

THE MATRIX RELOADED

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1 INT. THE MATRIX

1 *

Passing through the two-dimensional sheet of code that formed the main title, we enter a three-dimensional world of code.

Drifting through a universe built entirely of phosphorescent characters, we begin to sense shapes.

The enormous teeth of slow grinding gears drive a vast green scintillant kaleidoscope of churning cogs and ratcheting springs connected to--

Two immense armatures jutting from a central shaft that, as we glide away from coalesce, becoming the hands of--

A punch clock.

2 INT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT

2 *

Just as the minute hand clicks over to midnight, a man's hand sweeps in, forcing a time card into the clock's gullet.

Ka-chunk.

MAN

See you tomorrow.

A group of security guards have punched out, their shift over.

3 EXT. REAR OF REROUTING FACILITY - NIGHT

3 *

The city power grid maintenance and routing facility.

The off duty guards exit into a main courtyard in front of the seventy-story building that is smeared with yellow-green security klieg light.

The four men head for a ramp that leads down into an underground parking structure as a motorcycle revs with a scream of rubber in the distance.

One guard pauses, looking up over his shoulder and beyond the eight-foot cinderblock perimeter wall, at the uppermost level of the parking garage across the street as he hears--

The sound of the shrieking engine rise, amplified in the concrete canyon, escalating toward the inevitable.

The other three security guards turn almost simultaneously as the big black metal beast leaps into the open air above. It hangs in space for a moment, flying surreally, the rider, a black vinyl-clad valkyrie.

GUARD

Holy shit...

4 EXT. REAR OF REROUTING FACILITY - OPEN AIR ABOVE - NIGHT 4 *

They watch in disbelief as she pushes off the bike, still in mid-air, somersaulting backwards--

Landing hard in the driveway just as the motorcycle crashes through the roof of the security station.

Ka-boom!

5 EXT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT 5 *

The security bunker comes apart like wet cardboard, its walls separating against the furiously expanding fireball.

The woman rises, backlit by the twisting squall of flame, hot debris raining into the courtyard.

GUARD
oh my god.

The four men claw for their weapons as she is suddenly on top of them, a shadowy wraith, slippery fast. She leaps into the air.

A scissoring jack hammer kick crushes one guard's windpipe, her other foot caving in the jaw of a second.

Desperate shots ring off the asphalt around her as she lands and rolls. She plants a foot, spinning back at the gunman, kicking a smoking 2x4 off the ground at him.

And in one final blurring motion, she wrenches her helmet off, swinging it in a brutal uppercut at the last guard's chin.

His face shatters like a potato chip before he flies backward, crumpling to the ground.

The woman drops the helmet and lifts a cell phone to her ear.

It is Trinity.

TRINITY
I'm in.

Suddenly, Trinity and the courtyard behind her disintegrate, overtaken by the frenzied mass of code as before. It shifts and seethes, a twisting digital mercury snake bed.

We rush along the writhing landscape, whipping through the green arteries of the building, space and time--

Entering a code-built elevator shaft, rocketing straight up, gaining on the rising elevator, passing through its bottom carriage as--

5

Sizzling lines of code shoot into the body of a man, sending an electronic spasm through the code of his body, changing it, overwriting it.

The code world reforms.

6

INT. REROUTING FACILITY - ELEVATOR - NIGHT

6 *

We realize we have seen an Agent take-over, beginning at a code level and as the transformation is completed, we see the security guard's body subsumed. The Agent is a new model: Agent Jackson.

His sunglasses snap into place just as the elevator dings and opens, revealing--

7

INT. REROUTING FACILITY - ELEVATOR/CORRIDORS - NIGHT

7 *

Trinity, stunned for a moment, grabbing for a gun but too late as--

Agent Jackson attacks with a fury, overwhelming her just as she overwhelmed the guards.

She fights desperately but has absolutely no chance, until he smashes her through a wall and before he can finish her--

She's up, finding her feet, diving into the dark labyrinth of the office building.

Agent Jackson is immediately in pursuit, hunting, just behind her.

She tries to get to the stairs but the door opens and another Agent, named Thompson, steps out, turning just as she dives out of sight.

Agent Thompson pauses, touching his earpiece as--

The world again dissolves into code and we zigzag through the maze at a blistering pace until--

We pass through a window, looking straight down the face of a wall of streaming code; a waterfall of geometric perspective that again re-forms.

8

EXT. FRONT OF REROUTING FACILITY - NIGHT

8 *

We slow into a steady descent along the smooth perfect glass face of the skyscraper, staring at the lights of traffic far below until--

KE-RASH!

Trinity explodes out into the air, high above the street.

The shards of glass float around her, twinkling in the night. As she falls, she twists her body, lifting her guns, aiming back toward the window she jumped from--

At another Agent named Johnson now leaping after her, firing as he falls. *

Trinity's guns light up and we enter Bullet Time.

She drifts by, story after story, the earth tugging her down as the Agent's bullets hum around her like a fleet of tiny zeppelins.

We see Trinity's face frozen in a teeth-gnashing growl, twin flames at the mouth of each of her guns, throbbing like orange jellyfish. Double-helix ladders of bullet casings twist up and away from the hot regurgitating gun slides.

Behind her, the ground closes in.

With their widening wakes, her hail of bullets seem more like a bed of spikes whistling up to impale Agent Johnson. *

As Trinity falls away from him, still firing, exit wounds begin to open up on his back, arms and legs, blooming like time-lapse flowers.

But he fires a final shot.

It cuts through the space between them steadily like a torpedo and as the world rushes up at Trinity, we see it enter her midsection.

Trinity eyes widen, her guns suddenly silent, as she falls away from us soundlessly, until--

9 EXT. FRONT OF RECURTING FACILITY - STREET - NIGHT 9 *

She crashes onto the roof of a parked car; its wheels buckle, axles snapping beneath it, and as the windows detonate in a cacophonous thunder clap--

10 INT. NEBUCHADNEZZAR - NEO'S ROOM - NIGHT 10 *

Neo awakes, his eyes snapping open.

In the darkness, the Nebuchadnezzar whispers a low unending murmur.

Slowly, he lifts himself from his bed, a sheen of sweat glistening his forehead.

Stepping through the door, Neo looks back at Trinity still asleep in his bed, the ghost-image of her death burned in his retina.

11 EXT. SEWER - NIGHT 11 *

The *Nebuchadnezzar* emerges out of a thick frozen mist.

With its grotesque welded scars and steel plate patch work, it looks to have seen better days, though it still blisters by in a crackle of electromagnetic afterburn.

12 INT. NEBUCHADNEZZAR - COCKPIT - NIGHT 12 *

A man's sure hands grip the controls of the immense machine, guiding it with a practiced ease.

LINK

Sir? Sir, are you sure about this?

We recognize the voice immediately.

MORPHEUS

We're almost there.

Morpheus pilots the ship, staring down the black bore of sewer pipe at something perhaps only he can see.

MORPHEUS (CONT'D)

...almost there.

*

Link sits in the co-pilot seat, anxiously studying the holographic radar.

LINK

I understand sir but, it's just, I'm scoping some serious Sentinel activity up here.

MORPHEUS

I told you, we'll be all right.

13 INT. SEWER - NIGHT 13 *

The *Nebuchadnezzar* weaves through a series of tributaries until reaching a large crack in the pipeline.

The ship spins gracefully, slipping up inside the jagged opening before nestling into the hidden pocket of rent, stratified earth.

14 INT. NEBUCHADNEZZAR - COCKPIT - NIGHT 14 *

Both men work quickly, shutting down the ships main operating power. As the cockpit grows quiet and dark, Link softly sighs with relief.

MORPHEUS

Link.

LINK
Yes sir?

MORPHEUS
Given your situation, I can't say I completely understand why you volunteered to operate on this ship but if you want to continue to do so I have to ask you to do one thing.

LINK
What's that, sir?

MORPHEUS
To trust me.

LINK
Yes sir, I will sir, I mean, I do sir.

MORPHEUS
I hope so. Now, re-patch the main AC to the hard drives and prepare to broadcast.

LINK
Yes sir.

15 INT. NEBUCHADNEZZAR - MESS HALL - NIGHT

15 *

Neo sits in the darkness of the empty galley, steam rising from a hot drink between his hands.

He looks up to find Trinity at the door.

TRINITY
You still can't sleep?

Neo shakes his head as she sits down beside him. She touches his hand.

TRINITY (CONT'D)
It might help to talk.

*

NEO
They're just dreams.

She knows there is something he is unable to say.

TRINITY
If you're afraid of something--

NEO
I just wish... I wish I knew what
I'm supposed to do. That's all. I
just wish I knew.

TRINITY
She's going to call. Don't worry.

Link enters.

LINK
Here you are.

TRINITY
Are we ready to go?

LINK
We're already late.

16 INT. SUB-METRO ACCESS AND TRANSIT SYSTEM - NIGHT

16 *

A tough looking woman tosses a pile of thermal photographs
and corresponding data across a table.

NIOBE
These geo-therms and the seismic
data from Zion confirm the last
transmission of the Osiris.

Her name is Niobe, Captain of the Logos, the fastest ship in
the fleet.

NIOBE (CONT'D)
The Machines are digging.

*

The Captains and First Mates of every crew have gathered in a
labyrinth of tunnels beneath the city's main transit system.

Hard and dangerous looking men and women lurk around the long
folding table that sits in the center of the room, awash in
pools of light from hanging hooded bulbs. Representatives
from twelve different ships, all in all totalling forty-two.

At each entrance, a guard hovers, cradling a large automatic
weapon.

NIOBE (CONT'D)
They are boring right from the
surface, straight down to Zion.

*

TIRANT
Muther--

SOREN
They'll avoid the entire perimeter
defense.

ICE

How fast are they moving?

NIOBE

Control estimates their descent at one hundred meters an hour.

ICE

Shit.

SOREN

How deep are they?

NIOBE

Almost two thousand meters.

TIRANT

What about the scans from the Osiris?

AJAX

They can't be accurate.

NIOBE

They may be.

ICE

What?

AJAX

That's impossible!

KALI

That would mean there's a quarter-million Sentinels up there.

NIOBE

That's right.

AJAX

That can't be.

MORPHEUS

Why not?

They turn as Morpheus emerges from a long brick corridor, his sunglasses floating in the darkness like alligator eyes.

MORPHEUS (CONT'D)

A Sentinel for every man, woman, and child in Zion.

*

Trinity and Neo enter with him.

MORPHEUS (CONT'D) *
That sounds exactly like the
thinking of a Machine to me.

NIOBE
Morpheus, glad you could join us.

MORPHEUS
Niobe.

They exchange something private in their looks.

MORPHEUS (CONT'D) *
My apologies to all but, as you
are undoubtedly aware, it has
become increasingly difficult to
locate a secure broadcast
position.

VECTOR
Squiddy's got all my best spots.

ICE
The mainlines are crawlin' with
them.

GHOST
And if Niobe's right, in seventy-
two hours, there's going to be a
quarter-million more.

BALLARD
What are we going to do about it?

NIOBE
We do what Commander Lock ordered
us to do. Evacuate from broadcast
levels and return to Zion.

MORPHEUS
And does the Commander have a plan
for stopping two hundred fifty
thousand Sentinels?

NIOBE
A strategy is still being
formulated.

MORPHEUS
I'm sure it is.

Neo cocks his head as if sensing something in the shadows.

SOREN
What do you think we should do,
Morpheus?

MORPHEUS

I think we should proceed as ordered, however, I must ask one of you for help.

Trinity turns to Neo who is staring out over his shoulder into the dark and whispers to him.

TRINITY

What's wrong?

NEO

I don't know...

MORPHEUS

Some of you believe as I believe. Some of you do not. Those that do, know that we are nearing the end of our struggle and that the prophecy will soon be fulfilled. But before it can be, the Oracle must be consulted.

Neo rises and slips away from the table.

MORPHEUS (CONT'D)

We have waited as long as possible but our ship sits with barely enough power to get home. If we return now and re-charge, we could be back inside thirty-six hours, well before the Machines reach this depth.

NIOBE

Do you understand what you're asking?

MORPHEUS

I'm asking for one ship to remain in our place in case the Oracle should attempt to contact us.

BALLARD

Bullshit, you're asking for one of us to deliberately disobey a direct order.

MORPHEUS

That's right, I am. But as we well know, the reason that most of us are here is our affinity for disobedience.

*

*

*

ROLAND

What happens if you get back to Zion and the Commander throws you in the stockade?

MORPHEUS

He won't.

Ballard bursts into laughter.

BALLARD

Goddamnit, Morpheus, you ain't never gonna change. Shit, I'll do it, just to see what Deadbolt does to you. You got thirty-six hours, but that's all.

*
*

MORPHEUS

Thank you.

17 EXT. ALLEY - NIGHT

17 *

A shiny new four-door rolls down the narrow brick alley easing to a stop, its high beams blaring against a metal maintenance access door.

The car door opens, a silhouetted suit stepping out, crossing for the door.

He knocks once, the heavy steel ringing loudly and a peep slot slides open.

18 INT. ACCESS HALL - NIGHT

18 *

A man named Corrupt looks through the slot, a rectangular swatch of light cutting across his face.

SUIT

I'm looking for Neo.

Wurm, another guard, hefts a sawed-off shotgun.

CORRUPT

Never heard of him.

The figure reaches into his side pocket.

SUIT

I have something for him. A gift.

He holds up a letter-sized envelope that bulges slightly at its center.

SUIT (CONT'D)

You see, he set me free.

*

He slides it through the slot to Corrupt who peers past him to the other figures in the car.

CORRUPT
Fine. Whatever. Now piss off.

The shadow turns back for the car as the slot snaps shut.

Corrupt turns to see Neo running up the stairs, his coat swirling behind him.

NEO
Who was that?

WURM
How did you know someone--

Neo pushes past them through the door but the alley is empty, the car is gone.

CORRUPT
He gave you this.

Corrupt hands him the envelope.

WURM
He said you set him free.

Neo tears open the envelope and pours the contents into his hand; an Agent's earpiece.

He locks down the alley.

WURM (CONT'D) *
Is everything all right, sir?

Neo quickly turns back into the access hall, slamming shut the door and throwing the heavy deadbolt.

NEO
The meeting is over. Retreat to your exits. Agents are coming.

CORRUPT
How--?

WURM
Agents?

Toom! The iron door suddenly bulges, rivets popping around a fist-shaped imprint.

NEO
Go!

The door shrieks again in another cratering blow and the two soldiers sprint down the stairs.

Neo steps back, as another blow blasts the door from its hinges.

Three new Agents: Thompson, Jackson and Johnson step through the rent opening swirling with dust.

NEO (CONT'D)
Hiya fellas.

*

Automatically the Agents reach for their guns, but stop short of drawing them suddenly recognizing their enemy.

AGENT THOMPSON
It's him--

AGENT JACKSON
The anomaly.

AGENT JOHNSON
Do we proceed?

AGENT THOMPSON
Yes.

AGENT JACKSON
He is still--

AGENT JOHNSON
Only human.

*

Agent Thompson hurls himself at Neo.

Their exchange is an impossible blur, fists and feet used with the bolt action speed of a machine gun. Neo at first seems to have the upper hand and delivers a vicious right cross but--

Agent Thompson catches it.

In the silence of the deadlock, Neo eyes the Agent up and down.

NEO
Hmm. Upgrades.

Neo whirls, snapping free of the hold, as the three Agents rush Neo.

Their attack is a devastating onslaught of speed and power closing in around Neo like a vise. But Neo is a mirage, slipping and flipping around them in a deadly counter attack, heaving the Agents in the air.

19 EXT. ALLEY - NIGHT

19 *

Finally it is over, Agent Thompson kicked into a lamp post, folding him at an unnaturally acute angle. The vibration from the impact loosens the glass cover which falls, exploding on the ground, its echo fading from the alley, until silence.

Neo scans the alley, peering into the coded curtain folds of the Matrix, sensing something hidden just beyond his sight.

The quiet of the Matrix closing in on him, Neo suddenly jumps into the air, soaring off into the night.

After a moment, the distant drone of a car can be heard. It rises steadily until a set of headlights sweep into the alley.

A pair of executive black leather shoes step from the car.

Crunching across the shards of glass, the shoes stop in the center of the alley where Neo last stood. The scrape of leather against brick, though, does not stop.

An identical pair of shoes join the first.

MAN

That went as predicted.

It is the voice of the man Neo "freed."

2ND MAN

Yes.

Though we can hear the perspective change as the second man speaks, the voices are so alike it seems the first man is answering himself.

MAN

It is happening exactly as before.

We rise up the razor-sharp pleated pant-leg to the man's face.

Agent Smith.

He smiles slightly as he turns to an identical copy of himself.

AGENT SMITH

Well, not exactly.

20 EXT. CITY STREET - NIGHT

20 *

A dark green reptilian Lincoln glides along the streetlight-dappled asphalt.

21 INT./EXT. LINCOLN - NIGHT 21 *

Trinity wrings the steering wheel, one eye on the road, one eye on Morpheus who is already on his cell phone.

MORPHEUS

Link, what happened back there?

LINK (V.O.)

I can't figure it out. Agents just came out of nowhere.

22 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 22 *

Link sits behind the mosaic of monitors at his Operator's Station.

LINK

But the code got all weird.
Encryption I've never read before.

Through his headset, we hear Trinity's voice in the background.

TRINITY (V.O.)

Is Neo okay?

LINK

Okay? Shit, Morpheus, you should have seen him.

MORPHEUS (V.O.)

Where is he now?

Link swings over, scanning a downpour of code and smiles.

LINK

He's doing his Superman thing.

23 EXT. SKY - NIGHT 23 *

We are rushing at incredible speed, skipping over a choppy sea of clouds like an adrenaline injected hydro-foil.

We emerge from a slate grey cloud bank into the open charcoal moonlit sky as Neo rockets over us. A wake of light-bending heat trails behind him, his coat whipping like a strobic Rorschach test.

He races forward at a staggering velocity, ripping through the air, then banking--

Dropping down through the wet blanket of low-hanging nimbostratus clouds, revealing the vast grid of the city, laid out like an enormous electric fisherman's net.

A guided missile, Neo plunges toward the sprawl. The ground screams up at him and, at the last second, he levels off--

Rolling, cutting, and slashing through the uniformed urban topography.

A row of tenement buildings opens up before him and he blazes toward one racing at it as if he were going to bore right through it. But suddenly, he twists, somersaulting at the pebble covered roof--

24 EXT. ORACLE'S BUILDING - TENEMENT ROOF - NIGHT 24 *

Slamming onto it, sticking a perfect feet first landing.

Neo rises from a half-crouch and starts for the roof access door, gravel crunching softly under his boots.

25 INT. ORACLE'S BUILDING - TENEMENT HALL - NIGHT 25 *

The elevator door sounds and mechanically grinds open. Neo steps from the carriage, starting down the long cinder block green hall for the Oracle's apartment.

26 INT. ORACLE'S APARTMENT - NIGHT 26 *

Neo gives a push to the already ajar front door. It cracks open.

NEO

Hello?

He steps inside.

NEO (CONT'D)

Hello...

He edges into the living room. A thick layer of dust covers the neatly arranged furniture like a shroud.

Her home is abandoned, its stillness unsettling.

NEO (CONT'D)

Where are you?

27 INT. PIPELINE - DAY 27 *

The deepest, blackest tunnels yet seen.

28 INT. NEBUCHADNEZZAR - COCKPIT - DAY 28 *

Link is piloting the ship.

LINK

This is the Nebuchadnezzar on approach, requesting access through Gate Three. Over.

29 INT. ZION - VIRTUAL CONTROL - DAY

29 *

A sleek, clean operations system; controllers sit in comfortable modern chairs effortlessly multi-tasking, interfacing with both the apparently real and the virtual. A hologram of the Nebuchadnezzar on its approach to gate three is surrounded by screens that seem like unframed, floating panes of glass with the colored light of data streaming across them.

VIRTUAL CONTROL

Nebuchadnezzar, this is Zion Control, maintain present velocity and stand by.

*

LINK (V.O.)

Roger that, Control.

The operator's hands glide across screens and keyboards like someone playing a musical instrument.

VIRTUAL CONTROL

This is Zion Control requesting immediate stand down of arms at Gate Three. We have the Nebuchadnezzar on approach, let's open her up.

*

GATE OPERATIONS (V.O.)

Roger that, Control.

30 INT. PIPELINE - DAY

30 *

The darkness is suddenly bisected with a razor's edge of light. The slit widens, pulled apart by the thunder of heavy machinery that spits clouds of billowing steam as light pours into the tunnel.

31 INT. NEBUCHADNEZZAR - COCKPIT - DAY

31 *

Beams of celestial radiant light guide the Nebuchadnezzar.

VIRTUAL CONTROL (V.O.)

Nebuchadnezzar, you are cleared through Gate Three to Bay Seven.

*

LINK

Roger that.

VIRTUAL CONTROL (V.O.)
Doors open, beds made. Welcome
home.

*

LINK
No place like it.

32 INT. ZION - DOCKING BAY - DAY 32 *

The Nebuchadnezzar glides in over the heavy battleship-type weaponry, several soldiers waving from the parapets of the gateway.

The docking bay is enormous, large enough to hold at least nineteen ships.

It is spherical and crowned with four major gated intersections and another eight smaller barred passages. It is a kind of mechanical heart that once united the subcutaneous systems of a vast urban sprawl.

Most of the other docks are already filled as the Nebuchadnezzar spins gracefully towards Bay Seven.

33 INT. ZION - GATE CONTROL - DAY 33 *

At the center of the dock, the armored gate control tower bustles with soldiers.

GATE OPERATIONS
Zion control, stand by for gate
three lock down.

34 INT. ZION - VIRTUAL CONTROL - DAY 34 *

The controller clicks open a connection.

VIRTUAL CONTROL
Copy that.

*

35 INT. ZION COMMAND CENTER - DAY 35 *

The real control, not as nice as its virtual counterpart; a dark cave lit with glowing sticks of pale bluish light. It looks like the technology of the Nebuchadnezzar; pipes, metal grated floors and cables like creeping vines crawling over the floor and up the walls.

The controller lays unconscious, jacked into the virtual system.

Behind him is his controller.

VIRTUAL CONTROL (V.O.)
The Nebuchadnezzar is down. Bay
Seven.

*

ZION CONTROLLER
Understood.

36 INT. NEBUCHADNEZZAR - CARGO BAY - DAY

36 *

The bay door opens with the grind of a tank tread's metal teeth.

A military escort led by a man whose scarred and weathered face looks more like a piece of driftwood waits as Morpheus steps down the gangway.

MORPHEUS
Captain Mifune.

MIFUNE
Captain Morpheus.

MORPHEUS
Are you here to see me to the stockade, Captain?

MIFUNE
Oh no, just helping to keep the peace.

*
*

ESCORT 1
Commander Lock demands--

ESCORT 2
Requests your immediate council, sir.

Morpheus smiles as the two soldiers look at each other nervously.

MORPHEUS
Link, I want this ship ready to go as soon as humanly possible.

LINK
Understood, sir.

Morpheus turns and leads the escort away.

NEO
What is it between them?

TRINITY
Morpheus and Lock?

Neo nods.

TRINITY (CONT'D)
Niobe.

*

NEO
Captain Niobe?

TRINITY
She and Morpheus were together.
Now she is with Lock.

NEO
What happened?

TRINITY
Morpheus went to the Oracle. After
that, everything changed.

NEO
Yeah... she can do that.

Trinity grabs her pack as someone yells.

KID
Neo! Neo!

A skinny, teenaged kid races across one of the bridges to Bay
Seven.

NEO
Oh no.

Trinity smiles.

TRINITY
How does he always know?

NEO
Doesn't he have anything better to
do?

TRINITY
You know what they say about the
life you save.

NEO
I didn't save his life--

Neo shoulders his bag as the kid reaches them, smiling but
out of breath.

KID
Hiya, Neo. Trinity. Link. It's
great to have you back.

NEO
Thanks, it's good to be back.

Neo starts walking, the kid at his heels.

KID
Can I carry that for you, Neo?

NEO
I can carry my own bag.

KID
Trinity?

TRINITY
I'm fine.

LINK
Hey, you can carry one of these.

KID
Oh yeah, sure Link.

The bag weighs almost what the kid weighs.

KID (CONT'D)
You know, next year I'm old enough
to join a crew. I've been thinking
a lot about it and I've made my
decision.

LINK
Let me guess.

KID
I want to join the Nebuchadnezzar.
I know Morpheus hasn't filled the
other crew positions except for
you, Link. I'm sure he has his
reasons but the more I think about
it, the more I think it's meant to
be. It's fate. I mean you're the
reason I'm here, Neo.

They slide open the metal grated elevator door and get in.

NEO
I told you, kid, you found me, I
didn't find you.

KID
I know but, you got me out. You
saved me.

NEO
You saved yourself.

Neo slams the door shut.

36A OMITTED SCENE 36A OMITTED

36A *

37 INT. ZION - COMMANDER LOCK'S OFFICE - DAY

37 *

The entire room is made of metal. Lock looks up from his computer screens as Morpheus enters.

LOCK
Morpheus.

The name knots the muscles in his jaw.

MORPHEUS
Commander Lock.

LOCK
I have spoken to the other Captains and I wanted to offer you the chance to explain your actions.

MORPHEUS
I was not aware my actions required any explanation.

LOCK
You were given a direct order to return to Zion.

MORPHEUS
I did.

LOCK
But you asked for one ship to remain behind.

MORPHEUS
I would have stayed but we needed to re-charge.

LOCK
You admit to a direct contravention of your duty--

MORPHEUS
We need a presence in the Matrix to await contact from the Oracle--

LOCK
I don't want to hear that shit! I don't care about Oracles or prophecies or Messiahs! I care about one thing, stopping that army from destroying this city and to do that I need soldiers to obey my orders.

MORPHEUS

With all due respect, Commander,
there is only one way to save this
city.

LOCK

How?

MORPHEUS

Neo.

LOCK

Goddamnit, Morpheus! Not everyone
believes what you believe!

MORPHEUS

My beliefs do not require them to.

38 INT. ZION - DOCK ELEVATOR - DAY

38 *

A makeshift industrial elevator has been retrofitted into a
black overflow pit. The heavy metal gate opens horizontally;
rusted rivets bleed down across the stenciled letters: "To
docking bay, authorized personnel only."

Trinity steps out, the kid struggles to stay close to Neo.

KID

There's a gathering tonight.
Everyone's talking. A lot of
people are scared. No one can
remember the last time so many
ships were docked. Something's
happening, isn't it? Something
big.

LINK

We're not allowed to say anything.
So stop asking.

39 INT. ZION - DAY

39 *

They descend a wide, curving metal stairwell that follows a
natural cave that has been widened in places; pipes run
everywhere, a kind of mechanized expression of flowing water.

The sound of their steps fall away as the ground drops off
into a sheer cliff, creating a waterfall of pipelines.

They step down onto a large metal balcony where we find at
last, the bottom of the rabbit hole--

Zion.

Inside what might have once been called a "bottomless pit" is
the last human city.

Down the center of this vertical bowel, an industrial tower seemingly hangs from the ceiling, as though roots had grown from a massive steel refinery and bored in among the stalactites and the natural rock formations of the cave roof. Then, growing downward, a geometric tangle of pipes and power lines, it thins at the middle before widening again at the base so that it feels like some huge wire-frame sculpture mimicking a stalactite growing into its own stalagmite.

Spreading out from the core which includes a thick bundle of industrial elevators, is a complex lattice of suspended catwalks and bridges that run to and from the core and around the curved edges of the towering cave.

Along each level of the grated walkways, carved into the rock like ancient cave dwellings are the homes of the people of Zion.

Link smiles.

LINK

Goddamn, it's good to be home.

40 INT. ZION - COMMANDER LOCK'S OFFICE - DAY

40 *

Lock has had enough.

LOCK

I am going to recommend to the Council that you be removed from duty.

MORPHEUS

That is, of course, your prerogative, Commander.

LOCK

If it were up to me, Captain, you would never set foot on a ship for the rest of your life.

MORPHEUS

Then I am grateful that it is not up to you.

Lock looks ready to leap over his desk when the door opens. An old man enters whose gentle smile and twinkling eyes belie his warrior heart.

LOCK

Councillor Hamann.

HAMANN

Commander. Captain.

Morpheus bows his head respectfully.

MORPHEUS
Councillor.

HAMANN
The council has asked me to speak tonight at the temple gathering. The presence of the fleet and the persistence of the rumors must be addressed. The people must be told what is happening.

LOCK
Of course, Councillor, but might I advise a level of discretion concerning specific details. We do not wish to start a panic.

HAMANN
Quite right. A panic is not what anyone wants. What about you, Captain? What would you advise?

MORPHEUS
The truth. No one will panic because there is nothing to fear. That army will never reach the gates of Zion.

HAMANN
What makes you so sure?

MORPHEUS
Consider what we have seen. Consider that in the past six months we have freed more people than we have in six years. This attack is an act of desperation. I believe that very soon the prophecy will be fulfilled and this war will end.

HAMANN
I hope you are right, Captain.

MORPHEUS
I do not believe it to be a matter of hope, Councillor. It is simply a matter of time.

41 INT. ZION - RESIDENT ELEVATOR - DAY

41 *

The doors open.

LINK
My stop. See you soon, hopefully not too soon. Let's go, kid.

He yanks the kid off the elevator.

LINK (CONT'D)
These two got things to do.

The doors close and suddenly they are alone, they look at the numbers counting down then at each other, wondering if they are thinking the same thing.

They are.

Packs, belts, tools, bags; everything drops to the floor as they reach for each other, their lips drawn into a kiss that they drink like water in a desert.

It is a transfusion, a resuscitation, the sustenance of life.

Warm and flushed, they break the kiss.

NEO
Are you thinking what I'm thinking?

TRINITY
I am if you're thinking this elevator is too damn slow.

NEO
How long to re-charge the Neb?

TRINITY
Twenty-four, maybe thirty hours.

NEO
Some people go their entire lives without hearing news that good.

The elevator rattles open and her smile slowly dies.

42 INT. ZION - CATWALK/ELEVATOR - DAY

42 *

Gathered along the metal catwalk, a crowd has been waiting, perhaps praying, for Neo's return.

He hears his name being whispered along with hushed voices repeating: "It is him," "He has returned."

As Neo and Trinity edge out of the elevator, several come forward offering gifts of homemade linens, food, seeds, and small bits of technology.

An old woman offers a red blanket.

OLD WOMAN
Neo, please, I have a son, Jacob,
aboard the Gnosis. Please watch
over him.

NEO
I'll... try.

ANOTHER WOMAN
I have a daughter on the Icharus.

Trinity pulls away from him.

NEO
No. Wait.

TRINITY
It's all right. They need you.

NEO
I need you.

TRINITY
I know but, there's time.

She steps back into the elevator.

TRINITY (CONT'D)
There's time. *

Distracted by the group, he looks back but the doors have
closed and she is gone.

43 INT. ZION - LINK'S HOME - DAY

43 *

The metal door bangs open and Link stomps inside.

LINK
Where's my puss--

Two women sitting at a small table turn towards him. The
older woman smiles, the younger one blushes.

KIDS
Uncle Link!

A little boy and girl rush at Link who scoops them up.

LINK
Oh my god, you two are huge! You
should be picking me up.

BOY
No.

LINK
Yeah.

GIRL
Okay.

BOY
Okay.

He sets them down and they each latch onto a leg.

LINK
Now come on. Lift. Together. Lift.
You can do it.

Amazingly, Link begins to rise off the ground.

LINK (CONT'D) *
Whoa! Whoa! What are they feeding
you two?

CAS
Come on, kids. Time to go!

KIDS
No!

Link is holding himself up with an overhead pipe.

LINK
Hey Cas.

CAS
Good to have you home, Link.

She kisses him.

CAS (CONT'D) *
You be careful with her.

ZEE
Don't worry about me. He's the one
that's going to get it!

CAS
Out the door! Bye. Have fun.

The door closes. Link smiles, sidling up to her.

LINK
I'm going to get what?

ZEE
Every ship up there has been home
two, even three times more than
the Nebuchadnezzar.

LINK

Come on, Zee, I thought we were past this--

ZEE

We'll get past it when you start operating on another ship.

LINK

I can't do that.

ZEE

Why?

LINK

You know why.

ZEE

If Dozer knew how I felt he would have never asked you to do this.

LINK

Maybe. But it's too late now. I made a promise and some promises can't be unmade.

ZEE

It's not fair.

LINK

No, it's not. But nobody said it was going to be. You think Cas thinks it's fair that I'm here and Dozer's not?

She turns away from him, knowing that she is not saying what she wants to say.

ZEE

I lost two brothers to that ship. I'm afraid of it Link... I'm afraid it's going to take you too.

LINK

It won't.

ZEE

How can you say that?

LINK

Because of Morpheus. Because of what he's told me. He said that this was it. That it will be over soon.

ZEE

But Link, Morpheus is crazy.

LINK

No doubt, but Tank and Dozer believed him and I'll tell you what, after being on that ship, and seeing Neo do the things he can do, I gotta say... I'm starting to believe him too.

She grabs hold of him, not wanting to hear anymore.

ZEE

Be careful, Link. Please. Be careful.

44 INT. ZION - OUTSIDE TEMPLE ENTRANCE - NIGHT

44 *

It is quiet, no people are visible. Footsteps can be heard of someone racing across one of the metal catwalks near the base of the tower.

Beneath us is a row of shoes and sandals of varying size and shape. We glide along the row as the awkward running overtakes us, pulling us as we reveal hundreds of shoes laid in rows, creating a small path on the otherwise extra wide catwalk that leads into the mouth of another cave.

The kid barrels towards the cave, trying to remove his boots without slowing down.

45 INT. ZION - TEMPLE ENTRANCE - NIGHT

45 *

The Temple is a series of naturally-formed chambers linked like organs of the body all leading to a vast cavern.

The entrance is one of the smaller but more elaborate chambers with its heavy limestone draperies rippling the walls.

The kid drops his boots as a procession of priestesses pass, bearing baskets filled with bread and mushrooms.

KID

Have they started yet?

PRIESTESS

Only Councillor Hamann's opening prayer.

The kid hurries to the entrance of the next chamber but abruptly stops. At his feet is a naturally formed pool of water.

Ritualistically, he steps into the pool, closes his eyes and takes a calming breath. He steps out of the pool, crossing a threshold and then quickly rushes down the path, leaving his wet footprints on the warm, hard rock.

46 INT. ZION - TEMPLE - NIGHT 46 *

A multi-tiered cathedral; columns rise around us like the ribbed pillars of a Gothic age.

There is a pool of molten earth; a steaming bubbling pit of liquid fire that is near the core of the gathering.

The cave is packed with the people of Zion; a hundred fifty thousand faces as varied as the rows of shoes, all listening intently to a single voice.

47 INT. ZION - TEMPLE PLATEAU - NIGHT 47 *

Councillor Hamann stands at the edge of a large plateau.

HAMANN

Tonight let us honor these men and women, these our soldiers, our warriors, these our husbands and wives, our brothers and sisters, our children.

Beneath the plateau is a series of outcroppings and alcoves, creating a ridge or a balcony along one of the sides of the cavern where the crews of all the ships stand.

HAMANN (CONT'D)

Let us remember those that have been lost and let us give thanks for those that have been found and who stand here beside us.

The kid wedges himself into a small nook near the back.

HAMANN (CONT'D)

Now I would like someone else to close this prayer, someone who hasn't spoken here in a long time but who I believe has something to say that we all need to hear. I give you Morpheus.

A thunderous cheer erupts from the thousands gathered that takes a moment to echo and recede.

Morpheus ascends the plateau, stepping out onto the edge.

MORPHEUS

Zion! Listen to me! It is true what many of you have heard.

(MORE)

MORPHEUS (CONT'D)

The Machines have gathered an army
and as I speak, that army is
drawing nearer to our home.

A sense of panic sweeps through the cavern like a wind.

MORPHEUS (CONT'D)

Believe me when I say that we have
a difficult time ahead of us. But
if we are to be prepared for it,
we must first shed our fear of it.

The wind quiets.

MORPHEUS (CONT'D)

I stand here now, truthfully
unafraid. Why? Because I believe
something you do not? No. I stand
here without fear because I
remember. I remember that I am
here, not because of the path that
lies before me, but because of the
path that lies behind me.

Even the crews are affected by the power of his voice,
especially Niobe.

MORPHEUS (CONT'D)

I remember that for one hundred
years we have fought these
machines. I remember that for one
hundred years they have sent their
armies to destroy us and after a
century of war, I remember that
which matters most: we are still
here.

A cheer jolts through the crowd.

MORPHEUS (CONT'D)

Tonight, let us send a message to
that army. Tonight, let us shake
this cave, let us tremble these
halls of earth, steel, and stone.
Let us be heard from red core to
black sky and tonight let us make
them remember-- This is Zion! We
are here. And we are not afraid.

A thousand voices unite and become one.

Morpheus gestures and a thunder of drums roils up from the
booming cheer and into bodies of thousands of Zionists.

48

INT. ZION - TEMPLE FLOOR - NIGHT

48

*

A rhythm that is both modern and primal is pounded out with dozens of percussive instruments that drives the people to shake the fear from their hearts and minds.

It is a tribal celebration of freedom, hard-earned, by a warrior people, joyous and proud, that seems to stoke the pools of molten lava, showers of sparking flame spitting into the air. Among the dancers we see Link and Zee.

49

INT. ZION - TEMPLE ALCOVE - NIGHT

49

*

Morpheus moves along the alcove until a familiar voice stops him.

NIOBE

I remember that you used to dance.

He catches the gleam in her eyes.

NIOBE (CONT'D)

And I remember you used to be pretty good.

*

MORPHEUS

There are some things in this world, Captain Niobe, that will never change.

He takes her hand to lead her down but--

LOCK

Niobe!

She glances at Lock and when she turns back to Morpheus, he knows she is already gone.

NIOBE

I'm sorry--

He lets go of her hand.

MORPHEUS

I understand. Some things do change.

She turns as if uncertain about that change.

50

INT. ZION - TEMPLE RIDGE - NIGHT

50

*

Neo stands among a group of crew members as a priestess passes them mushrooms from a basket.

There is a familiar sense of Neo somehow disconnected from the experience that surrounds him. He is, as he was in the club, waiting for her--

And when she catches his eye as only she can, she steals the breath from him.

NEO
Excuse me.

He moves through the crowd towards her; dressed in white, she is radiant, almost glowing against the darkness of the cave.

They share a quick kiss that is obviously not enough.

NEO (CONT'D)
I missed you.

TRINITY
I can tell.

NEO
I was thinking...

TRINITY
Yes?

NEO
Everyone is here...

She smiles and leans in to whisper in his ear.

TRINITY
Follow me.

As always, he does.

The swell of drums rises like a cresting wave as feet beat the earth, splattering the warm red clay.

51 INT. ZION - RESIDENT ELEVATOR - NIGHT

51

Carrying their shoes, they wait for the doors to close. Even when they do, the drums can still be heard.

NEO
It still surprises me.

TRINITY
What?

NEO
How everything that's happened
just goes away.
(MORE)

NEO (CONT'D)
And I feel like I'm back in that
club and every time I see you
walking towards me...

He shakes his head, looking at his hands.

NEO (CONT'D) *
... my palms start to sweat.

Smiling, she walks towards him.

NEO (CONT'D) *
God, you scared the shit out of
me.

Her eyebrow cocks like a gun.

TRINITY
I don't scare you anymore?

He offers her his hand.

TRINITY (CONT'D) *
They are wet.

She leans in close to again whisper to him.

TRINITY (CONT'D) *
Me too.

They kiss again.

52 INT. ZION - TEMPLE - NIGHT 52 *

A fever takes hold, a heat that rises up from the molten
core, spreading up through the feet of shadow covered
dancers.

53 INT. ZION - TRINITY'S ROOM - NIGHT 53 *

At last, the lovers unite; two bodies coupled together in a
cove of black hewn rock.

They lie intertwined on a small bed, their flesh studded by
the small metal jacks that mark their limbs and the curve of
their vertebrae.

54 INT. ZION - TEMPLE - NIGHT 54 *

The liquid fire seems be creating a forge, melting the
multitude of bodies into a single driving force.

55 INT. ZION - TRINITY'S ROOM - NIGHT 55 *

Neo enters Trinity.

- 56 INT. ZION - TEMPLE - NIGHT 56 *
- Sweat, spit, and mud fly from the growing fury with the rhythmic slap of naked feet against wet clay.
- 57 INT. ZION - TRINITY'S ROOM - NIGHT 57 *
- Two become one.
- 58 INT. ZION - TEMPLE - NIGHT 58 *
- The cave trembles; the earth seems ready to crack.
- 59 INT. ZION - TRINITY'S ROOM - NIGHT 59 *
- A blaze rushes through them, fuses them and in a singular instant both creates and destroys them.
- 60 INT. ZION - TEMPLE - NIGHT 60 *
- All at once, the drums stop. And--
- 61 INT. ZION - TRINITY'S ROOM - NIGHT 61 *
- Neo opens his eyes and, in that moment, the echo of drums fading to silence, he sees--
- 62 EXT. FRONT OF REROUTING FACILITY - NIGHT 62 *
- Trinity falling, her expression at the moment that she knows she is going to die.
- 63 INT. ZION - TRINITY'S ROOM - NIGHT 63 *
- He closes his eyes, burying his face beside hers, trying to drive the image from his mind.

TRINITY

Neo? What is it? What's wrong?

She turns to see him.

TRINITY (CONT'D)

What? It's okay. You can tell me.

NEO

Trinity...

He touches her face, his hands trying to speak for him.

TRINITY

Don't be afraid.

NEO

I don't... I can't... lose you.

TRINITY
Neo, you won't lose me.

She takes hold of his hand.

TRINITY (CONT'D) *
You feel that?

She tightens her hold.

TRINITY (CONT'D) *
I won't let go.

He draws her into him, his eyes holding hers as we pull away in a series of dissolves, leaving them cupped together inside a womb-like cove of dark earth until--

The dim light intensifies, brightening, burning away the room as it becomes--

64 EXT. ZION - CATWALK - NIGHT 64 *

One of the day lights that wash down over Zion. The light is turned off, the coils still glowing red with heat.

Morpheus stands on the ledge of the catwalk overlooking the underground city as the main lights are switched off for the night.

Soon, only small guide lights along the tower and it's walkways are left hanging in the darkness above them like stars.

MORPHEUS
Good night, Zion. Sweet dreams.

He turns to enter his room as we rise up, drifting towards a distant sound, moving past the above catwalk that wipes by becoming a table--

65 INT. INDUSTRIAL LOFT - NIGHT 65 *

Where an old phone is ringing.

After a moment, the skylight explodes into a thousand twinkling shards as a man crashes to the floor. Quickly, he gets to his feet as another man drops through the shattered opening.

Malachi and Bane, two of Captain Ballard's men, train their guns for a moment on the empty darkness above them.

Malachi is bleeding from a gunshot wound.

BANE
Are you all right?

MALACHI

I'll make it. Did you see that Agent? I've never seen anything like that.

BANE

It doesn't matter now. All that matters is this.

He pulls a letter from his pocket.

BANE (CONT'D)

Come on. You first. *

He gives Malachi the letter who answers the phone.

As he disappears, a figure standing in the frame of the broken skylight is revealed: Agent Smith.

Bane reaches down to reset the phone just as Smith attacks--

Leaping down, catching Bane off guard, burying four fingers in his chest before Bane barely has time to react.

BANE (CONT'D)

Oh God. *

AGENT SMITH

Smith will suffice.

From the connection, Smith begins copying himself onto Bane. A gleaming liquid darkness spreads out from the four fingers, covering Bane as the mirror had once covered Neo.

Bane tries to scream but the mercurial malevolence fills up his mouth, rushing up over his face, drowning his features beneath liquid coal.

All at once, the black shimmering darkness recedes, draining into his eyes, becoming--

The sunglasses of Agent Smith.

The two Smiths stand in almost perfect reflection as the first Smith withdraws his hand and then straightens the tie of the Bane/Smith.

BANE/SMITH

Thank you.

AGENT SMITH

My pleasure.

Beside them, the phone begins to ring. They look at it, watching it ring again, then slowly turn towards one another, the same idea hitting them at the same time.

They smile.

Bane/Smith answers the phone. Carefully, as if unsure what to expect, he places the phone to his ear.

As the searing electronic pitch sears into his ear, we cut--

66 INT. ZION - TRINITY'S ROOM - NIGHT 56 *

Neo wakes, startled from another bad dream. Trinity is asleep beside him. Gently, as not to wake her, he climbs out of the bed.

67 INT. ZION - CATWALK OUTSIDE TRINITY'S ROOM - NIGHT 67 *

Outside the door, Neo finds more gifts left for him. They immediately remind him of his burden.

He walks out onto a catwalk; tiny guidelights all around him like frozen fire flies.

After a moment, he hears footsteps.

HAMANN
Would you care for some company?

NEO
Councillor Hamann.

HAMANN
I don't want to intrude if you'd prefer to be alone.

NEO
No, I could probably use some company.

HAMANN
Good. So could I.

He stands beside Neo, leaning on the railing, faintly smiling.

HAMANN (CONT'D) *

It's nice tonight. Very calm. It feels like everyone is sleeping very peacefully.

NEO
Not everyone.

HAMANN
I hate sleeping. I never sleep more than a few hours.

(MORE)

HAMANN (CONT'D)
I figure I slept the first eleven years of my life, now I'm making up for it. What about you?

NEO
I... just haven't been able to sleep much.

HAMANN
That's a good sign.

NEO
Of what?

HAMANN
That you are, in fact, still human.

He smiles.

HAMANN (CONT'D)
Have you ever been to the engineering level?

*

Neo shakes his head.

HAMANN (CONT'D)
I love to walk there at night. It's quite amazing. Would you like to see it?

*

NEO
Sure.

68 INT. ZION - ENGINEERING CATWALK - NIGHT

68 *

They are surrounded by massive machines in constant motion, grinding and groaning, churning and pumping, giant mechanical monstrosities chained and slaved to the heat of the earth's molten core.

HAMANN
Almost no one comes down here unless of course there's a problem. That's how it is with people. No one cares how it works as long as it works.

The machines continue to labor, oblivious to the two men.

HAMANN (CONT'D)
But I like it down here. I like to be reminded that this city survives because of these machines. These machines are keeping us alive while other machines are coming to kill us.

*

(MORE)

HAMANN (CONT'D)

Interesting, isn't it? The power to give life and the power to end it.

NEO

We have the same power.

HAMANN

I suppose we do but sometimes I wonder. Down here sometimes I think about all those people still plugged into the Matrix and when I look at these machines, I can't help thinking that, in a way, we are plugged into them.

NEO

But we control these machines. They don't control us.

HAMANN

Of course not. How could they? The idea is pure nonsense... But it does make one wonder just what is control?

NEO

If we wanted we could shut these machines down.

HAMANN

Yes, of course, that's it. You've hit it. That's control, isn't it? If we wanted, we could smash them to bits... although if we did we would have to consider what would happen to our lights, our heat, our air?

NEO

So, we need machines and they need us. Is that your point, councillor?

HAMANN

Oh no, no point. Old men like me don't bother with making points. There's no point.

NEO

Is that why there are no young men on the Council?

HAMANN

Good point.

He smiles.

NEO

Why don't you just tell me what's on your mind, Councillor?

HAMANN

There is so much in this world that I do not understand. Do you see this machine here? It has something to do with recycling our water supply. I have absolutely no idea how it works but I do understand the reason for it to work.

He turns to Neo.

HAMANN (CONT'D)

I have absolutely no idea how you are able to do some of the things you do but I believe there is a reason for that as well. I only hope that we understand that reason before it is too late.

The pounding of the machines becomes--

69 EXT. ZION - TRINITY'S ROOM - DAY

69

A fist pounding against the iron door. After a moment, Trinity swings the door open.

Captain Ballard is standing with several members of his crew. Malachi has his arm in a sling. Bane is not among them.

TRINITY

Ballard?

BALLARD

I need to find Neo.

She steps back, revealing Neo.

BALLARD (CONT'D)

Neo, I have a letter for you.

He hands Neo a disk. Neo knows what it is before anything more is said.

BALLARD (CONT'D)

It's from the Oracle.

He looks at Trinity.

NEO

It's time to go.

70

INT. ZION - LINK'S HOME - DAY

70 *

Link is stuffing his things back into his sack.

LINK

Morpheus said this is how it would happen. I don't know, maybe the prophecy is true. Maybe not. All I know is that ship needs an operator and right now that operator is me.

ZEE

I know.

She climbs out of the bed, pulling off a staurolite necklace from the collection she wears.

LINK

Zee...

ZEE

I want you to wear it.

LINK

You know I don't believe in this stuff.

ZEE

But I do.

She puts it over his head.

ZEE (CONT'D)

It's always brought me luck, so maybe it will bring me you.

*

LINK

I'm coming back. I promise, Zee. No matter what it takes, I'm coming home.

ZEE

Just keep it with you. Please. For me.

LINK

...okay.

She kisses him goodbye.

71

INT. ZION - ELEVATOR - DAY

71 *

The palm of a hand is being studied until a knife point traces along one of the lines, slicing open the flesh, letting blood.

Bane sits hidden in the shadowed caves connecting Zion to the dock. He crouches in an alcove, both arms marked with dozens of knife cuts.

His eyes are animal wide, shifting, blinking, reacting to every sound, every smell but always returning his attention to the cut as if using it to focus his thoughts.

Finally, through the tangle of pipes and stalactites, he sees what he has been waiting for: Neo.

Neo, Morpheus, Trinity and Link get out of the smaller lift and head towards the elevator to the dock.

Bane follows them, a shadow trying to attach itself to Neo.

71A INT. ZION - ELEVATOR AREA - DAY

71A

Just before they reach the elevator, Bane rushes forward--
His knife flashing like an animal baring its teeth.

KID

Neo!

LINK

How the hell--

Bane is caught, still too far away to attack, he hides his knife just as they turn.

LINK (CONT'D)

Bane?

For a moment, Neo sees who it is that is staring at him behind Bane's eyes but only for a moment.

NEO

Is something wrong?

BANE

No. I'm fine. I just wanted to catch you...

He reaches out his hand to Neo.

BANE (CONT'D)

To say good luck.

Neo shakes his hand while Bane squeezes the other hand into a fist leaking blood.

NEO

Thanks.

1

71A

44A.

71A

BANE
We'll see you.

He spins away as the kid bounds towards them.

*

A

KID

Just in time! You're going to see the Oracle, aren't you?

MORPHEUS

We don't have time--

KID

I'm sorry sir, I just had to give something to Neo. A gift from one of the orphans. He made me swear to get it to Neo before he left.

From his pocket, he hands Neo a spoon.

KID (CONT'D)

He said you'd understand.

*

Neo looks into the spoon and smiles.

72 INT. ZION - COUNCILLOR HAMANN'S OFFICE - DAY

72 *

Commander Lock bursts through the door.

LOCK

I was just told that you cleared the Nebuchadnezzar for take off?

HAMANN

That is correct.

LOCK

Councillor, am I still in charge of our defense system?

HAMANN

Of course.

LOCK

I believe I need every ship we have if we're going to survive this attack.

HAMANN

I understand that, Commander.

LOCK

Then why did you allow the Nebuchadnezzar to leave?

HAMANN

Because I believe our survival depends on more than how many ships we have.

73 INT. NEBUCHADNEZZAR - MAIN DECK - DAY

73 *

Neo lies back as Trinity plugs him in.

TRINITY
Be careful.

She kisses him and he breathes deep, closing his eyes. We push in on him, then on Link's monitors and at last into--

74 EXT. CHINATOWN - BACK ALLEY - DAY

74 *

Where the streets are jammed with tourists and merchants peddling the ultimate simulacra; spiritual and historic symbols, once-powerful images now reduced to plastic, laminated bric-a-brac.

Neo glides down a back alley to the rear entrance of a tea house.

75 INT. TEA HOUSE - DAY

75 *

Cautiously, Neo slides open the only door there is, revealing a man sitting cross-legged, bathed in the rays of afternoon light, sipping tea. His name is Seraph.

NEO
Hello?

In the code world, Neo sees his true form; sitting Buddha-like in the surrounding swirl of code, a being of pure liquid light contained by a web of Matrix code that is written in the negative or rather with the absence of light.

Seraph sets his tea cup down.

SERAPH
You seek the Oracle.

Neo nods as Seraph stands.

NEO
Who are you?

SERAPH
I am Seraph. I can take you to her. But first I must apologize.

NEO
Apologize? For what?

SERAPH
For this--

Seraph attacks, his hands and feet striking seemingly all at once--

But Neo parries each of them. The speed of the blows increases--

The attacks and counters in perfect sync as though each knows exactly what the other is going to do before they do it.

There is a final quick flurry which Neo just barely manages to stop.

Seraph snaps back.

SERAPH (CONT'D)

Good. The Oracle has many enemies.
I had to be sure.

NEO

Sure of what?

SERAPH

That you are the One.

NEO

You could have just asked.

SERAPH

No. You do not truly know someone
until you fight them.

He leads Neo back to the door he entered. Pulling a chain from around his neck, he selects one of several dangling keys.

He pushes it into the lock, twists and opens the door. Where it once opened into a back alley, it now opens into a long industrial hallway.

SERAPH (CONT'D)

Hurry, she is waiting.

They step into the hall. The door slams behind them.

76 INT. NEBUCHADNEZZAR - MAIN DECK - DAY 76

Link searches madly for Neo's signal.

LINK

Where the hell did they go?

77 INT. INDUSTRIAL HALL - DAY 77

They are walking down a seemingly endless hallway of doors. It is a very clean, very utilitarian place: a vast network of identical halls, doors, and fluorescent lights.

NEO
These are back doors, aren't they?
Programmer access.

78

Seraph nods.

NEO (CONT'D) *
How does it work?

SERAPH
A code is hidden in the tumblers.
One position opens a lock, another
position opens one of these doors.

NEO
Are you a programmer?

He shakes his head, as he stops at a door.

NEO (CONT'D) *
Then what are you?

Using his key chain, he opens the door.

SERAPH
I protect that which matters most.

NEO
What's that?

He gestures to the open door.

78 EXT. TENEMENT PARK - DAY

78

*

Neo steps out of the brick maintenance building of a small park. It is stark and urban with gray pebbled stones instead of grass.

Sitting on a dark green bench is the Oracle, casting crumbs to a clutch of black birds.

In the distance, several children are playing on a swing set.

Neo stares at her for a moment seeing her code-form which is the same as Seraph's.

Once again, she starts talking to him before she sees him.

ORACLE
Well, come on, I ain't going to
bite you. Come around here and let
me have a look at you.

Neo steps around the bench and the Oracle's face lights up.

ORACLE (CONT'D) *
My goodness, look at you. You
turned out all right, didn't you?
You look good, Neo. How do you
feel?

NEO
I--

ORACLE
I know, you're not sleeping. We'll
get to that. Why don't you come
here and have a sit this time?

He remembers their first conversation.

NEO
Maybe I'll stand.

ORACLE
Suit yourself.

He reconsiders, the choice of sitting or standing quickly
escalating into a matter of free will versus fate.

She waits.

He sits.

NEO
I felt like sitting.

ORACLE
I know.

She smiles, flinging another handful of crumbs to the birds.

ORACLE (CONT'D) *
So let's get the obvious stuff out
of the way.

NEO
You're not human are you?

ORACLE
Tough to get any more obvious than
that.

NEO
If I had to guess, I'd say you're
a program, from the machine world.
Some kind of software.

He glances at Seraph who stands guard near the door.

NEO (CONT'D)
So is he.

ORACLE
So far, so good.

NEO
If that's true, that could mean
you are part of this system,
another kind of control...

ORACLE
Keep going.

NEO
I suppose the most obvious
question is, how can I trust you?

ORACLE
Bingo.

She slaps the crumbs from her palms.

ORACLE (CONT'D)
It is a pickle, no doubt about it.
Bad news is there's no way for you
to really know if I'm trying to
help you or not.

She begins digging through her purse.

ORACLE (CONT'D)
So it's really up to you. You just
have to make up your own damn mind
to either accept what I'm going to
tell you, or reject it. Candy?

She offers him a piece of hard candy, wrapped in shiny red
cellophane.

NEO
Do you already know if I'm going
to take it?

ORACLE
Wouldn't be much of an oracle if I
didn't.

NEO
But if you already know, how can I
make a choice?

ORACLE
Because you didn't come here to
make the choice.

(MORE)

ORACLE (CONT'D)
You've already made it. You're
here to try to understand why you
made it.

Sorting through that bit of Oracle-ese, he carefully takes
the piece of candy.

ORACLE (CONT'D)
Thought you'd have figured that
out by now. *

NEO
Why are you here?

ORACLE
Same reason.

She digs out another piece.

ORACLE (CONT'D)
I love candy. *

NEO
But why help us?

ORACLE
We're all here to do what we're
all here to do.

She twirls the candy free of its cellophane.

ORACLE (CONT'D)
I'm interested in one thing, Neo:
the future. And believe me, I
know, the only way to get there is
together. *

She pops the candy in her mouth.

NEO
Are there other programs like you?

ORACLE
Well, not like me, but... Look.
See those birds. At some point a
program was written to govern
them. A program was written to
watch over those trees, and the
wind, the sunrise and sunset.
There are programs running all
over the place.

A black bird suddenly takes off.

ORACLE (CONT'D)

The ones doing their job, doing what they're meant to do, are invisible. You'd never know they were even there. But the other ones, well, you hear about them all the time.

NEO

I've never heard of them.

ORACLE

Course you have. Every time you've heard someone say they saw a ghost or an angel. Every story you've heard about vampires, werewolves, or aliens is the system assimilating some program, that's doing something they're not supposed to be doing.

NEO

Programs hacking programs. Why?

ORACLE

They've their own reasons but usually a program chooses exile when it faces deletion.

NEO

Why would a program be deleted?

ORACLE

Maybe it breaks down. Maybe a better program is created to replace it. Happens all the time and when it does a program can either choose to hide here, or return to the Source.

NEO

The Machine mainframe.

ORACLE

Yes. Where you must go. Where the path of the One ends. You've seen it, in your dreams, haven't you? A door made of light?

Slowly, Neo nods his head.

ORACLE (CONT'D)

What happens when you go through the door?

He is uncomfortable talking about it.

NEO
I see Trinity and something happens... something bad and she starts to fall... And then I wake up.

ORACLE
Do you see her die?

NEO
No.

ORACLE
You have the sight now, Neo. You are looking at the world without time.

NEO
Then why can't I see what happens to her?

ORACLE
We can never see past a choice we don't understand.

NEO
Are you saying I have to choose whether Trinity lives or dies?

ORACLE
No, you've already made the choice. Now you have to understand it.

NEO
No, I can't do that. I won't.

ORACLE
You have to.

NEO
Why?

ORACLE
Because you're the One.

He is getting tired of that answer.

NEO
What about the first One?

ORACLE
What about him?

NEO
Did he reach the Source?

78

ORACLE

Yes.

NEO

Then why didn't he end the war?

ORACLE

He did what he was here to do. His path is not your path, Neo. Your path, I'm afraid, is much harder.

NEO

Why?

ORACLE

Because of the choices you've made.

He sighs, no way out.

NEO

What if I can't? What happens if I fail.

ORACLE

Then Zion will fall.

Seraph signals to her.

ORACLE (CONT'D)

Our time is nearly up. Listen to me, Neo. You can save Zion if you reach the Source, but to do that you will need the Key Maker.

*

NEO

The Key Maker?

ORACLE

Yes. Some time ago he disappeared. We did not know what happened to him until now. He is being held prisoner by a very dangerous program, one of the oldest of us, He is called the Merovingian. And he will not let him go willingly.

NEO

What does he want?

ORACLE

What do all men with power want? More power.

From her purse, she hands him a folded piece of paper.

ORACLE (CONT'D)
Be there at that exact time and
you will have a chance.

SERAPH
We must go.

She stands.

ORACLE
Seems like every time we talk all
I got is bad news. I am sorry for
that, I surely am. But for what
it's worth, you made a believer
out of me.

She winks.

ORACLE (CONT'D)
Good luck, kiddo.

He watches as they enter the maintenance building and close
the door just as there is a sudden panic of beating wings as
the black birds seem to frighten at once, leaping into the
sky.

79 EXT. TENEMENT PARK - DAY

79

Through the fanning flash of black wings, Neo sees what seems
like a ghost walking towards him.

AGENT SMITH
Mister Anderson.

Neo rises from the bench.

AGENT SMITH (CONT'D)
Did you get my package?

NEO
Yeah.

AGENT SMITH
Oh good.

80 INT. NEBUCHADNEZZAR - MAIN DECK - DAY

80

*Morpheus doesn't quite believe what the screens are telling
him.*

MORPHEUS
Is that... Smith?

LINK
Whoever it is, he's not reading
like an Agent.

81

EXT. TENEMENT PARK - DAY

81 *

Smith walks right up to Neo. Plastic bags flutter, caught in the bare branches of trees like the carcasses of rotted black birds.

AGENT SMITH
Surprised to see me?

NEO
...no.

AGENT SMITH
Then you're aware of it?

NEO
Of what?

AGENT SMITH
Our connection.

A fact that is as repellent as it is undeniable.

AGENT SMITH (CONT'D) *
I don't fully understand how it happened, perhaps some part of you imprinted onto me, something overwritten or copied. It is at this point, irrelevant. What matters is that whatever happened, happened for a reason.

NEO
What reason is that?

AGENT SMITH *
I killed you, Mr. Anderson. I watched you die, with a certain satisfaction, I might add, and then something happened, something that I knew was impossible. But it happened anyway.

He still can't believe it.

AGENT SMITH (CONT'D) *
You destroyed me, Mr. Anderson. Afterward, I knew the rules, I understood what I was supposed to do, but I didn't. I couldn't. I was compelled to stay, compelled to disobey, and now here I stand, because of you, Mr. Anderson. *

He steps closer and Neo does not back away.

AGENT SMITH (CONT'D)
Because of you, I am no longer an Agent of this system, because of you I have changed. I am unplugged, a new man, so to speak, like you, apparently free.

NEO
Congratulations.

AGENT SMITH
Thank you but as you well know, appearances can be deceiving, which brings me back to the reason why we are here; it is not because we are free, we are here because we are not free. There is no escaping reason. No denying purpose because, as we both know, without purpose, we would not exist.

Another Agent Smith appears, continuing the dialogue.

AGENT SMITH (CONT'D)
It is purpose that created us.

Neo turns as another Smith appears.

AGENT SMITH (CONT'D)
Purpose that connects us.

Agent Smiths gather around Neo like black birds swarming to seed.

AGENT SMITH (CONT'D)
Purpose that pulls us--

AGENT SMITH (CONT'D)
That guides us--

AGENT SMITH (CONT'D)
Purpose that defines--

AGENT SMITH (CONT'D)
Purpose that binds us.

FIRST SMITH
We are here because of you, Mr. Anderson. We are here to take from you, what you tried to take from us.

He stabs his hand into Neo, his fingers burying into Neo's chest.

FIRST SMITH (CONT'D)
Purpose.

*

The jolt of Smith sears into him, his code spreading like a cancer, metastasizing with binary speed.

Stunned, Neo looks down at the darkness that begins to cover him.

82

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

82

*

Link tries to translate the code that is describing what it can't describe.

TRINITY

What is happening to him?

LINK

I don't know.

83

EXT. TENEMENT PARK - DAY

83

*

Neo begins to panic, fear clouds his eyes.

AGENT SMITH

Yes, that's it. It will be over soon.

Focusing the entirety of his will, Neo slowly takes hold of Smith's arm.

The Smiths all look at each other, simultaneously experiencing the same disbelief.

The blackness spreading like liquid obsidian suddenly stops as Neo summons a final surge and shaking from the effort, rips the fingers from his chest--

Severing the connection, the darkness instantly evaporating.

The other Smiths immediately attack as--

Neo retreats, panting, trying to regain his center, flipping back over the bench to catch his breath but--

The Smiths hurl at him, hands and fists attacking from every angle, stabbing and grabbing, groping for any hold as--

Neo blocks, twists and kicks like a dervish, desperate to keep them from connecting.

84

EXT. TENEMENT ACROSS THE PARK - DAY

84

*

Across the park, a woman with a stroller stares at the fight, nearly paralyzed with fear until--

Her face blisters open, transforming into Agent Jackson who barely has time to grab his gun before another Smith spins him around. *

AGENT JACKSON
You?!

AGENT SMITH
Yes. Me. *

Smith jams his fist into his chest, copying himself onto the Agent.

AGENT SMITH (CONT'D)
Me. Me. Me. *

The sunglasses snap into place.

AGENT SMITH (CONT'D)
Me too. *

85 EXT. TENEMENT PARK - DAY 85 *

They go to join the clutch of Smiths tightening around Neo, their numbers now doubled.

Neo thrashes at the surrounding frenzy like a man in a cloud of hornets. A crushing kick opens the space around him for a moment and with a heave, Neo uproots a fence post.

He whips it around him like a crude irgaak, cutting huge swathes of Smiths away, metal ringing against bone.

Smith scans the park, gritting his teeth.

SMITH
More.

Neo spins in time to see Smiths pouring from a nearby tenement.

86 EXT. TENEMENT PARK - BASKETBALL COURT - DAY 86 *

A man screams as he tries to clamber up the fence surrounding a basketball court nearby, hands hauling him back down, when the fence door bursts open against another Smith horde.

87 EXT. TENEMENT PARK - DAY 87 *

The courtyard is overrun by the seemingly endless mob and their relentless attack begins to overwhelm Neo.

88 INT. NEBUCHADNEZZAR - MAIN DECK - DAY 88 *

Trinity can't stand it.

88

TRINITY
Come on! Get out of there!

89

EXT. TENEMENT PARK - DAY

89 *

Almost buried beneath Smiths, Neo seems to hear her. Screaming with Herculean effort, he hurls himself upward, reaching for the freedom of the sky but--

The Smiths refuse to let go.

Together they rise; a twisted knot of bodies uncoiling as it bends up into the air--

Several Smiths slip off, others leap up to grab on--

The last snatching onto the lowest Smith's ankle as--

Neo drags his chain skyward.

90

EXT. CITYSCAPE - DAY

90 *

The Smiths cling to him, arms and legs wrapped like strangling vines around the trunk of a tree as their fingers dig, gouging, slowly sinking into his skin.

Neo tries to shake them loose, jack-knifing, suddenly reversing his direction as--

The ankle-holding Smith is whip-snapped free--

Thrown spinning through open space until smashing into the glass wall of a skyscraper.

Still, Neo cannot get free.

Like a devil perched on his back, the Smith nearest his ear smiles.

AGENT SMITH
It is... inevitable.

Fingers sink like vampire fangs into Neo's neck.

The blackness spreads, enveloping his face, one eye covered as the other eye seems to go dead and his flight becomes a fall--

Plunging with his comet-tail of Smiths to the city below.

91

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

91 *

Trinity covers her mouth.

TRINITY

Oh no.

92 EXT. TELEVISION SUPPLY HOUSE - DAY 92 *

The chain of bodies smash down, exploding through the roof.

93 INT. TELEVISION SUPPLY HOUSE - DAY 93 *

They break through, falling into the center display, toppling stacks of screens.

Neo's eyes focus as the collision severs Smith's connection and he leaps to his feet.

Before the Smiths can reach for him, Neo leaps into the air, soaring through the hole in the ceiling.

The Smiths stand, the image surreally filling up the monitors through the store's live camera feeds.

A woman screams as Smith stabs his fingers into her neck.

94 INT. NEBUCHADNEZZAR - MAIN DECK - DAY 94 *

Neo is jacked out, Trinity sliding the needle from his skull port.

TRINITY

Are you all right?

He nods.

MORPHEUS

It was Smith.

NEO

Yes.

MORPHEUS

Now there's more than one?

NEO

A lot more.

MORPHEUS

How is that possible?

NEO

I'm not sure but somehow he's found a way to copy himself.

MORPHEUS

Is that what he was doing to you?

NEO

I don't know what he was doing but
I know what it felt like.

TRINITY

What?

NEO

It felt like I was back in that
hallway. It felt like... dying.

INT. ZION - COUNCIL CHAMBER - DAY

A large circular room with windows near the top of Zion.

The twelve membered Council sits behind a curved table. The Council is mostly women and only Hamann is pod-born. One of the women is breast-feeding.

The room is packed and includes the Captains and crews of every ship.

Flanked by his war advisors, Captain Mifune among them, Commander Lock is addresses the Council.

LOCK

The Machines are tunneling to avoid our defense system. But I believe they will intersect certain pipelines in order to control them. These points of intersection are crucial because I believe they are vulnerable to counterattack.

Niobe sits just behind Lock with her crew.

LOCK (CONT'D)

Although it has been suggested that this is the same kind of attack we have defended for years, I urge the council to realize the truth: this is the single greatest threat we have ever faced and if we do not act accordingly, we will not survive.

*

The oldest councillor answers.

COUNCILLOR DILLARD

Commander Lock, the council is well aware of the seriousness of this attack. You have our leave to prepare our defense by any and all means necessary.

LOCK
Thank you, Council.

COUNCILLOR DILLARD
However, we ask if there has been
word from the Nebuchadnezzar?

LOCK
No councillor, no word. Nothing.

COUNCILLOR WEST
Then we request a ship be
dispatched to ascertain the fate
of the One.

LOCK
I wish it were possible,
Councillor, but I do not believe
our defense can suffer the loss of
another ship--

COUNCILLOR WEST
It will Commander, if it must.

LOCK
But it could take a single ship
days to find the Nebuchadnezzar.

COUNCILLOR DILLARD
Then send two.

LOCK
This is insane!

COUNCILLOR HAMANN
Careful, Commander.

Lock tries to reign himself in.

LOCK
Forgive my frustration,
councillors, I wish I was able to
comprehend the Council's choice on
this matter.

COUNCILLOR WEST
Comprehension is not a requisite
of cooperation.

LOCK
If you are asking me to order two
of my Captains--

COUNCILLOR DILLARD
*There is no need for such an
 order. The captains are present.
 They can answer for themselves.*

She addresses the room.

COUNCILLOR DILLARD (CONT'D) *
 The Council is calling for two
 volunteers to aid the
 Nebuchadnezzar. Are there two
 among you that would answer such a
 call?

Almost immediately one stands.

SOREN
 Captain Soren of the Vigilant will
 answer the Council's call.

COUNCILLOR DILLARD
 You understand the situation,
 Captain Soren?

SOREN
 Yes, ma'am. The One needs our
 help.

COUNCILLOR DILLARD
 Thank you, Captain. Is there
 another?

There is a nervous silence as the crews look to one another.
 Bane leads forward to Captain Ballard.

BANE
 Captain, I think we should
 volunteer.

MALACHI *
 What? You have gone crazy.

BANE
 Listen--

BALLARD
 Shut your hole, Bane, or I'll put
you in one.

Malachi pulls Bane back into his seat.

COUNCILLOR DILLARD
 Is there no other?

LOCK
It is hard for any man to risk his
life, especially when he doesn't
understand the reason--

NIOBE
Captain Niobe of the Logos will
answer the Councillor's call.

LOCK
What? No!

COUNCILLOR DILLARD
Thank you, Captain Niobe.
Commander Lock, you have your
orders. This Council is hereby
adjourned.

LOCK
Niobe, what are you doing?

NIOBE
What I can.

LOCK
Why?!

NIOBE
Because some things never change,
Jason... And some things do.

96 INT. STOCK EXCHANGE SKYSCRAPER - DAY

96 *

An enormous clock governs the towering lobby of glass and
gleaming metal: a cathedral of commerce.

People clothed in the status quo move through familiar
lunchtime patterns.

From above, three figures move across the lobby, disrupting
the patterns like an opposing charge through iron filings.

Neo, Trinity, and Morpheus glide into the elevators. Several
people start to get on but Morpheus stops them with a small
shake of his head.

97 INT. STOCK EXCHANGE SKYSCRAPER - ELEVATOR - DAY

97 *

Neo is reading the code of the building.

MORPHEUS
What can you see?

NEO
It's strange, the code is somehow
different.

MORPHEUS
Encrypted?

NEO
Maybe.

TRINITY
Is that good for us or bad for us?

NEO
Well, it looks like every floor is
wired with explosives.

TRINITY
Bad for us.

The elevator stops.

MORPHEUS
Here we go.

98

INT. LE VRAI RESTAURANT - DAY

98 *

A very exclusive French restaurant. Hyper-nouveau with a
deific view and the accompanying tones of ethereal string
music.

A slick onanistic maitre d' stops them.

MAITRE D'
<<May I help you?>>

MORPHEUS
Yes. We are here to speak with the
Merovingian.

MAITRE D'
Ah yes. He is expecting you.
Follow me.

They are led past the power lunches toward the far wall of
tinted green glass which casts a money-colored hue over the
city below.

A small Indian man is escorted away by a big bald man from a
raised table, where Neo immediately recognizes the
Merovingian. *

The Indian catches Neo's attention but quickly averts his
eyes.

Neo whispers to Trinity.

NEO
Remember, he's not human. None of
them are.

Trinity nods.

The Merovingian smiles, gesturing to them. He is a perfectly preserved mature man who speaks with a French accent. There is a sharpness that extends through every part of him, from the cut of his suit to his razor thin smile; he is like a surgeon's blade.

Beside him is his wife Persephone; sex and death squeezed into a woman's business suit made of latex.

There are four others gathered around them. Two of them are twins; pale ghost-like beings with black painted fingernails. The other two, blood-drinkers, wearing outfits that seem a cross between a mortician and a rock star.

There is an ease in the postures of all of them, a confidence that suggests a sated animal regarding something it considers its prey.

MEROVINGIAN

Here he is, at last, Neo, the One himself. Right? And the legendary Morpheus. And of course Trinity, <<so beautiful it causes me to suffer pain.>>

He kisses her hand.

MEROVINGIAN (CONT'D)

I have heard so much, you honor me. Please. Sit. Join us. This is my wife, Persephone.

She smiles, her eyes hidden behind sunglasses but obviously staring only at Neo.

MEROVINGIAN (CONT'D)

Something to eat? Drink?

He smiles.

MEROVINGIAN (CONT'D)

Of course, such things are contrivances, like so much here, for the sake of appearances.

NEO

No, thanks.

MEROVINGIAN

Yes, of course. Who has time? Who has time? But then, if we do not ever take time, how can we ever have time?

He smiles again, pouring himself a large glass of wine.

MEROVINGIAN (CONT'D) *

Oh, Chateau Haute Briond '59.
Magnificent wine. I love French
wine. Like I love the French
language. I have sampled every
language. French is my favorite.
Fantastic language, especially to
curse with.

He lets loose a string of French expletives.

MEROVINGIAN (CONT'D) *

You see? Like wiping your ass with
silk. I love it.

He drinks.

MORPHEUS

You know why we have come?

MEROVINGIAN

I am a trafficker of information.
I know everything I can. The
question is, do you know why you
are here?

MORPHEUS

We are looking for the Key Maker.

MEROVINGIAN

Yes, this is true, the Key Maker,
of course, but this is not the
why, this is not the reason. The
Key Maker himself, his very
nature, is a means, not an end. So
to look for him is to be looking
for a means to do what?

NEO

You know the answer to that
question.

MEROVINGIAN

But do you? You think you do, but
you do not. You are here because
you were sent here. You were told
to come here and you obeyed. This
is, of course, the way of all
things.

The wine swirls about his glass.

MEROVINGIAN (CONT'D)

There is only one constant, one universal. It is the only real truth; causality. Action, reaction. Cause and effect.

MORPHEUS

Everything begins with choice.

MEROVINGIAN

No. Wrong. Choice is an illusion created between those with power and those without. Look there, at that woman, my god, just look at her.

He aches while gazing at an attractive woman in a business suit.

MEROVINGIAN (CONT'D)

Effecting everyone around her, so obvious, so bourgeois, so boring, but wait...

Persephone's jaw tightens.

MEROVINGIAN (CONT'D)

Watch, you see, I sent a dessert, a very special dessert. I wrote it myself.

A waiter sets a beautiful dessert in front of the woman. The men at the table smile as she lifts a delicate forkful of dark chocolate.

MEROVINGIAN (CONT'D)

It starts so simply, each line of the program creating an effect, like poetry.

Her lips close around the fork as a luxurious richness spreads through her.

MEROVINGIAN (CONT'D)

First, a rush, heat, her heart flutters, a dizziness, her palms begin to perspire. You can see it, Neo, yes?

She sips from a glass of water and as she sets the glass down we see her as code, burning white rivulets racing like goose-bumps down her arms.

MEROVINGIAN (CONT'D) *

She can't understand? Why? Is it the wine? No. But what then? What is the reason?

There is a gleam in his eyes as he watches her.

MEROVINGIAN (CONT'D) *

Soon, it doesn't matter. Soon the reason and the why are gone and all that matters is the feeling itself.

The woman shifts in her chair, smiling faintly, trying to follow the conversation.

MEROVINGIAN (CONT'D) *

This is the nature of the universe. We struggle against it. We fight to deny it but it is, of course, pretense. It is a lie.

She fidgets again, pulling at the hem of her skirt, crossing and uncrossing her legs as we see her again as code; a binary blaze raging in her base chakra.

MEROVINGIAN (CONT'D) *

Beneath our poised appearance, the truth is that we are completely--

The fire-storm reaches the peak of its intensity and explodes.

MEROVINGIAN (CONT'D) *

Out--

A bee swarm of code flies up from her pelvis--

MEROVINGIAN (CONT'D) *

Of--

Cascading like water down her legs in shimmering waves.

MEROVINGIAN (CONT'D) *

Control.

Gathering her purse, she smiles politely and rises to go to the ladies' room.

MEROVINGIAN (CONT'D) *

Causality. There is no escape from it. We are forever slaves to it. Our only hope, our only peace is to understand it, to understand the why. Why is what separates us from them, you from me.

(MORE)

MEROVINGIAN (CONT'D)
Why is the only real source of
power. Without it, you are
powerless.

Contempt drips from him.

MEROVINGIAN (CONT'D) *
This is how you come to me,
without why, without power.
Another link in a chain. But fear
not, since I have seen how good
you are at following orders, I
will tell you what to do next. Run
back and give the fortune teller
this message: her time is almost
up.

He pushes away from the table.

MEROVINGIAN (CONT'D) *
Now I have real business so I say
adieu, goodbye--

NEO
This isn't over.

MEROVINGIAN
Oh yes it is. The Key-Maker is
mine. I see no reason to give him
up. No reason at all.

PERSEPHONE
Where are you going?

MEROVINGIAN
Please, my dear, I told you. We
are all victims of causality. I
drink too much wine. I must take a
piss. Cause and effect.

With an affable shrug, he is gone.

The four killers and the large bald man surround Morpheus,
Neo and Trinity. One of them reaches for her shoulder.

TRINITY
Touch me and that hand will never
touch anything again.

99 INT. STOCK EXCHANGE SKYSCRAPER - HALLWAY/ELEVATOR - DAY 99 *

They are escorted into the elevator. The threatened twin
blows a kiss at Trinity as the doors close.

NEO
That didn't go so well.

MORPHEUS
You're sure the Oracle said
nothing else?

NEO
Yes.

TRINITY
Maybe we did something wrong?

NEO
Or didn't do something.

MORPHEUS
No. What happened, happened and
could not have happened any other
way.

NEO
How do you know?

MORPHEUS
We are still alive.

The elevator dings and they all stare stunned at the open
doors.

PERSEPHONE
If you want the Key-Maker, follow
me.

Neo looks at Morpheus who smiles and follows.

100 INT. LE VRAI RESTAURANT - MEN'S ROOM - DAY 100 *

Her stiletto heels clack across the ceramic tile. A man at a
urinal nearly zippers off his dick when he sees her.

PERSEPHONE
Get out.

He stumbles by the three as they follow her in.

PERSEPHONE (CONT'D) *
I am so sick and tired of his
bullshit. On and on. Pompous
prick.

She touches up her makeup, looking into the mirror.

PERSEPHONE (CONT'D) *
A long time ago, when we first
came here, it was so different. He
was so different. He was like
you...

She turns to Neo.

PERSEPHONE (CONT'D)
I'll give you what you want but
you have to give me something.

NEO
What?

PERSEPHONE
A kiss.

TRINITY
Excuse me?

PERSEPHONE
I want you to kiss me as if you
were kissing her.

NEO
Why?

PERSEPHONE
You love her. She loves you. It's
all over you both. A long time ago
I knew what that felt like. I want
to remember it. I want to sample
it. That's all. Just a sample.

Trinity whips out a gun.

TRINITY
How about you sample this instead?

MORPHEUS
Trinity!

PERSEPHONE
Such emotion over something so
small. It's just a kiss. It is
nothing.

NEO
Why should we trust you?

PERSEPHONE
If I don't deliver you to the Key-
Maker, she can kill me.

Neo thinks for a moment, feeling trapped.

NEO
All right.

PERSEPHONE
But you have to make me believe. I
am her.

NEO
All right.

He closes his eyes but can feel Trinity's stare. Persephone
waits for his lips to touch but as they do--

PERSEPHONE
Terrible. Forget it--

NEO
Wait. Okay.

She waits again and this time in his mind he conjures
Trinity, giving himself as he would to her.

Persephone melts from the heat of the kiss, her eye languidly
opening to enjoy the effect the kiss is having on Trinity.

PERSEPHONE
Yesss. That's it. That's it.

Neo looks at Trinity who turns to Persephone.

PERSEPHONE (CONT'D) *
I envy you. But such a thing is
not meant to last.

Trinity grinds her teeth, her thumb still on the hammer of
her gun.

PERSEPHONE (CONT'D) *
Come with me.

101 INT. LE VRAI RESTAURANT - KITCHEN - DAY 101 *

She leads them through the back of the kitchen, down a hall
and into a small office.

102 INT. LE VRAI RESTURANT - OFFICE - DAY 102 *

She takes a key from her purse and inserts it in what appears
to be a closet door until she opens it--

103 INT. NEBUCHADNEZZAR - MAIN DECK - DAY 103 *

Link shakes his head.

LINK
Not again.

104 INT. THE MEROVINGIAN'S CHATEAU - FOYER - DAY 104 *

They enter the elaborate foyer of a chateau that is at once modern and classical, stylish though a bit excessive.

A long hall splits a curving stairwell, with armaments throughout the ages decorating the walls.

They follow Persephone, the click of her heels like a metronome.

105 INT. THE MEROVINGIAN'S CHATEAU - LIBRARY - DAY 105 *

Two Exiles are draped across leather barca-loungers, watching "Brides of Dracula." They prick up nervously at the sight of the three strangers.

PERSEPHONE

It's all right, boys. They're with me.

They relax a little.

PERSEPHONE (CONT'D) *

These fellas work for my husband. They do his dirty work. They're very good. Very loyal, aren't you, boys.

EXILES

Yes, mistress.

PERSEPHONE

They come from a much older version of the Matrix but like so many back then, they caused more problems than they solved.

They snigger at each other.

PERSEPHONE (CONT'D) *

My husband saved them because they are notoriously difficult to terminate.

She reaches into her purse and pulls out a beautiful little gun.

PERSEPHONE (CONT'D) *

How many people keep silver bullets in their gun?

Click. Boom. She blows a hole in the nearest Exile, blood speckling the big screen TV.

She turns the gun on the other.

PERSEPHONE (CONT'D) *
You can either run to the
restaurant and tell my husband
what I have done or you can sit
there and die.

He lunges for the door.

PERSEPHONE (CONT'D) *
He's in the ladies room.

She throws open a door in the wall of books.

PERSEPHONE (CONT'D) *
Hurry.

106 INT. THE MEROVINGIAN'S CHATEAU - BASEMENT - DAY 106 *

It feels like a medieval dungeon lit by halogen spots instead
of torches. They appear to be following the faint sound of
grinding metal.

She pulls a heavy iron bolt from one of the doors, opening
it. Inside is a surreal locksmith shop; a key seemingly for
every lock in the world.

An older Japanese man wearing glasses and a visor stops
grinding his latest key.

NEO
My name is Neo.

KEY MAKER
Yes. I am the Key-Maker. I have
been waiting for you.

107 INT. THE MEROVINGIAN'S CHATEAU - GREAT HALL - DAY 107 *

As they rush from the library into the great hall, the
Merovingian and his men charge in through the front door.

Guns leap into every hand except Neo's.

The Merovingian is overwhelmed by what he sees, almost
working himself to tears.

MEROVINGIAN
My God! My God! Persephone! How
could you do this! You betray me!

A nearly indecipherable string of French obscenities choke
him as she calmly walks toward him.

PERSEPHONE
Cause and effect, my love.

MEROVINGIAN

What cause! There is no cause for this! What cause!

PERSEPHONE

What cause? How about the lipstick you're still wearing?

MEROVINGIAN

Lipstick? Lipstick? What craziness are you talking about, woman? There is no lipstick.

He wipes at his mouth, checking, but there is nothing.

PERSEPHONE

She wasn't kissing your face, my love.

MEROVINGIAN

AIEE! Woman-- This is nothing! C'est rien. Rien! It is only a game! A game!

PERSEPHONE

So is this.

Her smile cuts like a razor blade. She saunters out the door.

PERSEPHONE (CONT'D)

Have fun.

The Merovingian tries to gather himself.

MEROVINGIAN

All right. All right. Enough. Let us find out where this goes. You two, get the Key Maker.

The Twins nod and immediately phase. They become transparent, like ghosts, and walking forward, they slowly sink beneath the floor.

TRINITY

That's a good trick.

Neo nods.

KEY MAKER

I cannot go back.

He turns and runs in the opposite direction.

NEO

You two go after him. I'll handle them.

Trinity and Morpheus chase after the Key Maker.

MEROVINGIAN

You'll "handle" us? "Handle" us?
You know your predecessors had
much more respect.

They all open fire, emptying every clip.

Neo's small gesture stops them dead; a cloud of smoking lead
that clatters harmlessly to the marble floor.

MEROVINGIAN (CONT'D)

Okay. You have some skill. *

Neo snaps open his coat, settling into a calm, defensive
position.

MEROVINGIAN (CONT'D)

Kill him. *

The dobermen attack.

They are killing machines, every part of them, a weapon
delivered with murderous intent but--

Neo is Neo and holds his ground as no one can.

INT. THE MEROVINGIAN'S CHATEAU - HALLWAY - DAY

108

*

The Key Maker hurries through several connecting passageways
until he reaches a door at the bottom of several steps.

He searches through a key ring as Morpheus and Trinity race
towards him.

TRINITY

Wait! Where are you going?

They are almost to him when Twin One rises up through the
floor like gas from a sewer grate.

Morpheus stops and grabs a samurai sword from the wall.

Trinity runs through the ghost of Twin Two who just begins to
emerge.

KEY MAKER

Another way. Always another way.

The Key Maker unlocks the door just as Twin One is able to
phase back, becoming corporeal, lunging at them as they race
through the door into--

109 INT. UNDERGROUND GARAGE - DAY

109 *

The lowest level of a massive concrete urban car park which is mostly empty save for the Merovingian's beautiful car collection.

KEY MAKER
Close it! Close it!

Morpheus tries to slam it shut but Twin One manages to just wedge his arm between the door and the jam.

KEY MAKER (CONT'D)
We must close it.

*

Trinity whips out a gun, pressing it to the Twin's arm. He looks calmly at his brother who is just now clearing the floor.

TWIN ONE
Could we move along?

Trinity opens fire, blasting away at his arm like an ax whacking at a tree as--

Twin Two runs at the door; diving and phasing--

He sails through his brother, through the door, through Morpheus and Trinity before phasing back, somersaulting up to his feet.

KEY MAKER
Run.

A straight razor flashes open and Trinity unloads a few rounds but the moment she fires, he phases, the bullets passing harmlessly.

The gun clicks open and he attacks--

She tries to stop him, hands and feet parrying the whistling blade but he is too fast--

A slash of red opening in her black vinyl armor--

Stunned, she is twisted into a hold, the razor leaping to her throat.

TWIN TWO
Step away from the door.

Morpheus does and Twin One enters with his mangled bloody arm. Twin Two whispers to Trinity.

TWIN TWO (CONT'D)
We owe you for that.

*

Twin One phases and his arm re-gathers, re-forms like an idea being remembered.

TWIN ONE
Just like new.

TWIN TWO
Drop your weapons.

Morpheus tightens his grip on his gun and his sword.

MORPHEUS
I'd rather drop you.

He fires, his aim true; the bullet sizzling through the Twin's phased forehead but in that instant--

Trinity is able to tear free, drawing her last gun as she does.

One of the cars suddenly roars to life.

MORPHEUS (CONT'D) *
We have to stay with him.

TRINITY
What about Neo?

MORPHEUS
He can handle himself.

110 INT. THE MEROVINGIAN'S CHATEAU - GREAT HALL - DAY 110 *

The battle escalates to insanity; acrobatic, rule-bending attacks and equally impossible defenses.

Weapons from the ages are grabbed from the walls and the Great Hall fills with the sounds of ringing steel.

A series of incredibly fast blows, each one coming with blurred fury, ends when a slash opens Neo's hand. For a moment, everyone is too stunned to move, unsure if to believe it until--

Blood dots the tile.

MEROVINGIAN
You see? He is just a man.

Neo rises; a Neo we remember from the subway. His jaw tightens, now he's pissed.

They charge and this time he flips up and away--

Landing, his hands immediately begin conjuring, summoning his chi, creating a ball of energy--

That we glimpse in Matrix code, his hands swirling the code, exciting it, heating it into a bristling ball of electricity which--

He hurls at the oncoming attack--

A cannonball that blasts one of them back, burying him in the opposite wall.

Neo flips free again, bouncing off another wall, while his hands reach out, calling for weapons--

That fly to him.

It is now Neo that is attacking and the Exiles that are fighting for their lives.

He is an unrelenting fury which lays waste to anything foolish enough to get in his way.

The bald man is the last to fall. Neo turns to the Merovingian who seems ready to burst into tears or laughter.

MEROVINGIAN (CONT'D) *
Goddamnit, woman! You will be the
end of me.

Neo drops his weapons as the Merovingian turns to him.

MEROVINGIAN (CONT'D) *
Mark these words, boy, mark them
well. I have survived your
predecessors and I will survive
you.

Spinning on his heel, he marches to the front door.

It takes Neo only a moment to realize what is going to happen and he flies at the door just at the Merovingian slams it shut so that--

111 EXT. THE MEROVINGIAN'S CHATEAU - MOUNTAIN RANGE - DAY 111 *

Neo explodes through it and finds himself outside the chateau in the middle of some snow capped mountain range.

He rushes back inside.

112 INT. UNDERGROUND GARAGE - DAY 112 *

The Twins rush after Trinity and Morpheus as they race to the car started by the Key Maker.

Trinity dives into the driver's seat as Morpheus slides along the hood and slips into the passenger seat.

Trinity stomps on the gas--

Aiming for the closest Twin who phases to avoid being crushed, part of him passing through the inside of the car--

His ghost razor flailing uselessly at their throats.

113 INT. THE MEROVINGIAN'S CHATEAU - HALLWAY - DAY 113 *

Neo hears the screech of tires and hurries.

114 INT. UNDERGROUND GARAGE - DAY 114 *

Trinity lays down a smoking trail of rubber heading for the exit ramp as--

Twin Two turns just in time to see Neo racing for the door, a hair too late--

Slam.

115 EXT. THE MEROVINGIAN'S CHATEAU - MOUNTAIN RANGE - DAY 115 *

Neo shoulders out the back door of the chateau into another picturesque view.

NEO

Shit.

116 INT. UNDERGROUND GARAGE - DAY 116 *

The Twins climb into another car, the scream of Trinity's tires still audible.

117 INT. NEBUCHADNEZZAR - MAIN DECK - DAY 117 *

Link is pounding keys bloody, trying to keep track of what is happening. A call comes in.

LINK

Operator.

NEO (V.O.)

Where am I?

LINK

You won't believe this but you're all the way up in the mountains.

118 EXT. THE MEROVINGIAN'S CHATEAU - MOUNTAIN RANGE - DAY 118 *

Neo stands in a mountain vista.

NEO

Really?

LINK (V.O.)
It's going to take me a while to
get up an exit-- oh shit!

NEO
What?

LINK (V.O.)
Those Twin things are after
Morpheus and Trinity and I got no
way to get them out.

NEO
Where are they?

LINK (V.O.)
Middle of the city, five hundred
miles due south.

Neo cocks himself like the hammer of a gun, then explodes
upwards, tearing across the pale sky.

118A INT. NEBUCHADNEZZAR - MAIN DECK - DAY

118A

Link just lost him.

LINK
Neo! Neo? Man, that up, up and
away shit still freaks me out.

119 EXT. UNDERGROUND GARAGE EXIT - DAY

119

Trinity's car comes flying out from the dark mouth of the
underground garage, bottoming out in a damburst of sparks,
tire-squeal filling the concrete urban underworld.

120 INT. CAR - DAY

120

Morpheus dials long distance on the car phone.

LINK (V.O.)
Operator.

MORPHEUS
Get us out of here, Link.

LINK (V.O.)
That won't be easy, sir.

MORPHEUS
I know. We're inside the core
network.

LINK
Yes, sir. The only exit I got near
you is the Winslow overpass.

120

MORPHEUS
Off the freeway.

Trinity hears the word and shoots a look at him.

LINK (V.O.)
Yes, sir.

MORPHEUS
Fine, we'll make it.

LINK (V.O.)
Sir, I think I should say-- oh
shit! Look out behind you!

Before Morpheus can turn, the Twins' S.U.V. slams into the
back of Trinity's car.

120A INT. S.U.V. - DAY

120A

Twin One rams a clip into a machine gun, jacks home the first
round and stands up through the sun roof.

120B INT. NEBUCHADNEZZAR - MAIN DECK - DAY

120B

Link sees it all happening.

LINK
Incoming fire!

120C INT. TRINITY'S CAR - DAY

120C

Morpheus barely has time to say the word.

MORPHEUS
Down.

120D EXT. S.U.V. - DAY

120D

The Twin unloads the entire clip into Trinity's car, pock-
marking metal, shattering glass.

120E INT. TRINITY'S CAR - DAY

120E

A hailstorm of debris and shrapnel whistle around the
interior like lotto balls.

TRINITY
Hang on.

She throws the car across an intersection, weaving through
the cross-rushing traffic.

120F	EXT. INTERSECTION - DAY	120F	*
	Trinity's car slices between a passing truck and the following car which--		*
	The Twins' S.U.V. smashes through, tearing off the back of the car as a shark might bite through the belly of a seal.		*
	Twin One, jostled a little from the impact, glances at the mangled automobile, turns back and smiles.		*
120G	INT. S.U.V. - DAY	120G	*
	His brother does the same.		*
120H	INT. NEBUCHADNEZZAR - MAIN DECK - DAY	120H	*
	Link watches as the situation grows worse.		*
	LINK		*
	Oh no. This is getting real ugly, real fast--		*
	MORPHEUS (V.O.)		*
	Link, do you see this?		*
	LINK		*
	Yes, sir. There's an all points on you. I make eight units headed your way.		*
120I	INT. TRINITY'S CAR - DAY	120I	*
	Trinity slashes through another intersection, revealing a street with two police cars racing towards them.		*
	MORPHEUS		*
	Any suggestions?		*
120J	INT. NEBUCHADNEZZAR - MAIN DECK - DAY	120J	*
	Link is pounding his keys furiously.		*
	LINK		*
	Turn right!		*
120K	INT. TRINITY'S CAR - DAY	120K	*
	The police cars swerve into their lane, cutting them off.		*
	MORPHEUS		*
	Right. Now.		*
	Trinity cranks the wheel and the car bounds up over the curb and smashes through a fence.		*

120L EXT. OVERPASS PARKING LOT - DAY 120L *

The Twins' S.U.V. lurches after them, followed quickly by the
police cars. *

120M INT. NEBUCHADNEZZAR - MAIN DECK - DAY 120M *

Link finishes guiding them. *

LINK *

Now straight here, go through the
next fence and you'll hit a
connecting tunnel to the 101. *

MORPHEUS (V.O.) *

Got it. *

LINK *

Sir, are you sure about this? The
freeway, I mean. It's dangerous.
In fourteen years of operating,
I've never seen-- *

MORPHEUS (V.O.) *

Link, what did I just tell you? *

LINK *

Yes, sir. I do, sir. The Winslow
overpass. It'll be ready for you. *

MORPHEUS (V.O.) *

Good man. *

120N INT. TRINITY'S CAR - DAY 120N *

Morpheus hangs up. *

TRINITY *

You always told me to stay off the
freeway. *

MORPHEUS *

Yes, that's true. *

He opens the glove compartment and finds a mini-machine gun. *

TRINITY *

You told me it was suicide. *

He checks the clip. *

MORPHEUS *

Then let us hope, for all our
sakes, that I was wrong. *

He snap-cocks the first round into place as they race towards the second fence--

120O INT. OVERPASS PARKING LOT - DAY 120O

Tearing through the chain link, leaping down the incline, swerving onto the concrete ramp that delivers them straight into the open maw of the tunnel.

120P INT. NEBUCHADNEZZAR - MAIN DECK - DAY 120P

Link takes a deep breath. If he were a religious man, he would be offering a prayer.

LINK
They're gonna make it... They're gonna make it.

If he were a religious man, he might think his prayer was about to be answered when--

The phone rings.

LINK (CONT'D)
Operator?

NIOBE (V.O.)
Link, this is Niobe.

LINK
Niobe!

120Q INT. DILAPIDATED WAREHOUSE - DAY 120Q

Ghost and Niobe are climbing into their Firebird.

NIOBE
We've been sent to bring you in. I need to talk to Morpheus.

LINK (V.O.)
Believe me, Niobe, he needs you.

NIOBE
Where is he?

LINK (V.O.)
Just follow the sirens.

120R INT. CONNECTING TUNNEL - DAY 120R

Trinity leads the snake of chasing cars, slicing back and forth across the tunnel, trying to avoid the pummeling barrage of the Twins' machine gun.

Morpheus leans out the window, firing back, chewing up the front of the S.U.V.

*
*

INT. COP CAR - DAY

120S

*

The trailing police car responds to the main system.

*

COP

*

This is car 3-1-8 in pursuit onto the 1-0-1. Repeat, they are approaching--

*
*
*
*

Suddenly, both cops seize violently as Agent Thompson and Agent Johnson commandeer their bodies.

*
*

Ahead, the freeway can be seen.

*

AGENT JOHNSON

*

We have them now.

*

AGENT THOMPSON

*

The Exile is the primary target.

*

PAGES 84-86 DELETED

SCENES 121-134 OMITTED

*

*

135

EXT. FREEWAY - DAY

135 *

The Twins race up on her flank, trying to get a clear shot and Trinity pitches the car across several lanes, ducking behind a pickup truck.

Twin One opens fire anyway, blowing apart the pickup, which almost collides with Trinity before cartwheeling into an embankment.

The Agents and other squad cars barely avoid the tangling knot of metal as the chase presses on.

136

INT. S.U.V. - DAY

136 *

Twin Two guns the car up ahead of Trinity, cutting her off. Twin One turns, facing back, coiling himself.

137

INT. TRINITY'S CAR - DAY

137 *

Morpheus realizes what is about to happen seconds too late.

MORPHEUS

Move!

The phased Twin comes flying out of the black S.U.V., an airborne spectre hurling straight at them--

Sizzling through the windshield, soaring through Trinity and Morpheus like a bitter cold wind before--

Phasing back, slamming into the back seat beside the Key Maker.

Morpheus spins to shoot but Twin One slashes at him with his razor--

The gun falling to the ground.

Twin One unleashes a furious slashing attack, opening wounds on Morpheus' hands and arms slowly overcoming him until--

Morpheus grabs the seat belt, wrapping it around the razor hand, pinning it to the side.

Twin One, scrambling, snatches up the fallen gun--

Morpheus immediately grabbing the barrel as they fight for control.

Trinity looks across the three lanes of freeway as the Agents' squad car pulls up even with her--

138 EXT. COP CAR [AGENTS' CAR] - DAY 138 *

Agent Johnson smoothly swinging out his window onto the car hood.

They all watch as he leaps--

139 EXT. FREEWAY - DAY 139 *

Heaving his body forward into a high diagonal arc across the road--

Slamming onto the car between them. Its axles buckle and it careens off, airbag deploying but not before Agent Johnson leapfrogs another two lanes onto Trinity's car in a three point cat's crouch.

140 INT./EXT. TRINITY'S CAR - DAY 140 *

The hood craters under the impact, springs breaking, frame bending, metal wrapped in the Agent's fist like a handful of hair.

Trinity fights for control as Agent Johnson holds on as though bull riding, whip-drawing his gun with his free hand.

Morpheus, still locked arm and arm with Twin One, yanks the gun hand between them and pulls the trigger--

Bullets spraying through the shattered windshield but--

Missing the dodging quicksilver fast Agent who twists and bends like a blade of grass in a hurricane.

Morpheus continues to fire as Trinity bucks the car left, zagging right onto the shoulder of the road, trying to shake him.

She slams on the brakes and finally Agent Johnson is flung free, skipping hard over the concrete like roadkill--

Morpheus and Twin One pitch forward, as Trinity pounds on the gas pedal, barely avoiding two police cars that collide behind her, a pollen cloud of debris filling the air.

Morpheus twists and turns, wrapping and snapping the belt around Twin One's wrists--

Grabbing his sword, stabbing it though the seat.

As the blade point reaches his gut, he phases and, without any purchase, falls through the back of the car--

141 EXT. FREEWAY - DAY 141 *

Onto the stretch of freeway behind them.

* He looks back, the S.U.V. bearing down on him, gunning its engine as he phases, passing through the front end, solidifying in the passenger seat.

142 INT. S.U.V. - DAY

142 *

Twin One looks at his brother.

TWIN ONE
We are getting aggravated.

TWIN TWO
Yes, we are.

143 EXT. FREEWAY - EXIT RAMP - DAY

143 *

Agent Thompson opens fire as Trinity, barely in control sweeps across the lanes, bouncing against the concrete barrier.

She slices back, barely avoiding the crash drums--

But Agent Thompson isn't as lucky. His squad car explodes against the detonating crash drums, smashing into them, somersaulting over the reinforced embankment in a spine-shattering collision.

As Trinity plows up the ramp, slamming along the curved rail of steel and concrete--

Morpheus is buffeted by the centrifugal force, sparks showering just behind them until--

144 EXT. FREEWAY OVERPASS - DAY

144 *

They skid to a violent stop.

The Key Maker scrambles free as sirens close in, flying up the interchange.

Morpheus sees it is the Twins at the front.

MORPHEUS
Trinity, get him out of here!

TRINITY
Come on.

She looks out at the highway below, hope rushing toward her.

TRINITY (CONT'D)
Come on!

*

She grabs the Key Maker, almost throwing him over the railing as they jump--

- 145 EXT. TRUCK PAYLOAD - DAY 145 *
- Crashing onto an enormous rattling truck, among the motorcycles chained in place to the payload.
- 146 EXT. FREEWAY OVERPASS - DAY 146 *
- The S.U.V. gathers speed like a falling comet, bearing down on Morpheus who stands poised, sword in hand like a scorpion's tail.
- 147 INT. S.U.V. - DAY 147 *
- TWIN ONE
Crush him.
- Twin Two floors it.
- 148 EXT. FREEWAY OVERPASS - DAY 148 *
- Morpheus flexes into his stance. The car is almost on top of him when he moves--
- Sliding to one side, the charging car passing him as the sword flashes, a strike with no shadow.
- The back tire explodes.
- The S.U.V. careens out of control and crashes into Morpheus and Trinity's abandoned car, flipping over as--
- Morpheus spins, guns flashing with instinct speed.
- Bullets tear into the S.U.V.'s belly--
- The fuel lines igniting, exploding behind the airborne Morpheus, a sword wielding dragon.
- The two fleeing Twins are thrown into the sky as they phase, soaring away like untethered helium balloons.
- 149 EXT. TRUCK PAYLOAD - DAY 149 *
- Trinity looks back and sees the explosion on the horizon.
- TRINITY
Morpheus.
- 150 INT. NEBUCHADNEZZAR - MAIN DECK - DAY 150 *
- Link knows immediately what she's thinking.
- LINK
He's okay. Keep moving.

151

EXT. TRUCK PAYLOAD - DAY

151 *

She turns from the explosion, grabbing the Key Maker.

TRINITY
Let's go.

She leads him to the front of the truck where she examines the first motorcycle, then pulls out her phone.

152

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

152 *

The call comes through.

LINK
Operator.

TRINITY
I need a download to hot wire a motorcycle.

LINK
Not a problem, one crash course in--

TRINITY
Wait.

153

EXT. TRUCK PAYLOAD - DAY

153 *

The Key Maker holds out a key to her.

TRINITY
Cancel that.

She hangs up.

TRINITY (CONT'D)
You are handy.

She straddles the big bike.

TRINITY (CONT'D)
Jump on.

Nervously, the Key Maker climbs on behind her as she shoots the chain tethering the beast and throttles it. The back tire screams for mercy as she pops the clutch--

And the motorcycle blasts up the last bit of cargo ramp, leaping into the air--

Flying up over the cabin, the driver watching them bounce down in front of him before rocketing away.

DRIVER
Holy shit!

*
*

154 EXT. FREEWAY - DAY

154 *

Police sirens wail by the speeding bike in the opposite direction.

Trinity weaves through the flow of cars and trucks using them as shields, racing for the exit but--

Agent Jackson targets her in a semi's rearview mirror. *

As she tries to pass the semi, Agent Jackson hurls the truck at her, running up over cars, almost pinning her against the far median but-- *

Trinity squeezes through, the truck barreling after her down the freeway shoulder.

And Trinity dives behind another car that the semi nearly flattens, slowing it down just enough-- *

To allow her to throw the bike almost perpendicular to the traffic, slipping through the rush of oncoming cars until--

She is going in the opposite direction--

Ducking back through the traffic as if dodging bullets.

From a distance we see her as Morpheus watches, standing sword in hand, black coat billowing atop an eighteen wheeler speeding towards Trinity.

The motorcycle races along the far shoulder until a converging squad car forces her back into traffic.

155 SCENE 155 OMITTED

155 *

156 EXT. FREEWAY - DAY

156 *

Trinity stabs the bike around the front of the truck, slicing along the side screening her pursuers momentarily as--

Morpheus reaches down and snatches hold of the Key Maker--

Yanking him on top of the truck.

157 INT. SQUAD CAR - DAY

157 *

The Agents watch as Trinity slashes away, dodging up an on ramp.

AGENT THOMPSON
She means nothing.

*

AGENT JACKSON
Find the exile.

Agent Thompson touches his earpiece.

*

AGENT THOMPSON
We have them.

*

*

158 EXT. AGENT OVERPASS - DAY

158

*

An abandoned squad car idles on the overpass as the truck carrying Morpheus and the Key Maker rushes toward us.

159 EXT. EIGHTEEN WHEELER - DAY

159

*

As the truck barrels beneath, Agent Johnson lands with a booming thud just behind Morpheus who immediately attacks, blade slashing, gun blasting but--

The Agent is too fast, disarming him, though Morpheus continues to fight using every ounce of his strength, every bit of his skill--

But it is not enough.

AGENT JOHNSON
You have caused enough damage. It is time for you to die.

The Agent goes to finish him, but Morpheus leaps up and over him, landing off balance on the very edge of the trailer.

Inertia carrying him backwards, he falls--

160 EXT. NIOBE'S CAR - DAY

160

*

But lands with a soft crunch on the hood of a car breaking his fall.

He looks at the driver. It is Niobe.

NIOBE
Got you.

161 INT. NEBUCHADNEZZAR - MAIN DECK - DAY

161

*

Link can't believe it.

LINK
She's good.

162 EXT. FREEWAY - DAY 162 *

Morpheus points, Niobe nodding.

NIOBE
Hang on.

The engine revs and she circles the truck, passing it as--

163 EXT. EIGHTEEN WHEELER - DAY 163 *

Agent Johnson crosses toward the Key Maker. The Key Maker stands and slowly counter circles around the Agent, watching them pass through the corner of his eye.

AGENT JOHNSON
You are no longer necessary.

KEY MAKER
We do only what we are meant to do.

AGENT JOHNSON
Then you are meant for one more thing.

The Agent's shadow eclipses the Key Maker.

AGENT JOHNSON (CONT'D)
Deletion.

164 EXT. FREEWAY - DAY 164 *

Niobe's car pitches in front of the truck as, Morpheus turns and runs up the windshield, leaping into the air--

A flying eagle--

165 EXT. EIGHTEEN WHEELER - DAY 165 *

Delivering a thunderous kick square into the chest of the Agent Johnson--

That sends him hurtling straight into a oncoming traffic--

166 INT. EIGHTEEN WHEELER - DAY 166 *

Only to re-emerge into the body of the truck driver.

Agent Johnson wrenches the wheel, smashing the truck into Niobe's car, bucking it skittering into the median.

Morpheus and the Key Maker fight to hold on.

- 167 INT. SEMI TRUCK - DAY 167 *
- The startled truck driver up the road is again commandeered by Agent Jackson, who whirls the wheel, arcing the big rig in a wide U-turn, racing it back against traffic. *
- 168 INT. EIGHTEEN WHEELER - DAY 168 *
- Agent Johnson smiles. *
- 169 EXT. EIGHTEEN WHEELER - DAY 169 *
- Morpheus sees the semi up ahead, picking up speed, barreling at them.
- MORPHEUS
Neo, if you're out there, I could use some help.
- 170 INT. NEBUCHADNEZZAR - MAIN DECK - DAY 170 *
- Link glimpses something in the code.
- LINK
What? Is that--?
- 171 EXT. SKY - DAY 171 *
- High above the city, the atmosphere rumbles as though shaken by a jet's sonic boom--
- As Neo plummets toward the highway littered with Trinity's trail of destruction.
- 172 EXT. FREEWAY - EIGHTEEN WHEELER/SEMI TRUCK - DAY 172 *
- The two trucks barrel toward a ballistic conclusion, as Neo rockets over the interstate, a black ICBM.
- 173 EXT. EIGHTEEN WHEELER/SEMI TRUCK - BULLET TIME - DAY 173 *
- The trucks collide, head on, like merging mirrored reflections--
- Morpheus and the Key Maker drift into the air as metal folds into metal, sheering sheets of mercury, glass, and debris starbursting, radiating out like time-lapse ice crystals.
- We see the trucks folding, collapsing, knotting together, re-attached Siamese twins--
- The back ends rising as--
- * Neo slices in, snatching hold of both Morpheus and the Key Maker--

Arcing up and away as the trucks explode--

A gelatinous gusher of orange flame rising up behind them.

174 INT. NEBUCHADNEZZAR - MAIN DECK - DAY 174 *

Link leaps up, screaming.

175 EXT. SKY - DAY 175 *

From high above we see the wreckage knotted and twisted on the constipated freeways, stretched out like a massive, bloated tapeworm.

176 INT. ZION COMMAND CENTER - NIGHT 176 *

Commander Lock moves across the ramparts of Zion Command Center. *

LIEUTENANT

Sir, we have confirmation from the Icarus. The first two ships are in position for the counter attack.

LOCK

Good.

He stops behind the Operations Officer Wirtz monitoring the seismic activity of the machines. *

LOCK (CONT'D) *

Any change?

OFFICER WIRTZ *

It looks like they hit a pocket of iron ore here, slowed them down a little.

LOCK

How much?

OFFICER WIRTZ *

Maybe an hour.

LOCK

That would give them a little over nine hours.

OFFICER WIRTZ *

Yes, sir.

The screen blips; a small, seemingly insignificant thing portending such doom.

We move at the screen until the sound of melting earth fills our ears and we cut to--

177 INT. ZION - HOLE - NIGHT

177 *

The searing red core inside the port reactor of the digger.

Rising, we see the chewed earth converted into molten magma and pressed to the sides, the slow churning exhaust port feeding the excess into ridges that spiral up like the coils of a fossil--

At first red-orange and steaming with heat cooling into obsidian slag as we rise along the ridged black glass tube, like the barrel of a gun, emerging into a sewer line, revealing--

The Sentinel army.

Thousands of them, clinging to every surface hovering like bees, chattering as they buzz by, everywhere, millions of red eyes--

Waiting.

178 EXT. DARK TOWER - NIGHT

178 *

We glide over the glittering electric lace-work that drapes the city, towards a singular building, a reigning malefic tower of glass and steel.

KEY MAKER (V.O.)

There is a building. Inside this building, there is a level where no elevator can go, that no stair can reach.

We draw closer and closer to the black mirror of its face reflecting the city below.

KEY MAKER (V.O.) (CONT'D)

This level is filled with doors. These doors lead to many places, hidden places.

Suddenly, the mirror blisters; bubbles boiling up across its surface.

KEY MAKER (V.O.) (CONT'D)

But one door is special. One door leads to the Source.

Unable to contain its fury, the face bulges and begins to rend, for a frozen moment, it holds, marbled with veins of orange flame before--

It explodes, an enormous cloud of fire engulfing us.

179 INT. ABANDONED APARTMENT - NIGHT

179 *

Trinity watches as Neo shudders, his vision passing.

The crews of all three ships are gathered here listening to the plan of the Key Maker.

KEY MAKER

This building is protected by a very secure system. Every alarm triggers the bomb.

VECTOR

Bomb? Did he say bomb?

KEY MAKER

But like all systems, it has a weakness. The system is based on the rules of the building. One system built on another.

MORPHEUS

Electricity.

KEY MAKER

If one fails, so must the other.

NIOBE

No electricity. No alarms.

The Key Maker nods.

GHOST

But you'd have to take out a whole city block to kill the power to a building like that.

KEY MAKER

No. Not one. Seven.

VECTOR

Seven blocks?!

He nods again.

180 EXT. POWER STATION - NIGHT

180 *

Heavy fences topped with spools of razor wire judiciously surround an enormous power plant.

KEY MAKER (V.O.)

There is a power station.

Hidden in the darkness, Niobe and her crew recon the situation.

KEY MAKER (V.O.) (CONT'D)
It must be destroyed.

*

181 INT. ABANDONED APARTMENT - NIGHT

181

*

Niobe continues working through the plan.

NIOBE
There has to be some kind of fail-
safe.

KEY MAKER
Yes, there is an emergency system.

182 EXT. FRONT OF REROUTING FACILITY - NIGHT

182

*

It is the central building of the electric company; it is a
building we have seen. The building where Trinity falls.

KEY MAKER (V.O.)
The core network of the grid must
be accessed.

A van exits the main gate, sweeps beneath us where we find a
sewer grate. We drop towards the grate until--

183 INT. SEWER - NIGHT

183

*

Reversing, we follow the streams of green-tinted street light
leaking down through the grate to find--

The crew of the Vigilant.

KEY MAKER (V.O.)
The emergency system must be
deactivated.

184 INT. ABANDONED APARTMENT - NIGHT

184

*

Soren leans forward.

SOREN
What do you need us for? Neo could
take them both out easier than we
all could.

KEY MAKER
There is no time.

NIOBE
Why?

KEY MAKER
Once the door is unprotected, the
connection will be severed.
(MORE)

KEY MAKER (CONT'D)
But another connection must first
be made.

SOREN
How long will that take?

185 INT. EMPTY OFFICE BUILDING - NIGHT

185 *

Neo stands at a window looking out over a sea of darkness
gleaming with urban light.

KEY MAKER (V.O.)
Exactly three hundred and fourteen
seconds.

GHOST (V.O.)
Five minutes.

KEY MAKER (V.O.)
That is the length and breadth of
the window.

There is a sound in the room, a constant, insistent sound:
zik, zik, zik.

KEY MAKER (V.O.) (CONT'D) *
Only the One can open the door and
only during that window can the
door be opened.

186 INT. ABANDONED APARTMENT - NIGHT

186 *

Neo stares at the Key Maker, feeling the plan tightening
around him.

NIOBE
How do you know all this?

KEY MAKER
I know because I must know. It is
my purpose. It is the reason I am
here. The same reason we are all
here.

He looks back at Neo.

187 INT. NEBUCHADNEZZAR - NEO'S ROOM - NIGHT

187 *

Neo sits alone in his room, wrestling with the same feeling
that once drove him to find Morpheus.

Again, Trinity comes to him.

TRINITY
Neo...

She sits beside him.

TRINITY (CONT'D)
I know something is wrong.

*

He is unable to say anything.

TRINITY (CONT'D)
You don't have to tell me. I just
wanted you to know...

*

She takes hold of his hand.

TRINITY (CONT'D)
I'm here.

*

188 INT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT 188 *

We push in at the clock from the opening which reads just
before midnight.

KEY MAKER (V.O.)
All must be done as one.

A minute clicks off in rhythm with--

189 INT. EMPTY OFFICE BUILDING - NIGHT 189 *

Zik. Zik.

Behind Neo is Morpheus and the Key Maker. The sound is the
Key Maker filing the teeth of a new key.

KEY MAKER (V.O.)
If one fails, all fail.

190 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 190 *

The rhythm continues with the shik, shik of needles jacked
into crew members.

Link takes out the staurolite necklace from his pocket and
puts it on.

LINK
...it can't hurt.

191 INT. ABANDONED APARTMENT - NIGHT 191 *

Morpheus takes over.

MORPHEUS
At midnight, there is a shift
change in the security of both
buildings.

- 192 INT. POWER STATION - NIGHT 192 *
- A bomb is synchronized to detonate at midnight. Its clock ticks quietly.
- MORPHEUS (V.O.)
At midnight we strike.
- 193 INT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT 193 *
- The security guard, sitting behind the bank of monitors yawns broadly as the next shift enters.
- SHIFT GUARD
Hey-- You count sheep at home.
- MONITOR GUARD
Why? I get paid to count 'em here.
- The crew of the Vigilant flash across the screen as we sweep behind the monitors, cutting to--
- 194 INT. VIGILANT - COCKPIT - NIGHT 194 *
- The back of the monitors of Vigilant. The operator and Soren's second, Axel, scan the raining code.
- OPERATOR
Okay. They're inside.
- AXEL
How much time?
- OPERATOR
Twelve minutes.
- Suddenly, an alarm sounds.
- AXEL
Oh shit.
- He runs for the ladder, the heavy brace around his knee squeaking arthritically.
- 195 INT. ABANDONED APARTMENT - NIGHT 195 *
- We are drawn closer and closer to Morpheus.
- MORPHEUS
All our lives we have been fighting this war. Tonight, I believe we can end it.
- 196 INT. EMPTY OFFICE BUILDING - NIGHT 196 *
- Neo glances at his watch. Twelve to twelve.

MORPHEUS (V.O.)
Tonight is not an accident.

197 INT. VIGILANT - CATWALK - NIGHT 197 *

We push in towards a small metal bolt as Axel thunders, stone leggedly, across the catwalk racing for the cockpit.

As he passes over the rust soaked bolt, it seems to give a little.

MORPHEUS (V.O.)
There are no accidents.

198 INT. ABANDONED APARTMENT - NIGHT 198 *

His voice is like a magnet, pulling us in.

MORPHEUS
We have not come here by chance. I do not believe in chance. When I see three objectives and I see three Captains, three ships, I do not see coincidence, I see providence.

199 INT. PIPELINE - NIGHT 199 *

A group of Sentinels begin preparing a strange device they were towing.

MORPHEUS (V.O.)
I see purpose.

200 INT. VIGILANT - COCKPIT - NIGHT 200 *

Axel studies the hologram, speaking to the operator over the intercom.

OPERATOR (V.O.)
Did they pick us?

AXEL
I don't know. It's weird. They're just sitting there.

OPERATOR (V.O.)
Doing what?

AXEL
I have no idea.

201 INT. ABANDONED APARTMENT - NIGHT 201 *

Morpheus looks to each of them.

MORPHEUS

I believe it is our fate to be here. It is our destiny. I believe that this night holds for each and every one of us the very meaning of our lives.

202 INT. NEBUCHADNEZZAR - NEO'S ROOM - NIGHT

202 *

Neo still holds on to her hand.

NEO

I want to ask you something but I don't know how.

TRINITY

Neo, I promise you, if I can, I will.

NEO

What if I asked you to stay out of this, no matter what happens to stay out of the Matrix.

TRINITY

Why?

He can feel her falling away from him.

NEO

I told you...

He tightens his hold of her hand.

NEO (CONT'D)

Please.

There is nothing she wouldn't do for him.

TRINITY

All right.

203 INT. ABANDONED APARTMENT - NIGHT

203 *

Niobe gets up, obviously upset.

MORPHEUS

What is it?

NIOBE

I can't help it, Morpheus. I can't help thinking what if you're wrong. What if all this, the prophecy, everything, is bullshit?

MORPHEUS

Then tomorrow we may all be dead.
But how is that different from any
other day?

204 INT. POWER STATION - SECURITY BOOTH - NIGHT 204 *

Niobe hits a security booth with the pulverizing force of a sledgehammer crushing a carton of eggs.

MORPHEUS (V.O.)

This is a war.

205 INT. PIPELINE - NIGHT 205 *

A Sentinel begins to spin, holding the device, whirling it around.

MORPHEUS (V.O.)

We are soldiers.

206 INT. VIGILANT - COCKPIT - NIGHT 206 *

Move in closer to the bent bolt.

MORPHEUS (V.O.)

Death can come for us at any
time...

207 INT. PIPELINE - NIGHT 207 *

The Sentinel hurls the device.

MORPHEUS (V.O.)

In any place.

208 INT. VIGILANT - COCKPIT - NIGHT 208 *

Axel leaps up, the radar now sighting the rapidly approaching device.

AXEL

Incoming!

As he runs across the catwalk, the bolt that has held for one hundred years--

Holds no more.

The catwalk collapses, Axel slamming to the grated floor, breaking his neck while--

The operator barely turns his head before a metal strut buries itself in his back, spitting blood across the monitors.

- 209 INT. ABANDONED APARTMENT - NIGHT 209 *
- Niobe knows where Morpheus is going.
- MORPHEUS
Now consider the alternative. What
if I am right? What if the
prophecy is true? What if tomorrow
this war could be over?
- Neo is almost unable to breathe from the building pressure.
- MORPHEUS (CONT'D) *
- Isn't that what we've been
fighting for? Isn't that worth
dying for?
- 210 INT. VIGILANT - COCKPIT - NIGHT 210 *
- Blood runs down the screen, mirroring the rain drop streams
of code.
- 211 INT. PIPELINE - NIGHT 211 *
- The device hurtles toward the hull of the Vigilant.
- 212 INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT 212 *
- They are working fast, trying to hack the computer network
and shut down the emergency systems.
- SOREN
Time?
- VECTOR
Three minutes.
- BINARY
Almost there.
- 213 INT. PIPELINE - NIGHT 213 *
- The device hits and explodes; the ship buckles with an orange
wound of flame opening as the entire pipe shudders from the
impact.
- 214 INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT 214 *
- Soren feels it first; his life cut off, his eyes, like a
light, instantly dead.
- 215 INT. VIGILANT - COCKPIT - NIGHT 215 *
- Flame washes over the bodies of the crew.

- 216 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 216 *
- Trinity stands behind Link as they hear the distant rumble like thunder.
- 217 INT. EMPTY OFFICE BUILDING - NIGHT 217 *
- The Key Maker blows away the metal dust from the key.
- KEY MAKER
It is done.
- 218 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 218 *
- Trinity knows something is wrong.
- TRINITY
Find the others.
- LINK
I got Niobe, right there. They're already out of the station.
- 219 EXT. POWER STATION - NIGHT 219 *
- Niobe stands on an overpass, looking down at the power station.
- She checks her watch, the final minutes sweeping by.
- 220 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 220 *
- Link searches for the crew of the Vigilant.
- TRINITY
What about Soren?
- LINK
There. They're all still inside but...
- TRINITY
They're not moving.
- 221 INT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT 221 *
- The punch clock, just as we started, the time card inserted--
Ka-chunk--
- 222 INT. POWER STATION - NIGHT 222 *
- The bomb counts the last seconds--
Tik, tik, tik--

- 223 INT. EMPTY OFFICE BUILDING - NIGHT 223 *
- Shik--
- The Key Maker inserts his key.
- 224 INT. POWER STATION - NIGHT 224 *
- The bomb goes off, the power station disappearing beneath a rippling silk cloud of flame.
- The crew of the Logos is lit by the orange bloom.
- 225 INT. EMPTY OFFICE BUILDING - NIGHT 225 *
- Neo looks out as the city lights begin to flicker off.
- MORPHEUS
That's it. Let's go.
- The Key Maker opens the office door, revealing another infinitely long industrial passageway.
- 226 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 226 *
- Trinity knows they are dead.
- TRINITY
Call Neo. Now!
- 227 INT. EMPTY OFFICE BUILDING - NIGHT 227 *
- They step into the hall and the door slams behind them.
- 228 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 228 *
- They disappear from the screen.
- LINK
I lost them. They're inside the portal.
- TRINITY
What about the grid?
- 229 INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT 229 *
- The bodies lay silently in the dark as the computers continue their work, activating the emergency system, functioning exactly as they were meant to.
- 230 EXT. CITY - NIGHT 230 *
- Lights begin to switch back on.

231 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 231 *

Link speeds through a diagnostic.

LINK

Everything is still operational.
The emergency system is already
rerouting power.

232 EXT. DARK TOWER - NIGHT 232 *

Floor by floor, lights spread up through the body of the
monolith.

233 INT. INDUSTRIAL HALL - NIGHT 233 *

They move past endless identical doors, closing in on their
destiny.

234 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 234 *

Link stares at the emerging pattern.

LINK

Jesus. As soon as they open that
door...

There is only one conclusion.

LINK (CONT'D)

It's all over.

Trinity stares at the monitors as if reading her fate. .

TRINITY

The hell it is.

She heads for her chair.

LINK

What are-- Trinity!

TRINITY

I will not stand here and do
nothing! I will not wait here to
watch them die!

LINK

Trinity, we're talking about less
than five minutes.

TRINITY

In five minutes, I'll tear that
whole goddamn building down.

- 235 INT. INDUSTRIAL HALL - NIGHT 235 *
- They approach an intersection.
- NEO
How much further?
- KEY MAKER
Here. Just here.
- But as they turn the corner, they find they are no longer alone.
- AGENT SMITH
I'm sorry. This is a dead end.
- 236 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 236 *
- Link's fingers hammer the board.
- LINK
This has to be the ugliest hack I have ever done.
- He pounds enter.
- LINK (CONT'D) *
- That's as close as I can get you.
You better grow some wings.
- 237 EXT. MULTI-STORIED GARAGE - NIGHT 237 *
- No wings, just three thousand horses clamped between her legs.
- The motorcycle surges forward with the scream of rubber burning concrete.
- She barrels at the edge of the garage and hurtles out into the night sky.
- A black vinyl angel.
- 238 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 238 *
- Link can't believe it, his mouth hanging open.
- 239 EXT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT 239 *
- A quick slice and dice as Trinity again drops the guards.
- 240 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 240 *
- Link reacts as one of them gets smashed. The phone rings.

LINK
Operator.

TRINITY (V.O.)
I'm in.

LINK
Keep moving. 65th Floor.

241 INT. INDUSTRIAL HALL - NIGHT

241 *

Smith stands between them and the door at the end of the hall.

AGENT SMITH
You look surprised to see me again, Mr. Anderson? That's the difference between us. I've been expecting you.

NEO
What do you want, Smith?

AGENT SMITH
You haven't figured that out? Still using all the muscles except the one that matters.

He walks toward them.

AGENT SMITH (CONT'D) *
I want exactly what you want. I want...

He smiles.

AGENT SMITH (CONT'D) *
Everything.

Morpheus snaps the barrel of his gun to Smith's head.

MORPHEUS
Would that include a .38 caliber slug?

AGENT SMITH
Go ahead. Shoot. The best thing about being me--

All around them, doors begin to slam open as Smiths fill the hallways.

AGENT SMITH (CONT'D) *
There's so many mes.

242 INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT 242 *

Several guards follow a head technician into the main computer room where they find the dead bodies.

TECHNICIAN

Christ! What the hell happened in here?

Trinity rushes towards the room.

GUARD

Whoa! Hold it right there little lady--

They fall like bowling pins; she is a force of nature leaving a wake of destruction without slowing.

243 INT. INDUSTRIAL HALL - NIGHT 243 *

Neo slashes his way through the tangle of Smiths, protecting the Key Maker while--

Morpheus empties his gun and is then overwhelmed.

AGENT SMITH

If you can't beat us--

AGENT SMITH (CONT'D)

Join us.

Strangling fingers gouge into Morpheus' neck and the black mirror begins to pour over him.

NEO

Morpheus!

Hurling Smiths out of his way, Neo bulldozes towards Morpheus.

Ripping the Smith from him, severing the connection.

244 INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT 244 *

Trinity is behind the computer.

245 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 245 *

Link checks the window.

LINK (V.O.)

There's still no sight of them. I don't know what they're doing in there but they only got two minutes.

- 246 INT. INDUSTRIAL HALL - NIGHT 246 *
- Neo and Morpheus carve through the Smiths as the Key Maker locates the right key.
- 247 INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT 247 *
- Trinity loads the final program, punching "enter." The computer responds, a window opening, "Error: Emergency System Failure."
- 248 INT. INDUSTRIAL HALL - NIGHT 248 *
- The Key Maker reaches for the door.
- 249 INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT 249 *
- Trinity can only watch as the failure begins to spread.
- TRINITY
Come on, come on.
- 250 EXT. CITY - NIGHT 250 *
- Again lights start to die.
- 251 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 251 *
- Link sees the lights going out.
- LINK
One minute.
- 252 INT. INDUSTRIAL HALL - NIGHT 252 *
- The Key Maker inserts his key.
- 253 INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT 253 *
- Trinity closes her eyes, her mantra becoming a prayer.
- TRINITY
Come on, come on, please.
- 254 EXT. DARK TOWER - NIGHT 254 *
- The lights die inside the monolith.
- 255 INT. INDUSTRIAL HALL - NIGHT 255 *
- The Key Maker opens the door.
- All at once, the Smiths scream.

AGENT SMITHS
Kill them!

They grab for their guns, clearing a kind of path as they do.

Neo spins and hurls himself at the path, diving as dozens of guns take aim--

Tackling Morpheus and the Key Maker as the guns fire, barreling through the open door--

Rolling up and slamming it shut.

256 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 256 *

Link almost leaps out of his chair.

LINK
They're in! I don't believe it!

257 INT. REROUTING FACILITY - NIGHT 257 *

Trinity melts with relief.

258 INT. DARK TOWER - UNFINISHED FLOOR - NIGHT 258 *

The entire floor looks like an unfinished construction project. Metal studs frame the walls like the skeleton of a building plan but throughout the doors are finished.

The Key Maker tries to get up but cannot. Blood gushes from several bullet wounds.

MORPHEUS
You're hit.

KEY MAKER
It was meant to be.

He coughs and blood fills his mouth.

KEY MAKER (CONT'D) *
There is no time. Morpheus, that door will take you home.

He pulls the key from his neck and gives it to Neo.

KEY MAKER (CONT'D) *
You will know which door. Hurry.

259 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 259 *

Link sees something.

LINK

Trinity, I got some serious
activity heading your way.

260 INT. REROUTING FACILITY - COMPUTER ROOM/CORRIDORS - NIGHT 260 *

She's already moving.

261 INT. DARK TOWER - DOOR TO CONTROL ROOM - NIGHT 261 *

Neo stands in front of a door that looks like any other door.
He inserts the key and as he touches the doorknob--

Light begins to pour around the edges so that Neo is framed
by light. The increasing intensity of the light bleeds away
the edges, dissolving them, spreading through the entire door
until--

Only Neo remains, a silhouette against a nova of white light.

We see him from the side for a moment; the square beam of
blinding light emanating from a two dimensional plane as--

Again, from behind, pushing towards the door, Neo's
silhouette is dissolved away as the light fills the entire
frame and the moment it does--

It recedes instantaneously, becoming a pin-prick among
thousands of pin-pricks--

A night sky filled with stars that we drift back from,
revealing--

262 INT. CONTROL ROOM - NIGHT 262 *

A familiar bank of monitors each screen filled with the same
image of starlit space.

We hear the click-clack of a keyboard and the monitors change
to the image of Neo standing in a room filled with monitors
and as we pan--

We find Neo standing in the same spherical room of monitors,
each showing the exact image we are looking at.

An older man in a well-tailored suit sits in a high-backed
leather swivel chair.

OLD MAN

Hello, Neo.

NEO

Who are you?

OLD MAN
I am the Architect. I created the
Matrix. I've been waiting for you.

263 INT. REROUTING FACILITY - ELEVATOR/CORRIDORS - NIGHT 263 *

Trinity hits the elevator button. The numbers climb towards her.

264 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 264 *

Link sees it but it's too late.

LINK
Oh no!

265 INT. REROUTING FACILITY - ELEVATOR/CORRIDORS - NIGHT 265 *

The elevator opens and Trinity is attacked by Agent Jackson as we saw in the opening, managing to barely escape with her life.

266 INT. CONTROL ROOM - NIGHT 266 *

The Architect leans back.

ARCHITECT
You have many questions, and though the process has altered your consciousness, you remain irrevocably human, ergo, some of my answers you will understand and some of them you will not. Concordantly, while your first question is the most pertinent, you may or may not realize, it is also the most irrelevant.

NEO
Why am I here?

ARCHITECT
Your life is the sum of a remainder of an unbalanced equation inherent to the programming of the Matrix.

Images from Neo's entire life fill the monitors, creating a visual chaos beneath the measured tone of the Architect's voice.

ARCHITECT (CONT'D) *

You are the eventuality of an anomaly that, despite my sincerest efforts I have been unable to eliminate from what is otherwise a harmony of mathematical precision. While it remains a burden assiduously avoided, it is not unexpected and thus, not beyond a measure of control which has led you inexorably--

The monitors unite, filling again with the exact image we are looking at.

ARCHITECT (CONT'D) *

Here.

All the Neos on the screen speak as one.

NEO

You haven't answered my question.

ARCHITECT *

Quite right. Interesting. That was quicker than the others.

Now the Neos respond differently.

NEO

What others?

NEO

There were others? *

NEO

How many others?

NEO

I don't believe anything--

NEO

Answer my fucking question.

NEO

I want out. I want out.

ARCHITECT (CONT'D) *

The Matrix is older than you know. I prefer counting from the emergence of one integral anomaly to the emergence of the next, in which case, this is the sixth version.

The Neos respond in a barrage.

NEO
There were five Ones before
me!

NEO
That's impossible. It doesn't
make sense.

NEO
You're lying. This is
bullshit.

NEO
I'm afraid.

NEO
If that's true...

NEO
How could that be?

NEO
There are only two possible
explanations...

We move towards a specific Neo, centered among the others,
closing in on a single line of thought.

NEO (CONT'D)
... either no one told me, or no
one knows.

We enter that monitor and turn to the Architect.

ARCHITECT
Precisely.

He smiles.

ARCHITECT (CONT'D)
As you are undoubtedly gathering,
the anomaly is systemic, creating
fluctuations in even the most
simplistic equations.

Neo pauses, turning as he stares at all the monitors filled
with the same image of himself.

There is a sudden cacophony as dozens of Neos realize the
same thing.

NEO
You old white prick!

NEO
I can say whatever I fuckin'
want!

NEO
I'll smash this place to
bits!

NEO
You can't control me!

NEO
You can't make me do
anything!

NEO
I'm gonna smash you to bits!

NEO
God is dead!

NEO
You're dead!

NEO
Fuck you and fuck your mother!

Again, we move into a monitor, returning to Neo as he was looking at the monitors, quietly realizing the truth.

NEO (CONT'D)
Choice. The problem is choice.

*

267 INT. REROUTING FACILITY - EMPTY ROOM/CORRIDORS - NIGHT 267 *

Trinity dives into the shadows as the Agents' search tightens around her.

268 INT. CONTROL ROOM - NIGHT 268 *

The Architect folds his perfectly manicured hands.

ARCHITECT
The first Matrix I designed was quite naturally perfect. It was a work of art, flawless. Sublime. A triumph equalled only by its monumental failure.

It is a bitter memory still.

ARCHITECT (CONT'D)
The inevitability of its doom is apparent to me now as a consequence of the imperfection inherent in every human being. Thus, I redesigned it based on your history to accurately reflect the varying grotesqueries of your nature. However, I was again frustrated by failure.

*

He picks at an imperceptible imperfection from his pant leg.

ARCHITECT (CONT'D)
I have since realized that the answer eluded me because it required a lesser mind or perhaps a mind less bound by the parameters of perfection. Thus, the answer was stumbled upon by another, an intuitive program initially created to analyze certain aspects of the human psyche. If I am the father of the Matrix, she would undoubtedly be its mother.

*

NEO
The Oracle.

ARCHITECT

Please. As I was saying, she stumbled upon a solution whereby nearly ninety nine percent of all test subjects accepted the program as long as they were given a choice, even if they were only aware of the choice at a near unconscious level.

He regards Neo's reaction.

ARCHITECT (CONT'D)

*

While this answer functioned, it was obviously fundamentally flawed, thus creating the otherwise contradictory, "systemic anomaly," that if left unchecked might threaten the system itself. Ergo, those that refused the program, while a minority, if unchecked, would constitute an escalating probability of disaster.

NEO

This is about Zion.

ARCHITECT

You are here because Zion is about to be destroyed, its every living inhabitant terminated. Its entire existence eradicated.

NEO

Bullshit.

ARCHITECT

Denial is the most predictable of all human responses but, rest assured, this will be the sixth time we have destroyed it and we have become exceedingly efficient at it.

- | | | | |
|-----|---|-----|---|
| 269 | INT. REROUTING FACILITY - STAIRWELL ENTRANCE - NIGHT | 269 | * |
| | Trinity tries to get to the stairwell but Agent Thompson is already there. There is no way out. | | |
| 270 | INT. CONTROL ROOM - NIGHT | 270 | * |
| | The Architect reveals his final truth. | | |

ARCHITECT

The function of the One is to now return to the Source, allowing a temporary dissemination of the code you carry, reinserting the prime program after which you will be required to select from the Matrix twenty three individuals, sixteen female, seven male, to rebuild Zion.

There is an explosive reaction from the monitor Neos while the one standing before us is quiet.

ARCHITECT (CONT'D)

Failure to comply with this process will result in a cataclysmic system crash, killing everyone connected to the Matrix, which coupled with the extermination of Zion will ultimately result in the extinction of the entire human race.

NEO

You won't let it happen. You can't. You need human beings to survive.

ARCHITECT

There are levels of survival that we are prepared to accept. However, the relevant issue is whether or not you are ready to accept the responsibility for the death of every human being in this world.

The monitors fill with images of human beings inside the Matrix.

The Architect enjoys the moment.

ARCHITECT (CONT'D)

It is interesting reading your reactions. Your five predecessors were, by design, based on a similar predication, a contingent affirmation that was meant to create a profound attachment to the rest of the species, facilitating the function of the One. While the others experienced this in a very general way, your experience is far more specific, vis-a-vis--

One by one all of the screens turn to images of Trinity in the rerouting facility.

ARCHITECT (CONT'D) *
Love.

NEO
Trinity!

ARCHITECT
Apropos, she entered the Matrix to save your life at the cost of her own.

NEO
No.

He sees her again trapped as in his dream.

ARCHITECT
Which brings us at last to the moment of truth wherein the fundamental flaw is ultimately expressed and the anomaly revealed as both beginning and end.

The Agents close in around her.

ARCHITECT (CONT'D) *
There are two doors, the door on your right will take you to the Source and the salvation of Zion. The door to your left leads back to the Matrix, to her, and to the end of your species. As you .adequately put, the problem is choice. *

Neo looks at the doors to either side.

ARCHITECT (CONT'D) *
But we already know what you are going to do, don't we?

He smiles, amused.

ARCHITECT (CONT'D) *
Already I can see the chain reaction, the chemical precursors that signal the onset of an emotion designed specifically to overwhelm logic and reason, an emotion that is already blinding you from the simple and obvious truth; *

(MORE) *

ARCHITECT (CONT'D)
she is going to die and there is
nothing you can do to stop it.

*
*

Unable to watch or listen any longer, Neo goes to the door to the left.

The Architect chuckles.

ARCHITECT (CONT'D) *
Hope. It is the quintessential human delusion, simultaneously the source of your greatest strength and your greatest weakness.

Neo pauses at the door, glancing back at him.

NEO
If I were you, I would hope that we don't meet again.

ARCHITECT
We won't.

Neo throws open the door and the Architect is flashed with light before returning his attention to the monitors--

Where Trinity is now found by the Agents, firing and running as we enter the monitors--

271 INT. REROUTING FACILITY - CORRIDORS - NIGHT 271 *

Where Trinity is fighting the last fight of her life.

272 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 272 *

Link is watching Trinity while unloading Morpheus.

LINK
Get out of there!

Morpheus' eyes snap open as Link leaps to his side.

LINK (CONT'D) *
We got a serious situation here, sir!

He looks across and sees Trinity unconscious in her chair.

MORPHEUS
Oh no.

273 INT. REROUTING FACILITY - CORRIDORS - NIGHT 273 *

Trinity is getting the shit kicked out of her.

274 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 274 *

They watch, helpless.

MORPHEUS
Goddamnit!

LINK
What do we do, sir?

MORPHEUS
I don't know.

275 INT. DARK TOWER - NIGHT

275 *

The door opens as before but where there was just light, there is now heat; paint blisters, the metal door rattles and where it once dissolved away gracefully, it is now incinerated as--

A raging storm of fire is revealed. A billowing boil of expanding flame shoots through the framework as Neo emerges--

A black suited revenant borne upon the fires of hell--

Flying in Bullet Time as the waves of orange flame crash and split all around him--

Overtaking him.

276 EXT. DARK TOWER - NIGHT

276 *

The explosion of orange cuts the building in half, reaching its peak of expansion just as--

A black bullet blasts free of the flames.

277 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT

277 *

It happened so fast it almost didn't register.

MORPHEUS
What the hell was that...?

LINK
Whatever it is, it's moving faster than anything I've ever seen.

278 EXT. CITY - NIGHT

278 *

A missile weaves through the concrete urban chasm.

279 INT. REROUTING FACILITY - CORRIDORS - NIGHT

279 *

With no choice left, Trinity dives through the window.

- 280 EXT. CITY - NIGHT 280 *
- Sonic booms ripple the towers of steel and glass as Neo sears past.
- 281 EXT. FRONT OF REROUTING FACILITY - NIGHT 281 *
- Trinity falls, fighting to the last until she feels the bullet enter her midsection.
- Blood ribbons out from her, unwinding from her ribcage as though held by some unseen hand.
- 282 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 282 *
- Her body spasms, the monitors erupting with alarms.
- 283 EXT. FRONT OF REROUTING FACILITY - NIGHT 283 *
- She falls away, her expression softening into one of astonishment and loss.
- 284 EXT. CITY STREET - NIGHT 284 *
- Neo can almost feel her, as he drops with her--
- In his wake, cars flip through the air with the swirl of leaves.
- 285 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 285 *
- Morpheus rushes to her as her monitors reveal her fate.
- MORPHEUS
- Oh no.
- Beside her, Neo sits jacked into his drive-chair where we see his grip tighten on the hand rest.
- 286 EXT. CITY STREET - NIGHT 286 *
- At full speed, we see only a flash of black and then the churning chaos in his wake.
- 287 EXT. FRONT OF REROUTING FACILITY/STREET - NIGHT 287 *
- Still at full speed, we see Trinity and the Agent plummet to the earth.
- It lasts as long as a blink as--
- Neo slices in, grabbing Trinity just before--

288 EXT. FRONT OF REROUTING FACILITY/STREET - NIGHT 288 *

Agent Johnson smashes into the car, blood rain covering the ground while-- *

Neo explodes up into the sky, cradling Trinity in his arms.

289 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 289 *

Again, Link can't believe what he just saw.

LINK
Holy shit! He caught her!

290 EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT 290 *

He lands atop the highest building around.

TRINITY
Neo...

The black vinyl is slick with blood.

TRINITY (CONT'D) *

I had to...

NEO

I know.

A shudder runs through her body as he sees the bullet inside her.

NEO (CONT'D) *

The bullet is still inside.

He touches her wound and takes her hand.

She grips it, closing her eyes as he pushes into her, his hand entering her body as though it were a pool of water.

291 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 291 *

Her body contracts in agony, blood coughing up from an internal injury.

292 EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT 292 *

The pain is excruciating, her grip almost breaking his hand.

We glimpse them as swirling intermingled streams of code, as Neo finds the bullet.

293 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 293 *

Another violent convulsion as Morpheus injects her with a hypodermic needle filled with adrenaline.

MORPHEUS
Trinity, don't you quit now.

294 EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT 294 *

Neo drops the bloody bullet to the ground.
As she grabs hold of him with the last bit of her strength.

TRINITY
Neo... I'm sorry.

295 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 295 *

Her body slumps, the monitors flatline.

296 EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT 296 *

The fight drains out of her body and--

NEO
Trinity--

Her hold finally lets go. He continues to cradle her slumped body.

NEO (CONT'D) *

Trinity, I know you can hear me.

He lays his hand upon her.

NEO (CONT'D) *

I'm not letting go.

Again, he reaches into her.

NEO (CONT'D) *

I told you...

Her code lies still and dormant as his hand cups her heart.

NEO (CONT'D) *

I can't.

Gently, he begins to coax movement from it.

NEO (CONT'D) *

I love you too damn much.

The tiniest connection suddenly bursts into a spiral of activity, coiling outward, spreading throughout her body which--

Leaps back to life, her grip once more finding his.

297 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 297 *

Her body jerks as the monitors flash back to life.

298 EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT 298 *

He kisses her, relief and joy watering both of their eyes.

299 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT 299 *

Morpheus heaves with relief while Link collapses, hanging exhausted from his chair.

LINK
I can't take this...

300 EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT 300 *

The kiss breaks for a moment as they hold each other with their eyes. She smiles, her voice just a whisper.

TRINITY
I guess this makes us even.

He smiles and kisses her again.

301 INT. SEWER MAIN - NIGHT 301 *

We creep towards the Nebuchadnezzar hidden in the shadowy atmosphere of the dead sewer pipe.

302 INT. NEBUCHADNEZZAR - MESS HALL - NIGHT 302 *

Morpheus is unable to make sense of what happened. *

MORPHEUS
I don't understand it.

Neo sits while Link bandages Trinity's ribs.

MORPHEUS (CONT'D) *
Everything was done exactly as it *
was supposed to be done. The *
prophecy was clear. Once the One *
reaches the Source the war should *
be over. *

Finally, Neo speaks.

NEO
In twenty four hours, it will be.

MORPHEUS
What?

NEO
If we don't do something in the
next twenty four hours, Zion will
be destroyed.

TRINITY
How do you know that?

NEO
I was told it would happen.

MORPHEUS
By who?

NEO
It doesn't matter. I believed him.

MORPHEUS
It's impossible. The prophecy
tells us--

NEO
It was a lie, Morpheus.

MORPHEUS
What?

NEO
The prophecy was a lie. The One
was never meant to end anything.
It was all another system of
control.

*
*
*
*

MORPHEUS
I don't believe that.

*

NEO
but you said it yourself, how can
the prophecy be true if the war
isn't over?

*
*
*

Morpheus is lost, searching for a response he doesn't have.

NEO (CONT'D)
I'm sorry. I know it isn't easy to
hear but I swear to you, it's the
truth.

*
*
*
*

TRINITY
What are we going to do?

NEO
I don't know.

The alarms suddenly sound.

302

LINK
Oh no.

303 INT. PIPELINE - NIGHT 303 *
Another scout patrol of Sentinels gather around and begin activating their bomb device.

304 INT. NEBUCHADNEZZAR - COCKPIT - NIGHT 304 *
They all stare at the hologram.

LINK
What are they doing?

TRINITY
They're just out of E.M.P. range.
Somehow, Neo can feel what it is.

NEO
It's a bomb. We have to get out of here.

The Sentinel image begins to flicker as before.

NEO (CONT'D) *
Now.

305 INT. PIPELINE - NIGHT 305 *
The spinning Sentinel hurls the bomb.

306 EXT. NEBUCHADNEZZAR - CARGO BAY - NIGHT 306 *
The bay door opens and they bolt from the ship.

307 INT. PIPELINE - NIGHT 307 *
The bomb glides, homing in on the Nebuchadnezzar.

308 EXT. SEWER MAIN - NIGHT 308 *
They run through muck and icy slag while behind them the device hits and--

The Nebuchadnezzar erupts with flame.
Morpheus turns back, his face lit by the destruction of the only ship he has ever captained.

MORPHEUS
"I have dreamed a dream..."

The ship bursts apart as he watches a part of himself die.

MORPHEUS (CONT'D)

"But now that dream has gone from
me..."

*

309 INT. PIPELINE - NIGHT

309

*

The Sentinels fly down the throat of the pipeline; blood red eyes shuttering with anticipation.

310 INT. SEWER MAIN - NIGHT

310

*

They are racing through a series of smaller pipelines but they are still very far away. The Sentinels pass the burning hull of the *Nebuchadnezzar*, immediately spreading over the area.

Neo slows down.

NEO

We won't make it.

TRINITY

We have to try.

Turning, he can see them.

TRINITY (CONT'D)

Neo, come on!

*

NEO

Something's different...

TRINITY

What?

The Sentinels bank with shark speed and ease, zeroing in on them.

TRINITY (CONT'D)

What are you doing?

*

NEO

I can... feel them.

They are almost on top of him, rising up to strike when--

He lifts his hand as one might reach out to feel the heat of a fire and suddenly, an electronic seizure shivers through each of them.

One by one, struck by some invisible lightning, an individual E.M.P.--

That sends them crashing to the ground and as the last one falls--

So does Neo. Like a puppet cut from its strings, he collapses to the wet ground.

TRINITY

Neo!

MORPHEUS

What happened?

TRINITY

He said he could feel them and then, I don't know.

They kneel around him when the entire pipeline begins to shake. A deafening rumble thunders through them as emerging from the darkness--

Mjolnir blasts overhead.

LINK

It's the Hammer!

311 INT. MJOLNIR - INFIRMARY - NIGHT

311 *

Trinity is holding Neo's hand. Mjolnir's medic, Maggie, is checking a readout while Neo lies unconscious on one of the medical tables.

MAGGIE

He's in some kind of coma. But his vitals are stable. What about you?

TRINITY

I'm fine.

MAGGIE

You could use some rest.

TRINITY

No. I'm going to 'stay with him.

312 INT. MJOLNIR - MESS HALL - NIGHT

312 *

Link and Morpheus are surrounded by the crew of the Mjolnir.

ROLAND

Lock was right. He guessed that the Machines would cut off the Mainlines in and out of Zion. He thought a counter-attack might surprise them. It sounded good. I figured we had a shot until someone screwed it up.

MAUSER

An E.M.P. was triggered before we were in position.

COLT

Five ships were instantly downed.

MAUSER

When the Machines broke through it wasn't a battle, it was a slaughter.

LINK

Was it an accident? Some kind of malfunction?

MAUSER

No one knows.

ROLAND

Someone does.

MORPHEUS

Who?

ROLAND

Once the Machines were done with us, they started digging again. We made a quick pass to look for survivors.

LINK

You found one.

ROLAND

Only one.

313 INT. MJOLNIR - INFIRMARY - NIGHT

313 *

Trinity remains vigil over Neo.

Beside him, in a mirrored position, lies another unconscious man.

We move closer, revealing his face.

Bane.

FADE OUT.

TO BE CONTINUED.