

**BEAST WARS**

"Tangled Web"

**ACT ONE**

FADE IN:

EXT. PREDACON BASE - MORNING

The rising sun GLINTS off the base, as we PUSH IN. DURING:

MEGATRON(R)  
Ah my happy little band...

INT. PREDACON BASE - COMMAND CENTER - CONTINUOUS

MEGATRON(R) stands before INFERNO(R), TARANTULAS(R), BLACKARACHNIA(R), WASPINATOR(R) and QUICKSTRIKE(R).

MEGATRON(R)  
Eager to begin another glorious Predacon day are we?

TARANTULAS(R)  
Why have you called me here Megatron? I am engaged in important research on our new Transmetal forms.  
\*\*

MEGATRON(R)  
Yes, I have no doubt you are. But I have more important duties for you.

Megatron turns to his computer globe, calls up a grid map.

MEGATRON(R, CON'T.)  
I've detected a large store of Energon cubes in Grid Arakis. You will build a refueling station there. Blackarachnia and Quickstrike will assist you. \*\*

Blackarachnia SMILES smugly, Quickstrike looks anxious.

BLACKARACHNIA(R)  
Don't trust tall, dark, and creepy to handle things himself, eh?

Tarantulas(R) REACTS, as: \*\*

QUICKSTRIKE(R)  
If I gets th' chance t' kick me some Maximal butt 'long the way, who cares?

Waspinator and Inferno move forward eagerly, feeling left out.

INFERNO(R)  
And how may I serve you, Royalty?

WASPINATOR(R)

What Waspinator do?

Megatron brings up another map in his globe.

MEGATRON(R)

You two will construct a jamming tower at these coordinates, disrupting Maximal communications.

Tarantulas looks at Megatron, somewhat suspiciously.

TARANTULAS(R)

What precisely are you doing?

MEGATRON(R)

Planning for the future. Now go...

QUICKSTRIKE(R)

On our way, boss-bot.

INFERNO(R)

As you command, my Queen.

Megatron rolls his eyes up, sighing.

MEGATRON(R)

(sighing)

I do wish he'd stop calling me that.

As Megatron turns to his globe and the others begin leaving, Tarantulas gives Megatron a hard look. \*\*

TARANTULAS(R)\*\*

(sotto voce, to himself)

So Megatron means to persist in his madness? \*\*

WIPE TO:

INT. PREDACON BASE - SUPPLY ROOM - SOON AFTER

Tarantulas(R), Blackarachnia(R), Quickstrike(R), Waspinator(R), and Inferno(R) are all collecting the supplies they'll need to do their jobs: girders, cargo containers, etc.

TARANTULAS(R)

I cannot believe Megatron expects me to carry out such a menial task.

Blackarachnia looks at Tarantulas in annoyance.

BLACKARACHNIA(R)

Stop griping and start lifting. I've divided the load into equal shares for transport.

Blackarachnia sidles up to Quickstrike, putting an arm around his shoulders, turning on the charm.

BLACKARACHNIA(R, cont'd)

Though I'm sure a big, strong bot like you could carry more than anyone, hmmm?

QUICKSTRIKE(R)

Think so, huh?

Quickstrike considers this for a beat, obviously flattered by the attention, then:

QUICKSTRIKE(R)

Beast Mode!

Quickstrike TRANSFORMS into Beast Mode.

QUICKSTRIKE(B)(cont'd)

Sugar-bot, ain't no stronger Pred in town. What say you just pile it on heavy-like?

BLACKARACHNIA(R)

Well...if you insist...

Blackarachnia looks at Tarantulas, smiling smugly, as she adds her own load to what Quickstrike already carries on his back.

TARANTULAS(R)

(sotto, irritated snarl)

Waspinator and Inferno also TRANSFORM into Beast Mode.

WASPINATOR(B) \*\*

While spider-bots argue, Waspinator and Inferno finish job. Megatron will be pleased.

Waspinator(B) picks up a load of girders with his legs and flies off. Inferno(B) does the same. Tarantulas watches them go.

TARANTULAS(R)

(sarcastically)

And we do live to please Megatron, yes?

CLOSE ON TARANTULAS

He thinks for a beat, and his face grows grim.

TARANTULAS

(sotto)

But perhaps the Maximals can throw a little hitch into Megatron's plans. \*\*

Tarantulas pulls something from his armor, then turns to Quickstrike, SLAPPING him on the back to get him started.

TARANTULAS(R)

Well then, 'partner', let's head 'em up and move 'em out.

PUSH IN on the object Tarantulas slapped onto one of the girders on Quickstrike's back: it is a MICROTRANSMITTER, with a BLINKING RED LIGHT. We can hear it (SFX) SOFTLY BEEPING.

WIDER as Blackarachnia TRANSFORMS into Beast Mode. Tarantulas does likewise but turns in VEHICLE MODE. He carries a cargo hauler behind him like trailer hitch. They rumble out.

WIPE TO:

EXT. MAXIMAL BASE - DAY - TO ESTABLISH

OPTIMUS PRIMAL(R)(OS)  
Any progress Rhinox?

RHINOX(R)(OS)  
On a scale of one to ten, the needle isn't even moving.

INT. MAXIMAL BASE - COMMAND CENTER

OPTIMUS PRIMAL(R) is all wired up to a bank of sensors as RHINOX(R) tries to learn more about his transmetal state.

RHINOX(cont'd)  
Despite my tests, we still don't know what limits these new transmetal states may have.

Rhinox throws a switch on one of the sensor banks.

RHINOX(cont'd)  
But perhaps this new biogen scan will --

Suddenly, the system OVERLOADS, throwing sparks everywhere.

RHINOX(cont'd)  
(as he recoils)  
-- (ROAR OF PAIN)

Rhinox nurses his still-smoking hand, BLOWING on it.

RHINOX  
Or perhaps not.

Now CHEETOR(R) interrupts, turning from his monitors.

CHEETOR(R)  
Hate to interrupt your fun, big-bot, but I'm pickin' up a weird signal. It's a Pred code but it's on a Maximal frequency.

Optimus turns to Cheetor, concerned.

OPTIMUS  
Location -- ?

CHEETOR  
Can't get a fix. It keeps...moving.

OPTIMUS  
Who's closest?

CHEETOR  
Rattrap and Silverbolt.

Optimus DETACHES himself from the wiring, and joins Cheetor.

SMASH-CUT TO:

EXT. THE SURROUNDING AREA - CONTINUOUS

RATTRAP(B) runs along in Beast Mode, while SILVERBOLT(B) flies overhead.

CHEETOR(VO)(FILTERED)  
Rattrap? Silverbolt? You guys busy?

RATTRAP(B)  
Yeah, skycat, I'm gettin' my spankin' new armor polished. Whaddaya want?

CHEETOR(VO)(FILTERED)  
We're pickin' up a Pred signal on vector 8-4-7. Optimus says Track and Identify.

SILVERBOLT(B)  
We'll get on it immediately, Cheetor.

RATTRAP(B) \*\*  
Hey, sez you, pal. Sounds like just another wild Pred chase t' me.

SILVERBOLT(B) \*\*  
Perhaps so, but our leader has charged us to learn the truth, my friend...

Silverbolt soars away, leaving a startled Rattrap behind.

SILVERBOLT(B,CONT'D)  
...And Silverbolt, for one, shall prove worthy of his trust.

Instantly, Rattrap TRANSFORMS into VEHICLE MODE, and rolls off in pursuit of Silverbolt.

RATTRAP(V) \*\*  
Man, I just hate it when he does that.

CUT TO:

EXT. THE WASTELANDS - DAY - CONTINUOUS

Tarantulas(V) \*\*, Blackarachnia(B), and Quickstrike(B) skitter through the desert, Tarantulas and Quickstrike carrying the bulk of the load, while Blackarachnia carries only a few girders.

QUICKSTRIKE(B)  
How ya holdin' up there, widder-gal?

BLACKARACHNIA(B)  
(feigning weakness)  
I'm...managing, thank you, Quickstrike.

QUICKSTRIKE

Well, that load becomes too much fer ya, sugar-bot,  
you jes' lemme know, hear?

Blackarachnia gives him an insincere smile, stops and lets him pass by her,  
looking skyward. Then:

CLOSE ON BLACKARACHNIA

Suddenly startled as Tarantulas's voice COMES out of her mouth.

BLACKARACHNIA(B)

(Tarantulas' voice)

What a gullible fool he is.

BLACKARACHNIA(B)

Tarantulas?

BLACKARACHNIA(B)

(Tarantulas' voice)

Forgotten our mental cyberlink, she-spider? Well, I  
haven't.

BLACKARACHNIA(B)

What do you want, quasar brain?

BLACKARACHNIA(B)

(Tarantulas's voice)

Just to give you a quick reminder. Play whatever  
games you wish with him, but dare to cross me...  
...And you will suffer for your treachery.

Blackarachnia writhes in pain, dropping her girders.

BLACKARACHNIA(B)

(howl of pain)

Quickstrike scurries over to her, picking up her fallen girders.

QUICKSTRIKE(B)

Hey now, I tol' ya t' lemme help wit' that.

Irritated, Blackarachnia grabs the girders back from Quickstrike, startling  
him.

BLACKARACHNIA(B)

(angry)

Back off robo-rube!

As Tarantulas and a confused Quickstrike crawl off, Blackarachnia glares at  
Tarantulas angrily.

QUICKSTRIKE(B)

There just ain't no figgerin' a female.

TARANTULAS(V) \*\*

(laughing)  
A fact of life, Fuzor.

BLACKARACHNIA(B)  
(sotto)  
Laugh while you can, ground crawler. I'll free  
myself from your control... And then you'll pay.

WIPE TO:

EXT. BOX CANYON - DAY - SOON AFTER

The place is honeycombed at its base with caverns and tunnels.

QUICKSTRIKE(B)  
Yup, this here's the right spot, alright.

TARANTULAS(V) \*\*  
Megatron chose wisely.

Tarantulas TRANSFORMS to ROBOT MODE, moves to the largest cavern's mouth.

TARANTULAS(R,cont'd)  
...This area is indeed a perfect location.  
(Sotto voce)  
For my new lair!

He gestures to Blackarachnia(B) and Quickstrike(B) to enter.

QUICKSTRIKE  
Once we're dug in here, little lady, ain't nothin'  
gonna bother us.

PUSH IN CLOSE on the microtransmitter on Quickstrike's back, still  
persistently (SFX) BEEPING. Tarantulas's claw suddenly dips into frame and  
plucks it off Quickstrike's back.

Tarantulas(R) CRUSHES the Transmitter in his claw.

TARANTULAS(R)  
I won't be needing the Maximals after all.

QUICK CUT TO:

EXT. WASTELANDS - RATRAP(V) \*\*, SILVERBOLT(B)

Ratrap(V)\*\* in Vehicle Mode rolls along scanning the terrain. His eyes are  
in tracking mode. Silverbolt FLIES overhead.

ROBOTIC POV - For a beat, we can SEE a BLINKING ICON on a scanning grid  
that indicates the source of the signal, then the ICON DISAPPEARS from the  
screen.

RATRAP(V,VO) \*\*  
(startled)  
-- Hey! Where'd it go?

Ratrap looks up at the circling Silverbolt.

RATTRAP(V) \*\*

We lost the signal. So whadda we s'posed t' do now?

SILVERBOLT

Follow our noses of course.

RATTRAP(V) \*\*

Considering the honkers we got, it's worth a shot.

They move on, Rattrap Sniffing the terrain as he rolls along.

FADE OUT.

END ACT ONE



ACT TWO

FADE IN:

EXT. BOX CANYON - DAY - SOON AFTER

PUSH IN on the mouth of that large cavern. DURING:

QUICKSTRIKE(R)(VO)  
Only thing wrong with t'day so far...

INT. THE CAVERN - CONTINUOUS

WE see the three Predacons in ROBOT MODE, constructing the refueling station. Quickstrike uses lasers from his cobra hand to weld a computer bank into place.

QUICKSTRIKE(R,CONT'D)  
...Ain't had me a chance t' whup nuthin'.

Blackarachnia DRILLS a support girder into place.

BLACKARACHNIA(R)  
You know, properly defended, this cavern would make an almost perfect fortress.

Tarantulas looks around the cavern.

TARANTULAS(R)  
(considering)  
Yes I suppose it would...?

Blackarachnia(R) eyes Tarantulas as he moves further back into the cavern and finds a store of energon cubes there. Blackarachnia follows him, stealthily.

TARANTULAS(R) \*\*  
(sotto)  
This much energon could sustain a frugal Predacon for quite some time, but --

BLACKARACHNIA(R) \*\*  
(interrupting)  
Something's percolating in that devious brain of yours.

Tarantulas gestures grandly.

TARANTULAS(cont'd)  
You're right about this place. It would make a perfect new lair... For all of us.

BLACKARACHNIA(R)  
Look, I know you're upset about you're old lair being destroyed in the Big Burn...  
(Suddenly realizing)  
What do you mean "all of us"

TARANTULAS(R)  
You, me and perhaps the Fuzor as well. An arachnid trio allied against Megatron and Maximals alike.

Blackarachnia looks at Tarantulas incredulously.

BLACKARACHNIA(R)

Side with you against Megatron? You're out of your mind "Webs"! \*\*

Tarantulas taps the side of his head with one appendage.

TARANTULAS(R)

And inside yours, remember? So you really have no choice now, do you?

Quickstrike(R) yells to them.

QUICKSTRIKE(R)

Hey I gotta do all the work around here?

Tarantulas(R) moves to him. Blackarachnia follows, glaring.

TARANTULAS(R)

Tell me Quickstrike, how do you feel toward Megatron?

QUICKSTRIKE(R)

Boss-Bot? He's done okay leadin' us so far.

(he thinks for a beat)

'Fact, mah only complaint is not havin' enough keisters t' whale on regular-like.

Grinning, Tarantulas puts an appendage around Quickstrike.

TARANTULAS

Side with me against him,, Fuzor, and you'll have ample opportunity to prove how tough you are.

Quickstrike(R) mulls over the offer.

QUICKSTRIKE(R)

Ah will, huh? Sounds good. De-struction is better than con-struction if you get my drift. Still Megatron's pretty tough. - ?

TARANTULAS(R)

I see. You fear him.

Quickstrike bristles!

QUICKSTRIKE(R)

There's nothing crawls, walks, flies or swims that I'm afraid of. Count me in.

Quickstrike turns away in a huff, then turns back.

QUICKSTRIKE(R,CONT'D)

But if yer lyin', spider-bot, yers'll be the first keister I dropkick.

Tarantulas(R) nods in acknowledgement, looks at Blackarachnia(R) who frowns.

TARANTULAS

Now there is nothing to stop me.

CUT TO:

EXT. WASTELAND - SILVERBOLT(B), RATTRAP(V)

Rattrap(V) rolls along, then stops. Silverbolt flies overhead.

RATTRAP(V)

I might have lost the signal but I swear I smell spider.

Silverbolt(B) flies into frame, lands beside Rattrap(R).

SILVERBOLT(B)

Have you found something my friend?

RATTRAP(V)

Take a whiff?

Silverbolt(B) sniffs, GROWLS.

SILVERBOLT(B)

The Spiders... And Quickstrike, I think. The scent is faint --

Silverbolt moves around following the scent. He finds something.

SILVERBOLT(B)

Rattrap, here!

Rattrap(V) joins him and they both examine some tracks in a sandy part of the rocky ground. They are the tracks of the arachnids and the cargo haulers.

SILVERBOLT(B, CON'T.)

Three of them alright. Carrying heavy equipment of some kind I would say. \*\*

RATTRAP(V)

With my luck it'll be a megacannon.

SILVERBOLT(B)

Whatever comes we shall face it Let us track them down. \*\*

Silverbolt(B) flies off following the trail, as Rattrap shakes his Head.

RATTRAP(V)

And I thought Optimus's speeches were bad!  
(SIGH)

CUT TO:

INT. THE CAVERN - CONTINUOUS

Blackarachnia(R) holding a girder she's about to put into place, surreptitiously watches Tarantulas, clearly enjoying himself, CHUCKLING as he works.

BLACKARACHNIA(R)

(sotto)

Laugh while you can, spider-boy. When the time is right, that datatrax I downloaded will mean the end of --

Suddenly, as if sensing Blackarachnia is thinking about him, Tarantulas WHIPS his head toward her, glowering.

TARANTULAS(R)  
(interrupting)  
Something on your mind?

BLACKARACHNIA(R)  
(startled)  
Me? Wh-whatever do you mean?

Tarantulas advances toward her now, clearly annoyed.

TARANTULAS(R)  
Don't play coy with me. I'll scan your mind for the answers if I have --

CLOSE ON BLACKARACHNIA(R) \*\*

effort showing on her face, as she fights a mental battle.

TARANTULAS(R) RECOILS from this, startled. \*\*

TARANTULAS(R)  
(startled)  
-- Remarkable! A section of your circuits has been blocked to me!

STRAINING from the effort, Blackarachnia starts to SWEAT.

BLACKARACHNIA(R)  
Don't know...what you're...talking about.

Tarantulas comes CLOSER, pushing their mental link.

TARANTULAS(R)  
Open your mind to me. OPEN it! NOW!

Suddenly, Blackarachnia SCREAMS as the strain becomes too much for her, and before Tarantulas can react, she (SFX) SLAMS him with the girder she's been holding, knocking him OS.

BLACKARACHNIA(R)  
(scream of pain and effort)

As Tarantulas recovers, Blackarachnia TRANSFORMS to BEAST MODE and flees down the tunnels.

TARANTULAS(R) \*\*  
Of course, you realize this means war.

CUT TO:

INT. PREDACON BASE - SIMULTANEOUS

Megatron(R) sits in his command chair, talking to Waspinator(B) on screen, the finished jamming tower behind Waspinator.

WASPINATOR(B)

Job done, Megatron. Waspinator and firebug be back soon.

MEGATRON(R)

You have done well, Insect, yes.

Megatron punches a button that ends communication and Waspinator salutes crisply as his image vanishes. Megatron activates a second screen, but all he gets on the screen is STATIC.

MEGATRON(R)

I wonder how the others are faring.

(he presses the second button)

Tarantulas? Come in, Tarantulas. Blackarachnia? Quickstrike? Anyone?

SIGHING, Megatron punches a button, and the screen vanishes.

MEGATRON(R)

(angry)

Blast those arachnids! What are they up to now!? \*\*

CUT TO:

INT. CAVERN - CONTINUOUS

Tarantulas(R) TRANSFORMS into Beast Mode and races thru the tunnel, searching for Blackarachnia.

TARANTULAS(B)

You can run, she-spider, but you can never hide.

Rounding a corner, Tarantulas(B) stops short.

TARANTULAS(cont'd)

When I get my claws on you, I'll --

(stopping, startled)

-- huh? \*\*

TARANTULAS' POV - BLACKARACHNIA(R)

She has TRANSFORMED into Robot Mode, and now holds an energon cube she has taken from the pile behind her in her claw. She holds a TUNING-FORK like gizmo in the otehr hand.

TARANTULAS(B) \*\*

And just what do you think you're doing?

BLACKARACHNIA(R) \*\*

I'm tired of being your slave. Either terminate the link between us, or I'll crack this cube. You know what will happen then.

Tarantulas(B) TRANSFORMS into Robot Mode.

TARANTULAS(R)

You don't have the nerve. Besides, I can stop you with a single thought.

BLACKARACHNIA(R)

Maybe. But I'm betting the energon radiation will interfere with our link.

TARANTULAS(R)

(grinning)

Will it? Let's find out.

Suddenly, Blackarachnia's body SPASMS as Tarantulas tries to take control again. She struggles to retain dominance.

BLACKARACHNIA(R)

(straining)

I...warned...you...

CLOSE ON BLACKARACHNIA'S CLAW

as she TAPS the CUBE with the Tuning fork. It releases its energy like escaping gas.

WIDEN to reveal Blackarachnia now enveloped in energon radiation, which coruscates up and down her body. She SCREAMS.

TARANTULAS(R)

Demon! What have you done?

And, off Blackarachnia's screaming face, we:

FADE OUT.

END ACT TWO

## ACT THREE

FADE IN:

INT. CAVERN - CONTINUOUS

Blackarachnia SCREAMS as energon radiation ripples up and down her body, while Tarantulas watches, astonished.

TARANTULAS(R)  
Stop this insanity, she-spider! Throw the cube  
away!

BLACKARACHNIA(R)  
(in pain)  
N-n-never...! I will be free, one way or another!

TARANTULAS(R)  
Fine then. Go ahead and delete yourself for all I -  
-

Suddenly, Tarantulas SCREAMS as well, clutching his head with both hands, as the energon radiation climbs his body, too.

TARANTULAS(cont'd)  
-- (SCREAM OF AGONY)!  
(then, realizing:)  
No...cyberlink works...both ways! I share...your  
pain...

The cracked energon cube has begun to PULSE now, glowing brighter, HOTTER. Still, Blackarachnia holds on.

BLACKARACHNIA(R)  
(through her pain)  
Then sever...the link...Tarantulas...! Save  
us...both...

TARANTULAS(R)  
(teeth gritted)  
No...NO!!!!!!

Glowing, Blackarachnia glares at Tarantulas, then NODS, grimly.

BLACKARACHNIA(R)  
(through the pain)  
Then we go... off-line...together...!

Enveloped in energon radiation, Tarantulas struggles to overcome the pain, but it just grows worse, becoming unbearable.

TARANTULAS(R)  
(in agony)  
Can't let...you win...! Can't...

Finally, the pain becomes too much. SCREAMING, Tarantulas turns away from Blackarachnia, breaking their link permanently. Almost instantly, the radiation effect FADES from his body.

TARANTULAS(R)  
(screaming)

...ENOUGH! The link is broken! Get out of my mind!  
Get OUTTTTT!!!

Whirling, Blackarachnia throws the pulsing energon cube as far away as possible down one of the tunnels. An instant later, there comes a terrific (SFX) EXPLOSION, which almost knocks everyone off their feet.

Exhausted, Blackarachnia collapses to her knees, as the radiation effect FADES.

BLACKARACHNIA(R)  
(exhausted, yet triumphant)  
I told you...I'd be free...

Recovering, a furious Tarantulas moves toward her.

TARANTULAS(R)  
But you won't survive to gloat about it! I'm going  
to take you apart, piece by treacherous --

But, before Tarantulas can strike, an excited Quickstrike, now in Beast Mode, rushes in, pointing behind him.

QUICKSTRIKE(B)  
Better save it fer later, Big T. We got trouble  
brewin' outside. Trouble wit' a capital 'M'.

EXT. CAVERN - CONTINUOUS

The Predacons rush outside, to see Rattrap and Silverbolt approaching at top speed.

TARANTULAS(R)  
(like it's a dirty word)  
Maximals!

QUICKSTRIKE(B)  
Finally, somethin' Ah kin sink mah teeth inta!  
Quickstrike -- TERRORIZE!

Quickstrike TRANSFORMS into Robot Mode.

Rattrap and Silverbolt see this and react.!

SILVERBOLT(B)  
Maximize!

SILVERBOLT TRANSFORMS into Robot Mode, Rattrap(V) \*\* stays in vehicle mode but revs his ENGINES.

SILVERBOLT(R)  
Be cautious, my friend. We don't know what we're  
getting into here.

RATTRAP(V) \*\*  
Have we ever?

Quickstrike OPENS FIRE with a barrage from his tail cannon, trying to knock Silverbolt out of the sky.

QUICKSTRIKE(R)



Let's take these tin horns down!

Silverbolt(R) gracefully avoids the blasts, and FIRES BACK.

Silverbolt's blast strikes the ground at Quickstrike's feet, knocking him aside.

Blackarachnia(R), meanwhile, FIRES her machine guns at Rattrap.

On his wheels, Rattrap(V) weaves back and forth, avoiding the blasts.

RATTRAP(R)  
What're those misfires up to this time?

Silverbolt BLASTS AWAY at Tarantulas.

SILVERBOLT(R)  
I have no idea. I also have no intention of letting them succeed.

WIDE ANGLE

While Blackarachnia(R) and Quickstrike(R) keep FIRING at the Maximals, Tarantulas sees that they're occupied, and quietly sidles away.

Blackarachnia(R) STRAFES Silverbolt(R), one blast clipping his wing.

SILVERBOLT(R)  
(grunt of impact)

Silverbolt(R) GROWLS and recovers, then resumes the attack. \*\* Rattrap sees this, TRANSFORMS to ROBOT MODE, whips out a blaster.

RATTRAP(V)  
Attaway, flybot. Take out the spider, I'll handle the Fuzor! \*\*

But, remarkably, Silverbolt(R) HALTS in mid-air, looking toward Blackarachnia(R). Rattrap is stunned.

RATTRAP(R)  
Whadda you waiting for Bolt! Blast her.

SILVERBOLT(R)  
No, my friend. It is not right to strike a female, even a female Predacon.

Rattrap(R) SLAPS his forehead in frustration.

RATTRAP(R)  
Pal, that widow's 'bout as female as a piston.

Silverbolt glances at Blackarachnia, unable to believe this.

SILVERBOLT(R)  
Perhaps. Perhaps not.

so Silverbolt blasts the attacking Quickstrike instead.

SILVERBOLT(R)

But I have no such compunctions about dealing with  
this lowlife scum.

Blackarachnia(R) looks at Silverbolt(R) for a beat, confused, almost admiringly, then she blasts the startled Rattrap(R) aside.

BLACKARACHNIA(R)  
Well, I'll be... he's serious.

Weapons blazing, Silverbolt starts to get the upper hand against Quickstrike, driving him back.

SILVERBOLT(R)  
You claim to be the toughest of us all, snake, but you've done little to prove it.

QUICKSTRIKE(R)  
Jest keep jawin'', wolfie, while ya still got yerself a head.

But just as it looks like Silverbolt is about to triumph, he is suddenly blown off his feet by a blast from OS.

SILVERBOLT(R)  
(grunt of impact)

All heads turn - to see Tarantulas charging toward them, FIRING.

TARANTULAS(R)  
What kind of Predacons are you? Keep fighting!  
We've got to keep the Maximals away from the cavern at all costs.

QUICKSTRIKE(R)  
We're holdin' our own, ace. How 'bout you?

STILL FIRING, Rattrap(R) looks at Silverbolt(R), curious.

RATTRAP(R)  
That cavern, huh? Wonder what's in there?

SILVERBOLT(R)  
Perhaps we should find out.

WEAPONS BLAZING, the Maximals fight their way toward the cavern, as the three Predacons FIRE BACK, trying to hold them at bay.

QUICKSTRIKE(R)  
No, you don't, tinhorns. Ain't nobody gettin' inside there 'cept --

Suddenly, before Quickstrike can complete his sentence, the cavern entrance behind them (SFX) EXPLODES in a huge blast that knocks everyone forward, off their feet.

As they stagger to their feet, everyone looks toward the cavern, to SEE that the explosion has collapsed its mouth, sealing it.

BLACKARACHNIA(R)

(stunned)

Wh-what happened?

(LINE OMITTED) \*\*

RATTRAP(R)

(to Silverbolt)

Nice shot... \*\*

SILVERBOLT(R)

It was not I... \*\*

RATTRAP(R)

Then who...?

Suddenly, a savage burst of FIREPOWER from Tarantulas(R) bursts around the Maximals. Tarantulas turns to his teammates, gesturing for them to follow him. \*\*

TARANTULAS(R)

They've destroyed the cavern. Back to base!

BLACKARACHNIA(R)

I didn't want to be here in the first place

As they retreat, Quickstrike(R) glares at Silverbolt(R).

QUICKSTRIKE(R)

Ya lucked out this time, tinhorn, but one day, you an' me gonna have it out fer real.

As the Predacons race toward the valley's mouth, Rattrap(R) and Silverbolt(R) look after.

RATTRAP(R)

I suppose you want to chase them?

Silverbolt(R) surprises him.

SILVERBOLT(R)

Why bother, little mouse?

Silverbolt turns to look at the collapsed cavern, smoke and dust still rising from the rubble.

SILVERBOLT(R, cont'd)

The day is won. The battle is done. What say we just leave it at that? \*\*

PAN BACK from the smoking cavern mouth, to the two Maximals as they TRANSFORM and head home.

RATTRAP(V)

Y'know, bird-dog, that's about the first thing you said today that makes sense.

WIPE TO:

INT. PREDACON BASE - EVENING

Megatron(R) sits in his command chair, flanked by Waspinator(R) and Inferno(R), as Tarantulas(R), Blackarachnia(R), and Quickstrike(R) enter the command room.

MEGATRON(R)

What took you so long? Inferno and Waspinator completed their task two megacycles ago?

QUICKSTRIKE(R)

We had a mite'a trouble, boss-bot, wit' them miserable Maximals. They jes' 'bout ruined everythin'.

MEGATRON(R)

(leaning forward, anxious)  
Everything? The energon station...?

TARANTULAS(R)

A total loss. The energon cubes, as well. I'm afraid we'll just have to start over again...somewhere else.

Megatron can barely contain his frustration and rage.

MEGATRON(R)

Of all the incompetent, imbecilic...

Rising to his feet, Megatron points to the exit.

MEGATRON(R, cont'd)

(furious)  
Get out! Get out, all of you! Get out before I turn you all to slag!

CLOSE ON TARANTULAS(R)

a sly SMILE playing at the edges of his mouth.

TARANTULAS(R)

As you command Megatron.  
(soft laugh)

WIPE TO:

EXT. THE COLLAPSED CAVERN - NIGHT

PUSH IN on the wall of collapsed rubble, as we HEAR the (SFX) SOUNDS OF HEAVY CONSTRUCTION coming from inside.

DISSOLVE THRU WALL TO:

INT. CAVERN - CONTINUOUS

where we find Tarantulas in Robot Mode, happily putting a computer on-line in his new lair.

TARANTULAS(R)

(singing)  
Be it ever so humble, there's no place like home...

He PAUSES for a beat and looks around, master of all he surveys.

TARANTULAS

Amazing what one well-placed charge can do, isn't it?

Then he throws his head back triumphantly. And, off his (SFX) HYSTERICAL LAUGHTER, we:

FADE OUT.

END OF EPISODE

**CAST LIST**

**MAXIMALS:**

OPTIMUS PRIMAL  
RHINOX  
CHEETOR  
RATTRAP  
SILVERBOLT

**PREDACONS:**

MEGATRON  
TARANTULAS  
BLACKARACHNIA  
QUICKSTRIKE  
WASPINATOR  
INFERNO

**SET LIST**

**INTERIORS:**

PREDACON BASE, COMMAND CENTER AND SUPPLY ROOM  
MAXIMAL BASE - COMMAND CENTER  
A CAVERN - Honeycombed with tunnels (This is going to become the new lair of Tarantulas).

**EXTERIORS:**

PREDACON BASE  
MAXIMAL BASE  
THE WASTELANDS - Blasted Terrain  
BOX CANYON  
CAVERN ENTRANCE  
"COLLAPSED" CAVERN

**PROPS**

MICROTRANSMITTER - A very small transmitter with a magnetic clamp which Tarantulas slaps on Quickstrike's back.

TUNING-FORK-LIKE GIZMO - A weird kind of device, like a tuning fork, but stranger. Blackarachnia uses it to crack open an Energon Cube.

ENERGON CUBE

GIRDERS, CARGO CONTAINERS - Construction equipment

CARGO HAULER - Like a small U-Haul Trailer, which Tarantulas carries behind him in Vehicle Mode.

# **BEAST WARS**

SHOW #30

**"Tangled Web"**

(TELEPLAY)

WRITTEN BY

LEN WEIN

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