

# WHAT IF: SPIDER-MAN

## *“WHAT IF UNCLE BEN HAD LIVED?”*

Chapter I – “With Great Power Comes Great Opportunities”

By

Alberto Veloso

### **PAGE ONE:**

#### **Page One, Panel One**

Open on a scene straight from Amazing Fantasy #15. A security guard chases a blonde-haired burglar as he heads in Spider-Man’s direction.

- 1) CAPTION: This is the most important moment in Peter Parker’s life.
- 2) SECURITY GUARD: Stop! Thief! Stop Him!

#### **Page One, Panel Two**

The burglar gets closer to Spider-Man.

- 3) CAPTION: It is a moment that will change his life...
- 4) CAPTION: And seal his destiny.

#### **Page One, Panel Three**

The burglar is almost next to Spider-Man.

- 5) CAPTION: But on other worlds...
- 6) CAPTION: In other dimensions...

#### **Page One, Panel Four**

Spider-Man calmly sticks out his leg and knocks down the burglar.

- 1) CAPTION: Things happen a bit differently.

**Page One, Panel Five**

The security guard bends over to bust the burglar, while Spidey casually walks away from the scene.

2) SECURITY GUARD: Thank you, son. You're a hero.

3) SPIDER-MAN: Me? A hero? I don't think so.

**PAGE TWO:****Page Three, Panel One**

Shot of a wrestling announcer in the middle of a wrestling ring. He's holding a microphone in his hands.

1) CAPTION: And so a life of heroism is avoided...

2) CAPTION: And another life begins.

3) ANNOUNCER: And in this corner, the resident champion, weighing in at 130 lbs, The Incredible... The Uncanny... The *Amazing* Spider-Man!

**Page Three, Panel Two**

Close-up of Spider-Man saluting the crowd. The crowd's cheering should always be placed in captions within the panel.

4) CROWD: Spider-Man! Spider-Man!

**Page Three, Panel Three**

The announcer speaks to Spider-man.

5) ANNOUNCER: Spider-Man, are you ready?

6) SPIDER-MAN: You know it.

**Page Three, Panel Four**

The announcer speaks to the Growler, a colorfully dressed wrestler.

6) ANNOUNCER: Growler, are you ready?

7) GROWLER: GROOOWWLLL.....

**Page Three, Panel Five**

Growler lunges at Spider-Man.

8) ANNOUNCER: Gentlemen, Let's Rumble!

9) GROWLER: GROWL!

## **PAGE FOUR:**

### **Page Four, Panel One**

The Growler slams Spidey against the corner post of the ring.

1) SFX: BAM!

### **Page Four, Panel Two**

The Growler stands over Spider-Man with his hands together over his head. He's getting ready to pound on Spidey. The announcer's comments are placed in captions within the panel.

2) ANNOUNCER: Oh, oh. Looks like Spider-Man's in trouble.

### **Page Four, Panel Three**

Growler brings his fists down, but Spidey leaps out of the way.

3) SFX: SLAM!

### **Page Four, Panel Four**

Pull back so that both the Growler and Spider-Man are visible in the shot. The Growler has a fierce expression on his face. Spider-Man stands defiantly.

2) SPIDER-MAN: Is that the best you can do, Growly?

### **Page Four, Panel Five**

Growler lunges at Spider-Man again.

3) GROWLER: GROOOOOOWWWLLL...

### **Page Four, Panel Six**

Spidey flips him onto the floor.

[NO DIALOGUE]

**PAGE FIVE:****Page Five, Panel One**

The Growler is lying on the floor. Spidey is standing over him.

- 1) SPIDER-MAN: I'd stay down if I were you.
- 2) SPIDER-MAN: It's less painful.

**Page Five, Panel Two**

Growler lunges at Spidey again.

- 3) GROWLER: GROWLLLLLLL...

**Page Five, Panel Three**

Small panel close-up of Spidey cocking back a punch (These next three panels should be drawn as if seen through the eyes/point of view of the lunging Growler).

- 4) SPIDER-MAN: Don't say I didn't warn you.

**Page Five, Panel Four**

Spidey brings his fist forward.

[NO DIALOGUE]

**Page Five, Panel Five**

Black Screen (as if the Growler has been knocked unconscious).

- 5) SFX: BAM!

**PAGE SIX:****Page Six, SPLASH**

The announcer holds Spider-Man's arm up while the crowd cheers. At the bottom of the panel is an unconscious Growler.

5) ANNOUNCER: Winner!

6) CROWD: Spider-Man! Spider-Man!

**PAGE SEVEN:****Page Seven, Panel One**

Spider-Man and his sleazy agent are in the agent's office.

1) AGENT: Kid, you're unbeatable. I've never seen anything like it. You're going to go down in wrestling history.

2) SPIDER-MAN: Do you really think so?

**Page Seven, Panel Two**

The agent puts his arm around Spidey, while pointing at a sack of letters in the corner.

3) AGENT: Think it? I know it. You see that pile of letters over there. You think that's for me? Heck no!

4) AGENT: You're a star, kid. It's a shame you're not living it up.

**Page Seven, Panel Three**

Spidey is confused by the agent's comment.

5) SPIDER-MAN: How do you mean?

**Page Seven, Panel Four**

Close-up of the agent.

6) AGENT: There's no reason why the kid under the mask can't get a bit of the celebrity. I can see it now. Spider-Man unmasked! We can do it after the Eradicator fight.

**Page Seven, Panel Five**

Pull back for a shot of both Spider-Man and his agent.

7) SPIDER-MAN: No. I...I have to keep my identity a secret.

8) AGENT: Why's that, kid? You wanted by the Feds?

9) SPIDER-MAN: No, I...I just can't...

**Page Seven, Panel Six**

Agent hands Peter a stack of fifty-dollar bills.

10) AGENT: Hey, it's your call. I was just thinking out loud.

11) AGENT: Here, take your dough, take your fan mail, and go have some fun. You've earned it.



**PAGE EIGHT:****Page Eight, Panel One**

Spider-Man swings joyfully through the sky with the sack of letters on his back.

- 1) SPIDER-MAN (Thought Bubble): Yahoo!
- 2) SPIDER-MAN (Thought Bubble): 22 and 0.
- 3) SPIDER-MAN (Thought Bubble): I'm unstoppable.

**Page Eight, Panel Two**

Spidey catches a ride on top of a Metro-North Commuter Train.

- 4) SPIDER-MAN (Thought Bubble): Life can't get much better than this...
- 5) SPIDER-MAN (Thought Bubble): Can it?

**Page Eight, Panel Two**

Spider-Man bounces off the roofs of suburban houses on his way home.

- 6) SPIDER-MAN (Thought Bubble): What if Frank is right?

**Page Eight, Panel Three**

Spidey leaps behind a bush.

- 7) SPIDER-MAN (Thought Bubble): Why should Spider-Man get all the fun...

**Page Eight, Panel Four**

Show bush shaking.

[NO DIALOGUE]

**Page Eight, Panel Five**

Show Spider-Man exiting the bush dressed as nerdy Peter Parker (of the Steve Ditko era).

- 8) SPIDER-MAN (Thought Bubble): While Peter Parker lives the dull life of a bookworm.

**PAGE NINE:****Page Nine, Panel One**

Peter enters his house. Uncle Ben and Aunt May are sitting in the living room.

1) PETER: Hey Uncle Ben.

2) AUNT MAY: Peter!

3) UNCLE BEN: Where you been, Pete? We were supposed to set up the tool shack earlier.

**Page Nine, Panel Two**

Close-up on Peter.

4) PETER: Oh, I...I forgot, Uncle Ben. Can we do it tomorrow?

**Page Nine, Panel Three**

Close-up on Aunt May and Uncle Ben.

5) AUNT MAY: But where do you run off to all the time, Peter? You have us all worried.

6) UNCLE BEN: I bet a girl's involved.

**Page Nine, Panel Four**

Close-up on an anxious Peter.

7) PETER: No, no. No girl.

**Page Nine, Panel Five**

Uncle Ben notices the bag, which makes Peter even more anxious.

8) UNCLE BEN: What's in the sack, Pete?

9) PETER: Um, school stuff...for school.

**Page Nine, Panel Six**

Peter heads upstairs to escape the interrogation. Aunt May and Uncle Ben are standing at the foot of the staircase.

10) PETER: I'm kind of tired. I think I'm going to go to my room.

11) AUNT MAY: But it's only 8 o'clock.

12) UNCLE BEN: Definitely a girl involved.

**PAGE TEN:****Page Ten, Panel One**

Spidey is lying on his bed, reading one of his fan letters aloud. The entire room is littered with opened fan mail.

1) PETER: "Dear Spidey. I think you're the greatest wrestler ever and I want to be just like you when I grow up. I bet you could even beat up the Hulk. When I become a wrestler, I'm going to call myself Spider-man II. Sincerely, Robert Baldwin"

**Page Ten, Panel Two**

Peter yawns.

2) PETER: Um, I wonder if I should copyright the name.

**Page Ten, Panel Three**

Peter rests his head on the pillow.

3) PETER: I think I'll take a quick nap.

**Page Ten, Panel Four**

Close-up of Wrestling announcer.

4) ANNOUNER: And in this corner, the Unbeatable...the Unstoppable...the Amazing Peter Parker!

**Page Ten, Panel Five**

Peter, dressed in normal clothes, salutes the crowd as they chant his name.

5) CROWD: Peter! Peter!

**PAGE ELEVEN:****Page Eleven, Panel One**

A bulky, ostentatiously dressed wrestler comes charging toward Peter.

1) WRESTLER: You're going down, runt.

**Page Eleven, Panel Two**

The wrestler throws a punch, but Peter ducks under it.

[NO DIALOGUE]

**Page Eleven, Panel Three**

The wrestler throws another punch, but Peter dodges it.

[NO DIALOGUE]

**Page Eleven, Panel Four**

The wrestler throws a kick, and Peter grabs his foot.

[NO DIALOGUE]

**Page Eleven, Panel Five**

Peter tosses the wrestler out of the ring.

[NO DIALOGUE]

**Page Eleven, Panel Six**

The wrestler goes crashing into the some empty bleachers.

[NO DIALOGUE]

## **PAGE TWELVE:**

### **Page Twelve, SPLASH**

The announcer grabs Peter's arm and holds it up.

- 1) ANNOUNCER: Winner, and still undefeated, Peter Parker!
- 2) CROWD: Peter! Peter! Peter!

**PAGE THIRTEEN:****Page Thirteen, Panel One**

Aunt May struggles to wake up a dreaming Peter Parker.

1) AUNT MAY: Peter! Peter! Wake up or you'll be late for school.

**Page Thirteen, Panel Two**

Peter groggily opens his eyes.

2) PETER: Five more minutes, Aunt May.

3) AUNT MAY: My, what are all these letters thrown about the floor?

**Page Thirteen, Panel Three**

Close-up of Peter's face suddenly filling up with worry.

4) PETER: Letters?

**Page Thirteen, Panel Four**

Peter pushes Aunt May toward the door.

5) PETER: It's, um, it's a school project, Aunt May. I'll explain later. Have to get dressed for school.

**Page Thirteen, Panel Five**

Peter stands against the now shut door, relieved.

[NO DIALOGUE]

**PAGE FOURTEEN:****Page Fourteen, Panel One**

Pete walks toward the front entrance of his high school.

- 1) PETER (Thought Bubble): What's the use of all this?
- 2) PETER (Thought Bubble): I should just tell Aunt May and Uncle Ben about the wrestling.

**Page Fourteen, Panel Two**

Peter gets closer to the entrance when he's bumped in the shoulder.

- 3) PETER (Thought Bubble): If they knew, I wouldn't need for a secret identity.
- 4) PETER (Thought Bubble): Maybe they'd understand. Maybe I'm just--

**Page Fourteen, Panel Three**

Peter turns around and sees Flash Thompson, accompanied by Liz Allen and two generic teenagers, which we'll call Ryan and Alex.

- 5) FLASH: Watch where you're going Parker! I saw Spider-Man wrestle yesterday and I'm feeling all violent.
- 6) PETER: You bumped into me, Flash.
- 7) FLASH: Whatever.
- 8) LIZ: Did you watch the fight, Peter?

**Page Fourteen, Panel Four**

Flash pushes Parker. Ryan and Alex laugh.

- 9) FLASH: Nah, Liz, Parker don't know nothing about wrestling, do you Parker?
- 10) LIZ: Stop that Flash!

**Page Fourteen, Panel Five**

Close-up of an increasing angry Peter Parker.

- 11) FLASH (OFF-PANEL): He spends all his time in the library, wrestling books.



**PAGE FIFTEEN:****Page Fifteen, Panel One.**

Flash gets up in Peter's face.

1) FLASH: What's the matter, Parker? Don't you got a sense of humor?

**Page Fifteen, Panel Two.**

Close-up of an extremely angry Peter Parker.

[NO DIALOGUE]

**Page Fifteen, Panel Three.**

Peter grabs Flash by the shirt.

[NO DIALOGUE]

**Page Fifteen, Panel Four.**

Then he tosses Flash onto nearby lockers.

2) SFX: CRASH!

**Page Fifteen, Panel Five**

Liz and the others stare at Peter in shock.

3) RYAN: Holy cow! Pete knows how to wrestle!

4) LIZ: Peter...how...how did you do that?

5) ALEX: That was awesome!

**Page Fifteen, Panel Six**

As Flash slowly starts to recover, Peter smiles in satisfaction.

6) FLASH (Groaning): Urgh.

**PAGE SIXTEEN:****Page Sixteen, Panel One**

An upset Uncle Ben walks into his house with Peter following behind.

1) UNCLE BEN: I can't imagine what got into you, Pete. Fighting in school. I had to miss a half-day of work to come get you.

**Page Sixteen, Panel Two**

Peter looks down at the ground in shame, while Uncle Ben stares at him disapprovingly.

2) PETER: I already said I'm sorry, what more do you want?

3) UNCLE BEN: How about saying it without the attitude.

**Page Sixteen, Panel Three**

Peter talks back to his Uncle.

4) PETER: Flash was a bully. He got what he deserved.

5) UNCLE BEN: And what makes you any better than him?

6) PETER: What am I supposed to do? Let him push me around?

7) UNCLE BEN: How about finding a solution that doesn't involve your fists?

**Page Sixteen, Panel Four**

Shot of Peter turning his back to Uncle Ben.

8) PETER: Easy for you to say.

9) UNCLE BEN: What, you don't think I was bullied when I was your age?

**Page Sixteen, Panel Five**

Peter heads up the staircase to his room.

10) PETER: Save it. I don't want to hear one of your feel-good stories.

11) PETER: I don't regret what I did and if I have to, I'll do it again.

**Page Sixteen, Panel Six**

Small shot of Uncle Ben looking disappointed.

[NO DIALOGUE]

**PAGE SEVENTEEN:****Page Seventeen, Panel One**

Large panel. Peter is lying in bed, with his hands behind his head. He's thinking back on the days events. Images of Liz, Ryan, and Alex should be floating around him.

- 1) LIZ: How...how did you do that, Peter?
- 2) RYAN: Holy cow! Pete knows how to wrestle!
- 3) ALEX: That was awesome!

**Page Seventeen, Panel Two**

Peter reaches under his bed in search of something.

[NO DIALOGUE]

**Page Seventeen, Panel Three**

Peter stares thoughtfully at the Spider-Man mask he pulled out from under the bed.

[NO DIALOGUE]

**Page Seventeen, Panel Four**

Close-up of the mask in Peter's hand.

[NO DIALOGUE]

## **PAGE EIGHTEEN:**

### **Page Eighteen, Panel One**

Spider-Man's agent is on the phone at his office. He's also reading a copy of The Daily Bugle. The front page headline should read: DAREDEVIL DEFEATS ELECTRO.

1) AGENT: Yeah, he's still not buying. I don't know what his problem is. I guess he's afraid of success.

2) SFX (Spidey |Landing on Windowpane): THUD!

### **Page Eighteen, Panel Two**

The agent turns toward the noise and sees Spider-Man on his windowpane.

3) AGENT: I'm going to have to call you back.

### **Page Eighteen, Panel Three**

The Agent hangs up the phone and stares at Spidey.

4) AGENT: What's up kid?

### **Panel Eighteen, Panel Four**

Close-up on Spidey.

5) SPIDER-MAN: We need to talk.

**PAGE NINETEEN:****Page Nineteen, Panel One**

Spider-Man is in the middle of a fight with the Eradicator while the crowd cheers him on.

1) CROWD: Spider-Man! Spider-Man!

**Page Nineteen, Panel Two**

Flash and Liz Allen are in the crowd, watching the match.

2) FLASH: Go Spidey! Make him pay!

3) LIZ: Not so loud, Flash.

**Page Nineteen, Panel Three**

Eradicator throws a punch, but Spider-Man dodges it.

4) SPIDER-MAN: Give it up, Eradicator. You're only wearing yourself out.

**Page Nineteen, Panel Four**

Shot Eradicator swinging downward, but only hitting the floor because Spidey leaped away.

5) ERADICATOR: Die, Spider-Man!

6) SPIDER-MAN: Die, Spider-Man? Is that the best you can come up with?

**PAGE TWENTY:****Page Twenty, Panel One**

Eradicator throws a punch, but Spidey catches it.

[NO DIALOGUE]

**Page Twenty, Panel Two**

Spider-Man squeezes the Eradicator's fist.

[NO DIALOGUE]

**Page Twenty, Panel Three**

Eradicator falls to his knees.

1) SPIDER-MAN: Give up?

2) ERADICATOR: Never.

**Page Twenty, Panel Four**

Spidey squeezes harder.

[NO DIALOGUE]

**Page Twenty, Panel Five**

The Eradicator writhes in pain.

3) SPIDER-MAN: How about now?

4) ERADICATOR: Ahhh, okay, okay, I give.

5) SFX (BELL): DING DING!

## **PAGE TWENTY-ONE:**

### **Page Twenty-One, Panel One**

Spidey is standing in the center of the ring. The announcer's comments, as well as the crowd's cheering, should be in captions throughout the page.

1) ANNOUNCER: Once again, the Amazing Spider-Man is triumphant!

2) CROWD: Spider-Man!

### **Page Twenty-One, Panel Two**

Shot of Flash and Liz applauding in the crowd.

3) FLASH: Heck ya, Spidey! You rule!

### **Page Twenty-One, Panel Three**

Spidey grabs his mask and starts taking it off.

4) ANNOUNCER: Wait a moment. Could it be?

5) ANNOUNCER: Is the Spider-Man about to reveal his true face?

### **Page Twenty-One, Panel Four**

Shot of Flash and Liz in the audience, looking excited.

6) FLASH: Aw man, this is awesome! This is...

### **Page Twenty-One, Panel Five**

Spidey pulls off his mask, revealing his true face.

7) ANNOUNCER: It's normal New York teenager, Peter Parker!

### **Page Twenty-One, Panel Six**

Shot of Flash and Liz in the audience, looking stunned.

8) FLASH: This is impossible!

9) LIZ: I can't believe it!



**PAGE TWENTY-TWO:****Page Twenty-Two, SPLASH**

Full page shot of Spider-Man standing in the center ring with his mask off. He has his arms up in the air, working the crowd. In the top left corner of the panel, Flash and Liz Allen should be visible, but small (since they're part of a massive audience). The crowd is chanting Peter's name.

1) LIZ: It's Peter!

2) CROWD: Peter! Peter!

**TO BE CONTINUED...**

# WHAT IF: SPIDER-MAN

## *“WHAT IF UNCLE BEN HAD LIVED?”*

### (Beat Sheets)

#### Chapter II – The Price of Fame

- With his dual identity exposed, Peter Parker strolls through Midtown High School as if he were a king. Students beg him for autographs as he walks down the hall. Flash Thompson, his one-time tormentor, is now deathly afraid of him; and to top it all off, Liz Allen asks *him* out on a date. Life doesn't get any better than this.
- At home, Peter's exploits are not as celebrated. Aunt May worries that Peter will hurt himself in one of his wrestling matches. Uncle Ben, on the other hand, views Peter's wrestling career as a waste. In a heart-to-heart, Uncle Ben tries to convince Peter to use his powers for the good of the world. Peter, too enthralled with his newfound celebrity, ignores the advice.
- Sporting a newly designed costume, which does not cover his face, Spidey easily defeats the Destructor in the ring. Afterwards, Spidey's agent introduces him to a "friend." The man is Areti Raissa, a mobster known as the Fixer, and standing beside him is the mercenary group of super-villains known as The Enforcers. Raissa asks Spider-Man to throw his next match. Spidey refuses, and arrogantly ignores Raissa's threats of violence.
- Peter's date with Liz Allen goes wonderfully. They talk at dinner. Afterwards, Peter takes her on a swinging tour of New York. At the end of the date, Liz gives Peter his first kiss.
- Peter walks home on cloud nine. As he approaches his house, he sees Uncle Ben standing on the front porch waving to him. Nearby, Montana of the Enforcers watches Peter approach. He reports it to Raissa via walkie-talkie, and Raissa gives him the go-ahead. Instantly, the entire house explodes.

#### Chapter III – Dark Rebirth

- Peter stares at the blaze which was once his house. Inside the flames are two corpses that were once his beloved Aunt and Uncle. His eyes gloss over with rage. His only thought is revenge.
- Spidey's agent hears about the bomb through a phone call. He panics, but before he can escape his office, Spider-Man comes crashing through the window. "Where?" is all that Spider-Man says. The agent tries to apologize, and claims that he knew nothing of Raissa's plans. Spider-Man grabs him by the throat and pushes him against the wall. The agent tells him where to find the mobster.

- Spider-Man arrives at Raissa's mansion. Guarding the front door is Fancy Dan of the Enforcers. They fight. Fancy Dan's martial arts, however, are no match for an enraged and bloodthirsty Spider-Man.
- Deeper inside the mansion, Spider-Man encounters Montana. Spidey makes short work of his lasso and ends up knocking him unconscious. Afterwards, Ox appears and punches Spider-Man across the room. Spidey and Ox get into a brutal slugfest. Despite Ox's immense strength, Spider-Man is able to defeat him.
- Finally, Spider-Man enters Raissa's office. Raissa tries to shoot him, but Spidey dodges the bullets effortlessly. Spider-Man grabs him by the throat and asks him why he killed his family. The mobster's reply: "Just business kid. I couldn't let you insult me like you did." Spider-Man squeezes harder on his throat, until all struggle leaves Raissa's body.
- Ox regains consciousness and rushes into Raissa's office. He sees his boss lying dead on the floor. The office window is open. We end with Spider-Man swinging away toward a dark and lonely future.

**THE END**