

CREED

Written by

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Based on,
Characters from the ROCKY Series
Written by Sylvester Stallone

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1 INT. FIGHT CLUB/ BAR- TIJUANA MEXICO- DAY 1

We open on a mural of Jesus Christ, painted on the wall of the bar. We pan down to reveal dank surroundings where disinterested patrons are watching a brutal flyweight match between TWO HISPANIC FIGHTERS.

2 INT. DRESSING ROOM- FIGHT CLUB/ BAR- TIJUANA MEXICO 2

More of a water stained box where ADONIS JOHNSON (20'S, Black) leans from one side to another, attempting to stay loose. FLORES (30's) a battle scarred Mexican fighter, stands across from Adonis, thick and menacing, with a neutral expression. Adonis glances at his opponent, who stares back emptily. The door opens off screen.

REFFEREE (O.S.)

Vamos!

The two fighters stand up.

3 INT. RING- FIGHT CLUB/ BAR- TIJUANA MEXICO 3

Adonis, prances around the ring, avoiding Florez who is struggling to make contact, and growing tired. Florez corners Adonis up against the ropes, and after missing a few jabs, WHAM he ducks into Adonis and lands a pretty deliberate head but above his left eye, opening a deep gash. As Adonis tries to recover: WHAM WHAM, he lands two bone crunching hooks to the gut.

Adonis takes an airless breath and stumbles back to the middle of the ring, wiping blood from the gash as the bell sounds.

Adonis heads to the corner, where a WAITRESS (40s) puts a stool down. He sits and she squirts water into his mouth.

The bell for Round 3 sounds. He starts towards Flores, with more bounce in his stance. Flores takes a swing at his head, and Adonis evades. Flores swings again, and again, even harder, and Adonis ducks both and then crushes a left uppercut into Flores' chin, followed by a flurry of alternating punches that send Flores crashing to the matt-unconscious.

The ref flies in waving, and Adonis spits his mouthpiece out and heads to the corner.

REF

(in Spanish)

6-7-8-9-10

Adonis looks on and starts biting at his glove to take it off. The ref walks over and pulls \$500 out of his pocket, hands it to Adonis right there.

4 EXT. US MEXICO BORDER- DAY 4

Several cars line up at the inspection booths. Adonis, drives in a primer colored 1967 Mustang, holding a T- shirt to his eye. He hands his passport to the BORDER PATROL AGENT, who looks at him, shakes his head, and signals him through.

5 INT. ER WAITING ROOM- LOS ANGELES COUNTY HOSPITAL- EVENING 5

Adonis sits in a crowded ER waiting room.

NURSE (O.S.)
Donnie Johnson?

6 EXT. BALDWIN HILLS STREET- NIGHT 6

Adonis' Mustang pulls into a hillside driveway. He punches a code into a keypad, and a large iron gate opens. As he drives up the cobblestone driveway we pull back to reveal a breathtaking mansion, we notice the fresh bandage over his eye.

7 INT. CREED MANSION- KITCHEN- CONTINUOUS 7

A hand wearing a massive wedding ring scoops beef stew into a bowl. We pull up to reveal MARY-ANNE CREED (70s), dressed modestly, but a regalness about her.

She slides the bowl in front of Adonis, who sits at the kitchen island, and pours herself a glass of vodka. She puts her hand to his cut.

MARY ANNE
Do you have to come here after your fights? It's like you want to rub my nose in it.

ADONIS
It's tradition.
(beat)
Don't you want to know if I won?

MARY ANNE
It doesn't matter. Even when you win, you're losing.
(beat)
(MORE)

MARY ANNE (CONT'D)
You given any more thought to going
back to school?

Adonis doesn't say anything.

MARY ANNE (CONT'D)
What about the internship?

ADONIS
Maybe... if it works with whatever
schedule Duke puts me on.

MARY ANNE
Have you even talked to him?

ADONIS
Tomorrow... what you got on TV?

MARY ANNE
Watching our boy.

8 INT. CREED MANSION- LIVING ROOM- HOURS LATER

8

ON SCREEN- Walter White, in a desert standoff with members of
a rival cartel, when... it cuts to credits.

Mary Anne and Adonis sit next to each other on the couch.
Adonis' shoes off, his white socks dangling like a toddler.

ADONIS
You got another one in you?

MARY ANNE
Naw, grandma's gotta head off to
bed... you gonna stay the night?

ADONIS
Naw, I'm gonna get to the house...

Beat.

MARY ANNE
How's your mom?

ADONIS
She cool, I guess.

MARY ANNE
Good... that's good.

Adonis stands up, and gives her a big hug.

MARY ANNE (CONT'D)
See you tomorrow?

He nods.

9 EXT. CLABSADDLE HOUSE- DRIVEWAY- LATER THAT NIGHT 9

Adonis' Mustang parks next to a Subaru SUV in front of the two car garage of a small house in Silverlake.

10 INT. CLABSADDLE HOUSE- ADONIS' BEDROOM- NIGHT- ONE HOUR LATER 10

Adonis sits in his room (a converted two car garage). He puts his winnings into a large duffle bag, slides it under his futon, plops down on it, and turns on HBO ON DEMAND. He hits play on a Boxing Documentary. ON THE SCREEN WE SEE-

11 INT. PORTER'S CAR- DAY- TOXTETH, LIVERPOOL, UNITED KINGDOM 11

The camera shoots "PRETTY" RICKY PORTER (White, mid 30's, Scouse accent)- the unanimous #1 pound for pound fighter in the world- as he walks around his old neighborhood with his sons JUNIOR (8), and G (6, and small for his age) surrounded by a nefarious entourage.

PORTER
See I'm from Toxteth. Nothin wrong
with it, it made me.

At the mention of Toxteth, some members of his entourage mock firing pistols at the camera. Porter, and his crew walk up to a boxing gym, nestled in the corner of a decaying neighborhood.

PORTER (CONT'D)
(motions to Junior)
I was a lot smaller than him, a
cheeky little bastard I was. I used
to get me ass kicked coming home
from school every day.

A wiry, bespectacled man sticks his head out of the doorway and looks into the camera with disdain- this is GILES HOLIDAY (55, White) despite his slight build, he demands respect.

HOLIDAY
You gonna train or be a movie star?

Porter turns to Holiday and smiles.

PORTER
Come down here, mate.

Holiday reluctantly obliges. He pats G on the head.

PORTER (CONT'D)
He found me, after some Evertonians
bashed me head in.
(motions to Holiday)
So he brought me in ere. Taught me
how to fight... Stopped pickin' on
me after that didn't they?

INSIDE THE GYM we cut to Porter- working drills with Holiday.

NARRATOR (V.O.)
Porter is expected to be sentenced
within the year on a handgun charge
that could land him behind bars for
up to 7 years.

We see Porter being interviewed in a close- up.

PORTER
I feel like I could fight another
20 years. But numbers catch up to
everybody, so I'm treating this
like its me last...

Junior- wearing his Dad's gold chain around his neck (it's
huge on him) standing outside of the ring, mimicking his
dad's moves. G watches him closely.

NARRATOR
His opponent, Danny Wheeler, is
arguably his most formidable
challenge, yet.

IN A HIGHLIGHT REEL we see shots of DANNY "STUNTMAN" WHEELER
(Late 20s, Black) taking out several opponents in the ring.
There is a cut to TONY "DUKE" BURTON standing next to him as
he holds up a belt post- fight.

Adonis looks on at the screen, anger flashing over his face.
He turns it off, picks up his dumbbells, and starts lifting.

12

INT. ADONIS BEDROOM - DAY

12

Adonis sleeps under a blanket. The bedroom door creaks open,
and small set of eyes peek through. KAYLA CLABSADDLE (8,
Biracial, curly hair, DEAF) walks into the room. She walks
over to Adonis and gently pushes his shoulders. He opens his
eyes. (They talk in American Sign Language w/ subtitles.)

KAYLA
Wake up. Breakfast is ready.

He rolls back over and puts the pillow over his face. Kayla jumps on top of him, landing right on his sore ribs.

ADONIS
Ahh, shit!

He pushes her, sending her to the carpet, laughing.

ADONIS (CONT'D)
You're too heavy for that.

As she stands Adonis sits up, and she catches sight of his bandage.

KAYLA
You were fighting again!

ADONIS
Don't tell mom.

KAYLA
What's in it for me?

Adonis stares her down for a beat, then motions to his wallet on the coffee table. Kayla grabs it, and brings it back to him. He pulls out a \$5 bill and gives it to her. She puts it in her pocket.

KAYLA (CONT'D)
Mom made you breakfast, what are you gonna do?

Adonis looks at his phone, and sees that he overslept.

ADONIS
I'm running late. Go make me a shake, and bring it to me.

Kayla nods and takes off.

13 INT. CLABSADDLE KITCHEN - DAY

13

Sunlight streams into a modest kitchen. LISA CLABSADDLE (Black, a young looking 40) scrambles eggs next to DARYL CLABSADDLE (White, 40's) who pours coffee. Lisa watches intently as Kayla scoops powder from Adonis' muscle milk jug, pours it into shake thermos and then adds water.

She closes it up and starts shaking it. Lisa looks at Daryl, who is watching as well, and walks away shaking his head.

Lisa taps Kayla. Who turns to her, innocently, shaking away at the shake.

LISA
Is your brother awake?

Kayla guiltily looks back, still shaking the milkshake. She shrugs "I don't know".

LISA (CONT'D)
Is he still in his room?

Kayla shrugs again. Lisa gives her the mother's stare of death.

14 INT. ADONIS' BEDROOM

14

Adonis, pulls a hoodie over his head and preps his bag.

LISA (O.S.)
How could anybody drink this first
thing in the morning? It's
disgusting.

Adonis turns around to see Lisa standing in the doorway, holding his thermos. Kayla standing next to her guiltily.

Lisa walks down the steps into the room and hands Adonis the thermos. He takes it, trying to hide his face, but he's too late.

LISA (CONT'D)
Jesus, what happened to your eye?

ADONIS
Stiches.

LISA
I'm talking about before the
stitches smart ass.

ADONIS
I got into a fight at a bar.

LISA
You're 23 years old. At some point
you gotta stop solving problems
with your fists. You need to get a
job. Working out at the gym
everyday doesn't count.

Having heard enough, he heads for the door.

LISA (CONT'D)

Wait.

Adonis stops. Turns around.

LISA (CONT'D)

I'm sorry, just come and eat some real food. I cooked your favorite. Sit down, and have some family time.

ADONIS

Family time?

LISA

Yeah...

ADONIS

(beat)

You know I saw your mom last night.

LISA

Oh yeah? How'd that go?

ADONIS

You mean, "How is she?"

(beat)

She's alone...

This lands on Lisa, hard. Adonis walks over to her, gives her a kiss on the cheek, and heads out.

15 EXT. DUKE'S BOXING GYM PARKING LOT- SOUTH LOS ANGELES- DAY-15
CONTINUOUS

Adonis' car turns into a gravel parking lot, in a dilapidated neighborhood. He parks, hops out with his duffle bag. We track up to reveal the sign. "DUKE'S BOXING GYM: WORLD CLASS."

16 INT. DUKE'S BOXING GYM- DAY- CONTINUOUS

16

Adonis changes into his boxing shoes and heads towards a large ring where SEVERAL BOXERS are paired up, working drills. Sitting outside the ring is DUKE (70s, black). Adonis walks over to him.

ADONIS

I'm ready to train. Let me know what warm-ups you want me starting with.

DUKE

What are you talking about?

Adonis tosses the open duffle bag on the edge of the ring, right in front of Duke.

ADONIS

That's my training fees for a year
up front.

Duke peers into the bag for a beat, sighs, then hands it back.

DUKE

Go home, son.

Duke goes to turn back, and Adonis grabs his shoulder.

ADONIS

I'm not leaving this gym today
until you agree to train me.

Duke looks into Adonis' eyes closely. And turns back to the ring, verbally coaching up the athletes inside. Adonis pushes past Duke and jumps into the ring.

17

INT. RING- DUKE'S BOXING GYM- CONTINUOUS

17

The boxers stop sparring, and they look at Adonis, who turns to the corner and shakes the contents of his gym bag out- gloves, a mouthpiece, and \$10,000 cash.

ADONIS

I got 10 stacks right here. Cash!
Ready for whoever wants to come get
it.

Adonis puts on his gloves and turns around to the fighters in the ring. They look at him, but none are up for the challenge.

DUKE

Adonis!

ADONIS

Easy money, right?

Outside the ring, fighters have stopped their workouts and inch closer to the brewing spectacle. A fighter, tall and lean, about Adonis' age starts to approach the ring, this is KEV. Adonis locks eyes with him.

ADONIS (CONT'D)
Kev, you gonna be first up?

KEV
Look at your eye, cuz. Looks like
somebody beat me to it.

The room guffaws... Adonis doesn't.

ADONIS
So it should be easy for you
right?? I'll put my money where my
mouth is.

Adonis bends down and clumsily grabs a rubber banded stack of money. He places it in his mouth, biting down on it like a mouthpiece.

Kev shakes his head at this, bites down on his mouthpiece, and slides into the ring. The two fighters circle each other: Kev's stance high and tight- Adonis' low, flamboyant, and taunting.

Kev swings a right jab, but Adonis easily evades it. Kev swings again, Adonis leans back drops his guard, and starts to rock side to side. Frustrated, Kev takes two more swings, and Adonis parries one, ducks the other and comes hard with a right cross to Kev's chin. Kev's jaw rattles and he hits the floor in a heap, face down, unconscious.

Adonis spits the money out and it lands on Kev's back.

ADONIS (CONT'D)
C'mon! Who next, huh? Which one of
ya'll want it with the rich kid.
You pick em Duke! You pick which
one!

MAN'S VOICE
I'm next.

Adonis turns to see DANNY WHEELER (who we recognize from HBO) standing in the crowd outside the ring. A hush falls over the gym as Wheeler stares Adonis down with silent confidence.

Danny steps into the ring, and straps up his gloves, while Adonis bends down and puts his mouthpiece in. Adonis reaches out to touch gloves with Wheeler, who knocks them away and moves in quick.

Adonis backs up, sends a couple of left jabs. Wheeler ducks one, parries the other, and sends a quick flurry back at Adonis. Adonis dodges them but is forced into the ropes in retreat.

WHEELER
Stop runnin, boy...

Adonis reloads, and starts back at Wheeler. He creeps in cautiously, sends two jabs at Wheeler, the first (head) misses, the second (Body) connects. He follows with hook, and Wheeler ducks, and comes up with an uppercut, followed by a straight shot to Adonis' forehead. Adonis goes crashing to the matt- ass first. The gym ROARS.

He shakes it off and bounces up to his feet.

WHEELER (CONT'D)
Stay down...

He stands back up, gets into his stance, and moves in on Wheeler who cages up, and leans on the ropes, blocking Adonis shots with his arms.

WHEELER (CONT'D)
You ready, rich boy?

Wheeler strikes back with two quick jabs to Adonis' face, sidesteps Adonis' counter and lands a left hook to the gut that doubles him over. Then WHAM! He slams a right hook into Adonis' face, reopening his wound.

Adonis drops to one knee, trying to find his bearings.

WHEELER (CONT'D)
Stay down!

Adonis stands up, trying to shake the hit off, and bangs his gloves together. He puts his hands up to fight again. He goes at Wheele, swinging wildly. Wheeler ducks the shots, then slams a left uppercut into his body, then sends a right cross, knocking his mouthpiece out.

WHEELER (CONT'D)
Go down!

Adonis, nearly out on his feet, puts his hands up to keep fighting. He takes another swing. Wheeler evades easily and bangs another punch into Adonis' jaw. He stumbles back, and chokes on something, then spits out a bloody molar.

WHEELER (CONT'D)
Go down.

He puts his hands back up, and moves in Wheeler, barely on balance. He swings hard, but Wheeler slips him, and connects with a stiff left to his face, sending him crashing to the mat.

HARD CUT TO
BLACK

FADE IN- ADONIS' POV WHILE LAYING ON HIS BACK IN THE RING-
SERIES OF SHOTS

- Wheeler picking up Adonis' cash.
- Other fighters giving Wheeler pats on his back.
- Duke standing over Adonis- looking at him with concern.

DUKE
Get the medic...

18 INT. DUKE'S OFFICE

18

The MEDIC (Black, 60's) has just finished stitching up Adonis' eye and heads out of the room. Duke walks in and sits down across from Adonis.

ADONIS
Why won't you help me, man.

DUKE
Besides you disrespecting me in my own gym?

ADONIS
I gotta get your attention somehow.

DUKE
You got it, and you've got my answer.

ADONIS
Then I'll go to somebody else.

DUKE
It's not gonna matter. I promised your grandmother that I'd do everything in my power to keep you from boxing. And that's what I'm gonna do.

(beat)
Now you want to go out to Mexico and get yourself killed in one of those bar fights, I can't control that. But around here, my word is law.

Adonis looks at Duke.

DUKE (CONT'D)
All that aside, kid. You're not
even *that* good.

19 INT. CREED MANSION LIVING ROOM- DAY

19

Mary Anne sits on the couch, sipping from a glass, and smiling at the television.

ON THE SCREEN- a home video of the Creed family, circa 1980.

ADONIS (O.S.)
Grandma!

Adonis storms into the living room, and turns off the TV. Mary Anne gives him a look that could kill as he sits down next to her.

ADONIS (CONT'D)
I need you to call Duke.

MARY ANNE
I just got off the phone with him.
He told me Wheeler tore you a new
one.

ADONIS
I need you to call him and tell him
to train me.

MARY ANNE
Must be your concussion talking.

ADONIS
You going behind my back telling
people not to touch me? That stops
today.

MARY ANNE
A woman protects her family. Even
from themselves.

ADONIS
I'm a grown man. This is what I
want to do with my life.

MARY ANNE
You don't know what you want. Look
at your face.

(MORE)

MARY ANNE (CONT'D)

I can't tell you how many times I had to sit up feeding Appolo because his eyelids were swollen shut. Or wiping his ass because he couldn't move his arms. Apollo gave his life, so you wouldn't have to do this.

ADONIS

Oh, so that's why he took that last fight?

Mary Anne cuts Adonis a cold look.

ADONIS (CONT'D)

He didn't need the money. Why'd he do it? Maybe he was sick of being cooped up in this house with your controlling ass-

WHAP! Mary Anne slaps the taste out of his mouth. Adonis turns his head back to her for a beat, then storms out.

20 INT. CREED MANSION / TROPHY ROOM - DAY 20

Adonis is surrounded by the success of his grandfather Apollo Creed. His eyes track the framed items on the walls: Apollo's American Flag Shorts, championship belts, humanitarian awards, and pictures shaking hands with Presidents. His eyes fall on a newspaper article with a picture of Apollo and Rocky Balboa the clipping reads, "**CREED TRAINS FORMER RIVAL**".

He goes over to a cabinet underneath the newspaper clippings, and digs through a box. He takes an unseen object and storms out.

21 INT. CLABSADDLE HOUSE / ADONIS ROOM - NIGHT 21

Adonis looks at the Wikipedia page for Rocky Balboa on his iPad. He taps the link to Adrian's, website "CONTACT". The address is in Philadelphia.

22 INT. USED BOOKSTORE- PHILADELPHIA 22

Massive hands pick up a worn, paperback romance novel off the display rack. The hands belong to ROCKY BALBOA (60's, Italian-American). He looks at the cover, through his glasses, and mouths along to the title.

He slaps the book down on the checkout counter.

STORE OWNER (O.S.)
That'll be all champ?

ROCKY
Yup. Till next time.
(touches his stomach)
You think I could use your
bathroom.

23 INT. BOOKSTORE BATHROOM 23

On Rocky, leaning up against the walls of the stall, vomiting into the toilet. He stands up, wipes his mouth.

24 EXT. USED BOOKSTORE- PHILADELPHIA 24

Rocky exits the store, book in tow headed towards his industrial, white van parked on the sidewalk. He crosses the street towards a corner-store

25 INT. LIQUOR STORE- PHILADELPHIA 25

Rocky walks up to the CLERK (40's Palestinian), eyeing the liquor on display behind him.

ROCKY
How ya doin. Let me get a little
bottle of Four Roses.

The clerk grabs a pint of the cheap stuff, puts it in a paper bag, and sits it on the counter in front of Rocky.

CLERK
Gonna have to see some ID, champ.

Rocky smiles as he counts out \$15 and hands it over. The clerk tries to give him change back, but Rocky declines it.

26 EXT. CEMETERY- ADRIAN'S PLOT- DUSK 26

The bouquet sits next to ADRIAN BALBOA's headstone. Rocky sits in a chair across from it, glasses on, reading the book outloud. He comes to the end of the chapter, dog ears the page and closes the book. He stands up, hides his folding chair in the a tree, and starts off.

He stops at another headstone, and pulls the bottle of Four Roses out of the bag, and sits it down, unopened on the tombstone. We see it reads "PAULIE PENNINO" 1940-2012. Rocky heads off towards his car.

27 INT. CALIFORNIA MEN'S COLONY- SAN LOUIS OBISPO 27

We find Adonis, waiting in a line of visitors going through processing. Guards look on, past the metal detectors, as Adonis places his personal items in the X-Ray machine trays.

28 INT. VISITING ROOM- CMC SLO 28

Adonis sits down in a row of plastic chairs on the visitors side of the glass panel. Several visits are going on on either side of him, with INMATES, speaking with visitors through black phones.

A BUZZ is heard, and TERREL JOHNSON (40's) a man of slight build but intense eyes, emerges from the prison door and sits down across from Adonis. They stare at each other through the thick glass. He picks up the phone. Adonis picks up his.

TERREL

Look at you. All that hair on your face. What are you now, 22?

ADONIS

23.

Terrel takes this in.

ADONIS (CONT'D)

I'm leaving tomorrow. Going to the East Coast. Not planning on coming back.

TERREL

That's good. Wish I had some cool advice to give you... but you done outgrew mine.

ADONIS

I didn't come for advice. Just wanted to tell you face to face.

Terrel nods.

TERREL

Did you win?

Adonis nods. Terrel smiles.

TERREL (CONT'D)

I'll look for you, in the papers, and on ESPN.

ADONIS
I aint even got nothin' set up out
there. Don't know if I ever will...

TERREL
Hey. It aint like I don't got time.

ADONIS
Alright man.

TERREL
Aight.

They hang up their phones, and stand up on opposite sides of the glass. Adonis watches as Terrel heads back to the hallway.

29 EXT. CLABSADDLE FRONT LAWN - DAY 29

29 Adonis, stands next to his car and several bags of luggage, 29 holding an envelope full of cash. He's staring at a CRAIGSLIST CUSTOMER (40's, Hispanic), who sits in the driver's seat. He fires up the engine, tosses a peace sign up to Adonis, and drives off into the distance.

Kayla runs out of the house towards him and grabs his leg. Adonis grabs her back and squeezes her tight. He bends down to her.

KAYLA
Are you ever coming back?

ADONIS
I'm not sure.

KAYLA
How will we talk?

ADONIS
We'll use the computer.

KAYLA
Are you gonna fight?

ADONIS
Yes.

KAYLA
You better win.

Adonis forces a smile as the cab pulls up. Kayla heads back towards the house, and he gets in.

30 EXT. PHILADELPHIA SKYLINE- SUNRISE- SIX HOURS LATER 30

A commercial plane moves along the horizon, with downtown Philadelphia's skyscrapers looming in the foreground.

31 EXT. ADONIS' PHILADELPHIA APARTMENT BUILDING 31

A yellow cab lets Adonis out at the corner. He looks up at a sparse brick apartment complex.

32 INT. ADONIS' APARTMENT HALLWAY 32

Adonis stands next to his LANDLORD (Filipina, 50s) who finds the keys to his unit.

LANDLADY

A lot of young people here,
students, artists. Not too many
families. You'll like it.

Adonis looks down the hallway as a WHITE GUY gets onto the elevator. At the last second a WOMAN (Black, 20's long dreadlocks, stunning) carrying a subwoofer catches the elevator doors. She gets on, not noticing Adonis staring her down as the elevators close. He turns his attention back to the Landlady, as she opens his door.

Series of shots

-Adonis has just finished moving into a studio apartment-.
It's modest. Adonis grabs his phone, and exits.

-Adonis stands at the top of the Art Museum steps, looking up at the Rocky statue, the sun setting behind it.

33 INT. ADRIAN'S RESTAURANT 33

Rocky places large boxes onto a rack. FRIEDA, the hostess, enters the narrow staircase and near the bottom sees Rocky at the stove in discussion with the HISPANIC CHEF, and TWO KITCHEN WORKERS.

FRIEDA

Rocky?

Rocky turns towards the staircase.

ROCKY

Yeah?

FRIEDA

There's some guy who wants to talk
with ya.

ROCKY

Kinda late...

FRIEDA

Want me to tell him you already
left?

ROCKY

I got it.

34

INT. ADRIAN'S RESTAURANT

34

Upstairs Adonis stares at the many pictures depicting Rocky's
career. On the wall are his title belts too.

His eyes settle on a large dynamic painting of Rocky and
Apollo, about to exchange blows.

Because of the hour, there are only four remaining diners as
usual, opera music is faintly heard.

Adonis hears heavy footsteps coming up the basement stairs.
His eyes travel from the vibrant painting to Rocky appearing
at the top of the stairs. Rocky removes his glasses as he
approaches.

Adonis is slightly taken aback by the "present" Rocky, and
the colorful youthful image seen on the painting.

ROCKY

How ya doin'?
(off Adonis' non- answer)
I hear you wanna talk to me?

ADONIS

(glancing at the painting)
Painting's cool... who landed
first?

ROCKY

That's a secret...

Rocky notices the stitches.

ROCKY (CONT'D)

You a fighter, huh?
(off Adonis' nod)
That from a punch or a butt.

ADONIS

Butt.

ROCKY

Terrible feeling, you know? Like ya
been kissed by a rock...

ADONIS

I seen a lot of your old fights.

ROCKY

Don't ya got nothin better to do?
What's ya name?

ADONIS

Adonis. Everybody calls me Donnie
though.

ROCKY

Different-

ADONIS

I didn't pick it. It's Greco-
Roman. My grandfather had a name
like that.

ROCKY

That's nice-

ADONIS

I never met him. But you did.

ROCKY

Oh yeah?

ADONIS

They say you never really know
somebody till you fight them, so
you probably knew him better than
anybody.

Rocky does the math, while Adonis looks back towards the
painting.

ROCKY

Where you say you were from, kid?

ADONIS

Los Angeles.

Rocky stares.

ROCKY
 Apollo? Apollo's your GRANDfather?!
 Wait, he had two little girls and..

ADONIS
 Lisa.

ROCKY
 Little Lisa? You're Lisa's kid? Has
 it been that long...

Rocky smiles and covers his hand with his mouth. He can't believe it. Then it hits him.

ROCKY (CONT'D)
 What are you doing fighting?

Adonis looks around for a beat.

ADONIS
 You think we could sit down
 somewhere and talk?

35 ADRIAN'S RESTAURANT- LATER

35

Everyone is gone, only the back lights are on. Rocky and Adonis sit at a table. Rocky drinks wine, Adonis water.

ROCKY
 Apollo was something that was like
 invented. Had all the good stuff,
 heart, brains, power, forget it.
 Hit so hard, you felt like you were
 on a rocket to planet pain. And he
 had this mental thing... called it
 "The Eye of The Tiger"

ADONIS
 Eye of the Tiger? Sounds corny.

ROCKY
 Corny? It saved my life. The
 hunger, the drive. He could make
 things happen out of nothing. He'd
 be loosing, then BAM, one shot, one
 special move, now he's won- it was
 magic.

ADONIS
 Then how'd you beat him?

ROCKY

It was just my time. He had won fifty fights. Nobody stays strong forever.

(beat)

So why'd you come here?

ADONIS

I want you to train me.

ROCKY

Train ya? I'm no trainer.

ADONIS

Be my teacher, then. Why should I have to go to some other lame, when we could keep it in the family.

ROCKY

Family? Well...

He's at a loss for words.

ADONIS

You gotta miss it...

ROCKY

Miss it? No. I got it all outta my system, and I don't look back.

ADONIS

Why'd you do it in the first place?

ROCKY

I had nothin. Less than nothin.

ADONIS

And it gave you something, right? And I'm not talking about the money.

ROCKY

Yeah it gave me something. But it made me loose a lot of things too. That's the thing about boxing, it takes more than it gives, you know?

ADONIS

Can say that about life.

(beat)

Look, it's something inside of me, telling me I gotta do this. But I'm missing something that can take me to the next level.

(MORE)

ADONIS (CONT'D)

I think that's you. You can show me
how to do it right.

ROCKY

Y'know- Apollo died in my hands.
I watched my friend die, knowing I
shoulda stopped it. That was what
it was; now you're here. I don't
want it. He wouldn't either.

Adonis takes this in. Digs into his bag and pulls out a VHS
tape. He sits it down in front of Rocky.

ADONIS

Brought you this, check it out, if
you still got something that can
play it.

Adonis stands up.

ADONIS (CONT'D)

I'll be at your old gym tomorrow.
Check me out if you feel up to it.

ROCKY

Sold that place, haven't been there
in years.

He starts towards the door, and on his way out he stops by
the painting again.

ADONIS

So who landed first?

ROCKY

He did.

ADONIS

Figures...

Adonis exits as Rocky stares after the departing young man,
trying to make sense of it all.

Adonis lays on his back in his bed struggling to sleep as
LOUD music can be heard in the room above his head.

He pulls the pillow from over his ear, and looks up at the
ceiling.

37

INT. APARTMENT BUILDING HALLWAY

37

Adonis, now wearing a T shirt and shorts, knocks on the door that the music is coming from. After a beat, the music stops.

The door opens, but is stopped by the security chain, and BIANCA (20's, Black, dreadlocks) peeks her head out and looks at Adonis with a confused look. Adonis looks back caught off guard. It's not who he expected to be there.

She looks at him, eyebrows raised. Adonis snaps out of it.

ADONIS

Hey.

BIANCA

Yeah?

ADONIS

I just moved in downstairs.

BIANCA

Yeah?

ADONIS

I can hear your music through the ceiling.

BIANCA

Oh! You must be *right* under me.

ADONIS

Yeah.

BIANCA

That unit's been empty for a while... Got used to it.

ADONIS

Yeah, I gotta workout early in the morning... so.

BIANCA

Gotchu. You gotta wake up early and do ya jawns.

(mimes doing pushups)

Keep your body tight... I'll turn the bass waay down you won't hear a peep.

Bianca closes the door, almost in Adonis' face.

38 INT. ADONIS' APARTMENT- MOMENTS LATER 38

Adonis lays down on his back looking up at the ceiling. The music still plays, but so quietly that he has to strain to hear it.

39 EXT. ROCKY'S HOUSE- MORNING 39

On the same street Rocky's row house blends in with all the others. The door leading to the tiny back yard open, and Rocky exits. Dressed in modest, out of style clothing, and an old sweatshirt, he sits down on the top step and looks at the incredibly old, cracked heavy bag that still hangs from its rusted chain. He sips coffee from a mug and thinks.

40 INT. MICKEY'S GYM- DAY 40

Several FIGHTERS warm up inside. Adonis walks past a small SIX YEAR OLD fighter sitting at the edge of the ring, putting on his hand wraps.

Adonis turns to the larger ring, where LEO "THE ASSASSIN" SPORINO JR. (20's Italian American) works drills with his father "PISTOL" PETE SPORINO (40s Italian) who still looks like he may have a couple of fights left in him. Above the ring a large banner reads "2012 Golden Gloves Champion Leo "THE ASSASSIN" Sporino Jr. . Leo's entourage looks on.

41 INT. MICKEY'S GYM- MOMENTS LATER 41

Adonis and Sporino talk ringside, between rounds.

SPORINO

The membership is \$50 dollars a month. You get unlimited access to the gym, and all the equipment. You with a trainer?

ADONIS

Not yet.

SPORINO

You amateur?

ADONIS

Pro.

SPORINO

Oh yeah? Where you from?

ADONIS

LA.

SPORINO

Hollywood!

(beat)

Which gym? I know all those guys.

This stops Adonis in his tracks.

ADONIS

More self taught than anything.

SPORINO

Self taught... pro...

(long beat)

Well most members just work themselves out. For an extra \$20 a month. I can give you drills, and check in with you when I can. You want to do that?

Adonis nods.

MOMENTS LATER- We find Adonis in the corner, doing step and punch on air, next to the six year old fighter, and a couple of other young BOXERS. He looks over at Leo working drills, envious.

42 EXT. PHILADELPHIA STREET- NIGHT

42

Adonis walks down the sidewalk, looking around, questioning if he made the right move coming out to Philly.

As he approaches a building, he sees a line of hipsters, mostly black standing outside. Hip- Hop music plays from inside. He keeps walking: not his type of crowd, but as he passes the window, he sees that stops him in his tracks. He looks back at the line, and heads towards it. The camera tracks over to reveal a large flyer with a photo of Bianca on it.

43 INT. PENN CAFE- MOMENTS LATER

43

Adonis, holding a beer, stands in the back of the crowd watching Bianca finish up her set.

BIANCA

This last song, is for anyone who has ever had their heart broken.

The HOUSE BAND starts, and Bianca closes her eyes, moving to the beat. She sings, with a beautiful edge to her voice. Adonis watches her closely, she opens them and they seem to catch eyes.

44 INT. PENN CAFE- MOMENTS LATER

44

Adonis watching the musicians packing up. We see his POV: Bianca giving the guitarist a hug. She walks over to the bar, and the BARTENDER hands over her purse from behind the counter.

ADONIS
Wussup, neighbor.

Bianca looks up and sees Adonis, recognizing him immediately. She turns back to her purse. Putting the pack of cigarettes back inside.

BIANCA
Workout boy. I thought that was
you.

Adonis smiles this off.

ADONIS
Nice show.

BIANCA
(disinterested)
Thanks.

ADONIS
Yeah... Can I buy you a drink?

BIANCA
No.

ADONIS
Wussup, you don't drink?

BIANCA
I drink. I'm just not drinking with
you.

ADONIS
Why not?

BIANCA
Cause I know your type.

ADONIS
My type?

BIANCA

The type who hits the gym in the morning and picks up broads in bars at night.

She's got him, he tries to regroup.

ADONIS

I'm not trying to pick you up, I'm extending an olive branch... Last night, I didn't know you were...

BIANCA

Working?

ADONIS

Yeah.

(beat)

And I don't just go to the gym for the hell of it... I'm a boxer.

Bianca looks at him for a quick beat.

BIANCA

A boxer, like pro?

ADONIS

Yeah.

BIANCA

I thought boxers weren't supposed to drink.

Adonis looks down at his cup.

ADONIS

I'm off the clock.

BIANCA

Oh...

(checks the time on her phone)

Well I'm not... see you around.

She heads off.

ADONIS

Wait...

She's already too far to hear him. Adonis looks down at his drink, then around the club.

45 INT. ADONIS' APARTMENT- NIGHT 45

Adonis sits on his back, video chatting with Kayla on his iPad. He says goodnight to her and hangs up. Just as Bianca's music starts up again. Adonis listens for a bit. Then gives up on any chance of sleeping, and rolls out of bed and starts doing pushups.

46 INT. BT CONVENTION CENTER / BACKSTAGE - DAY 46

It's a PACKED HOUSE- a sellout crowd has gathered the around the weigh- in stage. A banner reads: PORTER VS WHEELER: FIGHT OF THE CENTURY. Wheeler and Porter, wearing only black briefs, approach each other for the stare down. Nose to nose, the two mumble threats at each other, until Porter pushes his forehead against Wheeler's face. Wheeler gives him a hard shove back and, WHAM! Porter cracks Wheeler across his face with a right, crumpling him. A melee breaks out as both camps descend on each other. FREEZE FRAME ON THE CHAOS

ESPN ANCHOR (V.O.)
That was the scene earlier today at
the weigh in for the Porter-
Wheeler fight.

47 INT. MICKEY'S GYM- DAY 47

We pull back to reveal Adonis and a few other patrons watching Sportscenter in between rounds.

ESPN ANCHOR
Wheeler, who suffered a broken jaw
in the fight, and has already
announced plans to sue both Porter,
and the WBC.

Adonis goes back over to the heavy bag, and works drills away from all of the action of Sporino, Leo, and their entourage.

48 INT. ADONIS' APARTMENT- NIGHT 48

Adonis paces his apartment, bored. Bianca's music can be heard from upstairs. He walks over to his kitchen and looks inside of the refrigerator- nothing but bachelor food. He looks up at his ceiling.

49 INT. ADONIS' APARTMENT HALLWAY- 49

Adonis knocks on Bianca's door. This time she doesn't stop the music, and just opens the door and stares at him blankly.

ADONIS
 I've been hearing you up here
 working for a while.
 (beat)
 I was wondering if, you wanted to
 grab a bite?

Bianca looks at him suspiciously.

BIANCA
 You asking me out on a date? Or are
 you extending another olive branch?

ADONIS
 I'm asking you if you're hungry.
 (beat)
 I know how I am when I'm focused.
 Sometimes I forget to eat... It's
 not a date...

Bianca stares at him. Then looks back into her room.

BIANCA
 I can't do more than an hour. Where
 did you want to go?

ADONIS
 I was hoping you could tell me.
 Maybe we go somewhere in your hood.

BIANCA
 My hood?
 (beat)
 You sure you ready for that?

Adonis nods. Bianca smiles.

50

EXT. WEST PHILLY STREET CORNER- NIGHT

50

Adonis follows Bianca closely as they walk towards a
 florescent soaked Chinese Food Restaurant on a gritty,
 graffiti stained street corner.

Several young, tough looking, kids stand outside on the
 street, staring Adonis down.

ADONIS
 Where are we right now?

BIANCA
 West Philly.

ADONIS
So this is why the Fresh Prince's
mom sent him to Bel Air.

Bianca chuckles at this.

51 INT. CHINESE FOOD RESTAURANT- PHILLY

51

It's a gritty restaurant. Graffiti stained windows, mostly African- American patrons, Chinese American staff serves the register.

We find Bianca and Adonis sitting down near a window, tearing into their food with their chopsticks.

BIANCA
I been coming to this jawn since I
was a kid. My parents own a store a
couple blocks over.

She scrapes pieces of general chicken onto his plate.

ADONIS
What's a jawn?

BIANCA
Jawn... that's Philly for anything.
(Pointing out each item of
food)
See these, is jawns. These is
jawns. That shirt you're wearing,
that's a jawn.

Adonis smiles at his cultural tour guide.

ADONIS
You got a dude?

Bianca shakes her head.

BIANCA
Too much going on right now. Don't
have the time.

ADONIS
Booking a lot of shows?

Bianca nods.

BIANCA
Need about 5 a month just to pay
the rent. Also making a ton of
music.

(MORE)

BIANCA (CONT'D)
Tryna finish this EP by next week.
Got a shot at opening for Rihanna

ADONIS
Word, is that a big one?

BIANCA
Huge, all the big acts from here
played there first. Jill, Legend,
the Roots...

ADONIS
That's wussup!

BIANCA
It's a long shot.

ADONIS
I got faith in you.
(beat)
How long have you been singing?

BIANCA
Since I was young... how long have
you been boxing?

ADONIS
I've been boxing pro for like two
years.

Bianca looks at him.

BIANCA
You don't seem like a boxer to me.
You look like one, you know... but
ain't most boxer's like...

ADONIS
What?

BIANCA
Street? Not saying you're a
square... but how'd you get into to
doing this?

Adonis looks at her for a long beat. Deciding whether or not
to tell her the truth.

ADONIS
I had a lot of anger issues when I
was young. Something about boxing
always calmed me down.

She looks at him, seeing him a bit differently now.

BIANCA
Why you come out here?

ADONIS
I got like an uncle out here who
was a real dope boxer. Trying to
get him to train me.

BIANCA
He doesn't want to?

Adonis shakes his head.

BIANCA (CONT'D)
You seem pretty convincing to me. I
think you'll get him to come
around.

ADONIS
I don't know...

BIANCA
Just be honest with him.

ADONIS
What do you mean.

BIANCA
Do you want him to train you
because him he was a good boxer...
or do you want him to train you
because he's your family?

ADONIS
Because he's my family, I guess.

BIANCA
Come at him like that.

Adonis thinks on this.

ADONIS
When is your next show? I wanna
come and support.

BIANCA
You don't gotta do that.

ADONIS
Too late. First show was too
dope... I'm a groupie now.

Bianca smiles at Adonis for a bit, trying to figure him out.
He looks down at the food, noticing its all gone.

ADONIS (CONT'D)
Well. Should we blow this *jawn*?

Bianca nods and they get up.

52 INT. BUS- NIGHT- MOMENTS LATER

52

Adonis and Bianca sit next to each other on the bus riding back. Bianca falls asleep. Adonis slowly puts his arm around her. Just as it touches her, she wakes up, and he subtly plays it off. He smiles.

53 INT. ADONIS' APARTMENT HALLWAY-

53

Adonis walks Bianca to the door of her apartment. Bianca stops at her door and turns around.

BIANCA
Thanks for the food. Good night.

ADONIS
You gonna work some more?

BIANCA
I'll use the headphones, don't worry.

ADONIS
Naw, I was gonna see if it was cool to come in and listen.

BIANCA
Ha. You move fast, don't you?

Adonis smiles, taking the loss.

ADONIS
I only got one gear...
Good night.

BIANCA
Nite.

She opens the door and goes inside. Adonis heads down the hall. Bianca pops back out of the door.

BIANCA (CONT'D)
What's your name.

ADONIS
Oh, Donnie.

BIANCA
I need your government. For the
guest list. I gotta a show Friday
night at the Luxe. No pressure.

Adonis pauses for a moment.

ADONIS
Adonis Johnson.

Bianca chuckles at this.

BIANCA
Seriously? That's a practical joke
of a name. Might as well be named
Guapo.

ADONIS
Don't. My mom had me young. It's a
long story.

BIANCA
Alright, Adonis. I'll put you down.

ADONIS
See you then.

54 INT. RING MICKEY'S GYM- DAY

54

TITO (Hispanic, 20s), Leo's sparring partner stands in the
corner of the ring where CUT MEN attempt to stop his nose
from bleeding.

TITO
I can still go...

CUT MAN
We can't stop it.

SPORINO
Jesus. Take him out of here...
(looks around for another
person)
Hollywood!

Adonis looks up.

SPORINO (CONT'D)
(under his breath to Leo)
Says he's pro...
(to Adonis)
Let's go, it's your lucky day.

55 INT. RING- MICKEY'S GYM- MOMENTS LATER 55

Adonis adjusts his headgear, trying to warm up. In the other corner, Leo stands already good to go.

The bell sounds, and the fighters head towards each other. Adonis comes out with a lot of bounce, evasive but Leo, focused and methodical, quickly cuts the ring off on him and begins to punish him with jabs and hooks to the body.

56 INT. MICKEY'S GYM- BACK 56

A door unlocks and opens in the back corner of the gym, away from the commotion of the ring, and Rocky steps in keys in hand. He's dressed even more modestly than usual, as he walks towards the commotion of the sparring match, hanging back, out of sight.

57 INT. RING- CONTINUOUS 57

Adonis is leaning up against the ropes, his back to Rocky, caged up against an all out barrage of hooks from Leo.

SPORINO

C'mon Hollywood, lets see that West Coast swag.

He leans back on the ropes and counters, the first one lands, but Leo ducks the second and lands a three hit combo on Adonis' head. The last one sending him to a knee.

Leo backs off holding his hands up in the air.

LEO

Pro, what? Get me another one, pops!

Adonis tries to shake off the blow, and he looks outside the ring and catches eyes with, Rocky. Who looks back at Adonis with a worried look. Almost on- sight, Adonis stands up. He bangs his gloves together.

ADONIS

Come' on. I thought philly was tough, them love taps, boy!

Leo turns around to Adonis. Rage in his eyes. He comes at Adonis swinging hard. Adonis ducks the punches, and counters with two hard left jabs to his nose, each one snapping his head back. Leo stumbles back, then counters with a hook to Adonis' gut.

The round buzzer sounds and Adonis backs off, but Leo comes forward wanting more. Blood trickles out of his left nostril.

LEO
Come' on!

Sporino comes into the ring and quickly steps between the two fighters.

SPORINO
Hollywood, you're good for the day.

He grabs Leo's face, looking at his nose.

LEO
Naw, let us keep rockin.

SPORINO
Chill out. What are you gonna have
World War III in a sparring
session...

Adonis turns back to where Rocky was standing, and finds: no one. He bites at his glove tape, dejected.

58 EXT. ADRIAN'S RESTAURANT- NIGHT

58

Rocky is seen turning out the lights, then exits. He begins to cross the street when he hears a familiar voice.

ADONIS (O.S.)
Why'd you leave?

ROCKY
Whatya doin out here?

ADONIS
Taking a walk... that was you at
the gym, right?

ROCKY
Yeah that was me. Had to get back
to some things here.

ADONIS
Why didn't you stay.

ROCKY
I had seen enough.
(beat)
Seeing you take punches in there,
brought back memories. Not so good
ones, you know?

ADONIS
What was I doing wrong?

ROCKY
I don't know...
(beat)
Off the top of my head... you can't
lean on the ropes against a fighter
like that... tall like. You drop
your weight, and spin keeping him
close. Go right through him.

Adonis looks at Rocky for a long beat.

ADONIS
See... that's what I'm talking
about... You've got all this
knowledge in there...
(points to Rocky's head)
but you sell spaghetti? Walk around
here like a ghost?

Rocky looks down.

ADONIS (CONT'D)
Mickey... he trained you right? And
my grandpa, and Duke? It's selfish
of you not to give back. Especially
with us being like family.

ROCKY
Why you keep saying that, kid.

ADONIS
What?

ROCKY
Family... we just met.

ADONIS
But you and my grandpa was like
brothers right?

Rocky sighs.

ADONIS (CONT'D)
He died and left me with a bunch of
people that don't get me. But I
think he would have. And I know you
do.

ROCKY
I don't get you, kid. Boxings the
worst sport there is.
(MORE)

ROCKY (CONT'D)

People slap you on the back,
telling ya how great you are, but
up them three steps... scariest
place in the world. Just you, and
another guy who wants to bury you.
You don't want that to be your
life.

(beat)

It's for people whose lives can't
get no worse. People with no
choices.

(beat)

Just talking to you, I can tell
you're smart. Ya got choices kid.

Adonis quickly moves closer to Rocky. Almost sizing him up.

ADONIS

Look at me.

Rocky postures a bit.

ROCKY

What are you talking about, I'm
looking at you.

ADONIS

Look in my eyes.

Adonis moves even closer, the two standing off, like two
fighters before a 12 round bout.

ADONIS (CONT'D)

You talk about choices. I made my
choice. I'm need this. Tell me you
don't see it in my eyes.

They stare each other down for a beat. Adonis turns away.

ADONIS (CONT'D)

(without turning around)

Watch that tape, man...

He heads off down the street, leaving Rocky with his
thoughts.

It's what's left of Rocky's man- cave. Mostly a storage
space. Rocky sits on an old incline weight bench, in front of
the small television and VCR.

We see that he is looking down at the tape that Adonis gave him. He takes a deep breath, turns the television on and puts the tape into the VCR.

ON THE SCREEN- Grainy footage of the televised first fight between Apollo Creed and Rocky. The tape picks up the fight between rounds, close- up footage

BACK TO ROCKY

Who looks at the footage, almost as if watching people he doesn't recognize. We hear the bell, and the round begins. A subtle memory comes over his eyes. He stands up, parallel with his younger self in the fight, and starts to mirror his old movements...

60

INT. MICKEY'S GYM- NEXT MORNING

60

Sporino takes Leo through a weightlifting routine in the corner of the gym. He looks up at the entrance and notices Rocky, walking through the door. And people acknowledging his presence.

SPORINO

Champ.

ROCKY

How ya doin.

The two embrace.

SPORINO

Didn't know you were comin' by.

ROCKY

Me either. Place looks okay.

SPORINO

Yeah I do what I can.

Sporino calls Leo over.

SPORNIO

Here's my kid I was telling you about. I don't know if you guys ever had a chance to meet, but he's the next big thing outta here.

(sotto voce)

Option's still open, should you want to get involved...

Leo and Rocky shake hands.

ROCKY
How ya doin.

LEO
It's an honor, champ.

Rocky spots Adonis stepping out of the dressing room, already sweating from hours of training. He spots Rocky talking to Sporino and Leo.

ADONIS
Unc.

Rocky lifts his head at Adonis. Sporino and Leo's snap around. Their jaws hit the floor.

ADONIS (CONT'D)
You made it.

ROCKY
Was in the neighborhood.

SPORINO
How do you know Hollywood?

ADONIS
It's *Donnie*... And I'm a good friend of the family.

SPORINO
You guys working together?

ADONIS
I don't know...
(to Rocky)
Are we?

Rocky shrugs. An uncomfortable silence between the four of them.

SPORINO
You guys let me know if you need anything.

He and Leo head back over to the weights, staring at Rocky and Adonis.

Rocky and Adonis start towards the bags.

ROCKY
You didn't tell them who you are?

Adonis shakes his head.

ADONIS

I don't wanna go broadcasting that.
Keep it between us, you know.

Rocky nods.

ROCKY

So, you ready to roll?

61

TRAINING MONTAGE 1

61

A. Dawn- we see the sun rising in the mist, over the industrial landscape of Philadelphia.

B. Schuylkill River- Dawn. We see Adonis running along the majestic river. Vapor expels from his mouth on this brisk morning. We see Rocky watching from a vantage point along the adjacent road. Behind him is the van.

ROCKY

Keep up the pace!!

As Adonis moves on, the city outline is seen looming before him.

C. Int. Gym

Rocky is seen holding the bag as Adonis pounds away. Under the music we can faintly hear Rocky giving instructions.

ROCKY (CONT'D)

A hundred a round.

Sporino looks on, as does Leo who shadow boxes in front of a stained mirror.

D. Adonis has just completed wrapping his knees as he leaps up from the floor to the 2nd step leading into the boxing ring. He does this repetitively as Rocky keeps count.

E. Bianca's Concert

Adonis stands in the front row, while Bianca rocks the crowd. She eyes him as she performs.

F. Rocky Home

Rocky is again studying the old film of he and Apollo boxing. It seems to re affirm his belief in Apollo and his grandson.

G. Int. Gym

Rocky has Adonis performing an unusual task. Hitting the heavy bag with his shoulders, no hands. Adonis is dripping sweat.

H. Ext. Street- night

It is quite cold as Adonis runs through the deserted South Philly marketplace. He passes by Rocky, who stands beside his van.

I. Hogie shop- Night.

Adonis stands with Bianca as they have their cheese steak dinner in the famous Pat's Cheesesteaks. People watch as they share bites of each other's sandwiches and share a playful kiss.

J. Int. Gym

Adonis is doing one arm pushups in the ring. People look on, especially Sporino and Leo.

ROCKY (CONT'D)

Time!

ADONIS

When we gonna spar?

ROCKY

When ya ready,

K. Int. Bianca's Apartment- night

The clock reads 4:15am as she looks out the window... down below she sees Adonis getting into Rocky's van and departing.

L. Ext. Deserted Backyard- Morning

Adonis looks at a pair of chickens standing nervously in front of him and Rocky.

ADONIS

Man, seriously?

ROCKY

Old school- go!

Adonis starts after the fleeing chickens, and surprisingly quickly snatches one up.

ADONIS

Old schools out!

ROCKY
Chickens are slowing down...

62 INT. MICKEY'S GYM- TWO WEEKS LATER

62

Adonis, now wearing his gloves, throws the left jab against weathered, horizontal heavy bag.

Rocky stands behind him, watching the impact of each punch. The end of round bell sounds. Adonis sits down, trying to catch his breath.

ROCKY
You rest on your feet.

He pops up as Sporino approaches Rocky.

SPORINO
Kid's lookin' good.

ROCKY
We got a ways to go...

Adonis walks over.

SPORINO
(to Adonis)
Whattya weigh right now?

ADONIS
180, why?

SPORINO
(to Rocky)
If he could get down to a buck 75
in a month, we might be able to put
something together
(to Adonis)
If you're interested that is.

ADONIS
Hell yeah, I'm interested-

ROCKY
(to Adonis)
Hey, you do the fightin' alright?

Rocky walks Sporino out of earshot of Adonis.

ROCKY (CONT'D)
You talkin about going up against
your kid?

SPORINO

He could use a fight to keep warm.
And people will come out to see you
in the corner again. We could get
it done at the Blue Horizon. Make a
few bucks for everybody.

Rocky thinks on this.

ROCKY

I'm just starting to get used to
this kid being around, know what I
mean?

SPORINO

Yeah but he's hungry. Let him eat.
Think about it, Rock. Lemmie know
by tomorrow.

Sporino pats Rocky on the shoulder and walks away.

63

EXT. MICKY'S GYM- DUSK

63

Adonis and Rocky, just finishing up their workouts, walk
towards Rocky's van.

ADONIS

You don't think I can beat him?

ROCKY

He fought golden gloves, open class
an won it-

ADONIS

I fought a guy who won gloves in
Mexico.

ROCKY

You win?

ADONIS

Close enough...

(beat)

Things get rough in Mexico, trust
me. With you training me, I know I
can take this guy, Unc. Trust me.

(Italian Gangster voice)

Let me make you an offer you can't
refuse.

Rocky shakes his head at this.

ADONIS (CONT'D)

We take this match. And I got six weeks to get in shape. I'll do whatever it takes, and if at the end of six weeks, you don't think I'm ready: call it off.

Rocky scratches his head.

ADONIS (CONT'D)

I didn't fly 3,000 miles from home to play around. This is what I'm here for. I'll go 24/7 with this shit. Matter of fact, we can stop playing around, we can go to crib throw all my stuff in the van right now.

ROCKY

For what?

ADONIS

We can take it to your place. That's how camp is right? You live with the trainer... old school. Let's go, right now.

ROCKY

Slow down. It's been some time since there's been other people at the house, since my Brother- In Law passed away. Might be uncomfortable for ya.

ADONIS

Is it haunted?

ROCKY

Course not.

ADONIS

I'll be alright then, let's roll.

64

EXT. ADONIS' PHILADELPHIA APARTMENT

64

Rocky sits in the driver's seat while Adonis loads the last of his stuff into the back. He walks around the sidewalk and looks up at Bianca, who sits in her second story bedroom window watching him.

BIANCA

You sure you don't need any help?
I'll put these guns to use.

She flexes her biceps. Adonis smiles and shakes his head.

ADONIS

Done now.

BIANCA

(sarcastically)

Darn.

Adonis knocks on the hood of the car. Getting Rocky's attention.

ADONIS

Come meet my... my neighbor.

Rocky gets out of the van and takes a look at Bianca.

ROCKY

How ya doin- somebody forgot to
gimmie ya name.

Rocky walks over to the sidewalk.

ADONIS

Bianca, this is my Uncle I was
telling you about.

Bianca squints her eyes at Rocky for a beat.

BIANCA

He's White...

ROCKY

Yeah, there is that...

Bianca points at Rocky.

BIANCA

Holy shit... are you Rocky Balboa!

ROCKY

Yeah. Listen I'm just helpin' him
out. Anytime you wanna drop in, if
he aint trainin it'll be okay.

ADONIS

I'll call you.

BIANCA

Yeah... I won't hold my breath...

She flashes a smile, Rocky blows her a kiss, and does a phony bow. Adonis throws her a peace sign.

She playfully rolls her eyes and closes the window on him.
They jump in the van and blast off.

65 INT. ROCKY'S HOUSE- NIGHT

65

Adonis and Rocky move boxes into a vacant room. Rocky struggles with one, grows tired and sits it down.

ROCKY
(rubs his back)
You don't ever want a bad back.

ADONIS
I got it

Adonis picks up where Rocky left off. He comes out of the room and sees photos and signs of Paulie everywhere. Old booze bottles, bar signs, and vintage Playboys mags.

ADONIS (CONT'D)
This your brother- law's room?

Rocky nods.

ROCKY
Paulie.

Adonis looks at the sagging bed.

ADONIS
Guess he spent alot of time in here.

Adonis leaps on it, and stretches out.

ADONIS (CONT'D)
Still comfy though.

66 EXT. PHILADELPHIA SKYLINE - DAY

66

The sun rises over the city. A garbage man collects trash on the street corner.

67 INT. ROCKY'S HOUSE- ADONIS' ROOM- EARLY MORNING

67

Adonis sleeps in a bed in the spare bedroom. THE SPINNERS plays from old record player speakers, pumped to the max. Adonis snaps up and checks his phone: 3:45am. He looks up to see Rocky, fully dressed singing and dancing along to the music.

68

EXT. ROCKY'S HOUSE- ASS CRACK OF DAWN

68

Rocky and Adonis walk up to the van.

ROCKY

I'm taking you to another gym in North Philly. Tough joint. Very difficult. They take no crap there. Kinda what Apollo did with me.

Rocky gets in. Adonis tries the passenger side door and it doesn't open. Adonis knocks on the window, Rocky rolls it down.

ADONIS

Can ya unlock the door?

ROCKY

You're gonna run. I'm antique, so I'll just be drivin' along side keepin company.

ADONIS

How far away is the new gym?

ROCKY

Close enough.

He fires up the engine, and starts rolling down the street. Adonis runs along side of him.

69

INT. JOE HAND BOXING GYM- CONTINUOUS

69

The gym is the roughest that we have seen so far. The GUYS are already in there working.

We find Rocky introducing Adonis (who looks like he just ran a marathon) to his team: JOE HAND III (50s, Black, Owns the gym), AMIR HAND (20's, Black, Joe's Son same build as Adonis), MARCEL (60s, HISPANIC, short and stocky, glasses). They size Adonis up with excitement. Rocky points to Joe.

ROCKY

This is Joe. We go way back. Spared a little, fought some of the best. Got alotta knowledge in here.

Joe shakes hands with Adonis.

JOE

Champ told me a lot about you.
Excited to help get you ready.
(points to Marcel)
(MORE)

JOE (CONT'D)
 This is Marcel, the best cut man in
 Philly.
 (points to Amir)
 And this my son, Amir, who's gonna
 be helping you out with sparring.

Adonis shakes hands with Marcel and Amir.

70

INT. JOE HAND BOXING GYM- AN HOUR LATER

70

Rocky and Adonis work the hand bags, while Amir, Joe, and Marcel look on. Adonis punches from a flamboyant stance, hands low. Every so many punches, Rocky swings at Adonis' head with the hand bags. But Adonis ducks and dodges out of the way, leaving Rocky just missing him.

ROCKY
 Hands up... Keep your hands up!

Rocky swings on him again, fast as he can, but still misses. Adonis smiles. Rocky stops.

ROCKY (CONT'D)
 Amir.

Amir jogs over.

AMIR
 Sup Rock?

Rocky takes off the hand bags, and hands them to Amir. He subtly leans forward to him.

ROCKY
 I'm takin a break.
 (sotto voce)
 Yo, Make him keep his hands up,
 know what I mean?

Amir nods. And walks over to Adonis.

ROCKY (CONT'D)
 Same drill, but forget gravity, and
 keep em up, even higher.

They start. The pace of the drill is twice as fast as it was with Rocky, then Amir swings, and WHAM! he catches Adonis in the side of the face with the handbag.

Adonis cuts Amir a look.

ROCKY (CONT'D)
Hey! Nobody said stop and give
looks. Let's go!

They start again, and WHAM! Adonis is caught again even
harder this time.

ADONIS
(threatening)
Watch my eye, bruh!

ROCKY
You supposed to watch your own eye.
Keep movin!

The drill starts again and after a few exchanges, Amir swings
once, Adonis ducks it but when he comes up he is caught by
another swing, SMACK right into his left eye.

Adonis explodes, and shoves Amir in his chest, sending him
back fifteen feet.

ADONIS
I told you homie! Take the gloves
off!

Adonis rips off his gloves and squares up with Amir, who
stares at him like he's crazy.

ADONIS (CONT'D)
Let's go homie!

Amir looks at Rocky and at his Dad, and calmly takes the bags
off his hands. He hands them to Rocky.

AMIR
Call me when this dude is ready to
train, man.

Amir heads over to the other side of the gym.

Rocky pulls Adonis to the other side of the gym.

ROCKY
Yo, what the hell are you doing?

ADONIS
That dude is trying to take real
shots at me, I don't play that
shit.

ROCKY

Y'know, ya tell people stuff like,
don't touch that fire, cause it
burns. And lo and behold, they do
it anyway. Guess what, some people
just gotta learn the hard way. Now
this Leo guy aint superman, but
he's got fast combos that will
punch holes in ya face, if ya don't
keep ya hands up!

Adonis takes this in.

ROCKY (CONT'D)

Now go apologize to him.

Adonis looks off.

ROCKY (CONT'D)

Apologize to him, now, or I walk.

Adonis takes a long beat, then begrudgingly walks over to Amir.

ADONIS

My bad bro, I took a nasty butt to
my eye, never healed right.

AMIR

It's all good, bro, happens to the
best of us. Just keep them jaws up
when you roll, like this.

Amir shows Adonis what he is talking about. Adonis mirrors it.

AMIR (CONT'D)

And I'll watch the eye.

JOE HAND

You two kiss and make up?

(beat)

Now back to work!

71

INT. JOE HAND BOXING GYM- MOMENTS LATER

71

Series of shots with Rocky talking over them.

ROCKY

Keep reversing them gears- you keep
coming forward. Be outside, then
close the gap. Be ready to jump in
his pocket!

Adonis shadow boxes with Amir, both wearing hand wraps. Angle on their feet as they step, replace and pivot with large rubber bands binding their ankles together.

Adonis hits the heavy bag.

ROCKY (CONT'D)

Good, straighter. Work that Jab!
Every fighter must have a jab!
Stich and hook, catch a punch and
let a punch go, nail the guy...

Adonis spars with Amir

ROCKY (CONT'D)

Close that fist! Close it, good or
you're slappin, and slappin don't
cut it!

Adonis and Amir shadow box.

ROCKY (CONT'D)

Everything is impossible without
footwork!!! In and out, side to
side, back and forth, it's what
will take you in for the kill, and
take you out of trouble.

Adonis punches at the mirror, 5lb dumbbells in each hand.

Adonis works the heavy bag, throwing three jabs and then a right. Rocky and Joe look on.

JOE HAND

Okay shape, damn fast hands. But I
don't know what's in here yet
(points at his chest)
Don't know about that at all.

ROCKY

Only one way to find out about
that.

72

INT. JOE HAND BOXING GYM- NIGHT- HOURS LATER

72

Joe, Amir, and Marcel head out, calling it a night. Rocky and Adonis are still hard at work. Adonis throws punches at Rocky, who wears focus mitts on each hand, and a body bag.

ROCKY

You gotta bring it back to protect!
Bring it back!

The end of round buzzer goes off.

ROCKY (CONT'D)
Nice, take a break.

Adonis is gassed. Rocky, starts to exit the ring, but starts to feel sick. He goes over to the garbage can, and dry heaves.

ADONIS
Unc, you alright?

ROCKY
I'm fine, keep working.

Adonis doesn't. Rocky turns away from the can, and starts back towards him and his leg seem to give out from under him. Smack! He falls down to the ground.

ADONIS
Shit!

Adonis sprints over.

ADONIS (CONT'D)
You okay?

Rocky, pissed with himself, nods.

ROCKY
Yeah. Just a little dizzy. Comes and goes, no big deal, really.

ADONIS
Naw man. That shit didn't look right, we're going to the doctor.

ROCKY
The doctor for what?

Adonis helps Rocky to his feet with his free hand. Rocky stands up, but his leg gives out again.

73

INT. PHILADELPHIA HOSPITAL - NIGHT

73

Rocky sits on the edge of the hospital bed in a gown. He looks pissed off. Adonis leans up against the wall across from him.

The door opens and DR. SHAHANI (mid 30s, Indian woman) walks in holding a clipboard.

DR. SHAHANI
Mr. Balboa! How are you feeling?

ROCKY
Nervous. When is the doc coming in?

Adonis makes a face like he's about to see a car accident.

DR. SHAHANI
Actually, I am the doctor.

ROCKY
Sorry.
(to Adonis)
Doctors have changed.

She turns to Adonis.

DR. SHAHANI
And you are...

ADONIS
His nephew. I was just here to make
sure he didn't sneak out of the
window before you showed up.
(beat)
I'll be outside.

Dr. Shahani chuckles at this. Rocky doesn't. Adonis leaves
the room.

DR. SHAHANI
So what brings you in to us?

ROCKY
Probably nothin- The kid saw me get
sick, and sorta fall a little.

Dr. Shahani nods at this.

DR. SHAHANI
Was that the first time you've
fallen?

Rocky shakes his head.

DR. SHAHANI (CONT'D)
Any other symptoms?

ROCKY
Get tired sometimes, but that's
normal in life, right?

DR. SHAHANI
Your appetite?

Rocky shakes his head.

ROCKY
Medium... I would say.

DR. SHAHANI
Well you have a history of head trauma. And some of the symptoms you describe are consistent with dementia pugilistica.
(off Rocky's look)
But what has me worried is the loss of appetite, and the vomiting. We should run some tests.

ROCKY
I'm sure you got allotta people really needin your help. I'm good, really. You should check out somebody else.

DR. SHAHANI
I believe we should do it now, just to be on the safe side.

ROCKY
Gotta be fast, okay? Me and that kid, we got allota work to do.

74 INT. HOSPITAL WAITING ROOM- NEXT MORNING

74

Adonis sits in the waiting room asleep. Rocky walks in with a slight limp (from the muscle biopsy). He wakes Adonis up.

ROCKY
All done kid. Let's go.

Adonis pops up.

ADONIS
Shit. What time is it?

ROCKY
I don't know...

ADONIS
We going home?

ROCKY
No, we're going to the gym.

They walk side by side, down the hospital hallway.

SUPER: FIGHT NIGHT AKBAR VS. JOHNSON

75 INT. BLUE HORIZON- CONTINUOUS

75

The air is electric in the packed house. Two welterweight boxers move around in the ring. It is an intimately designed space, with an upper level of rowdy fans, that seems to sit right on top of the ring.

The crowd is mixed, mostly Black and Italian though, and standing room only.

We reveal that we are looking at the gym from Adonis' POV, stares out beyond the door of his locker room.

ROCKY (O.S.)

One more.

Adonis turns back into-

76 INT. BLUE HORIZON- CHALLENGER LOCKER ROOM- CONTINUOUS

76

Adonis squares up with Rocky, who takes him through a complicated series of combinations. Adonis nails them with pinpoint accuracy. Joe, Amir, Marcel, and Bianca look on.

ROCKY

(to Adonis)

Listen, what you do here is forever. It's part of ya history. You can't change it, so use everything I believe ya got. Keep that jab constantly on him. Hit, and not get hit. Joe, can ya warm him up?

Joe hand steps forward with the focus mitts. Rocky glances into the hallway and spots Sporino, who motions for him to come and talk. As Rocky gets closer, we see Sporino looks like the cat who ate the canary.

ROCKY (CONT'D)

Whats going on?

SPORINO

I knew there had to be something with this kid. I mean, I tried to get you to come work with us for years. And this Hollywood kid just brings you out of the shadows?

ROCKY
Whattaya gettin at?

SPORINO
I made some calls to LA. Aint no
Donnie Johnson. Kid's name is
Adonis. Kid's Creed's blood.

Rocky sighs deeply.

SPORINO (CONT'D)
(smiling)
Fight just got big time...

ROCKY
Yo, the kids tryna make it on his
own name. Don't tell anybody.

SPORINO
(without turning around)
Secret's safe with me...

Rocky

77 INT. BLUE HORIZON- RING- CONTINUOUS

77

Adonis and Leo meet in the middle of the ring, the ref
between them, their corners behind them.

REFEREE
Touch em up!

Adonis touches gloves with Leo, and heads back to his corner.
Joe, Amir, and Marcel head out of the ring. Rocky turns back
to face Adonis, he grabs him by the face and pulls him close.

ROCKY
It's you now okay? It's all you,
this is what you've been waiting
for. I'm gonna be right here.

Adonis nods, intensely. Rocky steps out of the ring and looks
back.

Adonis turns around, and the SOUND of the crowd fades out for
a bit, while he looks and sees that only he, Leo, and the
referee remain in the ring. Leo looks at Adonis, bouncing,
looking relaxed and focused. DING! DING!

The NOISE of the stadium rushes back as the fighters head
towards each other, coming within arms reach right in the
middle of the ring. They stop and posture, Leo in perfect
stance.

He throws the first punch, a stiff left jab, Adonis blocks it and sends one back, Leo ducks it and catches Adonis clean with two counters.

SPORINO

Nice! Nice!

Adonis quickly shakes off the hits and grabs him. The ref comes in.

REFEREE

Alright, break it up, break it up.

The fighters back up, and then the Ref sends them back at each other. Adonis bounces in on Leo, sends out a couple of jabs. Leo blocks all of them, and sends a couple back at Adonis, Adonis ducks the first few and tries to counter with a left Jab, Leo slips it, and gets Adonis into the corner. He begins sending shot after shot at Adonis. Adonis dodges a few of them, and tries to do a hard slip to the right, when BLAM! He is caught flush in the side of the head by a left hook from Leo. Adonis is wobbled by this. The crowd explodes and Leo raises his fists to show the crowd that he is about to finish him off.

ROCKY

Tie him up, and bang him on the ropes!

Adonis does just that.

ROCKY (CONT'D)

The body now! Touch the body!

Adonis jabs three times to work his way in. Leo throws a big right, which Adonis slips beautifully, and drives a hard wide left hook to the ribs. Leo emits an audible grunt of pain. Leo is hurt, as he spins out, Adonis throws a five punch combo as the bell rings.

78

INT. ADONIS' CORNER- BLUE HORIZON RING- CONTINUOUS

78

Joe Hand flips the chair over for Adonis to sit down into it.

Adonis sits down and Rocky takes out his mouthpiece. Marcel works on the right side of his face with an ice pack.

ADONIS

What do you think?

ROCKY

Very good, what do you think?

ADONIS

I'm gonna move around a little.
Till my head clears.

ROCKY

I like what you're doing. Get ya
senses back, then drop ya left
below his radar, and come up with a
shovel hook. If you see the openin,
park ya right on his chin. Your
grandfather dropped me with that
combo. Works very good.

Adonis nods. Rocky puts his mouthpiece back in and Adonis
stands up. The team jumps out of the ring. DING! DING!

Adonis punches his gloves together and takes off.

79

INT. RING- BLUE HORIZON

79

Adonis and Leo approach each other and begin to circling.
Adonis keeps his right hand cocked creeps up on Leo with more
patience.

Two quick jabs from Leo, but Adonis slips both of them. He
continues to creep in- patient, not bouncing like before. He
takes a quick jab at Leo, who sidesteps it and reverses his
footing, cornering Adonis. He sends rapid shots at Adonis,
who goes into defense mode, caging up. Leo fakes backing off,
and then comes in with a rapid fire combo. Adonis narrowly
slips the hard left of Leo.

ROCKY

Take it!

Adonis goes for the combo, dropping his left low, faking the
right, and brings up the shovel hook, driving Leo's chin
upward, and BANG, a piledriving right lands with audible
force. Leo crumbles.

Adonis backs off, right hand still cocked as the Ref runs in
waving his hands, KO.

The ref waves his hands- TKO

Adonis quickly raises his hands and runs to the corner. Rocky
lifts his hands and runs into the ring.

ROCKY (CONT'D)

Way to go, kid! That was something!

ADONIS

We got em, Unc. We got em.

Leo's team rushes into the ring to aid him. Sporino eyeing Rocky.

80 INT. RINGSIDE SEATS- BLUE HORIZON 80

Bianca jumps out of her seat, rushes through the crowd, and into the ring. She embraces Adonis, elated.

Leo comes back to his senses.

ADONIS
Whooo, let's tear this city up!

81 INT. LIVING ROOM- ROCKY'S HOUSE 81

Adonis and Bianca sit on the couch next to Rocky watching SKYFALL. All of them look super sleepy. Bowls of Ice Cream are everywhere. Bianca leans on Adonis' chest. Rocky does a sleepy head droop, then stands up.

ROCKY
I'm gonna call it a night.
Congratulations, kid.

He walks down the hallway, and comes back with a blanket that he places over Adonis and Bianca.

ADONIS
Thanks Unc.

ROCKY
No problem.

He goes to the back of the house. Bianca turns to Adonis. She whispers.

BIANCA
Hey.

Adonis opens his eyes, and looks at Bianca.

BIANCA (CONT'D)
I made something for you.

ADONIS
Oh yeah?

Bianca nods.

BIANCA
Close your eyes.

Adonis closes his eyes. And Bianca pulls out her headphones and places them in his ears. Adonis smiles, tries to peek.

BIANCA (CONT'D)
Keep em closed.

She presses play on her phone and a Beautiful, Haunting Song starts to play. We hear it as Adonis does, all encompassing. Bianca's voice starts. Adonis keeps his eyes closed affected by this. Bianca watches him closely. Adonis opens his eyes. And kisses her. She straddles him, keeping their faces close.

82

INT. ROCKY'S KITCHEN- NEXT MORNING

82

Rocky, Adonis and Bianca make breakfast together. The Local News plays on the TV in the living room. On screen, we see a newscaster standing in front of the Blue Horizon Gym.

LOCAL NEWSCASTER
Local boxing fans got a blast from the past when Rocky Balboa made a return the ring last night. This time, as a trainer. Balboa was in the corner of Adonis Johnson, an otherwise unknown light heavyweight middleweight, who defeated local bronze medalist Leo Sporino, with a second round TKO.

Bianca's eyes grow wide with excitement, and she rushes into the living room, followed by Rocky and Adonis.

LOCAL NEWSCASTER (CONT'D)
But things took a dramatic twist on reports that Johnson is the biologic grandson of Apollo Creed the late great heavyweight champion, and close friend of Rocky Balboa.

Bianca turns to Adonis, shock in her eyes. Adonis looks back at her- busted. She heads back into the living room and grabs her things.

ADONIS
Wait.

She heads out of the door. Rocky looks on at the news as Adonis follows them out.

83

EXT. PHILADELPHIA STREET - DAY

83

Bianca walks briskly while Adonis tries to catch up.

ADONIS

Slow down...

She walks faster.

ADONIS (CONT'D)

Hey.

Adonis tries to grab her hand, but Bianca pulls away and continues to walk. She goes to the corner and tries to catch a cab. The cab pulls up, Adonis pushes past Bianca and closes the door, telling the driver to take off.

Bianca tries to catch another one.

ADONIS (CONT'D)

What are you doing?

BIANCA

Going home.

ADONIS

Why? What you trippin for?

BIANCA

Are you seriously asking me that?

(beat)

I made love to you last night...
and then I turn on the news and
find out you've been lying to me.
You have any idea how that makes me
feel? Do you even care?

ADONIS

I didn't lie to you.

BIANCA

I distinctly remember asking why
you're a fighter. That would have
been the perfect time to say, "You
know, I'm related to the most
famous boxer who ever lived..."

Adonis searches for an answer.

ADONIS

People look at me different when
they know. I didn't want you
looking at me like that.

BIANCA

I'm not people... I don't care about that kind of shit. I care about you keeping it 100 with me.

ADONIS

Alright. From here on out, 100 percent honest and up front. Just come back to the house with me.

Bianca rolls her eyes at this.

ADONIS (CONT'D)

I'm serious! On my grandfather's grave.

(beat)

We can start right now. Ask me anything.

BIANCA

Anything?

ADONIS

Anything.

Bianca smiles. She can't help but to be intrigued.

BIANCA

How many girls you been with before me?

Adonis winces.

ADONIS

You're different.

BIANCA

How?

ADONIS

Cause I want to be around you all the time. I never felt like that with anybody.

BIANCA

It's cause it's new.

ADONIS

But it doesn't feel new. It's like I've known you forever. When I'm close to you, it's like I can do anything.

Bianca crosses her arms, and looks off for a beat.

ADONIS (CONT'D)

Tell me you don't feel the same way. Tell me you don't and I'll drive you home myself.

BIANCA

That's passion, it's infatuation. That fades.

ADONIS

I can't see that.

BIANCA

Why not?

ADONIS

Shit feels too right. You make me want to work hard. Want to win.

BIANCA

So I'm just a good luck charm?

ADONIS

You could find an insult in a box of roses, huh?

BIANCA

Naw, I just find the real.

(beat)

It's cool though. Maybe you're my good luck charm too.

Bianca stares at him. She smiles.

ADONIS

What?

BIANCA

You do look like him.

Adonis quickly points at Bianca's face, smiling.

ADONIS

See! I knew it!

Adonis quickly grabs her by her knees and lifts her up high into the air inducing a playful shriek. Her phone buzzes. And she answers it while Adonis is holding her.

BIANCA

(into phone)

Hello... Yeah this is she...

(to Adonis)

Put me down! Put me down!

Adonis obliges. She puts her finger in her ear to hear the phone better.

BIANCA (CONT'D)
Are you serious? Of course... Of course... This is foreal, right? Absolutely. Thank you so so much.

Bianca hangs the phone up, and takes off running at full speed, screaming in joy. Adonis, confused, sprints after her.

ADONIS
What?! What's going on?

She stops and bends over out of breath.

BIANCA
I got the gig... You're looking at the opening act!

Adonis screams at the top of his lungs. Bianca jumps onto his waist.

A TRANSIENT MAN (White, 60s) stares at these two idiots like they've lost their minds.

84 SERIES OF SHOTS 84

-Mary Anne Creed at her house, watching a report on Adonis.
-Lisa, Daryl, and the Kayla, who promptly puts her hands up in celebration.
-Terrel in the Rec room, watching the report.
-Holiday, in his house in the UK, watching a similar report.

85 INT. ROCKY'S HOUSE- DUSK BACKYARD 85

Rocky and Adonis work the hand bags. Adonis sends quick, fluid jabs at Rocky's hands and stomach. The buzzer goes off, and Rocky stops, and rubs his sore hands.

A plastic kitchen timer goes off. And Adonis stops. Rocky takes off his hand pads and resets the timer.

ROCKY
Relax. I'm on your side.

ADONIS
Everybody knows...

ROCKY
So what? You ashamed or something?

ADONIS

I wanted this on my own.

ROCKY

Who's in here punchin? Last time I looked at you, you were on ya own. Truthfully, I'm glad this happened. Now everybody'll be gunnin for you. Makes you very alert.

The gym's buzzer goes off.

ROCKY (CONT'D)

Time, and this time, don't break my hands.

86

INT. ROCKY'S HOUSE- KITCHEN- CONTINUOUS

86

Rocky walks in and picks up the house phone.

ROCKY

I don't know how you got this number but...

HOLIDAY

Easy, Stallion, it's Niles Holiday... I used to fight on your undercards, but now represent Ricky Porter.

ROCKY

Wow... Sorry about that... the reporters... you know...

HOLIDAY

Yeah, I know how it is... Forgive me for skipping the pleasantries... is it true, about the kid?

(off Rocky's silence)

What are you doing tomorrow?

ROCKY

We're training.

HOLIDAY

Think you and the kid can spare 30 minutes for a business meeting?

87

INT. ADRIAN'S- DAY

87

Daylight streams into the back of the restaurant, that is closed for business for the time being.

Rocky Adonis, and Holiday sit around a table.

HOLIDAY

My guy has to fight within the next 12 months, and we've beaten everybody. I've been at my wits end trying to find somebody worthy of a payday. Until I heard about you two.

ADONIS

You want me to fight Porter?

Rocky cuts Adonis a look. Adonis mimes "what?" back at him. Holiday observes this, and moves forward gingerly.

HOLIDAY

I think it could be a very smart move.

ROCKY

I don't know about that, we're still working on things.

HOLIDAY

Good. You were fighting pro fights in Mexico, huh?

ADONIS

Yeah.

HOLIDAY

I got you with a record of 11-1-1 out there. Your victory over Sporino's kid puts you at 12-1. Nobody needs to know those fights were in some bloody hole in the wall.

(beat)

I'm not saying it isn't going to be difficult to convince the board. But my camp is in a special position right now.

ROCKY

Curious. How's your fighter feel about this?

HOLIDAY

He's thrilled about it. He likes thinking out of the box, giving people chances. You can relate, I'm sure.

(beat)

(MORE)

HOLIDAY (CONT'D)

I just want to make sure you two
are on board with this before we
put our weight behind it. We don't
have time to muck about.

ADONIS

We're game to go-

Rocky holds up his hand. Adonis, frustrated stops talking.

ADONIS (CONT'D)

What you want me to sit in on the
meeting for if I can't talk.

ROCKY

Talk.

ADONIS

How soon would this happen?

HOLIDAY

2 months, 3 max.

ADONIS

(to Rocky)

We can do this, right?

ROCKY

Not sure.

ADONIS

I think so.

ROCKY

Let's not debate in front of this
man.

ADONIS

Look at this chance.

ROCKY

Chance to get broken. He's here
cause to them you're a sure thing,
sure victory.

HOLIDAY

Not true.

ROCKY

Course it is.

HOLIDAY

Okay let's be up front. This could
be his last gig.

(MORE)

HOLIDAY (CONT'D)

We gotta make it count.

(beat)

We're talking about something the whole boxing world would want to see., we got the undisputed champion of today, we got the Icon in you

(motions to Rocky)

and we got the name of the best fighter ever all in one event? It'll be bloody historic.

ROCKY

We'll talk about it.

HOLIDAY

Sure, Champ. Take some time to think on it.

(to Adonis)

In the mean time, if this thing's gonna go, I'm gonna need you to do something on your end. We need you to take on the "Creed" name, formally.

ADONIS

I can't do that. Not my name.

HOLIDAY

Then that's a non- starter for us. Without the name, there's no fight. Take a day to toss it around.

Holiday stands up as Rocky and Adonis exchange looks.

ADONIS

Can I get the day off?

ROCKY

I was gonna suggest the same thing.

88

INT. BIANCA'S APARTMENT

88

Adonis and Bianca post- coital on Bianca's air mattress. Bianca takes pulls off a roach, while Adonis looks up at the ceiling.

BIANCA

Patriarchy drives me insane. We carry the baby for nine months, wreck our bodies, almost die squeezing it out, only for society to slap the baby on the ass and name it after the man?

(beat)

The kid should *at least* get both names.

ADONIS

Which one goes first?

Bianca cuts him a look that says 1,000 words. Adonis laughs about this.

ADONIS (CONT'D)

So I'd be Creed- Johnson. And you'd be...

BIANCA

Franklin- Taylor.

ADONIS

But if you got pregnant...

BIANCA

We

ADONIS

If we got pregnant, our kid's last name would be... Franklin- Taylor- Creed- Johnson?

BIANCA

I didn't think that far ahead... but you need to get over this name thing?

ADONIS

Can't do it. Gotta make my own way.

BIANCA

You've got a funny way of showing it. Weren't Rocky and Apollo, like best friends? Seems like you're trying to tap into whatever it is he left behind.

(beat)

That's nothing to be ashamed of, right?

Adonis thinks about this for a beat. Then shakes his head.

BIANCA (CONT'D)
What are you afraid of?
(beat)
I'll start it off for you, "I'm
afraid of blank" Say it with me,
I'm afraid of....

Adonis looks at her, almost as if to see if he can trust her.
She looks back, waiting for his answer.

ADONIS
I'm afraid that...
(beat)
If I take the name on, and I loose.
They'll say I'm a let down. And not
worthy of the name.

BIANCA
Who cares what people say.

ADONIS
You don't know what it's like.

BIANCA
I know what it's like to be called
a fraud. An embarrassment.

Adonis looks over at her. She does understand.

BIANCA (CONT'D)
Don't you think it's weird, that I
do all these shows, and not once
have you seen my family there? My
parents aint 3,000 mi away. They're
down the street.

Adonis thinks on this.

ADONIS
What's they deal.

BIANCA
We Sunni, like everybody else out
here. But my parents is just mad
conservative. Once I started
performing, and doing the music
about life, they disowned me. Told
me I was destined to fail. My own
parents want to see me fail at what
I love to do.

Adonis thinks on this.

BIANCA (CONT'D)

I never knew what it was like to have somebody in the crowd that I knew truly cared about me. Until you started coming to my shows. It changed everything for me.

ADONIS

It's crazy that they wouldn't support you... I've seen you sing...

BIANCA

And I've seen you fight. So what if people don't think you're as great as Apollo. Who was? Think about what's true. You love to box. It makes you happy, right?

Adonis nods.

BIANCA (CONT'D)

And you are Apollo Creed's grandson right?

He nods again.

BIANCA (CONT'D)

Use the name. It's yours. Fuck what they say about you. I'll be there for you, win or lose. Rocky'll be there for you, win or lose. To hell with everybody else.

89

INT. ADRIAN'S RESTAURANT- DAY

89

Rocky stands in the stock room looking over merchandise, the back door is open to the parking lot. Through the door, we see Adonis approach. He walks up to Rocky.

ADONIS

So what do you think?

ROCKY

Ya really care?

ADONIS

Yeah, what are your thoughts on this.

ROCKY

Fighter's only got ten good years, tops.

(MORE)

ROCKY (CONT'D)
 Every battle takes something outta
 ya, and trust me, this one could
 take more than you're willing to
 give.

Adonis nods.

ROCKY (CONT'D)
 But I can't help but to think how
 jumpin into the deep end of the
 pool is how I got the best
 oppertunities in my life. Chances
 like this are one in a lifetime...

ADONIS
 So what are you saying?

ROCKY
 Let's do it.

Adonis nods.

ROCKY (CONT'D)
 One call and we're in.

ADONIS
 Make the call.

Rocky shrugs. Adonis looks at Rocky blankly for a beat, then
 is overwhelmed with emotion and takes off running out the
 door.

ADONIS (CONT'D)
 (shouting)
 I'M FIGHTING PRETTY RICKY
 PORRRTERRRR!!!!

He jumps up and down and pumps his fist into the air. Rocky
 looks on at this, smiling.

A HOUSEKEEPER brings the Wall St. Journal to Mary Anne, who
 eats breakfast at the kitchen island. She opens it up and
 flips to the front page. We see they have a photo of Adonis
 smiling in an interview, right next to a photo of a young
 Apollo in an article about the bizarre nature of the upcoming
 title fight. Their resemblance is breathtaking.

91 INT. CREED MANSION- WORKSHOP 91

Mary Anne wears a smock, and works on something. She takes a sip from a cup, but her eyes remain on the unseen project.

92 INT. CREED MANSION- TROPHY ROOM 92

Mary Anne mounts her project to the wall, revealed to be Adonis' article in a custom frame. She steps back and admires it. Her eyes scan the wall and fall on something else.

93 INT. ROCKY'S HOUSE- KITCHEN 93

Adonis is in the corner making a salad, while Bianca and Rocky meal around in the Kitchen cooking.

Bianca checks on a pot bubbling on the stove, while Rocky stirs a pot of tomato sauce.

ROCKY

I don't know... I've had sweet potatoes before.

BIANCA

Not like this, you haven't.

Rocky smiles.

Bianca opens the stove and pulls out a large baking sheet, foil covering it. She sits it down on the counter and peels the foil back, revealing the orange dish.

ROCKY

Smells good.

Bianca dips a small spoon into it, blows on it, hands it to Rocky, who eats it. His face says it all.

ROCKY (CONT'D)

Tastes better.

Bianca smiles, as her cell phone rings. She answers it.

BIANCA

(brightly)

Hey... uh, yeah, give me a second.

She heads towards the front door, past Adonis who notices something off in her voice. Adonis heads out after her.

Rocky looks on, then takes another bit of sweet potatoes.

94 EXT. ROCKY'S HOUSE

94

Adonis looks at Bianca, who paces on the porch, wrapping up what looks to be a very serious phone call.

ADONIS
What's going on?

BIANCA
I just talked to one of the top
tour managers in the country.

ADONIS
And...

BIANCA
He's gonna be at the show tomorrow.

ADONIS
(beat)
That's amazing, right?

BIANCA
It's just... It just feels like
even more pressure.

ADONIS
Pressure's good, it's what you work
so hard for.

Bianca looks at Adonis for a beat, and smiles at him.

ADONIS (CONT'D)
Come'on. I'm smelling that food you
guys have been cooking up.

They head inside.

95 INT. ROCKY'S HOUSE KITCHEN

95

The four of them eat dinner, and talk. It's unconventional,
but a family nonetheless.

96 INT. ROCKY'S HOUSE- KITCHEN- LATER

96

Adonis washes the dishes, while Rocky dries them and puts
them away. Bianca walks over to Adonis.

BIANCA
I'm gonna take off, babe. Got the
tech rehearsal early.

ADONIS
I'll drive you.

BIANCA
Cab is already outside.
(beat)
Come early tomorrow, it's gonna be
crazy.

ADONIS
I'll come straight from workouts. I
won't even shower.

BIANCA
Gross. I'll disown you...

She gives him a hug, and a kiss.

BIANCA (CONT'D)
Bye Rocky.

ROCKY
Knock em dead sweetheart.

She playfully shadow boxes the air, then heads out.

97 EXT. PHILLY SOUL MUSIC FESTIVAL- SUNRISE NEXT MORNING 97

Workers drink coffee and bring equipment inside for the
concert.

98 INT. JOE HAND BOXING GYM- AFTERNOON 98

Marcel sits at the counter watching Rocky work out Adonis in
the distance and the phone rings. He answers.

MARCEL
Hello... yeah... who is this? Okay
hold on.

Marcel heads over to the ring where Rocky watches Adonis work
out.

MARCEL (CONT'D)
Rock... its the hospital on the
phone.

This catches Adonis' ear. Rocky looks around and sees
everyone's concern. He heads over to the phone and picks it
up.

ROCKY

Yeah.

DR. SHAHANI

Mr. Balboa, this is Dr. Shahani-
would you be able to stop by today?

ROCKY

What's up?

DR. SHAHANI

It would actually be better if you
came in to talk with us in person.

Rocky looks over at his camp for a beat.

99

INT. HOSPITAL - EXAMINATION ROOM - DAY

99

Rocky, wearing street clothes, sits in the consultation room.
Dr. Shahani sits across from him.

DR. SHAHANI

Well, we went through your test
results. And the neurological tests
came back as I had expected. But
your MRI and blood tests came back
showing signs of Hodgekins
lymphoma.

ROCKY

What's that do?

DR. SHAHANI

Well Hodgekins is a very rare form
of cancer.

ROCKY

Cancer?

DR. SHAHANI

The good news is, we caught while
there is still a chance... We'll
have to remove the tumor in your
lymph nodes, and start chemotherapy
immediately.

Rocky takes all of this in for a beat, while Dr. Shahani
continues the prognosis. He stands up, grabs his coat.

ROCKY

Chemo- my wife tried that stuff.
Didn't work out so good for her.

DR. SHAHANI
Mr. Balboa... I'd like to go over
our options for treatment. Come up
with a plan of action.

ROCKY
Thanks, but I gotta go.

DR. SHAHANI
What?

ROCKY
Gotta go. I'm very busy, Dr.

DR. SHAHANI
Mr. Balboa, we caught this early
enough that with treatment, you
still have a very good chance of
recovery. Without it, you have less
than a 5% chance.

ROCKY
Got commitments. Can't do it now.

Rocky puts his coat on, and opens the door.

DR. SHAHANI
Wait, at least take these. It has
information on your diagnosis, and
options for treatment...

Rocky turns and looks at her for a beat, while holding the
door open. He takes the pamphlets and heads out.

100 INT. JOE HAND BOXING GYM- AFTERNOON

100

Adonis and Joe Hand work drills. Rocky reenters the ring as
they finish up the round. Adonis walks over to him.

ADONIS
What they say? You good to go?

ROCKY
Low iron. Gave me some pills- no
problem.

Adonis punches his gloves together, excited. Joe hands Rocky
the focus mitts, as the buzzer starts for a new round. He and
Adonis go at it with the drill.

101 INT. JOE HAND BOXING GYM- LOCKER ROOM 101

Rocky gets ready to head into the showers, towel around his waist. He sits his clothes down on the bench and goes into the shower area.

Adonis and Amir come into the locker room, laughing, but exhausted. They go over to their perspective lockers. Adonis looks down at Rocky's coat, hanging on the hook- notices the pamphlets sticking out.

He picks them up and starts to read them.

102 INT. JOE HAND BOXING GYM- LOCKER ROOM- MOMENTS LATER 102

Rocky enters the room to get his jacket, and notices Adonis waiting on him, staring him down.

ADONIS
This shit foreal?

He pulls out the pamphlets. Rocky snatches them from him and throws them in the trash.

ROCKY
Don't worry about that.

ADONIS
Don't worry?! I thought you said
the tests came back good.

ROCKY
What does it matter how the tests
came back. You got Porter coming
up, and can't afford to get
distracted.

ADONIS
To hell with Porter. When do you
start treatment?

ROCKY
I'm not doing no treatment.

ADONIS
What?

ROCKY
You wanted me with ya trainin ya,
and I appreciate that. But you
gotta live ya own life. Don't worry
about mine, not at all.

ADONIS

You don't do the treatment, this
will kill you. You fine with that?

ROCKY

It's alright!

ADONIS

What? How is it alright? Why would
anybody say that?

ROCKY

Cause dying is easy; Cause living
the way I do, is very hard.

ADONIS

What do you mean, living the way
you do?

ROCKY

Look around. Anybody who every
loved me, anybody who ever knew me,
is gone. Mickey, Apollo, Adrian,
Paulie, I got my son, who I haven't
seen in years. It's like I was
listening to some good song and it
ended before it was suppose to. And
I'm still dancin. I got nothing to
hang around for.

ADONIS

I'm still here...

ROCKY

So what? You just showed up! You
don't know me! You're just some
fighter, you're not family to me.

This cuts Adonis deep. He takes off brushing past Rocky, who
watches him leave, then puts his face in his hands for a
beat. He then pushes the locker, open handed- HARD. Again,
and again.

103

EXT. JOE HAND BOXING GYM- DUSK

103

Adonis walks out of the gym, distraught. He puts his hands to
his head not knowing what to do, so he takes off jogging out
of frame. We hold for a few beats, and Rocky comes out
looking for him. He's nowhere to be found.

104 EXT. ROCKY'S HOUSE- NIGHT 104

Rocky walks out of the front door looking for Adonis. He opens the door and sticks his head in.

ROCKY

Kid?

A UPS LADY walks up behind Rocky, with a package for him. He turns and takes it, looking at it with suspicion.

105 EXT. PHILADELPHIA- NIGHT 105

Series of shots

Adonis jogs the familiar route. Several miles through the city of Philadelphia. Tears in his eyes.

He arrives at the museum steps and sprints up them without hesitation. He gets to the top, lays down on his back, and passes out.

106 INT. BACKSTAGE PHILLY SOUL CONCERT- NIGHT 106

Bianca, wearing leggings and a beautiful top, paces behind the stage, getting ready to perform. She peeks out at the crowd, looking to see everyone getting seated.

107 INT. BATHROOM STALL 107

On Bianca- having a panic attack. She pukes into the toilet, wipes her mouth, takes some deep breaths, and pulls out her cellphone and calls a number.

108 INT. ROCKY'S HOUSE- ADONIS' BEDROOM- NIGHT 108

Adonis' cellphone buzzes on his bed. "BIANCA CALLING" flashes on the screen.

109 INT. BATHROOM STALL- CONTINUOUS 109

Bianca talks into the phone, leaving a message.

BIANCA

Hey, you here yet? I'm freaking out over here... I gotta see you before I go on. I guess I'll keep trying you.

Bianca hangs up. She starts dialing again.

110 EXT. MUSEUM STEPS- NIGHT 110

Adonis, still asleep on his back. A SECURITY GUARD wakes him up. Adonis takes a deep breath in, and looks around. Slowly realizing where he is. He looks down at his phone and fear flashes over his face.

ADONIS
Shit! Shit!

He takes off running down the steps and hails a cab.

111 EXT. PHILLY SOUL FESTIVAL 111

We open close on Bianca's face. She's looking off into the crowd, where Adonis is nowhere to be found. The music starts, and she starts singing, and she struggles... She looks into the crowd for a beat, then starts again.

112 EXT. PHILLY SOUL MUSIC FESTIVAL- ENTRANCE- NIGHT 112

A cab pulls up on the street corner of the club, and Adonis hops out.

113 EXT. PHILLY SOUL MUSIC FESTIVAL-VIP SECTION 113

Rihanna plays on stage as Adonis cuts through the sizeable crowd towards the VIP section where we see Bianca and a few other musicians standing by the large metal fold up chairs behind metal fencing.

ADONIS
(screaming over the music)
Bianca! Bianca!

Bianca sees him, and looks at him for a beat, before turning her back and disappearing deeper into the crowd. Two Security Guards head over to the Adonis.

ADONIS (CONT'D)
Say bro, my girl is back there.

SECURITY GUARD
No standing over here bro...

The Security Guard firmly pushes Adonis against his chest. Adonis knocks his hand away. And looks towards where Bianca disappeared to.

He rushes the gate, in an attempt to get past the guards, and one of them bear hugs Adonis across the neck. Adonis slips out, and punches him in the nose, dropping him.

The Security Guard, his nose bleeding, picks up a folding chair. More guards run over to Adonis, grabbing him and punching him SMASH! One brings the folding chair right to the side of Adonis' face. Adonis falls as a guard pulls out handcuffs.

114 INT. ROCKY'S HOUSE- ROCKY'S BEDROOM- NIGHT 114

Moonlight streams into the bedroom, where Rocky lies atop the bed, half awake, half sleep. The house phone RINGS on his night stand, and he rolls over to answer it.

ROCKY

Yeah...

Rocky listens to the other end of the phone. He sighs deeply.

115 INT. PHILADELPHIA CITY JAIL- HOLDING CELL- NIGHT 115

Adonis sits in a solitary holding cell looking through pale bars. His face shows the signs of picking a fight with 2,000 lbs of security and a metal folding chair.

COP (O.S.)

Right over here...

He looks up towards the door as we hear the door buzz.

We cut to the reverse to see Rocky standing outside the bars, with a COP (40's, Italian American) who keys open the holding cell. Rocky walks in and closes the door behind him.

Rocky walks over and sits down next to Adonis on the bench. The two are silent for a beat. Rocky looks around at the room.

ROCKY

They fixed this place up; use to be just one big cell. Very crappy. Maybe twenty upset guys in there at the same time. It got tense in a sense.

ADONIS

What are you doing here?

ROCKY

I know a few people, they say your friend's downtown.

ADONIS

I'm not your friend. You're just a trainer to me, remember?

This stings Rocky a bit.

ADONIS (CONT'D)

You need to stay away from me man.

ROCKY

What are you talking about?

ADONIS

Something about me. I fuck everything up.

ROCKY

Kid, that's crazy talk.

ADONIS

It's true. My mom don't talk to my grandma because of me. My dad got locked up soon as I was born... anybody who I ever get involved with, I fucked their lives up. Thought it'd be different out here. Thought it'd be me you, and Bianca, for years. Make our own family.

(beat)

It was never about one fight for me. It was about 20 fights, 20 years, day in day out. Us living, making memories. I never had that.

Rocky reaches out to pat Adonis on the shoulder.

ADONIS (CONT'D)

Don't touch me.

He knocks Rocky's hand away.

ADONIS (CONT'D)

Just leave, man.

ROCKY

Kid...

ADONIS

Get outta here!

(standing up)

(MORE)

ADONIS (CONT'D)
 Get your old cripple ass outta
 here. We aint family. You let my
 real family die.

This cuts Rocky to the core. Rocky stands up and stares
 Adonis down for a beat. Then heads towards the bars.

ROCKY
 You got so much anger inside, kid.
 It makes you train hard. It makes
 you fight hard in the ring. But
 anger is poison. You can only run
 on it for so long, before it
 destroys you. But love... If you
 fill your heart up with love, you
 can fight forever. You're too hard
 on yourself. You got so much good
 inside.

Rocky turns and walks out of the cell, while Adonis sits
 alone, with only the sound of the bars slamming to comfort
 him.

116 EXT. PHILADELPHIA MORNING SKYLINE 116

The sun rises over the city.

117 INT. MICKEY'S GYM- MORNING 117

Fighters preparing to work out look at the television, where
 SPORTSCENTER is on the screen. The ANCHOR runs down the
 morning's news.

ESPN ANCHOR 2
 In boxing news light heavyweight
 contender Adonis "Creed" Johnson,
 was arrested late last night after
 his involvement in a brawl at the
 Union Transfer Music Club.
 Reportedly no charges are being
 filed against Johnson, who was not
 intoxicated at the time. Neither
 Johnson nor hit trainer Rocky
 Balboa could be reached for
 comment.

118 INT. PHILADELPHIA CITY JAIL- HOLDING CELL- DAY 118

Adonis stands up by the door, and a different COP (30s
 Hispanic, Female) unlocks the bars.

LADY COP
Let's go, Johnson. You've been
bailed out.

ADONIS
Balboa?

LADY COP
No. Some lady.

Adonis quickly pops up out of his seat at this news.

119 EXT. PHILADELPHIA CITY JAIL- DAY 119

Adonis, excited, walks outside of the doors and sees Lisa on the sidewalk, arms crossed, staring him down.

120 EXT. PHILADELPHIA STREET 120

Adonis and Lisa walk and talk.

LISA
A part of me always knew this day
was coming.
(beat)
You got it honest.

Adonis looks at Lisa.

LISA (CONT'D)
I wanted to be a fighter too. I
think if daddy hadn't had died, I
would definitely have gotten into
it.

ADONIS
Really?

She nods.

LISA
But I haven't been able to watch a
match since.

Adonis takes this in.

ADONIS
Why didn't you ever tell me that.

LISA
 Why do you think?
 (beat)
 So how bad is it, with Balboa?

ADONIS
 If he gets chemo, he has a chace...

LISA
 But he doesn't want to...

Adonis nods. Lisa shakes her head.

LISA (CONT'D)
 Of course not... That old macho
 shit is what got Daddy killed. You
 gotta talk to him.

ADONIS
 I did. It was hard enough getting
 him to go to the hospital and get
 checked up.

LISA
 You have to put it in terms that he
 understands...

They stop.

LISA (CONT'D)
 You talk to mom?

He shakes his head.

ADONIS
 Have you?

She shakes hers.

LISA
 Something we can agree on now, I
 guess.

Adonis smiles.

121 EXT. PHILADELPHIA AIRPORT- DEPARTURE- SUNSET

121

Lisa and Adonis embrace. And Adonis watches as Lisa goes
 through the glass sliding doors. He jumps back into the cab,
 and it pulls off.

122 EXT. ROCKY'S HOUSE- NIGHT 122

Adonis walks up the steps and keys into the front door.

123 INT. ROCKY'S HOUSE- KITCHEN 123

Rocky sits at the dinner table, eating pasta and salad. He looks up as Adonis enters the door and walks in. There is a beat of silence between Rocky and Adonis.

Rocky gets up, and walks over to the cabinet and grabs a bowl. He puts some salad into it, some pasta, and then sits it down on the table. Adonis sits down and starts eating.

ADONIS

I'm not training if you don't get treatment.

ROCKY

Eat. You look like you lost five pounds.

ADONIS

Can't be taking orders from a quitter. You can't throw the towel in to this cancer shit.

Rocky thinks on this.

ADONIS (CONT'D)

What makes this different than any of your other fights?

(beat)

If I fight, you fight.

Rocky takes a long beat. And nods.

Adonis extends his closed fist towards Rocky. Rocky punches it, and they eat.

124 INT. HOSPITAL- CONSULTATION ROOM- DAY 124

Rocky and Adonis sit across from Dr. Shahani

DR. SHAHANI

Dr. Warren is going to walk you through the procedure.

Rocky nods.

DR. WARREN

So we'll be putting you under general anaesthesia, and removing the tumor from right here. Now once we're in there, if we see any other questionable tissue, we will remove that too.

ROCKY

When?

DR. WARREN

As soon as possible.

Rocky looks on at the CT Scan. Adonis standing beside him.

125 INT. RECOVERY ROOM- AFTERNOON

125

Rocky wakes up, hooked up to IVs in the dim room. He looks over, and sees Adonis sitting in the corner looking back at him.

Rocky stiffly sits up, and starts pulling at his IVs, as if he's trying to leave.

Adonis springs up.

ADONIS

Chill, chill, chill. It's all good.

ROCKY

Did you get your workout in?

Adonis shakes his head.

ADONIS

I stayed.

Rocky feels at his neck. There is a large bandage on the side of it.

ROCKY

They get it all?

ADONIS

I don't know. They said they'll come and talk to us about it when you wake up.

Rocky starts feeling around his bed again.

ADONIS (CONT'D)
Chill out man, what you looking
for.

ROCKY
Jacket... my jacket.

Adonis reaches over to the chairs and grabs Rocky's coat. He hands it to him. Rocky digs in it and pulls out his stopwatch.

ROCKY (CONT'D)
Let's go, pushups, burpies, sit-
ups, shadow box super-sets.
(beat)
Let's go!

Adonis looks at him like he's fucking crazy.

ADONIS
Right here?

ROCKY
You think Porter aint working out
right now? You think he doesn't
want to dismember you in front of
his people?
(beat)
Go!

BEEP. Rocky hits the stopwatch. Adonis obliges.

START MONTAGE

Adonis works out at Joe Hand's with Amir. Rocky sits in a chair, ringside still bandaged on his neck.

Rocky gets hooked up to the chemotherapy machine. Two large IV's hooked up to his arm. On the other side of the room, Adonis sets up a standing speed bag, and a standing body dummy. He installs a pullup bar in the door jam.

Adonis works out, while Rocky receives treatment

Adonis helps Rocky, weakened from the chemo session to the van.

Adonis lifts weights in the gym.

Adonis hauls massive bags of fertilizer in Rocky's backyard.

Rocky, bed ridden from the treatment, sits in bed, Adonis sits in the chair next to him. They watch tape on Porter.

Adonis holds Rocky as he vomits into the toilet.

Adonis collapses while lifting bags of fertilizer. He stays down on all fours for a beat, then gets back up, and lifts it.

Rocky, having lost a bit of weight, wearing his hat, body bag, and gloves stands in the ring with Adonis, working him through blinding fast drills. Amir and Joe Hand, stand on either side of Adonis, throwing punches that Adonis parrys.

Adonis jogs through North Philly. Several young black kids come out, and follow him. A group of Dirt bike riders follow suit, popping wheelies as a salute to Adonis. A young kid drives up next to Adonis on a mini- bike. Adonis, nearing the end of his route, takes off at full speed. The kid smashes on the gas. And all of the dirt bikes and ATV's catch up and slow down to keep right along Adonis, who is sprinting now. They arrive at the gym and the bikers circle around Adonis, some even shadow box with him, others with each other.

END MONTAGE

126 INT. HOSPITAL WAITING ROOM- DAY

126

Adonis and Rocky sit, Rocky in a hospital gown. They watch tape of Porter on Adonis' iPad.

ROCKY

His defense is so tough, you gotta stay patient kid, get him to come to you.

On screen, Porter is picking his opponent apart. The door opens, and Dr. Shahani enters.

DR. SHAHANI

How are you feeling?

ROCKY

Worse body shots I ever tool. Don't recommend it, but thanks Doctor.

DR. SHAHANI

Well you should be feeling better now, and just in time. A bunch of us here at the hospital are getting the fight next weekend. We feel apart of the team! When do you guys take off?

ADONIS
Tomorrow.

DR. SHAHANI
So exciting... Well let's get you
going for this catscan.

Adonis looks down at video, just in time to see Porter knock
his opponent out, cold.

Dr. Shahani walks Rocky out.

ADONIS
Hey Unc.

Rocky turns around.

ADONIS (CONT'D)
Think I can do this?

Rocky takes a long beat.

ROCKY
Yo you ever heard that story about
the guy who said, "I Can" and the
guy who said, "I Can't"?

ADONIS
Naw, how's it go.

ROCKY
They were both right.

Adonis smiles at this. Rocky heads out of the door.

127 INT. ADONIS' APARTMENT HALLWAY

127

Adonis knocks on the door to Bianca's apartment.

BIANCA
I'm gonna need you to not come over
here unannounced.

ADONIS
I just wanted to apologize.

BIANCA
Okay.

ADONIS
I didn't mean to let you down.

BIANCA

What you *meant* to do don't matter.

ADONIS

Look, Uncle Rock's got cancer.

BIANCA

What?

ADONIS

I found out right before your show,
and I freaked out. It's why I
didn't make it in time.

BIANCA

Jesus. How bad is it?

ADONIS

It's bad. Putting him through a
whole round of chemo, and
radiation.

(beat)

Tough son of a bitch is fighting,
still has every hair left on his
head.

Bianca shakes her head.

BIANCA

I'm sorry to hear that.

(beat)

Make sure you send him my love.

She starts to close the door.

ADONIS

B.

She stops.

ADONIS (CONT'D)

What do I gotta do? To get you to
forgive me.

BIANCA

It's my fault for letting you in.
For putting so much in whether or
not you show up. I can't forgive
myself for that. You've got alot
going on. And I'm gonna focus on
mine.

Adonis takes this in, as Bianca closes the door.

128 INT. BIANCA'S APARTMENT 128

Bianca leans up against the other side of the door, holding back tears.

129 INT. ADONIS' APARTMENT HALLWAY- CONTINUOUS 129

Adonis knocks on the door.

ADONIS

Bianca... open the door...

He sighs, and leans on it with his palms placed high. He steps back and pulls an envelope out of his pocket. Then slides it under the door.

ADONIS (CONT'D)

That's everything you need to get out to Liverpool in there. It would mean a lot to me and Unc if you could make it. But if not, promise me you'll at least watch.

He waits for an answer from the other side of the door, and receives none. He heads off.

130 INT. BIANCA'S APARTMENT 130

Bianca leans up against the other side of the door and listens to Adonis leave, holding back tears.

131 INT. PHILADELPHIA INTERNATIONAL AIRPORT 131

Adonis, Rocky and their team stand in the boarding gate of the airport. Adonis holds his cellphone to the side of his face, looking towards the escalator.

Joe Hand, Marcel and Amir are preparing to board, looking back at Adonis.

Adonis, frustrated, hangs up the phone. He starts to dial again when Rocky touches him on his shoulder.

ROCKY

We gotta roll, kid. Plane aint gonna wait for us.

Adonis looks back to his phone.

ROCKY (CONT'D)

She needs time, that's all.

Adonis puts his phone back into his pocket and boards the plane with the group.

132 EXT. LONDON INTERNATIONAL AIRPORT 132

We track a large international commercial airplane from underneath as it lands on the runway, we then boom up to reveal the London Skyline.

133 INT. LONDON CONVENTION CENTER- PRESS CONFERENCE 133

Porter's camp sits at the press conference table on one side, while Rocky, and Adonis sit on the other.

Several reporters clamor for attention and have intense questions for Adonis and Rocky.

REPORTER 1

Porter can we expect any more fireworks at the weigh in?

PORTER

I've been doing a lot of anger management. And learning how to turn the other cheek, and whatnot.

HOLIDAY

I just gotta make sure he unlearns all of this before Sunday morning.

The crowd laughs.

REPORTER 2

Balboa, there are rumors circulating back in the states about your health, some sources saying that you have been diagnosed with a serious health issue.

ROCKY

Yeah, it's called *ageing*. Very contagious, so watch out.

The crowd guffaws.

REPORTER 3

I here has been questions raised about the odd nature of having a 5am start time, in order to maximize pay per view profits in the states. Could you both speak to how that might affect you.

Adonis looks at Porter, a bit unsure if he should go first.

ADONIS

If anything it's an advantage for me, because it'll be normal fight time where I'm from.

PORTER

It's simple for me. 5 in the morning is just as good a time for an ass whoopin as any other.

Adonis leans over and mean mugs Porter, who isn't even looking at him.

REPORTER 4

What about the contrast between you two, you the experience, the rags to riches background, vs. Johnson's overnight success.

ADONIS

Well I wouldn't-

PORTER

Everybody's path is different. Some people have it better than others. My grandfather was a fisherman. His grandpa was the heavyweight champion of the world. Some people get things handed to them, while others have to earn it... Next question.

The two fighters stare daggers at each other.

REPORTER

There's a lot of talk about legacy in this fight. Can you guys speak to that.

ADONIS

Well-

PORTER

Legacy is an interesting term. I feel that most great boxers have a common one. We all come from the struggle. Creed, Balboa, Porter. I'm carrying that tradition better than anybody. I'm the Rocky of this generation. I'm the Creed. It's right here. Look no further. And you won't have to come fight night.

Porter gets up, stares daggers at Adonis, and leaves.

134 INT. LIVERPOOL HOTEL- ADONIS' ROOM

134

Adonis closed off, wearing headphones, shadow boxes into the hotel mirror. A KNOCK! at the door. Adonis opens it, to find Rocky outside holding a large white box. He passes it to Adonis.

ADONIS
What's this?

ROCKY
I don't got X-Ray vision. Open it up.

Adonis sits the box down atop the hotel bed. He quickly tears it open. Adonis pulls out a pair of AMERICAN FLAG BOXING SHORTS with an insignia that reads CREED..

ADONIS
Are these...

ROCKY
Your grandmother sent them to me, before we left Philly. You'll want to try 'em on. I had to get them taken in quite a bit.

Adonis tosses them up and down in his hands. He notices a white card inside the box, he pulls it out and we see that it reads WIN in Mary Anne's regal handwriting.

ROCKY (CONT'D)
Also, win or loose, I need you to do me a favor when we get back to Philly.

ADONIS
Anything.

ROCKY
You promise?

ADONIS
For sure. What's up?

ROCKY
Don't worry about it. Just wanted to make sure we were locked in before the fight. You might be mad at me tomorrow, I don't know.

Adonis laughs.

ADONIS
(motions to the restroom)
I'm gonna go in there and try these
on...

135 INT. LIVERPOOL HOTEL- ADONIS' BATHROOM 135

Adonis slips the trunks on. They fit perfectly. He admires them in the mirror for a bit the size of the moment, the figurative weight of the shorts he now wears, hits him and he's overwhelmed.

The hotel phone ring from inside the bathroom.

136 INT. LIVERPOOL HOTEL- ADONIS' ROOM 136

Rocky walks over to the hotel phone and picks it up.

ROCKY
Hello... this is Rocky... Oh hey...
you call to wish us luck?

Rocky's face changes, and he sits down on the bed.

ROCKY (CONT'D)
Okay... Okay... Thanks.

Rocky hangs up the phone and thinks for a long beat.

137 INT. BIANCA'S APARTMENT 137

Bianca, her cellphone pinched between her shoulder and her ear, talks into it while frantically packing a small bag.

BIANCA
Yeah, I'll be out of my concert at
about midnight. There is a flight
at 12:45? Amazing.

138 INT. INTIMATE PHILADELPHIA CONCERT VENUE 138

It is a modest club, but the crowd is at capacity. Bianca finishes up a solo ballad, killing it. Her eyes open and she scans the crowd, as she finishes, watching them clap. Her and the band, head off stage.

139 INT. INTIMIDATE PHILADELPHIA CONCERT VENUE- BACKSTAGE 139

Bianca and the band get backstage, The crowd can be heard chanting, "ENCORE, ENCORE, ENCORE"

MANAGER

You guys have to go back out. A couple more songs.

Bianca looks down at her phone.

140 EXT. CONCERT VENUE 140

Bianca frantically jumps into a taxi cab, with her carry on luggage. It looks as if she ran straight from the stage.

141 INT. PHILADELPHIA AIRPORT- MOMENTS LATER 141

Bianca runs through the airport as fast as she can move with her rolling luggage. She comes up to the gate just as the flight attendant closes the door.

BIANCA

Wait!

The attendant ignores her. Bianca looks around, in panic mode.

142 INT. PHILADELPHIA AIRPORT- MOMENTS LATER 142

Bianca talks to a flight attendant behind a desk.

AIRLINE AGENT

Our best bet would be to put you standby on a flight to manchester.

BIANCA

That's fine, I just have to get there, you don't understand.

The agent, continues to search through options for Bianca.

143 EXT. ANFIELD STADIUM- DAY 143

Adonis, Rocky and camp arrive at the stadium. Security is getting in place for the match and Adonis and Rocky get out of the car and look at massive entrance of the iron gates.

144 EXT. ANFIELD STADIUM- NIGHT 144

The parking lot is full, and the exterior of the stadium is alive with the electricity of a soccer match. Rowdy fans swarm the doors.

145 INT. ANFIELD STADIUM- VISITOR'S LOCKER ROOM- NIGHT 145

Adonis, Apollo shorts and a modest robe rolls his neck, warming up. Rocky, Joe, and Amir sit in chairs behind him.

146 INT. ANFIELD STADIUM- HOME LOCKER ROOM 146

Porter shadow boxes into the mirror, Holiday watches through the reflection.

147 INT. ANFIELD STADIUM- VISITOR'S LOCKER ROOM 147

Rocky laces his gloves his hands moving slowly.

148 INT. ANFIELD STADIUM- HOME LOCKER ROOM 148

Holiday wraps the tape around Porter's glove, with expert precision. When done, Porter stands, Holiday sticks out his hand, and Porter punches it, hard. He turns to Junior, and G close by.

PORTER

Let's give em a little action, for
good luck now.

Junior smiles and pounds his father's gloves with all his might, top then bottom. Next, G, who does the same.

149 INT. ANFIELD STADIUM- VISITOR'S LOCKEROOM 149

Rocky finishes the tape on Adonis' glove. He struggles to tear the roll off... Amir sees this, and jumps in and quickly tears it off.

Rocky and Adonis lock hands Adonis matches him, and they sway back and forth like cobras.

ADONIS

One step... one punch... one
round... one fight.

ROCKY

Again.

ADONIS

One step... one punch... one
round... one fight...

Rocky throws soft jabs at Adonis. They come slow but rhythmic. Adonis ducks each one with the same rhythm.

ROCKY

It's gonna be more people than
you've ever seen before in your
life...

ADONIS

One step... one punch... one
round... one fight...

ROCKY

But they don't matter...

Adonis continues saying the mantra.

ROCKY (CONT'D)

We're a long ways from home... but
that don't matter... all that
matters is how much you want it...
And you want it more than him, kid.
I can see it in your eyes.

150 INT. CALIFORNIA MEN'S COLONY- SAN LOUIS OBISPO 150

Terrel, in his cell, eats dinner off a tray, across from his CELLY (Black, 50s). A Corrections Officer walks up to him, and motions for him to come out.

151 INT. CALIFORNIA MEN'S COLONY- SAN LOUIS OBISPO- HALLWAY 151

The CO leads Terrel down a hallway and opens a small room for him.

152 INT. CALIFORNIA MEN'S COLONY- SAN LOUIS OBISPO 152

Terrel walks inside the rec room, to find a chair sitting across from a small TV, with the fight on. He nods at the CO, who nods back, and closes the door. He walks over and sits down.

- 153 INT. CLABSADDLE HOUSE 153
- Daryl and the kids sit on the couch watching cartoons. He sneaks off to Adonis' room, where the fight is already cued up.
- 154 INT. CREED MANSION- LIVING ROOM- NIGHT 154
- Mary-Anne her tumbler next to her on the side table looks on at the pay per view broadcast of the match.
- The Door Bell rings. She opens the door to find Lisa. Who walks straight to the couch and sits down in front of the television. Mary Anne thinks for a beat, then goes and sits down next to her.
- 155 INT. ANFIELD STADIUM- VISITOR'S LOCKEROOM 155
- Adonis continues to run drills with Rocky. The door opens in the locker room, and a STADIUM STAFF MEMBER waves at them.
- JOE HAND
It's time.
- 156 INT. ANFIELD STADIUM- VISITOR'S TUNNEL 156
- Adonis walks into view slowly, Rocky behind him, slower than we've seen him. His hand rests on Adonis' shoulder for balance.
- Joe Hand, Amir, and Marcel walk out as well. The entire camp a ball of nerves but they hide it well. Adonis' INTRO MUSIC plays. It is the song Bianca made for him.
- 157 INT. MANCHESTER AIRPORT 157
- Bianca is going through customs. The lines are massive.
- 158 INT. BULLET TRAIN 158
- Bianca looks at the time on her phone, then stares out of the window of the train.
- 159 INT. ANFIELD STADIUM- VISITORS LOCKER ROOM 159
- Adonis, Rocky and camp are walking through the entrance tunnel, and now approaching the stadium ramp. Stone faced, walking in unison at a slow pace.

160

INT. ANFIELD STADIUM

160

It's a sea of Red Liverpool FC jerseys and some of the fans are wearing face paint. They boo, but the sound system drowns most of it out.

ROCK

It's your night kid. This is what
it's all about.

They arrive at the ring. Adonis bounces. He looks out and the reality of the size of the stadium sets in.

ADONIS' POV FROM THE RING

40,000 screaming fans. The stadium is open up top, over the ring. Clouds circle overhead- a modern day Roman Coliseum, fit to feed gladiators to lions.

BACK TO SCENE

Rocky limps over to Adonis, places his hand on his shoulder.

ROCKY

You freaking out?

ADONIS

Yeah.

ROCKY

Very normal. First title fight, I
almost passed out.

ADONIS

What'd you do to stay cool?

ROCKY

Faked it. Like everybody does.

Adonis nods. He throws some punches. Stay loose.

Music starts, and the ENTIRE STADIUM SINGS "YOU'LL NEVER WALK ALONE"- the Liverpool F.C. Anthem.

161

INT. ANFIELD STADIUM- HOME TUNNEL

161

Porter enters the stadium, with G sitting on his shoulders wearing a title belt, Holiday to his left, and Junior to his right holding a belt in the air. Around him seems to be at least 40 of his friends and at least 10 championship belts. The crowd is deafening.

Porter springs into the ring. His entourage floods into the ring and all of them stare down Adonis.

Porter immediately comes out of his robe and we see his trunks, Red and Gold, a skirt with an English flag over it.

162 INT. RING- ANFIELD STADIUM- MOMENTS LATER

162

Adonis and Porter in the middle of the ring, alone, the REFEREE pulls them in. He talks in a thick Scouse accent.

REFEREE

Watch the hits below the belt, make sure you guys honor my commands, honor each other. We'll make it a good fight, make it a hard fight, sound good?

Both fighters nod.

REFEREE (CONT'D)

Go'on and touch em' up.

PORTER

Nice shorts. Too bad your grandpa ain't here to fight for ya. I'm gonna send you home, boy.

Adonis' eyes tighten in anger. Before he can respond Porter sprints back to his corner. Adonis retreats to his.

ROCKY

Move your feet! Use the jab to keep him off of you!

Adonis nods, the sound of the stadium fades out. DING DING. The fight begins.

Porter closes the gap on Adonis at a near sprint, he's fast, and quickly sends two jabs at Adonis' body, both connect.

Adonis tries to counter, but Porter parries, and steps, pinning Adonis against the ropes. He goes to the body again then swings a hook, that Adonis ducks and then grabs him.

PORTER

Don't hold on too tight ol' boy. I'm just getting started.

The Referee breaks up the hold.

PORTER (CONT'D)
Come here mate. A little closer so
you can learn a thing or two..

Adonis moves in slowly, when WHAM!, a lightning fast jab lands flush. Adonis stumbles, but before he can regain his balance Porter sends a left hook, Adonis ducks just in time. He pops an uppercut to Porter's body, but Porter blocks and slams Adonis with two more jabs before he knows what hit him.

THE "10 SECOND CLAPS" SOUND as Adonis retreats, but Porter cuts him off, and sends a barrage of punches at Adonis' head. Adonis blocks most but when the round dings, but Porter slams him across the face with a left hook.

ROCKY
C'mon, that's after the bell!

The Ref signals that it was simultaneous. Adonis' corner is furious.

163 INT. ADONIS' CORNER

163

Adonis heads back to the corner, completely shaken up.

ROCKY
(to Joe)
Give me the ice, give me the ice!

Joe hands Rocky an ice pack, he slaps it over Adonis' head while the guys work on him.

ADONIS
(out of breath)
He's fucking fast!

ROCKY
We knew that. We watched the tape
but you're still just watching.
Okay? Don't watch, take the fight
to him!

164 INT. PORTER'S CORNER

164

Holiday pours water into Porter's mouth. The rest of the team isn't doing much, because "Pretty" Ricky is still just that- Adonis hasn't so much as touched him.

HOLIDAY
Don't play around with this kid? I
want you to put him away. Don't
care that it's early. Put him down.

165 INT. ADONIS' CORNER

165

Rocky gives Adonis water.

ROCKY

He really is that fast, he really
is that good... but you know what?
You belong in this ring with him,
tonight. Go prove it.

He puts his mouthpiece back in. The bell sounds.

166 INT. RING- ANFIELD STADIUM- CONTINUOUS

166

The fighters approach each other quickly. Adonis dodges a
couple punches then cages up, putting his hands over his face
and body to protect.

Porter pounds Adonis' body. A hard left connects with Adonis'
ribs, causing Adonis' mouthpiece to pop out. A thunderous
right hook connects with Adonis' jaw. Sending his mouthpiece
flying. He fakes the left hook, then hits Adonis with a right
hook over the eye, opening his stitches.

ANNOUNCER

Johnson is hurt.

The ref slides in to save Adonis, and he stumbles over to
grab his mouthpiece and replace it.

ANNOUNCER 2

Johnson is saved by losing his
mouthpiece. He looks to be out on
his feet.

ANNOUNCER

That gash above his left eye is
leaking. Look for Porter to start
attacking that side.

Adonis smiles at Porter.

ADONIS

Let's go! Is that all you've got?
Let's go!

PORTER

(smiling back)
I got plenty more.

The ref gives them the clear sign.

Porter approaches, Adonis sways, like a cobra. He drops his hands, Ali style, baiting. Porter comes in, WHAM! Adonis sends a lightning fast jab that slips between Porter's hands and catches him in the face. Porter stumbles back.

ANNOUNCER

Whoa. Johnson lands his first punch of the night on Porter.

ANNOUNCER 2

Yeah but it's gonna have to take a lot more than that.

Adonis comes back in on Porter and goes on the attack-

Adonis throws combos, every third punch seems to land right on target. Hard. Adonis dodges Porter's counter punches

Adonis swings a left jab to the body. CRACK! A hard right to the bridge of Porter's nose, opens him up.

ANNOUNCER

Porter's hit, he looks to be cut!

Porter bobs back but stays on his feet, Adonis gets greedy, and swings wildly. Porter ducks and hits Adonis with a straight shot, that sends down to the mat.

The crowd erupts.

ROCKY

Get up!

The referee counts. Adonis bounces back to his feet.

ANNOUNCER

First knockdown of the night for Porter, but Johnson is back on his feet. We're gonna see a little more of this dynamite round 2.

ANNOUNCER (CONT'D)

Thank God for that. This was just getting good.

The ref stops and checks with Adonis. Adonis straightens up. "10 SECOND CLAPS" sound. Porter's wound bleeds over his eye.

The fighters go right back at each other. Adonis is nicked with an uppercut to the chin, but comes back with two hard straights to Porter's face.

The Bell sounds but Porter punch catches Adonis, who throws another set. They continue to box until both camps clear the corners and jump into the ring to break them up.

During the commotion Rocky is pushed down to the mat. Adonis sees Rocky fall and snaps.

ADONIS

Let's go, I ain't worried about the bell. Let's do this right now!

PORTER

(smiling)

I'm right here, mate. Don't let those chumps hold ya back!

ADONIS

Take the gloves off! Fuck the bell! You gonna catch my fade!

The two groups successfully get the fighters back to their respective corners, but Adonis fumes.

ANNOUNCER

These two guys are trying to destroy each other.

ANNOUNCER 2

Something has flipped here. Not to sound cliché but this just became and all out war. It's gonna come down to who wants it more.

Replays are shown of the devastating hits the two fighters delivered to each other.

167 INT. ADONIS' CORNER

167

Rocky, hurting from the fall, keeps his composure and pulls Adonis' mouthpiece out of his mouth.

ADONIS

You okay?

ROCKY

I'm good, but I'm gonna have a heart attack if you don't keep your damn hands up, kid.

Marcel, goes to work on his eye, trying to stop the bleeding.

ROCKY (CONT'D)

You see, you made him bleed. None of that Pretty Boy stuff matters. You get him to move his hands, and you stick him. You do that enough times, and he goes down just like anybody else!

168 INT. PORTER'S CORNER

168

The Cut Man struggles to put petroleum jelly on the gash on Porter's nose.

HOLIDAY

I told you not to play around with him? What did I say now?

PORTER

I'm gonna bash his head in.

HOLIDAY

You're gonna go back to what got us here, is what you're gonna do. I don't want you going shot for shot with this kid, his right is too strong. Protect yourself, keep him at a distance and score face and body. When he loses his patience and comes at you, make him pay!

169 ADONIS' CORNER

169

Joe and Amir jump out of the ring. Adonis' wound still isn't all the way closed up.

ROCKY

It's okay to get mad. Use it, but stay in control. Remember, one step at a time.

ADONIS

One punch at a time... One round at a time.

DING, DING.

Adonis and Porter exchange blows, with Porter consistently getting the best of Adonis.

ANNOUNCER

Another solid combination landed by Porter... a surgeon in the ring.
(MORE)

ANNOUNCER (CONT'D)
He's picking the novice fighter
apart.

BELL SOUNDS A RING girls holds up a card for round 5.

170 ADONIS' CORNER

170

Rocky places the ice pack on Adonis' head.

ROCKY
Then put your hands up. You gotta
protect yourself.

171 INT. RING

171

A Ring Girl holds up ROUND 7.

Adonis, against the ropes, dodges machine-gun like assault from Porter, his hands drop, Porter connects flush with an uppercut, and a bodyshot. Another jab to Adonis' face, causing blood to flow from his left eye.

ANNOUNCER 2
Johnson is in big trouble now.

The bell rings. Adonis knocks his own gloves together in frustration. He face swelling.

ANNOUNCER
It's like watching reruns of the
same fight, over, and over, and
over again. It's Porter just
dismantling Johnson.

ANNOUNCER 2
Early on, we thought we were in for
something special, but Porter is
settling into that rare form, and
just like he has proven time and
time again, no one still has found
the answer to that defense.

172 ADONIS' CORNER

172

Adonis is swollen and bleeding badly. The cut man sticks a large cotton ball up his nose, and Adonis winces in pain.

ANNOUNCER
Johnson's corner is really in
trouble over there.
(MORE)

ANNOUNCER (CONT'D)

If they can't stop that bleeding,
they're gonna have to cancel this
fight.

ANNOUNCER 2

What we're seeing right now, is the
difference between someone who's
good, and someone who's great. It's
that simple.

The Ring Girl Holds up a sign for ROUND 11.

ROCKY

I don't know what you're doing kid.
But you're killing me.

ADONIS

I can slip him. He's slowing down.

ROCKY

You can't let him get you up
against the ropes again, every time
you try to slip, he gets you up
against them. He's pounding you.
You gotta take them to the body.

173

INT. RING- ANFIELD STADIUM- MOMENTS LATER

173

Porter has Adonis against the ropes, Adonis ducks a hook from Porter and delivers a nasty straight shot followed by a bone-crunching hook to the body. The hook doubles Porter over, he ties up. While tied up, Adonis throws body shots to the same spot. He breaks loose, Porter ducks down, and their heads to collide. The wound above Adonis' left eye opens up even more.

Adonis stumbles back in pain. The ref runs up to Adonis.

REFEREE

You okay?

Adonis nods, grimacing, blood flowing into his left eye . The Referee turns to Porter.

REFEREE (CONT'D)

That's a warning.

The fight resumes. Porter's in attack mode. Adonis, who can barely see dodges the first couple, but some connect. Porter pounds away at his left glove, working the cut. DING DING Adonis is saved by the bell.

Adonis' corner is furious, shouting at the Ref.

174 INT. STADIUM RINGSIDE 174

Bianca, following a stadium escort, runs down to her ringside seat. She sees Adonis' condition and tries to run past the ring security, who stop her.

BIANCA
Rocky! Rocky!

175 INT. RING 175

Rocky snaps his head around and sees Bianca.

ROCKY
Let her through! She's with us! Let
her through!

176 INT. STADIUM RINGSIDE 176

The security turns to Rocky, and obliges. Bianca runs up to ringside gate, just out of reach.

177 INT. ADONIS' CORNER 177

Adonis' cut is in bad shape. They work on it. Rocky bends down to talk to him.

ROCKY
Look at me... look at me!
(Adonis looks up at Rocky)
Look who made it...

Rocky turns Adonis' head towards Bianca. Adonis looks at her, and his eyes grow wide with recognition.

178 INT. RINGSIDE 178

Bianca is moved to tears by the condition of his face. She covers her mouth to try to hide it.

179 INT. RING 179

ROCKY
Hey...

Rocky turns his head back to the fight.

ROCKY (CONT'D)

She's here because she loves you.
I'm here because I love you. Your
family back home loves you. You've
got nothing else to prove. Nothing
to prove to me, nothing to prove to
yourself. I'm gonna stop this
fight.

ADONIS

(quickly)

Don't. Let me finish-

ROCKY

Just finishing ain't worth it!

(beat)

I lied to you last night... It was
the hospital that called.

Adonis' eyes grow wide.

ROCKY (CONT'D)

They say they found more...

Adonis winces at this. It's too much for him to take right
now.

ROCKY (CONT'D)

I never got to tell Apollo thank
you, for what he did for me. He
gave me a title shot, when I was a
piece of shit leg breaker, he
trained me after Mickey died. But
those gifts were nothing compared
to you, kid. You showed me how to
fight again... Gave me something to
look forward to. And I'm gonna go
home and fight this thing. Just
like I been doing. But if I fight,
you fight! Now if you tell me all
you want to do is finish, to prove
something to yourself, goddamn it,
I'll throw this towel in right
now...

ADONIS

No!

ROCKY

So you're telling me you're gonna
go back in there and knock that son
of a bitch out?

Adonis nods.

ROCKY (CONT'D)

Say it!

ADONIS

(out of breath)

I'm gonna knock that son of a bitch out.

ROCKY

It's three minutes! One punch at a time. All your pain, all your love. Turn it loose kid, don't hold anything back.

REFEREE (O.S.)

Times up. Let's go.

Adonis stands up, battered and bruised, left eye closed.

ADONIS' POV-Porter stands at his corner, barely in focus. Porter's face wounded, but confident. He's been here before. DING, DING!

180

INT. RING- ANFIELD STADIUM- CONTINUOUS

180

The two fighters approach each other slowly. Adonis drops his gloves baiting Porter. He beckons Porter with his right hand.

ADONIS

Come on!

Porter comes in swinging, quick left jabs, Adonis parries them all, and bounces back. He taunts Porter again.

ADONIS (CONT'D)

You the champ, right? Come show me!

Hands dropped, Porter leads with Jabs. Adonis dodges; counters with a straight right to Porter's nose and a left hook to Porter's right temple, cutting him again.

Adonis, smelling blood, attacks. Rapid fire head shots at Porter; it has digressed into a street fight.

Porter regains his balance, then matches Adonis intensity. The two men swing wildly at each other.

Adonis lands another punch. Porter ties him up, blood spilling on Adonis' shoulder. Adonis pushes him off hard, sending Porter back to the middle of the ring.

HOLIDAY

Stay away from him! Stay away and
win out the bloody round!

Adonis bangs his gloves together, and Porter bangs his together in response. Both men ready to brawl to the finish. Porter throws hard jab which lands, but Adonis un-phased, leans in and throws a left hook; Porter ducks, but it lands on the crown of his head; Adonis follows with a right cross right to Porter's face. It connects flush, hard, sending Porter to the mat in a heap.

ADONIS

LET'S GO!

The ref moves a still screaming Adonis and counts.

REFEREE

One... Two... Three...

Porter, on his hands and knees, tries to shake himself back to his senses, blood leaking from his face onto the mat.

REFEREE (CONT'D)

Four... Five... Six...

He pushes up from the ground to his feet. He shakes his head off again, opens his eyes wide for the ref to take a look.

REFEREE (CONT'D)

You good to go?

Porter nods convincingly. The Ref lets it continue.

Holiday screams his head off at Porter.

HOLIDAY

Keep away from em' Ricky!

Porter ignores Holiday. He looks at Adonis with a lion's eyes. They charge towards each other.

Adonis leads in with a haymaker, Porter ducks it and tags him with one of his own, sending Adonis stumbling back into the ropes. Porter attacks Adonis while he is off balance.

It looks bad for Adonis, until he SLIPS a haymaker ducks low, pivots, leaving Porter's left side wide open;

Adonis unleashes a vicious four hit combination to Porter's head and face LEFT-RIGHT-LEFT-RIGHT sending Porter off the ropes and crumpling to the mat like a rag doll.

The Ref sprints to stop the fight.

SERIES OF SHOTS

-Mary- Anne and Lisa going nuts.
 -Kayla and Daryl watching at home, running around like crazy.
 -Terrel watching in the Rec room, overjoyed.

BACK TO ANFIELD

The crowd is raucous. Adonis raises his hands in celebration-joy- exhaustion. Bianca hurdles the gate and jumps into the ring, overjoyed. Both corners clear out. Rocky and Joe dash in the ring, run up to Adonis embracing him. They can't believe it. As the usual post-fight crowd of officials and reporters bombard the ring. The two fighters embrace. Adonis breaks away, Bianca on one side, Rocky on the other, holding him up.

RINGSIDE ANNOUNCER

And your winner, by way of
 Technical Knockout. Adonis "Creed"
 Johnson!

MAX KELLERMAN

A year ago, you were sitting in a
 Los Angeles dorm room. Now you
 stand before us a World Champion.
 Walk us through what was going
 through your head tonight...

ADONIS

(out of breath, fractured)
 I just wanted to show my loved ones
 (long beat)
 who I am.

Adonis looks up to the sky, points to the heavens. He leans on Amir and Joe Hand. A faint chant in the crowd can be made out, and starts to pick up volume.

ROCKY

Listen to em'.

STADIUM ATTENDEES

CREED... CREED... CREED... CREED

Adonis looks around the stadium and sees the standing ovation.

181 EXT. PHILADELPHIA MUSEUM STEPS- SUNRISE- ONE WEEK LATER 181

The long flight of stairs. A Rocky's van pulls up. Adonis and Bianca hop out, dressed in street clothes.

Small white bandages on his face cover his wounds. He opens the passenger door and helps Rocky, who wears a gray sweat suit, and black beanie. He is slower and a bit thinner- he has started the chemo treatments again.

Rocky balances himself with his left hand on Adonis' right shoulder. They stand at the foot of the steps. Rocky takes a deep breath. One step at a time...

182 EXT. PHILADELPHIA MUSEUM STEPS- MOMENTS LATER 182

The two are about halfway up the steps. Sweat has built up around Rocky's neckline, his feet weigh a ton. He stops, turns away from Adonis, frustrated. He puts his hands over his eyes. Adonis puts his hands around his shoulder.

ADONIS
(sotto voce)
You got this... come on...

Rocky gathers himself with Adonis' help, and they continue.

183 EXT. PHILADELPHIA MUSEUM STEPS- THE TOP- MOMENTS LATER 183

Adonis and Rocky take the last step up to the top plaza. Rocky completely out of breath, smiles. He pats Adonis on the back, and walks towards the center of the plaza. Adonis gives him his space and looks down at Bianca, who leans up against the car and smiles at them.

Rocky takes a couple more steps and smiles, he turns around to face the city below, and raises his arms in victory.

CUT TO BLACK.