

# **Shazam!**

## **The Power Within**

An original film featuring the characters and settings

owned by DC Comics

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FADE IN:

INT. C.C. BINDER ELEMENTARY SCHOOL - CLASSROOM - AFTERNOON

MRS. TOWNSEND is sitting at her desk in her deserted classroom, typing on her computer.

After a moment, BILLY BATSON (10) appears in the doorway. He hesitantly knocks on the doorframe.

Mrs. Townsend looks up from what she's doing and greets him with a smile.

MRS. TOWNSEND

Billy, hi.

BILLY

Um... Hi, Mrs. Townsend. You, uh... You said you said you wanted to talk to me after school, so... here I am.

MRS. TOWNSEND

Yes, I did. Please-

She beckons Billy to come over. Billy approaches her desk, looking a little nervous.

Mrs. Townsend sighs and interlaces her hands.

MRS. TOWNSEND

You were late again this morning, Billy.

Billy looks shamefaced.

BILLY

... I know, Ma'am.

MRS. TOWNSEND

That's twice this week, and six times this month.

BILLY

Yes, Ma'am.

MRS. TOWNSEND

If this keeps up, you're going to  
fall behind. Is that what you want?

Billy fervently shakes his head.

BILLY

No, Ma'am; not at all.

Mrs. Townsend stares for a moment before frowning concernedly.

MRS. TOWNSEND

Billy, is there something you're not  
telling me?

Billy looks a little scared.

BILLY

What do you mean, Mrs. Townsend?

MRS. TOWNSEND

I mean that ever since the new school  
year began, you've been coming in  
late, you don't pay attention as much,  
and when that school bell rings, you  
can't get out of here fast enough.

BILLY

Uh... I...

MRS. TOWNSEND

Is everything going alright for you  
at the Boy's Home? They're treating  
you well?

There is an awkward pause.

BILLY

They're treating me just fine, Ma'am.  
Honest.

MRS. TOWNSEND

I know these last couple of years  
haven't been easy for you, with your  
parents' passing...

Billy swallows and averts his gaze a little.

BILLY

No... They haven't.

MRS. TOWNSEND

You know, it wouldn't hurt for you to get involved in an extracurricular activity... meet some other students, make some new friends...?

Billy shrugs and nods.

A beat.

MRS. TOWNSEND (CONT'D)

Billy, I'm sorry; I don't mean to meddle; I'm just a little concerned. You're a good kid, and if something was wrong, I would want you to tell me so I could try and make things better.

BILLY

I know, Ma'am... But everything's fine; I promise I'll try not to be late for school anymore, and... and I'll pay attention in class; honest!

There is a very tense pause. Mrs. Townsend raises an eyebrow skeptically.

Billy smiles, hopeful.

MRS. TOWNSEND

(resigned)

Okay. I just wanted to check and make sure you were alright. Have a nice week-

Billy does not wait for her to finish. He turns and dashes off.

BILLY

(running out the door)

Thanks! You too!

Mrs. Townsend shakes her head, her eyes narrowing suspiciously.

MRS. TOWNSEND

What are you hiding, Billy Batson?

EXT. C.C. BINDER MIDDLE SCHOOL - BACK ENTRANCE

Billy exits the building. He furtively glances around to ensure he is alone, and then takes refuge behind some trees.

Billy casts one last glance, then balls his hands into fists and extends his arms to his sides. He closes his eyes.

BILLY

Shazam!

KAPOW! A lightning bolt of the purest white comes down from the heavens and STRIKES Billy, obscuring him in a flash of light and cloud of white smoke.

Finally, the smoke clears. Billy has transformed into CAPTAIN MARVEL (early 30s), a tall, muscular and older superhero. He is in his scarlet costume with white half-cape and gold boots.

Captain Marvel takes a moment to observe the changes and smiles thoughtfully to himself.

CAPTAIN MARVEL

Doesn't get much more extracurricular  
than *this*...

With a leap, he SOARS upward into the sky.

TITLE SCREEN: "Shazam! The Power Within"

MONTAGE: OPENING CREDITS

- A) A newspaper story: "Fawcett City Welcomes Newest Superhero!"
- B) Captain Marvel gives an interview on a radio show.
- C) A newspaper story: "Captain Marvel aids stalled bus!"
- D) Magazine Cover: "Poison Ivy 'Drops Her Foliage' for Exclusive Shoot!"

END MONTAGE

DISSOLVE TO:

EST. FAWCETT CITY SKYLINE - NIGHT

The bright lights of the city are a stark contrast to the pitch black darkness of the hour.

EXT. FAWCETT CITY - ROOFTOP - NIGHT

Captain Marvel swoops in for a perfect landing on top of the roof. He dusts off his hands, chuckling to himself.

CAPTAIN MARVEL

Whew! What a night... Prevented a pileup on the highway, rescued two lost kids, carried a fire truck three miles over rush-hour traffic to get to a burning building...

He catches sight of an old clock tower in the distance.

CAPTAIN MARVEL

And it's not even nine o'clock, yet!

Smiling triumphantly, Captain Marvel walks toward the edge of the building and gazes down at the city below.

CAPTAIN MARVEL

What a great city!

VOICE (O.S.)

It's boring.

Captain Marvel spins around at the voice.

From behind a large air conditioning unit, BLACK CANARY steps out. She is a slender, graceful bombshell in her trademark crime fighting outfit.

She regards Captain Marvel with a haughty look and a raised eyebrow.

BLACK CANARY

Evening, Captain.

Captain Marvel is dumbstruck. He is so excited to meet a fellow hero that he looks like a kid meeting a famous celebrity.

CAPTAIN MARVEL

Holy moly, you... You're Black Canary!  
I've seen you on TV!

BLACK CANARY

I guess my reputation precedes me.

CAPTAIN MARVEL

Yeah, you and the Huntress were fighting all those guys who had escaped from Stonegate Penitentiary; you... you two were like-

Captain Marvel does some shadowboxing. Black Canary rolls her eyes.

BLACK CANARY

Marvel-

CAPTAIN MARVEL

Bam! Pow! You were just knocking them down, one after the other; and then- and then there was this group of what, twenty prisoners?

BLACK CANARY

(stern)

Marvel-

Black Canary keeps trying to interrupt Captain Marvel's monologue, to no avail.

CAPTAIN MARVEL

Yeah, like twenty or thirty prisoners had all surrounded you and then started moving toward you. I was scared out of my wits, but then you like, did that- that- high-pitched scream and knocked them all back like... like...

Black Canary has had enough. She takes a deep breath, and lets loose a SONIC CANARY CRY. The high-pitched cry jumbles some bricks and throws Captain Marvel back several feet into the air conditioning unit.

Black Canary clears her throat.

BLACK CANARY

Relax, Marvel; you'll wet your tights.

She moves past him to gaze at the city herself.

Captain Marvel rights himself, a little dazed.

CAPTAIN MARVEL

(to himself)

And I thought Mrs. Townsend was loud.

Meanwhile, Black Canary is looking down at the city with contempt.

CAPTAIN MARVEL

... So, um... what are you doing here in Fawcett City? It's kind of far from Gotham. Heh... I'm not looking for a sidekick just yet.

BLACK CANARY

Don't flatter yourself, Marvel. I'm here on official business.

She takes out a smartphone from her coat pocket and hands it out to him. Captain Marvel walks over to her and takes it.

He uses the touchscreen to flip through the pictures.

BLACK CANARY

Rudy Jones, AKA: The Parasite. A custodian-turned-criminal after he took an unplanned dip in some unstable chemicals he'd been paid to dump into the Metropolis River.

CAPTAIN MARVEL

He's purple.



A beat.

BLACK CANARY

*Those chemicals...* played musical chairs with his DNA. He needs to constantly infuse himself with energy now in order to keep his molecular structure stable.

CAPTAIN MARVEL

Energy? You mean... like electricity?

BLACK CANARY

(grave)

I mean like the energy in a living body.

CAPTAIN MARVEL

People?

BLACK CANARY

Yes. When he absorbs a person's energy, he also takes their strength, knowledge, memories and, in the case of metahumans, their special abilities. Batgirl picked up his trail and her sources indicated he was heading west.

Captain Marvel hands back the smartphone.

CAPTAIN MARVEL

But how can you be sure he's in the city?

BLACK CANARY

Densely populated areas, where a few dozen vagrants could go missing without anyone bothering to keep track... it'd be like a smorgasbord for him. Fawcett City is the largest urban area in about a three hundred mile radius, and it's almost a straight shot from Metropolis.

CAPTAIN MARVEL

Well, what can I do to help?

Black Canary raises her eyebrows.

BLACK CANARY

You can stay out of my way. The only reason I just briefed you on the situation is because I don't want to endure several hours of you bugging me for the details like some giddy little fanboy.

CAPTAIN MARVEL

But... But I can be your extra set of eyes! I mean, this guy sounds dangerous; we should be out looking for him together!

Black Canary jabs her index finger at Captain Marvel's chest.

BLACK CANARY

You don't "look" for a mutated criminal on the run, genius! You figure out where he is, wait for him to make a move, and then take him down before he can make a second one!

CAPTAIN MARVEL

... Oh.

BLACK CANARY

Now, if you don't mind, most cities have a one costumed crimefighter per rooftop policy, and I was here first, so...

Black Canary walks around Captain Marvel to return to her hiding spot.

CAPTAIN MARVEL

Wait!

Black Canary turns back to him, utterly exasperated.

BLACK CANARY

What?

Captain Marvel fidgets a little.

CAPTAIN MARVEL

Well, I... I've never met another crimefighter, before, and... and I'd really like to hear about all of your adventures and stuff. Like you said, if you just want to wait until this Parasite guy makes a move... I mean, the city's pretty quiet right now, and I know a really great diner just north of here. Open twenty-four hours a day, and they have the best root beer floats in the state! You could kill two birds with one stone!

Black Canary gives him a look.

CAPTAIN MARVEL

... Oh! Um... Pardon the expression.

BLACK CANARY

Well golly gee, I would just love to share a good old root beer float with you like we're a couple of sock-hopping teenyboppers, but I have a mission to focus on. A lot of people are depending on me, and I'm not going to waste my time regaling some guy with my previous near-death experiences for his own entertainment.

Captain Marvel looks hurt, but tries not to show it.

CAPTAIN MARVEL

Oh... Okay, well... maybe another time?

BLACK CANARY

How about a week from never?

Black Canary walks back around the air conditioning unit.  
Captain Marvel looks absolutely crestfallen.

Black Canary returns to her post and tries to maintain watch,  
but she is distracted.

She darts her eyes back toward Captain Marvel, her conscience  
clearly annoying her.

After a while, she tentatively peers around to see Captain  
Marvel still sulking.

The conflict battles across her face as she agonizes over what  
to do.

Meanwhile, Captain Marvel is perched on the edge of the roof,  
about ready to take off. Just as he is about to leap up...

BLACK CANARY (O.S.)

Marvel?

Captain Marvel stumbles as he quickly turns around to face her.

Black Canary leans against the unit, arms crossed and  
downheartedly resigned.

BLACK CANARY

How's the coffee?

EXT. DINER - NIGHT

The occasional car passes along the street past the lit up  
diner.

BLACK CANARY (V.O.)

Okay, let me see if I got this...

INT. DINER - CONTINUOUS

Captain Marvel and Black Canary share a booth on the far wall.  
There are no other patrons at this late hour.

Black Canary is drinking black coffee, while Captain Marvel  
nurses a root beer float.

Black Canary has scrawled "SHAZAM" onto a napkin in front of her  
and is pointing to each letter with the tip of a pen.

BLACK CANARY  
The Wisdom of Solomon...

Captain Marvel eagerly nods and grins.

BLACK CANARY  
The strength of Hercules...

CAPTAIN MARVEL  
Right...

BLACK CANARY  
The stamina of...

She bites her lip in thought.

CAPTAIN MARVEL  
(hinting)  
He holds up the sky...

BLACK CANARY  
Atlas; right. The stamina of Atlas,  
the power of Zeus, the courage of  
Achilles, and the speed of... Mercury?

Captain Marvel nods, proudly.

BLACK CANARY  
Wow... I heard you were powerful, but  
I didn't know you had the powers of  
the *gods*.

CAPTAIN MARVEL  
Well, I don't want to brag or anything.

BLACK CANARY  
You know, I'll bet you could go toe to  
toe with Superman himself.

Captain Marvel looks shocked for a moment, before shaking his  
head in embarrassment.

CAPTAIN MARVEL  
Oh, no... No, I could never fight him!  
Let alone expect to win!

BLACK CANARY

You're pretty modest for a guy in red tights and gold booties...

Captain Marvel shrugs, embarrassed.

BLACK CANARY

And what's up with the cape? It's lopsided; I don't get that.

CAPTAIN MARVEL

I didn't choose the costume; it just came with the powers.

BLACK CANARY

And how long have you been using these powers?

CAPTAIN MARVEL

About six months, now. It was kind of hard at first, getting used to them. But I feel like they're instinctive, now. Like, they're really a part of me.

BLACK CANARY

(not impressed)

Uh-huh... So, I don't understand; this wizard just... gave you these abilities?

CAPTAIN MARVEL

No, no, he said that I was worthy to receive them because I was pure of heart. He chose me to be the world's next "champion."

Black Canary raises an eyebrow.

BLACK CANARY

Did he, now?

CAPTAIN MARVEL

Yeah... He also said he needed to redeem himself.

BLACK CANARY  
Redeem himself for what?

CAPTAIN MARVEL  
I didn't ask. It seemed like a  
sensitive subject.

Black Canary holds up the napkin.

BLACK CANARY  
Alright, and so just by speaking the  
wizard's name, you call down a  
lightning bolt that changes you from...  
whoever you are out of costume into...  
this?

CAPTAIN MARVEL  
Basically.

Black Canary sets down the napkin, looking pensive.

BLACK CANARY  
So, I guess you're not ready to go  
public with your secret identity,  
yet, huh?

CAPTAIN MARVEL  
No, I think it's a little too soon  
for that.

BLACK CANARY  
Don't want that kind of attention,  
huh?

Captain Marvel shakes his head.

BLACK CANARY  
Yeah, and once you go public, you  
can kiss your civilian life goodbye.  
Believe me, I know.

He nods. They sit in silence for a bit.

CAPTAIN MARVEL

So how do you do that "sonic scream,"  
anyway?

BLACK CANARY

(shrugs)

It's a metahuman ability I was born  
with. Once I perfected it, the whole  
Canary shtick just sort of fell into  
place.

CAPTAIN MARVEL

Could that scream shatter glass?

BLACK CANARY

(deadpan)

That scream could tear the sheet  
metal off a city bus.

Stunned silence.

CAPTAIN MARVEL

... Well, who taught you how to  
fight like that?

BLACK CANARY

(enigmatically)

A friend.

Captain Marvel exhales and shakes his head.

CAPTAIN MARVEL

Some friend... I never saw anyone do  
that; you're amazing!

Black Canary looks strangely annoyed by the compliment. She  
eyes Captain Marvel almost suspiciously.

BLACK CANARY

Thanks... you seem to be doing well  
enough. I actually saw you on the  
news last month. I think you saved  
an out-of-control helicopter...?



CAPTAIN MARVEL

Oh yeah, that was so cool! Did you read the article they published online?

(à la news announcer)

"A new 'captain' took to the skies this afternoon..."

He laughs at the memory. Black Canary smiles patronizingly.

BLACK CANARY

You like being a hero, don't you?

Captain Marvel smiles and nods enthusiastically.

CAPTAIN MARVEL

My whole life I've idolized you guys, and now I actually get to be one of you guys! It's like a dream come true!

BLACK CANARY

Yeah, I kind of had you pegged as a hero-worshipper.

CAPTAIN MARVEL

I guess you could call me that. I always used to see on TV, all those fights in Metropolis or Gotham City... In fact... holy moly, I once saw on the news... um, Superman-

Captain Marvel grabs a packet of Sweet N' Low from the dispenser and holds it upright in front of him.

CAPTAIN MARVEL (CONT'D)

Okay, Superman was flying over Metropolis, and-

BLACK CANARY

(raising a hand)

Excuse me; you're using a pink packet of sugar substitute to represent the Man of Steel?

CAPTAIN MARVEL

Uh...

He puts the Sweet N' Low back, ashamed.

CAPTAIN MARVEL

Good point. Here we go...

He takes the table's saltshaker instead.

CAPTAIN MARVEL (CONT'D)

So, Superman is flying over Metropolis,  
and he sees Volcana. She-... You  
know who Volcana is, don't you?

Black Canary nods and motions for him to just get on with it.

CAPTAIN MARVEL

So, Superman swoops in to fight her...

He looks at the condiments for a representation. He picks up a  
packet of HOT SAUCE.

He tries to play out the events described with the items.

CAPTAIN MARVEL

Volcana's burned an entire city block,  
right? And now she's got Superman  
trapped in this vortex of fire and  
Superman's got to stop her before any  
civilians get hurt. So, he uses his  
cold breath to blow out the flames-

To demonstrate, he blows out a gust of breath onto the table;  
Black Canary grimaces as some salt gets in her eye.

CAPTAIN MARVEL

So, when Volcana swoops back in to  
take another shot at him, Superman  
claps his hands together and sends  
out a shock wave that puts out the  
flames and sends Volcana soaring  
through the air-

Black Canary finally SLAMS her hand down on the table.

BLACK CANARY

Marvel!

She irritably snatches the packet away from him.

BLACK CANARY (CONT'D)

Will you knock it off!? Act like  
an adult!

Captain Marvel smiles in embarrassment. At that moment, the  
WAITRESS (female, 20s) arrives.

WAITRESS

We still doing okay?

Caught off guard, Black Canary slips the packet into her breast  
pocket.

BLACK CANARY

Yes, thank you.

WAITRESS

Let me know if you need anything else.

CAPTAIN MARVEL

Will do.

WAITRESS

Thanks, Captain.

(turning to leave)

I like the cape, by the way!

Captain Marvel blushes and gives a corny little salute. He then  
gives Black Canary a "told you so" look.

BLACK CANARY

(muttering)

I still think the cape is weird...

CAPTAIN MARVEL

But anyway, it's so cool, doing what  
we do. We're not just heroes, we're  
symbols. Symbols for the greater good.  
The good that exists deep down inside  
of everybody.

BLACK CANARY

(cynical)

I don't know if I'd go that far...

CAPTAIN MARVEL

Hey, good always beats evil, so we're on the winning team, right?

Black Canary doesn't respond.

CAPTAIN MARVEL

It's so great, knowing that there are people like us protecting those who can't protect themselves.

BLACK CANARY

(sipping coffee)

Mmm.

CAPTAIN MARVEL

It's easy, too.

Black Canary immediately locks eyes with Captain Marvel, a little disquieted.

BLACK CANARY

Easy?

CAPTAIN MARVEL

(innocently; shrugging)

Sure.

A pause follows as Black Canary comprehends what she's just heard.

BLACK CANARY

You know... in all the years that I've been doing this job... I've never heard anyone call it "easy."

Captain Marvel picks up on her more agitated demeanor.

CAPTAIN MARVEL

Well... You know what I mean-

BLACK CANARY

No, I don't.

She SLAMS down her coffee mug, seriously annoyed.

BLACK CANARY

Enlighten me. Some of us don't have the Wisdom of Solomon.

Captain Marvel hesitates, unsure how to proceed.

CAPTAIN MARVEL

... All I mean is that we see what's wrong with our society and we work to fix it. That's all. We... stop the bad guys and justice prevails. The concept; it's... it's easy.

Black Canary coldly interlaces her fingers and leans in a little.

BLACK CANARY

You know, about three weeks ago I rescued an eleven year-old girl who was being held hostage by her father's rival criminal organization. I fought my way in, took down ten armed men and saved her despite a bullet having grazed my arm. Does that sound "easy" to you?

CAPTAIN MARVEL

... No... But-

BLACK CANARY

Jervis Tetch, The Mad Hatter, once used his mind-control technology on my friend Huntress and sent her to kill the mayor of Gotham City. And the Huntress, she's as good a fighter as I am. I had to *beat her into unconsciousness* in order to free her. You think *that's* easy, having to fight your own friend?!

CAPTAIN MARVEL

No, of course not-

BLACK CANARY

I've stopped a lot of "bad guys" and saved plenty of lives since I became Black Canary, but at a price! I routinely get threatened, I've pulled away from my family, I've come close to being killed more times than I'd care to remember and I've had to make sacrifices time and time again!

CAPTAIN MARVEL

(sensing trouble)

Hey, hey, Canary, I didn't mean it like that... Come on, I'm like you; we're on the same side.

He's crossed the line. Black Canary gives him her iciest glare.

BLACK CANARY

(barely controlled)

Like me? Have you broken up an attempted robbery? Saved a woman and her child from being killed? Fought an actual supervillain; the counterpart to a so-called superhero?

Captain Marvel lets his gaze sink to the table.

BLACK CANARY

Tell me, *Captain*, have you actually fought *any* of the evil that the wizard who gave you your powers told you to fight *against*?

No response.

BLACK CANARY

Let me tell you something: My mother was a police officer. Every night she put her life on the line protecting those who couldn't protect

BLACK CANARY (CONT'D)

themselves. No matter how bad things got, all she ever focused on was going back out there to try and make the city safer. One night...

Black Canary's voice breaks; she tries to blink back tears.

BLACK CANARY

One night she was shot by some punk who was robbing a car. By the time I got to the hospital, it was too late. She was one of the strongest women I ever knew, but she still didn't have the power to save her own life. But you... Hey, no big deal. Some wizard gives you- gives you... more power than anyone could ever imagine, and what do you do? You act like some cheery, naïve idiot who thinks that what I do is all fun and games! Well, guess what- I didn't become a crimefighter because I thought it would be *fun!* I didn't become a crimefighter because I thought it would be a *game!* I became a crimefighter because every time I close my eyes, I'm fourteen years old again, by my mother's hospital bed, squeezing her hand and *begging* her to wake up!

Captain Marvel tries to speak, but simply cannot find the right words.

BLACK CANARY

We may be on the same side... but you are *nothing* like me.

She abruptly gets up and leaves. Captain Marvel remains seated and silent, his eyes unfocused.

EXT. DINER - NIGHT

Black Canary exits the diner in a huff. She stops, casts one last look over her shoulder, then shakes her head and adjusts her jacket.

She walks down the street; a woman on a mission.

DISSOLVE TO:

EXT. SUBWAY TERMINAL - NIGHT

The abandoned subway terminal sits alone and decrepit with many cobwebs and rats. The scene is illuminated by an ethereal glow.

Captain Marvel flies into view, lands and casts a sad glance at his surroundings.

He closes his eyes.

CAPTAIN MARVEL

Shazam.

KAPOW! His magical lightning bolt is called down and strikes him. When the smoke clears, he is replaced by ten year-old Billy Batson.

Billy sighs and walks deeper into the abandoned terminal.

EXT. FAWCETT CITY - STREET - NIGHT

Black Canary marches down the sidewalk, her mind still somewhat preoccupied. From time to time she slows down and takes better notice of her surroundings, trying to remain covert.

Suddenly, Black Canary tenses up and stops.

A comatose MAN (50s) lies on the ground right in front of her. She drops to her knees and checks for a pulse.

After searching him over, Black Canary finds a business card in his shirt pocket. It reads:

Kerry Winston  
Winston Water Works  
1938 Beck Street



INT. LAIR OF SHAZAM - NIGHT

Billy stoically walks into the lair. He passes the statues symbolizing the Seven Deadly Enemies of Man.

Finally, he comes to an altar with two unlit torches on either side.

BILLY

Shazam!

FWOOSH! The torches light up. Billy shields himself from the sudden light.

After a moment, he lets his arms down just in time to see the ghost of the wizard SHAZAM (ancient, wizened) materialize in front of him.

SHAZAM

Billy Batson... It's good to see you again.

Billy clears his throat.

BILLY

Hi, Shazam. You uh... You said that I could call upon you whenever I needed your guidance.

SHAZAM

Is the Wisdom of Solomon not to your liking?

BILLY

I wanted to talk to you personally.

SHAZAM

Indeed... I sense you are troubled.

BILLY

Uh... well, I- I don't really know how to say this... I- I guess I... Um...

SHAZAM

Speak not with your mind, Billy Batson. Speak with your heart.

Billy stares for a few moments before closing his eyes and taking a deep breath.

He exhales, opens his eyes, and the words come to him:

BILLY

Shazam... when you first told me that I was the "Chosen One," I didn't think I could do what you were asking. You trusted me with a responsibility that I didn't think I was capable of.

SHAZAM

And now?

BILLY

Now... I still don't think I can do what you were asking. I still don't think I'm capable.

SHAZAM

Why is that?

BILLY

You asked me to fight against evil. And the truth is, I haven't. I've helped people, but I haven't fought against those that try to hurt them. It's not because I don't want to, it's because I'm afraid.

SHAZAM

Afraid of what?

BILLY

Fighting against evil... means making a lot of tough decisions. When you have power, and you make the wrong choice, people can get hurt, people can get killed... like my parents. I'm just a kid, Shazam. How can you trust me to use all that power the right way? What if I screw it up? What if I make a mistake?

The atmosphere is tense, but Shazam finally smiles and shakes his head.

SHAZAM

Mistakes are the portals of discovery,  
Billy Batson.

BILLY

... Did Solomon say that?

SHAZAM

James Joyce. I happened upon his  
works about a century ago.

Billy frowns in thought.

SHAZAM

Billy, I never said assuming the  
mantle of Captain Marvel would be  
easy. I did not choose you to become  
Earth's newest champion because I  
thought you would never make a  
mistake. To the contrary- and I do  
not mean to offend- I anticipated that  
you would make some occasional errors  
in judgment. As commonplace as the  
maxim may sound in your modern world..  
we all make mistakes. I've made them,  
myself. Some, more serious than others.

BILLY

But... what will happen if I don't use  
your powers the right way?

SHAZAM

What will happen if you do not use  
them at all?

Billy considers this.

BILLY

Speaking your name changes me into  
a hero... but I'm not sure if I know  
how to be one.

Shazam shakes his head.

SHAZAM

Speaking my name does not change you, Billy. It does bestow upon you qualities to use in your crusade against injustice: Strength, courage, speed... But your pureness of heart, your untarnished soul and your insurmountable desire to do what is right in any situation... that never changes. That is the true mark of a hero.

Billy looks at Shazam very seriously.

SHAZAM

That is why I chose you to be imbued with my powers. That is why I had faith in your ability to be your world's newest protector, and why I still do. That bolt of mystical energy is meant only for you. No one else.

Eternal seconds pass. Finally, Billy nods in understanding.

SHAZAM

Have faith, Billy Batson.  
(slowly and carefully)  
"Faith is the bird that feels the light and sings when the dawn is still dark."

Billy tilts his head questioningly.

SHAZAM

Rabindranath Tagore. Now... do you have any other questions for me?

BILLY

Yeah... Why's my cape off to one side?

Shazam smiles, as does Billy.

SHAZAM

Where is it written that a cape must  
be perfectly symmetrical?

Shazam chuckles softly as he fades away. The light is  
extinguished. Billy is left alone, pondering.

INT. WAREHOUSE - NIGHT

Black Canary stealthily opens the warehouse door and walks  
inside. She surveys the scene, looking for anything suspicious.

It is a large warehouse, filled with stacks and stacks of  
bottled water. A pile of water cooler drums is off to the side.

PARASITE (O.S.)

Looks like you got your feathers  
ruffled, Canary.

Black Canary tenses up and stops. She darts her eyes from side  
to side.

Parasite steps into view under the baleful glare of the  
florescent lights. His pictures do not do him justice. Clad in  
only a janitor's uniform, he is a mutated, purple monstrosity.

She assumes a fighting stance, like a cat waiting to pounce.

PARASITE

Your little club must be pretty  
desperate if they sent *you* to get me.

BLACK CANARY

I'm more than enough to handle you.

PARASITE

You sure you can handle an actual  
supervillain?

BLACK CANARY

You're not a supervillain, you're an  
accident. Just a sorry little loser  
who couldn't even dump some chemicals  
without screwing up.

She's hit a nerve. Parasite narrows his eyes.

BLACK CANARY

And now I'm taking you back to STAR Labs. Maybe they can find a cure for your condition.

PARASITE

And then what? Mop up prison floors the rest of my life? No dice, Tweety. I've got power, now... *real* power; I'm going to use it.

BLACK CANARY

To do what?

PARASITE

To make a name for myself. To finally be the one who makes the rules, instead of having to follow them. This city's got all the resources and networks I'll need. I'll start small at first; recruit a few thieves, a few cops who'll look the other way. But then I'll move on to stronger tools... supervillains with super powers who will do *everything* I tell them to!

BLACK CANARY

Why should they listen to you?

PARASITE

Because if they don't...

He snaps his fingers. Pure energy SPARKS are given off.

EXT. SUBWAY TERMINAL - NIGHT

Billy exits the terminal and walks back onto the street. He has his hands in his pockets, his brow furrowed in deep thought.

After a moment, he nods with determination.

EXT. FAWCETT CITY SKYLINE - CONTINUOUS

A white bolt of lightning comes down from the sky and strikes downward.

EXT. SUBWAY TERMINAL - CONTINUOUS

Captain Marvel now stands triumphantly and confident.

CAPTAIN MARVEL

He's right. I was chosen for a reason!  
I can do more to make a difference!  
I just need to have faith.  
"Faith is the bird..." I've got to  
remember that.

Slowly, his smile vanishes. He suddenly looks concerned.

CAPTAIN MARVEL

Wait... Was he trying to tell me  
something?

(thinks hard)

"Faith is the bird that feels the  
light and sings when the dawn is still  
dark." The bird... Canaries are birds.  
Canary! Black Canary! She's the bird!  
Okay, okay... "feels the light and sings  
when the dawn is still dark."

His eyes widen in realization.

CAPTAIN MARVEL

"When the dawn is still dark."  
Dawn... when the sun rises. The sun  
always rises in the east...

He looks toward the east.

CAPTAIN MARVEL

I'm at the easternmost edge of the  
city, but all I see are some buildings.

He scans the area. One of the buildings in the distance is  
illuminated.

CAPTAIN MARVEL (CONT'D)

Of which, only one is lit up. If Black Canary is "feeling the light," she's got to be in there.

He takes off at super speed toward the building.

INT. WAREHOUSE - NIGHT

Black Canary and Parasite continue their standoff.

PARASITE

The way I see it, Canary... The only thing even *remotely* resembling an obstacle standing between me and my soon-to-be criminal empire... is you.

Parasite holds up a hand. Black Canary's eyes narrow.

PARASITE

It'll be alright... I'll hold your hand the entire time.

Black Canary sends out a SONIC SCREAM. Parasite is thrown back, disoriented.

The sonic scream continues, but Parasite slowly rights himself up, wincing in pain.

Slowly, he begins to take slow, arduous footsteps across the room to Black Canary. He has absorbed so much energy, that he is able to withstand the sonic scream.

Parasite claps his hand over Black Canary's mouth. She twitches and vibrates as she is drained of her energy.

CAPTAIN MARVEL (O.S.)

Parasite!

Parasite lets go. She slumps to the ground, barely conscious.

He turns around to see Captain Marvel, looking determined.

CAPTAIN MARVEL

What have you done to her?!



PARASITE

Our encounter left her a little...  
drained.

He chuckles. Captain Marvel's fists clench in anger. Parasite stands and casually walks over to him.

PARASITE

So... I'm not even in the city a week  
and already I get to meet its poster  
boy.

CAPTAIN MARVEL

I don't want to fight you, Parasite...  
but I will if I have to.

A beat.

PARASITE

Sure you will.

Almost faster than the eye can see, Captain Marvel charges straight at Parasite and lands two solid punches on his face and a third in his gut.

Parasite barely registers the hits, uninjured. Waves of energy are released and dissipate.

Captain Marvel stares dumbly at his own fists.

PARASITE

I absorb energy, Captain. That  
includes vibrational energy.

Parasite throws a right roundhouse punch, hitting Captain Marvel squarely in the face.

He SOARS backwards and hits the far wall hard. He drops to the floor, staggered.

Black Canary watches the scene with a glazed look.

Parasite rubs his fist, not at all injured.

PARASITE

That all you got?

Captain Marvel flies at him, but due to his agitation his aim is off.

Parasite catches him with a right cross, then lands several blows on his face, chest and stomach. He tackles Captain Marvel to the ground, beating him mercilessly.

Captain Marvel presses a boot to Parasite's chest and launches him off. He crashes into a pile of boxes; only disoriented and not at all hurt.

Captain Marvel shakily gets to his feet and tries to strengthen his resolve. Parasite stands and taps his skull.

PARASITE

Canary was right about you. Oh,  
she had you *pegged*.

(In Black Canary's voice)

Some cheery, naïve idiot who thinks  
that what I do is all fun and games!

CAPTAIN MARVEL

I'm not going to quit until you're  
defeated; I don't care how many  
people's strength, energy, knowledge  
or... *voices* you've stolen!

Parasite looks at Black Canary before smiling smugly.

PARASITE

You left out special abilities.

Parasite inhales...

Captain Marvel looks to Black Canary in realization.

Parasite emits a SONIC CANARY CRY, much more powerful than Black Canary's.

Boxes are knocked aside, Captain Marvel is thrown backward and Black Canary winces at the sound.

Captain Marvel lands face-down near Black Canary's body.

PARASITE

You know, the sonic scream of that woman... magnified by the herculean strength of the impacts I just absorbed... I bet that's enough power to destroy even you.

Captain Marvel opens his eyes and looks toward Black Canary, who has a desperate look etched on her face.

Parasite begins to walk towards the duo, his face intense.

PARASITE

Eliminating two heroes in one night... If that doesn't command respect among the criminal underworld, I don't know what does.

Suddenly, Captain Marvel takes note of Black Canary's jacket.

Captain Marvel reaches for Black Canary's jacket pocket. He extricates the packet of HOT SAUCE from the diner.

Black Canary looks shocked for a moment, then smiles weakly.

PARASITE

This song's for you, Captain!

As Parasite opens his mouth to scream, Captain Marvel whips his arm around and squeezes the packet. A jet of hot sauce explodes and soars into Parasite's gaping throat.

Parasite immediately clutches his throat, gagging and coughing.

CAPTAIN MARVEL

Sorry, Rudy; not my kind of music!

Captain Marvel reaches out and grabs Parasite's shoulders.

He twirls him around and tosses him aside before returning to Black Canary. He lifts her into a standing position.

CAPTAIN MARVEL

Come on... I'll fly you out of here!

BLACK CANARY  
(weak, dizzy)

Parasite...

CAPTAIN MARVEL  
He's absorbed too much energy! You're  
not safe, here!

Black Canary shakes her head and tries to gather her strength.

BLACK CANARY  
You... can beat him.

Captain Marvel looks uncertain.

CAPTAIN MARVEL  
I... I don't-

BLACK CANARY  
You're... stronger than he knows...  
stronger... than *you* know.

Captain Marvel considers this.

CAPTAIN MARVEL  
But how do I stop someone who feeds  
on being attacked?!

BLACK CANARY  
You have... power, Captain... use it.

CAPTAIN MARVEL  
I can't "use" the magic that gives me  
my powers; I can only-

The proverbial light bulb flickers on in his head. His eyes  
widen in realization.

BLACK CANARY  
The Wisdom of... Solomon?

CAPTAIN MARVEL  
No... the encouragement of Black Canary.

Black Canary smiles.

Captain Marvel turns around, determined. Meanwhile, Parasite rights himself up.

He glares at Captain Marvel, near-mad with rage.

Captain Marvel walks toward him, resolute.

CAPTAIN MARVEL  
You want power?

Parasite throws a punch, which Captain Marvel barely manages to dodge.

CAPTAIN MARVEL  
Real power?

Another punch and dodge.

CAPTAIN MARVEL  
Unimaginable power?

Parasite throws three more punches and misses each time. Captain Marvel wraps his arms around Parasite in a bear hug and hoists him upward.

CAPTAIN MARVEL  
You've got it!

Parasite frantically tries to free himself, to no avail.

CAPTAIN MARVEL  
SHAZAM!

KAPOW! The lightning bolt STRIKES downward into Parasite, causing him to twitch and scream maniacally. Captain Marvel securely holds him in place.

Parasite lights up like a neon sign. Black Canary tries to shield her eyes.

Finally, the light dissipates. Black Canary slowly opens her eyes.

A few tense seconds pass.

Captain Marvel appears and offers her a hand. He helps her to her feet, breathless and grinning.

BLACK CANARY

What happened to Parasite? Is he...?

CAPTAIN MARVEL

He's not Parasite, anymore.

He turns, revealing the now de-mutated Rudy Jones on all fours, coughing violently and trembling.

CAPTAIN MARVEL

That magical lightning bolt is pure energy, but it's only meant for me. Parasite fed on energy, but the wizard didn't choose *him*, so... he absorbed it, but at the same time, *couldn't* absorb it... Kind of like when you try to stick two magnets together.

BLACK CANARY

And it caused a total energy discharge! The lightning didn't just purge him of the energy he'd stolen... it purged him of the chemical energy from his own DNA!

Captain Marvel walks over to Rudy, who shakily gets to his feet.

RUDY

What are you... waiting for...?  
Go on... be a hero! Finish me!

Captain Marvel smiles and shakes his head.

CAPTAIN MARVEL

No. That's not my style. I believe in playing fair. I believe in giving people second chances so they can learn from their mistakes. And I really hope you learn from yours, Rudy. Because I also believe that there exists some spark of good in everyone, and no matter how badly-

Black Canary shoves him aside.

BLACK CANARY

Yeah, great. Here's *my* style!

She PUNCHES Rudy across the face, knocking him to the ground. She nods in a self-satisfied way, then turns around to leave.

Captain Marvel is shocked, then offers an apologetic smile to Rudy, who is now completely and utterly defeated.

CAPTAIN MARVEL

It's just as well... Purple wasn't really your color.

Captain Marvel turns to leave. Rudy closes his eyes and grumbles.

EXT. FAWCETT CITY - STREET - NIGHT

Captain Marvel and Black Canary exit the warehouse and begin walking down the street.

There is an uncomfortable silence between them. From time to time, one awkwardly steals a glance at the other.

They both stop and abruptly turn to begin to speak to each other at the same time. Their words end up overlapping and are incomprehensible.

They laugh uneasily, then avert their gaze.

A beat.

CAPTAIN MARVEL

Black Canary, I'm sorry.

BLACK CANARY

No, Captain, don't apol-

CAPTAIN MARVEL

No. No, I'm... I'm sorry for what I said to you earlier. You were right... this job is *anything* but easy...

He averts his gaze from her, shamefaced.

CAPTAIN MARVEL (CONT'D)

I get that, now.

Black Canary mulls over his words. After a second, she rakes a hand through her hair and adopts an uncharacteristically soft tone of voice.

BLACK CANARY

Well... maybe I was a little too hard on you. But you know, you really proved yourself tonight.

Captain Marvel immediately returns his gaze to her, a little surprised.

CAPTAIN MARVEL

Yeah?

BLACK CANARY

Yeah; you knew the risks, you were a little unsure, but you powered on through and saved the day... and me. Thanks.

CAPTAIN MARVEL

You're welcome, but... I think I have some growing up to do.

BLACK CANARY

Maybe, but you still have something most superheroes don't.

CAPTAIN MARVEL

What's that?

BLACK CANARY

Innocence. You're not some tragic, brooding loner, fighting for justice to ease her own emotional turmoil. You're out there, doing what's right for the sake of doing what's right. Don't lose that; it's kind of cool.



Captain Marvel blushes a little.

CAPTAIN MARVEL

Aw...

Black Canary's face now shows an appraisal of sorts.

BLACK CANARY

You know, I have a friend who would be very interested to hear what you did for me tonight.

CAPTAIN MARVEL

Yeah? Maybe we could all meet up at the diner sometime.

BLACK CANARY

Maybe we could...

They stand in silence for a little bit.

BLACK CANARY

So, where are you headed, now?

Captain Marvel looks around and shrugs casually.

CAPTAIN MARVEL

I don't know... Maybe just fly around the city a few more times, then call it a night.

BLACK CANARY

Hmm... Yeah, got to stay vigilant. Defeating a guy like Parasite, you've got a reputation to maintain, now.

CAPTAIN MARVEL

Will I ever see you again?

Black Canary smirks.

BLACK CANARY

I think you might. Until then, good luck with everything.

Black Canary offers her hand. Momentarily caught off-guard, Captain Marvel accepts it and they shake hands warmly.

CAPTAIN MARVEL

Thank you... but I don't need luck,  
Canary. I have faith.

He salutes her before flying upward into the sky.

Black Canary watches him fly away. She smiles and jokingly returns the salute.

After a moment, she extracts her smartphone and dials a number. She places the smartphone to her ear.

BLACK CANARY

Hey. Situation's under control.  
Fawcett City, a warehouse on  
Beck Street; first floor; left the  
lights on for you. He's all  
yours, T. (beat) Well, I'd like  
to take full credit, but I  
actually had some help. (beat)  
Uh-huh. How soon can you get  
down here?

EXT. FAWCETT CITY - ROOFTOP - NIGHT

Captain Marvel lands on the rooftop and gazes outward at the city he has sworn to defend.

He takes a moment to reflect on the night's events.

CAPTAIN MARVEL

(to himself)

I can do this. I *can* be a true  
hero.

VOICE (O.S.)

I'd say you're off to a pretty  
good start.

Captain Marvel spins around at the voice. A SHADOWY FIGURE is leaning up against the AC unit.

FIGURE

I heard what you did tonight, Captain.  
I'm impressed. With the right  
training, I think you could do some  
real good in this world.

Captain Marvel tilts his head quizzically.

CAPTAIN MARVEL

Who are you?

The figure steps into the light, revealing himself to be the one  
and only MR. TERRIFIC.

MR. TERRIFIC

Mr. Terrific; Director of Operations.

CAPTAIN MARVEL

For...?

MR. TERRIFIC

Captain Marvel, I'm here to talk to  
you about... The Justice League.

CUT TO BLACK

ROLL CREDITS

THE END