

REWRITING

STAR WARS EPISODE II: ATTACK OF THE CLONES OUTLINE



Disclaimer: This outline is a work-in-progress, so some character moments and plot beats remain undeveloped or only roughly sketched. That especially applies to the Witches of Dathomir, the Jedi team that journeys to Dathomir, and a clone army subplot revolving around Mace Windu that has yet to be incorporated into the outline; in a fully completed rewrite, those sections would likely receive further refinement and polish.

This outline shows where I originally planned to take my version of Episode 2. You are free to follow it, remix it, or ignore it entirely. Treat this as a prompt and a roadmap, not as a strict rulebook.

ACT 2

- **Bombing Aftermath/Anakin's Want:** Padme will suddenly call Anakin over, her distressed tone alarming Anakin. He collapses to his knees in despair as he sees his mother's body being excavated from beneath a pile of rubble. Under the same pile of rubble, Cliegg is pulled to safety, revealing his leg to be completely crushed. Anakin breaks down in tears as he hugs his mother's body, crying as he lays his head on her motionless chest. All the while Padme supportively holds him close. Cut to the hospital as Anakin and Padme wait outside the surgery room, watching Cliegg undergo an operation and through dialogue, we learn that they are amputating Cliegg's ruined leg since they couldn't save it. Anakin turns away from the procedure and broods, ruminating on everything that has happened. Padme places a supportive hand on Anakin as he quietly swears an oath to find the one responsible for the bombings. Even if it's the last thing he does, Anakin vows to avenge his mother's life. They are interrupted as Mace Windu and Serenno approach them, having just returned from checking up on Yoda. Windu updates Anakin on the Grand Master's condition, and that it seems like Yoda will pull through, but he has to be put on bedrest for at least a couple of weeks before he can be released. At the moment, Yoda still has not awoken. Windu asks Anakin and Padme to stay by Yoda's bedside while he hosts an emergency meeting with the rest of the council. In a private

room away from the chaos, Windu and Serenno speak to the rest of the Jedi Council via hologram, since they are all spread out across the planet helping Coruscant recover from the disastrous attack. Even though Palpatine has declared that the bombings were an act of war from the Separatists, Windu shares with the council that he doesn't believe that is entirely true. Palpatine's response time to the bombings was way too quick and convenient. He senses a disturbance in the Force regarding this whole affair, but without any evidence to back up his claim, there's nothing he can do. The rest of the Jedi Masters share updates on their own progress in helping the city recover. Some are helping look for survivors, some are questioning witnesses, others are clearing out damage, a few are assisting in medical treatment, etc. Serenno is extremely troubled over the hasty declaration of war, as he reminds the Council that the Jedi are keepers of the peace, not soldiers. There are too few of them to aid the Republic in this conflict. We start to see that Serenno and Windu are of differing opinions and tension arises from their disagreement. Windu believes that the Republic is the guiding hand of structure in the galaxy and must be preserved. But Serenno reminds Windu that the Jedi's loyalty is to the Force and not the Republic. Their oaths as neutral peacekeepers come first, and they must be careful not to hastily follow the Republic in this war lest the Jedi lose their way and abandon their principles. Some of the other masters take Serenno's side on this debate, Jedi such as Kit Fisto, Aayla Secura, and Adi Gallia. But other Jedi such as Ki-Adi Mundi, Shaak Ti and Seasee Tiin will support Windu, with other councilors such as Obi-Wan, Plo Koon and Coleman Trebor being caught in the middle. Windu will argue that it is their duty to help those in need and that the Code demands they protect the innocent. The heart of the Republic was attacked, and innocent lives were lost. The Jedi cannot sit back while death and destruction are wrought upon the galaxy. When it becomes Plo Koon's turn to report to his fellow councilors, he will share with them that he received reports of a Mandalorian bounty hunter being sighted from fleeing the scene of the bombings. Plo Koon pulls up a hologram of the bounty hunter and Windu recognizes him as Jango Fett – someone he is familiar with from his undercover work within the subterranean levels of Coruscant. Windu informs the council that Jango Fett is a man with a notorious reputation within the criminal underworld as the current holder of the title as the galaxy's best bounty hunter. He is now their prime suspect in this terrorist attack, and Windu wants to find out who he is working for. Jango Fett is now public enemy number one. Windu announces that it is all-hands-on-deck and orders Obi-Wan to return to Coruscant as soon as possible. He also reassigns Anakin to be Serenno's new Padawan, as he believes the veteran Jedi Master will have an easier time handling Skywalker's insubordination than Obi-Wan did. We can tell this hurts Obi-Wan, but he doesn't argue against the decision. Windu wants Obi-Wan to rendezvous with Serenno and help him track down Jango Fett. Windu insists that they need to bring the bounty hunter in alive for questioning in order to find out who is truly responsible for the bombing. Windu will then declare that he has now assumed temporary leadership of the Jedi Order in Yoda's absence. The meeting is adjourned. Windu departs for the Jedi Temple while Serenno stays and informs Anakin of his reassignment as his new Padawan. Anakin offers to help Serenno investigate the bombings. Serenno dismisses the idea and informs Anakin that all of the senators on Coruscant are being escorted back to their home planets immediately since the capital is no longer safe. Anakin is ordered to protect Princess Padme and ensure that she returns to Alderaan safely. Once the princess is returned back home,

Anakin is to stay put on the planet and resume his duties as the Jedi guardian of Alderaan until Serenno returns. Anakin tries to argue with Serenno, but the Jedi Master shuts Anakin down promptly. He senses much grief within Skywalker over the loss of his mother and Serenno enlightens Anakin that he told him to resume his duties on Alderaan so that Anakin can have a chance to lay his mother to rest and receive some closure. Anakin realizes the compassion Serenno is showing him by bending the rules of the Jedi Code and thanks his new master for his empathy and understanding. As Serenno says, Anakin is of no good to anyone in his current emotional state.

- **Jango vs Grievous:** Jango Fett and General Grievous will both be henchmen serving the Sith, with the bounty hunter and the warlord sharing a rivalry, even though they were both hired by Sidious to be generals for his droid army. This competitiveness between Jango and Grievous would stem from their differing ideals. Jango's nihilistic professionalism and cold demeanor would clash with Grievous' pride. In their verbal sparring matches, Jango will counter Grievous' insults by pointing out that Sidious chose Jango to be the model for the clone army because he's superior to Grievous in every way. Grievous looks down at Jango and thinks he's untrustworthy because his only loyalty is to money. Grievous is a better servant because his loyalty goes beyond money. He's motivated to fight the Jedi because he wants revenge. "You fight with your heart instead of your head. That's why you'll always be a pawn", retorts Jango. Jango will point out that Grievous' desire for vengeance is purely selfish and the loyalty he claims to give Sidious is hollow. Grievous would just as easily leave the Sith and join up a different army if it meant he could have a better chance at getting his revenge on the Jedi. His only loyalty is to himself and his pride. He's no better than Jango, even though he claims to be. Grievous and Jango will then pull their weapons out on each other, but they are both suddenly hurled against the wall and pinned there by some unseen force. The two generals raise their weapons at the unexpected threat, but they are both lifted into the air by a Force Choke. Darth Maul enters the room, demanding that they stop bickering like children. Maul commands his two followers to rise above their pettiness and focus on their true enemy before releasing them from the Force Choke. Clearly intimidated and outmatched by Maul's Sith powers, General Grievous humbly submits and kneels with his head bowed as he utters, "Yes, Lord Maul". But Jango remains standing. "You have something to say, Mandalorian?" Maul queries. Jango proceeds to voice his grievance with Maul that this job is putting too big of a target on his back. He didn't plan on becoming public enemy number one. Now the entire Jedi Order is hunting him. That's more heat than Jango prefers to deal with. He wants to get paid double as restitution for the damages done to his reputation, as he's going to be forced to lay low now and wait until this blows over. Which, he points out, probably isn't going to happen anytime soon. Maul reminds Jango that this was part of the contract. He agreed to the terms when he took on the job. There's no backing out now. Not unless, of course, Jango values his life. Maul advises that it would be very unwise to cross his master, and Jango grudgingly submits to the Sith's authority. Maul reassures the Mandalorian that the Jedi will be too busy with the upcoming war to worry about Jango, so he need not worry about being pursued by them for much longer. As far as repairing his reputation goes, Jango will have plenty of chances to earn more glory and add more kills to his body count once the war starts. That should even things out and balance Jango's marred reputation. The generals

are dismissed, and Maul will receive a hologram of Darth Sidious where they discuss the next phase of their plan.

- **Anakin and Serenno Investigate the Underworld:** That night, while everyone is sleeping, Anakin will try to sneak out of the temple, only to get caught by his new master Serenno. Anakin warns Serenno not to get in his way, as this is personal business for him. Master Serenno tells Anakin that he probably couldn't stop Anakin even if he tried, so instead, he's going to accompany Anakin to make sure he doesn't get hurt. Since this is his case, Master Serenno is starting his investigation in the lower levels of Coruscant, where its criminal underworld thrives. Anakin wonders why the Jedi haven't cleaned out the lower levels of Coruscant yet considering its right under their noses. Serenno explains that while the Jedi Council, while powerful and influential, haven't fully eliminated Coruscant's or any other planet's criminal underworld mostly due to the nature of the city and the Jedi Code. Coruscant is a big metropolitan planet, which offers plenty of hiding places for criminals to seek shelter. Additionally, the Jedi are bound by a code that emphasizes peace and non-violent resolutions to conflict, which makes them hesitant to engage in direct combat or use force against criminals, especially when dealing with large-scale organized crime like the Hutt clans, the Pike Syndicate, etc. Anakin scoffs at this, seeing it as an excuse for complacency. With the power of the Force at their disposal, there's no reason why the Jedi can't control Coruscant's criminal element without breaking the Jedi Code. It just takes creativity and a little out-of-the-box thinking. Master Serenno responds that the current version of the Jedi Code doesn't really allow for that kind of thinking with the framework it provides. "Then they should change the Code. Adapt it to the times", Anakin replies simply. Serenno chuckles as he comments that Anakin is already starting to sound just like him even though it isn't even his first day as his new apprentice, informing Anakin just as they are nearing their destination that they are looking for an associate of Jango Fett's – a bounty hunter by the name of Zam Wessell. Master Serenno was tipped off to her location tonight as they enter the *Outlander Club*. This scene will pretty much play out the same way that it does in the original version of Episode 2, where Serenno waits at the bar and convinces the Death Stick dealer to go home and rethink his life, and Anakin catches Zam before she can get the drop on Serenno and kill him. Except this time, when Anakin tells the rest of the patrons, "Jedi business. Go back to your drinks", the patrons don't listen. Instead, they draw their weapons and surround the Jedi. "You can't take us all on", one of the patrons will sneer. "Wanna bet?" Anakin asks with a cocky tone. Before things can get out of hand, Master Serenno will pull out a handful of credits and toss them into the crowd, distracting everyone long enough for the Jedi to slip away with their hostage. They drag Zam into a speeder and fly up to the top of a skyscraper, isolating her as they interrogate her. When Zam refuses to cooperate to Serenno's calm and patient method of questioning, Anakin decides to play bad cop and intimidates Zam by hoisting her in the air with the Force and allowing her to hover over the edge of the building, threatening to drop her thousands of feet to her death. This is drawing a line for Serenno and as he tries to stop Anakin, he loses focus and Zam panics, screaming that Jango Fett left for Kamino after the bombings before Anakin accidentally drops her. Anakin swears that it was an accident and that he wouldn't have dropped Zam hadn't Serenno disrupted his concentration. But Master Serenno scolds Anakin for his carelessness, sternly commanding him to return to the Jedi Temple immediately while he cleans up this mess. Anakin complies, but we can

tell that he has mixed feelings as he's both upset and frustrated with what happened and how Master Serenno reacted.

- **Windu's Pain:** Within the Jedi Temple, we see that Windu is stressed out with the overwhelming number of reports and responsibilities that he is facing as the temporary Grandmaster. Dozens of Jedi guardians stationed across the galaxy are swarming Master Windu's transmitter as they're reporting that their planets have defected from the Republic and as a result of joining the Separatists, have banished the Jedi guardians from their worlds. The Republic is unraveling, and we see just how chaotic this division has become. Windu begins to lose his patience and snaps irritably at Shaak Ti as she enters the room to deliver a report. Windu catches himself and curtly apologizes before quickly dismissing Shaak Ti. Fuming with pent-up rage, Windu forces himself to sit and meditate. With Yoda indisposed, everyone is turning to him for guidance and leadership. As he self-reflects, Windu will remember the past and we see flashbacks of his life on the planet of Haruun Kal. He remembers the chaos that consumed his homeworld during his childhood. How the constant wars and anarchy between the tribes led to poverty, starvation, and sickness. After watching his parents get killed and his village burned down, Windu became absorbed with hatred and vengeance as a child as he coats himself with war paint. He joined the war effort as a child soldier, fighting alongside the adult tribesmen with their akk dogs, as he used his Force powers to break his enemies. Haruun Kal was on the verge of collapse until the intervention of the Republic, as both the Jedi and the Republic troops came in to establish peace and order on the planet, sparing the Korun from self-destruction. Windu – a sickly, starving, and wounded child – was rescued by the Republic troops, nursed back to health, and brought to the Jedi Temple to become one of them. Cut back to the present as Windu slowly opens his eyes, his calm demeanor has returned, and he steels himself with newfound resolve as he sends an emergency transmission ordering all Jedi guardians stationed on Separatist planets to return to Coruscant for reassignment. Just as he sends the message, multiple communicators start beeping rapidly and a wave of new calls come in. Except this time, Windu remains unphased. The first call he answers is from Serenno, who updates the acting Grandmaster on his progress with the Jango Fett investigation and that he is going to Kamino to follow up on a lead. Windu informs the older Jedi Master that Obi-Wan will rendezvous with Serenno on Kamino as he trusts Obi-Wan to keep a cooler head than Skywalker. Serenno and Windu will discuss both Anakin and Windu's qualifications as the Promised One from the Prophecy of the Amethyst Blade, quoting that they both have the same level of determination and ferocity within them. But while Windu firmly believes that he will be the one to bring balance to the Force, Serenno cautions him about how his mistreatment of young Skywalker could very easily lead to Windu being the one to lead the Force to ruin rather than balance. Using a passive aggressive tone, Windu coldly bids Serenno good fortune on his mission before hanging up on him.
- **Anakin vs Tusken Raiders:** On Tatooine, Anakin, Padme, and Cliegg exit out of the ship with Shmi's casket, where Owen and his girlfriend Peru greet them mournfully. Cut to Anakin and Owen digging the grave, and a quiet service is held by Anakin, Padme and the Lars family. The solemn funeral is interrupted by a raid from Sand People. Anakin's brooding is disrupted and while Owen runs back inside the house to grab his rifle, Anakin busts out his lightsaber and charges headfirst into the pack of Tusken Raiders, his savage war cries rivaling their own. Padme draws her pistol and is about to join her boyfriend's

side, but she is frozen with disbelief at what she sees. It's not even a fight. It's a massacre. Anakin jumps headfirst into the band of marauders and begins brutally cutting them down like daisies. Anakin doesn't need help at all. He uses this fight as an outlet for all of his pain and anger, mercilessly slaughtering all of the Tusken Raiders by the time Owen returns with the rifle. Only one marauder is left standing, a small and skinny Tusken Raider, hardly old enough to be in his teens but just old enough to be a part of the raiding party. Padme calls out to Anakin, ordering him to stop the carnage. The teenaged Tusken Raider falls to his back and raises his arms in surrender, but Anakin doesn't care, he lifts the marauder into the air with a Force Choke, squeezing the life out of him. Padme suddenly runs in and tackles her boyfriend, abruptly ending the Force Choke. Once he's recovered, the little Tusken Raider scurries back to his bantha and rides away in fear. Anakin tries to run after the little marauder, but Padme grabs Anakin by the leg and trips him, commanding him to stop. The fight is over. There is no need to kill this last enemy, who is only a mere child. Anakin's face contorts with conflict, and Padme adds that Shmi would not have wanted Anakin to go down in history as a butcher of children. Anakin stops resisting against Padme and he remains almost deathly still. Her words strike him to his core. He props himself up into a sitting position and looks at the bodies strewn around him before looking down at his hands, contemplating the act of brutality he just committed. Anakin closes both his eyes and his fists as he turns away from the sight of the corpses, disgusted with himself. Padme then kneels in front of Anakin and gently places her hands over his. She softly pries his fingers back and opens his hands so that she can intertwine Anakin's fingers with hers as she holds his hands. Anakin looks into Padme's eyes and sees nothing but care and loving support. In this moment of silence, we can tell that Padme is Anakin's rock. She's everything that he needs right now. Anakin warmly embraces her, and Padme kisses him on the forehead. Anakin tells Padme that she is the best thing that has ever happened to him, and he promises her that he will never lose her like he lost his mother. The rest of the Larrs family watch on in grim silence.

- **Anakin's Escapade to Mos Espa:** Anakin will sneak out in the middle of the night and ride into Mos Espa disguised as a Tusken Raider, where he uses a Jedi Mind Trick to infiltrate the bounty hunter's guild stationed on Tatooine. Once inside, the rest of the seedy and rough-looking bounty hunters will eyeball Anakin with distrust. Turning on his charm, Anakin tries bribing the bartender for information regarding Jango Fett. But he only gets useless, surface-level information, like the fact that Jango is a Mandalorian, his suit is made out of an impenetrable substance called beskar, and he has a reputation for always getting the job done and for being the fastest gun in the Outer Rim. But this isn't enough. Anakin needs more information. He wants to know where he can find Jango. Who are his contacts? Where does he make port? But the bartender refuses to talk, threatening to kill Anakin if he keeps sticking his nose where it doesn't belong. Anakin senses the rest of the bounty hunters reach for their blasters as the barkeep harshly tells him to leave. With a smirk, Anakin turns and throwing his cloak at the bartender, he blinds him long enough to hit him in the face with a nearby bottle. The rest of the mercenaries converge on Anakin, instigating a barfight as Anakin uses a combination of martial arts and Force tricks to slam furniture into his opponents and win the brawl. Anakin pauses when he recognizes Greedo amongst the weakened bounty hunters still conscious. With a smirk of amusement, Anakin intimidates the Rodian, telling him that the galaxy truly is a small place and it's so funny that they keep running into each other

as he begins beating on his old childhood rival. Greedo curses Anakin, spitting on the floor. It doesn't matter how many powerful friends Anakin has, he'll always be a womp rat, and Greedo doesn't answer to worthless vermin like slaves. Anakin enlightens Greedo that he's moved up in life as he lifts him in the air with a Force Choke and ignites his lightsaber saying, "...and as you can see, I don't need any friends". Greedo freaks out as he realizes Anakin is a Jedi and he begs to be spared. "Start talking", growls Anakin. Cut to the next morning as Anakin tells the Lars family that he has a lead on Jango Fett and that he and Padme need to leave immediately before the trail goes cold. He promises Owen and Cliegg that he will avenge Shmi before taking off into space.

- **Kamino:** The scene where Obi-Wan travels to Kamino and receives a tour of the cloning facility and learns of the clone army's existence will remain the same except for two differences. The first difference is that Obi-Wan and Serenno will arrive together and will showcase their friendly rivalry through competitive banter throughout the tour (we can have a line in here about how Obi-Wan found his homecoming to be quite dull considering his family have joined the Separatists cause). The second difference is that the Jedi who Lama Su name drops will not be Master Sifo-Dyas, but rather, Master Yarael Poof – who was killed off by Darth Maul in the reclamation of Alderaan in my Episode 1 rewrite. Obi-Wan and Serenno will still be understandably perplexed by the news that Yarael Poof commissioned the creation of the clone army after his death, to which they conclude that somebody must have stolen his identity when they put the order in. A clever way to cover their own tracks. But who could have done this? And why? To what end would they create an army of clones for the Republic? The Republic already has an army. Serenno concludes that it must've been a member of the Senate who was pro-clone formula. As far as to which senator is responsible...who knows? The pair of Jedi will suddenly perk up when Lama Su offhandedly mentions that the clones are based off of Jango Fett's DNA and when they ask if he is on the station, the Kaminoan will obviously confirm that the bounty hunter currently has his ship docked in their hangar. The Jedi demand that they be taken to Jango Fett at once, frightening Lama Su as they reveal that Jango is a wanted man with warrants out for his arrest due to bombing Coruscant. Obi-Wan and Serenno banter and argue whether locking down the station will prove helpful or detrimental to capturing Jango as they debate whether raising the alarm will only scare Jango off before they can catch him, or whether it will help them by slowing down his escape. In the end, they choose to subtlety and when the Jedi prepare to jump Jango Fett in his room, they realize that he is one step ahead of them as they fall for a trap and trigger hidden explosives. The Jedi rush out in time to escape the room as the apartment detonates and goes up in flames. Obi-Wan and Serenno will then fight Jango Fett together on the hangar in the middle of a rainstorm just like in the original film, with Jango proving to be even more resourceful than he was in the original movie as he's able to fend off two Jedi who are excellent swordsmen with his clever wit and use of gadgets. But it's not enough as Jango escapes just like he does in the original version of the duel. The two Jedi will contact Windu and request that he send backup since they underestimated how slippery and evasive this bounty hunter is. Windu informs that he will send Masters Kit Fisto and Aayla Secura to reinforce them just as Yoda hobbles in, leaning on his cane for support and nursing his ribs. When he hears of the clone army, Yoda volunteers to go to Kamino and tend to the clones while Windu holds down the fort at Coruscant and the others keep chasing down Jango.

- **Dogfight:** On the way to Dathomir, Anakin will catch up to Jango Fett's ship and the two of them will engage in a dogfight through the asteroid field. Similar to the one that takes place between Jango Fett and Obi-Wan in the original film. The Jedi task force led by Serenno will exit out of hyperspace in the middle of the dogfight and share an adrenaline-fueled reunion with the headstrong young Skywalker and his hot girlfriend. Jango will manage to shake both ships off his tail with the seismic charge and thanks to Anakin's guidance and instruction, both ships will evade the charge and mask their survival by hiding within asteroid boulders.
- **Separatist Council Meeting:** Darth Maul will summon the leaders of the Separatist movement to Dathomir to offer his support to them after Sidious declared war against them, even though they were innocent of the Coruscant bombings. Some of the Separatists will suggest meeting with the Chancellor for negotiations, but Maul informs them that each of the Separatist leaders have been named traitors and outlaws to the Republic and warrants for their arrests have already been issued. The time for peace is over. Maul explains that the Sith sympathize with the Separatists' plight since he claims that the Sith were also innocent victims of the Jedi's persecution, being the scapegoats for their wrath that nearly led to the extinction of the Sith. When one of the Separatists points out the Sith are evil, Maul will counter by asking where the Separatist heard that. He'll meekly reply that everyone knows the stories. But Maul asks what those stories are based on? Texts from the Jedi Archives? Lies. As Maul points out, history is only written by the victors, not the losers. Maul manipulates the Separatists leaders by warning them and telling them that history is repeating itself and that if the enemies of the Jedi and the Republic do not join forces, then the Separatists will face the same fate as the Sith and go down in history as murderers and monsters, if not entirely extinguished from history altogether. When the Separatists pledge their loyalty to Maul, they will bring up that they do not possess an army to fight this new clone army that the Republic has conjured up so quickly. Maul reveals that he anticipated such a forceful hand from the Republic and has already begun production of a droid army. Maul introduces Wat Tambor – the owner of the Techno Union, whose company specializes in the manufacturing of droids. We cut to the droid factory as Wat Tambor leads Maul and the Separatists leaders to a balcony to show off the battalions of battle droids that have already been assembled by his Ugnights, whom he claims to be volunteer workers who had been fired by the Republic. Yet despite his words, the Ugnights do not appear to be working freely as they are being supervised by other Skakoan overseers from the Techno Union. Before the Separatist leaders can argue against this, a nearby door opens and both Grievous and Jango walk in and drop down to one knee, and Maul will take a moment to introduce the generals of this new droid army to the Separatist council. "Mercenaries?", a councilor asks. Maul will respond that these generals are more than that. They are highly skilled professionals who, just like the Separatists, have been wronged by negligence of the Republic. He promises that these warriors are an equal match for the Jedi.
- **Disobedience:** Serenno's team lands in the jungles of Dathomir, with Obi-Wan making a comment about how uncomfortable Master Windu would be if he knew that they were on pagan soil. Serenno will respond, "the Council fears what it does not understand. These witches – they're not evil. Merely...inconvenient to the Jedi's narrative of enlightenment." The Jedi will then accidentally set off a proximity alarm and a patrol of droidekas will encircle them, and before the Jedi can take them out, the droids are

masterfully dispatched by Anakin and Padme, who emerge from the foliage. Tension builds as the two groups reunite and Serenno at first reprimands Anakin – but allows him to join the mission and can't help but compliment his piloting skills, teasing that they definitely could not have relied on Obi-Wan's flying to navigate them safely away from the seismic charge. Since it is dark, the Jedi agree to set up camp for the night, thus establishing a Five-Man Band with Serenno as the Levelheaded Leader, Anakin as the Lancer, Obi-Wan as the Smart Guy, Kit Fisto as the Big Guy, Aayla Secura as the Heart, and Padme as the Sixth Ranger. While sitting around the campfire, Serenno notices Anakin staring at Padme across the clearing. He sits beside the young Jedi and asks if it's love. Anakin evades, but Serenno gently presses. "They demand you bury what makes you alive and then wonder why so many of our kind fall. Do not mistake discipline for denial, my boy". Master Serenno becomes a role model for Anakin, and he begins to win Skywalker's favor when he encourages Skywalker to continue dating Padme because despite what the Jedi say, Serenno believes that love and attachments are what make the Jedi human. For Serenno, love is not the death of duty, but rather, the *reason* for duty. It's for the people that the Jedi take their solemn oaths to become protectors. It's for the people that the Jedi *become* Jedi. Therefore, it is only natural for the Jedi to form connections with those same people whom they protect and who fall under their care, whether the relationships be friendly, romantic or stewardly. At different points in the conversation, Serenno can point out some of the Jedi Order's hypocrisy to Anakin by sharing the secret that Master Ki-Adi Mundi was allowed to have five wives and seven children even after becoming a Jedi because the Cereans – his native people – were experiencing a low birth rate and feared the possibility of extinction. It is because of this unfair exception of the rules that Kit Fisto and Aayla Secura have begun secretly dating, another secret Serenno shares with Anakin, as he looks upon the couple – his old students – from across the clearing and smiles, "you think Master Fisto's smile is always that wide for no reason? Even Jedi know joy. We simply lie about it." Anakin, for the first time, doesn't feel like he's doing something wrong. He begins to trust Serenno as the mentor goes on to lament that the Jedi Order is falling apart from the inside, and it's breaking Serenno's heart that he is the only one that can see it. They are becoming divided, repressed, and bitter. Yes, the Jedi are the guardians of peace and justice in the Republic, but they're not droids. They're sentient people with hopes, dreams, and desires. There's a reason the Jedi are made up of organic beings and not droids. Serenno will even go as far as to say, "The Jedi Order's problem is Yoda. No being can wield that kind of power for centuries without becoming complacent at best...or corrupt at worst...he has no idea that it's overtaken him; he no longer sees all the little cumulative evils that the Republic tolerates and fosters, from slavery to endless wars, and he never asks, 'Why are we not acting to stop this?' Live alongside corruption for too long, and you no longer notice the stench". Throughout this talk, Serenno will become the grandfather Anakin never had, his wisdom and honesty offering a calm and stabilizing presence in the bold young Padawan's life. Anakin will thank Master Serenno before going over to Padme and talking to her. Obi-Wan will then stand beside Serenno, glaring at him with disapproval, "he's slipping. And you're encouraging it." Serenno gives his peer a sidelong glance, "No, I'm guiding him through it. Would you rather he walk that road alone?" Obi-Wan doesn't answer as he watches Anakin and Padme laugh at an inside joke. We can see that

even Obi-Wan has a moment of envy and longing as he watches the couple, yearning to experience that same kind of love.

- **Ambush:** The Jedi are suddenly caught off guard as they are surrounded by an entire clan of Force-sensitive Dathomiri witches who silently emerge out of the fog as if by magic. “Witches!”, “Apostates!”, “Heathens!”, “Arm yourselves!”, the Jedi will cry out in alarm. The Jedi and the witches will get into a brief skirmish, and the Jedi will be surprised when they notice that the witches wield enchanted swords and spears engraved with glowing green runes that make them impervious to lightsabers. This brief fight allows each of the Jedi in the Five-Man Band to show off their individual strengths and fulfill their respective tropes. Obi-Wan will use his wit to outsmart the witches, antagonizing them with patronizing comments, riling them up with insults so that they can get angry and make a mistake in the fight, exposing themselves to openings that Obi-Wan takes to dispatch them such as blinding them by kicking embers from the campfire into their face, etc. Kit Fisto will laugh at the challenge of a good fight when a witch shows up riding a rancor and he takes the beast on all by himself. Meanwhile, Aayla will fight with the exotic flair of an agile dancer, squaring off against a witch in a Force duel as they spin and dodge around each other’s attacks like dancers. Armed with only her pistol, Padme will stay by Anakin’s side as he fiercely protects her with the determination only a lover would exude, unleashing his anger on a witch who grazes Padme on the shoulder with a cut and is about to kill her until Serenno intervenes to stop him. But the fight leads to a stalemate as more rancor riders arrive and herd the Jedi into a defensive circle, cutting them off from escape. The leader will order her fighters to hold as she dismounts from her rancor and removes her hood, introducing herself as Ventress, leader of the Sisters of the Singing Mountain clan. She informs the Jedi that they are trespassing on sacred ground and that they must answer for their transgression. Serenno – realizing that neither side wants bloodshed and believes there is a diplomatic resolution – agrees to accompany the witches to their home to face their tribunal, ordering his team to stand down and surrender their weapons over to the witches.
- **The Covens’ Tribunal:** The planet of Dathomir will replace Geonosis, with Poggle the Lesser being replaced by Mother Talzin. Dathomir is known throughout the galaxy for its population of dark and mysterious witches, which legends credit as being able to ride on the backs of wild rancors. The witches are separated into clans, but each possess one strict mantra that they never break, “never concede to evil”. Those that violate this law are banished. Over the years, the multiple exiles from all of the various tribes who were banished for dabbling in the dark arts joined together to form their own tribe, known as the Nightsisters. While all witches are unpredictable by nature, the Nightsisters have been inherently corrupted by the Dark Side of the Force, which the witches refer to as “dark magic”. Mother Talzin leads the Nightsisters and is nearly 250 years old. Her daughter, Asajj Ventress, remains true to the old ways of her coven, and leads the clan of Dathomiri witches known as the Sisters of the Singing Mountain. She is the one to summon the covens to determine what role the Witches of Dathomir will play in the upcoming Clone War. Naturally, Ventress and Mother Talzin will share a rivalry, due to their differing ideologies. The Nightsisters have perverted their sacred homeland by allowing the Sith to build droid factories there in secret from the Republic, knowing that the Jedi would not venture to Dathomir as they see the Witches as pagan worshippers, mostly because they interpret the Force as “magic” and they pray to two deities known as the Fanged God and

the Winged Goddess. There is suspicion and distrust between the two religions, with the Jedi viewing the Witches as heathens and heretics (Serenno will even refer to them as “apostates”) and the Witches viewing the Jedi as blind and cruel oppressors. Think of the bitter and hateful relationship between the Saracens and Knights Templar during the Crusades (or if you’re a *Dragon Age* fan, the Templars vs the Circle). The Witches also wield steel swords, bows and spears that are embedded with magic runes, allowing them to withstand attacks from nearly any substance, even that of a lightsaber. The Witches of Dathomir will ultimately decide that they will not interfere in the affairs of Jedi and Sith, as their isolation from the rest of the galaxy has served them well. After having captured Anakin, Serenno and Padme for trespassing, they allow the Jedi to go free, despite the wishes of Ventress, who had hoped to gain the clans’ assistance in finally ridding Dathomir of the poisonous Nightsister clan. With regret, Ventress bids farewell to the Jedi.

- **Captured/Anakin’s Need:** Anakin’s flaw and inability to let go of his attachments will directly result in the team getting captured by Jango Fett. R6-LE5 will be killed as part of collateral damage during the capture.
- **Face-to-Face:** Darth Maul will visit the prison cell that Obi-Wan is being held at and they’ll have the same conversation that Serenno and Obi-Wan have in the original film. Except there is obviously more hatred between the two of them since Maul resents Obi-Wan for cutting off his legs. Yet despite all of this bad blood, we can tell that Maul respects Obi-Wan as a formidable adversary and is trying to convince the Jedi Knight to join him as his new apprentice so that they can supplant Darth Sidious before it is too late. The pieces are already on the board and set in motion. The Jedi are pawns and are not even aware of it yet. But with Maul’s help, Obi-Wan can avoid the grisly doom that is in store for the Jedi. Together, they could rule the galaxy as brothers-in-arms who liberated themselves from the shackles of their masters and took their fate into their own hands. But Obi-Wan refuses and Darth Maul will settle on subjecting his nemesis through slow agony as he gleefully indulges in torturing Obi-Wan with Force lightning.

ACT 3

- **Gladiator Match:** The gladiator battle between the Jedi and the monsters will remain exactly the same (minus the fact that Serenno, Fisto, and Aayla are added to the sequence). Only the dialogue between Anakin and Padme beforehand needs to be edited. But other than that, it’s perfect.
- **Arena Battle:** Under the leadership of Mace Windu, the Jedi will come to the rescue just as they do in the original film, leading to the full-scale battle between the Jedi and the battle droids in the arena. During the arena battle, we’ll have three duels happening at once: Anakin vs Jango Fett, Obi-Wan vs Darth Maul as they’ll engage in a rematch, and General Grievous vs 6 Jedi. This duel between Grievous and the 6 Jedi will be pulled from the 2003 *Clone Wars* micro series, where Grievous takes on Ki-Adi-Mundi, Shaak Ti, Aayla Secura, Tarr Seirr, K’Kruhk and Sha’a Gi all at the same time and wins. K’Kruhk, Sha’a Gi and Tarr Seirr will fall to Grievous’ blades. While Mundi, Shaak Ti and Aayla are wounded and exhausted. Grievous will then pick up the lightsabers of his fallen foes and use them against his adversaries.
- **Witches At War:** Ventress will lead the Sisters of the Singing Mountain clan in launching a surprise attack on the Separatists, charging out from the mountains into the enemy flank astride rampaging rancors. Ventress and Anakin will both see eye-to-eye and believe that

action must be taken against evil, and when they are reunited on the battlefield, Ventress will tell Skywalker that the rest of the covens may be willing to remain neutral, but the Singing Mountain Clan will not stand idly by as wickedness consumes their world.

Anakin will thank Ventress for her reinforcements, to which she replies, "I didn't do it for you. I did it for Dathomir". She remounts her rancor and charges back into the fray.

- **Anakin vs Jango Fett:** After Jango executes the Reek and Anakin charges the bounty hunter, Jango will pick up a nearby lightsaber from the corpse of a Jedi and use it to fight off the Padawan. He'll cross blades with Anakin for a few seconds, and even though he implements some dirty fighting tricks, and uses every gadget and weapon he has stored away in his arsenal (dual blasters, jetpack missile, grappling hook launcher, flamethrower, knee pad missiles, and a knife tucked away in his boot) Anakin is too great of a swordsman to fall for such low-level trickery, and he disarms Jango of his lightsaber before decapitating him, venomously uttering in a voice filled with contempt, "that was for my mother". I think the original standoff between Windu and Jango was cool, and Jango got a cool death scene, but it was barely a fight and it kinda made Jango look like a loser. He's supposed to be the best bounty hunter in the galaxy at this point in time, so he should last a little bit longer in this fight that is meant to be his last stand.
- **Yoda's Cavalry:** Yoda, who's recovered from his wounds, leads the assembled Clone army in rescuing the Jedi at the last minute. Mundi, Shaak Ti and Aayla will be rescued at the last minute by a gunship filled with ARC troopers led by Captain Fordo, who will get a cameo in this film.
- **Grievous Reacts to Jango's Death:** After Jango's death and the escape of the Jedi from the arena, Grievous will walk up to Jango's empty helmet lying on the ground and look down at it. "Mercenary scum", utters Grievous as he chuckles and kicks the helmet aside. Grievous summons his wheel bike and takes off to rejoin the battle in the desert. Boba will cautiously emerge from the shadows, and reach out to his father's helmet, before kneeling down in mourning as he does in the original film.
- **Battle of Dathomir:** The Battle of Geonosis will play out the exact same way that it does in the original film, except of course the climax takes place in Dathomir instead of Geonosis. The battle will start off in the arena before Yoda's cavalry arrives and the fight transitions over to the jungles and plains of Dathomir, swapping out the dunes of Geonosis with the swampy, mist-covered wilderness of Dathomir.
- **Windu vs Maul:** Have Mace Windu be the Jedi who comes to Anakin and Obi-Wan's rescue in the climactic duel against Darth Maul. Windu will replace Yoda for this scene, as the Jedi Grandmaster will stay with the clone army to direct the Republic forces.
- **Sidious and Maul's Final Conversation:** This scene will carry on the exact same way that the original film does, except we are swapping out Count Serenno for Darth Maul.
- **Anakin is Knighted:** In the final Jedi Council meeting that is seen in the Resolution of the film, Anakin – who is still nursing his new and freshly installed cybernetic hand – is summoned to the Council chamber. I strongly believe that the scene where Anakin is knighted by the Jedi Council in the 2003 micro series should've been included in the end of Episode 2. So, we'll literally just copy and paste this scene into here. Minus the severing of the ponytail since we redesigned Anakin's hairstyle for this rewrite. (Insert clip of Anakin's knighting).
- **Yoda's Resignation:** As soon as Anakin departs, beaming with pride, Yoda will hold an emergency meeting with the rest of the Council, who are already present. With the

Republic about to go to war in the face of this new conflict, Yoda will feel like a failure for not having foreseen the traps that the Dark Side have laid out before them. The Republic may be at war, but Yoda refuses to involve the Jedi, believing Serenno's words to be true and now finally recognizing the hubris of the Jedi Order. With humility and guilt, Yoda resigns as Grandmaster of the Jedi Council, believing himself to be an unfit leader, and he passes on the title to Mace Windu. Yoda will remain on the Council, but his number one priority is to get back in touch with his spirituality so that the shroud of the Dark Side can no longer blind him. Windu on the other hand, believes that the Jedi need to do everything they can to uphold peace and justice in the galaxy, and that means aiding the Republic in this war. After being promoted to Grandmaster of the Jedi, Windu contacts Chancellor Palpatine and officially pledges the allegiance of the Jedi Order to the Republic's cause, delegating each of the Jedi Masters on the Council to be military generals while Windu becomes their commander-in-chief.

- **Anakin is Excommunicated:** Soon after Yoda's resignation, Anakin is put on trial by Grandmaster Windu before the Council for his numerous acts of insubordination, as well as his frequent use of the Dark Side of the Force, as reported by both Masters Kenobi and Serenno throughout their missions to bring Jango Fett into custody. Also, because Anakin killed Jango rather than capture him as instructed, the Jedi have no way of knowing who Jango's true benefactor was. He's single-handedly ruined the Order's chance of finding out who is actually responsible for the Coruscant bombings and are now being drawn into a war because of it. Anakin has not only failed to fulfill his oath as a guardian of peace, he's become an active agent of strife and division. His actions have encouraged war rather than deescalate it. The new Grandmaster cannot tolerate this kind of reckless and dangerous behavior, so a vote is held as the Council passes sentence on young Skywalker. Everyone present will acknowledge that Anakin has the potential to become the best of them and is incredibly advanced and skilled in so many areas of his Jedi training, but they all admit that his lack of self-control is his own worst enemy. It has not only become a danger to himself but to others as well, and it is the Council's duty to ensure that they do not put any of their members in harm's way. With sincere apologies, each of the Council members save for Obi-Wan, Yoda and Serenno will vote to remove Anakin from the Jedi Order. Instead of being angry and immediately lashing out as the Council anticipated, we see that Anakin is crushed by this. They ask Anakin to turn in his lightsaber and his robes to his former mentor, which he does. The look of pain and regret that Anakin and Obi-Wan share with each other says everything. Both of them are equally heartbroken by this decision. As Anakin sulks out of the Jedi Temple in defeat wearing regular street clothes, he stops to look over his shoulder at the Jedi Council chamber above him, where Obi-Wan, Serenno and Yoda are watching him through the window in sadness. Pulling his hood up on his street jacket, Anakin walks out, and we can get this beautiful shot of the sun setting during golden hour as Anakin walks down the steps of the temple, no longer a Jedi, almost as if to contrast the scene in *A New Hope* where Luke is staring off into the sunset with wistful hope and longing, whereas now Anakin is walking away from it in misery and bitterness. Musically speaking, I think it would be a really cool idea to take the remixed version of the Imperial March soundtrack that John Williams used for Vader's death scene in *Return of the Jedi* and play it here as a form of parallelism, making this slowed down and melancholy version of the Imperial March a leitmotif for not only the death of Darth Vader, but Anakin Skywalker as well.

- **A Second Chance/Ending Scene:** Anakin will wallow in his troubles at the bar as he attempts to drown out his sorrows with liquor, venting to the Besalisk bartender Dexter about how he just got fired from his job. But Anakin doesn't have a whole lot of money on him due to his previous occupation as a Jedi Padawan. With sarcasm, Anakin will note that the severance package he received was pretty slim. He spends what credits he has left to cover his tab and leaves. As Anakin wanders through the streets of Coruscant, he is surprised when a limousine pulls up in front of him and the door opens, revealing Sly Moore, whom Anakin recognizes as Chancellor Palpatine's assistant. Sly will smile as she invites Anakin in for a ride, explaining that the Chancellor would like to speak with him. Anakin is ferried to the high rent district of Coruscant, past gated communities where apartments and hotels are fabricated within luxurious skyscrapers. He is escorted to the top floor of one of these towers, where the Chancellor's penthouse is located, receiving nothing but warm welcomes and hospitality from Chancellor Palpatine once he arrives. The Chancellor will share his condolences with Anakin about being an exile from the Jedi Order. He reiterates that this excommunication only proves the Chancellor's previous statement that the Jedi truly do not appreciate Anakin's talents and have lost their way. But that is their loss. Palpatine – on the other hand – recognizes the greatness within Anakin and rather than condemn him for it, Palpatine wishes to reward him for it. The Chancellor explains that even though the Jedi have become generals in his new clone army, he needs a champion the people of the Republic can get behind. He needs a positive face for his new army. He needs a hero. A mascot. He asks Anakin if he will accept the position as High General within the army, holding equal rank to the Jedi Generals but having to report only to the Chancellor himself. Anakin is floored by this opportunity, and he gladly accepts the offer. They shake hands and the Chancellor expresses his gratitude for Anakin's support in these troubling times. We then cut to Anakin and Padme's wedding, except this time, it is not a private or secret ceremony, but rather a huge public ordeal at the royal palace of Alderaan as the planet's princess has just been wed to the High General of the Republic Army. Crowds of Alderaanians and Gungans will erupt in applause as Anakin – dressed in his new Republic uniform – kisses his bride with the rest of House Organa, Captain Antilles, C-3PO, and even the team of Alderaanian Jedi being present. With Obi-Wan serving as Anakin's best man. We then cut to credits.
- **The End.**