THE MATRIX RELOADED

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INT. THE MATRIX

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.

INT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT

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.

EXT. REAR OF REROUTING FACILITY - NIGHT

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

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!

EXT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT

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--
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.

INT. REROUTING FACILITY - ELEVATOR - NIGHT

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--

INT. REROUTING FACILITY - ELEVATOR/CORRIDORS - NIGHT

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.

EXT. FRONT OF REROUTING FACILITY - NIGHT

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 she 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--

EXT. FRONT OF RECYCLING FACILITY - STREET - NIGHT

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--

INT. NEBUCHADNEZZAR - NEC'S ROOM - NIGHT

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.
EXT. SEWER - NIGHT

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.

INT. NEBUCHADNEZZAR - COCKPIT - NIGHT

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.

INT. SEWER - NIGHT

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.

INT. NEBUCHADNEZZAR - COCKPIT - NIGHT

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.

INT. NEBUCHADNEZZAR - MESS HALL - NIGHT

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.

INT. SUB-METRO ACCESS AND TRANSIT SYSTEM - NIGHT

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

NIIOBE
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.

NIIOBE (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.

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

He won't.

Ballard bursts into laughter.

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.

Thank you.

EXT. ALLEY - NIGHT

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.

INT. ACCESS HALL - NIGHT

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

I'm looking for Neo.

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

Never heard of him.

The figure reaches into his side pocket.

I have something for him. A gift.

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

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

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.
EXT. ALLEY - NIGHT

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.

EXT. CITY STREET - NIGHT

A dark green reptilian Lincoln glides along the streetlight-dappled asphalt.
INT./EXT. LINCOLN - NIGHT

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.

INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT

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.

EXT. SKY - NIGHT

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--

EXT. ORACLE'S BUILDING - TENEMENT ROOF - NIGHT

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.

INT. ORACLE'S BUILDING - TENEMENT HALL - NIGHT

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.

INT. ORACLE'S APARTMENT - NIGHT

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?

INT. PIPELINE - DAY

The deepest, blackest tunnels yet seen.

INT. NEBUCHADNEZZAR - COCKPIT - DAY

Link is piloting the ship.
LINK
This is the Nebuchadnezzar on approach, requesting access through Gate Three. Over.

INT. ZION - VIRTUAL CONTROL - DAY

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.

INT. PIPELINE - DAY

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.

INT. NEBUCHADNEZZAR - COCKPIT - DAY

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.

INT. ZION - DOCKING BAY - DAY

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.

INT. ZION - GATE CONTROL - DAY

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.

INT. ZION - VIRTUAL CONTROL - DAY

The controller clicks open a connection.

VIRTUAL CONTROL
Copy that.

INT. ZION COMMAND CENTER - DAY

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.
INT. NEBUCHADNEZZAR - CARGO BAY - DAY

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.
NEC
Captain Niobe?

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

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

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.

INT. ZION - DOCK ELEVATOR - DAY
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.

INT. ZION - DAY
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.

**INT. ZION - COMMANDER LOCK’S OFFICE - DAY**

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.

INT. ZION - RESIDENT ELEVATOR - DAY
The doors open.

Link
My step. 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.

INT. ZION - CATWALK/ELEVATOR - DAY

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.

INT. ZION - LINK’S HOME - DAY

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

       LINK
       Yeah.

       GIRL
       Okay.

       BOY
       Okay.


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.

INT. ZION - OUTSIDE TEMPLE ENTRANCE - NIGHT

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.

INT. ZION - TEMPLE ENTRANCE - NIGHT

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.

INT. ZION - TEMPLE - NIGHT

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.

INT. ZION - TEMPLE PLATEAU - NIGHT

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.
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 sparkling flame spitting into the air. Among the dancers we see Link and Zee.

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.

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

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.

INT. ZION - TEMPLE - NIGHT

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

INT. ZION - TRINITY'S ROOM - NIGHT

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.

INT. ZION - TEMPLE - NIGHT

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

INT. ZION - TRINITY'S ROOM - NIGHT

Neo enters Trinity.
56 INT. ZION - TEMPLE - NIGHT

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

Two become one.

58 INT. ZION - TEMPLE - NIGHT

The cave trembles; the earth seems ready to crack.

59 INT. ZION - TRINITY’S ROOM - NIGHT

A blaze rushes through them, fuses them and in a singular instant both creates and destroys them.

60 INT. ZION - TEMPLE - NIGHT

All at once, the drums stop. And--

61 INT. ZION - TRINITY’S ROOM - NIGHT

Neo opens his eyes and, in that moment, the echo of drums fading to silence, he sees--

62 EXT. FRONT OF REROUTING FACILITY - NIGHT

Trinity falling, her expression at the moment that she knows she is going to die.

63 INT. ZION - TRINITY’S ROOM - NIGHT

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--

EXT. ZION - CATWALK - NIGHT

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--

INT. INDUSTRIAL LOFT - NIGHT

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--

INT. ZION - TRINITY'S ROOM - NIGHT

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

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

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.

INT. ZION - ENGINEERING CATWALK - NIGHT

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--

EXT. ZION - TRINITY’S ROOM - DAY

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 is 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.
INT. ZION - LINK'S HOME - DAY

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.

INT. ZION - ELEVATOR - DAY

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

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.
BANE
We’ll see you.

He spins away as the kid bounds towards them.
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

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.
INT. NEBUCHADNEZZAR - MAIN DECK - DAY

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--

EXT. CHINATOWN - BACK ALLEY - DAY

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.

INT. TEA HOUSE - DAY

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.

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

Link searches madly for Neo's signal.

**LINK**

Where the hell did they go?

**INT. INDUSTRIAL HALL - DAY**

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.

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.

EXT. TENEMENT PARK - DAY

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)
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.

Thought you'd have figured that out by now.

Why are you here?

Same reason.

She digs out another piece.

I love candy.

But why help us?

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

She twirls the candy free of its cellophane.

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.

Are there other programs like you?

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?
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.

EXT. TENEMENT PARK - DAY

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.

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

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.
EXT. TENEMENT PARK - DAY

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.

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

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.

EXT. TENEMENT PARK - DAY

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.

EXT. TENEMENT ACROSS THE PARK - DAY

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.

EXT. TENEMENT PARK - DAY

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.

EXT. TENEMENT PARK - BASKETBALL COURT - DAY

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.

EXT. TENEMENT PARK - DAY

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

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

Trinity can't stand it.
TRINITY
Come on! Get out of there!

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.

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.

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

Trinity covers her mouth.
TRINITY
Oh no.

92 EXT. TELEVISION SUPPLY HOUSE - DAY
The chain of bodies smash down, exploding through the roof.

93 INT. TELEVISION SUPPLY HOUSE - DAY
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
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--

NI OB E
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?

NI OB E
What I can.

LOCK
Why?!

NI OB E
Because some things never change, Jason... And some things do.

INT. STOCK EXCHANGE SKYSCRAPER - DAY

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.

INT. STOCK EXCHANGE SKYSCRAPER - ELEVATOR - DAY

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.

INT. LE VRAI RESTAURANT - DAY

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 goosebumps 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.

INT. STOCK EXCHANGE SKYSCRAPER - HALLWAY/ELEVATOR - DAY

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

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.

INT. LE VRAI RESTAURANT - KITCHEN - DAY
She leads them through the back of the kitchen, down a hall and into a small office.

INT. LE VRAI RESTAURANT - OFFICE - DAY
She takes a key from her purse and inserts it in what appears to be a closet door until she opens it--

INT. NEBUCHADNEZZAR - MAIN DECK - DAY
Link shakes his head.

LINK
Not again.
**104 INT. THE MEROVINGIAN'S CHATEAU - FOYER - DAY**

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**

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.

INT. THE MERovingian's CHATEAU - BASEMENT - DAY

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.

INT. THE MERovingian's CHATEAU - GREAT HALL - DAY

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

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--
INT. UNDERGROUND GARAGE - DAY

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.

INT. THE MEROVINGIAN’S CHATEAU - GREAT HALL - DAY

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.

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MEROVINGIAN (CONT'D)
Goddamnit, woman! You will be the end of me.
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Neo drops his weapons as the Merovingian turns to him.

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

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111 EXT. THE MEROVINGIAN'S CHATEAU - MOUNTAIN RANGE - DAY
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Neo explodes through it and finds himself outside the chateau in the middle of some snow capped mountain range.

He rushes back inside.

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112 INT. UNDERGROUND GARAGE - DAY
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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.

INT. THE MEROVINGIAN’S CHATEAU - HALLWAY - DAY
Neo hears the screech of tires and hurries.

INT. UNDERGROUND GARAGE - DAY
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.

EXT. THE MEROVINGIAN’S CHATEAU - MOUNTAIN RANGE - DAY
Neo shoulders out the back door of the chateau into another picturesque view.

NEO
Shit.

INT. UNDERGROUND GARAGE - DAY
The Twins climb into another car, the scream of Trinity’s tires still audible.

INT. NEBUCHADNEZZAR - MAIN DECK - DAY
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.

EXT. THE MEROVINGIAN’S CHATEAU - MOUNTAIN RANGE - DAY
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

Link just lost him.

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

119 EXT. UNDERGROUND GARAGE EXIT - DAY

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

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.
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

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

Link sees it all happening.

LINK
Incoming fire!

120C INT. TRINITY'S CAR - DAY

Morpheus barely has time to say the word.

MORPHEUS
Down.

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

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

120E INT. TRINITY'S CAR - DAY

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

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

His brother does the same.

120H INT. NEBUCHADNEZZAR - MAIN DECK - DAY

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

Trinity slashes through another intersection, revealing a street with two police cars racing towards them.

MORPHEUS
Any suggestions?

120J INT. NEBUCHADNEZZAR - MAIN DECK - DAY

Link is pounding his keys furiously.

LINK
Turn right!

120K INT. TRINITY’S CAR - DAY

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.
EXT. OVERPASS PARKING LOT - DAY

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

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

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.

INT. TRINITY'S CAR - DAY

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—

1200 INT. OVERPASS PARKING LOT - DAY

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

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

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

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

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 commandeering 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
EXT. FREEWAY - DAY

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.

INT. S.U.V. - DAY

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

INT. TRINITY’S CAR - DAY

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
Agent Johnson smoothly swinging out his window onto the car hood.
They all watch as he leaps--

139 EXT. FREEWAY - DAY
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
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
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.

INT. S.U.V. - DAY

Twin One looks at his brother.

TWIN ONE
We are getting aggravated.

TWIN TWO
Yes, we are.

EXT. FREEWAY - EXIT RAMP - DAY

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--

EXT. FREEWAY OVERPASS - DAY

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--
Crashing onto an enormous rattling truck, among the motorcycles chained in place to the payload.

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.

TWIN ONE
Crush him.
Twin Two floors it.

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.

Trinity looks back and sees the explosion on the horizon.

TRINITY
Morpheus.

Link knows immediately what she’s thinking.

LINK
He’s okay. Keep moving.
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.

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.

The Key Maker holds out a key to her.

TRINITY
Cancel that.

She hangs up.

TRINITY (CONT'D)
You are handy.

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!
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.

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.

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

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

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

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

Link can't believe it.

LINK
She's good.
Morpheus points, Niobe nodding.

NIOBE
Hang on.

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

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.

Niobe's car pitches in front of the truck as, Morpheus turns
and runs up the windshield, leaping into the air--

A flying eagle--

Delivering a thunderous kick square into the chest of the
Agent Johnson--

That sends him hurtling straight into an oncoming traffic--

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.
INT. SEMI TRUCK - DAY

The startled truck driver up the road is again commandeered by Agent Jackson, who whirs the wheel, arcing the big rig in a wide U-turn, racing it back against traffic.

INT. EIGHTEEN WHEELER - DAY

Agent Johnson smiles.

EXT. EIGHTEEN WHEELER - DAY

Morpheus sees the semi up ahead, picking up speed, barreling at them.

MORPHEUS
Neo, if you're out there, I could use some help.

INT. NEBUCHADNEZZAR - MAIN DECK - DAY

Link glimpses something in the code.

LINK
What? Is that--?

EXT. SKY - DAY

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.

EXT. FREEWAY - EIGHTEEN WHEELER/SEMI TRUCK - DAY

The two trucks barrel toward a ballistic conclusion, as Neo rocket over the interstate, a black ICBM.

EXT. EIGHTEEN WHEELER/SEMI TRUCK - BULLET TIME - DAY

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.

INT. NERUCHAANIZZAR - MAIN DECK - DAY
Link leaps up, screaming.

EXT. SKY - DAY
From high above we see the wreckage knotted and twisted on the constipated freeways, stretched out like a massive, bloated tapeworm.

INT. ZION COMMAND CENTER - NIGHT
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--
INT. ZION - HOLE - NIGHT

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.

EXT. DARK TOWER - NIGHT

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, marbleized with veins of orange flame before--

It explodes, an enormous cloud of fire engulfing us.
INT. ABANDONED APARTMENT - NIGHT

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.

NIOLBE
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.

EXT. POWER STATION - NIGHT

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
Niobe continues working through the plan.

NI O B E
There has to be some kind of fail­
safe.

KEY MAKER
Yes, there is an emergency system.

182 EXT. FRONT OF REROUTING FACILITY - NIGHT
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
Reversing, we follow the streams of green­tinted 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
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.

NI O B E
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?

INT. EMPTY OFFICE BUILDING - NIGHT
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.

INT. ABANDONED APARTMENT - NIGHT
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.

INT. NEBUCHADNEZZAR - NEO'S ROOM - NIGHT
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.

INT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT

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--

INT. EMPTY OFFICE BUILDING - NIGHT

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.

INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT

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.

INT. ABANDONED APARTMENT - NIGHT

Morpheus takes over.

MORPHEUS
At midnight, there is a shift change in the security of both buildings.
A bomb is synchronized to detonate at midnight. Its clock ticks quietly.

**MORPHEUS (V.O.)**
At midnight we strike.

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--

**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.

**MORPHEUS**
All our lives we have been fighting this war. Tonight, I believe we can end it.

**Neo glances at his watch. Twelve to twelve.**
MORPHEUS (V.O.)
Tonight is not an accident.

INT. VIGILANT - CATWALK - NIGHT
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.

INT. ABANDONED APARTMENT - NIGHT
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.

INT. PIPELINE - NIGHT
A group of Sentinels begin preparing a strange device they were towing.

MORPHEUS (V.O.)
I see purpose.

INT. VIGILANT - COCKPIT - NIGHT
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.

INT. ABANDONED APARTMENT - NIGHT
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.

INT. NEBUCHADNEZZAR - NEO’S ROOM - NIGHT

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.

INT. ABANDONED APARTMENT - NIGHT

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?

INT. POWER STATION - SECURITY BOOTH - NIGHT

Niobe hits a security booth with the pulverizing force of a sledgehammer crushing a carton of eggs.

MORPHEUS (V.O.)
This is a war.

INT. PIPELINE - NIGHT

A Sentinel begins to spin, holding the device, whirling it around.

MORPHEUS (V.O.)
We are soldiers.

INT. VIGILANT - COCKPIT - NIGHT

Move in closer to the bent bolt.

MORPHEUS (V.O.)
Death can come for us at any time...

INT. PIPELINE - NIGHT

The Sentinel hurls the device.

MORPHEUS (V.O.)
In any place.

INT. VIGILANT - COCKPIT - NIGHT

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.
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?

Blood runs down the screen, mirroring the rain drop streams of code.

The device hurtles toward the hull of the Vigilant.

They are working fast, trying to hack the computer network and shut down the emergency systems.

SOREN
Time?

VECTOR
Three minutes.

BINARY
Almost there.

The device hits and explodes; the ship buckles with an orange wound of flame opening as the entire pipe shudders from the impact.

Soren feels it first; his life cut off, his eyes, like a light, instantly dead.

Flame washes over the bodies of the crew.
216 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT
Trinity stands behind Link as they hear the distant rumble like thunder.

217 INT. EMPTY OFFICE BUILDING - NIGHT
The Key Maker blows away the metal dust from the key.

    KEY MAKER
    It is done.

218 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT
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
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
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
The punch clock, just as we started, the time card inserted--
Ka-chunk--

222 INT. POWER STATION - NIGHT
The bomb counts the last seconds--
Tik, tik, tik--
Shik--
The Key Maker inserts his key.

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.

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.

Trinity knows they are dead.

TRINITY
Call Neo. Now!

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

They disappear from the screen.

LINK
I lost them. They’re inside the portal.

TRINITY
What about the grid?

The bodies lay silently in the dark as the computers continue their work, activating the emergency system, functioning exactly as they were meant to.

Lights begin to switch back on.
Link speeds through a diagnostic.

LINK
Everything is still operational.
The emergency system is already rerouting power.

Floor by floor, lights spread up through the body of the monolith.

They move past endless identical doors, closing in on their destiny.

Link stares at the emerging pattern.

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
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
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
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
Link can't believe it, his mouth hanging open.

239 EXT. REAR OF REROUTING FACILITY - SECURITY BUNKER - NIGHT
A quick slice and dice as Trinity again drops the guards.

240 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT
Link reacts as one of them gets smashed. The phone rings.
LINK
Operator.

TRINITY (V.O.)
I'm in.

LINK
Keep moving. 65th Floor.

INT. INDUSTRIAL HALL - NIGHT

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.
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.

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.

Trinity is behind the computer.

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.
INT. INDUSTRIAL HALL - NIGHT

Neo and Morpheus carve through the Smiths as the Key Maker locates the right key.

INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT

Trinity loads the final program, punching "enter." The computer responds, a window opening, "Error: Emergency System Failure."

INT. INDUSTRIAL HALL - NIGHT

The Key Maker reaches for the door.

INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT

Trinity can only watch as the failure begins to spread.

TRINITY

Come on, come on.

EXT. CITY - NIGHT

Again lights start to die.

INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT

Link sees the lights going out.

LINK

One minute.

INT. INDUSTRIAL HALL - NIGHT

The Key Maker inserts his key.

INT. REROUTING FACILITY - COMPUTER ROOM - NIGHT

Trinity closes her eyes, her mantra becoming a prayer.

TRINITY

Come on, come on, please.

EXT. DARK TOWER - NIGHT

The lights die inside the monolith.

INT. INDUSTRIAL HALL - NIGHT

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

Link almost leaps out of his chair.

LINK
They’re in! I don’t believe it!

257 INT. REROUTING FACILITY - NIGHT

Trinity melts with relief.

258 INT. DARK TOWER - UNFINISHED FLOOR - NIGHT

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

Link sees something.
LINK
Trinity, I got some serious activity heading your way.

260 INT. REROUTING FACILITY - COMPUTER ROOM/CORRIDORS - NIGHT
She's already moving.

261 INT. DARK TOWER - DOOR TO CONTROL ROOM - NIGHT

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

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
Trinity hits the elevator button. The numbers climb towards her.

264 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT
Link sees it but it’s too late.
   LINK
   Oh no!

265 INT. REROUTING FACILITY - ELEVATOR/CORRIDORS - NIGHT
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
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.
There were five Ones before me!

That's impossible. It doesn't make sense.

You're lying. This is bullshit.

I'm afraid.

If that's true...

How could that be?

There are only two possible explanations...

We move towards a specific Neo, centered among the others, closing in on a single line of thought.

... either no one told me, or no one knows.

We enter that monitor and turn to the Architect.

Precisely.

He smiles.

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.

I can say whatever I fuckin' want!

You can't control me!

I'm gonna smash you to bits!

You're dead!
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.

INT. REROUTING FACILITY - EMPTY ROOM/CORRIDORS - NIGHT  
Trinity dives into the shadows as the Agents' search tightens around her.

INT. CONTROL ROOM - NIGHT  
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
Trinity tries to get to the stairwell but Agent Thompson is already there. There is no way out.

270 INT. CONTROL ROOM - NIGHT
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
Where Trinity is fighting the last fight of her life.

272 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT
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
Trinity is getting the shit kicked out of her.

274 INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT
They watch, helpless.
MORPHEUS
Goddamnit!

LINK
What do we do, sir?

MORPHEUS
I don't know.

INT. DARK TOWER - NIGHT

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.

EXT. DARK TOWER - NIGHT

The explosion of orange cuts the building in half, reaching its peak of expansion just as--

A black bullet blasts free of the flames.

INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT

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.

EXT. CITY - NIGHT

A missile weaves through the concrete urban chasm.

INT. REROUTING FACILITY - CORRIDORS - NIGHT

With no choice left, Trinity dives through the window.
280 EXT. CITY - NIGHT
Sonic booms ripple the towers of steel and glass as Neo sears past.

281 EXT. FRONT OF REROUTING FACILITY - NIGHT
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
Her body spasms, the monitors erupting with alarms.

283 EXT. FRONT OF REROUTING FACILITY - NIGHT
She falls away, her expression softening into one of astonishment and loss.

284 EXT. CITY STREET - NIGHT
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
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
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
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--
Agent Johnson smashes into the car, blood rain covering the ground while--

Neo explodes up into the sky, cradling Trinity in his arms.

Again, Link can’t believe what he just saw.

LINK
Holy shit! He caught her!

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.

Her body contracts in agony, blood coughing up from an internal injury.

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

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

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

Her body slumps, the monitors flatline.

296 EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT

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.

INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT
Her body jerks as the monitors flash back to life.

EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT
He kisses her, relief and joy watering both of their eyes.

INT. NEBUCHADNEZZAR - MAIN DECK - NIGHT
Morpheus heaves with relief while Link collapses, hanging exhausted from his chair.

'LINK
I can't take this...

EXT. CITY SKYSCRAPER - ROOFTOP - NIGHT
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.

INT. SEWER MAIN - NIGHT
We creep towards the Nebuchadnezzar hidden in the shadowy atmosphere of the dead sewer pipe.

INT. NEBUCHADNEZZAR - MESS HALL - NIGHT
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.
LINK

Oh no.

INT. PIPELINE - NIGHT

Another scout patrol of Sentinels gather around and begin activating their bomb device.

INT. NEBUCHADNEZZAR - COCKPIT - NIGHT

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.

INT. PIPELINE - NIGHT

The spinning Sentinel hurls the bomb.

EXT. NEBUCHADNEZZAR - CARGO BAY - NIGHT

The bay door opens and they bolt from the ship.

INT. PIPELINE - NIGHT

The bomb glides, homing in on the Nebuchadnezzar.

EXT. SEWER MAIN - NIGHT

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..."

INT. PIPELINE - NIGHT

The Sentinels fly down the throat of the pipeline; blood red eyes shuttering with anticipation.

INT. SEWER MAIN - NIGHT

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

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

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
Trinity remains vigil over Neo.
Beside him, in a mirrored position, lies another unconscious man.
We move closer, revealing his face.
Bane.

TO BE CONTINUED.