

Batman: Fading Smile

By

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Original Concept By A.D. Clark
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EXT. DOWNTOWN GOTHAM CITY - NIGHT

Rain pours in sheets from the sky. We see BATMAN engaged in a fight between CRIMINAL #1, and CRIMINAL #2. Batman is in his traditional blue and gray suit.

BATMAN

(v.o.)

The more time goes on-

After a brief struggle, Batman beats them both.

BATMAN

(cont'd)

-the more I realize that most people don't actually know who they are.

He leaves them tied in the alley, and climbs into the Batmobile.

BATMAN

(cont'd)

Maybe once...at some point, they did.

INT. BATCAVE - CONTINUOUS

Batman pulls into the cave. He gets out of the Batmobile. He drops his mask on the computer console.

BATMAN

(cont'd)

...but through the struggles of what some call "life"...most have forgotten themselves along the way.

Batman sits down at the computer. He rubs his eyes tiredly.

BATMAN

(cont'd)

Everything that can change...will.

TIM DRAKE comes down the stairs, and shows Bruce his new Robin mask. Bruce gives a light smile, and nods.

BATMAN

(cont'd)

Sometimes it's for the best.

Tim takes it back, and runs back upstairs. Behind Bruce, the Jason Todd case comes into focus.

(CONTINUED)

BATMAN
(cont'd)
Sometimes it isn't.

Bruce folds his hands in front of his face, and shuts his eyes.

BATMAN
(cont'd)
But it's the one constant in a life
full of uncertainties.

He pushes away from the computer, and heads up the stairs.
He shuts the lights off in the cave on the way out.

BATMAN
(cont'd)
You can always count on it.

INT. WAYNE MANOR - CONTINUOUS

Bruce walks through the mostly dark hallways of Wayne Manor.
He approaches a large portrait of his parents.

BATMAN
(cont'd)
In the blink of an eye, your entire
existence can crumble around you.

He passes it.

ANGLE ON: The names "THOMAS AND MARTHA WAYNE" inscribed on
the bottom of the frame.

BATMAN
(cont'd)
One thing...one instant...

Bruce shuts his bedroom door, the portrait of his parents
staring after him.

BATMAN
(cont'd)
And your world will never be the
same.

Bruce lays down on his large, neatly made bed. He doesn't
climb under the covers. He stares up at the ceiling, eyes
open.

(CONTINUED)

BATMAN

(cont'd)

Some people? They manage...somehow finding their hold on reality again. Learning how to carry on in spite of everything.

We turn away from Bruce to look out his bedroom window. The sky is barely lit by the moon. Gotham is dimly visible.

BATMAN

(cont'd)

But those that don't?

Through the window now, we can see Gotham more clearly.

BATMAN

(cont'd)

Those who break under the pressure?

The Batsignal lights up in the distance.

BATMAN

(cont'd)

They're forever lost...

WIDE ANGLE: We rise up, above the buildings, into the sky above. Lightning flashes, and thunder roars.

TITLE CREDITS: Blackness. White letters etch "Batman" through the darkness as if light were shining through stencil carvings. "Fading Smile" fades in beneath it.

FADE TO BLACK

CUT TO...

EXT. ARKHAM ASYLUM - NIGHT

A red, beat up vehicle slowly pulls up to Arkham Asylum, the windshield wipers on full blast.

SUSAN FALCONE (late 30's), and her daughter, LAURA FALCONE (age 7), are inside.

INT. VEHICLE - CONTINUOUS

The girl in the back seat clutches a bear/doll in her hand, her face pale and sickly.

Susan turns off the car, and twists around to face her child in the back seat. She reaches out to her.

(CONTINUED)

SUSAN
Let me see that.

LAURA
(hesitant)
Do we have to do this?

SUSAN
(irritated)
I'm not gonna ask you again.

After doing something to the doll out of sight, Susan hands it back to her, and they both get out of the car.

EXT. ARKHAM ASYLUM - CONTINUOUS

Silently, the pair makes their way to the entrance of the building. Susan shields Laura from the rain with her jacket.

INT. ARKHAM ASYLUM - CONTINUOUS

Mother and daughter enter through the front doors of the asylum hand in hand, and sopping wet. GUARD #1 gets up from his wooden stool in the corner to greet them.

GUARD
Can I help you?

SUSAN
(nervous)
I...I'm here to see my husband.

GUARD
Visiting hours are from 12pm 'til
6pm. You'll have to come back
tomorrow when-.

SUSAN
But...the doctor that owns this
place-

GUARD
You mean Dr. Arkham?

SUSAN
Yeah. He left a message at my
house.

Susan starts to cry.

(CONTINUED)

SUSAN

(cont'd)

Said something about Joey being sick. Told me that I needed to get down here as soon as possible.

Susan is sobbing now.

SUSAN

(cont'd)

Please, I just need to know my husband's all right.

GUARD

Look, I don't know nothing 'bout the patients. I just watch the place.

SUSAN

Please...

GUARD

I'm sorry, lady. I'm really not supposed to let anyone in after visiting hours. If it were up to me, I'd let you go, but...

The guard looks at the tear filled eyes of Susan. He sighs.

GUARD

(cont'd)

Look, how 'bout I call it in...see what I can do, okay?

SUSAN

Thank you so much.

The guard nods, heading over to the office to their left to make the phone call.

GUARD

Don't mention it. What's your husband's name?

SUSAN

Joseph Kurr.

Susan releases Laura's hand while the guard is busy in the office. Laura sneaks past the gate, and into the depths of Arkham Asylum. The guard turns around only after she's gone.

(CONTINUED)

GUARD
(suspicious)
Where's your kid?

SUSAN
She went back out to the
car...she's always been really
uncomfortable here.

GUARD
(smirks)
Can't say I blame her. This place
is a real hell hole.

INT. ARKHAM ASYLUM/CELL BLOCK - CONTINUOUS

Laura walks down the corridors of the cell block, looking back and forth nervously. Screams echo around her. Imprisoned men restlessly bang things around in their cells, and call out to no one. Laura peers slowly into each cell she passes as if looking for someone. A CRAZED WOMAN presses herself up against the glass as she walks by.

CRAZED WOMAN
They won't stop screaming...you're
making it worse...

Frightened, Laura makes her way down the hall even faster. She stops just next to the cell that reads "Inmate #0801".

INT. ARKHAM ASYLUM/THE JOKER'S CELL - CONTINUOUS

The lights in this area flicker on and off, the bulb about ready to burn out. Laura holds tightly onto her toy, her breath quickening. After a few seconds of standing in darkness, the lights buzz back on.

THE JOKER is standing at the glass. He smiles calmly down at her.

JOKER
Hello.

Laura jumps at the sound of his voice.

LAURA
(whisper)
Hi...

(CONTINUED)

JOKER

A little past your bedtime...isn't
it?

ANGLE ON: Behind the girl, HARVEY DENT/TWO-FACE fiddles with
an old fashioned radio.

TWO-FACE

(mumbling)

Work, damn you. I know you can hear
me.

The Joker snickers briefly at Dent, then returns his
attention to the little girl as if nothing had happened. He
kneels down to her level, and gestures for her to come
closer. After a moment, she does.

JOKER

What's your name?

LAURA

(hesitant)

Laura.

He smiles at her.

JOKER

Would you like to play a game,
Laura?

LAURA

What kind of game?

JOKER

Let me out...and I'll show you.

He points towards the pad on the wall, suggesting she opens
his cell for him.

JOKER

(cont'd)

The combination is 1-9-4-0.

LAURA

No.

The Joker laughs lightly through his words.

JOKER

No? But I thought you wanted to
play.

(CONTINUED)

LAURA
I'm not stupid, you know.

His smile fades ever so slightly, a hint of anger flashing behind his eyes.

JOKER
How can you be sure?

LAURA
I know who you are.

JOKER
That doesn't mean you're smart, kid. It just means you have the divine ability of turning on the television.

LAURA
My daddy told me about you...

JOKER
(long pause)
Oh, your DADDY, huh? All right...fine ...since you seem to "know" so much...

The Joker leans in even further, his expression filled with an evil glee.

JOKER
(cont'd)
Why don't you tell me what I've done to other girls your age?

After a long, awkward silence, The Joker slams his fists into the glass separating him, and the child. She jumps back in fear, and drops the bear/doll to the floor by accident. It starts ticking.

She runs madly back in the direction she'd came from. The Joker's insane laughter follows her all the way down the hall. Just as she disappears from sight, The Joker yells out after her, and points his thumb at her property.

JOKER
(cont'd)
You forgot your doll.

EXT. ARKHAM ASYLUM - NIGHT

The left side of Arkham is engulfed in flames, the doll the girl left behind exploding.

INT. GOTHAM CITY POLICE DEPARTMENT/GORDON'S OFFICE - NIGHT

COMMISSIONER JIM GORDON slams down the phone on his desk, his face flushed and irritated. He pushes himself up, grabs his jacket from the coat hanger in the corner, and exits his office.

INT. GCPD/FIRST FLOOR - CONTINUOUS

Gordon walks through the station. Several police officers answer calls about the explosion. DETECTIVE HARVEY BULLOCK sits at his desk on the phone, leaning back in his chair. Gordon speaks to him as he heads out of the building.

GORDON

Bullock!

Bullock says something inaudible into his telephone, then quickly hangs up.

BULLOCK

Yeah, Commish?

GORDON

What are you still doing here?

BULLOCK

On my way now, boss.

EXT. GCPD HEADQUARTERS - CONTINUOUS

Gordon pulls his jacket up over the sides of his face as he steps outside. He grimaces at the rain, and heads to his car. He gets in hurriedly, starts the engine, and drives off.

INT. GORDON'S CAR - CONTINUOUS

On his way, Gordon struggles with the heater for a few seconds. He finally gives up after several failures. He pats himself down for a cigarette, but after finding the pack, he opens the lid, and discovers it empty.

(CONTINUED)

GORDON

Of course...

He tosses the pack aside, turns on the windshield wipers, and makes his way to Arkham Asylum.

EXT. ARKHAM ASYLUM - CONTINUOUS

Gordon pulls up to the Asylum, several police cars and ambulances already there. The building itself smolders. Smoke rises up through the night in billowing clouds. Jim leans forward as he comes to a stop. His eyes widen at the view.

GORDON

Jesus Christ...

Jim gets out of his car and is approached by LIEUTENANT DAVIS.

DAVIS

Commissioner!

They run up beside him, taking a moment to catch their breath.

DAVIS

(cont'd)

We've sealed off the entire area, Sir. No one goes in or out without us knowing about it.

GORDON

Good. Any witnesses?

DAVIS

Just one. The guard on duty said most of the staff won't stay here after dark. (pause) He also said that right before the explosion, a woman and child were trying to get into the building.

GORDON

(curious)

It's a little late for visitors, Lieutenant. Did we get a statement from them?

DAVIS

The two weren't actually at the scene when we got here, Sir. We're

(MORE)

(CONTINUED)

DAVIS (cont'd)
working on getting the security
footage from the front entrance
now.

Gordon nods, pushing his glasses back up onto the bridge of his nose.

GORDON
Let me know as soon as you do.

DAVIS
Yes, Sir.

Jim looks up at the burning building with a frown.

GORDON
What about survivors?

INT. ARKHAM ASYLUM/CELL BLOCK - NIGHT

Joker, cut and bruised in several places, crawls up out of the wreckage, coughing and sputtering. Most of the cells around him are cracked and/or broken. He winces, and grabs his jaw in a moment of pain. He roots around in his mouth and pulls out one of his teeth. He spits blood.

JOKER
Hehehe...(coughs) Bunch of savages
in this town...

He gets up, looks himself over, determines he's all right, then checks out the area around him.

Little fires are still burning in some areas of the room. Smoke fogs up the air. A section of the ceiling lays broken and piled in the middle of the hall. Rain pours in from above, trickling down the wreckage like a waterfall.

Joker examines the broken glass door to his cell. He snaps off a small piece of it in his hand.

JOKER
(cont'd)
Thank God for bullet proof glass.

He approaches the rubble in the middle of the floor, and looks upwards through the roof.

(CONTINUED)

JOKER
(cont'd)
And little girls with bombs.

Chuckling to himself, he begins to climb up the broken sections of the ceiling. He gets about half way up before he experiences a blinding pain in his head. Losing his grip, he falls backwards from the pile of rubble, and slams into the ground.

EXT. ARKHAM ASYLUM - NIGHT

Jim, having found another pack of smokes, now pulls one out, and slides it into his mouth. The guard from Arkham still sits in the back of one of the ambulances, talking to the police with a look of irritation.

Red and Blue scrolls across the area, the flashing of the police lights casting strange glows on the surrounding people's faces. Batman appears silently between one of the red sweeps, and one of the blue sweeps.

BATMAN
Jim.

Gordon jumps at the sound of his voice, nearly dropping the lighter that he'd only just found.

GORDON
You know... (pause)...you don't
have to do that EVERY time.

Gordon, with some effort, lights his cigarette, exhaling a bit of smoke as he speaks again.

GORDON
(cont'd)
So I take it you heard.

BATMAN
Any idea what happened?

GORDON
Not a damn clue. The guy they had
at the entrance says no one
actually went in or out of the
Asylum.

BATMAN
Do you believe him?

(CONTINUED)

GORDON

So far. Some of these guys aren't exactly the brightest of men, but most of them are honest.

BATMAN

Was anyone hurt?

GORDON

All staff have been accounted for.

Batman's eyes narrow at the Commissioner.

BATMAN

And the inmates?

GORDON

Some of the hallways collapsed during the explosion. It'll take us at least a couple hours before we can safely send anyone in there.

The guard being interrogated by COP #1 off to their left now begins to shout. It draws the attention of both Gordon and Batman.

GUARD

I told you already! She said she and her kid were here to see her sick husband!

COP #1

And you're positive neither of them went into the cell block?

GUARD

YES. You think I want to get fired?! I was in the middle of callin' to ask Dr. Arkham about it about it when the damn building went up!

COP #1

All right.

Cop #1 writes down the information.

COP #1

(cont'd)

And what was the name of the inmate they were here to see?

(CONTINUED)

GUARD

Kurr, I think. John, or Joseph, or something...look, I can't remember. All I know is that she said she had Doctor Arkham's permission to be here.

COP #1

And what happened after explosion?

GUARD

We ran outside, and the two of them took off.

Batman, listening in on this conversation, frowns. Gordon notices this, and questions him.

GORDON

What. (pause) What is it?

BATMAN

That name.

GORDON

What name?

BATMAN

Joseph Kurr.

GORDON

(horrified)

Christ... The Joker.

Gordon looks back over to the guard and the police officer.

GUARD

Are we done here?

Gordon turns back to Batman.

GORDON

Do you think that he...

Batman has already left. Gordon smirks. He makes his way over to the approaching car of Harvey Bullock.

INT. ARKHAM ASYLUM - CONTINUOUS

Batman navigates through Arkham unnoticed, reaching into a pouch on the left side of his belt for a flashlight. He sorts his way through the rubble to the location of Joker's cell, and finds it empty.

(CONTINUED)

Turning back around, he kneels down by a small pool of blood on the floor. He finds a few green hairs ground into the cement as well as what appears to be a small piece of burnt cotton. He takes a swab sample of the blood, bags both and puts them in his utility belt.

Standing back up, he begins to make his way out of the destruction.

He stops dead in his tracks as he notices Harvey Dent unconscious in the cell beside Joker's. He checks the cell number, 2-22. He stares at it briefly.

He climbs over the shattered door, and kneels down next to Dent. He checks his vitals. Satisfied that Two-Face is still breathing, he contacts BARBARA GORDON/ORACLE through the transmitter in his cowl.

BATMAN

Oracle.

ORACLE

(Transmitter)

I'd wondered if I was gonna hear from you tonight. What do you need?

BATMAN

The last three hours of security feed from your cameras inside Arkham.

ORACLE

(Transmitter)

You got it.

Batman looks up through the hole in the ceiling with a scowl.

EXT. ARKHAM'S FOREST - NIGHT

Covered in gashes, and his own blood, The Joker quickly navigates his way through the forest behind Arkham. Mud and gunk thickly stick to his skin.

A narrow, gravel covered service road borders the trees. The Joker bursts out onto it just as a small, white pick-up truck flies by.

The vehicle skims him, sending him skidding across the ground. Rolling to a stop, The Joker comes to rest on his side, his left arm draped oddly behind him.

(CONTINUED)

The man in the truck immediately stops, and gets out in a blind panic. He doesn't even bother checking on the twisted body in the road before yanking out his cell phone.

DRIVER

Oh god...oh god...yeah, hi? I just hit a guy. What?...No, I was in my car...this guy just ran out in front of me.

In the middle of his conversation, The Joker's arms wrap around the driver's head, and snap his neck with a quick, loud crack.

JOKER

You really should watch where you're going.

Joker laughs airily to himself as he staggers to the man's vehicle. He tears open the door, and practically falls inside.

He struggles to get the car to start. It takes four attempts.

Joker looks up in the rear view mirror...JEANNIE, his dead wife, staring back at him through it.

Joker flies out of the car, and whips back around to find it empty. Panicked, he again looks the car over, but no one's inside. Unnerved, he leans against the open car door, and tries to steady his breathing.

Just as he's beginning to get a grip on himself, a female hand runs down his arm. Slender fingers slide between his own. Joker wheels around, yanking away from her. She reaches out with her other hand and touches his temple.

A searing pain in his head sends him to his knees as she makes contact. Images of the Red Hood, his wife, his gang, and all his other potential origins flash in his mind.

The pain finally subsides. The Joker opens his eyes. Jeannie is no where in sight. Freaked out and still going through waves of pain, he crawls back up into the driver's seat, and puts his head in his hands.

EXT. ARKHAM ASYLUM - NIGHT

Jim Gordon talks to Davis, his face serious. Harvey Dent is loaded into an ambulance behind them.

(CONTINUED)

DAVIS

There's no sign of The Joker
anywhere on the premises, Sir.

GORDON

(frustrated)

If you find anything, Lt., you let
me know immediately.

Bullock approaches as Lt. Davis leaves, his face grim. He gnaws on a large cigar in his mouth.

BULLOCK

We got the plate number and the
make of the car. Shouldn't take us
too long to track em down.

Gordon lights another cigarette.

GORDON

What do you make of all this,
Harvey?

BULLOCK

You want the truth?

Gordon nods at him. He takes another puff off his smoke.

BULLOCK

(cont'd)

This looks like another escape set
up by that freakin' clown. The mom
and kid, the name given, the
bomb...it all fits. I think he
planned this.

GORDON

(pauses)

So it would seem.

COP #1 runs up to Bullock, and Commissioner Gordon.

COP #1

Commissioner Gordon! The press is
demanding a statement, sir.

EXT. ARKHAM'S FOREST - NIGHT

Batman follows the trail The Joker left behind, footprints in mud, and torn fabric leaving more than enough for him to pursue.

EXT. DOWNTOWN GOTHAM CITY - NIGHT

Leaving the stolen car parked up onto a curb with the door open, The Joker heads towards his warehouse at the end of the street.

Despite there being a small group of people out and about, none of them even take notice, or give him a second glance. He crosses the street a couple of blocks away. He heads into the fenced off Warehouse.

INT. WAREHOUSE - CONTINUOUS

Joker stumbles inside, and makes his way over to a large chest. It rests at the foot of a dusty, but used workbench with knives, bombs, and black powder.

Joker yanks open the chest, and pulls out his first aid kit, suit, and pistol. He tosses them all onto the table.

Peeling off his jumpsuit, Joker tends to the few wounds that are still bleeding, then gets dressed. He slides the gun into his inner suit pocket.

He steps up to a mirror in the corner. Analyzing himself through the dirt film covering the glass, he tugs the wrinkles from his suit jacket, and gives himself a big smile.

A small noise distracts him. A rat runs for cover as a cat chases it across the warehouse floor.

Turning back to the mirror, his relief turns to rigid horror as his wife's reflection stands just over his shoulder. He whips around, and tears the gun from inside of his pocket to aim it at...no one. She's no where to be seen.

Confused, he glances back at the mirror. Jeannie still stares him square in the eye. Again he looks behind him, but sees no one.

He reaches a shaky hand out towards her image, then wipes off the dust that covers her face's reflection with his fingertips. She smiles softly at him, and wraps her arms around his neck affectionately.

JEANNIE

You look so handsome.

He brings his arm back to touch hers, but looks down at his chest when he feels nothing.

(CONTINUED)

He grows angry at the loss of emotional control, and loses his temper. He kicks through the glass. Panting for a moment, he regains composure, and fixes his mussed hair and jacket.

ANGLE ON: The shattered glass shows his reflection as he puts on his coat and hat and leaves.

EXT. ARKHAM GROUNDS/FOREST/HIGHWAY - NIGHT

Batman finally comes upon the dead man in the middle of the service road.

Inspecting the area, he sees that the gravel was disrupted in two places. One from where the man had slammed on his brakes, and the other from The Joker peeling out. Using the patterns in the rocks, and the spray of the mud on surrounding plants, he determines which direction the criminal went.

He pulls a remote from one of his pouches, and signals for his car. Eventually it pulls up beside him.

INT. WAYNE MANOR - NIGHT

TIM DRAKE sits on the couch in the living room. He flicks on the TV. He passes four stations, including one with cartoons on it. He stops on The News, which is reporting on The Joker.

REPORTER

(on tv)

-atman just led authorities to the body of an unidentified male, rumored to be yet another victim of Gotham's most notorious criminal, The Joker. Police are at the scene now, trying to piece together exactly what happened-

ALFRED PENNYWORTH enters the room with sandwiches. He grimaces at the TV as he sets the tray beside Tim.

ALFRED

No news in Gotham City, is good news, young Sir. Perhaps you should take this time to study for your exams, not-

(CONTINUED)

TIM

But it's about The Joker! Some thing's happened at Arkham, and he's loose again.

ALFRED

Oh dear...

TIM

Do you think Bruce will let me help?

ALFRED

(concerned)

I'm not sure, Master Timothy...

REPORTER

(on tv)

-live now at Arkham Asylum, with the Commissioner of Police, James Gordon. Commissioner Gordon, what can you tell us about what happened here tonight?

CUT TO...

EXT. ARKHAM ASYLUM - CONTINUOUS

Jim Gordon gives his statement to the reporter. Police officers move frantically behind him.

GORDON

Right now, all we know is that some kind of explosive was detonated inside of the building. All staff and most of the inmates have been accounted for and evacuated. While many have been injured, there have been no fatalities that we're aware of so far.

REPORTER

Do you have any idea who did this?

GORDON

We don't know anything for sure yet, but we'll continue our investigation until we find the person or persons responsible.

(CONTINUED)

REPORTER

You mentioned that not all of the inmates have been accounted for, and we've gotten word that The Joker was not amongst those who have been removed from the building. Is there any truth behind this, Commissioner?

GORDON

(exhausted)

Unfortunately, yes. The Joker has not been located. As always, it is important for all citizens of Gotham to be very cautious until this criminal is apprehended. I would like to remind you that this inmate is to be considered armed, and extremely dangerous. If you see him, please do not attempt to approach him. Just dial 9-1-1.

REPORTER

Witnesses are saying that the former D.A., Harvey Dent, has been seriously injured. What can you tell us about that?

GORDON

No further comments.

The reporter calls out after him. Gordon ignores them.

REPORTER

Wait, Commissioner! What about the body found behind the Asylum?

Gordon walks away from them, stopping safely behind the police lines next to Bullock.

BULLOCK

pfft Reporters. Like cockroaches.

GORDON

Sometimes I think they find out about these things before we do.

BULLOCK

I wouldn't be surprised. They're always paid up with the right people. Every time that nutjob busts out, they're crawling all over the place looking for the story.

Gordon nods absentmindedly.

INT. WAREHOUSE - NIGHT

Batman slowly enters The Joker's warehouse. He carefully inspects the blood-spatter on the floor.

On top of the table in front of him is the blood soaked, burnt Arkham jumpsuit that The Joker had left behind, as well as discarded medical supplies, and torn gauze.

He removes a gas canister from the trunk next to the table. Tucking the small object into his belt, as well as a sample of the blood on the table, he glances down to the ground at the shattered glass. He bends down to pick up a piece of the mirror.

INT. BATMOBILE - CONTINUOUS

Batman makes his way back to the cave.

INT. BATCAVE - CONTINUOUS

Batman descends down into the computer area. He pulls off the mask as he sits down. He puts the canister down to be analyzed.

Alfred approaches from behind with a tray. Tea and biscuits.

The computer reads "Joker Venom" and lists the compounds, hydrogen cyanide, nitrous oxide and Strychnodide. He takes the gas canister from the computer tray, and sets it down on one of his lab tables.

He pulls out the blood sample, and carefully applies it to a slide. He pushes the glass strip into the computer, information about The Joker appearing after a moment.

"Confirmed Match" blinks on the screen.

ALFRED

I gather from tonight's broadcast
that you'll be out late again, Sir?

BATMAN

Yes, Alfred.

INT. GOTHAM MEMORIAL HOSPITAL - NIGHT

A small, weathered looking NURSE checks on Harvey Dent's heart monitor, her expression blank, and distant..

Slowly she adjusts the levels of his IV, then leaves. As she turns out the light, and shuts the door, a small closet in the corner of the room silently opens.

Wearing nothing but black from head to toe, the ASSASSIN creeps undetected towards the coma ridden Dent. He pulls out a syringe filled with a dark blue liquid, and carefully pushes the needle into the IV drip.

The nurse re-enters the room, She stops in the doorway to talk to a passing doctor.

NURSE #1
 Doctor? The patient in room eight
 is still waiting for his test
 results.

She opens the door and switches on the light. She freezes as she sees the still full syringe sticking out of her patient's IV.

INT. A.J.'S BAR & GRILL - NIGHT

Around 8 customers fill a small, dingy little bar. Every one of them looks just as shady as the business itself, each patron either enjoying a game of pool, or drinking themselves into oblivion. BENNY JENNSON gets up from his seat, a tall, slender man from behind steadying him.

JOKER
 Careful, Benny.

BENNY
 Thanks, man. I-

His face drains of color, fear taking over his expression.

BENNY
 (cont'd)
 Christ...

JOKER
 Not quite... I need a favor.

Joker escorts Benny over into a more secluded part of the bar, and shoves him down into a booth in the corner. Sitting down himself, Joker folds his hands on the table, and smiles.

(CONTINUED)

JOKER

(cont'd)

I'm sure you've already heard about what happened at Arkham tonight.

Benny nods, his eyes fixated on The Joker.

JOKER

(cont'd)

I thought you might've. (pause) So tell me...who set it up?

BENNY

(hurried)

No idea.

JOKER

(long pause)

You're sure?

Benny nods again. Sweat pours off of his brow.

BENNY

H-hey, you look pretty banged up. You know there's this doctor in crime alley, Thompson I think. She fixes people up who don't want the extra attention, you know? I can give you the address if-

Joker holds up his hand, and gives Benny a large grin.

JOKER

I know who she is, Benny. Answer the question.

BENNY

If I knew anything... I swear I'd tell you. We got a history, you know?

Joker sits there in silence for a few seconds. He stares hard into Benny's eyes, reading him. He smiles slowly, and nods once.

JOKER

Okay.

The Joker pulls a knife out of his jacket lightning fast. He slams the blade through the back of Benny's hand, down into the table.

Benny screams, instantly trying to pull the knife out. Joker holds on tightly to the handle, twisting it a bit.

(CONTINUED)

BENNY
Jesus Christ!!! I don't KNOW!!!

Joker turns the knife even further. Benny shrieks in pain.

BENNY
(cont'd)
Somebody help me! HELP ME!!!

Everyone in the bar ignores his cries for help.
Joker leans only inches away from Benny's face, and smiles
evilly. His voice is a gleeful whisper.

JOKER
When I'm through with you...

He bends the knife forward.

JOKER
(cont'd)
...the police won't even be able to
distinguish which piece is which.

Crying now, the broken man begins to spill everything he
knows.

BENNY
Okay okay!...Word on the street was
that this high roller was gonna pay
top dollar to anyone willin' to go
in on the Arkham deal...a real ask
no questions sorta job, ya know?

JOKER
Who was behind it?

BENNY
(gasping)
No body knows...but a few of the
guys says they heard some of the
cops talkin'...said something about
The Roman...

Benny whimpers.

JOKER
The Roman? (long pause)
Interesting...

BENNY
..Please...I swear...I don't know
nothin' else.

Joker sits silently, deep in thought. He stands up, and yanks the knife from his victim's hand. Benny cradles it gingerly, as Joker wipes the blood from the blade on Benny's shirt. He grins.

JOKER
Don't leave town.

The Joker gestures at his hand, and makes an "ouch" face.

JOKER
(cont'd)
You should probably have someone
take a look at that. Looks bad.

He leaves with a laugh.

EXT. GOTHAM DOCKS - NIGHT

DANNY RICHARDS throws crates up onto the back of a truck. He pauses, and wipes sweat from his forehead. As he's about to continue his work, a gloved hand grabs him by the collar, and throws him against the packaged cargo.

Batman towers over him, putting his face right up in Danny's.

BATMAN
Word is you've been smuggling goods
into Arkham.

DANNY
What are you talking about?

Batman jerks Danny forcefully, and grits his teeth at him.

BATMAN
Don't play dumb with me! What did
you give them?!

DANNY
I don't know! Usually it's just a
bunch of junk!

BATMAN
Like what?

DANNY
I dunno, depends on the customer.
Books, tunes, sometimes candy.

(CONTINUED)

BATMAN

Someone had a bomb in Arkham-

DANNY

I didn't have NOTHING to do with that. I never give 'em anything they could use to hurt people.

BATMAN

Is that why you served six years in Blackgate for arms dealing?

DANNY

Come on, man. I ain't been into that crap for a long time. It really ain't about principals or nothing. I just don't want to give 'em anything they could hurt ME with anymore, you know?

Batman calms, backing away from the man slowly.

BATMAN

What about your friends Marcus, and Ricky?

DANNY

Dunno. Haven't seen them since I got out. But you can usually find Marcus at this bar uptown. AJ's, I think. His sister owns the place.

Batman turns and leaves.

DANNY

(cont'd)

You're welcome.

EXT. HIGHWAY - NIGHT

Jim Gordon heads home in his sputtering car. Hardly any vehicles are on the road.

EXT. GORDON'S HOME - CONTINUOUS

Jim pulls up to his house, and takes a minute to shut off the car. He lets out a deep sigh, and gets out. He heads to his house wearily, jingling his keys before opening the door.

INT. GORDON'S HOME/LIVING ROOM - CONTINUOUS

Jim takes off his coat and shoes as he gets inside. He drops his keys in the bowl by the door. The sound of the TV plays in the background. Jim stares at it blankly for a moment.

REPORTER

(on tv)

-still no word on what actually happened at the Asylum, but we'll keep you updated as more comes in.

Gordon turns the TV off with the remote, looking at it with a hint of confusion. He shrugs it off, and heads into the kitchen.

INT. GORDON'S HOME/KITCHEN - CONTINUOUS

Gordon opens the fridge, and looks up and down the inner shelves. Before he can decide on what to eat, the phone rings behind him. He sighs, then answers the telephone with a mild yawn.

GORDON

Hello? (long pause) What? (pause)
Did anyone see who it was? (pause)
Do we know what was in it? (pause)
God damnit... just keep someone at the door until I get there.

He puts the receiver down with force, irritated. He runs his hands through his hair. He sighs again, and heads to the bathroom in the back.

INT. GORDON'S HOME/BATHROOM - CONTINUOUS

Running cold water from the sink, Gordon splashes a handful of it onto his face. He stares at himself in the mirror. He eventually opens the medicine cabinet, and grabs a bottle of aspirin.

He shakes a couple into his hand, and takes them quickly. He shuts the medicine cabinet, and sees The Joker's face in the reflection of the mirror. Instinctively, he slams back into him.

ANGLE ON: Aspirin scattering on the floor

The force knocks The Joker to the floor. Gordon runs for something to defend himself with. Joker catches up to him, and cracks him on the back of the head with a shotgun.

(CONTINUED)

JOKER
Come now, Commissioner...is that
anyway to treat a guest?

INT. DARKENED STUDY/UNNAMED HOUSE - NIGHT

A MAN (late 30's) covered in shadow sits in a large cushioned chair behind a tidy desk. Only his hands on the arm rests are visible. A muted television plays in the background, airing the news from that evening. A knock comes at the door.

MAN
Come in.

THUG #1 enters through the main door of the study, his face nervous. Sweat glistens on his brow.

THUG #1
He escaped.

The man in the chair gestures at the television.

MAN
No shit.

THUG #1
What do you want us to do?

MAN
(long pause)
Call him.

THUG #1
Sure thing, boss.

The thug leaves. The man behind the desk turns to the T.V. and unmutes it, a woman at Arkham broadcasting live. The building behind her has stopped smoking, though part of it has collapsed.

REPORTER
(on the TV)
Police aren't saying much about the actual cause of the explosion, but there has been speculation regarding inmate involvement.

NEWS ANCHOR
What can you tell us about former District Attorney, Harvey Dent?

(CONTINUED)

REPORTER

At this time, we've been informed that Dent is at Gotham Memorial Hospital, and is currently in critical condition. We'll continue to update you on that as more develops.

INT. DIMLY LIT WEIGHT ROOM - NIGHT

A phone on a fairly small table rings again and again. LUKE BRYSON (30's) does endless crunches in the background. After some time, the answering machine picks up.

BRYSON

(answering machine)

Hey, everyone, I'm probably busy or sleeping right now, so leave me a message, and I'll get back to you when I can. *beep*

Luke continues doing his exercises as the machine sends the voice of Thug #1 around the room.

THUG #1

(answering machine)

Mr. Bryson? Are you there? It's Anthony... Look, I know you told me not to call you on this number, but it's an emergency...Luke?

Luke answer's the phone angrily.

BRYSON

What do you want?

His anger turns into annoyance as he listens to the man on the other line tell his story. After a few moments, he responds.

BRYSON

(cont'd)

Is that right?

Luke tosses the towel down onto the couch.

BRYSON

(cont'd)

Well, if your boss wants to enlist my services, maybe he should try calling me during business hours. (long pause) Wait, he's willing to

(MORE)

(CONTINUED)

BRYSON (cont'd)
hand out that kind of cash for just
one guy? (long pause) Who's the
target?

INT. GORDON'S HOME/BATHROOM - NIGHT

Joker wipes some of the dried blood off of his face with a
washcloth. He looks beaten and worn.

INT. GORDON'S HOME/LIVING ROOM - CONTINUOUS

Jim slowly comes to, finding himself tied to a chair in his
living room. He struggles for a minute. The Joker returns
from the bathroom as he hears the chair squeaking.

JOKER
Ah good, you're awake!

GORDON
What...what do you want?

Joker pouts a bit.

JOKER
Always right to it. You never want
to enjoy the little things that
come before. No wonder your wife
left you.

The Joker laughs loudly as Jim jerks against his bonds, his
face growing red with anger.

JOKER
(cont'd)
All right, we'll do it your way.

He grabs a lamp, shining it in Jim's face.

JOKER
(cont'd)
Where were you tonight at eleven o'
clock?

Gordon doesn't respond. He only glares at The Joker.

JOKER
(cont'd)
Come ON, Jimmy Boy! If you won't
talk, we can't have our fun.

(CONTINUED)

Joker sets the lamp down onto the floor, then turns back to Jim, grinning.

JOKER

(cont'd)

Fine, if you won't follow simple directions, I'll just have to find someone that will. Your vertically challenged daughter, perhaps?

GORDON

(angry)

You leave her the hell alone, or I'll-

JOKER

(gleeful)

Or you'll what?

GORDON

I'll kill you.

JOKER

Ooooo, now we're talking! I should threaten your kiddies more often! You've got two, right?

GORDON

Arkham...I was at Arkham Asylum.

JOKER

And?(long pause)What did you find?

GORDON

Why?

JOKER

(sigh)

Because someone tried to kill me tonight, Gordo...and I think you might know who.

GORDON

Is that right? (pause) You would know more about what happened at Arkham than I would. You were THERE.

JOKER

True, but I'm sure there's SOMETHING new you could tell me abo-

(CONTINUED)

The phone rings behind them. The Joker leans over the counter comically to listen as the voice mail picks up.

BARB

(answering machine)

Hi, Daddy, it's me. Just checking in on you. (long pause) I heard about Arkham and- (long pause) and him...and I just wanted to make sure you're okay. I guess I'll try you at the station. Love you.

JOKER

Uh-oh, missing person's patrol. Guess we're going to have to cut this visit a little short. Why don't you just make things easier for the both of us, and tell me where he is.

GORDON

Wait, what? Where who is?

Joker cocks the shotgun in his hand.

JOKER

I don't think I want to ask again.

GORDON

I don't know what the hell you're talking about!

Joker takes lazy aim at Jim's head with the shotgun.

JOKER

I don't believe you.

GORDON

What would you believe?

JOKER

All those man hours spent...tax dollars wasted...and Gotham City's Commissioner of Police doesn't have a clue? Just how stupid do you think I am?

GORDON

Do you really want me to answer that?

(CONTINUED)

Joker laughs. He starts to say something else, but suddenly falls silent. His eyes roll back in his head as a small trickle of blood starts to seep out of his nose. Similar images from earlier flash before his eyes.

The Joker teeters, the gun's barrel falling down towards the floor.

JEANNIE(V.O.)
(whispered)
Joker...

Joker holds his head, swaying a bit as the pain builds. He shakes off his daze. Joker steps over to Jim, and unties him. He uses the gun as a crutch as he barks down at his hostage.

JOKER
Get up.

GORDON
What?

JOKER
(annoyed)
GET UP!

GORDON
(hesitant)
Where are we going?

JOKER
Obviously you're going to need a bit of coaxing.

He smiles down at him.

JOKER
(cont'd)
I thought we could take a trip down to Crime Alley. See the sights...
(darker) Have a few laughs.

With a shotgun shoved into his back, Jim Gordon, and The Joker make their way to the door. About half way there, Joker stumbles to his knees.

He cries out in pain, and clutches his head with a groan. The gun slips from his grasp. Jim seizes opportunity, and yanks it from him. The Joker dives at him, pressing the side of the shotgun down into the Commissioner's throat. He leans down right above Gordon's face with a grin.

JOKER
(cont'd)
That's not playing by the rules,
Commissioner...

His smile falters, and his eyes squeeze shut. Unable to fight through the pain, he rips the shotgun away from Gordon, throws it against the wall, and runs a bit unsteadily out the front door.

After a brief moment of staring curiously after the criminal, Jim gets up, grabs the gun, and then the phone.

INT. GCPD HEADQUARTERS - NIGHT

COP #2 chases down Bullock.

COP #2
Detective!

BULLOCK
What is it?

COP #2
It's Commissioner Gordon, Sir. He's
on line one.

INT. GORDON'S HOME - NIGHT

Cops rush around in Gordon's home, dusting and collecting evidence. Jim, tired of watching them, steps outside.

EXT. GORDON'S HOME - CONTINUOUS

Pulling a cigarette from his pack, Gordon lights it. He inhales deeply, savoring the taste of the smoke.

GORDON
I wondered when you'd show.

Batman emerges from the shadows, his expression filled with concern.

BATMAN
Are you all right?

GORDON
For the most part. (pause) Got a
bump on the back of my head that'll
probably be there through the
(MORE)

(CONTINUED)

GORDON (cont'd)
better part of next week...but
other than that? No worse for wear.

BATMAN
Why was he here?

GORDON
He said he wanted to know who was
trying to kill him. Says the bomb
tonight wasn't him...but I bet you
knew that already.

Gordon pauses. His takes another drag.

GORDON
(cont'd)
He also mentioned something about
Crime Alley.

Batman turns to leave, but Gordon stops him.

GORDON
(cont'd)
Not that I need to tell you this,
but...be careful. There's something
wrong with him. He doesn't even
seem like the same person...

BATMAN
What do you mean?

GORDON
I don't know. I couldn't quite put
my finger on it. He was just acting
really unstable. (pause) Well, more
than normal, anyway.

BATMAN
Unstable how?

GORDON
He had the gun. He had the upper
hand...and then he just ran out the
front door. To be honest, I didn't
think a man like that could get any
more confusing....or dangerous.

Gordon finishes his cigarette.

GORDON
(cont'd)

(MORE)

(CONTINUED)

GORDON (cont'd)

I was wrong. He came all the way down here just to ask me where he was.

BATMAN

Where who was?

GORDON

Exactly. He wasn't making any sense.

BATMAN

I'll find him.

INT. BATMOBILE - CONTINUOUS

Batman presses the comm. link button on the dashboard of his car as he climbs in.

BATMAN

Alfred. (pause) Alfred?

TIM

(through transmitter)
Nope, just me.

BATMAN

Where's Alfred?

TIM

I don't know. Probably off dusting something. What do you need?

BATMAN

In the data banks of the computer there's a compiled list of men that have worked for The Joker. I need you to upload that for me.

TIM

Aww, I thought you might've had a challenge for me.

The information comes through the screen, and Batman flips through the images and text.

BATMAN

Has Oracle sent the security footage yet?

(CONTINUED)

TIM

Yeah, a while ago. I've already started downloading the data into-

BATMAN

I'll take care of it when I get back. There's a few addresses on this list that I need to check out first.

TIM

O-kay...but I don't mind doin-

BATMAN

I'll handle this. Batman out.

INT. BATCAVE - NIGHT

Tim rolls his computer chair away from the large monitor, the silhouette of Jason Todd's Robin case looming over him.

EXT. CRIME ALLEY/LESLIE THOMPSON'S CLINIC - NIGHT

LESLIE THOMPSON escorts her last patient, MIKE, from her clinic. She smiles warmly at him as he walks down the stairs.

LESLIE

Now, you mind those stitches, Mike. I don't want to have to fix you up three times in one week, okay?

He partially smiles, then walks out of sight. Another image shrouded in shadow limps along towards the clinic. Leslie begins to go back into her offices. She comes to a halt as a voice rings out.

JOKER

Doctor?

Leslie steps back out, and peers down the street. Joker gimps towards her, his face pulled down by his unfolded lapels.

LESLIE

Who's there?

JOKER

Dr. Leslie Thompsons?

(CONTINUED)

LESLIE
Yes...are you...

On street level now, she freezes as she sees him. Her face whitens. The Joker gets to her before she can recoil, and firmly wraps his bloody hands around her arms.

JOKER
Make it stop.

He shakes her.

JOKER
(cont'd)
No cops...no Bat...I can't...just
make it stop.

He collapses to his knees. Leslie falls down with him. She supports him as he begins to fall backwards. He twitches, and convulses in her arms.

INT. LESLIE'S CLINIC - CONTINUOUS

Leslie frantically clears off one of her medical tables. She grabs a tray full of supplies and wheels it over.

After ensuring that she has all she needs, she leads Joker into the room carefully, and helps him up onto the operating table. He falls down onto the table in an unconscious heap.

LESLIE
Easy now.

Leslie stands, staring at him incredulously. She snaps out of her daze, and quickly begins to examine his wounds. She takes special care with his head, noticing blood caked all over the back.

His mouth opens and closes as if gasping for air. His eyes flutter about.

JOKER
(mumbles)

LESLIE
I'm going to give you a mild
sedative. It will help you relax.

Leslie holds his arm with with her weight, and injects him with the drug.

(CONTINUED)

She grabs her supplies to clean and dress the wounds on his arms, chest, neck, head, etc. He still mumbles inaudibly in his sleep.

Leslie finishes with the bandages, then inspects his head. She lifts it up carefully from the table. She runs her fingers along the back of it.

LESLIE
(cont'd)

Huh.

Pulling the X-Ray arm over the table, she adjusts it over his head, and takes a few snapshots. Once finished, she straps his wrists to the table, stares at him in wonder for a brief moment, then heads back into her office.

INT. LESLIE'S CLINIC/LESLIE'S OFFICE - CONTINUOUS

Leslie holds up one of the X-Rays towards the light. She looks at the pictures carefully.

A noise outside of her office causes her to look up. Nothing has moved or was disturbed.

Brushing it off, she goes back to inspecting the sheets. After writing a few things down, she files the pictures, and picks up the phone. She dials 9-1-1

OPERATOR

All dispatchers are currently assisting other callers. Please hold, and your call will be answered in the order it was received.

Leslie hangs up the phone. She bites on her lower lip, then picks up the receiver again.

ALFRED
(over the phone)

Wayne Manor.

LESLIE
Hello, Alfred, this is Leslie. Is Bruce around?

ALFRED
Unfortunately, no, ma'am.

LESLIE
Could you please get a message to him, for me?

(CONTINUED)

ALFRED
Absolutely.

INT. LESLIE'S CLINIC/OPERATING ROOM - CONTINUOUS

The Joker lays on the table while Leslie is on the phone with Alfred in the next room. His eyes fly open, his arms tightening as he pulls on his restraints.

INT. BATMOBILE - NIGHT

Batman drives through Gotham. He eyes all the people and places around him cynically. The phone system on the dashboard rings, Batman pressing a button to activate it.

BATMAN
What is it, Alfred?

ALFRED
(over the phone)
Leslie Thompkins just telephoned
the manor, Sir.

BATMAN
Is something wrong?

ALFRED
I should say so, Master Bruce. It
appears that she has with her the
very criminal you're in search of.

BATMAN
Is he still there?

ALFRED
As far as I'm aware, Sir.

BATMAN
I'm only a few minutes away from
her clinic. If she calls again,
tell her I'm on my way.

ALFRED
Right.

INT. LESLIE'S CLINIC/LESLIE'S OFFICE - NIGHT

Leslie sits silently in her office. She writes down information about the Joker. The window separating the office and the operating room shatters as a chair flies through it. The Joker crawls through the open space, laughing.

JOKER

Sorry to just barge in like this, Doc. But seeing as I was in the restraints and you had the door locked...I figured knocking was probably out of the question.

Leslie tries to scramble away, but The Joker grabs her by her hair, stands her upright and corners her against the wall.

LESLIE

(terrified)

No...please...

He studies her face, a smile creeping over his lips.

JOKER

Who were you on the phone with, Doc?

LESLIE

(whisper)

The phone?

JOKER

Mmm-hmm.

LESLIE

No...no one.

Joker slams his fist into the wall next to her head, the scalpel clutched in between his fingers now visible.

JOKER

Really?

LESLIE

I was...

He taunts her with the knife, drawing shapes in the air just above her skin.

(CONTINUED)

JOKER
Calling the police?

LESLIE
No, not exactly...I was trying to
get an ambulance-

The Joker backhands Leslie. She falls to the floor. He
laughs, kneeling down next to her.

JOKER
I was told that this clinic would
be discreet! I am just appalled at
the abuse of the patient/doctor
relationship in this place!

Joker laughs again, enjoying yet another joke only he finds
funny. After he calms a bit, he continues.

JOKER
(cont'd)
Who's Alfred?

LESLIE
What?

JOKER
I heard you say Alfred. Who's
Alfred?

LESLIE
(long pause)
He's a friend of mine at Gotham
Memorial. My equipment here wasn't
adequate for dealing with what I
found in your test results.

The Joker regards her face closely. She masks her lie well.

JOKER
What do you mean?

LESLIE
I won't know for sure until I can
examine you further...

JOKER
It's some kind of drug, or toxin,
isn't it? (long pause) That has to
be it.

(CONTINUED)

LESLIE
Toxin? What're you-

JOKER
That would explain what I've been
seeing-

Jeannie's face reflects in one of Leslie's framed degrees. Joker stops speaking, and whips around. She's gone. As he faces Leslie once again, he comes nose to nose with the hallucination. He gasps, and tries to sink the scalpel into her chest. It goes through her.

Jeannie reaches down and grabs The Joker's arm. He recoils, and attempts to slice her fingers. The blade goes through her hand, and into his arm. The scalpel makes a deep gash across his forearm.

Joker screams in pain. Leslie, unable to see Joker's delusion, watches the entire thing in confused awe. When he slices his arm open, she finally snaps out of it.

LESLIE
(cont'd)
Oh god!

Jeannie speaks to Joker.

JEANNIE
How can you be like this?

A new voice, male, and much darker, whispers to him out of no where.

JACK
Lies...

Joker stumbles backwards. He falls to the floor, now shaking. Images of bodies, gun fights, Batman, Jeannie, Birthdays, and Joker himself flood his mind.

Leslie twists the knife out of his hand, and tosses it across the room. She grabs onto his arm, and wraps her own sweater around it.

He looks up at her, forgetting about her until now.

JOKER
I told you to make it stop...

Blood begins to run down from his nose. His eyes flutter, and roll back into his head.

(CONTINUED)

LESLIE

Just hang on, okay? You'll be all right.

Jeannie still speaks to him, hovering above his head.

JEANNIE

Why did you let me die?

JOKER

I...I didn't...it wasn't my fault.

JACK

(whispers)

Don't listen to her...

Leslie looks around the room, then back at The Joker.

LESLIE

Whatever you're seeing isn't real.

JOKER

No...she's here.

LESLIE

There's no one here but you and me.

Leslie helps him up off of the floor.

His head lolls back and forth, blood seeping out of both of his nostrils now.

Wiping his nose with his sleeve, he shakes his head to get rid of the cobwebs, and yanks his hand from her grasp. Growling, he shoves Leslie back into the wall, pressing his forearm into her throat to pin her there.

INT. BATCAVE - NIGHT

A news broadcast is playing on the very large computer screen, Tim leaning forward onto the keyboard while watching. Alfred approaches from behind with tea and sandwiches.

ALFRED

Perhaps you should take a break from all of this mayhem, Master Timothy.

Tim nods, absentmindedly grabbing a sandwich.

(CONTINUED)

TIM
Yeah...sure.

Alfred smiles lightly, resting the tray down on the edge of the computer desk.

REPORTER
(on T.V.)
There have also been unconfirmed reports of him actually visiting the house of Police Commissioner, Jim Gordon. The GCPD have been unwilling to either confirm, or deny these claims, stating only that The Joker is still at large.

Tim swallows quickly, taking a large gulp of tea before cramming more food into his mouth.

ALFRED
Would you like a hose, Sir?

Tim doesn't take his eyes from the TV, taking another huge bit of food.

TIM
Huh?

ALFRED
Nevermind.

REPORTER
Authorities again urge all citizens not to approach this criminal, and if anyone sees him, to please dial 911 immediately.

Tim turns off the TV, looking back at Alfred with a concerned frown.

TIM
Do you think every thing's okay at Leslie's?

ALFRED
Not to worry, young Sir, I've no doubt that if there was a problem, Master Bruce has already taken care of it.

INT. BATMOBILE - NIGHT

Batman races to the clinic.

INT. LESLIE'S CLINIC/LESLIE'S OFFICE - NIGHT

The Joker holds Leslie against the wall, choking her with his forearm.

JOKER

You think I'm crazy, don't you?

LESLIE

(choking & gasping)

N-no...please...I

JOKER

DON'T YOU?!

LESLIE

(breathless)

Please...don't...

JOKER

That I'm just some pathetic loony that managed to spring out of the nut house! (pause) I'm not like them...like **him**. This isn't just some costume I can take off at the end of the day! I'M NOT PLAYING DRESS UP!

LESLIE

C-can't breathe...

Something moves behind him, Joker turning his head to see nothing. When he turns back to Leslie, his anger is gone. It is replaced with an evil smile.

JOKER

Oh, come on, Doc! All these years of helping degenerates and lowlifes, didn't you think eventually one of them might turn on you? (long pause) But hey! At least it's someone as important as me!

Another noise, but this time when he turns to look, a medical tray slams into his face. Joker spins around, then crumples to the floor.

Batman, now standing over him, knocks him out with a single kick to the face. Leslie, crying, runs into his arms. He holds her as she sobs.

INT. DARKENED STUDY/UNNAMED HOUSE - NIGHT

The Assassin from the hospital sits in a chair in front of The Man's desk. He looks back and forth at THUG #1 and THUG #2 on either side of him, his fear obvious.

MAN

Do you realize what you've done?

ASSASSIN

There wasn't anything I could do.
There were too many people around.

The Man cuts the tip off of a cigar, spinning his chair away from him.

MAN

Thanks to you, we've got the cops
to deal with now too.

ASSASSIN

I'm sorry. I'll finish the job...I
swear.

MAN

'fraid it's a little late for that.

Thug #1 shoots him in the head, his body sagging in the chair. Before anyone else can move, a knock comes at the door. The BUTLER steps in.

BUTLER

Mr. Bryson is here to see you, Sir.

The Man gestures to the body in the chair.

MAN

Mind taking care of that, boys?

Thug #1, and #2 pick up the corpse, carrying it quickly from the room. Bryson walks into the study from the other door. The butler pulls out a seat for him. He doesn't take it. Two envelopes sit on the top of the desk.

BRYSON

So what's the job?

The man behind the desk throws the first envelope at Luke.

(CONTINUED)

MAN

Everything you'll need is in there.

Bryson takes it slowly and opens it. Inside are pictures of The Joker, profiles, hide outs, former employees, etc. Bryson slides the papers back into the envelope.

BRYSON

And the payment?

Thug #2, back from his job, brushes past him, putting two separate briefcases on the desk in front of him. Popping them open, he shows him the crisp bills.

MAN

One million in cash. Half now, half when the job's finished.

The man gestures for Thug #2 to remove one of the cases. Bryson runs his hand over the money in the remaining case, and shuts the lid. Thug #1 leads in Mike, the young man we saw coming out of Leslie's clinic earlier. The boy looks nervous.

MAN

(cont'd)

Michael here will show you where you need to go.

BRYSON

Consider it done.

Luke, Michael, and the Butler all exit. The Man turns towards THUG #11, who'd been hiding in the corner the entire time. He hands him the other tan envelope. He inspects the contents, thumbing through several pictures of Two-Face.

MAN

You know what to do.

The thug nods, and exits the room, leaving The Man alone.

INT. LESLIE'S CLINIC/OPERATING ROOM - NIGHT

The Joker, who's hand is now bandaged with the rest of his wounds, lays unconscious on Leslie's operating table. This time his arms, legs and chest are all strapped down. Batman and Leslie stand over him, neither able to take their eyes off of him.

(CONTINUED)

BATMAN

Why did you let him inside?

LESLIE

He needed help.

Batman finally looks over at her.

BATMAN

He could have killed you.

LESLIE

But he didn't.

BATMAN

I can't be here every time one of your patients turns on you, Leslie. Not if you're treating men like him.

LESLIE

When I opened this clinic, I knew the risks I was taking. A patient's past has never been an issue here.

BATMAN

(frustrated)

Drug addicts and thieves are one thing...but him?

LESLIE

He asked me for help. I couldn't just leave him outside. (pause) I would have called an ambulance for him right away if his injuries weren't life threatening...but he could barely stand...(long pause) I honestly didn't think he was physically capable of-

BATMAN

He was manipulating you.

LESLIE

Maybe...

BATMAN

It's what he DOES, Leslie. He toys with people's minds...plays with their emotions.

(CONTINUED)

LESLIE
I know who he is, Br-

She looks down at the Joker, cutting off the use of Bruce's name.

LESLIE
(cont'd)
I've seen what he can do to people.
(pause) But there was...something
different about him. Something
about the way he approached me...it
seemed... different.

BATMAN
Different?

Leslie nods.

LESLIE
It's hard to explain...but he
sounded so desperate.

BATMAN
And you believed him.

LESLIE
He was delirious. Talking about
things that didn't make any sense
and to people that weren't even
there. I had to sedate him just to
keep him calm.

BATMAN
What was he saying?

Putting her hand up to her head, she shuts her eyes, and
lets out a deep sigh.

LESLIE
I-I can't remember.

He puts the investigation on hold, reaching his hand out to
touch her shoulder.

BATMAN
Leslie...are you all right?

LESLIE
Yes. I'm just exhausted.

BATMAN

Go get some sleep. I'll deal with
The Joker.

Batman leads her to the stairwell that leads to her apartment above the clinic. He waits until he hears the sound of her door locking before returns his focus to The Joker...watching him silently.

INT. GOTHAM MEMORIAL HOSPITAL - NIGHT

Jim Gordon steps out of the elevator on the 2nd floor. His head is bandaged where The Joker struck him. He walks past several rooms down the hallway to his right, finally stopping as he reaches one with a darkened window. He peers inside, Harvey Dent laying inside, unconscious and on life support. Bullock approaches from behind.

BULLOCK

Heard the doctors say that they're
not sure he'll wake up.

Gordon scoffs at the thought.

GORDON

Oh he will. Harvey's too stubborn
to die.

BULLOCK

Must be the name.

Jim smiles.

GORDON

Maybe. (long pause) What are you
still doing here?

BULLOCK

Waitin' for you. Figured you might
need a ride home.

GORDON

Thanks...but I think home is the
last place I want to be right now.

BULLOCK

If you want, you can stay at my
place.

GORDON

Thanks for the offer, Harvey... But
one visit to your apartment is
enough to last someone a lifetime.

(CONTINUED)

BULLOCK
It's an acquired smell.

GORDON
I'll probably just get a hotel room
for the night.

Barb rolls up behind them, her expression stern.

BARB
Oh no you won't. You're staying
with me.

He turns at the sound of her voice.

GORDON
Barbara! I thought I told you I
didn't want you coming all the way
down here.

Barb and Jim embrace, Barb hanging onto his hand as they
release. Pulling him down a little, she inspects the bandage
on his head.

BARB
You really thought that'd stop me?

She smiles up at Bullock.

BARB
(cont'd)
Hi, Harvey.

BULLOCK
Miss Gordon.

Letting go of her father's hand, she leans forward.

BARB
How are you?

GORDON
I've been better, but I'll be okay.

BARB
Are you sure?

GORDON
Yeah, I'm sure. Hey, I have an
idea...why don't you and I head
down to the cafeteria and pick up a
cup of coffee...my treat.

BARB

You should probably be resting.

GORDON

I told you, I'm fine. Besides, I don't think I'd be able to sleep now if I wanted to.

BARB

All right.

COP #2 approaches both Bullock and Gordon, standing at a stiff type of attention as he stops. In one of his hands is a folder. He briefly acknowledges Gordon.

COP #2

Commissioner.

He hands Bullock the paperwork.

COP #2

(cont'd)

Here you go, Detective.

BULLOCK

These the files from Arkham?

COP #2

Yes, Sir.

GORDON

You onto something, Harvey?

BULLOCK

Maybe.

BARB

I'll just wait for you downstairs, daddy.

GORDON

Oh, okay, sweetheart.

Barb wheels away, getting onto the elevator as Bullock skims what's on the papers. He stops on a specific one.

BULLOCK

Thought so.

GORDON

What is it?

(CONTINUED)

BULLOCK

Arkham Asylum normally keeps the high risk nutso's at least a few cells apart, right? Especially ones that have priors together.

Bullock hands Gordon the piece of paper, pointing at a notice of transfer. The Joker, Patient #0801, to cell 1-22.

BULLOCK

Well, someone from upstate authorized this transfer two days ago.

GORDON

Look at the name of the Doctor...

Bullock leans in, reading "Dr. Joseph Kurr".

BULLOCK

Shit. I knew that clown was behind this.

GORDON

I don't know...

BULLOCK

What more proof do you need, Commissioner? A broad and her kid show up in the middle of the night to see a patient named "Joe Kurr". Which just so happens to be the name of the doc that sent for that cell switch. The Joker gives the brat a bomb, has her plant it, and bam, he's free. And if the security tapes hadn't been fried, I bet they'd back that up.

GORDON

Some things just don't add up on this one, Harvey.

BULLOCK

Like what?

GORDON

The things he said to me, for starters.

BULLOCK

So he claims someone's tryin' to kill him, and what? You believe him?

(CONTINUED)

GORDON

I know it sounds crazy, but yeah, I do.

BULLOCK

Heh. Yeah well, I'd compile a list of possible suspects that might want The Joker dead, but I think it'd have more names on it than the gospel of Saint Matthew.

GORDON

Just get me every file or document that the name Joseph Kurr is mentioned in. No matter how brief.

BULLOCK

You got it.

INT. BATCAVE - NIGHT

Tim sifts through the video files and other information sent by Oracle...clearly ignoring what Batman had told him. He finds the images of Susan at the entrance, and Laura outside of The Joker's cell.

INT. HOSPITAL ROOM - DAY

BEGIN DREAM SEQUENCE:

Joe holds the hand of his wife, Jeannie, who's having an ultrasound. A small heartbeat fills the room, and the parents smile, misty eyed. The doctor steps back from Jeannie.

JEANNIE

Is that him?

DOCTOR #1

That's him.

JEANNIE

Honey, do you hear it?

JOE

Yeah, baby. I hear it.

JEANNIE

It's so fast.

(CONTINUED)

DOCTOR #1

Don't worry, it's supposed to be.
(pause) Why don't I give the two of
you a moment alone?

The Dr. leaves, Joe and Jeannie staring at the image on the screen. She looks over at her husband with a smile, but it fades when she sees his face.

JEANNIE

What are you thinking about?

JOE

You.

JEANNIE

Liar.

JOE

Well, you...and the baby. We're
already struggling as it is...I
just worry about where the extra
money is gonna come from.

JEANNIE

Don't worry about that, Joker.

JOE

W...what did you say?

JEANNIE

Come on...give us a smile.

Jeannie face begins to turn as white as snow, her mouth twisting into a hideous grin.

JEANNIE

(cont'd)

What's the matter, daddy? Don't you
want to hear it's heart beat?

The sound of the baby's heart grows faster, morphing into a high pitched giggle. Mimicking The Joker's laugh...

END DREAM SEQUENCE

INT. LESLIE'S CLINIC/OPERATING ROOM - NIGHT

Joker jerks awake from his dream, beads of sweat rolling down his face.

(CONTINUED)

Batman stands in the shadows behind him, unseen. Joker tries to move, but quickly realizes he's still restrained. Giving out a sigh of defeat, he lays his head back down and closes his eyes.

BATMAN
(menacing whisper)
What was it about?

His eyes fly open, the sudden voice startling him. He tilts his head backwards, catching the outline of Batman as he approaches him.

Joker pulls on his bonds a litter harder than before, but still gives Batman a grin.

JOKER
Well hello to you too!

Batman circles the table, coming to a stop just beside it. Joker sneers at him.

BATMAN
Your dream. What was it about?

They lock gazes for a moment.

JOKER
(defiantly)
I don't remember.

Batman's stare burns into him.

BATMAN
You don't remember?

JOKER
That's right.

BATMAN
(long pause)
Who's Jeannie?

Joker's face falls at the sound of the name. He appears almost sickened. He avoids any and all eye contact.

BATMAN
(cont'd)
You said the name your sleep. Who is she?

(CONTINUED)

JOKER

You're not really here to talk
about my dreams, are you, Bats?
What do you really want to know?

Batman glares at him, studying this new version of the Joker
with extreme hesitation.

BATMAN

What happened at Arkham tonight?

JOKER

I think what you really want to ask
is...did I have anything to do with
it?

BATMAN

Did you?

Joker laughs lightly.

JOKER

Would you even believe me if I said
no? (long pause) Despite popular
belief, blowing myself into shards
isn't exactly my idea of a good
time.

BATMAN

You've taken more extreme measures
to escape in the past.

JOKER

(smiles)
So I have.

BATMAN

If you didn't set up the bomb, then
who did?

JOKER

How should I know? (long pause) Why
don't you ask the Commissioner?

Joker grins at Batman. The silence shared between them is
deafening. Batman finally reaches down to undo the straps
around Joker's body.

BATMAN

(irritated)
Get up.

The Joker rubs his wrists where the straps had been as he
sits up.

(CONTINUED)

JOKER

You really should unclench
sometimes. All that rage isn't good
for your health. (long pause) Have
you ever tried that counting
backwards from ten thing?

Batman walks away from The Joker. Joker almost immediately follows.

JOKER

(cont'd)

And just where do you think you're
going?

Batman shuts the door separating the main office, and the operating room.

He turns around, and grabs The Joker's injured arm. He squeezes it firmly, and twists it up in such a way that Joker is forced onto his knees in pain.

BATMAN

No where.

INT. GOTHAM MEMORIAL HOSPITAL - NIGHT

Thug #11 now sits in the waiting room at the hospital.

He watches the police officer that stands outside of Dent's room over top of his newspaper. Digging inside of his jacket pocket, he pulls out a cell phone.

THUG #11

There's just one of them.
(pause) Okay.

He hangs up the phone, resuming his act of reading the newspaper as the cop looks up at him.

EXT. LESLIE'S CLINIC - NIGHT

Joker is still down on his knees. He tries to pry his arm away, but fails. Batman yells down at him.

BATMAN

Did you have anything to do with
Arkham?

Joker doesn't respond. Batman jerks at his arm, blood starts to show through the bandage.

(CONTINUED)

BATMAN
(cont'd)
Answer me!

Joker grits his teeth.

JOKER
NO!

BATMAN
Who did?!

Batman yanks his arm up higher. Blood drips down Joker's arm.

Joker remains silent. Batman finally lets him go. Joker cradles his arm in his lap. Batman stares down at him. A message from Tim interrupts his interrogation.

TIM
(through transmitter)
Batman, you read me?

Batman steps away from Joker and presses his hand to his ear through his cowl.

BATMAN
What is it?

CUT TO...

INT. BATCAVE - CONTINUOUS

Tim sits in front of the computer, an image of Laura Falcone on the screen.

TIM
I know you said not to, but I went ahead and went over the security footage from the Asyl-

CUT TO...

INT. LESLIE'S CLINIC - CONTINUOUS

Batman's expression grows visibly angry.

BATMAN
I told you I didn't want you involved.

CUT TO...

INT. BATCAVE - CONTINUOUS

Tim frowns, trying again to plead his case.

TIM
I know, but I didn't think it
should wait.

CUT TO...

INT. LESLIE'S CLINIC - CONTINUOUS

Batman furthers himself from Joker.

BATMAN
If you want to work with me, you
follow my rules.

CUT TO...

INT. BATCAVE - CONTINUOUS

Tim turns back to the computer. He stares at the picture of the girl.

TIM
I know, and I'm sorry. I just
thought I could save you some time,
and maybe find something that could
be helpful. (pause) Like the fact
that Joker didn't have anything to
do with the bomb at Arkham.

CUT TO...

INT. LESLIE'S CLINIC - CONTINUOUS

Batman leans over to look at Joker, who's still on his knees, nursing his arm.

TIM
(through transmitter)
The file Oracle sent us has a clear
shot of what happened.

BATMAN
Who was it?

(CONTINUED)

TIM

A girl. Maybe about six or seven, give or take a couple years...She and The Joker talked for a couple of minutes, then she dropped what looks like a toy or something, and then makes a run for it. Everything after that is snow. (pause) She came in with a lady that I'm guessing is her mom.

BATMAN

Do you recognize either of them?

TIM

No.

Going back into protective mode, Batman scowls.

BATMAN

I'm not going to tell you again. Stay out of this, Robin. Batman out.

He heads back over to Joker, who's now standing. Joker looks confused.

JOKER

Didn't I kill him?

Batman punches him as hard as he can in the face. Joker falls back down onto his backside. Batman calms enough to speak.

BATMAN

Who was the girl at Arkham?

JOKER

That's irrelevant. What REALLY matters is who sent her.

Batman waits for Joker to continue. Joker grins widely at him.

JOKER

(cont'd)

What? You didn't really think I would tell you, did you? And you have the gall to call yourself a detective. hehehe If I had to figure it out the hard way, you should too! Fair is fair. Besides, I don't want you interfering with what I have planned.

(CONTINUED)

BATMAN

You're going to the hospital, then you're going to blackgate until Arkham is rebuilt.

JOKER

Yeah yeah, whatever. Wanna give me a lift?

BATMAN

What?

JOKER

Well, I suppose you could call an ambulance, but if it blows up, or gets run off the road or something on the way... my blood will be on your hands. Not that it hasn't been before... hehehe...

Joker smiles largely up at Batman. Batman yanks him up off the ground, and shoves him forward towards the door.

EXT. LESLIE'S CLINIC - CONTINUOUS

Escorting him down the steps, Batman directs Joker to the Batmobile that's parked curbside.

BATMAN

Don't. Touch. Anything.

ANGLE ON: Luke Bryson watches The Joker get into the car from across the street. His engine idles softly.

INT. BATMOBILE - CONTINUOUS

Joker appears uncomfortable alone in the car. He toys with the tears on his clothing as he skittishly glances around. He hears whispers. Loud enough to unnerve him, but not loud enough to make out words.

Batman climbs into the driver's seat. The voices suddenly stop. Batman takes another good look at Joker before he starts the engine.

He turns on the heat, and points the vents at the now shivering Joker.

They cruise through the streets of Gotham. Joker watches the buildings roll by, trying to ignore the returning whispers. His eyelids begin to droop. Eventually, his head lulls forward. Batman grabs his jacket, and shakes him.

(CONTINUED)

BATMAN
Stay awake.

JOKER
(long pause)
Why do you even care?

Batman releases him.

BATMAN
(pause)
I don't.

Joker laughs airily.

INT. BATCAVE - NIGHT

Training equipment is now scattered in various places of the cave. Tim Drake strikes a punching bag with rage. Alfred approaches cautiously from behind.

ALFRED
Master Timothy?

Tim doesn't stop punching.

TIM
He doesn't trust me, Alfred.

ALFRED
What makes you say that, young Sir?

TIM
It doesn't matter how much I
practice...how much I learn...he
won't ever let me help...

He stops, panting heavily.

TIM
He thinks I'll screw up.

ALFRED
He is only looking out for your
well being.

TIM
I'm ready, Alfred! I've BEEN ready!

ALFRED
(long pause)
Master Timothy...this is no
ordinary villain... He tortured the
(MORE)

(CONTINUED)

ALFRED (cont'd)
Commissioner of Police. Crippled his only daughter. Has slaughtered countless innocents without a moments hesitation... But more importantly... he is also the man more or less responsible for the loss of BOTH of the Robins that have served at The Batman's side. While I can understand your frustrations, young Sir, I believe very strongly that you should trust Master Bruce ...and his judgment.

Tim punches the bag one more time, and leaves the cave.

INT. BATMOBILE - NIGHT

Joker leans his head against the glass of the passenger seat. His eyes close.

The Batsignal lights up the sky. Batman pulls over into a back alley.
He unfastens his seatbelt, and wakes Joker up by handcuffing him to the steering wheel.

JOKER
Hey, what gives?!

Without a single word, Batman shuts the door behind him, leaving Joker locked inside.

EXT. GCPD HEADQUARTERS - CONTINUOUS

Batman lands on the rooftop of police headquarters. Gordon stands directly next to the spotlight with an envelope clutched under his arm.

BATMAN
Commissioner.

GORDON
Thought you might want to take a look at this.

Batman takes the envelope from his outstretched hand. He slides several papers out from inside. Some of them contain emails between Dr. Arkham, and Dr. Joseph Kurr, while others read as gibberish.

(CONTINUED)

BATMAN

Some of these are encrypted.

GORDON

Yeah, we have our boys working on it as we speak, but it's probably going to be a while before we crack it. (long pause) There's one more thing...

Gordon hands Batman a smaller envelope, a glass slide within. Pressed between the glass sleeve is a sample of the deep blue liquid that had been in the assassin's syringe.

GORDON

(cont'd)

Someone tried to poison Harvey Dent with this stuff earlier tonight.

Batman holds it up, looking at it through the moonlight.

GORDON

(cont'd)

The guys down at the lab are having trouble identifying it.

BATMAN

I'll see what I can do.

A bright flash of orange erupts behind them. Batman shields his face with his cape. Gordon holds his hand out against the light of the explosion.

GORDON

What the HELL was that?!

BATMAN

(angry)

My car.

INT. BRYSON'S CAR - NIGHT

Luke Bryson watches the burning Batmobile through his rearview mirror as he drives away.

A gagged, and bound Joker lays in the back seat. Smiling, the hitman takes out his cell phone, and dials his employer.

BRYSON

You better have my money ready.

EXT. GCPD HEADQUARTERS - NIGHT

Batman leans in towards the still burning vehicle. He spots the empty, black cuffs dangling from the steering wheel. Growing even more irritated, he heads back towards the main street.

EXT. DOWNTOWN GOTHAM CITY - CONTINUOUS

Luke's car swerves off of the road as a struggle breaks out inside.

EXT. DOWNTOWN GOTHAM CITY/BACK ALLEY - NIGHT

Joker crawls out of the back of Bryson's car. He falls awkwardly to the ground.

Bryson, who'd smashed his face on the wheel in the crash, climbs out wiping blood from his nose.

BRYSON

You know...you're a whole hell of a lot tougher than you look. (pause)
To be honest, I thought this might actually be an easy job. Guess I should've known better...I mean, you are THE Joker.

He laughs. He walks slowly past the now crawling Joker, to the trunk of his car. He pulls out a crowbar, and closes the lid with a smile.

BRYSON

(cont'd)

Rumor has it...you're the most dangerous man in Gotham City.

Bryson cracks Joker once across the back. Joker cries out in pain.

BRYSON

(cont'd)

That even Batman himself...is afraid of you.

Bryson inspects the blood on the end of the crowbar, then swings again. He hits Joker square in the ribs. Joker hunches down on all fours. Blood begins to flow from The Joker's mouth.

(CONTINUED)

JOKER
(mumbles)
Heheheh...

Bryson kicks him in the face. The Joker flies backwards onto the ground.

JOKER
(cont'd)
Oh...God...

Luke leans over The Joker with a smile.

BRYSON
Do you really think God would help
someone like you? The Joker?

A deep voice comes from the shadows, Luke looking back to see the silhouette of The Batman.

BATMAN
Maybe not God.

Spinning the weapon in his hand, Luke turns his back on The Joker, and faces Batman instead. The two circle each other, never once looking away. As they continue their gunslinger moment, rain begins to drip from the sky.

BRYSON
Well well...if it isn't The Batman.
Come to help me finish the job? Or
are you just here to watch?

BATMAN
Get away from him.

BRYSON
You can't be serious. (pause) I
would think YOU of all people would
want this psycho taken care of.

BATMAN
I won't tell you again.

BRYSON
All right, fine...we'll play it
your way.

Bryson swings the crowbar once. Twice. Three times. Batman backs away from each. He catches the weapon in his hand, and shoves the curved end into Bryson's mouth. It knocks the assassin to the ground.

(CONTINUED)

Luke wipes off his mouth, and stands back up. He swings his fists at him four times, Batman blocking each.

Bryson takes one last angry swing, and leaves himself wide open. Batman punches him full force in the gut. Luke falls to his knee. Batman then knees him in the face, and sends him to the ground.

As he pushes himself up, Bryson growls in anger. He pulls out two hand guns, and flips around to face Batman. But Batman is no where to be seen. He has grappled up, and away from the fray.

Several seconds pass without sound. Luke searches the skies for Batman. Just as he thinks he sees something, The Joker, who is still on the ground, grabs onto his ankle.

Batman uses the opportunity to drop from above. He lands right in front of him. Batman grabs his wrists before he can react, breaking both of them. The guns fall to the ground, Batman swiping Bryson's feet out from underneath him.

Batman puts his foot up against the assassin's throat, pinning him to the alley floor.

BATMAN

Someone went to a lot of trouble to
organize all of this...and I want
to know who.

BRYSON

(choking)
I don't...don't know...

Batman kneels down, and yanks Bryson upright. He then shoves him against the brick wall, and punches him once.

BRYSON

(cont'd)
I never met the guy!

Batman punches him again.

BRYSON

(cont'd)
All right, All right! His number's
in my phone, but that's all I know,
I swear!

Batman searches Bryson. He finds a cell phone in his right breast pocket.

Batman continues to hold Bryson against the wall, as he flips through the numbers in the phone.

(CONTINUED)

Before he can even get through five names, Luke's discarded crowbar slams into the back of his head.

The Joker stands over the dazed Batman, rain running down his bloodied and bruised face.

JOKER

Thanks for the assist, Bats! I think I can handle it from here.

He kicks Batman in the back of the head, returning his attention to his would be killer.

JOKER

(cont'd)

Now, what were you saying? Something about the most dangerous man in Gotham?

Joker swings the crowbar as hard as he can into the side of Bryson's face, blood and teeth exploding from the impact. Losing control of himself a bit, The Joker swings the weapon repeatedly.

JOKER

(cont'd)

What?! Speak up! I can't hear you!!!

Slowly, his anger fades, and his composure returns. Smiling calmly, he drops the crowbar on top of Bryson's head. He takes a moment to straighten his hair and tie before leaving.

JOKER

(cont'd)

God, that never gets old. hehehe...

Joker looks down at Batman, and gives him a little wave.

JOKER

(cont'd)

See you around, Batman.

INT. UNNAMED HOUSE/LIVING ROOM - NIGHT

A small gathering of people roam about the room, wedding gifts piled up on a table. Susan, and Laura both sit near the kitchen, Laura picking at the carrots on her plate.

THUG #3 comes in quietly through the front door. He slips past everyone, and heads straight for the study. Susan watches him with a look of concern.

INT. DARKENED STUDY/UNNAMED HOUSE - CONTINUOUS

THUG #3 approaches the Man by the window, leaning in to whisper something in his ear.

MAN

What?! God damnit!

He throws the remote control that had been in his hand, it shattering against the wall. Susan, who'd heard the crash, sticks her head in the door.

SUSAN

Is everything okay?

MAN

Every thing's fine...I'm sorry, baby. I'll be out there in a minute.

SUSAN

...Okay.

THUG #3

What do you want me to do, boss?

MAN

Look, I can't worry about this shit right now. I got more important things to deal with, and so do you. Sooner or later that freak'll turn up on his own, and when he does? I'll just take care of him myself.

Susan shuts the door quietly behind the thug as he exits.

SUSAN

Baby?

MAN

What is it?

SUSAN

I'm sorry...is this a bad time?

MAN

No...it's not. I'm sorry, babe. I just have a lot on my mind.

(CONTINUED)

SUSAN

Yeah, so do I. And so does my daughter, thanks to you.

MAN

Are we gonna do this again?

SUSAN

No. (long pause) It's just...she hasn't been herself since-

MAN

She'll get over it.

SUSAN

What if she doesn't?

Getting irritated, he takes a moment to pour himself a drink. He gulps it down in one swallow, and lets out a heavy sigh.

MAN

She will.

SUSAN

Look, it's not just Laura. This whole thing has gotten way outta hand, baby. Maybe it's not worth it.

MARIO

Not worth it? (pause) Not worth it?! Those pieces of shit took EVERYTHING from me. (long pause) Everything...

SUSAN

That was a long time ago...and you're risking everything you have NOW for it. What would your family say?

MARIO

I don't know what they'd say, Susan. They're DEAD. All I can do is make sure that the men responsible pay for what they did. Right now, that's all that matters.

EXT. DOWNTOWN GOTHAM CITY/BACK ALLEY - NIGHT

Batman gradually awakens, Gordon's hand rested on his shoulder.

GORDON
You all right?

BATMAN
The Joker...where...?

GORDON
Nobody here but us.

Jim helps Batman to his feet.

GORDON
(cont'd)
What happened?

Batman rubs the back of his head, wincing a little.

BATMAN
The Joker...he snuck up behind me.

GORDON
He blow up your car too?

BATMAN
No.

Batman kneels down and checks Luke's vitals. He's dead. Batman picks up Luke's cell phone.

BATMAN
(cont'd)
That was him. Another "would be" assassin. This guy was definitely a pro.

Gordon grimaces at the body.

GORDON
Jesus... is he...?

BATMAN
Dead.

Batman stands up from the body.

BATMAN
(cont'd)

(MORE)

(CONTINUED)

BATMAN (cont'd)
Whoever's orchestrated all this is
starting to get desperate.
Irrational.

GORDON
Which means they're more of a
threat to this city.

BATMAN
Exactly. You and your men take care
of Dent. I'll find The Joker.

Without another word, he grapples up and out of the
alleyway.

BATMAN
(into cowl)
Alfred. I'm going to need another
form of transportation.

ALFRED
Already on it's way, sir.

EXT. WOODS - CONTINUOUS

Batman zips by on a motorcycle, his cape flipping about in
the wind.

INT. BATCAVE - CONTINUOUS

Batman climbs off of the bike, making an immediate bee line
for his computer.

BATMAN
What are you doing here?

Dick Grayson steps out of the shadows, his face sad.

DICK
It's nice to see you too, Bruce.

BATMAN
You didn't answer my question.

DICK
Alfred called. Said he thought you
could use my help with-

(CONTINUED)

BATMAN
He was wrong.

DICK
(long pause)
I guess he was.

Dick heads back up the stairs in a huff, Alfred passing him on his way.

DICK
(cont'd)
Sorry, Alfred.

ALFRED
Master Dick, wait...

DICK
(pause)
I tried.

Dick continues upward as Alfred descends down to Batman.

ALFRED
Was all that really necessary?

BATMAN
I can handle The Joker.

ALFRED
I didn't bring him here for you. I asked him here for Master Timothy.

BATMAN
Tim?

ALFRED
That boy needs the answers that you won't give to him. He deserves them.

BATMAN
I don't want him involved in this.

ALFRED
You involved him, Sir.

BATMAN
(pause)
He's not ready yet...not for **him**.

Alfred nods once. He leaves Bruce alone at the computer.

(CONTINUED)

Batman scans the e-mails in. The computer starts it's process of decrypting them.

Bruce inputs the poison, it pulls up something called "Thermelsius Oxide". He runs a search on dealers. Marcus Taylor comes up as one of the names. Batman highlights it. "Address Unknown"

Bruce switches on the security footage sent to him by Barb. He watches Laura Falcone intently. He attempts to adjust the volume of the recording, but only manages to get scrambled mumbles.

The girl drops the doll/bear, then runs, the feed suddenly cutting to snow. He rewinds it, then slows it down. The start of the explosion is barely visible before the heat takes out the camera.

He stops the footage in two separate places, and hits print. The two snapshots of the women slowly feed out of the computer. He examines them carefully.

INT. WAYNE MANOR - CONTINUOUS

Alfred shuts the clock entrance. The sound of voices can be heard from around the corner.

Dick and Tim are sitting on one of the couches in the massive living room, Tim laughing at something Dick has said.

TIM
You did not.

DICK
I swear.

Dick glances over at Alfred. They share a nod.

EXT. BATMOBILE - NIGHT

Batman speeds away from the cave inside of a different Batmobile.

INT. BATMOBILE - CONTINUOUS

He presses a button beneath the monitor, a screen of names popping up. He highlights the name "Marcus Taylor". Under "Known Affiliations" reads the name "Edward Nigma" Pulling up the list of his addresses, Batman selects A.J.'s Bar and Grill.

EXT. BATMOBILE - CONTINUOUS

Batman takes the first right, speeding towards the establishment.

INT. A.J.'S BAR & GRILL - CONTINUOUS

Two men engage in a game of darts. Both are clearly too drunk to safely be playing. Other patrons mock their clumsy attempts.

DRUNK #1 shoves DRUNK #2.

DRUNK #1
I bet you a hundred bucks you can't
hit the bullseye.

Drunk #2 caps off his beer.

DRUNK #2
You're on.

Drunk #2 throws the dart haphazardly. It flies way off course, and into a man's beer at the bar. The man is in a green bowler, and suit jacket. As he turns to face the men, we see it's THE RIDDLER.

RIDDLER
Do you boys want a real challenge?

DRUNK #1
Whatcha got, peewee?

The Riddler smiles. He holds up a small toy that looks quite a bit like a Rubix Cube.

RIDDLER
A puzzle box.

He throws it at the man, who manages to catch it.

RIDDLER
(cont'd)
Solve it.

DRUNK #1
Screw that. I'm not messin' with a
kiddie toy.

RIDDLER
Oh, of course. I can understand why
something like this could be
confusing for someone like you.

(CONTINUED)

DRUNK #1

What are you sayin'? That I'm not smart enough?

RIDDLER

Why yes. That's exactly what I'm saying.

DRUNK #1

Oh yeah?!

Enraged at the insinuation of stupidity, the drunkard takes the toy from Nigma. He solves it almost immediately, holding it out proudly.

DRUNK #1

(cont'd)

There! Who's the idiot now?!

Spikes burst out of the sides, and slice up the man's hand.

DRUNK #1

(cont'd)

AH!

DRUNK #2

What the hell?!

The Riddler laughs.

EXT. A.J.'S BAR & GRILL/ALLEY - CONTINUOUS

The Riddler is thrown out of the side door. He skids across the alley floor.

BOUNCER

And don't come back!

Edward Nigma gets up, and dusts himself off.

BATMAN

Nigma.

The Riddler flips around. He smirks upon spotting Batman.

RIDDLER

Oh. It's you. What do you want?

BATMAN

Seen Marcus Taylor lately?

(CONTINUED)

RIDDLER

Why do you ask?

BATMAN

Because I think he might have had something to do with what happened at Arkham.

RIDDLER

And?

BATMAN

And right now, you're the only thing standing in between me...and him.

RIDDLER

As much as I would **love** to help you...I haven't heard from him in weeks. Honest. (pause) Guess you're out of luck, Batman.

Batman stares at him for a moment. Just as he's decided to leave, The Riddler speaks again.

RIDDLER

(cont'd)

Or asking the wrong questions.

Batman stops, and turns back towards The Riddler. He speaks through gritted teeth.

BATMAN

What **are** the right questions?

The Riddler digs into his suit, and pulls out another Rubix Cube.

RIDDLER

Care to give it a try, Batman?

Batman glares at him in silence.

RIDDLER

(cont'd)

No? Suit yourself.

BATMAN

You're wasting my time.

RIDDLER

What can I say? Kids and their toys. (pause) Or teddy bears.

(CONTINUED)

Batman grabs onto Edward, enveloping him into his shadow.

MOMENTS LATER...

Batman peels out. The Riddler gets up gingerly from the alley floor, wiping blood from his lip.

INT. BATMOBILE - CONTINUOUS

Batman types something into the monitor on the dashboard. Names, and images begin to scroll across the screen.

P.B.R.

(radio)

Attention all units, we have reported sightings of The Joker on fifth and Madison. I repeat, we have reported sightings of The Joker near Fifth and Madison. All units in the vicinity, please respond.

Batman turns the vehicle around.

EXT. DOWNTOWN GOTHAM CITY - EARLY MORNING

The Joker splashes water from a water barrel under the drain pipe into his face.

ANGLE ON: The reflection of his face in the water before he splashes it on himself.

He stops upon hearing a cry for help. He leans to his left. Around the corner is an armed MUGGER holding up both a MALE & FEMALE VICTIM.

MALE VICTIM

No! Please don't shoot.

MUGGER

I said get down!

A small smile builds on The Joker's face.

FEMALE VICTIM

(muffled cries)

Oh god, oh god...

MUGGER

Shut up!

(CONTINUED)

Joker steps out from behind the corner to watch the crime take place.

MUGGER
(cont'd)
Toss me your wallet.

The male victim tosses his wallet at the mugger. The item lands at The Joker's feet.

The three finally notice The Joker standing there. Joker bends down to pick up the wallet. He thumbs through it's contents, shaking his head in disgust at the mugger. He hands it out towards him.

MUGGER
Take it. It's yours.

JOKER
Don't insult me.

He continues to hold the wallet out until the mugger takes it. Just as the mugger's fingers wrap around it, The Joker yanks him into him. They struggle briefly for the gun in the man's hand. As the barrel points at the man's head, Joker pulls the trigger.

The mugger falls away from him, the gun now in Joker's hand. The woman begins to scream.

Without much hesitation, The Joker fires two shots into the male victim's chest. He's about to do the same to the woman when he suddenly sees Jeannie's face instead.

JOKER
No.

He cocks the gun, his hand now shaking.

JOKER
(cont'd)
NO!

Joker empties the gun into the woman's chest. Even as it empties, he pulls the trigger. The empty gun clicks loudly.

In the distance, sirens can be heard. He barely acknowledges them, instead clutching his head with a moan. The pain is returning, this time stronger than before.

Batman appears in the alley behind him as he falls to his knees.

(CONTINUED)

JOKER
(mumbling)
No...

As the police cars screech up beside Joker, Batman vanishes into the background.

SEVERAL HOURS LATER...

INT. WAYNE MANOR/LIVING ROOM - MORNING

Alfred Pennyworth opens the curtains throughout the manor.

INT. WAYNE MANOR/KITCHEN - CONTINUOUS

Alfred prepares breakfast for Bruce.

INT. WAYNE MANOR/BRUCE'S ROOM - CONTINUOUS

Finding no one in Bruce's room, Alfred leaves.

INT. BATCAVE - CONTINUOUS

Alfred sets down the tray of breakfast next to Bruce at the computer.

ALFRED
Am I to assume that bump on your
head has already been addressed?

Bruce turns to smirk at Alfred. We see a large bruise, and blunt cut where The Joker hit him in the face with a crowbar. Bruce takes a careful sip of his coffee.

BATMAN
Good morning, Alfred.

ALFRED
Glad to see your injury hasn't
impaired your memory, Sir.

BATMAN
It looks worse than it actually is.

ALFRED
Of course, Sir.

Bruce takes the folded newspaper from the tray. He gives Alfred a brief look of disapproval.

(CONTINUED)

BATMAN
I'll get it looked at.

Alfred nods once. He picks up an empty cup from the desk. Bruce skims the headlines of the paper. After a short time, he tilts the paper down to look at Alfred.

BATMAN
(cont'd)
How's Tim?

ALFRED
I don't think he quite understands everything yet. But I've no doubt it will become clear to him over time.

BATMAN
And Dick?

ALFRED
Perhaps you should pick up the phone and ask him yourself, Master Bruce.

Something beeps on the computer. The encrypted files are now translated. Bruce sifts through a couple of them. He clicks on the "from" e-mail address, and runs it through an IP search. It pulls up "Marcus Taylor", and an address.

ALFRED
(cont'd)
Still hard at work, I see. (pause)
Any luck identifying either of them?

Alfred points at the pictures of Susan and Laura still on the screen.

BATMAN
Not so far. I've been running searches through police case files, hospital records, the DMV...

ALFRED
What about immigration?

Bruce pauses, then hits several keys. The computer flashes through images at lightning speed. It finally stops on an INS file photo of Susan. Bruce reads some of the information out loud.

(CONTINUED)

BATMAN

Susan Esposito. (long pause) Born in Biella, Italy in 1973. Came to the U.S. two years ago with her daughter Laura. (pause) It says that she got married to...

Bruce clenches his jaw in anger. He gets up from the computer, Alfred skimming the information. He finds the name on the marriage license and gasps.

ALFRED

My word...

Alfred turns to look at Bruce, who's already back in costume.

INT. JOKER'S ROOM - AFTERNOON

Joker lays silently on his bed, in a deep sleep. Slowly his brow begins to furrow, the whispers coming back to him. His eyes fly open. He looks around the room, but sees no one. He groans, and tries to reach up to his head with his right hand. It's handcuffed to the bed. He uses his left instead.

Jeannie's voice begins to speak, but she can't be seen.

JEANNIE

We were going to go to Hawaii at the end of the year. I'd been looking forward to it for months.

JOKER

Shut up...

JEANNIE

But that was before we found out about the baby. I never knew you couldn't fly during your third trimester.

JOKER

I'm not listening.

JEANNIE

You were so sweet. You decorated the entire apartment with flowers, sand, and tiki torches. Told me that if you couldn't bring me to Hawaii, you'd bring Hawaii to me. It took us four months to get all the sand out of the house, but I didn't care.

(CONTINUED)

ANGLE ON: A shadowed figure flicks ashes from his cigarette into the ashtray by the bed.

JACK
Don't listen to her.

Joker looks at JACK to his left. (never focus on Jack) We can make out that his skin tone is Caucasian, his suit and hat are black, and he's wearing black leather gloves.

JOKER
Great...another one.

JACK
She's nothing but a lie.

JOKER
And you are?

Jack smiles.

JACK
I'm the light in the darkness.
(pause) I'm you.

Joker rubs his head, keeping his eyes closed.

JOKER
Is that right?

Jack puts out his cigarette on the table instead of the ashtray.

JACK
You don't really buy the wife and kid thing, do you? I mean, let's be real here... nobody turns into someone like us overnight. That's just ridiculous. Something like that has got to come from somewhere, am I right? But her? She's just a figment of your imagination. A twisted memory of a couple you offed a long time ago.

JOKER
I'm assuming this all has a point.

JACK
I'm here to put you back on track, my friend. (pause) You know who did this to you. And you know how to find him. (pause) So ask
(MORE)

(CONTINUED)

JACK (cont'd)
yourself...what are you still doing
here?

Joker opens his eyes, and looks at the empty chair. The place where Jack had put out his cigarette is pock free. Instead there's a deck of cards.

INT. GOTHAM MEMORIAL HOSPITAL - EVENING

ANGLE ON: Notepad. Several questions have been written, then scribbled out.

Jim Gordon taps his pen on the pad of paper. He appears uneasy. Bullock approaches with a cup of coffee for each of them.

BULLOCK
You sure you wanna do this,
Commissioner? I got no problem-

GORDON
No. (long pause) Thanks, Harvey.
But this is something I think I
should take care of.

BULLOCK
Well, I'd like to at least be
present, if that's all right with
you.

Gordon smiles at him, and nods. The overnight nurse steps out of The Joker's room, and gives the two men a smile.

NURSE #2
You can go in now.

Gordon gets onto his feet, and hesitates at the door for only a moment.

The Joker sits calmly in his bed. He stacks a deck of cards into a pyramid.

JOKER
Isn't it always the way?

The Joker knocks the cards over with a flick.

JOKER
(cont'd)
You finally find something worth
doing, and company shows up.

(CONTINUED)

Bullock drags a chair over between Gordon and The Joker. Gordon pulls up a seat of his own. He pulls a recorder from his jacket pocket. He hits record.

GORDON

You have the right to remain silent.

JOKER

This again?

GORDON

If you choose to ignore this right, anything you say can, and will be used against you in a court of law.

JOKER

You know...you don't have to do this EVERY time.

GORDON

You have the right to an attorney-

JOKER

If I can not afford one, one will be appointed to me. Yeah, I get it. (pause) Now, what is it that you want, hmm? You wouldn't have come all the way down here just to read me my Miranda rights.

BULLOCK

Shut it, nutso.

The Joker, who had been ignoring Bullock until now, turns his attention to the detective. He smiles widely.

JOKER

Detective Bullock! Long time no see! Still single and alone?

Gordon tries to interject before Bullock responds.

GORDON

Harvey...

BULLOCK

You don't intimidate me, clowny boy.

JOKER

Who, me?

(CONTINUED)

BULLOCK
You wanna piece of me? Just try it.

GORDON
ENOUGH! Don't give him any more
ammo than he's already got,
Bullock.

The Joker smiles. Bullock glares at him.
Gordon attempts to get the conversation back on track.

GORDON
(cont'd)
What happened at Arkham last night?

JOKER
Apparently there was an explosion.

BULLOCK
You smart assed son of a-

GORDON
Detective!

BULLOCK
Sorry.

GORDON
(long pause)
Well?

JOKER
Well, what?

GORDON
The Asylum. You tried to talk to me
about it yesterday...I'm listening
now.

JOKER
It's not me you should be asking.

GORDON
Who should I be asking?

The Joker sorts the cards on his little table. He shuffles
skillfully through the deck once. Twice.

He takes one of the joker cards from the top, and flicks it
at Bullock.

JOKER
Go fish, tubbs.

BULLOCK
You piece of sh-

GORDON
Go wait outside, Harvey.

BULLOCK
No way. I'm not leaving you alone
in here with him.

JOKER
(under breath)
Like you could do anything to stop
me.

BULLOCK
What did you say?

JOKER
I'm surprised you could hear me
over your wheezing.

BULLOCK
Say that again, Powder.

GORDON
BULLOCK! Out!

BULLOCK
But-

GORDON
Now!

The Joker smiles at Bullock, and gives him a little wave as
he leaves.

GORDON
(cont'd)
Maybe now you won't be so
distracted.

JOKER
I haven't the slightest idea of
what you're talking about,
Commissioner.

GORDON
I bet. (long pause) Look, I know
you didn't have anything to do with
(MORE)

(CONTINUED)

GORDON (cont'd)
the bomb, but I think you know who
did.

JOKER
Put that together, did you?

GORDON
If you won't tell me, we can't help
you.

JOKER
You...want to help me?

Joker laughs.

GORDON
Unfortunately, I'm obligated to by
law.

JOKER
Fair enough.

The Joker leans forward in his bed. He gestures at Gordon to
come closer.

JOKER
(cont'd)
You really want to know?

Gordon takes one step too close. The Joker uses the
opportunity to wrap his IV cord around Gordon's throat. Jim
tries to spin away, but only gives his attacker more
leverage.

The Joker pulls Jim's back right up against his chest, and
leans in closely to his ear.

JOKER
(cont'd)
Mario Falcone.

Bullock busts into the room, followed by Joker's doctor, and
two nurses. Without so much as a word, Harvey pistol whips
The Joker in the face repeatedly.

Bullock catches Gordon as he falls from The Joker's grasp.
Gagging, and choking, Gordon is helped from the hospital
room.

The Joker's laughter follows them out the door.

INT. MARCUS TAYLOR'S HOME - NIGHT

MARCUS TAYLOR enters his darkened house. He kicks off his shoes, and takes off his jacket, not bothering with the lights.

He then makes his way into the living room, laying down onto a sofa. The clock above his head reads 8:02pm. He switches on the news.

REPORTER

(on tv)

-at the popular Iceberg Lounge. We made several attempts to reach club owner, Oswald Cobblepott, but he was unwilling to comment on the matter. (pause) In other news, the Gotham City Police Department has issued a confirmation on the capture and arrest of the infamous Joker. Sources say that the Arkham Inmate was admitted to Gotham Memorial Hospital just hours ago for injuries apparently related to the explosion at Arkham Asylum. We've been informed that he's in stable, but serious condition tonight, though there's no word yet on-

Marcus switches off the TV with irritation. He leans his head back, Batman hovering over him.

BATMAN

Marcus Taylor.

MARCUS

SHIT!

Jumping up off the couch, Marcus backs into the coffee table. He stumbles, falling through the top of it. Batman remains stationary by the couch.

BATMAN

I have a few questions for you.

Marcus looks towards the exit. Batman, anticipating his intent, moves between Marcus, and his front door.

(CONTINUED)

Marcus makes a diving run for his bedroom. He slams the thin door shut behind him. He heads to the closet for his shotgun. He loads the weapon, then charges back out into the living room.

What little light there had been is now gone. The room is pitch black.

Having lost his nerve, Marcus attempts to retreat back into his room, but runs face first into Batman. The gun is torn from his hand. Marcus drops to his knees.

BATMAN
(cont'd)
Where's Falcone?!

INT. GOTHAM MEMORIAL HOSPITAL - NIGHT

Gordon sits on a doctor's table, his hand lightly grazes over bruises on his neck.

Bullock steps into the room, an unlit cigar in his mouth.

BULLOCK
I shouldn't have left you alone
with him.

Gordon winces, and decides to leave his injury alone.

GORDON
No. It wasn't your fault. It was
mine. He baited me, and I let my
guard down.

BULLOCK
He baited you? How?

GORDON
He told me he knew who was trying
to kill him.

BULLOCK
And? Did he?

GORDON
Maybe.

Bullock waits for Gordon to finish his sentence. He doesn't.

BULLOCK
Commish?

(CONTINUED)

GORDON

I need you to find out everything you can about the current whereabouts and activities of Mario Falcone.

BULLOCK

Falcone? Didn't he go into police protection after the Holiday case?

GORDON

Yeah. He testified against some of the families. Helped us bring a lot of them down.

BULLOCK

You really think Falcone's the one doing all this?

GORDON

The Joker does...

BULLOCK

Yeah, there's a reliable source.

GORDON

I don't know, Harvey...the more I think about it, the more it all fits. And I'm willing to bet that son of a bitch, Falcone isn't where he's supposed to be.

BULLOCK

Okay, let's say for a second he did it. Why?

GORDON

Think about who he's targeting here. Dent AND The Joker? Look at the facts. We have the cell switch. The bomb. The poison in Dent's room...and that's just the start of it.(long pause) This whole time we've been blaming Joker because we've been baited to. The name the woman gave at Arkham. His escape? Hell, even the name of the doctor that authorized the cell transfers in the first place... (pause) The thing is...I don't think either of them were supposed to live through that explosion at the asylum. Mario wasn't counting on the cells at

(MORE)

(CONTINUED)

GORDON (cont'd)
Arkham holding up. That's why he had to send someone to finish off Dent at the hospital. And that's why he had to hire a hitman to take out The Joker. (pause) Falcone had the means, and the motive.

BULLOCK
All right...I guess it kinda makes sense. Two-Face offed Mario's old man...but what about Joker? What's he got against him?

GORDON
Well, we know that he was involved in what happened to The Roman... maybe that's enough.

BULLOCK
Maybe, but if that were true, wouldn't half the inmates at Arkham be on Falcone's list too?

GORDON
I don't know...maybe there's something else.

INT. BATMOBILE - NIGHT

Batman climbs back into his car, and peels out. He presses the commlink button on the dashboard.

BATMAN
Alfred.

There's a moment a silence.

TIM
(transmission)
Hold on. I'll go get him.

BATMAN
Wait. (long pause) I'm following a lead that might wind up being a dead end. I need someone to try and find where Witness Protection put Mario Falcone. Can you do that for me?

(CONTINUED)

TIM
(long pause)
Um...sure.

BATMAN
Let me know if you find anything.
Batman out.

Batman disconnects. He looks a little uncomfortable, not sure if that was the right thing.

INT. JOKER'S ROOM - NIGHT

We see Bullock and Gordon talking to a doctor outside of The Joker's room from the foot of the hospital bed. Bullock looks indifferent, but Gordon appears uneasy. Something the doctor is saying is upsetting.

CUT TO...

INT. GOTHAM MEMORIAL HOSPITAL - CONTINUOUS

The doctor hands Gordon the hospital chart.

DOCTOR #2
It's all there.

GORDON
And this is why he's been acting so erratic?

DOCTOR #2
We believe so, yes. During one of our examinations, he actually started hallucinating. It's what clued us into the problem in the first place.

BULLOCK
Hallucinating?

DOCTOR #2
Yes. He was insisting there was someone in his room other than us.

Gordon looks dumbfounded.

DOCTOR #2
(cont'd)
I know this all sounds strange, but these kinds of things can happen in
(MORE)

(CONTINUED)

DOCTOR #2 (cont'd)
cases as extreme as his. Both the
personality changes, and the
delusions should clear up after the
surgical treatment...but
unfortunately I can't guarantee
anything.

A Nurse #1 walks behind them and into Joker's room. She carries sheets.

CUT TO...

INT. JOKER'S ROOM - CONTINUOUS

The nurse walks into the room, and drops the sheets. She backs out of the room.

NURSE #1
Doctor?!

ANGLE ON: The Joker's bed is now empty.

INT. DARKENED STUDY/UNNAMED HOUSE - NIGHT

THUG #2, THUG #3, THUG #4, THUG #5, and THUG #6 all lounge around Mario Falcone's office, Thug #2 making himself a little too comfortable in the boss' chair. He puts his feet up on the desk with a sigh.

THUG #2
I could get used to this.

THUG #3
Used to what?

THUG #2
Way I see it...we're gettin' paid
same as the other guys, but we only
have to do half the work.

THUG #3
But we're here in case someone
shows up and starts nosin' around.

THUG #2
So?

THUG #3
So if someone shows up, we won't be
doin' half the work. We'll be doin'
all of it.

(CONTINUED)

THUG #2

Christ, man. Relax. Nobody knows where this place is. Not even the cops.

THUG #3

That doesn't mean he won't find us.

Thug #4 turns his attention over towards the two men, his eyes widening.

THUG #4

Who?

THUG #3

The Bat.

Thug #5 peers out the blinds into the yard, his eyes fixated on the distance.

THUG #5

I ain't worried about the Bat.

THUG #4

What'dya mean?

THUG #5

I mean...Mario's started somethin' with the God damn Joker. (long pause) I heard some things about what he does to people.

THUG #4

How bad?

THUG #5

All I know is...that freak shows up? I'm outta here.

Thug #6 finally speaks up, his quiet calm finally shattered in a moment of irritation.

THUG #6

Shut the hell up. All of you.

THUG #2

Why? Gettin' scared?

THUG #6

Yeah. Scared you're gonna be talkin' about this bullshit all night long.

(CONTINUED)

THUG #2
How'd you like to be the only one
keepin' look out, Vinny? That sound
okay to you?

THUG #6
Yeah. Yeah it does.

THUG #4
Guys! Cool it, all right? I'm gonna
go get a beer. You want a beer?

Thug #6 shakes his head.

THUG #4
(cont'd)
You want one?

Thug #2 shakes his head.

THUG #4
(cont'd)
All right, suit yourselves. I'll be
right back.

Thug #6 goes back to his ready position by the window, his
gun clutched firmly in his hand.

THUG #6
Ridiculous.

Thug #4 comes crashing back through the door, pieces of the
wood spraying across the room.

THUG #3
Holy shit!

The solitary light in the room shatters apart, the men
shielding their faces from the falling glass. The study is
now as dark as night, only feint outlines visible.

THUG #5
What the hell was-

His voice is cut off, Batman silently dropping him to the
floor.

THUG #3
Charlie? (pause) Charlie, you okay?

THUG #6
Shut up.

(CONTINUED)

THUG #3
(shaken)
It's him...it's the freakin' Bat.

THUG #6
Will you shut-

There's the sound of a brief struggle, and the flash of a single aimless shot, before the room again falls utterly silent.

THUG #2
Screw this, I'm outta here!

Thug #2 takes off out through the house. Batman takes him down before he can reach the front door. Thug #3 begins to panic, little cries of fear escaping his throat. He makes a mad dash for the door, narrowly missing Batman's grasp.

INT. GARAGE/UNNAMED HOUSE - CONTINUOUS

Thug #3 makes it all the way out to the car before Batman catches up to him, yanking him collar first from the front seat.

THUG #3
N-no! Please!

BATMAN
(angry)
Where's Falcone?!

THUG #3
I don't know!

BATMAN
Wrong answer!

Batman punches him in the gut, and slams him against the wall.

BATMAN
Last chance.

THUG #3
He's at the docks! N-number 5! I
don't know nothin' else!

Batman releases him, and pulls a pair of handcuffs from his belt. He locks him to the leg of a thick workbench.

(CONTINUED)

THUG #3
(cont'd)
H-hey...what are you doin'?

Batman walks away.

THUG #3
(cont'd)
You can't just leave me like this!
What if the house caught fire or
somethin'?! WAIT!

The light that had been coming in from the kitchen is blocked, the man looking up to see The Joker standing there.

JOKER
I could think of worse things than
fire.

Thug #3's eyes bulge from his head, his face pale with fright.

THUG #3
BATMAN!!! Help me!!!

The Joker smiles, taking the steps down into the garage slowly, one at a time. He plops down beside the man, and pats one of his legs.

JOKER
Looks like it's just you and me
now.

THUG #3
BATMAN!!!

Joker elbows him in the jaw, the momentary irritation on his face melting away into a sickly sweet grin. His prey begins to whimper softly.

JOKER
I wish I could tell you that there
was an easy way, but-

THUG #3
I wasn't in on the hit, man. I had
nothin' to do with it. I swear.

JOKER
Of course not.

The Joker calmly stands up, meticulously scanning the tool racks for something useful. His gaze finally lands on a nail gun.

(CONTINUED)

JOKER

(cont'd)

How long have you worked for the
Falcone family, John?

Thug #3/John appears instantly horrified at the sound of his
own name.

THUG #3

H-how...

JOKER

Oh, I know all about YOU, John.
Y'see, I make it my business to
know everything there is to know
about my enemies.

THUG #3

But...

The Joker laughs, patting John on his shoulder.

JOKER

I'm only messing with you, Johnny!
You really should stop writing your
name on the tag of your clothes.
It's just tacky.

He tucks the tag back into his jacket for him.

JOKER

(pause)

Well?

THUG #3

W-what?

JOKER

How long have you been working for
Mario?

THUG #3

Oh...um...about six months, I
guess.

JOKER

So...long enough to know where I
can find them.

THUG #3

Who?

(CONTINUED)

JOKER
Why, the family, of course.

THUG #3
I...I don't know.

JOKER
(suspicious)
Really?

The Joker walks over to the wall with his selected tool.

THUG #3
He never told us...said he didn't
trust us with his kid.

Joker holds a nail gun up at face level.

JOKER
Are you sure?

EXT. DARKENED WAREHOUSE - NIGHT

Batman watches Mario and THUG #7, & THUG #8 hurriedly load bags of cash into the back of his car.

MARIO
We don't have all night! Come on!

Just as Batman's about to approach, a set of headlights blazes on behind him. The car screeches forward, and hits Batman hard enough to shatter it's windshield.

Batman rolls over the front, and off the back. He lands on his side, and curls up into the fetal position. Thug #1, #7, & #8 come from around the corner. THUG #9, and THUG #10 get out of the car.

Mario waits until his men have picked up, and are holding Batman steady before coming over.

MARIO
(cont'd)
You're always stickin' your nose in
other people's business, aren't
you?

THUG #9
Whadya want us to do with him,
boss?

(CONTINUED)

Mario's silent for a moment. Then smiles. He lifts his cell phone up to his ear, hitting speed dial five. It rings, a barely audible voice answering.

THUG #11
(over the phone)
Hello?

MARIO
You still at the hospital with
Dent?

Batman's head lifts. His face grows angry.

MARIO
(cont'd)
Kill him.

Mario hangs up, then turns to leave.

MARIO
(cont'd)
It was nice seeing you again,
Batman.

Thug #1, #7, and #8 follow Mario to the car. As the engine starts, and they pull away, Thug # 10 pulls out a large gun.

THUG #10
No one's gonna believe we offed the
Bat.

THUG #9
Just shut up and do it.

Batman flips backwards, up and out of their grasp. He punches the one with the gun first. They struggle briefly, but Batman overpowers him, and elbows him in the face. The thug falls unconscious to the ground.

Thug #9 runs at full speed away from the two men. Batman throws a bolla tie at him. It wraps around his legs, then his arms, dropping him to the ground.

Batman doesn't even hesitate to take care of the two men, he instead runs full speed back to his ride.

INT. BATMOBILE - CONTINUOUS

Batman types in the hospital name into his screen, and room #404.

CUT TO...

INT. JOKER'S ROOM - NIGHT

ANGLE ON: The phone in Joker's room rings. People around are too busy to answer it.

CUT TO...

INT. BATMOBILE - NIGHT

Batman sits in frustration as the phone continues to ring.

INT. FALCONE'S HOME - NIGHT

Susan prepares dinner for Laura, who runs past her mother through the kitchen, and into the adjoining room.

SUSAN

What did I tell you about running?

LAURA

(o.s.)

Not in the house! I'm sorry!

Susan smirks, and shakes her head. She grabs the t.v. remote off of the morning room table, and clicks on the small t.v. at the edge of her counter. She channel surfs, eventually settling on the news. The female reporter from earlier broadcasts is still talking about The Joker.

REPORTER

(o.s.)

-but when they returned to his room he was no where to be found.

There's an almost inaudible thud from the other room. Susan barely acknowledges it other than distractedly calling out.

SUSAN

Laura?

There is no response, but Susan is already focused on the t.v. again.

(CONTINUED)

REPORTER

(o.s.)

The G.C.P.D. aren't saying exactly HOW their prisoner managed to slip through their grasp yet again, but they ARE saying where they think The Joker might be headed next.

Susan stares firmly at the screen, the call for her daughter more desperate than before.

SUSAN

Laura?

Gordon appears on the television set.

GORDON

(o.s.)

During questioning, The Joker specifically named a man that, up until now, had been under police protection. Mario Falcone. If any member of the Falcone family is watching this...or if anyone might know where they might be staying, please contact us immediately.

ANGLE ON: The remote clacks loudly on the floor, Susan rushing to the living room.

SUSAN

LAURA?!

The Joker steps out in front of the doorway, blocking her path through. She skids to a stop, falling backwards onto her back. He smiles down at her.

JOKER

Hello, mommy.

INT. GOTHAM MEMORIAL HOSPITAL - NIGHT

THUG #11 sneaks into Dent's room. He pulls a syringe out of his coat pocket, and slips it into his IV drip.

Gordon bursts in behind him. He makes a mad dive for the needle. The two men struggle, Gordon punching the thug repeatedly in the face until the syringe falls from his hand.

Bullock, Cop #1, #2, and COP #3 all follow into the room. They hold the guy on the ground, and cuff him.

(CONTINUED)

Gordon steps back, panting.

BULLOCK
How'd you know?

GORDON
(gasping)
Got a call.

Bullock smiles, and pats Gordon on the back.

BULLOCK
Oh yeah? Did you tell ol' pointy
ears about...

Bullock points to his own head.

BULLOCK
(cont'd)
...you know. What they found in the
clown's head?

GORDON
Yeah.

BULLOCK
What he have to say about that?

GORDON
Not much. Just said he'd bring him
back.

INT. FALCONE'S CAR - NIGHT

Mario checks the rear view mirror of his car to make sure no one's following him before pulling into his driveway. He turns off the engine, and climbs out. Thug #1, #7, and #8 wait inside.

MARIO
I'll be right back.

INT. FALCONE'S HOME - CONTINUOUS

Mario enters his house. He tries to switch on the entry way light. It won't come on.

MARIO
Susan?

Silence responds.

(CONTINUED)

Mario presses further into the house. He finds a lamp in one of the other rooms that works, a dim light being cast over the house.

MARIO
(cont'd)
Laura?

Again no one responds, Mario's expression changing from confusion, to concern.

MARIO
(cont'd)
Baby?

He makes his way to the family room, signs of struggle beginning to become obvious to him. He reaches for the gun inside of his jacket, but is distracted by a burst of sparks from a cigarette butt flicked at his feet.

Joker leans into the light with a smile, smoke billowing around him.

JOKER
Hello, Mario.

Mario tries to pull his gun out, but Joker tilts his own gun into view.

JOKER
(cont'd)
I wouldn't do that if I were you.
(pause) Then again, if I were you,
I'd probably make sure that the
sociopath I'd tried to kill was
actually dead before I left my
family unattended. (pause) Uuum, I
also wouldn't be wearing that tie.
(pause) Do I really need to tell
you to drop that?

Mario drops his gun. He raises his hands slightly up near his chest.

MARIO
Where's my family?

JOKER
Which piece?

MARIO
(angrily)
You son of a-

(CONTINUED)

JOKER

Hey, it was YOU that got them involved in the first place. I've got to say, Mario...that wasn't very fatherly of you.

Mario runs his hands through his hair. The Joker smiles, and cocks his head to the side.

JOKER

(cont'd)

But then again, your family always WAS unspeakably dysfunctional.

Mario noticeably tenses, his face reddening.

JOKER

(cont'd)

I thought so. (pause) This is about THAT, isn't it?

Joker leans back into the chair, most of his body shaded. He still clutches the cocked pistol, aiming it at Mario.

JOKER

(cont'd)

You're still on that after all these years?

Mario speaks through clenched teeth.

MARIO

You killed my brother.

JOKER

Did I? (long pause) You lose track of these things after a while...who was your brother?

MARIO

Alberto.

JOKER

Oh right! The guy with that disgusting little hand! God that was gross...(pause) I didn't kill him. Though, looking back on it, I'm not sure why. (pause) If I remember correctly, it was your man bear of a sister that did the deed.

(CONTINUED)

MARIO
(airy)
You're lying.

JOKER
Am I? I guess it would make it
easier for you to believe that I
was, wouldn't it? Rather than
accepting that both your wife and
child suffered slow... and
hideously painful deaths over a
simple misunderstanding.

Mario lunges at The Joker as he begins to laugh.

Joker fires off a single shot at his moving target. Joker
only manages to graze his arm. The two struggle for the gun.
Mario knocks it from his hand.

Joker canes Mario in the face, punching him again and again
as he hits the ground. Jack whispers to Joker.

JACK
Kill him...

Thug #1, #7, and #8, who heard the shot, run into the room.
They pull The Joker off of Mario.

Still boiling with rage, Mario gets up from the floor and
begins to viciously attack Joker. Joker is still laughing.

After several swings, Mario grabs Joker by the hair and
turns his head up to face him. Striking him hard enough to
draw blood, Mario repeats the action several more times.

Joker, who's still managing a gurgling laughter through it
all, looks up at him the last time with a snickering smile.

MARIO
(cont'd)
Stop fucking laughing!!!

Mario punches him one more time.
He yanks his gun from inside of his jacket pocket. He points
it square at The Joker's head, and cocks it. He hesitates.

THUG #1
Boss?

Joker, who's still laughing, coughs up small amount of
blood. Mario looks down at him with disgust. He strikes him
in the back of the head with his pistol, knocking him
unconscious.

(CONTINUED)

MARIO
Put him in the trunk.

SEVERAL MINUTES LATER...

Mario steps from the back bedroom, his face pale and sickly. His wife and daughter lay unseen in the next room. He shuts the door, and makes his way to the front of his house where his men are waiting.

THUG #1
The car's ready, Mister Falcone.

Mario nods, placing his hand on the man's shoulder.

MARIO
Stay with them until I get
back...don't...don't leave 'em
alone.

THUG #1
Sure, boss. No problem.

Mario leaves the house.

INT. GOTHAM MEMORIAL HOSPITAL - NIGHT

Bullock approaches Gordon with a grim face.

BULLOCK
We were too late. There ain't
nothing but bodies at Falcone's
place. Looks like someone took 'em
all out with a nail gun.

GORDON
God damn it...so we're back to
square one.

Gordon punches the wall in anger.

GORDON
(cont'd)
Why is it that everyone in this god
damn city seems to know what's
going on except us?

BULLOCK
Freaks like The Joker, and even
Batman don't operate within any
laws 'cept their own, Commish. Our
way of doin' things might be

(MORE)

(CONTINUED)

BULLOCK (cont'd)
harder, but at least we obey the
law.

Gordon smirks.

GORDON
I guess someone in this city has
to.

EXT. MARIO'S HOUSE - CONTINUOUS

Mario steps outside, slowly making his way to the driver's seat of his car. He gets in, waits for #7 and #8 to climb in as well, then pulls out of the driveway,

After he's gone, thug #1 comes from the house.

A cigarette hangs limply from his lips. He lights up, taking a long drag and exhaling it quickly.

A minute or so passes before Batman appears. He looms above him through the smoke. Just as the man sees him, Batman leaps down at him.

He grabs him with both hands, and yanks him up into his face.

BATMAN
I'm only going to ask you this
ONCE...where's Falcone?

INT. MARIO'S CAR - NIGHT

Joker lays bound and gagged in the trunk of Mario's car. He works off the gag. He starts to bite at his ties.

Jeannie appears laying beside him. He looks up at her with irritation.

JEANNIE
I wish you would stop all this.
It's not good for you.

Joker keeps at his ties.

JOKER
You again?

JEANNIE
Do you want me to take care of you
like I used to?

(CONTINUED)

She smiles at him.

JEANNIE
(cont'd)
Do you remember that?

JOKER
No.

Her face becomes serious.

JEANNIE
Do you remember me?

JOKER
(long pause)
I don't know.

JEANNIE
Do you want to?

JOKER
No.

Jeannie vanishes. Joker groans and laughs through a wave of horrible pain in his head.

EXT. ACE CHEMICAL PLANT - NIGHT

Mario and his thugs pull up to the factory, Joker's fingers sticking out of the tail light as they come to a stop.

INT. MARIO'S CAR - CONTINUOUS

Mario looks haggard, and distracted, his men looking at each other, then at him in the front seat.

THUG #8
Hey, boss. You all right?

MARIO
I'm fine.

He gets out of the car. He slams the door behind him.

EXT. ACE CHEMICAL PLANT - NIGHT

Mario's men follow him to the back of the car. Sliding the key into the lock, Mario pops the compartment open, and looks down at the half dazed criminal inside.

Joker's eyes are glazed over, his state nearly catatonic.

MARIO
Bring him inside.

THUG #7
Uh, boss?

MARIO
What is it?

THUG #7
He doesn't look so hot.

MARIO
Yeah? Well, in about ten minutes,
it won't really matter. So shut the
hell up and get him inside!

The two men lift Joker up out of the car. One supports his upper half, the other his lower. Joker is completely limp as they take him inside, his eyes rolling around in their sockets...unfocused.

INT. ACE CHEMICAL PLANT - NIGHT

The two men follow Mario up onto the catwalk above the chemicals, still carrying The Joker.

MARIO
Hurry up!

Mario points down to the chemicals as the goons bring Joker to him.

MARIO
(cont'd)
See that, you pasty faced piece of
shit?

Mario grabs the Joker's face and turns it towards the vats below.

MARIO
(cont'd)
Look familiar? Rumor has it, that's
where you got your start. And I
(MORE)

(CONTINUED)

MARIO (cont'd)
thought, where better to finish
your miserable existence than where
it all began?

One of the thugs hands Mario a gun.

THUG #8
Here you go, Mister Falcone.

MARIO
No. No guns...too quick for him.
(pause) Just throw him in...let him
burn.

Mario backs away from them as they begin to swing The Joker towards the railing. Joker's eyes flutter fully open. His left hand reaches for the flower on his lapel.

Before either men know what has happened, gas explodes from the blossom. The two men drop Joker. His body slams into the rail before hitting the ground.

As the gas spreads, the thugs begin laughing. The Joker venom seeps into their systems. Mario runs down the steps with his hand over his mouth, avoiding the gas.

Joker gets up onto his feet, using the railing for balance and support. A bullet strikes near his hands, three more following.

Mario shoots desperately at him from below. He hits both of the thugs that have been helping him, killing them both instantly. The Joker dives away, and falls down the other side of the catwalk's stairs. Mario rushes to get to him, but by the time he rounds the vats, the Joker is missing.

MARIO
No...

Mario searches for him with his weapon outstretched in front of him. The Joker's voice floats from the darkness.

JOKER
(menacing whisper)
Marco.

Mario shoots in that general direction, The Joker laughs. Again he shoots, missing the clown by a mile. Joker twists the set of valves in the back of the room. The pressure needles spike. Smiling, he leans down and lifts a thick pipe up off of the floor.

(CONTINUED)

JOKER
(cont'd)
Maaaaaaaaaaaarco...

Mario fires again, an angry growl escaping him.

MARIO
Where the hell are you?!

Silence. Mario flips around again and again, trying to see into the darkness. Joker sneaks up behind him with the pipe still in his hands.

Mario finally spots him, but too late.

A poorly aimed shot rings out before Joker clubs Mario across the arm. It knocks the gun from his hand. He cracks Falcone across the jaw, then fetches the pistol Mario dropped.

Joker pulls out the cartridge, and counts the bullets that are left.

JOKER
Twelve bullets fit into this clip,
and you wasted seven of them.

He reloads the weapon, and grins as he points it down at Mario's head.

JOKER
(cont'd)
Aim...THEN fire.

Batman crashes through the skylight from above, landing directly in between Mario and The Joker. Joker lowers the gun for a moment in shock, but then immediately raises it again.

JOKER
(cont'd)
Get out of the way!

BATMAN
(calm)
You know I can't do that.

JOKER
Get out...of my way.

BATMAN
(unflinching)
Let the police handle him.

(CONTINUED)

JOKER
(slight laugh)
Like they handle ME?!

Joker teeters lightly, voices whispering to him. Batman notices the change in demeanor.

BATMAN
You're sick, Joker. You need help.

JOKER
Yeah, like I've never heard THAT before.

Joker cocks the gun, pointing it squarely at Batman's face. Batman, again, doesn't move an inch.

BATMAN
You're dying.

JOKER
(pause) Huh. That's a new one.

BATMAN
You've been hearing voices. Seeing things that aren't real.

Joker lowers the gun. All amusement fades from his face.

BATMAN
(cont'd)
Let me help you.

Joker raises the gun again, and without hesitation or expression, pumps three rounds into Batman's chest. He falls to the ground, leaving Mario wide open. Joker plugs him right between the eyes. He collapses lifelessly to the cement floor.

Batman wheezes, the bullet impact having knocked the wind out of him. The gun clanks to the floor beside him, The Joker backing away from both of them.

JOKER
Sorry, Bats.

Batman gingerly rises from the floor with a pained grunt. The Joker walks away from him in the direction of the catwalk.

BATMAN
Stop...

Joker stops.

JOKER

If I'd wanted to leave, I would've aimed for your head.

Joker cranes his head over his shoulder. Batman stops just a few feet behind him.

JOKER

(cont'd)

So...what is it?

BATMAN

A brain tumor.

The Joker begins to choke and giggle, holding his hand over his mouth as his laughter builds to hysterical levels.

JOKER

I never thought...hehe...that it would be a tumor that finally did me in.

BATMAN

It doesn't have to.

JOKER

Right...

The Joker turns to face Batman, his eyes distant and distracted.

JOKER

(cont'd)

And I assume if they remove it, all of these pesky symptoms I've been having will go away, right?

BATMAN

Yes.

Joker nods, looking down at his feet. Voices echo through the air. Joker shuts his eyes, trying to shut them out.

JOKER

I'm not crazy, you know.

The Joker looks up at Batman with a smirk.

JOKER

(cont'd)

Well, excluding these last couple of days, of course.

Batman stares at him wordlessly.

(CONTINUED)

JOKER

(cont'd)

It's just easier to say you
are...than to face the truth of it.

BATMAN

And what's the truth?

JOKER

That I enjoy what I do. (pause) All
of it.

Joker shrugs and grins.

JOKER

(cont'd)

I always have.

Joker throws a steel card at Batman. Gas seeps out of it as it penetrates the floor. Batman falls to his knees gagging and coughing.

Joker circles his prey as Batman begins to laugh, the gas having it's effect. Digging into his utility belt, Batman pulls what appears to be an inhaler from one of the pouches. Biting down on it, he breathes in the antidote.

Joker cocks his head to the side and watches him, waiting for him to finish curing himself before kicking him once across the jaw.

JOKER

(cont'd)

You really should've killed me the first time we met, Batman. (pause) But you're too good for something like that, aren't you? (pause) Or maybe that's not it...maybe you're AFRAID to. Maybe you're scared that once you take someone's life...there's no going back. That you might enjoy it too much.

BATMAN

No...

Batman's fists clench as he pushes himself up onto his knees.

JOKER

THINK of all the lives that
might've been saved if only you'd
had the nerve to do the right

(MORE)

(CONTINUED)

JOKER (cont'd)
thing! (grinning pause) Take
Robin...for example. Now THERE was
a kid that knew what he wanted out
of life. (pause) His mommy.

Batman takes in labored breaths, clearly getting angry.
Joker laughs.

JOKER
(cont'd)
And, being the generous individual
that I am, I was more than happy to
oblige. (pause) What can I say? I'm
a giver. (pause) What's the matter?
Too soon?

Joker leans down next to the kneeling Batman. He gets right
up next to his face.

JOKER
(cont'd)
What about this new one you've
recruited. Is there anything I can
do for HIM?

Batman reaches up to Joker's throat, lifting him up above
his head with an angry grunt. Joker grasps at his fingers,
grinning as he chokes for air.

BATMAN
I don't know what kind of game
you're playing, Joker...But it's
not going to work.

Batman releases him. Joker crumples to the ground. Coughing
and sputtering, The Joker begins to laugh.

JOKER
(gasping)
Clearly...

Composing himself, The Joker stands up and dusts himself
off. Straightening first his jacket, then his hair.

JOKER
(cont'd)
So what now, Bats? A quick trip to
the hospital before it's back to
Arkham? Do you really think they
can hold me?

BATMAN

No.

JOKER

Then why?!

BATMAN

Because it's where you belong.

JOKER

Please. You and I both know there's no place in this world for people like us.

BATMAN

I'm nothing like you.

JOKER

Oh no? People look at you and see what? A model citizen of unparalleled rationality and sanity? No, what they really see is a raving lunatic playing dress up within the guise of a giant bat. (pause) They're all afraid of you. Like they're afraid of me. But that comes with the territory, doesn't it? You can't go around saving people in a cape and cowl without raising a few eyebrows, am I right? (pause) But you want to know what I think?

Joker waits for Batman to respond, and continues after a few seconds of silence. Joker gestures at Batman's face.

JOKER

(cont'd)

I think that's no mask. I think, like me, it's who you are. Like me...it's who you love to be.

BATMAN

If you really love what you are, then why do you blame other people for what happened here? Why not take credit for it?

JOKER

(frowns)

Don't turn this around on me.

(CONTINUED)

BATMAN

Instead you point fingers. You've even tried to get revenge on people that you claimed were responsible.

JOKER

Maybe I was just BORED that week.

BATMAN

No. You were angry. Looking for retribution. Some form of justice for what was taken from you.

JOKER

What would YOU know about any of it?! You don't know what it's like. To have everything that you were...erased...just like that.

Batman looks away from The Joker. Joker looks back up at him with a newfound sneer.

JOKER

(cont'd)

Or maybe you do. Maybe you know exactly what that's like. Maybe that's why after everything I've done, and all the POINTLESS lives I've ended...you can't bring yourself to do it. To kill what you, yourself created...Right here.

BATMAN

No. You did this to yourself. Nothing can make anything you've done justified. You don't have the right to take an innocent life because you lost yours.

JOKER

I never claimed what I did was right, Bats. Just fun.

A knife slips from his sleeve into his hand, slashing across Batman's cheek.

Joker cackles the whole time they wrestle for it. Batman grabs his wrist and "Batman punches" him.

Joker grabs Batman's cape and swings him into the railing of the catwalk's stairs.

Batman grabs at The Joker's feet as he runs past. Joker jumps past him.

(CONTINUED)

Up on the catwalk now, The Joker yanks a gun out of one of the dead goon's jackets. He aims it at Batman as he climbs up with him.

Batman approaches him slowly, The Joker raising a gloved hand at him and wagging a finger.

JOKER
(cont'd)
Ah ah ah. The last time we were here, and you did that?

The Joker gestures at his own face.

JOKER
(cont'd)
This happened.

BATMAN
So what now, Joker?

JOKER
We wait.

BATMAN
For what?

JOKER
The cavalry.

An alarm starts to go off in the background, a red light flashing on the control panel for the vats.

JOKER
(cont'd)
Maybe we'll get lucky, and take out half of the GCPD with us.

Joker cackles madly.

Steam starts rattling the pipes, gushing through the cracks. The vats begin to groan as the bubbles grow in intensity.

Batman leaps from the catwalk. The Joker shoots twice at him. All while laughing.

Chasing him down the steps, Joker runs back towards the pressure valves. Batman socks him across the jaw as he rounds one of the large containers.

The gun skids across the floor. The Joker wipes blood from his lip as Batman reduces the pressure in the pipes.

(CONTINUED)

Grunting in anger, Joker lunges at Batman. Batman grabs Joker by the lapels and rolls him over him, onto his back.

Rolling over, he pushes himself back up onto his feet. He attempts to punch Batman, but is cut off as a fist slams into his face.

He falls back into a generator. He waits for Batman to get close enough before pulling apart one of the steam pipes. He blasts Batman in the face with steam. Crying out in pain, Batman stumbles back.

Joker slams his knee into Batman's chin. He balls his fists together and punches him in the gut at full force.

Batman regains his footing, punching the Joker again, and again, and again. He grabs him by his collar, as he sinks to the floor and hits him two more times.

Gasping, choking, and giggling, The Joker rolls his head around back and forth. Blood seeps from his nose and his mouth, his face already bruising.

JOKER

(cont'd)

Co...come o-on, Bats... is...that
...a-all you've got?

BATMAN

It's over, Joker.

JOKER

No...No it's not. (pause) There's
only one way to finish it...and you
know it.

BATMAN

(pause)

I'm not going to kill you.

Joker's face falls completely serious for a moment.

JOKER

Maybe not today...

After a second or two, he bursts into laughter, clutching his head both in hysteria, and torrents of pain. Batman kneels down to help him up as the police lights begin to flash on the walls behind them.

BATMAN

Get up.

(CONTINUED)

Joker staggers up onto his feet. Batman holds his collar to help support him. Police bust in through the doors, fanning out across the warehouse.

Joker, still chuckling lightly to himself, starts to teeter. His head rolls about before he collapses. Batman doesn't catch him until he's already cracked down onto his knees.

Police round the corner as Batman stands up from an unconscious Joker.

BATMAN
(cont'd)
Paramedics. Now.

A few of them nod, vanishing back around the corner and outside.

EXT. ACE CHEMICALS - CONTINUOUS

Gordon pulls up and gets out of the car, a cigarette hanging limply from his lips. Much like the scene at the Asylum, cops are running around the place. Bullock questions witnesses.

Two paramedics roll The Joker out on a gurney, having to use a pump on him to keep his breathing steady. They wheel closer to Jim, who signals at two cops approaching the entrance to the warehouse.

GORDON
Wilson, Aimes...I want police escorts for that ambulance. And make sure he STAYS at the hospital this time.

COP #2&3
Yes, Sir.

Another cop runs up to Gordon, who tosses his cigarette butt into a pothole filled with water.

DAVIS
Three bodies inside, Sir.

Frowning, Commissioner Gordon follows the younger cop towards the double doors of Ace Chemicals.

INT. ACE CHEMICAL PLANT - CONTINUOUS

Gordon steps inside and immediately grimaces at the dead body of Mario Falcone, who lays in a pool of his own blood.

GORDON
Falcone...don't touch anything
until we can get forensics down
here.

Davis nods, Gordon's attention turning to the group of cops on the catwalk.

Gingerly making his way up there, Jim stares down at the gassed thugs and shakes his head. Slowly he removes his glasses, cleaning them with a cloth he pulls from his front pocket.

EXT. ACE CHEMICALS - CONTINUOUS

Gordon steps back outside. He tucks the cleaning cloth to his glasses back into his pocket. Rummaging, he pulls out his pack of smokes and lights up.

GORDON
After all these years...

He puts his lighter away, and looks aimlessly in front of him.

GORDON
(cont'd)
All the things that I've...hell...
this whole god damn city has been
through thanks to that bastard...

Jim exhales a large bit of smoke. The wind catches it and pulls it upwards.

GORDON
(cont'd)
I can't ever get used to the sight
of his victims.

Batman's voice emerges from the darkness.

BATMAN
I don't think you're supposed to,
Jim.

(CONTINUED)

GORDON

Might help me sleep better at night
if I could.

BATMAN

How's Harvey?

GORDON

Pretty much the same, but the
medical facilities at the Asylum
are up and running again, so
they're transferring him there.

BATMAN

And how are you?

GORDON

Alive. Which, at the end of the day
always means something in this
town.

They both pause to watch The Joker's ambulance pull away.

GORDON

(cont'd)

What about you?

Gordon turns around, but Batman is no where to be found.
Shaking his head, he goes back to his crime scene.

INT. BATCAVE - NIGHT

Batman pulls the cowl from his head, letting it hang limply
from his shoulders. Sitting at his computer, he pulls up
Joker's file, and mindlessly sifts through it. Bruce stares
at the screen, a picture of the Joker looming on it. His
expression is serious as he sits deep in thought.

ALFRED

Is something the matter, Sir?
(pause) Master Bruce?

BATMAN

What? Oh...I'm sorry, Alfred.

They stare at the image together for a moment, a long drawn
out silence building.

ALFRED

What's troubling you, Sir?

(CONTINUED)

BATMAN

(long pause)

Do you think it's possible that
someone like The Joker could've
been...

ALFRED

Normal?

BATMAN

Yes.

ALFRED

In this city, Sir? Anything is
possible.

Bruce turns off the computer, both he and Alfred turning to
face Tim, who's putting the mask onto his face. He's in full
Robin gear.

BATMAN

Are you ready?

TIM

Oh yeah.

They both climb into the Batmobile, and take off. Alfred
smiles lightly.

INT. ARKHAM ASYLUM/CELL BLOCK B - NIGHT

Joker is led down a hallway of Arkham, bandages around his
head. (all lines are monologue)

JOKER

(v.o.)

The more time goes on-

TWO GUARDS HOLD TIGHTLY TO THE BACKS OF HIS ARMS. He's in a
straight jacket.

JOKER

(cont'd)

-the more I realize that most
people don't actually know who they
are.

THEY PASS A COUPLE OF DIFFERENT CELLS FROM BATMAN'S ROGUES
GALLERY.

(CONTINUED)

JOKER
(cont'd)
Maybe once...at some point, they
did.

LIGHTNING FLASHES, ONE OF THE GUARDS JUMPS.

JOKER
(cont'd)
...but through the struggles of
what some call "life"...most have
forgotten themselves along the way.

THE DOOR ACCESS LIGHT CHANGES FROM RED TO GREEN, a loud buzz
is heard.

JOKER
(cont'd)
Everything that can change...will.

JOKER'S BANDAGED HEAD BOBS LIGHTLY AS HE'S LED THROUGH THE
DOORWAY.

JOKER
(cont'd)
Sometimes it's for the best.

A LARGE GUARD WITH A SHOTGUN LEERS AT HIM as they walk past.

JOKER
(cont'd)
Sometimes it isn't.

A CAMERA WATCHES THEM WALK DOWN THE HALLWAY.

JOKER
(cont'd)
But it's the one constant in a life
full of uncertainties.

A RAT RUNS PAST THEIR FEET as Joker is lead to a cell that
reads "0801" on the door.

JOKER
(cont'd)
You can always count on it.

THE GUARDS REMOVE THE CHAINS from Joker's feet and straight
jacket.

EXT. ACE CHEMICAL PLANT - NIGHT

BEGIN FLASHBACK

JOKER
(cont'd)
In the blink of an eye, your entire
existence can crumble around you.

Joker/Red Hood crawls out of the chemical water, just after
his first encounter with Batman.

JOKER
(cont'd)
One thing...one instant...

Joker's dark reflection appears through the ripples of a
puddle, his first glimpse at his new face.

JOKER
(cont'd)
And your world will never be the
same.

He covers his face with his hands, crying out in anguish.

END FLASHBACK

INT. ARKHAM ASYLUM/THE JOKER'S CELL - NIGHT

JOKER
(cont'd)
Some people? They manage...somehow
finding their hold on reality
again. Learning how to carry on in
spite of everything that's
happened.

Joker is shoved into his cell, his head hung low as he
cranes his neck to glare at the guards before the door
slams.

JOKER
(cont'd)
But those that don't?

EXT. ACE CHEMICAL PLANT - NIGHT

BEGIN FLASHBACK

Classic Killing Joke shot of Joker with his hands up in his hair laughing.

JOKER
(cont'd)
Those who break under the pressure?

END FLASHBACK

INT. ARKHAM ASYLUM/THE JOKER'S CELL - NIGHT

Joker wobbles over to the corner, sits down, and curls his legs up into his chest. His face is buried in his knees. His body begins to quiver, noises that sound like crying getting louder. Eventually those sounds are revealed to be clear insane laughter.

JOKER
(cont'd)
They're forever lost...

FINAL CREDITS