

**ULTRAWOMAN - THE FINAL CHAPTER**

by

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Characters Created and Owned By  
Supermexican and DC Comics

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**ULTRAWOMAN - THE FINAL BATTLE**

Screenplay By Joel Davis

Based On The Character

Created and Owned by Supermexican

(NOTE: I'm writing this final chapter in the Ultrawoman saga, because of my undying affection and respect for the character. If she existed in real life, I wouldn't hesitate to be her sex slave as she could easily own me. Further, deponent sayeth not. Also, I am a screenwriter by trade, so I hope those fans of this character and this site, will enjoy seeing a professional screenplay. Feedback is always welcome.)

BEFORE MAIN TITLES

FADE IN:

1 HIGH-ANGLE SHOT - DAY - THE SKY OVER METROPOLIS

Ultrawoman flies THRU FRAME with abandon, using her amazing biceps, her giant breasts, to SMASH whatever buildings or flying objects get in her way. And as CAMERA TILTS DOWN, she SEES a traffic jam on the eight-lane highway that covers the streets of Metropolis, allowing the citizens to get where they need to get in the least amount of time.

2 SHOT PAST ULTRAWOMAN

We can't even begin to count how many cars, trucks, and buses there are on the streets below, but that doesn't matter to Ultrawoman. REVERSE POV as her eyes FLASH OUT with a WIDE ANGLE of heat vision.

3 REVERSE ANGLE

as the ultra-heat vision BEAMS DOWN to the freeway below the goddess, instantly incinerating all the vehicles on the road.

ULTRAWOMAN

You puny humans, you are nothing to me. From now on, your lives are in my very hands. So beware, as I have a short fuse.

And she LAUGHS MANIACALLY. As she does so, our MAIN TITLES APPEAR OVER.

SMASH CUT TO:

4 ANGLE AT NORTH POLE - LONG SHOT - TOWARD THE FORTRESS OF SOLITUDE

and slowly, CAMERA MOVES TOWARD and THRU the entrance to SUPERMAN'S most hidden fortress.

5 INT. FORTRESS OF SOLITUDE - CAMERA MOVING IN

and off in the far-b.g., is Superman himself, clearly working on something, but just what, we cannot tell from this ANGLE. But as CAMERA MOVES CLOSER, whatever he is working on, Superman considers it very important. Perhaps to the safety of the world. If not the universe. HOLD SHOT for SEVERAL BEATS, as we

CUT TO:

6 HIGH OVER THE ATLANTIC OCEAN - LATER - WITH ULTRAWOMAN

Suddenly, from behind her, a GOLDEN LASSO is thrown around her, and a VOICE she has never HEARD before speaks in a very commanding tone.

WONDER WOMAN (O.S.)  
You will obey my orders,  
Ultrawoman. You are my prisoner.  
Do you understand this?

But the only reaction is a hysterical LAUGH from Ultrawoman, and CAMERA SQUIBS AROUND to FULL SHOT on her massive body, as she effortlessly expands her giant chest, quickly SNAPPING Wonder Woman's golden lasso into shreds.

ULTRAWOMAN  
That the best you can do, Wonder  
Wimp?

WONDER WOMAN  
How about I try this?

7 LOW-ANGLE SHOT - INTO THE SKY

Wonder Woman suddenly makes an incredible leap, high over Ultrawoman's head, and stays in mid-air for some period of time, flexing her considerable biceps.

WONDER WOMAN  
Now what have you got to say, you  
overgrown bitch?

ULTRAWOMAN  
Just this.

(CONTINUED)

7 CONTINUED:

Ultrawoman quickly flies UP INTO FRAME, higher than even Wonder Woman is in the sky. She then turns down toward Wonder Woman's head, which she grabs with one hand, in a vice-like grip. CAMERA CLOSE on the Amazon Princess' face, indicating that the grip is more than even she can bear.

8 UP-ANGLE SHOT - PAST ULTRAWOMAN - TOWARD WONDER WOMAN

Still holding Wonder Woman by the top of her skull, Ultrawoman tips her upside-down with ease. And judging from Wonder Woman's expression, the pressure is increasing greatly. From Ultrawoman's POV, it's also an effortless amount of pressure. With her free hand, Ultrawoman grabs hold of Wonder Woman's breast, and squeezes it to the point where the Amazon Princess SCREAMS IN AGONY. This, of course, only causes Ultrawoman to LAUGH MANICALLY even LOUDER and longer.

INTERCUT TO:

9 THE SKY OVER METROPOLIS - WITH SUPERGIRL

Now SEEN for the first time, SUPERGIRL is still flying THRU FRAME after FRAME, demolishing every building her invulnerable body comes into contact with, and she cannot stop the momentum that Ultrawoman set her going at. She is truly a BLUR THRU FRAME as we

CUT BACK TO:

10 SAME AS 8

but now, Ultrawoman tucks Wonder Woman under her armpit as though she were nothing more than a UPS package, and takes off, at Ultraspeed, into far-b.g. HOLD SHOT until they are long gone from our sight, only the SOUND of Ultrawoman's speed still RINGING in our ears.

SMASH CUT TO:

11 HIGH-ANGLE SHOT - OVER PARADISE ISLAND

As Ultrawoman dives DOWN INTO FRAME, and punches THRU the protective screens that surround Paradise Island, making it invisible to the rest of the world, various ALARMS, KLAXONS, and SIRENS all go off at the same time. Yet even as they do, and all the AMAZONS come running out to SEE what's going on, CAMERA ANGLE WIDENS, then Ultrawoman sends out a WIDE ANGLE of heat vision, instantly silencing the alarms.

(CONTINUED)

11 CONTINUED:

The Amazons are stopped in their tracks by the sight of their Princess, and this towering, massively muscled, clearly more powerful, goddess. What kind of creature is she? But one thing is clear. They will not give up without a fight.

12 LONG SHOT - PARADISE ISLAND

Ultrawoman lands in the center of the Island, and none too gently. Her massive muscles and bodyweight is enough to cause an earthquake right on the Island, and a substantial one. All the Amazons are thrown off their feet, and Ultrawoman LAUGHS AGAIN, until they get up, gathering their spears and whatever other weapons they intend to use against her. She still has Wonder Woman held upside-down in one hand and now she hurls her to the ground, hard enough to cause a major indentation on the Island. She's on one side of Wonder Woman, the other Amazons on the other. Ultrawoman points to the fallen Princess.

ULTRAWOMAN

That's the line. Whoever dares  
cross it, well, let's just say  
you'll be the first to die.

(she flexes her biceps)

Who wants to go first?

Stepping forward, but not over the line yet, is the QUEEN OF THE AMAZONS, Wonder Woman's mother.

QUEEN OF THE AMAZONS

Do you really think you can take  
all of us on, you superbitch?

Once more, Ultrawoman LAUGHS MANIACALLY, this time even longer than before.

ULTRAWOMAN

Let me tell you something, Queenie.  
Not only did I make your Wonder  
Wimp daughter scream in agony, but  
I've taken on the Air Force, the  
Army, and Supergirl, who as we  
speak, is still demolishing  
Metropolis for me.

(beat)

She just can't seem to stop  
herself. And in case you're  
wondering, I eat Kryptonite like  
cereal. It only makes me stronger.

(beat; grins)

So I'm in the mood for a good fuck.  
Throw those spears and see if you  
can even penetrate me.

(MORE)

(CONTINUED)

12 CONTINUED:

ULTRAWOMAN (cont'd)

(shrugs)

Odds are I'll only send them back  
to you.

(grins)

And through you.

The Queen of the Amazons looks at her for SEVERAL BEATS, then turns to her Amazons, raising one hand in a readiness position.

QUEEN OF THE AMAZONS

Amazons --

(drops hand)

-- attack!

13 SHOT PAST AMAZONS - TOWARD ULTRAWOMAN

The Amazons launch themselves, and their spears toward the huge Ultrawoman all at once. The spears are clearly aimed at her pussy, which she spreads wide, ready to accept them with pleasure. The Amazons that attack her do so at the same time, but it doesn't have any affect on Ultrawoman. She never moves, rather she SMASHES the Amazons' bodies together, leaving nothing but a puddle of blood and gore. CAMERA TILTS DOWN and the spears have formed a giant single point into her pussy, and Ultrawoman SCREAMS IN PLEASURE, having an incredible orgasm from this.

14 REVERSE ANGLE - PAST ULTRAWOMAN

She suddenly expands her already gargantuan chest, to even more incredible proportions, at the same time, hurling her pelvis outward toward the remaining Amazons, and the spears from her pussy go out, turn around, and into the Amazons' bodies, instantly killing them all. CAMERA BOOMS HIGH UP as Ultrawoman flies UP INTO FRAME until she looks down at the destruction she's caused, and smiles.

ULTRAWOMAN

There. And they thought they could  
stand up to the power of  
Ultrawoman.

(shakes head)

When will these humans ever learn?

Then a thought comes into her mind, and she flies even HIGHER INTO FRAME.

15 VERTICAL SHOT - STRAIGHT DOWN - PAST ULTRAWOMAN - TO PARADISE ISLAND

and suddenly, Ultrawoman lets loose with WIDE ANGLE BEAM of heat vision, cutting Paradise Island in half, at the same time setting it aflame. It takes no more than a mere instant for the remains of the Amazons, including Wonder Woman, to be turned to ash.

16 REVERSE ANGLE - VERTICAL SHOT - STRAIGHT UP - TOWARD ULTRAWOMAN

as she flies off into the distance at Ultraspeed, and in a flash, she's gone.

SMASH CUT TO:

17 HIGH-ANGLE SHOT OVER METROPOLIS - CAMERA MOVING IN

to SEE Supergirl still demolishing every building in sight, and unable to stop herself from doing so. The power with which Ultrawoman hurled her, keeps her from even slowing herself down to a reasonable speed. She knows she needs help.

SUPERGIRL  
(a voice beyond normal  
human range; but weak all  
the same)  
Superman. Help.

INTERCUT TO:

18 THE FORTRESS OF SOLITUDE - WITH SUPERMAN

His work is progressing at super-speed, and we SEE that he has encircled the INTERIOR OF THE FORTRESS with projector like devices, similar to the old-style Phantom Zone projectors that his father, JOR-EL, created on Krypton. (NOTE: These are not the flat mirrored glass pieces as SEEN in the recent movies.) And these projectors are linked together with a remote control, and they are tinged with GOLD inside and out. But suddenly Superman looks up as:

SUPERGIRL (O.S.)  
(her voice growing weaker)  
Superman. Help.

CUT BACK TO:

19 SAME AS 17

Supergirl feels better, knowing she's done something to help herself, when suddenly, she HEARS a VOICE she did not want to HEAR.

ULTRAWOMAN (O.S.)

What's the matter, Superbaby? Did you really think I was going to let your dickless cousin come and help you?

Then CAMERA ANGLE WIDENS and Ultrawoman is CLOSE IN FRAME, her Ultragrip around Supergirl's throat. And this time, it's tighter than before.

ULTRAWOMAN (cont'd)

Well, c'mon, Superbaby, let's not keep your cousin waiting.

(beat)

After all, I'm in the mood for another good fuck, and from what I hear, he's got the equipment to satisfy me.

(beat; harsh)

'Course, it won't make any difference if he can or can't.

SUPERGIRL

Wh -- what's that supposed to mean?

ULTRAWOMAN

Oh, you'll find out in good time, little one. But for now --

(taps her on top of head)

-- why don't you have a nice nappy-poo?

Supergirl is quickly unconscious and, just as obviously, going to stay that way for a long time, do to Ultrawoman's superior power. CAMERA PULLS BACK and TILTS UP as Ultrawoman heads toward the North Pole and Superman's Fortress.

SMASH CUT TO:

20 VERTICAL SHOT - STRAIGHT DOWN - TOWARD THE FORTRESS OF SOLITUDE

WITH Ultrawoman flying DOWN INTO FRAME at remarkable speed, Supergirl still unconscious and tucked under her arm.

(CONTINUED)



20 CONTINUED:

CAMERA FOLLOWS and she CRASHES THRU the outer layer of the Fortress, only to be stopped by the ring of projectors. But only for a moment, as the VOICE of Superman o.s. calls out to her.

SUPERMAN (O.S.)

Did you really think I wouldn't be prepared for you, Ultrawoman?

ULTRAWOMAN

If you're so prepared, dickless Superman, then show yourself. At least your cousin faced me in battle.

(beat; taunting)

Or aren't you the man that she was?

SUPERMAN (O.S.)

If you're so invulnerable, then step into the circle of these projectors I've set up around the Fortress.

ULTRAWOMAN

And just what are they, that they can't take me down any more than any other weapon can harm me, you un-Superman?

21 ANOTHER ANGLE - SHOT PAST SUPERMAN - TOWARD ULTRAWOMAN

Superman's well-hidden behind some ice pillars, but still with a clear view of everything that's going on in the main part of the Fortress. And it's obvious that what he's looking for is an opening to get his cousin away from that monster.

SUPERMAN

I've studied the battles you've had, where Kryptonite never harmed you, and in fact, made you stronger.

ULTRAWOMAN (O.S.)

You got that right, less than Superman. And your point?

SUPERMAN

Every time you went up against Kryptonite, it was green Kryptonite, the kind that can kill either me or Supergirl.

(beat)

(MORE)

(CONTINUED)

21 CONTINUED:

SUPERMAN (cont'd)  
 But you've never faced gold  
 Kryptonite before, have you?

ULTRAWOMAN (O.S.)  
 (shouts)  
 There's no difference to someone  
 like me.

SUPERMAN  
 Ah, you're wrong. See, the gold  
 Kryptonite I developed for you, is  
 not just the kind that would  
 permanently rob either me or  
 Supergirl of our powers, but you  
 might call it --  
 (beat; turns on  
 projectors)  
 -- Ultra Gold Kryptonite. Made  
 just for you. One dose of this,  
 and you'll no longer be Ultrawoman,  
 but a mere wimp yourself.

22 REVERSE ANGLE - SHOT PAST ULTRAWOMAN

as the RAYS OF ULTRA GOLD KRYPTONITE bathe her massive body  
 totally from all sides, all at once. But rather than the  
 effect that Superman had planned for her, it has just the  
 opposite effect. And CAMERA SLOWLY PULLS BACK and BACK as  
 Ultrawoman grows taller and taller and more massively  
 muscular, until she reaches a height of twenty-five feet  
 tall, and her biceps more than ten times the size they were  
 previously, along with her breasts.

ULTRAWOMAN  
 Oooh. That feels so good, dickless  
 Superman. Got any more? Or do I  
 have to come and get you now?

With one mighty burst of her heat vision in WIDE ANGLE,  
 Ultrawoman destroys all the projectors. Then she still has  
 Supergirl under her armpit, though Supergirl looks like  
 nothing more than a gnat in comparison to the giantess that  
 is Ultrawoman, as the latter flies THRU FRAME, and begins  
 wanton destruction of the Fortress. Clearly, she's looking  
 for Superman.

23 REVERSE ANGLE ON 22 - SHOT PAST SUPERMAN

as he SEES the destruction of his Fortress, and the giantess  
 that Ultrawoman has now become, due to his gold Kryptonite  
 projectors.

(CONTINUED)

CONTINUED:

He also realizes that he's no match for her giant size as she quickly approaches him, using her x-ray vision, and the evil smile on her face reveals that she has spotted him. Ultrawoman pours on the speed.

ULTRAWOMAN

You can run, but you can't hide  
from me, Superlessman.

Then, in the next instant, her giant, armored plated tit, pierces the wall behind which Superman stands. She uses it like the most powerful drill bit in the universe, until she's finally standing right in front of Superman. CAMERA TILTS DOWN as she looks down at him, since he only comes up to her ankle, a mere six feet four, compared to her twenty five feet tall. A quick burst of heat vision and she BURNS HIS UNIFORM off him, just as she did with Supergirl. She wraps one enormous hand around his throat, hoists him up high above her head, raising one eyebrow as she looks at his rather large and engorged cock.

ULTRAWOMAN (cont'd)

Well, it seems like you just might  
be able to satisfy me after all,  
Superlessman.

He throws his hardest punch, one that would kill a thousand of the most powerful super enemies in the known universe, right on her chin. She LAUGHS and doesn't even move. But even as she LAUGHS LOUDLY, Superman SCREAMS IN AGONY, a pain he never felt before. He is, after all, invulnerable, or so he thought. And he looks at his hand, already swelling with broken bones and bleeding.

ULTRAWOMAN (cont'd)

Aww. What's the matter,  
Superlessman? Did you hurt your  
little bitty self?  
(grins)  
Well, now it's my turn.

TIGHT PAST ULTRAWOMAN - TOWARD SUPERMAN

CLOSE on her giant fist. It comes speeding toward his chest with amazing power, and faster than even Superman can follow. The blow sends him out of her grip, to the farthest wall of the Fortress, CRASHING the wall to bits. He starts to slide down the remaining bits of the wall of the Fortress, but Ultrawoman is upon him incredibly fast, her massive legs, twenty times the size of any I-beams, spread wide as she towers over the Man of Steel. But he looks anything but a Man of Steel now.

(CONTINUED)

CONTINUED:

Battered, bruised, and bleeding, she grabs him by his balls, SQUEEZING them with immense power, and he SCREAMS IN AGONY again.

ULTRAWOMAN

Oh, don't worry, Superlessman. I'm not going to crush them beyond redemption.

(a very evil grin)

I need you to fuck me and if you don't have a cock and a decent set of balls, you can't do that, can you, tiny man?

Ultrawoman then tucks Superman under her other armpit, just as she has Supergirl, in the same kind of painful and unbreakable grip, and heads out of the Fortress, demolishing it to bits, leaving nothing to chance.

ULTRAWOMAN (cont'd)

Might as well destroy the entire Fortress for you, tiny man. You'll never see it again, alive that is.

And she uses the two Kryptonians as battering rams, swinging them first one way, then another, their indestructible bodies able to take whatever punishment she metes out to them. Finally, after SEVERAL BEATS, there's nothing left but debris scattered far below Ultrawoman, who's high in the air with Superman and Supergirl. CAMERA SEES THRU HER POV and PANS RIGHT, then LEFT, then REVERSE POV as she nods with pleasure.

ULTRAWOMAN (cont'd)

Now it's time for the ultimate prize. To deliver both of you to my true enemy, and watch him face me in fear when he realizes just who I am.

(beat)

We're going to the headquarters of Lexcorp.

Then she flies HIGH UP INTO FRAME, both the Kryptonians tucked under her arms, struggling to break free, but totally immobile. She just LAUGHS (ECHO FILTER) at their futile attempts. And in a flash, they're OUT OF FRAME.

SMASH CUT TO:

25 VERTICAL SHOT - STRAIGHT DOWN - EXT. LEXCORP HEADQUARTERS

Again, just as Ultrawoman penetrated the Fortress, she expands her giant chest, and using nothing but a single tit as a drill bit, she enters the building from the top, CAMERA WITH HER, going level by level, until she reaches:

26 INT. LEX'S OFFICE - SHOT TOWARD DOOR

which is clearly made of reenforced steel and titanium. But neither of these pose a threat to Ultrawoman's mighty tit, as it easily drills THRU THE DOOR, a single hole, causing a TREMENDOUS NOISE. Looking up from his desk is LEX, a brandy snifter in one hand, a Cuban cigar in the other. The snifter is half full, and most of the way to his mouth, as he SEES what he believed to be impenetrable door burst open at the hinges, and Ultrawoman, twenty five feet tall, striding in, with Superman and Supergirl, each under one arm. And for the first time since we've known him, Lex shows fear.

LEX  
Ultrawoman!

ULTRAWOMAN  
Very good, Lex. And I've brought you these two as an offering.

27 WIDER ANGLE

She drops the still-unconscious Supergirl on Lex's leather couch, then TAPS Superman on the top of his head, knocking him out cold, as she did with Supergirl. And as CAMERA MOVES CLOSE on Superman, it's obvious he's out for a very long time.

LEX  
Wh -- what do you want?

ULTRAWOMAN  
Are you that fucking stupid? I told you I brought you these two wimps as an offering.  
(beat)  
First, I'm going to tear Supergirl apart with my bare hands, and then I'm going to rape Superman and kill him as well.

Lex leans back in his chair, sips some brandy, PUFFS on his cigar, and smiles.

27 CONTINUED:

LEX

Well. I must say, I never thought anyone could bring these two to me, and be able to kill them.

ULTRAWOMAN

(angry)

Are you really that dense? You saw how easily I broke into your office with just my tit.

(flexes biceps)

What do you think these can do to both to them? Singly or together?

LEX

(placatingly)

Okay, you've made your point.

(beat)

So Supergirl goes first, eh? This should be fun to watch.

ULTRAWOMAN

(slowly; deadly)

I suggest you get out of your chair and move away from that armored window, Lex.

LEX

Give me one good reason.

ULTRAWOMAN

You're about to find out.

28 CLOSE WITH LEX

as he reluctantly gets up from his chair, walks around from his desk, and looks up and up and up at the towering twenty five foot tall Ultrawoman. He realizes just what a speck he is, even as Superman and Supergirl are to her. He stops right behind her, but she reaches behind her, without looking, and SLAMS him back across his office, against the demolished door she walked through. HOLD PAST HER even as a CADRE OF LEXCORP GUARDS arrive, all heavily armed and heavily muscled, their weapons all pointed at the back of Ultrawoman.

LEX

Fire!

The guards FIRE ASSORTED WEAPONS, from machine guns to anti-tank shells to armor piercing shells and so on. Ultrawoman doesn't even notice the attack against her giant body.

(CONTINUED)

28 CONTINUED:

Then, she turns full around in FRAME, and with a WIDE ANGLE burst of heat vision, easily destroys all of Lex's guards and their weapons.

ULTRAWOMAN

Now, Lex, what did you really hope to accomplish with that?

(beat)

Shall we get back to the business at hand now?

Lex nods up and down like a dog one would find on a dashboard in a car.

ULTRAWOMAN (cont'd)

Good. I promised you Supergirl first, and I intend to keep my promise. Here goes.

29 REVERSE ANGLE ON 28 - SHOT TOWARD ULTRAWOMAN

She drags Supergirl from the couch, SLAPS her several times until she's awake. She still holds her with just one hand around her throat, an unbelievable grip, with incredible power, that Supergirl cannot begin to break. And as CAMERA MOVES CLOSER, Supergirl's eyes begin to bulge out of her skull, and it's clear that Ultrawoman is only using 1/1 millionth of her power. Anything more and she would snap Supergirl's neck like a dried twig.

30 VERTICAL SHOT - STRAIGHT DOWN - TOWARD ULTRAWOMAN

She casually hoists Supergirl arms length over her head, keeping one hand around her throat in that incredible vice-like grip, and the other gripping both ankles at the same time. Then, CAMERA DROPS DOWN FAST as Ultrawoman quickly bends Supergirl in half, until we HEAR her spine SNAP. Then CAMERA ANGLE WIDENS as Ultrawoman slowly, and methodically, tears each and every piece of Supergirl's body apart. Fingers, toes, her head, her breasts, finally ripping her in half like a chicken. There is blood everywhere on Ultrawoman's body, but she merely LAUGHS at this, then half-turns to Lex.

ULTRAWOMAN

Tell me, Lex. This window of yours. Is it armor plated?

(Lex nods)

Not anymore.

31 FULL SHOT - THE SCENE

Like a baseball pitcher, Ultrawoman winds up, and hurls each piece of Supergirl THRU the armor plated window, which SHATTERS on impact with Supergirl's now-dead body parts.

32 REVERSE ANGLE - CAMERA ZOOMING OUT FROM WINDOW

TOWARD the sun, which is where Supergirl's body parts are headed, but this time, the yellow sun will not help her super-healing powers. She is quite dead.

33 REVERSE ANGLE ON 32 - SHOT TOWARD SUN - ZOOMING IN

Supergirl's body parts are FLYING TOWARD CAMERA, which PULLS BACK FAST as they enter one by one, into the flaming embers of the yellow sun. She's already far too dead to even scream or yell out. REVERSE POV on the sun as if it becomes a REVERSE-IMAGE, as though it was a negative. HOLD REVERSE-IMAGE on Supergirl, as if she were also a negative, entering the sun, and her body parts suddenly REVERSE-IMAGE AGAIN, back to normal, and they DISSOLVE in the heat of the sun.

CUT TO:

34 LEX'S OFFICE - CAMERA MOVING IN FROM WINDOW

For all his bluster and fear of Ultrawoman, Lex begins to APPLAUD what she has just done to one of his most hated enemies.

LEX

Bravo, Ultrawoman. I don't suppose you'd like to be put on retainer here? I can promise you a very generous package.

35 CLOSE ON ULTRAWOMAN

She turns toward Lex, lets out a single puff of Ultrabreath, once more hurling the criminal mastermind high into the air, and CAMERA HOLDS him high against his ceiling. It's clear that Ultrawoman isn't even straining as she maintains the exhaling to keep Lex that high up in the air, as CAMERA TILTS UP, and he flounders up there, trying to get down.

LEX

All right, already. Let me down.

Without a second thought, Ultrawoman turns away from Lex and he falls heavily to the floor. His arms and legs are sprawled far out from the rest of his body.

(CONTINUED)



35 CONTINUED:

## ULTRAWOMAN

Now, let's have no more of that nonsense, Lex. If I can kill Supergirl and Superman with my hands, imagine what I can do to you.

36 ANOTHER ANGLE - SHOT WITH ULTRAWOMAN

She strides powerfully towards the naked Superman, still unconscious, and like she did with his cousin, SLAPS him several times across the face hard. Finally, he wakes up, enough to SEE both her, and Lex in b.g. Superman starts to get to his feet, but Ultrawoman, towering over him at twenty five feet tall, merely bends down and gently, oh so gently, rests her pinky finger on his otherwise massive chest. CAMERA DOWN and IN as Superman finds it impossible to breathe, or even to move.

37 VERTICAL SHOT - STRAIGHT UP - SUPERMAN'S POV - WHAT HE SEES

is Ultrawoman, towering over him, and flexing her gigantic muscles. THRU HIS POV, he sends out a narrow beam of heat vision toward her head, an attempt to shatter her skull. HOLD SHOT for SEVERAL BEATS as the heat vision clearly increases in intensity, but just as clearly, has no affect on Ultrawoman. A BEAT, then just as she did with Lex, Ultrawoman sends a puff of Ultrabreath DOWN INTO SUPERMAN'S POV, and puts out his heat vision, as easily as someone would douse a fire with water.

## ULTRAWOMAN

Listen to me, Superlessman. Did you really think that would hurt me? You tried to kill me with your oh-so-special gold Kryptonite, and the only effect it had on me was to make me grow to twenty five feet tall and infinitely stronger.

(beat)

Your cousin's already dead in the sun, I shredded her apart with my bare hands, and I'll do the same to you.

(beat)

But first, I have something special in mind.

38 WIDER ANGLE

Ultrawoman bends down, grabs hold of Superman's neck in a terrifyingly powerful grip.

(CONTINUED)

38 CONTINUED:

He SCREAMS IN AGONY and as CAMERA SHOOTS PAST HER, Lex watches as his most hated enemy in the universe, is being woman-handled with ease, by this giant Ultrawoman. She lifts Superman high over her head with one hand, and he's completely naked, his massive cock right at her mouth level.

## ULTRAWOMAN

Now, Superlessman, let's find out if that cock of yours is as superless as the rest of you.

(beat; grins)

Or can you satisfy this giant, unstoppable body of pure muscle before you?

(shrugs)

Only one way to find out, I guess.

39 EXTREME CLOSEUP ON ULTRAWOMAN

as we SEE her take Superman's cock in her mouth, close her lips around it, and make SUCKING NOISES OF PLEASURE. She keeps this going for a considerable period of time, and it's clear that Superman is being drained of all he has inside him. But she doesn't care. She SUCKS HIM AGAIN, makes him hard once more, and the NOISES OF PLEASURE come from Ultrawoman, even as Superman tries to pull away from her single-handed grip. She grins around his huge cock, and just keeps going endlessly, for her own pleasure. SEVERAL LONG BEATS, and she finally drops Superman to the floor, barely alive at this stage. But as CAMERA PULLS BACK, it's clear that something more has happened to Ultrawoman. By swallowing Superman's sperm, her biceps are ten times as large as they were before, and her breasts at least fifteen times their previous size. In other words, she is far more invulnerable than ever. And two hundred times stronger.

40 MEDIUM CLOSE SHOT - ULTRAWOMAN

as she flexes her newly enlarged biceps. Just by doing so, she creates a SONIC BOOM in Lex's office, causing everything and everyone to go FLYING THRU FRAME, PAST HER, while she stands unmoving, and LAUGHS. These mere mortals, and Superman himself, come CRASHING into her massive body, but simply nothing happens. She never even feels it. Instead, she just brushes their tiny bodies aside. Now she grabs Superman around the waist with just one hand, again with that incredible vice-like grip. And as she hoists the Man of Steel high over her head that's twenty five feet off the floor, we HEAR his RIBS BEING CRUNCHED to powder. Once more, he SCREAMS IN AGONY, only LOUDER than he ever thought he could. But Ultrawoman doesn't ease up on him; if anything, she increases the pressure, and he SCREAMS LOUDER and LOUDER with each tightening of her grip.

(CONTINUED)

40 CONTINUED:

And above it all, Ultrawoman LAUGHS, a SOUND that carries far above Superman's SCREAMS.

ULTRAWOMAN

Feel good, Superlessman? I hope so. After all, you're the one who created me to this size and power.

(flexes biceps)

I have you to thank for my Ultrastrength.

(beat; harsh)

The Ultrastrength that is going to first fuck you, and then rip you to shreds. Starting now.

41 ANOTHER ANGLE

Ultrawoman slowly, ever so slowly, brings Superman down from over her head, so that he's looking straight into her eyes. TWO BEATS, then she lowers him a bit lower, and without further ado, jams his fully engorged cock into her large, waiting pussy. REVERSE POV as all at once, Ultrawoman tightens her pussy muscles around Superman's cock so viciously tight that he SCREAMS AGAIN and can't possibly pull out, no matter how hard he tries. Then, without use of her hands, she FLIES UP INTO FRAME, taking the Man of Steel with her, keeping his cock inside her, CAMERA ZOOMS AROUND Lex's office in HIGH-ANGLE SHOT. It quickly becomes clear that Ultrawoman is squeezing every bit of sperm out of Superman that she can, and with ease. He continues to SCREAM LOUDER than ever before.

42 CLOSE ON ULTRAWOMAN - COMING INTO CAMERA

from VARIOUS ANGLES, she swoops up, then down, then up again, then down again, all through Lex's office, causing Lex to duck in an attempt to avoid her. But she only LAUGHS MORE as Superman's steel hard legs SLAM into Lex's body, CRUSHING his ribs. Lex goes flying all the way across his office, SCREAMING IN PAIN.

LEX

You fucking bitch! What did you do that for?

43 REVERSE ANGLE - SHOT PAST ULTRAWOMAN

as she continues to fuck Superman, she turns her heat vision toward Lex, in a TIGHT NARROW BEAM, at his feet. CAMERA FOLLOWS the beam as it gets CLOSER and CLOSER and CLOSER to Lex's feet, stopping just before it reaches there, but it's clear from his expression that he feels the incredible heat she's giving out.

(CONTINUED)

43 CONTINUED:

## ULTRAWOMAN

Don't ever talk to me like that,  
little mortal man. I can step on  
you like a bug. Any time I want  
to.

(beat)

And when I'm done here --

(indicates Superman)

-- maybe I will. So for now --

(shouts)

-- SIT DOWN!

And suddenly, a meek, mild, obedient Lex, does as he's told, and sits on the floor, not even seeking a chair or a couch. All during this time, Ultrawoman continues fucking Superman, but now she's done. Her biceps and breasts have grown again, thanks to his Kryptonian sperm. She slowly, and with great relish, begins to RIP Superman apart, first his fingers, then his toes, then his arms, then his legs, finally his head off his shoulders, and all the pieces go out THRU Lex's window, just as Supergirl's pieces did.

HARD CUT TO:

44 REVERSE ANGLE ON 43 - SHOT TOWARD SUN

as CAMERA ZOOMS OUT from the Earth, and the pieces of what once was Superman, goes spinning out of control toward the sun. REVERSE POV as his body parts approach the sun, and burn up upon entry, as in REVERSE-IMAGE. No SOUND is HEARD because he's already dead, just as Supergirl was. HOLD REVERSE-IMAGE as Superman's body parts DISSOLVE upon entry into the sun.

SMASH CUT TO:

45 LEX'S OFFICE - SHOT THRU WINDOW - PAST ULTRAWOMAN

Her massive back takes up most of FRAME within Lex's office and she flexes her back muscles and as CAMERA SQUIBS AROUND to FULL SHOT on her face, she flexes her biceps and expands her chest as well. CAMERA PULLS BACK as she slowly advances toward on Lex, who doesn't even come up to her ankle, and he slowly retreats through his now non-existent door, thanks to her power.

46 REVERSE ANGLE

TOWARD Lex's back, slowly moving INTO CAMERA and FRAME. But as small as he is compared to Ultrawoman, we still SEE her FULL IN FRAME, as she INHALES DEEPLY, and expands her massive chest far more than one could think possible.

(CONTINUED)

CONTINUED:

While she inhales deeply, Lex comes FLYING TOWARD her, unable to stop, and SLAMS into that armored-plated chest of hers, caught between her two giant breasts. He struggles to get out, but it's like a vice-like grip, and Ultrawoman, without using her hands, presses her breasts tighter and tighter around him, until he's virtually invisible. The only SOUNDS coming from Lex now are that which are barely AUDIBLE to the human ear. Ultrawoman, on the other hand, LAUGHS at his predicament. And she keeps increasing the pressure until it seems that Lex is dead. But as she opens her massive chest, and catches the barely breathing criminal in the palm of her giant hand, it's clear he's still alive. Though he may wish he weren't.

ULTRAWOMAN

Now, Lex, I'm surprised at you. I thought you were a tit man.

LEX

(between gasps)

Not -- when -- they -- smother -- me.

ULTRAWOMAN

(considering)

Well, I suppose that is a point.

She lifts him up to her face in EXTREME CLOSEUP. She holds him there for SEVERAL BEATS.

ULTRAWOMAN (cont'd)

Now, Lex, take a good, close look at me.

(he does as he's told)

Tell me you don't recognize me. I dare you, little man. This is your one chance to stay alive a little longer.

LEX

(after a beat)

All I see is Ultrawoman. The most powerful creature in the universe.

ULTRAWOMAN

Well, Lex, you've got that right. But maybe this'll give you a hint.

A small blast of heat vision, aimed like a laser, quickly burns Lex's clothes off. Now he's as naked as Ultrawoman. And she looks down at his cock.

(CONTINUED)

46 CONTINUED: (2)

ULTRAWOMAN (cont'd)  
 Not as big as I remember it, Lex.  
 (beat; angry; harsh)  
 From when you raped me. Remember  
 now?

And he looks at her in total, abject fear, as suddenly his eyes go wide, he remembers, and we

FLASH INTERCUT:

47 LEX'S OFFICE - MUCH EARLIER - SHOT PAST LEX

and he's raping Kathy Everson, long before she ever was Ultrawoman. Here she was just a weak, mousy woman, who couldn't fight off Lex, no matter how hard she tried. And she's wearing a blond wig that he's forcing her to wear.

FLASH INTERCUT BACK TO:

48 LEX'S OFFICE - PRESENT TIME - TIGHT ON LEX

And now he knows that the killing of Superman and Supergirl was mere prelude to Ultrawoman's revenge against him. And there's nothing he can do to -- or is there?

49 ANOTHER ANGLE

Somehow Lex manages to jump out of Ultrawoman's giant palm, and she lets him, knowing she can catch him in a nanosecond. CAMERA WITH LEX as he runs for the remains of his desk, frantically looking for something, finally coming up with it. CAMERA IN to EXTREME CLOSE on a lead-lined box, which he aims at Ultrawoman, who still advances at Lex. But she SEES the box, and stops.

LEX  
 (warningly)  
 One more step, and I'll open this box. And you'll die the death you deserve, you overgrown, superbitch.

Ultrawoman takes just one more step, nothing more. And smiles.

ULTRAWOMAN  
 There. I took that step, Lex. So do your damndest.

LEX  
 You asked for it.

(CONTINUED)

49 CONTINUED:

And he opens the lead-lined box, in a tambour fashion.

50 WIDER ANGLE - INCLUDING LEX & ULTRAWOMAN

Inside the box is a large piece of Kryptonite. GLOWING GREEN, Lex moves slowly CLOSER to Ultrawoman, bringing the Kryptonite CLOSER to her, so that she'll get the full effects. But the CLOSER he gets, the less the Kryptonite seems to bother her, if at all. She just YAWNS, and polishes her fingernails on her other huge hand against her massive shoulder.

ULTRAWOMAN

I hate to tell you, Lex, but Superlessman tried the same thing with some special gold Kryptonite made just for me.

(beat)

I was nowhere near twenty five feet tall, or were my biceps and breasts this big, until he aimed that gold dust at me.

(shouts)

WHICH IS WHY I'M A GODDESS OF THE UNIVERSE NOW! NOTHING CAN STOP ME! DO YOU UNDERSTAND THAT, WORM!

(Lex nods)

Good. Now, before I kill you, which is only fair, since I did the same to your enemies, I'm going to fuck you to death. But first --

(an evil grin)

-- you still have that blond wig? See, I hate bald men.

LEX

I -- I don't know where or if --

ULTRAWOMAN

Then you'd better fucking find it, worm. Or I'll kill you this fucking instant.

51 ANOTHER ANGLE

Off to one side is a wooden and metal cabinet. CAMERA ANGLE WIDENS as Lex moves toward it, keeping his back to the cabinet, his face to Ultrawoman, even as she stays just a few inches away from him.

(CONTINUED)

51 CONTINUED:

When he reaches the cabinet, there's a combination lock on it, and Lex starts to turn around to unlock it, only to have Ultrawoman grab his left shoulder in an incredible grip, and send him FLYING BACK THRU FRAME, but he stays in the office. With one hand, Ultrawoman RIPS the cabinet open like tissue paper, and brings out the blond wig. REVERSE POV as she turns to face Lex again, and in one powerful stride is upon him, placing the wig on top of his bald head.

ULTRAWOMAN

There. Now you look just like the way you made me look for my first --

(pausing to remember)

-- what did you call it? Oh, yes.

(beat)

My first rape. Now it's time for yours, little man.

(shakes head)

What a shame you don't have the equipment that Superlessman had. I don't think you'll last five seconds. Any bets? Well, we'll soon see.

52 EXTREME CLOSEUP ON ULTRAWOMAN

She grabs Lex around the back of his neck with one giant hand, and effortlessly lifts him up and inserts his cock into her waiting pussy. CAMERA IN CLOSE as she clamps her pussy muscles down hard on his cock and Lex SCREAMS IN PAIN AND AGONY. This is something he's not used to. Ultrawoman, on the other hand, just LAUGHS LOUDLY, and increases the pressure with complete ease. At the same time that she LAUGHS, she also SCREAMS IN PLEASURE, Lex squirting some sperm into her body, giving her an orgasm, though not on the level of Superman.

CAMERA BACK:

53 MEDIUM CLOSE SHOT

Finally, Ultrawoman has drained Lex of everything he has inside him, and releases him from her pussy, catching him again in her giant palm. A quick puff of Ultrabreath and the wig flies out the non-existent window. Lex is bald once again.

ULTRAWOMAN

Well, I was right, Lex. You only lasted five seconds, if that much. To be honest, I wasn't really keeping track.

(MORE)

(CONTINUED)



53

CONTINUED:

ULTRAWOMAN (cont'd)

But once I knew you didn't go  
beyond five seconds, I knew I had  
won.

(beat)

But now it's time to say bye-bye  
forever, Lex. And unlike your not-  
so-super friends, I'm just going to  
shove you back inside me and crush  
you to pulp.

(grins)

That'll make me all warm and gooey  
inside. I'd give you a kiss, but  
I'm afraid it'd shatter your skull.  
So --

(waves)

-- farewell, Lex. It wasn't fun  
while it lasted.

CAMERA TILTS DOWN as she shoves his entire body into her  
again waiting pussy, this time clamping down hard on him, and  
in a split second, even from inside her pussy, we HEAR the  
SOUNDS of Lex's body being CRUSHED into nothingness. And the  
goo that was once a criminal genius that ruled Metropolis,  
oozes out of her pussy, all blood and guts. There's a towel  
on the remains of Lex's desk, and Ultrawoman grabs it.  
Though it doesn't begin to cover her up, and she doesn't want  
it to, she uses it as a hand cloth to wipe herself clean of  
Lex's remains.

ULTRAWOMAN (cont'd)

There. A goddess can't be filthy,  
can she?

(beat)

Now it's time to let the Universe  
know who's in charge from now on.

54

LOW-ANGLE SHOT - INTO THE SKY - FROM LEX'S OFFICE

Ultrawoman takes off, bursting THRU the ceiling with ease,  
despite the fact that it's made of reenforced steel and  
titanium. Her twenty five foot body with its giant, massive  
muscles go through it like a hot knife through butter.  
CAMERA BOOMS HIGH UP to FOLLOW her, but with her speed, it's  
a futile attempt.

55

LEXCORP HEADQUARTERS - CAMERA CIRCLING AROUND THE BUILDING

and at Ultraspeed, she FLIES THRU FRAME, easily demolishing  
each and every door on every side of the building. She  
doesn't use her heat vision, but rather uses her bare hands,  
to rip them off their hinges and CRUSH them into tiny  
accordion shapes and CAMERA BACK as she hurls each of them in  
turn into space.

56 REVERSE ANGLE - SHOT FROM EARTH

as each of these tiny accordions that were once doors to Lexcorp, come FLYING TOWARD CAMERA, then REVERSE POV and we SEE them go FLYING FURTHER INTO space.

CUT TO:

57 HIGH-ANGLE SHOT OVER METROPOLIS - WITH ULTRAWOMAN

She FLIES STRAIGHT UP INTO the sky, and remains there, looking over her domain, for that's clearly what it is. And what she considers it. Then she expands that incredibly massive chest of hers far more than anyone could have thought possible, and smiles.

ULTRAWOMAN

(shouts in a voice that carries beyond Earth)

Attention everyone in the Universe. This is Ultrawoman speaking. I am your new ruler. Superman and Supergirl have been killed by my bare hands.

(beat)

From now on, your very existence is up to me. The people of Earth will begin by showing their tribute by abandoning all their gold and cash to me, at the former headquarters of Lexcorp.

(beat)

Don't worry about getting in. I've ripped all the doors off their hinges and hurled them into space. You have two hours to comply, otherwise, I will come looking for you. As mere mortals, you have no weapons that I can even feel.

(beat)

The other worlds in the Universe will also pay heed to me, their new ruler and, if need be, assassin.

(beat)

From this day forth, you will know only one ruler --

(beat)

-- ULTRAWOMAN!!!!

(CONTINUED)

57 CONTINUED:

She FLIES THRU FRAME at Ultraspeed, and we SEE her vanish over what use to be Metropolis, until she had Supergirl destroy it for her. Now, it's a vanquished city, a totally leveled city, as if an atom bomb was dropped on it.

SMASH CUT TO:

58 VERTICAL SHOT - STRAIGHT DOWN - OVER FORT KNOX

A long line of dollies, on which are gold ingots, piled higher and higher. The MEN and WOMEN who drag the dollies out of the front door are clearly having a hard time, as these dollies weigh several tons each. Then suddenly, DOWN INTO FRAME, comes Ultrawoman and, with one finger she lifts all the dollies high into the sky with her.

59 REVERSE ANGLE - VERTICAL SHOT - STRAIGHT UP

She barely looks down at the mortals who were dragging the gold out of Fort Knox, and she shouts down to them.

ULTRAWOMAN

Consider this a down payment. I'll be back for more shortly. But for now...

She turns her head DOWN TOWARD FRAME and her heat vision quickly melts Fort Knox into nothing more than slag. She LAUGHS as she FLIES OUT OF FRAME.

HARD CUT TO:

60 LEX'S OFFICE - LOW-ANGLE SHOT

as Ultrawoman FLIES DOWN INTO FRAME, with the gold from Fort Knox, still LAUGHING. Then the VOICE of an ARMED GUARD can be HEARD O.S.

ARMED GUARD (O.S.)

Get her, men!

REVERSE POV to show the ARMED MEN from Fort Knox and wherever else, all with heavy weapons, all aimed at Ultrawoman. Even a tank is poised at the opening at what once was the door, just in case.

ULTRAWOMAN

You stupid fucking mortals will never learn, will you?

(sighs)

Very well. Blast away. Because after you do that --

(MORE)

(CONTINUED)

60 CONTINUED:

ULTRAWOMAN (cont'd)  
 (grins)  
 -- it's my turn.

The heavy weapons begin FIRING and every one hits Ultrawoman directly in her massive chest. Each shell is made of pure Kryptonite, but she LAUGHS it off, as her biceps simply grow larger and more powerful, as she absorbs the radiation of the Kryptonite that would have otherwise killed a normal Kryptonian. Then a blast of heat vision melts those heavy weapons, and the guards behind them as well. She CONTINUES to LAUGH MANIACALLY. The tank rolls right up to her, its cannon pressing against her huge tit as CAMERA ANGLE WIDENS to show the TIGHT SHOT. Another FIRE from within the tank, and again, CAMERA BACK FAST to reveal again it's pure Kryptonite. But when it strikes her giant tit, not only does it have no effect on her, but it bounces back through the cannon and into the tank, whereupon it EXPLODES, killing all inside. The tank is now nothing but burning embers.

61 ANOTHER ANGLE

Suddenly, a ROARING SOUND can be HEARD O.S. and Ultrawoman looks up THRU what use to be the roof of Lex's office, but thanks to Ultrawoman's destructive power, is now just an open air space. CAMERA TILTS UP as Ultrawoman glances up with CAMERA, and SEES a stealth bomber circling overhead.

ULTRAWOMAN  
 Oh, for... Not again.  
 (shakes head)  
 Well, I guess they'll just have to  
 learn once more.  
 (beat; grins)  
 But this time, after they find out  
 what won't happen, I've got a  
 surprise for them. And I doubt  
 they'll like it.

62 VERTICAL SHOT - STRAIGHT DOWN - INTO LEX'S OFFICE - PAST STEALTH BOMBER

and the bomber releases a 100,000 megaton Kryptonite nuclear bomb straight DOWN INTO FRAME, right toward Ultrawoman. She lays on the floor, legs spread wide, ready to accept the nuke, right into her pussy. Even though this one is far more powerful than the previous Kryptonite nuke, Ultrawoman knows she can't be harmed. CAMERA ANGLE WIDENS to reveal the armed guards just outside what use to be the door, putting on radiation proof suits, so as not to be nuked themselves.

63 CLOSER VERTICAL SHOT - STRAIGHT DOWN

as the Kryptonite nuke strikes and enters Ultrawoman's pussy. For a moment, we go to FRAME BLACK and maybe, just maybe, she's been destroyed at last. HOLD FRAME BLACK for SEVERAL BEATS, then FRAME OUT OF BLACK and Ultrawoman is still standing there, completely unharmed. In fact, her biceps and breasts have grown even larger and more powerful. If that's possible. She's absorbed the Kryptonite radiation into her body, then REVERSE POV, puffs out her cheeks, and sends a blast of nuclear radiation out to the armed guards just outside what use to be the door to Lex's office. With her increased power, the radiation DISSOLVES their suits and they're destroyed in seconds. Nothing is left but a small pile of ash.

SMASH CUT TO:

64 INT. JLA HEADQUARTERS - ANGLE IN SPACE - A SHORT TIME LATER

Every scientific device known to man, and some that aren't, are scattered around the headquarters of the JLA. Also, there's a large monitor at one end of the main corridor, which shows Ultrawoman and all the destruction she's recently caused. CAMERA BACK to show THE FLASH, GREEN LANTERN, and BATMAN, all watching, their eyes never leaving the monitor.

THE FLASH

What do you think, Batman? Can we do something about her?

BATMAN

I don't know, Flash. You saw how easily she tore Superman and Supergirl to pieces. And we're not even invulnerable.

GREEN LANTERN

Maybe not. But I've got my power ring. Perhaps that can tip the balance in our favor.

BATMAN

And if it doesn't, what then? The universe won't have anyone left to protect it.

65 VERTICAL SHOT - STRAIGHT UP - BELOW JLA HEADQUARTERS

Ultrawoman FLIES UP INTO FRAME at Ultraspeed, her enhanced muscles bulging with power, and an evil grin on her face.

(CONTINUED)

65 CONTINUED:

She casually RIPS open the bottom of the JLA headquarters, and continues FLYING UP INTO FRAME.

66 SAME AS 64

Ultrawoman bursts into their headquarters, and Green Lantern is the first to react. He aims his power ring at her, and using the sheer force of will, creates a giant GREEN FIST which lashes out and SMACKS her right in the middle of her face. She doesn't even feel it, or even move. But the GREEN FIST is SHATTERED by the impact of her invincible face. Even more than that, Green Lantern holds his arm, all the way up, clearly broken from the impact. SHOT THRU ULTRAWOMAN'S POV as she lashes out with a narrow beam of heat vision, instantly destroying Green Lantern's power ring. It melts on his finger, and in a second, he SCREAMS IN PAIN from the burning she's causing.

67 ANOTHER ANGLE - SHOT TOWARD THE FLASH

seething with anger, he runs at his fastest speed possible around Ultrawoman, all the time becoming a CRIMSON BLUR THRU FRAME. During this, she maintains the narrow beam of heat vision on Green Lantern, until the latter is burnt to a crisp then, without looking up, she reaches OUT OF FRAME, and grabs hold of the Flash, by his uniform, stopping him dead in his tracks. She simply SLAMS him against her huge breasts, and he's out cold, but she still doesn't let go of him. CAMERA TILTS UP as Ultrawoman hoists the Flash high over her head with one hand, then casually DROPS HIM OUT of the headquarters, so that he falls into space.

68 REVERSE ANGLE - VERTICAL SHOT - STRAIGHT UP - FROM JLA HEADQUARTERS

as we SEE the Flash's body come falling into space, and because of Ultrawoman's immense power, he goes into instant and constant orbit. CAMERA CIRCLES AROUND the Earth, and the JLA Headquarters, as the Flash GASPS for breath, but the CLOSER we MOVE INTO FRAME, the more obvious it becomes that he's dying. SEVERAL BEATS and his body virtually implodes from lack of oxygen. He's dead.

69 BACK INSIDE JLA HEADQUARTERS - CLOSE WITH ULTRAWOMAN

The only member of the JLA left now is Batman. No superpowers to help him, just his weapons in his utility belt. But what match are they against Ultrawoman? Still, he has to try. He brings out a bat-a-rang, with a long rope attached to the end of it, and hurls it with unerring accuracy. CAMERA CLOSE on Ultrawoman as she becomes tied up in the bat-a-rang and its rope, but again, that evil smile is plastered across her face.

(CONTINUED)

69 CONTINUED:

All she does is expand her tits, not even her breasts, and the rope is broken and the bat-a-rang is shattered, sent scattered across the headquarters with such force that Batman himself is forced to duck the flying pieces.

70 ANOTHER ANGLE

Without warning, and at Ultraspeed, she comes flying toward Batman, grabs him by the neck, and literally lifts him high over her head with one hand. She bounces him up and down like a yo-yo, as all the pockets of his utility belt open and their contents fall out. Ultrawoman then melts them with her heat vision. Then she turns her attention to Batman.

ULTRAWOMAN

You know something, Bats? This was almost too easy. You super heroes weren't super at all. And the armed forces were even less.

(shrugs)

I guess that's what makes me a goddess. And what makes me --

(grins)

-- Ultrawoman.

With that, she puts one giant hand on the top of Batman's head, the other on the bottom of his boots, and with the ultimate ease, presses her palms together, until there's nothing left but a pile of blood and gore. Then Ultrawoman FLIES UP INTO FRAME and we

CUT TO:

71 ANGLE IN SPACE - WITH ULTRAWOMAN

She's overlooking the entire universe THRU HER POV, enjoying the fact that she is the ultimate ruler of the universe. CAMERA BACK as she flies from one galaxy to another in record time, then back, then on to the next, and so on, as we

FADE OUT.

**THE END**