

THE MUPPETS TAKE THE MCU

by

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THE MUPPET STUDIOS LOGO

A parody of Marvel Studios' intro. As the fanfare -- whistled, as if by Walter -- crescendos, we hear

STATLER (V.O.)
Well, we can go home now.

WALDORF (V.O.)
But the movie's just starting!

STATLER (V.O.)
Yeah, but we've already seen the best part!

WALDORF (V.O.)
I thought the best part was the end credits!

They CHORTLE as the credits

FADE TO BLACK

A familiar voice -- one we've heard many times before, and will hear again later in the movie...

MR. EXCELSIOR (V.O.)
And lo, there came a day like no other, when the unlikeliest of heroes united to face a challenge greater than they could possibly imagine...

STATLER (V.O.)
Being entertaining?

WALDORF (V.O.)
Keeping us awake?

MR. EXCELSIOR (V.O.)
Look, do you guys mind? I'm foreshadowing here. Ahem. Greater than they could possibly imagine...

CUT TO:

THE MUPPET SHOW COMIC BOOK

By Roger Langridge. WALTER reads it, whistling the Marvel Studios theme to himself, until

KERMIT

All right, is everybody ready for
the big pitch meeting?

INT. MUPPET STUDIOS

The shout startles Walter, who tips over backwards in his chair out of frame, revealing KERMIT THE FROG, emerging from his office into the central space of Muppet Studios.

The offices are dated, a little shabby, but they've been thoroughly Muppetized into a wacky, cozy, creative space. .

SCOOTER appears at Kermit's side, and we follow them through the office.

SCOOTER

We're on the schedule for ten
o'clock, boss!

KERMIT

Nice work, Scooter!

The SWEDISH CHEF's cubicle is a miniature kitchen where he's trying to wrestle a talking piece of broccoli into a pot. LEW ZEALAND's is wall-to-wall fish on wooden plaques; Lew is, inexplicably, honing a fish on a sharpening stone.

They pass FOZZIE BEAR's cubicle, where Fozzie's surrounded by towering piles of dusty joke books, rubber chickens, and other props.

FOZZIE

I've got some great new material!

Statler and Waldorf appear over the edge of the neighboring cubicle, which is decorated with old-fashioned wooden paneling and leather chairs, and an oil painting of them both.

STATLER

Your best material is the jokes
you don't tell!

FOZZIE

Hey! I'll have you know I've got
some real classics in this set!

WALDORF

The only way your comedy would be classic is if it were silent!

They CHORTLE. Fozzie looks pleadingly at Kermit.

FOZZIE

I still don't understand how they got the desk next to mine.

Kermit shrugs, genuinely baffled, and moves on to

KERMIT

Gonzo, what've you got?

GONZO THE GREAT is waving around a running chainsaw on a stick. CAMILLA ducks and dodges it.

GONZO

Kermit, I'm gonna knock 'em dead!

KERMIT

Not literally, I hope.

The blade of Gonzo's chainsaw SPONTANEOUSLY CATCHES ON FIRE.

GONZO

We'll all find out together!

Kermit doesn't look reassured. Next up, the ELECTRIC MAYHEM, rocking out on a makeshift stage in one corner of the office.

KERMIT

Sounding great, fellas! I think they'll love the new songs!

DR. TEETH

Thanks, Frog! We think we got some big hits lined up!

JANICE

Like, psychedelic to the max!

ANIMAL

Mul-ti-plat-num!

Enter: MISS PIGGY, dressed to the nines.

PIGGY

Kermie, darling, I'm ready to dazzle them with my greatest performance yet! [Beat] And the candy bowl in my trailer has any of those little pieces of black licorice, I'll break every bone in their bodies.

KERMIT

Only the good candy!

A disheveled Walter catches up with the group.

WALTER

And I can do some of my world-famous whistling!

Everyone stops. Kermit tries to be diplomatic.

KERMIT

Ah, no, that's okay, Walter. I think we've got plenty as is.

The chaos resumes.

WALTER

Oh, Kermit, this is so exciting! I can't believe I get to be a part of this.

KERMIT

Walter, you've been with us for ten years, two movies, a bunch of Internet videos, and I guess sort of a TV show. Don't worry. You've got nothing to prove.

UNCLE DEADLY pats Walter on the back consolingly.

UNCLE DEADLY

Impostor syndrome, dear boy. Dreadful thing. I'll lend you a book.

Kermit rallies the troops.

KERMIT

All right, everybody, let's go pitch the next Muppet movie!

CUT TO:

INT. STUDIO OFFICE

A cookie-cutter DISNEY EXECUTIVE -- male, female, nonbinary, does it even matter? -- sits behind their desk.

DISNEY EXEC
I'm gonna stop you there.

The Muppets, who have crowded into the Exec's office, freeze in awkward positions -- Gonzo in mid-stunt, Fozzie in mid-joke, Miss Piggy mid-monologue, Sweetums apparently but not really about to eat Robin -- you get the idea.

KERMIT
But -- but we just started the pitch...

DISNEY EXEC
And it looks great, really. You guys are a beloved intellectual property, and you know how much we value you, right?

FOZZIE
Enough to put us in a movie?

DISNEY EXEC
Let's just take some time and figure out the right content vertical for you to really draw in those viewership figures, okay?

KERMIT
But it's been years since our last movie! Or even a real TV show!

SWEETUMS
I went on The View once...

DISNEY EXEC
I completely understand. I am such a big fan of your work, personally. I mean, some people say your sense of humor's outdated --

Fozzie deflates.

DISNEY EXEC (CONT'D)
Or you're just too far ... out there ...

Gonzo looks up from where he's dumping jars of pickles into a cannon.

DISNEY EXEC (CONT'D)
Or you're trying too hard to be
hip and relevant...

Miss Piggy is taken aback.

KERMIT
... But?

DISNEY EXEC (CONT'D)
Huh? Oh. No. Some people just say
those things, is all. Look, right
now, the studio's trying to commit
its resources where they'll
generate maximum returns. I'm sure
you understand.

KERMIT
I ... I guess so...

DISNEY EXEC
Great! So glad we're on the same
page. Denise? Send in my next
meeting, okay? So nice to see you
guys. Call anytime and I'll do my
best to get you on the schedule.

Dejected, the Muppets turn to leave the office, only to run
into KEVIN FEIGE, in a Marvel ballcap and T-shirt, who is
genuinely delighted to see them.

KEVIN FEIGE
Kermit! I haven't seen you guys
since the studio Christmas party!
How've you been?

KERMIT
Uh, well...

KEVIN FEIGE
I'm so sorry, we've got a big
meeting, but I really can't wait
to see what you guys do next.
Catch up soon?

KERMIT
Sure.

Feige beckons to his INTERNS, HIMESH and CHLOE, who start
bringing in the world's LONGEST SHEET OF POSTERBOARD -- an
ABSURDLY LONG presentation that cannot possibly fit into
this one tiny office, with Marvel Studios Phases IV through
at least XVI on it.

We see increasingly obscure and ludicrous logos as the phases progress: SQUIRREL GIRL: LET'S GET NUTS; SLEEPWALKER: NIGHTMARE RETURNS; THE NEW WARRIORS: TOTALLY RADICAL; FORCE WORKS: LOOK, MISTAKES WERE MADE; LOCKJAW & THE PET AVENGERS, etc.

DISNEY EXEC

Kevin! Great to see you. Show me what you've got lined up, and we can get to the greenlighting...

The Muppets awkwardly try to squeeze out of the office as the giant posterboard just keeps coming in...

CUT TO:

EXT. MUPPET STUDIOS

The Muppets -- all precariously packed onto a single tiny STUDIO GOLF CART -- inch back to the outside of Muppet Studios, in a far corner of the lot. Sun-bleached and fading posters of THE MUPPETS and MUPPETS MOST WANTED flank the front doors.

SAM THE EAGLE

Obey the posted speed limit!

ZOOT

I think I swallowed a bug.

CUT TO:

INT. MUPPET STUDIOS

The Muppets sad-walk in, hanging their heads.

FOZZIE

Aw, I worked so hard on that material...

GONZO

I broke bones I didn't even know I had!

PIGGY

I had to reschedule a manicure and a pedicure! Both of them!

FOZZIE

Was I just not funny enough?

GONZO
Was I too tepid and mainstream?

WALTER
I knew I should have done some
whistling!

They pause and look at Miss Piggy, waiting for her to join in.

PIGGY
... What? I was fantastic. Wasn't
I? Kermie, tell me I was
fantastic.

KERMIT
Cheer up, guys! If the studio says
they're working on something great
for us, I believe them.

WALTER
But Kermit, it's been years now.
Shouldn't they have made another
movie? Or another TV show? Or
something? What if they're
forgetting about us all over
again?

GONZO
Those Marvel guys seem to be doing
great. I mean, what do they have
that we don't?

SWEETUMS
An interconnected shared universe
that forms a single ongoing
narrative?

Everyone pauses to stare at SWEETUMS.

SWEETUMS (CONT'D)
I been takin' correspondence
courses!

SAM THE EAGLE
Wholesome, all-American values?
Except for all the British people.
And the Australians.

ROWLF
Some really sweet tunes.

RIZZO

Three kinds of sandwiches at the craft services table? Not that I would know firsthand, mind you.

PEPE THE KING PRAWN

Attractive stars?

MISS PIGGY

Excuse me?

PEPE THE KING PRAWN

No offense, lady pig, but I saw the one lady who could push a whole jeep with her legs muscles, okay? To say nothing of the smorgasbord of top-quality Chrises.

WALTER

If only we could ask them what we're doing wrong and they're doing right.

KERMIT

Stop it, guys! We're not doing anything wrong. We're just us. And that's all we need to be.

But no one's listening to Kermit -- they're all doubting themselves and talking over one another until:

BUNSEN

Who says we can't ask them?

Every stops to look at DOCTOR BUNSEN HONEYDEW, emerging from a door marked MUPPET LABS - DANGER - DO NOT ENTER.

CUT TO:

INT. MUPPET LABS

Dark, cluttered, and about fifteen concurrent OSHA violations waiting to happen. With the Muppets gathered round, Bunsen whips a cloth off a table full of wristwatch-style devices.

BUNSEN

Behold our latest invention: The Reficulator!

(MORE)

BUNSEN (CONT'D)

It can transport the wearer into any fictional universe! [beat] To which our legal department can clear the rights.

A Reficulator pings gently, and Bunsen leans over to peer at its display.

BUNSEN (CONT'D)

It also tracks your steps and reminds you to drink more water.

ANIMAL

Hy-drated! Hy-drated!

PIGGY

Yeah, yeah, Doc, but does it work? Or is this yet another of your inventions where it inevitably catches on fire and/or makes your head explode?

GONZO

Oh, I love those!

BUNSEN

The Head Exploder 5000 worked exactly as intended, thank you very much. But yes, it works! Beaker gave it a test run just the other day, didn't you, Beakie?

BEAKER

Mee meep?

And on Beaker's traumatized face, we

SMASH CUT TO:

INT. THE MILLENNIUM FALCON - HYPERSPACE

The cockpit of the Millennium Falcon. As John Williams's fanfare BLASTS, we see Beaker's awestruck face.

BEAKER

Mee mee mee meep?

R2-D2 chirps a response.

ARTOO

[bleeping and whistling]

BEAKER
Mee mee meep mee meep?

ARTOO
[more whistling]

CHEWBACCA chimes in.

CHEWBACCA
[Wookie grunts and groans]

BEAKER
Mee moh. Mee mee mee mee meep.

Reveal a baffled POE DAMERON and C-3PO taking all this in.

POE
Threepio, do you know what the
little guy's saying?

THREEPIO
Of course, Captain Dameron! I am
fluent in over six million--

POE
So translate!

BEAKER
Meep meep meep meep.

THREEPIO
He says: "Meep meep meep meep."

Poe just glares at a completely oblivious Threepio.

CUT TO:

INT. MUPPET LABS

BUNSEN
I'm told it was a complete
successs! Say, Beaker, give them
another demonstration!

Beaker waves his hand at Bunsen, Jedi mind trick style:

BEAKER
Mee mee meep mee mee mee.

BUNSEN
(mesmerized)
You don't need to give them
another demonstration.

BEAKER

Mee mee mee meep meep mee.

BUNSEN

You are the single greatest assistant a scientist could hope for.

Bunsen snaps out of his trance.

BUNSEN (CONT'D)

So, as you see, with the Reficulator, you can enter the Marvel Cinematic Universe and ask as many questions as you like. Granted, depending on when in the timeline you arrive, half of you may not come back, but what's science without a little danger?

GONZO

That sounds amazing! Hey, Kermit, just think of the cool death-defying feats I could learn!

FOZZIE

Some of those guys are pretty funny! Hey, Kermit, I bet I could discover some great jokes!

PIGGY

Ooh, Kermie, Kermie, Kermie, I've always thought I'd look fantabulous in a super suit!

ANIMAL

Mer-chan-di-sing!

WALTER

I bet they have the secret to keep the Muppets on top for years! Decades! What do you say, Kermit?

Everyone turns to Kermit, asking a million questions at once: Kermit! Kermit! Kermit! Kermit! We watch the frog's cool crumble under the onslaught:

KERMIT

Uh, well, come on guys, I don't think -- guys, just listen to -- seriously, guys, just hang on a second -- guys, please -- WILL YOU JUST BE QUIET PLEASE?

Dead silence.

KERMIT (CONT'D)

This is ridiculous! We're the Muppets. We're not superheroes, and we shouldn't try to be. Let's just keep doing what we've always done, and trust the studio. Okay?

PIGGY

But Kermie --

Kermit leaves in an exasperated huff. Everyone turns to Piggy.

PIGGY

Why's everyone looking at moi? And not in the exact way I want everyone to be looking at moi?

PEPE THE KING PRAWN

Everyone knows you are the frog whisperer around here, okay?

CUT TO:

INT. KERMIT'S OFFICE

Kermit enters his shabby studio office, shuts the door, and leans against it heavily. He looks up at a framed photo on the wall: Him and JIM HENSON. Kermit sighs, wistful.

KERMIT

Things used to be so much simpler.

Kermit sits at his desk. The view out his window: A parking lot. Empty. Desolate. An actual tumbleweed blows past -- chased by a frantic employee from the props department, who retrieves it.

A KNOCK at the door. Kermit doesn't move. Piggy pops her head in.

PIGGY

Hello, Kermie-poo.

KERMIT

Hi, Piggy.

PIGGY

Don't you think you were just a teensy-weensy bit hard on everyone?

KERMIT

I guess that's usually your job,
huh?

PIGGY

(sweetly)

And I'm much better at it than
you.

She hugs Kermit, smooshing him only somewhat awkwardly
against her.

KERMIT

I can't do it, Piggy. Not again.
You all trusted me before, and
whatever I did, it wasn't enough
to keep us together. I lost them.
I lost us. And I can't lose you
all again. I'm just a frog who
wanted to make people happy. I
don't know about content verticals
or cinematic universes. Maybe we
should just leave the future up to
someone else for a change.

PIGGY

Oh, Kermie. It'll be all right.
You couldn't lose me if you tried.

KERMIT

Thanks, Piggy.

PIGGY

Unless I get that callback for the
new Charlize Theron film, in which
case I'll be in Berlin for, oh,
three months. Six tops. Now, I'm
told there's some stunt training,
so that might cut into my free
time. But we can videochat
whenever I'm not on set -- you
don't mind a nine-hour time
difference, do you? -- and I can
fly you over to visit in the break
before reshoots -- you always know
how to make sure the paparazzi
get my good side --

KERMIT

And what about everyone else?

PIGGY

What? Oh, of course! I'll get some souvenirs for everyone. Have Scooter write down their T-shirt sizes for me, would you, Kermie dear?

Kermit pries himself out of her grip.

KERMIT

I can't believe you.

PIGGY

What?

KERMIT

This isn't just about you. It's about all of us. All of them. But it's never been about that for you, has it?

PIGGY

But Kermie--!

KERMIT

From the moment we met, you've cared more about being famous than anything else. Always chasing something more glamorous. As if we were your second choice. The best you could settle for.

PIGGY

Kermie, I--

KERMIT

I can't deal with you right now.

Kermit sits down again and turns his back on Piggy. More hurt than she'd ever let on, she leaves the office.

Kermit sighs and looks out across the parking lot again. At the far end, another studio employee is papering over a fading poster for MUPPETS NOW with a billboard for the Jacob Batalan-starring MARVEL STUDIOS' GUY IN THE CHAIR for Disney+.

Kermit buries his face in his flippers.

CUT TO:

EXT. MUPPET STUDIOS

Piggy paces in the parking lot, fuming. Her phone DINGS.

On the screen, from AGENT: "Sorry, Miss P, Charlize is a no go. They wanted someone younger."

"And not a pig."

"Better luck next time?"

Miss Piggy gets so angry that she CRUSHES the phone in her hand. Foo-Foo runs over, fetches the phone, and trots to drop it in a special bin to one side of the studio offices: TRASH, RECYCLING, and -- overflowing -- PIGGY PHONES.

BEAUREGARD, dumping some trash (into the RECYCLING bin, natch) notices and removes his hat reverently.

BEAUREGARD

Farewell, silicon angel. Join your
brothers and sisters.

Miss Piggy stares at the front of Muppet Studios. The poster for THE MUPPETS comes unstuck in its old age, one corner drooping down to cover up the portion featuring Miss Piggy.

Walter approaches cautiously, the other Muppets trailing behind him at a safe distance.

WALTER

It feels like I just helped you
guys get back together. And now
I'm scared I'm gonna lose you
again.

PIGGY

I will not. Go back. To being. A
nobody.

Piggy whirls. The other Muppets shrink back, ready for anything.

PIGGY (CONT'D)

Where's the melon nerd? With the
glasses?

BUNSEN

Oh dear.

PIGGY

Get those gizmos ready. We're going in. [beat] But first I need a double mocha latte, extra whipped cream, extra syrup, soy milk. Come on, someone write that down, chop chop!

CUT TO:

INT. MUPPET LABS

Piggy drinks her ridiculous coffee, loudly, while Bunsen straps Reficulators onto the Muppets' wrists. Going on the journey: Piggy, Walter, Fozzie, Gonzo, Camilla, Rowlf, Rizzo, Scooter, Sweetums, and the Electric Mayhem.

BUNSEN

I've programmed five-dimensional coordinates that should take you to significant individuals within the fictional universe -- a feat of precise, exact science!

FLOYD

So, like, where are we gonna end up, man?

BUNSEN

Oh, heavens, it's not an exact science. Now, fictional universes are delicate things! Fortunately, we here at Muppet Labs pride ourselves on our cautious, studied approach to every invention.

In the background, a device ERUPTS IN FLAMES. Beaker rushes to put it out with a fire extinguisher.

BUNSEN (CONT'D)

Too much interference with universal continuity could begin to damage the fabric of that reality! And as we all know, cinematic universes are dry clean only. So the Reficulators are designed to insert you into the narrative as seamlessly as possible. But try to tread lightly! If a fictional universe were to collapse while you were inside it, why, I simply can't imagine anything so catastrophic!

Somehow, the fire extinguisher itself, and Beaker, and half the lab, are now also on fire. Oh, the meepmeepity.

BUNSEN (CONT'D)

My, what warm weather we're having. Beaker, do turn up the air conditioning. Now, when you're ready to compare notes on what you've learned, just activate this homing button, which will help you find all the other Reficulators and their users throughout the continuity. And while I've designed them to resist the usual wear and tear, do try to be careful with these delicate, refined scientific instruments!

Animal looks up from his Reficulator, which he's been chewing on. The other band members look at him reproachfully. He hides the Reficulator behind his back.

ANIMAL

Sah-ree.

Bunsen straps the last Reficulator -- pink and rhinestone-studded -- onto Miss Piggy as she finishes her coffee. In the background, sprinklers activate, extinguishing both the raging flames and a sooty and frazzled Beaker.

BUNSEN (CONT'D)

Beaker and I will be monitoring your progress from here. Good luck, everyone!

Gonzo and Camilla hold hands, or their closest equivalent.

GONZO

You ready, Camilla? Here goes nothing! Whoopee!

They activate their Reficulators and dematerialize in a bright flash. Bunsen leans over.

BUNSEN

Hmm. No ashes. Always a good sign!

Fozzie puts one hand over his eyes.

FOZZIE

Oh, I can't bear the suspense! Ahh? Get it? Wocka-Wock--

He Reficulates away. The other Muppets follow suit, until only Piggy and Walter are left.

WALTER

Time to save the Muppets! Again!
Or possibly for the third time!

Walter vanishes. Piggy, suddenly introspective, turns to Bunsen.

PIGGY

Doctor Canteloupe?

BUNSEN

Close enough!

PIGGY

If ... If anything happens, and
moi does not make it back ...
Would vous please tell Kermit ...

BUNSEN

Yes?

PIGGY

(voice of doom)
I will haunt his scrawny frog
carcass for the rest of his days.

BUNSEN

Supernatural torment! Got it!

PIGGY

(back to effervescent)
Thank you! Au revoir!

Piggy takes a deep breath and activates her Reficulator. She vanishes, and we TRAVEL WITH HER through a swirling, Kirby Kracklin' vortex to...

CUT TO:

EXT. BUDAPEST - 2007

City of mystery! Intrigue! Vaguely alluded-to spy anecdotes!

INT. BUDAPEST APARTMENT - 2007 - DAY

Miss Piggy materializes with a holler and a THUD inside a shabby-chic top-floor Budapest apartment. Big windows look out on surrounding buildings and the city itself.

Piggy picks herself up, dusts herself off, and surveys her surroundings. She's wearing a black leather jumpsuit.

PIGGY

Hello? Superheroes? I am here to grace you with moi's fabulous presence!

Every time Piggy moves, her leather getup SQUEAKS LOUDLY.

PIGGY (CONT'D)

Oof. How does anyone ever move in these things?

The flat's door is KICKED OPEN, and DOZENS OF ARMED SOLDIERS swarm inside, guns drawn, covering Piggy in laser sights. Piggy wildly misreads the situation.

PIGGY

Ooh! I get an entourage? How thoughtful.

The soldiers' leader steps forward, sneering. It's GEORGES-PIERRE BATROC -- several years *before* his first appearance in *Captain America: The Winter Soldier*.

BATROC

Ah. Your famous sense of humor.

PIGGY

French! Ooh la la! Not quite my kind of frog, but I'll take it.

BATROC

(offended)

Please. I'm Algerian. And I'm afraid we have only a brief and unpleasant fate for you. You've given my employer a lot of trouble. But now, at last, you have fallen into *our* web ... Black Widow.

Piggy finally gets it as the soldiers advance menacingly.

PIGGY

... What?

CUT TO:

EXT. WAKANDA - PRESENT DAY

Speaking drums and regal horns welcome us to the thriving capital city of this magnificent nation.

INT. WAKANDAN PARLIAMENT

QUEEN RAIMONDA presides over the Parliament. Among the dignitaries and representatives of the various tribes gathered around a circular table, with a raised dais in the center, we see M'BAKU. OKOYE, AYO and others of the DORA MILAJE guard the chamber.

RAIMONDA

Do we have any further business before we conclude this august meeting?

A pair of elderly men in tribal regalia stir at the opposite side of the table. They aren't Muppets, but they oddly resemble Wakandan versions of Statler and Waldorf.

WAKANDAN WALDORF

Wake up, you old fool! The meeting is ending!

WAKANDAN STATLER

Excellent! The best time during the meeting to wake up!

WAKANDAN WALDORF

You slept through the entire proceedings!

WAKANDAN STATLER

Which means I spent my time more wisely than you did!

M'Baku is not a fan of these guys.

M'BAKU

You make me regret ever agreeing to join this council.

WAKANDAN WALDORF

That makes three of us!

Wakandan Statler and Waldorf CHORTLE FAMILIARLY.

RAIMONDA

Elders, please. Now, does anyone else know of any --

A bright flash! FOZZIE plunges onto the dais. The Dora Milaje snap to attention, flanking the Queen, spears at the ready. M'Baku pushes back his chair, ready for action.

FOZZIE gets up, uncrumpling his hat. Looks around.

FOZZIE

Hiya! Oh. Oh, wait. Oh no. Is this
-- is this an audition?

The Wakandans are taken aback. Fozzie straightens his tie and tries to psych himself up, shuffling some note cards he's prepared.

FOZZIE (CONT'D)

Okay, Fozzie, you can do this! All
right -- good afternoon, ladies
and gentlemen, I am Fozzie Bear!
I've got a great tight five I've
been working on, and I think
you're just gonna love it!

CUT TO:

EXT. ALIEN WORLD - NIGHT

Gonzo and Camilla go FLYING out of a Reficulator portal -- Gonzo is, of course, going "WHEEEEEEEEE!" the whole time -- and land with a crash and a cloud of feathers.

Gonzo pops up, delighted. He's wearing futuristic space gear. (Camilla is still just a chicken.) Gonzo's nose has gone askew.

GONZO

As crash landings go, I'd rank
that one somewhere between the
pillow factory and the knife
emporium. Aw, heck, they're all
great! You okay, Camilla?

CAMILLA

Buh-gark. Buh-gaak?

GONZO

Oh, thanks!

He fixes his nose.

GONZO (CONT'D)

Better? Now we just need to --
WOW.

CAMILLA

Buh-gaak?

GONZO

I knew it. I *knew* it!

Gonzo and Camilla take in a GORGEOUS ALIEN VISTA, like something off a 1970s album cover. And as a familiar melody rises on the soundtrack, Gonzo raises his hands in triumph:

GONZO (CONT'D)

I *knew* I'd go back here someday!

CUT TO:

INT. MR. EXCELSIOR'S STUDIO - DAY

Walter materializes inside a beautiful, pristine Manhattan brownstone, clean and modernist. He picks himself up and looks around.

WALTER

Wait, I don't recognize this.

Walter checks his Reficulator, but the screen is glitching and juddering -- LOCATION UNKNOWN. Walter looks up and gasps.

A massive wall of framed MARVEL COMICS, perfectly arranged. Countless amazing stories. Walter gapes in awe.

Walter follows the wall down a hallway, past statues of Marvel characters, and framed original sketches and artwork, into what's clearly an office. An old-fashioned typewriter sits at a spotless desk, with a huge mural of comics-style Marvel characters painted on the wall behind it.

Walter STOPS in amazement at one particular comic. It's a 1970s-style issue of MUPPET COMICS, with Walter and his brother Gary in dramatic poses. "What am I? I must decide!" "TORN BETWEEN TWO WORLDS! No Foam & Felt Fanatic dare miss -- THIS MAN, THIS MUPPET!"

Walter reaches out to touch the picture, knocking it slightly crooked. A FAMILIAR, SMILING FACE appears reflected in the glass behind him.

MR. EXCELSIOR (O.S.)

You like it? I had that one made specially for you!

Walter turns. Standing before him, in a vaguely 1970s suit, mustachioed and be-sunglassed, is a beloved figure we've seen before.

WALTER

You -- you're -- you're --

MR. EXCELSIOR

Call me Mr. Excelsior! Purveyor of wonder! Font of fabulous four-color fantasy! Senses-shatterin' sahib of spellbinding storytelling! Welcome to the hallowed House of Ideas! I've been waiting for you, Walter.

WALTER

For me?

MR. EXCELSIOR

Sure! I hear you're looking for some help in saving the day. I'm here to lend a hand, true believer!

Mr. Excelsior leans over and STRAIGHTENS the picture hanging on the wall. We can't quite see his eyes behind his sunglasses...

Off Walter's hopeful face, we

CUT TO:

INT. KERMIT'S OFFICE

Kermit sighs, his hand on the doorknob. He's cooled down. He feels bad. With his head downcast, he opens the door and enters

INT. MUPPET STUDIOS

Still looking at the floor, Kermit clears his throat.

KERMIT

Everyone, I'd just like to say ...
I shouldn't have flown off the handle like that. I'm just ...
Well, I'm a little scared. But I shouldn't take those fears out on you. So I'm sorry. I know that if we just stick together and do our best, we'll be okay in the end.
What do you say?

Kermit looks up.

There is NO ONE in the office. Well, there's Beauregard and Robin. They begin to clap.

ROBIN

I love you, too, Uncle Kermit!

BEAUREGARD

(wiping away tears)

I knew you cared, but it's so nice to hear you say it.

KERMIT

Uh ... Thanks, Beauregard. But where's everyone else?

ROBIN

I don't know! Sweetums and I were supposed to meet for lunch in the cafeteria. He never misses Sloppy Joe Wednesdays. No matter how many times the cafeteria workers beg him to!

BEAUREGARD

I like to keep my mind untroubled by distractions like facts or observations. Ooh! A gum wrapper!

Kermit looks worried.

KERMIT

I hope they're okay. Maybe they took the news from this morning harder than I thought. I better go look for them.

ROBIN

Don't worry, Uncle Kermit! I mean, how much trouble could they possibly have gotten into?

CUT TO:

INT. BUDAPEST APARTMENT

The Soldiers have Piggy tied to a chair, guns leveled at her. She struggles, furious.

PIGGY

This is ridiculous! Moi is not the Black Window!

FIRST SOLDIER

Widow.

PIGGY

Whatever.

SECOND SOLDIER

Er ... Boss? You do know what the Black Widow looks like, right?

BATROC

Absolutely! [Beat, indicating Piggy.] She looks like that.

FIRST SOLDIER

But you've seen pictures of her?

BATROC

Of course not! She's an international superspy! A ghost! A legend! There are no pictures of her.

PIGGY

Well, that's definitely not moi.

BATROC

But our sources said the Black Widow would be here. So...

FIRST SOLDIER

It's just ... I've heard the Black Widow was less ...

PIGGY

Choose your next words *very*.
Carefully.

First Soldier turns pale. His comrades try to help.

SECOND SOLDIER

Zaftig?

THIRD SOLDIER

Rubenesque?

FIRST SOLDIER

... A pig?

Batroc ponders this.

BATROC

... She's a master of disguise?

THIRD SOLDIER

Oh, she definitely is.

The Third Soldier takes out the First and Second Soldiers with swift, efficient strikes.

BATROC

Johanssen! What are you doing?

The Third Soldier peels off a CAMOUFLAGE MASK to reveal NATASHA ROMANOFF, THE BLACK WIDOW!

NATASHA

He's a little tied up in a meeting with a colleague of mine. But he wanted to say thanks for making it so easy for me to bring you in.

The other soldiers CHARGE her, and Natasha takes them out without breaking a sweat.

Batroc grabs Piggy, putting a gun to her head.

BATROC

Surrender, Black Widow, or I turn this -- unf -- surprisingly heavy hostage into sausages. Probably a lot of sausages.

PIGGY

Oh, that is it, pal! HIIIIII-YAH!

Piggy SNAPS her bonds and karate-chops Batroc off his feet.

Natasha, peeling off the rest of her disguise to reveal her SHIELD uniform underneath, looks impressed.

PIGGY

(still mad)
Rubenesque?

NATASHA

I consider it a compliment. I didn't know anyone else knew about this safe house. What are you, CIA?

Miss Piggy's Reficulator dings. On the screen: LOADING BACKSTORY...

PIGGY
 (reading off the screen)
 Uh ... I'm with the Peacekeeping
 Operations Reconnaissance Command.
 Waitaminnit, PORC?

NATASHA
 Huh. Haven't heard of that one.

One of the Soldiers, recovered, charges her.

NATASHA (CONT'D)
 One sec.

Natasha does one of her elaborate leg-lock flip takedowns
 on the Soldier.

PIGGY
 Well, that just looks exhausting.

NATASHA
 Why, what do you prefer?

Batroc gets back up, lunges for Piggy, and she CHOPS HIM
 DOWN again!

PIGGY
 Hiiiiii-yah!

NATASHA
 Huh. That does seem effective.

PIGGY
 (demonstrating)
 You just -- you gotta kinda put
 your whole body into it.

Batroc, on the floor, calls for:

BATROC
 Backup! Now! She's here!

Armed soldiers POUR INTO THE ROOM. Piggy and Natasha go
 back-to-back in a fighting crouch.

NATASHA
 You think you could demonstrate
 that some more?

PIGGY
 (let's DO this)
 With pleasure.

CUT TO:

INT. WAKANDAN PARLIAMENT

Fozzie's warming to his comedy set. No one else is.

FOZZIE

... So the zookeeper says, "An elephant crossed with a rhino? What DO you call it?" And the naturalist replies, "Ellefino!"

Queen Raimonda and Okoye stare with train-wreck fascination as Fozzie continues.

OKOYE

My queen -- are we under attack?

RAIMONDA

I am not certain.

FOZZIE

So hey, I hear you guys have some amazing super-science here in Wakanda. Do you know why Wakandans are so smart? It must be all that Vi-BRAIN-ium! Ahhh? Wocka-wocka?

OKOYE

This is *definitely* an attack.

WAKANDAN STATLER

I have rhinos funnier than you!

WAKANDAN WALDORF

And they smell better, too!

RAIMONDA

Enough! Remove this jester from our chambers!

The Dora Milaje surround Fozzie with their spears. He can't resist:

FOZZIE

Okay, okay, you've made your point! No need to get sharp with me! Ahh? Get it?

They do not. The Dora Milaje drag Fozzie away.

FOZZIE (CONT'D)

Wait did I pass the audition? When can I expect a callback? I have headshots--!

The doors to the chamber slam shut. Raimonda and Okoke exchange glances -- did that just happen?

M'BAKU

"ViBRAINium." Heh. That is not bad.

CUT TO:

EXT. ALIEN WORLD - TWILIGHT

PETER QUILL and ROCKET RACCOON peer at a rotating three-dimensional map of an intimidating-looking mountain fortress.

QUILL

This is really bad. I mean, imagine bad, and then imagine worse than that, and then like a billion times worse than that, and this is worse.

ROCKET

You got a better idea?

THE GUARDIANS OF THE GALAXY -- somewhere between the end of Vol. 2 and the beginning of Infinity War -- gather in the shadow of the Benatar to strategize.

DRAX

I have an idea. We should enter the fortress, take the crystal, and crush all who try to stop us.

ROCKET

That's not a plan. That's an outcome.

MANTIS

(I'm helping!)

Oh! We should *plan* to enter the fortress and take the crystal.

DRAX

And the crushing. Do not forget the crushing.

GROOT
I am Groot.

ROCKET
Don't you start.

NEBULA, lurking at the periphery and sharpening a very big knife, tuts in disgust at GAMORA.

NEBULA
I cannot believe I let you drag me away from my quest for vengeance. For *this*.

GAMORA
Honestly? Neither can I.

QUILL
Guys, we gotta focus. The Sh'iar Imperium's willing to pay huge credits to get this crystal back from these separatist jackholes.

Gamora gives Quill a LOOK.

QUILL (CONT'D)
Plus it'll, you know, stabilize peace in this sector of the galaxy. That's very important, too.

GAMORA
Rocket, can you run through the plan again?

ROCKET
I just ran through the plan!

DRAX
I was not listening. It was very boring. I briefly fell asleep.

MANTIS
I also did not listen!

GROOT
(Playing his video game)
I am Groot.

ROCKET
All right, fine, but this is the last time.

Rocket dials his sarcasm to maximum and recaps the plan.

ROCKET (CONT'D)

This is a map of the separatist fortress. Guards down here, traps traps traps, more guards, something really big and ugly here, and up at the top is the crystal. You with me so far?

DRAX

One or more of us will likely die. Got it.

MANTIS

(Whispering loudly to Drax)

I hope it is Quill.

QUILL

Hey! I probably won't die! You'll probably die!

NEBULA

(I would like to stab you)

Your leadership astounds me.

ROCKET

But before we get to any of that stuff, we gotta worry about ... what? Anyone?

GROOT

I am Groot.

ROCKET

That's right. The force shield around the fortress. There's a generator here that powers it, but because these guys ain't total frellin' tralks, it's inside the shield. But! There's a weak point right here, halfway up, just big enough for one person to fit through, and it opens up for a few seconds every time the generator changes cycles. Which is where this comes in!

Reveal a jerry-rigged cannon, obviously built out of spare parts, pointed at the distant fortress.

ROCKET (CONT'D)

I've synched this baby up to the generator cycles. We can fire it at the exact right moment to get a single person through the gap in the shield. They take down the generator, and we storm in.

GAMORA

So when do you launch?

ROCKET

Me? Whoa, whoa, whoa, I'm not getting in that thing!

QUILL

But you're the only one who'll fit! It's too small for any of the rest of us.

ROCKET

I did what I could with the parts I had. You wanna wait another few hours while I dismantle half the ship for extra parts, be my guest.

GONZO (O.S.)

I'll do it!

The Guardians whirl, weapons at the ready. Over the crest of a nearby hill comes a STRANGE HELMETED FIGURE with a very familiar nose.

GAMORA

Halt! Identify yourself!

Gonzo taps the side of his helmet, which retracts to reveal his face, a la Quill at the beginning of the first Guardians film.

GONZO

Call me ... Gonzo the Great!

QUILL

... Who?

GONZO

Gonzo the Great! Interdimensional, intergalactic daredevil! Have cannon, will get fired! In multiple senses of the word!

QUILL

Oh yeah? Well, we're the Guardians of the Galaxy. Rebels. Heroes. Rock n' roll freedom fighters. I'm Star-Lord, and my dad's a god from outer space.

GAMORA

Quill, we're all from "outer space."

GONZO

(Completely unfazed)

Neat! My whole family's from outer space!

QUILL

That's my girlfriend, Gamora, the deadliest warrior in the galaxy.

GAMORA

(To Nebula)

Isn't this where you take offense and say something like, "second deadliest?"

Nebula cannot stop staring at Gonzo.

NEBULA

He is ... *fascinatingly* blue.

GONZO

My girlfriend's a chicken!

Camilla appears, clucking hello.

GROOT

I am Groot.

ROCKET

Groot's right. He would fit inside the cannon.

GONZO

What's the muzzle velocity on that sweet baby? A hundred meters per second?

ROCKET

Two hundred.

GONZO

Even better!

DRAX

I like this one. It will be very entertaining to watch him splatter and die.

GAMORA

Wait -- what about payment?

GONZO

Well, gosh. I was hoping you guys would let me do it for free. I left my wallet in my other dimension.

The Guardians silently confer. He's in.

A FEW MOMENTS LATER

Gonzo has climbed inside the cannon, ready for launch.

QUILL

Last chance to back out. No shame in being a big chicken.

CAMILLA

(I BEG your pardon)
Buh-gaaaark?

QUILL

Oh. Uh. No offense.

GAMORA

So you know where the shield generator is once you get inside?

GONZO

If I'm lucky, I'll land directly on it! Fingers crossed!

ROCKET

All right, everybody stand back!
Ready for launch in 5 ... 4 ...

GONZO

Back in a sec, Camilla!

CAMILLA

Buh-gaark!

ROCKET

3 ... 2 ... 1 ...

The cannon FIRES in a beautiful burst of psychedelic color. In SLOW MOTION, we follow Gonzo SOARING THROUGH THE ALIEN SKY, planets hanging in the stars above him, while a SWEET '70S JAM plays.

Still in slow-mo, the Guardians wince, bracing themselves for disaster.

Gonzo hurtles toward the shimmering force shield and we

CUT TO:

INT. MARVEL STUDIOS OFFICES - HALLWAY

Kermit wanders around, peering in open doors, calling out quietly for his friends. He finds a door and opens it --

A whole bunch of people are crammed into the tiny broom closet. DAREDEVIL and JESSICA JONES sit on folding chairs, knitting very long scarves; LUKE CAGE is reading a Walter Moseley novel; IRON FIST meditates in the lotus position; THE PUNISHER lurks in the back, reading an Archie comic. They all look up hopefully.

JESSICA JONES

Oh, thank God, are they letting us out?

DAREDEVIL

Have we been un-cancelled?

IRON FIST

Could I get a chai latte with soy milk, please? Extra foam?

KERMIT

Oh, sorry. I must have the wrong room.

LUKE CAGE

Wait, no, don't--!

But Kermit has already shut the door again.

Iron Fist looks at the others as they glare daggers at him.

IRON FIST

What?

Luke swats him upside the head.

PUNISHER
 (reading his comic)
 Ha! Classic Reggie.

Kermit turns away from the closet door and stops, hearing:

HIMESH (O.S.)
 No, no, no, this doesn't make
 sense!

Kermit wanders over and peers into a nearby conference room. Himesh and Chloe, the Marvel interns we saw earlier, are SERIOUSLY FREAKING OUT as they look at the giant posterboard scroll they brought into the Disney Exec's office. Some of the logos have changed -- drastically.

HIMESH
 I don't remember any of these!
 What phase even is this?

CHLOE
 We're gonna be in so much trouble
 if we don't figure this out. I
 mean, "Pink Widow, Agent of
 P.O.R.C."?

HIMESH
 When did we cast a bear as the
 Black Panther?

CHLOE
 Who are the Gonzardians of the
 Gonzalaxy?

Himesh drops to his knees while Chloe rocks in a fetal ball.

HIMESH
 Tell us, O posterboard! What did
 we do to offend thee?

CHLOE
 Don't yell, you'll only make it
 angrier!

Kermit blanches.

KERMIT
 Uh oh.

CUT TO:

INT. MUPPET STUDIOS

Kermit bursts through the doors, agitated. Pepe the King Prawn looks up from his phone.

PEPE THE KING PRAWN
Hey, what is the rushing, Boss
Frog?

KERMIT
Pepe, where did the others go?

PEPE THE KING PRAWN
They all went to -- whoa. Whoa.
What is thats?

Pepe is starting to dematerialize -- even without a Reficulator!

PEPE THE KING PRAWN
Nobody told me the brownies I ate
earlier were those kind of
brownies, okay? Not that I would
have said noooooooooooooo...

Pepe vanishes. Kermit officially panics.

MUPPET LABS

Bunsen hums to himself as he works on a device labeled HEAD EXPLODER 6000. Kermit bursts in.

KERMIT
Dr. Honeydew, what did you do?

BUNSEN
... I'm sorry, you'll have to be
more specific.

KERMIT
The others! I can't find them, and
the storylines are changing on
their own over at Marvel Studios,
and Pepe just vanished before my
eyes, and I am very concerned by
at least two of those three
things!

BUNSEN

Vanished, you say? How curious! I suppose it's possible that if enough people Reficulated into a fictional universe, it might begin to draw in others from the original universe in an attempt to maintain its internal logic. But that would require an elevated level of damage to universal cohesion, and as you can tell from this highly sophisticated monitoring device, the MCU remains entirely stable!

Bunsen shows Kermit a simple box labeled "DID WE BREAK THIS UNIVERSE?" A dial on the box points steadily at "NO."

Beaker appears from behind the box and holds up its electrical plug -- it's not plugged in.

BEAKER

Mee mee meep?

BUNSEN

Goodness, how silly of me. Thank you, Beaker!

Beaker plugs in the box. It lights up -- and the dial immediately jumps from "NO" to "MAYBE."

BUNSEN (CONT'D)

Oh, dear.

ROBIN (O.S.)

Uncle Kermit?

Kermit, Bunsen, and Beaker turn to see Robin entering the lab.

ROBIN (CONT'D)

I don't feel so good.

Robin stutters, distorts, and DEMATERIALIZES!

KERMIT

Robin! Doc, you've gotta get them out of there! Don't your doohickeys have some kind of recall function?

BUNSEN

Naturally!

Bunsen presses a large red button on a console labeled "IN CASE OF UNIVERSAL WHOOPSIE." It buzzes. Bunsen tries it a few more times. More buzzes.

BUNSEN (CONT'D)

How very odd! Some unknown but powerful force within the other universe is blocking my attempts at retrieval.

KERMIT

Doc ... you said if the other universe collapses ... we might lose them forever?

BUNSEN

I'm afraid so. But don't worry, that's highly unlikely to happen!

The "DID WE BREAK THIS UNIVERSE" dial wavers past "MAYBE" toward "PROBABLY."

BUNSEN

That's somewhat unlikely to happen!

Kermit swallows hard and reaches a decision.

KERMIT

Send me in, Doc. I have to save them.

BUNSEN

Would that I could, Kermit! But I already sent all my Reficulators into the other universe!

Beaker holds up another, larger, cruder-looking Reficulator.

BEAKER

Mee mee meep?

BUNSEN

Brilliant, Beaker! I'd entirely forgotten about this prototype!

Bunsen straps it to Kermit's wrist.

BUNSEN (CONT'D)

I'm afraid the guidance system wasn't finished in this early version.

(MORE)

BUNSEN (CONT'D)

There's no telling where you might end up. Beaker and I will try to stabilize things from this end, and we won't give up on attempting to retrieve the others.

BEAKER

Mee meep!

BUNSEN

Well said, Beaker. That was truly profound.

KERMIT

Here goes nothing.

Kermit takes a deep breath, activates the Reficulator, and PLUNGES INTO A TECHNICOLOR VORTEX --

CUT TO:

EXT. TUNGUSKA, SIBERIA, 1903 -- NIGHT

Starlight shines on a vast expanse of frozen, snowy forest. Then --

A VAST, DAZZLING EXPLOSION ERUPTS FROM THE EARTH! Chunks of snow and ice are hurled into the atmosphere, and the shockwave flattens trees for miles in every direction! Fire BOILS from a sudden, massive crater in the ground.

In the splintered remains of a once magnificent forest, chunks of snow and ice rain down upon the ground as the crater burns in the background. Something else comes tumbling from the sky, SLAMMING into the earth --

MJOLNIR. And following it, two screaming figures, who CRASH LAND on either side of it.

THOR and LOKI -- adults, but younger by several years than they were in their first movie -- painfully push themselves up from the snow, turn to each other, and:

BOTH THOR AND LOKI

This is *your* fault!

THOR

My fault? I'm not the one who said, "Oh, brother, let's just get a glimpse of him, Father will never know!"

LOKI

I'm not the one who started
showboating around with my stupid
hammer and woke him up!

THOR

Mjolnir is not stupid--!

LOKI

Yes, by all means, let's focus on
the hammer, because that's what's
important here--!

AN EARTH-RATTLING SCREECH silences their bickering. Thor
picks up Mjolnir, and they turn to see, rising from the
crater, an IMMENSE SNAKE-LIKE MONSTER -- JORMUNGAND, THE
MIDGARD SERPENT!

LOKI

(Who, me?)

Oh, hello, Jormungand. Fancy
meeting you here.

Jormungand BELLOWS, enraged. Its eyes narrow as it spots
Thor and Loki far below, and it LUNGES for them.

THOR

I will drive it back into its pit
of slumber!

LOKI

Thor, no, wait--!

Thor SOARS into the sky, storm clouds gathering, channeling
lightning through Mjolnir. As he nears the beast's charging
head, Thor rears back to deliver a mighty blow --

And Jormungand FLICKS HIS TAIL AROUND and SMASHES THOR OUT
OF THE SKY!

Thor hits HARD into the snow, Mjolnir flying from his grasp
to land some distance away. Loki appears as Thor gets up,
shaking himself off.

LOKI

So that went about as well as
usual.

THOR

I don't see you suggesting
anything!

LOKI

He's the size of the Royal Palace!
What, should I stab him with my
knives? Maybe cast a few
illusions?

As Thor and Loki bicker, and Jormungand rampages, Kermit materializes, landing in the snow near Mjolnir.

THOR

Then stand aside, brother, and let
Mjolnir and me handle him. As
usual.

LOKI

Like you just did? Honestly, Thor,
sometimes I think a -- a -- a *frog*
would do less damage with Mjolnir
than you do!

THOR

I would like to see one try!

KERMIT (O.S.)

Uh, excuse me?

Kermit is EFFORTLESSLY HOLDING UP MJOLNIR for Thor.

KERMIT (CONT'D)

I think you dropped this.

Mjolnir SURGES with BLINDING DWARVEN MAGIC! Thor and Loki shield their eyes as LIGHTNING CRACKLES AROUND A VERY SURPRISED KERMIT!

Mjolnir lifts Kermit into the air as Asgardian armor appears on his tiny amphibian body. And when the lightning clears away --

KERMIT IS FROG THOR.

Thor and Loki stare in bewilderment.

THOR

Is this your doing?

LOKI

No. [beat] But I love it.

Jormungand, drawn by the light and noise, HISSES with terrifying fangs and PLOWS ACROSS THE GROUND toward them.

Kermit continues to rise into the sky, lightning crackling around Mjolnir, as the Serpent draws ever nearer -- until they are face to face. They face off for a long, tense moment. And then --

KERMIT

Uh ... hi. Nice night, isn't it?

JORMUNGAND

Oh, thank goodness. An amphibian. Someone I can talk sensibly with. Those warmbloods are just so exasperating.

KERMIT

I deal with a lot of exasperating people every day. I know it can be hard.

JORMUNGAND

I just thought I'd have a little more time to sleep in before Ragnarok, you know? I feel like I just closed my eyes for a few millennia, and now it's time to destroy the Nine Realms.

KERMIT

Ragnarok? I don't think it's Ragnarok.

JORMUNGAND

Look, those two idiots down there are Asgardians. And they woke me up. And no one's supposed to wake me up until it's Ragnarok, so there you have it.

KERMIT

But I think that was an accident! Right, guys?

BOTH THOR AND LOKI

(Pointing at each other)

He did it!

They resume arguing.

JORMUNGAND

See? Warmbloods. Completely unreasonable.

Jormungand looks up at the stars.

JORMUNGAND (CONT'D)

And yet ... no. The stars are wrong. It's not time for Ragnarok yet. Well, that's very inconsiderate. Don't they know I need my beauty sleep?

KERMIT

I'm sure they didn't mean any harm. So ... you can just go back to sleep, then?

JORMUNGAND

I can try. For an amphibian. I mean, we're practically cousins. [beat] But I need someone to sing to me. I can't fall asleep without a song.

KERMIT

I think I can help with that.

Kermit closes his eyes and holds out his free hand -- like Thor summoning Mjolnir.

THOR

What is the frog doing?

Silence. Nothing. And then, whistling through the air, KERMIT'S BANJO FLIES INTO HIS HAND.

Kermit DESCENDS to the snow on the edge of the crater as Jormungand settles back inside and makes himself cozy. Kermit sets down Mjolnir on its side, sits on the stone hammer, and tunes his banjo.

KERMIT

Just give me a second here.

JORMUNGAND

No, no, take your time.

As Thor and Loki approach, Kermit clears his throat, and begins to play -- "The Rainbow Connection."

No orchestra. No swelling strings. Just Kermit's voice, and the banjo, and the night wind swirling the snow. The Northern Lights dance in the sky. Simple. Haunting. Lovely.

Jormungand relaxes as the song works its magic -- and then opens one eye.

JORMUNGAND

Everyone needs to sing. I can't
sleep unless everyone's singing.

Kermit looks at Thor and Loki, who very reluctantly join in. They sing all the way through the song together. By the end, Jormungand is once more fast asleep. He seems to shimmer and melt back into the Earth, leaving only the crater behind.

LOKI

Brother, are you crying?

THOR

(Definitely is)

No. No, of course not. Just got
some snow in my eye.

Kermit sets down his banjo and hands Mjolnir back to Thor, who takes it eagerly. As Kermit hands over the hammer, the enchantment ends, and his armor disappears.

KERMIT

Sorry if I got a little carried
away there. Thanks for letting me
borrow your hammer.

THOR

You showed great courage, friend
frog.

KERMIT

Sometimes, when people are upset,
losing your temper with them only
makes everything worse. You've got
to try to talk to them and
understand what's wrong. Maybe
that way you can help them.

As Thor absorbs this amphibian wisdom, Kermit realizes he should have taken this very advice earlier with the Muppets.

KERMIT (CONT'D)

Oh.

THOR

How may we repay your kindness,
noble frog?

KERMIT

I was hoping to find my friends,
but I think I came to the wrong
place. I'll have to keep
searching.

Thor calls up to the heavens:

THOR

Far-seeing Heimdall! Have you seen
-- er, what do your friends look
like?

KERMIT

Well, there's a pig, and a bear,
and a dog, and sort of a blue
turkey-like thing, and a band, and
-- it's complicated.

THOR

Heimdall, have you seen ... uh ...
any of those things in the Nine
Realms?

The voice of HEIMDALL echoes from the Northern Lights:

HEIMDALL (O.S.)

Not in this realm or any other. My
vision extends only so far as the
present moment. Perhaps your
friends await you in another time.

KERMIT

Uh ... thank you very much.

HEIMDALL (O.S.)

Don't mention it. [beat] I liked
your song.

THOR

Good fortune to you in your quest,
friend frog. We must away, but
know this -- you are always
welcome in Asgard.

As Thor and Loki walk away:

LOKI

"Friend frog." Quite a generous
sentiment from the Mighty Thor.
What next? Will you perhaps
befriend, I don't know, a rabbit?

THOR

Ha! Not in a thousand lifetimes.
Heimdall! Open the Rainbow Conn--
er, open the Bifrost!

The Bifrost opens, transporting Thor and Loki away.

Kermit checks the Reficulator on his wrist -- but the screen is glitching, reading POWER OVERLOAD -- RESETTING, and Asgardian lightning still arcs and sparks from it.

KERMIT (CONT'D)

Uh oh. Guys? Hey, wait up,
guys! ... Heimdall?

Silence. The wind howls over snowy desolation. Kermit plunks down and forlornly tries to make the Reficulator work.

LOKI (O.S.)

Perhaps I can help.

Walking through the snow comes ... Loki! But older -- the Loki we know now.

KERMIT

Wait, weren't you just here?

LOKI

Time travel. It's complicated.
Greetings, "friend frog." You seem
to be in a bit of difficulty.

KERMIT

Why would you want to help me? I
know about you. You're the God of
Mischief.

Loki sits down next to Kermit in the snow.

LOKI

True. But aside from the aid you
just rendered my younger self...
Ugh, I can't believe I'm saying
this ... once, in a place very
much like this, you were kind to
me.

Loki's features shimmer, and for a moment, he appears as a familiar figure from "Muppets Most Wanted" --

KERMIT

The Great Escapo?

LOKI

I have gone by many names, in many realities. [beat] But seriously, your advice about choreography proved surprisingly helpful. Look, I'm on my way to a sort of ... support group, if you will, at a little place outside the bounds of time and space.

KERMIT

Well ... I don't know.

LOKI

You're welcome to stay here and freeze, of course. But who better than I could understand you? After all -- it's not easy being green.

KERMIT

When you put it like that...

Kermit warily follows Loki through a mystical portal to...

CUT TO:

INT. CHEZ BADGUY

A swanky nightclub/restaurant. The place seems closed -- mostly empty, chairs stacked on tables.

Kermit and Loki pass framed, autographed pictures -- *Great meal! Thanks so much!* That sort of thing -- from Doc Hopper, Lady Holliday and her brother Nicky, and Tex Richman. Constantine, the World's Most Dangerous Frog, has a picture, but someone has scribbled a mustache and other defacements all over it, and marked it with a Post-it note reading DO NOT SERVE.

They approach a central bar next to the empty dance floor and orchestra stage, with a beautiful skylight.

LOKI

I take it I'm early, Garçon?

DOMINIC BADGUY, dressed as "The Lemur," turns around from where he's been polishing glasses.

DOMINIC

Got your table all set, Mr. Laufeyson. Hey! Kermit!

KERMIT
Dominic Badguy?

DOMINIC
Bad-jee. Surprised to see you here, with this one. Always gotta watch him, eh? You're looking well! No hard feelings, yeah?

KERMIT
You sent me to a gulag and tried to frame my friends for stealing the Crown Jewels!

DOMINIC
... Your first drink's on the house?

LOKI
The usual all around, I think.

DOMINIC
Coming right up.

Loki leads Kermit to a quiet booth, big enough for six. They take their seats.

KERMIT
So who else is in this group?

Loki listens intently to the distant, rising whine of jet turbines...

LOKI
They should be here momentarily.
[beat] You might want to duck.

A VAST, WINGED SHADOW appears above the skylight ... and CRASHES THROUGH! The VULTURE -- ADRIAN TOOMES -- has landed.

DOMINIC
Oi! Not again! What is it with you and skylights?

Toomes's flight armor unfolds, and he walks out of it, brushing bits of glass off his bomber jacket.

TOOMES
Put it on my tab.

Dominic sighs and adds yet another tally mark to a small dry-erase board behind the bar labeled "SKYLIGHTS."

Toomes bwip-bwips! the Vulture suit with a keyfob, as if he were parking a car, and sidles up to the booth.

TOOMES
Laufeyson.

LOKI
Toomes.

TOOMES
Who's the new guy?

LOKI
An ... old friend.

KERMIT
Kermit the Frog. Uh ... nice to meet you, I guess?

Kermit offers a hand to shake -- but Toomes is more interested in the Reficulator. He uncouples it from Kermit's wrist and peers at it intently.

TOOMES
Interesting.

The room suddenly DARKENS. A swirl of purple energy coils and expands, and out of it steps --

AGATHA HARKNESS
Hello, boys. Greetings from suburbia. I'm gonna need the first in a series of Cosmos, let me tell you.

Loki and Toomes affectionately sing the first few bars of "Agatha All Along" at her. Agatha rolls her eyes.

AGATHA HARKNESS (CONT'D)
Ugh. I swear, the next person who sings me that song, I'm gonna turn into a toad.

As she sits down, she spies Kermit.

AGATHA HARKNESS (CONT'D)
Or have I already started? Hello, short, green, and terrified. Agatha Harkness. Lovely to meet you.

KERMIT
Kermit the Frog.

AGATHA HARKNESS

Aren't you adorable! You want any part-time familiar work, honey, call me.

Dominic arrives with a tray of drinks.

DOMINIC

Dry martini for Mr. Laufeyson, imported beer for Mr. Toomes, cosmopolitan for Miss Harkness, ginger ale for the frog -- I threw a few dead flies in just for you, Kermit -- and a jumbo green smoothie.

Jumbo indeed -- it's twice the size of a Big Gulp.

KERMIT

Wait, who's that for?

LOKI

Our late arrival.

The doors to Chez Badguy FLY OPEN.

THANOS HAS COME. ... And he's wearing bike shorts, a tie-dyed T-shirt, and a puka-shell necklace.

THANOS

Sorry I'm late. Parking my recumbent bike was an absolute nightmare.

Kermit SWALLOWS HARD.

CUT TO:

INT. BUDAPEST APARTMENT

Black Widow, in the middle of pitched battle with Batroc's mercenary goons. Using everything within reach against them, including their own weapons, she manages to take them all down.

NATASHA

You okay over there?

Piggy sits atop a pile of groaning mercenaries, reading a Hungarian issue of Vogue. We see she has literally plowed one guy halfway through a wall.

PIGGY

Hmm? Oh, are you done with yours now?

GUY HALFWAY THROUGH A WALL

Everything ... hurts ...

NATASHA

I have *got* to learn that karate chop. You ever get tired of working for -- what was it, PORC? -- let me know. SHIELD could use you.

Piggy climbs down off the pile of goons, eliciting an "ow" at every step.

PIGGY

Yes! Exactly! Two high-achieving gals leaning in to reach our career goals. No family, no attachments, nothing holding us back!

Natasha spies a cracked picture on the wall, hanging askew. Someone's family, loving parents, happy kids -- just set dressing for the safe house, but still...

NATASHA (CONT'D)

I had a family, once. I mean, it was fake. Spy stuff. But I was a dumb kid, and it *felt* real. Even when I knew it wasn't.

PIGGY

And then you left them behind and became an awesome super secret agent?

NATASHA

And then I lost them. And I was alone. And I went to some pretty bad places.

Behind them, Batroc stirs, reaching for a gun...

NATASHA (CONT'D)

I'm trying to make up for the things I did *because* I was alone. Having people who care about you doesn't hold you back. It makes you stronger. Keeps you from making choices you live to regret.

Nat's words get through to Piggy. Batroc raises the gun and takes aim at the two of them...

A TASER ARROW whizzes through the window between Nat and Piggy, smacks into Batroc's skull, and ZAPS him into unconsciousness.

PIGGY

... I could have done that.

Nat puts a hand to her ear as we hear incoming radio chatter:

CLINT (O.S.)

If you and the nice pig lady are done with your girl talk, we gotta get Batroc to the extraction point. Somehow, even more of these guys are on their way.

NATASHA

You want me to meet you, or...?

CLINT (O.S.)

Nah, I'm coming to you.

Ziplining through the window comes CLINT BARTON, HAWKEYE -- and hot on his heels, a second figure in scarlet tactical gear who lands in a badass superhero pose, and pops up with ... a fish in each hand?

LEW ZEALAND

Looks like you cod this grouper of fishy characters red-snapper-handed!

PIGGY

I don't know him.

NATASHA

(To Clint)

Aw, you made a friend.

CLINT

(mortified)

He just showed up. He throws --

NATASHA

Fish.

CLINT

Fish. He throws fish. Yeah.

The Reficulator on Piggy's wrist beeps. NEW DESTINATION LOADED. ACTIVATE?

PIGGY

Ooh! Excusez-moi, but I've got another meeting. You'll be all right without me, yes?

NATASHA

Well, there are probably a bunch more mercs on their way, and we could use --

PIGGY

Great! So nice to meet you! And, whatever, you too, arrow guy. Ciao! Kisses!

Piggy activates her Reficulator and vanishes. Clint and Natasha trade a baffled look. Lew Zealand pops up between them, ready to throw some combat fish.

LEW ZEALAND

Let's kick some bass!

CUT TO:

EXT. OUTER SPACE - 1997

The Skrull refugee ship from the end of "Captain Marvel" drifts, freshly damaged and smoking, in the shadow of a much larger, meaner-looking vessel we haven't seen before.

INT. SKRULL VESSEL - CORRIDOR

Miss Piggy materializes in an empty corridor, now dressed in her outfit from "Pigs in Space."

PIGGY

Okay, why am I wearing this? Hmf. This universe must be run entirely by nerds.

Piggy hears voices, and follows them down the corridor to...

INT. SKRULL VESSEL - COMMAND DECK

Piggy peers around a corner to see...

A group of captured SKRULLS -- males, females, children -- huddling with their hands on their heads. Huge, reptilian warriors, armed to their very pointy teeth, stride among them, having very clearly captured the ship. These are the BADOON -- led by the ruthless DRANG.

DRANG

Hear me, you sniveling Skrulls! I am Drang, Brother Royal of the Badoon, and I grant you all the honor of eternal servitude!

Drang raises his FORCE SPEAR high above his head. The assembled Badoon warriors yawp lustily. Drang smiles.

DRANG (CONT'D)

But the Badoon are understanding. Should any of you not wish to serve, we will gladly emancipate you -- through the nearest airlock.

Drang and the other Badoon laugh nastily.

Piggy shrinks back, wondering what she's gotten herself into.

CUT TO:

INT. CHEZ BADGUY

Thanos POUNDS the table with a massive fist, rattling everyone's drinks. (Agatha discreetly picks hers up to keep it safe.) Kermit, squeezed into the booth between Thanos and Loki, trembles.

THANOS

... And these so-called "bike lanes" are wholly inadequate to the needs of dedicated cyclists! I will gather my legions, storm the next zoning board meeting, and make these city councilors pay for their willful folly.

KERMIT

Well, er, have you considered just taking the bus?

Agatha shoots out a hand across the table to crimp Kermit's mouth shut.

AGATHA HARKNESS

(whispers)

Don't get him started on carbon footprints.

THANOS

The bus? The *bus*? Do you have any idea of the carbon footprint from public transit?

Toomes, poking around Kermit's Reficulator, rolls his eyes.

TOOMES

Here we go.

Agatha mouths along to Thanos's ranting. Heard it before.

THANOS

And the bike racks on the front are completely unsuited to recumbent cycles, despite the superior biomechanic efficiency of the recumbent design! The bus! Pfah!

LOKI

Easy there, Thanos. Have a drink before you lose your head. Again.

Thanos POUNDS DOWN his green smoothie and gazes grimly into the middle distance.

THANOS

It's not easy being green.

TOOMES

I gotta tell you, frog, whoever built this thing was either a genius or a lunatic.

KERMIT

A little bit of both, actually. So ... Loki said this was kind of a support group? May I ask for what?

LOKI

Family issues. We all have ... rather complicated relationships with our nearest and dearest. My father stole me from my real patriarch -- whom I later killed -- and never told me.

(MORE)

LOKI (CONT'D)

Raised me alongside my idiot brother, who I also tried to kill. Then I accidentally -- then my mother died. I put Father in a home until he died. And then my big sister kind of destroyed our whole kingdom. So ... It's a lot.

AGATHA HARKNESS

My mom tried to kill *me*. I mean, I may have been doing just the teensiest bit of tampering with overwhelming eldritch forces beyond all human reckoning, so, you know, understandable. But would it have killed her to see things from my perspective? I mean, before *I* killed her to see things from my perspective?

TOOMES

I did everything for my family, so they could have a good life. The kind I never had growing up. Worked hard, scrimped and saved, ran a massive black market enterprise scavenging alien technologies to sell to the criminal underworld -- you know, the usual. Then some high schooler in long johns gets wind of me, and next thing you know, I'm in prison and my wife and kid won't talk to me.

KERMIT

(empathetic)

Gee, that sounds awful.

THANOS

I threw my daughter off a cliff in exchange for the power to wipe out half the universe.

Everyone looks at Thanos. Are we on the verge of a breakthrough here?

THANOS

Wish I'd thrown my bad daughter off the cliff. Not the good one. She could have been useful.

Nope. Everyone else sighs and goes back to their drinks.

KERMIT

I guess I understand. [To Loki] You just wanted to know you were loved and accepted for who you were. [To Agatha] You just wanted to be listened to and trusted. [To Toomes] You just wanted to protect the people you loved most. [Beat, then to Thanos:] You're just awful. No offense.

Thanos shrugs. Eh, fair.

KERMIT (CONT'D)

It's scary to love. You worry so much about the people you care about because they mean so much to you. Sometimes you get so scared that you end up making the same mistakes you were trying to avoid. Or sometimes you just freeze up and do nothing when you needed to do *something*. And I guess that's just as bad.

THANOS

... But I still should have cliffed at least *one* daughter, right?

EVERYONE ELSE

No!

Loki consults one of the multiple watches -- vintage, modern, futuristic -- on his wrist.

LOKI

Well, would you look at the time. I've got to get back on the clock.

AGATHA HARKNESS

I've got a spin class before I meet Dottie and the girls for the PTA meeting.

Agatha contemplates this, and then finishes the rest of her drink in one gulp, followed by the rest of Loki's.

Toomes clips the Reficulator back around Kermit's wrist.

TOOMES

Here you go, frog. Hope you find your way back to the people you care about.

KERMIT

Thank you. I hope you do, too.

Loki puts down some cash on the table.

LOKI

Drinks are on me, everyone. Same time next Thursday?

Murmurs of affirmation. Toomes climbs into his Vulture suit and jets off through the skylight. Agatha sighs deeply, conjures a portal, and walks through it. Loki adjusts his coat as Kermit warms up the reficulator.

LOKI (CONT'D)

And that, I think, settles our debt, Frog.

KERMIT

You didn't owe me anything.

LOKI

Ugh. Sincerity. Makes my skin crawl. But it works for you. Good luck.

Loki walks through a mystical doorway and vanishes. Kermit activates his Reficulator and dematerializes. Thanos broods alone in the booth, finishing his smoothie.

THANOS

Should I have ... *not* cliffed a daughter?

Dominic appears with a bill, which he places on the table.

DOMINIC

There you go, Mr. Thanos, sir, when you're ready to settle up.

THANOS

Loki already paid.

Dominic pulls an exaggerated grimace.

DOMINIC

Ooh, did he, though?

Thanos looks at the bills. They're from the First Bank of Asgard, and they have Loki's grinning face on them. As Thanos picks them up, they vanish in his hand.

DOMINIC (CONT'D)

So will that be cash or credit?

Thanos POUNDS the table into SPLINTERS.

THANOS
 (vowing eternal hatred)
 LOKI!!!!!!

DOMINIC
 ... Yeah, I'm gonna have to charge
 you for the table, too.

Thanos grumbles and gets out a TINY COIN PURSE...

CUT TO:

INT. MR. EXCELSIOR'S STUDIO

Through big picture windows, we drink in Manhattan in all its hustle and bustle.

MR. EXCELSIOR
 The world outside your window!
 That's what made it all work.

Mr. Excelsior and Walter sit in comfortable chairs next to the windows. Walter holds a vintage Marvel jelly-jar drinking glass with the Silver Surfer on it; Mr. Excelsior offers him a pitcher of blood-red liquid.

MR. EXCELSIOR (CONT'D)
 More raspberry lemonade, Walter?

WALTER
 Yes please, Mr. Excelsior!

As Walter sets down the glass --

MR. EXCELSIOR
 Ah ah ah! Coaster!

WALTER
 Oh, gosh, sure! So -- you were
 saying?

Mr. Excelsior sets down the pitcher next to him -- then adjusts its angle so it's juuuuust right.

MR. EXCELSIOR
 See, before Marvel, superheroes
 were gods! Titans! Millionaires
 and space aliens!

WALTER

But isn't Tony Stark a
millionaire?

MR. EXCELSIOR

Well, sure, but --

WALTER

And Thor's a god! And a space
alien.

MR. EXCELSIOR

Walter, who's the pontificatin'
provider of pulse-pounding page-
turners here?

WALTER

Right! Shutting up!

MR. EXCELSIOR

Thank you. Now, me, I try to know
what people want -- and give it to
them. And they didn't want some
untouchable fantasy of perfection,
solving silly made-up riddles or
ridiculous contrivances. They
wanted flawed heroes. Miserable
people. Just like them. You take
all that insecurity and bickering
and neurosis and wrap it up in a
bright, colorful, silly package? I
tell you, Walter, people ate it up
like hotcakes!

WALTER

Insecurity, bickering, neurosis --
that's like ninety percent of what
we do! And nobody's brighter or
sillier than the Muppets!

MR. EXCELSIOR

Oh, that old stuff worked years
ago. But times have changed.
People don't want color or
silliness. Heck, it makes them
angry. Reminds them of when they
were children. And nobody ever
really wants to be a child. Even
children want to be adults. Just
can't wait to grow up and be taken
seriously. Wouldn't you like
people to take you seriously,
Walter?

WALTER

I ... I guess sometimes.

MR. EXCELSIOR

And that's what people want now!
Stories that take them seriously.
Treat them like adults. Tell them
there's nothing childish about the
things they loved as children, not
really. People want grit. They
want stakes. They're tired of
feeling small and unnoticed,
helpless and pushed around. They
want power. Now, Walter, I always
say everyone's got a superpower.
What's yours?

WALTER

Oh! Whistling!

MR. EXCELSIOR

(really?)
Whistling?

WALTER

I whistle *really* well.

MR. EXCELSIOR

That seems ... poorly established.

WALTER

Yeah, I think something got lost
in the editing room on that one.

MR. EXCELSIOR

Can you do anything with this
superpower, Walter? Save the day?
Protect people?

WALTER

Once I closed out a telethon and
saved the Muppet Theater! Well. I
thought I did. But then it turned
out I didn't.

Mr. Excelsior smiles. There's something ... wrong with that
smile. But Walter doesn't notice.

MR. EXCELSIOR

Would you like real power, Walter?
The power to save your friends? To
get everyone's attention? To be
relevant again?

WALTER
Gosh, could you do that?

MR. EXCELSIOR
Giving power to worthy people is
my stock-in-trade, Walter! Just
imagine what I could do for a true
believer like you!

WALTER
Wow, Mr. Excelsior! I don't know
what to say!

Mr. Excelsior smiles, leaning over to adjust Walter's
necktie, which was ever so slightly crooked. The color of
Mr. Excelsior's sunglasses has changed; now, the lenses
have become a DEEP, SMOKY CRIMSON...

MR. EXCELSIOR
All you have to say is yes. So,
Walter ... Do we have a deal?

CUT TO:

EXT. ALIEN WORLD

We stare up through a haze of swirling colors at the
Guardians of the Galaxy, who stare down at us.

DRAX
He is considerably less splattered
than I expected.

ROCKET
Is he dead?

NEBULA
No one could have survived that.

GROOT
I am Groot.

MANTIS
He is alive. I can feel him!

ROCKET
Hah! Pay up, Quill!

QUINN
Aw, man...

Peter hands Rocket some currency.

GAMORA

Peter!

QUILL

Hey, if I won, I was gonna get you something nice.

MANTIS

He feels ... he feels ...

Camilla appears.

CAMILLA

Buh-gark?

Gonzo sits bolt upright from the shattered ruins of a shield generator.

GONZO

I feel great! [to Rocket] That parabola was sheer poetry! You, sir, are an artist.

ROCKET

You hear that, everyone? An artist!

NEBULA

(fascinated)
Incredible.

CAMILLA

Buh-gark!

GONZO

Awww, I missed you, too, honey. So did I hit the shield generator?

GAMORA

Yes. After you hit up there --

She points up the spire of the fortress to a Gonzo-shaped indentation in the rock wall -- then continues pointing to various sharp, painful-looking places all the way down.

GAMORA (CONT'D)

-- then there, there, there, there, and finally here.

Gonzo pops up and dusts himself off.

GONZO

You mean I missed --

Gonzo points out numerous other even more painful-looking places he *could* have hit.

GONZO (CONT'D)
 -- there, there, there, and there?
 Man, I must be losing a step. Can
 I go again?

NEBULA
 No time.

Nebula gestures with a very big knife: A phalanx of fierce SHI'AR WARRIORS are charging at them from the entrance to the fortress.

Cut back to Gonzo, who is inexplicably holding his flaming-chainsaw-on-a-stick.

ROCKET
 Where did *that* come from?

GONZO
 Honestly? No idea.

The Guardians, Gonzo, and Camilla charge as a ROCKING '70S PUNK SONG PLAYS. The song continues over a quick-cut montage:

INT. SHI'AR FORTRESS

As the Guardians battle Shi'ar warriors in the background, Gonzo and Camilla wander through the melee, miraculously unscathed.

GONZO
 Excuse me! Excuse me! We're
 looking for directions to the
 crystal. Could anyone just -- no?
 Okay, how about -- oh, you're
 unconscious.

INT. SHI'AR FORTRESS - TRAP HALLWAY

The Guardians huddle at the end of a long, narrow passageway. From offscreen, we see FLASHES OF LIGHT and hear DANGEROUS NOISES, each one triggering a wince from the Guardians.

GONZO (O.S.)
 All clear, guys! I found all the
 traps!

An EXPLOSION rocks the corridor, sending small chunks of rock hurtling. When the dust settles:

GONZO (O.S.)
Okay, now I've found all the traps!

INT. SHI'AR FORTRESS - CREATURE LAIR

A hideous, slavering, tentacled beast slings the Guardians around in its tendrils as they frantically battle it. In the midst of the chaos: Gonzo, also caught, having the time of his life.

GONZO
Whewwwww! Best! Day! Ever!

Drax is also enjoying himself.

DRAX
The space turkey is correct! This is very enjoyable!

QUILL
Don't encourage him!

INT. SHI'AR FORTRESS - CRYSTAL ROOM

The M'KRANN CRYSTAL glows upon a pedestal, awe-inspiring and beautiful.

In front of it steps the deadly, ferocious Shi'ar warrior DEATHBIRD, heavily armored and ready for battle.

DEATHBIRD
Oh, Guardians. You have come such a long way to die. I will send your heads to my cowardly sister as a warning that -- wait. Wait. Wait wait wait wait. What *is* that thing?

The Guardians, battered, bruised, and ready for a final showdown, all look at Gonzo. Gonzo leans over and whispers to Groot:

GONZO
I think she's talking about you.

GROOT
I am Groot?

DEATHBIRD

I mean, is it, like, a bird or something? Obviously, I know birds, I mean, look at me. I think I see feathers. But that's not a beak. That is *definitely* not a beak. And it's got hands, and it's wearing clothes. Is it maybe a marsupial? Or a--

Mantis's hands appear from behind Deathbird, placed on her temples.

MANTIS

Shhhh. Time for sleeping.

Deathbird sags, querying all the way down:

DEATHBIRD

(Increasingly sleepy)
But seriously, I gotta know, is it a hybrid or a chimera or [snoring]...

CUT TO:

INT. THE BENETAR - DEEP SPACE

With Deathbird tied up and seething, and the priceless M'Krann Crystal serving as a glorified centerpiece, the Guardians party hearty to celebrate their victory. Drax and Quill -- both hammered on alien booze -- congratulate Gonzo.

DRAX

Death does not want you, small one. She turns her face from you. [beat] I am so jealous.

GONZO

Aw, don't worry, I'm sure you'll get plenty more chances!

QUILL

You are one weird little dude. But you're all right. Hey! Hey hey. I'm Star-Lord. You could be Gonzord!

DRAX

It is like poetry.

Camilla and Groot are having an intense conversation that no one else can understand, because of course, it's all clucking and "I am Groot."

Nebula grabs Mantis.

NEBULA
I demand your assistance.

MANTIS
Can I refill my drink first? This is so tasty.

NEBULA
I think the raccoon spit in that one.

MANTIS
That must be the secret ingredient!

Nebula points across the ship to Gonzo.

NEBULA
(Disgusted with herself)
I am ... feeling something. When I look at him. I do not know what it is. You will tell me.

Mantis puts a hand gently to Nebula's head. Concentrates. Her eyes go wide, and she smiles.

MANTIS
Oh, no!

NEBULA
What? What is it?

MANTIS
Let me double check. Mmm-hmm!

Mantis, delighted, whispers something in Nebula's ear. Nebula goes pale with horror.

NEBULA
Oh, *no*.

A SHORT TIME LATER

As the party rages on in the back of the ship, Gonzo sits alone in the cockpit, gazing out at the stars wistfully.

Nebula appears behind him. Fidgets uncertainly. Turns to leave. Turns back. Sits down beside him. Stares ahead intensely.

GONZO
Oh. Hi there!

Intense, awkward silence from Nebula. Gonzo waits patiently.

NEBULA
(Super awkward)
I have a knife.

GONZO
Neat! Can I see it?

NEBULA
... Yes.

She shows him. It's a cool knife.

NEBULA (CONT'D)
I took it off a Zenetan Pirate in
the Uncharted Territories.

Nebula indicates mechanical portions of one of her arms.

NEBULA (CONT'D)
I lost these portions of my arm in
the battle. It was glorious.

Gonzo holds up his arm.

GONZO
Wow! I broke this arm in three
places trying to juggle a baby
grand piano!

NEBULA
I had this entire leg replaced
after a battle with a squad of
elite Kree warriors.

GONZO
I was in traction for two months
after I tried to jump a motorcycle
over fifteen running industrial
woodchoppers!

NEBULA
This lung and this kidney?
Mechanical.

GONZO

No one can even *find* my organs anymore! The prevailing theory is they went into hiding!

Gonzo sighs contentedly.

GONZO (CONT'D)

It sure is great to meet a bunch of nice people like you guys.

NEBULA

I am not ... *nice*. No one has ever said I am nice. Not even my weak, sentimental sister. [beat] You think I am nice?

GONZO

Where I'm from ... The world doesn't really get me. Almost everybody thinks I'm a weirdo. I don't understand. I didn't ask to be this way -- but I can't be any other way, no matter how I try. And I wouldn't want to. This is who I am. But sometimes it feels like that's just not good enough for the rest of the world.

Nebula touches her mechanical arm thoughtfully.

NEBULA

You said "almost."

GONZO

Huh?

NEBULA

"Almost everybody thinks I am a weirdo."

GONZO

Well, yeah. Everybody but my friends!

NEBULA

These "friends" -- they accept you as you are? They let you be who you are inside?

GONZO

Let me? Heck, they encourage it!

NEBULA

Some people will try to change you into what pleases them. Reshape you to suit their idea of what you ought to be. Those people ... do not deserve you. When you find others who see you for what you want to be, not what *they* want you to be ... then it does not matter what the rest of the universe may think.

Rocket appears at the top of the cockpit.

ROCKET

Hey! Blue guy! I'm making some tweaks to the cannon! You wanna help?

GONZO

I'm not sure how you could improve on perfection. But I'm willing to give it a shot! [To Nebula] Thanks for what you said. I *knew* you were a nice person.

Nebula sits alone, turning her knife over in her hands. Suddenly, Camilla appears beside her.

CAMILLA

(subtitled squawking)

If you try to take him from me, I will hunt you to the farthest ends of the galaxy and pull you apart atom by atom.

NEBULA

(challenge accepted)

I would like to see you try.

Camilla stares Nebula down for a long moment, then leaves, making the "I'm watching you" gesture with one wing.

Gamora passes Camilla coming out of the cockpit. She sits down next to Nebula and wordlessly hands her a drink. The sisters drink together and look out at the stars.

CUT TO:

EXT. THE NORTH ATLANTIC - NIGHT - 1948

Stars shine clear and cold in the night sky. A cruise ship, an oasis of light, sails through the vast ocean.

INT./EXT. CRUISE SHIP

Elegantly dressed couples twirl across the floor to slow jazz from Gabriel Jones and His Orchestra in a brightly lit ballroom. Through double doors, we see a woman in an evening gown out on the deck, leaning against the railing.

The woman has a compact mirror open, seemingly checking her makeup. We see her keen, searching eye reflected in the mirror -- and then, when it tilts, a man in a tuxedo, silhouetted against the lighted ballroom, his face in shadow.

MAN IN TUXEDO

Excuse me, miss, but would you care to dance?

AGENT PEGGY CARTER smiles, touching up her lipstick.

PEGGY

Afraid I can't. I'm waiting for my husband. He's late, as usual. Perhaps you've seen him? Short, scrawny fellow. Forever stepping on my toes.

The man in the tuxedo -- STEVE ROGERS, CAPTAIN AMERICA -- joins her at the railing.

STEVE

Sounds like a real drip.

PEGGY

Oh, he has his moments.

STEVE

Sorry I'm late. Couldn't exactly leave the shield at the coat check.

PEGGY

You're right on time. And dear old Gabriel's tip-off was right on the money. The Zodiac Cartel is here.

Steve leans in as Peggy angles her mirror, revealing a tall, thickly built, elegantly dressed man -- CORNELIUS VAN LUNT -- striding out of the ballroom behind them. A silver BULL'S HEAD tops Van Lunt's cane.

PEGGY

Cornelius Van Lunt, in the flesh.

STEVE
And in a hurry.

PEGGY
Off to meet the mysterious
Scorpio, perhaps?

STEVE
Let's find out.

Steve offers Peggy his arm, and they turn to follow.

Van Lunt strides along the deck, calm and purposeful, eyes forward. The androgynous, ice-eyed GEMINI TWINS fall in synchronous step behind him.

Steve and Peggy follow, keeping to the shadows. Steve pauses by a case containing a rolled-up fire hose, opens the door, and takes out HIS STAR-SPANGLED SHIELD from behind the hose.

STEVE
You go high, I stay low?

Peggy opens her clutch purse to reveal a small Walther pistol.

PEGGY
You always give me the high
ground.

STEVE
You're a much better shot.

PEGGY
And it keeps me away from the
action.

STEVE
It keeps you away from the
bullets.

PEGGY
Last I checked, that serum of
yours didn't make you bulletproof.

STEVE
(Holds up the shield)
No, but, I mean, this helps.

On separate decks, Steve and Peggy shadow Van Lunt and the Geminis as they reach the empty stern of the ship. Van Lunt stands at the rail at flicks a cigarette lighter on and off in sequence -- a pattern.

A submarine surfaces silently alongside the stern of the ship. The Gemini twins throw down a rope ladder to it, and a passenger exits the sub and climbs up onto the ship's deck.

VAN LUNT

Scorpio. About time. Do you have it?

SCORPIO's whole look screams "Italian count who is also a 1940s race car driver." No, really, look it up.

SCORPIO

And a lovely voyage to you, too,
Taurus. Gemini, always a pleasure.

Scorpio opens a rugged steel box from the crook of his arm. Nestled inside: A golden, ankh-shaped KEY, looking both ancient and futuristic. Van Lunt's eyes widen in greedy awe.

VAN LUNT

The Zodiac Key. With this, we can tip the balance of the universe in our favor. Is it true? Does the key grant you ... visions?

SCORPIO

The key has shown me many things.
[beat] Like the two SHIELD agents preparing to get the drop on us. Hello up there! Beautiful night for an ambush, wouldn't you say?

Peggy pops up over the railing, gun drawn on the Zodiac agents.

PEGGY

Indeed. Now, if you'll be kind enough to put down the key and slide it across the deck, we can do this the civilized way.

Gemini spring into action, darting simultaneously in different directions to flank Peggy as they clamber up to the higher deck.

PEGGY

Or not.

As Peggy alternates unsuccessful shots at the ever-nearer Gemini twins, Van Lunt flicks a switch on the handle of his cane. The bull's head's horns pop out sideways, becoming a sort of tuning fork.

Energy crackles between them, and Van Lunt levels the cane at Peggy --

CAP'S SHIELD KNOCKS VAN LUNT BACKWARD, a massive concussive blast from the cane pulsing harmlessly skyward. The shield ricochets into Scorpio -- the box and the Key go flying from his hands and arc through the air.

Watching it fly: Peggy, on the upper deck. The Geminis, clambering over the railings toward her. Steve on the lower deck, catching his shield as it returns to him, and the knocked-back Van Lunt and Scorpio.

The key hurtles toward an empty section of deck on the opposite side of the ship. In a flash of light, Kermit the Frog -- in his little fedora and trenchcoat -- Reficulates into view directly in the key's path.

The key lands in Kermit's hands -- he fumbles it and just barely manages to catch it. Looks up. Everyone's staring at him.

VAN LUNT

He has the key! Get that ...
uh ... is that a frog?

SCORPIO

I believe so, yes.

VAN LUNT

Get that frog!

KERMIT

(Cri de coeur)
*Why do I keep picking up strange
objects?*

Kermit runs.

Upper deck: One of the Geminis sucker-kicks Peggy to the deck, and the two of them are off in a flash after Kermit. Peggy picks herself up and follows.

Lower deck: Steve sprints after Kermit. Scorpio gets to his feet to follow. Van Lunt charges up another blast with his cane -- Steve narrowly dodges, but the blast leaves a MASSIVE DENT in the metal frame of the ship!

Kermit frantically presses the button on his Reficulator, trying to get anywhere else, but the screen says RECHARGING ... RECHARGING ... RECHARGING EVEN MORE SLOWLY ...

Upper deck: The Geminis draw pistols, taking aim at Kermit from above. Just as they fire, STEVE LEAPS TO INTERCEPT, the bullets sparking off his shield.

STEVE
You all right there?

KERMIT
Most of the danger I'm used to involves dynamite. Or an angry pig. This is new.

STEVE
Sounds intense. You're not trying to steal that key, are you?

KERMIT
I don't even know what it is!

STEVE
Good answer. By the way, I'm --

KERMIT
Captain America! I know you! Kermit. Kermit the Frog. I gotta say, you seem pretty unsurprised to be talking with a frog.

STEVE
I was work friends with a raccoon for five years.

As Peggy gains on the Geminis, they turn to fire on her. She ducks for cover behind a deck chair. Steve sees --

STEVE
(To Peggy)
Heads up!

Steve tosses the shield up -- it caroms off an overhang, off a rail -- and straight into Peggy's waiting grasp! PEGGY WIELDS THE SHIELD, charging ahead as the Geminis' bullets bounce off the shield. She uses it to knock them both flat.

PEGGY
(To Steve)
The balance is off.

STEVE
The balance is fine! Honey, it's a single piece of vibranium!

PEGGY

The balance is off.

The Geminis flip back up and take on Peggy, two on one.

Lower deck: Steve helps Kermit to his feet.

KERMIT

She's really something. Reminds me of someone I know. Gosh, I hope I get to see her again.

STEVE

Trouble in paradise?

KERMIT

She can be a lot to deal with sometimes. I kinda lost my temper the last time we talked.

STEVE

I thought you looked a little --
down!

Steve shoves Kermit aside as a BARBED STEEL CHAIN whizzes through the air, slashing the sleeve of Steve's tuxedo and drawing blood!

The chain -- looking like nothing so much as a scorpion's tail -- retracts to a gauntlet on Scorpio's wrist.

SCORPIO

Hand over the key and I might only throw you overboard. I hear frogs are strong swimmers.

Steve grabs a LIFE PRESERVER off the wall and slings it at Scorpio like his shield. Scorpio's chain LASHES IT IN TWO.

STEVE

Eh, worth a shot.

Peggy bashes a Gemini in the face. Looks over the railing to see Scorpio preparing to strike. She hurls the shield down, knocking Scorpio flat -- the shield ricochets into Steve's hands.

Scorpio starts to rise -- and then Peggy LANDS ON HIM from the upper deck, knocking him down again.

STEVE

Thanks for the save. (Beat) Huh. You're right. The balance *is* a little off.

Steve adjusts the straps on the shield to his satisfaction.

PEGGY

Naturally. Darling, is *this* your green friend? (Beat) I thought you said he was taller.

KERMIT

Kermit the Frog.

PEGGY

Agent Carter. I assume you know my better half?

KERMIT

I had a few context clues. But what exactly is this --

As Kermit holds up the key, it starts to GLOW -- Kermit is struck by a STRANGE FLASH OF IMAGERY --

WALTER -- MR. EXCELSIOR -- A RUINED CITY --

The images end, leaving Kermit dazed.

KERMIT

... Walter?

PEGGY

No, I'm fairly certain it's a key.

STEVE

Look out!

Steve gets the shield up just in time to block a BLAST from Van Lunt's cane. Steve's planted his feet, but the force of the blast drives him skidding several feet back along the deck.

Steve hurls the shield, knocks Van Lunt back, retrieves it.

STEVE (CONT'D)

Well, that packs a kick. We gotta move.

PEGGY

In here!

Steve, Peggy, and Kermit duck into a doorway, leading to

INT. CRUISE SHIP - KITCHEN

Crowded and bustling. A pair of baffled SOUS-CHEFS in elegant uniforms stare first at someone offscreen, then at each other.

FIRST SOUS-CHEF
Did you get any of that?

SECOND SOUS-CHEF
Not a word.

It is, of course, The Swedish Chef, surrounded by an array of TALKING MUPPET VEGETABLES.

SWEDISH CHEF
Ee søød, chööpy-chööpy doer
woojeteebles ünd møøx dem mit door
göölash und der bøøløøbjøøse!

The poor Sous-Chefs just stare blankly.

TALKING RADISH
That was clear as day!

TALKING TOMATO
Yeah, youse guys got somethin' in
your ears?

TALKING CORN
What?

TALKING TOMATO
Not you.

Chaos in the kitchen as Steve, Peggy, and Kermit barrel through, pursued by Scorpio.

SWEDISH CHEF
... Frøøgy?

Our heroes reach the far end of the kitchen -- only to find their way blocked by GEMINI, who draw throwing knives. Scorpio hems them in from behind as the kitchen staff flee. Kermit trembles.

Steve and Peggy huddle up back to back, protecting Kermit and the key between them.

STEVE
(to Kermit)
Hey. It's gonna be okay. Stay
calm. Talk to me. Tell me about
this someone of yours.

An awesome action scene ensues, with Steve and Peggy TRADING OFF WITH THE SHIELD, working together to ricochet it around the kitchen as they dodge and deflect Gemini and Scorpio's attacks. And as that plays out:

KERMIT

Well, she can be stubborn. Kind of pigheaded. And really demanding.

STEVE

But?

KERMIT

But she's brave. And determined. And she never gives up.

STEVE

Sounds familiar.

PEGGY

Which part, darling?

STEVE

Jumped right on that grenade, didn't I?

PEGGY

As always.

STEVE

Look, when you love someone like that, you're always going to butt heads. Get into arguments --

PEGGY

Like the time he casually mentioned he'd kissed my grandniece.

STEVE

There were extenuating circumstances.

PEGGY

My grandniece.

STEVE

In my defense, honey, you were dead.

PEGGY

I'd *better* have been.

STEVE

My point is, if you love someone,
you've gotta love all of them --
all the things that make them
strong, that keep them moving
forward. People like your special
gal -- really extraordinary people
-- they make you better just by
being there.

Peggy uses the shield to bring a rack of cookware down on Scorpio. Steve grabs it on the rebound, then zigzags it off the walls to smack both Geminis in the back of the head, knocking them cold.

Peggy affectionately tries to straighten up Steve's ever-more-disastrous tuxedo.

PEGGY

Well said, darling. I knew there
was some reason I married you.

EXT. CRUISE SHIP - DECK

Steve and Peggy lead the way up stairs to the bow of the ship, Kermit following.

STEVE

(to Kermit)

We'll find someplace quiet where
you can lie low. Then we can radio
SHIELD for a pickup and --

Steve barely has time to get his shield up before a FORCE BLAST sends him and Peggy flying across the deck, slamming HARD into the railing.

Kermit finds himself alone, with Van Lunt advancing on him. Scorpio, bruised and battered, climbs up the stairs.

VAN LUNT

Mess with the bull ... Well, you
know the rest. Now, Mister Frog,
I'll be needing that key.

Kermit backs away as Van Lunt and Scorpio advance, until he's up against the railing. The dark, cold waters churn against the prow far below.

KERMIT

What's so special about this key?
Why do you want it so badly?

VAN LUNT
 Power, Mister Frog. Power. Wealth.
 Control. The only things that
 matter.

Kermit holds the key through the bars in the railing, over the sea. Van Lunt and Scorpio freeze.

SCORPIO
 Don't be hasty, now.

VAN LUNT
 Easy, Mister Frog. This doesn't
 have to end badly for any of us.
 All you have to do is ... Nothing.
 Nothing at all. Set down the key
 and walk away. We'll take care of
 everything. Just let us handle it.
 Now, what do you say to that?

The words strike a familiar chord with Kermit.

KERMIT
 I say...

Kermit drops the key. It plunges into the ocean, lost forever.

KERMIT (CONT'D)
 Sorry about your key.

VAN LUNT
 Do you realize what you've done?

KERMIT
 Erm ... Not really. But at least I
 did *something*.

Van Lunt raises his cane at Kermit as it powers up.

VAN LUNT
 Well, I hope that's a comfort.

Van Lunt FIRES --

A STAR-SPANGLED SHIELD cuts through the air in front of Kermit, intercepting the blast and turning it BACK ON VAN LUNT! He's knocked to the deck, out cold.

Scorpio turns -- Steve and Peggy are back on their feet!

Scorpio LASHES OUT with his chain -- Steve dodges -- CATCHES IT -- wraps it around his forearm.

STEVE

I've had about enough of this thing.

Scorpio's face: Uh oh.

Steve YANKS HIM OFF HIS FEET -- and as Scorpio flies through the air, Peggy's there to meet him with a haymaker that knocks him cold. As she shakes out her bruised knuckles:

PEGGY

Nicely done, Mister Frog. Whoever this special someone of yours is, I dare say she has good taste.

KERMIT

Thanks for helping me. Sorry about the key.

STEVE

Some things are better off at the bottom of the ocean.

The Reficulator on Kermit's wrist beeps: RECHARGED. NEW DESTINATION SET. As Steve and Peggy turn to cuff Van Lunt and Scorpio to the railing, Kermit takes one last look around, steels his nerve, and Reficulates away.

PEGGY

Now, Mister Frog, can we -- hello? Where's he gone?

STEVE

In fairness, that's only, what, the third strangest thing to happen tonight?

PEGGY

Did you see his little hat, though? Adorable.

From the ballroom one deck down, romantic music floats up through the night air.

STEVE

I do believe they're playing our song. Care to dance?

As Steve and Peggy dance alone on the deck, a bleary Van Lunt and Scorpio, cuffed to the railing, watch them miserably.

SCORPIO

I dare say prison's starting to
look downright appealing.

CUT TO:

INT. WAKANDAN PRISON

Fozzie sits on the bunk in a Wakandan prison cell -- KLaw WAS HERE scratched into the wall behind him -- still, of course, trying to tell jokes.

FOZZIE

... So then the lifeguard says,
"I'm sorry, I thought you were a
water buffalo!" Ahhh? Get it? Get
it?

Reveal Ayo and YAMA on the other side of the force barrier that keeps Fozzie in his cell. Shoulder to shoulder, spears at the ready, absolutely stone-faced.

FOZZIE (CONT'D)

Okay, okay, how 'bout this one?
What do gazelle do at Daylight
Savings Time? They spring bok! Get
it? Springbok? Because it's a ...
Ohh, what's the use? I've heard of
being criminally unfunny, but I
never knew you could take that
literally.

From behind Ayo and Yama, we hear:

SHURI (O.S.)

Please stand aside. I wish to see
the prisoner.

Ayo and Yama crisply move apart, revealing SHURI, princess of Wakanda, regarding Fozzie with bemusement.

SHURI (CONT'D)

When I heard a bear had attacked
the council chambers, this is not
what I was expecting.

FOZZIE

I don't know about "attacked." But
I definitely bombed in there.

Shuri dismisses the Dora Milaje.

SHURI

I think I can handle this one. You may leave us.

Ayo and Yama drop their stone faces and sag with desperate relief.

AYO

Oh, thank Bast. We were trained to withstand torture, but *this*...!
Are you certain, Princess?

SHURI

I do not believe he is any danger.

YAMA

You have not heard him tell a joke.

Ayo and Yama leave. Shuri deactivates the force shield on Fozzie's cell and holds up his Reficulator.

SHURI

You are not from around here.

FOZZIE

Oh, thank goodness. I've been trying to explain, but no one would listen, and I've made such a mess of everything -- hey, do you think I could get those headshots back? They were like twenty-five bucks at the copy shop, and I really think they captured my good side.

Shuri walks into the cell and sits on the bunk next to Fozzie, handing him his Reficulator.

SHURI

Perhaps. First, tell me a joke.

FOZZIE

You want a joke? Okay. What do you call a bear who wants to be a comedian?

SHURI

I don't know.

Fozzie hangs his head.

FOZZIE

A punchline.

SHURI
Oh, come on. Tell me a real joke.

FOZZIE
All right, all right. Knock knock.

SHURI
Who is there?

FOZZIE
Black Panther.

SHURI
Black Panther who?

FOZZIE
Your black panther in the wash,
but I think your tan oneth are
clean! Ehhh? Wocka-wocka!

Fozzie wiggles his ears. Shuri laughs.

SHURI
That was *terrible!*

FOZZIE
I knew it. You don't have to laugh
at me. Oh, I don't know why I'm
still trying to do this. I wanted
to be a great comedian. Have 'em
rolling in the aisles. But people
tend to laugh more at the things
other people say about my jokes
than the jokes themselves! Maybe
all I have to offer the world is
something it doesn't want. Maybe
I'm just not funny.

SHURI
You *are* funny. Just ... perhaps
not in the way you intend to be.

FOZZIE
Yeah, that's what I thought.

SHURI
But if you are making people
laugh ... does it matter how?

FOZZIE
Well ... I mean, maybe...

SHURI
Wakanda --

FOZZIE
Wocka-wocka?

SHURI
Wa-kan-da.

FOZZIE
Wocka-Wakanda?

SHURI
We can work on that. Wakanda stayed hidden from the world because we were afraid of how it might treat us. But it is worth the risk to try to reach out. You cannot let your fear keep you from trying. Because if you help even one person -- or make even one person laugh -- it was worth it.

FOZZIE
... But the knock-knock joke was really terrible?

SHURI
Oh, absolutely. The worst.

CUT TO:

INT. SKRULL VESSEL - COMMAND DECK

A Skrull crashes to the deck, in pain. Drang lowers his Force Spear, powering down, and sneers.

DRANG
Does anyone else wish to challenge the might of the Badoon? Anyone?

Piggy, watching from concealment, winces in sympathy.

Drang spreads his arms and turns, gloating. The Skrulls shrink back, the parents sheltering their children.

DRANG (CONT'D)
Go on. Drang is magnanimous. I'll give you one free shot.

No one moves. Drang chortles. A BADOON LIEUTENANT appears from a different corridor than Piggy's and reports smartly to Drang.

BADOON LIEUTENANT
 Brother Royale! We have searched
 the ship. All Skrulls have been
 captured.

DRANG
 Excellent. [Beat] All but one.

Drang ZAPS THE BADOON LIEUTENANT with his Force Spear! The
 being goes FLYING through the air, and by the time it
 lands, it's revealed to be --

TALOS
 Well, it was worth a try.

TALOS THE SKRULL wipes green blood from his mouth.

DRANG
 I can *smell* your Skrull stench.

TALOS
 I mean, that's just hurtful. When
 our other shipmate gets done with
 you, you're going to be laughing
 out the other side of your face.
 Literally.

DRANG
 Your "other shipmate"? And do tell
 -- where is this unstoppable
 force?

TALOS
 Uh ... She stepped out. For a bit.

Drang snorts in amusement.

DRANG
 "She?" She?

The Badoon howl with derisive laughter.

DRANG
 No feeble female can best the
 Badoon.

TALOS
 Just keep telling yourself that.

DRANG
 You can tell her yourself. Well.
 What remains of you will certainly
 send a message.

Piggy sees the Skrulls afraid and in trouble. In her mind's eye, they all become LITTLE GREEN KERMITs.

With a BLOODCURLING YELL, Piggy LEAPS THROUGH THE AIR and LANDS on the nearest Badoon's shoulders, pummeling him for all he's worth.

TERRIFIED BADOON
Ahhh! Brother Royale! What is
this?

The Badoon peels Piggy off and throws her to the floor. She pops right back up and --

PIGGY
Hiiiiii-yah!

The karate chop has no effect.

TERRIFIED BADOON
Is ... Is that supposed to be
doing something? I don't
understand.

PIGGY
(trying again)
Hiiiiii-yah!

TERRIFIED BADOON
What is the yelling for?

PIGGY
Look, pal, one of us is definitely
doing this wrong.

Piggy is UNCEREMONIOUSLY DUMPED next to Talos.

DRANG
Is *this* your "other shipmate"?

TALOS
Her? Never seen her before in my
life. [To Piggy:] No offense. You
did very well.

PIGGY
Awww, thank vous!

A console on the command deck suddenly lights up. A (real) Badoon Lieutenant leans over it.

BADOON LIEUTENANT
 Brother Royale! Our ship has
 sustained critical damage! And We
 are being hailed!

DRANG
 I see no other ship!

BADOON LIEUTENANT
 No, Brother Royale. Not a ship!

CAROL (O.S.)
 (over radio)
 Attention, Badoon. You have one
 and only one chance to leave this
 vessel, board your own, and leave
 here as fast as possible. Please
 take it.

DRANG
 Or what?

CAROL DANVERS, CAPTAIN MARVEL, phases through the ceiling,
 all aglow, and lands lightly in the midst of the Badoon.
 Smiling. Unafraid. Totally badass.

CAROL
 Or I ask again. Less politely.

Piggy leans over to Talos:

PIGGY
 Okay, how does she get her hair to
 do that?

TALOS
 I know, right?

Drang sneers, and makes a grab for Carol's hair.

DRANG
 You amuse me. Perhaps I will *yerk*
ow ow ow ow

Carol grabs his hand, twists it effortlessly, and forces
 him to his knees.

CAROL
 Last chance.

The other Badoon ready their Force Spears and move in on
 Carol.

CAROL (CONT'D)

And there it goes. Hey, computer?
Play Auntie Carol's Trouble Mix.

The computer brings up the scanned image of a cassette tape, covered with little-girl handwriting and drawings. (All the following songs come from 1995 or earlier.) Nina Simone starts playing.

CAROL

Not really feeling it right now.

Melissa Etheridge starts playing.

CAROL

Pass.

Carol keeps motioning the computer to skip onward through k.d. lang, the Indigo Girls, Ani DiFranco, and Queen Latifah, until it finally lands on Sleater-Kinney.

CAROL

There we go.

Carol starts LAYING INTO the Badoon, using fists and energy blasts to wallop them across the room.

Talos seizes the opportunity to lead the Skrull civilians out of the command deck to safety.

One unconscious Badoon lands at Piggy's feet -- along with his Force Spear. Piggy picks it up.

PIGGY

Well, now we're talking!

The Badoon still standing fall back, adjusting their Force Spears to become beam weapons. They BLAST Carol -- and it actually hurts! The energy knocks Carol to her knees.

The Badoon, including a recovered Drang, pour it on, overwhelming her. Another mode shift, and the spears become energy lashes, pinning Carol in place. Not good.

Piggy COMES IN SWINGING, full porcine berserker, knocking Badoon left and right.

PIGGY (CONT'D)

Come on! Who wants some? I got
enough for all of you!

As the barrage lets up, Carol gets to her feet and starts blasting Force Spears out of the Badoon's hands. The Badoon break ranks and flee.

INT. SKRULL VESSEL - CORRIDOR

The Badoon drag their fallen comrades to the opened airlock, activating shield suits from buttons on their belts before leaping through the energy fields into space.

Drang tries to fight his way through the crowd -- but an ENERGY BLAST catches him in the back, knocking him down.

As he tries to crawl for the airlock, Carol lifts him off the ground with one hand. He squirms and struggles.

CAROL

So. You gonna leave us in peace?

Carol indicates a wild-eyed, disheveled Piggy, who is thumping a Force Spear in one palm like a baseball bat.

CAROL (CONT'D)

Or do I let her have you?

Drang whimpers.

DRANG

I yield! I yield!

CAROL

Good choice. Tell your friends.

Carol slaps the button that activates Drang's shield suit.

CAROL (CONT'D)

Bye now.

Carol CHUCKS DRANG THROUGH THE AIRLOCK INTO SPACE.

EXT. OUTER SPACE

The Badoon vessel tractor-beams its warriors aboard. Its engines fire up.

INT. SKRULL VESSEL - COMMAND DECK

Piggy (fixing her hair), Carol, Talos, and the other Skrulls watch on the viewscreen as the Badoon ship turns tail and BOLTS AWAY into hyperspace. The Skrulls cheer.

CAROL

(To Talos)

Sorry I took so long. Big nebula.
Lots to scout.

TALOS

Ehh. Nebulas, am I right?

CAROL

(To Piggy)

And you. Nice work with that Force Spear. How'd you even get on board?

Piggy blanks for a moment before remembering to check her Reficulator.

PIGGY

Moi? Uh -- I -- oh yes! I'm with the ... give me a second ... what the heck is a "Nova Corps"?

CAROL

I didn't know you operated this far out. We're lucky you stopped by.

PIGGY

Well, you know, I happened to be in the neighborhood.

As the Skrulls disperse and life on the ship begins to return to normal, Carol plunks down on a bench in front of the viewscreen to catch her breath. Piggy sidles up next to her.

PIGGY (CONT'D)

Soooo. You're obviously awesome. And moi as well, of course! But ... just hypothetically ... suppose moi had a friend who sometimes felt, I don't know, maybe a little insecure sometimes? Like she was maybe just the teensiest bit not good enough? And maybe she worried about what other people thought of her, even though she was really, just like incredibly good at hiding it? What would vous say to ... my friend? You know, just so I can pass along the advice?

CAROL

Your friend, huh?

PIGGY

Look, don't bust my chops here, just spill it.

CAROL

When you're ... what was it,
"awesome?" ... you know it. You
don't *need* anyone else to tell you
that. And you shouldn't let anyone
else make you doubt it.

As Piggy listens, we see her flash back to a series of
MEMORIES:

- Young Piggy in the school play, trying to stammer out her
lines as the other Muppet kids snicker behind her.

CAROL (V.O.)

And if you ever do...

- Adolescent Piggy, weary and bedraggled, walking city
streets wearing a sandwich board -- EAT AT FRANK'S BBQ!
"The best Q from O to Z" -- as pedestrians shove past her.

CAROL (V.O.)

Just remember how far you've
come...

- Young Piggy at the MISS BOGEN COUNTY PAGEANT from "The
Muppet Movie," insecure among all the other contestants.

CAROL (V.O.)

And everything you've
accomplished...

- Piggy backstage at the Muppet Show. A banner behind her
reads OPENING NIGHT! BREAK A LEG! Piggy stands by herself,
wringing her hands, obviously nervous.

Back to Carol on the Skrull ship:

CAROL (CONT'D)

... And you'll know you have the
power to do whatever comes next.

Piggy has been LITERALLY TAKING NOTES.

PIGGY

Mmm-hmm, mmm-hmm, okay, how far
you've come -- what was that about
accomplishments? Oh! And when
we're done with this, let's talk
hair.

CAROL

Oh, that's mostly the cosmic
powers.

PIGGY
 (Writing furiously)
 Cosmic ... powers ...

CUT TO:

EXT. NEW YORK CITY - NIGHT - 2016

Stark Tower rises from the glowing skyline.

TONY (V.O.)
 Friday, take notes.

INT. STARK TOWER

TONY STARK looks like hell. Unshaven, dark circles under his eyes, workbench as much a mess as he is.

TONY (CONT'D)
 Power levels are still only at 85% of theoretical maximum. Not sure why. My prevailing theory is that this invention is bad, and I am bad at inventing.

Tony's AI FRIDAY chimes in:

FRIDAY (O.S.)
 It's been twenty-eight hours since you slept, boss.

TONY
 Yes, but it's only been, what eighteen hours since I ate?

FRIDAY
 You last ate twenty-two hours ago.

TONY
 Well, whose fault is that?
 [calling] Potts! Pepper! Call out to that Japanese place we like!
 I'm thinking a dragon roll, maybe
 --

Tony looks up. Stark Tower is deserted. Empty. Partially boxed up.

TONY (CONT'D)
 Oh. Right.

FRIDAY
Would you like me to order sushi?

TONY
No. Forget it.

Tony sinks into a chair, exhausted.

An ALARM suddenly blares. Tony sits up, his PTSD kicking in hard.

TONY (CONT'D)
Friday, talk to me!

FRIDAY
Burst of unknown interdimensional energy, boss, localized right here in Stark Tower.

Tony SLAPS at his wristwatch, missing the button a couple of times before finally triggering its expansion into an IRON MAN GAUNTLET. He charges up the repulsor to aim at--

KERMIT
Uh ... hello? Are you Mr. Stark?

Tony just stares.

TONY
Friday? Am I, maybe--

FRIDAY
It's real, boss.

TONY
... Is that better or worse?

KERMIT
I didn't mean to barge in. I just ... I really need your help.

TONY
Are you my conscience?

KERMIT
What?

TONY
You here to take a poke at me with your umbrella, Jiminy? Maybe sing about wishing on a star?

Kermit holds out his reficulator.

KERMIT

My friends are in trouble. I need to fix this to save them. And I'm told you're the only person who can do it. Please help me.

Tony's ego wins out over his paranoia:

TONY

Friday, I changed my mind. Order the sushi.

LATER

Tony eats takeout sushi, studying a 3-D hologram extrusion of Kermit's Reficulator, as Kermit looks on.

TONY

Whoever built this --

KERMIT

Was either a lunatic or a genius?

TONY

I was gonna go with both.

KERMIT

But you can fix the guidance system?

TONY

It'd be nice to fix *something*.

As Tony starts to work on the Reficulator, Kermit looks at the various mostly empty liquor glasses scattered around the work tables.

KERMIT

Why did you ask if I was your conscience?

TONY

Besides, you know, this whole look you've got going? I dunno. I've obviously been doing so many amazing things lately.

Tony falls silent. Kermit just waits and listens.

TONY (CONT'D)

All my life people have said, step up, take responsibility. So I tried it.

KERMIT

And?

TONY

And it was terrifying and traumatic and I nearly died. A world without me in it. Worst thing I can imagine, Jiminy.

KERMIT

Kermit.

TONY

Whatever. My therapist says the nicknames are all about my "need for control" or something. [beat] Of course, I programmed my therapist, so... anyway. Responsibility sucked.

KERMIT

Believe me, I understand.

TONY

So I did what any sensible person would do. I built a machine to take responsibility for me.

KERMIT

Did that help?

TONY

If by "help" you mean, "almost destroy the planet," then sure, sure, it helped. You're surprisingly easy to talk to, you know that?

KERMIT

I'm told I have that kind of face.

TONY

You do. So then I figured, well, the machine didn't work, what about the government? Let other people take the responsibility off my hands. Except I kind of ended up starting a fight with half my friends, ruining their lives, destroying everything I'd built -- again -- and, oh yes, almost getting my best friend killed.

(MORE)

TONY (CONT'D)

I drove away this absolutely amazing woman who, if we're being honest, I might just possibly not deserve. I recruited a kid, a fifteen-year-old kid, to be a *literal child soldier*, in the moment it just seemed like the thing to do, and --

Tony stops. If he keeps talking, he might break down completely.

TONY (CONT'D)

It's been a fun few years, is what I'm saying.

KERMIT

I know what it's like to lose everything. To see the people you love split up and drift away. I know how much it hurts.

TONY

I take it back. You're *terrible* to talk to.

KERMIT

And I know what it's like to not want that responsibility anymore. But trying to make it someone else's problem just makes everything worse.

TONY

If that's the whole pep talk, Jiminy, I'm going to be very disappointed. One star out of five. Would not recommend.

KERMIT

Maybe you just started too big. You don't have to make all the choices, all at once. Just do one good thing, for one person, and go from there.

Tony closes the Reficulator and slides it across the table to Kermit.

TONY

One good thing, huh? There you go.

Kermit reattaches the Reficulator and powers it up. The screen: GUIDANCE SYSTEM ONLINE. NEW USERS LOCATED.

KERMIT

Thank you. Thank you so much.

TONY

You're welcome ... Kermit. [beat]
No, I can't, I'm sorry, Kermit's a
dumb name. I'm sticking with
Jiminy. Now go. Shoo, Jiminy. No
frogs in the penthouse. New rule,
I just made it up.

Kermit scrolls through the list of his friends, pausing on Piggy, before moving down to Walter.

KERMIT

Remember, one good thing at a
time. Big or small. That's all it
takes.

Kermit activates the Reficulator and vanishes.

TONY

Friday? I'm gonna take a little
nap now. For about, oh, fifteen
hours. Maybe twenty. And then
after that --

PEPE THE KING PRAWN (O.S.)

Excuse mes? Excuse mes?

Tony is baffled to see Pepe, in a silk robe, clinking the ice cubes in an otherwise empty glass.

PEPE THE KING PRAWN (CONT'D)

I just wanted to say you are all
out of grenadine, and dangerously
low on limes, okay?

TONY

Friday?

FRIDAY

He's real, too, boss.

TONY

Okay, one, I don't know you, and
two, get out.

Pepe smoothly about-faces.

PEPE THE KING PRAWN
I found your hot tub
disappointing!

CUT TO:

EXT. RUINED CITY

Day? Night? Who can tell? Ashen skies create perpetual twilight. Everything is desaturated to a sickly gray.

Kermit reticulates into an urban wasteland.

KERMIT
... Walter? Walter!

In the distance, Kermit sees a flying figure PLOW through one of the few remaining skyscrapers left standing.

KERMIT (CONT'D)
What happened to this place?

Shattered windows disgorge jittering digital nightmares, all pixelated black limbs and central red hungry eyes -- the KILGORITHMS. They encircle Kermit and begin to close in.

KERMIT (CONT'D)
Uh ... hello? I'm Kermit. Kermit the Frog? Have ... have you seen my friend Walter?

KILGORITHMS
Content. Content. Content content.
Content detected.

Kermit flinches as a red beam of light from one of the Kilgorithms washes over him. They chatter in repetitive near-unison.

KILGORITHMS
Scanning content. Scanning...
scanning... Content categorized.
Children's entertainment.
Verticals: None. Known demographic
fits: None. Viewer interest: Low.
Recommendation...

The Kilgorithms' limbs turn jagged and menacing.

KILGORITHMS (CONT'D)
Cancel.

The Kilgorithms scabble toward Kermit --

A MASSIVE OBJECT PLUNGES OUT OF THE SKY TO LAND IN FRONT OF KERMIT!

The shockwave knocks Kermit to the ground and scatters the Kilgorithms back. Kermit picks himself up, trembling, to see a massive, muscular figure rise from his superhero three-point landing, wearing overly detailed jet-black tech-armor. The figure turns to look at Kermit:

WALTER
Oh, hey, Kermit!

Walter's tiny Muppet head now rests upon this outsized, ridiculously buff body -- and while his facial expressions and vocal inflections are the same, his voice is a hypermacho growl.

KERMIT
Walter, what happened to you?

WALTER
I'm relevant now! Look, I'm super-strong!

Walter casually TEARS A SCREECHING KILGORITHM IN TWO and hucks the pieces into two others, who DRAMATICALLY EXPLODE IN SLOW MOTION as Walter strikes a cool pose.

WALTER (CONT'D)
I can fly!

Walter grabs two more Kilgorithms and soars up, smashing through multiple buildings before SLAMMING THEM back to the ground again. Kermit is horrified.

WALTER (CONT'D)
I can unnecessarily speed-ramp!

Walter tears into a pack of Kilgoritms at 1.5x speed, only to shift into slow motion as he plows a fist through one of them.

WALTER (CONT'D)
(In slow motion)
Iiiiiiii'mmmmm
doooooiiiiiiiiinnnnng
ttttthhhiiiiissss oooooonnnn
pppppuuuuuurrrrrpppppooooossssee!

Walter snaps back to regular speed as he PULPS a pair of Kilgorithms trying to escape him.

WALTER (CONT'D)
 (Drunk with power)
*I can reach things on the high
 shelves without a stepstool!*

KERMIT
 Walter, this is ... this is ...

WALTER
 Wait! I didn't show you the best
 part!

As a horde of Kilgorithms pours into the street behind him, Walter turns to face them. He WHISTLES -- and the resulting devastating sonic wave ATOMIZES THEM AND EVERYTHING ELSE IN ITS PATH for blocks and blocks.

WALTER (CONT'D)
 I even have disposable arch-
 enemies! I saved the whole city
 from these guys!

Behind Walter in the distance, the top of a skyscraper falls off and CRASHES the ground.

WALTER (CONT'D)
 I'm a hero!

KERMIT
 Walter, you didn't need any of
 this. You were kind, and you
 cared. Maybe too much, but still.
 You were already a hero.

WALTER
 It wasn't enough! Nothing I ever
 did was enough! It didn't save
 you! It didn't save anyone! Now I
 have the power to save everyone!
 People will have to care about the
 Muppets now, as much as I do! The
 exact same way I do! I'll *make*
 them care!

MR. EXCELSIOR (O.S.)
 Isn't he magnificent?

Kermit turns to see Mr. Excelsior striding through the rubble. With tiny gestures of his hands, Mr. Excelsior moves a wrecked car *here*, adjusts the angle of a smashed lamppost *there*, getting things just the way he likes them.

MR. EXCELSIOR (CONT'D)
Real blockbuster material,
wouldn't you say, Kermit?

KERMIT
Who are you?

WALTER
Oh, that's my friend, Mr.
Excelsior! Hi! He gave me these
neat powers! Isn't he great?

KERMIT
(To Mr. Excelsior)
... Who are you *really*?

MR. EXCELSIOR
Hah. Clever frog. My name's not
important. Wouldn't mean anything
to you anyway. This isn't even my
face. But I'm here to save the
Muppets.

KERMIT
You call this saving?

MR. EXCELSIOR
Face it, Kermit. You're tired.
You're played out. Chasing forty-
year-old magic you'll never
recapture.

Mr. Excelsior gestures to a ruined movie palace -- the Muppet Theater! -- across the street. As he points, lights switch on, illuminating different movie posters outside.

MR. EXCELSIOR (CONT'D)
You need to change with the times.
And I'm just the guy to make it
happen.

Kermit draws closer to stare at each of the posters:

- FOZZIE V. GONZO: DAWN OF JOKE-STUNTS: Hyperrealistic versions of Fozzie and Gonzo's giant faces snarl at each other, matted and grime-covered.

- POWER PIG: In blood-spattered warrior armor, a soot-streaked ultra-detailed Miss Piggy raises aloft a giant sword.

- ELECTRIC MAYHEM: ... Okay, the *least* objectionable thing about this poster is Janice's ridiculous crop top, which reads "Daddy's Little Muppet."

MR. EXCELSIOR (CONT'D)
 See, we start with the one-offs,
 to revitalize the franchise. Get
 an interconnected universe going.
 And then, once we've laid the
 groundwork, voila!

A final poster illuminates: MUPPOCALYPSE. Grimdark versions
 of the Muppets fighting to the death in a battle royale.
 Tagline: THE GREATEST BATTLE THEY'VE EVER FELT.

MR. EXCELSIOR (CONT'D)
 Action! Spectacle! Life-or-death
 stakes? It'll gross a billion
 worldwide, easy.

KERMIT
 No, no, no, this is a nightmare!
 You have to stop this!

MR. EXCELSIOR
 Me? This is Walter's big wish. I
 just helped him make it come true.

KERMIT
 Please, let him go.

MR. EXCELSIOR
 Hah! I don't want Walter. *No one*
 wants Walter. No one ever *asked*
 for Walter.

Walter, in the background, looks up from eviscerating
 endless waves of Kilgorithms.

WALTER
 What?

MR. EXCELSIOR
 You're doing great, big guy!

WALTER
 (Cheerful again)
 Okay!

MR. EXCELSIOR
 (To Kermit)
 He's a sap. A stooge. A self-
 insert Gary Stu. Some sanded-down,
 corporate-friendly vision of what
 the Muppets "ought" to be. He
 doesn't matter.

KERMIT

He matters to me. *Everyone* matters to me.

Mr. Excelsior grins an awful grin. By the light of a burning car, he casts a LONG, DEVILISH SHADOW across the face of a ruined building.

MR. EXCELSIOR

Of course he does. Walter's just a rube. But you, Kermit ... you're the real deal. Pure all the way down to your little froggy heart. A true believer. A direct line to millions of childhoods -- all those warm, fuzzy feelings of safety and happiness. Just imagine what I could do with all that.

Kermit swallows hard. Looks at Walter pulverizing yet another Kilgorithm as the city burns.

KERMIT

Let him go. Take me instead.

MR. EXCELSIOR

Are you offering me a bargain?

KERMIT

You release him, safe and sound. And you leave him and all of my friends alone. Forever.

MR. EXCELSIOR

Face front, my fine flippered friend. You've got yourself a deal.

Mr. Excelsior SNAPS HIS FINGERS. The Kilgorithms freeze. In a burst of crimson smoke and flame, Walter reverts to his normal Muppet self and thuds to the ground from his previous great height. He shakes his head, dazed.

WALTER

What was that? What did I do?

MR. EXCELSIOR

Exactly what I knew you would. Now, say goodbye to the frog, Walter. I'll do you that favor. But only because it'll hurt more.

WALTER

Oh, no. Kermit, I'm sorry --!

KERMIT

It's all right, Walter. Take care of the others. Make sure they get home. And tell Piggy I'm sorry.

WALTER

I'll fix this, Kermit! I'll find a way somehow!

MR. EXCELSIOR

Hah! Good luck with that. Onward and downward, Walter.

Mr. Excelsior gestures, and Walter begins to SHRINK, faster and faster, until he vanishes into a burst of light!

KERMIT

Walter!

MR. EXCELSIOR

I always keep my end of the deal. He's free. Safe and sound. Just not anyplace where he can do anyone any good. Assuming he ever did.

Mr. Excelsior turns on a trembling Kermit.

MR. EXCELSIOR (CONT'D)

Now ... what *shall* we --

He's interrupted by cheerful humming. Beauregard is making his way through the ruined city, picking up Kilgorithm pieces with a grabber and dumping them in a wheeled garbage can.

MR. EXCELSIOR (CONT'D)

Hey. Coveralls. You're stepping on my moment.

BEAUREGARD

Oh. Sorry! Hi Kermit!

Mr. Excelsior turns BACK to Kermit:

MR. EXCELSIOR

Now ... what *shall* we do with you?

CUT TO:

THE QUANTUM REALM!

A shimmering kaleidoscope of colorful weirdness. Walter SHRINKS into view, out of breath. Looks around. Begins SCREAMING HIS HEAD OFF. Keeps screaming, a tiny dot in the vast expanse.

SOMETHING HUGE DRIFTS BY IN FOREGROUND.

Walter finally stops screaming long enough to catch his breath. Looks at his Reficulator -- the screen is glitching and scrambled. Looks up.

AN IMMENSE TARDIGRADE IS "SWIMMING" TOWARD HIM, ITS CIRCULAR MAW OPEN WIDE.

Walter RESUMES SCREAMING. He flails around, weightless, flailing around to "swim" away, as the Tardigrade grows ever closer. Just when it looks like Walter is doomed --

A SECOND, SMALLER TARDIGRADE RAMS THE FIRST ONE OFF COURSE! The turbulence of its passing sends Walter spinning wildly.

Small Taridigrade turns -- there's A PERSON ON ITS BACK!

SCOTT LANG, ANT-MAN, looks back -- sees Big Tardigrade turning about again -- and SPURS his tardigrade onward toward Walter, cowboy-style!

SCOTT
C'mon, Tarthur! Hyah!

Scott grabs Walter with one hand as Small Tardigrade -- Tarthur -- veers out of the way, dodging Big Tardigrade's lunge.

SCOTT (CONT'D)
Hang on!

With Walter clinging on for dear life to Tarthur's lumpy hide, Scott steers Tarthur on a perilous route around and through a series of floating islands, with hungry Big Tardigrade in hot pursuit.

Emerging from the cluster of islands, Scott banks Smaller Tardigrade hard out of the way. Big Tardigrade PLOWS straight through -- and shoots into a SHIMMERING VORTEX, vanishing entirely.

Scott steers Tarthur to a particular island and lands him, giving him a fond pat on the ... whatever it is tardigrades have.

SCOTT (CONT'D)
 Good boy, Tarthur! Who's a good
 tardigrade? You are! You are!

Tarthur trills and ripples in happiness as Scott and Walter disembark, then swims away into the strangeness.

Scott takes a tiny object from his belt, hits a button on it, and tosses it onto the barren rock. It GROWS into an AIRSTREAM TRAILER with the Pym Industries logo on it, labeled EMERGENCY SHELTER.

Scott leads Walter into an airlock on the outside, and --

INT. QUANTUM SHELTER

It's very definitely an old Airstream trailer, 1980s vintage.

As the airlock hisses open, Walter flops to the floor, gasping.

WALTER
 What's going on? Where is this?

Scott deactivates his helmet.

SCOTT
 I was kinda hoping you knew more
 about this than I did.

LATER

Walter sits in a chair, kicking his feet, as Scott rummages around in the cabinets.

SCOTT
 ... So my friends were supposed to
 bring me out of the Quantum Realm,
 but that was, like, hours ago.
 Lucky for you I decided to go
 stretch my legs! You hungry? Looks
 like we've got Tang, and ...
 mostly just Tang! Oh!

Scott pulls a box of cereal out of the back of the cabinet and shakes it. The Swedish Chef is on the box.

SCOTT (CONT'D)
 Cröonchy Stars! I used to love
 these!

Walter just sighs heavily.

SCOTT (CONT'D)

Oh, hey, it's okay! We might have another cereal.

WALTER

When I was growing up, and all the other kids were getting taller while I stayed the same, I used to wonder if I'd just get smaller and smaller until I vanished forever. Maybe it's for the best that I did.

SCOTT

Hey, come on! It sounds like that Mr. Excelsior guy tricked you. And if he could somehow send you here, he's gotta be, like, crazy powerful. It's not your fault.

WALTER

You don't understand. I'm the new guy. My heroes chose me to join them. I wanted so badly to show them that I fit in that I ended up ruining everything.

SCOTT

Walter, you just described pretty much my entire life. I mean, when Cap -- Captain America, he knows me, we shook hands, it's no big deal -- asked me to help him out, I dropped everything.

WALTER

(same dork wavelength)
Well, of course! I mean, it's Captain America!

SCOTT

Yes! Exactly! Except it turns out that when you drop stuff ... Sometimes it breaks. I hurt a lot of people who cared about me. I got so focused on the cool part of being a hero, I neglected all the really important parts. Look, life's gonna beat you up sometimes, even if you try your best. But you can't stay down.

(MORE)

SCOTT (CONT'D)
You've gotta get back up and keep trying.

WALTER
But how? My Reficulator's broken. There's no way up from here. Not for me.

Scott gets an idea. He points to Walter's Reficulator:

SCOTT (CONT'D)
Hey, can I take a look at that?

Walter takes off the Reficulator as Scott starts rummaging through drawers for tools and spare components.

SCOTT (CONT'D)
I think the Quantum Realm's creating interference that keeps you from getting back your friends. But if I can find a way to boost the signal, maybe I can get you out of here.

WALTER
But we'd need a lot of energy to do that, right? And, no offense, but how old are the batteries on [indicates the Airstream] this thing?

Scott starts looking through the trailer frantically.

SCOTT
Where is it? I just put it down -- I came down here in the first place to gather up something that might help. Aha!

Scott holds up the cannister he was using at the end of "Ant-Man & The Wasp" to gather quantum energy for the Ghost.

SCOTT (CONT'D)
Pure quantum energy!

LATER

The Quantum Energy cannister glows, connected by jerry-rigged contraptions to the inside of Walter's Reficulator. Scott and Walter watch the Reficulator screen nervously.

SCOTT
You ready?

WALTER
I guess so.

Scott flips a switch. Quantum energy flows to Walter's Reficulator. It lights up and hums with power. The screen descrambles. GUIDANCE SYSTEM ACTIVE ... SEARCHING ... SEARCHING ...

Scott and Walter wait with bated breath.

ONE CONNECTION FOUND.

Scott and Walter celebrate, high-fiving -- which knocks Walter off his chair.

SCOTT
Oh, geez, sorry!

Walter pops back up.

WALTER
I'm okay! But what about you?
You'll still be stuck down here!

SCOTT
Ehh, it's only been a few hours.
What's the worst that could
happen?

CUT TO:

INT. SAN FRANCISCO STORAGE UNIT

Scott's van sits, gathering dust in the storage unit from "Endgame."

BACK TO:

INT. QUANTUM SHELTER

SCOTT
Besides, I always have Hope.
[Beat] She's my girlfriend. She's
awesome. She'll find a way to
rescue me.

WALTER

Still ... I think I might have a way to help you. I don't know if it'll work. But I'll give it a try.

SCOTT

Good luck!

WALTER

Thanks! Here goes nothing!

Walter activates the Reficulator and vanishes.

Scott eats a handful of Cröonchy Stars.

SCOTT

Wow, these are even better than I remember.

CUT TO:

INT. SAN FRANCISCO STORAGE UNIT - SECURITY OFFICE

The SECURITY GUARD (KEN JEONG) from "Endgame" naps with his feet up on his desk.

Walter comes SCREAMING out of a glowing Reficulator portal and SMACKS right onto the Guard's desk, waking him.

The Guard blinks blearily, staring at Walter. Walter stares back, frozen.

The Guard shakes his head, assuming he's dreaming, and nods back off again.

As the Guard begins to snore, Walter climbs down off the desk, only to run into

WALTER

(whispers)
Rizzo!

RIZZO

(whispers)
Man, that was close! You coulda messed up a good thing I had going here. This half a tuna sandwich and I were almost goners! What? If he wanted the rest, he shoulda stayed awake.

WALTER

Rizzo, am I glad to see you! We need to find the others -- Kermit's in trouble!

RIZZO

Can I take the sandwich?

WALTER

Sure, whatever -- but first, I need your help with something...

CUT TO:

INT. SAN FRANCISCO STORAGE UNIT

In the rafters of the dark, cluttered warehouse, Rizzo makes an impassioned plea.

RIZZO

Look, I know it's a small part -- not even any lines. But when you think about it, you're the hero of the whole picture! How often do we rats get to say that? I mean, aside from the one Pixar movie. We're always getting typecast as background extras, or maybe a walk-on role stealing a slice of pizza. But if you do this, you get to save the whole world! Think of the thousands and thousands of little rats in the ceilings and walls and under the seats of movie theaters who'll get to see that! Representation matters! So whaddyasay?

An ordinary RAT, licking its paws, squeaks in affirmation.

RIZZO (CONT'D)

Great! Now remember, it's the orange and yellow van. Look for the big red button. You can't miss it!

The rat scampers off, and we see that it's headed for Scott's van in the storage unit below.

Rizzo wipes a tear from his eye.

RIZZO (CONT'D)

Go do us proud, kid.

Reveal Walter, sitting awkwardly in the rafters, who gives Rizzo a big thumbs-up.

Walter checks the screen on his Reficulator, scrolling through a list of Muppet names ...

CUT TO:

EXT. GREENWICH VILLAGE - NIGHT

Walter and Rizzo materialize in front of the Sanctum Sanctorum. Walter nervously rings the doorbell.

WONG answers. Stares at them both in silence for a moment.

WONG

Are you here about the lost dog?

INT. SANCTUM SANCTORUM

Bluesy piano floats through the Sanctum as Wong ushers Walter and Rizzo into the main chamber.

Rowlf sits at a piano that is floating in midair, playing a mellow duet with DOCTOR STRANGE'S CAPE.

DOCTOR STRANGE himself lies on a couch, hands folded over his chest, as if he were visiting a psychiatrist.

STRANGE

... all these dimensions and multiverses that people don't even know about, and I'm in charge of defending Earth from all of them. I mean, did you even know that Hoggoth had a Hoary Host?

ROWLF

I knew a Harry Hofstetler from Hoboken. But he sold insurance.

STRANGE

It's just a lot of pressure, you know?

ROWLF

You gotta go easy on yourself there, Doc. It's not all about you. You got people you can turn to for help, and you shouldn't be ashamed to ask 'em.

Rowlf sees Walter and Rizzo.

ROWLF (CONT'D)

Oh, hey, fellas! Gotta go, Doc. I think my ride's here. One last piece of advice for the road? [beat] Maybe don't try so hard with the accent.

STRANGE

(British accent)

I haven't the faintest idea what you-- [catches himself, American accent again] I'm suRe I don't know what you mean.

ROWLF

Hey, you do you.

CUT TO:

EXT. INDUSTRIAL WAREHOUSE - DAY

SAM WILSON -- in his full Captain America uniform -- eyes BUCKY BARNES suspiciously.

SAM WILSON

Where did you say you found this guy again?

BUCKY

He's great. Comes highly recommended.

SAM WILSON

And why do I even need an "image consultant" in the first place?

Sam the Eagle has never been more thrilled in his life.

SAM THE EAGLE

Captain Wilson! It is such an honor to work with you. Love the wings.

SAM WILSON

Uh ... thanks?

SAM THE EAGLE

Now. To truly embody our great American experiment, you must use that greatest of assets: Good posture! Stand up straight! No slouching! Puff out your chest!

(MORE)

SAM THE EAGLE (CONT'D)
 Feel the patriotic pride billow
 within you!

SAM WILSON
 Bucky...!

BUCKY
 (Loving this)
 You're doing great!

SAM THE EAGLE
 Now. No great symbol of America is
 complete without -- an earnest
 lecture! You must be stern!
 Commanding! Stentorian, even!

SAM WILSON
 (To Bucky)
 Are you filming this? You better
 not be filming this.

BUCKY
 (Totally filming this)
 How do I livestream on this thing
 again? I'm kidding. I already
 know.

Sam Wilson holds a hand to his ear, pretending to get a
 radio call.

SAM WILSON
 (Wildly unconvincing)
 Oh no! I'm ... getting a top
 secret radio call! What's that?
 America needs me? Yeah, I'm gonna
 have to postpone this. I'll call
 you. So sorry.

SAM THE EAGLE
 Go, noble patriot! Spread
 America's wings and soar!
 Stentorian!

With one last stinkeye at Bucky, Sam flies off as quickly
 as his wings will allow.

BUCKY
 Oh, man, that was worth it. Okay,
 a deal's a deal. I won't tell
 anyone I found you at a Hydra
 meeting.

SAM THE EAGLE
 (aggrieved)
 Sergeant Barnes, I told you, I was
 hoodwinked! They seemed like such
 fine, upstanding Americans!

Walter and the others materialize.

WALTER
 Sam! You went Hydra?

SAM THE EAGLE
 (desperate)
 They specifically told me it was a
 freedom ray!

CUT TO:

EXT. QUEENS, NEW YORK - AFTERNOON

A trio of ski-masked ROBBERS struggle against the WEBBING that has them bound to a flagpole. One of them snarls --

ROBBER
 You little punk! I'm gonna --

Another blast of webbing shuts his mouth.

Your friendly neighborhood SPIDER-MAN, perched on a wall, scolds the Robber.

SPIDER-MAN
 Language, man! There are little
 kids on this block!

A crowd of neighborhood regulars gather to cheer Spider-Man. Little old ladies start hitting the robbers with their purses.

SPIDER-MAN (CONT'D)
 Whoa, whoa, go easy on them! No
 need for that, okay?

Spidey's wrist beeps, and he checks the time.

SPIDER-MAN (CONT'D)
 Oh, man, gotta go. Be good,
 everyone, and you guys, no more
 robberies!

Spidey THWIPS away, slingshots from an elevated train, and lands on a secluded rooftop, where PETER PARKER peels off the Spidey mask to catch his breath.

SCOOTER (O.S.)
Great work, boss!

Scooter, in a new jacket with a Spider-Man pattern, appears, unzipping a backpack to offer Peter --

SCOOTER
I've got some water here and a granola bar.

Peter wolfs them down, famished.

PETER
Thank you so much. I should have hired an intern ages ago.

SCOOTER
Happy to help! So you're already trending on social media from that last thwarted robbery. You've got twenty minutes till you're due to help open the new skate park. After that, I've got your dinner delivery scheduled outside the 75th Street subway at 7 p.m. I hope pad thai's okay! And I've got some costume sketches for that dance number at the school talent show for your approval.

Scooter shows Peter a tablet with an outfit sketch that looks suspiciously like Tom Holland's "Umbrella" getup.

PETER
This is amazing. I really appreciate your help, Scooter.

SCOOTER
Aw, it's nothing. Staying useful helps me quiet ... *the voices*.

Zoom in eerily on Scooter. We hear VOICES IN HIS HEAD:

SCOOTER'S VOICES
(very pleasant!)
Be thoughtful!
Show consideration for others!
Try to help out!
Always do your best!

SCOOTER
(cheerfully)
Okay!

PETER

Wait, what?

Before he can follow up on that, Peter's Spidey-sense starts tingling. He hastily pulls on his mask as Walter and the others materialize on the rooftop.

SCOOTER (CONT'D)

Oh, hey, guys! Where've you been?

WALTER

Scooter! We need your help!

Scooter sadly hands Peter the backpack and the tablet.

SCOOTER

Sorry, boss. Prior commitment.
With great gofer-ing comes great
responsibility.

SPIDER-MAN

I can't argue with that. Take care
of yourself!

As Scooter prepares to go:

SCOOTER

Oh, and don't forget to study
tonight. Big math test tomorrow!

Scooter and the others Reficulate away.

SPIDER-MAN

Man, I *just* got used to having him
around...

Sweetums, who has apparently always been here, just off-camera, pipes up.

SWEETUMS

Hey, I could help you!

SPIDER-MAN

Uh...

SWEETUMS

But I gotta know -- do you offer
dental?

CUT TO:

EXT. VORMIR

The eerie, eternal purple twilight of the Soul Gem's sanctuary.

Seated on a set of rocks, Uncle Deadly plays chess with the RED SKULL, Ingmar Bergman-style.

UNCLE DEADLY
Checkmate.

RED SKULL
I knew we should have played Battleship.

UNCLE DEADLY
You are so bad at this. And, well, everything.

The Red Skull looks up.

RED SKULL
Hang on, someone's at the door.

He vanishes. Uncle Deadly gets out a stack of other board games. From offscreen, we hear:

RED SKULL (O.S.)
Welcome to Vormir, pilgrim, and -- wait, can it be? After all this time, we -- wait -- what are you --not the face NOT THE FACE--!

Uncle Deadly WINCES at the sound of a TREMENDOUS PUNCH. The Red Skull goes FLYING BACK INTO FRAME and lands like a sack of laundry.

UNCLE DEADLY
Wait, I thought you were immaterial--?

Steve Rogers, on his post-Endgame quest to return the Infinity Stones, walks into frame, rubbing his knuckles.

STEVE
I've been waiting to do that for more than 75 years.

UNCLE DEADLY
Ohhhhhh.

Steve tosses the Soul Gem onto the Red Skull's groaning body.

STEVE (CONT'D)
Here's your stone back.

Steve turns and sees Uncle Deadly. Deadly attempts to hide the board games.

UNCLE DEADLY
I don't know him.

Steve walks away. Deadly sits there awkwardly, drumming his fingers.

Walter and the others materialize.

WALTER
There you are! Hurry! We've gotta go save Kermit!

UNCLE DEADLY
Oh, thank goodness. Yes.

RED SKULL
Ow.

CUT TO:

INT. WEAPONS CACHE

Under harsh fluorescent lights, Robin the frog sits on a work table while one weapon after another is piled up in front of him, as described by an all-too-familiar voice.

FAMILIAR VOICE (O.S.)
Butterfly knife. Nunchuks. Ooh, definitely a Glock. And another Glock. Katana. Classic! And maybe an M-80 heavy machine gun for good measure.

ROBIN
Gee, thanks, Mister Wilson!

DEADPOOL pats Robin fondly on the head.

DEADPOOL
Please. Call me Uncle Wade. You know how I love these cross-universal corporate synergy shenanigans. I tried to crash Spider-Verse, but they told me I was "too edgy" and "from the wrong studio" and "not wearing pants."

WALTER and the others materialize, crammed awkwardly into the tiny space.

SAM THE EAGLE

Ugh. Where are we? I feel so adult-oriented and un-wholesome.

WALTER

Robin! Kermit's in trouble. We've gotta save him!

DEADPOOL

Zip it, Zeppo. We were having a moment.

WALTER

(oblivious)
My name's Walter.

DEADPOOL

Oh, sorry, Shemp.

WALTER

Walter.

DEADPOOL

Of course, Scrappy.

ROBIN

Gosh, if my Uncle Kermit's in trouble, I just gotta help him.

DEADPOOL

Oh, that face. I can't say no to that face. You sure you don't want to stick around? You could be my sidekick. Tadpool!

ROBIN

That sounds awful nice, but no thank you.

DEADPOOL

We have cuss words!

ROBIN

You mean like [leans close, looks side to side, whispers] "darn" and "heck"?

DEADPOOL

Oh, my sweet summer child. You are too good for this world. Here.

(MORE)

DEADPOOL (CONT'D)
It's dangerous to go alone. Take
this.

Deadpool hands Robin a HAND GRENADE.

ROBIN
Gee, thanks, Uncle Wade! [beat]
What does it do?

Deadpool hugs Robin -- and glares at Walter.

DEADPOOL
You take good care of little
Tadpool, Poochie, or I'm gonna
make you into a sock and hang you
on my doorknob.

WALTER
I don't even know what that means!

ROBIN
Bye, Uncle Wade!

Walter, Robin, and the others zap away.

DEADPOOL
Have fun storming the castle!

CUT TO:

EXT. REMOTE MOUNTAIN CABIN

Somewhere in the rustic woods, WANDA MAXIMOFF relaxes on the front porch of her cabin in a chunky sweater, sipping tea. We hear gentle, mellow, vaguely psychedelic music playing.

WANDA
That sounds great, you guys.
Really nice.

Reveal the ELECTRIC MAYHEM, minus Animal, playing the music we've been hearing.

DR. TEETH
Thanks, Queen Crimson!

JANICE
Like, you should hear us with our
drummer!

Walter and the others materialize.

WALTER
The Electric Mayhem! We've been
looking all over for you guys!

Wanda SPITS OUT HER TEA and looks at the Electric Mayhem in amazement.

WANDA
Wait, you guys are *real*?

ZOOT
Real as it gets.

WANDA
I didn't [Sokovian witchy hand
gesture] you into existence?

JANICE
Like, do any of us exist when
we're not being perceived?

FLOYD
Deep, man. Very deep.

WANDA
Well, that explains a lot.

WALTER
Sorry, no time, we've gotta go.
Kermit's in trouble!

FLOYD
The frog? When you say jump, we
say how high!

ZOOT
Very high.

DR. TEETH
(To Wanda)
Thanks for the chance to jam,
ma'am!

JANICE
My aura feels, like, sooo
centered.

Walter and the others zap away.

WANDA'S ASTRAL FORM sticks its head out of the cabin wall
to watch as they disappear.

WANDA'S ASTRAL FORM
Wait, those guys were *real*?

WANDA
I *know*, right?

CUT TO:

INT. MUPPET LABS

WAYNE and THE OTHER, LESS INTERESTING WANDA canoodle disgustingly together.

THE OTHER WANDA
Oh, darling, our dreams have
finally come true!

WAYNE
Indeed, my dove! With those other
weirdos gone, at last we can offer
the world the wholesome
entertainment it desperately
needs!

Suddenly, they stutter, jitter, and REFICULATE out of this universe. Reveal Bunsen and Beaker watching them.

BUNSEN
Well, at least there's one silver
lining.

BEAKER
Mee mee meep.

BUNSEN
Oh, Beaker, this is terrible!
We're losing cohesion in both
universes at an alarming rate!

The "DID WE BREAK THIS UNIVERSE?" meter now wavers from "PROBABLY" toward "DEFINITELY."

BUNSEN (CONT'D)
Any further destabilization could
utterly detonate our chances of
bringing the Muppets home!

CRAZY HARRY appears between them, detonator at the ready.

CRAZY HARRY
Did someone say "detonate"?

BUNSEN
Why, in fact I did, Harold! Why do
you ask?

Crazy Harry prepares to answer in explosive fashion when he, too, REFICULATES into nothingness.

BUNSEN

Oh, dear, now I'll never know the answer. Ah well! There's still hope, Beaker. If you and I put our heads together, we might be able to stave off complete universal collapse!

BEAKER

Mee mee meep mee moh meep!

BUNSEN

That's the spirit! Now, to --

Beaker is REFICULATED away.

BUNSEN (CONT'D)

Ohhhhh dear.

CUT TO:

EXT. FERRIGNO-BIXBY GAMMA LAB

A sleek, modern building. The sign out front reads: DEFINITELY NOT RADIOACTIVE SINCE 1963.

INT. GAMMA LAB HALLWAY

Walter and the others nervously approach a door in the high-tech facility.

FLOYD

You sure this is the place, man?

WALTER

The Reficulator says Animal's somewhere nearby, but it can't get a fix.

Walter knocks on the door. It opens.

WALTER (CONT'D)

Doctor Banner?

EDWARD NORTON

Oh, no, I'm Dr. Brenner. Bryce Brenner. You must want the other guy. Two doors down.

WALTER
I'm so sorry!

EDWARD NORTON
Don't worry about it. Happens all
the time. [Looks up] Oh, hi, Dr.
Bana!

ERIC BANA, in a lab coat, is passing in the hallway. He waves collegially.

ERIC BANA
Hi, Dr. Brenner!

Walter and the Muppets stare at Dr. Bana, then at Dr. Brenner.

CUT TO:

INT. GAMMA LAB

PROFESSOR HULK scratches his head in bewilderment.

HULK
A drummer? Really?

The Muppets -- Walter, Rizzo, Rowlf, Robin, Sam, Scooter, Uncle Deadly, and the Electric Mayhem -- are squeezed into Hulk's gamma lab, which has all the expected high-tech science-y equipment.

JANICE
Like, the realest!

HULK
I mean, with a name like Animal, I knew he'd probably had a few wild times, but haven't we all? C'mon, he's right back this way.

Robin whispers to Rizzo:

ROBIN
That's the biggest frog I've ever seen!

Walter is staring in amazement at the Hulk.

HULK (CONT'D)
Hey, little guy, are you okay?

WALTER

(dazed)

I bet you keep *everything* on the high shelves.

Uncle Deadly pushes Walter onward.

UNCLE DEADLY

Never mind him. You were saying?

HULK

It's just gonna be a shame to lose Animal, is all. Best lab assistant I ever had.

FLOYD

You sure we're talking about the same Animal?

HULK

I mean, once I got him to stop eating the dry-erase markers...

As the Muppets enter the back of the lab, they see Animal furiously writing on a whiteboard. Animal's hair is slicked back, and he wears glasses and a pristine lab coat.

WALTER

Animal, it's us!

Animal turns. The whiteboard is covered in ... sophisticated equations related to the decay states of gamma particles.

ANIMAL

Sal-u-ta-tions.

HULK

You're telling me he doesn't even have an associate's degree?

DR. TEETH

He flunked out of obedience school.

ROWLF

Ah, good ol' Sit Stay U.

HULK

Huh. Never woulda thought.

Animal calmly sips herbal tea from an I LOVE SCIENCE mug.

LATER

Professor Hulk and the Muppets gather around a holographic lab table with a model of the universal timeline on it.

HULK

All right. So by pulling the location data from your whatsits --

ROWLF

Reficulators.

HULK

Gesundheit. Anyway, I've been able to map all your locations through the universal timeline. You're here, you got some friends scattered around -- but this Kermit guy you're trying to reach? He's here.

Hulk points to a spot off the timeline.

HULK (CONT'D)

I don't know what's out there, but it doesn't want anyone else to visit. I'm reading massive energy interference between all of us here and wherever your friend is.

WALTER

But I got out of the Quantum Realm by boosting my signal! Couldn't we do something like that?

HULK

The Quantum Realm's a walk in the park compared to getting through this. I could rig up some kind of amplifier that might get you through. But to cancel out the interference, you'd need someone to charge it up by using these quantum-entangled vibranium rods to strike the right receptor panels, in exactly the right pattern, with incredible force and superhuman coordination and timing.

FLOYD

Looks kinda like a drum kit, man.

Everyone turns and looks at Animal. A moment of destiny.

Animal sighs deeply. He takes off his glasses.

ANIMAL

That my secret ...

Animal FLIPS OVER the whiteboard filled with equations, revealing that on the other side, he has scrawled DRUMS over and over and over.

ANIMAL

... I ALWAYS DRUMMING!

AaaaaaAAAAAAAAAAAAAAH!

Animal TEARS THE SLEEVES OFF HIS LAB COAT and GOES WILD! The Muppets cheer.

LATER

With the apparatus assembled, Animal is SAVAGELY DRUMMING, charging up the machine. As he drums, the Reficulators on the Muppets' wrists light up one by one.

As Walter's Reficulator lights up, he hits the HOMING button. On the screen: ESTABLISHING LINK. SENDING COORDINATES...

CUT TO:

MONTAGE

- WAKANDA: Fozzie, in the Great Library of Wakanda, looks up from tomes of the great collections of Wakandan humor to see his Reficulator activating.

- DEEP SPACE: Gonzo, at the controls of a starship alongside Camilla, sees their Reficulators light up.

- THE SKRULL SHIP: Piggy's reficulator dings as she gazes out at the stars.

PIGGY

(Annoyed)

What? I already drank plenty of water to-- ohhhhhh.

BACK TO:

INT. GAMMA LAB

Animal stops, exhausted, as the machine reaches full charge.

HULK
I'm gonna miss you, man. Take care.

Animal sniffs back tears ... while eating MORE DRY ERASE MARKERS.

ANIMAL
(Mouth full)
I miff oo too.

Walter looks up at the other Muppets.

WALTER
Everybody set?

DR. TEETH
Ready to rock and roll!

WALTER
All right. Let's go get our frog back!

And as Walter and the others activate their Reficulators...

CUT TO:

INFERNAL KINGDOM

Dark. Sterile. Antiseptic. Floating picture frames of twisted, tormented figures. An art gallery from Hell.

Kermit sits alone in a massive, floating, jewel-like cage, staring out wistfully through the bars.

KERMIT
Why are ... there so many ...
songs about rainbows?

But the room seems to swallow and muffle his singing. He sighs and slumps back in his cage. His Reficulator is shut down, lifeless.

MR. EXCELSIOR (O.S.)
Oh, there's no singing here. No rainbows. And no connection.

Mr. Excelsior comes striding through the gloom. His hair's now tousled, wild. He wears a high-collared long coat and a three-piece suit, all various shades of crimson and pink. You comics nerds know who he is. He taps Kermit's cage:

MR. EXCELSIOR

Dark crystal. I figured you'd appreciate that.

KERMIT

What is this place?

MR. EXCELSIOR

Where dreams go to die. Inch by inch. And believe me, I'll take the greatest satisfaction sitting back and watching it happen to you.

KERMIT

My friends will come for me.

MR. EXCELSIOR

Hah. Your friends are nothing without you. Entropy in foam, fur, and flocking. I'll let you watch them fall apart. Get ground back down to nothing. And I'll savor every crack in your slowly breaking heart.

KERMIT

Why? Why me? What did I ever do to you?

MR. EXCELSIOR

Why you? Hah. You think this is the part where I take off my mask? Reveal I've secretly been Wilkins or Delbert the Dragon all along? I just like to see beautiful things dragged down and ruined. And lucky me -- you had a head start.

KERMIT

Wh-what do you mean?

MR. EXCELSIOR

You were a piece of someone's soul.

(MORE)

MR. EXCELSIOR (CONT'D)
 All the best shining bits of a
 human heart, pushed out through
 his fingertips one syllable at a
 time. Now you're property. A line
 item on a spreadsheet. Halfway to
 nothing at all. Tell me, Kermit --

Mr. Excelsior leans close enough to whisper:

MR. EXCELSIOR (CONT'D)
 Can you even hear *his voice*
 anymore?

Mr. Excelsior waits. Silence closes in.

MR. EXCELSIOR (CONT'D)
 Didn't think so.

He pats Kermit on the cheek through the bars of the cage.

MR. EXCELSIOR (CONT'D)
 I win, Frog. In the end I *always*
 win. Sit here and think on that.

Mr. Excelsior walks away, when:

KERMIT
 You're right.

MR. EXCELSIOR
 Do tell.

KERMIT
 I *am* a piece of someone's soul.
 And as long as I have a voice, he
 will, too. So I'm not giving up.
 And neither will my friends.

MR. EXCELSIOR
 Come back and tell me that in a
 decade or so. I'll wait.

Mr. Excelsior turns away again. Kermit slumps back in his
 cage and stares at his dark Reficulator.

... which lights up. And hisses. And crackles.

A voice comes through it:

FOZZIE (O.C.)
 Hey, Kermiiiiit! Bear left.

Kermit looks left. Nothing there.

FOZZIE (O.C.)

Oh. Sorry. Your other left.

Kermit looks to his other left. A REFICULATOR PORTAL APPEARS -- and FOZZIE STEPS THROUGH IT. Mr. Excelsior turns back in disbelief.

FOZZIE

Hey, why couldn't the infernal prison hold any more tormented souls? Because it was filled to the brimstone? Get it? Wocka-wocka!

MR. EXCELSIOR

That's impossible. That's absurd!

FOZZIE

No! That's *comedy*!

Fozzie dons Groucho glasses and wiggles his ears as OTHER REFICULATOR PORTALS OPEN, MORE AND MORE! As a triumphant, Avengers-like version of The Muppet Show Theme plays, Muppets spill out of the portals -- Rowlf, The Electric Mayhem, Rizzo, Robin, Uncle Deadly, the Swedish Chef, even Statler and Waldorf!

STATLER

Hey, Waldorf, is this some kind of kingdom of nightmarish torture?

WALDORF

Well, the bear's here, so they're off to a good start!

Walter steps through a portal. Straightens his tie.

WALTER

Muppets? It's time to play the music.

SCOOTER

Places, everyone!

ROWLF

You heard the man!

Rowlf and the Electric Mayhem begin JAMMING A JOYOUS TUNE!

MR. EXCELSIOR

Wait. What are you doing? Stop that!

Mr. Excelsior gestures -- but his powers won't work!

MR. EXCELSIOR (CONT'D)
Why can't I stop you?

WALTER
Because you said you'd leave us
alone. And you always keep your
end of the bargain.

MR. EXCELSIOR
You. Hah. And what are you going
to do? Whistle at me?

WALTER
Not at you.

Walter turns toward the crystal cage -- and whistles with
all his heart. Nothing happens. But Walter keeps whistling,
louder and louder, higher and higher, concentrating
intently. Fissures begin to form in Kermit's cage --
splinters -- cracks --

As Walter collapses from the effort, KERMIT'S CAGE
SHATTERS!

Fozzie is there to help Kermit up.

FOZZIE
Guess that wasn't all it was
cracked up to be, eh?

KERMIT
Oh, Fozzie. I was worried I'd
never hear your jokes again.

FOZZIE
Are you kidding? No way! Wocka-
wocka forever!

Lew Zealand, still in his cool tactical getup, leaps out of
another portal.

LEW ZEALAND
Looks like it's time to take this
guy --

Lew FANS OUT FISH LIKE THROWING STARS IN BOTH HANDS.

LEW ZEALAND (CONT'D)
-- to school.

Lew starts FLINGING FISH PELL-MELL at Mr. Excelsior, who
stands in stunned disbelief as fish after fish slaps
harmlessly off his face.

MR. EXCELSIOR
What. Is. Even. Happening.

LEW ZEALAND
You don't understand. This isn't a
battleground. This is an operating
theater.

The Swedish Chef hands Lew one last, giant fish.

LEW ZEALAND
And I'm the sturgeon!

Mr. Excelsior stands baffled as the fish THUNKS off him.

MR. EXCELSIOR
Stop it. Stop it right now!

Sam the Eagle sidles up to a floating painting, looks
around to make sure no one's watching -- and then nudges it
ever so slightly askew.

SAM THE EAGLE
Oh! I feel so transgressive!

Beauregard dumps his trash can out onto the ground.

BEAUREGARD
Am I doing this right?

Wayne and Other Wanda appear through another portal.

THE OTHER WANDA
Muffin, this doesn't look like the
country club.

WAYNE
No, lambchop, it doesn't.

They turn to go back through their portal -- but Sweetums
stampedes through it, knocking them flat!

SWEETUMS
I'm here! I'm here! I made it!

Robin tugs adorably on Mr. Excelsior's coat.

ROBIN
Mr. Excelsior, sir? I'm going to
stop you with the greatest power
in the universe.

Robin holds out the HAND GRENADE Deadpool gave him -- then turns it around, revealing that he has painted it with a smiling face and two stuck-on googly eyes. Robin offers it like a gift.

ROBIN (CONT'D)
Friendship!

Mr. Excelsior crouches down. Stares at Robin for a long, hard moment. And then PULLS THE PIN from the grenade.

ROBIN (CONT'D)
(Off the grenade)
Aw, his hat came off.

Sweetums comes charging to the rescue, swiping the grenade from Robin's hand! He throws himself on it like Steve Rogers, motioning wildly toward Robin.

SWEETUMS
Get away! Get back!

... except when he does this, the grenade skitters out of his grasp and bounces along the floor.

SWEETUMS (CONT'D)
Whoops!

Sweetums lumbers and blunders after the grenade -- "oops! Sorry!" -- all over the chamber, smashing everything in his path. Mr. Excelsior frantically tries to undo all the damage.

MR. EXCELSIOR
No, no, you're ruining everything!
This isn't how I want it!

Sweetums finally picks up the grenade and looks at it.

SWEETUMS
Huh. Guess it's just a dummy.

He chucks it over his shoulder -- and it EXPLODES, wrecking another chunk of the chamber!

SWEETUMS (CONT'D)
Oh, dear.

Scooter and Uncle Deadly nudge Crazy Harry.

SCOOTER
Crazy Harry, that's your cue!

CRAZY HARRY

Look, I just want people to understand that I'm more than one thing. I have layers! My husband and I run a highly acclaimed birdwatching blog.

UNCLE DEADLY

Yes, whatever, fine.

As Crazy Harry pushes the plunger and sets off more explosions:

CRAZY HARRY

I have a classics degree from Oberlin!

Mr. Excelsior gestures -- grabs some jagged debris out of the air -- attempts to hurl it toward Kermit --

And keeps attempting. Something is keeping the debris in place. Mr. Excelsior fights it in vain -- looks --

From out of another portal, a HOODED FIGURE stands, holding out one hand Jedi-style. The figure gestures, and the debris drops harmlessly to the ground. It removes its hood --

BEAKER

Mee mee mee mee meep.

Beaker IGNITES AN ORANGE LIGHTSABER. Slashes it around in a dazzling display of fighting prowess. Pauses.

BEAKER'S HAIR CATCHES ON FIRE, ignited by the fancy lightsaber tricks. He drops the lightsaber and begins running around meeping wildly as his hair burns.

Mr. Excelsior turns to see Animal's jaws locked around his forearm:

MR. EXCELSIOR

Why are you biting my arm?

Rizzo appears on Mr. Excelsior's shoulder, much to his disgust.

RIZZO

It sure ain't the way you taste, chief.

ANIMAL

Sunglasses man ... *bad!*

Mr. Excelsior flings them both off.

MR. EXCELSIOR
No one invited you! Who said you
could crash my little party?

GONZO (O.C.)
I know a setup when I hear it!

A GIANT PORTAL opens -- and an ENTIRE SPACESHIP, painted to
look like a chicken -- THE CAMILLA is painted on the beak
-- BLASTS THROUGH, headed straight for Mr. Excelsior!

MR. EXCELSIOR
You have got to be kidding m--

The Camilla PLOWS INTO HIM, leaving a huge broken furrow in
the floor of the chamber.

The Muppets, including a recovered Walter, all gather round
the smoking, burning, wrecked starship. The cockpit flies
off, and Gonzo and Camilla emerge, disheveled and
delighted.

GONZO
That was *definitely* better than
the knife emporium!

CAMILLA
Buh-gark!

The Muppets cheer -- but only for a moment.

Gonzo's ship TREMBLES. He and Camilla are thrown off as it
TEARS IN TWO, and a furious MR. EXCELSIOR emerges. He holds
out a hand -- and Kermit FLIES THROUGH THE AIR INTO HIS
GRIP!

MR. EXCELSIOR
I. Have had. Enough!

The chamber begins to ripple and reknit itself as Mr.
Excelsior roars at the Muppets, while Kermit squirms in his
grasp.

MR. EXCELSIOR (CONT'D)
My deal doesn't extend to *Kermit*.
And either you stop all this --
this -- this *silliness*, or I will
unravel him stitch by stitch.

PIGGY (O.S.)
A-HEM.

Miss Piggy steps through one last portal at the opposite end of the chamber, wearing a Captain Marvel-style supersuit.

PIGGY (CONT'D)

You get *one chance*, buster. *Hands off the frog.*

MR. EXCELSIOR

Or *what?*

PIGGY

Excusez-moi. Do you know who I am?

As we PUSH IN toward Piggy, we re-enter her FLASHBACKS from earlier:

- YOUNG PIGGY pushing her snickering classmates aside to steal the show at the school play.

- ADOLESCENT PIGGY hucking off the sandwich board she'd worn, defiant, with big "I quit!" energy.

- Piggy winning the Miss Bogen County pageant, surrounded by her smiling fellow contestants.

- Piggy backstage at the Muppet Show on opening night, scared and insecure. But then the others enter the frame and begin to encourage her:

FOZZIE

Don't be nervous! As long as there aren't any hecklers in the audience, we're gonna do great!

GONZO

You're a natural! Let's blow 'em out of their seats!

ROWLF

I've got your back, bacon.

And finally, Kermit, holding out his hand, all earnest kindness:

KERMIT

Go show them how brightly you can shine. I believe in you.

And when we cut back to Piggy, she's begun to GLOW WITH INCANDESCENT ENERGY, all the way to the tips of her hair.

PIGGY

I'm a *star*.

Miss Piggy BLASTS FORWARD, trailing light, and KNOCKS MR. EXCELSIOR INTO NEXT TUESDAY.

Kermit goes sailing into the air -- and lands in Piggy's arms.

PIGGY

Oh oh oh Kermie, my love! Are you all right?

KERMIT

I'm great, Piggy. And you're amazing. I should tell you that more often.

PIGGY

Oh, Kermit. I already know. [beat] But you can say it again.

Pepe the King Prawn emerges from a portal in a tuxedo.

PEPE THE KING PRAWN

Oh, hello. Did I miss anythings?

Mr. Excelsior lies battered and groaning in a pile of rubble -- his hair disheveled, sunglasses crooked and cracked -- as the Muppets walk up to him.

MR. EXCELSIOR

You think you've won? You think you beat me? You're nothing! Who'd ever care about silly little piles of felt and foam? You can't fly or shoot laser beams or lift buildings! You've got no power!

KERMIT

We have laughter. A laugh can be a light in the darkness. A way to know you're not alone -- that there's still something good in the world, even when everything seems hopeless. A laugh lets you know that someone out there -- even if they never knew you, even if they've been gone for years -- well, they loved you all the same. And they wanted to make you happy.

Kermit looks at Mr. Excelsior with real compassion.

KERMIT (CONT'D)

It must be a very long time since you've felt that way.

Mr. Excelsior, wretched, wavers for *just one second*. But:

MR. EXCELSIOR

No! No, I will not be pitied by a puppet! Get out! All of you, get out!

Mr. Excelsior sweeps his hand, and the Muppets vanish in crimson smoke and flame. He slumps back in the rubble.

Someone tosses a DUSTPAN and BROOM onto Mr. Excelsior as he flinches. He looks up to see --

THE REAL STAN LEE, in an angelic white suit.

STAN LEE

Serves you right, you face-stealing phony!

Stan walks away, dusting his hands off, grumbling:

STAN LEE (CONT'D)

Besmirching my good name! Big John and I brought you into this world, and I can take you out of it...!

CUT TO:

INT. MUPPET LABS

As a nervous Bunsen watches, the "DID WE BREAK THIS UNIVERSE" dial springs back to "No."

BUNSEN

Goodness, what a lucky break!

A Reficulator portal opens above him, and Beaker comes screaming through, landing on Bunsen. Beaker sits up. Looks up. Meeps in terror as SWEETUMS PLUNGES DOWN ON TO HIM, following by ALL THE REST OF THE MUPPETS!

Jubilant celebrations as the Muppets disentangle themselves from the pile:

- Gonzo's nose is wildly askew. Camilla fixes it.
- Robin's riding around on the top of Sweetums's head.
- The Electric Mayhem yank Pepe out of Animal's mouth.
- Fozzie hugs a horrified Statler and Waldorf as they try desperately to get away.

- Piggy smothers Kermit in kisses as he flails desperately.

Sam the Eagle rejoices to see Wayne and Other Wanda.

SAM THE EAGLE

Oh, my distinguished colleagues!
How it gladdens the heart to see
you well!

As Sam leans over to embrace them, Wayne and Wanda whisper into his, well, whatever passes for ears:

WAYNE AND OTHER WANDA

Hail Hydra.

Sam jolts back, alarmed.

SAM THE EAGLE

What?!

Wayne and Other Wanda feign innocence.

WAYNE

What?

OTHER WANDA

Did someone say something?

Sam regards them both warily.

Walter pries himself out of the pile. Kermit pats him on the back.

KERMIT

Everybody matters, Walter. Even
you.

Walter glows with pride.

KERMIT (CONT'D)

All right, everybody, what are we
all standing around for? Let's go
make some people happy!

SMASH CUT TO:

INT. STUDIO OFFICE

DISNEY EXEC

I'm gonna stop you there.

Same office. Same exec. The Muppets once again frozen in the middle of acting out some awesome, hilarious pitch that has yet again failed to pass muster.

DISNEY EXEC (CONT'D)
Yeah, so sorry, guys, but it's just not what we're looking for right now. But don't worry. You just sit tight. We'll find something. Eventually.

The Muppets seem surprisingly nonplussed.

KERMIT
Okay.

DISNEY EXEC
(surprised)
Okay?

KERMIT
Okay. See you next month!

DISNEY EXEC
... Ohhh...kay?

As the Muppets file out, talking happily to each other, Kermit sees Kevin Feige, Himesh, and Chloe waiting with their ridiculous posterboard in the outer office.

KERMIT
Oh, hi, Kevin! How's it going?

KEVIN FEIGE
Kermit! Hey! Great, great. Things got ... Things got kind of weird for a little while there.

KERMIT
But everything's all right now?

KEVIN FEIGE
Back on track!

KERMIT
I knew it'd all work out. You free for lunch tomorrow?

KEVIN FEIGE
(undisguised enthusiasm)
For Sloppy Joe Wednesday?
Absolutely!

CUT TO:

INT. MUPPET STUDIOS

The Muppets spill back into the Muppet Studios offices, chattering loudly to each other. Kermit tries to get their attention:

KERMIT
Guys? Guys! Excuse me, guys?

PIGGY
LISTEN UP, WEIRDOS!

You could hear a pin drop.

PIGGY (CONT'D)
The floor is yours, mon cherie.

KERMIT
Thank you, Piggy. All right, everybody! The studio might not be ready for another movie -- but that won't stop us from making people happy, right?

Various excited affirmations from the Muppets.

STATLER
Wait, you've been trying to make people *happy*?

WALDORF
I've got some bad news for you!

Statler and Waldorf chortle.

KERMIT
You know what to do, people! Let's get to work!

And the Muppets do. Kermit makes the rounds, offering encouragement as:

- Scooter, filming with his phone, counts Miss Piggy into a TikTok lip-synch of [insert well-known popular song]. Uncle Deadly touches up her makeup and wardrobe.

- Fozzie and Gonzo workshop some ideas for street theater. Flaming chainsaws are, of course, involved.

- Bunsen tests the Head Exploder 6000 on Beaker. It works very well.

- The Electric Mayhem jam as Sam the Eagle, working music editing software at a computer, offers deeply unhelpful production suggestions. Animal: "UPLOAD! UPLOAD!"

- And finally, Rizzo and Pepe pitch ideas to a whistling Walter -- "So then I say, 'I knew something was rotten here! And it ain't the limburger!'" -- as Walter draws the panels for his own Muppet comic book.

We zoom into the panels of that comic as the rough sketches become full art, which becomes

THE END CREDITS

And then...

CUT TO:

INT. KERMIT'S OFFICE - DUSK

Kermit enters his office at the end of a long day -- but there's someone sitting in his chair!

MYSTERIOUS FIGURE

Oh, good. I've been waiting for you. I need to talk to you about a very important project.

SAMUEL L. JACKSON spins around in the chair, wearing an eyepatch. He stops, startled.

SAMUEL L. JACKSON

Wait, Kermit?

KERMIT

Hi, Mr. Jackson. What can I do for you?

SAMUEL L. JACKSON

Is this -- aw, man, do I have the wrong office? I thought this was a meeting about the new Pirates of the Caribbean movie! I wore this eyepatch for *nothing!*

Samuel L. Jackson stands up and walks out of the office, past a bewildered Kermit:

SAMUEL L. JACKSON (CONT'D)

Sorry, Kermit. Stupid thing messing up my depth perception...

FADE OUT.