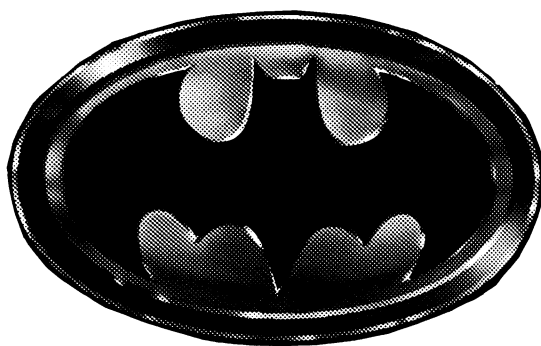


BATMAN - 1989

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1989



REVISED FIRST DRAFT
MARCH 6, 1987

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BATMAN

Screenplay by

Sam Hamm

Based on the Character Created by

Bob Kane

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4000 Warner Boulevard
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REVISED FIRST DRAFT

March 6, 1987
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BATMAN

FADE IN:

1 EXT. CITYSCAPE - NIGHT 1

The place is Gotham City. The time, 1987 -- once removed.

The City of Tomorrow: stark angles, creeping shadows, dense, crowded, airless, a random tangle of steel and concrete, self-generating, almost subterranean in its aspect... as if hell had erupted through the sidewalks and kept on growing. A dangling fat moon shines overhead, ready to burst.

2 EXT. CATHEDRAL - NIGHT 2

Amid the chrome and glass sits a dark and ornate Gothic anomaly: old City Cathedral, once grand, now abandoned -- long since boarded up and scheduled for demolition.

On the rooftop far above us, STONE GARGOYLES gaze down from their shadowy, windswept perches, keeping monstrous watch over the distant streets below, sightless guardians of the Gotham night.

One of them is moving.

3 EXT. GOTHAM SQUARE - NIGHT 3

The pulsing heart of downtown Gotham, a neon nightmare of big-city corruption, almost surreal in its oppressiveness. Hookers wave to drug dealers. Street hustlers slap high-fives with three-card monte dealers. They all seem to know each other... with one glaring exception:

A TOURIST FAMILY, Mom, Dad, and little Jimmy, staring straight ahead as they march in perfect lockstep down the main drag. They've just come out of a hit show one block over; the respectable theatre crowd has thinned out, and now -- Playbills in hand -- they find themselves adrift in the predatory traffic of Gotham's meanest street.

MOM

For God's sake, Harold, can we please just get a taxi??

DAD

I'm trying to get a --
(shouting)

TAXI!!

Three cabs streak past and disappear. MOM grimaces in frustration as LITTLE JIMMY consults a subway map.

(CONTINUED)

CONTINUED:

JIMMY

We're going the wrong way.

Nearby, STREET TYPES are beginning to snicker. DAD surveys them nervously, gestures toward the subway map.

DAD

Put that away. We'll look like tourists.

TWO COPS lean on their patrol car outside an all-night souvlaki stand, sipping coffee and chatting with a HOOKER. The HOOKER smiles at JIMMY. JIMMY smiles back. MOM yanks him off down the street and glowers at DAD.

DAD (cont.)

We'll never get a cab here. Let's cut over to Seventh.

JIMMY

Seventh is that way.

DAD

I know where we are!

EXT. SIDE STREET - THAT MOMENT - NIGHT

A deserted access street lined with the husks of stripped-down cars. MOM, DAD, and JIMMY take a deep breath and march into the darkness.

VOICE

Hey, mister. Gimme a dollar?

The VOICE belongs to a DERELICT -- nineteen or twenty, acne-scarred -- who sits between two garbage cans, one palm outstretched. His ratty t-shirt reads: "I LOVE GOTHAM CITY."

MOM, DAD, and JIMMY pause for the merest of seconds, then move on -- pretending not to hear.

DERELICT

Mister. How about it. One dollar?

(standing up)

One dollar, man. Are you deaf?
Are you deaf? -- Do you speak
English??

By now the TOURISTS are halfway across the street. Mercifully, the DERELICT doesn't seem to be following.

(CONTINUED)

CONTINUED:

They pick up their pace. They don't see the SHADOWY FIGURE in the alleyway. They don't see the GUN until a gloved hand brings it down, butt-first, across the back of DAD's neck.

DAD crumples. MOM grabs JIMMY and backs up against a brick wall, too terrified to scream. The DERELICT races across the street to join his confederate, the STREET PUNK, who's already searching for DAD's wallet.

MOM's mouth opens in panic. They can see she's about to snap -- so the STREET PUNK, still in a crouch, trains his gun on JIMMY.

STREET PUNK

Do the kid a favor, lady. Don't
scream.

The poor woman is utterly horrified. TEARS stream down her face. But she keeps her wits about her, stifles the urge to shriek, and hustles JIMMY off down the street.

The two PUNKS watch them break into a run -- then chuckle, slap hands, race off in the opposite direction.

EXT. ROOFTOP - NIGHT

Six stories up. The PUNKS -- NICK and EDDIE -- hunker down on the tar-and-gravel roof, sizing up their take.

NICK

(emptying wallet)
All right. The Gold Card.
(tossing the credit
card in EDDIE's
face)

Don't leave home without it.

A chill wind whips across the roof as NICK extracts the cash and begins to count it. There's a distant, metallic CLANG. EDDIE hears it and tenses up.

EDDIE

Let's beat it, man. I don't like
it up here.

NICK

What are you, scared of heights?

EDDIE

I dunno, man. After what happened
to Johnny Gobs --

(CONTINUED)

NICK

Look, Johnny Gobs got ripped and walked off a roof, all right? No big loss.

EDDIE

That ain't what I heard. That ain't what I heard at all.

(beat)

I heard the bat got him.

NICK

Gimme a break, will you? Shut up.

EDDIE

Five stories, straight down. There was no blood in the body.

NICK

No shit. It was all over the pavement.

NICK has no patience with EDDIE's campfire tales -- but here on the roof, in the pale moonlight, he can't ignore the slight tingle at the base of his spine...

EDDIE

There was no blood, man.

(beat)

My brother says... all the bad things you done... they come back and haunt you...

NICK

God! How old are you? There ain't no bat.

EDDIE

My brother's a priest, man.

NICK

No wonder you're such a chickenshit. Now shut up.

(conclusively)

There ain't no bat.

As they speak our attention shifts to a point at the opposite corner of the roof, some fifteen yards away...

... where, at the end of a line, a STRANGE BLACK SILHOUETTE is dropping slowly, implacably, into frame...

(CONTINUED)

EDDIE

You shouldn'ta turned the gun on that kid, man. You shouldn'ta --

NICK

Do you want this money or don't you? Now shut up! Shut up --

BOTH PUNKS FREEZE at the sudden, inexplicable sound of BOOTS CRUNCHING ON GRAVEL. They turn slowly. Their JAWS DROP.

Standing at the edge of the roof, bathed in moonlight, is a BLACK APPARITION. IT DOES NOT MOVE.

EDDIE stands rooted to the spot, a choked gurgle in his throat, as if he's just seen his own death. The BLACK FIGURE advances and spreads its arms, slowly, majestically. GREAT SHADOWY BATWINGS flap in the wind.

NICK drops, gropes for the gun, brings it up.

And still the BLACK FIGURE draws closer, deliberate, menacing. On its chest: THE EMBLEM OF A BAT, in an oval yellow field, glowing like a target in the darkness...

NICK FIRES TWICE. TWO CLEAN HITS. The strange black figure is knocked bodily to the roof.

Trembling, sweating buckets, NICK gets to his feet. He whacks a motionless EDDIE on the arm --

NICK (cont.)

-- I'm gettin' outta here.

-- And bends to retrieve his loot. EDDIE lets out a strange, pre-verbal squeal...

... And NICK sees THE HUMAN BAT, BACK ON ITS FEET, NIGHT-MARISH, UNDEAD, MOVING SLOWLY AND INEVITABLY CLOSER.

Panic. Sheer, raw, unrelenting panic. Stolen money flutters out of NICK's hands. He scuttles around the periphery of the roof, his feet skidding on the gravel as he searches for a way down. The BLACK SPECTRE is blocking his path to the fire escape. Trapped like a rat, NICK FIRES WILDLY.

EDDIE is frozen in place, his eyes glazed over, his face drained of blood. The BAT treads calmly past.

A LEG snakes out. A BLACK BOOT catches EDDIE high on the chest --

(CONTINUED)

CONTINUED: (3)

-- LIFTS HIM CLEANLY OFF HIS FEET --

-- AND SENDS HIM FLYING THROUGH THE AIR. EDDIE slams into a brick chimney and slumps to the roof unconscious, a broken, weightless puppet.

THIS ACTION IS SO SMOOTH, SO AUTOMATIC, THAT THE BAT DOES NOT EVEN BREAK HIS STRIDE. NICK, terrified, CHARGES past the black wraith, scrambling toward the fire escape...

A GLOVED HAND slices through the air, and NICK pitches forward, his legs ensnared in a tangle of WIRES. Screaming now, he drags himself across the gravel roof, the looming figure of the BAT at his heels...

... until there's no place left to go. NICK cowers against the ledge, his pants torn, his hands and knees bloody. He has dissolved into total mindless hysteria.

Almost by reflex, NICK keeps shooting. He'd do better if he could manage to open his eyes. By now the hammer is falling on an empty chamber, but NICK continues, obsessively, to pull the trigger. He weeps; he moans; he wails...

THE BAT grabs a fistful of NICK's shirt, and with supernatural ease HOISTS HIM into the air.

NICK (cont.)

Don't kill me... don't kill me...

When NICK finally opens his eyes, he realizes THE BAT is standing on the ledge of the roof -- HOLDING HIM OUT, at arm's length, over six stories of nothingness.

The grim black apparition SPEAKS in a rasping whisper:

BATMAN

I won't kill you. I want you to do me a favor.

NICK looks down. Far, far below, CARS wink silently past.

He looks up. And sees, in the mirrored lenses where BATMAN's eyes should be, the twin reflections of his own stricken face.

BATMAN (cont.)

Tell your friends. Tell all your friends.

NICK HOWLS. Almost as an afterthought, THE BATMAN heaves him roughly back onto the tar-and gravel surface of the roof.

(CONTINUED)

5 CONTINUED: (4)

5

And then -- casually, without a moment's hesitation --
STEPS OFF THE LEDGE, INTO MIDAIR.

Trembling, NICK crawls to the ledge and looks over...
finding ABSOLUTELY NO TRACE of the Batman.

NICK is still screaming as we PAN UP to the bilious
yellow globe of Gotham's moon. MAIN CREDITS ROLL:

BATMAN

CUT TO:

6 INT. GOTHAM CITY DEMOCRATS' CLUB - NIGHT

6

A CAMPAIGN POSTER fills one wall: "A NEW GOTHAM. HARVEY
DENT FOR DISTRICT ATTORNEY." We TILT DOWN to find the
man himself, determined, dynamic HARVEY DENT, addressing
a crowd from behind his podium.

DENT

It is no longer enough to go after
the small-time punks and petty
criminals who infest the streets
of Gotham City. Crime and
corruption must be attacked at the
root!

7 ANOTHER ANGLE - THE AUDIENCE

7

Civic-minded politicians decked out in fund-raiser finery.
They applaud DENT's tough talk wildly. They've just
shelled out \$500 a plate for a chicken dinner, and by
God they're going to enjoy this.

Tuxedoed WAITERS move among the tables, deftly refilling
water glasses. As they do, we SEE an EMPTY PLACE SETTING
-- the only one in the hall. Some well-meaning moneybags
has laid out half a grand and then neglected to show up.

The engraved placecard reads: BRUCE WAYNE.

8 ANGLE ON DENT

8

DENT

If elected, my first act as
district attorney will be to
return an indictment against Boss
Carl Grissom!

CUT TO:

INT. APARTMENT - NIGHT

A woman's apartment, decorated in pastel pinks and mauves. Original paintings and sculptures everywhere. The place reeks of money.

In the foreground: a MAN'S HAND, long, elegant, manicured. Manipulating a DECK OF CARDS, doing a one-handed shuffle with extraordinary finesse.

In the background: a TV set tuned to the 11 o'clock news, with highlights of HARVEY DENT's campaign speech.

DENT (V.O.)

(on the TV screen)

Together we can make Gotham City a safe place for decent people to live and work and play.

THE HAND sets the deck on an end table, raps it twice, turns up four jacks off the top. This most unusual deck sports a .22 calibre BULLET HOLE straight through the middle.

JACK NAPIER

Decent people shouldn't live here. They'd be much happier someplace else.

JACK NAPIER, 32, is right-hand man and chief enforcer to Boss Carl Grissom. His features are delicate, almost feminine, and he takes a vain, gangsterish pride in his appearance. He has no more conscience than a turnip.

He trains a cold eye on DENT's televised image as ALICIA HUNT -- 26, beautiful, Carl Grissom's kept woman -- glides over in her negligee and snuggles up.

ALICIA

Anything new?

JACK

The usual gas. If this clown could lay a hand on Grissom... I would've had to kill him by now.

ALICIA finds JACK's necktie draped over a nearby chair. She begins knotting it playfully about his neck.

ALICIA

If Grissom knew about us... he might kill you.

JACK seems uninterested in her affections. His eye darts back and forth between the TV and his own reflection in a nearby vanity.

(CONTINUED)

CONTINUED:

JACK

Don't flatter yourself, angel.
He's a tired old man. He can't
run this city without me.

(pause)

And besides, he doesn't know.

JACK consults his watch, reaches for his topcoat, and stands in front of the vanity. He runs a hand through sculpted hair, checks out his Albert Nipon ensemble.

ALICIA

You look just fine, Jack.

He smiles at himself before turning to the door.

JACK

... I didn't ask.

CUT TO:

EXT. ALLEYWAY - NIGHT

The scene of the earlier mugging, off Gotham Square. Only now, the deserted alleyway is a beehive of activity: police cars, an ambulance, a forensics van.

EDDIE THE PUNK goes past on a stretcher, catatonic. Watching him are a porcine cop, LT. ECKHARDT, and a POLICE MEDIC.

MEDIC

That one there won't say a word.
The other one's raving his head
off.

ECKHARDT

Variety, huh? The spice of life.

At the mouth of the alley, we find ALEXANDER KNOX -- thirty, hyperactive, a crime reporter for the Gotham Globe. At the moment, he's chatting with a uniformed PATROLMAN.

PATROLMAN

They found him hugging a
drainpipe. He was scared to come
off the roof.

KNOX

Great, but tell me: is this
another you-know-what? 'Cause if
so, it's the third one this week.

(CONTINUED)

PATROLMAN

(testily)

I dunno. What's "what"?

KNOX

Good answer. I'm gonna put you in for a commendation.

KNOX spots ECKHARDT and the MEDIC, waves, and saunters down the alley. ECKHARDT curses under his breath.

ECKHARDT

Oh Christ, it's Knox.

KNOX

Hiya, gents. This anything I should know about?

ECKHARDT

Nothing out of the routine.

At this exact moment two uniformed PATROLMEN drag a brain-fried NICK past the mouth of the alley.

NICK

A bat, I tell you, a giant bat!
He wanted me to do him a favor...!

KNOX tilts one eyebrow. ECKHARDT and the MEDIC trade disgusted looks.

KNOX

No offense, boys, but these guys are seeing something up there.

ECKHARDT

No comment. Print what you like.

KNOX

Come on. One question. Is there a six-foot bat in Gotham City?

KNOX's tone is jokey, but only half-jokey. ECKHARDT snorts in disgust and turns away. KNOX shouts after him:

KNOX (cont.)

If so, is he on the police payroll? If so, what's he pulling down after taxes?

LT. ECKHARDT emerges onto the side street.

(CONTINUED)

He's headed for his car when he spies a STRETCH LIMO idling across the street. Leaning on the hood, waving hi, is the dandyish JACK NAPIER -- flanked by two impressive GOONS.

ECKHARDT throws a nervous glance back in KNOX's direction. He turns left, gestures to JACK to meet him farther up the block. By the time he reaches the corner JACK has swaggered up alongside him.

JACK hands ECKHARDT a fat brown envelope. He stuffs it quickly in his coat.

JACK

I missed you, Lieutenant.

ECKHARDT

Sorry. We had another bat sighting.

JACK

Don't let your job interfere with your business. -- Someone's been talking to Harvey Dent.

ECKHARDT fumes. There's no love lost between these two.

ECKHARDT

I'm on top of it. If there's a problem --

JACK

Eckhardt... our problems are your problems.

JACK reaches out and grabs ECKHARDT by the lapels of his topcoat -- an Italian job, obviously expensive. He rubs the material between his fingers.

JACK (cont.)

Very nice, Lieutenant. Considering how little your services cost.

ECKHARDT

(knocking his hands away)

I answer to Grissom, punk. Not to you.

JACK

Why, Eckhardt. You should be thinking about the future.

ECKHARDT laughs in his face.

(CONTINUED)

11 CONTINUED: (2)

11

ECKHARDT

Got it all figured, huh? Grissom just sits back and hands you the reins. -- Maybe he don't know what we know.

JACK

What are you talking about?

ECKHARDT

(pursing his lips)

About how pretty you are, pretty boy. Maybe he'd like to know --

JACK lashes out and BACKHANDS ECKHARDT across the face. The fat cop, stunned, turns bright red and CHARGES JACK.

JACK claps a hand on ECKHARDT's face and shoves him back full-force. The cop sprawls on his ass in the doorway of an all-night Cuban-Chinese restaurant, where JACK -- out of control now -- KICKS HIM TWICE.

ECKHARDT's hand goes instinctively to his gun.

JACK

Here. Use mine!

JACK pulls an automatic from his pocket and flings it at ECKHARDT to pick it up -- just as the two enormous GOONS from the limo appear behind him for reinforcement.

By now PATRONS are staring out of the restaurant windows. ECKHARDT wipes blood from his mouth as JACK reaches down for the gun.

ECKHARDT

You're a psycho, friend. You're an A-one crazy boy and Grissom knows it.

DISSOLVE TO:

12 INT. GOTHAM GLOBE - CITY ROOM - DAY

12

Gotham City's leading tabloid daily. COPY BOYS rush to and fro; REPORTERS pound out articles on computer terminals. ALEXANDER KNOX saunters in, a sheaf of pages in his hand, and pauses at a CARTOONIST'S drafting table.

KNOX

What have you got for me, Bob?

(CONTINUED)

CONTINUED:

BOB holds up a cartoon: a HUMAN BAT, with an awful, fanged rodent's face, wearing a business suit. The caption at the top reads: "HAVE YOU SEEN THIS MAN?" KNOX nods in approval.

KNOX (cont.)

Nice, but... maybe a little more gore on the fangs, huh?

He pats BOB on the shoulder, moves on. A BESPECTACLED COLLEAGUE spots him and calls out:

COLLEAGUE

Hey, Knox, you got a visitor.

KNOX

I'm real busy, Clark. Be a pal and dust him, okay?

COLLEAGUE

This one you might want to dust yourself.

Curiosity piqued, KNOX moves toward his desk... and stops in his tracks. Propped up on the desk are a PAIR OF LEGS. The legs -- exceptionally nice ones -- are attached to a WOMAN leaning back in KNOX's swivel chair, taking a nap, her face obscured by a big outrageous hat.

KNOX

... Vicki Vale.

The hat tips back. VICKI VALE, her face framed by a shock of bright red hair, flashes a dazzling smile. She pulls KNOX over for a quick smooch and laughs.

VICKI

How'd you know it was me?

KNOX

Honey -- I would know any randomly selected square inch of Vicki Vale.

(grinning)

If I had a good enough hint.

He points at the oversized CAMERA BAG on his desk. It bears the monogram "V.V." VICKI catches on, makes a face at him.

KNOX (cont.)

So what brings you to this dump? Why aren't you off photographing some exotic foreign potentate?

(CONTINUED)

VICKI

Burned out. I need a vacation.

KNOX

Too much glamor, huh. What's in the bag -- Monte Carlo? Apes in Kenya?

She reaches into the camera bag and pulls out a stack of glossy 8 X 10's: COMBAT PHOTOS from some unspecified war-torn corner of the world. KNOX leafs through them, impressed.

KNOX

God, Vick, a girl could get hurt doing this.

VICKI

A girl could get killed -- so they tell me. What's new and hot in Gotham City?

KNOX

Oh, it's too good. We got a six-foot bat that swoops out of the night and preys on evildoers.

VICKI

(laughing)
Evildoers, huh? Big or small?

KNOX

Small so far. I think he's leaving the big fish for Harvey Dent.

VICKI

Our next D.A. -- I hear Bruce Wayne is throwing a fundraiser. Did you get your invitation yet?

KNOX

(heavily ironic)
Oh, absolutely. Bruce and I are very close.

VICKI smirks -- and KNOX freezes. It's just occurred to him that she may have a purpose in all this.

KNOX (cont.)

Wa-a-it, Vicki. You're not saying --

She reaches back into her camera bag and hands over an INVITATION. Knox is all but panting with excitement.

(CONTINUED)

12

CONTINUED: (3)

12

KNOX (cont.)

-- Aw, Vicki. Vicki!
 (apprehensively)
 Got a date?

She flutters her great big eyelashes, shakes her head no. KNOX grabs her face and plants a kiss on her forehead, nearly knocking her out of her chair.

KNOX (cont.)

Vicki, baby, I love you, I've
 always loved you. Will you marry
 me?

VICKI

(straightening
 her clothes)

No.

KNOX

Well, I'm starving. Will you at
 least buy me a hamburger?

She laughs. Bursting with glee, he offers her his arm.

CUT TO:

13

INT. PENTHOUSE - DAY

13

A HUGE PLATE GLASS WINDOW opens on the best view in Gotham. This spectacular penthouse suite is just one of the power perks available to CARL GRISSOM, criminal kingpin, fat, fifty, and utterly without charm.

GRISSOM, behind a big broad desk, addresses his LIEUTENANTS -- a fearsome assemblage of bloodless white-collar types and a few outright goons, sprawled in chairs throughout this makeshift 'board room.' The big boss waves a copy of the Gotham Globe -- with HARVEY DENT's face on the cover.

GRISSOM

If this son of a bitch gets
 elected, we're looking at some
 serious damage.

ACCOUNTANT

The problem's in our front
 companies. If he's tied us in
 with Ace Chemical... that's the
 ball game.

(CONTINUED)

JACK NAPIER slouches in an easy chair off to GRISSOM's right, doing his trademark one-handed shuffle.

JACK

We can always pop him -- Or pop someone close to him.

LIEUTENANT

Let's feed him to the bat.

This suggestion draws CHUCKLES from several members of the crowd. GRISSOM is unamused.

ACCOUNTANT

We'll need to clean out our files before the subpoena comes down.

LIEUTENANT

How do we go? Strike a match?

ACCOUNTANT

Arson gives you a nice writeoff. On the other hand, we do have a history of unexplained fires.

JACK

Okay, a break-in. Trash the office, make off with the books ... "Industrial espionage."

GRISSOM

Very good idea, Jack. In fact --
(pause)
-- I'd like you to handle this operation personally.

JACK'S HAND FREEZES over his lucky deck.

JACK

... Me?

At this exact moment, METAL DOORS slide back -- and ALICIA HUNT steps out of GRISSOM's private penthouse elevator. She's carrying a handful of SHOPPING BAGS.

GRISSOM

Hello, sweetheart. I wonder if you'd mind waiting in the other room.

ALICIA's gaze meets JACK's as she vanishes through a side door. The eye contact is not lost on GRISSOM.

(CONTINUED)

JACK

Why do you need me to handle a simple break-in?

GRISSOM

(emphatically)

Because I want someone I can trust.

JACK bridles. Nervously, he turns the fourth card off the top of the deck. It's not a jack.

It's a JOKER -- a Joker with a neat, round, .22 calibre HOLE through its face.

GRISSOM (cont.)

We'll have to move soon. --
That's all for now.

GRISSOM's CRONIES get up to go. JACK, troubled, lingers behind a moment.

GRISSOM (cont.)

You don't mind, do you, Jack?
It's a big job. I can't trust it to somebody who'll screw up.

JACK

I understand.

GRISSOM

Oh, Jack. -- Don't forget your lucky deck.

JACK pockets the deck and leaves. GRISSOM sits behind the big desk and GRINS WOLFISHLY.

GRISSOM (cont.)

My friend, your luck is just about to change.

ALICIA appears in the doorway nearby, modeling her new purchases for him. He smiles coolly at her as he reaches for the telephone.

GRISSOM (cont.)

Get me Lieutenant Eckhardt.

CUT TO:

A vast, rambling mansion on sixty wooded acres a half-hour's drive from Gotham: old money, and how. Out front, a team of red-jacketed VALETS are parking expensive cars.

A DEALER'S HAND pushes cards out of a shoe. It's casino night at Wayne Manor; the ballroom has been outfitted with roulette wheels, blackjack tables, etc., and the various members of Gotham's power elite are happily -- and legally -- throwing money into Harvey Dent's campaign kitty.

DENT himself is surrounded by a gang of political cronies, telling jokes, calling in favors. VICKI's off in another group, looking luscious, drawing compliments from big shots and envious, furtive glances from their wives. And, in a corner of the room, all alone in his cheap suit, stands ALEXANDER KNOX -- staring inquisitively up at the ceiling.

A butler, ALFRED, appears alongside KNOX with a trayful of champagne glasses. He, too, looks up at the ceiling.

KNOX

How high up would you say that is?

ALFRED

I'd say about thirty feet, sir.

KNOX

You know, if you cut your bathroom in half, you'd have my apartment.

ALFRED

Which bathroom is that, sir?

KNOX

The small one.

KNOX takes a drink and ALFRED moves on. A moment later, VICKI detaches herself from her little circle of admirers and hooks up with KNOX.

KNOX

Man, I feel like Robin Leach. You actually know all these people?

VICKY

Some. I am a rich bitch, remember?
(pause)
I'm quoting.

KNOX winces at the reminder. She smiles and takes his arm.

KNOX

Yeah, I guess we move in different circles -- Though I did meet a one-eyed pimp last week.

16

ANGLE ON JAMES W. GORDON

16

Gotham's Police Commissioner, a distinguished-looking gent in his late fifties. He's at a craps table, blowing into his fist. ONLOOKERS root him on as he lets the dice fly.

Snake eyes. Crapped out. GORDON passes the dice as KNOX and VICKI wander up alongside him.

KNOX

Commissioner Gordon! What do you hear from our pointy-eared friend?

KNOX puts his hands up behind his head and wiggles his fingers -- like little bat ears. GORDON groans.

GORDON

Knox, for the ninth time, and you can quote me -- there is no bat.

KNOX

Aww, Commissioner. There's gotta be one honest cop in Gotham City.

HARVEY DENT ambles up, claps a friendly hand on GORDON's shoulder.

DENT

How's your luck, Jim?

KNOX

Mr. Dent. What's your stand on winged vigilantes?

DENT exchanges a meaningful look with GORDON.

DENT

Mr. Knox, I think we have enough real problems in this city without worrying about ghosts and goblins and Halloween characters.

CUT TO:

17

EXT. ACE CHEMICAL CO. - ESTABLISHING - NIGHT

17

A NEON SIGN reads: "ACE CHEMICAL. TOMORROW'S FUTURE TODAY." From the SIGN we pan over to a METAL SLUICE GATE -- dumping TONS of CHURNING TOXIC SLUDGE into Gotham's East River.

18

INT. VAN - THAT MOMENT - NIGHT

18

TIGHT ON the rear-view mirror. JACK NAPIER is meticulously applying BLACK CAMOUFLAGE PAINT to his face.

(CONTINUED)

18 CONTINUED: 18

He could be getting ready for a date.

The van sits outside a chain-link fence which surrounds the factory complex.

19 JACK'S POV - THROUGH WINDSHIELD 19

The SECURITY GUARD in a glass booth at the entrance to the parking lot. ONE OF JACK'S BOYS creeps up behind the booth and takes the GUARD out.

JACK turns the key in the ignition, shifts into first.

CUT TO:

20 INT. WAYNE MANOR - NIGHT 20

KNOX and VICKI are taking an unauthorized tour of BRUCE's house, wandering through rooms decorated in wildly divergent motifs, eyeing an astounding collection of artworks and antiques from every corner of the world.

KNOX

Where does one man get all this
junk?

VICKI

All over the world. They say he's
spent half of his life overseas.

KNOX

Holy shit...

KNOX goes goggle-eyed as they enter the LIBRARY.

21 INT. BRUCE WAYNE'S LIBRARY - NIGHT 21

KNOX

... We found the arsenal.

One wall is lined with leather-bound volumes. On the other walls hang EXOTIC WEAPONS. Halberds. Maces. Blowguns. Bolas. Thugee ropes and samurai swords... every arcane implement of death the human mind has ever devised. KNOX lets out a low whistle.

KNOX (cont.)

Okay, I'm intrigued. What else do
you know?

VICKI

Rich. Reclusive. Bankrolls half
a dozen charities.

(CONTINUED)

1 CONTINUED:

21

KNOX

Likes to kill?

VICKI

(smiling)

Women find him magnetic.

KNOX

I bet they like him for his big charity balls.

VICKI

That, and the sweet smell of two hundred million bucks.

KNOX

Well, you know me. The more they've got, the less they're worth.

(scanning the room)

This guy must be the most worthless man in America.

Just then, A VOICE FROM BEHIND intrudes.

BRUCE (O.S.)

You disappoint me. Why not the world?

KNOX turns. We get our first good look at the smiling face of BRUCE WAYNE: 32, tall, athletic, aristocratic... and intensely handsome.

KNOX

I assume in my usual charming manner I've just insulted the host.

(extending a hand)

Alexander Knox.

BRUCE

Bruce Wayne. -- I've read your work. I quite like it.

KNOX

Great. Give me a grant.

BRUCE

I might consider it if you introduce me to Miss Vale.

KNOX blinks at VICKI. BRUCE already seems to know who she is. KNOX shrugs and forges bravely ahead:

(CONTINUED)

1 CONTINUED: (2)

21

KNOX

"This is Miss Vale." -- That felt redundant.

BRUCE

(to VICKI)

You're just back from Corto Maltese. I saw your combat photos. Quite a departure for you.

VICKI

That's intriguing. They haven't been published yet.

BRUCE smiles and ignores the implied question.

BRUCE

... You have an extraordinary eye.

He's laying on the charm now. KNOX, his territorial instincts aroused, pipes up:

KNOX

Some people think she has two.

VICKI shoots KNOX a sidelong glance:

VICKI

Don't mind my friend. He's a little nervous tonight.

KNOX, chastened, calls off the dogs and sizes up his competition. BRUCE is charming, all right, but there's something formal, maybe even calculating about it -- he could be reading his compliments off cue cards. It's almost as though he's an actor doing a brilliant imitation of charm.

This is a man who thinks three moves ahead. KNOX doesn't like him. But VICKI -- who's used to seeing male charm turned on and off, at will -- doesn't seem to mind a bit:

VICKI (cont.)

This is an amazing house. I'd love to shoot it sometime.

BRUCE

I don't... seek publicity -- Will you be staying in Gotham for a while?

VICKI

As far as I know.

(CONTINUED)

BRUCE

Good. With any luck we'll run
into each other.

ALFRED, the butler, appears in the doorway behind them.
He clears his throat.

ALFRED

Excuse me, sir. Commissioner
Gordon was compelled to leave --
very unexpectedly. He asked me
to convey his regrets.

BRUCE

Thank you, Alfred.
(to VICKI)
I hope you'll excuse me. It was
a great pleasure meeting you.
(to KNOX)
And you.

Without bothering to shake hands BRUCE does a sharp 180
and strides hurriedly out of the room.

KNOX

I know the rich are different, but
that guy is real different.

VICKI, staring off after BRUCE, doesn't seem to hear him.

KNOX (cont.)

Hello? Vicki?

VICKI

Oh. Sorry. I was thinking.

KNOX

What were you thinking?

VICKI

Yum, yum.

KNOX

Well, he must like the way he looks.
He's got a mirror in every room.

And indeed, the two of them are standing before an
enormous WALL MIRROR, eight feet wide, running from
floor to ceiling.

VICKI

I get it. Bruce Vain.

She pokes KNOX. He groans at the pun. And suddenly we

CUT TO:

22 REVERSE ANGLE - THROUGH THE MIRROR 22

looking DOWN ON KNOX and VICKI -- THROUGH ONE-WAY GLASS -- as they continue to chat. Behind the mirror... recording everything that happens in the room... is a small, silent, state-of-the-art SURVEILLANCE CAMERA.

23 CLOSEUP - VIDEO MONITOR 23

showing KNOX and VICKI in the library. CAMERA PULLS BACK to reveal that the screen we're watching is only one in a whole vast bank of video monitors. From this control center, we can see everything that's happening in the house.

Now we ZERO IN on a single screen: GUESTS moving backward, with exaggerated speed, as a videotape REWINDS.

At the panel, BRUCE WAYNE hits a button. And now we see COMMISSIONER GORDON talking to a uniformed POLICEMAN.

PATROLMAN

... anonymous tip. Tonight. The Ace Chemical Company.

GORDON

(obviously agitated)

Good Lord, if we could put our hands on Jack Napier... Why wasn't I told about this? Who's in charge of the --

PATROLMAN

Lieutenant Eckhardt, sir.

GORDON

Eckhardt. Oh my God ...

And suddenly COMMISSIONER GORDON is grabbing for his coat. The monitor goes black. BRUCE reaches up, loosens his tie.

CUT TO:

24 EXT. ACE CHEMICAL CO. - PARKING LOT - NIGHT 24

UNMARKED POLICE CARS are pulling into the lot, headlights off. ECKHARDT circulates among his ARMED SWAT TEAM, handing out xeroxed copies of a MUG SHEET: JACK NAPIER, front and profile.

ECKHARDT

Shoot to kill.

25 INT. ACE CHEMICAL - FILE ROOM - NIGHT 25

SPARKS FLY.

(CONTINUED)

25

CONTINUED:

25

A SAFECRACKER, in welder's mask, trains a blowtorch on the office safe. Behind him, JACK'S HOODS are at work on the filing cabinets.

The SAFECRACKER kills his blowtorch and opens the metal door of the safe, giving JACK a good look at its contents:

SAFECRACKER

... Empty.

HOOD #1

Just like the file cabinets.

HOOD #2

I don't get it. If this place is cleaned out already, why do we need five men?

JACK shakes his head. His boys are antsy, ready to mutiny. By now it's depressingly obvious: they've been set up.

Then, as if they needed any proof -- a SIREN blares outside.

26

EXT. ACE CHEMICAL - NIGHT

26

ECKHARDT'S SWAT TEAM goes wide-eyed as a CONVOY OF POLICE BLACK-AND-WHITES roars into the Ace parking lot. UNIFORMED COPS pile out of their squad cars, relieving the SWAT TEAM. ECHKARDT goes livid as COMMISSIONER GORDON approaches.

ECKHARDT

What are you trying to do, blow the collar?

GORDON

(to SWAT TEAM)

You men are dismissed. We'll take over from here.

(to UNIFORMED COPS)

Any man who opens fire on Jack Napier... will answer to me.

ECKHARDT tries to slink off. GORDON grabs him roughly.

GORDON (cont.)

You. Stick around.

27

INT. ACE CHEMICAL - THAT MOMENT

27

JACK and his HOODS ducking out of the office. It's two stories above the refinery floor, accessible by a network of steel ladders and CATWALKS running between the walls.

(CONTINUED)

27

CONTINUED:

27

Down below, a CORRUGATED METAL DOOR begins to rise.

COP

Freeze!

One hood goes into a crouch and OPENS FIRE. Half of his colleagues dive back into the office, looking for a rear exit. The others take off across the CATWALKS.

28

ANGLE ON GORDON

28

standing in the doorway as his MEN rush into the building and take their places behind heavy machinery. SHOTS RING OUT as the HOODS scatter.

ECKHARDT

(snidely)

Nice work, Commissioner.

GORDON

I'm in charge here. Not Carl Grissom.

29

INT. HALLWAY - THAT MOMENT

29

TWO HOODS run down a tiled corridor in the office section of the complex. They're almost at the end of the hall when a CAPED BLACK SHADOW steps into their path.

It stands there, motionless. EXTENDS ITS ARMS -- like giant WINGS -- revealing the yellow-and-black insignia on its massive chest. BATMAN.

One millisecond later, the shocked HOODS are racing back in the opposite direction.

THE BATMAN flings a handful of STEEL BALL-BEARINGS across the tiled floor. HOOD 1 tumbles to the floor and lands hard, losing his breath. HOOD 2 rolls and pulls a GUN.

BATMAN hurls a BOOMERANG -- its edges scalloped, like a bat's wing. HOOD 2 finds his gun hand PINNED TO THE WALL by the twin prongs of the BATARANG.

BATMAN strides briskly toward them, businesslike, taking his time. He grabs a handful of HOOD 1's hair, lifts his head off the floor, KNEES HIM IN THE FACE.

He turns to the petrified HOOD 2. A DRUG-TIPPED BLADE springs from the end of his glove. He strolls past HOOD 2, reaching out casually to give him a QUICK NICK on the chin.

HOOD 2 slumps against the wall, unconscious.

30 ANGLE ON JACK

30

down on the floor, racing along a wall, THROWING SWITCHES -- anything to create a diversion. GIGANTIC MACHINES roar to life. CENTRIFUGES SPIN. HUGE POLYMER EXTRUDERS spit out thick strands of plastic gunk. OVERHEAD CHEMICAL TANKS rotate into place above giant basins.

JACK SEES a squad of COPS on his tail, moving from machine to machine, keeping low. He SHOOTS AND RUNS.

31 ANGLE ON CATWALKS

31

HOODS 3 and 4 scuttle across the elevated walkways, keeping down, avoiding police fire. One of them starts up a vertical ladder leading to the next catwalk up.

BATMAN plunges past on the end of a rope. A BLACK-GLOVED HAND snatches at HOOD 3's collar as he climbs and YANKS HIM CLEANLY OFF THE LADDER. They drop to the lower catwalk.

HOOD 4 gapes. He LEVELS HIS GUN at BATMAN, who stands his ground, holding onto the rails of the catwalk for support. A bullet hits him squarely in the chest. He does not fall.

HOOD 4 turns and scrambles. BATMAN goes to his belt for a miniature SPEAR GUN. He FIRES at HOOD 4... planting a BARBED HOOK in the HOOD'S JACKET, SPINNING HIM AROUND.

32 ANGLE ON COPS

32

staring up in disbelief at the action on the catwalk.

COP

LOOK!

GORDON

My God ... it's him.

33 ANGLE ON CATWALK

33

HOOD 3, on his feet now, charges BATMAN from behind. BATMAN -- not even turning to face him -- DROPS HOOD with an ELBOW. Now he has a HOOD on either side.

He takes a STEEL CYLINDER from his belt, whips it through the air. It telescopes out into a FOUR-FOOT STAFF.

Like a drum majorette from hell, he WHIRLS THE STAFF as the HOODS CONVERGE on him. HOOD 3 takes a debilitating JAB UNDER THE JAW. BATMAN SPINS on his heels and SLAMS THE STAFF into HOOD 4 -- knocking him OFF THE CATWALK. The hook in his jacket jerks him up short... leaving him to DANGLE thirty feet above the factory floor!

34 INT. ACE LOADING BAY - THAT MOMENT 34

JACK spots a possible out. He hits a button on the wall; STEEL DOORS RISE to reveal ACE CARGO TRUCKS in the parking lot outside. Beyond the trucks... AN ARMY OF COPS waiting for JACK to make his move.

No go. He turns. Behind him, other cops -- the inside team -- are rushing at him in full riot gear. JACK ducks behind a forklift and darts into the next room.

35 INT. CHEMICAL SUPPLY ROOM - A MOMENT LATER 35

JACK sprints through the room, firing FOUR SHOTS at the metal CHEMICAL TANKS on the wall. TOXIC CHEMICALS gush out onto the floor in streams. The streams run together ... begin to SMOKE and SIZZLE.

Behind him, COPS return fire. One pot-shot hits a FIFTH CHEMICAL TANK.

An EXPLOSION knocks JACK off his feet.

36 INT. FACTORY FLOOR - A MOMENT LATER 36

COPS LOOK ON IN PUZZLEMENT as a RIVER OF CHEMICALS courses out into the main refinery.

A second later, they go UP IN FLAMES. A WALL OF FIRE bisects the factory floor.

JACK RACES ALONG behind the spreading wall of flame. The cops can't see him now. He ducks behind a huge machine, hits a switch -- and SLUICE GATES OPEN. CHEMICAL SLUDGE begins to churn. A big HOLE IN THE WALL appears as a gate opens on the East River. It's the waste dump!

Up on the catwalk, BATMAN has a perfect view of JACK. If JACK can just sprint through the flames without getting shot, he'll reach the river. BATMAN hooks a rope to his Batarang, FLINGS IT at a catwalk across the floor.

JACK bolts. BURSTS THROUGH the wall of fire. And just as he does --

BATMAN leaps off the catwalk and swings down toward him! His foot catches a THIRTY-FOOT ROLL of plastic, six feet in diameter, standing upright on the floor. The plastic roll DROPS into JACK's path, BLOCKING HIS EXIT.

An instant later, BATMAN lands on top of JACK. But then:

VOICE

HOLD IT!

In all the ruckus, HOOD 5 has managed to circle back behind the heavy machinery.

(CONTINUED)

36 CONTINUED:

36

Now he's got a GUN pointed DIRECTLY AT COMMISSIONER GORDON'S HEAD.

HOOD #5

Let him go or I'll do the geezer.

BATMAN releases JACK and stands back. JACK chuckles to himself: what loyalty. Then, with plenty of time, he strolls across the floor to a Jacob's ladder mounted on the back wall... and BEGINS TO CLIMB toward the catwalks.

All action stops. HOOD 5 stands there sweating, his gun hand shaking as he waits for JACK to climb safely out of shooting range.

ECKHARDT'S pig-like eyes glisten. His hand drops to his side. He's half-tempted to pull a gun and get the Commissioner plugged.

37 ANGLE ON JACK

37

at a crouch, groping his way along the rail of the catwalk. He reaches a paneled glass window propped open by a supporting rod.

It's a forty-foot drop to the swirling black currents of the East River... and freedom.

He's about to climb out when his eye falls on a .38 AUTOMATIC -- which lies, abandoned, on the gridwork floor of the catwalk mere yards away.

38 ANGLE ON FACTORY FLOOR

38

The HOOD, one arm around GORDON. With his gun at the Commissioner's temple, he backs slowly toward the door. A VOICE breaks the tension:

JACK

ECHKHARDT!!

ALL EYES TURN to the catwalk overhead, where JACK stands poised with the .38 in his fist. A SINGLE SHOT drops ECKHARDT cleanly.

The moment's distraction is all BATMAN needs. He hurls a NINJA WHEEL -- a small, ratcheted, razor-sharp disc -- at the FOREARM of HOOD 5. A sudden SHRIEK, and GORDON IS FREE.

The THUG lurches forward. His GUN DROPS to the floor, DISCHARGING ACCIDENTALLY.

AN UNGODLY HOWL OF PAIN echoes out from the catwalk above.

(CONTINUED)

JACK REELS and STAGGERS, his hands CLUTCHING AT HIS CHEEKS. BLOOD GUSHES from between his fingers.

JACK NAPIER HAS BEEN SHOT THROUGH THE FACE.

Doing an agonized pirouette, he pulls the trigger convulsively. A YOUNG COP, totally unnerved, draws his gun and SHOTS BACK.

GORDON

NO!!

But the bullet has caught JACK in the arm. He spins, totters to the edge of the catwalk... and TOPPLES OVER. The COPS look on helplessly as JACK plunges TWO STORIES DOWN into a CATCH BASIN full of BUBBLING TOXIC WASTE, SCREAMING ALL THE WAY.

GORDON (cont.)

Goddammit, we had him. We --

And suddenly, with JACK out of the picture, all attention focusses on THE BATMAN. COPS reach for their guns, circle warily around him. Cornered now, he backs off slowly, HANDS ON HIS BELT.

GORDON (cont.)

Hold it right there, Mister.

THE BATMAN raises his hands in a gesture of surrender. Then -- as the COPS advance -- he flicks TWO TINY CAPSULES onto the factory floor.

A BLINDING FLASH OF LIGHT. COLORS BURST in a wild pyrotechnic display. COPS stumble backwards, momentarily dazzled, as a THICK WALL OF BLACK SMOKE conceals BATMAN from view.

A TINY GRAPPLING HOOK rockets out of the dense curling cloud and CATCHES on a catwalk overhead.

COP

LOOK!

The COPS are firing wildly into the smoke. But it's too late. At the end of a cord, THE BLACK MAJESTIC FIGURE OF THE BATMAN whips upward, rising out of the smoke like an avenging angel -- and DISAPPEARING into the shadowy heights, safely out of range.

GORDON

HOLD YOUR FIRE!

(CONTINUED)

38

CONTINUED: (2)

38

COP

... Who is this guy?

GORDON

I don't know, but he's one hell
of a showman.

CUT TO:

39

EXT. ACE CHEMICAL CO - THAT MOMENT - NIGHT

39

A BLACK SHADOW scurries across the roof. From the illuminated sign with its neon ace, WE PAN DOWN past the chemical sluice to a SECOND ACE... a card from JACK'S lucky deck, pierced by a neat, round bullethole, bobbing on the oily surface of the foul, polluted river.

Gradually, OTHER CARDS from the deck swirl past: a nine. A deuce. A queen. And finally, a JOKER -- SHOT CLEANLY THROUGH THE FACE.

A BONE-WHITE HAND BREAKS THE SURFACE as we

SHOCK CUT TO:

40

INT. GOTHAM GLOBE - CITY ROOM - DAY

40

A BANNER HEADLINE on the late edition of the Globe:
"BAT MAN FOILS ROBBERY. WHO IS MASKED VIGILANTE?"

Behind the newspaper, feet propped up on his desk, is a jubilant KNOX. He's on the horn to COMMISSIONER GORDON.

KNOX

Commissioner. Do us both a favor.
Don't tell me some lie you'll have
to retract later.

CLICK. KNOX grins, lowers the paper, finds himself looking up at the smiling face of VICKI VALE.

KNOX (cont.)

Vick! Looks like our friend the
bat is getting ambitious -- Why
the dopey grin?

VICKI

Guess who's got a date with Bruce
Wayne?

KNOX

Bruce Wayne? Date? He called you
up and asked you for a date? Shit.

(MORE)

(CONTINUED)

KNOX (CONT'D)

(shouting)

HEY, MIRANDA! C'MERE!

(to VICKI)

Now pay close attention to this.
Miranda -- tell my friend here what
you told me about Bruce Wayne.

A SUPERANNUATED SOUTHERN BELLE toddles over. MIRANDA
REITZ, 60, is the society editor of the Globe.

MIRANDA

You mean Mister One-Nighter?

KNOX

Yeah. "Mister One-Nighter" --
Because that's the average length
of his relationships with women.

MIRANDA

The current record is almost two
weeks. That cover girl -- what's
her name? You must know her,
Vicki --

KNOX

Tell her about the peanuts.

VICKI

Peanuts?

KNOX

Yeah. Peanuts. Which is how he
goes through women.

MIRANDA

Like Planter's Peanuts.

VICKI is about to break out into helpless giggles.

VICKI

Plain or roasted?

(standing up)

Alex, I'm very flattered that you've
gone out and done all this research.

KNOX

Why?

(blushing suddenly)

Aw, come on, Vicki, I'm a reporter.
I'm curious. I do this for a
living.

(indicating telephone)

There's a phone. You can call him
up and cancel.

(CONTINUED)

40

CONTINUED: (2)

40

Vicki shakes her head and laughs. KNOX fumes. She takes his face in her hands, plants a kiss on his forehead.

VICKI

You're awfully sweet to be concerned, but it's really not necessary. I'll call you, okay?

She exits. KNOX stands there looking poleaxed.

KNOX

... What was that?

MIRANDA

That was one of the most gracious fuck-yous it's ever been my pleasure to watch. What a nice girl.

KNOX, totally flustered, sighs and sinks into his chair.

KNOX

Miranda, I'm busy. Go be productive.

CUT TO:

41

EXT. COASTLINE - DAY

41

Close to the shore, we see a throng of SAILBOATS. Farther out, a FORTY-FOOT CABIN CRUISER, aptly christened "DIE FLEDERMAUS," slices through the waves.

42

EXT. DECK - YACHT - DAY

42

BRUCE and VICKI are on the deck, soaking up sun, gazing off at the sailboats.

VICKI

Do you sail?

BRUCE

Too much work. I'm not really the physical type -- Thank you, Alfred.

ALFRED has just appeared from below deck with a tray of drinks for BRUCE and VICKI. As BRUCE reaches for his glass, VICKI eyes his forearm: a thin layer of skin over braided telephone cables.

VICKI

You do a very convincing imitation.
(sipping her drink)
Mm, this is tasty. What's yours?

He smiles, slides the drink over toward her, gestures for her to try a sip.

(CONTINUED)

VICKI (cont.)

... Ginger ale?

BRUCE

Two drinks and I start swinging
from the rooftops.

(beat)

Look, I bore myself silly. Let's
talk about you. How the hell did
you wind up in Corto Maltese?

VICKI

That's a tough one. Have you ever
seen combat?

BRUCE

No.

VICKI

Neither had I. Odd desire for a
woman, I guess.

BRUCE

Odd desire for anyone.

VICKI

Well. A couple of years ago when
their president was requesting aid
I went down there for Newsweek.
The beaches were nice. And at
nights -- they had a band -- I
danced on the hotel patio.

(shrugging)

Of course I never saw what was
really happening there. When the
war broke out I had to go back.
And I promised myself that this
time... I wouldn't look away.

BRUCE

What did you see?

VICKI

... Terror.

The conversation is getting rather intense -- at both ends.
VICKI seems to have hit some weird chord within BRUCE.

BRUCE

There's terror everywhere. If
you train yourself to look for it.

(CONTINUED)

VICKI

(too quickly)

Well, Bruce, some types are a little more obvious than others.

BRUCE cocks one eyebrow as if he's ready to debate the point. VICKI thinks -- mistakenly -- that she's offended him. She decides to lighten up.

VICKI (cont.)

I'm sorry. I know it all seems a million miles away, out here on the water, with all this --

BRUCE

Insulation?

VICKI waffles. He seems somehow to be challenging her.

VICKI

Bruce, really, when I say these things I don't mean to criticize you.

BRUCE

(smiling)

In other words, what right do I have to talk about terror.

VICKI

As much as I do. It's not that. I don't want to be depressing, that's all.

BRUCE

I see. If I know how you really feel, I won't like you as much.

VICKI laughs. BRUCE is a notorious womanizer, but if this is a come-on, it's like no come-on she's ever seen.

VICKI

I'm sorry, Bruce, I just can't seem to get a handle on this conversation.

BRUCE

(taking her hand)

Vicki, if I say anything cryptic, or... ambiguous, I think you should put the most flattering possible interpretation on it. Because even if it doesn't sound that way... that's how I'll mean it.

The guy's a chess player, but on the other hand he's also rather touchingly, almost childishly, sincere. Before she knows it, VICKI finds herself melting.

CUT TO:

43

INT. GOTHAM CITY OPERA HOUSE - NIGHT

43

Rigoletto. THE DUKE onstage, launching into his big crowd-pleaser, "La Donna e Mobile."

WE PAN THE AUDIENCE, finding several mobile young DONNAS in the crowd -- drop-dead beauties in slinky gowns. Although most eyes are fixed, reasonably enough, on the stage, DONNA #1 is staring with undisguised envy at a PRIVATE BOX above the orchestra seats. Her mouth twists in disgust.

She scans the crowd, finds her counterpart (DONNA #2) same rows back, on the arm of a bald bigwig. DONNA #2 is wearing a similar sour expression, staring up at the same box.

DONNA #3 is even less discreet than her comrades. She has her opera glasses trained on the couple in the box.

44

HER POV - THROUGH OPERA GLASSES - THE BOX

44

BRUCE and VICKI. He whispers in her ear. She smiles and whispers back.

A beat. He whispers again. This time she doesn't laugh. But her lips part slightly. SCREEN GOES BLACK as the opera glasses SNAP SHUT.

45

ANGLE ON CROWD - DONNA #3

45

staring icily at the DUKE as he finishes up to a round of TUMULTUOUS APPLAUSE.

CUT TO:

46

INT. WAYNE MANOR - NIGHT

46

BRUCE and VICKI enter. He takes her coat, drops it on a chair by the door. VICKI is giddy, all champagned up.

VICKI

-- but it's not fair. I'm half drunk and you're not even --

BRUCE

I'll take you home if you'd like.

VICKI

God. You would.

(sidling up to him)

Come on, Bruce. I just want to get two drinks in you. As an experiment.

BRUCE

Maybe we should just kiss.

VICKI

... We could try that.

47 WIDER ANGLE 47

BRUCE embracing VICKI in the vast, darkened entry hall, framed by long semicircular STAIRWAYS on opposite walls. A SUDDEN FLASH OF LIGHTNING transports us to:

48 EXT. OFFICE BUILDING - ESTABLISHING - NIGHT 48

Broken windows, graffiti on the walls: a decrepit waterfront rathole.

49 INT. DOCTOR'S OFFICE - NIGHT 49

TIGHT ON a face swathed in bandages. The patient sits erect in a wooden chair, surrounded by the grimy paraphernalia of an unlicensed gangland doctor.

The DOCTOR, a nervous little ferret with the bedside manner of a back-alley abortionist, steps up with a scissors.

DOCTOR

Well, Mr. Napier, let's see how we did.

He begins to snip. As the bandages come off, we get:

50 JACK NAPIER'S POV 50

The last strands of gauze peel away. The DOCTOR stands there, looking at his handiwork. His mouth falls open. His eyes bug out. He GAGS.

JACK (O.S.)

Mirror.

The DOCTOR just stands there staring AT CAMERA, stock-still, apparently transfixed by the sight of JACK's face.

JACK (O.S.) (cont.)

Mirror.

51 ANGLE ON DOCTOR 51

He clears his throat, reaches apprehensively for a hand mirror, and passes it out of frame to JACK. Two beats. Then, the sound of GLASS SHATTERING as the mirror drops to the floor.

JACK begins to laugh. THE DOCTOR gets a little edgy.

DOCTOR

You understand the facial muscles were completely severed --

JACK keeps on laughing. The DOCTOR turns uneasily away, gestures apologetically at his seedy equipment.

(CONTINUED)

51

CONTINUED:

51

DOCTOR (cont.)

-- you can see what I have to work
with here --

MORE LAUGHTER. The trembling DOCTOR covers his face
with one hand, whining now, not daring to look at JACK.

DOCTOR (cont.)

-- I'm sure that with proper recon
-- recon -- reconstructive surgery --

A DOOR SLAMS. JACK is gone. The grateful DOCTOR breathes
a sigh of relief and steadies himself on an operating
table.

52

EXT. OFFICE BUILDING - OVERHEAD ANGLE - NIGHT

52

From a point high above we see JACK emerging into the
alley, pulling on a hat, wrapping a muffler about his
head. We can't see his face. But we can't forget his
awful, reverberating LAUGH.

CUT TO:

53

INT. BRUCE WAYNE'S BEDROOM - NIGHT

53

VICKI nestled under the covers. Beside her, BRUCE:
hands behind his head, staring up at the ceiling.

It's almost as though BRUCE is not used to sleeping at
night. He doesn't know what to do with himself.

He looks at VICKI. She's terribly lovely. But despite
all that, we can't shake the feeling that BRUCE... would
really rather be somewhere else.

CUT TO:

54

EXT. STREET - NIGHT

54

LOUD MUSIC. KIDS in punk regalia stand outside a rock
club as JACK stalks past. The wind knocks his hat off.

KID

Nice hair, dude!

JACK ignores them as he bends to retrieve his hat. Then
he gazes up at the steel-and-glass facade of a SKYSCRAPER
-- and strides deliberately across the street.

55

INT. GRISSOM'S PENTHOUSE - NIGHT

55

The doors to the private elevator hiss open and JACK
wanders in.

(CONTINUED)

He plops in the big plush swivel chair behind GRISSOM's desk and stares out at the spectacular Gotham skyline.

GRISSOM (O.S.)

That you, sugar bumps?

GRISSOM waddles in unsuspectingly from the adjoining room. He's fresh out of the shower, a towel wrapped around his impressive girth. He's using a smaller towel to dry his hair, and so it's a moment before he sees the bundled-up figure at his desk.

GRISSOM (cont.)

Who the hell are you?

JACK

It's me. "Sugar Bumps."

GRISSOM

Jack?

(advancing
cautiously)

Thank God. I can't believe it's you. I heard you'd been --

JACK

(standing up)

Is that what you "heard"?

JACK gestures him over to the empty chair. GRISSOM doesn't move until he sees the GUN pointed at his belly.

JACK (cont.)

YOU SET ME UP!

(beat)

Over a girl. You must be insane!

GRISSOM surreptitiously reaches for a desk drawer.

JACK (cont.)

Keep your hands on the desk.

GRISSOM

It's not the girl, Jack. Sooner or later you would've tried to take me. You may get me now, but your life won't be worth a dime.

JACK

I've died once already. It wasn't so bad -- In fact I recommend it.

GRISSOM is beginning to panic now. It's obvious that JACK is utterly, hopelessly deranged.

(CONTINUED)

55 CONTINUED: (2)

55

GRISSOM

Jack, listen -- we'll cut a deal --

JACK

JACK? JACK? DO I LOOK LIKE A
JACK?

And now, for the first time, he flings away the hat. RIPS THE MUFFLER from his face. And -- as GRISSOM gasps in shock -- STANDS REVEALED in his full horrendous glory.

His flesh is bleached bone-white. His hair is a luminous seaweed-green. And his cheeks are torn and puckered from the bullet wound, TWISTING HIS MOUTH INTO A HIDEOUS, PERPETUAL HARLEQUIN'S GRIN.

JACK (cont.)

I'm not a Jack anymore.
(pause; cackling)
You made me a Joker!

THE CACKLE BUILDS INTO FURIOUS, HYSTERICAL LAUGHTER. GRISSOM, revulsed, terrified, pushes himself away from the desk, back toward the window which overlooks the city.

GRISSOM

Jack -- please -- WIPE THAT LUNATIC
GRIN OFF YOUR FACE.

JACK

HA! That's the best part. I
CAN'T!!

JACK pulls the trigger. And fires. And fires again until the CLIP IS EMPTY.

56 EXT. GRISSOM'S BUILDING - NIGHT

56

We TILT UP the chrome-and-glass facade of the skyscraper, arriving finally at the TOP FLOOR: a PLATE GLASS WINDOW spiderwebbed with cracks where Jack's bullets hit.

57 INT. GRISSOM'S PENTHOUSE - THAT MOMENT - NIGHT

57

Darkness. JACK -- or, as we'll know him from this moment on, THE JOKER -- sits in GRISSOM's swivel chair and surveys the moon-drenched city.

JOKER

What a view. Our little city. It
always brings a smile to my face.

(CONTINUED)

57

CONTINUED:

57

He reaches for a glass of liquor and glances down at GRISSOM -- who lies dead on the floor, the towel still wrapped around him. THE JOKER laughs softly to himself.

JOKER (cont.)

Guess it's my little city now.
Wonder what it'll look like when
I get done with it.

(pause)

I bet it'll be something real
fine. Real fine and pretty.

DISSOLVE TO:

58

INT. BRUCE WAYNE'S BEDROOM - MORNING

58

The sun is just up, and VICKI finds herself alone in bed. A SOFT BARITONE VOICE drifts out of the adjacent bathroom: BRUCE in the shower, singing "Honeysuckle Rose."

She breaks into a smile and climbs out of bed. Somehow she's wound up wearing BRUCE's ribbed formal shirt.

59

INT. BATHROOM - A MOMENT LATER - MORNING

59

BRUCE in his opulent deco shower stall, still SINGING to himself. VICKI sneaks up and opens the door. He instantly STOPS SINGING -- as if he's been hit by a brick.

VICKI

I didn't mean to scare you. I
just had to come in here and see
if that was really you singing.

She smiles, teasing him. He doesn't respond. He acts as if she's caught him doing something shameful -- exposed him.

VICKI (cont.)

(singing)

"Don't buy sugar -- you just have
to touch my cup." Come on.
"You're my sugar -- "

No response from BRUCE.

VICKI (cont.)

Bruce, you are such a case.

Bruce seems somehow unable to sing along. But he quickly recovers his composure -- and forces a crooked, almost childish smile.

(CONTINUED)

BRUCE

I don't sing very well.

VICKI

Then there's one thing in the world
you don't do very well. And I know
what it is -- Now you'll have to
kill me.

He kisses her good morning, steps out and reaches for a
towel. His body is one big mass of WELTS AND BRUISES.

VICKI (cont.)

Poor thing. You should stay off
that horse.

CUT TO:

INT. GLOBE - CITY ROOM - DAY

KNOX, in a surly mood, examines the morning edition of
the Globe. He turns to the gossip page -- and there,
under Miranda Reitz's byline, is a picture of VICKI. It
seems she and BRUCE are the talk of the town.

KNOX

(disgusted)

... Peanut.

A COPY BOY approaches his desk with a MANILA FOLDER:

COPY BOY

Here's that morgue file you
wanted.

KNOX leans back in his chair. The file is labelled
"BRUCE WAYNE: 1982-1987." KNOX opens it and begins to
leaf through old clippings from back issues of the Globe.

"WAYNE FOUNDATION TO FUND LOW-COST HOUSING." "MILLIONAIRE
HEADS CHARITY DRIVE FOR GOTHAM HANDICAPPED." "ORPHANED
CHILDREN SAY 'THANK YOU' TO BRUCE WAYNE." KNOX's face
sags in dismay. Every article seems to be telling us
just how swell a rich philanthropist can be.

KNOX

Come on. Gimme some dirt!

Then he notices something odd. In the whole fat file of
clippings, there are no pictures of Bruce Wayne -- with
two partial exceptions.

One is a group shot, Bruce in the middle, waving at the
camera and blocking our view of his face.

(CONTINUED)

60 CONTINUED:

60

The other is an ancient picture of a collegiate Bruce, stern-faced, hair down to his collar. The caption reads "BRUCE WAYNE IN 1973" -- years out of date even when it ran in the paper.

KNOX (cont.)

... Why don't you want your picture taken?

CUT TO:

61 INT. APARTMENT LOBBY - NIGHT

61

A DOORMAN DOZES in the plush lobby of ALICIA HUNT's apartment building on the East Side of Gotham. Through the glass doors we see ALICIA outside in the chill wind, peering inside, hesitant to enter.

She unlocks the door quietly, tiptoeing past the doorman, trying not to wake him. She's almost made it when he SITS BOLT UPRIGHT, startling her.

DOORMAN

Miss Hunt!

(smiling)

No need to sneak in. The rent's all taken care of.

ALICIA

... The rent? Paid?

62 INT. ALICIA'S APARTMENT - NIGHT

62

ALICIA, mystified, lets herself in and turns to lock the door. She's startled once more by a VOICE FROM BEHIND.

VOICE (O.S.)

Honey -- I'm home!

She pivots. Her eyes widen. She SHRIEKS.

Sitting cross-legged in an easy chair, a twisted grin on his loathsome face, is THE JOKER. He's in a smoking jacket and slippers, reading the paper, a dry martini at his side.

This grim parody of domesticity sends poor ALICIA into a dead faint.

63 INT. PENTHOUSE SUITE - DAY

.63

It looks for all the world like a corporate board room. At a long table sit Gotham's most distinguished criminals: GANGLORDS and RACKETS BOSSES from every corner of the city.

(CONTINUED)

CONTINUED:

They stare uneasily at the head of the table.

JOKER (O.S.)

So that's how it is, gents. Until Grissom decides it's safe to come up for air... I'm running the show.

Now we see what they see: THE JOKER, dressed rather flamboyantly in a big slouch hat. His FACE is layered with flesh-toned makeup, and his HAIR's been rinsed black.

Unfortunately, he can't conceal his ghoulish SMILE.

GANG BOSS

Why don't we hear this from Grissom?

RACKETEER

I got something I'd like to know. How come you're wearing that stupid smirk?

JOKER

'Cause I got an army, chum. And I got Grissom's army. And this city is mine.

CARMINE ROTELLI, an especially oily mobster, speaks up:

ROTELLI

I don't like taking orders from Grissom. And I especially don't like taking orders from Grissom's goon.

JOKER

I've considered that possibility.

ROTELLI

And what happens if we say no?

JOKER

(chuckling)

Nobody wants a war, Carmine. If we can't do business, we shake hands and part friends.

ROTELLI

That's it?

JOKER

That's it.

(CONTINUED)

CONTINUED: (2)

THE JOKER extends a hand. ROTELLI reaches out to shake it. He doesn't see the JOY BUZZER concealed in the JOKER's palm.

40,000 VOLTS course through ROTELLI's body. He drops back into his seat a blackened husk, SMOKE pouring out from his sleeves and shirt collar.

The CRIMELORDS recoil in horror. Before they can make a move, a squad of ARMED THUGS bursts into the room.

JOKER (cont.)

Looks like Carmine got a little hot under the collar.

CRIMELORD

... You're insane!

The JOKER is a wee bit agitated. He removes the hat and mops sweat from his brow, exposing a patch of CHALK-WHITE FLESH -- to the great bewilderment of the ONLOOKERS.

JOKER

That's what they said about Lee Iacocca. Now GET OUT OF HERE.
-- And THINK IT OVER!!

The sickened CRIMINALS file out cautiously. That leaves THE JOKER alone in the room with the charred corpse of ROTELLI. THE JOKER sinks into a chair and -- as is his wont -- ADDRESSES THE STIFF:

JOKER (cont.)

Heck, they're not such bad guys. I say we give 'em a couple of days to come around.

(thoughtful pause)

We-e-ll... maybe one day.

(then, casually)

Aaah, screw it. Let's grease 'em.

CUT TO:

INT. SMALL BACK ROOM - NIGHT

A poker game. A CRIMELORD from the JOKER's board meeting picks up his hand and fans out the cards. FIVE JOKERS.

He looks up, puzzled. The last thing he sees is a HIRED KILLER bursting in through the door, GUN IN HAND.

65

EXT. GOTHAM PARK - DAY

65

A COSTUMED CLOWN with a wheeled cart, filling balloons from a helium tank, passing them out to the kids. CRIMELORD #2 strolls past. The CLOWN offers him a balloon, which he politely refuses.

THE CLOWN reaches into his cart for a RED METAL TANK. But, as we quickly find out, it's not a helium tank -- it's a FLAMETHROWER.

66

EXT. HALLIDAY PLAZA - DAY

66

A sunny, landscaped quad surrounded by corporate skyscrapers: trees, grass, marble fountains, flags of many nations. Amid the pedestrians we catch BRUCE and VICKI, all smiles, passing through on the way to lunch.

VICKI

... To tell you the truth, I'd just about given up waiting.

BRUCE

I said I'd call you the minute I got free. And I did -- And here we are.

VICKI

(teasing him)

Mm-hmm. Lunch. Not even dinner.

He stops in his tracks, takes her by the shoulders.

BRUCE

Vicki. Do you want the truth?

(long pause)

I wish I had more time to give you. Every day I don't see you, I miss you.

(beat)

Now. Are you going to waste this lovely afternoon being mad at me?

All this, of course, is delivered with devastating sincerity. VICKI finds herself totally disarmed.

VICKI

Okay, I'm a sucker. You sound so much like someone I used to...

(stopping suddenly)

Bruce? I know this is silly, but -- you're not married, are you?

He stops and laughs. She smiles crookedly, takes his arm.

67 ANOTHER ANGLE - ACROSS PLAZA - THAT MOMENT 67

PHILLY RICORSO -- another CRIMELORD from the boardroom -- enters the plaza flanked by a cadre of PAID BODYGUARDS.

68 ON BRUCE AND VICKI 68

A PAINTED STREET MIME walks alongside them, feeling his way along an imaginary wall. VICKI groans.

VICKI

All street mimes should be executed.

BRUCE

... Looks like a convention.

And indeed, there are HALF A DOZEN STREET MIMES converging on the center of the plaza.

RICORSO and co. approach the mirrored-glass entrance of a skyscraper. In the lobby, a MIME -- who's been annoying the passersby -- THROWS A BOLT, LOCKING THE DOORS from inside.

A BODYGUARD bangs on the glass. Nearby, ANOTHER MIME reaches into a trash bin -- and pulls out a MACHINE GUN.

SUDDEN SCREAMS OF TERROR from the onlookers.

VICKI turns to BRUCE. Before she can speak, he's HOISTED HER BODILY and THROWN HER behind a marble fountain.

69 SERIES OF SHOTS 69

BRUCE'S EYES darting birdlike around the plaza -- INTERCUT with the following SLOW-MOTION POV SHOTS:

-- TWO MIMES with machine guns. One of them lining PHILLY and co. up against the glass doors, the other holding the CROWD at bay;

-- A WOMAN in the crowd fainting. A THIRD MIME gleefully imitating her swoon, to no one's amusement;

-- PHILLY and his goons, COWERING, hands in the air, as OTHER MIMES cruelly mimic their terrified poses...

... and suddenly BRUCE is RUNNING FRANTICALLY, looking for a secluded spot, an alleyway, anything. No go. He's out in the open, with onlookers everywhere. In his civvies, he's just another citizen... TOTALLY IMPOTENT.

(CONTINUED)

69

CONTINUED:

69

He darts around a corner, backs against a wall. WOMEN, CHILDREN, GROWN MEN race past. No privacy. He's practically quaking now, in the throes of some terrible anxiety. He looks up at the sky overhead, terrified.

A BRILLIANT SUN bears down on him as MACHINE GUNS CHATTER.

70

ANGLE ON PHILLY AND BODYGUARDS

70

BODIES JERKING as GLASS rains down in shards.

71

ANGLE ON BRUCE

71

His back arched, his mouth agape, his face drained of blood as the sounds of carnage echo through the plaza. It's almost as if the bullets are striking him.

A moment later, it's all over. VICKI emerges from the crowd and finds BRUCE slumped against the wall, nearly catatonic. She moves to touch him.

As if by reflex he reaches out and GRABS HER BY THE ARMS -- with a grip so strong it could crush bone. She GASPS, looks up -- and sees, in his traumatized EYES, a look so raw and desperate that it virtually defies comprehension.

VICKI

BRUCE!!

He blinks rapidly. He relaxes his grip. Before VICKI's eyes, he's changing... becoming the BRUCE she knows.

BRUCE

Oh my God... are you all right?

He reaches for her. Involuntarily, she steps back.

He sees her reaction and his face goes slack -- frightened, pleading. This time she lets him embrace her... but her face is full of bewilderment and doubt.

72

INSERT - TELEVISION SCREEN

72

ANCHORWOMAN (V.O.)

-- live from Halliday Plaza, where a gangland-style execution claimed the life of racketeer Philly Ricorso. Ricorso's death is the third in a rash of underworld killings...

The ANCHORWOMAN turns to COMMISSIONER GORDON.

(CONTINUED)

72

CONTINUED:

72

ANCHORWOMAN (cont.)

You've heard the rumors, Commissioner.
Are these murders the work of the
mysterious 'Batman'?

A PIERCING CACKLE fills the air. CAMERA PULLS BACK from
the TV, placing us in the JOKER's board room. Behind
the big desk he SWIVELS INTO VIEW, phone in hand.

JOKER

All reet! I think it's about time
we called another meeting, huh?

CUT TO:

73

OMITTED

73

74

INT. WAYNE MANOR - DAY

74

ALFRED on the phone, a feather duster in his hand.

ALFRED

I'm sorry, Miss Vale. I've given him
your messages. That's all I can do.

ANGLE WIDENS. BRUCE is sitting mere feet away, obviously
distracted, locked in some sort of internal struggle.

75

INT. VICKI'S APARTMENT - THAT MOMENT - DAY

75

VICKI

Please tell him... I'm not trying to
make his life difficult. I'd just
-- I'd like to know what's going on.

A KNOCK at the door as VICKI hangs up. She goes to open
it, finds KNOX -- wearing a big, cheshire-cat smile.

KNOX

Hiya, peanut. I got something
I'd like you to see.

76

INT. LIBRARY - DAY

76

A MICROFILM MACHINE. As VICKI looks on curiously, KNOX
-- all eagerness now -- threads up a roll of film and
begins cranking through back-issue newspapers.

KNOX

Okay, here we go. Check it out.

He steps back. VICKI stares down at the display screen.
A FRONT-PAGE BANNER HEADLINE reads:

(CONTINUED)

THOMAS WAYNE MURDERED
 Prominent Doctor, Wife Slain in Robbery
 Unidentified Gunman Leaves Child Unharmed

Beneath it, a PHOTO: cops kneeling over corpses. Medics with stretchers. And off to one side, a YOUNG BOY -- BRUCE WAYNE -- his arms wrapped around the waist of a BEAT COP.

The BOY stares straight at the camera. His face is a mask of UNFORGETTABLE AGONY.

KNOX

Nice snap, huh? Pulitzer Prize, 1963.

VICKI

His face. Allie, look at his face.

TIGHT ON THE BOY'S contorted face, staring out in shock and disbelief, his features recognizable across all the years -- permanently, indelibly traumatized. The same face VICKI saw in Halliday Plaza.

KNOX

Yep. He watched the whole thing happen -- Recognize the beat cop? Jim Gordon.

VICKI

Oh, Bruce...

KNOX

Something like this -- what do you suppose this could drive a guy to?

KNOX is in a booth with VICKI, showing her the contents of his rapidly-expanding file on Bruce Wayne.

VICKI

You are on drugs.

KNOX

Yeah? According to this, he's in Geneva from '76 to '79. Well, I called Geneva. Nobody there's even heard of the guy -- Probably off in Tibet with some kung fu master.

VICKI

(eyeing the file)
 Are they paying you for all this?

(CONTINUED)

KNOX

Everybody needs a hobby. You explain it, Vicki.

(beat)

He walks out on his own party. Half an hour later, who turns up? Batman.

(smiling)

Sees an execution, freaks out in an alleyway. No place to change.

VICKI

Allie, I know exactly why you're doing this.

KNOX

... Oh? Why is that, Vicki?

He's all but daring her to insult him. VICKI holds her silence for a moment, then changes the subject.

VICKI

He's best friends with Jim Gordon and Harvey Dent. They would know.

KNOX

... Okay, then, I have a confession to make. I'm the Batman.

VICKI snorts, rolls her eyes impatiently.

KNOX (cont.)

Don't believe me? Why not?

VICKI

Alexander... I know you.

KNOX

Right. And they know him. And that's why it would never occur to them for a minute that their old buddy Bruce puts on a cape at night and goes out looking for --

VICKI

I've had it with you. I'm leaving.

KNOX

(grabbing her arm)

Bruce Wayne is out of his mind.

(relaxing his grip)

Next time you call him up and he can't go out Friday night -- think it over.

CUT TO:

78

INT. ACE CHEMICAL CO. - DAY

78

LOW ANGLE on the JOKER. He stands on a catwalk high above the refinery floor, overseeing production like a demented middle manager.

79

INT. STOREROOM - DAY

79

A dank, windowless room in the bowels of Ace Chemical, which the JOKER has converted into a makeshift lair. SAP-LIKE GOO drips in puddles from exposed pipes overhead.

CAMERA DRIFTS across the JOKER's cluttered desk. Shipping manifests. Ledgers. PSYCHOTIC DOODLES scrawled in crayon.

More significantly: an old CONTRACT dating back to the mid-seventies. It's half-obsured by other papers, but the initials 'CIA' are plainly visible.

Then: a BOUND REPORT with the title 'DDID NERVE GAS: RESULTS OF PRELIMINARY EXPERIMENTATION.' Across its title page, a diagonal rubber stamp: 'DISCONTINUED January 1977.'

And finally: a sheaf of PHOTOS. Laboratory apes, chimps and orangutans, all DEAD. Their LIPS are drawn back, exposing HIDEOUS, CHEMICAL-INDUCED GRIMACES.

ON ONE WALL: POSTER-SIZED BLOWUPS of the grinning apes.

ON THE OPPOSITE WALL: a large-scale photographic reproduction of the Gotham skyline, its bottom half HIDDEN FROM VIEW by the JOKER's desk.

The PHONE RINGS. The JOKER -- who has been sitting on the floor by the cityscape -- POPS INTO FRAME and picks it up.

JOKER

How's that first shipment coming?

VOICE ON PHONE

Right on schedule. Oh, we got that address for you -- 79 East End, #12-D.

JOKER

Great. How'd you find it?

VOICE ON PHONE

Called her agent.

The JOKER nods in satisfaction and resumes his place on the floor.

(CONTINUED)

79

CONTINUED:

79

Like a happy kindergartener, with paste pot and scissors, he's CLIPPING PHOTOS from a magazine -- horrible scenes of death, destruction, panic, mutilation.

One by one, he's PASTING these shots on the blowup of Gotham City -- all along sidewalk level -- creating a massive photomontage of ANARCHY IN THE STREETS.

We've seen these photos before. VICKI VALE took them... in Corto Maltese.

80

INT. PHOTOGRAPHER'S STUDIO - DAY

80

In foreground, ROWS OF MAKEUP in startling profusion: mascara, blusher, eyeliner, lipstick. HALF A DOZEN BEAUTIFUL MODELS giggle into their makeup mirrors.

In the background VICKI wanders past with a stylish friend, CLAIRE, who owns and operates the studio.

CLAIRE

It's been so long, Vicki. We're honored.

(cattily)

I hear you've got your hooks in Bruce Wayne.

VICKI

I see you've never met Bruce Wayne.

CLAIRE

Oh. Really. Well -- Come on, dear, Tony's dying to see you.

In a corner of the studio, TONY, a gaunt, tubercular Brit, is shooting a swimsuit layout with two SUPERMODELS. They all ad lib greetings to VICKI as TONY darts around hyper-kinetically, snapping the girls in various poses.

TONY

Yes, ladies, smiles, show me those smiles, fabulous, tropical smiles, think Tahiti, I want to see teeth, yes, those glorious teeth --

As VICKI looks on, the SUPERMODELS freeze in place simultaneously, a strange, STRICKEN LOOK on their faces.

TONY (cont.)

-- My God no, don't stop now, those smiles, I need those smiles --

Suddenly the girls are LAUGHING -- but the laughter is unnatural, involuntary. VICKI, sensing that something is terribly wrong, lays a hand on CLAIRE's arm.

(CONTINUED)

80

CONTINUED:

80

The MODELS, now wearing HUGE SMILES, begin to twitch SPASMODICALLY. TONY snaps away.

TONY (cont.)

-- Yes! Oh, baby, YES! That's --
(beat)

-- No! Too far, too far! Pull
back, pull back!

(dropping the
camera)

OH MY GOD!

The SUPERMODELS PITCH TO THE FLOOR, shuddering convulsively, their LIPS drawn in FRIGHTFUL, FROZEN, LAB-APE GRINS. VICKI GASPS. CLAIRE SCREAMS. TONY SCREAMS.

CUT TO:

81

INT. TELEVISION STUDIO - EVENING

81

'Eyewitness News,' with anchors PATSY NARITA and DAVE McELROY. Behind them, BLOWUPS of the two dead MODELS.

PATSY

The fashion world was stunned today by the sudden deaths of top models Kelly Brinkley and Christie Emberg. Cause of death has been attributed to a violent allergic reaction, although authorities have not yet ruled out the possibility of drug use. Dave?

Behind DAVE, on the blue screen, a HUGE STATUE, covered in canvas -- not unlike New York's Statue of Liberty.

DAVE

In Gotham, plans continue for the city's 300th birthday celebration. The four-day event will conclude with the unveiling, in Gotham Harbor, of the newly restored 'Lady Gotham'...

A TECHNICIAN'S HAND passes a slip of paper into frame.

DAVE (cont.)

... This bulletin just in. Three more mysterious deaths at a beauty parlor in --

Off to the left, PATSY begins to LAUGH. DAVE FROWNS.

(CONTINUED)

81

CONTINUED:

81

DAVE (cont.)

-- Patsy! This is hardly the --
 (his eyes widen)
 -- PATSY!!

An offscreen CRASH. DAVE jumps out of his seat, mouth agape in horror.

PATSY HAS GONE INTO CONVULSIONS. CAMERA WHIPS VIOLENTLY RIGHT AND LEFT as she jerks out of her seat and TOTTERS UNCONTROLLABLY across the set, LAUGHING INSANELY.

TECHNICIANS rush the sound stage in a frenzy. PATSY spins like a dervish and LURCHES BACKWARD over the news desk in a death spasm, giving us a quick look at the grisly Joker's grin etched on her now-lifeless face.

DAVE (cont.)

KILL THE CAMERA!! KILL THE --

Suddenly, CRACKLING VIDEO STATIC wipes out the screen. A moment later, we're looking at:

82

SPLITSCREEN CLOSEUP - THE SUPERMODELS

82

Their gorgeous faces sprout BIG, ANIMATED-CARTOON GRINS as a BOUNCY TUNE -- "Put on a Happy Face" -- comes up underneath.

MODELS

(cartoon voice)

... Love that Joker!

83

INT. SUPERMARKET - DAY

83

THEME MUSIC CONTINUES as a grinning, deranged pitchman -- THE JOKER -- pushes his shopping cart down the aisle. The shelves are filled with products bearing his TRADEMARK HARLEQUIN'S FACE. He waves merrily in time to the music.

84

INT. STUDIO - VIDEO CONTROL BOOTH - THAT MOMENT

84

PANICKED TECHNICIANS swarm the booth. The studio feed has been JAMMED. Every monitor shows THE JOKER'S PROMO.

DIRECTOR

WHERE'S IT COMING FROM??

TECHNICIAN

I DON'T KNOW!

JOKER

... new improved Joker brand. With
the secret ingredient... SMYLENOL!

(a sweep of the
hand)

Let's go to our blind taste test.

TIGHT ON an anonymous MAN -- GAGGED AND BLINDFOLDED, tied to his chair, squirming, struggling. On the table before him is a package labelled "BRAND X." A SUPERIMPOSED TITLE reads: "NOT AN ACTOR."

JOKER (cont.)

Ooh. He's tense. Irritable. Out of sorts.

(wagging a finger)

He's been using Brand X! But with new improved Joker brand...

ANGLE WIDENS to include a BLINDFOLDED CORPSE, limp in his chair, GRINNING HORRIFICALLY.

JOKER (cont.)

... it's a SMILE EVERY TIME!!

Television sets all over Gotham, as startled citizens react to the JOKER'S maniacal promo.

JOKER (V.O.)

I know what you're saying. Where can I buy these fine, fine products?
-- Well, that's the gag, folks, you never know. Chances are... you've bought 'em already!!

As his RANT CONTINUES, we SEE:

-- A YOUNG MAN watching the bedroom TV as he dresses for a date. He's got an aerosol deodorant can poised under one arm, ready to spray. He looks down at the can, suddenly uncertain. Could it be...?

-- A FAMILY in their kitchen, eyeing a 12-inch portable as MOM serves dinner. They dig in automatically, then FREEZE with their forks in midair.

-- A MIDDLE-AGED MATRON at the living room TV. Shocked, she calls to her husband -- and gets no reply. We FOLLOW HER to the bathroom door.

On the floor she sees an OVERTURNED SHAMPOO BOTTLE. Then: her HUSBAND, slumped down in the tub, a lethal grin on his face. She lets out a SHRIEK.

87

INT. WAYNE MANOR - STUDY - NIGHT

87

ALFRED THE BUTLER in a crouch, glued to the tube.

ALFRED

... Sir!

He's looking at THE JOKER in tight closeup.

Offscreen, an INFANT begins to squall. THE JOKER cocks an eyebrow.

JOKER (V.O.)

Baby's got a tummyache? Here's something that'll fix him quick!

He tosses a JOKER PRODUCT out of frame. Then -- leering -- he gives the camera a BIG JUICY WINK.

JOKER (cont.)

Now on your grocer's shelf. So remember -- use Joker brand -- and put on a happy face!!

MUSIC UP. VIDEO SNOW fills the screen as the jammed transmission ends. ALFRED looks over his shoulder.

TRACK IN ON THE GRIM, DETERMINED FACE OF BRUCE WAYNE.

88

OMITTED

88

&

&

89

89

90

SERIES OF SHOTS

90

-- The Gotham Globe cartwheeling into frame:

PANIC GRIPS GOTHAM

Contaminated Products Claim 13 Lives
WHO IS THE MYSTERIOUS "JOKER"?

-- An ANCHORWOMAN on the evening news. Her complexion is curiously sallow. BLACK BAGS show under her eyes.

ANCHORWOMAN (V.O.)

... six new deaths, with no clues as to the Joker's identity or demands. The list of potentially lethal products now includes: perfume -- mascara -- cold cream --

-- The makeover counter at Bloomingdale's. SECURITY GUARDS rush to the scene as THREE MATRONLY CUSTOMERS go into simultaneous smiling fits.

-- An ANCHORMAN with a BIG UGLY ZIT on his nose:

(CONTINUED)

90

CONTINUED:

90

ANCHORMAN (V.O.)

-- a seeming pattern of beauty and
hygiene products. Cologne --
mouthwash -- underarm deodorant --

-- A SUBWAY CAR jammed with STRAPHANGERS. HUGE PATCHES OF
SWEAT under every arm. The doors slide open; ONCOMING
PASSENGERS RECOIL VISIBLY at the unendurable stench.

-- The original ANCHORWOMAN, whose look is now 100 percent
natural. Her hair is frizzy. Her eyebrows are gone.
Every wrinkle on her face is plainly visible.

ANCHORWOMAN (V.O.)

Hair spray and eyebrow pencil. We
repeat: do not use the following
products --

-- A LARGE DRUGSTORE. CASHIERS sit idly by the registers.
The store is utterly devoid of customers.

CUT TO:

91

EXT. STREET - DUSK

91

VICKI heads down the sidewalk toward a museum. Across
the street, A GLOVED HAND reaches for a pay phone.

VOICE (O.S.)

She's outside the Fluegelheim.

92

INT. ALICIA HUNT'S PENTHOUSE - THAT MOMENT

92

A BONE-WHITE HAND slams a phone receiver down. THE JOKER
is at his vanity. He's rinsed his hair black. He's
applying pounds of pancake base to his bleached face,
his puckered cheeks. In the right light he could almost
pass for human.

In all of Gotham, he's the only person still using makeup.

A DREAMY, DRUGGED VOICE intrudes:

ALICIA

Jack? Who was that?

As he looks up at the mirror, we get a quick glimpse of
ALICIA behind him. The voice, the long blonde hair, are
unmistakable. But for some reason, ALICIA'S FACE is
COVERED... by a SHINY WHITE PORCELAIN DOLL'S MASK.

JOKER

Get dressed. We're going out.

93 INT. FLUEGELHEIM MUSEUM - EVENING 93

A Gotham landmark, the Fluegelheim looks like something Frank Lloyd Wright would've dreamed up -- a large open atrium encircled by a stucco RAMP, which spirals up along the interior walls to the CEILING four stories above. You walk up this gently-inclined ramp to view the paintings.

94 INT. FLUEGELHEIM - ROOFTOP TEA ROOM - EVENING 94

The upper terminus of the ramp opens on an airy, fern-filled dining room popular with tourists and elderly matrons who work up an appetite looking at art.

VICKI enters, camera bag slung over one shoulder, portfolio in hand.

VICKI

Has Mr. Wayne arrived?

MAITRE D'

We have a table waiting. This way.

95 INT. TEA ROOM - TWENTY MINUTES LATER - EVENING 95

VICKI, sipping on a gin and tonic, checks her watch. A WAITER brings her a small parcel, wrapped in brown paper, bearing a single word: 'URGENT.'

WAITER

Miss Vale, this just arrived.

As the WAITER leaves, she tears off the wrapper. Inside is a small white box and a NOTE -- SCRIBBLED IN CRAYON.

DEAR V. VALE,
PUT THIS ON RIGHT NOW.

Unsigned, of course. VICKI opens the box to find a MINIATURE GAS MASK.

She hears a strange HISSING NOISE. A few feet away, PURPLE SMOKE is billowing out of an air conditioning vent.

TRAYS OF FOOD CRASH TO THE FLOOR as WAITERS pass out. ART LOVERS drop forks, go face down in their pasta salad.

VICKI hurriedly fits the gas mask over her face. Within seconds, she's the only one conscious in the room.

96 INT. MUSEUM - THAT MOMENT 96

PURPLE SMOKE plumes up toward the ceiling. Down below, PATRONS and SECURITY GUARDS lie sprawled on the floor, twisted at odd angles, out cold.

(CONTINUED)

96

CONTINUED:

96

The mist is clearing now. The doors swing open and in strolls THE JOKER, looking quite dapper in his street makeup and BIG PURPLE PIMP'S HAT.

A GOON SQUAD enters behind him. They lock the entry doors, set up a "CLOSED" sign, and begin uncrating LARGE CANS OF BLACK PAINT.

The JOKER moves to the ramp, examines the artwork with an appreciative eye.

JOKER

Okay, boys, let's broaden our minds.

He stops in front of an Ingres odalisque. Stands back a pace or two to get a better look. Then pulls out a STRAIGHT RAZOR and cuts a LONG DIAGONAL GASH in the canvas.

He ambles up the ramp, stepping over collapsed patrons, pausing at every fourth or fifth painting. Monet water lilies, a Degas ballerina -- all get the razor treatment. Behind him his CRONIES work their way up the ramp, HEAVING BLACK PAINT on every canvas the Joker has missed.

He cocks an eyebrow at Edvard Munch's "THE SCREAM."

JOKER (cont.)

I kinda like this one. Leave it.

97

INT. TEA ROOM - A MOMENT LATER - EVENING

97

VICKI at her table, still wearing the gas mask, scared as hell. The overhead lights wink out and the room goes dark. The JOKER saunters over and pulls up a chair.

JOKER

I think it's safe to take that off.

VICKI recognizes the deranged smile instantly. She removes the gas mask, tries to gather her wits.

JOKER (cont.)

You're quite beautiful.

VICKI

... Thank you.

JOKER

Unfortunate, but I think we can work around it.

He sets a couple of CANDLESTICKS on the table and reaches for his lighter. A LONG JET OF FLAME shoots out, Jerry Lewis-style, as he lights the candles.

(CONTINUED)

JOKER (cont.)

You're Vicki Vale. I guess you know who I am -- Is this your portfolio?

She nods. He opens it, begins leafing through the record of VICKI's career. Newspaper photos from the Globe, at first. Then, magazine covers of celebrities -- and, as her career becomes international in scope, heads of state and exotic vistas.

JOKER (cont.)

Crap. Crap. Crap, crap, crap...
Ahhh. Now here's what caught my eye.

He's come to the COMBAT PHOTOS from Corto Maltese.

JOKER (cont.)

The panic. The bloody skulls. The armless screaming fellows... you know, the atrocities.

(smirking)

I don't know if it's art, but I like it.

VICKI is squirming, but she doesn't think it wise to debate the point.

JOKER (cont.)

I'm just an old cornball, but I live for beauty. I look around at my drab little city, it gets me down.

(enraptured)

Then it came to me that what this city needs... is beautification. Kind of a big makeover.

(indicating the photos)

And this is exactly the look I'm going for. You know the saying. "In his image created he them"?

VICKI gazes at the awful face of this deranged visionary, getting more frightened by the minute.

VICKI

And you want a --

JOKER

A visual record, yes. A before-and-after kind of thing.

(leaning closer)

This could make your reputation.

Her first impulse is to get up and run. But she fights the impulse.

(CONTINUED)

She won't run... not until she gets this maniac on film. She reaches for her camera bag.

VICKI

Maybe we should start with a portrait of the artist. People might like to see the face behind the makeup.

JOKER

(momentarily puzzled)

... Behind the makeup?

Then it sinks in. By candlelight, in the darkened restaurant, with his pancake makeup and his black rinse job, he looks practically normal. VICKI must think she's looking at his real face!

JOKER (cont.)

Oh. Yes. I see what you mean.

He finds a pitcher, pours a glass of water, and very carefully SETS IT ON THE TABLE in front of VICKI. Then -- suddenly, inexplicably -- HE BARKS AT HER:

JOKER (cont.)

Silly little TWIT -- I can't take you ANYWHERE!

He sits back and grins expectantly. VICKI is thoroughly nonplussed by this bizarre outburst. A moment passes.

He obviously wants her to do something, but she hasn't got a clue as to what it is. Growing impatient now, he POINTS at the WATER GLASS:

JOKER (cont.)

Well? What are you waiting for??

Now VICKI gets the point. She picks up the glass and HURLS ITS CONTENTS in THE JOKER'S FACE.

His hands go up. He shrieks like the Wicked Witch of the West dissolving. He reaches for a napkin to wipe his face clean... and begins to CACKLE.

His awful white-and-green clown's face revealed behind the running makeup, he LEERS at her.

JOKER (cont.)

You see, Miss Vale -- that was my makeup.

(leaning forward)

What do you think?

(CONTINUED)

VICKI is repulsed, but she's determined to tough it out.

VICKI

I've seen worse. Much worse.

JOKER

Strong stomach, huh? I like that
in a woman -- Maybe we can do
business after all.

He seems to have calmed down a bit. It's almost as if
he's coming on to her. But just then, a tiny BELL sounds
behind them... and a VOICE intrudes:

VOICE (O.S.)

Jack?

The JOKER turns. ALICIA steps out of a ROOFTOP ELEVATOR
and moves toward them, drugged, wraithlike. She's still
wearing the porcelain DOLL'S MASK we saw earlier.

JOKER

(to VICKI)

Christ, it's my girlfriend.

(to ALICIA)

WHAT?

ALICIA

You said I could look at the
pictures before you -- before
you --

JOKER

Shucks, honey, I forgot.
(rolling his eyes
at VICKI)

I'm in trouble now.

(to ALICIA)

This is business, sweetie. Why
don't you go outside and see how
the boys are coming?

VICKI is transfixed by this strange figure drifting
eerily through the abandoned tea room. Hesitantly, she
asks:

VICKI

... Why the mask?

JOKER

Alicia! Come here, have a seat. Show
Miss Vale why you wear the mask.

ALICIA sits down numbly and begins to undo the mask.

(CONTINUED)

JOKER (cont.)

You see, Miss Vale, Alicia's beautiful. One in a million. A work of art. In fact...

We're looking at ALICIA's profile as the mask comes off. The side that's turned to us is indeed beautiful. But the side we can't see... SENDS VICKI RIGHT OVER THE EDGE.

JOKER (cont.)

... She makes you look sick.

VICKI lurches out of her seat, knocking it over, HER FACE FROZEN IN HORROR. She finds her CAMERA, holds it out like a weapon as THE JOKER advances on her.

VICKI

You SCUM! You SICK FILTH!... You DID THAT to her!

JOKER

What? I improved her a little...

VICKI backs away, snapping the shutter on her camera. HE BLINKS as the flash gun goes off repeatedly.

VICKI

I'll see you burn. I'll see you dead -- GET AWAY FROM ME!!

JOKER

Miss Vale, was it something I said?
(brightly)
Do you want to sniff my flower?

There's a BRIGHT PURPLE BOUTONNIERE in his lapel. He holds it up for VICKI's inspection as he moves menacingly closer.

VICKI

NO!

The JOKER squeezes a concealed BULB. A JET OF CLEAR LIQUID spurts out of the FLOWER, NARROWLY MISSING VICKI.

She GASPS. BUMPS INTO A TABLE. ACRID BLACK SMOKE rises from the floor where the clear liquid hit. Acid.

JOKER

Come on, Miss Vale... STOP AND SMELL THE ROSES!!

He backs VICKI into a corner. And then -- abruptly --

(CONTINUED)

A SKYLIGHT SHATTERS in a hail of glass! A CAPED SHADOW drops to the floor of the tea room. And THE JOKER is face-to-face with...

THE BATMAN!

On his wrist is a STEEL GAUNTLET. He AIMS IT at the JOKER like a weapon. Then PIVOTS SUDDENLY -- POINTS HIS ARM THROUGH THE DOOR OF THE RESTAURANT --

-- AND FIRES A METAL SPIKE into the stucco wall of the RAMP OUTSIDE!!

JOKER (cont.)

... YOU!!

On the end of the spike is a CORD leading to BATMAN's belt. In the wink of an eye he's GRABBED VICKI -- DRAGGED HER OUT of the tea room -- and PLUNGED OVER THE RAMP WALL, FOUR STORIES STRAIGHT DOWN TO THE ATRIUM FLOOR!!

The JOKER races to the edge of the ramp.

JOKER (cont.)

GET 'EM!! GET 'EM!!

GOONS are stationed at various points along the ramp, still defacing masterpieces. They pull their guns and OPEN FIRE as BATMAN and VICKI plummet past.

ANGLE ON BATMAN AND VICKI - AS THEY FALL

As ROPE whistles through his fist, the GAUNTLET sprouts STEEL WINGS -- forming a BULLETPROOF SHIELD over their heads!

TWO FEET ABOVE the marble floor, THE ROPE jerks them up short -- like a bungee cord. GUNS BLAZE as BATMAN and VICKI drop safely to earth and MAKE FOR THE EXIT.

The doors are LOCKED. BATMAN spots the black "CLOSED" sign on a metal stand. He HEAVES IT through the glass doors.

VICKI hustles through. He points her to a side alley.

EXT. SIDE ALLEY - THAT MOMENT - DUSK

VICKI rounds the corner just as BATMAN lobs a SMOKE PELLET into the doorway of the Fluegelheim.

BATMAN

GET IN THE CAR!

(CONTINUED)

VICKI

WHICH CAR?

VICKI suddenly feels quite stupid. Because -- while there are many cars parked along the side alley -- there is only one BATMOBILE.

VICKI (cont.)

... Oh.

The BATMOBILE is sleek, futuristic, and... well, indescribable. Imagine your own. VICKI climbs into the passenger seat and is immediately dazzled by a stunning array of electronic gadgetry.

BATMAN

Ignition!

As BATMAN sprints down the alley, a COMPUTER DISPLAY on the dashboard registers his unique voiceprint. A tinny, synthesized VOICE repeats the command:

COMPUTER (V.O.)

Ignition.

The engines are revving up even as BATMAN vaults into the cockpit.

Guns in hand, the JOKER'S GOONS are stumbling out of the Fluegelheim, hacking, coughing, blinded by smoke. They DIVE FOR THEIR LIVES as the BATMOBILE comes barrelling out of the alley at ninety miles an hour.

THE JOKER emerges just as the BATMOBILE careens off.

JOKER

I WANT HIM!! I WANT HIM!!

The JOKER climbs into the back of a van labelled "MONARCH PLAYING CARDS." Half his GOONS pile into the van behind him, the other half into a second car nearby.

100 EXT. STREETS - THAT MOMENT 100

SIRENS HOWL as POLICE CARS converge on the Fluegelheim.

101 INT. BATMOBILE - THAT MOMENT 101

roaring out into CITY TRAFFIC.

VICKI

Look! Police!

(CONTINUED)

- 101 CONTINUED: 101
- BATMAN
I know. I called them.
- VICKI
Shouldn't we --
- A POLICE CAR whizzes past the BATMOBILE. TIRES SKID. The COP CAR does a quick 180 and sets out in hot pursuit of the BATMOBILE. BATMAN FLOORS THE PEDAL in response.
- 102 INT. VAN - THAT MOMENT 102
- TIGHT ON the demented face of THE JOKER. He catches sight of the BATMOBILE and screams into a RADIO DISPATCHER'S MIKE.
- JOKER
ALL UNITS! SOUTHBOUND ON
RIVERVIEW!
- 103 SERIES OF SHOTS 103
- The JOKER'S ARMY. THUGS in cars. CREEPS in Italian restaurants. CROOKED COPS at a coffee shop. LIGHTS FLASH, BEEPERS SOUND, and within seconds they're racing to the streets, eager to join the chase.
- 104 SERIES OF SHOTS - THE STREETS 104
- COP CARS. GOON CARS. THE BATMOBILE streaks through an intersection, nearly causing a pileup. THE JOKER'S VAN makes short work of a HOT DOG STAND in its path.
- 105 INT. BATMOBILE - THAT MOMENT 105
- PEDESTRIANS GAWK as the sleek supercar STREAKS PAST.
- VICKI
What about the girl?
- BATMAN
He won't kill her. -- GODDAMMIT!
- They're moving up on an EMPTY BLOCK -- a NIGHT CONSTRUCTION TEAM. A HUGE PIECE OF HEAVY MACHINERY backs up slowly and inexorably, BLOCKING THE INTERSECTION.
- BATMAN guns the engine. SWERVES LEFT. Tries to slide past. And HITS THE BRAKES -- stopping inches short of a head-on collision with a lamppost!
- He jumps out of the car. No chance to get through. THE JOKER'S VAN is two blocks back and coming up fast.

(CONTINUED)

105 CONTINUED:

105

ONLOOKERS and CONSTRUCTION WORKERS are beginning to form a cluster around them.

VICKI

Can't we --

BATMAN

Too many people. Come on!
(as she climbs out)
SHIELDS!!

The BATMOBILE'S computerized VOICE replies:

COMPUTER (V.O.)

Shields.

With a series of CLANGS, CHROME-STEEL PLATES slide into place -- across the cockpit, over the tires -- leaving the BATMOBILE an inert, impenetrable BLOCK OF BLACK METAL.

BATMAN and VICKI sprint through the CONSTRUCTION SITE, vaulting over mounds of loose dirt and concrete rubble.

106 INT. VAN - MOVING - NIGHT

106

THREE POLICE CARS, red lights blazing, OVERTAKE THE JOKER'S VAN and bear down on the abandoned BATMOBILE.

GOON AT WHEEL

Are they ours?

JOKER

... I don't know. Let's get out of here!

The VAN does a discreet U-turn and rumbles off.

107 EXT. SIDE STREET - THAT MOMENT - NIGHT

107

BATMAN and VICKI zigzag past storefronts and candy stands, dodging astonished PEDESTRIANS.

108 INT. CAR - MOVING - THAT MOMENT

108

FOUR GOONS with GUNS. They spot BATMAN and VICKI coming off the side street. The DRIVER, speaks into a radio:

DRIVER

We got 'em!

JOKER (V.O.)

(over radio)

Take 'em! I want his head!

109 EXT. STREET - THAT MOMENT - NIGHT

109

BATMAN and VICKI race down the sidewalk. The car is gaining on them.

A SUDDEN SPRAY OF BULLETS. BATMAN and VICKI dive. Drop behind a parked car. And don't come up.

They've ducked into a BLIND ALLEY.

110 INT. ALLEYWAY - NIGHT

110

Hunkered on the pavement, they watch the car glide past the mouth of the alley. VICKI sighs in relief. BATMAN -- still alert, his muscles tensed -- puts a restraining hand on her arm. He looks overhead, sees a catwalk spanning the width of the alleyway five stories up.

BATMAN

How much do you weigh?

VICKI

... A hundred and eight?

He does some quick mental calculations. A beat. Then the CAR reappears -- backing up -- blocking their only avenue of escape. BATMAN unfurls a rope, HEAVES A BATARANG UPWARD, and grabs VICKI roughly about the waist.

BATMAN

HANG ON!

The JOKER'S THUGS pile out of the car. The BATARANG catches on the catwalk, and BATMAN triggers the spring-action REEL on his utility belt -- jerking him and VICKI INTO THE AIR.

BULLETS zing past as they whip upward like fish on a line. One story; two stories; and then...

They slow. They STOP. They DANGLE IN MIDAIR as the Joker's goons advance. BATMAN wriggles, twists.

They lurch upward another few feet -- and stop again. VICKI SCREAMS.

Her additional weight is too much for the reel mechanism. They're stranded two stories up -- SITTING DUCKS.

BATMAN (cont.)

Whatever happens -- DON'T LET GO!!

In the wink of an eye he's detached the reel from his own waist and hitched it around VICKI's belt. Before she has a chance to protest, he LETS GO.

(CONTINUED)

110 CONTINUED:

110

VICKI rockets upward at blinding speed, shrieking all the way. BATMAN, his cape billowing, PLUMMETS DOWNWARD.

VICKI slams up into the catwalk and BOBS on the end of the line as BATMAN lands with a loud crash, overturning a row of garbage cans. The GOONS are on him in a flash -- one per limb. Random kicking and flailing. BATMAN manages to slam two GOONS into a wall, but before he can get to his feet --

-- GOON #3 slams a lead pipe into the back of his skull.

BATMAN is down for the count. The THUGS dust themselves off and circle around his prostrate form, still wary.

The LEAD THUG holds his colleagues back, draws his gun, and fires TWO SHOTS, point-blank, at the yellow-and-black INSIGNIA on BATMAN's chest.

The body jerks. They move closer. And stop.

GOON I

... No blood.

GOON II

Jesus.

GOON III

Wait a minute.

GOON III screws up his courage and crouches beside the body. He examines THE BATMAN'S TUNIC... and RIPS IT OPEN.

GOON IV

... What is that?

GOON III

Some kind of body armor.

GOON I

He's human after all. -- Take that mask off.

111 EXT. ROOFTOP - ON VICKI

111

Five stories overhead, VICKI has pulled herself up onto the roof of the adjacent building. She watches transfixed as the THUGS bend over to remove BATMAN's cowl. But at this height -- and this angle -- she can't see his face. On impulse she reaches for her CAMERA BAG.

112 ANGLE ON GOONS

112

peering down open-mouthed at the unconscious face of BRUCE WAYNE.

(CONTINUED)

112 CONTINUED: 112

Blood seeps from BRUCE's left nostril.

GOON I
Well?... Who is this guy?

GOON II
I dunno. You seen him before?

GOON III
Maybe he's got some kind of I.D.

GOON IV
Good idea. Let's check his wallet.

GOON I
We'll worry about it later. Plug him.
(beat)
In the head.

GOON II draws his automatic. And at that very instant...
A FLASH GUN EXPLODES OVERHEAD.

Startled, the THUGS look up. ANOTHER CAMERA FLASH.

GOON III
Goddam, it's the redhead!

113 ON VICKI 113

A chunk of ledge chips off mere inches from her head as the GOONS OPEN FIRE. She ducks back behind the overhang, holds the camera out over the ledge, and KEEPS ON FLASHING.

114 ON BRUCE 114

HIS EYES WINK OPEN.

115 ON VICKI 115

momentarily idle. She's used up her roll.

The GOONS KEEP SHOOTING as she reaches in her bag for new film. She finds it, loads the camera with astonishing dexterity -- and then, on instinct, reaches back inside the bag for a TELEPHOTO LENS. All the better to see you with, Batman...

116 ON THE THUGS 116

No response from VICKI. They begin to relax a little.

GOON II
Did you hit her?

(CONTINUED)

116 CONTINUED:

116

GOON I

Who cares? Wax that freak.

They turn their attention to BRUCE. A GLOVED HAND snakes out with lightning speed -- GRABBING GOON I by the COAT-TAIL and pulling him DIRECTLY INTO THE LINE OF FIRE. GOON II has pulled the trigger twice before he knows what's happened.

In one fluid motion BRUCE HEAVES GOON I's lifeless body THROUGH THE AIR, knocking GOON II backward over a garbage can. GOON II falls and CRACKS HIS HEAD on a brick wall.

GOON III takes a rabbit punch to the throat. He's on the way down when he catches a STEEL-TOED BOOT in the gut.

Four seconds after all this began, BRUCE is alone in the alleyway with GOON IV. GOON IV has his gun pointed right at BRUCE, but he's shaking too much to pull the trigger.

BRUCE smiles. GOON IV SCREAMS and RUNS FOR HIS LIFE.

Through all this, VICKI's telephoto camera has been poised on the ledge, snapping away. BRUCE looks up at the FLASH GUN and shakes his head. He bends to retrieve his cowl.

117 EXT. ROOFTOP - ON VICKI

117

She finally dares to peek down at the alley. Limp goons everywhere. And, in addition, THE BATMAN -- leaping up, grabbing hold of a fire escape, climbing up to meet her.

VICKI thinks fast. She may have a clean shot of BATMAN'S FACE. She advances the film in the camera and removes the roll, then drops it down her blouse.

But BATMAN is likely to want that roll. So she straightens her skirt and scurries across the roof, away from the alley. She should have a minute or so before he gets there.

It's a three-foot drop to the next roof over. VICKI clammers down and quickens her pace, tossing a nervous glance over her shoulder every couple of steps.

Then, somehow -- and she'll be damned if she can figure out how -- she walks smack into THE BATMAN. And GASPS.

BATMAN

... Not even a 'thank you'?

VICKI

Well -- I think you might consider thanking me. You were good as dead.

(CONTINUED)

BATMAN

That's because you lied about your weight.

(a long pause)

Thank you.

VICKI NODS and tries to walk past him. He grabs her arm.

BATMAN (cont.)

I'll have to ask you for that film.

VICKI

I just wanted to distract them. I wasn't trying to get a picture of you.

BATMAN looks down at the camera hanging from her neck. The telephoto lens must jut out six inches. VICKI gulps.

BATMAN

Please.

VICKI

I won't let you have it.

THE BATMAN is amused. He smiles menacingly.

VICKI (cont.)

I know you can break my neck and take it. But the Joker's on that same roll. I --

BATMAN

The Joker is a murderer. And you were as good as dead. So --

VICKI

Look, I appreciate what you did for me. But this is my job. And I'm keeping those pictures.

BATMAN

All right, I'll develop the photos. Anything I don't want is yours.

VICKI

How do I know you won't keep them all?

BATMAN

I'll take you with me.

He reaches out, holds her gently by the shoulders. His voice is deep and soothing. True, VICKI is a little dizzy from all that's happened, but she's undeniably drawn to him.

(CONTINUED)

117 CONTINUED: (2)

117

Still cautious, though. She reaches into her bag and hands over a roll of film. The original roll -- not the telephoto shots, which are still stashed in her blouse.

BATMAN (cont.)

Thank you, Vicki.

VICKI

... Where are you taking me?

No reply. She looks up into his mirrored eyes. He pulls her close, brushes back her hair, runs one hand delicately along the line of her cheek...

... AND BREAKS A TINY CAPSULE under her nose. VICKI SLUMPS into BATMAN's arms.

CUT TO:

118 EXT. ALLEYWAY - NIGHT

118

Street level. BATMAN emerges carrying VICKI's inert form in his arms. Peering around a wall, he sees the BATMOBILE two blocks away. The car is still there, the chrome-steel shields intact. But COPS and CURIOSITY-SEEKERS are SWARMING ALL OVER the fearsome machine.

BATMAN snorts in frustration. AN ENORMOUS THREE-TON CATERPILLAR WINCH rumbles up the street toward his car.

He's about to get towed. BATMAN takes a RADIO TRANSMITTER from his utility belt and SPEAKS INTO IT.

BATMAN

Shields open.

119 EXT. STREET - ON BATMOBILE

119

TWO COPS are crawling along the hood of the car. From within they hear the tinny computerized voice:

COMPUTER (V.O.)

Shields open.

The steel plates begin to retract.

BATMAN (V.O.)

(over radio)

Ignition.

COMPUTER (V.O.)

Ignition.

The stunned COPS gaze into the Batmobile's cockpit.

(CONTINUED)

119 CONTINUED:

119

COP

There's somebody in there!

They TUMBLE OFF THE HOOD as the turbine engines ROAR TO LIFE and THE BATMOBILE BEGINS TO MOVE.

COPS AND ONLOOKERS quickly clear a path. They stand there stunned as the futuristic auto PICKS UP SPEED and advances toward the end of the block. The LEFT TURN SIGNAL flashes dutifully. And the BATMOBILE VANISHES AROUND THE CORNER.

PANDEMONIUM BREAKS LOOSE as the COPS bolt for their cars.

120 EXT. STREET - NIGHT

120

SIRENS WAIL. PASSERSBY STARE SLACKJAWED at the driverless BATMOBILE as it tears down the street, passing, darting, dodging buses and CUTTING OFF TAXIS -- all with a squad of COP CARS in hot pursuit.

121 EXT. ALLEYWAY - NIGHT

121

BATMAN sees the BATMOBILE rounding the corner and approaching on the straightaway. He takes VICKI in his arms and STEPS DIRECTLY INTO THE PATH OF THE ONRUSHING HEADLIGHTS.

BATMAN

STOP!

BRAKES SQUEAL. The BATMOBILE stops one yard short of BATMAN and VICKI. A moment later BATMAN is AT THE WHEEL.

SIRENS BLARE. The COP CARS roar up behind them. BATMAN floors the pedal; the Batmobile's powerful AFTERBURNERS kick in; and the hapless cops KILL THEIR SIRENS as BATMAN zooms off into the night at 140 mph.

DISSOLVE TO:

122 EXT. BACK ROAD - NIGHT

122

A deserted stretch of road, lined by ancient tall pines.

123 INT. BATMOBILE - NIGHT

123

VICKI is gradually coming to on the passenger's side.

VICKI

... How long have I been out?

BATMAN

Quite a while. I took the scenic route.

(CONTINUED)

123 CONTINUED:

123

VICKI

(gazing about)

Well, I've certainly enjoyed it. --
What's that?

He's just hit a BUTTON on the dashboard.

BATMAN

Garage door.

124 EXT. ROAD - THAT MOMENT - NIGHT

124

At the side of the road, a fallen tree RISES HYDRAULICALLY INTO THE AIR -- revealing a SECRET ROAD invisible from the main thoroughfare.

Doing sixty, the BATMOBILE makes a hairpin turn. Seconds later, the FALLEN TREE drops back magically into place.

125 INT. BATMOBILE - A MOMENT LATER - NIGHT

125

As they cruise down the hidden road, VICKI STUDIES BATMAN'S FACE. KNOX's words are very much on her mind.

VICKI

I meant to ask you. Up on the
roof -- how did you know my name?

BATMAN SMILES in response. VICKI smiles with him.

VICKI (cont.)

I'm serious. How did you know?

No reply. VICKI frowns, looks through the windshield, and SEES -- much to her horror -- an enormous SHEER CLIFF WALL LOOMING DEAD AHEAD.

Wide-eyed, she looks at BATMAN. Still smiling, he HITS THE GAS -- SPEEDING UP. She lets out a SCREAM.

126 ANGLE ON CLIFF WALL

126

One second to impact. Suddenly the cliff wall VANISHES ALTOGETHER -- revealing, in its place, the GAPING MOUTH OF AN UNDERGROUND CAVERN.

The Batmobile zooms through. A moment later, the CLIFF WALL -- which is nothing more than a HOLOGRAPHIC PROJECTION -- winks back into existence, showing no trace of the cavern.

127 INT. BATCAVE - NIGHT

127

Welcome to another world -- a vast, dank world of perpetual night, unchanged by the centuries.

(CONTINUED)

GNARLED STALACTITES hang from arching, ribbed walls. Cramped, craggy passageways spiral off from the main vault, maze-like, descending into impenetrable darkness.

And then -- in the midst of all this prehistoric splendor -- an incongruous sight: vast banks of blinking computers. A fully-equipped machine shop. A state-of-the-art crime lab. This is THE BATCAVE, ancient, futuristic, home of gleaming technology and primordial mystery.

BATMAN climbs out of the car. He removes his cape, strips off his bullet-riddled jersey and body armor to reveal TWO SWOLLEN WELTS on his chest.

He goes to a rack along one wall and picks out a fresh tunic -- one of four. VICKI wanders over to examine the row of bat-suits -- and the BODY ARMOR.

VICKI

What is this stuff? Kevlar?

BATMAN

Better. It's not on the market yet.

VICKI

It doesn't protect your head, though.

BATMAN

That's why I wear a target on my chest.

THE BATMAN takes obvious pleasure in showing her his subterranean lair. His tone is jokey, almost flirtatious. Behind the mask, he's a lot looser, more carefree, than some guys we could name...

... like Bruce Wayne.

VICKI

How'd you find this place?

BATMAN

Exploring. In the woods. Many years ago. -- I was a solitary child.

VICKI'S HEAD jerks up abruptly. In the dim recesses overhead, BATS ARE SCREAMING. She shivers.

BATMAN (cont.)

They don't come down here. They're afraid of the lights.

VICKI

I loathe bats.

(CONTINUED)

BATMAN

So did I, once. But I kept coming back, and... I guess I became the thing I feared the most.

VICKI, awed, wanders around gaping at high-tech marvels. On a lab table, amid the beakers and test tubes, are dozens of TAINTED PRODUCTS: makeup, deodorant, etc. Nearby, a COMPUTER PRINTER begins to chatter; VICKI watches information scrolling across the main monitor.

VICKI

What is that?

BATMAN

Police database. I'll do your photos now.

He goes to a HIGH-SPEED PHOTO PROCESSING MACHINE -- the kind they have at Fotomat -- and loads the roll. Then he takes a seat in front of the computer monitor.

BATMAN (cont.)

They've got it all wrong. They're watching the warehouses, the loading docks, looking for a tamperer. The Joker is supplying tainted ingredients at the source.

VICKI

That can't be right. That would mean every shipment of every product is poisoned. We'd all be dead.

BATMAN

No. Every product contains one component. The elements react in combination. Hair spray won't do it. But hair spray and perfume and lipstick will.

(nodding his head)

Untraceable. It's very elegant.

VICKI wanders over to the edge of a DEEP BLACK PIT. She kicks a pebble over. Long seconds pass; no sound.

She looks up. Suspended over the bottomless pit are a pair of GYMNAST'S RINGS. This guy is dedicated.

VICKI

I just can't absorb it all. This place, the equipment. What it must have cost.

(MORE)

(CONTINUED)

VICKI (CONT'D)

(in disbelief)

Why all the secrecy? Why do you wear that mask?

BATMAN

I don't want to jeopardize anyone close to me.

VICKI

If you don't mind my asking... who's close to you?

A rhetorical question. BATMAN, stuck for an answer, smiles slightly to himself, then moves to the photo machine and examines the finished prints.

BATMAN

-- Your photos are ready.

He hands her the photos. Joker. Joker. Joker. And four shots of BATMAN in action. He's without his mask, but there's no clean angle on his face.

BATMAN (cont.)

Is this what you wanted?

VICKI

You could've killed him, you know. You could have killed the Joker.

BATMAN

I had to save you, Vicki. I --
(turning to face her)
-- Please trust me.

The request is sudden and oddly plaintive. VICKI's hand goes automatically to her belt, finds the telephoto roll concealed in her blouse. He sees the gesture; their eyes meet; and all at once, VICKI understands what he's really asking for.

But she can't bring herself to speak. Eventually BATMAN turns to shut down the photo machine. Trembling now, she steps up silently behind him and reaches for his cowl. At the last second... she STOPS.

VICKI

... Bruce?

HE FREEZES IN PLACE for an indecisive moment. Then:

BATMAN

Are you talking to me?

(CONTINUED)

127 CONTINUED: (4)

127

He turns in seeming incomprehension. And shows her a SMILE... the same curious, childlike, painfully lonely smile she saw on BRUCE's face that morning when she caught him singing.

BATMAN (cont.)

Maybe we've had enough for one night. I'll take you home.

He's going to let her keep the second roll. Almost in a trance now, she lets him lead her to the BATMOBILE. As she takes her seat he reaches into his utility belt for another KNOCKOUT CAPSULE.

BATMAN (cont.)

You do it -- Don't be afraid.

He climbs in on the driver's side. VICKI takes one last look at the familiar SMILE beneath the mask... then breaks the capsule and BREATHES DEEP.

FLAME ERUPTS from the rear of the Batmobile as the after-burners kick in and BATMAN screeches off. A FIERY RED GLOW fills the screen, BURNING OUT THE IMAGE as we --

DISSOLVE TO:

128 EXT. GOTHAM STREET - 1963 - NIGHT (VICKI'S DREAM)

128

The red glow resolves itself into a DREAMLIKE STREET SCENE: liquid, weightless figures moving in a tinted, soundless cityscape as DISTANT, TINKLY CARNIVAL MUSIC plays underneath. We're outside a theatre watching first-nighters emerge from the opening of a hit musical.

In the crowd we pick out THREE FIGURES: DR. THOMAS WAYNE, his wife MARTHA, and -- in THOMAS's arms -- their young son BRUCE. BRUCE hasn't made it through the show. He's asleep, head nestled against his father's shoulder.

THOMAS rouses the boy gently, sets him down on the sidewalk. BRUCE rubs the sleep from his eyes as THOMAS puts an arm around his wife. Together they begin walking. IN A SINGLE CUT --

The crowd has DISAPPEARED, and the WAYNES are walking toward us up a deserted street. THOMAS and MARTHA are laughing, making jokes, reaching down to tousle BRUCE's hair. Their FACES, as they draw closer, are FULL OF JOY. And then, without warning --

A HANDGUN enters frame.

The WAYNES freeze.

(CONTINUED)

THOMAS steps protectively in front of his wife, reaches for his wallet, begins unbuckling his watch. He won't put up a fight.

MARTHA's hand goes involuntarily to the PEARL NECKLACE at her throat.

The GUNMAN sees it, gestures for her to hand it over. But MARTHA is paralyzed, afraid to move.

The GUNMAN steps past THOMAS, SNATCHES AT THE NECKLACE.

The instant his wife is threatened, THOMAS ATTACKS. The GUNMAN dodges his blow and drops to the sidewalk, the pearl strand BREAKING in his hand.

A SILENT BURST OF FLAME erupts from the muzzle of the gun.

THOMAS CRUMPLES. MARTHA emits a PIERCING SHRIEK -- a shriek we cannot hear --

-- a shriek cut short by a second burst of flame.

BRUCE stands paralyzed in shock. THE GUNMAN scoops a handful of pearls off the sidewalk, reaches for MARTHA's purse, and rises slowly -- his gun levelled directly at the boy.

Almost catatonic, BRUCE stares down at the corpses of his parents. At their hands, somehow intertwined. At the tiny glinting pearls and the spreading pool of blood around them.

He looks up with a gaze so bleak, so petrifying... that the GUNMAN turns and runs. AND WE CUT TO:

An exact reproduction of the Pulitzer Prize-winning photo ... the cops bent over the bodies, the medics with their stretchers, the boy BRUCE, his arms wrapped tightly around the waist of OFFICER GORDON.

There's only one difference. BRUCE's head is turned away from us. We can't see his face.

And now a HAND enters the frame. Much like the GUNMAN's hand, but feminine, beckoning. BRUCE, hearing his name, LOOKS UP; then, agonized, he BURIES HIS FACE in GORDON's side. GORDON gestures angrily at the intruder.

But the hand keeps beckoning. And ultimately BRUCE turns. Showing us the tear-stained face from the famous photo. A face slack with horror. The horror of his parents' death... and more importantly, the horror that someone would dare to violate this most private and terrible of moments.

(CONTINUED)

128 CONTINUED: (2)

128

At last we see what BRUCE sees: a WOMAN crouched on the sidewalk nearby. The WOMAN is holding a camera. The WOMAN is smiling prettily at BRUCE.

The WOMAN is VICKI VALE.

A FLASHBULB EXPLODES. FILLING THE SCREEN with its blinding white light, SCORCHING OUT THE IMAGE as a HARSH RINGING SOUND cuts through the silence.

CUT TO:

129 INT. BEDROOM - NIGHT

129

VICKI AWAKENS from her dream and sits up in bed, distraught. The bedside phone is ringing. She reaches for it, but her hand freezes in midair. She knows who it is.

Three rings later, when she manages to lift the receiver, she finds she cannot speak. Finally, she hears a VOICE at the other end of the line.

BRUCE (V.O.)

Vicki...?

130 INT. BRUCE WAYNE'S STUDY - NIGHT

130

Darkness. BRUCE at a big mahogany desk in his somber, book-lined study.

BRUCE

I know it's late. I -- Are you there?

INTERCUT BRUCE AND VICKI

VICKI

Yes, Bruce -- I'm here --

BRUCE

I'm sorry I had to stand you up today. I'd like to make it up to you.

VICKI

Well, Bruce -- I don't think -- that would be possible.

BRUCE

I realize... the way things have gone between us...

(groping)

... I wish you'd reconsider.

VICKI

I, uh...

131 ON VICKI

131

Profoundly shaken. Her voice trails off. She knows.

BRUCE (V.O.)

Vicki? Vi--

She returns the receiver to its cradle.

132 ON BRUCE

132

He hears the click. His lips part slightly. He hangs up and sits there at the desk, staring straight ahead.

CUT TO:

133 INT. VICKI'S BATHROOM - NIGHT

133

TOTAL DARKNESS. VICKI stands before the bathroom mirror. She holds the OPEN ROLL OF TELEPHOTO SHOTS over the sink.

Then she strikes a match. IGNITES the film. Drops it into the sink, and -- with hollow eyes -- WATCHES IT BURN.

CUT TO:

134 INT. VICKI'S APARTMENT - LATER - NIGHT

134

It's four in the morning. VICKI, wrapped in a bathrobe, still shaky, pours her fifth cup of coffee. Sitting across from her is a rumpled, stubbly KNOX.

KNOX

The guy's bats all right. He's
bat shit crazy. He --

(ecstatically)

-- I can't believe it. I was right!!

VICKI

Allie, he's not.

KNOX

Not what?

VICKI

He's not crazy.

KNOX slaps his own forehead, sprawls back in the chair.

KNOX

Vicki. We got a wealthy millionaire here... who dresses up like a bat. He goes out at night and swings around -- in his cape -- on a rope.

(throwing up
his hands)

All right. Maybe I'm crazy.

(CONTINUED)

134 CONTINUED:

134

VICKI

Allie... he wants to tell me. I had a roll of film. His face was on it. He knew that -- And he let me keep it.

KNOX

Jesus, Vicki! Where is it??

VICKI

It's gone.

KNOX gasps in disbelief as it all comes into focus: he's lost her loyalty. VICKI is in over her head with BRUCE.

VICKI (cont.)

He has to tell someone. And I'm the one. He's trying to tell me.

KNOX, hurt in a way he doesn't fully understand, gets up and pulls on his coat. He stares at her coldly:

KNOX

Well, when he does you know my number.

135 EXT. NEWSSTAND - DAY

135

CUSTOMERS are lining up to buy the early edition of the Globe, which carries the full-page banner headline:

WAR OF THE FREAKS

Batman, Joker in Fluegelheim Shootout

In the midst of the hubbub a DELIVERY TRUCK cruises past, dumping a bundle of AFTERNOON EDITIONS on the sidewalk. "WAR OF THE FREAKS" has been relegated to the lower right-hand corner of the page -- supplanted by weightier news:

STOCK MARKET CRASHES

Product Scare Drops Dow to 1100
Biggest One-Day Decline in History

136 INT. WAYNE FOUNDATION - DAY

136

BRUCE in a plush office suite downtown, on the phone to his broker. Behind his desk is a big plate-glass window with a fortieth-floor view of the financial district, so he can wave at his fellow millionaires on their way down.

BRUCE

Don't sell. It won't last. We'll ride it out.

(CONTINUED)

136 CONTINUED: 136

With exaggerated calm, he hangs up. He lifts the receiver to dial another number, then hesitates and hangs up again.

137 INT. RECEPTION AREA - A MOMENT LATER - DAY 137

SECRETARIES at desks. Someone is telling a joke. At the sound of laughter, everyone FREEZES IN HORROR.

BRUCE strolls casually past as PHONES RING unanswered.

138 INT. HALLWAY - A MOMENT LATER - DAY 138

BRUCE ambles past a couple of COLLEAGUES. One of them is shambling catatonically down the hall, bumping into walls. The other is WAILING HYSTERICALLY.

BRUCE nods in sympathy as they pass. He stops outside the men's room, looks around cautiously, then enters.

139 INT. MEN'S ROOM - A MOMENT LATER - DAY 139

A small foyer outside the bathroom, with a bank of PAY PHONES on one wall. BRUCE checks the bathroom to make sure it's empty, then digs out a quarter and dials a number. He cups one hand confidentially over the receiver:

BRUCE

Vicki?... This is Batman. I thought I'd call and see how you're doing.

140 INT. VICKI'S APARTMENT - DAY 140

VICKI

(hesitantly)

... I know it's you, Bruce. I'm not going to talk to you unless we can discuss it.

141 INT. MEN'S ROOM - ON BRUCE 141

BRUCE

(a little smile)

Who's this 'Bruce'? Are you trying to make me jealous?

VICKI (V.O.)

I'm serious, Bruce. We have to --

At this very moment a DAZED FINANCIER enters from behind.

FINANCIER

Hi, Bruce. You got a Valium?

(CONTINUED)

141 CONTINUED:

141

BRUCE instinctively claps a hand over the mouthpiece. His face goes slack as he hangs up -- with VICKI'S TINNY VOICE still squeaking on the other end of the line.

CUT TO:

142 INT. DISTRICT ATTORNEY'S OFFICE - NIGHT

142

HARVEY DENT at his desk, flanked by several POLITICOS.

DENT

... We deal.

ADVISER

(shaking his head)

Harvey, please. I mean -- if your first official act as D.A. is to cut a deal with a terrorist...

DENT

Screw that, Ed. We've got a market panic of national proportions, the city in terror -- we've got people dying.

(beat)

I can't sacrifice lives for the sake of appearing tough.

POLITICO

Harvey's right. We've got the 300th anniversary gala coming up. The networks won't even send in a crew.

ADVISER

Harvey, the police are working 'round the clock, the feds are coming in. This thing could break any minute now. Tell him, Jim!

COMMISSIONER GORDON reaches into his vest pocket for a cigar. He clips the end off, lights it, takes a long drag... and STARES GLUMLY at the floor.

GORDON

Cut the deal.

143 INT. CITY HALL - NIGHT

143

The MAYOR sits impatiently at a long table, flanked by JIM GORDON, HARVEY DENT, and other prominent officials. The room is packed with REPORTERS and TV NEWS CREWS.

(CONTINUED)

143 CONTINUED:

143

NEWS ANCHOR

... at City Hall, where the mayor is waiting to open negotiations with the clown-faced terrorist known as the Joker. It is now eight minutes past the appointed deadline, and still no word from --

144 INT. GLOBE - CITY ROOM - THAT MOMENT - NIGHT

144

REPORTERS cluster around a bank of TV sets, all broadcasting from City Hall.

REPORTER I

Look at 'em sweat. Can't wait for the next Gallup Poll.

REPORTER II

Hey, Knox, cheer up. It ain't the Batman but it's pretty choice.

KNOX grunts in response. SUDDEN HUBBUB from the ONLOOKERS as a wave of VIDEO NOISE wipes half the screen away.

145 INSERT - TELEVISION (SPLIT-SCREEN)

145

On one side is the MAYOR. On the other -- sitting in a director's chair with a big yellow HAPPY-FACE behind him -- is the JOKER, grinning fiendishly.

JOKER (V.O.)

Joker here. Can we talk?

MAYOR (V.O.)

I'd like to read a prepared statement. 'While this administration remains vehemently opposed to terrorism in any form, we are prepared to negotiate any reasonable demands which will guarantee the safety of the populace.'

JOKER (V.O.)

Huh. Demands. Well, gents, this is kinda embarrassing, but... I'm having such a swell time, I just haven't thought any up.

He shrugs. STARTLED REACTIONS from the city officials.

JOKER (V.O.)(cont.)

But I'm a reasonable fella. If you want to make me an offer...

Panicked, the MAYOR and co. go into a quick huddle.

(CONTINUED)

145 CONTINUED:

145

MAYOR (V.O.)

All right, then. Here's the deal.
Total amnesty... and the sum of
ten million dollars, payable in --

JOKER (V.O.)

Ten million dollars. Ten mi -- YOU
CHEAPSKATES! I've just wiped out the
stock market. I've cost you billions!
(petulantly)
I want ten million and one.

MAYOR (V.O.)

Please! We'll talk. Just tell us
what you expect.

JOKER (V.O.)

Goddammit, I expect to be treated
like an ARTIST. GET OFF MY SCREEN!!

MORE VIDEO STATIC sweeps across the screen, pushing the
MAYOR clean out of frame. The JOKER leers at the camera.

JOKER (V.O.)(cont.)

I might just think up some demands.
And maybe when I do we'll get
together -- have a little party
-- exchange presents.
(waving goodbye)
Happy Birthday, Gotham.

"The Shadow of Your Smile" comes up UNDERNEATH as the
JOKER's transmission ends and the SCREEN GOES BLACK.

146 INT. GLOBE CITY ROOM - THAT MOMENT - NIGHT

146

FRANTIC ACTIVITY as REPORTERS rush to their telephones
and typewriters. KNOX strolls slowly back to his desk.
He's sitting on the biggest story of his career... and
now, as he realizes grimly, nobody knows or cares.

CUT TO:

147 EXT. ANDREWS ISLAND - DAY

147

A tiny island in Gotham Harbor, homesite of LADY GOTHAM
-- the huge, newly restored stone statue that welcomes
incoming ships. Her upper half is draped in a huge TARP
prior to the unveiling ceremony.

At the base of the statue, WORKMEN are assembling a big
wooden platform, complete with mikes, amps and spotlights.
They raise a gigantic BANNER which reads: "GOTHAM CITY
-- 300TH ANNIVERSARY CELEBRATION."

CUT TO:

148

EXT. WAYNE MANOR - DAY

148

A TAXI pulls away from the wrought-iron gate at the entrance to the estate. KNOX ambles up to a stone pillar, glances up at a VIDEO CAMERA mounted over the gate, and hits a BUZZER. A LOUDSPEAKER blares:

ALFRED (V.O.)

Yes?

KNOX

Alexander Knox. Gotham Globe.

ALFRED (V.O.)

Mr. Wayne is out for the day.

KNOX

Actually, I wanted to talk to Batman. Pass that on to Mr. Wayne, would you?

KNOX starts cockily off down the driveway -- then STOPS. Behind him, the iron gates are SLIDING OPEN.

149

INT. BRUCE'S LIBRARY - TEN MINUTES LATER - DAY

149

KNOX, agitated, drums his fingers on the edge of a big leather chair. BRUCE stands across from him.

KNOX

That's how it is, chum. One column -- and I can bring all this tumbling down. I can take you off the streets for good.

BRUCE

What is it you want?

KNOX

I want you to hang up the suit. And I want you to stay away from Vicki.

BRUCE

I can't do that. Not while the Joker's still at large.

KNOX

Then stay away from Vicki. That's all I want, man. I just want your word.

BRUCE turns away, evading his gaze. KNOX fumbles in his jacket for a cigarette.

(CONTINUED)

KNOX (cont.)

See, I don't know how it happened
-- she's a smart girl and you are
an extraordinarily screwed-up guy
-- but she's in love with you.

BRUCE

Tell me, Knox. If you've got the
story, why haven't you printed it?

KNOX

Because I --
(beat)
-- Because she'd never speak to
me again.

KNOX is a bundle of nerves now. No longer cocky, he stubs
out his cigarette and begins to PLEAD OPENLY.

KNOX (cont.)

Come on, Bruce. Be straight. What
have you got to offer? You gonna
marry her? Batman and Mrs. Batman?
(laughing bitterly)
Gimme a break, huh? Who's gonna be
Best Rodent?

BRUCE sinks into a chair and sighs. He can't even put up
an argument. The two of them sit there, not looking at
each other, as ALFRED appears in the doorway.

BRUCE

Do you want a drink?

KNOX

Yeah, a drink. 'Civilized,' right?

BRUCE

Alfred, bring something for Mr.
Knox -- I'll have one, too.

CUT TO:

The weekend-long BIRTHDAY GALA is getting underway, and
Gotham Park is mobbed with CELEBRANTS enjoying a FREE
CONCERT. Onstage: FIVE ELVIS IMITATORS, dressed in every-
thing from black leather to white spangled jumpsuits,
representing the King in progressive stages of
deterioration.

She's on the sofa beside a disconsolate BRUCE.

VICKI

So we just pretend none of this
ever happened. We never met. We --
(frightened)
-- You're going to get yourself
killed, Bruce. You know that,
don't you?

BRUCE

No one would miss me.

VICKI

I don't understand it. You can
do so much good for people. As
Bruce Wayne.

He sinks back on the sofa, closes his eyes. He's had
the same argument with himself a thousand times.

BRUCE

Money makes money, Vicki. The
foundation runs itself -- I'm
extraneous to the process.

VICKI

You're one man. You can't save
everybody.

BRUCE

What if I could save a handful?
-- What if I could save one?

VICKI is sick of watching BRUCE torment himself. She
stands up, almost crying now, and ACCUSES HIM DIRECTLY:

VICKI

Bruce, at the rate you're going,
you can't even save yourself.

BRUCE

(staring ahead)
Sometimes... I don't know if
there's enough of me left to save.

VICKI is totally drained. She heads for the kitchen.

VICKI

Oh, God. I've got to have some
coffee or something.

A moment's breather as BRUCE sits on the sofa reflecting.
Then, suddenly, a KNOCK at the door.

(CONTINUED)

151 CONTINUED:

151

VICKI reappears and moves to answer the door. BRUCE -- on his feet instantly -- grabs her by the shoulder.

BRUCE

Are you expecting anyone?

She nods no. He goes to the peephole in the door.

BRUCE (cont.)

Who's there?

THROUGH THE PEEPHOLE he sees a DELIVERY BOY.

DELIVERY BOY

Package for Miss Vale.

BRUCE

Set it down by the door.

The DELIVERY BOY sets the package down and wanders off, tipless, muttering something about "cheap shits." After a moment's interval, BRUCE opens the door and bends to pick up the mysterious package.

Another brown-paper parcel... ADDRESSED IN CRAYON.

VICKI

BRUCE!

He strides past her, handling the parcel gingerly, and sets it down on the kitchen counter.

VICKI (cont.)

It's just like the last time. He sent me a present before he --

BRUCE

Very thoughtful. Don't touch it.

As VICKI watches, he goes into the living room and finds his ALLIGATOR ATTACHE CASE. He opens the case, removes a LAPTOP COMPUTER and a handful of business papers... then lifts out a false bottom to reveal his UTILITY BELT.

VICKI

Oh, Bruce. Don't tell me you carry it around with you.

BRUCE

I feel naked without it.

He takes out a tiny ULTRASOUND SCANNER -- rather like a stethoscope, with a miniature sonar display where the earpieces should be -- and runs it over the package.

(CONTINUED)

151 CONTINUED: (2)

151

BRUCE (cont'd)
Not a bomb. But it could be
rigged. Wait in the next room.

He takes a small GAS MASK from his belt, puts it on, then
SLITS THE WRAPPING with a steak knife.

Nothing. Cautiously, he pulls back the flaps. The box
is full of STYROFOAM POPCORN. BRUCE shoves a hand down
into the popcorn... and extracts a HUMAN EAR.

In the doorway VICKI lets out a squeal. BRUCE upends the
box and dumps TWO DOZEN EARS on the counter.

BRUCE (cont.)
... They're wax.

VICKI finds a hand-scrawled NOTE among the ears.

VICKI
"It worked for Van Gogh. Let's
kiss and make up."

BRUCE
(lost in thought)
That does it. It's going to be
this weekend.

The KITCHEN PHONE rings. VICKI reaches for the receiver.
Her eyes go wide and she gestures him over.

152 INT. ALICIA HUNT'S APARTMENT - THAT MOMENT

152

ALICIA, in her porcelain mask, on the phone.

ALICIA
I thought you ought to know --
he's coming for you.

153 ON BRUCE AND VICKI

153

Faces pressed together as they listen in. BRUCE covers
the mouthpiece with one hand.

BRUCE
Keep her on the line!

VICKI
... Where are you calling from?

As VICKI struggles to keep the conversation alive, BRUCE
rushes into the living room and crouches beside his
LAPTOP COMPUTER. He plugs it in, flips open the screen,
punches up a telecommunications program.

(CONTINUED)

153 CONTINUED:

153

A moment later VICKI enters from the kitchen.

VICKI (cont.)

I'm sorry, she hung up. What are --

BRUCE

Finding out where she is.

VICKI

How can you do that if she's
already off the line?

BRUCE

I've had an automatic tracer on
this number ever since he tracked
you to the museum.

154 INT. BATCAVE - THAT MOMENT

154

MASSIVE COMPUTERS click and whir. At BRUCE's prodding,
INFORMATION comes up on the monitor: a number, a name --
ALICIA HUNT -- and an East Side address.

155 INT. VICKI'S APARTMENT - THAT MOMENT - EVENING

155

THE SAME INFORMATION scrolls across BRUCE's screen.

BRUCE

Got it!

VICKI

What now?

BRUCE

Hang on. I have to leave a message.

HE FREEZES. He's heard something in the hallway outside.

156 INT. HALLWAY - THAT MOMENT

156

ELEVATOR DOORS open on THREE THUGS. One of them hoists
an enormous KEY RING and locks the car in place on
VICKI's floor.

The KEY RING belongs to a DOORMAN, who's riding in the
elevator with the JOKER's trio of thugs. He's dead,
alas. The THUGS dump him unceremoniously on the floor
of the hall and march toward VICKI's apartment.

157 INT. VICKI'S APARTMENT - A MOMENT LATER

157

BRUCE is nowhere in sight. VICKI is at the sink washing
dishes, acting nonchalant. She pretends not to hear the
DOOR unlocking behind her.

(CONTINUED)

She turns -- and faces the THREE ADVANCING THUGS.

THUG I

Easy, Miss Vale. Let's not put up
a fight --

BRUCE steps into the doorway behind them. With a single sweep of the arm, he flings THREE DRUG-TIPPED NINJA WHEELS at the thugs, catching one in the neck, one in the shoulder, one in the hip. They COLLAPSE in quick succession.

BRUCE

There's a garage in this building?

VICKI nods yes. BRUCE -- all business now that he's in his element -- disappears into VICKI's bedroom.

She peeks around the corner. He reemerges carrying a BLACK NYLON STOCKING, which he stuffs into his pocket. VICKI is full of questions, but he shushes her before she can speak.

BRUCE (cont.)

I've got to take him out now.

He stoops down beside the THUGS and pulls the elevator key off the key ring -- which he then tosses to VICKI.

BRUCE (cont.)

Pick an apartment. Stay there.
And call the police. Give them
that address. Every available man.

He starts out the door, stops just long enough to take a dumbfounded VICKI in his arms for a kiss.

INT. UNDERGROUND GARAGE - A MOMENT LATER - EVENING

THE JOKER'S VAN, bearing the Monarch Playing Card logo. TWO ARMED GOONS lean against the hood. They watch as the elevator opens and an ordinary fellow in a suit steps out.

BRUCE pulls car keys from his pocket and ignores the thugs, head down, whistling. As he walks past, his hand brushes against a metal support column -- leaving a small, magnetized SONIC DEVICE stuck to its surface.

He walks another six paces, then stops short. He feels around in all his pockets and curses theatrically to himself, as if he's forgotten something important.

The GOONS eye him curiously as he strides back toward the elevator.

(CONTINUED)

158 CONTINUED: 158

The doors are closing before it strikes them that something is amiss.

GOON

Hey, boss, the elevator's working.

159 INT. VAN - ON JOKER 159

He's weighing the significance of this new development when -- all at once -- an EAR-SPLITTING ULTRASONIC SCREECH rocks the garage.

160 INT. GARAGE - THAT MOMENT 160

TWO GOONS drop to the cement floor, clutching their ears in agony, immobilized by the awful reverberating WHINE. The VAN revs up, backs out of its space, swerves toward the cast-iron GATE at the entrance to the garage.

The front wheels roll over the big rubber cable that activates the gate. Nothing happens. The van backs up, lurches forward again. Still the gate does not rise.

161 INT. VAN - ON JOKER 161

Holding his ears, he SCREAMS over the deafening racket.

JOKER

SOMEBODY'S KILLED THE POWER!!

DRIVER

WHAT?

JOKER

SOMEBODY'S KILLED THE --

DRIVER

WHAT??

The JOKER gestures wildly at the garage entrance. His DRIVER lays rubber and RAMS THE GATE -- but no go. They shift into reverse for another try.

162 EXT. ROOFTOP - EVENING - A MOMENT LATER 162

BRUCE scrambles to the ledge just in time to see the GARAGE GATE flying off its hinges. The VAN, its front end trailing smoke, screeches out into traffic.

So much for Plan A. BRUCE clamps the utility belt around his waist, pulls the BLACK NYLON STOCKING over his head. A second later, he's BOUNDING ACROSS THE ROOFTOPS in pursuit of the JOKER.

170 EXT. SIDE STREET - THAT MOMENT 170

BRUCE sees the VW Bug rounding the corner and STREAKING TOWARD HIM. He reins in the horse; it rears back on its hind legs; the BUG zooms past --

-- and ALFRED THE BUTLER heaves out a BROWN LAUNDRY BUNDLE, neatly tied in string. BRUCE plucks it out of the air, gives ALFRED a quick salute -- and the BUG is gone.

171 INT. JOKER'S VAN - EVENING 171

The JOKER and his boys are stalled in heavy traffic at the southern border of Gotham Park. POLICE BARRICADES are everywhere; the surrounding streets have been roped off for the birthday gala. HORNS HONK in anger.

JOKER

MOVE! Can't you do something??

DRIVER

It's a detour. They're backed up for blocks!

The JOKER snorts. He happens to glance into the sideview mirror. What he sees there... CURDLES HIS BLOOD.

JOKER

Oh my God. How does he do it...?

172 EXT. STREET - A BLOCK AWAY - THAT MOMENT 172

THE BATMAN, IN FULL COSTUMED GLORY, GALLOPING UP THE STREET ON HORSEBACK -- passing stunned COPS, weaving in and around the stalled autos, GAINING FAST on the JOKER.

173 INT. VAN - THAT MOMENT 173

THE JOKER is climbing all over the DRIVER. He HITS THE GAS, RUNS THE VAN UP ON THE SIDEWALK, and -- at the first opening he sees -- CRASHES THROUGH A POLICE BARRICADE INTO GOTHAM PARK ITSELF.

BATMAN is half a block back. As he closes in on the JOKER, TWO HELICOPTERS swing into the park from overhead.

174 EXT. GOTHAM PARK - EVENING 174

CROWDS EVERYWHERE. On the central platform where we saw the FREE CONCERT earlier, an EMCEE mans the microphone:

EMCEE

-- the most spectacular, most death-defying aerial stunt ever devised. Tonight -- for the first time anywhere -- THE FLYING GRAYSONS!

(CONTINUED)

- 174 CONTINUED: 174
- He points up at the two approaching HELICOPTERS, flying side-by-side in tight formation some forty feet apart.
- 175 ANGLE ON HELICOPTERS 175
- ONLOOKERS GASP as TWO TRAPEZES drop from the bellies of the twin copters. Dangling from the trapezes are the FLYING GRAYSONS -- a husband-and-wife aerialist team in spangled red-and-green suits. They swing toward each other in a plane perpendicular to the path of the copters.
- 176 EXT. GOTHAM PARK - GROUND LEVEL 176
- BATMAN is moving up swiftly. The JOKER's van barrels through the crowd, HORN BLARING. It veers off the access road down into the brush and nearly topples over sideways.
- 177 ANGLE ON FLYING GRAYSONS 177
- GRAYSON has just completed a double somersault in midair, landing in the capable hands of his wife. Now they're swinging again, building momentum as he prepares to make the return leap back to his own trapeze.
- 178 INT. HELICOPTER - THAT MOMENT 178
- In the bay of the helicopter stands a kid, fifteen, compact, tough, and wiry: DICK GRAYSON. Like his parents, he's wearing a red-and-green suit. From the copter, he's got a perfect bird's-eye view of the BATMAN-JOKER chase.
- PILOT
Ready to go, Dick?
- DICK
What's all the ruckus down there?
- 179 INT. VAN - THAT MOMENT 179
- As the van bounces downhill over rocks and bushes, the JOKER spies a truck. On its side, in bright red letters, a WARNING: "DANGER - FIREWORKS. FLAMMABLE LOAD."
- The JOKER reaches into the back for a HIGHWAY FLARE.
- JOKER
Head for the truck!
- 180 INT. HELICOPTER - THAT MOMENT 180
- Hovering overhead, DICK spots the JOKER. He GASPS IN SHOCK as a LIT FLARE flies from the back of the VAN... directly into the FIREWORKS TRUCK.

181 EXT. PARK - GROUND LEVEL - A MOMENT LATER 181

THE BATMAN is thrown off his horse by the shock of a massive EXPLOSION. All at once, THE SKY IS FULL of BURSTING, INCANDESCENT COLORS!!

THE JOKER hangs out of the rear of the van, looking up, an expression of PURE DELIGHT on his face.

JOKER
I love fireworks!

182 ANGLE ON HELICOPTERS 182

LURCHING AND SPINNING IN THE SKY as FIREWORKS rocket past. One of them takes a dead hit on the rotor. JOHN GRAYSON falls to his death instantly; a moment later, the COPTER plummets into the trees with a fiery CRASH.

MARY GRAYSON hangs from the second copter as it bobs and weaves out of control. ONLOOKERS SCREAM IN TERROR.

183 EXT. STREET - THAT MOMENT 183

THE JOKER'S VAN bursts out of the park and speeds up a wide, cordoned-off avenue. Overhead, THE SECOND COPTER veers wildly, out of the park now, swinging dangerously close to the tall buildings along the avenue.

184 INT. HELICOPTER - THAT MOMENT 184

DICK, at the mouth of the cockpit, watches helplessly as his MOTHER swings into a POWER LINE and drops three stories to the pavement.

DICK
NO! NOOOOOOOO!!!

His face is contorted with rage and pain. The PILOT struggles to right the copter, barely avoiding a collision with the nearest building. And then -- before THE PILOT can stop him -- DICK HAS JUMPED OUT OF THE COPTER.

185 ANGLE ON DICK 185

With astonishing physical grace, he DIVES. GRABS A FLAG-POLE. Executes a perfect somersault. FLIPS onto a nearby fire escape. VAULTS to the next fire escape down. And LEAPS OUT OVER THE STREET --

-- MAKING A PERFECT TWO-POINT LANDING on his intended target... THE ROOF OF THE JOKER'S VAN!!

186 INT. VAN - THAT MOMENT 186

THE JOKER hears a THUNK overhead. He casually lifts his gun and BLOWS A HOLE THROUGH THE ROOF OF THE VAN.

187 EXT. ROOF OF VAN - MOVING - THAT MOMENT 187

The blast just misses DICK. He sprawls flat, YANKS at the chrome luggage rack on the roof of the van, and BREAKS OFF A FOUR-FOOT SHAFT OF METAL.

ANOTHER SHOT through the roof. DICK rolls forward, hoists his chrome spear over the windshield.

188 INT. VAN - THAT MOMENT 188

GLASS SPLINTERS as DICK RAMS THE SHAFT THROUGH THE WINDSHIELD. The DRIVER dodges left, LOSING CONTROL OF THE WHEEL.

189 EXT. ROOF OF VAN - MOVING - THAT MOMENT 189

The VAN careens wildly toward an OVERPASS. DICK rises up into a crouch just in time to see a sign which reads: "DANGER -- LOW CLEARANCE." He's about to get his head taken off!

ONE SECOND BEFORE IMPACT a BLACK-CAPED SHADOW swings across the street and SCOOPS DICK OFF THE ROOF OF THE VAN.

190 EXT. STREET - NIGHT 190

BATMAN AND DICK tumble to the pavement. THE VAN knocks over a fire hydrant and STOPS. DICK is already on his feet, ready to CHARGE THE VAN, when BATMAN throws a powerful arm around his waist.

DICK
LET ME GO! LET ME --

THE JOKER steps casually out of the van. TWO GOONS with MACHINE GUNS emerge behind him. PEDESTRIANS SCREAM as the GOONS level their guns at the CROWD.

DICK (cont.)
YOU PIECE OF -- YOU MOTHERF --

DICK is kicking, screaming, clawing, biting. BATMAN has his hands full restraining the kid.

JOKER
Like your boyfriend. He's kinda hot.

BATMAN
Take me. Let the boy go.

JOKER
Gosh, I could kill you, but then you'd miss my party. And you, Batman -- you're the guest of honor!

(CONTINUED)

190 CONTINUED:

190

BATMAN

What are you talking about?

JOKER

Batman! Don't you even recognize
your old pal Jack? After all...
(cackling insanely)
... You made me what I am today.

BATMAN cocks his head in puzzlement as DISTANT SIRENS
BLARE. The JOKER and his HOODS -- guns still aimed at
the crowd -- back away and race off on foot, vanishing
into the night.

DICK BREAKS FREE and BOLTS AFTER THEM. BATMAN throws him
to the street with a flying tackle. The boy is weeping
hysterically.

DICK

HE KILLED MY PARENTS! HE KILLED
MY --

BATMAN flinches at the sound of the words. He reaches
into his belt and -- mercifully -- breaks a KNOCKOUT
CAPSULE under DICK's nose.

DISSOLVE TO:

191 INSERT - TELEVISION SCREEN

191

A report from the hallway outside ALICIA's apartment.

REPORTER (V.O.)

... on a tip attributed to the
mysterious Batman. The apartment
was booby-trapped with lethal gas,
leaving five policemen dead.

(beat)

Also found dead at the scene was
Alicia Hunt, 26, a former model --

CAMERA PULLS BACK to reveal that the TV SCREEN is part of
BRUCE'S BANK OF MONITORS, deep in the Batcave. The other
screens show the various rooms of Wayne Manor, all empty.

We move now to the video display of a COMPUTER WORKSTATION,
showing TWO FACES side-by-side: a mug shot of JACK NAPIER
and a freeze-frame of the JOKER from one of his pirate
transmissions. A GRAPHICS PROGRAM abstracts the twin
heads into THREE-DIMENSIONAL, ROTATING TOPOLOGICAL GRIDS
-- and, as we watch, the two spinning heads COLLIDE AND
MERGE. Except for the fearsome grin, they MESH PERFECTLY.

(CONTINUED)

191 CONTINUED:

191

Yet another terminal: Bruce's database. The same phrase flashes again and again, scrolling up the screen: ACE CHEMICAL CO. ACE CHEMICAL CO. ACE CHEMICAL CO.

And, finally: BRUCE HIMSELF, slumped at a table, his head in his hands. He's realized, to his horror, that he is responsible for the birth of the Joker. And frankly... he would just as soon be dead.

192 INT. WAYNE MANOR - GUEST BEDROOM - DAY

192

DICK GRAYSON is sprawled on a huge four-poster bed, unconscious, softly moaning. He COMES TO with a jolt. Breaking into a sweat almost instantly, he looks at his unfamiliar surroundings. A shadowy figure stands nearby.

DICK

... Where am I?

BRUCE

My name is Bruce Wayne. You're welcome to stay here as long as you want.

BRUCE steps out just as ALFRED enters with a breakfast tray. DICK makes a puzzled face. What the hell is going on here?

193 INT. HALL OF JUSTICE - DAY

193

Beneath the statue of blind Justice, BRUCE and HARVEY DENT march through the portico, engaged in a heated argument.

DENT

We'll raid Ace the moment we get a warrant.

BRUCE

He'll be ready when you do. Remember what happened at the apartment.

DENT

All right, Bruce, what do you suggest?

BRUCE

I suggest a nice big bomb.

DENT

Good. A bomb. On a blind tip from Bruce Wayne -- We do have laws.

BRUCE

Then for God's sake, Harvey, cancel the anniversary celebration.

(CONTINUED)

193 CONTINUED:

193

DENT

We've told him we'll deal. What could he possibly have to gain by --

BRUCE

Do you still think the Joker cares about money??

DENT

I don't know. I'm just a D.A. I don't have access to all your expert sources.

Mexican standoff. BRUCE stalks off fuming. DENT hangs back a moment, then turns down the hall.

194 EXT. WAYNE MANOR - ESTABLISHING - DAY

194

The ornate, wrought-iron GATE which opens on the long driveway snaking up toward Wayne Manor. It's bolted shut.

195 INT. WAYNE MANOR - DAY

195

A glass-enclosed room which houses an enormous HEATED INDOOR SWIMMING POOL. DICK GRAYSON does a couple of laps, then climbs out and towels himself off.

He looks out at the estate: tennis courts, a riding stable in the distance. He's not happy. All this opulence could drive a guy stark staring nuts in short order.

196 INT. GUEST BEDROOM - DAY

196

An OPEN SUITCASE on the bed. DICK fingers a gold ashtray bearing the figure of Winged Victory -- then shrugs and tosses it into the suitcase on top of his gymnast's costume. When he turns he sees BRUCE in the doorway behind him.

DICK

... Your butler wouldn't gimme a ride so I figured I'd hoof it.

BRUCE

Sorry. I can't let you leave.

DICK

You can't keep me here, man. That's kidnapping.

BRUCE

If I let you leave, you'll do the same thing again. You'll go after the Joker... and you'll wind up dead.

(CONTINUED)

196 CONTINUED:

196

Bruce turns to go.

DICK

Hey, man. Look at you. You're rich. You got everything you want. How do you know what's in my mind?

BRUCE turns to face him. The little hellion's eyes are filled with raw, burning hatred. BRUCE knows the feeling.

BRUCE

I don't care what's in your mind. You're staying.

BRUCE reaches for a key in his pocket. Without warning, the kid RUSHES him, throwing a rock-solid punch. With blinding speed, BRUCE sidesteps him, parries the blow, and winds up spinning DICK around -- INTO A WALL.

DICK, stunned, has to laugh. This rich boy has a move or two. BRUCE stands there, silently challenging him.

Suddenly, the kid is airborne -- upping the ante with a scissor-kick aimed squarely at BRUCE's gut. In a blur of motion BRUCE checks the kick, swings an arm into DICK's chest, and sends the boy sprawling flat on his back.

197 INT. WAYNE MANOR - KITCHEN - THAT MOMENT

197

ALFRED, in his apron, fixing a tray of snacks. He looks up curiously at the ceiling. From the sound of it, a battle royal is shaping up in the guest bedroom.

198 INT. GUEST BEDROOM - THAT MOMENT

198

DICK'S BODY -- head down, feet up -- flies through the air. He SMASHES INTO a closet door and slumps to the carpet. Shaken now, sweating profusely, he looks up at BRUCE... who stands there calmly, adjusting his necktie.

A long, tense moment passes between them. Then:

DICK

... You're him.

No reply from BRUCE. Their gazes lock. And suddenly...

ALFRED (O.S.)

FREEZE!

DICK and BRUCE look around. The puny, mustachioed butler stands in the doorway, feet spread in a Dirty Harry stance, a .44 MAGNUM trained on DICK.

(CONTINUED)

198 CONTINUED:

198

BRUCE

It's all right, Alfred.
Everything's under control.

ALFRED

... Very good, sir.

ALFRED relaxes, musters his dignity, and turns to go.

CUT TO:

199 INT. JOKER'S BOARD ROOM - AFTERNOON

199

THE JOKER sits at the head of the big long table, bouncing an inflatable CLOWN DOLL on his knee.

JOKER

Boys, you've earned this party,
because I'm here to tell you... we
have had one helluva quarter.

He points at three SALES CHARTS on portable easels.

JOKER (cont.)

Panic's up. Terror's up. And fear
-- fear's gone straight through the
roof. Isn't that right, Jocko?

The CLOWN DOLL seems disinclined to answer, so the JOKER does it for him -- affecting a nasal falsetto whine.

JOKER (cont.)

'That's right, Joker!' So on this
happy occasion, Jocko and I would
like to announce the latest, the
final phase in our plan to beautify
Gotham City.

(waving the doll)

'Ray-y-y-y!!!'

Now we see the familiar gang of CRIMELORDS seated at the table: wearing party hats, looking at individual servings of ice cream and cake. It's quite a festive scene -- except for the fact that they're all GAGGED AND BOUND.

JOKER (cont.)

Now, I realize -- some of you have
your eye on the bottom line. You
think this project's too expensive.
Like Frankie Delgado: he's been
talking about turning me in to the
cops. Or Joey the Weasel. Who's
been planning to knock me off.

(CONTINUED)

199

CONTINUED:

199

We get quick looks at FRANKIE and JOEY, struggling against their bonds, sweating like pigs.

JOKER

But I say to hell with profits.
I say it's time we gave something
back to the community. That's why
I've asked Jocko here to give you
a little demonstration. Enjoy!

He stands, sets the doll on the table and exits. The P.A. system blares CANNED LAUGHTER.

As the CRIMELORDS look on helplessly, the DOLL begins to bulge and jitter. A moment later, it EXPLODES -- filling the room with NOXIOUS GREEN GAS!

200
&
201

OMITTED

200
&
201

202

INT. ANTEROOM - THAT MOMENT

202

Offscreen: muffled grunts, chairs tipping over. THE JOKER cranks up the volume on the canned laughter, drowning out the sounds of panic from the next room over.

CUT TO:

203

INT. BRUCE'S BEDROOM - TOWARD DUSK

203

VICKI lies in BRUCE's bed, under the covers, propped up on the pillows. BRUCE is in his robe over by the window, looking out at his estate.

BRUCE

All this apparatus, Vicki... this house, and the money, and the power ... it was never mine. It was something I inherited. Bruce Wayne was something I inherited.

(pause)

All I ever hoped for was someone who could see through Bruce -- who could see me -- and not be frightened.

VICKI

I'm not frightened of you, Bruce.
I'm frightened for you.

BRUCE

In all these years... why couldn't I see how it would turn out?

(CONTINUED)

203 CONTINUED:

203

He turns toward her. His face is ravaged with guilt.
Now she's truly afraid.

BRUCE (cont.)
I'm responsible, Vicki. If it
wasn't for me, there'd be no Joker.

CUT TO:

204 INT. BATCAVE - EVENING

204

TIGHT ON a tiny electronic device: two cylindrical steel casings bracketed together, topped by a DIGITAL TIMER. BRUCE watches the TIMER tick off seconds: 30. 29. 28. At 25 seconds, BRUCE kills the countdown and CLAMPS THE DEVICE into an empty packet on his utility belt.

He stands up wearily. Behind him, hanging back discreetly in the shadows, is his loyal butler ALFRED.

BRUCE
Where's the boy?

ALFRED
Upstairs. He's quite docile.

BRUCE
I know that feeling. It won't last.
(sighing)
He's a long way ahead of where I
was at his age.

ALFRED
Respectfully, sir... there'll
never be another one like you.

BRUCE smiles sadly. He takes a moment to survey the Batcave as ALFRED looks on tremulously.

BRUCE
How long's it been, Alfred? A
quarter of a century?
(beat)
It seems like yesterday. I guess
we ended up doing more harm than
good.

ALFRED
Don't ever say that, sir. Don't
ever believe it.

BRUCE
If not for you I never would've
made it. You know that.
(MORE)

(CONTINUED)

204 CONTINUED:

204

BRUCE (CONT'D)

My own parents couldn't have...
 (taking Alfred's
 shoulders)

... The boy, Alfred. You'll both
 be provided for. Don't let all
 this go to waste.

Their eyes lock for a long moment. ALFRED is unable to speak. Finally BRUCE turns and starts slowly up the long circular stairway which leads from the Batcave to Wayne Manor. On the third step he pauses:

BRUCE (cont.)

Alfred? -- Thank you.

The calm before the storm. As BRUCE disappears up the stairs, a shaken ALFRED steadies himself against a lab table, fighting back tears.

205 INT. BRUCE'S BEDROOM - EVENING

205

BRUCE draws the curtains, sets an alarm clock. The current time is 7:09 PM.

He sits cross-legged on the floor, slumps forward slightly, and closes his eyes. He inhales, exhales, taking deep, regular breaths. His muscles relax. Ten seconds later, BRUCE has plunged into DEEP SLEEP.

Time passes. The clock shows 7:19, 7:32.

At 7:44 we TRACK IN on BRUCE's unconscious face, drawing closer and closer until HIS EYELIDS FILL THE FRAME, twitching with the irregular movement characteristic of REM sleep. Without warning his EYES SNAP OPEN.

HOLD ON BRUCE'S GAZE -- grim, alert, determined -- as the clock hits 7:45. An ALARM SOUNDS, BREAKING THE SILENCE with its grating electronic WHINE.

206 SERIES OF SHOTS

206

The ALARM BLARES as BRUCE dons the famous costume in preparation for a final confrontation with the JOKER's forces. We get a succession of quick, almost iconic images: the gloves. The boots. The cape. And finally, THE BLACK BAT-EMBLEM, FILLING THE SCREEN.

DISSOLVE TO:

207 EXT. ACE CHEMICAL - AERIAL SHOT - NIGHT

207

The trademark ace on the illuminated sign. From our vantage point high above, we can see THREE CARGO TRUCKS rolling out the main gates.

(CONTINUED)

207 CONTINUED: 207

A half-mile away, THE BATMOBILE cruises up the waterfront, approaching soundlessly, its headlights off.

208 INT. ACE CHEMICAL - THAT MOMENT - NIGHT 208

The JOKER'S MINIONS, working late, readying a huge shipment. At an open loading bay, we find a DISPATCHER with a clipboard, directing MORE TRUCKS in the lot outside.

DISPATCHER
Boston, Philly: loading bay one.

209 EXT. ACE CHEMICAL - THAT MOMENT - NIGHT 209

The BATMOBILE stops short of the main gate. ENGINES ROAR and the supercar ACCELERATES, SMASHING THROUGH THE GATE and taking half the chain-link fence with it.

In the guard's booth, ARMED GOONS pull guns as the BATMOBILE streaks across the parking lot and LAUNCHES A ROCKET at the corrugated metal door which opens on the factory floor. A THUNDEROUS EXPLOSION tears a gaping hole in the door.

210 INT. ACE CHEMICAL - THAT MOMENT - NIGHT 210

The BATMOBILE cruises through the flaming wreckage and SKIDS TO A HALT on the refinery floor. The JOKER'S MEN take one look at the BATMOBILE, PANIC, and PELT THE CAR with a barrage of MACHINE-GUN FIRE.

CRACKS begin to spread across the Batmobile's Plexiglas dome. Within moments, the windshield SHATTERS -- and COLLAPSES ALTOGETHER.

211 INT. BATMOBILE - THAT MOMENT 211

BULLETS rip through the upholstered passenger seats. It doesn't matter. The car is empty. No one's driving.

TRACK IN on the computer console -- where a familiar tinny voice calmly repeats its pre-programmed command:

COMPUTER (V.O.)
... Detonate.

A beat. Then: BLAM.

212 INT. POLICE CAR - THAT MOMENT - NIGHT 212

A CONVOY approaches Ace Chemical -- GORDON's team preparing to raid the plant. Inside each car: SPECIAL UNIT COPS dressed in asbestos suits, gas masks in their laps.

(CONTINUED)

212 CONTINUED: 212

All at once, a BRILLIANT RED GLARE suffuses the sky.

GORDON

Good Lord!

213 EXT. ACE PARKING LOT - THAT MOMENT - NIGHT 213

THE JOKER'S MEN running for their lives, KNOCKED FLAT by a DEAFENING EXPLOSION. For a few seconds everything is flame and fury. And then --

-- All that's left of Ace Chemical is a pile of charred rubble and a PILLAR OF THICK BLACK SMOKE, spiraling up to the sky.

CUT TO:

214 EXT. ANDREWS ISLAND - NIGHT 214

DAZZLING FIREWORKS explode in the night sky over Gotham Harbor. SEARCHLIGHTS sweep across the mammoth, welcoming stone figure of LADY GOTHAM -- still wrapped in canvas, ready to be unveiled.

COPS ON HORSEBACK patrol the edges of the crowd. Across the Harbor, Ace Chemical is going up in flames -- but as far as the crowd can tell, with all the noise and excitement, it's just another part of the celebration.

At the base of the statue, GOVERNOR GILROY speaks into a microphone:

GOVERNOR GILROY

As governor of this great state, it is now my honor to unveil for you a very special lady -- a lady who stands tall for life and liberty -- America's favorite lady... LADY GOTHAM!

The CROWD begins to APPLAUD RHYTHMICALLY, chanting "LADY GOTHAM! LADY GOTHAM!" It's like Times Square on New Year's Eve, waiting for the big ball to drop. GILROY hoists a pair of oversized scissors and cuts a ceremonial ribbon; hydraulic CRANES kick into gear; CABLES DROP FREE, and the canvas cover draws back from LADY GOTHAM's face --

-- to a chorus of SCREAMS from the crowd. LADY GOTHAM IS WEARING A GRISLY JOKER GRIN!!!

Suddenly -- in the midst of the hysteria -- THE SEARCHLIGHTS DIE. The STAGE LIGHTS BLINK OUT. ANDREWS ISLAND IS PLUNGED INTO DARKNESS. Instantaneous mass panic: The GOVERNOR shouts to his aides as ONLOOKERS mob the stage.

(CONTINUED)

214 CONTINUED: 214

COPS are knocked from their horses as the CROWD stampedes. ANARCHY RULES.

And across the harbor... block by block... GOTHAM CITY IS GOING DARK.

215 SERIES OF SHOTS 215

DARKNESS DESCENDS. In the pitch-black subways, TERRIFIED COMMUTERS are seized by claustrophobia. GLASS SHATTERS, DOORS BREAK OPEN as they claw their way out of stalled subway cars and spill out onto the tracks.

On the streets above, GOTHAM'S CRIMINAL ELEMENT is having a field day. FLAMES ERUPT. PUNKS race down the street carrying fur coats and color TV's. The cops are out-manned, utterly helpless against the first waves of RIOTING AND LOOTING. THE JOKER'S DREAM IS COMING TRUE.

216 EXT. STREET - NIGHT 216

In a crouch on the pavement, snapping photos of the wild street action, is VICKI -- fearless, professional, doing her job. A battered FORD ESCORT cruises up behind her.

KNOX

VICKI!

VICKI sees KNOX, climbs into the passenger seat. He's wearing a big smile. They're jazzed, oblivious to danger.

KNOX (cont.)

Couldn't turn down the job, huh?
A girl could get hurt this way.

VICKI

Yeah. Deja vu.

KNOX

What do you say? Let's head for the lights.

In the distance, above the tops of the buildings, BEACONS sweep the sky.

217 EXT. BROAD AVENUE - NIGHT 217

Stationed all up and down Gotham's widest thoroughfare are huge portable SEARCHLIGHTS -- mounted on trucks with portable generators, unaffected by the power outage.

On the street, a bizarre PARADE is taking place, just as if nothing's wrong.

(CONTINUED)

217 CONTINUED:

217

Rumbling along at two-block intervals, moored to floats, are DOZENS OF ENORMOUS BALLONS in the shapes of cartoon characters and historical figures. It's like a hellish Thanksgiving's day procession.

The LEAD-OFF BALLOON is a gigantic, grotesque CLOWN -- smiling ghoulishly, dressed in white Pierrot frills. We TILT DOWN to the FLOAT BENEATH IT...

... and there, atop a mountain of roses where the prom queen should be, sits the JOKER -- smiling, waving daintily at the rioters and looters, presiding over the carnage like some demented parade marshal.

CUT TO:

218 EXT. LAKE - NIGHT

218

A desolate rural setting. UTTER SILENCE. Moonlight glints on placid waters. We track in on a small sign bearing the legend: "GOTHAM CITY RESERVOIR."

219 EXT. ACCESS ROAD - AERIAL SHOT - MOVING - NIGHT

219

The THREE CARGO TRUCKS from Ace Chemical roll ominously TOWARD THE RESERVOIR on their deadly mission. And then -- A STREAKING BLACK SHADOW ENTERS FRAME, overtaking the TRUCKS.

THE BATWING! A phenomenal ULTRALIGHT AIRCRAFT, swift, sleek, jet-black and infinitely maneuverable, it SOARS EASILY past the trucks, swooping low just long enough to release a BOMB over a concrete bridge.

220 EXT. ACCESS ROAD - A MOMENT LATER

220

The BRIDGE EXPLODES, blocking the trucks' path to the reservoir. PUZZLED DRIVERS climb out of their cabs and wonder what to do next.

They spot the BATWING in the distance -- banking, doing a sharp 180. For a moment they gape in disbelief. Then they HEAD FOR THE TREES as the BATWING DIVES DIRECTLY AT THE TRUCKS, firing THREE ARMOR-PIERCING SHELLS... and destroying the JOKER's lethal cargo once and for all.

221 ANGLE ON BATMAN

221

in the cockpit, his jaw set, not even looking back at the wreckage as his plane roars off toward the Gotham skyline.

222 EXT. GOTHAM STREET - NIGHT

222

FRIGHTENED PEDESTRIANS race past OVERTURNED CARS. A PARADE FLOAT, run aground on the sidewalk, begins to BURN.

(CONTINUED)

222 CONTINUED: 222

Above it, a damaged BALLOON -- the cartoon character UNDERDOG -- is losing helium, warping and buckling in on itself, sinking down gently toward the flames. Down the street, KNOX'S FORD ESCORT is coming up fast.

223 INT. FORD - MOVING - THAT MOMENT 223

VICKI snapping photos out the window as UNDERDOG drifts downward. FLAMES lick up at his belly -- and the cartoon blimp EXPLODES.

KNOX
So much for Underdog.

THEN -- as they drive past -- A SECOND EXPLOSION. And all at once the STREET IS FULL OF DEADLY GREENISH GAS!!

VICKI
ALLIE!! THE WINDOWS!!

224 EXT. STREET - A MOMENT LATER - NIGHT 224

The Ford Escort, windows up, swerves out of a THICK SPREADING CLOUD of GREEN LAUGHING GAS -- threatening to engulf the entire block!

225 INT. FORD - MOVING - THAT MOMENT 225

KNOX
WHAT HAPPENED?!?

VICKI stares back at the green cloud. Turns. And sees, up the street, THE JOKER'S PROCESSION: BALLOONS BY THE DOZEN!

VICKI
Oh my God. Compressor tanks.
He's got the balloons rigged with compressor tanks!!

226 INT. BATWING - THAT MOMENT - NIGHT 226

BATMAN, at the controls, gliding over Gotham. He looks down, sees a BILLOWING HAZE of DENSE GREEN FUMES. At its periphery: LOOTERS reeling and staggering, falling to the pavement, LAUGHING THEMSELVES TO DEATH.

227 INT. FORD - MOVING - THAT MOMENT 227

VICKI staring through the windshield. Overhead an AIR-CRAFT streaks past... an aircraft with SCALLOPED BLACK BAT WINGS.

(CONTINUED)

227 CONTINUED:

227

VICKI
 LOOK! IT'S BRUCE!!
 (frantically)
 Allie -- the balloons. We've got
 to find some way to tell him!

KNOX
 Great. How??

They speed up the street toward the parade. SPOTLIGHTS SHINE. Suddenly KNOX's eyes bug out. He SLAMS ON THE BRAKES and SKIDS TO A HALT.

KNOX (cont.)
 COME ON!

228 EXT. AVENUE - A SECOND LATER - NIGHT

228

Before VICKI can speak, KNOX has grabbed a tire iron from the back of the car and RACED OUT ONTO THE STREET. He flings the TIRE IRON through the glass storefront of a COSTUME SHOP.

In the window, MANNEQUINS dressed in party costumes: Frankenstein. Ronald Reagan. And, that current popular sensation... THE BATMAN.

As VICKI catches up with him, KNOX drags the Batman dummy out of the store window. RIPS OFF ITS BLACK CAPE. And DASHES MANIACALLY UP THE SIDEWALK.

Waving the cape, he VAULTS onto the back of a SPOTLIGHT TRUCK. VICKI's face goes slack. Now she gets it.

KNOX
 GIMME A HAND UP HERE!

VICKI climbs up. They drape the cape over the face of the spotlight. Then they put their shoulders to the swivel assembly -- tilting the spotlight -- AIMING THE BEAM...

... DIRECTLY AT THE JOKER'S WHITE CLOWN BALLOON!!!

229 INT. BATWING - THAT MOMENT

229

BATMAN stares at the CLOWN BALLOON dead ahead. On its massive distended belly... a BURNING YELLOW OVAL. And in the center of the oval... THE BLACK SILHOUETTE OF A BAT. BATMAN'S MOUTH drops open. He understands.

230 EXT. AVENUE - ON JOKER'S FLOAT - THAT MOMENT

230

THE JOKER reaches into a big sack and begins distributing MINIATURE GAS MASKS, like party favors, to his cronies on the float.

(CONTINUED)

230

CONTINUED:

230

Then he pulls out a radio-operated REMOTE CONTROL DEVICE and points it up at the CLOWN BALLOON.

He hits a button. The CLOWN begins to INFLATE. It's joints bulge. Its FACE SWELLS UP as the COMPRESSOR TANK concealed inside it releases its odious contents. The JOKER is BEAMING, a look of PURE UNALLOYED JOY on his face...

... when his PARADE FLOAT BLOWS TO SMITHEREENS BENEATH HIM! The JOKER and his men CARTWHEEL THROUGH THE AIR and TUMBLE TO THE ASPHALT as THE BATWING WHIPS PAST OVERHEAD, soaring through the stone canyons of Gotham at a 90-degree angle to the ground!

JOKER

No... NOOOOO!!!

231

ANGLE ON CLOWN BALLOON

231

as it rises, rises, swelling to grotesque proportions in the starless night. The tallest buildings are far below it now. Finally it BURSTS -- and the deadly GAS inside it disperses harmlessly in the wind.

232

EXT. AVENUE - THAT MOMENT

232

THE JOKER on the edge of a tantrum as he digs amid the rubble of his float for the remote device. At last he finds it; aims it up at the other balloons in the procession; hits a button repeatedly...

... and HOWLS IN FRUSTRATION. Nothing's happening. The damned thing is broken. He heaves it to the street in a fit of pique.

A SCREAMING COMES ACROSS THE SKY as the BATWING swings back for another pass, BUZZING the JOKER at an altitude of twenty feet. SIZZLING LASER FIRE sweeps the street.

CABLES SNAP and BALLOONS DRIFT UPWARD as BATMAN'S LASERS sever their moorings. The JOKER can only look on helplessly, in stunned disbelief.

Then... HIS EYES FALL ON THE MAKESHIFT BAT-SIGNAL.

JOKER

There. There. -- GET 'EM!!

233

ANGLE ON SPOTLIGHT TRUCK

233

A SPRAY OF MACHINE GUN FIRE shatters the Bat-signal. KNOX throws VICKI to the street, ducks down behind the spotlight, and tosses her his CAR KEYS.

(CONTINUED)

233 CONTINUED:

233

KNOX

GET THE CAR!

The JOKER'S GOONS race up the street as VICKI reaches the Ford, starts it, and comes ROARING UP toward KNOX. He jumps off the truck as VICKI twists the wheel, lays rubber, and noses the car back in the opposite direction.

GUNFIRE as KNOX jumps inside and they PEEL OUT.

234 INT. FORD ESCORT - MOVING - A MOMENT LATER

234

KNOX's breathing is ragged, but he breaks out in HYSTERICAL LAUGHTER nonetheless. The two of them are totally exhilarated. They can't believe what they've just done.

KNOX

HOLY SHIT!!

VICKI

You okay?

KNOX

Yeah. Yeah. Little winded. DID YOU SEE THAT?!

VICKI

(laughing wildly)

God yes, Allie. I've gotta say -- that was the ballsiest move I ever --

KNOX

(ecstatic)

Holy shit. Holy --

He GURGLES. AN ENORMOUS GOUT OF BLOOD bubbles up between his lips -- and BURSTS.

VICKI

ALLIE!!

His hand goes to his stomach -- and comes away bloody. He looks down in genuine bewilderment.

KNOX

Jesus, Vicki.

That quickly, he's dead. VICKI lets out an awful wail and slams on the brakes. She sits there in the middle of the street, POUNDING THE WHEEL, TEARS pouring down her face.

235 EXT. GOTHAM HARBOR - NIGHT

235

In the sky, CARTOON CHARACTERS drift lazily out to sea.

236 EXT. STREET - THAT MOMENT - NIGHT 236

THE JOKER'S FORCES are in total disarray. He stands in the middle of the street, shaking his fists, SHRIEKING OUT ORDERS. But his men are scrambling off in all directions, ignoring him altogether.

Suddenly his EYES TURN SKYWARD.

237 INT. BATWING - THAT MOMENT 237

BATMAN arcs hard left for another run down Broad Avenue. In the distance, far below, he sees the TINY LONE FIGURE of the JOKER -- defiant, urging him on.

On the control panel, an ELECTRONIC TARGETING DEVICE pinpoints the JOKER's location. BATMAN fingers a RED TRIGGER -- his ROCKET LAUNCHER -- and DIVES DIRECTLY AT THE JOKER.

238 EXT. STREET - ON JOKER 238

He LAUGHS INSANELY as the BATWING bears down. At the last instant he hoists a SUBMACHINE GUN. BULLETS pepper the dome of the cockpit.

BATMAN'S MISSILE goes wide right, EXPLODING on the sidewalk. The JOKER drops to the street, unharmed, as the BATWING swoops past. The rear stabilizer wing is trailing THICK BLACK SMOKE.

239 INT. BATWING - MOVING - THAT MOMENT 239

BATMAN knows he's in trouble. He buckles a parachute around his chest, finds a button on the control panel. THE COCKPIT DOME flies free of the BATWING, leaving BATMAN exposed to the buffeting wind.

240 EXT. STREET - ON JOKER 240

He's scored a hit. He HOWLS IN TRIUMPH. But his maniacal glee is short-lived.

Standing not twenty feet away, in the clearing smoke from the rocket explosion, is an ominous figure in a RED-AND-GREEN GYMNAST'S SUIT.

DICK GRAYSON -- eager for the kill -- sets out in pursuit of the JOKER.

241 INT. BATWING - MOVING - THAT MOMENT 241

BATMAN is losing altitude. HIS CAPE billows wildly around him as he reaches for a SECOND BUTTON -- this one labelled 'EJECT.'

(CONTINUED)

241 CONTINUED: 241

He punches the button. His SEAT disengages. But Batman finds himself suddenly JERKED BACK INTO THE COCKPIT.

HIS CAPE HAS SNAGGED ON THE EJECTION MECHANISM!!! He clutches frantically at his throat as the plane plummets to earth!

242 EXT. STREET - THAT MOMENT - NIGHT 242

THE JOKER, on the lam, darts around a parade float. DICK vaults onto the float, LAUNCHES HIMSELF into the air, and DROPS the JOKER with a flying tackle.

But before he can strike... A RESOUNDING CRASH shakes the street.

243 ANGLE ON BATWING 243

The plane lies in pieces on the pavement. FLAMES ERUPT. BATMAN's been thrown free, but he's PINNED BY THE WRECKAGE. It's a matter of seconds until the gasoline tank goes up.

244 EXT. STREET - ON DICK AND JOKER 244

DICK watches in shock. On one side, the killer of his parents. On the other, BATMAN -- who will surely die unless someone pulls him free.

There's only one choice, and they both know it. DICK glares at the JOKER for the merest of seconds, then TURNS HIM LOOSE. MAD LAUGHTER echoes in the streets as the JOKER escapes -- and DICK races off to the BATMAN's aid.

245 EXT. STREET - A MOMENT LATER - NIGHT 245

BATMAN grimaces in agony as DICK struggles to free him. His right leg -- shattered -- is like rubber beneath him. His ribs are crushed. He's barely alive.

BATMAN

How did you...

DICK

I hitched. MOVE IT!

DICK drags BATMAN to safety as the remnants of the Batwing BLOW UP.

BATMAN

The Joker. Is he -- ?

DICK spots an abandoned .38 on the pavement -- left there by one of the JOKER'S GOONS.

(CONTINUED)

245 CONTINUED:

245

DICK
 Forget it. Relax.
 (reaching for
 the gun)
 ... He's mine now.

BATMAN

DICK!

THE BATMAN tries to pull himself erect. The pain is unendurable. His body has finally failed him.

He collapses on the pavement, powerless to intervene, as DICK races off with murder in his eyes.

246 EXT. GOTHAM CATHEDRAL - NIGHT

246

A BELLTOWER's jagged spire, jutting up into the night sky, piercing the moon. At street level, the JOKER scrambles up the marble steps the entrance of the old abandoned cathedral. He pulls a WALKIE-TALKIE off his belt.

JOKER

Gotham Cathedral. Come and get me.

HEAVY paneled doors groan on tired hinges as THE JOKER forces his way inside. A beat. Then DICK GRAYSON appears, hot on his trail, sprinting up the steps two at a time.

247 INT. CATHEDRAL - A MOMENT LATER - NIGHT

247

Ancient and creepy. A huge pipe organ, shattered stained-glass windows, row after row of mahogany pews... all forgotten, covered with dust and cobwebs. The JOKER wanders about, staring at the statuary, the rusted icons.

DICK enters silently behind him. He kneels behind a rear pew, brings up the GUN, and squeezes off THREE QUICK SHOTS at the JOKER. The JOKER dives, takes cover, and RETURNS DICK'S FIRE. Then: silence.

In a crouch, groping his way along the wall, THE JOKER finds what he wants: a small door opening on a wooden stairway, leading to the belltower. He ducks inside and starts up.

DICK'S GUN drops with a thud. His hand slips from the back of the pew. In the second before he slumps to the floor, unconscious, he sees a curious sight: a TINY BLACK NINJA WHEEL, embedded in the flesh of his leg.

Behind him -- framed in the arched doorway -- A RAGGED BLACK GHOST begins his final unholy march down the center aisle of the old cathedral.

248 INT. CATHEDRAL - BELLTOWER - NIGHT 248

A tiny stone chamber, open on four sides to the wind. The enormous church bell has long since been removed.

The JOKER stands in an archway, gazing at the gargoyles on the roof below. He hits a button on the walkie-talkie:

JOKER

I'm in the belltower. Don't land.

249 INT. HELICOPTER - MOVING - NIGHT 249

A PILOT replies through his radio headset.

PILOT

E.T.A. two minutes. Hang on.

250 INT. STAIRWAY TO BELLTOWER - THAT MOMENT - NIGHT 250

BATMAN. Broken, beaten, his right leg useless, he hauls himself up the steps one at a time. He should be dead. Dried blood cakes his face, his chest.

Dizzy, exhausted, his body strained to the limit, he slumps against a wall to steady himself, then reaches into his utility belt for a painkiller -- and forces the capsule back onto his dry, swollen tongue.

Quaking all over, he tries to draw himself erect... and TOPPLES OVER, landing with his full weight on the rotten wood of the belltower stairs.

THE STAIRWAY COLLAPSES, turning to splinters beneath him. And suddenly BATMAN finds himself DANGLING PRECARIOUSLY IN MIDAIR, hanging by one hand to an upper step.

It would be so much easier to let go. He watches the fragments of the shattered stairway, STILL FALLING, vanishing into the dark depths of the stairwell.

Then he looks up. At the trapdoor. A mere six feet away. His TEETH CLENCH in a monstrous grimace. AND WITH AN INHUMAN EFFORT, HE HOISTS HIMSELF UP ONTO THE UPPER STEPS.

For a full five seconds he's blind with pain. A RAGGED WOODEN SHAFT is buried in his right shoulder. Twitching, trembling, he reaches up and YANKS IT OUT with his last ounce of strength.

The trapdoor is a foot above his head. It could be a mile. BATMAN finally realizes he's not going to make it.

He reaches down and rips open a Velcro seal on his utility belt, revealing the strange TIMER DEVICE we saw him making earlier.

(CONTINUED)

250 CONTINUED:

250

Before he can activate it his hand falls limply at his side.

THE BATMAN is out like a light.

251 INT. BELLTOWER - THAT MOMENT - NIGHT

251

The JOKER glances casually down at the trapdoor, wondering what all the noise is about. He draws his gun, moves cautiously to the trapdoor, and lifts it a few inches... just enough to see the unconscious form on the stairs.

JOKER

... Batman?

No reply. The JOKER stands there and lets out a little snicker. He looks out through the archway, sees no sign of his rescue copter. Then -- a look of curious amusement on his face -- he steps down THROUGH THE TRAPDOOR and LUGS BATMAN up into the belltower.

He props BATMAN up against a wall. Still no sign of life. The JOKER crouches beside him and -- almost tenderly -- pats his face.

JOKER (contd.)

Batman? Batman?

THE BATMAN'S lips part. But he's too weak to speak.

JOKER (contd.)

I thought you'd be more comfortable here in the belfry.
(chuckling)

Before I kill you I'd like to see who you are. Would that be okay?

BATMAN moans. The JOKER takes it as a yes and reaches over to undo his cowl.

BRUCE WAYNE stares up with dulled, sightless eyes. The JOKER moistens a purple handkerchief and dabs at the caked blood on BRUCE'S face.

JOKER (contd.)

Oh my, aren't we pretty.
(brightening)

I know you! You're the rich boy!!

The JOKER is enormously tickled by this discovery. He claps his hands together in sheer glee.

(CONTINUED)

JOKER (contd.)

My goodness, what in the world made you do it? It must've been something pretty terrible!

He's practically dancing now. He's made a friend.

JOKER (contd.)

You know, we should've sat down and had us a little heart-to-heart. I bet we would have got on famously.

BATMAN

... Murderer...

JOKER

Bruce, we're both murderers. Think how many people you've killed by letting me live.

A SPOTLIGHT cuts through the night sky. The JOKER hears his helicopter approaching in the distance.

BRUCE reaches down furtively. Finds the timer on his utility belt. FLICKS A SWITCH... and the countdown begins.

The JOKER pulls a straight razor from his pocket and opens it gingerly.

JOKER (contd.)

I have to do it now, Bruce, but I'll make it quick. Now relax. The bat's in his belfry, all's right with the world...

He has the razor almost up to BRUCE's throat when BRUCE reaches out and GRABS HIS LAPELS in a death grip. The JOKER is momentarily amused by this seeming display of affection.

JOKER (contd.)

Why, Bruce...

Then he hears ticking.

Looks down at the flashing digital display on BRUCE's belt. 26 seconds. 25.

He SHRIEKS HORRIFICALLY and DROPS THE RAZOR.

BRUCE won't let go of him. Finally he manages to lurch convulsively away, sprawling on the floor of the belfry.

BRUCE is wearing a great big Joker smile.

(CONTINUED)

251 CONTINUED: (2)

251

JOKER (contd.)

IT'S NOT FUNNY!!!

BRUCE

No... sense... of humor?

The JOKER reaches out for the ticking time bomb. Thinks better of it and retracts his shaking hand.

He can see the copter approaching now, slicing through the clouds. He screams, waves a flashlight in the air: his signal beacon. 0:20 and counting.

The JOKER scans the belltower frantically. His eyes fall on the trapdoor. He races over, flings it open, starts down the stairs in a frenzy. But there are no stairs. They've collapsed. 0:16 and counting.

Shrieking, the JOKER vaults through the door and makes for the open stone archway. The copter is directly overhead now. A rope ladder drops from its belly.

252 EXT. BELLTOWER - THAT MOMENT

252

The copter descends, its whirling blades stirring up a windstorm on the roof of the old abandoned cathedral. DEAD LEAVES rise and swirl in the churning air.

253 INT. BELLTOWER

253

The JOKER makes a futile grab at the rope ladder, almost losing his purchase on the archway parapet. He gestures wildly for the copter to make another pass. 0:12 to go.

254 EXT. BELLTOWER

254

A maelstrom of swirling leaves. And now, among the leaves -- roused from their resting place in the rotten rafters of the old cathedral --

-- A HORDE OF SQUEALING, CHATTERING BATS!! Filling the air like a black cloud, HUNDREDS OF THEM, taking flight in blind uncomprehending fury --

255 INT. BELLTOWER

255

The JOKER leaps into empty space, grabs hold of the ladder, cackles in mad triumph --

-- AND SUDDENLY THE BELLTOWER IS FULL OF BATS. A SCREECHING SWARM, HIDEOUS, BLACK-WINGED -- SWOOPING THROUGH THE ARCHWAYS, ENGULFING THE JOKER --

-- WHO SCREAMS IN TERROR -- LETS GO OF THE LADDER --

-- and plunges into the night.

256 TIGHT ON BATMAN 256

Six seconds remain. There is still time if he makes his choice now.

Surrounded by the flapping of leathery wings, his body working on pure adrenaline, he unbuckles the belt and HEAVES IT out into the darkness.

It snags on the bottom rung of the dangling rope ladder.

257 INT. HELICOPTER - POV COPILOT 257

The COPILOT is hanging out one side of the copter, just enough to see what's going on.

COPILOT
PULL UP!! PULL --

258 EXT. CHURCHYARD - OVERHEAD ANGLE 258

It's as if time has stopped. The world has grown suddenly silent. We're looking down at the JOKER, whose body lies splayed and broken on the flagstone surface of the churchyard. Slowly, elegantly -- we have all the time in the world, now -- we DRIFT DOWNWARD, closer, until his FACE FILLS THE SCREEN, the familiar chilling grin still intact.

Sad clown, A-one crazy boy, staring aimlessly at the stars. Suddenly his face is bathed in a brilliant gasoline GLOW.

259 POV JOKER 259

Looking up he sees a beautiful display of fireworks, bursting and burning, spirals of color snaking through the sky as the helicopter explodes in eerie silence.

260 REVERSE ANGLE - THE JOKER'S FACE 260

It's lovely. The JOKER's expression is happy, almost childlike, as he gazes up at this private show. Gradually, though, the bright colors fade; and the JOKER's face begins to relax, the twisted grin dissolving at last as darkness sets in.

FADE THROUGH TO:

261 INT. TELEVISION STUDIO - NIGHT 261

An ANCHORWOMAN delivering an on-camera EDITORIAL.

ANCHORWOMAN
As the details of the Joker's heinous plan become known, a city's gratitude goes out to the mysterious Batman. His whereabouts remain unknown, but, Batman -- if you're alive -- if you're listening -- thank you.

262 EXT. CEMETERY - DAY

262

VICKI at a fresh gravesite. She places a FLORAL ARRANGEMENT in the urn at the head of the grave; stands back to examine it; then bends once more to reposition the drooping flowers.

VICKI

I loved you, too.

As soon as the words come out, she begins to CRY. Then she gets hold of herself; rises; turns up her collar; and goes.

The headstone reads: "ALEXANDER KNOX, 1956-1987."

CUT TO:

263 INT. WAYNE MANOR - STUDY - DAY

263

ALFRED, in his apron, on the phone.

ALFRED

No, Mr. Wayne is in Thailand.
I'm afraid he's quite unreachable.

264 INT. WAYNE MANOR - DAY

264

The glass-enclosed room which houses BRUCE's Olympic-sized SWIMMING POOL.

Outside, snow is falling.

In the pool, on an inflatable rubber raft, is BRUCE WAYNE. Beside him, waist-deep in the water, is VICKI -- helping him rehabilitate his leg and shoulder.

VICKI (cont.)

I don't know why I'm doing this.
I half wish you'd stay a cripple.

BRUCE

Ohhhh ... you don't mean that.

VICKI

(grasping for words)

I don't, but ... I do. It's just...
I love you, Bruce. I don't want
you to --

BRUCE

(taking her hand)

Vicki. Do you love half of me?
Or all of me?

(CONTINUED)

264 CONTINUED:

264

A hard question for VICKI to answer. She thinks it over for several beats, then SMILES ... SLOWLY, SADLY.

VICKI

I guess you did it, didn't you.
You saved everyone.

(pause)

Almost.

For a moment he stares deeply into her eyes. Then he pulls her over, takes her in a tight embrace.

BRUCE

I don't know how to explain this so.
it makes sense ... but you saved me.

265 INT. BATCAVE - THAT MOMENT - DAY

265

DICK GRAYSON stands at the brink of the bottomless pit and looks up at the GYMNAST'S RINGS suspended overhead. He sets his jaw and then -- with only a moment's hesitation -- LEAPS INTO THE VOID.

His hands find the rings. He launches himself HIGH INTO THE AIR and does a spectacular TRIPLE SOMERSAULT, catching the rings on his way down.

Exhilarated, he makes a perfect landing on the edge of the pit. A SMILE OF PLEASURE comes to his lips.

CUT TO:

266 EXT. ROOFTOP - GOTHAM CITY - NIGHT

266

A dark, moonless night. LIGHTS OF THE CITY sparkle in the distance. CAMERA DRIFTS across the rooftop, settling finally on the broad back of a BLACK-CAPED FIGURE poised at the edge of the roof, gazing down on the streets below.

A SECOND FIGURE enters frame. We get a brief glimpse of his RED-AND-GREEN SUIT in the seconds before our EYES TURN SKYWARD ... to the SEARING YELLOW SPOTLIGHT sweeping through the clouds. In its center: the VAST BLACK SILHOUETTE of a BAT, wings extended, DOMINATING the sky.

We HOLD on the GLARING BAT-SIGNAL as BATMAN and ROBIN vanish over the edge of the roof, plunging down toward new adventures as we...

FADE OUT.

THE END