APPENDICES
THE AVENGERS

Written by

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"And there came a day, a day unlike any other, when Earth’s mightiest heroes and heroines found themselves united against a common threat. On that day, the Avengers were born—to fight the foes no single superhero could withstand! Through the years, their roster has prospered, changing many times, but their glory has never been denied! Heed the call, then—for now, the Avengers Assemble!"

BURNT BLUE FLAMES. A smoky cube shape emerges – THE TESSERACT. Filling the screen with BLACKNESS.

CUT TO:

EXT. THRONE ROOM, SPACE NIGHT

Kneeling behind a THRONE, a CLOTHED, ARMORED FIGURE known as THE OTHER, bows.

THE OTHER (V.O.)
The Tesseract has awakened. It is on a little world. A human world. They would wield its power...

CUT TO:

THE OTHER faces a HORNED SHAPED SHADOW. LOKI. Loki is handed the CHITAURI SCEPTER, a long golden handle, fitted with a blue gem encircled with silver blades.

THE OTHER (V.O.)
But our ally knows its workings as they never will. He is ready to lead. And our force, our Chitauri, will follow.

HIGH WIDE ON: TENS OF THOUSANDS of CHITAURI stand ready in a seething mass of neat rows and columns....the ground simply QUAKES.
THE OTHER (V.O.)
The world will be his. The universe yours. And the humans, what can they do but burn?

CUT TO:


Out in the NEW MEXICO desert, a remote research facility is in a state of panic. It's an evacuation. A SWOOPING helicopter flies in.

CHAOS. Men in suits run around like in the typical 'we have to leave' fashion. Soldiers on foot jump onto Humvees, accelerating the hell out of there. A VOICE bellows from hidden loudspeakers.

EXT. HELICOPTER PAD CONTINUOUS

Standing a few yards from the landing pad, A Fed in a suit with badass shades, peers at the helicopter as it lands. This is SHIELD AGENT PHIL COULSON.

Walking out of the helicopter is SHIELD AGENT MARIA HILL, SEXY, FIERCE AND DETERMINED. Following her, SHIELD DIRECTOR NICK FURY climbs out. Hill and Fury approach Agent Coulson.

NICK FURY
How bad is it?

AGENT PHIL COULSON
That's the problem, sir. We don't know.

INT. FACILITY FLOOR NIGHT

Agent Coulson leads Hill and Fury through the radiation section of the facility. Hundreds of technicians and other staff run around, taking only the essentials.

AGENT PHIL COULSON
Dr. Selvig read an energy surge from the Tesseract four hours ago.

NICK FURY
NASA didn't authorize Selvig to test phase.
AGENT PHIL COULSON
He wasn't testing it, he wasn't even in the room. Spontaneous advancement.

AGENT MARIA HILL
It just turned itself on?

NICK FURY
What are the energy levels now?

AGENT PHIL COULSON
Climbing. When Selvig couldn't shut it down, we ordered the evac.

NICK FURY
How long to get everyone out?

AGENT PHIL COULSON
Campus should be clear in the next half hour.

NICK FURY
Do better.

CONTINUOUSLY HEADING DOWN TO RADIATION FACILITY FLOOR

AGENT MARIA HILL
Sir, evacuation may be futile.

NICK FURY
We should tell them to go back to sleep?

AGENT MARIA HILL
If we can't control the Tesseract's energy, there may not be a minimum safe distance.

NICK FURY
I need you to make sure that PHASE 2 prototypes are shipped out.

AGENT MARIA HILL
Sir, is that really a priority right now?

NICK FURY
Until such time as the world ends, we
will act as though it intends to spin on. Clear out the tech below. Every piece of PHASE 2 on a truck and gone.

AGENT MARIA HILL
Yes, sir.
(to standing agents)
With me.

INT. NASA SPACE RADIATION FACILITY, VACUUM CHAMBER CONTINUOUS

Fury enters the lab facility where the Tesseract is being held by a COMPACT MUON SOLENOID COIL CHAMBER.

NICK FURY
Talk to me, doctor.

DR. ERIK SELVIG emerges from behind the CMS machine, concerned. The Tesseract is glowing unusually brighter and flare rings shoot out at random.

SELVIG
Director.

NICK FURY
Is there anything we know for certain?

SELVIG
Tesseract is misbehaving.

NICK FURY
Is that supposed to be funny?

SELVIG
No, it's not funny at all. The Tesseract is not only active, she's...misbehaving.

NICK FURY
How soon until you pull the plug?

SELVIG
She's an energy source. If we turn off the power, she turns it back on. If she reaches peak level...

NICK FURY
We've prepared for this, doctor. Harnessing energy from space.
SELVIG
We don't have the harness. Our calculations are far from complete. Now she's throwing off interference, radiation. Nothing harmful, low levels of gamma radiation.

NICK FURY
That can be harmful. Where's Barton?

SELVIG
The Hawk? Up in his nest, as usual.

We see CLINT BARTON, dressed in black tactical gear, is up on the railings watching them below. Fury calls Barton on his earpiece.

NICK FURY
Agent Barton, report.

BARTON rappels down from the catwalk. Walks up to Fury. They both walk around the facility in a discreet manner.

NICK FURY
I gave you this detail so you could keep a close eye on things.

CLINT BARTON
Well, I see better from a distance.

NICK FURY
Are you seeing anything that might set this thing off?

NASA SCIENTIST
(TO SELVIG)
Doctor, it's spiking again.

CLINT BARTON
No one's come or gone. It's oven is clean. No contacts, no I.M.'s. If there was any tampering, sir, it wasn't at this end.

NICK FURY
At this end?

CLINT BARTON
Yeah, the cube is a doorway to the other end of space, right? The doors open from both sides.

DR. SELVIG clacks away at the keyboard and sees on the monitoring his worst nightmares. Suddenly— the Tesseract THUNDERS and SHAKES the entire facility. Big enough where both Agents Hill and Coulson can feel and they're at different ends of the facility. The flaring rings and glow of the cube spout out brighter and louder, like a boiling pot of water. The Tesseract's energy builds up into a BEAM much like the Bifrost Bridge, which HITS at the end of a platform that is wired to the CMS device. The great maelstrom beam FIRES the TESSERACT energy. The beam then forms a VORTEX, which then opens up a PORTAL.

A BLACK HOLE IS CREATED. From the portal, the blackness of SPACE, beautiful and mysterious, strewn with a billion stars appears and a GUST of BLUE ENERGY CLOUDS fill the room, blinding everyone.

The Tesseract's energy forms into a cloud that reaches to the top the facility's vacuum chamber ceiling. It's abnormally quiet. Then... HEAVY BREATHING is heard from the platform. SHIELD GUARDS slowly approach, weapons in hands. A figure is kneeling on the platform, smoke coming off it. It's LOKI. Smiling in his mischievous manner, he raises his head. The smile dies down. He looks deep into the eyes of Fury, Barton and Selvig. He stands up, holing the scepter.

NICK FURY
Sir, please put down the spear!

Loki looks at his spear then suddenly points it at where Fury and Barton are standing and SHOOTS OUT A BLUE EXPLODING LIGHT TOWARDS THEM. BARTON TACKLES Fury and they both barely miss Loki's fired shot.

ALL HELL BREAKS. Machine gun fire is shot at Loki, but the bullets bounce off him like a boss. Loki jumps high from the platform and ATTACKS those firing at him. In the blink of an eye, Loki takes down several guards with his KNIVES and ENERGY BLASTS from the scepter. He stops and waits to see who will attack him next. Honestly, the whole lab has almost gone to shit.

Barton tries to stand up. Loki quickly walks towards him. Barton raises his gun, but Loki grabs Barton's hand.

LOKI
You have heart.

Loki points the head of his spear at Barton's head. Barton's eyes suddenly glow BLACK. The ability to control Barton's mind is now in Loki's hand. Barton puts his piece away and stands
As Loki is busy using his abilities to control the minds of several S.H.I.E.L.D. personnel, Fury takes the Tesseract, placing it back into its case and tries to leave the lab. Then...

LOKI
Please don't. I still need that.

NICK FURY

(TURNING)
This doesn't have to get any messier.

LOKI
Of course it does. I've come too far for anything else. I am Loki of Asgard, and I am burdened with glorious purpose.

SELVIG
Loki? Brother of Thor?

NICK FURY
We have no quarrel with your people.

LOKI
An ant has no quarrel with a boot.

NICK FURY
You planning to step on us?

LOKI
I come with glad tidings, of a world made free.

NICK FURY
Free from what?

LOKI
Freedom. Freedom is life's great lie. Once you accept that, in your heart...
Like a gunslinger, Loki turns to face Selvig who's standing behind him and places his spear against Selvig's heart. Selvig's eyes glow black.

LOKI
You will know peace.
NICK FURY
Yeah, you say peace, I kind of think you mean the other thing.
From the vacuum chamber ceiling, Tesseract's energy cloud RAPIDLY builds into what may be an implosion.

CLINT BARTON
Sir, Director Fury is stalling. This place is about to blow. Drop a hundred feet of rock on us. He means to bury us.

NICK FURY
Like The Pharaohs of Odin.

SELVIG
He's right. The portal is collapsing in on itself. You got maybe two minutes before this goes critical.

LOKI
Well, then...
Loki, looking at Barton, who doesn't even hesitate, SHOOTS FURY WHO FALLS TO THE GROUND. Barton grabs the case containing the Tesseract and leaves the lab with Loki, Selvig and the other S.H.I.E.L.D personnel Loki is controlling.

INT. P.E.G.A.S.U.S BUNKER, ENTRANCE OF EXITING TUNNEL NIGHT
Loki, Barton, Selvig and the other S.H.I.E.L.D personnel are in the parking lot of the facility, quickly gathering certain weapons. Agent Hill watches in confusion, referring to Loki.

CLINT BARTON
(pointing to the Loki team)
Need these vehicles.

AGENT MARIA HILL
Who's that?

CLINT BARTON
He didn't tell me.
Agent Hill looks suspiciously at them as they get into the truck and turns to leave, as she's walking away...

NICK FURY
(through the walkie talkie)
Hill, do you copy?!
Loki and Barton SHARPLY look at Agent Hill.

**BACK AT THE LAB**

Fury is sitting up, pulling out the bullet, breathing heavily.

**NICK FURY**

Barton is...

**INT. P.E.G.A.S.U.S BUNKER NIGHT**

Suddenly, Hill turns to **SHOOT AT BARTON**, but Barton is already **POINTING HIS GUN** at her and starts **SHOOTING**, he moves the driver's seat of the truck and **DRIVES OFF** as Hill keeps shooting.

**BACK AT THE LAB**

Fury is holding his side, running.

**NICK FURY**

He's got the Tesseract! Track it down! The energy is really brewing a fucking shit storm from the vacuum chamber ceiling.

**INT. P.E.G.A.S.U.S BUNKER/TUNNEL NIGHT**

Agent Hill **SLIPS** into a JEEP and follows after Barton's truck. Loki's trucks **SCREECH** across the tunnel. Several SHIELD trucks pull up to them. A drive-by shooting ensues. Loki, who stands on top of the bed of the truck, uses his scepter and **EMITS** energy blasts, flipping over SHIELD trucks. They get in, the cars roar out after them. Agent Hill puts herself at a distance.

**INT. FACILITY FLOOR NIGHT**

Fury races out of the hallway, avoiding falling pipes. The entire facility is now in a full earthquake.

**INT. FACILITY FLOOR, ELSEWHERE CONTINUOUS**

Agent Coulson and several SHIELD agents fall down the steps, dropping SILVER CASES of information. They attempt to grab them, but...

**AGENT PHIL COULSON**

No! Leave it! They run out of there like a bat from hell.
INT. P.E.G.A.S.U.S TUNNEL NIGHT

Agent Hill's JEEP ROARS out of a side of Barton's truck and pulls up alongside them on the left. She goes way ahead and pulls her brake, swerving into a 360, facing Barton's truck and driving in reverse. Barton's ARMS reach out the open window and OPENS FIRE. Agent Hill figures 'fuck it' and SHOOTS her windshield OPENING FIRE on Barton.

EXT. VAN NIGHT

Agent Coulson jumps into a SHIELD VAN. On his walkie:

AGENT PHIL COULSON
You're clear, sir! You need to go!

EXT. HELICOPTER PAD CONTINUOUS

Fury BOLTS out of the facility and jumps into a helicopter. The surface of the pad gives way, PLUNGING the helicopter through the surface. But Fury's chopper BARELY makes it out.

INT. P.E.G.A.S.U.S TUNNEL NIGHT

Still in a chase and drive-by sequence, Barton's pushes the pedal harder, which causes Agent Hill's JEEP to WOBBLE out and put her back behind.

INT. RADIATION FACILITY, VACUUM CHAMBER NIGHT

The Tesseract's energy cloud now SHRINKS into a SMALL BALL OF WHITE LIGHT. Then...

A CLOUD OF BLUE LIGHT CONSUMES THE ENTIRE FACILITY AND PARTS OF THE DESERT. Fury watches from below, a RAPID build-up into what may be an implosion. Several miles away, Agent Coulson's van feels a JOLT of the Tesseract's BLASTWAVE. THE ENTIRE FACILITY SWALLOWS INTO ITSELF-- A TERRIFYING, UNIMAGINABLE IMPLOSION.

INT. P.E.G.A.S.U.S TUNNEL NIGHT

The BLASTWAVE of the Tesseract causes the tunnel to cave it. Like an ocean wave, blinding crumbles of falling rock, fall onto Agent Hill's JEEP, leaving her NEARLY trapped under this blanket of rock.

On the Barton's truck, they escape the tunnel and drive into the
desert landscape. Fury's helicopter ROARS over Barton's truck. Loki looks up. From the chopper's door, it slides open and Fury stands there, holding a gun, SHOOTING at Barton's, giving an honoring image of JULES WINNFIELD.

Loki looks at Fury and in a fit of RAGE, points his scepter SHOOTS OUT THE BLUE LIGHT. The chopper CATCHES on fire, GOING DOWN in a FIERY BALL. Fury, like the boss he is, JUMPS OUT and touches down onto the desert floor. The chopper BARRELS along the ground.

Fury, coming back to his senses, FIRES at Loki, but they're too far and too late. Loki looks back, smiling. Fury stands there, MIND REELING. Then...

AGENT PHIL COULSON

(WALKIE TALKIE)
Director? Director Fury, do you copy?

NICK FURY
The Tesseract is with the hostile force. I have men down. Hill?

INT. P.E.G.A.S.U.S TUNNEL NIGHT
Agent Hill climbs out her JEEP, which is sandwiched in, but luckily, not her.

AGENT MARIA HILL
A lot of men still under, don't know how many survivors.

EXT. DESERT NIGHT

NICK FURY
Sound the general call. I want every living soul not working rescue looking for that brief case.

AGENT MARIA HILL

(WALKIE TALKIE)
Roger that.

NICK FURY
Coulson, get back to base. This is a
LEVEL SEVEN. As of right now, we are at war.
A beat.

AGENT PHIL COULSON

(WALKIE TALKIE)
What do we do?
Fury stands there. Thinking. He looks up. On his face is sign of hope.

THE AVENGERS

EXT. RUSSIA, SOLENSKI PLAZA, 3RD FLOOR NIGHT

Out in the outskirts, near a railroad, a still in construction building is being occupied by GEORGI LUCHKOV, a LARGE, RUSSIAN GENERAL along with his THUGS. TALL THUG is in the middle of a brutal beating on NATASHA ROMANOFF, a SLEWING, FOXY, UNBELIEVABLY SEXY SPY. He BACKHANDS NATASHA'S face. She feels the pain, but does not breakdown. LUCHKOV, smiling, walks up to her. Dialogue is in RUSSIAN.

LUCHKOV
This is not how I wanted the evening to go.

NATASHA
I know how you wanted this evening to go. Believe me, this is better.

LUCHKOV
I'd like to know why they sent you to carry out a carrier, a stained glass and other random items. TALL THUG rocks her chair back, balancing her off the edge of an open floor. Natasha is now scared.

NATASHA
I thought General Soholob was in charge of the export business.

LUCHKOV
Soholob? Your reputation is quite a progression. THE FAMOUS BLACK WIDOW. Nothing but a pretty face.

NATASHA
You really think I'm pretty?

LUCHKOV slowly walks over to a table filled with tools. He picks up a pair of pliers. TALL THUG opens up her mouth wide open.

LUCHKOV

We do not need the Lermontov to transfer the tanks. Tell him, well,...

(IN ENGLISH)

You may have to write it down.

Suddenly, WEASELLY THUG'S cell rings. Confused, he answers.

WEASELLY THUG

Ya?

(looks at LUCHKOV)

It's for you.

LUCHKOV takes the phone, pissed.

LUCHKOV

Who the hell is...

AGENT PHIL COULSON

You're at 114 Solenski Plaza, 3rd floor. We have an F22 exactly 8 miles out. Put the woman on the phone or I will blow up the block before you can make the lobby.

HOLY SHIT. LUCHKOV places the cell phone against Natasha's ear seeing how she's tied to a chair with her hands tied behind her back.

AGENT PHIL COULSON

We need you to come in.

NATASHA

Are you kidding? I'm working!

AGENT PHIL COULSON

This takes precedence.

NATASHA

I'm in the middle of an interrogation and this moron is giving me everything.

LUCHKOV

I don't give everything.

Natasha gives him a look.
NATASHA
Look, you can't pull me out of this right now.

AGENT PHIL COULSON
Natasha. Barton's been compromised.

A beat.

NATASHA
Let me put you on hold.
She nods to LUCHKOV. As Luchkov comes to take the phone off her, Natasha HITS him with her leg and HEADBUUTS him. Like a spider, she stands up elegantly and starts ATTACKING TALL THUG by KICKBOXING him in the face. Still tied, she ROLLS over WEASELLY THUG after she trips him. She then STOMPS on TALL THUG foot with peg of the chair, then KNOCKS HIM OUT WITH HER HEAD.

Yeah, during all this Coulson is still waiting on the line. She then FLIPS over and FALLS down hard on WEASELLY THUG, BREAKING THE CHAIR. She sees TALL THUG stand. Giving her momentum, she runs at him DROP KICKING him, FALLS DOWN and FLIPS right back up and WRAPS HER LEGS AROUND HIS NECK AND KNOCKS HIM OUT COLD.

She grabs LUCHKOV, wraps his leg around with a hanging chain and drops him down the open floor, dangling. She picks up the phone and her heels, like a boss.

NATASHA
Where's Barton now?

AGENT PHIL COULSON
We don't know.

NATASHA
But he's alive.

AGENT PHIL COULSON
We think so. I'll brief you on everything when you get back. But first, we need you to talk to the big guy.

NATASHA
Coulson, you know that Stark trusts me about as far as he can throw me.
AGENT PHIL COULSON
No, I've got Stark. You get the big guy.

NATASHA
Bozhe moi.

EXT. INDIAN SLUM NIGHT
A LITTLE GIRL runs through the crowd, trying to force a way through.

INT. SHACK NIGHT
A tiny shack. The LITTLE GIRL runs up the steps, only to be stopped by an attending woman. Then, the LITTLE GIRL spots him. BRUCE BANNER, their LOCAL doctor.

ATTENDING WOMAN
What are doing here?! Get out! You shouldn't be here!

LITTLE GIRL
I have to see the doctor! It's my father!

BANNER
Calm down. What's wrong?

LITTLE GIRL
My father...
Banner looks behind him seeing how the girl is staring at a few people, lying down, looking very sick.

BANNER
Is he like them?
The LITTLE GIRL holds out all the money she has in the world.

LITTLE GIRL
Please.

EXT. SLUMS CONTINUOUS
Banner and the LITTLE GIRL hastily run nearly to the edge of town. The LITTLE GIRL gets ahead of herself. Banner spots local government car, he turns around, blocking any view of him.
Banner quickly follows the LITTLE GIRL inside her house. As he walks in, the LITTLE GIRL ESCAPES THROUGH THE WINDOW. Banner is left standing there like a dumbass.

**BANNER**

Should have got paid up front, Banner.

Natasha then appears from behind the curtains. Banner turns around, quietly.

**NATASHA**

You know, for a man who's supposed to be avoiding stress, you picked a hell of a place to settle.

**BANNER**

Avoiding stress isn't the secret.

**NATASHA**

Then, what is it? Yoga?

**BANNER**

You brought me to the edge of the city, smart. I uh... assume the whole place is surrounded?

**NATASHA**

Just you and me.

**BANNER**

And your actress buddy, is she a spy too? Do they start that young?

**NATASHA**

I did.

**BANNER**

Who are you?

**NATASHA**

Natasha Romanoff.

**BANNER**

Are you here to kill me, Miss Romanoff? Because that's not gonna work out for everyone.

**NATASHA**
No. No. Of course not. I'm here on behalf of SHIELD.

**BANNER**
SHIELD. How did they find me?

**NATASHA**
We never lost you, doctor. We've kept our distance, even helped keep some other interested parties off your scent.

**BANNER**
Why?

**NATASHA**
Nick Fury seems to trust you. But now I need you to come in.

**BANNER**
What if I said no?

**NATASHA**
I'll persuade you.

**BANNER**
And what if the... other guy says no?

**NATASHA**
You've been more than a year without an incident. I don't think you wanna break that streak.

**BANNER**
I don't always get what I want.

**NATASHA**
Doctor, we're facing a potential global catastrophe.

**BANNER**
Well, those I actively try to avoid.

**NATASHA**
This is the Tesseract. It has the potential energy to wipe out the planet.

She shows him a photo of the Tesseract on her cell phone. Banner
takes a closer look.

**BANNER**

What does Fury want me to do? Swallow it?

**NATASHA**

Well, he wants you to find it. It's been taken. It emits a gamma signature that's too weak for us to trace. There's no one that knows gamma radiation like you do. If there was, that's where I'd be.

**BANNER**

So Fury isn't after the monster?

**NATASHA**

Not that he's told me.

**BANNER**

And he tells you everything?

**NATASHA**

Talk to Fury, he needs you on this.

**BANNER**

He needs me in a cage?

**NATASHA**

No one's gonna put you in a...

**BANNER**

STOP LYING TO ME!

The THUNDEROUS TONE in is voice makes Natasha QUICKLY grab her gun and point it at him, but something is now OFF in the atmosphere. Banner stands straight up, smiling.

**BANNER**

I'm sorry, that was mean. I just wanted to see what you'd do. Why don't we do this the easy way, where you don't use that, and the other guy doesn't make a mess? Okay? Natasha...

Natasha, still wary, doesn't lower her gun. She lowers her gun and speaks into her earpiece.
NATASHA
Stand down. We're good here.

EXT. OUTSIDE THE LITTLE GIRL'S SHACK NIGHT

Amazingly, DOZENS OF SHIELD AGENTS are surrounding the shack outside.

INT. LITTLE GIRL'S SHACK NIGHT

Banner looks at Natasha, charming a smile at her.

BANNER
Just you and me?
Natasha fidgets now that she exposed her guard down.

INT. SHIELD ANALYTICAL ROOM NIGHT

Fury is facing several LARGE MONITORS as he as a conference with members of the WORLD SECURITY COUNCIL.

WORLD SECURITY COUNCIL #1
This is out of line, Director. You're dealing with forces you can't control.

NICK FURY
You ever been in a war, Councilman? In a firefight? Did you feel an overabundance of control?

WORLD SECURITY COUNCIL #1
You saying that this Asgard has declared war on our planet?

NICK FURY
Not Asgard. Loki.

WORLD SECURITY COUNCIL #2
He can't be working alone. What about the other one? His brother.

NICK FURY
Our intelligence says, Thor is not a hostile. But he's worlds away, we can't depend on him to help. It's up to us.

WORLD SECURITY COUNCIL #1
Which is why you should be focusing on
phase 2, it was designed for exactly...

NICK FURY
PHASE 2 isn't ready, our enemy is. We need a response team.

WORLD SECURITY COUNCIL #1
The Avengers Initiative was shut down.

NICK FURY
This isn't about The Avengers.

WORLD SECURITY COUNCIL #1
We're running the world's greatest covert security network and you're gonna leave the fate of human race to a handful of freaks.

NICK FURY
I'm not leaving anything to anyone. We need a response team. These people maybe isolated, unbalanced even, but I believe with the right push they can be exactly what we need.

WORLD SECURITY COUNCIL #2
You believe?

WORLD SECURITY COUNCIL #1
War isn't won by sentiment, Director.

NICK FURY
No, it's won by soldiers.

INT. BROOKLYN GYM NIGHT

Somewhere in an old, almost WWII-esque boxing gym, STEVE ROGERS, a man out of time, THE FIRST AVENGER, FUCKIN' CAPTAIN AMERICA is pummeling a punching bag. With every swing, it's like a memory he's trying to fight off and repress.

EXT. HYDRA BASE DAY (FLASHBACK)

Captain America is running through the forest, dodging mortars, gunfire and the Tesseract's energy firearms.

STEVE (V.O.)
There's not enough time! I gotta put
her in the water!

INT. BROOKLYN GYM NIGHT

Steve's rage keeps building as he punches the bag. It gets harder...

INT. HORTEN H.XVIII, RED SKULL'S SHIP DAY (FLASHBACK)

Steve places his COMPASS with an image of PEGGY CARTER. The time is here for him to crash the plane.

INT. BROOKLYN GYM NIGHT

Steve closes his eyes. Goes at the bag harder.

PEGGY (V.O.)
You won't be alone.

INT. HORTEN H.XVIII, RED SKULL’S SHIP DAY (FLASHBACK)

The RED SKULL picks up the TESSERACT.

INT. BROOKLYN GYM NIGHT

Steve opens his eyes and fuckin' tears the bag as the last memory kicks in. I don't think he can physically stop...

SHIELD SCIENTIST (V.O.)
Oh my god!

INT. PROJECT P.E.G.A.S.U.S, ANTARCTICA DAY (FLASHBACK)

A half frozen Steve Roger is lying down on a medical slab. Two SHIELD SCIENTISTS run over hi-tech devices to see if his vitals are up. And it seems...

SHIELD SCIENTIST
This guy is still alive!

INT. BROOKLYN GYM NIGHT

Steve FUCKING tears the bag open, off its chain, spilling out the sand. He stands, breathing hard, letting out 70 years of over repressed feeling.

After taking a few breathers, Steve picks up another punching bag, which is laying next another DOZEN BAGS. He hooks the bag up and starts punching again. Fury walks in.
NICK FURY
Trouble sleeping?

STEVE
I slept for seventy years, sir. I think
I've had my fill.

NICK FURY
Then you should be out, celebrating,
seeing the world.
Steve stops punching and walks over to the bench, unraveling the
tape off his hands. He sits down.

STEVE
I went under, the world was at war, I
wake up, they say we won. They didn't
say what we lost.

NICK FURY
We've made some mistakes along the way.
Some very recently.

STEVE
You here with a mission, sir?

NICK FURY
I am.

STEVE
Trying to get me back in the world?

NICK FURY
Trying to save it.
Fury hands Steve a file on the Tesseract, along with other files
on HYDRA'S projects.

STEVE
Hydra's secret weapon.

NICK FURY
Howard Stark fished that out of the
ocean when he was looking for you. He
thought what we think, the Tesseract
could be the key to unlimited
sustainable energy. That's something
the world sorely needs.
STEVE
Who took it from you?

NICK FURY
He's called Loki. He's not from around here. There's a lot we'll have to bring you up to speed on if you're in. The world has gotten even stranger than you already know.

STEVE
At this point, I doubt anything would surprise me.

NICK FURY
Ten bucks says you're wrong. There's a debriefing package waiting for you back at your apartment.

Steve turns and picks up a punching bag. Starts walking out of the gym.

NICK FURY
Is there anything you can tell us about the Tesseract that we ought to know now?

STEVE
You should have left it in the ocean.

INT. OCEAN NIGHT
Out in the Atlantic Ocean, TONY STARK, in his IRON MAN suit, is cutting a PIPELINE TRANSPORT with a laser cutter coming from his hand. He then places a STARK ENERGY REACTOR. It lights up. IRON MAN rockets out of the water and flies towards STARK TOWER.

TONY
You're good on this end. The rest is up to you.

PEPPER POTTS
(on the other line)
You disconnected the transition lines? Are we off the grid?

INSIDE THE SUIT -- PEPPER APPEARS ON HIS HUD MONITOR.

TONY
Stark Tower is about to become a beacon of self-sustaining clean energy.

PEPPER
Wow. So maybe our reactor takes over and it actually works?

TONY
I assume. Light her up.
As IRON MAN flies to the STARK TOWER BUILDING, the power is switched on and the STARK sign LIGHTS UP.

PEPPER
How does it look?

TONY
Like Christmas, but with more... me.

PEPPER
Gotta go wider on the public awareness campaign. You need to do some press. I can do some more tomorrow. I'm working on the zoning for the next billboards.

TONY
Pepper, you're killing me. Remember? Enjoy the moment.

PEPPER
Then get in here and I will.
TONY arrives at his skyscraper penthouse and is in the process of taking off his IRON MAN suit through a hi-tech gauntlet of gadgets.

JARVIS
Sir, Agent Coulson of SHIELD is on the line.

TONY
I'm not in. I'm actually out.

JARVIS
Sir, I'm afraid he's insisting.

TONY
Close the line Jarvis. I got a date.

INT. TONY'S PENTHOUSE NIGHT
PEPPER POTTS stares up at the monitors of the reactor device.

PEPPER
Levels are holding steady... I think.

TONY
Of course they are, I was directly involved. Which brings me to my next question: how does it feel to be a genius?

PEPPER
Well, ha, I really wouldn't know now, would I?

TONY
What do you mean? All this came from you.

PEPPER
No. All this came from that. Points to the energy in his chest plate.

TONY
Give yourself some credit, please. Stark Tower is your baby. Give yourself... twelve percent of the credit.

PEPPER
Twelve percent?

TONY
An argument can be made for fifteen.

PEPPER
Twelve percent? For my baby?

TONY
Well, I did do all the heavy lifting. Literally, I lifted the heavy things. And sorry, but the security snafu? That was on you.

PEPPER
Oooooh.
TONY
My private elevator...

PEPPER
You mean OUR elevator?

TONY
...was teeming with sweaty workmen. I'm going to pay for that comment about percentages in some subtle way later, aren't I?

Pepper pours herself and Tony a glass of champagne.

PEPPER
Not gonna be that subtle.

TONY
I'll tell you what. Next building's gonna say 'Potts' on the tower.

PEPPER
On the lease.

TONY
...Call your mom, can you bunk over?

JARVIS
Sir, the telephone. I'm afraid my protocols are being overwritten.

AGENT PHIL COULSON
Stark, we need to talk. Tony picks up his phone and looks into it at Coulson.

TONY
You have reached the life model decoy of Tony Stark, please leave a message.

AGENT PHIL COULSON
This is urgent.

TONY
Then leave it urgently.

At that moment the elevator door opens and Coulson appears.

TONY
Security breach.
(TO PEPPER)
That's on you.

AGENT PHIL COULSON
Mr. Stark.

PEPPER
Phil! Come in.

TONY
Phil? Uh, his first name is Agent.

PEPPER
Come on in, we're celebrating.

TONY
Which is why he can't stay.

AGENT PHIL COULSON
We need you to look this over.
(he holds out a file towards

STARK)
Soon as possible.

TONY
I don't like being handed things.

PEPPER
That's alright, 'cause I love to be handed things. So, let's trade. She passes her glass of champagne to Coulson and takes the file from him, then takes her champagne glass back from Coulson and passes the file over to Stark.

PEPPER
Thank you.

TONY
Official consulting hours are between eight and five every other Thursday.

AGENT PHIL COULSON
This isn't a consultation.

PEPPER
Is this about The Avengers? Which I...I know nothing about.
TONY
The Avengers Initiative was scrapped, I thought. And I didn't even qualify.

PEPPER
I didn't know that either.

TONY
Yeah, apparently I'm volatile, self-obsessed, don't play well with others.

PEPPER
That I did know.

AGENT PHIL COULSON
This isn't about personality profiles anymore.

TONY
Whatever. Miss Potts, got a minute?

Pepper walks over to Tony who places the files into his own databases.

TONY
You know, I thought we were having a moment.

PEPPER
I was having twelve percent of a moment. This seems serious, Phil's pretty shaken.

TONY
How did you notice? Why is he Phil?

PEPPER
What is all of this?

TONY
This is, uh...

Tony EXPANDS his arms and different profiles appear in holographic form floating in the air in front of Tony and Pepper.

TONY
This.

Screens appear of CAPTAIN AMERICA IN ACTION, the HULK ROARING AS
HE ATTACKS THE ARMY AT CULVER UNIVERSITY, THOR FIGHTING THE DESTROYER and another is of Loki and the Tesseract, to which Stark and Pepper look on in awe.

PEPPER
I'm going to take the jet to D.C. tonight.

TONY
Tomorrow.

PEPPER
You've got homework. You've got a lot of homework.

TONY
Well, what if I didn't?

PEPPER
If you didn't?

TONY
Yeah.

PEPPER
You mean if you finished?
(Stark nods his head)
Well, um...then...
She whispers something in his ear. Tony GASPS. Coulson looks away in embarrassment.

TONY
Square deal. It's the last date. Pepper kisses him.

PEPPER
Work hard.
As Pepper leaves with Agent Coulson, Tony grabs the Tesseract in holograph form, worried.

INT. QUINJET DAY

Inside the QUINJET, Steve is sitting down, holding a TABLET, watching the footage of the Hulk's attack on the Army at Culver University.

PILOT
We're about forty minutes out from base, sir.
Agent Coulson stands up from his seat and walks over to Steve.

**STEVE**
So, this Doctor Banner was trying to replicate the serum that was used on me?

**AGENT PHIL COULSON**
A lot of people were. You were the world's first superhero. Banner thought gamma radiation might hold the key to unlocking Erskine's original formula. The Hulk roars with fury as he slams a jeep apart.

**STEVE**
Didn't really go his way, did it?

**AGENT PHIL COULSON**
Not so much. When he's not that thing though, guy's like a Stephen Hawking. Steve looks confused.

**AGENT PHIL COULSON**
He's like a smart person. I gotta say, it's an honor to meet you, officially. Steve smiles at Coulson.

**AGENT PHIL COULSON**
I sort of met you, I mean, I watched you while you were sleeping. Steve looks down. He stands up, closes his laptop and walks to the side with Coulson following.

**AGENT PHIL COULSON**
I mean, I was... I was present while you were unconscious from the ice. You know, it's really, it's just a... just a huge honor to have you on board.

**STEVE**
Well, I hope I'm the man for the job.

**AGENT PHIL COULSON**
Oh, you are. Absolutely. Uh... we've made some modifications to the uniform. I had a little design input.
STEVE
The uniform? Aren't the stars and stripes a little... old fashioned?

AGENT PHIL COULSON
With everything that's happening, the things that are about to come to light, people might just need a little old fashioned.
Steve takes in Coulson's sentiment.

INT. UNDERGROUND LAB  DAY
Several soldiers under Loki's mind control run around, preparing to infiltrate whatever Loki has planned. Loki sits down, watching Selvig work with a CMS device. Loki meditates, until...

EXT. THRONE ROOM  NIGHT
...the scepter materializes him back into the throne room of THE OTHER, fully armed in his horned helmet and armor. THE OTHER appears from the steps.

THE OTHER
The Chitauri grow restless.

LOKI
Let them go at themselves. I will lead them into glorious battle.

THE OTHER
Battle? Against the meager might of Earth?

LOKI
Glorious, not lengthy. If your force is as formidable as you claim.

THE OTHER
You question us? You question HIM? He, who put the scepter in your hand, who gave you ancient knowledge and new purpose when you were cast out, defeated?

LOKI
I was a king! The rightful king of
Asgard! Betrayed!

THE OTHER
Your ambition is little, born of childish need. We look beyond the Earth to greater worlds the Tesseract will unveil.

LOKI
You don't have the Tesseract yet. THE OTHER runs over to attack him, but stops as Loki points his scepter.

LOKI
I don't threaten, but until I open the doors, until your force is mine to command, you are but words.

THE OTHER
You will have your war, Asgardian. If you fail, if the Tesseract is kept from us, there will be no realm, no barren moon, no crevice where he can't find you. You think you know pain? He will make you long for something as sweet as pain.

THE OTHER places his hand on Loki's head and transports him back to Earth. Loki looks around, menacing.

EXT. HELICARRIER LANDING STRIP DAY

The QUINJET lands down a MASSIVE BATTLESHIP known as the HELICARRIER. It has two runways. One with direct access to a hangar at the rear is aligned along the spine of the vessel. Agent Coulson and Steve walk down the ramp, meeting up with Natasha.

AGENT PHIL COULSON
Agent Romanoff. Captain Rogers.

STEVE
Ma'am?

NATASHA
Hi.

(TO COULSON)
They need you on the bridge. Face time.
AGENT PHIL COULSON
See you there.
Agent Coulson walks away leaving Steve with Natasha, walking towards the railing of the ship.

NATASHA
There was quite the buzz around here, finding you in the ice. I thought Coulson was gonna swoon. Did he ask you to sign his Captain America trading cards yet?

STEVE
Trading cards?

NATASHA
They're vintage, he's very proud. Without realizing, Banner doesn't notice them walking as he is nervous as hell. He moves around as people keep walking in his way.

STEVE
Dr. Banner.
Steve walks up to Banner and shakes his hands.

BANNER
Oh, yeah. Hi. They told me you'd be coming.

STEVE
Word is you can find the cube.

BANNER
Is that the only word on me?

STEVE
Only word I care about.

BANNER
(takes in the sentiment)
Must be strange for you, all of this.

STEVE
Well, this is actually kind of familiar.

NATASHA
Gentlemen, you may wanna step inside in a minute. It's gonna get a little hard to breath. Suddenly the HELICARRIER starts SHAKING as it prepares to fly "sail."

STEVE
Is this a submarine?

BANNER
Really? They wanted me in a submerged pressurized metal container?

They both move closer to the edge of the HELICARRIER. FOUR HUGE LIFT FANS MOUNTED ON THE SIDES STARTS TO LIFT INTO THE AIR IN VTOL FLIGHT. Steve watches in AWE as Banner smiles.

BANNER
OH, NO. THIS IS MUCH WORSE.

INT. HELICARRIER BRIDGE DAY

The doors part and we enter THE BRIDGE OF THE SHIP a flurry of activity dozens of agents sit in front of their VIEWSCREENS. Agent Hill shouts her instructs to leave. Turns to NICK FURY, who is at the command chair.

AGENT MARIA HILL
We're at lock, sir.

NICK FURY
Good. Let's vanish.

EXT. SKY

The HELICARRIER rises high into the heavens. Suddenly, the entire ship is covered in reflecting mirrors, which then camouflages in the sky.

INT. HELICARRIER BRIDGE CONTINUOUS

Steve and Banner walk through the glorious, gleaming bridge, taking his position at the SCIENCE CONSOLE.

NICK FURY
Gentlemen.

Steve gives Fury 10 bucks, referring to his earlier statement
about never being surprised again. Fury walks over Banner and extends his hand. Banner, reluctantly shakes it.

**NICK FURY**

Doctor, thank you for coming.

**BANNER**

Thanks for asking nicely. So, uh... how long am I staying?

**NICK FURY**

Once we get our hands on the Tesseract, you're in the clear.

**BANNER**

Where are you with that?

Nick Fury turns to Agent Coulson to explain, while Natasha Romanoff eyes an image of Clint Barton on a computer screen.

**AGENT PHIL COULSON**

We're sweeping every wirelessly accessible camera on the planet. Cellphones, laptops. If it's connected to a satellite, it's eyes and ears for us.

**NATASHA**

That's still not gonna find them in time.

**BANNER**

You have to narrow the field. How many spectrometers do you have access to?

**NICK FURY**

How many are there?

**BANNER**

Call every lab you know, tell them to put the spectrometers on the roof and calibrate them for gamma rays. I'll rough out a tracking algorithm based on cluster recognition. At least we could rule out a few places. Do you have somewhere for me to work?

**NICK FURY**

Agent Romanoff, would you show
Dr. Banner to his laboratory, please.
Natasha nods and walks off, leading Banner down the hall.

NATASHA
You're gonna love it, Doc. We got all the toys.

INT. UNDERGROUND LAB, VACUUM ROOM DAY
Selvig and several scientists work around the CMS device.
Barton walks in, holding a tablet.

SELVIG
Put it over there!

(TO BARTON)
Where did you find all these people?

CLINT BARTON
S.H.I.E.L.D. has not shortage of enemies, Doctor.
He holds up a screen showing information on IRIDIUM.

CLINT BARTON
Is this the stuff you need?

SELVIG
Yeah, iridium. It's found in meteorites, it forms anti-protons. It's very hard to get hold of.

CLINT BARTON
Especially if S.H.I.E.L.D. knows you need it.

SELVIG
Well, I didn't know!
(sees Loki coming)
Hey! The Tesseract is showing me so much. It's more than just knowledge, it's... truth.

LOKI
I know. What did it show you, Agent Barton?

CLINT BARTON
My next target.
LOKI
Tell me what you need.

CLINT BARTON
I'll need a distraction.
(grabs his bow)
And an eyeball.

INT. HELICARRIER BRIDGE  NIGHT
As they are waiting to locate Loki using satellite facial recognition, Coulson and Steve stand side by side, waiting.

AGENT PHIL COULSON
I mean, if it's not too much trouble.

STEVE
No, no. It's fine.

AGENT PHIL COULSON
It's a vintage set. It took me a couple of years to collect them all. Near mint, slight foxing around the edges, but...

AGENT JASPER SITWELL
We got a hit. Sixty-seven percent match. Weight, cross match, seventy-nine percent.

AGENT PHIL COULSON
Location?

AGENT JASPER SITWELL
Stuttgart, Germany. 28, Königstrasse. He's not exactly hiding.

NICK FURY
Captain, you're up.
Steve nods. Leaves.

EXT. STUTTGART MUSEUM  NIGHT
Loki standing in front of the museum, dressed in 21st century attire and with the scepter, disguised as a cane, walks up to the entrance of the gala.

INT. STUTTGART GALA  NIGHT
Inside, a lavished gala with an orchestra playing, is interrupted as the HEAD DOCTOR walks up to the mic.

**INT. HELICARRIER, STEVE'S LOCKER NIGHT**

Steve walks into his own locker room. As he approaches to the steel cabinet, the doors already reveal the updated CAPTAIN AMERICA UNIFORM, along with the famous SHIELD. He stands in silence.

**EXT. STUTTGART MUSEUM NIGHT**

Outside the museum, GERMAN GUARDS stand in their positions. One of them is standing on top of the roof, scoping. He then hears a THWACK!

He looks down. One of his guards is shot with an ARROW. He raises his gun. He is shot dead by an arrow. Falls down. Barton and his CREW arrive at the doors of the locked science building. Barton looks at the retinal scanner. He pulls out a SHIELD eye scanner instrument.

**INT. STUTTGART GALA NIGHT**

Loki looks from above the museum and descends down to where the HEAD DOCTOR is. As he makes it down and near the stage, he FLIPS his cane the other end. The guard there notices him, pulls out his gun, but Loki CLUBS his head in. CHAOS ERUPTS.

Guests begin to leave the museum. Loki grabs the doctor and flips him over onto a marble table of the mythological creatures BILCHSTEIM. Loki pulls out an OPTICAL TORTURE DEVICE. He PLUNGES down the doctor's eye. The doctor TWISTS in pain.

**EXT. STUTTGART MUSEUM NIGHT**

Suddenly, from Barton's instrument, a holographic eye of the head doctor appears and the image of the doctor appears on screen.

The doors to the facility open. Barton walks in and finds in a cabinet, a glass thermos with a cylinder of iridium.

**EXT. STUTTGART GALA NIGHT**

As the crowd runs away, Loki slowly walks out and materializes in his gold armor and helmet. The POLICE arrive and with no hesitation, he BLASTS the cars, FLIPPING them over and over.
LOKI

Kneel before me.
The crowd ignores him. Another LOKI appears, blocking the crowd.
Loki after Loki appears, they all grin as they raise their spears, encircling the crowd.

LOKI

I said. KNEEL!!!
Everyone becomes quiet and kneels in front him. Loki embracing his arms out, smiling.

LOKI

Is not this simpler? Is this not your natural state? It's the unspoken truth of humanity, that you crave subjugation. The bright lure of freedom diminishes your life's joy in a mad scramble for power, for identity. You were made to be ruled. In the end, you will always kneel.
As the words resonate to the kneeling crowd, an ELDER GERMAN MAN refuses to kneel and stands, heroic.

ELDER GERMAN MAN

Not to men like you.

LOKI

There are no men like me.

ELDER GERMAN MAN

There are always men like you.

LOKI

Look to your elder, people. Let him be an example.

Loki is about to execute him with his scepter as the light GLOWS blue. Just as the ENERGY BEAM shoots out, FUCKING CAPTAIN AMERICA arrives! He dives in just in time and BLOCKS the blast with his SHIELD, knocking down Loki on his ass.

CAPTAIN AMERICA

You know, the last time I was in Germany and saw a man standing above everybody else, we ended up disagreeing.

LOKI
STANDING UP

The soldier. A man out of time.

CAPTAIN AMERICA

I'm not the one who's out of time.

From above Cap, the QUINJET arrives. A machine gun is pointed towards Loki.

NATASHA

Loki, drop the weapon and stand down.

Like greased lighting, Loki sends a BLAST of blue at the QUINJET. Natasha MANEUVERS it just in time, giving Cap the time to throw his shield at Loki. They both begin to DUKE IT OUT. Loki FLINGS Cap to the ground. Cap then throws his shield, but Loki SWATS it way. Cap, using all the moves of a boxer, is KNOCKED down by Loki. Standing over him, he points the scepter's tip on his helmet.

LOKI

Kneel.

CAPTAIN AMERICA

Not today!

Cap FLIPS and KNOCKS him out with his leg. Loki grabs him and FLIPS him over.

INT. QUINJET NIGHT

NATASHA

The guy's all over the place.

Suddenly, AC/DC's "Shoot to Thrill" overdrives the QUINJET'S speakers.

IRON MAN

Agent Romanoff, did you miss me?

Both Cap and Loki look up at the sky. Tony flies over in his IRON MAN suit and blast Loki right back to the ground. IRON MAN touches down. He stands up and pulls out every piece of weaponry the suit has.

IRON MAN

Make your move, Reindeer Games.

Loki puts up his hands and surrenders. His armor materializes away.

IRON MAN

Good move.
CAPTAIN AMERICA
Mr. Stark.

IRON MAN
Captain.

INT. QUINJET NIGHT
Natasha watches the skies. THUNDER. Coming out of nowhere. Fury speaks over her headset.

NICK FURY (V.O.)
Said anything?

NATASHA
Not a word.

NICK FURY (V.O.)
Just get him here. We're low on time.

With Loki tied up and cuffed to his seat, Tony and Steve watch from a distance, whispering.

STEVE
I don't like it.

TONY
What? Rock of Ages giving up so easily?

STEVE
I don't remember it being ever that easy. This guy packs a wallop.

TONY
Still, you are pretty spry, for an older fellow. What's your thing? Pilates?

STEVE
What?

TONY
It's like calisthenics. You might have missed a couple things, you know, doing time as a Capsicle.

Steve looks at Tony, finally meeting his ego match.

STEVE
Fury didn't tell me he was calling you in.

TONY
Yeah, there's a lot of things Fury doesn't tell you.

THUNDER and LIGHTNING nearly hit the jet, making it shake violently.

NATASHA
Where's this coming from?

Thunder RUMBLES overhead. Loki stares out the window intently.

STEVE
What's the matter? Scared of a little lightning?

LOKI
I'm not overly fond of what follows.


THE MIGHTY THOR. Thor OPENS the ramp and grabs Loki by the throat and flies out. Steve and Tony are left dumbstruck. Tony puts the IRON MAN helmet on.

IRON MAN
Now there's that guy.

NATASHA
Another Asgardian?

CAPTAIN AMERICA
Think the guy's a friendly?

IRON MAN
Doesn't matter. If he frees Loki or kills him, the Tesseract's lost.

Tony turns and gets ready to jump off the jet to chase after Thor.

CAPTAIN AMERICA
Stark, we need a plan of attack!

IRON MAN
I have a plan. Attack.

IRON MAN jumps out of the jet and chases after Thor. Cap grabs a parachute to follow.
NATASHA
I'd sit this one out, Cap.

CAPTAIN AMERICA
I don't see how I can.

NATASHA
These guys come from legends, they're basically gods.

CAPTAIN AMERICA
There's only one God, ma'am. And I'm pretty sure he doesn't dress like that.
Cap JUMPS OUT of the jet.

EXT. MOUNTAIN LEDGE NIGHT
Somewhere out in the European mountains, Thor throws Loki into the side of the mountain. He raises the mighty hammer, MJÖLNIR. He looks down at his brother, who he thought to be dead and is angry to see him alive in this fashion.

THOR
Where is the Tesseract?

LOKI
(LAUGHS)
I missed you too.

THOR
Do I look to be in a gaming mood?!

LOKI
Oh, you should thank me. With the Bifrost gone how much dark energy did the Allfather have to muster to conjure you here? Your precious Earth.
Thor drops MJÖLNIR, causing the mountain to quake. He picks up Loki. His brother.
Although Thor is pissed for what he has done, a family is everything to a man or god.

THOR
I thought you dead.

LOKI
Did you mourn?
THOR
We all did. Our father...

LOKI
Your father. He did tell you my true parentage, did he not?
Thor lets go Loki, who walks away from Thor, causing an even bigger wedge between them.

THOR
We were raised together, we played together, we fought together. Do you remember none of that?

LOKI
(TURNS AROUND)
I remember a shadow. Living in the shade of your greatness. I remember you tossing me into an abyss. I was and should be king!

THOR
So you take the world I love as recompense for your imagined slights. No, the Earth is under my protection, Loki.

LOKI
(LAUGHS)
And you're doing a marvelous job with that. The humans slaughter each other in droves, while you idly threaten. I mean to rule them. And why should I not?

THOR
You think yourself above them.

LOKI
Well, yes.

THOR
Then you miss the truth of ruling, brother. Throne would suit you ill. Angrily, Loki shoves his brother to the side. He walks back up
to the ledge. Turns around.

LOKI
I've seen worlds you've never known about! I have grown, Odinson, in my exile! I have seen the true power of the Tesseract, and when I wield it...

THOR
Who showed you this power? Who controls the would-be-king?

LOKI
I am a king!

THOR
Not here! You give up the Tesseract! You give up this poisonous dream! You come home.

LOKI
I don't have it. You need the cube to bring me home, but I've sent it off I know not where. Mjölnir flies back to his grasp.

THOR
You listen well, brother. I...

THOR IS KNOCKED OFF THE MOUNTAIN BY IRON MAN WHO TACKLES HIM IN MID-FLIGHT.

LOKI
I'm listening.

EXT. FOREST CONTINUOUS

THOR and IRON MAN CRASH into the forest. Thor rolls himself up. IRON MAN is still standing, but keeps his distance. The helmet opens up.

THOR
Do not touch me again!

TONY
Then don't take my stuff.
THOR
You have no idea what you're dealing with.

TONY
Shakespeare in the park? Doth mother know you weareth her drapes?

THOR
This is beyond you, metal man. Loki will face Asgardian justice!

TONY
He gives up the Cube, he's all yours. Until then, stay out of my way... tourist.

The IRON MAN helmet clamps up and he walks away. In one quick move, Thor pulls Mjölnir, throws it, and KNOCKS IRON MAN clear across into a tree.

INSIDE THE SUIT

TONY
Okay.

From the mountain side, Loki watches in amusement. Thor raises his hand. Mjölnir flies back to his hand. Thor SWINGS the hammer, summoning a ray of energy. IRON MAN stands up and from his HAND BOOSTERS, a BLAST of ENERGY KNOCKS the MIGHTY AVENGER on his ass. IRON MAN flies back up and knocks Thor into a tree. Right back at you, bitch! Thor, kneeling on the ground, pulls Mjölnir to his hand, raises it to the skies and pulls in LIGHTING and THUNDER! Thor points the hammer at IRON MAN and the outpouring of bolts lighting increases in intensity. IRON MAN falls back.

INSIDE THE SUIT

JARVIS
Power at 400% capacity.

TONY
How about that?

IRON MAN FIRES AWAY FROM HIS HAND BOOSTERS, pushing Thor to his knees. Like two gunslingers ready to draw, both Thor and IRON MAN fly towards each other and meet in the middle and ascend up.

EXT. SKY NIGHT
The two battle. IRON MAN grasps THOR, elbowing him and SMASHING him into the side of a mountain.

THOR LEAPS off the mountain and takes IRON MAN with him.

EXT. FOREST CONTINUOUS

THOR and IRON MAN crash right back down, smashing down every tree possible. IRON MAN YANKS Thor right up. Thor grabs both HANDS BOOSTERS and begins to CRUSH them. Tony quickly CHARGES as much energy as he can and SHOOTS ENERGY in Thor's face.

Thor FALLS back, losing his stance. IRON MAN HEADBUTTS Thor, with his gold-titanium alloy helmet. Thor... HEADBUTTS him with his fuckin' head and actually sends IRON MAN across the forest. IRON MAN boosters up and flies back at Thor, grabbing him by the arm and cape and SWINGS him into another tree. Thor looks up, ready. Thor runs with all his patience out the window. IRON MAN SWINGS and MISSES, giving Thor the momentum to grab him, lift him and SWASH him down hard.

Thor summons back Mjölnir to his hand. Just as he's about to put the hammer down, IRON MAN uses his HAND BOOSTERS to SKID across the ground and trip Thor over. Standing up, Thor looks for him, but from behind him, IRON MAN CRASHES into his back. Thor stands facing IRON MAN. Ready to pounce...

CAPTAIN AMERICA'S shield RICOCHETS off both Thor and IRON MAN, stopping them. They look up and see CAPTAIN AMERICA standing on top of a fallen tree with the shield back in hand.

CAPTAIN AMERICA
Hey! That's enough!
(comes down; looks at Thor)
Now, I don't know what you plan on doing here.

THOR
I've come here to put an end to Loki's schemes!

CAPTAIN AMERICA
Then prove it! Put the hammer down.

IRON MAN
Um, yeah, no! Bad call! He loves his hammer!

THOR BACKHANDS IRON MAN LIKE A PIMP WITH MJÖLNIR.
Thor, losing all tolerance with this SENTENTIAL OF LIBERTY, raises the hammer.
THOR

(TO CAP)

You want me to put the hammer down?

THOR LEAPS HIGH INTO THE AIR, RAISING THAT FUCKING HAMMER.
CAPTAIN AMERICA CROUCHES DOWN and HOLDS UP HIS SHIELD. THOR brings that hammer down onto the shield and a MASSIVE IMPlosion OF LIGHT reacts to the vibranium shield creating a MASSIVE SHOCKWAVE THAT BLOWS UP ANYTHING STANDING WITHIN A MILE.
IRON MAN stands up, looking around like 'holy shit.' Lying right next to him is Cap, who never takes his eye off Thor. Thor looks at both men.

CAPTAIN AMERICA

Are we done here?

THOR, CAPTAIN AMERICA AND IRON MAN STAND THERE.

INT. HELICARRIER HALLWAY NIGHT

DOZENS of SHIELD POLICE escort Loki, who is in handcuffs, smiling. As they pass the HELICARRIER LAB, Banner stops working on the CHITAURI SCEPTER and looks up. Loki eyes him as he walks, nodding and smiling. BANNER rubs his head.

INT. HELICARRIER DETENTION SECTION NIGHT

Loki is now free from his cuffs and is contained in a LARGE GLASS CELL held by HYDRAULIC RIGS. Fury walks up the control panel of the cell.

NICK FURY

In case it's unclear. You try to escape. You so much as scratch that glass.

Fury presses a button which OPENS UP a HATCH underneath Loki's cell. Loki peers as much as he can from the glass. Without seeing, the sounds of GUSTING WIND would make man shit his pants. Not a god, though.

NICK FURY

Thirty thousand feet, straight down in a steel trap. You get how that works?!
Fury closes the hatch. Points at Loki.

NICK FURY
Then points at the button which would drop Loki into the steel trap.

NICK FURY
Boot.

LOKI

(SMIRKING)
It's an impressive cage. Not built, I think, for me.

NICK FURY
Built for something a lot stronger than you.

LOKI
Oh, I've heard.

INT. BRIEFING ROOM CONTINUOUS
The others watch on the monitor Loki getting interrogated. Banner looks at the monitor, intently.

INT. HELICARRIER DETENTION SECTION CONTINUOUS
LOKI
The mindless beast, makes play he's still a man. How desperate are you, that you call upon such lost creatures to defend you?

NICK FURY
How desperate am I? You threaten my world with war. You steal a force you can't hope to control.

(MORE)

NICK FURY (CONT'D)
You talk about peace and you kill 'cause it's fun. You have made me very desperate. You might not be glad that you did.
LOKI
Ooh. It burns you to come so close. To have the Tesseract, to have power, unlimited power. And for what? A warm light for all mankind to share, and then to be reminded what real power is.

NICK FURY

(SMILING)
Well, you let me know if Real Power wants a magazine or something.
Fury walks off leaving Loki in his glass cell. Loki looks back at the camera, smirking.

INT. BRIEFING ROOM CONTINUOUS

Steve watches until the monitor goes black. Thor, who didn't even look, just listened, stands there, torn apart. They all just stand there in stunned SILENCE. Finally --

BANNER
He really grows on you, doesn't he?

STEVE
Loki's gonna drag this out. So, Thor, what's his play?

THOR
(COMING TOO)
He has an army called the Chitauri. They're not of Asgard or any world known. He means to lead them against your people. They will win him the earth. In return, I suspect, for the Tesseract.

STEVE

(SERIOUSLY)
An army? From outer space?

BANNER
So he's building another portal. That's what he needs Erik Selvig for.

THOR
Selvig?

BANNER
He's an astrophysicist.

THOR
He's a friend.

NATASHA
Loki has him under some kind of spell, along with one of ours.

STEVE
I wanna know why Loki let us take him. He's not leading an army from here.

BANNER
I don't think we should be focusing on Loki. That guy's brain is a bag full of cats, you could smell crazy on him.

THOR
Have care how you speak. Loki is beyond reason, but he is of Asgard, and he's my brother.

NATASHA
He killed eighty people in two days.

THOR
He's adopted.

BANNER
Iridium, what did they need the Iridium for?

TONY
It's a stabilizing agent.
(walks in with Coulson; to

COULSON)
I'll fly you there. Keep the love alive. Means the portal won't collapse on itself, like it did at SHIELD.

TONY (CONT'D)

(TO THOR)
No hard feelings, Point Break. You've got a mean swing.

(referring to the Iridium)
Also, it means the portal can open as wide, and stay open as long, as Loki wants.

(TO CREW)
Uh, raise the mid-mast, ship the top sails. That man is playing GALAGA!
Thought we wouldn't notice. But we did.

(covering his eye, looks AROUND)
How does Fury do this?

AGENT MARIA HILL
He turns.

Tony looks around the monitors and places a BUTTON SIZE HACKING IMPLANT under Fury's desk, without anyone noticing.

TONY
Well, that sounds exhausting. The rest of the raw materials, Agent Barton can get his hands on pretty easily. Only major component he still needs is a power source. A high energy density, something to kick start the cube.

AGENT MARIA HILL
When did you become an expert in thermonuclear astrophysics?

TONY
Last night. The packet, Selvig's notes, the Extraction Theory papers. Am I the only one who did the reading?

STEVE
Does Loki need any particular kind of power source?

BANNER
He's got to heat the cube to a hundred and twenty million Kelvin just to break through the Coulomb barrier.

TONY
Unless, Selvig has figured out how to stabilize the quantum tunneling effect.

**BANNER**

Well, if he could do that he could achieve Heavy Ion Fusion at any reactor on the planet.

**TONY**

Finally, someone who speaks English.

**STEVE**

Is that what just happened?

Tony and Banner shake hands. A glimmer in their eyes shines as the mutual respect for each other shows.

**TONY**

It's good to meet you, Dr. Banner. You're work on anti-electron collisions is unparalleled. And I'm a huge fan of the way you lose control and turn into an enormous green rage monster.

**BANNER**

(LOOKS DOWN)

Thanks.

**NICK FURY**

(WALKING IN)

Dr. Banner is only here to track the cube. I was hoping you might join him.

**STEVE**

Let's start with that stick of his. It may be magical, but it works an awful lot like a HYDRA weapon.

**NICK FURY**

I don't know about that, but it is powered by the cube. And I'd like to know how Loki used it to turn two of the sharpest men I know into his personal flying monkeys.

**THOR**

Monkeys? I do not understand.
STEVE
I do! I understood that reference.
Tony rolls his eyes, while Cap looks proud of himself.

TONY
Shall we play, doctor?

BANNER
Let's play some.
As Banner and Tony walk out, the GALAGA PLAYER turns ever so discreetly, watches as everyone else disperses and goes back to playing.

INT. BANNER'S LAB - NIGHT (LATER)

Banner continuously scans with a gamma ray detection scanner on the scepter for radiation. Tony looks at his monitors, shifting and solving as many algorithms and equations.

BANNER
The gamma readings are definitely consistent with Selvig's reports on the Tesseract. But it's gonna take weeks to process.

TONY
If we bypass their mainframe and direct a reroute to the Homer cluster, we can clock this around six hundred teraflops.

BANNER
All I packed was a tooth brush.

TONY
(SMILES)
You know, you should come by STARK TOWERS sometime. Top ten floors, all R&D. You'd love it, it's candy land.

BANNER
Thanks, but the last time I was in New York I kind of broke...Harlem.

TONY
Well, I promise a stress free environment. No tension. No surprises. Suddenly, Tony pokes Banner with a MINIATURE ELECTRICAL PROD. Steve walks in on them, pissed at Tony.

**BANNER**

OW!
Tony looks at Banner closely.

**TONY**
Nothing?

**STEVE**
(TO BANNER)
Hey! Are you nuts?

**TONY**
You really have got a lid on it, haven't you? What's your secret? Mellow jazz? Bongo drums? Huge bag of weed?

**STEVE**
Is everything a joke to you?

**TONY**
Funny things are.

**STEVE**
Threatening the safety of everyone on this ship isn't funny. No offense, doctor.

**BANNER**
No, it's alright. I wouldn't have come aboard if I couldn't handle pointy things.

**TONY**
You're tiptoeing, big man. You need to strut.

**STEVE**
And you need to focus on the problem, Mr. Stark.

**TONY**
You think I'm not? Why did Fury call us and why now? Why not before? What isn't he telling us? I can't do the equation unless I have all the variables.

STEVE
You think Fury's hiding something?

TONY
He's a spy. Captain, he's the spy. His secrets have secrets.
(points to Banner)
It's bugging him too, isn't it?

BANNER
(bobbling the words)
Uh...I just wanna finish my work here and...

STEVE
Doctor?
A beat.

BANNER
'A warm light for all mankind, Loki's jab at Fury about the cube.

STEVE
I heard it.

BANNER
(pointing at Tony)
Well, I think that was meant for you. Even if Barton didn't post that all over the news.

STEVE
The Stark Tower? That big ugly (Tony gives him a look) ...building in New York?

BANNER
It's powered by Stark Reactors, self-sustaining energy source. That building will run itself for what, a year?

TONY
That's just the prototype. I'm kind of
the only name in clean energy right now.

BANNER
(referring to Tony)
So, why didn't SHIELD bring him in on the Tesseract project? I mean, what are they doing in the energy business in the first place?

TONY
I should probably look into that once my decryption programmer finishes breaking into all of SHIELD's secure files.

STEVE
(taken by that)
I'm sorry, did you say...?

TONY
Jarvis has been running it since I hit the bridge. In a few hours we'll know every dirty secret SHIELD has ever tried to hide.
(holds out a bag of blueberries)
Blueberry?

STEVE
Yet you're confused about why they didn't want you around?

TONY
An intelligence organization that fears intelligence? Historically, not possible.

STEVE
I think Loki's trying to wind us up. This is a man who means to start a war, and if don't stay focused, he'll succeed. We have orders, we should follow them.

TONY
Following is not really my style.
(SMILING)
And you're all about style, aren't you?

TONY
(a nerve hit)
Of the people in this room, which one is; A. wearing a spangly outfit, and B. not of use?

BANNER
Steve, tell me none of this smells a little funky to you?
Steve takes in the possibility, but as an obedient soldier, shakes it off.

STEVE
Just find the cube.
Steve walks out of the lab. Still torn apart by the possibility, he walks away, towards the HULL of the ship.

BACK IN THE LAB
TONY
That's the guy my dad never shut up about? Wondering if they shouldn't have kept him on ice.

BANNER
The guy's not wrong about Loki. He does have the jump on us.

TONY
What he's got is an ACME dynamite kit.

TONY (CONT'D)
It's gonna blow up in his face, and I'm gonna be there when it does.

BANNER
And I'll read all about it.

TONY
Uh-huh. Or you'll be suiting up like the rest of us.

BANNER
Ah, see. I don't get a suit of armor.
I'm exposed, like a nerve. It's a nightmare.

TONY
You know, I've got a cluster of shrapnel, trying every second to crawl its way into my heart.
(points at the MINI-ARC REACTOR in his chest)
This stops it. This little circle of light. It's part of me now, not just armor. It's a... terrible privilege.

BANNER
But you can control it.

TONY
Because I learned how.

BANNER
It's different.

Banner tries to read the computer screen, but Tony slides the data aside with his finger so the two can see face-to-face.

TONY
Hey, I've read all about your accident.
That much gamma exposure should have killed you.

BANNER
So you're saying that the Hulk... the other guy... saved my life?

(MORE)

BANNER (CONT'D)
That's nice. It's a nice sentiment.
Saved it for what?

TONY

(A BEAT)
I guess we'll find out.
Banner and Stark get back to work at their respective computers.

BANNER
You might not like that.
TONY
You just might.

INT. HULL HANGAR, SECURE STORAGE 10-C NIGHT

Steve, with all his MIGHT, slides the HEAVY IRON door and STEALTHILY walks in. SECURE STORAGE 10-C is a large warehouse, filled with METAL CRATES stacked. Steve looks up, seeing another level. He LEAPS up high and holds onto the catwalk railing. Steve continues to move forward.

INT. VAN NIGHT

Inside this particular van, Selvig and a few other SOLDIERS are driving inside a long tunnel. With the CMS device inside, Selvig carefully picks up the small cylinder shape IRIDIUM with metal prongs and lightly places it a SLOT within the CMS. THE CMS ACCEPTS IT. Selvig looks at it, devilishly smiling.

INT. BRIEFING ROOM NIGHT

On a SHIELD monitor is a photo and record of JANE FOSTER. Thor looks at her, remembering. With him is Agent Coulson.

AGENT PHIL COULSON
As soon as Loki took the doctor we moved Jane Foster. We've got an excellent observatory in Traunsee. She was asked to consult there very suddenly yesterday. Handsome fee, private plane, very remote. She'll be safe.

THOR
Thank you. It's no accident Loki taking Erik Selvig. I dread what he plans for him once he's done. Erik is a good man.

AGENT PHIL COULSON
He talks about you a lot. You changed his life. You changed everything around here.

THOR
They were better as they were. We pretend on Asgard that we're more advanced, but we...we come here battling like BILCHSTEIM.
AGENT PHIL COULSON
Like what?

THOR
BILCHSTEIM? You know; huge, scaly, big antlers. You don't have those?

AGENT PHIL COULSON
Don't think so.

THOR
They are repulsive, and they trample everything in their path.
Thor walks over to the side of the ship and looks out the window, lamenting about what has happened and what may come.

THOR
When I first came to earth, Loki's rage followed me here and your people paid the price. And now again. In my youth I courted war.

NICK FURY (O.S.)
War hasn't started yet.

(WALKING IN)
You think you can make Loki tell us what the Tesseract is?

THOR
I do not know. Loki's mind is far afield, it's not just power he craves, it's vengeance upon me. There's no pain that would prize his need from him.

NICK FURY
A lot of guys think that, until the pain stops.

THOR
What are you asking me to do?

NICK FURY
I'm asking. What are you prepared to do?

THOR
Loki is a prisoner.

**NICK FURY**
Then why do I feel like he's the only person on this boat that wants to be here?
Thor doesn't answer.

**INT. HELICARRIER DETENTION SECTION NIGHT**

Loki walks back and forth inside his glass cell. Suddenly, he stops.

**LOKI**
There's not many people that can sneak up on me.
(turns to see NATASHA STANDING THERE)

**NATASHA**
But you figured I'd come.

**LOKI**
After. After whatever tortures Fury can concoct, you would appear as a friend, as a balm. And I would cooperate.

**NATASHA**
I wanna know what you've done to Agent Barton.

**LOKI**
I'd say I've expanded his mind.

**NATASHA**
And once you've won. Once you're king of the mountain. What happens to his mind?

**LOKI**
Is this love, Agent Romanoff?

**NATASHA**
Love is for children. I owe him a debt.

**LOKI**
(SITTING DOWN)

Tell me.

NATASHA

(she pulls up a chair as

WELL)

Before I worked for SHIELD, I
uh...well, I made a name for myself. I
have a very specific skillset. I didn't
care who I used it for, or on. I got on
SHIELD's radar in a bad way. Agent
Barton was sent to kill me, he made a
different call.

LOKI

And what will you do if I vow to spare
him?

NATASHA

Not let you out.

LOKI

(LAUGHS)

Ah, no. But I like this. Your world in
the balance, and you bargain for one
man?

NATASHA

Regimes fall every day. I tend not to
weep over that, I'm Russian... or was.

LOKI

What is it you want?

NATASHA

It's really not that complicated. I've
got red in my ledger, I'd like to wipe
it out.

LOKI

Can you? Can you wipe out that much
red? DRAKOV'S daughter? SÃO PAULO? THE
HOSPITAL FIRE? Barton told me
everything. Your ledger is dripping,
it's gushing red, and you think saving
a man no more virtuous than yourself
This is the basest sentimentality. This is a child at prayer... PATHETIC!

INTERCUTS
- Tony and Banner continuously work at their monitors.

LOKI (V.O.)
You lie and kill in the service of liars and killers.
- Agent Hill checks every VIEWSCREEN in the bridge. Fury oversees.

LOKI (V.O.)
You pretend to be separate, to have your own code, something that makes up for the horrors. But they are a part of you, and they will never go away!
- Steve opens a STEEL crate. Angry, he looks behind him and looks back into the crate. THE CRATE IS FILLED WITH AN ARRAY OF HYDRA WEAPONS.

INT. HELICARRIER DETENTION SECTION NIGHT
Loki SLAMS his cell, making Natasha FLINCH.

LOKI
I won't touch Barton. Not until I make him kill you! Slowly. Intimately. In every way he knows you fear! And when he'll wake just long enough to see his good work, and when he screams, I'll split his skull! This is my bargain, you mewling quim!
NATASHA turns around, walks away from Loki, disgusted.

NATASHA
(QUIETLY; DISTRAUGHT)
You're a monster.

LOKI
(LAUGHS)
No, you brought the monster.
NATASHA
(turns back around; poised)
So, Banner... that's your play.

LOKI
(STAGGERED)
What?

NATASHA
(ON EARPIECE)
Loki means to unleash the Hulk. Keep Banner in the lab, I'm on my way. Send Thor as well.

(TO LOKI)
Thank you for your cooperation. Natasha quickly walks out, leaving Loki frozen.

INT. BANNER'S LAB  MORNING
Fury walks in SURPRISED to see Tony and Banner stop working on the scepter.

NICK FURY
(ANGRY)
What are you doing, Mr. Stark?

TONY
Uh...kind of been wondering the same thing about you.

NICK FURY
You're supposed to be locating the Tesseract.

BANNER
We are. The model's locked and we're sweeping for the signature now. When we get a hit, we'll have the location within half a mile.

TONY
And you'll get your cube back, no muss, no fuss.
(suddenly his monitor show a collection of SECRET FILES)

What is PHASE 2?

Suddenly, Steve drops a HYDRA ASSAULT RIFLE on the table causing Fury, Banner and Tony to turn around. Cap looks pissed.

STEVE

PHASE 2 is SHIELD uses the cube to make weapons.

(TO TONY)

Sorry, the computer was moving a little slow.

NICK FURY

(trying to explain)

Rogers, we gathered everything related to the Tesseract. This does not mean that we’re...

TONY

I’m sorry, Nick.

Tony moves the computer screen towards Fury which shows plans of THE WEAPONS.

TONY

What were you lying?

STEVE

I was wrong, director. The world hasn’t changed a bit.

At that moment, Thor and Natasha walk into the lab. Natasha keeps her eyes right on Banner. Banner looks at her, PISSED.

BANNER

Did you know about this?

NATASHA

You wanna think about removing yourself from this environment, doctor?

BANNER

I was in Calcutta, I was pretty well removed.

NATASHA

Loki’s manipulating you.
BANNER
And you've been doing what exactly?

NATASHA
You didn't come here because I bat my eyelashes at you.

BANNER
Yes, and I'm not leaving because suddenly you get a little twitchy. I'd like to know why SHIELD is using the Tesseract to build weapons of mass destruction.

NICK FURY
Because of him.
(pointing at Thor)

THOR
(STUNNED)
Me?

NICK FURY
Last year earth had a visitor from another planet who had a grudge match that leveled a small town. We learned that not only are we not alone, but we are hopelessly, hilariously, outgunned.

THOR
My people want nothing but peace with your planet.

NICK FURY
But you're not the only people out there, are you? And, you're not the only threat. The world's filling up with people who can't be matched, they can't be controlled.

STEVE
Like you controlled the cube?

THOR
You're work with the Tesseract is what drew Loki to it, and his allies. It is
the signal to all the realms that the earth is ready for a higher form of war.

STEVE
A higher form?

NICK FURY
You forced our hand. We had to come up with something.

TONY
Nuclear deterrent. `Cause that always calms everything right down.

NICK FURY
Remind me again how you made your fortune, Stark?

STEVE TONY
I'm sure if he still made Wait! Wait! Hold on! How is weapons, Stark would be neck this now about me? deep... I'm sorry, isn't THOR everything? I thought humans were more evolved than this.

NICK FURY
Excuse me, did WE come to YOUR planet and blow stuff up?

THOR
Did you always give your champions such mistrust?

NATASHA BANNER
Are you all really that Captain America is on naive? S.H.I.E.L.D monitors potential threat potential threats? watch list?

TONY STEVE
(to Steve) I swear to God, Stark, one You're on that list? Are you more crack... above or below angry bees? Threatening! I feel threatened!

As the "team" argues, they don't realize the BLUE GEM on Loki's scepter is glowing brightly.
INT. AIRCRAFT CARRIER  DAY

Outside the HELICARRIER, a lone carrier slowly hovers over the ship.

SHIELD BASE VOICE

661 Bravo, please relay your pass code. What is your hull, over?

BARTON

Arms to ammunition, over.

Inside, BARTON and his crew suit up and arm themselves. Barton pulls out his hi-tech bow and arrows.

INT. BANNER’S LAB  MORNING

Back in the lab, the egos of these people keeping rubbing off each other and at any moment, the shit will hit the fan.

THOR

You speak of control, yet you court chaos.

BANNER

It’s his M.O., isn’t it? I mean, what are we, a team? No, no, no. We’re a chemical mixture that makes chaos. We’re... We’re a time-bomb.

NICK FURY

You need to step away.

TONY

(puts his arm around Steve) Why shouldn’t the guy let off a little steam?

STEVE

(pushes Tony off) You know damn well why! Back off!

TONY

(comes face-to-face with Cap) Oh, I’m starting to want you to make me.

STEVE
Big man in a suit of armor. Take that off, what are you?

TONY
Genius, billionaire, playboy, philanthropist.

STEVE
I know guys with none of that worth ten of you. Yeah, I've seen the footage.

(MORE)

STEVE (CONT'D)
The only thing you really fight for is yourself. You’re not the guy to make the sacrifice play, to lay down on a wire and let the other guy crawl over you.

TONY
I think I would just cut the wire.

STEVE
(SMILING)
Always a way out... You know, you may not be a threat, but you better stop pretending to be a hero.

TONY
(that did it)
A hero? Like you? You're a lab rat, Rogers. Everything special about you came out of a bottle!

OUTSIDE THE HELICARRIER
The ramp of the carrier opens. The carrier maneuvers next to one of the large turbine engines. Barton stands at the base, holding out his bow. He pulls out a GRENADE TIPPED ARROW. He points right at the engine. Then...Barton moves his AIM and points the arrow about a hundred feet from the engine. He releases. The arrow flies out, but then SHARPLY heads for the engine. The arrow is punctured onto the engine. It has a visible timer which is COUNTING DOWN.

INT. BANNER'S LAB MORNING
Back in the lab, Steve puffs up his chest at Tony, who just
stands there, unmoving.

STEVE
Put on the suit, let's go a few rounds.
Thor laughs at them.

THOR
You people are so petty... and tiny.
Tony rubs his head. Moves away from Cap.

BANNER
Yeah, this is a tee...

NICK FURY
Agent Romanoff, would you escort
Dr. Banner back to his...

BANNER
Where? You rented my room.

NICK FURY
The cell was just in case...

BANNER
In case you needed to kill me, but you
can't! I know! I tried!

(A BEAT)
I got low. I didn't see an end, so I
put a bullet in my mouth and the other
guy spit it out! So I moved on, I
focused on helping other people. I was
good, until you dragged me back into
this freak show and put everyone here
at risk!
Banner slowly gets upset as he looks at Romanoff, who gets
unnerved.

BANNER
You wanna know my secret, Agent
Romanoff? You wanna know how I stay
calm?

BLACK WIDOW and Fury have their hands down to grab their guns.

STEVE
Doctor Banner... put down the scepter.
BANNER looks down and is shocked to see he's holding Loki's scepter. The computer beeps. They all turn to it.

TONY

Got it.

Banner puts down the scepter and walks over to the computer.

BANNER

Sorry, kids. You don't get to see my little party trick after all.

THOR

Located the Tesseract?

TONY

I can get there faster.

STEVE

Look, all of us...

THOR

The Tesseract belongs on Asgard, no human is a match for it. Tony turns to leave, but Steve stops him.

STEVE

You're not going alone!

TONY

You gonna stop me?

STEVE

Put on the suit, let's find out.

TONY

I'm not afraid to hit an old man.

STEVE

Put on the suit.

At that moment Banner who's looking at the monitor notices something about the Tesseract.

BANNER

Oh, my God!

OUTSIDE THE HELICARRIER

Barton pulls the trigger on his bow. The arrow then explodes the
ENGINE RIGHT OFF THE HELICARRIER!

INT. BANNER’S LAB MORNING

Everyone is thrown in every direction. Steve, Fury, Thor and Tony are thrown across while Natasha and Banner is down in the lower equipment room. Steve looks up at Tony.

STEVE

Put on the suit!

TONY

Yep!

Steve helps Tony up and out of the lab. Fury sits up, clutching his ribs. He puts on his EARPIECE.

NICK FURY

Hill?!

INT. HELICARRIER BRIDGE DAY

PANDEMONIUM ERUPTS. Emergency alarms set off, fire extinguishers activate near surrounding fires and every agent is in a spinning scramble for their positions and armaments. Agent Hill keeps the bridge as calm as possible.

AGENT MARIA HILL

Turn up that engine! Number 3 engine is down! Can we get a run in? (runs over to GALAGA PLAYER) Talk to me.

GALAGA PLAYER

(points to monitor) Turbine’s loose. Mostly intact, but it’s impossible to get out there and make repairs while we’re in the air.

AGENT MARIA HILL

We lose one more engine, we won’t be. Somebody’s got to get inside and patch that engine.

INT. BANNER’S LAB MORNING

NICK FURY

Stark! You copy that?!
TONY (V.O.)
I'm on it!

NICK FURY
Coulson! Initiate official lock down in
the detention section then get to the
armory! Move out!

INT. HELICARRIER BRIDGE DAY
Agent Coulson runs out of the bridge.

INT. LOWER EQUIPMENT ROOM, CARRIER MORNING
Natasha looks over to Banner, who is breathing heavy, having
landed hard. He is gripping the grated floor to maintain
control, but his eyes are green, his face intense.

NATASHA (CONT'D)
(quietly, to herself)
I'm okay. We're okay, right?

EXT. HELICARRIER DECK DAY
Barton leads his men into the air ducts of the ship. They rappel
down into a corridor.

BARTON
Get that engine down! Detention! Get
him through the dark! Come with me.
Two of his men follow him. They head towards the bridge.

EXT. ND HALLWAY, CARRIER MORNING
Tony and Cap run through a dim, debris filled hall.

TONY
Find engine three. I'll meet you there.
Cap peels off as Tony approaches a tech room. Inside, Tony's
IRON MAN suit stands waiting, lit above in all its glory.

INT. LOWER EQUIPMENT ROOM, CARRIER CONTINUOUS
ON BANNER'S FACE in the dim light as he struggles to suppress
the rage, but his face is growing, changing slowly.
Natasha is pulling herself painfully free, talking to Banner...
NATASHA
Doctor... Bruce, you gotta fight it. This is just what Loki wants. We're gonna be okay. Listen to me.

Two approaching SHIELD soldiers arrive to check on her. She furiously WAVES them away. They bolt out of there.

NATASHA
We're gonna be okay. Right? I swear on my life I will get you out of this, you will walk away, and never...

BANNER
Your life?

His voice has the change in it -- the bitter amusement is morphing to a growled threat. Another explosion rocks the carrier -- and he turns to look at her, transforming just as the lights go out.

NATASHA
(PLEADING)
Bruce.

Banner suddenly starts transforming into the HULK and gives Natasha one last knowing look. Natasha STRUGGLES FREE of the rubble. She stops.
The HULK, sensing her, turns his head and puts on a face of a disturb monster. Natasha JOLTS up the stairs with the HULK chasing after her. Natasha maneuvers like a black widow should. She rolls under a turbine, starts to crawl within the maze of pipes. The HULK pulls them out from above the catwalk.

Natasha falls through under the catwalks and quickly and stealthily escapes. The HULK lets out a ROAR OF RAGE unlike anything. PRIMAL. Not human.

INT. HELICARRIER DETENTION SECTION  DAY

Loki looks up, smiling mischievously.

INT. HELICARRIER BRIDGE  DAY

Fury RUNS in and sees the chaos has increased even more than before. The HELMSMAN is in complete disarray.

NICK FURY
Bring the carrier inwards and head south. Take us to the water.
HELMSMAN
Why water? Navigations recalibrated after the engine failure.

NICK FURY
Is the sun coming up?!

HELMSMAN
Yes, sir.

NICK FURY
Then put it on the left! Get us over water! One more turbine goes down and we drop.

EXT. HELICARRIER PORT SIDE  DAY
CAPTAIN AMERICA, pushing with all his strength the door to portside, sees SHIELD tech in full oxygen masks shoot fire extinguishers and cover from sparks -- largely unable to do anything. Engine 3 is totally dead. A LARGE CHUNK of the port side in TORN OFF.

CAPTAIN AMERICA
Stark, I'm here!

TONY
Good. See what we got.

Tony flies in his IRON MAN suit and gets close to the damaged engine.

INSIDE THE SUIT
Tony observes within his viewscreen at the damaged engine and its layouts.

TONY
I gotta get this super conducting cooling system back online before I can access the rotors and work on dislodging the debris.

EXT. HELICARRIER PORT SIDE  DAY
IRON MAN begins PULLING on the stuck rotors. Looks over at Steve.

IRON MAN
I need you to get to that engine control panel and tell me which relays are in overload position.

IRON MAN flies into giant cooling conductors. CAPTAIN AMERICA JUMPS over to the other side of the broken railing. CAPTAIN AMERICA gets himself to the control panel and opens it up. For a man who grew up as a YANK, what the fuck is this!

IRON MAN
What's it look like in there?

CAPTAIN AMERICA
It seems to run on some form of electricity.

IRON MAN
Well, you're not wrong.

INT. LOWER EQUIPMENT ROOM, CARRIER DAY

Natasha continuously crawls under the catwalk. She stops. Then...BOOM. BOOM. BOOM. The room vibrates. Rhythmically. Natasha pulls out her gun and slowly walks out onto the catwalk and spins.

...and then a ROAR. THE HULK. Natasha FIRES a shot into a liquid nitrogen pipe that hits the hulk in face. The HULK SMASHES THE SHIT OUT OF IT. Natasha begins to run through the maze of corridors. The sound the monster is coming. Finally, she reaches and a long corridor. As she runs, behind her, the HULK TEARS up the hallway, coming at her.

Natasha turns to see, but the HULK SLAPS her into the wall, SMASHING INTO THE GROUND.
The HULK marks his territory. Natasha looks up. A fear she has never felt begins to seep out. The HULK raises his hand and IS KNOCKED OFF HIS FEET BY THOR WHO TACKLES HIM INTO the next room.

INT. HELICARRIER AIRCRAFT PORT CONTINUOUS

Both Thor and HULK roll across the floor. Every person runs the hell out. Thor looks up at this magnificent beast. The HULK stands up and moving like a boxer, wants Thor to make his move.
The HULK makes his move.

SWING AND A MISS. Thor swings his massive hand and almost knocks HULK off his feet. HULK keeps swinging and missing, pissing him off. Finally, he brings down his arm, but Thor grabs it and wraps around it.
THOR
We are not your enemies, Banner! Try to think!
HULK lifts his arm up, to Thor's surprise, and he SENDS HIM FLYING AS HE PUNCHES THOR'S FACE WITH HIS FIST.

EXT. HELICARRIER PORT SIDE DAY
IRON MAN continuously BLASTS broken debris off the turbine engine. It's bad, but still fixable.

CAPTAIN AMERICA (V.O.)
The relays are intact. What's our next move?
TONY
Even if I clear the rotors, this thing won't re-engage without a jump. I'm gonna have to get in there and push.

EXT. HELICARRIER PORT SIDE DAY
CAPTAIN AMERICA
Well if that thing gets up to speed, you'll get shredded!
TONY
Then stay in the control unit and reverse polarity long enough to disengage mag...
CAPTAIN AMERICA
Speak English!
TONY
See that red lever? It'll slow the rotors down long enough for me to get out. Stand by it, wait for my word.
CAPTAIN AMERICA looks over at the other side where he was. He sees the red lever and JUMPS towards it.

INT. HELICARRIER AIRCRAFT PORT DAY
Thor CRASHES into another stack of crates. As he raises his head, he feels something on his lips. BLOOD. As he swipes it off, the ROAR of the HULK is not too far. Thor extends his hand
The ROAR gets LOUDER and CLOSER. Thor focuses. His hand strains toward mid-air. His eyes tight in concentration. The HULK runs right at him. At the last second, MJÖLNIR flies into his hand and Thor UPPERCUTS HULK, WHO CRASHES INTO A FIGHTER JET. HULK stands up, shaking his head like 'what the fuck just happened.' He SHAKES it off and ANGRILY rips off the TAIL of the jet, TORQUES HIS BODY LIKE A GREEK DISCUS THROWER AND... HURLS THE MASSIVE PLATE AT THOR.

Thor SLIDES and DUCKS under the tail. Jumping up, he throws Mjölnir with all his strength, knocking the HULK head over heels. HULK falls down, hammer in hand. HE tries to lift it, but can't. Mjölnir rests atop his hand. Struggle as he may, HULK wraps his hand around the hammer. The hammer doesn't move. To no avail -- he strains with all his might, SCREAMS from the effort, BELLOWING. Thor jumps up again, KNEEING HULK in the face. Thor grabs his hammer, jumps on him, using the hammer as a lock for his CHOKEHOLD. Hulk tries to pull him off.

INT. HELICARRIER BRIDGE DAY

Fury and Agent Hill look over their monitors.

NICK FURY

We need a full evac on the lower hangar bay.

Agent Hill nods. She leaves to exit out, but a SLIDING GRENADE appears.

AGENT MARIA HILL

GRENADE!

The grenade goes off, sending her down the steps. Fury FIRES a shot at the open entrance. He moves over behind the side of the entrance. A handful of Barton's men enter. Watchful, ready, waiting... Fury steps out, his GUN drawn. A SHOOT OUT and HAND-TO-HAND ensues, but Fury is unable to stop one of them, which is why he is shot in the head by Agent Hill, who looks hot and sexy holding her gun.

INT. HELICARRIER ARMORY SECTION DAY

Agent Coulson walks up the armory door. He places his head into a FACIAL RECOGNITION SCANNER. Walks into the room.

AGENT JASPER SITWELL (V.O.)
We got perimeter breach! Hostiles are in SHIELD gear. Hold on to every junction.

**INT. HELICARRIER AIRCRAFT PORT  DAY**

HULK CRASHES from under the floor, sending Thor on his ass. HULK grabs him by the neck.

**INT. HELICARRIER BRIDGE  DAY**

A gunfight opens up. AGENTS exchange fire with brutally efficient tactical soldiers.

**AGENT JASPER SITWELL (V.O.)**

Sir, the HULK and Thor are in shuttle levels 2, 3 and 4!

**AGENT MARIA HILL**

Sir, the Hulk will tear this place apart!

**NICK FURY**

Get his attention.

**AGENT MARIA HILL**

(on her EARPIECE)

Escort 606, proceed to 270 MAIN SHUTTLE! Don’t get too close.

**ESCORT 606 PILOT (V.O.)**

Copy.

**EXT. SKY  DAY**

ESCORT 606’S jet BANKS to the right, heading towards the shuttle.

**EXT. OUTSIDE SHUTTLE**

ESCORT 606 PILOT slowly makes his way in. sees the action going between Thor and the HULK.

**ESCORT 606 PILOT**

Target acquired. Target engaged.

(pulls the trigger; fires guns at HULK)

A SHOWER OF BULLETS SPRAYS THE HULK EVERYWHERE. Thor ducks for
cover. The HULK turns around, letting out his PRIMAL ROAR. He jumps up, TAKES A RUNNING START AND LEAPS...

ESCORT 606 PILOT LOOKS LIKE HE TOOK A SHIT.

ESCORT 606 PILOT

TARGET ANGRY! TARGET ANGRY!
HULK LANDS ON THE JET'S NOSE. THE JET SPINS WILDLY. As the HULK tears it apart, ESCORT 606 PILOT pulls his ejection seat, but

HOLD THE FUCKIN' DOOR!

THE HULK CATCHES HIM, WAVES HIM AROUND AND THEN THROWS HIM AWAY. ESCORT 606 PILOT pulls his parachute. THE JET EXPLODES. THE HULK PLUMMETS TO EARTH, ROARING HIS SWAN SONG.

EXT. HELICARRIER PORT SIDE

IRON MAN laser cuts a big piece of broken metal. He then JUMPS on it, relieving the rotors.

On the other side, BARTON'S men enter the port side. CAPTAIN AMERICA looks down, pondering if they are help. Evidently not as they begin SHOOTING at him and throwing grenades.

CAPTAIN AMERICA jumps to the other railing and down with Barton's men. He begins to TAKE THEM DOWN, even goes as far as throwing one off. A few more enter, FIRING.

CAPTAIN AMERICA grabs a NOVESKE RIFLEWORKS DIPLOMAT (big word for big fuckin' gun) and jumps back up to his position, firing down at them.

INT. HELICARRIER BRIDGE

The gunfight has gone down, but more of Barton's men enter and are taken by Fury, who is confused as to why they keep coming.

NICK FURY

They are not getting through here, so what the hell...

Suddenly, Barton LOOSES an arrow down to the bridge and EXPLODES critical spots. Barton releases a multi-tipped arrow towards Fury, but instead hits his command desk, right above a USB OUTLETS.

Fury FIRES at Barton, but is already gone. The arrow then self-activates and inserts itself into the outlets, hacking every single monitor and main frame. The hacking causes Engine 1 to
shut off. Suddenly, the HELICARRIER begins to DANGEROUSLY TILT to one side.

AGENT JASPER SITWELL (O.S.)
Sir, we've lost all power in Engine 1.

NICK FURY
It's Barton. He took out our systems. He's headed for the detention level. Does anybody copy?

INT. LOWER EQUIPMENT ROOM, CARRIER—DAY

Still shaken by the HULK ordeal, Natasha sits there, rocking back and forth, after crying for a while. Summoning back all her coolness, she touches her EARPIECE.

NATASHA
This is Agent Romanoff. I copy. Natasha SPRINGS up and runs for Barton.

EXT. HELICARRIER PORT SIDE—DAY

IRON MAN begins to push the rotor using BOOSTERS from his boots.

NICK FURY (V.O.)
Stark, we're losing altitude.

IRON MAN
Yeah. Noticed. The rotors start propelling faster and faster as IRON MAN'S BOOSTERS get more and more bright. On the other side, CAPTAIN AMERICA continuously shoots at Barton's men. Blinking at the wrong moment, CAPTAIN AMERICA loses the upper hand and SLIDES off the railing, but grabs onto a LOOSE CABLE.

INT. HELICARRIER DETENTION SECTION—DAY

Thor runs into the detention section where he finds Loki, escaping.

THOR

NO!

Thor CHARGES at his brother. Loki walks up to him and CROUCHES down to attack. THOR ONLY GOES THROUGH HIM. The false Loki dissipates into nothingness. THE REAL LOKI comes out from behind
the cell door, which closes on THOR, locking him up. Loki smiles.

LOKI
Are you ever not going to fall for that?

INT. LOWER EQUIPMENT ROOM, CARRIER DAY

Barton walks alone down the catwalk. In a lightning fast move, Barton nocks an arrow, and points it at NATASHA. A hand-to-hand fight ensues. Natasha CRAWLS her way around Barton, making Barton to drop his bow, but pulls out a KNIFE on her.

INT. HELICARRIER DETENTION SECTION DAY

Thor, in a fit of anger, SLAMS MJÖLNIR onto the glass cell. To his surprise, the cell door only CRACKS, but violently SHAKES the ship. Loki stands there in caution, as does his GUARDING SOLDIER.

LOKI
(smiles; walks over to the
CONTROL PANEL)
The humans think us immortal. Should we test that?

Suddenly, GUARDING SOLDIER falls down like a tree. AGENT COULSON stands there, holding PHASE 2 WEAPON PROTOTYPE.

AGENT PHIL COULSON
Move away, please.

Loki moves away from the switch.

AGENT PHIL COULSON
You like this? We started working on the prototype after you sent THE DESTROYER. Even I don't know what it does. Do you wanna find out?

A LOUD GASP. AGENT COULSON IS IMPALED THROUGH THE HEART. THE REAL LOKI STANDS BEHIND COULSON.

THOR
Nooo!

Loki sends Agent Coulson against the wall. Agent Coulson slumps
down, breathing fast. Loki makes his way to the control switch. He gives his brother one last look. Thor looks at him, hopeful. Loki opens the HATCH. Thor still hopes. LOKI HITS THE BUTTON AND DROPS THOR OUT OF THE SHIP.

INT. LOWER EQUIPMENT ROOM, CARRIER DAY

Barton and Natasha continue attacking each other. Natasha KICKBOXES Barton's face. Feeling that, Barton takes a SWING at her, but she grabs his arm, TWISTING it. BARTON WRITHES IN PAIN.

Using his other arm, he tosses the knife over and begins to SLASH at Natasha. She dodges every move, but finds herself in a LOCK HOLD with him. As he forces the knife down, she BITES his wrist. Barton lets go of the knife. Natasha WRAPS her legs around his neck, FLIPS him over and arm LOCKS him. She SLAMS his head into a pipes rail. Barton goes down, hard. He looks up her, almost coming to his real senses.

BARTON
Natasha...
Natasha COLDCOCKS him. Barton is out.

EXT. SKY

Thor, trapped in the glass cage, BOUNCES off the JUMBLING cell pod. As it draws closer to land, Thor tries to swing at glass, but misses. Land draws closer.

In a final attempt before crashing, Thor positions himself onto the glass door and LEAPFROGS just as the cage is about to hit the ground. The cell CRASHES into the shore as Thor crashes out into the meadow.

INT. HELICARRIER DETENTION SECTION DAY

Loki has no remorse as he looks down. He closes the hatch and proceeds to leave. A WEAK VOICE.

AGENT PHIL COULSON
You're gonna lose.

LOKI

(TURNING)
Am I?

AGENT PHIL COULSON
It's in your nature.
LOKI
Your heroes are scattered, your floating fortress falls from the sky...where is my disadvantage?

AGENT PHIL COULSON
You lack conviction.

LOKI
I don't think I...

AGENT COULSON SHOOTS LOKI WITH HIS PHASE 2 WEAPON PROTOTYPE, CAUSING LOKI TO BE BLOWN THROUGH THE WALL BEHIND HIM.

AGENT PHIL COULSON
So that's what it does.

INT. HELICARRIER BRIDGE DAY
Back in the bridge, Fury sees on his VIEWSCREEN that the hatch has been open. Knowing Agent Coulson was sent there, he goes to.

EXT. HELICARRIER PORT SIDE DAY
IRON MAN continuously SPINS Engine 3, giving it all he has. THE ROTORS ARE PROPELLING PROPERLY AND FAST. The HELICARRIER LEVELS itself.

INSIDE THE SUIT
TONY
Cap, I need the lever!

STEVE (V.O.)
I need a minute here!

TONY
Lever. Now!
Tony lets go of the rotors. They spin by themselves. Tony is then caught in one. He is now fucked. IRON MAN slips into the rotors, getting chewed up.

EXT. HELICARRIER PORT SIDE DAY
CAPTAIN AMERICA CLIMBS up the loose cable and reaches the railing.
BARTON'S MAN opens fire once more. CAPTAIN AMERICA pulls himself up and finally PULLS the lever. A VENT opens up from Engine 3. IRON MAN falls out, but the suit heavily damaged, hardly keeping him up. IRON MAN heads for Cap. BARTON'S MAN turns his AIM to IRON MAN, who TACKLES him into the wall. IRON MAN rolls over, tired. Cap lets out a sigh of relief.

OUTSIDE THE HELICARRIER
The carrier that brought Barton and his team now leaves, taking Loki and his scepter. The carrier flies into the distance.

INT. HELICARRIER DETENTION SECTION  DAY

Fury runs in finding Agent Coulson still alive, barely.

AGENT PHIL COULSON
Sorry, boss. They got rabbited.

NICK FURY
Just stay awake. EYES ON ME!

AGENT PHIL COULSON
No. I'm clocked out here.

NICK FURY
Not an option.

AGENT PHIL COULSON
It's okay, boss. This was never going to work... if they didn't have something... to...

Agent Coulson looks away. Sighs his last breath. Nick Fury looks on grimly at Coulson. The medical team arrives.

INT. HELICARRIER BRIDGE  DAY

NICK FURY (V.O.)
Agent Coulson is down. Agent Hill is being treated for a gash on her head, listens on her headset, standing up.

SHIELD AGENT (V.O.)
Paramedics are on their way.

NICK FURY (V.O.)
They're here.
INT. HELICARRIER PORT SIDE  DAY

Steve and Tony listen in as well.

NICK FURY (V.O.)
They called it.

INT. HELICARRIER BRIDGE  LATER

Fury gathers Tony and Steve back into the briefing room everyone there has a look as if in a daze. A look of numb shock is shown on their devastated faces.

NICK FURY
These were in Phil Coulson's jacket. Guess he never did get you to sign them.

Fury throws Coulson's CAPTAIN AMERICA TRADING CARDS on the table towards Steve. Steve picks them up, STAINED WITH BLOOD.

NICK FURY
We're dead in the air up here. Our communications, location of the cube, Banner, Thor. I got nothing for you. Lost my one good eye. Maybe I had that coming.

(A BEAT)
Yes, we were going to build an arsenal with the Tesseract. I never put all my chips on that number though, because I was playing something even riskier. There was an idea, Stark knows this, called THE AVENGERS INITIATIVE. The idea was to bring together a group of remarkable people, see if they could become something more. See if they could work together when we needed them to, to fight the battles that we never could. Phil Coulson died still believing in that idea, in heroes. Tony gets up and walks off, not wanting to hear it anymore.

NICK FURY
Well, it's an old fashioned notion.

EXT. MEADOW  DAY
Thor walks out far into the meadow. He looks down. MJÖLNIR.

INT. ABANDONED BUILDING DAY

Banner wakes up, in human form. He looks around and sees he is IN A PILE OF RUBBLE and looks up at the OPEN CEILING HE CRASHED IN. AND IS COMPLETELY NAKED. A SECURITY GUARD stands there, amazed.

SECURITY GUARD
You fell out of the sky.

BANNER

(COMING TO)
Did I hurt anybody?

SECURITY GUARD
There’s nobody around here to get hurt. You did scare the hell out of some pigeons though.

BANNER
Lucky.

SECURITY GUARD
Or just good aim. You were awake when you fell.

BANNER
You saw?

SECURITY GUARD
The whole thing, right through the ceiling. Big and green and buck ass nude. Here...

He throws Banner a pair of big pants. Banner pulls on his pants.

SECURITY GUARD
I didn’t think those would fit you until you shrunk down to a regular size fella.

BANNER
Thank you.
A beat.

SECURITY GUARD
Are you an alien?

BANNER
What?

SECURITY GUARD
From outer space, an alien?

BANNER
No.

SECURITY GUARD
Well then, son, you've got a condition.

INT. HELICARRIER MEDICAL ROOM  DAY

Barton is strapped down. Natasha watches over him as Barton tries to shake off Loki's mind control.

NATASHA
Clint, you're gonna be alright.

CLINT BARTON
You know that? Is that what you know? I got...I gotta go in though. I gotta flush him out.

NATASHA
We don't have that long, it's gonna take time.

CLINT BARTON
I don't understand. Have you ever had someone take your brain and play? Pull you out and send something else in? Do you know what it's like to be unmade?

NATASHA
You know that I do.

CLINT BARTON
Why am I back? How did you get him out?

NATASHA
Cognitive recalibration. I hit you really hard in the head.

CLINT BARTON
Thanks.
(Natasha unfastens the

RESTRAINTS)
Tasha, how many agents?

NATASHA
Don't. Don't do that to yourself,
Clint. This is Loki. This is monsters
and magic and nothing we were ever
trained for.

CLINT BARTON
Loki, he got away?

NATASHA
Yeah. I don't suppose you know whe

CLINT BARTON
I didn't need to know. I didn't ask.
He's gonna make his play soon though.
Today.

NATASHA
We gotta stop him.

CLINT BARTON
Yeah? Who's we?

NATASHA
I don't know. Whoever's left.

CLINT BARTON
Well, if I put an arrow in Loki's
eyesocket, I'd sleep better I suppose.

NATASHA
Now you sound like you.
Natasha sits next to her partner and friend.

CLINT BARTON
But you don't. You're a spy, not a
soldier. Now you want to wade into a
war. Why? What did Loki do to you?

NATASHA
He didn't, I just...
(SHE PAUSES)

CLINT BARTON
Natasha.

NATASHA
I've been compromised. I got red in my ledger. I'd like to wipe it out.

INT. HELICARRIER DETENTION SECTION DAY

Tony look at the empty cell container. He stands not saying a word. Steve walks in.

STEVE
Was he married?

TONY
No. There was a uh...cellist, I think.

STEVE
I'm sorry. He seemed like a good man.

TONY
He was an idiot.

STEVE
Why? For believing?

TONY
For taking on Loki alone.

STEVE
He was doing his job.

TONY
He was out of his league. He should have waited. He should have...

STEVE
Sometimes there isn't a way out, Tony.

TONY

(WALKS AWAY)
Right. How did that work for him?

STEVE
Is this the first time you've lost a soldier?

TONY
(turns around sharply)
WE ARE NOT SOLDIERS! I am not marching to Fury's fife!

STEVE
Neither am I! He's got the same blood on his hands as Loki does. Right now we've got to put that aside and get this done. Now Loki needs a power source, if we can put together a list...

TONY
(looking at the blood stained wall)
He made it personal.

STEVE
That's not the point.

TONY
That is the point. That's Loki's point. He hit us all right where we live. Why?

STEVE
To tear us apart.

TONY
He had to conquer his greed, but he knows he has to take us out to win, right? That's what he wants. He wants to beat us and he wants to be seen doing it. He wants an audience.

STEVE
Right, I caught his act at Stuttengard.

TONY
Yeah. That's just a preview, this is opening night. Loki's a full-tilt diva. He wants flowers, he wants parades, he wants a monument built in the skies with his name plastered...
(PAUSE)
Sonofabitch!

EXT. STARK TOWER  DAY

Selvig works around the CMS device that has already been set-upon the rooftop of Tony's tower.

INT. HELICARRIER MEDICAL ROOM  DAY

Steve walks in full uniform. Natasha looks at him, unprepared.

STEVE
Time to go.

NATASHA
Go where?

STEVE
I'll tell you on the way. Can you fly one of those jets?
Barton walks out of the restroom. Looks at Cap.

CLINT BARTON
I can.

Steve looks at Natasha and she nods her head to confirm Barton's on their side.

STEVE
You got a suit?

CLINT BARTON
Yeah.

STEVE
Then suit up.

MONTAGE
- KRAKAKABOOM! A blinding BOLT OF LIGHTNING strikes down from above, colliding on MJÖLNIR. The explosion is massive. THE MIGHTY THOR.
- CAPTAIN AMERICA pulls on his HELMET and SHIELD.
- Tony WELDS his IRON MAN helmet. LIGHT slips down over IRON MAN's eye holes.
- BLACK WIDOW attaches a GLOVE GAUNTLET with her rounds on her wrist. A BLUE LIGHT CHARGES.
- HAWKEYE slips on his QUIVER of arrows.

EXT/INT. QUINJET DAY

Cap, Widow and Hawkeye walk towards and into the QUINJET. A YOUNG SHIELD PILOT looks and stands in their way.

YOUNG SHIELD PILOT
You are not authorized to be here...

CAPTAIN AMERICA
Son... just don't.

INT. HELICARRIER BRIDGE DAY

Fury looks the window of the ship, contemplating. Agent Hill walks up to him, knowing.

AGENT MARIA HILL
Sir.

NICK FURY
Agent Hill?

AGENT MARIA HILL
Those cards, they were in Coulson's locker, not in his jacket.

NICK FURY
They needed the push.
(holding Coulson's cards)

A LOUD NOISE SCREECHES. Fury looks out to see IRON MAN flying off as well as the QUINJET.

NICK FURY
They found it. Get our communications back up, whatever you have to do. I want eyes on everything.

AGENT MARIA HILL
Yes, sir.

EXT. NEW YORK CITY SKYLINE - STARK TOWER DAY

IRON MAN arrives at STARK TOWER where Selvig, ACTIVATES the CMS device, holding the Tesseract.

JARVIS
Sir, I took off the arc reactor. The device is already self-sustained.

TONY
Shut it down, Dr. Selvig.

SELVIG
It's too late! It can't stop now. He wants to show us something! A new universe.

IRON MAN
Okay.
IRON MAN aims his hands toward the CMS and FIRES. The energy from his boosters SHATTERS with a deafening CRACK! Selvig falls backwards. DOWN BELOW, CITIZENS OF NEW YORK look up at STARK TOWER. IRON MAN stares in disbelief at the CMS ... unharmed.

JARVIS
The barrier is pure energy. It's unbreachable. The Mark VII is not ready to be deployed.

TONY
Skip the spinning rims. We're on the clock.

TONY lands his SUIT and goes through the gauntlet and unsuits him. LOKI looks up at him, smiling. They proceed to walk into the penthouse.

INT. STARK PENTHOUSE DAY
Loki walks in, holding the scepter. Tony casually walks down the steps, towards the bar.

LOKI
Please tell me you're going to appeal to my humanity.

TONY
Uh...actually, I'm planning to threaten you.

LOKI
You should have left your armor on for that.

TONY
Yeah, it's seen a bit of mileage.
You've got the blue stick of destiny.
Would you like a drink?

LOKI
Stalling me won't change anything.

TONY
No, no, no! Threatening. No drink? You sure? I'm having one.

LOKI
The CHITAURI are coming, nothing will change that. What have I to fear?

TONY
THE AVENGERS.
(Loki looks at him, confused)
It's what we call ourselves, sort of like a team. 'EARTH'S MIGHTIEST HEROES' type of thing.

LOKI
Yes, I've met them.

TONY
(SMILING)
Yeah, takes us a while to get any traction, I'll give you that one.

TONY (CONT'D)
But, let's do a head count here. Your brother, the demi-God; a super soldier, a living legend who kind of lives up to the legend; a man with breath-taking anger management issues; a couple of master assassins, and you, big fella, you've managed to piss off every single one of them.

LOKI
That was the plan.

TONY
Not a great plan. When they come, and they will, they'll come for you.
From underneath the bar table, Tony pulls on COLANTOTTE BRACELETS, a honing device.

**LOKI**

I have an army.

**TONY**

We have a HULK.

**LOKI**

I thought the beast had wandered off.

**TONY**

You're missing the point. There's no throne, there is no version of this, where you come out on top. Maybe your army comes and maybe it's too much for us, but it's all on you. Because if we can't protect the Earth, you can be damned well sure we'll avenge it.

**LOKI**

(slowly walks up to him; raising the scepter)

How will your friends have time for me, when they're so busy fighting you?

Loki TAPS Tony on the chest with his scepter. PING! Nothing. Confused, Loki tries again. PING! NOTHING.

**LOKI**

It should work.

**TONY**

Well, performance issues. You know?

In anger, Loki GRABS Tony by the throat and FLINGS him across the room.

**TONY**

Jarvis. Anytime now.

Loki grabs Tony by the throat again.

**LOKI**

You will all fall before me.

LOKI THROWS TONY OUT THE WINDOW. Tony FREEFALLS down the tower. From behind Loki, an elevator opens and a RED POD SHOOTS out. The pod LASER SIGNALS the COLANTOTTE BRACELETS on Tony. The POD begins to TRANSFORM into the MARK VII suit. It LATCHES onto Tony. IRON MAN. The suit FLIES up before he hits
the ground or the gazing people. Loki looks up, angry.

IRON MAN
And there's one other person you pissed off! His name was Phil.
Loki raises the scepter. IRON MAN FIRES at Loki, sending him on his ass.

EXT. STARK TOWER DAY
Selvig looks up at the sky. The Tesseract's energy BEAMS into the sky. The beam then forms a VORTEX, which then opens up

ANOTHER PORTAL.

EXT. VASTNESS OF SPACE
A hole in space rips open, and from it, the CHITAURI ARMY SPILLS out in FLYING CHARIOTS, carrying ENERGY RIFLES with a bayonet on the end.

INSIDE THE SUIT
TONY
Right. Army.
IRON MAN flies up towards the portal. From his shoulders, a miniature multiple rocket launcher, pops out and FIRES. Like the JERICHO MISSILE, several targets are taken down unlike no missile. It's useless. THOUSANDS OF CHITAURI FLY OUT. IRON MAN flies towards the city.

EXT. MANHATTAN DAY
The CHITAURI UNLEASH. New Yorkers fill the streets, staring at the fire fight in the distance. BOOM!!! The CHITAURI unleashes BLASTS as it goes, blowing up cars, setting storefronts aflame.

AN EXPLOSION RIPS OUT THE WINDOWS OF THE TOP CORNER OF BUILDINGS. FLAME AND STONE RAIN DOWN. A DOMINO-EFFECT OF EXPLOSIONS RIPPLING ACROSS THE BRIDGE.

EXT. STARK TOWER DAY
Loki walks onto the balcony as the SOUNDS of the CHITAURI rings out. He admires his soon to be kingdom. THOR LANDS ON THE TOWER. Loki turns to his ENEMY.
THOR
Loki! Turn off the Tesseract or I'll destroy it!

LOKI
You can't. There is no stopping it. There is only the war!

THOR
So be it.

Loki and Thor rush at each other. They and their weapons collide. The two battle -- Loki unleashing another pent-up rage and jealousy, Thor having no choice but to defend himself.

EXT. MANHATTAN DAY

SOLDIERS AND COPS have taken positions covering the streets. They see from the sky, IRON MAN leading a trail of CHITAURI towards his tower.

EXT. SKY DAY

The QUINJET BOOMS into the city.

BLACK WIDOW (V.O.)
Stark, we're heading north east.

INSIDE THE SUIT

IRON MAN
What, did you stop for drive-thru?
Swing up PARK, I'm gonna lay 'em out for you.

EXT. STARK TOWER DAY

IRON MAN BANKS around his tower. Sees Thor and Loki still going at it. IRON MAN SWOOPS down the street, causing a CHITAURI to crash.

Flying up, IRON MAN puts the following CHITAURI in view of the QUINJET. BLACK WIDOW takes out machine gun and FIRES at the

CHITAURI.

INSIDE THE SUIT

JARVIS
Sir, we have more incoming.

**TONY**
Fine. Let’s keep them occupied.
IRON MAN heads back to the portal.

**EXT. STARK TOWER  DAY**

Thor and Loki battle savagely. Loki fires ENERGY from the scepter, sending Thor sliding across the floor.

**INT. QUINJET  DAY**

HAWKEYE looks out to his left window, finding a target.

**HAWKEYE**
Yeah.

**BLACK WIDOW**
See them.

HAWKEYE BANKS the jet towards STARK TOWER. Aims the MINIGUN at Loki. Loki AIMS the scepter at the QUINJET and FIRES A BLAST OF ENERGY. Thor gets to his feet, TACKLING Loki down hard.

THE QUINJET is soon caught.
CURRICULUM VITAE

I am Amirul Umam. I was born on the 29th of June 1989 in Jepara. My nick name is Umam. I live in Watu Aji, RT 01/RW 03 Keling Jepara. I have a brother and a younger brother.


At Muria Kudus University, I took English Education Department, Teacher Training and Education Faculty. At seventh semester, I did my teaching practice at SMA 1 Keling. I taught eleventh grade students. Thanks very much.
Yang bertanda tangan dibawah ini mahasiswa:
Nama : Amirul Umam
NIM/Semester : 2009-32-253
Program studi : pendidikan bahasa Inggris

Telah selesai dalam menjalankan bimbingan skripsi yang berjudul:

“AN ANALYSIS OF SLANG FOUND IN THE AVENGER MOVIE”

Demikian surat keterangan ini dibuat untuk mengajukan permohonan ujian terakhir.

Kudus, September 2015

Pembimbing II

Pembimbing I

Nurayani, S.Pd, M.Pd
NIS. 061070100001201

Agung Dwi Nurcahyo, S.S, M.Pd
NIS. 061070100001187
PERMOHONAN UJIAN SKRIPSI

Yang bertanda tangan dibawah ini, saya:
Nama : Amirul Umam
NIM/Semester : 2009-32-253
Program studi : Pendidikan Bahasa Inggris

mengajukan permohonan menempuh ujian skripsi.
Bersama ini kami lampirkan:
1. Surat pernyataan mahasiswa tentang orisinilitas skripsi
2. Surat keterangan selesai bimbingan skripsi
3. Naskah skripsi 4 eksempler
4. Tanda bukti pembayaran biaya bimbingan dan ujian skripsi
5. Transkip nilai yang telah lulus dengan IPK minimal 2,75

Kudus, September 2015

Mengetahui,
Pemohon

[Signature]
Amirul Umam
NIS. 0610701000001190
STATEMENT

I, Amirul Umam (2009-32-253) state that my skripsi entitled:

“AN ANALYSIS OF SLANG FOUND IN THE AVENGER MOVIE”

Is Indeed the scientific work of mine, not that of other’. I just take some certain quotation from others’ scientific works as my references.

I am fully responsible for this statement.

Kudus, September 2015

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2009-32-253
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