

THE AVENGERS: WORLDS COLLIDE

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EXT. SPACE

THE OTHER approaches THANOS, whose back is to him.

THE OTHER

The last time we attacked the humans they defeated us. We hit them in only one place, this time I say we attack their whole planet. Surely, there can't be that many super-humans.

THANOS turns his head to the side.

THANOS

I have a better idea... there's a war going on... let them join.

THANOS smiles as the camera pans to Earth.

TONY STARK (V.O)

So here's how the story goes...

A MONTAGE OF THE FIRST AVENGERS MOVIE PLAYS

TONY STARK (V.O)

(Continuing)

Loki, crazy god from Asgard tries to get us to fight the Hulk. Well he was trying to take over the world, but he needed a distraction while he did it, so he tried to get us to fight the green monster, who's really a teddy bear... when he's not raging. Well anyway we found out, thanks to the Black Widow, smart assassin that she is and ultimately we: that's me Iron Man, The Hulk, Thor, Captain America, Black Widow and Hawkeye a.k.a The Avengers with help from Nick Fury and S.H.I.E.L.D foiled Loki's plan and saved the world... I even directed a missile to outer space.

THE CAMERA SHOWS STARK SMILING THEN PANS TO An un-amused BABY IN A CRIB.

PEPPER POTTS (O.S)

Tony, come on. We have to go.

TONY STARK

I'm just about to tell him about the Mandarin.

PEPPER POTTS

TONY!

TONY STARK

Ok... you're not going to be like this when we have kids?

Stark follows Potts.

PEPPER POTTS

I thought we talked about this?

TONY STARK

No, you said something about you were busy running a company.

PEPPER POTTS

Exactly... yours!

It turns out they're in an orphanage.

EXT. AN ORPHANAGE DAY

STARK walks out of the ORPHANAGE with PEPPER POTTS and HAPPY HOGAN by his side as news cameras flash.

NEWSREPORTER

Mr. Stark, could you tell us about the Maria Stark foundation?

EXT. A TROPICAL LOCATION

SUPERIMPOSED: Somewhere... Unknown

INT. A ROOM

DR. BANNER watches a small screen TV while eating take-away noodles.

TV (V.O)

Tony Stark was here earlier at an L.A orphanage as part of his Save the Community campaign, which is under his Maria Stark Foundation. He plans to head to

New York today to unveil more projects... And now a reminder of the headlines, Henry Peter Gyrich has just been appointed by the N.S.A as U.S liaison to S.H.I.E.L.D, specifically to the group known as The Avengers. How this recent development will pan out with S.H.I.E.L.D director Nick Fury is yet to be known as Fury is yet to comment on the situation...

The headline catches BANNER'S attention.

A MAN walks in with some medical equipment

MAN (With accent)
(Excited)
Hey doctor, you glad I get you American cable?!

EXT. STARK INTERNATIONAL, LONG ISLAND DAY

SUPERIMPOSED: LONG ISLAND

A chauffeured car pulls up to a warehouse. TONY STARK and COLONEL RHODES step out. They walk towards the warehouse.

COLONEL RHODES
You mind telling me what this is?

TONY STARK
Oh, you'll see!

INT. THE WAREHOUSE

The garage door is opened from outside. STARK and RHODES stand out looking in. RHODES is shocked and confused!

COLONEL RHODES
I thought you said were done making weapons?!

TONY STARK
I made these a long time ago... before Afghanistan.
Come, I'll show you their features.

STARK proceeds to step in...

STARK turns on the light and we are shown about a 100 MANDROIDS all gathering dust. STARK and RHODES walk the rows of mandroids.

TONY STARK

I made five of these originally, prototypes for the U.S government. Parts of it were based on an idea my dad had to re-create the super soldier after Steve... Captain America went missing... it's also where I got the idea to make the suit in the cave.

COLONEL RHODES

You said you made five of them. Tony, there's a multitude of them here.

RHODES looks around to the multitude of them.

TONY STARK

A hundred to be exact, Obadiah had these many made when he thought I wasn't going to make it out of that cave. I only found out shortly after he died... been meaning to get rid of them.

RHODES stops walking, prompting STARK to.

COLONEL RHODES

You've been coming to New York for the past few years and you not once thought to get rid of them then.

TONY STARK

Maybe you forgot, but the last few times I've been here... I've kind of had my hands full.

Cut to

TONY STARK walking in front of a row of Mandroids as COLONEL RHODES follows him.

TONY STARK

Let me show you what they can do.

STARK stops in front of one

TONY STARK

(Cont'd)

You have a handkerchief?

COLONEL RHODES passes him a handkerchief from his breast pocket.

TONY STARK
(Cont'd)

Thank you!

STARK wipes off some of the dust of one of the Mandroids and hands it back to COLONEL RHODES, much to the latter's dismay.

Cut to

TONY STARK
Right! The Mandroids are constructed of titanium alloy, provides a fair deal of protection.
(Opens it up)
There's an internal air supply and a life support system in case we want to put someone.

COLONEL RHODES
Wait, you made these with the intention of putting people in it?

TONY STARK
That was the plan. Sensors include infrared scanners and radar and sonar and... the best part...
(Reaches in and presses a button)
...A full range radio and loudspeaker.

BLACK SABBATH'S IRON MAN PLAYS

COLONEL RHODES
Yeah, now I know you made this.

COLONEL RHODES turns off the radio

COLONEL RHODES
(Cont'd)
What about the weaponry?

TONY STARK
The suit can increase the wearer's strength and durability to superhuman degrees. You should be able to lift a car in this. Not to mention the wide array of offensive weaponry—electrostatic beams, lasers, magnetic force "punch-blasters", "neuro-stunners" and tractor/repellor beams.

COLONEL RHODES

But it can operate without a human in it?

TONY STARK

Yes... individually, each Mandroid has a remote control.

COLONEL RHODES

Is there a way to operate all of them at the same time?

STARK realizes he never thought of that.

EXT. AN OPEN FIELD EARTH NIGHT

A portal opens up and the Kree soldier, MAR-VELL falls out of it. A breathing apparatus falls nearby. MAR-VELL struggles to breathe as he tries to reach for the apparatus, but fails to.

INT.HELICARRIER NIGHT

MARIA HILL approaches FURY holding a piece of paper

MARIA HILL

Sir, one of our buildings on ground picked up signals of some sort of strange activity.

NICK FURY

Define "strange", Commander Hill.

MARIA HILL

Alien strange, sir. Like the ones we've been receiving for the past few weeks.

(Looks at the paper)

I've got the co-ordinates here. Should we send agents?

NICK FURY

Send Mr. Stark, I believe he's in New York.

MARIA HILL

But sir, shouldn't we send a S.H.I.E.L.D agent?

NICK FURY

By virtue of what he did the last time he was in New York, Mr. Stark already is. And send Rogers too. Keep an eye on Stark... and send The Falcon.

MARIA HILL nods.

INT. STEVE ROGER'S ROOM

There's a knock on the door. ROGERS lying on a bunk puts down his *ipod* manual.

STEVE ROGERS

Come in.

BLACK WIDOW opens the door.

BLACK WIDOW

Hey, suit up... we're on!

BLACK WIDOW is about to walk out when...

STEVE ROGERS

Hey...

(Sits up)

How many songs did you see this could hold?

(Lifts his ipod)

BLACK WIDOW

(Amused)

Depends on the size.

STEVE ROGERS

They all kind of seem to come in the size.

BLACK WIDOW

No, I meant the size of the memory... you know they have memories? Like how much space is available in the ipod's brain.

STEVE ROGERS

I get it.

(Stands up)

Have you heard anything about this new liaison they're sending?

BLACK WIDOW

No... except he's a bit of a hard ass ...I'm sure he's nothing we can't handle.

ROGERS gets up.

STEVE ROGERS

Is just that I've experienced bureaucracy before... it's not all that great!

EXT. THE FIELD

MAR-VELL gets up breathing heavily. He's able to breathe much to his surprise. He has a little laugh. His skin briefly turns pink, then back to its natural blue. There's a look of confusion on his face.

INT. THE HELICARRIER HALLWAY

ROGERS walks through the hall with BLACK WIDOW in front of him.

STEVE ROGERS

I'll see you on the plane.

BLACK WIDOW

Alright!

ROGERS takes a corner to a room with his suit in it. He pauses as he looks at it.

DRAMATIC MUSIC PLAYS

Cut to

CAPTAIN AMERICA boards a Quinjet with BLACK WIDOW and HAWKEYE on board.

CAPTAIN AMERICA

Let's go!

The quinjet takes off the helicARRIER. As it flies in the sky, not so far following behind is THE FALCON.

Cut to

IRON MAN flying in the sky as he talks to POTTS.

IRON MAN

Can you believe Fury, not one minute in New York and already his got me on S.H.I.E.L.D duty.

PEPPER POTTS

Well they can't do without you, Tony. You should be glad. You did save the world last time... and the other time after that.

IRON MAN

Well I had a little help. If I recall you saved the world too.

PEPPER POTTS

Look at you being all modest. I'll say you've grown!

IRON MAN

I say we can do some grown folk stuff after this.

PEPPER POTTS

So what were you and Rhodey doing earlier today, Tony?

IRON MAN

What?

PEPPER POTTS

Happy said you went over to the warehouse today.

IRON MAN

Er... just cleaning up some mess at Stark International, no biggie!

PEPPER POTTS

Okay... you know whatever it is you can tell me.

IRON MAN notices something.

IRON MAN

(Cont'd)

Babe, I gotta go! Will see you in a bit.

IRON MAN notices MAR-VELL on the ground. He lands nearby.

IRON MAN

Hello?

MAR-VELL

Hello!

IRON MAN

(To himself)
Oh my, it speaks!
(To Mar-vell)
Er... what are you and... why are you blue?

MAR-VELL
My name is Mar-vell... I'm on a fact finding mission.

IRON MAN
Er... to cure your skin?

MAR-VELL
No, I'm seeing if your world is suitable for war!

IRON MAN
WAR?... Do you know of Thor?

MAR-VELL
The Asgardian? I've heard of him.

IRON MAN
So you're not from the same place.

MAR-VELL
No!

A S.H.I.E.L.D plane hovers close by.

IRON MAN
That's the cavalry; you might have to come with us.

MAR-VELL looks up at the plane for a moment.

IRON MAN
(Cont'd)
Tell me... how is it all of you are able to speak English?

MAR-VELL
We learn... and I doubt that.

IRON MAN
Doubt what?

MAR-VELL
That I'll be coming with you.

IRON MAN

Please don't make me chase you.

MAR-VELL lifts up into the sky.

IRON MAN

Okay!

IRON MAN flies after MAR-VELL.

INT. QUINJET

BLACK WIDOW

It seems our alien is on the move.

CAPTAIN AMERICA

(Presses his earpiece)

You got that Falcon?

FALCON (O.S)

I got that!

EXT. THE SKIES

IRON MAN chases MAR-VELL around till he comes close enough.

IRON MAN

I finally get to use this.

IRON MAN shoots out a net made of a web like fibre (little ode to Spider-man) from his suit. MAR-VELL gets all tangled in it, but just as he breaks free to fly THE FALCON grabs him.

INT. THE QUINJET

IRON MAN and FALCON lead MAR-VELL onto the plane.

FALCON

Get the cuffs... he's a strong one!

BLACK WIDOW quickly grabs two pairs of cuffs; one for MAR-VELL's arms, the other for his feet. The feet go on first.

IRON MAN

Cap, good to see you.

CAPTAIN AMERICA

Same here.

IRON MAN

(To Falcon)

Nice catch bird.

FALCON

Some things a net can't do.

IRON MAN

Don't be me... don't get cocky!

(To BLACK WIDOW and HAWKEYE)

Natasha, Legolas.

CAPTAIN AMERICA

(To Iron Man)

Tell me, why do you think he's blue?

IRON MAN

I don't know... someone broke his heart?

CAPTAIN AMERICA gives IRON MAN a "really?!" face.

BLACK WIDOW (O.S)

Guys?!

BOTH CAPTAIN AMERICA and IRON MAN turn round to find MAR-VELL turn pink as he attempts to float barely above the ground.

IRON MAN

Or... he's a walking talking mood ring that flies.

INT. HELICARRIER

NICK FURY talks to STARK, ROGERS and THE FALCON.

NICK FURY

So he just let you arrest him?

FALCON

Not quite, we had to chase him down.

TONY STARK

I led.

NICK FURY

He's not Asgardian, what is he?

TONY STARK

Says he's from the planet Hala and he flies and he's actually heard of Thor. ...Maybe they're neighbours.

NICK FURY

What's with the colour change?

TONY STARK

I have no idea.

NICK FURY

Well I say we go have a chat with him... He does speak English right?

TONY STARK

Apparently they all do across the universe.

INT. THE HELICARRIER HALLWAY

FURY walks with STARK and ROGERS, one at each of his sides and THE FALCON behind them.

NICK FURY

For the past few weeks we've been receiving these weird signals on our radars, cosmic in nature. We think this alien might have something to do with it.

INT. CONTAINMENT ROOM

FURY, ROGERS, FALCON AND STARK WALK IN. MAR-VELL is kept in a cage not unlike where Loki was put. FURY addresses MAR-VELL.

NICK FURY

My name is Nick Fury... I hear your name is Mar-vell.

MAR-VELL does not respond.

NICK FURY

(Cont'd)

You said something about a war... with whom?

MAR-VELL

I'm I being held captive?

NICK FURY

Technically, yes! But that could all change pending on what you tell me about this war. Consider this an interrogation where you give us what we want and we might set you free.

MAR-VELL

Still sounds like capture!

NICK FURY

Who are you at war with?

MAR-VELL

The Skrulls.

NICK FURY

What can you tell us about *the Skrulls* and more importantly are they here?

MAR-VELL

They could be.

NICK FURY

What do you mean they could be?

MAR-VELL

They have the ability to take any form... like yours.
(Points to FURY)

NICK FURY

Shape-shifters!

MAR-VELL

Yes!

NICK FURY

Just how do you intend to use our planet for war with all its millions of inhabitants still in it?

MAR-VELL

We devolve the human race to your pre-historic essence... and wipe you out.

NICK FURY

I'm afraid you just got caught by the wrong group.

FURY is distracted by MAR-VELL'S colour change.

NICK FURY

(Cont'd)

Why do you change colour?

MAR-VELL

I'm sick.

NICK FURY

Sick from what?!

MAR-VELL

Radiation.

FALCON

(Worried)

WHAT?!

FURY looks at the FALCON then back at MAR-VELL.

NICK FURY

(Surprised)

Should we be worried?

MAR-VELL

(Shakes his head)

No, he's fine... it's me who should be worried... This is fascinating.

NICK FURY

What is?

MAR-VELL

I can breathe.

NICK FURY

(To Stark and Rogers)

He clearly isn't from here.

INT. A PRIVATE ROOM

NICK FURY talks to STARK, ROGERS, THE FALCON and BLACK WIDOW.

NICK FURY

If we're going to get all the information we need about these Skrulls, we're going to need him to be well. We're...

TONY STARK

(Cuts in)

We're going to need Banner.

NICK FURY is surprised at being interrupted.

TONY STARK

(Cont'd)

Sorry, I jumped the gun!

INT. A ROOM DAY

There's a knock on the door. DR. BANNER checks the peep-hole and then proceeds to open the door to reveal Hawkeye standing in the doorway. BANNER looks around for agents.

DR. BANNER

Let me guess!

Cut to

EXT. THE HELICARRIER DAY

A PLANE lands on the runway. DR. BANNER and HAWKEYE come off and are met by NICK FURY.

NICK FURY

Dr. Banner.

DR. BANNER

Director Fury; must be important if you personally came to roll out the welcome mat.

NICK FURY

Actually I was expecting someone else. I'm sure agent Barton briefed you on our situation.

DR. BANNER
Yes, quite interesting.
(Looks around)
I see you rebuilt the Helicarrier.

NICK FURY
After we saved the world, the council gave us enough
money to build two.

DR. BANNER
So what do you do with the rest of the money?

NICK FURY
I put it in my bank account... let's go in.

FURY walks ahead of BANNER and HAWKEYE

DR. BANNER
He's joking right?

HAWKEYE
You can never tell with Fury!

INT. CONTAINMENT ROOM

DR. BANNER observes MAR-VELL curiously through the glass.

DR. BANNER
I see the freak show never stops. What is he exactly?

STARK approaches

TONY STARK
He's a Kree and that's a bit of an irony coming from
you.
(Extends his hand)
Dr. Banner.

DR. BANNER
Mr. Stark.

The two shake.

DR. BANNER
(Cont'd)

Is that what makes him change colour?

NICK FURY

He's sick... from radiation, which is why you're here.

DR. BANNER

(Teasing)

So nobody missed me?!

NICK FURY

(Approaching)

After almost single-handedly trying to destroy my
helicarrier? Of course I missed you.

(Refers to Mar-vell)

Says a war is coming; his people against the Skrulls.

DR. BANNER

The what?

DR. BANNER looks at STARK.

TONY STARK

And he speaks English.

INT. INSIDE THE CAGE

DR. BANNER attends to MAR-VELL, while STARK observes.

DR. BANNER

What's your name?

MAR-VELL

Mar-vell.

DR. BANNER

Marvel?

TONY STARK

Marvel sounds like the name of a publishing house that
deals in fantasy or science-fiction... or both! Wonder
what their characters would look like.

HAWKEYE walks in.

NICK FURY

Barton?!

HAWKEYE

Gyrich is here.

BANNER

The liaison?

TONY STARK

This is not good! I've been through this. Next they're going to ask us to give up our armours and weapons.

NICK FURY

(To STARK and BANNER)

Gentlemen, I would appreciate if you kept our guest out of sight, while I deal with our liaison.

INT. HELICARRIER RUNWAY

NICK FURY meets HENRY GYRICH.

NICK FURY

Mr. Gyrich.

FURY shakes GYRICH.

HENRY GYRICH

Director Fury... now you can tell me what you think of my appointment.

INT. CONTROL ROOM

FURY and GYRICH step in with HAWKEYE walking behind them.

HENRY GYRICH

I heard Mr. Stark is on board.

GYRICH notices BANNER

HENRY GYRICH

(Disappointed)

And so is Dr. Banner.

(To Nick Fury)

May I see you in private Director?

Cut to

INT. FURY'S OFFICE

GYRICH and FURY are alone.

HENRY GYRICH

Should Dr. Banner be here considering the last time he made as much damage as those aliens? Not to mention the source of it all, his destructive behavior as The Hulk.

NICK FURY

Should any of us be here, considering we saved the world?!

HENRY GYRICH

The other "Avengers" I can vouch for. Stark's a genius, Rogers is a hero. I'll make no mention of your spies, but Banner? And where's this god of thunder guy?

NICK FURY

I assume he's somewhere in the heavens above us.

HENRY GYRICH

You should know I've also been instructed to put cameras on the Helicarrier if the need arises.

NICK FURY

We already have cameras.

HENRY GYRICH

Not ones re-routed to the N.S.A or any other U.S government security department.

NICK FURY

I thought S.H.I.E.L.D was under the guidance of the Council.

HENRY GYRICH

A council you disobeyed the last time, Director Fury. Besides the council is the U.S government and I am but its number one civil servant. Expect to see me again Fury... sooner than later.

GYRICH heads for the door. FURY is not happy.

INT. OUTSIDE FURY'S OFFICE

GYRICH meets STARK.

HENRY GYRICH

Mr. Stark.

GYRICH proceeds to shake STARK.

TONY STARK

Gyrich I presume. Your reputation precedes you.

HENRY GYRICH

And you, your infallible ego. You suits almost killed the president last time.

The smile is wiped off STARK's face.

HENRY GYRICH

(Cont'd)

I hope we won't make enemies of each other. I'd love to have a brilliant mind like yours on our side. It's great what you did saving Manhattan a few years ago, directing that missile to space, but it's even greater to obey orders. ...There will be a next time, Mr. Stark.

GYRICH walks away. He passes ROGERS on his way.

HENRY GYRICH

(Salutes)

Captain!

EXT. THE HELICARRIER

GYRICH'S plane leaves the runway.

INT. HELICARRIER- STORAGE ROOM

FURY approaches BANNER and STARK.

NICK FURY

Where's the Kree?

STARK lifts up the mask of an Iron Man suit propositioned on a chair to reveal MAR-VELL.

NICK FURY

(Agitated)

You're going to tell us everything you know about the Skrulls right now.

(Looks at BANNER and STARK)

And we're going to need Thor.

EXT. TARNAX IV

SUPERIMPOSED: TARNAX IV

Sitting on a throne, EMPORER DORRECK VII faces an army of SKRULLS. Skrull B is in front of him as they talk aside.

EMPORER DORRECK VII

Who knows about this?

SKRULL B

Very few people your highness.

EMPORER DORRECK VII

If this gets out, it could prove very fatal.

SKRULL B

It could also stop the war, sir.

EMPORER DORRECK VII

SILENCE! It is in our best interest to defeat the Kree Empire, not to make friends with them. ...Where is he now, this Kree?

INT. CONTROL ROOM

The present AVENGERS and FURY are gathered as MAR-VELL talks to them.

MAR-VELL

The Skrulls originated from the planet Skrullos. My people have been engaged in a war with them for over thousands of years now. Once a peaceful race, they became militarized in part to some of our actions. We now seek new land to continue this war.

NICK FURY

How did you find earth?

MAR-VELL

Our people were directed here by a creature who desires a cosmic cube the Skrulls invented.

BANNER

The Tesseract?

BLACK WIDOW

The Tesseract?

MAR-VELL

Yes. The skrulls invented the first cube known as the shaper of the world. It's believed to be the only one left. We believe it to have got lost in Asgard, home of the god Odin. Word is it was once here.

NICK FURY

Not anymore.

MAR-VELL

Yes, we found out it was gone when we first came.

STEVE ROGERS

First came?

MAR-VELL

This isn't our first time here. It was that journey that made us think of using your planet for our war.

TONY STARK

Without any consideration of the lives here?

NICK FURY

(To Tony Stark)

Remind you of when you sold weapons, Stark?

TONY STARK

I have a feeling that will haunt me forever.

STEVE ROGERS

(To Mar-vell)

What happened to the other cubes?

MAR-VELL

Destroyed in wars where races fought for its possession.

NICK FURY

This creature that wants the Tesseract, what does it intend to do with it?

MAR-VELL

Thanos? He intends to court death.

STEVE ROGERS

What does he have to do with the Kree-Skrull war?

MAR-VELL

It was he who sent the Chituaris to attack you with Loki.

THE AVENGERS look surprised.

DR. BANNER

You say you have radiation. How did you get it?

MAR-VELL

On my way back here, I was trapped in a negative zone and hit by it.

TONY STARK looks surprised at the mention of a negative zone.

STEVE ROGERS

What's a negative zone?

DR. BANNER

It's a theory of a place that exists only on anti-matter.

DR. BANNER realizes most of the group is confused.

DR. BANNER

(Cont'd)

It's a parallel universe to ours, which we now know exists.

The group seems to get it

MAR-VELL

(To Dr. Banner)

I can tell you have some sort of radiation too.

BANNER seems a little uncomfortable.

DR. BANNER

How can you tell?

MAR-VELL

I can sense these things; it is part of my cosmic nature.

(To Nick Fury)

Whatever happened to the Tesseract?

NICK FURY

We had it taken back to Asgard!

MAR-VELL

...It will be safe there... for now.

DR. BANNER

Where do you find radiation in space?

MAR-VELL

Not everything is of earthly origin, Dr. Banner.

NICK FURY

Dr. Banner may be able to help with your radiation problem.

(Turns to Banner)

Banner?

DR. BANNER

I haven't even cured myself.

Noticing the gravity of the situation and NICK FURY not smiling, BANNER responds.

DR. BANNER

(Cont'd)

Er... I would have to study his molecular structure despite the fact that he looks human he clearly isn't. I'll need to use the lab.

NICK FURY

I'm afraid that might not be possible. With Gyrich breathing down my neck this might not be the place for you all. We need a new place; one Gyrich has no immediate access to.

TONY STARK
Ah... I might have a solution.
(Turns to MAR-VELL)
You're going to need a change of costume.

EXT. HALA

SUPERIMPOSED: HALA, KREE EMPIRE

COLONEL YON-ROGG approaches THE SUPREME INTELLIGENCE

COLONEL YON-ROGG
I seek to find Mar-vell.

After a brief silence

THE SUPREME INTELLIGENCE
He is on earth... aiding the humans.

YON-ROGG is shocked by the last part of the supreme's sentence.

EXT. DOWNTOWN MANHATTAN (890 FIFTH AVENUE) DAY

TONY STARK, BRUCE BANNER, BLACK WIDOW, STEVE ROGERS, HAWKEYE
(carrying a bag) and a Hooded MAR-VELL with shades stand outside
a mansion. Everyone is dressed rather casually.

TONY STARK
Call it... the Avengers mansion.

HAWKEYE
Thought we were supposed to use the tower.

TONY STARK
That would be the first place Gyrich would search...
this is better.

STEVE ROGERS
Stark is right.

TONY STARK
See, even the captain agrees.

MARIA HILL

I thought this was supposed to be the Maria Stark Museum.

TONY STARK

It was... a long time ago, then my mother died... and then I lost my home in L.A. So... this is my new pad, well soon to be. Come in, I'll show you the inside.

Cut to

The whole group is inside the mansion.

TONY STARK

It's three floors up and three floors down. Before my mom had plans of turning this into a museum, my father used this place to hide his "arsenals" in case another war broke out. Instead he somehow contributed into making wars break out elsewhere across the world. Funny turn of events, anyway, it's home!

(Turns to face the rest of the group)

So what do you think?

THOR (O.S)

My home is bigger!

The Avengers turn round to see THOR at the doorway with HILL and SCOTT LANG behind him.

MARIA HILL

Look who I found?

BANNER

Thor!

TONY STARK

Did they put a telecommunication network on Asgard, like did you just call him?

MARIA HILL

And this is Scott Lang a.k.a...

BRUCE BANNER

(Surprised)

Ant-man.

SCOTT LANG

I'm quite big... in other places.

MARIA HILL rolls her eyes at Lang's comment.

TONY STARK
(To Banner)
He's actually the man who stole from Ant-man,
S.H.I.E.L.D caught him.

LANG notices MAR-VELL.

SCOTT LANG
(Confused)
Is he?

TONY STARK
Blue? Non-human? Yes!

LANG turns to HILL

SCOTT LANG
So you weren't kidding and this guy
(Pointing to Thor)
...really is a "god"?
(Breathes in)
Okay

THOR
And you're so...

EVERYONE FROM THE LAST MOVIE
TINY! We know.

TONY STARK
We heard that before!

MAR-VELL turns to STARK.

MAR-VELL
You know my home is bigger too!

TONY STARK
Okay, by home you mean planet, right?

MAR-VELL
No, I meant house.

THOR approaches.

THOR

I meant house too metal man.

THOR shakes STARK

TONY STARK

(Straight-faced)

Don't overstay your welcome.

EXT. OUTSIDE THE AVENGERS MANSION

A MAN (really a SKRULL) observes from across the street.

INT. THE AVENGERS MANSION

STARK looks at THOR'S outfit

TONY STARK

You didn't ride around New York like that did you?

THOR

The people of New York have no problem with my attire.

TONY STARK

That's 'cause they're not all normal.

(To LANG)

How was your trip Lang?

SCOTT LANG

Great, I rode with Hamlet here.

THOR

Why do you people keep calling me these names?

BLACK WIDOW

Guys, I think we should get to work.

TONY STARK

Right! There are 12 rooms if anyone wants to take a nap. Clean up after yourself.

STEVE ROGERS

I think we're supposed to be training.

TONY STARK

Oh in that case, there's a weapons room below, a gym and Hawkeye, for you, there's a test-shooting room, I know you'll love that. For the rest of you there's a training room and Dr. Banner, there's a lab that I think was supposed to be a cryogenic room.

(Turns to Steve Rogers; teasing)

I think that's where you were supposed to be frozen... maybe.

SCOTT LANG

How'd you get this dig?

TONY STARK

...I'm Tony Stark.

SCOTT LANG

Right... forgot!

The doorbell rings.

TONY STARK

That's odd.

BLACK WIDOW

Who knows we're here?

TONY STARK

No one, I mean just Potts and she's not here.

Both HILL and BLACK WIDOW pull out concealed weapons.

MARIA HILL
Stand back!

BLACK WIDOW
Stand back!

HAWKEYE reaches into his bag as Both HILL and BLACK WIDOW approach door. DR. BANNER to the other guys...

DR. BANNER

Shouldn't we be the ones protecting them?

HAWKEYE points an arrow at the door.

DR. BANNER

(To Thor)

Where's your hammer?

THOR
It's in the carriage.

SCOTT LANG
Car, dude! CAR!

BLACK WIDOW approaches the door first.

BLACK WIDOW
Who is it?

MAN (V.O)
Pizza delivery.

BLACK WIDOW
We didn't order any pizza.

BLACK WIDOW turns to TONY STARK who shakes his head. She peeks through the peephole and says a pizza delivery boy. She proceeds to open the door gently, as she does it gets forced open and five men rush in. One quickly grabs Black Widow in a chokehold as she drops her gun; a fight ensues, but she's overpowered. Hawkeye shoots one, Maria Hill tackles one to the floor barely and Tony Stark hits one to the floor with a chimney stick, leaving one standing free.

THOR
What do you trespassers want?

MAN STANDING
(Points to MAR-VELL)
Him!
(Points to MAN strangling BLACK WIDOW)
Or she dies!

DR. BANNER
(Stepping forward)
Let her go!

MAN STANDING
Him first!

At this point THOR reaches out his hand. Two of the men on the floor get up and transform to Skrulls to the amazement of the Avengers, still leaving one on the ground and the other holding

BLACK WIDOW. Maria Hill who is still at the door walks back towards the rest of the group.

MAR-VELL

Skrulls!

DR. BANNER

Oh... I can do that too... but much bigger!

BANNER transforms into the HULK.

EXT. THE AVENGERS MANSION

A roar is heard from outside the mansion shocking passer-bys.

INT. THE AVENGERS MANSION

THOR'S hammer crashes through a window and falls into his hand. Tony faces the Hulk.

TONY STARK

Banner, I know we need to save Natasha, but try not to destroy the mansion... it's not fully renovated.

THE HULK growls at STARK.

TONY STARK

Ok, just the basement floors.

HULK smiles and walks towards the MAN STANDING who now turns to SKRULL 1. HULK grabs him by the neck.

Cut to

SKRULL 1 going through two wooden basement floors. STEVE ROGERS and THOR fight off SKRULL 2 and SKRULL 3 as they attempt to grab MAR-VELL. SCOT LANG quickly grabs BLACK WIDOW'S gun on the floor. The last man on the floor gets up and transforms to a SKRULL 4. He gets shot by HAWKEYE and falls again.

HAWKEYE

Stay down.

HAWKEYE TAKES SHOTS AT THE MAN HOLDING BLACK WIDOW, BUT HE TRANSFORMS HIS ARM INTO A SHIELD.

THE MAN holding BLACK WIDOW- who's now unconscious -walks out the mansion with her.

HAWKEYE

NATASHA!!!

MARIA HILL follows the MAN.

SKRULL 1's POV- HULK and TONY STARK look down at the hole in the floor. Still looking down, TONY STARK talks to HULK.

TONY STARK

You owe me Banner!

HULK growls.

TONY STARK

You're right; I'll get it fixed... I have money.

EXT. OUTSIDE THE MANSION

THE MAN with BLACK WIDOW hails a cab, but gets hit by MARIA HILL from the back. A fight ensues, where he transforms to SKRULL 5 horrifying onlookers. SCOTT LANG comes along.

SCOTT LANG

Nothing to see folks, just a freak show!

SCOTT LANG shocks SKRULL 5 with a taser-like object. SKRULL 5 collapses.

SCOTT LANG

Hmmm... works on Skrulls.

MARIA HILL

(Panting)

This is why I prefer staying on the Helicarrier.

(To Lang)

You usually walk around with a taser?

SCOTT LANG

I made it myself. It was either this or...

LANG produces Black Widow's gun causing a PASSERBY to walk by quickly.

SCOTT LANG
(To passer-bys)
It's all a show people!

MARIA HILL
Let's go!

MARIA grabs BLACK WIDOW as she gains consciousness.

MARIA HILL
Never thought I'd see the day you'd go down!

BLACK WIDOW
That guy was strong.

Lang looks at Skrull #5 on the floor.

SCOTT LANG
What about him?

MARIA HILL
Bring him.

SCOTT LANG
(Surprised)
WHAT?!

MARIA HILL
Aren't you an ant? Carry 10 times you weight!

SCOTT LANG
That's not funny!

INT. THE MANSION

MARIA HILL walks in with BLACK WIDOW, while LANG struggles with SKRULL #5.

SCOTT LANG
Some help here!

STEVE ROGERS and TONY STARK help LANG, while a de-HULKED and naked Dr. BANNER gets wrapped in THOR'S cape.

THOR

You can keep that!

INT. HALA

THE OTHER now revealed to be the Kree RONAN THE ACCUSER approaches COLONEL YON-ROGG.

RONAN THE ACCUSER

Find MAR-VELL, bring him home!

COLONEL YON-ROGG

Yes, sir!

RONAN THE ACCUSER

...And take the Sentry with you!

INT. THE AVENGERS MANSION

THOR, HAWKEYE and STEVE ROGERS are helping STARK rebuild the basement floors, while MARIA nurses BLACK WIDOW on a couch. SCOTT LANG drags the SKRULL bodies to a containment chamber in the cryogenic room.

INT. CRYOGENIC ROOM

MAR-VELL

They will wake up.

SCOTT LANG

Well, the plan is to freeze them before they do.

INT. A FLOOR UP

DR. BANNER attempts to help THOR and STEVE ROGERS rebuild, but is not as strong.

STEVE ROGERS

Really, Banner? This is how you intend to help?

DR. BANNER

What do you mean?

THOR

Well you know...

Thor points to Banner emphasizing they need the Hulk

DR. BANNER turns to TONY STARK who punches him in the face.

Cut to

THE HULK helps THOR and STEVE ROGERS rebuild.

INT. THE CYROGENIC ROOM

TONY STARK turns on the temperature to a glass chamber where the SKRULLS have been put in.

TONY STARK

This should work.

MAR-VELL

This man that turns...

TONY STARK

Hulk? He comes in handy when we need him.

MAR-VELL

This is the man that's going to treat me?

TONY STARK

... Yeah, so do as he says!

(Pats MAR-VELL on the shoulder)

DR. BANNER walks in.

TONY STARK

Ah, see the good old doctor is back... *(notices his clothes on)* and dressed this time.

DR. BANNER

(Clears throat)

Em, I'm going to need some medical equipment to check on our friend here. Your dad had some very old equipment here.

TONY STARK

Yeah, I'll make a call to Oscorp. I'm sure they can send some stuff.

EXT. EARTH'S ATMOSPHERE

A BLUE LIKE COMET IS SEEN HEADING TOWARDS EARTH. NOT TOO FAR BEHIND IT IS A SILVER LIKE COMET FOLLOWING IN THE SAME DIRECTION.

Cut to

EXT. AN OPEN FIELD DAY

COLONEL YON-ROGG lands and looks around his new surrounding. A farmer (STAN LEE) notices the landing from his barn.

FARMER

What the...?

EXT. HELICARRIER

A PLANE LANDS and GYRICH steps out

INT. HELICARRIER

GYRICH approaches FURY

HENRY GYRICH

I'm back with new guidelines for the Avengers.

NICK FURY

There were no guidelines to begin with, Gyrich.

HENRY GYRICH

Great, history will remember me as a pioneer then.

(Looks around)

Where's Commander Hill? All I see is the Falcon.

NICK FURY

She's on assignment or those that need to go through you?

HENRY GYRICH

(Clears throat)

Rule one: there will be no more than seven Avengers. Already there are six as of last count, so you can add one more person.

NICK FURY

You can't put a limit on heroes.

HENRY GYRICH

I can put a limit on disaster.

A S.H.I.E.L.D operative notices a blip on the computer.

OPERATIVE

Sir, there's been another disturbance.

HENRY GYRICH

(Surprised)

Another disturbance?

(Turns to FURY)

What does he mean by that?

OPERATIVE

Of another blue alien.

HENRY GYRICH

Another? Alien?

OPERATIVE

Should we send a...

NICK FURY

Could you keep quiet, Officer I-Too-Know?

HENRY GYRICH

Where are the Avengers?

NICK FURY

(With a sneer)

How many do you need?

INT. THE AVENGERS MANSION TEST-SHOOTING ROOM

HAWKEYE is practicing as he begins to reminisce about his past...

EXT. A CIRCUS DAY, -FLASHBACK-

A teenage CLINT (HAWKEYE) is practicing when his brother BARNEY approaches.

BARNEY

Hey.

CLINT

Hey.

BARNEY

(Nervous)

I'm thinking of joining the army.

Clint misses his shot; he drops his bow.

CLINT

(Surprised)

WHAT?!

BARNEY

I'm done with the circus, if you want to join me I'll be at the bus stop tomorrow waiting.

CLINT

You can't leave me, man. We're brothers. We've got only each other out here.

BARNEY

We're not going to be teenagers forever Clint, we have to grow up... soon. The army's a fresh start. This circus isn't going to be here forever.

CLINT

It's the only home we've got.

BARNEY

Not anymore... not for me. I'll be waiting for you tomorrow at the bus stop.

CLINT

You won't see me.

Clint lifts up his bow and takes another shot.

-END OF FLASHBACK-

INT. TEST-SHOOTING ROOM

HAWKEYE takes another shot

EXT. THE BUS STOP DAY, -FLASHBACK-

CLINT is seen running towards the bus stop with his bag. He's late, the bus has gone. BARNEY is shown sitting at the end of the bus.

EXT. A CIRCUS

A SHOWMAN

Step right up and see the world's greatest marksman...
HAWKEYE.

Cut to a grown-up Clint Barton (Jeremy Renner) dressed in a purple outfit about to take a shot.

END OF FLASHBACK

Cut to

INT. TEST-SHOOTING ROOM

HAWKEYE takes one more shot.

INT. HELICARRIER, FLASHBACK

NICK FURY WALKS THE CORRIDOR WHEN HAWKEYE JOINS HIM.

NICK FURY

You look better out of that purple costume.

HAWKEYE

Heard of this new Iron Man guy?

NICK FURY

I've known of Tony Stark for quite some time now, but Iron man is new to me.

FURY stops walking.

NICK FURY

(Cont'd)

That's why I called you. I need you and Natasha to find a way to get into his mansion in L.A... I need to talk to him about The Avengers Initiative.

-END OF FLASHBACK-

INT. TEST-SHOOTING ROOM

TONY STARK stands at the doorway as HAWKEYE is about to take another shot.

TONY STARK

So what'd you think?

INT. LAB ROOM

DR. BANNER treats MAR-VELL who's all wired up for tests.

DR. BANNER

The radiation might explain why the Skrulls were able to detect where you were.

MAR-VELL

No... they're just good spies.

INT. HELICARRIER

NICK FURY

Send S.H.I.E.L.D agents on ground. Apprehend the creature.

HENRY GYRICH

It hasn't done anything wrong yet!

NICK FURY

We should wait?

HENRY GYRICH

What about the Avengers?

NICK FURY

The Avengers are hired gun, Gyrich. You of all people should know this. If we can't handle it, then we send in the Avengers.

HENRY GYRICH

(Turns to face Fury)

Then... who found the first alien and where is it?

INT. THE AVENGERS MANSION LAB ROOM

DR. BANNER reads the results from MAR-VELL's tests.

EXT. THE HIGHWAY

S.H.I.E.L.D cars head toward the field.

INT. THE LIVING ROOM, THE AVENGERS MANSION

MARIA HILL'S PHONE RINGS. SHE PICKS IT UP.

MARIA HILL

Commander Hill.

INT. THE HELICARRIER

NICK FURY STANDS ALONE AS HE SPEAKS ON THE PHONE

NICK FURY

How fast can you assemble the team?

INT. THE MANSION

MARIA HILL

(Still on the phone)

Hold on...

(To Stark)
Tony... how big is your roof?

EXT. THE OPEN FIELD

S.H.I.E.L.D OPERATIVES ARRIVE THE SCENE AND SURROUND A CLEARLY CONFUSED COLONEL YON-ROGG. AGENT ERIC O'GRADY STEPS OUT OF HIS CAR AND APPROACHES. HE HOLDS A FIREARM.

AGENT O'GRADY
Sir, we're going to need you to kindly come with us.

COLONEL YON-ROGG
It is not you I seek, so please... leave!

AGENT O'GRADY
I appreciate your politeness, but you're on foreign soil... and you need to come with us.

COLONEL YON-ROGG
This isn't going to be easy for you.

AGENT O'GRADY
That's why I have back-up.

The shield agent indicates to his fellow agents.

COLONEL YON-ROGG
I have back-up too!

AGENT O'GRADY
Indulge me!

INT. THE AVENGERS MANSION

MARIA HILL GETS OFF THE PHONE.

MARIA HILL
Fury's sending a Quinjet... we might be needed.

THOR
To thrash more Skrulls I presume.

MARIA HILL

No... just one blue alien on a farm.

INT. THE LAB

DR. BANNER FINALLY CONCLUDES THE RESULTS OF HIS STUDIES.

DR. BANNER

Astonishing!

(To MAR-VELL)

There's nothing wrong with you. You're actually..

TONY STARK walks in.

TONY STARK

Banner?! We're moving and our friend is coming with us.

EXT. THE FIELD

Agent O'Grady and COLONEL YON-ROGG ARE AT A STANDSTILL

AGENT O'GRADY

Sir, this will be the last time I ask you to come with us.

COLONEL YON-ROGG

Very well... then he comes with me!

AGENT O'GRADY

(Takes off his shades)

Who?!

COLONEL YON-ROGG

(Raising voice)

SENTRY!

THE SENTRY appears out of a barn breaking it into pieces as it emerges erect. The S.H.I.E.L.D agents start shooting wildly at it as COLONEL YON-ROGG takes the opportunity to seize a weapon from an agent and starts shooting at the rest of them. O'Grady follows YON-ROGG as he tries to escape.

EXT. THE AVENGERS MANSION ROOFTOP

A QUINJET LANDS; THE HATCH OPENS UP AND THEY ALL GO IN. FALCON IS INSIDE.

FALCON

Heard you guys had some action, let's go to where the real fun is.

EXT. THE FARM/OPEN FIELD

AGENT O'Grady follows COLONEL YON-ROGG into another barn (HOW CONVENIENT). AS O'Grady walks in, he doesn't notice the appearance of Yon-Rogg anywhere. He then notices a shadow on the floor, but no one in sight. He looks up to see Yon-Rogg floating above him. Yon-Rogg immediately flies towards him..

FADE TO BLACK

EXT. THE SKIES

The quinjet is seen flying.

EXT. THE FIELD/FARM

COLONEL YON-ROGG FLIES OUT OF THE BARN BREAKING A PART OF THE ROOF.

SHIELD AGENT #2

(Surprised)

He could do that? Why didn't he just do it in the first place?

SHIELD AGENT #3

(Confused)

Who's side are you on?

EXT. THE SKIES

THE QUINJET APPROACHES THE FIELD. BIRDS FLY AROUND THE AREA. THE FALCON telepathically uses one to get a view.

INT. QUINJET

FALCON

I can see the blue alien... and a giant iron man.

STARK is putting on his suit.

TONY STARK

A what now?

The Quinjet gets closer. HAWKEYE is in the cockpit.

HAWKEYE

Yep, there's our alien... and an ugly iron man.

MAR-VELL

It's called a Sentry.

TONY STARK moves closer to have a look.

TONY STARK

Let's give 'em the real deal.

STARK puts on his mask; Dr. Banner is by the hatch.

DR. BANNER

A thing that size? ...Let me make the introduction.

(To Hawkeye)

Open the hatch.

The hatch is opened.

BLACK WIDOW

(Concerned)

Banner, not that I don't trust you, but we don't know what that thing does.

(Turns to MAR-VELL)

Right, Mar-vell?

MAR-VELL

Frankly, I'd like to see this.

THOR

(TO Banner)

I'd be right behind you Banner.

DR. BANNER smiles... then jumps.

EXT. THE SKIES

A bunch of birds are flying when they scatter and we see the Hulk coming down.

INT. THE QUINJET

Scott Lang puts on his suit. He's just about to put on the helmet. Maria Hill sits next to him somewhat amused.

MARIA HILL

(Amused)

So this is your costume?

SCOTT LANG

...Yeah!

MARIA HILL

I have to say I wasn't quite sure why I was asked to recruit you?

SCOTT LANG

Well, you'll see.

EXT. THE FIELD

A rather large shadow looms over the S.H.I.E.L.D agents on the ground. They look up.

SHIELD AGENT #3

(Like seeing a celebrity)

It's the Hulk... move!

The crowd disperses; THE HULK LANDS LOOKING BACK AT THE AGENTS AS he walks towards the Sentry. A FIGHT ENSURES BETWEEN THE TWO WITH THE SENTRY FIRST BACK-HANDING THE HULK. AMIDST THE FIGHT, THE TWO KNOCK OFF A POWERLINE. THIS CAUSES A DOMINO EFFECT AS THE LIGHTS GO OUT IN HALF OF NEW YORK STATE INCLUDING THE AVENGERS MANSION.

Cut to

EXT. THE AVENGERS MANSION

INT. THE CYROGENIC ROOM

The frozen Skrulls begin to unfreeze as the lights go out.

Cut to

EXT. THE OPEN FIELD/FARM

THOR lands on top of the Sentry hitting it with MJOLNIR. The Sentry falls as HULK grumbles in disappointment.

THOR
(To Hulk)
Told you I'd be right behind you.

THE SENTRY GETS UP AS THOR WALKS AWAY. THOR TURNS AROUND SURPRISED. JUST THEN A COUPLE OF MISSILES FROM IRON MAN HIT THE SENTRY WITH NO EFFECT WHATSOEVER.

IRON MAN
Hmmm, thought that would work.

INT. THE QUINJET

ANT-MAN
Open the hatch... they might need me.

CAPTAIN AMERICA
(To Falcon)
Falcon, we need to get down there.

FALCON
I don't think so!

The hatch opens and ANT-MAN jumps out.

FALCON
We have other things to worry about, Cap.

CAPTAIN AMERICA
Like what?!

FALCON
Like where did the other Kree go?

HAWKEYE

He's right, Cap. He just went off the radar.

MAR-VELL

We're much faster and stronger in your atmosphere.

BLACK WIDOW

You really need to tell us what and what you can do!

FALCON

(To MAR-VELL)

I managed to catch you.

MAR-VELL

Beginner's luck.

BLACK WIDOW

Could we concentrate on whatever his name is?

MAR-VELL

Yon-Rogg.

EXT. THE SKIES

ANT -MAN grows bigger as he maneuvers his way through the sky. He casts a shadow on the ground below causing everyone to look up.

EXT. FIELD

THOR looks up.

THOR

(Surprised)

I didn't know he could do that.

The HULK grunts.

SHOT: Of Maria Hill looking amazed.

As Ant-man gets closer to the scene of the action he shrinks in size and flies round the Sentry as HULK, THOR and IRON-MAN fight the humanoid to no avail. He studies the structure of The Sentry.

ANT-MAN

Looks like alien nuts and bolts here.

Ant-man begins to unscrew parts of The Sentry as quickly as possible. He then flies away from it.

ANT-MAN

GERONIMOOOOOOOOOOOOOOOOOO!

JUST AS THE HULK IS ABOUT TO HIT THE SENTRY ON ITS HEAD, IT FALLS APART TO PIECES. HULK GRUMBLES IN DISAPPOINTMENT AS IT IS ALL OVER. ANT-MAN TURNS TO NORMAL SIZE AS THOR, HULK AND IRON-MAN LOOK IN AMAZEMENT AS HOW THE SENTRY FELL FROM ANT-MAN'S HAND.

ANT-MAN

You're welcome!

INT. THE QUINJET

COLONEL YON-ROGG LANDS ON THE QUINJET'S WINDSCREEN WITH A LOUD THUD CAUSING EVERYONE IN THE PLANE TO REACT WITH SURPRISE; MARIA HILL REACTS BY PULLING OUT HER GUN.

HAWKEYE

We found him.

CAPTAIN AMERICA

(To Hill)

What were you going to do? Shoot the windscreen?!

MARIA HILL

I'm panicky, okay? First the Skrulls, now him.

FALCON

I got this... open the hatch.

AS THE HATCH IS OPENED

HAWKEYE

That hatch needs to be voice-activated.

FALCON flies out.

BIG K.R.I.T.'S "I GOT THIS HERE" PLAYS (CLEAN VERSION)

MAR-VELL

He might need my help.

HAWKEYE

The hatch is opened!

EXT. THE SKY

THE FALCON FLIES OUT AND HEADS TOWARDS COLONEL YON-ROGG. A MINOR TUSSLE OCCURS, BUT THE FALCON OVERPOWERS YON-ROGG GRABING HIM IN A BEAR HUG.

FALCON

Caught your fellow Kree quite easily, you shouldn't be hard.

FALCON attempts to remove YON-ROGG'S breathing apparatus.

YON-ROGG

I'm not as weak as Mar-vell.

YON-ROGG breaks free as MAR-VELL joins in the fight. THE FIGHT NOW BECOMES BETWEEN MAR-VELL AND YON-ROGG. THE TWO CRASH LAND TO THE GROUND NEXT TO THE AVENGERS AND THE S.H.I.E.L.D AGENTS. THE AGNETS HAVE THEIR GUNS OUT JUST IN CASE. O'Grady COMES OUT OF THE BARN, CONFUSED AND HURT.

AGENT O'GRADY

(Confused and dazed)

WHAT?!

THOR attempts to walk towards the scuffle to stop it, when HULK PUTS HIS HAND OUT TO STOP HIM WITH A LITTLE GROWL.

HULK

Hulk want to see.

AS MAR-VELL & YON-ROGG SCUFFLE

YON-ROGG

All this for a Skrull, are you out of your mind? You will be charged with treason.

MAR-VELL

I've already been charged with treason.

YON-ROGG

We sent you here for redemption.

MAR-VELL

And I found it.

YON-ROGG

(Surprised)

This is for her and these humans... you're clearly turning into? Look at you. You're no longer a Kree.

IRON MAN

Okay this is gone on long enough.

The HULK grumbles.

IRON MAN

Sorry big green!

IRON MAN FIRES A LITTLE MISSILE THAT KNOCKS YON-ROGG TO THE FLOOR.

IRON MAN

(To the Shield agents)

Gentlemen, bag him.

EXT. NEW YORK CITY

TV STATIONS CARRY NEWS OF THE BLACKOUT

TV PRESENTER

A blackout has hit half of New York state as several power-lines were knocked off in an incident in Buffalo, the nature of which has yet to be confirmed, but sources close to the area say it was a minor earthquake, well others claim it was an alien presence.

CO-TV PRESENTER

The things we hear today, Mark.

EXT. THE FARM

THE HELICARRIER ARRIVES THE SCENE, HOVERING IN THE SKY

INT. THE HELICARRIER

NICK FURY STANDS WITH GYRICH BY HIS SIDE

NICK FURY

Secure the perimeter. I want surveillance everywhere. This is where our first alien landed and now his fellow Kree. Something tells me we might be getting more visitors.

INT. THE QUINJET

THE AVENGERS, all out of costume or getting out of it, sit with MAR-VELL. HILL captains the plane.

TONY STARK

So what did Yon-Rogg mean by "her"? You're doing this for "her".

MAR-VELL

It's complicated.

DR. BANNER approaches

DR. BANNER

It always is when aliens fall from the sky. There's a war going on between two inter-galactic species and we don't even know which side we're suppose to be on.

MAR-VELL

There's a woman as you would call her here, a Skrull. Princess Annelle... she's heir to the Skrull empire... and she's having my baby.

The ship is surprised. THOR approaches enraged.

THOR

How dare you lie to us and get us involved in your mess. If I didn't know better I'd ask for your head.

TONY STARK

Calm down King Lear.

SCOTT LANG

(To Thor)
See, that's thing that get's you called Shakespeare.

STEVE ROGERS
No, Thor's right. We're involved in this and he hasn't been completely honest with us. First the Skrulls want him, understandably and now his own kind want him for treason.

(Turns to Mar-vell)
Who are you?

DR. BANNER
Steve's right.

MAR-VELL
Everything I've told you so far is the truth, about the war, about Thanos. ...I only left out that part.

HAWKEYE
And the part where worlds collide!

MAR-VELL
My situation isn't as worse as when the war comes here.

FALCON
I don't see how it won't now... they have a common enemy.

HILL spots the HELICARRIER as they come closer

MARIA HILL
Guys we're coming on board.

EXT. THE HELICARRIER

THE QUINJET LANDS ON THE HELICARRIER

INT. THE QUINJET

THE AVENGERS ARE STILL ON MAR-VELL'S CASE

BLACK WIDOW
How'd you meet the princess?

A MONTAGE PLAYS AS MAR-VELL NARRATES

MAR-VELL

We had infiltrated the Skrull palace...

Cut to

EXT. SKRULL CASTLE

KREES AMBUSHING THE SKRULL CASTLE

MAR-VELL (V.O)

Yon-Rogg and I made it into the inner sanctum of the palace... that's where I saw here.

MAR-VELL notices ANNELLE

MAR-VELL (V.O)

I couldn't bring myself to do it... slay her. Yon-Rogg was against our union. Soon the Skrulls found out and I was charged for treason by my kind for not wanting to participate in any further wars.

MONTAGE ENDS

MAR-VELL

I was sent here on a last redemptive mission to find a new place for war, but ever since I found Anelle was with child, my views on life have changed. I promise not to put another world in war, so I've been protecting yours by claiming it's not fit for war.

(Turns to Tony Stark)

I couldn't say I was here for peace-keeping.

BLACK WIDOW

Just out of curiosity, how did they know she was pregnant? Do you guys go through nine months?

MAR-VELL

Pregnant Skrulls are unable to change.

HAWKEYE

Here our women go through periods of whining.

BLACK WIDOW

And some of the men are of no help.

TONY STARK

(Adamant)

So here's what I want to know... exactly how does it work, inter-planetary love? 'Cause she's green and you're blue. Well you're turning pink and almost into a more human colour.

DR. BANNER

He's evolving.

EVERYONE looks at DR. BANNER

TONY STARK

(Surprised)

What?!

DR. BANNER

He's sort of adapting to earth's atmosphere. It's why he can breathe without the apparatus. Kree's aren't suppose to be able to breath here, but somehow he's been able to. Think it might have to do with the radiation that hit him on his way here... from the Negative Zone.

DR. BANNER seems a bit disappointed.

INT. THE HELICARRIER- HALLWAY

The Avengers walk through the hall, looking tired and beaten, except for Captain America who didn't get into any fights.

Cut to

An unconscious Yon-Rogg is being carried by armoured S.H.I.E.L.D operatives through another hall. His breathing apparatus has been taken off.

INT. CONFERENCE ROOM

THE AVENGERS WALK IN TO MEET FURY AND GYRICH

HENRY GYRICH

So this is The Avengers?

(To Nick Fury)

There's more than seven of them.

NICK FURY sneers at GYRICH.

HENRY GYRICH

(To Thor)

You must be Thor, God of thunder?

THOR

That I am!

HENRY GYRICH

Let me make it clear, I may not go to church like I should, but I still believe in our Lord and Saviour Jesus Christ.

STEVE ROGERS

I doubt he has that same belief!

NICK FURY

(Agitated)

GENTLEMEN! We have an alien crisis to deal with... two for that matter. Now I've had the field put under surveillance because that's where our first two Krees landed. Now all we have to do is expect the Skrulls.

TONY STARK

Too late! ...We kind of had an encounter today already at the mansion.

HENRY GYRICH

What mansion?

TONY STARK

The Avengers mansion... which is not part of your jurisdiction.

HENRY GYRICH

Then why is it called The Avengers...

NICK FURY

(Cuts in)

Where are they now?

TONY STARK

Frozen in my cryogenic room.

NICK FURY

(Concerned)

Mr. Stark, half of New York is experiencing a blackout after you (*looks at the Avengers*) knocked out a power line... are you sure?

TONY STARK

(Tired)

God... this has been a long day.

NICK FURY

We need to make sure they're still there.

EXT. TARNAX IV

INT. THE SKRULL CASTLE

EMPEROR DORREK VII

What news on our mission?

SKRULL B

They have failed to capture Mar-vell, your highness.

EMPEROR DORRECK VII

(Upset)

Send the Super Skrull... and give him a legion to go with.

SKRULL B

As you wish, your highness.

INT. THE HELICARRIER NIGHT

MARIA HILL APPROACHES FURY

MARIA HILL

Sir, what are we going to do with the other Kree?

NICK FURY

Keep him... for now. He might be useful when this war comes along.

MARIA HILL

And the Sentry?

NICK FURY

It's being shipped to Cape Canaveral for observation...
Hill?

MARIA HILL

Yes, sir?

NICK FURY

I need someone who can transport Mar-vell to a safe
location, when the time comes... one even the Avengers
don't have to know, if need be.

MARIA HILL

...Yes sir!

INT. THE HANGAR

TONY STARK, STEVE ROGERS, THOR AND SCOTT LANG are about to get
into a helicopter. BLACK WIDOW and HAWKEYE approach them, while
DR. BANNER checks on the FALCON for bruises.

BLACK WIDOW

Where are you boys going?

TONY STARK

To go check on the frozen Skrulls.

HAWKEYE

Why aren't you taking the Quinjet?

TONY STARK

Fury wants us to lay low.

STEVE ROGERS

The news is all over this alien story.

The four get in.

INT. THE HELICOPTER

PILOT

Where to?

TONY STARK
The Air Force base.

SCOTT LANG
I thought we were going to the mansion?

TONY STARK
We are... we just need to make a stop. Low key,
remember?

STEVE ROGERS
You sure about this?

STARK nods his head.

EXT. AN AIR FORCE BASE NIGHT

The helicopter lands; waiting on the ground is Colonel James Rhodes with a few soldiers behind him.

COLONEL RHODES
At ease men!

The Avengers step out of the plane.

COLONEL RHODES
Tony.

TONY STARK
Rhodey.

They shake; Rhodes proceeds to shake the rest of the team, looking at Thor's outfit as he does.

COLONEL RHODES
(To Stark)
You sure about this?

STARK nods.

TONY STARK
It's the best way to get rid of them.

COLONEL RHODES
(Indicating)

There's a S.H.I.E.L.D agent to take you to the mansion.

TONY STARK

Thank you!

THE AVENGERS starts walking to the car.

COLONEL RHODES

Tony? ...When I'm I going to get to go to the mansion?

STARK turns around and smiles.

TONY STARK

(To The Avengers)

Come on guys.

COLONEL RHODES

HOLD UP!

(To one of the soldiers)

Get that man (*points towards the Avengers*) a change of costume!

The Avengers look confused.

TONY STARK

I think he means you, Thor!

EXT. THE AVENGERS MANSION NIGHT

A S.H.I.E.L.D car pulls up and THOR (dressed in a green t-shirt and camouflage pants), TONY STARK, STEVE ROGERS and SCOTT LANG step out. There's still a blackout. The DRIVER, A S.H.I.E.L.D operative steps out of the car and stands guard.

TONY STARK

(To Thor)

You look good in that, you know?

THOR

Yes, you told me on the helicopter.

STEVE ROGERS laughs.

As The Avengers walk up the stairs; Stark and Rogers in front, they notice wet Skrull footsteps on the stairs, but the door to

the mansion is closed. Stark and Rogers look at each other. Stark brings out his keys, remembering he didn't lock it.

STEVE ROGERS

You left the mansion open.

TONY STARK

We left through the roof remember?

SCOTT LANG brings out a torchlight. STARK proceeds to open the door.

INT. THE MANSION

The four walk in with LANG lighting the way to the cryogenic room at the second basement floor.

INT. THE STAIRS

TONY STARK

I need to put a lift in here.

SCOTT LANG

I could help you with that.

TONY STARK

That's right, you're some sort of electronic wizard, aren't you? Broke into Henry Pym's house, stole the suit you now wear.

SCOTT LANG

I don't know if you're condemning me, Mr. Stark.

TONY STARK

Tony... and I'm not... I sold weapons once.

SCOTT LANG

I modified it... the suit.

TONY STARK

Yeah, well maybe you can help me set up JARVIS when all this is done.

SCOTT LANG

JARVIS?

THE FOUR now reach the cryogenic room.

INT. THE CRYOGENIC ROOM

TONY STARK (O.S)

Yeah, my personal butler...

The canister(s) in which the Skrulls were placed in are broken.

TONY STARK

(Cont'd)

He's electronic.

STEVE ROGERS

So were the canisters, which held the Skrulls... seems they all made it out.

THE FOUR stop and look around.

THOR

They could be anywhere now... and with their abilities, anyone.

TONY STARK

We should go... this isn't the place to spend the night.

SCOTT LANG

Wasn't counting on it.

EXT. THE MANSION

The FOUR step out. The DRIVER opens the doors then gets in.

INT. THE CAR

TONY STARK

To Stark Tower, please.

As they drive away, the lights come back on in the neighbourhood. A MAN steps out from the corner and signals. A taxi follows the Avengers.

EXT. THE STARK TOWER

The taxi stops.

INT. THE TAXI

Four men (Skrulls) are in it. One holds his arm, which is already transformed into a blade to the TAXI DRIVER'S neck.

MAN #1
(To the taxi driver)
Thank you.

Cut to

The taxi drives away as fast as possible. The four men look up at the tower.

EXT. TARNAX IV

The SUPER SKRULL walks in front of an army of Skrulls to meet SKRULL B

SUPER SKRULL
Show me where the Kree landed.

SKRULL B brings out an ipad like device that shows an image of the solar system and detects where MAR-VELL landed.

SKRULL B
Here!

The SUPER SKRULL faces his army.

SUPER SKRULL
We move shortly.

THE LEGION responds with a cheer!

SKRULL B
(To Super Skrull)
Has the Emperor told you why you're on this mission?

SUPER SKRULL

To kill the Kree who infiltrated the castle and anyone who aids him?

SKRULL B

(Surprised the whole truth hasn't been told)
Right... that's why!

INT. TONY STARK'S LOFT, STARK TOWER NIGHT

STARK, ROGERS, THOR and LANG...

THOR

So we just wait for the Skrulls or whoever next wants Mar-vell's head to come to us?!

STEVE ROGERS

Apparently.

TONY STARK

Hey, Lang? Can you make a remote control device able to control, say a hundred robots?

SCOTT LANG

Yeah!

TONY STARK

Great... I have some Mandroids that need controlling. Anyone hungry?

SCOTT LANG

What's a Mandroid?

EXT. THE STARK TOWER BALCONY

A Skrull spies on the four.

EXT. STARK WAREHOUSE, LONG ISLAND DAY

A limousine pulls up to the warehouse and STARK, LANG, THOR and ROGERS step out.

SCOTT LANG

What is this place?

TONY STARK

It's a warehouse. It's where I keep them.

Stark proceeds to open the warehouse door

TONY STARK

(Cont'd)

The Mandroids.

The guys take a look at the Mandroids.

STEVE ROGERS

I thought you were done ma...

TONY STARK

(Interrupting)

I made these a long time ago. I think I need to get a t-shirt that says that.

(Turns to Lang)

They're all remote controlled individually. I need you to create a remote that can control them all.

SCOTT LANG

You're a genius, we can do this.

TONY STARK

Yes, but WE have bigger problems, remember? I'm part of a group called the Avengers and as our newest member you get stuck with dirty work.

SCOTT LANG

So I'm a member now?

TONY STARK

When you're done, give the device to Rhodey. Hogan will take him to you.

SCOTT LANG

Where are you guys going?

A helicopter is heard in the background.

TONY STARK

Back to the helicARRIER.

EXT. THE WAREHOUSE

Stark, Thor and Rogers board a S.H.I.E.L.D helicopter.

INT. THE HELICARRIER DAY

SHOTS OF THE AVENGERS ON BOARD (HAWKEYE, BLACK WIDOW, FALCON AND DR. BANNER) ALL SLEEPING SEPERATELY

INT. CONTROL ROOM, THE HELICARRIER DAY

NICK FURY looks over the monitors.

NICK FURY

Has surveillence picked up anything from the field yet?

AGENT

No sir, nothing yet.

NICK FURY

Good. Keep your eyes open.

MARIA HILL approaches FURY

MARIA HILL

Director.

NICK FURY

Hill. Where are the Avengers?

MARIA HILL

The ones on board are sleeping and we just sent a helicopter to pick the rest from STARK warehouse. Where's NSA Gyrich?

NICK FURY

He left after sunrise... any word on what happened at Stark's mansion?

MARIA HILL

No sight of the Skrulls, sir. They were gone. Um...
(Lowers voice)
I found our pilot, sir. Her name is Carol Danvers. She's with the U.S Air Force.

NICK FURY

Great, have her on board as soon as possible... just in case.

HILL nods. DR. BANNER approaches.

DR. BANNER

Good morning guys.

NICK FURY

Good morning Banner.

MARIA HILL

Morning.

HILL leaves. DR. BANNER looks at her as she walks away as if to suspect something, before turning to FURY.

DR. BANNER

Any word on our aliens?

NICK FURY

Not yet... we just have to wait.

EXT. THE BALCONY, STARK TOWERS

A man (one of the Skrulls) appears out of handing and shape-shifts into TONY STARK and walks to entrance on the balcony.

JARVIS

Welcome home sir.

The doors open.

The other three men appear and shape-shift into THOR, STEVE ROGERS and SCOTT LANG as they walk in.

EXT. THE HELICARRIER

The S.H.I.E.L.D helicopter lands

INT. CONTROL ROOM, HELICARRIER

THE AVENGERS are all gathered with NICK FURY and MARIA HILL looking at a feed of the field.

NICK FURY

Where's Lang?

TONY STARK

He's... inventing something that might be of use to us.

NICK FURY

We've got the field on surveillance and tactical unit on ground all ready to strike if an attack happens.

THOR

How sure are you the Skrulls will hit the same field as the Krees?

NICK FURY

I got a feeling.

AGENT ON CONTROL BOARD

Sir, we've got incoming approaching... it's...

(Confused)

It's Iron man.

The Avengers looks up at the monitor in surprise.

EXT. OUTSIDE THE HELICARRIER

THE SKRULL IRON MAN fires at the Helicarrier.

STEVE ROGERS

Fifty bucks says that's a Skrull.

THOR turns to TONY STARK

THOR

Or you're not Stark.

TONY STARK

I've been with you all day.

THOR still looks at him suspiciously.

TONY STARK

(Cont'd)

I nearly beat you in the forest in Germany when we met.

THOR

It's Stark.

HAWKEYE

(Looks at the monitor)

But that isn't.

TONY STARK

I'll handle this.

NICK FURY

No, you won't. You could just as easily confuse us if it gets anywhere near you.

EXT/INT. THE HATCH, HELICARRIER

THE HATCH OPENS UP and FALCON and HAWKEYE stand ready.

HAWKEYE

You ready?

FALCON

Yeah... shoot!

HAWKEYE takes aim at the SKRULL IRON MAN and shoots. His arrow shuts down the IRON MAN suit.

FALCON

You have an arrow for every occasion, don't you?

HAWKEYE

We have a green monster, a super soldier and a man who grows and shrinks in size and you're wondering how I have an arrow for everything?

Falcon shakes his head smiling and sweeps in to catch the Skrull.

HAWKEYE

(Shouting)

And oh yeah... two guys who fly.

Falcon sweeps in and catches the Skrull Iron Man.

INT. CONTROL ROOM, HELICARRIER

AT THE MONITORS

AGENT

Sir, Iron Man's been spotted at the U.N... he's opening fire.

NICK FURY

(Realizing the tactic)

Divide and conquer... the attack is coming.

MARIA HILL

Sir, we have to do something.

NICK FURY

We're going to play right into our enemy's hands.
Barton, Romanoff, take Dr. Banner and Falcon with you.

(Turns to Stark)

I hope whatever you have Lang inventing is useful
against these aliens, Mr. Stark.

INT. STARK WAREHOUSE

LANG is listening to the radio as he puts the finishing touches on the device.

RADIO PRESENTER #1 (V.O)

We interrupt this program to bring you this news bulletin. Sources from upper Manhattan claim that Iron Man has just attacked the U.N building. It's not sure as of present if this is indeed the philanthropist Tony Stark.

RADIO PRESENTER #2 (V.O)

You know Bob, in the past we've had these imposters building their very own iron man suits, so we can't tell for now.

RADIO PRESENTER #1

But doesn't that bring to question whether we should allow people with these special skills such as Tony Stark to run around. I mean shouldn't they be registered, shouldn't there be a way to control them to avoid this?

EXT. U.N BUILDING

The Hulk steps on the Skrull Iron Man as Falcon sweeps in.

FALCON

Hold on buddy!

Falcon removes the Iron Man mask to reveal the Skrull knocked out. News crews and photographers capture images of the skrull.

REPORTER

(Shocked)

What is that?

PHOTOJOURNALIST

Certainly doesn't look like Tony Stark.

INT. CONTROL ROOM, HELICARRIER

The Avengers watch the news.

NEWS REPORTER (V.O)

It's not sure what happened at the U.N grounds, but conflicting reports claim that the man in the iron man suit was not Tony Stark. In other news, Steve Rogers a.k.a Captain America has announced not too long that in light of today's event, he is no longer an Avenger.

STEVE ROGERS and the rest of the crew are shocked.

The TV shows Rogers (Skrull) giving an interview.

ROGERS (V.O)

The Avengers are volatile. I'm a war hero; I don't deserve to be couped up with loonies. I'd like to retire in peace.

NEWS REPORTER (V.O)

Another Avenger, this time, the one who claims to be from a planet called Asgard.

THOR

(To TV)

It's realm.

SKRULL THOR (V.O)

You humans are a danger to yourself and anyone else who visits your world. For that I am leaving.

THOR
I don't sound like that.

The whole ship looks at THOR.

TONY STARK
(Worried)
What now? They were two more suits in the tower.

NICK FURY
Whatever it is Stark, I assure you we'll stop them.

MAR-VELL approaches.

MAR-VELL
I can help, but I'm going to need the Sentry.

NICK FURY
I'm afraid Lang already dismantled it.

MAR-VELL
It can be re-built... with the help of Yon-Rogg.

NICK FURY
Perhaps your alien weaponry has done more harm than good, Mar-vell.

MAR-VELL
It can self-destruct... and take a number of Skrulls with it.

NICK FURY
...You said you need your Yon-Rogg to rebuild it?

EXT. SPACE

INT. THE SKRULL MOTHERSHIP

SUPER SKRULL
Our skrulls on earth have initiated "edivid dan reuqnoc" or as the humans call it "divide and conquer". They will be to be busy when we arrive.

EXT. EARTH'S ATMOSPHERE

The Skrull mother-ship approaches...

EXT. OUTSIDE THE U.N BUILDING

BLACK WIDOW approaches HULK and FALCON.

BLACK WIDOW

We need to get back to the helicarrier, the Skrulls are coming!

The three Avengers head for their Quinjet, as the HULK approaches it he begins to transform back to Banner.

BYSTANDER

(Shocked)

Did the Hulk just grow smaller... and naked?

INT. STARK'S LIMO

SCOTT LANG holds a device in his hand when his phone rings, it's Stark. He answers.

TONY STARK (V.O)

How are we doing Lang?

SCOTT LANG

Yeah, I've got it done Tony. Heading to Rhodey right now.

INT. HELICARRIER- PRISON ROOM

TWO S.H.I.E.L.D GUARDS proposition YON-ROGG on a chair as MAR-VELL places the breathing apparatus on his face. Yon-Rogg begins to breath. As he opens his eyes, he takes a look around and gets ready to attack the guards when Mar-vell pins him down.

MAR-VELL

STOP! ...The Skrulls are here! Help me.

YON-ROGG

(Panting)
... To what end? ...It's already late... this isn't about
the humans... this is a distraction.

MAR-VELL
A distraction for what?

YON-ROGG
...Thanos!

EXT. THE AIR FORCE BASE

STARK'S LIMO pulls up to the entrance and a soldier approaches.
The window rolls down and they get confirmation of who it is.
The limo is let it.

Cut to

Lang steps out of the limo and meets Colonel Rhodes.

COLONEL RHODES
Have you got it?

SCOTT LANG
Yeah!
(Produces remote control device)
This will help you control all the Mandroids, pretty
basic stuff.

COLONEL RHODES
What's the red button for?

SCOTT LANG
... Self-destruct! All of them.

At that moment a dark cloud covers the sky. They look up to see
what looks like tiny alien ships approaching.

SCOTT LANG
They're here!

COLONEL RHODES
I guess these babies will be put to good use then.

INT. THE HELICARRIER

AGENT AT CONTROL

(Looking at screen)

Sir, they're here. They've entered our atmosphere.

(Turns to Nick Fury)

They're heading for the field.

NICK FURY

We need an emissary, see if we can stop this war from happening... Thor?

THOR

I'll lead the way!

TONY STARK

(Into his ear piece)

Rhodey... set them free!

INT. THE FIELD

The sky turns grey as the Skrull ships land. The skrulls step out of their crafts. The camera pans to one particular craft, it opens and the SUPER SKRULL steps out.

SUPER SKRULL

Where is he? Find him!

At that moment the HELICARRIER approaches and lands. Thor steps out.

SUER SKRULL

(Smirks)

Well if it isn't Odin Son, Thor, sent to speak on behalf of his dear human allies.

THOR

And you are?

SUPER SKRULL

The only Skrull you should all fear. Tell me Odin Son, does our cube still reside in your father's plunder room?

THOR

It's kept safe to stop worlds fighting over it.

SUPER SKRULL

Oh, I doubt it would be safe for long. We always take what is ours in due time.

THOR looks a bit worried at the statement.

SUPER SKRULL

(Cont'd)

Right now, we'd like something else; the Kree, Marvel. We know your human friends are hiding him. Hand him to us and we will spare this planet you so hold dear from destruction.

THOR

So you can kill him?

SUPER SKRULL

Indeed!

THOR

Does the fact that your princess carries his progeny not mean anything to you?

SUPER SKRULL

(Angry)

What is this lie you tell, Odin Son?

THOR

(Realizing)

You don't know!

SUPER SKRULL

Give us the Kree and I will spare you for making that statement.

THOR

NO!

SUPER SKRULL

Very well.

(Raises voice)

SKRULLS... ..

THOR

Hold on... what are you going to say?

SUPER SKRULL

(Confused)

Attack!

THOR

Oh, we will.

(Into ear-piece)

Now Stark.

Cut to

INT. HELICARRIER- CONTROL ROOM

TONY STARK

(Into ear-piece)

Now Rhodey!

EXT. THE FIELD

At that point the Mandroids appear out of the sky and start shooting at the Skrulls. Thor attempts striking the Super-Skrull with Mjolnir, but is held back by a force field much to his bemusement.

SUPER SKRULL

I'm much powerful than you think.

The Super Skrull un-releases the force field and punches Thor with a fist made of stones.

INT. AIRFORCE BASE- CONTROL ROOM

COLONEL RHODES looks at the action from camera re-routed from the helicopter.

COLONEL RHODES

Tony did you see that?

INT. THE HELICARRIER- CONTROL ROOM

TONY STARK

I think I know why he's their leader.

MAR-VELL (O.S)

He's the super-skrull, (approaches, in full view)
genetically modified from powers unknown.

NICK FURY

Unknown?

MAR-VELL

Not entirely... it's a *fantastic* story actually!

TONY STARK

We have no time for that!

Black Widow's call comes in.

BLACK WIDOW (V.O)

Stark, we're approaching the area. What do you need us
to do?

IRON MAN

...Drop the Hulk.

NICK FURY

(To Mar-vell)

What about Yon-Rogg?

MAR-VELL

He won't help.

NICK FURY

(Agitated)

Maybe you need to convince him!

EXT. THE FIELD

The Mandroids keep firing at the skrulls, as Thor and the Super Skrull duke it out. Meanwhile the Quinjet approaches. As the Super Skrull pins Thor to the ground, the latter's hammer away from him, the former's hand turns to fire and nears it closer to Thor when... The Hulk drops out of the Quinjet causing the ground to shake. The Super Skrull turns round.

INT. HELLICARRIER- CONTROL ROOM

IRON MAN

(Into ear-piece)

Hold the Mandroids... we've got a show!

The Hulk approaches the Super Skrull who then entirely turns into a stone shaped figure not unlike The Thing. With a backhand the Hulk hits the Super Skrull to a distance allowing Thor to place his hammer on him. The Hulk turns around seemingly in a field full of Skrulls, he roars at them to scare them off. The look startled at first... then they all rush towards him.

THOR

HEY!

Thor causes the sky to start to rumble. As Hulk wrestles with the multitude of them, some stabbing him with their blade-hands, lightning strikes and scatters them away. There's dust everywhere. When it settles, there's a shock look on Thor's face. The field is now filled with Hulks. One Hulk rages and starts beating another, causing the rest to start hitting each other.

THOR

Banner?!

INT. AIRFORCE BASE- CONTROL ROOM

COLONEL RHODES

Tony... what do we do?

INT. HELICARRIER- CONTROL ROOM

TONY STARK

...Bring back the Mandroids!

The Mandroids come back shooting. Some of the Hulks bring down the some Mandroids, while some of the blasts from the Mandroids turn the Skrulls back to their original form till there are two Hulks left facing each other.

COLONEL RHODES (V.O)

Now what?!

TONY STARK (V.O)

Process of elimination.

COLONEL RHODES

Should we fire at both? (V.O)

TONY STARK (V.O)

No, we'll risk Banner giving us a lecture afterwards.

INT. HELICARRIER- CONTROL ROOM

Stark, Rogers and Mar-vell look at the monitors.

MAR-VELL

While the Skrulls may be able to sometimes possess the power of the one they transform into, they never inherit their emotions.

STEVE ROGERS

...I have an idea.

EXT. THE FIELD

Captain America is dropped from the Hellicarrier and approaches the two Hulks as they tiptoe around each other.

CAPTAIN AMERICA

(Shouting)

Hey Banner, you dumb idiot. (One of the Hulks turns, causing the other to mimic). You can't even take out a lesser version of yourself. Since when did you become a sissy? (Imitates Hulk) "Hulk Smash!" Come on... Smash you PUSSY!

One of the Hulk roars at Captain America, while the other stands looking.

CAPTAIN AMERICA

Shoot the other one!

The other one just standing gets hit by a missile... and turns to a Skrull.

INT. THE HELICARRIER- CONTROL ROOM

The whole helicarrier cheers in excitement. Black Widow, Hawkeye and Falcon join the control room.

NICK FURY

Let's get the Super Skrull in here. I have an idea how to send him home. (Turns to Stark) And Stark, get ready to blow this field.

TONY STARK

Aye, aye captain!

EXT. THE FIELD

Thor approaches the Super Skrull who is under his hammer. As Thor approaches, the Super Skrull stretches his arm not unlike Mr. Fantastic and grabs Thor's leg causing him to trip. Thor gets up and in a knee-jerk reaction summons his hammer leaving the Super Skrull to get up.

SUPER SKRULL

FOOL!

The Super Skrull ignites and heads towards Thor. Captain America throws his shield at the Super Skrull, with a fist turned to stone the latter blocks it.

TONY STARK (V.O)

We need to get Thor & Cap out of there.

COLONEL RHODES (V.O)

Tony, we may need to blow the field sooner than expected.

INT. HELICARRIER- CONTROL ROOM

TONY STARK

I know. We need to get our guys off the field.

EXT. THE FIELD

As Hulk approaches the Super Skrull and Thor, the former creates a force field stopping Hulk from entering.

INT. FORCE FIELD

SUPER SKRULL

It's just me and you now, Odin Son!

Thor smashes his hammer on the force field with no effect. He keeps trying as an on-fire Super Skrull moves ever so closer. Finally Thor throws his hammer at the opposite side of the force field causing it to bounce within the force field till it actually hits the Super Skrull and knocks him out. The force field is released. Thor walks up to the unconscious Super Skrull.

THOR

Odin said knock you out!

As the Hulk now approaches a free Thor, the remaining Skrulls begin to recoup catching Captain America's attention.

THOR

You think we can take them?

The Hulk grunts with a smile.

CAPTAIN AMERICA

Guys... we need to leave now.

Stark then communicates with Thor through his ear-piece.

THOR

(Surprised)

What?!

(To Hulk)

You're not going to like this.

The camera moves away as Thor tells Hulk.

HULK

(Screams)

Noooooooooooooooooooo!

Cut to

The Hulk, Captain America and Thor run towards the Helicarrier, as they get closer, Hulk carries Thor & Captain America each in one hand like dolls. The skrulls are now getting ready to attack, as one of them attempts to wake up the Super Skrull.

INT. THE HELICARRIER

TONY STARK
(Into ear-piece)
Rhodes... blow up the Mandroids!

EXT. THE FIELD

The Super Skrull finally wakes up.

SUPER SKRULL
What?! Where is Odin son?

The ticking of the mandroids is heard double-time, tick, tick,
tick, tick...

SUPER SKRULL
What is that?

BOOOOOOOM! BOOOOOOOM! BOOOOOOOM! BOOOOOOOM! BOOOOOOOM! BOOOOOOOM!

INT. THE HELICARRIER

TONY STARK
Looks like Christmas on a farm.

EXT. SPACE- THE SKRULL MOTHERSHIP

INT. THE SKRULL SHIP

SKRULL CAPTAIN
(Dialogue translated)
I think we better head back!

EXT. THE SPACE

The Skrull mothership begins to move back.

INT. THE HELICARRIER

There's wild jubilation!

Cut to

All the Avengers are gathered in the control room sitting at the round table.

TONY STARK

Easiest fight we ever heard guys.

SCOTT LANG

Wish I could've been there to see.

TONY STARK

Oh you did your part, Lang. Without you those Mandroids won't have gone boom! (laughs).

THOR

So what happens to Mar-vell now?

NICK FURY

It seems Yon-rogg has decided to help him re-build the Sentry... they're going home.

TONY STARK

And his baby? Didn't picture him as the dead-beat type.

NICK FURY

...That's not our concern... earth is safe once again.

STEVE ROGERS

For now.

Rogers seems more concerned than anyone.

BLACK WIDOW

What's wrong?

STEVE ROGERS

It's strange. Thanos wants the cube, but it's on Asgard right? So why this war? Why send the Krees to use our planet as a base for their war against the Skrulls?

The room is silent.

NICK FURY

It's a diversion!

SCOTT LANG

I'm lost here... who's Thanos?

EXT. WASHINGTON, D.C- CAPITOL HILL DAY

There are camera crews in front of the place.

REPORTER

The newly inaugurated alien activities commission led by Senator H. Warren Craddock has asked the team known as The Avengers to appear before the U.S senate to address their involvement in the recent suspected alien activities that happened in upstate New York. It is however unclear who will show up with one member claiming to be a god and not of human extraction.

Cut to

SENATOR WARREN CRADDOCK walking out of the building as cameras follow him.

REPORTER

Senator, could you tell us the conclusion of the sitting?

He doesn't answer and simply heads to his limousine.

INT. LIMOUSINE

As the Craddock sits in his limo, he's driver puts down the partition and reveals himself to be a skrull. Senator Craddock in turn turns to a skrull.

Craddock Skrull

Let's go!

INT. THE HELICARRIER- CONTROL ROOM

Nick Fury walks in and sights Hawkeye. He has a file with him.

NICK FURY

Barton!

HAWKEYE

Sir!

NICK FURY

I have something that might be of interest to you.

(Opens file)

We found your brother Barney... he's been involved in some serious crimes over on the West Coast. Now if you need time to go find him, before the FBI does, that's okay. I won't hold it against you. We're perfectly okay at S.H.I.E.L.D. We're got a couple of recruits coming in soon, it's alright.

Fury hands him the file.

HAWKEYE

...I'll think about it sir.

(Walks away)

-THE END-

POST-CREDIT SCENE:

EXT. ASGARD

What seems like an earthquake hits Asgard, except it's more of a big giant foot stepping on the ground every 2 seconds or so.

INT. A CHAMBER

The WARRIOR THREE are disturbed by this and head out to an open space where they are met by LOKI.

SIF

What's going on?

LOKI

...Thanos!

A large shadow looms over them; it's Thanos!

LOKI
Thor, where art thou?

Fade to:-

BLACK SCREEN