

STARCRASH

Transcribed by

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"STARCRASH"

FADE IN:

EXT. SPACE

A massive Imperial Battleship makes a lonely patrol against a Christmas-tree panorama of stars. It bears the name Murray Leinster.

INT. IMPERIAL BATTLESHIP - MAIN LIFT

Two armed troopers wait to arrive at their destination.

INTERCOM VOICE
(Over loudspeaker)
Major Bradbury to communication
bridge. Major Bradbury to
communication bridge.

The two troopers arrive at their destination and exit. Major Bradbury appears and approaches the lift, walking down the long, narrow corridor past the two troopers. He enters the lift and selects his destination. The lift rotates clockwise about 90 degrees.

INTERCOM VOICE
(Over loudspeaker)
Nuclear comm force to main
engine room. Nuclear comm
force to main engine room.
Major Bradbury to
communications bridge. Major
Bradbury to communications
bridge.

Major Bradbury exits the lift and proceeds down a short corridor to a door. He raises his hand to the sensor panel and the door whisks aside. Bradbury enters and proceeds up a flight of lighted stairs.

EXT. IMPERIAL BATTLESHIP IN SPACE

The Imperial Battleship has arrived in orbit around a planet. The planet gives a reflected purple glow from its day side.

INT. IMPERIAL BATTLESHIP - BRIDGE

A senior officer looks out the forward viewport at the planet they are approaching. Two crewmen/junior officers operate control panels on the bridge.

SENIOR OFFICER

What is it like, the planet we are approaching?

JUNIOR OFFICER #1

Nothing but ice and snow. A barren desert of whiteness.

SENIOR OFFICER

Scan it with our computer waves. The enemy's weapons may be hidden below the surface.

EXT. IMPERIAL BATTLESHIP IN SPACE

The ship settles into orbit around the planet, which is now giving off a luminous blue-white glow. As it continues on its orbit it begins to be enveloped by a more eerie red glow. Red balls of light swirl through the space around the planet, completely surrounding and enveloping the unsuspecting Imperial Battleship.

INT. IMPERIAL BATTLESHIP - BRIDGE

The swirling red balls of light have penetrated the ship. We see them swirling about, practically filling the atmosphere. The crewmen on the bridge grip their heads in agony as the red lights penetrate their heads and bodies. They stagger about in pain and eventually crumple to the floor, succumbing to the attack.

INT. IMPERIAL BATTLESHIP

The scene is repeated throughout the ship as crewmen writhe on the decks and cry out in pain.

EXT. IMPERIAL BATTLESHIP IN SPACE

As the hull glows bright red, three small launches lift off and leave the Imperial Battleship behind in a vain attempt by a few crewmen to save their own lives. The launches streak off into space. In the confusion they are separated and all head off in different directions.

INT. IMPERIAL BATTLESHIP - BRIDGE

The bridge crew writhe in pain and fall victim to the attack.

EXT. IMPERIAL BATTLESHIP IN SPACE

The great ship slowly spins out of control and falls towards the white, luminous planet. As it enters the atmosphere it glows red-hot and explodes in a spectacular fireball.

ROLL OPENING CREDITS

END OPENING CREDITS

EXT. SMUGGLING SHIP IN SPACE

A wedge-shaped smuggling ship streaks across a sparse backdrop of stars.

INT. SMUGGLING SHIP - COCKPIT

The smuggling vessel is piloted by the beautiful, irrepressible Stella Star and her mysterious companion Akton, an alien with unusual powers. Stella and Akton check instruments and adjust controls in preparation to assume orbit around an unknown planet.

EXT. SMUGGLING SHIP IN SPACE

The ship appears to level off and reduce speed as it approaches a bright brownish-yellowish-white planet.

INT. SMUGGLING SHIP - COCKPIT

Stella and Akton gaze wordlessly out the forward viewport at the starfield ahead of them. Stella reaches down and adjusts a few minor controls.

EXT. PATROL SHIPS IN SPACE

Hot on the trail of Stella's ship, two Imperial police vessels skim past the brown/white planet. The smaller ship is streamlined, with the look of a real hunter-killer. The larger ship, a cruiser of some sort, has a flat, diamond-shaped forward hull and a massive drive section made up of three vertical diamond-shaped fins.

INT. SMUGGLING SHIP - COCKPIT

Akton gazes out the viewport, strangely detached and serene. An alarm buzzer sounds and he looks down to check an instrument panel. Stella looks on as he checks a small sensor viewscreen, which shows the two Imperial patrol ships closing on them

AKTON

Aha, looks like the cops.

EXT. PATROL SHIPS IN SPACE

The two ships speed along against a backdrop of multicolored stars and random planets in pursuit of Stella and Akton.

INT. SMUGGLING SHIP - COCKPIT

A bald-headed stocky man with pale blue skin appears on the viewscreen.

THOR

As Thor, Chief of the Imperial Police, I order you to surrender at once.

Akton glances at Stella with a knowing half-smile.

EXT. SMUGGLING SHIP IN SPACE

The wedge-shaped vessel turns and prepares for evasive maneuvers.

INT. SMUGGLING SHIP - COCKPIT

The face of a robot appears on the viewscreen. His optical sensors form semi-threatening slits on either side of his domed black head.

L
 Stella, you cheap smuggler! I
 am Police Robot L. You have
 the right to remain silent...

EXT. SMUGGLING SHIP AND PATROL SHIPS IN SPACE

The two police vessels continue to chase Stella's ship, gaining on the two smugglers.

INT. SMUGGLING SHIP - COCKPIT

STELLA
 Go for hyperspace!

EXT. SMUGGLING SHIP IN SPACE

The ship makes a wide swing as though to find the right course, and launches into the red blur that is hyperspace.

INT. SMUGGLING SHIP - COCKPIT

Stella and Akton work the control panel as the blur of hyperspace streaks past their forward viewport.

STELLA
 Let's hope this star-buggy
 stays together! What's our
 chances?

Akton continues to gaze forward with the same serenely detached yet confident and strangely energetic look.

AKTON
 Forty percent total
 disintegration, thirty percent
 molecular ignition, twenty
 percent gamma contamination.

STELLA
 You're very reassuring. I
 assume that means we have a ten
 percent chance of making it.

AKTON
 Not really. Three percent
 structural collapse, two
 percent...

STELLA
All right, all right. Just get
ready to re-enter normal space.

Stella and Akton continue to deftly operate the
ship's controls.

AKTON
Ready when you are!

EXT. SPACE

The red blur of hyperspace fades away.

EXT. SMUGGLING SHIP IN SPACE

The ship sails clear, into normal space and it's
panorama of multicolored stars.

INT. SMUGGLING SHIP - COCKPIT

STELLA
We've done it, we've done it!

AKTON
Not quite. Look! A neutron
star!

EXT. SPACE

A neutron star looms ahead, its luminous greenish
form beginning to fill the view.

INT. SMUGGLING SHIP - COCKPIT

STELLA
If it gets a hold on us it will
crush us!

EXT. SMUGGLING SHIP IN SPACE

The ship careens toward the green bulk of the
neutron star.

INT. SMUGGLING SHIP - COCKPIT

Akton and Stella work the controls furiously as
rippling energy discharges from the neutron star
blur the forward view.

STELLA

Prepare to release aft power stage.

AKTON

Eject! Eject!

Stella frowns and grimaces in an oddly sensual expression as she activates the release mechanism.

EXT. SMUGGLING SHIP IN SPACE

The forward one-third of the triangular craft shoots forward and slides free of the aft power stage.

EXT. SPACE - NEUTRON STAR

The aft power stage, now a truncated triangle, falls uncontrollably toward the surface of the neutron star.

INT. SMUGGLING SHIP - COCKPIT

STELLA

Ha ha! We made it!

AKTON

Ha ha! All right! We made it!

EXT. SPACE AROUND NEUTRON STAR

The now smaller, more compact, and faster craft hurtles triumphantly away from the glowing green orb that is the neutron star.

INT. SMUGGLING SHIP - COCKPIT

STELLA

Plot us a new course so that cop can't find us.

AKTON

Even as you speak, it's been taken care of.

Akton pushes a switch on the command console. He and Stella look out the forward viewport.

AKTON

There's the border of the
Haunted Stars. If we traveled
one second further we would
have wound up right beside
them.

STELLA

What in the universe is that?

The image of a drifting craft appears on one of the
sensor scopes.

STELLA

Oh! It's a spaceship!

AKTON

No, it's a launch!

STELLA

Their power's totally down.
Maybe they're wounded, too weak
to send a signal. I'm going to
have a look.

She turns and leaves the cockpit area.

EXT. SMUGGLING SHIP AND LAUNCH IN SPACE

The now-familiar form of the smuggling ship hangs
in space next to the derelict launch.

INT, SMUGGLING SHIP - COCKPIT

Akton looks on with concern as Stella, now clad in
a transparent space suit, attempts a spacewalk over
to the derelict launch. He monitors her progress
visually and on the sensor scope.

EXT. DERELICT LAUNCH IN SPACE

AKTON

(Over intercom)

What's the radiation level?

STELLA

(Over intercom)

Normal. The hull isn't
damaged. I'm going inside.

INT. DERELICT LAUNCH - HALLWAY

Stella walks down the hallway in her spacesuit, working her way slowly through the launch. It appears to be deserted. The interior remains well-lit, with a red alert alarm continuing to sound faintly in the background accompanied by red flashes from the launch's emergency lighting system.

INT. SMUGGLING SHIP - COCKPIT

AKTON

Is everything all right?

He monitors her progress on the scanner screen, which is relaying the image from the launch as Stella continues exploring.

STELLA

(Over intercom)

Yes. Wait a minute, there's someone here!

INT. DERELICT LAUNCH - HALLWAY

As Stella reaches the end of the corridor it opens into a larger chamber. Lying on the floor is what appears to be the body of an Imperial crewman. The entire room is bathed in the red glow of emergency lighting.

INT. SMUGGLING SHIP - COCKPIT

Akton continues to monitor Stella's progress.

INT. DERELICT LAUNCH - CONTROL ROOM

Stella carefully steps into the room and around the body, kneeling to check for signs of life. The man on the floor is in his early thirties, a mid-level officer from the Imperial Battleship. Stella lifts his head. His face is covered with several days' growth of whiskers. As she lifts his head his eyes open and look at her without actually focusing.

STELLA

He looks like he's hurt pretty bad, but he's alive. I'll try to get him back to the ship.

INT. SMUGGLING SHIP - COCKPIT

AKTON

I'll help you bring him aboard.

INT. SMUGGLING SHIP - SICKBAY AREA

Stella and Akton stand over their patient, who lies on a table/bed muttering "Terrible, horrible" over and over.

AKTON

He's dehydrated, suffering from exhaustion.

STELLA

But the launch was full of supplies, everything he could have needed.

AKTON

He's also in shock. He keeps talking about monsters - red monsters.

As Akton speaks, the rescued crewman turns his head to look up at Stella and Akton.

AKTON

He wants us to alert someone, urgently.

STELLA

Who?

AKTON

The Emperor of the First Circle of the Universe.

Stella and Akton both look down at their patient curiously. Akton notices an insignia on the man's cuff, and lifts his arm to show Stella.

AKTON

It's the emblem of the chief officers of the Imperial Navy. I'd say red-hot potatoes for small-time smugglers on the run like us.

Stella nods her agreement.

STELLA

Well, what do we do?

L
 (Over comm speaker)
 You go to prison, Stella Star!
 Your leap through hyperspace
 didn't fool us. Your friction
 trail was easy to follow.

L chuckles with glee at finally capturing Stella.
 Thor's face replaces L's on the viewscreen.

THOR
 You are completely surrounded
 by fighterships.

EXT. SMUGGLING SHIP IN SPACE

Three small fighters move into position around
 Stella's ship, appearing to cut off any escape
 route.

INT. SMUGGLING SHIP - SICKBAY AREA

STELLA
 (Defiantly)
 This time you've won. We
 surrender.

THOR
 (Over viewscreen)
 There won't be a next time,
 Stella Star.

EXT. SMUGGLING SHIP

Stella and Akton are visible through the front
 viewports of the ship. They are still in their
 seats in the cockpit.

AKTON
 Don't worry. We'll get out of
 this.

EXT. SPACE

Alone in the immense starfield is the secret space fortress of the evil Count Zarth Arn. The bulk of the station is a rectangular monolith of steel. Five oddly shaped towers extend upward. One of the towers is along the short end of the rectangle, and the other four form a row down one of the long sides. The towers are thin and appear to be jointed, and are pointed at the end. The fortress has been built to resemble a giant hand in space.

INT. SPACE FORTRESS - CONTROL AREA

Elric, one of Count Zarth Arn's loyal officers, makes his way down a flight of metal steps and across the crowded control room. The control room is bustling with activity as Elric makes his way past the control stations to a small observation platform.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

Count Zarth Arn stands contemplating the stars through a series of magnificent windows. His back is turned, but he turns to meet Elric as he approaches. Zarth Arn is a thoroughly evil-looking presence, dressed in a shiny black uniform and red cape.

ELRIC

My lord!

ZARTH ARN

Yes, what is it Elric?

ELRIC

They found one damn survivor!
Right now the Imperial shuttle-
ship is taking him to their
medical center, but his brain
appears to be thoroughly
damaged. He will be no help to
them to find the ship.

The Count nods. Elric turns and leaves his master's presence. Zarth Arn takes a few steps down off the observation platform towards the control room area.

ZARTH ARN

Come to me, golems!

A command chair rotates to one side, and two silvery mechanical beings rise up out of the floor. They are armed with swords and make a metallic chittering sound, like the chirping of a colony of insects.

ZARTH ARN

I have a simple task for you.
You must not fail me.

The golems nod and chirp their acknowledgement.

EXT. SPACE AROUND IMPERIAL PLANET

A space station of some sort hangs in orbit above a pearly white planet. This is where Stella and Akton have been taken following their arrest by the police.

INT. IMPERIAL JUSTICE COURT

The face of the judge fills a viewscreen that dominates one end of the courtroom. The judge appears as an oddly-shaped disembodied head suspended in some sort of liquid. It has bizarre tentacle-like appendages that it gestures with as it pronounces the sentences.

JUDGE

(Over viewscreen)

...therefore, the great machines of the Central Operating System of Imperial Justice sentence you, Akton of Ninth Vega to 220 years hard labor in the prison planet of Sekhon the Third. As for you, Stella Star, having considered all the arguments, studied all the videotapes, the accusations, we condemn you to forced labor for life in the penal colony of Nocturne the Second. This session is hereby adjourned.

EXT. NOCTURNE THE SECOND - OUTSIDE OF PRISON - DAY

The Imperial prison on Nocturne the Second rises like an imposing pyramid set against a dark, cloudy sky.

INT. PRISON

Stella and a group of prisoners work transferring spheres of radium into a furnace. Groups of four prisoners each carry great glowing whitish spheres on stretcher-like assemblies across a raised walkway and drop the spheres into a glowing, smoking circular hole in a platform.

WARDEN

Throw the radium in the furnace! Careful now! Move faster! Move! Let's go! Will you step it up? Here, you can move faster than that! Careful with that radium! When you move, move down those stairs! Throw it in the furnace! I tell you! Where do you think you are? WE haven't got all day!

GUARD

All right! Five minutes of rest. Move quickly now! Prisoners get back to their posts! Let's go!

WARDEN

Come on, quickly now! Let's go!

Stella and two of her fellow prisoners retreat to their designated corner. One of Stella's companions is a man, the other is a woman. Both are approximately middle-aged and show the wear of years of this kind of heavy labor.

STELLA

I've been at this for twelve straight hours! The radiation will burn my skin off! We're not slaves!

MALE PRISONER

You's better work if you don't want a taste of the burning of their energy whips too.

STELLA

But there must be a way to escape!

WOMAN PRISONER

There will be a way. You know, blowups happen. If we could only succeed in over-feeding the furnace...

STELLA

But overfeed it with what?

MALE PRISONER

Energy.

STELLA

Then a gun ray could be enough...

A guard overhears their conversation and approaches, threatening Stella.

GUARD

Planning an escape? This is what you're going to get, lady!

The guard swings his shock club at Stella. They grapple and she eventually knocks the club out of his hand. He is sent staggering into the woman prisoner, who grabs the laser pistol hanging from his belt. She hesitates, flinches, and fires the pistol, scoring a direct hit on the guard and killing him instantly. A guard on a catwalk overlooking the scene fires his laser rifle, killing the woman prisoner. The entire prison yard is now in chaos, with extra guards running in to re-establish control. The male prisoner grabs the laser pistol that the woman prisoner dropped when she was killed. He kills the guard who killed the woman prisoner. A firefight ensues, with some of the other prisoners overpowering guards and taking weapons. Stella sees a discarded laser rifle lying on the ground. She grabs it and sneaks away in the chaos. A guard gets a bead on the male prisoner and shoots him. As the male prisoner dies he squeezes off one more shot which hits the main furnace. The furnace glows bright red. A brilliant flash fills the prison area.

EXT. - NOCTURNE THE SECOND - OUTSIDE OF PRISON - DAY

The entire prison explodes from within as the blast from the radium furnace destroys the entire structure.

EXT. - NOCTURNE THE SECOND - DAY

Stella runs through a field of tall grass-like plants, the explosion of the prison still clearly audible in the background. She comes to an opening in the grass which proves to be a wide sandy beach leading to an ocean in the background. A ship descends from a clear blue sky. It is vaguely insect-like in appearance. It sets down on the sand on three legs and lowers a boarding ramp. Stella approaches warily and slowly makes her way up the ramp.

INT. SCOUTSHIP - CORRIDOR

Stella, rifle at the ready, makes her way down a glistening white corridor with eerie pink lighting. She slowly makes her way forward to the control room

INT. SCOUTSHIP - CONTROL ROOM

Stella enters cautiously, inspecting her surroundings as she goes. She takes note of the various instruments and controls as she walks by. She goes forward of the pilots' chairs to investigate a control panel when she is stopped cold by a voice from one of the pilots' chairs she has just passed. A hand rises up holding a laser pistol pointed directly at Stella's back.

THOR

You can drop the rifle ray.

Stella places the rifle in a crew chair

THOR

Now, turn around...

Stella does so, coming face to face with her old adversary Thor.

STELLA

You!

THOR

I bet you never expected to see me here.

L enters the control room to stand behind Thor's chair.

STELLA

And you too!

L
 Poor Stella, your escape
 efforts have been wasted.

STELLA
 OK, I've lost again.

L
 We were sent to free you! Your
 sentence has been cancelled.

STELLA
 Have you both gone mad?

L
 I only have logic and emotion
 circuits. No room for
 craziness. We all have been
 assigned to a top-secret
 Imperial mission. We must now
 leave and set Akton free!

INT. PRISON ON SEKHON THE THIRD - RECEIVING AREA

Akton comes up through the floor on an elevator
 platform as Stella looks on, under the watchful eye
 of several guards. The warden is seated in a
 control chair.

WARDEN
 There - he is yours. My gift
 to you.

Akton crosses over to where his friend awaits.

AKTON
 Would I lie to you?

Stella shakes her head, but cannot hold back a
 grin.

EXT. SCOUTSHIP IN SPACE

The vaguely insectoid form of the scoutship rushes
 by.

INT. SCOUTSHIP - CONTROL ROOM

Stella and Thor sit at the pilot stations while
 Akton and L stand behind them. Stars rush by the
 forward viewports.

EXT. SCOUTSHIP IN SPACE

The small ship continues to rush along on its journey.

INT. SCOUTSHIP - CONTROL ROOM

L
(Pointing)
Look! It is the Imperial
Flagship!

Stella looks on in surprise and awe.

EXT. IMPERIAL FLAGSHIP IN SPACE

As the scoutship approaches, the Imperial Flagship fills the view. Some of its lines seem to echo sailing ships of a bygone era, like the great galleons. It is a gleaming gold in color. It has high, majestic looking control towers. The two ships continue to close on each other, eventually matching speed and course.

INT. SCOUTSHIP - CONTROL ROOM

Stella looks on in wonder, then looks over her shoulder to check Akton's reaction. Thor sits in the seat next to her with an expression that seems to reflect quiet pride.

EXT. IMPERIAL FLAGSHIP IN SPACE

The sheer mass and grace of the Imperial Flagship fills the view.

INT. SCOUTSHIP - CONTROL ROOM

L
Akton, you are going to meet
some real royalty.

EXT. SHIPS IN SPACE

The two ships come to a halt relative to each other.

INT. SCOUTSHIP - CONTROL ROOM

As Stella, Akton, L, and Thor continue to look forward, a semi-transparent form begins to take shape behind them. It is a man in late middle age who wears fine robes and a gold breastplate. L is the first to turn and notice the hologram.

L

He's here! There is his
holographic image!

The others turn to join him, facing the hologram.

THOR

His Highness, the Emperor of
the First Circle of the
Universe!

EMPEROR

I've come to you because my
faithful robot, L, has told me
that you are the only one who
can save us. You know, you
must be the best pilot in the
galaxy and you, Akton, the best
navigator. Stella, our galaxy
is split into two warring
factions: our own, and the one
ruled by the evil Count Zarth
Arn, from the League of the
Dark Worlds. Recently we have
begun to receive troublesome
reports from our spies among
the League. They have informed
us that the Count has created a
weapon, a new, limitless
weapon, a weapon so vast, so
huge, that it would take a
whole planet to conceal it.
That is why we sent the mission
ship.

STELLA

Did they find the planet?

EMPEROR

The ship came so close, so close to discovering the Count's secret, when it was suddenly attacked by a horde of unknown monsters. We had assumed it was destroyed, we had lost all hope, until you found the launch from that ship. And now, with the utmost secrecy, you must sail through the Haunted Stars. You must find that ship, find the Count's secret planet, and destroy it.

The Emperor turns as if to go, and then turns back to face the group.

EMPEROR

There's something else. When you complete the mission, search for the commander of that missing ship. He was my only son.

The hologram fades out as the group looks on.

EXT. IMPERIAL FLAGSHIP IN SPACE

The majestic Imperial ship slowly recedes as the scoutship pulls away to start the mission.

INT. SCOUTSHIP - CONTROL ROOM

Akton, using the mysterious electromagnetic powers of his race, creates a series of light waves and designs above the palm of his hand as he talks.

AKTON

The first possibility is the Origa system, also known as the Worlds of Sleep. But this system is still within our galaxy, and we should have found it by now. The same also applies to the white sun of Ozen. So only the third possibility remains. The heart of the Haunted Stars - an unknown planet named Uranus.

L
Well, shall we begin our
search?

THOR
Let's go!

They all move to their departure stations.

STELLA
The distance we must travel is
enormous. By using hyperspace,
what would normally take to
months to reach, we should do
in two hours. Everything
ready?

THOR
Ready.

STELLA
Right.

EXT. SPACE - HYPERSPACE EFFECT

A blur of stars flashes by as the ship enters
hyperspace.

INT. SCOUTSHIP - CONTROL ROOM

L
(To Akton)
Every time I go into hyperspace
I get nervous.

The flash of hyperspace rushes by the two forward
viewports. Stella watches with a look of
determination on her face.

EXT. SPACE - HYPERSPACE EFFECT

The blur of stars continues to rush by.

STELLA (V.O.)
Prepare for re-entry to normal
space.

INT. SCOUTSHIP - CONTROL ROOM

Thor looks on as the ship prepares to exit hyperspace. The blur of hyperspace fades from the forward viewports and is replaced with the familiar multicolored stars of normal space.

STELLA

We've arrived.

Akton strides forward to look out the viewports.

EXT. SCOUTSHIP IN SPACE

The ship races along amongst the stars.

INT. SCOUTSHIP - CONTROL ROOM

Akton continues to look out the forward viewports.

EXT. SCOUTSHIP IN SPACE

The ship approaches a yellow-white planet.

INT. SCOUTSHIP - CONTROL ROOM

Akton turns back to face his comrades.

AKTON

It's not very far from here.
You can reach it by using the
space shuttle.

He gestures to an image of the planet on a monitor.

AKTON

Thor and I will wait for you
there, hidden in that canyon so
that we're ready in case of
another attack of the Count.

THOR

That sounds fine with me.

STELLA

Is there air out there?

AKTON

Yeah. Yeah, you can breathe...

STELLA

All right, let's go.

L

Follow me.

Stella and L head for the entrance to the shuttle pod.

L

I'm sure you can operate the shuttle, the controls are easy. Watch your step right here.

L and Stella enter the shuttle pod. Stella waves over her shoulder to Akton and Thor.

STELLA

Take care!

The pod moves forward into launch position.

AKTON

You all right?

STELLA

(Over intercom)

You bet. Let's go.

The blast door closes behind the pod and L and Stella depart for the planet's surface.

EXT. AMAZON PLANET - OCEAN - DAY

Stella and L race along in the shuttle pod as it skims the surface of the water.

L

Don't you think we're a little low? I haven't been programmed to walk on water. Oh, me. Water makes me so nervous.

STELLA

Everything makes you nervous! Look! It's the launch. Let's land.

L

OK, take it in easy. Shuttle to starship, we are landing now.

AKTON

(Over intercom)

Roger, out.

EXT. AMAZON PLANET - BEACH - DAY

The pod comes in for a landing on the shore. There is a narrow strip of sandy beach backed by high rocky cliffs.

L
My seatbelt's stuck.

STELLA
(Impatiently)
Oh L, come on.

L
Take it easy, I'm coming.

Stella and L exit the pod and begin to investigate.

L
Would you look at that!

STELLA
Amazing! It's almost buried.

Stella and L are approaching the crashed launch. Only the massive engine ports are visible sticking out of the sand.

L
The impact was tremendous. I doubt if anyone could have survived. The nuclear exhaust ports have been gutted by fire.

STELLA
We'd better look around.
What's that?

L
I don't know!

The pair approach a strange metal rod lying on a rock outcropping. It is bent and broken from heavy use.

STELLA
Seems to be a planetary artifact.

L
Well, it certainly is an antique.

STELLA
Looks like some sort of laser spear.

L

This planet is inhabited! We must be very careful. We are in the evil Count's domain.

STELLA

These stars are extremely far and remote, even for him. Probably they've set up a fully independent kind of civilization.

L

We're wasting time. We better start looking for the missing crew.

STELLA

Come on, let's go this way.

L

Look!

A group of figures mounted on horseback comes out from behind a bend in the shoreline.

L

I hope they're friendly.

STELLA

We'll soon find out.

L and Stella stand and wait patiently as the riders approach. They are a squad of three Amazon warriors. Their horses are bedecked with strange orange drapings. The women wear short tunic/dresses trimmed with leather straps.

INT. AMAZON FORTRESS - QUEEN'S CHAMBER

The Queen of the Amazons watches on a viewscreen as Stella and L approach her warriors. She is dressed in a gold breastpiece and loin covering, with a royal robe in red draped over her shoulder. Her hair is dark brown and shoulder length. Fire flashes in her brown eyes.

QUEEN CORELIA

Take my revenge. Kill them.

She smiles with pleasure at this thought.

INT. AMAZON FORTRESS - CORRIDOR

Stella and L are escorted into the Amazon lair by four warriors. They pass by a wall with two tiers of high windows. Suddenly another Amazon bursts through the doorway in front of them and opens fire.

AMAZON WARRIOR

Die, robot!

L is hit by a brilliant bolt of blue light. He groans loudly and sinks to the floor, surrounded by a cloud of smoke.

STELLA

L!

AMAZON WARRIOR

We want her alive!

STELLA

You'll pay for this! All of you!

A melee ensues. Stella appears to be getting the best of her attackers when four more Amazons run in. They are heavily armed. Two enter the room from the doorway in front of Stella, and two enter from behind. They all carry laser weapons which aim directly at Stella.

AMAZON SQUAD LEADER

Stop! There is no escape!

Stella turns to flee and sees the Amazons behind her, armed with laser spears like the one L and Stella found on the beach. Stella struggles a bit as two Amazons grab her and shove her towards the Queen's chamber.

STELLA

Take your hands off of me! Let me go!

As Stella and the other women leave, L is left behind, lying motionless on the ground. A laser pistol lies not far from his outstretched hand. Suddenly his fingers start to twitch.

INT. AMAZON FORTRESS - QUEEN'S CHAMBER

Stella is dragged into the Queen's audience chamber. The room is roughly round in shape, with high ceilings and walls with two tiers of large windows. A ring of the fiercest Amazon warriors surrounds the throne and the open floor in the center of the room.

STELLA

No! Get your hands off me!
Let me go!

The warriors drag Stella into the center of the circle. They hold her and force her to stand and face the Queen.

AMAZON SQUAD LEADER

Queen Corelia, this is the spy we captured. She came through the Forbidden Sea.

QUEEN CORELIA

You're a spy? As the men in the launch were too. But nothing is going to stop the Count anymore. Even if you had passed by this world you'd never be able to discover the Count's planet. Two packs of murdering guardians are there to watch and protect it from intruders. And now, put her into the mind-probe.

STELLA

No! No!

Stella struggles with the Amazon warriors holding her arms. Suddenly, L bursts through the door armed with a laser pistol.

L

Hold it right there!

Stella beams at the sight of her compatriot.

STELLA

L!

L grabs Queen Corelia and holds her by an arm, his laser pistol pointed at her at very close range.

L

Release her or I'll blast your queen. I mean it!

The Amazons immediately release Stella and she joyfully runs over to join L.

L
Come on now. Don't you people
move or you're dead!

L and Stella back toward the main doors. L continues to pull Queen Corelia along by one arm.

L
Give me any trouble and I'm
going to clean out your sinuses
real good, lady! Now, you
stand there!

L and Stella have backed out completely through the door. L releases his grip on the Queen but keeps his gun trained on her.

L
(To Stella)
Quick, close the door!

(To Queen Corelia)
Don't you follow us, now!

Stella hits a control and the metal doors close automatically. As soon as they are completely closed the Queen jumps back into action.

QUEEN CORELIA
Stop them! Stop them!

A number of Amazon warriors run to obey the Queen's command.

INT. AMAZON FORTRESS - CORRIDOR

An eerie red glow lights the hallway as Stella and L run to make their exit. Two Amazons block their path but L blasts them both before they or Stella have time to react. They vanish into thin air after being hit with the white bolts of L's disintegrator pistol.

STELLA
Behind you!

A lone Amazon is behind them. She gets off one shot which harmlessly impacts on a wall before L blasts her out of existence.

L
Come on, let's go!

STELLA

L, you're terrific! I didn't
know you had it in you!

They round a corner and continue down another
corridor until they reach a set of heavy double
doors. The doors do not open as they approach.
Stella and L search for a means to open the doors.

STELLA

Where's the release mechanism?

L

It's jammed! Take cover!

Stella runs back to hide behind the corner they
just turned. L follows her and braces himself,
pointing his gun at the stubborn doors.

L

Here goes the last shot - full
power!

He fires, and the doors explode in a shower of
sparks and flames, revealing sunlight beyond.

L

Come on, let's go! Hurry!
Hurry!

Stella and L pick their way through the rubble and
make their escape.

INT. AMAZON FORTRESS - QUEEN'S CHAMBER

Queen Corelia has turned her attention back to her
viewscreen/comm screen. It shows a giant metallic
robot awaiting her command. The robot is quite
unmistakably built in the image of a female. It is
armed with a huge sword.

QUEEN CORELIA

Guardian! Take my revenge!

Blue bolts of light shoot from her eyes to the
image of the Guardian.

QUEEN CORELIA

Kill them!

EXT. AMAZON PLANET - BEACH - DAY

Stella and L run along the sandy beach with high, rocky cliffs in the background. Looming behind them, seemingly with one foot on the beach and one foot in the ocean, is the Guardian. The Guardian slowly comes to life, moving its arms a bit to loosen up before starting in pursuit of Stella and L. When it starts to move its footsteps are thunderous. Stella hears the footsteps and turns back to look.

STELLA

Look!

L

Whoa! Run for your life!
There! That narrow passage in
the rocks!

L and Stella take off running towards the rocks.

L

Come on, Stella! Run!

The Amazon Guardian lumbers along in pursuit. As they near the rocks, L is getting ahead of Stella.

STELLA

Hurry!

The Guardian hurls its massive sword at the two. L makes it safely into the passage, but the sword blocks the opening like a blast door slamming into place, cutting Stella off before she can get there. She turns to face the Guardian, trying to figure out which way to dodge or run. She commits to a course and almost immediately trips in the sand and falls to the ground. The Guardian bends down as though to try to grab Stella in its massive hand.

STELLA

No! Oh, L!

Back at the rock passage, L manages to push the massive sword over so that he can escape and come to Stella's aid. He runs over to where she has fallen in the sand.

STELLA

Oh, L!

The two look up at the Guardian, trying to discern their fate. As they look up they see the familiar form of the scoutship come into view behind the Guardian. A few well-placed laser blasts from the ship and the Guardian begins to stagger and fall.

L

We better move! The Amazon air fighters will be here soon!

L helps Stella to her feet and they watch as the Guardian goes through its death throes.

L

Quick! To the ship!

EXT. SPACE ABOVE SURFACE OF AMAZON PLANET

The scoutship races away from the planet. Two flight groups of three fighters each follow in hot pursuit. The fighters are small and stubby with low-slung, swept-back wings.

INT. SCOUTSHIP - COCKPIT

STELLA

They're attacking!

She slides smoothly into the pilot's seat.

L

I'll man the laser cannon!

Akton climbs into a seat behind a large console.

AKTON

Spectra seven - fire!

The enemy fighters rush past on the viewscreen.

EXT. SCOUTSHIP IN SPACE

The scoutship streaks across the starfield followed by Amazon fighters.

INT. SCOUTSHIP - COCKPIT

STELLA

OK. Get ready. Here they come.

A viewscreen shows the enemy fighters in formation, closing fast. Red laser bolts hurtle towards the scoutship.

THOR

Power is up to full battle speed.

EXT. SHIPS IN SPACE

STELLA (VO)

Hard lateral right!

The scoutship makes an evasive maneuver as a flight of three fighters makes an attack run firing their lasers. Another flight of two fighters makes a pass from a different angle.

INT. SCOUTSHIP - COCKPIT

Akton watches a monitor intently. Five ships flying in formation are closing on the scoutship. Stella hits a control, keeping her eyes on the forward viewports.

STELLA

(To enemy fighters)

You. Why don't you come back now?

A fighter hurtles past the forward viewport, firing as it passes.

AKTON

Here they come. Spectra 3.

EXT. SHIPS IN SPACE

Multiple fighters streak across the stars. The scoutship charges into the fray and destroys two enemy fighters with well-aimed blasts from the laser cannons.

INT. SCOUTSHIP - COCKPIT

STELLA

All right, we've got them!

EXT. SHIPS IN SPACE

Another fighter zooms by on an attack run. The scoutship maneuvers for position.

INT. SCOUTSHIP - COCKPIT

AKTON

Fire! Fire!

The explosion of an enemy fighter fills the viewport.

AKTON

Yeah!

STELLA

One more! There's one more!

EXT. FIGHTERS IN SPACE

Three Amazon fighters fly by in battle formation

INT. SCOUTSHIP - COCKPIT

THOR

We've got 'em. Watch out on the right.

EXT. SPACE

A single fighter hurtles past.

INT. SCOUTSHIP - COCKPIT

STELLA

More to the left!

A single fighter flies past the viewport, firing a storm of laser bolts.

EXT. SCOUTSHIP IN SPACE

The scoutship hurtles by, firing laser bolts from the main cannon in its nose. The laser bolts fly harmlessly past the onrushing fighters.

INT. SCOUTSHIP - COCKPIT

THOR
Steady, then, fire five! Then
six!

AKTON
Fire the laser cannon, robot!
Fire!

EXT. AMAZON FIGHTER IN SPACE

The onrushing enemy fighter is hit by a series of laser bolts and explodes in a shower of sparks.

INT. SCOUTSHIP - COCKPIT

AKTON
Yeah! Ha ha!

STELLA
We got it!

A single enemy fighter makes a sharp dive across the viewscreen. It fires its laser cannons as it makes its attack run.

EXT. SCOUTSHIP IN SPACE

The scoutship hurtles along. Two laser bolts appear to hit it but have no apparent effect.

INT. SCOUTSHIP - COCKPIT

THOR
We're holding...

EXT. SPACE

The scoutship and the remaining enemy fighter charge back and forth across a backdrop of multicolored stars, exchanging laser bolts and jockeying for position.

INT. SCOUTSHIP - COCKPIT

STELLA
Now!

AKTON

Three ships, approaching from
the right! Fire!

EXT. SPACE

The lone remaining enemy fighter continues to engage the scoutship. Finally it is hit by a laser blast and explodes.

INT. SCOUTSHIP - COCKPIT

THOR

All right. We've won. We did
it.

EXT. SCOUTSHIP IN SPACE

The scoutship continues on, heading into the distance.

INT. SCOUTSHIP - COMMAND AREA AFT OF COCKPIT

Akton and Stella walk forward along a lighted bulkhead. They reach a computer station where they are joined by L and Thor.

AKTON

I found the positions to both
the third launch and the mother
ship. The mother ship is
closest, so we'll check it out
first.

He touches a control, and a star map appears. On a monitor

AKTON

It's here. On the third planet
of the next solar system.

STELLA

I've never been there. What's
it like?

AKTON

Red fogs, high winds, low gravity. The air is breathable and the atmospheric conditions are stable. However, the entire planet is covered with ice and snow. And you must be extremely careful when the sun sets. The temperature drops thousands of degrees, and in an instant everything freezes over.

EXT. ICE PLANET - DAY

The forbidding frozen landscape of the ice planet stretches out as far as the eye can see. The small figures of Stella and L make their way across the ice and snow as they approach the wreckage of the Imperial Battleship. The two adventurers look over the scene, including several bodies in the snow.

L

What a terrible crash. No one could have survived

Stella shakes her head in disbelief and sadness.

STELLA

Do you see any sign of the Emperor's son?

L

If he's in the middle of all this I don't even know if his own mother would recognize him.

STELLA

Then it's all over. There's no hope of ever finding the Count's secret fortress.

L

(Hopefully)

There's still the third launch.

Stella shakes her head.

STELLA

It's probably lost out in the stars - who knows. Anyway, it's useless to raise false hopes. It's been too long and this galaxy is wild and hostile. Come on, L, let's get back to the ship.

L

We'd better hurry. We've run out of time, and our power pack reserves are nearly finished.

STELLA

Let's get rid of them. It's going to be a long walk back.

They drop the spent power packs to the ground.

STELLA

My feet are already cold.

EXT. ICE PLANET - LATER

Stella and l continue across the landscape, trudging along a ridge of ice and snow. The wind whips about them.

L

It's times like these that I'm glad to be a robot.

They continue on.

INT. SCOUTSHIP - COCKPIT

Akton lounges in a command chair, amusing himself by projecting multicolored energy beams and fields in different patterns from the palm of his hand.

SHIP'S COMPUTER (OS)

What's the matter with you, Akton?

Akton stops his playing and turns to look. He smiles, gets up from his seat, and goes over to address the computer. The computer is a glowing mass six feet in diameter in the center of the forward area of the cockpit, shaped like a human brain.

AKTON

Well, I'm just refining my powers.

He begins to "pet" the "brain," and speaks to it in a condescending manner.

AKTON

And what's your problem, ship's computer, huh?

SHIP'S COMPUTER

Is everything all right with Stella and L?

AKTON

(Laughs)

I'm not worried about them.
I'm just waiting.

Suddenly, a metal rod smacks Akton across the back of the head and neck. Thor swings again, and Akton crumples to the floor.

THOR

Your waiting's over.

Thor turns and walks to a communications console. He touches a few controls, and the face of Count Zarth Arn appears on the viewscreen.

ZARTH ARN

(Over viewscreen)

Hmmm. At last, Thor, you have some good news for me?

THOR

Yes, Excellency. I've killed the alien Pathfinder and taken over the ship.

ZARTH ARN

(Over viewscreen)

What of Stella Star and that tin policeman?

THOR

This planet will take care of them, Excellency.

ZARTH ARN

(Over viewscreen)

Good. And I await your immediate arrival.

EXT. ICE PLANET - DAY

Stella and L continue their trek across the barren wasteland.

STELLA
L, how much farther?

L
We should be close - just a few more radians.

INT. SCOUTSHIP - COCKPIT

Thor is seated at the pilot's console, operating controls. He slowly rises from his seat, a perplexed look on his face.

THOR
Ship's computer, why aren't the main engines firing?

SHIP'S COMPUTER
There is a malfunction.

THOR
A malfunction? Where?

SHIP'S COMPUTER
I am not programmed for this malfunction.

EXT. ICE PLANET - DAY

Stella and L continue to walk across the frozen landscape.

INT. SCOUTSHIP - COCKPIT

Thor frantically tests electronic components and circuits in an attempt to find and fix the malfunction.

EXT. ICE PLANET - SCOUTSHIP - DAY

Stella and L finally reach their destination. They wave their arms and Stella yells to attract attention.

STELLA
Akton! We're here!

INT. SCOUTSHIP

Thor hears Stella's cries and turns to look. He walks over to the communications console. L and Stella appear on the screen.

L

(Over viewscreen)

Akton! Thor! Let us in! The sun is setting!

THOR

That is exactly why I'm not letting you in. Soon you'll be dead, and I'll be gone from this planet.

STELLA

(Over viewscreen)

Have you gone crazy? Open this hatch!

THOR

No!

STELLA

(Over viewscreen)

Where's Akton?

THOR

Akton is dead. And I am leaving to join Count Zarth Arn as the Prince of the League of Darkness!

He terminates the connection and goes back to preparing the ship for departure.

EXT. ICE PLANET - SCOUTSHIP - LATE AFTERNOON

Shadows are lengthening as Stella and L mill about, trying to keep warm.

L

Thor a traitor! I cannot believe it. I can not trust my own logic circuits anymore!

STELLA

He fooled me too. It's no use, we're going to freeze!

L
 Maybe not. Maybe I can save
 you. Let's stop here. Now you
 lie down in the snow, face up.

STELLA
 (Unsure)
 OK.

Stella eases to the ground and sits in the snow. L
 does the same beside her. Stella lies on her back.

L
 Now give me your hand so I can
 monitor your temperature.

Stella reaches across to L.

L
 I can use my energy to keep
 your heart working. You will
 be in a state of suspended
 animation.

STELLA
 L, as an opponent I always knew
 you were programmed to never
 give up, which was infuriating.
 But now that quality must
 be...best. You're the most
 faithful companion a woman ever
 had.

L
 And I too respect you, Stella.
 You are the nicest human being
 I have known. Now, maybe, is a
 good time to use your ancient
 system of prayer - and hope it
 works for robots as well.

STELLA
 (Drifting off)
 Good bye, my friend.

L
 Good bye for now, Stella.

They both fade off into unconsciousness. They lie
 there throughout the night, as the snow accumulates
 around their bodies.

INT. SCOUTSHIP

Thor stands before the communications console. The viewscreen shows the face of Count Zarth Arn. He is not happy.

ZARTH ARN

(Over viewscreen)

You were expected here hours ago!

THOR

I've been delayed by a malfunction.

ZARTH ARN

(Over viewscreen)

I don't tolerate malfunctions or inefficiency in my realm! How long will the delay be?

Akton appears out of nowhere behind Thor. He reaches over and terminates the transmission.

AKTON

I think a very long time. You shouldn't try taking off without asking me first.

THOR

This time I'll make sure you're dead!

Thor takes a massive swing at Akton's head. Akton reels, staggers back, and then regains his footing. With a boot to the stomach and two quick blows Akton knocks Thor to the deck. As Akton moves in, Thor reaches up and gives a smashing kick. He jumps to his feet and bull rushes Akton. Akton spins and wrestles Thor to the ground. Akton gives Thor a kick to the head. Thor trips Akton who falls back on a medi-bed which is partly extended from its cocoon-like structure. Thor charges over and tries to crush Akton by slamming the bed into its cocoon.

They struggle for a few seconds and then a strange light flashes in Akton's eyes. He appears to gain greatly boosted strength and pushes Thor away. Akton jumps up with the look of a man possessed. He catches Thor's next blow and squeezes his fist in a vice-like grip. Fear flashes on Thor's face as he realizes Akton's increased strength. Akton attacks Thor with a rapid series of martial arts-style blows which lay Thor back over the ship's control console.

Thor grabs a laser pistol from the console and points it at Akton.

THOR
I'll fix you! All right,
Akton, this is it! Say
goodbye!

Thor begins firing at Akton. Akton calmly walks forward, seeming to take no notice of the laser blasts hitting him.

THOR
What?!

Akton continues to advance; Thor continues to fire.

THOR
Stop!

AKTON
(Calmly)
Put down the gun.

Akton continues to advance. Thor backs off, continuing to fire as he does.

THOR
Stop! No one can survive these
deadly rays!

Akton stops, and brings his hands up to about shoulder height, palms out.

AKTON
These deadly rays will be your
death.

Akton brings his hands together in the path of Thor's shots. The shots bounce harmlessly off Akton's hands, hitting Thor in the midsection. Thor is shocked and keep firing, causing his own death. He falls to the floor. Akton casually steps over the body and walks over to the communications console. He pushes a control and the viewscreen comes to life, showing the snowscape outside.

AKTON
(To viewscreen)
L? L, do you read me?

EXT. ICE PLANET - SCOUTSHIP - DAY

AKTON

(Over loudspeaker)

This is Akton. I've taken over
the ship. Do you read me?

EXT. ICE PLANET - SNOWBANK - DAY

A seemingly endless wall of snow. Then, a crack
appears. Finally a hand breaks through to the
surface, stretches, makes a fist.

L

Aahhhh.

INT. SCOUTSHIP

Akton and L carry the frosty-white frozen body of
Stella down the stairs. She is completely rigid.

L

Her pulse rate is 16. She may
survive if you use your powers
to bring her back slowly.

Akton and L gently lay Stella's body on the medi-
bed.

AKTON

Close the hatch.

The bed slides into the protective observation
"cocoon." Akton raises his hand, and strange beams
of red light emanate from his palm. Soon a
rippling blue glow surrounds Stella. After a few
moments of this Akton closes his hands and stops
the energy flow. Slowly, Stella starts to thaw
out. The frost begins to leave her hair and
eyelashes.

L

Look! it is working! She is
going to make it!

Stella continues to thaw, and soon all traces of
ice and frost are gone.

L

Come on, Stella!

Stella's mouth moves slightly, and her eyes open part way, very slowly. Akton looks on with a blank expression. Stella moves her hand, stretches her fingers. Akton finally breaks into a broad grin as Stella fully comes to, smiles, and sits up.

INT. SCOUTSHIP - COCKPIT

Stella, Akton, and L are gathered around a console. L is attempting to determine what is wrong with the ship.

L

What is wrong? The main engines will not fire. Thor must have tried everything. What are we going to do now?

STELLA

So, we get out of one mess just to find ourselves in another.

AKTON

Not necessarily.

L

What do you mean? We are stuck! Even the transmitter is out of order.

Akton smiles knowingly.

AKTON

We can take off immediately.

L

Take off? How?

AKTON

The ship is not operating simply because I borrowed this reactor.

Akton produces a small device from a pocket. He walks over to the main engineering console and prepares to put the "reactor" in place.

STELLA

Then you knew about Thor.

AKTON

Yes, I did.

STELLA

So you see into the future.
All these years you never told
me. Think of all the trouble I
might have avoided.

AKTON

You would have tried to change
the future, which is against
the law. So therefore, I can
tell you nothing. Let's find
the third launch.

L

Akton, you are something else.

STELLA

Yes. Time is running out.

L

Let's go!

Akton sits at the pilot's console and begins
working various controls.

EXT. SPACE - ICE PLANET

The scoutship hurtles along above the ice planet,
heading for its next destination.

INT. SCOUTSHIP - COCKPIT

The starfield fills the forward viewports.

EXT. SPACE - ICE PLANET

The curve of the ice planet fills the view as the
scoutship passes by and heads off into space.

INT. SCOUTSHIP - COCKPIT

A planet looms large in one of the forward
viewports. Akton rises from the
engineering/communications console and walks around
in front of the command console where Stella and L
are seated.

AKTON

We're arriving. That's the
planet Demondia. There in
barren land and vast emptiness
we will find the third launch.

As he finishes speaking, the lights on board the scoutship dim and begin to flicker. The adventurers look around, trying to determine what is happening.

L
 Something is wrong. Everything
 has stopped.

STELLA
 What's happening?

AKTON
 Power failure!

EXT. SCOUTSHIP IN SPACE

As the ship nears the planet Demondia, the planet and the surrounding space are filled with an eerie red glow. The same swirling balls of red light that earlier attacked the Imperial Battleship attack the scoutship.

INT. SCOUTSHIP - COCKPIT

L
 My circuits! My circuits are
 failing!

AKTON
 We've been hit! By an energy
 beam!

EXT. SCOUTSHIP IN SPACE

The red lights continue to swirl around and attack the scoutship.

INT. SCOUTSHIP - COCKPIT

L
 I am out of control!

L's extremities jerk spastically.

STELLA
 Look!

Red balls of light are entering the ship through one of the aft viewports.

STELLA

What is it?

L

It must be the Count's weapon.

Stella clutches her hands to her head and starts moaning and writhing in agony.

STELLA

Oh, my head! Oh!

AKTON

Fight it!

EXT. SPACE - PLANET DEMONDIA

The whole surface of the planet seems to glow with energy discharge.

INT. SCOUTSHIP - COCKPIT

L staggers and falls to the ground.

AKTON

Fight it, you stupid robot!
Fight it!

Stella continues to writhe in pain and stagger about the ship moaning.

STELLA

What's happening?

She shrieks and falls to the floor.

EXT. SCOUTSHIP IN SPACE

The scoutship continues to pass through the maelstrom and finally, miraculously, passes through the red cloud into open space.

INT. SCOUTSHIP - COMMAND AREA

Akton smiles and then bursts into relieved laughter. He gets up from the command chair and goes to where Stella has fallen. He gently wakes her and begins to help her to her feet.

AKTON

Here, let me help you. The attack's over. You'll be alright.

STELLA

I thought I was going to go insane.

AKTON

We've just survived an attack of the most powerful weapon in the galaxy!

At this, Stella breaks into a wide grin. Akton goes to check on L while Stella assumes the pilot's position. Akton begins making adjustments to L's circuitry.

EXT. SPACE - PLANET DEMONDIA

The scoutship approaches the forbidding planet.

EXT. PLANET DEMONDIA - DAY

Stella wears a clear plastic enviro-suit over her normal clothing. She and L cautiously walk down the scoutship's gangway.

L

If Akton's calculations are correct we should find the launch this way. In a crater, just over...there!

L points to a high rocky ridge. Stella and L make their way carefully over the barren, rocky surface of Demondia. They pass over a hill and come upon a huge, steaming crater.

L

Oh, me.

STELLA

Don't say it, don't say it. I know, steam makes you nervous.

L

(Nervously)

No, not really. Heh heh. Why should I be nervous? There is nothing to be afraid of around here.

As they continue on, a human figure slowly rises from behind a rock ledge. It is dressed all in black and wears an odd-looking gold helmet/mask that completely covers the head and face. The mask appears to be in the form of a lion's head. Stella and L do not see this figure, and continue on their way. They soon see the launch, lying in the bottom of the crater.

STELLA

It looks totally wrecked, but it's definitely the third launch. I'd better go down.

L

No, I insist. Time for a little robot chauvinism. You stay here.

L begins to pick his way down the rocky slope.

STELLA

Be careful, L.

L

You do not have to worry about me!

Stella watches from above as L nears the wrecked fuselage of the launch. L makes his way to a hole in the hull and steps inside. Suddenly, a gang of cavemen attacks Stella. She fumbles as she tries to draw her laser pistol. The sounds of the struggle draw L out of the wrecked launch.

L

Release her!

STELLA

L!

L is quickly surrounded by even more of the cavemen. He draws his twin laser pistols and begins blasting away. Then, a caveman makes a flying leap from the wreckage of the launch, landing behind L. He swings a club which connects hard with L's head, knocking the outer housing loose. Another solid blow, and L's head erupts in a shower of fire and sparks. The cavemen laugh and cheer at this sight. As the cavemen at the rim of the crater hold Stella down the ones at the bottom of the hill continue to smash what is left of L into tiny pieces using clubs made from bones and pieces of metal salvaged from the wrecked launch. They then carry Stella away bound to a beam salvaged from the wreckage.

EXT. PLANET DEMONDIA - CAVEMEN'S HOME CRATER - NIGHT

Stella hangs by her feet from_____.
Cavemen huddle in various corners around campfires,
or do strange ritual dances in the background.
Their grunting and chanting drowns out Stella's
repeated cries of "Help!" and "Let me down!"

Unseen by the cavemen, the black-clad figure with
the lion mask appears at the rim of the crater.

A caveman approaches Stella armed with a crude
knife.

STELLA

No! Don't!

A laser blast knocks the caveman back. The figure
in the a the top of the crater fires laser bolts
from the eyes of his mask. The cavemen turn to
charge him and he proceeds to blast them with
abandon. The cavemen soon flee the scene, and the
mysterious figure makes his way down the rocky
slope to Stella.

MASKED FIGURE

Relax! Take it easy. I'll cut
you down.

The masked figure picks up a knife left behind by
the cavemen and goes to work on Stella's bindings.
Stella moves her arms to try to restore feeling.
The Masked Figure helps Stella to the ground.

MASKED FIGURE

There. You're free.

Stella leans against a rock outcrop, tired and
bewildered.

MASKED FIGURE

That was a little too close for
comfort. Come on.

Stella hesitates.

MASKED FIGURE

Come on!

EXT. PLANET DEMONDIA - ROCK CREVICE

Stella follows the Masked Figure. They race
through an irregular maze of rock crevices with
strangely smooth and obstruction-free floors. The
crevice widens into a small chamber of sorts.

MASKED FIGURE

We'll rest here. This is safe.

He turns and sits on a rock.

STELLA

(Amazed)

Who are you?

The masked figure pulls off his mask to reveal Simon, a human male in his late twenties. He is tall and fairly good-looking.

SIMON

This is an energy shield mask,
and the energy is limited.

Stella smiles and sits next to him.

SIMON

My name is Simon. I'm the only
survivor from the wreck of an
Imperial mission.

STELLA

Are you really? We've been
searching for you all through
these damned Haunted Stars.

SIMON

Why?

STELLA

The Emperor's orders were to
find the Count's phantom planet
and destroy it.

SIMON

So you know about the monsters.

STELLA

Yes, I do.

SIMON

Well, it's useless. We did not
succeed in finding the planet
either. And now there's no
time left. The cavemen will be
waiting for us.

EXT. PLANET DEMONDIA - ANOTHER ROCK CREVICE

Simon and Stella proceed hand in hand through the crevices. They come to a corner, and Simon peers around it.

SIMON

All right. Stick very close
and very quiet.

They begin to pick their way up a rock-strewn
slope.

STELLA

Oh, this way looks safe.

At that moment they are ambushed by cavemen. They
fight, and in the process Simon loses his energy
shield mask. Stella and Simon are forced back into
the tunnels/crevices. A major brawl ensues, with
Stella and Simon holding their own against the
cavemen. Stella engages them with many skillful
kicks, while Simon uses a rough club snatched from
one of the cavemen. Eventually the numbers of
cavemen are too much and Simon is forced back into
a corner.

STELLA

Simon!

Stella picks up a club and continues to fight.
Simon is overpowered by cavemen who grab him and
attempt to wrestle him to the ground. Then, a
mysterious figure appears at the top of the ravine,
silhouetted against the light of the moon and
stars. Stella is overpowered by the cavemen. The
figure at the top of the ravine ignites a laser
sword and charges down the slope to attack the
cavemen. As he gets closer it becomes obvious that
this mysterious figure is none other than Akton.
Akton slays a great number of cavemen with his
laser sword and the rest flee. As they run off he
extinguishes his blade and laughs. He turns to
Stella and Simon

AKTON

You all right?

STELLA

Akton, thank God you got here
in time. You must have known
all along. By the way, this is
Simon, the only survivor from
the Imperial mission.

SIMON

We owe you our lives. Now
maybe with your help we can
still find the Count's phantom
planet. Let's go aboard your
ship and continue on at once.

AKTON

There is no need to continue.

STELLA

Have you gone crazy? That's our primary mission - to find the planet and destroy it.

AKTON

I know. But we've already found it. Think about it, and then you'll understand that this is the Count's planet. Remember what the Amazon queen said - a planet defended by two packs of evil defenders. Well, the first we met while in space, the red monsters, and the second right here - the troglodytes. And there's no question about it, this is the planet.

SIMON

This? That's incredible. I was here and I didn't even realize it.

AKTON

Well, there's no way you could have. Anyway, we must proceed at once and destroy all that machinery. Right?

STELLA

Right.

EXT. PLANET DEMONDIA - ROCK RAVINE

Stella, Akton, and Simon follow the winding rock passages to their end. They enter a

CAVE

where they encounter a huge steel door.

AKTON

This is the door that will take us to the machinery.

The three adventurers proceed through the door.

INT. SECRET BASE - ENTRANCE TUNNELS

The trio proceeds down an eerie, green-lit floor surrounded by imposing walls of metal machinery.

AKTON

This is the Count's secret domain, the very heart of the phantom planet. From here he planned to control the entire universe.

STELLA

This is incredible. Where is everyone?

AKTON

Everything is set in our destiny. Soon you will know all the answers.

Stella, Akton, and Simon proceed through an automatic door into a lift.

INT. SECRET BASE - LIFT

AKTON

This will take us to operation headquarters.

The lift speeds downward into the core of the planet itself.

INT. SECRET BASE - OPERATION HEADQUARTERS

Stella, Akton, and Simon emerge from the lift into a room full of strange electronic machinery.

AKTON

After you, my dear. Here's the nerve center of the entire operation.

STELLA

This is unbelievable!
Fantastic! Pre-programmed computers - they could run forever!

SIMON

All these power modules - what are they for?

AKTON

That's the force that projected
the red monsters into space.

STELLA

This is the way they produced
real monsters?

AKTON

No, not real. The monsters
never existed. These machines
discharged mental projections
of monsters in our brains.
There's the control panel.

SIMON

Incredible. Images of monsters
designed to drive men insane
with fear. With this kind of
weapon Count Zarth Arn can take
over the entire galaxy.

AKTON

Now, destiny must take its
course.

STELLA

No! We can't allow this to
happen!

SIMON

We must destroy it at once!

The Count's two silvery, chattering golems come from behind the trio of adventurers. They hold their swords at the ready, threatening Stella and the others. The golems are followed by a squad of the Count's black-helmeted troopers who burst out of the lift. Following them is the Count himself, in all his glorious evilness. The troops quickly move into position covering Akton, Simon, and Stella with their batwinged laser rifles. Count Zarth Arn strides up between his men to confront the trio. As he does, Akton shifts his laser sword from one hand to the other, attempting to hide it behind his back.

ZARTH ARN

You've been very lucky - and
clever. You survived every
trap that I've laid for you.
Then I realized that your
success would become my
triumph.

(To the nearest
trooper)
How much time is left, Captain?

TROOPER
Half a quadrant to go, my lord.

Zarth Arn lets out an evil laugh.

ZARTH ARN
You hear? In less than an
hour's time all that will be
left of this planet will be
ashes and cosmic dust forever.
Then you will be among the
dead.

SIMON
The Emperor will make you pay
for this.

ZARTH ARN
(Chuckling evilly)
The Emperor? I forgot to
inform you that the Emperor
will be blown to pieces along
with the rest of you. Yes, I
told the Emperor that we had
found you on this planet. He's
on his way here now at top
speed. He'll get here just in
time to join in the fireworks.
I'm sorry your highness, you've
lost.

STELLA
(Shocked)
Highness??

SIMON
Forgive me Stella, but in the
beginning I didn't know whose
side you were on, and
afterwards I didn't know ho to
tell you.

AKTON
Yes, he is Simon, son of the
Emperor and heir to the throne.

Count Zarth Arn laughs evilly and turns to his
golems.

ZARTH ARN

You two are to prevent them from leaving this room at all cost. You will stay with them until the end. Kill them, if you have to.

He continues to laugh as he and his men turn to leave.

ZARTH ARN

Now it will be just a matter of waiting. An hour goes by quickly.

The lift doors close on the Count and his men.

EXT. SPACE - PLANET DEMONDIA

The Count's ship breaks orbit and speeds out of the star system.

INT. SECRET BASE - OPERATION HEADQUARTERS

The trio of adventurers is faced off against the two golems.

SIMON

We've got to get past those golems!

STELLA

Yes, but how?

AKTON

Have faith, and never give up hope.

Akton slowly approaches the golems, and then whips out his laser sword. He waves it at them almost tauntingly. A flash of red light illuminates their swords, and they advance on Akton. A sword battle ensues. Akton manages to score a direct hit on one of the golems, and it vanishes into thin air. The remaining golem wounds him and he falls to the ground and drops his sword. Simon rushes forward, grabs Akton's sword off the ground, and renews the battle with the remaining golem. He is clearly an accomplished swordsman. However, in the course of the battle the relentless golem drives him back against the main control panel. Simon stumbles and falls to the ground.

STELLA

Look out!

As the golem raises his blade to finish Simon, Akton rushes it from behind and knocks him into the control panel. There is an explosion, and Stella and Simon shield their eyes.

EXT. SPACE - PLANET DEMONDIA

The massive Imperial Flagship approaches the phantom planet.

INTERCOM VOICE (V.O.)

(Over loudspeaker)

We are now approaching Demondia. All crewmen to landing stations. All crewmen to landing stations.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

The Emperor looks on anxiously as his flagship approaches the planet Demondia. He watches their progress on a huge monitor screen set high in the front wall of the throne room.

INT. SECRET BASE - OPERATION HEADQUARTERS

Stella and Simon huddle over Akton's fallen form.

AKTON

Don't worry, don't worry. You and the prince will live.

STELLA

Akton, you've got to get up. We must get away from here.

AKTON

I shall remain here.

STELLA

Please get up. Please.

AKTON

I'm no longer useful at this time.

STELLA

You're talking nonsense. You can heal yourself in no time at all.

AKTON

No, I must obey destiny.

SIMON

Akton, we'll carry you.

AKTON

Go, it is your duty. You must live!

STELLA

I can't. I can't leave you. You're the only human-like friend I've ever had. I don't understand - you never die.

AKTON

Stella, Stella. I've accomplished the mission.

STELLA

Yes, but I...

AKTON

Others are coming. Even as I speak they'll rescue you. Don't worry - I'll live forever. Now go. Go.

Stella and Simon get up and walk away from Akton. They turn to look back just in time to see him flicker, turn blue, and fade out of existence. Immediately after he disappears a squad of ten Imperial troops charges out of the lift. They are followed by the Emperor of the First Circle of the Universe.

SIMON

Father!

Simon and Stella rush over to greet the Emperor.

SIMON

We must leave at once.

STELLA

Forty-eight seconds left till the explosion. We've got to get out of here!

SIMON

It's true, Father. The Count has mined the planet with nuclear charges - we are all about to die!

EMPEROR
(Calmly)
You know, my boy, I wouldn't be
Emperor if I didn't have some
powers at my command.

The Emperor takes a step forward, and directs his
attention skyward.

EMPEROR
(Grandly)
Imperial Battleship! Halt the
flow of time!

EXT. SPACE - PLANET DEMONDIA

The Imperial Flagship projects a green energy field
towards the planet.

INT. SECRET BASE - OPERATION HEADQUARTERS

EMPEROR
In the space of three minutes
every molecule on this planet
will be immobilized. But after
the third minute the green ray
loses its power, time will flow
once again, and everything will
explode.

SIMON
Three minutes are enough,
Father.

They turn and enter the lift, followed by the
Imperial troops.

EXT. SPACE - PLANET DEMONDIA

The green ray fades and dies. The Imperial
Flagship pulls away from Demondia. The planet
explodes behind the ship as it escapes.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

Stella and Simon stand with the Emperor.

EMPEROR

Now, the Count believes we are dead, that our armies have dispersed, and we have no leader. He is supremely confident that he can overcome us with the greatest of ease. Well then, now is the time to surprise him. We will attack his headquarters before his fleets can join him. If we succeed in this we could save billions of lives. Gather together all our legions!

IMPERIAL OFFICER (O.S.)

Sir!

EMPEROR

And order the attack.

INT. IMPERIAL FLAGSHIP - LAUNCH BAYS

Various types of small fightercraft blast out into space to begin the assault.

EXT. SPACE

The fleet of Imperial fighters rushes across the backdrop of multicolored stars.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

Stella, Simon, and the Emperor watch the fighters race by on the monitor screen.

EXT. SPACE FORTRESS IN SPACE

The Count's fortress hangs in space, evidently unaware of the coming attack.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

ZARTH ARN

By sunset I'll be the new Emperor, and I'll be master fo the whole universe!

EXT. SPACE FORTRESS IN SPACE

The fortress goes to battlestations. The "fingers" of the "hand" close to make a fist.

EXT. SPACE

Imperial fighters close in on the Count's Space Fortress.

EXT. IMPERIAL FIGHTER IN SPACE

A fighter homes in on the Space Fortress, firing brilliant green bursts of laser energy.

EXT. SPACE FORTRESS - SURFACE

Turrets on the surface of the station return fire with red laser bolts.

EXT. SPACE

Red laser bolts connect with an Imperial fighter on its attack run. The fighter explodes in a brilliant white flare.

EXT. SPACE FORTRESS - SURFACE

Surface gun emplacements fire wildly at Imperial fighters as they pass overhead.

EXT. SPACE

Another Imperial fighter races in to join the fray.

EXT. SPACE FORTRESS - SURFACE

A hail of laser bolts fly up to meet an incoming Imperial fighter on its attack run.

EXT. SPACE

A fighter flies away from the station after completing a strafing run.

EXT. SPACE FORTRESS IN SPACE

The surface emplacements keep up their murderous fire.

EXT. IMPERIAL FIGHTER IN SPACE

Another fighter makes a strafing run, meeting with heavy fire from the Count's gunners.

EXT. SPACE FORTRESS - SURFACE

The Imperial fighter makes a low-level pass. The dizzying complexity of the surface rushes past, along with a hail of red laser fire.

EXT. SPACE

The Imperial fighter completes its strafing run and flies away to open space under heavy fire.

EXT. IMPERIAL FIGHTERS IN SPACE

A two fighter element closes in on the station, facing heavy red laser fire, firing a barrage of green laser bolts.

EXT. SPACE FORTRESS - SURFACE

More and more Imperial fighters of various shapes make strafing runs overhead, facing heavy defensive fire from the station's laser batteries.

INT. SPACE FORTRESS - WALKWAY

Explosions erupt all around and Count Zarth Arn stumbles for a moment. Several of his men slide down a fireman's pole to get to their battle stations.

EXT. SPACE SURROUNDING SPACE FORTRESS

Three Imperial fighters make an attack run under heavy fire. The first two complete their run but the third is hit and explodes in a brilliant fireball.

EXT. SPACE FORTRESS IN SPACE

Heavy fire from the surface emplacements continues.

EXT. IMPERIAL FIGHTER IN SPACE

Another Imperial fighter sets up for its attack run.

EXT. SPACE FORTRESS - SURFACE

An Imperial fighter makes a strafing run over the surface of the fortress, passing directly under the "knuckles" of the station's "fingers." Green laser bolts impact on the surface, causing numerous small explosions.

EXT. SPACE SURROUNDING SPACE FORTRESS

Another Imperial fighter comes in on an attack vector.

EXT. SPACE FORTRESS - SURFACE

The surface guns keep up their hail of red fire.

INT. SPACE FORTRESS - WALKWAY

Count Zarth Arn directs more of his men down the pole.

ZARTH ARN

Down there!

EXT. SPACE SURROUNDING SPACE FORTRESS

A lone Imperial fighter swings around for another attack, firing on the station as it closes in.

INT. SPACE FORTRESS

A console explodes in a shower of sparks and smoke.

EXT. IMPERIAL FIGHTER IN SPACE

A fighter comes in hot, making another attack run.

EXT. SPACE FORTRESS - SURFACE

More heavy fire from the guns.

EXT. SPACE SURROUNDING SPACE FORTRESS

Two more fighters are coming in hot.

EXT. SPACE FORTRESS IN SPACE

Imperial fighters closing in on a blindingly fast attack run.

EXT. SPACE FORTRESS - SURFACE

An Imperial fighter makes a prolonged strafing run very close to the surface with several shots impacting and causing explosions.

EXT. IMPERIAL FIGHTER IN SPACE

An Imperial fighter takes a hit from the red laser fire and explodes.

EXT. SPACE SURROUNDING SPACE FORTRESS

Another brave Imperial pilot circles his ship around into attack position.

EXT. SPACE FORTRESS - SURFACE

Another fighter makes a strafing run.

EXT. SPACE FORTRESS - SURFACE - ANOTHER ANGLE

Two more Imperial fighters pass overhead.

EXT. IMPERIAL FIGHTERS IN SPACE

A three-ship element of Imperial fighters streak towards the station in close formation.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

Stella, Simon, the Emperor, and senior officers watch the action on the huge viewscreen above their heads.

INT. IMPERIAL FLAGSHIP - LAUNCH BAYS

Assault torpedoes are launched towards the Count's fortress, now clearly in view outside the ship.

INT. SPACE FORTRESS - COMMAND AREA

A crewman reads information from a console.

CREWMAN

Enemy arriving with torpedoes -
prepare for attack!

INT. SPACE FORTRESS

Zarth Arn's black-helmeted troops take up defensive positions with huge batwinged laser rifles. Officers shout commands to get the men into proper position.

EXT. ASSAULT TORPEDO IN SPACE

The bullet-shaped torpedo hurtles towards the space fortress.

INT. IMPERIAL FLAGSHIP - LAUNCH BAY

More assault torpedoes blast off headed for the fortress.

INT. SPACE FORTRESS

Even more of the Count's troops move to defensive positions.

EXT. SPACE FORTRESS IN SPACE

The first torpedo homes in on target.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

The first assault torpedoes crash through the plate gals windows of the observation platform. Two Imperial troopers in gold helmets jump out of each torpedo and begin firing at the Count's men with laser rifles. A battle ensues, with several of the Count's men being hit and going down under fire.

EXT. ASSAULT TORPEDO IN SPACE

Another torpedo skims the surface of the station en route to its target.

INT. SPACE FORTRESS

Another torpedo crashes through a window and lands on the deck. Heavy fighting is now taking place throughout the entire fortress.

INT. SPACE FORTRESS - WALKWAY

One of the Count's men is hit and falls dead to the floor below.

EXT. SPACE

More assault torpedoes home in on target.

INT. SPACE FORTRESS - STAIRS

More black-helmeted troops scramble to fight off the invaders.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

With grim looks of determination on their faces the Count's men mass their fire against the invaders. Several men on both sides fall in the fighting.

INT. SPACE FORTRESS - WALKWAY

Zarth Arn, looking over the action on the observation platform below, rallies his men, giving them orders.

ZARTH ARN

No! No! Over there!

INT. SPACE FORTRESS - OBSERVATION PLATFORM

The intense fighting continues.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

SIMON

We've got them, Father! It's working!

EXT. SPACE SURROUNDING SPACE FORTRESS

A squadron of the Count's sleek fighters enters the area. They come in tight formations of five fighters each.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

Another Imperial soldier falls.

INT. SPACE FORTRESS - WALKWAY

Zarth Arn stands in the midst of the battle as men fall around him. On the observation platform below his men appear to be beating back the Imperial tide.

EXT. SPACE SURROUNDING SPACE FORTRESS

An Imperial fighter is making an attack run when it is surprised and blasted out of existence by one of the Count's fighters.

SERIES OF SHOTS

- A) A two-ship element of Imperial fighters concentrate their fire and blast one of the Count's fighters.
- B) An Imperial fighter darts by.
- C) Two of the Count's fighters streak in.
- D) An Imperial fighter streaks by with two of the Count's fighters on its tail. The Count's fighters blast the Imperial fighter.
- E) A flight of five of the Count's fighters charge in, flying abreast in tight formation.
- F) Two Imperial fighters race along.

- G) Three of the Count's fighters race along, attempting to evade the green Imperial fire. The first two make it, but the third is hit and explodes.
- H) Another of the Count's fighters is hit and explodes. An Imperial fighter circles back around after making the kill.
- I) Another of the Count's fighters swoops in.

BACK TO SCENE

EXT. ASSAULT TORPEDO IN SPACE

Another torpedo streaks towards the fortress.

EXT. SPACE FORTRESS - SURFACE

The torpedo streaks in to find its target.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

The combat rages on. The Imperial troops are holding their ground but are for the most part unable to advance. They continue to be picked off one by one.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

Stella, Simon, and the Emperor continue to watch the action as it unfolds.

EXT. SPACE SURROUNDING SPACE FORTRESS

A torpedo streaks in, one of the Count's fighters hot on its tail. The fighter fires and the torpedo explodes.

SERIES OF SHOTS

- A) An Imperial fighter sets up for its attack run.
- B) One of the Count's fighters streaks by.
- C) Two Imperial fighters race along in tight formation.
- D) Three of the Count's fighters circle around, looking for more Imperial ships to attack.

E) An Imperial fighter is blasted by fire from the Count's fortress.

BACK TO SCENE

INT. SPACE FORTRESS - STAIRS

One of the Count's men is hit by Imperial fire and falls.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

Imperial troops, hunkered down amongst their discarded torpedoes, attempt to make a stand.

INT. SPACE FORTRESS - WALKWAY

Another of the Count's troopers is hit and falls to the floor below.

INT. SPACE FORTRESS - COMMAND AREA

A crewman is blasted in front of a row of consoles.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

Another torpedo lands and its cargo of Imperial troopers jumps out, ready for action. The battle rages on all around them.

INT. SPACE FORTRESS - WALKWAY

Count Zarth Arn continues to direct the defense of the station.

ZARTH ARN

Kill them!

EXT. SPACE SURROUNDING SPACE FORTRESS

One of the Count's sleek blue fighters dives in and blows up an Imperial fighter in a broadside attack.

EXT. SPACE SURROUNDING SPACE FORTRESS - DIFFERENT ANGLE

Two more of the Count's fighters streak by, firing. They destroy a torpedo headed for the station.

EXT. SPACE SURROUNDING SPACE FORTRESS - DIFFERENT ANGLE

One last torpedo lands successfully despite the Count's fighters in hot pursuit. A flight of three blue fighters chases off the last two Imperial fighters.

INT. SPACE FORTRESS - MAIN DECK

The battle continues. Elric enters leading a squad of heavily armed troopers.

ELRIC

Death squad! Come on!

The Death Squad troopers wear fearsome black armor from head to toe. They take up a position and open fire on the Imperial troops with rapid-fire laser weapons. The few Imperial lasers that do hit their mark appear to have little effect. The Death Squad's weapons create a murderous wall of fire. The Imperials attempt to fight back but are quickly decimated.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

The Emperor closes his eyes in grief.

INT. SPACE FORTRESS - WALKWAY

Zarth Arn's men stand up, coming out of their combat positions. The Count walks down the steps to the observation platform to assess the damage.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

Zarth Arn walks among the bodies and discarded torpedoes. One Imperial soldier is still moving, and the Count blasts him at point-blank range.

ZARTH ARN

Now, let's give the Emperor a great reception. Put in use our mightiest weapon - the Doom Machine. Send it off towards the Emperor's capital world and destroy the Emperor's imperial planet! Zarth Arn!

The Count's men erupt into cheers at this.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

STELLA

It's over. We're finished.
We've lost.

EMPEROR

No. No, there is still a way.
There's one solution left. I'm
afraid we're forced to use it.

STELLA

What?

EMPEROR

Star crash.

SIMON

Fourth dimensional attack.

EMPEROR

Yes. If we can re-enter space
at the precise moment, the
impact of surprise upon the
Count will be so overwhelming
that he cannot halt us.

SIMON

But Father, there's no weapon
powerful enough...

EMPEROR

Oh yes there is. The Floating
City.

SIMON

The Floating City!

EMPEROR

Yes, yes, I know. Although we
destroy its hope, its future,
I'm afraid we must sacrifice it
by sending it towards the
Count's fortress. It's our
only way. And now you must
help me, both of you.

As the Emperor says this, he takes both Stella and
Simon by the hand.

EMPEROR

Go, and direct its course.

Simon and Stella nod and exit.

INT. SPACE FORTRESS - WALKWAY

ZARTH ARN

Soltan!

SOLTAN

Yes, my lord?

ZARTH ARN

Now, set the Doom Machine
against the Imperial Space
Station itself. How long will
it take?

SOLTAN

Fifteen minutes.

ZARTH ARN

Then set it in motion. I want
to wipe out the Emperor from
the whole of the universe!

SOLTAN

Yes, my lord!

EXT. SPACE

The familiar form of the scoutship rockets through
the void.

INT. SCOUTSHIP - COCKPIT

Simon and Stella sit at the control console.

STELLA

When do we reach the Floating
City?

SIMON

Less than two minutes.

STELLA

Right. I'll check the docking
facilities.

SIMON

Right.

Stella gets out of her chair and proceeds aft.

EXT. SPACE

The scoutship continues on its journey.

INT. SCOUTSHIP - COCKPIT

Simon runs to the engineering console to check some readings and the moves back to the pilot's station. Stella re-enters the cockpit area.

STELLA

Everything checks out OK.

SIMON

Look. The Floating City - already evacuated. The technicians have already set the charges and freed the atomic engines.

STELLA

If everything goes smoothly I'll try to eject myself as soon as I re-enter space.

SIMON

(Confused)

But surely I'll come with you!

STELLA

No, no, no! It's more important that you stay here to rescue me once this is all over.

SIMON

All right, I'll stay, but I can not let you go alone. In fact, our best scientists have spent the last few hours reconstructing an old friend of yours.

Simon looks to the rear of the ship, to the platform at the top of the stairs. There stands L, shiny and good as new.

STELLA

L!

L

You can't keep a good robot down.

STELLA

This is incredible. They rebuilt you - but how? You look marvelous!

L

Very carefully. And they used the latest components. I feel like a new machine!

SIMON

Go now! Quickly! The survival of our galaxy is in your hands!

EXT. SPACE

The launch pod from the scoutship flies towards the Floating City. Its occupants are Stella and L.

EXT. FLOATING CITY IN SPACE

The Floating City is a bizarre, ornate structure painted multiple colors and bathed in multicolored lights.

INT. FLOATING CITY - LIFT

L

This will take us directly to the control room. We have a lot to do in a very short time.

INT. FLOATING CITY - CONTROL ROOM

The lift door opens and Stella and L exit. They immediately head to the control panels and get straight to work.

STELLA

Get ready to ease out of orbit.

They move to the command console and take their seats.

STELLA

This doesn't make you nervous, does it?

L

I have never flown a city before!

STELLA

Well, leave it to me.

EXT. FLOATING CITY IN SPACE

The massive Floating City begins to get underway.

INT. FLOATING CITY - CONTROL ROOM

STELLA

Build up maximum energy. We're going to sweep through the very heart of the stars.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

The Emperor sits stone-faced as he watches the Floating City on the monitor as it pulls away.

INT. FLOATING CITY - CONTROL ROOM

STELLA

Prepare to transit eight degrees.

L

OK, I'm ready.

EXT. SPACE

The massive Floating City is on a collision course with Zarth Arn's Space Fortress.

INT. SPACE FORTRESS - WALKWAY

ELRIC

My lord!

ZARTH ARN

Yes, Elric?

ELRIC

A floating ship is about to crash into us!

ZARTH ARN

What? Soltan!

SOLTAN

Yes, my lord?

ZARTH ARN

Destroy the floating ship approaching us!

EXT. SPACE FORTRESS IN SPACE

The Space Fortress goes into "fist" battle configuration.

INT. SPACE FORTRESS - COMMAND AREA

CREWMAN

(Reads monitor)

It can't be done! It's too close!

INT. FLOATING CITY - CONTROL ROOM

L

There it is! Dead ahead!

STELLA

All right!

L

The Count's fighters!

STELLA

We've got to evade them!

EXT. SPACE

A flight of five of the Count's sleek blue fighters flies abreast as they approach the Floating City.

EXT. FLOATING CITY - SURFACE

Laser blasts from the fighters impact on the city.

INT. FLOATING CITY - CONTROL ROOM

STELLA

All systems prepared for full power!

L is knocked off his feet by a jolt from a laser blast.

EXT. SPACE

One of the Count's fighters makes a strafing run.

EXT. SPACE - DIFFERENT ANGLE

Another of the Count's fighters makes a strafing run.

EXT. FLOATING CITY - DEFENSIVE EMPLACEMENTS

The guns, set to automatically protect the city, return fire.

INT. FLOATING CITY - CONTROL ROOM

L looks on impassively as they near the fortress.

EXT. FLOATING CITY

The guns continue to fire. They blast one fighter, then a second moments later.

INT. FLOATING CITY - CONTROL ROOM

Stella and L work furiously at various consoles.

STELLA

Let's lock in these controls
and move it out - quick!

L

Right.

STELLA

Let's go!

EXT. SPACE SURROUNDING FLOATING CITY

The guns continue to provide defensive fire. Another fighter makes a strafing run.

INT. FLOATING CITY - CORRIDOR

Stella and L run as they attempt to get off the Floating City before it crashes.

EXT. SPACE

The Floating City's guns score another kill against a blue fighter.

INT. FLOATING CITY - CONTROL ROOM

The Space Fortress looms larger and larger in the forward viewports.

INT. SPACE FORTRESS - MAIN DECK

Pandemonium. The Count's men are running everywhere.

ZARTH ARN

Come back, you fools, you cowards! Come back and fight!

ELRIC

My lord!

ZARTH ARN

Yes, Elric!

ELRIC

Come or you'll be destroyed!

ZARTH ARN

Stay with me, Elric!

ELRIC

Let's go!

INT. FLOATING CITY - STAIRS TO ESCAPE HATCH

Stella has donned a pressure helmet.

L

Let's get out of here or there won't be enough of me to put back together!

STELLA

You can bet on that!

Stella turns and leaps out a round hatch into space.

L

Circuits, don't fail me now!

EXT. SPACE

Stella drifts past a large pink-orange planet.

INT. FLOATING CITY - ESCAPE HATCH ROOM

L leaps into space, following Stella's lead.

L

Yee-ha!

EXT. SPACE

L floats past the pink-orange planet.

INT. FLOATING CITY - CONTROL ROOM

The Space Fortress gets closer and closer.

EXT. SPACE

There is a huge explosion as the Floating City collides with the Space Fortress.

INT. SPACE FORTRESS - OBSERVATION PLATFORM

Zarth Arn stands alone as his fortress explodes around him.

ZARTH ARN

Traitors! Traitors! Traitors!

EXT. SHIPS IN SPACE

Both are consumed in a massive explosion.

INT. IMPERIAL FLAGSHIP - THRONE ROOM

The Emperor watches stone-faced with two officers at his side as the explosion finally subsides.

EXT. SPACE

Stella floats through space making swimming motions with her hands. The scoutship races towards her and she smiles.

STELLA

(Over speaker)

It's Simon! Simon, we're over here!

INT. SCOUTSHIP - COCKPIT

Stella is visible through the front viewport.

SIMON
Stella! Stella! And welcome
home.

EXT. SPACE

Stella smiles. The scoutship pulls up to her.

INT. SCOUTSHIP - REAR PLATFORM

Stella and L emerge from the corridor. Stella's gaze meets Simon's and they break into warm smiles. L watches the exchange like a spectator at a tennis match.

Stella. SIMON

Hmm? L

Simon. STELLA

Hmm? L

Oh, Stella. SIMON

Hmm? L

Simon! STELLA

Hmmmmmm! L

Stella and Simon embrace.

Is that so? L

INT. IMPERIAL FLAGSHIP - THRONE ROOM

EMPEROR

Well, it's done. It's happened. The stars are clear. The planets shine. We've won. Oh, some dark force no doubt will show its face once more, the wheel will always turn, but for now it's calm. And for a little time, at least, we can rest.

FADE OUT.

THE END