOIS

You're lucky you can fly around the world in under an hour, Smallville. Your work ethic would have put an end to this long ago.

He stands, takes her in his arms and they jump out into the sky and fly away.

INT - LEXCORP - NIGHT

Happerson comes into Luthor's office.

Luthor is in a wheelchair, bald, withered, decrepit.

LUTHOR

What news?

HAPPERSON

Good news, sir. The plan went off without a hitch. The DNA was obtained perfectly.

LUTHOR Of course it did. It was my plan

HAPPERSON

We were able to determine why kryptonite is lethal to Superman. His DNA and that of the kryptonite have an identical genetic marker. It would seem Kryptonians are genetically bound to their home planet. Leaving means death.

LUTHOR

Then how is he here?

HAPPERSON

When the planet died so did the genetic link. The chemical reaction that caused Krypton's destruction also severed the genetic link. Dead planet, dead link. However, the same chemical makeup that allows Superman to thrive under our sun allows kryptonite to do the same. It alters the genetic link, though. That's what causes the radiation to be lethal to him.

> LUTHOR What does that mean for us?

HAPPERSON

It means now that we know, we can fix it. We could reverse kryptonite poisoning if Superman was ever exposed again. So we do have your cure. We can reverse the effects of kryptonite poisoning in you, as well, sir. However...

LUTHOR However?

HAPPERSON

I'm afraid we're past that point, sir. Plan C is our option now. We can begin in about two weeks, it should be ready in two months if all goes well.

Luthor coughs violently and horribly, spits blood across the room at Happerson.

LUTHOR I don't have two months!

HAPPERSON

Sir, we cannot rush this. This is very experimental in all areas. I want another run through—after the last one...

Luthor raises a stump where his hand should be and shakes it at Happerson.

LUTHOR

I am not willing you this company, Happerson. In fact, if I die, I've made arrangements so that I don't go alone. You will make this work.

HAPPERSON Yes, sir. Of course.

Happerson, shaking, leaves.

Luthor sits alone in his office. He turns his chair and looks out over Metropolis at night. And grins.

A wicked, twisted, evil grin.

INT – LOIS & CLARK'S – NIGHT

Lois is asleep.

Clark is as well but he tosses and turns.

CUT TO:

CLARK'S DREAM

He is a little boy, eight years old, standing at a flight of stairs, staring down into the darkness.

CLARK (VO) I'm afraid. I'm a little kid against the darkness and I'm absolutely terrified. Something is down there. In the dark.

CUT TO:

Clark in bed, tossing.

CUT TO:

CLARK'S DREAM

CLARK (con't) (VO) I can't see it. But I know it's there.

He runs from the stairs to the kitchen where his mother, MARTHA KENT, is staring at him.

CLARK (con't) (VO) She's asked me to do something. And I can't. I feel so small.

CUT TO:

Clark in bed, tossing.

CLARK (con't) (VO) I won't let her down.

CUT TO:

CLARK'S DREAM

He is down the stairs, in the cellar, in the dark.

CLARK (con't) (VO) The monster is still down here. I know it. I can't see it. It's too dark.

He reaches for a light switch, flips it on.

CLARK (con't) (VO) But when the light comes on...

CUT TO:

Clark in bed, still tossing.

CLARK (con't) (VO) ...I hear it.

CUT TO:

CLARK'S DREAM

A low, guttural, snarling growl is everywhere.

He turns toward the camera and as he does he gets progressively older. Eight, then a teenager and finally an adult.

CLARK (con') (VO) And I see it. The thing in the dark. The monster.

A huge, hideous, beastly monstrosity. An evil thing, bones jutting out from all joints and angles, hair long and filthy white, eyes glowing red, skin gray as burnt ash.

It lunges at us and we:

CUT TO:

Clark leaps up from bed, sweating, gasping. He finds a light and turns it on. He looks around at the familiar surroundings of his apt.

He lies down, breaths deeply and looks at Lois beside him.

He relaxes, puts his arm around her.

INT – LEXCORP- DAY

Happerson is passed out over a computer terminal when an alarm sounds.

He jumps up, looks around and then sees a flashing message on his screen.

HAPPERSON Oh sweet god...

CUT TO:

Luthor laid out on a slab, his withered body clad in a hospital gown.

Happerson enters the room with a team of doctors.

HAPPERSON Let's do this, damn it! We haven't much time!

He lifts a surgical saw from the table and turns it on as we

FADE TO BLACK

FADE IN

Happerson is before us, blurry and his image distorted by bubbles in fluid.

HAPPERSON Mr. Luthor? Can you hear me, sir?

INT – LEXCORP – DAY

Happerson walks away from a large tank filled with a vile looking fluid. Inside the tank a disembodied brain floats, its spinal cord dangling beneath it like some grotesque tail, its two eyes bobbing about.

LUTHOR Happerson?

The voice is distorted, electronic.

LUTHOR (con't) Happerson? What?

Happerson looks ecstatic. He rushes to the tube.

HAPPERSON Mr. Luthor? Can you hear me, sir?

LUTHOR Yes...I can. What's going on?

HAPPERSON Your body failed, sir. We've removed your brain HAPPERSON (con't) and spinal cord. You're safe for now. we have to complete the process rather quickly now.

LUTHOR Well, do it, man. As quickly as possible. My voice...what's happened to it?

> HAPPERSON We had to lose the larynx.

CU on Luthor's brain and bobbing eyes.

LUTHOR Damn.

INT - DAILY PLANET - DAY

LOIS Tell me about it. The dream.

CLARK I rarely dream. When I do, it isn't like this.

LOIS

So what was it?

CLARK

I was a kid again. Scared of the dark. I couldn't move. Scared stiff. And there was this thing, this thing in the dark. waiting, there in the dark.

LOIS What kind of thing?

CLARK A...monster. Huge. Ugly.

He looks at her.

CLARK (con't) I think it might've been your father.

They laugh, she tosses a magazine at him.

LOIS

Keep kidding, Smallville. Go right ahead and joke, but if this is some deep-rooted fear of commitment rearing its ugly head and you back out on me, I'll kill you.

CLARK No need to worry. In fact—be back soon.

Clark rushes off towards Jimmy who is crossing the newsroom.

CLARK (con't) Jim!

JIMMY Hey, Clark!

CLARK Jim, I wanted to talk to you.

JIMMY What's going on?

CLARK I wanted to let you know we hired Ron Troupe to photograph the wedding.

JIMMY (obviously hurt) Oh, oh okay.

CLARK You can't handle this job, Jimmy.

JIM You don't think...after all this time, Clark? You don't think I'm capable?

CLARK Well, not while you're busy being Best Man.

Jimmy steps back.

JIMMY What?

CLARK Absolutely. If you're willing.

JIMMY Of course, of course! Wow, I can't believe it!

CLARK You're my best pal, Jimmy. It's only fitting.

INT – LEXCORP – DAY

Happerson is sitting at a terminal, punching keys. Onscreen before him is a display of Luthor's brain and stem, along with close-ups of the nerves and cords being severed and reattached to other cords and nerves.

HAPPERSON We have a problem, Mr. Luthor.

Luthor's brain is still in the tank, bobbing about, his voice still distorted.

LUTHOR What now?

HAPPERSON We have to work around the brain. Implanting is an unacceptable risk.

LUTHOR

Explain.

HAPPERSON

Reattaching the nerve-endings and brain stem is such a delicate procedure there's too much of a risk at permanent paralysis. Our best bet is to grow the body around the brain, let the cords grow together.

LUTHOR Risks?

KISKS?

HAPPERSON

We'd have to shut you down, sir. An induced coma for the duration of the process. The risk of course is that you'd never wake up.

LUTHOR

Not just my risk, Happerson. You're well aware of the consequences of my demise.

HAPPERSON Very much so, sir.

LUTHOR Good. When do we begin?

INT – LOIS & CLARK'S – DAY

JONATHON and MARTHA KENT are there. Clark is carrying a box.

JONATHON Take a look at that, son.

Clark opens the box, there is a tuxedo inside.

JONATHON (con't)

That's the tux I married your ma, in. Thought you could use it, save you a fortune on buying a new one.

MARTHA Try it on, son.

CUT TO:

FLASHBACK:

INT – KENT HOUSE – SMALLVILLE, KANSAS - DAY

Jonathon and Martha, much younger, are eating at the table when a scream is heard from outside. They rush outside to see a five year old Clark running from a bull.

MARTHA

Jonathon!!!

Jonathon rushes forward but the bull is too fast, it tramples little Clark and keeps going.

Martha screams, Jonathon is frozen in horror until he sees Clark get up. His clothes are torn but he is unhurt.

CUT TO;

CLARK'S APT – NOW

Clark slips on the tuxedo jacket but as soon as he lowers his arms the jacket splits in two.

CLARK Sorry, pa.

Martha laughs as Jonathon looks on helplessly.

INT – RESTAURANT – DAY

There is a group gathered for Lois's shower.

She's opening a box and pulls out some slinky lingerie.

She looks to a blonde sitting next to her, her sister LUCY.

LOIS Don't even pretend, little sister. This has Lucy written all over it.

She opens another box. A crock-pot.

LOIS (con't) Mom?

LOIS'S MOTHER I put a list of recipes inside!

LOIS

And I cook so often.

She just shakes her head.

INT – LEXCORP – DAY

LUTHOR'S POV:

Distorted bubbles and fluid.

Happerson looks up at us.

HAPPERSON I'm going to start the flow now, sir. I'll Be here from start to finish.

LUTHOR One way or the other, Happerson, that's a certainty. Begin.

Happerson presses a button and we

FADE TO BLACK

INT – TUX SHOP – DAY

Clark, Jonathon and Lois's father, SAM are being fitted for tuxedos.

TAILOR (to Clark) What size?

CLARK Thirty-six.

SAM

Forty-two.

TAILOR

(to Sam) Don't suck in. Forty-six.

JONATHON I've put on a few in my day, too.

SAM Muscle. Left over from the war.

JOANTHON I had muscle in the war, too. Mine turned

to fat.

Jonathon pulls Clark aside.

JONATHON (con't) Son, I wanted to get you alone for a minute. I wanted to say how much you have always meant to your mother and me. It doesn't mean beans when you put on that suit. What matters to us is what you do when you're our son. We love you, boy. And we couldn't be happier for you now.

CLARK

Thanks, Pa. No matter what, all these years, anytime it got rough you and Ma have been there for me. I wouldn't be who I am without you.

CUT TO:

FLASHBACK

INT - KENT FARMHOUSE - NIGHT

Jonathon creeps into a dark bedroom, baseball bat in hand.

He finds Clark sitting in the dark.

JONATHON Son?

He is wearing the t-shirt and jeans from the airport, when he saved the Lexwing flight.

CLARK They wanted a piece of me, pa. They all wanted a piece of me.

JONATHON I saw the news—the plane of Lex Luthor's, in Metropolis.

CLARK They've all seen me. I don't know what to do.

JONATHON I think maybe I do.

CUT TO:

Jonathon is scribbling a design on a piece of paper. He holds it up—Superman's "S" symbol.

CUT TO:

NOW

Clark is smiling at Jonathon when-

SAM

What the hell?

They look over to where Sam is dressed in a powder blue disco looking jacket.

SAM (con't) This is what you picked out? Kent, we look like Kool's Gang! My daughter may be marrying a clown but I won't give her away looking like one!

JONATHON Son, I hate to agree with him, but...

CLARK

I'll fix it. Excuse me...

INT – LEXCORP – DAY

Happerson is checking and rechecking readouts on paperwork and monitors. He nods, approvingly. Everything seems to be going well.

PAN to the tank that once held Luthor's brain. It's contents are now the same gelatinous fluid and what appears to be the lean, tone body of a man roughly in his teens.

HAPPERSON So far so good, Mr. Luthor. So far so good.

INT – LOIS & CLARK'S – NIGHT

LOIS

Clark.

CLARK

Lois.

LOIS

Let's forget this whole wedding thing, huh? Let's go straight to the honeymoon.

CLARK

I would agree but after what I had to go through to get a real tuxedo I intent to use it. You know what I think?

LOIS

Hm?

CLARK

I'm thinking you have no concept of how much I love you.

LOIS I think I might have some idea.

CLARK How could you?

LOIS I love you just the same. But no matter how much I love you...after today...I never want to get married.

They laugh, and kiss.

CLARK It'll all be over soon.

HOLD ON CLARK AS WE

FLASH ON THE FACE OF THE MONSTER FROM THE DREAM

HOLD ON CLARK

SILENCE

INT – DAILY PLANET – DAY

PERRY WHITE, the Planet's editor, bursts forth from his office.

PERRY

Lane! Olsen!

LOIS

Perry?

JIMMY Right there, chief!

PERRY

Lexcorp just announced a press conference. Word is Luthor's dead. I want you two on this.

LOIS On it, Per.

JIMMY I'll get my cameras.

Clark comes up beside Lois.

LOIS

You think it's true?

CLARK I don't know. He hasn't been seen in months.

LOIS At the very least he hasn't given Superman Any grief lately. You're going to be there?

> CLARK With my cape on.

Jimmy comes running in, camera slung over his shoulder.

JIMMY Let's go!

LOIS (to Clark) See you soon.

INT - SUBWAY - DAY

Jimmy is adjusting the camera. Lois is silent.

JIMMY

This is going to be one of the biggest news stories of the decade, you know? Richest, most powerful man in the word dead? Luthor has no kids, his ex-wives—how many are there?

LOIS

Nine.

JIMMY

All nine of them got nothing from the pre-nups. He owned the entire company. He ran the whole thing. No shareholders. Nothing. Lexcorp could go under. Wayne Enterprises is a pretty distant second in the global market, they could buy it out. Lex Luthor's death could create a new depression.

LOIS Relax, Jimmy. Lex Luthor always manages to fix it somehow. But knowing him it's a pretty slimy way of doing it.

EXT – LEXCORP – DAY

A huge mass of media has gathered at the steps of the Lexcorp tower, awaiting the beginning of the press conference.

Lois and Jimmy are near the front of the crowd. Jimmy is snapping pictures of the building, the crowd, the podium where a number of microphones await a speaker.

Lois looks around, then at the sky and squints.

LOIS That thing have a zoom?

JIMMY Yeah.

LOIS Let me have it a sec.

He hands the camera over.

LOIS'S POV

THROUGH THE CAMERA LENS

She singles in a spec in the sky. Zooms and zooms again and again. Until finally the image gets clear.

Superman, hovering in the sky far above, watching the whole thing.

He turns to the camera and winks.

Lois hands the camera back to Jimmy, smiling.

JIMMY

It's starting.

A woman named ERICA HOPE comes outside headed for the podium and the crowd falls silent.

ERICA Ladies and gentlemen of the press, thank you for coming. My name is Erica Hope. I will be speaking in behalf of the Lexcorp today. I am here to address the rumors that our founder, president, CEO and friend, Lex Luthor is ill or as some more vile rumors have indicated deceased. These rumors are only That—rumors and simply not true. to explain the situation further—Mr. Lex Luthor!

Erica steps aside as a murmur seeps through the crowd and photographers snap their pictures.

From out of the buildings huge double doors walks Luthor, looking as healthy and robust as ever.

He steps to the podium, clears his throat.

LUTHOR Ladies and gentlemen. The rumors of my demise are greatly exaggerated.

A polite laugh comes over them. Luthor smiles contemptuously.

LUTHOR (con't) However, reports that an illness attacked my my body are entirely true. I was stricken with cancer, a most terrible in general, fatal, disease. As you can see, however, I have conquered in this battle. I am victorious over this vicious killer.

Applause rips through the crowd.

Lois looks stunned.

LOIS He has them eating out of his hand.

JIMMY

I can't say how it tastes but it smells the same.

Superman in the sky, squinting.

CU on his eyes. Clouded over.

CUT TO:

Superman's POV

LUTHOR, IN X-RAY

Muscle, organ, bones.

CUT TO:

Superman, still hovering.

CUT TO

Luthor.

LUTHOR

I am grateful for having beaten this killer. But I am more grateful still for having contracted this ailment in the first place. In the face of death I realized what is important to me in this life. What really matters and what I should be doing with the gifts given to me. The wonders I have in my life allowed me to rid my body of the disease that would have killed me. Having experiences firsthand what a horrible and vicious plague this is, a considerable portion of Lexcorp's assets will henceforth be devoted to ridding the world of this menace. The cause of my illness will be wiped off this planet. Thank you for coming.

The crowd EXPLODES in applause as Luthor waves to them and walks back inside, trailed by Erica.

JIMMY

You don't think it's possible do you? That Lex Luthor, the most cold-blooded and ruthless rat bastard the world has ever seen could have a change of heart? Luthor's just bad, Lois. I've heard people have gone into meetings with corporate mergers with him devout believers and come out atheists, convinced no God could exist after meeting that man.

LOIS

Jimmy, the day Lex Luthor actually does something good for humanity, well...oh hell, who am I kidding? Lex Luthor will never do anything god for humanity. Come on. Let's go back to the Planet and file this nonsense so we can go home. It's up to my neck around here, I need a shower.

CUT TO

Superman.

He hovers in the sky, arms crossed, squinting down at Lexcorp tower.

He shakes his head and flies off.

INT – LEXCORP – DAY

Luthor walks into his office and throws his jacket on the chair.

He presses a button on the desk and a wall opens to reveal a huge, fully stocked bar. He pours himself a drink. He sits, leans back, smiles a shit-eating grin.

The phone buzzes, Erica's voice comes over.

ERICA Mr. Luthor? Dr. Happerson is here to see you.

LUTHOR

Send him in.

A moment later, across the room, the door opens and Happerson walks in.

LUTHOR (con't) That went well, don't you think, Syd?

HAPPERSON Very, sir. Sir, I was wondering. I can't help but ask...

LUTHOR Yes?

HAPPERSON

You said you wanted to rid the world is this killer? What caused your cancer. Do you mean that, sir?

LUTHOR

I most certainly did, Sydney. I will find a way, a one hundred percent positive, without a doubt way to kill Superman.

HAPPERSON Sir?

LUTHOR That lump of rock from the alien's homeworld gave me cancer, right?

HAPPERSON Well, yes, but...

LUTHOR

It was as much a part of him as that cape or his damned "S" and that makes him responsible for what happened to me. Besides nearly killing me that rock has given me one purpose only-to put that alien down. Give me a little time, Svd. When he least expects it that alien will bow down before me, begging me to spare his worthless life. And when he sees that all his good deeds, all his humanitarian good will and good natured truth, justice and American way bullshit gets him nothing, nothing but him on his knees, begging for his life—I'll kill him. I'll look him straight in his eyes and out him down like the mongrel that he is.

INT – DAILY PLANET – NIGHT

Lois is sitting at her desk, typing.

Clark comes up besides her.

CLARK

Today was certainly something.

LOIS

I'll say. I haven't seen it flow like that since I visited your parents' farm in Kansas and you showed me the hogs. It was something.

CLARK

He seems healthy enough, though. X-ray vision showed me no abnormalities in his muscular or skeletal structure. He seems stronger and healthier than ever. I suppose it's entirely possible he cured himself. He's more than rich enough to get his hands on anything he'd need to do it.

LOIS Maybe he was never really sick. Maybe he's going to run for president and needed a Humanizing element.

CLARK President Luthor. If anybody could buy enough votes it's him. He wouldn't be president very long.

LOIS

Oh? Why not?

CLARK Knowing Luthor he'd change the title to "king."

INT – LEXCORP- NIGHT

Luthor's top floor penthouse. He is asleep, Erica in bed beside him.

He begins to twitch, then toss and turn, then moan. Suddenly, he rolls out of bed into the floor, groaning and then BELLOWS in agony.

Erica leaps out of bed, running quickly from the room.

Luthor clinches his jaw, struggles to his knees, fumbles around the dark for a telephone on his nightstand. He knocks the receiver off the set and jabs at the buttons.

LUTHOR

Happerson?!?!?!

The phone rings and is picked up.

HAPPERSON (filtered, groggy) He-hello?

LUTHOR HAPPERSON!?!?!?

INT – LOIS & CLARK'S – NIGHT

They are sitting at opposite ends of the room, each hunched over a laptop.

Lois is typing consistently. Clark is staring at the screen.

LOIS How's the novel coming?

CLARK Oh. Fine. How's the Luthor story?

LOIS

Good.

CLARK Sure? Need a story about him trying to get Superman to spice it up? I have plenty.

LOIS As do I, sweetheart. Thank you, but no.

> CLARK You don't know all my stories.

LOIS Good, so put some of them in that novel. Clark, you keep talking about it. Tonight, you're actually going to work on that thing.

> CLARK You're right. Here we go then.

He starts typing.

A few moments later he leans back, starts to get up.

CLARK (con't) Maybe Superman should patrol downtown.

LOIS

Sit.

CLARK Okay. You're right. Here we go then.

He starts typing again.

A moment later he leaps up.

CLARK (con't) Okay, this time I do have to go.

LOIS

Go get 'em, hon.

He vanishes into the other room, then a red and blue streak goes out the window.

Lois gets up, goes to Clark's computer.

LOIS (con't) I before E except after C, Clark. Guess I should be glad he's not super at everything.

She goes and sits down at her computer and a moment later Clark (as Superman) comes in the window.

He goes into the other room, comes out dressed as Clark again.

CLARK

Chucklehead gang down at the docks. Tried to rob A cargo ship. No one was on scene yet. Maybe I should file the report.

LOIS

You're a foreign correspondent. That's local. You have a novel. Which so far is very good. If you'd just keep working on it.

CLARK

Thanks.

She kisses him.

LOIS I'm going to bed.

CLARK Love you, Lois.

LOIS

Love you, too.

She heads into the other room.

After a minute Clark gets up and goes towards the window.

LOIS (OS) Clark!

He drops back into his seat.

CLARK I was just going to get a bite to eat.

LOIS (OS) From where?

CLARK Mexico?

LOIS (OS) Write your book, Clark.

CLARK

Yes, dear.

He grins, starts typing.

INT – LEXCORP- NIGHT

Two sliding doors open to reveal Luthor trashing a lab. He's pounding the tables, kicking over chairs, cursing people fleeing from the room.

Happerson runs in past them, the doors close and Luthor turns to see him then lunges at him. He grabs Happerson up by the neck, lifts him into the air.

Happerson's eyes bugle, his face turns red, he chokes, trying to speak.

HAPPERSON S-stop...Mr. ...Mr. Luthor...I can...

He tries uselessly to pry Luthor's hand from his neck. He kicks at him, gets nowhere.

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HAPPERSON (con't) I can...I can ...fix...Luthor...

The madness in Luthor's eyes suddenly falls away and he calms, eases his grip on Happerson and drops him.

Luthor backs away and collapses to the floor.

Happerson struggles for breath, scrambles to a sink and drinks from a faucet.

After a moment, he too collapses and the two men sit, gasping for breath, staring at one another.

CUT TO

LATER

Luthor is sitting on a bed, heart monitors and blood pressure monitors and all manner of devices strapped to him. He looks displeased, to say the least.

Happerson is studying a chart an eyeballing the monitors.

LUTHOR

You had better say something, Happerson.

HAPPERSON

The whole process is new to us, sir. Nothing like it has ever been attempted before. Not like this. There are going to be things we cannot anticipate or prepare for. Things we will have to learn as we go along.

LUTHOR

That's not what I wanted to hear. I want to hear that there will not be a repeat of tonight's events. That you will fix it. I'm sorry, sir. I just can't promise you that.

Luthor reaches over in a flash and grabs Happerson.

LUTHOR

Fix this, you incompetent quack. Or whatever gruesome fate befalls me, by god, I swear I will see it come back upon you a thousand times over. Do you understand me?

HAPPERSON

Y-y-y-es, s-s-sir. Yes, sir.

Luthor lets go of him, shoves him across the room.

INT – DAILY PLANET – DAY

Clark at his desk, opening some mail.

He rips one envelope open and reads it.

CLARK What?

LOIS

Did you get one of these?

She has come up behind him, holding one of the same envelopes Clark has.

CLARK I did. Luthor's going overboard on the whole save the world deal, don't you think?

LOIS Just a little. A Lexcorp gala with a thousand dollar cover charge, all proceeds to go to cancer research and treatment. First off, I doubt that...

CLARK Secondly, you and I are invited for free when the press isn't invited at all?

> LOIS Guess we'll have to find out, huh? Get out the party tux, Smallville. We're a-goin' to a big city, hoe-down.

EXT – LEXCORP – NIGHT

Limos and spotlights everywhere. People walk down a red carpet toward the Lexcorp tower. They pose and wave for the hundreds of cameras and media types hanging around. It's like the Oscars gone wild.

INT – LEXCORP – NIGHT

A more sophisticated party is taking place. People schmoozing in classy gowns and tuxedos, elegant music plays, really very swank all around.

Clark and Lois are at the bar, looking around.

LOIS Everyone who's anyone in the world is here tonight, Clark.

CLARK

Did we enter another dimension? This place is huge. It looks big from the outside, but...

LOIS

Every living former mayor of Metropolis is here. The current mayor. There's former governors. Even an ex-president.

CLARK

This is only the second floor and there's a ballroom this size. What else must be in here?

LOIS

Do some of these people even know Lex Luthor? My god, there are Nobel Prize winners who haven't left their labs in thirty years.

CLARK All these years of fighting with Luthor and flying by and I've never been in here.

They each turn and take a drink, share a moment of silence.

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LOIS

This place is enormous.

CLARK

Do you see who's here?

Luthor is making his way through the crowd, shaking hands and exchanging pleasantries.

CLARK (con't) Don't look now, but here comes the host.

Lois turns and sees Luthor coming her way.

LUTHOR Mr. Kent. Ms. Lane. So nice to see you could both make it.

CLARK Thank you.

LOIS We were both honored by your invitations, Lex.

LUTHOR

Yes, well I so wanted you both here. I know you're only reporters though, so I felt it only decent of me to pass on the donation cover.

They both give him a look and he keeps on smiling, the shit-eating grin of a man who knows he's just insulted someone with their full knowledge and can get away with it.

CLARK How very generous.

LOIS You're a saint, Lex.

He grins a little wider.

LUTHOR My people tell me you two are to be married.

CLARK A few days from now, yes.

LUTHOR

All my best, then. I do hope it works out better for you than it did for me. Each of my wives tried to take me for everything I had. Besides being incredibly handsome I am also incredibly intelligent. Pre-nups and damned fine lawyers saved me every time. But why would anyone in your position ever divorce? It's not as if you have anything to gain from it. In fact, since marriage is mostly for the purpose of monetary gain one has to wonder why you'd even marry at all.

Clark is losing his patience.

Lois's has already gone.

LOIS This is a fine thing and a fine place, Lex. But I think we have to be going.

LUTHOR

Please, not yet. I'd very much like a moment of your time, Ms Lane. As a personal favor. A private interview, shall we say?

She turns to Clark. He nods, winks.

LOIS Of course, Lex. Anything for you.

INT - LEXCORP - NIGHT

Luthor is pouring a drink.

He hands it to Lois. He is standing by a wall of TV screens. A glass wall next to it is a window where he looks down on the gala below.

He is silent for a time before Lois finally speaks up.

LUTHOR Shut up. This "interview" is entirely off the record and there will be no questions. I will talk, you will listen.

Lois stares at him. Then leans back against the wall, sips her drink.

LOIS

Fine. I'll listen. Go ahead, Lex. Run your mouth like you always do.

LUTHOR

Ten years ago I was the most powerful man in the world. I could have the President suck me off on national television if I so desired. Just to prove I could. I could have anything. Anything but you.

Lois shifts uneasily.

LUTHOR (con't)

I've wanted you since the first moment I saw you. I know why you rejected my proposal. I wasn't Superman. That alien dropped into the atmosphere and changed everything. Changed the world. I still hold all the cards because people fear me. They don't fear him. Fear will always get results respect cannot.

LOIS

I'm not afraid of you, Lex. I never was. I'd certainly never fear you enough to marry you. Superman was the least of my reasons for turning you down.

LUTHOR I could have given you the world, Lois.

CUT TO:

Clark, at the bar, looking up at the dark glass.

His eyes cloud over and he sees through the glass, Luthor and Lois talking.

We hear their conversation, too.

LUTHOR (con't) I am curious, though. To know what that simpleton downstairs can give you that I cannot.

LOIS That's the thing, Lex. He can give me the world, too. And the most important thing in it. The one thing you never could. Real love.

LUTHOR But he's not what you really want. Is he? He's not Superman.

Lois grins.

LOIS He is to me.

Luthor snorts in contempt.

Clark smiles.

CUT TO:

Luthor and Lois.

LUTHOR

Take a look at this.

He picks up a remote control and punches a button.

The TV screens come alive with B&W security camera images of the partygoers.

LUTHOR (con't) The most influential individuals in civilized society have gathered at my alter. My own private collection of insects, clicking and buzzing.

He points to a man on one screen.

LUTHOR (con't) His S&L folds if I get a bad night's sleep.

He points to another screen.

LUTHOR (con't)

I helped her husband disappear. Now I manage her inheritance. I have this one on video with, of all people, a pizza delivery boy. Political influence. Organized crime. A delicious affair, the kind that ruins reputations and sends people to prison. Murder. Tonight, at my most triumphant, I am surrounded by people that either loathe me or owe me. In most cases, both. I have no friends in this room. It doesn't get any better than this.

> LOIS Lex...I don't understand.

LUTHOR My point, Lois, is this...

He opens a desk drawer and pulls out a copy of the Daily Planet.

The cover page is a photo of Luthor, standing in front of the Lexcorp Tower, looking triumphant and healthy. The head line reads: LEX LUTHOR: BACK FROM THE DEAD?

LUTHOR (con't) (reading)

"Mr. Luthor has, in his day, been at the center of a number of questionable business dealings and been suspected in frequent attempts on the life of Superman, the only man on the planet more powerful than himself."

He throws the newspaper down.

LUTHOR (con't)

Get something straight, Ms. Lane. I am, have always been, and will forever be, more powerful than that alien. You think he can move mountains? Can change the world? I've not even begun to make the force of Lex Luthor known to this world. You'd do well to keep speculation out of your reporting. Or I will by that rag of a periodical and that dilapidated building its printed in and set the wrecking ball upon it before I drop that globe at the bottom of the ocean. And you know I can do it all with one phone call.

Lois grins.

LOIS

Lex. I've said it before and I'll say it again. You don't scare me. I will write whatever stories I damn well please and you know all too well that I know you all too well. Too well to engage in conjecture. You're hidden your tracks well over the years in all your dirty deals but you can't hide who you are. You, Lex Luthor, are the most dirty, rotten, cold-hearted and lowdown, vile wicked, rat-bastard I have ever had the misfortune of knowing. I know who you are and what you've done. You don't scare me and you can't threaten me. Luthor looks furious and then begins to calm. He smiles.

LUTHOR My dear, Lois. You flatter me. Enjoy the party.

INT - LEXCORP – BALLROOM – NIGHT

Lois joins Clark at the bar.

She knocks back a drink.

LOIS

You get all that?

CLARK Every word. I do believe his ego is bigger than this building.

A WOMAN comes to the bar, orders a drink. Lois recognizes her from the security camera.

LOIS

Hi.

WOMAN Hello.

LOIS Great food, huh?

WOMAN Delightful. Have you tried to pate?

LOIS Yeah, but I tell you, I cold kill for a pizza.

The woman turns red, excuses herself.

Lois chuckles, Clark grins.

CLARK That was just mean.

LOIS I don't know about you but I've had my fill for this evening.

CLARK

I'll get our coats.

As he starts off he leans in, kisses her and whispers in her ear.

CLARK (con't) He's still watching, you know.

LOIS

I'd expect nothing less.

Clark makes his way off.

Lois leans against the bar, looks up at the mirrored windows where Luthor stands on the other side.

CUT TO

Luthor.

He stares contemptuously down at her, sipping from a drink.

His hand starts to tremble. The glass shatters in his hand but there's no blood.

He presses his hand against the glass, slides down to the floor, convulsing. He's shaking, sweating, groaning, mumbling incoherently.

He spins around, crashes through the desk and passes out.

INT – LEXCORP – NIGHT

Luthor is strapped to a gurney, struggling, held tight my several layers of restraints. He's still arguing in mumbles and slurred speech. He is attended by a pair of nurses, both standing on the other side of the room.

Happerson comes rushing in.

HAPPERSON What happened?

NURSE

He collapsed, woke up violent. Took five security guards to hold him down. He got loose the first time, snapped one's neck. We finally got him down long enough to put extra restraints on him.

HAPPERSON Get out. Both of you. Mention anything about this to anyone you'll join that security guard. Understood?

They nod and run out.

HAPPERSON (con't) Mr. Luthor? Mr. Luthor, please listen to me!

He tries to get near Luthor but in his rage Luthor bellows at him, struggles and flips the gurney over on its side.

Happerson rushes to a refrigerator and punches in a security code. He opens it and retrieves a syringe.

Luthor sees him coming and goes ballistic. He kicks harder, screams, fights against the restraints which are on the verge of shredding.

Happerson eases near him and gets within range. He injects him, drops the syringe and sprawls backward on the floor, trying to making a break for it.

Luthor struggles for a moment, rage and hatred in his eyes. After a moment he calms and then passes out.

Happerson tried to catch his breath,

INT – LEXCORP – DAWN

Luthor is in his office, staring out the window at the sunrise over Metropolis.

He is silent but looks pissed. REAL pissed.

He flexes his arm.

Happerson pokes his head in.

HAPPERSON Sir?

LUTHOR Come.

HAPPERSON Sir, last night...

LUTHOR

Last night's events were not a good sign. For either of us. I swear before almighty God, if you ever come near me with that vile concoction again I will deliver you into the hands of death myself.

> HAPPERSON Yes, sir.

LUTHOR And Sydney?

HAPPERSON Sir?

LUTHOR

They'll write books about what I do to you. The racks and boiling oils of mediaeval barbarians, the crucifixions of Rome, the stocks and stakes of puritan America, none will compare to what you experience. You will find a way to combat this. You will do it immediately. Or I will skin you alive and bury you up to your eyes in salt. And that's just a fun place to start. Are we clear?

Happerson, sweating, trembling, answers:

HAPPERSON Y-y-y-y-es-s-s-s, s-s-s-s-ir....

LUTHOR Good. Now get the hell out of my office.

Happerson hurries out, leaving Luthor alone.

He flexes his arm again, rubs his shoulders and forearms, biceps.

He sits at his desk and takes a mirror from the drawer.

His eyes are bloodshot and red. His hair has gone white at the temples and in a small streak above his forehead.

He outs the mirror down and sits back in his chair, silent.

INT – DAILY PLANET – DAY

Lois is at her desk, typing.

Across the room, Clark is sitting at his desk, watching her. He squints. Grins. He picks up his phone and dials.

Lois's phone rings.

LOIS Lane, Daily Planet.

CLARK He's not going to like that at all.

She turns and smirks at him.

LOIS

I don't care what Lex Luthor likes or doesn't like. It's my column, it's a commentary, I'll write whatever I please. Got a problem with that, Smallville?

CLARK

No, ma'am.

LOIS Who you calling ma'am?

CLARK Not you, love

LOIS Best not. You think you're invulnerable until you call me "ma'am" and we'll just see.

They hang up and she goes back to typing.

Clark gets up and heads down the hall.

EXT – DAILY PLANET – DAY

Superman comes flying out from behind the globe.

EXT – LEXCORP TOWER – DAY

Superman comes flying up to the building, hovering right outside Luthor's penthouse windows.

He just hovers there, unmoving.

Luthor is hunched over his desk. After a moment, he gets up and turns, stares at Superman.

SUPERMAN Luthor?

Luthor is a mess. His clothes are torn and tattered, he seems considerably bulky, arms and legs and chest like an overblown bodybuilder.

Luthor looks as if he's going to lunge at the windows but collapses instead.

Happerson comes running in, waves Superman away in anger and presses a button on a control panel by the wall as he starts to drag Luthor away.

A sheet of metal blinds covers the windows.

Superman's eyes cloud over then return to normal.

SUPERMAN (con't) Lead.

INT – DAILY PLANET – DAY

Clark is knocking on Perry White's door.

PERRY

Kent. Come on in. What can I do for you? We have your vacation time squared Away for the honeymoon, right?

> CLARK I'm fine, Perry. I just...well, my sources inside Lexcorp tell me Luthor is in a bad way.

PERRY Wasn't it just a few weeks ago he was all over everywhere about how he beat cancer?

CLARK

That was a few weeks ago. And my source is reliable on this. There's something wrong with him.

PERRY

What would you have me do? I'm not doctor and not God. If Luthor is meant to live or die, I don't have a say in it.

CLARK I know. I just, well, you and Luthor go way back...

PERRY Clark, Luthor and I were friends as kids. A long time ago. We kind of grew apart.

CLARK

I know that, too. But Perry, maybe, well, this Isn't about a story. It's just one person looking Into the well-being of another.

PERRY

Even if that person is Lex Luthor.

CLARK Especially if it's Lex Luthor. Superman once told me The worst among us need the most help.

Silence for a moment. Then...

PERRY

I'll see what I can do.

CLARK Thanks.

Clark makes his exit.

Perry picks up the phone, dials.

PERRY

Yes, Lex Luthor please, Perry White calling. (pause) Perry White, managing editor, Daily Planet. (pause) No, this is not a public relations matter. It's personal. (pause) Great Caesar's ghost, man! Just tell him it's Perry White! (pause) Thank you.

INTERCUT between Perry and Luthor.

LUTHOR White?

PERRY? Lex? Is that you?

LUTHOR What do you want?

PERRY Lex, the word is you're sick again. Is there Any truth to it?

LUTHOR As though I'd tell the media anything.

PERRY It's not news, Lex. I'm calling because I Am concerned. We used to be friends. If You're sick, if there's anything...

LUTHOR Cork your champagne, White. I'm fine.

He slams the phone down.

Perry sighs, hangs his phone up.

Luthor holds the shattered phone in his now massive, swollen hand. He stares at it. His eyes are so bloodshot they are entirely red. His hair has gone entirely white and fallen out in huge clumps. His skin is pale and almost ashen.

He slams his fist on the desk, shatters it.

INT – CHURCH – DAY

The REV. SWAN is speaking, Lois and Clark before him.

SWAN

Do you, Clark Joseph Kent take Lois Joanne Lane to be your wedded wife, in sickness and in health, for richer or poorer, for better or worse, to have and to hold, to cherish and to honor for so long as you both shall live?

CLARK

I do.

SWAN

Do you, Lois Joanne Lane take Clark Joseph Kent to be your wedded husband, in sickness and in health, for richer or poorer, for better or worse, to have and to hold, to cherish and to honor for so long as you both shall live?

LOIS

I do.

SWAN The rings.

Jimmy hands them over.

Lois and Clark exchange them.

SWAN (con't) And that's that.

PULL BACK to reveal they are all dressed in street clothes and only a few people are there. It's the rehearsal.

SWAN (con't) Perfect.

LOIS Almost.

Clark smiles.

CUT TO:

FLASHBACK:

INT – LOIS'S APT – NIGHT

LOIS

You're a liar! You lie all the time, Clark! Why!?!? What is there to lie about? Where you've been, where you're at, what you've done—why?

CLARK

Lois...

LOIS

I'm sick of it! I won't spend my life being lied to! You tell me the truth now or you lose me forever!

He starts to speak and can't.

She lunges forward and rips his shirt open, revealing the "S" shield on his Superman costume.

CLARK I wanted to tell you.

LOIS Why didn't you? "I'm Superman." It's just two words. How hard was that?

CLARK

I didn't know what you would do. It was important to me that you loved me, Clark Kent—not Superman.

LOIS

I'd love you. I always have. You're only Clark Kent. Clark Kent is the only one I've ever loved.

She kisses him.

In the corner, the shrouded Superman smiles.

CUT TO:

NOW

EXT – ANTARCTIC – DAY

Superman is flying, Lois in his arms, she's dressed for cold.

They begin to descend and Superman flares his heat vision at a point in an ice wall. It melts and he lands before it, revealing a large steel door with a security panel. He punches a series of numbers and the door opens.

LOIS My birth date?

SUPERMAN Why not?

LOIS You told me you had this place long before...

SUPERMAN I did. But Superman, even in his most private places is still Clark Kent.

LOIS

If you hadn't stolen the Superman scoop out from under me this might not have taken so long.

INT - FORTRESS OF SOLITUDE - DAY

A long corridor lines with Kryptonian artifacts. In the center of the corridor stands a massive statue of two figures holding a globe.

LOIS

Is that Krypton?

SUPERMAN

Yes. Those are my biological parents. Jor-El and Lara.

He leads her down a corridor to a doorway which opens to reveal a steep drop-off and a huge chamber that goes up and down for some distance. The walls are covered in TV screens, broadcasting channels and news from all over the world.

SUPERMAN (con't) From here I can monitor every news channel in the entire world. And a few off it.

LOIS

This is how you're always able to be there so quickly.

He shuts the door to the chamber and presses the control pad next to it.

A moment later a small hovering robot, KELEX, come around a corner carrying two long robes.

Superman takes the robes, puts one over Lois's shoulder and hands his cape to Kelex.

It speaks in an unintelligible language.

Superman replies in the same.

SUPERMAN Sorry, Lois. This is Kelex. I've asked him to speak in English.

LOIS That was Kryptonian?

SUPERMAN Gives new meaning to the term "dead language."

KELEX

It is a pleasure to meet your acquaintance, Lois. I have heard much. Kal-El speaks of you, often.

LOIS

It's nice to meet you, Kelex.

He hovers off the way he came.

LOIS (con't) He's a personable little guy.

SUPERMAN He's a Kryptonian servant droid. Much more than that, really. Superman doesn't have a lot of friends. Kelex is one, though.

CUT TO

LATER

Lois and Clark wrapped in their robes, sitting in a large floating chair.

CLARK Lois, I want you to know why I've never brought you here before.

LOIS

Clark...

CLARK

No, please. Let me explain. This place was created by a program Jor-El implanted in the matrix chamber that brought me to earth. Pa hid it on the farm after it crashed there. When I got older and my powers began to develop he showed it to me. When I touched it, it sensed my kryptonian DNA and that triggered a hidden memory Jor-El implanted in me genetics. It gave me the whole history of Krypton. Beginning to end.

> LOIS I know all this, why...?

CLARK It's just...it's part of the story. Let me finish. Please.

LOIS Okay. I hid the chamber here, in the Antarctic, sure that no one would ever find it. When I came back to check on it a couple years later, I found this place. It was created by the same kind of program in the chamber. It used the mineral in the soil and changes the genetic makeup of it. Built this place and the servant droids like Kelex. It was intended to serve as Krypton's legacy. Now, it's an escape. A place to be alone.

> LOIS Why do you want to be alone?

CLARK

I'm Superman. Sometimes, it gets to be a bit much. Everywhere I go, they all want a piece of me. Everyone tried to get to me. I love being who I am and what I can do. But there are times...You noticed Kelex speaking Kryptonian. Because when I'm here, so do I. That's why I've never brought you here before. This place has nothing to do with me or with humanity or you. This is Krypton. Here, I'm Kal-El. Superman. Much as I am Clark Kent, much as I feel human and know that physiologically I am an alien. And sometimes that bothers me. Luthor is so fond of pointing that out and as little as his opinion means to me, I wonder how many people feel the same. And I've never brought you here to see this because I don't want you to think of me like that.

LOIS

Clark. Listen to me. Listen good. As far as I'm concerned, you're as human as I am. Maybe more. The little differences I came to grips with a long time ago. Superman may not have many friends but what can you expect? He isn't real. He's a disguise you put on when can't accomplish the task otherwise. I've never thought of Superman as anything other than that—a super man. You, everything you are and whatever comes with it I accepted a long time ago. I love you.

She kisses him.

They fall into a deep embrace as we:

FADE OUT

INT – LEXCORP – DAY

Luthor SCREAMS, his face twisted in agony, rage, madness.

He is being tackled by a horde of security officers and he throws them off with ease.

Happerson comes running in with another syringe.

HAPPERSON Mr. Luthor...forgive me.

INT - CHURCH - DAY

Clark is in a small room, staring into the mirror, working on his bow tie.

There is a knock at the door.

CLARK Come in.

Jimmy enters.

JIMMY Clark. Here, let an expert help with that.

He begins to work on Clark's bow tie.

CLARK What was it with you and bow ties anyway, Jim?

JIMMY I only ever wore them to work. My mom made me. There.

Clark looks in the mirror.

CLARK Perfect. Thanks, Jim.

JIMMY

Second thoughts?

CLARK Not for an instant. I think I've been ready since The moment I saw her.

Jimmy considers this.

JIMMY Don't suppose Lucy's that ready, huh?

CLARK

I doubt it.

JIMMY Oh. Well...me, either. Come on, we're about to start.

INT – LEXCOROP – DAY

Luthor is strapped to a table in the lab. Happerson is working feverishly on the computer. Readouts and projections of DNA strands are shown onscreen.

Luthor awakens suddenly and bellows again. He's fighting the restraints and by this point he his huge, bulky and enormous and only seems to be increasing in mass.

INT – CHURCH – DAY

Clark extends a hand to Lois.

CLARK Ready?

LOIS

Always.

They take their places and the Rev. Swan begins.

SWAN Dearly beloved, we are gathered here together in the presence of God to witness and bless the joining of Lois Lane and Clark Kent in holy matrimony.

INT – LEXCORP – DAY

Luthor rips free of the restraints and starts to charge Happerson before he collapses and starts to writhe about on the floor. He begins to change, to mutate. His hair falls out in clumps and the streaks that remain are bone white. His body morphs, getting larger and bulkier. His eyes bulge, turn red, his skin goes ashen—totally gray.

HAPPERSON Oh god...

Luthor leaps up, belts Happerson in the face, sending him across the room into the wall, stunned, dazed and still conscious.

Luthor stands almost upright, his teeth gnarled and hideous, bones beginning to jut from various parts of his body, knuckles, knees, elbows—like long bony, daggers bone spikes extending outward. A chest plate of bone emerges, his jaw is pierced from the inside, bones pointing out from inside, the bridge of his nose, strands of bone over his eyes—he's become a hideous monstrosity, a nightmare of a beast standing over seven feet tall.

He stands upright, shattering the ceiling above him. He rips the ceiling away and spies Happerson across the room. He goes after, punching the wall around him, shattering them, collapsing them around him. His march toward Happerson is halted when he sees something on the other side of the wall.

He stops suddenly, eyeballing the glowing green kryptonite meteor.

SWAN

Do you, Clark Joseph Kent take Lois Joanne Lane to be your wedded wife, in sickness and in health, for richer or poorer, for better or worse, to have and to hold, to cherish and to honor for so long as you both shall live?

CLARK

I do.

SWAN

Do you, Lois Joanne Lane take Clark Joseph Kent to be your wedded husband, in sickness and in health, for richer or poorer, for better or worse, to have and to hold, to cherish and to honor for so long as you both shall live?

LOIS

I do.

SWAN

The rings.

Jimmy hands them out.

INT – LEXCORP – DAY

The Luthor monster storms through the building, smashing and overturning and destroying everything in his way. People flee in every direction. He is clearly fleeing the kryptonite meteor and the basement.

He leaps through the ceiling, crashing through the floor and into the second floor ballroom. He hurls tables and shatters mirror, rampaging through the building.

He halts his destruction when he catches a glimpse of his reflection in the mirror.

FLASH of Luthor, young and healthy.

FLASH of the kryptonite ring.

FLASH of Superman.

He gets angry. He bellows, LOUDLY.

He charges towards a wall and crashes out into the streets of Metropolis.

INT - CHURCH - DAY

SWAN Then, by the power vested in me, I declare and pronounce—

They hear the thunderous CRASH AND BOOM outside.

Clark and Lois and everyone else turn toward the sound.

LOIS What?

She looks up at Clark.

LOIS (con't) Go. Do what you have to do. Just promise me you'll come back to me. Promise me we'll finish this.

CLARK

I promise.

He pulls away from her and runs from the church.

Lois watches, desperate. Then-

LOIS

Jimmy, get your camera! Lucy, help me out of this! There's a story here!

They run off to the back of the church.

PERRY Now those are dedicated reporters.

EXT – STREET – DAY

People are fleeing in great numbers, abandoning cars, running from the monster rampaging through the street.

It grabs a car and hurls it into the air, smashes another one.

Teams of police are firing upon it. It has no effect.

The leader of the squad, DET. MAGGIE SAWYER is heading the assault.

Superman drops in next to her.

SUPERMAN

Maggie, what is this?

SAWYER

Superman, thank God. I've never seen anything like this! Nothing touches him! Bullets just bounce off him! He won't slow down and has no apparent purpose but to destroy everything in his path!

SUPERMAN

Do we know where it came from?

SAWYER Initial reports, though unconfirmed, have it starting this chaos at the Lexcorp Tower.

SUPERMAN

Why am I not surprised? Keep your people firing but at a safe distance. I'm going in.

He leaps in and drops down next to the beast.

It turns and glares down at him.

He freezes, horrified.

It's the thing from his nightmare, the monster in the dark.

The monster SCREAMS and then rages. It slugs Superman in the chest, sending him flying through the air, crashing through the wall of a building and vanishing inside it.

Lois and Jimmy come running up to Sawyer.

LOIS Trouble, Maggie?

SAWYER Trouble isn't the word, Lois. It's like... like something out of doomsday. This thing is unstoppable.

Superman comes walking out of the building. His ears are ringing but he hears Sawyer: *Doomsday.*

SUPERMAN Doomsday, huh?

He looks up to see it charging at him. It's angry and read to cause more damage.

Superman leaps above the beast's head and hits it with a blast of heat vision. It does nothing. The monster grabs him by the ankle and swings him around, then smacks him into the side of a building, then the ground, then another building and finally into the ground again, leaving him there.

It leaps into the air and comes down towards Superman.

Superman scrambles out of the way in time for creature to hit the ground hard enough to rock the earth, leaving a massive crater in his wake.

Superman rolls onto his back and watches the thing crawl out of the crater. Superman lets loose another blast of heat vision, much stronger this time. The beat is knocked backwards and Superman takes the opportunity to fly off.

He lands, dazed and stunned, by Sawyer, Jimmy and Lois.

SAWYER Superman?

SUPERMAN Get your people out of here. It isn't safe.

She moves into action.

LOIS

Superman?

SUPERMAN It's fine. You two stay safe.

LOIS You, too.

Superman lifts into the sky.

LOIS (con't) Jimmy, Maggie said this started by Lexcorp, right?

JIMMY Yeah?

LOIS Stay. Stay safe but get what pictures you can.

JIMMY Where are you going?

LOIS I'm an investigative journalist. I'm going to investigate.

CUT TO

Doomsday charging out of an alley towards the street.

As he nears the egress, Superman darts out from the corner of the building and nails Doomsday with a MASSIVE punch to the face.

> SUPERMAN Listen to me. You must be able to think, so try and understand what I'm saying. What is this about? Do you want Something?

Doomsday gets up and backhands Superman so fast and hard it he hits a building and leaves an impression of his body in the wall.

SUPERMAN (con't) Okay. No interest in diplomacy. Fine then. The hard way.

He shoots over to Doomsday in a blur and starts punching, hitting him in the stomach, chest, face, and then focuses on the body. Blow after blow, fast and hard, so intense that

it lifts Doomsday off the ground and into the air. Superman shoots quickly into the sky and then soars down—hard and fast—onto Doomsday's head, both feet down HARD onto Doomsday, driving him into ground.

It's only moments before the thing comes crawling back up and it grabs Superman's face, squeezing. Superman lands a solid gut shot, knocking Doomsday back into the hole.

It leaps out of the hole back up onto solid ground. It looks around but Superman is nowhere to be seen.

It spins around, looking.

There is a tap on its shoulder and when it turns—BOOM!!! Superman nails him with an uppercut that sends the monster sailing skyward. Superman shoots into the air after it. Superman punches it, sends it flying and then he quickly flies ahead of the beast and punches it again, then repeats this, creating a volley between his punches and Doomsday.

Finally, he lands a devastating blow the monster than sends it rocketing back to the ground.

It hits street, face first and lays motionless.

Superman starts to fly down to earth and sees the thing moving, struggling to get up. Superman drops onto its back, his arms around the thing's massive neck, catching it in a chokehold.

Doomsday leaps into the air and forces himself down onto his back. They slam onto the ground, the street crumbling around them, the beast's considerable bulk crushing Superman beneath him.

Doomsday gets up and looks down at Superman, winded and dazed. It looks around and grabs a van and slams it down on Superman.

Moments later Superman shreds the van in half and stands up, taking the two halves of the van and slamming them onto Doomsday. An EXPLOSION engulfs the two of them.

From out of the smoke and flame, Superman is soaring towards the sky, propelling Doomsday along with him.

In the sky, Superman has a hold of Doomsday's bony chest plate, tearing at it, holding tight as he pushes them both heavenward, towards space.

Doomsday reaches down and punches Superman in the back with both fists, the bony protrusions on his knuckles penetrating Superman's skin, blood spurting forth from his back.

Superman screams, and loses his balance, sending the both of them spinning, hurdling, freefalling towards earth.

They are rocketing towards the earth hard and fast and when they finally hit the street it's like an explosion. The ground tears open, leaving a crater, earth, dust and debris scatter all around. The impact shakes nearby buildings and some windows shatter.

EXT – LEXCORP – DAY

Lois looks around at the damage, the first three floors of Lexcorp Tower are visible, torn apart, total destruction.

In the background far behind her we see Superman and Doomsday fall to the earth and hear the BOOM of their crash followed by the shudder of ground.

Lois looks back towards the source, the sight of the battle.

LOIS Jesus, Clark...what is this thing?

She looks back towards the tower and walks right past the chaos of fire, police and security and disappears into the gutted remains of Lexcorp Tower.

EXT – STREET – DAY

Superman climbs up out of the hole, his clothing torn, his face dirty. He looks a little beat up.

Doomsday starts to crawl up out of the hole as well.

Once on solid ground again they turn and charge each other.

They both start to pound on each other, both landing solid blows, hitting one another hard and fast. Superman begins to get cuts and scrapes from the boney spikes on Doomsday's body.

Superman reaches out quickly, grabs one of Doomsday's fists and holds it away from him. Doomsday throws a punch with the other hand and Superman blocks this one, grabbing this fist, too. He squeezes, digging into the flesh around where the bones emerge from the skin.

Doomsday SCREAMS out.

SUPERMAN Finally!

Superman's small victory doesn't last long, Doomsday head butts him.

Superman's eyes roll, blood starts to ooze from his forehead. He goes limp and collapses.

Doomsday grabs him by his weak legs and HURLS Superman through the streets. He soars through the air motionless and crashes into the base of a building. Doomsday's throw was so hard Superman tears through the entire thing, emerging on the other side of the building, stopping only when he hits the ground and comes to a screeching halt, leaving a trail of ragged asphalt behind him.

Doomsday bears down on Superman, charging through the building already torn and tattered. Superman drags himself up and is just standing again when Doomsday is on him and brings both fists down onto Superman's shoulders, driving him into the ground. A moment later, Superman bursts forth from the street and he looks PISSED.

He shoots a few feet into the air unleashes a blast of heat vision on Doomsday, the strongest yet.

SUPERMAN

Burn, damn you!!!

The heat blast completely engulfs Doomsday and the street around him catches fire, a nearby car begins to melt from the radiant heat.

Superman finally relents and Doomsday is curled up on the ground, what little hair he had is gone and his skin is nearly black.

Superman sets down on the street and begins to take a step towards Doomsday when the beat stirs. It stands up and Superman leaps into the air, laying in with another blast of heat vision and comes down onto the beast with his feet, stomping it into the ground, through the ground into the subway and sewers below.

The heat visions hits a mass of wires, gas manes and more and a MASSIVE EXPLOSION ERUPTS through the street, propelling Doomsday and Superman into the sky.

They fall back to the street amidst a huge expanse of exposed subway system where the street has crumbled and blow apart.

Doomsday grabs a subway car and swings it at Superman, smacking him like a baseball, sending him into the building they've both torn through already. The whole building shakes and a massive crack appears in the side.

Superman flies out of the building, hovers in the sky looking down at Doomsday.

Doomsday snarls, flings the train car at him.

Superman grabs it and slams it back down on Doomsday.

Doomsday rips through the train car and leaps at Superman. Superman holds his position at the last possible moment he moves aside and lands a sideways blow to Doomsday that shatters some of the bone on his face and jaw and sends him spinning, flailing towards the base of the building they've devastated.

Doomsday's spinning motion shreds through the building, bouncing him around, bouncing other things off each other and enough is enough—the building cannot take anymore.

A crack rips through the side of the building and a sound like a moan, a wail, a massive groan echoes from the building as it begins to collapse. The foundation crumbles and the building falls...

THE SOUND IS DEAFENING.

EXT – METROPLIS POLICE HEADQUARTERS – DAY

Sawyer is arguing with LT DAN TURPIN.

SAWYER

Dan, you're not out there! You're not seeing what I saw. That thing is massive and its as tough as Superman! Maybe tougher. We have weapons designed to combat things like this, I say it's time we use them!

TURPIN

Maggie, listen to me...you hear that?

They look out the front door to see the building collapsing across town.

TURPIN (con't) That's how it is?

SAWYER Yes.

TURPIN Damn woman, you should have said so. Let's go.

EXT – STREET – DAY

Superman is hovering above the street, the cloud of smoke and debris. He is using super breath to clear the smoke and dust from the air around him.

After a moment the cloud is gone and he looks upon the rubble and devastation.

His eyes cloud over...he looks over the rubble.

SUPERMAN

Oh, no...

He shoots down towards the rubble as Doomsday starts to scrawl his way out of the rubble.

The beast is pulling his way up out of the rubble as Superman drops to the ground and grabs its wrist. He lifts it out of the rubble and kicks Doomsday in the face and twists the arm hard and again, harder until there is loud SNAP!!!

Doomsday bellows and is shut up when Superman kicks him in the face again.

Doomsday's other arm emerges from the rubble and grabs Superman's foot, tripping him up.

Doomsday crawls up, grabs Superman by both feet and lifts him upside down and Drives him headfirst into the ground.

Squad cars begin pulling up around with police tanks, commanded by Sawyer and Turpin.

TURPIN Lordy, he is ugly.

SAWYER You're a master of understatement, Dan!

TURPIN

Now!

The police start blasting Doomsday with advanced laser weaponry and the like. It seems to have minimal effect.

Doomsday starts to advance on the police.

Superman bursts forth from the rubble, landing a solid blow to Doomsday's face.

They start to hold their ground and beat it out of each other. Punch after punch, bone chips breaking off Doomsday and blood spurting from Superman.

INT – LEXCORP – DAY

Lois is making her way down a corridor, the light flickering.

In the BG we hear the sound of nervous voices and footsteps.

She tries to open a door, it won't give. She kicks it in and darts inside.

She leans against the door as the footsteps rush by. After a moment she emerges slowly from the room and continues down the corridor to where there seems to be an excessive amount of damage. The wall is gone and someone is moving about.

It's a lab, torn to pieces, everything is smashed. The ceiling is knocked out and through a broken wall to another room is the Kryptonite meteor.

Happerson is working to gather files, folders and materials, whatever he can get his hands on and shove them into a briefcase.

LOIS What happened here?

HAPPERSON You!?! No, no, no! You cannot be here! Get out!

LOIS What is going on here?

HAPPERSON Security!

LOIS Really?

HAPPERSON

I know who you are Ms. Lane, you think he's angry now, wait until he finds out you're here!

LOIS Luthor? He is behind this. What did you do?

HAPPERSON You have no idea. You can't even imagine.

Lois snatches the files from his hands.

HAPPERSON (con't) No! Give them back!

She kicks him in the shin and shoves him down onto the floor.

LOIS Oh, I will this won't take long. Just need to... What is this? What did you do?

She throws the files on a table and spreads them out, complete with pictures of Superman, bio-scans, printed DNA strands, pages and pages of information.

HAPPERSON Here.

He gives her a CD-ROM. She puts it in a still functioning computer. The screen comes alive with animated images of Superman and moving cells. A strand of DNA is pulled from the cell. Lines of text appear on screen. Lois's eyes follow them and the image onscreen changes to a DNA strand shrinking back into a cell and morphing into a body—

Luthor's body. A warning flashes onscreen and Luthor's body morphs into a monster. A final message appears:

MUTATION IREVERSABLE

HAPPERSON It wasn't my fault. He forced me to go along with it.

LOIS Save it, Dr. Mengele.

She moves past him, CD and files in hand.

EXT - STREET - DAY

Superman and Doomsday are beating each other senseless.

Sawyer and Turpin are nearby.

SAWYER They're taking each other for a ride, Dan!

TURPIN Our weapons aren't touching him!

SAWYER We have other resources.

TURPIN Maggie...

Sawyer's cell rings. She grabs it.

SAWYER Lois? What? Yeah. Be right there.

TURPIN What was that?

SAWYER Lois Lane, she's at Lexcorp, says she has info on this thing that can help us stop it.

TURPIN Let's roll!

They head off.

Superman and Doomsday still fight it out.

Blow after blow.

Doomsday throws a punch, Superman catches it and grabs Doomsday in a headlock. His arm is under Doomsday's jaw and chin and the jagged bones tear into Superman's bicep.

Superman yells in agony and forces Doomsday to his knees where the beast retaliates with a series of fierce punches to the stomach, harder and harder and eventually the boney knuckles start to pierce Superman's flesh.

Superman releases the monster and Doomsday grabs him, forces him down into the ground, face first, HARD. He lifts Superman and hurls him through the air where he crashes to the ground.

Doomsday leaps into the air after him.

Superman moves out of the way just as Doomsday lands on the exact spot he was at. Superman grabs Doomsday's head and slams it into the ground, over and over and over again. He punches Doomsday in the back of the head.

Suddenly, there's a huge mass of cops and military blazing down on Doomsday. They're hitting him with massive amounts of firepower.

It's holding Doomsday at bay for the moment so Superman takes a moment to get himself together. He shoots into the sky.

EXT – LEXCORP – DAY

Lois is with Turpin and Sawyer.

TURPIN

Are you serious, Lane?

LOIS Lt., that thing is destroying the city. This is the only chance of stopping it. Are we going to take it or not?

SAWYER

I've already called it in.

Superman lands amongst them.

Lois gasps at his appearance. He is bloody, bruised, his cape is in tatters and he looks half beaten.

LOIS

Superman?

SUPERMAN

Lois...Ms. Lane...

LOIS Superman, I know what this is. That thing is Lex Luthor.

SUPERMAN What?

LOIS

DNA, Superman. Yours. The kryptonite ring gave Luthor cancer. He was dying so he cloned himself. But his body was poisoned by the cancer, it was no good. They had to use a different body, a different DNA source. They used yours. But they couldn't get it right. They couldn't splice the kryptonian and human DNA together right without a mutation. That's what happened to Luthor. That's what the thing is you've been fighting. Lex Luthor in a mutated kryptonian form.

SUPERMAN He's as strong as me. Can we turn him back?

LOIS

No.

Superman looks back toward the direction he came, where they were attacking Doomsday.

Lois grabs him by the arm and pulls him into the back of an ambulance, shutting the door.

LOIS (con't)

But we can stop him.

SUPERMAN

I know...I...

LOIS

No, listen. This mutation has been on and off for At least a couple months. The doctors have Been keeping it at bay with a liquid version Of kryptonite. Turpin and Sawyer are arming a bomb with chambers of the liquid K. And there's a whole kryptonite meteor down there. It's being implanted in the bomb, too. They're creating a kryptonite warhead. SUPERMAN That was the reason for the assault on Doomsday now. They're keeping me away while...

LOIS

Yeah...you can't...

SUPERMAN If I was anywhere near the blast zone I'd be killed as quickly as Doomsday.

EXT – STREET – DAY

Doomsday is being bombarded by the assault but he grabs a handful of rubble and hurls it at the attack helicopters, bringing them down onto the assault teams.

People begin to flee and Doomsday goes after the assault teams.

INT – AMBULANCE – DAY

Lois and Superman.

SUPERMAN

He's loose again.

LOIS

Please—be careful.

SUPERMAN I will. Remember, no matter what—I love you. Always.

He opens the door and flies off.

Lois watches him go.

EXT – STREET – DAY

Doomsday is advancing on the troops.

Superman comes rocketing out of the sky and nails both fists into Doomsday's lower back.

He keeps pushing through the air and up into the sky. Doomsday reached behind him and grabs Superman's arm and flings him down.

He hurdles towards earth and crashes through a parking garage and as he does so it caves in on itself, the whole structure collapses.

Doomsday dives into the collapsing rubble as Superman bolts upward, tattered and bloody and cut and torn. He slugs Doomsday in the face with his full speed and force, sending the beast flying into the street.

Superman lands near him, staggers. He coughs and blood pours out of his mouth.

Doomsday staggers towards him.

They are in front of the Daily Planet building.

Lois is watching as the two combatants pummel each other.

Jimmy is there, too getting his pictures.

LOIS

Clark...

JIMMY I haven't seen him, Lois! Where is he?

LOIS He's...I hope he's all right, Jim.

Doomsday stops, looks towards Lois. He starts to march towards her.

Superman rips a lampost out of the ground and smacks Doomsday with it, right across the lower back, causing the beast to collapse. Superman moves up behind it and lands a HUGE blow to the same spot, then another and another.

Doomsday waves his arm backward and the boney points cut open a nasty gash on Superman's jaw.

Superman yells, collapses. Doomsday turns and punches Superman, the bones tearing four long bloody streaks across his cheek.

Doomsday throws another punch but Superman grabs his fist, grabs the boney knuckle and SNAPS it off!

Doomsday SCREAMS and falls back and Superman kicks him in the shin, snapping the boney kneecap off.

Doomsday screams again and Superman stands, stomps the beast's leg and Doomsday kicks at him. They gather their strength and stand again.

They charge one another and it sounds like an EXPLOSION when they slam into one another. They stand their ground, punching each other, hard and harder and harder again. The force of the blows drives them both into the ground, craters begin to form around them as they land punches. Windows shatter and things crumble. It's like the world's greatest boxing match.

LOIS

Superman!

She points up where there is a helicopter carrying a large payload beneath it.

The bomb.

JIMMY They can't drop it! Not with Superman here!

LOIS He can't get out. Oh god no...

CUT TO:

INT – HELICOPTER

HELICOPTER PILOT Target acquired. Unable to deploy.

Turpin's voice comes over the radio.

TURPIN

Unable? Why?

PILOT Superman is in target range, Lt.

EXT – STREET – DAY

Superman and Doomsday still throwing punches, both of them breaking the other. It's obvious they both have broken bones and serious damage.

Superman's eyes and ears are bleeding.

Doomsday's bones are shattered, his left arm is dangling, broken in numerous places.

Superman follows Lois's voice to the helicopter with the bomb.

Doomsday throws a punch that spins Superman around, knocks him down.

LOIS NO!!!!!

Superman gathers himself off the ground as Doomsday comes at him, throw another punch with his good arm. Superman grabs the arm, twists it and decks Doomsday, sending him in the air, spinning.

Superman looks at Lois.

SLOW MOTION shot of Lois, the debris falling around her, fire in the air, rubble around her, clouds of dust all over. A piece of his cape blows through, catches on her hand.

SUPERMAN (VO) She's asked me to do something. And I can't. I feel so small...I won't let her down.

BACK TO REGULAR

Superman leaps into the air, rips the bomb off the belly of the helicopter and flies away from the city.

Doomsday crawls out of the ground and sees him flying away.

He gives chase, leaping into the air to follow him.

EXT – BEACH – DAY

Superman hovers over the ocean, looking back at Metropolis, the smoke rising, ashes and clouds over the city as the sun sets in the distance.

Doomsday hits the ground and leaps again toward the ocean.

Superman shuts his eyes, takes a deep breath and as Doomsday nears he hurls the bomb at the beast. The monster flies towards it as Superman flies backward as fast as he can. When the time is just right and Doomsday is as near to the bomb as he can possibly be and Superman is far away as he can get the man of steel unleashes a concentrated blast of heat vision directed at the bomb.

The beams hit the bomb and we

CUT TO

WIDE SHOT of the ocean from Metropolis.

A MASSIVE GREEN EXPLOSION takes place over the ocean, causing huge waves to crash over a few blocks into the city, smoke and clouds sweep over the city.

Lois stares into the cloud and green flames.

Jimmy, shocked, lowers his camera, his finger still pressing the shutter button.

CUT TO:

John and Martha Kent, watching TV in Clark & Lois's apt.

They collapse into each other's arms.

CUT TO:

The ocean. SLOW MOTION shot of the water rippling, waves crashing.

A helicopter comes into view, blades swirling.

On the water a pair of coast guard cutters.

CUT TO:

Regular speed as the coast guard crew hurries into action.

A number of crew dressed in wet suits dive overboard.

CUT TO:

EXT – BEACH – SUNSET

Masses of people have gathered to watch the search. Lois is standing, motionless, clutching the piece of his cape.

Jimmy is taking pictures of those gathered to watch the search.

A team of cops, coast guard and paramedics stand on the shore.

The cops radio squawks and he listens closely.

COP Get the ambo ready. They're bringing him in. They're bringing him in.

EMT

Which one?

COP Only one that matters. Superman.

The crowd cries with relief.

Jimmy smiles at Lois.

JIMMY

See, the big guy's going to be okay.

Lois doesn't say anything. She just stares out.

The cutter comes on the shore and the EMTs rush in, carrying Superman's body, battered and bloody, pale, cut and bruised and so damn pale on shore.

The EMTs and gathered crowd stares at him, laying there.

LOIS For god's sake, do something!

They start their work.

EMT1 No pulse, can't hear a heartbeat.

LOIS

You won't! His skin is too dense for a pulse and his heart beats slower than ours.

EMT2

Okay. Uh...defib.

They try injecting him, the needle shatters.

They attempt to use a defibrillator on him, it explodes.

They look at the shattered equipment around them, stare at each other and the crowd, helpless.

LOIS Oh, god!!! Do something!!! We owe the man more than this!!!

They bag him, start compressions.

They push and push and pump the bag.

Superman's pale. His eyes are open, staring empty into space.

The EMTs look at each other. Anyone else and they'd call it. One look tells the story.

The sun is setting, the helicopters from news crews shine their lights down, the cops turn their headlights on.

Night falls and still they work...pressing, pumping, breathing.

Tears stream down their faces, the one EMT's hands are bruised and bloody from the compressions.

CU ON LOIS

HOLD and SLOW PUSH IN as tears begin to streak down her face.

FADE OUT

INT – DAILY PLANET – NIGHT

Lois is at her desk. The room is quiet, solemn.

A TV on the wall is broadcasting the news. Catherine Grant reporting.

CAT

The world is mourning the loss of its two sons tonight. Lex Luthor succumbed to a relapse of the cancer he triumphantly defeated only months ago and Metropolis joins the world in mourning Superman. The Man of Steel was killed in battle with a monster of unknown origin...

Lois shuts off the computer.

She leans over on her desk.

FADE TO BLACK

INT – DAILY PLANET – NIGHT

Perry White is shaking Lois awake.

PERRY

Lois. Wake up, darlin'.

He hands her a copy of the Planet. The cover page is Jimmy's photo of Superman lying on the beach, lifeless. The headline reads: SUPERMAN DEAD Byline: Lois Lane.

PERRY

Biggest news story of all time. You broke it all. Even blew the lid on Lexcorp's lies about Luthor. We're the only ones who know what that thing really was. This is going to get you another Pulitzer.

LOIS

Great.

PERRY

Lois...no one's seen Clark since the church. Cell lines are pretty much down. There's a lot of destruction out there. I'm sure he's fine...

INT – POLICE HEADQUARTERS – NIGHT

Turpin and Sawyer are in his office.

He pours them a drink.

TURPIN

Mayor is already planning the funeral. Said he felt it was the right thing to do. Honor guard and all. Gonna be big. President is going to be there.

SAWYER

Jesus, Dan...he's gone. Superman's dead.

They sit in silence, take a drink.

EXT – LOIS & CLARK'S – NIGHT

Lois enters the building, still clutching the piece of tattered cape.

She gets into the elevator. She presses her button and rides up. The silence is unbearable. She collapses to the floor, weeping, huge, all-consuming convulsing tears.

The door opens and she just lays there.

A moment later her apt door opens. John and Martha come out, tears of their own and help her to her feet, into the apt and close the door behind them.

INT – HALLWAY – NIGHT

A long, cold hallway.

A team of heavily armed guards stand watch outside a doorway.

The sign reads MORGUE

PUSH past them into the morgue. The room is vacant and dimly lit except for one light hanging over a table in the center of the room.

The body is covered.

PAN to another slab:

Pieces of Doomsday's body. Torn apart, burned and tattered.

Superman's blood is still on the bones.

FADE OUT

INT – LOIS & CLARK'S – NIGHT

The place is quiet.

SLOW DOLLY through the living room and into the hallway. One bedroom has his parents in it, asleep. Another bedroom has Lois, curled into a ball on the floor, wrapped in a Superman costume, crying.

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EXT – DAILY PLANET – DAY

Its raining, there is rubble everywhere.

The streets are clear and a horse-drawn carriage is making its way down the street, a casket draped in an American flag on top of it.

LOIS (VO) Superman himself would probably remind us to think more on this day about the other victims of Doomsday's attack. And so we do.

Hundreds, thousands of people line the streets.

A huge honor guard follows Superman's casket.

EXT – CENTENNIAL PARK – DAY

Still raining.

A service is being held, various dignitaries from the world over are gathered to pay their final respects.

LOIS (con't) (VO) But how do we not honor the man who died that so many more could live?

A tomb has been constructed. The casket sits, still draped in the flag, before it.

Lois, Martha and Jonathon Kent stand amongst the crowd.

As the mourners move on, as the ceremony draws to a close, the flag is removed. The casket is silver, with an "S" shield emblazoned on it.

LOIS (con't) (VO) His powers and abilities were extraordinary. But so much more amazing was the way he chose to use those powers.

It is pushed solemnly into the tomb and it is sealed, forever.

Lois shuts her eyes and tears flow.

HOLD on the three of them until night falls and they still stand there, watching over.

FADE OUT

FADE IN

A copy of the Daily Planet.

HEADLINE:

"THE DEATH OF SUPERMAN ONE YEAR LATER"

> LOIS (con't) (VO) He showed us strength does not come from physical prowess. But from the heart.

Jimmy is standing next to Perry White, both of them watching Lois at her desk.

JIMMY She's going to get another Pulitzer for this.

PERRY She deserves something. For everything she lost.

> JIMMY Clark and Superman.

> > PERRY

Two most important men in her life. We know what happened to Superman. But Kent...to assume he was just... vaporized by a falling building or whatever by that Doomsday. No body to bury. No grave to visit. I can't even imagine.

EXT – LOIS & CLARK'S – NIGHT

LOIS (con't) (VO) In the year since that moment, people have spoken of the power of those punches. How they could feel the shockwaves. Others remember the broken windows or the craters. Most remember that sad day as the day the proudest, most noble man they have ever known—finally fell.

Lois stands alone on the balcony. Looking out over the city.

LOIS (con't) (VO) I was there. All I could do was report on The fight...and watch him die. I couldn't do anything but watch him die. So now I show strength in my own way. Through my words, the words he knew so well.

In Centennial Park, an eternal light bursts forth from the darkness of the trees, into the sky.

INT – LEXCORP – DAY

The place is rebuilt and looks good as new.

Happerson, still alive and well but looking a little haggard, sits in a lab punching numbers into a computer terminal.

PULL BACK to see a glass tank filled with a bubbly fluid and floating inside is Luthor's brain, stem and eyes, glaring out at us.

EXT – CENTENNIAL PARK – DAWN

Superman's tomb. Flowers still adorn the area. The eternal light glows from atop the tomb.

The inscription on the tomb reads:

HERE LIES EARTH'S GREATEST HERO

SUPERMAN

LOIS (con't) (VO) Superman—wherever you are now...I like the rest of the world, love you. for all us who love you and remember you—

INT – TOMB

The casket is still...but the lid is ajar.

PAN OVER to see....it is empty.

LOIS (con't) (VO) ... You will live forever.

ROLL CREDITS

TO BE CONTINUED....