

STAR WARS EPISODE III: RETURN OF THE SITH

Written by

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Based on Characters Created by George Lucas

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For George

FADE IN:

OPENING CRAWL: A long time ago, in a galaxy far, far away...

STAR WARS
Episode III: Return of the Sith

The Republic is gradually being replaced by an all-powerful Galactic Empire as systems relinquish their sovereignty in the name of peace and security.

Those who do not conform are branded as REBELS and find their homeworlds occupied by armies made up of Clones, former Mandalorians, and volunteers--soldiers known as STORMTROOPERS.

In the face of such injustice, many Jedi now lead pockets of resistance against Emperor Palpatine and his apprentice, Darth Vader, while Anakin Skywalker remains missing....

EXT. GALAXY - PLANET HANKURA

We open in outer space, of course.

From the stars of the opening crawl we turn to see the planet of Hankura, swirling with storms on its turbid surface.

One central storm dominates the globe, though smaller storm systems surge at the periphery like concentric circles.

This is a hurricane planet.

A STAR SLAYER flies forward, creeping slowly into view.

From its bays, a DROP SHIP presses down to the planet below.

EXT. HANKURA - ESTABLISHING - DAY

A full-on TYPHOON blasts across the planet's surface.

Winds HOWL and rain punishes the desolate scene.

Not much here save for smooth rock.

Forests of kelp-like plants cling to the ground and sway in the sky, dancing with the pull of rain and wind.

A small craft designed for this environment, a CRAMPON SPEEDER, crawls forward.

The speeder, a floating central orb with ice-pick-like attachments which SLAM footholds into the rock as it moves.

Some of the smaller rocks scurry away, revealing their true nature as perfectly camouflaged HORSESHOE CRAB ALIENS.

The creatures avoid the rock-pounding devices of the speeder.

INT. CRAMPON SPEEDER

Quieter inside, though winds WHIP at the exterior.

Two REBEL SOLDIERS sit side-by-side, driving.

Rain coats the windscreen so they pilot by instrument.

THUD! THUD! THUD!

The ice-pick arms CRUSH their way through the rock.

Rebel Soldier 1 adjusts a dial.

REBEL SOLDIER 1
Hankura Base, Outrider One
completed patrol, returning to
base.

Sensors BEEP and flash.

REBEL SOLDIER 2
Look out! We've got another Ceromus
up ahead!

REBEL SOLDIER 1
Oh blast it all, hang on!

EXT. CRAMPON SPEEDER

The speeder switches drive mode; no longer sluggish and sure-footed, but now speeds up with only the occasional SLAM into the rock for stability's sake.

It swerves, PUSHED along by the gale-force winds.

Despite poor visibility, a substantial creature materializes like a mountain through the haze of the storm.

This is the CEROMUS, a gigantic beast that looks like the prehistoric ancestor to the rhinoceros. Dinosaur-sized.

It resists the hurricane through sheer mass. Kept warm by blubber layers under thick leathery skin.

The Ceromus rushes the speeder, a territorial display.

INT. CRAMPON SPEEDER

REBEL SOLDIER 2
Look out!

REBEL SOLDIER 1
I see it!

The Rebel Soldiers pull on levers and drive with renewed passion to avoid the Ceromus.

The beast looms large in the windscreen through the storm.

REBEL SOLDIER 2
Can we lose it in the archway?

REBEL SOLDIER 1
Almost there....

EXT. CRAMPON SPEEDER

The Ceromus SMASHES its head against a rock outcropping; narrowly missing the speeder.

Debris POPS, peppers the craft.

The Crampon Speeder swerves and speeds away.

Barely controlled maneuvers.

Darts through a small archway in the rock face, too small for the Ceromus to follow.

The beast stops, SNORTS, and STAMPS its feet.

Turns and eats some of the alien kelp.

EXT. HANKURA - REBEL BASE

Only a few antennae give any hint of human presence.

This is a bowl, naturally carved into the rocky planet.

Protected slightly from the storm.

The Crampon Speeder arrives through the archway.

Goes under an outcropping used for shelter.

Joins a few other speeders parked here.

EXT. HANKURA - SKIES ABOVE PLANET SURFACE

The Drop Ship from the opening scene comes to hover just above a swirling storm system.

Once settled, a LANDING POD darts out from the Drop Ship.

We follow its trajectory through the eye of the storm.

Faster and faster, jet-propelled.

Incredible speed, like a missile.

Whipping winds and debris can't alter the bullet-like flight.

Just before impact on the planet surface, three barbed landing struts expand from the Landing Pod's main body.

EXT. REBEL BASE

The Rebel Soldiers emerge from the Crampon Speeder wearing goggles and face masks against the brutality of the storm.

Rebel Soldier 1 starts down a carved staircase.

Rebel Soldier 2 looks o.s. as the Landing Pod SLAMS against the planet's surface just past the protective bowl.

Rocky debris blooms into the sky in response.

Looks down, sees Rebel Soldier 1 about to enter the base.

Calls out after him, SHOUTS drowned out by the storm.

Rebel Soldier 2 looks back towards the crash site, turns.

Hesitates, then heads towards the impact crater.

Just a quick look....

LANDING POD

The Landing Struts dig into the rock while the central body of the pod oscillates, protected from the shock of impact.

It slows, then stops.

With a HISS the pod opens.

A platform lowers.

Boots of a robed FIGURE IN BLACK step out.

We don't see the full shape of the mysterious visitor.

Not yet.

But a few chords from an OMINOUS SOUNDTRACK cue us into the fact that he's bad news.

INT. REBEL BASE

A classic Rebel Alliance War Room hits all the right notes:

- Dimly lit, seemingly only by the diodes of equipment
- Plexiglas boards mapped with illuminated grid-lines
- Round table in the center, at which stands the leadership
- Technicians operate computer terminals in the b.g.

MACE WINDU (50s), the Jedi Obi-Wan met in the last film, stands with two other ALIEN JEDI at the circular table.

Accompanied by a SENATOR and REBELLION LEADER 1, also recognizable from *Episode II*.

Planning. Plotting. Rebellious.

The winds HOWL as the door to the outside slides open.

Everyone stops, looks up.

Not worth shouting over the storm.

Rebel Soldier 1 enters.

Nods, takes off his visor and pulls at his face mask.

The door slides closed, silence returns to the room.

The Jedi and leadership get back to it.

Rebel Soldier 1 talks to a COMPUTER TECH in the b.g.

COMPUTER TECH
Where's Jarek?

REBEL SOLDIER 1
Right behind me. Must still be
securing the Crampon Speeder.

Computer Tech nods, points to something.

Rebel Soldier 1 looks to the screen with interest.

We turn our focus to the

ROUND TABLE

A central, holographic display of the core systems.

Aqua-blue light illuminates the faces of those who plot.

MACE WINDU
We must show that the Empire is not
all-powerful. A strategic blow
could show weakness, and other
planets will stand up if they know
there's a chance.

REBELLION LEADER 1
But how do we get that initial
support? Such a move taken alone
would prove suicidal.

SENATOR
We need to start with a grass roots
movement in the Senate.

REBELLION LEADER 1
Too many Imperial informants for
closed-door meetings on Corruscant.

MACE WINDU
The Senate gave Palpatine his
power, true enough, but diplomacy
lacks the strength to take it back
alone. What we need--

The outer door opens once more with WHIPPING WINDS.

All stop yet again, not wanting to yell over the sound.

Everyone in the room naturally looks to the entrance.

Rebel Soldier 2 stands in the doorway.

But something's wrong.

The Soldier's face is off, slack.

He falls forward onto the floor, dead.

Everyone rises up instinctively to face the threat.

From the corpse on the floor, we look up to the entrance.
Those same black boots from the landing craft.

There in the doorway, the Figure in Black.

Completely obscured by his flowing black cloak.

The thick, dark robes evoke the classic Emperor Palpatine.

But when we hear him speak, it sounds like Maul's voice, yet calm and measured. Older. More sure of himself.

This is THE GRANDMASTER (70s).

The HOWLING WINDS continue from the open door, though we're able to hear his words well enough.

THE GRANDMASTER

Throw down your weapons now,
surrender, call me 'Master,' and
you will live.

All eyes go to the body on the floor.

MACE WINDU

(yells over the wind)
Do you really expect us to believe
that?!

Though his hood obscures most of his face, we can see his jawline well enough. He sneers something like a smile.

Reminiscent of his clone.

THE GRANDMASTER

I truly hope not.

The three Jedi spread out, preparing for attack.

Lightsabers IGNITE.

Held at the ready.

Sure, Mace Windu can have a purple one if he wants.

He stands across from The Grandmaster while his alien Jedi companions split up to take the left and right sides.

And that ghostly wind HOWLS.

MACE WINDU

We have you surrounded!

The Grandmaster opens his robes to reveal:

A belt full of lightsabers.

Each one unique. Slightly different shapes and sizes.

Nine weapons in total.

THE GRANDMASTER

I am already master of nine Jedi.
You will serve me. In death, if not
in life.

The lightsabers tilt up, detach, then float into the air.

Each POWERS ON through The Grandmaster's use of the Force.

He grins an evil grin.

It's not three versus one -- it's three versus nine!

The sabers fly out for attack.

The Jedi back away, outnumbered by the weapons.

Completely taken aback by this tactic.

But we focus on the Senator.

Her horrified face, illuminated by flashes of neon light.

The CRACKLE-SIZZLE-CRASH of the lightsaber battle.

Then, SCREAMS.

And the storm WAILS in the background.

All mixed with sinister LAUGHTER.

Fades to SILENCE.

The silence of deep space.

EXT. CORRUSCANT - IMPERIAL SHIPYARD

Orbiting high above the planet.

Perhaps the first ever Imperial STAR DESTROYER, under construction.

Shows its ribs, though the form is recognizable. Evokes the progress of the second Death Star in *Return of the Jedi*.

Nearly completed. Enough so to be usable.

Twice as big as a Star Slayer.

A much smaller ROYAL CRUISER floats nearby.

INT. STAR DESTROYER - BRIDGE

DARTH VADER stands at the bay window, nearly complete himself. Ninety-percent towards being the character we know.

His mask is slightly different, with no heavy breathing, nor the accompanying chest control panel, but that's it.

His focus, on the Royal Cruiser out in space.

A young IMPERIAL OFFICER (20s) arrives by his side.

IMPERIAL OFFICER

Lord Vader, it's an envoy claiming political immunity.

VADER

It's...from Alderaan.

IMPERIAL OFFICER

The Organa Queen and two ambassadors. Their clearance code allows them to pass, but they've strayed off course; a new flight path deliberately close to our shipyard.

VADER

Activate the tractor beam. I will see to this personally, Commander.

IMPERIAL OFFICER

Yes, my Lord.

The Imperial Officer nods, turns and goes.

INT. STAR DESTROYER - DOCKING BAY

A legion of STORMTROOPERS stand at the ready. Their white armor is the precursor to what we get in classic *Star Wars*.

The armor shows hints of their Mandalorian roots, now made uniform by the Empire. At this point, they're essentially wearing the "Clone Trooper" armor from Lucas' prequels.

Our odd-couple, ROSE and GUILD (20s), are here among them.

GUILD

Think we'll finally see some action?

ROSE

Either way, beats another drill.

Vader arrives.

Motions for a few of the Stormtroopers to follow.

Enters the captive ship.

INT. ALDERAAN CRUISER

LARA (20s/30s), older, more mature. Her hair braids and simple white gown, likened to Princess Leia in *A New Hope*.

A pair of ambassadors, REBELLION LEADER 2 and REBELLION LEADER 3 recognizable from the Honeymoon Barge in the previous episode, await by her side.

The doorway opens and Vader enters with his Stormtroopers.

Vader gets within a few feet of the trio, stops.

The Soldiers flank the walls, surrounding them.

VADER

Highness...What is the nature of your journey? I understand it has been two years since you last visited the Capitol.

LARA

Ruling a Galaxy is an impressive feat, what with cowing a few hundred senators and governors into submission. I can't imagine, though I'm kept quite busy myself, looking after the welfare of the millions of citizens on my two planets.

VADER

And yet, you haven't been on Alderaan or Kharkara.

She says nothing.

At length, Vader goes on.

VADER (CONT'D)

Then I trust your return means you have come to pledge your systems' loyalty to the Empire?

LARA

Gladly, no. But--

VADER

Then you have wasted your efforts, coming here, and put the lives of your people at risk! It is time you accepted the truth. It's over. The great Republic experiment has finally failed, but the Empire will restore order and security to the galaxy. These 'shows' of rebellion are pointless. Dangerous and counterproductive. You can't see it, but it is you who is impeding the right path.

Lara waits to make sure he's through with his lecture.

LARA

Are you quite finished?

Vader glares at her, and us, by proxy.

His anger is palpable behind the mask.

That iconic breathing should be here, but it's not.

Not yet.

Calm and measured, she continues.

LARA (CONT'D)

If you believe in rule of law, as you claim, you cannot detain me. This is a consular ship on a diplomatic mission. We have made no hostile action against the Empire.

Vader starts forward, closes the gap between them.

The two Rebellion Leaders step back in reflex.

In fear.

But Lara doesn't flinch. Holds her ground.

VADER

You've come an awfully long way
just to test my patience.

LARA

Prepare to have it tested further
after I deliver my message.
Alderaan has completely disarmed.
We're now a neutral haven for those
seeking asylum from the Empire.

Though he doesn't move, Vader's fury is unmistakable.

Rose and Guild exchange a look.

So too, the Rebellion Leader ambassadors.

The moment hangs heavy.

VADER

There is no neutral. You have
chosen a side, Majesty. You just
don't realize it yet. You'll never
turn the Core Systems against the
Emperor, no matter what support you
hope to gain in the Senate.

Vader leans down, shiny black helmet inches from her face.

VADER (CONT'D)

(whispers)

You shouldn't have come looking for
me.

LARA

I didn't. I'm looking for Anakin
Skywalker.

Vader simply stares.

Helmet cocks to the side, slightly.

What is he thinking?

Lara, reflected in the eyes of his mask.

Vader turns his back on her.

Quick, sudden.

Cape reaching out in the space between them.

It looks like he's just going to walk off the ship.

Lara grows anxious.

LARA (CONT'D)

Wait! He was looking for you last time anyone saw him. Tracking down Maul, same as you were. But you, you're not like Maul. You were once a Jedi. You're...conflicted. I can sense it. If you have any compassion left, tell me. I need to know what happened to Anakin. Please.

Vader has stopped, but keeps his back turned.

Formulates his reply.

VADER

That was a long time ago.

LARA

...I know.

She waits him out.

VADER

Skywalker once thought as you do; a romantic. A fool. He...tried to stop me, but he didn't understand the power of the Dark Side.

LARA

What happened, where is he?

Vader wheels around, impassioned.

VADER

He begged for his life, for your sake. The last words he spoke were love for you. An unrequited love, as you well know. And so I showed him mercy the only way I know how. I killed him.

Lara deflates, eyes fall to the floor.

This is a possibility she suspected, but still the realization sinks into her with venomous consequence.

VADER (CONT'D)

Yes...surely this makes you hate me. Release your anger. Use it to strike me down! I just admitted to his murder. If you truly ever cared for him, take your weapon and use it for vengeance. It would be justified....

She looks up at Vader, jaw set.

Swallows hard.

Doesn't want him to see her pain.

She's strong.

In control of her emotions.

LARA

A generous offer, but no, I don't think I will. If there isn't anything else, Lord Protector...? Then we'll continue on our way.

Vader stares at her.

Can't fathom her reaction.

Lara bows, turns, and leaves into the recesses of the ship.

Vader watches her go.

After she's gone, he retreats to his own ship.

The Rebellion Leaders turn to follow Lara.

The Stormtroopers look to one another, confused.

GUILD

I guess we shouldn't shoot them...?

ROSE

Shut up.

GUILD

What if we just set weapons for stun?

Rose gives a look.

Shakes his head and sighs.

The Stormtroopers all leave.

INT. STAR DESTROYER - MEDITATION CHAMBER

Vader enters the room.

Finds a small, circular platform.

Kneels on it.

An enormous hologram of the bust of EMPEROR PALPATINE (50s), materializes into the space before Vader.

Vader keeps his helmed head bowed.

VADER

It is done, my Master.

PALPATINE (HOLOGRAM)

Good. Everything is going as I have foreseen.

(pause)

You have your doubts, Lord Vader?

Vader looks up.

VADER

There was no aggression in her. We might be overestimating her connection to Skywalker.

PALPATINE (HOLOGRAM)

Show me.

VADER

As you wish.

The Hologram Palpatine closes his eyes.

Breathes in.

His enormous translucent eyelids flutter, like one deep in a restless dream. Frenzied.

Then it stops all at once.

His eyes shoot open, filled with anger.

PALPATINE (HOLOGRAM)

You have overstepped your bounds, Lord Vader. My command was simply to inform the Queen of Skywalker's death. Not this...scene....

VADER

I sought to provoke an emotional response in her, but she was proving resistant--

PALPATINE (HOLOGRAM)

Are you certain your own emotions are settled on the matter?

Palpatine stares down at Vader.

The Emperor's face shows he's losing patience.

At length, Vader answers.

VADER

I am certain, my Master.

PALPATINE (HOLOGRAM)

Very well. This is of no consequence. The seeds have been planted. She will speak to Obi-Wan Kenobi, and he will come for you. After you kill him, your training will be complete.

VADER

And...your old master?

PALPATINE (HOLOGRAM)

The Grandmaster is instilling fear into the Rebels. They will align, as planned, and we will destroy them. Once they have bound themselves together, we will break them that much more easily. When we are free of our past, only then can we control the future, my apprentice.

VADER

Yes, my Master.

Vader bows his head once more.

Palpatine's hologram disappears.

EXT. GALAXY - RENDEVOUS POINT

The nebula that was once the location of the Mandalorian homeworld/mothership sits distant.

A debris field still remains in the foreground.

Lara's Alderaan Cruiser BLIPS into existence from hyperpace.

Joins a group of other ships waiting here.

A gigantic REBEL COMMAND SHIP, of a type similar to the classic trilogy, waits in the center.

Her ship docks with it.

INT. REBEL COMMAND SHIP - CORRIDOR

Lara and the two Rebellion Leader ambassadors enter the larger ship, met by an envoy.

At the front, BAIL ORGANA (30s), greying at the temples. Stress from starting a rebellion and ruling two planets.

He smiles at the sight of Lara.

But she doesn't even see him.

Her gaze, distant; lost in thought.

ZEE-SQUARED (droid) hovers forward.

BEEPS affectionately.

This breaks Lara's trance.

She smiles faintly, reaches out, touches the droid.

LARA

Hey, Zee. Good to see you too.
Finish your mission?

Zee float-nods.

BEEPS triumphantly.

Lara and Bail now embrace, but more formally.

Hands held, a European-style kiss on the cheeks.

BAIL

My Queen. How was your journey?

LARA

(absently)
Mm?

BAIL

I asked about your trip.

LARA
Oh, yes. Fine, thank you.

BAIL
(to the Rebellion Leaders)
Go on, we'll meet you inside
presently.

Bail waits until they're gone before continuing.

LARA
What is it? Is something wrong?

BAIL
You tell me. You've been back a
month now, but you never really
came back, did you?

She breaks away, unsure how to answer.

LARA
Bail...sometimes I forget it's not
just Jedi who can sense such
things.

BAIL
You can tell me, you know. It
doesn't have to be now, today.
But...maybe one day you'll tell me
what happened those two years away.
If it's a different woman I'm to be
married to, I'd at least like to
get to know her.

Lara turns back to find Bail smiling.

LARA
I was searching for Anakin. He--

BAIL
I know that much, but--

LARA
He's dead, Bail. Anakin is...we
were intercepted by Darth Vader
leaving Coruscant.

BAIL
The Lord Protector was there
personally? What happened?

LARA
He...did not take kindly to the
news of Alderaan's disarmament.

BAIL

Good. I would love to see the Emperor's reaction when he hears. Let them simmer on that for a while.

LARA

There's more. Senator Meergan didn't show at the docking bay. No contact with Ambassador Frange at Hankura Base or the Jedi there.

Bail sighs, shakes his head.

BAIL

If the location of our central base is discovered before the attack, we'll share their fate....

LARA

That's why we must act quickly, before the Empire has a chance to foil our plans.

Bail nods, renewed determination.

Shows Lara forward.

BAIL

The others are already in the conference room. Everyone's on edge, so it's best that we not keep them waiting any longer.

INT. REBEL COMMAND SHIP - CONFERENCE ROOM

A large room with stadium seating.

Perhaps an opera house, repurposed for a clandestine meeting.

A scene full of talking POLITICIANS.

More accurately, arguing politicians.

Humans and aliens, men and women, young and old.

Brought together by passion and fear, but without direction.

OBI-WAN KENOBI (40s/50s) sits, listens.

Plainly dressed. No Republic uniform, not anymore.

Strokes his beard while the politicians shout at one another.

COWARDLY POLITICIAN 1
I came here to listen, but I still
don't see the point of fighting
against the Emperor.

INDIGNANT POLITICIAN
The point?!

COWARDLY POLITICIAN 1
If we submit, we are safe!

WISE POLITICIAN
Safe to do his bidding. You scour
your planet's resources, and for
what? Not for your citizens's
benefit, I can assure you. The
Emperor puts everything toward
building his new military. Who do
you think he's so afraid of?

INDIGNANT POLITICIAN
That's right! Palpatine knows there
will be war. He wants to ensure
victory before the first shot is
ever fired. We must take the fight
to him while we still can!

COWARDLY POLITICIAN 2
He has the powers of a Jedi. Let
them deal with him!

Lara and Bail arrive through a rear doorway.

She leads the procession.

LARA
The Jedi are being hunted down.

The crowd goes silent.

Many bow in recognition.

LARA (CONT'D)
There is a war coming, and it will
be fought and won not by the Jedi,
but by the ordinary citizens of
your worlds. By the farmers forced
to feed armies of Stormtroopers
while their children starve. By the
families of the scholars imprisoned
for daring to speak out against a
totalitarian regime.
(MORE)

LARA (CONT'D)

By the indigenous peoples whose planets's resources are deemed more valuable than the races who inhabit them. There is a war coming, and if we wait until enough finally becomes enough, those who fight will fail, one by one. We must unite, now. We have a responsibility to the galaxy to act before that day comes. The day when it's already too late to stand up and fight.

SHORTSIGHTED POLITICIAN

Your planet just disarmed! How do you propose to lecture us on fighting against the Empire?

BAIL

Yes, Alderaan has disarmed. We will give Palpatine no standing army to attack. Now he must subjugate a peaceful people. We need the Empire to underestimate us. Then we use their own strengths against them.

DUMB POLITICIAN

Well, which is it? Are we to engage in passive resistance or to unite in an act of war?

BAIL

There is a starship graveyard on the Dantooine system; where they've scrapped the Old Republic fleet in favor of new technology. Send those who would fight to our base on Dantooine, where we will train and arm them. But those who remain on your homeworlds must do so in peace. On the surface, we must not give Palpatine an excuse. We will fight this war in the shadows of the Empire.

LARA

My droid, Zee-Squared, has uploaded the location of our hidden base to your on-board computers. Secrecy is paramount here.

COWARDLY POLITICIAN 2

You've seen the terrors they're constructing.

(MORE)

COWARDLY POLITICIAN 2 (CONT'D)

What good is an outdated, ancient fleet when they have better technology and more soldiers? How can we expect to defeat them?

BAIL

We cannot.

The room goes silent at his blunt honesty.

He looks around, letting the statement sink in.

BAIL (CONT'D)

But the old fleet is not the only weapon we have. General Kenobi has seen proof, definitive proof, that Emperor Palpatine orchestrated the Clone Wars from the very start. He worked directly with the Mandalorians, the assassin Maul, and his clone army to overthrow our Republic. If we expose Palpatine to the Senate, the galaxy will stand with us.

The politicians MURMUR, many surprised, most incredulous.

Could such a thing be possible?

WISE POLITICIAN

Where is your proof?

KENOBI

(quiet, measured)

In the archives on Corruscant, at what is now the Imperial Palace.

The crowd explodes, YELLING in confabulation.

COWARDLY POLITICIAN 1

There's no way!

INDIGNANT POLITICIAN

That would be suicide!

COWARDLY POLITICIAN 2

Impossible!

SHORTSIGHTED POLITICIAN

You'll never break into the Imperial Palace!

DUMB POLITICIAN
Who would believe such a thing
anyhow?!

BAIL
ENOUGH!!!

Bail's roar silences the room, if only for a moment.

BAIL (CONT'D)
General Kenobi will lead a small
force to obtain his proof. And I
will lead an attack against their
shipyard, as a distraction while he
infiltrates the Imperial palace.

LARA
But we can do neither without your
help. We must ally together, for
the greater good. Go back to your
home systems, and send those brave
enough to fight to Dantooine. We
must act quickly. Go now, for this
is our best chance. May the Force
be with us all.

Everyone nods, rises.

Leaves.

Talking amongst themselves as they go.

Bail stands by the doorway, shakes hands and reasserts the
importance of the mission to each of the leaders as they go.

This goes to the b.g. and we focus on Lara.

She approaches Obi-Wan on the other side of the room.

KENOBI
It was a good speech.

LARA
I just hope we convinced enough of
them to join us.

KENOBI
We will succeed, Lara, because we
have to. What other way is there?

LARA
I need to speak with you...
discretely, Ben. A personal matter.

Obi-Wan takes it in, nods.

KENOBI

I thought you might. Come, we will
find privacy in my quarters.

They walk away together, out a back doorway.

EXT. GALAXY - PLANET CORRUSCANT

Sunlight never touches the city-dominated planet.

This capitol of the Empire and the Republic before it.

Glow with commerce, but no natural life.

A cautionary tale that indeed industry can go to far.

EXT. CORRUSCANT - GOVERNMENT PALACE - ESTABLISHING - NIGHT

The familiar landing platform at the top, unoccupied.

Flying speeders go by at various altitudes.

Progress marches on.

If there is a center to the universe, it's this planet.

If there is a center to the Empire, it's this building.

And if there is a center to the building, it's:

INT. CORRUSCANT - GOVERNMENT PALACE - PALPATINE'S CHAMBERS

The Emperor sits at his desk.

Kneeling before him, Darth Vader's hologram.

It fades to nothing; conversation over.

Palpatine touches the controls at his desk, the next
messenger appears before him.

A MIDDLE-AGED IMPERIAL Officer (50s).

The hologram bows in deference.

MIDDLE-AGED IMPERIAL (HOLOGRAM)

Emperor Palpatine, I'm pleased to
inform you that we've quelled the
insurrection on Kashyyyk.

PALPATINE

At last....

There's a KNOCK at the door.

Palpatine shifts his attention.

The doors, opened by his red PRAETORIAN GUARD.

Another Imperial Officer, COMMANDER TARKIN (40s) human/CGI.

His younger-self appeared as a Republic Lieutenant in *Episode I*. His older-self appears on the Death Star in *Episode IV*. Even later, his CGI-self appears in *Rogue One*.

Now he appears here, in a sharp Imperial Uniform with youthful exuberance.

Palpatine gestures for Tarkin to wait in the doorway.

Continues his conversation with the hologram.

PALPATINE (CONT'D)

And those who led the insurgents?

MIDDLE-AGED IMPERIAL (HOLOGRAM)

Scheduled for execution, as per protocol.

PALPATINE

No. Leave them as community leaders under our authority. But have their family members sent to work the spice mines of Kessel. Insurance to prevent further acts of sedition.

MIDDLE-AGED IMPERIAL (HOLOGRAM)

As you command.

The man bows.

Palpatine turns the hologram projector off.

Waves Tarkin forward.

The Praetorian Guard closes the doors behind him.

PALPATINE

Commander Tarkin. Tell me, what urgent news merits an in-person meeting?

TARKIN

Our engineers have finished combing through the Mandalorian battle plans, your Imperial Majesty.

Palpatine waves him off.

PALPATINE

Yes. Star Destroyers and machines of war. You have blanket approval to construct whatever the Empire requires to rule.

TARKIN

I understand, it's only...you're going to want to review this personally.

PALPATINE

Very well. Get on with it.

Tarkin nods, approaches.

Place a small, compact holographic projector on the desk.

The device activates, pushes up a rough blueprint plan:

A holographic embodiment of the future DEATH STAR.

The iconic orb rotates.

TARKIN

Plans for a space station, though on a larger scale than any project yet attempted. If our engineers's calculations are correct, this battle station would have more firepower than anything ever seen in the galaxy before.

Palpatine leans forward with sudden interest.

Practically drooling over the thing.

PALPATINE

Really....

TARKIN

It is only a rough plan, admittedly. The germ of an idea, still at the theoretical level.

PALPATINE

But it is possible?

TARKIN
We...believe so.

PALPATINE
Then do it.

TARKIN
Your Imperial Highness, the
resources it would take....

Palpatine looks up sharply.

Eyes narrow.

TARKIN (CONT'D)
Respectfully, Emperor Palpatine, I
only fear that costs are the true
limitation of such an undertaking.
Do we have the funds for this? The
Star Destroyer fleet alone--

PALPATINE
Do not worry about that, Commander.
Soon we will have more support in
the Senate than ever before. We
will ask for tributes in the name
of security, and they will arrive
in ample quantities.

Palpatine looks over the spinning hologram once more.

PALPATINE (CONT'D)
Your best men, on this. See to it
personally, Commander. But it must
be constructed in secret.

TARKIN
As you command.

PALPATINE
You did well, bringing this to me.
Dismissed.

Tarkin takes the compact, switches it off.

Bows, leaves.

Palpatine watches him go, fingers steeped together in cool
contemplation. A slight grin spreads across his face.

INT. CORRUSCANT - GOVERNMENT PALACE - LOBBY

Commander Tarkin exits the office and the Praetorian Guards close the doors behind him.

He secures the holographic projector inside his uniform.

Walks away with determination.

In the corridors, several Stormtroopers position equipment crates by the hallway pillars.

Some new electronic gear, all wires and diodes.

Shows the constant machinations of the Empire.

There is always someone working on something.

EXT. GALAXY - PLANET DANTOOINE

A gray ball hanging in space.

Small, on the galactic scale.

The kind of planet you'd miss if you weren't looking for it.

A REBEL TRANSPORT flies towards the planet.

INT. REBEL TRANSPORT - COCKPIT

No military uniforms here.

A ragtag bunch, like space refugees looking for hope.

The TRANSPORT PILOT doesn't even wear a flight suit.

TRANSPORT PILOT
Are we sure this is the right
place?

NAVIGATOR
The coordinates check out.

TRANSPORT PILOT
Looks like a gas dwarf. Not the
kind of place you'd expect a
settlement.

NAVIGATOR
I think that's the point.

Something BEEPS and flashes on the console.

NAVIGATOR (CONT'D)
 There, they're transmitting a
 landing clearance now. Somebody's
 down there all right.

EXT. REBEL TRANSPORT - DAY

The transport flies through ridiculously thick cloud layers.

Pea soup over the whole planet.

Seems never-ending.

Finally, the Transport breaks through the fog.

A craggy surface, not beautiful by any stretch.

Dusted over, with gigantic mushrooms growing here and there.

Gives the appearance of someone's dank cellar.

But we barely see the surface.

Why?

It's almost completely covered in STARSHIPS.

Acres of X-WINGS and Y-WINGS.

Classic Trilogy favorites, yes, but new models too.

Then, like mountains on the horizon, the great COMMAND SHIPS.

Even a few STAR SLAYERS left to rot as they're replaced.

SPEEDERS fly over the display, ranging from T-16s to those
 Snowspeeders seen on Hoth in *Episode V*, to brand new designs.

INT. REBEL TRANSPORT - COCKPIT

The flight crew, completely awed.

TRANSPORT PILOT
 These can't all be abandoned...

NAVIGATOR
 I'd heard that when Alderaan
 demilitarized they sent their
 weapons and armies here to fight.
 Maybe other systems did too?

TRANSPORT PILOT

Looks like the Empire has made a lot of enemies.

NAVIGATOR

Good. We're gonna need all the help we can get.

EXT. DANTOOINE - DOCKING PLATFORM - DAY

The earth is damp, everything covered in grime.

This isn't the home of the shiny Republic or the sterile Empire; this is something altogether new and different.

The Rebel Transport comes to land.

Ramp down, dozens of aliens and humans emerge.

Most dirty, unshaven. Fear in their eyes.

A feral bunch.

Rebels.

TENNER (20s/30s), fresh-faced leader of Alderaan's Blue Squadron, stands ready to meet the new arrivals.

KEELIE (30s), by her side. Strokes his 70's 'stache.

They wait, allow the group to pour out of the Transport.

KEELIE

Welcome to the Rebellion! Hope none of you are here just kicking the tires, because if it came out that you'd even seen this place, well, the Empire would probably see that as grounds for execution. Or worse.

The "new recruits" exchange uneasy glances.

LARA

Stands at the periphery, watching the new arrivals.

The edges of her mouth tighten to the slightest smile.

Zee floats by her side.

DOCKING PLATFORM

Tenner steps forward, addresses the recruits.

TENNER

You might've heard we're headed for war. The first strike of which, will be a space battle. Those with experience aboard a starship, fall out with Keelie and myself for assignment. Pilots, navigators, gunners, mechanics.

The Transport Pilot and Navigator step forward, along with a handful of others. Maybe one in ten passengers.

Not nearly enough.

KEELIE

We're short on manpower, so if you've even had a dream where you were flying--fall out, you bastards!

This brings a few others.

The rest look about for direction.

That's when GENERAL MAGNUS (60s) steps forward. The long-time Alderaan Royal Army Commander, now a Rebel General.

GENERAL MAGNUS

The rest of you, look sharp. Every last one of those star cruisers needs soldiers. You'll be the last line of defense in the event of an Imperial boarding party and the first off the ship during ground assault. Now come on, we've got to get you trained and equipped yesterday if you're going to go toe-to-toe with the Emperor's Stormtroopers!

The groups split, each taking their own circuitous path through the ships at the docking bay.

Though ragtag, there's a semblance of organization.

Just the seed of the future Rebellion, now germinating.

LARA

That hint of a smile now a genuine grin, despite all.

She leaves the periphery of the docking platform as the others do the same.

Her route: an inspection of the base readying for battle.

Zee BEEP-BOOPS and floats along side her.

She passes by the BASIL ARCADIA, stops here.

EXT. BASIL ARCADIA

SCOL, our favorite bug/crab alien, stands at the ramp.

Holds a heated discussion with a young REBEL CAPTAIN, (30s), whose character design should be based on the future Rebel Officers seen in the Yavin IV base in *A New Hope*.

Lara catches part of the argument as she goes.

REBEL CAPTAIN

There are plenty of other ships
with weapons and armaments you
could fly! What good is a Reef
Cruiser against Imperial fighters?

Scol CLICKS and SCREECHES angrily, waves his multiple limbs.

REBEL CAPTAIN (CONT'D)

But how can you expect people to
follow you into battle when you're
leading them in that death trap?!

Scol YELLS in his alien speech, beats on his chest.

REBEL CAPTAIN (CONT'D)

Yes, yes. We all remember the
medals you got!

Zee BEEPS something that evokes, "Geez..."

Lara shakes her head good-naturedly, moves on.

Ducks under the ship, fingertips scraping the familiar hull.

Leaves the docking platform and heads to

EXT. DANTOOINE - REBEL SOLDIER TRAINING - VARIOUS

MONTAGE as Lara goes past the basic training stations.

Time to get this ragtag bunch whipped into shape!

Intense, physical training; similar to what the military does here on Earth, but with a distinctly *Star Wars* flavor.

The "bad prequel" version of this scene shows teams of two swinging over chasms with grappling hooks like Luke and Leia in *Episode IV*, or speeders practicing their tow-cable walker wrap-ups like in *Episode V*.

Instead, TRAINEES climb ropes and netting, crawl under wire, jump over obstacles, duck under others.

Further on, there's hand-to-hand combat training.

Grapples and holds, breaks and throws.

A large alien trainee THROWS a human trainee into a mud pit; another jumps on its back. Three more take the alien down.

Obvious symbolism: Shows us how, when working together, the strong opponent can be bested by a group of weaker fighters.

Zee BEEPS with enthusiasm and Lara continues.

Past these, a group of trainees fights with pugil sticks.

The fighters wear armored helmets and shoulder pads; the pugil stick tips BUZZ and arc with visible electric current.

Looks like a staff that could go up against a lightsaber, if only for a short time.

The training weapons CRACK against one another.

Lara notes this with a nod of approval.

Moves on.

The final group of combat trainees goes through various forms of blaster rifle training.

Trainees fire at holographic projections of Stormtroopers.

One group evades blaster fire from remote/battle droids.

Others hold shoot-outs with one another, weapons set to stun.

One such trainee gets hit by the blue ring, seizes up.

The others use the opportunity to practice field medicine.

Lara heads inside a nearby building:

INT. DANTOOINE - REBEL BASE - TRAINING

Lara climbs the stairs of a metal walkway, proceeds with Zee through the Rebel Base on a raised platform.

A dozen "flight simulator" stations below where pilots practice their maneuvers.

The seats move, evoking the turrets on the Millennium Falcon.

END MONTAGE

INT. DANTOOINE - REBEL BASE - WAR ROOM

The biggest we've yet seen.

Generals, Admirals, and their aides operate simulations; a mock-up of the shipyard above Corruscant.

Groups of models representing Rebel Starships prepare to engage what they estimate the Imperial response will be.

Like the planning of the attack on Pearl Harbor.

Bail stands here with several military commanders.

Lara arrives. Scans the huge room.

Locks eyes with Bail.

BAIL

Lara! We were just discussing how to best deal with--

She starts forward, but a REBEL SCOUT beats her to the punch.

REBEL SCOUT

King Bail, apologies, but we have an urgent report from our spies at the Capitol.

BAIL

Go on. What news?

REBEL SCOUT

The bulk of the Imperial fleet has just departed Corruscant for a rumored military action on Utapau.

BAIL

Has this been verified by the infiltration teams?

REBEL SCOUT

Yes, sir. Well, no sir. Not the final location, but we can confirm that the fleet mobilized and left Corruscant only moments ago.

LARA

Then it is time.

Bail turns to the Generals and Admirals.

ADMIRAL C'ANN, the alien Republic Fleet commander from the previous two films, steps forward to object.

ADMIRAL C'ANN

Majesties, we need more time. Our numbers grow every day, and the recruits are not fully trained.

BAIL

That is why we cannot wait. The Empire grows faster than we could ever hope to match. We must attack now, before their fleet of Star Destroyers comes online.

ADMIRAL C'ANN

But surely there will be another chance!

LARA

No. We will never be fully prepared, but this is our best opportunity.

The Admiral nods his head in resignation. That settles it.

BAIL

Alert your units. This is the day we've been waiting for. Now that the fleet is gone, the planetary defenses at Corruscant will be at their weakest. We do this, now. Go!

They all bow/nod/salute and depart.

Running, urgent.

The energy of the room says: It's finally happening!

Lara approaches Bail, Zee hangs back.

LARA
Are you ready for this, my King?

BAIL
You're right. It's now or never.

Bail moves at a fast clip, preparing.

Presses instructions on a nearby comm panel.

BAIL (CONT'D)
That Imperial shipyard will still be heavily guarded, and Corruscant has a well-supplied planetary defense force, of course, but with the bulk of the fleet engaged elsewhere--

LARA
I know, Bail. But are you ready for this? After this battle, the Rebellion stops being an idea.

Bail suddenly stops his frenetic pace.

Looks to her.

BAIL
Are you having second thoughts?

Her face says that she is.

But not about this battle. Something else.

She breaks eye contact.

LARA
I don't know.

BAIL
This cause is justified. The Empire can no longer--

LARA
It's not that.

BAIL
What then? Have your meditations...has the Force shown you something?

LARA

No. No matter how much I wish it worked that way, we Jedi are not clairvoyant. I'm worried about you, personally. Leading this attack.

BAIL

Me? I'm ready for this. Neither of us is any stranger to risk, Lara.

LARA

No, we are not. But this Rebellion will crumble without you, surely you must realize that.

BAIL

Lara--

LARA

Just listen. Lead the attack, as planned, but promise me you'll retreat when necessary. That you won't...put the cause first. This Rebellion will need you, far beyond its first battle. Your planet, my planet, they need you too. And your...family...needs you.

Bail considers this for a moment.

It's that last line that has an effect on him.

BAIL

I promise. I hope it won't come to that, but if the day is lost--

Lara kisses him.

Bail's taken aback; it's obviously not a common occurrence.

LARA

For luck.

Bail blinks, stunned.

BAIL

I thought Jedi didn't believe in luck.

LARA

Then may the Force be with you. Always.

Bail nods, his wits slowly returning.

BAIL

We need to find General Kenobi, let him know his mission--

LARA

Go, I'll speak to him... I know I have a hard time showing it, and for that I'm sorry, but I do love you. Goodbye, Bail.

BAIL

I'm coming back, Lara. I'll see you after, okay?

She only offers a weak nod and a sad smile as reply.

EXT. DANTOOINE - DOCKING PLATFORM - PERIPHERY

Obi-Wan Kenobi loads some crates onto a cart.

Prepares for his journey.

This is the periphery of the starship area, but even so, Rebel pilots and their ilk rush towards battle in the b.g.

LARA

It's time, Ben.

Obi-Wan turns back, face brightens at the sight of her.

KENOBI

Lara...are you sure about this?
There's always another way.

Lara looks away.

Puts her hands over her stomach with protective instinct.

LARA

Not this time. This is the right path, no matter my personal thoughts. I can feel it; this is the will of the Force.

KENOBI

I understand. The right path seldom lies along the same road as the easy way. I will go and get him, as promised. I take full responsibility.

LARA
(voice cracking)
Goodbye, Ben.

KENOBI
Goodbye, Lara. May the Force be
with you.

She turns from him, goes.

Nothing more she can do to stop from crying.

Some emotions cannot be mastered.

He nods.

Starts away.

Then he turns, sensing something.

She suddenly rushes him!

Lara wraps Obi-Wan up in a tight hug.

Knocks the breath out of him, but then he smiles.

She buries her head in his chest.

A tender moment.

Until they eventually release.

LARA
Thank you, Ben. For everything. No
matter what failings you think are
yours to bear, you were a wonderful
teacher. And a good friend.

EXT. DANTOOINE - DOCKING PLATFORM

Obi-Wan and Lara are still in the b.g.

With the focus on the acres of starfighters.

This is the classic "getting into ships" moment.

Pilots enter and pull down canopies by the dozen.

Wearing the orange flight suits, now.

Astromech droids lowered into position.

Traffic controllers wave their runway batons.

Starships fire up, take off.

Leave the planet in droves.

Time for battle.

This is it.

The birth of Rebellion.

EXT. GALAXY - PLANET CORRUSCANT

A tri-wing Imperial precursor SHUTTLE rises from the planet.

The flight path, towards the shipyard.

The under-construction Star Destroyer, now more complete, though not nearly finished.

The Shuttle continues past.

Slows, stows its wings for landing at a random spot in space.

The shuttle distorts, revealing the spot to be anything but.

A STAR SLAYER here, cloaked.

Shimmers as the cloaking device is disturbed.

The Shuttle disappears as it docks inside.

INT. IMPERIAL SHUTTLE

The passengers: Emperor Palpatine and Darth Vader.

Palpatine sits, looks out a small porthole window.

Vader stands, arms crossed.

PALPATINE

Once we are free of the Grandmaster, no more hiding like this. Our Star Destroyers will be a symbol of strength. No cloaking devices.

VADER

Soon there will be none left worth hiding from. Today will see the end of Kenobi, the Rebel forces, and the Grandmaster himself.

PALPATINE

Do not celebrate yet, my friend.
The Grandmaster is much more
powerful than his clone. Only
together can we destroy him.

The Shuttle interior shakes with the CATCH of metal on metal.

Docking, complete.

With a HISS the Shuttle ramp opens.

INT. STAR SLAYER - DOCKING AREA

The shuttle, here.

Ramp finishes lowering.

Vader and Palpatine emerge.

Flanked by Palpatine's red Praetorian Guard.

Stormtroopers and Imperial officers await.

A military display of deference at their arrival.

The villains continue on.

INT. STAR SLAYER - OBSERVATION DECK

The Grandmaster stands by a huge bay window, cloak drawn.

Great view of the nearby Imperial shipyard and the planet.

Darth Vader and Emperor Palpatine enter, no escort.

Just the three of them here, together at last.

The pair comes to stand behind the Grandmaster, so they're in
a "flying-V" formation looking out over Corruscant.

Several paces stand between each of them.

PALPATINE

Soon it will all be destroyed... My
Master.

THE GRANDMASTER

A small price to pay.

VADER

The Imperial fleet is already in hyperspace, ready to return. My men tell me word of the fleet's departure from the capitol spread quickly. Once the rebel attackers arrive, they will not know what hit them, Grandmaster.

THE GRANDMASTER

After the shipyard has been destroyed, of course.

VADER

...of course.

PALPATINE

So everything is already set in motion then? Your plan....

THE GRANDMASTER

Yes. The explosives are in place. Now we wait.

Palpatine nods to Vader.

The Emperor raises his hands, fingers out.

Vader returns the nod.

Pulls back his cape to access his lightsaber.

They both step forward.

THE GRANDMASTER (CONT'D)

Hold off on your attempts, if you will.

Hesitation.

Vader looks to Palpatine for guidance.

The Grandmaster spins around, pulls back his hood, revealing his face for the first time.

An older, weathered version of Maul. Somehow darker, more sinister. Powerful.

Where Maul was black and bright red, the Grandmaster is ashen gray and the crimson of dried blood.

Though his face is advanced with the ravages of age, the eyes shimmer with youth, like his clone's once did.

Perhaps his crown of thorns are longer, or even more of them. Like a trophy buck versus the young stag from the last films.

Still, the ghost of Maul sneers at them, an evil grin.

THE GRANDMASTER (CONT'D)

You want to kill me, I know. You both hate me. Good! Hold onto your anger. Keep it at your center. But don't let the fire consume you just yet. Our hatred is what makes us strong. And look at what we have achieved! The rebel systems have aligned, as planned. How difficult it would have been to stamp them out, one by one. They will send the bulk of their forces here where we will crush them. But that is only a part of the bigger picture...soon, you will see the glory to be wrought on this day.

INT. REBEL COMMAND SHIP - BRIDGE

Hyperspace passes by in the background.

Admiral C'Ann approaches Bail.

ADMIRAL C'ANN

Sir, we'll be arriving at the Corruscant system in only a few minutes. If you wanted to say a few words....

Bail looks around.

All eyes on the Command Ship look his way for guidance.

Fighting against a direct threat like the Mandalorians was simple defense.

This is new territory: fighting for a cause.

He nods, stands.

Takes a breath and steadies himself.

He needs encouragement as much as the troops.

BAIL

Many of you know me as His Royal Highness, head of House Organa, King of both Kharkaara and my native Alderaan, former Colonel of the Republic Forces in both the Crisis at Torbund and the Clone Wars. But today, I am just Bail of the Galaxy. No more, no less. Each and every one of us fights not for titles or banners, we fight for our own freedoms against tyranny and oppression. What we do now is an act of conscience, an act of insurrection, an act of rebellion!

Those onboard CHEER enthusiastically.

Even Bail himself, encouraged by the speech.

EXT. CORRUSCANT - IMPERIAL SHIPYARD

The Rebel Command Ship BLIPS into existence.

Then the rest of the Rebel Fleet.

Dozens and dozens of command ships, and hundreds of starfighters between.

TIE fighters detach from the shipyard, ready for battle.

Imperial DREADNAUGHT Cruisers come to engage.

The planetary defenses scramble; small forms racing from the planet surface to engage the aggressors.

This space battle looms large over the shipyard.

INT. REBEL COMMAND SHIP - BRIDGE

Now that the battle has begun, each person mans his or her position on the bridge.

Chaos, barely controlled.

Bail approaches Admiral C'Ann.

BAIL

Admiral, have our cruisers engage the shipyard directly, but firepower at minimum.

(MORE)

BAIL (CONT'D)

Remember, this is a show, divert all power to defenses and keep deflector shields at maximum. We need to buy General Kenobi time to make it to the surface. Keep their fighters engaged. Keep the battle here.

Bail points down for emphasis.

BAIL (CONT'D)

Once Kenobi has returned, then we destroy their first Star Destroyer before it leaves the docks.

ADMIRAL C'ANN

Yes, sir. Understood.

Admiral C'Ann swivels on his command seat.

ADMIRAL C'ANN (CONT'D)

Stand by battle command and control!

Bail moves past on the walkway, looks out the bay windows.

Already, explosions and laser fire dominates the view.

BAIL

(to himself)

Fortune favor the Kingdom....

INT. X-WING - BLUE LEADER - COCKPIT

Keelie's here, all suited up.

KEELIE

Blue Squadron, on me!

INT. X-WING - RED LEADER - COCKPIT

Tenner, usually a wingman on Keelie's Blue Squadron, now leads his own group of fighters.

Knows it too. Big grin. Huge.

TENNER

Red Squadron, on me. Let's show Blue what these tin cans can do!

INT. Y-WING - WHITE LEADER - COCKPIT

An older man, flying this one.

Smiles in spite of himself.

WHITE LEADER

All right, hot shot. Let's just
take these fighters by the numbers.
White Squadron, on me.

INT. BASIL ARCADIA - COCKPIT

Scol flies with his small Reef-alien counterparts operating the console in unity.

The Navigator from the Dantooine training scene, here.

Recruited as the wingman.

Looks to the controls with confusion.

Scol CLICKS and SCREECHES.

NAVIGATOR

What do you mean this thing doesn't
have any weapons?

Scol gives his alien "YE-HAW!"

Pushes the throttle forward.

The Navigator holds on tight, like a roller coaster ride.

NAVIGATOR (CONT'D)

Whoooooaaaaa!!!

SPACE BATTLE

A TIE fighter bears down on an Y-Wing, lasers firing.

The Basil Arcadia cuts it off, forces the TIE off target.

An X-Wing comes from the periphery, BLASTS the TIE apart.

We see more instances like this, all around as Rebel pilots take out TIE fighters.

The good guys are winning, handily.

INT. STAR SLAYER - OBSERVATION DECK

The trio of villains watches through the bay window.

The action, far from the Star Slayer.

Small EXPLOSIONS pocket the area around the shipyard.

THE GRANDMASTER

Magnificent, isn't it? The chaos of battle, the way it moves and flows together like a single organism, always shifting....

A single X-wing breaks off from the main group.

Heads down towards the planet's surface.

THE GRANDMASTER (CONT'D)

Ah-ha, there goes your Jedi now.

PALPATINE

(disdainful)

Kenobi.

As Vader watches the X-Wing go, Corruscant's shimmering surface reflects in the eyepieces of his helmet.

THE GRANDMASTER

Yes, the Old Republic General who resigned his commission in protest of the Empire. Now a terrorist and saboteur. Well, once the charges placed inside the Imperial Government Palace detonate, anyway.

VADER

WHAT?!

Vader wheels from the bay window, on The Grandmaster.

The Grandmaster grins.

THE GRANDMASTER

I know, I know. You hoped to pursue him down to the Imperial Palace. There will be no climactic duel, sadly. He has little chance of survival. There are enough explosives inside to bring the whole tower down, I imagine.

PALPATINE

That is a fully-staffed
headquarters, adjacent to the
Senate!

The Grandmaster laughs, shakes his head.

THE GRANDMASTER

Of course it is! Don't you see? An
attack on a shipyard is
meaningless. We have dozens more
throughout the galaxy. But an
attack against the Capitol? At the
very heart of our Empire?

Palpatine has his ah-ha moment, finally getting the plan.

PALPATINE

That would rally the Senate. Remind
them why they need us....

THE GRANDMASTER

It will create civil war! General
Kenobi, war hero and Jedi, dies as
a martyr to the cause after
striking a major blow to the
Empire.

Vader's hand hovers over his lightsaber.

Shifts his weight towards the Grandmaster.

THE GRANDMASTER (CONT'D)

Yes, draw your lightsaber! You've
already played your part, Lord
Vader. I have a dozen Jedi weapons
on my belt already, I will gladly
claim one more!

Vader turns, looks back out the viewing area.

The X-Wing almost out of view.

The Grandmaster turns towards Palpatine.

THE GRANDMASTER (CONT'D)

You fools, my time is not at an
end. This is only the beginning!
You think because you are called
'Emperor' that you are in control?

PALPATINE

You don't want to end this
Rebellion, you want to strengthen
it!

THE GRANDMASTER

Yes! Think of the chaos. Imagine
all the fear, hatred, and anger
this will create. The Dark Side
craves chaos. We are given strength
through their anguish! An entire
galaxy full of discord!

PALPATINE

You--you lied to me! How could you--

VADER

Wait!

They both turn towards Vader, his own attention locked on
something outside.

VADER (CONT'D)

That is a one-man fighter. Obi-Wan
Kenobi is no pilot.

Confusion strikes the faces of the evil masters.

They step towards the window, look out.

PALPATINE

Then who's going down there?

EXT. CORRUSCANT - GOVERNMENT PALACE - NIGHT

The X-Wing flies towards the surface.

Glimmering lights glint off the canopy, we can't see inside.

Prepares to land on the familiar building rooftop.

This, the same place where Obi-Wan brought Anakin for new
legs in the last film.

Where Vader met the bounty hunters.

And now...

The X-wing lands. The canopy opens.

A bright light GLINTS off, sending a lens flare that blinds
us and bathes the screen in BRIGHT WHITE as a transition to:

FLASHBACK - LARA AND KENOBI'S PRIVATE TALK

Back on the Rebel Command Ship, but in a private room.

Kenobi's quarters.

The scene GLOWS with the haze of memory.

The pair enters, Obi-Wan offers a lone chair for Lara to sit.

Takes his own seat on the bed nearby.

Lara opts to remain standing.

She tries to think of a way to start the conversation.

Obi-Wan takes up the mantle instead.

KENOBI

You met with Darth Vader.

LARA

It's that obvious?

KENOBI

What did he tell you?

Lara paces anxiously.

LARA

There's something about him, Ben. I can't quite place it, but...it's like I met him in another life or a dream. I know that sounds foolish--

She breaks, mid-thought. Turns to Obi-Wan.

He sighs.

Pinches the bridge of his nose.

KENOBI

Lara, there's something I need to tell you about him. Something I should have said a long time ago.

He rises, comes to stand before her.

Puts his hands out for her to take, which she does.

KENOBI (CONT'D)

Please, sit.

He guides her to the chair and she complies.

Leans forward to speak.

He pauses.

How to put it?

LARA

He told me he killed him, Ben...
Anakin is dead. I could sense the
truth in his words. He wasn't
lying, he was gloating.

Lara's eyes well with tears.

So much pain...

KENOBI

No, Lara. Listen to me. Darth
is...was...

Lara prepares herself for his news.

But her pain is too great.

He looks away.

All he can say is...

KENOBI (CONT'D)

...a pupil of mine, like you.

He makes eye contact, her face folding in confusion.

KENOBI (CONT'D)

I'm so sorry. That's why he feels
familiar to you. I failed him,
Lara. He was growing powerful, and
I could sense the Dark Side testing
him, but I thought....

LARA

You thought he simply left the Jedi
order? To become a bounty hunter?

KENOBI

You see, it is I who is truly the
fool. I never imagined he would...

She looks away.

Takes a hand back to wipe away the tears.

LARA

Is Anakin gone?

Obi-Wan walks past her.

Turns to his desk and a small box.

Opens it.

Removes and reveals ANAKIN'S LIGHTSABER.

Turns, holds it out for her.

Shock on Lara's face.

KENOBI

I'm afraid so.

LARA

Two years, searching for him. Two years, hoping in vain. How long, Ben? How long have you known?!

Obi-Wan deflates, his own emotions rising to the surface.

KENOBI

I didn't want to admit it, like you. I thought if I kept faithful-- if I had enough belief, Anakin would simply come back to us. He was like a brother to me, Lara. Perhaps that's why I failed him. He needed a mentor, not a friend. You were only a girl when I took you on as apprentice, but Anakin...

VADER

Close on the helmet, the emotionless eyes of the mask.

The reflection of the city-planet in them.

KENOBI

...always walked his own path.

INT. STAR SLAYER - OBSERVATION DECK

The three villains move away from the bay window.

Find a computer terminal.

The screen flickers on.

Palpatine pulls up security footage of a female figure exiting the X-Wing on the rooftop.

She runs towards the entrance.

A familiar droid floats out from the fighter, follows.

Palpatine adjusts a dial and the screen shows the inside of the Imperial Government Palace.

Lara enters, sneaking in.

Zee floats at her side.

She does the "throw sound" mind trick on a few Stormtroopers.

They fall for it, she moves on.

Palpatine adjusts the dial once more and we see her from a different point of view, much closer.

A close-up on her face as she runs past the camera.

Palpatine hits a keystroke and the image freezes.

It's unmistakably her.

VADER

No....

THE GRANDMASTER

Oh, yes. This is too good. Yes...

(laughing)

Yes! So much better than a general.

A queen as a martyr will bring

whole systems into the fray!

VADER

No!!!

FLASHBACK - LARA AND KENOBI'S PRIVATE TALK

Lara holds Anakin's lightsaber now.

Close to her chest, like an old friend.

KENOBI

We cannot defeat Vader. Not on his own terms. We must wait until he defeats himself. The Dark Side is unstable, it preys on negative emotion. He's conflicted, surely you've felt that. He will fall, in time. His own anger will be his undoing. Patience is our greatest ally here.

(MORE)

KENOBI (CONT'D)

We must focus on the archives at the Imperial Palace. I will return, and with that proof--

LARA

No. I will go with Zee-squared and retrieve the archives from Emperor Palpatine's chambers.

She's calm now.

Back to her old self.

Looks to Anakin's lightsaber.

LARA (CONT'D)

I have a different mission for you, General Kenobi.

Offers the lightsaber back to Obi-Wan.

EXT. CORRUSCANT - IMPERIAL SHIPYARD

From hyperspace, the IMPERIAL FLEET materializes.

Not just Dreadnaughts and Star Slayers, but three fully-formed STAR DESTROYERS.

New, but not shiny. Too utilitarian for that.

Bigger than anything else on the battlefield, by far.

Hordes of TIE fighters pour from their bays.

The tide of battle, instantly turned.

INT. COMMAND STAR DESTROYER - BRIDGE

Commander Tarkin, hands behind his back, looks out.

His IMPERIAL LIEUTENANT (20s) stands by.

IMPERIAL LIEUTENANT

Your orders, Commander Tarkin?

TARKIN

Prepare your boarding parties and activate the tractor beam. We want the ship Captains alive. They're to be tried for treason. Dispose of the others as you will.

The Imperial Lieutenant nods, bows, runs off.

Tarkin turns, looks out the bay window at the battlefield.

SPACE BATTLE

X-Wing and Y-Wing Fighters, along with others, dart to and fro in battle with Imperial TIE fighters.

But more pour in from the horizon.

INT. X-WING - BLUE LEADER - COCKPIT

Perhaps the most battle-seasoned pilot here, despite her young age.

But that confidence is gone now.

TENNER

Those are Star Destroyers!

INT. X-WING - RED LEADER - COCKPIT

Keelie, losing his nerve as well.

The three delta-shapes loom large in his cockpit.

KEELIE

Where did they all come from?

INT. NEW STARFIGTER - COCKPIT

The same pilot who flew the transport into the training montage sequence, now serves as a fighter pilot here.

He shakes his head.

TRANSPORT PILOT

This is suicide....

INT. Y-WING - WHITE LEADER - COCKPIT

White Leader adjusts his dials, reports in:

WHITE LEADER

Rebel Command, this is White Leader. The Imperial Fleet has returned with a full battery of reinforcements. Do we retreat?

(MORE)

WHITE LEADER (CONT'D)

I say again, what are your orders,
do we sound the retreat?

INT. BASIL ARCADIA - COCKPIT

Scol CLICKS and TITTERS at the cowardice of the group.

Though it's infecting his co-pilot here, too.

NAVIGATOR

I didn't sign up for this.

Scol glares at him with insectoid disapproval.

INT. REBEL COMMAND SHIP - BRIDGE

Everyone looks to Bail.

He looks out at the Star Destroyers.

Says nothing.

ADMIRAL C'ANN

Sir, we can't hold our positions
for long against the Imperial
Fleet.

BAIL

We need to give Kenobi more time.

ADMIRAL C'ANN

Most of our commanders are calling
for retreat. Some are already doing
so of their own accord.

BAIL

No, blast it! Hold your ground!

A REBEL LIEUTENANT approaches.

REBEL LIEUTENANT

Sir, we've received a transmission
from Coruscant.

BAIL

Finally, what news from General
Kenobi?

REBEL LIEUTENANT

No, sir. It's the Queen.

BAIL

What? Lara? Where did you say the transmission came from?

REBEL LIEUTENANT

The message came from an X-Wing fighter docked atop the Imperial Government Palace. It's only three words, Sir: 'Remember your promise.'

Bail's face falls.

ADMIRAL C'ANN

King Bail! We're getting pounded by those Star Destroyers! What are your orders?

Bail swallows, hard.

Slowly shakes his head, defeat on his face.

But he won't admit it.

BAIL

I said hold position... We haven't completed the mission.

FLASHBACK - LARA AND KENOBI'S PRIVATE TALK

Obi-Wan looks confused.

Lara looks confident, collected.

No hints of her anguish.

KENOBI

What mission?

He takes Anakin's lightsaber.

Lara holds on, though.

Looks him in the eyes.

LARA

I need you to give this to my son.

KENOBI

Your...son?

LARA

Tell him about his father. How he was a brave and good man. Don't burden the boy with my failures. I don't expect him to understand why his mother would choose duty over love. I barely understand it myself... Give him this weapon, tell him the truth of his father, and show him the ways of the Force, when he's old enough.

Obi-Wan holds the lightsaber now.

Looks at the weapon.

Shakes his head.

KENOBI

Lara, when that day comes, you will do those things yourself.

LARA

What do you think Vader would do, the Emperor would do, when faced against the progeny of two Jedi?

Obi-Wan pauses, formulates his response.

KENOBI

Yes, we're being hunted down. The Jedi need to retreat into hiding, but what you're asking--

LARA

Bail is a great King, but an even better husband. He's been nothing but loyal and supportive, even though I... My son, as a male heir, would take Bail's family throne away from his lineage. I can't do that to him. I owe him so much more, but this one thing--this I can set right.

The words hang heavy between them.

KENOBI

I see, but a daughter...

Lara offers the hint of a smile. Wistful.

LARA

A daughter could grow up as a Princess, like her mother. A daughter, Bail would see to it that she is loved and cared for and grows up to be a leader both wise and strong. My son...

KENOBI

I don't know the first thing about raising a child, Lara.

LARA

I'm not asking you to. The galaxy will need my son, one day. It is the will of the Force. All I'm asking of you is to be nearby, to watch over and protect him. And to protect and preserve our way of life from the Sith and the Empire. Anakin had an adoptive sister, far away. That makes her Luke's aunt. She's already agreed to take the boy in. To look after my son.

KENOBI

Lara....

LARA

Listen to me, Ben! Anakin wasn't ready to face Darth Vader. If you feel in any way responsible for Anakin's death, and I know that you do, this will help make it right. You must do this for me. And for him.

She says this to hurt Kenobi. To force his hand.

It works.

Obi-Wan nods.

Turns back, walks to the desk.

Puts Anakin's lightsaber back in the case, gingerly.

Looks over the weapon one last time...

CLOSES the lid.

INT. STAR SLAYER - OBSERVATION DECK

Vader turns to Palpatine.

Steps towards him with silent menace.

VADER

You said it would be Obi-Wan Kenobi
who came. Not her.

Palpatine takes a step back.

Raises his palms.

PALPATINE

The future is fluid, my friend.
When you provoked her, that must
have altered what I had
foreseen....

The Grandmaster laughs.

THE GRANDMASTER

What pitiful plans you plot. You
thought you might face off against
your old master, a final
confrontation to finalize your
journey to the Dark Side. Just as
your Emperor thought he would
defeat his own teacher. What
saccharine notions of twee poetry
you two hold. Oh, but poetic it is!
Look at how you both fail! I had
planned to let you continue to
rule, but I don't know that I need
either of you anymore. Might be
that you'll better serve me as
martyrs of the Empire. Perhaps I'll
tell them you died in the
explosions with the Queen.

Vader now turns his attention on the Grandmaster.

VADER

You...you wanted all of this.

THE GRANDMASTER

I've waited whole generations for
this moment! From a universe of
chaos, the Sith will be reborn....

VADER

Chaos is not the will of the Force.

THE GRANDMASTER

Your anger... I've never felt anything like it. Yes, turn it against me. Let me bathe in its intense radiance! Every fiber of your being glows with the thought of killing me, like you did my clone. Yes!

Darth Vader IGNITES his red lightsaber, seen here for the first time this trilogy.

Palpatine steps back, positions himself.

Fingertips raised in preparation.

The Grandmaster pulls back his robes.

Reveals his dozen slain Jedi lightsabers.

Vader starts towards him.

THE GRANDMASTER (CONT'D)

So much power... I must have it...
GIVE IT TO ME!!!

The lightsabers float out under the Grandmaster's command.

IGNITE in myriad colors.

FLY out towards Vader.

VADER

Those are not yours to command.

Vader raises his lightsaber in one hand, reaches out in concentration with the other, and marches forward.

A dozen lightsabers come for him.

He reaches out with the Force and just as they meet--

The dozen lightsabers come apart, disassembled.

Vader uses the Force, deconstructs all twelve in a single brilliant, simultaneous move.

The circuitry, metal, and crystals hit him like a cloud, one that he easily wades through.

Continues forward, led by the glow of his own red lightsaber.

The Grandmaster's eyes show surprise, and fear.

Vader STRIKES HIM DOWN with one blow, neck to navel.

Palpatine's mouth agape with shock.

His fingers still waggle, ready to do his part.

No need.

The Grandmaster falls, dead.

The red lightsaber deactivates.

Vader stows his weapon.

PALPATINE

(shock)

You've done it... Well done, my
apprent--

Vader turns, marches away.

PALPATINE (CONT'D)

Lord Vader, where are you going?
Come back here!

But he's gone.

Palpatine left alone on the observation platform, with only the corpse of his old master and the dust from the lightsabers of the Jedi that the Sith had killed.

Palpatine comes to terms with this new reality.

Looks out towards the shipyard.

SPACE BATTLE

The Star Destroyers, practically on top of the Rebel Fleet.

POUNDING them with superior numbers and firepower.

One of the Rebel Cruisers EXPLODES.

TIE fighters gang up on X-Wings ten-to-one, as designed.

INT. TIE FIGHTER - COCKPIT

The precursor to the classic black-armored pilot, takes aim.

On the scope, an X-Wing LOCKS on target.

INT. X-WING - BLUE LEADER - COCKPIT

Alarms BLARE and FLASH.

Tenner looks over her shoulder.

TENNER
There's too many!

KEELIE (V.O.)
(radio, filtered)
I've got you... Pull up, now!

She looks forward, his red X-Wing on a collision-course.

SPACE BATTLE

The Blue-painted X-Wing pulls up, narrowly missing the Red-painted version flying right at it.

Keelie BLASTS a TIE apart, but debris SMASHES his fighter.

A piece sucked into one wing-mounted engine.

EXPLODES.

Takes off one of his four wings.

Spins out of control.

INT. X-WING - RED LEADER - COCKPIT

The b.g. of stars spins with him.

Keelie struggles to right the fighter.

SCREAMS out.

Straining, to no avail.

SPACE BATTLE

The spinning X-Wing goes right for a nearby Y-Wing.

INT. Y-WING - WHITE LEADER - COCKPIT

The X-Wing comes in, fast.

Collision!

WHITE LEADER

Look out!

FIRE as they EXPLODE.

SPACE BATTLE

The EXPLOSION continues here.

Just below a Rebel Cruiser.

The Cruiser lurches, a Star Destroyer right on top of it.

Pulled up, drawn in.

INT. REBEL CRUISER - CORRIDOR

Soldiers, droids, and personnel SHAKE as the momentum shifts.

Tractor beam, taking them in.

INT. REBEL CRUISER - BRIDGE

Rebellion Leader 2, a familiar face from the last film, as well as an earlier ambassador with Lara, commands here.

REBELLION LEADER 2

We're caught in the tractor beam.

Prepare to be boarded. Shoot on sight orders!

The bridge personnel scramble.

Soldiers rush out to join the oncoming battle.

INT. REBEL CRUISER - CORRIDOR

The Rebel Troopers line up against the walls, blasters drawn.

Some of these faces we saw during the training montage.

They're that fresh.

Sparks and clouds at the doorway as it's forced open.

Stormtroopers rush in.

BLAM! BLAM! BLAM!

Blaster fire, exchanged.

A few Stormtroopers fall under the fire barrage.

Many more make it through.

The Rebel Troopers, overwhelmed.

INT. REBEL CRUISER - BRIDGE

Only the Rebellion Leader and senior staff remain.

Blasters drawn.

CRACKLE! SIZZLE!

The Imperial Troops cut their way through the door.

Smoke and sparks.

 INVADING STORMTROOPER (O.S.)
 Set weapons for stun. We're taking
 the ship's Captain alive.

All eyes go to the Rebellion Leader.

Her own eyes, wide with terror.

INT. COMMAND STAR DESTROYER - BRIDGE

Commander Tarkin calmly watches the destruction.

Turns to his Lieutenant.

 TARKIN
 That command ship. Do we know who
 commands the Rebel Fleet?

 IMPERIAL LIEUTENANT
 Our sources say King Bail Organa
 and Admiral C'Ann, former Supreme
 Commander of the Republic Fleet.

 TARKIN
 Good. Take them alive. If anyone
 knows what system these rebels are
 based out of, it will be my former
 commander. He won't break easily,
 but I think I know how to make him
 talk.

 IMPERIAL LIEUTENANT
 Yes, Commander.

INT. REBEL COMMAND SHIP - BRIDGE

Bail watches the destruction.

Utter despair on his face.

ADMIRAL C'ANN
Your Highness, we have to go.

No reaction.

ADMIRAL C'ANN (CONT'D)
King Bail!

Bail turns back.

BAIL
That's Lara down there. My wife, my
queen...

ADMIRAL C'ANN
I know.

They stare at one another, knowing all is lost.

EXT. CORRUSCANT - GOVERNMENT PALACE - ROOFTOP

The Imperial tri-wing shuttle precursor flies towards it.

Looks to land.

Lara's X-Wing takes up the landing platform, no room.

The shuttle circles around.

Hovers.

Ramp lowers.

Darth Vader steps out, cape billows in the wind.

Drops off the ramp, lands in a crouch on the rooftop.

Rises.

The Imperial shuttle leaves.

Vader heads towards the rooftop entrance to the building.

The man practically oozes purpose and determination.

INT. GOVERNMENT PALACE - PALPATINE'S CHAMBERS

Lara steps over a pair of unconscious Praetorian Guards.

Zee floats in behind her.

She looks about, takes in the office for the first time.

Zee BEEPS his thoughts.

LARA

Yeah. Come on, Zee. Let's get the holographic archives.

Zee float-nods, hovers towards the desk.

Extends his access port.

INT. GOVERNMENT PALACE - STAIRWELL

Vader arrives.

A trio of Stormtrooper Guards stand in the way.

Weapons drawn at the sounds of an intruder.

VADER

Evacuate the building, now!

Hesitant, they lower their weapons.

But hold their ground.

STORMTROOPER GUARD

I'm sorry, Lord Vader. You can't be here. We have strict orders--

Vader starts forward.

Suddenly the guard RISES into the air.

Drops his weapon and grabs at his own throat.

Vader's hand, extended with the move.

VADER

Weak-minded fools!

The other two raise their rifles.

Vader's red lightsaber IGNITES.

SPACE BATTLE

A pair of TIE-fighters chase a blue-painted X-Wing.

The path, precariously close to a Star Destroyer.

The X-Wing bobs and weaves, hopes to get the TIEs and Star Destroyer to hit one another.

Instead, a TIE blaster HITS the X-Wing.

Astromech droid EXPLODES.

INT. X-WING - BLUE LEADER - COCKPIT

Sparks fly throughout the interior.

Looks bad, like she's going down.

TENNER

Lost my astromech droid. Deflector shields too. Agh!

SPACE BATTLE

The Basil Arcadia flies in from o.s.

HITS one of the TIE fighters, knocks it into the other.

Broken wings, they EXPLODE.

The Basil Arcadia sparks from a damaged port side.

INT. X-WING - BLUE LEADER - COCKPIT

Tenner adjusts a dial.

Wipes sweat from her brow.

TENNER

Thanks, Basil Arcadia. I owe you one.

SPACE BATTLE

The X-Wing turns away from the Star Destroyer.

But the Basil Arcadia cannot.

PULLED IN by the tractor beam.

INT. BASIL ARCADIA - COCKPIT

The ship SHAKES under the force of the tractor beam.

Several of the small Reef-aliens fall off the console.

Scol TITTERS, adjusts the controls.

The Navigator leans forward.

NAVIGATOR

Yeah, you can make up for it now,
Blue Leader. Can you target the
tractor beam system on this Star
Destroyer?

Scol CLICKS his reply, waves his arms.

The message: No! Steer clear; save yourself!

INT. X-WING - BLUE LEADER - COCKPIT

Tenner looks up.

Pulls back on the stick.

TENNER

Hang on, Basil Arcadia. I'll try!

SPACE BATTLE

The Reef ship STRAINS against the pull in vain.

Looks like it's flying backwards.

The X-Wing pulls loops back, passes the Basil Arcadia.

Gets close to the Star Destroyer.

Too close.

Laser batteries strike out, punish the X-Wing.

BAM! BAM!

INT. X-WING - BLUE LEADER - COCKPIT

Flashing red lights, smoke, sparks.

Tenner ROARS a final battle-cry.

SPACE BATTLE

The X-Wing EXPLODES under the Star Destroyer's attack.
And the Basil Arcadia continues towards the docking bay.
These new Star Destroyers are just too powerful.

INT. BASIL ARCADIA - COCKPIT

Scol lets out a pitiful CROAK.

Sulks.

The Navigator rises, pulls out a blaster pistol.

NAVIGATOR

Come on, they're not taking me
alive.

Scol stands, puts out an arm to stop him.

CHIRPS something.

The Navigator stops, waits a log moment.

Finally, nods.

NAVIGATOR (CONT'D)

Do it.

They go back to the console.

Punch in some commands.

Now the whole cockpit flashes red.

A klaxon WAILS.

On the dash, an unmistakable COUNTDOWN.

SPACE BATTLE

The Basil Arcadia finally docks against the Star Destroyer.

KABOOOOM!!!!

A ball of fire as the Basil Arcadia self-destructs.

EXT. REBEL COMMAND SHIP - VIEWPORT

As seen from space, Bail looks out through the window.

A plume of fire, reflected in the glass.

Scol's sacrifice hits him especially hard.

LARA (V.O.)
Remember your promise.

INT. REBEL COMMAND SHIP - BRIDGE

We look over Bail's shoulder now.

Damaged Star Destroyer ahead, lowers towards the shipyard.

Bail turns back.

BAIL
Sound the evacuation. Full retreat.

Admiral C'Ann nods, swivels his chair towards the staff.

ADMIRAL C'ANN
Everyone fall back! Return to your
rendevous points. Full retreat!

The crew scrambles to relay the order.

Admiral C'Ann swivels back to face Bail.

ADMIRAL C'ANN (CONT'D)
You had no choice, sir. The queen
will meet us back at the fall-back
point.

Bail gives a weak nod, says nothing.

Turns back to look out the bay window once more.

INT. STAR DESTROYER - BRIDGE

Commander Tarkin looks out over the battlefield.

His Imperial Lieutenant approaches.

IMPERIAL LIEUTENANT
Commander Tarkin, the Rebel Fleet
is retreating.

TARKIN

How many Rebel Captains did we manage to detain?

IMPERIAL LIEUTENANT

Two, sir. However, they did sustain heavy casualties.

TARKIN

And our Vanguard Star Destroyer?

IMPERIAL LIEUTENANT

Admiral Pelm managed to seal off the lower decks in time to salvage the vessel. They're making an emergency landing at the shipyard now.

TARKIN

And Admiral C'Ann?

IMPERIAL LIEUTENANT

The--the Vanguard Star Destroyer was going to attempt to capture them next, but--

TARKIN

No matter. Carry on.

Tarkin nods and the Lieutenant leaves.

An IMPERIAL TECHNICIAN (20s) stands at her computer terminal.

IMPERIAL TECHNICIAN

Commander Tarkin, sir, we're receiving a distress signal from the Imperial Government Palace. It looks like the rebel forces have breached the interior.

TARKIN

That's impossible.

IMPERIAL TECHNICIAN

We're receiving another order now... Lord Protector's clearance code. It's a general order to evacuate the palace!

TARKIN

Evacuate? What?!

INT. GOVERNMENT PALACE - PALPATINE'S CHAMBERS

Zee's access stick spins, finishes with the desk terminal.

Retracts.

Zee BEEPS triumphantly.

LARA
Great work, Zee!

Suddenly, an alarm WAILS.

Lights flash to accompany.

Lara looks up.

A SYSTEM ALERT goes out over the P.A. system.

SYSTEM ALERT (V.O.)
All personnel, evacuate the palace.
All personnel, evacuate the palace.

Zee BEEPS with frantic urgency.

Lara turns towards the droid.

LARA
Come on!

They head out to

INT. PALPATINE'S CHAMBERS - LOBBY

The area outside, look for a quick exit.

The alarm WAILS, louder here.

Lights strobe.

SYSTEM ALERT (V.O.)
All personnel, evacuate the palace.
All personnel, evacuate the palace.

A lift waits ahead.

Lara sprints towards it, but the doors open prematurely.

She skids to a stop, halfway there.

Vader.

Stands tall, stark.

Steps forward out of the lift.

Puts a hand out.

VADER
Come with me!

Lara looks about, sees another path to her left.

Makes a run for it.

Zee follows.

Vader starts after her.

VADER (CONT'D)
Wait! Stop!

Lara runs out to

INT. GOVERNMENT PALACE - CORRIDORS

Several raised walkways at various heights and angles.

The ALARM WAILS here too.

SYSTEM ALERT (V.O.)
All personnel, evacuate the palace.
All personnel, evacuate the palace.

Lara looks back at Vader.

LEAPS off the platform.

Lands on another walkway.

Runs.

Vader leans over the edge, looks down on her.

VADER
You don't understand!

She looks over her shoulder.

Running, hard.

Tries desperately for escape.

It's all Zee can do to keep up.

BEEPS with protest.

Other personnel take notice of her now.

Likely assuming she's the cause for alarm.

Several Stormtroopers take aim.

Vader raises a fist.

The walkway with the Stormtroopers COLLAPSES under his influence.

SCREAMS as they fall into an abyss.

Lara, out of sight now.

Vader turns, goes a different way.

SYSTEM ALERT (V.O.)

All personnel, evacuate the palace.

All personnel, evacuate the palace.

A pair of Stormtroopers on a different platform turn towards one another.

Though their armor is identical to the others, we recognize their voices as unique.

ROSE

I've got a bad feeling about this.

GUILD

Yeah, something isn't right. Let's get the hell out of here.

They nod in agreement, take off running.

LARA

Runs hard.

Towards an exit.

Almost free!

But the exits fills with more Stormtroopers.

It's absolute chaos.

Impossible to tell if they're coming for her or trying to escape themselves.

SYSTEM ALERT (V.O.)
All personnel, evacuate the palace.
All personnel, evacuate the palace.

She turns, heads deeper into the palace.

INT. GOVERNMENT PALACE - ATRIUM

Lara runs hard into this beautiful, open space.

Romanesque architecture, complete with pillars and ornate spiral staircases.

Around each of these, several CRATES OF EXPLOSIVES.

Diodes flash, showing they're active.

We have a good guess at their nature, Lara does not.

Zee BEEPS excitedly.

Lara stops, huffs for breath.

LARA
Okay, find us another way out.

Zee floats to a computer terminal.

Plugs in.

The access port spins.

LARA (CONT'D)
Hurry, Zee.

Zee BEEPS his reply.

SYSTEM ALERT (V.O.)
All personnel, evacuate the palace.
All personnel, evacuate the palace.

A large doorway at the side opens electronically.

Lara looks up.

Darth Vader enters.

Marches towards her.

She looks around for another way.

IGNITES her green lightsaber for defense.

Steps towards Vader.

VADER
There's no time!

More Stormtroopers enter behind him.

Lara stops.

Outnumbered.

Vader turns back to the soldiers.

VADER (CONT'D)
Leave here, NOW!!!

The Stormtroopers back away under his command.

Vader turns to Lara, but already she's on the run.

SYSTEM ALERT (V.O.)
All personnel, evacuate the palace.
All personnel, evacuate the palace.

He starts forward, hands up.

REMOVES HIS HELMET.

We only see the back of his scarred head.

A low RUMBLE starts deep within the palace.

INT. GOVERNMENT PALACE - VARIOUS

The detonation charges placed within different rooms EXPLODE.

KABOOOM!!!

The area outside Palpatine's office, gone.

KABOOOM!!!

Elevator lifts and support structures, gone.

KABOOOM!!!

One by one, huge EXPLOSIONS wreck the structure.

The whole place is going down in a ball of fire.

LARA

She rushes towards us, lightsaber stowed once more.

Vader, only a small figure at her rear.

His face is out of focus.

She runs forward, unwittingly rushing towards the detonation charges placed here.

VADER

We watch with him.

Over his shoulder, we see Lara run, her back to him.

She turns to see if he gains on her.

Stops cold in her tracks.

Turns back to face him.

Her face crumbles.

KABOOOOOOOOOOOM!!!!!!!!!!!!!!!

A WALL OF FIRE rushes towards Lara.

VADER
(no voice modulation)
LARA!!!

But the fire overtakes her.

Him, too.

Then the wall of flame overtakes the whole screen.

All goes red.

FADE TO BLACK.

A long moment, we watch only darkness.

SILENCE.

Time spent reflecting on what just happened.

Finally....

FADE IN:

EXT. KHARKAARA - GRASSLANDS

A shimmering green field.

The long grasses flow in the wind.

Soft, MOURNFUL MUSIC PLAYS.

EXT. KHARKAARA - FUNERAL

The same funeral stage set for the Royals in *Episode I*, but this time only a single coffin at the center.

Draped with Lara's family crest: the Rebel Alliance symbol.

Bail places Lara's crown atop the coffin.

His face exhausted, echoes of grief.

Hand, lingers atop the crown.

Eyes close.

Lips quiver, he swallows hard.

He reaches into his robes, drops a bundle of grassland clippings from Kharkaara atop the crown.

Bail then pours out a vial of the waters of Alderaan.

Turns, leaves.

An enormous crowd parts so Bail can walk between them.

His entourage follows, distant.

LARA

We linger on the crown and tokens atop her coffin.

And on the Rebel Alliance symbol banner beneath.

BAIL

Walks through the crowd, who weeps for his loss.

Their loss, too.

The galaxy's loss.

Rebellion Leader 3 approaches.

Walks with Bail down the funerary aisle in the field.

REBELLION LEADER 3
Majesty.

BAIL
Not now.

REBELLION LEADER 3
...I understand, only--

BAIL
I said not now!

This buys a moment of silence.

But at length the Rebellion Leader speaks up once more.

REBELLION LEADER 3
I am sorry, Highness, but the other
Rebellion Leaders are looking to
you. We all grieve for the queen,
but we must--

BAIL
We must? There's nothing more we
must do, nothing to be done.

REBELLION LEADER 3
But what of the future of the
Rebellion?

BAIL
What of it?! We lost nearly half
our forces in that battle, and the
other half now hide in silent fear.
It's over, we've lost. Make your
peace with it, we are all subjects
of the Empire now.

A SHADOW races across the green field and all look up.

An IMPERIAL CRUISER looms in the sky.

Blots out the sun.

A Drop Ship falls from its bay, down to the field below.

Another and another.

A dozen Drop Ships in total.

The people of Kharkaara flee in terror and make room.

The front Drop Ship lands.

Ramp lowers.

Marches forward, furious and indignant.

The only person to approach the ship.

All others cower in fear.

Stormtroopers step out from the Drop Ship.

It looks like they're storming the funeral.

Could they possibly have such little respect?

Bail walks up the ramp to meet them.

Places his hands together in the "cuff me" gesture.

BAIL (CONT'D)

Do what you will.

The first pair of Stormtroopers remove their helmets.

Cast them aside.

It's Rose and Guild, faces recognizable from *Episode I*.

ROSE

We were there. We know what they did. The "attack" on the palace, killing the Empire's own citizens to frame your Rebellion... .

Bail slowly lowers his hands, shock evident on his face.

BAIL

You're...defecting?

ROSE

Truth be told, we never gave a damn about the politics, all we ever wanted was a blaster and a paycheck. But this...this is different. This isn't politics anymore, this is good versus evil.

GUILD

We're with you.

Guild points towards the coffin.

GUILD (CONT'D)
But we fight for her.

LARA

We focus on her coffin once more.
And that Rebel Alliance Symbol now takes on new meaning.

EXT. KHARKAARA - GRASSLANDS

The other drop ships have landed.
Their Stormtroopers cast off their helmets too.

INT. ALDERAAN PALACE - THRONE ROOM - DAY

Bail stands at the foot of the thrones.
Looks up at the two seats, one destined to remain empty.
At length he sighs, steps forward.
Puts on a brave face.
Sits at his throne.
Presses a button inlaid on the armrest.

BAIL
I'm ready. Send in the first order
of business.

The massive doors to the throne room open.
A MESSENGER steps forward.
Walks through the sunlight cast by the huge windows.
Carries something in her hands.

MESSENGER
Majesty, this was waiting for you
here. It's a recording from General
Kenobi.

The Messenger delivers a hand-held holographic projector.
Bows, then leaves.
The doors CLOSE with an ECHO.

Bail activates the recording.

Obi-Wan blooms from the device, blue and translucent.

KENOBI (HOLOGRAM)

Bail Organa, if you're receiving this transmission then know that I grieve with you. It also means that I'm not coming back to Alderaan.

Bail swallows hard. How can one man accept so much loss?

The doors to his throne room swing open once more and a HANDMAIDEN (20s) enters.

BAIL

A minute, if you please.

HANDMAIDEN

Majesty, I was with Queen Lara during her two years away.

Bail looks up.

KENOBI (HOLOGRAM)

In accordance to what can now only be called Lara's final wishes, I am to hide from the forces of the Empire. But there will be a time, one day, when this family calls upon me again.

HANDMAIDEN

There's someone you should meet.

The Handmaiden turns and ushers someone o.s. to come forward.

Bail's eyes well with fresh tears and he swallows yet again.

But then he smiles, and laughs a pained laugh.

BAIL

I should have known.

EXT. TATOOINE - LARS MOISTURE FARM - DUSK

A domed structure tucked away in the desert.

Twin suns set on the horizon.

Instantly recognizable; we know exactly where we are.

KENOBI (V.O.)

Encrypted in this message, you'll find my coordinates. Though we must hide from the Emperor, there is another part to play, and I believe we will meet again one day.

A speeder stops in front of the iconic homestead.

Obi-Wan exits and a wide-eyed toddler steps out behind him.

The 18-month-old toe-headed LUKE SKYWALKER looks about.

Sees his new home.

KENOBI (V.O.)

But for now, we must honor Lara's legacy and what she fought and died for.

Obi-Wan pays the speeder driver, who then leaves.

Kenobi is dressed like a desert-dwelling hermit for the first time in this trilogy.

Because he's in the desert for the first time.

A sandy wind whips at the farmstead.

Obi-Wan raises his hood.

KENOBI (V.O.)

The Force will be with you, my friend.

The pair walks towards the entrance.

The door opens.

INT. LARS MOISTURE FARM - DINING ROOM

Obi-Wan sits down across from OWEN LARS (40s).

They watch as young Luke plays in the courtyard, near the moisture vaporators in the center.

He holds a T-16 transport model and makes it fly around, complete with mouth-added sound effects.

It's the same model plane Luke plays with in *A New Hope*.

BERU LARS (40s) delivers a tray with three cups of Blue Milk.

She sits and the men turn back.

Obi-Wan takes his cup.

KENOBI

Thank you, Beru.

BERU

Ben, if you don't mind. In her message, the boy's mother never said what happened to my brother.

Obi-Wan takes a sip.

Formulates his reply.

KENOBI

After leaving here, he joined the Republic. Best starfighter I'd ever seen. He died defending the old Republic against the tyranny of the new Empire.

OWEN

He was always a rebel. To be honest, we were surprised when we received the request. He never liked it out here.

BERU

Surprised, but happy to take the boy in. We always wanted children, if we could have them naturally, but...

Owen puts a hand atop Beru's to comfort her.

KENOBI

I believe such things happen for a reason. Perhaps you were meant to take the boy in and look after him. There is a spot in your heart, waiting, that Luke will now fill.

OWEN

It won't be an easy life, Ben. Or an exciting one. And...I think it might be easier if you leave raising him to us, fully, I mean.

KENOBI

I understand, Owen.

BERU

But we will welcome him into this home and raise him as our own son.

KENOBI

No.

They both look up with shock at his brusque reply.

KENOBI (CONT'D)

You must raise him honestly, as the adopted sister of his father and her husband. That is non-negotiable. You are his aunt and uncle, but you will raise him by his true name... Luke Skywalker.

The pair nod in agreement.

Then all look back.

LUKE

Runs in the courtyard with the T-16 model.

SWISH-SWISH flying noises with his mouth.

Holds the plane high, squints in the harsh sunlight.

INT. STAR DESTROYER - BRIDGE

Palpatine wears his insidious black cloak, hood drawn, for the first time this trilogy.

The Emperor stands by a window, looking out at the galaxy.

His galaxy.

Then, a MECHANICAL BREATHING from o.s.

Like a SCUBA regulator, the most iconic breath in history.

Palpatine turns.

Vader lies on an operating table.

Starts to rise.

Medical droids back away.

On his feet, he starts towards the Emperor.

He's fully the villain we recognize now.

The control panel on his chest blinks.

And the BREATHING continues.

VADER

What...

(pause, surprised by his
own breathing)

What happened?

PALPATINE

You were in an explosion. An attack
on the Imperial Palace.

VADER

Yes...I remember.

PALPATINE

As predicted, the senate has called
for increased protection against
this so-called terrorist
"Alliance."

VADER

Rebel scum.

PALPATINE

Yes, my friend. We will restore
order to the galaxy. And we will
have vengeance....

A pause.

They turn together back towards the window.

Stand side-by-side, looking at the distant stars.

Vader's BREATHING holds the moment.

PALPATINE (CONT'D)

Your thoughts of revenge...go
towards your old master?

VADER

Obi-Wan Kenobi is a coward. He sent
his apprentice to do what he could
not. It should have been him...he
will pay for this.

PALPATINE

Sadly, those Rebellion Leaders
we've captured don't know of his
whereabouts. Kenobi might prove
difficult to find, but there are
still other Jedi who would see the
Empire fail.

VADER

Yes...I will hunt them down for
you, my Master, until the very
last. This is only the beginning.

They stare forward at the galaxy of stars.

Palpatine's mouth forms a twisted smile.

Vader's MECHANICAL BREATHING continues.

FADE OUT.

END CREDITS OVER STARS

THE END

Keep going, there's more to be read...

Welcome back! The third and final episode of the Reboot the Prequels trilogy is complete. Read on to learn more "behind the scenes" of this writing exercise.

After the events of the new RT Episode I and II, there are quite a few story changes to keep up with. Here, we'll go over everything in detail.

To refresh....

OT = Original Trilogy, AKA, Episodes IV - VI.

PT = Prequel Trilogy, the existing films that I'm rebooting.

RT = Reboot Trilogy, these new Episodes I - III.

This guide is annotated to the page numbers of the RT, explaining my story choices. I learned an incredible amount about world-building, characters, their relationships, and analyzing story during this exercise. Hopefully I can pass some of that onto you via this guide.

STAR WARS Episode III: Return of the Sith

Page 1

Title: For the final episode in my project to return the prequels to the magic and feel of the original movies, I had intended a title something like "Fall of the Jedi" to pit it against the "Return of the Jedi" title of Episode VI. But, once I decided to change the titles to the "new meets old" scheme, it only made sense to merge "Revenge of the Sith" and "Return of the Jedi" as "Return of the Sith"--which, of course, is also the key event here. The Grandmaster, the original Sith, has returned. Further, by the end, so too will their rule in the form of Emperor Palpatine.

The opening crawl tells us that the galaxy is becoming closer to what we recognize in Episode IV. An Empire, a Rebellion, Stormtroopers, and Darth Vader; they're all finally here.

Hankura is another planet I invented for the trilogy. Rather than a climate as its single environment, this one is ruled by hurricanes. Like the inhospitable Hoth, it serves as a good place to hide. Only, the forces of evil will go to any end to defeat the forces of good (as we'll soon see).

Page 2

This scene was "beefed up" in later drafts to have more creatures. My early drafts focused on human characters and their relationships, with ideas like this one coming later as I filled in the fine detail work.

Page 3

The Ceromus is a creature I'd love to see on-screen. So large that it cannot be made out fully in the storm-covered planet.

Page 4

Obvious nods to Hoth in *Empire Strikes Back*, but with one important distinction: It is not an organized enemy coming for them, but one standalone threat. A threat that fits neither the role of Empire or Rebellion.

Page 5

Familiar characters here, both in the mysterious visitor and his similarities to Maul and the supporting cast from Episodes I and II.

Page 6

A bit of foreshadowing here in that the Grandmaster is interrupting the plans of the Rebels. In fact, he interrupts not just their plans, but the Empire's machinations as well.

Page 7

In his own way, we see the Grandmaster is an extreme threat. The Mace Windu/purple-saber-nod says that such trivialities don't actually matter in *Star Wars*. Story, characters, relationships--that's what matters.

Page 8

In Episode II, Palpatine says that collecting Jedi trophies is only one of the many attributes Maul shares with the man from whom he was cloned. Here, we see how the Grandmaster does much more than simply collect lightsabers.

I'd like to also point out that we don't get a drawn-out flashing lightsaber battle. I kept the action focused on a character's face, to show the horror, rather than a dozen flashing neon lights across the screen.

Page 9

I love the image of a Star Destroyer under construction. These prequels should give us the universe we know and love and the PT felt like a mismatched puzzle piece. Here, everything fits together in such a way that it should feel an inevitable shift from one trilogy to the next.

Page 10

Rose and Guild return, of course. I kept the imagery of the Clone Troopers from the PT here, because it does feel like a good blend of Mandalorian and Stormtrooper. A more natural evolution.

We also learn that Lara has been "missing" in between movies. Searching for Anakin. Here, she finds him at last, in a sense.

Page 11

Lara shows no fear in the face of Darth Vader. Foreshadows her daughter doing the same in the opening of *A New Hope*.

Page 12

See? I told you to trust me in Episode I. Alderaan is now the peaceful planet with no weapons. And...with good reason!

Page 13

Vader, still a young man in this trilogy, has strong feelings towards Lara. It makes him more unpredictable and volatile than the villain we know in the OT. Here we learn that the "lie" of Anakin's murder was not simply created by Obi-Wan, but was started by Anakin/Vader himself.

Page 14

Lara, a true Jedi Knight, cannot be provoked so easily. Guild and Rose give us a moment of levity after such an intense confrontation.

Page 15

Another expansion on the classic force powers, here we see Vader "play back" a memory for Palpatine to see. And, as a bit of foreshadowing, Vader has altered the plans by straying from Palpatine's orders, thus changing the outcome of what the Emperor has foreseen. Something he'll do again in the next trilogy.

Page 16

Here we learn of the plans of the Emperor. He wants a big confrontation with the rebels and Vader wants to face Kenobi.

Page 17

Despite everything going on around her, Lara still has a hard time connecting. Bail, however, remains faithful.

Page 18

We should know what happened those two years away, deep down. But Bail will get his wish at the end, in a sense. She'll tell him, or more accurately, show him.

Page 19

The Jedi, and Rebels, are being hunted down. This is meant to emphasize the importance of a hidden base, which will spill over into Episode IV.

Page 20

If the Empire is meant to have Nazi/WWII symbolism, this scene is the attempt at appeasement. Fortunately, Lara and Bail know better.

Page 21

Here, I've tried to increase the importance of Dantooine. That way when Leia reluctantly gives the location away to save her home planet of Alderaan, we'll feel like she has truly betrayed the Rebellion. Again, prequels should add to the original source material.

Page 22

Remember Kenobi's discovery in Episode II? If only he had obtained his proof then! It's still their best chance, it seems.

Page 23

So now we know the Empire's plan, and now we know the Rebellion's plan. Which, seeing as how we know both, means that neither will go according to plan. That's drama, in a nutshell.

Page 24

What does Lara want to say to Obi-Wan? Hmm! We'll have to wait and see. Meanwhile, we get a bit of the Emperor actually ruling. Something we've not quite seen before.

Page 25

Die-hard fans will recognize these names: Kashyyyk and Kessel. A bit of fan service, but also trying to show that Palpatine is strengthening his grip.

Page 26

The Death Star, the most iconic weapon aside from a lightsaber in *Star Wars*, now takes center stage.

Page 27

Note that this Death Star subplot still fits in context of *Rogue One* and the team that actually gets the thing to work.

Page 28

Foreshadowing of the explosives in the palace as well as a first look at Dantooine.

Page 29

I felt like having the Rebellion use cast-aside Republic equipment was a great thematic fit. The Empire is new and standardized, but ultimately its own undoing.

Page 30

Everything should feel like it's coming together very quickly here. We're only at the end of the first act, yet this is a sequence that would normally play out in Act II. I did this deliberately, so you'd feel "caught up" without enough time, just like the Rebellion itself.

Page 31

More familiar faces, now leading the Rebellion. Hopefully you care and feel connected to these characters, having journeyed with them over three movies. It takes work, but its worth it.

Page 32

This scene originally had the Rebel Captain as a young Ackbar, but I realized that was too much fan service and took away from the scene. Instead, we focus more on the familiar Scol and Basil Arcadia.

Page 33

Yes, I break the fourth wall in these scripts, but I had to mention the "bad prequel" version. Like the Younglings using blast helmets and battling remotes in the Lucas PT. Yuck.

Page 34

At the end of this montage, you should be feeling pretty good at the chances of the Rebellion. They're a rag-tag bunch, yes, but they have a whole planet's worth of equipment and they're training hard! I've set you up so there's more room to fall...

Page 35

Admiral C'Ann returned only in a late draft of this script. He represents the Old Republic and their inefficiencies.

Page 36

Bail is ready for Rebellion, while Lara has other things on her mind. Her own hesitations should make you feel some of your own. This plan isn't quite right, is the subliminal.

Page 37

Lara is essentially saying goodbye to Bail, forever.

Page 38

Lara is essentially saying goodbye to Ben, forever.

Page 39

For my money, Lara is the most interesting character in the RT. She was a blank slate in the OT, with almost no mentions of Luke and Leia's mother. But her story must be a tragic one, yet it can have love at its core. Perhaps Kenobi felt more for Lara than he did for Anakin? I'd like to think so.

Page 40

Are we really headed for our climactic battle by page 40? Yep, our heroes are ready; our villains are ready. Note: no more cloaking devices in the OT. Here's why.

Page 41

Will Palpatine and Vader take out the Grandmaster here and now? Stabbed in the back?

Page 42

No, something is off. They can tell. And, we get a good look at the Grandmaster and how the Dark Side has worn at him.

Page 43

It's a time for speeches, on both sides. There are some parallels between each side having a plan, and having those that intentionally derail those plans without permission.

Page 44

In essentially the last "happy" scene for Bail and the Rebellion, he gets to rally the troops.

Page 45

"Fortune Favor the Kingdom" is a throwback to the roots of Alderaan, essentially the core of this Rebellion. Again, we will feel its loss more keenly when the Death Star destroys the planet in Episode IV.

Page 46

The gang is all here, ready for another fun space battle! Yay...for now.

Page 47

The Grandmaster reveals that he's already stabbed the pair of them in the back. And, I let you know that Kenobi and Vader won't be clashing sabers in this movie.

Page 48

They don't call him the Grandmaster for nothing. If Palpatine is the ultimate puppet master, then his master should literally be the one who "taught him everything he knows."

Page 49

The Grandmaster (and Maul) are at odds with Vader and Palpatine. The former want chaos, the latter want order. But...they all get a surprise here. No Kenobi after all.

Page 50

Another first in Star Wars, I believe--a flashback sequence. I think it works here to reveal this information to the audience at the same time Vader realizes Lara is heading down to her death. In my first drafts I had these scenes split, playing out chronologically, but felt this better fit the emotional journey of the script.

Page 51

For a split second, we're lead to believe that Kenobi might come clean and tell Lara the truth. Instead, she provides him an anchor for a more palatable version of events.

Page 52

Who is more hurt by Anakin's "disappearance"? Hard to tell. I also found it better that Obi-Wan had Anakin's lightsaber not because he kicked his ass, but because he was trying to protect his apprentice. Remember, he took it from Anakin in Episode II after their battle with Maul.

Page 53

This chain of events really isn't going well as far as Vader is concerned. Kenobi has a moment of insight here that will prove correct by the end of the OT.

Page 54

Lara changes Ben's purpose, just as Tarkin and the Imperial Fleet change the tide of battle. Having these disparate events occur simultaneously should make each more powerful on a subconscious level.

Page 55

This scene has echoes of the Emperor's trap in *Return of the Jedi*. Lulling the Rebellion into a false sense of security is his go-to, it would seem.

Page 56

Stakes are rising, clock is ticking--two important ingredients for climactic action.

Page 57

Bail, lost between love and duty. Lara forced him into making a promise just as she forces Kenobi into one of his own. Again, parallel scene intents.

Page 58

Here we see just why Obi-Wan tells Luke about Anakin, but nothing about his mother. 1) she wanted it that way, and 2) Kenobi actually cared more for Lara! A big twist in my RT to change the way you see the OT.

Page 59

This was an incredibly important section to me. I never understood why Luke had to grow up on a backwater farm while Leia got to be a princess. Seemed a bit unfair. So, I created this aspect where Luke would be in the line of succession. Makes so much more sense. I'm also walking the tight-rope where you shouldn't know Luke and Leia are brother and sister until it is revealed in the OT. I did my best not to ruin the original reveals and I think I pulled it off.

Page 60

Vader's rage needs a focus, and the Grandmaster foolishly points it at himself. Hubris runs deep in the Dark Side.

Page 61

Vader's line of "those are not yours to command" is key in this scene. A Jedi has an intimate relationship to his/her lightsaber, so this "trick" Vader performs is not one he could do to any Jedi. It only works in this circumstance where the Grandmaster is using the lightsabers of other Jedi. It's also a callback to the opening of Episode II where we see Anakin assembling his own lightsaber through the Force.

Page 62

Another surprise I chose not to ruin: the Emperor's Force Lightning. We never see it in my RT, so it's still a "whoa!" Moment when used in *Return of the Jedi*. And it doesn't turn the Emperor into a prune when using it (sigh).

Page 63

In the Opening Crawl for *A New Hope*, it tells us the Rebellion just won their first victory against the Empire. So, this battle is going to be a huge loss.

Page 64

The tractor beam, seen here with devastating consequence. The imagery of the OT is coming to fruition in this episode.

Page 65

The whole "set for stun" was used once, only at the outset of the OT, so I tried to use it more in the RT. Here we also see Tarkin being a galactic jerk.

Page 66

The "all is lost" moment comes as Vader arrives at the Imperial Palace, giving us a hint that things will not resolve in a favorable way for him.

Page 67

Lara presses forward, not knowing the real danger. Vader presses deliberately into danger, defying his own Empire.

Page 68

Like *Rogue One*, we have all these characters who "disappear" before the OT. Why? They all gonna die.

Page 69

Scol and Tenner, notably, would certainly appear in the OT if they had survived the RT. So...

Page 70

The idea of the Basil Arcadia's self-destruct is a seed I planted early on. Here it comes to fruition.

Page 71

Sad losses, to be sure, but now Bail's decision to retreat is one we will understand as audience members. The losses are too great to continue on. Main characters are dying.

Page 72

I added this scene late in rewrites. The first part shows that Scol's sacrifice might have saved Bail. The second shows that the Empire knows what happens inside the palace (hence the large number of defectors at the end).

Page 73

Yay! Lara and Zee succeeded in their mission! (two seconds later) But now the palace is going to explode.

Page 74

Writing this scene reminded me a bit of the scene in *Aliens* when Ripley is running from the Queen. Super intense, high stakes, but here, there's an added layer of dramatic irony where the Queen (Lara) is running from Vader, but he's trying to save her.

Page 75

Even at the height of his powers, Vader cannot save Lara. He made himself a villain in her eyes and there's no undoing that damage.

Page 76

A tiny bit of hope for you. Maybe she'll find a way out? No, sorry.

Page 77

In an effort to save Lara, Vader reverts to Anakin one last time (though I keep this as a surprise for the new generation who don't know they're one and the same).

Page 78

In her last moment, Lara learns the truth.

Page 79

Bringing everything full circle, Lara gets a full funeral.

Page 80

Despite all our grief, the story is not over yet. This shows up visually.

Page 81

Rose and Guild, while created for comic relief, actually have a purpose in this tale (as everything should). They go from Mandalorians, to working for Maul, to Stormtroopers, to finally, Rebel Troopers. They experience the full journey.

Page 82

Another seed I planted long, long ago (in a galaxy far, far away) was giving meaning to the Rebel symbol. It's Lara. When Luke wears it on his helmet, he is actually fighting for his own mother. The Rebellion is her legacy.

Page 83

It's small, but powerful. Leia does appear, off screen, to preserve her reveal. And a bit of Lara stays with Bail.

Page 84

I know I've harped on the whole desert-robe Jedi thing, but seriously. It made no sense in Lucas's PT. Anyway.

Page 85

Another bit I tried to explain: Why Obi-Wan had such a small role in raising Luke. Owen, the hard-ass uncle, made that a condition of the deal.

Page 86

But Kenobi gets his own condition. Luke will be a Skywalker. "His true name"--thus cementing Anakin's legacy.

Page 87

For the final scene, we get 100% Darth Vader. It took a whole trilogy to get us here, and there's no "Padme, noooooo!!!!" aspect to him. He's reserved because he has a hole in his heart. He lost Lara, and he blames Kenobi for it. When they finally meet in Episode IV, it's that much more potent because they never had the chance to cross sabers in this trilogy.

Page 88

And Vader finally begins his mission of hunting the Jedi down. Not killing kids, not sitting around taking baths because he got Lava'd. Hunting. Them. Down.

Final thoughts.

-My scripts are short, with this the shortest, and my writing is the leanest here. Action tends to take more time on screen than it does on the page. There are a lot of "pregnant moments" which would take extra time to play out on screen.

-All the reveals (Vader=Anakin, twin siblings, Yoda) should all be kept intact in this RT, with a unique, exciting story and its own reveals.

-Hope you enjoyed! That's it. I'm done. I have "solved" the prequels in my own mind, and hopefully yours. Let me know either in the comments on my website, or on social media, and thanks for reading!