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      <Text>o BEN and GWEN watch impatiently while KEVIN tinkers with one of the
projects he's been working on all season: making his car submersible. Ben and Gwen
want him to hurry up so they can all go hang out someplace fun like the pier.
Kevin: "Just let me finish installing the re-breather." The three of them banter
enough that we get a good taste of their relationship.</Text>
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    <Text></Text>
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    <Text>o Suddenly, ESOTERICA eerily begin to appear all around them! But
hidden in plain sight, still in the other dimension. Ben says: "Guys? We're not
alone," just as the Esoterica phase into our dimension and attack!</Text>
</Paragraph>
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    <Text>ACT I</Text>
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    <Text>o Ben turns into FOURARMS and he, Gwen & Kevin battle and defeat
these Esoterica, taking one of them CAPTIVE. </Text>
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    <Text>o Kevin is going to make their captive talk. He gets all up in the
Esoterica's face, talking tough and threatening him with the RE-BREATHING device for
his car as if it was actually a powerful experimental weapon. The captive falls for
Kevin's ploy and spills his guts: "The glorious time is at hand! We were sent to
destroy you who would dare interfere with the coming of </Text>
    <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000"
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    <Text>!" </Text>
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    <Text>o Ben resolves to go take care of </Text>
    <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000"
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    <Text> here and now. Gwen: "I thought you were going to give Old George a
chance." Ben: "I did give him a chance. Now we're going to stop this thing."</Text>
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<Text>EXT./INT. DAIGON'S FOLLOWERS' OLD HIDEOUT - NIGHT</Text>
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<Text>o Ben, Gwen & Kevin go back to the same building from an earlier episode where Julie had been hanging out with the followers of </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
<Text>. Now the place is completely abandoned. </Text>
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<Text>o Ben turns into CLOCKWORK, runs time backwards in the room, and sees HUNDREDS of Esoterica being led by CONDUIT who says: "We're going to prepare the way. He is coming!" Ben, Gwen & Kevin deduce that </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
<Text> is going to come out of that SEAL they've been to before. </Text>
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<Text>EXT./INT. AREA 51</Text>
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<Paragraph Type="Action">
<Text>o OLD GEORGE is giving a big rousing Braveheart-style speech to his FOREVER KNIGHTS: "This is why we exist! All the other side missions of the Forever Knights-gathering technology, fighting dragons-were just to fill our time until this, our true purpose! Some of us may not survive this day, but together we shall save the very Earth, I swear by the Sword of </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Achelon</Text>
<Text>!" Forever Knights: "Huzzah!"</Text>
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<Paragraph Type="Action">
<Text>EXT./INT. RUSTBUCKET III - IN FLIGHT</Text>
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<Text>o Ben, Gwen & Kevin fly in the RUSTBUCKET III towards where the Seal is. Ben goes over his very reasonable plan: "We get in there, I turn into something, we defeat </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
<Text>. We're in, we're out." But as they arrive and look down, they see HUNDREDS of Forever Knights in siege against the Esoterica who are holding them off

at the mouth of the CAVE that contains the Seal! </Text>

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<Text>EXT. CAVE - CONTINUOUS</Text>

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<Text>o Ben, Gwen & Kevin land the plane in the middle of Forever Knights. The door opens. Ben: "No, it's okay. We're here to help George." Forever Knights: "It's Ben 10! Destroy the infidels!" The Forever Knights all rush at Ben! </Text>

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</Paragraph>

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<Text>ACT II</Text>

</Paragraph>

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<Text>o Ben, Gwen & Kevin are forced back inside the plane and fight the Forever Knights all throughout the Rustbucket III: from the COCKPIT, to the CARGO BAY where Kevin & Ben's CARS are, to anywhere else inside the Rustbucket III that we already have designed (3 major locations total). There are lots of bits for everybody during the battle: Ben turns into GOOP; Gwen does lots of cool stuff using her powers; and Kevin coats himself in IRON by touching the Forever Knights' ARMOR and really kicks some butt. </Text>

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<Text>o Our heroes beat a lot of the Forever Knights, but more of them keep pouring into the Rustbucket from outside, so Gwen makes a big thick SHIELD to block the door long enough for Ben and Kevin to take care of the Forever Knights that are already inside. </Text>

</Paragraph>

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<Text>o It looks like our heroes are just about to win... when suddenly, Esoterica begin materializing inside the plane!</Text>

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</Paragraph>
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 <Text>EXT./INT. CAVE - CONTINUOUS</Text>
 </Paragraph>
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 </Paragraph>
 <Paragraph Type="Action">
 <Text>o Outside the Rustbucket III, the Forever Knights and Esoterica are still fighting each other. </Text>
 </Paragraph>
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 <Paragraph Type="Action">
 <Text>o Old George battles his way into the cave, toward the cavern of the Seal, not letting anything stand in his way. The SQUIRE (that cute kid who sort of likes Gwen) is right there running behind Old George, saying: "I'll protect you, sir!" But Old George takes out 15 guys at a time, and the SQUIRE never gets to do anything. </Text>
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 </Paragraph>
 <Paragraph Type="Action">
 <Text>o After Old George has cleared a big path for himself and is almost at the interior cavern that houses the Seal, just before he gets to the entrance, CONDUIT suddenly appears behind Old George, who doesn't see his surprise attacker firing a </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Dragonball</Text>
 <Text> Z-style attack at his back! </Text>
 </Paragraph>
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 <Text>o But the Squire dives in the way of the shot, saving Old George's life... and gets fried himself! </Text>
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 <Text>o Old George turns just in time to see this happen, and horrified, destroys Conduit as viciously as we can have him do. </Text>
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 <Text>o Then Old George turns back to see the loyal Squire dying. The fallen young man's final words cite Old George's earlier rousing speech: (weakly, with his last breath) "This is what we're here for: to protect the Earth. I had to protect you to protect the Earth..." Old George has witnessed just how brave this kid is: "You are no Squire. You died a Knight. A Forever Knight. And you did not die in vain." </Text>
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<Paragraph Type="Action">
 <Text>o Old George stands and raises the SWORD OF ACHELON, which is humming with power. He is at the entrance of the cavern that houses the Seal and calls out
</Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
 <Text>: "Show yourself, </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
 <Text>! It is I, George of Diocletian, your enemy of old! Once have I already vanquished thee. So I shall again!" </Text>
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<Paragraph Type="Action">
 <Text>o The VOICE OF </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">DAIGON</Text>
 <Text> comes out of the Seal: "You're nothing. You're not worth me sulling my hands with. I'm going to control everything in this universe! Let me show you the latest thing to come under my control..."</Text>
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 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Diagon's</Text>
 <Text> power, which reveals... </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">VILGAX</Text>
 <Text>! He has his new SEMI-TRANSPARENT HUMAN BODY with a SQUID HEAD, and he is wearing an </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">ESOTERICA</Text>
 <Text> EMBLEM. </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax:</Text>
 <Text> "I live!"</Text>
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<Paragraph Type="Action">
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 <Text>o </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax</Text>
 <Text>, now the new herald of </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000"

Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
 <Text>, gives a speech about the greatness of </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#0000000000000000">
 Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
 <Text>. He has seen the light. He worships </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#0000000000000000">
 Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
 <Text>, as all will worship </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#0000000000000000">
 Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon</Text>
 <Text>! </Text>
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 <Text>o During his speech, </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#0000000000000000">
 Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax</Text>
 <Text> very cryptically alludes to the fact that intends to attempt to use
 </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#0000000000000000">
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 <Text> to steal </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#0000000000000000">
 Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Daigon's</Text>
 <Text> powers.</Text>
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 Forever Knights step forward, saying: "Save your strength for the dragon. </Text>
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 <Text> is for us." They move in to attack </Text>
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 <Text>, and he wastes them! The Forever Knights hit </Text>
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 <Text> with everything they've got, but he takes them all out with Dragon
 Ball Z-style blasts and other attacks we haven't even seen before! He lays them all
 out. Then he turns his attention back to Old George.</Text>
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 <Text>o Gwen can see the Esoterica when they're in the other
 dimension/partially invisible. Ben: "We need you to keep blocking the door." Gwen:
 "I've got a better idea." </Text>
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 <Text>o Go to GWEN'S POV of the way she sees the </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Esoterica:</Text>
 <Text> half in our dimension, half in the other dimension. Gwen: "I'm just going to hit the ones I can see."</Text>
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 <Text>EXT. RUSTBUCKET III - CONTINUOUS</Text>
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 <Text>o Gwen's SHIELD explodes out the door and takes care of most of the Forever Knights outside. But there are still enough Forever Knights left outside to give Kevin something to hit. </Text>
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 <Text>o Gwen can see the </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Esoterica</Text>
 <Text>, but it's hard for her to be able to tell Ben & Kevin where they are to hit them because the </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Esoterica</Text>
 <Text> are so fast. Ben: "Fast, huh?" He turns into </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">BLUSTREEK</Text>
 <Text> and now the instant an </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Esoterica</Text>
 <Text> appears, </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Blustreek</Text>
 <Text> zips over and pops him! So </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Blustreek</Text>
 <Text> is able to neutralize the </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Esoterica's</Text>
 <Text> speed advantage. Do one big master shot where </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Blustreek</Text>
 <Text> zooms around taking out </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Esoterica</Text>
 <Text> as they appear. For example, </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Blustreek</Text>
 <Text> runs over behind Gwen and takes out an </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#000000000000"

Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Esoterica</Text>
 <Text> just as it appears: "How ya doing?" </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style=""><BAM!></Text>
 <Text> Then zips away to continue taking out other </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Esoterica</Text>
 <Text> in the master shot.</Text>
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 <Text>o There's too much melee in the way between Ben, Gwen & Kevin and the Seal they need to get to.</Text>
 </Paragraph>
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 <Paragraph Type="Action">
 <Text>o Kevin has an idea. The Forever Knights have some high tech metal BALLISTAS (medieval catapults). So during the fight sequence, our heroes commandeer one of them.</Text>
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 <Text>o Ben turns into HEATBLAST and gets into the cup of the ballista. Kevin: "You wearing your seatbelt?" Heatblast: "No." Kevin: "Good." Kevin releases the switch and Heatblast is catapulted all the way over the entire battlefield.</Text>
 </Paragraph>
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 <Text>INT. CAVE</Text>
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 <Paragraph Type="Action">
 <Text>o Heatblast hits the ground, creating a big CRATER right between Old George and Vilgax who stands in the entrance to the cavern of the Seal (Old George -> crater/Heatblast -> Vilgax -> Seal). Old George and Vilgax both back away from the crater/flaming projectile. </Text>
 </Paragraph>
 <Paragraph Type="Action">
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 </Paragraph>
 <Paragraph Type="Action">
 <Text>o Ben</Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Heatblast</Text>
 <Text> is only a little bit surprised to see </Text>
 <Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax</Text>
 <Text> alive. </Text>

<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Heatblast:</Text>
<Text> "You're too ornery to die." </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax:</Text>
<Text> "Ben Tennyson. I'm glad to see you. You've been my greatest adversary. Surely you should be here at my moment of triumph."</Text>
</Paragraph>
<Paragraph Type="Action">
<Text></Text>
</Paragraph>
<Paragraph Type="Action">
<Text>o </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax</Text>
<Text> turns his back on them and walks into the cavern where the Seal is, disappearing into the DARKNESS. Old George takes off after him : "Thou </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">canst</Text>
<Text> run from me!" </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Heatblast:</Text>
<Text> "Don't! It's a trap!" Old George: "Even if it is a trap, I still have to do it."</Text>
</Paragraph>
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<Paragraph Type="Action">
<Text>o They both go into the cave after </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax</Text>
<Text>, with </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Heatblast</Text>
<Text> a little bit behind Old George. It's dark. It's creepy. </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Heatblast</Text>
<Text> is the light source, his flickering flames making eerie moving shadows.</Text>
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<Text>o They come upon </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax</Text>
<Text> standing directly in front of the SEAL. Old George pulls out his SWORD OF </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">ACHELON</Text>
<Text>, which is crackling with energy. Old George: "Have at thee!" But </Text>
<Text AdornmentStyle="-1" Background="#FFFFFFFF" Color="#00000000000000" Font="Courier Final Draft" RevisionID="0" Size="12" Style="">Vilgax</Text>
<Text> remains totally calm, smiling: "You're too late. The battle is over."</Text>
</Paragraph>

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The cave is GONE, and we're OUTSIDE somehow now, revealing behind </Text>
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