

WHAC-A-MOLE

(aka Spider-Man: Across the Spider-Verse)

Written by

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Based on

The collective work of thousands of writers and
artists over the last sixty or so years

EPIGRAPH(S)

We'd better welcome young people to this world. Before long
we will ask them to save it.

- Blaise Pascal

Never say you are unloved
I love you
In all the simplicity of the word
Never say you have no friend
How dare you feel that way!
I am your unknown friend
How long before you know

- Sun Ra

Burn the scrolls.

- RJ

A person is a universe...

OVER BLACK

GWEN (V.O.)
*Let's do things differently this
time. Like SO differently.*

ON MILES...

Or, rather, a photo of him tucked into the bass drum of "THE MARY JANES." We see the drum vibrating-- someone is hitting it *really* hard -- but we don't *hear* that yet...

GWEN (V.O.)
His name is Miles Morales.

GWEN STACY, hitting those drums like it would even make a difference.

GWEN (V.O.)
*He was bitten by a radioactive
spider...*

FLASHBACK PANELS are inset on screen:

Miles and Gwen bumping into each other at Visions... Miles getting bit...

GWEN (V.O.)
And he's not the only one.

Gwen getting bit...

GWEN (V.O.)
He hasn't always had it easy...

Miles watching his uncle **AARON** die... Miles' dad **JEFF** unwittingly pulling a gun on his own son...

GWEN (V.O.)
And he's not the only one...

Gwen's dad **GEORGE** pulls a gun on Gwen...

GWEN (V.O.)
And now he's on his own...

Gwen and Miles say goodbye...

GWEN (V.O.)
And he's not the only one.

ON GWEN - falling away from Miles until she disappears.

GWEN (V.O.)
*You think you know the rest. You
 don't... I thought I knew the rest,
 but I didn't.*

FLASHES of a frightening FUTURE -- as the drumbeat gets
 faster, louder, more intense...

GWEN (V.O.)
*I didn't want to hurt him, but I
 did... And he's not the only one...*

EM JAY (O.S.)
 Gwen! Gwen!!! Yo! Def Leppard!

INT. HIGH SCHOOL GYM - DAY

We're in **CHELSEA, N.Y. of EARTH-65**. Gwen's dimension.

In the middle of BAND PRACTICE for *The Mary Janes*. **EM JAY, GLORY and BETTY** stare blankly at their bandmate.

GWEN
 Is the song over? Seems over.

EM JAY
 Are you okay?

Ugh. Here we go...

GLORY
 You don't hang out, you don't want
 to talk --

GWEN
 I didn't join a band so I could
 talk about my feelings --

BETTY
 Well I did.

GWEN
 -- I joined it so I could hit my
 feelings with sticks!

Gwen hits the drums; Glory DEADENS the cymbal with her hand.

GLORY
 If you don't tell someone what's
 going on you're gonna snap--

GWEN
 I'm fine.

EM JAY
That's not how someone who's fine
would say that.

GLORY
They'd say "I'm great, thanks, how
are you?!"

GWEN
I'm GREAT! Thanks!!!

Gwen knocks over the drum kit. So *punk*, right?

GWEN (CONT'D)
How are you!?

... and storms off stage.

GLORY
Fine...?

EM JAY
Gwen, come on --

MJ
I don't get you, man.

GWEN
You're right!

Gwen SLAMS through the double doors. *Peace*. Betty breaks the
ice:

BETTY
I play drums.

EXT. CHELSEA - DAY

Gwen walks against the foot traffic in her paint-streaked
world... though she doesn't move through it so much as *it*
moves around her. Reflecting less how things are and more *how*
she is...

GWEN (V.O.)
*I always wanted to be in a band.
Guess I just never found the right
one.*

She hurries into the subway...

GWEN (V.O.)
*In this line of work... you always
wind up a solo act.*

... but you can't outrun a memory:

GWEN (V.O.)
Before Miles, there was Peter...

INT. KITCHEN TABLE - NIGHT (FLASHBACK)

A simpler time. A better haircut. Gwen scrolls through photos that Peter Parker (16) took of her on his camera.

GWEN
How many of these did you take?

PETER
I think you look great.

A picture of Spider-Woman...

GWEN
Is this... that *dangerous menace*?

PETER
No. She seems like a good guy.

GEORGE
Why wear a mask if you've got
nothing to hide?

AUNT MAY
Alright, no politics at the dinner
table.

GWEN
Thank you, May.

As the Parkers and Stacys say grace...

GWEN (V.O.)
*But they didn't really know me. And
I didn't really know him either.*

INT. SCHOOL - DAY (FLASHBACK)

A BULLY, **NED**, PUNCHES Peter in the face, BREAKING his glasses with an onomatopoeic "**CRRAAK!**" Gwen comes to his defense:

GWEN
Touch him again, Ned!

PETER
Gwen, it's okay.

Off his look, MATCH CUT TO --

Peter, working on what we'll come to learn is LIZARD FORMULA.

GWEN (V.O.)
... until it was too late...

DAYS LATER--

Gwen enters the PROM in THE GYM-A-TORIUM.

GWEN
Peter?

Her spider-sense goes off. LIZARD shows up and TRASHES the place, cornering NED.

Gwen (quickly changed into Spider-Woman) leaps into action, fights Lizard in an homage to a memorable moment from *Amazing Spider-Man 1*. Eventually she KICKS the reptilian through the wall behind the stage; the Lizard is CRUSHED by falling rubble...

... but he's not dead: A HAND reaches out of the wreckage. A lizard hand... that then morphs into a HUMAN one...

GWEN (CONT'D)
What? No --

Gwen runs up and THROWS the rubble off with super-human strength, as Lizard transforms back to Peter.

GWEN (CONT'D)
No, what did you do?!

PETER
I just, wanted to be special...
like you... Gwen...

He tries to pull up her mask but she stops his hand.

GWEN
Gwen? Who's Gwen?

PETER
Don't worry. Everything's gonna be
okay...

GWEN
Don't go --

PETER
Everything's gonna be okay.

His hand drops.

... right as GEORGE ARRIVES in his captain's uniform to find Spider-Woman kneeling over a dead kid. From this angle, we see how he'd think she killed this guy... and how she'd know he'd think that.

... so by the time he raises his weapon, she's GONE.

GEORGE
Hey!! HEY!!!
(then, realizing)
Peter? Oh Peter...

Gwen watches from the rafters, devastated. Her own father thinks she killed her best friend.

GWEN (V.O.)
*I never really made another friend
after that...*

EXT. CHELSEA - RIGHT NOW

Gwen leaves the subway, her thoughts drifting to Miles...

GWEN (V.O.)
*... Except one. But he's not here.
And there's no way to get there.*

LOCAL NEWS COVERAGE HOVERS around her.

J. JONAH JAMESON (V.O.)
*Pressure mounts as Captain George
Stacy leads the manhunt for Spider-
Woman. Who is she? And why won't
she show her face?*

George stands resolute before a crowd of reporters.

GEORGE
I've known May and Ben Parker for
twelve years. Peter Parker ate at
my table. He was my daughter's best
friend. And I will not rest until I
find the Spider-Woman!

EXT./INT. STACY APARTMENT - LATER

Gwen enters through the fire escape, trying not to --

GEORGE
How's the band?

GWEN
Uh, yea great. I quit. So, y'know,
thumbs up.

She hides in her room. Dad tries to keep the convo afloat:

GEORGE
We caught a break in the Spider-
Woman case.

GWEN
Oh? That's... good.

GEORGE
We're close. I can feel it.

GWEN
Me too.

Gwen gathers some clothes...

GEORGE
It'll be good for us.

GWEN
(under her breath)
Don't be so sure...

GEORGE
She killed your friend.

GWEN
You don't know that.

GEORGE
I do know that. I was there. She
ran from the scene.

GWEN
Maybe she didn't have a choice.

That stings.

GEORGE
I got a job to do, Gwen--

GWEN
It won't bring him back.

GEORGE
I don't want to argue about this--

GWEN
Yeah, I can tell.

Gwen packs her clothes. Might not sleep here tonight...

GEORGE
 (taking a risk)
 Say... You too punk rock to give
 your old man a h--

Gwen flies across the room and wraps her father up in a hug.
 An over-hug, even, because... *what if it's the last one?*

George melts. It's all he's ever wanted...

DISPATCHER (OVER GEORGE'S RADIO)
*All units... possible superhuman
 event... Guggenheim Museum...*

Of course.

GEORGE
 (an apology)
 Hey. This could be it.

DISPATCHER
*... suspect is Adrian Toomes, also
 known as The Vulture...*

The Vulture?...

GEORGE
 So, I'll uh, see you later?

Afraid so.

GWEN
 Cool.

IN GWEN'S ROOM - CONTINUOUS

Gwen digs out a POLICE SCANNER from inside a cute STUFFED ANIMAL PENGUIN... or *Spider-guin*, if you will... oh you won't?

YURI (ON SCANNER)
*49-20 on scene. It's a real mess
 down here. We're gonna need all the
 help we can get.*

She kicks open her BASS DRUM. Her SPIDER-WOMAN GEAR inside. THAT PICTURE of Miles catches her eye; if only he was here she'd have someone to talk to...

... but instead she pulls down her mask...

GEORGE (ON SCANNER)
*This's Captain Stacy, I'm five out.
 Need you to look alive. Good chance
 our girl shows up.*

...and turns off the scanner. Yep.

EXT. NEW YORK CITY - NIGHT

Gwen swings out into the city. Balletic. Free in flight. It's just simpler up here...

... because down there? *It's a MESS:*

EXT. THE PEGGY GUGGENHEIM MUSEUM - NIGHT

Police everywhere. Choppers, the whole deal.

George bursts out of his squad car; Officer **YURI WATANABE** immediately hands him a file with a picture of The Vulture -- or what he's *supposed* to look like, anyway...

GEORGE
 Yuri, explain to me how a guy with a forty foot wingspan just waltzed into the Guggenheim unnoticed?

YURI
 It's New York. Everyone's got their thing --

An explosion. Screams. A strange MEDIEVAL ITALIAN VOICE?

ADRIANO (O.S.)
Arrivederci ragazzi!

GEORGE
 Know what he wants?

YURI
 Do you speak Italian?

GEORGE
 I'm an Irish cop.

YURI
 Maybe you love pasta or something.

GEORGE
 Everybody on my signal -- Look out for signs of Spider-Woman!

THWIP! Captain Stacy is pulled back by WEBBING. Yuri too. Within seconds the whole crew is WEBBED to their cars; George is also MUFFLED:

GEORGE (CONT'D)
Hey ymfghhmmf--

YURI
Yep, we got our sign.

Gwen drops down.

GWEN
(deep, accented voice)
How's the manhunt for me going?

GEORGE
(muffled)
You're under arrest!

GWEN
Good to know!

And with that she backflips into the

INT. GUGGENHEIM - CONTINUOUS

Where her acrobatics land in a SMOKY LOBBY:

GWEN
Vulture!
(shrugs)
Screaming their name usually works.

A silhouette flies up behind her -- WHAM! Gwen tumbles...

GWEN (CONT'D)
I guess that worked.

She turns to the manic figure flapping above her, finally gets a good look at --

ADRIANO
(medieval Italian accent)
I am-a the Vulture! The pinnacle of
man's genius!

Not Adrian Toomes but **ADRIANO TUMINO** -- and he looks like a drawing from DaVinci's notebook.

GWEN
You're not my Vulture. Are you...
made of parchment?

ADRIANO

What cursed world have you brought
me to--ARGHAHGASDFASDG!!!

He GLITCHES.

GWEN

You're glitching, huh? Been there.
Where you from bud?

ADRIANO

I am an artist! An engineer!

GWEN

Oh great. A renaissance man.

Gwen swings onto his back like a cowboy slowing a runaway
mustang.

GWEN (CONT'D)

Let me guess: You were having an
espresso in some old timey Leonardo
da Vinci-dimension and suddenly a
portal opens up and you wind up
here. Am I warm?

ADRIANO

Yes, that's pretty much it.

The damage Vulture is causing looks... *glitchy*...

GWEN

Sidebar? Uh maybe you could stop
making a mess of the art museum for
no reason?

Vulture points to a huge Jeff Koons balloon animal sculpture.

ADRIANO

You call this art?!

GWEN

We're talking about it, aren't we?

Vulture's wings slice off the metal head of the balloon dog.
Hundreds of regular size balloon dog sculptures spill out.

MUSEUM-GOER

Ooh, that's cool.

GWEN

I mean it's more of a meta-
commentary on what we call art, but
it's also art?

Vulture slings her into Koons' chromed bust of Louis XIV...

GWEN (CONT'D)

Oh look, it's your cousin.

Vulture's had enough of her quips: his mechanical beak opens, revealing a FLAMETHROWER...

GWEN (CONT'D)

I wouldn't play with fire dude,
you're kind of made of paper.

Gwen evades the flames, but not the... HARPOON? It pins her to the wall; she braces for the end --

ADRIANO

Ciao Ragazza.

GWEN

This such a stupid way to die.

-- until a HARDLIGHT laser-web lassos Adriano's arm. What the--
-?!

A HEXAGONAL PORTAL crowbars itself into the room.

A blinding LIGHTSHOW. A sub-woofing SOUND PACKAGE.

... and then a blue and red BLUR bodyslams Adriano across the room.

Gwen swings over for a closer look... at **SPIDER-MAN 2099**, aka **MIGUEL O'HARA**. He rises into view, cool and seemingly in control. Gwen notes his futuristic SPIDER-WATCH -- it flashes **E-65...**

GWEN (CONT'D)

I'm sorry, who exactly are you
supposed to be?

MIGUEL

It's classified.

GWEN

You're The Blue Panther.

MIGUEL

No.

GWEN

The Caped Blue-sader?
Dark Garfield.
Macho Libre!

MIGUEL (CONT'D)

No. I'm--
No, stop--

MIGUEL (CONT'D)
I'm from another dimension.

GWEN
You are?! Wow... actually I'm not
confused.

MIGUEL
My name is Miguel O'Hara. I lead an
elite strike force dedicated to the
security of the multi-verse--

A *MIGUEL COMIC* drops. A cool stylized intro begins...

... and immediately ends.

GWEN
Actually, forget it. Can you go to
any dimension you want with that
watch?

MIGUEL
It's much cooler than a watch.

GWEN
Okay. Sensitive. Look, there's a
big flying turkey from the
Renaissance I have to bring to
justice so if you don't mind --

MIGUEL
It's alright, kid. I'll take it
from here.

Gwen looks behind him...

GWEN
Okay. *Knock* yourself out.

MIGUEL
Why are you saying it like that?

BAM! Vulture wrecking-balls Miguel from behind. *That's why.*

MIGUEL (CONT'D)
You're not funny!!

GWEN
I don't know...

As Gwen and Miguel engage Vulture...

George leads some cops into the main atrium. He looks up at
the three fighting. *Typical super hero nonsense...*

MIGUEL

Been really fun cleaning up your *shocking* mess by the way.

GWEN

What mess?

MIGUEL

Kingpin's collider!

ADRIANO

What are you guys talking about?

MIGUEL

You shut up! *Callate!*

GWEN

None of your business! Nosy!

GWEN (CONT'D)

(to Miguel)

We saved the multi-verse!

MIGUEL

You left a hole wide enough for guys like him to randomly get shot into the wrong dimension.

Vulture bulldozes another art installation. George is nearly crushed by a big bronze lobster.

MIGUEL (CONT'D)

Now I'm stuck putting everybody back where they belong before all of time and space collapses. And don't even get me started on Dr. Strange and the little nerd back on Earth-199999.

GWEN

Who's Doctor Strange? Sounds like he maybe shouldn't practice medicine --

Gwen webs George to a wall, keeping him out of harm's way.

GWEN (CONT'D)

(deep, accented voice)

Sorry Captain, can't talk right now.

ADRIANO

Attenzione!

The Vulture laughs maniacally as he releases hundreds of Da Vinci styled wooden drones...

GWEN
 (to Miguel)
 So you want me to handle this one,
 or--

Miguel masterfully destroys the drones in one awesome swoop.

GWEN (CONT'D)
 Huh, okay.

Miguel tears one of Vulture's wings off; Adriano immediately REBUILDS it out of thin air as if he were drawing it in a Da Vinci codex...

MIGUEL
Ay por dios! He's got hammerspace!*

[*an infinite extra-dimensional storage area
 for cartoon hammers and the like -Ed.]

MIGUEL (CONT'D)
 LYLA! Can you please, you know...

LYLA -- Miguel's A.I. HOLOGRAM assistant -- appears:

LYLA
 Nah, you gotta say it first.

MIGUEL
 (so quiet)
 Call for backup.

LYLA
 What?

MIGUEL
 (through gritted teeth)
 Call for backup.

LYLA
 C'mon...

MIGUEL
 Please just call for--

LYLA
 Yeah, I already called her.
 (off Miguel's wince)
 But I enjoyed that.

A NEW PORTAL emits a very rad and also pregnant **JESS DREW**, SPIDER-WOMAN of Earth-332. She THROTTLES Vulture, stripping his feathers off his back with the wheels of her badass MOTORCYCLE...

... before landing with a 720° exclamation point.

JESS
(introducing herself)
Spider-Woman.

GWEN
(awed)
Me too.

Gwen looks at Jess' belly.

GWEN (CONT'D)
Are you? Uh...

JESS
Oh this? We don't know the sex yet,
my husband wants it to be a
surprise. He's really corny, but SO
hot.

GWEN
Will you adopt me?

What? JESS What? GWEN (CONT'D)

MIGUEL
GUYS!!! Can we focus on the big
fire-breathing threat to time and
space please?

JESS
Yep yep yep yep yep yep.

Jess PEELS OUT.

Gwen swings and heels Vulture in the mandible. *Damn.*

JESS (CONT'D)
What about her?

MIGUEL
No.

JESS
We could use the help.

MIGUEL
No.

JESS
Is it cause she called you Dark
Garfield?

MIGUEL

No.

JESS

Do you say anything but "no?"

MIGUEL

No. ...yes.

JESS

Why not?

MIGUEL

You know why.

Miguel leaps onto Vulture, clawing his way in past the renaissance armor. He's an ANIMAL.

ADRIANO

Take a good look at my greek fire from my backpack.

Vulture SLINGSHOTS one of his homemade bombs through the ceiling, sending glass shattering down into the hall.

MIGUEL

DON'T LET HIM OUT! He'll disrupt the canon!

Vulture activates sulfuric boosters, soars upwards. Miguel still on his back as he finally reaches open sky...

... and PAUSES, taken aback by the sheer beauty of this astoundingly colorful new world he is in:

ADRIANO

Che meravigliosa bellezza.

MIGUEL

You get used to it.

Miguel bares his fangs, about to put this bird to sleep --

SHING! A BRIGHT LIGHT BLINDS THEM BOTH -- A POLICE HELICOPTER meddling with Miguel's kill!

CHOPPER COPPER

GO TO THE GROUND.

MIGUEL

Will you get out of here?!

CHOP COP

WE HAVE YOU SURROUNDED!

MIGUEL
But I'm a good guy!

CHOP COP
YOU DON'T LOOK LIKE A GOOD GUY.

MIGUEL
You're just gonna have to shut up
and trust me!

Adriano launches a flock of medieval blades that SLASH into the helicopter, send it spinning down into the building...

CHOP COP
MAYDAY! MAYDAY! CLEAR THE BUILDING!

Gwen takes stock of everyone in harm's way. INCLUDING GEORGE.

She LISTENS as the rotor beats just like the beat of her drumkit. She locks in on the rhythm... and leaps into action:

She spins a MASSIVE WEB from one side of the room to the other as she flies *through* the helicopter bay door and rescues the pilots. She's more than a pro -- she's an artist.

Jess and Miguel follow her lead, using Gwen's web to slow the plummeting helicopter. A solo act could never pull this off. But a trio? *This* trio? It's like a symphony...

... that finally stops the chopper *mere inches* from the floor. The crowd gawks in awe...

MANSPLAINER
Yeah, I think it's a Banksy.

Gwen is proud to earn a nod from Jess... who then looks pointedly at Miguel. *Told you she's special.* Miguel, no-selling it:

MIGUEL
(re: Gwen's moves)
That's what I was gonna do.

Miguel picks a tied-up Vulture up off the floor. As he cleans up GWEN finally collapses in the rubble, exhausted...

... but her SPIDER-SENSE won't let her rest --

Because GEORGE STACY has his GUN pointed right at her.

She tries to yank the weapon out of his hand -- but she's OUT OF FLUID!

GEORGE
HANDS IN THE AIR!

GWEN
Captain. Come on.

Her voice shakes. His hand does not.

GEORGE
Suspect is armed.

GWEN
With what? I'm out of webs.

GEORGE
Get down on the ground.

GWEN
(tries a joke)
Which is it? Hands in the air or
get down on the ground?

GEORGE
You're under arrest --

GWEN
I just saved a bunch of people!

GEORGE
-- for the murder of Peter Parker.

GWEN
Captain, come on, I --

GEORGE
You have the right to remain
silent. Anything you say --

GWEN
You don't understand!--

He FIRES a warning shot in the air.

GEORGE
You don't understand.

She's out of options.

A face off between his reality and hers.

... and so the only thing left to do is tell the truth:

Gwen takes off her mask.

George takes a step back. Processing.

GWEN

Dad... I've thought about telling you, but you can see why I didn't want to... I didn't murder Peter. I didn't know it was him. I didn't have a choice.

What's he even supposed to say? Every version of this is going to be hard...

So he takes the easy way out:

GEORGE

How long have you been lying to me?

GWEN

Can you just not be a cop for a second and be my dad and listen to me? Do you really think I'm a murderer?

No. Yes. He doesn't know what to say.

GWEN (CONT'D)

You're in this to help people, right?

How could my girl...

GWEN (CONT'D)

Well so am I. And the way to help right now is to listen to me.

My sweet girl...

GWEN (CONT'D)

Please, you're all I have left.

...

GEORGE

You have the right to remain silent-

GWEN

What?

GEORGE

Anything you say can and will be used against you in a court of law--

GWEN

Are you really this afraid of me?!

He barely holds it together.

GEORGE
You have the right to an attorney--

GWEN
Dad! Stop!

GEORGE
Don't get any closer!

She pulls her arm out towards him. He instinctively lifts his weapon --

That's enough. Hardlight webs grab the gun as

Miguel disarms George and traps him in a glowing CONTAINMENT FIELD (it won't be the last time we see one). The harder George fights, the tighter it binds him...

[Metaphor Alert - Ed.]

GWEN
Dad!!!

Jess drops in and pulls Gwen towards her.

JESS
Hey hey hey. C'mon. Just breathe.
We got you. Right Miguel?

A challenge from Jess. Miguel will have none of it:

MIGUEL
LYLA, scan this mess.

LYLA scans the room.

LYLA
No further anomalies. Canon remains intact.

Miguel activates a PORTAL and throws Vulture into it.

JESS
We can't just leave her here. She's doing this on her own.

Gwen barely hears them. Her eyes are locked on George.

GWEN
I don't know how to fix this.

Jess looks at Miguel. *Into* him.

... and something -- is that a fatherly instinct? -- kicks in. *Barely:*

MIGUEL

Yeah, well... join the club.

Miguel tosses Gwen a WATCH.

She takes it in -- a way to escape. To be understood.

One last look at George... as Miguel and Jess disappear... and then Gwen TURNS into the light...

And our opening credits **DROP**.

TURN IT UP.

- A subway train rushes past.
- People waiting on the subway station.
- Folks walking across the Brooklyn Bridge.

We don't need a title card to tell us we're in

BROOKLYN - EARTH-1610 (MILES' DIMENSION)

INT. COLLEGE COUNSELOR'S OFFICE - DAY

Teachers and students fill the Visions Academy office. Filling out paperwork, waiting for appointments, etc.

Rio and Jeff sit before **MS. WEBER**, a COLLEGE COUNSELOR.

RIO

I know he's just a sophomore but we want to get a jump on the college conversation, so, I'm sure he's gonna be here. Any minute.

JEFF

He's very serious about his future.

A STARE OF DOOM from Weber, who's heard it all before.

INT. BODEGA - DAY

A DING-DONG!

-- announces the arrival of a total ding-dong: Johnathon Ohnn, aka **THE SPOT**, a goofy-looking villain-of-the-week covered in HOLES. He casually passes by LENNY, the shop owner-

SPOT

Excuse me, do you have an ATM Machine?

LENNY

Yeah, around here in the back.

SPOT

Preferably not chained to the wall?

Spot stops in front of the ATM.

SPOT (CONT'D)

Should be simple enough. Just make a hole, grab the money.

He peels a spot off his body(!) and places it onto the ATM, then pushes his hand through it to grab the cash inside.

SPOT (CONT'D)

Where are you money? C'mere--

Spot accidentally makes another hole over by the soda -- *dang it* -- then one behind his head -- *hold on* -- a big hole under the machine -- *uh oh* -- which the ATM falls halfway into and gets STUCK.

Through a window, Lenny sees the bottom half of the ATM pop up in the middle of the street.

PEDESTRIAN

Hey, who left this ATM on the sidewalk?!

As Spot tries to slam the rest of the ATM through the floor:

LENNY

Yo! What you doin' back there, man?

SPOT

Sorry, sir, I'll just be a moment--

Lenny comes at Spot with a BAT!

LENNY

Get yourself out of here!

Spot evades by portaling in and out of the different aisles like those Whac-A-Mole* games at arcades.

[*code name alert -Ed.]

SPOT

Sir, please just let me rob you!

LENNY

I'm going to rob your little spotted face.

A familiar gloved HAND enters frame to snag a BEEF PATTY from the deli case and place it in the microwave.

SPOT

Well see I'm a scientist -- or I was -- I am. You heard of Alchemax? Well, I used to work there... I was actually considered handsome by scientist standards... anyway I had a little accident --

The microwave BEEPS. **A web THWIPS** open the microwave.

Lenny swings the bat through a hole and into his own face.

SPOT (CONT'D)

Sorry! First of all I'm not even robbing you, I mean this ATM machine doesn't even belong to you, right? This belongs to the bank! They're the real criminals.

LENNY

You're the real criminal! You're robbing me!

SPOT

I can't really get a job anywhere anymore being like this so I've turned to a life of crime --

MILES MORALES drops into frame upside-down. A classic entrance for **SPIDER-MAN**.

MILES

Why do people say ATM Machine? The "M" stands for "Machine."

SPOT

Spider-Man! AAAH!!

Spot stumbles backwards into one of his own holes and gets portaled into the snack aisle.

MILES
 Hey Lenny, how much I owe you for
 this beef patty, man?

LENNY
 Spidey, if you catch him, it's on
 the house.

Spot hops to his feat, excited.

SPOT
 Spider-Man. Wow. This is real!

MILES
 So... are you like a cow or a
 dalmatian?

SPOT
 I am...
 (dramatic pause)
The Spot.

Miles LAUGHS.

SPOT (CONT'D)
 We meet again, Spider-Man.

A loaf of bread slides out of a hole in Spot's stomach. Miles
 laughs HARDER.

SPOT (CONT'D)
 Oh that's funny to you?

MILES
 Of course not. So is that a
 costume?

SPOT
 Unfortunately for both of us, this
 is skin.

MILES
 Oh dang.

SPOT
 I'm from your past. You see, *one
 year ago...*

VVVVP!

MILES
 Hold up--

Miles gets a TEXT from DAD: **"Where are you?!"**

MILES (CONT'D)

Uh oh. Well this has been fun, but
I really gotta wrap this up.

Miles tries to web Spot; Spot reflexively holes the webs
right back at Miles' face. Miles is trapped in a FACE-PALM.

Lenny asses this from behind the counter:

LENNY

Maybe just pay me now.

EXT. AVENUE OF PUERTO RICO - CONTINUOUS

As Miles runs out in pursuit of Spot...

MILES (V.O.)

Ok, let's do this one last time.

A TITLE SLAPS on the screen.

"MILES MORALES"

We are now in a HAND DRAWN notebook. Everything is
illustrated by an untrained, if talented, TEENAGER...

MILES (V.O.)

*My name is Miles Morales. I was
bitten by a radioactive spider. And
for the last year and four months
I've been Brooklyn's one and only
Spider-Man.*

Miles is drawn heroically on top of the Brooklyn Bridge.

MILES (V.O.)

And things are going...great.

BACK TO REALITY:

Miles falls out of a Spot-hole straight into a hot dog cart.

MILES

Come on, man. You could hurt
somebody!

Miles webs a flying CAB before it crashes into a newsstand.

MILES' NOTEBOOK:

MILES (V.O.)

Catching all sorts of bad guys...

Miles fights various villains with ease!

BUT NOT RIGHT NOW:

Miles punches Spot but his arm goes through Spot's face-hole and Miles cracks himself in the nose.

MILES

Can't you just act like a regular supervillain so I can catch you?

NOTEBOOK:

- Miles draws a new SUIT in time-lapse...

MILES (V.O.)

I designed my new suit, with some fly ambiance down the side.

The drawing of Miles approves.

- Aunt May chills in front of a SOLD sign, leaving Miles to carry a mountain of boxes into a MOVING VAN.

MILES (V.O.)

Aunt May moved to Florida.

- Miles at the Jeopardy podium.

MILES (V.O.)

I guest hosted Jeopardy.

- Ad for baby powder with Miles in his Spidey-suit. **"With Great Powder™ Comes Great Responsibility."**

MILES (V.O.)

Endorsed baby powder.

- A NEWS SEGMENT tells the public that baby powder is bad.

MILES (V.O.)

Apologized for endorsing baby powder...

MILES (ON T.V.)

I made a mistake.

- A MUSTACHE pokes through Miles' mask. Bystanders agog.

MILES (V.O.)

My mustache came in... and out.

- Miles is back on the news:

MILES (ON T.V.)
I made another mistake.

- Miles grapples with a GIANT ROBOT.

MILES (V.O.)
*I'm developing a new twist on my
venom thing.*

Miles' hands ABSORB electricity from the robot... which falls backwards into an ELECTRICAL PLANT... causing a BLACKOUT.

MILES
Sorry!

- Miles and his family watching TV together.

J. JONAH JAMESON (ON TV)
*New Spider-Man, you're a public
menace! I miss the old Spider-Man,
always loved that guy and I always
said it.*

MILES (V.O.)
*How much longer can I keep lying
about who I really am?*

RIO
I hear that new Spider-Man is
Puerto Rican.

MILES
(awkward laugh)
He seems more Dominican to me!

MILES (V.O.)
*I mean, would they get it if I told
them?*

Jeff and Rio HUG Miles...

JEFF / RIO
We love you and accept you even
though you have been lying to us
for a year!

... but that's just a fantasy, of course:

MILES (V.O.)
... maybe in some other universe.

- Miles rests atop a CLOCK TOWER, looking out at the city.

MILES (V.O.)
*Sometimes I just wish I wasn't the
 only one. But I don't dwell on it.*

- Miles sketches Gwen in his notebook. A lot. Multiple pages of Gwen drawings. Too many.

MILES (V.O.)
I miss my Uncle sometimes...

- Next to the Great Expectations mural, Miles spray paints a portrait of his spider friends from the first film.

AARON (FLASHBACK)
 Miles, I see exactly what you're
 doing here man.

MILES (V.O.)
*Even though he turned out to be the
 Prowler...*

- Flashes of Uncle Aaron / the Prowler from the first film. Including Aaron's last words to Miles before he dies:

MILES (V.O.)
I try to do what he told me...

"Just keep going."

VVVP! DAD: "Where are you?!?"

BACK TO REALITY:

Miles and Spot fight on top of a bus. Miles is distracted by his father's texts.

DAD: "We're waiting!"

SPOT
 You're looking at your texts? You
 understand this is the fight of our
 lives right?

DAD: "THIS IS IMPORKAGE."

MILES
 Sorry sorry, just a second, man.

DAD: "*IMPFORFKANT."

SPOT

No! Go ahead. Take the call. You turn off your phone in a movie theater, but you don't turn it off when you're fighting me?

DAD: "*IMPORTANT!"

Miles texts back --

COUNSELOR'S OFFICE

JEFF

"Inaminut." He wrote it all as one word. Cute, right? The youth.

Weber is... unmoved.

IN THE STREETS

Miles THROWS Spot onto the pavement.

SPOT

Oh my nose! Ah that really hurt!

MILES

Sorry, I just really gotta be somewhere --

SPOT

Sike.

Spot opens a hole under Miles, who falls through **MID-TEXT...**

IN THE COUNSELOR'S OFFICE

JEFF

There's bubbles now, hold on...

Miles and Spot tumble past the window behind Jeff. No one notices.

JEFF (CONT'D)

Still bubbles...

(puts phone away)

Y'know, I think it's probably okay.

OUTSIDE

Spot, Miles, and somehow A GOOSE land on top of a car about to go through an automated carwash.

SPOT

I think this is going great. We're finding our rhythm!

Another portal dumps them right into

FOAM PARTY - A HIPSTER COFFEE SHOP

Spot and Miles land hard, sending suds and water everywhere.

SPOT

I've been waiting for this moment for a really long time, so --

They try to fight but just slip and slide pathetically. The goose HONKS like an ace record-scratcher scratching.

SPOT (CONT'D)

Hey where did this goose come from?

Two kids wear different Spider-Man masks. The kid with a Miles mask takes it off.

KID WITH SPIDER-MAN MASK

I don't think I want this costume anymore.

MILES

(texting)

**Almost there, Mami, smiley face...
prayer hands.**

Miles sling-kicks Spot through a hole and onto a

EXT. ROOFTOP - DAY

Where Spot throws a flurry of hole-punches...

SPOT

I got you right where I--AOUGH!

... but Miles finally has the hang of this: he redirects Spot's FIST back through the hole where it connects with Spot's own temple-- **THWAK!**

MILES (V.O.)
*At the end of the day...
 I'm Spider-Man.*

Miles shows off his skills by turning Spot into a human (?)
 pretzel. Miles has grown into a fully fledged Spider-Man.

MILES (V.O.)
And no one can take that away from me.

He pats Spot on the head dismissively and swings away.

MILES
 Don't escape!

SPOT
 Unbelievable! Come back to the your
 nemesis!
 (then)
 Your costume's too tight in the
 back by the way.

INT./EXT. VISION ACADEMY - DAY

Miles swings through an open window and races through his

DORM ROOM

as he quick-changes into his school uniform.

MILES
 Yo, wassup, man?

His roommate **GANKE** plays video games in bed.

GANKE
 I'm writing an essay.

MILES
 There's a bad guy on the roof of
 the Peterson building. Can you call
 the police, tell em to pick him up?

GANKE
 I don't know... sounds like a
 slippery slope.

MILES
 Just this one time?

GANKE

It's starts with one call, then
it's walkie talkies, synchronized
watches, in a month it'll be a
spider signal. I'm not your "guy in
the chair."

MILES

Are those my Jordans?

Um. Maybe?

GANKE

I can't help it if we're the same
size!

Miles THWIPS his shoes right off Ganke's feet.

IN THE HALL

The coast is clear for Miles until

The BELL RINGS. Students flood the hallway.

Miles leaps to the ceiling and, *invisible*, crawls OVER them.

IN THE COUNSELOR'S OFFICE

WEBER

Every person is a universe. And my
job is to capture your person's
universe on this piece of paper.

Weber holds up the sheet.

JEFF

That's blank.

WEBER

Exactly. I have no idea who this
kid is. I don't know if HE knows...

ON MILES, wincing just outside the door. He GIRDS himself...

WEBER (CONT'D)

And he's gotta decide if he's going
to commit himself to his future...
Or whatever he's doing instead of
being here. Can't have your cake
and eat it too --

... and bursts in, ALL SMILES...

MILES
Unless you bake two cakes!

JEFF / RIO
Miles!

WEBER
(writing)
Interest in comedy...

MILES
How's this going? College! Woot-
woot!

JEFF
Now son, what do we always say?

JEFF (CONT'D)	RIO
On time means five minutes early --	On time means five minutes early --

MILES
-- five minutes early, I know, I
know. Look, I gotta get back to
being a great student so can we
make this quick?

Miles plops into a seat. Rio's LOOK straightens his posture.

WEBER
Okay, Miles' grades are pretty
good. A in AP Physics.

RIO
That's my little man!

WEBER
And AP Studio Art.

JEFF
(proud)
He takes after his uncle.

WEBER
A- in English.

RIO
She's a tough grader.

WEBER
And a B in Spanish --

RIO
WHAT?!

RIO (CONT'D) JEFF

Miles. *Mira. Esto es imposible. ¿Verdad?* Are you trying to kill your mother?! Ok, it's okay, it's okay.

MILES

Calmate Mami, eso no es my fault.

RIO

*¿Qué es esto que "no es my fault?"
¿Estás tomando una clase en Spanglish?*

MILES

Mom, I just missed a few classes --

JEFF

"Just a few classes." What's a few?

MILES

I mean, y'know, like... five?

JEFF AND RIO

FIVE?!

WEBER

Actually six.

RIO

You're dead.

JEFF

A truant.
(exasperated)
Takes after his uncle.

MILES

I just have a lot going on...

WEBER

Alright, we can still salvage this.

JEFF

I'm sorry, 'salvage'?

WEBER

Miles has a great story to tell.

MILES

Having a story at all seems gross.

WEBER

Your name is *Miles Morales*.
(too much accent)

MILES

Correct.

WEBER

You grew up in a *struggling* immigrant family.

RIO

I'm from Puerto Rico. Puerto Rico is part of America.

JEFF

We own a floor in Brooklyn. Struggling? I don't know about struggling.

WEBER

It doesn't matter -- you're all struggling.

JEFF

-- I make captain next week --

WEBER

And now his dream is to attend the top physics program in the nation --

RIO

Whatever it takes, we'll do it.

WEBER

-- at Princeton University.

RIO

In New Jersey?! No. That's too far.

MILES

New Jersey's too far from New York?

RIO

There's great schools in Brooklyn.

MILES

Princeton has the best quantum researchers in the country.

JEFF

(trying to hang)
Quantum radiation, mmm hmm.

MILES

They're moving electrons across dimensional thresholds.

JEFF
Electrons, uh-huh.

MILES
They're studying dark matter!

JEFF
Yeah, I don't know what any of that means.

MILES
I could help figure out how to travel to other dimensions.

JEFF
Oh yeah that sounds like a really good fake job.

MILES
Dad. When you were my age you followed *your dream* and went out on *your own* to start a business with Uncle Aaron, right?

JEFF
That's different -- we used to-- see, when you were born -- plus your mom used to--

Rio glares at Jeff. Not gonna finish *that* sentence.

JEFF (CONT'D)
Look, life is a journey.

MILES
You all got me into this school because you thought I could do something special and now I think so too. And the special thing I want to do is *this*. There are people out there who can teach me the things I want to learn... but they aren't all in Brooklyn.

Rio and Jeff trade looks. This is a lot to swallow.

Weber SLAMS her hand on the desk.

WEBER
That's your story!
(then)
Now, just *stick to the script*...

This all appears to give Miles a migraine. But we know it's actually ...

HIS SPIDER-SENSE.

Miles squints out the window. Spot is free.

MILES (V.O.)
Are you kidding me?

Miles jerks out of his seat...

MILES
Ooh. I gotta go.

RIO
!Ay Dios mío!

MILES
You guys just keep talking. This is all great stuff.

RIO
Miles, wait -- did you order the cake for tonight?

MILES
Totally, y'know, call me! Uh, I gotta go, alright? Bye!

... and then he's GONE. Rio, chafed:

RIO
This kid. I swear, what are we going to do with him?

Before Jeff can respond, his radio crackles to life:

DISPATCHER (OVER RADIO)
All units. Supervillain event in progress, Brooklyn precinct south of 42 and --

JEFF
I gotta go too.

RIO
What, you're gonna leave too? Why am I still here?

JEFF
I know. I'm so sorry. But we'll figure it out.

JEFF (CONT'D)

(selling it)
Together.

And then he's gone too, the door slamming behind him.

RIO

Wow.
(to Weber)
I'm so sorry.

WEBER

He's lying to you.

RIO

Jeff?

WEBER

Your son. He's lying. And I think
you know it.

Off Rio's look --

INT. MILES' DORM ROOM - DAY

We find Miles changing BACK into his Spider-Man costume --
exactly the way he came in.

MILES

How's your essay?

Ganke is still on the bed playing video games.

GANKE

Marinating. This is part of my
process.

MILES

Oh really?

Visible out the window: Spot portals around with the ATM.

GANKE

I think your guy got away.

MILES

Thanks, I'm on it.

GANKE

Yea you seem really stressed.

MILES

I agree!

GANKE
You're stretched too thin, I've
been telling you.

MILES
Yeah, alright. Thanks for the tip.

Miles swings out of his dorm room and is immediately T-BONED
by Spot.

WITH RIO

Walking through Visions' elevated walkway, oblivious that out
the window Spider-Man and Spot are tussling in mid-air.

RIO
(into the phone)
That was bad.

JEFF (O.S.)
I know.

WITH JEFF

as he RUNS out of the school --

RIO (O.S.)
What is going on with this kid?

JEFF
I don't know!!

The ATM CRASHES through the roof of Jeff's police car. Miles
and Spot APPEAR inside:

JEFF (CONT'D)
Spider-Man!

MILES
Officer Morales! I mean --
(deep accented voice)
Officer Morales.

SPOT
This is not what it looks like.
He's assaulting *me*.

Miles and Spot portal away, knocking over a SCULPTURE and
generally wrecking Visions. As Jeff gives chase:

JEFF
Hey! My kid goes here, man!

Jeff is nearly run over by a giant bouncing bronze MOLECULE:

JEFF (CONT'D)

I'm on the PTA! You know how many
lemon bars I gotta bake for that?

SPOT

He left in the middle of a fight!

MILES

I did not! It was at the end.

JEFF

Are you serious?!

SPOT

It was inconsiderate and super
rude. And a little cocky.

As Miles and Spot engage in a weird slap fight:

JEFF

You got me agreeing with the bad
guy right now.

MILES

Bad guy? He's barely a *villain of*
the week!

SPOT

What did you call me? You realize
I'm right here.

MILES

Everything is --

Miles and Jeff are sucked through a spot hole and

INTO A WATER TOWER

MILES

(underwater)
-- under control!

Another hole FLUSHES them out into...

EXT. COLLIDER SITE - DAY

... the upper edge of a familiar construction site: **ALCHEMAX**.
The site of the COLLIDER from the first film -- aka the
source of this inter-dimensional mess. As Spot clocks a SIGN:

SPOT
 (chuckles)
 Of course we'd end up back here...

Miles and Jeff, in the meantime, try to catch their breath from that wild ride --

JEFF
 (to Miles)
 Unbelievable. You know what? You are *just* like my son.

MILES
 I am?! Haha that's so silly! Wha--?
 Imagine that.

Miles looks up. Spot is running STRAIGHT FOR THEM.

SPOT
 ... back where it all **STARTED!**

Miles shoves Jeff to safety *just* as Spot tackles Miles into a SPOT HOLE that launches them deep into the construction pit.

SPOT (CONT'D)
 The crucible of our connection!

MILES
 Don't try to wow me with big words.
 I do the crossword every day.

Jeff, left behind, readies himself to jump into the scary SPOT HOLE...

... then opts for the stairs instead.

IN THE PIT: Spot and Miles tumble past the wreckage of the collider...

SPOT
 Is it all coming back to you?

MILES
 What are you talking about?

SPOT
 The creation event!

ON JEFF, climbing down a ladder, getting a phone call --

JEFF (INTO PHONE)
 Yeah?

RIO (OVER PHONE)
 Ok, we got cut off. This is our son
 we're talking about. Nothing is
 more important than family.

WHAM! Miles and Spot come portaling right through the ladder,
 sending Jeff falling to certain death. Miles, acting quickly,
 THWIPS Jeff to safety on some nearby scaffolding...

JEFF (INTO PHONE)
 I'm kinda in the middle of
 something.

... while Spot and Miles land at the foot of the collider
 site.

SPOT
 Destiny brought us here! You see it
 now, don't you?

MILES
 I really don't?

SPOT
I am your nemesis!

Spot throws portals at Miles; Miles dodges with ease...

MILES
 Dude, you are not.

SPOT
 You really don't remember what you
 did to me... what I did for you?

MILES
 Uh... no.

SPOT
 I worked at Alchemax. I ran a test
 on this collider that brought a
 spider here from another dimension.

FLASHBACK into Spot's memories --

- The collider opens a portal to another dimension. **A SPIDER
 in a terrarium** is sucked up into a portal and lands in a
 chamber in the collider's BEAM.

- DR. JOHNATHON OHNN labels this spider **42** as Liv (Doc Ock)
 watches over his shoulder:

LIV

42.

DR. OHNN
 (nodding)
 Its home dimension.

- Spider 42 escapes the lab and ends up biting Miles in the subway station.

SPOT (V.O.)
... it escaped and bit you. My spider made you Spider-Man.

ON MILES taking this in.

MILES
 What?

SPOT
 You ran through the cafeteria.

FLASHBACK:

- Miles and **Peter B Parker** run through the Alchemax cafeteria. Remember, from the last movie?

SCIENTIST (FLASHBACK)
He took a bagel!

- Miles nails Ohnn in the head with a bagel.

SPOT (V.O.)
You hit me with a bagel!

BACK TO REALITY:

MILES
 I've hit a lot of different villains with a lot of different food.

Jeff, finally catching up to the other two, slides down to the bottom of the site and joins Miles...

... just as Spot's rage BOILS OVER... LITERALLY: DARK MATTER SEEPS OUT OF HIS BODY, A FREAKY DISPLAY:

SPOT
 You make your flippy, little sassy jokes and everyone loves them. But no one knows what it feels like to be on the other side.

MILES
 I'm just trying to lighten the mood.

SPOT

I created you. You created me.

JEFF

Spider-Man, why'd you create that
guy?

MILES

I didn't! He's talking crazy.

SPOT

I was in this collider room when
you blew it up!

FLASHBACK :

- Miles BLASTS Kingpin into the collider, EXPLODING it.
- Ohnn, carrying a DARK MATTER canister, gets BOMBARDED by the collider's energy.
- Ohnn, now a steaming, quantum mess, watches in horror as the first spots form on his body --
- Ohnn, his horrific transformation into Spot complete, looks up at Miles after the collider blast:

SPOT (V.O.)

*Because of you, I lost my job, my
life, my face! My family won't even
look at me!*

- Parents, scientists, passersby point and laugh at Spot.

BACK TO REALITY:

SPOT

I made you into a hero! You made me
into *THIS*. Look at me. **You did this
to me!**

Spot runs at Miles. He's crackling with energy, a much more imposing figure than he was only moments ago. Will he finally land a blow?

SPOT (CONT'D)

Look at me! I'll make you respect m-

NOPE: Spot literally KICKS HIS OWN ASS into a portal.

SPOT (CONT'D)

I am your nemes--!!

The portal closes up. He's GONE.

JEFF
Where'd he go?

MILES
He... kicked his own butt.

JEFF
Y'know we're supposed to CATCH the
bad guys, right?

MILES
I always do...

Jeff walks away.

EXT. COLLIDER SITE - CONTINUOUS

Miles follows Jeff out of the construction pit.

MILES
... usually.

Overhead, a police car dangles from a sky-bound portal.

JEFF
(into walkie)
Gutierrez, get the crane, man!

Jeff walks off, upset. Miles doesn't know what to say.

JEFF (CONT'D)
This here is why nobody likes us
man...

MILES
(still in his weird low
'Brooklyn' accent:)
Us?

JEFF
I am trying to do right out here.

MILES
I mean, I'm trying too.

JEFF
And you need to be a better role
model.

MILES
I'm a great role model.

The police car finally drops from the portal and into the ground, sending a port-a-potty flying.

JEFF
(into walkie, staring at
Miles)
Gutierrez. Cancel the crane.

Jeff punts a traffic cone in frustration.

MILES
Do you... want to talk about it?

JEFF
Are you crazy?!

MILES
Well, men of your generation ignore
their mental health too long.

JEFF
What am I even doing? 'Cause no
matter what I do someone always
thinks I'm blowing it.

Miles gingerly approaches. They both stare out at the overlook of the construction site as if it were an ocean.

MILES
I know the feeling.
(then)
So, your son... how's he doing? You
think he's gonna figure it all out?

JEFF
Honestly?

MILES
Yeah... ?

JEFF
He's a good kid.

MILES
Yeah?!

JEFF
It's scary. He says these things
that are so smart...

MILES
Cool. Well, I should probably --

JEFF

And then he does things that are so stupid.

Damn.

JEFF (CONT'D)

I just don't want him to mess it up.

MILES

(muttering)

Maybe get off the kid's ass --

JEFF

I'm sorry what?

MILES

What? I don't know?

JEFF

And I hate that he's not being honest with me.

MILES

Maybe he's scared to talk to you.

JEFF

WHY WOULD ANYONE BE SCARED TO TALK TO ME?!!

MILES

Uh -- I dunno.

JEFF

It's just -- you think you're getting good at being a parent, you think you got it licked, and then they go and grow up.

They look out across the site, tarps shimmering like waves.

JEFF (CONT'D)

I just don't want to lose him. You know?

MILES

Well, as an objective observer with no skin in the game, I say, you got to let him spread his wings, man.

Miles stretches out his arms awkwardly.

JEFF
Yeah... I dunno.

Miles 'casually' leans on the railing. Trying to save this.

MILES
If this isn't nice, what is?
(Jeff stares at him)
I should go.

JEFF
Yeah, and catch that holes guy.

MILES
Don't worry, I don't think that guy
is gonna show his face again.

SMASH TO:

SPOT'S FACE

Such as it is. He finds himself floating in

LIMINAL SPACE

SPOT
What? Okay...

An infinite BLANK PAGE. HOLES swirling everywhere.

SPOT (CONT'D)
I think I kicked myself... into
myself?

These holes are different than the ones we've seen. As if an
entire galaxy were roiling within each one.

SPOT (CONT'D)
Well this is new. Hellooooo. Hello!
Echo, echoooooo -- no echo.

He floats toward a hole. Drawn to it.

SPOT (CONT'D)
Hypothesis: I'm going to put my
head in that hole.

He does...

EXT. MANHATTAN - EARTH-1161 - DAY

A street scene right out of a 1963 Steve Ditko Spider-Man comic. Ben-Day dots. 60's outfits. A kind of winking naiveté.

A POLKA DOTTED WOMAN sees Spot's head emerge from a hole --

SPOT

Hello!

-- and whacks him in the dome with her PURSE.

SPOT (CONT'D)

Ow! Please! Ah! Ow! Stop it!

Spot retreats back to

LIMINAL SPACE

SPOT

That was -- cool...

(realizing)

My holes can take me anywhere...

EXT. LEGO MANHATTAN - EARTH 13122 - DAY

Spot's big head emerges from a LEGO Daily Bugle building. A taxicab crashes. Minifigs SCREAM. Spot CHUCKLES. *So cute.*

INT. BODEGA - CHINATOWN, SAN FRANCISCO - EARTH-688 - NIGHT

A LIVE-ACTION bodega with a familiar face behind the counter. If you saw VENOM you know her as the unflappable **MRS. CHEN**...

SPOT

Excuse me! Hi. Sorry to bug you, I know you're busy.

MRS. CHEN

What do you want?

SPOT

I know it's weird I just came out of nowhere, but I think I'm becoming a transdimensional superbeing.

MRS. CHEN

So?

SPOT

So? I'm literally splitting the fabric of space and time. For you it's just a Tuesday night. You're acting like weird stuff like this happens to you all the time.

You have no idea, pal.

SPOT (CONT'D)

Can I have some gum?

Before she can answer Spot is suddenly sucked back through the liminal zone and spit out onto the floor of the

EXT. COLLIDER SITE - DAY (EARTH-1610)

Right where he fought Miles. A construction crew is cleaning up the mess they both made.

SPOT

The power of the multiverse in the palm of my hand... my holes aren't a curse, they're the answer!

CONSTRUCTION GUY

Can you stop talking about your holes? You're making everyone uncomfortable over here.

SPOT

No, you're gonna love this! Look --

He GRUNTS and he tries to summon a portal. No luck. He realizes the adventure has left him without any more holes...

SPOT (CONT'D)

I'm out of spots, wouldn't you know it. As you were, gentlemen...

(then)

I'm coming for you, Spider-Man!

EXT. LEGO MANHATTAN - SAME TIME

BRIAN DE PALMA ZOOM IN ON:

LEGO PETER PARKER, in the Daily Bugle's WINDOW, looking down at all the damage Spot's incursion has let behind:

LEGO PETER

Oh no.

Peter hurries past a hopping mad **LEGO J. JONAH JAMESON...**

J. JONAH

Tomorrow morning, Spider-Man, page
one, a decent picture this time --

LEGO PETER

Uh huh. You're absolutely right
boss --

J JONAH

Shut up.

LEGO PETER (CONT'D)

I'm sorry.

Get out of here!

Uh huh. You got it!

Alright, run a picture of
rancid chicken --

I'm on it!

... into a BATHROOM...

LEGO PETER (CONT'D)

God, I need a raise --

... where he changes into LEGO SPIDER-MAN!

LEGO PETER (CONT'D)

Beep boop beep!

Which activates a futuristic WATCH?

LEGO PETER (CONT'D)

Miguel, it's Peter. We got an
anomaly.

A hologram of Miguel pops up.

MIGUEL (HOLOGRAM)

Thank you Peter. You're one of our
best.

(off mic)

Jess, who's on this?

EXT. BROOKLYN / ROOFTOP PARTY - NIGHT

A BBQ party is in full swing. Dozens crowd the roof -- Rio's
EXTENDED FAMILY, Jeff's COP BUDDIES, the whole neighborhood.
A banner reads **CONGRATS CAPTAIN MORALES**.

Rio weaves through the crowd, craning her neck.

RIO

Have you seen Miles?

PARTY GUEST

No.

RIO

¿Has visto a Miles?

D.J. BENNY BIÉN

Nope.

MARIA

¡Hermanita!

Rio's sister MARIA forces a microphone into Rio's hands.

RIO

Uh... what are you doing?

MARIA

El speech para Jeff. ¡Speech!

RIO

What? No, no, no no. I'm terrible at speeches --

Maria clangs her wine glass with a spoon.

MARIA

Okay, everybody. ¡Todos! Hola todos!

JEFF

Oh dear god no.

Too late. All eyes on Rio.

RIO

(into mic)

Um. Hi.

INT. MEXICAN PASTRY SHOP - SAME TIME

Miles, dressed as Spider-Man, dictates to **LUPE...**

MILES

"... and I want you to know, no matter what, even though we've had our ups and downs, I am so proud of you today, and every day, parentheses, mostly, L.O.L -- P.S.--

LUPE

Um, Mr. Spider-Man? It won't fit on one cake.

Indeed: her cake runneth over with tiny frosted words...

MILES
Can't you write smaller?

LUPE
(all Brooklyn)
Can't your write shorter?

EXT. ROOFTOP PARTY - SAME TIME

Rio stalls.

RIO
Um, what else can I say about Jeff?
That he was almost ten pounds as a
baby. I know, you're embarrassed!
I mean he almost killed his mother.
Look at those shoulders...

JEFF
Oh no. Okay that's it.

RIO
... he was a BIG baby...

Jeff peels the mic out of her hands.

JEFF
Ha ha. That's enough. That's it
with the mic. No more mics for you.
(back to the crowd)
Thank you, Rio, for that...

RIO
(sotto)
Where is that kid?

EXT. MEXICAN PASTRY SHOP - SAME TIME

Miles backs out of the shop balancing TWO CAKES.

JEFF (V.O.)
*... you know, I didn't always know
what I wanted to do in life. I was
pulled in a lot of different
directions when I was young.*

He tries to thwip home but his hands are full. Gotta take the

INT. SUBWAY CAR - LATER

Miles (as Spider-Man) rides the subway with both cakes. :/

JEFF (V.O.)

*Me and my brother came up in this
neighborhood, just couple
knuckleheads running the streets.*

OH COME ON -- there's a supervillain blocking the damn track.

ARMADILLO

It is I, **The Armadill--**

Miles ZAPS The Armadillo and kicks him back to Queens.

BACK ON THE ROOF

Jeff charms. Self-effacing, warm, at home.

JEFF

*You used to chase us out of your
stores, and now if you can believe
it it's my job to look out for you.*

ON MILES

Now getting into a TAXI.

SPIDER-SENSE - *FFS* - as a thief runs out of a nearby shop with a pile of sneaker boxes.

JEFF (V.O.)

*And then I had a kid... and
everything changed for the better.
I don't even know about getting a
toast 'cause I should be toasting
you all.*

Miles leaves the cakes on the cab, webs up the robber, and is in the middle of writing the note when --

MILES

"Courtesy of your --" Oh no. Wait!

-- the cab drives off with the dang cakes. **NO NO NO NO NO !**

EXT. BROOKLYN / ROOFTOP PARTY - SAME TIME

JEFF

So to my brother, who we miss every single day, he -- is definitely up there laughing at me right now.

He raises a toast to a large MURAL of his brother Aaron.

JEFF (CONT'D)

They're making me captain, bro!

(then)

To my wife -- *mi amor*. I can't even start because I'll never stop.

You'll have to take the mic from me.

(laughs, then)

And to my son...

He looks for Miles. He's... not here.

JEFF (CONT'D)

The reason that I do any of this in the first place... I love you, Miles. And I will always, always be here for you.

(then, covering)

Benny man c'mon drop the beat!

As Benny drops a needle to save the vibes...

RIO

I'm gonna kill that kid.

ON MILES

Spider-manning up a **STAIRWELL**, changing clothes, juggling cakes, barely getting his mask off before he bursts out into

THE PARTY

Where he slithers through the packed rooftop, evading Rio and Jeff and all the cousins whose names he can't remember...

DISTANT FAMILY MEMBERS

Hey Miles! / *¡Miles-cito ya luces cómo un hombre!* / Hey you keeping your head up at that school?

MILES

Heyyy / *Hola...primo.* / You know...

SOME COUSIN
Your parents are looking for you.

MILES
I don't know why, I've just been
here the whole time.

RIO
Oye!

Rio and Jeff are right behind him... *how'd they get there?*

MILES
Ah!! Hi.

RIO
You were supposed to be here at
five.

MILES
I know but --

RIO
You disrespected your dad! Missed
his beautiful toast!

MILES
Did you even see the cakes? There's
some heartfelt messages on them.

He opens the boxes to reveal two mushed up cakes. The only
intelligible words remaining say "**I'm not**" and "**proud.**"

MILES (CONT'D)
That's... not what I meant.

RIO
Your dad studied for eight months --

JEFF
Nine. It was like giving birth!

RIO
No it wasn't.

JEFF
-- of course not --

RIO
You made us sit in that office and
talk to that lady without you.

MILES
There was an emergency.

JEFF

What, a graffiti emergency? A partying with some friends I've never met emergency?

RIO

Explain yourself.

MILES

Sounds like you're explaining it pretty well.

RIO

That's funny. Jeff, we got a funny son.

JEFF

I'm not laughing.

Maria comes up, wraps the whole family in a group hug.

MARIA

¡Hola! ¡Mira que familia tan hermosa!

RIO

(fake smiling)
Hey, chica, ¿Cómo tú estás?

MARIA

Oh, pero mira que grande está!

Maria pinches Miles' cheeks like a baby.

MILES

(mouth squeezed)
I don't feel grown up...

Maria sees a bit of spider-suit peeking out from his sleeve --

MARIA

Wow! This is a cool shirt! *¿Qué es eso, un wetsuit?*

Miles peels away from Maria, makes his getaway --

MILES

Hey've you checked out the spread?

-- *right* back into his mom and dad. *Did they teleport?*

RIO

Who are you running around with anyway?

JEFF

Is it Ganke? I never liked him.

MILES

Yes you did!

JEFF

He calls me by my first name.

RIO

We hate that.

MILES

I have more friends than just Ganke.

JEFF

Like who?

MILES

Um... well, there's Peter. But he left town. There's... Gw--anda, y'know, she... also left town.

RIO

Miles, *por-- dame un break.*

MILES

Is that Spanglish?

Well *that* certainly wasn't worth it.

MILES (CONT'D)

Has it ever occurred to you that maybe I'm just doing benign private unremarkable things when I'm not with you guys?

JEFF

Nope.

RIO

Never.

MILES

I am 15 years old! I am basically an adult!

RIO

Oh right, right!

JEFF

You don't even have a driver's license!

MILES

Neither does mom!

JEFF

'Cause we live in New York and never plan to leave.

MILES

It's my life!

RIO

It's not your life. It's mine, and your father's, and your abuelos' y abuelas' who put you in this spot that I'd give anything to be in.

MILES

Alright. Whatever.

Too far. Way too far.

RIO

What... EVER?!

JEFF

Wowwwwww.

RIO

WHATEVER?!

JEFF

Do I get to say it? Please tell me that I can say it.

RIO

Say it.

JEFF

You're grounded!

MILES

What?! For how long?!

JEFF

A month.

MILES

Dad. Mom. Are you--? Seriously?!

JEFF

Dead serious.

MILES

You don't understand!

JEFF

You're right! I have no idea what's going on with you! So why don't you tell me?!

Benny turns up the music to cover the raised voices, which in turn have to yell even louder over the music:

MILES

JUST LISTEN TO ME!

JEFF

Okay, champ. You got it. Say whatever you wanna to say. WHAT DO YOU GOT TO TELL ME SO BAD?!

... just as the song ends. The rooftop is dead silent.

Miles considers coming clean, telling his parents the truth... but they don't seem in any mood to hear it. So finally, defeated...

MILES

You know what... never mind.

... he walks off. Jeff, in response:

JEFF

Alright, walk away, because now you got TWO months!!!
(to Rio)
That was good... right?

Off her look we throw to

INT. MILES' CHILDHOOD BEDROOM - MOMENTS LATER

Miles slams the door and SINKS to his ankles.

MILES

Two months. Pff. I'm Spider-Man.
I'm not grounded.

He flops onto his bed. His NOTEBOOK falls open on the floor.

A drawing of GWEN. Miles picks it up, almost smiles...

... but she's not even here. *He's alone*. And so he throws on his HEADPHONES, tries to get lost in a SONG. He CLOSES HIS EYES...

... which is why he does not see the contents of his room beginning to float and spin around him.

Is this a music video? Or is it the INTERDIMENSIONAL PORTAL materializing right in front of him?

Miles...you gotta minute?

An echo, more of a dream than a voice. Still, Miles opens his eyes --

GWEN. Right there in the middle of his ceiling.

Miles can barely process this before she DROPS onto his bed --

MILES (CONT'D)
How did you get --

-- and shrink-wraps him in a HUG.

MILES (CONT'D)
How... have you been?

GWEN
Uh, I've been... Good! Yeah, uh, just great -- Look at you! You grew, huh?! Had a little growth spurt?

MILES
Yeah. Your hair has gotten... pinker.

GWEN
Is this the room you grew up in?

Miles desperately hides toys, stuffed animals, pencil toppers--

MILES
It is, but my dorm room is very adult.

Gwen finds a BOXED ANIME ACTION FIGURE on his shelf.

GWEN
Cool, yeah, I used to play with these when I was younger too --

MILES
That's a collectable...

GWEN
Oh, I used to have this one!

MILES
Actually an *extremely* rare, highly sought after--

GWEN
Wait, why is it still in the
package?!

Gwen **RIIIPPPS!** open the packaging.

Miles MUFFLES a SCREAM.

MILES
That's fine.

No it's not, but no time to mope because *OH NO:*

GWEN
Are these your drawings?!

MILES
What? No --

YUP. She's got the SKETCHBOOK.

GWEN
Wow, they're good!

They're... all sketches of GWEN.

GWEN (CONT'D)
Wow... there's... so... many.

She tosses the journal at him with a smile.

GWEN (CONT'D)
Missed you too.

MILES
So what are you doing here? I mean,
I thought I'd never see you again --

GWEN
Wanna get out of here?

Oh how he would. But --

MILES
I'm... grounded.

GWEN
Bummer.

She backflips out his open window.

Miles rushes over to find her effortlessly standing
horizontally on the building.

GWEN (CONT'D)
Is *Spider-Man* grounded?

She's got his number. He can't help but smile.

MOMENTS LATER

A RAP on **MILES' DOOR**.

RIO (O.S.)
Miles? Your dad's ready to listen
now...

Rio and Jeff open the door to find the room EMPTY. Just an open window and... A GIRL'S SWEATER?!

JEFF
THAT'S THREE MONTHS!

EXT. BROOKLYN - GOLDEN HOUR

Miles barely keeps up with Gwen, SWINGING freely.

MILES
Wait, hold on. There's an elite
society with all the best spider-
people in it??

GWEN
Okay, so there's this lady, Jess
Drew, she rides a motorcycle --

MILES
Motorcycle?

GWEN
Oh my gosh I'm learning so much
from her.

MILES
Yeah I've learned a lot of stuff
too. Levelled up my whole thing.

GWEN
Oh yeah? Let's see it then.
(a challenge)
Thread the needle!

Gwen dives between two trucks. Miles follows, narrowly avoiding a THIRD TRUCK -- GAHHH!!!

MILES

Easy!

GWEN

And *Miguel*, the whole thing was his idea.

MILES

Right. And... who's Miguel?

GWEN

He's like a ninja/vampire Spider-Man, but a good guy?

MILES

A vampire good guy? I'd pay good money to see that.

Gwen DINGS a water tower. Miles DONGS it. They're playing a super-powered game of H.O.R.S.E.

MILES (CONT'D)

So how long ago did they invite you?

GWEN

Uh only, like, a few months ago.

MILES

Months is kind of a long time...

GWEN

Okay, this one counts for two.

She swings between two buildings and flips around an antenna. This time Miles mimics the combo flawlessly.

GWEN (CONT'D)

Look at you.

MILES

Look at me.

They grab hotdogs from a street vendor, webbing cash to him as they swing by.

MILES (CONT'D)

Keep the change!

(back to Gwen)

So this club --

GWEN

Look at that dumb-dumb --

-- a purse thief down below:

GWEN (CONT'D)
Guy in the stripes, ten points.

As they easily foil the crime...

MILES
-- what kinda stuff do you do?

GWEN
We're trying to keep the multiverse
from collapsing.

MILES
I thought we did that already.

... and web the thief to a lamppost...

GWEN
Last week we had this mission to
some Shakespeare dimension -- and
Hobie and I just like --

MILES
Wait, who's *Hobie*?

GWEN
Oh my gosh you'd love him! He lets
me crash in his dimension
sometimes.

WHAT?!

MILES
What does that mean? You stay
overnight? Or...

But she flies off. So light and happy it seems *evasive...*
like she's using her new friends to avoid her old life?

GWEN
Anyway, listen, they're pretty
strict about where I go or I really
would have come to see you sooner.

MILES
Right. So, uh, why'd you come now?

They're standing casually on the side of a moving subway. A
kid inside the train won't stop licking the window.

MILES (CONT'D)
 (to kid)
 Don't -- don't do that.
 (turns back to Gwen)
 Hey, Uh... Gwen?

But she's already gone.

MILES (CONT'D)
 Where'd you go?

WE FIND GWEN a block or two away, beneath the tracks, deploying a futuristic BUG with her WATCH. It crawls up and sticks itself to a pillar, ready for work.

Gwen leaves it, catches up with Miles:

MILES (CONT'D)
 Hey, there you are. Whatcha doing?

GWEN
 (playful)
 Waiting for you.

But as she leads him away, we linger on that BUG -- it's a SPIDER-CAM focusing its gaze on a MAN below; he's dragging a TON of supplies into a crummy apartment...

We know this man. IT'S **SPOT**.

EXT. CLOCK TOWER - EARLY EVENING

Gwen and Miles walk along the top of a clock tower -- the tallest building in Brooklyn -- as if they were on the beach.

GWEN
 This is a cool thinking spot.

MILES
 Right? I mean who needs a treadmill when you have the Williamsburg Bank Building?

GWEN
 That's so interesting -- in my universe it's called the Williamsburg Bank *Center*.
 (then)
 Interesting was the wrong word.

MILES
 So, uh, you and your dad -- you still haven't talked?

GWEN

What exactly would we talk about?
"Hey Dad, how have the last few
months been? You still think I
murdered my best friend?"

Gwen checks her watch- she's monitoring the SPY CAM FOOTAGE
of Spot fussing around in his apartment...

MILES

I mean, I don't know... my parents,
maybe if I told them --

GWEN

Don't. Trust me on that.

We follow as she strolls around and perches on the underside
of a ledge. We're as UPSIDE DOWN as she feels.

Miles approaches...

MILES

Well... maybe some things are
supposed to be just for us.

GWEN

Mm. That's a nice way to think
about it.

MILES

I'm just a really emotionally
intelligent guy. Beyond my years.

Gwen laughs softly. He's got *her* number, too.

GWEN

It really is always so great to
talk to you.

MILES

Yeah?

He moves closer.

GWEN

Yeah. I mean, how many people can
you talk to about this stuff?

MILES

You don't even know.

They both feel it. Something between attraction and *kinship*.

Gwen wants to say something but isn't sure she should.

MILES (CONT'D)

What?

GWEN

You're the only friend I've ever really made after Peter died.

MILES

(playfully)

Other than Hobie, right?

GWEN

That's different.

MILES

Yeah? How's that?

GWEN

I don't know... you and me, it's...

MILES

We're the same.

He nailed it. It's more than attraction.

MILES (CONT'D)

In the important ways, y'know?

There's an inevitability to them. They can feel it.

GWEN

In every other universe, Gwen Stacy falls for Spider-Man.

Miles' hand inches closer.

She sees it. She sees all of it.

GWEN (CONT'D)

And in every other universe, it doesn't end well...

His hand stops.

MILES

Well... there's a first time for everything, right?

She brightens.

Around him, it all seems possible.

She leans against his shoulder.

So much warmth between them.

They linger here. New York winking at them from above.

Who would ever want this to end?

EXT. WATER TOWER - MILES' ROOF - NIGHT

Miles and Gwen hang out under a water tower away from the party. In civilian clothes now, they snuck up here to eat their feelings.

GWEN

Mmmm. Wow. Feelings make me hungry.

MILES

Oh yeah. These plátanos are just deep-fried feelings.

DOWN AT THE PARTY

Jeff and Rio watch their son talk to this strange girl with an *alternative* haircut:

RIO

She looks old enough to vote. I bet she doesn't even speak Spanish.

JEFF

(mediocre pronunciation)
¡Que barbaridad!

Rio winces. He's trying, at least.

BACK ON GWEN AND MILES

Miles examines Gwen's watch with envy.

MILES

This thing keeps you from glitching in other dimensions?

GWEN

Yeah, it's pretty cool.

MILES

What's it gonna take for Miguel O'Hara to notice Miles Morales?

GWEN

I'll put in a good word.

MILES

I'm just saying, if I had a watch I could come with you. I did save the multi-verse!

GWEN

Miles, look, it's a really small elite strike force.

MILES

I can turn invisible...

GWEN

There's just--

MILES

I have like, electric powers--

GWEN

There aren't a lot of slots.

You know that sucky feeling when you're not invited to that really cool thing?

MILES

Ah, right.

GWEN

Look, if it was up to me--

MILES

I know, I know.

Miles idly pushes a button on the watch; it starts to HUM --

GWEN

No! Don't do that! Miles!

She webs the watch right out of his hands. Harsh.

GWEN (CONT'D)

It's just, uh, really delicate.

MILES

Alright, jeez.

GWEN

Sorry, I didn't mean to snap.

MILES

Okay. I'm sorry. It's --

CLONK CLONK CLONK CLONK CLONK up the water tower comes

RIO
Hello! Hi.

Oh god.

MILES
Oh boy.

RIO
I'm Miles' mom.

GWEN
Rio! I've heard so much about you!

RIO
You're using my first name, okay.

She hands Gwen back The Sweater.

RIO (CONT'D)
This is nice. We found it in
Miles's room. So, I guess you must
have been there.

Jeff struggles up over the little ladder.

GWEN
And you must be Jeff.

JEFF
She called me Jeff. You must mean
Lieutenant Morales. Soon to be
Captain Morales.

GWEN
Ay, Captain...

She mocks a salute. Doesn't go over well.

MILES
Gwanda and I are friends from
school.

GWEN
Yeah we were just catching up.

Gwen throws her hand on Miles' back.

RIO
Aw... don't take him from me!

MILES
Mom!

Gwen takes her hand *off* Miles' back.

RIO
I'm just kidding. He's grounded so
you can't. Don't break his heart.

BEEP BEEP BEEP! -- Gwen covers the LOUD ALARM on her watch.

GWEN
Shoot! I have to go.

MILES
Really?

GWEN
(re: watch)
I, uh, forgot to get my steps in.
Really wish I could stay longer.
I'm sorry. Goodbye!

Gwen holds out her hand for a brutally formal handshake.

MILES
Yeah, bye.

She disappears down a fire escape, leaving Miles behind.

Again.

Rio shoots Jeff a look -- *give me a minute with him.* Jeff
takes the hint, excuses himself as Miles, forlorn, gazes out
at the city...

MILES (CONT'D)
I can hear you being quiet, Mom.

Busted. She's lingered here to console her son.

RIO
I hope I didn't "ice your game,"
man...

Jesus.

MILES
No one my age says those words in
that order, mom.

RIO
It's just hard to see my little man
not be my little boy all the time.
(then)

RIO (CONT'D)

Papa, you know you can tell me anything. *No hay mentiras entre nosotros.*

MILES

Well...

He tugs at the cuff of his spider-suit. Should he tell her?

MILES (CONT'D)

I'm...

(never mind)

I'm sorry I was late.

Rio knows there's so much he isn't saying. She closes her eyes, takes a deep breath, then --

RIO

Go.

Huh?

RIO (CONT'D)

(swallowing hard)

She seems like a... nice girl.

MILES

Is this a trick?

RIO

It's not a trick, jeez.

Rio grabs his jacket.

MILES

What are you --?

RIO

Let me fix you, just --

She straightens out his clothes.

RIO (CONT'D)

For years I've been taking care of this little boy, right? Making sure he's loved, that he feels like he belongs wherever he wants to be. He wants to go out into the world and do great big things, and what I worry about most is... they won't look out for you like us. They won't root for you like us.

He looks at her. Her strong eyes filled with worry.

RIO (CONT'D)

So, here's the deal: Wherever you go from here, you have to promise to take care of that little boy for me. Make sure he never forgets where he came from. And he never doubts that he is loved. And he never lets anyone at those big fancy places he's gonna be in tell him that he doesn't belong there. And when he comes home... and he *better* come home... you're gonna be early and you're gonna be holding a normal nice cake.

MILES

(laughs)
Yeah, okay.

RIO

(she's serious)
You gotta promise, Miles.

MILES

I promise.

RIO

Just... don't get lost. *¿Me oyes?*

MILES

Alright.

RIO

Cool.

MILES

Bendición, mami.

He kisses her cheek. This casual goodbye -- literally 'may I have your blessing?' -- has a little more meaning tonight.

RIO

Que Dios te bendiga.
(then)
Now go, get out here.

As he starts to go --

RIO (CONT'D)

And when you come back, you're still grounded.

He LAUGHS.

RIO (CONT'D)

Ha ha, yeah I'm smiling like it's a joke, but it's true.

MILES

Yeah, I figured. See ya later. With a cake.

Rio watches her only child disappear into the city. *Knowing he's not really a child anymore.*

EXT. FIRE ESCAPE - CONTINUOUS

Miles hurries down the fire escape, changing as he goes.

EXT. BROOKLYN APARTMENT BUILDING - NIGHT

Gwen swings to the side of the elevated track where she left her Spider-Cam. Across the street, Spot's apartment building is now full of massive Swiss cheese holes. Police swarm.

GWEN

Shoot.

Gwen shoots a web at the gear shift of empty squad car below. Cops chase after it as it ROLLS BACKWARDS.

Miles arrives seconds later, just in time to watch Gwen use the distraction to swing into

SPOT'S APARTMENT

Where Miles follows, invisible, as Gwen assesses the damage:

GWEN (CONT'D)

Shoot.

Tiny DRONES launch from her watch to scan the area. Bad news.

GWEN (CONT'D)

Shoot shoot shoot shooooooooot...

Miles lingers on a hive of TERRARIUMS (*terraria?*) containing SPIDERS. One is empty; it's labeled "**Earth-42**" "**Deceased**" :("...

The spider that bit Miles.

GWEN (CONT'D)

(into watch)

Show me what happened.

WATCH VOICE
Replay commencing...

The drones project a HOLOGRAM OF SPOT entering, arms full of hardware. This is what Gwen's camera recorded while she was on the clocktower with Miles.

SPOT (HOLOGRAM)
*I need more spots! It was right
 under where my nose would've been.*

MILES (V.O.)
Shoot.

SPOT
*I just need a little bit more
 dimensional juice -- never did come
 up with a good name for that --
 branding was never my strong suit.*

Gwen hits FAST FORWARD: Hologram Spot connects pipes, hooks up wires, types code...

SPOT (CONT'D)
*... if I connect the city power
 line to my micro-collider
 prototype... it could generate a
 little more concentrated dark
 energy....*

GWEN
Shoot!

SPOT
*I just need enough to get me
 somewhere with a full-sized
 collider...*

He fires up a MICRO-COLLIDER. A miniature version of the big collider that started it all.

SPOT (HOLOGRAM) (CONT'D)
*Spider-Man, I'll make you pay for
 everything you took away from me.*

A roiling beam of -- *what's the opposite of light?* -- ERUPTS:

SPOT (HOLOGRAM) (CONT'D)
*This is gonna work! Or vaporize me
 and everything in this building,
 which... would not be good.*

GWEN / MILES
Shoot.

Spot lowers his finger into the beam...

ITS ENERGY TEARS VIOLENTLY THROUGH HIS BODY. Spots swirl as the black beam overtakes him and sucks him into a tiny dot --

GWEN / MILES (CONT'D)

Shoot --

KABOOM! The resulting implosion is concussive, devastating. If that wasn't a hologram, they'd have been *eviscerated*.

WATCH VOICE

Replay complete.

GWEN

Nooo! Why why why why?

A HOLOGRAM of JESS appears.

JESS

Gwen! Hi...

Fuck.

JESS (CONT'D)

Whatcha doin'?

GWEN

Nothing! I'm good. All good. Yeah, everything's good. Bye!

Gwen turns off the Jess hologram. BOOP.

Jess OVERRIDES her. BOOP.

JESS

Where's the bad guy you were supposed to monitor?

GWEN

He just stepped out for a moment.

JESS

DUDE!

GWEN

He's just some villain of the week--

JESS

LYLA!

LYLA appears and pulls up a holographic MULTIVERSE MAP.

LYLA

Tracking... oh hey look I got him!
Never mind, hold on -- slippery
guy.

Miles processes all this from the shadows: *who are all these people? What is Gwen even doing here?*

JESS

Did you go see your little friend?

GWEN

What? No. I mean...

JESS

Are you kidding me right now?!

GWEN

... only briefly, from afar...

JESS

How far?

GWEN

Like... y'know about this... far...

Gwen holds up her hands three feet apart... then slowly
adjusts to more like three *inches* --

LYLA

Oh that's way too close.

JESS

Girl!

GWEN

I just... had to know how he was.

JESS

I honestly can't with you --

GWEN

Look I know I messed up okay?!

JESS

He can't be part of this.

GWEN

I know. I'll never see him again.

ON MILES -- *Never?!*

LYLA

(back to SPOT)

Guys, he's making his own portals.
He can jump wherever he wants.
Could be a total canon killer --

JESS

(to Gwen)

You said he was a villain of the
week! Do you know how bad this is
for you??

LYLA

Hmm. Every dimension he stops at
has an Alchemax.

JESS

What's he up to, Gwen?

GWEN

I don't know.

MILES (V.O.)

*He's trying to make himself more
powerful so he can beat me.*

JESS

You don't know. *Amazing.* My star
pupil, everyone!

GWEN

I'll get him. Okay? I can get
backup.

JESS

(*smdh*)

If Miguel finds out I let you come--

GWEN

Don't tell Miguel. What if he sends
me home?

That's the last thing Gwen wants.

LYLA

I got him!

Lyla highlights one point on the map --

LYLA (CONT'D)

Earth-50101. What do you wanna do?

Not get fired. For starters...

GWEN

You never made a mistake? Never got too close to someone?

JESS

I did. But I got over it.

That came out a bit harsher than she wanted. She feels bad.
Goddammit.

JESS (CONT'D)

Alert the local spider, tell him Gwen will meet him there.

LYLA

I'm on it.

GWEN

Thank you so much. I promise I will not let you --

JESS

Okay, you're welcome, shut up
(but for real:)
You've got an hour to fix this. Or I can't help you.

Jess blips out as a portal opens for Gwen.

Miles moves toward her, invisible, upside down in every way.

Gwen turns back for one last look... right *through* him... out at the distant rooftop where she thinks he is.

GWEN

Goodbye Miles.

They are inches -- and yet worlds -- apart...

Should I say something? I should probably say something...

He makes himself visible and --

She's gone.

Forever.

Miles looks out at Brooklyn. The only home he's ever known.

He feels the portal closing behind him.

If only he could go with her.

Maybe he *should*...

Miles turns.

3... 2...

Fuck it. He *LEAPS* into the

EXT. SPIDERVERSE - TIME IS IRRELEVANT

We *TUMBLE* with Miles through the webbing of the multiverse. Something's different when Miles does this -- it's more... disruptive...

EXT. EARTH-50101 - DAY

Miles *GLITCHES* as he *PING PONGS* through a maelstrom of colorful buildings, snapping dozens of *BOOTLEG POWER LINES*. He's just trying to get his bearings when --

He barrels through an Indian *WEDDING*?

MILES

Uh... congratulations!

Welcome to

MUMBATTAN

Multi-level freeways. Giant billboards. This city, built into a giant *CREVASSE*, isn't tall... *it's deep. So, so deep...*

... and yet Miles still manages to collect himself as he falls, eventually spotting Gwen in the distance. She's swinging after:

SPOT

This is incredible. You never know what you're capable of until you just go for it, you know?

Spot is now using his holes for propulsion -- *almost flying*. He's leveled up significantly since we last saw him.

GWEN

(into watch)

I've got eyes on the target.

JESS (OVER COMM)

Try getting hands on him.

GWEN
You're literally hovering.

Spots pops in front of a FAMILY OF FOUR on a scooter --

SPOT
Pardon me, locals! Wow, four on
there. That's very dangerous.

-- then behind two diners at a RESTAURANT:

SPOT (CONT'D)
That looks good.
(tries a bite)
Which way to Alchemax?

And NOW he's in between another couple on a BALCONY...

SPOT (CONT'D)
It's a place with a big collide-OOF!-

Gwen just webbed Spot to the wall.

GWEN
Hey Cow Guy! MOOO-ve over.

SPOT
That's the best you could do?

Gwen is about to punch Spot out cold when --

MILES
Gwen! I'm here to help!

Gwen turns to see --

GWEN
Miles?!

WHAM! -- giving Spot the opening he needs to portal-kick her--

SPOT
You weren't expecting that were
you?

-- INTO A BALCONY. She hits the back of her head, DROPS into
the gaping city...

MILES
Oh no.

SPOT
Neither was I! I'm in the zone!

Miles DIVES after Gwen...

MILES

I got you!

... and nabs her *inches* before she's pavement pizza. But she's not as happy as he would have hoped:

GWEN

Did you follow me?

MILES

Uh. No, I just saw where you went and went there without you knowing.

GWEN

You're not supposed to be here!

MILES

What are you talking about, I'm helpi -- ASKJFASDJFALKD --

Miles GLITCHES and they both drop to certain doom --
-- until SOMEONE ELSE *thwips* past and swoops them up.

Meet **PAVITR PRABHAKAR**, a.k.a. **SPIDER-MAN INDIA**.

GWEN

(to Miles)

I shouldn't have ever come see to you.

MILES

Dang.

Pavitr uses his unique yo-yo BRACELET to CLOCK Spot in the face before landing with a flourish on top of a spire.

PAVITR

Hey, who's the new guy?

GWEN

Hey, Pav. He's Miles and he wasn't invited.

PAVITR

You weren't invited and you came anyway? Ooh, New Guy you must be in love with you --

MILES

Uh, no... I'm not--

GWEN

Wow, Pav, that's... totally wrong.

PAVITR
Oh I'm very good at reading people.

MILES
Who are you?

PAVITR
I'm glad you asked, New Guy!

MILES
I'm not a new gu--

A SPIDER-MAN INDIA COMIC lands on the growing pile.

PAVITR (V.O.)
*My name is **Pavitr Prabhakar** and for
the past six months --*

MILES (V.O.)
Six? And even he got a watch?

We're in **PAV'S BEDROOM**.

He pops out of bed, shirtless and cuuute.

PAVITR (V.O.)
*Being Spider-Man is so easy.
I wake up, skip the work out
because I am naturally buff and I
don't want to get too big, y'know?
Do nothing with my amazing hair...*

He WHIPS his glorious hair. Miles POPS into frame --

MILES
You don't use any product at all?

PAVITR
Just coconut oil and prayer.

Pav breezes through **HIS DAY...**

PAVITR (V.O.)
*Then I swing by school, don't
really have to try but I do anyway,
fight a few bad guys, feed a few
street dogs, quick break for a cup
of chai with my Maya Auntie --*

... but time stands still as he sips tea with his AUNTIE
MAYA. Miles POPS IN again --

MILES
I love chai tea!

Pav record-scratch HALTS the story:

PAVITR

What did you just say? Chai tea?
Chai means tea, bro! You're saying
"tea tea." Would I ask you for a
"coffee coffee with room for cream
cream?"

MILES

Oh, um, no. I'm sorry.

Now that that's cleared up...

PAVITR (V.O.)

*Then I hang out with my girlfriend,
Gayatri. She's an extremely classy
teenager...*

Pav has his arm around a CUTE GIRL on the **RAILING OVERLOOKING
THE CANYON** (a lot like Marine Drive in Bombay).

PAVITR

Hey girl, tonight I was thinking--

Pav's SPIDER-SENSE wails as **INSPECTOR SINGH** approaches. Pav's
arm drops off Gayatri and now they're both holding TEXTBOOKS.

PAVITR (CONT'D)

(code-switching)

Hello Police Inspector Singh this
is your daughter, I do not know
her.

PAVITR SWINGS ALONG and grabs a *papadam* from a street vendor.

PAVITR (V.O.)

*And to top it off, I live in the
best possible Spider-Man City,
Mumbattan! Quick tour!
(popping around town)
This is where the traffic is, this
is where the traffic is, this is
also where the traffic is, there's
traffic here too, this is where the
British stole all our stuff--WHOA!!*

A spot portal nearly beheads Pav, bringing us

BACK TO THE FIGHT -- the three Spider-folk try to web Spot,
but he shoos away their webs with ease. He is smug, much more
in control of himself, spinning a portal on his finger.

SPOT
Ah. Hello, *Spider-Man*.

Hi. GWEN Hey. PAVITR

SPOT
Not you.

MILES
I think he means me.

Miles attempts a kick but his foot lands in a hole in Spot's torso.

SPOT
Wow, hi, how are you?

Spot throttles Miles backwards into a wall.

SPOT (CONT'D)
Can you tell I leveled up my game?
I'm on a journey of self-
improvement!

PAVITR
And you came to India. That's a
Western culture cliché. Don't *Eat
Pray Love* me, bro.

SPOT
No, I didn't mean it like that --

PAVITR
Now let me guess you're gonna ask
me about saffron and cardamom and
naan bread which is the same as
saying "bread bread" which is the
same as saying "chai tea?!"

SPOT
Oh! I love chai tea!

PAVITR
No!!!!

Pav rushes Spot, but misses and flies into Gwen. Miles gives chase, following Spot as he skip-portals through a **BUSY MARKETPLACE...**

MILES
C'mon man! I think maybe we got off
on the wrong foot. Let's just talk
about this!

SPOT

Fine. You made me feel empty, like I had a hole inside of me. But now I found out what to fill that hole up with... more holes!

MILES

That doesn't make any sense!

Whoops! Miles falls into a hole that blasts him through a billboard. As he collects himself:

SPOT

It will!

MILES

I'm okay. Don't worry!

GWEN

We won't.

Miles catches up as Gwen and Pav swing after Spot.

PAVITR

This romantic tension is so palpable. Will they? Won't they?

MILES

If Spot gets more holes, he'll be unstoppable. We can't let him get to-

GWEN

Alchemax?

CRAP: Spot has already opened a hole and entered the **ALCHEMAX BUILDING**, which hangs out cantilevered over a cliff.

PAVITR

See? How can you guys even concentrate?!

INT. ALCHEMAX BUILDING - MOMENTS LATER

As they follow Spot through the building --

PAVITR

(to Gwen, re: Miles)

Hey, does he know about Hobie?

MILES

What should I know about Hobie?

PAVITR
Oh, looks like he did *not* know.

Spot makes makes a hole and disappears beyond the glass into the hub of a busy **CONTROL ROOM**. Once inside, he activates an ELECTRIFIED FORCE SHIELD blocking anyone else from entering.

PAVITR (CONT'D)
(to a nearby scientist)
Excuse me, sir, would you please deactivate this wonderfully strong barrier?

SCIENTIST
It can't be turned off until the collider sequence is complete!

MILES
Collider sequence? Oh no.

And now Miles realizes why Spot has been searching for an Alchemax:

It's got a COLLIDER ROOM *just like* the one in Miles' dimension, the one whose explosion made Dr. Ohnn into Spot...

Miles SMASHES against the shield. He has to get through.

MILES (CONT'D)
You don't know what you're doing!

Spot makes his way to the main CONTROL PANEL.

SPOT
I'm about to be so much more than a villain of the week...

MILES
I'm sorry I called you that, okay?
You're a great villain.

SPOT
Not yet I'm not.

Spot pushes buttons and turns dials. The collider begins to WHIRR... the hadronic coils spinning faster and faster...

JESS (HOLOGRAM)
How's it going now?

GWEN
Great!

Gwen turns JESS off.

GWEN (CONT'D)
Anyone got any ideas?

PAVITR
Oh I have so many, but none for
this.

Miles holds a finger up to the force shield. It crackles.

An idea.

MILES
Stand back. I've been working on
something new.

Miles presses all his FINGERS to the shield, slowly pulling
its energy into his body. Slowwwwly... so... ssslowwwwwly...

GWEN
Do you want us to do something? Or
do we just stand here?

PAVITR
Are you like, charging it?

MILES
No! I'm absorbing it so I can shoot
it back!

GWEN
It looks like you're charging it.

PAVITR
Does this power have a name? Or...

MILES
Please hold your questions until
I'm done breaking this thing!

Almooooossssst ttthhhheeeeeerrrrrrreeeeee--

GWEN
I don't get it.

MILES
Just let me do this!!

VRUMMMMMMMMMMM!!!!-- What's that sound?

HOBIE (O.S.)
Oi-Oi!!

A RAGING POWER CHORD SHATTERS THE SHIELD...

... and simultaneously announces the awesome arrival of
The Madman from Camden...

The **SPIDER-PUNK** with a penchant for Funk...

Put your hands together for

HOBIE BROWN!

GWEN

Hobie!

PAVITR

Hobie, my guy!

MILES

Hobie?!

Strong, long, and skinny-hot, covered in torn plaids and denims, a spiked mohawk coming out of his spider-mask, a throbbing electric guitar slung across his back.

Yeah, this guy rules.

(And, thus, as far as Miles is concerned,

This guy sucks)

SPOT

Look at that, another one! I love how many different variations of you guys there are.

HOBIE

Man-like Pav! Big-stepper! Yeah mate!

They do a cool handshake.

MILES

What's this dude saying?

PAVITR

It's English for "we get along great and we're close friends."

HOBIE

Is this the younger from 1610?

MILES

You understand this guy?

Spot attacks. The spiders spring into action --

PAVITR

Hey Hobie, thanks for breaking the shield!

MILES

I loosened it --

HOBIE

(to Miles)

Bit of advice: use the palm, not just your fingers.

(then)

What's up with your suit. Is he bleeding from his armpits?

GWEN

Miles, Hobie. Hobie, Miles.

MILES

Hi. I've never heard of because Gwen barely ever mentions you.

A HOBIE COMIC/ZINE slams on screen!

HOBIE (V.O.)

*A'ight, my name's **Hobie, Hobie Brown!** I was bitten by a -- wouldn't you like to know? And for the last three years I've been the one and only...*

Hobie pulls off his mask, his face SCRATCHED OUT.

HOBIE

Wait wait wait wait you really think I'm gonna show you my secret identity? C'mon out of it.

Hobie rages across his photocopied-collage-punk poster-Eleanor Rigby looking-East London-cum-Downtown NEW YORK:

HOBIE (V.O.)

*That is when I'm not **playing shows**, antagonizing **fascists**, staging unpermitted **political actions**-slash-performance art pieces or having a laugh at the pub with the mandem. I'm not a **role model**, I was briefly a **runway model**, I hate the **AM**, I hate the **PM**, I hate **labels**. I'm not a **hero** because calling yourself a hero makes you a **self-apologizing narcissistic autocrat!!!***

MILES
I thought you hated labels.

BACK TO THE FIGHT

Everyone against Spot, four against one. A more or less even fight, thanks to Spot's increased power-set...

HOBIE
Gwendy, you left your jumper 'round my place.

MILES
What's a jumper?

PAVITR
It's a sweater.

MILES
How many sweaters do you have?

GWEN
Oh that's not mine, I'm sure.

HOBIE
And your toothbrush.

MILES
Wait what?

HOBIE
Are those my chucks?

Hobie slingshots Gwen from his guitar and she flies at Spot... but gets holed straight into Pavitr.

SPOT
Y'all make a heck of a team.

HOBIE
I don't believe in teams.

MILES
Aren't you in a band?

HOBIE
I don't believe in consistency.

MILES
Oh this guy's killing me.

Spot wills Miles into his grasp as he sends Hobie, Pavitr and Gwen flying out of the room.

The collider's turbines spin faster and faster...

SPOT

This is gonna be good for us,
Spider-Man. You and me, we're
finally gonna live up to our
potential. You'll finally have a
villain worth fighting, and I won't
be *just a joke to you!*

BLINDING LIGHT as the collider's beam explodes into the room.
DARK MATTER dots swirl in the middle, history repeating...

... and Spot floating towards it, beatific, until --

YOINK! Miles has *thwipped* a web, holding Spot back. Hobie,
Pav, and Gwen all help Miles pull Spot in a tug-of-war...

MILES

You're not a joke! Right, gang?

GWEN

Absolutely.

PAVITR

Completely unamusing.

HOBIE

I don't believe in comedy.
(off their looks)
Just kidding!

MILES

No one here thinks you're a joke!

SPOT

They won't after this.

SNIP! -- Spot uses a hole to sever the webbing, then VANISHES
INTO THE BEAM.

A long, quiet beat.

PAVITR

Well that was another easy
adventure for Spider-Ma--

KRAKOOOMMM!!!!!!!

THE ROOM IS LEVELED IN A BRILLIANT EXPLOSION OF DARK ENERGY.
Everyone hits the floor as BLACK KIRBY DOTS flow from Spot's
blazing silhouette...

... and throw MILES into an intense

SPIDER-SENSE VISION:

A massive battlefield. Falling rubble. Spot, more powerful than ever, cackles with delight as he devastates Brooklyn.

Miles' dad JEFF runs to save a child in a RED SHIRT.

JEFF

I'm coming!

Miles watches it all in abject horror... unable to move...

BACK TO REALITY

The blast is over.

MILES

What was that?

Spot seeps in roiling dark energy like a human black hole.

SPOT

Our future.

MILES

No...

SPOT

I'm gonna take everything from you
like you took everything from me.

Miles is deeply shaken by the frightening display, and Spot knows it, taunts him:

SPOT (CONT'D)

See you back home, Spider-Man.

Spot then opens his arms and DISAPPEARS INTO HIMSELF. Gone.

The building trembles. But Miles' attention is a world away--

GWEN

Miles! You okay? We gotta go.

HOBIE

Oi! Liven up mate! No time to get
dizzy!

PAVITR

Chalo chalo!

Miles is still REELING. Unable to focus as --

Gwen pulls him the hell out of there.

EXT. ALCHEMAX BUILDING - CONTINUOUS

As the group ESCAPES through a blizzard of concrete and steel they hear a chilling metallic GROAN. A CLEAVING...

Miles turns as --

HALF THE CANTILEVERED BUILDING PITCHES FORWARD.

It's headed right down the cliffside, half the city in its path...

And just like that Miles has clarity.

He stop following. He's going to LEAD.

MILES

(to Hobie)

We'll clear the path, you slow down that building.

HOBIE

I'll do it, but not because you told me to.

Hobie throws Gwen a line of his webbing. They do their best to slow the huge, teetering half of the Alchemax building...

... while Miles and Pavitr swoop down in a relentless, heart-stopping display of life-saving teamwork, rescuing as many citizens as possible from the sedan-sized chunks of concrete.

But Gwen and Hobie's webs can't hold the building forever -- SNAP! -- it plummets toward the busy BRIDGE below, a kajillion-pound cannonball of certain death. All four Spider-People instinctively dive down together, a desperate attempt to save as many people as they can...

A BOULDER takes a big bite out of the bridge, pulling a BUS halfway over the edge. And inside the bus Pav sees...

PAVITR

Gayatri! No!

His girlfriend is terrified as the bus TIPS over and FALLS. PAV *thwips* a weblines onto the heavy vehicle, holding it in mid-air, all of his strength keeping the line tight...

Gwen, in the meantime, gets an ALERT on her watch. Hologram Lyla appears:

LYLA

Gwen, heads up. Markers are predicting an incoming canon event. So tread carefully.

GWEN

I'm on it.

NEARBY, Hobie and POLICE INSPECTOR SINGH direct people to safety...

HOBIE

Hurry everyone! This way! Quickly!

CHILD (O.S.)

Somebody help! Help!

Half a block away -- a little girl in a RED SHIRT.

INSPECTOR SINGH

(in Hindi, subtitled)

Don't be afraid, I'm coming!

Pavitr, still straining to keep the bus from dropping, sees Singh running into the falling rubble.

PAVITR

Inspector Singh!

Pavitr, stuck, can only watch as Singh risks certain death and grabs the child.

INSPECTOR SINGH

Hold on tight!

Miles clocks Singh, about to get crushed by the impending building. Just like the vision of JEFF he had...

MILES

I got him!

GWEN

Miles!

She GRABS Miles before he can jump down.

MILES

Don't worry! Thread the needle, ring the bell, right?

GWEN

It's too dangerous --

MILES
I'll be okay, I promise.

GWEN
Miles!

Miles swoops down, mere feet ahead of the falling building,
and HURLS INSPECTOR SINGH AND THE KID TO SAFETY...

... but not before he himself is BURIED IN A PILE OF
SMOLDERING RUBBLE. Gwen desperately scrambles into the
pile...

GWEN (CONT'D)
Miles!!! No! No no no no no...

She peels back chunk after chunk of merciless concrete.
Trying to will away the unthinkable...

Until Miles crawls out from beneath the destruction.

GWEN (CONT'D)
You're alright?!

MILES
I promised.

Inspector Singh and the kid are safe, Miles is safe...

... and Gayatri is safe as, together, Hobie and Pavitr pull
the bus to safety. Gayatri steps out; Pav rushes up to her
with a tight hug --

PAVITR
(excited/relieved)
You okay?! I was so worried.
(catching himself)
-- I mean, you seem like a nice
young woman that I do not know.

But she's already looking for --

GAYATRI
Baba?!

INSPECTOR SINGH
Gayatri!

She sees her father, swallows him in a hug.

MILES
(to Gwen)
Not bad right?

Gwen looks down at her watch, still flashing red: "**Canon Event Disrupted.**" *Whatever that means, it isn't good.*

GWEN

Right.

Singh offers Pav a firm HANDSHAKE.

GAYATRI

I've never seen him so emotional.

INSPECTOR SINGH

(stiff as a board)

Excellent job.

Pav nods to Miles. *Thank you.*

Hobie throws his arms around Miles like an old chum.

HOBIE

Man. Like. Miles. My. Guy!

The people of Mumbattan surround them with CHEERS.

This feeling. This is why they do the job.

MILES

So... what do you think?

GWEN

What I always think, you're amazing.

MILES

We make a good team.

GWEN

(heavily)

Yeah.

What's wrong?

Miles follows her eyes to discover DARK MATTER creeping up the sides of the canyon like ivy. What remains of Alchemax GLITCHES and slips into a growing black hole in the ground.

PAVITR

Guys... what's that?

HOBIE

It's a metaphor for capitalism.

GWEN

It's a lot worse than that.

ABOVE THEM

An INTER-DIMENSIONAL PORTAL announces the arrival of JESS DREW and a whole-ass Spider-S.W.A.T. team.

JESS
 (to the troops)
 Ok guys, secure the area, clear all
 civilians, and let's contain this
 quantum hole.

Miles knows you miss all the shots you don't take so:

MILES
 Hey I'm Miles. We actually met
 before, when I was invisible --

Jess continues past Miles. This is serious.

JESS
 I know who you are.

For the first time in his young career as Spider-Man, Pavitr seems shaken and truly worried:

PAVITR
 Is everything going to be okay?

No one wants to answer that honestly. Instead, Jess' team gets to work mitigating the damage, setting up a LASER PERIMETER around the gaping hole. Gwen approaches gingerly...

GWEN
 Let me explain --

JESS
 Miguel wants you back at HQ.

GWEN
 Miles was just about to head out --

JESS
 All of you.

HOBIE
 I don't follow orders.
 (arm around Miles)
 Neither does he --

MILES
 I'm invited to HQ????!!!!

Miles bounds ahead as Hobie SIGHS and a SMASH TO

EXT. TOTAL DARKNESS - DAY

MILES, GWEN, JESS and HOBIE drop from a portal into a void.
Or -- an elevator? OK yes, an elevator. Moving down.

Maybe up?

Hobie peels off his mask. He's - natch, mate - *insanely* hot.

MILES

How are you even cooler under your
mask?

HOBIE

(shrugs)

I was this cool the whole time.

WHOOUMM! We are UPSIDE-DOWN in a glass elevator, shooting up
a futuristic skyline straight out of Syd Mead's sketchbook.

MILES

Dang...

This is **NUEVA YORK of EARTH-928**. The bilingual hometown of
Miguel O'Hara.

INT. SPIDEY HQ - CONTINUOUS

Doors open to a brutalist foyer packed with SPIDER-PEOPLE.
All study screens with footage of Spot's recent incursions.

MILES

Yo, this place is wild!

JESS

Any sign of Spot?

MALALA WINDSOR, SPIDER-U.K. of Earth-835, runs this floor:

SPIDER-U.K.

Let me ask. Hey anybody *spot* Spot?

JESS

(no time for this)

So funny. Anybody else got jokes?

SPIDER-U.K.

Eh now that you mention it--

Every Spider in the hallway chimes in with their own quip.

MILES
 (in awe)
 This is unbelievable!

GWEN
 This is the lobby.

MILES
 Oh.

GWEN
 Welcome to Spider-Society...

PULL BACK TO REVEAL SO MANY SPIDER-PEOPLE IT WILL MAKE YOUR
 FUCKING HEAD SPIN... a full-on INTER-DIMENSIONAL SPIDER-BASE.

HOBIE
 Bit much, init?

MILES
 What happened to that small elite
 strike team?

GWEN
 (feels bad)
 A lot of these are part-time...

Hobie pulls her aside.

HOBIE
 Gwendy, how much have you told him?
 About his place in all this.

GWEN
 A little.

Miles GLITCHES behind them.

HOBIE
 Maybe not enough.

Jess tosses Miles a FANCY BRACELET.

JESS
 Here --

MILES
 Oh! My own watch?!

JESS
 It's a *day pass*. This just keeps
 you from --

Miles GLITCHES again. The wristband activates and the glitching STOPS.

JESS (CONT'D)
-- doing that.

A BEEFY SQUAD of Spider-People run past.

BEEFCAKE SPIDER
Hey Gwen!

GWEN
Hey Peter.

MILES
Hey, I'm Miles. I'm a new recruit!

GWEN
Hey Peters!

A BUNCHA PETERS
Hey Gwen!

Does Gwen know *everybody*?

PETER PARKEDCAR of Earth-539e1 rolls up. He's a... buggy.

JESS
Peter. Take a team to the transport deck. Start dealing with this Spot mess.

Peter HONKS in agreement. **TARANTULA, SPIDERCIDE, LAST STAND,** and LEGO Peter jump in the car and drive off.

MILES
I wouldn't call it a mess, more like a success in progress.

JESS
Ben, I need --

BEN REILLY (aka Scarlet Spider) leans against a pillar. Deep emo vibe here:

BEN
Sorry, I can't talk right now. I'm thinking about my past.

JESS
... actually we need you here for some reason.

BEN
 GAAHHRRRUHHH!
 (then)
 That was a particularly harrowing
 memory.

MILES
 Is he okay?

A HORSE in a spidey mask clomps up. This is **WIDOW**, and her
 rider is **PAT O'HARA, WEB-SLINGER** of EARTH-31913.

MILES (CONT'D)
 Why does the horse need a mask?

PAT
 To conceal her face.
 (then)
 Giddy... up!

They web up out of frame. As our crew moves on past several
 dozen CONTAINMENT FIELDS, each restraining a WEIRD VARIATIONS
 OF A CLASSIC VILLAIN:

MILES
 Who is in these...laser cages?

LYLA
Anomalies. Folks who wound up in
 the wrong dimension.

JESS
 We kick their butts and send them
 home.

Miles wants to stop and gawk but Gwen seems suspiciously
 eager to move on:

GWEN
 They're not very interesting --

LYLA
 What?! We got a buncha Doc Ocks...

MILES
 (pointedly to Gwen)
 Oh that's *interesting*.

LYLA
 A Mooseterio... Ms. Sterio... Video
 game guy...

MILES
 I love video games!

LYLA
... another video game guy...

INSOMNIAC SPIDER-MAN
Are you... talking to me?

LYLA
Typeface.

TYPEFACE
Go to Hel-vetica, Spider-Man!

MILES
BOLD.

LYLA
An interesting Kraven... A boring
Rhino... a Prowler...

MILES
(whipping around)
Prowler?!

GWEN
Not your Prowler.

Miles stares agog at a LIVE-ACTION **DONALD GLOVER** PROWLER.

MILES
Hey.

DONALD
Hey.
(then)
It's rude to stare.

HOBIE
Caught that one myself.

DONALD
I slipped.

GWEN
You?! I did all the work. You --

MILES
Uh... how many missions have you
been on together?

GWEN
Oh, not that many.

HOBIE
Couple dozen?

MILES
That's cool >:(

Miles bumps into **MARGO KESS, SPIDER-BYTE** of Earth-22191. She's a virtual Spider-Woman around Miles' age.

MILES (CONT'D)

Sorry.

They SPIDER-RESONATE with one another. There's a vibe...

MILES (CONT'D)

I'm Spider-Man.

MARGO

No way!

(then)

All of us are.

GWEN

Can we just keep moving?

But Miles has already FOLLOWED Margo over to --

THE GO HOME MACHINE ROOM

Where Margo quickly *blips* to a far corner of the room.

MILES

Whoa, what are you?

MARGO

I'm an avatar. My body is back in my parents' dimension chilling in a gaming chair and eating Fritos.

She shows him her HOME DIMENSION -- where we hear her parents arguing through a wall.

MARGO (CONT'D)

Here is better.

MILES

I hear that.

Margo operates a console as A SCARY ALABASTER SEMI-MECHANICAL SPIDER names **ANYR** descends from the ceiling.

MILES (CONT'D)

What does *that* do?

HOBIE

Apart from having a great name?

GWEN

"The Go Home Machine."

HOBIE
What'd I say?

GWEN
I voted against it.

Anyr weaves a light-web around an anomaly, **RHINO of Earth-67.**

MARGO
It detects whatever dimension your
DNA is from, and sends you there.

HOBIE
It's super humane and not creepy.

MARGO
(to Rhino)
See ya, dog! Don't come back!

Rhino writhes in pain as he DISAPPEARS.

GWEN
We should go. Don't want to keep
the boss waiting.

MILES
(to Margo)
Uh, see you around?

MARGO
Good luck out there, man!

Gwen thwips Miles away from her. Jealous?

MILES
Okay bye!

Margo watches him go. Something about this kid...

TRANSITION TO:

A LIVE SECURITY FEED of Miles and crew--

Someone's *watching* them.

LYLA
Miguel sounds hangry.

JESS
He likes those empanadas from the
cafeteria, don't ask me why...

We're in

MIGUEL'S LAB

And MIGUEL is watching them on HOLOGRAPHIC SCREENS.

He's a man alone, his expression hidden in shadow.

MIGUEL (V.O.)

My name is Miguel O'Hara. I'm this dimension's one and only Spider-Man... at least I was... but I'm not like the others.

Miguel gives himself a pneumatic INJECTION.

MIGUEL (V.O.)

I don't always like what I have to do. But I know I have to be the one to do it. And I've given up too much to stop now...

Miles, Gwen, and Hobie follow Jess down a **BACK HALLWAY** full of impressive engineering works in progress.

Hobie pulls a blinking panel from the wall.

HOBIE

Bet this doesn't even do anything.

MILES

Maybe it did before you ripped it out of a wall?

HOBIE

It's propaganda, bruv. To distract you from the truth.

MILES

And what's that?

HOBIE

I ain't got a Scooby Doo* mate... because that's what they want.

[*cockney rhyming slang for "clue" --Ed.]

Hobie slyly pockets the panel.

HOBIE (CONT'D)

Why do you wanna be part of this lot?

MILES

To get a watch.

HOBIE
Make your own watch.

Hobie palms a transistor. Quite the klepto (and hypocrite).

HOBIE (CONT'D)
Bet you got a nice set up, eh? Nice
parents?

MILES
They're fine. I mean, we got in a
fight, but they just want what's
best for me.

HOBIE
That's a bloody shame.

MILES
Why...?

HOBIE
'Cause you're not ready for
everybody else.

ON MIGUEL

watching an *alternate version of himself* on a monitor.
Happily playing with his DAUGHTER in some other dimension.

Miguel shuts the screen off.

HOBIE

pulls Miles aside before they cross the threshold of the lab.

HOBIE
Listen to me, bruv, whole point of
being Spider-Man is your
independence. Being your own boss.
You don't need all this!

MILES
Then why are you here?

Good question.

HOBIE
Lookin' out for my drummer is all.

He steals another piece of tech. Some kind of method here.

MILES

I want to be in a band. I wanna see my friends and I need a watch to do that.

GWEN

Guys, come on...

HOBIE

Alright. It's squashed.
(sotto, to Miles)
Just don't enlist til you know what war you're fighting.

Gwen, Hobie, and Miles continue into the center of the lab. Miguel's at an elevated workstation. It lowers. VERY SLOWLY.

GWEN

(off Miles' look)
I know it's slow, but -- it's his thing.

IT'S STILL LOWERING. Hobie throws up his hands and walks off.

GWEN (CONT'D)

Miguel O'Hara, meet Miles Morales.

MILES

Hey! *¿Qué tal tío?* I speak Spanish.
Te traje una empanada.

Miguel laser-webs the empanada out of Miles' hands...

MIGUEL

Que maravilla.

... and drops it in the trash.

MILES

Listen, I--I'm really excited to get going and--

MIGUEL (CONT'D)

Oh great.

I have some fresh new ideas on how to catch The Spot.

Oh wow.

He just wants to be taken seriously, y'know? Like as we all do--

Uh huh uh huh.

Miguel LAUNCHES the clattering trashcan at Miles; Hobie casually YOINKS the empanada.

MIGUEL (CONT'D)

He's worried about Spot. *I'll* worry about Spot!

MILES

What did I do?

GWEN

Miguel! It's not his fault.

MILES

Fault? Hold up --

MIGUEL

YOU BLEW ANOTHER HOLE IN THE MULTIVERSE!!

GWEN

He doesn't know any better.

MILES

I do know what not know what?

MIGUEL

But you did, Gwen. And you --

HOBIE offers Miguel a flowery bow.

MIGUEL (CONT'D)

I'm just gonna try to ignore you --
I just can't even --

HOBIE

I ain't even here.

MILES

What's happening?

HOBIE

(popping into frame)
Or *here*.

VOICE (O.S.)

Miguel! Go easy on the kid...

It's our ol' pal **PETER B. PARKER**. Eating a burger, of course.

PETER

... he had a terrible teacher. He had no chance.

MILES

PETER!

GWEN

Peter?!

HOBIE

Oh boy! Humbling-Reality Spider-Man
has arrived!

Miles rushes over and hugs Peter. So happy to see him.

PETER

Miles!

MILES

Dude!

PETER

Don't be afraid of my friend
Miguel. He just looks scary, he's
got no bite.

MIGUEL

Ughhhh. Peter...

PETER

You're growin' up on me! You look
great!

MILES

You look... solid, y'know?

PETER

Define solid... What happened? You
bleeding from the armpits? Don't
worry about the suit, we'll get you
a new suit.

MILES

Peter you gotta tell them-- wait.
What is that?

Peter is wearing a BABY BJORN.

SQUEE! MAYDAY PARKER (eight months going on 4 years) swings
past and up into the rafters.

PETER

Mayday!

MILES

You have a baby!

PETER

I have a baby!

MILES
This is crazy!

Peter chases after his daughter with a familiar bracelet --

PETER
Don't forget to keep your little
day-pass on honey.
(to Miles)
Oh you have one too, I didn't know
they made those for adults.

Peter tries to get a hold of her. She's not making it easy.

HOBIE
(nodding in approval)
Kid's an anarchist.

PETER
I'm comin' up to getcha! Here I
come, don't move!

MIGUEL
-- no puedo más, no puedo más --

Peter catches up to Mayday on the ceiling...

PETER
Aha, gotcha. I knew I was gonna
regret making her that web shooter.
I shouldn't have done it. That's an
actual mistake.

Mayday wiggles out of his grasp and drops out of frame. Peter
catches her. She LAUGHS, loving this new game.

PETER (CONT'D)
Hey you wanna see pictures?

GWEN
I mean, she's right there, so --

Peter shoves pictures of Mayday in Gwen's face.

PETER
Look at this pic! She's a special
kid.

GWEN
Oh you got them, they are wow, she--

PETER
She's incredible! This is her funny
face.

PETER (CONT'D)

That's her mad face, this one is the *studious* one, watch out the next one you're gonna crack up! Oh Miguel's gonna die. Look at this.

Mayday crawls onto Miguel, who is SUPER annoyed.

MIGUEL

I'm trying to hold a serious adult conversation here.

PETER

Y'know you're the only Spider-Man who isn't funny? We're supposed to be funny.

MIGUEL

The fate of the multiverse is --

PETER

You always lose me with that. I hear you say "the fate of the multiverse" and my brain dies.

(sniffs)

Do you guys smell that? Mayday took a crap.

Peter grabs Mayday and weaves a diaper out of webs...

PETER (CONT'D)

Yep, she's a Parker! That's what happens when a Parker eats an avocado.

MIGUEL

Miles. You disrupted a canon event.

MILES

Canon event?

PETER

The kid wasn't thinking. That's not how he works.

MILES

That's insulting.

HOBIE

(to Mayday)

Taking a crap on the establishment, I salute you.

MILES

Wait what are you upset about? I saved those people --

MIGUEL

-- and that's the problem.

(then)

Lyla? Do the thing.

LYLA blips into frame.

LYLA

What thing?

MIGUEL

The information explain-y thing.

LYLA

Okay.

LIGHTS OUT. LYLA projects a giant branching arterial MULTIVERSAL MAP.

MILES

What's this?

MIGUEL

This is *everything*.

MILES

(...)

Can you be more specific?

MIGUEL

Can you not talk for a second?

A WEB PATTERN emerges.

MIGUEL (CONT'D)

And *this* is all of us. Every confirmed spider. All of our lives woven together, in a beautiful Web of Life and Destiny.

MILES

The Spider-Verse.

MIGUEL

Spider-Verse. Huh, that's... stupid. It's called the Arachnohumanoid Polymultiverse.

(off Miles' look)

Which sounds... stupid too I guess.

Miles's SPIDER-SENSE triggers at the sight of several rather important looking POINTS:

MILES

And these nodes, where the lines converge?

MIGUEL

They are The Canon. Chapters that are a part of every spider's story, every time.

The nodes expand to project big moments in their shared lives: A spider bites Peter Parker... Peter B. Parker... Gwen... Miles...

MIGUEL (CONT'D)

Some good, some bad, some very bad.

Uncle Ben dies in Peter's arms. Peter dies in Gwen's arms. Scores of Spiders losing loved ones, including Miles losing --

MILES

Uncle Aaron...

A node opens to show a classic comics moment where CAPTAIN GEORGE STACY saves a RED-SHIRTED CHILD from FALLING RUBBLE, only to be crushed himself...

MIGUEL

This one -- Event ASM90 -- a police captain close to Spider-Man dies saving a kid from falling rubble during a battle with an arch-nemesis...

AMAZING SPIDER-MAN (Andrew Garfield) kneels as Captain Stacy dies. We see this moment echoed across many other spider-stories including Peter B.'s...

MILES

(to Peter)

That happened to you?

Peter's eyes say it all.

JESS

And me.

HOBIE

(him too)

Eh, what of it?

MIGUEL

That's how the story is *supposed* to go. Canon events are the connections that bind our lives together. But those connections can be broken. That's why *anomalies* are so dangerous...

The web shows Mumbattan: Inspector Singh runs to save a kid from falling rubble... and survives. *Because Miles saved him.*

MIGUEL (CONT'D)

Inspector Singh's death was a Canon event. You weren't supposed to be there and you weren't supposed to save him --

We watch Gwen grab Miles before he rescued Singh...

MIGUEL (CONT'D)

That's why Gwen tried to stop you.

MILES

I thought you were trying to save me.

GWEN

I was... I was doing both.

MIGUEL

And now, Miles, because you changed the story, Pavitr's dimension is unraveling.

Spider-S.W.A.T. try to contain the quantum breach.

MIGUEL (CONT'D)

If we're lucky we can stop it. We haven't always been lucky.

MILES

That wasn't me, that was the Spot!

MIGUEL

It's what happens when you break the canon.

MILES

How do you know?

MIGUEL

Because I broke it once myself.

We watch an ALTERNATE VERSION OF MIGUEL play with his daughter, **GABRI**. He is killed saving a woman from a thief.

MIGUEL (V.O.)

I found another world where I had a family. Where I was happy. At least a version of me was. And that version of myself was killed. So I replaced him.

Miguel fills in the empty space left by his counterpart's death -- bonding with his daughter, building memories...

MIGUEL

I thought it was harmless... but I was wrong.

Miles is surrounded by an IMMERSIVE HOLOVIDEO of a dimension *collapsing*. No one escapes -- including Gabri, who glitches and disappears right out of Miguel's arms.

PETER B. was there. He watched this world disintegrate.

MIGUEL (CONT'D)

Isn't that right, Peter?

PETER

Yeah.

MIGUEL

You break enough canon, save enough captains, we could lose everything.

Lines of the web snap. Nodes explode in white light. Miles shields his eyes as the whole web SHATTERS into emptiness.

Miles is left alone with only his breath in the darkness...

... and then we're BACK in MIGUEL'S LAB.

MILES

My dad is about to be captain...

Spider-sense OVERWHELMS Miles.

SPOT CAUSING DESTRUCTION... RUBBLE RAINING DOWN... A CHILD IN A RED SHIRT RUNNING, AND JEFF RUSHING TO SAVE HIM...

SPOT (V.O.)

I'm gonna take everything from you like you took everything from me.

Miles wakes from HIS RECURRING VISION with a start.

MILES
Spot does it. He kills him.
(then)
When does it happen?

No one wants to say it.

MILES (CONT'D)
When does it happen?!

MIGUEL
In two days. When he's sworn in.

LYLA
That's what the model says.

MIGUEL
I'm sorry, Miles --

MILES
Send me home.

MIGUEL
I can't do that. Not now.

MILES
What am I supposed to do? Just let
him die?

Miguel stands, unwavering.

MILES (CONT'D)
(turning to Gwen)
What about your dad? He's a
captain, right?

GWEN
Yeah...

MILES
And that's it. You're just aren't
gonna do anything about it.

Gwen can't find any words.

MILES (CONT'D)
(to Peter B)
Ok, what about Uncle Ben? That have
been okay if you knew and just let
it play out?

PETER
If not for Uncle Ben, most of us
wouldn't be here, Miles.

PETER (CONT'D)

And all the good we did, it
wouldn't have been done.

MILES

So we're just supposed to let
people die because some algorithm --

LYLA

(offended)
Whoa, whoa.

MILES

-- says that that's supposed to
happen? You realize how messed up
that sounds right?

More Spider-People step into the room...

MIGUEL

You have a choice between saving
one person and saving an entire
world. Every world.

MILES

I can do both. Spider-Man always --

PETER

Not always.

MIGUEL

Miles, we all want to live the life
we wish we had. Believe me, I have
tried. And the harder I tried the
more damage I did. You can't have
it all, kid.

A phalanx of Spiders surround Miles. More than we realized.

MIGUEL (CONT'D)

Being Spider-Man is a sacrifice.
That's the job. That's what you
signed up for...

Miles' old friend **PENI** approaches...

PENI

Miles...

MILES

Peni?

(then)

What is this? Is this an
intervention or something?

Looks that way.

SPECTACULAR SPIDER-MAN steps up:

SPECTACULAR

We know it's hard. But it's the truth, Miles.

MILES

(to Peter)

Is that why you're here? To let me down easy? Worked last time, why not run it back, huh?

PETER

Miles --

GWEN

You were right, Gwen. You should have never come to see me.

PETER

Hold on, look, kid --

MILES

Stop calling me that.

HOBIE

Here we go...

JESS

Hobie, you're not helping.

HOBIE

Good.

MILES

You can't ask me not to save my father!

MIGUEL

I'm not asking.

Miguel drops a CONTAINMENT FIELD around Miles. The same kind we've seen caging other *anomalies*...

PETER

Miguel just give him a second, please!

MIGUEL

I told you he wouldn't listen.

GWEN

Stop it!

Miles fruitlessly wails against the cell's ENERGY FIELD.

MIGUEL

If we let him leave he'll only do more damage. We both know that.

GWEN

Miguel, that's enough.

HOBIE

(whispered to Miles)
Oi... little man... Peter Pan.

Hobie wiggles his fingers at Miles and mouths "**Palms.**"

MIGUEL

Just need to hold you a few days.
(cold as hell)
Sorry it had to end like this, kid.

MILES

I said not to CALL ME THAT!

As the walls close in around Miles, his RAGE boils over...

He pushes his PALMS against the containment field and VENOM BLASTS it across the room!

The shockwave throws Miguel, Peter, *everyone* on their ass.

Hobie gives a little CHUCKLE.

Miles stares at his palms. Stunned by his own power.

And then

HE RUNS.

MIGUEL

Miles!

The chase is on.

PETER

Alright, I'm sorry for doing this.
This is bad parenting.

Peter tugs down Mayday's hat, gives her a little kiss, and joins the rest of them in the pursuit. Everyone but HOBIE --

HOBIE
Just for the record, I quit.

He tosses his watch and fucks off through a portal. *PEACE.*

INT. SPIDEY HQ - SAME TIME

ALARMS BLARE. Miguel's HOLOGRAM comes over the PA system.

MIGUEL (HOLOGRAM)
All stations: drop what you're
doing and stop Spider-Man!

So many Spiders point at one another. You? Him? *Him?*

MIGUEL (HOLOGRAM) (CONT'D)
Ay coño. Miles! Miles Morales! He's
entering Sector 4.

The OBLIVIOUS **SPIDER-MAN 2211** stands under the Sector 4 sign.

SPIDER-MAN 2211
Do I have web on my face? What's
the deal?

MIGUEL
(running behind him)
Miles! He's right there -- TURN
AROUND!

2211 turns, revealing MILES hiding on his back. A hundred
spiders look at Miles. He gives a sheepish smile and --

DIVES away. Dogpiled by Spiders from every direction. SPIDER-
CAT launches a web-hairball at his face --

MILES
Can this day get any damn weirder?

Well, funny you should ask: **PTER PTARKER** -- a dinosaur, of
course -- thwips at him with tiny T-Rex arms.

MILES (CONT'D)
I guess it can!

IN THE CAFETERIA--

Miles runs on top of the tables, a crowd still chasing him.
He steps on someone's Spider-Burger, stumbling forward.

AT A SPIDER THERAPIST'S OFFICE --

We're in the middle of a therapy session.

SPIDER-MAN PATIENT
...And then I looked at my uncle...

SPIDER-MAN THERAPIST
And... let me guess? He died?

Miles and scores of pursuers crash into the room and out to a

SERVICE TUNNEL

Where Miles sees the GO HOME MACHINE ROOM -- his ticket out of here! He makes for it when

PAT rides up atop WIDOW, firing a WEB-SIX-SHOOTER! PTWONG!
Miles leaps onto Widow, facing Pat. A point-blank showdown --

WEBSLINGER
On the count of three: draw. One --

Miles webs Pat right out of the saddle.

WEBSLINGER (CONT'D)
You didn't wait for threeee!

Peter, mid-chase, races to get Miguel's attention...

PETER
Miguel! Miguel!
(then)
Would you take a photo of this?
It's her first chase.

Miguel swings away, pissed. Peter takes a selfie with Mayday.

BACK ON MILES, riding Widow past the CAGED ANOMALIES. They
CHEER Miles and BOO Miguel.

SUN-SPIDER, aka CHARLOTTE WEBBER, rolls up in her wheelchair.

CHARLOTTE
Miles?

MILES
Hi.

CHARLOTTE
I'm a huge fan of your work.

MILES
Thanks!

CHARLOTTE

Do you think spider-people too often use comedy as a *crutch*?

MILES

Uh...

CHARLOTTE

Get it? *Crutch*?

She nails him with a crutch, knocking him off the horse-- straight into old SPIDER-MAN '67 and his famous FANFARE.

'67

I can do anything he can -- oh dang
I pulled something!

As '67 falls away Miles dashes into

THE TRAINING ROOM

and begins dodging pop-up cutouts of iconic Spider-Man villains like

DOC OCK

Hello Peter...

Miles is nearing the exit when Miguel DROPS FROM THE RAFTERS, cutting him off.

Miles is trapped. Spiders closing in on all sides. Including:

METRO SPIDER-MAN

Nowhere to run.

Miles turns, runs STRAIGHT OUT A HUNDRED-STORY WINDOW --

METRO

My bad everybody, there was
somewhere to run.

OUTSIDE

Miles FREEFALLS over the aspirational FUTUREScape OF NUEVA YORK. Miguel, hot on his heels, unfurls cybernetic WEB WINGS and leads dozens of Spiders in a pursuit.

MIGUEL

Stop running!

MILES

Then stop chasing me!

MIGUEL
You're so frustrating!

Jess rides her bike on a building's edge, meeting Gwen.

JESS
I know he's your friend, but it's
the only way.

GWEN
But my gut says --

JESS
Then use your head.

Peter overhears this and swings off with a plan. Jess, in the
meantime, catches up to Miles, **SLAMS** him with her bike. He
FALLS --

-- but Gwen *thwips* him. Saving him? Catching him? No
difference to Miles: he throws Gwen a defiant look before
SEVERING THE LINE --

-- only to be *immediately* collared by Ben Reilly.

BEN
I got you trapped in my well-
defined musculature, so don't even
bother -- OW!

Miles RIPS himself free as they CRASH through a GRATE into

AN INDUSTRIAL TANGLE OF HUGE PISTONS -- the literal **DARK
UNDERBELLY** that undergirds Miguel's bullshit Utopia.

Miles doesn't know where to go... but he doesn't need to:
SOMEONE YANKS him up into the safety of an alcove.

PETER.

PETER
Miles.

MILES
No no no no, let me go.

PETER
It is crazy to run.

MILES
Running is the least crazy thing
going on!

Miles looks for a way out --

PETER
Look, I feel bad.

MILES
Good!

PETER
But this is just how stuff works.
You're not gonna win here!

Miles scrambles past, ignoring him --

PETER (CONT'D)
Do you want to hold my baby?

MILES
What?

PETER
Would you just give the baby one
squeeze and then we'll talk?
Because I think it's gonna change
our vibe.

MILES
No!

PETER
It's very rejuvenating!

MILES
I'm plenty juvenated!

PETER
You'll get more so when you go
chest to chest with this magical
child!

MILES
You don't get to have a heartfelt
conversation with me right now!

PETER
Just hold the baby and we'll see
what happens!!

Peter pushes Mayday on Miles. Miles hands her back.

PETER (CONT'D)
You're the reason I had her, okay?!

Miles stops. It's a dead end.

PETER (CONT'D)

I thought that if I did a decent job raising her, there was a chance she was gonna turn out like you. And that got me excited, because you are a wonderful person and I like being around you!

MILES

Then why didn't you come see me?

PETER

Because -- I couldn't.

MILES

I wanted to be with you guys so badly. But this thing isn't what I thought it was.

PETER

Look, bad things are gonna happen. It makes us who we are. But good things happen too, y'know?
(a hand on his shoulder)
Like *you* happened. And *she* happened.

Mayday climbs into Miles' arms. He's never held a kid before.

MILES

Hey -- I don't -- listen...

PETER

And you are so bad at holding a baby.

Over Peter's COMM:

LYLA (OVER COMM)

We got your location Peter. Sit tight, we're on the way.

PETER

Wait wait, no no no! You don't have my location, over!

Miles realizes...

ON MIGUEL, en route, calling the other Spiders:

MIGUEL (INTO COMMS)

Send everyone.

Jess looks Gwen in the eye and they take off towards

PETER

who can't take the disappointment in Miles' gaze --

PETER

Miles I didn't know, I promise you.
Please, let's talk about this.

MILES

We did.

Miles webs Peter to the ceiling. Mayday coos, oblivious.
Miles then unleashes his ire on a HUGE GRATE blocking his
escape --

PETER

Good talk.

-- and VERTS through a spinning gauntlet of massive FLYWHEELS
that would -- *and shortly does* -- send lesser spiders to the
E.R...

EXT. VIEJO NUEVA YORK - CONTINUOUS

Miles rockets into the permanent night of the underground
streets of the old city.

Gwen and Peter follow as closely as they can --

GWEN

Where does he think he's going?

PETER

I don't think he planned this out.

Jess RIDES past --

JESS

(to Peter)

If I hadn't said it before, by the
way, you're a terrible mentor!

She's about to catch Miles with an impossible bike stunt --

BUT MILES IS READY. He thwips Jess' motorcycle out from under
her and GRINDS it long enough to web her to a truck.

PETER

He did just beat *you* so I'm not a
terrible mentor.

Miguel passes them...

MIGUEL

You're both equally terrible. Does that settle it?

... en route to pursuing Miles UP A VERTICAL HIGHWAY that breaches the surface and accelerates into the clouds. *The hell?*

Oh -- not just a highway, it's a track for a SPACE-BOUND EL TRAIN --

MIGUEL (CONT'D)

Stop pretending you know where you're going!

MILES

Oh I have a plan. I just haven't told you yet!

Miles webs the train as it passes overhead. Miguel leaps at him, but only manages to tear off his "day pass"...

... which means Miles *immediately* resumes GLITCHING. Barely able to stay ahead of Miguel...

TRAIN INTERCOM

Departing for the moon.

MILES

That's not good.

SNAP!! The speed breaks Miles' weblines. He sticks to the train for dear life as Miguel CLAWS his way after him --

MILES (CONT'D)

What are those, claws?! Dude, are you sure you're even Spider-Man?

Miles thwips a web into the wind -- they're moving too fast.

MIGUEL

Are you? Who do you think you are? Really?

Miles gathers, closes his eyes and *lets go...*

MILES

My name is Miles Morales...

... using gravity to drop him into a CRANE KICK that catches Miguel square in the jaw.

MILES (CONT'D)
 ... I was bitten by a radioactive spider...

Miguel LASER WEBS Miles around his waist. But as he draws Miles in, Miles fires a WEB FASTBALL between the eyes!

MILES (CONT'D)
 I'm pretty sure you know the rest, jerk!

Miles hooks a web to one of the cars speeding below on the vertical highway. Miguel barrels after him...

MIGUEL
 You don't get it! You're an anomaly!

MILES
 Not if you let me go home!

Miguel LUNGES. Miles elbows him in the mouth and scurries back out into the LIGHT atop the train.

MIGUEL
 Everywhere you go you're an anomaly! You're the original anomaly!!!

What? Miles GLITCHES, underscoring the impact of this news. Miguel claws closer and closer to Miles, barely hanging on.

MIGUEL (CONT'D)
 The spider that gave you your powers wasn't from your dimension! It was never supposed to bite you!

Gwen and Peter emerge a couple cars below --

GWEN
 Miguel don't!

PETER
 Miguel, go easy on him!

But Miguel can only see his prey:

MIGUEL
 There's a world out there with no Spider-Man to protect them because it bit you instead.

MILES

No --

MIGUEL

You're not supposed to be Spider-Man!

MILES

No! You're lying! I'm Spider-Man!

MIGUEL

You're a mistake!

Miguel CRATERS Miles into the train's housing.

MIGUEL (CONT'D)

If you hadn't been bit, your Peter Parker would have lived. Instead he died saving you. He would have stopped the collider before it ever went off. Spot wouldn't exist and none of this would've happened! And all this time I have been the only one holding it all together.

MILES

Get off of me --

MIGUEL

(whispering in his ear)
You don't belong here. You never did.

MILES

Let me go --

GWEN

Miguel, that's enough!

PETER

This isn't what we talked about!

What?

MILES

You talked about this? You knew?
You all knew?

GWEN

I didn't know... how to tell you.

MILES

That's why you never came to see me.

GWEN

Miles, it's for your own good!

MILES

Who decides that? I'm not a kid,
Gwen!

THWOMP -- Miguel shoves Miles into the crumpling metal --

MIGUEL

That's exactly what you are. You're
just a kid who has no idea what
he's doing!

Miles smiles.

MILES

Yeah, well I did lure hundreds of
Spider-People away from your little
clubhouse.

MIGUEL

What?

Miguel looks back and sees his whole army climbing the train.
Just now realizing that he's left Spider Society HQ entirely
undefended --

PETER

I guess he did plan this out!

MILES

And -- I'm about to do *this*:

Miles' FINGERS dig into Miguel's shoulder, ABSORBING energy
from Miguel's suit. Miguel's power isn't suppressing Miles...
it's CHARGING him.

MILES (CONT'D)

Everyone keeps telling me how my
story is supposed to go. Nah. Im'ma
do my own thing.

PALMS.

He RELEASES all Miguel's energy -- including his fear --
RIGHT BACK INTO MIGUEL. Miguel tumbles ass over teakettle
into the crowd of Spiders below...

Miles stands. Torn and damaged and strong.

MILES (CONT'D)

Goodbye, Gwen.

She looks back at him. Proud. Ashamed.

He LETS GO --

GWEN

Miles!

-- and makes himself **INVISIBLE** as he DIVES towards the city.

PETER

I taught him how to do that... so I gotta be a pretty good mentor to pull that off.

Miguel, seething, leaps after Miles.

BACK IN THE GO HOME MACHINE ROOM

Margo tries out a few virtual hairstyles:

MARGO

Nope. No. Uh uh. That's kinda cute -

A NOISE. Playlist off, visor down --

MARGO'S POV: she toggles views - infrared, thermal... *nada*...

... as, unseen behind her, SOMETHING INVISIBLE disturbs some wiring... then activates a CONSOLE.

GO HOME MACHINE

Initializing Go Home Machine.

MARGO

What?!

The machine runs a RETINA SCAN of a familiar eye.

A screen blinks: "**DIMENSIONAL I.D. - Earth-42**"

The Go Home Machine LIGHTS UP.

MARGO (CONT'D)

Come on. No, no, no, no, no!

Margo DIVIDES herself so she can type at multiple monitors as

ANYR descends from the rafters and sees

MILES - visible only to their array of eyes.

LYLA boops in over Margo's shoulder.

LYLA
What's happening?

MARGO
The machine activated on its own.

LYLA
How is that possible?

MARGO (O.S.)
It isn't.

ON MILES as ANYR spins a cocoon of light around him. Hurry...

LYLA
How about this? K, how about now?

MARGO (CONT'D)
No no no no no! You're getting in the way!

Eventually the machine's bright light illuminates

MILES. Desperate to get home. Margo clocks him...

But she's not his problem: Miles' SPIDER-SENSE SCREAMS as

Miguel CRASHES into the room.

MIGUEL
Stop him! Now!

MARGO
Man, what does it look like I'm trying to do?

Miguel SLASHES at the walls of light that surround Miles. Clawing the energy field apart, an animal in the throes of bloodlust --

Peter and Gwen try to snap him out of it:

PETER
Miguel!

GWEN
Miguel stop!

But Miguel has lost control.

Miles drops his invisibility. *He almost wants Miguel to see him.* No longer afraid.

Margo's hand hovers over the console. **"System Reboot: Yes/No"**

Margo and Miles look at one another. *See each other.*

Margo lowers her hand from the console.

They share a nod. A recognition.

And Miles pulls down his mask.

MIGUEL

No!!

There's nothing Miguel can do.

Miles is GONE.

Miguel boils...

... then HURLS the console across the room.

PETER

Okay, it's not the console's fault.

MIGUEL

All he had to do was listen. Why didn't he listen?

GWEN

Maybe you weren't hard enough on him!

Pretty mouthy for a rook.

JESS

Gwen don't do it.

MIGUEL

You let him go.

GWEN

Me?!

MIGUEL

You didn't *catch* him, Gwen.

He's in Gwen's face now. There's a crowd of Spider-People filing in, all feeling pretty conflicted...

PETER

Okay, let's all just take a breath--

GWEN

Peter, you want to back me up?

PETER

Well, Miguel, as a father of a daughter and the son of a mother --

JESS

Yea actually, stop talking.

PETER

Duly noted.

GWEN

Let me just talk to him.

MIGUEL

We tried that.

GWEN

He's my friend --

MIGUEL

Yeah. And that's the problem.

GWEN

Do you know for certain what happens if he breaks the Canon?

MIGUEL

Do you want to find out?

(to Jess)

I told you she was a liability.

Miguel backs Gwen to the end of the platform. One false step and she'll fall into the spooky gak below.

GWEN

You're wrong. Jess, tell him he's wrong --

JESS

He's not.

GWEN

Are you serious right now?

JESS

I told you, you let him get away, I can't help you.

GWEN

I'm not coming.

MIGUEL

You're right.

... and suddenly ANYR's spidery arms GRAB Gwen.

GWEN

What the hell!?

ANYR pulls her away into the machine's unyielding grasp.

MIGUEL
Go home, Gwen.

GWEN
We are supposed to be the good
guys.

FLASH! She's gone.

MIGUEL
We are.

He says it the first time as if to convince himself... and
then the second time to convince everyone else:

MIGUEL (CONT'D)
We are.

He activates a portal...

MIGUEL (CONT'D)
Jess. Ben. Come with me.

BEN
Hell yeah!

MIGUEL
And somebody catch the Spot.

PETER
(re Mayday)
Yeah sorry, I got to get her down
for her nap.

MIGUEL
Not you. I've had the right amount
of you.

The portal closes behind Miguel, Jess and Ben.

Mayday shares her views: PBPBPBBPBBTT!

BROOKLYN

MILES crashes out of portal onto a rainy rooftop -- no time
to catch his breath -- and starts flying, *tumbling* home...

CHELSEA - EARTH-65 (GWEN'S WORLD)

A portal cannonballs Gwen into a shipping container. Her
watch is useless now -- *Access Denied*. She's stuck back in
the place she's been avoiding this whole time.

Boiling over, she throws the huge container down an alley like I once threw a takeout container one horrible night in Southampton. This is about as satisfying.

Which is to say, not very.

MANHATTAN - EARTH-1610 (MILES' WORLD)

Miguel portals in confidently, flanked by Jess and Ben. Scanning for Miles across the rain-soaked skyline.

QUEENS - EARTH-616 (PETER'S WORLD)

An inter-dimensional flash in the window of

INT. PETER AND MJ'S HOME - NIGHT

MJ steadies her tea as she crosses the hall to find Peter putting Mayday down. A lot on his mind.

MARY JANE
Hey hon, how was work?

PETER
(evasive)
Uh... I don't know.

She buying that?

MARY JANE
Peter, did you bring our baby to another fight?

PETER
Did I bring our ba-- no. 'Cause you asked me not to. So I wouldn't.

MARY JANE
Mm-hmm.

She lets him off the hook. He drops the act:

PETER
Do you think I'll be any good at this?

MARY JANE
You're asking that now?
(then, for real)
There's no playbook for raising someone like her.

MARY JANE (CONT'D)

Or being, someone like you. You just gotta make the right adjustments at halftime.

INT. STACY RESIDENCE - NIGHT

Gwen sneaks into her room via the fire escape. She's not a kid anymore... but this place reminds us that she used to be.

She opens her DRUM -- that picture of her and Miles is gone.

BACK TO PETER'S DIMENSION

MARY JANE

That's a sports metaphor by the way.

PETER

I understand.

MARY JANE

Oh sorry, you were just such a nerd in high school, I figured --

PETER

But I have watched sports. Unbelievable.

INT. STACY RESIDENCE - NIGHT

Gwen peeks out her door and finds George asleep on the couch.

There's a lot she'd rather not have to say, that she'd rather not have to hear. So she grabs that picture of her and Miles -- it's on the coffee table in front of him -- and leaves --

She's halfway out the window when she senses George behind her, holding *something*--

She WHIPS around and webs his weapon to the wall. Only -- it's not a weapon, is it? It's... a stuffed penguin. The one she keeps her police scanner in.

GEORGE

Wanna go easy on the penguin?

She's not laughing. Turns to leave...

GEORGE (CONT'D)

Are you gonna even look at me?

She stares at him. Petulant. Silly almost.

GEORGE (CONT'D)
What? What is that?

GWEN
I'm looking at you like you asked.

George sighs. She takes off her mask.

GWEN (CONT'D)
You look skinny.

GEORGE
Where have you been?

GWEN
Just been out murdering all my
friends.

GEORGE
Oh, that's funny. Yeah, okay.

Now he turns and leaves. Gwen follows; now *she's* the trying
to keep *him* from walking out the door. *Who's the kid here?*

GWEN
Where're you going?

GEORGE
I don't know!

Maybe they both are.

Fer crackin' ice somebody say something.

GWEN
You're a good cop, Dad. You put
that badge on because you know if
you don't, someone who shouldn't
will. But you have to understand:
this mask is *my* badge. And I'm
trying to be good too. I was trying
so hard to wear this thing the way
you would want and... I didn't.

He's stopped in the doorway. Wheels turning.

She drops her mask.

GWEN (CONT'D)
I can do all these things but I
can't help the people I love the
most. And they can only know half
of who I am. So I'm completely on
my own.

GWEN (CONT'D)

I don't even know what the right thing is anymore. I don't know what I'm supposed to do. But I know I can't lose one more friend.

GEORGE

Gwen, I always taught you to do it by the book --

GWEN

Yeah and how did that work out?

GEORGE

I took an oath.

GWEN

Then arrest me, Dad. Get it over with.

GEORGE

I can't.

GWEN

Why not?

GEORGE

Because I quit.

GWEN

When?

GEORGE

About halfway through your big speech.

She looks up...

GWEN

Wait a minute you're -- not gonna be captain? That means...

GEORGE

My job, being captain, this whole thing doesn't matter anymore.

It's so simple, really.

GEORGE (CONT'D)

You're the best thing I've ever done.

What else do you need?

Gwen *thwips* him towards her for a BIG HUG. He embraces all of her as she digs her face into this big lovable galoot...

GWEN
(joking through tears)
It was a good speech, huh?

GEORGE
No wonder you got an A in English.

GWEN
I got a B+. Missed a few classes...

George walks over to the bookshelf.

GEORGE
I don't know what it is what you got to do, but I think this thing is supposed to help.

He holds up a package that is CLEARLY from Hobie.

GEORGE (CONT'D)
The guy who left it was a real piece of work.

INSIDE is a PUNKY HOME-MADE WATCH and a note:

"In case it don't work out - Hobie"

Gwen fiddles with the watch... WOMP. A WILD PORTAL overtakes the room. *Poor George.*

GWEN
I'll be right back. Promise.

She pulls down her mask and with a big WOMP she disappears into the portal. After she's gone:

GEORGE
Parenting... is a big ass mystery.

MILES - SCRAMBLING OVER ROOFTOPS

trying to stay hidden in these unusually *dark* shadows.

So much just happened -- he's devastated by everything Miguel just told him, his psyche as SHREDDED as his COSTUME.

As he swings, he can barely stay ahead of the monumental voices in his head...

MIGUEL (V.O.)

You're a mistake! If you hadn't been bit, your Peter Parker would have lived and none of this would've happened.

HAM (V.O.)

Miles, the hardest thing about this job is you can't always save everybody.

SPOT (V.O.)

I'll make you pay for everything you took away from me.

MIGUEL (V.O.)

... saving one person and saving an entire world. Every world.

MILES (V.O.)

I can do both! Spider-Man always --

PETER (V.O.)

Not always.

RIO (V.O.)

Whatever you're gonna do out there, don't get lost.

PETER (V.O.)

Bad things are gonna happen.

GWEN (V.O.)

I didn't know... how to tell you.

MIGUEL (V.O.)

You're not supposed to be Spider-Man!

His fears flow out behind him as he runs like hell from his demons. Closing in. So. Many. Demons. **TWHIP--**

Miles **BURSTS** out into the open. Putting aside these pernicious thoughts and focusing on the one voice that matters right now:

AARON (V.O.)

Just keep going.

Miles swings through the rain, defiant, confident, just as --

HHHOOOONKKKKKK! -- Miles is HIT by a truck.

EXT. BROOKLYN ROOFTOP (EARTH-1610) - NIGHT

Miguel's SPIDER-SENSE goes off! He races to the edge of the building and peers into an empty alley --

MIGUEL
(into watch)
Did you check your locations?

SPLIT-SCREEN with Ben and Jess:

BEN
Yes, dad.

JESS
No sign of him.

MIGUEL
LYLA, send everyone out. Anywhere.
Anywhere he might be!

EXT. POLICE STATION (EARTH-1610) - SAME

Jeff walks out of the police station.

GUTIERREZ
Congrats, Captain!

JEFF
"Captain?" You can't call me that
until I'm sworn in, you know that.

GUTIERREZ
We're all proud of you!

Jeff gets in the car and drives off. Around the corner, Jess revs up her bike and follows.

EXT. MORALES APARTMENT (EARTH-1610) - SAME

Ben patrols the roof opposite Miles' bedroom, crouching in his iconic rooftop pose.

BEN
Perfect pose...

-- a strange flash of light in the corner --

BEN (CONT'D)
HUH?!? Possible disturbance in the
alley. Better go check it out.

He swings over to an OPEN PORTAL. There's no one in sight...
 ... but that doesn't stop him from Bensplaining *everything*:

BEN (CONT'D)

Now I'm here in the alley. There's something unusual happening. Looking at the walls, those are normal. But there's something in front of me AAAUGHNOOO--

Webs HOG-TIE him, rip off his watch, and sling him into the portal. Now all that's left in the alleyway is...

GWEN. She grabs Ben's watch out of the air and crushes it with her bare hand.

MILES

breathless, slipping, he makes a final desperate swing through the rain, through a window, and into, *finally*

HIS BEDROOM

Where he pulls off his mask and EXHALES. A little SMILE:

MILES

I made it... I'm home.

RIO

Miles?

Miles *TWHIPS* A JACKET over and zips it over his suit right as RIO walks in. She looks... harried. More brusque than usual.

RIO (CONT'D)

Is now a bad time?

MILES

Am I too late?!

RIO

What did you do to your hair?

MILES

Are you guys okay? Tell me you're okay!

RIO

I'm okay.

He hugs her so hard.

MILES

You were right. You were right
about everything.

RIO

Of course I'm right, I'm always
right. What am I right about?

MILES

I saw all these amazing places, and
met all these amazing people. But --

RIO

¿Qué te pasa, mijo?

MILES

But they didn't want me. But I kept
thinking about what you said. I let
em have it, mom. I beat 'em all. I
know how strong I am now. I'm
strong because of you. And dad.

RIO

Ay, 'dito...

MILES

Mom, there's something coming for
us. Something terrible.

RIO

Miles, you're talking crazy. What's
going on?

MILES

His name is Spot. He's my nemesis.
And I'm gonna stop him.

The hell is this kid talking about?

MILES (CONT'D)

I know you know I've been lying to
you. It's because I thought if you
knew, you wouldn't love me the
same. Then I went out there... and
now, I'm not afraid of anything.

RIO

(neither is she)
What do you want to tell me?

MILES

You gotta promise nothing's gonna
change.

RIO
 Papa I will always love you. I
 don't care what you say. *¿Me
 entiendes?*

Big breath.

MILES
 Mom... I'm Spider-Man.

He unzips the jacket to reveal his spider-suit underneath.
 He's waited so long to say it it's almost... anticlimactic?

RIO
 Who's Spider-Man?

Uh.

MILES
 The superhero? He got bit by a
 spider? It gave him spider-powers?
 He's me?

RIO
 Is this like where you dress up
 like your favorite character? For
 like what's it called? Comics-con?

MILES
 I don't know what that is --

RIO
 You really had me going there.
 Spider-Man! *Imagínate.*

GWEN

looks down below to see Jeff pulling up to the street below.
 He gets out of the police car...

MILES

RIO (CONT'D)
 Why don't you have eight arms? Do
 you push silk out of your *culito*?

MILES
 I had a nightmare about that once
 but no --

RIO
 Are you sure you woke up?

GWEN

opens the window to Miles' room and climbs onto the ceiling. The room is EMPTY. The rain has *stopped*.

MILES

Wherever he is -- *it's still raining*.

He follows Rio into the hallway. There's a gnawing feeling at the back of his head -- *something's off...*

MILES

Mom! Stop playing around. This is serious! Dad worked with Spider-Man. He didn't realize Spider-Man was me at the time but -- ugh, I wish dad was here to explain this.

RIO

Miles, please. I got you to take care of, I got me to take care of... so help me out.

MILES

Mom hold on. I need to talk to you--

BBBZZZZZZZZZZZZZZTTTTT!!!! MILES GLITCHES.

MILES (V.O.)

Oh no.

GWEN

Gwen's spider-sense goes OFF.

If it isn't clear by now... Miles isn't here because...

GWEN (V.O.)

He's in the wrong universe.

MILES

Eyes WIDE with understanding. A series of FLASHBACKS blaze through his mind:

MIGUEL (FLASHBACK)

The spider that gave you your powers wasn't from your dimension.

- Ohnn writing **42** on a spider's back.

DOC OCK (FLASHBACK)

42.

- Memories of Spider **42** biting Miles.

DR. OHNN
Its home dimension.

- The Go Home Machine locks onto his dimensional I.D. - **42.**

GO HOME MACHINE
Dimensional signature identified.

- Miles in the chamber of the Go Home Machine.

MILES (V.O.)
That machine...
...didn't send me home.

A doorknob rustling. The door opens. And in walks

UNCLE AARON -- one version of him, anyway -- *alive as hell.*

AARON
 Hey.

Yeah. Welcome to **EARTH-42.**

Aaron holds out a handshake... but Miles pulls him in tight.

AARON (CONT'D)
 Whoah! Okay. Alright then.

MILES
 I missed you so much.

AARON
 Whoa, you took your braids out?
 On purpose?

MILES
 Uh... I'm still getting used to it?

Aaron hands Rio an ENVELOPE OF CASH.

RIO
 They gave me more hours at the
 hospital so next month I swear I'll
 pay you back.

AARON
 Stop, stop. C'mon, we're family...

ON EARTH-1610

GWEN overhears Jeff walk through the front door.

RIO
 Hey hun, how you doing?

JEFF
Hey, how'd it go with Miles?

RIO
Well, y'know how you grounded him?
(Jeff nods)
I ungrounded him.

JEFF
You what?

RIO
A little. I mean, how much trouble
can he get into?

JEFF
A lot of trouble!

ON EARTH-42

Rio puts a grocery list on **MILES'** forehead.

RIO
Oh, Miles! I have to work an
overnight tonight. Here's the
grocery list.

Aaron takes the Post-It off Miles and leads him out.

AARON
(chuckling)
I'll make sure he gets these done.
(to Miles, all business)
Alright, we gotta roll.

Miles trails Aaron out the front door and up the STAIRWELL.

AARON (CONT'D)
Security switches out at six,
that's the window, right?

MILES
Right. Yeah, I'm following you and
what... you are... saying.

Miles GLITCHES. Aaron looks back as Miles recovers.

AARON
You alright?

MILES
I... have a cold.

Aaron pushes through the emergency exit and onto the

ROOFTOP

The same one the party was on, but it doesn't look like anyone's had a party up here... ever.

AARON

Hey you sure you got the plan?

MILES

Uh... yeah. But maybe we should go over it one more time just to make sure there's no... problems.

Miles peers out at the skyline. It's TOTALLY UNFAMILIAR. Full of shanties and shuttered buildings. Sirens. Fires. POLICE helicopters with their roving spotlights.

MILES (CONT'D)

(realizing)

There's no Spider-Man here...

Miles stops, taken aback by a MURAL. In his world, it was a memorial he painted of Aaron. But here... it's a memorial to

Captain Jeff Morales. Husband, Hero, Father. Rest in Power.

Aaron clocks Miles' shock, but a TEXT MESSAGE distracts him. He reads it, eyes narrowing, then turns his gaze to Miles...

Miles' spider-sense goes HAYWIRE as a MASKED FIGURE flies at him and COLD-COCKS HIM against the gritty tar-paper roof.

EARTH-1610

Gwen's SPIDER-SENSE is on fire. Reacting somehow to Miles'.

RIO AND JEFF just outside the door.

JEFF (O.S.)

I'm sorry baby, but you did unilaterally unground him.

RIO (O.S.)

Jeff. *Tranquilo.*

JEFF (O.S.)

I just worry about him getting mixed up with the wrong people.

OUT IN THE LIVING ROOM

JEFF (CONT'D)

This is probably that girl. What is he even thinking being with her?

RIO

I have some ideas.

JEFF

Baby, you're really not helping.

RIO

You saw the way he lit up around her! I just hope she doesn't get him hurt.

GWEN winces.

JEFF (O.S.)

I mean, am I responsible for this? Maybe it's all my fault.

RIO

C'mon Papa, you're a great dad! This is hard.

JEFF

This is *hard*, we got a whole new kid who just wants to grow up so fast. And maybe... we gotta grow up too.

RIO

A little bit.

JEFF

Maybe we just... *gotta let him spread his wings, man.*

Jeff stretches his arms out - he looks as silly as Miles did.

RIO

... man?

GWEN (O.S.)

It's not your fault --

Gwen faces them. Miles' empty room behind her.

GWEN (CONT'D)

It's mine.

JEFF

Aw, come on, what the heck are you doing here?

GWEN

Oh, his window was open so I came in, because that's normal to do.

JEFF

I want to talk to your parents!

GWEN

Right, my dad's kinda hard to get on the horn...

JEFF

Oh really? What does he do? DEAL DRUGS?

GWEN

He's a cop.

JEFF

Statement withdrawn.
(saving face?)
I'm gonna call the station.

GWEN

I don't think he's there... or anywhere around here.

JEFF

Well that's his jacket, emo.
Where's Miles?

GWEN

I don't know.

RIO

YOU DON'T KNOW?! What do you mean you don't know?!

GWEN

Yeah um, I'll leave.

RIO

Where do you think you're going, young lady?

GWEN

I'm going to find him.

ON JESS

watching Gwen ON HER WATCH from the street below...

GWEN (CONT'D)
*I don't know where exactly, but I
 know where to start.*

BACK UPSTAIRS

Rio and Jeff hang on Gwen's words:

GWEN (CONT'D)
 One thing I learned from Miles...
 it's all possible.

She loves the right things about him, at least.

GWEN (CONT'D)
 He loves you more than you could
 ever imagine. I've seen it.

She has. They know it.

RIO
 If you do find him... tell him five
months.
 (softening)
 And tell him we love him.

GWEN
 You got it.

ON THE ROOF - MOMENTS LATER

Gwen boots up Hobie's makeshift watch -- **Destination: E-616B.**
 Jess watches from below as Gwen PORTALS AWAY.

INT. AARON'S APARTMENT (EARTH-42) - NIGHT

Eyes open.

glimpses - Lucky cat. A MOTORCYCLE. Prowler TECH.

Miles is TIED to a HEAVY BAG -- like Peter once was.

MILES
 (groggy)
 Uncle Aaron...

Miles GLITCHES.

Nearby, Aaron activates a WINCH, lifting Miles off of the ground. He tries a venom strike, but his hands are covered in RUBBER KITCHEN GLOVES. Miles is helpless as Aaron CLOSES on him --

MILES (CONT'D)

You don't understand. I'm not from here. The machine sent me here by mistake wait wait wait Uncle Aaron!

Aaron walks PAST the bag and puts on a RECORD.

MILES (CONT'D)

Uncle Aaron, just hear me out--

Nope. He pushes up the faders. LOUDER.

MILES (CONT'D)

I was bit by a spider that gave me powers. It was't supposed to bite me, it was supposed to bite someone else. Someone from here. I don't belong here. I need to go home. Or my dad - your brother- is going to die. I have an Uncle Aaron too -- I *had* one. He was a bad guy called the Prowler, he looked out for me. He did a lot of bad things but -- I knew he wanted to be good. He just didn't know he had a choice, but you do. You can be a good guy.

AARON

(a small gallows chuckle)
A "good guy?"

MILES

Please, trust me. I know you don't want to be the Prowler--

Aaron LEVELS the punching bag with PROWLER'S GAUNTLET.

Miles swings back into frame. Shaken, but unhurt.

AARON

I'm not...

Aaron turns Miles to face a FIGURE in the rafters. A digital MASK flickers to life... and **THE PROWLER** drops to the floor.

Aaron tosses the gauntlet. The Prowler catches it, puts it on in stride.

PROWLER

Your dad is still alive?

MILES

What?

PROWLER
Your father. You said he's still
alive.

MILES
Yeah.

PROWLER
Oh.

MILES
Who are you?

He *unmasks...*

Meet the hardened, braided **MILES G. MORALES of EARTH-42.**

PROWLER
I'm Miles Morales. But you? You can
call me the Prowler.

MILES
If I don't get home, our dad is
going to die.

PROWLER
Your dad.

MILES
Please. You have to let me go.

PROWLER
Why would I do that?

As he rests his glove against Miles' face...

RIO AND JEFF worry at a window. A DARK CLOUD forming...

SPOT returns to Earth-1610. Rising from the collider
wreckage, pulsing with untold power...

PETER dozes under a book every parent should read: "How To
Talk So Kids Will Listen & Listen So Kids Will Talk." He
snorts awake to find Mayday bouncing and pointing outside at

GWEN vibrating in front of a punk portal. Peter smiles.

PETER
Don't tell Mom.

Mayday pulls down her little spider mask.

GWEN (V.O.)
*I never found the right band to
join. So I started my own.*

A TEAM folds in. Pavitr, Hobie, Margo... Peni, Ham, Noir.

GWEN (V.O.)
... with a few old friends.

They leap into an open punk-portal, off to find

MILES who tears a hole in the finger of that rubber glove.

A spark.

GWEN looks right at us...

GWEN (V.O.)
You want in?

... and takes the leap.