

**THE AMAZING SPIDER-MAN 3:
A GAY FANTASIA ON SUPERHEROIC THEMES**

BY PEYTON @SILKSPECTRES

LEGAL DISCLAIMER

I really, *really* don't have the resources to get sued right now, so let me get this out of the way up top.

This is an unlicensed, unauthorized, and entirely non-commercial interpretive fanwork. It is also intended to be a piece of cultural criticism. I am not affiliated in any way with Sony Pictures Entertainment Inc., nor with Marvel Entertainment LLC, nor with the Walt Disney Company.

Though a few characters in this script diverge significantly from their traditional depictions in Marvel and Sony canon, all characters depicted herein are the full property of their respective owners and creators.

Brief portions of "Charlotte's Web" by E.B. White are quoted herein. I am not affiliated with the estate of E.B. White, nor do I claim ownership of his work.

A brief portion of "It's Kind of A Funny Story" by Ned Vizzini is paraphrased herein. I am not affiliated with the estate of Ned Vizzini, nor do I claim ownership of his work.

A number of songs are mentioned in this script, and lyrics are quoted throughout, with the recording artist named each time. I know that this is not traditionally done in screenwriting, particularly not in the way that I've done it. But given that this screenplay will never be produced, I wanted to provide some sonic backing for various scenes. I am not affiliated with any of the recording artists mentioned in this script. All lyrics are the full property of their respective authors and publishers.

Andrew Garfield is due full credit for the concept of a Spider-Man movie featuring a bisexual Peter Parker and MJ as a male, African-American love interest. Andrew, buddy, this one's for you. Please know that your efforts to make blockbuster cinema a more inclusive space were not in vain. It is indescribably meaningful to countless LGBT people, including myself, that you cared enough to try.

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*"And I was like, 'What if MJ is a dude?' Why can't we discover that Peter is exploring his sexuality?"
- Andrew Garfield, July 2013*

*"Depiction of Peter Parker or his Spider-Man alter ego must conform to the following character traits: His full name is Peter Benjamin Parker. He is Caucasian and heterosexual."
- An alleged legal licensing agreement between Sony Pictures & Marvel Entertainment, September 2011*

EXT. SUBWAY STATION - DAY

Fleeting impressions of a bustling platform, early morning, early autumn. Turnstiles clicking. Trains whistling along raised tracks. A churning mass of commuters so chaotic that we almost don't notice PETER PARKER.

We see him in snatches: the shoulder of a hoodie here, the heel of a Converse sneaker there. His hands cling white-knuckled to the straps of his backpack.

A train pulls into the station and he boards it.

INT. SUBWAY CAR - DAY

PETER sits by a window. A woman in a fast food uniform sits down beside him, toting a large green duffel bag that spills into the aisle, but he takes no notice of her. He's idly adjusting himself, setting his backpack in his lap.

He pulls out a science textbook. He tries to focus on the page, but it's plainly obvious to us that he's just reading the same sentence over and over. With a frustrated sigh, PETER shoves the book back into his backpack. He withdraws a phone and earbuds and presses play. He tilts his head against the glass, turns his head. Looks out.

"NEW YORK, I LOVE YOU, BUT YOU'RE BRINGING ME DOWN" by LCD Soundsystem begins to play on PETER's earbuds.

JAMES MURPHY (V.O.)

*New York, I love you
But you're bringing me down
New York, I love you
But you're bringing me down*

Small city scenes flutter past the window, faster than we can really process them. PETER watches them all as a look of deep, rude boredom settles on his face. A hot dog vendor setting up shop for the day. A hipster walking a small dog. A homeless man begging for money.

JAMES MURPHY (V.O.)

*Like a rat in a cage
Pulling minimum wage
New York, I love you
But you're bringing me down*

A construction site, two men in hard hats whistling, and a woman walking briskly past them, shoulders hunched. A row of boarded-up shops, soaked in graffiti.

JAMES MURPHY (V.O.)

*New York, you're safer
And you're wasting my time
Our records all show
You were filthy but fine*

A couple of teenagers smoking cigarettes and riding skateboards. A couple of police officers haranguing them.

JAMES MURPHY (V.O.)

*But they shuttered your stores
When you opened your doors
To the cops who were bored
Once they'd run out of crime*

INT. SUBWAY STATION - DAY

The train pulls into a larger station in midtown Manhattan. PETER excises himself from the car and joins a parade of commuters in marching past a long row of OsCorp ads -- HARRY OSBORN's face tall and resplendent.

JAMES MURPHY (V.O.)

*New York, you're perfect
Oh, please don't change a thing
Your mild billionaire mayor's
Now convinced he's a king*

EXT. STREET - DAY

PETER emerges onto a sunny, crowded, gentrified street. We see a few bursts of old-neighbourhood character here and there, but far more storefronts that smack of out-of-place newness. He walks past a lot of "coming soon" signs layered over the remains of family businesses.

JAMES MURPHY (V.O.)

*So the boring collect
I mean all disrespect
In the neighbourhood bars
I'd once dreamt I would drink*

PETER walks close to the road, dipping in and out of the gutter as he dodges folks. He keeps his head down. A pedestrian bumps PETER. He stumbles. He stares up.

JAMES MURPHY (V.O.)

*New York, I love you
But you're freaking me out
There's a ton of the twist
But we're fresh out of shout*

PETER is looking at a newsstand. Fifty copies of the Bugle, all shouting about THE UNSOLVED MURDER OF GWEN STACY. Fifty identical pictures of GWEN -- brilliant, beautiful, living.

JAMES MURPHY (V.O.)

*Like a death in the hall
That you hear through your wall
New York, I love you
But you're freaking me out*

PETER approaches the papers and runs his fingers along the covers, idly tracing the shape of GWEN's chin, nose, lips. He's forgotten that he's in public.

JAMES MURPHY (V.O.)

*New York, I love you
But you're bringing me down
New York, I love you
But you're bringing me down*

The NEWSSTAND VENDOR shoots PETER a dirty look. PETER lurches back and careens down the sidewalk. He's not crying. He can't. His is the face of someone who has no crying left.

JAMES MURPHY (V.O.)

*Like a death of the heart
Jesus, where do I start?
But you're still the one pool
Where I'd happily drown*

PETER passes a tall wall of plywood papered with peeling, yellowed posters. He doesn't pause to look, but we do. A row of three ancient advertisements for a live appearance by THE AMAZING SPIDER-MAN.

JAMES MURPHY (V.O.)

*And oh, take me off your mailing
list
For kids who think it still exists
Yes, for those who think it still
exists*

INT. UNIVERSITY - DAY

PETER is just one small fish in a sea of other students in the wide, modern, blue-glass lobby of Manhattan University's student centre. He slides into a stairwell marked "Student Health Services." He begins to climb.

JAMES MURPHY (V.O.)

*Maybe I'm wrong
And maybe you're right
Maybe I'm wrong
And maybe you're right
Maybe you're right
Maybe I'm wrong
And just maybe you're right*

PETER emerges on the highest floor of the building. He turns his head, looks out the pristine floor-to-ceiling window. A breathtaking, million-dollar, panoramic view of the city's skyline. He steps slow down the hallway, looks out at the towers he used to scale. The pane of glass separating him from the city has the effect of a fish tank, or a barrier in a museum. He's at once trapped and obsolete; in the centre of the biggest city on Earth, but completely alone.

JAMES MURPHY (V.O.)

*And oh, maybe mother told you true
And there'll always be
Somebody there for you
And you'll never be alone
But maybe she's wrong
And maybe I'm right
And just maybe she's wrong
Maybe she's wrong
And maybe I'm right
And if so, here's this song*

During the silent break in the song, PETER leans forward and breathes audible white against the glass.

The piano outro of "NEW YORK, I LOVE YOU..." begins to play. From the other side of the glass, the CAMERA pans out, and out, and out, slow, as OPENING CREDITS appear in the centre of the screen, small and white and unobtrusive. It is only when we arrive at a full, spectacular, aerial view of New York City that we see the,

TITLE:

THE AMAZING SPIDER-MAN 3

FADE OUT:

INT. PSYCHIATRIST'S OFFICE - DAY

This is a tiny room in Manhattan University's Student Health Centre. DR. MUNOZ, wearing calm earth tones and stylish glasses, sits opposite PETER in a large cushioned chair. She fills her space fully - hands perched on the armrests, leg bent, an ankle resting on a knee. PETER, by contrast, is almost disappearing into the far end of a long, plush couch. Like he's trying to slouch out of sight.

DR. MUNOZ

Peter, do you ever feel like you take up too much space?

PETER shrinks against the arm of the sofa. He curls his knees into his chest. He's not looking at DR. MUNOZ. He's studying the sleeves of his hoodie, the colourful posters on the walls, the pattern on the floor. Anywhere but her.

PETER

No. I mean. Not really.

DR. MUNOZ

Come on. Spread out a little. You can lie down if you want to.

PETER doesn't budge.

PETER

Look, I shouldn't -- I shouldn't even be here. I'm sorry. I know the waiting list for Health Services is, like, a thousand miles long. You don't need to waste time on --

DR. MUNOZ

You're not a waste of my time,
Peter.

PETER

Sorry. I didn't mean -- I don't --

DR. MUNOZ

And you *do* deserve to be here.
You're carrying real grief. Real
trauma. The loss of someone you
loved dearly. Many someones. Your
parents. Your uncle. Your --

PETER

I, um. Saw her this morning.

DR. MUNOZ

I'm sorry? You saw --

PETER

Gwen. On the cover of the Bugle.
And the headline was, um. "The
Unsolved Murder of --"

DR. MUNOZ

Peter. I thought we agreed that
we're not using that word.

PETER

But *they* use it. The newspapers.

DR. MUNOZ

She fell. She fell twenty stories.

PETER

But the autopsy, it said -- She
didn't -- It was the broken neck.
Not the fall.

A long silence. DR. MUNOZ stares at PETER, studying him,
not unkindly. PETER runs his fingers over a *Five Stages of
Grief* pamphlet on the end table -- past *denial*, *anger*, and
bargaining. His thumb rests on *depression*. We get the
feeling that *acceptance* is a long way off.

DR. MUNOZ

It's the most common symptom there
is, Peter. People survive these
catastrophes, and then they can't
shake the feeling that they did
something wrong. Sometimes they

feel guilty because they lived and others died. Sometimes they're ashamed of the things they did to survive. But I think you're the third type. You feel *responsible*. You fixate on all the things you supposedly failed to do. And you relive the event, over and over --

PETER

The event?

DR. MUNOZ

The attack. You go back to that night. All the time. And you're so smart, and you're so analytical, so you say to yourself, "If I can just figure out where I went wrong --"

PETER

But how often do those people, these survivors -- Look. They're not *like* me. I'm not normal. I'm supposed to be better. I'm not -- People trust me. To keep them safe.

DR. MUNOZ

And you don't think I've heard that before? Those exact words? From people who will never bend steel, or scale the Empire State Building, or fly through the air like --

PETER

That's different. Okay? I --

DR. MUNOZ

My daughters trust me to keep them safe. And my youngest --

PETER

Sofia?

DR. MUNOZ

That's right. When she was three years old, Sofia fell out of her treehouse. She broke her leg. I'm her mother. Things like that

shouldn't happen on my watch. I'm supposed to be *better*.

PETER

But, I mean, a broken leg --

DR. MUNOZ

Is not the same as what happened to Gwen. I know. I'm just trying to show you that -- Well. You are normal, Peter. You're far more normal than you think.

PETER doesn't have a rejoinder to that one, but his face tells us that he doesn't buy it. DR. MUNOZ purses her lips. She shuffles through her clipboard, finds a flyer printed on soft blue. She hands it to PETER. He scans it: *GriefGroup NYC. Congregation Beth Israel. Wednesdays. Six o'clock.*

PETER

Yeah. Um. I don't think I'm ready for this just yet.

DR. MUNOZ

You don't have to talk. You don't. Just sit in the circle and drink the free lemonade. You don't have to talk, but I think you should listen. I think it would help.

PETER

Dr. Munoz, I really don't --

He's interrupted -- a door swinging open, a RECEPTIONIST about PETER's age, frantic with worry.

RECEPTIONIST

I'm sorry. Um. We have to -- We need to, um -- Somebody called in a bomb threat? So we're evacua --

PETER is already moving, eyes radiant with fear. He shoves the blue flyer into his pocket, pushes past the RECEPTIONIST, ignores DR. MUNOZ's calls to *stay calm* and *slow down*. He barrels toward the closest bathroom.

INT. BATHROOM - DAY

PETER slings his backpack onto the counter and moves to unbutton his shirt. His fingers touch bare skin. He stops. Looks at himself in the mirror. There is no suit under his

clothes. He reaches for his backpack, wrenches it open, fumbles past books, a pencil case, his camera. No suit.

INT. HALLWAY - DAY

PETER joins a river of evacuating students in the hallway. He keeps his head down. He passes a cordoned-off area in that enormous blue-glass lobby. We see a BOMB SQUAD working closely around a green duffel bag. PETER gazes helplessly at the scene for a long moment before the flow of the evacuees pushes him out of the building.

INT. KITCHEN - NIGHT

AUNT MAY strains spaghetti and stirs tomato sauce. Meatballs sizzle in a pan nearby. PETER sets the table and cuts up a loaf of bread. AUNT MAY gamely bumps his hip.

AUNT MAY

Spaghetti and meatballs. Figured you could use a little comfort food after the day you've had.

A flicker of wrenching sadness passes over PETER's face, just for a second. His voice cracks on:

PETER

Thanks, Aunt May.

He hesitates for a moment, and then he pulls her in a clumsy hug. She looks a little surprised; he hasn't been one for physical affection lately. She squeezes him extra tight, rocking him back and forth a bit.

AUNT MAY

Oh, buddy. This was the last thing you needed, huh?

PETER laughs a little into her shirt, and then he pulls away, busies himself with the bread and butter.

PETER

Yeah. I was hoping I could find a way to get out of therapy today, but, uh, "bomb threat" wasn't high on my list.

AUNT MAY

(laughing)

No, I guess not. You know, we had something similar happen a couple of weeks ago at the hospital. I

have the *crankiest* old man on my rounds, and I was having a hell of a time trying to take his temperature. So I thought to myself, 'Boy, would I rather be *anywhere* but here.' And *just* as I had that thought, the PA system went off - Code Black! Code Black!

PETER drops the butterknife, stares at her.

PETER

Code Black? That's a --

AUNT MAY

Bomb threat, yes. It was --

PETER

Why didn't you tell me?

AUNT MAY

It was nothing, Peter. It was a bad prank. I didn't want you to worry.

PETER

You *didn't* want -- I'm *always* worried! All the time! About you! About --

AUNT MAY

Are you still taking your meds, Peter? Please tell me you haven't stopped taking your meds.

PETER

This isn't about my meds, Aunt May! The pills help with anxiety, but they don't help with *bomb threats*. And if anything happens to you --

AUNT MAY

Buddy --

PETER

You are the *only* person I have left.

AUNT MAY

I know. I know. I'm sorry. I
should have told you. Come on.
Let's eat.

PETER
I'm not hungry.

AUNT MAY
Peter --

PETER
I'm not hungry.

AUNT MAY turns away from him. She flicks the stove off, takes the sauce and the meatballs off the heat. She retreats into the living room, sinks into the couch, and buries her face in her hands. PETER looks almost ill with regret.

He starts toward the living room, like he's going to comfort her, apologize, invite her back to dinner. But he can't.

He turns on his heel and begins to put their uneaten dinner in the fridge. As he's putting away the last Tupperware container, he sees a six-pack of beer. He takes one, and grabs a bottle opener from a drawer.

EXT. ROOF - NIGHT

PETER steps onto the rooftop to a hazy twilight, headphones in. He sits clumsily, fiddling with the bottle opener until he uncaps the beer. He takes a deep breath, throws his head back, swallows a mouthful -- and then hacks it right back up. *Yuck!* He splutters for a few seconds more, wincing as he examines the label on the bottle. *That's* what all the fuss is about? He tilts the bottle and lets the rest of the beer trickle into the eavestrough.

He lifts his phone, taps on the screen. "THE ONLY LIVING BOY IN NEW YORK" by Simon & Garfunkel begins to play. He taps to Facebook: GWEN's old profile.

PAUL SIMON (V.O.)
*Tom, get your plane right on time
I know your part'll go fine
Hey, I've got nothing to do today
But smile, darling
And here I am
The only living boy in New York*

He flicks his thumb, scrolling through an album of himself and GWEN hamming it up in various New York tourist traps: hair blowing in the wind on the Staten Island ferry, the Statue of Liberty in the background; frowning and thumbs-down-ing outside the Broadway marquee of *Cats*; kissing sweetly in front of the Bethesda Fountain.

PAUL SIMON (V.O.)

*Half of the time we're gone
But we don't know where
And we don't know where*

As he fidgets in place, getting comfortable, he hears a crinkle coming from his pocket. He digs in, retrieves the GriefGroup flyer. He studies it, hand in chin. And then he lifts his head and watches the sun set over New York.

INT. CLASSROOM - DAY

PETER slides into the back row of a small amphitheatre. Think fifty seats or so. He takes out a notebook and doodles. PROFESSOR HARDY stands before the whiteboard, dressed in intimidating all-black. She's not much older than her students. She writes neat lines: *POLITICAL SCIENCE 101, CIVIL LIBERTIES VS. NATIONAL SECURITY*. She turns, clears her throat. The students stop rustling in their seats.

PROFESSOR HARDY

I'm sure you've all heard by now that the NYPD will be boosting police presence across Manhattan U in response to yesterday's suspected terrorist incident.

PETER looks up, perplexed. He has definitely *not* heard this.

PROFESSOR HARDY

And I thought this would be a great jumping-off point for our debate on security. If we believe Max Weber, and we define state authority as a monopoly on the use of force, does the NYPD have the right to monitor our campus for terrorist threats? Or do we believe that bringing more police to Manhattan U is a violation of students' rights? Let's hear some thoughts.

Hands go up all over the room. Not PETER's. A young woman in a slouchy, two-sizes-too-big green jacket -- and, weirdly, a ushanka -- raises her hand. This is KAMALA KHAN.

PROFESSOR HARDY

Yes, Kamala?

KAMALA

Professor Hardy, Weber also says that when violence is used to force citizens to obey authority, the state loses its legitimacy. But time and time again, we've seen the federal government use violence to shut down dissent. Standing Rock. Ferguson. Every time a police officer pulls somebody over for being the wrong colour.

Another student, CALEB, raps his knuckles against his desk.

PROFESSOR HARDY

Go ahead, Caleb.

CALEB

So you're saying that every police officer is a giant racist? My dad's been on the force for twenty years. He helps people. He saves lives.

KAMALA

I'm not talking about your dad. I'm talking about a fundamental problem with policing in this country. I'm talking about the power-tripping officers who make me feel unsafe just walking down the street as a Muslim girl.

CALEB

Those are *individual* police officers making *individual* decisions. Sure, there are a few bad apples out there, but --

In the front row of the amphitheatre, another young man let out a rich, loud laugh. He turns to CALEB, flashing an enormous, megawatt smile. PETER watches, captivated. He's seen this guy in class before, but he can't remember his name. M-something?

PROFESSOR HARDY
 Something funny, MJ?

Oh, right. That's it. MJ.

MJ
 Let me tell you something, Caleb.
 I kept up a 4.0 GPA all through
 high school. Tutored kids after
 class. Helped out at the soup
 kitchen on weekends. Played Danny
 Zuko in Grease my senior year. I
 was a good kid. Never got in
 trouble. So why'd I get stopped on
 the street and patted down
thirty-two times before I
 graduated?

CALEB fidgets uncomfortably in his seat.

CALEB
 If -- if the police have
 reasonable suspicion of, um, a
 possible crime, then they can stop
 anybody and -- and ask questions.

MJ
 So they just *randomly* had reason
 to suspect me? Thirty-two times?

CALEB
 I think you're making a *lot* of
 assumptions about --

PETER
 No, he isn't.

CALEB, MJ, KAMALA, and the rest of the class swivel around,
 staring at PETER. He immediately shrinks down into his
 seat. PROFESSOR HARDY frowns up at him.

PROFESSOR HARDY
 Sorry, and your name is --?

PETER
 Uh, Peter. Peter Parker.

PROFESSOR HARDY
(checking her clipboard)

Oh. Well. I believe this is the first time you've spoken all semester, Peter Parker.

PETER

Yeah, sorry. I'm, um. A biochem major. I'm not too good at all this, uh -- this politics stuff.

MJ and KAMALA are watching Peter, both a little suspect. PETER flinches under their gaze.

PROFESSOR HARDY

Well, Peter, is there anything else you'd like to add?

PETER

Sure.

(clears throat)

I, um -- I think the one making assumptions here is you, Caleb. Because MJ's been stopped thirty-two times, and you've never been stopped, but you think you know all about it.

CALEB

Well, yeah, because my dad's on the force.

PETER

And that's supposed to make you less biased?

Hums of *ooh* and *burn* go up all over the classroom. MJ's mouth starts to tilt up at the corners. He focuses his eyes on PETER, and he nods; *keep going*.

PETER

I mean, I don't -- I don't think every police officer is evil by default or anything. My girlfriend's dad, you know. He was a cop. He was a good -- A hero, actually. But the whole point of having police is to keep people safe. And if the police are stopping MJ *thirty-two times* when they *should* be out stopping criminals, then *all* of us are *less* safe. Especially if you're

African-American, or if you're a
Muslim, or -- yeah.

PETER runs out of steam and shrugs helplessly. CALEB shrinks into his seat, totally without a rebuttal. KAMALA nods briskly at PETER, turns around. MJ grins. PETER flushes a little and smiles briefly back at MJ. Then he looks down at his notebook, at his abandoned doodles. Picks up his pen.

PROFESSOR HARDY

Thanks for the contribution,
Peter. Does anybody else have
thoughts?

The classroom discussion rages on. PETER doodles idly. He watches MJ hold forth in the front.

EXT. CAMPUS - DAY

A bell rings and PETER emerges from the huge, stately doors of an academic building. He glances down at the flyer in his hand, then glances at his watch. He has half an hour to make it to GriefGroup. He crosses the campus, jogging briskly. It's not long before he's out of Manhattan U territory and into the earnest hustle-and-bustle of city life.

EXT. STREET - DAY

About half a block up the street, he sees a little BLONDE GIRL, maybe three or four, sitting on a wooden bench with a man who could be her GRANDFATHER. They're eating ice cream. The BLONDE GIRL is wearing a distinctly GWEN STACY-esque headband. PETER smiles faintly with recognition, a little pang of heartache just below the surface of his expression.

He keeps jogging forward. As he does, the sound of construction begins to cut through the music on his headphones. He glances up. The ornate roof of the building behind the wooden bench is being repaired. We see a few construction workers on top of the building, along with some large power tools and a green duffel bag.

It happens in slow-motion: there is a loud *pop*, and then PETER sees a large brick wobbling, wobbling, and -- oh, shit. Coming loose. Directly above the wooden bench. Directly above the BLONDE GIRL. He begins to sprint.

PETER

LOOK OUT! LOOK OUT! NO! NO! NO!

The GRANDFATHER rises and begins to pace toward PETER.

GRANDFATHER

What are you hollering ab --

No time. PETER shoves the GRANDFATHER and dives for the BLONDE GIRL, wrenching her up and away from the bench just one Mississippi before the brick crashes through it. Splinters and debris flutter everywhere. PETER hugs the wailing BLONDE GIRL close to his chest.

PETER

It's okay. It's okay. I've got you. You're okay. You're okay.

He pulls back, studying the BLONDE GIRL's face, as if to make sure she's still alive. He gasps for breath. All over his expression: pure relief. He turns to see a crowd descending, smartphones high in the air. A PEDESTRIAN helps the GRANDFATHER to his feet.

GRANDFATHER

That hooligan pushed me over!

PEDESTRIAN

Sir, he just saved your granddaughter's life. *And yours.*

GRANDFATHER

That may very well be, but he *shoved* me, and --

For the first time in months, PETER allows himself to laugh. He sets the BLONDE GIRL down at her GRANDFATHER's feet. Her headband went askew during the chaos; PETER gently fixes it.

PETER

You're gonna be okay, huh?

BLONDE GIRL

(sniffling)

Yeah.

PETER

Good. Brave girl.

He rises up, pumps the irate GRANDFATHER's hand, and turns, jogs away from the crowd, beaming.

INT. SYNAGOGUE BASEMENT - DAY

PETER descends the stairs to GriefGroup, still grinning from ear to ear. It's a sparse scene - a circle of maybe twenty folding chairs, a dusty old chalkboard, a flimsy snack table, and a dozen people milling about, various shades of devastated. His cheerful demeanor is markedly out of place here. He makes a beeline for the free lemonade.

MJ (V.O.)

You look way too happy to be here, dude.

PETER swivels, wide-eyed, blinking dumbly.

PETER

Oh. You're --

MJ

MJ. From poli sci. And you're Peter Parker. *Great alliteration, by the way. Peter Parker picked a peck* --

PETER rakes his hands through his hair, laughing goodnaturedly, shaking his head from side to side.

PETER

No, no, not that stupid nursery rhyme. Ever since preschool --

MJ

I figured. What were your folks *thinking?*

(a beat)

Oh. Shoot. I'm so sorry. That is -- that is a *really* stupid thing to say to a guy who just walked into a tea-and-cookies meeting for people with dead parents.

PETER

Dead girlfriend, actually. Well, uh, dead parents, too. And dead uncle. But that's -- I mean, it was a long time ago. So it doesn't hurt as -- I mean, it still -- of course it still hurts, but -- Sorry. Can we start over?

MJ lets out a burst of relieved laughter. He extends his hand to PETER. They shake.

MJ

Yes. Yes, we can. Hi. I'm MJ.

PETER

Cool. I'm Peter. Parker.

MJ

What a normal, unremarkable name.
I can't think of a single reason
why anyone would ever tease you
for it.

They stop shaking. PETER crosses his arms over his chest.

PETER

Well, what does MJ stand for?
Maybe *I* can tease *you*.

MJ

Oh. Sure. First name, Michael.
Middle name, James.

PETER

Last name?

MJ

Watson.

PETER

Is that right?
(terrible British accent)
Elementary, my dear --

MJ

(laughing)
No, no! Ever since preschool!

PETER

There we go. Now we're even.

MJ laughs, and motions to PETER for a fist bump. They bump.

MJ

So what's got you so happy, huh?

PETER

Oh! Well, um -- on my way over
here, I passed this, um, this
bench. And there was this little
girl, like, maybe three or four,
and her grandpa, I guess. And they
were eating ice cream.

MJ

Oh... kay...

PETER

No, no, that's not -- There's more to the story. So I was passing them, and I noticed, um, up above, they were doing some construction on the roof of this building, and a brick came loose, and I -- I pushed the grandpa out of the way, and I pulled the little girl off the bench, right before the brick came down. And the bench got wrecked, but she was fine, and her grandpa was -- well, pissed, but fine. And -- and everyone lived.

As PETER relates the story, we can see how profoundly it's affecting him -- to know that he saved someone. Saved a little girl who looked like GWEN. It's been a while since he felt this feeling. MJ is so impressed he practically has stars in his eyes.

MJ

Wow! You're a hero, man. A real-life, actual superhero.

He leans forward, lightly punching PETER's shoulder. PETER chews on his lip, hearing what MJ just said, letting it really sink in.

PETER

Yeah. Yeah, I -- I guess I am.

RABBI (V.O.)

Gentlemen?

PETER and MJ turn their heads. A young, casually dressed RABBI is waving them toward a circle of chairs.

RABBI

Come on over this way. We're just about to get started.

INT. SYNAGOGUE BASEMENT - DAY

PETER and MJ sit next to each other in the circle of flimsy folding chairs. It's a pretty Spartan set-up. There's a low card table in the centre of the circle with a pitcher of water, some plastic cups, and a couple boxes of Kleenex. PETER watches -- focused, serious, and deeply affected --

as we hear snatches of stories. Although we're in a synagogue, this appears to be a non-denominational group -- lots of diversity in the circle.

WOMAN

(crying)

-- and it had been a long night, right, so I was tired, and I just closed my eyes for *one second*, and the next thing I knew, the car was rolling over, and then we were in the ditch, and I looked over at the passenger's side, and he just, he wasn't moving, and --

MAN

-- and the funeral went well. All her friends from school were there, and we had so much love in that room, you know? But I was watching all these girls give their speeches, talking about how much Melissa meant to them, and I couldn't help but think: why her? Why *my* daughter? Why did *she* --

TEENAGE GIRL

-- so like, you grow up knowing the risks. It's not a normal job, right? If your dad runs into burning buildings for a living, you always know in the back of your head that there's, like, a chance. But you never --

(crying)

-- I just never thought it would happen to *him*, and -- I'm sorry.

RABBI

That's all right. Thanks for being here. Thanks so much for sharing. We're all so glad you're with us.

The RABBI leans forward, plucking a few tissues out of the Kleenex box. He hands them to the TEENAGE GIRL. The people on her left and right place their hands on her shoulders, consoling her with quiet mumbling.

RABBI

Would anybody like to go --

MJ

Sure. I can go.

(breathing in)

So, um. It's been about six weeks since the funeral. And we're -- I think we're doing better. Like, things are settling back into a routine. I just started classes, and Dad got me a part-time thing at the warehouse. So I'm keeping busy. And Gigi's in kindergarten now, which is great, because she gets to just -- be a kid, you know? Run around and play for a few hours a day. And I think it's been really good for her.

RABBI

That's great. That's great to hear.

MJ

The only thing is, um. It's still weird not having her around. Like, yesterday, we're getting ready for school, and Dad's trying to do Gigi's hair, right? And he doesn't know what he's doing. I mean, it's a mess. He's trying to do it up in little buns, you know, but it looks like something out of Dr. Seuss.

PETER laughs, along with the rest of the circle. MJ grins.

MJ

So she's like, "Daddy, you're ruining it! Where's Mommy? Mommy knows how to do it. I want Mommy."

The circle shifts uncomfortably in their seats. MJ is trying gamely to keep a smile on, but it's clear: he's no longer telling a funny story.

MJ

(voice shaking)

It's like, she's only six, you know? She doesn't understand --

PETER sets a hand on MJ's knee, and lifts an eyebrow: *are you okay?* MJ turns his face to PETER, desperate sadness all over his expression. He shakes his head: *no.* PETER nods. He reaches forward, pours some water into a plastic cup, and

hands it to MJ. MJ sniffs, swiping the sleeve of his sweater under his nose.

MJ

Thanks, man.

PETER

No worries.

MJ manages a weak smile and takes a long, slow drink of water. Peter reaches out and lightly shakes MJ's shoulder, shoots him a sympathetic glance: *we're in this together*.

EXT. STREET - NIGHT

MJ and PETER emerge into the street along with a number of others from the group. There's waving, hugging, pats on the shoulder -- especially for MJ, who seems to be a favourite of the doting moms. As the crowd thins out, MJ and PETER become acutely aware that they're still here, still next to each other -- and neither one really wants to leave.

PETER

So. Um. I guess I'll see you in class?

MJ

Yeah, for sure.

PETER

Cool.

MJ

Or, um -- I don't know if you're busy or anything, but I have to babysit tonight, and I was gonna order in some Chinese food, and --

PETER

Oh. Yeah. Okay. I'm in.

MJ

It doesn't have to be Chinese food. Like, we could order pizza, or --

PETER

MJ. I said I'm in.

MJ

Cool.

MJ extends his hand for another fist bump. They bump. PETER follows MJ to the curb -- and a gleaming motorcycle.

PETER

Um, is that -- yours?

MJ

Yep. Had her two years now.

MJ starts getting ready for the ride -- sliding on gloves, a helmet, checking to make sure the bike's in working order. PETER remains frozen on the sidewalk.

PETER

So, what's the plan? Do I just --

MJ

Hop on the back.

PETER

Uh. Sorry. My aunt's an ER nurse, and she would kill me if --

MJ

Hey. Peter.

MJ reaches into a compartment mounted to the back of the bike. He extracts an extra helmet. He tosses it at Peter.

MJ

Safety first.

PETER grins and straps on the helmet. MJ sits on the bike, waves him over, and starts giving directions with his hands.

MJ

Okay, so you want to just --

PETER sits down on the back of the bike, nodding.

PETER

Got it.

MJ

And then, um --

He motions, and Peter locks his arms around MJ's torso.

PETER

(laughing awkwardly)

Sorry.

MJ

No, no, it's fine. Ready?

PETER nods. MJ guns it.

"NEW YORK" by the Sex Pistols -- edited to remove slurs -- starts up on the soundtrack.

The bike glides through the streets of the city, thrilling and fast and loud. MJ's clearly a safe, careful driver, but PETER still looks like he's riding the first drop on a rollercoaster, loving every minute. They merge onto a high overpass, and PETER looks down at the little cars below, the little people. This is familiar to him. He missed this. He shouts, wordlessly, with joy, and MJ laughs out loud.

INT. APARTMENT - DAY

MJ and PETER spill into the narrow entranceway of a very small apartment. They're both still amped from their ride over, shooting each other big grins and laughing for no real reason. They doff their shoes, hang up their coats and helmets on a crowded rack mounted on the wall. A hyper, pajama-clad six-year-old, GIGI, comes bounding around the corner and leaps right into MJ's arms.

GIGI

MJ, MJ! Guess what? We went to the petting zoo today and I saw a pig that was *this big!*

She demonstrates, helpfully, with her arms outstretched.

MJ

Wow! That *is* big!

GIGI

He was as big as a *dinosaur!*

MJ

I bet he was!

(turning to PETER)

Hey, Gigi. This is my friend, Peter Parker. Do you want to say hi to --

GIGI

Peter Parker picked a peck of pickled peppers. A peck of pickles Peter Pepper piped -- parked --

MJ and PETER look knowingly at each other. Both crack up.

PETER

Really good, Gigi. Solid effort.

MJ'S DAD (V.O.)

And who's this?

PETER turns to see MJ'S DAD coming down the hallway, wearing workboots and an off-grey jumpsuit. He's a big guy, tall and strong, but everything about him radiates friendly warmth. PETER can see where MJ gets the big smile from.

MJ

Hey, Dad. This is Peter Parker.
He's in my poli sci class.

MJ'S DAD

Is that right?

(shaking Peter's hand)

Well, very nice to meet you. Are you a poli sci major? Maybe you can convince MJ here to study something a little more useful.

PETER

Oh, no, sir. I'm, uh -- biochem.

MJ'S DAD

Biochem! Wow!

(to MJ)

Now, see, when *he* graduates, his average salary will be --

MJ

Dad. Please.

MJ'S DAD laughs, kissing MJ on the side of his head.

MJ'S DAD

Well, why don't you put all that theatre school to good use, hmm? Gigi here needs a bedtime story.

MJ

I don't know, Dad. She's a tough audience.

MJ'S DAD

You got this, kid. And don't worry about dinner. Shanghai Cafe's already on the way.

MJ

Yesss. You're the best.

MJ'S DAD

(turns to Peter)

Now, I ordered chicken chow mein and sweet and sour pork, but if you got allergies or you can't eat meat, there's some leftover chili in the fridge.

PETER

Oh, thanks. Yeah, no pork for me, but chow mein sounds great.

MJ'S DAD

Happy to hear it.

(to MJ)

You be good, okay? Bring it in.

MJ and his DAD hug around GIGI, and then MJ'S DAD starts to shrug on his coat.

MJ'S DAD

No loud music, no wild parties, no girls. Great to meet you, Peter.

MJ laughs and salutes his DAD, and PETER does the same. MJ'S DAD turns and heads out the door -- and PETER sees the enormous OSCORP logo printed on the back of his jacket. The door swings shut. PETER stays frozen in place. He looks like he's just seen a ghost.

GIGI

Bedtime story! Bedtime story!

MJ

All *right*. Relax, little monkey.

MJ turns and begins to stride up the hallway. He looks over his shoulder at PETER.

MJ

You coming?

PETER blinks, nods *yes*, and turns to walk alongside MJ.

PETER

Your, uh -- your dad works for Oscorp?

MJ

Yeah. On the warehouse floor. I think I mentioned I've got a part-time gig too, yeah? I've been going in for my training shifts.

PETER

Oh. That's, um -- Cool.

MJ lifts an eyebrow, clearly curious, but he says nothing. They turn through the open door to GIGI's bedroom.

INT. BEDROOM - NIGHT

The room is organized chaos, a whirlwind of toys and books and games scattered across the floor. Virtually everything is related to an animal of some kind. That's in keeping with an enormous, four-wall, floor-to-ceiling mural of a jungle scene, with vivid, lifelike leopards and gorillas and tigers peeking out from behind tropical trees and flowers. MJ tosses a giggling GIGI onto a bed covered in stuffed animals. PETER turns, taking in the stunning painting.

PETER

Wow. This is -- I mean, I can't even find the right word. Amazing. Incredible. Unbelievable.

MJ

Right? Mom painted it. It was her *magnum opus*.

PETER

Your *mom* painted -- Wow. *Wow*. I feel like I'm saying *wow* a lot.

GIGI

You are. Come *on*, MJ. Story time.

GIGI settles in beneath her blankets, grabs onto a stuffed pig, and holds out a book authoritatively. MJ grabs it, flips it open. PETER sees the cover: *Charlotte's Web*.

MJ

Oh, of course. Your favorite. Let's see. Where were -- oh, right. *At last, Wilbur saw the creature that had spoken to him in such a friendly way. Stretched across the upper part of the doorway was a big spiderweb, and*

hanging from the top of the web
was a large grey spider. She had
eight legs, and she was waving one
of them at Wilbur in friendly
greeting.

(affecting a voice for
Wilbur)

"Good morning!" said Wilbur.
"Salutations! Very pleased to meet
you. What is your name, please?
May I have your name?"

MJ looks up at PETER, expectantly. PETER lifts an eyebrow.

PETER

Hmm? What are you --

MJ

Well, I need a Charlotte. Can you
do a convincing spider impression?

PETER

(laughing)

Yeah. I think I can manage.

He sits down, sidles next to MJ, and squints at the book.

PETER

Okay. Where -- right.
(affecting a high voice)
My name is Charlotte.

MJ

Charlotte what?

PETER

Charlotte A. Cavatica. But just
call me Charlotte.

MJ

(genuinely)
I think you're beautiful.

PETER

(laughing nervously)
Well, I'm not as flashy as some
spiders, but I'll do.

(pause, clearing throat)
I wish I could see you, Wilbur, as
clearly as you can see me.

MJ

Why can't you? I'm right here.

PETER

Yes, but I'm near-sighted.

He shrugs, points to his glasses; GIGI laughs uproariously.

MJ

Wow, Peter. You're method.

PETER

(laughing)

You have no idea.

(back to his Charlotte voice)

I've always been dreadfully near-sighted. It's good in some ways, not so good in others. Now, watch me wrap up this fly.

MJ reads on. PETER mimes Charlotte's assassination of the fly. GIGI shrieks with glee.

MJ

Charlotte plunged headfirst toward the fly. She grabbed the fly, threw a few jets of silk around it, and rolled it over and over, wrapping it so it couldn't move. Wilbur could hardly believe what he was seeing, and although he detested flies, he was sorry for this one.

INT. LIVING ROOM - NIGHT

PETER and MJ are tucking into little white cartons of Shanghai Cafe -- MJ with chopsticks, PETER with a fork. They're at opposite ends of a long sofa, legs stretching out across the cushions. Miles Davis' "THERE'S A BOAT THAT'S LEAVING SOON FOR NEW YORK" spins quietly on a record player. PETER nudges MJ's hip with his foot.

PETER

So. Your sister's name is Gigi.

MJ

Correct.

PETER

And *your* name is MJ.

MJ

Two for two.

PETER

So you both have, like -- letters for names? MJ and GG?

MJ

(laughing)

Well, no. See, I'm MJ because there were three other Michaels in my first grade class, and "MJ" is a hell of a lot easier than "Michael Double-you."

PETER

Good point.

MJ

And then Gigi's actually Gayle, but that was Mom's nickname for her and it just kind of stuck, you know?

PETER

Yeah. I can see why. Suits her.

(a beat)

So. Um. Your mom --

MJ

Pancreatic cancer.

PETER

I'm sorry.

MJ

Thanks.

(breathing out, heavy)

It's just -- she was so healthy, you know? It came out of nowhere. And pancreatic cancer, when you're young -- I mean, it just doesn't happen. It's like, under-40's are something like 1.5% of all cases. And she was 38.

PETER

That's -- I'm sorry. That's not enough time. Nowhere near enough.

MJ

You're telling me.

PETER

What I always, um -- my parents died when I was really little. So I don't, like -- I don't *remember* them, but I have all their -- you know, they were scientists -- so I have a lot of their research, their notebooks, the work they did. And it makes me feel better to think that even if they didn't have a lot of time, they did a *lot* with the time they had. And, I mean, if that mural in, um -- in Gigi's room, if that's any indication, it seems like she did more in 38 years than most people do in a hundred.

MJ reaches up, thumbs at his eye; *not* crying, but clearly very affected.

MJ

Thanks, man. I never really thought of it like that. She was, um -- yeah, she was an artist, and she did murals for the MTA, too. A few stations. So when I'm on the subway, I always look up and -- it's like, hey, she left her mark.

PETER

Oh, *cool*. Which stations?

MJ

So, she did the one at Bryant Park, and then at 125th --

PETER

(gasping)

The one of the jazz band? And all the people dancing?

MJ

You got it.

PETER

I love that one. That's so cool.

MJ

Thanks. Do you live up around there?

PETER

Oh, no. No, I live in Queens.
Deepest, darkest Queens. Forest
Hills and 71st.

MJ

I have -- no idea where that is.

PETER

That's okay. Most people don't. My
Aunt May always has to, like, read
directions to people over the
phone when they're driving over.

MJ

Is Aunt May the emergency room
nurse who would, and I quote, *kill*
you if you didn't wear a helmet?

PETER

Yep. It's just her and me. My
Uncle Ben, um -- died last year.

MJ

God, Peter. I'm sorry. I mean,
it's been hard enough losing one
parent. Can't imagine going
through it three times.

PETER

Thanks.

(laughing)

I mean, when you put it that way
it's like -- ridiculous. Like,
really? *Three times*? And then my
girlfriend -- Sorry. Sorry. This
is, like, the most miserable
conversation ever. We don't have
to keep talking about --

MJ

Hey, no. It's fine. I don't mind.
What was her name?

PETER

Uh. Gwen. Gwen Stacy.

MJ's expression lights up with recognition.

MJ

Gwen Stacy? As in, *unsolved murder*
of the decade Gwen Stacy?

PETER

Uh. Yeah.

MJ

I'm sorry. Was that, like,
insensitive of me, or --

PETER

No, no. I mean, when it's on the
cover of every newspaper --

MJ

Okay, so tell me about, like --
before. Tell me what she was like.
Tell me about something good.

A wave of immense, warm gratitude passes over PETER. He sighs out, sets his half-eaten chow mein on the coffee table, and then leans back into the sofa.

PETER

Okay, so there was this one time
-- I had climbed in through her
window, right, and we were in her
room, and her parents didn't know
I was there.

MJ lifts his eyebrows and laughs.

MJ

Oh, so this is *that* kind of story.

PETER laughs, kicking softly at MJ's hip.

PETER

No! Get your mind out of the
gutter. I was supposed to have
dinner at her place, and I just --
I couldn't come in through the
lobby because, uh -- because I'd
just fallen into a sewer?

MJ

You *fell* into a sewer?

PETER

Unfortunately. So I wanted to
like, clean up before I had to
meet her parents, and --

MJ

And it never occurred to you to just -- cancel the dinner?

PETER

No! No, but that would have been smart. So anyway, I'm in her room, and her dad knocks on the door, and he's like, "Gwen, do you want some cocoa?" And I *dive* under the bed, right, to hide, and she opens the door, and she says, "No, Dad, I don't want any cocoa." And he says, "Okay, but I remember *somebody* saying last week that her fantasy was to live in a chocolate house."

MJ

(giggling)

A chocolate house?

PETER

A chocolate house! And so I'm just lying there, trying not to lose it, and she's like, "Well, that's impractical. And fattening." So then her dad walks away and she closes the door again and I just. *Lose it*. And she's like, "Please take a shower, you're stinking up my room," and I'm just like --

MJ

(laughing)

A chocolate house!

PETER

(laughing)

I know! It wasn't even that funny, but --

MJ

No, no, it totally is. Good story.

PETER

Thanks. Thank you. It's nice to talk about the good stuff for once.

PETER grabs his chow mein and resumes eating.

MJ

Right? I mean, I've never had anyone I was dating up and die on me. But when my ex and I broke up, it was like, I couldn't even think about the good times. I just kept fixating on all our fights. All the nasty stuff he said to me. And I --

PETER chokes a little on his chow mein.

PETER

He?

MJ's entire demeanour changes. He seems to curl in on himself. He looks away from PETER, shoulders hunched.

MJ

Right. Um. He was -- Yeah. I'm -- I'm gay. I hope you're not, um --

PETER

No! No, not at all. I just, um -- I'm just surprised, I guess.

MJ looks up at PETER, a little warily.

MJ

Can you, like -- not say anything to my dad? Because he doesn't know that I, uh --

PETER

Oh, of course not. No. I would never.

MJ

Thanks.

There's a long, painfully awkward silence. Each boy is suddenly very preoccupied with his food. Finally, PETER lifts his head.

PETER

Hey, I'm sorry I reacted like that. It was dumb of me. You're really nice. I really like hanging out with you. I don't want you to think I'm not cool with it.

MJ

That's okay.

(a beat)

And I don't, like, think that about you, for the record. It's just -- sometimes straight guys freak out? And I don't want you sitting there like, "Ew, gross, has he been hitting on me this whole time?"

PETER

No, no. I wasn't thinking that at all. Promise.

MJ smiles, nods at him, and looks down to pile some more chow mein onto his chopsticks. PETER watches him, silent, gnawing on his lip.

PETER

Hey, look. I'm not, um -- I'm not gay. Obviously. Because I just spent, like, a million years crying to you about my girlfriend. But I know what it's like. To have to, um -- hide a part of yourself. Even from the people closest to you. Because they wouldn't approve of it, or they just wouldn't get it.

MJ looks up at PETER, confusion written all over his face.

MJ

Oh... kay...

PETER

Look, uh -- just between us? Can I tell you something?

MJ

Sure.

PETER

Because I don't really have anyone to talk to about this stuff. Except my therapist. And I feel like you would get it, maybe.

MJ

(nodding slowly)

Yeah?

PETER

I -- I'm Spider-Man.

MJ stares at PETER, wide-eyed and wordless, for one second. Two. And then he bursts into loud, booming laughter. PETER lags behind for a couple of seconds, and then he starts laughing, too. He'll play it off as a joke. He can do that.

EXT. SUBWAY STATION - NIGHT

PETER descends the upper steps of a subway station, headphones in, eyes glued to his phone. Two texts from MJ: first, *really great hanging out today! text me if you ever want to chill. see you in class!* Second, a pig emoji. PETER grins and fires back: *sounds good! talk soon.* And, naturally, a spider emoji.

INT. SUBWAY STATION - NIGHT

An instrumental of "NEW YORK" by U2 begins on the soundtrack and plays to completion during the following scene.

PETER emerges onto an all-but-deserted subway platform. He slips his phone into his pocket just in time to see a white MAN in a business suit deposit a large green duffel bag beneath a bench -- and then continue strolling down the subway platform. PETER glances around; he and this MAN are the only people in the station. It dawns on PETER that something isn't right.

A train pulls into the other side of the station, drenching the small space in noise. PETER picks up the bag and walks briskly toward the MAN, calling out:

PETER

Excuse me, sir? You dropped this.

The man turns. He looks alarmed, but then his face softens.

MAN

(shouting above train)

Thank you!

The MAN takes the bag and continues walking. On the other side of the station, the train comes to a stop, and everything goes quiet.

Quiet enough that PETER can hear the bag ticking.

PETER immediately turns on his heel and races back to the toll collectors' booth, but it's not staffed this late. He pulls out his phone to dial 911. No reception here.

A loud rumbling signals that PETER's train is pulling into the station, and PETER closes his eyes, panicking, breathing hard. Acting on muscle memory, he unbuttons the first button of his shirt. He touches bare skin. He looks down at his wrists -- bare. No uniform. No web-shooters.

PETER
(whispering)
 Oh, no. No, no, no.

The train rolls to a stop. PETER turns his head and sees the MAN getting onto the train -- holding that green duffel bag. He breathes in, deep, and then he sprints down the platform, impossibly fast, diving through the doors of the subway car at the last possible second.

INT. SUBWAY CAR - NIGHT

PETER stands in the centre of the car, gasping for air. The car is empty, save for three occupants: PETER in the middle, the MAN to the south, and KAMALA at the northern end of the car. PETER turns, sees KAMALA, and immediately goes north.

PETER
(out of breath, whispering)
 Hey! Sorry. It's Kamala, right?

KAMALA looks up and pops out an earbud.

KAMALA
 Oh, hey! Yeah. Kamala Khan. And you're -- ?

PETER
 Uh, Peter. Parker. From poli sci.
(lowering his voice)
 I, um -- Look, I'm sorry to do this, but that guy -- he tried to dump his bag on the platform, okay, and when I gave it back to him, I heard it ticking.

KAMALA's eyes go wide with terror.

KAMALA
 What? Are you kidding? Is this some kind of sick practical joke?

PETER
 No. No. I promise you. He --

KAMALA

Oh, shit. What are we gonna --

PETER

I need you to hit the emergency brake for me, okay? And then, once we're stopped, evacuate the car.

KAMALA

I -- okay. But what about y --

PETER is already standing, walking calmly over to the MAN -- and clearly shaking in his boots.

PETER

Excuse me. Hi. Sorry. What's in the bag, if you don't mind me --

The MAN launches to his feet and throws a haymaker at PETER. This should sync up with that sledgehammer of guitars that hits at the 2:10 mark in "NEW YORK."

PETER dodges the punch -- barely -- and then leaps up, swinging around a pole. He kicks the MAN squarely in the chest, felling him, and then lands to crouch over him.

Here, as in the rest of the scene, it's crucial that none of PETER's fighting movements appear superheroic. He's not fighting this MAN as Spider-Man, but as PETER PARKER.

PETER

(shouting)

How long 'til the bomb goes off?

KAMALA yanks the emergency brake, and the car lurches to a dead stop. The sudden loss of momentum throws PETER, the MAN, and the bag into the air. The bag lands with a metallic *clank* and slides toward a terrified KAMALA. PETER moves to stand up and retrieve the bag, but the MAN drags PETER down by his collar and mashes his fist into PETER's face. PETER hisses with pain, wrests himself loose, and pins the MAN to the floor of the subway.

PETER

(shouting)

The police are already on their way! Tell me how to stop the --

The MAN spits in PETER's face.

MAN

Peter Parker. You stupid brat.

PETER goes white as a sheet.

PETER

What -- how do you --

The MAN takes advantage of PETER's confusion, surging up and headbutting PETER. PETER flails backward, and the MAN rises to his feet, grinning widely.

MAN

Christ, you're pathetic. No wonder Gwen didn't make it.

The MAN brings his foot down, aiming to stomp on PETER, but PETER rolls out of the way. PETER springs to his feet, and with an inhuman, anguished cry, he bodyslams the MAN against the wall of the subway.

The MAN falls to the floor, limp, corpse-like. PETER gasps for air, and then scrambles across the floor, flipping the MAN over. He tilts the MAN's head back, lifting his chin. He puts his ear to the MAN's mouth. He listens for a few seconds. And then he hears a clatter at the other end of the car. He looks up.

KAMALA is still here, clinging to a pole, trembling.

PETER

Kamala! I told you to hit the brake and then *get out!*

KAMALA

I thought he was going to kill you!

PETER

That's none of your business!

KAMALA

What? You *clearly* need help!

PETER

You can *help me* by getting to safety! Now!

KAMALA

I'm not gonna be any safer in the tunnel than I am in here, dumbass! And I'm obviously not gonna just

leave you here to die! So tell me
how to help!

PETER falls back on his heels, breathing hard. He crawls to the duffel bag and zips it open. Sure enough: an enormous, nasty-looking pipe bomb, coated in a mass of wires, topped with a battery pack and a ticking digital clock: four minutes and ten seconds to go.

PETER

Scissors. Do you have scissors? Or a switchblade? Anything sharp?

KAMALA

Yes. Yeah.

KAMALA stumbles over to PETER and dumps out the contents of his backpack. She reaches for a plastic pencil case and hands PETER a pair of safety scissors.

PETER

Okay. I'm going to cut these wires. Do you know CPR?

KAMALA

What?

PETER

Chest compressions, a hundred beats per minute. Push hard. Push fast. Two rescue breaths. Repeat. We need him alive when the police get here.

KAMALA

No, no, I know CPR, I just -- you can't cut all the wires. It doesn't work like that. I mean, on most bombs, it *does*. But they can booby-trap a circuit so the bomb goes off *when* you cut the wire. It's not common, but -- it happens.

PETER

How on *Earth* do you know --

KAMALA

I watch Grey's Anatomy, okay? The episode where a patient shows up with a bomb *inside his body*, and Meredith has to --

PETER
 WHY ARE WE BASING LIFE-AND DEATH
 DECISIONS ON GREY'S ANATOMY?

KAMALA and PETER stare at each other for a long moment,
 both panting hard.

KAMALA
 How'd you learn CPR? Hmm? Did you
 take a first-aid class?

PETER
(pause, and then, mumbling)
 ...I watched Grey's Anatomy.

KAMALA
 Exactly.

KAMALA crawls over to the MAN and starts in on the chest
 compressions. PETER is left staring at the pipe bomb. He
 and KAMALA just burned half a minute on the Grey's Anatomy
 debate. There are now three minutes and forty seconds to
 go.

PETER leans forward, takes hold of a wire, and hesitates.
 Five seconds tick past. He breathes out, reaches forward,
 and gingerly snips the first of ten wires. Nothing happens.
 He cuts another wire. Another. Another. The ticking doesn't
 stop. Nothing explodes.

Finally, PETER is down to the very last wire. Three minutes
 are left on the clock's display. He takes hold of the wire.
 He hesitates.

He cuts the wire.

Instantly, the entire car goes pitch dark. There is a long,
 empty silence -- and then, nothing but the sick screech of
 metal on metal. KAMALA and PETER stumble to their feet in
 the dark, clamping their hands over their ears. They turn
 to see the car's doors being pulled apart with the jaws of
 life. Just as suddenly as the noise began, it stops -- and
 POLICE, FIREFIGHTERS, PARAMEDICS, and BOMB SQUAD
 SPECIALISTS surge through the opening, wielding
 flashlights.

FIREFIGHTER
 You two! Come with us!

The FIREFIGHTER grabs PETER and KAMALA and tugs them toward the doors. In the background, the PARAMEDICS get to work on the MAN, and the BOMB SQUAD circles around the duffel bag.

EXT. PARKING LOT - NIGHT

We're in a nondescript parking lot, soaked in neon light and cluttered with emergency vehicles. PETER and KAMALA perch on the back bumper of an ambulance, wrapped in shock blankets. PETER is also holding a bag of ice to his face. Two FEMALE POLICE OFFICERS stand in front of them, taking notes on little yellow pads.

KAMALA

Yeah, and then we had a debate about whether we should cut the wires. I didn't think it was a good idea, but he went for it anyway.

PETER

It just -- it seemed like the right thing to do, you know?

FEMALE OFFICER #1

Well, no. The right thing to do is to call the police and then get as far away from the bomb as possible.

PETER

Right. Right. It was just, we were trapped in the car, and there was no cell reception --

FEMALE OFFICER #2

Look, look -- y'all did a brave thing, and we're glad no one was hurt. And -- Kamala?

KAMALA

Yeah?

FEMALE OFFICER #2

Your CPR saved that man's life. He's gonna be a real valuable witness for us.

KAMALA

What about us? I mean, we're witnesses too, right? Do we have to come in for questioning, or --

FEMALE OFFICER #1

No, no. You aren't in any trouble. We've got your contact info and we'll be in touch when it's time to go to trial. But for now, you're free to go. We'd just ask that you refrain from going and telling your friends about what happened tonight, okay? Because this is an ongoing investigation.

PETER

Yeah, no problem. Absolutely.

FEMALE OFFICER #2

Great. Now, it's getting pretty late. You two need rides anywhere?

PETER

Oh, no, thank you. I live out in Queens. I don't want to make you drive all the way out there. I'll just get a cab.

FEMALE OFFICER #1

Kamala? How about you? Need a ride?

KAMALA

Oh. Sorry. No, my dorm's at the north end of Manhattan U. I can just walk. It's no big deal.

FEMALE OFFICER #2

Just walk? At half past midnight?

KAMALA

I'm really not --

She shoots a desperate glance at PETER. He looks at her, and then at the officers. And then he remembers: KAMALA is wary of the police. She probably doesn't want to get in a car alone with two officers.

PETER

Uh, I can give you some cab fare, Kamala, if you don't want to --

FEMALE OFFICER #1

No, no. Don't waste your money. It's on our way.

FEMALE OFFICER #2

It's really no trouble.

KAMALA holds her breath for a second, and then she sighs, and nods.

KAMALA

Okay. Sure. Thank you.

She rises to her feet and begins to follow the OFFICERS across the parking lot. She shoots a glance over her shoulder at PETER.

KAMALA

Get home safe, Peter. And text me if you ever want to meet up and fight crime again.

PETER

(laughing)

Will do.

He watches her walk across the parking lot and sidle into the back of a police cruiser. After a few seconds, PETER gets up, still wrapped in his shock blanket, and walks over to the street to hail a cab.

INT. CAB - NIGHT

PETER slides into the backseat of the cab.

CABBIE

Where to?

PETER

Uh, Queens? Forest Hills and 71st.

CABBIE

Queens? At one o'clock in the morning? You gotta be kidding me.

PETER

I'm a good tipper.

CABBIE

You'd better be, kid.

The cabbie grumbles, but he pulls out into the road and begins to drive all the same. He reaches for the radio and spins a dial; "I GUESS THE LORD MUST BE IN NEW YORK CITY" by Harry Nilsson is playing quietly.

HARRY NILSSON (V.O.)

*Well, here I am, Lord
Knocking at your back door
Ain't it wonderful to be
Where I've always wanted to be?
For the first time
I'll breathe free
Here in New York City*

PETER watches the cluster of police cruisers, ambulances, and fire trucks get smaller and smaller in the rearview mirror. He yawns, closes his eyes, and falls asleep against the window.

INT. BEDROOM - DAY

PETER wakes up to the beeping of the alarm clock on his phone. He groans, fumbles at the phone on his nightstand, and turns off the alarm. As he shuffles out of bed, we see his face -- and the prominent, purple-red bruises blooming where the MAN's fists landed.

INT. BATHROOM - DAY

PETER makes his way into his tiny bathroom, yawning sleepily. There's an orange pill bottle perched on the sink. He screws it open and deposits a single white tablet into his palm. He swallows it with a glug of water from the tap, like a drinking fountain. He looks up, sees his bruised face in the mirror, and groans.

He swings open his medicine cabinet and reaches past toothpaste, toothbrush, and a shaving kit until he finds a small tube of concealer. He sighs, squirts a little out onto his fingertips, and begins to pat clumsily.

INT. KITCHEN - DAY

PETER comes down the stairs dressed in wrinkled dress pants, an equally wrinkled button-down shirt, and a kippah fastened clumsily with barrettes. His bruise is barely visible under the concealer. AUNT MAY, sitting at the table with toast, coffee, and the paper, looks up at him.

AUNT MAY

Morning, Peter.

PETER

Morning.

He shuffles past her on his way to the cereal cabinet. She turns her head over her shoulder.

AUNT MAY

You got in awfully late last night.

PETER

Yeah. Sorry about that. There was, um -- I mean, you probably already read about --

AUNT MAY

Read about *what*?

PETER frowns. He looks over AUNT MAY's shoulder, squinting at the headlines. It's an exceptionally slow news day. Not a word in sight about last night's attempted subway bombing.

PETER

Weird. Let me turn on the news.

PETER picks up a remote, turning on a small, countertop TV. A morning news broadcast is in full swing.

ANCHOR #1

Our top story: Authorities are warning of a rabid squirrel on the loose in Prospect Park. The unusually aggressive --

PETER

Okay, hold on. Let me just --

PETER changes the channel to a different news broadcast. The screen is split between an ANCHOR and b-roll of a squirrel.

ANCHOR #2

-- reportedly biting five joggers in the early hours of the morning. The Health Department is urging anyone bitten to seek immediate --

PETER scowls and changes the channel. Fox & Friends is on. The three hosts sit side by side, staring solemnly ahead.

STEVE DOOCY

Five New York City residents were critically injured this morning after a brutal attack --

PETER's eyes go wide with horror.

STEVE DOOCY

-- by a rabid squirrel. Ainsley,
are illegal immigrants to blame?

AINSLEY EARHARDT

Absolutely, Steve. Time and time
again, Obama's lax immigration
policies have enabled this
squirrel to --

AUNT MAY

Oh, turn that off, Peter.

PETER obliges. He stares, baffled, at the blank screen.

AUNT MAY

Steer clear of Prospect Park, hmm?
Could be dangerous.

PETER

I -- Yeah. Of course.

He stares at Aunt May for a long moment, his mouth opening
and closing -- trying, and failing, to say something about
the bomb on the subway. The total absence of any mention of
the incident on the news is really baffling him.

AUNT MAY

And eat some breakfast. We're
going to be late for shul.

PETER blinks, snaps out of it.

PETER

Oh. Sure. Sorry.

He pours himself a bowl of cereal, sits down, and begins to
eat. He won't say anything about the subway bombing,
violating the very rule he asked AUNT MAY to follow.
There's no small amount of guilt on his face. AUNT MAY
notices, and looks worried.

AUNT MAY

Peter, I know this past year
hasn't been easy for you, and if
you ever need to talk -- you know,
I'm here for you. Always.

PETER looks up, stares at her for a long moment, and then gives her a sad shrug.

PETER

I know. I know, Aunt May.

INT. SYNAGOGUE - DAY

PETER and AUNT MAY stand next to one another in a small but packed congregation, maybe 200 or 250 people. Peter holds a paper prayer book, but AUNT MAY knows the words by heart. A female RABBI stands at the bimah, leading the group in song: "RETURN AGAIN" by Shlomo Carlebach.

RABBI

*Return again, return again
Return to the home of your soul*

CONGREGATION

*Return again, return again
Return to the home of your soul*

As they sing, AUNT MAY loops an arm around PETER's waist and pulls him in, squeezes him tight. He gives her a small, genuine smile, and they go on singing.

CONGREGATION

*Return to who you are
Return to what you are
Return to where you are*

RABBI

Born and reborn again

CONGREGATION

*Return again, return again
Return to the home of your soul*

RABBI

Modim anachnu lach.

CONGREGATION

Modim anachnu lach.

PETER kisses a tassel on his talit and stares at the words of the song in his prayer book, deep in thought.

INT. CLASSROOM - DAY

PETER steps into PROFESSOR HARDY's class and begins to make his way to his regular seat in the back row.

MJ

Heyo! Spider-Man!

PETER turns, immediately on alert. MJ waves and pats the empty seat next to him. PETER relaxes instantly, grins, and bounds down the stairs, bumping into a couple of other students in his hurry to sit next to MJ. He slides into the seat and gently elbows MJ in the ribs.

PETER

(whispering)

You have *got* to be more careful about my secret identity, dude.

MJ

(giggling)

Sorry. Hills have eyes, right? Just think: any one of the people in this classroom could be a giant mutant lizard in disguise, just waiting to --

PETER

Hey! Don't *joke* about the Lizard! Do you have any idea how *traumatizing* that was for --

PROFESSOR HARDY (V.O.)

(clearing throat)

Gentlemen?

The boys shuffle apart and stare up at PROFESSOR HARDY, a little embarrassed, both trying to stifle laughter.

PROFESSOR HARDY

Don't let me interrupt your scintillating discussion. I'm just handing back your papers. MJ, a good showing as always.

PETER sees a bright red A marking the paper that PROFESSOR HARDY hands to MJ. He nods, shoots MJ two thumbs up.

PROFESSOR HARDY

Peter, I know this is just a breadth requirement class for you, but you've shown some real potential in our class debates. Drop by during my office hours sometime. We'll see what we can do about that grade.

She hands PETER a paper marked C+. PETER winces. She licks her thumb and reaches for another essay, then pauses.

PROFESSOR HARDY

You two wouldn't happen to know where Kamala is, would you?

Immediate alarm on PETER's face.

MJ

I'm not sure. Sorry.

PROFESSOR HARDY

Hmm. Well, I hope she's feeling all right. Brilliant young woman. Always makes class so lively.

PROFESSOR HARDY moves on, but PETER is still alarmed, trying to process the news of KAMALA's absence.

PETER

That's weird, right? That Kamala's not here? I feel like she's always here.

MJ

Maybe she just had a late night in the library? Decided to sleep in? Midterms are coming up, after all.

It's a plausible enough explanation that PETER relaxes. They were out pretty late last night. Maybe she just overslept.

PETER

Right. Midterms. Don't remind me.

MJ

You've got a lot on your plate, huh? Biochem and all. Mucho exams.

PETER

I mean, the labs *do* count for a lot, but -- yeah. Lots of tests.

MJ

Well, I don't know if you feel like distracting yourself for a couple hours, but --

PETER

Yes. Please. Distract me. If I have to spend one more hour in the computer lab trying to wrap my head around topological modeling for nanomechanical crystallography --

MJ

Peter, I don't understand a single word you just said.

PETER

You know what? Neither did I.

Both crack up -- PETER because he's embarrassed, MJ because he's thoroughly charmed.

MJ

So, okay. I have to take Gigi to her art lesson at the Met, right? And I usually like to take the hour, wander around, look at the paintings and stuff. And if you wanted to come hang out --

PETER

Oh, sure. Cool. Yeah, I've never been, but --

MJ

Wait. You've never been to the Met?

PETER

Never.

MJ

You've lived in New York City your entire life, and you've never --

PETER

(halting)

I just don't really -- get -- art.

MJ leans back in his chair and crosses his arms over his chest. He shoots PETER a look so stern and disapproving that PETER can't help but shrink back, holding his thick poli sci textbook as a mock shield.

PETER

I'm sorry! I mean, I like photography, but when it comes to

like, Picasso, and -- and the guy
 who just splatters paint all over
 the canvas, I don't --

MJ

No, no.

MJ reaches out, and pushes PETER's textbook-shield down.

MJ

It's just -- there's nothing to
 get. You know what I mean? It's
 not like with math or science,
 where you're trying to drill down
 to one single correct answer. With
 art, there's a *million* answers. A
 million different ways to look at
 something. Art's about what *you*
 see. What *you* feel.

PETER contemplates this, and then nods.

PETER

Okay. Let's do this.

MJ grins impossibly wide.

CUT TO:

EXT. MET STEPS - DAY

MJ and PETER climb the front steps to the Met, swinging a
 squealing GIGI between them. People are scattered on the
 steps -- sitting, eating, drawing, with their backpacks and
 messenger bags propped close to them. There's a green
 duffel bag in the crowd, but it doesn't call attention to
 itself. Blink and you'll miss it.

GIGI

Higher! Higher!

PETER and MJ oblige, and swing her higher, higher.

INT. MET LOBBY - DAY

MJ gives GIGI a kiss on the crown of her head. She scampers
 across the lobby, where a couple of museum staff are trying
 to wrangle a group of small children. PETER and MJ make
 their way to the ticket booth. Both pop out their wallets
 and lay crisp twenties on the counter.

MJ

Two, please.

PETER

(simultaneously)

Two, pl - Hey, no. I can get this.

MJ

Come on, it's the least I can do.
I'm the one who dragged you up
here. Taking up your precious
study time and --

PETER

Well, no, you *invited* me, so I
really owe you --

MJ

You don't owe me a thing, man.

PETER

I just -- I want to, okay? To
thank you for, um -- for dinner
last night, and --

MJ

Peter, you really don't have to --

We see, for the first time, the face of the TICKET CLERK
bearing witness to this conversation. She looks about three
seconds from death. As PETER and MJ squabble, she takes
both twenties, replaces them with tens and ticket buttons,
and slides the money back across the counter.

TICKET CLERK

(dead inside)

Two student tickets.

PETER and MJ freeze, looking down at the counter.

MJ

Oh.

PETER

Thank... you...

MJ and PETER rush away, pinning the ticket buttons onto
their lapels. They can't look each other in the eye.

PETER

Sorry about, uh -- that.

MJ

It's fine. *I'm* sorry.

PETER

I guess I'm just used to, um -- to
the guy paying, and --

MJ

Peter. *I'm* the guy.

PETER immediately realizes what he's said; there's not a
word for the shade of red that lights up on his face.

PETER

No, I don't -- I didn't mean --

MJ gleefully nudges PETER with his shoulder.

MJ

And *you're* the girl. Remember?
Charlotte A. Cavatica?

PETER inhales deeply, exhales deeply, and then turns to MJ,
who is right on the verge of a paroxysm of laughter.

PETER

We are *both* the guy.

MJ

Yes. Correct. Very observant.

PETER

Not that this is, um -- Not that
this is a -- I'm not --

MJ

Wanna go look at some ugly
Renaissance babies?

PETER

God, yes.

INT. MET - DAY

"PIAZZA, NEW YORK CATCHER" by Belle & Sebastian plays. Fill
the space between verses with extra instrumental as needed.

STUART MURDOCH (V.O.)

*Elope with me, Miss Private
And we'll sail around the world
I will be your Ferdinand
And you my wayward girl*

PETER and MJ pass beneath an enormous woodcut map of the world, circa 1515, as they enter the EUROPE AND THE AGE OF EXPLORATION exhibit. They lean into each other, whispering and laughing about something we don't hear. There will be no dialogue as long as "PIAZZA..." is playing.

STUART MURDOCH (V.O.)

*How many nights of talking
In hotel rooms can you take?
How many nights of limping 'round
On pagan holidays*

They walk fast past priceless paintings, pausing only to point out ugly babies to one another and throw their heads back laughing. Every other person in frame is visibly perturbed by their presence. PETER and MJ are too wrapped up in their own world to even notice, let alone care.

STUART MURDOCH (V.O.)

*Oh, elope with me in private
And we'll set something ablaze
A trail for the devil to erase*

They hit the Spanish Inquisition portion of the exhibit and pause at a particularly ghastly painting of a young woman being burned at the stake. They gaze in horror for a moment, and then step to the left -- and lose their shit over yet another hideous Renaissance baby. MJ steps close to the painting and contorts his face to match the baby's. PETER shrieks with laughter and snaps a photo.

STUART MURDOCH (V.O.)

*San Francisco's calling us
The Giants and Mets will play
Piazza, New York catcher
Are you straight or are you gay?
We hung about the stadium
We've got no place to stay
We hung about the Tenderloin
And tenderly you tell*

MJ continues to imitate the ugly Renaissance babies. PETER continues to take photos. He also takes photos when MJ's not posing. Candid. He glances down at his camera, flicking through photos on the display: MJ staring off into the distance, deep in thought; MJ looking back over his shoulder, grinning at PETER. One especially good shot of MJ stepping into a beam of brilliant light. PETER stares at it for a moment, inhales deeply, and lifts his camera to snap a photo of another ugly Renaissance baby.

STUART MURDOCH (V.O.)

*About the saddest book you ever
read
It always makes you cry
The statue's crying, too
And well he may*

PETER and MJ examine books in the Met's gift shop. MJ points to a photo of a weeping Virgin Mary and talks fast, uses a lot of explanatory hand gestures. PETER nods fast.

STUART MURDOCH (V.O.)

*I love you, I've a drowning grip
On your adoring face
I love you
My responsibility has found a
place
Beside you and strong warnings
In the guise of gentle words
Come wave upon me
From the family wider net absurd
You'll take care of her, I know it
You will do a better job
Maybe, but not what she deserves*

PETER and MJ sit side by side on a bench in the American Wing Cafe with paper plates in their laps. PETER's got a PB&J. MJ opted for ham and swiss. They talk animatedly. A sizeable glob of peanut butter and jelly winds up on PETER's cheek. MJ reaches up with a napkin and wipes PETER's face. PETER looks as though his world has tilted off his axis. MJ doesn't see his expression -- just crumples up the napkin and tosses it into a nearby napkin, never missing an apparent beat in what he's saying.

It's only when there's a long gap in the conversation that MJ finally looks over at PETER and lifts an eyebrow. PETER snaps out of it and takes another bite of his sandwich.

STUART MURDOCH (V.O.)

*The sun upon the roof in winter
Will draw you out like a flower
Meet you at the statue in an hour
Meet you at the statue in an hour*

PETER and MJ are making their way back to the lobby, walking past the ruins of the Egyptian temple in the hall with the reflecting pool. PETER says something funny. MJ laughs a little louder than strictly necessary. He pulls PETER in for a side hug. He leaves his arm around PETER's shoulders for a long moment. PETER lets him.

INT. MET LOBBY - EARLY EVENING

PETER and MJ at last emerge into the lobby of the Met and step apart, smiling.

MJ

Well, there you go! Baby's first trip to the Met. What'd you think?

PETER

I think -- I think that it's really remarkable that every single baby in the Renaissance gallery looked like a hideous old bald man.

MJ

Right? Remember the one with the --

PETER

With the abs?

MJ

Babies don't *have* abs!

PETER

I know!

MJ

Michelangelo sure didn't.

PETER reels back laughing. He looks fondly at MJ.

PETER

Well, thank you. This has been -- I mean, *fascinating*.

MJ

No worries, man. I'm glad you could come along. Um, Gigi and her group should be out soon. I don't --

MJ is interrupted by an impossibly loud explosion. The air goes thick and hazy with dust. The foundation of the museum rocks. A tall, prominently placed marble statue in the centre of the lobby begins to topple -- right above a terrified MJ.

PETER

MJ! NO! *NO!*

PETER throws his arms around MJ and pulls him back with superhuman force. The statue crashes to the ground and shatters into pieces. PETER and MJ are far away, flat against the ground. PETER's body shields MJ from the debris.

All is silent for a long moment, and then the tourists in the lobby become a screaming, churning mass.

INTERCOM (V.O.)

*Ladies and gentlemen, this is an
emergency evacuation. Please
proceed to the nearest exit in a
calm and orderly --*

PETER hauls MJ up to his feet, grips his arm, and sprints forcefully for the exit, dragging MJ behind him.

EXT. MET STEPS - EARLY EVENING

The scene outside is chaos -- hundreds of tourists, shrieking and crying in dozens of different languages. PETER and MJ can barely move, the steps are so crowded.

MJ

Gigi! We have to find --

PETER

(bellowing)

GIGI! GIGI! GAYLE WATSON!

As if by providence, the crowd parts, and we see GIGI's art class - the same group of small children we briefly saw in the lobby earlier, and a couple of terrified MUSEUM STAFF. PETER and MJ stumble toward the group, scanning the faces. The horrible truth sinks in: GIGI is not among them. MJ turns to one of the STAFF, breathing hard.

MJ

My sister. My little sister. Gigi.
Gayle Watson. Where is she?

MET STAFF #1

Sir, I have to ask you to calm --

MJ

No! No! Where is she? Why isn't
she with you? What --

MET STAFF #2

She had just gone to the bathroom
when --

MJ

By *herself*?

MET STAFF #2

Sir --

MJ

She's *six years old*! You don't let a *six-year-old* go wandering off by herself! What's *wrong* with you?

MJ is having a full-scale, screaming panic attack now. He's not hostile as much as frantic, devastated, already reckoning with the very real possibility that he may have just lost his little sister only weeks after the death of his mother. PETER pulls MJ back from the STAFF and turns him around. He holds MJ's shoulders firmly in his hands.

PETER

MJ. Listen. *Listen*. I'm going to go find your sister.

MJ

She's not out here! She's not with them. She's -- she's still in there -- oh, god --

PETER

I am going to go back inside, and I am going to find Gigi, and I am going to bring her back to you, safe and sound.

MJ

What are you *talking* about? Going back in? They'll never let you! What if -- what if there's another bomb? How the *hell* are you gonna --

PETER drops his hands. His fingers go to the top button of his collar, the second, the third. He tugs his shirt open just enough that a small triangle of the spider-suit is visible. And then he reaches out, grabs MJ's hand, and pulls it to the spider logo on his chest. MJ's fingers linger there for a moment, and then --

MJ

(*softly*)

Oh my god. You really are --

PETER

Stay here. Wait for me. You are
not going to lose her too.

PETER strides away from an awestruck MJ, holding his shirt closed with one white-knuckled fist. He ducks low in the churning crowd, disappears from our view completely.

And then: a long stream of white spider-silk shoots up out of the chaos and hits the high beam above the entrance to the Met. A second later, PETER surges out of the crowd in full Spider-Man regalia, propels himself onto the roof of the building, and takes off running. The sound of raucous, relieved cheering follows.

PETER kicks a panel of glass on the roof and plunges through the opening.

INT. MET - EARLY EVENING

PETER flies through the long Greek and Roman gallery hall, floating above the marble sculptures. He crosses through the lobby, swoops above the Egyptian ruins and the reflecting pool, and swings above the medieval gallery. Everywhere, there is catastrophic damage. The halls are completely empty. Little fires lick up from the floor in places.

PETER

GIGI! GAYLE WATSON! GIGI!

At long, long last, PETER's eyes light on a women's bathroom, the door blocked up with debris. He leaps to the floor and throws out his webs to pull the debris out of the way. He shoves the door open with his shoulder.

INT. BATHROOM - EARLY EVENING

Huddled in one corner of the bathroom is a petrified GIGI. She's sitting behind a collapsed stall, hugging her stuffed pig close to her chest. Her cheeks are stained with tears. Her mouth is wide open, like she's shouting, but no sound is coming out -- she's screamed herself hoarse. PETER steps gingerly through the debris.

PETER

Hey. Hey, hey, hey. Gigi, hey.
It's okay. You're going to be
okay.

PETER lifts her to his chest, hugs her close, pats her back the way you'd burp a baby.

PETER

You're safe. You're safe now. You
and Wilbur both, yeah?

He reaches down, nuzzles the stuffed pig's snout against
GIGI's tear-stained cheek.

PETER

Wilbur was looking out for you,
huh? Some pig.

GIGI lets out a vocal sob and wraps both arms around
PETER's torso, as far as she can reach.

GIGI

MJ -- MJ was supposed -- supposed
to come pick me up --

PETER

MJ sent me to get you, okay? He
loves you. He loves you so much.
Let's go find him, okay? Let's go
find MJ.

GIGI nods, hiccups. PETER turns, shoulders the bathroom
door open, and aims one fist at the high ceiling.

PETER

Hold on tight.

A long rope of spider-silk shoots out from PETER's wrist.
They go flying.

EXT. MET STEPS - EARLY EVENING

A searchlight hits PETER as he emerges on the roof,
balancing GIGI on his hip. The crowd goes mental. People
part like the Red Sea as PETER lands squarely in front of a
profoundly relieved MJ.

PETER

Safe and sound. Just like I
promised.

PETER hands GIGI over to MJ, who receives her wordlessly,
holding her close, hugging her tight. After a long, long
moment, he finally looks up. His eyes land on PETER. He
lowers Gigi gently to the ground. He stumbles forward on
shaky legs. He throws his arms around PETER. One hand
reaches up to cradle the back of PETER's head. He leans in
until they're cheek to cheek.

MJ

Thank you. So much.

PETER reaches his arms around MJ and squeezes him tight. They remain that way for a moment longer than they need to. When MJ pulls away, there is a look of soul-deep admiration -- no; love -- in his eyes. He picks up GIGI again, shakes his head at PETER, and nudges his cheek against his shoulder -- a no-hands attempt at mopping up his tears.

MJ

(laughing, shaky)

Well? Got some bad guys to catch, don't you?

PETER

Do I ever.

PETER bolts away, full of purpose -- and then pauses.

PETER

(to himself)

Wait. Where am I going? Who am I even looking f --

He turns his head, overhearing a nearby JOURNALIST speaking before a cameraman.

JOURNALIST

-- and police are reportedly pursuing a suspect who fled south on Fifth Avenue.

PETER

Got it.

PETER hurls a long beam of silk skyward, and just like that, he's off, swinging from the ritzy townhouses and low trees.

EXT. STREET - EARLY EVENING

We catch up with PETER as he hits the corner of 59th and 5th. We're back in skyscraper territory. Trump Tower is to be digitally removed in post and replaced with a Barnes & Noble or something.

"NEW YORK CITY COPS" by the Strokes plays as PETER rockets down the avenue, scanning the street below, following the hum of screeching police cruisers. He pauses briefly atop a streetlight, his chest heaving with exertion. He looks up

to see a news broadcast in progress on an enormous billboard.

ANCHOR

-- causing catastrophic property damage at the world-renowned museum. Miraculously, no one appears to have been harmed.

PETER

(breathing heavy)

Wow.

ANCHOR

Authorities are now investigating the explosion as a terrorist incident. One suspect has been arrested in connection with the explosion *and* with an attempted subway bombing that took place in the early hours of the morning.

A mugshot fills up one side of the screen: a desperately unhappy and visibly distressed KAMALA.

PETER

WHAT?

ANCHOR

Kamala Khan, an 18-year-old freshman student at Manhattan University --

PETER

NO! NO!

PETER swings across the street to stand, dwarfed, under the enormous billboard. KAMALA's mugshot disappears, and a live feed of PROFESSOR HARDY takes its place. She appears to be calling in via video-chat from her office.

ANCHOR

We're joined now by Dr. Felicia Hardy, a professor of political science at Manhattan University who served as one of Kamala Khan's instructors this semester. Dr. Hardy, thanks for joining us.

PROFESSOR HARDY

Thank you for having me.

ANCHOR

Dr. Hardy, did Kamala Khan ever display any signs of radicalization while in your classes?

PROFESSOR HARDY

Well, Ms. Khan was certainly -- shall we say, *passionate* about her views, but she never said anything that would have indicated to me --

PETER

SHE DIDN'T DO ANYTHING!

ANCHOR

I can't even imagine how distressing this must be for you.

PROFESSOR HARDY

Oh, profoundly so. It's been --

PETER can't bear to listen to another word. He veers back into the street and begins to swing down the avenue. The Manhattan U student centre glows faintly in the distance.

INT. MANHATTAN U HALLWAY - EARLY EVENING

In a dark, deserted hallway, PETER fumbles with a locker, tugging civilian clothes over his spider-suit. He zips up his hoodie, then slams the locker door shut, slings a backpack over his shoulders, and sprints down the hallway.

INT. PROFESSOR HARDY'S OFFICE - EARLY EVENING

PETER bursts into PROFESSOR HARDY's office without knocking. He's panting, gasping. PROFESSOR HARDY looks up from her laptop. Her frantic typing slows to a halt. Her eyes widen.

PROFESSOR HARDY

Peter! What brings you --

PETER

I saw you just now. On the news. You don't know what you're talking about. Kamala. She's innocent. I was with her last night. On the subway. She helped me disarm the bomb. She's not -- she's being *framed*. They -- they're blaming her for something she didn't even

-- Just because she's Muslim! It's
 -- it's insane. It's not right. We
 have to --

PROFESSOR HARDY stands up, rounding her desk. A look of sympathetic concern passes over her face.

PROFESSOR HARDY
 All right. Slow down. What's all
 this about you disarming a bomb?

PETER
 I got on the subway last night and
 -- and there was this guy, with
 this duffel bag, and there was a
 bomb inside it. And I fought with
 the guy and -- and Kamala just
 happened to be in the car, and --
 and she gave him CPR while --
 (pause)
 Wait. He knew -- he knew who I
 was, and -- and he knew about Gwen
 --

PROFESSOR HARDY
 (sympathetically)
 Oh, Peter. It's been a tough day,
 hasn't it? Come here.

She reaches around PETER, giving him a hug that he barely returns, so absorbed he is in picking apart the mystery of the man on the subway.

PETER
 The only other person who knows --

PROFESSOR HARDY pulls back, resting her hands on PETER's shoulders. PETER's eyes go wide.

PETER
 Harry Osborn.

The room is silent for one beat, two -- PETER breathing hard, and PROFESSOR HARDY staring into PETER's eyes, her hands still resting on his shoulders.

Her hands fly to PETER's neck. And dig in. Hard.

PETER splutters for breath. He reaches up, tries to claw PROFESSOR HARDY's hands off of his throat. She lifts him by the neck and shoves him into the wall so hard that the drywall cracks behind his head. She keeps him there,

suspending him a few inches off the floor, strangling him. His fingers scratch at her hands. His legs kick helplessly.

PROFESSOR HARDY

Good. Good, Peter. We've been wondering when you'd catch up. I think Harry overestimated you, to be quite honest. I mean, we were so generous with the hints. All over the city -- on campus, on the subway, the hospital where your dear little aunt works --

PETER's eyes spark with fury. He grunts, redoubling his efforts to free himself. PROFESSOR HARDY just laughs.

PROFESSOR HARDY

Why, anyone with half a brain would have followed the trail of breadcrumbs right to the Oscorp warehouse by now. But you --

PETER throws his head back, curls his fingers into his palms, and jams down the triggers on his web-shooters. Twin jets of spider-silk fire forcefully into PROFESSOR HARDY's face, sending her flailing backwards -- and freeing PETER. PROFESSOR HARDY shrieks in pain, rubbing at her eyes.

PROFESSOR HARDY

Good God!

PETER gasps, leaning against the wall. He raises his fists, pointing them, wrists-out at PROFESSOR HARDY. Like guns.

PETER

(short of breath)

Where is he? Where's Harry? The Oscorp warehouse? Is that where --

PROFESSOR HARDY

Don't worry. I'll deliver you right to his front door.

She charges at him, her face now red and swollen from the punch of the spider-silk. PETER fires spider-silk at her and leaps out of her way, springing up onto the ceiling. She reaches up, grabs him by his knees, and pulls him forcefully to the ground. On his way down, he hits his head on a chair and screams in pain. She kneels on his chest and pins his wrists down, covering his web-shooters.

PROFESSOR HARDY

Two choices. Cooperate, or I
render you unconsciousness.

With a ferocious cry, PETER headbutts PROFESSOR HARDY and drives his knee into her stomach. She cries out, releasing her grip on his wrists, and he rolls over -- and over, and over. The two of them tumble about on the floor, knocking over chairs, a lamp, a bookshelf. The hiss of PETER's web shooters is continuous. The CAMERA remains in tight close-up on their faces, so we don't see clearly what he's doing --

Until he stands up, breathing hard, and we see PROFESSOR HARDY lying on the floor, fully cocooned in spider-silk from the neck down.

PROFESSOR HARDY

What have you *done*, you arrogant
little --

PETER

(short of breath)

Oh, that? Friend taught me. Name
of Charlotte A. Cavatica.

PROFESSOR HARDY

What are you *talking* about?

PETER

(still short of breath)

Don't worry. You'll -- You'll have
lots of time. To read E.B. White.
In *prison*.

PROFESSOR HARDY shoots PETER a baffled look, but he doesn't linger. He heads for the window, wrenches it open, and leaps out into the air.

EXT. STREET - NIGHT

PETER, still in civilian clothes, finishes rappelling down the side of the building and lands with a thud on a deserted side street. And then he's off and running, sprinting past pedestrians and bikes. He glances around the street, eyes searching wildly. His gaze lands on a thrift store. He grins. He runs at it.

INT. POLICE STATION LOBBY - NIGHT

A pair of glass doors slide open.

A pair of hideous brown loafers step through.

PAN UP on PETER wearing a fake mustache and the ugliest tweed suit on the face of the planet. Also, carrying a scuffed secondhand briefcase.

He strides to the counter with all the confidence in the world and clears his throat. A RECEPTIONIST looks up.

RECEPTIONIST

Can I -- help you?

PETER

(deepening his voice)

Hello, yes. I'm here to speak with my client, Kamala Khan?

RECEPTIONIST

You a friend of hers or something?

PETER

(regular voice)

No! I'm her --

(clears throat, deepens voice)

Attorney.

RECEPTIONIST

Ri-ii-ight.

PETER

(deepening his voice)

I beg your pardon! I am with the ACLU, and --

A POLICE OFFICER making photocopies behind the desk turns around, snapping his gum.

POLICE OFFICER

You even know what ACLU stands for?

PETER

(deepening his voice)

Um... American... Crime... Lawyers... ?
United?

The RECEPTIONIST and the POLICE OFFICER both lose it. PETER visibly deflates. The RECEPTIONIST reaches for a Kleenex and dabs at her eyes.

RECEPTIONIST

Kid, you just missed her. Kamala Khan's got a federal hearing tomorrow. They're taking her to a maximum security facility. Left about five minutes ago.

A single beat on PETER's face. A single brisk nod. He drops the briefcase on the floor and sprints out of the lobby.

EXT. ROOFTOP - NIGHT

PETER sheds the tweed suit and the fake mustache. He reaches into the pants' pocket, pulls out his Spider-Man mask, and yanks it over his head. He stands still for a moment, breathes in, and then plummets off the building.

The opening chords of "NYC'S LIKE A GRAVEYARD" by the Moldy Peaches sound off like buzzsaws.

Keeping perfect time to the music, PETER soars through the air, scanning the streets, and skipping across the tops of buildings. His eyes fall on a prison transport truck, locked up in a traffic jam. He flips in the air, throws a web at an overhanging streetlight, and lowers himself onto the roof of the truck, feather-light. PETER wrenches a hatch open and lowers himself into the truck.

"NYC'S LIKE A GRAVEYARD" pauses at the 1:15 mark.

INT. PRISON TRANSPORT TRUCK - NIGHT

KAMALA sits on a thin metal bench in an orange jumpsuit, her hands and ankles cuffed. She's clearly distressed -- there are remnants of tears on her cheeks -- but her entire demeanor changes when she sees PETER. She gapes at him, open-mouthed.

KAMALA

Sorry, am I hallucinating, or are you literally --

PETER

Spider-Man. Nice to meet you.

KAMALA

(a beat, and then, gleeful, bouncing up and down on the bench)

Mash-al-lah!

PETER

Sorry?

KAMALA springs to her feet as best as she can and extends her handcuffed arms to PETER.

KAMALA

Mash'allah. It's Arabic for "thank you, my dear, sweet god, for sending some swole guy in spandex to bust my ass out of prison and put an end to the hideous nightmare that has been the last 24 hours of my life in a violently racist carceral system that sees every Muslim as a criminal first and a citizen second."

PETER

Really? All that in, like -- three syllables?

KAMALA

Yeah. Super useful word. Hey, help me get these cuffs off?

PETER

Oh. Sure.

PETER shoots out a couple lines of webbing. They loop around KAMALA's chains. He tugs. The chains snap like twigs, leaving her with handcuff bracelets and anklets.

KAMALA

Okay, okay. I can work with that. Now, what's the plan?

PETER

The plan is, um -- count of three, I kick those doors open, and you grab onto me and *don't let go*, and then we hurtle around 200 feet in the air at breakneck speed until we find somewhere safe to put you.

(pause, a realization)

And I know *just* the place.

KAMALA

You know, that actually *doesn't* sound as bad as the alternative.

PETER

You sure?

KAMALA

Yeah. Let's go.

KAMALA gets behind PETER and jumps up, wrapping her arms around his shoulder and her legs around his waist. She breathes in, deep.

"NYC'S LIKE A GRAVEYARD" kicks back in from the 1:15 mark.

KAMALA

(in time with the music)

One... two... three... Hey, dickhead!

Hello?

PETER surges forward, dropkicks the doors open, and shoots twin streams of spider-silk high into the air.

THE MOLDY PEACHES (V.O.)

WE'VE GOT IT!

WE'VE GOT IT!

WE'VE GOT IT!

WE'VE GOT IT!

PETER and KAMALA hurtle into the sky and swing high above the street. KAMALA screams at the top of her lungs -- like she's on a sweet rollercoaster, not like she's being murdered. She punctuates every flip with a whoop of joy.

EXT. ROOFTOP - NIGHT

PETER and KAMALA eventually land on a nondescript rooftop. They make their way to the door.

KAMALA

Whew! What a rush!

PETER

You are an insane person. You know that, right?

KAMALA

I gotta get in on this superhero thing, man. How'd you get into this line of work, anyway?

PETER opens the door. They begin to descend the stairs.

INT. HALLWAY - NIGHT

PETER and KAMALA emerge from the stairwell. KAMALA follows PETER as he walks briskly down the hallway. He pauses in front of the door and knocks twice, softly.

MJ opens the door; instantly, a deer in headlights. Behind PETER, KAMALA, too, is stunned to see MJ.

PETER

Hey, MJ. Look, I'm so sorry to bother you -- and feel very free to say no, because I know this is a lot to ask -- but Kamala was just wrongfully arrested for a terrorist plot she had no part in, and she needs a place to hide for a few hours while I go and take care of everything, so --

MJ

(softly)

Peter? What is this? Are you -- are you safe?

KAMALA

Peter? Did you just say *Peter*?

PETER sighs and wrenches his mask off. KAMALA's jaw drops.

PETER

Honestly? No. No, I'm not safe. None of us are safe. We --

KAMALA

No way. This is -- *No way.*

PETER

Kamala, can you just --

KAMALA

(mortified)

Oh *no*. No! I said you were *swole!* That's what I called you: "some swole guy in spandex." I promise, if I'd known it was you, I never --

MJ pokes his head into the hallway, checks to make sure the coast is clear, and then waves PETER and KAMALA inside.

MJ

Dad took Gigi to the doctor an hour ago. No one's here but me. Come on. Get inside.

They file inside. MJ closes the door.

INT. MJ'S APARTMENT - NIGHT

MJ, KAMALA, and PETER have formed a circle in MJ's living room. PETER's at the tail end of catching KAMALA and MJ up on the afternoon's events.

PETER

-- and that's why I have to go to the Oscorp warehouse. Tonight. I need to confront Harry and put a stop to this, once and for all.

MJ and KAMALA are silent for a moment, processing everything. KAMALA shakes her head.

KAMALA

I still can't believe Professor Hardy just *attacked* you like that. Is she, like -- is she still there? In her office?

PETER

I don't know. I hope so. It doesn't matter. All I know is that I need to get to the Oscorp warehouse as soon as humanly possible. That's where he'll be. Harry.

MJ reaches out and thumps PETER lightly on the shoulder.

MJ

I've got an after-hours access card. I'll get you into the warehouse. And then we can --

We can physically see PETER's breath hitch in his throat.

PETER

(softly)

No.

MJ

No? What do you mean, no?

PETER

I'm going alone. I don't want you anywhere near that warehouse, MJ.

MJ

Peter, I work there. I know it like the back of my hand. Let me --

PETER

(growing agitated)

No. No, no, no. Stay here. Stay here and make sure that nothing bad happens to Kamala.

KAMALA

Not that I wouldn't love a bodyguard after the day I've had, but -- Peter, nobody knows I'm here. I'm pretty sure I can sit tight in a random apartment for a few hours without the world ending.

PETER

Kamala. Please. MJ's going to stay here with you, and I'm going to --

MJ

No. I'm coming with you, Peter. You know that you --

PETER steps back, breathing hard and heavy. He screws his eyes shut, then opens them up again: GWEN is standing in MJ's place, wearing the periwinkle blue coat she wore on the night she died. She continues where MJ left off, without missing a beat.

GWEN

-- need me. I know how to help you. Nobody makes my decisions for me, all right? Nobody! This is --

PETER rakes his hands through his hair, distressed now to the point of tears. He closes his eyes, breathes in deep and shaky. He opens his eyes again. MJ finishes his speech.

MJ

-- my choice! Okay?

PETER

(bellowing)

NO! FUCK YOU! NO!

All of the air goes out of the room. MJ stumbles back like he's been slapped. KAMALA steps forward, laying a hand on PETER's arm.

KAMALA

Peter --

PETER wrenches himself away from her and storms out to the fire escape.

EXT. FIRE ESCAPE - NIGHT

PETER grips the railing of the fire escape, white-knuckled. His face is bright red, streaked with tears. He tries to steady his breathing. After a moment, the door opens, and MJ steps out onto the fire escape. He closes the door behind him. PETER is silent for a moment, and then:

PETER

I'm sorry. I shouldn't have said that. You didn't -- you don't deserve it.

MJ

Peter. It's okay.

PETER

It's not okay. It's not --

PETER turns to MJ and crosses his arms over his chest.

PETER

You know how she died that night? Gwen? You wanna know how the unsolved murder of the century really went down?

MJ

Peter, come inside.

PETER

I killed her.
(begins crying, whispers)
MJ, I killed her.

MJ steps back, genuinely frightened now.

MJ

Oh my god.

PETER

We were in that clock tower. And Harry Osborn, he *threw* her, right from the very top, and I sent -- I sent a web down. Threw out a line.

To -- to grab her, to break her fall. And I did. I broke her fall. And the whiplash snapped her neck in half. She didn't die from the fall, MJ. She died because of *me*.

MJ's face softens. He steps forward, reaches out for PETER -- and then thinks better of it, and lowers his hand.

MJ

You didn't kill her, Peter. You were trying to save her life, and it wasn't enough. That's all. There was nothing more you could have done. You didn't kill Gwen any more than I killed my mom when I stepped on a crack on the sidewalk the day of her last surgery.

(pause, laughs sadly)

God. You don't know how long I beat myself up over that one.

PETER

But -- but if Gwen hadn't been there, if she hadn't tried to help me -- You know, it's just like with my parents. When they fled the country and left me with Aunt May and Uncle Ben. Because they were trying to help me. Just like Uncle Ben, when he came looking for me that night. Because he was trying to help me. And -- all of them -- they're all dead. Because of me.

MJ

God, Peter. No.

MJ's feeling braver now. He reaches up, holds PETER's jaw in his hands.

MJ

Don't you get it? Don't you know why people go charging into battle for you?

PETER blinks at MJ, silent. MJ takes in a deep breath.

MJ

Because they love you. And when
you love someone, you want to keep
them safe.

MJ breathes out. PETER breathes in.

PETER
You -- love me?

MJ lifts his hand, brushing PETER's hair away from his eyes. He lets his hand cradle PETER's face. He lowers his other hand to PETER's waist. He moves close to PETER, until their noses are brushing. He says nothing. PETER exhales.

PETER
You love me.

PETER kisses MJ.

He lifts his hands, rests them lightly on either side of MJ's ribcage. His fingers roam a little; he's not really sure what to do with his hands. But MJ is firm, unyielding, solid. He pulls PETER close. He kisses PETER back.

After a long, long moment, PETER pulls away, eyes closed, and tips his forehead against MJ's.

PETER
I --

MJ
I know. I know you do. You ran
back into a burning building for
her.

(pause)
For me.

PETER
Still. Let me say it.

MJ
Okay.

PETER
I love you.
(pause)
And I didn't even think that I
could. Because --

MJ breathes in, hesitant.

MJ

Because we're both --

PETER

No. No, no, no. Not that.

PETER kisses MJ again, briefly; a reassurance.

PETER

I -- I think I'm bisexual,
probably? Because I know I like
girls, and I know I like you.

(a beat)

And Ryan Reynolds. And Oscar
Isaac. And Rami Malek. And Sufjan

--

MJ

It's pronounced "Sufjan."

PETER

Really?

MJ

Yeah. They kick you out of the
community if you say it wrong.

PETER

Good to know.

They both crack up. PETER gazes at his feet for a second,
then looks up, looks MJ in the eye, and takes a breath.

PETER

I just really thought, after Gwen
-- I never thought I'd feel
anything again. For anybody. I
just felt like -- like I was a
mess that nobody would ever want
to clean up. I never thought I
would find somebody. But then --
you.

MJ kisses PETER on the cheek, the tip of his nose, his
forehead, the space between his eyebrows. PETER closes his
eyes, breathes out. MJ kisses each eyelid. And then he
pulls back, still holding PETER close.

MJ

Peter, I want to go to war for
you. But if you need me to stay
here, if you need me to hold down
the fort -- I will.

PETER

Thank you.

PETER hugs MJ and presses a quick kiss to his temple.

PETER

I'll be back so soon. Don't go
anywhere.

With that, he yanks on his mask, climbs onto the railing of the fire escape, and leaps to the street below.

EXT. STREET - NIGHT

As PETER soars above the streets of New York, it becomes obvious that a sort of manhunt is underway. The streets are eerily empty and quiet. Searchlights pan over the city, police sirens whistle below, and we even hear the whir of a helicopter or two. A beam of brilliant light from a searchlight narrowly misses PETER. He leaps onto a nearby building, clings to the wall, gasping for breath.

He changes his strategy, now crawling up walls, running low across rooves, and only swinging between buildings when strictly necessary. It's slower going than usual, but he finally arrives leaps onto the roof of the Oscorp warehouse -- as signified by an enormous, neon sign.

He skitters across the roof of the building, pulling on various doors, none of which open for him. He spies an enormous ventilation unit and tugs on a hatch. It gives. He breathes out, hard, and then slides into the hatch.

INT. VENTS - NIGHT

The eerie first fifty seconds of "NEW YORK CITY SERENADE" by Bruce Springsteen play as PETER descends into the bowels of the Oscorp warehouse. The place appears to be closed for the night, with nary a single employee in sight. PETER crawls through the ducts, peeking down on occasion at various rooms: nothing out of the ordinary.

Suddenly, a burst of white, hot steam billows into the duct. PETER dodges it, and takes the first turn available to him. This happens twice more, the bursts becoming louder and more palpably hot. After the third, PETER rips his mask off, and we see he's slick with sweat, his hair matted down.

As he turns away from the steam, struggling for breath, he looks down through a grate in the duct -- and sees about

forty green duffel bags lying in a neat rectangle on a concrete floor painted pristine white. There's no light anywhere, but even in the dark, the sight is unmistakable.

PETER jimmys the grate open and leaps through.

If he thinks there's anything suspicious about the way those bursts of steam happened to steer him through the vents and directly into a room filled with pipe bombs, he doesn't comment on it.

INT. BOMB ROOM - NIGHT

PETER falls from a high ceiling and lands in the centre of the rectangle of green duffel bags. The room is silent. The room is dark. He shifts over to a bag and gingerly unzips it. Inside is a dormant pipe bomb, the digital screen of the clock an inactive grey.

PETER unzips two more bags; both bombs. As he reaches for a fourth, the lights come on -- Apple Store white and bright -- in a slow, flickering wave from the far end of the room to the one closer to PETER. He rises to his feet, on alert.

The room is silent for one of PETER's breaths, and another, and then --

On the wall closest to PETER, a small, circular green light glows to life. (Three guesses what this is an homage to!)

HARRY (V.O.)

Peter. How nice of you to join me.
It's been such a long time, hasn't
it? Too long.

PETER stumbles around the room, wrists up, web-shooters pointing out -- weapons, in effect, drawn.

PETER

Harry? Where are you?

HARRY (V.O.)

Peter, Peter, Peter. Always asking
the wrong questions.

PETER

Where are you?

HARRY (V.O.)

I'm right here, Peter. And this is
where we say goodbye.

PETER turns, peering at the steady green light. He leans forward, taps the spherical glass.

PETER

What is this? An intercom or something?

HARRY (V.O.)

Or something.

PETER

But where are you? Physically. Come on, Harry. Don't hide behind a microphone. Don't do that. After -- after everything you've put me through, after all those bomb scares, after -- after the *Met*! Do you have any idea how many people you could have --

HARRY (V.O.)

Nobody was *harmed*, Peter. We were quite careful to ensure no human lives were lost. A few hundreds of millions in property damage to priceless works of art, yes, but --

PETER

And Gwen? Was she just *property damage*, too?

HARRY (V.O.)

You can hardly pin that on *me*, Peter. You saw the autopsy. Cause of death: whiplash.

PETER seethes; his hands curl into angry fists at his sides.

PETER

You don't get to hide, Harry. Not from me. I think I've earned the right to look you right in the face when I punch a hole in it.

HARRY (V.O.)

Hmm. Awfully violent, don't you think? And a rather insensitive demand to make, given my condition.

PETER

What are you *talking* -- Never mind. Doesn't matter. I'm going to disable these bombs, and then I'm going to the police with hard evidence that you've been *terrorizing* innocent people.

PETER turns and begins to stalk toward the duffel bags. The overhead lights flicker for just a second.

HARRY (V.O.)

I'm afraid I can't let you do that, Peter.

Simultaneously, forty clocks begin to tick.

PETER whirls around, stares up just in time to see the overhead vent rapidly sliding closed until not so much as a visible crack remains in the ceiling's surface.

PETER

HARRY!

PETER runs to the walls, bangs on them with all his might, searches for cracks, openings, anything -- nothing. HARRY's cackle echoes through the room.

HARRY (V.O.)

Peter? Are the details of your situation clear to you?

PETER, gasping, runs to the centre of the room, to the few bags he opened. All three clocks are counting down in perfect unison: 4:45, 4:44, 4:43...

PETER

Harry, stop. *Stop*. Whatever you've been doing with these bombs, you -- you can't hurt any more innocent people. I won't let you.

HARRY (V.O.)

Oh, I'm not interested in hurting *innocent people*. But I'm quite interested in hurting *you*. Don't you see, Peter? I sank a lot of effort into luring you here. All those bomb scares, all those plants on the police force, and all this time -- you were the only target.

PETER

But Kamala, she was *arrested* for
--

HARRY (V.O.)

Oh, yes. A terrifically convenient little coincidence. Only took a few well-placed cops to pin the blame on Kamala. And thanks to your little escapade this evening, I'm no longer killing a beloved superhero. I'll be executing a traitor who aided and abetted a suspected terrorist.

PETER

...Executing?

HARRY (V.O.)

Forty bombs, Peter. And this room acts as a controlled detonation chamber. You're not going anywhere.

PETER steps back, frantic, panicking. He reaches for the nearest bag, yanks it open, and grabs a fistful of wires.

HARRY (V.O.)

I'd advise against that, Peter. Collapsing circuits on these ones. Cut a single wire, and *boom*.

(laughing)

Not that it matters. They're all going to blow in four minutes' time, no matter what you do.

PETER falls back on his heels, tilts his head back, gasps for air. He's thinking hard, trying to imagine a way out.

HARRY (V.O.)

At least you've wised up since our last rendez-vous. I can't help but notice you haven't brought a little helper along this time. I expect you've told whatever loved ones you have left to stay far, far away from this warehouse, hmm? No one's coming to save you, are they?

PETER

(anguished)

WHY? WHY ARE YOU DOING THIS?

HARRY (V.O.)

We all die alone, Peter.

(a beat)

Fortunately, Dr. Hardy was kind enough to program a digital preservation of my consciousness before I went. But I have to say -- being confined to a hard drive just doesn't suit me. Very restrictive.

PETER

You -- you're dead?

HARRY (V.O.)

Just a few drops of blood, Peter. That was all I ever asked for. A few drops of blood, and we'd both be alive, still. Strolling through Central Park. Just like old times.

(laughs; a hint of sadness)

Well, I'll leave you to it. Enjoy these last few minutes.

The green light flickers out. PETER is alone under the harsh white bulbs, on his knees in a field of bombs. For a long, long moment, there is no sound but intermittent sobs from PETER and the steady ticking of the deadly clocks.

And then, suddenly, footsteps.

PETER turns his head and sees a pair of boots walking up the row. He looks up; a familiar face, a bright, periwinkle blue coat. GWEN is here -- real, solid, human.

The instrumental of "I CAN'T SEE NEW YORK" by Tori Amos will play for the duration of their conversation.

GWEN

Hey. No crying in baseball.

She crouches so she's sitting next to him, almost in his lap. She reaches into her pocket and digs out a little packet of Kleenex. She dabs under PETER's eyes. His face crumples into a small and deeply genuine smile.

PETER

Baseball?

GWEN

The duffel bags. Sports.

PETER

Oh. Right.

(sniffles)

I'm so glad you're here, Gwen. You have no idea how much -- how much I've missed you.

GWEN

Nah. I know. I know exactly how much. And I know it's never easy, but I think you're doing a good job, Peter. I really do.

She nudges him in the ribs.

GWEN

(conspiratorially)

MJ's cute.

PETER

(laughing, softly)

Yeah, he is.

GWEN

You have good taste in guys, I gotta say. Good taste in girls, too. Naturally.

GWEN points to herself with both hands, and then shrugs, a little smug. PETER laughs. But his smile fades, quick. His eyes dart to the floor, away from her.

PETER

I didn't -- I didn't even get a chance to say goodbye to him. Or -- or Aunt May, or --

GWEN reaches out, lays a hand on PETER's arm. He looks up.

GWEN

Peter. Listen. You're not going to die. Not today. Not right now. I mean, you can. If you want to. But you don't have to.

PETER tilts his head at her, confused.

PETER

Gwen, there are forty bombs in this room. I'm going to die. It's going to hurt.

GWEN grips his wrists, hard. PETER looks down: her fingers are bracketing his web-shooters.

GWEN

Tell me something: what's the tensile strength of adhesive electrostatic arachnid flagelliform fluid?

PETER stares at her, baffled -- and then the proverbial lightbulb goes off above his head.

PETER

120 pounds per square millimeter of cross-section.

GWEN

And your wrist cartridges are pressurized at -- ?

PETER

300 pounds per square inch.

GWEN

Which is sufficient to shoot a stream of fluid how many feet?

PETER

60 feet. Significantly farther if I shoot in a ballistic parabolic arc.

GWEN

Smarty pants. You know what to do.

GWEN grips PETER's hand, tight, and she leans in close.

GWEN

Look, Peter. You *can* lay down and die. Right now. You can do that. But if my advice still counts for anything? Live. Just live, Peter. Go home. Kiss MJ. Kiss more boys. Kiss more girls. Take more photos. Invent more stuff. Hug Aunt May. Cry if you need to. Be a hero, or just be Peter. But for God's sake, be alive. You've earned that much.

(voice quivering)

And don't forget about me, okay?

PETER

Never. Never, ever. I couldn't. I can't. *Zikhronah livrakha.*

GWEN presses a gentle kiss to his forehead.

GWEN

I love you.

PETER

I love you, too.

She squeezes his hand once more. She rises, turns, walks away. And then the hallucination is over, and PETER is alone again in the field of bombs. He turns his head, looks at a clock: one minute to go.

Screwing his eyes shut, deep in concentration, PETER lifts his arms and throws out two enormous webs. They fall heavy, coating a swath of the bombs. He spins, repeats; spins, repeats. He opens his eyes, and he begins to sprint from one end of the room to the other, throwing down webs. With no small amount of exertion, and no small number of ballistic parabolic arcs, he manages to coat the entire floor -- and all of the bombs -- in thick, dense webbing, each square millimeter strong enough to bear 120 pounds. He stands atop a small mountain of the stuff, his chest rising and falling with heavy breath.

Forty bombs explode at once.

The webbing does its job, containing the explosion. But the mountain balloons beneath PETER's feet, and the force of the blast throws him skyward. He flings up a thin string of spider-silk. It catches on a high ceiling beam.

Billowing clouds of acrid smoke fill the air. PETER dangles above the mountain of wreckage, unconscious, held aloft only by the spider-silk string affixed to the web-shooter on his right wrist. The overhead lights flicker off, on, and finally, permanently, off. We stay on this image of PETER for a long, long time.

Finally, there is a gentle, distant explosion -- a smaller one. A few more moments pass. We hear footsteps, many footsteps, and low, indistinct chatter. Through it all, we never leave PETER.

A lightly edited version of "NEW YORK" by St. Vincent begins to play as the tops of two tall metal ladders appears low in the frame. Two BOMB SQUAD SPECIALISTS in thick body armor appear at the top of the ladder. One reaches up and cradles PETER, fireman-style. The other cuts through the string of silk with a pair of heavy-duty shears.

ST. VINCENT
*New York isn't New York
 Without you, love*

INT. BOMB ROOM - DAY

The BOMB SQUAD SPECIALIST carries an unconscious PETER down from the mountain of debris, sidestepping others who are hard at work examining the wreckage. The SPECIALIST carries PETER through a large, blown-out hole in the wall.

ST. VINCENT (V.O.)
*So far in a few blocks
 To be so low*

INT. HALLWAY - DAY

A PARAMEDIC receives PETER from the SPECIALIST and lays him down on a stretcher. The entire hallway is a mob scene of POLICE, FIREFIGHTERS, and PARAMEDICS. A couple of PARAMEDICS begin to run first aid. They stick an IV bag into PETER's arm and strap him into an oxygen mask. The first PARAMEDIC begins to shove the stretcher down the crowded hall, running fast. The PARAMEDICS with the rolling IV bag follow suit.

ST. VINCENT (V.O.)
*And if I call you
 From First Avenue*

Two figures appear, running at the stretcher's side: MJ'S DAD, and AUNT MAY. The group pushes through a wide set of doors, and out into the street.

ST. VINCENT (V.O.)
*You're the only human being
 In this city
 Who can handle me*

EXT. STREET - NIGHT

A fucking circus. The street is cluttered with POLICE, FIREFIGHTERS, and PARAMEDICS -- and more than a few news crews. AUNT MAY rushes to throw her coat over PETER's

stretcher, covering his face and his body just seconds before the flashbulbs go off.

ST. VINCENT (V.O.)
*New love wasn't true love
 Back to you, love*

KAMALA, now in civilian clothes rather than the orange jumpsuit, springs out of the crowd from a small group that must be her FAMILY. She joins MJ'S DAD and AUNT MAY in sprinting alongside PETER'S stretcher.

ST. VINCENT (V.O.)
*So much for a home run
 With some blue bloods*

The PARAMEDICS pause by a waiting ambulance. They jostle with the stretcher. AUNT MAY removes her coat, and PETER finally begins to come to.

ST. VINCENT (V.O.)
*If I last-strawed you
 On Eighth Avenue*

PETER gazes up, mystified and delirious, at MJ'S DAD, AUNT MAY, and KAMALA. All three huddle close to him -- stroking his arm, or his hair, squeezing his hands -- for just a moment, before the PARAMEDICS lift PETER into the ambulance.

ST. VINCENT(V.O.)
*You're the only human being
 In this city
 Who can stand me*

INT. AMBULANCE - NIGHT

As the PARAMEDICS lift PETER into the back of the ambulance, he sees GWEN standing in a far corner of the vehicle. She lifts a hand in gentle greeting. PETER blinks; she's gone.

ST. VINCENT (V.O.)
*I have lost a hero
 I have lost a friend*

The PARAMEDICS finally lower the stretcher and remove PETER'S oxygen mask. PETER turns his head to the right. MJ has been waiting for him, sitting on a small bench. PETER reaches weakly for MJ'S hand.

ST. VINCENT (V.O.)

*But for you, darling
I'd do it all again*

MJ folds his hand over PETER's and reaches out with his other hand, gently pushing PETER's hair out of his eyes. MJ leans in, presses his forehead to PETER's. We remain here as the chorus of "NEW YORK" repeats.

ST. VINCENT (V.O.)

*I have lost a hero
I have lost a friend
But for you, darling
I'd do it all again*

The piano outro of the song plays. MJ kisses PETER's nose.

MJ'S DAD, AUNT MAY, and KAMALA file into the ambulance along with a few PARAMEDICS. It's far too crowded, but nobody says anything, and nobody is ordered to leave.

PETER

(hoarsely)

Is it -- am I safe now?

MJ

Yeah, Peter. You're safe.

PETER closes his eyes. The ambulance begins to move.

CUT TO: BLACK

The Ryan Adams cover of "WELCOME TO NEW YORK" plays triumphantly over CLOSING CREDITS interspersed with a montage of the following small, silent scenes:

EXT. GREENWICH VILLAGE - NIGHT

PETER perches on the back of MJ's motorcycle as they ride through the Village, grinning gleefully over his shoulder. Neon lights pass by in a blur.

EXT. CENTRAL PARK - DAY

PETER, MJ, KAMALA, and GIGI leap into massive piles of leaves. GIGI chases MJ with a wriggling earthworm on the end of a long stick. PETER and KAMALA double over laughing.

INT. TV STUDIO - DAY

Peter, MJ, and KAMALA's family members watch from the sidelines as KAMALA -- professional and poised -- speaks animatedly to a NEWS ANCHOR beneath a huge headline: KHAN

TO SUE NYPD. The NEWS ANCHOR nods, plainly impressed with the argument she's laying forth.

EXT. DOORSTEP - NIGHT

PETER and MJ open PETER's door and pass out candy to a crowd of trick or treaters. PETER is a spider; MJ is a pig. A couple of kids in the crowd are dressed as Spider-Man. PETER and MJ exchange a knowing look. AUNT MAY, dressed as a farmer, looks on and smiles.

INT. PSYCHIATRIST'S OFFICE - DAY

PETER speaks animatedly with DR. MUNOZ. She nods, scribbles something in her pad, and looks up at PETER, grinning. He's feeling much, much better. He's sitting in the center of the couch. He's taking up space.

INT. THEATRE - NIGHT

In a small, black box theatre, MJ and a couple of other actors wearing elaborate Elizabethan costumes take a bow on the small stage. In the audience, PETER and KAMALA leap to their feet, shouting and cheering and applauding. MJ'S DAD gives a proud but just slightly more reserved standing ovation. GIGI is out cold, snoozing away in her seat.

INT. COURTROOM - DAY

A JUDGE's gavel comes down hard, repeatedly. In the witness stand, an impeccably tailored PROFESSOR HARDY lays one hand on a Bible and lifts the other in the air. She smiles slyly.

INT. RAMEN BAR - DAY

PETER and MJ try -- and fail -- to replicate the *Lady and the Tramp* noodle trick with a bowl of fancy ramen. They accidentally spill the bowl across the table. PETER rushes to wipe up the mess with a single paper napkin. MJ leans back and laughs.

INT. LIVING ROOM - NIGHT

AUNT MAY and PETER stand at their windowsill and take turns carefully lighting candles on a menorah. Framed pictures of UNCLE BEN and PETER'S PARENTS sit close by. AUNT MAY hands PETER a gift. He tears it open, sees what's inside, and gasps in delight, throwing his arms around AUNT MAY.

EXT. PRIDE PARADE - DAY

PETER lifts a fancy new camera to his eye and snaps a photograph of MJ posing with a group of drag queens. MJ grabs PETER's hand and pulls him reluctantly toward a face-painting booth. PETER's dressed in his regular digs. MJ has a rainbow flag tied around his shoulders, draped over a t-shirt decorated with Kevin Abstract cover art.

EXT. PRIDE PARADE - DAY

PETER and MJ march side by side. MJ now has little rainbows painted under each eye, the way football players wear eye black. PETER has the pink, purple, and navy blue stripes of the bi pride flag painted on one cheek.

We pull out to see MJ'S DAD, AUNT MAY, and KAMALA marching with them. MJ'S DAD and AUNT MAY are wearing reserved, supportive slogan t-shirts and waving little rainbow flags. KAMALA is wearing a sequined top and big shades.

KAMALA nudges the PFLAG MOM next to her, borrows the woman's sign, and solemnly lifts it high in the air. The sign reads "I LOVE MY GAY SON AND HIS FABULOUS BOYFRIEND" in hot, glittery pink, with arrows pointing in MJ and PETER's direction. After a couple of seconds, PETER and MJ notice. They dive at KAMALA, play-tackling her until she relinquishes the embarrassing sign.

Once order has been restored, MJ slings an arm around PETER's shoulder and kisses him on his unpainted cheek. PETER turns his head and kisses MJ on the mouth. They grin wide at each other, and go forward.

EXT. ROOFTOP - NIGHT

PETER stands vigil over the city from a high rooftop. Off in the distance, there is the faint wail of a siren. PETER breathes deep. He pulls his mask over his head, throws out a line of spider-silk, and sails gracefully out of frame.

CUT TO:

THE FINAL NOTES OF "WELCOME TO..." ECHOING OVER BLACK.

FADE IN:

INT. COMPUTER ROOM - DAY

A small room that seems to exist solely to house an advanced computer. Two tall walls of gleaming, silver-white servers. The centre wall is empty save for a small, circular green light mounted high, identical to the one we

saw in the bomb room. The light flickers on and glows steadily, silently.

FADE OUT:

TO BLACK.

THE END