SPIDER-M4N: THIRD TREATMENT.

BY SAM RAIMI.

FOR GARY ROSS AND JAMES VANDERBILT.

THIS TREATMENT IS FOR EXECUTIVE IN CHARGE TODD BLACK IN CONSIDERATION OVER DAVID LINDSAY ABAIRE'S SCREENPLAY OF THE SAME NAME.

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We open up in the sky. A feather falls to the ground, just as it does a slew of bank robbers pour out, as they look up the Spider-Man swings down gracefully landing in a spider like position. He beats down the criminals. As the cops arrive the web head swings into an alley way. He removes his mask, revealing to us to be Peter Parker.

Parker enters the DB to reveal that JJ has been removed as editor, and Adriano Tombs has taken his place. Tombs is a hardened bold and scared man who also doesn't have a sense of humour. By night Tombs turns into The Vulture and begins to rob many banks across the city. By morning the headline spreads over the city.

Spider-Man begins to investigate the case with a utility belt that is equipped with a mini crime case. He yanks out a small magnifying glass and starts to go over the scene of the crime. He notices the feather, he picks it up. Spider-Man swings in by the ESU university at the ding of mid-night scrolling over the feather, using a DNA scanner machine, Parker finds out that the DNA belongs to Adriano Tombs.

The next day Mary Jane call's Peter for a lunch to meet her *real* father. Peter arrives at the Louvre kitchen with a suit not clearly fit for him accompanied with a stash of roses. He drops them at the site of her father, Adriano Tombs. Both Peter and Tombs shake hands, this being an awkward scene we move our cut to....Peter and MJ's new penthouse apartment. The two are arguing over the idea that the man can't be trusted and that in fact he is The Vulture. Mary Jane leaves in anger.

At the downtown Electro Corp. Tired worker Max Dillon is working on a nuclear power capsule when suddenly with a crack of thunder...The Vulture swoops in. Dillon tries to protect himself with a hand gun but is smashed into a nuclear power diode in which erupts him and itself into sparks. Vulture steals the capsule. On exit, Spider-Man swings in and an Ariel fight scene begins. The fight swings from state tower's all the way into the Empire State Building. Vulture grabs a hostage, but the spider-man shoots a web that chokes the flying villain. The hostage is saved. Vulture threatens once more before fully escaping.

Later at the Bekil Hospital. Max awakens with his body being confined to a gigantic plastic tube in which stores his energy and deflects it. He is being watched by a set of scientists and professors who stand behind a protective barrier. Dillon in rage melts through the tube and shocks dead all the scientists. On escape Max picks up a newspaper heading with The Vulture on it, and melts it with his bare hands.

Meanwhile at Tombs's lair. The evil man is fixing his damaged suit, just as he gets down to the problem with his gigantic metallic wings Mary Jane enters. To her shock runs away. Tombs does not react. At the DB in the next morning. Peter rushes in with some more photos of Spider-Man's battle with The Vulture. Tombs scrunches up the pictures with his hands telling Peter that they are of no use to him or anyone. As an argument erupts a hooded figure in a semi green and yellow tight outfit bursts out in electricity in the corner of the press blowing up tables and desks. Peter quickly maneuvers with his webs creating a steel desk shield on the editors front door. Tombs notices and immediately jumps out the window. As he glides in the air, the steel wings pop out and Tombs swings into lower. Peter now has to deal with Max. Peter turns around to see that Tombs has disappeared, and thus transforming into Spider-Man. As Max threatens an innocent in the corner, Spider-Man jumps over the shield and taunts Max.

A fight erupts between the two. Spider-Man notices that he can't fiscally touch the man so he ducks out the fight, to his embarrassment a crowd of watchers and children laugh at the hero as he has a burnt hole on his buttock area.

Later Tombs is hiding in a park tunnel or to change scene to lair. When suddenly a streak of energy glazes over revealing to us to be....Max. Instead of killing Adriano, Max agrees to join him defeat Spider-Man under the condition that Tombs feeds his hunger with the stolen capsule.

Peter goes over to Aunt May's. The two have a sweet conversation that turns rather bitter towards the end. Peter admits to being Spider-Man and that it was his fault he didn't do anything to prevent Uncle Ben's death. May cries as Peter leaves.

The next day Mary Jane calls Peter over to the park. She tells Peter that she should have listened to him and every word he has said for the last few years. But she also tells him how little she can stay with him anymore because of his self righteousness. She brakes up with Peter and tells him that she is going to live in Los Angeles.

As Peter sits atop a building at night drowning in self pity. A mysterious Black catted figure is seen breaking into a diamond storage house. Peter throws on his mask and swings up to the storage house. We move in, to see that it is a woman with sexy curves and white hair. Spider-Man tries to stop her, but at the sight of her is spun into a dream state. As he is in wonder shock, The Cat pulls out a grapple gun and fires it at the web head hooking him by the shoulder and thrusting him into a wall. She then tries the same trick but is violently grabbed by the web head. A chase now begins across the city between cat and spider. Eventually we end up at a dock where a group of crooks are planning an arms deal. Together the two team up to thrash the crooks. The spider and The cat smile at each other after they defeat the crooks and kiss each other passionately. They then make love in Peters apartment.

Peter awakens to find out that The Cat is showering. He approaches the shower to see her butt naked body. Peter joins

her as we cut out. Later Felicia Hardy and Peter are discussing they're plan to tackle Adriano Tombs. Felicia mentions that she has a personal vendetta against him but doesn't say what.

Meanwhile at the lair. Max and Tombs are discussing they're plan to defeat Spider-Man. Adriano suggests going after Peter Parker because he can *sense* it. But Max suggest's to go for his loved one's. Tombs exclaims for Peters Aunt.

At Aunt May's. A knock at the door, May get's up thinking it's Peter. As she opens Max stings her on the neck knocking her out. She falls into his arms.

Transmission throughout the city including times square are filled with blackness. It turns out that the entire New York Area is under power outage. Peter suits up as Spider-Man while Felicia suits up as The Cat. The two help people who are clouded in darkness and stuck underneath rubble from a gas explosion. As the fire department arrive. The two head down to the Main Power Facility.

As they arrive at the main power center. BOOM, a giant hyper Max smashes out from the ground. His body is over twenty feet and is now just pure energy and rage. Both Cat and Spider-Man hide behind vehicles in which get instantly blasted away. Peter notices a tower of energy pillars and tells Cat to distract Max. Cat thinks of the only thing she's really good for...she slightly takes off her top to reveal her cleavage attracting hyper Max. She leads Max in between the power tower conducers where Spider-Man hits the switch in so releasing more energy overloading Max. Dillon then turns into a gigantic ball of energy and begins to absorb all the power in the city. As the authorities and military arrive on the scene Max explodes and like a miniature nuclear bomb causes mass destruction on the east side of New York.

Spider-Man and The Cat hang out on a peer as they watch the explosion, Peter feels guilty that his plan caused the deaths of many police officers. Cat cheers him up before shooting him in the back with a dart gun.

We dissolve to a destructed warehouse. Peter awakens to see The Cat and Vulture next to each other. Cat explains how she was forced into it by Vulture and that he had her sister hostage. Peter brakes free from chaining, just as he is about to attack Vulture. We notice that the villain has a switch in his hand, we move up to see that Aunt May and Cats sister are tied up to explosives. Vulture threatens to press the button. On this very intense scene Peter spins a web that grabs the switch, Cat then kicks the villain in the chest thrusting him into a wall. Cat disarms Vulture while Spider-Man saves Aunt May and Cat's sister. Captain Stacy and his team arrive on the scene to find Vulture tied upside down with a note attached saying "From your friendly neighbourhood spiderman." That same night Cat apologizes to Peter. Peter tells her that he understands and that he will leave the duties of the city in her hands. They kiss once more and Peter swings away.

The next morning Peter visits Aunt May. He tells Aunt May that he is sorry for everything that she's endured from him. Aunt May forgives Peter and advises him that being Spider-Man is always his choice, and he can always decide what he wants to do with it. On his way out he bumps into Mary Jane. She tells Peter that she still wants to be with him, but Peter refuses and walks away.

Peter now stands at the edge of the Brooklyn bridge. In his hands the Spider-Man mask. Peter stares as it deeply feeling a sense of regret for being Spider-Man for so many years, he also feels a sense of happiness. Peter tosses the mask off the side of the bridge. It lands in the river below and our camera closes on the eye of the mask as we fade out.

THE END.