

BABY MAYHEM

An Original Screenplay By  
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FADE IN:

EXT. ROCKY PLANET SURFACE - NIGHT

Dark clouds smolder across a purple sky.

SUPER: "DARLIA SYSTEM, PLANET FOUR."

WOLVERINE CREATURES burst into scene, mouths SLOBBERING and teeth GNASHING. They race forward and soon converge upon--

AGENT MAYHEM, a short, green-skinned alien dressed in a Galaxy Division uniform.

The secret agent glances back and forth, fingers itching as the horde prowls ever closer.

With a sudden cringe and a SNARL, the beasts erupt forward, but as they fall upon Mayhem, he whips out his laser-blasters and leaps sideways--

Rolling, spinning and dodging his way through the beasts, Mayhem BLASTS them until at the height of battle, it stops:

The world halts suddenly and fuzzes with static.

BRAX (V.O.)

This, gentlemen of the board, is  
Agent Two-X-Three, codename Mayhem.

INT. MILITARY COMPLEX - CONFERENCE ROOM - NIGHT

The frozen image of Mayhem in battle remains, although it is now on a large digital screen, beneath which stands--

COMMANDER BRAX, tall and lanky in his full military garb, holding a remote in one hand, pointed up at the screen.

BRAX (CONT'D)

Beyond proficient in close-quarter  
combat tactics and the stealth arts.  
Simply put, he is the best we have,  
and we have selected him to send  
in on mission codename: Station Nine.

Seated at a long, chrome table in front of Brax, business-dressed aliens mumble around excitedly.

BRAX

Members of the board, I present  
to you, Agent Two-X-Three.

A door slides opens to his side, but no one is there.

A short and fat alien pops his head in. He then wobbles out to Brax who bends down so the alien can whisper to him.

BRAX

What's that? ...  
(rises and groans)  
Ugh, Two-X-Three.

INT. AGENT MAYHEM'S APARTMENT - DAY

A small clock counts down from the number '6'. Beside it, the smooth, green face of Mayhem lies asleep in bed.

As the clock hits '0', Mayhem's eyes snap open and his hand slaps down on the alarm as it starts to BUZZ.

Mayhem relaxes. Then he sits up with a stretch and a yawn.

Around him: a sleek, shaded room--with a digital fireplace on the wall and a robotic arm pouring a cup of coffee.

Mayhem hops down from bed, strolls over and drinks.

MAYHEM

Mmm...

A screen lowers behind him with the face of Brax on it.

BRAX (V.O.)

Ah, Mayhem. Glad I could catch you--

BOOM! The TV explodes. Mayhem pulls back his laser-blaster.

MAYHEM

Sorry boss.  
(blows the smoke)  
Nobody catches this agent.

Another screen with Brax lowers beside the broken one.

BRAX (V.O.)

Agent? What was that about? Eh,  
Agent? Mayhem--where'd you go!?!

INT. LEGACY SPACE-STATION - DAY

Tiers of grey, blue and purple buildings rise atop each other around Mayhem, who emerges from an apartment doorstep, straightens his jacket and then hits the street.

Around him, oddly-shaped hover-cars zip back and forth. A robot is selling newspapers on one corner. Aliens lie about, on benches, carrying junk, etc--each on their way.

Mayhem passes a large digital screen in a window that runs a compellation of shots from alien secret-agents at work: fighting monsters, driving ships and exploring worlds.

COMMERCIAL (V.O.)

Galaxy Division: a one-stop shop  
to space exploration. With highly  
trained agents leading the way,  
call your local office soon and  
open your world to a new realm  
of resort and travel.

Above the screen, a monorail train departs with Mayhem on it. The train zips through a maze of buildings and turns at one corner to glide along a transparent wall:

Beyond that wall is the starry expanse of outer-space--

EXT. LEGACY SPACE-STATION - DAY/NIGHT (CONTINUOUS)

The bulky space-station hovers above a murky green planet.

SUPER: "LEGACY SPACE-STATION, XEROA SYSTEM."

INT. MILITARY COMPLEX - OFFICES - DAY

Cubicles wrestle against one another. Fingers pound on keyboards, voices mumble and printers chug out files.

Two doors at the far end of the room SLAM OPEN.

Everyone looks up at Brax, standing there as bent angry as ever. Only the distant SOUND of one agent TYPING goes on.

Brax and two bulky guards march down the aisle to Mayhem's cubicle. The agent types on, indifferent to their arrival.

BRAX

Agent Mayhem!

MAYHEM

(without looking up)

Sup boss?

BRAX

Why did you disregard my telecommunication contact with you this morning?

MAYHEM

(still working)

Your call was an undesignated communication to an officer not on duty. I was obligated to ignore it.

Brax's anger fades and he slumps, wiping one hand down his face to his chin.

BRAX

For the last time, agent, not everything has to be completely by the book like that. I am your commanding officer, and you were requested for an early hour meeting with the board.

MAYHEM

Agents recently back from classified mission status are unavailable for early hour shifts, per page three-A-seven of the Galaxy Division contract--

Brax slaps a folder down on Mayhem's Desk. The action stops Mayhem, who looks over questioningly.

BRAX

You have a new mission.

MAYHEM

That's not protocol either.

BRAX

Class six.

MAYHEM

(looks up)

No way!

He reaches over, but Brax pulls the file back.

BRAX

Boardroom F, Sector Five, now.

INT. MILITARY COMPLEX - BOARD ROOM - DAY

Mayhem flips through the folder. The top of one page reads "Native: Human" and has a picture of 'a fat man eating.'

Behind him, Brax runs a slideshow on a screen at the other end of the room. The first image shows Earth.

BRAX

Four weeks ago, we received contact from a planet in the Veta system. A place the natives call, Earth.

MAYHEM

Natives? You mean these? ...

Mayhem holds the picture sideways to look at it.

MAYHEM (CONT'D)

Humans?

BRAX

Indeed. Sentient life class six, according to recent surveys.

MAYHEM

You weren't joking.

BRAX

Over sixty Earth years ago, two agents of Galaxy Division crash landed there. A place the natives call one... Roswell... New... Mexico--

MAYHEM

Wait, Brax. We've been there before? But that's illegal--

BRAX

They crash landed on a routine survey mission. Clearly within the bounds of intergalactic colonization laws.

(resumes slideshow)

Typically we abandon lost agents such as these, but as you can see, they are still alive, and are being held in unacceptable conditions.

He finishes with a shot of two aliens locked in a pale-colored room. One of them looks beaten up.

BRAX (CONT'D)

We do not blame the primitives for their actions, but the board has decided not to abandon the agents to further cruelty. That's why we're sending you in.

MAYHEM

(with resolve)

What's the plan?

BRAX

This can't get too messy, agent. Your job is to infiltrate Earth's population, retrieve the fallen agents and escape without notice.

MAYHEM

I'll need a full A-I support team. No real agents. I work alone.

BRAX

Understood.

MAYHEM

(smirks)

Then when do I leave?

Brax smirks back. Then he clicks a button on his remote.

CLANG-VWOOP! The floor opens and rises around Mayhem's chair, encaging him in a module of some sort. Then he shoots up into the ceiling.

INT. TRANSPORT MODULE - DAY

A viewing window opens in front of Mayhem. He's traveling up at lightning speed. Green lights are passing down. Keyboards, buttons and knobs glow alive all around him.

His vehicle stops suddenly on A RUNWAY. It turns slowly and then locks in place atop a ship.

MAYHEM

Whoa! Talk about sudden.

OVERHEAD (V.O.)

Destination accepted. The third planet of the Veta System.

MAYHEM

Hey, can I have a moment to--

BOOM! His ship rockets forward, launching into outer-space.

EXT. PLANET EARTH - DAY/NIGHT

The sun stands behind the silhouette of planet earth, and hovering over the planet is a small, orb-shaped space ship.

SUPER: "VETA SYSTEM, PLANET EARTH: THREE WEEKS LATER."

INT. EARTH OBSERVATION SHIP - DAY/NIGHT

Earth stands dead center to the viewing window behind Mayhem as he stands stout to address his crew.



MAYHEM

Alright team. This is a rescue mission. At approximately o-two hundred hours Earth time, we are a go. Identified Earth military agent Jeremy Steven will be abducted. My body will be recalibrated to match his and I will be planted in his stead. In disguise as Mr. Steven, I will enact a classic snatch and pull. Any questions? Good, then let's--

Doors BUMP OPEN across the room as a fat blob of an alien backs in on a floating chair. He is GEEBS, the ship's nerdy, pimple-faced, cape-wearing lead-engineer.

GEEBS

(eating a Twinkie)

Okay guys. Sorry I'm late. Yeah. We can start now. Mmm. I'm here.

Mayhem watches, horrified, as Geebs bumps his way through the crowd towards him.

GEEBS

Umph! Sorry. Oh, watch out. Yeah. It's got a mind of its own, ha.

Geebs sucks his fingers clean as he pulls up to Mayhem.

MAYHEM

And you are?

GEEBS

Oh, the name is Geebs, sir. Galaxy Division Agent Six-A-Nine and the lead engineer of this observational space-vessel. Nice to meet you, sir. It's an honor, for sure, man.

He holds out his messy hand. Mayhem hesitates.

MAYHEM

What is that you're wearing?

GEEBS

Oh, like the goods, ah? I get this stuff from Earth all the time. I swear, Earthlings are the bomb! Got the best grub, the best games. You don't even know. We lucked out coming here, am I right? Ah? Ah?

He holds his hand up for a high-five. Mayhem hesitates.

MAYHEM

What is that on your shoulder?

A round, ball-like CREATURE rises from Geebs's shoulder.

GEEBS

Oh, him? That's my brother. Mojo. He's like my wingman. We're conjoined twins. Can't you tell?

MOJO

Booyaka!

MAYHEM

(disgusted)

Right, well. Let's get to work. Got that, team? Fire up all systems. We abduct in twenty minutes.

Geebs oinks a laugh and turns his chair the other way.

EXT. THE STEVEN HOME - NIGHT

A suburban street rouses to the SOUND of a BABY CRYING. CRASHING NOISES soon follow.

INT. THE STEVEN HOME - HALLWAY - NIGHT

As the BABY CRIES, MR. STEVEN, a wavy-haired, broad-shouldered military man in his late thirties, stumbles out and BUMPS into the wall.

He staggers down the hall and to the baby-room door.

INT. THE STEVEN HOME - BABY ROOM - NIGHT

BABY ZACK, a cute red-headed one-year old, is CRYING up a storm inside his crib when his barely awake dad meanders in and picks the child up.

Mr. Steven turns and slumps into the rocking chair.

MR. STEVEN

Ugh...

He starts rocking and then pats his son on the back.

INT. EARTH OBSERVATION SHIP - DAY/NIGHT

The madness of their preparation continues: Geebs has taken the main computer systems to the side of the viewing window, and Mayhem is strapping into a chair down below.

GEEBS

Trans-body-acceleration levels?

ALIEN AGENT #1

Normal.

GEEBS

Energy-flux barometer control?

ALIEN AGENT #2

Functioning.

MOJO

(peeks at the computer)

Huh? Booyaka!

GEEBS

What's that? Quiet. Hey, Agent Mayhem. Just so you know, the trans-body-plant beam will recalibrate your body and plant you all in one go, but not only will your body resemble that of Mr. Steven in every way possible, it will be enhanced too. You'll be stronger, faster and more durable. How bomb is that, yeah?

Mayhem rolls his eyes and gives a thumbs up.

GEEBS

Alright, guys.

(CRACKS his fingers)

Let's fire this baby up.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mr. Steven drags his feet back over to the crib where he sets Zack back down. Zack nuzzles. Mr. Steven pats him.

INT. EARTH OBSERVATION SHIP - DAY

The viewing window screen zooms in on the Steven home and converts into x-ray mode, turning the house a transparent blue and highlighting the body of Jeremy Steven in red.

GEEBS

Approaching trans-body-plant!

MOJO

(urgent)

Booyaka!

GEEBS

What's that?

MOJO

Booyaka-yaka-yaka!

GEEBS

Psht! Whatever. Just watch out.

(resumes typing)

Locking on now. Setting trigger options. Calibrating cannon and...  
Initiate abduction!

INT. THE STEVEN HOME - BABY ROOM - NIGHT

Mr. Steven tucks the blanket in tight around his son and then stands upright. Back Zack is sleeping sound.

MR. STEVEN

I'll see you tomorrow, little guy.

He turns to walk out of the room; but right behind him, a faint beam of light falls in through the window, landing on the crib where Mr. Steven had just been standing.

Baby Zack begins to glow.

INT. EARTH OBSERVATION SHIP - DAY/NIGHT

Sparks shoot all over. A yellow beam opens on Mayhem, and in a sudden surge-BOOM! Mayhem shatters into bits of light.

The room goes dark.

INT. THE STEVEN HOME - BABY ROOM - DAY

MAYHEM'S POV

Mayhem opens his eyes. A toy moon, surrounded by several stars, hovers above him. The walls of a crib surround him.

MAYHEM (V.O.)

Oh, geez. What a headache.

Mayhem sits up. The room seems huge. It's decorated with all sorts of make-believe appliances and characters.

Mayhem crawls up over the side of the crib, falls and grunts as he hits the floor.

MAYHEM (V.O.)

(getting up)

Ugh. Having a hard time readjust--

Mayhem stops in front of a mirror to find himself in the form of Baby Zack.

BACK TO SCENE

MAYHEM

(looking himself over)

What? No... No... No!

INT. THE STEVEN HOME - KITCHEN - DAY

A FUZZY bit of NOISE stirs on a baby monitor. MRS. STEVEN, Baby Zack's mid-thirties, all-American mom, notices.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mayhem is looking himself over, horrified.

MRS. STEVEN (O.S.)  
(down the hall)  
Sweetie? Is that you?

MAYHEM  
(looks over)  
What?

INT. THE STEVEN HOME - HALLWAY - DAY

Mrs. Steven makes her way towards the baby room door.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mayhem looks back and forth, stepping in a small circle and trying to find a place to hide.

MAYHEM (V.O.)  
This is bad. This is very bad--

He looks up as the door opens and Mrs. Steven enters.

MRS. STEVEN  
Honey? You awake?

Mayhem is lying in the crib again, fast asleep.

MRS. STEVEN  
Oh, that's a good boy. You just  
sleep all you want.

Mrs. Steven smiles. Then she turns out of the room. As soon as she is gone, Mayhem's eyes snap open and he sits up.

MAYHEM

I have to contact mother-ship.

He jumps back out of the crib, but as he passes the mirror again, he stops and works his hair up into his faux-hawk.

INT. THE STEVEN HOME - HALLWAY - DAY

Mayhem peeks out from the baby's room and then rolls across the floor, rising flat up against the other wall. He sneaks down the length of the wall and hides behind a table.

Mayhem pauses to peak over the table and then crawls out to a laundry basket which he turns over onto his head to sneak forward again, beneath the cover of the basket.

INT. THE STEVEN HOME - KITCHEN - DAY

Mrs. Steven is washing the dishes when Mayhem spies on her from the living room doorway. He glances across the room and notices a phone on the counter-top.

Mayhem watches Mrs. Steven another moment, but then runs out and rolls beneath the kitchen table.

From there, Mayhem maneuvers forward through the legs of the table and chairs. When Mrs. Steven turns to put a dish away, Mayhem sneaks out into one of the floor cupboards.

Mrs. Steven resumes washing the dishes, and Mayhem sneaks out from another cupboard across the kitchen, where he then climbs up onto the counter and hides behind a plant.

Mayhem watches Mrs. Steven once more and once she turns, he flips up into an above cupboard, making a SLIGHT RUCKUS.

MRS. STEVEN

(looks)

Whiskers?

She walks over. Nothing.

As she turns back, Mayhem's hand reaches down from the last cupboard and grabs the phone.

EXT. THE STEVEN HOME - BACK DECK - DAY

Mayhem paces back and forth, gripping the phone to his ear with a vengeance until he gets a pick-up sound.

GEEBS (V.O.)  
(over the phone)  
Hello?

MAYHEM  
You switched me with the baby?!

INTERCUT WITH:

INT. EARTH OBSERVATION SHIP - DAY/NIGHT

Geebs sits a bit slumped over. Behind him, the crew hides from Zack who has somehow gotten a hold of a laser-blaster.

GEEBS  
Yeah, we kind of figured.

MOJO  
Booyaka!

MAYHEM  
What--! Who--! Why--! How--! How!  
How did this happen?

GEEBS  
The dad must have made a switch.  
We picked a sleeping hour. He  
should have been immobile.

MAYHEM  
Great! So what am I supposed to do  
now? I'm less than two feet tall.  
I have no military clearance. No  
day-to-day cover. No anything!

GEEBS  
Hey, listen. Our bad. Let us beam  
you back up here. We'll report the  
initial attempt a failure and try  
again in a few days.



MAYHEM

Whoa, wait. Failure? Wait a second. Listen, uh. Let's not get carried away or anything. No need to go putting a failure on the books.

GEEBS

You sure? Because it would be real simple to--

Baby Zack BLASTS the telephone system. Mayhem, alone once more, drops the phone to his side.

MAYHEM

This is too much. Returning agents are not supposed to get new missions. I should have just gone by the book. Come on, agent! That's your thing. Just should ha--

Mayhem stops suddenly and grabs his stomach.

MAYHEM

Wait! What's that? Ugh!

Mayhem cringes inward painfully.

MAYHEM

I think they've found me. It must be some kind of chemical attack.

He tries to dial the phone again but can't. He drops the phone in pain and backs away.

MAYHEM

No. It's too late! I can't... can't...

Mayhem's lips curl awkwardly. His expression reddens into a poopy face and the tension drops into a dirty diaper.

MAYHEM

(relieved and dismayed)

Ugh! What was that?

(looks over his shoulder)

No, no, no! Come on. Is that what they call a bowel movement?

He holds his hands down at it in horror.

MAYHEM (CONT'D)

Why eat it if you don't need it!

Mayhem stops, straightens up and regains his composure.

MAYHEM

I'm okay. I can handle this. Just  
need to adjust my balance control.

Mayhem takes a few steps, but the extra weight in his  
diaper pulls him off-course. He wobbles around and then  
falls right onto his wet, mushy bottom.

The human instinct wells up inside of him. His lips curl  
downward and he breaks into a sudden, uncontrollable WAIL.

INT. THE STEVEN HOME - KITCHEN - DAY

Mrs. Steven is at work wiping down the kitchen table when  
she hears Mayhem CRYING outside.

MRS. STEVEN

Baby?

EXT. THE STEVEN HOME - BACK DECK - DAY

Mayhem is still wailing when Mrs. Steven walks out.

MRS. STEVEN

How'd you get out here, sweetie?  
Come here. I got you.

As she picks him up, the smell hits her.

MRS. STEVEN

Oh! Someone has a stinky diaper.  
Huh? Did you go stinky?

Mayhem nods, still with a pouty-face.

MRS. STEVEN

That's okay, little guy. Let's go  
get you all cleaned up.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mayhem is lying on the changing table, staring up angrily at Mrs. Steven who is changing his diaper.

MAYHEM (V.O.)  
This is so humiliating. Just look  
at her, going to town like that.  
Ugh! Just get on with it, woman!

MRS. STEVEN  
Almost done honey, and...

Mrs. Steven drops the dirty diaper into the diaper pail.

MRS. STEVEN (CONT'D)  
There we go! Awe. Look at you,  
my little mister grumpy-kins.

Mayhem crosses his arms. His angry face is super-adorable.

MRS. STEVEN  
(tries tickling him)  
Ah, gouchie-gouchie-goo.

MAYHEM (V.O.)  
(bats her hands away)  
No. Don't play with me. Please,  
don't.

MRS. STEVEN  
Ah, gouchie-gouchie-goo!

MAYHEM (V.O.)  
Mother unit, you have no idea!

The woman stops and puts her hands on her hips.

MRS. STEVEN  
Well, somebody had a bad night-  
night. You better shape up while  
I'm gone though. Understand?

MAYHEM (V.O.)  
Gone?

MRS. STEVEN

Mommy will only be gone a couple hours and you should be sleeping for most of that, okay?

MAYHEM (V.O.)

A couple hours? That's all I need!  
(brightens)  
Woman, you're the greatest!

INT. THE STEVEN HOME - LIVING ROOM - DAY

When the front door opens, CARLY is standing there. She's the nice, quiet kept, braces-wearing sixteen-year-old babysitter who works for the Steven family.

MRS. STEVEN

Hey Carly, come on in. Zack's been asleep for a half an hour, so he should be fine for awhile. Just check in on him in a bit, alright?

CARLY

Sure thing, Mrs. Steven. Me and Zack will be fine. You have fun at your class.

MRS. STEVEN

Well, call if you need anything.

CARLY

No problemo, Mrs. Steven. Bye.

Carly closes the door behind Mrs. Steven. Then she flops over onto the couch, puts on some head-phones, cranks up her i-pod and grabs a magazine from the end-table.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mayhem is lying asleep in his crib, but his eyes open at the SOUND of Mrs. Steven's CAR STARTING outside.

Mayhem sneaks out of the crib and peeks out the baby-room window, where he watches Mrs. Steven's car pull away.

MAYHEM

Perfect...

INT. THE STEVEN HOME - BABY ROOM - DAY

Everything has been ripped open and spilt across the floor. The TV is in pieces. The DVD player is busted. Everything.

Mayhem is working on a TV remote. Nearby is a mangled TEDDY-BEAR, stitched-up and missing one of its button eyes.

Mayhem speaks into a microphone hanging over his shoulder:

MAYHEM

Mission log: day one. The mother unit has seemingly abandoned her child, providing the exact cover I need to establish headquarters.

INT. THE STEVEN HOME - LIVING ROOM - DAY

Carly, bobbing her foot to the song, doesn't notice the RACKET stirring from the baby monitor across the room.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mayhem continues screwing back together the TV remote.

MAYHEM

I have already fashioned myself a stun-based laser-blaster and a vessel for A-I one. I'm working on a download remote as we speak.

INT. THE STEVEN HOME - LIVING ROOM - DAY

The BLIPS on the monitor finally grow too obnoxious. Carly notices and pulls her headphones down.

CARLY

Zack?

She hurries over and holds the monitor up to her ear.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mayhem fastens an eye-patch on the teddy bear from earlier.

MAYHEM

If only that blob of an agent  
hadn't screwed up the body plant.  
Instead of hacking up children's  
toys I'd be knocking heads Mayhem  
style by now.

INT. THE STEVEN HOME - LIVING ROOM - DAY

Carly sets the monitor down and cringes. Then she turns and  
heads down the hallway towards the baby's room.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mayhem paces back and forth, getting worked up.

MAYHEM

No! He had to overlook things.  
Had to discount obvious variables.  
This is sentient life here. You  
can't overlook anything when it--

He stops suddenly. His eyes narrow and then widen. Mayhem  
looks over to see Carly standing in the doorway, wide-eyed.

Before anything, Mayhem's blaster whips out of his diaper  
and BOOM! The doorway explodes.

The smoke settles to reveal Carly ducking beneath where the  
blast had struck.

Mayhem raises his blaster again, but she darts down the  
hallway, screaming--

INT. THE STEVEN HOME - HALLWAY - DAY

Mayhem peeks out from the baby room and then takes the  
other wall, same as earlier. He sneaks carefully towards  
the living room with his laser-blaster ready.

MAYHEM

Hello? Earth Unit. It's just me,  
the little baby. Hello?

As Mayhem reaches the corner by the living room, Carly is on the other side, terrified. As he emerges, she plucks the blaster out of his hand and drops a laundry basket on him.

CARLY

Ah-ha!

MAYHEM

(dismayed)

What? No--Ah!

He stops and plops down, arms crossed and angry-faced.

CARLY

Okay. What are you, and where is  
Baby Zack?

She tries her best to not seem terrified.

MAYHEM

Hmph!

CARLY

Oh, no. I'm not letting you out  
until you say something.

MAYHEM

Ugh, I can't believe--

CARLY

Ah!

MAYHEM

Geez. Nerves, woman. Come on.

CARLY

How can you talk like that?

MAYHEM

Just, listen. Okay? Listen. I'm  
not, eh... How you would say, from  
around here.

CARLY

Okay. Then where are you from?  
Canada? No, Russia! China?

Mayhem thinks about it. He groans and then he simply points up. It takes a moment, but then Carly's face widens.

CARLY

Oh...

MAYHEM

But if you want to know more...

Mayhem's eyes shoot wide, as if realizing something, but then he gets casual again.

MAYHEM (CONT'D)

I have a remote in the baby's  
room. It'll tell you everything  
you need to know. Just push the  
red button and bam! Up to speed.

Carly eyes the little figure.

CARLY

How do I know you aren't just  
trying to trick me?

MAYHEM

I'm a talking space-alien baby.  
Is there really a chance you won't  
go push that button?

Carly mulls it over for a second, but then stacks some books on top of the basket and heads down the hall.

INT. THE STEVEN HOME - BABY ROOM - DAY

The remote is waiting on the floor just like Mayhem said, but Carly hesitates after picking it up. She looks it over every way possible, and then shrugs.

CARLY

Here goes nothing..



She cringes away from it as she drops her finger down on the red power button. After hitting it, a red light starts blinking at the top of the remote.

Behind Carly, a similar light starts blinking inside the stitching of the teddy bear Mayhem had been working on.

CARLY

Huh. Nothing happened--

TV REMOTE(V.O.)

Artificial Intelligence Operations  
Unit One, download complete.

CARLY

Wait, artificial download what?

Something moves across the room behind her. Carly looks, but doesn't see anything. The teddy bear is gone.

CARLY

Baby-guy?

INT. THE STEVEN HOME - LIVING ROOM - DAY

The basket holding Mayhem has been tipped over. Carly makes for the phone but stops halfway when the recliner in the corner of the room turns. Mayhem is sitting on it, smiling.

CARLY

Hey, you said no tricks.

MAYHEM

Earth-unit, I'd like you to meet  
A-I One, codename Sergeant Buttons.

Carly turns to find a gritty, bad-attitude, stitched up, eye-patch-wearing teddy bear standing in the doorway to the living room. He is SERGEANT BUTTONS.

BUTTONS

(mad as hell)

Putting the kid in the basket was  
a bad idea... Ahh!

Buttons screams like a madman. Carly screams back--

CARLY

Ahh!

Mayhem laughs and pulls his blaster out. Carly turns and runs. Buttons and Mayhem chase her all through the house.

Mayhem blasts at her. Buttons tries to jump on her. Carly fights back with whatever she can find, pots, pictures, desk items, anything to save herself.

INT. NEIGHBOR'S HOME - DAY

A cranky old lady is sitting in her chair, looking out the window at the green flashes and crashing noises coming from the Steven home across the street.

She picks up a phone and dials.

OLD LADY

Hello, police?

INT. THE STEVEN HOME - LIVING ROOM - DAY

Carly is gagged and tied up to a chair in the living room. The entire house is a mess. Buttons is finishing a knot on her leg. Mayhem stares angrily at her.

MAYHEM

Alright, I'll ask the questions now. Who sent you? And why are you here? Huh?

Carly mumbles through her gag in response.

MAYHEM

Oh. Right. Sergeant?

Buttons crawls up and takes off the gag. Carly spits out a breath once free.

CARLY

I'm the baby-sitter. Your mom has has a class on Tuesday nights. She pays me to watch the baby.

MAYHEM

Huh, that actually makes sense.

CARLY

What are you going to do to me?

MAYHEM

I can't let you go. That would jeopardize my mission.

CARLY

What mission?

MAYHEM

Years ago, two of my fellow agents crash-landed here by mistake, and they've been held as prisoners ever since in unwarranted and hazardous conditions. Held here by you!

Mayhem finishes by pointing up accusingly at Carly.

Carly shakes her head readily.

CARLY

Wait, no. That's the government's fault, not mine. I'm a lefty. I don't like the government either. I could help you out. I could be on your side.

MAYHEM

Ha! Not likely. What do you think, Buttons? A-I implant into her brain, or do we cryo-freeze her?

Buttons grunts with a mischievous grin.

BUTTONS

I've always liked option three.

MAYHEM

Option three? You sly dog.

CARLY

Wait. What's option three?

The DOORBELL RINGS suddenly. Everyone looks over.

Carly opens her mouth to scream but then sees Mayhem's blaster pointed straight up at her.

MAYHEM

Who is that? Who did you call?

Buttons hurries over and checks out the window.

BUTTONS

Law enforcement.

Mayhem's face drops as if betrayed.

MAYHEM

You called the cops?

CARLY

What? No. I didn't. I don't know.  
Maybe one of the neighbors--

Someone knocks on the door. Mayhem grits his teeth.

MAYHEM

It's definitely option three now.

CARLY

No. Wait. Please. I... I... I could  
get rid of them!

MAYHEM

What?

CARLY

Just let me out. I can. I swear.

EXT. THE STEVEN HOME - FRONT DOOR - DAY

An officer is waiting when the door finally cracks open and Carly peeks out.

CARLY

Oh, hello officer. What's up?

OFFICER

We just got a call about a possible disturbance in the area. Is everything alright in there?

INT. THE STEVEN HOME - LIVING ROOM - DAY

Carly peeks back at Mayhem pointing his blaster at her.

EXT. THE STEVEN HOME - FRONT DOOR - DAY

Carly laughs nervously, but the officer isn't amused.

CARLY

Yeah. Everything's fine. I'm just watching the baby. Things got a bit rowdy, but you know how it goes.

OFFICER

Do you mind if I take a look?

CARLY

Well, I'm just the sitter, but I guess a quick one.

Carly opens the door just enough so that the officer can see Mayhem standing behind her. His hands are behind his back and he's smiling like a cute little baby.

CARLY

See? Just me and the baby.

OFFICER

Alright. Just keep it down, okay?

CARLY

Will do, officer. Thank you. Bye.

Carly closes the door as the officer walks away.

INT. THE STEVEN HOME - LIVING ROOM - DAY

Mayhem can't help but grin. He's kicking it next to Buttons against the back of the couch.

BUTTONS

She's good.

MAYHEM

Yeah. Option four. Never gone with option four before.

Mayhem climbs up onto the couch.

MAYHEM

Alright, earth unit--

CARLY

The name's Carly.

MAYHEM

Irrelevant. I will call you Earth Unit One.

CARLY

I guess that's a high number.

MAYHEM

Actually it's a low one, but that's also irrelevant.

CARLY

Well, what's your name?

Mayhem slaps his hand on his face.

MAYHEM

Can we stop with the formalities already? Come on. Really? All we need from you are three things. First? Transportation.

CARLY

I can get my grandmother's keys.

MAYHEM

The second? Information.

CARLY

(gaining excitement)  
I've got internet access.

MAYHEM

And last, we need supplies. Where  
is the nearest electronic store?

CARLY

(eyes widen)

Oh! I know just the place. They  
have everything there!

EXT. HUMUNGO MALL - DAY

Cars are riddled across the asphalt expanse. Growing on the  
horizon is the wide, concrete form of the shopping center.

Carly is pushing Mayhem and Buttons in a cart.

INT. HUMUNGO MALL - DAY

The team emerges through the sliding front doors into the  
middle of the hordes of mall-goers cycling back and forth  
between the shops and corridors that lay out from there.

MAYHEM

It's like some kind of huge,  
in-person, social and commercial  
networking facility.

CARLY

We call it the hub.

MAYHEM

Buttons, recon.

BUTTONS

On it, boss!

Buttons hops over the side of the cart and scuttles away.

CARLY

Wait! No. He should stay with us.

MAYHEM

Pfft. Relax, human. A-I One knows  
how to handle a stealth operation  
Now what we need is the nearest--

Mayhem stops. His eyes widen.

CARLY  
The nearest what?

MAYHEM  
Wait! Hold on a second.  
(holds out his ear)  
... What is that?

CARLY  
What is what?

MAYHEM  
That distant combination of sound.  
A mix of pulse, speed and emotion.  
Like someone has reached into my  
very chest and is pounding away at  
something I didn't know I had!

Mayhem spots the Hot Tunes Music Store and points to it.

MAYHEM  
There! That's where it's coming  
from! That facility right there.

INT. HOT TUNES MUSIC STORE - DAY

ACDC is ROCKING OUT on the speakers. Rows of CDs line the store pathways through which Carly pushes her cart.

CARLY  
What could we possibly need here?

MAYHEM  
Quiet, One. It's called recon.

Mayhem hurdles over the side of the shopping cart.

CARLY  
Hey! Baby! W--ait...

Carly maneuvers around her cart and finds Mayhem sorting through a bin of CDs.



CARLY

I thought you said we needed electronic supplies. That's just a crappy CD.

MAYHEM

What do crappy and CD mean?

CARLY

Crappy means not good and CD means it only works in a CD player.

MAYHEM

How could one not be good? You mean they're all different?

CARLY

Of course. Never buy a CD if you haven't heard it before. That's what I-Tunes is for.

MAYHEM

You-tunes?

CARLY

No, it's called I-tunes.

MAYHEM

That's what I said. You-tunes.

CARLY

Never mind. Do you like what's playing right now? Because I'll buy you one, but that's all.

Mayhem doesn't reply. Something across from the store has caught his eye. The CD drops from his hand. The instincts of an infant boy overtake him, and his eyes grow large.

MAYHEM

What. Is. That!?!

Without an answer, he takes off running out of the store.

CARLY

No! Wait, baby!

INT. JOLLY TOY STORE - DAY

Mayhem stops and circles his steps beneath the high-rise of toys everywhere. Cars, action figures, games, etc. Carly catches up and bends over, trying to regain her breath.

MAYHEM

Hey, One. Do you see all of this?

CARLY

Are you serious?

MAYHEM

Whoa! Look at that!

Mayhem disappears down one aisle. Carly tries to keep up.

CARLY

Wait, baby. What are you doing?  
How is this--? Baby. Stop. Wait!

Mayhem zigzags back and forth, stopping at every toy that catches his fleeting attention span.

MAYHEM

Look at this one. And this? Whoa.  
What about this? Oh, and this one.

Mayhem emerges around one corner and stops at the sight of a large, space-ship toy. It has lights that blink, missiles that fire and a voice that speaks. It is the ultimate toy.

MAYHEM

Oh... my... gosh...

He approaches and puts his hands gently on the package.

MAYHEM

We, need this.  
(turns to Carly)  
Earth Unit, purchase this item.

CARLY

What? But it's a toy. You're a real alien. Don't you have a real space ship out there?

MAYHEM

Not with this kind of imagination!

CARLY

I don't believe it.

INT. HUMUNGO MALL - DAY

Carly pushes their cart, now piled high full of toys, CDs and other junk. Mayhem is sucking down a soda, with sunglasses on and a hat sideways. Buttons is next to him.

CARLY

My dad is going to kill me when he finds out about this.

INT. THE STEVEN HOME - KITCHEN - NIGHT

Mrs. Steven is washing the dishes. Carly is at the table.

CARLY

But like I said, I just used some old grocery bags instead.

MRS. STEVEN

That was clever of you. Let me know how it works out.

CARLY

Sure thing, but it's about time to go. You mind if I peek in and say bye to Zack first?

MRS. STEVEN

Go ahead, dear. He's just asleep in his room.

INT. THE STEVEN HOME - BABY ROOM - NIGHT

Mayhem is wiring together a circuit board inside a stuffed animal cat's head. Buttons is typing on a toy computer.

MAYHEM

Make sure you get enough space  
on that to run and receive messages  
from mother-ship.

Carly enters. Mayhem keeps working as she talks to him.

CARLY

Oh. Hey, aren't you worried that  
Mrs. Steven will catch you?

MAYHEM

I've disabled the baby monitor and  
the mother unit isn't due to check  
in on me for another eight minutes.

CARLY

Ah, well. Just wanted to say bye.  
No idea how I'm going to get to  
sleep after a day like this.

MAYHEM

Relax, One. My mission will be over  
soon. Baby Unit Z will be returned,  
and life will resume as usual.

CARLY

Still. Thanks for not implanting  
something in my head, and it was  
nice having someone to talk to.

MAYHEM

What's that?

CARLY

You know, like having a friend or  
something. It was nice being able  
to chat. So thanks. See you later.

Carly leaves, and Mayhem finally stops working.

MAYHEM

No you won't.

(at Buttons)

Hey Sergeant. Run computer. Search  
the G-D Database for past missions  
performed with non-A-I teammates.

Buttons types. Hits enter. Lines roll up the screen.

BUTTONS

... No matches found.

Mayhem looks down, disturbed--perhaps as though it's the first time he's ever thought about it the way Carly has.

LIFE UNDER COVER - MONTAGE

Mrs. Steven is reading a magazine in the living room while Mayhem is hard at work down the hall.

Mad-scientist like, he converts his room into a command center, with hi-tech computer systems, space weaponry and more stuffed animal experiments reminiscent of Sergeant Buttons: a pink bunny, a green frog and a white cat.

In between his work, Mayhem endures the everyday human nonsense of life: nap-time, play-time, snack-time, etc.

INT. THE STEVEN HOME - KITCHEN - NIGHT

A zombie-like Mr. Steven looks in the refrigerator for a carton of milk when a light turns on in the next room.

INT. THE STEVEN HOME - LIVING ROOM - NIGHT

Mayhem is sitting on the couch, mumbling to himself as he reads through a potty training book.

Suddenly, Mayhem looks up.

MAYHEM

Dad?!

In the doorway, a dumbfounded Mr. Steven is staring at him.

Mayhem reaches quickly and turns off the lamp.

Footsteps stumble across the room and turn it back on. It's Mr. Steven. He's right over Mayhem. Both stare, wide-eyed.

Mr. Steven looks like he can't believe it.

MAYHEM (V.O.)

Oh my gosh. The jig is up. He's got me. He knows what's going on. He totally knows!

MR. STEVEN

Honey?!

Mayhem tenses up.

MR. STEVEN

Honey? Get in here quick!

He glances across the room to see his laser-blaster lying beneath a pillow but then looks up as Mrs. Steven enters.

MRS. STEVEN

What is it, babe? Why's Zack up?

MR. STEVEN

You're not going to believe it.

MAYHEM (V.O.)

It's over. It's full on over.

Mayhem winces up as Mr. Steven reaches for him, but all the man does is grab Mayhem beneath the arms to hold him up.

Mr. Steven's face softens, almost melts even.

MR. STEVEN

He just said his first word.

Mayhem relaxes and looks over at him.

MR. STEVEN

(excited but quiet)

He just said dad!

MAYHEM (V.O.)

(cocks an eyebrow)

Said what?!

MRS. STEVEN

Oh my gosh. Are you serious?

MR. STEVEN

Yeah, just now. Come on little  
buddy. You can say it again. Come  
on. Dad. D--ad. Da--d.

Mrs. Steven crouches down and joins in.

MRS. STEVEN

Da--d. D--ad.

Mayhem looks back and forth between them.

MAYHEM (V.O.)

I can't believe it.

Both parents can barely hold back the energy.

MR. STEVEN

Come on buddy. You can do it.

MAYHEM

(smiles awkwardly)

Da--d.

Mr. and Mrs. Steven both explode.

MR. STEVEN

Oh! He said it!

MRS. STEVEN

Oh my gosh--he said it!

Mr. Steven whisks Mayhem up into his arms.

MR. STEVEN

Come here my little guy. That's  
a big boy. Yes it is.

The two go on ogling over their son's accomplishment,  
dancing around, laughing and holding Mayhem up in the air.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mr. and Mrs. Steven are standing over the crib, tucking  
Mayhem in, who quickly fakes asleep.

MR. STEVEN

There you go buddy. You just take  
it nice and easy, okay?

MRS. STEVEN

We're so proud of you.

They leave him there, but stop at the door one last moment  
to look back. Then they close the door.

Mayhem's eyes open. He sits up and glances over. Then he  
grunts. He smirks a little bit.

MAYHEM

Whew.

He laughs slightly, falls back down and closes his eyes.

EXT. ROONEY HIGH SCHOOL - DAY

A fountain stands outside the front gates, around which  
students horde together in their various tribes.

The SCHOOL BELL RINGS in the distance.

INT. MR. GARBEL'S CLASS - DAY

Carly is slumped over in her chair by the window, trying  
not to pass out beneath the droll of MR. GARBEL'S lecture.

The rest of the class looks no better.

MR. GARBEL

As you can see class, when we  
carry the variable...

Mr. Garbel's voice goes on in the background when Carly  
gets hit in the cheek by a spit-wad.

She looks over and sees an obese red-haired kid bulging out  
of his seat across the room and laughing with his few nerd  
buddies around him.

Carly rolls her eyes, then looks back down at her folder.



There is a doodle on her paper. It's of an alien and a girl shooting blasters together. A space-ship is flying above them with a teddy-bear in the window.

MAYHEM (O.S.)

Psst!

Carly barely notices. She looks over at the window nonchalant but then turns back at the teacher. Then her eyes widen and she looks back.

Mayhem is outside, peeking in through the window. He's nodding for her to come outside. She tries to shake her head 'no' but he shakes his head back and nods again.

MR. GARBEL

Yes, Carly?

CARLY

What?

MR. GARBEL

Do you need something?

CARLY

Uh... Can I go use the restroom? I have a...

(winces)

...girl problem.

The students around the class break into laughter.

MR. GARBEL

Enough.

The class quiets. Carly slides out of her chair and makes for the door with her head down.

EXT. ROONEY HIGHSCHOOL - DAY

Carly hurries out the doors to the school building to find Mayhem kicking back against the back of the front gates.

CARLY

What are you doing here?!

MAYHEM

Mission time, earth unit. I need to commandeer your vehicle again.

CARLY

What? No! My dad nearly killed me when he found out about the mall.

MAYHEM

But he didn't, did he?

Mayhem winks at her and turns to head out. Carly slumps a bit but then smiles and makes to follow.

EXT. ROONEY HIGH SCHOOL - PARKING LOT - DAY

Eight fluffy feet are standing outside Carly's vehicle, hidden amidst the mass of other cars and trucks. Carly and Mayhem are standing opposite the other faces.

CARLY

What is this?

MAYHEM

My full support team, One. You already know Buttons.

BUTTONS

(with a casual salute)

Yo.

MAYHEM

He's my number one. My right hand man. No task too dirty. No situation too daring. Couldn't do anything without him.

Mayhem takes a few steps past Buttons and to a small, oval plip of a toy. The remains of a stuffed-animal frog.

LIEUTENANT RIBBIT, with a backpack over his shoulders, glasses on his eyes and a baseball cap on his head.

MAYHEM

Next in line, this here is Ribbit. First lieutenant, intel.

RIBBIT

Me hui.

The agent crosses CAPTAIN KITTY next. She stands tall and slender. A stuffed-animal cat. White, with grey horizontal stripes on her arms. Dressed in a sleeveless jacket.

MAYHEM

Ah, and Captain Kitty. Espionage.  
No lock she can't pick. No  
crawl-space she can't find her way  
into. Believe you me.

Kitty cringes with a hiss at Carly.

MAYHEM

And last but not least...

Pink fluffy feet support the frame of CUDDLY BUNNY, a pink stuffed rabbit toy. Huge puppy-dog eyes and whiskers galore. Buck-teeth just perfect, and one ear bent down.

There seems to be nothing animate about this toy.

MAYHEM (CONT'D)

...this is Cuddly Bunny.

CARLY

What's he for?

MAYHEM

Pfft! What do you think?

Mayhem rushes up and grabs up the toy in a hug.

MAYHEM (CONT'D)

(swooning)

For cuddling.

CARLY

Oh, that is just the cutest ever.  
Hold on. Let me take a picture.

MAYHEM

Hey! I'll have no such talk under  
my watch, missy!

CARLY

It's Carly.

MAYHEM

Carly? Oh, right. Carly. Well, the name's Mayhem. Well, it's a code-name, actually, but we don't have real names. Just serial numbers, so you can call me that.

CARLY

Deal. So where we headed today?

EXT. SMALL TOWN CITY STREETS - DAY

Carly's blue sedan cruises down the early morning road.

INT. CARLY'S CAR - MOVING - DAY

Carly is at the wheel, flanked on one side by Mayhem, holding a small, BLIPPING radar-like device, and Buttons, standing up against the door, looking out the window.

In the back, Ribbit works on his laptop, Bunny sits as lifeless as ever and Kitty licks away at her uneven tail.

KITTY

It just won't stay down--

MAYHEM

Left! Left! Left! Go left!

Everyone falls sideways as Carly turns at Mayhem's order.

CARLY

Geez. A little warning next time.

MAYHEM

Sorry, One. No time for warning. Father Unit left home this morning at 0-seven hundred hours. Mother does not expect baby to rise until nine. That gives us half an hour to track Mr. Steven to where he's keeping the missing agents.

CARLY

Whoa, hold up. Mr. Steven is with the government?

MAYHEM

Affirmative One, but I can't update you on everything. Please just do your job and drive.

CARLY

Well, why don't we just check out the military base north of town?

MAYHEM

Ha. Unlikely. Why hide something in an obvious place like that?

CARLY

Sorry. I was just saying--

MAYHEM

Whoa! Northeast! Turn now, one! Go! Come on! Turn!--Hey. One?

CARLY

I have to stay on the road. Just let me find a place to turn, okay?

EXT. SMALL TOWN CITY STREETS - DAY

Carly's blue sedan turns right at the next corner.

INT. CARLY'S CAR - MOVING - DAY

As Carly finishes her turn, she flashes a polite smile down at Mayhem, who ignores everything except his radar-gadget.

RIBBIT

Boss, I've recalibrated our current route trajectory. We're scheduled to forfeit time at an exponential rate for each moment our existing transportation guide maintains speed at present lack-luster levels.

MAYHEM

(looks back)

Our route is doing what?

RIBBIT

Uh, sorry. We're going to slow.

MAYHEM

You hear that, One? Step on it.

CARLY

I can't go any faster. I'll get a ticket and we'll lose more time.

KITTY

I don't even know why we need the wheels in the first place. Should have just let me track him, boss.

BUTTONS

(to himself)

Hmph. Like on Argoss Planet Two.

KITTY

What was that, Sergeant?! You want to talk about--

MAYHEM

Guys! We have company, remember?

They settle back down. Kitty grumbles beneath her seatbelt.

KITTY

Sorry boss.

BUTTONS

(to himself)

... Just saying. Argoss Two.

KITTY

That's it!

Kitty unlatches her seatbelt and bolts into the front seat, grabbing Buttons. Buttons catches her. They wrestle around.

MAYHEM

Guys! Hey! Come on!

They flip over the seat and wrestle in the back, bumping Cuddly Bunny.

BUNNY (V.O.)  
 (inanimate recording)  
 Cuddly Bunny.

MAYHEM  
 (looking back at them)  
 Come one, guys. That was two whole missions ago. Kitty's done just fine since, and! Aw--just. Just--!

Mayhem plops back down and buries his face in one hand.

MAYHEM  
 I need to program a new team.

Cuddly Bunny gets bumped again by Kitty and Buttons.

BUNNY (V.O.)  
 (inanimate recording)  
 Won't you cuddle with me?

Suddenly, the car screeches to a halt.

MAYHEM  
 Earth Unit, why have you stopped the vehicle?

With a slight grin, Carly holds up Mayhem's radar-gadget.

CARLY  
 We're here.

MAYHEM  
 Let me see that.  
 (takes the radar back)  
 Huh. She's right. Nice work, One.

Mayhem looks out the window. They're at a bus station.

EXT. GREY STATION BUS SERVICES - PARKING LOT - DAY

The large square-shouldered shape of the station rises behind them as Mayhem and his team prepare for go-time.

MAYHEM

Alright team. Once inside, Ribbit, you hack surveillance and security networks. Hide somewhere safe. Kitty, I need you up high. You're my lookout girl. Buttons, shadow me. Keep an eye on me at all times.

CARLY

Hey, what about me?

MAYHEM

Your work is done here, One.

CARLY

How are you going to get inside?

MAYHEM

We got it covered. Geez. This isn't our first infiltration mission.

(to Ribbit)

Lieutenant? Uniforms. Now.

The frog drops his backpack and pulls out an assortment of toddler-sized Halloween costumes.

Mayhem holds up a policeman uniform to show carly.

MAYHEM

See? No one will question us if we are disguised in these local social and law enforcement uniforms.

Carly grabs her mouth to keep from laughing.

CARLY

Oh my gosh. I need a picture of you in that. Please?

MAYHEM

No flash photography!

The others are already getting dressed. Kitty is a nurse. Ribbit is a firefighter. Buttons is a construction worker.

Mayhem quickly starts fitting into his policeman costume.



Kitty is still trying to fix her tail.

KITTY

I've just never had a coat that  
wouldn't stay down.

RIBBIT

Why don't you try the oral saliva  
discharge from Earth Unit One?

Ribbit gestures up at Carly, and Kitty hisses at him.

Mayhem is ready. He slings Bunny around his shoulders.

MAYHEM

Alright team, recon! Move out and  
find the Father Unit, Mr. Steven.

Carly watches as the team sneaks out across the parking lot  
in wannabe stealth positions, hiding alongside cars, next  
to trashcans, and scurrying across lanes.

CARLY

(sighs)  
Good luck, baby-guy.

INT. GREY STATION BUS SERVICES - DAY

The place is littered with travelers all over, buying  
tickets, boarding buses, waiting in seating areas, etc.

Mayhem enters, sneaking at the heels of a small group and  
following the little blip on his radar.

When his cover turns suddenly, he darts over and hides  
behind a trash-can. Then he rushes out and walks alongside  
a cleaning cart being pushed by a janitor.

MAYHEM

(checks his radar)  
I'm closing in, team. Report.

High above, Kitty keeps watch from a hanging light fixture.

KITTY

Coast is clear, boss.

Buttons's head lifts up inside a planter. He's got grass on his head and dirt streaks like war-paint on his cheeks.

BUTTONS

No commotion here neither, boss.

The last voice comes from a trash-can near a snack-bar.

RIBBIT (O.S.)

Hacking the surveillance network  
as we speak, boss.

Inside the trashcan, Ribbit is sitting atop a mound of garbage and working on his laptop.

RIBBIT

Should be up any moment now--

A box of food remnants falls onto his head from above.

RIBBIT

Ah...

He looks up at the trashcan opening.

Mayhem is now standing beside an advertisement billboard.

MAYHEM

Good going, team. I'm at thirty  
meters now and closing in.

Mayhem runs out from the billboard, through the feet of some people in line, and takes cover behind some seats.

MAYHEM

(checking his radar)

Twenty meters.

Mayhem spies some lockers ahead and checks each way. Then he sneaks out, following his radar.

MAYHEM

Ten meters... Five meters...

Mayhem reaches the lockers and looks around. Then he hurries down to the corner. He takes a deep breath and then peeks around. He cringes, and then steps out.

MAYHEM

He's not here.

BUTTONS (V.O.)

(over the radio)

Come again, boss?

MAYHEM

I got nothing. He's not here.

He follows the blip on the radar up to a certain locker.

MAYHEM

Kitty, on me.

KITTY

Right away, boss.

Kitty follows the length of the light fixture she's on and leaps clear across to the top of the lockers. She drops next to Mayhem who then gestures at the locker he's facing.

Kitty smirks, whips out a claw and picks the lock. The door to the locker pops open, and Mayhem hurries through its contents, one of which is a suit on a hanger.

MAYHEM

He changed uniforms. He pulled a double-over on us. He's not here.

Mayhem turns, holding his hand up to his ear.

MAYHEM

Team, move out! Find Earth Unit  
Jeremy Steven, asap.

At the coffee store nearby, Mr. Steven is sitting in street clothes and a baseball cap, sipping a cup of coffee.

MR. STEVEN

Well, that's just how it goes  
sometimes. You know what I mean?

EMPLOYEE

Yeah, totally.

MR. STEVEN

(checks his watch)

Oh, I'm going to miss my ride. See you tomorrow, Rick.

Inside his trashcan, Ribbit is hard at work, sorting through various camera feeds of the station on his laptop.

RIBBIT

I'm up, boss, but give me a second to rewind the cameras.

The laptop's camera feed on the locker rewinds. Then Ribbit halts it with Mr. Steven backing up to it and opening it.

RIBBIT

I've got him! Twenty minutes ago. He leaves, and... the coffee store!

Mayhem glances around. He sees the coffee sign and makes to run; but he is instead hoisted suddenly into the air--

MAYHEM

Whoa! Huh?

Mayhem turns, now face to face with a female employee who has picked him up.

FEMALE EMPLOYEE

Look at you, poor little thing. Are you lost? Do you need finding your mommy and daddy? I'm sure they're looking for you too.

The woman turns and begins walking.

Mayhem grits his teeth and then leans over to his radio.

MAYHEM

(whispering)

Team, I'm stuck. Who's on the target?

At the coffee store, Buttons is lying inconspicuously alongside some stuffed animals for sale on the counter.

He animates barely.

BUTTONS

He's not here, boss.

Mayhem clenches a fist.

FEMALE EMPLOYEE

One time, I got lost from my  
mommy and daddy. I went right  
to the lost and found and waited.  
You know how long I waited?

Mayhem rolls his eyes.

FEMALE EMPLOYEE

As long as it took.

MAYHEM

(whispers again)

Where to after that, lieutenant?

Ribbit tracks Mr. Steven through the camera feeds.

RIBBIT

Just a moment, boss... He reads the  
newspaper... makes some small talk...  
and leaves! The buses, boss. He's  
getting on right now.

Mayhem looks quickly and sees Mr. Steven climbing the steps  
into a bus.

The agent glances around, thinking, but then brightens. He  
looks the opposite way from the buses and--

MAYHEM

(reaching eagerly)

D--ad! Da--d! D--ad!

The female employee stops and looks too.

FEMALE EMPLOYEE

You see your parents?

She takes one hand off of Mayhem to hold over her eyebrows  
as she scans the scene.

Mayhem grins, reaches beneath her other arms and pinches--

FEMALE EMPLOYEE

Ow!

Mayhem slips out as she recoils and, before she can even look down for him, he darts away.

FEMALE EMPLOYEE

(chasing after him)

Wait! Baby! Everyone watch out!

Mayhem reaches the bus loading area. He glances back and forth and spots Mr. Steven's head in a window.

MAYHEM

Ribbit, wipe out that surveillance feed as soon as we're done here.

RIBBIT (V.O.)

(over the radio)

You got it, sir.

Mayhem makes to run after the bus, but it pulls away. He stops and clenches his fist, but another bus starts to pull out after it. Mayhem runs and jumps onto the back of it.

Behind him, the female employee who was after him emerges.

FEMALE EMPLOYEE

Everyone stop! Stop the buses!  
There's a baby somewhere! Stop!

She darts in front of one attempting to leave and gets the entire place to shut down.

EXT. GREY STATION BUS SERVICES - DAY

Behind the station, two buses pull out. On the back of one, Mayhem climbs up onto the roof.

Kitty and Buttons emerge from the station last.

BUTTONS

Shoot.

Kitty grins and nudges Buttons. Then she points. Across the street, a motorcycle.

INT. GREY STATION BUS SERVICES - DAY

A solitary trashcan stands by its lonesome in the station. Inside, Ribbit holds his small earpiece.

RIBBIT

Hey, boss? Team? I lost you guys.  
Where'd you go? ... Hello?

It dawns on him. His face drops and he folds his computer shut with a groan. Then he looks over at Cuddly Bunny.

BUNNY (V.O.)

(inanimate recording)  
Won't you cuddle with me?

EXT. SMALL TOWN CITY STREETS - DAY

The bus that Mayhem is riding pulls up to a stop-light. Ahead, the bus Mr. Steven is riding has stopped as well.

Mayhem takes his chance to jump down from his bus onto a nearby car. Then he races across, down the windshield and onto the back of another car, approaching his target bus.

Inside one car, a young man spits out his coffee when Mayhem runs down his windshield.

YOUNG MAN

What the heck?!

The light turns green, and Mayhem stops atop a vehicle two cars back from the bus. However, the bus turns right at the corner, and Mayhem's car goes forward.

MAYHEM

Blast! Team? Is anyone still in  
range? I'm losing him.

BUTTONS (V.O.)

(over the radio)  
On it, boss.

Mayhem looks back and sees a motorcycle take the corner. Driving is Buttons on one handle and Kitty on the other.

KITTY

He's going eastbound, boss.

Mayhem gets ready. At the next stop-sign, he leaps over to a car in the next lane right before it turns.

BUTTONS (V.O.)

(over the radio)

Turning northbound.

At the next corner, Mayhem changes cars again, heading towards the left lane. As they come to the stop-light, he sees the bus pass, then the motorcycle.

Mayhem's car turns afterward, and Kitty looks back at him from the motorcycle. He hand-signals Kitty, and she nods.

Mayhem's car gains on the bus, and he gets ready, but unbeknownst to him, the approaching light turns yellow.

Mr. Steven's bus passes through the yellow light, but the driver below Mayhem sees it and slams on his breaks.

Mayhem's eyes widen as his body is slung suddenly forward into the air to where he lands in the back of a garbage truck parked on the side of the road.

MAYHEM

Ugh...

Mayhem lifts his head up out of the back of the truck and looks to see the bus turning at the next corner.

EXT. SMALL TOWN SIDEWALK - DAY

Mayhem, in his diaper again, trudges, grumbling. The sun is setting above the suburban homes behind him.

MAYHEM

Of course he changed clothes. He's a trained military agent. I should have seen it coming. I'm years ahead of this guy in intellect and technology, and I just got ditched by the oldest trick in the book!



Mayhem turns the corner and is now walking across a sidewalk that passes in front of various business, but he stops as he passes an electronic store.

The news is playing on the TV in the window. Mr. and Mrs. Steven are being interviewed in front of their home. The headline reads "Missing Baby".

MAYHEM

What? No! Come on! I'm gone for six or seven hours and you call the cops? What is with you people?

A customer walks out of the store and stops when he sees Mayhem. Then he looks up at the TV.

CUSTOMER

Hey, is that you--?

BLAM! A green blast whiplashes over the customer, and he falls to the floor, snoring. Mayhem trudges onward.

INT. GREY STATION BUS - MOVING - NIGHT

Mayhem is sitting towards the back with two bums.

MAYHEM

I'm one hundred and thirty seven years old by Earth time. That's a big boy, isn't it? I don't need someone calling the cops and news after me. Gosh! Big boy, mom. Big!  
(slumps)

I need to finish my mission. This whole environment is just getting to me. Why do you guys spend so much intimate time with creatures that serve no real purpose? I mean, really? What does a baby do to deserve all the attention? It eats and poops. That's it! All you have to do is feed him and he'll both. Why the extra care? The excessive worrying? The irrational joy at even the very smallest of mental and physical progressions?

Mayhem looks over as if waiting for an answer, but the one bum whose actually looking at him just stares, wide-eyed.

The bus comes to a halt, and Mayhem gives up. He hops down and heads for the door.

MAYHEM

Later guys. Thanks for listening.

The wide-eyed bum looks over at the other.

WIDE-EYED BUM

Was that baby just talking to us?

The other bum looks over angrily.

OTHER BUM

What baby!?

EXT. THE STEVEN HOME - DAY

Police cars and news vehicles are riddled across the street. Cops and reporters hound the scene as Mr. and Mrs. Steven try to console each other.

MRS. STEVEN

He was there this morning when we woke up... but later, when I went to go check on him... he was just gone!

She buries her face in Mr. Steven's chest. He hugs her tightly. He is sober. Teary eyed, but in control.

MR. STEVEN

Listen, if there's anybody out there, who has any idea where--  
(a sudden yell)  
Zack?

Everyone parts in front of him to reveal Mayhem standing at the gate in the front of the yard.

MRS. STEVEN

(looks over)  
Zack?

Without hesitating, she bursts forward, pushing past a reporter and falling upon her son.

MRS. STEVEN

Oh, Zack! Oh my God! Zack-Zack!

Her husband is right behind her as she whisks Mayhem up into her arms, gripping it tightly.

MAYHEM (V.O.)

Whoa, whoa, Mom. Take it easy.

MR. STEVEN

I don't believe it. Oh, my big boy.  
He made it home all by himself.

MRS. STEVEN

(bewildered)

He made it home, Jeremy.

Behind them, a news reporter turns to her cameraman.

NEWS REPORTER

Well, everyone. In a rare, but  
amazing turn of events, little  
Baby Zack has come home.

INT. THE STEVEN HOME - LIVING ROOM - DAY

Mr. Steven is at the front door with a police officer while Mrs. Steven rocks Mayhem in the living room.

MR. STEVEN

Yes, and Thank you so much.

OFFICER

Just keep an eye on him, yeah?

MR. STEVEN

Oh, believe me. We will. Thank you.  
Goodbye.

Mr. Steven closes the door, turns and slumps, exhausted.

MR. STEVEN

How's he doing?

MRS. STEVEN

I can't believe it, but he's fine.

Mayhem rolls his eyes.

MR. STEVEN

You sure gave us a real scare today, kiddo.

MAYHEM (V.O.)

You have no idea, big man.

MR. STEVEN (CONT'D)

But that's enough excitement, huh? I think it's time for bed.

MRS. STEVEN

Can he sleep with us tonight?

MAYHEM (V.O.)

What? No. That is not necessary. Tell her, Dad.

MR. STEVEN

Yeah. I'd like that.

MAYHEM (V.O.)

You too? Aw, come on. You wait all day for that woman to put me to sleep. Now you want--! Ugh. Great. Just great.

INT. THE STEVEN HOME - BEDROOM - DAY

Mr. and Mrs. Steven enter, with Mayhem in the woman's arms. They lie down together, Mayhem between them.

MAYHEM (V.O.)

Come on, guys. Really? I'm fine. You're fine. What is this?

MRS. STEVEN

It's alright, baby. Just sleep.

She starts patting him on the stomach.

MR. STEVEN

We got you. You can relax now.

MAYHEM (V.O.)

Relax? My mission is a disaster. I lost my team today, and now I'm cuddling up with two over-sized pink primates. How can I relax? All I want is... is... to... Hey. How are you doing that?

Mayhem suddenly can't help it. His eyelids drift downward. His body nuzzles against Mrs. Steven.

MAYHEM (V.O.)

That's... that's almost... ni...ce...

He falls asleep, and Mr. Steven turns off the light.

INT. THE STEVEN HOME - BEDROOM - DAY

Mayhem half-smiles, asleep in bed by himself. He looks like he's had the best night of sleep ever.

Suddenly, he starts to wiggle around. Yawns and stretches. His eyes start to open, but then widen as he sits up, alert. He looks back and forth urgently, but then stops.

Mayhem grabs his head. He relaxes and flops back down.

MAYHEM

... Wow.

INT. THE STEVEN HOME - KITCHEN - DAY

Mrs. Steven is cleaning the counters when she looks over to find Mayhem standing in the doorway.

MRS. STEVEN

Oh, honey. Up all by yourself?  
Come here.

She sets her work aside and crouches, holding out her hands to Mayhem who walks over and lets her pick him up.

Mrs. Steven turns and puts Mayhem in his highchair.

MRS. STEVEN

You'll never guess what mommy  
made you today. Your favorite.

MAYHEM (V.O.)

My favorite?

She turns quickly and fetches a plate out of the microwave.  
It has cut-up pancakes with jelly on them.

MRS. STEVEN

Jelly-cakes!

She sets it down for Mayhem who looks questioningly at it.

MAYHEM (V.O.)

For me? Even after what I put you  
through yesterday?

MRS. STEVEN

You scared us good, didn't you? But  
we're just glad you're home, honey.

She's almost crying again, but stops. Mayhem looks down at  
his plate and can't help but smile.

MAYHEM (V.O.)

I'll be.

He picks up a mushy piece of food and tries a bite. His  
face drops at the taste and he looks down, amazed.

MAYHEM (V.O.)

Oh my gosh, wow.

Without further ado, he digs in, woofing down his plate.

MRS. STEVEN

Somebody's hungry.

Mayhem stops and looks up. Mrs. Steven is staring at him.  
There's something different about her now.

Smiling, she wipes some jelly from his cheek with a washcloth, and Mayhem can't help but swoon--like he's just fallen in love. His eyes even water a bit.

MOMMA'S BOY - MONTAGE

Mayhem spends the day with Mrs. Steven, falling in love with everything he thought he hated about being a human baby: tickle-time, story-time, helping with chores, etc.

By mid-afternoon, he lies comfortably asleep in bed.

EXT. THE STEVEN HOME - BACK DECK - DAY

Mrs. Steven is sitting in a lawn-chair, phone to her ear.

MRS. STEVEN

Yes, I still have no idea how. It's like a miracle. There he was.

INT. THE STEVEN HOME - BABY ROOM - DAY

Mayhem sits up in his crib when a MOTORCYCLE NOISE stirs outside. He winces at the sound of a slight SKID and CRASH.

INT. THE STEVEN HOME - LIVING ROOM - DAY

Mayhem emerges cautiously from the hallway to find the front door open. A motorcycle is lying across the doorstep, and footsteps move behind Mayhem, who turns.

MAYHEM

Team?

It's Buttons and Kitty, all dirty and beaten up.

BUTTONS

Boss, we found it. The base, it's--

MAYHEM

What're you guys doing here? I thought I lost you yesterday. I was going to re-download--

Kitty grabs him by the arm.

KITTY

No. We found the base, boss. We know where it is.

MAYHEM

(taken aback)

The base? You found it?

BUTTONS

We tracked the bus to an old lot.

KITTY

Mr. Steven went inside. We tried to follow but got spotted. That's the place, boss. It has to be.

Mayhem stares downward. Then he looks over. Sees a picture of Mr. and Mrs. Steven holding their baby on the wall.

KITTY

Boss, we can get the job done. Mother ship wants us back tonight.

MAYHEM

Y, y, yes. Good work team. That's great. Definitely. Sergeant?

Mayhem salutes. It seems fake, but Buttons returns it.

MAYHEM

You guys head on outside and I'll be right out, okay?

KITTY

What's the hold up?

MAYHEM

What? No. Nothing's the hold up. I just left my blaster in the other room. Yeah. Just let me go grab it and I'll meet you outside, okay?

BUTTONS

(hesitant)

... Alright, boss.



He nudges Kitty and the two walk outside.

MAYHEM

Just give me a minute to suit up,  
okay? Wait for me right there.

Mayhem closes the door behind them. Then he walks out into the living room and stands a moment. He opens his mouth to speak, but then stops. He tries again, but to no avail.

He turns and paces for a moment--

MAYHEM

Okay!

He turns to a picture of Mrs. Steven on the end table.

MAYHEM (CONT'D)

Mom, look. I'm sorry, but we got way too close, way too fast. It's not you. It's me. You're a human. I'm a space alien from a distant world. No. I know. Trust me. But it's just too complicated. You already have a baby who I'm supposed to give back tonight.

He clenches his fists, but then loosens, defeated.

MAYHEM (CONT'D)

Just... Okay, look. I want to. I do. And I would if I could, but it... it just... ugh. I shouldn't have taken this mission in the first place! There's no possible way that she's going to understand--

Mayhem freezes. There, in the doorway to the kitchen, Mrs. Steven is standing with a drink of water. She's staring, horrified at him. The cup falls and spills on the floor.

Mayhem is staring back, but then he slumps. He slaps his forehead, whips out his blaster and BLAM! A green shock shoots over Mrs. Steven, who drops to the ground, snoring.

MAYHEM

Sorry Mom...

EXT. SMALL TOWN STREET CORNER - DAY

Ribbit and Bunny look all grubby, slumped next to a trashcan, when a motorcycle SCREECHES up to a halt.

Ribbit looks. On the bike is Mayhem, dressed in his Galaxy Division uniform, with Buttons and Kitty helping him steer.

MAYHEM

(tips his head)

Lieutenant. It's go-time.

Ribbit sports a slight grin.

EXT. SMALL TOWN CITY STREETS - DAY

Mayhem's motorcycle hits the road, zigzagging through traffic and cutting across sidewalks, yards and corners.

EXT. ABANDONED WORLD-MART LOT - DAY

The ghostly remnants of a vacant shopping center. A dozen empty hole-in-the-wall shops stretch either way.

Mayhem's motorcycle rolls up to a halt.

MAYHEM

You guys have to be joking.

KITTY

This is where he came boss. Went in right over there.

One last hole-in-the-wall shop survives. It's a tattoo parlor with a neon sign reading "Area 51" above the door.

RIBBIT

(on his computer)

Electricity output for this vacant commercial exchange facility marks an unordinary inequality relative to other such constructions, boss.

MAYHEM

The what did what, lieutenant?

RIBBIT

Uh, it looks like there's some sort of underground base.

MAYHEM

Wasn't that easier to say?

Ribbit shrugs.

INT. TATTOO PARLOR - DAY

BIFF, an unshaven, long-faced tattoo guy, sulks behind the counter when the front door opens and closes mysteriously.

He gets up and walks around, but doesn't see anyone. Then he turns to find Mayhem and his team standing on the counter. Mayhem points his laser-blaster right at Biff.

MAYHEM

How do we get in?

Biff pauses. He looks at each of them, then up at the sign above his door. It dawns on him. His face widens.

BIFF

(with a stoner accent)

No way. I always knew, man. I don't know how, but I told them. One day, you guys would find us.

MAYHEM

How do we get in?

BIFF

Just a second, little guy.

Biff walks forward with his hands up and then types a code into the credit card machine on the counter.

As he finishes, a secret door opens up on the back wall.

MAYHEM

I have to blast you, alright?

Biff holds up Spock's Vulcan salute.

BIFF

Live long, dude. Live long.

BLAM! A green blast knocks Biff to the floor. He snores.

INT. ROONEY HIGHSCHOOL CAFETERIA - DAY

The RUCKUS of lunch-time surrounds her, but Carly drowns it out as she opens her locker to fetch her books; but as she reaches for one, she notices a letter peeking out.

She takes the letter and opens it. Inside, a paper reads "Thanks, One. You were great."

A grin pulls at her face. She hugs the paper to her chest.

INT. AREA 51 - CORRIDOR - DAY

Mayhem and his team emerge, running down its length and taking the wall by the next corner.

On the other side of the corner is a small lobby-like area: a counter with two military clerks behind it.

CLERK #1

Hey, did you see Joan's new dog?  
What is up with that?

CLERK #2

She's not the most picky type.

The second clerk turns, and footsteps scuttle across the room. The first clerk looks over the counter, but nothing.

CLERK #1

Hey, do we have anyone else coming  
in through this entrance today?

The second clerk is sitting wide-eyed, totally glazed over.

CLERK #1

Charlie?

Beneath her, Mayhem pulls out a glowing dot. He puts it on her leg, and the first clerk stiffens too, zombie-like.

Mayhem turns and hand-signals to Buttons, who scales a cabinet and plucks a wire out of the security camera.

INT. AREA 51 - SECURITY ROOM - DAY

Two security guards are sitting at a desk with three dozen monitors displaying camera feeds when one goes out.

The first guard leans forward and pushes a button.

GUARD #1  
Can someone check Lobby Four?

He waits a moment, but then clicks the button again.

GUARD #1  
Charlie? You there?

INT. AREA 51 - LOBBY FOUR - DAY

Mayhem is now standing dead-center behind the counter. He looks over at Kitty and Ribbit.

MAYHEM  
Kitty, Ribbit, move. We got twenty seconds flat.

Ribbit hops up onto the counter. Kitty shoots up onto a cabinet, then the ceiling, where she opens an air vent.

Once inside, Kitty turns back to catch Ribbit, who hops up. Then Kitty replaces the cover.

Footsteps sound from the nearby hallway. Mayhem turns to Buttons, who replaces the camera feed. Then Mayhem grabs his paralyzing dots from the clerks who shake back awake.

PATROL OFFICER  
(walking up)  
Everything alright over here?--

GUARD #1 (V.O.)  
(over the walkie-talkie)  
Cancel that on camera down, over.

Patrol Officer clicks on the walkie-talkie.

PATROL OFFICER

Alright.

(to the clerks)

Call us if you need anything.

Mayhem and Buttons sneak out from beneath the Clerks and head down the opposite hallway from the patrol officer.

INT. AREA 51 - AIR VENT - DAY

Kitty and Ribbit, as light-footed as ever, crisscross down the tunnel, checking the various vent-openings they pass.

INT. AREA 51 - STORAGE CLOSET - DAY

Buttons is peeking out the crack of the door. Mayhem is holding a small microphone on his collar up to his lips.

MAYHEM

Team Two? You in position yet?

INT. AREA 51 - SECURITY ROOM - DAY

One of the two guards watching the camera feeds gets up.

GUARD #2

You want some coffee?

GUARD #1

Nah, I'm good. Just take your lunch break already.

The second guard walks out. Right afterward, something falls from the ceiling behind the remaining guard.

The guard turns, but nothing. Then a greenish something falls behind him. He turns back, and it's Ribbit.

Ribbit has a taser-stick wired into his back-pack and jabs forward, SHOCKING the guard who hits the floor, snoring.

Kitty rushes over and locks the door. Ribbit turns and pulls out his computer. Plugs into the security system.

RIBBIT  
(already typing)  
Boss, we're in.

INT. AREA 51 - STORAGE CLOSET - DAY

Mayhem brightens, and Buttons looks over.

MAYHEM  
Roger that, lieutenant.

Mayhem hand-signals to Buttons and the two sneak out.

INT. AREA 51 - INTERROGATION ROOM - DAY

A classic set-up: the pale-room with a table where Mr. Steven is sitting. Behind him, a one-way mirror wall.

MR. STEVEN  
Alright, gentlemen. It's a new day,  
isn't it? Are we really going to  
waste our time again?

Across from Mr. Steven sits XEROAN AGENTS CHAOS and BIGGS, kicking back in their chairs.

Chaos leans forward and speaks in some sort of odd, smacking-lips type of language.

CHAOS  
Gi-no-mi-ah-pi-no-aht!

He finishes his slur with some alien hand gesture. Biggs follows it up by blowing his tongue at Mr. Steven.

Mr. Steven smirks and then returns the language.

MR. STEVEN  
Mi-aht-chi-no-may. Bi-ol-paht!

And then the same hand-gesture, and the blowing tongue.

The other two are taken aback, then just cringe and sulk.

INT. AREA 51 - SECURITY ROOM - DAY

Ribbit hammers away at his computer. The monitors above him rapidly change, and his eyes shift back and forth.

RIBBIT

Take the next left and the fourth door on your right. The vent there will bypass the barrack rooms.

MAYHEM (V.O.)

(over his radio)

You find the agents yet?

RIBBIT

No. They have a whole section of the complex blocked out from security here. I'll get you that far. Then you're on your own.

Behind Ribbit, Kitty is sharpening her nails, bored. She hops onto the security desk for a seat, but ALARMS GO OFF suddenly. Lights flash and sirens BLARE.

INT. AREA 51 - EQUIPMENT ROOM - DAY

Mayhem and Buttons are making to climb into an opened-air vent when they stop amidst the ruckus of the ALARMS.

INT. AREA 51 - SECURITY ROOM - DAY

Kitty and Ribbit look around. Then Kitty slides over and sees she'd sat on a red button of some sort. It's flashing too, and she pulls it back out.

The alarm stops. Ribbit sighs. Kitty laughs uneasily.

MAYHEM (V.O.)

(over the radio)

Team Two, what was that?



RIBBIT

Nothing, boss. Just. Don't worry  
about it. We got it under control.

INT. AREA 51 - MILITARY OFFICE - DAY

A handful of military officers look back and forth,  
puzzled. GENERAL DAVIS, a tall, older-leaning tough-guy,  
leans forward and clicks on an intercom button.

GENERAL DAVIS

Security Room One, this is General  
Davis. What was that about?

INTERCUT WITH:

INT. AREA 51 - SECURITY ROOM - DAY

Ribbit looks over at Kitty, who winces. She sneaks forward  
and clicks back on the intercom button.

KITTY

Uh, everything's under control.  
Situation normal.

GENERAL DAVIS

Say again, Security One.

KITTY

We had a slight equipment  
malfunction, but everything's fine  
now. We're all fine now. Here.  
How are you?

GENERAL DAVIS

We're going to send someone up.

KITTY

Negative. Negative. No need to do  
that. Everything's fine.

GENERAL DAVIS

Who is this?

She looks over at Ribbit but then punches the intercom.

INT. AREA 51 - MILITARY OFFICE - DAY

The military officers are all waiting on the General.

GENERAL DAVIS

Hello? Security One, respond...

(gets up)

Come on. Let's go find out.

INT. AREA 51 - AIR VENT - DAY

Ribbit turns back to his computer.

RIBBIT

Hey boss, you need to hurry. We only have a few minutes left of security clearance.

INT. AREA 51 - CORRIDOR - DAY

Mayhem and Buttons emerge, hurrying against one wall.

MAYHEM

Copy that, lieutenant.

They reach the corner up ahead, and Mayhem peeks out. An armed guard is waiting by the next door.

MAYHEM

Hey, Ribbit. I need another door.  
No way around the guard here.

RIBBIT (V.O.)

(over his radio)

Negative, that is the only entrance to blocked out section of the base.

MAYHEM

Ugh, I'll have to blast him.

He pulls out his laser-blaster.

MAYHEM

What else could go wrong--

Mayhem cringes suddenly and leans forward. His laser-blaster spills out and across the floor ahead.

The guard looks over and sees it.

The tension in Mayhem's stomach drops and he exhales.

BUTTONS

Sir, did you?--

MAYHEM

Just give me the spare.

Buttons loosens a stitch in his side and pulls out a diaper. Mayhem snatches it.

Around the corner, the guard creeps forward and picks up the fallen laser-blaster; but Mayhem jumps out suddenly, slinging his dirty diaper right into the guard's face.

MAYHEM

Ha!

The guard stumbles backwards and falls, but his gun HITS the floor and FIRES. Buttons jumps out and shoves Mayhem aside, taking the bullets himself.

MAYHEM

Ugh. What?

(notices Buttons)

No!

Mayhem jumps forward and grabs his blaster. As the guard rises--BLAM! He hits the floor again.

MAYHEM

(turns back, dismayed)

Buttons, no.

BUTTONS

Forget about it boss. Just fur and stuffing. Complete the mission.

MAYHEM

I'm coming back for you, okay?

I'll get you fixed. You just hang in there. Understand?

BUTTONS

Sure thing. Just go on. Git!

Mayhem grabs his blaster and leaves. Behind, Buttons's breathing cuts in and out like a failing computer.

INT. AREA 51 - VIEWING ROOM - DAY

Mr. Steven is standing with his co-agent in front of the one-way mirror where they can watch the alien prisoners.

CO-AGENT

Did you just hear gunfire?

MR. STEVEN

I'll go check it out. Probably Jones again. That guy should not be authorized to carry weapons.

INT. AREA 51 - SECURITY ROOM - DAY

Someone is pounding on the door from outside. Ribbit is typing away, Kitty over his shoulder.

GENERAL DAVIS (O.S.)

(from outside)

Officer Williams, are you in there?

KITTY

Ribbit, we have to hurry.

RIBBIT

Just a minute. Making sure the boss is in first and... there!

Ribbit flies away on his keys at a new set of codes.

RIBBIT

Lighting in control facility, down.  
Communication, down. Doors, locked--

KITTY

Ahg!

She pushes him aside and spills a cup of water on the console. The entire board shuts down.

White lights flash and ALARMS SOUND again.

The door behind them busts open suddenly. General Davis and his officers enter, but the room is empty.

MILITARY OFFICER

We've been compromised sir.

General Davis grabs the phone. Makes to dial, but stops. He holds the phone out from himself and looks at it. One of the others tries to type on the security controls.

MILITARY OFFICER #2

Entire sections of the base are offline.

INT. AREA 51 - BREAK ROOM - DAY

Lights flicker off and on as Mr. Steven enters. The room is eerily empty. He hurries over to the phone and dials.

MR. STEVEN

Hello? Anyone there?

Nothing.

He holds the phone out and then hangs up. He turns and--

MR. STEVEN

Zack?

Mayhem is standing there. He pulls out his blaster. BLAM! Mr. Steven hits the floor and blacks out.

INT. AREA 51 - BREAK ROOM - DAY

MR. STEVEN'S POV

Mr. Steven's eyes open slowly. He groans, but comes to realize he's strapped to one of the chairs in the room.

BACK TO SCENE

Mayhem is standing front and center before him.

MR. STEVEN

Zack? What's going on?

MAYHEM

Where are the two Xeroan agents?

MR. STEVEN

What are you talking about-- Hey, how are you talking about--?

MAYHEM

I am Galaxy Division Agent Two-X-Three, and I have come to rescue the missing agents who crash-landed here sixty years ago.

MR. STEVEN

Wait? If you're-- Then! Where's Zack? Where's my son?

MAYHEM

Your son will be returned as soon as our agents are. Where are they?

MR. STEVEN

What do you want with Earth? Why are you here?

MAYHEM

We're not here. You think we care about your second rate planet? It was an accident that they crashed.

MR. STEVEN

But what about the weapons? I can't let you invade our planet.

MAYHEM

You'll tell me where the agents are, and you'll do it now.

MR. STEVEN

(determined)

Never.

MAYHEM

You want to see your son again?

Mr. Steven softens. His head drops.

EXT. BACK OF ABANDONED WORLD-MART - DAY

Dozens of military agents and scientists are gathered outside and police cars have surrounded them.

CHIEF OFFICER

We need everyone quarantined here! No one gets in or out!

A military agent hurries over to him.

MILITARY OFFICER #3

Sir, we still can't get into the blackout compound. The locks have been completely shut down.

CHIEF OFFICER

Is there anyone still inside?

INT. AREA 51 - INTERROGATION ROOM - DAY

Agents Chaos and Biggs are still kicking it in their chairs when suddenly several flashes boom in the room outside. They sit up, alert, and the door opens. Mayhem enters.

Mayhem stops as they look down on him, and he salutes in his native manner: a human-salute, followed by the hand dropping into a fist by his chin.

The agents return the gesture but seem unsure about it.

MAYHEM

Boys, you're going home. I am Galaxy Division Agent Two-X-Three.

The two aliens brighten, disbelievingly.

CHAOS

Two-X-Three? Ha! That's what I'm talking about. Yeah!

Chaos and Biggs bounce over the table. Biggs grabs Mayhem's hand to shake it.

BIGGS

It's a real pleasure, agent!

Before Mayhem can say anything else, the two others rush past him. He shrugs and then follows.

INT. AREA 51 - CORRIDOR - DAY

Chaos and Biggs lead the charge with Mayhem behind them, but when they take a left at one corner, Mayhem stops.

MAYHEM

Hey guys, the exit's this way.

They stop and look back.

BIGGS

Not without our ships, agent.

CHAOS

You have a contact device, yeah?

MAYHEM

Sure, right--

Mayhem approaches to show him the radio in his collar, but Chaos plucks it right out.

MAYHEM

Hey, wait. What is--

Chaos and Biggs turn, already running as Chaos fits the device onto his collar. Mayhem keeps behind them, unsure.

CHAOS

(into the radio)

Mother-Lord Cruiser. This is Agent Five-H-Nine, Codename Chaos, and I'm with Agent One-L-Seven, Codename Biggs. Mission codename: Station Nine is back online.



MAYHEM

Station Nine? Mission? Wait up,  
guys. What're you talking about?

He follows them through the next set of doors and--

INT. AREA 51 - HANGAR - DAY

Two sleek disc-shaped ships rest upon launching platforms  
as Chaos, Biggs and Mayhem enter.

Mayhem stops, outright confused. Biggs races up to ready  
one ship. Chaos gets on a computer to release the locks.

MAYHEM

Are those K-Fives? That's a war  
ship. Why were you guys driving  
these on a survey mission?

Chaos turns back to Mayhem and salutes again.

CHAOS

You did good, agent, but your job  
is done now. Rendezvous with your  
mission mother ship and file your  
report. We'll take it from here.

MAYHEM

Take what from here? Wait--

A massive digital screen appears, Brax grinning on it.

BRAX

Nice to see you, agents. We've been  
waiting a long time.

MAYHEM

Brax?

BIGGS

General, I'm uploading the invasion  
plans from our recon mission now.  
Status for the mission?

MAYHEM

Invasion plans? Mission status?

INT. BRAX'S SHIP - COMMAND DECK - DAY/NIGHT

Brax stands on the viewing deck of his ship. The large, windowed wall in front of him shows the image of Earth.

Also on that window, a screen shows Agents Chaos and Biggs.

BRAX

Status is a go. Agent Chaos, how are your K-Fives running?

CHAOS (V.O.)

Smooth as a bird, general.

BRAX

Good, then you'll lead the charge. We're entering Earth's atmosphere--

MAYHEM (V.O.)

Hey! Hold up! Wait a second!

Brax cringes. His screen shifts its view over to Mayhem.

BRAX

Oh, Two-X-Three. I didn't see you there. Nice work, agent. I have a commendation waiting for you.

INTERCUT WITH:

INT. AREA 51 - HANGAR - DAY

Mayhem looks up as the K-Five space-ships power up.

MAYHEM

You guys are invading?

BRAX

Indeed. We've discovered a black hole jump zone just outside the Veta system, and Earth will make the perfect fueling station for crossing into the Luca system.

(with frankness)

You know how bad traffic is going the long way around.

MAYHEM

Sir, there's sentient life here.  
Class six. We can't invade.

BRAX

Actually, after seeing Earth's top  
military agents bested by a small  
child, we've been able to bump  
them back down to five, so.

Brax shrugs with a smirk, very proud of himself.

MAYHEM

(to himself)  
You used me?

BRAX

What's that?

MAYHEM

Huh? No, nothing. Uh. Just, a  
little surprised. That's all.

BRAX

It's been a long mission, agent.  
Rendezvous with mother-ship and put  
in for time off. You've earned it.

Brax's screen disappears. Chaos and Biggs look over at each other with thumbs up. Their ships SQUEAL and lift off.

EXT. BACK OF ABANDONED WORLD-MART - DAY

It's still a mess outside where the military agents of the base and police are trying to figure out who is who.

Suddenly Chaos and Biggs's ships ERUPT out of the ground. Everyone hits the dirt and the ships zip off into the sky.

INT. AREA 51 - HANGAR - DAY

Mayhem stands beneath the broken ceiling, looking up disbelieving at the exit Biggs and Chaos took.

EXT. SKY OVER SMALL TOWN - DAY

Chaos's and Biggs's ships are floating high above the city.

INT. CHAOS'S K-5 SPACE-SHIP - DAY

The agent stirs giddily in his seat.

CHAOS

(typing)

Uploading electronic viral control  
field now.

He finishes with one final click.

EXT. SKY OVER SMALL TOWN - DAY

A purple, spherical light falls from Chaos's ship. When it hits the ground, it explodes into an electrical-looking field that stretches out over the town and dissipates.

EXT. VARIOUS SMALL TOWN CITY STREETS - DAY

Cars shut down and come to a halt. One person holding a cell-phone pulls it away from their ear.

Street lights are dead. A kid's game-boy is toast.

Inside a coffee-house window, a few people with computers look over their broken equipment.

INT. BIGGS'S K-5 SPACE-SHIP - DAY

Biggs takes his turn to type away at his systems.

BIGGS

Mission data plan, online. Prepare  
for Mother-Lord Cruiser.

EXT. VARIOUS SMALL TOWN CITY STREETS - DAY

City folk gather in a mix of dismay and horror at a black shape looming overhead, the shadow of which grows larger.

A pizza man runs off, panicked.

EXT. BACK OF ABANDONED WORLD-MART - DAY

The agents stand bewildered beneath the massive shadow.

EXT. SKY OVER SMALL TOWN - DAY

Chaos and Biggs giggle excitedly inside their ships. Behind them is the massive figure of Brax's space-ship. A purple-colored, smooth and bulky machine.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax stands, proudly overlooking the city below.

BRAX

And the mission is a go.

EXT. BRAX'S SHIP - DAY

Doors open, riddled all down the sides of the ship, and small jet-like vehicles pour out. They BURST into flight and soar down towards the city, headed by Chaos and Biggs.

INT. BIGGS'S K-FIVE SPACE-SHIP - DAY

A screen with Brax on it opens up in his window.

BRAX

Remember, use your cryo-gelatinous ooze blasters. No casualties. The humans of Earth will be processed for protective storage after the completion of our invasion.

Biggs dials one of his knobs down to a lower-setting and then laughs as he steers downward.

EXT. SMALL-TOWN CITY STREETS - DAY

The alien vehicles fall upon the streets, letting loose a barrage of goop that covers and hardens on various buildings and crowds of people trying to flee.

INT. AREA 51 - BREAK ROOM - DAY

Mr. Steven is sulking, still inside his bindings when he looks up at the MUFFLED SOUND of EXPLOSIONS overhead.

Mr. Steven's expression breaks, mournfully.

MR. STEVEN

What have I done?

(looks down)

Zack... I'm so sorry...

His lips clench and he closes his eyes.

EXT. SMALL TOWN CITY STREETS - DAY

Mayhem stumbles down the street. Everyone runs for their lives with no defense against the force of the invasion.

Mayhem falls sideways from one EXPLOSION and then rises and leaps out of the way of some falling goop.

Above him, Chaos's ship lands, with three long, cylindrical legs coming out of the bottom of it. The ship begins to tear through buildings and fill them with goop.

EXT. BACK OF ABANDONED WORLD-MART - DAY

The military agents try to fire back at the ships, but on-foot aliens storm them, shooting with blasters and goop.

ALIEN AGENT

Check inside the base! Round up  
anyone you find!

EXT. THE STEVEN HOME - DAY

Mrs. Steven stumbles outside, horrified.

MRS. STEVEN

Oh my gosh! What--? How is--?

An EXPLOSION behind her house. Then some goop lands across the street.

Mayhem fumbles his way into the yard.

MAYHEM

Mom!

He reaches out. She sees him.

MRS. STEVEN

Zack?

She makes to step towards him but then she stops. Her eyes widen and she backs away.

MAYHEM

No, mom. Wait! I can--

MRS. STEVEN

Stay away from me!

She turns to run.

MAYHEM

No! Mom!

A space-ship flies by, gooping Mrs. Steven. Mayhem runs up, but he's too late. She's fades to sleep inside the goop.

MAYHEM

Mom...

CARLY (O.S.)

Baby!

Mayhem turns to see Carly ducking her way across the street. An EXPLOSION booms behind her, and she falls into the yard. Mayhem hurries over to help, but she grabs him.

CARLY

(hysterical)

What is this? What's happening?  
You said you just wanted to get  
out! You lied to me!

MAYHEM

Carly, listen. Please--

CARLY

You guys are destroying everything!  
Oh my gosh! I trusted you. I even  
helped you and you lied to me!

MAYHEM

Carly, no. It's not like that--

CARLY

Is that Mrs. Steven? What happened  
to her? What have you done, Mayhem--

MAYHEM

Carly, stop!

The sudden strength of his voice surprises her.

MAYHEM (CONT'D)

I didn't do this! My company lied  
to me. They lied to me about the  
invasion, okay? I didn't know.

CARLY

(more earnest now)

Isn't there something you can do?

Mayhem looks past her. Sees Mrs. Steven again.

MEMORY FLASH

- The first time Mrs. Steven picked him up in the yard.
- When she tickled him on the changing table.
- When Mr. Steven played with Mayhem on the floor--
- Chores with Mom, jelly-cakes and play-time.



- Mrs. Steven running to Mayhem the night he came home.
- The parents holding him in the living room that night.
- Mayhem lying asleep in bed with the parents.
- Mr. and Mrs. Steven standing at the door, watching Mayhem sleep the night he said his first word.

MRS. STEVEN  
We're so proud of you...

BACK TO SCENE

Mayhem's face has fallen, but it lifts, now resolute.

MAYHEM  
Yes... Yes there is.

Mayhem turns and grabs Carly by the shirt.

MAYHEM  
Earth Unit One, turn some water  
on Mom. It'll decompose the ooze.

CARLY  
Okay, but--

Mayhem pushes past her, already running.

CARLY  
Wait. Baby! Where are you going?

Mayhem stops at the end of the yard and looks back with that certain swagger about him again.

MAYHEM  
To take down that ship.

He pulls out his laser-blaster and ZAPS some teen skateboarding down the street.

The teen skids to a halt on the sidewalk and then looks over to see Mayhem riding his board in the other direction.

MAYHEM  
Sorry kid. It's an emergency!

EXT. SMALL TOWN CITY STREETS - DAY

Mayhem's board flies down the road with a vengeance, weaving in and out of the people fleeing in horror at the FALLING OOZE and LASER-BLASTS from the ships above.

Mayhem lifts his blaster as he comes upon the towering image of Chaos's K-Five ship down the road.

INT. CHAOS'S K-FIVE SPACE-SHIP - DAY

Chaos giggles as he BLASTS back and forth at the helpless humans below, but suddenly a green flash HITS his ship.

CHAOS

What the?

He types on his board. A camera feed appears on his screen, zooming in on Mayhem with his blaster aimed at Chaos.

Several more BLASTS hit his ship.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax is monitoring a dozen different feeds of the battle, when Chaos's face takes over the middle of his screen.

CHAOS

General, Mayhem's shooting at me.

BRAX

That doesn't make any sense.  
Stop him. But Chaos, don't hurt  
the agent. Understand?

CHAOS

Got it.

INT. CHAOS'S K-FIVE SPACE-SHIP - DAY

Chaos TYPES on his keyboard and turns his ship, with his target screen zooming in on Mayhem.

EXT. SMALL TOWN CITY STREETS - DAY

Mayhem continues to zigzag down the street, but huge blobs of GOOP FALL towards him.

He dodges them back and forth, still SHOOTING at Chaos.

One of Mayhem's BLASTS SHOOTs right into the cannon on the bottom of Chaos's ship.

INT. CHAOS'S K-FIVE SPACE-SHIP - DAY

A green ELECTRICAL SURGE circles around his cockpit.

Chaos screams. Afterward, he grimaces. Then he grabs the dial he'd turned down earlier and cranks it up.

EXT. CHAOS'S K-FIVE SPACE-SHIP - DAY

The cannon below Chaos's ship glows, POWERING UP. Then it unleashes a HUGE RED BLAST of energy.

EXT. SMALL TOWN CITY STREETS - DAY

Mayhem's eyes widen. The red blast is coming right at him, but he ollies up and GLANCES OFF the side of a car:

The blast passes behind him and EXPLODES. Mayhem emerges from the smoke, rocketing through the air, spinning.

EXT. CHAOS'S K-FIVE SPACE-SHIP - DAY

Mayhem lands smack-flat on the orb-shaped cockpit window above Chaos.

The two look at each other, surprised. Then Mayhem grins and slides down out of view.

Chaos tries to look, but can't see Mayhem. Then Mayhem rises again, now holding two wires. He taps them together, and Chaos's window SWOOPS open.

Chaos's eyes widen, and Mayhem grabs him by the shirt.

EXT. SKY ABOVE SMALL TOWN - DAY

Chaos falls from the space-ship, screaming.

INT. CHAOS'S K-FIVE SPACE-SHIP - DAY

Mayhem straps in and closes the window above him.

EXT. SMALL TOWN CITY STREETS - DAY

Mayhem's K-Five turns and BLASTS Biggs's ship.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax is watching intently when Biggs comes on.

BIGGS

Sir, Mayhem's got the other K-Five  
now. He's right on me.

Brax's face widens, but then scowls.

BRAX

Stop him, agent. Do whatever it  
takes, but bring him down!

EXT. SMALL TOWN CITY STREETS - DAY

Biggs turns his K-Five on Mayhem and the two lock arms with  
their extended legs and wrestle back and forth.

INT. BIGGS'S K-FIVE SPACE-SHIP - DAY

Brax turns. Seated at various tables behind him are the  
members of Galaxy Divisions director's board from earlier.

BRAX

Just a little mix-up, gentlemen,  
but I assure you, there's no way  
one agent can stop our invasion.

EXT. SMALL TOWN CITY STREETS - DAY

Mayhem and Biggs are locked together, wrestling, but Biggs retracts his ship's arms suddenly and flies away. Mayhem follows and they resume BLASTING each other.

INT. AREA 51 - AIR VENT - DAY

Kitty and Ribbit are waiting when their radios comes on.

MAYHEM (V.O.)

(over the radio)

Captain? Lieutenant? Can anyone hear me?

RIBBIT

Boss, yeah. Our equipment went out earlier, but it was just a viral control bug. I overrode it.

INTERCUT WITH:

INT. MAYHEM'S K-FIVE SPACE-SHIP - DAY

Mayhem flies his ship, BLASTING at Biggs.

MAYHEM

Guys, I need you to free the earth military units and get their systems back on-line.

KITTY

Come again, boss? You want us to help the humans?

MAYHEM

Yes! That's an order, captain.

RIBBIT

Uh.

Ribbit and Kitty turn and look down the vent behind them. Three dozen armed Galaxy Division Agents are keeping watch over a bunch of tied up human military agents.

KITTY

Hey, boss. I want to, but yeah,  
there's like fifty Galaxy Division  
agents down there, so.

MAYHEM

Kitty, get down in that room now!

Mayhem is getting HAMMERED by all the other ships. The  
lights in his cockpit are flashing red.

MAYHEM

Ugh! Ah!

His ship spins sideways.

KITTY

Boss, there's nothing we can do.  
I'm finesse and Ribbit is all  
brains. We aren't armed or  
programmed for this type of fight.

EXT. SMALL TOWN CITY STREETS - DAY

Mayhem's ship CRASHES down. Its three legs emerge and begin  
to lift it up, but more BLASTS shoot it back down.

INT. MAYHEM'S K-FIVE SPACE-SHIP - DAY

Mayhem slams his fist on the control board.

MAYHEM

Team! I can't do this alone.  
Isn't there anyone else???

INT. AREA 51 - LARGE GARAGE - DAY

The alien agents stand proudly over the captives until two  
doors churn open at the far end of the room.

In place of those doors, the black silhouette of a teddy-  
bear, with his mouth pulling tight a needle to finish off  
the last stitch on his left shoulder.

In his right arm, an alien-styled laser-rifle. Behind him, a half-dozen aliens on the floor, unconscious. He is--

Sergeant Buttons!

BUTTONS

(mad as hell)

Invading the kid's planet was a bad idea.

(a mad war-cry)

Ahh!

The teddy-bear LETS LOOSE with his rifle. Havoc. The aliens duck and cover, horrified.

INT. AREA 51 - AIR VENT - DAY

Kitty and Ribbit look at each other. Inspired, they scream just like Buttons and jump down from the vent.

INT. AREA 51 - LARGE GARAGE - DAY

Kitty lands, whips around one alien, grabbing him with her tail and slinging him into another.

Ribbit lands on one's head, bounces over, flipping down another's back and throwing him into another few.

They both rise, now armed, and grin.

EXT. SMALL TOWN CITY STREETS - DAY

Biggs's K-Five stands over Mayhem's. Biggs's underneath cannon prepares to fire, but suddenly Mayhem's ship's leg shoots out and JABS THROUGH one of Biggs's ship's legs.

Biggs's ship FALLS sideways. His BLAST misses, and Mayhem's ship flips up over Biggs's.

Mayhem's ship reaches down with one of its legs and RIPS OFF Biggs's cannon. Then Mayhem's cannon aims and FIRES right into the opening of Biggs's missing cannon.

The other K-Five space ship SURGES and BITS of it BLOW OFF.

The cockpit window breaks open with red smoke inside, and Agent Biggs rolls out onto the floor, unconscious.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax's eyes widen at the sight on his screen. Then he cringes and clicks a few buttons.

BRAX

All small-gliders, focus on agent  
Two-X-Three. Repeat. All small  
gliders, take him down!

INT. AREA 51 - LARGE GARAGE - DAY

With the remaining aliens fleeing in every direction, Kitty slashes open the human agents bindings.

The humans rise and grab the fallen alien blasters.

MILITARY AGENT

Let's get'em boys!

Ribbit sets up his computer next to a tank.

GENERAL DAVIS

Hold it right there.

Ribbit looks back. General Davis is holding a gun on him.

MR. STEVEN

Stand down, general.

The two look over. Mr. Steven is walking over, flipping his own ropes off of his body.

MR. STEVEN (CONT'D)

We got bigger fish to fry.

General Davis hesitates. Then lowers his weapon. Ribbit grins. He turns and TYPES. Then, suddenly, the computers on the far wall come on. The giant garage doors OPEN.

The VEHICLES in the room all START.



Scattered cheers arouse from the remaining soldiers who hop in their rides and begin to pull out.

MR. STEVEN

Nice work, uh, frog-guy?

RIBBIT

Call me lieutenant.

INT. MAYHEM'S K-FIVE SPACE-SHIP - DAY

Mayhem zips around, struggling beneath the blasts of the smaller invasion ships, but suddenly they begin to EXPLODE, getting shot down from somewhere else.

Mayhem looks below and sees tanks and heavily armed jeeps ROARING down the roads, FIRING into the sky.

INT. TANK - DAY

Mr. Steven, radio in hand, hunches over Ribbit on his computer. Two other agents are operating the tank.

MR. STEVEN

Repeat. Upload images are for real.  
We need all available personnel on  
the west coast, heck, the whole  
country. We need them asap.

EXT. AIR-CRAFT CARRIER - DAY

US Fighter Jets ROAR ALIVE and shoot down the runway, taking off into the sky.

EXT. HIGHWAY - DAY

A long line of TANKS and JEEPS force through traffic, unstoppable and determined.

EXT. MILITARY BARRACKS - DAY

Soldiers race onto their ready to go CHOPPERS.

INT. AREA 51 - CORRIDOR - DAY

Two Galaxy Division Agents are fleeing down the hallway when they come upon a small, pink figure: Cuddly Bunny.

The stuffed animal is sitting there, as cute as ever, and the aliens stand back and grin at how cute he looks.

CUDDLY BUNNY (V.O.)  
(inanimate recording)  
Cuddly Bunny.

ALIENS  
Aw.

CUDDLY BUNNY (V.O.)  
(inanimate recording)  
Won't you cuddle with me?

Teary eyed, the two aliens clasp their hands, ogling over how adorable Cuddly Bunny is.

Suddenly, Cuddly Bunny's arms raise and the hands open up and TRANSFORM into small laser-blasting cannons.

The aliens' faces drop.

CUDDLY BUNNY (V.O.)  
(inanimate recording)  
You feel lucky, punks?

INT. AREA 51 - CORRIDOR - DAY

The two Galaxy Division aliens run for their lives--

EXPLOSIONS erupt behind them.

From the fires, emerges Cuddly Bunny, bouncing patiently and SHOOTING his cannons.

CUDDLY BUNNY (V.O.)  
(inanimate recording)  
Won't you cuddle with me?

INT. BRAX'S SHIP - COMMAND DECK - DAY

Red-lights of falling space-ships blink all over Brax's various screens. Bewildered, he turns to the board-members behind him and feigns strength.

BRAX

Uh, perhaps now would be a good time for you to leave, gentlemen. Don't want things to look too messy for the new fueling station. I'll handle the rest here.

The members look back and forth but then begin to rise and file out of the room.

EXT. THE STEVEN HOME - DAY

Melting globs of goop across the yard. The hose is still running, and Mrs. Steven is coughing as Carly helps her up.

CARLY

You just hold on, okay Mrs. Steven? I got you. That's it.

MRS. STEVEN

Carly? What's happening?

CARLY

I don't know...

She looks around, and then her eyes widen.

CARLY

But I bet I can help!

INT. THE STEVEN HOME - BABY ROOM - DAY

The toy chest swings open with Carly above it. She shuffles through the contents and slams it shut.

CARLY

He's got to have something here somewhere.

She swipes the toys off of one shelf, and then checks under the crib. Then she feels around the TV. Nothing.

Finally, she notices the TV remote.

The red power-button is blinking. She picks it up, holds the power button down, and another button begins flashing. She holds that one, then another, and finally another.

VREEP-OOP! The room transforms suddenly around her.

Panels of weapons and tools turn out from beneath the walls, under the crib, inside the dresser, etc.

CARLY

Whoa...

INT. MAYHEM'S K-FIVE SPACE-SHIP - DAY

Mayhem pulls back on his steering wheel, bringing his ship to a halt. All around, the other ships are leaving him to go fight with the new coming jets and tanks.

Mayhem looks up and Brax's Cruiser. He cringes forcefully and steers forward.

EXT. SKY ABOVE SMALL TOWN - DAY

Mayhem's ship zips straight at Brax's cruiser.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax stands proud and tall, watching a screen on his viewing window showing Mayhem coming right at him.

BRAX

All guns, on Mayhem. Fire.

EXT. SKY ABOVE SMALL TOWN - DAY

Seemingly a thousand blasters OPEN FIRE on Mayhem. His ship spirals sideways through them and keeps on. More shots keep coming and he flips back and forth, always on course.

INT. BRAX'S SHIP - LAUNCH PAD - DAY

Several aliens are wrapping up their business while the doors on the side of the room are closing.

INT. MAYHEM'S K-FIVE SPACE-SHIP - DAY

Mayhem closes in on Brax's cruiser. He sees the doors to the launch pads closing and OPENS FIRE on them.

INT. BRAX'S SHIP - LAUNCH PAD - DAY

The aliens in the room dive out of the way as the far doors EXPLODE and Mayhem's K-Five PLOWS THROUGH, GRINDING to a halt at the end of the room.

The aliens converge quickly, blasters ready, and the lid of the K-Five's cockpit POPS open.

One alien hops up to check.

ALIEN AGENT

He's not here!

Mayhem's feet land lightly behind the crowd of agents, and they turn, surprised.

The alien agents cringe and raise their weapons, but as they fire, Mayhem moves too, leaping out, rolling, spinning and dodging his way through them, blasters blazing.

He fights on, and at the height of battle, he spins in midair, lasers exploding against foe.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax stands, scowling above his viewing window.

RADIO (V.O.)

Sir, he's inside. Mayhem is inside.

BRAX

What!?!

He turns to the rest of the room.

BRAX

Everyone not on a control station,  
out of here! Find Mayhem! Lock the  
doors to the command deck!

A handful of agents hurry out, and the massive doors at the far end of the room shut behind them.

EXT. SMALL TOWN CITY STREETS - DAY

The battle continues overhead as Carly races up to a fire-hydrant next to a gooped house. She cringes away from the blaster she's stolen from Mayhem's room and--

BLAM! The fire-hydrant busts open. Water begins pouring all over, melting the nearby goop that has frozen the house.

CARLY

Ha!

Emboldened, she takes off down the street, BLASTING every fire-hydrant in sight.

At one house, she shoves a hose into the goop and turns it on. In front of another, she knocks over a bird-bath.

Other frightened citizens notice and brighten. One man takes his water-bottle and dumps it on a small bit of goop.

It melts!

A group of children see from inside a window and soon emerge, armed with water-blasters.

INT. COFFEE STORE - DAY

A teenage boy hides behind a tipped over table while FLASHES and BLASTS erupt outside.

He peeks over and sees an alien agent outside the store. The alien sees him too, and he hides.

The door creaks open, and footsteps approach. The boy cringes in fear until BLAM! A green flash behind him, followed by the alien falling to the floor next to him.

The boy rises from his cover to find Carly aiming her blaster at where the alien had been.

TEENAGE BOY

Wow! Nice shot.

Carly lowers the blaster.

CARLY

Oh, uh. Thanks.

TEENAGE BOY

You're like, a secret agent or something, huh?

Carly's face drops--the greatest thing she's ever heard.

CARLY

Uh... Yeah.

(grins with some swagger)

They call me Agent One.

She twirl's her blaster in her finger, but it slips off and SHOOTs out a window.

She winces away from it, and then smiles uneasily.

INT. BRAX'S SHIP - COMMAND DECK - DAY

A grey object falls from the ceiling and clangs on the floor. Brax turns. It's an air-vent covering.

The agents remaining in the room close in on it, when out of nowhere, BLAST! One of them falls. BLAST! BLAST! BLAST! The rest fall as well.

Only Brax remains, and he looks. Mayhem is standing towards the closed door and shoots the locking system next to it.

BRAX

(feigning strength)

Agent? What is the meaning of this?

MAYHEM

I told you. Class six sentient life. That's illegal to mess with.

BRAX

Bah! I gave you a logical out to discount that. There's no rational reason for this. Why fight for the humans? They're crude, back-stabbing little creatures. They wage war on one another and have no regard for the condition of their own planet.

MAYHEM

They're more than that.

BRAX

How so?!

A beat, and then Mayhem lowers his blaster...

MAYHEM

They... they care about the least of them... even when it serves no benefit to themselves... and they aren't in it for the big picture. To them, the big picture is each other, and I just know-- I can feel it.

(raises his blaster)

I can't let you do this. I won't.

BRAX

Hmph! So that's it. You've been corrupted by your new physiological form. Once we change you back, you'll see things clearly again.

MAYHEM

I'm not changing back.

BRAX

We'll see about that. Understand that with your newfound strength, comes a logical inverse weakness.



Brax turns and pushes a button on a nearby computer.

BRAX

Computer, Earth Prisoner 1-Z.

A yellow light flashes down. Baby Zack appears. Brax grabs the smiling toddler and holds a laser-blaster to him.

BRAX

Drop your weapon, agent, and stand down. That's an order.

MAYHEM

You can't. He's just a baby!

BRAX

I've been planning this invasion for over sixty years. I won't let it go to waste for some ill-gotten notion of emotional attachment.

Brax looks to fire, but Mayhem SHOOTs first, grazing Brax on the arm. Brax turns on Mayhem, SHOOTING back, but Mayhem leaps sideways and hides behind one of the room's tables.

Across the room, the general keeps at him, dragging Zack in one hand and SHOOTING away at Mayhem's table with the blaster in his other.

BRAX

What now, agent? You think this will be over if you can stop me?

Mayhem notices a body of one of the agents he'd zapped earlier. He crawls over and pulls a radio device from it.

BRAX (CONT'D)

I'll be back with more ships in a matter of months, and without you, the Earth will stand no chance.

Mayhem tweaks the device and then lifts it to his mouth.

MAYHEM

Ribbit, buddy. You there?

INT. TANK - DAY

Ribbit cringes, surprised.

RIBBIT

Yeah. What's up, boss?

MAYHEM (V.O.)

(over the radio)

Is our operation's mother-ship  
still in orbit?

Ribbit types away and something BLIPS on his screen.

RIBBIT

Sure is.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Mayhem is still hiding behind the table.

MAYHEM

I need you to try something, okay?

INT. EARTH OBSERVATION SHIP - DAY/NIGHT

Geebs is reading a magazine with his feet up when the  
computer systems around him come to life.

OVERHEAD (V.O.)

Destination accepted.

Geebs lowers his feet and cringes.

MOJO

(reels upright)

Booyaka?

The ship pulls sideways suddenly and Geebs falls over.

EXT. PLANET EARTH - DAY/NIGHT

The small orb-shaped space-ship zips across the dark side  
of the earth, approaching the lighted horizon.

INT. EARTH OBSERVATION SHIP - DAY/NIGHT

Geebs grabs onto the steering wheel and starts wrestling with it. The wheel suddenly breaks. He holds it up.

GEEBS  
Are you kidding me?

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax FIRES two more times on the table Mayhem is behind.

BRAX  
Stand up, Mayhem. That's an order.  
This is your commanding officer.

He BLASTS again. And then ONE more time. Meanwhile, behind the table, Mayhem winces up. He takes a deep breath.

Brax raises his blaster again but--

MAYHEM  
Okay!

Brax hesitates, but then straightens his aim.

Mayhem's blaster slides out. His hands lift above the table. He rises and then walks out.

BRAX  
(squints)  
What're you planning, eh?

INT. EARTH OBSERVATION SHIP - DAY/NIGHT

Geebs pulls several wires out from beneath a panel.

OVERHEAD (V.O.)  
Initiating reverse-body-plant.

MOJO  
Yaka?--

GEEBS  
On whose orders?

INT. TANK - DAY

Ribbit TYPES away at his computer.

RIBBIT

Hope this works, boss.

One final CLICK.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax has Mayhem right where he wants him.

BRAX

Never matter. This fight is over.  
Consider yourself fired, agent.

Brax raises his gun. Mayhem winces, but a yellow light shoots in through the viewing window suddenly, BLASTING Baby Zack and Mayhem who then both shatter but reappear.

BRAX

What? What was that?

INT. TANK - DAY

Mr. Steven is leaning over Ribbit now.

MR. STEVEN

Did it work?

RIBBIT

(dismayed)

No. They're still on the ship!

INT. EARTH OBSERVATION SHIP - DAY/NIGHT

Geebs stands proudly with a bunch of wires ripped out.

GEEBS

Thought you could hijack my beam?

He HITS the computer-board with a wrench and it SHOCKS him.

INT. BRAX'S SHIP - COMMAND DECK - DAY

Brax grabs Zack again. Mayhem looks at himself, perplexed.

BRAX

Nice try, agent. Whatever that was.

MAYHEM

(a baby voice)

Gooba?

Brax raises his blaster, but Baby Zack looks up at him angrily. He grabs Brax's arm and twists it, flipping him over, right onto his back.

Brax's blaster SLIDES across the ground, and Baby Zack puts his foot right on Brax's neck.

BABY ZACK

(in Mayhem's voice)

I don't think so, boss.

Baby Zack and Mayhem have traded bodies again. Mayhem grins, but the doors at the far end of the room PRY OPEN.

Mayhem looks at Zack. He lets go of Brax and dashes over, grabbing Zack by the arm and scooping up Brax's blaster.

As the door opens on one side, blasters start SHOOTING through. Mayhem FIRES back and leads Zack to the side, where he KICKS open a vent and pushes Zack into it.

Brax rises as his agents slip in, BLASTERS BLAZING.

BRAX

Everyone, stop! Wait!

The agents flip and roll into the room like maniacs, SHOOTING everything.

BRAX

What are you doing? Stand down--

One of the computer systems EXPLODES. Red lights start flashing. A SIREN goes off.

COMPUTER (V.O.)

Ship is damaged beyond maintenance control. Will fall into enemy hands. Initiating automated self-destruct sequence to protect ship.

All the agents stop. Brax looks from them, to the busted computer systems, horrified. He clenches his fists and--

BRAX

Mayhem!!!

One agent, hunched over, squirms up to Brax.

AGENT

Sir, we should get you--

Brax smacks him aside.

BRAX

(storming out)

Out of my way!

INT. BRAX'S SHIP - AIR VENT - DAY

Mayhem leads a carefree Zack urgently through the tunnels, stopping at one corner and looking both ways.

MAYHEM

This way!

INT. ESCAPE POD - DAY

Brax walks into the small, cramped ship and takes a seat. Through a door ahead, he can see the ship's pilot.

BRAX

Take us out of here, pilot.

The ship POWERS UP.

EXT. BRAX'S SHIP - DAY

A small pod-like ship shoots out and heads for the sky.

INT. BRAX'S SHIP - LAUNCH PAD - DAY

Aliens are running mad, pulling out more escape pods and trying to get the busted doors open.

Mayhem and Zack emerge from a vent on the near wall and sneak back over to his K-five.

Once inside, Mayhem closes the top and straps in. Then he turns to the controls, hammering away at different codes.

MAYHEM

Come on, baby. Let's go. We can do this. It's all you.

The ship FIRES UP but DIES; and continues doing so.

MAYHEM (CONT'D)

No, no. You got it. Come baby. Let me hear you purr. Come on.

EXT. THE STEVEN HOME - DAY

A disheveled Mrs. Steven is watching the skies when a tank DRIVES UP over the sidewalk suddenly.

It's hatch opens, and Mr. Steven's head pops out.

MR. STEVEN

Honey?

He hops out heroically and dashes over to his wife.

MR. STEVEN

You okay?

MRS. STEVEN

Yes. I think. What's happening?

MR. STEVEN

They're leaving.

The two look up where, high above, the remaining spaceships and fighters are all heading back into space.

INT. BRAX'S SHIP - LAUNCH PAD - DAY

Mayhem continues to wrestle with his ship. Sirens are still blaring. Emergency lights are still flashing.

MAYHEM

Come on! Darn-it!

The ship POWERS UP at last. Mayhem brightens.

EXT. THE STEVEN HOME - DAY

Everyone is looking up at the giant ship when it ERUPTS suddenly into a CHAIN OF EXPLOSIONS.

Everyone on the street cheers, but Mr. Steven's face drops.

MR. STEVEN

But what about... Zack? ...

(looks up again)

Zack!

Mrs. Steven covers her mouth. Carly arrives at the street and looks up as well.

CARLY

Mayhem...

Suddenly, a small object shoots out of the smoke, spiraling out of control. It curves and plummets, then reels upright in time to ZIP by and CRASH down the street.

EXT. CRASH SITE - DAY

Mayhem's ship stands diagonally out of the ground. Smoke and steam HISS out as everyone arrives.

The cockpit POPS open and an alien-dressed baby slides out and to the ground.

MR. STEVEN

Zack--

He makes one step, but stops. Not sure. Mrs. Steven doesn't run for the baby either.



Coughing sounds stir up above.

MAYHEM (O.S.)

What! A piece! Of junk!

Mayhem's upper body half-flops out from the opened cockpit. He pulls himself out, rolls down and hits the ground.

MAYHEM

They seriously need to remodel this thing. Trust me on that.

The parents look from Mayhem, to Zack, to Mayhem, to Zack.

MR. & MRS. STEVEN

Zack!!!

They rush over to Zack and hoist him up in their arms.

MRS. STEVEN

Oh, my big boy. My big, big boy.

MR. STEVEN

Did you fly in a space-ship, buddy?  
Did you fly in a big space-ship?

Mayhem watches, almost regretful, but accepting.

CARLY (O.S.)

Nice job, baby.

He turns to see her, and she kisses him on the head.

MAYHEM

Aw, come on, One. Enough of that mushy stuff. Honestly.

BUTTONS (O.S.)

Boss?

Mayhem turns again. His team has just walked up.

MAYHEM

(running over)

Buttons!

The teddy bear salutes. Mayhem starts to, but stops.

Instead, he steps in for a hug.

MAYHEM

Great work, Sergeant.

Mayhem backs off. Buttons grins. Mayhem turns to Kitty.

MAYHEM

Captain. Look at your fur. Is that how my spy dresses?

KITTY

(with a shrug)

A bath can wait sometimes.

MAYHEM

(grunts a laugh)

Nicely done, captain.

(to Ribbit)

And Lieutenant. What happened?

RIBBIT

I think the layman's term for it would be that I got the stuffing beaten right out of me.

He seems cheery about it.

MAYHEM

Feels good doesn't it?

The frog salutes with a grin.

Cuddly Bunny is last in line, but Mayhem just points and flashes him a wink.

CARLY

So it's over, right?

Mayhem turns back to Carly.

MAYHEM

They won't be back. I'll file a report at Intergalactic Nations and make sure of it.

CARLY

Then what're you going to do now?

Mr. Steven turns his attention from Zack to Mayhem.

MAYHEM

I don't know. My home planet won't take me back. That's for sure. Most other planets absolutely hate me. I'll have to find somewhere small. Somewhere quiet, I guess.

MR. STEVEN

Um, alien-guy?

(approaches uneasily)

Hey. I think we may have got off on the wrong foot earlier today. Listen, uh. I really think there might be a lot we can learn from each other, if you're willing to give it a try. I know the force could sure use a guy like you.

Mayhem looks around at the crowd, all grinning at him.

MAYHEM

... I'd like that.

Mrs. Steven looks at Zack and puts him down.

MRS. STEVEN

Go on honey, meet our new friend.

Baby Zack crawls over and sits up next to Mayhem.

MAYHEM

Hey, that was quick thinking back there, Earth Unit Z. Nice work. The name's Mayhem, by the way.

BABY ZACK

May-bam.

Mr. and Mrs. Stevens' faces drop.

MRS. STEVEN

What? Did he just say a name?

MR. STEVEN

That's his first word!

MRS. STEVEN

Oh, good boy! Good boy!

The two parents pick Zack up again and hold him high, ogling over his little accomplishment.

MR. STEVEN

That's a good boy. Yes it is.

Mayhem can't help but smile at them.

KITTY

Is our mission over too, sir?

Mayhem turns back and then stands stout again.

MAYHEM

Over? Negative. Life is our new mission, captain, and I wouldn't face it with any other team.

FADE OUT.