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**BEN 10: HERO GENERATION**

**"Save the Last Dance"**

**Written by Amy Wolfram**

**TEASER**

**EXT. BRIDGE - DAY**

A CAR is CAREENING OUT OF CONTROL.

TEENAGER (O.S.)

(shouting)

Slow down!

DRIVER

(shouting)

I can't! The brakes don't work!

The car SKIMS THE GUARD RAIL, throwing SPARKS

TEENAGER/DRIVER (O.S.)

<SCREAMS>

**INSIDE THE CAR**

TWO TEENAGERS (buckled up for safety) are panicked, one of them, the DRIVER, struggles with the wheel.

DRIVER

(shouting)

You're making me nervous! Stop screaming!

TEENAGER

(shouting)

You're screaming, why can't I scream?

DRIVER

(shouting)

Fine, you wanna drive?

TEENAGER

<scream>

**ON THE BRIDGE**

Ben is riding his bike uphill (wearing helmet), coming home from school. He reacts to the speeding car suddenly roaring towards him.

BEN

Hey!

Ben swerves to get out of the way, and shouts after them.

BEN

Student drivers!

But as they pass he sees the car swerving wildly, it's clearly out of control.

BEN

That's no joy ride.

The car Races down the road towards a bridge.

Ben activates the OMNITRIX. He TRANSFORMS INTO:

BIG CHILL

Big Chill!

Big Chill flies down the hill after the teens.

Up ahead, the teens <CRASH> over the side barrier of the bridge and sail towards the water far below.

DRIVER/TEENAGER

<screaming for their lives!>

Big Chill flies off the bridge after them and rapidly overtakes the car.

Big Chill splashes into the water, FREEZING A LARGE SECTION OF THE WATER.

In less time than it takes to tell it, Big Chill breaks the surface and flies up towards the car, trailing water that quick Freezes into a road of ICE behind him, leading up to the car.

Big Chill goes INTANGIBLE and flies THROUGH THE CAR.

The Teenagers REACT to the ghostly apparition passing through.

DRIVER/TEENAGER

<screams>

THE CAR Rolls onto Big Chill's gentle ramp of ice.

DRIVER/TEENAGER

<IMPACTS>

The Car is speeding down the ice slope. Close as it begins to slow down

WIDE As we see Big Chill behind the car, holding the bumper and slowing the car down.

BIG CHILL

<EFFORT>

He's done it. The car is stopped, safely on the big patch of ice at the bottom of the ramp.

The teenagers Exit the car to look at their icy surroundings, not quite believing what just happened. They look to Big Chill in awe.

DRIVER

What is that thing?

TEENAGER

Who cares? It saved our lives.

(tentatively, to Big Chill)

Th-Thank you!

Big Chill looks at them for a moment, then loses interest and turns back to the car. Big Chill takes a BITE out of the car!

BIG CHILL

<chomping/eating>

DRIVER

Hey! What do you think you're--

Big Chill looks up from his meal at the kids and <HISSES>!

BIG CHILL

<HISS>

Fade to black.

END OF TEASER

ACT ONE

INT. KEVIN'S GARAGE, BATHROOM - DAY

Inside the bathroom, Ben vigorously brushes his teeth trying to get a yucky taste out of his mouth.

BEN

<brushing teeth>, gargle and Blechh.

He stops, something's not quite right. He feels around and pulls out a METAL SPLINTER (the same color as the car) from his teeth, looks at it. That's odd.

BEN

Where'd this come from?

He taps it on the metal faucet. We hear the <RING> of metal on metal. Ben reacts in surprise.

INT. KEVIN'S GARAGE - DAY

KEVIN is on a CREEPER, tinkering underneath his car. Someone off-screen casually drops a CARDSTOCK, TRIFOLD INVITATION on the ground near him.

New angle Reveals it's GWEN.

GWEN

<casual little sigh>

Kevin doesn't notice the invite. She kicks it over closer to him and sighs louder.

GWEN

<bigger sigh>

Still clueless. Gwen gives up on the subtle approach, and uses an energy tentacle to wrap around Kevin's ankle and yank him from beneath the car.

KEVIN

Hey!

Gwen shoves the invitation into Kevin's hands.

GWEN

<annoyed GRUNT>

KEVIN

What?

Kevin unfolds the invitation, he looks like he's trying to translate the Rosetta Stone.

GWEN

(casual)

Oh look, they're having a formal dance at my school on Friday.

GWEN looks in his direction expectantly. Kevin lowers the invite to make bewildered eye contact.

KEVIN

What, you want me to take you to the dance?

That's close enough for Gwen.

GWEN

Great, pick me up at 7!

She runs off before he can change his mind. He stands, holding the flyer.

KEVIN

What? Wait!

Before Kevin can go after her, Ben comes out of the bathroom looking at his metal sliver.

BEN

I cannot stress enough the importance of flossing.

Ben notices that Kevin is staring off in the direction that Gwen went.

KEVIN

(in his own world)

Uh, huh.

BEN

(pressing on)

I found this in my teeth. I think something might be going wrong with my powers.

Kevin is silent a moment, appears to be thinking. Ben waits for him to respond.

KEVIN

Uh, huh. What do you know about girls?

Ben has no idea where that came from.

BEN

Okay, that has nothing to do with my problem. Why do you want to know?

Kevin leans up next to the car, gestures with the invite like it's

the worst thing in the world.

KEVIN

Gwen's school is having some 'dance'.

BEN

And?

KEVIN

I think she might expect me to take her.

Ben shrugs.

BEN

So take her.

Kevin is obviously shaken up about this. He starts to freak.

KEVIN

But the dance is at Gwen's fancy prep school, with a sit down dinner and everything! What if she expects me to 'waltz'? What if I use the improper finger fork?!

BEN

If she wants you to dance, you dance.

KEVIN

But I don't know--

BEN

Also, there's no such thing as a 'finger fork'.

KEVIN

See? If I was a preppy guy, I'd know stuff like that.

BEN

You've saved the world, you've been to the null void and back. I'm pretty sure you can handle the Spring Formal.

Ben puts his hand on Kevin's shoulder.

BEN

The thing is, I'm having serious problems and I was hoping you could help me wi--

But Kevin's still freaking about his own problem. He walks away from Ben and out of the garage, lost in his own thoughts.

KEVIN

I'd better rent a DVD on dancing. And maybe get one about forks, just to be sure...

Ben reacts to Kevin walking out on him.

BEN

Thanks a lot. Really.

**EXT. TENNIS COURTS - DAY**

JULIE is practicing, returning balls from a machine. Ben approaches her as she continues to work.

JULIE

<return GRUNTS>

BEN

Hey, Julie.

JULIE

<GRUNT> You're early, I've still go the court for another hour.

BEN

Yeah. I thought we could talk while you practice.

JULIE

<GRUNT> Something serious?

BEN

I'm not sure. The last time I used my powers, I had a black out.

JULIE

Weird. <GRUNT> You don't remember anything?

BEN

I remember slapping the Omnitrix. But that's all.

He looks to her, concern on his face. She perks up.

JULIE

<GRUNT> Easy enough to figure out what you're doing. How about you transform again and I'll follow you?

Julie turns to Ben, ignoring the balls coming near her.

JULIE

Get my notebook from my bag.

Ben does, digging a notebook out of Julie's bag and stepping onto the court to hand it to her.

JULIE

I'll keep a record of everything you do. You can read it afterwards.  
We'll get to the bottom of this.

BEN

Sounds good to me. But how are you going to keep up?

cut to:

EXT. TENNIS COURTS/PARKING LOT - A MOMENT LATER

As Julie sits on her MOPED wearing a helmet. She revs it up. Ben stands next to her, his hand on his watch.

JULIE

Ready!

BEN

You remember Jet Ray?

Julie nods.

JULIE

From the Pier.

ON BEN'S WATCH As he sets the dial to JET RAY. Ben's not sure about this, but there's really no other option.

BEN

Okay, here goes...

Ben hits the watch to activate Jet Ray. But instead he turns into BIG CHILL AGAIN!

BIG CHILL

Big Chill!

JULIE

Big Chill?

Julie writes that down in her notebook. But just as she's writing, Big Chill takes off. Julie's impressed.

JULIE

Okay. Fast.

She writes that down in her notebook, then drops it securely in the front basket. She follows on her moped.

**EXT. BURGER SHACK - MOMENTS LATER**

Big Chill floats into a 50s style drive-in diner (think Bob's Big Boy, with the parking stalls and big METAL STATUE of a mascot eating a juicy burger). This is the Chilli Fries place from episode #016. Reuse. Julie rides up behind him and pulls her moped off to the side to observe.

Big Chill EATS his way through the diner as Julie takes notes.

Julie pulls her notebook out of the basket and begins observing his actions. She's actually getting a kick out of doing detective work.

JULIE

(writing in her notebook)

Followed Big Chill to Burger Shack..

Big Chill floats over to the stalls. He starts hitting on the metal call buttons.

JULIE

(writing in notebook)

Appears to be hungry.

A ROLLER SKATING WAITRESS skates up holding a METAL TRAY.

WAITRESS

Here's your or-

The WAITRESS sees Big Chill, who is calmly waiting for his order. She freaks!

WAITRESS

Ahhhhh!

Startled, she falls on her skates, throwing the tray of food everywhere.

But Big Chill ignores the flying burgers and shakes and they splat on the ground around him, instead catching the metal tray in his mouth in mid-air and swallows it in one gulp. He then picks up the metal shake cup and eats it.

BIG CHILL

<gulp>

Julie erases her previous note and jots down another.

JULIE

(writing)

Very hungry.

And proving her point, he starts eating his way through the stalls,  
<RIP> <RIP> <RIPPING> the metal call boxes down and then eating them.

BIG CHILL

<hungrily eating noises>

The metal beam <GROANS> as it gives way.

BIG CHILL

(moaning "ghost" voice)

Scram!

INCIDENTAL

<Yell>

The ONE REMAINING CUSTOMER drops his milk shake in his lap and PEELS OUT.

Big Chill wants the metal roof, too. He lets out a chilly breath, sending the stall <CRASHING to the GROUND> like a house of cards.

Then he notices a bigger prize. He takes one of the metal support beams in his mouth and begins pulling on it.

JULIE

(writing in notebook)

Support beams.

BIG CHILL

(windy)

Whoooo!

BIG CHILL

<eating/chewing>

JULIE

Roof.

Julie is under a table, frantically scribbling notes as the debris falls around her.

JULIE

(to herself)

We definitely have a problem here.

BiG CHILL

<eating/chewing>

Having eaten most of the metal structures in the parking lot, Big Chill eyes the last large piece of metal -- the burger eating statue.

BIG CHILL

<big bite, chewing and swallow>

JULIE

(writing in notebook)

Seems only interested in eating metal.

Big Chill floats over and EATS the burger, in one gulp. Then we only see the beginning as he starts to <RIP> the metal mascot's head off. The METAL <GROANS>.

BIG CHILL

<eating>

Julie winces.

JULIE

Oh, that's not right.

When we look back we see Big Chill floating above the empty concrete platform, the metal statue gone.

But Big Chill's not done.

BIG CHILL

More.

With nothing metal left to eat in the Drive In (all the cars have split), Big Chill flies out of the parking lot.

Julie throws her notebook back in her basket and drives out after him.

**time cut to:**

**EXT. CITY STREETS - LATER**

As Big Chill floats down the street (some debris around in his wake), Julie, windblown but persistent, tries to keep up with him.

JULIE

Big Chill! Ben! Wait up!

He turns a corner down an alley.

JULIE

I just want to talk to you!

Turns again into what appears to be a dead end street. Big Chill turns around and looks at her a moment.

BIG CHILL

(moaning "ghost" voice)

See ya!

Big Chill turns INTANGIBLE and flies through a brick wall at the end of the street. Frustrated, Julie can no longer follow and she loses him.

JULIE

Great!

**dissolve TO:**

**EXT. MIDDLE OF NOWHERE - MUCH LATER/NIGHT**

Disoriented and confused, Ben wakes up.

BEN

<dazed groan>

He's in the middle of nowhere, random metal pieces strewn about and a big HOLE dug in the ground in front of him.

**Fade out.**

**END OF ACT ONE**

**ACT TWO**

**INT. BEN'S HOUSE/KITCHEN - THE NEXT DAY**

Ben returns home looking disheveled. He searches through the fridge.

BEN

They've got to be in here somewhere.

He tosses aside everything until he finds the one thing he's looking for: a big jar of PICKLES from the fridge.

BEN

Score!

<satisfied eating noises>

He begins chomping hungrily. He closes the fridge door, startled to find that Kevin standing there waiting for him, frantic!

BEN

Nyaah!

KEVIN

Where have you been?

Ben pulls a pikle out of his jar and offers it to Kevin.

BEN

You want a pickle?

But Kevin's tone is serious.

KEVIN

No!

Ben pulls the pickle back and takes a bite.

BEN

More for me.

KEVIN

Will you forget about the pickle? We've got a major problem!

Ben stops eating his pickle for a moment.

BEN

I know. It's my powers, they're completely out of control, yesterday  
Julie and I...

(beat)

Oh, man! Where's Julie?

Kevin brushes his concerns aside, once again in his own world.

KEVIN

Who cares? I got nothing to wear to the dance!

**cut to:**

**INT. BEN'S HOUSE/BEDROOM - MOMENTS LATER**

Ben searches through his closet while chomping his way through the jar of pickles.

KEVIN

You sure this is going to work?

BEN

Trust me. It's one of Grandpa Max's tuxes.

KEVIN

Grandpa Max wasn't the skinniest guy out there.

He finds what he's looking for, one of Max's old tuxedos (very old, when Max was young and buff!). He eyes Kevin and then the tux.

BEN

It's from when he was younger. You're the same size, or close enough.

Ben hands Kevin the jacket and Kevin tries it on. It fits nicely.

KEVIN

Not bad.

Then Kevin pulls the bow tie from the front pocket. It's all stringy and he has no clue what to do. He puts it around his neck and tries to figure it out.

KEVIN

Aren't these things supposed to come with clips?

BEN

Not if you're older than 12.

Kevin struggles with tie, tieing it and ending up with his finger caught in the knot.

KEVIN

Finger's caught.

Ben sets down the pickle jar and helps him with the tie. His tone is nice, caring -- somewhat "motherly" like teaching a child to tie his shoes for the first time.

BEN

It just takes practice. Over, under, around...

Kevin drops his guard a moment and lets out what's really bugging him.

KEVIN

I'm not like all those prepped guys at her school.

BEN

Which is why she wants to go to the dance with you and not one of them.

Just be yourself.

The tie's on and Ben steps back.

BEN

There, don't you look dapper.

Kevin raises an eyebrow, but yes, he looks "dapper", secret agent-like.

Ben picks up the pickle jar and chugs the rest of the pickle juice from the jar.

KEVIN

You sure like pickles.

BEN

Yeah. I wonder if we've got any more of these.

Ben heads for the door and exits. An instant later he pokes his head back in and gives one last piece of advice.

BEN

Oh, and Gwen likes yellow roses. Get her a nice corsage.

Ben exits, again. Alone in the room, Kevin strikes a cool James Bond pose in the mirror, confident and charming. He puts his hand out.

KEVIN

Wanna dance?

Then something strikes him.

KEVIN

What's a corsage?

**EXT. TENNIS COURT - LATER THAT DAY (AFTERNOON)**

Gwen approaches Julie who is doing homework in the bleachers.

GWEN

What's up?

JULIE

Have you seen Ben?

GWEN

No, something up?

JULIE

I don't know. I haven't seen him since yesterday. He turned into Big Chill then disappeared.

Gwen's oblivious to what she's talking about.

GWEN

Yeah, he does that sometimes. Just part of being alien.

JULIE

I don't know...

Gwen gives her a reassuring smile.

GWEN

I'm sure he'll show up.

JULIE

I guess so.

Gwen's got problems of her own.

GWEN

I know so. I'm more worried about Kevin not showing up tonight.

Gwen leans against the fence.

GWEN

Ever since I made him ask me to the dance he's been acting really strange.

As if on cue, at the word "strange," Ben shows up. He has a worried look on his face.

GWEN

And speaking of strange, Hi, Ben! Catch up with you guys later!

Gwen takes off, leaving Ben and Julie alone. Julie gives Ben a big hug.

JULIE

I was so worried about you!

BEN

I'm a little worried, too.

JULIE

Where did you go yesterday?

Ben shakes his head.

BEN

I don't remember. What happened?

She takes out her notebook and gives him a detailed list.

JULIE

Let's see, 6:30 pm. You transformed into Big Chill.

BEN

Are you sure? I programmed Jet Ray.

Julie looks at her notes.

JULIE

At 6:31 you exclaimed 'Big Chill!'

She goes on to list his activities.

JULIE

6:32--ate drive in stalls, 6:35--ate giant metal burger, 6:36-- ate  
giant metal statue eating giant metal burger, 6:38-- ate a bus, 6:41--  
ate a car wash sign, 6:42-- ate car wash, 6:43 --

Having heard enough he stops her.

BEN

Wow, you take great notes. No wonder you get straight A's.

JULIE

You don't remember any of that?

BEN

I just remember waking up in a ditch this morning.

Ben slumps, really upset.

BEN

I can't believe this is happening again.

JULIE

Again?

BEN

I had a problem with one of my aliens a few years ago. What if it's happening again?

He drifts off, worried.

JULIE

We'll get Kevin and Gwen, they can help.

BEN

No, they're too busy with the dance.

Ben's at the end of his rope. He looks off, distracted.

BEN

I'm on my own.

Julie takes his face in her hands and looks him straight in the eye.

JULIE

You're not alone, you've got me.

It's a sweet moment, but soon interrupted when Ben gets a strange look on his face. Julie's concerned.

JULIE

Ben?

He goes into a trance, his eyes turn GHOSTLIKE. He subconsciously HITS THE WATCH, transforming again into:

BIG CHILL

Big Chill!

Julie takes out her notebook as Big Chill flies way.

**EXT. METAL FOUNDRY - A BIT LATER**

Big Chill floats into a METAL FOUNDRY. Scraps of metal are piled up around the place and in the center a LARGE CAULDRON of glowing, melted iron.

Big Chill flies through the place eating metal scraps. Two or three Cops (per production) come in to see what the commotion is.

BIG CHILL

<eating>

COP #1

What is that thing?

BIG CHILL

(moaning "ghost" voice)

Stay out of my way.

COP #1

That's not how it works, freak. Now come down here and surrender or there's going to be trouble.

But Big Chill isn't taking their warning.

BIG CHILL

(moaning "ghost" voice)

I warned you.

Big Chill takes a deep breath, and lets out a <frozen breeze>, freezing one of the cops where he stands.

BIG CHILL

<inhale>

Whooo!

COPS

Ahhh--

The remaining cops reach for their weapons.

COP #1

Stop! Don't make me!

Julie rides her scooter into the foundry just in time to see the cops pull out their weapons.

JULIE

Wait! He's a friend, don't shoot!

But the cops don't listen. OFF SCREEN <SHOTS> ring out, <BANG! BANG! BANG!> as Julie can only watch helplessly. Off her panicked look.

**CUT TO:**

**EXT. GWEN'S HOUSE - SAME TIME**

ANOTHER <BANG! BANG! BANG!>, but this time it's someone using the ornate door knocker on Gwen's McMansion.

WIDE To reveal a tuxedoed Kevin, knocking on the door. He stops, then smooths his jacket.

KEVIN

(to himself)

It's just a dance, right? Nothing to worry about. I look pretty good.

Kevin checks his breath in his hand.

KEVIN

<exhale, then sniff>

He considers it.

KEVIN

Shoulda brought gum.

Gwen opens the door. She's wearing a pretty yellow PROM GOWN and his eyes almost pop out of his head.

KEVIN

Wow.

Likewise for Gwen looking at Kevin in his tux.

GWEN

Likewise.

He reaches for her hand and slips a yellow corsage on her wrist.

KEVIN

I got this for you.

(proud of himself)

It's a 'corsage'.

She smiles and looks at her gift.

GWEN

It's beautiful! Thank you, Kevin.

Off Kevin's happy face. Oh yeah, Kev's the man!

**cut back to:**

**EXT. METAL FOUNDRY**

But Julie's isn't smiling. The cops are still firing at Big Chill, but their bullets pass through him harmlessly.

BIG CHILL

(moaning "ghost" voice)

Some people just don't listen.

Big Chill gets annoyed and is about to retaliate. Julie watches on, worried what Big Chill will do.

JULIE

Don't hurt them!

BIG CHILL

(moaning "ghost" voice)

They won't feel a thing.

Big Chill takes in a deep breath and sends <FREEZING> wind at the cops.

BIG CHILL

<inhales>

Whooo!

Freezing them in their tracks, covering them with icicles.

COPS

<SHIVERING>

Big Chill now can take what he came for. In the middle of the foundry is a vat of MOLTEN STEEL.

He tips the vat over and begins chugging.

BIG CHILL

<drinking noises>

Filled with the glowing, molten steel, Big Chill floats out of the foundry. Julie hops on her moped, but OVERPROTECTIVE BIG CHILL SCREECHES a warning.

BIG CHILL

(moaning "ghost" voice)

Stay away!

He blows a FREEZING WIND, which hits her moped.

BIG CHILL

(windy)

Whooo....

We <hear the motor shut down>. She tries to start it back up.  
Nothing. Big Chill leaves, there's no way she can follow.

JULIE

Ben!

**cut to:**

**EXT. MIDDLE OF NOWHERE - NIGHT**

In the darkness, Big Chill flies in and spews the molten lava into the big hole.

He starts building something with the scattered metal pieces. We don't know what it is, but it's ominous and creepy (a little "Close Encounters of the 3rd Kind"). <MUSIC STINGS>

**fade TO BLACK!**

**END OF ACT TWO**

**ACT THREE**

**INT. KEVIN'S CAR - NIGHT**

Kevin and Gwen are driving to the dance. Gwen is very impressed by everything Kevin has done.

GWEN

Yellow roses....How did you know?

KEVIN

I'm a sensitive guy with an eye for what the ladies like.

GWEN

(playfully dubious)

Really?

KEVIN

No. Actually, Ben told me. But he was really cool about it. Gave me a lot of good advice...

Gwen can't believe what she's hearing.

GWEN

(interrupting)

Good advice? Ben?

Kevin

(continuing)

---He tied my tie for me...

Gwen restates her position.

GWEN

Ben. Gave you dating tips and helped you tie your tie.

KEVIN

(defending Ben)

It could happen.

Gwen is distracted, trying to work it out.

GWEN

And Julie was saying something about him acting strangely...

**EXT. GWEN'S SCHOOL, PARKING LOT - NIGHT**

Kevin's car pulls up just OUTSIDE GWEN'S SCHOOL and Kevin opens the door, preparing to get out of the car.

KEVIN

(suave)

Let's dance.

But Gwen stops him, closing the door with an Energy tendril.

GWEN

We can't go in there.

KEVIN

But I learned the proper forks and everything! Outside to inside, right? Or is that little to big? Aw, man!

GWEN

That's not the problem, Kevin.

Kevin slams his fist on the dash.

KEVIN

I knew it, you're embarrassed to go with me!

GWEN

No! It's just that I think Ben might be in some kind of trouble.

KEVIN

What makes you say that?

Gwen's CELL PHONE <RINGS>. Gwen looks at it to see who's calling, then puts it on speakerphone.

JULIE (V.O.)

Big Chill's on a rampage!

Gwen shoots a look at Kevin, "see."

GWEN

Where are you?

JULIE (O.S.)

Just outside the foundry. But he's gone.

GWEN

We'll handle it.

**EXT. OUTSIDE THE FOUNDRY - SAME TIME**

Julie sits outside the foundry on her moped, ready to go.

JULIE

Forget that! Ben's in trouble.

She puts her helmet on, determined.

JULIE

I'm going, too.

KEVIN (O.S.)

My badge has a lock on Ben's Omnitrix coordinates. It's outside of town, a mile west of Register Road, just north of Wigzell Avenue.

JULIE

I'll see you there!

She <REVS> up the moped, and <PEELS> out down the road.

**EXT. OUTSIDE OF TOWN - LATER**

Kevin's car speeds towards the Omnitrix's coordinates, closing in on the <BLIP> projected by Kevin's BADGE.

KEVIN

It's just up ahead.

GWEN

Julie said it was Big Chill doing this.

KEVIN

Yeah?

GWEN

We had a problem before with one of the aliens going rogue. It was Ghostfreak.

KEVIN

Never liked that guy. What's your point?

GWEN

Maybe there's some connection between Big Chill and Ghostfreak. Like maybe these ghost personalities are just plain evil.

KEVIN

Whatever. We'll save him either way, all right?

THE CAR pulls to a stop. Julie is already there.

**EXT. MIDDLE OF NOWHERE - NIGHT**

Ben and Gwen are out of the car. Julie has dismounted her bike and taken off her helmet. All are looking at something BIG, off-screen.

We finally get to see what Big Chill was building. A huge, METAL COCOON-LIKE MONSTROSITY. It's freaky, it's creepy, and it's being guarded by Big Chill!

KEVIN

Well, that looks plain evil.

Gwen approaches Big Chill.

GWEN

Ben!

JULIE

It's your friends. We can help you.

BIG CHILL

(moaning "ghost" voice)

Go away!

Kevin's a little less subtle. He touches a scrap of METAL left on the ground and ABSORBS it, creating METAL ARMOR around him.

KEVIN

Too much negotiating, I'm gonna smack some sense back into him.

Kevin swings for Big Chill. But Big Chill takes Kevin's METAL ARM and starts chomping on it.

BIG CHILL

<one big chomp>

BIG CHILL

<3 chomps>

KEVIN

<YELP> Hey, cut it out!

BIG CHILL

<chomping efforts>

With his other arm, Kevin tags out on the stone floor, absorbing the stone. Big Chill gets a mouthful of stone.

BIG CHILL

<OW!>

Kevin transforms back and looks at his arm. It's fine, but his tux is RIPPED.

KEVIN

Dude! I borrowed this suit!

Gwen fires ENERGY BLASTS from her hands at the cocoon. Big Chill screeches protectively.

GWEN

<EFFORTS>

BIG CHILL

<screeches>

Big Chill sends a FREEZING WIND in her direction, she drops the blast and puts up a shield.

BIG CHILL

(windy)

Whooo!

GWEN

<EFFORT>

Julie tries to reason with him.

JULIE

We're here to help!

BIG CHILL

I don't want any help!

Before she can get closer, Big Chill ATTACKS swooping in on her. Gwen shoots up an ENERGY BUBBLE AROUND BIG CHILL to protect Julie.

Big Chill fights to pass through her energy bubble and back to the cocoon. It's difficult, but he does it.

BIG CHILL

(moaning "ghost" voice)

<EFFORTS> Let me out!

GWEN approaches the cocoon. Big Chill warns.

BIG CHILL

Stay away from there!

Gwen fires powerful ENERGY BLASTS at Big Chill, knocking him out of the sky.

BIG CHILL

<2 IMPACTS>

Julie runs over and tends to the fallen Big Chill.

JULIE

You hurt him!

KEVIN

Not for long. I've seen him take worse.

Gwen gestures to the cocoon.

GWEN

Whatever's wrong with him, it has to do with that THING!

Kevin ABSORBS the metal from the Cocoon.

KEVIN

Then let's take it down!

Kevin starts to bang on the cocoon.

KEVIN

<EFFORTS>

The cocoon begins to <CRACK>, and with one final blow, it splits open. GOOP pours out all over Kevin's tux.

KEVIN

Nice. Goo all over my Tux.

The cocoon crashes down and splits open. But instead of candy, the most ooey, gooey, disgusting, glowing mucus-y LARVAE spill out all over the floor.

KEVIN

Ugghhh... Maggot goo all over my tux.

Gwen instinctively raises her hands to put up a shield as they all hold their breath waiting to see what comes out.

Then, miraculously, the little larvae hatch into the most adorable (so ugly they're cute) little GLOWING WINGED CREATURES and begin to flutter around. One of them hovers right in Julie's face, looking at her with ridiculously cute big eyes for a beat, before fluttering away. The girls look at the cute little creatures, smitten.

BABY CHILL

<Baby alien sounds>

JULIE/GWEN

Awwww.

KEVIN

You've got to be kidding.

The Baby Chills fly over to Big Chill, fluttering all around him. The light show awakens him.

BIG CHILL

Whaaa...?

The Baby Chills fly up into the night sky, like lightning bugs. It's beautiful. One little alien runt baby remains behind, giving the BIG PUPPY Chill eyes, and Big Chill encourages it to leave:

BIG CHILL

Go on. Fly.

The last one flies up and away, into the night.

KEVIN

Okay, that was weird.

Big Chill TRANSFORMS back into Ben. He looks around at his surroundings, dazed.

BEN

(confused)

What just happened?

Julie just tosses her notebook into the trash.

JULIE

You might want to sit down for this.

**TIME CUT TO:**

**EXT. MIDDLE OF NOWHERE - NIGHT**

With the place a mess around them, Kevin reads the output from the iPod-like hand-held computer exactly like the one in "Plumber's Helper." Julie's already on her scooter.

BABY CHILL

<reprint 228a>

<baby alien sounds>

KEVIN

Yep, those are your kids.

Ben is in shock.

BEN

How?

KEVIN

According to this, "*Necrofrigian*," that's Big Chill's race, lays eggs only once every 80 years or so.

(to Ben)

They'll live in space, where it's cold. And they feed on solar plasma. Doubt you'll ever see them again, Mommy.

BEN

Cut it out!

KEVIN

Should have figured it out from your pickle cravings.

GWEN

And from Ben giving you good advice.

Ben takes offense.

BEN

Hey, I can give good advice! What about the time I... uh...

But he's stumped.

KEVIN

It could happen.

Julie looks at her watch.

JULIE

If you want a ride home, you better hop on. My curfew was half an hour ago.

Ben hops on the back of Julie's moped and she speeds away.

BEN

This is the most embarrassing...

JULIE

I think you made a great mommy.

Kevin and Gwen are left alone.

GWEN

<sigh> This didn't turn out to be such a 'good night' after all.

The lights of his car are still on. Gwen slumps next to the car.

GWEN

We missed the dance.

Kevin reaches in through the open window and CLICK: <MUSIC>. He reaches his HAND out. HER HAND (the one wearing the yellow corsage) takes his.

In headlights' glow, with the stars in the open roof and the glimmering goo surrounding them like prom decorations, they dance.

FADE TO BLACK.

END OF SHOW

BEN 10 "Save the Last Dance"

12/21/07

"Save The Last Dance"

680-017

Ben 10: Alien Force

By Amy Wolfram

Story Editor

Dwayne McDuffie

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**01/14/08**

**As Broadcast**

**09/03/08**

Dnalien

Hybrid

Tramm

Crowd

BEN

Pretty girl

Holo max

Gwen

Sensei

Magister

Kevin

Hybrids

Forever knights

Swampfire

Julie

big chill

teenager #2

teenagers

waitress

cop #1

cops

kevin/gwen

Teenager

TEENAGER/driver

Driver

Incidental

Baby chill

(V.O.)

(O.S.)

(O.C.)

(CONT'D)

(SUBTITLE)

(ALT)

INT

EXT

I/E

TENNIS

SUNNYDALE HIGH

THE GOALIE

BEN

THE SAME LOCATION

A BICYCLE RACK

THROUGH THE HOLE

A SERIES OF STILLS

DOJO

REPRINT

TRAINYARD

MAGISTER

GWEN

ON THE SHOULDER

SWAMPFIRE

EXTERIOR KEVIN'S CAR

CASTLE

OUTSIDE OF TOWN

COURTS a moment later

BEN'S HOUSE/BEDROOM

MIDDLE OF NOWHERE

Day

Night

Afternoon

Morning

Evening

Later

Moments Later

Continuous

The Next Day

DUSK

LATER.

Cut To:

Fade In:

Fade Out.

Fade To:

Dissolve To:

Back To:

Match Cut To:

Jump Cut To:

Fade To Black.

TIME CUT TO: