

# **BATMAN**

## **"FEAT OF CLAY" -- PART I**

(Outline)

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# BATMAN

## "FEAT OF CLAY" - PART I

(outline)

### ACT ONE

FADE IN:

1. EXT. / INT. TERMINAL - GOTHAM ISLAND TRAMWAY - NIGHT (EARLY A.M. DAY #1)

We're at Gotham's equivalent of the Roosevelt Island Tramway in New York. It's the hour before dawn. We open on the sidewalk in front of a side entrance to the terminal. We see that the tramway is temporarily closed for repairs. In the shadows of the boarded-up doorway, a MYSTERIOUS FIGURE, his face obscured by the brim of his slouch hat and the upturned collar of his trench coat, stands waiting. Now a sleek black corporate limo glides up to the curb. Its doors display the distinctive "WE" logo of **Wayne Enterprises**. From the limo steps a handsome, middle-aged black man carrying a bulging briefcase: **LUCIUS FOX**, Chief Operating Officer of Wayne Enterprises and Bruce Wayne's second-in-command.

Fox seems puzzled and ill-at-ease as his eyes dart furtively about, scanning the street. He relaxes, visibly relieved, as the man in the trench coat steps forward, into the pool of light from a street lamp...and we see that the man Fox is meeting here is **BRUCE WAYNE**.

Ever the obedient lieutenant, Fox tells Wayne (off the briefcase) that he has brought the papers Wayne asked for. But he's confused: why did Bruce call him at this ridiculous hour to demand that they meet at this location immediately? Bruce won't answer. *Not here*, he whispers. He indicates a gap in the boards barring the entrance to the terminal, motioning for Fox to follow him as he quietly squeezes through the slats and goes inside.

As they walk, Bruce speaks in a conspiratorial whisper: *All of the company's phones are bugged*, he says -- *in the office, maybe even my home. I'm terribly*

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*afraid. I think they know that we're on to them. "Who?" Fox asks. Those guys who are buying up blocks of our stock, Bruce replies -- buying it up **illegally**. I know who they work for: **Roland Daggett**, the crime boss. Now some fast byplay between Bruce and Fox reveals that various records Fox has kept will **prove** that Daggett is trying to take over Wayne Enterprises...and these documents, which Fox now has with him, can be used as evidence against Daggett.*

By now they are deep inside the vast, high-ceilinged terminal -- below the platform from which the tram departs. They are standing at the base of the stairs leading up to one of the tramway's gondolas. We can see the heavy cables that arc up and out, over the Gotham River, and the giant gears that turn them. Now Fox is handing Bruce the briefcase. Bruce takes it, grabbing it by the handle, as Fox says he'll do anything to stop Daggett's takeover of Wayne Enterprises. "No, no," says Bruce. "You don't understand. **I want Daggett to *succeed***. You see, the reason I wanted these papers is to **destroy** them." Bruce takes a step back. "And now that I **have** them, Lucius, we won't be needing **you** any more..." And on that cue we hear the sound of rifle bolts being pulled back. Fox looks up at the gondola in horror and disbelief to see **FIVE HOODS** rise into view in its open windows...their stylized, "Dark Deco" shotguns aimed directly at Fox! ***It's a trap!*** Fox's brain is reeling: His boss and trusted friend, Bruce Wayne, has set him up for a gangland-style "hit"? How can this be?

[***NOTE:** Three of the gunmen are N.D. hired muscle, but **two of them are distinctive characters who will figure prominently in this story:** One, named **"GERMS,"** has a Howard Hughes-like phobia on that subject: he wears an air-filter mask over his nose and mouth and grips his gun with a handkerchief, even though his hands are gloved. The other is named **BELL;** he wears a Walkman clipped to his shirt pocket, with headphones over his ears at all times.]*

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Fox tries to make a break for it. Lunging forward, he grabs the briefcase by its leather pouch. It looks like a tug-of-war between him and Bruce when the first gunshot rings out. The shot misses Fox but slices through the briefcase handle, allowing Fox to cut and run with it -- leaving Wayne holding only the handle. Confused and terrified, Wayne stumbles back into the shadows, then turns and races for the exit.

Now a familiar, dark silhouette descends INTO VIEW, upside-down -- **batlike** -- from above a horizontal beam on the giant frame supporting the gear mechanism. The figure swings down on its rope as the gunmen's second shot dislodges a sign on the wall. As it falls, the sign smacks Fox across the back of his head and he goes down, stunned. Fox drops the briefcase. *[NOTE: It will be made clear that The Batman has been drawn here by the sound of the gunfire; he **never** sees "Bruce Wayne" at any point in this scene.]*

Now police sirens are wailing in the distance as **THE BATMAN**, barely glimpsed in the shadows, swings down to the tram. In short order, he disarms the three "N.D." hoods and leaves them tied up...but Germs and Bell get away. *[And by now the viewer's wondering: If this is Batman, then **who** was "Bruce Wayne"?)*

Already Fox is only semiconscious when The Batman drops beside him and checks for a pulse -- the barest hint of worry flickering across his otherwise-impassive face. The o.s. sirens rise to a crescendo, then abruptly cut off. Now, two sets of footsteps -- approaching at a run. The Batman has vanished -- seemingly as if by magic -- by the time **TWO PATROLMEN** arrive on the scene, having been alerted by reports of gunshots.

The sun is rising as we catch a glimpse of Batman racing **over** the tram cable as if it were a tightrope, then disappearing into the night. Meanwhile, the patrolmen reach Fox and seize the briefcase just as Fox passes out...but not before they hear

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him mumble: "Wayne... **Bruce Wayne** set me up..." Off which, **CUT TO:**

**2.     EXT. ELSEWHERE ON THE BLOCK (CONTINUOUS) - A VERY FAST BEAT**

For just a moment we FOLLOW "BRUCE WAYNE" as he races past a movie theater. We HOLD on the theater as "Wayne" dashes off down the street...TIGHTENING on a poster for the movie playing there. A movie starring matinee idol MATT HAGEN. Off his smiling, perfect-featured face, **DISSOLVE TO:**

**3.     INT. A SOUNDSTAGE AT "IMPERIAL PICTURES" - MORNING DAY #2**

The latest movie starring Matt Hagen is being shot here. We open on **TEDDY LUPUS** -- Hagen's gravel-voiced stand-in, bodyguard and general factotum (Think in terms of a more handsome Jilly Rizzo to Hagen's Frank Sinatra). We FOLLOW Lupus as he crosses the movie set on his way to the star's dressing trailer. He passes an Assistant Director who tells him they've just set up the shot -- they're ready for Mr. Hagen. Teddy responds gruffly -- somewhat Brooklynese: "Yeah, yeah, I hoid yuz" -- as he reaches Hagen's door and knocks.

**INSIDE**, we find a man in a panic. **MATT HAGEN** stands with his back to us, bent over his makeup table -- we can't see his face yet. He's frantically rummaging through jars of cold cream, makeup tubes, *etc.*, desperately searching for something. The open tackle-box on the table -- filled with greasepaints, brushes, wigs, spirit gum, *etc.* -- shows us that as an actor, Hagen is a chameleon; he loves to disguise himself in his roles. Right now, he's screaming: *It's gone! It's not here! I thought I had another jar of the stuff, but I can't find it!* "Relax," Teddy Lupus says from the doorway behind him. Hagen looks up to see Teddy standing there, reflected in the makeup mirror... allowing us to SEE Hagen's face for the first time, also reflected in the mirror:

**It is a grotesquely disfigured face -- a mass of twisted scar tissue that makes him look like a cross between Freddy Krueger and Frankenstein's monster. Not at all**

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the handsome Matt Hagen of the movie poster. We see, too, that Hagen is not only frantic, but he's doubled over in pain. And the only thing that will take away that pain is more of "The Stuff" -- he seems to be **withdrawing from an addiction**. From outside, the AD shouts impatiently, "We're **ready**, Mr. Hagen!" But the star can't go out there now. Not like **this**...!

Again Teddy says "Relax" as he pulls from his pocket a small jar -- it looks like a container of cold cream. On the label we see the logo of **Daggett Industries**. It's a back-up supply of The Stuff. Teddy always keeps it on hand for emergencies like this one. Now he opens the jar to reveal a reddish-brown cream -- it looks like a mud pack facial. Like a junkie being offered a fix, Hagen grabs the jar and greedily scoops up a handful of the distinctive, viscous substance. He smears it all over his face...and it vanishes almost instantly, absorbed into his skin. Already he starts to feel better.

Then Hagen begins to manipulate the features of his face, smoothing out the **pulpy mass of scar tissue**, literally **reconstructing his features** as we watch. Off this we learn that the mysterious cream makes ~~making~~ human tissue malleable -- not unlike nose putty -- so that the user can reshape the softened flesh and bone into whatever shape he chooses. The trouble is, the effects are temporary and, as with any addictive drug, the user experiences the pain of withdrawal symptoms when the effects wear off. Thus Hagen needs to use the formula repeatedly -- but he is only given small amounts of it at any one time. So, to maintain his supply, he has to keep going back to the manufacturer: **Roland Daggett**. [*When we explore Hagen's backstory in Part Two, we will make it clear that Hagen was already a superstar when an accident disfigured him. He thought his career was over...but Daggett had learned about his accident and approached him with an offer: Hagen could become the first test-subject for his experimental formula in exchange for doing certain "favors" for Daggett.*] Clearly, it's a deal with the

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Devil: Daggett owns Hagen, body and soul.

The AD pounds on the door again, and this time Hagen is ready. But he and Teddy both know that he's completely out of The Stuff now, and its effects will be wearing off again. That's when he'll have to go crawling back to Daggett...and do whatever the crime boss asks of him in order to get more of it. Teddy says, *You can't go on like this, boss. Ya gotta get into that lab an' get a big supply of this stuff. Otherwise, they'll just keep givin' ya small doses, to keep ya under their thumb.* We can see the wheels turning in Hagen's mind as, on his exit, he nods: *Yes...get into the lab...* Over this, we PUSH IN on the Daggett logo on the now-empty jar...off which we do a **MATCH-DISSOLVE TO:**

**4. DAGGETT LOGO ON A SIGN ATOP DAGGETT INDUSTRIES**  
**HEADQUARTERS - ELSEWHERE IN GOTHAM - LATER DAY #2**

We refield to establish the massive building, then PUSH INSIDE to a corridor outside a private elevator...from which emerges **ROLAND DAGGETT**: a lean, well-preserved 55; debonair, expensively tailored and immaculately groomed. A walking *GQ* ad. He is followed by the two thugs, Bell and Germs, and it is clear that they work for Daggett. We establish the thugs' quirks during their by-play here: Bell is listening to his headphones, on which we hear snatches of a shortwave police band as he adjusts and readjusts the headset. Germs is careful not to touch anything -- punching elevator buttons with his elbow and using a handkerchief to grasp a door handle as they step through a doorway into...

**DAGGETT'S FACTORY**...where they pass a conveyor belt on which dozens of jars like the one we saw on Hagen's makeup table are being filled with the face cream. *[NOTE: Over the course of this two-parter, we'll see that Daggett is much more of a white-collar criminal than the other mobsters who seek to control Gotham City. He's a "legitimate businessman" whose criminality lies chiefly in the shockingly illegitimate means he uses to achieve his objectives. While other gangsters traffic*

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*in prostitution and gambling to exploit human weaknesses like lust and greed, Daggett's exploitations are less obvious. And more imaginative. When his company's chemists developed the formula that allowed human tissue to be shaped like clay, Daggett saw in it an opportunity to exploit the vanity of the ageing: he's going to market the formula as a revolutionary "face-lift-in-a-jar." We will hint, but not state explicitly, that he has "pulled strings" with the FDA to get around product-testing requirements -- point being that **Daggett and his people are aware of the formula's addictiveness and long-term, harmful side-effects...and they are deliberately concealing that information from the public.**]*

Now we learn from the trio's by-play that Daggett wants to take over Wayne Enterprises and use its respectable image as a cover for his criminal activities -- such the marketing of his face cream. His plan for tonight had been to eliminate Lucius Fox...after which his "pet actor" [*Hagen, but we don't spell that out just yet*] would have impersonated Fox, to infiltrate Wayne Enterprises and complete the "transaction" from the inside. But all that has gone awry...and now Daggett is furious, working himself up into a frenzy as the trio continues on into...

THE R & D LAB...passing row upon row of lab tables at which white-smocked workers hold beakers over Bunsen burners, subjecting large amounts of the distinctive reddish-brown cream to lab tests. Daggett is ranting: *Not only do we **not** have the documents I wanted, but the entire operation has been compromised!* The three thugs Bell and Germs hired to take out Fox have been captured. Fortunately for Daggett, however, the captured trio knew only that they were working for Bell and Germs; they had no idea that Daggett was the mastermind. *What's more, says Daggett, as soon as Fox regains consciousness in the hospital, he'll be able to tell the cops what happened. And to top it off, The Batman probably has a "make" on Bell and Germs by now -- all because Hagen screwed up!*

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*And this isn't the first time he's screwed up, either,* Bell says as they come to a lab table on which sits an enormous beaker filled with several gallons of The Stuff. Germs says, *Hagen's more trouble than he's worth -- I think we should get rid of him.* Daggett agrees: *He's outlived his usefulness.*

*But if he can change his face, how do we find him? He can hide from anyone. He was a master of disguise even **before** we gave him the formula...* Daggett glares at them: *Why do we need to **find** him? He needs more of this stuff,* Daggett says, gesturing to the giant beaker...*and only we have it. So all we have to do is sit tight and wait. Eventually, **he'll** come to us.* **DISSOLVE TO:**

**5.     INT. DAGGETT INDUSTRIES R&D LAB - MUCH LATER DAY #2 (NIGHT)**

After hours. The lab is deserted. We discover Hagen here, making his way toward the giant beaker. The last dose of the formula has worn off and now he's almost staggering from the pain. As he hurries across the room, we see his handsome features returning to their scarred, misshapen state.

Now he steps up to the giant beaker and with both hands scoops up a huge dollop of the formula, then begins smearing it on his face...when, suddenly, from behind him: "Hold it right there. Turn around slowly and step into the light where we can see you." It's Bell and Germs -- they'd been lying in wait here. But Hagen doesn't know it's them yet; he still has his back to them. And they haven't seen his face yet. Now Hagen's practiced fingers quickly manipulate his features...and the viewer finally knows for certain who the impostor at the tramway was when Hagen turns to face Bell and Germs, and they see the square-jawed countenance of...**Bruce Wayne**. Smiling unctuously as he turns: "I don't believe we've been introduced. I'm Bruce Wayne -- Mr. Daggett's new business partner." Off which...

**FADE OUT.**

**END OF ACT ONE**

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ACT TWO

FADE IN:

**6. INT. DAGGETT INDUSTRIES R&D LAB - NIGHT (CONTINUOUS)**

Now "Bruce Wayne" reacts, startled as he recognizes Bell and Germs, who stand there with guns drawn, eyes narrowed coldly. They, too, know who they're dealing with: *Bruce Wayne, huh? Yeah, right. Sure. Cut the bull. We know it's you, Hagen.* Hagen quickly manipulates his face again, restoring his movie-star looks. Now Bell motions Hagen toward the exit: they're going to take him for a little car ride. At first Hagen seems docile, as if about to surrender to them...but suddenly, with a pass of his arm, he sweeps vials, beakers, *etc.*, off the lab table behind him -- showering the thugs with chemical solutions and breaking glassware. They stagger backward, and Hagen leaps toward them in a flying tackle, disarming them.

There's a brief struggle...but soon the two goons have gained the upper hand and have Hagen stretched out on the floor on his back, pinned there. He begins to shout, and now the thugs want nothing more than to shut him up. Germs smashes a cloth-wrapped fist into Hagen's face (*into camera, in a shot from Hagen's POV -- we don't see the impact*). Before Hagen can recover and resume struggling, Bell has looked up and spotted the giant beaker full of The Stuff. Now he has a nasty inspiration: *He wanted more of this stuff? Let's give it to him!*

While Germs holds Hagen down, Bell hefts the heavy beaker, upending it over Hagen's mouth. We go to an ANGLE ON THE WALL, and from the shadows that play over it, we can tell that Bell is pouring the formula down Hagen's throat. They're force-feeding him an overdose! Off Hagen's chokes and gasps, we WIPE TO:

**7. INT. BATCAVE - COMPUTER STATION - NIGHT (CONTINUOUS)**

BRUCE WAYNE, in Batman costume but *sans* cowl, is at the VDT, accessing his

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databases. He's calling up mug-shots, trying to get a make on Bell and Germs...which, in the course of this scene, he does: He gets their rap sheets, which give their names and aliases, and known haunts. Bruce also learns that they were both released from prison only recently -- **but as yet there is no information which connects them to Daggett.**

**ALFRED** comes in with a tray and the evening paper. And he's in a snit, scolding Bruce. The sense of it is: *To think I had to hear about poor Mister Fox from the news broadcasts! I cook your meals, I darn your cloak, I mend your broken bones...but do I get the courtesy of being kept informed? No. Why should I? I'm just the hired help!* [Though most of the time Alfred is the dutiful employee, this is one of those moments when he treats Bruce more as if he were Bruce's surrogate father -- which, in a sense, is the role Alfred **did** play while Bruce was growing up.]

Bruce remains preoccupied, focussed on his computer screen and muttering about how the three hired thugs he collared at the tramway were unable to shed any light on the motive for the assault on Fox. So now he's got to find the two that got away. He seems oblivious to Alfred as the butler bangs down the tray and turns to exit in a huff. Then, pausing in the elevator: *And what, pray tell, am I to say to the police? They **shall** be back, you know. I can't keep telling them you're out forever.* That gets Bruce's attention. He looks up, blinking in puzzlement. *Police? What police? What are you talking about?* With a haughty sniff, Alfred merely suggests that "Master Bruce" read the paper, then exits.

Sighing wearily, Bruce unfolds the paper and is greeted by a bold banner headline: **BRUCE WAYNE SOUGHT FOR QUESTIONING IN ATTEMPT ON EXECUTIVE'S LIFE.** And below it, the subhead: ***Lucius Fox In Critical Condition At Gotham General.*** A few beats as Bruce reacts, horrified. Then, his jaw clenching in grim resolve, he double-checks the data on the screen. Then we **PUSH IN** on the display as he

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risers and pulls his cowl into place, preparing to follow the lead the computer readout has given him: the rap sheet on **Samuel Bell** lists one of his known hangouts as "**Bad Mama Jama's Billiard Emporium**" on the corner of Kane and Finger Streets... **WIPE TO:**

**8.     EXT. DAGGETT INDUSTRIES HQ - NIGHT (CONTINUOUS)**

...where Bell and Germs are dragging the now-unconscious Hagen out to his car, a convertible which is parked in an alley a few doors down. They literally toss Hagen into the car and leave him there for dead.

As they head off down the alley, we learn from their brief interchange that they're gonna go unwind a little -- maybe shoot some pool, knock back a brewski or two -- before calling it a night. They have a lot of work to do in the morning, packing crates. They have to get those jars of face cream ready to ship to market within the next 48 hours...during which time Daggett is going to "launch" the new product **personally** -- by hawking it in an upcoming appearance on **Summer Gleeson's TV show**.

As the pair vanish into the shadows, we HOLD on Hagen's unmoving form for a beat...and watch as his **hand** begins to **mutate**: the flesh transforms before our very eyes, turning reddish-brown and lumpy. Now it looks soft and moist, too -- like **clay**... Off this, we **DISSOLVE TO:**

**9.     INT. "BAD MAMA JAMA'S BILLIARD EMPORIUM" - LATER THAT NIGHT**

Bell and Germs are at a pool table, hanging up their cue sticks and calling it a night as they settle a bet on their game. They exchanging goodnights, and Germs exits in one direction and Bell in another...

...and we FOLLOW him out to his car, parked on the street. Suddenly he stops in his tracks, eyes widening in panic as he reacts to what he hears over his ever-present headphones. Then he races for his car so fast that the headphones slip

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off his head, and we HEAR what's coming over the police band: **An APB for Samuel Bell, spotted at the Emporium. Batman is reported to be closing in...and now all available Gotham PD units are being directed into a twelve-block area between the pool hall and Bell's home.**

Frantically sliding behind the wheel, Bell guns the engine and peels out, the car fishtailing wildly as he cuts into an alley and down it at breakneck speed, knocking over trash cans and sending yowling stray cats scattering. Bell is so badly freaked out he's babbling to himself: *I'll fox The Batman for sure...Yeah....He don't know I'm on to him...So I'll go in the other direction...! Yeah, that's it...* But, of course, The Batman is several steps ahead of Bell -- as we discover as we PAN UP into the night sky, to pick up...

**THE BATWING** soaring high over Gotham. Inside: The Batman, speaking into a radio microphone in a perfect imitation of a police dispatcher. **The APB is bogus -- it's Batman broadcasting on the frequency he knows Bell is tuned to, deliberately faking him out!** Now the Dark Knight allows himself a small, grim smile of satisfaction as he hangs up the mike and notes the blip that appears on a monitor on his instrument panel. According to the feed from the Batwing's infra-red cameras that are scanning the streets below, Bell is heading in precisely the direction Batman anticipated. This he reports to Alfred over an air-to-ground telephone, and we...

**INTERCUT WITH ALFRED**, on the phone in the Batcave. Batman tells him that staking out the pool hall has yielded results; he's now in pursuit of Bell and won't be home till well after dawn, if then. *Veddy good, sir*, Alfred replies testily. *Perhaps I shall tell the police that Mr. Wayne is in Antarctica until the end of the month...*

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But The Batman is no longer listening. He's put the Batwing into a dive, swooping down over Bell's car, which has by now turned onto an expressway that runs along the bank of Gotham River. Bell has heard the roar of the Batwing's engines above him and tilted his side mirror up to see the bat-shaped aircraft bearing down on him.

Now the panicky Bell screeches across several lanes of traffic to an off-ramp...and we FOLLOW his car -- and the **Batwing** -- down toward an entrance to...

**10. THE GOTHAM MIDTOWN TUNNEL** (the Gotham City equivalent of New York's Lincoln Tunnel, of course)...where Bell speeds into the mouth of the tunnel in a desperate effort to lose the Batwing. Sure enough, The Batman must veer off -- it'd be too risky to squeeze the Batwing into the tunnel **above** Bell's car!

**INSIDE THE TUNNEL**, Bell allows himself a little sigh of relief: There's no Batwing pursuing him any more, and nothing up ahead but empty roadway. He's home free...or is he?

Perhaps he's spoken to soon -- as we realize when his eyes widen in horror. We **REVERSE ANGLE** to an OTS shot as we hear the building whine of the approaching Batwing, **echoing in the hollow of the tunnel...**

...and look up ahead, through Bell's windshield, to see that Batman has flown the Batwing **into the tunnel from the other end!** Now, flying barely five feet above the roadway, the aircraft's hurtling straight toward Bell's car like the proverbial bat out of you-know-where! It looks like a head-on collision about to happen as the Batwing screams **INTO CAMERA** as we...

**FADE OUT.**

**END OF ACT TWO**

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**ACT THREE**

FADE IN:

**11a. INT. GOTHAM MIDTOWN TUNNEL - NIGHT - CONTINUOUS**

The Batwing continues to bear down on Bell's car as the terrified thug slams on the brakes. Now he's pulled out his gun and takes several shots at the Batwing -- but the bullets ricochet off the craft's armor plating without making a scratch!

*[NOTE: At this hour, the tunnel is deserted save for Bell's car and the Batwing -- and it will be clear that there are no innocent bystanders being endangered by this or any subsequent action.]*

In the cockpit, The Batman's eye-slits seem to narrow and his teeth clench in angry resolve, as if to say, *So you want to play rough, huh?* He touches a button on the instrument panel and, with a hydraulic whine, **one of two claw-crane appendages** telescopes out from the Batwing's nose, aimed straight at Bell's car!

Screaming, Bell yanks his wheel sharply to the left, trying to make a U-turn...and, with a squeal of tires, the car skids 90 degrees and stops. Now it's perpendicular to the roadway and the Batwing is bearing down on the empty passenger's side, claw extended...closer...closer...then we **SMASH-CUT TO:**

**11b. EXT. TUNNEL - THE ROW OF TOLLBOOTHS NEAR THE ENTRANCE**

The night sky flickers with the strobing of cherry-tops and the glare of searchlights. **TRANSIT COPS** are already on the scene, setting up a roadblock at the tunnel entrance, and already the roadway feeding into the tunnel is gridlocking. Suddenly, dozens of heads turn seemingly in unison, as cops and toll booth attendants alike react to the thunderous, echoing **SOUND** of a camera-shaking, metal-crunching **CRASH** from inside the tunnel! A beat of deathly, breath-holding silence...then **WIPE TO:**

**12. EXT. IN ALLEY NEAR DAGGETT INDUSTRIES - NIGHT - CONTINUOUS**

A high angle on Hagen's convertible. We see Hagen slumped across the front

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bench seat, his upper body sprawled over the steering wheel. We can't see him clearly, but even from the vague shape we can make out, Hagen seems somehow...**changed**. His body seems bulkier, his back broader -- almost as if he'd become a hunchback or were wearing heavy padding. Now, headlights play over the scene...

...and we **ANGLE TO REVEAL A TAXI** pulling into the alley and coming to a stop a few feet behind Hagen's convertible. A shadowy figure emerges from the back seat, and we can tell from his gestures that he's asking the driver to wait a moment. As he steps tentatively toward Hagen's car, he moves in front of the cab's headlights, and in backlighting we see **TEDDY LUPUS**. He's come here in search of his boss -- intense worry, if not fear, etched on his heavy features: "Matt? Matt...? Is that you...?" In answer comes an unearthly moan from the direction of the convertible. Eyes widening in alarm, Lupus reluctantly starts toward Hagen's car as we **WIPE BACK TO**:

### **13. EXT. TUNNEL - THE TOLLBOOTHS - AS BEFORE (CONTINUOUS)**

The cops and attendants are still holding their breath, staring in anticipation at the tunnel entrance, from which exhaust fumes billow. Then, on the cut, we **HEAR** the sound of the Batwing's engines revving from deep inside the tunnel...then building to a roar as the Batwing approaches...

...and everyone on the scene instinctively "hits the deck" -- diving for cover as the Batwing roars out of the tunnel and angles into a steep climb -- **carrying Bell's car!**

We **TRACK WITH** the Batwing as it speeds skyward, the lights of Gotham's skyscrapers pinwheeling below it -- and we see that the clawlike appendage had punched through the passenger-side window to grasp the roof of the car. Bell is huddled behind the steering wheel, visibly shaking in terror and screaming his head off as the Batwing arcs out over the river.

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Abruptly, Batman **banks** the aircraft in a steep turn -- 45 degrees. Bell slams against the driver's-side door, which falls open as the car tilts with the Batwing! Bell falls halfway out the door, held in place only by his seat belt!

Now The Batman extends the **second** clawlike appendage, to grasp one of Bell's arms and hold him fast. He punches a button on the instrument panel and a needle-thin **laser beam** lances out from an aperture in the Batwing's nose, slicing through the seat-belt harness. Now nothing is holding Bell up but the Batwing's extended claw!

Bell looks like he's going out of his mind as The Batman rights the craft, and opens the first claw to release Bell's car, which plummets from a height of 1,000 feet to a geysering impact with the river! The first claw-hand then grasps Bell's other arm -- and it's clear he's held securely. Still, looking down to see your feet dangling at more than a thousand feet in the air is enough to make anyone soil his shorts.

By now The Batman has put the Batwing on **auto-pilot** and popped open the cockpit bubble. Anchoring himself with a cable secured in the cockpit, **The Batman steps out onto the nose of the Batwing** to interrogate the terrified criminal held by the claws. He asks Bell who the man was who met Lucius Fox at the tramway. Over the rushing wind, Bell shouts, "Wayne -- Bruce Wayne!" The Batman replies that he doesn't believe Bell. He produces a small remote-control device and thumbs a button on it. One of the claw-hands releases Bell's arm -- and now, once again, he's dangling by one arm. *You want to re-think that answer?* The Batman asks.

Bell's now so scared he's managing to shout and stammer at the same time. "Al-al-al-right! **Alright!**" he screams -- and admits that the Bruce Wayne at the tramway was an impostor. By now, **THREE POLICE HELICOPTERS** have flown into the immediate airspace and are pacing the Batwing, flanking it. Bullhorn

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voices are urging Batman to pull his captive back into his plane and descend with him -- to turn him over to the police. For the moment, The Batman ignores them. *The impostor -- what was his name?* he demands of Bell. Reflexively, Bell shouts back, *I don't know!* Batman insists Bell is still lying, and threateningly raises the remote control. *It's the truth -- I swear it!* Bell shrieks. *He didn't work for me!* "Who, then?" Batman asks. Silence. He fixes Bell with a steely gaze. *One last chance*, he says as he thumbs a button on the remote...and slowly, barely perceptibly, the claw hand starts to loosen its grip on Bell. Bell's arm slips an inch! ***Who?!*** Batman shouts. *Still no answer.* Batman looks closely at Bell...and now sees that he's **fainted**.

The police choppers have by now encircled the Batwing and continue to move with it. The Batman glances down and notices that they're about to pass over an apartment complex with a rooftop swimming pool. He thumbs the button on the remote just as the Batwing starts over the pool. The claw-hand releases Bell and his limp body plunges into the deep end with a splash. The shock of impact revives him instantly...and as he bobs to the surface, sputtering and shaking the water out of his eyes, we realize that he's landed safely. Immediately, Bell is bathed in police searchlights and is wincing at the loudness of the bullhorn voices. They order him to get his hands up as the police choppers begin their descent toward the pool deck. Meanwhile, Batman has long since returned to his cockpit and taken the Batwing straight up and away, as we **WIPE BACK TO:**

#### **14. ALLEY NEAR DAGGETT INDUSTRIES - NIGHT - AS BEFORE**

We're WITH TEDDY as he approaches Hagen from the driver's side. Hagen remains slumped and unmoving, o.s. Teddy steps close, reaches out to touch Hagen's o.s. hand, to check for a pulse. Suddenly he makes a face of disgust, then pulls back the hand -- and we see that **his fingertips are covered with a reddish-brown, claylike substance**. Teddy glances down at them in horror, then

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looks up as the half-conscious Hagen -- *only the back of his head seen so far* -- falls back onto the recliner, his head rolling to one side, toward Teddy. Hagen's face, turned AWAY FROM CAMERA, is now bathed in the glare of the taxi's headlights. And whatever Hagen looks like now...it's enough to make Teddy Lupus stagger backward into the wall of the alley. And scream. **CUT TO:**

**15. INTERCUT - INT. BATWING / INT. BATCAVE**

Batman is on the air-to-ground phone with ALFRED, telling the butler to be waiting for him in the Batwing hangar -- he needs Alfred's help. The man at the tramway was a Bruce Wayne impostor...*but Lucius Fox has known Bruce for almost ten years*. So what Batman wants to know is, *What kind of impostor can be so convincing that he could fool an old friend standing just a few feet away?* At this point, only one man can answer that: **Lucius Fox**, and Alfred says that he still hasn't awakened. *In that case*, replies The Batman, over Alfred's objections, *when he **does**, the first thing he's going to see will be **Bruce Wayne's face***. **WIPE TO:**

**16. THE ALLEY - AS BEFORE**

Both horror- and grief-stricken, and almost in tears, Teddy Lupus is inching back toward the convertible, where Hagen -- still unseen, and still moaning in an eerie voice -- is coming to. Teddy's voice is a hoarse whisper: *Matt...Aw, Matt, is that you?...What in heaven's name did they do to you?* Hagen sits up, pushes open the car door...and we see bizarre **fingerprints, like blobs of clay**, left on the door handle. Hagen starts to get out of the car, and as he does, he spots his own reflection in the side mirror. And that's when **we** see his face for the first time, too.

There's no nice way to put it: *He **has no face***. Where Matt Hagen's head used to be is now only a lumpy, irregularly-ovoid shape. A blob of moist, reddish-brown...**stuff** that reminds us immediately of the face cream Daggett's selling. Or

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of what a sculptor puts on his pedestal before he begins to mold a bust. The only recognizably human thing about it are the eyes, which widen with a horror no other man has ever felt. And then, a fissure opens in the mass of clay -- a maw. Now we hear a voice that is recognizably Matt Hagen's, but with a quality like molasses...liquid and sloooooowerrr...evocative of a thick, gelatinous, slowly-oozing substance. Not coincidentally, evocative of **mud**. A voice rising into a deafening, plaintive howl, obliterating everything else on the track: **NOOOO!** From which, **SHOCK-CUT TO:**

**17. THE ABSOLUTE DEAD-QUIET OF A HOSPITAL - GOTHAM GENERAL -**  
**NIGHT (LATER DAY #2)**

We're on the ledge outside the 15th-story window of Lucius Fox's private room. Through the window, we see Fox inside, lying in his bed -- or rather, his **silhouette**, because the bed is enclosed by a translucent privacy curtain. In the shadows of a cornerstone, a dark figure stirs...and now, inching along the ledge toward the window, we see **not** The Batman, but **BRUCE WAYNE** -- dressed in the form-fitting black pants and turtleneck of a cat burglar. As Bruce drops to one knee and his gloved hands reach for the window-latch with a lock-picking tool...

...we **CUT INSIDE** to a **POV** from inside the curtain, looking past Lucius Fox, seemingly asleep -- feeding tubes and a respirating apparatus obscuring the lower half of his face. His eyes flutter open...he stirs...and turns his head as Bruce Wayne's silhouette appears in the room, behind the curtain. Quietly, Bruce draws the curtain aside...

...and Lucius Fox's eyes widen in horror. He tries to shout, but he can't. Bruce is backpedalling, likewise horrified: *Lucius, what's wrong? It's me -- Bruce. Lucius, what's the matter, there's nothing to be afraid of...* But Fox has broken out into a cold sweat...and his hand has closed around the call-button to the nurse's station, placed within easy reach. In moments, footsteps are thundering down the

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corridor, approaching the room...and we go to a CLOSEUP OF BRUCE, clearly taken by surprise as the lights in the room snap on suddenly. Then we **STROBE TO a MATCH-CUT OF:**

**18. BRUCE WAYNE IN CLOSEUP - EXT. GOTHAM POLICE PRECINCT HOUSE - BOOKING & RECEIVING ENTRANCE - NIGHT (LATER DAY #2)**

And now we see that the continual strobing is the popping of newspaper photographers' flashbulbs, as we PULL BACK to REVEAL that we're watching this on a TV screen. The scene shows a handcuffed Bruce Wayne being led by arresting officers into Booking & Receiving.

In the foreground is a grim-faced **SUMMER GLEESON**, travel-mike in hand, doing a stand-up into the camera as a super -- *LIVE FROM COUNTY JAIL* -- is held across the bottom of the screen. And, as Summer tells the viewing audience of the scandalous late-breaking news -- the arrest of playboy philanthropist Bruce Wayne at the scene of an attempt on Lucius Fox's life -- we...

**FADE OUT**

**END OF PART ONE**

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