

## The Infinite Gauntlet

Written by: Sean and Zachary Andersen  
Based on characters by: Stan Lee and Jack Kirby  
Story based on book by: Jim Stalin

sandersen9013@gmail.com

Copyright (c) 2014

This screenplay may not be used or reproduced without the  
express permission of the author.

**THE INFINITY GAUNTLET:**

FADE IN:

EXT: OUTER SPACE.

Background shows wildlife in a forest.

THANOS:

(VO)

Look around you, what do you see?  
This is life; it's beautiful isn't  
it? How it glows and shines hope  
and light in the darkest of places.  
But I know something even more  
beautiful; something that is seen  
in that very darkness, and that is  
death.

Shows picture of hooded figure.

THANOS:

(VO)

Oh, Lady Death, how you torment me  
with your stunning beauty. The  
way you make me feel so alive,  
just to dream of holding you, to  
have and possess your love. I  
have always been so close to you,  
but I could never completely prove  
my worth for your affection. But  
now, my seductive mistress, I have  
obtained the power to prove my  
love for you.

Shows picture of Thanos wearing Infinite Gauntlet.

THANOS:

For I have gained the ultimate  
power.

FADE OUT.

Opening Credits

FADE IN:

EXT: ASTEROID.

EXT: OUTER SPACE.

Thanos is admiring the gems on the Gauntlet.

THANOS:

After many great ordeals, I have  
achieved this power through:

(Flashes to receiving Soul Gem from In-Betweener.)  
Betrayal.

(Flashes to receiving Power Gem from Champion of the  
Universe.)

Deceit...

(Flashes to receiving Time Gem from Gardener.)  
Foolishness ...

(Flashes to receiving Space Gem from Runner.)  
Force...

(Flashes to receiving Reality Gem from Collector.)  
Dealings...

(Flashes to receiving Mind Gem from Grandmaster.)  
and Victory.

Thanos continues to look at gauntlet.

THANOS:

Everything that I have done is to  
gain your approval my love. For  
my chance to court you and to  
forever stand with you. Is this  
not what can impress the most  
beautiful of women?

Mephisto appears from the shadows behind Thanos.

MEPHISTO:

Indeed, for one as great as you to  
obtain such power can make any  
woman praise your existence.

Thanos turns slowly and sees Mephisto standing behind him.

THANOS:

Why are you here, demon?

MEPHISTO:

I could sense your new power and I am truly impressed that you accomplished the impossible. I am so impressed that I have made the only logical decision. I have come to place myself under your glorious rule.

THANOS:

Do you think me a fool? I am aware of you Mephisto. You are the master of the realm of demons, so why would you stand before someone wishing to be a servant?

MEPHISTO:

I can understand your disbelief, but I trust that you can come to the same conclusion as I have. One always wants to be on the winning side and claim the souls of those foolish enough to defy such a mighty force. So you see, by serving you, I truly serve myself.

Thanos thinks for a moment.

THANOS:

Your reasoning is sound and you may prove useful to me. I will allow you to remain as the first of my soon to be many acolytes.

MEPHISTO:

Oh thank you, glorious Thanos. To be present near your great and powerful demeanor is truly an honor. For within your grasp rests the infinite power of the universe. I am proud to be your first acolyte and bask in the glory of your divine presence. How may I serve you, oh great one?

Mephisto bows before Thanos. Thanos looks away from Mephisto.

THANOS:

By falling silent! The moment is upon us when the stars must come to realize the absolute truth of your words. For none shall deny me my place with my beautiful Lady Death.

Thanos steps forward.

THANOS:

Mistress Death, my love, I am here to show you the power I have obtained for you. Please come to me and let me hold your beautiful hand.

Thanos bows down, holding out his hand. Nothing happens. Thanos looks up, confused.

THANOS:

Why has she not come? Please my love, come to me. Don't forsake me. I only obtained this power to show my commitment to you. This could only be accomplished by being something as magnificent as you, your equal. Please come to me. Please, my love.

Silence fills the air. Thanos looks down with grief. Mephisto steps behind him.

MEPHISTO:

My sympathies, my lord. You don't deserve such brusque treatment.

Thanos rises up angrily.

THANOS:

No, I do not! What must I do to prove my love?

Thanos smiles and looks around.

THANOS:

I know, a shrine; no, a temple to honor the greatness of Lady Death.

Thanos moves forward and raises his gauntlet hand. Flash of light and then a giant temple is formed from thin air. Mephisto stares in amazement.

MEPHISTO

(TO HIMSELF):

Amazing, he could create this structure by simple thinking of it. Such a feat truly boggles the mind. He could create or destroy anything, including me, with just a simple thought. However, is he truly capable of controlling this power or will his fragile heart lead to his own undoing?

Thanos looks up smiling.

THANOS:

You see, my mistress. A temple in your honor to show you my love. Will you now come to my side?

Silence. Thanos frowns with grief.

THANOS:

Still she spurns me? What must I do?

Mephisto steps forward.

MEPHISTO:

Perhaps my lord, she does not fully realize the power that you possess.

Thanos begins to turn to Mephisto.

THANOS:

What do you mean?

Mephisto walks around.

MEPHISTO:

Mistress Death is a spirit of great power. The one that would be declared her mate must be one that can truly show their commitment to her with such power.

Mephisto looks at Thanos.

MEPHISTO:

Are you such a being?

Thanos stares at Mephisto angrily.

THANOS:

How dare you, fool! I am Thanos!  
Slayer of the woman who gave me  
life! The being that crushes his  
enemies with his bare hands! The  
one who drenches in their crimson  
blood, as they lie motionless!  
Death is always with me and I will  
always show my never-ending  
commitment to that very being! So,  
who is possibly more worthy than I  
to court Lady Death herself?

Mephisto backs up nervously.

MEPHISTO:

No one, my lord! But I am not the  
one that this must be proven to.  
Perhaps she is angry because of  
what you haven't accomplished  
since your resurrection.

Thanos stands shocked.

THANOS:

How do you know of my  
resurrection?

MEPHISTO:

I am a being that brings death. I  
know of many of her actions, such  
as the deal that you two have made.

Thanos looks away and thinks.

THANOS:

Of course. I have been so  
consumed with my newfound power  
that I have forgotten the very vow  
I gave to my love. She gave me  
the task of extinguishing the

lights of half the population of the universe, to bring the balance of life and death to neutrality. I have not yet done what she has asked, and that is inexcusable. A lover should always keep his vow to the one that holds his affection. But I must tread carefully. I will need time to decide on the path that this universe will take.

Thanos turns back to Mephisto.

THANOS:

When I have made my decision I will summon you Mephisto.

MEPHISTO:

I will then await for your word my lord.

Mephisto disappears into shadows with evil smile on his face. Thanos walks to temple and raises hand to create a throne from the stone and sits down to think.

CUT TO:

EXT: NEW YORK MANSION COMPLEX, THE SANCTUM SANCTORUM A FEW MONTHS LATER.

Dr. Strange sits at his desk, reading a giant book. Wong, Dr. Strange's assistant, enters the study with tray of tea.

WONG:

Will you be going out tonight, Dr. Strange?

STRANGE:

Only as far as my mind and this book will take me, Wong.

Wong puts down tray and moves behind Strange.

WONG:

A medical journal? What is the situation?

STRANGE:



An outbreak of insanity in the  
Catskill Mountains.

WONG:

Do you know what caused the  
epidemic?

Strange turns to Wong.

STRANGE:

Not yet. No one seems to...

A loud explosion is heard from outside.

STRANGE:

By the Vishanti, what was that?

Wong looks outside the study window.

WONG:

We weren't expecting anyone.

Strange picks up cape and starts for the door.

STRANGE:

Which means we have an intruder.  
One that will surely regret  
choosing this house to...

Object crashes through ceiling and on to study floor. Dr.  
Strange looks down in horror.

STRANGE:

You?

Object revealed to be the Silver Surfer.

SURFER:

Strange...must reach...Strange...

Strange kneels next to Surfer.

STRANGE:

You have, my friend.

WONG:

Who is he?

Dr. Strange turns to Wong.

STRANGE:

He is the Silver Surfer, a friend  
and ally. Wong, help me get him  
on the sofa.

CUTS TO:

EXT: THANOS' TEMPLE.

Thanos sits on his throne and thinks. He then looks up as the  
blue gem begins to glow.

THANOS:

Mephisto! Come to me! Now!

Mephisto appears from shadows, stands before Thanos and bows  
to him.

MEPHISTO:

Ah great Thanos, I trust you have  
made your decision.

THANOS:

Indeed, but it was not an easy  
decision to make. For months now,  
Mephisto, I have contemplated on  
which direction should I steer the  
destiny of this reality for my  
lady's approval. For you see, the  
possibilities are endless for  
there are so many choices for a  
being like myself.

MEPHISTO:

I do not envy such astral burdens,  
my lord.

THANOS:

At times during my time of thought,  
I would drown under an infinite  
time of self-questioning. Would I  
be worthy to be the equal of Lady  
Death? But, at long last, I  
realize what I am. I am now  
omnipotent and of course her equal.  
And there is but one question that  
needs answering. What should I do  
with such almighty power?

Turns to Mephisto with dark grin.

THANOS:

And after all this time of  
wondering I have the answer and it  
is really quite simple: Anything  
I want.

Thanos begins to walk to center of his temple. Mephisto  
watches him walk.

MEPHISTO:

(TO HIMSELF)

It's truly amazing, the power that  
he wields, but his foolishness in  
using such power just to impress a  
being that will never show him  
affection. Truly pathetic.

Thanos stops in middle of temple. Raises hand and bright  
light flashes into space. Mephisto looks in amazement.

MEPHISTO:

He's really going to do it. So  
long after I give him that simple  
hint, he's actually going to do it.  
Marvelous!

Mephisto smiles and watches light flash across space.

CUTS TO:

INT: STRANGE'S MANSION.

Surfer lies on sofa. Strange attends to him.

STRANGE:

Surfer, can you hear me?

Surfer awakens abruptly and grabs Strange.

SURFER:

Yes...came to...warn you...

Strange looks at Surfer confused.

STRANGE:

Warn me? Warn me about what?

SURFER:

Great danger...coming this way...must  
be stopped! His power...could  
herald...the end of the universe..

Surfer stops and catches breath. Surfer mumbles something, too weak now to speak loud enough.

STRANGE:

What did you say my friend?

Strange leans closer to hear him.

SURFER:

Thanos is coming.

Strange looks down on Surfer.

STRANGE:

My friend, Thanos is dead. You  
know that as well as I do.

Surfer sits up, his breathing calmed and enough strength return to speak again.

SURFER:

I know, but it seems that Death  
herself has revived the Mad Titan.  
The power cosmic that Thanos and I  
possess showed me what had  
occurred to Thanos and what  
mission that the Mistress of Death  
has given him for his revival.

Flashes to Thanos being resurrected by Lady Death.

SURFER:

(VO)

Apparently, Death believes that  
there is a cosmic imbalance. For  
this reason, she has revived the  
titan with orders to correct that  
imbalance and as such gave him one  
simple command. To slaughter half  
of the sentient population of the  
universe. After learning of this,  
I went to find Thanos and stop his  
insane mission. When I finally

found him, he had achieved a power unlike anything I had ever seen. I attempted to confront him, but he just simply slapped me away with such incredible force. After that attack, I decided to come here and seek your aid in stopping his mission before anyone had to suffer his wrath.

Strange looks at Surfer in disbelief.

STRANGE:

Surfer, I find your story very hard to believe; it is not that I don't believe you, but I just can't...

Wong interrupts Strange.

WONG:

Master...I feel...

Strange turns and looks in horror at Wong as he vanishes into thin air.

STRANGE:

Wong? What is...? By Hoggoth!

Wong vanishes.

STRANGE:

Wong!

Surfer tries to stand up.

SURFER:

You see, they're all dying! Billions of lives extinguished, just like your friend. I feel them now, the dying souls of the universe.

Strange turns to Surfer.

STRANGE:

What are you talking about?

SURFER:

They just vanished; they never knew what struck them! Truly terrible. I could feel their dread and confusion. They are with Death now.

Surfer collapses back on to sofa.

SURFER:

It's just too much to bear.

Surfer begins to lose consciousness.

SURFER:

Too much.

CUTS TO:

EXT: TIMES SQUARE

Spider-man swings around the skyscrapers.

SPIDER-MAN:

Ah, another night on patrol in the good old streets of the Big Apple. Filled with the excitement and flare of the criminal element.

Lands on building. Looks down to street.

SPIDER-MAN:

Unfortunately, such excitement seems to have died for the evening. Oh well, so I don't get too many photos for Pickle Puss to scream at. I guess I'll head home and she if MJ misses her little..

Spider-man stops, grabs head and screams. Falls to knees. Then stands up again while one hand is on his head.

SPIDER-MAN:

Ah! Wow! That was some spider sense; it never went off like that before. It felt like my skull was going to explode. I wonder what caused it to...what the?

Looks down to streets and sees majority of people are gone.  
People panic.

PEDESTRIAN 1:

Charlie, where'd you go? Charlie!

PEDESTRIAN 2:

My Baby! Where's my Baby?!

People continue to panic in confusion. Spider-man looks down on them just as confused.

SPIDER-MAN:

What the heck just happened? Just a minute ago there was the usual group of New Yorkers down there. And now the number has dropped by like 70 percent in one minute.

Spider-man walks on roof pondering.

SPIDER-MAN:

Who or what could have caused this? Was only Times Square affected or was...? Oh no.

Spider-man stops, runs off building and swings to his apartment building in a panic. He jumps through the open window and looks around the apartment.

SPIDER-MAN:

MJ! MJ, are you here?

Spider-man looks around and sees no one in the apartment. He spots Mary Jane's purse on the table and her shoes at the door, but no sign of her.

SPIDER-MAN:

Mary Jane! MARY JANE!

CUTS TO:

INT: AVENGERS MANSION.

Captain America walks into conference room. Hawkeye and Wasp sitting at a table and looking over folders with information on criminals. Hawkeye looks up and smiles at Captain America.

HAWKEYE:

Hey Cap.

Wasp looks up from files. Turns to see Captain.

WASP:

Cap, haven't seen you in a while.  
What's up?

Captain walks up to them.

CAPTAIN:

Nothing, I just came to pick up  
that file on Baron Zemo's known  
hideouts. I think he's on the  
move again and might go to one of  
them to investigate.

WASP:

Oh sure. Now, where is it again?

Wasp looks down at the table.

WASP:

Let's see ... Mandrill, Radioactive  
Man ... Oh! Here it is.

Wasp spies the folder marked Zemo and picks it up. Hands it  
to Captain and he starts looking through it. Looks up at Wasp  
and smiles.

CAPTAIN:

Thanks. So, how's Hank doing?

WASP:

He's doing better. I think he's  
making a turn around.

HAWKEYE:

Good, because I can't keep up with  
all this egghead gabbiliguck.  
Maybe you can get...

Hawkeye stops as he sees his hand vanishing.

HAWKEYE:

What the?

Wasp sees him and looks at herself as her hand also starts to  
vanish.



WASP:  
What's happening?

Hawkeye and Wasp start to vanish. Captain looks in horror.  
Drops folder on ground, papers fall everywhere.

CAPTAIN:  
Hawkeye! Wasp! What just  
happened? They just vanished.

Walks around table.

CAPTAIN:  
And why do I have the feeling that  
it wasn't just those two?

Presses button on table. Screen comes up.

CAPTAIN:  
Calling all Avengers, calling all  
available Avengers. We have a  
code red! I repeat a code red!

CUTS TO:

EXT: ONTARIO, CANADA

Car crashed on top of another car. One man in car on bottom  
tries to climb out as other man lies unconscious but he can't  
get out. He looks around.

MAN:  
Help! Somebody help!

Man hears thud and looks to see Hulk standing above them.

MAN:  
The Incredible Hulk.

Hulk grabs car and pulls it off. He then lifts roof of second  
car as man watches him in fear. He grabs men and puts them  
behind each shoulder.

MAN:  
Ah thanks.

HULK:  
Your welcome. Any place nearby?

MAN:

Yeah over there.

Man points to bar and Hulk walks to it. He turns to man.

HULK:

Your friend okay?

MAN:

I don't know. I think so.

HULK:

What about others?

MAN:

Others?

HULK:

From other car Einstein.

MAN:

There wasn't anyone in the other car. It's like it moved on its own.

Hulk looks at him confused.

CUTS TO:

INT: BAR FURTHER DOWN ROAD.

Bartender watches TV screen on with newsman talking while drinking beer.

NEWSCASTER:

News Bulletins! Reports coming in confirming that humans are not the only ones that have vanished. Cattle farmers report that many of their herds have dropped dramatically. Scientists believe that animal life has vanished along with humanity. However, they present no clear facts that...

BARTENDER:

What's this world coming to?

Hulk breaks down door, bartender turns and sees him and shakes after dropping beer. Hulk walks toward counter and puts two men down on floor.

HULK:

Car accident. Take care of them.

Bartender shakes his head, takes out his phone and calls for ambulance as Hulk looks at screen and sees bulletin.

HULK:

First these two get hit by empty car and now this. What's going on?

CUTS TO:

EXT: SPACESHIP.

Two men stand in room at controls of ship. One man is engulfed in flames. A large man stands behind to the two men.

EROS:

I assure you Firelord, your past deeds of aiding Galactus will not go against you when we meet with my father.

FIRELORD:

I hope so. I can only hope by doing some real good in the universe, I can right the wrongs I have committed in the name of that powerful being.

DRAX:

I as well as the other Guardians of the Galaxy will be sure of that. You killed many good people.

EROS:

Take it easy Drax. Remember I asked you here to help me get him to Titan in one piece.

DRAX:

And I only agreed because Star Lord recommended it. Due to

Rocket destroying your science station.

Eros turns on computer and screen shows old man.

EROS:

Father I am returning home with the friend that I have told you about.

MENTOR:

I look forward to your arrival my son.

FIRELORD:

Great Mentor, I am Firelord, former herald to Galactus. I thank you for this chance to aid your people to a glorious age. I will use every ounce of my power for the good of all Titan.

MENTOR:

I am most certain you will. I have heard a great deal about you from my son here, Firelord. I would like to assure you that you will be welcomed here with open...

Mentor vanishes. Eros, Firelord, and Drax the Destroyer look in horror.

DRAX:

What?

EROS:

Father? Father!

Drax looks at Eros and Firelord.

DRAX:

What happened to him? I will find the being responsible and ripe their heads off.

Computer turns on.

COMPUTER:

Attention! Attention! Priority  
alert!

Eros goes to the computer.

EROS:  
What is happening?

COMPUTER:  
Reporting Titan planet-wide  
phenomenon. Half of population  
has suddenly vanished without  
trace. No current information can  
give explanation for occurrence.

EROS:  
There is only one being capable of  
causing such a disaster. My dear  
brother, Thanos.

Drax looks in rage upon hearing the name.

CUTS TO:

EXT: CITY STREETS WHERE PANDEMONIUM CONTINUES.

Plane falling out of sky. Cloak watches events from rooftop.

CLOAK:  
What is happening here? I want to  
help, but can I? Where are you  
Dagger? I can't do this without  
you. I can't do anything without  
you.

CUTS TO:

EXT: NEW YORK STREETS.

Woman runs through streets looking around.

WOMAN:  
Billy, honey where are you?

Punks come out of shadows and move toward her.

PUNK:  
No one here but us lady.

Woman turns and sees men moving toward her.

WOMAN:

What do you want?

PUNK:

Just your purse and maybe  
something extra.

Woman backs up more as two men grab her. She tries to break free. Punk takes purse, but is kicked forward. Men look to see Wolverine standing before them.

WOLVERINE:

Let her go punks.

Punk gets up and moves to Wolverine.

PUNK:

Make us.

WOLVERINE:

You got it bub.

Wolverine steps toward them and lets out his claws. They look in horror, Wolverine smiles as two guys let the woman go and then all three run away. Wolverine picks up the purse, throws it to the Woman and begins to walk away. Woman walks up to him.

WOMAN:

Thank you.

WOLVERINE:

No problem lady.

WOMAN:

You're a mutant aren't you?

Wolverine pulls up claws.

WOLVERINE:

Yeah. Gotta a problem with that?

WOMAN:

No, I know some mutants and they  
have abilities that help people.  
Can you help me find my son? He's  
only eight years old.

Wolverine turns to her.

WOLVERINE:

I wish I could. But I can't find  
the people that matter to me  
either.

Phone rings and Wolverine picks up his phone.

WOLVERINE:

Yeah.

CYCLOPS:

Logan, have you found anyone?

WOLVERINE:

No Summers I can't find anybody  
here.

CYCLOPS:

Great. Besides us and Jean,  
there's no body left. Meet us in  
the Mansion. We need to regroup  
to figure this out.

WOLVERINE:

On my way.

Wolverine walks off as Woman continues search. He looks back  
at her with concern.

WOLVERINE:

Good luck lady.

Plane flies over Wolverine's head.

CUTS TO:

EXT: SKY ABOVE CITY STREETS

Thor and Vision slows down descend of plane. She-Hulk jumps on  
plane and three begin evacuating individuals from crashed  
plane wreckage.

SHE-HULK:

Hang in there, folks. We're here  
to help.

VISION:

I have located several injured individuals in first class.

SHE-HULK:

This is crazy. There's too many to save, and too much chaos to stop. Not even the Avengers can control this insanity or whatever's left of the Avengers.

Thor lands next to her and puts his hand on her shoulder.

THOR:

We must try, She-Hulk. We cannot surrender to despair. These people need us.

She-Hulk smiles and three get back to work.

CUTS TO:

INT: TITAN

Eros works on computer. Drax and Firelord watch screen behind Eros.

EROS:

Half of the galaxy's population just blinked out of existence.

DRAX:

So much death all at once. I can't even get in touch with the other Guardians.

FIRELORD:

Horrible. This is not what I expected when I agreed to come to this world. Do you really believe that Thanos is responsible for this?

Drax snarls in anger when hearing Thanos' name.

EROS:

I'm not sure how he did this, but I'm positive this is my brother's doing.



FIRELORD:

But I heard he was dead.

DRAX:

That is what we were told. And if those that told this lied I will...

EROS:

Drax! I of all people hoped that my brother's death was true. But it appears he is still among the living.

FIRELORD:

What should we do?

EROS:

I don't know. But maybe if I could... Oh no.

Eros vanishes. Firelord and Drax shocked.

FIRELORD:

Eros? Eros! First Mentor and now Eros is gone. What next?

DRAX:

Don't you mean who's next?

CUTS TO:

INT: STRANGE'S MANSION.

Strange looks at the books that he's floating in front of him as Surfer lies on sofa in other room.

STRANGE:

I just don't know what happened. But I must find out immediately. As Sorcerer Supreme, it is my duty to try and reverse what has occurred. The only problem is that I don't know what has occurred. The only one who can give me any answers is Surfer, but he's still unconscious. If only you were here, Wong, then I would have someone to turn to. But I

guess I have to solve this puzzle  
alone and somehow...

Wall explodes. Doombots come into the room. Strange stands  
against them, but a beam hits Strange and he falls to the  
ground. Doombots pick up Strange.

STRANGE:

What is the meaning of this?

Dr. Doom walks into room holding a gun with smoke coming out  
of the barrel. Doombots grab Doctor Strange and hold him in  
front of Doom.

DOOM:

Greetings, my dear old opponent.  
You once again have the honor to  
be in the presence of Doctor  
Victor Von Doom.

STRANGE:

What are you doing here, Doom?

DOOM:

The same reason as you, to  
discover what is causing this  
disaster and how to fix it.

STRANGE:

Why would you care so much about  
such a disaster? Angry you didn't  
do it yourself?

DOOM:

No, my dear doctor. I simply want  
to stop whoever is responsible and  
make them suffer. For no one  
should dare tamper with what  
rightfully belongs to me.

Surfer rises from the sofa, obviously still weak.

SURFER:

Doom, unhand my comrade or I  
shall...

Doom turns and blasts Surfer with the gun.

DOOM:

Ah, my dear cosmic acquaintance.  
How good of you to awaken and fall  
victim to my superior intellect  
and power.

Doom walks over Surfer. Turns to Strange.

DOOM:

I know you are trying to decipher  
this riddle, but only my great  
knowledge can accomplish such a  
task. So, both of you will tell  
me what I wish to know. What have  
you uncovered about the  
disappearances and the force that  
has caused them?

Strange doesn't speak. Doom looks at him while standing over  
Surfer.

DOOM:

You shall speak, for no one defies  
Doom!

Doombots explode. Strange falls to ground. Doom looks around  
with gun in hand.

DOOM:

Who dares?

Adam Warlock appears behind Doom.

ADAM:

There is no need to threaten  
anyone, my good doctor. It will  
be my pleasure to tell you  
everything you wish to know.

Doom turns and looks at Adam, pointing his gun at him.

DOOM:

Who are you?

Adam raises his hand and the gun flies into his hand.

ADAM:

In my time, many called me Adam  
Warlock. You may do so also, if  
you feel so inclined.

CUTS TO:

INT: THANOS TEMPLE.

Eros is shown being tied to chair, awakening.

EROS:

Huh, where...where am I?

THANOS:

Good morning, brother. How did you sleep? Comfortably, I hope.

Thanos stands next to Eros. Eros turns to Thanos.

EROS:

Thanos! I knew you were behind this. What have you done?

Thanos walks around chair.

THANOS:

I simply remolded the universe with this mighty hand. Also, I made this family reunion possible. After all this time, we brothers are finally together again. I wanted to personally show you what I have done for my beloved Lady Death.

EROS:

Why show me? You have such a good demonic friend to gloat at.

Looks at Mephisto.

THANOS:

Mephisto is my advisor, nothing more.

EROS:

But what about father? How can this be a family reunion without him?

Thanos stops and glares at Eros.

THANOS:

Mentor was not invited to this event, nor will he ever be. He was a dangerous man, which is why I made sure he disappeared. He would have foolishly tried to stop my tribute to Death, which I could not allow. Ultimate power is now mine and I shall reshape the universe with it. And nothing must interfere with my plans.

EROS:

Then nothing shall. Everything is going to work out just the way you want it to, brother. And if there is anything I can do to help...

Eros turns to stone. Thanos lowers his hand and smiles.

THANOS:

Your irritating emotion manipulation power is making me angry. What say we see how charming you can be, Eros, when you're just a living boulder? For because you are my brother I will not kill you, but that is the only reason you live, for now at least, but others will not be as fortunate. For that is what will happen to those that infuriate the supreme might of Thanos! They will simply cease to exist.

CUTS TO:

INT: AVENGERS MANSION.

Captain America talks to She-Hulk, Vision, and Thor, showing them a display of heroes that are available and have vanished.

CAPTAIN:

All right people, I just got word that all of the Fantastic Four have disappeared an hour ago. And with that this is the update on the heroes that we know that have

disappeared. Is any other hero outside of this list responding?

SHE-HULK:

Just Iron Man, but he is still in space trying to monitor the energy that came when the disappearances occurred.

Computer turns on and Iron Man begins to speak.

IRON MAN:

Avengers. Come in Avengers. This is Iron Man.

All turns to computer.

SHE-HULK:

Speaking of the handsome devil.

IRON MAN:

I'm hovering outside the Earth's atmosphere to try and get better readings on the energy signals that I detected from before. I suspect this strange energy has something to do with the disappearances.

Captain steps toward computer.

CAPTAIN:

It just doesn't make sense. What could have created that energy? If only we knew what was going on here and...

Flash of light. Adam, Strange, Surfer, and Doom appear.

CAPTAIN:

What the?

Thor steps forward with hammer drawn and pointed toward Adam.

THOR:

Who are you?

Captain puts his hand on Thor's raised arm.

CAPTAIN:

Stand down, Thor. He's with Dr. Strange and the Silver Surfer.

She-Hulk stares angrily at Doom.

SHE-HULK:

And Doom.

Adam turns to Thor.

ADAM:

Allow me to introduce myself. I am Adam Warlock and Dr. Doom is our ally against the true enemy.

Thor still has his arm raised.

THOR:

Why should I take ye word, sir?

Dr. Strange steps forward.

STRANGE:

Well, how about my word as Sorcerer Supreme? Please just listen, Thor. He has much to tell us all.

ADAM:

Yes, but first we need to prepare the army.

CAPTAIN:

Army?

Adam steps forward.

ADAM:

Once the army has arrived, I will explain everything. Doctor Strange, if you please.

Strange steps toward the wall and makes incantation. Flashes of heroes as they go through present. Iron Man in space. Spider-man in apartment. Wolverine helps civilians. Cyclops and Jean Grey talk in X-mansion. Hulk jumps across the mountain range. Cloak on rooftop. Firelord and Drax talking as spaceship lands on Titan.

STRANGE:

Hear me heroes of Earth and Titan!  
I call upon you to aid in our  
struggle that affects this  
suffering universe! Your skills  
and powers are gravely needed!

Portals appear. Iron Man steps forward.

IRON MAN:

Then the invincible Iron Man will  
just have to step up.

Spider-man steps through portal.

SPIDER-MAN:

Count on your friendly  
neighborhood Spider-man, too.

Cloak steps through portal.

CLOAK:

I will do what I can to help.

The other heroes arrive through the portal. Dr. Strange stands silent.

DR. STRANGE:

I have a problem. The Hulk  
refuses to join us.

Thor walks to portal.

THOR:

Hulk's strength could be a great  
aid in the upcoming battle.

ADAM:

So, what is the problem?

Iron Man steps next to Thor.

IRON MAN:

Hulk's still angry that the  
Avengers turned their backs on him.  
Which is something we all truly  
regret.



Wolverine steps forward.

WOLVERINE:

Leave it to me bub.

Wolverine jumps through portal.

CUTS TO:

EXT: MOUNTAIN RANGE.

Wolverine jumps out and sees Hulk standing and looking at scenery.

WOLVERINE:

Hey, you oversized leprechaun.

Hulk turns to Wolverine.

HULK:

Hey there, shrimp. What do you want?

WOLVERINE:

To bring you to the fight.

HULK:

Why? Who would want a monster on their side?

WOLVERINE:

Obviously they do. Why else would they want me?

Wolverine stands next the Hulk.

WOLVERINE:

Believe it or not, Hulk, you and me are both monsters. Only difference is I choose to use my skills for practical use. You just stand there and do nothing while innocent people are getting killed. That kind of thing makes people think you don't care about anybody, which looks bad considering you don't want people to think that way. So, you can choose. Either stay here and prove them right

about you being a mindless monster,  
or come and make them mad by  
proving them wrong.

Hulk thinks for minute.

CUTS TO:

INT: AVENGERS MANSION

Heroes see Wolverine walk through portal. They show disappointment, thinking he couldn't convince Hulk. After a moment, Hulk walks up behind him.

HULK:

Who do you want me to smash?

SHE-HULK:

Hey cousin.

She-Hulk hugs Hulk as heroes smile and gather around. Adam stands before them.

ADAM:

Now that we are all here, let me explain our situation. The being responsible for this crisis is known to many in the universe, including yourselves, as Thanos the Mad Titan.

Heroes look at each other in disbelief.

ADAM:

I know, you believed him dead, but he has returned. As for those that don't know who he is I will explain. Thanos is a powerful tyrant that is on his own never-ending mission, to court Lady Death.

Spider-man steps forward.

SPIDERMAN:

Wow, their first date is going to awkward.

Wolverine shrugs Spider-man to keep quiet.

ADAM:

You Avengers have fought him and stopped his recent plans, but he now has a great power at his disposal. He has succeeded in obtaining the Infinity Gems.

CAPTAIN:

Infinity Gems?

ADAM:

Jewels that hold the power of the universe.

Flashes of gems as Adam explains.

ADAM:

(VO)

The Power Gem allows its owner to access all the strength and energy that ever was or ever will be in the universe. The Reality Gem allows its owner to have any of their wishes fulfilled with just a thought. The Mind Gem allows the owner to have greatly enhanced mental abilities as well as being able to see into ones thoughts and dreams. The Space Gem allows its owner to exist in any or all locations or move any object anywhere throughout reality as well as warp or rearrange space itself. The Time Gem allows the owner to have control over all time, past, present, and future giving the ability to time travel and to age or de-age an object. Finally, the Soul Gem allows the owner to steal, control, manipulate, and alter souls as well as being a gateway to a pocket dimension. When one has all six gems at their disposal, they can literally change the entire universe.

CAPTAIN:

How do you know so much about these gems?

ADAM:

Because once, I held the Soul Gem. But then someone worthier than I took it from me, but to make sure that it would stay within my sight, I entered the gem's dimension. When Thanos took it from its last owner, I left the Soul Gem and came here to assemble allies in order to stop him.

Iron Man steps forward.

IRON MAN:

So, as long as Thanos has these gems, he can do anything?

Adam turns to Iron Man.

ADAM:

Anything.

Heroes look to one another, silence among them.

ADAM:

So, with all the information revealed, I must ask. What will you do?

Captain steps forward.

CAPTAIN:

It's obvious what we need to do.

Turns to heroes.

CAPTAIN:

Heroes of Earth and Titan, we have to stop this monster and fix the damage he has caused. And to make sure Thanos never harms anyone with this power.

Many nod in agreement. Hulk steps forward impatiently.

HULK:

So, when does the fun begin?

ADAM:

Only when I say so.

HULK:

And who put you in charge  
goldilocks?

CAPTAIN:

Circumstances Hulk.

Captain turns to heroes.

CAPTAIN:

Now everybody, listen up. Adam  
here seems to know what situation  
we are in, so...

Doom steps forward.

DOOM:

Before you go any further, Captain.  
I regret to say that the monster  
has a point. I demand to discuss  
the best candidate for leadership  
of this assault force.

Dr. Strange steps next to Doom.

DR. STRANGE:

What is there to discuss?

DOOM:

Obviously I, Doctor Doom, alone  
have the leadership and  
ruthlessness needed for this  
attack to succeed.

Wolverine steps in front of Doom with claws drawn.

WOLVERINE:

Not a chance, Doom.

Captain stands between Wolverine and Doom. Speaks at Doom.

CAPTAIN:

Enough! Listen, I thoroughly  
support Warlock to lead in this

situation. Like it or not, Doom, Latveria's only got one chance of survival, and that is Adam Warlock and his plan and deep down you know that.

Captain steps closer to Doom.

CAPTAIN:

So what do you say? In or out?

Doom stares at Captain America for a few moments.

DOOM:

Very well, Captain. In...for now.

Silence falls and Doom steps aside.

SPIDER-MAN:

Well, that was fun.

ADAM:

A wise decision. Now, let me explain my plan. The Silver Surfer and I will go first to scout ahead. Once I am certain of the best time to attack, I will signal Dr. Strange to open the portal to Thanos and you all will charge him with everything you have. But I warn you, once you step through, there will be no turning back. Prepare yourselves for the fight of your lives. Doctor?

Strange opens the portal. Adam and Surfer go through. Cyclops and Jean go to Captain.

CYCLOPS:

Do you really think we can trust Warlock?

JEAN:

Yes, we know nothing about him. I can't even read his mind. He has some sort of guards against mental abilities. For all we know he wants this power for himself. How can you be sure he's on our side?

CAPTAIN:

I'm not fully sure, but he is the only one with the Intel on what is happening and how to fix it.

CYCLOPS:

Yeah Steve, but...

CAPTAIN:

Scott, Jean, look at the screens. The chaos is never ending. What if Thanos decides all life is to not exist, or even change the world we have known all of our lives? We have to believe Warlock has the knowledge of how to get that power away from such a monster.

Cyclops and Jean look at each other and shake their heads.

JEAN:

All right, if you say so. We're with you Cap to the bitter end.

CYCLOPS:

But I suggest you keep your eye on Warlock, while I keep my keen eye on our new "friend".

Cyclops looks towards Doom across the room as he works on his armor.

CUTS TO:

INT: AVENGERS MANSION ROOM. SEVERAL HOURS LATER.

Spider-man hangs on ceiling looking at picture of him with Mary Jane in wallet.

SPIDERMAN:

Hang on MJ. I will see you again.

Spiderman puts his wallet away and looks down and sees Cloak looking out the window. Spiderman slides down web and moves toward him.

SPIDER-MAN:

Hey what's up, Cloak? Been a while.

Spider-man sees Cloak looking grim.

SPIDER-MAN:

You okay? C'mon, it's just the end of the world. You know, a regular Thursday. So where's Dagger?

Cloak turns to Spiderman.

CLOAK:

Dagger's gone.

SPIDER-MAN:

Dagger was one of the victims? Oh man. I'm sorry, Cloak.

CLOAK:

To tell you the truth, Spider-man, I'm not sure I'm up to this. These are some of the world's Mightiest Heroes gathered here. As for me, without Dagger, I...I don't know if I can make it through such an ordeal.

Spider-man jumps down and stands next to Cloak.

SPIDER-MAN:

Don't waste time worrying about that, Cloak. All these heroes do the same thing you do. Put their tights on one leg at a time. You wouldn't have been called up if they didn't think you could help.

Cloak turns to Spider-man.

CLOAK:

What about Dagger?

SPIDER-MAN:

She would want you to keep moving and do what you could to help the world. And look at it this way, the sooner we get the job done,



the sooner we can see her again.  
You'll do just fine. I believe in  
you Cloak, just like Dagger would.

Cloak smiles at Spider-man.

CLOAK:

Thanks. I feel a lot better.

SPIDER-MAN:

Then go get your game face on,  
it's almost time for the kickoff.

Cloak walks away. Spider-man watches Cloak walk away. Turns  
and looks out the window.

SPIDER-MAN:

I just wish I was as confident as  
I sound. I mean, we're all about  
to take on the most powerful force  
in the whole universe. Our odds  
of living to see tomorrow are  
really low. Lower than the New  
York Giants winning the Super Bowl.

Captain steps up behind Spider-man. Surprises Spider-man.

CAPTAIN:

True, but that's not gonna stop me  
from doing what's right, and I  
know it won't stop you. You know  
what you are.

Spider-man turns to Captain.

SPIDER-MAN:

Yeah, a big pain in the butt  
superhero. Thanks Cap.

Captain shakes Spider-man's hand.

CUTS TO:

INT: AVENGERS MANSION OBSERVATION ROOM

She-Hulk looks in room and sees Vision sitting at screen.  
Vision looks at computer with picture of Thanos.

SHE-HULK:

Vis, what do you figure our chances of beating this Thanos guy will be?

VISION:

Next to zero.

She-Hulk looks up at Vision.

SHE-HULK:

What? But didn't the Avengers take him down a couple of times already?

VISION:

Not exactly. In those encounters, the Avengers may have won the day, but not without assistance.

SHE-HULK:

You mean from people like Warlock?

Vision turns to She-Hulk.

VISION:

No, I refer to Thanos himself. In the battles against Thanos, he was the one who provided the means to thwart his dark plans. Whether he did so consciously or subconsciously, is currently unknown.

SHE-HULK:

So you're saying...

VISION:

That our fighting force can vanquish Thanos, but only if he wishes to be defeated.

SHE-HULK:

And if he doesn't feel like getting his tail kicked?

VISION:

Then the universe, as we know it, is doomed.

Both turn at the sound of Iron Man shouting.

IRON MAN:  
What did you say about Pepper?

SHE-HULK:  
What's that?

VISION:  
Something we'd best look into.

CUTS TO:

INT: AVENGERS MANSION CONFERENCE ROOM.

Iron Man faces Doom at conference table.

IRON MAN:  
Everyone here is a brave hero that is planning to give their all to protect the world. But you're a vicious, cold-blooded snake who doesn't care for anyone but himself! You see this crisis as just an opportunity to better solidifying your own power! You're planning to grab what you can out of this mess and then give yourself the rule of humanity!

Doom sits and listens and then stands up.

DOOM:  
That is my way. For me to rise to power as weaklings fall to my feet. Weaklings like you.

Iron Man points repulsors at Doom. Doom points gun at Iron Man.

IRON MAN:  
We'll see about that Doom.

Thor grabs Iron Man. Vision phases through Doom. Doom drops weapon.

THOR:  
Iron Man! Calm yourself, my friend.

VISION:

Taking advantage of our  
hospitality is inadvisable, Dr.  
Doom.

Captain moves between conflicts. Looks at Iron Man.

CAPTAIN:

Avenger, you're out of line.

IRON MAN:

Cap, you know what he is and what  
he intends to do. He even implied  
that he's up to something.

CAPTAIN:

I know, but we have to keep our  
heads cool, Tony. It's the only  
way we can succeed.

Captain turns to Doom.

CAPTAIN:

As for you, Doom. I'm beginning  
to wonder if you being here will  
affect your usefulness.

Doom stands up after Vision releases him.

DOOM:

Do not worry, Captain. I assure  
you, my power and intellect will  
be quite dominating in the  
upcoming battle.

Cyclops and Jean stand behind Doom as they speak  
telepathically.

CYCLOPS:

I hope it does, Doctor. For your  
sake.

JEAN:

Take it easy Scott. Remember, we  
need him for what's coming.

CYCLOPS:

Thanks Jean.

Iron Man is released by Thor and stands in front of Doom.

IRON MAN:

All right, but this is a warning,  
Doom. If you try anything that  
puts your own ambitions before  
this mission and getting all those  
people back, I swear I will take  
you down and make sure you can  
never harm anyone.

DOOM:

Noted.

Doom walks away as Thor goes to Iron Man.

THOR:

Why did you attack him Iron Man?  
It is not like you to do something  
so rash.

IRON MAN:

I was talking about Pepper being  
one of the people that vanished  
and he said that she was just  
another servant and that I  
shouldn't be so concerned. She  
isn't just a servant to me. You  
know that.

THOR:

I understand friend.

Captain America goes to them.

CAPTAIN:

I also understand Tony. We will  
get her back as well as everyone  
else that Thanos has taken. I  
promise.

Iron Man shakes his head.

CUTS TO:

EXT: THANOS TEMPLE.

Thanos stands at temple grounds.

THANOS:

Oh my love, what have I not done  
to please you? Why do you not  
show yourself? Are you too angry  
to even look at me with your  
beautiful flawless face?

Thanos looks forward and sees Surfer and Adam appear in the distance.

THANOS:

Mmm... Hello there.

Mephisto stands next to Eros and sees Thanos looking.

MEPHISTO:

What is it? Intruders?

Thanos doesn't move.

THANOS:

Yes.

Mephisto stands and moves next to Thanos. He can't see them, but believes Thanos.

MEPHISTO:

Then why don't you just destroy  
them?

THANOS:

Does a giant crush every fly that  
crosses his eye?

MEPHISTO:

But they might be planning  
something.

Thanos turns his back and walks back to throne.

THANOS:

Let them plan. It will do them no  
good. After all, they are just  
fools taking up arms against a god.  
They will rush into their own  
destruction. But I will be  
lenient; I will provide them with  
a glorious death. The heavens

will run red with blood, as I  
stand triumphant.

Thanos turns and walks to his throne.

CUTS TO:

EXT: SPACE

Surfer looks to Thanos and then turns to Adam.

SURFER:

He was looking our way. He may  
know that we are here. Adam, I  
feel I should attack now. My  
powers have fully returned and I  
think...

Adam sits on Surfer's board, meditating.

ADAM:

Not yet, my cosmic friend. Your  
time will come, when the moment is  
right.

SURFER:

But our allies need my strength.

Adam:

You still don't get it.

Adam stands up and floats in space.

ADAM:

Thanos has the power of the  
universe itself. To succeed, we  
require a few sacrifices.

Surfer stands puzzled. He thinks and then reacts.

SURFER:

Wait, you don't mean...? You can't  
do that! You are sending them to  
their deaths! I won't let that  
happen!

ADAM:

It's too late now. This is what must be done. They will fall with honor and courage.

Opens communication to Strange.

ADAM:

Dr. Strange, use your magic to connect me with everyone else.

Strange's voice is heard in space.

STRANGE:

Very well.

ADAM:

Heroes hear me! The time has come. Prepare thyselfes for the battle of great ferocity and terror.

CUTS TO:

INT: AVENGERS MANSION

Spider-man looks up. Looks at heroes around him.

SPIDER-MAN:

Really knows how to sell an ad, doesn't he?

Captain stands before the heroes.

CAPTAIN:

All right, heroes. Let's do this.

Portal opens and heroes walk through. Cloak looks at Strange.

CLOAK:

Aren't you coming?

STRANGE:

No I must remain here to pull you back if the battle does not go the way we need it to. In such an emergency use this device.

Strange holds out communicator.

STRANGE:



Iron Man said it is the strongest communicator he could make on sort notice.

Strange hands it to Cloak and Cloak takes it. Cloak goes to Spiderman and give him communicator.

CLOAK:

I feel better if you were holding this.

SPIDERMAN:

Okay. But only if you answer this question. Are you ready to play with the big boys?

CLOAK:

Yes, I am.

Spiderman takes device and nods at Cloak as they are the last to enter the portal.

CUTS TO:

EXT: THANOS' TEMPLE.

The heroes arrive at the temple where Thanos sits on his throne.

THANOS:

Greetings, worms. Welcome to your death.

Captain steps forward.

CAPTAIN:

Thanos, we heroes of the universe have come to demand your surrender so no one has to get hurt, especially you.

Thanos starts laughing.

WOLVERINE:

Oh yeah. That intimidated him, bub.

THANOS:

How amusing. The worms claim to have the power to defeat that of a god.

Thor stands next to Captain.

THOR:

I am a god! And these mortals are more than enough to slay you, villain.

Thanos stands and waves his hand, taunting them.

THANOS:

Then prove it. Come and get me.

CAPTAIN:

Charge!

All heroes move forward. Thanos raises his hand and they all freeze. Thanos walks around heroes looking at each of them. Laughing to himself.

THANOS:

Are these the best the universe could send against me? Such a puny force. With but a thought I could exterminate them forever.

Thanos raises hand to strike, but Mephisto steps forward.

MEPHISTO:

Wait, my lord. This situation may prove beneficial to your plans.

Thanos stops and stays still.

THANOS:

Speak your mind, Mephisto. But be quick.

Mephisto walks up behind Thanos.

MEPHISTO:

You have unlimited power, my lord, but you still haven't achieved your goal of winning Death herself. These fools may be what you need to impress her.

Thanos begins to turn.

THANOS:

How so?

MEPHISTO:

An act of courage, my lord. An act of courage can warm the heart of any female.

Thanos turns completely to face Mephisto.

THANOS:

Even Death's?

Mephisto smiles and continues.

MEPHISTO:

Possibly. But true courage only exists when one faces the possibility of death against those that have faith of victory. How can they have such faith with your magnificent power?

Thanos looks at the heroes and smiles.

THANOS:

I see. So your saying that if they believed there was a chance of victory and I defeated them anyway, Lady Death would be impressed.

MEPHISTO:

Good chance, my lord.

Thanos stops and thinks.

THANOS:

Yes, I can do it. All I need to do is cut the sensory input of the universe from myself. My power will remain limitless, but I won't know my opponents next move. Which will allow them a .05% chance of victory.

MEPHISTO:

Not the best odds, but enough to impress Lady Death and have her come to your side.

Thanos smiles and looks at the heroes.

THANOS:

Then let the gleam be fanned to a roaring flame. Let the battle begin.

Snaps his fingers. The heroes attack. Thanos knocks them away by waving his hand and an energy wave hits the heroes. Spider-man and Cloak knocked away. Thanos laughs. Hulk and Drax hit him from behind. Thanos gets up to face the brutes. Drax stands in front of Hulk to attack.

DRAX:

I will destroy you.

Thanos knocks Drax away.

THANOS:

Not likely.

Hulk jumps and slams Thanos with continuous punches. Hulk stops and looks down on Thanos.

HULK:

So, you the big bad guy? You don't look like much to..

Thanos grows larger than Hulk.

HULK:

What the?

Thanos knocks Hulk away into space. Returns to normal size.

THANOS:

Pathetic beast.

Vision sneaks behind and blasts him with energy beam. Captain throws shield at Thanos. Thanos knocked onto the ground. Thanos starts to get back up.

THANOS:

Amazing. I would never have suspected such an avenue of attacks.

Cyclops stands next to Captain.

CYCLOPS:

Cap, it looks like Thanos is confused. We need to pour the power on.

Captain turns to Cyclops.

CAPTAIN:

Agreed, follow the plan and throw him off.

She-Hulk charges and thrashes Thanos as Vision continues to blast. Captain stands thinking to himself.

CAPTAIN:

(TO HIMSELF)

And hopefully, some of us might survive.

CUTS TO:

EXT: SPACE.

Surfer watches fight, eager to attack. Adam continues meditation but then speaks.

ADAM:

How goes the battle?

Surfer turns to Adam.

SURFER:

As expected...

Surfer turns back to battle.

SURFER:

I should be with my friends. Fighting along side them.

ADAM:

That would be foolish.

Surfer turns sharply to Adam.

SURFER:

And why is that?

ADAM:

Because you have your own role in this mission.

SURFER:

Which is?

ADAM:

All in due time. What you don't know, Thanos won't stumble upon.

SURFER:

Doesn't that also pose a risk? Thanos can read your mind, can't he?

ADAM:

Yes, but he won't. He is a warrior, and that means he won't risk being distracted while in battle.

Surfer turns away to continue to watch the fight.

CUTS TO:

EXT: THANOS TEMPLE.

She-Hulk attacks Thanos with kicks and punches.

SHE-HULK:

You want more, honey?

Thanos screams in rage.

THANOS:

Enough! Get away from me you wench.

Knocks away She-Hulk. Brown substance appears on her.

SHE-HULK:

Hey something's growing where he touched me.

CAPTAIN:

Remove it quickly!

Brown substance covers She-Hulk completely.

SHE-HULK:

I can't get it off. Somebody,  
help me!

THANOS:

Now that the wench has been  
disposed of, who's next to...?

Thor throws hammer against Thanos.

THOR:

That was for She-Hulk villain.  
For her death will be avenged.

Thanos gets up, but is then blasted by Doom with plasma gun.  
Thanos falls to the ground. Doom sees gauntlet and moves  
toward Thanos.

DOOM:

The Gauntlet has the gems! I must  
have it!

Thor recalls hammer and sees Doom.

THOR:

Doom, get out of the way!

Doom grabs gauntlet and tries to remove it.

DOOM:

It will be mine! I will not be  
denied such power.

Thanos blasts Doom away. Doom's cloths are ruined but not his  
metal armor.

THANOS:

None shall take this gauntlet from  
me.

THOR:

How bout thee, villain!

Thor throws his hammer. Thanos raises his hand, a portal appears, and the hammer goes through it. Portal closes. Thor stunned by sight.

THOR:

Mjolnir! Without it, I can't give him a strong enough blow. If that is so, I will make due with my own strength. Have at thee!

Thor charges at Thanos and gives few good blows before Thanos blasts him away. Thanos laughs.

THANOS:

I guess we know who the true god is.

Flames surround Thanos.

FIRELORD:

It is not going to be you, murderer. For Eros! For Titan!

Fires another strong wave of flame enclosing on Thanos. Thanos stands and laughs.

THANOS:

'Tis Firelord, yet another herald of Galactus to challenge my power.

FIRELORD:

Not just challenge, but defeat, monster.

THANOS:

Not likely, my boastful friend.

Thanos laughs and claps his hands, blowing the flames and Firelord away. Thanos continues to laugh as Wolverine jumps on his back with his claws out. Thanos screams in pain.

WOLVERINE:

How ya doin', bub?

Thanos stops screaming. Turns head at Wolverine.

THANOS:

Fine, thank you.



Thanos turns into vapor and Wolverine goes through him. Thanos then turns solid, grabs Wolverine and throws him into wall. He then creates portal that drops three giant metal objects on Wolverine. As Wolverine tries to climb out Thanos raises hand, as it starts to glow, for finishing blow.

THANOS:

Now, begone.

Thanos blasted by Doom again. Turns and sees Doom.

THANOS:

Cowardly knight, you return for another shot at my gauntlet?

DOOM:

Only death will stay my hand.

Doom blasts again. Thanos stands and knocks blast back at Doom. Gun is destroyed.

THANOS:

That can be arranged.

Cyclops stands facing Thanos.

CYCLOPS:

Jean, now!

Cyclops fires optic beam at Thanos as Jean holds him down to the ground. Thanos unable to move for a few seconds, but then begins to laugh.

THANOS:

How interesting, you believe that your combined power is enough. Let me show you how wrong you are.

Thanos gets up and turns to Jean. As beams from Cyclops continues, Thanos fires blast of energy that slowly moves toward Jean as she tries to stop it.

JEAN:

Scott, I...can't hold it...back...No!

Jean is disintegrated. Cyclops looks in horror.

CYCLOPS:

JEAN, NO!

Cyclops takes visor off and blast Thanos at full strength. Thanos thrown off for a second, but then walks forward slowly.

THANOS:

And now, my bright-eyed friend, we shall...

Cyclops closes tear filled eyes. Thanos thrown off by sudden drop in power.

CYCLOPS:

Tony, now!

Cyclops ducks down and Iron Man flights over him and toward Thanos.

IRON MAN:

Coming at ya!

Iron Man slams Thanos into temple wall. Cyclops puts visor back on and Iron Man goes to his side.

IRON MAN:

Nice improv, eye-guy. I'm sorry about Jean.

Thanos gets up and blasts at Iron Man. Cyclops sees and tries to warn Iron Man.

CYCLOPS:

Look out!

Iron Man is blasted into portal and disappears.

CYCLOPS:

Tony! You're going to burn Thanos. This is for Jean.

Cyclops fires again. Thanos stops beam with one hand.

THANOS:

Enough.

Thanos snaps his fingers. A glass cube surrounds Cyclops head. Cyclops struggles for air. Captain moves to Cyclops. Tries to break the cube but it won't break. Cyclops collapses, unmoving.

THANOS:

Another pest to be rid off.

Vision tries to attack. Thanos smiles. Turns and punches Vision straight through.

THANOS:

Like you, robot. Did you really think the same trick would work twice?

VISION:

Probability of attack being successful did seem to diminish. But calculations could be proven incorrect.

Thanos pulls hand out of Vision and Vision explodes.

THANOS:

And then another falls by my hands.

Thanos is then hit by Captain's shield.

CAPTAIN:

Murderer!

Captain catches and throws shield again, but the shield is caught by Thanos.

THANOS:

Such an emotional outburst, not at all what I expected from the legendary Captain America. I looked at your past and saw someone so flawless that I almost wanted to..

Dark shrouds surround Thanos.

THANOS:

What?

Cloak engulfs Thanos in shadows. Shield drops and Captain retrieves it. Looks at Cloak.

CAPTAIN:

Cloak, can you hold him?

Cloak groans in pain as Thanos struggles.

CLOAK:  
I don't know, but I think...I'm  
sorry.

Cloak explodes. Thanos stands up.

THANOS:  
Fools! Supremacy can't be  
contained! My divinity is  
absolute!

Captain throws shield at Thanos' head. Hits Thanos and  
Captain catches his shield.

CAPTAIN:  
Yours is a false godhood, Thanos!  
And all false gods eventually fall.

Thanos looks at Captain.

THANOS:  
Fool, none can withstand my  
invincible po...

Thanos hit in the face by webbing. Spider-man jumps in front  
of Captain.

SPIDER-MAN:  
Ladies and Gentlemen, the star of  
the show has arrived. Sorry for  
the wait, I just had to catch up  
on my beauty sleep before coming  
on stage.

Thanos rips off webbing. Growls at Spider-man.

THANOS:  
Why you little...

Spider-man holds up finger.

SPIDER-MAN:  
Hold that thought.

Spider-man back flips and Thor's hammer slams into Thanos.

SPIDER-MAN:

Oh, that's a pain that's gonna  
linger.

Thor flies over Spider-man, Mjolnir returns to his hand.

SPIDER-MAN:  
He's all yours, big guy.

THOR:  
Thank you, my friend. Mjolnir  
returned from that other realm  
just in time. Now for you,  
monster!

Thor lands and stands over Thanos.

THOR:  
You laid waste to half the  
universe, killed billions of  
innocent lives, and murdered the  
few that have earned the same  
glory as the fallen warriors of  
Valhalla. Your black deeds have  
sealed your fate. This must end!

Thor raises his hammer. Thanos raises gauntlet.

THANOS:  
I've heard enough from you,  
weakling.

Thor turns to glass statue.

SPIDERMAN:  
That's not good.

Thanos walks to the statue of Thor and smiles.

THANOS:  
Now that this insect is dealt with.

Turns back to Spider-man.

THANOS:  
It's time to dispose of another  
one.

Spider-man gulps and jumps as Thanos blasts him.

SPIDER-MAN:

Wow, this guy really holds a  
grudge.

Spider-man continues to dodge blasts. Captain gets up and  
tries to think.

CAPTAIN:

This is bad. We've lost too much  
manpower. We need to fall back,  
now. But how?

Captain notices shadow moving.

CAPTAIN:

What the?

Captain watches as Cloak reforms.

CAPTAIN:

Cloak!

CLOAK:

Hey Cap.

Captain goes to check on him.

CAPTAIN:

I thought you were dead.

CLOAK:

I might as well be, but I  
teleported away before I exploded.

Captain looks around. Notices fallen heroes and then looks  
back at Cloak.

CAPTAIN:

Listen up, soldier. I know you've  
been through a lot, but I need you  
to do something for me. I need you  
to get the survivors, contact  
Strange, and retreat.

Cloak looks up at Captain.

CLOAK:

What are you going to do?

Captain turns to Thanos.

CAPTAIN:

I'll hold him off while you all  
make a run for it.

CLOAK:

Cap, no!

Captain looks down on Cloak.

CAPTAIN:

That's an order, son. Now hurry,  
Spider-man can't distract him for  
long.

Spider-man keeps dodging but is then grabbed by Thanos as he teleports in front of him and slammed into the ground.

SPIDER-MAN:

Oh right the whole Space Gem lets  
you be anywhere you want to be.

Thanos stands over him.

THANOS:

This is fitting. A bug under my  
foot waiting to be stomped.

SPIDER-MAN:

Shows what you know. Spiders are  
arachnids. But don't feel bad;  
mere mortals get it wrong all the  
time.

Thanos roars in anger and slams his foot down. Spider-man disappears. Thanos looks in confusion at sight.

THANOS:

What is this? Where did that pest  
go?

Spider-man appears where other heroes are. Hulk carrying Thor and Drax holding Wolverine and Firelord. Spider-man looks up to see Cloak next to him, and Doom shrugging away.

SPIDER-MAN:

Cloak! I thought...

CLOAK:

I know. But no time for that, we gotta go.

Thanos looks around for Spider-man. Captain hides behind rock and thinks of how to sneak attack.

CAPTAIN:

All right, I have to buy as much time as possible.

Someone taps his shoulder.

IRON MAN:

Enough room for one more?

Captain turns to see Iron Man.

CAPTAIN:

Tony! Why are you still here? I ordered everyone to retreat.

IRON MAN:

Yeah the kid told me, but I remembered something important. You're not very good at math.

CAPTAIN:

What does that have to do with anything?

IRON MAN:

Well, with one person you can distract someone for a certain amount of time, but with two people you double that time. It's all in the math.

Captain smiles and shakes Iron Man's hand.

CAPTAIN:

Ready to get your hands dirty, soldier?

IRON MAN:

I'm a mechanic; I get my hands dirty more than you do.



Thanos looks around and sees heroes retreating. Spider-man holds communicator in hand and talks in it.

SPIDER-MAN:

Taxi, one way trip to Avengers Mansion please.

Strange appears and sees the chaos and then Thanos.

STRANGE:

Oh my.

SPIDERMAN:

Even at the very last minute, Tony Stark makes a perfect device.

Heroes turn to see Thanos. Drax wants to fight, but is stopped by Hulk and dragged into portal.

THANOS:

Come now. Don't tell me you're all running away. I was just starting to have fun.

Thanos blasted by repulsor ray. Captain rolls in front of Thanos as he falls and Captain thrusts up with his shield.

IRON MAN:

I wouldn't say that everyone's running. Some of us just needed to catch our breaths.

Heroes enter portal. Spider-man turns and sees Iron Man and Captain fighting.

SPIDER-MAN:

Iron Man! Cap! Bus is leaving!

Captain points to Spider-man as Iron Man continues to blast Thanos.

CAPTAIN:

We're right behind you. Move!

SPIDER-MAN:

But...

CAPTAIN:

GO!

Spider-man is grabbed by Cloak. Thanos claps and wave of energy blows Iron Man and Cap away. Energy blows through portal and knocks Strange to ground and portal disappears. Thanos looks around to see other heroes gone.

THANOS:

You would have been wiser to run with your friends. It's over.

CAPTAIN:

It's not over 'til the fat lady sings.

Thanos laughs.

THANOS:

Surely you jest.

Iron Man flies above.

IRON MAN:

I don't hear any singing. Besides, Cap's not that funny.

Captain smiles.

CAPTAIN:

Never been good at the stand-up routine.

Iron Man gets blasted out of the air.

THANOS:

Or planning a desperate assault.

Captain frowns.

CAPTAIN:

Can't say we didn't try.

THANOS:

Indeed, now perish along with your fallen.

Thanos blasts energy at Captain. Iron Man sees attack and flies in between and fires Uni beam at Thanos' blast. Holds for a few seconds.

CAPTAIN:

Tony?

IRON MAN:

What, you thought I let you have  
all the glory? Not a chance.

COMPUTER:

Warning! Energy levels of attack  
rising. Shields failing.

Iron Man blasts with both repulsor rays, but the energy is  
still pushing through.

IRON MAN:

Can't hold it.

Turns to Captain and lifts his helmet visor.

IRON MAN:

Goodbye, my friend. See you on  
the other side.

Thanos' blast reaches Iron Man and he explodes. Captain  
screams in horror.

CAPTAIN:

Tony!

Iron Man helmet rolls under Captain's feet.

CUTS TO:

EXT: SPACE

Surfer stands on board while Adam sits.

SURFER:

Now?

ADAM:

Not yet! On my mark!

CUTS TO:

EXT: THANOS' TEMPLE

Thanos walks toward Captain casually.

THANOS:

Now do you see how hopeless this fight was?

Captain stands strong.

CAPTAIN:

As long as one man stands against you and your tyranny, there will always be hope and you'll never win.

Thanos walks closer to Captain.

THANOS:

Noble sentiments from one who is about to perish.

CUTS TO:

EXT: SPACE

Surfer looks at battle and turns to Adam.

SURFER:

Thanos is going to kill him. I have to act now!

ADAM:

WAIT! He needs to be in the right position for you to take the gauntlet.

SURFER:

That was your plan?

ADAM:

Yes, you are the only one with the speed necessary to steal the gauntlet from Thanos. Now get ready.

CUTS TO:

EXT: TEMPLE.

Thanos stands before Captain America.

CAPTAIN:

I've lived my whole life on those sentiments. And they're worth dying for.

Captain prepares to kick Thanos. Stone hands grab his ankles.

CAPTAIN:

Huh?

THANOS:

If those sentiments are worth dying for, then die!

Thanos raises his hand to deliver final blow. Captain stands straight, facing him with his head held high.

THANOS:

I am glad to kill such a noble man. Your death will truly please my mistress.

CAPTAIN:

Don't worry. You'll see her soon enough.

CUTS TO:

EXT: SPACE

Adam gets off of the board.

ADAM:

NOW!

Surfer jets forward toward Thanos. He races to take the gauntlet as he prepares to strike the Captain. Time slows, with Surfer charging and Thanos' hand rising. Thanos is about to strike, when he notices Surfer at the last moment and moves his hand in a split second. Surfer zooms by, missing the Gauntlet by inches. Adam sees event in distance and looks in horror.

ADAM:

No, it didn't work.

Thanos looks around as Surfer passes.

THANOS:

What have I been doing? I must have been out of my mind. They came so close. I nearly lost it all.

Thanos looks away from Captain.

THANOS:

Let me once again be all that I can be. I will be back to full power.

Thanos surrounded by fire.

THANOS:

What is this? Hellfire?  
Mephisto!

Mephisto appears and grabs the gauntlet.

MEPHISTO:

Exactly my liege. Come to relieve you of your burden of supremacy.

Mephisto tries to remove gauntlet. Thanos grabs Mephisto by the neck.

THANOS:

A responsibility I am not quite ready to surrender, traitor. Then again, the word traitor only means that I didn't know you would betray me. I knew very well of your intentions, but the only one who would know how to please death would be someone that relishes the very thing. That is why I kept you and why I will allow you to leave. But be warned: come near me again and the risk won't be worth it.

Mephisto is released and he slips into darkness. Captain punches Thanos across his face.

CAPTAIN:

You will be stopped.

THANOS:

Not likely, worm.

Thanos grabs Captain's head and then a big flash of light occurs. Captain screams. When light subsides, Captain is gone and Thanos stands holding Captain America's mask. He releases the mask and it slowly falls as the temple begins to be repaired and Thanos returns to his throne with Eros, as statue, stands next to the throne.

THANOS:

And with that, all hope is lost.

CUT TO:

INT: AVENGERS MANSION.

Survivors recuperating in mansion. Spider-man looks around.

SPIDER-MAN:

Okay, head count. There's me, Drax, Firelord, Hulk, Cloak, Wolverine, Doom, and the glass statue that used to be the God of Thunder. Well, I guess it could of have been worse.

Goes to Strange.

SPIDER-MAN:

So, Doc how's Thor coming along?

Strange standing in front of Thor statue waving hands.

STRANGE:

I have almost returned him to normal. Just one more incantation should..

Glass statue returns to being Thor. Thor swings hammer all around.

THOR:

Where is the villain? I will smite him where he stands!

Spider-man looks at Thor and then Strange.

SPIDERMAN:

Yep, Thor's okay.

Portal opens. Surfer and Adam walk through. Strange smiles.

STRANGE:

Adam, Surfer, you have returned.

SURFER:

Yes we have. But with nothing to show for our friends who have perished.

ADAM:

The plan failed.

FIRELORD:

Indeed, Thanos' power was so great; we couldn't even slow him down. And I don't even believe he was at full strength. It was truly a failure.

Doom steps forward.

DOOM:

Indeed, Warlock's plan to use us as decoys failed.

Wolverine steps up to Doom.

WOLVERINE:

What are you getting' at, Doom?

DOOM:

Oh come now. Even a buffoon like you, Wolverine, could see, or smell in your case, the true plan that Warlock had concocted. We were the bait to draw Thanos into a state of misdirection so Surfer could steal the gauntlet from Thanos.

Spider-man stands next to Wolverine.

SPIDER-MAN:

Yeah, like we would believe you, Doom.

Adam steps forward.



ADAM:

No, he is correct. That was my plan.

Hulk stands up from the table.

HULK:

WHAT?

ADAM:

I knew I could never get near Thanos unless his attention was distracted by combat. Also, I was worried that with Thanos' new powers, he would have learned about the plan if you had known. I am sorry for the deception.

Hulk grabs Adam by the neck.

HULK:

That's not good enough.

Thor stands next to Hulk as Adam is held.

THOR:

Agreed. You had us attack believing we could win and now all the good people that trusted you are now dead.

HULK:

And one of those people was my cousin.

Everyone stares at Hulk and Adam.

ADAM:

I gave my reason for my actions, but now it is not important. We must strike again before Thanos does more damage.

CLOAK:

You can't be serious.

Cloak steps behind Hulk.

CLOAK:

Why should we trust you now?

WOLVERINE:

Yeah, if you want to go fight, go.  
No ones stopping you.

Wolverine first to head for door. Hulk looks at Wolverine as he walks away and turns back to Adam, drops him and goes to door. Heroes start to walk out the door. Spider-man jumps in front of the door.

SPIDER-MAN:

Woo, woo, woo! Where are all of  
you going? We have a job to  
finish.

HULK:

I'm not doing anything you or  
goldilocks says.

CLOAK:

Yeah Spider-man, why should we go  
back? We barely got away.

SPIDER-MAN:

Because it's our responsibility to  
everyone that Thanos has killed.

DRAX:

Yes, and some of those very people  
are dead because of him.

SPIDER-MAN:

Look, I know Warlock misled us,  
but we have to get passed that to  
save what's left of the universe.

DRAX:

You cannot be serious.

SPIDER-MAN

Look I get it. We've all lost  
something or someone important and  
that is incredibly painful. But  
the only way we can get whatever  
it was back is to work together  
with Warlock's knowledge.

FIRELORD:

Think of what we just went through. We could barely escape from his power. You want us to go through that kind of disaster again?

SPIDER-MAN:

Yes! I know what happened back there was hard on all of us, but our allies, our friends, gave their lives to stop Thanos. Do you want to disgrace their sacrifice by giving up?

CLOAK:

Well, no, but Cap...

SPIDER-MAN:

I bet Cap knew Warlock's plan, but that didn't stop him, did it? And why? Because he knew that Warlock's intention was to stop the threat and he was willing to take the risk. Thanos is that threat and he is such because he has great power and has misused it to such a terrible extent. He has denied his responsibility, so it's our responsibility, to stop him.

Heroes fall silent.

SPIDER-MAN:

Look, if you want to leave and wait for the end, fine. But know that means that you are giving up on everything that we decided to fight for. As for me, I'm going to use every last ounce of my strength and every quip in my funny book to stop Thanos, for I won't accept defeat. Cause I'm a hero. What are all of you?

Everyone thinks for a moment. Wolverine steps forward. Looks Spider-man straight in the eyes and smiles.

WOLVERINE:

What are we waiting for bub?

Spider-man looks stunned at comment as other heroes step toward him.

THOR:

Well said, my young friend. For victory!

HULK:

Time to smash!

STRANGE:

My powers are at your disposal.

FIRELORD:

Let's fight!

DRAX:

Death to Thanos!

CLOAK:

I...I'm with you, Spidey.

SURFER:

Let's save the universe.

Doom continues to walk out the door.

DOOM:

Very well, heroes. If you wish to die by following this fool, then so be it. I will be preparing for when you fail.

Doom walks out the door. Spider-man shouts out the door.

SPIDER-MAN:

Ah, who needs you, tin man? Go get a heart with Dorothy.

Adam steps toward Spider-man.

ADAM:

Thank you.

Spider-man turns to Adam.

SPIDER-MAN:

Yeah, no problem. So Merlin, I'm guessing, and really hoping, that you've got a plan B.

Adam smiles as he looks at Spider-man.

CUT TO:

EXT: THANOS TEMPLE.

Thanos stand next to the statue of Eros.

THANOS:

I don't understand, Eros. I have all of this power, the universe in my hand. So, why won't she appear? I've done what she asked, so why does she scoff me? Is there no way to please her? Where did I go wrong? I did everything for her. I hunted down the Infinity Gems, gained the power of reality, showed success against my enemies. So why, why does she scoff me?

SPIDER-MAN:

Maybe it's your breath.

Thanos looks up and sees Spider-man.

THANOS:

You?

SPIDER-MAN:

That's right, the Amazing Spider-man at your service for all relationship issues. Dr. Phil couldn't make it.

Thanos gets up from his throne and walks down the steps and laughs.

THANOS:

You are truly insane coming here alone. You brought an army of your greatest heroes before and they all fell to my might. What

can you possibly do to stop me all  
by yourself?

SPIDER-MAN:

What can I do? Well, I was  
thinking I could...duck!

Spider-man ducks down, Thor's hammer flying past him and right  
into Thanos. Thanos crashes through his throne and the wall  
of temple.

SPIDERMAN:

Wow, he fell for it again. Not  
too bright for an all-powerful god.

Thanos gets up and moves to temple grounds. Sees the other  
heroes on the ground in front of him and Thor flying above.

THOR:

I have returned, villain, to fight  
again!

Thanos gets up and gem on gauntlet glows as he looks around.

THANOS:

Show yourselves you cowards. I  
know you are all here. I can read  
your minds and they all say the  
same thing. Which is why I must  
ask. Do you really wish to die  
that badly? Well, I can arrange  
that wish to be granted.

Thanos looks around as he is surrounded by Cloak's darkness.

CLOAK:

Not quite.

Thanos looks around as darkness comes closer.

THANOS:

I saw you coming boy. I won't  
fall for the same trick twice.

Thanos smiles as he is hit by webbing in the face and Cloak  
wraps around his body. He struggles to break free.

CLOAK:

Now, while he's disoriented.

All heroes appear from the darkness. Hulk and Drax hold Thanos' arms while Wolverine and Firelord grab his legs. Dr. Strange steps back and begins an incantation. Symbol appears on gauntlet. Thanos breaks free of hold by creating wave of energy that pushes everyone back and rips the webbing from his face. Cloak lies unconscious as everyone else gets up and Spider-man grabs Cloak and puts his aside.

SPIDER-MAN:

You did great Cloak. Dagger would be proud.

THANOS:

Enough! I will end this once and for all.

Thanos raises hand to finish, but nothing happens.

THANOS:

What is this? I can't feel the power.

Strange floats and meditates.

STRANGE:

The powers are sealed, but I can't make it last long.

Spider-man jumps in front.

SPIDER-MAN:

You heard Houdini. Attack!

Heroes charge as Thanos looks in confusion. He turns to see attacking heroes.

CUTS TO:

EXT: SOUL WORLD.

Surfer and Adam appear.

SURFER:

Where are we?

ADAM:

The Soul World. The pocket dimension that resides within the

Soul Gem. Through my bond with the Gem, I was able to successfully transport us here. This is the part of my new plan. But for it to work, I will need your assistance.

Surfer turns to Adam.

SURFER:

In what fashion?

ADAM:

To put it simply, I need a spiritual anchor. Something or someone that can pull me back if I go too far down into this world.

SURFER:

You resided in this world before. What makes now so different?

ADAM:

Before I used meditation and sheer will power to keep myself from entering too far into the Soul Gem's world. A matter I have no time in doing now. So, in order for this to work, I need your aid. Do I have it?

Surfer stops and thinks for a moment.

ADAM:

I would think you to be a fool to trust me for what I have put your friends through, but I want you to know that I truly apologize for what I caused.

Surfer looks at Adam.

SURFER:

What can I do to help?

ADAM:

Just trust me.

Adam touches Surfer's head. Flash of light illuminates both men. Surfer stumbles, surprised.



ADAM:

There. Now we have shared our thoughts, you know about me and I of you. Do you understand now?

SURFER:

Yes, but I worry about this plan. It is very dangerous. I can't believe you are so detached from life, even your own.

ADAM:

I can manage with that detachment for it has no importance at the moment. But now I must defend our universe by reaching out into infinity and change the course of the cosmos.

Adam vanishes. Surfer looks around for him.

SURFER:

Adam, where are you?

ADAM:

(VOICES ECHOES)

Nowhere! Everywhere! I am one with the universe of the Soul Gem!

CUTS TO:

EXT: THANOS TEMPLE.

Thor seen unconscious as Cloak begins to wake up. Hulk and Drax on ground getting up. Spider-man attacking Thanos by hit-and-run tactic.

HULK:

Come on Destroyer; don't tell me your getting tired.

DRAX:

No. I'm just getting warmed up.

Wolverine jumps between them.

WOLVERINE:

Good, then throw me bubs.

Firelord stands behind them.

WOLVERINE:

Hey, hothead. Let me have it!

Drax and Hulk throw Wolverine. Firelord blasts Wolverine with flame, launching him faster to Thanos as he grabs Spider-man and throws him into a wall. His claws dig into Thanos and as he screams he throws Wolverine off, and Wolverine catches himself with a back flip. Thanos looks at heroes and then sees gauntlet as symbol starts to fade. Strange struggles to float as he concentrates on the gauntlet.

STRANGE:

The seal! It's breaking! I can't contain the power. Ah!

Symbol on gauntlet fades off completely as Strange falls to the ground. Thanos waves hand and energy flows hitting all the heroes away.

THANOS:

I have had enough of you pests.  
Now and forever, I end this!

Raises hand for final blow. Gauntlet starts to glow and Thanos screams in pain.

THANOS:

Ah, the gauntlet! It burns!

SPIDER-MAN:

Something's happening. This must have been what Adam told us would happen. Cloak, now!

Cloak gets up, teleports in front of Thanos and removes the gauntlet. Thanos swats Cloak away and the gauntlet flies into the air.

SPIDER-MAN:

Doc, get it now!

Strange gets up, waves hands and the gauntlet flies to the heroes.

STRANGE:

Quickly, my friends. Thanos must not retrieve the gauntlet.

Thanos throw stone at Strange. Strange falls to ground unconscious as gauntlet crashes onto ground. Everyone looks at the gauntlet.

SPIDER-MAN:

Free for all!

Everyone jumps for gauntlet. Spiderman tries to web shoot himself into Thanos but Thanos dodges and Spiderman crashes into Wolverine. Drax tries to attack with several punches, but is caught and thrown by Thanos into Hulk. Thanos almost has Gauntlet, but light flashes from gauntlet and Adam appears wearing it.

ADAM:

Let the conflict end! I am the new wielder of the gauntlet! I will deal with matters in my own fashion!

Everyone looks at Adam as Surfer appears from Soul World. Tends to Strange and Cloak as Thor wakes up and goes to others. Thanos steps toward Adam.

THANOS:

So, Warlock, what will you do with this power?

ADAM:

What must be done!

Raises hand, bright light shines from Gauntlet light clears and heroes are seen on an asteroid where the temple stood, with energy bubble to keep air in.

SPIDERMAN:

What just happened?

THOR:

I am not sure.

SURFER:

Whatever it was must have been big. The power that came out was immeasurable.

ADAM:

Be at ease allies. I have returned everything to the way it was before Thanos' meddling.

THANOS:

Impossible, everything I have done for my Lady Death gone.

Adam turns back to Thanos.

ADAM:

Yes, like it never happened. But now for you Mad Titan, your punishment will be quite severe.

Drax, Hulk, and Wolverine step toward Thanos as he stands up and faces them.

DRAX:

Let me handle that. Thanos is mine!

HULK:

I want some too.

WOLVERINE:

Like wise.

Thanos knocks all three away as they move toward him.

THANOS:

Do not touch me, you dull-witted brutes.

Thanos looks around. Pushes a button on his belt.

THANOS:

I suggest you puny fools put some distance between yourselves and my person.

Surfer looks at Thanos.

FIRELORD:

Why? We are the ones with the power on our side. What do you possibly have left to threaten us?

THANOS:

I have a thermal nuclear device on my person that I just set to detonate in about 15 seconds.

SURFER:

What? Why? You'll be killed.

THANOS:

Because of my pride. My greatest flaw would prefer me to die rather than be imprisoned by the likes of you.

Spider-man looks at Thanos.

SPIDER-MAN:

He's right; my spider sense is going crazy. I don't think there's time to deactivate. And Doc Strange and Cloak are still out cold.

Thor steps forward.

THOR:

No need, my friend. Stand back!

Throws hammer at Thanos making him fly into space and through the energy bubble. Firelord creates firewall that blocks nuclear wave that flows toward the asteroid until it dissipates. Everyone looks at the flash.

SPIDER-MAN:

Wow! What a way to go.

Eros appears returned to normal.

EROS:

Just as I would expect from my brother.

Firelord and Drax turn and smile with excitement.

FIRELORD:

Eros! You're alive!

DRAX:

It is truly good to see you again  
Eros.

EROS:

As it is to see you again my  
friends. Thank you for defeating  
my brother, all of you. I am  
eternally in your debt.

SPIDER-MAN:

Ah, we'll give you the superhero  
discount. Meaning it's on the  
house.

Wolverine shrugs Spider-man in the back.

WOLVERINE:

Just be quiet blabber mouth.

Eros smiles at comment.

EROS:

Drax, Firelord, I believe we  
should return to Titan.

DRAX:

But how? We have no ship.

ADAM:

I will be happy to oblige.

Adam waves gauntlet hand and Eros, Firelord and Drax vanish.

SPIDER-MAN:

Where did they go?

ADAM:

I have returned them to Titan.

WOLVERINE:

So, bub, is it over?

ADAM:

Yes.

Cloak and Strange get up.

CLOAK:

And you said that you restored everything right? Does that mean...?

ADAM:

Everyone that was lost is back where he or she needs to be. As do you.

Adam waves gauntlet hand. Spider-man, Wolverine, Thor, Hulk, and Cloak vanish. Surfer surprised and turns to Adam.

SURFER:

Where are they?

ADAM:

I returned them to their homes.

Strange steps forward.

STRANGE:

Why do we remain?

Looks at Adam.

ADAM:

Because I want you to know that I will keep this power, to keep it from falling into the hands of evil.

STRANGE:

I must protest to this decision. The Gauntlet's power is too corruptible.

SURFER:

I agree. How do we know you won't use its power unwisely?

Adam smiles at them.

ADAM:

You don't. All I can do is give you my word that I will not take this power lightly. But if I am corrupted, I want to know that there is hope. That you and your allies will be there to stop such

insanity. For I learned from the Captain that as long as there is one person standing against chaos, there is always hope.

Adam looks at Surfer.

ADAM:

Yes, I heard what he said to Thanos. Thank you, my friends. Farewell.

Adam vanishes in a flash of light. Surfer looks at Strange.

SURFER:

Do you think he will keep his word?

STRANGE:

I don't know. I hope so. But that is a problem for another day. For now, let's go home.

SURFER:

But I have no home.

STRANGE:

Then you may stay with me until you have your full strength back.

Surfer smiles at Strange.

SURFER:

Thank you, my friend.

STRANGE:

Now come. With Wong back at the Sanctum I believe he will have dinner prepared.

Strange opens portal to his mansion and they both pass. Space background shown as Adam speaks.

ADAM:

(VO)

Evil and insanity always come to pass. It brings despair and pain to the innocent and pure. But hope and justice always shines to



remove such darkness from the  
hearts of all.

Flashes of heroes being home. Spider-man hugs and kisses Mary Jane as she lifts his mask. Cyclops kisses Jean Grey as other X-men and kids run to Wolverine. Avengers reuniting with Hulk as Iron Man hands Hulk an Avengers ID card. Cloak and Dagger hugging each other on roof. Doom sits in his castle and watches over his land. Eros and Mentor welcoming Firelord as Drax is reunited with the Guardians of the Galaxy. Dr. Strange and Silver Surfer enjoying dinner at Sanctum with Wong.

ADAM:

(VO)

For you see a new day has dawned.  
For loved ones to gather and  
friends to reunite. For as long  
as these moments exist, there will  
always be life. Some believe that  
death is eternal and that may be  
true, but as I have come to learn  
from my new allies, life is  
infinite.

FADE OUT. Credits.

CUTS TO:

EXT: UNKNOWN PLANET.

Object falls onto planet surface. Creatures of planet go to crater that is formed and look inside. They jump away as they see a being crawl out of rubble. Being smiles as he stands.

THANOS:

The Mad Titan rises again.

FADE OUT.