

CHUCK

"Chuck Versus The Masquerade"

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CHUCK

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TEASER

INT. CHUCK'S KITCHEN - EARLY MORNING

As the sun rises, Ellie is putting the finishing touches on a wonderful breakfast - EGGS, PANCAKES, BACON, ORANGE JUICE. SAUSAGES are cooking on the stove. She really pulled out all the stops for this. She's excited about spending the morning with her brother. This excitement is quickly ruined though, as she sees...

INT. CHUCK'S LIVING ROOM - CONTINUOUS

Chuck, dressed for work, runs out of his room and towards the door with a quick:

CHUCK

Hi Sis. Bye Sis.

Ellie enters the living room and interrupts his departure.

ELLIE

Wait. Chuck - where are you going?

CHUCK

Work. We've got a new girl joining the Buy More team today and Big Mike asked me to come in early.

ELLIE

A new girl, huh? Is she cute?

CHUCK

I don't know - I haven't met her yet.

ELLIE

Well just be careful Chuck. You don't want Sarah to get jealous.

CHUCK

I wouldn't worry about that.

ELLIE

Why not? Chuck - you still have a lot to learn about women.

CHUCK

But this is just work.

ELLIE

Doesn't mean Sarah won't get
jealous. Just take my advice and
be careful around the new girl,
okay?

CHUCK

(still a little confused)
Okay.

ELLIE

Well... I guess I'll see you later.

CHUCK

Wait - do I smell sausages?

Ellie motions towards the kitchen. Chuck pokes his head in
and sees all the effort she's gone through.

CHUCK (CONT'D)

Oh. Ellie. You made breakfast?

Ellie nods hesitantly. She doesn't want Chuck to feel
obligated to stay.

CHUCK (CONT'D)

Where's Captain Awesome?

ELLIE

Work.

CHUCK

So this was supposed to be a
brother sister morning, wasn't it?

Ellie nods again, trying not to show how disappointed she is.

CHUCK (CONT'D)

What's the occasion?

ELLIE

You always promised that when I got
engaged you would help me plan the
wedding.

CHUCK

I did promise that.

ELLIE

And I just thought - since I have
this morning off - this would be a
good opportunity to talk about how
you want to help.

CHUCK
You really cooked all this for me?

ELLIE
Yeah.

CHUCK
I'm so sorry Ellie.

Chuck checks his WATCH.

CHUCK (CONT'D)
There's just absolutely no way I
can stay.

ELLIE
I understand. Work comes first.
Gotta have your priorities
straight.

Chuck kisses her on the cheek and heads out the door.

CHUCK
I'll make it up to you - promise.
How about tonight?

ELLIE
Devon will be here. I wanted this
to be brother sister only time.

Chuck pauses. He knows he's late, but doesn't want to
abandon Ellie.

CHUCK
Tomorrow night then?

ELLIE
Okay. Tomorrow night.

CHUCK
Sounds good. Oh, save me a
sausage, would ya? Gotta run -
bye.

Chuck rushes off, clearly in a hurry. Ellie watches him
leave, disappointed. Until a FIRE ALARM goes off. Ellie
runs to the kitchen where she sees...

INT. CHUCK'S KITCHEN - CONTINUOUS

A SMALL FIRE on top of the stove. The sausages are ruined.

EXT. BUY MORE PARKING LOT - MORNING

The sun is still rising. The parking lot is practically empty, save for a scant few CARS. Chuck - now running late - arrives in his NERD HERD MOBILE and hurries inside.

INT. BUY MORE - BIG MIKE'S OFFICE - MOMENTS LATER

Anna is sitting across from Big Mike who's enjoying a DONUT. Chuck runs into the office and takes a SEAT next to Anna.

BIG MIKE
Glad you could make it. Thank you
both for coming in early today.

CHUCK
Sure.

ANNA
No problem.

BIG MIKE
Donut?

Big Mike pushes the BOX OF DONUTS towards Chuck who grabs one.

CHUCK
Thanks. I did sort of skip
breakfast this morning.

BIG MIKE
As you know, we've got a new
employee starting today. She goes
by the name of Kat. Chuck - I want
you to show her the ropes.

CHUCK
Yeah - sure.

BIG MIKE
And Anna - I have a special
assignment for you. The last thing
I need is another sexual harassment
suit. So it's your job to keep the
male employees away from her.

ANNA
But Chuck's a male employee.

BIG MIKE
Chuck doesn't count. I mean that
in the nicest way possible.

CHUCK

Thanks?

BIG MIKE

Chuck has self control. And I appreciate that.

ANNA

Morgan has self control.

BIG MIKE

Sometimes, but... Look - with this new girl, it's going to require a special sort of man to avoid a sexual harassment suit.

CHUCK

Why?

BIG MIKE

You'll understand when you meet her.

INT. BUY MORE - ENTRANCE - AT THAT MOMENT

The front doors slide open to reveal Kat - the apotheosis of sexy. Long legs, blonde hair, big breasts, perfectly sculpted body, but with a sweet girl next door face. She's wearing the standard issue Nerd Herd outfit, but somehow manages to make it look sexy. Kat struts down the aisle towards Big Mike's office like a model down a runway. She's sexy and she knows it and she uses it to get what she wants.

INT. BUY MORE - BIG MIKE'S OFFICE - CONTINUOUS

Both Chuck and Anna's jaws drop at the sight of Kat as she enters the office. Her voice is happy, perky, and sexy.

KAT

Hi. I'm Kat.

CHUCK

(stuttering)

Um... hell... hello. Um, hi. I'm uh... I'm Chuck.

KAT

Great to meet you Chuck. Big Mike here tells me that you're gonna show me the ropes.

CHUCK

Um, uh, yeah. Yes. That's correct.

KAT
Sounds exciting.

BIG MIKE
(looking at Chuck)
Self control, buddy. Kat, I'd like
you to meet another member of our
Nerd Herd team, Anna.

ANNA
(also stunned by Kat's
beauty)
Uh, hi.

KAT
(giving off a lesbian vibe
towards Anna)
Why hello there. I sure hope you
get to show me around, too.

ANNA
Absolutely.

KAT
Wonderful. I'll see you around.
Come on, Chuck. I'm anxious to get
started.

Kat leads Chuck out of Big Mike's office. Anna checks out
Kat's ass as she leaves.

BIG MIKE
Hey! I don't want any sexual
harassment suits from you, either.
Got it?

INT. BUY MORE - MOMENTS LATER

Chuck gives Kat the grand tour. Kat looks around in wide-
eyed bewilderment. She's taking in everything around her and
making note of every detail Chuck shows her. She's excited
to be here. Contrary to the initial impression her
appearance gives, she's smart and loves all this tech stuff.

CHUCK
And, uh, this here is where we sell
our TV's. Or televisions.

KAT
Yes, Chuck, I'm aware of what TV
stands for.

CHUCK
Sorry. I'm just a little bit
flustered.

KAT
No kidding. It's okay though - I'm
used to it.

CHUCK
I... can I ask - what are you doing
working at the Buy More?

KAT
What do you mean?

CHUCK
It's just... a girl like you could
have any job you want.

KAT
A girl like me?

CHUCK
I don't just mean your looks.
You're smart. You're friendly.
Confident.

KAT
Why Chuck - are you hitting on me?

CHUCK
I... no. No, absolutely not.
Those were just professional
compliments.

KAT
Hrm. Too bad.

CHUCK
Besides, I have a, um, a
girlfriend.

KAT
Lucky girl.

INT. CHUCK'S LIVING ROOM - LATER THAT MORNING

Sarah, dressed for work at the Wienerlicious, enters to find
Ellie cleaning up the remains of a wasted breakfast.

SARAH
Hey Ellie. Have you seen Chuck?
We were supposed to carpool this
morning.

ELLIE
 Oh - hey Sarah. Chuck's not here.
 He had to go in early to train the
 new girl...

Even as Ellie finishes saying this, she realizes it might not have been the best idea to reveal this to Sarah.

SARAH
 New girl?

ELLIE
 It's no big deal. Just a new
 employee at The Buy More.

SARAH
 I wonder why Chuck didn't tell me
 about her.

ELLIE
 You know Chuck - absent minded as
 he is - probably just forgot.

SARAH
 Yeah. Probably. Well I guess I'll
 see you later.

Sarah turns and leaves. Ellie sighs, immediately feeling guilty for telling Sarah something she shouldn't have.

ELLIE
 (to nobody)
 Sorry Chuck.

INT. BUY MORE - BREAK ROOM - LATER THAT MORNING

Morgan, Casey, Jeff, Lester, and an assortment of other random Buy More employees are gathered for a meeting. Big Mike approaches.

BIG MIKE
 We've got a new recruit joining our
 team today, and I expect you all to
 treat her with respect.

LESTER
 Her?

BIG MIKE
 That's right - her. So when I say
 respect - I'm looking at you two.

Big Mike glares at Jeff and Lester. He's telling them to keep their horny little hands off of her.

JEFF

What'd I do?

BIG MIKE

Kat's going to be a great addition to our team and I don't need any sexual harassment suits screwing this up. Like last time.

Jeff and Lester point at each other.

JEFF

I had nothing to do with that.

LESTER

It was all his fault.

Big Mike sighs and looks over at Casey.

BIG MIKE

This isn't going to end well for me, is it?

Casey just shrugs.

INT. BUY MORE - NERD HERD COUNTER - MOMENTS LATER

Chuck shows Kat their base of operations. Kat goes over and starts typing at the COMPUTER. She's settling in - getting a feel for her surroundings.

CHUCK

As a member of the Nerd Herd, you'll probably be spending most of your time here.

Suddenly, Anna rushes over and pulls Kat away.

ANNA

Got to go. Jeff and Lester alert. Don't worry - I'll keep you safe.

Before Chuck has a chance to react, they're gone, and Morgan appears behind him. Throughout this conversation, they watch Kat and Anna who seem to be flirting with each other.

MORGAN

Woah - is that the new girl?

CHUCK

Yep - that's Kat.

MORGAN

Wow. She's way too good looking to be working here.

CHUCK

(sighing thoughtfully)
Yeah. Tell me about it.

MORGAN

Woah - buddy - got yourself a little crush on the new girl? What would Sarah think?

CHUCK

(trying to deny it)
What? No - it's nothing like that.

MORGAN

Don't worry man. It's totally natural to feel that way - especially about someone who looks like that. Hey wait a minute - is she moving in on my Anna?

CHUCK

From what I could gather, you need to be more worried about Anna moving in on her.

MORGAN

Ooo, that could only end well for me. Uh-oh - it looks like Jeff and Lester have found their latest prey.

INT. BUY MORE - CONTINUOUS

From Chuck's perspective, we see that Jeff and Lester have cornered Anna and Kat against a DISPLAY of REMOTE CONTROL CARS set up near the break room.

JEFF

Hi. I'm Jeff.

LESTER

And I'm Lester.

ANNA

These are the ones I warned you about.

KAT

Oh - hi guys. Bye guys.

Kat blows them off and walks past them without batting an eye. She's used to dealing with attention from men.

JEFF

Wow.

LESTER

Yeah. She's clearly smitten with me.

JEFF

That's not the impression I got.

INT. BUY MORE - NERD HERD COUNTER - AT THAT MOMENT

Back at the Nerd Herd Counter, Morgan is on the computer.

MORGAN

Oh my God, I can't believe it.

CHUCK

Yeah - those guys are out of control.

MORGAN

No - not them.

(re: the computer screen)

This. A masquerade party. I can't believe I'm just now finding out about this. Want to go with me?

Chuck takes a look at what Morgan has on the computer screen. It's an advertisement for a masquerade party Friday night. The ad makes particular note that everyone in attendance must wear a mask and that there will be free shrimp.

When Chuck looks at the ad, the intersect inside his brain "flashes" and we see what he sees - a series of various NSA and CIA images that are trapped inside his head. Some of the images include a bomb, an explosion, and the anarchist symbol. They convey the idea that the masquerade is just a cover for a gathering of anarchists called Utopia Now.

CHUCK

Oh man. I don't think going to this party is such a good idea.

END OF TEASER

ACT ONE

INT. BUY MORE - NERD HERD COUNTER - CONTINUOUS

Continuing from the end of the teaser.

MORGAN

How could going to a masquerade possibly be a bad idea? We love costumes. And it says they're gonna have shrimp. Who can resist shrimp?

CHUCK

(trying to come up with an excuse that doesn't involve spies)
I know. And I know how much you love shrimp. But I just think... Maybe that night we should do something else. When is it?

MORGAN

Tomorrow.

CHUCK

(what a relief - he has the perfect excuse)
Tomorrow? Oh, no good. I promised Ellie I'd help her plan the wedding tomorrow night.

MORGAN

Oh right. The wedding. Is she really going through with it?

CHUCK

Yes Morgan. Ellie's going to be perfectly happy as Mrs. Awesome. Besides, you've got Anna now.

MORGAN

Yeah. Yeah - totally. Alright, so what time should I come over?

CHUCK

Hrm?

MORGAN

To help plan the wedding.

CHUCK

Oh. Buddy. I'm sorry. It's supposed to be this brother sister only time. You understand.

MORGAN

Oh. Yeah. Totally.

Morgan PRINTS a copy of the masquerade ADVERTISEMENT. In the background, we see that Jeff and Lester have cornered Kat again. But Anna is blocking them and giving them the "no" command with her finger - as though to a dog. Kat begins making her way towards the Nerd Herd counter.

CHUCK

What are you doing?

MORGAN

Finding someone else to go to the masquerade with.

CHUCK

Wait a minute - I thought we just agreed we couldn't go.

MORGAN

Just because you can't go doesn't mean I have to stay home.

Morgan attempts to walk over towards Anna who is holding up her hand, giving Jeff and Lester the dog command to stay. Meanwhile, Kat gets a bit closer to the Nerd Herd counter.

Chuck - desperate - gets in Morgan's way.

CHUCK

No! No, you can't go.

MORGAN

Look, dude, it's cool if you don't want to come. I'll just find somebody else to go with.

And with that, Kat arrives with a friendly:

KAT

What are you guys talking about?

MORGAN

(showing her the ad he printed)

A masquerade. Tomorrow night. Would you care to do the honor of accompanying me?

KAT

Oh, that's sweet. But I don't know you. And I'm working the closing shift tomorrow night.

Now Anna shows up.

ANNA

Morgy, did you just ask Kat out on a date?

MORGAN

What? No. Not a 'date' date. I just thought maybe - since the two of you are getting so close - that if the three of us did something together that that would...

ANNA

Oooo, I can't believe you men! You're all the same!

Anna storms off.

KAT

Oh, cut him some slack, Honey.

Kat follows. Chuck grabs the ad from Morgan.

CHUCK

I guess you've got nobody to go with.

Morgan snatches the ad back from Chuck.

MORGAN

Don't be ridiculous. I have plenty of friends I can ask. Or maybe Jeff and Lester will want to come with me.

As Morgan turns to leave, Big Mike shows up.

BIG MIKE

Chuck - what are you doing talking to Morgan? You don't have time for him today. You need to put all of your attention on Kat.

Morgan is clearly hurt by this comment.

MORGAN

Aren't Jeff and Lester giving her enough attention for everybody?

BIG MIKE
What?

MORGAN
Nothing. I was just leaving.

Morgan scurries off towards Jeff and Lester.

BIG MIKE
What are you doing tomorrow night,
Bartowski?

CHUCK
Helping my sister plan her wedding.

BIG MIKE
Wrong. You're working here.

CHUCK
What?

BIG MIKE
Kat's doing the closing shift
tomorrow, and I need someone to
show her how to lock up.

CHUCK
I thought Anna was doing that.

BIG MIKE
Yeah - but I get the feeling it's a
bad idea to leave the two of them
alone. Can I count on you, Chuck?

CHUCK
But the wedding.

BIG MIKE
Weddings are important - I'll give
you that. But you know I can't
leave Jeff or Lester with her.

CHUCK
Couldn't you do it?

BIG MIKE
Nonsense. Friday night is bowling
night.

Morgan returns - downtrodden.

MORGAN
They said no.

CHUCK
(has the perfect solution)
What about Morgan?

MORGAN
What? What about Morgan?

BIG MIKE
Chuck just volunteered you to work
tomorrow's closing shift.

MORGAN
But what about the masquerade?
Can't you get somebody else to
close?

CHUCK
No. It has to be Morgan. He's the
best man for the job.

MORGAN
Dude - what are you doing?

BIG MIKE
Congratulations, Grimes - you're
working tomorrow night. That's
final.

Big Mike walks back to his office.

MORGAN
(sarcastically)
Thanks a lot, Chuck. Time alone
with Kat is just what I need to get
Anna to stop being mad at me.

A defeated Morgan hands the masquerade ad over to Chuck.

INT. BUY MORE - LATER THAT DAY

Chuck approaches Casey - who is conveniently in a secluded
area - with the ad for the masquerade.

CASEY
Oh no you don't. Morgan already
invited me to that stupid costume
party. I'm not going.

CHUCK
Alright - first of all - it's a
masquerade. There's a difference.
Secondly, you have to go.

CASEY
And why is that?

CHUCK
Because the masquerade is just a front for a gathering of anarchists. Does the name Utopia Now mean anything to you?

CASEY
Utopia Now!? We've been trying to get a lead on those guys for years. Where did you find this flier.

CHUCK
Morgan found it on the internet.

CASEY
Lucky for us. You better go show Agent Walker.

CHUCK
(remembering that he abandoned her this morning)
Oh my God - Sarah!

INT. WIENERLICIOUS - MOMENTS LATER

Chuck rushes into the Wienerlicious where Sarah is wiping down the counter. She's not having a great day.

CHUCK
Sarah - I am so sorry.

SARAH
It's okay Chuck.

CHUCK
I see you made it to work okay.

SARAH
I work for the CIA. I'm a fairly resourceful girl.

CHUCK
I'm very sorry. It's just I, uh...

SARAH
You had to go in early to train Kat.

CHUCK
Yeah - how'd you know?

SARAH

I told you - I'm a resourceful girl. Look Chuck. The reason that I'm posing as your girlfriend is so that I can protect you - and I can't do that if you don't keep me informed about what's going on in your life.

CHUCK

I'm really sorry I forgot you.

SARAH

It's not about that.

CHUCK

Then what? This is about Kat? You think she might be a terrorist or something? Cause I didn't flash on her.

SARAH

No. I didn't mean it like that. It's just - if we're going to maintain a convincing cover of boyfriend girlfriend, then you can't go around spending so much time with other attractive girls.

CHUCK

Attractive? How do you know she's attractive?

SARAH

I went by the Buy More and checked her out.

CHUCK

Wait - I see what this is about. Are you jealous? Because if our relationship was remotely real, I might think you were.

SARAH

I'm just playing the part of the jealous girlfriend.

CHUCK

Because if you were actually jealous, that would be one thing. But if you're just playing - I don't think you have any right to tell me what to do.

A female customer enters.

SARAH

We'll have to finish this conversation later, Chuck.

(to the customer)

Welcome to Wienerlicious, ma'am. What can our wieners do for you?

CHUCK

(laughing)

They really make you say that?

INT. CASEY'S APARTMENT - THAT EVENING

Casey, Sarah, and Chuck stand around a BIG SCREEN COMPUTER which they are using to communicate with their bosses: General Beckman and CIA Director Graham.

CIA DIRECTOR GRAHAM

How do you know that Utopia Now is going to be there?

Chuck taps his head.

CHUCK

The intersect never lies.

GENERAL BECKMAN

Good. Because we're going to be needing its help again. Agents Casey and Walker - the two of you will be escorting the intersect to this masquerade.

CHUCK

Woah woah woah. Wait a minute. Can't Sarah and Casey save the world without me? There's no way I can go. Not tomorrow night. I promised Ellie...

SARAH

Chuck - I don't think you understand how dire this situation is.

GENERAL BECKMAN

Our intel suggests that Utopia Now is planning on bombing a major government installation tomorrow night, but we have no idea where. This is our only opportunity to discover their target.

CIA DIRECTOR GRAHAM

It will be your job to infiltrate the masquerade and find the leader of Utopia Now - a man we know only by the name Chester.

CHUCK

Chester? What kind of villainous anarchist is named Chester?

CASEY

Only the most dangerous anarchist in the nation. He teaches his followers that the only way to bring about utopia is to destroy our government.

SARAH

He's also one of our nation's most elusive terrorists. No one knows for sure what he looks like.

CIA DIRECTOR GRAHAM

Which is why your presence is crucial to the success of this mission. Your unique ability is our only hope of finding Chester and stopping him.

CHUCK

Can I just say one more time for the record how important it is that I not bail on Ellie?

GENERAL BECKMAN

The intersect's presence on this mission is not optional.

SARAH

Chuck - I know you want to be there for your sister. But this is important. It's our only chance to figure out where the bomb is going to be. If you don't flash at that party, hundreds of people will die.

CASEY

No pressure or anything.

Chuck, defeated, feels like no matter what he does he'll be letting someone down.

END OF ACT ONE

ACT TWO

INT. CHUCK'S LIVING ROOM - A BIT LATER

Ellie, Morgan, and Captain Awesome (a.k.a. Devon) are sitting around, eating PIE, and watching TV. Chuck enters solemnly.

CHUCK

Hey guys.

ELLIE

Hey Chuck.

DEVON

Yo - Chuckster. Welcome back. You want some pie? It's pretty awesome.

CHUCK

No thanks.

ELLIE

Uh-oh - you don't want pie? Something must be wrong.

DEVON

Rough day at the office?

CHUCK

You have no idea.

MORGAN

You think your day was rough?

CHUCK

Look - Morgan - I'm really sorry.

MORGAN

For?

CHUCK

I'm sorry for getting you stuck at work tomorrow night.

MORGAN

And?

CHUCK

And that Anna's mad at you.

MORGAN

(thinking about it)
Okay, I forgive you.

(MORE)

MORGAN (CONT'D)

But only because I know you have my best interests at heart. So how was your date?

CHUCK

Date?

ELLIE

You know - with Sarah. You were with Sarah just now, right?

CHUCK

Oh - right. Yes, I was with Sarah. And it was - you know - a major bummer. Much like everything else that happened today.

MORGAN

Uh-oh. Is she mad at you because of what happened with Kat? Cause I swear, I didn't tell her anything.

ELLIE

What happened? Who's Kat?

CHUCK

Nothing. Nobody. It's nothing like that.

MORGAN

Chuck's totally got a crush on the new girl at work.

ELLIE

See - I warned you about this. I bet Sarah's extremely jealous.

CHUCK

As a matter of fact, Sarah's not jealous at all. I thought she might be, but she told me that she recognizes the... professional nature of our relationship. Sarah is able to separate work life from real life.

DEVON

You asked her if she was jealous?

CHUCK

Yeah.

ELLIE

Well of course she said no.

MORGAN

You have a lot to learn about women
my friend.

ELLIE

You're one to talk.

CHUCK

Look - this has nothing to do with
Kat, okay? I just feel like I keep
letting you all down.

MORGAN

I understand why you'd feel that
way.

ELLIE

I'm sorry Chuck. Morgan told me
that you wouldn't go with him
tomorrow because of our brother
sister time, and I wanted you to
know that really means a lot to me.

CHUCK

Why do you have to make this so
hard?

ELLIE

What?

CHUCK

About tomorrow... I... is there
any way we could reschedule?

ELLIE

Oh Chuck. I know wedding planning
isn't your forte, but I still
thought you'd be excited to help.

CHUCK

I am excited. I love our brother
sister time. And I swear I'll find
some way to make it up to you.
It's just that tomorrow is a very
bad night. Sarah's making me go to
this masquerade with her and...

Right as he blurts it out, he realizes how much saying this
is going to hurt Morgan. But since he's already said too
much he might as well finish his thought.

CHUCK (CONT'D)

And... it's... very... important.
Oh, Little Buddy, I didn't mean for
you to hear that.

MORGAN

No. It's cool, Dude. I get it.
You didn't want me there so you
could have some alone time with
Sarah. Of course Sarah's more
important to you than Ellie or me.
I totally get it. I'm just gonna
go now... it's getting late.

Morgan leaves. Chuck thinks about trying to stop him, but
doesn't know what to say.

CHUCK

Morgan...

DEVON

Not awesome, Man.

ELLIE

Chuck, I know you really like
Sarah, but it's okay to say no
sometimes.

CHUCK

I tried but... it's complicated.

ELLIE

It must feel like what you're doing
with Sarah is the most important
thing in the world.

CHUCK

Tell me about it.

ELLIE

And I'm happy for you. Just don't
forget about your friends - or your
family.

With that, Ellie heads off to bed leaving Chuck alone with
Devon. There's a moment of silence for Chuck to sulk and
think about what he's done. Then Devon breaks the moment
with:

DEVON

You know what always cheers me up?
Pie.

INT. BUY MORE - NERD HERD COUNTER - THE NEXT EVENING

The store is relatively quiet. Morgan and Kat are sitting around, getting to know each other. As Chuck walks by on his way out of work, they suddenly stop talking.

CHUCK

Alright - I'm leaving. Will you two be okay by yourselves?

Morgan gives him the silent treatment.

CHUCK (CONT'D)

Still not talking to me?

KAT

We'll be alright, Chuck.

CHUCK

I'm sorry, Morgan. I just don't know what to say to make this better. I'll be sure to bring back lots of shrimp - maybe that'll help. Bye Buddy. Bye Kat.

KAT

Bye Chuckie. Have a blast.

Chuck leaves.

KAT (CONT'D)

He's such a sweet guy. Can't you just forgive him?

MORGAN

Who - Chuck? Forget about him. Who needs him right? I've got you now. Besides - it's not that simple. It's like - ever since he's been dating Sarah Chuck's got this whole other life that I don't get to be a part of. Almost as if he's protecting some sort of secret identity.

INT. CASEY'S APARTMENT - LATER THAT EVENING

Secret identity indeed. As Morgan says this, we see a series of close ups of Chuck putting on a costume - pulling on BOOTS, sliding on GLOVES, tightening his BELT, placing a MASK over his eyes. We get the feeling that he's a super hero suiting up for battle. Then we zoom out to see that his costume actually is that of a super hero - he's Robin (of Batman and Robin).

CHUCK
What do you think?

Casey does not like this costume idea one bit. He holds up his BATMAN COSTUME, still on its HANGER.

CASEY
I think you look ridiculous. I'm not wearing this.

CHUCK
Come on - you get to be Batman. At least you're not stuck as the goofy sidekick.

CASEY
Why can't I just go like this?

CHUCK
It's a masquerade.

CASEY
It's a terrorist gathering.

CHUCK
Yeah - but it's still a masquerade. We don't want to draw attention to ourselves.

CASEY
And you don't think this will draw attention?

Sarah enters from the bathroom in an incredibly gorgeous formfitting CATWOMAN COSTUME, holding her regular clothes.

SARAH
What do you think?

CHUCK
Wow... I... wow.

CASEY
I think I like her costume better.

SARAH
Alright. Let's get moving. We're on a time crunch here.

INT. BUY MORE - NERD HERD COUNTER - A BIT LATER

Morgan and Kat, the only people left in the store, are having a pleasant conversation. Until Jeff and Lester show up.

MORGAN

Dudes - what are you doing here?

JEFF

We wanted to see Kat.

Lester subtly elbows Jeff in the side.

LESTER

And you. Our friend. We heard Chuck totally ditched and we couldn't do that. We wanted to see how the two of you were doing.

MORGAN

Well great - that's great.

JEFF

(to Kat)

How are you doing?

KAT

I'm just dandy - thank you.

Kat, stringing him along, lets Lester put his arm around her and lead her off towards the break room.

LESTER

That sounds wonderful. Why don't we go to the break room and you can tell us all about it. Morgan - be a friend and watch the store for us.

As they walk away, Jeff turns to Lester.

JEFF

(sotto to Lester)

Why would we want to see Morgan?

INT. BALL ROOM - A BIT LATER

This is quite an extravagant party set in quite an extravagant ball room filled with all sorts of costumed characters mingling. This is a masquerade - so all of the costumes cover peoples' faces. A large staircase leads up to an interior balcony and a closed double door guarded by two bouncers in 1920's gangster costumes.

Enter Chuck and Sarah - both in costume.

CHUCK

You coming Casey?

Casey reluctantly steps into frame, now wearing the Batman costume from earlier. He looks ridiculous.

CASEY
I feel ridiculous.

CHUCK
Welcome to the club. Shall we?

They walk into the crowd, with Chuck getting a look at as many people as possible. An overtly gay man wearing a CHESHIRE CAT COSTUME (including a MASK that covers his face with that big Cheshire grin) approaches Sarah.

CHESHIRE CAT
Well, don't you look lovely?

SARAH
Why thank you.

CHESHIRE CAT
I'm loving the kitty theme.

SARAH
Something we have in common.

CHESHIRE CAT
Thanks for noticing. Look, you absolutely must enter the costume contest.

SARAH
That'd be lovely.

CHESHIRE CAT
Oh wonderful! I'm going to sign you up right away. Tootles.

The Cheshire Cat walks off into the crowd.

CASEY
(mockingly)
Tootles. I hate this mission. Have you had any flashes yet, Chuck?

CHUCK
We've only met the one guy. And he is definitely not a terrorist.

CASEY
Just keep your eyes peeled.

Meanwhile, The Cheshire Cat makes his way to a secluded corner, where (in a far less gay and far more ominous voice) he whispers into his WATCH.

CHESHIRE CAT

Our special guests have arrived.

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

Jeff, Lester, and Kat are sitting at the table, having a good time. Kat is enjoying the attention and having fun stringing Jeff and Lester along. She's in complete control.

JEFF

So your name's Kat, huh? Like a kitty kat?

KAT

No - more like a pussy cat.

LESTER

(gasping)

Oh. Wow. I love cats, by the way.

KAT

Really? I've always been a dog girl myself.

JEFF

Me too. I love dogs.

LESTER

I have a dog. Why don't you come over some time and we can play together.

JEFF

Or you could come over and play with me.

KAT

Not that I don't appreciate the sentiment boys, but isn't it inappropriate for employees to date?

LESTER

Who was talking about dating?

JEFF

I'll quit my job for you.

Morgan comes in and crashes their party, placing a few GRAPE SODA CANS on the table.

MORGAN
Here we go. I brought
refreshments.

LESTER
(insincere)
Gee, thanks buddy.

MORGAN
No need to thank me. I'm just
doing what any friend would do.

MALE CUSTOMER (O.S.)
Hello?

MORGAN
Uh-oh. A customer. Quick, Kat,
you better come with me.

Morgan drags Kat back into the store, leaving Jeff and Lester
alone with a defeated look on their faces.

INT. BALL ROOM - AT THAT MOMENT

Chuck, Sarah, and Casey are still mingling. A man in a
WINNIE THE POOH COSTUME is walking away from them.

CHUCK
What was that about?

SARAH
What?

CHUCK
You were totally flirting with
Winnie The Pooh.

SARAH
So what?

CHUCK
I'm just saying - that guy could be
an anarchist.

CASEY
Chuck - stop getting distracted by
personal matters. That bomb could
go off any minute. Have you
flashed on anyone yet?

CHUCK
No. But not for lack of effort.
This place is just too crowded.

CASEY

Come on - you can get a better look
from upstairs.

As they start heading up the stairs, The Cheshire Cat comes
down the stairs and grabs Sarah.

CHESHIRE CAT

Come on, Catwoman. The contest is
about to begin.

He takes her by the arm and leads her to a reserved area of
the room where a few other costumed contestants are waiting.
He grabs a MICROPHONE and addresses the crowd.

CHESHIRE CAT (CONT'D)

(into the microphone)

Everyone gather 'round. The
costume contest is beginning.

Chuck and Casey watch from the staircase. Suddenly, Chuck
has a realization.

CHUCK

Uh-oh.

CASEY

Oh, don't worry about your
girlfriend. She can take care of
herself.

CHUCK

No, I think we have a real problem.

CASEY

You mean a bomb in an unknown
location set to explode any minute?
Yeah - I'd call that a problem.

CHUCK

No - a problem with the plan.
Everyone here is wearing a mask.

CASEY

Trust me - that hadn't escaped my
expertly trained senses. But
what's your point?

CHUCK

I think the reason I'm not flashing
on anyone is because I can't see
their faces. We're going to have
to find some way to convince
everyone to take their masks off.

CASEY

Okay - yeah. I can see how you might consider that a problem.

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

Jeff and Lester stare at the grape soda cans.

JEFF

This isn't what I had in mind when I agreed to come with you.

LESTER

Apparently seducing Kat will require a more complex plan.

INT. BALL ROOM - MOMENTS LATER

The costume contest is winding down. Chuck and Casey are watching from the stairs, formulating a plan.

CHESHIRE CAT

(into the microphone)

Lovely. Lovely. How will our judges ever pick a winner? I don't envy them at all.

CHUCK

We could take everyone in for questioning.

CASEY

Nah, there's too many of 'em.

CHUCK

We could yell, "fire!"

CASEY

And why would that make them take their masks off?

CHUCK

Don't you have any sort of x-ray-vision spy gizmo thingy in your utility belt?

Casey gives him a blank stare. He thinks Chuck is an idiot.

CHUCK (CONT'D)

I was just asking. Hey - that's it. We could just ask.

CASEY

And what do we do if they say no?

CHUCK
We ask extra nicely?

CHESHIRE CAT
(into the microphone)
Oh my - our judges have already
picked a winner! Drum-roll please.

Everyone stops what they're doing to give a DRUM-ROLL.

CHUCK
Well do you have any bright ideas?

CASEY
I say we bust our way behind those
doors and see what's going on
behind the scenes of this party.

CHESHIRE CAT
(into the microphone)
The winner is... Catwoman! Sorry
to all the runners up. Better luck
next time. Well, now that the
costume contest is over, feel free
to remove your masks and help
yourself to some free shrimp!

CHESHIRE CAT (CONT'D)
(privately to Sarah)
If you'll come with me up the
stairs, you can claim your prize.

The Cheshire Cat leads Sarah upstairs. As she makes her way past Casey and Chuck, she gives them an "I'm okay" nod. The bouncers let her and The Cheshire Cat through the double doors. Meanwhile, everyone starts taking their masks off.

CHUCK
I suppose this works, too.

Chuck starts flashing. It seems everyone here is a member of Utopia Now. We see what Chuck sees - an assortment of images of everything from exploding buildings to money laundering. The anarchist symbol is a motif with these images. We get the idea that these people have done some pretty horrible things. Chuck starts to get overwhelmed by all of the images and Casey has to snap him out of his trance.

CASEY
Hey! Snap out of it! You flashed?

CHUCK
Oh - I flashed. I've never flashed
so much in my life.

CASEY

What do you mean?

CHUCK

Casey - we're in way over our heads here. These guys - all of them are in Utopia Now.

CASEY

That's great to know. But where's the bomb?

CHUCK

I... I don't know. None of these guys are Chester and none of them knows where the bomb is.

CASEY

Well that's just wonderful.

CHUCK

Wait a minute. The Cheshire Cat. He must be Chester. He's the only person left who's face I haven't seen.

CASEY

You think that guy is the nation's most dangerous anarchist?

CHUCK

And that means Sarah is in serious trouble.

They look up at the doors guarded by the two very dangerous looking bouncers.

INT. BALL ROOM - UPSTAIRS - AT THAT MOMENT

Behind those doors is a large room that resembles a hotel suite. Sarah, still in her costume but mask removed, is tied to a CHAIR. The Cheshire Cat, also still in his costume - mask on - grabs a long NEEDLE from a TABLE covered in various TORTURE DEVICES. As he flicks the needle, ready to inflict pain, Sarah grimaces.

CHESHIRE CAT

I'm very glad you could make it, Agent Walker. We have a very special prize for you indeed.

END OF ACT TWO

ACT THREE

INT. BUY MORE - NERD HERD COUNTER - THAT EVENING

Morgan and Kat hurry out of the break room to find a MALE CUSTOMER and his LITTLE BOY looking around for someone to help them. The little boy is clutching a REMOTE CONTROL CAR.

MALE CUSTOMER

Thank God. I'm in real trouble.

MORGAN

What seems to be the problem?

The little boy holds up the car.

LITTLE BOY

It's broken.

MORGAN

Well we have all sorts of brand new remote control cars that I can sell you.

Morgan motions towards the display of remote control cars set up near the break room.

KAT

Wait. Let me take a look at that.

Kat fiddles with the car and the remote control, sets the car down on the counter, and begins driving it with the remote. The little boy is ecstatic that his toy is working again.

MORGAN

Woah, how'd you do that?

KAT

I just had to adjust the frequency on the receiver to tune out the interference from radio waves and cell phones and what not so that it could understand the signal from the remote.

MORGAN

Wow. You are so much better with this stuff than Chuck is.

KAT

Uh, thanks. I did a lot of this sort of thing in my last job. Here you go.

She hands the little boy his toy.

LITTLE BOY
Thank you missus.

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

Jeff and Lester look at the grape soda cans, look at each other, and then look back at the soda cans.

JEFF
What could possibly be taking so long?

LESTER
Yeah - since when does Morgan care this much about a customer?

JEFF
You know what we should do?

Jeff motions towards the soda cans.

LESTER
That's such a childish prank. I'm absolutely in.

They pick up two of the cans and start shaking them. As their conversation develops, they start shaking the cans harder and harder.

JEFF
This'll show him to hog all of Kat's time.

LESTER
Yeah. She should be hanging out with more mature men.

JEFF
Like us.

INT. BALL ROOM - AT THAT MOMENT

Chuck and Casey make their way up the stairs.

CHUCK
How are we gonna sneak past these guys?

CASEY
Don't worry - I have a plan. Just follow my lead.
(to the bouncers)
(MORE)

CASEY (CONT'D)

Excuse me sirs - by any chance
would you...?

Casey unexpectedly kicks the crap out of the two bouncers. It's quick work and they really never stood a chance. Chuck sort of freaks out - he didn't see this coming at all. And neither did the guests of the party - who get riled up and start making their way up the stairs.

CHUCK

That was your plan!?

CASEY

Hey it worked - didn't it?

INT. BALL ROOM - UPSTAIRS - AT THAT MOMENT

The Cheshire Cat is holding the needle right next to Sarah's face, interrogating her.

CHESHIRE CAT

I'm not an evil man. I have no
desire to kill you. Just tell me
the truth.

SARAH

That is the truth. Chuck isn't an
agent. Our relationship is just
part of my job. He means nothing
to me.

And there in the doorway stands Chuck (with Casey close behind - holding the door shut).

CHUCK

Wow. It sure is good to know how
you really feel.

The Cheshire Cat is shocked by Chuck's presence, but quickly regains his composure. He holds the needle at Sarah's throat.

CHESHIRE CAT

Don't move or she's dead.

Casey has to act quickly - so he grabs a BATERANG from his Batman UTILITY BELT and throws it at The Cheshire Cat, knocking the needle out of his hand.

CASEY

What do you know? It worked.

CHUCK

Stylish and functional.

That distraction was enough for a few Utopia Now members from the party (still in their costumes) to break past Casey and into the room.

UTOPIA NOW ANARCHIST
What the Hell is going on in here?

CHESHIRE CAT
Friends! These are the government agents I warned you about! They are trying to stop me from bringing forth utopia!

UTOPIA NOW ANARCHIST
(threateningly)
Well we can't have that - can we?

CASEY
Chuck - you take care of these guys. I'll untie Sarah.

Chuck is poised for a karate fight.

CHUCK
Right.

Until he realizes he doesn't know karate.

CHUCK (CONT'D)
Wait. What?

CASEY
I was being facetious.

CHUCK
Oh. Right.

As Casey begins to fight the Utopia Now thugs, The Cheshire Cat runs over to the table with the torture devices on it and begins searching through the DENTIST TOOLS and PLIERS for something useful. Chuck makes his way over to Sarah.

CHUCK (CONT'D)
Sarah - about what you said. I understand this is all just part of your job. But... I don't know. I guess I've always thought that there might could be something...

SARAH
Chuck.

CHUCK
Yeah?

SARAH

Untie me.

CHUCK

Right.

Chuck grabs one of the TOOLS from his utility belt and starts cutting the ROPES holding Sarah down. As he cuts, Casey continues to fight off the people from the party (including somebody in a JOKER COSTUME.) The Cheshire Cat finds a small SCALPEL on the table and heads back towards Sarah.

SARAH

Chuck!

The Cheshire Cat swings at Chuck with his scalpel, but Chuck gets Sarah out of the ropes just in time. She grabs Chuck and pulls him out of the way, but the scalpel tears through Chuck's CAPE.

CHUCK

Aww man - my costume.

CASEY

Bigger concerns right now.

Casey is doing his best to stop the anarchists in the doorway, but inevitably he is overwhelmed by their numbers and they begin to flow into the room. Most of them are still in costume - so now Casey, Chuck, and Sarah are surrounded by very angry looking fairies, George Bushes, and Snow Whites.

CHESHIRE CAT

Even if you manage to escape,
you'll never stop the bomb. Your
precious intersect is history.

CHUCK

Is he talking about me?

CASEY

Just keep focused, Chuck.

CHUCK

Right - I'll take the ten on the
left, you take the ten on right,
and Sarah can take the ten in the
middle.

SARAH

Just stay between us.

CHUCK

That works, too.

Casey and Sarah start attacking the anarchists, keeping Chuck safe between them. Casey and Sarah - trained government agents - clearly outclass the anarchists, but the anarchists greatly outnumber them, making it unclear who actually has the upper hand.

Chuck pretends to fight along - giving a punch to nobody here and a jab to the air there. In the ensuing chaos, Chuck finds himself face to face with The Cheshire Cat, now without a weapon.

CHUCK (CONT'D)
 (faking bravery)
 You don't scare me. Especially not
 in that silly costume.

CHESHIRE CAT
 Look who's talking. Cats eat
 robins for breakfast.

The Cheshire Cat picks up a GUN off one of his fallen minions.

CHUCK
 Okay - now you scare me.

Just as he's about to fire, Sarah uses her Catwoman WHIP to hit the gun out of The Cheshire Cat's hand.

CHUCK (CONT'D)
 (to Sarah)
 You know - if I'm gonna keep coming
 on missions with you guys - maybe I
 should get some sort of combat
 training.

Slowly, the tide of the battle begins to turn in favor of Sarah, Casey, and Chuck.

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

LESTER
 Hey Jeff - go long.

Jeff steps back and Lester tosses his soda can across the room. Jeff barely catches it, and throws his can back to Lester. They start throwing the cans back and forth. Faster. And Faster.

JEFF
 This is gonna be hilarious.

LESTER

I'm not sure I even want to be in the same room when Morgan opens this.

JEFF

Wait - what if Kat opens one of these?

That question catches Lester off guard. So when he pauses to think about it, one of the soda cans goes whizzing by his head and collides with the lockers, causing a grape soda explosion. Soda is getting everywhere. As Lester turns his head to watch the first can exploding, he doesn't notice that Jeff has already thrown the second can, which also explodes against the lockers - doubling the grape colored mess.

LESTER

Well... I guess we don't have to worry about that anymore.

Jeff and Lester run out of the break room.

INT. BUY MORE - NERD HERD COUNTER - CONTINUOUS

And right past Morgan and Kat with a quick:

LESTER

Gotta go buddy.

JEFF

Sorry to leave in such a rush.

LESTER

See you tomorrow.

JEFF

Have a pleasant evening you two.

KAT

Where are they off to in such a hurry?

MORGAN

Who knows with those two. But it can't be anything good.

INT. BALL ROOM - UPSTAIRS - A BIT LATER

Sarah and Casey put the finishing touches on knocking out the last few Utopia Now anarchists.

SARAH

How many'd you get?

CASEY
I lost count at twenty.

As Sarah knocks out the very last one:

SARAH
Good - cause that's twenty-one for me.

The only people left standing are Chuck, Casey, Sarah, and The Cheshire Cat - whom they have cornered.

CASEY
You want to do this the easy way,
or the hard way?

CHESHIRE CAT
You can't make me talk.

SARAH
We don't have to.

Casey punches The Cheshire Cat in the face, knocking him out.

CASEY
Hard way it is. Twenty-one. Now
we're even.

Casey removes The Cheshire Cat's mask causing Chuck to flash. We see images that include the name Chester, a few false identities and disguises, a remote detonation device, an explosion, and The Buy More parking lot.

CHUCK
Oh my God! The bomb's at the Buy
More! Why would anyone want to
blow up the Buy More?

CASEY
I don't know Chuck. Maybe they're
trying to cripple our nation's
defenses by destroying the CIA and
NSA's best sources of information.

CHUCK
You mean me?

CASEY
No - I'm talking about Jeff and
Lester. Of course you - idiot.

SARAH
It makes sense. Their target must
be the intersect.

CASEY

Ain't no other reason to blow up the Buy More. Except maybe the crummy service. Or just for fun.

SARAH

We should just be thankful that their intel was a little off and they didn't target you directly.

CHUCK

Thankful!?! Guys - Morgan's at the Buy More!

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

Morgan has a look of distress on his face.

MORGAN

Oh man. I am in serious trouble. Big Mike left me in charge and the whole break room is ruined.

All around Morgan, everything is stained with grape soda. Morgan's CELLPHONE RINGS. He pulls it out and sees that the call is from Chuck.

MORGAN (CONT'D)

Hmph. You're probably calling to tell me what a good time you're having at the masquerade with Sarah. Not something I need to hear right now.

Morgan turns his phone off.

MORGAN (CONT'D)

Man, first Chuck. Now Jeff and Lester. Seems like everyone is turning on me.

KAT

Sure does seem like a pattern, doesn't it?

Morgan turns around to see Kat holding a GUN at him.

MORGAN

Aww, man. Not you too.

END OF ACT THREE

ACT FOUR

INT. NERD HERD MOBILE - MOMENTS LATER

Chuck, Casey, and Sarah are high-tailing it over to the Buy More. While Chuck drives, Sarah (in the front seat) and Casey (stuck in the back) are changing out of their costumes. Chuck holds a PHONE up to his ear, hoping Morgan will answer.

CHUCK

Oh man - my little buddy's gonna get blown to little pieces.

Chuck puts his phone away and focuses on driving faster.

CHUCK (CONT'D)

He's not answering his phone - probably still giving me the silent treatment.

CASEY

Or already dead.

CHUCK

Please don't let him be dead. I'll never forgive myself if something happens to him. It should have been me working tonight.

SARAH

It's a good thing it's not. You're too valuable.

CHUCK

So what - Morgan's expendable?

CASEY

Well - I never would have said it out loud... but yeah.

SARAH

Chuck - you have to keep your priorities straight. The most important thing right now is making sure that the intersect - and that means you - stays safe.

CASEY

And that means when we get to the Buy More, you stay in the car.

CHUCK

But Morgan...

SARAH

Don't worry about him, Chuck.
We're professionals.

CASEY

Well - maybe worry a little bit.
Keeps the adrenaline flowing. Now -
did your flash tell you anything
about how to find or disarm the
bomb?

CHUCK

No. And no. Just that it's
triggered by remote detonation.
So, uh, what's your plan?

CASEY

Find the bomb. Stop the bomb.
Arrest the bad guy.

CHUCK

I see that planning is clearly your
strong suit, Casey. It's very
reassuring to know that I'm working
with professionals.

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

Kat HANDCUFFS an unconscious Morgan to the lockers.

KAT

Sorry you had to get dragged into
this, Sweetie. You were kinda
cute. But on the bright side - at
least you don't have to clean up
this mess.

Kat opens her locker to reveal a huge BOMB inside. She picks up a small radio DETONATION TRIGGER and turns a few DIALS - setting the bomb to the right frequency to receive her signal. She tests the trigger - when she pushes a button, a LIGHT on the bomb turns red. Satisfied everything is working properly, she turns the bomb to "on" and leaves.

INT. BUY MORE - NERD HERD COUNTER - CONTINUOUS

As Kat is leaving the Buy More, Sarah is entering. Seeing each other, they both stop, with the Nerd Herd counter between them.

KAT

Sorry Hon, we're closed.

Sarah pulls out her GUN and points it at Kat.

SARAH
Cut the act, Kat.

KAT
It seems we're at a disadvantage.
You know me but I don't remember
ever meeting you.

SARAH
I'm Chuck's girlfriend.

KAT
Oh - Agent Walker. I thought
Chester was going to get rid of you
for me. Oh well - I'm as good at
improvising as the next girl.

Kat holds up the detonator switch.

KAT (CONT'D)
You shoot me, we all die. Along
with your precious intersect.

SARAH
The intersect's not here. We moved
it when we figured out what your
target was.

Chuck chooses this incredibly ironic moment to enter.

SARAH (CONT'D)
Chuck!? I thought I told you to
stay in the car!

CHUCK
I just couldn't stand the thought
of Morgan in trouble. Besides -
you should know by now that I never
stay in the car.

Chuck sees that Sarah has a gun pointed at Kat.

CHUCK (CONT'D)
Woah. Sarah - wait - that's Kat,
the new girl. She's not... Oh my
God! You're with Utopia Now,
aren't you?!

KAT
A girl's gotta have her secrets.

CHUCK
Why would you want to destroy the
government?

KAT

What do you want me to say, Chuck? That I never got any love as a child? That nobody ever appreciated me for anything but my body? Did you ever stop to think that an intelligent girl like me might actually believe that the government is the only thing standing in the way of utopia?

CHUCK

But why drag Morgan into this?

KAT

The government dragged him into this when they hid their super computer in a civilian facility. Anything that happens here is their fault.

CHUCK

You wouldn't really kill him, would you?

KAT

Don't underestimate me, Chuckie. The government doesn't deserve to have a weapon as powerful as the intersect. And destroying it might mean making certain sacrifices.

Now Casey enters, GUN at the ready.

CASEY

Perimeter's secure. Chuck - what are you doing in here?

CHUCK

Helping?

CASEY

For that matter, what's Kat doing here?

Kat holds out the detonator switch so he can see it clearly.

CASEY (CONT'D)

Oh. Figures. It's always the good looking ones who have issues.

KAT

Oh Casey - not getting to know you better is the worst part about cutting my employment at the Buy More short. So how's this little dance gonna play out, huh? Do I have to kill us all?

CHUCK

Please don't.

SARAH

Chuck - get Morgan and get out of here. Casey - go find the bomb and see if you can disarm it. I'll take care of Kat.

KAT

Sounds like fun.

Chuck and Casey run off towards other parts of the Buy More. Kat and Sarah stare each other down while sizing each other up. Kat holds out the detonator.

KAT (CONT'D)

One false move and we all go out in a blaze of glory.

SARAH

You don't seem like the martyr type.

Sarah shoots towards Kat who ducks behind the Nerd Herd counter and pulls out her own GUN. Kat leans around the counter and takes a few shots at Sarah. Sarah shoots back as she takes cover between two of the shopping aisles.

KAT

Oooh, you're good.

They take a few more shots at each other, but neither can get in a clean shot.

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

Chuck enters to find Morgan unconscious, handcuffed to the lockers. He rushes to his side.

CHUCK

Oh Morgan old buddy. Are you okay?

He tries to check Morgan's pulse.

CHUCK (CONT'D)
Oh God - umm... Help!

Casey comes running in and sees the bomb in Kat's locker.

CASEY
Oh, good job Chuck. You found the
bomb. Now get Morgan out of here.

CHUCK
I can't.

Chuck holds up Morgan's handcuffed arm.

CASEY
Ooo - looks like Kat had a little
fun with him.

CHUCK
I'm not leaving without him.

CASEY
Then I hope you're good at
disarming bombs.

CHUCK
I don't know if that's really my
specialty... wait... that
detonation trigger Kat was holding
looked like something off one of
our remote control cars.

CASEY
So?

CHUCK
So - that means I should be able to
build something that will block its
signal.

Chuck makes his way out of the break room. Casey follows.

INT. BUY MORE - CONTINUOUS

Chuck and Casey sneak along the wall, trying to stay out of
sight.

CASEY
Using what?

CHUCK
Those.

Chuck points towards the display of remote control cars. There's a moment between Chuck and Casey of "Okay - we can do this."

Then a stray bullet knocks down the display and nearly ricochets into Chuck.

CHUCK (CONT'D)

Woah!

Casey grabs a few of the cars and they run back into the break room.

INT. BUY MORE - NERD HERD COUNTER - SECONDS LATER

Kat is crouched behind the Nerd Herd counter, gun in one hand, detonator in the other.

KAT

Give it up, Sarah. I've clearly got the advantage here. If you let me go, I'll make sure nobody has to die.

Sarah has managed to sneak her way behind Kat.

SARAH

You know, from here, it doesn't look like you have the advantage.

Startled, Kat spins around quickly and is shocked to see Sarah, who kicks the detonator out of Kat's hand. The detonator slides closer towards the exit. Kat takes a few shots at Sarah - each missing.

Sarah manages to recover the detonator, but Kat gives her a roundhouse right to the face. This time Kat recovers the detonator, but Sarah quickly regains her composure and is standing between Kat and the exit, gun pointed right at Kat's head.

SARAH (CONT'D)

Give it here, nice and slow.

KAT

Alright. Catch.

Kat throws the detonator device at Sarah who drops her gun to ensure she can catch the detonator without activating it. Kat uses the opportunity to trip Sarah, catching the detonator switch herself. Kat runs towards the exit.

SARAH

Oh you're good.

Sarah shoots at Kat, but is out of bullets.

SARAH (CONT'D)

Damn!

Kat exits the store, with Sarah in hot pursuit.

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

A bunch of REMOTE CONTROL CARS and their REMOTES lie on the floor - disassembled. Chuck holds a DEVICE that clearly used to be a remote control - but has been tweaked.

CASEY

That thing's gonna stop a bomb?

CHUCK

No - this thing will prevent the detonation signal from activating the bomb.

CASEY

So is it working?

CHUCK

Umm... no.

CASEY

What do you mean 'no'?!

CHUCK

Well - I've got it operating on the right frequency and with the same modulation, but the opposing signal I'm generating isn't strong enough to block Kat's.

Casey grabs Chuck by the shoulder and starts to drag him away from the bomb.

CASEY

Come on - I'm getting you out of here.

CHUCK

No - I can do this. I just need more power to boost my signal. Besides - Sarah should have everything under control, right?

EXT. BUY MORE PARKING LOT - AT THAT MOMENT

Sarah comes running out the door and looks around for Kat. Kat is standing still in the middle of the parking lot - holding up the detonator. She waves to Sarah.

KAT
Bye bye.

Kat activates the trigger.

SARAH
Oh no! Chuck!

Sarah turns back towards the Buy More as we see...

INT. BUY MORE - BREAK ROOM - AT THAT MOMENT

The light on the bomb turns red.

CASEY
What does that mean?

CHUCK
She activated the bomb.

Casey tackles Chuck - shoving him under the table and laying on top of him - trying to be a human shield. They both cringe, expecting to get blown up.

But nothing happens.

EXT. BUY MORE - AT THAT MOMENT

Kat looks at the Buy More confused. She hits the trigger a few more times.

KAT
Come on! Come on!

Nothing happens. A smug look spreads across Sarah's face. Kat begins to run, but Sarah chases her down and punches her right in the kisser. Kat falls to the ground.

INT. BUY MORE - BREAK ROOM - MOMENTS LATER

Casey is still laying on top of Chuck.

CHUCK
Casey?

CASEY
Yeah?

CHUCK
We didn't blow up.

CASEY
No. It appears we didn't.

CHUCK
So you can get off me.

Casey realizes that he's still laying on top of Chuck for no good reason and promptly gets off.

CASEY
Don't get too cozy under there.

CHUCK
Oh Casey. You were trying to protect me.

CASEY
Don't get the wrong idea. It's not because I like you - it's because it's my job. So what happened? Did your device work?

CHUCK
No. Definitely not. To be honest, I'm not really that good with remote control frequencies.

CASEY
Then why aren't we in smithereens?

They walk over to Kat's locker and take a good hard look at the bomb. Upon closer examination, it becomes apparent that grape soda has soaked its way through the firing mechanism so that when the detonator was activated, it couldn't make a spark.

CASEY (CONT'D)
What is that?

CHUCK
That - my friend - is grape soda. I think we can thank Morgan here for unwittingly saving our lives. Oh God - Morgan! Come on, we've got to get him to a hospital.

END OF ACT FOUR

TAG

INT. HOSPITAL ROOM - LATER THAT NIGHT

Chuck, Sarah, and Casey are sitting by Morgan's bedside. Morgan is hooked up to all sorts of MACHINES - he looks bad. Ellie enters wearing her SCRUBS and checks Morgan's vitals.

ELLIE

Oh my God. What happened to him?

CHUCK

Kat attacked him.

ELLIE

Didn't I warn you that cute girls are dangerous?

CHUCK

You have absolutely no idea how right you were.

ELLIE

Well thank God you were there for him. It looks like he'll be okay.

Morgan slowly wakes up and clutches Ellie's hand.

CHUCK

Morgan! I'm so glad you're okay, Little Buddy.

MORGAN

Ellie? Ellie is that you?

ELLIE

I'm here Morgan. But please let go of my hand.

MORGAN

You're my savior.

ELLIE

No - that title belongs to Chuck. He found you and brought you here.

Morgan looks at Chuck, considering forgiving him.

SARAH

Chuck made us leave the masquerade because he was worried about you - since you weren't answering your phone. And he saved your life.

MORGAN

But you ditched me, Man. That really hurt.

CHUCK

I know. I'm sorry. I never should have done that.

MORGAN

I thought we were a dynamic duo - like Batman and Robin.

SARAH

Morgan, you really should forgive Chuck. Going to the masquerade was all my idea. I practically forced him to come with me.

MORGAN

Hey - of course I forgive him. You're my best friend, Chuck.

Chuck gives Morgan a great big hug.

CASEY

Awww - ain't that sweet.

MORGAN

Hey - even Mr. John Casey's here. Gimme a hug pal.

CASEY

No.

MORGAN

Come on. Why not?

CASEY

Because unlike Chuck, I don't like you.

MORGAN

Oh. Hey - you know what's weird? I had the most realistic dream while I was out. Kat was trying to kill me, and you were all secretly working for the government. And you came and saved me.

CHUCK

Well - you certainly have an active imagination.

MORGAN

It just felt so realistic, you know?

Anna enters the room, worried sick, and rushes to Morgan's bedside.

ANNA

Morgy! Are you okay?

MORGAN

I am now that you're here.

ANNA

Chuck called me and told me what happened. I can't believe you almost died! I'm so sorry about everything I said.

MORGAN

No - I'm sorry.

Morgan and Anna embrace in an extremely sappy hug.

SARAH

(sotto to Ellie)

Can I talk to you for a minute?

Ellie and Sarah walk outside the room.

INT. HOSPITAL HALLWAY - CONTINUOUS

As it is pretty late at night, the hospital is mostly empty.

SARAH

I just wanted to apologize for ruining your brother sister time.

ELLIE

Oh, Sarah, you don't have to apologize.

SARAH

No - I do. Look, sometimes I come on a little too strong for Chuck. And because of me he winds up doing things that he normally wouldn't.

ELLIE

Like skip out on his sister?

SARAH

He never would have done it if I had given him a choice.

(MORE)

SARAH (CONT'D)

So I'm sorry. I promise - you are number one on Chuck's priority list.

ELLIE

Thank you Sarah. It means a lot to me that you're looking out for him.

Chuck comes out into the hallway.

CHUCK

Hey sis. I'm really sorry about everything that happened tonight.

ELLIE

It's okay Chuck. Sarah explained everything.

Chuck gives Sarah a worried look.

CHUCK

Everything?

Ellie gives her little brother a big hug.

ELLIE

Mhmm. And I forgive you. Just promise me one thing.

CHUCK

Anything.

ELLIE

You'll spend the weekend helping me plan the wedding?

CHUCK

I can't think of anything I'd rather do.

MORGAN (O.S.)

Ellie! Ellie - I need you!

ELLIE

I better go see what that's about.

CHUCK

You're the best, Ellie.

ELLIE

I know.

Ellie goes back into Morgan's room, leaving Chuck and Sarah alone in the hallway.

CHUCK

You didn't actually tell her
everything - did you?

SARAH

Of course not.

CHUCK

Well thanks for covering for me.

SARAH

I'm happy to help.

CHUCK

Look, Sarah - there's something I
think we need to talk about.

SARAH

I have something I want to say,
too.

CHUCK

Let me go first. How do I put
this? When I thought Morgan was
going to die, that really put
things in perspective for me. This
whole spy lifestyle - lying to
everyone, running out on my friends
- it's affecting my real life too
much. I just don't think I can
handle it anymore.

SARAH

Chuck - like it or not, the
intersect is inside your head.
Look - I know this is hard for
you...

CHUCK

No, you don't know. You chose this
life, Sarah. I didn't. It was
thrust upon me. I never wanted
this. And without the intersect,
Morgan never would have been in
danger tonight.

SARAH

But you saved him.

CHUCK

By sheer dumb luck. I don't know
what I'd do if anyone ever got hurt
because of me.

SARAH

Chuck - I once heard somewhere that with great power comes great responsibility.

CHUCK

Spider-Man.

SARAH

What?

CHUCK

That's a line from Spider-Man.

SARAH

Well it's true Chuck. You're right - you didn't choose this life. But you have a gift. And you have a responsibility to use it to help people. You saved lives today, Chuck. You're a hero.

CHUCK

You think I'm a hero?

SARAH

I do. Because no matter how many times I tell you to stay in the car, you insist on helping. When push comes to shove, you always do the right thing, no matter the cost. The world could use more people like you.

CHUCK

Chuck Bartowski. Hero. I guess I could get used to that. But as long as I'm the intersect, everyone I care for is going to be in danger.

SARAH

But you'll always be there to protect them. Like you were tonight.

CHUCK

And you'll always be there for me?

SARAH

Absolutely. After all, that is my job.

CHUCK

Your job. Right. Oh hey - what was it you wanted to tell me?

SARAH

Oh - it seems silly now. I just wanted to make sure you knew that what I said to Chester... you know, about you and I... I only said that to protect you.

CHUCK

Oh yeah - of course. No harm done. Wait - so does that mean you think there could be something...

MORGAN (O.S.)

Chuck! Chuck - get in here!

SARAH

We better go see what he needs.

They go back into Morgan's room.

INT. HOSPITAL ROOM - CONTINUOUS

CHUCK

What is it Buddy?

MORGAN

I'm having a really bad hankering for some shrimp. Didn't you promise you'd bring me some?

THE END