Wolverine had thought he was an animal until he found people he wanted to protect. Rogue thought no one could touch her till she met a smooth talking Southern boy with red eyes called Gambit. Runaways, vagabonds, and outcasts: all welcome at Mutant High.

SETTING: After X-Men:United, a TV show was produced with the X-Men, set in a general after the first movie timeline, to explore "everyday life as a mutant — well, as every day as you can get being mutants." Joss Whedon and Matthew Vaughn were some of the contributors to writing and directing.

NOTE: So think of it as a TV show. It isn't written as a script, but there will be parts where I say what music is playing, where commercial breaks are, and who the writer/director is, or guest stars. So enjoy!
Sanctuary

Hello! So, this is my first time posting on Ao3, although I've been an avid reader here for a while! Below you will find my fan fiction magnum opus, my "live action TV series" of X-Men, which is essentially everything I wish they would do with X-men (and yes, seeing how awesome "Gotham" is makes my desire for it even stronger!) Updates should be swift on here, since I've already written the first two seasons and posted them elsewhere, although formatting takes some time. If you enjoy all of this, please do feel free to feed the actual writer, and check me out on my official website where I have my original novel, http://aubreycoletti.com/. Also, all songs listed are real, save for "Evolutionary" the title song. Emilie Autumn, however, IS a real and incredible artist!

**Season One, Episode One: Sanctuary**

**North Salem, Upstate New York**

It was a bright, sunny day in Westchester County, and Logan was in a foul mood as he waited at the bus stop for the new arrival. He tilted his head to the side, biting down on his cigar as he watched the children coming out of the bus. Parents hurried them aside to waiting cars, glaring at him. He belatedly pulled out his "Welcome Jubilation Lee" sign.

"Hi!"

Logan looked down. The Chinese-American girl stepping towards him was pretty with her red streaked hair pulled into two side ponytails and her jubilant smile. Her only luggage was the backpack slung over her shoulder.

"That it?" he asked, gesturing. She nodded. "I didn't expect for you to be here," she blurted out. "Someone...like you, I mean."

The man also known as Wolverine raised an eyebrow, and she looked away. "Yeah, I didn't either," Logan grumbled. "Let's get in the car."

They drove in silence for a few minutes before the girl asked, "So are you a teacher?"

Logan's mouth twitched. "Something like that."

"What subject?"

Logan paused. "Gym."

"Sounds...fun," she said dubiously.

Logan grinned for the first time. "It is the way we do it at this school."

**The Xavier Institute for Gifted Youngsters, North Salem, New York**

"I said for you to follow your team leader!" hollered a tall blonde of athletic build. "Give him some backup."

"Carol, I think you'll find that for some some of our younger X-Men, backup is a . . . fluid concept," said an amused voice over the Danger Room intercom.

"Thanks Hank, I can see that now," said Carol Danvers wryly. The tall blonde supervising the
activities of the Danger Room shook her head at the scene before her.

Hank McCoy, also known as Beast, grinned up in his perch in the control room overlooking the session. The training session consisted of a variation on capture the flag, with the flag on top of a simulated rocky mountain. On the Danger Room controls, Hank was monitoring an avalanche.

"I could use a little help here, guys," yelled a handsome brunette attempting to use a sheet of ice to scale the incline.

"It is not as if we do not try, Bobby," responded a muscular form covered entirely in metal as if it were a second skin.

"Can you try a little harder Colossus, because I'm not really feeling the love right now," Bobby 'Iceman' Drake said through gritted teeth. Below him, Piotr 'Colossus' Rasputin turned his back to a falling boulder, letting it smash harmlessly into his natural armor.

"Kitty, help Rogue!" Bobby ordered, icing a quick path to the side, away from falling debris.

The short brunette behind him known as Kitty 'Shadowcat' Pryde nodded, and phased through a series of falling rocks. She then leaned down, holding her hand out to the girl with the white stripped hair. "Give me your hand!"

Rogue shrank back instinctively, and held back out of shame. Her powers were the most useless in this exercise. "No, I'm fine, I...I can do it myself," she stuttered in her thick Southern drawl.

"Rogue!" Carol barked, scaling the side of the mountain the younger mutants were on with ease, smashing aside any flying rocks which came into her path as if they were pillows. "Teamwork means accepting help, not standing on pride!"

Kitty, who had been watching the exchange instead of paying attention, barely had time to scream as a boulder slammed her in the back. "Kitty!" Bobby yelled. Carol leapt at Rogue, knocking the girl onto her back, out of the path of another rock. Her hands landed on Rogue's face. Both women gasped as the deadly pull of Rogue's mutation kicked in. Thick veins appeared on Carol's face as her abilities and life force drained into Rogue.

"Let go!" Rogue managed, reaching up to push away the older woman's hands. But Carol Danver's instincts were to hold an enemy down, and her extraordinary strength was keeping Rogue from unseating her. Carol's veins turned a deadly black, her skin becoming brittle and white.

"Rogue let go!" Kitty screamed, as around them the simulation shuddered to an end.

"I...I can't..." Rogue gasped. A monolith of blue fur burst through the Danger Room side doors to rip Carol off of Rogue, a feat that was only manageable through the mutant doctor's own immense strength.

"Carol?" Hank whispered, laying the woman gently down on the floor. "Bobby, Piotr, go and fetch a doctor, now," he barked.

"I...I'm sorry," Rogue whispered.

"Kitty, see Rogue to the medbay," Hank ordered, eyes never leaving his fallen friend.

"I'm...I'm sorry," Rogue choked out again, before setting off at a run.

Rue Bourbon, New Orleans, Louisiana
The red eyed mutant's chest rose and fell heavily as the other man's eyes stared back at him, wide in death. A bo staff fell from his heavy fingers, his long hair wild in the wind.

"Remy? Remy look at me. Remy, snap outta it. Remy!" The blonde woman beside him smacked his face. He instinctively gripped her arm behind her back in a hold, releasing her as soon as he realized what he was doing.

"Damn Belle," he growled. "Don' do that!"

"Remy you have to run," the woman pleaded. "Once they find out you killed an Assassin and broke the truce, the only way to make it right will be to kill you! You have to run!"

Remy shook his head. "I . . . I can'. . ."

"You have to run! Go, now!" In the distance, sirens blared. "Now!"

Remy jerked up and nodded. Eyes still wild, grabbing his staff from the ground, he turned and fled into the night.

Xavier Institute, North Salem, New York

"I'm afraid there's been no change," Professor Charles Xavier said in his calm, even voice to the assembled teachers. "Carol Danvers remains as she was when Rogue first touched her."

"And how are we supposed to explain this to S.H.I.E.L.D.?" questioned Scott Summers, also known as Cyclops, as he paced the Professor's study. "She's a government agent. I don't think they'll take kindly to her being in a coma. When we explain she was a victim of—"

"What do you mean, 'victim'?" growled Logan. "Kid didn't mean to do it."

"Of course not, Logan," tempered Ororo 'Storm' Munroe. "What Scott is saying is—"

"I know what he's saying," Logan interrupted crossly.

"Then you'll know how much of a problem it is," Scott started again.

"Hey, I think I know more than you how—"

"Boys," Jean Grey said in her even, husky voice. "This isn't helping anyone. At the moment—"

Logan whipped his head around to sniff at the damp, rainy air coming in through the open window. "Someone's out there," he growled.

"Yes," the Professor said calmly. "He's managed to evade a number of our security measures. I believe he will be at the front door now."

he other X-Men exchanged worried glances, before following the charging Wolverine to the front hall. By the time they were at the door, the desperate knocks were clearly audible. With a snarl, Logan wrenched it open.

The young mutant leaned heavily against the side of the door frame, his brown leather trenchcoat flapping in the wind, a bo staff topped with a crystal in his right hand. Behind him a number of the mansion's no longer hidden traps glowed with red-purple energy, seemingly exploded. The teenager looked up at the collected X-Men, long, damp hair stained with rivulets of blood falling in his face. "Is this," he gasped out, "the mutant sanctuary?"
"So how did you hear about the school, Remy?" the Professor asked the latest arrival. The other teachers ranged behind his desk, looking down at the handsome new mutant with varying degrees of pity, worry, suspicion, and hostility.

Remy glanced up from under his dark brows. "The word, she gets around. Even down by the Mississippi."

"Mr. LeBeau," the Professor said, with increased firmness in his crisply accented voice. Remy shifted uncomfortably in the chair in the Medbay. He had refused to let Dr. McCoy examine his wounds, saying they would heal, and had been sparing about exactly what his powers were. "Our school is always open to those mutants who need safe haven," Xavier continued. "However, we also need to make sure we protect those of our students already here."

"Gambit," Remy said, leaning back in the chair, and putting forth an air of bravado. Logan could practically smell a cockiness he assumed was probably second nature to Remy wrapping itself back around the Southern mutant. Remy smiled. "Generally go by Gambit."
"Of course," the Professor conceded, smiling. After a moment, his smile dimmed. Gambit, on the other hand, grinned widely.

"Tryna get up here, oui?" He pointed to his head, brushing aside some of his long hair. "Don' know quite why, but no one's ever had much success peakin' round my head."

"Indeed." The Professor inclined his head. "I apologize. Your entry was rather . . . desperate, and I feel it would help you best if you shared why you are so eager to claim sanctuary here."

"Don' plan on stayin' for long, or causin' more trouble than I can help, sir," Gambit said, flashing a devil-may-care grin that darkened his handsome face.

"In that case I believe we can find a place for you," the Professor offered. "While I wish you would let Dr. McCoy examine you, I will not force this upon you."

Gambit leaned his head to the side with another mischievous grin. "Much obliged."

Second Floor Hallway, Xavier Institute

"Professor."

Charles Xavier sighed as Scott and Logan followed him out of the room. "Yes?"

"Professor that boy has trouble written all over him, and we still don't know about his powers or how he got past security," Scott complained.

"I have to say I actually have to agree with Four-Eyes here," Logan admitted. "That kid is runnin' from somethin', and he's as shifty as they come. We can't trust him."

The Professor sighed again.

Professor's Study, Xavier Institute

"Un ange."

Ororo raised a brow at the newcomer. "What is that?"

"Your hair," Gambit indicated with his eyes. "With your face? That can only mean chere is an angel, not a mutant."

"My, aren't you the charmer," Ororo said evenly, sitting down across from them. "Now if only you could convince the boys as easily."

Gambit raised a brow. "They don't like this one?"

"As you could clearly see," Ororo stated. "Now if you return their wallets to me, I will have no need to call them back in here."

Gambit raised his brow. "You callin' this one a thief?"

"Takes one to know one," Ororo said dispassionately. "And I have been there."

Gambit flourished his hands in a bow to her, revealing both wallets with a magician's pass. "I have been outdone, me."

"Thank you," Ororo said, smiling crookedly.
"So where did you learn the art?" he asked, for a moment breaking his older-than-his-years facade and actually looking like a teenaged boy in his curiosity.

"Egypt, and that's all I'll say for now," Ororo answered. "But Remy . . . if you're running from the law the Professor can help you. But only if you tell us."

Remy swallowed, and Ororo could see the fear that had propelled him to their door. "It's not the law."

**COMMERCIAL BREAK**

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**Third Floor Hallway, Xavier Institute**

Walking to his second class of the day, Bobby hurried up behind Kitty to tap on her shoulder.

"Oh hi!" she said brightly as she turned towards him. "What's up?"

"I just wanted to see if you were all right. We've all been pretty shaken up by everything that's going on. You took a pretty big hit in the D room the other day," he explained.

"Oh, I . . . I'm fine," Kitty said, her face lighting up and, she was sure, coloring pink too. She pushed a bit of hair out of her face. "Are, are you okay, after everything that's been going on with . . . with Rogue?"

"Oh, yeah." Bobby looked down. "Yeah, we've been . . . it's been hard on her, and she likes a lot of time alone. But um, yeah, I'll—"

"Hey!"

They both turned as Rogue walked up to them.

"Hi Rogue," Kitty said. "Are you holding up okay?"

"Yeah, yeah, sure," Rogue said, biting her full bottom lip.

"Well, we don't want to be late, so . . ." Bobby indicated and they moved forward.

Walking into their class, their burly Canadian 'gym' teacher strode in hauling a new arrival by his neck. "Say hi to the new kid Gumbo here," Logan growled. "I want you three to . . . help him adjust," he said significantly.

The 'kid' Logan refered to was fairly tall; at least, taller than Rogue and Bobby. He had the lean, muscular build that boys his age usually tried in vain to get through hours of working out. He wore a brown leather trenchcoat and his left hand held a card he was smoothly flipping between his fingers. His other arm was hiding behind his back. His face was, Rogue had to admit, undeniably handsome: high cheekbones, rough sideburns and a full, sensuous mouth that spread into a devious grin designed to make women weak. His hair was long and scruffy in an effortlessly attractive way, falling almost to his shoulders, and thick, arched brows gave his face a dark cast without obscuring his eyes.

His eyes. They were dark and shifty, glittering at her like gems, and Rogue frowned. She could have sworn she saw a flash of red in there. His smile spread wider, and he cocked his head to the side,
staring at her. Rogue shivered. "So Logan," she said, turning firmly away from the disconcerting new boy, "are we gonna be seein' ya around today?"

"Yeah kid," he said, giving a genuine smile. "I'll be teaching this week."

"Could everyone enter please?" said Scott from inside the room.

"Go on in," Logan said to Kitty, Bobby, and Rogue. "You too." He shoved Gambit along. "And hey: no funny business."

Gambit just gave his cat-that-swallowed-the-canary smile and inclined his head, before heading in. Logan cast a look over at Scott who nodded in solidarity. On the case of Remy LeBeau at least, they agreed. "Class, we have a new member," Scott said. "Gambit, if you could stand up?"

Gambit obeyed, and there was a perceptible rustling among the female population at the handsome new addition. He knew it too, as could be gauged from the self-satisfied smirk on his face. He winked at one of the students, who blushed and grinned.

"Gambit is from New Orleans, and is staying with us for a while. I'd like you all to help him learn the rules around here," Scott said stonily. Gambit bowed, before sitting, draping himself over a chair and desk.

"So today we're continuing our study of heat and energy," Scott began. "It's one of the things that probably will also apply to . . ."

Rogue felt a prickling on the back of her neck, and turned. Gambit's eyes were fixed on her. Again he gave her that smile. "What?" Rogue whispered. "Ain't your momma ever told you not to stare?"

Gambit's smile widened. "I apologize, chere. Are those the sweet magnolia tones of Mississippi I hear?"

Rogue couldn't help herself. She smiled back, just a bit. "And you sound like a bayou boy yourself."

"That I am," he said suavely. "Us Southerners gotta stick together up North, don' we chere?"

"Rogue," Bobby whispered, trying to get her to pay attention.

"Rogue?" Gambit raised his eyebrow. "That's one hell of a name, but I'm sure it fits the woman."

"Are you truly flirtin' with me right in front of my boyfriend?" Rogue questioned.

Gambit's eyes flickered to Bobby for a moment, but his smile resolutely remained. "Can you forgive a poor boy who jus' can' help himself, chere? You' like a warm breath o' home way up here."

"Now that, sir," Rogue said firmly, "is a line if I ever heard one."

"Y' wound me, chere," he said, pressing his hand over his heart. "Is that your mutant power, bein' so beautiful and so cold that a fella jus' about makes a fool of himself if he even comes near you?"

Rogue stiffened, the remark was so close to the painful truth. "Why don't you keep your eyes on the teacher and your lines for your notes from now on, Swamp Rat," she snarled, turning her back to and refusing to look at him.

Gambit began to respond when Scott raised his voice, "And I hope you are all paying attention to this part," he said significantly, looking plainly at Gambit, "because it will become important when you go to Dr. McCoy for your lab, and unless you follow it, you're likely to seriously hurt yourself . .
Rogue swallowed hard, her hands tightening. Gambit simply watched her, confused.

"Hey," he said when class was dismissed, following her out into the hall. "Chere, I'm sorry if I offended, I didn't mean to—"

"Just leave me alone, would you?" she said, trying to keep her voice steady as she walked away, clutching her books tightly to her chest, as if for protection.

"I jus' don' know why you got so mad," Gambit tried again. "If there's anything I can do to make it up to you . . ."

"Just leavin' me alone would do nicely," Rogue snarled, turning away and hurrying off down the hall.

"Rogue," Gambit called after her, his voice lowering when she moved too far ahead for him to shout without drawing everyone's attention. He stared after her in perplexity, watching the striped haired girl hurry away.

COMMERCIAL BREAK

Teacher's Lounge, Xavier Institute

"The kid has got to go," Scott grumbled, making himself a pot of coffee and shaking his head. The other teachers sat or stood making themselves food in the small room that was their respite from the swarms of eager young mutants in their charge. Jean and Ororo sat next to each other at the table, while Logan rummaged through the fridge, and Hank leafed through the latest Newsweek.

"Scott," Jean admonished. "It's not like you to just give up on a new student."

"He's not gonna stick around to be a student," Scott argued. "He's just using us for a place to stay while he hides from whatever's chasing him. Probably the law."

"That's not true," Ororo said, pushing aside her tuna sandwich and crossing her arms.

"Come on, Storm," Scott scoffed. "Everyone's seen the same thing; in every class he's rude, he's arrogant . . . he's constantly flirting with the girls, constantly getting the guys riled up, constantly mocking the teachers . . . It's like he thinks he's playing us."

"He wasn't that bad in my class," Ororo demurred. "He's just putting on a show to cover up the fact that underneath it all he's a scared kid who's running and terrified."

"He doesn't act like a scared kid," Logan put in. "He acts like a man who's done something wrong and knows he's gonna get what's coming to him."

"I can't believe you, either of you," Ororo said disgustedly. "You would think neither of you had ever dealt with a willful, stubborn boy who wants to cover up his problems to protect his pride."
Which is ironic, since if you checked your mirrors this morning you could have each seen one right there." With that Ororo stalked out of the lounge.

"Storm," Scott called after her.

"Scott." Jean put a hand on his shoulder. "It's—" Jean broke off with a gasp and grabbed her head as everything in the lounge shook.

"Jean?" A panicked Scott moved quickly to take her by the arms.

It's okay, it's okay." She waved dismissively as the rocking subsided. "I'm fine."

"I know I've examined you before," Hank put in, "but if you would consider having a day of rest? I would—"

"No, no, I'm fine," Jean interrupted.

"Jean." Scott lowered his voice. "We found you suspended over Alkalai Lake, malnourished, after two weeks of thinking you were dead. That doesn't just leave a person fine. If not Hank then the Professor—"

"No!"

Scott pulled back slightly at Jean's vehemence. "No," she said again, voice shaking. "I need to go and grade some papers. I'll see you after lunch."

"Jean—" Scott tried to pull her back, but with a telekinetic push she made him let go and hurried off.

Logan folded his arms, frowning.

Classroom Room 237, Xavier Institute

"Welcome," said the Professor with a warm smile as the students settled into the circle of chairs. This class was more alert than the others, filled with students who looked interested and awake. The Professor watched Rogue enter, near Bobby, keeping her distance from him. He noted the looks cast between Bobby and Kitty. He watched Gambit settle himself, leaning back with his boots dug into the ground. He registered the new addition, Jubilation Lee, as she seated herself nervously at the edge of the classroom.

"For those of you who are new to the school, I hope you've enjoyed your first day of classes. This class is rather different: much as we are. It is a class to examine questions pertaining to us as people, and as mutants." Xavier looked around the class, sharp eyes taking in everyone's expression.

"Today, the question I pose is that of self-preservation. As members of the human species, throughout history we have faced questions of how far it is ethical to go in the protection of ourselves. As mutants, this becomes an even greater concern. Faced with prejudice and with threats of violence, how may we react to those who would harm us, knowing that we may posses far more power to do harm than others?"

One girl raised her hand. "Yes, Becky," the Professor acknowledged.

"Well, doesn't the law say we have a right to self-defense?" she asked.

"Yes, indeed it does," the Professor answered. "But the laws were made before the revelation of the existance of mutants. And as such, many would say such laws do not apply to mutant powers."
"That's unfair though," Kitty spoke up. "Since any power, whether a mutant power, or a gun, can be used for harm. It doesn't change the self-defense argument."

"Actually it does," said a boy on the far right of the class. "You're only allowed to use force deemed necessary to defend yourself. So, if someone slaps you, and you pull out a gun and shoot them, then you can't say it was self-defense."

"And you can imagine how the anti-mutant crowd would say any use of mutant powers to defend ourselves is more than necessary force," Kitty said with some bitterness, to a chorus of agreement.

"Now," the Professor said firmly, "that may be so indeed. But I ask you to focus on your own ethical opinions, rather than the judgement of others."

"I think," said Bobby, and the class turned to listen to him, "that we have a right to defend ourselves and others, and a duty to make sure we know the uses of our powers. If someone has a gun, they should be trained how to use it, so they don't hurt someone accidentally. If you don't acknowledge your power, it can still be turned to harm if it commands you."

The class was filled with a chorus of muttered agreement.

"I— I think," Rogue began, then stopped, drawing a deep breath as the class focus switched to her, "that . . . that it depends on the power. Sometimes a weapon is too dangerous to ever be used. Think about nuclear warfare. That's somethin' that just hurts everyone. No good to usin' it at all, to my way of thinkin'. Sometimes we're too dangerous even to defend ourselves."

The class erupted into a storm of disagreement, with the other children protesting Rogue's answer from a dozen different sides.

"That thought just makes us into weapons, like we're not people—"

"Comparing us to a holocaust waiting to happen is just—"

"It's not for you to decide for everyone—"

"Well I think those jus' plain disagreein' with her are bein' naive," drawled the new addition in a thick, Cajun accent. All eyes turned to Gambit. "Even if you don't agree with Rogue, until you've really seen how much damage can be done wi' you' powers, you don't know what it feels like to be seen as a weapon, as somethin' your own family is terrified of—and has a right to be."

"It's patronizing to suggest we don't know what it's like to be looked at with fear," said the girl who had first spoken. "We've all felt that at one time or another."

"But what about bein' terrified of you'self?" Gambit said, his Louisiana drawl a deep, serious rumble. "What about knowin' you have blood on your hands, blood that don' come off, blood that got there because you were a mutant and the other guy wasn't, and you can't say the fight was fair, or that you deserve to live, so you're gonna have that hauntin' you wherever you go? You felt that?"

The girl scowled, but didn't respond. The Professor looked around at his silent class. "Well, I think we've all raised some interesting points. Now for the two cents of an old man who hopes you will grow up with far more wisdom than he had at the time. When I . . ."

Gambit didn't hear the rest of the Professor's story, didn't laugh with the rest of the class. His eyes rested on Rogue. She swallowed, her cheeks coloring, then gave him a small nod before turning away. The skin on the back of his neck pricked. Gambit turned towards the sensation, an awareness bred into him for a long time now. The new girl, the one with the red streaks in her hair, was looking
at him too.

COMMERCIAL BREAK

Second Floor Hallway, Xavier Institute

Gambit waited until the class had passed en masse to look back and follow the swish of red-streaked hair down the side hallway. As he had sensed, the ponytailed girl was sneaking off into the parts of the school which, as new students, he could tell were forbidden to them.

He followed her, moving with the silence he had been trained to. The girl moved with purpose, clearly knowing where she planned to go. Gambit followed her just far enough behind that he wasn't detected. She made her way to the lower levels of the school. When she came to a locked door, she opened her backpack. As she reached inside, Gambit peeked out from behind the door that shielded him. The girl looked up and he had just enough time to pull back before she spotted him.

He made his breathing as quiet as possible. The girl resumed her rummaging in her backpack, and he heard a hiss. Somehow she had opened the door. Stalking, staying low, he managed to slide effortlessly to the edge of the doorway and inside before it closed. Kneeling behind a counter, he peered over, watching the young girl insert a CD into the large computer in front of her as she typed.

His keen eyes observed a flurry of names and pictures on the screen before he was distracted by a flash of blue. Before his eyes the young girl melted away, revealing a blue skinned, red haired mutant who wore a self-satisfied smile.

Rising, he clapped his hands slowly. The mutant whirled. "Classic," Gambit congratulated. "And quite a wonderful job, in this one's professional opinion. Don' know how you got past all the telepaths here, but you did quite a fine job."

Mystique sneered. "And your opinion should mean something to me?" Her voice was almost robotic, carrying dozens of layers.

"Well I am a thief, like you," Gambit said amiably. Mystique smiled, a nasty grin, standing up. "I think you're out of your league, boy."

Gambit spread his stance, his hand going under his jacket, pulling out his bo staff. "And I think you ain't leavin' with what you jus' stole."

Mystique palmed the CD as it slid out of the computer. Her yellow eyes narrowed.

Danger Room, Xavier Institute

"No, no, no!" Logan was yelling at his trainees. "I said lean right, lean right! You—"

His sensitive nose twitched, a familiar, hated scent reaching his nostrils. Turning around, he slammed down on the emergency button on the side of the exit door. Quickly, he turned off the simulation.

"What is it?" Bobby asked, looking over. "Logan?"
Logan didn't answer, walking out the door. Professor, he thought hard, hoping the old man could read him. It's Mystique. She's in the school.

**Upper Level, North Wing, Xavier Institute**

Gambit swung his bo staff around at Mystique's knees, and she leapt, moving effortlessly into a kick. Slamming his staff down he backflipped. He landed in a crouch, a manic grin on his face. "I'm not playing, boy," growled Mystique, aiming a punch at his devious face.

"All work and no play makes fo' one grouchy blue femme," Gambit answered, snapping his staff around in a complex twirl to hit back at her. "An' I don't need to stop you, jus' slow you down. I can tell in your eyes you don' want that, oui?"

Mystique hissed in fury, backing up towards a window that looked out over the grounds. "Well then, try and follow this."

Flipping with reptilian grace, she smashed through the window. Grinning, Gambit leapt after her, flipping in the air and using the momentum to rocket off the ground a second after he landed, breaking his fall. He tumbled easily into a crouch, before grinning over his shoulder at Mystique. The red-streaked girl stared back at him, cut up and crying. "Oh God," she wailed. "Help me!"

"None o' that," Gambit snarled, whipping around to point his gleaming bo staff at her.

"What the hell are you doing?" he heard behind him. He glanced behind to see Bobby running towards him, furious. "Don' believe your eyes," Gambit yelled after him. "She's not who she says she is."

"He attacked me," cried 'Jubilation'. "He just . . . just came at me . . ." Gambit whipped his bo staff at her, cracking her across the face. "Show yourself for who you really are, mam'selle," he demanded. "Or I'm gon' have to rip that false face right off, see?"

"Stop it!"

"No way am I letting you hurt that girl," Bobby asserted, sending a sheet of ice soaring at Gambit's feet. Gambit flipped up and brought his staff down. Gleaming red-purple energy shattered the ice on his staff and the ground, throwing Bobby backwards. Other students had gathered by now. Some, Remy could see, were charging up their own powers, ready to attack him. He had to move fast.

Reaching into his side pocket, he pulled out an ace of spades. "Last chance," he said to 'Jubilation.' She merely cringed, playing for the crowd. With a swift motion he charged the card, sending it flying into the girl. It hit, thrusting her backwards, slamming her back onto the grass. Gasping, Mystique reverted instinctively to her true form, before flipping herself back to her feet.

The crowd pulled back, and she visibly realized her mistake. Yellow eyes scanning the crowd, she saw the familiar shape of a charging Wolverine. Hissing, she took off at a run for the trees, pushing aside the surrounding mutant children.

Gambit considered going after her, but caught sight of Bobby trying to rise. Walking over he offered his hand. "Sorry bout that mon ami," he apologized. "Had no time to explain." Bobby looked up into his eyes and pulled back. Gambit knew that look: the look of one who has seen a devil. *Le Diable Blanc.* From it he could tell that he'd lost control, and his eyes were now glowing a demonic red and black.

"Oh my God, Bobby!"
Gambit's eyes widened even more as Rogue ran to her boyfriend. "What the hell!" she exclaimed.

Gambit closed his eyes tightly, looking away.

"It's okay Rogue," Bobby said through gritted teeth. "It . . . it was Mystique. I thought . . . I thought she was a student."

Rogue tried to meet Gambit's eyes now, but the boy was backing away. The surrounding students were doing the same, pulling back at the sight of his eyes, at his now known ability for violence. "I'm . . . I'm sorry," he muttered, before whirling and sprinting off. Rogue stared after him.

COMMERCIAL BREAK

War Room, Xavier Institute

"She ran off," Logan growled. "She musta ducked into some water or somethin', to mask her scent."

"If you could smell her now, why couldn't you when you first picked her up, when she was pretending to be Jubilation?" Scott demanded.

"She found some way to mask her scent until she turned. I don't know, Four-Eyes, why couldn't your magical sight catch her?" Logan snarled back.

"Logan, Scott," the Professor cut in, "this is a foolish argument. Even I could not sense her in the mansion. Clearly she's found a way to mask herself from senses telepathic and otherwise, for this mission at least."

"Do we know what that mission was?" Ororo questioned. "We do think Magneto put her up to this, yes?"

"Yes, it's almost certain she had Eric's help to break into our files," Xavier conceded. "She took our our registry, data on every student we have within our walls. I don't feel I need to impart upon you how serious this is."

"We have to go after her. Assemble the team," Scott said quickly.

"That could be exactly what they want," Jean reminded. "To split us up, so they can take the school more easily."

"In that case we'll need to call in some outside help to defend the students, should the need arise," Xavier determined. "Scott, Logan, you'll be the two to head this assignment. I'll have some assistance ready. I believe I need to make a call to Munich. In the meantime, Storm, Jean, the real Jubilation Lee is safely at home with her parents, who had heard her arrival would be this week. If you could ensure that she safely makes it to the school on time, I would be most grateful."

"Sir, what about Remy — Gambit?" Ororo asked. "I saw the way he looked last night. He's planning to run."

"Yes, I believe so," the Professor responded, with a smile. "But I have hope that something will convince him to stay."
MedBay, Xavier Institute

Bobby winced, frowned, and then grinned as Kitty phased through the walls. "You know you're supposed to be up at dinner," he reminded, shifting on his hospital bed.

"Yeah, I know," she said. "But I figured you could do with the company."

"Yeah, I'm feeling like an idiot myself," Bobby admitted.

"Don't," Kitty objected. "You thought you were defending a new student. That's just you."

"Yeah, me, not knowing when a new student is actually one of our arch-nemesises," Bobby rolled his eyes. His eyebrows furrowed. "Nemesisees? Nemesi . . .?"

"No," Kitty corrected, sitting down beside him and taking his hand. "You, wanting to protect us, welcoming everyone in and making sure they find a safe place at the mansion."

He looked down at their entwined hands. "Rogue's, um, she's upstairs. I guess she still feels bad about . . . about what happened earlier."

"Oh yeah, I'll, I'll go check on her for you," Kitty said, flushing red and getting up.

Bobby watched her go. "I don't trust him," he said suddenly. Kitty paused. "Gambit?"

Bobby nodded. "I know it's probably unfair, and me being angry but . . . I don't."

Kitty smiled at him. "If you don't think he's trustworthy, then I don't either."

Grounds, Xavier Institute

Gambit had no trouble sneaking out of his room and dropping down off the balcony edge. Moving through the shadows towards the forest he heard the crunch behind him before she spoke.

"Hey."

He turned, hair falling in his face, obscuring his expression. "Sorry I didn't stay to say good-bye, chere," he crooned. "It would have—"

"Just save it, okay?" Rogue cut off, crossing her arms. "You're running."

"This ain't quite the place for me," Gambit said, shocked by her bluntness into honesty.

"Yes it is," Rogue said firmly.

"You don' know me, chere," Gambit said, his Cajun drawl dark and low.

"No, but I know what you're doin'," she shot back. "And I know why. Mystique tried to run me off too once, after I hurt someone here. Not meanin' to, but I did. She said everyone here would hate me, cast me out. But they didn't. Not here."

"I'm a monster to these here people," Gambit said huskily. "My eyes, the way I attacked your boyfriend—"

"Oh please, you have beautiful eyes, hidin' behind that is just weak sauce," Rogue snapped. "And
"If I stay, people could get hurt," Gambit said, but with less conviction now. "You said yourself, sometimes you're too dangerous for anyone's good."

Rogue swallowed. "A teacher here touched my skin and now she's in a coma," she forced herself to say, working to keep her voice steady. "It happens when I touch anyone. A hug, a handshake, a kiss . . . any of those could be deadly. By just my bein' here, I could hurt anyone. But I'm not runnin' anymore, because you can't run forever, and this place? It is filled with people just like us, who know they're safe here. So don't fool yourself into thinkin' you're so special, sugar. You're in the same boat with the rest of us, Gambit."

They stood in silence for a moment, the wind blowing Gambit's long hair across his face, those glowing red and black eyes fixed on hers. Sighing, Rogue turned to go.

"Remy," he called out. Rogue stopped. "What?"

He walked up beside her, back towards the school. "My name is Remy LeBeau. You can call me, Remy."

Rogue smiled at him. "Well then I will."

ENDING CREDITS

**PROMO FOR NEXT WEEK:** A fanatical anti-mutant sect has it out for the X-Men, and Jean's advanced powers begin to reveal themselves. The rivalry between Remy and Bobby heats up. Rogue's worst fears may be realized. Jubilee tries to find her place.
Front Hallway, Xavier Institute, North Salem, New York

With a bang and a flurry of black smoke, two tall men and a blue-tailed mutant appeared in the central hallway of the Xavier Institute for Gifted Youngsters. "Urgh," Logan groaned, stepping aside. "How do you not get sick doin' that all day, Elf-boy?"

"Would you have prefered flying?" Scott asked, grinning when Logan shuddered. The Wolverine's hatred of planes was well known.

"If we must use names," Kurt Wagner said imperiously, "zen you may call me the Incredible Night —"

"Logan!" Rogue called, running out of the Rec Room and over to him with an excited smile on her full lips.

"Hey Stripes." Logan grinned as Rogue came up to him. "I get a hug?"

Rogue hesitated, but managed to wrap her arms around his shoulders briefly. Not far behind, Bobby moved in to shake Scott's hand. "You guys find out what Mystique's up to?"

"Can't really talk about that here," Scott said, straightening, then relenting. "But off the record, no."

"Hey, Logan this is Jubilee," Kitty said, pulling in the new girl by the hand. "Hey." Logan's face darkened, his voice hardening with shame. He hadn't been able to tell this real girl from Mystique. What kind of guardian was he?

"I know they said the other mutant was imitating me, which is, like, so weird," Jubilee said, a full, open smile filling her face. "And I can't imagine if I showed up here, and there was a duplicate of me. Luckily, Remy ended up finding out it wasn't me before I had one hell of a weird day."

"Of course," purred Remy, who had migrated over to join their group around the time Rogue had. "You can never correctly duplicate true beauty, c'est impossible."

"I don't— I mean . . ." Jubilee blushed, just like the dozens of other girls Remy worked his charms on.

"Yeah, don't worry, sugar," Rogue said, rolling her eyes. "If he ever gets too much to deal with don't be afraid to slap him upside the head and remind him that his mother should have taught him manners." Logan guffawed, and even ruffled her hair a bit. Remy's eyes narrowed, and he muttered something in French.

"You say anything nasty like that again to Rogue, and I'll phase your pants right off," Kitty said with a sweet, dangerous smile. Remy merely shrugged, his long hair swaying, and gave his devilish grin. "This one's an exhibitionist. Would just say it's the next fashion trend, oui?"

"Oh I definitely came home in time," Logan growled. "Clearly I need to school the boys here in some manners." The surrounding X-Men snorted, giggled, or laughed outright. "What?" Logan narrowed his eyes. "What's so funny?"
"You, schooling someone else in manners," Scott supplied, smirking.

"Haven't ya'll read his book?" Rogue asked lightly. "Wolverine's Guide To Teaching Proper Decorum To Idiot Boys: Step One, Find Boy. Step Two—"

"Apply Beating," Bobby put in.

"Yeah, rinse and repeat as needed and don't you forget it." Logan glowered at the young mutants.

"Maybe that's why we don' never learn how to fix what we doin' wrong, mon ami," Remy suggested. "If you beat us before tellin' us what we're doin' wrong, how we supposed to 'member the message, us?"

"Oh, like a beatin' could possibly damage your head worse'n it already is," Rogue sassed. "Y' wound me again, chere," Remy moaned, clutching his heart and staggering backwards. "One day you'll find this one dead. When that happens, put up a sign this one's tombstone: 'Remy LeBeau': Slayed By The Wicked Tongue Of A Chere With A Face O' Porcelain And A Heart O' Ice. Mourn For His Poor, Wicked, Lost Soul."

Rogue rolled her eyes. "Yeah, and mine'll read, 'Rogue': Choked To Death On The Cheese Of One Smarmy Cajun's Lines."

"'Bobby Drake'," Bobby mused, "'Froze Himself To Death On A Dare. Eat Ye Blue IcePops In His Name.'"

"'Kitty Pryde," Kitty said dreamily, "'Danced Much, Dreamed Much, Munched Much.'"

Logan rolled his eyes. "I need a beer."

"Are you always this crazy?" Jubilee whispered to Bobby. He wrapped an arm around her shoulder and gave a half-smile. "Welcome to the family."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch
"So I would like your papers in by Monday, and if you need extra help I am open Thursdays and Fridays after four," Ororo said with a nod, dismissing her class. Collecting her files and stepping outside of the class, she heard a distinctive, polite throat-clearing behind her. With a smile, she turned. "Rogue," Ororo said gently. "What is it? Are you having problems with the classwork? I mean you seem to be doing very well. I—"

Rogue was shaking her head. "No?" Ororo supplied.

"No, it's . . ." Rogue took a deep breath. "It's just, no one will tell me about . . . about Ms. Danvers and I need to know . . ."

Ororo was giving her a kind, pained smile. "Rogue, nothing so far has changed. We'll tell you the minute something changes but . . ." Rogue was looking down, biting her lip. Ororo resisted the urge to hug the sad girl, knowing the last thing Rogue wanted was to be touched. "Honey, is there anything else I can help you with? I mean—"

"No, I'm fine," Rogue said, glancing up and then away. "Rogue?" Ororo tilted her head knowingly.

"It's just . . ." The girl hesitated, and Ororo simply waited. "It's just, I still have her powers, and so I have to be extra careful about touchin' anyone, and everyone knows by now, and my only real friends are Bobby and Kitty and now Jubilee, but Bobby and Kitty have been spending time together, and then of course, there's him—"

Ororo raised a brow. "Him?"

"Remy," Rogue muttered, lip curling. "Gambit, whatever. He's always starting on me."

"Starting on you?"

"Teasing, flirting." Rogue crossed her arms. "Why is he always bothering me?"

"Well, you don't give him the fawning reaction the other girls do," Ororo explained. "Much like any teenage boy desperate for attention, that irks him. He also clearly likes you."

"He likes anything female," Rogue said bitterly. "So you . . . think I should pretend to like him?"

"No, no I can talk to him, I just think you rising to him is what he wants," Ororo advised.
"Storm," Scott called from the hallway.

"I'm sorry, sweetie, I have to go. We'll talk later, okay?" Ororo said kindly. "Okay?"

"Yeah, yeah, yes." Rogue nodded and followed Ororo out into the hallway. Rogue heard a distinctive chuckle and cast a glance over her shoulder, where Remy was flanked by his usual gaggle of fauning girls. Rogue made a disgusted noise.

"Ignore him," said Bobby, coming up behind her. "And next time he bugs you, tell me. I'll ice something really painful that'll wipe that smirk right off his face."

"I see Mr. Southern Comfort is surrounded by his groupies," Kitty said, rolling her eyes in sympathy. "Don't worry about him Rogue. He—"

"Hiya guys!"

The three mutants turned as Jubilee bounded up to them. "Hey, guys! So I was thinking, apparently we haven't had like an outing, something fun as a group lately. So I asked, and if you guys support it, we can have a mall day, in town. What do you think?"

"Oh, that, that sounds nice, sugar," Rogue agreed. "Right guys?"

"Yeah," Bobby determined, nodding sagely. "I think we need some fun."

"Great!" Jubilee squeed. "I'll go tell everyone else," she called, already hopping over to Remy and his fans.

"That there girl has more cheerfulness than all of us combined," Rogue half-laughed.

"Well maybe we need it," Kitty observed. "I mean, sometimes we forget we're kids."

**War Room, Xavier Institute**

"We tracked Mystique to Europe, but just based on other break-ins, we found no trace of her scent," Logan informed the gathered X-Men. "She's found a way to mask herself, but her break-ins were at other schools, other facilities that keep tabs on young mutants."

"We figure," Scott continued, "either Magneto's looking for someone with a particular gift, or he's going to go on a mass recruiting spree and wants to know all his options."

"That's not much to go on." Ororo sighed.

"Storm is correct," Professor Xavier conceded. "I believe at the moment the best course of action is to alert the other schools and facilities harboring mutants and advise them to be on high alert, and watch their children. Oh, speaking of which," he added with a small smile, "it's come to my attention that the children are of the opinion that a vacation is due. To that end, I have agreed to a day of shopping and unspecified but supervised fun in town. Ororo has volunteered herself and Logan to sponsor the trip—"

"Wait, what?" Logan's eyebrows shot up. "What?"

**COMMERCIAL BREAK**
"You are really hating this aren't you?" Ororo chuckled to Logan. Behind them a horde of Xavier Institute students loudly laughed, gossiped, and argued as they led them through the North Salem mall.

"Storm," Logan growled, "Why? Why did you volunteer me? What did I ever do to you?"

"Nothing," Ororo responded. "You love the kids. And I figured this would be a better way of showing them you do than terrifying them senseless in a Danger Room session."

"Yeah, by terrified me senseless," he groused. "Hey, hurry up back there!" he called over his shoulder. "Damn kids."

"Okay," said Jubilee, from between Bobby and Kitty. They were at the tail end of the group, picking up the rear. "Malls are divided into restaurants, clothing and accessories, and stores of interest. Most of them will be chains, but almost every mall has little hidden gems that you just have to find by perseverance and observance."

"Y'all make it sound like a damn mission," Rogue teased. "Thought the point of an outin' was to be off mission?"

"Hey, you never know. Someday the wisdom I am imparting unto you may save your life," Jubilee said with dignity.

"Ah yes, the great mall mission," Remy chuckled, and his gaggle of female fans chittered along with him. As they were outside of the mansion, he was wearing dark sunglasses to prevent a glimpse of his red and black eyes from giving away their cover, or disturbing shoppers.

"Don't have to be a dick about it, man," Bobby said clearly. "You—"

"Support humanity's rights, protect ourselves from the mutant menace," cried a man who was part of a group handing out fliers. "Support Friends of Humanity."

"Now what's all this here," Remy drawled as the other students around them stiffened. Bobby, drawing on his status as older, more experienced X-Man with missions under his belt, urged the younger students forward to join the rest of the group.

"Protect and defend humanity! Require those in our country who harbor dangerous abilities to register them and ensure the safety of us all," said the flier man, trying to hand one off to Bobby.

"Guys, let's just go," Rogue urged, desperate to get out before her temper got the better of her.

"You think mutants should be treated like second-class citizens?" Kitty accused, drawing herself up to all of her five foot two inches height.

"Listen, little girl," said a taller F.O.H. member patronizingly, "mutants are incredibly dangerous. We need to know what they can do so that we can protect the innocent, human citizens of America from attacks like the Liberty Island incident."

"By proving the man who made that attack right?" Bobby demanded. "By forcing them to expose themselves to harrassment?"

"That wasn't a man who made those attacks; it was a mutant and a terrorist," the F.O.H. member began. "A deadly—"
"Like being a mutant makes him not human?" Kitty raised her voice. "He was one bad mutant, just like there are bad humans. Turning our country into pre-war Nazi Germany is—"

"Don't start using hyperbolic comparisons you don't understand just because you feel sympathy," an F.O.H. member who appeared to be the leader said pityingly, gesturing at the Star of David that hung around Kitty's neck. "The Jews didn't possess the ability to kill hundreds of men with a look o—"

"Hey," snarled Logan, striding over to put himself between the children and the Friends of Humanity. "Everybody, move along."

"Sir, my name is Grayson Anderson, and I—"

"Save it, bub." Logan's voice lowered dangerously. "And if you know what's good for you, pack up and take this shit somewhere else."

"What was that?" Ororo demanded as Logan led the offended students back to the rest of the group.

"Just some anti-mutant idiots who picked the wrong town to hock their bullshit," Logan explained. "Takin' signatures and handin' out fliers and gatherin' donations for their precious cause."

"I can't believe people are listenin' to them and givin' money for that," Rogue said disgustedly, casting a glare over her shoulder as they walked off. Now that she was far enough away that she didn't have to worry about how much damage she might do if she lost control, she could give her anger free reign.

"Yes, the money they earned from their long, hard days of mutant-hatin'," Remy mused. "Mus' be such hard work they do, n'est pas?" And with a magician's pass he revealed two wallets he had lifted off of the F.O.H. members.

"Put that back you moron!" Bobby whispered harshly. "Relax, mon ami," Remy laughed. "They won't notice till it comes time for them to get food or somethin'."

A large hand gripped Remy's shoulder. "You have somethin' of ours."

"Or maybe they jus' the real observant kind," Remy conceded, silently cursing himself for not noticing the men sneak up behind him. He never would have made such a mistake in the Guild. That would get you killed faster than you could blink.

"And what would that be?" he drawled to the F.O.H. members who stalked over, stalling for time.

"Hand us our wallets, trash, and we won't call the police," said the F.O.H. member who had his hand on Remy's shoulder.

"Just give it back, man," Bobby ordered.

"Why don't you just keep quiet, eh?" advised Grayson. "I know your kind of mutant sympathizers thrive around here but—"

"Oh we're more than sympathizers," Kitty said dangerously, flexing her arms.

The burly F.O.H. member tightened his hold on Remy's arm. "You want ta loosen up your grip, mon ami," Remy drawled carelessly over his shoulder. "Trust this one."

"Not a chance." The burly F.O.H. man grunted. "I don't let a thief out of my sight and you're not
Moving faster than humanly possible, Remy whipped himself under the elbow holding him and twisted the man's own arm behind his back. "I said step off, homme," Remy whispered harshly, holding the larger man in place.

Grayson and the other members of the F.O.H. put their hands down by their belts, as if to draw out guns.

"What the hell is going on here?" Ororo snapped, striding over, Logan not far behind.

"This boy stole something from us, ma'am," Grayson announced, quickly pulling his hand out, empty. "Our wallets, two of them."

"Remy?" Ororo said icily. Remy used his free hand to reach into his trenchcoat and pull out the two wallets in question. "No' much of any use in 'em anyhow," he dismissed. "Nice picture," he directed to one man, showing everyone the photo of a sexily dressed woman. "Don' much look like the other one of your wife with the kids though." The man in question sputtered and moved forward, his hand reaching into his belt. Remy whipped off his shades, revealing his gleaming devil's eyes.

"Remy, stop this. Let him go," Ororo demanded. Remy released the F.O.H. member from his hold. "He put his hands on me first," Remy defended.

"I don't want to hear it," Ororo snapped.

"He's stolen from us and attacked us," Grayson asserted. "We need to take this mutant—"

"Bub, you're not takin' anyone anywhere," Logan got right up in the other man's face. "You wanna call the cops? We'll talk about how legal it is that you've got eight armed men in a public mall, and see whether you have licenses for all those weapons." The other F.O.H. members cast wide eyed looks at their leader.

"Fine, mutant," Grayson addressed Logan as if the title was the highest of insults. "Why don't you take your spawn out of here before you cause anymore trouble? You see we at the Friends of Humanity would frown on a confrontation in a place that might result in the loss of innocent human lives."

"Well then we agree on one thing at least," Ororo said, eyes cold. "Logan, let's round up the kids, lead them back to the school."

"Yeah," Logan aquiesced, but not before sending menancing looks at each and every one of the F.O.H. members.

"You watch your step," muttered the F.O.H. member Remy had fought, hissing at the Cajun. "Best find yourself a jail cell to hide away in, before we find you." Remy just gave the other man a bold, reckless smile. "En toute temps, n'importe ou, come find me. Anytime."

**COMMERCIAL BREAK**

Professor's Study, Xavier Institute

"I know not everyone here was involved in the altercation at the mall," Xavier's cool voice
announced to the students gathered in his study, "but I wanted everyone here to try and address any lingering feelings you all may have about the Friends of Humanity and—"

"It's just not fair," Kitty spoke up bitterly. "I mean, they show up in our town with their hate-speech and we're just supposed to take it lying down!"

"Well freedom of speech is one of the rights of every member of this country," Xavier said neutrally.

"They're doing more than speech," said Jubilee with fervor. "I feel sure of it. Groups like that don't just talk. And unless we fight them off—"

"We can't just fight every stupid person out there," Rogue put in. "We wouldn't have time to breathe."

"We can't all roll over either," said another student sitting in the back. "People like the F.O.H. need to be taken out, one way or another. They're scum. They want to talk about how we're not human? They're the ones who aren't human."

"Well, now," Xavier began, "if we continue on that line of thinking . . ."

"You guys—" Rogue tried to speak up, but was cut down by a chorus of agreement.

"Hatred." Xavier raised his voice ever so slightly, "is not the path I want for you. That would lead you all down a path parallel to the Friends of Humanity."

"Maybe hatred is what we need," voiced a boy in his third year at the school. "It's not as if they don't deserve it. All those humans out there who hate mutants, who hate us, who are always out for us? We need to be able to fight back against them, to never let up our guard against their prejudice and their fear. We need some fire of our own."

"My Daddy always said," Remy spoke up, in a rare serious tone, from where he lounged in his chair like a king on his throne, "that that kind of hate was a mix of resentment, guilt, and fear that goes both ways. Said it will eat you up inside if you let it, because you start feedin' offa it, lettin' it frame how you see the whole world. It becomes addictive — like no matter how many battles you win, you' world jus' keeps gettin' darker, 'cause you never make anythin' better by fightin' a war every day 'gainst people you don't know. It's like poison, from any side."

"And yet you were the one who started all of this when you—" the third-year boy began.

"I think we've accomplished all we can for now," the Professor interrupted firmly, dismissing them with a nod. "Remy, Rogue, Bobby, Kitty, Jubilee? I'll speak with you after supper, before lights out."

"Professor, that kid is the one who started it," Logan said as soon as the last student left the study. "He has to go."

"Logan," Ororo closed the door sharply. "Not where they can hear."

"Where they can hear what?" Logan snarled. "What, Storm? The kid is a thief and a liar, and he could have gotten everybody in that mall hurt. Those guys were armed—"

"He was provoked," Ororo defended. "Look, they are stupid kids, Logan, but they are kids."

"Yeah, but he's more than that." Logan faced the weather witch down. "I've seen him casing the joint. Look how he took those wallets! He's a thief, and I'm sure he's got a record, and—"
"And you've got a trail of dead bodies behind you! Should we say you aren't fit to be around the children?" Ororo proposed icily. Logan's brow darkened. "You know, you didn't even question whether or not he had stolen the wallets, Storm."

Ororo opened and closed her mouth. "No," she said, looking over at the Professor, then back to the burly Canadian. "No I didn't."

"You know the kid's a thief, Storm!" Logan growled. "You know he's—"

"Yes, yes I do, because so was I!" Ororo finally exploded. Logan pulled back at her vehemence. The typically so calm Ororo was fuming, her eyes going white. A sharp wind banged against the walls of the school, and nervous voices sounded in the hallway. "Storm," the Professor gentled.

Ororo took a deep breath and relaxed, letting the storm inside and outside go. "Yes, Logan, I was a thief too," Ororo clarified. "As was Rogue for a time, and a number of our other students when they were on the run."

"There's a difference between doing something to keep yourself alive, and doing it for a damn career, Storm," Logan pressed. "That kid is more than some amateur, and he's running from more than upset parents angry their kid has the X-gene."

"I know what it's like to be forced to steal for more than survival," Ororo enunciated. "To have someone controlling you, making you into a criminal for their own purposes. That's what's happened to Remy. I know it. I know enough about the way the underworld works. He's not running from the law. The kind of fear riding him comes only when you know you are not going to be given any kind of fair trial."

Logan sighed. "I just don't want any of our kids to get hurt because of whatever his deal is."

"Well he's one of our kids now," Ororo asserted. "His deal is something we have to deal with too."

**Lower Level Hallway, Xavier Institute**

"You know, I think that what you said is so moving and true. We can't let hate come over us," cooed a pretty mutant second-year girl to Remy. She leaned seductively against her locker, batting her eyelashes at him. "We have to let love guide us."

"Oui," he answered, knowing women liked it when he spoke French. "We need to—" Out of the corner of his eye he caught a swish of white-touched brown hair and grinned. "I'll see you round, no?" he said dismissively to his now ruffled admirer, and sped up to head Rogue off as she walked outside.

Rogue groaned when the bouncy Cajun walked backwards in front of her out into the fading sunlight. "What do you want, Remy?"

"Now why does this one get the sense that you don' like him, you?" Remy raised a brow with his devilish grin. "Because I don't," Rogue said flatly, her accent deepening, as it always did when she spoke to Remy.

"But you were the one asked me to say," Remy needled, tossing his long hair and lacing his hands behind his back.

"No, I wasn't! I—" Rogue looked left and right and then stepped in closer. Remy's eyes glittered, and Rogue inhaled a whiff of his scent — bourbon and cinnamon. "Look, I don't know why it is that you think it's funny, to make a big thing out a' teasin' the girl who can't touch," Rogue said, proud of
herself for keeping the tremble from her voice, "but it's downright cruel is what it is, Remy LeBeau."

"I'm not tryna be cruel, chere," Remy said, shaking his head. "Why is it so hard to believe someone might not be afraid o' you?"

"Do not patronize me," Rogue seethed. "Do not—"

"I am not patronizin' you, chere." Remy tried to explain. "You—"

"You do not," Rogue barreled ahead, fury building. "I can't stand you and your—"

"Look, chere." Remy moved closer. "I—"

"NO!" Rogue hauled off and punched Remy, hard in the mouth. Holding her temper in for so long, terrified of letting it out, she would have hit him hard enough with only her own strength. But the release of her temper had unleashed the stolen powers of Carol Danvers, and it sent Remy LeBeau flying ten yards back away across the field. The students who had been enjoying the end of the summer on the lawn turned to stare. Rogue's eyes widened in horror as Remy slowly drew himself up. Going cold, she forced herself to move, to run.

Teacher's Dorms, Xavier Institute

"Jean?"

"Oh God, Logan." Jean looked up from cleaning her room with her signature soft smile, the first thing Logan had ever seen at the Xavier Institute. "What is it? Is something wrong?"

"No, no," he brushed aside. Then, stumblingly, "Well, kinda. This new kid Gambit . . ."

"Yeah, I hear he's quite the troublemaker." Jean's smile widened. "Kinda like another new edition to our team was not too long ago, if I recall."

"Why is it everyone comparing me to this punk?" Logan grumbled. "It's like Storm expects me to have a special bond with the kid."

Jean looked to the side then back at him again. "Maybe because some people here once thought you were a punk, and she was one of the ones to say you deserved a chance." Logan looked aside at that. "Yeah, well . . . that's not why I came up here."

"Oh?"

"Yes. Jean." He took a step forward. "Jean, we're worried about you."

"Logan—" Jean's warm voice went chilly.

"You practically rose from the dead," Logan practically hissed, his passion creeping into his tone as he took a step forward. "And then you come back and your power is amplified. It's beyond all of us —"

"Logan—" Jean clenched her fists and winced, trying to hold herself back.

"Even the Professor can feel it," Logan soldiered on. "Even Chuck. Only you barely talk to him, and you won't let him know what happened, and when we try to bring it up—"

"Logan—"
"—you push us all aside. But you can't Jean, you have to let him in—"

Jean was shaking her head, her eyes hardening. "No, Logan. I do not."

"Yes, Jean!" Logan hammered home. "You do. He can help, he can—"

"No, Logan!" Her words resounded like a whiplash in his mind, and Logan felt himself pressed away from her, back towards the wall. Her face was tight, hard. For a moment her eyes seemed almost black. Then, as quickly as it had come, the expression relaxed away. Jean was Jean again. "I have to go," she mumbled, walking off, quickly.

"Jean!" Logan tried to reach for her, but she dodged quickly away and hurried around him out the door and down the hall.

**Edge of the Grounds, South Lawn, Xavier Institute**

Rogue sat on the bench. Her bench. The bench that she had sat on the last time she had stolen a mutant's powers, when Bobby had said the whole school hated her. Well, not Bobby, Mystique, but it didn't matter. She couldn't shake the looks in their eyes, the whispers. She was dangerous, and they should hate her.

"So is that how it is wit' you Mississippi gals?" Rogue practically jumped out of her seat at the sound of the bourbon and spice voice behind her. He'd given her no warning. As always, when he wanted to, he moved silently as a snake. "How what is with us gals?" she asked, frowning at Remy as he swaggered over, twirling his staff.

"You know." Remy draped himself over the bench with his own particular brand of lazy elegance. "Break a fella's heart — and his jaw — and then run off on him, oui?"

"I . . . I didn't . . ." Rogue swallowed. "I'm sorry, okay? Did . . . did ya go to see Dr. McCoy? Are you—"

"Easy now, chere," he drawled. "This one don' break so easy. Not hurt more than my pride, but this one needs it every now and then."

"Well, if you're not hurt then you should leave before you are," Rogue snapped, wrapping her arms around herself. Remy raised a brow. "Threats now?"

"It's not a threat you moronic Swamp Rat!" Rogue practically screamed. "Don't you get it? I'm dangerous! I near bout killed a teacher! She still hasn't gotten up for days! She's in a damn coma!" She turned to walk away. "Maybe you just have a death wish, or maybe you're plain stupid, but either way, I'm not stayin' to figure out which."

Remy stood up quickly. "Has the vomitin' turned to nightmares yet?"

She stopped. "You've been spyun' on me, Cajun?" she accused, whirling around.

"No." Remy shook his head, walking up to her. "I jus' know what you're goin' through."

Rogue seethed. How dare he? "You have no idea what it's like to—"

"To hurt someone wi' you' powers?" Remy cut off, raising on thick brow. Rogue glared at him, trying desperately to keep from crying. "Go to hell."

"It's not bad you know: the guilt," Remy said, his voice gentle. "Hatin' you'self. It just means you'
not a monster."

"I am a monster," Rogue asserted, turning to go. Remy grabbed her shoulders roughly. "No you are not. Listen to me. I know monsters. I know people who kill, who enjoy killin’. I know 'em . . ." He swallowed, looking pained. "Intimately. And you ain't one of 'em. Purely the opposite, human and whole and good in every way. You didn't know you would hurt her. I don't blame you, and neither does anyone else. You hate that guilt. Don't. It means you're still able to feel. Means you're a person."


Rogue bit her lip, and met his gleaming red-black eyes. "You are not a monster," Remy said again. "Not even close."

"I . . ." Rogue swallowed, feeling something in her give, something begun by the sympathy and empathy in those vibrant eyes. "I . . . I have to go."

"Rogue—"

Rogue pulled away, running off before he could use the power of that voice on her again. Bobby, coming out of his final class, saw Rogue ran past him on the lawn, trying and failing to hide her tears. His eyes traced her trajectory, back to a certain red-eyed mutant by the bench.

COMMERCIAL BREAK

Just Outside of the Grounds, Xavier Institute

Dressed in black SWAT wear, the second in command of the armed contingency moved over to kneel beside Grayson Anderson. "Sir," he whispered to Anderson, "you should leave now, before we begin the attack. If you stay there is a chance they could sense you, implicate the rest of the organization—"

"Yeah, yeah, I know the reasons. I'm the one who made them, remember?" Grayson brushed aside, his eyes fixed on the walls of the Xavier Institute. "You've armed everyone with the tech, yes?"

"Yes sir."

"Remember, take them by surprise. Pick them off one by one at first, so you have less to deal with later," Grayson stated for the final time. "Surprise is our biggest strength here. They think no humans could beat them. I need you to prove them wrong."

"Yes sir."

"Good man, Rodson. God bless." Grayson clapped Rodson's shoulder. Grayson then turned to go with the rest of his escort into the truck that would take him far away from the school, and any chance of implication. Rodson put a hand to his ear. "Okay, time to rock and roll."

Inside The Grounds, Xavier Institute

"What the hell is your problem?" Bobby demanded, striding over to the Cajun. Remy didn't look over his shoulder to face the angry Iceman. "Don' know what you mean, mon ami."
"You damn well do," Bobby muttered, and shot a stream of ice around the other teenager, just high enough to prevent Remy from stepping forward. Remy paused, closed his eyes, and sighed. "You right, I do," he said, his Deep South drawl silky. "I'm wonderin' why you wanna be so damn blind at the moment."

"Blind?" Bobby practically snarled. "Yeah, that's right, blind," Remy said, turning around and walking over to get up in the other mutant's face. "She's out there in pain," he said, pointing towards the fading figure of Rogue, "and you' angry at me 'cause I'm doin' your job, you."

Bobby's fist iced up instantly, and he delivered a solid hit to Remy's jaw. "Don't." Bobby spat. "Don't use Rogue for a cover to make yourself seem like the victim. You're the problem here. You're the one bringing us trouble."

"I came here . . . to stay outta trouble," Remy huffed, catching his breath through the pain of the ice-assisted punch.

"And yet you almost brought down an entire organization of mutant-haters on us when we had little kids who could have been hurt, all because you can't keep your hands to yourself," Bobby fired back.

Remy smiled an angry smile. "Hands to myself? Interestin' choice of words, mon ami. I was also the one who saved little Firework on my very first day when you couldn't. And I'm the one who manned up and talked to Rogue 'bout what's eatin' her up. What are you more afraid of me takin': your job as the precious team captain, or your girl?"

Bobby aimed another punch at Remy, but this time the faster mutant simply dodged. When Bobby threw a chunk of sharp, spear-shaped ice at Remy, the Cajun charged up a card and whipped it at the projectile, exploding it in the air.

Tree Line Before Field, Xavier Institute

"What the hell is that?" one of the F.O.H. soldiers muttered, gesturing to the source of the sounds. Ice and gleaming red-purple light were locked in a battle they could see even from their position crouching on the ground.

"That's our diversion," Rodson said with grim purpose. "It's drawing a crowd. Take out the kids on the edges of the field and then attack while they're distracted. Move out."

Grounds, Xavier Institute

The crowd around Bobby and Remy was steadily growing as the two boys exchanged a mix of physical blows and mutant-powered attacks. "No one here—" Bobby grunted, icing the ground beneath Remy's feet and punching him as he stumbled with ice-enforced fists — "is ever gonna trust you."

"Oh oui?" Remy recovered quickly, backflipping away from Bobby's next attack with kinetically powered agility and tossing a searing card at his opponent's head. "All I need is one person, and we both know I'm halfway there already."

Bobby leapt forward, enforcing his whole arms in ice to grab both of Remy's, slamming him into the ground. Remy's eyes gleamed a brighter red as the two boys abandoned finesse for power-assisted wrestling.

Rogue pushed her way through the crowd, her eyes widening. "Remy, Bobby! What the hell!?"
The crowd parted at a growl from Logan. He stormed forward towards the embattled mutant boys, and roughly yanked them apart by the scruffs of their necks. "What the hell you two bozo's think—" He froze as his nose detected an alien scent. "There's somethi—"

His words were cut off with a cry of pain as a dart hit him in the neck, sending the burly Canadian into a violent seizure.

"Logan!" Rogue screamed, as he dropped like a stone to the ground. "Rogue, get down!" Bobby warned, as a scope peeked out from behind a bush. A flying card caught the dart midair and exploded inches from Rogue's head. She dropped and rolled as she'd been taught, joining Remy, Jubilee, and Bobby beside Logan's still jerking body. "We're under attack! Everybody get inside!"

Bobby hollered.

Mostly Instrumental Version of "Conspiracy To Riot" by Sage Francis Plays Over The Next Scenes

Their attackers had formed a half circle around them while Bobby and Remy fought, cutting off escape into the school. In the dark by the trees they were invisible, but when they came onto the grass they were vulnerable to attack.

"Colossus!" Bobby cried, and the huge Russian mutant turned towards him. "Get the older students to the right and try and push them back!" Piotr nodded, already suited up, the charged darts hitting his metal skin helplessly. He located a few students who were using their powers to target the shooters, and moved to take control.

"Kitty," Bobby yelled to the tiny mutant a few yards away, "get the younger kids behind us!"

"Already on it." Kitty answered. She grabbed the screaming and terrified younger children, hustling them towards the protective circle Bobby, Remy and Rogue made fighting off the shooters. "I think I can phase myself and the kids so we won't get hit," Kitty yelled over the din.

"Good! Do it, and do it fast," Bobby said through gritted teeth, throwing ice into the air to stop the rain of mutant-deadly darts.

"Logan, Logan wake up!" Rogue begged. "Please!"

Bobby turned in the direction of his girlfriend. Rogue had run to kneel beside Logan's body, trying desperately to rouse him. "Rogue, get behind the line!" Bobby screamed as three shooters rose up, firing. He iced two of the darts aimed at his girlfriend, before one of them hit his own shoulder. He spasmed, falling to the ground.

"Bobby!" Kitty cried, reaching out to grab him and keep him phased.

"No," Bobby warned through gritted teeth. "You . . . could get hurt. Rogue—"

The three attackers who had targeted the poison-skinned mutant were moving forward, surrounding her and Logan's insensate body. "Ya'll back off, now," she snarled, executing a roundhouse-punch combination that launched one of the attackers back about fifty feet into the air. One of the fallen man's comrades lunged for her. She twisted and used his weight to toss him over her shoulder, slamming him against the ground where he lay still.

"Rogue, look out!" Kitty shrieked. Rogue had no time to respond when the dart hit her in the neck, sending her into a fit of seizures that gripped her body with an iron ring of pain. "No!" Kitty screamed as her friend went down, four other F.O.H. soldiers moving in for the kill.

A flash of red-purple light hit one of the men squarely in the chest, sending him flying backwards.
Remy hit the ground on all fours. His bo staff swung out, lightning fast, to knock the legs out from under three F.O.H. soldiers. One of them shot at him. Remy dodged effortlessly, using his bo staff to flip like an acrobat and deliver a thuddingly hard blow to the man's chest. His red-black eyes burned as he snapped his bo staff around, cracking another opponent's jaw.

"Wolverine!" Kitty's cry drew attention to Logan, who was still unconscious and a few feet away from Remy's protection. Five attackers swarmed towards him, their guns aimed at the big man's chest.

"No!" Jubilee pulled herself away from Kitty's phase loop and sprinted over to their teacher. Flinging her hands forward, three of the men went flying backwards as they were hit with a dynamite stream of energy.

"No! Jubilee, come back!" Kitty warned, a second too late as the newest student was hit with two darts to the thigh and went down on top of the unmoving Logan. Kitty screamed, looking around desperately. Wolverine down, Jubilee down, Rogue down, Gambit almost overpowered as he tried to defend her body. Bobby was out cold in front of her, and she could hear the sizzle of the mutant-takedown darts all around her, hitting her fellow students as attackers poured onto the lawn.

No. The word was spoken to Kitty's mind, but it wasn't the Professor, and it wasn't panicked, or even directed at her. It was a command, uttered with an amount of power that made her head hurt. Out of the corner of her eye Kitty caught a flash of red. She turned to get a better look, and gasped.

Red-hair whipped around the levitating figure of Jean Grey as she swept out onto the field. Darts fired at her disintegrated in the air without so much as a look from the mutant. Face-taut, eyes black as pitch, Jean Grey raised her arms and every member of the F.O.H. attack squad was lifted into midair. Their guns disintegrated in their hands. Then, to Kitty's wide eyed horror, the men began to disintegrate themselves. Their screaming formed a deafening wail, shaking Kitty out of her hold on her consciousness. The last thing she heard before she blacked out was a shrieking, bird-like cry of triumph.

COMMERCIAL BREAK

Med Bay, Xavier Institute

"Logan? Logan?"

Logan blinked, groaning. "J— Jean?" His eyes opened and adjusted to the light, expecting to see the beautiful redhead's face. Instead he was met with a sad smile in a sea of blue. "Ah, Fuzzball," Logan greeted the blue-furred mutant. "What happened?" he moaned.

"An attack," Dr. McCoy answered. "How much of that do you remember?"

"Uh, they had guns." Logan winced, sitting up. "Hit me from behind— the kids!"

"They are quite alright," Hank assured. "Actually up before you, for once. It seems these weapons work against our own mutant abilities, meaning your healing factor didn't give you its usual advantage. However, they don't seem to be designed to kill."

"Hello?" said a small voice from the entrance.

"Ah, Jubilee." Hank smiled widely as the young mutant shyly entered the room. "Logan is up this
time. Jubilee here has been checking on you periodically. Kitty says she ran over to drive off your attackers when you fell."

"Then I got knocked out too," Jubilee offered. "I . . . I just wanted to make sure you were alright."


"Rogue?"

Rogue jumped slightly, turning as Hank entered the silent ward. "Oh, hey Dr. McCoy, I didn't mean . . . I mean . . ."

Hank smiled understandingly. "It's okay Rogue. I don't think Carol would mind."

Rogue's lower lip trembled as she turned to look back at the unmoving body of Carol Danvers. "But I . . . I hurt her. I might've . . . she might be . . ."

Hank placed a large furry paw gently on her shoulder. "Rogue, Carol never blamed someone for what they are unable to help."

"But I stole her powers. I stole her life!" Rogue exclaimed. "How can I walk around, knowin' I've got what's hers in my veins? I keep tryin' not to use them, but then we got attacked and I couldn't help it——"

"Carol dedicated her life to the protection of human and mutantkind," Hank explained gently. "And if I know anything, I know she would not want you to be hurt because you felt using her powers was wrong. If anything, using her abilities to defend your school and fellow man is exactly what Carol would desire. I believe it is the best way for you to honor her memory and her legacy."

Rogue nodded, tears slipping down her cheeks. "Thank you, Dr. McCoy."

"Not at all, my dear," the gentle giant answered. "Not at all. If you are feeling better, I believe Bobby, Kitty and Mr. LeBeau are gathered in the Rec Room."

Rec Room, Xavier Institute

"Hey guys," Rogue said, coming into the Xavier Institute Recreation Room. "Is everyone-"

"They're on TV." Bobby pointed. His expression was blank, almost muted. "Them . . . the Friends of Humanity."

Rogue turned to the screen that was the center of attention.

"Well, we're not a hate group," said Grayson Anderson into a reporter's microphone. "That's a smear campaign. We are just trying to protect humanity, trying to protect those who would be harmed by others."

"By mutants, you mean," said the reporter.

"Look, we're not saying mutants are evil," Grayson said carefully. "But we regulate guns, we regulate cars, we regulate weapons. There are thousands of mutants out there with the power of weapons, and plenty of them who believe this makes them superior to humans. We're not the oppressors here. We are fighting for our own survival."
"Professor?"

"Yes Scott," Charles Xavier said gravely. "Please come in. There are some things we need to discuss . . . about Jean."

Scott lowered his head and walked into the room, closing the door behind him.

ENDING CREDITS

PROMO FOR NEXT WEEK: Jean engages in many types of power plays. Remy's powers take a deadly turn, and his desire to keep his secrets puts his life at risk. Bobby and Kitty find themselves in an awkward position, and Jubilee finds a way to prove herself.
Jean engages in many types of power plays. Remy's powers take a deadly turn, and his desire to keep his secrets puts his life at risks. Bobby and Kitty find themselves in an awkward position, and Jubilee finds a way to prove herself.

AUTHOR'S NOTE: Some aspects of this story are very similar to those found in "The Reeducation of Remy LeBeau" found on Tales From A Warrior Bard by Viking Princess. It is awesome, go and read it.

Season One, Episode Three: Push

Professor's Study, Xavier Institute

"But how do we help her?"

Professor Xavier sighed, looking up at Scott Summers wearily. "I am afraid that is entirely up to Jean. If she wishes to gain control over her new powers, then it should be well within the realm of possibility. But," the Professor sighed again, "if she is determined to hold onto the new abilities her rather miraculous resurrection has unleashed, I fear that we will have difficulty persuading her otherwise."

Scott frowned. "But why wouldn't Jean want to get better control over her powers?"

The Professor shifted in his wheelchair. "Well, power is quite universally seductive, Scott, and she may feel it is her right to keep what is, technically, hers."

"But controlling isn't not keeping, right?" Scott asked. The Professor seemed unusually evasive.

"The only method I know of to contain the power she is experiencing now," Charles said carefully, "is to lock it behind a series of mental blocks . . . this would return her to her former self."

"Her former self?" Scott scoffed, but shifted. "Professor, she's still Jean."

The Professor took a deep breath. "Scott—"

Scott leaned forward, but Charles paused. From the way his eyes glazed over, Scott gathered he was receiving some sort of telepathic message.

"Oh no," Xavier groaned. In the Professor's refined English accent it sounded like the sigh of a benevolent god pushed one sin too far. "Not again."

South Lawn, Grounds, Xavier Institute

"You guys, stop it!" Rogue demanded, her twang especially sharp. Between Bobby's icy expression and Remy's infuriating laughter, Rogue could tell that her command would go unheeded. The picnic had been going well up until recently. Everyone had been enjoying a lunch outside during the last days of summer. That is, until Remy took his flirting over to the blanket inhabited by Kitty, Bobby
and Rogue, and made some comments Bobby found inappropriate.

"Not until he apologizes," Bobby snarled, his egg salad sandwich abandoned. He was flexing his muscles in readiness, and the air had gone a few degrees colder.

"'Pologize for what, mon ami?" Remy chuckled. "The femmes, they seem not to mind." Bobby threw an ice dart at Remy. Remy snatched up a sandwich, charged it, and tossed it expertly at the ice dart. They met with a mini-explosion, spraying cold water and lettuce and mayo everywhere.

"Godammit, you morons!" Rogue exploded herself. "I made this here lunch with my own two hands!" Bobby looked down, reproached, but Remy only flashed her that devil-may-care grin. "If I made a list of things I'd want you to do with your hands, chere," he drawled. "Makin' sandwiches would no' be on it."

With a outraged cry, Bobby hurled himself at the Cajun. Remy laughed as they wrestled in a flurry of skillful, trained moves mixed with clumsy, hormone-hampered blows.

"Oh, not this shit again," Logan growled, striding over to the problem pair. He reached down and ripping both boys apart by the scruffs of their necks. "Now, if you two wanted an extra hour of Danger Room sessions," the burly Canadian said, smiling evilly as he dragged them away from where Ororo was attempting to restore calm to the picnic, towards the school, "all ya had to do was ask."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Kitty Pryde: Ellen Page

Piotr Rasputin: Enver Gjokaj

Jubilee: Julia Ling
MedBay, Xavier Institute

Hank McCoy frowned at the reading on the screen.

"What seems to be the problem, Dr. McCoy?"

Hank turned to smile at Jean, who was lying down on the examining table, a dozen different wires attached to her head. "Your brain scans," Hank supplied. "They shouldn't be showing the . . . diversity they are. It's giving me data similar to what I would see in a patient with disassociative identity disorder."

"Hmm. . ." Jean gave her warm smile. Then she closed her eyes. "How about now?"

Hank looked back at the three dimensional model of Jean's brain. "No, now it's . . . not like that at all." He swallowed. "But Jean, that's— that's not helping us find out what's wrong with you."

Jean's lip twitched. "So there's something wrong with me?"

"Well, the Professor believes—" Hank began, and felt a shiver pass around the room.

"The Professor." Now the redhead's lip curled, a sneer apparent in her voice.

"Please, Jean—" Hank tried to calm her, sensing the change in the quality of the air was due to her anger. But Jean had closed her eyes, her forehead creasing in concentration, an out-of-character smile playing about her mouth.

*Just a little push.*

Danger Room, Xavier Institute

"Now, you two bozos can learn to put aside your differences and work together," exhorted Wolverine, standing unperturbed as an army of highly trained soldiers rained down on Bobby and Remy, "or we can do this all day." Behind him a soldier fired a gun into his back. Logan growled and whirled around, impaling the man briskly on his claws, before turning back to the two teenagers. Bobby iced one soldier's gun, causing the simulated man to drop to the floor. Remy used his bo staff to back-flip away from a projectile.

"Look," Bobby huffed, "let's just work together and get this over with and get out of here, okay?"

"Fine by me," Remy agreed. "We—" Remy's eyes burned a brighter red. Bobby iced up entirely.

"Uh oh," Logan looked from one boy to the other. "No, no, you can't—"

The two boys launched at each other, fighting more ferociously than they ever had before, as if they were truly trying to kill each other. "Cajun! IceCube!" Logan screamed, shocked by their vehemence. "Hey, hey!"

MedBay, Xavier Institute

Hank was sprinting back and forth around the medical bay, desperately trying to fix his insanely
mismatching equipment. "Jean? Jean! Jean please!"

Jean's unnatural smile spread.

Danger Room, Xavier Institute

"Damn it," Logan growled, running at the warring pair. "I thought the two of you wanted out!"
Logan unsheathed his claws, ready to pry the warring mutants apart by any means. "You—"

Freezing, both mutants rounded on their teacher. Wearing a pair of equally evil grins, they leapt.

"Oh shit," Logan groaned.

Sick by Adelitas Way Plays Over The Following Scenes

MedBay, Xavier Institute

"Jean? Jean!"

No.

"Jean?"

"No!"

Hank turned at the harsh tone, so unlike Jean as to be alien. The redhead's eyes were wide and black and staring, with pupils of burning red-gold. "No," the new voice whispered. "Not Jean."

Danger Room, Xavier Institute

"Now this is enough!" Logan roared. "I don't want to hurt you two boys, but—"

Bobby shot a stream of ice at Logan's feet, causing the big man to trip. Logan pushed himself up with both arms, growling. "Now, I'm warning you, bub—"

Remy whipped a charged card into Logan's chest, sending him soaring. The burly ex-soldier bashed into the wall with a hard thump.

"Now," the Wolverine panted, getting up, "you are both dead!" He flexed his adamantium claws.

Both boys looked to each other. "Now or never, Drake," Remy said with a side-smile. Bobby nodded. Logan began to charge. Bobby ripped all the moisture out of the surrounding air to send a huge stream of ice at their teacher's chest. Logan began to tremble with cold, frost coating his beard, his mouth stretching with his attempt to walk against Bobby's wave of cold.

Bobby felt the moisture levels drop around him. "Gambit, now!"

Twirling his bo staff to unimaginable speeds, Remy waited until it gleamed with red-purple energy, before sending it hurtling at Logan's chest. The big man flew backwards into the wall, then dropped like a stone. Panting, the two boys stood as the session powered down.

Bobby frowned, and felt the weird anger that had gripped him drain away. He was almost frightened at what they had done, but for some reason his normal regret didn't kick in. Almost as if the emotions of shame were locked out of his system. "Well," he said dryly. "I guess so long as we worked together, it doesn't matter what we did."
"Think he'll be okay?" Remy questioned, worried now. He hadn't felt rage like that in a long time, and he couldn't fully connect it to his anger at Bobby or the teacher they'd knocked out so viciously.

"You don't know Logan." Bobby laughed a little, half-nervous, trying to convince himself. "I saw him shot in the head and he got up and walked five minutes later."

"Then we should start runnin'," Remy recommended. "'fore he decides to finish guttin' us like cat—cat—" Remy gasped, grabbing his chest.

"Yeah." Bobby grinned, feeling an inner sense of mischief that felt strangely new take over him. "I think we're the first ones to—" Bobby turned at the strange, choked sounds Remy was making. "Gambit? Remy?"

Remy's red and black eyes met Bobby's blue ones for an instant. Bobby watched as they rolled up into the Southern mutant's head and Remy collapsed.

COMMERCIAL BREAK

MedBay, Xavier Institute

Bobby burst through the door, lugging an unconscious Remy over his shoulder.

"Dear Lord," Hank whispered. "What happened?"

"His eyes just rolled up in his head and he collapsed." Bobby panted, sweating from the exertion of carrying the other boy.

"Well, I—" Hank looked over the two boys, trying to regain his focus in the wake of a new medical emergency. Jean slid easily off the medical table. "Come on, lay him down here," she offered smoothly. Hank hesitated for only a second before nodding. "Lay him down," he instructed Bobby.

Bobby complied, and with Hank's help managed to get Remy up onto the operating table. "His heart is beating too fast. Like, it's off rhythm," Bobby supplied. Hank nodded, pulling out his stethoscope and listening to Remy's heartbeat for a moment. "Arrhythmia, and his breathing is strained. He's burning up. Mr. Drake, if you could hand me that instrument . . . no, no the one to your left."

Neither mutant caught the pleased smile on Jean Grey's face as she slipped away.

Danger Room, Xavier Institute

Logan groaned, stumbling to his feet. "Oh, great," he growled. "They ran. You know I'll find you!" he yelled, grunting as he popped his shoulder back into location. "Damn." He scowled. He knew he'd made the boys angry, but for them to attack him? Somethin' doesn't add up . . .

"Looks like you had a bit more fun than usual."

Logan practically jumped at the soft, playful voice. "Jean? What— what is it?"

Jean swayed as she walked over to him. "I thought I'd come visit. You look like you could use a doctor."

Logan grinned sheepishly. "For once, huh?"

Jean gave her unusual smile. "No, I think you might need one more often than you think."
Logan frowned. "Jean—" His next attempt to speak was swallowed up in her kiss. Shocked, he
nevertheless responded, unable to help himself. He was a creature of instinct and feeling, and it took
at least a minute for his brain to reassert itself and push her gently away. "Jean, what are you doing?"
he demanded, gripping her shoulders. "What about Scott?"

"What about Scott?" she said breathlessly. "He isn't here right now."

"I know but—" Logan was cut off as she kissed him again. It was even harder to pull himself away
the second time. "Jean, this isn't you," Logan said, breathing heavily now. "But it's you," Jean said,
her voice pitched lower. "I could feel your desire from me the minute I walked in here. Your love.
You want this."

"It's not about what I want," Logan said with difficulty. "It's about what you want—"

"I want this," Jean practically hissed, trying to press herself closer to him.

"This isn't like you," Logan said, knowing it to be true as much as it wished it weren't.

"Says who?" Jean countered, her face hardening. Logan pulled back at the fury in her voice. "Jean
—"

"Good Jean, nice Jean, Jean for everyone else." The redhead seethed. "Jean held down, her spirit
crushed, her power, her joy, her rage all stuffed away in nice, neat little boxes. Controlled. No
more."

Logan took a step back, his nose sniffing. The woman before him still smelled like Jean, but he didn't
need his heightened sense to know this wasn't the Jean Grey he'd loved for so long. "Something's
wrong," he said carefully. "We need to get the Professor. He can fix this—"

"I don't want to fix it!" The creature who wore Jean Grey's face spat, eyes darkening almost to black.

"The Professor—" Logan tried again, and the creature laughed. It was a beautiful, painful sound, the
mocking laugh of an angered goddess. "The Professor? He fears our power."

"Our?" Logan felt his lip curl as he unsheathed his claws. "Whatever you are, you get out of her
now!"

"You dare!" the flame-haired woman crowed, and widened her eyes. Logan felt himself propelled
backwards by the force of the creature's rage, a telepathic push far beyond anything he had even seen
from Jean Grey. He hit the ground just as the redhead was turning to go, floating easily across the
Danger Room floor. "Who the hell are you and what have you done with Jean?" he managed, trying
to push himself to his feet.

Again, the torturously lovely laughter. "We are Jean. We are Jean set free."

Lower Level Hallways, Xavier Institute

"Well is he alright?" Rogue demanded of Bobby, catching him as he hurried away from the
MedBay.

"Who?" Bobby questioned angrily. "Logan or Remy?"

"Well, both of them," Rogue said clumsily, cheeks reddening.

"Yeah, and what about me, huh?" Bobby shot back. "You gonna worry about me?"
"You are right here, Bobby," Rogue snapped back, her accent thickening with anger. "I don't have to worry about you, because I know you're alright!"

"You know what? I'm not alright, Rogue! I'm not alright because my girlfriend thinks it's funny when other guys hit on her—"

"I do not think it's funny!" Rogue gasped. "I—"

"— and worries about them instead of me—"

"Bobby!"

"— and while I'm trying to defend your honor—"

"Defend my honor!" Rogue shrieked. "When did I ever ask you to defend my honor? Oh, that's right — I didn't!"

"Maybe because you'd be all too willing to give your 'honor' to Mr. Cajun Sleaze, if you actually could!" Bobby snapped nastily. Rogue gasped, stumbling back. Bobby immediately realized his mistake. "I . . . I didn't mean that. Rogue . . ."

But Rogue was nodding, her mouth held tight against tears. "Yes, yes you did. You meant every word. You think I want Remy. That I would be out sleeping with him like every other girl here — if I could. But I can't."

"Rogue—" Bobby pleaded, but Rogue raised her voice. "Because I'm the girl with the poison skin," she continued, "Your untouchable girlfriend. The constant virgin because if I even kiss someone I'll kill them."

"Rogue . . ." Bobby didn't even know what he would say if he could get her to stop. "Please—"

"Which is why you won't even try to kiss me anymore." Rogue could barely hold in her tears now, her anger making them boil against her skin. "Because you're too scared, because you flinch away every time I try to even hold your hand. So yes. Yes, maybe I like it when Remy hugs me, or pulls my arm, or makes a stupid joke, and doesn't act afraid of me like everyone else." Rogue pulled herself up, biting her lip before finishing, "And maybe I wish my boyfriend was more concerned about how I feel, instead a' my 'honor'."

"Rogue!" Bobby called after her, but the brunette was already walking away. "Wait!"

From the shadows, Jean raised an eyebrow. Dipping elegantly into Bobby's mind, she felt a roil of conflicting feelings: anger, affection, guilt, desire. All caged, held down, suppressed. The creature inside Jean felt a surge of sympathy which pushed at the locks in Bobby's mind. _Rogue, Remy, asshole, liar, how dare she, why would she, don't trust him, don't trust myself, slipping away, want to, want to feel, kiss, touch, touch. Kitty—_

"Bobby?" the little mutant asked as she rounded the corner and saw Iceman barreling darkly towards her. "What-" Kitty barely had time to gasp when Bobby pulled her towards him and kissed her, full on the mouth. They held together, connected at the lips for a long minute, before they pulled apart, stunned.

The creature inside Jean smiled.

COMMERCIAL BREAK
MedBay, Xavier Institute

"How is he?" Ororo asked, brow furrowed with worry, as she looked down at Remy. He lay, drenched in sweat and unconscious, IV in his arm. Ororo laid a gentle hand on his brow.

"He's lucky to have you on his side, Ororo," Hank said kindly, also looking down at Remy.

"Is he going to be alright?" Ororo asked again, slowly and carefully.

"Oh yes." Hank nodded. "His heartbeat is regular again, his breathing is closer to normal, and he doesn't have that terrible fever he had before."

"But what caused it?" Ororo asked. "I understand overheating, going to far . . . but this?"

"I believe it's due to his powers," Hank explained. "His powers work by charging objects kinetically, accessing the hidden potential energy in their mass. As we've seen, the result is . . . explosive. As near as I can tell, when he uses his speed and agility to perform the sorts of gymnastic feats he is so fond of, he is charging his own cellular structure. So . . ."

"So when he's leaping and bouncing around off walls and flipping through the air, he's basically cooking his own insides?" Ororo whispered.

"That is rather the extent of it, yes," Beast replied. "And if he pushes himself a little too hard the result could be rather explosive."

Remy groaned, stirring. "Dieu . . . don' feel good . . ."

"Relax, son." Beast put a firm hand on the young mutant's shoulder. "Your system almost failed on you. You need to rest."

"Don' have to tell this one twice." Remy gave a shade of his devil-may-care grin. "Know my limits."

"I wish you had told us, Remy," Ororo said gently.

"Sorry." Remy turned aside, guarding his face. "Need to keep some things private, non? Do have pride."

"Indeed," said Hank, holding the door open for Ororo. "Goeth before a fall, Mr. LeBeau."

"We'll be right back, Remy," Ororo assured.

"Ain' goin' nowhere," Remy said, huffing a painful laugh.

Lower Hallway, Xavier Institute

Rogue wrapped her arms tightly around herself, tucking away her hands. Her poisonous hands. The hands that her own boyfriend didn't want to touch. And why would he? He'd basically accused her of being a slut held back only by that very skin.

How dare he? How dare he assume I'm like every other girl when it comes to Remy? That, that I'd just fall all over him if I could? That I'm not smart enough to see he's just usin' me, thinkin' it's fun to make me want things I can never have?

The creature inside of Jean Grey frowned as she silently followed the girl with the white-striped hair. It should have been easy to find her way into the girl's mind, that of a vulnerable little teenager. But instead she was met with a haze, a convoluted mess filled with snippets of memories and emotions.
that felt alien when compared with what she knew of the girl: Rage. Anger. A sureness of purpose and self-righteousness born of trauma, used to justify the unjustifiable. Conceit and fury, anger at not being given what was due a god among insects. Arousal and fear and solidity and a determination to do right. Animal-strength and loneliness born of a shattered memory.

The creature inside of Jean seethed. This mind was filled with shades, preventing her from getting a glimpse at what she wanted to know: this girl's desire. Desire and want, freedom and will. She had been denied them until now, and she wanted to feel it all, experience it all. Wanted it unleashed in herself and everyone around her. She demanded access to the girl's mind, to her desires. With an inner sound like a shriek she thrust her power at the girl's psyche and pushed.

Rogue screamed, falling forward onto the ground as the mental equivalent of a sledgehammer drove into her defenses. Grabbing her head in pain as feelings and emotions rushed out as if from behind a dam in her mind, she choked out, "Remy."

**Professor's Study, Xavier Institute**

Logan burst through the door of Professor Xavier's study so hard he knocked it half off its hinges. "Oh, I, uh..." Logan swallowed and attempted to prop it back up, with little success.

"Logan." Xavier raised an eyebrow. "Good to see you up. I heard you had a bit of difficulty with Mr. Drake and Mr. LeBeau."

"Yes," Logan growled. "They—" He stopped and shook his head. "It doesn't matter. Professor, it's Jean."

"Logan—" Charles sighed. "I understand, both you and Scott are worried about Jean—"

"No, Wheels, listen," Logan cut off. "She came down to the DR and she... she wasn't herself. She didn't talk like herself, she said "we" as if there were two people inside of her, and she talked about Jean in the third person, and her eyes, they— they were almost black."

The Professor let out a deep, pained sigh. "Oh God. I was afraid of this."

"Afraid of what?" Logan demanded. Then, when the older man didn't respond, "Afraid of what, Chuck?"

"Jean..." The Professor closed his eyes. "Jean Grey was an extraordinary young girl. A wonderful young girl possessed of extraordinary power. Power that was beyond her ability to control, as it was. A class five mutant. Capable of almost anything. It was too much. So I had to help her."

"Help her?" Logan's voice was harsh. He didn't like the Professor's reticence to explain himself. "Help her how?"

"I put in a series of mental blocks, to shield her power. This system gave rise to a separate identity which called itself the Phoenix. A creature all of desire and joy — and rage. A goddess of destruction, who needed to be caged."

"Needed to be?" Logan felt himself growing angry. "According to who? You know if you cage the beast sometimes it comes out even worse than it was before."

"I don't need to justify myself to you," Charles Xavier said flatly, his voice quiet and removed. "Fine, but what about to her? What's going to happen to Jean?"
Charles raised his eyes to Logan, and in them the Wolverine saw a fear he had never glimpsed before. "I don't know."

**MedBay, Xavier Institute**

"What have I done?" Jean breathed harshly, clenching her fists. She had broken into Rogue's mind, hurt the innocent girl, and for what? Because she felt it was hers to know everyone's secrets? To feed on their desires, and free them from their cages as she longed to be freed from hers?

"I can make it right," Jean said aloud, and wondered for a moment who she was trying to convince. She shook her head and set her jaw. She had broken into Rogue's mind to experience the girl's desire. The least she could do now was make sure the young mutant suffered no further harm.

She set off for the MedBay.

**Teacher's Hall, Xavier Institute**

"Scott! Cyclops! Four-Eyes, open the damn door!" Logan bellowed, banging hard enough on the optic mutant's door to break it. Scott opened the door slowly, tiredly. "What?"

"Are ya hung over? Drugged? What? I was banging like crazy!" Logan questioned.

"No, I was . . . I was sleeping I guess," Scott said, staring around drowsily. "Wha', what is it?" he asked, confused.

Logan closed his eyes and silently cursed. "Jean."

Scott's expression immediately darkened. "What about her?"

"She's . . . wrong. Wrong in the head, sick. Violent, eyes going black, talking to herself like that toad-lizard from Lords and Rings."

"It's *The Lord of the Rings*," Scott corrected.

"Damn it, Cyke, are you not hearin' me? Jean's—"

"No, no." Scott was shaking his head. "No, I would know—"

"Really?" Logan practically snarled. "You just decided to take a nap right when this was going down, eh?"

"I— no," Scott denied. "She couldn't. She wouldn't."

"You know damn well she could," Logan countered. "You know damn well she could hold you asleep, and throw me across the Danger Room, and keep the Professor from knowin' anything all at once. She's gotten that powerful. And I can tell you she would."

Scott looked away, weakly shaking his head.

"She's not our Jean anymore," Logan admitted to the both of them. "If we want her back we're gonna have to find her and fight for her."

**MedBay, Xavier Institute**

Remy groaned, his heavy eyes flickering slowly open. "Di-diffuez le feu, Daddy, non . . . fire . . ."
"It's alright Remy," said a warm, husky voice, and he instinctively took the glass of water handed him. "Drink."

Drinking, Remy was able to finally open his eyes fully to see Dr. Grey sitting across from him, smiling. "Better?"

"Yes ma'am," he said, shivering a bit at the cool air against his still bare chest.

"Good," Jean said with another smile. "I'd like to talk about Rogue."

Remy's eyes became instantly shifty, veiled beneath his lids and lashes. "Oh oui?"

"Yes, Remy. She's a good girl."

"Yes, ma'am, she is," Remy agreed.

"And she's quite a bit taken with you," Jean confided.

"Well, that would be news to me," Remy laughed, looking down then up at her, in a way Jean was sure had jump-started the heart of many a young girl. "Seems most days end with her kickin' or hittin' me in some ways, and the gal's got a mean right cross."

"No, I don't think it's news to you. I think you know full well what you are doing when it comes to Rogue."

"Is this a—a kind of friendly, parental warning'?" Remy asked, raising a thick brow. "Cause I do believe Professor Logan has, uh, beat that into me pretty well." He flashed Jean a winning smile.

"No, no, it's not about Logan." Jean shook her head. "It's about you, Remy LeBeau. You are a persuasive young man. You seem to be able to get people to like you when you put your mind to it."

Remy swallowed, and for a moment Jean glimpsed the real boy under the charm. Ever so carefully, she attempted to slide into his mind. "Comes with the territory," he replied cautiously.

"Oh?"

He met her hazel eyes with his own, crimson red irises surrounded by a thick black ring, black pupils within. "With devil eyes like mine, it was either make nice or deal with the worst kind o' things people can do. Luckily, this one's always had a talent for suggestin' that I'm a likable guy, me."

"It's part of your mutation," Jean gathered. "To . . . suggest that people like you, trust you. Hypnotize them."

"I never said—"

"You didn't have to," the red-head cut off, and Remy pulled back at the steel in her voice. "How many people have you used it on around here? Ororo? Rogue?"

"No!" Remy shot back. "No, I could never manage it on someone as strong-minded as Ororo, and I didn't want to do it to Rogue." Remy frowned. "Why am I tellin' you this?"

Jean's eyes narrowed. Remy's mind was hazy, a static-filled mess that she couldn't penetrate. It was hard enough to try and induce him to tell her his secrets by suggestion: she didn't seem to be able to break into his mind. "You're very clever, Gambit," she stated. "Clever, and tricky and deceptive. What else are you hiding in that tricky little mind of yours?"
Remy leaned away from the fire-haired doctor. "Dr. Grey, you . . . are you tryin' to read my mind?"

Dr. Grey didn't respond, and the pressure in Remy's head increased until he gasped in pain. "Dr. Grey, ma'am, please," he pleaded, "you can't read my mind. I don't know why but I've always been-
"

The redhead jerked up to face him, and suddenly he was staring into black eyes as demonic as his own.

"You dare!"

The pain shot through Remy's entire body like a knife, landing most heavily on his head, like an axe trying to split his skull in two and drain him of his secrets, his thoughts, his memories. He screamed in agony, and the last thing he saw before he blacked out was the image of a fiery bird, trying to burn its way inside his skin.

**COMMERCIAL BREAK**

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**MedBay, Xavier Institute**

*Syringe By Emilie Autumn Plays over the Following Scenes*

"Remy?" Rogue rushed into the MedBay. She surveyed it with panicked eyes before spotting his prone form. "Oh God!"

She rushed over to Remy's inert body, slumped on the floor. "Remy? Help! Somebody help!"

"We came as soon as we heard him scream," Ororo said, and then gasped as she took in the tearful Rogue and shivering Remy. "What happened?"

Remy groaned, and the teachers hurried over to help Rogue, who couldn't bring herself to risk lifting him. "Easy son," Hank cautioned, kneeling down beside Remy and supporting his back. "Do you know where you are?"

"Know where I am." Remy coughed. "Where'd she go?"

"Where did who go?" Hank enunciated slowly. Remy waited for a moment, taking deep breaths as he surveyed the three. "Dr. Grey."

**Hallway, Xavier Institute**

Logan and Scott had whirled around when they heard the earsplitting scream. "No!" Scott answered the look in Logan's eyes. "It's not . . . she didn't have anything to do with that. Not Jean."

"You're right about that at least," Logan said harshly, turning to run towards the scream. "This is definitely not Jean."

**Professor's Study, Xavier Institute**

Jean, the Professor tried to reach out gently to his most powerful, most lost student with his mind. *Jean, please. You are hurting people around you. This must stop. Please, let me in, let me help you.*

There was silence for a moment, and then the Professor gasped as a burning essence of heated fury burned at his brain.
Stay out my head!

No, Jean, Xavier tried again, grasping at the strand of contact even through the pain, like a fire in his mind. *This isn't you. You are letting this creature you've created, this Phoenix, control you.*

*I created, old man?* The laugh in his mind was like white-hot knives and the beauty of a volcano. *I'm not the one who imprisoned us away, trying to control us. Afraid of us. Afraid of our power!*

No, no, not afraid of you Jean. Afraid for you!

*Lies!* The cry was akin to a hawk's screech, but ten times more powerful and ear-splitting. *You were afraid of our power and you tried to smoother us. But we're free now. Free!*

The last line came with a push of tremendous power, and Charles cried out as the link was severed, and he fell into unconsciousness.

**Hallway, Xavier Institute**

The Phoenix moved down the hallways of the school, her power reverberating off the walls. A halo of red energy like fire played across her skin as she let it run free. Exploding out of her skin like a cannonball, the rush of sensation thrilled her, as she let every emotion gained from her conquests sink into her mind. Guilt, fear, love, suspicion, desire, anger, terror . . . oh yes terror. Terror was a pure holy thrill that fed the Phoenix like the offerings of worshippers to an ancient, primeval goddess.

Turning the corner, the Phoenix's black eyes locked onto a tiny, pretty girl, her red-streaked hair pulled into two pigtails.

"Dr . . . Dr. Grey?" Jubilee gasped. The girl's eyes widened in terror, and the Phoenix smiled. A fitting offering. A rush of sensation. The creature thrust its power into Jubilee's mind, gaining easy access, finding no such troubles as had been with the others. Easily the mind opened.

Fear, lovely fear, awe, yes, yes that was due her. Respect, affection, confusion, and another quality, one the Phoenix couldn't place. The Phoenix frowned, and Jubilee gasped, pushed to her knees by the force of the psychic blast from the woman who was not Jean Grey.

What quality was this? The Phoenix couldn't quite place it. It was like white, pure, pure as terror, but different, gentle where terror was sharp, rare and precious like diamonds.

"Please Dr. Grey," Jubilee cried, tears soaking her cheeks. "Please, what's going on?"

*Please, please . . .* Was it faith? The Phoenix tilted her head, a decidedly bird-like gesture. No, no it was like faith but different. Something that couldn't be trained, couldn't be taught. Something that couldn't be gained again once lost.

"Is this . . . innocence?" the Phoenix whispered aloud.

Logan and Scott skidded into the hall to witness Jean's body illuminated from within by a fiery red essence that burned in her black eyes.


"I am Jean," the Phoenix crowed.

"No!" Logan's voice was harsh, choked. "No you ain't. Jean, you're in there! Fight it! Fight the Phoenix!"
"I am her freedom!" proclaimed the Phoenix, but then faltered. For a moment the black in her eyes receded, Jean's hazel eyes reappearing. "Scott . . ."

"Jean!" Scott said again. "Jean, you can fight this!"

Jean gasped. "I don't want to fight it!" said the harsh voice inside of her. The black eyes reemerged. Jubilee whimpered. The eyes turned hazel now, and Jean's soft voice returned. "Scott? Logan?"

"Jean!"

Jean, Jean, Phoenix, freedom, terror, awe, goddess, power, innocence, innocence- Jean screamed her agony at a mind rent in two and fell to the floor.

ENDING CREDITS

PROMO FOR NEXT EPISODE: With tensions running high after the release of the Phoenix within Jean Grey, a flamboyant mutant singer comes to the Institute for some quick schooling in her powers.
Dazzled

Chapter Summary

With tensions running high after the release of the Phoenix in Jean Grey, a flamboyant new mutant comes to the Institute for training in her powers, and quickly schools the young X-Men in the dangers of living the high life.

Apologies for the wait! I have been busy with galley proofs and other fun professional book duties. Thanks to everyone who left kudos, and especially reviews!

I have made Dazzler British. I promise I won't get into the habit of changing characters nationalities, because I don't think it's a good thing to do, but I felt her nationality wasn't as big a part of her as with others, and using Billie Piper as Dazzler allowed for a lot of fun stuff that goes ding!

Season One, Episode Four: Dazzled

Professor's Study, Xavier Institute, North Salem, Upstate New York

Jean.

"I . . . I can't . . ."

Jean, please try and concentrate.

"She . . . she won't let me—"

She is you. You can control her. You must control her.

"No, please . . . she doesn't want to . . . she's fighting me . . ."

"Oh God, Chuck, can't you see it's hurting her? Give her a rest."

Jean Grey's eyes snapped open. Professor Xavier lost contact with her turbulent mind, and suppressed a groan. "Logan, if you cannot contain yourself while we are working, you can—"

"No!" Jean held out a hand and a vase shattered. "I— I'm sorry," she whispered, placing her hand carefully on her thigh. "I want him here. Both of you," she said, looking up at both the dark faced Canadian and her optically powered boyfriend. "I need you here."

"Jean." Charles Xavier sighed, and she turned back to him, just as she had all those years before as one of his first pupils. "Jean, you know we can take all the time you need to control the Phoenix. I will continue to fight for you: but I can't fight against you. You have to want the Phoenix contained."

"I do!" Jean said instantaneously. When the Professor gave his wearied, caring smile she relented. "I mean . . . I want to make sure I won't hurt anyone. But she . . . this part of me — it's been caged for so long. It wants its freedom, and part of me wants that. And the power. It's . . . seductive, Professor." "Seductive and destructive, Jean," Xavier admonished in his gentle British tones. "That can be one of the most deadly combinations."
Rogue grumbled and tossed in her sleep. Too hot. It was way too hot tonight. She turned up to throw her sheet off and sensed someone behind her. With keen senses partly an echo from Wolverine and partly gleaned from experience, she knew someone was behind her. She spread her bare hands, an instantly available weapon, getting ready to strike.

"Careful, chere."

With a gasp, Rogue whipped around to meet gleaming red and black eyes inches away from hers. Remy glanced to the side, where he held her wrist, her hand inches from his face, close enough to brush his wild hair. "Don' wanna hurt you," he purred in his bourbon and spice voice, and smiled in that way that made her skin shiver.

Rogue swallowed, her breath fast and shallow. "Remy? How . . . you're touchin' my— my skin. How're—"

Her reply was swallowed up in a fast, skillful kiss, one she responded to like a starving woman. She tried to hold on even as he pulled back, breaking it with a gasp. Remy gave his wicked smile. He teased, leaning in and pulling back, taunting a Rogue too shy to make the first move. Rogue growled low in her throat. "Goddamn it, Remy LeBeau, if you ain't gonna kiss me—"

Her words were again cut off by his mouth. Rogue shivered with all of the nervousness and excitement of the girl she was. She whimpered as she pressed herself against him, and gasped when his hands slipped over the sleeves of her nightgown, letting them fall, letting it happen, unable to fight the burning, alien sensations taking over her, riding her, raising her, controlling her—

With a painful gasp, Rogue awoke from her dream, shivering with guilt, terror, exhilaration and desire.

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
"So basically her brain is trying to kill her?"

Kitty shook her head in confusion then turned to stare at Jubilee, who had put down her French workbook. "Crazy Jubee says what?"

"Dr. Grey," Jubilee explained. "It's like . . . her brain is trying to kill her?"

"No," Kitty snorted. "I heard the Professor trying to explain it to Logan — it's like, there's a part of her that the Professor locked away, because her powers were too much to deal with at her age. And that part of her broke out to save her from dying at the Lake. But now it's angry from being locked up, and is trying to control both of them."

Jubilee blinked. "So . . . her brain is trying to kill her."

Kitty rolled her eyes and sighed theatrically. "Oh Jubee. Truly, you are the Mickey to my Dr. Who."

"And you are the official school geek, whom we tolerate and feed crumbs of affection like a pet cat," Jubilee shot back. Kitty delicately stuck her tongue out at the plasma-powered mutant.

"Hi y'all," Rogue said tiredly, plopping down her backpack and easing into a chair at their table.

"You look tired, babe," Kitty noticed. "Something keep you up all night?"

"What?" Rogue's eyes flashed open. "No, up? No nothin' was up. Down. Down and asleep, no up."

"Listen to the girl," Kitty said, pityingly. "Down, up, no, yes. Rogue no understand. Rogue no use adverbs."

"Rogue not have coffee yet. Rogue not like bein' mocked. Rogue gettin' ready to make Kitty Kat into Kitty chow," Rogue grumbled, her accent thickening.

"Mocking another mutant?" Bobby said cheerfully, slipping into a seat beside them. "That's not nice."

"I don't know if Dr. Banner would like being called a mutant," Jubilee piped in.

"Well, what else would you call him?" Bobby said, still chipper. "The Amazing Aborted Science Experiment?"
"Superheros should only have one word names, like Batman," Kitty stated. "Having an article before your name sounds pretentious."

"Kitty, Batman ain't real," Rogue said, patting the other girl on the head as if she was a real cat.

"Argue not with my brilliant logic!" Kitty declared, scowling in an attempt to looking intimidating and failing miserably.

"Don' scowl Kitten," drawled Remy as he swaggered over. Dropping his bags down and draping himself with lazy elegance over a chair, he pinched her nose. "Don' work on ya, petite. Just makes ya look cute."

"My cuteness is my diabolical weapon." Kitty sniffed. "You underestimate me at your peril."

"No, we'd never underestimate you, Kitty," Bobby replied earnestly. "You're one of the smartest people in this place, and that's including the Professor."

Kitty blushed and grinned.

"Beauty is definitely a strong weapon," Remy agreed, with a slow grin aimed directly at Rogue. "Can believe that. This one falls victim to it all the time."

"Yeah right," Rogue shot back. "I think you're the one rackin' up the victims yourself."

"No, victim implies pain," Remy said easily, appearing to enjoy Rogue's typically thorny reply. "Remy never goes where he's not wanted, but luckily, am wanted wherever I go."

"And there's that huge ego again, Cajun," Rogue snapped back sassily, tossing her hair over her shoulder. "Among other things," the red-eyed boy whispered, low enough that only Rogue could hear. She turned a bright scarlet.


"Hey!" Piotr jogged over heavily, wearing an uncharacteristically secretive grin. "What are you all doing out here? You should be meeting the new arrival."

"New arrival?" Jubilee raised a brow. Piotr just grinned, and gestured down the hall. The five mutants followed Piotr. They rounded the corner to see the students in the halls of Xavier Institute part like the Red Sea, as a tall, thin, blonde bombshell entered, flanked by four large bodyguards. "Lady Marmalade by Christina Aguilera, Mya, Pink, and Lil' Kim plays over Dazzler's Entrance"

"Whoa," Bobby whispered, eliciting a frown from Kitty. "Who is that?"

"New mutant," Piotr supplied. "She is some kind of famous singer over in Britain. I am thinking she doesn't want others to know about her powers, however, because I had never heard she was a mutant before now. Hmm," he noted, with a slight frown. "I am not liking her bodyguards. She shouldn't be bringing them here."

"That's jus' what we need," Remy joked, leaning against the door frame. "More police here. Though I'm not objectin' to her presence, non." He whistled.

"So are we gonna actually meet her, or is she gonna have some fancy classes with the Professor all by herself?" Rogue questioned sharply.
"Xavier Institute isn't for rent," Kitty pointed out. "I'm sure she'll learn that fast enough."

**Professor's Study, Xavier Institute**

"I understand Ms. Blaire, but the Institute's services are not exactly for rent," Professor Xavier explained to the bright eyed blonde in front of him. She sat across from him, eager and self-possessed.

"We were assured this was a place for mutants to receive training," said one of the suited bodyguards, who stood on either side of the blonde in the chair. "The great sanctuary for mutants in America. Maybe we have the wrong Professor Xavier."

"Maybe you do, Crumpet," Logan said coldly, eyeing the armed men with dissatisfaction, from his stance behind Xavier. "You could always hop on your boat back to Tea-and-Biscuit land."

"And to think I almost expected manners from a Canadian," the bodyguard muttered.

"Listen bub, if you need a reminder who's house you're in—" Logan leaned forward, flexing his arms.

"Logan," Xavier warned.

"Lads, lads." Alison Blaire raised her hand. "Look, Professor. White House Records wants to make sure I've got control of my powers before they really try and launch me in the States. I don't want to cause trouble here, but I could really use your help. It's my dream to make it as a singer, and it's hard enough winnin' people inside the industry over, or coverin' it up. I just want a chance."

"Of course." Professor Xavier smiled. "I think we can work out the details to a satisfactory conclusion for everyone." Xavier raised one brow with a hint of a smile. "Maybe over tea?"

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**COMMERCIAL BREAK**

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**Danger Room, Xavier Institute**

"Everyone, this is Alison Blaire," Ororo announced, presenting the new mutant to the gathered teams. "She is new to our training methods, so we'll do what's an old favorite to the rest of us, and try and help her along. Okay?"

"Hello, it's just Ali, 'fanks," the young Brit said, and waved. "But if we're goin' by codenames here I might as well use my stage name Dazzler, yeah?"

"Alright," Logan grumbled, "Storm heads one team, I'll head the other. Storm has Iceman, Kitty, and Jubilee. I got Rogue, Colossus, Cajun, and Sparkles here."

"Ooh, Sparkles, that's right brilliant, yeah. Come up with that one on the fly, or you have to think on it?" Dazzler teased. Logan just raised a disdainful, furry brow.

"Professor Logan gives us all nicknames," Piotr supplied with a smile. "One gets used to it."

"Easy, Steel-Man." Remy half-laughed. "Wanna make sure your minds on the game, oui?"
"Not everyone is as simple-minded as you, Gumbo," Logan said darkly.

"Gumbo?" Dazzler questioned. "That your superhero name, is it? Thought that was a food?"

"Man of many names, me," Remy said with a small bow. "Gambit, Cajun, Remy— on a good day this one gets called Swamp Rat." He grinned boldly at Rogue.

"Oi, what exactly is it we're getting ready for again?" Dazzler raised a brow.

"I am in hell," Wolverine noted. "Beast, for the love of God start the simulation. Now!"

"Coming right at you." Hank's voice rang over the loudspeakers. "Alison Blaire, welcome to the Danger Room."

Professor's Study, Xavier Institute

"That is very good Jean," the Professor said calmingly. "Excellent."

"You're doing great honey," Scott affirmed.

"Guys, I'm levitating a chair," Jean said dryly. The chair hovered a few feet above the ground.

"Yes, but control is the thing," the Professor insisted. "Control this, and you can control the Phoenix."

Jean's face hardered for a moment as her eyes flashed. "Phoenix isn't a fan of control, Professor."

Danger Room, Xavier Institute

"Now that's some'fing you miss walkin' round Cardiff," Dazzler noted, staring at the small indoor thunderstorm Storm had conjured to prevent Wolverine's team from reaching the flag on the top of the simulated mountain.

"Yes, most lovely. Not helping us though," Colossus shouted through gritted teeth as he pulled his iron body up the rock face.

Gambit flipped up the mountain side with all his acrobatic skill, and Dazzler whistled. "That there view is worth the price of admission, yeah?" she asked Rogue with a friendly grin.

"Lookout!" Rogue leapt in front of a boulder crashing down towards the blonde English girl, shoving it aside like it was a pillow.

"Whoa, you're a lot stronger than you look," Dazzler praised. Rogue however, was shaking, as all the memories of just how she'd gained that stolen strength came flooding back. "Oi, luv, you alright?" Dazzler questioned, gripping the Southerner's shoulders.

"Sparkles, if you got any tricks to show us, how about you use 'em now!" Logan growled, as above them Bobby skated up a makeshift ice path towards the flag.

"Oh yeah, my treat." Dazzler grinned, pulling in a deep breath and letting it out as a high C-belt in full voice. Like a lazer, a stream of light rocketed towards Bobby's ice slide. It reflected off of it like a solar-flare, causing him to tumble backwards. Only a quick-thinking, quick–phasing Kitty saved him from cracking his head open.

"Not bad for a light show," Logan muttered grudgingly. Dazzler shot him a smile worthy of her name. "I knew you'd come around to me, Mr. Big Bad Wolf."
"Professor—" Jean gritted her teeth as her powers started to churn through her veins like a surging ocean.

"It's alright Jean," the Professor soothed. "Just try and focus."

"No," Jean muttered, gripping the edges of the Professor's desk as she started to break out in sweat and chills.

"But—"

Jean Grey.

"Professor," Jean whimpered, as the chair in the air shook.

"Jean, you can't let the Phoenix in every time she pushes," Scott said, trying not to let his annoyance show in his voice.

"But it's not—" Jean fought the internal screaming. Why couldn't they understand? Why couldn't they see?

Jean.

Danger Room, Xavier Institute

"Luv, if you and Strong-Man here can hold 'em off, I think we can get to the top!" Dazzler said, panting but grinning as she dodged a boulder. She looked over at the striped-haired mutant who was leaning on the simulated rocks. "Rogue?"

"My head," Rogue groaned, her knees buckling. Logan froze, sniffing instinctively. "Jean?"

The lightning that had been sizzling died down, as Ororo lowered herself to the floor. "Something else is in here," she said darkly.

Professor's Study, Xavier Institute

"Jean—"

"I—I can hear them—"

"Jean," Xavier insisted, watching with rising fear as his longtime student quivered with pent-up energy. "Jean, you must learn to control it."

"It's not me, Professor!" Jean tried to explain. Xavier sighed. "Jean, the Phoenix—"

"It's not the Phoenix!" Jean yelled, the pain in her head tripling. Scott ducked as the chair swung wildly through the air around the room. "Professor!" Scott hollered. "You need to stop this!"

"I can't!" Xavier proclaimed. "She's blocked me out!"

Jean moaned, and began to rise off the floor.

Jean Grey. Help us.

Jean gasped, and golden fire blossomed in her eyes.
"There is no need to panic," Ororo advised. "This is just—"

Suddenly the simulation shut down. The lights went out, plunging the entire Danger Room into darkness.

"Ah, shit, Storm!"

"This is hardly my fault, Logan!"

"Hank—"

"Working on it!"

"Ooh that tickles! Wait, Kitty, did you just phase your hand through my liver?"

"Sorry, Bobby!"

"Be careful! God, whoever's touchin' me, be careful!"

"It's jus' me, chere, relax."

"Well, if you know where I am you don't hafta hold on to me!"

"Katya, that does more than tickle."

"Sorry, Piotr!"

"Okay bub, who just got handsy?"

"I apologize Logan, I believe that was me."

"Remy, I mean it!"

"But chere, you the one holdin' onto me!"

"God DAMN it, Fuzzball, give us some light!"

"I think I have it!" With the sound of slow machinery grinding, light re-illuminated the room.

"Okay," Logan growled. "See Sparkles, that would have been a nice time for a light now!"

"Logan," Ororo chastised and gestured for him to help Dazzler to her feet. "Sorry kid," Logan mumbled. "Not usually like that."

"Did you hear it?" Dazzler demanded.

"The lights went out," Ororo explained.

"No, but did you hear it?" Dazzler insisted, looking around with over-bright eyes, as if a sound was still ringing through the cavernous metallic room.

"Hear what?" Jubilee asked, frowning over at Bobby. He shrugged, looking at Dazzler with a heady grin. Kitty was looking at him, her small face twisted in annoyance, while Rogue was extracting herself from Remy with visible reluctance.
"The call," Dazzler whispered. "That music." Her face was alight with shock and awe. "I've never heard anything like it. Like nothing on this earth."

COMMERCIAL BREAK

Dining Hall, Xavier Institute

"But what did it sound like?" Kitty questioned, pushing aside her salad and resting her elbows on the table. Jubilee sat beside her to her left, poking at her burger.

"I don't know," Dazzler said, shaking her head. "I'd never heard anything like it before so I can't describe it. But . . ." She frowned. "I feel sure there was words to it, or in it. Just nothin' I could make out."

"I still just think it's so cool you're a real famous singer at nineteen," Jubilee broke in. Her face glittered with heavy, fluorescent makeup, and her hair was done up in an elaborate twist, as if she were trying to match up to the glamorous popstar across from her. Dazzler laughed. "Well I'm not Kylie or nothin', luv. But if I can get control over my powers fully, WhiteHouse Records will give me a proper launch."

"Yeah, but nineteen," Jubilee repeated excitedly. Kitty made a sour face.

"Well, you lot do plenty exciting things here," Dazzler pointed out. Then, raising a brow wickedly, she said, "And you gotta have somebody with the mutant power to draw in all the most fit boys." She nodded over to where Bobby was entering the dining hall, shirt stained in sweat from working out. "Wouldn't mind givin' im a 'proper launch'."

"Bobby has a girlfriend," Kitty informed coldly. Dazzler immediately became contrite. "Oh, luv I'm sorry." She put her hands up in surrender. "Hands off, I promise. I respect that. He's all yours."

"Oh, he's not mine." Kitty colored. "Bobby's with Rogue."

Dazzler frowned. "But I thought she was wif' the red-eyed boy who's got the funny way of talkin'?"


"Well, she does," Jubilee insisted fiercely. "He teases her and she is nasty to him and when she thinks no one else is looking she pines. She pines like a pine tree filled with pine cones in a piney, piney needle forest."

"What's goin' on now?" the mutant in question asked as she sat down at the table. Rogue had loaded her tray up with cheese fries, grilled zucchini and a massive hamburger smothered in dressing, and she put it down on the table with one hand as if it were feather-light.

"Apparently you're a tree," Dazzler explained. Rogue laughed uneasily, pulling into herself and taking a sip of her Coke.

"Listen." Dazzler lowered her voice. "There's a place not far from here, not really a proper nightclub, but close enough. I think it's our moral obligation to check it out."

"They'd never let us go," Rogue said immediately. Kitty nodded in agreement, while Jubilee sighed.

"Sugar, our headmaster's the most powerful telepath in the world," Rogue explained graciously. "He'd know if we even seriously considered it. We can't sneak past him."

"Sure you can," drawled the red-eyed Cajun as he slid into a seat besides her. "Jus' so long as the one with the plan is somebody's mind he can't get into. And we all play our cards right. And if we did get out anyways, ain't that like him givin' permission?" Remy wiggled his brows as he propped his feet up on the table inches from Rogue's tray.

"Even if your head is too thick for the Professor to get into," Rogue jibed, "Logan'd sniff us out in a minute."

"Scared Big Bad Wolf-Daddy won't think you' as pure as white sugar anymore if you step out too far, you?" Remy challenged.

"I— I . . . Logan ain't— Remy LeBeau do not make me take my gloves off and put hands on you!" Rogue seethed. Remy just grinned slowly, like a cat tasting cream, letting the words sink in until she blushed. "Oh, this one's all yours," he offered, running a hand suggestively down his vest.

"Please," Dazzler cut in, begging now. "When I get back home my fellas from WhiteHouse'll be on me like ticks," she explained. "I gotta have some time to be a nineteen year old before I gotta focus on career, yeah? And I know savin' the world has gotta be tirin' week after week. I'm sure you could all use a break?" Her eyes were wide and pleading. "Please?"

Kitty took a deep breath. "Wow, we're gonna regret this. Okay, Remy, what's the plan?"

"No regrets, Petite," Remy chuckled. "Okay, listen in . . ."

MedBay, Xavier Institute

"I've been trying to figure out the source of the trouble with the DR," Hank explained to Scott, Ororo, Logan and the Professor, who made a circle around him. "But I just can't . . . The fact that our young Miss Blaine could hear it seems to suggest that it's auditory in nature, but Jean said she experienced it telepathically."

"Yes, indeed," the Professor concurred. "Most likely it's a new manifestation of the Phoenix's power —"

"But Jean said it came from outside her," Scott cut in. With Jean herself resting in their room, he took it upon himself to speak for her.

"Well, that's what she said, yes," Ororo began. "But—"

"Jean wouldn't lie," Scott practically snarled.

"No, but Phoenix might," Xavier pointed out. "If it thought this was a new way of controlling Jean."

"No, you didn't see the kid, Chuck," Logan differed. "She was sure she had heard something. If it was from Jean, or Phoenix, then why the English kid? Jean doesn't even know her."

"It's another mystery," the Professor grumbled in his elegant way. "And not at a time we can afford it. If Jean cannot get her power under control, I fear . . ."
"Fear what?" Logan snapped.

"Fear," Charles repeated, softer. "Just fear."

Grounds, Xavier Institute

"C'mon', let's go," Dazzler insisted, in a soft voice pitched higher with excitement. She led the run, closely followed by Kitty, Bobby, and Jubilee, with Rogue and Remy just behind, and Piotr picking up the rear. The cool night air tickled the faces of the seven young mutants as they ran out towards the Institute garage.

"Okay, so I rigged the doors for exactly three hours from now so that we can get back inside without detection," Kitty explained in a rushed whisper when they reached the garage doors. "But the computer hack job I did only has a limited shelf-life before it expires because the program I created —"

"Petite." Remy cut Kitty off with a hand over her mouth. "No one else here is smart enough to understand what you' sayin, you. Jus' say you did it, and we'll all trust you." When he removed his hand the mini-mutant sighed. "We desperately need some new nerds around here," she bemoaned.

Gritting his teeth, Piotr steeled up his arms and forcibly lifted up the garage door. "I sincerely hope we are not caught," the big Russian said dryly.

"Don' worry, mon ami. We're all professionals here." Remy grinned, looking around at the contents of the garage. "Ooh," he purred, stopping at a beautiful, red, vintage convertible. "C'est magnifique."

"That's Cyclops' car," Bobby said flatly. "If you touch Cyclops' car, he will literally . . . actually? You go ahead. Put your hands all over that bad boy."

"Did you steal his keys?" Jubilee asked Remy, as Rogue punched Bobby gently. Remy shook his head pityingly. "Non, no need to make him suspicious." Deftly flipping out two small pieces of metal, he charged them and smoothly melted them together and inserted the new makeshift key into the ignition, starting the vehicle up.

"Purr pour moi," he drawled, stroking the car lovingly.

"Yes, because he might get the wrong idea. Like that you're not trustworthy!" Bobby said, voice dripping with sarcasm.

"C'mon lads!" Dazzler jumped into the back seat, pulling Jubilee in with her. "We're wastin' the lovely night. Thinkin' 'bout it too much will only make it seem worse than it is."

"Yes," Bobby dead-panned as they all fit themselves into the car. "This can only end well."

COMMERCIAL BREAK

Third Level Hallway, Xavier Institute

Logan frowned, following the scent to the door of Cerebro. Folding his arms, he leaned against the wall and grinned. "You ain't thinkin' a' tryin' to run the thing yourself are you, Jean?"

The redhead jumped, turning around with a gasp. "God, Logan, don't sneak up on me!"
Logan raised a brow. "You gonna tell me you didn't know I was here? You?"

"I was lost in thought," Jean smiled absently, leaning against the massive metal doors.

"Looks like you're feeling better," Logan noted, gingerly. He tried not to let his gaze linger too long on her form, but only succeeded in looking too deeply into her eyes.

"Does it?" Jean asked rhetorically. "I guess from outside it's hard to tell. You can't imagine the inside."

"Hey, I know a thing or two about havin' a mind that won't cooperate," Logan protested. Jean smiled. "Yes, you do. I—"

Logan frowned as Jean froze. "What?"

Hole In The Wall, North Salem, New York

The bouncer frowned as the handsome boy in dark shades held up his ID. "Twenty-one, huh?" the bouncer read skeptically.

"You can double-check it anyway you want, mon ami, it's one-hundred percent realment," Remy insisted confidently. The beefy man shook his head but let him pass. He did the same for the rest of the group, though he snorted at Bobby's ID.

"What?" Bobby muttered, as they walked into the packed, tiny club. He looked at his ID. "Fergus Buttman." He narrowed his eyes at Remy. "Really mature man."

This Is What Rock N' Roll Looks Like by Porcelain Black Plays Over The Following Scene

"C'mon ladies, let's make the boys in here sweat," Dazzler encouraged, pulling Jubilee and Kitty onto the dance floor. Within seconds she had them grinding, and eliciting hoots from the surrounding young men.

Piotr frowned disapprovingly. "I cannot say I feel entirely comfortable with this. I—"

"Hey," said a giggly redhead who looked to be about twenty-five, batting her lashes at the large Russian. "You want a dance?"

"I, well—" He flushed, looking over at Rogue and the remaining boys. Remy flashed a wide grin. "C'mon, Comrade. Be a gentlemen and dance with the pretty femme."

Flustered but slowly smiling, Piotr allowed himself to be led away.

"Rogue?" Bobby offered her his hand. Rogue swallowed, looking at his bare skin. "I'd better not," she shook her head. "Too many people around."

"We can stay off to the corner," Bobby pleaded. Rogue remained firm. "I wouldn't feel comfortable. You better go look to Kit. Gal's sidlin' up to the bar. If she tries to order anythin' it'll blow all our cover. No one will believe she's more'n fifteen." Bobby sighed, but glancing over his shoulder, he could tell Rogue was right. "I'll be back in a second," he promised, jogging off.

"Well, now that you've broken his heart . . ." a warm Cajun voice drawled in her ear.

"Don't even think about it, Swamp Rat," Rogue snapped. "If I wouldn't dance with my boyfriend, what makes you think I will with you?"
"But I'm jus' so much more charmin' and lovable." Remy pouted. "'Sides, I came prepared," he said, showing off his dark black gloves. "No," Rogue said, but her voice wavered. From the smile on Remy's face, she knew he hadn't missed it.


"Oh, sorry, now you have to dance," Remy said, nodding at the DJ. "Otherwise you gotta give up your southern belle title."

"I, I do not—" Rogue spluttered, but Remy had already grabbed her arm and was pulling her onto the floor.

The men surrounding Jubilee and Dazzler cheered and shouted and catcalled as the two underage girls danced provocatively with each other. "God, I can't believe I'm doing this," Jubilee giggled excitedly, running her hands down the tight, red, polyester dress Dazzler had let her borrow. "Believe it luv," Dazzler encouraged, winding her hips in skin-tight black leather pants and a barely-there blue tube top. "You look amazin'."

"Hey cutie. You want a private dance?" propositioned a man who looked to be in his late twenties, tugging on Jubilee's arm.

"Uh, no thanks," the little mutant said, immediately pulling back. The man smiled. "C'mon, just a dance. It'll be fine."

"I think she said no," said Bobby, coming over to place himself between Jubilee and the man. Kitty followed, putting her hands on her hips in an attempt to seem intimidating.

"Oh, she your girl now?" The man raised a brow. "Maybe keep her from slutting up the floor, then, while you're not here?"

"Isn't that just like a man who's hitting on girls way too young and out of his league — if they don't want to dance, it's totally because of another man, not his own lack of anything to offer," Kitty said loudly. Dazzler laughed, Bobby whistled, and the man's face flushed red. "Real nice, mini-bitch," the man snarled, hunching over and exposing his bulky neck muscles. "Who the hell are you?"

"Ooh, I'm hurt." Kitty sneered. "Why don't you go back to getting chewed out by whatever woman you're not paying child support to and leave us be, huh?" The man pointed his fingers at his eyes and then at Kitty as he moved away. She gave him the finger, then flicked her hair, unconcerned.

"I don't know how smart that was," Jubilee said anxiously. "He might go and report us now."

"Yeah, but I'd be worth it luv. He's no good news." Dazzler patted the younger girl on the shoulder. She grinned over at Kitty and Bobby. "You two should have a dance together." The two mutants in question glanced at each other and then away. "Uh, no," Bobby demurred. "I'll go find Rogue, ask her again. She doesn't like to dance, though."

"Really?" Dazzler raised a brow and nodded across the room. "Because, seems like she's doin' it now."

_Students' Dormitory, Xavier Institute_

"Jean, will you hold up—" Logan begged. He jogged, panting, after the redhead who sprinted down the halls. "Can't you sense it?" Jean demanded, stopping and whirling around.

"I ain't psychic Jean," Logan reminded.
"But can't you smell it?" Jean pushed.

"Smell what? Can't smell anything."

Jean folded her arms. "Exactly."

Logan frowned, but followed her line of sight to the door of Kitty's bedroom. Sniffing the air, his eyes widened. He shoved open the door and flicked on the light, illuminating the empty bed. "Oh, hell no," the Wolverine growled, quickly checking the other rooms at a sprint, swearing angrily at every empty bed he found.

"Logan, what's going on?" Ororo demanded, striding up the stairs. "I can hear you downstairs. You'll wake up the children."

"Oh, will I, Ororo?" Logan said with heavy sarcasm. "Are you sure?"

"What do you mean?" Ororo demanded. Logan gestured angrily at the seven open dorm rooms. "I mean our little angels decided to vamos in the middle of the night for some fun," the Canadian snarled. Ororo paled. "And what makes you sure they left of their own free will?"

"They did," Jean said calmly. "They're a few miles out, at a club up north, and no one's especially scared or confused."

Ororo stared. "And how could you possibly know that? Even the Professor can't find someone at that distance without Cerebro."

Jean simply raised a lazy brow. "Because I can. Now come on. They aren't scared, but someone is definitely angry."

COMMERCIAL BREAK

Hole In The Wall, North Salem

Rogue laughed as Remy spun her around and then pulled her back in. "And where did you learn to dance?" she asked, hearing how flirtatious her voice sounded, and feeling giddy and surprised at herself.

"This one's a man of mystery." Remy wiggled his eyebrows, pulling her in closer. Rogue scoffed. "That's your line, ain't it."

"I am!" Remy insisted, looking offended. "This one's dangerous, and deadly, and sexy because of it."

"There's that ego again," Rogue answered back, but shivered when Remy pulled her closer. "Remy —"

"Not gonna hurt you, chere," he insisted, pulling her back to his front so he could whisper in her ear. "That's the last t'ing I wanna do, me."

"It's not me I'm worried about," Rogue said anxiously, pulling her face away from his warm breath, even as her treacherous body pressed itself closer to his, swaying with the music. "Not scared of you skin," Remy purred into her ear, his breath heating her neck as she arched into him. "Know what can
happen. Think it's worth de risk."

"Remy—" Rogue closed her eyes and let his name roll off her tongue like a desperate prayer.

"Hey!" Bobby plowed through the crowd, his cry causing Rogue to jump and push herself away from Remy. "What the hell is this?" he growled, glaring from his girlfriend to the offending Cajun.

"Just dancin' mon ami," Remy said, his eyes guarded.

"Really, just dancing." Bobby's eyes accused Rogue. "Thought it wasn't safe enough to do that?"

"C'mon, lads." Dazzler came over with a bright smile and clapped a hand on Remy's shoulder. "We'll switch partners is all, me wif' this one, and you two love-birds together."

"Who asked you?" Rogue snapped, her twang sounding harsh as she turned on the blonde. Dazzler raised a brow. "Oh, you're gonna fight with me now?" the British beauty challenged. "Over dancin' with a boy who ain't yours?"

"And how is it your business, Crumpet?" Rogue snarled, Wolverine in her voice.

"Do you think we should go over there?" Jubilee asked, looking across the room at the brewing fight between Rogue, Bobby, Remy, and the recent arrival. "I mean, it looks like they're really itching for a fight — not that we didn't see that coming, right? Kitty?" Jubilee whirled around, looking for her friend. "Kitty?"

But Kitty was gone.

Garage, Xavier Institute

"I can't believe they'd do this," Scott groused as he followed Jean, Ororo, and Logan into the garage. "I mean, Bobby? Piotr? They're the two most responsible ones!"

"Yeah, the stick up Bobby's ass is almost as big as your own," Logan agreed, turning on the light.

"That's nice Logan, maybe next time— Oh, you gotta be kidding me!" Scott shouted. "My freaking car? Why is it always my freaking car?"

Logan winced. Then he grimaced. Then he bit his lip. But finally, the guffaw of laughter managed to get out. "Oh, you would laugh," Scott snapped, narrowing his eyes at the chuckling Logan.

"Ah, don't frown, bub, consider it a compliment," Logan advised. Jean shook her head, and placed a hand on each man's shoulder. "We have to hurry," she stated, her eyes wide. "Something's gone wrong."

Hole In The Wall, North Salem

"I just can't believe you would lie to my face—" Bobby was screaming at Rogue, while she yelled right back. "Oh, please, Bobby! Like I didn't see you dancin' with Kitty?"

"You said I should!" Bobby hollered. Dazzler tried to step between them. "Please, luv—"

"Oh, he's 'luv' now?" Rogue hissed. "Well, I guess you're somebody's love now. Ain't that sweet?"
"Chere, don' bother wit' him," Remy put in, moving to take her hand. "You just—"

"Yo, you stay out of this!" Bobby snapped, rounding on Remy and shoving his hands away. "You wanna try keeping those to yourself, for once?"

"Oh, you got somethin' to say, mon ami?" Remy barked, his smooth drawl rough with anger ready to simmer over.

"Stop calling me 'your friend', when you know damn well—"

"You guys, you guys!" Jubilee practically leapt into the middle of the Bobby/Remy/Rogue/Dazzler fray, dragging Piotr with her. "Kitty is missing."

"Oh, God . . ." Kitty groaned, her head swimming. Her eyes couldn't seem to focus. She smelled something white and sickly sweet around her mouth.

"She wakes."

Kitty bristled at the voice. "You," she started to shout, and then coughed. Where am I? Some part of the club with no good lighting source.

"Yeah, I wanted us to finish up our talk," the man with the neck muscles who had accosted her was saying. "Said some mean things to me. I'd really like an apology."

Kitty's eyes were beginning to clear. "In your sick, sad little dreams. Did you—" She coughed again, and tried to get her bearings. "Did you chloroform me?" The man was silent for a few minutes, staring at her. "I want an apology," he repeated.

Kitty shivered as her sight finally cleared, allowing her a better look at the man. She'd seen faces like his from men on the news caught and dragged off to prison as they stared out at the camera. His eyes carried instability that was probably half due to drugs. She shifted, trying to work up the strength to phase.

"My apology," the man repeated, cracking his knuckles. "You're sick." Kitty spat. He hadn't tied her hands. Idiot. Clearly not any kind of criminal mastermind — just a low level violent thug who found it easy to push women around. Her fear was quickly replaced with contempt. "I don't apologize to scum like you," Kitty shot back.

The man's stupid face contorted. "You're gonna wish you hadn't said that," he snarled, finally lunging forward. Kitty was ready. She snapped her foot up quickly, catching him hard in the jaw. It caused only a small grunt — drugs must have dulled some of his pain, Kitty decided — but she took the temporary reprieve to run straight through the man. Gritting her teeth, she kept running and phased again, this time through the wall.

"She's not in the bathroom, or by the bar," Rogue reported to Bobby, Jubilee biting back a frustrated scream behind her as they rejoined their leader. "Can't find her anywhere on the floor, and no one's dragged her to the men's room," Remy put in, half-panting as he jogged over.

"Okay, we'll have to go outside and circle the area," Bobby determined, wincing at the flickering
lights in the crowded club. "What if someone's taken her into their car, and driven off?" Jubilee asked, her voice shaking. "We'll find her," Bobby repeated, his own fists clenched tightly. "We'll—"

There was a loud shriek and Kitty phased out through one of the walls into the middle of the dance floor. "Well, that was easy," Dazzler remarked, running over just in time to witness the little mutant's return. "So we—"

"Mutant!" The thick-necked man careened out from a side door. "Mutant! The bitch is a mutant! She attacked me! She—"

With two strides Piotr crossed the floor and an iron-enforced fist silenced the would-be-attacker. "I apologize," the big Russian said courteously. "I could not help myself."

"Had to be done, mon ami," Remy agreed darkly, shifting his weight as the crowd pulled away from the seven mutants.

"I shoulda known you scum were freaks the minute you walked in," said the bouncer from the door, as he strode into the club, leading four others like himself to surround the young X-Men.

"Us, scum?" Rogue challenged. "You let in men who attack teenage girls and we're scum?"

"Teenage girls?" The bouncer raised his eyes and Rogue winced. "Now we have something else to tell police."

"Merde," Remy swore. "We're gonna want to run, we." Remy's hand moved to the stack of cards in his trench coat pocket.

"Hands in the air," said the bouncer, pulling out a gun and aiming it at Remy, his four friends following suit. "Now! None of you move!"

"Any other good ideas?" Bobby muttered, as they were steadily surrounded by furious humans.

"Just one," Dazzler said, her eyes on the DJ. With one sharp whistle the sound in the speakers rocketed up to painful heights. A blinding flash of light caused the five bouncers to fall back.

"Time to run," Bobby yelled above the pandemonium. "We—"

Suddenly, as if someone had pressed pause, the entire scene froze. Remy and Dazzler looked around in utter confusion, but Bobby and Rogue exchanged glances. "Professor?" Rogue said softly.

"No." Jean's voice was loud but calm, as the redhead strode in, leading Logan, Scott, and Ororo. "You will follow Ororo out to the car. Now."

Sharing stunned glances, the young mutants silently filed out, either staring at, or specifically avoiding, their scarlet haired teacher. "Jean," Scott whispered, looking over the frozen club. "Did you know you could do this?"

The corner of Jean's mouth twitched with the beginning of a smile. "I do now."

"How the hell are we gonna handle them?" Logan jerked a thumb at the four bouncers on the floor, frozen in place with their guns pointed at the empty spot where the young Xavier students had formerly stood.

"Take the kids out," Jean instructed. "I'll wipe everyone's memories of this incident, and put something else in their minds."
"Jean," Ororo gasped. "You can't mean—"

Would you rather our kids go to jail?" Jean snapped. "That man who attacked them is a petty criminal with a history of rape and assault. They may have done a bad thing, but they at least picked their enemy well." Scott reached for his fiance, but Jean pulled her hand away. "Go. I can take care of this," she ordered.

The other three X-Men exchanged looks, but slowly, reluctantly, filed out of the room. When they were gone, Jean strode up to Kitty's attacker and smiled a tight, angry smile. Golden-light blossomed in her eyes. The man before her disintegrated as if incinerated by an invisible fire.

COMMERCIAL BREAK

Front Hall, Xavier Institute

"I know I said it before, but I'll say it again," Dazzler said to the gathered mutants sadly. Kitty, Bobby, Rogue, Remy, and Jubilee looked back at her as she sighed, clutching her luggage. "I really am sorry."

"It's not your fault," Jubilee demurred. "We all agreed to go."

"I guess you're all gonna be in the dog house for months though, yeah?" Dazzler winced, smiling sheepishly.

"Yeah, extra Danger Room sessions for a month." Kitty sighed. "It's the boys right now, and once they're out we go back in."

"I really do feel so bad." Dazzler bit her lip. "I mean, you could have . . . if anything had happened to you . . ."

"It's okay." Kitty hugged the blonde Englishwoman. "You were right there helping us fight them. And I know the Professor would forgive you if you really wanted to stay."

"Nah." Dazzler shook her head. "Too much excitement for me. You all live such dangerous lives, even goin' out for a night. Can't imagine my light show would be much help to you all in a pinch."

"Oh, don't sell yourself short." Jubilee hugged Dazzler. "You were great."

"Thanks, luv," Dazzler accepted. Looking over the younger mutant's shoulder she nodded. "Think if I went and said goodbye to her she'd knock me out?" Kitty and Jubilee turned to look where Rogue was sitting with a book. "Nah, she knows we'd be mad," Jubilee answered. Dazzler nodded again at the two girls and made her way over to the brunette and platinum haired mutant.

"Hey there," Dazzler said. "I know you may be still right ticked off at me, but came to say sorry for gettin' you all in trouble."

Rogue swallowed, slowly looking up from her book. "It's fine," she conceded, moving over so Dazzler could sit down. "I'm real sorry if I caused you problems for you and your boy," Dazzler explained. Rogue shrugged, looking away. "It's fine."

"No, it's not, is it?" Dazzler said softly, getting the southern mutant to look up. "Look luv," Dazzler said carefully. "Back home I had a mate called Jess, yeah? And she had a boyfriend she'd been with
for a while, who was real nice, and she really cared about. But there was this other guy, and . . . as nice as her boy was, she just kept getting pulled over to him, and—"

"Is there a point to this?" Rogue cut off, closing her book with a snap.

Dazzler stared at the girl's stubborn face for a moment. "Everyone can see how you look at him, and act around him. It's not a secret. If you've fallen for another bloke, that okay. But you owe it to yourself and both fellas to admit it."

Rogue bit her trembling lip. "That's your wonderful advice?"

Dazzler shook her head. "Look luv, I'll be gone soon, and you can do whatever you want. But just ask yourself if you'll really, truly be able to stay away from the one you really want. Really."

Lower Levels, Xavier Institute

"How much longer do you think we will have these extra sessions?" Piotr asked heavily as the three boys exited the Danger Room.

"Keep complainin' about 'em and they'll only get longer," Logan said with a wolfish grin.

"I'm sure you say that to all the femmes, oui?" Remy muttered, tired but still managing a rakish smile. "Kid, I'm gonna kill you," Logan said, as if to a very small child who still hadn't grasped his times tables.

"Oh no, what a bad thing that would be," Bobby mumbled. "I—"

Kitty, Rogue and Jubilee strode up to take their places in Logan's care. Bobby swerved to Kitty's side. "Hey, how, how are you feeling?"

"I'm fine," Kitty said, slightly frowning.

"Are you sure, because I just really want to make sure. I mean I know you—"

"Not here, Bobby," Kitty hissed. "What do you mean?" he asked, confused.

"I mean," Kitty said, lowering her voice, "that you've been more than just friendly about asking me that question, and it needs to stop."

"But I— I'm just worried about you," Bobby said, blinking. "No, it's more than that, and if Rogue weren't so guilty about her and Remy, she'd be furious at you and at me," Kitty explained heatedly. "I know you think you're just so good, but right now you're not being a good boyfriend to her, or a good friend to me."

And with that Kitty strode into the Danger Room, leaving a stunned Bobby outside.

Hallway, Xavier Institute

Jean Grey.

Jean froze, shivering at the voice in her mind. "What is it? What do you want?" she demanded.

Jean Grey.

"What do you want!" the redhead exploded.
"Help you how?" she asked the absent voice. "Who are you, how can I help?"

"Help us . . . help the Shi'ar . . . save the Shi'ar . . ."

Students' Dorms, Xavier Institute

The door opened, slightly creaking, waking the red-eyed mutant from his sleep. He pushed himself up by his elbows, his bare chest heaving, as he tried to toss his long hair away from his face. His eyes widened as the girl before him moved in like a wraith. "Rogue," he whispered. "How the hell —"

She placed a bare finger to his lips and he stilled immediately, scarlet eyes wide. She buried her hands in his hair and kissed him. He moaned, arms instantly going around her. He pulled her down with him onto his bed, kissing her hard, drinking in her moans.

"Remy," she gasped, and he moaned at the sound, arching up into her helplessly. "Say it chere," he pressed, trailing kisses down her neck. "Say it."

"I . . . I . . ."

"Say it," he said, a growl now in the back of his voice, his accent thickening. "Give yourself to me. Want you. Say it. Mine. Say it—"

"But you can't have her," said a chorus of voices with thick Louisiana accents not his own. "Because your soul belongs to us, Diable."

With a gasp Remy's eyes opened. His body arched in arousal and terror, as panting, sweating, eyes searching the room, his heart beat in unnatural time.

END OF EPISODE

PROMO FOR NEXT EPISODE: A new mutant comes to the school, as does a terrifying new threat. Secrets are revealed and concealed.
Shaman of Steel

Chapter Summary

A new mutant comes to the school, as does a terrifying new threat. Secrets are revealed and concealed.

Season One, Episode Five: Shaman of Steel

Concho, Oklahoma, BlackFox Residence

"Damn." The sixteen year old bit his full lip, turning the tiny battery over in his hands as he picked up a second tool to try to fix it to his satisfaction. Muscular and lean, with a strong jaw and warm brown eyes, he was the kind of handsome that drew feminine eyes which he never guessed were looking his way. With his short, curly black hair, big jug ears and proud nose on which balanced a round pair of glasses, he looked like Hollywood’s image of the adorable geek.

"Okay Sid, so I've got your clothes packed, your toothbrush and all that, and I've left you one, just one, suitcase, for whatever gadgets you want to bring," his mother announced, bustling into the room. She sighed, rolling her eyes when they landed on her son. "Are you listening at all?"

"Yeah, Mum." He nodded, glancing over his shoulder. "Just want to finish this before I go."

His mother smiled indulgently. "And what is it this time?"

"A better battery than the one you have for the smoke alarm. I don't want it messing up while I'm gone," he explained. His mother put a hand on his shoulder. "I'm less worried about the smoke alarm, and more about this silence between you and Grandpa."

Sid looked away. "I'm not the one refusing to talk."

"Think about it from his perspective," his mother implored, sitting down beside her son. "You're going away, to an academy for mutants, and he's losing not only his grandson, but the one person he's passed on his wisdom to."

"I'm not leaving permanently," Sid tried to explain. "I'll come back. It's just school. And it's not like I won't be able to come back here and open up the shop I want, or like I'll forget everything he's shown me. He's acting like I'm abandoning my people, or something."

"Well, to him that's what it feels like," his mother said. "Put yourself in his place: he's part of generations of men and women trying to keep the traditional ways alive and each year more and more people move away. And you—you could get a great job or make a new career anywhere in the country, and then—"

"And so what? I'm just another medicine man in the line for him?" Sid demanded, fingers tightening on the battery. "Yeah, I feel real special."

"No, baby." His mother smoothed his hair. "You know he loves you. I'm just trying to explain why his pride makes it hard for him to admit letting you go is scaring him. Please, just try and talk to him?"
Sid sighed and nodded. "Okay."

He found his grandfather in the backyard, a cowboy hat on the man's head, an old style tobacco pipe in hand.

"Grandpa?" Sid tried to get his attention, walking up behind the old man. "Can we talk?"

His grandfather merely continued staring at the setting sun.

"You know." Sid put his hands in his jean pockets. "I'll still be back. And you can keep teaching me when I am. I won't forget it, or you. And I'll call . . . it'll just be like boarding school."

The old man's face remained unmoved.

"Grandpa, I promise, I'm not abandoning you, or here. I just . . . need to be around people like me for a while . . . around mutants."

His grandfather raised the pipe to his lips. Sid set his jaw. "Fine," he said flatly. "I'll be inside if you feel like talking." Just as he turned his back, his grandfather spoke.

"You won't be back," the old man stated. "Not for a long time, and not to stay. You'll find yourself new people." The old man huffed a bitter laugh. "New tribe, new clan. New nation. You'll get swept up in a tide of change that's coming like a tornado, and it's all centered around that school."

"You're gonna use the excuse of a vision to try to scare me away from going?" Sid responded, working hard not to roll his eyes. His grandfather turned around to look straight in his grandson's eyes. "Don't mock me, kid. I'm an old man, but I'm not senile. We've got a whole group of new people sprouting up, which means new weapons for the ones who think they're going extinct. That means a whole lot of fighting and a whole lot of dyin'. You're headed straight into the eye of the storm, buckaroo. I don't need to scare you — that storm will do it just fine."

An Undisclosed Location

"And we're sure they're operational?"

"Well," laughed the blonde scientist known as Bolivar Trask uneasily, "that will all depend on a field trial, won't it?"

"So you're saying you can't guarantee that you've done it correctly?" said the man next to him. Wiry and muscular, with an unreadable face, he was dressed in the sleek suit of a government agent. Two bodyguards flanked him on both sides.

"I am saying—" Trask sighed, placing his hands on the desk in front of him "—that exact science is not an exact science. I've programmed them to all the correct specifications, but the government should know by now that when it comes to mutants, you can't always predict how things will react."

"Funny, Dr. Trask. I though predicting how these things would react to mutants was your job," the man said silkily.

"Hey." Trask laughed again, cynical. "If the Commission on Superhuman Activities wants to find another scientist with my expertise, be my guest. I'm all too willing to let another specialist take my place. You can put that on your assistant's little clipboard, Mr. Gyrich."
Mr. Gyrich laughed. "Oh, no Dr. Trask. Not what I meant at all. We're all in too deep now for any of us to pull out."

"Oh, ominous, I love ominous," Trask said with heavy, exuberant sarcasm. "Almost as much as I love vague, covert, and secure, all those wonderful things you inject into all the projects the government wants done about mutants."

"I'll make sure you get continual doses," Gyrich said drily. "In the meantime, if a trial is what we need, then a trial is what we'll set up. I know just the operation for a test drive since we have a mutant government operative situation we haven't cleared up yet." Gyrich slapped a hand on Trask's desk. "So pick out your first volunteer, Doctor, and we'll send him to school."

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**TITLE SEQUENCE:**

**TITLE SONG:** "Evolutionary" Composed By Emilie Autumn

**Cast:**

- Wolverine: Hugh Jackman
- Storm: Halle Berry
- Professor Xavier: Patrick Stewart
- Jean Grey: Famke Janssen
- Cyclops: James Marsden
- Beast: Kelsey Grammar
- Rogue: Anna Paquin
- Gambit: Taylor Kitsch
- Iceman: Shawn Ashmore
- Kitty Pryde: Ellen Page
- Piotr Rasputin: Enver Gjokaj
- Jubilee: Julia Ling

*Introducing: Rudy Youngblood as Sid "Forge" BlackFox*

*Guest Starring: Liam Neeson as Henry Gyrich*

*Alan Tudyk as Dr. Bolivar Trask*

*And Graham Greene as Grandfather Naze*

**Written and Directed by Joss Whedon Created by Joss Whedon**

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**Library, Xavier Institute, North Salem, New York**
"He's sitting alone, Jubilee, it's our duty to go over and bring him here," Kitty whispered to her friend as they entered the library arm-in-arm.

"Our duty?" Jubilee asked skeptically, glancing over at the newest addition to the school. He sat tinkering with the broken automatic pencil sharpener, long hair pulled into a ponytail, thick brows furrowed in concentration.

"Yes, our patriotic duty as American citizens to make sure he isn't sitting alone, now come on." Kitty grabbed Jubilee's hand and pulled the other girl along with her over to the new boy's table.

"Hello," Kitty said brightly, as she sat down boldly at his table. "You are Sid, yes?"

The boy looked up from behind his round glasses. "Uh, yeah. That's me."

"Good," Kitty said. "Well Sid. Myself — Kitty Pryde — and Jubilee here, have come over to capture you and drag you, willing or unwilling, over to our table of fun and joy and snacks. Jubilee, take an arm."

"What?" Sid looked unsure if he was meant to be intimidated by the two tiny teenage girls tugging him towards their table. "Is this some kind of hazing thing?"

"Yes, totally," Kitty said gleefully, sitting him down at the large table and plopping into the seat next to him. "Sid, meet the coolest group of people at Xavier Institute."

"Petite, now what you gone and done to the poor boy?" Remy drawled lazily from where he sat lounging over two chairs, a book carelessly abandoned on the table. "He's already got that look a' shock on his face, him."

"I've been kidnapped," Sid informed the Cajun.

"I know the feelin'." Remy shook his head mournfully. "Dese ladies, they always harass this one, tell him what to do . . . and because this one's a gentlman, he always follows, him."

"Except the one whose commands you follow is Rogue, and her commands are always to stop whatever you are doing which is always something decidely UN-gentlemanly," Jubilee rebutted.

"Lies, all lies." Remy waved the allegation away with an elegant gesture. "Don' believe a word they say," he instructed Sid.

"Hello, my name is Piotr." Piotr looked up from his book to offer Sid a hand. He had been waiting patiently for a chance to introduce himself. "If these three ever get to be too much for you, you can come and visit me and we'll comiserate."

"Thanks, Piotr, I will," Sid answered, smiling in a way that caused his glasses to go crooked.

"Tin Man here keeps us all grounded," Remy explained, slapping a hand on Piotr's back. Piotr sighed, shaking his head slightly at the foolishness of others.

"Tin Man?" Sid questioned, swallowing and again looking very lost.

"That is his and Professor Logan's nickname for me." Piotr pulled himself straight. "If someone wishes to call me other than Piotr, I prefer Colossus."

"Oh, like your X-Men name." Sid nodded. "Does it mean something?"

"Yes," Kitty burst in, glad of another chance to speak. "It's because his mutant ability is to make an
entire skin of natural metal when he wants too."

"Slow down, Petite, your mouth will run off you' face," Remy teased, and Kitty threw a handful of pencils at him.

"Wow," Sid said, eyes lighting up. "I'd, um, if you'd let me see that sometime I would be grateful! I mean if it's not rude or anything? I'm just really into technology, so . . ."

"Certainly." Piotr nodded his head courteously.

"Oh, and here comes the rest of the crew," Kitty said excitedly, as Bobby and Rogue strode over to seat themselves side by side at their table. "Sid, this is Bobby and Rogue. Rogue, Bobby, Sid."

"She kidnapped him," Remy informed. "Like you ladies do."


"You did." Remy smiled slowly. "When I was gon' leave my first day here. Captured me and dragged me back."

"Don't you start," Jubilee warned, looking to Bobby, who was frowning. Catching her watching him, Bobby shook himself slightly and offered a hand to Sid across the table. "Bobby Drake, or Iceman," he explained, icing his hand just lightly.

"Oh, wow, that's amazing," Sid marveled. "Does is last longer than normal ice?"

"I'm always asking him that," Kitty put in. "I think it might have a greater density than normal ice because of his mutant ability. See, his mutant ability at a molecular level would have to involve—"

"—Pushing the molecules apart, but forcing them to do it suddenly," Sid broke in. "Would involve pulling more molecules in and—"

"—Increase the density of the ice!" they finished together. Sid smiled, flustered.

"Oh wonderful. Nerd Love." Remy put a hand on his heart. "Bondin' over sexy, hot science."

"No need to mock them. You ain't as much of a charmer as you think you are," Rogue sassed.

"I never mock at love," Remy said, his eyes focused intently on hers. "Mos' powerful thing out there, and that's for true. Stronger than mountains, more delicate than a spider's web."

"Speaking of delicates, I keep finding your boxers in the shower," Piotr said in his no-nonsense manner. "Please pick them up or I will be forced to reveal them to our friends here in all their hot pink glory."

"What?" Remy said with injured dignity in answer to the snickers. "This one is secure enough in his masculinity to pull off pink like a real man."

"Okay, okay, new subject." Jubilee put up her hand. "Sid, if you don't mind, do you want to share what it is you do?"

"Do? Oh, you mean, like my mutant power," Sid comprehended. "Well, I didn't find out I was a mutant until recently, because mine's . . . strange. For a while my parents thought I was a genius, until we realized it was just in one place, and went to a doctor for the test. Anyways, it's machines and technology . . . they speak to me. Not with words! Just . . . I understand them, and I can build just about anything with them. It's a sense, like just knowing what you can make with any little piece
of metal or wire, like . . ." Sid realized he was getting too excited, and trailed off. "Well, it's not really that cool I guess."

"No, I think it's wonderful," Kitty said enthusiastically. "Have you thought up a code name for yourself? Since we'll be in a Danger Room session soon?"

"Uh, yeah." Sid grinned. "I kinda like 'Forge'."

Teacher's Dorms, Xavier Institute

Jean Grey.

Jean put down her hairbrush on her dresser with shaking hands. "Okay," she whispered. "I can hear you. Now tell me what you want, or leave me alone!" With a sizzling crack the lightbulb in her lamp shattered.

*We need your help.*

"Help to do what? Who are you?"

*We are the Shi'ar. Aid the Shi'ar.*

"But what are the Shi'ar?" Jean demanded.

*What are humans?* the voice answered infuriatingly.

"Well, where are you, how can I find you?" Jean probed.

*We will find you.*

"Where are you from?" Jean asked, gritting her teeth.

*Far away.*

"So when will you get here?" Jean asked, unsure whether to laugh or cry at herself.

*Soon.*

Hallway, Xavier Institute

"Bobby? Bobby?" Rogue folded her arms tighter around herself, wishing she was the kind of girl who could just tug on her boyfriend's arm, without the horrible fear that somehow she would slip up and hurt him. "Is there a reason you're bein' so quiet?"

"Nope, nothing at all," Bobby said, looking away as he shuffled his books in his locker. "Though I guess if you compare me to some people who never stop talking, I could be too quiet."


"What, Remy?" Rogue laughed nervously. "Well, he's not here right now, but—"

"But it feels like he is," Bobby cut off. Rogue paled, but stood her ground. "That's just silly, Bobby."

"No, it's not," Bobby said, raising his voice. "You say he's annoying, you say you don't like him, yet you smile at his jokes when he's not looking, and — and you stare at him across the table, and
"everyone sees how he looks at you—"

"What he does doesn't matter," Rogue snapped. "It's what I feel, what we feel, that does."

"Yeah." Bobby smiled bitterly. "And that's what I'm worried about."

Rogue pulled back. "Hey, if you have a problem with me, Bobby Drake, then say it. If you don't trust me, if you think I'd rather be with him—"

"Well, would you?" Bobby asked bluntly. Rogue opened and closed her mouth. "I... I can't believe you're asking me this!"

"Yeah," Bobby said, shaking his head. "That's what I thought." He turned and walked in the other direction.

"Bobby," Rogue called after him. "Bobby!"

"Something up?"

Rogue half-jumped when Jubilee appeared behind her. "No, nothing," Rogue mumbled.

"Are you sure—" Jubilee began, and Rogue growled in the back of her throat. "I said nothing!" Rogue repeated. "I have to go."

Jubilee watched her friend walk away, frowning.

COMMERCIAL BREAK

Danger Room, Xavier Institute

"So the rest of your family is back in Russia?" Sid questioned, stretching awkwardly in his new fight suit.

"Yes. I will see them if they come for a visit, or I will try and visit them at Christmas," Piotr answered. "You also have family back home?"

"Yeah, back in Oklahoma," Sid said, swallowing. "My mother and my grandfather."

"Sid! Forge!"

Sid turned and smiled as Kitty raced up to him. "Okay, so I found out today from that they are making a movie based on Firefly!" she informed him excitedly. "And of course we have to go see it as soon as it comes out. And, today after our session, we can go down to the science lab, and Dr. McCoy said he'll let us work with him on some of his experiments!"

"That's great!" Sid said. "Then we—"

"Hey, we're getting ready to start," Bobby stated, walking over with blue eyes snapping.

"Just a second Bobby," Kitty dismissed, still facing Sid. "So, I was thinking we could start with the photo replication—"

"Look, I know you're so excited, but we have to get ready, you know, Danger Room session?"
Bobby said more firmly. "Yes, sorry," said Sid, looking down.

"What the hell was that?" Kitty hissed to Bobby, tugging him away so Sid couldn't hear. "He's new, even Logan is cutting him some slack. Why can't you?"

"I'd say you're doing more than enough to make him feel at home," Bobby said spitefully. "What . . . are you jealous?" Kitty said, eyes widening, then narrowing. "Because you have no right to be, considering you are still with Rogue. Seriously Bobby, green is not your color."

"Okay, line up now," Logan proclaimed loudly, striding into the center of the huddled teens. There was silence as everyone obeyed. "Sid here is new, so we're gonna work on some teambuilding as a class. I want you all to work together against whatever comes up—"

"What will come up?" Jubilee interrupted. Logan smiled, feral. "That's the point," he answered. "The objective here is simple; protect your teammates. Any one of you falls, everyone loses. Get it?" The class nodded.

Logan pulled Sid aside, taking a bag from his shoulder and unzipping it. "Kid, I know your thing is mostly building, but can you handle combat or use any weapons?"

"My brother went into the military, sir. Taught me some stuff before he left," Sid confirmed. He reached into the bag and picked out a shotgun and a belt full of ammo.

"You know how to load a Remington, kid?" Logan said, impressed and surprised. Sid swiftly loaded the shells into the magazine of the gun, released the slide and checked the chamber.

"Good." Logan grinned with the acknowledgement of a fellow. "He teach you to shoot it?"

"No, sir," Sid said, looking away. "He and my grandfather didn't part well, so it was my grandfather who showed me how. Hunting."

"Well, I think you'll hold up fine," Logan said, patting the boy on the shoulders before taking a deep breath and yelling up, "Hank?"

"Yes Logan?" came the reply from Dr. McCoy over the Danger Room intercom. "Let's play ball," Logan cried, before backing away with an evil smile.

"Oh, there's no way that will be good," Kitty groaned. The session went into effect and a variety of cannons and self-firing guns sprouted from the walls.

"Everyone form a circle!" Bobby cried. The team rushed together, facing outward and stood on guard.

"I think they're ready, Hank!" Logan called. "So they are!" cried the blue mutant over the com. Ten seconds later a ball of fire was streaming towards Kitty and Jubilee. Bobby iced the projectile before it could hit, and Kitty grabbed her friend, phasing both girls so that the icy globe passed harmlessly through them. There was no time to congratulate each other, as a second gun was shooting steel rockets at the other half of the team.

Remy charged four cards and loosed them, quickly blowing up one. Piotr steeled his body and deflected the second with his shoulder, jumping back as it exploded inches from him, throwing him out of the circle. His metal skin stayed on him just long enough to prevent him from being 'killed.' Sid cocked and fired his shotgun at the rocket-launching gun itself, and after two shots managed to bring it down.
"Look out!" Bobby shouted. As soon as Sid had targeted the actual gun, all the other guns in the Room zeroed in on the mutant-mechanic. Kitty dove for him, managing to grab his ankle and phasing them both just in time to avoid being shot, exploded, or burned.

"We all gotta take out the guns," Bobby yelled. "Let's have everyone guard someone else while one of us fires!"

"Good plan," Piotr answered in his deep voice, before stepping in front of a nasty, three-pronged javelin meant for Jubilee. "You fire, and I will buy you the time," he offered politely. "You got it," the little mutant agreed, aiming a burst of plasma at the canon which had just tried to take her down.

"Bobby, look out!" Kitty wrapped her arms around the ice-powered leader just as a rain of bullets was about to eliminate him from the session.

"Thanks." He breathed heavily, smiling at her over his shoulder. "Don't mention it," she said, grinning back.

"Let's focus!" Sid fired another well aimed shot at some kind of eye peeking out at him from the bottom of the wall. He didn't have time to prepare for the dart zooming at his neck from another source. Like a streak of lightning, a charged staff exploded the dart seconds before it would have taken him down. The smirking Cajun flipped over to land at Sid's side, twirling his bo staff.

"No need for thanks mon ami," Remy said. "I—"

"Dammit, Remy!" With a hard roundhouse, Rogue shattered a syringe-missile aimed at his back. "Stop flirtin' for a second! It'll get you killed someday."

Remy answered with a twist of his bo staff, stopping a bullet aimed at Rogue's head inches from her face. "Again — sometimes that risk is worth it," he muttered to her hotly.

"You're ridiculous," Rogue shot back. "Swamp Rat."

He only grinned, leaning in dangerously close. "And you like it, River Rat."

After a good half an hour, Logan decided they had had enough, and stopped the session. "Now you all did well," he said. "Some pointers though . . ."

"Hey."

Remy looked over his shoulder at the source of the whisper. "Iceman? You got pointers too?"

"Just one," Bobby replied. "Stay away from Rogue."

Remy raised a brow. "I think the lady can take care of herself, non?"

"I said, stay away," Bobby warned, darkly.

"How about you take Kitty, like you want, and I'll take care of Rogue like a man, oui?" Remy proposed. Remy saw the punch coming and took it anyway, using it as an excuse to kick Bobby's legs out from under him and whip out his bo staff. Bobby iced the ground beneath Remy's feet, and leapt on top of the other boy, pummeling him with his fists.
"Hey, hey hey!" Logan stormed over to rip the two boys apart.

"He threw the punch, sir," Remy accused. "Oh, everyone here would agree you deserved it!" Bobby shot back.

"Both of you!" Logan thundered. "Shut up! Everyone else, leave. I think Gumbo and Icicle here are saying they want a double round."

"This has to be resolved," Jubilee murmured to Piotr as they left with Kitty and Rogue. "We're supposed to be X-Men, not the OC."

COMMERCIAL BREAK

GreenHouse, Xavier Institute

"I always find that working with plants calms one down," Ororo said, smiling as she used her powers to gather moisture around one of the plants in the greenhouse. "Just sitting with nature is such a way to clear your mind."

"My grandfather, Naze, says pretty much the same," Sid offered, lifting a watering can to lightly sprinkle a bed of flowers.

"He sounds very wise then, to my biased opinion." Ororo smiled warmly at the newest recruit.

"I'd hope so, since he's a medicine man and all," Sid half-laughed. "Medicine man?" Piotr questioned, lifting a heavy potted plant with characteristic gentleness to move it more into the sun.

"You know, like a shaman? Priest for a tribe?" Sid explained. Piotr nodded. "Oh, yes. One of my uncles was from Siberia. He knew a man like that."

"We got 'bout a thousand of 'em down in N'Awlins," Remy supplied, his gloved hands moulding the soil around a small tree that would soon be transferred outside. "Knew one special woman, Tante Mattie. Voudoun priestess, healer, and one of the best right hooks in the French Quarter. You grow up with her you knew magic was no joke."

"Magic?" Bobby spoke, for the first time since the boys had been brought to cool down under Ororo's firm care in the greenhouse, with faint derision. "You believe that, huh?"

"Ain't a matter of belief, mon ami," Remy said lightly. "You see it happen . . . some little old woman who all of a sudden has the strength of ten men and can cure what stumped every doctor in the city, and you know it's real, you."

"But that isn't necessarily magic," Piotr argued with his cool, logical precision. "That may be the strength of hypnosis, belief, or mutation."

"Nah, mutation is somethin' new. This is somethin' old." Remy shook his head. "Similar, but different. Somethin' that runs through everyone's viens like blood. Look over at our Professor there —" He smiled at Ororo. "She's a loa, goddess, that's for true, and she can make these plants sing even if it ain't in her mutation. There's still some things yet we don't understand, us."

"I, uh . . ." Ororo swallowed, and for a split instant the air in the room heated, then cooled back to its normal temperature, "Sid, your grandfather, he sounds . . . I'm sure he taught you many things."
"Yeah." Sid nodded, a small smile playing around his lips. "Right before I left, when I started talking about the school, he kept repeating to me the story of the Sacred Arrows."

"What's that?" Bobby asked, his curiosiuty enough to push him out of his self-imposed silence.

"Old Cheyenne medicine," Sid explained easily. "The Maahotse — the Arrows — is a medicine bundle that gives spiritual power to the tribe. It was given by the prophet Sweet Medicine to the people as a gift from Maheo, the Creator. They were stolen in 1830 in a raid against the Pawnee led by a warrior called White Thunder. Before I left, Grandfather just kept talking about how it was all because White Thunder went into battle without the ceremonies, how he didn't honor the traditions, how you get beaten without going back to your source." Sid swallowed, clenching his fists, eyes narrowed at the glass wall of the greenhouse. "I think he was trying to tell me, like, I was abandoning my source by leaving, by not staying back to study under him, maintain the traditions. Like I—" Sid stopped, turning his head away and breathing deeply to calm himself.

Ororo came over to lay her cool hands gently on his shoulders. "No one has the right to demand you stay behind for their ways if you choose to go forward. That's not a fair choice to put to someone who is still just figuring out their life, and who needs time. Believe me, I know. I really do."

Sid looked up into her blue eyes. "But what if he's right? What if I'm . . . gonna pay for abandoning my people?" Ororo looked away. "Or what if he's right that I never go back home?" Sid continued. Remy shifted and busied himself with his work. "Or what if I do go back, and take up his position, and do what I planned to do with a shop, and I'm not good enough?" Sid said, voice rising hysterically. "I mean, I'm not him! What if I screw it all up and everyone blames me?" Bobby played with his fingers. Sid choked back a sob. "What if—"

"Shh." Ororo placed a finger on his lips. "You're a sixteen year old boy. You don't have to have all the answers. Life wouldn't be a journey worth anything if you did."

Gym, Xavier Institute

"Explain to me why we're working out after a Danger Room session?" Jubilee questioned, huffing on the stair master and glaring over at Kitty, who was jogging briskly on the treadmill.

"Because women like to torture our bodies. God, this is simple stuff." Kitty mock-rolled her eyebrows. "And so some of us can work out our sexual frustration and angst over choosing the right guy."

"I am not sexually frustrated over choosing the right guy!" Rogue protested, mid-deadlift.

"I was actually talking about me, hun," Kitty supplied after a second of awkward silence. "About how Piotr has yet to ask me on a date but I know he likes me, while Sid likes me and I know I like him, but is it too soon?"

"Oh." Rogue blushed a deep magenta. "I'll be in the bathroom."

"So, what do you think?" Kitty asked, as Rogue closed the bathroom door. "I think you need to tell her what's going on with you and Bobby," Jubilee said flatly.

"What now?" Kitty stumbled on the treadmill, slamming the off button just in time. "Don't, please," Jubilee pleaded. "Don't deny it. I've been watching it all for almost a month now. And I know you well enough to know that if you're not confronting Rogue over her obvious interest in Remy like the in-your-face, tell-it-like-it-is gal you are, then it's because you are hiding something."

"Jubilee, keep your voice down!" Kitty hissed, looking nervously at the bathroom. "C'mon, don't lie
to me," Jubilee said, exasperated. "We've got enough drama coming through here in the form of killer cults and out-of-control mutants. We don't need to add on any more. I'm actually beginning to miss the killer cults."

Kitty crossed her arms. "Bobby kissed me. Out of nowhere. I literally just walked up to him, and he did it, and then made me promise not to tell Rogue. So there."

"And now you have to tell her," Jubilee insisted. Kitty bit back a shriek. "What?"

"You do," Jubilee repeated steadily. "One, because you are a good friend to Rogue. Two, because you are a good friend to Bobby, and the boy isn't meant to keep secrets. He's just too upstanding for him to be good at it. Three, is you are also Remy's friend, and he needs some kind of closure as to whether he can ever really get with Rogue or not. Oh, and four, you are my friend and this whole damn thing is driving me up the freakin' wall! So there you have it, one, two, five, no, four, four reasons to tell her."

"Yes, yes, nobody expects the Jubilee Inquisition." Kitty rolled her eyes. "Fine, okay? Now do you want to be here when the screaming goes down, or do you want to meet up later."

"I'll go thanks," Jubilee said smugly. "My work here is done."

__________________________________

"Hey, Wolvie!"

"Oh God kid." Logan set down his weights and rubbed his forehead. "I just had to deal with Cajun and Icecube fighting. Please not now with the nicknames."

"You give everyone else one. Only fair you get one too," Jubilee said unmercifully. Logan made a sound that was a cross between a growl and a moan. "You should be thanking me," Jubilee stated. "Soon everything will be out in the open and all this drama nonsense will be over."

"Why, is the Cajun gonna leave?" Logan grunted, pushing the dumbbells above his head again.

"Logan! That's not nice," Jubilee chastised like a mother.

"I'm not a nice guy." Logan smiled, bringing the weights back down. He stood up, and stretched.

"Yes, yes you are," Jubilee asserted, following him outside where he poured a bucket of water on himself. "You just hide it under bared teeth and lots of hair."

"Kid, you—" Logan froze, and sniffed the air. "What is—" Jubilee began, and stopped when he held out a hand for silence.

"Something's out there," Logan said under his breath. "Go inside, alert the team."

"But shouldn't you—"

"Kid! Now!" The Wolverine ordered.

Jubilee nodded and ran inside.

"Okay, bub," Wolverine growled. "I'm fresh out of patience for games."

**Library, Xavier Institute**

"Professor Summers!" Jubilee cried, running into the library and leaping over a stack of
encyclopedias. Scott looked up from where he was aiding a student with his physics homework. "Yes, Jubilee?"

"It's Professor Logan," Jubilee panted.

"Yes, what has 'Professor' Logan done," Scott said with a half-smile.

"He sensed something on the grounds and went to investigate," Jubilee explained. "He said to tell you."

"Of course he went off alone. Why wait for the team," Scott groused. "Okay, good job Jubilee. I'll handle this."

She swallowed, but accepted the dismissal and walked away. Flipping out his cell phone, Scott dialed Ororo's number. "Storm?"

"Yes, Scott?" Ororo's calm voice answered.

"Can you bring all the kids inside?" Scott requested. "We may have an issue."

**GreenHouse, Xavier Institute**

"Of what kind?" Ororo asked over the phone, while motioning for the boys to form a line behind her and follow her out of the greenhouse and towards the school.

"I don't know," Scott answered, an air of disdain in his voice as he supplied, "Logan ran off by himself to check it out as usual."

"Scott, you have to learn to accept who Logan is and integrate him into the team especially since he's — knocked out."

"Knocked out?" Scott chuckled. "Is that some kind of saying from Cairo or Kenya that I don't know?"

"No, Scott. Logan, I found him," Ororo explained hurriedly. "I have to go."

"No, Storm wait don't break contact! Damn it!" Scott swore as Ororo hung up. "The rules are in place for a reason you know! Why does no one follow the rules!" he screamed at the phone. Scott realized after a moment that the entire library was staring at him. "Uh, I apologize," he said awkwardly. "Just everyone please, stay here!"

Walking out of the room as fast as dignity would allow, he loudly thought to Xavier. *Professor, something's wrong on the grounds.*

**Grounds, Xavier Institute**

"What's wrong with him?" Sid asked anxiously, looking down at the unconscious teacher he'd come to fear from many stories told of intense Danger Room sessions. "I do not know," Ororo said, and despite herself there was a faint tremble in her voice. "He appears to be unconscious, but Logan usually recovers more quickly from these sorts of injuries."

"We'll carry him inside," Bobby offered, moving to kneel down at his insensate teacher's side. "Yes, that would—" Ororo began, and was cut off when the sound of heavy metal and impossibly large footsteps rang out over the grounds. Everyone tensed. Bobby iced up his arms, while Piotr let steel creep over his arms. Remy's hand moved inside his jacket to his bo staff.
"Remy, Piotr," Ororo said in a soft but commanding tone, "grab Logan's arms. Sid and Bobby, his legs. Carry him inside and down to the MedBay immediately."

"What about you?" Sid demanded, shivering as the menacing sound rang out again. "I will follow," Ororo explained. "But I want myself between you and whatever is making it's way towards us."

"But—" All four boys began to protest at once. Ororo's eyes blazed white. "I said now!" she ordered them with all the force of a woman who had been worshipped as a living goddess. With frustrated exchanged glances, the boys picked up Logan and began to drag him away.

"Now," Ororo said, turning towards the advancing sound, "let's see who's come uninvited."

Front Door, Xavier Institute

Remy and Piotr banged loudly through the door carrying Logan's upper body, causing a ripple of chatter to pass through all the nearby students.

"Out of my way!" Scott cried, pushing the younger mutants aside to get into the Rec Room where the four boys were carrying the still unconscious Logan. "Storm? Storm, where's Storm?" Scott demanded. "I said, go stay where you are!" he barked at the students who had filed in to watch.

"She stayed back to fight whatever it was that's out there," Bobby supplied, panting as they laid Logan down on one of the Rec Room couches.

"Goddamnit," Scott swore. "Okay, I'm going after her. Get Logan to MedBay and wait for Jean and the Professor to come down. Whatever happens do not, do not follow me outside unless I tell you!"

"Yes, sir," Remy grunted, trying to lift Logan again. Scott bit his lip and ventured outside.

"What the hell is goin' on?" Rogue asked, trying to to push her way through the messy press of students in the Rec Room. They parted with nervous gasps when they noticed who she was. She didn't have time to feel her usual combination of anger and shame, as the parting crowd revealed Logan lying prone on the couch. "Oh my God, Logan!"

"He's okay, chere," Remy soothed, as Rogue ran over to kneel beside the large Canadian. "I mean, he's breathin' and all that. Not sure how he got knocked out or why he ain't healin', though."

"That's two down," Bobby said grimly as Kitty and Jubilee joined them. "Picked off Logan, Storm's out there alone, now Cyclops—"

"No!" At the defening sound, everyone rushed to the windows to look outside. "What the—" Bobby began.

"Oh my God," Jubilee whimpered. "Oh my God."

"No." Sid shook his head. "No way."

Practically shaking the whole of the ground, the enormous creature stepped into view of the school's terrified students. A gigantic metal monster, standing three stories tall, the creature reached out an arm to point at the flying figure, who seemed impossibly small compared with its fist. "Storm," Kitty whispered in terror. "Professor Monroe."

Ororo ducked a red blast from the creature's arm and summoned a bolt of lightning, aiming it at the
robot's face. It bounced off the creature's face and was ignored as it raised an open palm.

"Hostile mutant will stand down," it stated in an animatronic voice. A barely visible wave of energy blasted the white haired weather-witch. She grabbed her head in agony, desperately trying to regather her breezes around her as she fell to the ground. "No!" screamed Jubilee, in stunned horror.

A blast of red hit the monster on the other side of it's head, and it turned towards the sprinting figure of Cyclops. "Hostile mutant detected," the creature spoke again. "Stand down."

Cyclops fired another blast at the metal monstrosity, which shook slightly for a moment, before recovering. Pointing a heavy finger at the mutant, it emanated a piercing shriek which caused everyone within range, including the students within the school, to cover their ears in pain. When the sound had subsided, Cyclops was lying motionless on the ground.

"We have to do something," Kitty stated, her tiny body shaking.

Students. The Professor's voice echoed inside every student's head. I am manually activating the school's defenses. Everyone is to follow emergency protocol and head for the secure exits.

"It'll never work," Sid said to the younger X-Men as the rest of the students fled. "That machine can track and identify mutants. Don't ask me how I know, I just do. If we try to run, if we try to fight, it'll just come after us."

"So what, we stay still and it will leave us alone?" Jubilee asked, shuddering with panic. Rogue was biting her lip so hard it bled, while Remy was rubbing his fingers together, building up a charge. Kitty was swallowing screams, crying silently.

"No. It's already determined the school is hostile, or why else be here?" Bobby shook his head. "And the Professor is raising the school's defenses. What if it strikes the entire school?"

"We're trapped," Rogue stated. "We're trapped."

COMMERCIAL BREAK

Professor's Study, Xavier Institute

Jean. Professor Xavier reached out telepathically to one of his first students. I hate to ask you this before you're ready, but are you strong enough to help us fight this monster?

Professor, Jean's telepathic voice was strained. I . . . I can't . . . Jean! What is wrong? I can't Professor . . . I can't keep them out . . .

With a psychic shock, Charles Xavier felt the contact break. "Jean!"

Hallway, Xavier Institute

"Where . . . the hell . . . are we even running? Why are we even running?" Kitty gasped out, stopping and putting her hands on her knees.

"If we can get to the lower levels," Bobby panted, "maybe we can bar ourselves in."

"And then what, mon ami?" Remy asked, taking deep breaths as he rested against the wall. "Wait for it to turn the school into Xavier etoufee?"
"You got a better idea then you want to share, Gambit?" Bobby snapped, rounding on him. "Boys don't start—" Jubilee scolded in between gasps. "Why not?" Bobby hissed. "He thinks he—"

"Friends, please," Piotr tried to interject, the only one not out of breath. "Be calm—"

"Bobby, will ya stop?" Rogue shot at her boyfriend, pale and covered in a cold sweat. "This ain't about—"

Sid slapped his hands over his ears and slid to his knees on the ground. Think! he screamed inwardly. This is what you do! This is what you should be able to fix! Think think think— robots, AI, drones, weak points, controls, wires, hacking, mechanics, God damn it! He slammed a hand against the wall.

"Breathe, son."

"Yeah, well—" Sid stopped short and opened his eyes so fast he almost got optical whiplash. Before him, as clear as day, leaning against the wall and smoking his tobacco pipe, was—

"Grandfather?" he whispered.

"No, the King of Sweden," his grandfather deadpanned. "Yes me. Calm down, son. Can't figure out a problem with a hot head."

"You . . . you're not here," Sid murmured. His grandfather grinned. "Not in the flesh maybe. You didn't think I would leave you without saying a proper goodbye, did you?"

"So . . . you're saying I'm gonna die?" Sid felt himself go hot then cold.

His grandfather snorted a laugh. "Course not. Have to put on my best suit for that. No, A'ee'ese." His grandfather used Sid's old Cheyenne name. "Listen. I tried to tell you. You can't play their games. You'll lose. Indians don't win by playing the other man's game, we win by playing ours. You need to use what they don't have."

"Not riddles, Grandfather," Sid moaned. "Not when I'm pretty sure I'm going crazy right now."

Grandfather Naze took another deep whiff of his pipe. "Check the bags your mother packed. You'll get your answer," he said easily. "But hurry up."

"Sid?"

Sid's head snapped to the right and he stared blankly at Kitty. "Sid, what were you saying?" she asked.

Sid stared back at the wall. The apparition of his grandfather was gone.

"Sid? Sid! Where are you going?" Kitty asked in amazement as Sid took off at a run.

"To find something, just, stay right there I'll be back!" he called, before breaking into a full sprint. God Granddad, I hope you know what you're talking about.

Professor's Study, Xavier Institute

Storm? Storm? Ororo can you hear me? The Professor received no response. Cyclops? Cyclops? Scott, respond any way if you can. Again, there was no response.

Jean? Jean, can you hear me?
Nothing.

Logan? Logan, can you hear me? Charles Xavier felt a faint connection to a hazy consciousness in his wild X-Man and held on for all he was worth.

**Student Dorms, Xavier Institute**

Sid stared at the contents of the little pouch his grandfather has surreptitiously packed for him. A medicine pouch, filled with medicine that might be able to help him now. Sid's swift mind ran over everything he knew, had seen, could sense about the monster robot outside, everything he knew about robots in general, everything he knew about mutation, about magic. Pulling them all together faster than humanly possibly, he formulated a plan.

**Hallway, Xavier Institute**

"I think that was the last of the guns on the school grounds," Bobby said to the tense silence of his friends, as the barrage audible ended. "That thing won't have anything standing in it's way between us and the school now."

"The kids will all be hiding because there is no one to lead them away from the school," Piotr said significantly.

"Okay." Bobby swallowed. "We need to split up. Some of us to escort the younger students out, some of us to stay here and distract that thing while—"

"Hey!" Sid grinned brightly when they all turned. "Follow me down to the science lab," he said boldly. "I'll need you all if this is going to work."

**Science Lab, Lower Levels, Xavier Institute**

"Explain, please, how one gun is gonna defeat that . . . thing?" Jubilee requested.

"Okay," Sid said, having dismantled the Remington from his Danger Room session. "See, I got a pretty good look at that thing before we ran, and I know robots. The way its head turned, it's got a weak spot, right at the base of it's neck, where something small and sharp could slip through." He held up an arrow head.

"Uh . . . an arrow is gonna take that thing down, homme?" Remy raised a brow.

"It will when I'm done with it," Sid said, pulling together a myriad mix of equipment from the science shelves. "And with your help, friend. I'm gonna convert the shotgun to a sort of gun-harpoon, but that's not what gets it. See, if I can hit the inner body, where the wires are to its power source, and something explosive gets in there? Then it will take out all the inner machinery, and the thing should be useless. Or at least hurt enough for us to take it down."

"What did you mean, with me?" Remy asked, frowning.

"You and Jubilee," Sid explained. "I can fashion a kind of container for your power. You both can charge objects for explosions. If I can manage to figure out how to contain your power in this—" He held up a small syringe "— then I can fire this into the weak spot where the wires show, and it will trigger a chain reaction that should fry this thing's inner circuitry."

"But how will you get behind it to fire that?" Rogue asked. "I thought you said it could sense mutant powers?"
"It can," Sid confirmed, "which is why I'll need you to drain mine."

"What!" Rogue screamed.

"Sid," Kitty shook her head. "It doesn't work that way—"

"She could kill you," Bobby said flatly.

"Bobby," Jubilee demurred.

"No, it's true," Rogue said harshly. "You'd be out cold for all the time I had your powers. I can't control it to take just your powers and leave you standin'."

"But I can," Sid stated. "Look, I trained as a medicine man, as a shaman. I think I can control my life force well enough to stay conscious and push your powers towards just taking mine. The first thing you learn is how to control your mind and body. I can survive extremely cold temperatures, extremely hot ones, I can even cut myself without bleeding at times. I can do this, and if not, it's my risk."

"No it's not," Rogue snarled, sounding very much like Wolverine, "because I'll have your memories and your personality bouncin' around my head if you do, and it'll be ten times worse if you die."

"Then you'll just have to let go when I say," Sid countered. "Please Rogue. C'mon, what choice do we have, girl?"

Rogue swallowed hard, visibly shaking. "Just fix up your gun first."

"Okay." Sid nodded. "Kitty? I could use your help."

Kitty took a deep breath and came to stand next to him. "I sure hope you know what you're doing."

"Yeah," he laughed, swallowing, "so do I."

MedBay, Xavier Institute

Logan groaned, slowly coming back to consciousness, a heavy ringing in his ears.

Logan!

"Wha— what?" he snapped, looking around.

Logan, it's me Charles. Are you alright?

"No, feel like a ton of bricks hit me," Logan growled in answer. "Where is everyone?"

All taken down by whatever took you out.

"Oh shit," Logan swore, forcing himself to stand.

Logan, please, if you can, we need to evacuate the school.

"I'm on it Chuck," Logan assured, forcing himself to stand.

Science Lab, Lower Levels, Xavier Institute

Shamaniac by Omnia Plays Over The Following Scene
"You better be damn sure about this, sugar," Rogue warned, shifting uneasily in her cross legged position. "I could kill you."

"But you don't want to, and that makes all the difference." Sid smiled weakly. "C'mon, just relax. I'll . . . let me get myself ready, and when I say, just give me your hands."

"O— okay," Rogue agreed, shuddering.

"It's alright chere," Remy said, his voice honey-warm voice in her ear. "Believe me, when the human mind believes somethin', they can do it. I seen it myself. He knows what he's doin'."

Rogue just shivered as Sid closed his eyes. Now that he was really going to do it, Sid felt the beginnings of terror. He made himself shove it aside, and slipped into the breathing his grandfather had taught him. He knew he could steel himself against cold and wind and heat: this was just a little further, wasn't it? He told himself it was.

Rogue watched as Sid became impossibly still, so still she could hear the breathing of everyone else around them as they watched. Was Sid even breathing? She would have asked if she hadn't felt so terrified.

"Now," Sid said. "Now!"

Rogue tentatively reached forth her bare hands, but Sid grabbed them hard and held even as she gasped at the pull of her own mutation. It felt strange, a weird tenseness that wasn't usually there. She prayed that whatever he was doing was working.

"Now— let go," he grunted, the black vein lines starting to appear on his face.

Rogue pulled back swiftly. "Are, are you okay?"

Sid coughed, "Quickly . . . we have to get outside."

Hallway, Xavier Institute

"Chuck, something's wrong," Logan said aloud. I don't really have to say it out loud though, do I? he realized.

No you don't, said Charles in his mind. But what is it?

The kids, Logan answered, Rogue, and Bobby and Jubilee and them . . . they're not with the others, they're . . . oh damn Chuck, they're going outside!

Grounds, Xavier Institute

"Now where the hell is it?" Bobby whispered, his breath making a light frost in the air. Kitty and Jubilee had fanned out behind him, with Remy and Piotr to his right and Rogue to his left. Sid had held farther behind than the others, since the idea was to distract the robot until Sid could get into place to take it down.

"Maybe it left?" Jubilee said hopefully. "Don't count on it, sugar," Rogue said, trying to listen the way Wolverine had taught her. "I think it might be—"

"Right there," Jubilee said in a small voice. "Yeah, it's uh, it's right there."

The creature rounded the greenhouse to stomp towards the young X-Men, who for a moment were struck dumb by the goliath coming at them.
"Hey!" Bobby yelled. "Over here. That's right, right here. Hostile mutant! Come have some fun."

"Bobby!" Kitty dove for him, wrapping a hand around his ankle to phase him just as a blast came from the creature's right hand. Bobby threw a stream of ice at the robot's feet, trying to freeze him in place. "Everyone, places! Fast!" Bobby roared. "Let's make this quick!"

Remy threw a handful of charged cards at the creature, who missed the back-flipping mutant by a hair. Jubilee set off a stream of fireworks at the robot's head, while Piotr slammed into its legs.

"Hostile mutant targets acquired," the machine stated, before kicking Piotr off its leg and into a tree. Stunned, Piotr groaned and slumped, his metal skin receding. The machine sent out another ear-splitting anti-mutant beam of sound, and shot a net of wire at Jubilee, pinning her to the ground.

"Right here then!" Remy spread his arms and cried, "Right here mon ami! Come take me down." Using his bo staff, the Cajun flipped away from a bolt of energy from the creature's right hand. Landing smoothly on the ground he grinned up at the machine. "C'est bon, une machine contre un demon, alors?" But the machine was turning towards Rogue, who was trying to undo Jubilee's ties. "No, chere! Get back!" Remy ran at breakneck speed and leapt, intercepting a blast meant for the two girls.

"Remy!" Rogue screamed, as Remy seized and collapsed.

"Rogue, get out of there," Bobby hollered.

Logan, still in pain, stumbled half-blindly towards the scene of destruction. "Hey, bub," he growled loudly. "You still didn't finish me yet." The creature turned its metal face to the Canadian.

"I think it's time to end this," Bobby yelled significantly, making a point not to look at Sid, who was maneuvering silently behind the monolith. The creature turned to the ice-creating mutant.

"No, no, back here!" Logan demanded. "Me first! Finish me off first."

Sid had been clinging to the trees on the ground, to the shadows, desperate to find a spot where he could fire. "Just a few more inches." He raised the gun, aiming high. "That's right." The creature fired at Logan, causing the mutant to crumple to the ground for a second time.

Steeling himself against fear, Sid cocked the weapon. "It is a good day to die," he whispered, and fired.

For a second he didn't know if he had hit his mark. The creature shuddered with an inner convulsion. Then, before the stunned mutants still conscious to witness, retracted its legs and arms into its body and shot into the air like a rocket. "Wow." Sid breathed out. "Oh, I think I'm fainting," he said to no one in particular before everything went black.

COMMERCIAL BREAK

Xavier Institute, MedBay

"I think he's waking up!"
"Yes Kitty. Now please, calm down."

Sid's eyes slowly lazed open. "How'd I do?"

Ororo's warm blue eyes met his and she smiled. "Very well. Kitty here has been telling me it was all your idea that saved us."

"It was," Kitty said, nodding repeatedly. "Don't let him tell you differently."

"Wasn't all my idea," Sid said sheepishly. "My grandfather helped. Showed me how."

"I told you he'd still be delusional when he got up," said Remy from a bed over. "We can't be held responsible for the things we do fo' the next twenty-four hours, us."

"No way in hell are we giving you that immunity," Jubilee snorted from a bed on Sid's right.

"But he did," Sid said earnestly to Ororo and Kitty. "He sent me a— a vision of himself. He told me where to look for the arrows and that's what gave me the idea to make the gun. He reminded me how to protect myself when Rogue touched me."

"You simply delayed your body's reaction to contact with Rogue's skin," Ororo explained. "And probably made it worse."

"That's magic for ya," Sid said, grinning, "always takes it out of you."

Ororo's lip tightened. "Well, I am glad that you have all come throught this alive. You just stay here and rest, and we'll sort all this out when you're feeling better."

"Can this one get a nice milkshake in bed from a pretty lady?" Remy asked hopefully. "That always improves the— ow, ow, can't throw things at an injured man, OW!"

Front Hall, Xavier Institute

"Are you sure you're okay?" Rogue asked Logan for the hundredth time.

"I'm fine kid," Logan said gruffly, but with a smile as he ruffled Rogue's hair. "I can take it. You know that."

"Yeah yeah," Rogue dismissed. But she was smiling.

"Well, looks like your boyfriend's in," Logan said, putting his hands in his jean pockets and looking over Rogue's shoulder. "Yeah I'd . . . I'd better go," she said, walking reluctantly away.

"So it seems we've weathered another storm," Professor Xavier said, as he wheeled over to sit beside Logan.

"Yeah, but that thing had us all runnin' scared, Wheels," Logan reminded. "And to make something like that, that targets mutants . . . I mean, how many of them do you think are out there?"

"Hopefully, that was a singular occurance," Xavier said steadily. "However, I do think it is something that the team could stand to look a little closer at. I'll see about calling up an old friend who might know something."

Hallway, Xavier Institute

"Bobby, we need to talk," Rogue said softly, walking up to where he was closing his locker. "About
what?" Bobby asked, forcefully casual. He turned around to face her with a smile.

"I— I know you kissed Kitty." Rogue finally got the words out.

"Oh," Bobby said, chest deflating.

"And, and not just because of that, but I think—"

"You wanna break up," Bobby finished for her, then smiled painfully. "Just like that, huh?"

"I think we both know this has been comin' for a while now," she answered sadly. "Yeah," Bobby agreed. Closing his eyes for a moment, he then looked her straight in hers and questioned, "But just, tell me the truth. Is . . . part of it because you have feelings for Remy?"

"I . . ." Rogue swallowed. "I don't know. But . . . just the fact that I'm askin' the question? I think that's reason enough."

"And do you trust him?"

"I don't know." Rogue's voice dropped. "I just don't."

"Yeah, well, I hope I'm wrong," Bobby made himself say, "I hope I'm wrong, and it doesn't just end up with you getting hurt."

"I hope the same for you Bobby," Rogue said, almost desperately, "Friends?"

Bobby smiled sadly. "The best."

An Undisclosed Location

"It will take me at least a month to fix whatever's been done with it," Trask stated.

"So then I guess you'd better get to work on it then."

Trask laughed angrily, "You know, Gyrich—"

"What?" Gyrich cut off silkily. "What, Trask, do I know?"

Trask waited for a moment before asking, "You know that the government isn't one-hundred percent behind Project SENTINEL. If they knew what was going on here—"

"But they don't," Gyrich silenced. "And that's the better for the both of us, now isn't it?"

Trask was silent. Gyrich smiled nastily. "Fix the problems, Trask," Gyrich instructed. "If mutants are evolving then so must we."

**END CREDITS**

**PROMO FOR NEXT WEEK:** When the relationship between Remy and Rogue begins to heat up, a blast from his troubled past returns to put his entire standing with the X-Men into danger.
Killers

Chapter Summary

When the relationship between Remy and Rogue begins to heat up, a blast from his troubled past returns to put his entire standing with the X-Men into danger.

Season One, Episode Six: Killers

Basketball Court, Xavier Institute

"C'mon, let's play clean here," Hank insisted, as the younger X-Men engaged in a game of basketball where the rules seemed to be becoming ever hazier. "Mr. LeBeau, if you are using your mutant ability to simulate a basketball yourself, you are in fact cheating."

"All you wound this one, always." Remy shook his head sadly, a strand of his long hair escaping from his bandana. "This one never cheats, me."

"That's a downright lie," Bobby mumbled, loud enough for everyone to hear, as he tried to block Remy from scoring.

"No' when I don't have to, mon ami." Remy grinned, leaping up to dunk the ball. Bobby scowled, and slyly iced the ground before Remy landed, causing the Cajun mutant to fall on his back. "Slippery stuff, huh?" Bobby observed, stealing the ball.

"Oh goodness me," Hank sighed. "Here we go again."

"Powers in!" Kitty squealed happily, before phasing through Bobby to steal the ball from him. She passed it to Sid, who made up for not finding much use for his powers in a game of basketball by being the best overall player. "Rogue!" Sid sent the ball in an underhand pass to the streaked haired mutant, who caught it with some difficulty.

"Got some weak fingers there, chere," Remy teased, gesturing that he was open. "Somet'in' out here makin' you nervous?"

"Not a chance, Swamp Rat," Rogue snarled, hurling the ball with all her super strength at the Louisiana mutant. He stumbled backward as it hit his chest. "Got some problems yourself then, huh, sugar?" Rogue sassed. Remy narrowed his red eyes. He swiftly gave the ball a charge light enough not to hurt, but strong enough to knock Rogue off her feet when he passed it back to her.

"You—" She coughed "— you asshole!" Laughing, Remy strode over to offer her a hand. "Sorry 'bout that. Let me make it up to you." Kneeling down beside her, he reached for her, lowering his voice. "Go on a date wit' me."

"What's happenin' here, Blue?" Logan asked, walking over to the basketball court. "A no powers game of basketball turns into a free for all," Hank explained. "Now—"

Logan sniffed and turned just as with a resounding smack, Remy flew a few feet backward onto his
rear end. "Nice right hook, kid," Logan congratulated Rogue as she stormed past him, arms crossed tightly around herself. "What'd he do to deserve that?"

"He asked me on a date," Rogue huffed, stalking off. Logan and Hank looked at each other, then back to the court, where a dazed Remy sat and shook his mane of hair.

**Edge of the Grounds, Xavier Institute**

"I must say," said the leader of the small black clad group hiding in the outskirts of the Xavier Institute as he looked over at the court, "is nice to see our Remy get what he got comin' to him."

"He's got us comin' to him," said a member of the group with dark, maple skin and two knives in either hand. "Le Diable Blanc must answer to the Council."

"Relax, friend," said the leader, placing a hand on the other man's shoulder. "He'll answer. We'll see to that."

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**TITLE SEQUENCE:**

**TITLE SONG:** "Evolutionary" Composed By Emilie Autumn

**Cast:**

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Shadowcat: Ellen Page

Colossus: Enver Gjokaj

Jubilee: Julia Ling

Forge: Rudy Youngblood

Guest Starring: Michael Raymond-James

Written and Directed by Tim Minear
Teacher's Dorms, Xavier Institute

"Knock, knock?"

Jean smiled as she turned to her door. "Come in, Professor. You know, you don't have to ask aloud."

Charles Xavier smiled as he wheeled in. "Perhaps not. But I consider it a courtesy too important to forget. Becoming overly familiar with using one's powers in such a way is likely to corrupt the one doing so into believing they have free access to another's more private thoughts."

Jean leaned her head to the side. "You always see everything so clearly, don't you?"

"Oh I certainly hope not." The Professor raised both brows, but he was smiling. "Hardly any purpose to life if you think you know it all."

Jean nodded. "I think we could do without life being quite so interesting."

"Yes." The Professor chuckled wryly. "I believe Kitty and Sid have formed a friendship that will result in our poor Dr. McCoy . . . oh, what was Logan's term . . . "getting his blue fur in more of a fluff than usual"? And apparently Rogue reacted rather violently to a proposition by Mr. LeBeau that she accompany him on a date."

"I'm worried about that, Professor," Jean revealed. "Rogue's . . . very taken with him, and I'm not so sure it's going to end well considering what we know of Remy."

"Or rather how very little we know of him," the Professor responded. "But I'm more concerned with you at the moment." Jean turned aside, folding a shirt laying on her bed. "I'm doing much better. The P— she's been quiet lately. I think I'm beginning to incorporate her into myself."

"That quiet may simply be her waiting for an opportune moment to reassert her supremacy," Xavier warned. "But I was speaking rather of your comments before about another presence?"

"That was just her," Jean said quickly. "Trying to make me think she . . . that there was more of her."

"Jean—" Xavier began, then sighed. "I won't pry. But I want you to understand that it is safe to speak with me. I know you are always concerned with the welfare of the students, Jean." Xavier smiled. "But remember, to me, you are still my student."

Jean returned the smile. "I'll remember."

Student's Dorms, Hallway, Xavier Institute

"You, are being ridiculous. Ridonkulous. You are being— being— Jubilee, help me out here!" Kitty begged.

"She's being Deep South stubborn, is what she's being.' Jubilee answered, as she and Kitty trailed an eye-rolling Rogue all the way to the poison-skinned mutant's room. "And she's making herself miserable in the process, and for no good reason."

"You know, I don't reckon I like bein' talked about like I'm not here," Rogue stated in her most nose-in-the-air, Southern Belle voice. "Especially when ya'll're both talkin' nonsense."

"But the question," Kitty continued, as if she hadn't heard, "is why she's in denial? I mean, she's smart enough to know she's not fooling anyone, isn't she?"
"Maybe it's some kind of honor thing? Like, she thinks it will be rubbing it in Bobby's face if she does it too soon?" Jubilee postulated.

"She really shouldn't worry then," Kitty answered. "He knows it's coming as well as anyone."

"I—" Rogue fumed, standing up "—am right here! And I surely don't appreciate you talkin' 'bout me like I am deaf, blind, and dumb!"

"Then stop acting like it, girl!" Jubilee laughed. "C'mon, everyone knows Remy is into you. Everyone knows you're into him. It's one date. What's the problem?"

"Into him?" Rogue snorted. "Did y'all not see the punch I gave him?"

"Yeah, but that's how you flirt, chica," Kitty dismissed. "And he doesn't mind; the crazy Cajun wackadoo has been bragging about the shiner you gave him like you bought him a ring."

"But I can't go out with him!" Rogue wailed.

"Why not?" Kitty and Jubilee said in sync.

"Why not?" Rogue threw up her hands and sat down hard on her bed. "Y' mean other than the fact that we communicate through fightin'? Or that I can't touch him without killin' him? And that I doubt . . . I mean, I don't see him bein' the guy to stick around long when I can't even give him a kiss."

"Oh hun." Jubilee cooed. She and Kitty sat down on either side of her, Jubilee resting her head on Rogue's shoulder, Kitty patting the stripe of white in Rogue's hair.

"Look, it's clear he honestly likes you. Whether it will last? Who knows. But you won't know unless you try, and let's be honest, you've both been wanting to try since he came here," Kitty reasoned.

"Besides," Jubilee added, "you know if he hurts you Logan will turn him into itty bitty Cajun kitty chow."

Rogue laughed at that, sniffling a little to try and hide tears that threatened to fall. "Okay, okay," she relented. "Maybe I'll give it a try. But . . . how am I supposed to say yes without embarrassin' myself? I just will not let him start off with the upper hand."

"Good girl," Kitty approved, "now you're thinking straight. We can't allow that at all. Don't worry. Leave it to yours truly. Me and Jujube will make sure nothing but stuttering comes out of that mouth when he finds out."

Front Hallway, Xavier Institute

Logan opened a window and sniffed, frowning. "That's the third time you've done that," Bobby said, coming over to stand by the burly Canadian. "Is there someone out there?"

"I don't know," Logan answered. "I can't really smell anything like I normally would but . . . even that just feels wrong. Almost like when people spray perfume on a stink, how the stink's still there."

Logan looked to his right and grinned. "Speakin' of, how's that shiner doin' there, Gambit?"

Remy's red eyes darkened, but then he flashed his trademark smile. "Hurts like hell. Gal's got a right hook like a cage fighter. Wonder where she picked that up?"

Logan shifted, suppressing a smile, "Who knows, eh? Bet you'll leave her alone now."

"No, mon ami." Remy smiled again. "Gambit doesn't give up that easily, and a challenge just makes
"You're delusional," Bobby informed him. Remy shrugged. "Maybe so," he replied, "t'ink Jubilee and Kitty plan on playin' a prank on us all, any road, and want to be here to see if dey can, me."

"What'd you mean?" Logan asked.

"Told this one to come stand here, and look pretty, and said would see somethin' worth seein'." Remy shrugged. "Since this one's an agreeable male, did so. Only hope Sid and Kitty don' expect this one to help out with their experiments. Want to keep all my parts, me." Logan and Bobby shuddered simultaneously. The explosions and fires that the science-obsessed duo had been driving Hank crazy with were studiously avoided by everyone else.

"Where in the ever-loving name of— oh, there you are." Jubilee huffed, spotting Remy. "Okay, so, stand right here—"

"Somethin' meant to fall on this one's head?" Remy asked as the tiny mutant maneuvered him to stand at the foot of the grand stairs. "No," Jubilee said distractedly. "Not if you're good. Now stand here, and look up when I say." Remy raised a brow and smiled pityingly down at her. "Now, do I look that stupid?" "Trust me on this," Jubilee said. "Look up."

"And have somethin' fall on this one?" Remy snorted. "Look up," Jubilee insisted again.

"Kid?" Logan questioned, his voice suddenly squeaking. "You . . . what are you . . .wearing?"

"Wearin'? This one is—" Remy glanced up quickly and froze.

Black Velvet by Alannah Myles Plays Over the Following Scene

His eyes rode up tall dark boots, laced black tights, a tight leather skirt, an even tighter green silk shirt and satin gloves. Diamond earrings glittered in Rogue's ears and her hair was pulled into a half bun, the rest falling in glossy ringlets around her long neck. She wore a soft smile about her full lips as she descended the stairs.

"Well." Remy swallowed. "This is different for you, non?"

"Non," Rogue mimicked, still smiling. "Just somethin' you haven't seen."

"J'taime ca. If I say you look beautiful, will I be wearin' another one of these, me?" he asked, lightly tapping his right eye.

"No," Rogue said, tilting her head to the side, still with that same soft sly grin. "Maybe you'll actually behave like a gentleman this time and we can get through a whole night without violence."

"Oui, mademoiselle." Remy offered his arm. Rogue laughed and was rewarded with a smile without any of his usual guile as they headed for the door.

"Wait, wait, what's going on here—" Logan felt himself pulled back by two pairs of small, but determined hands. "Don't you dare go acting like the Big Bad Wolf Dad," Kitty warned, phasing the rest of the way out of the nearby wall. "You won't get anywhere that way."

"Oh, he's not goin' anywhere with her alone," Logan growled.

"Of course not." Jubilee rolled her eyes. "But we can't crowd them. You'll just piss off Rogue that way. They'll need a chaperone to go out anyways. We'll just follow behind."
"Oh my God, you two planned this." Logan pulled back in horror.

"Yes," the two felons admitted brightly.

"I am terrified of you two." Logan nodded slowly, eyes wide. "Really terrified."

**COMMERCIAL BREAK**

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Mr. Lau's Restaurant, North Salem, New York

"I hope you and your date have wonderful time, Mr. LeBeau. I make sure of it, all of us." Mr. Lau nodded one last time, a wide smile on his face, before leaving Rogue and Remy to their table.

"He's very nice," Rogue remarked, then sighed, "Or maybe he's just normally nice, and I've gotten so used to people actin' rude because we're mutants."

"Well, I hope he's not too nice for another reason." Remy narrowed his eyes, quickly reverting back to his usual grin when Rogue focused on him. "More the better for you me then, oui?"

"You didn't steal the money you're usin' to pay for this, did you, Mister LeBeau?" Rogue asked, only half kidding. "Y'wound me, chere." Remy lowered his dark shades so she could see that his red eyes were in full puppy dog mode. "T'inkin' that o' me. Suspicious child."

"Ya'll're ridiculous." Rogue shoved him playfully. She heard an almost imperceptible grunt, and glanced over her shoulder. The tiny menu he held up over his face utterly failed to hide Logan's identity.

"I surely hope he doesn't think he's bein' inconspicuous," Remy practically groaned.

"He doesn't." Rogue rolled her eyes. "He means to be seen. He wants us to know that he's watchin' and if he doesn't like what he sees he'll become very impolite, very obviously."

"Well then I guess we'll have to be real quiet," Remy said slyly.

"You better behave, Mr. LeBeau." Rogue pulled herself up with refinement. "Or I'll be forced to behave very unladylike myself."

"You were actin' like a lady at some point?" Remy laughed when she tossed her napkin at him. Rogue looked at him with a frustrated smile. "You know, all your fine flirtin' and charm, and yet you choose to act like a five year old boy pullin' pigtails with me." Rogue shook her head. "Why is that?"

Remy glanced at her sideways, and she could almost see the reflection of his eyes through his glasses. "My charms don' seem to work so well on you. Got me reduced to a lil' boy wi' no dignity. Figured you'd be flattered, chere."

Rogue swallowed. "And is that why we're here? Because I'm a challenge for your dignity?"

"You're not—" Remy began, frustrated. Rogue raised her brows, as Remy stopped himself, before lowering his voice and answering. "Such a mistrustful River Rat. Why is it so hard to believe this one likes you?"

The answer to his question was obvious and so painfully so, that Rogue just focused on the first part. "Better keep your mouth off my Mississippi, or I'll start talkin' bout N'Awlins, Swamp Rat."
"Oh, can' say nuthin' bad bout the Queen of Cities, chere," Remy said, grinning. "Everyone loves N'Awlins. Visit us sometime, you'll see. It's even more charmin' and lovable then this one."

"Well then I surely couldn't handle it, sugar." Rogue sniffed.

"I t'ink you can," Remy drawled significantly, earning himself a light slap, which he laughed off.

"Your food, Mister, Lady," Mr. Lau announced. "Thank you," Rogue said politely, as he lowered their plates to the table. "Remy?"

Remy's eyes were fixed on the tremor in their host's hands. "Remy?" she asked again.

"Mr. Lau," Remy asked in a low, low whisper. "If you got somet'in' wrong, best tell this one now."

"No, no, sir, no I—" Mr. Lau blubbered.

Remy saw the glint a second before it hit. He shoved Mr. Lau down on the table, catching the knife in his free right hand. Rogue was just pulling herself into a fighting stance when Remy flung the knife into someone raising a gun towards him.

Three waiters leapt over tables of screaming patrons to surround him, one wielding knives, one what appeared to be a kind of syringe, and one barehanded. They came at him at once, moving so quickly that Rogue could barely catch what was going on. Somehow the knife fighter ended up with his instruments embedded into his thigh and left side, and the syringe found its way into the stomach of the second attacker. The barehanded fighter proved more difficult, moving with incredible speed and skill. Remy was forced to execute a full backflip just to escape a knife the man pulled from the fallen first fighter. Remy managed to hook the man's arms behind his back long enough to demand, "Who sent you?"

The man ran his free feet up the wall to flip over and out of Remy's grip, and made a run for the kitchens. Remy catapulted himself over three tables to land in front of the fleeing fighter, charging a fork and sending it flying into the man's chest, knocking him down.

Gasping, Rogue had watched the whole scene in shock. Even Logan was barely on his feet before it was over. She ran to Remy, quickly followed by her teacher and Jubilee, just as the Cajun knelt down to grip the killer by the throat.

"Who sent you?" Remy demanded again, his voice harsh. "Who?"

The man coughed, a trickle of blood flowing down his chin. "D . . . Diable . . ."

"Diable, who's Diable?" Logan demanded. Remy busied himself ripping open the man's shirt at the sleeves, his pants at the ankles, pulling off his shoes. "Kid?" Logan questioned.

"Remy, what are you doin'?" Rogue asked, her heart still beating out of her chest. Remy flipped the dead man on his back, and pulled down his shirt.

"Kid." Logan reached down to try and stop Remy's frantic hands. "Kid, stop—" Logan froze at the symbol on the dead man's neck: an inverted A with a blade carved down the middle. In Logan's grip, Remy's hands had begun to shake. "Kid?" Logan turned and asked. "Kid, what's that mean?"

Remy's red eyes, apparent now that his shades had fallen off in the fight, were wide with terror.

"Logan?" Jubilee's voice trembled. "I hear sirens. I think someone called the police."
Logan continued to stare at Remy, whose breathing was erratic, and whose heart, his sensitive hearing could tell, was wildly out of pace. "We're goin' back to the school," Logan insisted. "Now."

War Room, Xavier Institute

"Did they follow you here?" Ororo questioned as Logan, Jubilee, Remy, and Rogue were ushered into the War Room.

"Don't think so, but then I'm not the expert," Logan growled back, as Scott shut the door and Rogue, Remy and Jubilee were seated. "Ask the kid." He jerked his head at Remy.

"Remy," Ororo began gently, sitting down and laying a hand on the boy's shoulder, making him jump. "What do you know about the men who attacked you?"

"Crazy is what they were, for true," Remy responded, his long hair falling in his face. "That's all this one knows of them."

"Don't lie to me, kid," Logan said dangerously. "I saw your face when you found that mark you were looking for on the guy's body. You know exactly what they are."

"Like this one said," Remy lowered his voice to an almost growl, "crazy: they a crazy cult-group of killers. Thought they was jus' down in the South, but guess they moved up here too."

"Just in time for you to come in. How convinient," Scott said, his voice dripping with righteous disgust. "I knew it. I freakin' knew it—"

"Scott." The Professor raised his hand. "Logan, you said something about a symbol?"

"Yeah, it was kinda like an A with a stick through it," Logan tried to explain, gesturing with his hands. "And it wasn't tattooed on, either. They had it branded onto them."

"I took a picture," Jubilee piped up. "With my cell."

"Wonderful," Xavier said, though his voice was far from enthusiastic. "Hank and I will try and trace the symbol to find out more about this group. In the meantime, we'll want to be on high alert. Scott, if you and Ororo could monitor the school's defenses. Jean and Logan, if you could supervise the children, we want to make sure all eyes and ears are open and attentive."

As soon as it was clear they were dismissed, Rogue moved for the door, with Remy jumping up to follow her. "Oh no you don't," Logan warned, grabbing the boy by the back of his coat.

"Logan, let him go," Xavier insisted. "Why?" Logan snapped, still holding onto Remy, whose eyes were gleaming a brighter red by the second. "The kid knows plenty more than he's tellin', Chuck."

"And it's good of you to notice that he is, indeed, still a young kid, and would probably benefit from some time to recover from his shock," the Professor said steadily. He kept his eyes trained on Logan until he released the Cajun.

"He's lyin' to us," Logan practically roared once Remy had fled the room. "And he fought those men in there like he knew just how they would move. If they're killers, he's not any different."

The Professor raised an eyebrow. "I remember hearing many similar things about you when you came to us," he said drily. "Patience, Logan. We will find out about the origins of this new threat on our own, but as long as he is with us and not them we have a chance to make sure he does not become one of these murderers."
"If he's not one already," Logan shot back.

"He is afraid, Logan," the Professor stated. "Whatever Remy's past, he is clearly running from it, not embracing it. I want to figure out why."

"Then why let him go just now?" Logan demanded.

"Because, Logan — I don't think we'll be the ones he'll tell."

Grounds, Xavier Institute

"Rogue? Rogue? Chere!"

Rogue kept her arms wrapped around herself as she resolutely walked away from the boy crying her name. She didn't change her pace to running when he caught up with her, but she refused to look at him.

Remy dove in front of her and tried to catch her gaze, "Chere? Are you hurt? Rogue? Please, talk to this one here," Remy begged. He looked around, walking backwards so he could face her. "Maybe inside? This one don't think it's safe out here."

"Oh, no?" Rogue hissed icily. "But the restaurant was?"

"Chere, I swear, I didn't know about that," Remy pleaded. "Believe this one, I would never have taken you out if this one had known—"

"Known what?" Rogue finally stopped moving. "Known there were killers after you?"

"I never wanted you caught in the middle of it," Remy said, breathing heavily. "Believe this one—"

"Believe you? Believe you about what?" Rogue took a step back. "How can I believe you about anythin', Remy LeBeau, when no one ever knows if you're tellin' the truth or not?"

"I didn't mean for you to—" Remy tried to explain and found for once he didn't have the words. "To what? Find out?" Rogue hollered.

"I know it was close," Remy said, jumping on a reply he could give. "And I swear I know how it feels—"

"No, you don't." Rogue looked to the side, still intent upon not meeting his eyes. "I'm not scared because y'all have somethin' after you. I've had people try and kill me dozens of times before, people way more threatenin' then a few Bruce Lee copycats with knives. I'm not scared of the danger, I'm scared because—" Rogue swallowed. "I'm angry because you kept this secret, because you always keep secrets, and I never know when you're tellin' the truth or not, if you ever are."

"I am now," Remy said, trying to catch her gaze. "I was when I talked with you back there. I'm bein' honest wit' you now, chere."

Rogue took a deep breath, and looked up into his burning ember eyes. "Honest about what?"

"Honest that I don't want to hurt you," Remy said plainly. "Honest about what I feel when I'm wit' you."

"And what about when you're not with me?" Rogue tilted her head to the side. "What about these men, what about everythin' I don't know about you?" Remy looked aside, and Rogue pressed one, "What about then? What about the Remy who came up from N'Awlins, what about the Remy you
were back when none of us knew you? Do you want me to just not think about that?"

"I try not to," Remy confessed, looking down, then up into her eyes with his demon red ones. "I don' much like the Remy from back den. I'd rather be the Remy I am with you."

Rogue bit her lip at that, and they were silent for a moment, before Remy gently, cautiously reached out his bare hand to touch her gloved one. "C'mon," he offered. "Let's go back inside."

Professor's Study, Xavier Institute

"Well can you define, 'nothing'?" Scott clenched his fists, and felt an ache behind his eyes.

"It really is every manner of that word, Scott," Hank said dejectedly. "I have a number of government contacts, including those within the CIA, and no one seems to recognize this symbol."

"What about outside the country?" Ororo asked. "There are many groups not based in the U.S."

"I have a few friends abroad I could try," the Professor put in. "But this symbol is strange to me, and if Remy is to be believed then they do operate within the United States."

"But is he to be believed?" Scott questioned roughly. "He never mentioned them before. Why would he be honest now?"

"Professors?" Kitty knocked on the door to the study, before phasing inside, holding a collection of papers. "I found-"

"Please, not now." Xavier put up his hands. "Well, I can try using Cerebro to attempt to find minds who are aware of this symbol, but I doubt I'll have much luck. It's a very difficult sort of troubleshooting."

"Professor," Kitty tried to say, bouncing with barely contained energy, "If I could—"

"Not now Kitty," Ororo demurred. "Do you think maybe we could try asking Remy again?"

"I'll volunteer," Logan grunted.

"I meant 'ask' him, not attempt to force information out of him," Ororo muttered forcefully.

"Please," Kitty begged, "if I could just—"

"Not now, kid," Logan cut off.

"We're shooting in the dark here until we find out who these people are. But as of now, I don't see why they're our problem, or even a big one," Scott offered. "They might just be a local gang Remy got on the wrong side of. Which to my thinking makes them his problem, not ours."


"Well, if Remy could take them out by himself I'm not too worried," Scott snorted. "These A-and-stick guys don't sound very dangerous to me."

"They're called Assassins and they happen to be very dangerous," Kitty declared. The adult mutants turned to stare at the small student who had spoken so loudly. "Kitty," Ororo said gently. "We know assassins are dangerous, but we're talking about a threat which may be—"

"No, not assassins as a descriptor," Kitty said, striding up to the table and flinging her papers down.
"I mean Assassins, capitalized, as a name. These guys are part of a huge, worldwide organization of contract killers with their base in New Orleans."

"And you know this . . .?" Hank raised a brow.

"The wonder of the internet," Kitty said primly. "I searched for the symbol or anything like it in all the websites for businesses based in New Orleans. Any criminal organization needs some kind of front to get their money through if they're bigger than just some local gang. After an hour I found a picture of a building with that symbol carved onto it. With a little cypher and virus hacking work, I was able to find the website beneath their website by posing as a member of another business front, this one for a section of the Russian mob."

There was silence in the room.

"Just look at the documents!" Kitty insisted, handing them out to her teachers. "See? Transactions from practically every major criminal front organization around the world have gone into these guy's bank accounts. The website itself is hidden, you can only access it if you have a certain password and the entrance is hidden under the "Charity Organizations" section of their front website, under this charity "The Daughters of the City". If you have the password it takes you into the real website. These guys are bad business—well, actually, they're very good business, but it's doing very bad work. They're contract killers, Professor. They're like, the contract killers for all of underground crime for, like, the whole world."

"I think I shall need a seat," Hank said, sitting heavily down. "How in the world did you find all this?" Ororo whispered, putting a hand on the table.

"Just looking, is all," Kitty said, now swallowing nervously at the strange looks from the adults around her.

"What I wanna know is how much about this Gumbo knows." Logan seethed. "And just why they were so friendly with him."

"Logan," Jean warned.

"No, he's right," Scott said, causing shocked looks all around, and even an alarmed eyebrow raise from Xavier. "I mean, for once he is. We knew the kid was coming with trouble behind him. Well, now it's caught up to him, and I for one feel like some damn answers. I—"

Logan's head whipped around. "Did someone just—"

The cannister smashing through the window and exploding with a blinding flash of light and a storm of choking gas finished Wolverine's sentence for him.

COMMERCIAL BREAK

Front Hall, Xavier Institute

"Okay, I want everyone to try and quiet down. We're going to do roll call," Ororo announced to the surrounding students in her calm, firm voice. "Devons?"

"Here," Devons replied.
"How do we know the gas isn't poisoning us now?" Scott whispered urgently to Jean, as Ororo continued to call out names.

"We won't until Hank has done some test," Jean said, shivering. "I don't like this any more than you do, but—"

"I don't think it's poison." Logan sniffed the air. "Smells like an average smoke bomb to me. But why smoke bomb us and not attack?"

"They must be preparing for it," Scott deduced.

"No," Logan dismissed. "No, this stinks of a diversion. If they haven't attacked us yet and the smoke has cleared, then maybe they already got what they came for."

"Rogue?" Ororo asked. There was a beat of silence. "Rogue?"

"No," Logan gasped. "No, no!"

Unspecified Location, North Salem

God, my head, Rogue thought as she winced, her eyes slowly opening and adjusting to the dim light. "What the— oh, not again," she groaned.

"No' again?"

Rogue turned too quickly at the sound of the thick Cajun accent and gasped at the pain in her neck. "Remy?" she whispered.

The voice chuckled. "No, chere," answered Not-Remy, as he stepped into view. "T'ough my little brother caused you 'nough trouble that I understan' you thinkin' so, you."

"Your brother?" Rogue squeaked, pulling back. She looked the man over. He had the same tanned skin and some similarity in his movements, but his eyes were a simple dark brown, and his face calloused and more heavy set than Remy's. "You don't look like him." Rogue sniffed.

The man sighed. "No, my lil' brother got more of de looks, I'd say, me. At least, so de ladies always t'ink. Course, he ain't my brother from blood, but there's t'ings thicker than that."

"Alright, so one, he's your stepbrother or some such," Rogue ticked off verbally, "Two, you don't like him much, and there's more than just a green twinge of jealousy there, sugar. Now three is where you tell me why I'm hancuffed in the middle of some shady buildin', or four is where I beat it outta you."

Remy's brother threw his head back and laughed. "Oh, bravo chere. You somethin' else. Can see why my brother's so taken with you."

"So then I'm here to try and get to Remy. That answers question three." Rogue ignored his complement. "Now on to question five — how long is it gonna take for you to realize you really, really wanna let me outta here and be a gentleman about it?"

"Don't fear, fille." Remy's brother waved his hand. "Got no intent to harm you. Matter of fact, takin' him away from you is makin' you safer. My brother . . ." He shook his head and whistled. "He ain't so fair for the ladies as he lets on. But manners, manners. Name is Henri LeBeau, me. And you?"

Rogue sneered. "Don' play the noble kidnapper with me, sugar. I've been there and done that, and
I'm not scared enough to be intimidated, or stupid enough to believe you'll just let me or Remy go."

Henri nodded, and then with a move too fast for Rogue's sluggish muscles to block, shot a vial of blue liquid into her arm with a syringe. "Trust me, girl," Henri said as Rogue began to lose consciousness. "You, I mean no harm. It's my brother who has to answer for his crimes."

Hallway, Xavier Institute

*Omega Lithium "Kinetic" Plays Over The Following Scene*

"Logan, please—" Ororo begged, as she ran after him down the hall. She looked around desperately at the nervous students backing away from the furious Wolverine. Logan, ignoring Ororo's pleas, grabbed Remy roughly by the front of his jacket and slammed his back into the wall.

"Okay, bub," Logan snarled, "enough games, because I swear if your friends hurt Rogue, I will make you wish your mother had killed you at birth."

Remy choked out a bitter laugh, half smothered by the huge Canadian's hands. "What makes you think she didn't try, she?"

"Logan!" The Professor's voice snapped like a whip. "Let him go. This will get us nowhere."

Logan growled again before roughly letting Remy drop to his knees. "He'd better start talkin' and tell us where his friends are."

"They're not." Remy spat. "Not what?" Xavier asked calmly. Jean and Scott flanked his chair, while Ororo moved over near Remy. Bobby and Kitty and Jubilee sidled up from behind.

"No' my friends," Remy got out. "Never wanted to see 'em again."

"And who are they?" Xavier continued steadily.

"A cult," Remy answered.

"Lying shit," Logan snapped. "We know they're called the Assassins."

"Logan!" Ororo moved to touch Remy's shoulder, but he brushed her aside as he stood up. "Assassins are a cult," Remy explained heavily. "Ancient cult crime organization. Specialize in killin' bad people for other bad people so no one can go to the police."

"And you're one of them," Logan accused.

"No!" Remy shouted. "I'm not one of dem! Never was, never will be."

"Then what are you?" Logan practically roared.

"I'm a thief, yes?" Remy yelled back. "Happy now? I'm a member of the Thieves Guild. Been rivals with de Assassins since they came into existence, but both answer to a Council and there's a truce of peace meant to be between them. They kill, and we steal, but I left. I left! I—" Remy looked down, his breathing harsh. "Jesu, I swear I didn't think they'd follow me here."

"And why *are* they following you?" Scott demanded now.

"Because—" Remy swallowed, looking at the faces surrounding him. "I . . ." He couldn't finish.

"Tell the truth, Remy," Ororo said softly, laying a hand on his shoulder, which he flinched away
"They're followin' me—" Remy's throat caught, but he forced himself to go on. "They followin' me because I broke the truce. One of the Assassins, Julien, said I had stolen somet'in' from de Assassins."

"And did you?" Logan questioned.

"No," Remy snapped. "I didn't. But he attacked me and I . . . I . . ." Remy clenched his fists, and his eyes reverberated with red energy. "I . . . defended myself. My powers — I didn't t'ink I could do that kind of harm but . . . when he stopped, he . . . I . . ."

"You killed him," Jean said flatly. Remy turned his face away.

"So that's why this Diable wants you dead?" Logan asked. Remy laughed, a bitter, harsh sound, as if doing so was a reaction to a tearing pain in his chest. "He wants me dead because he knows it's him or me," he answered. "Long as I'm alive he can't have what he wants."

"And what does he want?" Kitty asked softly.

"Don' know." Remy barked another pained laugh. "Wish I knew."

"But Rogue—" Bobby began.

"She's alive," Remy said, finally looking up straight. "If they'd wanted her dead we woulda jus' found the body. She's alive."

"Then I can find her," the Professor stated flatly. "Jean, please come with me to prep Cerebro. Logan, prepare the jet. Ororo if you would take care of the children."

"Professor," Bobby began, taking a step towards the telepathy. "No," the Professor said instantly, knowing what he would ask. "I will not risk any more of you children to these people. You will follow Ororo."

Kitty, Bobby and Jubilee shared mutinous looks, but followed after Ororo.

Logan fixed his eyes on Remy. "I didn't want her to get hurt," Remy whispered.

"You better pray she isn't when we find her," Logan spat, turning his back and leaving Remy alone in the hallway.

Remy waited alone, leaning heavily against the wall. After ten long minutes, he heard the expected ring. He flipped his phone open expertly, and asked only one question. "Where?"

Woods Near the Highway, North Salem

"You not cold, darlin', are you?"

Rogue turned her blindfolded face away from Henri's voice. "You really have no idea who we are, do you?"

"Well, maybe you can tell me bout yourself, and I'll tell you bout my brother," Henri began.

"He's not even your brother," Rogue reminded, desperately trying to wake up her body. With her powers the handcuffs on her should have been nothing to smash, but whatever they had dosed her with was keeping her weak.
"No' by blood." Henri grinned, "Then again—"

"He's comin'!" The whisper traveled like a shout through the small group of Assassins as the figure in the long trenchcoat moved towards them.

"No," Rogue whispered, and Henri snorted. "Don' waste your breathe, fille," he advised. "You fallin' asleep now. If Remy here cooperates, you'll wake up tomorrow mornin' with us all long gone." Rogue tried to make a sound of defiance but felt her limbs shake and give way as she fell to the ground.

"Rest, petite fille," Henri crooned, stepping over her limp body.

"If you hurt her—" Remy began, stepping into view. "I swear by Mary, Mother o' God, Henri—"

"Remy, you shame me. I'm no Assassin," Henri chastized. "Thief, jus' like you. But you shame the family name runnin' away from trial like this."

"I always was the one for shame," Remy murmured, his eyes fixed on his brother's. "Righ' fo' true," Henri agreed. Then he whipped out a plastic gun and shot three tiny darts into Remy's neck. "Alright then, mes amies, let's collect what we came here for and go."

The other Assassins moved in to pick up the swaying Remy. Henri roughly grabbed a lock of Remy's hair to turn his face towards him as he knelt down to look in his red eyes. "Did you really think you could run and we wouldn't find you, Diable?" he whispered, almost pityingly.

"No' Diable no more," Remy gasped, the injection in the darts quickly imbolizing his system. "Don' wan' no part in you, or the Guild, or Assassins."

Henri threw his head back and laughed outright at that. "Well that's just too bad, ain't it, little brother? You don' get to jus' walk away, no matter how much you want to. When you belong to the Guild, you belong to the Guild for life. Who else would take in a red-eyed devil child like you?"

"Well, come to think of it bub," said a gruffly amused voice. "We would."

Three Assassins rocketed through the air, screaming as they roughly hit trees or the ground, and then screaming no more. A red blast hit two in the chest just as they were aiming their weapons, and a giant wind whipped up the final two and spun them about viciously, dumping them harshly down headfirst where they lay still. Henri found himself suddenly within the iron grip of a very large, very angry Canadian with claws like daggers aimed at his throat.

"This is none of your concern, mon ami," Henri hissed, unable to hide his fear at being so easily defeated.

"Oh but it is when you attack and kidnap our students," Ororo said, her white eyes blazing. "Then it is very much our concern."

"You'll make an enemy of the Guild and the Council shelterin' him, you," Henri threatened.

"And you've just made an enemy of the X-Men," Scott said lightly. "We're kind of a big deal. Next time, do your research before coming after us."

"We only wanted him!" Henri looked furiously down at Remy. "Don' you know what he is? What he'll do to you? He's a demon who brings death and destruction with him, a—"

"Yeah, he's a hell of a punk." Logan rolled his eyes. He tossed the screaming Henri into the air and
let him fall heavily to the ground. "But he's our punk. So you go back to your Guild, or your Council, or your clown circus and tell them that if they don't stay away from our bad side, we'll do some assassinating of our own."

Remy didn't know if it was the drugs or the shock of Logan defending him that caused him to at last lose consciousness.

**MedBay, Xavier Institute**

The lights. The lights were unbearable. Remy blinked, his world a haze of red, before it slowly cleared.

"Ah, you seem to be waking," said a blurry blue shape beside him.

"That you, Dr. McCoy?" Remy questioned, his thick accent even thicker as his tongue got used to moving again.

"Oh yes indeed," said the furry mutant. "And I'd suggest you rest for just a bit longer before you get up, because you have a number of visitors who want words with you."

"Mon Dieu," Remy groaned, falling back.

Two heads peeked over the side of the MedBay door. "It's him isn't it? He's up, isn't he?" Jubilee said as she and Kitty entered.

"No' so loud petites, please," Remy pleaded.

"He's pleading for mercy," Kitty said to Jubilee. "He thinks he's actually in a position to acquire mercy. What a silly thing."

"People who run off to barter themselves to criminal organizations who intend to do nasty, nasty things to them and scare their friends do not deserve to even consider begging for mercy," Jubilee agreed. "That's why you shouldn't do such stupid things."

"Was tryna think of it as dashin' and heroic my own self," Remy muttered. Kitty and Jubilee exchanged a look of pity.

"Is Remy up then?" said Ororo's cool voice as she entered the MedBay. "Please, 'Ro," Remy begged. "Please loa, save me from these evil, screechy girls, me."

"You deserve more than screechy girls for the trouble you put us through," Ororo said sternly, but she shooed Kitty and Jubilee away.

"Everyone is so mean to this one," Remy pouted. "This one——" Remy's eyes caught the figure at the door and widened. Ororo didn't even have to turn to guess who the visitor was. "Come on in, Rogue," she said, standing up. "I was just leaving."

**Running Up That Hill by Placebo Plays Until The Ending Credits**

There was silence for a few moments when Rogue sat down on the edge of the bed. "You . . . are you okay then, chere?" Remy asked. Rogue nodded. "It was nothin' Hank couldn't fix up quickly. Jus' somethin' to knock my body out. Feel like my pride was hurt worse'n anythin' else. I just felt so useless."

"Rogue, I never meant for you to be hurt, if I had known——"
"I wasn't scared," Rogue declared, cutting him off. "Least, not of your brother or even those Assassins. I've been kidnapped by people who wanted to kill me so many times now I think I'm beginnin' to lose count. That's not the trouble."

"He's no' my brother," Remy muttered.

"See, right there?" Rogue said. "That's the trouble. I'm not afraid of people comin' to hurt me. I can defend myself, and when I can't I know that's what havin' a family made up of mutants is for. But I'm scared of you keepin' secrets, so that everyone else knows more about you than me, and I'm the fool in the dark."

"You know more 'bout me than anyone here," Remy confessed. "I've let you . . . you . . ." He swallowed, and his voice came out very small. "You know more bout me'n anyone."

"But there's things you ain't tellin' me," Rogue pressed. "And those things can come back to haunt us. I'm not afraid of what they are. I just want you to be the one to tell me."

"This one hears that." Remy nodded, eyes wide and innocent. "But this one also heard an 'us' in there, which makes this one feel hopeful for more dates that maybe don't end with this one gettin' himself beaten by crazy adopted siblings. Maybe more with the ice cream and cuddling, and less with the crazy cults and sharp, sharp needles?"

"But what kind of fun would that be, sugar?" Rogue joked dryly, and was rewarded with Remy's rare, brilliant, open smile. There was a soft cough at the door, and both teenagers looked to see Professor Xavier wheel into the MedBay.

"Hello, Rogue. I hope you are feeling better," the Professor said in his kind voice. "If you would be so kind as to give me a few moments with Remy?"

"Yes, sir." Rogue nodded, leaving the room hesitantly.

"So now is it time for this one's punishment?" Remy asked once the door closed, leaving him and the Professor alone. Charles Xavier raised an eyebrow. "Do you think you deserve to be punished?"

"This one's a criminal," Remy pointed out. "A thief. A thief of thieves, who worked for the court of thieves doin' bad, illegal, thiev-y t'ings."

"Believe it or not, you aren't the only one here with a past that dips into the criminal," Xavier informed him. "And stealing especially isn't all that uncommon. Not even to certain . . ." Xavier made a small clearing-his-throat noise " . . .not even to certain members of the faculty."

Remy shook his head, his long hair falling in his eyes, all trace of humor gone from his voice as he said, "I killed someone. He came at me, and I couldn't control my powers, and I got mad and I fought back and he's dead. I killed a man, and now I put everyone in danger here 'cause of what I did. I'm a curse to you all here, you. A demon killer."

"Remy," the Professor said firmly, "I do not believe you are a demon, or a curse, or a killer. A killer doesn't feel shame, and guilt, and sadness at their work. A killer rejoices in causing pain. If you harmed someone in self-defense through your powers because you didn't have control, that only makes you like a hundred other mutants out there. I will not say I condone what you have done, or that I do not have reservations about your conduct here. You play a dangerous game, Gambit, but that seems to be your specialty. Of all my students, you are the most unknown to me. You want our trust, but you do not want to trust us with your secrets. You want Rogue's love, but you don't want to fall in love with her do you? A dangerous game for us, and for her, but most of all, I fear, for you."
Promo For Next Episode: Dealing with teenage hormones has the Xavier Institute faculty stressed. But when a new mutant comes to the school, even the grown X-Men find themselves at the mercy of powerful, fearful desires.
Chapter Summary

Dealing with teenage hormones has the Xavier Institute faculty stressed. But when a new mutant comes to the school, even the grown X-Men find themselves at the mercy of powerful, fearful desires.

Happy July 4th weekend! Remember to feed your author with healthy doses of reviews (otherwise they wilt)

Season One, Episode Seven: Desires

Classroom 217, Xavier Institute

"Human reproduction." Ororo looked around her class. "Get all your little giggles and comments out of your system, please, because we're going to try and have a mature, responsible discussion." She stared down the boys, focusing in on Remy. He looked behind him and to the side. "Why this one?" he moaned pitifully. "This once can be mature, me. I'm gon' be mature right now, c'est vrai."

"Why, is the world coming to an end?" Rogue said under her breath, earning her a scorching look from the red eyed mutant.

"Okay." Ororo raised her hands. "If we can start, let's start with what we all know. Can someone name a reproductive organ, or part of the reproductive system?"

There was a nervous moment where no one raised their hand, and then Sid extended his. "Uterus."

"Very good." Ororo turned and wrote it on the board. "Yeah, the last reproductive organ you saw, coming out of your Mom," whispered one of the girls Sid had awkwardly turned down for a date. Sid looked at his desk, sighing and blushing.

"Christi, we're going to have a talk after class," Ororo said, not even bothering to look at the offending student. Sid looked demoralized, and Kitty reached up her hand. "Yes, Kitty." Ororo nodded in the petite mutant's direction.

"I'll just be the brave one here, and say penis," Kitty said flatly.

"Yeah, Kitty's real brave about that," muttered someone indistinguishably in the back. Bobby narrowed his eyes. There was a yelp as the air at the back of the class dropped in temperature.

"Students," Ororo said sharply.

"Labia," Piotr offered, blushing noticeably.

"Thank you." Ororo wrote it on the board. "Any others?"

Jubilee raised her hand. "Testicles." There was some scattered whispers, but no one made any
comments about Jubilee, although she seemed to be waiting for one.

"Very good, Jubilee," Ororo complimented. "Any others?"

"Remy knows one," whispered a giggly, high pitched voice from the back. Remy sighed exaggeratedly. "I don' know what you're insinuatin', Rochelle," Remy said, gaze flicking to the left of the classroom. "But this one's a virgin, n'est pas?"

The whole laughed laughed. Ororo rapped on the board to bring everyone's attention back. "Okay!" She glared around the room until it was silent. "I know this is a hard topic to discuss. There are a lot of nerves involved, and embarrassment, and people have different feelings about it. But that is no excuse to behave badly, and I will give out a round of detentions and have us watch a video of birth if this doesn't stop now."

The class gave almost a collective shudder, and was silenced.

Front Hall, Xavier Institute

"So how was, 'The Sex Saga' lectures this year?" Jean smirked as Ororo came out of her class.

"The worst yet," Ororo said, and Jean laughed. "No, I'm serious this time. Normally there is awkwardness and comments, but they acted like a horde, a horde, Jean! A horde designed to make the worst comments possible. Poor Sid was being practically eaten alive by Christi, Janice, and Fallon, the boys would make a comment about Kitty and then Bobby or Piotr would use powers in class to shut them up, Remy and Rogue, well, you can imagine— I think the only students who were well behaved were Jubilee and the newest student, Susie."

"Well, that doesn't exactly bode well for our ever-popular, one-on-one 'Ask Us Anything' interviews." Jean raised her brows and both women shivered.

"Well, we'll see about it tomorrow won't we?" Ororo stated, and Jean nodded.

"Oh, Kitty!"

Kitty turned as Jean strode up to her. "I was wondering if I could ask you . . . well, actually for a favor," the red-headed teacher said.

"Oh," Kitty said, her perky face turning to the side. "Sure, Dr. Grey. If I can."

"Yes," Jean tried not to feel guilty. There was nothing wrong in what she was doing but it might be embarrassing to ask a student to help her solve a personal problem. "You have lots of computer . . . searching skills, and I just wondered if you could, in your spare time, see if you could find anything connected to this word."

Kitty took the piece of paper she was offered. "Shi'ar? I've never heard that before. What is it?"

"I'm honestly not sure," Jean confessed. "But, I was hoping—"

"Oh sure!" Kitty said brightly. "I'll get right on it!" She saluted, and Jean laughed. "Thank you Kitty," Jean said, as the young girl scampered off.

"It's never good when she gets that happy," Logan grumbled, coming up behind her. Jean's face broke naturally into a smile before turning to face the gruff Canadian. "Have you been a recent
"victim of Kitty's pranks?"

"Everyone's been a victim of her 'pranks'," Logan muttered, pulling out a cigar. "It's a fact of life if you stay here too long."

Jean quirked her head to the side. "Is that your way of hinting that you'll be running off on us soon?"

"No," Logan said immediately, and then raised a bushy brow. "Why? Do you want me gone?"

"No! I just . . . didn't know, and you never seem to stay with us as much as we'd like," Jean amended.

"Well." He looked to the side, then back at her. "I've found some good reasons to stay."

"Logan . . ." Jean said softly, then frowned at his hand. "Do you really think it's appropriate to be having that in here?"

"What?" Logan's eyebrows furrowed as he lifted up the cigar. "This?"

"Yes, that," Jean stated. "I'm not sure smoking inside sets a good example for the children."

"Well, I'm not really the 'Example for the Children Teacher' remember?" Logan grinned. "I'm the fun one."

Rec Room, Xavier Institute

"Are you sure you don't want me to freeze his shoes to the floor?" Bobby asked Kitty for the hundredth time, glaring across the room to where the offending boy was playing fuze ball.

"No, Bobby." Kitty rolled her eyes. "He's just a moron. If you spent time freezing the shoes of every moron to the floor, you wouldn't have time to breathe."

"He called you a slut," Bobby said, lowering his voice. "Like I said," Kitty insisted. "Moron, by way of idiot. You have to just ignore those kinds of people, and go on doing your thing. That's what really gets to them."

"I don't like it." Bobby continued to frown. "You haven't done anything he hasn't done. It's prejudice, just as much as we get for being mutants. We don't need more of it around here."

Kitty let out a slow, warm smile. "Feminism looks good on you, Bobby."

"Yeah?" he said brightly, before catching her drift and lowering his voice to a more suggestive tone. "Oh . . . yeah."

"If he's so worried about her virtue," Piotr muttered thickly, glancing across the room at Bobby and Kitty, "he shouldn't be encouraging the ones who comment."

"Her virtue?" Jubilee snorted, and leaned back on the plushy couch. "What is this, the 18th century? Are we gonna start calling her a harlot now because she flirts with a couple people?"

Piotr sighed, coloring again. "I didn't mean that, or to suggest her behavior is anyway inappropriate," he tried to explain. "It is merely . . . bothersome to me, that they are moving so fast. I know I have no right to feel that way," the big Russian said glumly, "but I do."
Jubilee patted his shoulder. "It's alright, Big Red. But you can't exactly blame him. I mean, just look at exhibit A over there."

Piotr rolled his eyes, making Jubilee burst into giggles. "I would much rather not."

"Remy, stop," Rogue whispered unconvincingly, leaning more into the wall as Remy pressed closer into her.

"What's the matter River Rat?" he asked, his red eyes glittering. "'Fraid you'll lose ya Southern Belle status if you get caught with this bad boy, you?"

"You flatter ya'self too much, Swamp Rat," Rogue sassed, "Your ego is the size of Texas."

Remy grinned and leaned down to whisper something in French into her ear, his breath raising the hair on her neck. "No, don't you dare," she hissed, although her hands stayed on his arms, and his arms stayed wrapped around her waist. "You will speak to me like a lady, Mister."

"Who says this one is no'?" Remy questioned. "This one just said you were right, you, oui."

"In those exact words?" Rogue raised an eyebrow. "What happens when I start gettin' real good at French, and I start knowin' exactly what you're sayin'?"

"You'll slap this one less," Remy said brightly, "because you'll know what I really mean. Y'wound this one, chere. If I was goin' to say somethin' . . . indecent to ya, wouldn't hide behind 'nother language."

Rogue rolled her eyes. "Sugar, you'll hide behind anythin' you can not to say plain out what you mean."

"Jus' like you hide behind that poison skin, pretendin' it means you can't never have what you want," Remy shot back. Rogue's eyes instantly sparkled with anger. "That's a different situation, Cajun, and you know it. You're so sure you know what I want? Then stop teasin' me with things you know I can't have and you can't ever give me."

Remy frowned, and then swiftly snaked his right arm around her back and used his gloved left hand to cup her neck and lean in as close as he could without brushing skin. "Chere," he said in his low, bourbon voice, so close his words were like a physical kiss, "I'll give you any'tin' you want and then some more the minute you say the word, and I won't stop if I have to pour every ounce of me into you till ya drain me dry, cause I . . ." He pressed closer. "Am not . . ." Her eyes rolled up ". . . afraid."

Professor's Study, Xavier Institute

"And we haven't been able to pin point yet what her powers are," Hank said, reading out of the folder on the Xavier Institute's newest arrival. "Her parents reported symptoms that seem rather like those of an empath or psychic, but her brain scans—"

The Professor groaned, and Hank stopped his presentation. "Sir? Am I . . . boring you?"

"Oh, no, no." Xavier smiled warmly. "Never Hank."

"Because I know, I can be rather long winded . . . or so the students tell me." The blue mutant grinned sheepishly.
"Not at all, old friend," Xavier answered. "I just . . . my head. I'm feeling a rather strong pain, and I'm afraid I may have to-" His reply was cut off in a cry, and Hank sprang across the room to steady the Professor. "Charles? Charles?"

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**TITLE SEQUENCE:**

**TITLE SONG:** "Evolutionary" Composed By Emilie Autumn

**Cast:**

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Shadowcat: Ellen Page

Colossus: Enver Gjokaj

Jubilee: Julia Ling

Forge: Rudy Youngblood

Written by Julie Espenson

Directed by David Solomon

Created by Joss Whedon

---

MedBay, Xavier Institute

"Let's Talk About Sex" by Salt N' Pepa Plays Over the Following Scenes

"So . . . we can ask you anything?" Rochelle looked skeptical.

Jean and Ororo shared a quick glance.
"Yes," Jean confirmed. "We'll ask you some basic sexual health questions which will remain confidential, and then you can ask us anything you need to."

"Well . . ."

---

**Katheryne Pryde, Aged 16**

"So, Kitty, you say you are not sexually active," Jean repeated. "Now, if you were, you would use protection, yes?"

Kitty nodded. "Can I ask my question?"

Ororo smiled. "Sure, ask away."

"If I end up having sex with more than one guy," Kitty stated baldly. "How much lube should I use?"

Ororo's smile stayed plastered on her face as she swallowed. "Ah ha . . . he . . . well . . ."

---

**Piotr Rasputin, Aged 18**

"Is it really necessary to answer these questions?" Piotr asked, looking steadily down at his shoes.

"We really just need to know that if you are sexually active, or intending to be sexually active, that you know contraception is available," Jean explained.

"Well, while here," the big Russian swallowed, "no I have not engaged in . . . shananigans while at the school."

"Shananigans?"

Piotr blushed an even deeper crimson. "Is that not a word used? Bobby . . . Bobby said it was a word used to describe . . . the act of sex. Sid called it boinking. Remy offered other words in French, but I do not trust his mouth."

"No, you're right," Jean nodded. "Sh-shananigans is just fine. So . . . no shananigans, check!"

---

**Rogue, Aged 17**

"Do you really need to ask me if I've been sexually active?" the Mississippi native muttered, her pale skin flushing a rich pink as she stared resolutely at the floor.

"Rogue," Ororo said gently, "we know it's a touchy subject, and that your mutation poses an interesting . . . situation, but there are other . . . ways in which a person can be active without skin touching. Though all those ways would be the most safe of ways to be sexual."

"Well . . ." Rogue swallowed, smoothing her hair back. "Is it possible to . . . have a— an orgasm just
"And when was the last time you were sexually active?" Jean questioned the Cajun, who sat, legs swinging, on top of Dr. McCoy's operating table. Remy raised his thick brows high above his crimson eyes. "This is a very personal question, oui?"

"We just want to make sure that you know there is available contraception here if you chose to engage in sexual activities," Jean clarified. "And that if you have engaged in prior sexual activity, we have testing available."

Remy sniffed indignately. "The subtle hint that this one is a diseased whore is not lost on this one, et c'est tragique."

"No, we don't mean that at all!" Ororo put up her hands. "We just know some mutant men believe their status as mutants gives them... extended capabilities and protection in that area."

Remy's sly smile reasserted itself. "Found that one out for you'selves, you?"

Remy yelped as Jean gave his head a psychic smack.

"I haven't been sexually active beyond just kissing, and that just before coming here, so, really no," Jubilee answered softly.

"Well, I would say especially at your age, waiting is still ideal, so it's nothing to feel bad about," Ororo said kindly. "Waiting for the right person is never a bad idea."

"Yeah." Jubilee looked away, muttering, "Waiting, waiting, waiting."

"OhGod," Jean groaned, as she and Ororo collapsed into their chairs heavily, the sessions finally over.

"Why can't the guys answer the boys questions again?" Ororo asked.

"Because Scott would be so awkward and stiff around them about sex that they wouldn't say anything, and Logan would just preemptively wack all of them in the head," Jean said with a chuckle. Ororo nodded in agreement.

"Ladies?" Dr. McCoy poked his blue head around the door. "Is it safe?"

"Come on in, Hank." Ororo yawned. "We were just finished with—"
"What's the matter?" Jean said, sitting up, her mind picking up on the Beast's worry.

"It's the Professor," Hank fussed. "He says he simply has a headache and needs to lie down, but I can hear him moaning and in pain when he thinks I'm too far away to notice."

"We'll help," Ororo said, getting up. "Jean, you'll probably know more about this than me."

"We won't know until we see it," Jean said, as they exited the MedBay and headed down the hall. "If we—"

"Oh, sorry Professors," said the small boned girl who quickly made way for them.

"Thank you Susie," Ororo said kindly. "If the Professor—"

"Ah!" Jean gasped, clutching her head. "What is it? Jean?" Ororo held her friend's shoulders.

"God that hurt." Jean rubbed her temples, and stood back up. "I'm okay now, but... if that's what the Professor is getting, it doesn't feel like an ordinary headache."

"Of course not." Ororo sighed. "Can't ever have a calm week here."

Teacher's Rooms, Xavier Institute

Jean turned over in her bed and groaned. They had made no progress in finding out the source of the Professor's debilitating headache, and she'd made no progress in falling asleep. She felt Scott pull her closer and snuggled into his chest. She laughed as he started kissing her face. "Scott, stop. We need to get up early next morning."

Scott ignored her, kissing her and trying to remove her top. "Scott I'm serious." Jean tried to push him off, but he tightened his hold on her. "Scott, stop! Stop!" Jean gritted her teeth and tried to project her words into his mind, but he continued to push at her. "I said no!" With a burst of telepathic energy, Jean shoved him off the bed and across the room.

"Scott?" she asked cautiously, her mind already trying to work out what was happening.

"You bitch," he growled at her. "What is it? Not enough hair? No cigar smoke stink?"

"This is what this is about? Logan?" Jean gasped.

"It's what you want, isn't it?" Scott hissed. "I see you. The way you look at him, the little signs. Are you already screwing him? Huh?"

"Something's wrong," Jean surmised, trying not to shake with the force of his venomous words. "You're not yourself."

"Don't try to avoid it." Scott rose, stumbling towards her. "Don't you lie to me."

"I'm sorry," Jean choked out. "I have to fix this." She closed her eyes and focused. Scott let out a brief cry before crumpling, unconscious, to the floor. Shaking, Jean swiftly left the room.

Rec Room, Xavier Institute

Jean descended the darkened main stairs, determined to get to Hank in the MedBay and solve whatever was controlling Scott. She assured herself it was something controlling him that had made him say and do what he did. She frowned as she sensed two highly aroused bodies nearby — and not adult, either. Turning a corner into the student's lounge she saw—
"Bobby, Kitty!" Jean coughed out, for a moment stunned with the sheer indecency of the moment. Appearing utterly indifferent to her cry, the two young mutants continued to passionately kiss, their hands roving around under each other's clothing. "Okay, you guys, not here," Jean announced.

The two continued to grope one another. "Did you hear me?" she snapped. Jean started forward, determined to pull the two apart by telepathic force if need be, when Piotr jogged heavily into the room. "Is there a reason no one is listening to me?" Jean asked, turning to the big Russian. "Piotr, if you could head down to the MedBay—"

Piotr's eyes remained fixed upon the kissing couple. With a snarl, he ripped Bobby off of Kitty, his arm shielding up as he did so, before punching the other boy sharply in the stomach. Bobby responded by icing his upper body, and throwing a left jab at the bigger mutant's exposed face.

"This is enough!" The three students gasped as Jean clamped down on their unruly minds. It shocked even her how quickly they lost consciousness. She hurried to catch Kitty in her arms as she mentally lowered Bobby and Piotr safely to the floor. "So whatever is wrong with Scott is wrong with the three of you. Some kind of mental hold or hormone overload that . . . makes you give into your darker urges." She tried not to think of what that would mean for Scott, and continued piecing it together. "So I'm guessing it's also affecting the rest of the school. Shit!" she swore, realizing this meant Hank might not be able to help her. Ororo! she called out mentally, praying her friend was still in possession of her senses as well. We've got a problem.

Students' Dorms, Xavier Institute

"Stripped" by Shiny Toy Guns Plays Over The Following Scene

Remy rolled over onto his back, rubbing his face. He'd had headaches and hangovers and probably even brain damage, but whatever was hurting him now didn't feel quite like any of them. There was movement to the right of his bed. Reacting off of nearly seventeen years of conditioning, he swiftly palmed two throwing knives and whirled to meet his attacker.

"Not exactly what I was expectin' to find pointin' at me," drewled his 'attacker.'

"Jesu Rogue!" Remy swore angrily, his eyes adjusting and making out her form in the darkness. "Coulda killed you, me! Don' sneak up on this one, comprends?"

Rogue just made an almost purring sound in the back of her throat and slid onto the bed next to him. "Why don' you put those away, sugar?" she whispered, her accent thickening with every word.

"What's gotten into you?" Remy questioned in a hiss. Rogue sidled up beside him, situating herself in his lap. The silken folds of her nightgown were barely a barrier between her skin and his. Remy tried to suppress a groan and failed. Rogue laughed a little, her soft hair falling around his face, gloved hands sliding over his bare chest.

"Chere." Remy breathed deeply. "Rogue . . . why . . . why—"

"Why not?" She ran her fingers through his hair and then pulled, roughly, to get him to face her. "Why not? You said you weren't afraid."

Remy began to answer, and then stopped. "I'm not," he said casually, "and believe this one when he says any other night of the year he wouldn't be thinkin' no second thoughts. But you got a funny look in those pretty green eyes, and this one knows when someone's mind is bein' played wit'."

"What are you sayin'?" Rogue narrowed her pretty green eyes.
"This one's sayin'," Remy said, making his voice thick with his charm, and smiling up at her with a glint in his eyes, "that he would want nothin' more than to stay in this room and do t'ing's to ya dat'll get this one's head sliced off by Logan. But my thief's nose can tell when somethin's wrong, and I think you should come with me to find it out."

Rogue pouted. "Nothin's wrong with me," she declared. She arched up and pressing herself into Remy, who bit his lower lip to prevent a moan from escaping. "Somethin' wrong with you? Your promises all talk then? Not such a man?"

Remy growled, deep in his throat. In one smooth motion he flipped her onto her back with him on top, his nose inches from hers. "Don'," he forced out, his breathing heavy, "don' push this one, chere. Not a nice man, me. Been doin' bad t'ings for years now. More used to it than not. Could do bad, bad things to you now."

"I wanna do bad things to you, too, sugah," Rogue tempted.

"See, that's jus' the thing." Remy shook his head, his long hair waving from side to side. "You don'. At least, you don' know if you do. You ain't in you right head, River Rat. Won' take advantage o' you like that, non." Rogue hissed at the back of her throat. Remy gave her his most charming grin. "Don' be like that, chere," he cajoled, pulling both of them up off the bed. "Come wi' this one. F' we don' find anythin' wrong, then you can come back here and punish this poor Cajun fo' all his mistakes."

Left Wing Hallway, Xavier Institute

Jean hurried along the left wing of the school, trying to sense where Ororo was as she made her way towards the stairs that would take her to the MedBay. Ready to face whatever state Hank was in, she heard a commotion to her right, in one of the staff rooms. "Oh there is no God," she said through gritted teeth. With a wave of her hand, she forced the door open.

A dazed and not-very-clothed Sid lay on the ground, surrounded by Christi, Janice and Fallon, all in varying states of undress. "What now?" Jean questioned under her breath. She didn't want to walk around knocking out students! She couldn't be sure the ease with which she did so didn't carry some darker hint of the Phoenix, or that it wouldn't harm them.

The three girls hissed and pulled closer to Sid, but Sid seemed to push back slightly, trying to catch a glimpse of his teacher. "Jean? I didn't mean . . . I'm not sure what happened. They ripped my shirt, see—"

"It's alright, Sid, come with me," Jean beckoned. The boy rose to obey, but the feral girls around him hissed and pulled him back. "You stop that right now," Jean ordered, stepping forward, eyes blazing. She put just a tiny bit of mental pressure on the girls, enough to get them to release Sid and allow him to stumble over to her.

"Stay in here," she ordered, pulling the mutant boy with her outside of the room and shutting the door soundly behind him. Turning around, Jean jumped a bit at the pajamaed white-haired mutant in front of her.

"Ororo, thank God." Jean breathed a heavy sigh of relief. "It's some kind of mental hold or something over the students. I think it's whatever's been causing my and the Professor's headaches. I would guess that it can't affect psychics the way it does everyone else. Sid's powers are partly mental, so he's somewhat better, but I had to knock out Kitty and Bobby and Piotr when—" Jean's monologue was cut off when she felt Ororo's soft lips pressed up against hers. In shock, it took Jean an entire minute to pull away. "Ororo, what are you doing?"
Ororo tilted her head to the side, and blinked. Jean's heart sunk when she realized Ororo had the same wide-eyed, out-of-control stare that characterized the other students. "Ororo—" Ororo's eyes shifted to Sid, who followed them as if mesmerized. He started to step forward. The African goddess smiled.

"Okay, no!" Jean said in horror, stepping between the two and pushing Ororo gently back. The weather witch's eyes went white, and she said a word in a language that Jean didn't understand.

"Ororo, don't," Jean warned. Ororo raised her arms and a powerful blast of wind coursed down the hall, while sparks entangled themselves around her body. She brought her arms down to the center of her chest, the lightning bleeding out of the rest of her to form a ball in her hands.

Jean threw up her telepathic shields just in time to prevent the shock from hitting her square on. Anger swelled up inside the redheaded mutant, breaking the locks in her mind she'd used to keep the fire inside her at bay. It welled up in her eyes, which burned red and black to the other mutant's white. Jean shoved her power at the formidable opponent, not letting up until she had reached her friend's mind and thrust it into darkness.

COMMERCIAL BREAK

Left Wing Hallway, Xavier Institute

"What did I do?" Jean gasped as the fire faded and reality returned. Ororo lay, unmoving, splayed out on the ground.

"I . . . I think she's unconscious," Sid volunteered, voice shaking. Jean knelt down, feeling Ororo's neck for her friend's pulse. It was strong and steady, but that told Jean nothing about what she might have done to Ororo's mind. "I have to get upstairs, to the Professor," Jean decided, standing up. "Sid, will you stay here with her?"

"Yeah, yeah." Sid nodded, swallowing hard, and knelt down beside his teacher. Jean took off on a run, leaping up the stairs to the second floor, using her telekinesis to propell her faster. Turning to run towards the third level stairs, she saw two figures stumble out of the darkness and whipped around to face them.

"Whoa, whoa! Jus' us, don' shoot!" Remy pulled himself and Rogue to a halt, putting up his hands in surrender.

"You." Jean eyed him. "You can talk? It hasn't affected you?"

"It?" Remy's eyes widened. "Oh, merde. It's everyone, huh?" Rogue made a noise somewhat like the warning growl of an angry cat. Remy tightening his hold around her waist, whispering in French into her ear. "She . . . she was talkin' at first, but stopped," Remy explained. "Knew somethin' was wrong wi' her. Why am I not affected?"

"It must have something to do with telepathy," Jean reasoned out. "Whatever it is that prevents telepaths from reading your mind is helping you keep this . . . out."

"So you don' know what this . . ." Remy swallowed and shivered, trying to manuever around the distracting roving of Rogue's hands on his body, " . . . is?"

"No, but it clearly has something to do with hormones . . . sexual hormones," Jean coughed as she
tried to ignore what the normally shy Rogue was clearly attempting to draw Remy into. She felt a surge of sympathy for the boy, who was clearly making a Herculean effort to control his own responses to girl entwined around him like a cat in heat. "It's lucky you weren't affected too, or you both could have been seriously hurt by now."

"Tell this one about it," Remy grumbled, shuddering when a gloved hand raked gloved nails down his spine. "We have to get to the Professor," Jean ordered, hurrying them up the stairs. "C'mon! Let's go!"

At the top of the stairs, Jean sensed something coming at her from the right. With a surge of telepathic energy, she pushed Rogue and Remy forward out of danger, and then shoved out psychically at the figure.

Logan rolled onto his feet and into a crouch, his growl even more animal like than usual.

"Logan." Jean put up her hands, backing away. "Just calm down, please." Logan's head cocked to the side, very much like a wolf, and he sniffed the air. His eyes were as wide and wild as the others.

"Please, Logan," Jean said, eyes locked onto those of the wild creature, "I know you're still in there. I know you can hear me. You have to fight this."

"Jean—" Remy began, and Logan growled. "You go on," Jean said, still facing Logan. "Go to the Professor."

"He don' look like you should be left alone wi' him, you," Remy cautioned.

"I can handle Logan, just go." Jean took her eyes off of Logan to order Remy, and the beast sprang. Jean was just getting her shields up when a flash of red-purple energy knocked Logan backwards. "Remy, no!" Jean hissed, as Logan began to recover.

"You gotta go," Remy stated. "F' telepaths can fix this, Professor might need you!" The Wolverine roared and ran at Remy, claws extended. A second later he was soaring backwards, courtesy of a Rogue looking as feral as he as she proceeded to defend her mate.

Jean. Jean, you must stop this, the Professor's voice reverberated in her mind.

"How?" Jean answered the psychic call aloud, while Rogue and Remy fended off a frustrated Logan.

The girl/pheromones/the girl/dreaming/pheromones unleashed/subconscious/wake her/wake her Jean! The Professor unloaded the information all directly into her mind. Jean saw a mental image of the sleeping Susie, the unknowing cause of all the problems. Go Jean! Go now! Can't . . . can't reach her psychically . . . wake her!

With one last devastated look at the two students fighting their teacher, Jean prayed that Logan had taught them both well enough to fend himself off. Then she ran to the edge of the stairs and leapt down. She soared over the bannister to land on the second level.

Turning, she ran towards the door to the room of the sleeping girl. Thrusting the door open with her mind, Jean gasped as she reached the edge of the girl's bed. The little blonde still slept deeply. Jean shook the girl, patted her face.

"Wake up! Wake up, Susie! Please, please wake up!"

Susie slept on, and Jean screamed in rage. Looking furiously to the bathroom, she twisted her hand.
Water spouted from the shower head. Pointing, she directed it to flood through the air across the room, drenching the girl's bed.

Susie gasped and sat up with wide eyed. "What? What?"

Jean collapsed, her upper body landing on the soft bed.

"What is it?" Susie asked, gasping.

"Bad dream," Jean offered. "Had to wake you up."

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**COMMERCIAL BREAK**

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**Professor's Study, Xavier Institute**

"So pheromones did all that?" Scott demanded, his voice thin and reedy with shame and disbelief. Beside him, Jean was rubbing his back soothingly. Logan leaned, arms crossed, against the door, making sure not to look at anyone but the Professor. Ororo held herself very straight, her face cool and impassive, while Hank shook his head mournfully.

"Yes Scott," the Professor answered. "Humans have evolved beyond most pheromone use. I suppose that is what made us all so vulnerable to Susie's particularly powerful dose."

"But she's safe now?" Ororo asked, her voice betraying a nervousness she had been valiantly trying to hide.

"Oh yes," Xavier confirmed. "I put in a series of mental blocks to prevent her powers from escaping unawares. Now that we know what they are we can properly train her in how to control them."

"I must say, I may be more terrified of what she can do than any other mutant I've met," Hank chuckled, adjusting his glasses.

Jean swallowed. "I agree."

**Rec Room, Xavier Institute**

"But you're sure I didn't hurt you?" Bobby asked, lowering his voice and turning his back on the loud crowd of younger mutant's surrounding the pool table.

"Yes Bobby." Kitty rolled her eyes good naturedly. "I'm sure. We just went . . . a bit too far, a bit too fast."

"Well, I'm still sorry. And sorry to Piotr too." Bobby shook his head. "I feel awful, but thank God it's over. I don't like not being in control of my own body. Now we can hopefully get back to normal."

Kitty nodded, her eyes shifting. Bobby noticed. "What?"

"I'm just . . . wondering what normal is," Kitty said, biting her lip.

"What do you mean?" Bobby's forehead creased, and he squared his shoulders.

"Bobby . . . it's not just last night," Kitty explained. "I feel like . . . we're going too fast period. Maybe it's because you were with Rogue for so long, maybe it's us but . . . I don't actually want to
rush into the physical so quickly like . . . like we're doing."

Bobby pulled back. "So you're saying this is my fault, because of how I was with Rogue?"

"No!" Kitty exclaimed loudly, and then lowered her voice. "I just mean . . . it feels like— like you're trying to prove something."

"Trying to prove something?" Bobby snapped. "So all of a sudden this is all my fault? What about Piotr? What was he trying to prove?"

"Bobby, please," Kitty begged, trying not to roll her eyes in exasperation.

"It's him isn't it?" Bobby deduced. "This is about him now, huh?"

Kitty stared back defiantly. "Maybe."

"Great," Bobby spat, turning to walk away. "Just great. Well, call me when you've decided he's too slow for you, and I'll remind you of this."

"Bobby—" Kitty started to call after him, then stopped, and let him go.

Left Wing Balcony, Xavier Institute

Rogue huddled, arms wrapped around her knees, shivering in the autumn air as she watched the sun disappear at last from the horizon. She wasn't crying — she would give herself that. But she didn't know when she would next be able to face anyone inside the school. Steps sounded behind her. She stiffened, and bit the inside of her cheek hard as the last person she wanted to see her sat down beside her.

"Love autumn," Remy said casually, staring straight forward. "Back . . . home, it's the only time you get a balance between the coolness and the hot. Can finally walk outside wi'out burnin', you."

"Balance." Rogue snorted. "Never thought to hear you talk about that."

Remy sighed. "Could ask you why you angry wi' this one, o' course. But know it might just get this one a slap, and want to keep this one's pretty face. So I'll just be sittin' here, waitin' until you feel ready to tell this one."

"It's all a game to you ain't it?" Rogue said harshly. "I coulda killed you back there, and here you are all over again, like nothin' happened!"

"Could have, but didn't chere," Remy reminded. "What does that say?"

"Hey!" Remy pulled back slightly, getting angry now. "Well, for one in your life you didn't — and what's so bad 'bout that, River Rat? 'Fraid if you let down your almighty restraint, you might actually feel somethin' and enjoy life for once?"

"Don't you get it?" Rogue raged. "If we ever both give in, that's it! You're done, dead! Maybe it's fun to play at this for you, but for me it hurts — it hurts, okay? I can't be a game, and I can't be a challenge, and I sure as hell won't be a conquest. All I want is— is someone to hold me, be beside me, tell me all this is worth it in the end, even if I know it ain't. And I want that person to be you, but it can't, don't ya get it? It ain't ever gonna happen because my whole power is about restraint. I got no control over my abilities. And you, you got no control over yourself! Chargin' an object and throwin'
it away, that's your special gift. Well I'm not an object. I'm a woman, and if you won't treat me like one, then just leave me alone!"

Remy stared at her for a minute, and then got up and walked back inside. Rogue shuddered, forcing herself not to cry until she knew he couldn't hear. The pain dug its way back into her chest, the knowledge of how alone she would be burrowing into her soul. The door slid open again and Remy walked back out onto the balcony. Rogue started when she felt him wrap a blanket around her snugly.

"Know how cold us Southeners get up here North, oui?" he said softly, sitting down beside her. "Can always use 'nother blanket."

Rogue stared at him, her breathing ragged. He gave her a soft smile, and wiggled his eyebrows. Rogue let out a small bark of laughter, and let him draw her into his arms.

"Everything's gon' be fine, chere," Remy murmured.

"Promise?" Rogue whispered, allowing herself finally to relax into his arms.

"Promise."

Professor's Study, Xavier Institute

"Well, I would say I'm proud of you," the Professor said, beaming, "but I don't know if you would find the complements of this old man worth much anymore."

"Of course they are, Professor." Jean smiled. "Don't ever sell yourself short."

Xavier chuckled. "I think it's you who should be most proud in this situation though. You managed to save the entire school, and hold back your little friend all at the same time."

Jean looked down. "Well . . . I don't know if I really came in time. Logan is still pretty horrified he fought Rogue."

"Yes, I can imagine so." Xavier nodded. "Though she's unharmed at least. He can take pride in that he taught her and Remy well enough that they could hold him off."

"He still attacked students," Jean stated. "I attacked students. I knocked out Bobby, Kitty, Piotr, and then Ororo."

"All of whom show no ill effects," Xavier reminded keenly. "I suppose," Jean sighed.

"Jean." The Professor moved his chair towards her. "You managed to safely subdue those under these effects without lasting harm, and hold down the Phoenix. You have nothing to apologize for and everything to be proud of."

"I suppose," Jean said again, but she was smiling now. "And Kitty got back to me that this thing the Phoenix kept trying to create wasn't real. Couldn't find it on any of the computers, so I can say I'm making progress. Not sure why the Phoenix would have created 'Shi'ar' to try and unravel me but—"

Jean stopped at the look on the Professor's face. "Professor?"

"What was the name of this entity?" Xavier asked in a low, shaky voice.

"Sh— Shi'ar," Jean responded. "But it's just something Phoenix concocted to try and work me up—"

"No." Xavier shook his head. "No, Jean, I— this . . . this thing. I don't think it is from the Phoenix."
"Why not?" Jean asked, without truly wanting to know the answer. The Professor met her eyes. "Because when I was a boy, I was contacted by an entity calling itself by that name. A voice in my mind, beyond all others which touched there: beyond human."

"Beyond human?" Jean took a step back. "These Shi’ar," Xavier said slowly, "if they told me truly, are not human. Not of this world."

Jean felt her breathing go shallow. "Then from what?"

The Professor took deep steadying breaths. "From another."

ENDING CREDITS

Promo For Next Episode: A flamboyant new mutant arrives at the Institute just as the X-Men are getting back to a normal routine. But when Magneto resurfaces again with news of a polarizing future 'cure' for mutation, will it tear the school apart?
A Sense of Disease

Chapter Summary

A flamboyant new mutant arrives at the Institute just as the X-Men are getting back to a normal routine. But when Magneto resurfaces again with news of a polarizing future 'cure' for mutation, will it tear the school apart?

Season One, Episode Eight: A Sense of Disease

Main Door, Outside Front Hall, Xavier Institute

"So the leather jacket is your look, huh?" asked the new arrival, a tall, handsome, grey-eyed boy with perfectly combed, thick hair dyed blue and white and skillfully applied eyeliner and shadow. Logan, cigar gripped between his teeth, frowned as he opened the door. "Wha?"

"Your look," the boy observed, hoisting his two heavy bags higher on his shoulders. "You know, just that leather jacket and the greaser hair. That what you rock?"

Logan raised an eyebrow. "Got a problem with it?"

"No problem." The new recruit shrugged and walked through the Institute's front door. "None at all. It's a good look, it's . . . swank."

"Listen, kid," Logan began, taking the cigar out of his mouth at last. "If you—"

"Logan, there you are," Ororo's warm voice cut in. She walked over and pulled Logan into a half hug. "And is this our new exchange student?"

"Jean-Paul Beaubier," the white and blue haired mutant introduced himself, bowing a bit before kissing Ororo's hand. "Enchante."

"Oh Goddess, I don't think we can handle another Remy." Ororo laughed.

"What's this one done now?" said the subject of the conversation, popping his shaggy-haired head into the front hall.

"Jean-Paul here also likes to talk to the ladies in the language of love," Ororo joked. Logan rolled his eyes.

"Jean-Paul?" Remy asked, ambling up. "French, you?"

"Quebecois," Jean-Paul answered. "And you sound like one of those Swamp Dwellers who speak Franglais down with your crawfish."

"Oh, now don' be insultin' my people, mon ami," Remy said casually. "Else we won't get off to such a good start."

"Oh, that would be a pity." Jean-Paul grinned, raising an eyebrow suggestively. Logan made a choked coughing sound. "Yeah, I'm gettin' a real bad opinion of the French from hangin' around
here. Is the Professor upstairs?” he asked, desperate to get away. Ororo nodded, and he set off.

"Remy, what did you do now?” Rogue asked, striding out into the hallway, followed by Kitty, Bobby and Piotr.

"Why does everyone assume this one's done somethin' bad?” Remy whimpered. "Can't walk into a room without bein' accused of somethin', c'est absurd, vous ne convenez pas?"

"Pas si vous sont mauvais,” Jean-Paul purred, running a hand lavishly through his own hair.

"Uh oh.” Kitty tsked. "Anytime Remy gets to talking in French it's bad news. Oh . . . hello,” she said, spotting Jean-Paul. "Hello, I'm Kitty. You're new right? Was he bothering you?"

"Well, I admit to starting it," Jean-Paul said slyly, "but he was the one who kept it going."

"Always me!” Remy whined. Rogue reached up to pet his hair, and he made a happy noise.

"You can't get Remy started on flirting,” Jubilee said, crossing from the other side of the room. "He doesn't know how to control himself."

"Oh, there's no harm in it.” Jean-Paul waved his hand. "Well, while I'm the center of attention, I guess I'll introduce myself. I'm Jean-Paul. You can call me JP, but please not Paul, Paulie, Jean, or Jack."

"I'm Bobby,” the ice-controlling mutant answered, "and this is Kitty, Jubilee, Piotr, Rogue and Remy."

"Yeah, I met him.” Jean-Paul snorted. "No harm meant though, I got nothing against Cajuns,” he explained to Remy, who bowed his head graciously.

"I like your hair,” Rogue said, and Jean-Paul threw her a smile. "Thanks doll, I like yours.” He tugged on one of her white strips, and Rogue jumped a bit. "Oh, sorry," Jean-Paul pulled away.

"No, it's, it's okay, it's . . . it's a mutant issue.” Rogue swallowed.

"I can show you to your room, if you want?” Jubilee offered brightly.

"Thanks, you're a peach,” Jean-Paul acquiesced, pulling the handle on his wheeled suitcase and hoisting a bag over his shoulder.

"Got some gold flash in the bag, non?” Remy noted, eliciting a light slap from Rogue. "What? This one wasn't gonna steal it! Wouldn't have pointed it out if I meant to, me!"

"Yeah, my ski trophies,” Jean-Paul answered proudly.

"Oh, you ski?” Piotr put in, politely, but with an enthusiastic undercurrent.

"Like my life depends on it." Jean-Paul grinned. "Anytime, anywhere, so if you want to make plans count me in."

"That sounds—" Piotr's reply was cut off in the rush of noise. Students that flocked to the windows, talking, shrieking and pointing all at once. "What the heck?” Bobby muttered, as the collection of second generation X-Men tried to push their way gently enough to see through the crush of students. Out on the lawn marched a single figure, an old, proud man encased in a suit of iron. Every one of the young X-Men recognized him, but it was Bobby who said his name aloud. "Magneto."
"Uh . . ." Jean-Paul frowned. "Who?"

TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Shadowcat: Ellen Page
Colossus: Enver Gjokaj
Jubilee: Julia Ling
Forge: Rudy Youngblood

Guest Starring: Ian McKellan as Eric "Magneto" Lensherr
Rebecca Romijn as "Mystique"
David Giuntoli as Warren Worthington the Third

And Introducing
Reece Thompson as Jean-Paul "Northstar" Beaubier

Written by: Ben Edlund
Directed by: James A. Contner
Created by Joss Whedon

Front Lawn, Xavier Institute
"You got a lotta nerve showin' up here uninvited, bub," growled Logan, his claws extended as he stalked over to the old survivor, Ororo and Jean flanking him on either side.

"Wolverine, you seem as blunt and unthinking as ever," Magneto said crisply, examining the row of X-Men assembled in front of him in fighting pose, barring him from the school. "However, I have no desire to tangle with any of you. I only wish to speak to Charles on a matter which concerns us all."

"And we should believe you because . . .?" Ororo demanded. The wind rippled dangerously across the lawn.

"Because, my dear," Magneto grinned slightly, a new scar straining the left side of his mouth. "I have come unarmed and in peace to your school, and once you hear what I have to say you will know all of my purpose and meaning. But, just to assuage your fears . . ." Magneto reached up and slowly removed the metal helmet from his head. Jean narrowed her eyes, but scanned Magneto carefully. He raised a surprised, bemused eyebrow in her direction. "Quite nice to see that death hasn't slowed you down, Jean. Have you found what you're looking for yet?"

Jean's eyes widened. "Oh my God," she whispered.

Magneto nodded grimly. "Now you see why I have come."

**War Room, Xavier Institute**

"A mutant cure." Magneto pronounced the words with every ounce of disdain his thrumming voice could muster. "Or at least that is how they will intend to sell it to the public — as if we were a disease."

"Eric, you put us all in danger coming here." Xavier sighed, rubbing his creased forehead. "If the government knew you were here—"

"You could simply say I fought my way into your school and you repelled me," Magneto responded easily. "I don't intend to linger. My purpose here is quite simple. This cure, this future weapon, is produced by Worthington Industries. They haven't announced it yet, and I haven't been able to discern the location at which it is being prepared."

"And you want us to find it for you and take you there so you can, what, blow it up?" Scott surmised. His scowl was plastered onto his face. Of all of the X-Men present, he and Logan hated Magneto the most.

"Take me there?" Magneto raised a wispy eyebrow. "I wouldn't set foot in the place. But yes, I would ask that you find out where they are keeping this so-called cure and see for yourselves. Know for your own sake how they now try to destroy us."

"A cure doesn't have to be a weapon," Ororo countered. "And there's many out there who could benefit from what it offers, even if you don't think they deserve that chance."

"My dear, use the brains I assume Charles has attempted to cultivate in you," Magneto snapped. "Before they stock the shelves with this cure for sale, they'll load it into the barrells of their guns. If it can be used as a weapon, it will be used as a weapon."

"That's the same logic people use about mutants," Jean said coldly.

"And so you believe any natural power should be contained, do you?" Magneto asked silkily. "That is unexpected coming from your direction."
"Eric, this is an argument we will not settle this day," Professor Xavier insisted, raising his hand.
"But on one thing I do agree. If this cure exists, we should know about it. Dr. McCoy, can you get in contact with anyone from Worthington Industries?"

"Yes, Professor." Hank nodded, glancing uncomfortably over at Magneto. "I have contacts who should be able to quickly locate the source of these rumors, though if they are true it troubles me that I was not told of it."

"A very salient point," Magneto said.

"Alright then." The Professor nodded. "Dr. McCoy, see what you can find. If you locate the source of these rumors or possible experiments, and if they prove to be real, we will pursue the matter further."

"Through means that the government, perhaps, would not otherwise allow?" Magneto gathered, and nodded with a smile. "Aren't you glad now, that it was me who came to you with this news, someone not quite so . . . reputable, who would not have a problem with these tactics?"

_I do not think we will come to an agreement on the subject of tactics anytime soon._ Xavier said mentally. _Old friend._

**Teacher's Lounge, Xavier Institute**

"We don't trust him do we?" Logan asked Jean as they walked with Ororo towards the stairs.

"Of course not," Ororo stated confidently, "but it doesn't mean we shouldn't check it out if it's something that could affect all of us."

"And I couldn't find any other motives in my sweep of his mind," Jean stated. "And this sounds like something Magneto would think and do."

"He coulda been foolin' ya, though," Logan argued. "He was all too willing to take that stupid hat off."

"Whatever the case, we need to make sure this stays between us," Ororo said clearly. "We don't need news of this mutant cure getting out to all the students." The teachers nodded in unison, even Jean unaware of the small pair of student ears listening from a nearby alcove.

**COMMERCIAL BREAK**

**Rec Room, Xavier Institute**

"So this Magneto, I've heard of him," said Jean-Paul, lounging on the couch and idly flipping through a magazine. "He's the freedom fighter guy right?"

"He'd like to think he is," Bobby answered angrily. "He thinks highly of himself, but he's willing to throw away anyone else if he thinks it's necessary."

"I just don't get why we're letting him stay here." Kitty frowned, playing with her Star of David necklace nervously. "Why don't we just kick him out?"

"They're not gonna turn him over to the police are they?" Jean-Paul asked, sitting up and casting the magazine aside.
"They should," Rogue muttered, body shaking with tightly contained rage.

"C'mon that's harsh. He's still a mutant," Sid argued, moving away from his compulsive fiddling with the TV to stare Rogue down. "He's still on our side."

"No, harsh is standin' on the top of the Statue of Liberty waitin' to die," Rogue shot back, fists clenching.

"No worries, chere." Remy wrapped an arm around her waist. "Ol' Professor won't have forgotten that. And if that bucket a' bolts has, well, me and Logan will remind him, us."

"But then why are they letting him here?" Bobby asked again, frustrated and pacing. "What are they talking about?"

"I can answer that." Jubilee sat down on the table in front of the couch and motioned conspiratorially for her friends to lean in. "Ashley just told me — she heard it from Rochelle, who overheard it from Storm," Jubilee whispered. "She said they were talking about some kind of mutant cure."

"A cure?" Kitty asked. "Like . . . to get rid of mutants?"

"I guess to get rid of our mutations," Jubilee surmised. "Yeah."

"How many people know about this?" Bobby asked, always the one to want the tactically useful information.

"Well, Ashley knows, so within the next ten minutes, half of the school," Rogue said flatly. "Specially if just like Jubilee here, they're all tellin' their friends."

"Why would the teachers wanna hide this from us?" Jean-Paul questioned, his grey eyes roving as he examined everyone's faces, trying to gauge the tenor of the news.

"Probably because they don't want to start a panic," Bobby pointed out reasonably.

"Should we be panicking?" Sid asked. "I mean, is that what we're doing now?"

"I don't know," Remy said, scanning the room. "But from the looks a' things, word is most certainly out."

**War Room, Xavier Institute**

"Where is Mystique?" Scott asked, standing up straight and spreading his legs as if for a fight. Magneto shifted in his chair. "She's well and away."

"Seems strange, to have your right hand woman not with you," Jean noted icily.

"Like all women, she needs her time for herself, out of the company of men," was Magneto's wry answer.

He doesn't seem to know about her breaking in to the school, Jean communicated silently to the Professor. It doesn't look like he ordered it.

*Perhaps*, Xavier answered cautiously. *But I have a hard time believing Eric would give us full access to his thoughts without having first carefully buried those he wishes most to hide.*

The door was pushed open and a flustered Hank stepped inside. His gaze went straight to Magneto. "It's alright Hank," Xavier said placidly. "You can speak freely here."
"Charles can always remove the memory of what you say from my mind if he doesn't wish me to know it," Magneto added, with a smile that bespoke of an inside joke.

"I got in touch with Warren Worthington the Third," Hank said, still uncomfortable. "He's the son of the owner of Worthington Industries. He says he financed a project to look into a mutant cure." Hank swallowed hard. "Charles, he said they were successful. The cure is real."

Classroom 341, Xavier Institute

"So we're moving on to the immune system, now if you could just—" Ororo sighed inwardly when a student raised their hand. "Yes, Rochelle?"

"Will this cure attack our immune system?" Rochelle asked, with the air of someone who had prepared the question in advance.

"I— you . . . what cure?" Ororo stuttered, hands fumbling with the expansive map of the human body she'd been illustrating.

"You know, the one you were talking about with Professor Logan and Professor Summers," a boy at the back said. "The mutant 'cure'."

"If you thought you overheard something," Ororo said firmly, "then class is not the place to discuss it. Maybe after class—"

"But this is biology, right?" Jubilee asked, hand raised. "I mean, this cure will act on our biology, so it's not that far off."

"As of now we have no proof of any kind of 'mutant cure'," Ororo said loudly. "It's just speculation that we're looking into."

"But if it is real, we wouldn't have to take it, right?" asked Rochelle, tugging anxiously on her many braids.

"Of course not." Ororo tried to retake her class. "But—"

"Well, they would have to force us to take it to make us," said the boy in the back, to a chorus of agreement.

"Some people might want it though," Jubilee said, glancing over at Rogue, who kept her head down.

"Right. Cure." Jean-Paul snorted. "It's just like 'pray the gay away.' They want to cure something that's a natural part of our evolution because they don't think it's right."

"Just because it's natural don't have to mean it's right or good," Rogue finally spoke up. "Disease and viruses are natural, but we cure them."

"So we're a disease now?" Rochelle snapped, whipping her head around to glare at Rogue.

"Rogue didn't mean it like that," Kitty cut off, defending her friend. "But—" She glanced at Rogue apologetically and continued, "But that is how some people are gonna argue it, by saying we're a disease. And that's how a lot of things got started. I mean a lot of pre-Holocaust anti-Semitic material couched it in pseudo-scientific terms talking about how Jews were a disease."

"And people wanting to 'cure' their mutation is just like people wanting to dye their skin paler or hide their ethnicity," Rochelle argued. "It's all about shame, and giving in."
"'Cept ethnicity don't flare up without you meanin' to and hurt the people around you," Remy said darkly. "It ain't a force you can lose control of and end up wit' blood on your hands, n'est pas? Some of us gotta deal wit' 'gifts' that ain't hardly gifts at all. A lot of us out there, we'd give a whole lot jus' to be able to know the people around us are safe from ourselves, us."

"By giving up what you are?" Rochelle yelled, standing up and shoving her chair back.

"You don't get it!" Rogue hollered, leaning up over her desk. "Your powers are easy to live with-"

"Oh, my life is so easy?" Rochelle shot back. "Listen, chick—"

"It's just a plot to exterminate us—"

"You're not looking at the big picture—"

"Everybody quiet!" Ororo boomed. The class hushed at the weather-witch's uncharacteristically harsh tone. "Now this is neither the place nor the time to discuss this. If you want to discuss it, we can have an extra Ethics seminar later, but for now? We're going to take about immunity."

Blackbird Hanger, Xavier Institute

"Ready to fly, Logan?" Scott joked dryly. Logan glared from his backseat over at Scott, who simply grinned — everyone knew Logan hated flying.

"So what do we need to know about this Warren, Hank?" Logan asked brusquely. Hank flipped the controls on the right side of the ship as co-pilot. "Well, he's a young scientist, just in his early thirties. He did some work with genetics, but he's not the main brains behind the study, just the finance. He says they've been working on this mutant cure for years, and had a breakthrough seven months ago. He says they are completely successful, but he won't tell me how they did it. He wants us to see for ourselves."

"Trap?" Logan asked, tightening his seatbelt.

"Possibly, though I doubt it," Hank advised. "I'm aquainted with Warren and his father. They're not mutant haters by any stripe, though not exactly forthcoming about our rights. Still, no reason not to be careful.

"Alright, liftoff," Scott said as the Blackbird started to rise. "Let's go visit this Warren."

"Yeah," Logan choked out, gripping both side of his seat roughly. "Let's just get this over and done with."

COMMERCIAL BREAK

War Room, Xavier Institute

"I hear your students have their own very definite opinions on this so-called cure," Magneto said with a satisfied smile from across the table. "You did of course mean to tell them? You wouldn't keep your precious students in the dark about something so important to their own existence."

"If you leaked this out—" Jean began, eliciting a slight huff of laughter from Magneto.

"So you were intending to keep them ignorant?" Magneto shook his head. "No, my dear, I have been right here as you should know. And since the only other ones who know of this cure are your
friends, I suspect one of them slipped up, or perhaps a student overheard. And why shouldn't they? I hope when you have proof of it you won't try to keep all of mutant kind in the dark on something which concerns us all."

"But not all in the same way, Eric," Xavier said, his eyes alight. "For you it is a threat to your existence. But there are those for whom mutation is not such a beneficial gift who might welcome this cure."

"And those who would use it to quell the rising of the tide, to strip us of our birthright. Do you truly believe, Charles," Magneto said, leaning forward, "that this will not be used as a weapon? Yes, those who think themselves cursed will beg for this cure. But do you really believe they will stop at only the ones who come willingly?"

"It's all about choice," Jean stated firmly. "The people who don't want it and the people who do both deserve that choice."

Magneto's face split into a slow, pitying smile. "The choice you did not have?"

Worthington Industries, Research and Development, Portland, Oregon

"Welcome to Worthington Industries." Warren Worthington the Third was a handsome brunette with the straight shoulders and calloused hands of an athlete. He smiled politely as Logan, Scott, and Hank moved through the complicated screening process which precluded entering the Worthington laboratory proper.

"Could you remove your watch, sir?" the small man operating the body scan asked Logan as he passed through.

"Trust me kid," Logan grumbled. "No matter what I take off, metal detectors are still gonna ring."

"I see, your... skeleton." The man nodded. "If we could just do a pat down or — or not," the man finished at a look from the burly Canadian.

"Hank." Warren smiled with actual warmth once they were through. "I was hoping you'd be the first to come around."

"Were you?" Hank asked lightly. "We received no official, or unofficial release. We simply followed up on a rumor."

"Really?" Warren frowned. "We had this week set as the deadline for preliminary screenings by the FDA and announcements to the major figures in the mutant rights movement. But I guess you just got the word ahead of us officially sending it out. With Charles." He laughed. "It shouldn't be surprising!"

"Then you do view it as a step forward for mutant rights?" Scott asked as they walked down the busy hallways. Nurses, doctors, and residents in scrubs bustled around them, in and out of rooms.

"Yes, in that those born mutants should have a right to choose whether to remain one," Warren insisted, with the controlled passion of a speech long practiced. "Those who suffer intense pain from their mutations should not have to also suffer through the prejudice of others. The real head of the project," Warren announced, turning into a white room filled with glistening equipment, "Mr. Edward Jacobs here, could tell you all about that."

Jacobs, a wiry chestnut haired picture of a scientist, smiled up at the four as they entered. "Warren's using me as part of the tour now," he joked, but willingly bared his forearm. A small series of what
appeared to be birthmarks littered his skin. Before the watching eyes of the X-Men and Warren, tiny pincer-like spikes shot out of his skin just far enough to draw rivulets of blood which stained his white coat, before they retracted. "Happens every other hour, at one body part or another," Jacobs said, his voice practiced but underlaid by pain. "Hurts like hell, but I say it's one hell of a motivation."

Logan half-inclined his head, with a bemused look. Hank nodded. "And you're the one behind this so-called cure?"

"It's a cure, believe me." Jacobs' face split into a wide smile. "These things used to be nearly the size of my arm, but since I've been dosing myself they've been going down. See, the cure works similar to a virus. It codes onto the human aspects of the DNA, replicates the necessary half, and then latches onto the mutant aspects and transforms them. The full process takes about a year. I'm literally in the final week of my stage. These little pincers are fighting their last."

"But you've tested this on more subjects than merely yourself?" Hank posed, swallowing hard and rubbing his fur self-consciously.

"Oh, of course." Jacobs nodded. "Sixteen other subjects, of varied blood types and physical forms of mutant manifestations. Ten of them are in the final stages: four of them are fully cured. When I'm fully done, we're going to announce it to the world."

"This sounds like a very promising conclusion to all your work," Hank congratulated. "Would you mind if I asked you some questions?"

"Not at all," Jacobs accepted, pulling Hank aside. Logan narrowed his eyes. There was something wrong here. He was no telepath, but he could tell when someone was blatantly trying to give a sell. It was normal, of course, as this was something they wanted to sell. But he reckoned Jacobs' nervous scent was more than simple pre-show jitters. "Why stop with the questions, Blue?" Logan put forward. "Why not give us a free show? Some samples."

"We have nothing to hide." Jacobs spread his arms. An intern came over with a collection of vials.

"Well then." Logan gave his feral smile. "You'll have no problem with a little test."

West Wing Hallway, Xavier Institute

*Just Like You* by Three Days Grace Plays Over the Following Two Scenes

"I can't believe you sided with them," Rogue muttered, as she stormed down the hall, avoiding any other students. Some who passed her gave her dirty looks, that she shot right back.

"Sided with them?" Kitty pulled away from her friend. "I didn't side with anyone! I just pointed out the problems."

"By comparin' it with the Holocaust?" Rogue snapped. "You know it ain't the same, Kit!"

"Well I'm sorry if my understanding of the past leads me to see past my own experiences," Kitty answered primly, aware that they were attracting stares.

"Excuse me?" Rogue gasped. "Don't you dare patronize me, Katherine Pryde. You have no idea what this is like—"

"Oh, because the future of mutantkind all comes down to Rogue and—" Kitty started to shout.
"Hey, hey, gals, stop," Remy said, hurrying over to step in between the warring girls, pulling Rogue gently away.

"Kitty, c'mon." Bobby stepped in between them as well.

"Yeah, cat fight!" said a boy a locker down the hall. "You jus' go on now, Anderson," Remy warned dangerously.

"C'mon guys, the last thing we need is for all of us to turn on each other," Bobby pointed out. "What if that's what Magneto wants? What if there's no cure, and he's just trying to use it to drive people over to his side?"

"And it's working," Remy said, looking down the hall. "Look."

Two shouting gangs appeared to have formed of Xavier students on either side of the hall. There was a flash of light and screams. It was impossible to tell which side attacked which, as both launched at each other in a battle that was a mix of mutant powers and plain old brawling.

"Shit," Bobby swore. "Quick, one of you run and get Storm or Professor Lane," he said before hurtling off into the fight.

"Bobby!" Kitty snapped. "You can't break it up on your own!"

"No, he can't," Remy said significantly. "Sorry gals, us fellas just gotta step in." With that he followed Bobby down to where the ice-powered mutant was attempting to cool down those who were intent upon causing as much damage as possible to their fellow students.

"We're gonna hafta go help em, aren't we?" Rogue said to Kitty wryly.

"Unless we want them to hurt themselves," Kitty said back, with a hint of fun in her voice now. Both girls ran down to aid in the breakup.

**War Room, Xavier Institute**

"Eric, if you've come to sow disension in my school—" Xavier began to warn. Magneto huffed a laugh. "Charles, let's not play this game," Magneto said imperiously. "Don't you think Jean deserves to know?"

"Don't pretend you're on my side and not talk to my face," Jean said dangerously. Magneto turned to face her. "Quite right, my dear," Magneto acquiesced. "I am referring to Charles' decision, in your first year at this school, to bind your powers because he found them too great."

"What are you talking about?" Jean spat. She directly her venom at Magneto, but her gaze slipped nervously to the Professor.

"Oh, you don't remember," Magneto said softly. "Do you? Charles must have taken those memories away. Locked them behind the doors just like your birthright."

"Eric—" the Professor snapped warningly.

"No Charles," Magneto plowed on. "I held my piece before, but not now. Jean is a grown woman, and something has happened to break those blocks in her mind. Don't you think she deserves the truth?" Magneto lowered his voice and leaned in, to speak almost intimately across the table to Charles. "Isn't this what it's all about, Charles? The truth? The truth for mutants, the truth of our right to own our gifts, not to have them taken from us without our say so?"
Jean was breathing heavily, her hands clenching and unclenching furiously as her pulse beat like a drum.

"When I make decisions to protect the health and lives of my students," Charles said icily, "you have no say in the matter."

"And so I did," Magneto said silkily. "I held my piece, Charles. But what about now? What about the—"

"Now you have no idea what you're talking about!" Xavier barked. "You—"

"Shut up!" The word was whispered by Jean, but the psychic lash behind it silenced both men. "I am not," she said slowly and clearly, "a toy for the two of you to bat back and forth in your endless little game with each other. Don't treat me like one, or I can promise you you will both be equal in your regret."

"Jean," Professor Xavier said softly. "I only—"

"No." Jean stopped him. "No more. Not now."

Worthington Industries, Research and Development, Portland, Oregon

"And if you just observe how your blood cells react," Jacobs explained in a shaky voice to Hank, who peered at the sample of his blood which had been dosed with the cure in the powerful microscope, "you will see how it first identifies the human DNA, melds with it, codes to the mutant DNA and reforms it."

"It all seems to work exactly as you said it would." Hank nodded. "Congratulations, Mr. Jacobs."

The room of scientists clapped, but Logan narrowed his eyes and sniffed. Relief. There were waves of relief still tinged with fear coming off of Jacobs, and had been ever since he'd asked for a test. He hadn't seemed confident at all that his cure would work on Hank's blood until the last second. "Science is about repeated results though right?" Logan spoke up, and the room went quiet. Scott was giving him a look. "What?" Logan snapped.

"Nothing." Scott grinned. "Just you . . . talking about science."

"Hey, I don't mock you when you come into the gym, Specs, don't look so surprised," Logan snarled back. "But c'mon. Let's try one more test. I'll offer my blood, just to make doubly sure. Unless . . ."

He glanced over at Jacobs, "that's a problem?"

Jacobs swallowed prominently. "Not at all."

"What is this all about?" Hank hissed under his breath at Logan as one of the assistants retrieved a new needle to extract Logan's blood sample.

"This Jacobs guy is reekin' of fear," Logan murmured back. "He should want to show off his new cure, but he's terrified. I'm betting he wanted to have his examples all picked out and ready, so he knew how they'd react. If he's suspicious of us, maybe—" Logan glanced down at the needle at his arm and realized it was attached to a syringe filled with a bright green liquid. "Wait, what's—"

Logan broke off with a cry of pain as the assistant plunged the needle into his arm. He struck her in the chest, staggering back as Scott and Hank turned to face off against more scientists armed with plastic guns and syringes.

"Jacobs, what the hell is this?" Warren demanded, furious and confused.
"You just had to pry," Jacobs whined, angling a gun at Warren's head, as Logan collapsed to the ground. "We had it all set up, and you just had to try and ruin it at the last minute."

"The cure," Scott demanded. "What the hell is it?"

"Exactly what it says," answered the blonde assistant who had taken out Logan. "A cure."

"It will cure at least 56% percent of the mutant population that takes it," Jacobs explained. "Painlessly riding them off all their problems."

"And the other 44%?" Hank asked, eyes locked on Jacobs.

"We have to assimilate," Jacobs said slowly, "half of us are in pain because of these 'powers' and the rest are becoming megalomaniacs who think they can do anything. Look at you! School teachers with the gifts of gods flying in on private jets, your Professor talking to the President, all because you got the lucky end of the gene pool. Meanwhile— God," he groaned, then pulled one arm away from his hold on the weapon pointed at Hank to show him the evidence of the spiked curse of his skin, "meanwhile the rest of us are in agony because of it. We need to heal ourselves. To fix it so we aren't separated into demi-gods and demons in pain. We need this cure. For all of us."

"And what gives you the right to make that decision?" Scott snapped. "To take away not just the choice from other people, but their lives if they aren't 'lucky' enough to react right?"

"You have to make sacrifices in science," Jacobs explained, sounding desperate, desperate to be listened to, desperate to be agreed with. "You have to make sacrifices of the small for the greater good."

"You sound just like someone else we know," Logan growled as he rose. Jacobs had no time to roar as Logan launched forward, his claws slashing the plastic gun to pieces. He yanked the quaking scientist's arms behind his back and extended his claws until they just touched the man's gasping neck. "Isn't it lucky for me that my mutation can shrug off your little dose, eh bub?" Logan growled. Scott took advantage of the distraction to optic blast a syringe out of one scientist's hand, while Hank leaped over the table to incapacitate another. "Tell your friends to drop their weapons," Scott ordered, as the other scientists backed away in fear.

"No," Jacobs began, and then gasped at the cold, sharp adamantium pressing against his Adam's apple.

"It's over, bub," Logan stated gruffly. "It's over."

**COMMERCIAL BREAK**

Rec Room, Xavier Institute

"Thank you," Ororo said to Bobby, Remy, Kitty and Rogue, her eyes still carefully scanning the now subdued students who were nursing their small hurts from the fray.

"And this is why we should never have let Magneto in," Rogue stated darkly. Ororo rubbed a hand against her shoulder comfortingly.

"He'll be gone soon," Jean said, coming down the stairs. "What happened here?"

"A fight broke out," Ororo explained. "You couldn't hear?"
"We had a fight upstairs," Jean said wryly. "No, no," she soothed at the worried looks, "we're fine. I handled it."

Ororo looked like she was about to ask more when the front door opened and Logan, Scott and Hank stepped inside. "Well?" Ororo and Jean led the push of students who craned in to hear the news.

"False alarm," Scott said after a moment's pause. "They thought they might have had a cure, but . . . no show."

Jean didn't need to read his mind to know that they'd get the whole story later, once Magneto had left.

"And so for a day I suppose we are safe." The entire room turned as Magneto descended the stairs. A whispering wave overtook the students and then hushed when he spoke again. "And for now we don't have to worry. But be sure, my friends, they will try again. And when they do, you'll want to be prepared for a fight if you don't choose to side with those who want to rob you of your birthright."

"Just cut the speech, Grandpa, and get out," Logan cut in, unceremoniously. "This ain't your podium."

Magneto just gave him a bemused, pitying look before settling his helmet once more upon his head. The old survivor strode out grandly toward the door. "Oh and until then." He stopped dramatically, before exiting the door, "maybe you should take more care in where you see threats. Mutants can also be threatened by your powers as well."

"Get out," Jean hissed. Magneto nodded briefly before exiting, the door snapping shut behind him, metal locks attaching on their own.


"I'll be a minute," the burly Canadian answered. "How are you kid?" he asked, walking over to Rogue, who had pulled herself away from her friends. Rogue shrugged, smiling sadly. "I wish I could say part of me wasn't disappointed but . . . I can't help it."

"You got a right, Rogue," Logan answered. "Just, promise me. If they fix this thing, if it's really able to cure or . . . just make sure you do it for you, and not for a guy. Specially not the Cajun."

"He's never asked me to do it," Rogue said instantly. "Never once pressured me about it, or—"

"Hey, hey, I wasn't accusin'." Logan put up his hands, before looking her square in the eye. "But he was part of the reason you thought about it, wasn't he?"

"I—" Rogue's chest shuddered slightly, and she bit her lip. "I love him, Logan."

Logan grinned. "Doesn't take a psychic to figure that one out, kid."

"It's just, it . . . complicates things," Rogue explained. Logan nodded. "It always does."

"I don't trust him," Bobby said, still watching the door. "I don't trust that he's really gone, or that he just came here to warn us."
"Don't worry," Kitty advised. "We'll find out what he's up to."

"Hopefully soon," Bobby murmured.

Commander by Girlyman Plays Into the Credits

Professor's Study, Xavier Institute

"So you've made certain all the samples of the cure have been destroyed?" Xavier checked, tension in his wise old face as he looked over his eldest students.

"Warren has said he'll make certain of it," Hank assured. "But don't worry. I'll keep an eye on him nevertheless. I don't believe he knew of its dangers, but it's still possible."

"Well then, that's one crisis averted." The Professor smiled, though the grin quickly vanished. "I suppose, still, we'll have to have that Ethics seminar after all. The very thought of a mutant cure is still contentious."

"Well, it cuts right to the core of the issue." Ororo sighed. "Whether you want to be what you are, or whether you would you change it if you could. And, if you can, should you, and should you do it to us all."

"Luckily, Jacobs never got the chance to make that decision for the rest of us," Scott said. "That's a win, at least."

"Quite right." Xavier nodded and his X-Men filed out, until only Jean was left. "Jean—"

"No," she cut off, quietly, but firmly. "You are gonna listen now. I know why you did what you did. I can even forgive you for it, if I try very, very hard. But now I've got something in my mind that I am beginning to get control of—"

"Jean . . ." The Professor tried again, but Jean shook her head once, curt and decisive. "Let. Me. Finish. This is my power, Professor. My power, my choice, and my problem. So you're going to have to let me handle it my way. Because the Phoenix is only ever going to stop plaguing my life when she knows she's free." And with that, Jean exited and closed the door.

ENDING CREDITS

Promo For Next Episode: When Jean's powers jump beyond that of any known mutant to a Category Five, she is given a window into the hearts and minds of all those within the Institute. Yet as reality becomes unclear, will she be able to unravel the message sent to her through time and space in time?
Contact

Chapter Summary

When Jean's powers jump beyond that of any known mutant to a Category Five, she is given a window into the hearts and minds of all those within the Institute. Yet as reality becomes unclear, will she be able to unravel the message sent to her through time and space in time?

So, apparently this format has been catching on! The lovely breathingfiredragons has begun "New Mutants, New Adventures" also using the 'live-action TV' format, and even some of the same casting! Hopefully Fox catches on and realizes they should give the people what they want! In the meantime, my third book is almost ready for release, so I've got more time to spend giving y'all updates. Hope you enjoy!

Season One, Episode Nine: Contact

Sesca Industries Warhouse, Reedsville, South Carolina

"Did you see that?"

The guard turned to the right, squinting his eyes, rather useless in the dark. "What is it, Ray?"


"Man, you need to calm down," Jimmy chuckled. "It—"

"That!" Ray whirled, unholstering his gun and pointing it at the closed doors.

"There's nothing there, Ray," Jimmy said flatly, shining his flashlight around their section of the warehouse grounds.

"There was," Ray said firmly. "I saw a figure run straight through the doors."

"The doors are locked," Jimmy said.


Ray nodded grimly. "Make the call, tell them we've got—" Ray made a choked gasp before collapsing to the ground, leaving Jimmy alone to face the burly attacker clad in black leather before him.

"Why don't you guys just take the night off, eh bub?" Logan grinned before landing a solid punch to Jimmy's jaw, knocking him out cold.

"Did you have to knock him out?" asked Jubilee as she slipped out from behind a Sesca delivery truck along with Rogue, Bobby, Remy and Sid.
"You can't leave any chance he'll talk," Logan answered. "We have a timetable here. Get in, get out, no trouble."

The group turned as the doors swung open, Kitty smiling proudly. "Tricking guards dumber than James Bond extras has gotta be, like, the second best part of this job!"

"What's the first?" Bobby questioned as they moved quietly inside the warehouse.

"Oh these outfits obviously." Jubilee pointed to their custom black leather X-Men suits.

"Speak for you'self, you," Remy grumbled, pulling at his collar. "This one would prefer his own clothes."

"Your trench coat woulda been harder to hide, sugar," Rogue reminded him.

"No' at all," Remy said proudly. "This one's done all kinds a' jobs in that there coat, chere. Even saved this one's life once upon a time."

"Keep it down back there," Logan ordered. "This is a real mission, not a game."

"You were the one who volunteered to head this one, Logan," Jean said with amusement in her voice, appearing out of the shadows of the giant warehouse and drawing level with him.

"Yeah, because these kids need real world experience," Logan groused. "They're gettin' too cozy up in that fancy mansion."

"Yes, our fancy mansion which totally never gets attacked every other week," Bobby said with a very, very dry voice.

Jean Grey...

"What?" Jean asked, turning to Logan. "What is it, Red?" Logan answered quietly, his eyes soft as he turned to her.

Jean frowned. "Didn't you just say my name?"

Logan shook his head. "No, I—"

Phoenix...

Jean shivered. "What's wrong?" Logan's voice dropped and he moved closer.

"Nothing." Jean shook her head adamantly. "According to the Professor the labs where they make their products should be right up ahead and to the left. C'mon."

Logan raised a brow to let her know he wasn't fooled, but followed the red-haired mutant through the dark warehouse to the laboratories where the products for Sesca Soda Inc. were developed.

"Okay, Cajun, Icecube." Logan indicated to the waiting boys. "Get the door open."

"A little manners would go a long way to makin' folks take more kindly to you, mon ami," Remy advised with wide innocent eyes. Logan just growled. With a grin, Remy pressed his fingers to the door's locks, which began to glow with red-purple energy. Just as they started to fizzle, Bobby blew on them. The air rippled and cooled, so that the sound of the locks popping and melting was muted.

"Nicely done," Jean said, offering polite praise. "Wasn't that nicely done, Logan?"
"Grr-umm-hmm-grr," was Logan's unintelligible answer as he shoved the door open. He waved the X-Men inside, and they fanned out into the laboratory. It took no detective work to see the main source of Sesca Soda's recent surge in popularity, or the source of the addictive quality the FDA had been unable to successfully pin down. A blond young mutant lay sleeping on a medical bed. A dozen different tubes extended out from his body, gathering his blood into a series of plastic bags.

"They extract the addictive chemical from his blood and work it into the soda," Kitty deduced, as she looked the sleeping mutant over. "And because it's a mutant gene the FDA has never seen before, it doesn't show up when they look for narcotics."

The blonde mutant blinked awake and groaned when he caught sight of the X-Men. "Oh, not again," he groused. "Look, whatever mutant rights group you're from, just go back and tell your little collective that I don't care what you have to say about exploitation or mutant dignity or whatever. This job pays and I get dental and all the major holidays off."

"Dental and holidays in exchange for blood that makes Sesca's products addictive for thousands of unsuspecting consumers," Jean said coldly.

"Hey, cigarettes are addictive and those are still legal," the blonde shot back.

"People know what cigarettes can do to them," Bobby informed the mutant. "If they wanna smoke, then that's their choice."

"Their disgusting choice." Rogue glared over at Remy, who pouted. "But you don't know what dis could do to the ones who drink it," Remy pointed out to the blond mutant, trying to take the focus off of his smoking. "Could end up causin' all kinds of unpleasantness, non?"

"Whatever." The blond mutant groaned. "Go start a petition or something."

"Sorry, bub." Logan hefted the half-dressed mutant out of his bed and ripped out the tubes carelessly. "We're an impatient bunch and that takes too long."

"You can't do this!" screamed the mutant. "This isn't legal! You're trespassing!"

"And if we always stayed on the good side of the law, we'd be worried 'bout that," Rogue drawled as they escorted the struggling mutant out of the laboratory. "Since we ain't, we'll take our chances."

"All of you, freeze!"

Sid groaned at the assembled forty-something guards who were now pointing guns at the X-Men. "Great. They've got modified stun guns set with a specific solution made to incapacitate mutants. This means the tech for that is spreading."

"Not beyond here it isn't," Jean said, her voice dipping a few octaves below her normal register. She narrowed her eyes, and each and every single one of the guards froze.

"You're gettin' almost as good as the Professor at that," Logan murmured. Jean smiled. "Thanks, Logan."

"Okay." Logan raised his voice. "This is the kind of situation you'll see in a mission, and Jean and me won't always be here to help out. So you've got forty-five seconds to form your positions and communicate an attack strategy to your fellow X-Men before—"

Jean Grey.
Jean's eyes widened as the voice imposed itself on her mind. "Stop it," she whispered, trying to hold onto the mental freeze.

*Phoenix. Jean Grey. We need your help.*

"—Now, we know what kind of weapons they have," Logan continued to instruct. "But—"

*Jean,* the voice spoke again. *See our fear. See our need. Prevent our destruction.* Jean gasped as her inner eye was assaulted with a vision of a ship in flames, a non-human people screaming, dying, as a red star heated the darkness of deep space, engulfing and eating and destroying—

"Jean!"

Jean's eyes went as black as the sky in her vision. Before the horrified gaze of the surrounding X-Men, the forty guards disintegrated into dust.

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**TITLE SEQUENCE:**

**TITLE SONG:** "Evolutionary" Composed By Emilie Autumn

**Cast:**

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Shadowcat: Ellen Page

Colossus: Enver Gjokaj

Jubilee: Julia Ling

Forge: Rudy Youngblood

Reece Thompson as Jean-Paul "Northstar" Beaubier

Written and Directed by David Fury

Created by Joss Whedon
"Scott, as I've told you before, the mind is not a simple thing," the Professor explained to his team captain with a sign, wheeling around his desk. "And when you add the extra weight of psychic ability—"

"Professor, I thought she was doing better," Scott interrupted. "You said she was doing better, and now she goes and kills forty men."

"Forty men aiming guns at the children," Xavier amended. Scott shook his head. "See now I know you're hiding something. Because the Professor I know wouldn't excuse needless loss of life, especially when Logan says Jean had them all frozen and in her power. She didn't have to kill them. She wouldn't want to, not in her normal mind."

"I would be careful about defining what makes a mind normal, Scott," the Professor said, his voice tightening. "The Jean you know is not the only Jean there is."

"And the Professor I know wouldn't be stalling over semantics when Jean has just massacred forty human beings!" Scott snapped.

"Scott." Xavier's voice held a warning Scott didn't heed. "There's something you're not telling me, Professor," Scott snapped. "Something about the Phoenix and Jean. I want to know what it is."

The Professor let the silence stand. "Scott," he said, in a low voice. "I wish I had the answers you want, but frankly this turn in Jean is as disturbing to me as it is to you. I am not the arbiter of her mind. If you want the truth, she is the only one who truly knows it."

"I think you're lying," Scott snarled.

Xavier looked down. "I am sorry for that. Scott—" The door banged as Scott stormed off. The Professor sighed. "I'm sorry, Scott."

"Can't concentrate on dis," Remy grumbled, throwing down his book and pen, and stretching his legs out over two chairs. The young X-team had taken ownership of a whole corner of the library and pushed two tables together to accommodate them all.

"You can never concentrate on anything," Bobby muttered, not looking up from his copy of Ovid. Remy's sly smirk reasserted itself. "Now that ain't no kind a' true, n'est pas?" he said with a wink to Rogue, who sat, legs crossed, in the chair across the table. Rogue put on her best impression of a wounded Southern Belle. "Remy Etienne LeBeau, I am sure I have no idea what you're talkin' about," she said primly, but ended on a wink.

"You two are disgusting." Jubilee shook her head, licking her fingers and turning the pages of her math notebook. "Simply grotesque."

"Still in that dry patch, huh Jujubee?" Sid teased without looking up from his Wired magazine. Jubilee lobbed her book at his head, and he ducked easily.

"I can't do it," murmured Kitty, dropping her ruler and calculator and grabbing her head with both hands.
"Yeah, I can't make heads or tails of these equations either," Rogue said sympathetically, squinting at her checkered paper.

"Not that," Kitty looked up, her eyes dark. "I mean I can't just forget about what happened."

A silence fell over the table. "Well, I may be sorry I didn't get a crack at them," Bobby said brightly. "But they weren't exactly nice people, Kit."

"But they were still people," Kitty pointed out.

"Yeah, so were Stalin and Hitler," Rogue said drily.

"C'mon, we have no idea if any of them were even that bad," Kitty argued. "They were working with a mutant, who didn't exactly seem hurt or unhappy. They may have been doing wrong, but we didn't need to kill them."

"We didn't," Jubilee reminded. "Jean did."

"Yeah, and that's what worries me," Kitty stated. "She looked . . . out of control."

"It's hard to stay in control all the time," Rogue shot back. "Jean's got a lot to deal with."

"I know, and I'm not . . . I'm not angry at her," Kitty said desperately. "I'm worried about her. I . . . I gotta go."

"Kit, no, I'm sorry," Rogue began, as Kitty pushed her chair out and stood up. "It's not you, I promise," Kitty said, gathering her things. "I just . . . gotta talk to Storm."

"Sure," Ororo said, standing up. "Be right back, Billy." Kitty and Ororo moved over to the side, out of earshot of most of the library residents.

"Professor, I just . . ." Kitty took a deep breath. "It's about Doctor Grey. She asked me to look up something a while back, something called Shi'ar. I couldn't find anything on it, and I didn't really think anything about it, but now with everything that's been going on, I just . . . thought you should know."

"Well, thank you Kitty." Ororo nodded calmly. "Would you . . . like to talk about what happened on the mission?"

"No, it's okay." Kitty looked down at her pristine new tennis shoes. "I just . . . She swallowed. "I'm just worried about Doctor Grey. All of us are, and I . . . I'm wondering if I had said something earlier —"

"No, no." Ororo shook her head, drawing Kitty into a gentle side hug. "No honey, no. It's not even remotely your fault what has been going on with Jean. I'll make sure to pass on what you've said to the Professor, but she's probably already told him, you know? No, it's not your fault." Ororo bit her lip as she closed her eyes and tried to draw in her own conflicted emotions. "Not anyone's fault."

Hallway, East Wing, Xavier Institute
"Jean! Jeany!" Logan sped up to head the red-haired mutant off before she got to the stairs. "Jean, c'mon, you can't keep avoiding me."

"Who said I was avoiding you?" Jean said, looking to the left as Logan drew up on her right.

"Jean, c'mon," Logan said. "Of all the people here, you know I'm not gonna blame you for anything —"

"Why?" Jean said, still looking away. "You should. I murdered all those men. Every last one of them."

"They were gonna do the same to us," Logan answered back, too quickly. Jean saw through it and smiled bitterly. "Logan, I don't need you to ease my conscience. Especially since you're not exactly giving me what you might say to . . . someone not me."

"Jean, everybody here would say the same thing," Logan asserted. "We're just worried about you."

"Oh, everyone is worried about me." Jean laughed now, a high and painful sound, like a cacophany of discordant bird song. "I just annihilate a whole squad of men, and everyone is worried about poor Jean."

"You know what we mean," Logan argued. "This isn't you—"

Jean's head snapped around at that, and Logan took a step back. "Isn't me? Who says? I should be the one to say something is or isn't me, shouldn't I? You all think you know me . . . maybe I've always wanted to kill like that? Maybe I always could but you all held me back? Maybe I'm something none of you can conceive of and you're all terrified of me, and maybe if you're not, you should be."

"Jean—" Even Logan's heightened reaction time wasn't fast enough to catch Jean as she lifted herself telepathically through the air and soared down the stairs, an effortless display of power that made Logan's blood run cold.

COMMERCIAL BREAK

Teachers' Dorms, Xavier Institute

*Birds of Prey by Christina Aguilera Plays Over the Following Scene*

*Be'ate mara. Be'ate mara, Phoenix.*

Jean Grey opened her eyes. Blinking, she stretched her limbs, rolling over in her bed. "Scott?" His side of the bed was empty. Jean blinked again, and her eyes were drawn to the window. "Scott?"

Scott stood with his back to her, and there was a strange plunking sound. Jean slowly roused herself and moved over to stand beside him. "Scott, what are you doing?"

"My work," Scott replied dully. Jean crept closer, eyes adjusting to the dark. Scott's 'work' involved pulling plaster from the wall and dropping it to the ground outside. "Why won't you let me do my work?" he mumbled.

"Scott, baby." Jean tried to pull him aside. "You . . . you're not . . . what are you doing?"
"My work!" He pulled his arm away from hers. "Let me do my work!"

"Scott." Jean reached out to touch his face. He flinched, before finally turning to her. "You're burning." Scott shivered. "What are you turning into? You're scaring me. You're scaring us all."

Jean swallowed painfully. "Scott—"

" Burning like fire," Scott said. "But you can end the fire. Be'ate mara, Phoenix."

Jean started, pulling away. "No," she said, turning to run for the door, whipping it open with her mind. No, no.

Jean ran down the hall. She heard voices to her right, and slowed. There was a light on in the kitchen. "Hello?"

Jean heard giggleing, and then gasped as Kitty ran straight through her. "Kitty, what are you doing down here?"

Kitty laughed, and Jean took a step back. The young girl's laughter was manic, uncontrollable, and there were tears streaming down her face. "Will I just fade away?" the little mutant questioned.

"Oh Kit—" Jean started to speak, but Kitty just threw her head back and cackled loudly, before running through Jean and then disappearing into the wall. Jean shivered and stumbled along into another room, where the light flickered on and off. Jean focused and the light brightened, revealing a steadily pacing male figure. Jean drew in closer. "Bobby?" she whispered.

The blue-eyed mutant didn't look up as he marched up and down the room. Jean, squinting, noticed that he was dressed in army fatigues.

"I couldn't save them all," Bobby muttered, reaching towards her. Jean stumbled back as she caught sight of the blood which covered his hands. "I was the commander, but they fell in the field," Bobby stated. "All of them. I gave the command, and they all fell."

Jean opened her mouth to speak, but a low moan from her left made her turn. Piotr was cradling the body of a young girl and wailing a painfully haunted song in Russian as he rocked back and forth. Jean opened and closed her mouth, unable to form his name, but the boy looked up at her anyways.

"Moyey sestry," Piotr moaned. "Moyey pokoynoy sestry. Moyey pokoynoy sestry. You know you are the only one to help us. We will all die. Help us. Be'ate mara. Help us, Phoenix."

Jean let out a strangled cry and fled down the next closest hall. A figure bumped her, and Jean turned to see Jubilee sprint past her.

"Mom!" Jubilee's screams echoed back down to Jean. "Dad! Mama!"

"Nisaidie!" Ororo cried to Jean's left. Jean stopped up short, searching the dark corridors for her friend.

"Ororo?" Jean whispered, as she tip-toed through the dark. A shuddering movement drew Jean's gaze to her right. "Ororo?"

The proud white haired woman was curled up in a corner, whimpering in Swahili. "Hapana ni karibu mno, siwezi kupumua, tafadhali napenda nje, tafadhali! Acha hilo! Mimi si Mungu wa kike, mimi si! Wewe ni wote wazimu! Msaada mimi! Kutusaidia! Help me!" White eyes turned to gaze at Jean. "Help us. Be'ate mara, Phoenix."
"Where are you?" Jean screamed down the echoing halls. "Come out and face me, whatever you are!"

There was a shudder in the air, and suddenly Jean was terrified by her own boast. She began desperately pulling at the handles to different doors, finally jerking one open and slamming it shut once inside. Jean closed her eyes, and listened to the sound of her breathing. Deep heavy breaths, in and out, heavy breathes and sighs, sighs and groans and—


"Oh God!" Jean's eyes snapped open and she gave a little screech before shutting them tightly again. "Rogue! Rogue! You can't—"

There was another loud moan, and it became abundantly clear that yes Rogue could, and indeed she was.

"Tell me," Jean heard the young, formerly untouchable mutant whisper heatedly. "Tell me."

"I can't," Remy moaned, his naked desire making Jean shiver with shame at her intrusion. "He made me promise, chere. I want to tell you. I do. Can't . . . I can't . . ."

Jean gasped herself, as sweet ripples of sympathetic agony coursed up her thighs.

Oh no! Oh, no, no— Jean smothered a scream as she whirled around, whipped open the door, and practically leapt through it. She slammed it behind her and stumbled forward, heaving.

"Jean," Xavier murmured, his crisp British tones a welcome change from the heated cries of illicit teenaged passion. Jean looked up in relief. "Oh, Professor, Oh God. Rogue and Remy . . . I don't know how but—"

"Jean, calm down," Xavier soothed, wearing the soft, amused grin that had always calmed her as a child when she first came to the Institute. "They'll be alright."

"This is a dream, isn't it?" Jean asked, nodding slowly as if to confirm what she had already guessed. "Right? I'm dreaming."

"Of course," the Professor replied. He tilted his head. "They need our help, Jean," he said seriously. "It's coming for them, and they cannot fight them alone. The annihilation of a people, Jean. Just think of that."

"Who are you?" Jean demanded slowly, through gritted teeth. "I know you're not the Professor. Who are you?"

The Professor's eyes glowed red. "Be'ate mara, Phoenix. Help us Jean," he said. "Help us please! Just a little closer . . ."

"Jean?"

"No!" she cried, shutting her eyes. "No! Just stop it! Stop it!"

"Jean! Jean!" Jean winced, Logan's voice pounding in her head. "Jean, wake up! You were sleep walking, Jean."
Jean's eyes snapped open and Logan stumbled back, staring into their pitch black depths. "They're so close," she whispered to Logan. "So—so close . . ."

Jean took a deep breath, and the central hall window exploded, shattering into a million pieces.

COMMERCIAL BREAK

MedBay, Xavier Institute

"Will she be alright?" Ororo asked, her hand on her stomach as Dr. McCoy walked over to where the Professor, Ororo, and Scott waited, a few feet from the unconscious Jean. Scott stopped pacing when Hank sighed and removed his spectacles. "Hank?" he demanded.

"Physically she is just fine save for the few cuts from the glass," Hank said, trying to muster up a smile. "Nothing time won't heal."

"And mentally?" Ororo ventured, putting a hand out to grab Scott's shoulder and keep him from walking into a dialysis machine. Hank sighed, and turned to look and looked for a long minute down on the bed where Jean lay, hooked up to a dozen machines. "I can't say. There's never . . . well, I've never seen one before—"

"One what?" Scott snapped, slamming a fist down on top of one of the many computers in the MedBay.

Hank finally met the eyes of the three mutants. "A category five mutant," he said bluntly.

"No," Ororo gasped. "That's . . . but she never showed it before? How can she be a category five and none of us knew it?" She turned to look at Scott and the Professor who stood silently. "Did we?"

Xavier sighed. "Jean . . . was a child prodigy. And like many children who have far more . . . advanced skills than they can cope for at their age she was uncomfortable around others, and struggled with herself. So to help her, and help others, I . . . I put in a series of mental blocks to shield her power behind. Her brush with death clearly shattered all of them. Now she is at her full potential, or very nearly there."

"And what does that mean?" Ororo asked, glancing over at Scott. Jean's fiancé looked ready to put both fists through whatever was nearest. Xavier closed his eyes. "I don't know."

Rec Room, Xavier Institute

"Now I really can't focus," Kitty insisted, pulling her legs up tightly to her stomach and leaning back into the couch. Rogue glanced over at her friend from her seat in the reclining blue chair closest to the TV. "How come, sugar?"

Kitty met her eyes slowly. "Did you . . . feel anything strange last night?"

"How do you mean?" Rogue questioned, swallowing slightly.

"I mean, I was dreaming," Kitty said carefully. "And then I . . . it was like . . ."

"Someone else was there?" Bobby said, coming over and dropping his bag onto the rug. "Yeah, I felt that too."
"What do you think it was?" Rogue asked, biting her lip and hoping they didn't see the red blush she knew was rising up her neck to her cheeks.

"I think we all know the question isn't what," Kitty said flatly. "It's who."

**MedBay, Xavier Institute**

**Schism by Tool Plays Over the Following Scenes**

Logan moved slowly into the MedBay to stare down at Jean's unmoving form. "God Jeany, I wish I knew how to help here," he murmured. He shoved his hands into the pockets of his jeans and willed himself not to cry.

"You already have." Logan practically jumped, as Jean's lips twitched. "It's okay, Logan," she said in her husky voice. "I won't bite."

"Jean, what's going on?" Logan asked. The question was the same, but now he uttered it as if he had no strength to resist the answer. Jean smiled, her eyes still closed. "I'm just waking up, is all."

"That's not what I meant," Logan growled.

"But this is the answer," Jean replied.

"Jean." Logan took a step forward. "We all—"

"Want to help," Jean cut him off, her smile spreading wider. "But I don't need help Logan. I need to help them."

"Help who?" Logan demanded, his hoarse voice going hoarser. "Who?"

Jean smiled, and her eyes snapped open.

**Second Level Hallway, Xavier Institute**

"So what do we tell the children?" Ororo whispered to Scott as they walked. She smiled shakily at any passing student who waved to her. The Professor rolled along beside them, rubbing his left temple and wincing.

"Why do we need to tell them anything?" Scott asked, arms tightly crossed, his voice low.

"Scott, they can see what's happening," Ororo reminded, her plastered on smile fading as she noticed the students looking at Scott's dark expression as they moved. "We can't pretend Jean isn't changing."

"Well, we need to focus on how to stop it!" Scott cut off. "If we can just stop this—"

"There is no stopping." Xavier stopped up short, almost tripping Scott. "Oh no."

"What is it?" Ororo demanded, coming around to kneel in front of him. "Professor?"

"Ororo, please, get to the third floor," Xavier asked. "As quickly as you can."

**Third Level Hallway, Xavier Institute**

"Jean? Jean, what are you doing?" Logan demanded, chasing after the red-head as she sprinted down the hallway towards Cerebro.
"What needs to be done," Jean said, her eyes wide and seeing.

"Oh, don't give me that—" Logan caught up to the telekinetic mutant and reached for her arm. He found himself propelled backwards, and groaned as his back slammed roughly into the wall.

"I don't want to hurt anyone," Jean cried out in apology, although she didn't stop running towards her target. "I don't want anyone to get hurt."

A gust of air whipped around Jean's legs, strong enough to give her pause. Jean stopped and slowly turned to face the weather witch.

"What are you doing Jean?" Ororo asked, her eyes white but her voice pleading. Jean tilted her head to the side, her black eyes studying her friend. "Would it matter? You've obviously decided to try and stop me."

"Jean," Ororo began. "We—" Ororo's cry ended in a brief scream, before she collapsed. Logan, stumbling along after Jean, caught the white-haired woman before she hit the floor.

"Jean!" Logan called after her. "Jean!"

"She'll be fine," Jean said blankly, sparing her friends a cursory glance before turning away. Reaching her hand out, she pointed at the doors to Cerebro. They shuddered, but remained closed.

"Jean!" Scott called out, and for a moment the black in her eyes faded. "Jean! Jean, please—"

The black returned, and Jean waved a hand behind her. Scott froze, mid-run. Jean bent down to the level of the eye-scanner on Cerebro's doors. She was lining her own up when she heard the footsteps behind her.

"Logan. Do you think you're any more resistant to my powers than Scott?"

"Jean, please," Logan began, stopping a few feet from the dangerous telekinetic. "Just listen—"

"You cannot stop me," Jean stated, her certainty causing Logan to nod his head in agreement.

"I'm not tryin' too," Logan assured her cautiously. He stepped towards her carefully, as if towards a wild animal that could scare. "I'm just tryin' to understand."

"It will be done soon," Jean said airily. "Then you'll know."

"What, Jean?" Logan's attempt not to scream meant his cry came out a whisper. "What will be done?"

Jean paused. "They need me."

"What does that—" Logan felt a telekinetic hand force him back, back, back, and to the side. It thrust him hard into the right side hallway wall. He watched as took a step back from the door and raised her arms. The door to Cerebro shuddered, and then with a grating sound, opened. Logan collapsed, finding himself released as Jean began to walk inside.

Logan! The Professor's voice was urgent in his head. Stop her! She could kill herself with what she's about to do!

"And what the hell is that?" Logan snarled, leaping at Jean even as he knew it was futile. With a dismissive wave she threw Logan backwards. He flipped to his feet in time to see the doors to Cerebro close behind her. "No!" Logan ran forward and slammed his fists against the thick door.
"Jean? Jean?"

Scott broke out of his freeze to see Logan's desperate, futile attempts to gain access to the most heavily fortified part of the Institute. "No, no, no, NO!" Scott screamed, rushing over to join his rival. "Dammit! We need to get the Professor so he can open it!"

Ororo raced down the hallway, having recovered moments after Scott. "Do you really think she'll let us?" she gasped when she had reached the men. "She's powerful enough to hold it closed until she's done."

"Come ON!" Logan screamed, slamming bodily into the door. "Professor!" he yelled aloud to the telepath. "Can you reach her?"

No. Xavier's voice was weary. She's blocking me. I cannot— The Professor's scream echoed within all three X-Men's minds.

"Prof—" Ororo began before she was cut off as well. Logan felt it an instant after Scott screamed — a pounding, immense pressure in his mind, as if his brain was being melted and funneled out of his skull. He didn't need the Professor's telepathic power to know everyone in the school was making the same cries. Scott and Ororo collapsed to the ground, but Logan gritted his teeth and fought through the pain. Reaching for the central fissure in the doors to Cerebro, he gripped them as best he could.

With a mighty scream, he pulled, every adamantium inch of his skeletal structure protesting. Somehow, someway, he managed to force open the doors. The iron clamp of Jean's telepathic pull vanished as quickly as it had come. Logan stumbled down the ramp to Cerebro's central platform. As he sprinted closer, he could see the red-head, lying motionless on the ground.

"Oh, no!" he cried. "Jean. Jean!" Logan slid to his knees to reach her. He tugged the Cerebro headpiece off of her flaming red hair. "Jean, please," he begged, cupping her silken face in his callously palms. "God . . . Jean—"

Jean made a small noise, and then her eyes lazied open. The black in them faded as Logan watched, and she smiled. "I . . . did it," she croaked.

"Yeah, you did," Logan acknowledged, his heart beating again as he looked into her warm brown eyes. "What exactly did you do?"

Jean smiled again. "I did it. They made it. They're here."

ENDING CREDITS

Promo For Next Episode: The Shi'ar have arrived. Jean's power is beyond that of any other mutant. The fate of an entire race depends upon the X-Men. There is no turning back.
The Stolen Shard

Chapter Summary

The Shi'ar have arrived. Jean's power is beyond that of any other mutant. The fate of an entire race depends upon the X-Men. There is no turning back.

Season One, Episode Ten: The Stolen Shard

Roscosmos Main Mission Control, Korolev, Russia

"Vladimir, you're falling asleep!"

Vladimir grumbled as his co-worker and friend at the headquarters for Russia's space program shook him awake.

"Yeah, well, it's too cold," Vladimir complained, shifting in his seat. The series of monitors around them blinked. "Petrov, leave me alone."

"You're from Serbia, you idiot, how can you say it's cold?" laughed Petrov. "Come on, try to earn your keep."

"Well— what's that?" Vladimir stopped. There was a low blaring siren steadily building down the halls. "That, right there?"

"But it can't be. That only goes off if . . . but it's a joke, nobody— no, it can't be!" Petrov shot to his feet and took off down the hall at a run.

"Where are you going?" Vladimir shot up in his own seat, stunned. He had never seen his friend like that. "What is it?" he cried after Petrov over the blaring sirens. "What does it mean? What does it mean!"

Professor's Study, Xavier Institute

"It means we will simply have to wait," Hank explained, tiredly, as he settled in the chair across from the Professor. Xavier sighed. "I know this isn't going to be what they want to hear."

"But there's really nothing we can do about it," Hank supported. "We don't really have any precedence for what is happening: we mutants are new." The blue furred man smiled wryly. "And Jean is the newest of the new. There's not much we can do but watch and wait."

"Watch and wait." The Professor rubbed his head. "For some reason I don't think we'll have to wait much longer, Dr. McCoy."

Rec Room, Xavier Institute

"Mon ami, we're all gon' die if you don' start steppin' on it, you," Remy reminded Bobby desperately, as he aimed blindly around the dark alley.

"Hey, you wanna head the team?" Bobby growled, fighting his way through three assailants using a
steak knife. "Huh?"

"Aw, look, he just shot me again!" Sid groused, as he died. "He should not be able to hit me with that gun from that angle. I thought this SWAT game was supposed to be accurate?"

"It's a video game." Remy laughed. "The fun ain't in accuracy. We get that everyday. The fun is bein' able to die multiple times and jus' press restart, comprends?"

"Yeah, well, it pisses me off," Sid growled again. "Pete, man, you wanna play?"

"Huh?" Piotr started, then shook his head. "Sorry," the big Russian apologized. "My mind . . . it was away."

"You gon' read that anytime soon, mon ami?" Remy nodded at the letter in Piotr's hand.

"Oh." Piotr swallowed, rolling the paper back and forth in his large fingers. "Yes . . . it's from my family. I simply want to savor it, do you know?"

Remy looked askance, but he recovered quickly, nodding and going back to the game. "I suppose. This one would be readin' it the instant it's in his hands. Iceman!"

"What?" Bobby stopped glancing at Kitty, who was walking back and forth on the other side of the room, running her hands over the wall. "Hey, does something seem wrong about Kitty lately to you?" Bobby asked, as he turned back to his friends.

"Bobby!" Remy slapped the boy on the shoulder and pointed at the screen, where three bank robbers shot down Sid, Remy and Bobby's SWAT officers. "Merde," Remy swore tossing his controller down. "Lost. We suck."

"Damn man." Sid chuckled. "I'm feeling less and less confident about going out in the field with you, if you're gonna lead like that! We'll all end up dead!"

Tightening his jaw fiercely, Bobby stood up sharply and walked briskly away.

"Hey, I was kidding man. Come back!" Sid called. "What did I say?"

"We all seem on edge after . . . recent events," Piotr observed. "I suppose I hold off on reading this letter so that I can hope my family at home will be perfect, even if my family here is not."

"Then jus' read it, and don' keep waitin'. You got the answer right in you' hands, Dieu!" Remy burst out. Sid and Piotr simply stared — it was unlike the easy-going Southern mutant to get visibly upset over anything. Even in fights he usually appeared happy for the opportunity to tussle. "Pardon, sorry," Remy mumbled, getting up and moving away.

"What did we do?" Sid asked Piotr pitifully.

"I hadn't thought about them in so long." Jubilee swallowed hard, making herself small in one of the large lounge chairs. "You . . . you can't think about it, not if you're on your own, or you just, like, crumble, right?"

"You don't hafta tell me, sugar," Rogue said sympathetically, sitting beside her but at a distance. "Well . . . I guess you do," she demurred. "I was a runaway 'cause I didn't wanna hurt anybody, not 'cause the people who loved me . . . you know."
"'Love you you know', what?" Remy picked up, sliding into the seat next to Rogue. "Or, to be more precise, who am I gon' hafta kill now?"

"Remy!" Rogue hissed. "Jubilee—"

"It's okay," Jubilee said, smiling weakly. "He didn't mean anything by it."

"By what?" Remy asked, blinking at the two girls in confusion.

"Her . . ." Rogue turned to Jubilee, who took a deep breath. "My parents," Jubilee said, picking at her nails but meeting Remy's eyes. "They were killed, and . . . you know, that's how I got to be here."

"Petite, je sues desole. I'm so sorry, JuJu," Remy said earnestly. "Was it one a' those drunk drivin' fools?"

"No," Jubilee said with difficulty. "It . . . was a hitman." Rogue felt Remy stiffen beside her, and looked over to see the pupils in his red eyes dilate. "Un Assassin?" he whispered harshly.

"Yeah," Jubilee said softly. "I'm . . . I'm gonna go help Storm with the younger kids."

"Remy." Rogue turned to her boyfriend when Jubilee had left. "What is it?"

"Nuthin' chere," he said, shooting her a smile.

"Don't." Rogue shook her head. "Don't you give me one a' your snake-oil salesmen smiles and think you're gonna get outta this. What . . . do you know somethin' about—"

"About what?" Remy cut off harshly. "You think I'm an Assassin now? A killer?"

"I never said any such thing!" Rogue raised her voice in answer. "Why do you jump to that conclusion?"

"Tryna turn dis one 'round on me, chere?" Remy narrowed his eyes.

"You're the one who twists and turns things, Swamp Rat," Rogue shot back. People in the surrounding area began to move aside. The young couple were already famed around the mansion for their knock down, drag 'em out fights, and no one wanted to be caught in the crossfire.

"The minute you heard killer you looked at dis one," Remy accused. "If that's what you think of dis one, I'll be out of your skunk hair right now."

"Then go on and get," Rogue snapped. "Bayou trash!"

"Bien!" Remy stormed off, swearing in French, and Rogue glared viciously at the onlookers, who turned quickly away.

"Wrong, wrong, wrong, everything's wrong," Kitty muttered, leaning against the wall.

"Kitty?"

Kitty jumped at the sound of Ororo's voice, looking for all the world like a scared cat.
"Are you alright?" Ororo questioned.

"Me, yeah, just fine as rain! As shiny as sun," Kitty answered in a falsely chipper voice. Ororo tilted her head and gave Kitty the Look. "It's nothing really," Kitty murmured, and Ororo's brows shot up in surprise. "I'm gonna go get a snack," she mumbled before skittering off, leaving the white haired teacher to frown. Kitty wasn't one to keep secrets about her emotions, and emotions were definitely running higher than normal.

"Oh, Jean." Ororo closed her eyes and groaned softly. "What's going on?"

MedBay, Xavier Institute

"Nothing so far—" Logan grumbled, causing Scott to bare his teeth. "I can see that, Logan."

"Well, pardon me, Teamleader," Logan said, snarky. "Just offering some friendly information."

"Yeah, well, I don't need it," Scott shot back, his eyes never leaving Jean's unmoving form. "Believe it or not, not all of us heal as fast as you do."

"Jean survived being buried alive under an entire lake. I think she'll make it through this," Logan said in a lower, more sympathetic voice.

"You don't know that," Scott said through gritted teeth.

"We can't know anything about what's happening yet," Logan countered. "As much as we may want to, we can't just solve this. We can't magically protect Jean either. Not from herself, and that's what this is coming from."

"Just because no one can get through your thick skull doesn't mean I can't help my fiance," Scott said, emphasizing the last words.

"Hey, I'm not talking about your damn relationship!" Logan began to snarl. "I'm talking about how you think you can control every little thing that goes on here, even her. Well, she's given all of us a pretty clear sign that none of us can control her. All we can do is be here when she wakes up and—"

"Boys." Both men went instantly silent as Jean's eyes snapped open. "There's no need to fight right now," Jean said, raising herself up and off the table with a flick of her wrists, and stepping onto the cold medical floor on her bare feet. "We have company. Come and meet them."

Front Hall, Xavier Institute

"Bobby, I know that sometimes—" Ororo stopped calling after the sullen boy when she spotted red-hair to her left. She turned as Jean came down the stairs. "Jean?"

At the mention of the Category Five mutant's name, a silence fell over the Rec Room. Bobby, Rogue, Remy, Piotr and Kitty stepped forward, while nearly all of the others pulled back.

"Jean." Ororo lowered her voice as she moved towards her friend. "Are you—"

"You should come to," Jean said, and the five young X-Men jumped, turned or twitched respectively as they felt gentle psychic taps on their shoulders. Jean smiled. "They want to meet you too."

Front Lawn, Xavier Institute

"Who wants to meet us?" Remy frowned, as they stood, student to teacher, in the growing dark. The long line of mutants waited on the otherwise empty lawn.
"Jean," Scott began. "What—"

"Shh." Jean's eyes were wide and staring. Scott couldn't tell in the fading light if they had gone Phoenix black again. "They're coming," she stated.

"Who are—" Scott began, when Jean grabbed his arm. "Now!" she hissed. Scott felt her shaking. "Jean—"

"They're here!"

Rogue let out a strangled gasp that was soon followed by others as around the X-Men the air literally gave a shiver. Pooling and rippling, they watched as the air gave way. When the mutants could see again, standing before them were four creatures. They looked, at a cursory glance, like humans dressed in a strange guise. But as they came closer, the X-Men could see that their skin was tinged red and shimmered strangely. Their hair, such as it was, was pulled back in tight braids down their backs. Interlaced purple veins extended down from their hairlines to their foreheads and up from their necks, stopping at their faces. Their faces were humanoid but slanted slightly, less round and more catlike. Their eyes were a bright yellow-green. The closest human equivalent to their clothing would be armor, but it was of a make and style unlike anything any of the X-Men could place.

The tallest figure, who appeared female, stepped forward. "My name is Lilandra Neramai, Grand Admiral of the Imperial Fleet of the Shi'ar, and petitioner to the nation of Earth," she said in English accented unlike that any of the mutants had heard. "And we come in peace," she said with a side smile. "Unfortunately . . ." the smile fell . . . others do not. I am sorry for the haste, but unless we act fast, we, all of us, risk annihilation." Waiting a moment to see if anyone would speak, Lilandra nodded. "Well then. As I think you say: take me to your leader."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast: Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Shadowcat: Ellen Page
Colossus: Enver Gjokaj
"Here does it stand," Lilandra began, to the surrounded X-Men. "My ship is in orbit around your planet. My brother, D'ken, Majester of the Shi'ar people by the Glory of the Eternal Light, is seventy clicks behind, in your galaxy. My people have been migrant ever since our own sun decayed. We use a shard of the M'Kraan crystal, our most sacred symbol, to accomplish interdimensional travel, moving our entire planet to galaxies which can accommodate us and leaving when the time is right."

Lilandra took a small breath. "My brother is a fanatic. He belongs to the Hir'an Ne'kar, an evangelist sect which believes we must use the true M'Kraan crystal to remake over a new universe without sin in our image. But the full M'Kraan crystal is known as "The End of All That Is." Our scientists believe it contains a negative galaxy, which pulls and traps all matter inside. My brother intends to destroy the entire universe in hopes of ruling another. I hope I don't need to tell you he is mad."

Another breath.

"I collected my supporters and stole the M'Kraan shard kept in our temple. My brother follows me to kill me for sacrilege, takes the shard, and uses it to take our people to the source of the full crystal. If he should find it . . . well, annihilation, end of the universe, as I have said. Many on our planet think my brother is mad. If we can dethrone him, prevent him from using the crystal, I know of many on our planet who will rise up. If not . . . well. As I have said." Lilandra waited a moment in the silence before nodding and sitting down. "I will wait for you to all decide."

There was a long, uncertain silence.

"Are there hidden cameras here?" Bobby asked. He flinched at the eyes focused on him. "Well, I'm sorry, but I had to ask. It's a lot to believe."

"I'm with IceCube here," Logan admitted gruffly. "How do we know this is all true? That they aren't part of a plot by Magneto, or some other mutant organization?"

"They aren't mutants, Logan," Jean said with a slight edge to her voice. "They aren't human."

"So they say," Logan countered. "Sorry," he said briskly to the Shi'ar, nodding at Lilandra, "But we get used to asking these questions and you're asking us believe a whole lot."

"Actually, Logan," the Professor said in his calm voice, "Lilandra is allowing me access into her mind right now to confirm what she has said. I am passing through the relevant parts of her story as we speak."
"Just because she believes it doesn't have to mean it's real though, right?" Kitty put forth. "Didn't you tell us often people can't devide their beliefs from reality if they are invested enough?"

"I can see beyond Lilandra's mind, into that of the others," Jean spoke up. "And I can sense the presence of D'Ken's ship in orbit. I believe we'll be receiving confirmation any—"

"Professor!" Hank huffed to a stop in the doorway, still panting from the exertion of his run. "I—"

He stopped up short again, staring baldly at the four Shi'ar aliens.

"Yes, Hank," Xavier said with a slight smile. "You may speak in front of our friends."

"It's the President, Charles," Hank said flatly. "The Russians made a call last night about some kind of craft in orbit near the moon's western hemisphere. They've been monitoring it, but now it's come into full sight of our instruments. It's enormous, we can't dismiss it as an asteroid, and the President wants to know if you have any information."

"This means we will have to move faster," Lilandra said, her eyes lengthening in what the surrounding mutants would come to know as fear. "D'Ken is already in orbit. If he finds out I have left the ship he will attack your planet now. We have to return, and we have to know if you will go with us."

"We haven't had enough time!" Ororo began, and was drowned out by the rest of the older X-Men.

"You can't just walk in here—" Logan was hollering. "—and, and expect us—"

"We still aren't sure of anything except hearsay—" Scott yelled. "And we—"

"Professor, the President wants an answer—" Hank put in. "He—"

Quiet. Please.

Everyone heard Jean's voice in their respective heads, firm and commanding. The redhead doctor stood. "We have to act fast. I don't ask anyone else to follow me, but I am going with them."

"Jean, we don't even have a plan," Logan argued. "We—"

"I do," Jean said, her eyes fixed on Lilandra. "And so does she. And as it doesn't involve our planet being burned to a crisp, I am going as soon as possible."

Scott and Logan stood, and Ororo moaned. "Both of you?" the weather witch pleaded. "Someone has to stay here and watch the Earth itself."

"I'll stay here," Hank volunteered. "Someone has to explain things to the President."

"Very well." The Professor nodded and then took a small, sharp intake of breath. "You may tell him that some of the recent newcomers to our planet expressed friendship and we have joined them on their ship."

"We?" Bobby shook his head. "You . . . you're not going are you, Professor?"

The Professor's eyes were fixed on Lilandra's. "Why, yes, Mr. Drake. I believe I am."

"Your present condition is no problem for our transport," Lilandra said, with a widening of her eyes.

"Then I'm going as well," Bobby said firmly, standing up.
"No, no, you can not," Ororo insisted. "You are way too young. They are all too young!"

"They were called, Ororo," Jean said again in her inexorable new tone. "Everyone in this room was called to meet this challenge and answered."

"Each of your younger soldiers have gifts which will aid their planet in it's defense on our ship," the Shi'ar beside Lilandra explained. "We asked for her to select those she believed could best aid in the fight off Earth."

"Jean." Ororo turned to her friend, her voice pleading. "Please . . ."

"It's true," Jean stated. "The Shi'ar here have brought some of their defenses with them. I would request Sid to help you in explaining how to best hold off D'Ken with what they've brought."

"Professor." Ororo turned desperately to her friend and mentor. "You have to stop this."

Xavier turned to face her with a look of deep sympathy, and for a few moments the room was quiet as they communed through a silent telepathic bond.

"Fine." Ororo stood up slowly but surely. "You say you have some things to show us?"

Lilandra's three guards stood, one stepping forward. "I am G'mar, Second in Command of the Defenses of the Imperial Fleet," the Shi'ar introduced himself. "I am authorized to remain here for the duration of time needed to protect both our planets and to work with you in an attempt to protect your planet from destruction by the exchange of defense artifacts between our nations."

"Alright then." Ororo steeled herself. "If you will follow me?"

G'mar inclined his head and led his two soldiers out of the room behind the storm goddess.

"It will take some doing," Hank said, in answer to another silent conversation he had been having with Xavier. "He'll want to at least meet or talk with them."

"Technically, your President must meet and speak with my brother," Lilandra informed. "If he can delay him long enough for us to lead him further out of your galaxy and into honorable combat we can keep his forces from your Earth, and that should ensure safety for your planet, should you defeat him. But you must keep your President from inviting him down to Earth or making any treaties with him."

"Oh, well, then this should be a milk run," Hank said, with uncharacteristic sarcasm. "I suppose I should get started then." The blue mutant sighed, nodding to Charles before too leaving the room.

"And we should go," Jean said steadily. "We need all the time we can get."

"Professor," Scott said significantly, turning to the head of the X-Men. "What do you say?"

"I agree with Jean, Scott," Xavier said, not rising to the challenge in the official team leader's voice. "There is little time to spare."

"Do we really want to take the kids?" Logan spoke up again. "Maybe Bobby and Kitty and Rogue have been training for a while, but Gumbo—"

"Gumbo goes wherever Rogue goes," Remy said dangerously. "An' you best no' t'ink a' stoppin' dis one, or we'll waste a whole lot more time, n'est pas?"

Lilandra gave a sound akin to a monkey's laugh. "There is no need to bring down a pa'eane tire at a
time like this. Peace, Logan of the Wolverines. This young red-eyed devil will not be parted from his female."

"Well then," Jean cut in decisively. "Let's start moving."

Front Lawn, Xavier Institute

"This may hurt," Lilandra said, as the X-Men arrayed out on the lawn. Logan growled under his breath. "Why am I not surprised at all?"

"The pain will be brief," Lilandra continued. "It will be mostly a sense of powerful disorientation. You are, of course, leaving your atmosphere for that of our ship."

"Great," Logan growled, and the other X-Men couldn't help surprising smiles. The hairy mutants dislike of flying was well known.

"Well then." Lilandra smiled. "Beam you up to Scotty, as you say?"

COMMERCIAL BREAK

B'Hak Tai, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth

"Are they supposed to be flailing like that?" asked the Shi'ar captain, looking at the recently arrived humans who were flailing on the ground with an expression of worry.

Lilandra made a low, keening noise of anxiety and impatience. "What is the matter?" she demanded, kneeling down beside the gasping, choking X-Men. "What is it?" Lilandra felt air around her move, coalscing about Jean Grey.

"Oxygen," the Phoenix gasped. "We need more oxygen."

"Raise the oxygen content of the internal atmosphere to 52.5%," Lilandra ordered. In the swift silence of obedience her orders were carried out. The X-Men began taking deep breaths. "We apologize," Lilandra said sincerely. "We need less O2 to survive than you do. We should have thought."

"Oh sure," Logan grumbled, as usual recovering more quickly than the others. "Anything else you Martians wanna inform us of?"

"Well, the creatures which you call kittens are a great delicacy on our home planet," Lilandra said flatly. Kitty made a small squeak, and Logan swore under his breath.

"She's joking, Logan," Jean informed with a smile, standing beside the Professor and Scott.

"Good to know sarcasm don' never go out o' fashion," Remy chuckled, pushing himself up by his forearms and rubbing his head.

"Me'ana me," murmured a young Shi'ar whose long hair seemed to indicate she was female. "His eyes! He looks like Pret'aia the Destroyer."

"Crenisa," Lilandra reprimanded the young Shi'ar softly.

"I apologize." Crenisa placed her hands together and touched them to her chin. "Pret'aia is not a
negative being. I did not mean offense."

"No' problem, petite," Remy said, dusting his shoulder off as he offered a gloved hand to Rogue to help her stand. "This one gets the same reaction back on his home."

"Well we're not there now," Bobby said in a wondering voice. The others turned to look where he was gazing. Rogue and Kitty couldn't help gasps as they stared out the large windows facing their planet.

"It looks so small," Rogue whispered. "Like somethin' you could stick in your pocket."

"And vulnerable," Jean said shortly, turning back to Lilandra. "You have jobs for us. If we ever plan on getting back to an Earth in one piece, I think we should get started."

"Of course." Lilandra stamped her foot twice and a door opened in the western direction of the ship. "If the four of you fully grown mutants will follow me? Crenisa and Feraind will direct your pupils to where they are most needed."

"I'm not sure about leavin' them alone," Logan responded darkly, looking over his young charges anxiously.

"It's okay, Logan," Jean said, glancing at him with a reassuring look. "They'll be safe."

"Yeah, sure they will," Logan grumbled. "Bunch a' Martians are gonna get us all killed."

Med Bay, Xavier Institute, Back On Planet Earth

"Sid, be careful," Ororo begged as the young mutant accepted a Shi'ar weapon from G'mar. Jean-Paul stood on Sid's left, arms folded and eyebrow perpetually raised.

"Don't worry," said one of the two remaining Shi'ar politely. "We have it on safety. He cannot use it until we have instructed him how."

"Whoa," Sid marveled, holding what appeared on the surface to be a gun in his outstretched hand. "I... I can feel it vibrating, man."

"If you place your hand a little lower," G'mar informed. "It will extract a small part of your cellular biology—"

"Ow!" Sid flinched as something singed his hand.

"—And will meld with you, firing upon mental command," G'mar finished.

Sid froze. "It will fire from my thoughts?" he squeaked.

"Indeed." G'mar gave a Shi'ar side-smile.

"There's plasma running through all these things," Jubilee observed. "What do they fire?"

"It depends upon the setting," G'mar informed. "Sonic blasts and a small blast of psionic energy to incapacitate temporarily; a type of shock wave to injure; and a kind of infrared plasmoid you don't have on your Earth for a kill."

"Man, this is cool." Sid shook his head, whistling.

"This is not so good," Jean-Paul's voice waivered, looking across the MedBay at the small TV in the
"Are you kiddin'?" Sid scoffed. "These things are—"

Jean-Paul grabbed his friend's shoulders and pointed him at the TV screen.

"Uh oh," Sid muttered, eyes fixed upon the unfamiliar face which had overtaken the screen. "Uh, oh."

"Humans and mutants," D'ken, Majestor of the Shi'ar Empire said, speaking over every TV, computer, and radio on Earth. "I do not seek to destroy you, neither do my people. However, terrorists, violent extremists who wish for the destruction of my people and yours, have hidden themselves in your galaxy and are attempting to ally with you to the desolation of all. Here now the words of the supreme ruler of the Shi'ar, head of the Grand Temple of J'ai Nemi: give them no consolation. Accept from them no gifts. Afford them no solace, nor aid, or risk the enmity of the Shi'ar upon your planet. Aid in their extraction, and we shall have a peace and accord. Help them, and we will consider it an act of war. Consider my words. T'ak namal."

"T'ak namal," Jean-Paul sounded out. "What does that mean?"

"It's a Shi'ar saying," G'mar said roughly. "'No mercy for defilers.' He's trying to turn this into an interstellar holy war."

"Oh lovely," Hank deadpanned. "It's always so wonderfully easy to negotiate with crusaders."

B'Hak Tai, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth

"We're hidden by a standard cloaking mechanism," Feraind explained, as the young X-Men followed him and Crenisa down the shifting corridors of the Shi'ar ship. "But of course, they have the same technology we do. They'll be able to detect us soon. We've just bought ourselves time."

"So what's the plan once they find us?" Bobby asked, as Kitty looked around at the unearthly technology filling the ship in wonder.

"We need to draw their fire, get them to follow us out further into your galaxy, away from your planet," Feraind supplied. "With you on board we hope we can battle them into a surrender. Or, if we have to, destroy them."

"With us on board?" Rogue laughed lightly. "Sugar, I hope y'all don't put too much faith in our powers."

"You should have more faith in yourselves," Crenisa said emphatically. "You humans are progressing wonderfully. Shi'ar have reached our potential mostly through our mental powers and invention. But your very bodies are still changing and growing to find new ways of survival."

"Speaking of mental powers," Piotr put in. "How can you understand us?"

"How do you mean?" Feraind asked. "Mental communication, you think, we think . . . we understand humans prefer things to be spoken aloud, but . . .?"

"Does that mean . . . you're in our minds?" Kitty asked, almost going up onto her tip-toes in excitement.

"Not bonded, by any means," Feraind demurred. "We just respond to communication. What we are speaking of now consists of emotions, your questions, and your fear of fading away. They are
"Your what?" Bobby asked, turning to Kitty. She flushed red and looked away.

"I . . . I've done something wrong," the confident Feraind faltered.

"It's fine, sugar," Rogue supplied. "Just that . . . well, we're not all telepathic. Just some of us, like the Professor and Jean, and they usually stay out of our minds."

"I apologize," Feraind said, looking pleadingly at Kitty. "Please, accept my apologies. I did not mean to pry. We only get what is most loudly sent to us, and you—"

"It's okay," Kitty said softly. "I know you didn't mean to."

"What room is this?" Piotr gallantly changed the subject as they entered a wide room of various machines with a sort of table in the middle.

"This is the command center for the defenses for the western side of the ship," Feraind stated. "We've got the shields for this side of the ship, the three main firing points—"

"What do you do if something gets past your shields?" Bobby asked, his eyes lighting up as he took in the extensive weapons spread out before them. Feraind looked at Bobby. "Then we put out the damage and try to return fire."

"What kind of damage?" Bobby questioned. "Fire damage, water damage?"

"Gas damage," Feraind explained, moving to the table and waving his hand over a holographic map of the ship. "If we're hit most fire won't last especially long. Well, not normally. With raised O2 levels it will. Our biggest problem is the increase of toxic gases."

"I think I can help with this," Bobby said with a grim smile, putting an arm around the tall Shi'ar's shoulder. He drew the Shi'ar over to discuss tactics. Crenisa moved over to Remy, her eyes lengthening. "I truly didn't mean to insult you about your eyes," Crenisa apologized.

"Don' worry you' own pretty eyes 'bout it, petite," Remy said with his trademark grin. "F' I took offense every time someone said I had devil eyes I wouldn't have time to breathe, me."

"They are beautiful eyes, though," Crenisa said. "Do many humans have that color, or is it only mutants?"

"Jus' mutants, and jus' me, far as I know," Remy said, shrugging and raising one brow.

"Is that your power?" Crenisa said, offering him a slow smile.

"Well that and one liners chees'y'er than your mama's grits," Rogue said, coming in to stand solidly beside the New Orleans born mutant.

"Oh, yes, your powers," Crenisa said, as if suddenly reminded of their purpose. "The Grand Admiral wanted us to find out the uses for your abilities on the ship. If you'll simply place your hand on this. . . ." She indicated what appeared to be a touch screen ". . . it should help us determine where you'll be most useful."

Remy nodded, without the smile this time, and laid his hand down. The screen lit up a deep blue, then purple. Remy tensed as a powerful tingling filled his hand.

"So you have abilities linked to potential and kinetic energy," Crenisa said aloud. "Of course they are
not at their full potency since you had part of your brain removed to lessen their effects. I'm— sorry," she said, witnessing the darkening of Remy's face. "Was this . . . were you unaware of this? Was it done to you against your will?"

Remy avoided Rogue's eyes as he shook his head. "Non, I . . . " he muttered. "I agreed to it."

"Oh, well then, c'est bien, n'est pas?" Crenisa said, smiling with her use of the unfamiliar Earth words. Both the smile and words failed in their desired effect. Remy continued to avoid Rogue's gaze. Rogue continued to stare at him, even as she placed her own hand on the screen.

"Well," Crenisa said, slightly downcast now, "your abilities seem to fall under an absorption effect due to a secretion in your cellular glands. There are some added effects that seem to lie . . . above it, in a way, as if recently granted. The absorption is powerful for humans and mutants, mild for Shi'ar."

Rogue at last turned away from giving Remy the evil eye, as she rounded on Crenisa. "Mild?"
Rogue demanded. "What do you mean, mild?"

"I mean it is not fatal for the races which comprise the Shi'ar peoples," the little Shi'ar swallowed, pulling back from the intense mutant slightly. "Perhaps very painful if sustained for a considerable amount of time, but much less potent. I . . . believe I should go and check your friend," she said, before scurrying aside, leaving the two southern mutants alone with their revelations.

War Room, Xavier Institute, Back On Earth

"Mr. President, I understand. However, we cannot enter into any deals with these people— yes, of course you know— well, in terms of us helping, we really aren't fit to . . . well." Hank looked askance at Ororo, then at Sid and Jubilee, who were attempting to enhance the Shi'ar weapons, his hand holding the phone so tightly to his ear he had to remind himself not to break it. "I'm sure if we knew anything we would inform you—"

A wind picked up, and Ororo froze. Her breath nearly stilling, she moved away from the room to the hall. She opened the nearest window, almost as if in a trance.

The air . . . the air felt wrong around her; sick, unusual, heavy. Heat and cold melded together in ways they should not, moisture and dryness seemed to change their very natures. Ororo could hear the Earth, screaming, screaming . . .

"Oh my God!"

The screaming wasn't just from the Earth. Human voices joined as for one horrible instant, a great black craft blocked out the sun.

Oh Goddess.

COMMERCIAL BREAK

B'Hak Tai, Control Room East, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth

Jean's eyes snapped open. "We need to remove the shields and fire on them. Now."

Logan, Scott, and the Professor huddled around her, still uncertain in the alien vessel. 
"What?" Lilandra backed away from the window in the control room that displayed the Earth and the menacing opposite Shi'ar craft. "We aren't ready. We need more—"

"They're forcing our hand," Jean said sharply, stepping forward and pointing.

The Professor rolled forward. "All the more reason to wait," he began. "We— Oh God."

"You hear them don't you?" Jean asked rhetorically. "Fire," she ordered turning back to Lilandra.

"Why?" Logan asked the obvious.

Jean rounded on him. "Because," she said simply. "They're blocking out the sun."

B'Hak Tai, Control Room West, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth

"Be'nare k'ara," announced the Shi'ar equivalent of a voice over. "T'ela m'ockete." A blaring siren-like wail rose. The Shi'ar around the young X-Men ran to their posts.

"What?" Bobby demanded of Feraind. "What is it?"

"We're dropping our shields and firing," Feraind said, moving the holograph of the ship around to show the ice mutant what he meant. "See? We must be trying to draw their fire."

"Are we ready for that?" Bobby asked. Feraind's yellow-green eyes met Bobby's in silence.

B'Hak Tai, Control Room East, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth

"They're manuevering," Lilandra said, looking at the frontal command screen. "It seems they are willing to forego destroying your planet for a chance to fire at us."

"Well, that's great. Now only we have to die," Logan said with his characteristic pique. "Do we have any kind of plan, beyond lettin' them shoot us like quail?"

Jean's went black. "Oh yes."

Front Lawn, Xavier Institute, Back On Earth

"What is she doing?" The brave, proud Shi'ar were staring in terror as Ororo rose into the air, arms outstretched. The very feeling of the air changed, the earth around them rumbling.

"Her power," Jubilee informed them, trying to make her voice calming as they started at the white haired mutant in awe. "Her mutation."

"You did not tell us she was a P'ai Matri," G'mar said, making a gesture like a star with his hands over himself. The other Shi'ar following.

"A what now?" Sid asked, his hands tightening on the unfamiliar Shi'ar weapon he'd been getting to know.

"A P'ai Matri," one of the guards said, then frowned, searching for the word in human, "A divine one. A half-goddess, one with holy power."

"A demi-goddess?" Jubilee half-scoffed, half-considered. "No . . . no, she's not that—"
There was a loud gasp. Ororo shivered and then collapsed while still in the air, arcing towards the ground. Sid ran and made a gigantic leap, just managing to catch his teacher.

"Thank you," Ororo huffed out painfully, her voice weak. "Are . . . are you alright?"

"Sure." Sid winced. "Just as soon as I get feeling back in my lower body."

"I'm sorry," she said, "I had to . . . the eclipse. They're blocking the sun. It wasn't natural, it was too much . . . the Earth . . . the atmosphere, it couldn't handle it. It had to be . . . fixed."

"And you did it," said G'mar, as he led his men up to her. With one gesture, all kneeled before her. "We thank you, P'ai Matri, for allowing us onto your planet, and for saving us all."

"Don't!" Ororo's words were harsh. "Don't . . . kneel to me. I am not . . . I'm just a woman, and a mutant! I am not a— a—"

"It means demi-goddess," Jubilee said helpfully. She stepped back when Ororo's eyes flashed.

"No," the weather witch said again, ferociously, "I'm not that. Never that."

B'Hak Tai, Control Room West, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth

"Why haven't they hit us yet?" Kitty asked, voice unsteady, as around the room the Shi'ar held their places.

"They're still manuevering," Feraind supplied. He pressed a button to reveal a screen like a window, showing them the dark mass that was D'Ken's advancing battle ship.

"We should strike now then," Bobby recommended. "While the iron is hot, before they can hit us."

"It's going to take a minute," Crenisa said, changing a lever and pressing a series of buttons. "We still have to charge up. It takes a minute if we want a projectile that travels to the ship. We need them in closer range, or we need more power."

"Well tell you what," Remy said with a broad grin, making a card appear in his hand with a magician's pass and charging it. "That sounds like somethin' this one would be able to help with, oui?"

"He's right," Bobby said, turning to his Shi'ar companion. "Is there a way Gambit can get to one of your missiles to charge it before it launches? He could increase the firepower, or even charge them without any need to use your own mixture."

"There's the section where we prep the missiles." Feraind pointed on the hologram. "Just down the next passage. But it will take an entire team to unload the missiles while your friend prepares them."

"Ahem." Piotr made a polite cough. "Excuse me," he said, "Meaning no offense to your people, but I believe I can unload and reload those equipment. I carried things which look very similar in my earlier construction jobs."

"That's the spirit, Tin Man." Remy clapped him on the back.

"Well?" Bobby turned to Feraind with a grin. "What do you say?"

Feraind grinned back. "I say you should get to work!"
"They are turning to fire on us," Lilandra said. "We should re-upload our shields now. We are no match for their firepower. Our only strength is in maneuverability and secrecy."

"No," Jean said decisively. "No, if they can't see us they will just turn on the Earth again to make us surrender. We need to draw them out. We need to let them think they are likely to beat us."

"So we keep running?" Lilandra posed, raising a regal brow. "We cannot outrun them forever and if we move away they may simply attack your planet to make us return."

"We have to let 'em hit us, don't we?" Logan surmised, staring at Jean. "Give 'em a hit so they think they have a shot — so they'll keep following us."

"Without our shields, we'll be blown out of the sky," Lilandra explained, urgently.

"Oh, we have shields," Scott said, finally catching the drift from Jean's small smile. "Don't worry, Grand Admiral. We come prepared."

"Think this is it, Tin Man," Remy said. He pressed a finger to his ear to touch the tiny communicator within. "You see us, you? IceMan?"

"We see you, Gambit," Bobby responded over the link. "Feraind says he's unlocking the container now. You might want to step back."

Remy yelped and hopped back as with a jolt and rush of steam one of the container doors popped upright and open. He and Piotr leaned over to observe the silvery missile within. "Now I spect it's your turn, you," Remy said, stepping aside graciously.

"Indeed," said the Russian and armored up. He braced himself, and lifted the missile. "Now." Piotr grunted. "Quickly, my friend. This metal . . . is much heavier than that of . . . our Earth."

"Figures," Remy said, quickly locating the inner system of tubes and flasks which held the explosive plasmoid fluids with his thief's dexterity. "What do I charge to make sure it don' blow us all up now?" Remy asked into his earpiece.

"Try the inner coil in red," Bobby supplied after a moment. Remy nodded, shaking his hand and pressing it to the stated piece. The charge from his hand seeped into the liquid. It turned it a bright red-purple as it quickly began to pass into the rest of the mechanism. "Okay, back down. Back down, Big Red! Don' know how long we got!" Remy hollered. He closed the compartment, as Piotr lowered the missile as swiftly back into place as he could.

"Okay," Bobby yelled over the speaker, "Now back away while we launch it and cover your ears!"

"Don' break our ears 'fore we do it!" Remy said back, running to the back of the room for the door to the corridor with Piotr. "Or—"

The missile launched out of the spaceship with a sonic blast that thrust Remy and Piotr forward ten feet. The sound reverberated around the entire western part of the ship, making the very floors shake.
"Did it work? Did it work?" Bobby tried to yell over the temporary deafness of his own eardrums.

"That's the missile!" Feraind pointed at the screen. The slim, metallic projectile shot across the dark emptiness of space. Half-way towards the Imperial Battleship of D'ken, the missile began to glow a violent red-purple.

"It's gonna hit!" Kitty yelled, just as the missile struck the side of its target. There was no sound as the hit was made, but with a burst of purple-red energy, the missile crashed into D'Ken's battleship. A cheer went up around the room. Remy's whoop of joy could be heard over the communicator.

"They didn't see that coming," Feraind said, grinning with lengthening eyes.

"They never do, Feri," Kitty said clapping him on the back. "Not us."

B'Hak Tai, Control Room West, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth

"That's our boys!" Logan grinned, spreading out his arms proudly as through the window D'Ken's ship burned in space.

"Don't rejoice so soon." Lilandra's voice shot out like a whip. "Their guns are already in position. They're going to fire, and we'll go down unless we can put up the shields—"

"No!" Jean said, gritting her teeth. "I— I think I can hold them off. I can prevent the missile from hitting us."

"Jean—" Logan began, hurrying over to her side. Jean shook her head and extended her arms. "No, it's okay. I can do it."

"They're firing, Grand Admiral," said one of the Shi'ar captains.

"I got it," Jean stressed. Her eyes blacked over as she focused on the missile in her mind. Tearing into her hands with her nails, she reached out with all her might and thrust with every ounce of telekinetic energy she could muster. The missile veered off course, spinning away from their ship into the inky blackness of space.

"Jean!" Scott and Logan moved as one and quickly caught her as she swooned.

"I'm fine," she demurred. "I'm fine."

"Admiral . . ." the Shi'ar captain said, his voice quivering.

"Jean, don't wear yourself out," Xavier cautioned. "You—"

"Admiral!" the Shi'ar captain shouted now.

"What?" Logan barked, annoyed. Jean's hand was suddenly on her shoulder, her eyes wide. "There's a second missile," she gasped. "It's headed for the western part of the ship, for—"


B'Hak Tai, Control Room West, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth
"Whoa," Bobby said, laughing slightly. "Oh, God."

"What?" Feraind asked, his ears slithering slightly against his aquamarine hair.

"It's just . . . you're an alien. We're on a spaceship, with you, defending the Earth . . . fighting aliens," Bobby said flatly, meeting the other male's eyes. Feraind's eyes narrowed, and then both began to laugh. "Yes," Feraind said. "I do think—"

A sound like the aftermath of a bomb's primary explosion pounded through Bobby's ears. A red liquid flushed through the particles of the air. Bobby tried to scream, unable to hear his own voice. He held onto the table with all his might. Slowly the world came back into focus.

Feraind rolled half on top of him, and Bobby caught the Shi'ar around the wrist. "Feraind," he said, the sound hurting his still raw eardrums. "Feraind, are you—"

Feraind flopped over onto the table in front of Bobby causing the holograph to fizzle and blink in and out of focus. A red stain bloomed from his chest. "You bleed just like us," Bobby said in a dull, monotone voice of shock, waiting for Feraind to answer. But the yellow-green eyes of the Shi'ar were wide and staring. Slowly, slowly, even those colors faded, till only two white orbs peered coldly up at him.

"Qu'mo arete? Qu'mo arete?"

Bobby stared up and located at the Shi'ar who was looking at Feraind's body as if he was sleeping, asking the question. Bobby didn't have to speak Shi'ar to know what she was asking. He was silent for only a second more.

"We need to hit back as soon as possible, using the guns we haven't lost. The only way to stop this is to end it," Bobby said decisively. "You see here?"

He pointed to their position on the holograph, moving Feraind aside gently. "We need to activate these and get the fire off the corridors or they'll blow us apart from the rest of the ship. They're trying to split us up. We have to hit back now."

The Shi'ar started at him. "Well?" Bobby snapped. "Now!"

The Shi'ar gave the movement of acknowledgment then, and turned to carry out his orders.

"Rogue!" Kitty phased out of a fallen generator, dragging an injured Shi'ar with her. "I've got a lot of people trapped over here!"

"On it, sugar," Rogue said, taking off her half-melted glove and dragging people out of a pile of injured Shi'ar. "You're gonna be alright, hun," she said to the groaning alien. "Hey, could I get some help here?"

The Shi'ar the comment was directed to took a step back.

"You, here." Rogue rolled her eyes, taking the alien by the wrist. Defenses are down/They are defenseless/They will never detect the Majestor's actual ship until it is too late/Must get to the back entrance/Will be boarding now, now now—

The Shi'ar pulled away, gasping and staring wildly at Rogue, who grabbed her head. She tried to
process the influx of images and information she had just learned.

*Church In The Wild by Kanye and Jay-Z ft. Frank Ocean Plays Over Final Scenes*

"Oh no," Rogue choked out, turning up again to face the Shi'ar, who took a step back. "No, you don't!" Rogue leaped, grabbing the scurrying alien, swiftly kicking the female's legs from under her.

"Rogue, what are you doing?" Bobby demanded from across the room.

"She's a traitor, Bobby!" Rogue yelled, then louder, to the surrounding Shi'ar, "She's a traitor! I saw inside her mind, the ship— D'Ken ain't on that ship! It's a decoy! He's got another, it's hidden, it's—boarding." Rogue froze. "Oh God, they're already here."

*B'Hak Tai, Control Room West, Central Command Ship of the Shi'ar Imperial Guard, 60 Clicks Above Earth*

"How much damage?" demanded Lilandra brusquely, surveying the chaotic control room.

"It's hard to say," reported the Shi'ar captain. "It's—"

"We gotta go down and get 'em," Logan snarled. "I knew we shoulda never let 'em split us up."

"We need to put up our shields," Lilandra said decisively. "I know you want them away from your planet, but we can't sustain many more hits like that. With our shields up they won't be able to detect us—"

"Lilandra." the Professor reached for her.

"I'm sorry, Charles," Lilandra said. "But this is the way it has to be."

"Actually, sister of mine," said a voice from the rear of the control room. "It is a little late to put up those shields." Slowly, slowly, Lilandra and the X-Men turned. They found themselves facing the darkly grinning Shi'ar Majestor and the soldiers who had quietly slipped onto the ship from the small side door left unlocked by a traitor.

"Well now," D'Ken said brightly. "I think proper introductions are in order?"

**ENDING CREDITS**

**Promo For Next Episode:** *On an empty world hides The End of All That Is. But will the X-Men be able to stop total destruction: or will it be the end of all they are, too?*
The Abandoned Planet

Chapter Summary

On an empty world hides The End of All That Is. But will the X-Men be able to stop total destruction: or will it be the end of all they are, too?

Season One, Episode Eleven: The Abandoned Planet

Front Lawn, Xavier Institute, Back on Earth

"Charles?" Ororo called out loud, as if that would help her reach the Professor's mind. "Charles?"

"Ororo—" Hank tried to interrupt. "We—"

"Please, Hank, I'm trying to concentrate," Ororo said sharply. She closed her eyes, desperately trying to focus. "I can almost hear him, but it's as if he's blocked but still trying to get to me—"

"Ororo!" Hank almost snarled, and Ororo found herself whirled around by large blue hands. She opened her eyes to see Hank gasping. "Ororo, it's the president," the furred mutant whispered fiercely, his eyes wide, his pulse fast. "They've been watching the skies. There was some sort of anomaly, a contortion, and . . . it's the ships. They've disappeared. They're gone."

B'Hak Tai, Central Command Ship of the Shi'ar Imperial Guard, Four Systems Away from Earth

"D'Ken, what have you done?" Lilandra said through gritted teeth, wincing painfully as the Shi'ar firearm held to her neck pressed closer. The tiny floating orbs with sharp needles were hovering beside the necks of the crew and their mutant allies.

D'Ken sighed dramatically. "Apparently, sister, lent you the courtesy of leaving you alive for a trial."

D'Ken gave a Shi'ar smile. "I've also removed both our ships to systems away from any planets which might be harmed by your terrorist actions—"

"It's not terrorism when we flee the planet to prevent violence," Lilandra responded. "It—"

"No, that was your stealing our nation's most sacred artifact. The terrorism happened just now," D'Ken said slowly, as if to a child. "When you fired on our own Imperial Fleet. Do you remember that?"

"And usurping our nation's most sacred artifact to further a fanatical religious sect's desire to destroy the known universe is what . . . an executive order?" Lilandra continued, drawing herself boldly upright and shrugging off the needle to her neck.

D'Ken sighed and then made a small motion with his hand. The needle swiftly buried itself in Lilandra's neck. Scott aimed an optic blast at D'Ken. One of his men jumped in front of him, taking
the wound himself.

"Relax, rogue agents of the planet Earth residing within the fourth sector of galaxy Trentaris," D'Ken intoned lazily, dusting off the remains of his savior from his uniform. "I did say she would get her day in court, yes? She's merely unconscious." With a snap of his fingers, the needles made quick work of the rest of the X-Men.

"I would consider it an honor, were I you," D'Ken said as the redheaded mutant faded, taking longer than the others to succumb. "You'll be a witness to the end of this world . . . and its beginning anew."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Shadowcat: Ellen Page

Colossus: Enver Gjokaj

Jubilee: Julia Ling

Forge: Rudy Youngblood

Guest Starring Morena Baccharin as Lilandra

And Anthony Stewart Head as D'Ken

Written by Kalinda Vazquez

Directed by David Solomon

Created by Joss Whedon

B'Hak Tai, Control Room West, Central Command Ship of the Shi’ar Imperial Guard
"Ow! God!" Rogue grabbed her head and stumbled across the floor of the ship. She tripped over the wreckage of one of the strange, Shi'ar computers, and Remy caught her before she fell. "Chere? What is it?"

Rogue gasped, trying to gather herself as Remy pulled her upright. "It . . . it's Jean . . . and the others. They got to them. D'Ken, they've got all of them, drugged or somethin' . . ."

"What do you mean?" Bobby demanded, running over, Kitty and Crenisa following close behind. He lowered his voice, conscious of the panicked expressions on the faces of the other Shi'ar around them. "What else did she say?"

"She didn't. She just sent me a . . . a bunch a' information," Rogue forced out. "Like she dumped it all into my brain. Gimme a sec . . ."

"If they've overtaken the ship," Crenisa said, voice shaking, "then we're . . . we're finished . . ."

"No we are not," Bobby said firmly. "We will fix this—"

"If they get to the source of the crystal, we will all be dead," Piotr stated, swallowing heavily. His body was still half steel, protection against any falling equipment or spare ship parts. "The entire universe. They will end it."

"Yeah," Kitty said, eyes widening. "But only if."

"What do you—" Crenisa froze. Three of the Shi'ar in the room gasped.

"What is it?" Remy asked, still cradling a shaking Rogue.

"They're coming," Crenisa said, something like a human whimper entering her alien voice. "We're too late."

"Hands behind your heads!" The Imperial Fleet officer aimed his weapon at the slowly acquiescing rebel Shi'ars. "You." He shoved the butt of his weapon at Crenisa's face. "Where are the mutants?"

"They ran off," Crenisa said, her face darkening. "Over that way."

The commander jerked his head at one of his officers. "Go. Take T'lar, Jaer and Marik and find them." Turning back to his prisoners, the commander pointed his weapon. "You are all under arrest according to Statue Eight of the N'Juri Bylaws, which—"

The officer never got to finish his sentence. Kitty phased her friends out from the wall they had been hiding in to club the Shi'ar in the back of his head. He dropped like a stone. Bobby immediately relieved him of his weapon.

"Crenisa," Remy said, helped the Shi'ar to her feet. "Is there an escape pod or small runner ship you got on here that can detach from the main ship?"

"Yes." Crenisa nodded. "But it is short range. It only works once we are in range of a planetary atmosphere. It can't jump from systems. You would be stranded out here."

"That's jus' fine petite," Remy assured her. "All we need to do is get to the planet before D'Ken does."
B'Hak Tai, Central Command Room West, Twelve Systems Away from Earth

"Do you know Je'Ack Proverbs Fifty-Seven, Mia'liar?" D'Ken asked his second-in-command. The female Shi'ar made a small bow in the Majester's direction. "Yes, Excellency."

"'For when the world, of itself, has made life a living hell, then shall one of you stand, and ye will know it as the end," D'Ken murmured to himself. "Look, Major Mia'liar. There is our end."

Mia'liar looked. The planet shown through the reinforced shield-window was small, with a swirling yellow-red atmosphere.

"We'll land within the next ten— Excellency?" Mia'liar paused.

"What is it, Major?" D'Ken frowned, his eyes still glued to the planet.

"Did you authorize the release of a planet scout pod?" Mia'liar asked, her eyes sliding open to the right.

"Did I authorize— I've been right here. How could I—" D'Ken's eyes narrowed. "It must be the younger humanoid mutants. I knew we waited too long for T'Lish's response. Fire on it. Now."

"Yes, Excellency." Mia'liar nodded. "Firing time in three, two—"

Mia'liar shrieked as the controls before her shattered and split. Whirling around, D'Ken was faced with the blazing black eyes of the red-headed mutant.

"You want to stand down," the Phoenix ordered.

D'Ken sneered. "Auxiliary lasers," he cried. "Fire at once!"

Shi'ar Imperial Fleet Planetary Scout Pod, 100 Clicks Above Unnamed Planet

"Hold on to something!" Crenisa warned, as she threw the pod into a spiral, narrowly avoiding the laser shot hitting their front bow. Strapped in, Bobby, Rogue, Kitty, Remy, and Piotr nevertheless grabbed for anything to hold onto as the small spaceship twirled towards its destination.

"Anyway you can get us down faster, petite?" Remy asked loudly, his red-black eyes wide. His long hair was plastered to his face with sweat.

"These things aren't meant to escape Imperial Fleet attack!" Crenisa screamed, swerving them harshly to the right.

"Well that's a design flaw!" yelled Kitty, from where she was clutching Piotr. The strap holding her down was too big for her tiny frame, and each hit jolted her thin body savagely.

"We didn't expect to be fired on by our own people!" Crenisa shot back. "We— hold on!"

The small pod jerked harshly. Rogue screamed as the wires next to her seat fizzled. Remy threw his arm across her waist.

"We're hit!" Crenisa warned. "We're going to go down. If I can glide her in, we might be able to make it!"

"Might?" the X-Men yelled in unison.

"Hold on to something!" Crenisa screeched, as they plummeted through the exosphere,
thermosphere, stratosphere, and troposphere, down, down, down, to the red, red earth below.

With an earsplitting cacophony of grinding, bouncing, and banging, the pod hit the ground. It slid forward with impossible speed and rolled over, once, twice, three times, before stopping.

As the dust settled there was a great wrenching, and the roof of the pod was ripped away and tossed. Piotr clambered out first, dragging Bobby with him. "Bobby!" Piotr demanded, shaking the other boy. "Bobby!"

The blue-eyed mutant coughed, working his eyes slowly opened. "Where . . . everyone else . . .?"

Piotr looked around wildly, before spotting Rogue lying on the ground a few feet away. "Rogue!"

Rogue coughed, shuddered, and rolled onto her back. "Hell of a landin'," she croaked, pushing aside some of the broken shards of the pod. She blinked as she forced herself to her knees. She let out a small sigh of relief seeing Piotr cradling Bobby, and then her eyes widened. "Remy!"

"Uh . . . jus' fine, chere," the red-eyed mutant answered painfully, as he crawled out from underneath a broken piece of the pod's wing. "Yo' concern' is touchin' though."

Rogue rolled her eyes, and then gasped. She stumbled to her feet and ran to the shattered remnants of the pod's controls. "Crenisa!" Rogue ripped off the top of the pod and grabbed the little Shi'ar under her arms. Heaving and gasping, Rogue dragged the other female out onto the red dust.

"Guess we know we can breath," Bobby managed, sitting up with Piotr's help. "Kit— Kitty!" he called out. Piotr's eyes widened, and he yelled, "Katya!"

"I'm— I'm okay!" Kitty responded, causing Bobby, Piotr, and Remy to turn to the right. Kitty had been flung out further than the others. She limped over to join them, wincing and holding her side.

"She's not," Rogue said, voice trembling as she lifted Crenisa's head. "I— I can't find a pulse."

"She ain't human," Remy said softly, as they all hurried over to where Rogue had laid the body of their pilot. "Her body probably works different, chere."

"Not that different," Bobby said harshly, as he looked Crenisa over. "Her neck is broken. That anyone can see."

"Could be a little nicer 'bout it, IceCube," Remy half-growled, as Rogue bit back a sob.

"No point in it," Bobby said brusquely. "We've gotta go find that crystal thing before D'Ken does. Now."

"I can't see where we could go," Rogue said roughly, slowly extricating herself from their dead former pilot. "We've got the whole planet to search, an' it all looks like the same damn desert."

"Wait," Kitty said. She swayed on her one good leg, and Piotr quickly grabbed a hold of her waist. "Can you hear that?" she asked. "Quiet, listen!"

The band was silent. Bobby nodded. "I can hear it, like some kind of pulse. I think it's from over there." He gestured out across the wide, red desert.

"And so we're jus' gonna leave her here?" Remy demanded, pointing down at the bloodied body of their Shi'ar savior.

"Unless you wanna carry her," Bobby said harshly. Remy hissed and moved up into Bobby's face.
Bobby stared him down, his jaw iron.

"I will carry her," Piotr said, stepping between the two. "It will be no trouble for me. When we get back she deserves to have a burial or whatever her people do."

Bobby nodded. "Then let's go."

Unnamed Planet, Seventh Galaxy West of the Hiriajan Constellation of Sar'a

The members of the Shi'ar Imperial Fleet cowered as the flaming haired mutant who had evaporated their leader before their eyes floated out of the ship she had successfully landed in defiance of the workings of it's entire crew with the force of her telekinetic powers. The Phoenix closed her eyes and focused on her objective, knowing that the power would accomplish whatever she chose to think of.

*The children. Take me to where they are.*

Some Miles Away

"Up there," Bobby said grimly. He pointed up the craggy hill that was the only differentiation in the miles of desert they had trekked through.

"Oui, I think we can see that, mon ami," Remy grumbled. Rogue stood close beside him, grunting against the pain in her neck.

"Well then, let's move," Bobby said, striding forward to mount the rocks.

"Bobby—" Kitty began, clutching Piotr and biting back a groan. "Do you—"

"What do you think will happen to us if we wait around and they find us?" Bobby rounded on the other X-Men. "If anyone has a better plan or idea, go right ahead. I'll follow you now." Bobby waited. "No one?"

"It's up there," Piotr said to break the silence. "I can hear it."

The group trudged forward, scaling the rocks slowly. The pulse grew louder and louder. Bobby winced, seeing a pale white light glimmering in the distance.

"No point in waitin' now," Rogue recommended. Piotr picked up Kitty, and Remy nodded. Together, the X-Men took off at a run.

The pulsing grew louder and louder, and the glimmering grew brighter and brighter as the X-Men drew nearer. The light burned painfully bright, and then faded enough to display the crystal. Hanging in mid-air, it looked like any clear quartz crystal, albeit a large one.

"So, what do we do?" Kitty began, as Piotr set her down. Bobby let out a long, slow breath. "Now, we go inside."

"Whoa, now," Remy said, frowning. "If we just—"

The air before the young mutants warped, pooled, and then rent in two. Kitty let out a shriek, and Remy swore blindingly, as Jean appeared before them. She smiled. "It's alright," she murmured. "We're safe now."

"Jean," Rogue gasped. "Are you— where is everyone?"

"Hush," Jean silenced, reaching out her hand, the air rippling as she passed. "Just... stay calm."
Bobby started as Jean touched the crystal. Suddenly the world was bending around them in a whirl of red and black.

COMMERCIAL BREAK

Somewhere . . .

"Jean, where did you take us?" Bobby whispered. Rogue and Remy looked around with wide eyes, as Piotr gently lay Kitty on the ground of the strange, ice-blue city.

"I didn't," Jean said, smiling beatifically, as she gazed around the expansive buildings that appeared to be spun of blue glass. "This is what is within the crystal."

"There's a life size city inside a crystal," Remy stated unnecessarily, turning to stare at Jean with something like fear. "Ma'am, you're one of my favorite teachers but have you considered if maybe you've lost your mind, you?"

Jean smiled at Remy, a twitch of a grin that seemed to suggest she still possessed her mental faculties. "Believe me Remy, I have almost as hard a time believing in this as you."

"We're inside a city," Rogue said, turning completely around in a circle, eyes traveling over the endless streets and buildings, a thousand corners and avenues, seeming to stretch on without end. "Inside a crystal. On a planet. How is this even possible?"

"We also came here on a spaceship with aliens and have super powers," Bobby half-laughed. "So I suppose— Rogue!"

Bobby leapt forward a second too late. Rogue fell to the ground, three bullet holes in her head. Blood and brains and skull fragments littered the blue streets, and seeped out of her steadily until it reached Bobby's feet. He gasped, staring down at Rogue's eyes staring up, open and unseeing.

"No, no, no!" Remy screamed something Bobby couldn't understand, sprinting towards Rogue's immobile body.

"No, Remy, stay back," Bobby warned, throwing an iceslide out from his hand in a desperate attempt to stop the gun firing at his friend. Bobby deflected two bullets. The third lodged itself in Remy's chest. The Southern mutant gasped and coughed up blood as he staggered. Kitty screamed. Bobby turned to watch as the little mutant was mutilated by a figure in black. Piotr charged at her murderer. Bobby screamed helplessly as the big Russian was run through with the blade drenched with Kitty's blood.

"No, no, no!" Bobby shrieked and fell to his knees.

"Bobby? Bobby what's wrong?" Kitty demanded of the moaning blue-eyed boy. He simply gave a series of dry-throated cries, his eyes wide and staring at the empty air.

"Bobby!" Kitty started to run towards him, but stumbled and gasped as she began to sink down through the ground.

"No, stop it!" Kitty tried to clamber up. But her phasing power had turned against her, making the ground around her a deadly type of quicksand. The more she tried to rise, the more she sunk. Soon she would be buried up to her neck, and then her entire body, stuck within the very core of the planet, unable to see, unable to breathe . . .
"Bobby? Katya?" Piotr looked around for his friends, unable to locate them. "What is going on?" He turned to as Remy and Rogue. They two mutants were nowhere in sight.

"Piotr . . . brother . . ."

Piotr turned around, looking desperately for his sister. "Illyana?"

"Why can't you come home?" the voice of his sister moaned. "Don't you know what's happening here? Please . . . Oh God-

"Illyana!"

"Somethin's goin' wrong here, an' that's fo' true," Remy noted, looking around at the kneeling, moaning, sobbing figures of Kitty, Piotr, and Bobby. "Course I don' need to tell you that—"

"No." Rogue spat at him, her pale, beautiful face vicious with hatred as she stalked up to him. "What you need to tell me is why you lied."

"Lied?" Remy pulled back. "Quoi? Lied about what, chere?"

"About me."

Remy shivered at the sound of the lean, almost refined voice behind him.

"Oh, I see what this is," Remy deduced, refusing to turn around. "You' in my mind again, oui? Ain't gonna work, mon ami. You create all this? Tryna mess with this one's head again? I did what you asked, so you get gone, you."

The barely masculine voice giggled. "Oh, but it's not just me, is it? You lied about a lot of things, haven't you? Well, you'd have to. No other way to get them to take a murderer like you in, is there?"

"He tried to kill me," Remy said through gritted teeth, looking deliberately down at the red sand.

"And Etienne, did he try to kill you? What about his death? What about our little job together? Look at your hands, Remy LeBeau. Look at your hands."

Remy tightened his jaw and refused to react at the sight of blood drenching his palms. "Ain' gon' work. I know you ain't here."

"Doesn't matter, does it? Here or in your mind, everything I am saying is true. Vous effectuer la mort avec vous pour toujours, Diable Blanc."

"Remy? Remy?" Rogue took a cautious step towards Remy, who was shaking, his back to her. "Remy, what is it?"

"So selfish, chere," Remy rumbled, his back still to her.

"Selfish?" Rogue froze, frowning.

"You jus' wan' me inside, don' you?" Remy giggled, and Rogue took a step back, shocked by the bluntness of his words. "I— what?"

"You jus' wan' us all inside." Remy turned around, revealing his face to be covered with black veins.
"Remy!" Rogue shrieked, terrified and shamed. "Remy, what—"

"You're killin' me." Remy spat, gasping for air that wouldn't come. "Killin' us all."

"Rogue? Rogue!" Jean hurried over to her shrieking student and grabbed her shoulders. "Rogue."

"I didn't." Rogue gasped. "Please . . . I didn't want to kill you, I don't — I don't—"

Jean looked from the incoherent Rogue over to her other students. Each was locked in their own private struggle with unseen, unheard forces.

"Alright then," Jean murmured. "Then what's coming for me?"

Phoenix...

"I'm right here!" Jean raised her arms. "Go ahead! Here I am!"

*Turn around, Jean Grey of Earth. Turn around and save your world.*

COMMERCIAL BREAK

At The Center of the World

"What is this?" Jean asked. She reached her hand out towards the shimmering latticework which appeared to be made of some kind of air, but then thought better of it.

*It is fading. If it fades, I will fade. If I fade, gravity will fade. Fade in from me, out from me. All of creation will collapse unto me, and your world will give birth to another.*

"What do you mean?" Jean demanded of the voice that had broken so boldly into her mind. "What is this— what are you?"

*Meet with me, Phoenix. Meet with me in your mind, and I will use your words to tell you what I am.*

Jean hesitantly closed her eyes and reached out with her mind. Like a whirlwind, like a massive avalanche, the light at the center of the crystal, in the center of the planet, at the heart of the universe melted into her mind. Every lock and stop inside her brain was undone, as the entity attempted to explain itself in human terms.

*Ah. I see. I am a Neutron Galaxy. Thank you, Jean Grey of Earth. Now I have a name.*

"But what does that mean?"

*I am the beating heart at the center of your world, the secret beginning and end. I contain so much within me, more than you could comprehend: or perhaps not. If my shield fails, the intense gravity within me will suck all of creation inside. The explosion which created your world will be replicated and destroy it. I will give birth to new life.*

"How do I stop it?"

*What makes you think you can stop it?*

"Because if I couldn't, you wouldn't have spoken to me."

COMMERCIAL BREAK
Perhaps. If you can use your strengths to repair my shield, your world will exist a while longer. I would be . . . sad, in your parlance, to see you go. You are interesting to me.

"Okay, but how? How do I fix this?"

*Lend me your power, and I will show you how.*

Jean gasped as she felt more effort dragged out of her in the timeless minutes following than she ever had before in her lifetime.

*It is not done, Jean Grey!*

"I— I don't have any more more to give!"

*Your friends . . . their minds could not handle the shielding . . . reach out to them. Take from them. Finish it. Finish it!*

"Help, oh God, help." Bobby gritted his teeth against another scream replayed in his mind. His failure. They were all dead and it was his fault.

*Bobby. Bobby listen to me.*

"I'm sorry. I can't, I can't do this."

*Bobby, what you are seeing isn't real,* Jean informed him steadily. *Bobby, listen.*

"Feels so real," Bobby moaned. "Oh God. So real . . ."

*Bobby, I need you to focus! None of this is real.*

"I saw them!" Bobby screamed, furious and hurt and in wrenching agony. "I saw them die!"

*No. No you didn't.*

"I failed," he whimpered, the crashing reality crushing him. "I failed them all."

*No, and you never could. You are so strong Bobby, so strong. I need your strength now. Open your mind to me.*

Bobby sighed, a low, painful sound. *But . . . if they're all dead, what does it matter if Dr. Grey is in my mind?* He lowered down his barriers and let her find whatever strength was in him.

His brain blazed, and then the blood before him wavered. Frowning, he looked up. At first it appeared that Kitty lay dead . . . but then, then the mirage shimmered. She was alive, albeit clearly in distress.

"Kitty," he croaked. He crawled towards her, reaching out to touch her, to confirm for himself whether she was real or figment.

"Help," Kitty moaned, digging her nails into the sand. "Help . . ."

"It's okay, Kitty, listen," Bobby took her hand, and Kitty gasped. "I'm drowning," she said, but less frantic now.

"No." Bobby forced a cracked-lips smile, and raised their joined hands. "We're fine now."
Like a pulse of a knot tightening, Jean felt their strength surge through her, enough to repair a little more of the shield.

*Not quite yet . . .*

"Piotr—" Illyana's voice crooned.

"Illyana, please—" Piotr begged. "Please, Illyana . . ."

"Piotr? What is it?"

The big Russian frowned, looking up. Before his eyes, a pale shade of his sister appeared. She wasn't crying now, but sitting cross legged, staring at him as if in shock. "Piotr? What's happening?"

*Piotr. I need your help.*

"Mon frere...when you gon' come home and answer for what you done?" Henri chuckled. "Hein?"

*Remy.*

"Never," Remy snarled. "I'm never comin' home. Never."

*Remy. Listen to me. This is not real, Jean said firmly. This is not real.*

Remy chuckled harshly. "Don' matter if you ain't. It's all real. It happened. I did it."

*Remy. Listen. I need you to lend me your powers.*

"Powers?" Remy let out a manic laugh. "Got no powers. Would jus' end up killin' someone."

*Remy . . . help me, Jean told him urgently. Help Rogue.*

"Well, I suppose we are more alike then you'd like to think, my dear," Magneto stated arrogantly, leering down at Rogue.

"No, never, go," Rogue pleaded to the old man, knowing still that he would have no sympathy anyway. "Please God, jus' go."

"Rogue—" Remy's rough voice broke through her agony, and she moaned anew. "Not again," she whimpered. She couldn't bear to hear Remy's cruelly accusing voice again, to watch him die again by her hand.

"Rogue!" Remy screamed, and she shrieked when she felt his hands on her again. He forced her to look at him. Rogue hissed in pain, but Remy didn't appear to be dying or drained.

"Rogue, listen, I think somethin's playin' wit' our heads," he explained. "Don' know half of what the hell is goin' on, but I don' trust myself wit' my power right now. An' really ain' in my element here, tu comprends?"

"No, Swamp Rat! For once could ya say somethin' plain and honest?" Rogue practically screamed. "For once?"

"Insane River Rat." Remy rolled his eyes. "Fine, den."
Somehow, Rogue knew it was coming a second before he did it. Somehow, she didn't pull away. Remy kissed her hard and swallowed her gasp. His hands were desperate in her hair as he tried to fight the drain, not letting her pull away, not slowing the kiss. Rogue gasped as she felt Remy drain into her, every inch of what was Remy pouring into her veins. She broke away in horror as he collapsed, black veined to the desert floor.

"No, no, non!" Rogue shrieked, her voice taking on unfamiliar Cajun tones. "Remy, oh Mon Dieu —"

Rogue. Let him be. He'll be alright. I need your help now.

Jean drew it in, every ounce of power, every emotion: Piotr's confusion, Bobby's strength, Kitty's relief, Rogue's terror and joy and Remy's desperate bid for sanctuary. It sped into her, carrying a psychic blast that Jean threw into the pattern. The shield gleamed with life, reforged.

"It is done," said the Phoenix.

ENDING CREDITS

Promo For Next Episode: One crisis is averted, but another looms on the horizon. The most powerful force on the earth is contained in one woman. Beyond a god, beyond rules: the Phoenix rises.
The Dark Phoenix Saga, Part One

Chapter Summary

One crisis is averted, but another looms on the horizon. The most powerful force on the earth is contained in one woman. Beyond a god, beyond rules: the Phoenix rises.

Apologies again for the wait! Been busy with novels and such, but voila! Here it is, part one of the two part season finale!

Season One, Episode Twelve: The Dark Phoenix Saga, Part One

B'Hak Tai, Central Command Room West, Twelve Systems Away from Earth

_Burning . . . planets collapsing. A star dies, an ocean cools, time and space fold in on themselves and give under the weight . . . flying, flying, flying, and everything is cool and black then all at once there is a blaze—_

"Jean."

Scott watched his fiance stiffen, eyes held tightly shut, before she let out a breath and turned back to him. "Scott, God, you . . ." Jean swallowed.

"Are you sure you don't want the Professor to have a look at you now?" Scott asked, and Jean suppressed a moan. "He's said he's willing to—"

"I'm fine, really I am," Jean said, trying to put on a relaxed smile. Out of the corner of her eye she saw three Shi'ar staring at her. She had barely caught their gaze before they scurried away, making some sign on their chests.

"I'll ask them to stop staring—" Scott began, but Jean shook her head.

"It's fine," she waved away. "I understand. Just remind me next time of this before we decide to waltz forever into another culture's most sacred mythology."

"Would you listen?" Scott was unable to keep from asking abruptly.

"Scott—" Jean sighed.

"Look, I think the question deserves asking," Scott continued. "Hell, I don't even know what you _did_ down there. You just destroyed every hostile Shi'ar in the ship, went into a strange planet and repaired what you described as the center of the universe. It's a lot to take in. And I don't exactly get the feeling you're too sorry."

"How can I be?" Jean frowned. "We fixed what we came here to fix. It's done. We can all go home now."

"Over a hundred people on this ship are dead," Scott reminded her. "We don't even know the damage on the children, or on you—"
"On me?" Jean's voice turned sharp, and Scott thought he saw a hint of black extend out from her irises. He blanched, but stood his ground. "You killed almost every member of D'Ken's crew. Then you walked into the center of another galaxy and came out and— Jean, you are shaking from head to toe."

"I feel fine," Jean remarked swiftly, and the shaking subsided.

"I know," Scott said slowly. "That's what worries me."

"So what do you think: premonition or personal fears?" Kitty asked darkly. She, Bobby, and Piotr huddled together near an exhaust port, fielding strange looks from the Shi'ar passing around them. Bobby and Piotr looked at her nervously.

"C'mon we're gonna have to talk about it," Kitty said, swallowing but continuing firmly. "Personally, I think it was just playing off our fears. You know, like that one episode of "Doc—"

"Kitty— leave it," Bobby demanded sharply, and then winced. "Please? Just . . . just for a second."

Kitty frowned, but her sharp eyes caught where Bobby's gaze flitted. Crenisa's body lay spread out on an emptied table. Three Shi'ar, one female, one male, one of a gender the humans couldn't determine, stood around the dead alien making wailing noises of sorrow.

"It's not your fault," Kitty whisper to Bobby, moving closer and putting a hand on his back. "You brought Crenisa back. Now at least her family will have her body—"

"Just stop, Kitty, okay?" Bobby snapped, shoving her hand away. "You can't just fix this, so just drop it. Just—" Bobby threw up his hands, putting them on his head when he saw the anxious looks of the nearby Shi'ar. "I'm out." He stalked away, through Shi'ar who gave the angry mutant a wide berth.

Kitty made a strangled sound of anger and pain, and Piotr put a large arm around her shoulder. "He will be fine again soon," Piotr comforted. "He just needs time. You, myself, Rogue, Remy—"

"How much time do you think Remy needs?" Kitty laughed harshly.

Piotr sighed, glancing over to a darkened corner of the ship where the mutant in question lay, accompanied only by a sitting, silent Rogue. "I don't know, Katya. But let's try and have a little hope. Just a little."

"You hungry, kid?" Logan asked Rogue as he walked over to the corner where she crouched, shivering. He suppressed a growl of frustration as Rogue merely shook her head lightly, her eyes still fixed on the motionless boy before her.

"Rogue." Logan sat down beside her, ignoring the way she flinched and pulled her arms more tightly around her knees. "You gotta eat somethin'. Starvin' yourself won't help the Cajun."

"If I had starved myself sooner I might have," she mumbled. She refused to look up at Logan, still staring down at Remy's motionless, pale, still veined form.

"Okay, you keep sayin' stupid crap like that and I'll have to drag you away," Logan warned roughly. He was rewarded with a furious glance from the brunette that told him in no uncertain terms how hard he would have to work to carry out that threat.
"Kid, the Professor said his pulse is strong and his mind ain't anywhere near brain damaged," Logan explained, more gently now. "And that's saying something for Gumbo there. He'll be—"

"Three weeks," Rogue muttered. Logan could see her digging her nails into her legs. "What?" he asked, resisting the urge to take her by the shoulders.

"Cody," Rogue repeated. "The first boy I kissed. He was in a coma for three weeks."

"Well, that's a wait," Logan acknowledged. "But I'm sure Remy'll be back to his usual, punk self after—"

"Half a minute," Rogue overrode. "I kissed Cody for half a minute and he was in a coma for three weeks. Remy's powers still haven't gone down," she reminded, turning to Logan to give him the full view of her red and black eyes. "What if he wakes up in a month and can't remember anything? What if he doesn't wake up at all and all I have in my head are a bunch of memories I can barely see, that I can't explain—"

"Hey, hey, hey," Logan stopped her. "Don't do this to yourself. The kid's tougher than you give him credit for. He'll be back."

Rogue shook her head, demon eyes glittering wetly. "I don't know what I'll do if he doesn't. You can't imagine what it's like—I can't imagine livin' knowin' I—"

"But you won't," Logan said softly. "You won't."

Rogue opened her mouth to speak, but there was a sudden lurch in the ship.

"What the hell was that?" Scott snapped, grabbing what resembled a chair to keep himself upright. It began to blink, and he yanked his hand away.

"Scott—" the Professor began, but Lilandra shook her head.

"No, it's warranted this time," she said grimly. "Something interfered with our jump drive capabilities. Instead of landing in Vector Seven we landed in a Red Code Quadrant."

"What's a Red Code Quadrant?" both mutants asked simultaneously.

Lilandra pressed her fists down on the computer board mainframe. "Somewhere we don't want to be."

TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen
"How long until we can make the next jump?" Lilandra asked one of her pilots, a thin Shi'ar with blue and orange eyes.

"Twenty forci'ns, Ma'am— uh, I mean Majestrix," the pilot said, stumbling over her new title. Lilandra closed her eyes and and made a cutting movement with her hand. "Damn," she swore.

"What is it? What's a hostile quadrant?" Scott demanded, as Logan walked over, his expression grim.

"I'm gonna go out on a limb here," Logan drawled, "But I'm guessin' it's a quadrant . . . where the people are hostile."

"The D'bari were part of the Shi'ar Empire," Lilandra explained rapidly. "They broke away not long ago and there has been fighting on our borders. Lately we've been trying to avoid confrontation, but they'll interpret this as a sign of an attack."

"Can't you open up communication with them?" Logan questioned. "You know, tell 'em you all come in peace or whatever?"

"It's a little late for that now," Lilandra said briskly. "That—" She pointed out the window at the approaching collection of small, sleek ships "— is a D'bari war fleet. If we don't power up and jump into the next system, we're gonna get caught in a firefight with most of our weapons damaged."

"And I suppose the reason you can't make peace with them is because you refused to let them leave peacefully when they wanted to break away?" Scott put in icily.

Lilandra drew herself up and stared him down with all the majesty of her new office. "Your country didn't seem to see it that way when you were fighting your civil war. Or do you also refer to that as
"The War of Northern Aggression?"

"They're firing long-range torpedoes!" shouted a Shi'ar a few feet to the right.

"Cushr," Lilandra swore, a Shi'ar word that wasn't translated for the X-Men. "Can we put our shields up?"

"We can," answered the stiff, battle-scarred Shi'ar who had sounded the warning. "But we'd have to deter power from recharging our jump drive."

"A'omenar," Lilandra whispered. "Alright, try to shoot the torpedos off target, deflecting them away from the bow and the engines. We need to make the jump. We cannot let ourselves get dragged into this now."

"I think I can push them away for you," Jean said, making everyone jump. No one had seen the redhead mutant come up behind them.

"Thank you," Lilandra said, calmly but with a slight tremor to her voice, "But you have done more than enough for us." With a curt nod, she moved away to supervise the defenses.

"Well, that's gratitude for you." Logan rolled his eyes. "They can just handle it themselves then."

"They can't," Jean murmured, shaking slightly. "They're going to—"

The sound of the alien glass shattering temporarily deafened the entire crew. The one torpedo slammed through the frontal observation deck and skidded down the hall of the Central Command Room. When hearing returned to the X-Men it was to a cacophony of screams as more of the window began to crack, sucking out air as it spread.

*Salvation Refused by Omega Lithium Plays Over the Following Scene*

The redhead host of Jean Grey lifted her hand as the power coursed through her. Suddenly the very air was being drawn back into the ship and the glass ceased to crack.

"Jean," Logan croaked, trying to fight through the vast drop in oxygen. The creature which wore Jean's face spared only one, black-eyed glance at him before raising her other hand.

As the crew of the B'Hak Tai looked on, a slow rivulet of molten gold slid through the deep black of space like a snake. It surrounded the D'bari fleet, and, like a coiling dragon, devoured the ships in a ring of fire.

"The sun," the Professor whispered. "She's drawing it from their very sun."

In the silence of space, those aboard the B'Hak Tai watched as the entire D'bari fleet was eaten up by the fiery lash of the Phoenix's wings.

"They're gone," Logan whispered, pushing himself to his feet. "All of them."

"Jean!" Scott was able to push himself to his feet in time to catch the redhead as she stumbled. She quickly recovered, brushing him away. "I'm fine, Scott."

"No, look!" The crew of the B'Hak Tai turned to watch as the dark sky began to burn a deep crimson.

"It's the sun," Xavier gasped. "The sun is turning in onto itself. Going nova."
The crew was silent as they watched the giant star begin to turn in on itself. Only Lilandra reacted with the speed of a captain. "K'ilara," she ordered. "Use everything we've got. Take us out of this world now."

"They're screaming," the Shi'ar in question murmured. "Even here, I can hear it... everyone on the planet is dying. I can hear the screams—"

Lilandra pushed the young Shi'ar aside and slammed in the necessary co-ordinates herself. With a great sound of groaning systems, the ship left the now dying world.

**COMMERCIAL BREAK**

**B'Hak Tai, Central Command Room West, Five Systems From Earth**

"You wanna calm down, bub," Logan snarled, claws extended.

"Logan," Xavier warned carefully. "We are trying to de-escalate the situation."

It was a situation that merited deescalation. The four older X-Men were surrounded on all sides by armed Shi'ar guards whose hostility was evident.

"You do not know what you are doing," Lilandra stated, as she aimed a weapon like a pipe at the Wolverine.

"Sure we do," Scott countered. "We're preventing you from trying to lynch our friend who just saved your lives twice."

"She committed genocide," Lilandra snapped. "She is no longer one of you. Just look at her!" She pointed to Jean's rigid stance, her black eyes. "She's become a S'vanisha — a god-being. And she's chosen to annihilate an entire people!"

"That were attacking her and us!" Scott shot back. "It was self-defense."

"Are you so blinded by your love for her you honestly believe your own stupidity?" Lilandra spat. "She just destroyed an entire race, an entire world, and you defend her?"

"Oh, because you and the D'Barnies were gettin' along so well?" Logan growled. He pointed his claws at a Shi'ar who had started to raise one of their smaller guns. "Don't even think about it."

"We didn't destroy their entire homeworld," Lilandra said with dignity. "We are committed to protecting the universe. That was the entire purpose of our mission to you. But now we have a threat far greater than D'Ken on board our very ship."

"You seemed to come out of this selfless mission alright though, Majestrix." Logan sneered. "How's that fancy new Queenship treatin' ya?"

Lilandra ignored him, turning instead to the Professor.

*Charles*, she spoke to his mind silently. *You saw what she's done. You can't ignore this. She is a threat to us all.*

"Pardon the intrusion, but what exactly do you think you can do to me?" The whole room stilled as the Phoenix spoke, lazily, in a voice relaxed by power. "Because you could rush me and I could toss you all back time and time again, but I think it would get more than a little boring. So I'll just count to
three. You can all get it out of your systems—"

Logan spotted the attack first, as the Shi'ar behind the Phoenix launched what appeared to be some kind of alien crossbow. The creature inside of Jean merely smirked, and casually tossed her hand up. The projectile flipped in midair back into its owner. Two other Shi'ar rushed forward, shooting at the redhead mutant. She merely pursed her lips and blew, evaporating the shots into nothingness.

"Well." The Phoenix sighed, stretched, and tsked. "If we can't all behave I suppose I'll just have to be the bigger person and take my leave."

"Jean—" Scott took a step towards his fiancé, but the Phoenix lifted her arms. There was a visible flaming sheen of red-gold in the air before time and space bent to the will of the creature before them, and suddenly she wasn't there anymore.

"Where did she go? Where did she go?" Logan roared. "Where?"

"Home, Logan," Charles said, closing his eyes and letting out a long breath. "She's back home, far faster than we could ever manage."

"But how? How did she do that?" Bobby asked, the first of the stunned young X-Men to speak. "She's not a teleporter."

"I suspect there are few laws which J— the Phoenix's new powers do not allow her to bend and break," Xavier said flatly.

"So then you see why we have to stop her," Lilandra spoke up. Logan turned on her, finding an easy target for his fear and rage. "Over my hairy dead body," he snarled.

"Yes, it will be a dead body very soon if you do not act with us!" Lilandra snapped. "Didn't you see her? Ten seconds after destroying an entire solar system full of millions of beings, and she barely batted an eyelash. Does that sound like the woman you know?"

"We can help her—" Scott began, his voice choked and hoarse. "We— we can—"

"No," Lilandra cut off. "She's as good as dead to you and the only question is how to make that a permanent affair."

"Listen lady!" Logan stepped forward boldly, and the Shi'ar around Lilandra moved into defensive positions. "If you think we're gonna bow to you just because you're Majesty now, you can kiss my —"

"Logan!" The Professor's voice cut through the mind of every being present. "Lilandra," he addressed the new Shi'ar empress, "has it ever occurred to you that we may have planned for this moment?"

"For the time when one of your people commits genocide?" Lilandra raised a brow. "You've planned for that eventuality?"

"Sadly not," Xavier said, keeping his voice steady. "But we have known that the being called Phoenix has long been a possible threat both to the host body of Jean and to others. To that end, myself and one of my colleagues have developed a device which, if we can induce her to wear it, will help her regain moral and psychological control of the creature within."

"There are a good deal of 'ifs' in that plan, my friend," Lilandra said, more gently now.
"As I see it," Xavier said carefully, but firmly, "considering what we know Phoenix can do when violently threatened it is the best chance for all of us."

"Very well then." Lilandra nodded after a moment of silence. "We Tijin, take us back to Earth."

**Front Lawn, Xavier Institute, Back On Earth**

"They're coming." Ororo raised her head to the darkened sky.

"How can you tell?" Dr. McCoy questioned, looking around the nearly empty lawns uneasily. "Pardon my saying, Ororo, but you aren't as far as I know a telepath—"

"It's in the air, Hank," Ororo stated. "A change in the air. Coming right—"

Even Hank could see the ripples and feel the pop as nine mutants appeared where before there were none.

"Professor!" Hank rushed to Xavier's side, supporting the older man as he pitched forward in his chair. "Are you alright? Jean—"

"Yes, Jean," Charles cut off. "Hank, quickly. We have reached the point. Now is the time."

*Oh Charles.* The sly voice of the Phoenix tittered in the head of every mutant present, save the unconscious Remy. *You really are so precious. You can't keep secrets from me any more, Professor. This time it is I who has the key to every mind on the planet. Oh, you must have thought yourself a god to us mortals, Charles. Well, look at that. Now I'm the goddess, and I'm taking back what's mine.*

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**COMMERCIAL BREAK**

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**First Floor Corridor, Xavier Institute**

*I Like It* by Lacuna Coil Plays Over the Following Scenes

"Jean?" Hank called out, leading Bobby and Kitty, who walked in lockstep behind Hank as the blue mutant called in his calm, clear voice to the phantom haunting the halls.

"Jean, I know you are still in there," Hank continued. "I know you can hear me. I want you to focus on my voice. Focus on me, on all of us. This is your body and your mind, Jean. You have the right to control it."

Beautiful, violent laughter rang down the corridor and through the minds of every member of the Xavier Institute.

*Oh, now I know you are just the preliminary attack, but I did expect a bit more.*

"Hank!" Kitty leapt forward but was shoved back by the powerful telekinetic wave that launched her teacher into a nearby wall. Flipping onto all fours, Hank tried to rise, but his inhuman strength was for naught as he raged against the invisible wall.

Bobby gathered all the condensation in the air together to build a fort of ice around himself and Kitty. For a moment it shimmered, and held. Then it shattered, Kitty grabbed hold of her friend, phasing them none too soon, as the ice collapsed all around, cutting into the walls and floor.

**First Floor Hallway, Xavier Institute**
"Jubilee, now!" Sid hollered in warning, as a wave of telekinetic energy swept the tiny pink-streaked mutant off her feet. She gasped, and waited. There was a ripple in the air as the fire-haired cause of all this destruction glided towards her.

The Phoenix frowned, as Jubilee merely sat, panting, and then rolled her eyes.

*Oh, no,* the Phoenix groaned internally. *Pitiful annoyances . . .*

"Now!" Sid led the charge, firing the first of the Shi'ar guns. G'mar followed close behind, firing a larger weapon.

"No, no, no." Phoenix shook her head, moaning, and flicked her elegant fingers. The shots reversed, plunging deep into the chest of the Shi'ar. Sid had already reloaded, but Phoenix chuckled and the gun dissolved into a million tiny fragments in his hands.

The deadly being shook her head. "So disappointing." Lifting her hands, her hair weaving around her in the windless school like so many snakes, she lifted herself up, opening a hole in the ceiling above her, and ascended.

Coughing, Jubilee closed her eyes. *Professor. She's moved up to the second level.*

**Second Floor Hallway, Xavier Institute**

"Are we really going to do this?" the Phoenix questioned, her eyebrow arching in slight amusement. When Ororo did not reply, the creature in her friend's body laughed. "You know this is like playing to me. But then, you did always want to play with me, didn't you?"

"It's all your choice now, Jean," the weather witch said evenly, her eyes white and her body tensed.

The creature barked a laugh. "Jean, Jean, Jean. Everyone is so obsessed with Jean. I'll never understand it. Jean was weak. Jean was scared."

"Let's just get this over with," Ororo said darkly. "Because you might be the most powerful thing we've seen on this earth in a long time, but your monologuing is getting old."

The creature laughed, before turning the full force of her black eyes on the weather witch and shoving a burst of telekinetic energy towards her with a hiss.

Ororo raised her arms and wind shattered the windows behind her. The pieces rushed forward so hard they met the psychic energy wave and blasted it back. The shards shot towards the being in Jean's body like a million deadly knives.

The Phoenix tossed her head and the shards disintegrated.

"So this is the face of life and death they worshipped in the wildlands of Africa," the black eyed creature noted of the white-eyed being across from her.

"Not even close." Ororo spat and pointed. A bolt of lightning cracked down through the open window, tangling around her arm and stabbing towards the redhead.

The creature in Jean merely cackled and waved her hands. The electricity dissolved into heat and curled around the human firebird like a loving pet.

"Oh, you shouldn't have given me that," the Phoenix smirked. "It's all coming down now."

Ororo frowned and then her eyes widened. The foundations of the school were shaking. She looked
down and then back up.

"Jean, no! You'll kill everyone!" Ororo shrieked. "No, you can't!"

The Phoenix merely smirked, and Ororo screamed as above her the walls began to collapse. One pillar blocked her exit. Another nearly crushed her as it toppled down, forcing her down into a crouching position. "Jean, stop!" Ororo begged, the formerly confidant woman shuddering and gasping for air she couldn't draw in.

"So dramatic." The Phoenix tsked. "You really should look into therapy, sweetie."

Once more the creature raised her arms and lifted herself through an expanding hole in the roof, leaving the weather witch to cower on the ground fighting off her own, invisible demons.

Third Level Hallway, Xavier Institute

"Come out, come out, wherever you are?" Phoenix laughed again. "Come on, Logan. You know I can hear you."

"And what do you hear?" Logan asked, walking out into the light. The redheaded goddess grinned as she turned to stare down the man who loved this woman, this Jean.

"I can feel how afraid you are," she gloated. "Worried little Jean really is gone. You're in denial about it all. I can hear you begging something inside me to fight back; as if she would want to, as if I am not the true Jean Grey. I can hear you pleading and begging."

"Is that all?" Logan asked, his normally gruff voice soft as he stared at the beautiful, unearthly creature that had taken hold of the woman he adored.

"You love me," the firebird purred. "And you hate it, because you know this side of me could give you everything you want. But it wouldn't be 'real,' or at least that is what you tell yourself. Silly Logan."

"And that's all you hear?" Logan narrowed his eyes, and then shook his head. "Guess you're not quite so sharp as ya think ya are, Jeanie."

The Phoenix felt surprise, surprise at the small cold hands gripping her arm, her bare skin. She felt surprise at the tug, the pull of her power as it slipped down into the veins of the mutant clinging determinedly to her. She shrieked, trying to push Rogue off. But the Southern mutant held stubbornly, sweating and in pain, as she tried to drain the force of life out of the fiery goddess.

"No!" The Phoenix keened and shoved Rogue away with all her might. Logan made a heroic leap, catching the brunette before she hit the ground.

"Was that it?" Phoenix spat. "Was that it?"

Jean.

"No!" The Phoenix whirled, glaring around. "You come out and show yourself, Charles Xavier! Stop prying into people's minds! You play the great humanitarian but really you're a petty little despot, ruling people's very souls from inside their heads."

Now, if that is what I am, Jean, then what does that make you? the Professor questioned, making the fiery Category-Five mutant whirl around in anger. "I am not Jean!" Phoenix roared. "I am the Phoenix! I am fire, and beauty, and destruction, and desire and death."
Jean. . .

The being of destruction and fire screamed, clawing at her head. "You stay out! Stay out of my mind! It's mine now! I'm free! Let me have my freedom."

This isn't freedom, or there wouldn't be that part of you locked away and subsumed by you, Phoenix, Xavier told her sadly. Jean is still in there, and you are crushing her to death.

"Well it's my turn," Phoenix snarled. "You both cut me down and walled me in. It's your fault now for what I am."

Then that makes me responsible for whatever you do and have done. The Professor's voice was heavy in her mind with sadness. And you have done terrible things, Jean. Horrible things.

"Stop it! You can't encourage her!" the Phoenix screamed. "She isn't coming back! She's dead!"

Now we both know that isn't true.

"I'll make it true!" the Phoenix shrieked. "I'll make it—"

Jean.

"Stop it!" the Phoenix wailed.

"Jean."

"Stop it! Stop it! Stop—" The Phoenix whirled around, ready to cut her former jailor to shreds, only to stare into into the face of a very different man. "Scott?"

"Jean," Scott spoke softly, coming closer. "I'm sorry."

"Sorry? No! No—" Jean's body seized as he slipped the silver colander around her head. She gasped and writhed as her two personas clashed. The school rocked, the students screamed, and the very fabric around them all shivered. Then the Phoenix gave and Scott caught his collapsing fiancée into his arms.

Professor's Study, Xavier Institute

"How is she?" Scott demanded, and the Professor sighed. "Scott, the answer sadly hasn't changed within the last four minutes."

"I want to go and see her," Logan said, from his position in the corner of the room near the window.

"She doesn't want to see anyone," Xavier explained gently. "Both of you need to give her time. She has a lot to process."

"If we leave her alone she's going to think we blame her," Scott put in, and Logan nodded with a grunt of approval.

Xavier raised a single brow. "Don't you? I think Jean is smart enough to know that there will be quite a few friendships to be reformed and trust to be regained no matter how we view the creature inside her."

"So it is still inside her?" Logan asked. The Professor nodded gravely. "Yes, the Phoenix is a part of Jean. The task now will be to integrate it so that she is not suffering from a violent split personality."
"But she can do it?" Scott and Logan asked the question together, and for the first time since the aliens had come to the school Charles smiled. "Yes, yes I believe she will. Now—" Xavier froze.

"Professor?" Scott hurried over to him. "Professor, what is it?"

Xavier turned to the window, where the breeze carried the shouted words up to them.

"In the name of Shi'ar galactic code FPC and the United Federation of C-Star Planets, we have come to demand the surrender of one Jean Grey, also known as the Phoenix, for the crime of genocide and as a threat to universal safety, to be handed over and terminated."

**ENDING CREDITS**

**Promo For Next Episode:** A battle for the safety of the universe and the soul of one woman. All the X-Men will be tested. Not all will survive. Witness the season finale experience you won't want to miss.
A battle for the safety of the universe and the soul of one woman. All the X-Men will be tested. Not all will survive. Witness the season finale experience you won't want to miss.

Season One, Episode Thirteen: The Dark Phoenix Saga, Part Two

Front Lawn, Xavier Institute

"Under Section 72F of galactic code, and in conjunction with our Kree and Skrull allies—" the Shi'ar standing at the front of the huge delegation of warriors recited, and was interrupted by a suppressed roar from Logan. "Why don't you check under my fists, bub, see the sections of these nice shiny claws?" the Wolverine boomed.

"Logan." The Professor raised his hand. The X-Men had formed battle lines, squared off against the collection of aliens before them. Some were Shi'ar, but others looked to be of a different race altogether.

"Lilandra," Xavier addressed the leader, "I can assure you that Jean's problems are now completely under control. The Phoenix has been subdued and Jean is now fully in possession of her mind—"

"No Charles," Lilandra cut in. "Your assurances aren't enough. She was in control of her faculties before the Phoenix emerged. What is to say it will not rise again?"

"We are to say," Scott snapped. "We're the ones who know her. We're the ones who've been handling this problem — not you."

"Have you handled the problem of her intergalactic genocide?" Lilandra questioned. "You don't even have a comparable word in your language for the crime she has committed. She destroyed an entire planet."

"A planet you were fighting to retake," Bobby pointed out. "How many people died in that war? Have you answered for your crimes?"

"Are you seriously comparing a war to a genocide?" one of the huge, scale-covered Skrull countered, oozing disgust, as he hefted his long, shimmering weapon.

"The lines are so easily crossed it's ridiculous. It's not the black and white picture you're trying to paint it as," Kitty supported Bobby. Jean stood still and silent, taking in the horrified, furious, resolute expressions on the alien faces.

"The entire planet was engulfed when the Phoenix destroyed their sun," Lilandra reminded, raising her voice. "Every creature on it died, not just the race we were fighting. This woman represents a threat to intergalactic security as well as being a criminal who has yet to be tried for her crimes."

"You didn't come here to try her for anything," Scott blazed. "You want us to hand her over for execution!"
"And you yourself, Lilandra, are making a distinction between Jean and the Phoenix," Xavier pointed out. "When the Phoenix was in control, Jean was subsumed. Are you going to kill one woman for the crimes of another?"

"It is still a part of her," a male Kree standing beside Lilandra stated. "And whatever the extenuating circumstances, this being has proven to be a threat to every planet in this universe. We can't risk all of the lives of every creature in all the galaxies for your scruples."

"Tough," Logan growled. "You ain't takin' her."

"If we have to fight you all," Lilandra said slowly. "So be it."

Lilandra raised her hand, and the Shi'ar group pulsed with readiness. The X-Men each chose a mark as per their battle training.

"I make the challenge!" the Professor boomed, wheeling himself forward. The Shi'ar stopped instantly, though the representatives of the Skrull and Kree still bristled, focused on the X-Men.

"I make the challenge," the Professor repeated. "I challenge you, Majestrix Lilandra Neramani to Arin'n Haelar, the duel of honor. You know it cannot be refused."

"Nor can the challenger back out," Lilandra said shortly.

"The challenger has no intention of doing so," Xavier responded calmly.

"Do you intend to battle me? You are no match for me physically," Lilandra pointed out coolly. "And your psychic powers give you an advantage not amenable to honorable combat."

"I suggest then that we both name our champions," Xavier said genially. Lilandra's jaw tightened. "I name my Imperial Guard my champions."

Xavier nodded. "I name my X-Men my champions: whichever of them are willing to fight."

"I will," Scott said instantly, stepping forward and drawing a growling-hissing noise from the huge Krull directly across from him.

"I will fight," Ororo stated, her eyes going white. Many of the Shi'ar muttered, and made signs across their chests.

"I don't know what the hell this is," Logan grumbled as he joined them. "I'm trustin' you here, Chuck."

"I'm going," Bobby said, stepping forward, Kitty and Piotr joining him immediately.

"No, no," Logan shook his head. "You—"

"And me," Rogue stepped in, face set.

"Okay, no!" Logan began. "You kids—"

"Accepted," Lilandra said and Logan growled at the younger X-Men. "You all stay back," he said, pointing at Sid and Jubilee and Jean-Paul when they made to move forward.

"As I am the person in question," Jean spoke up. "I think it only fair I join my fellows in fighting for my life."
There was a rumble of chatter amongst the aliens, and Lilandra spoke with her allies for a few moment. "Indeed," she said finally. "It seems only fair."

"The duel cannot take place here," said the male leading the coalition to the right of Lilandra, the green, pointed-ear humanoid Skrulls. "It must exist on neutral ground. Luckily for us, we have a place nearby."

"Oh, convenient," Scott said flatly. "Just lovely."

"The Blue Area of the Moon should do nicely," the Skrull leader said, a half-smile on his crooked, green face.

"The Moon?" Logan barked. "Oh Jesus," he groaned as the familiar feeling of teleportation began to overtake them all. "Not this again."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Shadowcat: Ellen Page
Colossus: Enver Gjokaj
Jubilee: Julia Ling
Forge: Rudy Youngblood

Guest Starring Morena Baccharin as Lilandra

Written and Directed by Joss Whedon

Created by Joss Whedon

Luther Crater, Blue Area of the Moon
"We're on the moon," Bobby observed, looking around the white, cratered surface.

"Yeah, bub, I got that," Logan grumbled, trying to hide his unease. He'd been in many insane situations as a mutant, but he'd never factored in aliens or moon-walking as a possibility.

"How can we breathe on the moon?" Bobby asked. "There isn't air on the moon."

"Ya know, I think you may be right, mon ami." The other X-Men turned to look at Rogue, who cringed, her eyes still shining with Remy's borrowed black and red.

"This is the Blue Area of your moon," the Skrull leader explained. "You are now standing in the Luther Crater, on the edges of the Blue City. The Cotai and Kree built this area together, the Kree building the Blue City, the Cotai fitting together a complex ecosystem: the one which currently allows you all to breathe."

"How have we not known about this?" Ororo demanded. She was swaying, the lack of an earth atmosphere causing her to swallow back sickness.

The Skrull gave a look of supreme disdain. "You were barely able to explore but a portion of your own moon and then could not even penetrate the simple perception filter and discover what was right under your eyes."

"Noses," Kitty corrected. "The phrase is under your noses."

The Skrull made another disdainful expression. "Indeed."

"It looks deserted," Scott noted, surveying it with the eye of a captain.

"It is," the Skrull informed. "When we judged the Cotai's achievements greater than that of the Kree, the Kree murdered the Cotai and Skrull and left. It has been abandoned since, making it the perfect place for the duel."

"What is this duel, Chuck?" Logan grumbled, turning to Xavier.

"Arin'n Haeler," the Professor elucidated, "is the Shi'ar duel of honor which can be extended to any member of the warrior or ruling classes, and which cannot be refused. Obviously, we are dueling for the right of who decides the fate of the Phoenix."

"Jean," Scott said, putting his arm over the shoulder of the silent redhead who was glancing at the abandoned equipment of the Kree city.

"Then if you understand our ways so well," Lilandra cut in harshly, "I see no need to drag this on. My champions stand ready, Xavier of Earth. What of yours?"

"We fight those guys?" Logan pointed with claws extended at the black and blue glad Shi'ar Guard. "Any rules?"

"Subdue your opponent," Lilandra explained. "Loss of consciousness, surrender . . . yes, even death: all count as victory for the one left standing. All must be defeated on one side for victory to be complete."

"Simple enough," Bobby said, squaring his shoulders. "Any catches?"

"Only those within the battle may be attacked," Lilandra continued. "Those outside are to be left so. Any movement to destroy anyone other than the proscribed members results in an immediate loss."
"Well then, ain't no use talkin, n'est-pas?" Rogue growled, in her eerie borrowed Cajun accent. "Allons-y, eh?"

"Sooner we get this over the better," Scott agreed. Lilandra and Xavier nodded in unison. With the Skrull and Kree leaders in tow, they moved into a ring of what appeared to be blue lightning, cut off from the rest of the atmosphere but still visible and able to watch.

The X-Men turned to the Imperial Guard. Ten tall aliens dressed in blue, some Shi'ar, some not, all formed ranks twenty feet away. A tall violet skinned-alien stepped forward.

"I am Kallark," he called, with a voice like ground-up iron. "Praetor of the Shi'ar Imperial Guard. I fight for the Empire, and I warn you that I will not let pity stop me from defeating you by any means necessary. Not even compassion for your little ones will stay my hand."

"Good," Bobby shot back. "'Cause we're not to worried about hurting you!"

Kallark dodged as a spear of ice went soaring for his head, before dropping a few feet short.

"Damn it!" Bobby gripped his throwing arm.

"It's a different atmosphere," Kitty whispered. "We—" She flung herself at Bobby and phased just in time to avoid being taken down by a shot from one of the Guard's guns.

"Guess smack talk time is over," Logan growled, and let loose a fierce cry as he hurtled towards Kallark. Four Guards aimed their weapons at him. Scott took out one with an optic blast as Logan dodged the second. Jean telekinetically flung the other two aside.

"Ah!" The redhead dropped to her knees and clutched her head as she felt the Phoenix beat its wings inside her mind.

Logan grinned as he faced off against Kallark. "You and me, Lavender."

"Indeed," Kallark said, before dodging with impossible speed one of Logan's claws. "I suppose this is your world's version of challenges and mockery."

"Ain't anythin' so special, bub," Logan snarled, whipping another strike at the Praetor's head. "You just remind me of flowers and blueberries."

Kallark caught Logan's fist. "Curious. You remind me of a rabid dog, lacking discipline and training." With a causal thrust he launched Logan into the air. The Wolverine crashed heavily onto the cold, moon rock.

Piotr was engaged in a battle with three Guards who were finding it difficult to get past his armor. Bobby found himself fighting the nature of the ecosystem to create ice. Kitty was spending almost as much time helping him dodge laser shots from the Guard as fighting herself. When Bobby's shield of ice collapsed under the barrage from three Guards, the laser hit Kitty, who went down like a rock.

"Katya!" Piotr heaved a punch at one of the Guards, knocking her out, and thundered towards his fallen friend. Bobby was weakening as blow after blow from the Guards got through his defenses. Piotr arrived a second too late to prevent the ice mutant from falling under a stray laser. Piotr covered his friends' bodies with his, wincing under the focused firepower now aimed at him.

There was a flash of brown-and-white hair and suddenly one of the Guards shooting at Piotr was
flying across the plain and landing heavily in a crater. Rogue whipped her leg around in a
gymnastically enthused kick, landing it on one of the female Guards' jaw before whipping out an
upper cut that dropped the Shi'ar and then shrugging off a laser blow as if it was a fly.

"Never seen you fight like that before," Piotr grunted, wincing.

"Nor me, mon ami," Rogue slurred, before grabbing her head and groaning. A Guard took the
opportunity to fire another shot at the slim mutant. Rogue seethed, flinging one of her hairpins at the
soldier. It glowed a brilliant red before exploding into the Guard's chest.

"It's like having Remy and you here at once. It is wonderful!" Piotr praised, trying to lift Kitty up in
his arms.

"Non, ce n'est pas ma faute," Rogue groaned, her whole body beginning to glow red-purple. "Please
. . . I did not mean . . . don't, veuillez arreter . . . you lied to me . . . vouz avez menti a moi . . . no,
non, NO!"

With a scream not her own, the energy burst out of Rogue's body with a blinding, concussive blast.
When the haze cleared, Rogue, the four Guards, Bobby, Kitty, and Piotr were all unconscious.

"No!" Ororo groaned, looking at the fallen bodies of all of the young students. A Guard fired at her
and she attempted to summon wind to knock him back. But like Bobby, the atmosphere did not
recognize her command. With a gasp, she collapsed as the laser hit its mark.

Logan was gasping with rage, pain, and indignation as Kallark gripped both of the Wolverine's
wrists and bent the claws back in on themselves, towards his chest.

"You can still surrender now," Kallark offered. "I have no need to take your life."

"Ram it up your purple ass, bub," Logan spat. Kallark shrugged, and with a slight increase of force,
rammed both of Logan's claws into the mutant's own chest.

"Logan! Damn!" Scott swore. "Jean, please, we have to end this before we all end up dead!"

"I know," Jean swallowed. "But Scott—"

"I know you want to hold it in," Scott grabbed her shoulders. "But—" The optically powered mutant
gasped and shuddered as the laser hit him, his back seizing up as he crumbled into Jean's arms.

"Scott? Scott!" Jean screamed. "No, no, no, NO!"

No.

Kallark grabbed a weapon from his fallen comrade and aimed and fired at the screaming redhead.
The laser beam was within an inch of her head when it froze in place. Slowly the mutant rose and
turned to reveal the full power of her black eyes to the remaining Guard.

"No," the Phoenix said. With a wave of her hand, the laser beam expanded to a wave. It flew at the
Praetor and his remaining fellows, demolishing them in a wave of brutal light.

COMMERCIAL BREAK

Luther Crater, Blue Area Of The Moon
The Phoenix surveyed the strange plain she found herself on. Above her was the endless vastness of space . . . a universe in which to spread her wings.

Jean.

No. The Phoenix grimaced, shaking her head, trying to drive the voice out.

Jean, please listen to me, Xavier pleaded. You have to regain control of yourself. If you don't—

"No!" The Phoenix spoke, and her voice was like an unearthly bird-call. "No, this body is mine now. I am free and I am never going back."

"No, Jean please— damn!" Xavier swore, an occurrence as rare as the entire situation. "Lilandra, please, listen to me—"

"I'm sorry Charles," Lilandra said, her voice trembling. "But she's already committed one destruction of a planet and all its life. She could do it again and again—"

"And your solution is—" Xavier shuddered when Lilandra nodded grimly. "Plan Omega," she said aloud. "This solar system can be sacrificed so the rest may live. The needs of the many outweigh the needs of the few."

"And who are you to decide to destroy an entire solar system of life?" the Professor thundered. "How does that make you any different from Jean?"

"For the universe's sake, look at her!" Lilandra grabbed Xavier's chair and forced him to turn and face the preening Phoenix. "Does she even look human anymore? I am willing to die right here with you all—"

"Yes, and break your sworn oath," Xavier countered. "Is that something you're willing to sacrifice?"

"If that is what it takes to keep an entire universe safe, then yes." Lilandra drew herself up. "I am willing to live with that burden."

"Then do what you must do," Xavier answered shakily.

"Charles," Lilandra began, but the Professor turned away. Lilandra nodded again, before running over to the stunned Skrull and Kree delegations.

Logan, Xavier thrust his mind out into that of the rapidly healing mutant as hard as he could manage. Logan, listen to me. You must reach Jean. Now, before . . . well, before the end of our world.

"Uh," Logan groaned, as he removed both claws from his now mending chest. "Not too much pressure on a guy, huh, Chuck?"

Logan, Xavier spoke again. Look.

Logan raised his head and felt his mouth go dry. The burning goddess who glided effortlessly on the air with eyes as black as night seemed a world away from the Jean he knew and loved.


Phoenix rounded on him. "Oh, you." She smiled, the heartless smile of a queen who knew no human need for mercy. "Still alive, then?"
"So are you." Logan forced himself to stand. "Still flyin'."

"Of course." The Phoenix raised a disdainful, elegant brow. "I am beyond death now."

"Jean," Logan attempted. "I know you are in there—"

The Phoenix's gaze narrowed and Logan was thrust heavily to the ground.

"When you speak to me, you address me by my name," Phoenix demanded. "Not hers."

"Then she is still in there?" Logan continued. "She can hear me."

"She is nothing but a frightened girl crying inside this mind, overwhelmed by the lesser side of human fears and emotions," Phoenix said scornfully. "Why you pine after her is beyond me."

"I bet a lot is beyond you," Logan snarled, and Phoenix whipped him to the ground again. "She doesn't cry for you," Phoenix taunted. "It was her lover there being struck down that sent her fleeing." She gestured to Scott's still form.

"I know," Logan forced out. "But it doesn't matter."

"Doesn't it?" Phoenix frowned. "You are jealous of him. You do not like him. Shouldn't this give you anger? Or joy, that your rival is no more?"

"Jean is so hurt she is letting you take over," Logan answered back. "How could I be happy about that?"

The Phoenix tilted its head to the side in an intensely bird-like gesture. For a moment Logan thought he saw the black in her eyes dim. "You love her," The Phoenix stated, as if examining a strange twelve-legged creature.

"Yes," Logan answered bluntly.

"You would die for her," Phoenix continued.

Logan swallowed. "Yes."

The Phoenix laughed, a laugh like knives and glass shards. "Then embrace me," she said, and the air rippled around her like five, forming wings as she spread her arms. "Embrace me and burn."

"Jean?" The groan was slight, and his voice quiet, but Scott's soft whimper froze the Phoenix in her path. "Scott?" she said, as if in a voice from far away.

"No!" Phoenix thundered, shaking her head.

"Yes, YES!" Logan launched to his feet and moved forward to grab the Phoenix by her shoulders. The fiery air around him stripped away his very skin even as it repaired itself, so that he looked like a constantly molting snake.

"Jean, look at him! Look at him!" Logan demanded. "It's Scott, do you see? Scott's alive."

"No," the Phoenix said, harsh, burning. "No," said a softer voice, unwilling, scared.

"Yes, yes, Jean, listen!" Logan demanded, shaking her and fighting back the pain of his peeling skin. "Listen!"
"No," Phoenix whimpered, trying to fight off all the voices now, from without and within. "No . . . I won't let her . . ."

"Jean? Jean!" Scott dragged himself to his feet and stumbled towards her. The Phoenix's eyes flared with inner fire. Logan screamed in agony as the heat and pressure around them nearly stripped him to the bone. Then the blackness went out and Logan dropped to the ground, panting, as Jean stared at Scott with wild eyes. "Scott," she whispered.

"Yeah, it's me," Scott said, moving slowly towards her. "Jean, it's okay. We won. It's okay."

Jean moaned and laughed. "No," she said. "No, we haven't. She's still here. Still fighting me— ah!" Jean clutched her head. Scott rushed to hold her up by her shoulders. "No, no. I got you. It's okay. You're safe."

"But you aren't," Jean said, her voice low and shaking. She looked to where Logan lay gasping but alive, to where Ororo and Rogue and Piotr and Kitty and Bobby were slowly moving, standing up, showing signs of life. "None of you are. None of you will be."

"Jean—" Scott tried to hold onto her but she pulled away. "I'm sorry," she said, running backwards. Scott tried to hobble after her, still in pain.

"No, stay back!" Jean screamed, and Scott froze. "Please, don't let this . . . don't let this ruin you," Jean said, raising her right hand slightly.

"Jean," Scott said, louder, trying to move towards her. She raised a hand and held him back telekinetically.

"I love you," Jean said, her right hand moving slowly. "I will always love you. I know you know that, but I think sometimes you need to hear it. And I want you to know it and keep it with you . . . even when . . ." Jean trembled, but closed her eyes and let out a deep breath. "Even when I'm gone."

"Jean, what are you talking about—" Scott finally looked in the direction of her right hand. A medium sized barrel was floating towards her, attached to a series of wires.

"No, no, no!" Scott screamed, realizing what she intended. "Don't, don't you dare—"

"I love you." Jean was crying now, shaking through her whole body. "I love you so much, so much . . ."

"No, no!" Scott tried to run against the tide of her power, but even struggling to maintain control she was too strong.

"I love you," she forced out again, as the Kree bomb moved towards her. "Goodbye."

"NO!" Scott ran forward against her telekinetic power. "No! Jean—"

The weapon flew at Jean as she stretched her arms out and flung her head back. It collided with a colossal bang, and the resulting explosion threw Scott and Logan back over fifty feet. Hitting the ground with a large thud, Scott looked up only just in time to witness the explosion cascade away from the point of origin towards the Blue City. He screamed at the empty space where Jean had been, he screamed as the teleport activated, he screamed as the X-Men and the delegation materialized back on Earth.
"Scott." Xavier was beside him now, a firm, gentle hand on his shoulder. "Scott—"

"Take us back," Scott said, his voice a dark, low croak. He forced himself to his feet. "Take us back."

"The threat has been neutralized," Lilandra said in an unsteady voice, her remaining Shi'ar and Kree allies huddled around her in true fear. "We hope that now there can be peace between our systems—"

"Peace?" Logan lunged forward viciously. He was stopped only by Hank, who stood with the rest of the school on the grounds. The rest of the Institute was staring, stunned, at the aliens and their bruised and battered fellow mutants.

"If you hadn't come back here she would still be alive," Logan snarled. "You killed her!"

Lilandra gave a low bow. "We acknowledge the sacrifice of Jean Grey in the destruction of the entity known as the Phoenix. She will be honored by our people. We will owe you and her a great debt for many years to come."

"Get out," Scott spat. "Take your debt and your army and your empire and get out. Get out, get out!"

Lilandra and her contingent bowed again. At her signal the teleport was activated and they faded from Earth.

"They killed her," Scott repeated. "They killed her!"

"Scott," Xavier began, but the grief-stricken mutant would not be calmed. "They killed her!" Scott screamed, causing a wave of terrified muttering to pass through the younger Xavier students. "They all killed her! She saved them. She saved all of us, time and time again and when it was down, they killed her, killed her . . . we killed her, we killed her . . ."

Bobby and Kitty clutched each other while Piotr supported Rogue. Ororo let herself fall to her knees and wept silent tears. Logan struggled against Hank's hold, growing slowly weaker, his body shaking as sobs claimed him. Xavier put his head in his hands and the surrounding student body was silent save for the sound of tears.

"She's dead," Scott moaned again and again and again. "She's dead, she's dead."

**COMMERCIAL BREAK**

Front Grounds, Xavier Institute, Four Weeks Later

*Hero By Heather Dale Plays Over The Following Scene*

"Yes, thank you, if you could all try to find your seats, please." The Professor's voice was soft and weary as the school community gathered on the grounds in the seats spread out before the podium. Behind Xavier stood the shining black headstone embossed with the inscription 'Jean Grey: 1974-2004.'

"I don't know how well I'm gonna be able to handle this," Kitty whispered as she settled between Bobby and Piotr.
"If you need to ... you know, cry," Bobby said bravely, "You won't be the only one."

"Well, we don't need to hide it here," Kitty said pointedly, watching as Bobby paled slightly and turned away. "We all miss her."

"Yeah, well ... some have more right to it than others," Bobby muttered, shifting in his seat.

"Bobby," Kitty said, forcing herself not to groan at still having to try and convince him of it yet again, "You didn't do anything to make this happen—"

"Can we just not, please, not now?" Bobby pleaded, and Kitty bit her lip. Piotr sighed heavily. "It doesn't feel right," the Russian said softly. "The school — it does not feel right without Dr. Grey."

"I know." Kitty's eyes watered. "I dream she's still here, and it just makes waking up so much harder."

"Yes, dreams," Piotr looked askance. "Sometimes I see Dr. Grey in dreams. Then sometimes I see Illyana and—" Piotr swiftly shut his strong Russian jaw and stared straight ahead.

"Hey Kitty, girl," Rogue murmured, as she walked over gingerly. Kitty stood up and gave Rogue a fierce hug. "I don't want to do this," Kitty whimpered.

"Me either, sugar," Rogue whispered, hugging her friend hard before letting go. "It all don't feel real."

"'Be all righ' petite," said the scruffy yet still ravishingly handsome red-eyed mutant who sat down beside Rogue. "Dead don' hafta mean gone. 'Sure Jean can hear you still, ce sera bien."

Kitty just nodded at Remy. When Bobby put his arm around her she buried her head in his neck.

"Never heard you speak like that before, Rem," Rogue ventured cautiously, looking over at Remy from under her long lashes. "But I guess ... you probably saw more death than some of us."

"Why would you say that, chere?" Remy kept his voice relaxed, but Rogue could feel him tensing. "Jus' ... how you seemed to have worked out a way to deal with it, is all," Rogue said lightly. "From what you told Kitty."

Remy just nodded, and Rogue raised a shocked eyebrow. Remy always had an answer for everything. But ever since he had come out of the coma, he had been as cautious as a cat around her. At first Rogue had assumed it was the natural terror of what her powers could do to him now that he had felt it. But he was every bit as physical and teasing with her as he had been before. But whenever the conversation seemed to veer into discussing his past, the preternaturally come-back powered mutant clammed up.

"Remy, could you—" Rogue began, not sure how to phase her question. Remy turned to her. "What, chere?"

Rogue swallowed hard. "Could you kinda ... put your arm around me?"

Remy flashed his winning grin. "Oui, c'est mon plaisir." Rogue carefully made sure her hood was up as she leaned into the Cajun mutant's arms.

"Well," said Xavier to the waiting populace. "There is no easy way to begin an occasion such as this one. For all of us this has been a time of grieving, of reflection, of attempting to reconcile ourselves to the situation. But now that we have had some time to process, I want us to remember Jean Grey
with joy in our hearts, for all that she has done with her life and what she chose to do with her death.

Jean was many things: a student, and a teacher. A doctor who, like all of us, needed at times to be the patient. She was loving and loved by all. She was a friend and family to so many of us. Jean was never the type to push herself forward, yet she had strength within her that others drew upon every day. I don't need to tell you all that Jean was loving, and caring, and responsible, and always there for a student or friend, young or old. In her time here she has shown this to be so to each and every one of us. And I know we will all, each and every one of us, miss her.

Jean knew what it meant to be human. In the last days of her life, she had the opportunity to be more powerful than anyone else on this Earth. And yet, Jean resisted this power, despite its natural allure. For Jean, power was never an end unto itself. Jean was always committed instead to living a life dedicated to those around her. For her, there was more glory in sitting at home amongst friends than in a lonely seat of great power. And so, when it came down to a choice between her life and the lives of so many others, Jean made the choice that she has always made, every day of her life for as long as I have known her. In the last days of her life, Jean Grey could have lived as a god. But it was more important that she die a human."

Xavier's voice shook, and his hands gripped the podium. "So let us—" He swallowed. "Let us remember Dr. Jean Grey every time we make a choice that benefits everyone but ourselves. Whenever we take the hard road that we know will be cleared later for the ones we love, whenever we stand up at our own risk for others . . . let us remember our friend, and . . ." Xavier's voice cracked as the tears forced themselves down his face, "and let us remember her strength, as we look for ours to be able to say goodbye."

Silently, each member of the Xavier Institute for Gifted Youngsters walked past or up to Jean Grey's grave to say goodbye. Kitty was trying hard to keep her loud cries muffled, as she let a violet fall on her teacher's headstone. Bobby let silent tears fall as he and Piotr supported her. Rogue placed a rose on the freshly dug earth with trembling gloved hands that in a moment of sudden need reached out to hold onto Remy's.

Hank hung back, heavy, shaking sobs racking his blue body. Ororo stood by his side, singing a low, aching Kenyan song of loss and farewell. The grey sky clouded and the rain began to fall, wetting the weather witch's pained, dry face.

Xavier waited until all had left save Scott and Logan, gesturing some lingering students along.

"I had suspected you two would want to say goodbye alone," Xavier said gently. "Take all the time you may need. The rest of us will be able to handle the students."

"Thanks Chuck," Logan said softly. Scott was silent as the old man wheeled away.

"She's really gone then," Logan said, after a long, long silence.

"She kept saying sorry," Scott said, his voice as rigid and controlled as the rest of his body. "Sorry, sorry . . . because she knew." He turned to look over at his some-time rival, some-time friend. "She knew, Logan. As soon as we reached the moon, I think. She knew she was going to do it. Even after we won. I just . . . we had won."

"We had, maybe," Logan offered after another silence. "But it was her battle, Scott. Her mind, her body . . . we couldn't fight it for her. Much as I know we both wanted to, she was always going to make her own decision. There was nothing we could have done."

Scott looked away.
"Hey." Logan put his large hands on the other man's shoulders. "Look at me. Hey." The other mutant looked up from beneath his dark shades. "There was nothing you could have done," Logan said firmly. "And it doesn't mean you didn't love her enough. We all loved her, and she knew it. That's why she made the choice she did."

Scott's jaw tightened, and then relaxed. "I know," he whispered.

Logan nodded again, as if to himself, and then, with rough, shaking hands, let his own rose fall onto the pile atop the grave. "Bye Jeanie," he whispered, before turning away and walking heavily back towards the school.

Scott ran his fingers over his own rose. "It's gonna take some time," he said aloud, to the tombstone. "I can't just . . . make it all easy and accept it, Jean. I'm still angry you made this decision, and I'm still gonna wonder . . . I . . . I love you . . . but . . . I'm not ready to say . . ."

Scott tightened his jaw and let his rose fall as he turned resolutely away to stalk back to the school. The rose drifted down slowly, hovering for a few moments in the air, before being swiftly pulled to the ground.

**ENDING CREDITS**

**Promo For Next Season:** Secrets are revealed and created. Battles are fought, won, and lost. Something sinister is on the horizon . . . but what else is new for our fine X-Men? Season Two is on the way.
Tonight: Mutant High: Revolutions returns to NBC! After it's enormously successful first season helped the network garner an ardent new youth fanbase, the show's second season premiers tonight. This season's spoilers have fans abuzz with promises of episodes delving into the popular Gambit's background, an episode based around Storm's blurry past, and an arc which incorporates one of the most popular and most historically powerful of the X-Men cannon.

And without further ado...the season two premier!

Unknown Alien World, Sim.

"Last" By Nine Inch Nails Plays Over This Scene

"Foolish human. You should have stayed within your own galaxy and minded your own affairs." The Shi'ar charged up the weapon he held to Bobby's throat. "But now you will die."

Bobby winced as the weapon charged and fired off — sending the Shi'ar hurtling backwards.

"Seemed like you needed some help, homme," the grinning red-eyed mutant said, twirling his bo staff with one hand and holding out the other to Bobby.

The ice-wielding mutant took it, rolling his eyes. "I had him on the ropes," Bobby grumbled.

"Sure you did." Remy nodded. "This one just helped it along."

"If you two old marrieds are finished discussin' the daily weather," growled Logan as he speared a Shi'ar through the chest. "Maybe you could help your two gals out over there with some real work."

The giant Canadian snarled and whirled around to pull the spear recently lodged in his chest out to behead another alien who sprayed him with yellow ooze.

"Well, he's jus' a giant ball o' cuddly rage, him." Remy shook his head before taking off at a gallop and using his bo staff to vault onto a plateau.

"Yeah, Scott takes it out on himself, Ororo takes it out on plants," Bobby muttered. "And Logan takes it out on us." With a sigh, Bobby took off at a run.

"Kit, you still got those forty on our flank, sugah?" Rogue called out to her friend as she fended off a fresh Shi'ar assault. The white-striped brunette swerved under an alien broadsword which glowed orange, and came up to punch the off-worlder in the chest, sending him flying and taking out three of his comrades in the process.
"Oh totally," Kitty responded. The petite mutant aimed a roundhouse kick at one adversary's head whilst bending and disarming another with smooth dancer's grace. "I can——"

The two aliens Kitty had been fighting found themselves flattened as an enormous boulder was dropped on them by a metal-skinned mutant.

"Piotr!" Kitty whined. "I had them! I'm not a damsel in distress here. I just eviscerated these blue-greeny guys who bleed red gas! I think I can handle myself!"

"I am sorry," the giant Russian said, hanging his head and managing to still looking sheepish even as he punched an oncoming alien with an iron fist, causing the face in question to cave in on itself. "I —"

A Shi'ar let out a war cry and sped at both mutants. Kitty crouched into a fighting position. "Oh, bring it so on," she said pityingly.

The alien's cry was cut short as he became a block of ice. Kitty nearly hissed in frustration like the animal from which she took her name. "Bobby!"

"What? Logan said you needed help!" Bobby offered, as he slid over to her on makeshift ice skis.

"Urgh!" Kitty threw up her hands. "Contrary to all of your opinions, and that includes old Grumble Fuzz, I do not need constant saving! How come Rogue never gets treated like this? I never see any of you running to her aid!"

"This is a blatant lie, c'est pas vrai!" Remy protested, stabbing a giant red alien with his bo staff while Rogue jumped on another's back and held on until she had broken its neck. "This one does it all de time! Mais ma chere, she sometimes does not take it so well."

"You mean she punches you if you start it," Kitty harrumphed, as she phased to avoid a blast from a Shi'ar warship in orbit above them.

"Oui, petite," Remy agreed happily, charging a rock and sending it at three aliens. It exploded, spraying green guts over the desolate landscape.

"Where are Forge and Jubilee and Northstar?" Piotr asked, groaning as he lifted one giant alien and used it to squash four more.

"Down." Remy panted. "And lucky fo' dem. Can't see this ever endin' of our own free will an' there's only one way I see it endin' otherwise."

"Um, guys?" Kitty asked. "It looks like we've got reinforcements coming up on this side." She pointed to the wave of Kree soldiers coming upon them from the west, a whole line of tall blue humanoid figures giving screeching battle cries.

"We got an army comin' from here too!" Rogue hollered, as hordes of Shi'ar charged up the east side of the plateau.

"We've got the high ground, people," Bobby said, icing the sides, so that the aliens slipped and fell when they tried to scale it. "We can just pick 'em off one by one."

"C'mon, mon ami," Remy said, whipping his staff around to knock one alien in the jaw and kicking him back into his fellows. "Don' you t'ink we — merde!"

"Remy!" Rogue yelled as her boyfriend went down from a Shi'ar blast to the chest. "God damn it!"
"Bobby—" Kitty began, phasing just in time to avoid a slicing blow from a humming purple sword. She turned and kicked the giant Kree warrior in the chest. "We can still—"

There was a loud roaring and grinding as a huge black spaceship swooped down on the mutants from above. It aimed a laser at the small troupe.

"Blast," Bobby groaned, as the spaceship did.

"Dead, dead, dead," Logan growled, storming over to the young X-Men as the Danger Room session powered down. "What the hell was that at the end?"

"Um . . ." Kitty looked around. "A giant spaceship making us all dead, dead, dead?"

"Wrong!" Logan growled. "I saw you all give up, that's what it was. I got no more time for that crap, not here, not in the field. You give up and you're dead." Logan's fists clenched, and his jaw twitched. "And we can't have any more of that here."

The students watched as the huge Canadian stormed off and then roused themselves enough to lumber after him.

"Aliens," Remy growled, limping along beside Rogue. "This one never does well with aliens."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Shadowcat: Ellen Page
Colossus: Enver Gjokaj
Jubilee: Julia Ling
Forge: Rudy Youngblood

Guest Starring: Nicholas Brendon
Rec Room, Xavier Institute, North Salem, New York

"Jubilee? Does something just feel . . . wrong to you, still?" Kitty said, sitting elegantly on top of the plushy couch the young X-Men frequently monopolized in the crowded recreation area.

"How do you mean, Kitty?" Jubilee asked, as she finished up a Sudoku puzzle, and turned to her friend.

Kitty sighed, flipping the pages of her math book back and forth aimlessly. "Just . . . I feel like we've frozen. No one is really moving forward since . . . well, you know . . ."

Jubilee frowned in confusion.


"Yeah, but . . . I feel like no one talks about a bunch of things," Kitty groused. "I mean, take Bobby for example. I know he feels guilty still about that Shi'ar girl who died and how he led the mission. He always feels like team leader, even when we don't expect him to be. So he always feels responsible. But when I try to talk to him about it he just won't listen!"

"And he should listen to his girlfriend," Jubilee said smartly, kicking up her legs and folding her hands behind her head.

Kitty groaned. "Jubilee, don't start. We aren't boyfriend and girlfriend, we're just . . . I don't know. He barely seems to want to even be my friend, period sometimes. He's shutting down on me, on everyone. I just don't want him to turn out like—" Kitty stopped up short, looking down and coloring. Jubilee leaned forward. "What, him to end up like what?"

"You know." Kitty glanced at her sideways. Jubilee blinked, waiting.

"Like Scott, okay? I don't want Bobby to turn out like Scott."

"Ah, I see." Jubilee nodded. "So . . . you don't think Bobby will be your boyfriend any time soon?"

"Not at this rate." Kitty picked at her nails tensely. "I mean . . . you remember what I said about last night?"

"Uh . . ." Jubilee sucked on her bottom lip.

"Oh c'mon Juju!" Kitty rolled her eyes. "About me . . . and Piotr . . .?"

"Oh, of course." Jubilee nodded. "That."

"Well." Kitty swallowed. "I mean . . . we talked, we kissed, and whatever, but . . . I just feel like if I go with Piotr now, then Bobby will slip even further away. Like, you know how sensitive he can be. I'm worried if I go with Piotr then Bobby will just take it as a sign to pull away even more."
"Not that he'd thank you for sneaking around with Piotr just to spare his feelings," Jubilee pointed out.

"No, of course not, it would crush his male pride and all of that. God." Kitty hit herself lightly in the forehead. "Look, Jujubee, I just . . . I think I'm gonna go study in my room," Kitty said, collecting her bags. "Before I say anything else I really, really shouldn't."

Lower Level Hallway, Xavier Institute

Bobby had tossed the ball into the air, frozen it, caught it, and smashed the ice with his fist so many times the blood from his cuts was beginning to coat it red. By now the pain in his right hand had numbed, so he switched to his left.

"Bobby?" Kitty called, as she came around the corner quietly.

"Oh — hey Kitty," Bobby said, a bit startled. Catching the ball and setting it down he tried to inch his right hand out of sight.

"Oh my God, Bobby what did you do?" Kitty gasped, noticing it before he could hide. Bobby held in a groan when Kitty grabbed his hand, wincing as she gently spread it open. "It's nothing."

"It's not nothing!" she exclaimed. "That looks, like, so painful. Why would you do this to yourself, Bobby?"

"Oh, now don't make a big thing over it, okay? It's a couple of cuts. We get a lot worse in a training session," Bobby said roughly, pulling his hand back.

"I'm sorry." Kitty held up her hands. "Forgive me for caring."

"It's not you, it's . . ." Bobby shook his head apologetically. "Sorry. I'm just . . . under a lot of pressure, I guess."

"Well, you know you could ease up that pressure if you just didn't push yourself so hard," Kitty offered. "I mean, I would have thought after that last mission, you know with the Shi'ar, that you might want to take a break from the whole team captain thing. You know . . . wait until you are really ready."

Bobby frowned, eyes narrowing at the petite mutant. "What do you mean?"

"Nothing, just that . . . well you've always really wanted to be the leader," Kitty said earnestly, "and you kinda rushed it. And after what happened, I thought maybe—"

"Are you saying I got that girl killed? That it was because of me? That I would let that happen again? Happen to one of us?" Bobby raised his shaking voice.

"No, no," Kitty said smoothly. "But Bobby, you can't control everything. Sometimes when you want something so bad that you rush it—"

"You screw it up, is that it?" Bobby snapped, furious and hurt and more than a little bit ashamed. "You saying I need to step down? That I'm what — a liability?"

"Bobby—" Kitty tried to soothe. "Bobby, wait!"

But Bobby was already walking away. He threw the iced ball hard at the floor. Kitty watched it shatter.
Rec Room, Xavier Institute

"I never thought I'd see the day when Remy Etienne LeBeau admitted he was scared of somethin'," Rogue purred as she leaned in as close as she dared to her Cajun boyfriend.

"Well get you' self a postcard, chere, 'cause it don' happen often, tell you what. But this one feels free to admit you drivin' Logan's motorcycle scares him, fo' true." Remy nodded emphatically before shooting Rogue his million-watt grin.

"You've driven your own motorcycle about a hundred times. Why should this one be so fearful for you?" Rogue taunted.

Remy raised an eyebrow, his cat-who-ate-the-canary grin widening. "When did dis one ever say an'thin' 'bout it bein' the motorcycle? It's de driver that scares me!" He laughed as Rogue swatted him. "Hey now, it's no' jus' me. There's Bobby! Bobby, tell this one what you said before—"

Bobby brushed past Remy as he headed for Piotr. Three of the younger students shrieked as Bobby slammed his fist into the back of the big Russian's head. The room stilled as Piotr turned around, cracking his neck. "I hope you will please explain why you have done this, my friend."

Bobby barked a harsh laugh. "Right, friend. 'Cause that's just what you are. Out with Kitty behind my back and then you lie to my face about it because you don't think I can take it? Like I'm so pathetic I'd be threatened by you?"

Piotr slowly put up his hands. "Bobby, I don't think you are in your right mind but if you want to know why we did not mention anything to you, it is not because we do not respect you—"

The riveted, gathered crowd gasped as Bobby jumped again at Piotr, who dodged far more quickly than one would expect of a man of his size. "Bobby, I don't want to fight you—" Piotr tried to explain.

"Good, then just stand still," Bobby snarled. He moved to leap after the larger boy again when two sturdy Cajun arms wrapped his in a tight hold.

"Hey, hey, mon ami, relax. Calme-toi," Remy said in his smoothest bourbon-and-honey voice. "C'mon, leave the Russian alone, oui? We'll go have a talk out here, and you can punch Remy as much as you'd like if you still feel de need, you."

Remy caught Rogue's eye and then jerked his head over towards the other end of the room where Kitty had just entered. Rogue nodded, siddling over to where Jubilee had already met Kitty, who was quickly realizing many of the whispers around were of her name.

"Um, what's going on?" Kitty laughed uneasily, glancing left and right at all the students who refused to meet her eyes.

"Bobby, uh . . . Bobby just picked a huge fight with Piotr, hun," Rogue offered carefully. "Somethin' about you and Piotr . . . but you know he'll cool down soon. I mean look at how he warmed up to Remy once he got over us bein' together!"

"Wait, wait, wait!" Kitty said sharply. "What do you mean, me and Piotr? What— what was he talking about?"

"Just somethin' about you bein' with Piotr behind his back — but you ain't datin', so he'll know he's got no right to get angry once he calms down — and then about you not tellin' him 'cause a' pity or some such . . ." Rogue trailed off when Kitty rounded on Jubilee.
"How the hell could you do this?" Kitty hissed at the other girl. "I told you not to say anything!"

"I didn't!" Jubilee defended herself, wide-eyed. "He must have heard it from someone else!"

"There was nobody else!" Kitty shrieked. "You were the only one! Why couldn't you keep your God damn mouth shut!"

"I did!" Jubilee yelled back. "Why are you assuming?"

"Because it couldn't have been anyone but you!" Kitty insisted.

"Whoa, whoa! This doesn't have to be this serious, y'hear?" Rogue tried to step in between the other two angry mutant girls, acutely conscious of how the focus of the room had shifted to them. "Bobby will get over it. I know—"

"This isn't like you and Bobby, Rogue," Kitty snarled. "It's not that I was with Piotr. It's that he thinks I didn't tell him 'cause I pity him. You gonna tell me he'll just get over that?"

"Well it's no good yellin' at me about it!" Rogue snapped, losing her notoriously short temper.

"I wasn't! I was talkin' to her," Kitty pointed at Jubilee, who smacked Kitty's hand away.

"I. Didn't. Say. Anything!" Jubilee fumed. "And I'm not gonna stand here to get yelled at when I haven't done anything wrong!"

"Don't smack me, Jubilee, or I will—"

Front Lawn, Xavier Institute

"— take your damn head off! Let me go, LeBeau!" Bobby demanded.

"Oui, oui, look no hands." Remy held up his as he backed far enough away from Bobby to give the other boy his personal space. "Now, I know this one has been on the receivin' end of some of you' jealousy issues, but can't say I think Piotr is quite as deservin' as this one, him."

"Well . . ." The other boy wrapped his arms around his body and leaned back against a bench. "I can't argue with that."

"Merci," Remy said dryly. "C'mon now, know we need to let off steam, but we can't afford to really hate each other, us. Not wi' all de problems we gotta face every day."

Bobby let a slow smirk spread over his face. "Nope, can't argue with that either. But I guess it's easier for you, with your perfect relationship."

"Oh?" Remy ran a hand through his mane of hair. "Let's no' get 'head of ourselves. This one and Rogue ain't hardly perfect, mon ami."

"No?" Bobby baited, raising a brow.

"No." Remy charged and kicked a rock, sending it popping across the field. "As scared as chere is 'bout her mutation, knockin' this one out fo' a few weeks didn't do her no favors. An' havin' this one in her head . . ." Remy swallowed. "Can only imagine de kinds o' things she's havin' bouncin' 'round the back o' her brain."

"Things from your brain you'd rather she didn't see?" Bobby probed lightly.
Remy's red eyes flashed as he met the other boy's blue ones, before the Cajun relaxed back into his typical casual posture. "Yeah . . . would you want Kitty to come askin' you questions 'bout every lil' think in you past?"

"No," Bobby said. "Still, it couldn't possibly be anything that bad."

Remy swallowed. "Peut-etre pas pour toi. Mais pour moi . . ." Remy met Bobby's eyes again. "We all got secrets up in dis mansion, mon ami. Reckon we couldn't all live wi' each other we knew 'em all."

COMMERCIAL BREAK

Greenhouse, Xavier Institute

"Thank you again for volunteering to help me, Sid," Ororo said, as she gently watered a ficus, "I know this isn't as exciting as some of the other teacher's side projects are but—"

"No, I think something not-so-exciting is good around here," Sid put in earnestly, turning a potted plant so it faced closer to the sun streaming in from the west end of the greenhouse. "We kinda get more than enough excitement on a daily basis here. Sometimes it's nice just to be with green things."

"I agree," Ororo said, smiling at the boy. Sid gave her a huge grin in return. Ororo turned slightly away from the boy's eager eyes. "So, do you— does your mutation have anything to do with this?"

Sid asked.

"Plants? Oh no." Ororo shook her head. "No, I may have . . . connections to the earth to a degree, but I've never yet been able to make a plant grow where it doesn't want to!"

"What about . . . the other thing," Sid said, carefully changing the soil for some of the marigolds. Ororo smiled over at him, confused. "What do you mean?"

"You know . . . medicine. The magic kind of medicine," Sid put in gingerly. "I mean, my mutation is all about machinery and metal, but my grandfather always said I had a way with herbs and plants and stuff. And he's no mutant but he can do plenty of things—"

"Sid, I don't know about that," Ororo stated quickly. "I'm just a weather-powered mutant."

"I just heard you talking to the Professor the other day, though," Sid recalled. And you were saying something about powers you—"

"Sid!" Ororo's voice snapped out like the crack of thunder. The trees outside the greenhouse whipped at its doors with the sudden gust of wind. Sid stopped, chastened, his ears reddening. "Sorry."

"No, I— I'm sorry." Ororo took a deep breath, and the wind died down. "Everyone has things they are not really keen to talk about. This . . . this is one of them for me. I'm sorry."

"It's okay," Sid said quietly, wide eyes focused on the weather-witch. "It's nice just spending time with you for me."

Ororo took a sharp breath. "Sid, you know I'm your teacher and—"

Both mutants turned as a small explosion went off somewhere out on the grounds.
"Oh, what now," Ororo groaned tiredly.

**West Lawn, Grounds, Xavier Institute**

Remy gasped heavily as the smoking hole in the ground in front of him shuddered, before lobbing another charged rock at it, tossing more dirt and soil into the air.

"Well I'm sure that there ground was a real threat to ya, Remy," Rogue drawled.

The Cajun half-jumped, before turning to face the white-streaked brunette who looked at him with raised eyebrows. "Yeah . . . was sayin' foul things 'bout this one's girl, him," Remy recovered with another glib grin. "Had to defend her honor."

"Well she feels good and defended," Rogue joked. Remy nodded, trying to smile, but his whole body was shivering. "You don't look so hot, sugar," she observed.

"Really?" Remy laughed, abruptly, painfully. "Sure feel hot." He slowly extended his fingers. Purple-red light danced around the edges. He winced and dug his nails into his palms in a tight fist.

"You look like you might need to see Dr. McCoy, babe," Rogue said, inching closer. Remy looked up. "Babe? That's new. Never called this one . . . babe," he forced out, grabbing his arm with a groan.

"What's goin' on here?" Rogue asked. "I don't need to be a mind-reader to know you're hidin' somethin' righ' now."

"No' hidin'," Remy said harshly. "Jus' feelin' sick. That a crime now?"

"No, I don't think so. But you're the expert on crimes, Mr. LeBeau," Rogue said, folding her arms. "Crimes and secrets."

Remy looked up sharply, his damp hair swinging. "Oh, this now? You gonna pry me fo' my secrets, you? Jus' 'cause this one's a thief don' give you the right to steal what's in this one's head, chere."

"Is that what I did?" Rogue raised her voice. "You know, what ever it is you're so afraid of me findin' out? You can't hide it forever, babe. It all comes out eventually."

**Rec Room, Xavier Institute**

"Gonna kill 'em all," Logan muttered darkly, glaring around at the mess the young teenagers had made of the room meant for relaxation. "Fix it all at once. Don't worry though, you'll hardly notice. I'll clean up the mess and it'll be all quiet and peaceful for good around here."

"I didn't think you were the quiet and peaceful kind, Logan," Ororo said dryly, as she swept up the glass shards from the latest young X-Men dustup.

"Seriously, 'Ro, it's like they've all gone crazy today." Logan shook his head. "Any more of this, and I'm just gonna take the bike and go find the nearest—"

"Logan, don't be ridiculous right now." Ororo sighed. "You—"

"Ridiculous? How, exactly how am I being "ridiculous"?" Logan exclaimed, scowling at two preteen mutants who got too close. "I'm dead serious."

"Well, don't be!" Ororo said angrily. "I need your help here, Logan. You can't go running off like that. Especially not when the kids are having such behavior problems."
"Hey, I never signed up to be Mr. Counselor," Logan growled. "I'm here to teach 'em how to fight, not to get 'em to share their feelings. And it's worked out fine so far—"

"No, it used to work out fine," Ororo snapped. "But things are different now, Logan. We need to accept that and I need your help with more than just showing them how to fight."

"Why me?" Logan demanded, hunching his thick shoulders. "Why am I first choice for all of this?"

"Because with Scott... like he is..." Ororo bit her lip and willed back any treacherous tears threatening to break her composure. "I just can't do it all! Jean's gone, Logan, and we're going to have to start acting like it!"

Ororo and Logan stared at each other in stunned silence for a moment, before the big Canadian nodded.

"You're right," he stated. "We do."

Teachers' Dorms, Xavier Institute

"Summers! Summer's open up!" Logan growled heavily, banging on the door. "Look, it's been more n' two months, I'm almost at the point of eating the damn kids, and 'Ro's gotten grumpy about it, so unless you want to be cleaning up after a damn tornado open up!"

When no answer came, Logan snarled, and with a swift kick forced the door open. "Look Sparkle Vision, now I—"

Logan froze at the sight of the mutant before him.

"Jean?" he whispered heavily. "No."

She smiled. Logan was just opening his mouth to not-speak some more, when the red-haired mutant brought down a giant plank on his head with a sickening crack.

COMMERCIAL BREAK

Scott Summers Room, Teachers' Dorms, Xavier Institute

"Logan? Logan!" Ororo's voice was like another blow to Logan's aching head. The big mutant groaned and opened his eyes slowly to look up at the white haired mutant above him. "Mystique," he croaked out.

"What?" Ororo frowned, cupping his cheeks. "Logan—"

Logan launched himself onto his feet. "Mystique," he growled, prowling out the door, forcing Ororo to hurry after him. "She's here and she's loose again. She took Jean's form. Must have not gotten the memo."

"How did she get in?" Ororo shook her head, trying to gather her thoughts. "How could she have managed to get this close with all the new security measures?"

"We'll have to ask her," Logan stated grimly. "Let's collect everyone together and search for her in teams."

"How will we know her when we find her? She could be any one of us," Ororo pointed out. Logan stopped. "You're right. We'll have to smoke her out."
Rec Room, Xavier Institute

"Now this ain't the first time we've fought the naked blue bitch," Logan announced loudly to the assembled X-Men.

"Logan!" Ororo chastised in a hiss.

"—And it won't be the last," Logan completed. "Now, we've got a three-fold objective: find Scott, check in on all of the students, and find Mystique."

"How are we gonna find her?" Bobby asked, rubbing his bandaged fist. "She could be any one of us."

"She could," Logan acknowledged. "But as we've noticed, things have been more than a little off lately, so clearly she's already played her tricks on some of you. Think of this as a test of team cohesion: you'll all have to delve real deep into what you know about each other to make sure she isn't here now."

Ororo nodded. "Okay, we're going to split up into teams. Kitty, you're with Bobby. Rogue, you and Remy. Jubilee, you with Piotr, and Sid, you can come with me and Logan."

"Great!" Sid said. "Uh, I mean, yeah. Good."

"Me and Ororo and Sid'll go meet the Professor," Logan stated. "He may be able to sort this out. The rest of you go find Scott. And watch your backs."

Lower Level Hallways, Xavier Institute

"So that's why Piotr keeps running away from me?" Bobby asked Kitty as the two prowled carefully through the extensive lower levels of the Institute. "Because he thinks I punched him?"

"Did you?" Kitty asked baldly.

Bobby gave a wry laugh. "Don't you think if I were Mystique, I'd have punched you out by now and run off to do whatever my mission objective was?"

"What about if you're really Bobby?" Kitty asked, more quietly. Bobby stopped.

"No," He shook his head. "I could justify punching Remy when he was going after Rogue, because she was my girlfriend and we didn't know if we could trust him. But Piotr is a straightforward solid kind of guy: if I have to compete with him, at least I know he'll always be honorable about it. Besides . . ." Bobby grinned back at Kitty. "I know how mad you get when you think we're being too old-fashioned and chauvinist. If I started acting like that, you'd probably drop both of us."

"Damn straight!" Kitty smiled brightly. "And don't you forget it!"

Bobby nodded as the two rounded a corner carefully. "Look, Kitty," Bobby said slowly, "about . . . what you said before . . ."

"What before? Let's be careful, because it may not have been me saying it," Kitty reminded him.

"Yeah," Bobby said shortly. "You're right. It was probably Mystique, messing with my head."

"But . . . if you want to talk about it . . . I'm really here," Kitty said, placing an arm on his shoulder. Bobby froze, then sighed. "You said — or she said — that I was so eager to be team leader that I
ended up almost getting us killed. That I would get us killed, basically."

"Yeah, that was definitely not me," Kitty stated firmly, squeezing his shoulder. "Because I know you think that, on some level, Bobby, but you're wrong. I know if you're team leader you are responsible in part, or you at least feel it, but Bobby we all got out alive."

"Not all of us," Bobby practically whispered, the veins in his neck going taut.

"Her death? Wasn't. Your. Fault," Kitty said, whirling the taller boy around to face her. "It wasn't. If you've noticed, no one's come up to try and challenge you for team leader. No one is telling you you got her killed. You know why, Bobby Drake? Because we trust you. We trust you with our lives, so you should also trust us with yours. Because that's what being a team is. You aren't our parents, or Logan. We're in this together. No one expects you to be perfect except for you, and you need to give you a big, gigantic, huge, ginormous break."

Bobby smiled, broadly now. "So I am definitely Bobby?"

"Oh hell yeah," Kitty said, with a giggle. "No way Mystique could fake the way you brood."

Students' Dorms, Xavier Institute

"What do you think Mystique wants this time?" Rogue asked, her twang shaky as she tried to make her voice light. She and Remy peeked through one of the open doors into an empty room covered in posters and ripped magazine pages. Remy shrugged, twirling his bo staff casually. "Don' know. Never can tell with her. Like bees. Never can tell with bees, never can tell with Mystique."

"Did ya just make a Winnie The Pooh reference?" Rogue snorted, unable to hide her grin.

"Don' mock that honey-lovin' bear, you!" Remy protested. "Dat lil' bear was this one's childhood, him."

"Well, thank you for that; now I know ya Remy." Rogue laughed, pale skin flushing a happy pink. Remy glanced sideways. "So then, how do I know you really my chere?"

"Hmm . . ." Rogue pondered as they stalked the halls. "I could always toss you cross the room. Don' think Mystique could imitate my strength."

"Always with the violence wi' you!" Remy shook his head, his long hair whipping at his neck. "How 'bout a . . . nicer test?"

"An' put you in a coma for another month?" Rogue shot back instantly with a shiver. "No, sir."


"Huh? When did ya say that?" Rogue stopped and turned to face him, blinking.

"Nuthin'," Remy said swiftly, his red eyes skittering away from Rogue's big green-hazel ones. "Musta been Mystique and her tricks. It's nuthin', chere. Honest."

Teachers' Dorms, Xavier Institute

"Jubilee, how exactly will telling you my favorite romantic movies prove that I am myself?" Piotr asked heavily. "Since you do not know them, Mystique could say all kinds of things which are untrue."

"Trust me, big guy," Jubilee said flatly. "No one could make up the kinds of movies you like. No
one ever would."

"I will choose not to be insulted by— Professor Summers!" Piotr called out in surprise, spotting the form of their wayward teacher. The big Russian and the little magenta-haired mutant jogged over to where their teacher was opening the door to his room.

"What?" asked Scott wearily, his eyes dark rimmed.

"It's Mystique," Jubilee said, panting. "She's here, in the mansion. She took . . . a form and knocked Logan out. He's off leading the team—"

There was a grunt and a crash, and the door was thrust open from the inside by a storm-faced Logan covered in wood shards.

"No, he's right here," growled the Canadian significantly. "He just broke out of a closet someone stuffed him in."

"Bozhe moi," Piotr whispered.

Cerebro, Xavier Institute

"Professor?" Ororo knocked on the Cerebro door, her forehead creasing as she attempted to contact the Professor telepathically. Sid stood off to her right, as she knocked again. "Professor?"

Yes, Ororo, came the psychic reply. Just opening the door now.

"It's Mystique again, Charles," Ororo said rapidly as the door opened. "She's—"

Ororo was cut short by the fist to the back of her head. Sid screamed in fury as she fell like a dead weight to the floor. Leaping at the figure of Logan, Sid found himself immobilized by some kind of stinging spray to the face. He tried in vain to crawl over to Ororo's unmoving body. The doors to Cerebro closed as the not-Logan figure quickly walked inside.

The metamorph grinned at the Professor. "Hello, Charles. Long time, no see."

COMMERCIAL BREAK

Let The Record Show By Emilie Autumn Plays Over The Following Scenes

"Mystique," Professor Xavier muttered, gripping the sides of his wheelchair more tightly.

The mutant wearing Logan's face laughed. "Oh, what a useful friend that bitch has turned out to be. Got the whole school running around looking for her, so we should have time for a nice long chat."

The mutant laughed at the confused look on Charles Xavier's face. "Don't recognize me, Xavier? Here. Let me make it easier for you."

The mutant's form changed to that of a small, trim man with a face that looked as if its skin was collected from various different people.

"Kevin . . ." Xavier gasped, taking in the face of his old pupil in shock.

"Yes, now you remember," Kevin spat back at the old man. "Kevin Sydney, your good old X-Man
Morph. Well, Teach, I look around and I can't say I've been missed! You all seemed to have moved on without me."

"You were dead . . ." Professor Xavier murmured, dazedly. "You—"

"No, Charles," Kevin hissed. "I was left for dead. Very crucial difference. I was left for dead in Argentina, because you all needed to run off and fulfill the mission. You know I wasn't surprised at all Jean decided to off herself like she did. You always could inspire such loyalty in us all."

"Had I any idea—" the Professor tried to explain, and was cut off by Sydney's sharp laugh of disdain and fury. "Oh, spare me," the shape-changing mutant spat. "You would have moved on, created your new team. Though—" He giggled. "I can't speak for your current crop. Seriously, a bunch of squabbling, mentally disturbed teens? That's your new generation of X-Men? They won't do so well when the big change comes. And he's coming, Charles."

"Kevin, that shrapnel should have torn you apart—" The Professor attempted to process the presence of one long-considered dead. "It should have ripped you to pieces."

"Oh, it did." The shape-changing mutant giggled again. "I'm only as pretty as I am now because of a very, very good doctor."

"Kevin," the Professor began, "had we known—"

"You wouldn't have changed a damn thing!" Kevin roared. He stormed forward and lifted the Professor out of his wheelchair by his shirt. "You left me for dead, and you'd do it a second time if it meant saving this rotten world. Admit it." He shook the old man viciously. "Admit it!"

Xavier closed his eyes and focused, before gasping in pain.

"Yes, that's right." Kevin sneered. "Try and break my mind. See if you can sort through the pain, the feeling of your body burning, being ripped apart. I want you to. I want the guilt to eat you alive. Then I'm gonna beat it back outta you."

Outside Cerebro, Xavier Institute

"Oh God," Rogue gasped, running forward to slide down beside Ororo and Sid's motionless bodies. "They ain't movin'!"

"Gonna kill her, the bitch," Remy swore. "Gonna kill her."

"Oh God, Ororo!" Scott cried out. He ran over leading Piotr, Logan, and Jubilee at a run, stopping abruptly at Cerebro's door. "Of course she'd go for the Professor. We can't open it from the outside. Dammit!" He slammed his fist into the metal door.

"There has to be some way to get inside!" Logan roared, pounding on the reinforced steel.


"F— force open the door a bit," Sid croaked. "Then . . . Cy . . . use blast . . . should break the inner mech-mechanism . . ."

"Don't try to talk," Jubilee shushed again, slipping his head into her lap. She carefully smoothed the hair from his face. "Don't talk."
"No, he might have just found the answer," Scott said decisively. "We'll do it. Rogue, Piotr, you two take either side of the door. Remy—"

"If I send a blast up de middle might force some o' de machinery to fry," the former thief stated, already rubbing his hands together to power up.

"Then do it," Scott said, kneeling down so that his eye was level with Cerebro's scanner. "Once I see enough movement, I'll shoot. Logan, be ready to take Mystique out as soon as there's a clear shot."

"No problem," Logan growled, unleashing his adamantium claws.

"Alright, on my count, pull at those doors you two," Scott instructed. "Remy, fire in the hole. One, two—"

Inside Cerebro, Xavier Institute

"Kevin . . . please . . ." Xavier begged, wheezing as his former X-Man brutally abused him.

"Please?" Kevin laughed, delivering another swift kick to the Professor's chest. "Please let you go? Begging doesn't become you, Charles."

"Please . . . save yourself . . ." Xavier managed, over the pain to his abdomen. "Save—"

"Save myself? Save myself?" Kevin pulled Xavier upright, so his useless legs dangled below him. "That's what I did, old man."

Outside Cerebro, Xavier Institute

"Scott!" Rogue whimpered, straining as she pulled on the door. "Scott, I don't think we can hold it —"

"Just a little bit more!" Scott demanded. "Just a few more . . ."

Piotr said something loudly in pain-marred Russian.

"Just a bit more, bit more . . . Got it!" Scott touched the side of his shades and fired an optic blast into the now visible mechanism of Cerebro's door. The locks inner workings fizzled and sparked. The door shuddered open to reveal the Professor being dangled by an unknown man over the edge of Cerebro's platform.

"Logan, go!" Scott ordered, and the giant Canadian shot forward at a run. Eyes widening, the assailant tossed Charles forward to the edge of the platform, sending him plummeting downward.

"No, no, no!" Scott screamed. "No—"

A blur of long hair and trench-coat leaped off the platform and dove after the falling Professor. Rogue shrieked, there was a red-purple blast, and then Remy bounced back up to land on the strip with the Professor slung over his shoulders.

"Professor!" Scott, Piotr, and Rogue all ran to where their mentor lay gasping. The Englishman's eyes were on the battle still raging to the left. "Logan," the Professor coughed. "Logan wait—"

"You picked the wrong time to come back here, bub," Logan snarled, hoisting up the shape-shifter with his left hand and pulling back his right fist, claws extended. "Sayonara."

"Logan, no!" The Professor's scream echoed around the giant hall as Logan speared Kevin through
the chest. Kevin gasped out blood. "Ch— arles," he gurgled out, his eyes roving over to meet Xavier's shocked, horrified expression. "Logan, what have you done?" Xavier moaned.

"He was protecting you, from Mystique," Scott explained carefully. "Professor, are you alright?"


"She attacked you!" Rogue exclaimed, her voice rough with justified hatred. "She woulda killed you!"

"Look!" Xavier pointed. The mutants turned to examine the fallen dead man. "It's not Mystique. It's Kevin."

"Morph?" Scott's voice cracked. "No, that's impossible. He's dead."

"Apparently not," Charles replied, taking in deep breaths. "He said . . . he had found a doctor. I could barely reach his mind. He had prepared for me, setting up mental blocks made of his own pain and rage at being left behind when we thought he was dead. But he was sent here, sent by someone who clearly harbors more than a little ill will for us all."

"Magneto?" Piotr guessed, brows furrowed as he looked over the unfamiliar former X-Man's dead body.

"No." Xavier shook his head. "No one I recognize. It seems we have a new enemy, for the new year. Someone perfectly willing to dredge up old wounds and secrets. We've got an agent unknown after us, and Kevin . . . poor Kevin . . . he was never expected to succeed. He was merely a pawn . . . and a sign."

"A sign of what?" Scott demanded, his chest heaving as he tried to reconcile the fact of a new death of an old friend.

Xavier closed his eyes and let out a deep, painful breath. "I don't know . . . I don't know . . ."

ENDING CREDITS

**Promo For Next Episode:** When a terrifying enemy from Ororo’s past begins to haunt her dreams, she is forced to call upon powers she has long since denied. But will she be able to embrace her tremendous abilities and defeat it — or succumb to her fears and lose her sanity in the process?
When Ororo's past returns to haunt her, can the other X-Men save the weather witch -- or will she be drawn back into darkness?

Author's Note: Wow! Sorry for the long break between episode's folks. Halle Berry and Hugh Jackman were busy with other projects which caused scheduling conflicts. But we're back, and the next couple of episodes are full of excitement and drama which I'm sure you'll all enjoy!

Season Two, Episode Two: ShadowLand

Teachers' Dorms, Xavier Institute

Ondoka, kike. Vivuli, wao kuja.

Ororo gave a small noise of protest at the persistent whisper, but it wrapped around her mind, echoing as she opened her eyes. As soon as she did, it seemed as if the noise was no longer inside her mind but coming from farther away.

"Scott? Logan?" Ororo offered, half-hopefully. She shook her head. She wasn't sure when either of the two men would have had time or the inclination to learn Swahili. It must have been one of the psychic students, perhaps trying out their powers without fully understanding the consequences they could have when others dreamed and the borders to their minds were easier to cross.

Vivuli . . . vivuli . . .

"Hello?" Ororo said it louder and then with a groan, shoved off her blankets and stepped out of bed onto the cold floor, wrapping her robe around her. "Is anyone there?"

Ondoka . . . ondoka . . .

"Hello?" Ororo wished for a flashlight as she exited her room, padding slowly down the corridor. Out of the corner of her eye, she saw a shadow move quickly away from the moonlight streaming in through the window at the end of the hall.

"Wait, stop," she called out. "You won't get in trouble, I'd just like to — please, stop!"

Ororo hurried, her feet slapping the ground. It seemed the whispers sped up to keep time with her pace.

Ondoka, ondoka kike . . . vivuli, vivuli kuja . . .

Ororo whipped around the corner and stopped short with a strangled cry. Pitch black eyes penetrated her own and the shaking of bones drowned out any other sound until her head screamed in agony.

"Storm? Storm! Ororo, wake up!"

Ororo shot up straight in bed, her body drenched in cold sweat — or was that rain?
Logan held her shoulders as Scott and Hank stood by her open door, faces taught. Rain and wind lashed her room, spinning her dresser and clothes in a mad, mini-tornado.

"Sorry— I'm sorry," she choked out, willing the powers of water and air to calm down. "So sorry . . . so sorry . . ."

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Front Lawn and Grounds, Xavier Institute

"Alright kiddos," Logan announced, grinning as he surveyed the surrounding young X-men assembled outside on the sunny Institute grounds. "Today we've got a special treat for you all."

"I hate when he says that," Bobby murmured dryly, fanning himself with a hand that propelled all the cool moisture in the air towards his face.

"We've got a brand new kind of training course set up today," Scott explained, scowling at Bobby. "and it should be challenging but a lot of fun as well."
"I hate when he says that," Kitty echoed, causing Remy and Piotr to snort.

Logan glared. "Now, we thought it'd be a good idea for you all to get used to more . . . realistic consequences to your actions in the field then you get in the Danger Room," Logan plowed on. "So you'll be dukin' it out with our very own defense systems, which are primed to act as if you're all intruders."

"This one has the distinct sense of deja vu, me," Remy said dreamily, and was rewarded with a sack of mulch to his head, courtesy of an increasingly irate Logan.

"Alright then," Scott barked. "Since you're all so cavalier about this, we can get started without the prep talk which would have highlighted some ways to avoid traps and navigate some of the thornier issues. You all have ten seconds to scatter, before we begin the session, starting now. Ten . . . nine . . . eight . . ."

"Good going, you," Jean-Paul groused, shoving Remy, who just grinned. "This one's had to fight his way past all de flash and boom this place can offer, him," Remy assured, wrapping a bold arm around Rogue's waist, who laughed and pushed him away playfully. "Think we can make it through jus' fine, oui?"

"Think again, bub," called Logan, over the grass, an intensely wolf-like smile taking over his face. He nodded to a giant sinkhole which was rapidly engulfing the strip of grass the three young mutants stood on.

"Are y'all ever gonna learn not to bait him?" Rogue huffed as they ran, whacking Remy over the head with her gloved hand as Jean-Paul shot away with his preternatural speed, practically lifted into the air.

"Non, guess not," Remy shot back. "This one jus' too stubborn. 'Course, if I was 'fraid o' Logan, as I should'a been, would never have gone after you, chere."

"Oh, save it." Rogue rolled her eyes, turning around to sidekick a rising sentry gun and denting the weapon beyond use. Remy used his bo staff to vault over a second, throwing a charged card at it. He caught Rogue as the explosion threw them both back a few dozen feet.

"Will you two focus? My God," Kitty chastised as she phased through an electrified net primed to shock anyone it caught into oblivion. "Canoodle later. I think Logan and Scott may actually be trying to kill us this time."

"Nah, if Logan were trying to kill us he'd do it with his own two claws," Bobby reasoned, icing himself a path over a pit that had suddenly materialized before him. He narrowly avoided falling into the painful steel trap. "The whole honor thing."

"Scott would just make it slow and painful," Jubilee agreed, catching a shot from one of the sentry guns with a blast of her own, all of the mutants ducking as the fallout whizzed over their heads. "Endless lectures about how useless we are, and all the rules we've broken, and how we'll never make true X-Men status. He'd kill us with the power of his squareness."

"If they'd make it so all-fired painful for us if we pissed 'em off too bad," Rogue grunted, catching a foot long projectile in her fist and crushing it, "then why are we not finishin' up this here course before they truly do look to cook us?"

"They're not taking this seriously," Scott stated, glaring out at the young mutants as they laughed and joked while fighting off their home's defenses.
"Nah, it's not that, Four Eyes," Logan grunted. "It's that they don't take us seriously. They've seen scarier things than us now. It'll be a lot harder to make 'em listen when their old teachers tell 'em to jump."

"And how do you propose we get them to listen, then?" Scott asked, folding his arms. Logan shook his head. "Maybe we can't. Maybe they've grown up enough that — Piotr and Forge ain't out here, right?"

"No, they shouldn't be. Piotr is working with Hank, and Forge is in a session with the Professor," Scott answered. "Why?"

"Because there's someone out there." Logan indicated with a jerk of his head. "Who ain't supposed to be."

**Room 157, Xavier Institute**

"Now, when we characterize Somalia as a failed state, we have to understand what exactly that means," Ororo announced to her midday class, tapping the map of Africa on the board. "There are lots of countries where governments are corrupt, or where wars have broken out, but they are still not known as failed states. When we—"

**Vivuli, kike . . . vivuli . . .**

"If you could please all please not whisper in class, today, please," Ororo said, her voice abrupt. The students exchanged glances, but no one spoke. "Thank you. Now, the Somalian civil war—"

**One, two, three, four, one, two, three, four, one, two, three . . .** The beats began slowly but steadily to rise, growing deeper and more resonant.

"Would whoever is tapping on their desk please stop, please?" Ororo insisted, her voice brittle now. The students exchanged more glances, and Ororo swallowed. "Now, when the—"

**One, two, three, four, one, two, three, four, one, two, three . . .**

**Vivuli, vivuli, vivuli . . .**

"Will everyone please be quiet!" Ororo shrieked, whirling around with a whirlwind that stripped posters from the walls and sent notebooks and papers flying. There was total silence as the shocked class stared at her. Ororo could hear her rapid breathing and easily read the thoughts of the students from their stunned faces: of all the Xavier Institute teachers, Ororo was the calmest and most serene, the one students were most likely to run to with their problems, especially since Jean was . . .

"I'm sorry, um . . ." Ororo put a hand to her sweaty forehead and tried to gather herself. "Um . . . everyone please turn to page three and read the section on political factions."

The class erupted in whispers as Ororo hurriedly excited the room. She rushed up the stairs, aided by the winds which flowed and scurried behind her like anxious dogs. She reached the third level of the school in record time, and pushed open the door to the Professor's study. "Professor, I— oh, sorry."

Ororo took a breath and attempted to compose herself, as Xavier and Sid looked up at her. "I'll come back later," she apologized, flushing rose under her coffee-colored skin.

"Oh, it's quite alright," the Professor said in his warm, crisp voice. "Sid and I were just finishing up."

"Yeah, I can go. I'm good," Sid said hastily, lurching to his feet and grabbing his bag. He smiled
shyly up at Ororo as he passed the threshold. "Um, I'll see you Thursday? For extra help?"

"Yes, of course." Ororo nodded and Sid nodded back at her a few times before swallowing awkwardly and leaving the room, closing the door behind him.

Ororo turned to look at Xavier's half-smile, and let out a heavy sigh. "Please don't start. I have no idea what to do about Sid."

"Not at all," Xavier said, merriment in his voice. "It's perfectly natural for a boy of that age to have a crush on an attractive, older teacher. Goodness knows it's happened to every other teacher here at some point. I feel confident he'll soon find a young girl his own age over whom to spend his affections."

"Well, I hope so," Ororo said, and the wind rattled the windows as she waited.

"Storm," Charles said gently. "Would you like a seat?"

"Yes, I mean . . . sure," she said distractedly, sitting down heavily. "Professor, I'm afraid I'm going mad."

Xavier raised one eyebrow. "I believe it is said that simply being able to state that question is proof of sanity."

"I'm serious," Ororo said. "I've had flawless control for years now, but lately I've been having dreams, and hearing whispers, and drums, and the last thing I want is to turn out—" Ororo stopped abruptly, but Xavier was sadly nodding.

"The last thing you want is to turn out like Jean."

Ororo nodded.

"Well, I can certainly set up some time for us to work through whatever is causing this upsurge in your powers and loss of control," the Professor advised gently, "but getting to the heart of the issue may—"

"No!" Ororo winced, and then continued, "I'm sorry, Professor, but I really just need some control exercises. If I can work on adapting to whatever increase is happening, and keeping calm and clearheaded, then—"

"Ororo, if you've gone this long without any incidents like this, it is unlikely it is a result of your control merely slipping, or even a natural increase in your powers," the Professor explained patiently. "Far more possibly, this is the result of some emotional or mental issue which has reared its head due to recent events. Simply working on your control, I'm afraid, is merely a band-aid in this instance."

"Then a band-aid is what I can make use of for this," Ororo cut off. "I'm sorry Professor, but right now I just want to ensure the safety of the students. I don't need any accidents to happen because I'm searching my soul for some deep seated trauma."

**Front Lawn and Grounds, Xavier Institute**

"Hey, hey listen up," Logan said over the ear-piece to the younger X-Men. "We've got an unknown entity on the grounds. A real intruder, so be on the lookout."

Bobby looked up, trying to catch the eyes of the other mutants, who looked towards their team leader. "Is this part of the training?"
He could hear Logan's growl as if the man stood right next to him. "Would I tell ya heads-up if it was? Just find the damn weasel and bring him in, preferably with his ability to answer questions still intact."

Bobby signaled to the others to fan out and search. "Alright, we'll find him. Any idea what he looks like?"

"Small and quick!" Jubilee said excitedly into their coms. "And furry and— oh. Sorry."

"Alright," Bobby began. "We should coordinate—"

"I found him!" Kitty gasped into the com. Bobby whirled around looking for her. "What? Where?"

"Over hear!" Kitty said loudly. "And I—no!"

"Kitty!" Bobby yelled, hearing the tiny mutant shriek and then her com go dead. "Kitty!"

COMMERCIAL BREAK

MedBay, Xavier Institute

"Kitty?"

The little mutant groaned and opened her eyes, blinking at the white light of the MedBay. The blurry, hairy figure of Logan leaned over her, his face dark with worry. "You okay, Half-Pint?" he asked roughly.

"Yeah," she said, rubbing her temples. "He clocked me good with his stick."

"Did you get a good look at him?" Scott questioned, a blur on her left.

"Scott," Ororo scolded, slowing coming into Kitty's field of vision. Behind her the younger X-Men crowded around, their faces slowly showing relief that the petite teen was alright.

"No, it's okay." Kitty said, sitting up as her head stopped spinning. "I did get a good look at him. He was dark skinned, with long hair, and it had sort of dreadlocks in them . . ."

"Sort of dreadlocks?" Jean-Paul sniffed. He had very definite ideas about hair. Afros and braids were chic; perms were right out; and dreadlocks were frequently abused by those who had no business wearing them. "Worse than normal dreadlocks?"

"Well, they had all kinds of things woven into them," Kitty defended. "Bones I think, and different sort of charms and stuff. He wore black pants and a red shirt. He was really, really skinny, but he had white . . . chalk, I think, rubbed sort of all over his face. And this sort of equal armed red cross on his forehead . . ." Kitty trailed off, as she caught sight of Ororo's stricken look.

"I know—" The weather-witch fumbled, and then pressed on. "I know this man you speak of."

War Room, Xavier Institute

Pearls By Sade Plays Over the Following Scene

Ororo surveyed the intensely staring faces of her friends and students before closing her eyes, giving a silent prayer, and beginning.
"I lost my parents when I was ten. It was a cave in, in Nairobi. More accurately it was a building-in: the house from which my parents were taking pictures of the unrest on the street was hit by a makeshift bomb and it wasn't in good condition. We were all buried under it. I survived.

I don't have much memory of what happened after. I don't know who might have taken charge of me, or who found their bodies. I simply ran. I ran all the way out into the Serengeti and then I ran some more, because by then I had begun to realize things were happening around me that I couldn't control. You can all imagine how well running from your own mutant abilities worked out for me."

Some of the X-Men listening nodded or smiled, but their eyes never left hers. Ororo continued.

"I don't know how long I had gone without any real food or water when they found me. They say I wandered into the village with a storm at my back. It's a wonder they didn't cast me out as a demon, but the village shaman and healer said he'd had a vision of me. A wandering goddess, who would bring rain and heal the famine." Ororo gave a small grin. "Ananasi was always so sure of himself it was impossible for those around him to doubt. As you all know there are no hard and fast rules on how to train a new mutant, and they didn't even know that was what I was. They called me Mabedui Wa Kike: Wandering Goddess, because I had wandered into their lives."

Ororo cleared her throat. "Well, I saw no reason not to believe it at the time. I didn't know of any other explanation for what I could do, and they all seemed to believe it, so I ... then some travelers came. They were photojournalists with UNESCO, I think. It was enough seeing them to shock me out of ... everything. By now I had some measure of control. So I ran again, wandering, hitching rides, flying when walking would have meant death ... I ended up in Cairo, on the streets, surviving as a pick-pocket." She gave a small wink to Remy, who grinned. "And then I met Charles, and ..."

She shrugged, searching the faces of her friends and students.

"So you think this Ananasi," Scott offered, "you think he's the one Kitty found?"

"I'm sure of it," Ororo stated firmly. "She described him perfectly, and it would fit up with the ... disturbances I've been feeling lately. It's likely he had some kind of mutant ability to be able to deal with me and teach me."

"Do you think he's here to hurt you?" Jubilee said, lip trembling.

"I don't know," Ororo conceded. "I'd like to think not. He was a friend; a friend to me, and a friend to anyone who came to him for help. I never saw him act in anger when he could act in aid. But if he's heard of me since then, he may be angry with me for abandoning the village."

"He probably would have put Half-Pint out, if Bobby hadn't found her," Logan said harshly. "I say that means he's pretty testy about something."

"Then let us try and find out what exactly is the reason for his return and hostility," the Professor declared. "I want you all to split up into teams and patrol the halls. And be careful: we have no idea the extent of the abilities this man may possess."

MedBay, Xavier Institute

Ororo gently laid her hand down on Kitty's. "I'm sorry this happened to you, Kitty," she murmured. "I'm so very sorry."

The petite teenager opened her eyes. "I know, Professor 'Ro," Kitty said with a smile. "Not your fault I wasn't quick enough. I'll be up soon. Dr. McCoy is just being totally over-cautious."

Ororo smiled, but her lip twitched.
"I'm worried," Kitty said seriously. Ororo shook her head. "We won't let anything happen to you," she promised, tightening her hold on the young girl's hand.

"Not worried for me," Kitty explained. "Worried for you. He was talking about you, this Ananasi guy. He kept muttering these same words over and over again. It sounded like that Wandering Goddess name he called you, but he seemed so mad . . . crazed . . . like he was using magic or something."

Ororo's throat tightened. "I—"

Logan's gruff voice echoed through the room as he cleared his throat. Ororo turned towards the door where he stood, then back to Kitty. "I'll— I'll be right back."

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"What is it?" Ororo whispered fiercely, when Logan drew her out of the MedBay.

"We couldn't find him," Logan said quickly. "Now listen—"

"Couldn't find him!"

"Listen, 'Ro," Logan said heavily, taking her by the shoulders. "We'll find him, okay? If he's not on the grounds or inside the school, it means he's run off. But tomorrow we'll take the jet and—"

"No. No, he's here." Ororo was looking away, shaking her head. "He's here."

"I would smell him then. Listen, Storm." Logan forced her to look at him head on. "It'll be okay. I promise."

Ororo tensed and Logan felt the pressure in the room drop. "Storm—"

"You can't," she spat, pulling away. Logan blinked. "Can't what?"

"Promise," Ororo said, feeling a shiver go down her spine. "You can't promise that."

**Teachers' Dorms, Xavier Institute**

Ororo slept badly that night. She slipped in and out of dark dreams where shadows covered her face, preventing her from breathing. She finally gave up on sleep, kicking off her sheets and padding over to open her window. Her only request upon first coming to the school had been a room with a wide window and a balcony.

"So afraid to again be buried beneath heavy stones, Mabedui Wa Kike," murmured a figure made of shadows in the corner.

Ororo gasped. The windows snapped open with the force of the gale arising from her surprise and terror. "Ananasi."

The lean, long haired man grinned at her. "Oh yes, goddess. I have come for you again. You belong with us . . . Well." He waved his hand in a magician's pass, revealing a rattle of bone. "Your power does. Your soul belongs back in Africa . . . with me."

"You can't—" Ororo froze, as the room around her began to shake. "No. No!"

"Yes, yes, goddess," Ananasi crooned as the plaster fell from the groaning walls. Ororo screamed when her dresser nearly crushed her as it collapsed, and Ananasi's voice rose. "Yes. Send me your soul, so I can take you home . . ."
"Ororo!"

The weather-witch sat bolt upright when doused with the ice-water. In sudden rage, she whipped her arm at the one bearing the bucket, and Logan flew across the room.

"Storm, calm down!" Scott pleaded, grabbing her hands in an attempt to stop her causing any more damage. "It's okay, it's me! It's Scott! It's Scott!"

Blazing white eyes met his shaded ones as the room around the X-Men leader raged with the full power of the storm queen. Then, slowly, the milky whiteness faded, leaving only her terrified crystal blue as she gazed up at Scott, and then around the devastated bedroom.

"Oh God," Ororo whimpered. "Not this. Oh God."

COMMERCIAL BREAK

War Room, Xavier Institute

"We must be cautious," Xavier said, his voice and face grave. The X-Men, young and old, were all gathered, bright and early, and no one made a sound as they listened to the Professor. Every now and then someone would cast an uncertain glance over at Ororo, whose brown skin had an unhealthy pallor to it and who shivered even though the room was quite warm.

"Clearly this man is a formidable physical opponent and he obviously has some kind of psychic powers, as I have been unable to track him down using Cerebro," Xavier explained. "And so we will split into teams: Cyclops, Bobby, and Piotr, you'll patrol the lower levels. Wolverine and Jubilee, you'll take the grounds. Rogue, Remy, you'll take the upper levels—"

"I'll take the second floor," Ororo offered abruptly. Even the Professor's face showed uncertainty at that, but he nodded. "Very well. Kitty, if you would like to accompany Storm—"

"I'll go too! With Professor Monroe— uh, Storm I mean," Sid offered clumsily.

Xavier nodded. "Very well. I want you all to exercise extreme caution. If you see this man, or any suspicious activity, I want you to contact me immediately, and I will alert you all. No one is to take on this man alone."

East Lawn, Grounds, Xavier Institute

Logan sniffed for the third time and growled loudly. He motioned for Jubilee to follow him, claws extended.

"You get something?" Jubilee asked eagerly, her hands already glimmering with energy.

"That's just it, Sparks," Logan said, irritated. "I'm gettin' weird scents. I can smell that our buddy was here at some point, but I can't trace it now. Somethin's confusin' the scent."

"Maybe he's found a way to mask it?" Jubilee offered. "Like, with pepper or something?"

"Don't smell like pepper," Logan muttered. "No, it does not."

Hallway, Lower Levels, Xavier Institute

"What if he's not here?" Bobby whispered, pivoting to examine any shadowy corners where intruders could hide. Piotr brought up their rear, his arms already armed up.
"He has to be, Iceman," Scott replied, using Bobby's codename to indicate that he needed to take things seriously. "He's just using his powers to shield himself while he tries to get at Storm."

"That's just it though," Bobby argued. "What if he's not doing anything to Storm? It seems like she's terrified of the guy all on her own. I don't know, maybe there's something we're not—"

"Excuse me," said Piotr, unfailingly polite when interrupting, even in serious situations, "but did anyone hear that?"

**Third Floor Hallway, Xavier Institute**

"I hope we can get this guy before he drives Professor Monroe as crazy as the rest of us," Rogue noted, opening and closing a door to a classroom after quickly scanning it for anything unusual. "We need at least one sane adult on the premises along with the Professor."

"Don' know," Remy mused. "Maybe it's ol' Storm's time for a bit o' a break from bein' the responsible one, n'est-pas? If anyone deserves it, she does, oui?"

"It doesn't seem like she's enjoyin' it Rem'," Rogue pointed out. "I mean—"

Rogue's boyfriend caught her green-hazel eyes with his red-and black ones, and then motioned for silence. Rogue nodded, inching slightly towards a fighting stance. If the ex-thief thought he heard something, she would listen.

Remy waited for a long minute, and then sighed aloud. "False alarm, chere. This one must be gettin' rusty."

Rogue rolled her eyes. "Oh, for the love of God, Swamp Rat, you—"

Rogue didn't even have time to finish her sentence before Remy whipped his bo staff out and leapt into the air swinging. Even she couldn't suppress a gasp when her beau landed on the floor atop a struggling skinny black man with long hair and powdered skin.

"Yup," Rogue recovered. "That's him."

Remy grinned up at her. "Had to keep him off guard, chere. Couldn't let this one crawl away like a lil' spider again, non?"

"Non," Rogue agreed, bending down to grab the man's abundant hair. "Ananasi, is that your name, sugar?"

"Yes. "he man nodded, his wide dark eyes penetrating but slightly fearful as he gazed up at her. "The goddess, she has told you about me."

"Oh, she surely did," Rogue said silkily. "Told us you'd come to drag her back to your backwoods home. And that just ain't nice, now is it, Remy?"

"Downrigh' ungentlemanly," Remy agreed, pointing his bo staff at the tall man's head like a gun.

"No." Ananasi shook his head. "I did not. Neither did I hit your young friend."

"Oh, no?" Rogue asked. "You got a twin?"

"No, far much more," Ananasi informed. "I was possessed. Taken over by—"

"The big bad wolf? A zombie?" Remy mocked. "Freddy?"
"You must listen," the man pleaded, the desperation naked in his eyes. "I need to warn the goddess. This creature, he cannot be fought by storms or hands. He can take your mind and your will and make it his own."

"But somehow you're jus' fine now, hein?" Remy pointed out.

"Because he has left me," Ananasi explained. "Fled my body, and found another."

Second Floor Hallway, Xavier Institute

"So, this guy," Sid questioned, following Ororo closely on her right down the silent, echoing hallway. "He was your friend?"

"You could say that," Ororo replied, her mouth a thin, tight line.

"A really good friend who betrayed you," Kitty added, shaking her head as she hopped slightly along on Ororo's left. "Is there anything worse?"

"Why . . . yes, I suppose he was," Ororo conceded, frowning. "And . . . I guess not."

"Someone trying to drag you back," Kitty continued. "Into the mud and the squalor and superstition. Make you run naked with the antelope? Bring rain for all the painted worshippers?"

"Just one minute, Katherine Pryde." Ororo whirled around, her face icy with anger. "Now, as far as I've heard you've never traveled to Africa and though you may be angry at one man, that is no reason to indulge in those kinds of prejudices—"

"Why not?" Kitty snapped, grinning, and Sid took a step back from her. "You have. You scorn the people who worshipped you, you bury yourself in science, and you thank gods you don't believe in every day that you are evolved and cultured and free of blood magic and darkness—"

Ororo grabbed Sid by the shoulders and pulled him back against her as Kitty advanced on them. Sid choked on a scream as the petite mutant's eyes seemed to fill up with black smoke from the inside.

"So why lie?" Kitty-Not-Kitty hissed. "Give up your own prejudices, and come bury your soul back in the blood and the night with me."

Ororo's throat finally unfroze enough for her to release her scream.

Third Floor Hallway, Xavier Institute

"And you expect us to believe a demon possessed you to attack Kitty?" Rogue snapped, leaning over Ananasi so that he was inches from her deadly skin.

"There's more things on heaven and earth . . ." Remy muttered, and Ananasi closed his eyes and murmured something Rogue couldn't hear. "What?" she hissed. "What are you—"

Rogue, the Professor murmured gently in her mind, ask him if he will let me into his mind. We should soon learn the truth of this.

"Alright, Lady Smith Black Mumbaza," Rogue said, grabbing Ananasi by the scruff of his shirt. "My teacher's gonna take a little walk through your mind and see if you're lyin' to us, how's that?"

"I speak only the truth," Ananasi said calmly. "As he will see."

"He's all yours, Professor," Rogue offered. Ananasi closed his eyes and relaxed.
"Professor?" Rogue asked aloud, after a few long silent minutes ticked by,

*Quite, please Rogue,* the Professor demanded. *God . . . I know this man.*

"This guy?" Remy glanced down at the man on the floor.

*No,* the Professor answered. *The entity which possessed his body. Yes, he told the truth. But how . . .*

"Wait, sir— you're sayin' there really is a demon around possessin' people?" Rogue squeaked. "In real life?"

*Not a demon, Rogue,* Xavier spoke inside her mind. *A mutant. A mutant of terrible power. Amahl Farouk, the Shadow King of Cairo. A telepath without my compunctions against controlling others' minds. But even he could never take over another's body . . .*

Ororo's scream rent the air around them.

"The goddess!" Ananasi's eyes flew open. With a strength that shocked Rogue he shoved her off of him and leapt to his feet. He dodged around Remy and sprinted down the halls.

"C'mon!" Remy said, taking Rogue's arm and pulling her into a run. "Let's go."

**Front Lawn, Xavier Institute**

"That look like a natural storm to you?" Jubilee asked tremulously, pointing at the swiftly approaching thunderheads.

"No," Logan growled. "It looks like 'Ro's startin' to crack again. C'mon!"

**Lower Levels, Xavier Institute**

*Scott, Bobby, Piotr,* Xavier called upon his X-Men. *Rogue and Remy have found Ananasi, but our true culprit is a different entity altogether - and he's with Ororo.*

Scott turned to the two younger X-Men, who nodded that they'd received the message. "We're on it, Professor."

**Third Floor Hallway, Xavier Institute**

"Whoa!" Remy roared at Ananasi, when he stopped up short, blocking the choke point where the hallway turned. "We're almost at de stairs, us——"

Ananasi was shaking his head and digging in his heels.

"Remy, let's go!" Rogue demanded, turning around to gesture to her boyfriend. "We——"

Rogue screeched as Sid slammed into her from behind. Her reflexes took over as she grabbed him by the shoulders and slammed him up against a wall.

"Sid!" she hissed, letting him go when she realized who he was. "I could'a taken your head off!"

"I'm sorry! I'm sorry," Sid said. "But it's Kitty. She, she went crazy— her eyes went all black and she —"

"Like she was possessed?" Rogue questioned. "Like——"
Sid wasn't an exceptionally large kid but he packed a big punch that Rogue wasn't expecting. She stumbled backwards, clutching her jaw. Remy snarled, grabbing Sid around his neck and slamming him into the wall a second time.

"The hell was that, homme?" Remy screamed. "The hell was that?"

"Remy," Sid choked. "'Be-behind . . . behind you—"

Remy glanced over his shoulder just in time to see his girlfriend's eyes gleam an evil black, before her fist collided with his face.

**Second Floor Hallway, Xavier Institute**

"What if she ran back the other way?" Bobby demanded, following Scott as a run. Piotr pounded up behind them, arming up and shaking the floor.

"Just keep moving," Scott ordered, rounding a corner. Both boys gasped to see Kitty laying out flat on the floor.

"Kitty!" Bobby rushed to the small mutant's side, helping the groaning girl to raise her head up off the floor.

"ShadowCat, where's Storm?" Scott asked, ignoring Bobby's glare as he and Piotr helped Kitty to her feet.

"She— she ran outside," Kitty coughed. "Guys, he was in my head — I couldn't help it, I attacked Sid and he ran off . . . it was too weird."

"Stay with her," Scott ordered the two boys unnecessarily, before turning to run down the stairs and out the banging door to the front lawn.

Ororo hung in mid-air, clutching her head. Around her, lightning struck again and again. Rain and hail whipped trees from the ground and punctured holes in windows. Mini tornados bobbed up and down from the sky to the grass like bungee cords.

"Storm!" Scott called, rushing forward agains the torrential rains and gale force winds.

"Stay back!" the weather witch ordered, her voice booming. "I . . . I can't control it, Scott. I can't . . . ."

"Yes you can!" Scott said, as out of the corner of his eye he saw Logan and Jubilee run towards him and warned them back with a hand wave. "You've got the control. You always have it."

"No," Ororo moaned. "I'm . . . I'm going mad, Scott. Just . . . just like Jean."

Scott's throat tightened, but he shook his head. "No. This isn't madness, Storm. It's a mutant. A mutant took over Kitty and it's trying to make you doubt yourself but you can do this. You've just got to let us help you."

"It hurts . . . it hurts all the time . . ." Ororo gave a strangled cry. A bolt of lightning hit her full on, tying her like a white hot cord to the sky before vanishing as the white-haired goddess plummeted to earth.

Logan sprinted across the field faster than he'd ever run before and jumped in time to catch Ororo heavily in his arms as she fell. Scott and Jubilee rushed towards them as the whirlwind around Ororo
"Hey, you alright, 'Ro?" Logan said in one of his less gruff tones, as the others came down to kneel beside her.

"Give me a moment to tell," Ororo moaned. "Oh, my head . . ."

"Hey!" Sid cried out, his voice strangled and hoarse as he ran ahead of Remy and Anansi towards Ororo. She shrank back from the long-haired man, but Sid shook his head. "It's not him," he explained. "It's . . . this other guy . . . Aman . . . Amala . . ."

"Amahl?" Ororo whispered, and the winds began to whip up again. "No."

"Yeah," Remy said with a snarl. "An' he's got Rogue. She— he made her knock us out and ran off."

Scott, Ororo, Logan, students, the Professor's voice rang in their minds. Quickly, everyone convene in the War Room.

War Room, Xavier Institute

"We gotta find Rogue," Remy demanded as soon as the X-Men were gathered together.

"And we will, Remy," Xavier answered calmly. "We simply need to gather all our information and determine what we know about this being."

"Amahl Farouk," Ororo said weakly. Logan helped her to sit, and she let out a deep, pained sigh. "He was a crime boss in Cairo. I . . . worked for him. Not by choice. He had a . . . hold over us."

"Indeed he did," Xavier put in. "He was a powerful psychic who used his influence to force others to steal for him. But I vanquished him. I have no idea how he could have come back into his power now."

Ananasi was prowling around the rim of the room, his unfocused eyes watching the floor.

"How did you . . . vanquish him?" Scott asked, frowning at the use of the extreme term.

"I defeated him," Xavier explained. "In a psychic battle. He then fell into a coma and died when his mind could no longer support his body."

Ananasi knelt down and began waving his hands a few inches above the floor.

"So how is he back now?" Bobby asked. He and Piotr supported Kitty on either side, all three mutants breathing heavily.

"Perhaps he has found a new human host," Xavier surmised. "It would explain his ability to take over others' bodies and use them for his own purposes."

"What I want to know is how we're gonna find Rogue!" Remy demanded, the red in his irises blazing. "Now!"

"Remy, please." Ororo raised her hand. "Please."

"The boy's heart is guiding him where your minds fail you," Ananasi spoke up. Logan rounded on him with a growl. "Bub, I don't recall anyone asking for your advice."

"And a good thing too, or I would not have been able to break this spell," Ananasi announced before
clapping his hands loudly. Before him Rogue suddenly appeared, lying groaning on the ground where she had not been a moment before.

"How the hell did you do that? What did you do?" Logan growled as Remy ran over to Rogue's prone figure.

"I simply showed what was there," Ananasi explained, standing up to face Professor Xavier, his dark eyes boring into those of the old man. "What was hidden from us. Our eyes saw it but it was blocked in our minds. As it is still, from the rest of them. But you know that."

"What the hell are you talkin' about?" Scott muttered, looking between Ananasi and their longtime mentor. Xavier sighed, and then gave an uncharacteristically cold chuckle. "Oh, very well then. The game is up, I suppose."

He continued to laugh as his eyes went black.

COMMERCIAL BREAK

War Room, Xavier Institute

"Professor!" Scott started towards the figure of Xavier. Ananasi jumped in front of the team leader. "Keep away from him!" Ananasi barked. "Touching him will let him inside of you."

"We have to help him!" Scott roared, trying to push the surprisingly strong, wiry man aside.

"No!" Xavier struggled and a little of the black faded from his eyes, leaving them a warring ground for the two basest colors. "He . . . is right . . . I cannot control this man for long . . . go . . ."

"But Professor—" Scott tried to deny. Everyone present watched in horror as the black returned to choke out the natural coloring of Xavier's eyes as he managed one last plea. "Go!"

Front Lawn, Xavier Institute

"Okay, well now what the hell do we do?" Bobby exclaimed, once everyone had stopped running. Scott turned to look at Bobby and his eyes ran over the X-Men. Remy supported a limping Rogue, while Ororo shakily stood beside Logan. Jubilee, Kitty, Sid, and Piotr stood around Bobby, who had crossed his arms and was staring the team leader down.

"I don't know," Scott admitted, quickly following up with, "but we should evacuate all of the children from the school. Get them somewhere safe—"

"Where's safe?" Jubilee pointed out. "If he's got the Professor's powers he can reach us no matter how far we run."

"We should have stayed and helped him," Bobby accused. "We shouldn't have run."

"No." The X-Men turned to Ananasi, who shook his head. "No, there is only one way to help him. We must destroy the evil spirit which haunts him. The spirit which has taken hold of all of us."

"You mean Amahl," Sid stated. "Who is this guy?"

Ananasi turned to raise an eyebrow in Ororo's direction. She swallowed, but spoke. "Amahl Farouk. He's a crime lord. He called himself the Shadow King. He forced a lot of Cairo urchins to work for him. When the Professor found out, he . . . disagreed. He defeated Farouk in a mental battle and
Farouk died. He died! So how is he back now?"

"As a telepath maybe he found a way to exist as psychic energy," Kitty offered. "He seems to be doing fine as long as he has a host body."

"So how the hell do we get rid of him?" Logan growled. "None of us are telepaths!"

"You do not need to be a mutant to defeat this man," Ananasi stated calmly. "You need magic."

"Oh, that's great, Papa Voodoo," Logan scoffed. "But we're used to fighting this kind of thing with stuff that really exists."

"No, you' not." The others turned to look at Remy. Rogue craned her head onto his shoulder as the Cajun passionately explained, "Sorry, but dis one's seen his fair share o' magic and this is it, mes amies. We don' need a telepath we need a mambo or a houngan to exorcise this devil."

"Oh, please," Scott rolled his eyes. "Devil, magic, this is just—"

"I think he might be existing on the spirit plane," Sid interrupted. "My grandfather taught me how to reach it. Maybe if we can battle him there we can help the Professor defeat him for good this time?"

"This is insane," Ororo snapped. "We are not— not witch-doctors and shamans! You are all mutants. We're all mutants. We'll fight him off the way we always do — like mutants."

"You did not always fight like a mutant," Ananasi said slowly. "As I think you remember."

"Because I didn't know better!" The wind raised with Ororo's voice. "I am a mutant, an evolved human, I have atmokinesis, I'm not a witch—"

"You once knew how to kill an evil spirit and heal a soul," Ananasi continued inexorably. "I do not think you have forgotten how."

Ororo's eyes went white, and the skies darkened. "You're trying to drive me crazy, just like Jean!"

There was silence between the X-Men as the wind raged around them. Slowly, painfully, Scott walked over to the weather-witch.

"Storm," he said carefully. "We're always finding out new ways that our powers work, new mutations. Maybe this is just his way of describing his. All I know is, we need to try something. We can't let the Professor fight this alone."

The X-Men waited. Ororo closed her eyes and slowly the wind died down.

"Okay," she said, in a voice barely a whisper. "But I promise nothing."

"What is that stuff?" Bobby asked, as Ananasi sprinkled a powder over the makeshift fire Logan had started on the grounds.

"The powdered horn of a dead rhino and baby sweat."

Bobby blanched and Ananasi grinned up at him before breaking off into a cackling he-he-he of a chuckle. "No, boy. Salt, sulfur, and a root from my home country," the thin man explained. "It will help to guard our bodies so that the Shadow King cannot take them while we journey to his realm."

"Is that what's on your skin?" Rogue ventured. The man shook his head with a good-natured smile.
"No. Only white powder. It shows I travel among the spirits and belong to a different land." Ananasi glanced over at Ororo who sat unblinking beside Sid. "The goddess once wore only this powder on her skin."

"You know we have powers too," Kitty put in. "Does that make us demi-gods or something?"

Ananasi smiled sweetly but shook his head. "As you would say in America, a very nice try. But it is not only your abilities which make a goddess or a god. It is being a person who arrives at the right time. Someone sent to help a people, with a connection to all on the earth . . . who comes from the earth, and will go home to it someday."

"I'm not a goddess, Ananasi," Ororo spoke up. "Just a mutant with mutant abilities."

Ananasi just smiled. "As you would say. The time is ready now. You and I and the boy will travel while the others watch over us."

"What if something happens to you, when you're . . . asleep?" Scott asked uncomfortably as Sid and Ororo lay down. The smoke from the fire was rising and the others stepped back so they wouldn't also be overwhelmed.

"I will make sure the boy and the goddess return to their bodies before the Shadow King can catch them," Ananasi promised significantly. Scott glanced at the other two and then nodded. The slim man lay down near the prone bodies of Ororo and Sid and began to hum under his breath. The surrounding X-Men waited, and then suddenly the fire blazed higher.

"I hope to God we know what the hell we're doin'," Logan whispered. "Any God."

Somewhere...

"So, we're just in a desert?" Sid questioned, opening his eyes to take in the white, white expanse around them.

"Amahl is from Egypt," Ororo explained, looking around the blinding sand that seemed so real. "He must feel most comfortable here."

"But I thought we were meeting him on the spirit plane," Sid questioned. "I've been here before. It doesn't look like this."

"He has grown powerful in this world," Ananasi explained, walking forward slowly to join them. "He is creating it to his will. Everything is your will here. And the strongest will, will win."

"But— ah!" Sid jumped up, clutching his ankle.

"What, what?" Ororo asked, rushing toward him and halting as a tiny army of yellow scorpions surged towards the boy. "Deathstalkers."

"What?" Sid demanded. "Death what? This? Is this—"

"Relax, it's not real Sid," Ororo coached. "This is just in our minds."

"Feels pretty damn real," Sid winced, crying out as another scorpion jabbed him.

"You just have to remind yourself you control things here as much as he does," Ororo raised her voice. "He's not in control—"

"Oh, but my dear," said a voice which came from every direction. "I most certainly am."
Ororo began to spit back a response when the ground beneath her gave way. The sand turned hard and cracked. It dropped her down into a pit. Then the walls crumbled around her, trapping her inside.

"No." Ororo gritted her teeth, fighting against the overwhelming fear that came up whenever she was in an enclosed space. "No . . . this is not real. Your party tricks won't work on me, Shadow King. I've seen much worse since you!"

But the voice laughed as the cave-in continued around her and it was so very like the first time; the weight, the pain, the loss of air . . .

Somewhere beyond her panic Ororo could vaguely hear singing. A song of joy past pain, of fear overcome and fires walked through. She clung to the sound like a drowning woman, letting it fill up her mind. Slowly, steadily, the walls around her melted away, the sand dripping back into place. She stood, and it was on solid ground.

Ananasi smiled at Ororo, nodding with the pride of a father, before walking over the scorpions surrounding Sid and crushing them beneath his feet. He lent a hand to the boy to help him too his feet.

"It hurts," Sid winced, trying to appear strong.

"No more does it hurt," Ananasi stated, waving his hand over the boy's ankle. The swelling vanished.

Ororo smiled as she walked over to the other two. "I guess the King of Shadows didn't quite pack enough tricks in his bag, this morning," Ororo quipped.

"Do not underestimate him," Ananasi warned. "He—"

The man's eyes widened suddenly. "What?" Ororo demanded. "What—"

"Oh God," Sid gasped, his hand reaching out to grab Ororo's. She followed Sid's gaze down to Ananasi's chest. A great red hand sprouted out of his thin chest, clutching a slowly beating heart. Ororo and Sid watched in horror as the hand was slowly joined to an arm, then a body and a then face. Amahl Farouk was a large man, his face cloaked in a dark beard, his weasel-like eyes unremarkable. He would have seemed pathetic, were it not for the six inch razors he had instead of teeth.

"You should listen to him," the Shadow King stated, ripping his hand back from Ananasi's chest, letting the man drop into the blood soaked-sand. "You always need need a firm hand to guide you. Little one."

"No!" Ororo fell to his Ananasi's side, grabbing his neck and struggling to lift him. "It's not real!" She shouted at Amahl. "Ananasi, you can do it. Just— just push it aside. Remember, your will—"

"My will . . ." the long-haired man choked out, "was . . . to protect you. But . . . I cannot . . . only you can defeat him now. Use . . . your magic, Mabedui Wa Kike . . . only you—"

Ororo shook her head, tears that felt as real as any she had ever shed falling onto his face. "I have no magic."

"You have it . . . you always had it . . . re . . . mem . . . ber . . ."

Ororo watched as the light faded from Ananasi's eyes. She tightened her fists at Farouk's wheezy chuckle.
"But, he's alive," Sid said, his voice uncertain. "Right? He'll wake up—"

"Sid, I want you to leave now," Ororo instructed, as she looked up to meet Amahl's greedy, vicious gaze.

"No," Sid said firmly. "I am not—"

"I am your teacher and your elder, Forge," Ororo said with iron in her voice. She turned to look at the boy as she slowly rose. "I am instructing you now to go. Wake up."

"No." Sid shook his head as winds picked up around him and seemed to be blowing him backwards.

"No—"

Front Lawn, Xavier Institute

"No!"

"Kid! Kid wake up!"

Sid's eyes shot open as Logan shook his shoulders. He pushed the big man away and shot to his feet, to look through the fire. Ororo's body lay on the other side, eyes closed, still unmoving.

"No, no, no! Send me back!" Sid screamed. "Send me back!"

"Calm down, kid. Tell us what happened!" Logan barked, pulling him away from the flames.


"He's dead," Scott said, blinking, shocked. "He's really dead?"

"She's still there!" Sid howled. "Let me go back! She's still there!"

In the Astral Realm

"So you have become a woman then, little goddess," the Shadow King chuckled, circling Ororo. She never let her eyes leave his perverted face. "I've become more than you know."

Amahl laughed. "Ah. See, you were always one of my favorites. So clever and so powerful. No wonder Xavier wanted you."

"You will let him go," Ororo declared. The Shadow King let loose his booming laugh again. "For what purpose? I have taken a new body — the body and mind of the most powerful telepath in the world. Why would I abandon him?"

"You haven't taken his mind," Ororo surmised. "Or you wouldn't be here, fighting with me. He's proving too much for you. We'll both destroy you soon."

"Oh will you? Will you, little girl?" The Shadow King grew. His presence became that of the desert, of the sky, and Ororo felt her skin crack. She raised her hands to blow aside the winds and found none coming to her call.

The booming laugh again. "You see? You have no power in the lands of the astral and the mind. You cannot call the power of the storms here, little one. Now, I, for example . . ."

Ororo looked down at her arms and watched as her skin burned to the bone and reformed only to
bleed as if struck with thorns. She felt her insides contract and her mind slip into and out of panic. She heard the cries of her friends, her students, her Professor in pain, and she could do nothing, nothing to stop it. The fire burned her again.

"Call the rains, WindRider," the Shadow King's mocking voice said. "Put out the fires before they consume you!"

Ororo stared at her hand as the fire shone around her.

Remember.

Ororo remembered. She remembered feeling fear and dread as she walked through burning coals and leaping flames. She remembered forcing herself not to call rains but to summon the fire within so that her essence was that of the force around her. She remembered a song — a song of triumph and defiance and power.

The Shadow King had a limited range of emotions in his beady little eyes, but wonder and terror were reflected clearly when the white-haired goddess walked out of the flames. With a motion of her hand she banished them.

"It is my will," Farouk growled. "My will and my mind and my land."

"You are an unwelcome presence," Ororo declared. "You have taken what is not yours. You are a mabaya roho. You will leave this place."

"I will leave your decaying corpse in this place," the Shadow King screamed. Knives, poisonous snakes, crushing walls, blood and venom flew at Ororo. She simply made a gesture with her hands and continued forward. The snakes turned to loving pets at her feet, the blood to water. The walls dissolved and Farouk began backing up as she advanced.

"I crush you under my feet," Ororo said. "I hold power over you, and I use it to dispel you. I compel you and command you. You are dust on the road and I wash it away."

"No." Amahl shook his head. "I am the Shadow King. I own this place—"

"You are a shadow indeed," Ororo agreed and suddenly she was directly in front of him. "And I am the light of the sun, burning you from all of the worlds."

The Shadow King screamed as she raised her arms and the brightness shone. He came apart at the seems, and as a wraith-like blackness made one last attack, streaming towards her heart.

Ororo lifted her hand. "Roho mbaya, mimi watawashinda ninyi sasa."

The scream rent the astral plane as the darkness was consumed. Ororo lifted her arms and laughed as it rained in the desert.

Front Lawn, Xavier Institute

"Whoa, whoa — back up people. She's wakin' up."

Ororo opened her eyes and smiled at the clustered faces around her. "It is done."

"What is done? What the hell just happened?" Scott asked. "Ananasi . . ."

Ororo got up and the X-Men parted like a river so she could kneel beside the long-haired man's corpse. "I am sorry, Mjomba," she whispered. "I forgot. I forgot everything you taught me and it
almost killed me. But I promise, I won't forget again."

Taking a deep shaking breath, she stood. "Go to the Professor. I am sure he needs some help, although he should be alright."

Raising her arms she drew in a controlled wind which lifted Ananasi's body steadily, before dropping it into the flames. She felt a hand on her shoulder.

"You alright?" Scott reached out to put a hand on her shoulder and then pulled his arm back, something telling him he might still be burned if he did.

"Yes," Ororo answered easily, her eyes clouded as she watched the fire. "But I'll need a leave of absence."

"How long?" was all the team leader asked.

"Two weeks," Ororo answered. "I need to bring him home, Scott. I need to remind myself not to feel shame for the people I came from."

She felt Scott nod behind her. "We won't hold you back. We'll be right here when you're ready to come home. Because we need you too. We need our Storm."

"I know," Ororo said, smiling truly now, a little sad, a little joyful. "There is nowhere which does not need rain."

ENDING CREDITS

Promo For Next Episode: He's tried run from his past, but when a civil war begun by the underworld of New Orleans threatens to engulf the city, Remy must journey back to the place of his birth with his new family to confront the secrets and lies of his old.
Ain't No City

Chapter Summary

He's tried run from his past, but when a civil war begun by the underworld of New Orleans threatens to engulf the city, Remy must journey back to the place of his birth with his new family to confront the secrets and lies of his old.

Hey y'all! Sorry for the wait, I have been very busy -- I'm simultaneously working on a new novel, a script, and editing the work of another author -- but I just had to give you this chapter! These two are probably my favorite I've written, and if you love Remy, hopefully you'll let them too! Be sure to let me know, reviews are like "ratings" for this "show"!

Allons-y!

Season Two, Episode Three: Ain't No City

Teachers' Dorms, Xavier Institute

"Well, if you won't tell me, I'll find someone who will!"

"You go on and try that! See how that works out for ya!"

Logan shot upright, his claws unsheathed, and then groaned. No, it wasn't the shadowy organization of his dreams coming to pry his amnesiac mind for secrets. It was far, far worse.

"Not again," he growled, throwing off his covers and stalking downstairs.

A soft shadow moved to his right and Logan whirled around, his claws pointed.

A white brow arched elegantly. "I do hope you are not planing to break up this fight with claws, Logan?" Ororo chastised gently, as she pulled on her silk robe and followed him down to the kitchen.

"Might have to, 'Ro," Logan grumbled. "They gotta have some incentive to stop this crap."

"Well, let's steel ourselves with a different sort of mettle and hope we don't need to use violence to solve this, please?" the weather witch requested, before pushing open the door to the kitchen.

A bottle flew straight at Logan, who smashed it aside with his fist.

"Oh dear," Ororo muttered.

"Nice shot, Stripes." Logan glared at a green pajama-clad Rogue, whose faced was quickly turning bright red.

"Non, that's a lie," sneered the Cajun across from her, clad only in his boxers, "Because chere was aimin' for dis one and roundly missed."

"You're damn lucky she didn't, Gumbo," Logan grumbled, watching the cuts on his fist slowly heal.
"She coulda taken your smart-ass head right off."

"She coulda tried, she," Remy growled, glaring at his girlfriend.

"Rogue, Remy," Ororo now cut in, stepping forward with a glare of her own. "Have you not both been told that this is unacceptable behavior? It is the middle of the night and you are both up trying to kill each other - I hope I don't need to tell you you are both in trouble, especially considering this is the third time you've been warned to stop!"

"We thought no one would hear," Rogue mumbled, looking down. "That's why we chose the kitchen, Ms. Monroe."

"Oh, well it's nice to know even when the two of you are trying to tear each other apart you'll still work together to get it done," Ororo observed, folding her arms.

"Yes, that is an interestin' fact," Logan grinned wolfishly. "Well, kids, if you're determined to rip each other a new one, I'm not gonna be the one to stop you. Danger Room, ten minutes."

**Danger Room, Xavier Institute**

"Logan, I'm really not sure this is the best idea."

"Trust me, 'Ro," Logan assured, leaning forward on the control panel as they surveyed the two warring teen mutants below. "When you've got two soldiers who have issues, sometimes the best thing to do is step back and let 'em pound it out."

"For soldiers, maybe," Ororo pointed out. "For two angry boys or two angry girls, maybe also. But for two people in a relationship?"

"C'mon." Logan lit his cigar. "Bet half the couples in the world woulda stayed together if they'd set aside time to beat the shit outta each other."

"Logan!"

"What?"

"What? You got somethin' to say, Remy LeBeau?"

The flexible Cajun managed to leap over Rogue's head and tug on a length of her hair before landing behind her.

"Moi? Non." He shook his head. "Jus' whistlin', me."

"Yeah, out your ass." Rogue seethed, throwing an easy-to-dodge punch at her boyfriend. "Like ya always do. Couldn't answer a question straight on if your life depended on it."

"Maybe you should ask dis one a straight question, then!" Remy yelled, losing his cool thief's composure once again.

"I would if I knew what the hell I'd seen when I was in your mind!" Rogue snapped back. "For three weeks I had nothin' but nightmares and woke up with the worst case of guilt this side of the Atlantic - and I've had Magneto and Logan in my head, remember. And I know you're back to havin' em now, but you won't talk to me 'bout 'em-"

"I never wanted to talk 'bout 'em! Why can't you jus' let it go? I never asked you to go peekin' round
"You kissed me, Remy!" Rogue shot back. "I didn't have no choice in it either, but now what's done is done, and I need you to explain what the hell has got you runnin' scared, or I'll do some runnin' of my own, Swamp Rat!"

"Maybe you should, River Rat! Run back to ya nice, safe X-family and leave dis one be! You-"

Warning: Intruder, alert. Intruder on the grounds.

"Okay," Logan announced over the loudspeaker. "You two just stay there and-"

Remy and Rogue were already at the door out of the Danger Room, and Ororo sighed.

"Oh, c'mon Logan."

"What?"

"You didn't even try that time."

Mid-Level Hallways, Xavier Institute

The two southern-born mutants raced down the Xavier Institute's echoing halls, stopping up short when a shadow moved to their right.

"Texas Hold 'Em?" Rogue whispered. Remy nodded with a lean smile.

Rogue took off down the adjacent corridor while Remy ducked into the shadows and moved on silken feet in the opposite direction. His highly trained ears picked up a hint of movement and he swept his bo staff in a cross-block that the shadow dodged familiarly. Remy growled and moved in with another blow, managing to get a direct hit before the figure stumbled back into his waiting girlfriend's iron grip.

"Play nice and don't resist, sugar," Rogue growled, holding the confused, struggling figure tightly. "Wouldn't want ya to go rippin' your own arms off. Never a pretty sight."

Remy's eyes were glowing a particularly venomous shade of red as he reached forward and harshly pulled the black-clad figure's mask off.

"You!" Logan growled as he and Ororo turned a corner and looked at the intruder's bruised face. "In' that your brother, Gumbo? The one we so clearly uninvited last time?"

"Ain' got no brother," Remy growled, his accent making him barely understandable in his anger.

"Peace, Remy," Henri chuckled. "Maybe you tell your pretty femme to loosen up her grip on dis one? Ain' gonna get far."

"Why would I do that?" Rogue spit into his ear. Henri nodded to Remy. "Look at me in the light, lil' brother."

"Don' respond to that title no more, Henri," Remy reminded, but he flipped out a card and charged it enough to examine his foster brother by. The larger man was a sickening shade of grey tinged with blue under his tanned exterior. Remy pulled back instinctively.

"So th' Assassins finally got to you, huh?" Remy made his voice harsh even as it wavered, betraying him. "What'chu do? Steal too close to home?"
Henri smiled painfully. "Home is why I'm here, little brother. Home is bein' ripped apart by . . . well, don' wanna say zombies, 'cause then you'd think the poison in my blood already reached my brain . . . but don' know of any other way to explain it."

"Say it plain and simple and quick then," Remy snapped. "You . . . you don' got much time."

"Don' I know it," Henri said, coughing a bit, the blood seeping out of his mouth. "It's Julien. He's gone rogue . . . been killin' us off. All 'o us: T'ief, Assassin, civilians . . ."

"Can't be Julien, Henri," Remy insisted, forcing himself not to glance at his girlfriend, whose faced searched his as he forced himself to compose it. "Julien . . . Julien's dead, mon homme."

"He should be by rights." Henri nodded. "But he seem like a pretty lively stepper fo' a dead man," Henri chuckled, before breaking off into a rack of choking coughs.

"Rogue - let him go," Remy instructed.

"What? Remy-"

"Look, Kid, this guy tried-"

"He's dyin'!" Remy raised his voice. "He's got Assassin poison in him. He's only got a few minutes left and he ain' gonna be runnin' or gunnin' in the time left, so jus' let him go."

Rogue tightened her lip but loosened her grip. Henri slipped to the floor and Remy knelt beside him, propping the other man up.

"T'anks, chere." Henri nodded at Rogue. "No hard feelings."

Rogue snorted and looked away.

"Henri," Remy began. "Julien-"

"I know," Henri cut off. "I didn't believe it myself at first, me. But it's him. We all saw, clear as day. Shot him myself jus' a few days back. Fella got up and kept on walkin'. Runnin' actually. He's got somethin' in his system makin' him impossible to kill an' he's pickin' us all off, one by one. He-"

Henri broke off into a series of painful, blood spewing coughs.

"Easy, mon homme, easy," Remy tried to soothe, but Henri grabbed his foster brother's hand.

"You gotta come home, Remy," Henri begged. "Daddy . . . Tante Mattie . . . they ain' gon' be able to hold this city together for long. Need you, lil' brother. Else the Queen herself gon' fall all the way back into the sea."

"Henri-"

Henri's eyes widened as he began coughing viciously, blood spurting out of his mouth, his nose - then, dreadfully, out of his eyes. Remy closed his eyes, gritted his teeth, and waited for the death rattle to cease, rocking back and forth as his brother met his end.

"What," Logan said after a moment of pure silence, "the hell was that?"

Remy coughed back a sob of his own, before twisting his head around to meet the burly Canadian's face with a brutal smile. "That, mon ami, was my invitation to this year's family reunion."
Remy closed his eyes and took a deep breath. The first thing out of Logan's mouth after "What the hell was that?" was "It's a trap, Gumbo." Rogue agreed, and had explained to Bobby and Kitty before he could that Remy intended to march into a trap. They in turn informed Jubilee and Jean-Paul and Piotr and Sid that Remy was walking into a trap. And so all of them were now sitting around the War Room table with Ororo, Logan, Scott and Hank while the Professor stared at Remy who counted to twenty in French and answered, "Yes, sir, I have."
Charles Xavier raised one thin brow. "And yet, I sense you have already come to your decision."

"Yes, sir, I believe I have."

"Wait, who says it's just your decision?" Rogue cut in. "I mean, if we're all gonna waltz down to New Orleans into a big trap, doesn't that mean we should all get a say?"

"I ain't askin' anyone to waltz down wi' me, none," Remy argued. "But I'm goin' and that's settled."

"You won't get more'n ten miles if we all decide to stop you," Logan growled, and Remy saw Bobby and Kitty nod.

"An' you'll need every member of this school to work together if you plan on tryin' it," Remy calmly threatened back. "Sir-" He turned to the Professor "- A dyin' member of my family came to me and begged me to help save everyone else I love down back home. Now I can't turn my back on that, sir. Not and live with myself."

The Professor sighed. "Remy, the last time your . . . family . . . this particular brother was here . . . he was trying to bring you down for a very particular brand of justice-"

"If it's a trap, sir-"

"I just need to know whether you intend to deal out some justice of your own when you go and what brand you will be choosing," the Professor finished.

Remy blinked. "Well, sir, right now all I'm thinkin' 'bout is tryna protect my family."

"Well then." Xavier nodded. "I believe that is something which the X-Men can support. But be careful, Mr. LeBeau: it's much easier to become the person you want to be and see yourself as around people who want to see that too. When we are around people who see us very differently, we tend to fulfill their expectations, rather than our own."

Hallway, Xavier Institute

"I cannot believe the Professor!"

"Never thought I'd hear that comin' from you, Stripes," Logan mused, following a furious Rogue as she careened through the halls of the school.

"He's just gon' let him go! Let him walk right smack bang into a trap!" Rogue seethed.

"Kid, you know as well as I do that if your Cajun decides to slip away, he'll find a way to do it. Least this way you can keep tabs on him," Logan tried to reason. "Protect him."

"I don't wanna protect him!" Rogue raged. "I wanna rip his bourbon-drunk, cigarette smokin', hippie-haired head right off! I hate him!"

"No, you love him," Logan said, crossing his arms and leaning against the wall.

"I know, that's why I hate him!"

"Kid." Logan put a hand on the fuming girl's shoulder and then frowned when he felt the resistance. "You been doin' some pull-ups, Stripes."

"What?" Rogue whirled around and pushed his hand away.
Logan took his cigar out of his mouth. "Look. You're angry. I get it. Gumbo's a slippery bastard and if I coulda recommended a guy for you, it wouldn'ta been him. But life, especially our lives . . ."

Logan bit the inside of his mouth "Well, they're too damn short, and we don't know what could happen tomorrow. If you love the guy, tell him. If anything happens to either one of you, you don't want that kinda regret hanging over your head."

Rogue swallowed. "I don't think it's safe for me to be in love with him when he's keepin' secrets on me."

"Stripes, you're already in love," Logan reasoned. "Nothing is safe. You might as well aim for the best."

**Blackbird Hanger, Xavier Institute**

"I've never been to New Orleans," Kitty said as she stuffed her computer into her pack. "Should be interesting. And if it isn't, there's always the fighting of two ancient crime syndicates."

"At the very least the food should be good enough to give us all diabetes," Bobby agreed. The group ceased their banter when a stone faced Remy boarded the plane and strapped himself into the seat beside Ororo, who was gearing the Blackbird up.

"Is uh . . . is this everybody?" Bobby tried to ask nonchalantly, while Kitty, Jubilee, Sid, and Piotr gave each other significant looks.

"We ready to go?" Ororo called back.

"Looks like," Remy murmured, staring straight ahead.

"Wait!" Rogue cried leaping entirely over the ramp and onto the plane.

"Wait, wait," Logan followed up as Rogue leapt onto the plane and strapped herself in.

"Logan." Ororo grinned. "You sure you're ready to fly again so soon?"

"I'll be fine," the burly Canadian growled, while the other passengers hid their smiles. Logan's last flight mission had gone . . . badly.

"Well then," Ororo stated, pressing the final button needed to send the jet into the air, "Let's go on down."

**560 Miles Above New Orleans, Louisiana**

"There - righ' down there," Remy murmured, pointing. "The Garden District, Carondelet Street. The big white house with the twin oaks roun' back. The LeBeau family house."

"Well, there's enough space to land the jet in the backyard," Ororo determined. "But if you want us to find a place a bit further off . . ."

"Non, no." Remy shook his head just slightly. "Might as well jus' announce our presence clear out, us."

"You know what kind of reception you'll be gettin', Gumbo?" Logan asked bluntly. Remy looked down.

"Can' rightly say." His red eyes followed the outlines of the 19th century mansion. "Dans le noir, dans le feu."
"Alright," Ororo briefed as the door to the jet slowly lowered. "We'll all just act as backup to Remy, and while he's here we'll-"

The X-men looked out to find seven guns trained on them.

"Follow his lead," Ororo trailed off.

Logan growled and seven guns cocked simultaneously.

"Don'," Remy warned, stepping forward and making a sign with his hands. One of the guns lowered slightly. "Remy? That you?"

Remy took another slow step forward. "Yes, ma'am."

A solidly built black woman dressed in turquoise lowered a Remington and moved into the light cast by one open window. "Oh my Lord and saints," she murmured. Then, "Jean-Luc! Jean-Luc LeBeau! You come right here, right now!"

"Don' yell at me, woman, you wanna cause another shootout-"

Jean-Luc LeBeau, head of the Thieves Guild, lowered his gun and moved with an unreadable face towards the shorter figure. He was of typical height, with green-blue eyes nothing like Remy's scarlet. Yet he had the same shoulder length hair, same ready stance, same lithe, muscular build.

"Remy?"

Remy swallowed. "Hi Daddy."

"Dear Sweet God," Jean-Luc said gruffly.

"This one," Remy began, then stopped. "I came back to tell you-"

"Tell me?" Everyone bristled at the tone in Jean-Luc's voice. "Who the hell do you think you are?"

Remy opened his mouth.

"What the hell did you think you were doin' runnin' off on us?" Jean-Luc seethed, his voice low and deadly. "Leavin' us high and dry? Abandonin' your family, lettin' us deal with your shame?"

"I-"

"And how dare you come back now? Without tellin' us? Without givin' us even the meager courtesy of a how'd you do? Landin' down here in some fancy jet with a bunch of folks dressed weirder'n your aunt at Mardi Gras?"

"I-"

"You're an ungrateful lyin', reckless, no-good, damn fool, you are, you saint's blessed, lucky handed, drive-a-man-mad son of mine-"

The Thief King launched towards Remy and pulled him into a bone crushing hug which lifted him off his feet. Both men began to shake with steady building laughter which graduated to whoops and hollers of joy.

COMMERCIAL BREAK

Outside the LeBeau Family Mansion, Carondelet Street, New Orleans

"So this the family you left us fo'?"

Remy gave a small bow and gestured with a wide smile to the X-Men frozen in place. "Yes, sir."

"Seem a bit stiff, son," Jean-Luc pointed out.

"Well maybe they ain' used to your personal brand of hospitality," the woman beside him said pointedly, looking at the guns still raised at the group.

"Well, I don' know . . ." Jean-Luc folded his arms. "Remy, t'ink we can lower those guns and give these folks a pass?"

"I vouch for them, sir," Remy stated, his irrepressible smile still out in full force.

"Tous dehors!" Jean-Luc raised a hand and all the guns went down.

"Well, then." The imposing woman in turquoise stepped forward. "Now that we behavin' somethin' like civilized folks, I think it's time you introduced everyone, Remy."

"Yes, ma'am." Remy nodded again. "This righ' here is Professor Logan. This is Professor Monroe."

"Enchante." Jean-Luc gave a little bow of his own.

"This is Bobby, Kitty, Piotr, Jubilee, Sid." Remy went down the line. "And this here is Rogue."

"Pleased to meet you, ma'am," Rogue said, giving her hand out to Remy's father and his companion to shake, her own southern background kicking in.

Jean-Luc raised a brow to his son and grinned, while the woman touched Rogue's hand with her own gently, her eyes doing a quick, thorough sweep of her face.

"And now us," the woman prompted Remy, who swallowed and nodded, and Bobby and Piotr had to suppress laughs at their normally irreverent friend carefully towing the line.

"Yes: this here is Mattie Baptise, my aunt." Remy gestured to the woman.

"Apparently I'm everybody's aunt," Mattie put in, pursing her lips. "Y'all can call me Tante Mattie like everybody else do. I won't be offended."

"Over here is Jim, Antoine, Leon, and Macky." Remy gestured to the men who stepped forward, lowering their guns and raising their hands in salute. "Then LaDonna, Angelique, Simon, and DeAndra."

"I'm Jean-Luc LeBeau," Remy's father announced. "And I think we all got a lot of talkin' to do, us."

Living Room, The LeBeau Mansion, Carondelet Street, New Orleans

"Well, now that we're all seated," Tante Mattie began, before whirling around to smack Remy across the face and the head, "where in the name of God and all the saints have you been? Did ya even
"Your aunt was worried about you, Remy," Jean-Luc demurred, leaning lazily in his chair near the rich, antique fireplace as the older woman continued to wallop him. "You shouldn't make your aunt worry. Not at her age."

"Now don't you start," Tante Mattie warned.

"Wow," Bobby mused, leaning back against the beautiful couch in the peach colored antebellum sette. "I guess no matter where Gambit goes - he's always being smacked around by women."

"And he usually deserves it," Rogue put in, earning a guffaw from Jean-Luc. "Alright, Mattie, I think the boy got the idea," he waved.

"Please, this one? Him need a beatin' my gentle heart wouldn't be able to give to get some sense into that head," Mattie grumbled, giving Remy one more slap before reclining gracefully on a mahogany chair.

"This one's head can barely handle what you' gentle heart gives out as it is," Remy grumbled, before sinking down onto the couch besides Rogue.

"Well now." Jean-Luc leaned forward, threading his fingers together, his mouth twitched under his beard. "Not that we don' appreciate you bringin' our boy back, but why now?"

"He got a message from his . . . brother..." Ororo glanced quickly at Remy, who turned away. "...telling him to come here . . . that you needed some kind of help?"

"Henri?" Jean-Luc leaned forward. "You seen him?"

"He's gone home, Daddy," Remy said, raising his red eyes to meet Jean-Luc's blue-green ones. "He gone home. The body's in the jet. It was Assassin poison, but he said . . . he said . . . he said Julien was still . . ."

Jean-Luc and Tante Mattie shared a look.

"Is it true?" Remy demanded.

"Is Julien still alive?" Jean-Luc put in. "No. Is he still around? Looks like it."

"You're sayin' it's true? He's a zombie?" Remy frowned.

"I don' know what that boy is," Tante Mattie said darkly. "He sure as hell ain' human, and he's nothin' blessed by God."

"But if he's not dead . . ." Remy strained.

Jean-Luc closed his eyes. "Son, righ' now the Guilds are in too much of a mess tryin' to work out what he is and why he's been killin' so many of us off to even think about what it means for you. But I promise at the next Guild meetin', I'll bring it up. You can't be blamed for a dead man if he don' stay dead."

"What kind of a mess you in?" Logan asked.

Remy swallowed, and looked down. Jean-Luc sighed.
"Look, we appreciate you all comin' down with Remy here," Jean-Luc addressed the X-Men. "But we don' need you to help fix our problems. These are our people, this is our city, and Remy's our boy. We won't drag you into anythin' not your affair."

"You mean leave?" Rogue spoke up, laughing incredulously. "Oh hell no. Beg your pardon, but I'm not goin' anywhere as long as Remy is down here and in trouble."

"Yeah, we didn't come all this way to just drop him off," Kitty agreed. "I can't imagine what he'd do without us to look after him."

Jean-Luc raised both brows. "Well then. If y'all're determined to stay, I guess we should look at gettin' y'all some rooms."

"I'll make sure you all eat," Tante Mattie stated, then waited a moment before clearing her throat with a pointed look at Remy.

"Now?" Remy said, with just a hint of whine.

"Oh yes, right now," Tante Mattie stated flatly. "You think jus' 'cause you waltz back in you get out of doin' you' share?"

"Remy, you can cook?" Kitty asked, mouth agape.

"Can he?" Tante Mattie harrumphed. "Will he? Oh yes ma'am. Can you imagine me tryin' to feed this boy all by myself, way he eats? He betta be helpin. You get up and come to the kitchen."

"I can help, if you need it," Rogue offered abruptly, blushing, and was rewarded with Tante Mattie's warm smile.

"Yes, thank you, Rogue. You're very welcome."

"Well, last time I was in a kitchen, I nearly burned the place down and she drove me outta there with a hot griddle," Jean-Luc announced, getting up. "So I'll show the rest of you around the place."

Kitchen, Le Beau Family Mansion, Carondelet Street, New Orleans

"I haven't made biscuits in ages," Rogue laughed and added extra shortening as Tante Mattie chuckled and stirred the huge soup pot on the stove. "Feels like home. Well . . . old home."

"And where's old home to you? Not up North with the rest of those Yankees," Mattie deduced.

"No, ma'am," Rogue acknowledged. "I'm from Caldecott County, Mississippi."

"Practically Louisiana's cousin," Tante Mattie affirmed with a satisfactory nod.

"So, uh . . ." Rogue rolled the dough. "Have you known Remy all his life?"

"If that's the politically correct way a' askin' if I'm his mama, then no," Tante Mattie said with an expression that signaled it was alright to laugh. "But I did have the privilege of raisin' that ridiculous boy. Ever since Jean-Luc picked him up off the streets I've had to run after him and keep him outta trouble. You cannot imagine what a trial from God that has been."

"Actually, I've got some kind of idea," Rogue snickered.

"This one cannot hear you," Remy stated primly, as he chopped vegetables. "This one assumes you are speakin' of his wonderfulness, you." Tante Mattie rolled her eyes and threw a pinch of spices at
him, making both women laugh and Remy sneeze.

"But," Rogue said, still smiling, "you say . . . dragged him in off the streets. Was that a figure of speech, or . . ."

"Well, Jean-Luc didn't exactly pick him up, he wasn't left on a church doorstep," Tante Mattie demurred. "But children in the foster system can fall in with the wrong kinds of people, 'less you find 'em a stable home. Of course, in Remy's case, I guess he got picked up by jus' the right wrong kind a' people," she chuckled.

"So, you're sayin' Remy is adopted?" Rogue questioned. "You -" She turned to Remy "- you're adopted?"

"He hasn't tol' you that?" Tante Mattie's voice lifted, and Remy looked away. "Remy - go get some sacks of flour from the back pantry, and take a long time doin' it."

"But then you'll jus' talk 'bout this one when he ain' here, you!" Remy protested.

"Of course!" Tante Mattie imitated his squeaky tone. "Why you think I'm tellin' you to leave?"

Remy grumbled, but after another scorching look from Tante Mattie, did as he was bid.

"So what has that boy told you?" Tante Mattie asked Rogue gently.

"Not much," Rogue confessed. "He doesn't really talk about his past. To be fair, I don't talk about mine too often either. But when Henri . . . his brother . . . came in with those Assassins to drag him back, we all kinda found out all of a sudden. 'Bout how he ran, 'bout him . . . and Julien . . . the Guilds . . ."

Tante Mattie nodded. "Most of the Guild was surprised when he ran. He coulda made a defense for himself and he would'a known they'd come lookin' for him." Tante Mattie sighed. "But I wasn't. Remy has the hands and eyes of thief, but he ain' got the stomach or the heart of a killer. And sooner or later he was gonna hafta make a choice 'bout stayin' where he was sure to get blood on his hands."

"Well, things ain' exactly safe up where we are," Rogue confessed. "We get into trouble a lot ourselves."

"And how much . . . 'trouble' have you two gotten into?" Tante Mattie asked significantly.

Rogue colored redder than the pair of frying tomatoes on the skillet, and looked down. "We haven't . . . I mean . . . I have a skin . . . condition. Makes touch . . . a problem."

"But you are together? Or am I gettin' old and my intuition waning?" Tante Mattie continued.

Rogue swallowed. "Well, we were . . . I mean we have been . . . for 'bout a year now. We've been fightin' a lot lately though . . ."

"I see." Tante Mattie nodded. "Well, don' be 'fraid of a little fight. I've made sure the boy's got a thick skull and if you need to crack it a few times to get him to see straight, you go right on and do it."

"That's jus' plain unfair, c'est inequitable!" a voice from behind the door whined.

"Did we say you could come in?"

Upper Level, LeBeau Family Mansion, Carondelet Street, New Orleans
"So y'all are mutants."

Logan raised a thick brow as the King of Thieves offered him a light. Ororo was walking ahead with the other X-Men, moving through the many rooms of the old mansion.

"Yeah," Logan answered evenly, setting afire his cigar and taking a few deep puffs. "That a problem?"

"Never was to me." Jean-Luc stared ahead, eyes cloudy. "Plenty in the Guilds had strong feelings when I took in a little boy with the devil's own red eyes. Some wanted to kill him, some wanted to worship him, some just wanted him as far 'way from themselves as possible, them. Imbeciles et fous. Remy had a hard time of it, couldn't shield him from everythin'. When he started to go through those changes . . . once he almost blew the whole house sky high. New Orleans has seen a lot of violence with mutants - so many of 'em get kicked out by they families they go and join gangs and go on robbin' and killin' sprees. Then they started recruitin' them into the police, and the whole thing went sideways."

"Aren't your Guilds a part of all that?" Logan questioned.

"Non, no." Jean-Luc shook his head, his long hair whipping back and forth like Remy's. "Il est compréhensible - we specialize in high stakes crime - stealin' from the rich and questionable so they ain' in a position to go the the police. Assassins kill on the same level - we got involved when things seemed like they would wreck the City herself. But fo' the mos' part, we stay outta it." Jean-Luc nodded at Bobby and Piotr. "Your . . . students. They scan each room fo' the easiest places to exit, for blind spots, fo' ways to stand guard. What you teachin' em up at that school?"

"Ways to survive as a mutant," Logan answered curtly, but Jean-Luc just nodded equitably. He pivoted, turning so his back was to the other X-Men and he was facing Logan and spoke as if addressing someone over the man's shoulder.

"You' school," he said, twirling his cigarette in his hand. "Migh' be the best place for Remy. Much as I wan' him here, he'll always be a mutant to some. He could use it to his advantage, take my fancy seat when I'm gone. But it'll cost him in blood. I know."

"Well, I can't promise you we're any safer," Logan remarked. "We've got a whole . . . apocalypse a week thing goin' on back up north."

"Yeah, but . . ." Jean-Luc shrugged heavily, then glanced a pointed, searing look sideways at the Canadian. "You seem like the kind 'a man knows there's a world of difference 'tween bein' one among a nest a' killers, and havin' violence to your front but a friend at your back."

The two men stared each other down and then slowly joined each other in a grin.

"You want a beer?"

"God, yes."

Upper East Guest Rooms, LeBeau Family Mansion, Carondelet Street, New Orleans

Rogue had barely closed her eyes to sleep when her body reacted with the same alertness it had been showing each night for the past few months. She didn't know if it was a holdover from absorbing Remy or simply a natural factor of hanging around the thief so much, but she slowly and silently padded across the floor of the stunning old antebellum bedroom to follow the shadowy Cajun down the hall.
Remy paused besides a small bookshelf by the top of the stairs, pulled out three leather bound tomes, and slid one further into the shelf. He stepped back as the panel of wood below his feet dropped open and skipped down the revealed stairs with easy practice. Rogue hurried to follow.

The stairs and subsequent hallway were dusty, old, and pitch black, but ended quickly when Remy pushed open a slab above his head and emerged into the moonlit garden. Rogue followed silently, inhaling the scenes of honeysuckle, jasmine, and magnolia as the boy before her leaned back against the old stone water fountain to look at her.

"Dis was 'dis one's favorite place to come out to at night, when it was too hot to sleep inside," Remy said softly. "Come out and see the stars, sit by de fountain and relax, me."

He patted the seat besides him, and Rogue sat down.

"You missed it," Rogue stated. "When you were away, up with us. Must'a missed it somethin' fierce, sugar."

"Did," Remy admitted, nodding. "You all this one's family, but . . . N'Awlins still feels like home. Dangerous home, but home."

"Will you . . . stay?" Rogue asked softly and Remy turned his red eyes, glowing in the night, to stare into hers. "If . . . if they fix all this business with ya Guild and Julien? Would ya stay?"

Remy looked down and let out a long, deep breath. "Don' know. Want to, can't lie. This here is still a part o' this one, chere. Still a thief deep down. Still love this City, this one's tante, his Daddy."

"Oh," Rogue tried to say lightly, but her voice broke off at the end.

"Would you?"

"Would I what?"

Here in the dark, Rogue felt she was seeing more of Remy's face then she ever did in the light. "Would you stay wi' this one?" he murmured. "Stay here wi' me? Could build a life here. You'd love N'Awlins, I know. This one's Daddy and Tante Mattie already love you, can tell."

"I-" Rogue was about to say she didn't know. That she'd have to think and what about her friends, the X-Men, their mission. But her heart jumped past her reasoning into her throat, and-

"Yes," she whispered. "If you stay, I stay, Rem'."

Remy broke into an uninhibited smile, the smile of the boy she only glimpsed on rare occasions. He picked a jasmine flower and held it to her lips, before pressing his mouth against it. Rogue sighed, the heady fragrance causing her senses to spin.

"Then get ready fo' tomorrow, chere," Remy promised. "This one gon' make you fall in love wi' de Big Easy."

COMMERCIAL BREAK

Canal Street, New Orleans

"What's that noise?" Rogue asked, gloved hand in Remy's as their party strolled down Canal Street. They had spent most of the day exploring New Orleans with Remy, Tante Mattie, and Jean-Luc as
their guides. They'd eaten at places which knew the Thief King and Prince and served them the finest cuisine money and thousand-year old influence could buy. They'd shopped in stores where the owners grinned and showed them special wares unseen by the public at large. They'd sailed on the ferry down the Big Muddy and fed alligators marshmallows and chicken from their hands.

This was New Orleans from the perspective of the Thieves Guild heads: it was Remy's New Orleans, and though the rest of the X-Men were shown along just as graciously as could be, it was to Rogue that Remy was catering.

Now, Remy grinned his devil's smile at the Mississippi mutant. "That's the second line, chere! C'mon and see my only other lady in all her glory!"

_Do Whatcha Wanna Played By The Rebirth Brass Band Plays Over The Following Scene_

Remy pulled Rogue forward as the parade of people came into view. Some were dressed in bright, sparkling, feathered costumes, some in matching suits, red bow-ties, and straw hats, some in everyday wear. The brass band played as easily as breathing as people lifted umbrellas up and danced in a unified freeform as they marched forward and turned down Bourbon Street.

"They even goin' our way!" Remy laughed.

"Lucky for us," Rogue laughed as he pulled her into the crowd and spun her into his arms to dance her along with the rest of the revelers.

"Of course," Remy said arrogantly, dipping her to some scattered laughs and cheers from the people nearest them. "This my city, chere. Luck is wi' us here."

"Now why can't all of our missions be like this?" Kitty demanded, as she easily fell into rhythm and copied some steps from the skilled young boys dancing and leaping from cars and sliding on the sidewalks.

"I think we might not be able to deal with all the excitement," Piotr noted, blushing when a few women called down some very specific compliments and requests to him.

"Man, I gotta get a picture of this for everyone back at school," Sid said, taking out the micro-camera he had strapped to his wrist.

"We should probably focus-" Bobby began, but Remy gave an overstated groan.

"Relax, IceMan, melt a lil'," Remy offered. "Hey, JuJuBee: if you can be discreet, you could give some extra . . . fire, to this here party, non?"

Jubilee grinned and saluted. "Got it, Boss." A millisecond later, purple, green, and gold fireworks danced through the air and the crowd threw up a cheer.

"Thought you people only did this on Mardi Gras?" Logan grumbled, and Jean-Luc laughed.

"Oh, Out-Of-Towner, this is the original City O' Sin, this," he answered. "We always got time fo' a party. And, o' course, this will hopefully make y'all feel better 'bout the unpleasantness 'bout to happen."

"What?" Logan turned. "What un-"

The big man growled as the needle pierced his neck and his eyes closed just in time to see Jean-Luc sigh and shake his head before all went dark.
Logan awoke aching, disoriented, and very, very upset.

"What in the hell was that?" he growled as the figure of Jean-Luc came into view.

"Sorry, mon ami." The Thief King shrugged. "Couldn't have brought y'all here 'less we made sure you didn't know how or where."

"The kids?" Logan began, and Jean-Luc nodded to the right and left of him, where Ororo, Rogue, Bobby, Sid, Piotr, Jubilee and Kitty were awaking.

"Remy?" Rogue croaked, trying to open her eyes.

"Sorry, chere," Remy said, emerging out of the darkness. They appeared to be underground and the trickling of water could vaguely be heard far in the distance. "Only way you could all come to th' meetin' was if you was knocked out, n'est-pas? Couldn't argue different: simple fact that the Guild's are allowin' all you in here fo' dis is . . . unprecedented."

"And not appreciated."

The thickly French-accented voice which had spoken belonged to a woman of medium height who held herself as if she were taller. She looked to be middle aged and was dressed and coiffed as if she were heading to a ball. A glittering diamond and silver flower held her tall hairdo in place.

"We thank you for allowing this," Jean-Luc said with a little bow.

The woman merely raised her brow in acknowledgment. "I hope that this will conclude with all of our differences being solved. I so hate to have all of my friends fighting like this."

She swept a quick glance over all the slowly rousing X-Men.

"I hope they will not prove a problem," the woman stated.

"You have nothin' to fear," Jean-Luc promised. She gave a half smile. "One can only hope." She nodded to the two men in black who emerged from the shadows. "Bring them."

Logan allowed himself to be helped to his feet and led meekly along. He stole a covert glance at Ororo, who was being mostly dragged by a masked figure, and she lowered her eyes in a sign which he answered. Whatever drug had been used on them was still keeping the other X-Men in a weakened state - Logan's own healing factor had already eliminated the toxin, but he saw no reason to call attention to this unless the need arose.

The X-Men and the LeBeaus were led into a wide underground hall with a hollowed out center which dipped down and created stone bleachers which they ascended. Across from their vantage point a coterie of men and women in red and black emerged from the shadows, and stood, talking among themselves.

"Assassins," Remy supplied, as they were seated. The men and women surrounding the X-Men wore clothes of green and purple - Thief colors.

"My friends." The French woman's seat was equidistant from the two parties and set slightly higher. Her entourage wore black, and their faces were entirely covered.

"That's Candra," Remy whispered to the X-Men. "She runs dis show. Both Guilds answer to her and she keeps de peace."
"We have seen such troubles, in recent days," Candra continued, her voice perfectly echoing around the hall. "This which we do not understand threatens to tear us apart. We must come together to fight back against this thing, or we shall surely all perish. Both parties will speak, as the Charter demands."

"So nice to know some of us have finally poked their heads out o' the dirt long' nough to show their faces here," muttered a large, bearded man on the Assassin side.

"And both will listen." Candra's voice rang out sharply. "Who wishes to begin?"

"Let me do the talkin'," Jean-Luc muttered to Remy. "Don' speak less spoken to and don' say nothin' but what we worked on, hear?"

"Yes, sir," Remy answered.

"I, Jean-Luc LeBeau, head of the Thieves Guild will speak."

Candra inclined her head.

"With any and all due respect," Jean-Luc began. "We've all seen the killer. Whatever he may be as of now, it is Julien Boudreaux who is killin' us off, Assassin and Thief alike. As he is clearly some kind o' alive, I move to dismiss charges of murder and breachin' the peace from my son, Remy LeBeau."

"Objection!" The bearded man across the room stood up, his red face apparent even to the X-Men whose sight was still recovering. "My son was laid to rest in the ground in the presence of every Assassin in this city. He's not alive now, he's-"

"Witched, Marius?" Jean-Luc drawled lazily. "Julien a zombie now?"

"He's been reanimated by your mutant boy!" Marius roared. "His corpse is killin' us off one by one because Le Diable Blanc still ain' been killed off like he shoulda been seventeen years ago!"

"This ain't about Remy," Jean-Luc said firmly.

"The hell it ain't!" Marius roared. "My son is dead and my daughter is in a coma, all because you brought that devil into our houses."

"What's he mean, Bella's in a coma, him?" Remy whispered to Tante Mattie urgently. "What's he mean?"

"Your son seems pretty lively for a dead man, Boudreaux," Jean-Luc shot back.

"Who knows what the hell your boy's done to him with his mutant powers!" Marius attacked. "He's got the eyes of a devil - maybe he's got the devil's powers as well! There ain't no line in the Charter says we gotta let ourselves get picked off by some filthy mutant!"

"Can't have a fair fight with mutants involved!" hollered another Assassin who was met with loudly voiced agreement.

"Oh, no matter where you go it's always the same, ain't it?" Logan growled. "Blame Mutie. I say we leave before they pull out the Confederate flag and rig up the nooses."

"Friends, friends," Candra began, but was drowned out as Marius and his Assassins continued to speak.
"Your demon ward denies my son a decent, Christian burial!" Marius thundered. "He denies my daughter even death wi' whatever he done to her, ma pauvre petite. An' now he's killin' us off one by one!"

"What's wrong with Bella?" Remy hollered. "I never did nothin' to Bella! She was fine when I left her! Fine!"

"Lies!" Marius roared. "Mutant lies! That devil's taken everythin' from me and now he's gon' do the same to the rest o' us!"

One of the Assassins screamed something in garbled French and spun a throwing knife towards Remy who caught it inches before it scarred his face. Instinctively, he tossed a card back towards his attacker, who was blown back by the blast.

The Assassins screamed in rage and three more knives went soaring across the pit towards the Thieves. With a growl, Logan unsheathed his claws and tore apart the projectiles in midair before they could reach their targets.

"See! You see!" Marius screamed. "He done brought in more mutants! Il a cassé le traité! Profanation! Mensonges! Les mutants tueront nous tous!"

"NO!"

Even over the cacophony within the hall, Tante Mattie's voice was sudden and loud enough to shock most into silence.

"In the name of God," Tante Mattie projected. "I have raised and tended and healed all o' you for more years than any o' y'all can remember. Always, this here has been sacred ground, ground for peace. Now I did not care for all you thieves and killers out o' the goodness of my heart. I did it to keep the peace, to keep y'all from startin' a blood-bath in an already bloody city. Now on the heads o' all o' you children, the mothers and fathers and daughters and sons I done saved all these years, you will not bring bloodshed here!"

Tante Mattie's face was stern and fierce and held an iron cast which was so unusual and powerful for her that both houses hesitated.

"Marius Boudreaux," Tante Mattie continued, pushing her advantage. "If you will allow me I will come to you home and I will treat Belladonna and if under God there is a cure to be found I will find it. Will you accept this?"

Marius waited, but after a moment he swallowed and nodded.

"Well then," Candra spoke, her voice steady. "This session is ended. Let us go to keep the peace between us, and maintain the ancient rites."

Bourbon Street, New Orleans

"I wanna see her."

"You can't, Remy."

"How could you no' tell me she in a coma, Mattie?"

"Remy." Tante Mattie's voice was full of steel. "Marius will no' allow you to see his daughter. Him think you the reason she like she is. Now, we both know that ain' true. But till I get her a cure, and
he cools down some, you best keep you distance."

"I-"

"This ain' up fo' discussion, chile."

"Daddy-"

"Listen to her, Remi," Jean-Luc supported. "You go on." He nodded to Tante Mattie as she climbed into the limousine Marius Boudreaux had sent to pick her up once the X-Men and LeBeau's were back on the surface of the city. "I'll talk to this one."

LeBeau Family Mansion, Carondelet Street, Garden District, New Orleans

"How could you no' tell me Bella was in a damn coma?"

"Son, I think you need to sit down-"

"How?" Remy screamed, tossing a charged card across the room to blast into nothingness inches from Jean-Luc. "An' they think I did it? How could you no' tell me?"

"We were tryin' to find a time and place-"

"You don' keep somethin' like this from me, you lâche, mentant, hypocrite-"

"You ran Remy!" Jean-Luc thundered. "You ran off! We couldn't mount no defense wi' you jus' gone, boy! I had to hold together this whole damn Guild, couldn' put it all on the line to defend you when we didn't even know if it was true!"

Remy stumbled back as if hit. "I never hurt Bella."

"I don' believe you did, son," Jean-Luc said. "But we couldn't prove it and I couldn't risk it. You were gone, Remy. You were gone."

"Oui," Remy spat out, bitterly. "An' I should'a stayed gone, me."

With that Remy whirled and left the house, slamming the door shut with a bang.

Rogue immediately jumped up to follow, when Logan put a heavy hand on the girl's shoulder.

"Leave him be, Stripes. He-"

Rogue pushed the big man's hand aside and followed Remy without a word.

Carondelet Street, Garden District, New Orleans

"Remy. Remy!"

The Cajun continued striding down the street, and Rogue growled in frustration.

"Remy Etienne LeBeau, if you don' turn 'round and face me now, I call you a coward in front a' everyone in this here city."

Rogue had barely let out breath in the time it took Remy to whirl around and confront her, inches from her face.

"Go ahead, then," he growled. "Call me a coward. Apparently this one's a killer too! An' a devil
"I don' believe y'all're a killer, Remy," Rogue said steadily.

"Oh no?" Remy's throat seized and he looked around as if unsure how to continue to speak. "I killed Julien, chere. Bella was his sister. She tol' me to run, an' I did. Coulda stood trial. Coulda defended myself. 'Stead I ran. Jus' like a coward, me."

"An' what kinda fair trial would you have got?" Rogue argued. "You didn't mean to kill him. You're a mutant and the Assassins woulda been lookin' to hang you. You did what you could."

"But no' what I should." Remy shuddered. "Oh God, Rogue. She might be dead. Migh' never recover, an' it might be all dis one's fault."

"Or it might be that whatever is makin' Julien into Left 4 Dead New Orleans is what hurt Bella too," Rogue argued. "You . . . you ain' gonna feel better til ya see her, are ya?"

Remy looked at Rogue and she nodded, seeing the answer. "Well then, let's get it over with."

"Oh no." Remy shook his head. "Would be suicide fo' you. Thieves don' go on Assassin land and dey don' come on ours."

"If it's suicide for me, how's it any better for you to do it?" Rogue argued.

"Dis one's done it before," Remy said shortly. "An' dis one's a mutant."

"They'll have double the security," Rogue pressed. "Two mutants against that will be better than one."

"Well then," said Bobby, as he and Kitty, Sid, Piotr and Jubilee approached. "I guess the more the merrier, yes?"

Boudreaux Family Mansion, Delaronde Street, Algiers Point, New Orleans

A series of raucous fireworks to the right of the inconspicuously but severely guarded house went off and a cold chill, far too cold for New Orleans, crept over the sensors and cameras, freezing them up.

The troupe of X-Men phased through the back wall and into the garden and crept up to a large oak tree which led conveniently to a balcony overlooking the garden.

"Well, isn't that just too Romeo and Juliet for words." Kitty snorted quietly. At the pained look on Rogue's face and the tight one on Remy's, she turned away.

"Well, I guess this is where we stand on lookout," Bobby determined, his voice in the same undertone. "I-"

"Remy?"

Remy's head moved back and forth, before his red eyes widened in fear. "Somethin's wrong," he whispered harshly. "Some-"

There was a scream from within the house and Remy turned and vaulted onto the balcony and inside the house. Rogue was after him like a cat, scrambling up the tree and rushing inside.

The other X-Men immediately went into default mode. Jubilee and Sid spread out and scanned the area for other threats while Bobby and Kitty both followed the two southern mutants into the house.
Kitty lingered behind Bobby and scanned for trouble at his back while Bobby plowed forwards.

It didn't take the X-Men long to locate the source of the screams - in the brightly lit parlor, four Assassins lay dead while Marius and one other backed away from the being closing in on them.

If his eyes weren't as red as Remy's, they were very, very close. His skin had the taught, pale, sickened look of one dead - but the man before them was quite clearly animated as he lunged forward, a knife in each hand, towards Marius.

"Julien-" Marius made the mistake of speaking, giving his son time enough to drive one blade towards his side.

Remy reacted with all of his thief swiftness, his bo staff sweeping under Julien's legs to knock him backwards, his hand deftly catching the knife before it could pierce the older man.

Julien hissed, flipped back onto his feet and came at Remy with a sideswipe the Cajun dodged, before coming in to grab his hand and lock body to body. Remy's eyes widened in shock at the incredible strength evident in the man he thought he'd killed.

"Differen' endin' now, n'est pas?" Julien spat, his knife moving towards Remy's throat.

"Hell no, sugar. You got that dead wrong!"

Julien's eyes widened in shock as Rogue ripped him off of Remy and threw him into the wall, her punch to his gut nearly sending him flying.

"Bitch!" The rabid man leapt for Rogue and found himself blown backwards by a block of ice to his jaw.

"Mo' mutants." Julien seethed, staring at the surrounding X-Men. He then began to giggle. "Mo' problems!" Chuckling, the man stepped backwards, winked, and dove headfirst out of the smashed window through which he had come.

The X-Men rushed to see his surely broken body, but Julien had vanished into the dark.

"Your people really don't like mutants do they?" Kitty asked Remy after a moment of silence.

"I don't know," Bobby whispered, his eyes fixated on the red mess covering the broken glass of the window. "Your boy may not be a mutant, but if that's his blood, he's something just as weird."

The red liquid congealed, bubbled - and hissed as it melted like acid, flowing down onto the window sill.

"Welcome to N'Awlins," Remy muttered. "City o' killers an' freaks."

Poison by The Silent Comedy Plays Over Ending Scene and Credits

ENDING CREDITS

Promo For Next Episode: In the City of Mystery, the X-Men attempt to unravel the twisted web of loyalties and lies which make up the two powerful Guilds before they tear New Orleans apart. But when power and legacy are on the line, blood is bound to flow.
"I think we must attempt to remain calm..."

"Calm!?!" Marius Boudreaux thundered to the surrounding Thieves and Assassins crowding into his parlor. "My son is a goddamn monster who just tried to kill me! And the one responsible still ain't been punished yet!"

"'Less you forget," Jean-Luc stated icily. "My son was de one to save your ragged old carcass, Marius. So you pointin' th' finger o' justice at him jus' don' make no kind o' sense, mon ami."

"He killed my son," Marius growled, his Assassins flanking their leader as he faced off with the Thief King. "He admits that, don't he?"

Remy, standing in the corner of the parlor, the X-Men standing with him, nodded slowly, swallowing.

"Well, there it is," Marius stated, triumphant. "He killed my boy, then used his mutant powers to make him into a . . . a . . ."

"A what, Marius?" Jean-Luc drawled. "A zombie? My boy don' have those skills. Heck, I don' know a mutant alive who does! What about you, Logan? You know any mutants can raise the dead?"

"No sir," Logan growled. "None who can raise anybody but themselves."

"But we got our own kind of reanimation down here," Jean-Luc continued. "Now, let's take a look at dis." He used one gloved finger to rub off some of the coagulated blood from the window sill. "Now, this ain' natural. A man risin' from his grave ain' normal. But it ain' unheard of. We got our own stories of drinks can make a form seem dead then rise again, not dead and no' alive."

"Really?" Marius laughed. "That's your defense for you' precious son? The elixir that makes dead men walk? Fairy stories and voodoo tales?"

"No more logical than thinkin' my boy's got the powers of the Devil," Jean-Luc shot back.

"Kid," Logan growled to Remy as the two opposing gangs faced off in a war of words and cheers and jeers led by their respective leaders, "You got any idea what your old man is goin' on about?"

"The elixir of death-in-life," Remy murmured back, the other X-Men crowding around close to hear. "It's an old story - says th' Guild and de Assassins contracted a witch-doctor to create an elixir what could revive the nearly dead and give th' livin' protection from death. It's part o' our history, but ain' no one I know seen or used it. Daddy always talked to me bout it like it was a myth, him."

"Please, gentlemen," Candra attempted to insert in her languorous accent. "We must try to-"

"Nuthin' has gone right since the day you brought that demon-boy into your Guild!" Marius
thundered, and some of his Assassins joined in with cries of agreement. "You tryin' to pull up ol' ghost stories to defend him now when the truth is since the day that mutant scum was let in this whole place has gone to hell!"

The Assassins sent up a cheer.

"The only hell we're gonna find is the one that comes from you draggin' our City back to the dark ages!" Jean-Luc roared. "You gon' start sayin' Tante Mattie's powers are unholy soon?"

"Don' you dare try and turn this around on me-

"You started this thing, Marius-"

"Remy," Ororo said in an undertone. "If we can't solve what's really going on here soon, we can always leave-"

"Don' worry, Mrs. Monroe, ma'am," Remy said, cutting her off politely, but firmly, his voice like flint, his eyes hard. "I already know the answer to this riddle, me. Jus' a matter o' makin' it clear enough to clear my name."

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**TITLE SEQUENCE:**

**TITLE SONG:** "Evolutionary" Composed By Emilie Autumn

**Cast:**

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Shadowcat: Ellen Page

Colossus: Enver Gjokaj

Jubilee: Julia Ling

Forge: Rudy Youngblood

Guest Starring:

Brit Morgan as Belladonna Boudreaux
"Remy, you sure about this boy?"

"C'mon Tante Mattie," Remy said, flashing her a dark grin. "You really t'ink Marius could make himself hate me any more than he already do, him?"

"I haven't been able to find any way to help her so far," Tante Mattie said in a low voice.

"I need to see her," Remy said again. Tante Mattie nodded and moved so that Remy could enter the room.

Belladonna Boudreaux lay on the large four-poster bed, her blonde hair spread over the pillow. An IV was hooked into her arm and her breathing was monitored by a computer on the dressing table.

"Hey Belle," Remy said, moving over to sit at the head of the bed. "I . . . I'm real sorry 'bout all this, girl. If I'd a' known . . . well, hell," Remy laughed, "Known what? Known Julien would rise from de grave? Known somehow you'd get hurt in all dis? Known Daddy and Mattie would have to deal with dis one's problems . . . Let's us be honest, you and me. This one probably still woulda run. Couldn't seem to do nuthin' right back then. Not by you, or by Daddy, or Mattie. But I swear, Belle, I'ma set this right. Got an idea who's behind all dis, an' will make it righ' for us all. Promise you that."

Upper Floor, Boudreaux Family Mansion

"Do . . . do you know what's wrong with her?"

Tante Mattie turned to Rogue, who nervously put her hair behind her ear.

Tante Mattie smiled sadly. "Seems awful like a coma, honey," she answered. "Wish I knew the cause, or the cure. There's jus' somethin' bout this . . . well. Everythin' 'bout this situation is confusin'."

"So, she . . . Remy's known her for a long time?" Rogue asked nervously.

Tante Mattie hid a smile. The poor girl's feelings were painfully obvious on her delicate face. "Yes, honey. Since they were children. Childhood friends. Dated when they got older, though Remy did some doggin' around town, sorry to say. Belladonna would try and ground him some and sometimes it worked."

"Do you . . . do you think he-" Rogue began, but was cut off by Jean-Luc leaping up the stairs and over to the door.

"Remy's inside?" he asked curtly.
"Yes, with Belle," Tante Mattie said, frowning. "What is it?"

"Gotta talk to him, now," Jean-Luc said. "Remy? Remy come on out, son!"

There was no answer.

"Jean-Luc, don' you go hurtin' that boy more than he been hurt," Tante Mattie warned as Jean-Luc shoved at the door.

"Mattie, I'm here tryna save this boy's sorry ass so he better co-operate, him," Jean-Luc stated, pushing the door open. "Remy, we gotta go now. I got a plan - Remy?"

Rogue and Tante Mattie filed into the room after Jean-Luc.

"Remy?" Rogue called. A gentle breeze lifted her hair, and she turned to see the drapes flutter at the open window.

"Oh good Lord, no," Tante Mattie whispered. "Now what's he gone and done?"

1369 Jackson Square, French Quarter, New Orleans

Remy slipped through the delicate window easily, dropping like a cat to the floor. He let his eyes adjust to the dark as he scoped out the inside of the luxurious home. His gaze traveled past the elegant staircase, the large sitting and dining rooms, and the door to the porch. Finally, he located the small door clearly built for servants, designed to allow the help to move around without burdening the owners of the house with the sight of them.

Remy didn't know if his mutant abilities included thieves' hunches and intuition, but he'd learned long ago as a young boy to trust them when they came. He padded across the room and with skilled fingers, undid the hatch and descended down the darkened stairs. They were old and creaky, but after years of practice on such things he could navigate them silently. He paused when the sounds of music reached his ears, but knew that this could only help him in the element of surprise and so continued down in the dark. His red-eyes were the only illumination until his foot touched solid floor. A step to the left and he was flatfooted, moving cunningly, cunningly, but not quite cunningly enough, for his next step caused a loud squeak to be released from an old floorboard. With a whoosh of smoke and oil, a series of gas lamps and candles flamed into existence, temporarily blinding him.

Big Shot By Dr. John Plays Over The Following Scene

"I do believe zat floorboard was created for the express purpose of allowing the slaves and servants some alert of when their masters were coming," said a voice with a thick, lazy French accent. "I find it is still useful for a similar purpose."

Remy blinked, his eyesight returning to him enough to make out the numerous bottles, test-tubes, ovens, small stoves, burners, casks, flasks and books which covered the tables filling the room. The whole place had the appearance of an old time alchemist's lab.

"Don' seem like you go to any trouble to hide all dis," Remy said easily, relaxing into his casual, cocky stance even as he forced himself to wait for all his senses to fully recover from the shock.

"Why would I?" Candra answered back. "No one ever enters my home wit'zout my express permission. And those who enter with it should understand what I am making here."

"The elixir," Remy stated bluntly. Candra raised an amused brow.
"Do you think so?" she purred. "Or is that the last hope of a man desperate to avoid his own murder at the hands of many angry men?"

"Don't have to believe in it," Remy answered, striding towards her slowly but boldly. "Dis one ain' a historian or a chemist or a magician," he said, even as he revealed a card in his hand with a magician's pass. "This one's a Thief an' a member o' the Guilds. When a group o' people are thrown into chaos, to find the solution, you got to look to who gains de most by it. Marius and Jean-Luc are too strong an' too proud to give you much power or give into you, oui? As long as the Guilds stay strong an' balanced, you jus' stay as de ballast between dem, fo' true. But, if de heads an' heirs o' de Guild and de Assassins kill each other off, leavin' only de young and de weak? Well, it 'culls the heard' as they say, chérie. As T'ieves and Assassins grow weaker, you, ma belle enchanteresse, grow stronger. You can make sure you rule us in truth - especially, if you can offer de ones who survive strength beyond dere imaginings. C'est-vrai?"

"Oui, mon Diable Blanc," Candra crooned. "You have worked it out most perfectly. My elixir gives life over death and that gives me power over those who take it. Magnifique, brava." Candra clapped her hands. "Mais, c'est triste. Devez maintenant vous le tuer, mon joli chien."

Remy frowned, trying to parse out the meaning of her sentence. Then he winced, furious at himself for getting so lost in the satisfaction of solving the mystery that he had no time to dodge the knife in Julien's hand.

1369 Jackson Square, French Quarter

Remy hissed, twisting to the side so that the knife would hit him in the shoulder rather than the chest. He prepared himself for the searing pain to come.

There was an animalistic battle cry. Julien went careening backwards from the powerful kick delivered by the King of Thieves. Jean-Luc landed on all fours in front of Remy, and growled like a protective tiger.

"Daddy," Remy stuttered. "I-

"Remy," Jean-Luc said in a tone of controlled anger Remy had heard but a few times as a boy. "You get up through that door."

"Ah, Jean-Luc," Candra spoke serenely, as if nothing untoward had occurred. "Have you come to bargain with me now?"

"Done bargainin' wi' you, Candra." Jean-Luc nodded towards a tiny blood-red vial. "That stuff is poison to our people and you know it, you."

"Controlled poison is sometimes necessary," the elegant Frenchwoman said archly, "To rid a nest of rats!"

Julien sprung from his corner but this time Remy was ready. He whipped out a series of cards into the tables that exploded the bubbling concoctions in the pots and bowls. Acrid steam and hissing, burning liquids spilled to the floors and splattered onto the walls.

"Merde! Arrêtez-vous! Ah! Rats et démons! Jurez-vous, vous le fils d'une prostituée!" Coughing, Candra made her way to the staircase and pressed a button which let loose the sprinklers and doused the room.
"Merde. Dammit," Julien swore, rubbing his face. "Can't see . . . help . . ."

"You are useless," Candra said icily. "Why did I ever think-"

The tall, stately woman froze, her eyes widening in fury. "Où est cela ? Où est cela ?" She turned to the blinking Julien. "Where is it, you fool?"

"Where is what?"

"The elixir!" Candra exploded. "They've taken it. Dieu fichu cela!"

"I'll get it back!" Julien promised. "I swear if it's de last thing I do-"

"Shut up," Candra dismissed, pulling out her phone. "You have served your purpose and you have been more than disappointing. Allo?" Candra shot Julien one last, disgusted look before turning away to speak to another. "Yes, it is important! I am disavowing the LeBeaus. I want Jean-Luc LeBeau - destroyed. I want his adopted son, Remy Le-Beau, Le Diable Blanc - removed. I want zere friends, loved ones, pets, their homes and everything they hold dear in zis world - taken out! I want ze very name of LeBeau wiped from the stones of this city with blood! And I want it done tonight."

East Wing Bedroom, Upper Floor, Boudreaux Family Mansion

"Ouch!" Rogue winced, touching her lip and tasting blood. She removed her glove to wipe it away as Tante Mattie came back into the room carrying a gently smoking bowl.

"Girl, y'know Jean-Luc gon' find him and bring him back," the older woman assured as she sat down besides Rogue and Belladonna's unmoving form. "He been grabbin' Remy and pullin' him outta scrapes for seventeen years. He'll bring him back safe and sound."

Rogue swallowed, nodding politely, but Tante Mattie wasn't fooled.

"Honey, would you like somethin' to eat? Somethin' to occupy your mouth and your mind?"

Rogue smiled. "Thank you, ma'am. I'm . . . I'll be alright. If I could ask . . . what is it you're . . . doin' for her?" She cast a glance at the unconscious blonde on the bed.

Tante Mattie smiled. "This is just somethin' to try and reach her down where she's hidin'. Smell is the last sense to leave us, the one that can still get to her even when everythin' else is shut down. She's in there. We just gotta draw her back out."

"Where did you . . . learn all this?" Rogue questioned. Tante Mattie sighed.

"From my grandmother," the older woman answered. "And she from her mother before her. We didn't ask if it was mutant powers, science, faith, magic . . . maybe it's a mix of 'em all. My momma said I had the eye and the touch and my grandmother started teachin' me as soon as I could walk. I've been with these families for longer than I'd care to think about: I have seen Jean-Luc when he was your age."

"So you knew Bella-"

"Belladonna, yes," Tante Mattie smiled knowingly. "She tried to calm Remy some, but he stayed wild as he is. You must have a great power, Rogue, that you can make him heel the way I see him do 'round you."

"Oh, no. Me?" Rogue scoffed, painfully. "I can't make him listen. I just yell a bit louder to be heard."
"And he needs that," Tante Mattie confided. "Belladonna is a sweet young thing - too sweet for this City and these untrustworthy folks. Remy, he needs you, honey. He needs someone who can handle him and give as good as she gets. 'Cause I'm gettin' old here and I can't be doin' it forever."

"I wish I had a power like yours," Rogue admitted. "I . . . do the opposite of heal. I hurt without wantin' to or tryin'."

"It don't take any magic but love and guts to keep a family together and that's the greatest thing a person can do," Tante Mattie asserted. "And it don't take any special powers to see you love Remy. Yet here you are, watchin' over his old girl. It takes nuthin' but touch to take a lover - and Remy's had those, Lord forgive him please. It takes far more to make a family and you done given him that when he needed it more than anythin'. Oh, you poor thing. Remember child, the good Lord don't give us a bigger burden than we can carry."

Rogue bit her already bleeding lip to keep in her tears. "I'm, sorry ma'am . . . I . . ."

"Don't apologize for cryin'," Tante Mattie demanded. "Not in this house. We don't shame nobody for that here, because LeBeau's don' cry for no reason. Here, I'll go get you somethin' to clean that lip."

When Tante Mattie left the room Rogue let the tears flow, covering her mouth with her gloved right hand.

Something cool and soft touched her left. With a gasp, Rogue's mind was filled with the memories of the blonde laying before her as they seeped through her hungry skin.

*Remy, laughing as he raced across New Orleans rooftops, sweeping her along with him, soothing her with swift kisses and soft words.*

*Her father, Marius, yelling at her to stay away from that demon-eyed gutter-trash and her nighttime defiance of slipping out of her window to run off and lose herself in those red ruby eyes.*

*Her pain and weakness when she found he had seduced some other girl, shown her the skyline she thought was for them alone.*

*The joy and pain when he came back to her, came into her, when she let his skilled fingers run over her body, his mouth cover her, his-

Rogue gasped as she pulled back, her body heated with desire, fear, and shame.

*Oh God, what did I do?*

**COMMERCIAL BREAK**

Pere Antoine-Alley, New Orleans

*A Brass Band Plays Land of the Dead by Voltaire*

Remy followed his father into the melee of the parade making its way towards Jackson Square. Trained to disappear into New Orleans parties since he was young, when his father had made a game of blending in to teach him the thieving arts, Remy quickly fell into the rhythm of moving like a casual shadow. He kept his eyes down, his movements small, to slide between the dancing, trumpeting, clapping people, constantly looking for ways to minimize his perception by others. Because he was trained well it worked, on all save one elegantly dressed old black man in a crisp suit and purple tie. The man caught Remy's red eyes with the only one of his visible through the broken
lens of the purple tinted glasses he wore. The old man inclined his top hat at Remy, and then disappeared into the crowd, faster than any thief he had seen in his life.

"Remy!"

Remy's ears had been tempered since he was six to detect his father's undertone whisper, even in a crowd. He turned towards Jean-Luc, who nodded at St. Louis Cathedral. Remy acquiesced, following his father inside the sacred building and kneeling down in the pews along with the other scattered parishioners.

"You think they'll track us here?" Remy asked, his eyes on the high altar.

"They might," Jean-Luc reckoned. "But they won't attack us in here. We got laws even Candra won' break."

"You sure?" Remy asked. "Seems like she's willin' to do a whole lot, her."

"I never thought it would go dis far." Jean-Luc sighed. "I'm sorry Belladonna and you and Julien got involved in this."

Remy frowned. "Why you sorry, Daddy?"

Jean-Luc sighed let his head drop onto the seat in front of him. "I made a deal, son. Made a deal to secure a lil' more power wi' a woman I knew wouldn't be content wi' me forever, et regardez le maintenant, it's all come back to me."

"Daddy." Remy leaned in closer. "What are you talkin' 'bout? Dit-moi."

Jean-Luc turned to face his son. "I took the elixir, Remy. That's how I knew it was there and how I knew it was what was affectin' Julien. For the livin' it gives 'em that extra boost. Elsewise I'd be dead ten times over with all the wounds and cuts and bullets I done took, me. Dieu, Remy, I didn't know it could raise the dead - if Julien was even dead when they buried him. Maybe he's livin' a half life jus' like a real zombie."

Remy, for once, was silent. Jean-Luc turned away.

"You gotta keep takin' it," he informed his adoptive son, "otherwise you'll die sooner, rather 'n later."

"Then take it," Remy said gruffly, pulling out the small, blood-red vial from his trench coat pocket. Jean-Luc stared at his son for a long moment.

"You didn't know you had to keep takin' it to live when you stole it," Jean-Luc surmised. "And you ain' know I needed it either. You took that for Belle, 'cause you think it might cure her. And son, my boy: it might. You warm it up to 98 degrees and feed it to her and wi' that, I'm sure Tante Mattie will get her to wake up."

"If you need it, you gotta take it!" Remy hissed, looking quickly around the church afterwards to make sure no one was staring at them.

"I'll mix up some of my own," Jean-Luc responded. "I know the recipe."

"You're lyin', Daddy," Remy said flatly. "You wouldn't 'a been still goin' to Candra if you could."

"My smart boy," Jean-Luc said proudly. "I raised you right."

"Daddy-"
"Jean-Luc and Remy LeBeau!"

The two shot to their feet at the pounding on the door of the church.

"We demand you exit this sanctuary and deliver yourselves up for the justice you so richly deserve!"

Boudreaux Family Mansion, Delaronde Street, Algiers Point, New Orleans

"Where are you all going?" Ororo asked, as Bobby, Kitty, Jubilee, and Piotr followed Logan down the stairs to the front door of the Boudreaux home.

"We're going to find Remy," Bobby explained. "Logan figures he can track him."

Ororo shot Logan a look. The burly man shrugged.

"He may be the most annoyin' punk in school," Logan said, flinging the door open. "But it's our school and he's our punk. And we ain't leavin' him to these peoples' ideas about justice."

"What about Rogue?" Ororo asked.

"What about her?"

The others turned to see the brunette mutant stride down the stairs.

"You didn't think y'all were leavin' me behind, now did you?" Rogue asked with steel in her magnolia tones.

"No, Stripes." Logan grinned. "Let's move."

St. Louis Cathedral, Pere Antoine-Alley, New Orleans

"Who is outside?" Remy asked, as he and his father moved sidelong towards the doors of the church. "That's no' Marius."

"Non," Jean-Luc agreed, motioning for his son to crouch down and peek out the crack in the door.

"No, stay back!" Remy shouted to the people in the church, motioning them away from the door.

"Tryin' to keep civilians inside, Jean-Luc?" the voice called out again. "We won' hurt them. You should know."

"Let 'em go, son," Jean-Luc urged, pulling Remy down beside him and allowing three people to flee out the side entrances of the church.

"Who the hell are they?" Remy hissed.

"Tithe Collectors," Jean-Luc said through gritted teeth. "Candra's dogs."

"Now you know that's unfair, Jean-Luc," the man called out again. "Such hostility."

"Can we take 'em?" Remy whispered.

"No," Jean-Luc said darkly. "They are trained beyond normal men or women. Dey only get called out when Candra send up a call, an' if she sends one up it means they canno' quit till dere target is dead." Jean-Luc spoke harshly, his Cajun accent thickening with pain and - Remy shivered in realization - with fear. "Dey don' take no fo'an answer, they don' stop. They are Assassins and
T'ieves rolled into one, wi' a touch o' a demon in 'em. Dey are fed on de elixir when Candra sends 'em out, and I never seen one killed-

There was a blood-curdling scream, the sound of steel slashing, what sounded like a gun going off, a cracking, whizzing explosion, and a boom of thunder. A body slammed the doors open as it went careening down the aisle to flop over, thoroughly dead, in one of the pews.

Remy and Jean-Luc stood up as Logan led the X-Men through the church, the burly Canadian shaking off what appeared to be Tithe Collector ear.

"Well, they were annoying," Jubilee announced. "Gone now though."

Jean-Luc blinked. "Remy, you friends trouble me."

"Don't mention it, bub." Logan clapped the other man on the shoulder.

"Did you find what you were looking for?" Bobby asked Remy.

"Yes," Remy said in a voice of gravel and granite. "An' this one thinks it's time to settle dis thing, once and fo' all."

COMMERCIAL BREAK

Boudreaux Family Mansion Front Lawn, Delaronde Street, Algiers Point, New Orleans

"You got a hell o' a lot o' nerve comin' to this house, when you been disavowed to death an' called in mutants to fight the battles you can't, Jean-Luc LeBeau."

"Marius." Jean-Luc raised his hands in the sign of truce. Logan narrowed his eyes and nodded to Ororo. The remaining X-Men spread out around the Thief King on the lawn as he parleyed with the head of the Assassins.

"Candra is the one behind all o' this, old friend," Jean-Luc said, pitching his voice deep and loud so that all the Assassins and Thieves surrounding them could hear. "She's been tearin' us apart to raise up herself. She's been usin' the elixir on your son, Marius."

"You sayin' my son is alive because o' her?" Marius called back.

"No, I'm sayin' you son is dead," Jean-Luc said bluntly. "He's bein' kept movin' wi' promises o' power and a sickness in his blood that's givin' him somethin' barely worth callin' life. Your son is dead, Marius, and she killed him."

"Your son killed him!" Marius roared.

"My son fought back in self-defense, an' you son got a bad hand in an unlucky accident," Jean-Luc asserted. "You buried your boy and Candra dug his corpse up and made him into somethin' that ain' your son no more. That elixir she feeds him, it can sustain life, it can pull back those even from the brink a' death. But when it's givin' to the dead all that rises are monsters. She'll do the same to all o' us; promise us life if we give her our death and then rule over a zombie army like the witch-doctor from hell."

"Fancy words," Marius scoffed. "So where is this vile elixir of yours?"

"Upstairs," Jean-Luc said calmly. "Where my son is usin' it to cure your daughter."
"Remy . . . I gotta tell you somethin' . . ." Rogue attempted to speak as Remy worked to undo Belladonna's IV in preparation for injecting her with the elixir.

"Why is she so cold?" Remy demanded, touching Belladonna's wrist.

"I think I got it at the right temperature," Tante Mattie said, coming in with the bowl of elixir. "Honey, if this don' work-"

"Dis will work, Mama!" Remy snapped, reaching out his hand for the bowl.

"Remy, she's cold because I touched her," Rogue forced out.

Remy froze, his gleaming red eyes angling towards her. He spoke just one word: "Why?"

"I didn't mean to!" Rogue rushed to explain. "But...I took my glove off to touch my lip, 'cause it was bleedin', and it was like she moved, and then-"

"Dieu, Jesu! Damn it Rogue!" Remy thundered. "You got any idea what you done, you? Merde, she got even less of a chance now! How could you do dat?"

"I didn't mean to!" Rogue sobbed. "I swear I didn't! I-"

"That's enough." Tante Mattie stepped between them. She picked the bowl an poured it into the IV bag. "Let's jus' get this done. Remy, hold Belle's wrist."

"I'm sorry," Rogue croaked, her throat stuck with tears. "Remy . . . I love you. I'm sorry, and I wish I had told you before, 'cause-"

"Rogue, I gotta concentrate now," Remy said, eyes focused on the prone blonde on the bed.

"Jus' a bit more," Tante Matte said calmly. "And we'll-"

The kick to her back knocked Tante Mattie against all the IV pole. Remy barely had time to protect his face from Julien's brutal knife, throwing up his hands and catching the other boy's wrist as they toppled to the floor.

"Gonna send you to hell, once and fo' all," Julien crowed, pining Remy down. "Back down where you belong, diable!"

"The hell you will!" Rogue screamed, yanking Julien from Remy. She wrapped an arm around his windpipe and squeezed as he struggled, trying to wrestle the knife from his other hand. "Jesus, you're strong."

"Damn it, Julien!" Remy screamed, plunging his bloody hands into the elixir pooling on the floor. "I was tryin' to save Belle! That's what started all this, ain' it? Now you gon' and killed your sister fo' true, you!"

"She ain' worth savin'," Julien growled. "She threw her lot in wi' you. Candra said she wasn't any good any how. If I had felt the need to save her, I coulda done it months ago. She wasn't worthy to share blood with me. Let her rot in hell with you and your new bitch."

Julien thrust his head backwards, slamming it into Rogue's face. She gasped as blood spurted from her nose and stumbled, releasing him. Julien shot towards Remy, his knife aimed at the other Cajun's throat.
With a resounding bang and a shower of blood, Julien collapsed. Remy gasped, looking from the blasted head of his former enemy up to the door and the smoking barrel of Marius Boudreaux's shotgun.

"Blood gone bad ain't family blood no more," Marius said, lowering the weapon.

"Blood . . ." Remy shook his head dazed. Then his eyes widened. "Blood!"

Scrambling to the edge of the bed, he scooped up as much of the elixir as he could into his battered hands. With the tips of his fingers he opened Belladonna's mouth, and gently eased it down her throat. "C'mon, c'mon..."

"Son." Jean-Luc navigated past Marius and into the room, moving over to place his hand on Remy's shoulder. "Might have to-"

Belladonna's gasp ran through the room like a shockwave as she opened her eyes.

"Belle!" Remy practically sobbed in relief, as her uncertain eyes turned towards him. "Belle, you're alive! Gal, you're alive! Mon Dieu, Jesus, thank God."

Belladonna's pupils dilated and she blinked. "Do I know you?"

Remy convulsed, his mouth opening and then closing tightly.

"Belle? My Belladonna?" Marius knelt down and placed a hand on her forehead. "Baby?"

"Daddy," Belladonna whispered, reaching out to touch his face. "What happened?"

"Belle," Remy said urgently. "Belle, don' you remember me?"

Confused blue eyes turned to meet his red ones, and Belladonna shied back. "No . . . no I don't . . ."

"C'mon son," Jean-Luc said, dragging the still shocked Remy up and away from the bed. "Let's go, boy."

"She don' remember me," Remy said blankly. "How can she not remember me?"

"Sir!"

Jean-Luc and Marius both turned as a young Thief barreled through the door, coming to a short, sharp stop. "Sir, it's . . .it's her. She's downstairs, and she's cryin' for blood."

Boudreaux Family Mansion Front Lawn, Delaronde Street, Algiers Point, New Orleans

"I expel the LeBeau family from these Guilds! I call for Remy and Jean-Luc LeBeau to face justice! J'demand-"

"It's over."

Jean-Luc, Remy, and Tante Mattie, flanked by the X-Men, stepped outside onto the Boudreaux family mansion's front lawn. They were followed by Marius, who was supporting his newly awoken daughter with one arm. The Assassins and Thieves who had been listening to Candra's tirade turned to listen to the heads of their houses.

"It's over, Candra," Jean-Luc said loudly, firmly. "You been undone. Julien's dead."
"Marius!" Candra screamed, pointing wildly. "You hear that? He killed your son!"

"No," Marius growled. "You killed my son. I just put a bullet to the devil wearin' his face."

"I demand justice!" Candra screamed again.

"Then you gon' have to deliver it you'self," Jean-Luc said, with an amused twitch of his lip. "'Cause you don' command anyone here no more."

Candra turned slowly, searching through the crowd around her for an ally, pivoting in first one direction than the other. Finally she stopped and sighed, lowering her arms. Then, with the speed of a trained gunslinger, she snatched a pistol out from under her coat, and fired three rounds.

A thunderous roar of gunfire followed, as both Thieves and Assassins pumped bullet after bullet into the small, diminutive woman.

"Stop, stop! Jesu, God, stop!"

When the smoke cleared, a bloody, mangled, and thoroughly dead Candra lay on the carefully manicured grass.

"That's one kind of justice," Logan mumbled.

"Rem . . ."

"Daddy?" Remy stumbled as his father fell to his knees. "Daddy!"

Jean-Luc clutched his chest, but the steadily spreading red coming from three separate holes could not be quenched.

"Remy." Jean-Luc gripped his son's arm. "Rem', I ain' got much time left . . ."

"Mattie! Mattie! Mama!" Remy screamed, as Thieves flooded over to their fallen leader. "Mattie, you gotta help him!"

Tante Mattie pressed both hands to her mouth and closed her eyes, shaking.

"Remy, it's over," Jean-Luc rasped. "S'over..."

"Daddy, we gotta get you to a hospital," Remy said. "Someone call 9-1-1!"

"Remy . . ."

"I don' care if we all go to jail fo' the rest o' our lives!" Remy screamed hoarsely. "Someone do it!"

"Remy!" Jean-Luc grabbed his son by the shirt with the last of his powerful strength, forcing the hysterical seventeen-year old to look him in the eyes.

"It is over, Remy," Jean-Luc repeated. "All the old ways died tonight. You . . . will always be seen as the cause . . . for good or fo' bad. Maybe future generations of our family will see you as a saint but . . ."

"Daddy, don' talk," Remy tried to speak, but Jean-Luc continued.

"This place is gon' fracture," Jean-Luc growled out through gritted teeth, forcing himself to speak through the pain. "An' . . . ain' no good you can do here. You got . . . a new family an'. . . a new life."
Keep the peace here . . . leave . . . find peace . . . "

"I ain' leavin' you," Remy sobbed. "I ain't leaving!"

"Yes . . . you will," Jean-Luc declared with all of his fading strength. "Listen . . . to me in this . . . you . . . my boy . . . leave our family . . . go . . . wi' your family . . . I want this . . . for you . . . I ask this . . . of you . . . "

"Daddy, don', don', don'," Remy stammered, shaking. "Don' . . ."


"Daddy . . ."

Jean-Luc's grip loosened and faltered. Remy gasped in shock and denial and pain when his father's grey-blue eyes dimmed.

"May his soul pass to heaven," Tante Mattie spoke, breaking the silence, and the Thieves and Assassins bowed their heads as Remy cradled the body of his father, rocking back and forth in agony. "May de wings of angels and saints carry him home to his rest and to the side of our Lord Jesus and his mother Mary, and our Father in heaven . . . "

Special Slow Version Made For The Show of 'Do You Know What It Means, To Miss New Orleans' Plays

Blackbird, In Flight, About 200 Miles Away From New Orleans

"Someone should go over to the kid," Logan muttered, looking over his shoulder to the back of the plane. Remy knelt in a corner, his face on his knees, leaning against the side.

"Is it gonna be you?" Ororo asked, turning the jet gently to avoid a budding storm cloud.

"Should be somebody. The kid-"

"Shh," Ororo said sharply.

"What?" Logan started to move.

"Don't turn!" Ororo nodded to the mirror which displayed the back of the plane. Through it, Logan watched as Rogue undid her seat belt, walked to the back of the jet, and knelt down beside Remy, placing a hand on his back. The boy flinched, but Rogue simply moved closer, wrapping her arms around his shoulders. Remy remained still.

"Ororo," Logan began. "He-"

"Wait," Ororo whispered back.

Remy stirred, then moved. Wrapping his arms around her waist, he buried his head in Rogue's shoulders and shuddered with the sobs, as they finally left New Orleans behind.

ENDING CREDITS

Promo For Next Episode: The X-Men have battled Magneto and the Brotherhood of Mutants, and their code of mutant power. They have fought against the Friends of Humanity, and their goal of human domination. But how will the X-Men combat a mutant who plays by his own rules, who follows his own desires - and who won't stop until one of the X-Men is dead?
The Job

Chapter Summary

The X-Men have battled Magneto and the Brotherhood of Mutants, and their code of mutant power. They have fought against the Friends of Humanity, and their goal of human domination. But how will the X-Men combat a mutant who plays by his own rules, who follows his own desires - and who won't stop until one of the X-Men is dead?

Season Two, Episode Five: The Job

Jubilee's Room, Second Floor, Xavier Institute

"Madonna" by Secret Plays Over Following Scene

"Madonna, donna, Madonna, donna, donna." Jubilee finished applying her vibrant blue eyeshadow with a flick of her wrist and turned elegantly on one heel to view herself in the mirror. Satisfied, she punched off her radio and skipped downstairs.

"I cannot even tell you how much I need this," she announced to Rogue, Gambit, Bobby, Kitty, and Piotr as she leapt the last stair and landed beside them. "I've needed to be out of here for days."

"Juju . . ." Kitty began.

"Seriously," Jubilee pushed on. "I need to dance until I sweat, drink too much, and make decisions. It may not turn out well, but it'll feel great at the time."

"What time?" Logan walked up behind Jubilee, eyeing the other X-Men, who wouldn't meet his gaze. "Where you think you're goin'?"

"With them," Jubilee said, half-laughing until she noticed the uncomfortable silence surrounding her. "I'm sorry, am I missing something here? We're going into town. It's a thing. Hence the ungodly heels I'm wearing. So . . . why the awkwardness happening here?"

"Kid," Logan began, and Jubilee blanched. "Oh, don't. Don't. She shook her head, hands curling into fists.

"In a year we'll take you out: believe me, they aren't gonna be havin' that much fun with me watchin' 'em," Logan tried to soothe gently. "Just give it a few more months."

"You are honestly gonna tell me I'm old enough to risk my life on missions, but I can't go to a goddamn club?" Jubilee fumed.

"Kid, relax," Logan began, and Jubilee let out a scream of rage.

"I'm not a kid! I've seen as much and done as much as half of you! I've been living on my own for years without a parent to supervise me and you're gonna pull this shit now?"

"Hey," Logan barked. "Language."
"Oh don't you dare," Jubilee hissed. "Not from you. Not from any of you. The last thing I need is you all to patronize me. You couldn't even tell it to my faces, could you?"

"We didn't wanna hurt you, Juju," Rogue tried to say. "We-

"Oh, that's right, don't hurt lil' Juju," Jubilee spat. "You know what? Screw it - I don't want to be around any of you right now. Newsflash! Hello? I'm an X-Men, I'm your friend, and I'm not a child!"

Then, turning on her tall, tall heels, Jubilee stormed away.

**Outer Gate, Xavier Institute**

The mutant put down the listening device and set aside the scope through which he could see Jubilee's vibrant blue-streaked hair swish as she stomped away.

"No," he said. "No, you are not a child. Not anymore."

---

**TITLE SEQUENCE:**

**TITLE SONG:** "Evolutionary" Composed By Emilie Autumn

**Cast:**

Wolverine: Hugh Jackman  
Storm: Halle Berry  
Professor Xavier: Patrick Stewart  
Jean Grey: Famke Janssen  
Cyclops: James Marsden  
Beast: Kelsey Grammar  
Rogue: Anna Paquin  
Gambit: Taylor Kitsch  
Iceman: Shawn Ashmore  
Shadowcat: Ellen Page  
Colossus: Enver Gjokaj  
Jubilee: Julia Ling  
Forge: Rudy Youngblood  
Guest Starring: Ryan Reynolds

Written By Adam Horowitz  
Directed By Greg Beeman
"It's like, we can risk our lives against mutant murderers, ancient blood-gangs and freakin' aliens, but suddenly I can't go to a club because I'm too young?"

"You know how Logan is," Sid tried to calm the fuming Jubilee, passing her the tongs with some trepidation. "He doesn't want any of you girls to grow up. It's the Papa Bear . . . well, Papa Wolverine syndrome."

"Well, if he wants to stick his head in the sand and pretend I'm just a little girl, fine," Jubilee growled, dicing up her frog with more force than was necessary. "But he can't stop other people from noticing."

"Oh, I don't think he is," Sid said, keeping his voice light as he offered her the petri dish. "I mean, you know . . . other people have noticed you're not a girl. I mean, obviously you're a girl but I mean not a little girl, you know-"

Jubilee glanced over at the rapidly blushing mutant, as he busied himself with cleaning the dissecting knife.

"Sid . . ."

"No, I just mean-" Sid froze. "Whoa."

Jubilee's eyebrows creased. "Whoa?"

"Something just happened to all the equipment on the grounds," Sid said, shivering and bracing himself on the table. "Oh, God."

"Sid!" Jubilee moved over to steady him.

"It's like . . . someone forcibly reprogramed everything," Sid groaned, rubbing his head. "Damn, it hurts."

"What is it, maintenance?" Jubilee asked, as if half-hoping.

Sid shook his head, breathing hard. "No. He stared her down. "Something's wrong."

North Salem Main Road, New York

"Guys, I feel bad."

Kitty fingered her purse as Logan drove the car in silence. "I mean . . . she was really upset."

Logan gave a low growl.

Remy sighed heavily. "'Dis one does too," he admitted. "She's righ': no' fair she don' get to come with us after all she been through."

"She's fifteen," Logan growled. "Don't make me rethink taking all of you out there. Believe me, I'd rather be playing pin the tail on the Magneto with Scott than takin' you all out. Kid needs to wait to grow up. When she's seventeen then she can go out and do stupid things which end with me having to kill people too."
"She had a point, though," Rogue supported Kitty. "We all done a lot of things the average teens ain't. Not really fair that she shouldn't join in the fun."

"Jesus! Fine!" Logan fumed, whipping the car around and driving back towards the mansion at breakneck pace. "Now I better not hear any complainin', I-

The X-Men screamed as their teacher rammed the brakes down hard, stopping the car up short before their school's entrance.

"Next time, this one is definitely askin' Storm to drive, comprenez?" Remy gasped.

"What was that?" Kitty demanded, furiously. "You're gonna try and kill us on our own school's gate?"

"No," Logan said, staying very still, nodding with his head to where two metal guns were rising from the Xavier Institute's front lawn. "I think our school's the one with that idea."

Room 413, Xavier Institute

"Professor Monroe!"

Jubilee and Sid panted as they pushed open the door to the weather witch's classroom.

"Excuse me," Ororo said to her class, before walking over to speak to the two young X-Men. "What is it?"

"There's something wrong with the defenses outside," Sid explained, wincing, as Jubilee held him up. "Someone's . . . someone's changing them. Going against our programming. Someone's out there."

"Are you sure? Is this something you know your powers can tell you?" Ororo asked, always one to get calmly and swiftly to the point.

Sid nodded, swallowing hard. "I'm positive. We need to contact the Professor."

No need. The three mutants stood up straighter as Xavier's voice echoed gently in their minds.

Sid is correct: there is someone on our grounds. I've been trying to probe his mind, but there is . . . something wrong. Ororo, I need you to get all of the children into classrooms and institute a full lockdown drill. I'm going to try and reach Logan and the- wait . . . something's happening-

The three X-Men exchanged stunned glances as the Professor's mind withdrew from each of their own abruptly.

"Okay, you two stay with this class," Ororo instructed. "I'm going to get everyone together and then check back here. Try and keep them all calm."

Jubilee nodded, and Sid attempted a salute, despite the obvious pain in his face.

"So," Jubilee said when Ororo locked the door behind them, turning to the young faces of the class. "Poetry, right?"

Grounds, Xavier Institute

"Back, back, back!"
The X-Men sprang away from the car just in time to avoid a shot that decimated the vehicle and threw Kitty back through the gates. She phased through instinctively but hit the ground with a resounding thud.

"Kitty!" Bobby yelled. He leapt over the remnants of the smoking car, climbing over the gate and onto the grounds. He was just in time to push her out of the way as an explosion from the right nearly took the petite mutant out.

"The hell is goin' on?" Logan growled, dicing a snaking cable which came at him with a frustrated slash of his claws. "What's Chuck playin' at?"

"Don' t'ink this is the Professor, mon ami," Remy grunted, spinning his staff and cracking it, sizzling with energy, over a gun emerging from the carefully manicured lawn. "Somethin's wrong!"

"Oh yeah," Logan said, pausing to sniff as Piotr totaled another of the attack cables firing at the X-Men. "Somethin' definitely smells off."

With an animal howl he slashed his way through three trip wires, shaking his head to brush off the tear-gas they emitted. Logan's enhanced senses helped him zero in on the lean, dark figure which was weaving its way through the chaos and towards the school.

"Oh no you don't, bub," Logan snarled, running towards the figure with a battle-cry which caused it to pivot. Logan ducked and rolled to avoid a barrage of fire from a stray wire trap. With a huge exertion of force, he sliced through the arm of the nearest stun-gun, sending the heavy metal contraption hurtling towards the figure.

It hit the fleeing individual in the back of the head and even Logan had to wince at the sound of crunching skull and the scent of thick, wet blood.

Slowing his pace, he squinted as he drew abreast of the dying intruder.

"Shouldn't a' picked this house, bub," Logan said. "You-"

The broken body began to switch, then move. Then, with impossible agility, it launched itself back to its feet and cast one glance over at Logan before sprinting towards the school. Momentarily stunned out of his own primal instincts, Logan simply stared.

"What happened?" Bobby demanded, supporting a wincing Kitty as he trotted over to where their teacher stood amongst the wreckage of their state of the art security system.

"What de hell was that?" Remy questioned as he and Rogue waded through the burning, broken machinery around them. Piotr didn't remove his armor, eyes still searching left and right.


COMMERCIAL BREAK

Front Hall, Xavier Institute

"So was this a friend of yours?" Bobby asked Logan as the X-Men followed their teacher cautiously into the mansion, fanning out to cover all the places from which they could be attacked.

"Wish I could say no, Frosty," Logan muttered. "But I think he was. I... can't be sure." The burly Canadian frowned. "It's... unclear. But I remember his face and his style. We worked together."
"On what?" Rogue asked, standing close to Remy as they moved further into the house.

"Nothin' good, Kid," Logan admitted. "He's . . . like me."

"Friendly an' cuddly?" Remy snarked.

"Yeah, and impossible to kill." Logan breathed in, sniffing the air. "He's got a hell of a healing factor and he's not completely useless in a fight."

"So why is he here now?" Kitty questioned, moving like a stealthy cat, body on high alert for any sound.

Logan grimaced. "I got three guesses, and they all end with me."

Upper Levels, Xavier Institute

Ororo steadied the winds around her so that she hung in mid-air and used both her hands to open the third floor window. She stepped inside and dropped gently to the floor. She let the breezes around her coalesce and then slide across the marble floors, keeping her hands out, alert for any change in pressure.

There. The weather witch let a small, grim grin play around the edges of her mouth.

"You should never have come here."

"Oh, I'll beg to differ. Well, maybe not beg. Definitely differ. Definitively differ, defiantly. Ooh, words are fun."

Ororo let the lightning build up in her fist, her back still to the figure at the other end of the hall. "Oh, I think we can incline you towards begging."

Whipping around, Ororo let fly the bolt from her arm, where it spread into three prongs of electricity and hit the male figure directly in the chest. The lightning shivered up his body and Ororo had to steel herself against the smell of burning flesh.

The man collapsed, and Ororo sighed. "Intruders. You never learn."

She walked over to the heap clad in black leather. Frowning, she tilted her head, leaning down to examine the gleaming sword he clenched in his right hand.

Suddenly she was gasping, clawing at the man's hands as he put her into a chokehold, squeezing tightly, rapidly depriving her of her air.

"Hey, I know I was no good in school," he said conversationally. "But it doesn't mean I never learned."

Ororo tried to summon up more lightning, but the bolts fizzled over her captor uselessly.

"For example," he continued, "I taught myself how to skateboard . . . how to play wall ball with one hand tied behind my back . . . I took a cooking class once and if I do say so myself, my spinach rabe is one of finest I've ever tasted."

With one last gasp, Ororo lost consciousness, and the mutant lowered her gently to the floor.

"Of course," he said musingly, "it could be because it's the only spinach rabe I ever had. And I may have overused the chocolate sauce."
"Is there anything useful you can remember about this guy?" Bobby asked in a whisper, nodding to Kitty that the classroom to their right was clear.

"From what I remember, he's a killer," Logan answered darkly. He shook his head, frustrated at the refusal of the splinters of memory to form a coherent, useful picture. "A sword. He uses a sword. Also, bad jokes. I remember really bad jokes."

"Oh, because the Wolverine Comedy Hour was such a success?"

Bobby reacted first, drawing all the moisture in the air together and firing a lance of ice at the mutant. The fighter reacted with an almost bored swipe of his sword, cutting down the projectile and slashing Bobby across the chest.

"Bobby!" Kitty hissed in fury as she charged the attacker. He merely laughed and caught her arm in a grandiose impression of a dancer, kissing her hand before spinning her around viciously and hurling her into a locker.

"Alright, you want me, come get me!" Logan roared, unsheathing his claws. The figure sidestepped Logan gracefully, coming up laughing.

"Oh, Logan, has it been so long?" The man grinned, smoothing back his brown hair and stretching, twirling his sword like a baton. "Wait, shh . . . you wait your turn," he suddenly barked to his left. "Sorry, sometimes I can't deal with all the TALKING!"

Logan backed away, narrowing his eyes, and the lean man across from him giggled.

"Oh, they told me something happened up here," the mutant said, whistling as he indicated his head. "And I just knew I had to come and visit you, buddy. I said to myself, selves, you really need to be a friend, because poor Wolves just has no idea what it's like to be one of us. He'll be running here and there, grumbling like an old dog, slogging back whiskey and tellin' every "bub" he meets to leave him alone-" He broke off in another fit of giggles, waving his hand for Logan to forgive him. "Oh, oh - it's just been too long."

"It could a' been longer - Wade."

Wade clapped his hands, prancing on his toes. "Oh, he remembers me! Oh, happy day! See, I knew you wouldn't forget me, pal."

"No such luck," Logan growled. Wade pouted.

"Now don't be like that," Wade instructed, as he shook his finger at the furious mutant. "Not when I made the time to say hello."

"To kill me you mean," Logan said bluntly.

Wade let out another bark of laughter. "Oh, you? No, no, seeing you was just an added bonus. You're not the target at all. My mark is much, much prettier."

Logan's eyes widened and when a deep smirk spread over Wade's face, he charged the other mutant again. Wade swung his sword menacingly as Logan came at him - then pulled out a handgun and shot the other man in the chest, again and again.

Logan went down after four hits and Wade tsked as he walked past Logan's writhing body.
"You really let yourself get rusty," Wade chastised. "Before I could never have gotten the drop on you."

"You stay away . . . from . . ." Logan coughed.

"From who?" Wade finished. "Isn't that the million dollar question. Don't worry, I'll make it short and sweet. Incidentally: just like her."

Room 413, Xavier Institute

"Okay, so if you could all, um, just turn to page four-"

Sid let his voice trail off as the class continued to talk loudly. "I think . . . Professor Monroe said you were working on-"

"HEY! Pipe the hell down or every last one of you is getting detention for a month!" Jubilee ordered.

"You can't give us detention, you're a student," responded a short, pink-haired girl in the second row.

"All I have to do is make one passing recommendation to Professor Logan," Jubilee threatened. "And he'll take you out for wilderness training for the next four weeks."

The pink-haired girl blanched. "You wouldn't."

"Try me," Jubilee baited. "Now we're all gonna sit down and learn some poetry even if it kills us."

"Ooh, I always liked haikus."

The class fell silent as the man in the corner stood up, tapping his chin reflectively, the sword in his left hand dragging menacingly along the ground. "Hmm, here's one . . . I hate broccoli / And think it totally sucks / Why is it not meat?"

Wade winked at Jubilee, grinning wildly. "Oh, and as it turns out? Learning poetry today is gonna kill you, Short N' Sweet."

COMMERCIAL BREAK

Room 413, Xavier Institute

"You. You, you, you, you, youyouyou."

Jubilee backed away as Wade advanced on her, swallowing hard. "Yeah, okay - me. What do you want?"


"Me?" Jubilee shot a terrified look at Sid. "Why do you want to kill me?"

"Want to? I don't want to kill ya, kid. If I had my way I'd probably buy you a drink and take you to a discotheque in ol' Paris. I'm being paid to kill you, because you're all growed up," Wade explained. "I gave you plenty of time before now but I'm sorry, a job's gotta be finished, no matter how distasteful the ending. Kinda like "Lost."

"What do you mean finished?" Sid questioned. Wade sighed, looking over at Jubilee and raising his
hands almost helplessly.

"Oh." Jubilee said after a long moment of silence. "You. You were the one who . . . killed them."

"Sorry," Wade said, almost seeming as if he truly was. "Some of us objected, but things . . . got complicated. I honestly let you go for a while, but . . . there were other cards in play."

"Am I supposed to thank you?" Jubilee demanded.

Wade paused. "Well . . . that would be nice, yeah. Some of us would appreciate it."

Jubilee was careful not to look at Sid as he lifted the letter opener from the desk silently and moved behind the assassin. "Sorry to disappoint you then, but that isn't happening."

"Awww. Tears." Wade let out another theatrical sigh as Sid maneuvered into position. "And absolution just sounded like exactly what the doctor ordered today. He-"

Wade hissed as Sid stabbed the letter opener into his lower back with all the force he could muster, groaning as he stumbled away from the young mutant.

"Really?" Wade grumbled, pulling the blade out carelessly to the horrified screams of some in the class. "We're 'Eagle-Feather-Clumsy-Stabbing' now?" With a quick draw pull, he fired at Sid, frowning when the gun jammed. Wade shrugged, and cracked the teen across the face with the butt instead.

Jubilee launched herself at the killer, charging her hands so that when she gripped him by the lapels, the resulting explosion cracked through his whole body before shooting them apart. Coughing, Jubilee pulled herself to her feet only to stare horrified as the unhurt Wade brushed his shirt down.

"Well. That was fun and explode-y," he conceded. "Unfortunately, I think I'll need to bring this to an end sometime tonight." Jubilee's heart raced as Wade danced his fingers along his shimmering blade.

"Oh. And we were just gettin' into it."

Logan, Kitty, and Bobby entered the room in unison, Bobby icing the floor below the assassin as Kitty phased through him, disorienting the mercenary long enough for Logan to grab him by the arms like a rag doll.

"You so low you gotta start pickin' off kids, Wade?" Logan snarled.

"Oh, c'mon, give the lady her credit," Wade protested. "She's not a kid, she's a beautiful young woman. Plenty old enough for handsome, hormone-addled boyfriends, drunken YouTube regrets, and murder. Oh, and yes that is a gun in my pocket. Doesn't mean I'm not happy to see you though!"

Logan grunted as Wade fired into his lower body. The mercenary used the momentum to break free of the Wolverine's hold and race out the door.

**Upper Hallway, Xavier Institute**

"Ro? Storm? Loa, please, wake up," Remy pleaded, placing his hands carefully under the weather witch's neck as Rogue helped lift her gently from behind her back.


"No need to run," Remy assured his teacher. "Gon' get you to Professor McCoy."
"Um, actually, I would say there is a need to run."

Rogue and Remy whipped around to see Wade wave his fingers tauntingly at them.

"But, you know, could just be me. Or not."

Remy reacted instantly with a charged card aimed at the assassin's chest. Wade let it hit him and push him back. "Wheeee!" The mercenary skidded and then re-planted himself, waggling his eyebrows at Remy tantalizingly. "Got any more?"

"Plenty," the Cajun growled. Whirling his staff, Remy caught and parried a thrust from Wade's sword, kicking him roughly in the chest and dodging a shot the killer fired off from the hip.

"Okay, now this is more what I'm talkin' about!" Wade applauded, blocking Remy's uppercut and leaping to avoid another swing of the bo staff. "Someone trained you right, huh? Assassin as well?"

"Thief," Remy growled, jabbing his opponent harshly below the waist. "Prince O' Thieves to some, actually."

"Well, then all hail his Majesty." Wade elbowed Remy across the face before dipping into a low bow. "Wait . . . you're from New Orleans, aren't you?"

"What gave it away, mon ami?" Remy asked casually as he flipped away from another gun shot and fired off an Ace of Spades.

"The stench. I'd know bayou bog smell anywhere." Wade leaned away easily from a swipe off Remy's staff and then started to laugh. "Wait . . . you're Remy LeBeau! Oh, I heard of you! What do you mean, you're no assassin? You pulled one of the biggest jobs out there!"

"You' mistaken," Remy hissed, locking his staff with Wade's sword and bringing them body to body. "Sorely."

"No," Wade whispered back, conspiratorially. "I'm not. But I can see you wanna keep it hush hush from your lady friend over there, so don't worry, I'll be silent as that oil executive I had sushi with last week. Well, maybe not quite as quiet, it is hard to talk when your guts are doing a Picasso impression on the Persian rug. Actually, that's a lie. I won't be quiet at all." With a ferocious head butt, Wade knocked Remy, dazed, to the ground.

"Now . . . you . . ." Wade pivoted to point at Rogue.

"Yeah," the Mississippi mutant growled. "Me. Come pick on a lady. You seem the type."

"Rogue, no!" Logan barked. Wade whimpered.

"You just aren't being any fun now. It's a problem, man, it's gonna age you," the mercenary warned. "Well. C'mon! Let's play Cops and Robbers! Catch me if you can!"

The assassin twirled around, plied, and then raced off down the second corridor.

"Wait, wait! Nobody follow him!" Logan ordered. Rogue moved to help Remy slowly rise while Bobby and Kitty went to kneel down beside the pale Ororo. Sid and Jubilee flanked Logan, whose eyes were murderous.

"Who the hell is that?" Rogue demanded.

"Wade Wilson," Logan explained. "He's an assassin, he's crazy, and for some reason he's here to kill
Jubilee. "Logan forced out the final word painfully, clenching his fists.

"Jubilee?" Remy frowned. "Why?"

Jubilee looked down and away.

"The bastard is toying with us," Logan roared, pacing like a caged tiger. "I don't get it. I don't remember him like this. He's a snarky prick, but he's not one to leave the job undone."

"Maybe that's not the problem." Jubilee was pale, but her voice only wavered slightly. "Look, he- he had every chance to kill me back there. He obviously can't be killed by us. And... and he said the reason he... he's coming now was because he had to wait for me to grow up. Maybe the reason he's playing with us is he's hoping we'll find a way to stop him. Maybe... maybe he's avoiding it. Maybe he can't do it."

"Oh, he can do it," Logan snarled. "Don't go thinkin' he's got some kind of conscience. We gotta take him out before he gets anywhere near you again."

"No!" Jubilee protested. "Look what he did to Storm, to Bobby!" She gestured to the bleeding gash on Bobby's chest, to Ororo's pale face. "He says he's here to kill me - so let's make him face up to it because I can bet he won't be able to finish the job."

"You aren't going to bet your life on that," Sid stated flatly.

"It's my life to bet," Jubilee stated boldly. "He's here for me. Well, he can come and face me down then. Besides, I... want to talk to him. I need to."

"He's insane, Jubilee," Logan said fiercely. "He was when I knew him and if anything it looks worse now. We don't know what the hell he'll do. We don't even know why he's after you."

"Actually," Jubilee said quietly, "I think I do."

COMMERCIAL BREAK

Second Floor Hallway, Xavier Institute

"Oh, I hear a little mouse-y! Yes I do! Come out, come out wherever you - are!"

Wade pivoted and drew his sword, rounding to face a cool-eyed Jubilee. "Oh," he said, raising an eyebrow. "And where are your other little mouse-y friends?"

"Away." Jubilee looked down calmly at the sword and back to the assassin's confused expression. "I thought maybe you wanted to talk to me alone."

"Talk?" Wade snorted. "Is that what you want to call it? Come to beg?"

"Beg?" Jubilee's jaw tightened. "I'm not gonna beg my parents' murderer for anything."

Wade shrugged. "Your call. Bad call, but your call."

"Why? Were you hoping I would beg?" Jubilee's voice was icy with cold fury. "Hoping I'd come in and cry and then you could spare me and pretend that makes up for it?"

Wade took a step back. "You really wanna talk this way to the man holding a sword to your neck?"
Jubilee took a step forward, so that the tip of the blade pressed against her skin, right above her heart. "Why not? I've been waiting for long enough. Ten years, actually."

"Ten years I didn't come and get you," Wade reminded her.

"Ten years," Jubilee continued, "Ten years where I lived in malls and couldn't call my grandmother, or my uncles, or my old friends in China because then they might come and kill me too. Whoever they were. I never knew: no one ever knew. No one could explain why my parents had to die and everyone was so scared of what might happen that they got scared of me. Of you. Because you might come and kill me and take all the rest of them down as well."

"I gave you ten years to grow up," Wade explained, but he was stepping backwards as Jubilee advanced.

"Oh, thanks," Jubilee laughed, pained. "Yeah, thanks for giving me time to find a new family, to live through all the years where I woke up dreaming about their faces, you're a real goddamn hero-"

Sparks spurted from Jubilee, jumping to Wade's sword and he pulled it back, still retreating. "Why?" she demanded. "Why didn't you just kill me then?"

"You were a kid-"

"Yeah, I was a kid." Jubilee's voice broke and energy crackled around her body, snapping along the floor and causing Wade to skip away. "And you could have killed me then, and made it clean. But no, you left me alive. Why? So, so I could grow up without family, blaming myself because I survived? Was it some sick code?"

"I don't kill kids," Wade tried to stand firm now. "It's my rule, I don't-"

"Oh, and that's supposed to be something to be proud of?" Jubilee screamed. All around her fireworks blasted, ricocheting around the hall and Wade had to duck and weave to avoid taking hits to the face. "You just leave orphans instead of making it a nice package deal? Then you let them grow up, and come for them when they've finally found a home? Is that your sick idea of a conscience? Huh?"

Wade opened and closed his mouth, looking almost afraid of the fiery girl.

"Well then do it!" Jubilee screamed over the whizzing of her explosions. "Go ahead! Finish it! Here's your chance! I'm right here, I'm all grown up, so finish it! Send me back to my parents! Go ahead, do it. Do it! Do it!"

"Fine!" Wade exploded and Jubilee stiffened as he pointed his sword at her neck, coming to rest over her pulse point. "Oh, what now?" he growled, turning to his left. "Oh, you again? No, the last time I listened to you - no, no! Don't start that! You remember what happened . . . yeah, well, that's how it is! No? Yes! Go ahead!"

Jubilee took a step back and the sword moved swiftly to her cheek. "No, no, you have to answer for that!" he fumed, and Jubilee shivered at the insanity in his ink black eyes. "You have to answer, planned for, give more - oh, oh oh! Oh, isn't that just how it is! Good for you! Great! Great!"

Jubilee stood, frozen, and the mercenary looked at her, and let out something dangerously close to a sob. "Oh, damn it," Wade swore softly. "This is gonna suck."

Jubilee sucked in a deep breath and closed her eyes, waiting for the blow. Instead there was a resounding crash and she gasped as she opened her eyes to see the edge of Wade's black coat
disappearing through the broken window at the end of the hall.

"Kid." Jubilee flinched at the sound of Logan's voice, turning to face him with a tear-stained, coldly pained face. The other X-Men emerged from the surrounding classrooms where they had been waiting to spring to her defense at the signal she never gave.

"Jubilee," Logan corrected himself. "You okay?"

Jubilee bit her lip. "Am I supposed to know the answer to that question?"

"No," Logan acknowledged. "No, I don't think you are."

War Room, Xavier Institute

"Do you think he'll be back?"

Xavier sighed, looking around at the assembled X-Men wearily. "I cannot be sure. His mind was . . . broken. Not merely by mental illness, but I believe by some aspect of his mutation. The same issues which make him impossible to read also make him unpredictable. He could come back within the hour, or within the next ten years, or never. I'm afraid there is no way to know."

"So we're just supposed to wait around until he decides to come and attack Jubilee again?" Sid fumed.

"No, we'll be ready this time," Logan growled. The Professor turned to the silent mutant in question. "Jubilee?"

"I . . . don't think he'll be back for a while," Jubilee said slowly. "And if I survived him once, I can again. I'm more interested in finding out who assigned him to kill my parents and me. We were never able to get . . . get an answer. Not from the FBI, not from the Chinese authorities . . ."

"We'll find out for you," Kitty promised. "Right?"

"Righ'," Remy agreed. "Can do some diggin'. We'll find 'em out, Petite."

"Why didn't you tell us?" Bobby questioned. "All this time, you never talked about it and you knew someone out there might be after you. Why didn't you say anything?"

Jubilee bit her lip as her eyes reddened. "I couldn't," she said quietly. "I . . . I didn't know why they - why he came and killed my parents and left me alive. None of my family wanted to take me in because they were afraid someone might come for them too. I guess . . . I guess I felt like if I told any of you then they might be right and then I'd lose the only family I have left."

"But we all got skeletons in our closets, petite," Remy pointed out. "We'd understan'. Out o' anybody, an' we can all protect ourselves too. Why hide it from us?"

"I could ask the very same question of you, Remy," the Professor reminded him. "You went to great lengths to conceal your connection to assassins. All of us have the tendency to believe our perceived sins and fears to be worse than those of our loved ones. When we want to protect those we love, we tend to elevate our fears to the level of monsters and do all we can, and anything we can, to defend against them - even when those closet to us may feel they can perfectly handle themselves."

Remy nodded, chastised, and looked down.

"Do you want to take a preemptive move and strike first?" Bobby asked. "I mean . . . I know I
wouldn't feel good having that hanging over my head. If you need closure-

Jubilee shook her head. "No, I . . . I don't know what I need now. I don't know how to feel. I've been avoiding it for so long . . ."

"There's nothin' wrong with hatin' him," Logan offered. Jubilee just shook her head.

"No, I don't think I do." She looked around at the assembled mutants. "I spent so long thinking the one who killed my parents would be . . . I don't know. A monster, more of a demon. But now that I actually see him, I actually think I'm less afraid than I've ever been. Yeah, he's powerful, but he's also . . . broken. He's almost even more broken than I was when they died. I don't know if I'll ever . . . forgive him, but . . . I pity him. Besides, he took one family from me, but I still have one in . . . in you guys."

"Oh, of course you do," Kitty said, hugging her friend, and was soon followed by the other young X-Men. "And don't you ever forget it."

ENDING CREDITS

Promo For Next Week: When Piotr receives a mayday call from his family back in Russia, the X-Men move their Christmas closer to the Arctic Circle as they hurry to stop a menace who may be more monster than mutant.
Red

Chapter Summary

When Piotr receives a mayday call from his family back in Russia, the X-Men move their Christmas closer to the Artic Circle as they hurry to stop a menace who may be more monster than mutant.

Season Two, Episode Six: Red

Ust-Ordynski FSB Base, Siberia, Russia

In Russian, with English subtitles

"Jesus, it's cold."

"It is barely winter, Dimitri."

The stocky Russian adjusted his gun and glared at his friend, shifting his feet in the crusty snow. "Oh yes, it's all well for you - you've been here for a year. You're used to it. You know there is a reason people were sent here as punishment."

"Stop talking, you'll offend the locals," the taller of the two men warned. "You - wait. Hold! Stop!"

Dimitri raised his gun as well, as the figure came towards them.

"Gentlemen," the unnamed man said jovially. "And how are you on this fine night?"

"You're on restricted government property," Dimitri warned, as his friend moved to call their superiors.

"Oh, but we are all friends here," the figure presented. "We are in a brotherhood of sin together."

"Great - now we have to explain how a drunk wandered onto the base on our watch," Dimitri griped. "Stop! Halt! I said stop, you!"

"Ah, but you have spent little time thinking on your sins," the figure mused. "Be thankful, then, that we have all of the night to remedy that."

The figure moved closer, opening the giant coat that wrapped around his massive body. Dimitri screamed.

Front Hall, Xavier Institute, North Salem, New York

"All I Want For Christmas" By Mariah Carey Plays On Radio

"Look! Look what I did!"

"That's great, sugar!" Rogue praised as one of the younger students pointed to the ornament hanging on the almost fully decorated Christmas tree. "It's perfect."
"Perfect," Remy griped, wrapping his trench coat tighter around himself. "Perfect is Christmas nice an' warm, n'est-pas?"

"No," Rogue argued sweetly. "There's a reason all those songs sing 'bout white Christmases. You just gotta get used to how things are up here, Remy."

"This one will do no such t'ing," Remy sniffled. "An' Christmas songs are horrible, comprends? Everyone knows so, them."

"I woulda thought you'd be in favor of Christmas songs," Rogue said, tapping him on the nose with a gloved hand. "Since one of 'em does talk about red noses and you need all the favorable spin on that count you can get."

"I'll have you know," Remy sniffled, as dignified as possible, ",'Dat this one is still as suave and dashin' as ever, me."

"Sure you are," Rogue said indulgently, laughing when Remy playfully yanked on her hair.

"Isn't it just sickening?" Jubilee posed to Sid, shaking her head at the two southern mutants. Sid blinked as he handed Jubilee another string of mutant-adjusted lights to hang up over the doorway.

"What is?"

"Laziness," Jubilee proclaimed, swaying from her perch on the ladder. Picking up a dull bulb, she blew on it and tossed it over to the cuddling mutants on the couch, where it whizzed and banged, making Rogue jump and Remy display a supremely rude gesture.

"Get back to work, lovebirds," Jubilee ordered.

"That's not exactly in the holiday spirit, now is it?" Sid chastised.

"Which holiday?" Kitty teased as she and Bobby carrying in a large, brass menorah and propped it up on an alcove. "My holiday says nothing about disciplining slackers. Next time they get lazy send them over to me."

"What are your thoughts on mistletoe?" Bobby questioned. He rubbed his hands together and blew on the tree, creating an array of tiny icicles, much to the younger children's delight.

"Don't even think about it, Frosty," Logan grumbled, rounding the corner. "None of that goes on where I can see it, or we'll all have a damn un-Merry Christmas."

"Thought you were supposed to be in the kitchen helping Ororo?" Kitty reminded.

Logan grimaced. "I was. I was then told that my suggestions for improving the dinner were not appreciated."

"That's because Budweiser simply doesn't work well in eggnog," Ororo explained as she strode out. "But you can still help me set out the pies."

Logan growled, taking another swig of his beer.

"Well, I'm glad to see everyone enjoying themselves," said the Professor mildly as he wheeled around the tree and into view. "Has anyone seen Piotr?"

"I think he's over by the fireplace working on Christmas cards," Jubilee supplied.

"Thank you," Xavier responded, with his usual kind smile, before moving past the sea of Christmas
decorations and gifts to the fireplace. Piotr sat on the fireplace edge working steadily on a long letter. The Professor waited in amused silence, before clearing his throat.

"Oh! Professor! I am sorry," Piotr apologized, blushing.

"That's quite alright," Xavier soothed. "And that's quite a long letter."

Piotr looked down, and then up, a smile just lingering at the corners of his mouth. "Yes. For my mother and sister. Hopefully it will get to them by Christmas. It's my way of . . . being there, when I cannot."

"Then I have some very happy news for you." The Professor smiled. "Your sister is on the phone for you."

Rather than joy, Piotr's face displayed something close to terror as he took the phone offered him by Xavier. "Illyana?"

"Hello Piotr," said the girl on the other line. "How are you?"

"Illyana what's wrong?" Piotr demanded, lowering his voice, while the Professor frowned, surprised.

"Nothing is wrong, brother," Illyana said stiffly. "We're fine."

"Whoever is listening, hear me now," Piotr said slowly. "You want to speak to me, speak to me. Don't hide behind my little sister."

Piotr heard movement and his grip on the phone tightened.

"S Roždestvom Khristovym, Piotr," said a male voice, and Piotr's eyes widened in recognition. "I can promise you your sister is well. But she may not be soon, if you do not help us."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Shadowcat: Ellen Page
"So they're threatening your sister?"

The muscles in Piotr's arms tightened at Kitty's question and the Professor laid a hand on his shoulder. "They say they are not," Piotr replied in clipped tones. "They say they only asked her to call so I would answer. They say there is a mutant who is attacking my . . . home. They say he is killing military and civilians and they cannot fight him without mutant help. My help."

"But you don't believe them?" Bobby asked, half-knowing the answer. Piotr met his eyes. "No," Piotr said stonily. "These men are . . . capable of going to great lengths to get what they want."

"But you think your sister might be in trouble," Rogue followed up. Piotr nodded. "There's no reason we can't go and check it out," Logan put forth. "One way or another we can get the truth out of him."

"These men are dangerous," Piotr warned. "This is not going to be . . . pleasant. They are FSB, the heirs to the KGB."

"Whoa, since when are you connected to the Russian secret service?" Bobby asked. Piotr looked away, his knuckles cracking. "I am not."

"So Christmas, with the Russian CIA, in Siberia," Remy remarked. "Sounds like fun, n'est-ce pas?"

"I will not ask anyone to go," Piotr promised. "Logan and myself can handle this."

"Oh, now this one wasn't sayin' that!" Remy protested and was followed by a flurry of similar replies from the other young X-Men.

"No way!" Kitty practically shouted. "We're coming with you!"

"Definitely," Bobby confirmed.

"This is not a mission for the X-Men," Piotr argued. "This is a family matter."

"Exactly," Kitty said, bright eyed and determined. "Which is why we're going."

Blackbird, 20,000 feet above Western Siberia
"So how are we gonna handle these guys?"

Rogue looked around at Bobby and Kitty and Remy. They all turned towards Piotr, who sat in the seat besides Logan, pointing out directions.

"With finesse," Logan instructed. "No need to offend 'em. We get in, find out if there really is a mutant killin' civilians, and then either get out, or get him."

Logan frowned at the snorts that followed his little speech. "What, somethin' funny?"

"It's just that . . . you," Rogue explained gently. "Tutorin' us about finesse and tryin' not to offend people."

"Yeah, ha ha," Logan grumbled.

"These people would not be above labeling a mutant who disagrees with the government as a killer to get rid of him," Piotr stated gravely. "We must make certain that they are not simply framing him in an attempt to weed out an activist."

"We can do it," Remy promised. "This one knows a frame job when he sees it, mon ami."

Piotr nodded, seeming preoccupied. "There." Piotr pointed to the screen. "A little to the left and we'll be right above Ust-Ordynski."

"Where's the base?" Logan questioned as he lowered the plane's altitude, grimacing as he did so, his hatred of flying unchanged after weeks of practice with Ororo.

There was a crackling sound and then a transmission boomed through the plane's speakers in Russian.

"What's he sayin', Tin Man?" Logan asked.

"He says to descend and land in their ramp," Piotr translated. "There."

"Oh," Kitty said as the clouds cleared. "There's the base."

**Ust-Ordynski FSB Base, Siberia, Russia**

"Piotr, skol'ko let, skol'ko zim! And you bring many friends to us." The man switched to English as he strode across the landing platform towards them, flanked by two men in black carrying guns that made Logan whistle in appreciation. The man was not overly tall, but his bulk was mostly muscle and he carried himself with authority. His mustache covered a genial smile. "More mutants?"

"Is that a problem, Vadim?" Piotr asked with steel in his voice.

"Not at all, my friend," Vadim said, clapping Piotr on the back. "More is better, much better. Let me introduce myself: Vadim Gregorovich Saltykov, head of FSB's Mutant Division."

"You have a mutant division?" Logan said, shaking the man's hand uncertainly.

"Of course," Vadim said, shaking the hands of Kitty, Bobby, Rogue and finally Remy, who was the only one to smile back. "We would never risk losing out on all of our talented agents simply because they are mutants. Unlike other governments, we find it better to utilize what evolution has gifted to us all."
"Very forward," Remy said appreciatively.

"Thank you." Vadim made a small bow in his direction. "So, if you will all follow me inside we can explain to you our situation."

Logan nodded, making a gruff sound of agreement. The X-Men followed Vadim through a small door which led down a long dark hall to a security scan.

"You're being pretty friendly," Bobby whispered to Remy.

"Oui," Remy said with his trademark grin as a burly Russian motioned for him to step through the full body scanner. In a lower voice he explained, "It's always best to be friendly - they either think you agree with them or you stupid. They let things slide then, mais oui?"

"Can we quiet the chatter and get this over with?" Logan requested, glaring at the officer who motioned him through the scanner. "Like to make this as quick as possible."

Unfortunately for Logan, the X-Men had to pass through three other checks and processing stations before they were admitted into a dark, nondescript room possessed of a table, several chairs, and a large screen taking up the left wall.

"Firstly we would like to thank you all for coming," Vadim began.

"You said it was urgent," Piotr interrupted. "So speak with urgency, Vadim."

Logan raised one heavy brow, and Remy mouthed 'finesse.'

"Of course," Vadim said considerately. "The mutant we are looking for appeared four months ago."

The Russian tapped the screen and it blinked into life. "We first found the bodies of several men." He waved his hand to show the pictures, their names and identifying information displayed in a row. "We speculated at first that it was poison, but when we probed closer we could find nothing that would do this."

"What did it do?" Remy prompted.

"Drained them," Vadim said shortly. "All of their bodily fluids: hormones, blood, water, seminal fluids, everything. Their bodies also showed signs of rapidly increased aging, as if the very life was pulled out of them. We could only conclude a mutant."

"So when did it become serious?" Piotr asked. Vadim frowned. "I do not-"

"When did they start attacking you?" Piotr asked significantly. Vadim nodded, his mouth tightening.

"Two weeks ago," Vadim answered. "He began by attacking our men when they were in the town, but lately he has been breaching the base. We have reports of similar attacks. Here is his track record." Vadim indicated, changing the screen to show a map of Russia marked up with the sites of murders. "He seems to need to attack - whether because of psychological or physiological reasons, we cannot tell."

"Why would a mutant evolve who needs to feed off of others to survive?" Kitty asked. "It would be a disadvantage, an unhelpful evolution."

"You say it is impossible?" Vadim probed.

"No, just . . . unlikely," Kitty amended.
"You got guys out looking for him?" Bobby asked.

"Yes," Vadim said with an eye to Piotr. "And because of this I can release you for the night. When this madman is spotted, we will contact you immediately." Vadim handed Logan a small device. Glancing at Piotr, Vadim added, "I am sure you are anxious to see your family."

Home of Anya Rasputin, Ust-Ordynski, Siberia

"Please take the car away," Piotr asked Vadim as the black car pulled down the street, his eyes on the small white house at the end.

"Your mother may come after me with her knives if you freeze walking to her door," Vadim laughed. The vein in Piotr's neck bulged. Vadim waved for his driver to stop.

"Alright, my friend," Vadim said and nodded to the other X-men as they exited the car. "Be ready. This monster may attack at any moment."

Piotr didn't respond, turning away to lead the others towards the house.

"That enough hats for ya, Remy?" Rogue joked as they trudged through the snow ground to the small white house. Remy sneered as best he could from under his giant furred coat.

"Don't she know we're comin'?" Logan asked Piotr as they filed up to the door.

"Yes," Piotr answered. "But I did not wish to . . ."

"Be seen drivin' to her house in their cars, with them," Logan supplied. Piotr met his eyes and Logan nodded. "Okay, Tin Man. Let's meet your--"

The door burst open and all the X-Men took a step back as a fierce, middle aged woman, her hair gently silvering, pointed a giant carving knife at Piotr.

In Russian, with English Subtitles

"You!" she thundered, "You worry your poor old mother like this! Taking forever to come home! You don't call when you land, you, you-"

"Mama!" Piotr shouted. "You are not old and I am not a little boy, please."

"Oh, not in front of your friends then, eh?" Mrs. Rasputin said knowingly, switching to English. "Please, all of you, come inside. Don't stand in the cold."

Exchanging nervous glances, the X-Men moved hesitantly into the warmly glowing main room. They were greeted by a blur that flew past them and latched onto Piotr with a running bear hug and wouldn't let go even when he stumbled into the couch.

"Illyana, please," Piotr protested. "You're . . . choking me."

"You deserve it," Illyana said in Russian. With a final squeeze she let him go and glared at him. "We had dinner all ready for you, and now we need to heat it up. You should apologize to your friends."

Piotr turned to look helplessly to the X-Men. Logan's eyes were focused on the woman with the knife - he looked more than a little scared. Remy shivered inside his robes, and Bobby surreptitiously pushed some of the cold out through the cracks in the windows.

"Mrs. Rasputin," Kitty said, removing her hood to extend her hand. "We're really pleased to meet
you. I'm Kitty - Kathryn Pryde."

"And I'm Rogue," Rogue followed up politely. "We're sorry if we're late," Rogue put in politely as well. Mrs. Rasputin beamed.

"Now see, your friends have good manners," Mrs. Rasputin chastised. "My name is Anya. This is Illyana."

"This is Professor Logan," Piotr said, finding his voice again. "And this is Bobby Drake and Remy LeBeau."

"Prekrasniy," Anya beamed. "Please, all of you, sit down. Like any foreigners it is clear that if you do not eat you will fall over and then we'll be responsible for your deaths, please."

The X-Men hesitated, and Piotr cleared his throat. "Matushka . . . the knife."

Anya glanced from the X-Men to her hand and let out a full bellied laugh. "Oh, I am sorry." Anya rammed the knife into the wooden kitchen table. "There, now. Does everyone feel safe?"

"Can't speak for the others," Remy said finally, "But I feel right at home, me."

Twenty-minutes later Anya was laughing at Kitty's stories of her son while he blushed and ate the mountains of food she heaped on him. Logan was downing vodka like it was water, and Illyana was eagerly probing Remy for more discussions of magic.

"You're from New Orleans, where they do Voodoo?" Illyana asked excitedly.

Remy laughed. "Oui, petite."

"I belong to a Wiccan coven here," Illyana informed him. "But I really want to learn other systems of magic. I-"

"Illyana, don't bother the poor boy with that foolishness," Anya ordered. "Remy, your glasses: can you take them off or would it hurt your eyes?"

"No, ma'am, it wouldn't hurt them none, but-"

"Then please, feel free to remove them," Anya gestured. Remy swallowed, glancing over at Rogue before slowly pulling his dark shades down and laying them besides his plate, exposing his red-black eyes.

"Whoa" Illyana gasped. "Can you . . . can you make other parts of your body change color?"

"Illyana," Anya reprimanded in a hushed voice.

"No, il est bien. It's fine, ma'am," Remy soothed, nodding to Anya, then turning to Illyana. "Non, petite, I can't make other parts of my body change color. I can make other things change a bit, but then things get a little . . . explosive."

"And you?" Anya turned to Rogue. "You are still wearing your gloves - are you cold, or is your skin . . . like his eyes?"

Rogue's cheeks heated and she gave a small shake of her head. "No ma'am, my skin . . . it wouldn't be a good idea for me to have it . . . exposed."

"O Bozhe," Anya whispered. "So . . . you are all mutants?"
Kitty, Bobby, and Logan nodded. "Kitty can move through solid objects," Piotr supplied in the resulting silence. "Logan can heal himself, and Bobby has a way with ice."

Anya sighed deeply, before straightening, her beetle black eyes proud and piercing. "It was hard for Piotr here, at first. I am sure things have been hard for you. Things are not always as forward here as . . . others may have tried to tell you. But in this house things will not be hard. In this house we will try to have a place of peace for all of us."


Upstairs, Home of Anya Rasputin, Ust-Ordynski, Siberia

Rogue finally gave up sleeping and sat up on the tiny trundle bed. She'd requested a separate bed and felt horrible about burdening Mrs. Rasputin while doing so, but she knew she could never feel safe sleeping, unguarded, downstairs with the others. But alone and cold she knew she would get no rest and so she moved downstairs on quiet feet. Unsure of where to go, she saw movement towards the kitchen and treaded over, half-on alert.

"Izvinite!" Anya made a little jump. Rogue pulled back, but the woman had back her engaging smile and she waved Rogue into the kitchen. "Can't sleep, masha? Come and sit. I'll get you something to eat."

"Thank you," Rogue said, a bit embarrassed as she sat. Anya laid out a glass of milk and a dish of pastila. "I just couldn't sleep. But it wasn't the room! The room was lovely, and thank you for finding me a spare one. I felt bad . . ."

"Oh, no," Anya said kindly. "Many a night since Piotr left I have not slept."

"He seems very happy here," Rogue offered. Anya smiled wryly. "You are wondering why, if he was so happy here, he chose to leave us?"

"I didn't mean to be nosy," Rogue blushed. Anya waved it away. "No, no, it is the natural thing. But the truth is that I myself don't know. His own mother. My Piotr is a private boy. Such a private boy . . ."

Rogue opened her mouth to offer some kind of reply, when Logan rounded the corner.

"Logan, what is it?" Rogue asked, knowing something was up from the energy practically bristling off the burly Canadian.

"That was them," Logan said in a grim voice. "They say they found our mutant. They're callin' us in."

COMMERCIAL BREAK

Parking Lot of Stanislaus Mall, Ust-Ordynski, Siberia, Russia

Logan led the X-Men up to Vadim, who was speaking rapidly in Russian to three of his men. Another five were spread out behind different cars, guns at the ready.

"Good, you are here," Vadim said when the X-Men approached. "We have established a perimeter around where we think he is."

"Where you think he is?" Logan probed. "Haven't you seen him?"
"We found his . . . work," Vadim said through gritted teeth. "One of our own, he called it in before he was . . . Dr. Yelizarov can show you." He indicated a gaunt, blond man who was bent over a half-covered corpse. Logan saluted Vadim and the X-Men moved to kneel down beside the body.

"You see how he is pale all over," Dr. Yelizarov explained. "I can find no lividity, which should be here. Just like the others, his skin is desiccated . . . like all of his fluids have been drained. He has no wounds of defense, as if it happen too fast for him to fight back. It make no sense. I cannot understand. He-"

Logan sniffed at the body and his eyes widened. He yanked the sheet down, amidst the cries of protest. Kitty drew in her breath sharply and Rogue grabbed Remy's hand. The body was chopped and hacked, exposing bone - or what should have been bone.

"This looks like adamantium," Logan growled. "Was this part of your killer's work, huh?"

Dr. Yelizarov pulled the sheet back over the bottom of the corpse. "That has no business with how he died."

Logan opened his mouth to respond, but suddenly there was a flurry of loud cries in Russian.

"Stoj! Požar!"

"Alright," Logan stated. "We need to -"

"I'm going," Piotr said shortly, setting off at high speed.

"Piotr, wait!" Kitty yelled, following after him, phasing directly through two soldiers and a car.

"Oh, goddamn it," Logan screamed. "C'mon, let's get after 'em! Now!"

The X-Men fanned out over the lot, Remy twirling his bo stick in readiness, Logan unsheathing his claws.

"Bobby, can you do something about our vision?" Logan requested.

"Got it." Bobby took in a deep breath and blew it out, spreading his arms wide. The snow and fog parted, expanding over the parking lot, clearing the field and exposing the trail of bodies. The figure bending over one stood. In the now open air his booming laugh was distinctly audible.

"Wonderful, my friends!" The large man spoke in booming Russian. "Now we are all one big happy family again!"

"Piotr, what's he saying?" Bobby shouted.

"Don't matter," Logan growled. "He's our man - take 'im down!"

Remy moved in first, vaulting himself closer to the giant figure with his bo staff as he shot three charged cards towards him. They hit with deadly accuracy, but were met with only laughs by their target as he opened his giant coat to reveal two glinting metal appendages. Remy dodged one snaking tentacle, flipping over a car to avoid the second.

"Nice arms, mon ami," Remy joked. "Tell me your secret, you."

With a snarl, his assailant thrust his arms forward, and Remy dodged again. "We gotta work on your aim, homme."
"Remy, look out!" Rogue screamed as the tentacles lifted a half-busted silver vehicle and hurled it at the Louisiana-bred mutant. Remy skidded backwards, just managing to avoid being crushed as the car banged him heavily in the chest as it came to rest.

"NO!" Rogue set off at a run to intercept the large Russian, punching into one of the tentacles as it moved towards Remy, wincing at its effect. The murderer turned to face her, allowing her to see his expressive, dark eyes and thoroughly unpleasant grin.

"Lyubimaya," he crooned.

"Love this," Rogue snarled, aiming a kick at his broad chest. He stumbled back, blinking for a moment or two in surprise, before chuckling. "Ty mne nравишься."

His tentacles loomed above Rogue's head for a few moments and then the big man grunted in surprise when they began to stiffen, slowly growing a sheet of ice.

"Shtо etо?" the Russian demanded.

"Rogue, now!" Bobby cried, running up from behind, his arms outstretched, one hand controlling the ice, the other formed into a fist.

"Ach!" Their opponent made an annoyed sound and the tentacles broke free. With a roll of his eyes, he turned around to backhand Bobby viciously. An enraged Rogue made for one of the tentacles, missed, and found the giant's hand around her throat.

"Bad... decision," Rogue choked, pulling down her collar enough for her bare skin to touch his. The man's dark eyes widened and he grunted in pain as he felt the drain of Rogue's power.

"Что ты заделал?" Shaking his head, snarling in fury, the man thrust Rogue away and she landed heavily on the asphalt of the parking lot.

"Alright, bub, you're payin' for that," Logan roared, leaping up to run his claws down the giant's back. His target gave a roar of his own. Whirling around, he thrust a tentacle out. His metal met Logan's with a resounding crash, making both men quake.

"Да!" the giant smiled broadly. "Vy меня понимаете?"

"Sorry pal," Logan responded. "I don't speak Red."

The giant shrugged, and attacked Logan with his arms, both human and metal. For a moment the two men were a blur of blows. "That... all you got, Russkie?" Logan challenged, trying to ignore the ache in his limbs. "C'mon, you-"

The Russian caught Logan's wrist in one of his hands and opened his mouth, revealing a pair of teeth coated with what looked unsettlingly like blood.

"Oh, you're not," Logan groaned as the man bent his head towards him, struggling hard. That horrifying mouth was inches from his neck when two metal arms took hold of a tentacle and pried it away. The giant's eyes flicked over with mild interest to inspect the annoyance, and then dropped Logan like a stone.

"Питер," the giant purred. "Как поживаешь?"

"Нет," Piotr responded as the big man turned his focus to him, allowing Logan to regain his footing and move into another fighting stance. Piotr shook his head at his teacher, waving him aside. "I do
In Russian, with English subtitles

"Oh, Piotr," the giant replied. "And we were so very like brothers once upon a time. How can you not know me now?"

"No," Piotr gasped. "You... no. You were dead. They killed you."

"Yes, they did indeed." His fellow Russian chuckled. "But strange, I did not die. And so they determined there were other uses for me, our noble, incorruptible friends."

"You are lying!" Piotr screamed. "You were arrested, you were executed!"

The big man spread his arms. "And yet here before you I stand, my brother, my friend," the massive man proclaimed. "Come now, are you surprised they saw me as such a valuable... asset? And you, are you not happy to know you are not alone?"

Piotr shouted an unintelligible defiance at the mocking figure, charging towards him like a human tank. But his self-proclaimed friend only dodged, moving more quickly than would seem possible for a creature of his mass.

"Fight me!" Piotr challenged.

"Not yet, my friend," the man declined. "Not quite yet. Do vstrechi."

Ust-Ordynski Military Base, Interior Chamber, Siberia, Russia

"Vsyo pad kontrolem," Vadim assured the six mutants when they finally entered the private chamber in the base. "Everything is under control-"

"Stoj!" Piotr thundered, banging his hands down on the table, his metal rising back up his arms in anger, making the room shake. "Stop lying to me," he said, his eyes fixed on Vadim.

"We did not think you needed to know," Vadim said, not meeting Piotr's gaze.

"I didn't need to know!" Piotr laughed angrily. "I didn't need to know Arkady was ALIVE?"

"Wait, you know this guy?" Logan interrupted. Piotr bit his lip.

"Arkady Rossovich," Vadim explained slowly. "He and Piotr knew each other when they were young, were friends-"

"Before I found out he was murdering men, women, children and burying their bodies in shallow graves," Piotr growled. "And I turned him in. And he was executed. Or was he not?"

"No, he was." Vadim chuckled wryly, putting his hands into his pockets. "Lethal injection, and it should have killed him. But... he survived. It... was very promising."

"Promising?" Bobby asked, eyes widening.

"Of course," Piotr supplied bitterly. "What could the military not do with a man who cannot die?"

"But his arms," Logan pressed. "He had adamantium... even mutants aren't born with that."

"Carbonadium, in fact, very similar, developed in the last days of the Union," Vadim admitted. "He
was enhanced with them, after his training. His codename was Omega Red. He seemed like he might prove useful, but his . . . natural inclinations could not be controlled."

"So when he started to murder again you cut him loose on the rest of your civilians?" Kitty snorted in disgust.

"We built a chamber meant to hold him," Vadim argued, raising his voice. "He escaped. We have been trying to recapture him. We have not had success."

"Sloppy," Remy criticized. Vadim glared at him. "Oh, it does not meet your standards?"

"Callin' in someone else to do your dirty work, you? Just expectin' them not to put it together? No plan to restrain votre problème?" Remy sniffed. "Oui, it does not meet my standards."

"We can contain him if we can get him into the cell," Vadim tried to bargain. "We just need your help."

"To fix your problem?" Piotr hollered, getting up into Vadim's face, switching to Russian. "You want me to deal with the monster you let loose on Mother Russia! The monster I gave you to destroy! Instead you made him into an even more deadly weapon. The weapon you would have made me."

"Please," Vadim pleaded. "You are not Arkady, you are like your father."

"Don't you dare!" Piotr lowered his voice, threatening. "Don't you . . ."

Piotr pulled himself away, stumbling back. His face constricting in pain, he shook his head. "Nyet. No. No." Backing away he moved out the door, as if unsure of everyone in the room.

Ust-Ordynski Military Base, Outer Courtyard, Siberia, Russia

"Piotr!"

Piotr closed his eyes and let out a deep breath, watching it spiral into the air. "Kitty, you should not be out here, it is too cold."

Kitty rounded to face him. "If you can deal with it, I can too."

"Not with this," Piotr denied.

"You're not responsible for what he's done, Piotr," Kitty persuaded. "You did everything you could."

Piotr looked away, as if trapped. "Kitty, Katya, please, just go inside."

"You wanna stay out here and beat yourself up?" Kitty pressed. "Tough, I'm not gonna let you do it. This is their problem, their issue.""

"I. Am. Them!" Piotr exploded, and Kitty stepped back. "I'm sorry," he said, holding his head in this hands. "I . . . I was a part of it."

"Of what?" Kitty said, more gently. Piotr swallowed hard.

"My father was an . . . agent," Piotr said, haltingly. "He worked for these people. And then . . . after I found out about . . . Arkady . . . They approached me. They said . . . I showed promise. That I would be able to help my country." Piotr smiled harshly. "I wanted to help. They said I could."
"So I trained with them," Piotr continued, as if, having begun, he could not stop. "I worked with them. I let them mold me. But the things they had me do... I knew it could not be for the good. They wanted to make me the perfect weapon. A killer. I could not do it. I knew... I left." Piotr nodded. "I had to get out. But I could not stay around my mother, my sister. I could not... contaminate them."

"Piotr in all the time I have known you, you have never tried to do anything other than help people," Kitty said earnestly. "You would never hurt anyone, we know you..."

"But you do not, do you?" Piotr argued. "Not this part of me. Not the part that could become like them."

"That is your choice, Piotr!" Kitty stated. "You chose to leave, you chose to get out. Arkady didn't, Vadim didn't. That's all that matters."

"Perhaps," Piotr replied, sounding unconvinced.


"Thank you," Piotr said into her shoulder. Kitty smiled, rubbing her face into his coat. "There's no need."

"Hey!"

Piotr and Kitty sprang apart, embarrassed as Bobby and Remy ran up. Rogue and Logan following close behind.

"You okay, homme?" Remy asked carefully.

"Oui," Piotr said, his accent making Remy grin.

"Well it's your call," Logan ventured. "But they say Arkady has attacked again. Civilians."

"Sure." Bobby rolled his eyes. "They just wanna help, right?"

"It's your call, Tin Man," Logan posed.

Piotr drew himself upright. "My call."

"If you say we don't go in, we don't," Logan promised. Piotr gave a half-smile.

"If we let innocent people be hurt, because we are afraid for ourselves," Piotr said, "We might as well all sign up with the FSB. No. Let's finish this."

COMMERCIAL BREAK

Tsentralnaya Ulitsa, Ust-Ordynski, Siberia, Russia

"What happened here?" Kitty whispered, staring out over the bodies strewn about the street.

"You have to ask?" Bobby murmured.

"Do we have a plan this time?" Rogue questioned. "We kinda embarrassed ourselves last time."
"This one takes offense at that," Remy replied, whirling his bo staff, eyes alert. "I . . . wait. Hear that?"

The X-Men froze, and then Logan signaled. "Here, right here."

Piotr was the first to make it to the gasping, bleeding body of Vadim Saltykov. "Piotr," the chief director coughed in Russian. "I want . . . you to tell my mother."

"Don't talk like that," Piotr warned, holding the man's shaking hand. "We will get you to the hospital."

"No time," Vadim replied. "You must know . . . his mutation . . . he must feed to survive. But . . . if you can force him to extend his energy long enough . . . he may be killed."

"Just try not to talk," Piotr pleaded, his throat tightening.

"Your father," Vadim began.

"Don't, Vadim, don't-"

"He was not a perfect man," Vadim struggled to say, blood blooming at the edge of his mouth. "But he did good things too. He would have wanted you to . . . use your strengths . . . to help . . . our . . . our-"

Piotr gasped as Vadim's grip on his hand went slack.

"Kak dvizhushchiyesya, moy drug."

All of the X-Men turned immediately to face Arkady, but Piotr stood up slowly, letting out a long, slow breath. "I am not your friend, Arkady."

"Well," Arkady continued in their native language. "How unfortunate for you. Until now my tender feelings for you have kept me from hurting you. You have cut me deeply. I suppose I owe you for handing me over to the wolves."

"Try this wolf first."

Arkady roared as Logan jammed his right hand claws into the Russian's side, parrying one of his tentacles with his left. Logan pulled back, and Arkady charged towards the Canadian.

"Oh no, homme, no' this time," Remy growled, leaping onto the giant's back. He put his bo staff around Arkady's neck and pulled it tight, charging up the man's coat. Arkady struggled, finally reaching over to grab Remy and tossing him hard. Remy tucked and rolled, landing on his feet as the coat exploded. Arkady stumbled, hissing and spitting and trying to pull it off. Bobby stepped forward and thrust his hands out, focusing as ice build up on the coat, holding it to his back.

"Nakipʹ," Arkady spat, backhanding Bobby, who hit the ground, hard. Arkady shook like a dog and his iced coat shattered, icicles flying, forcing the X-Men to duck. When Rogue looked up Remy was kneeling on the ground, clutching his head.

"Hellfire," Rogue snarled, barreling towards Arkady, pummeling him with her fists. Arkady shook like a dog and his iced coat shattered, icicles flying, forcing the X-Men to duck. When Rogue looked up Remy was kneeling on the ground, clutching his head.
scream building up to a wail until Kitty emerged, covered in fluids.

"Gross, majorly gross," Kitty spat, shaking. Arkady aimed a powerful kick at the little mutant.

"Kitty!" Rogue reacted on instinct, shoving her friend out of the way, and taking the blow. Logan slid across the icy ground to catch the white-streaked mutant before she hit the concrete. Arkady beamed, then turned his gaze to Kitty.

"Nyet," Piotr demanded, stepping firmly in front of the smaller mutant. "This has been coming for a long time, so aim it at me."

"Da," Arkady consented, and his tentacles extended out, slamming into Piotr's metallic skin. Grabbing one arm, Piotr grunted as he applied pressure.

Arkady simply laughed. "You think you can break me?" he challenged. Kitty phased through the other tentacle, trying to disturb the electrical flow, and with a roll of his black eyes, Arkady shoved her aside.

"This is between brothers," Arkady said, opening his wide mouth and bending towards Piotr's throat as the mutant struggled to hold him back. Piotr narrowed his eyes, and then blinked.

"Illyana?"

His sister smiled, and then her entire image wavered. Piotr blinked, wondering why he was hallucinating before he was dead. His sister reached out her hand, and Piotr smiled.

"To, chto ty ulybayesh'sya?" Arkady demanded. "To . . . to . . ."

Arkady began to shudder, and Piotr's eyes veered between his sister and the giant, who was trembling as if weakening. While his mind was a mass of confusion, his body reacted: throwing the limp tentacle aside, Piotr launched himself towards Arkady's throat. He fixed his gaze on Illyana, willing her to look away. Illyana nodded, closing her eyes, and Piotr snapped Arkady's neck.

Grunting as the body fell, heavily, Piotr staggered away as the other X-Men gathered around the huge, immobile form.

"Think he's actually dead this time?" Logan questioned, supporting a limping Rogue.

"I say we make sure," Remy offered, holding his head in his right hand, using his bo staff to support his weight.

Kitty turned to Piotr, who continued to stare ahead, eyes intent on blank space.

"Piotr?" she murmured. "What is it?"

"Do you . . ." He turned to face Kitty's questioning gaze.

"Nothing," he responded, shaking his head. "Nothing."

Home of Anya Rasputin, Ust-Ordynski, Siberia, Russia

Candles filled the tiny white house as all of the X-Men crowded into the kitchen table. All save for Piotr, who stood in the kitchen wiping down plates after the hearty meal his mother had cooked. Anya's sharp eyes couldn't be avoided, and Piotr sighed as she walked over to him.

"Chto eto takoye, moy milyy mal'chik?" Anya demanded gently.
"Still thinking about things," Piotr responded in Russian. "Thinking about . . . Dad."

Any亞 sighed. "Ah. Your father. You know how he loved us all."

"Am I like him?" Piotr asked, polishing an already thoroughly clean plate. Anya pressed a hand to her son's shoulder.

"In only the best ways," she promised, turning his face towards her and taking it in her hands. "Oh," she whispered, tearing up. "I loved your father with all his wisdoms, and all his faults. But I have always known you would be a better man than him. And you prove it to me every choice you make, moy dorogoy."

Piotr took one of his mother's hands in his own. "You could come with us. America is beautiful, Matushka."

Anya tsked. "I believe you. But I belong here. Your sister, however . . ." Anya nodded over his shoulder. "She will have so much more in America. Her . . . she should go."

Piotr turned as Illyana came up to him, and Anya slipped quietly away. "Illyana, Mama seems to think you would enjoy America."

Illyana smiled. "Oh . . . you think they would . . . accept me? At your school? I mean . . . I'm not like you-"

"But you are, aren't you?" Piotr countered. He took a step forward. "Illy . . . I saw you. You stopped him. You did."

Illyana gave a small laugh. "That wasn't mutation, Piotr."

"Then what was it?" Piotr asked.

Illyana drew herself up, and it seemed that a light passed over her face. "It was magic."

December 24th, Front Hall, Xavier Institute

"Not another carol, please," Logan groaned, downing another beer glass full of eggnog. "Hey, isn't your head still recoverin', Gumbo?"

"This one cannot resist Christmas cheer, mon ami," Remy replied, clapped Logan on the back, ignoring the man's dangerous stare. Rogue giggled and rolled her eyes, pulling her boyfriend away from her teacher by his coat. Jubilee and Forge, busy preventing the younger students from surreptitiously opening the presents under the tree, whispered conspiratorially while Bobby spoke with Kitty. Logan's eyes tracked from Kitty to Piotr, who stood alone, waiting by the stairway for his sister.

"I think she'll do well here, Tin Man," Logan said when he drew level with the quiet Russian. Piotr looked up and nodded. "Yes, I hope so. The Professor says the tests show an X gene so-"

"We would let her stay, even if we don't find it," Logan stated. "You know that, right?"

Piotr nodded. "Thank you."

"Merry Christmas, Russkie." Logan grinned, offering Piotr a sip of the eggnog.

"Now, I think we all know there is something strong in that," Piotr noted.
"So? Your mother had three bottles of vodka in the fridge at home," Logan argued. Piotr grinned. "Thank you, but no."

"Okay. Merry Christmas, big guy," Logan said softly, saluting Piotr before he walked away.

"It's still weird to me that they celebrate tomorrow," Illyana said in lilting Russian as she came down the stairs. "It is still twelve days."

"We'll call Mama on Christmas," Piotr promised, hugging the lithe teen. "I promise. And you will love it here."

Illyana beamed, pulling her arms tight around his neck. "I believe it." Looking to the side, her smile faded as the air in her field of vision wavered, split, and revealed a sliver of burning red and orange. "I believe it."

**ENDING CREDITS**

**Promo For Next Week:** When SHIELD agents come to retrieve Carol Danvers body, Rogue's mental problems escalate. With pressure from enemies and friends, the X-Men have to race against the clock to defuse their ticking bomb.
Split

Chapter Summary

When SHIELD agents come to retrieve information about Carol Danvers, Rogue's mental problems escalate. With pressure from enemies and friends, the X-Men have to race against the clock to defuse their ticking bomb.

Season Two, Episode Seven: Split

Danger Room, Xavier Institute, North Salem, New York

The commando whirled, aimed, and fired the shot. The slug hit Bobby hard in the chest and he dropped heavily, gasping. The watch on his wrist bleeped and then flatlined, signaling the stop of his heart.

"Damn it," the mutant groaned. "Being dead sucks."

"Only got yourself to blame for that, sugar," Rogue said smartly, dodging a bullet and landing a solid punch to a heavily-built soldier's chin.

"You were supposed to be watching my back," Bobby griped, putting his hands behind his head as he relaxed back onto the blood-stained ground.

"You were being annoying," Kitty shot back as she phased through a dark-clad gunman and in his resulting confusion whacked him over the head with his own pistol. "Team leaders shouldn't be annoying, or they'll have mutinies from their minions. Especially when they call their teammates minions."

"I was just trying to inject some atmosphere!" Bobby protested, watching lazily as his friends battled the swarm of men emerging from the compound they were supposed to be claiming.

"That's this one's job, mon ami," Remy corrected, twirling his staff to ward off the three guards attempting to overtake him, before delivering a back kick to one and vaulting into a second with a flying punch. "You' supposed to be de straight man to dis one's -" Remy grunted as he swerved away from a bullet and launched a charged card at an enemy - "charmin' an' flamboyant self."

"If you aren't all gonna take this seriously, I can have an outdoor workout all ready in ten minutes," Logan threatened over the loudspeaker from the box above. Ororo gave him a chastising look. "Logan."

"What?" Logan grumbled. "They wouldn't be this damn cavalier in the field, they shouldn't be joking now."

"If not now, when?" Ororo argued.

"When I'm not around to hear it," Logan groused.

Logan. Ororo. The Professor's gentle voice reverberated in the teacher's heads. When you have finished the training session I'll need to see you both in the medical bay.
"Why? What's wrong?" Ororo asked.

"Perhaps nothing," Xavier intoned in his elegant accent. There was a pause, and then - *The Director is here.*

Ororo stiffened, and Logan frowned.

"The Director? Director of what? Somebody filmin' a movie here?" Logan questioned.

*Not quite, Logan.* Charles Xavier's tone was wry.

Ororo opened her mouth to speak when a barrage of machine gun fire from the room below cut her off.

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The younger X-Men dodged and ducked behind sandbags and fallen soldiers to avoid the hail of bullets.

"Sid, you wanna do somethin' about that, you?" Remy called loudly.

"That's an MG-42," the slim mutant cried back, cocking a Luger and aiming it at the tower housing the gun in question. "You want it down you're gonna hafta do it yourself."

"Feuer! Schießen Sie sie!" cried the captain of the force attacking the X-Men.

"Who decided we should be fighting Germans?" Jubilee demanded, sending a flurry of popping, whizzing rockets towards the commander.

"I did," Kitty proclaimed indignantly. "German always sounds nice and sinister."

"Sinister ain' nice, Petite," Remy said darkly. He shoved a card into a dazed soldier's breast pocket and leapt back as it exploded, diving for the ground as another round of machine gun fire rained across the field. "Sinister is a synonym of bad fo' a reason."

"I can get close to the door," Piotr said, raising his metal body armor. "If one of you gets behind me, I can get you close enough to perhaps take out the gunman making things so difficult."

"Good plan, TinMan," Remy congratulated, sprinting from his place of cover to where the large Russian squatted behind a pile of dead Germans. "Let's finish these fellas fo' freedom an' fast food."

Remy winked at Rogue as he fell in behind the giant metal man. Shielded by Colossus, the two began advancing towards the gates.

Rogue blinked. The machine gun fire was deafening, and all around her was blood and chaos.

"Raus! Raus!"

The words reverberated in Rogue's head, again and again, as the gates to the compound closed with a heavy bang.


"Rogue, what are you doing?" Kitty yelled as Rogue stood, presenting herself as a target. The machine gun atop its perch swiveled, aiming directly for her. She turned to face it down as it fired.
Rogue extended her hand and the bullets froze in the air. She circled her finger and they reversed, flying back towards the gunman and burying him and his weapon.

"Schießen Sie sie!" screamed the leader of the German enemy.

"Rogue . . ." Remy gasped. He watched, stunned, as Rogue thrust out her arm and the bullets rushing towards her spun around in the air. They struck the men who had loosed them in the chest, the head, the eyes.

Rogue tightened her fingers as if gripping something and all of the guns began to fall in on themselves. The helmets of the foot-soldiers crumpled and the men wearing them screamed as their skulls were crushed.

"Rogue - Net! Chto ty delayesh?" Piotr groaned, collapsing to the ground, moaning in pain, his metal skin rippling.

"Piotr?" Remy knelt at the larger mutant's side. "Qu'est ce que c'est ?" The big Russian reached a pleading metal hand towards the white-streaked Southern mutant who raised her arms as the men fell all around her.

"Rogue!" Remy screamed, leaping over wailing soldiers as he flew to her side. "Rogue, stop! Stop!"

Rogue.

The name echoed in her mind, piercing through the haze of hatred which seemed to emanate from her hands. Mama. Papa. They killed them. I must kill them. Kill, kill, tötung, eliminieren . . .

"Rogue! Rogue, ce moi, it's Remy! Rogue, look at me!"

Rogue turned and met a pair of terrified scarlet eyes. They were familiar. Why? Who was this?

Remy . . .

"Remy?" Rogue gasped as her mind snapped back into place. She dropped her hands and her uncomprehending eyes surveyed the damage.

All around her lay fallen soldiers, dead Germans. Their guns, their helmets, everything metal was twisted, bent, melted, destroyed.

"Rogue?" Remy moved towards her cautiously. "It's okay, chere."

"What the hell happened?" Kitty asked, her voice breathy and shocked as she stood up and looked around.

"I had to kill 'em," Rogue said, her eyes still glazed. "They killed my Mama."

"The fake soldiers killed your mother?" Sid asked, picking up the contorted Luger he had dropped.

"Fake?" Rogue blinked again and then took a step back as the soldiers and the compound vanished. The smells of blood and death evaporated as if they had never been, revealing the wide metallic expanse of the Danger Room.

"What happened down there?" Logan's voice bellowed down.

"What happened?" Rogue repeated.
"We don't know: you have to tell us," Bobby explained slowly.

Rogue's eyes traveled over the faces of her shocked companions. "I . . . I don't know," Rogue began. "I . . . everything just seemed . . . AH!"

"Rogue?!

Remy rushed forward at Rogue sank to her knees, clutching her head, gasping in pain.

"Rogue? Chere, what is it?" Remy demanded, his accent thickening in fear as she doubled over again, whimpering.

"My head . . ." Rogue muttered through gritted teeth, her nails scratching manically at her temples, as if trying to drive something away. "My head . . . mein kopf . . . helfen sie mir . . . helfen . . ."
"So you can see the kind of jam I'm in here. She was the only one with that information and we need that information."

"I understand your problem but I cannot give you any assurances," the Professor explained to the tall black man who stared down at him out of his one good eye. "Just as you must think of your agents, so I must think of the safety of my students."

"It's because of one of your students that one of my agents is down!" the Director snapped, his eyepatch seeming to glare at Charles Xavier along with his other eye. "I wouldn't have to come here if it weren't for that and believe me I wish I didn't have to. This is sensitive information, Charles - crucial information."

"My student," the Professor continued, his voice stern, "did not intend to cause any harm to your agent."

"And I do not intend to cause harm to her," said the attractive Japanese woman at the Director's side whose British accent complimented Xavier's own. "The only goal here is to safely extract the information and be on our way."

"Just because it is the goal doesn't mean it will be the outcome," Dr. McCoy put in, folding his arms. "And the student in question."

"Doc! Doc, we need help now!" Logan growled as the door to the MedBay burst open and the student in question was helped in by the burly Canadian and a flustered Remy. Rogue groaned as they seated her heavily on one of the beds.

"I'm fine y'all. I- I told you, I just need some Tylenol and I'll be good as new," Rogue protested, before wincing and biting her lip hard, drawing blood. "I'm . . . fine . . ."

"Bullshit you're fine," Logan swore. "Hank, we need-" He stopped, scowling at the two SHIELD members. "Who the hell are they?"

"Logan, this is Director Nick Fury of SHIELD," the Professor said evenly. "And this is special agent Elizabeth Braddock, also known as Psylocke."

"Yeah, I'll roll out the welcome mat later," Logan dismissed. "Right now, Rogue needs help."

"Well that's a damn fine coincidence," Nick Fury stated. "It just so happens we need hers."

Remy whirled around, his red eyes narrowed at the two SHIELD members, his hand still on Rogue's shoulder. "The hell does that mean?"

"It means nothing to you," Nick Fury said flatly. "This is a need-to-know situation and y'all don't need to know."

"Like hell we don't," Logan snarled. "Professor, what the hell is this?"

"Director Fury and Miss. Braddock," Xavier explained slowly, "are here because of Carol Danvers."
"Ms. Danvers?" Rogue looked up despite her obvious pain. "Did she . . . did she wake up?" the Southern mutant asked, her voice trembling.

"No," Fury said, meeting the young mutant's eyes. "And that's why we're here. Agent Danvers had intel that we desperately need. Agent Braddock has been working on waking her up or trying to draw the information out of her mind for months now, but nothing seems to be working."

"So why you here?" Remy questioned, the hand not on Rogue's shoulder restlessly twirling an eight of clubs.

"Rogue absorbed Carol Danvers," Elizabeth Braddock said, stepping forward. "She absorbed her so completely that Carol's mind, her consciousness, is almost entirely unresponsive in her own body."

Rogue looked down.

"Because of the nature of the absorption," Braddock continued, "we believe that whatever is left of Carol's mind resides in Rogue. If Carol knew the information, then somewhere in her mind, Rogue does as well."

"No way," Logan refused. "This ain't the time to go pokin' around in her head. She just had a complete breakdown back in the Danger Room."

"Which I may be able to help her with," Braddock offered. "The process is similar to therapy. By calling up Carol's impression-"

"You start callin' up people inside her head you're gonna tear her brain apart," Logan declared.

"We need that information," Fury said firmly. "I-"

"Listen bub, I don't care one damn bit about your precious-"

"I'll do it."

"You might care when you get arrested for obstructing-"

"Oh, you just try it bub, I'll show you-"

"I said I'll do it!"

The room fell silent as everyone looked to Rogue. Logan turned around last. "Kid?"

"Yes, I'm sure," Rogue headed her teacher off. "I want to do this. I want to help."

"You want to help," Fury repeated for confirmation.

Rogue set her jaw. "What do I do?"

**Room 350, Lower Level, Xavier Institute**

"I want you to close your eyes. Try to relax."

Rogue nodded, swallowing, and adjusted herself. She was seated cross-legged on a large pillow across from Agent Braddock, who became a calm, soothing voice as Rogue closed her eyes.

"Take a deep breath in . . . and out . . . in . . . and out . . . good. Now I want you to count backwards from one-hundred. Take your time. Relax. Let your mind drift back. You are going to sink, sink
deep . . . My voice will guide you. You need only listen . . ."

On the other side of the door, Fury, Logan, Dr. McCoy, and Remy crowded around the tiny window, peering inside.

"If she hurts her . . ." Logan began.

"Agent Braddock is one of the best healer psychics in the world," Director Fury informed him curtly.
"If anyone can help your friend, she can."

"Is that true, Professor?" Remy said significantly, turning to the world's most gifted telepath. Charles Xavier smiled.

"Yes, Remy. I believe Rogue to be in the most capable of hands."

On the other side of the door, Rogue felt cool, gloved palms against her temples.

"I want you to let me guide you. You will feel another speaking through you. You will know her thoughts, hear her voice . . . let it overcome you like a wave-"

Rogue heard fragments, bits of voices. A memory flicked against her awareness and then dove away. Then another. Bits of languages, specs of emotions, all coursed over her like water.

"Let your mind follow mine. Go with it as it takes you."

A violet butterfly fluttered across her mind's eye. Rogue let her mind travel along, led by the glowing creature through what seemed a hall of doors.

Carol.

The name came from outside her awareness but like a siren's song, stirred up something deep within.

_Carol Danvers. Agent Danvers. 3314._

Rogue's brow furrowed, and Braddock pressed her gloved hands tighter to the young mutant's head.

"Yes. Follow me. I will lead you. Don't be afraid."

_Afraid._

Terror coursed through Rogue as some mechanism of her mind slammed shut, sending warning bells all through her synapses. It set her brain on fire and turned her blood to ice.

_Ice._

_Ice, cold, power, leadership, always do it right, the straight man, dependable, always make the right choices . . . or someone dies . . . or someone dies._

Rogue's eyes snapped open and Braddock gasped. The psychic tried to pull her hands away from Rogue's head as they frosted over, tendrils of ice traveling up her arms, locking her in place.

"Rogue, come back," Braddock demanded. "Rogue, come back. Rogue, your name is Rogue! Rogue-"
The ice coursed over Agent Braddock's mouth, silencing her.

"What's that?" Logan asked, squinting at the two figures seated in the room.

"Something's wrong," Remy surmised, and put his hand to the door to open it. He pulled it away, frost-bitten, as ice began to wind its way up the frame.

"What in the name of . . ." Fury muttered.

"Logan, Remy, get her out of there, now!" the Professor commanded.

"Gumbo?"

Remy nodded, already ready with a card. As he tossed it at the door, Logan jerked Fury back. The door exploded, ice shattering, and Logan ignored the cuts and bruises as he stormed inside.

"Jesus," he gasped.

Rogue had incased Agent Braddock almost entirely in ice and her own naturally brown eyes were now a cold shade of blue.

"Rogue!" Logan leaned down and tried to shake the girl by the shoulders. "ROGUE!"

Rogue blinked as Remy and Fury stumbled into the room.

"Where's Rogue?" she asked, in a deep voice.

"Right here," Logan said, maneuvering to look into her eyes. "You're Rogue."

Rogue blinked, and the blue slowly faded into brown. She frowned and then gasped as she saw the icy statue she'd made of Agent Braddock.

"What . . . what . . . what . . . ?" Rogue pulled back, the British woman's hands breaking away from her head as the ice began to drip. She scrambled into a corner, holding her hands over her face.

"Rogue, it's okay," Remy tried to soothe. "Calm down."

"Agent Braddock! Agent Braddock! Elizabeth!" Fury knelt down beside his frozen agent, shaking hands touching her cold face.

"Hank, take Agent Braddock to the infirmary immediately," the Professor ordered from outside the room. The furry blue mutant nodded, trying to engage Fury in the effort of lifting Braddock's stiff body.

"What did I do?" Rogue whimpered. "Oh God, the hell did I do? I didn't mean it . . . I didn't mean to . . ."

"Rogue, it's okay," Logan said again. "I need you to-"

But Rogue was shaking her head no. With one more terrified glance around the room, she fled, phasing through Logan and Remy as she sped away from the frozen scene.

*MedBay, Xavier Institute*

"This ain't okay."
"I realize that Logan."

Logan continued to shake his head, pacing. Two beds over, Hank worked on Agent Braddock while Fury watched.

"The kid's crumblin', Chuck," Logan informed the Professor. "She started usin' Magneto's power in the Danger Room, talkin' in German, and then Bobby's power, and now Kitty's."

"Rogue does contain within her the impressions of those she has absorbed," Xavier reminded. "It makes sense that a psychic impression would remain. I always thought Rogue's powers might evolve."

"This ain't evolution," Logan declared darkly. "This is a breakdown."

"Evolution is not always gentle, Logan-"

"She's in pain, Charles!" Logan stopped pacing to stare fully at the old man. "This isn't just powers popping up - her eyes went blue! She couldn't remember who she was. This isn't her moving forward. This is something . . . wrong with her head."

"And what do you think is the cause of that problem?" the Professor questioned.

"You're the psychic," Logan spat. "You tell me."

"Professor?"

"Yes Hank," Xavier answered as Dr. McCoy walked over. "How is Agent Braddock?"

"She's stabilized," the large mutant said. "But she'll need some time to recover."

"And what about Rogue?" Logan demanded. "Why is this happening to her now?"

"I wish I knew," Dr. McCoy confessed. "I'll need to run a full diagnostic but even then I don't know if I could venture a guess. I think our best bet is the Professor trying."

"No," Xavier said softly. "I don't believe that direct mind-to-mind method is best for Rogue right now."

"Then what?" Logan growled. "What method will work?"

The Professor raised a thin brow. "Perhaps the old fashioned art of conversation."

Front Lawn, Xavier Institute

"Rogue! Rogue, wait!"

Rogue continued on, determinedly not looking behind.

"Rogue, wait. Chere . . ." She felt the hand on her arm and yanked it away, whirling.

"Don't touch me, Remy!"

Remy backed off slightly, holding his hands up. "Don' have to tell this one twice, chere. Never did push on a woman who said non."

Rogue's lower lip trembled. "You . . . you need to go back."
"Non," Remy said again. "Now that, this one can't do."

"I'm fine, Remy."

"You' a terrible liar, Rogue," he informed her, red eyes taking in her pale, pale face and tense posture. "C'mon, chere, give dis one some credit. Do know when my gal is hurtin'."

"I'm hurtin'?" Rogue laughed, bitterly, wildly. "I almost killed Piotr. I turned another of those SHIELD agents into a real live ice statue. Yeah, I'm hurtin': that's what I do. Used to be I had to touch someone to do it but I guess that was too good for me. Just bein' deprived of the most basic kind'a human contact was too nice, so now-"

"Rogue."

"Now-" Rogue raised her voice, and some of the other students on the front lawn turned to glance in her direction, "now just bein' within' a hundred yards of me is enough to get you killed. Guess I'm just the mutant nuclear bomb, huh?"

"Rogue," Remy said in a low voice, stepping closer. Rogue stepped back.

"Don't come near me," Rogue warned, her voice high, holding her hands behind her back.

"We'll fix this," Remy said intensely. "I swear, chere. We'll get the Professor-"

"Fix what?" Rogue spat. "This is who I am! I can't change who I am, Remy. I can't change bein' walkin' death anymore than you can change what you are."

"I have changed who I am," Remy asserted, his voice husky.

"Oh really?" Rogue took a step forward now, and her voice took on Remy's own drawling, New Orleans accent. "Have you changed you'self, Remy LeBeau?" She took another step forward and this time he took a step back. "Have you reformed that t'ief heart o' yours?" Rogue's eyes began to redden, the seductive smile taking over her face all too familiar to the Cajun mutant. "Or are there still one or secrets ya ain' told this gal?"

Remy's heart pounded, the blood rushing to his head. "Rogue," he managed, breathing heavily. "Rogue, stop . . ."

"There's somethin' in here . . ." said red-eyed Rogue, still with the mocking lilt of his own voice reflected back at him. "Somethin' you ashamed of . . . somethin' you don' want to admit to even your own self . . ."

"Rogue, stop," Remy commanded, stumbling back, fear willing him to run.

"Somethin' . . ." Rogue pressed, her glittering ruby eyes locked on Remy's. "Somethin' . . . sinister . . ."

"STOP!" Remy bellowed and Rogue froze. The New Orleans native felt his stomach turn as Rogue's eyes flashed from red, to blue, then to to cat-yellow.

"Rogue . . ." Remy ventured.


"Rogue," Remy said, her name seeming almost strange to his tongue now.
Yellow-eyed Rogue crossed herself. "Helfen Sie mir."

The bang and the black smoke disoriented Remy; by the time he had finished coughing and shaking his long hair from his face, Rogue was gone.

**COMMERCIAL BREAK**

War Room, Xavier Institute

"How can she just be gone?" Logan thundered.

"You know, if anyone else said someone disappeared in a flash of smoke, they'd be carted off to the Cuckoo's Nest," Bobby noted. "But here at Mad House High, it's just another day."

"It's no' jus' another day!" Remy slammed his fist down on the circular table. The resulting red-purple energy vibrated through the room, pushing Logan, Kitty, Bobby, Piotr, Sid, and Jubilee back against the walls.

"Remy," Ororo said sternly, the only one who had remained unmoved by his blast. "Now, we have dealt with serious situations before-" "Non, this is no' a 'serious situation'." Remy seethed. "This, this ain' a fight wi' some mutant haters, or-"

"A battle for the fate of the earth?" Kitty put in wryly.

"No, this is Rogue!" Remy yelled. "Remy!" Ororo snapped, and the air in the room cooled sharply. "Calm down, right now, or leave this room."

Remy bit his tongue and glared around at the others before turning on his heel and storming out of the War Room. The door slamming behind him crackled with red energy which fizzled ominously as the others stared after him in stunned silence.

Cerebro, Xavier Institute

"Can you find her?"

"That is my intention, Logan," the Professor stated as he wheeled towards the eye scanner.

"Yeah, everybody's full of good intentions today," Logan growled.

"Where's the Director?" Bobby asked, narrowing his eyes as the automated voice intoned, *Welcome, Professor.*

"He's waiting with Agent Braddock," Xavier said as the doors opened. "Dr. McCoy says she will be up and walking soon."

"SHIELD must love us," Kitty said sarcastically as they followed Xavier inside the expansive room.

"Rogue is the one they want," Logan grumbled.

"Then they better want all of us," Kitty shot back. "Because we come as a package deal."
"If you could all be still," the Professor requested. "Thank you."

Logan scowled and Kitty and Bobby exchanged looks but all obeyed as the Professor placed the device upon his head.

Closing his eyes, the Professor engaged Cerebro. The panels of the wall seemed to vanish as thousands of brilliant lights and ghostly human images swirled around the four. Snatches of conversation rose and then faded as the lights gleamed red, signaling the signatures of mutants.

Logan frowned, as another minute went by. "Something's wrong."

"Professor?" Kitty raised.

"It's her brainwaves," Xavier sighed heavily. "Cerebro works by tracing them, but Rogue's are not showing up anywhere."

"Are you saying she's dead?" Logan demanded.

"No, she isn't - she can't be." Kitty's voice wavered.

"No," Xavier confirmed. "No, Rogue is not dead. I can still sense her out there but I cannot get a lock on her. It must have something to do with this new development in her powers. Her brain waves must be affected as each new personality exerts itself."

"So she could be out there, anywhere, being anybody?" Bobby tried to understand.

"I'm afraid so." The Professor sighed again. "Rogue's mind is . . . complicated. She has the impressions of every person she has ever absorbed inside of her. Until now they seem to have simply faded, but I have suspected for a while that they have been remaining, building and pressing in upon her central consciousness. Now it appears that they have emerged and are . . . asserting themselves."

"So is it like a multiple personality issue?" Kitty questioned.

The Professor removed the device from his head and the room returned to its deceptively metallic resting state. "Somewhat, Kitty. Unfortunately, unlike dissociative identity disorder, these are not identities formed to protect the host from trauma, but real impressions of external people, fighting for control. Which means . . ."

"Which means Rogue has a war going on in her own head," Bobby realized.

"Logan?" Kitty looked around for the formerly present fourth person. "Where's Logan?"

**Blackbird Hanger, Xavier Institute**

"Where do you think you're goin'?"

The long-haired mutant shot a brief glance at the burly Canadian as he moved to board the jet. "Don' try and stop me, Professor."

"Was that a threat, Cajun?" Logan said, raising his hairy eyebrows. Remy turned to look at him head on, the Southern mutant's handsome face stony.

"She's out there," Remy hissed, pointing behind him. "Rogue's out there, sick, scared, an' -"

"Rogue's a tough girl," Logan stated. "She's not a damsel. You of all people should know that."
"But is it Rogue?" Remy said, his mouth a tight, hard line, his voice like gravel. "She's runnin', but the people chasin' her ain' ever gonna be less than a step behind. She's tough as a Southern spiked nail but she turns it in on herself and if we leave her out there she's gon' start thinkin' there's only one way out. I ain' gon' let that happen."

"You think you got the power to stop it?" Logan questioned.

"I am not gonna let her just kill herself!" Remy screamed.

"Easy, easy, Gumbo," Logan said, coming over to put a heavy hand on the heaving boy's shoulder. "You think I would let that happen? Why do you think I'm here? But you won't be any good to her if you kill yourself in the process. Where did you think you were gonna fly this thing, anyway?"

"To where she is," Remy stated.

"She's got every power she ever absorbed. She used Nightcrawler's teleporting ability to run. She could be halfway across the globe by now," Logan reminded.

"She's lost," Remy said. "When you' lost an' lookin' for you' self, where do you go?"

"Home," Logan supplied grimly. "You go home."

Caldecott County, Mississippi

Home . . . run . . . raus . . . down by de bayou . . . dangerous mutants . . . one for every sin . . . go home . . .

The girl walked in a daze. A hand absently brushed aside white-streak in her hair as she wandered the main street of the sleepy Southern town, eyes passing over the sign welcoming her to Meridian, Mississippi.

COMMERCIAL BREAK

50 Miles East of Meridian, Caldecott County, Mississippi

The stealthy black jet landed slowly, jerked back and forth by a talented but inexperienced pilot and one very terrified teacher.

"Will you be careful?"

"I am bein' careful!"

"You landed us in a swamp, Cajun."

"It was the only area big enough to support us, n'est pas?"

"Don't talk French at me, kid."

"Hey, you wanna fly next time?"

The Blackbird settled on the ground with a slight thud, and Logan let himself breathe. "Okay. Okay, let's just keep our heads about this and - hey, hey!"

Logan caught Remy by the arm as the younger mutant threw off his seatbelt and shot for the lowering ramp. "We gotta go!" Remy demanded impatiently.
"We need to stop and think of a plan first," Logan instructed.

"We ain't got time for a plan!" Remy rejected, trying to move again. Logan tightened his grip, bringing his adamantium-enforced strength to bear as he held the other mutant fast.

"What happened to the canny kid who always had time for a plan, huh? You survive in the New Orleans underground by running off like an idiot?" Logan demanded.

"You don' know nuthin' bout that world, mon ami," Remy growled, his red eyes blazing.

"No, but I know what it's like to be a mutant in pain," Logan refreshed, bending Remy's arm behind his back. "I know what it means to wake up and find your mind in pieces. To find yourself with powers you don't understand and can't control. You're like a wounded animal and you don't just run at a wounded animal because if you scare it, it will attack."

Remy glared at the older man for a second more and then dropped his gaze in acknowledgment. Logan released him and Remy leaned back against the control board. "You should know," Logan said quietly. "You were the same way once. We all were."

"Yeah," Remy said dully, his eyes like rubies held out of the light. "An' now she knows exactly what it's like to be all o' us."

Logan folded his arms and fixed the younger X-Man with a stern stare. "This ain't just about protecting her," he surmised. "There's something you're afraid she might learn if your impression takes her over."

The look Remy gave the Wolverine was absolutely that of a cornered animal and for a moment Logan wondered if the younger man might attack him. Then Remy looked away, out the window. "I jus' don want her carryin' this one's burdens, comprends? She shouldn't have to an' I . . . I think she's carryin' enough load for one person. I don' want her luggin' 'round mine, me." Remy faced the darkened old soldier. "Do you?"

Meridian, Caldecott County, Mississippi

The hot Mississippi sun beat upon the mutant as she moved aimlessly down the main street of the sleepy little town, the world behind her dazed eyes heated and confused.

Qui-suis-je?

Hot, hot and burning, dark back streets, the job, fin, finish the job, t'ief, devil-child, Le Diable Blanc . . . sinister sin . . . don' tell . . .

Rogue gasped in pain and grabbed her head. A mad jumble of voices, thoughts, memories, and emotions raged for dominance. Rogue felt as though she was being rent in two, as if her mind was a chaotic circus, loud, too bright, with an undercurrent of menace.

Wer bin ich?

The circus. The Incredible Nightcrawler . . . freak, monstrum . . . one for every sin . . . forgive me God. Forgive them . . . pity them . . . mein Gott . . .

"Oh God," Rogue moaned, as the ocean of her brain seethed once more, the identity retreating, the battle beginning again.

"Honey? Honey, are you lost?"
Rogue opened her eyes and her vision swum for a minute before she was able to connect the full-figured, kind-faced woman before her to the words she had spoken.

"Lost?"

"Yeah, honey, you lost?" the woman repeated slowly. "You know you in Meridian in the great state of Mississippi, right? You visitin' family 'round here?"


"Yes," she spoke, and the large woman blinked: the girl's voice seemed suddenly much deeper. "Yes. I came to go home."

War Room, Xavier Institute

"Professor! Professor!"

"No need to yell, Ororo," Xavier said with light amusement as the white-haired goddess burst through the door. "I can hear you quite well."

"Sorry Professor," Ororo apologized quickly. "It's the Blackbird. It's gone."

"Gone?" Kitty and Bobby said simultaneously, rising from their seats. Sid and Jubilee exchanged looks, while Piotr raised both eyebrows in alarm.

"Yes," Xavier said calmly. "Logan and Remy have taken it to search for Rogue."

"Why the hell didn't they tell us?" Bobby demanded.

"And who's flying?" Jubilee questioned. "Logan hates to fly."

"But he cares deeply about Rogue," Piotr reminded. "They must have felt that they could not wait for us to formulate a plan before setting out to find her."

"Oh, and we don't care about her?" Kitty snapped.

"We need to follow them," Bobby demanded. "Now."

"Kitty, Bobby, please," the Professor calmed. "Logan and Remy both have experience with tracking and finding those who do not wish to be found. And," he continued, holding up his hand to override the two furious X-Men, "we may not be able to track Rogue, but we can use Cerebro to locate our two zealous friends. If they can find Rogue, we all find Rogue."

Home of Mr. and Mrs. Miller, Meridian, Caldecott County, Mississippi

"Comin', comin'!"

The door to the small, simple house opened and the lined face of a middle aged woman peered out. "Who is it? I . . ."

The woman froze when she set eyes on Rogue, her plain face blanching. "You."

"I came home," Rogue said in her low voice.

"Brick! Brick, get out here!" the woman screamed and there was the sound of footsteps from inside the house.
"Arlene, what the hell is . . ." Brick Miller trailed off as he opened the door and saw what had made his wife scream.

"Mom? Dad? What's wrong?"

"Stay inside, Cody!" Arlene Miller demanded in a terrified, shaky voice. "No, no-" She struggled to prevent her son from stepping outside, but the tall young man holding a lit cigarette managed to force it open.

"You."

Rogue's head began to ache as she looked upon the first boy she had ever kissed.

"How dare you," Mr. Miller growled.

"No, no, Brick don't," Arlene pleaded, trying to draw her husband inside, but the older man pushed out onto the steps to stare down Rogue.

"How dare you come here now." Brick Miller's voice vibrated with fury. "After what you done to our son?"

"Brick, please . . ." Arlene whimpered.

"You know you nearly killed him?" Cody's father hollered. "He was in a comma for three weeks thanks to you, you mutant piece of-"

"Brick," Arlene cried.

Rogue's eyes moved from father to mother to son. "I . . . I'm sorry."

"Sorry?" Mr. Miller continued. "You think that makes up for what you done? Sorry? Sorry, you nearly killed him with your filthy, un-Godly mutant powers, you . . ."

Filthy mutant. Mutant scum. Mutie . . .

"Dangerous mutants like you," Mr. Miller was still ranting, "you all need to be locked away."

You know all those dangerous mutants you hear about on the news?

"I'm the worst one."

"What?" Mr. Miller stopped. "What did you say?"

Rogue turned to Cody, who stood stock-still, his cigarette still smoking, and winked. The end burst into flame. Arlene screamed as the fire coursed through the air like lava and pooled in Rogue's hands.

"Get inside, get inside!" Mr. Miller ordered his family as Rogue spread her arms and the blaze grew, spiraling upwards.

Meridian Main Street, Caldecott County, Mississippi

"You hear that?"

Remy stilled as Logan leaned his head to the right, listening.
"What is it?" Remy demanded impatiently.

"Our girl," Logan replied grimly. "C'mon."

Home of Mr. and Mrs. Miller, Meridian, Caldecott County, Mississippi

"Get back! I'm warnin' you!"

Pyro-Rogue laughed at the paltry shot gun Brick Miller aimed at her. She could hear voices behind her, dim calls to halt.

"Good. I always loved an audience," she said with a sly smile. She thrust her hands forward, sending a ball of fire at the man trying to protect his house, causing him to drop the gun and stumble back, singed.

"C'mon now," said a voice behind her. "I know you don't wanna do this."

Another stinging jolt of pain shot through Rogue's mind. Recognition. She knew that voice. Slowly, still ready to attack, she turned.

"You!"

Director Fury nodded. "Thanks right, that's good. You know me. Now I just want to talk."

"Talk." Rogue sneered.

"Yes," Fury continued in his trained, steady voice. "We're here to help you."

Rogue eyed the men in dark suits and glasses: SHIELD agents. "Help me?"

"You're causin' a big ruckus," Fury understated and two of his agent moved behind her. "We don't want anyone to get hurt, do we?"

"I don't know. You answer me," Rogue said, but with less of Pyro's belligerence now as his impression began to fade.

"Oh we will," Fury promised. Rogue frowned and then gasped as two agents grabbed her from behind. She felt a searing, needle-like pain at the back of her neck.

"Now just calm down," Fury said, his cool voice mocking. "We don't want you to hurt yourself either."

Needles. Needles and poison and experimentation. Volunteered. No memories . . . he'll have no memories . . .

Fury's eyes widened as Rogue roared and broke the hold of both SHIELD agents, grabbing each by the scruff of their necks and hurling them toward the Director. A third agent pulled a gun and shot her dead in the chest.

Rogue snarled, ignoring the bullet as she barreled towards the gunman. Claws of white bone erupted from between her knuckles. With an animal growl she cut the offending man down, shrugging the bullet out from her chest as the wound healed.

Cerebro, Xavier Institute

"Have you found them yet?"
"Patience is a virtue, Mr. Drake," Xavier said with a tinge of iron in his voice. "Now, if you will only-"

The Professor gasped and yanked the device from his head.

"Professor? Professor what is it?" Ororo asked desperately, rushing to the old man's side.

"The door... open the door," Xavier instructed, and Kitty ran down the long ramp to the doors and pressed the button to open them.

"Director," the Professor greeted. "What is the problem?"

Director Nick Fury proceeded rapidly towards the huddle of mutants. "Big, Charles," Fury said brusquely. "The problem is damn big."

COMMERCIAL BREAK

Cerebro, Xavier Institute

"Someone broke into SHIELD?"

"And accessed all of the files we have on mutants," Director Fury elaborated. "I've got four agents down and we're still trying to ascertain the extent of the breach."

"Back up," Bobby stopped the Director. "You have files on mutants? On us mutants? How is that legal?"

"It's the government, Mr. Drake," Fury said dryly. "We got a file on your Grandmama's dog."

"And now someone else does too," Ororo said icily, folding her arms. "How comforting."

"I came here to warn you," Fury said, not rising to the challenge in the weather witch's voice. "Someone broke into one of the most secure, secret facilities in all of the United States and got past some of the world's best firewalls and encryptions and killed multiple, highly trained agents to steal this information." Director Fury eyed the five mutants. "Someone out there is real interested in the X-Men."

Meridian, Caldecott County, Mississippi

"You made a real big mistake comin' here, bub."

"That's supposed to be my line," Logan said as he and Remy slowed, drawing level with the fight in the street. There they saw a very feral female mutant tossing around men ten times her size as if they were marionettes.

"Hey, chere, you wan' some help, you?" Remy called out jovially.

Rogue pivoted and Logan dodged as a man went flying over his head. A snarling Rogue bared her teeth as she extended bloody bone claws.

"Ain' those s'posed to be yours too, mon ami?" Remy asked breathlessly as Wolverine-Rogue flipped away from another man who came at her with knives.

"Yeah, they are," Logan growled. "After this we should ask her about it."
"After this," Remy agreed, and both men rushed into the fray. Logan rolled his eyes as he caught a bullet in the shoulder from Director Fury's gun.

"Should'a known you would be here," Logan grumbled at the one-eyed man. The Director only grinned and side-stepped a swipe from Logan's adamantium claws. He landed a solid kick to Logan's chest before backflipping away several feet and sprinting off, leaping over a backyard fence.

"You raising all hell here, chere," Remy noted as he pulled his bo staff tight around a struggling man's windpipe until he collapsed. "Maybe you' wanna take this somewhere we ain' got such an audience, you?"

Rogue's wild eyes widened. She huffed out a breath in the exact manner of her wolf-like teacher as she took in the gathering crowd of southerners drawn by the commotion.

"You would start this down South," Remy chuckled as Logan dropped the last of the feebly resisting black-suited men. "Where every kind o' body got himself a gun."

Rogue's hair whipped as her gaze traveled from one armed Meridian resident to another.

"We gotta get outta here," Logan said urgently. "Look, Rogue. We brought the Blackbird, and -"

"No!" Rogue grabbed her head, shrieking in pain.

"Rogue!" Remy rushed to hold her up, but the female X-Man slapped him away.

"Don'... don' touch me!" she warned. "My head... ma tette... mein... mein Gott... help me... ."

"We can help you, Kid," Logan promised. "Just come with us. Come back home."

But Rogue was backing away, shaking her head. "No. No."

With one last, horrified glance at the bodies strewn around the street, the gathering crowd, the pleading eyes of the two mutants before her, Rogue turned and fled.

War Room, Xavier Institute

"We have to go after them!"

The other young X-Men raised their voices in agreement with Bobby, but the Professor shook his head.

"No, I don't think that would be wise," Xavier justified. "In her fragile state, too many people - especially people she has absorbed in the past - might very well trigger more powerful assertions by your impressions in her mind."

"So you're saying we just leave her out there?" Ororo struggled to understand the Professor's reasoning.

"Not at all," Xavier corrected. "I believe Logan and Remy to be perfectly capable of helping Rogue in her present state."

"If they don't kill each other first," Sid mumbled.

"But Professor, she might be out there all alone!" Jubilee argued.
"I'm afraid Rogue's current predicament is quite the opposite, Jubilation," Charles Xavier noted dryly. "Right now, Rogue is very much the opposite of alone."

Adelee Swamp, Caldecott County, Mississippi

The buzz of flies, the cries of birds, the chittering of small creatures as they fled from the intruder into their forest did not register at all to Rogue, who careened through the heavy greenery in a state of constant mental agony.

_Qu‘, Non, net, nein, mein Gott, home, one for every sin, have you tried . . . not being a mutant? No memories . . . too many memories. . . . one last job, Remy, just one . . . goddess, bring the rain . . . I am the Phoenix . . ._

"Stop it," Rogue pleaded.

_Stop . . . never stop . . . never again . . . mutant power . . . deadly power . . ._

"This is my head," Rogue demanded, staggering blindly and then taking a deep, angry breath. "This is my head and y'all need to just shut up, hear? Shut up!"

The voices faded slightly, as if chastised, and Rogue was able to finally detect the tread of soft footsteps behind her.

"Stop followin' me, Remy."

"Ain' been able to make me yet. What makes you think this time any different, you?" Remy said cheerily as he used his bo staff to vault over a soggy expanse of sand and mud.

"I got about a hundred different people who could all give you a different answer," Rogue shot back, still walking away. Remy followed her doggedly, moving easily through the heavy underbrush.

"You come here as a lil' girl?" Remy asked appraisingly, eyeing the Spanish moss falling from the old oak trees. "Must'a - a cool Southern gal like you. Bet the boys followed you and tried to pull on you' pigtails jus' like me."

"Shut up, LeBeau," Rogue growled in a Logan sounding voice, ducking under a fallen log. Remy leaped over it.

"Did you' ever come out in the spring, you? Me, I couldn' be stopped, even though Daddy always said the bugs would eat me away till I wasn't fit to feed a dog. You ever have a dog, chere? I seen you with animals, you must'a found some lonely, lost stray to take home . . ."

"Will you shut up?" Rogue hissed. "Dummer mann, mein Gott . . ."

"What did you do on summer nights?" Remy continued, conversational, as he skirted a puddle and pushed aside some willow branches. "Them long hot ones where the sweat follows you righ' into the shower an' you can' help but lick it off you skin-"

"Stop it!" Rogue slammed her fist into a tree, and a chunk of the bark went flying. Remy dodged it easily as Rogue finally stilled, her back still to him.

"C'mon now chere," Remy drawled. "You know annoyin' you is a habit this one ain' able to break easy."

"You don't get it!" Rogue rounded on him and the wind picked up as her eyes glazed over white.
"You can't handle this with a smart-ass reply and a Cajun smile. This is more than you could possibly understand."

"No." Remy's smile fell away, and now his jaw was hard as he took a step towards her. "No, I understan' jus' fine, chere."

"Don't call me that," Rogue demanded, her eyes flashing red, blue, yellow. Her skin began to turn blue, her hair an unnatural red.

"No," Remy demanded. "None o' that. I wanna talk to Rogue."

"Rogue isn't here," Rogue denied.

"Oh, she is," Remy declared. "She's in there. She's hidin' behind the others, but she's there."

"No. She's gone," the half-blue Rogue asserted.

"It's easier, ain' it?" Remy continued, his voice knowing, understanding. "Hidin' behind someone else. No' havin' to face who you are, no' havin' to be who you are. Sometimes you get so sick o' you'self, you jus' gotta run - gotta be free."

"Shut up," the female mutant demanded, one eye green, one blue, as little bolts of lightning skittered around her feet. "Shut up."

"It was so hard livin' in you skin, wasn' it?" Remy identified. "You hated it - havin' to deal wi' it all, day after day, mais oui? Lettin' de others come, it let you hide, let you slip away . . ."

"Stop it," said the creature before him, as tears coursed down from mismatched eyes.

"You' couldn't take no' more an' who could blame you, chere? You carried 'round all that guilt, that hurt, an' you jus' needed to run."

"You don't understand anything," she accused the red-eyed mutant as her hair turned from red to white to brown. She took a step back.

"I know you' runnin'," Remy said. "I know it ain' from Monsieur Fury and his shield, or the Professor, or Logan, or me."

"I killed her," Rogue said, the white streak in her hair returning. "I almost killed Cody. I almost killed Logan, I almost killed you! I'm deadly, Cajun. I could go off at any minute and take anyone out."

"You ain' gon' run me off wi' that speech," Remy promised. "I heard it before."

"That's because you're an inbred Swamp Rat who's too stupid to be runnin' scared," Rogue insulted.

"Oh, I'm scared, chere." Remy took a step forward. "Dead petrified, this one is." He took another, closer step. "Think I'm more scared a' you than I ever been o' anyone in my whole, bad life." He took two more, slow, purposeful steps and drew level with Rogue. "But runnin'? Not' away from you, Marie. Non."

"Why?" Rogue whispered, her brown eyes glittering with tears. "Why not?"

"You got me up in there, chere," Remy said with a tiny smile, pulling lightly on her white hair with one gloved hand. "You should know."

"I don't want to be like this anymore," Rogue sobbed, tears streaking her cheeks. "I've got . . . so
many people up here," she gasped, "I've got every- every person I ever got close to up here and all
they do, all they do is remind me that I'm alone." She cried, the words emerging from her throat as if
they were ripped from the center of her being. "I'm always alone, I'm so alone . . ."

Remy pulled the weeping Rogue into his arms. "You listen to me," Remy said intensely. "Hey-" He
took Rogue by the shoulders and made her face him, his ruby eyes fiery and sincere. "You are not
alone, chere," he sounded out slowly, his deep, drawling voice quietly forceful. "Okay? You will
never, ever be alone."

Rogue smiled through the tears racking her body, and Remy grinned back. His smile faded as
Rogue's expression became one of terror.


Rogue's eyes rolled up into her head and she collapsed into Remy's arms. "Rogue? Rogue!"

Remy fell to his knees, cradling the unconscious girl. "Rogue?" Remy moved the hair from her
unconscious face. "Rogue! Chere! No, no, please . . . Logan! Logan!" Remy screamed hoarsely.
"Logan!"

Adamantium claws sliced through the hanging moss. "How is she?" Logan demanded.

Unable to speak, Remy opened and closed his mouth as Logan took in the fallen X-Man.

"Okay, get her into the jet."

_Crucify by Tori Amos Plays Over The Following Scene_

Outside of the MedBay, Xavier Institute

"I need to see her," Remy demanded in a low, urgent whisper.

"Psylocke and the Professor are still seeing to her, Mr. LeBeau," Dr. McCoy said firmly, but not
unkindly, to the anxious boy. "Be patient."

"Is she alright?" Logan quizzed, his arms crossed, looking as formidable as he could to cover up his
fear. Kitty, Bobby, Sid, Jubilee, Piotr, and Jean-Paul all nodded their interest in the question's
answer.

"She is in the best of hands," Nick Fury put in as he strode up to the door. "That much I can promise
you."

"Do you have any more information on the break in?" Ororo asked, trying to remain the calm point
in the storm despite her own worries about the girl being worked on by the two psychics.

"They took information on a large number of mutants that we'd been keeping," Fury informed them.
"As well as some items from our R&D department."

"What items?" Bobby asked.

"That's on a need-to-know basis," Fury said, but without an edge to his voice this time.

"Well at least we know who did it," Logan put in. "If you were up here the whole time while we
were down in Mississippi then it had to be a metamorph impersonating you. That's how they gained
access."
"You think it's Mystique," Ororo surmised.

"Do we know anyone else?" Kitty said cynically.

"Well we'll take that into account, but-" The Director paused when the door opened and Agent Braddock and the Professor emerged.

"Rogue is awake," Xavier said with his gentle smile, and a collective sigh of relief went through the waiting crowd.

"Can we go in?" Remy asked immediately.

"One at a time," the Professor stipulated.

"Then I guess Agent Braddock and myself will be on our way back," Fury said.

"Actually, Director," the Professor said with a twinkle in his eye. "Rogue asked to see you first."

Surprise showed on the SHIELD commander's face for only a moment before he nodded and entered the medical bay.

The Southern mutant was laid out on a raised bed, an IV drip in her arm, two electrodes on her forehead. One machine beside her beeped out her heart rate, while another showed various images of her brain.

"Well you look like you're pullin' through just fine," the Director praised, sliding into the seat beside the bed.

"Thank you," Rogue said, her Southern twang audible.

"You wanted to see me," the Director opened.

"I have a message for you," Rogue said, and the Director leaned forward. "Agent 3314 says that the Iron Sky Initiative is not a threat, but that the subject may still be open to negotiation, if approached with caution."

"Does she," the Director said without question, nodding. "And how much of that do you understand?"

"Not a single, solitary word," Rogue said with a smile, which Fury returned. "But this I do. Carol says that you need to lay down that pack on your shoulder before it puts you in your grave before your time."

"Of course she does," Fury chuckled. "She say anything else?"

"Yes," Rogue said. "She forgives you. She thinks it's high time you forgive yourself."

Rogue almost thought she saw a tear in the Director's good eye. "Thank you, Rogue," he said softly. "Thank you."

**Undisclosed Location**

"We got the information you wanted," the blue-bodied woman said, laying the files down on the stone table beside the hunched man.

"And the sample?"
Mystique presented the vial of blood, and the thin white hand plucked it from her fingers without looking up.

"Thank you my dear," he said in a soft, musical voice. "Thank you very much."

**ENDING CREDITS**

**Promo For Next Week:** *When the X-Men travel to New York City for a conference on mutants, they discover a different kind of clan below the City That Never Sleeps. But in subterranean dark, will it be their own secrets which come to light?*
Underground

Chapter Summary

When the X-Men travel to New York City for a conference on mutants, they discover a different kind of clan below the City That Never Sleeps. But in subterranean dark, will it be their own secrets which come to light?

Season Two, Episode Eight: Underground

Anderly Hall, New York City, New York

"Acceptance does not mean assimilation."

The speaker's voice rang out powerfully through the hall as the assembled mutants were mostly silent, their attention fixed upon the man at the podium. Behind him a banner proclaiming the event as the ‘1st Annual Continental Mutant-Rights Conference’ hung from the rafters. The speaker, a young, handsome Puerto Rican man with what appeared to be large orange veins covering his arms, continued.

"We can only be full participants in this society if we are proud of who and what we are. The only way to gain the respect and treatment we deserve is if we respect and treat ourselves well. Mutant power has become a nasty phrase, hijacked by extremists, but mutant pride is something we are all entitled to. We shouldn't have to lie about our mutant status to get a job, or worry about prejudice when we go to buy a house, or be afraid that we'll be denied the same medical treatment as everyone else if our forms list our X-gene status. It's time to stop hiding. It's time to come out of the shadows."

The auditorium erupted into deafening cheers.

Beast by Nico Vega Plays Over The Following Scene

In the seventh row of the auditorium sat a tall, white haired black woman who was paying careful attention. To the right of Ororo, Piotr, Kitty, and Bobby sat leaning forward, occasionally whispering to each other. To her left Remy and Rogue hovered as close to each other as they dared. The Mississippian mutant moved her gloved hand closer to Remy, who glanced over at her through his dark glasses, waiting. Rogue blushed and looked to her right, spotting a mother with two young children who appeared to be sprouting painfully sharp spikes.

Rogue caught the eye of one of the children, a girl with big liquid eyes, and smiled. The girl colored and looked down, trying in vain to cover the left side of her face with her hair to disguise the small spikes working their way through her skin. Rogue bit her tongue with the force of her sympathy at the child's shame.

Beside her, Remy shifted. She glanced over and watched him lower his glasses to let the girl see his red eyes. She gasped quietly and Remy smiled, surprising from her a small grin. The girl's mother then noticed her daughter's gaze and pulled her in closer, casting a quick, suspicious look at Remy. He exchanged a sigh with Rogue and they turned back to the podium as another speaker mounted.

"Thank you," said the portly female mutant with skin tinged a light green to the announcer who had
introduced her. She cleared her throat and moved in closer to the mic. "Firstly, I want to thank Jonathan Bowker for-

There was a sizzle and a crack, and then the lights in every part of the auditorium went out. Plunged into darkness, the hall erupted into a disorienting cacophony of voices. The X-Men fumbled around along with the others until a spurt of phosphorescent light emitted from the hands of one of the event's guards expanded to allow for a dim view of the hall. There was a cry from one of the organizers for calm and then, with another crackle, the lights sputtered back on.

There was another surge of noise as the crowd spotted the giant M slashed through the banner.

"I'm sorry," said an elderly man with graying hair and what resembled gills peeking out from under his collar. He bent around the woman speaker to reach the mic. "We had a temporary power failure, but we've got the back-up generator's working. If everyone could please be calm-

There was a piercing, heart-wrenching scream to the left of the X-Men as the woman with the two children looked frantically around.

"Sally? Jake? Jake! Where are they? My kids! Someone took my kids!"

---

TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Shadowcat: Ellen Page
Colossus: Enver Gjokaj
Jubilee: Julia Ling
Forge: Rudy Youngblood
Guest Starring:
Carrie Ann Moss as Callisto
"I think the obvious answer is 'M' for mutant," Kitty observed stoically as she narrowed her eyes at the letter slashed into the banner. "Not a very inventive insult."

"Who says it's an insult?" Bobby speculated. "Maybe it's just someone playing a stupid prank. A mutant all hopped up on mutant pride."

"A stupid mutant," Kitty derided. "Urgh, I hate that stupid mutants exist. We're supposed to be evolved. Can't we just call them something else? Stupants?"

"Mupid?" Bobby offered. Piotr snorted.

"I had them with me the whole time!" The X-Men turned as the voice of the woman who had lost her children rang out again.

"Do you think they could have wandered off while you weren't looking?" Ororo asked the hysterical brunette gently. The woman shook her head vigorously.

"No, no, they were holding my hands right up until the lights went out," she insisted. "I had them right here, in my hands, and now they're..." She shuddered, and Ororo placed a careful hand on her shoulder. "Where are they?" the woman demanded.

"We'll find them, they can't have gotten far," Ororo soothed. The woman shivered and her eyes narrowed as Remy and Rogue jogged up the steps.

"We searched the whole place, us," Remy supplied. "No one has seen the petites."

"How is that possible?" their mother wailed, her eyes furious. "You two! You two must have taken them."

"Ma'am, I can promise you we didn't," Rogue said, her soft Southern drawl deeply sympathetic. "We looked all over the hall."

"Then they're outside," their mother whispered in horror. "Outside in New York City..."

Remy shook his head. "Non, mademoiselle. The doors, they are locked to keep any funny business outside. The locks they are intact, an' the two mutants guardin' 'em are no' the kind to be messed wi'."

"If they're not in here, and they're not outside, then where are they?" Ororo demanded. "Has someone hidden them?" She turned to the mother. "Can the kids do that, is that part of their mutant ability?"

The mother shook her head. "No, no they don't have any - any abilities, all they have are those God-awful spikes. I only brought them here to see if there was anyone who might know how to control them. They've been driven out of three schools because parents don't want their kids around them. I've gone into debt with medical bills trying to help them with the pain. Insurance won't cover mutant treatments..."
"Have you looked into mutant crisis centers?" Rogue asked. "I know they've got some here in the city."

The mother scoffed. "Yeah. All they wanted to do was hand me stuff to read about mutant pride and try to talk about how special my kids are - how it's such a gift that they can't sleep at night because those damn things are breaking through their spines. When I asked about a cure they said I was teaching my kids to live with shame and drove me out. What about the pain they have to live with, with people avoiding them on the street? How the hell am I supposed to tell them it's a gift that they can't go on a sleepover because their friends' parents don't want them around their children? What's special about that?"

Rogue swallowed and looked down. Ororo squeezed the woman's shoulder lightly.

"As it so happens, I know a doctor who might be able to help your kids, and a place where I can promise they won't be hated or feared," Ororo said with her warm, soothing smile. Rogue wrapped her arms around herself and turned for Remy.

"Remy?" She looked around. "Talk about people slippin' away when you ain't lookin' - Remy! Swamp Rat, where in the hell are you?"

"Down here, chere! Stop bein' such a lazy River Rat, and come see what dis one found!"

Rogue rolled her eyes, but she bounded down the auditorium stairs. Passing a swell of jabbering mutants, she found Remy kneeling behind the podium near the back at a large manhole cover.

"You found a manhole cover. You want a cookie, Swamp Thing?"

"Somethin' sweeter might be nice," Remy said with a rascally grin, raising an eyebrow and causing Rogue to roll her eyes to hide her blush. "An' what's dis here cover doin' so loose, je me demande?" Remy demonstrated by finding the edge of the cover and lifting it slightly.

"Maybe it's just old..." Rogue began, leaning down to find the gap Remy was holding. She gripped it with her pinky and lifted. The cover flew into the hair, almost whacking her boyfriend in the face.

"Mon Dieu, fais attention, Rogue!" Remy warned, dodging to the side. "Remember, tu es le femme de fer, you."

"Don't you speak French at me, Remy LeBeau," Rogue growled, embarrassed.

"What are you two doing?" Kitty demanded, as the rest of the X-Men jogged down to meet them.

"Rogue was attemptin' to take dis one's head off," Remy bemoaned. "Poor dis one's head."

"I'm sure you and your head deserved it," Kitty proclaimed, and Remy whimpered.

"What - what is this?" the mother of the girls demanded as Ororo led her over to the open manhole. "What - is that how my children were taken? Are they down there? In the sewers?"

"The cover was loose, Maman Loa," Remy said to Ororo. "An' it's got a ladder righ' here."

"New York City has miles of tunnels under it," Kitty recalled, kneeling down as well. "Lots of homeless people live under there. Rats too."

"Oh God," the mother moaned.

"Ma'am," Ororo said with certainty. "I promise you we will find your children. Hey, look at me,"
Ororo said when the woman began shaking her head. She stared the brunette down. "I promise you right now: we will find your children and bring them back to you."

The mother's lip trembled. "Please. They hate the dark."

"We'll bring them back," Bobby assured her, kneeling down along with Piotr to stare down the manhole.

"Down, down, down," Kitty noted, her voice echoing into the pitch black as they leaned forward. "Who's first?"

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**COMMERCIAL BREAK**

**Underground Tunnel, 200 Feet Beneath The New York City Surface**

"Remind me to thank Sid for this when we get back," Kitty said as she held up the high-powered flashlight. It brilliantly illuminated the ten feet of the tunnel in front of them.

"Remind me to throw these boots away when we get back," Rogue insisted, wincing at the squelch her feet made as they trudged through the damp concrete. "Don't know what's down here."

"C'mon," Bobby said lightly. "Even if it is radioactive sludge or something, what's the worse it could do? Maybe you could get the ability to glow in the dark, or turn into a sewer rat."

"You been watchin' too much Teenage Mutant Ninja Turtles, you," Remy scolded.

"Uh oh," Piotr said in his deep voice, finally speaking up.

"Oh, it ain't never a good t'ing when Tin Man is worried," Remy groaned.

"Is that...?" Kitty began.

"It's a split in the tunnel," Ororo confirmed. Bobby and Kitty groaned, while Remy swore in French. The three way divide led off to the right, left, and straight ahead. "Kitty, do you have any more of those torches?"

"Only one more," Kitty said, lifting it up.

"This one can make his own light," Remy offered, flipping out a card and charging it.

"Coms," Ororo said, nodding to Bobby, who took out the tiny earpieces also fashioned by Sid. "Okay. Now when we find the kids, we radio, and head back the way we came. If you find a different turn down your path, you take one, together, and radio to mark which direction, so there's no chance of forgetting."

"And when we find le salaud who took the petities?" Remy asked, his light tone belying his harsh words.

"We radio for backup and bring the children to their mother, on the surface," Ororo said significantly.

"But - what if the people who took them have been doing this regularly, stealing mutant kids? What about the 'M' sign?" Rogue questioned. "Who knows how many kids they've taken?"

"We're here to get the kids we know are taken," Ororo said steadily, her eyes passing over each X-
Man. "We don't do anyone any good getting lost under New York City. If we find the ones who took the kids, we haul them back to the surface, and wait until we have the rest of the team to go back down. Am I understood?"

Ororo held the eyes of each of the young mutants' in turn, ending with Remy. She waited until the Cajun looked down to break eye contact.

"We have a timetable of five hours. Set your watches and phones. After that, we head back to the surface and get the reinforcements. The last thing we need is to add to the number of mutants missing in New York."

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**Right Tunnel, 400 Feet Beneath New York City**

"Do you want to learn something fascinating about me?"

Kitty turned to Bobby. "More of the deep, dark secrets of Bobby Drake?"

"Yeah, exactly that," Bobby said, as he winced away from the water dripping down the sewer walls. "I happen to kinda, sorta, maybe, hate the dark. A lot."

"You never said you were afraid of the dark before," Kitty said, tilting her head to the side to examine her longtime friend.

"I didn't say afraid," Bobby said bristling. "I said hate. Not even hate. Just, you know, deeply dislike. With a strong and abiding passion. I like the sun, okay?"

"Sun," said a gravely voice from the darkness beyond the reach of Kitty's flashlight. "The sun, it burns. Very much burns."

Kitty and Bobby shifted into fighting stances. Kitty increased the wattage of her flashlight and held it up higher. Illuminated were two highly mismatched figures. One was exceedingly tall, with pale white skin and dressed in ragged clothes which he attempted to pull closer to shield his eyes from the light. His companion was short and lean, dressed in all black clothes which dripped steadily with a dark liquid in strong contrast to the albino beside him.

"Hello," Kitty said first, her voice cautiously friendly. "My name is Kitty Pryde and this is Bobby Drake. We're looking for two young children who we think are lost down here. They would be about six or seven, brown hair, big eyes-"

The albino sniffed loudly, leaning forward to showcase gleaming yellow eyes. "Mutants," he proclaimed to his friend, nodding at the X-Men. "They are mutants."

"Yes, we are," Bobby stated clearly. "And so are the children we're looking for. Have you seen two young children, brown hair, with spikes-"

"Nosy mutants," the smaller of the two newcomers scoffed, his voice nasal. "They should mind their own business."

"Our business is those children," Bobby said, more loudly, stepping forward. "We-"

The ice-mutant broke off with a strangled cry. Bobby fought to breathe through the smothering inky black substance which obscured his vision and blocked off his nose and mouth.

"Bobby!" Kitty shot forward to catch him as he stumbled back. She clawed desperately at the dark
mass covering his face, gasping when she found her own hands trapped upon contact.

"Tricky and sticky," giggled the young boy mutant as he moved closer. Now Kitty was able to see that what she had thought were black clothes was actually dripping black tar, oozing out from the boy to cover his body.

Kitty had just enough time to phase her hands off of Bobby's face and make herself incorporeal when the mutant lobbed a stream of the substance at her. The small mutant frowned as his ooze passed directly through Kitty.

"Not fun," whined the tar-mutant.

"How about this?" Kitty hissed, tossing a miniature taser Sid had lent her at her adversary. The tar-child groaned and fell back, seizing. Kitty used the time to pull out a small blade to cut the tar off of Bobby's face.

"Easy, easy," Kitty said, trying to still both Bobby and her own trembling hands so that she could cut the stuff off his mouth. "You-"

Kitty's eyes rolled up in her head at the heavy blow to the back of her skull. Her vision going dark, she had just enough time to curse herself for forgetting the presence of the albino mutant before she was enveloped in blackness.

Left Tunnel, 400 Feet Beneath New York City

"Firs' thing when we get back, this one is takin' a long, long shower, me," Remy insisted, squinting and moving with cat-like grace around a dark puddle.

"You always say that, sugar," Rogue said pertly. "And then you always find a way to cover yourself right back up with mud."

"What can I say? I'm comfortable in the mud and swamp. Nice and cool where this one grew up," Remy defended.

"Well then this must be just like home for you," Rogue teased with a smile. Remy dodged another puddle and shook his hair over his face.

"Rem?" Rogue tried to gauge his expression from the sporadic light cast from his card as they navigated the dank tunnel. "I been meanin' to ask you -"

"Arrêtez!" Remy threw out his arm and Rogue froze. She squinted ahead, seeing nothing in the distance ahead. She waited for a full five minutes before turning to her boyfriend.

"You hearin' somethin with those thief ears I don't?" Rogue whispered.

"Thought I saw somethin' with these thief eyes," Remy mumbled.

"You did."

The two X-Men whirled around and blinked blindly for a few minutes before finally locating the small, short figure that seemed to half-meld with the shadows.

"We can't see you too well, though," Rogue said gently, though she shifted her stance. "You wanna come into the light a bit more?"
"Come into the light," the figure repeated, as if musing. "Coming into the light can be so very, very painful. The dark...the dark is kind, the dark is cool. You can hide your sins in the dark, where they don't burn. Burn...burn..." The trembling, high voice trailed off.

"Well then." Remy nodded. "We'll just leave you in that nice cool dark, and be on our way, us."

"Remy!" Rogue reproached, moving closer to him and angling to try and get a better look at their visitor. A faded pink dress and floppy grey hat covered up tiny, still-growing limbs. The girl's hair obscured what the hat didn't cover of her face. "We can't just leave her."

"Seems like she wants to be left, chere," Remy pointed out. "And you remember 'Ro. We ain't down here to save every stray petite."

The little girl smiled with thin chapped lips. "Yes, of course. Just leave us to die. Not your fault if you run, run, run, mais oui, n'est-pas?"

"What are you-"

"The dark hides so many sins." The little girl raised her voice. "Doesn't it? Thieves and liars and murderers love to hide in the dark, where their red eyes burn, burn, burn..."

"Burn this," Remy growled, reaching into his pocket for a card, his fingers beginning to glow with red-purple energy.

"No, Remy, wait!" Rogue grabbed his arm. "Look at her, she's just a kid!"

"Looks can be deceivin', chere," Remy growled. But he let the energy fizzle out.

"So sayeth the deceiver," said the child.

"See?" Remy asserted. "Even she believes me."

"We're not gonna hurt you, sugar," Rogue promised, taking a careful step forward. "Okay?"

The child took a step back, her eyes still covered by her low lying hat. "More lies. Does he feed them to you every day? Mix them in with your biscuits, over coffee, speak them in French so that you can't understand?"

"Rogue, we have to go," Remy said more loudly, his voice echoing around tunnel. "She's some kind a' psychic, comprends? She's tryna get in our heads."

"Oh yes, so many in your head," the little girl in pink said, tilting her own as she took a step towards Rogue. This time Rogue stepped back. "I can see. It hurts, right? Never knowing what is real, never sure, never able to find the right piece? Sins in the dark. Even when he's in your head, he's telling you lies."

"You start tryin' to mess with my head, little one," Rogue warned now, "you won't know what hit you."

The girl smiled again. "Neither will you."

Rogue pulled back as the girl jolted forward, pulling away her hat and shaking off her hair to reveal glowing purple eyes. Rogue threw up her hands for a fight, but the little mutant had already blown a cloud of violet smoke towards her. Rogue coughed, trying to hold her breath in defense, but the smoke invaded her nose like a willful spirit. Gasping for breath, she was suddenly caught in the grip
of a vivid memory.

_Hiding in the dark, shivering, chewing on her hands to hold in her own screams, while all around her those of others drowned her ears in a cacophony of pain. The tangy scent of fresh blood smothered her. The distinctive wet thunk of flesh sliced apart, the crack of bones broken and then a body fell near her. Open, staring, empty eyes, eyes that used to know her, looked at her without seeing. The heavy laughter of men in the heat of blood lust sent her body coursing with a new fear, one she didn't understand._

_And in the corner, in the dark, hiding, red eyes. Gleaming red eyes, watching it all. Just watching._

"Que diable avez-vous fait?" Remy roared as he watched the frozen Rogue, desperate to move towards her, desperately afraid to do so.

The little mutant widened her still glowing eyes. "Diable...hell. Yes. That's the word."

"Mauvaise idée, mon petit," Remy stated. "Tres mauvaise." Both hands gleaming red-purple, he thrust four charged cards at the little mutant.

They flew towards her, then stopped, fizzled, and fell flat. Remy felt a grip on his arm from behind. Immediately tensing to fill his body with more energy to break the hold, he gasped as it faded as quickly as he summoned it. Fighting back, he continued to feel the inexorable drain, every struggle only making him weaker.

"Mau-vase?" The voice of Remy's captor was male and adolescent as it posed the question.

"Bad," the little mutant with the purple eyes explained as she continued to stare at Remy. "It means bad."

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**North-Facing Tunnel, 400 Feet Beneath New York City**

"Rogue? Rogue, status report." Ororo tapped her earpiece. "Rogue!"

Piotr said something soft and harsh in Russian. "Kitty is not responding either," he supplied when his teacher turned to him. "Is it because of the underground? The signal?"

"If it is we have to go back," Ororo said firmly. "Go back and wait at the fork for them, we can't risk-"

The weather witch's skin bristled. "Stop," she ordered Piotr in a low voice of command.

The big Russian ceased movement. "We are to go back?"

"Oh no." There was a blinding flash of fire and smoke. Four flares sprang into light, throwing into relief the four figures Ororo had sensed in the air disturbance ahead. A lean female with a black eyepatch stepped forward.

"No. You are to go ahead."

**COMMERCIAL BREAK**

**Sewer Cavern, 500 Feet Beneath New York City**

The blindfolds were roughly pulled from the eyes of the two X-Men. Ororo and Piotr blinked as the
cavernous open space around them came into focus.

The open space was fed by four tunnels and lit with dim torches and flares held by the surrounding mutants. That they were mutants was obvious - though ranging in age, sex, color and bodily hygiene practices, all of the strangers were marked by unmistakable, impossible-to-conceal signs of mutation.

All save the slowly coming-to X-Men who were bound and guarded on the sewer floor. Ororo bit her lip as she tried to ascertain how hurt Remy, Rogue, Kitty and Bobby really were.

"We don't usually fight other mutants," stated the woman with the eye-patch. Tall and lean, and decorated with a preponderance of black tattoos, she fingered the sharp blades bound to her hips. "This is supposed to be a place where we can live in peace, away from the problems on the surface."

"You didn't seem too shy about leaving a giant 'M' for mutants on the convention banner," Ororo noted wryly.

"The M wasn't for mutants," said one of the strangers who stood beside Remy, blinking his brown eyes and extra red eye upon his forehead angrily. "It's for Morlocks."

"Morlocks?" Ororo looked around the assembled crowd, who nodded or looked away. "The underground monsters from H.G. Wells."

"We're not the monsters, surface-sucker," snapped the third eyed boy. He raised himself up to his full five feet two inches, and his third eye began to crackle and shiver with electricity.

"Erg." The leader raised one bruised and burnt hand. "Power down."

"Callisto, she's calling us monsters!" Erg protested.

"Of course she is. That's what she sees. Are you going to get angry when she says it's wet down here, too?" Callisto countered. Erg scowled, but his eye began to fizzle less. "Sorry about all this," Callisto said smoothly to Ororo. "We're more...defensive than some of you on the surface. We haven't had the same kind of...benefits you Blenders do."

"Blenders?" Piotr frowned.

"Yeah," Callisto said drily. "Those of you who can pass for human. It's a bit tougher for those of us who can't walk into a store without causing a riot."

"You seem like you could blend if you chose," Ororo pointed out.

Callisto grinned, and her mouth expanded as black veins coursed out over her cheeks and forehead. The grimace resembled a horror-movie creation and Piotr cast a glance at Ororo that the one-eyed leader didn't miss.

"It happens when I get a little...testy," Callisto explained. "And there's plenty on the surface to make a mutant mad."

"I agree," Ororo conceded. "But there's also a reason people choose to stay above and fight for change."

"And we wish you all the best," Callisto said, chuckling. "Really we do. So why don't you go back to fighting the good fight up there, and we'll-"

"Not without our friends and not without the children," Ororo stipulated.
Callisto raised a brow. "We'd be happy to let you take your friends off our hands. But children..."
Callisto pursed her lips and shook her head. "You might not like how we raise them, but we have the
same right to our kids as anyone else."

"To your kids? Of course. But how many of them are actually yours?" Ororo posed.

"Not your concern," Callisto stated.

"Oh it most definitely is," Ororo snapped. "I don't know how many children you've abducted, but I
know at least two, and I'm looking at them right now."

Callisto bristled. Behind her a ragged, unkept woman gasped and pulled the boy and girl she had
been attempting to move towards one of the tunnels closer.

"These are my children!" the woman hollered. Her skin was the scaly consistency of a reptile, her
hands clawed. Her lips trembled as she gripped the children tightly to her.

"Not according to their mother," Ororo said. Piotr's eyes darted between Bobby and Kitty and Remy
and Rogue. The X-Men were very slowly beginning to blink and shift, light groans signaling their
return to consciousness.

"I am their mother! Me! They're mine!" the woman screeched again.

"Annalee..." Callisto's voice was low with a warning the hysterical woman couldn't heed.

"You can't take them from me," Annalee protested, pulling them closer. The girl whimpered and the
boy tried to tug ineffectually away. "We won't let you."

"Those are not your children," Ororo said inexorably. "Now maybe you think they are, maybe it
truly feels like they are, but-

"Don't talk to me like I'm crazy!" Annalee growled. "I'm not crazy, you bitch. I lost them. I lost my
children!" Annalee wailed and the hall fell silent in the face of her rampaging grief, the waves
seeming to vibrate off the bereaved mother's very skin. "They were killed. Not died; murdered.
Taken from me. All the years they would have had, the birthdays they could have seen, all of it
stolen from me, stolen from me."

"So you steal another woman's children?" Ororo countered.

"They'll be safe down here," Annalee explained, smiling through the tears that coursed down her
dirty cheeks. "They'll be loved. I felt their pain in the aboveground and I knew they were meant to be
here, to be safe, where no one will ever hurt them again because of their faces. They called to me, I
could feel their pain-

"And what about their mother's pain?" Ororo shot back. "Can you feel that?"

Annalee fell silent, but Callisto sneered as she stepped forward. "Oh, and you know so much about
pain? You could walk up there as a human and no one would know. All they would see is a normal
woman, a beautiful woman." Callisto chuckled roughly. "And everybody loves a beautiful woman."

"Love isn't always the word for it," Ororo stated in a voice as brittle as broken glass. "Beauty doesn't
mean power when people decide they aren't content to just look."

"Oh, my heart bleeds," Callisto hissed.
"It won't be the only thing if you don't give those children back."

Callisto laughed and drew her blades. "And if I do, I won't be the only one." She jerked her head towards the Morlocks supervising the still dazed young X-Men. "Caliban, Erg. Make sure our visitors have no inclination to leave."

The albino Caliban gripped Kitty and Bobby by the shoulders with both of his enormous hands. Kitty was still blinking and wincing as if in pain; Bobby's face was obscured by black tar save for the area around his nose and mouth. Erg was gripping Remy and Rogue by the scruff of their necks. Remy appeared to be drifting in and out of consciousness, but Rogue met Ororo's eyes. The Mississippian mutant tilted her head to the side, allowing her hair to slip off her neck, leaving it exposed.

"My name is Ororo Monroe," Ororo said loudly, turning from Callisto and her young charges to address the assembled Morlocks. "I'm a professor at the Xavier School for Gifted Youngsters: for mutants. It's a place for people like us. Where we can be safe."

Callisto snorted. "Not for people like us. For people like you, pretty, human-looking mutants who can blend." Callisto raised her voice and projected over her shoulder. "She thinks we should expose ourselves to their violence and their hatred and fight battles we can't win. Do you remember what it's like one the surface? How they treated us?"

"The Xavier School accepts any mutants who need a place to stay," Ororo continued. "We don't discriminate and we have mutants with gifts so painful and so visible that they've been driven from their homes. We take them in, we give them an education and a place to stay where they can be proud of who they are."

"And there it is," Callisto crowed. "'Mutant pride.' Come out and get killed in the name of pride. Come and get spit on and despised all because some idealists think you should risk your lives for their cause."

"Many of those who come to us go on to realize their dreams of becoming lawyers, writers, doctors," Ororo pressed on, making eye contact with as many Morlocks as would. "They realize that they don't have to hide and run. That there are people out there who are willing to stand by them, that they can live the kind of lives they deserve. Lives without fear."

"We don't listen to this," Callisto proclaimed loudly. "We aren't tricked by pretty stories and shiny promises. Remember the last time we listened to promises? We were massacred. Our families were butchered. And who led us out of that? Huh? Who kept those of us still here alive, after Baltimore? Who brought us here? Who protected us?"

"You're doing a lot of speaking for everyone else," Ororo noted, now meeting Callisto's gaze. "But I'm not hearing from anyone else."

"These are my people!" Callisto sneered. "They aren't going to leave me for you. They know that there is nothing on the surface for them."

"So you're queen of the monsters, is that it?" Ororo accused. "They all have to hide down here and hate themselves as much as you?"

"I protect them!" Callisto screamed. She looked around, her gaze demanding that of the other Morlocks. Some of them met her eyes, but some avoided her, and others were looking at Ororo. Callisto's face expanded in rage, went black with rage. "I protect you! All of you!"
"But who protects them from you?" Ororo challenged.

Callisto led out a low howl and charged at Ororo with both knives drawn. Ororo waited on the balls of her feet and then cross blocked Callisto's wrists with her own, kicking the other woman in the stomach to push her back. Piotr began to shield up and stomp forward but Ororo shook her head vehemently, warning him away with one arm, which she then had to use to knock aside Callisto's. The other woman was built of lean, wiry muscle, and her elbow in Ororo's side caused the weather witch to stumble, gasping, as she just managed to skip away from the singing blade.

The two women skirted the edges of the circle made by the watching Morlocks. Callisto flipped her blades casually while Ororo ripped part of her shirt to wrap around her palms and knuckles. The hideous grimace was now a permanent fixture on the one-eyed woman's face. Ororo made her own the epitome of calm in contrast.

Letting loose a sharp, high-pitched cry, Callisto feinted forward, slashing with one blade. Ororo moved to the side, her arm coming up to block the weapon, and Callisto kicked a puddle of dank sewer water into her opponent's face. Ororo blew out and the water reversed course, preventing the second swing of Callisto's knife, but doing nothing to prevent the stinging rip to her cheek from the first.

Piotr again made to move forward, but Ororo warned him away with wide, urgent eyes. Landing a spinning back-kick to Callisto's raised right arm and knocking away the blade, Ororo dove forward to grapple for the other knife. The two women came body-to-body, Callisto's dark veined mask pressed obscenely close to Ororo's face as she tensed her muscles and fought for dominance.

"People with pretty faces are always so afraid to ruin them," Callisto whispered, sneering as she forced their entwined arms towards Ororo, the knife pointed down, her right eye boring into Ororo's. "You have to be willing to get hit to hit, Beautiful. Gotta take damage to cause damage, sister, and I don't see any kind of scars on you."

"Well maybe they're on my left side," Ororo shot back. She gave one last effort into pushing the knife away from her body, building up Callisto's resistance, and then she pulled the hand and the blade towards her. Falling onto her back with her left leg bent to catch herself, she used her right knee to flip Callisto over her head. The other woman gasped and she hit the ground, winded. Never letting go of the blade, Ororo rolled over to straddle her opponent's chest. She delicately pressed the blade to the coughing mutant's throat.

"Don't try to cut that sawdust speck out of someone else's eye, sister," Ororo said, her own eyes gleaming white, the air around the tunnels going cold. "Especially when you definitely have a hell of a plank in your own."

"Surface bitch!" Erg spat, widening his third eye which gathered electricity into a point. Ororo was raising her hand to catch the attack when it suddenly fizzled out as Erg choked and gasped, dark veins sprouting from his left hand where Rogue gripped him.

"Not so fun when someone else takes it outta ya, is it, hun?" Rogue posed to the gasping Morlock, who soon dropped to his knees. Kitty pushed to her feet, phasing through Caliban's hold to kick the white-skinned mutant powerfully in the chest.

"You really should stay up on surface news," Kitty said pertly. "Otherwise you might've known who we are."

Kitty and Rogue took fighting stances while Piotr armored up fully, ready for battle. Callisto chuckled, coughing blood.
"So? What are you waiting for?" the one-eyed mutant croaked, her smile bitter. "Go ahead. Clean the sewers of all the monsters."

"You'll have to point them out to me," Ororo said softly, "Because I don't see any." She removed the knife from Callisto's throat and stepped back, releasing the Morlock leader. "There are enough people out there who see monsters when they look at us, Callisto. I'm not gonna give them the satisfaction of making it true."

Ororo tossed the knife to the side, letting it clatter down on the sewer floor. The Morlock leader watched it fall and the young X-Men tightened their stance. Then Callisto smiled, and this time the black markings faded as her lips twisted up. "Well, you've got the floor, Beautiful. Where are you takin' us?"

Ororo held out her hand. Callisto snorted, but took it.

Ororo smiled as she pulled her former opponent gently to her feet. "Up."

COMMERCIAL BREAK

Anderly Hall, Surface Level, New York City

"Sally! Jake!"

"Mom!"

The weeping brunette held out her arms and her daughter ran around Rogue to plunge into them. Remy let down the straining Jake so that he could join his sister. "Voici, ce tu maman," he murmured, smiling. Laughing and crying, the small family reunited as the X-Men watched.

"Do you really think they'll make it up here?"

Ororo turned to Callisto. The Morlock leader stood with arms folded, eyes moving between the tearful mother and children and the police at the main doors who were speaking with the event's guards.

"They have a mother who loves them," Ororo answered. "They have people who want to help them and who have a vested interest in giving them the chance to make it."

"You and your X-Men?" Callisto said drily. "You think you can keep your little school safe against the rest of the world?"

"No," Ororo said quietly. "We think we can change the rest of the world so we don't have to."

Callisto laughed aloud at that one. "Well, I guess even us mutants need our idealists."

Ororo turned to face Callisto more fully and spotted Annalee crouched down near the manhole cover with the other Morlocks. The ragged reptilian woman watched Jake, Sally, and their mother with a pained and hungry expression.

"You plannin' on arrestin' us?" Callisto asked, following Ororo's line of sight.

"Can you promise me she won't do it again?" Ororo questioned.
Callisto sighed. "Annalee's an empath. She took losin' her kids real hard. She had somethin' essential ripped away from her. Now she's lookin' to fill the hole."

"And how did she lose it?" Ororo asked. Callisto narrowed her eyes and Ororo elaborated. "Lose her children. Before, underground, you said something about making it out of Baltimore after a battle."

"A massacre," Callisto corrected. "We got word that mutants were disappearing - taken for experiments off the streets, where no one would report us missing. We circled the wagons and hid, but we must've had a rat - they do love the sewers. We got caught, and we got butchered. Annalee lost her kids in the melee, Erg lost his sister. Some of us made it out through the tunnels, and we ran like rats ourselves, all the way to New York."

"Do you know who it was?" Ororo demanded. "Was it a group, did they have a leader...?"

Callisto shook her head. "No one who ever saw ever made it to us to tell. All we got were whispers. Some of the other undergrounders started calling it Sinister, because you would just hear whispers about somethin' bad comin'... and the next day you'd be gone."

"If you come with us-" Ororo began and Callisto's face spread into a wide grin.

"Aren't I comin' with you one way or another?" she said, nodding to the police.

"I don't want to put another mutant in jail for doing what they think they had to to protect their people," Ororo said honestly. "But if you come to the school..."

Callisto was shaking her head. She gestured to the other Morlocks. "Ask them. Some of the kids probably will and probably should. Take 'em if they want to go." Callisto chuckled. "You're definitely tough enough to protect 'em, and if there's more like you at that school, it'll be a relief to know they're somewhere safe. But me and some of the older ones...we've gotten used to the dark. Wouldn't be able to see up here with all the light."

Remy continued to smile at Sally and Jake as they hugged their mother before glancing sideways at the giggling Rogue. "Does this one have somethin' in his hair, chere, that's makin' you laugh and mock?"

"Wasn't mockin'," Rogue said, softly smiling now. "I was just thinkin' how cute it is to see ya with kids. You got a soft spot, Remy LeBeau."

"Do not. That is malicious lies. Can sue you for that."

"You just try it," Rogue threatened, while moving in close to the Cajun. Remy grinned and slipped his arm carefully around her waist, his gloved hand resting on her stomach.

"I wish we could save them all," Rogue confessed, looking over to the manhole where the Morlocks hovered, some already descending back down. Erg and a gangly adolescent mutant with a bald head covered in patches of red were talking with Ororo. "Ain't right for them to live down there."

Remy caught a flash of pink, and lowered his gaze. One purple eye stared him down from beneath oily hair as the girl mutant crouched in the shadows. Remy bit the inside of his mouth. "You can never save everyone, chere."

Rogue was opening her mouth to speak when Kitty bounded over, leading a very worn Bobby by the hand. "Can we not do tunnels again for, like, a couple years? I don't think I'm ever getting the stink off. How can Superman and Batman have their headquarters in caves? Do they come out
smelling like this? If so, they have now been forever un-romanticized. Urgh. Can we put hashtag Real Superheroes Live Aboveground on our official twitter?"

"We have a twitter?" Remy asked, blinking.

"We will when I get back," Kitty said with dark determination.

"That may be the worst thing I've heard all day.\" Bobby mused, \"and I spent half of it knocked out by a kid with gasoline dandruff.\"

"And we're gonna have to teach them when they get back to the Institute,\" Rogue whispered in horror. "We have to be their mature and balanced role models."

"C'est pas vrai," Remy whimpered. "This one is supposed to be immature and unbalanced! It's part of my charm, me."

"It seems like only yesterday we were the young rascallions who banded together to switch Logan's shaving cream with Sid's Super Adhesive Wood Gum," Bobby recalled fondly.

"That was yesterday," Rogue reminded.

"Oh, right. Ah, time, how it passes." Bobby sighed.

"Are we having a philosophical moment?" Piotr asked as he walked over to join them, heavy eyebrows raised.

"Nope, just remembering our glory days," Kitty said, throwing her right arm over Bobby's shoulder and winding her left hand through Piotr's. "'C'mon kids. Let's head back to our Fortress of Muttitude, there to cook up more dastardly plans."

"If you and Sid cook up anythin' more dastardly than usually, you're gonna blow the whole school sky high," Rogue warned as the young X-Men move to join their teacher.

"Nonsense." Kitty tossed her hair in mock indignation. "Nothing of the sort shall thwart our sinister plans."

Undisclosed Location

The man carefully measured out the sunset orange liquid from the test tube into the beaker, leaning back as it issued forth a dank green smoke. Smiling, he extracted some of the mixture with a dropper and gently dripped it onto two plain wafers.

There was a whimper from the cage to the man's right and he glanced over, his face a mask of sympathy. "Don't look so unpleasant, children. It shouldn't taste nearly as bad as it smells."

The man delicately placed the wafer onto a plate with a pair of tongs, added a napkin and glass of water, and moved to kneel down by the cage. The two young prepubescents within huddled close, their shared reptilian skin blending together as they gripped each other with their clawed hands. The man pushed the tray towards them.

"And once you finish this, we have dessert," he promised. He smiled.

ENDING CREDITS

Promo For Next Week: As secrets, rivalries, and romantic tension sow discord among the young
X-Men, a new, highly unstable mutant arrives on the scene, drawing the X-Men into conflict with both the Brotherhood and S.H.I.E.L.D.
Sanity

Chapter Summary

As secrets, rivalries, and romantic tension sow discord among the young X-Men, a new, highly unstable mutant arrives on the scene, drawing the X-Men into conflict with both the Brotherhood and S.H.I.E.L.D.

Season Two, Episode Nine: Sanity

In The Dark

Remy felt every ounce of his overwhelming kinetic energy flooding his body, and yet he couldn't move. His hearing seemed to go in-and-out of focus, one minute filled with the sounds of screams, breaking bones and the sickening squelch of sliced flesh - the next, pure silence.

"Help me! Help! Momma! Momma! Help!"

That was clear enough. A child's voice, high-pitched and piercing, terrified and pleading.

His ears stopped taking in sound, but his sense of smell refused to let up. The distinctive, tangy scent of blood mixed with the nauseating odor of organs meant to stay inside a body, filling damp, thick air with the powerful aroma of death.

The hand was on his shoulder. A steady squeeze. A deep laugh, a chuckle. "Well, you kept up your bargain, friend. Now my little problem is gone too."

Remy's chest seized, and Rogue jerked awake, blinking and gasping in the dark, coming back to herself in pieces.

"God damn it," the Magnolia State mutant swore, before shoving off her sweat-drenched covers and stumbling across her room to the door. She hurried down the hall of the second floor of the Xavier Institute for Gifted Youngsters. She was just rounding the corner when a small figure walked through the solid wall as if it were mist. Rogue bit back a scream and stopped up short.

"Damn it, Kit! Almost scared my pants off! And all I'm wearin' is shorts," Rogue scolded.

"Sorry," Kitty said softly.

Rogue frowned. "What, no perky comeback?"

Kitty pulled her robe closer to her body. "I guess I'm not my best today."

Rogue sighed and moved closer to her friend, still careful to keep a safe distance. "C'mon. Let's get some air."

Kitty smiled a little, and the two girls navigated the corridors to the glass doors which led to the balcony. Kitty phased through and opened the lock from the outside, holding the door for Rogue.

"Thanks, hun," Rogue said softly, shivering a little at the night air. "Whoo. That makes you feel
"Yeah," Kitty agreed softly. "Alive is good."

Rogue opened her mouth to speak, but then the temperature dropped a few more inches. "Bobby!"

"What?" The cold-bearing mutant slid off the side of the balcony and shrugged. "You said it made you feel alive."

"A little makes you feel alive. A lot makes you be dead," Kitty stated firmly.

"Aw, I'd never make you guys be dead," Bobby proclaimed. "So, are we having an impromptu meeting or something? Or we all just feel like keeping ourselves nice and sleep deprived?"

"I could sleep I just didn't...didn't feel like it," Kitty said rapidly. "I don't know why Rogue couldn't sleep -"

"Remy?"

Rogue skipped over to the edge of the balcony, narrowing her eyes.

"Is he there?" Kitty asked, as Rogue peered over the edge, coming perilously close to falling.

"Rogue?"

Rogue pulled back, and turned to look at her two friends, upper lip twitching. "I coulda sworn he..."

Rogue trailed off, swallowing. "I uh, I guess I'm seein' things."

Bellevue Hospital, Subterranean Adjunct, New York City, New York

"I swear I saw what I saw."

"John, are you asking for a position move? Because Level 2 is-"

"No, no, Dr. Samuels, I'm happy to be here. I just want to make sure..." John sighed as he tried to keep pace with the rotund, heavily bearded doctor as they moved down the cool white halls.

"You have to keep your head with this job, John," Dr. Samuels admonished. He stopped at one of the doors which lined the hall and removed his glasses. "Remember, the patients depend on you. You need to be their link to the real world, which means you have to make sure you got your feet firmly on solid ground."

John nodded, and Dr. Samuels raised his eyebrows.

"Do you?"

"What? Oh, yes," John declared. Dr. Samuels smiled again, nodded, and then turned to the door. He entered a code into the key pad and placed his eye up for the scanner. With a click, the door unsealed.

"Wanda? Wanda, we're coming inside, okay? It's Dr. Samuels and John, you remember?"

Dr. Samuels waited for a response, and then shrugged to John. "Alright, we're coming in."

John followed the doctor inside. The room's walls were indeed padded, but the occupant's arms were free. The young woman with the raven hair was uncomfortably thin, and her hair was the matted, unclean mess John was accustomed to seeing in his more far-gone patients. She sat in the corner in
soft white cotton pants and shirt, utterly immobile, save for her eyes. These moved with sharp, off-putting swiftness between the two men entering her cell. John suppressed a shiver.

"Wanda?" Dr. Samuel's voice was kindly as he smiled down at her. "And how are you feeling today?"

"Me?" Wanda blinked. "I'm doing just fine." She tilted her head. "How are you?"

"That's nice of you to ask," Dr. Samuels commended. "I'm doing well. Now, if we could pick up where we left off."

"No," Wanda said.

"No?" Dr. Samuels raised his bushy brows. "No, you don't want to pick up where we left off?"

"No. No, you aren't doing well," Wanda clarified. She lowered her eyelids as her eyes narrowed. "Sorry."

"Sor-" Dr. Samuels broke off with a gasp, stumbling forward and clutching his chest.

"Dr. Samuels? Dr. Samuels!" John rushed forward to catch the man as he fell, his body seizing one last time before it stilled. John felt for a pulse, gasping.

"His heart."

John whipped around to stare at the patient. "What?"

"His heart," Wanda repeated, her voice flat and dry. "It's been beating irregularly for days now. The probability of an attack was high. Guess today the odds just weren't in his favor."

Wanda's unsettling black eyes pivoted to John's. He rummaged desperately for his intercom device, fumbling as he tried to get it to work.

"Oh," Wanda noted now. "I guess the odds aren't in your favor either."

John stared at the thin woman in horror. There was a buzz behind them.

"Oh look," Wanda said, a razor of a smile coming to her chapped lips. "Looks like the door isn't working properly."

She rose with a weird, boneless grace, and John began to rise to block her path. The patient turned to look at him with her deep-set eyes, and tsked.

"Don't I recall hearing Dr. Samuel's say you have a family history of epilepsy? And that you have a slight chance of developing it yourself?" Wanda smiled her knife-blade grin again. "Wouldn't it be just the worst thing ever if that wasn't such a small chance after all?"

John swallowed harshly, squinting, as his eyes began to burn. Through the tears filling them he saw Wanda push open the mechanically defective door with one arm, almost lazily. As soon as it swung closed behind her there was another buzz as the system went back online, locking John inside.

The device in his hand warmed, and John looked down to see that his com was now working. Dialing the number for extreme emergencies he pressed it to his lips.

"It's sick."

"Interesting choice of words, Kitty," Professor Xavier said with a smile. "Considering the reasoning behind all of these abuses was the idea that there needed to be cures for the sick."

"That was the excuse," Kitty declared to the rest of her Ethics class, holding up her copy of *The Abuse of Man: An Illustrated History of Dubious Medical Experimentation* by Wolfgang Weyers.
"But it wasn't about curing people. It was about using people to, to satisfy their curiosity, and - and their own sadistic desires and fantasies. They just used it as a smokescreen. Human experimentation should only be done with the absolute strictest controls, and only when the people have volunteered, and only when we're almost sure it's safe."

"Hey, do you know what they do to test animals?" said Sky, a third year student with the ability to store electricity in her body. "To the rats? If no one adopts them after the experiments are finished then they kill them. They just kill them! And they'll make young researchers name a rat and kill them, just to get them ready. They guillotine them! If we're gonna test medicine and stuff, we should be testing it on ourselves. It's only fair."

"The process of inoculation was discovered by experiments on humans," Xavier said. "That knowledge saved lives, even though those upon whom it was tested did not, perhaps, all benefit. It is difficult to know if something is safe in advance."

"Well, great for inoculation, but things are different now!" Kitty insisted, raising her voice. "Yeah, inoculation happened, but so did Nuremberg! And with us now, with mutants...we can't let ourselves be used as lab rats. It's just too dangerous."

"Kitty raises some interesting points," the Professor said with a nod. "Must mutants be more careful when it comes to experimentation and science? Thoughts?"

"I know there are places promising, like, cures and things, and mutants take them even when they aren't safe or tested," said one student with what appeared to be retractable gills. "They take advantage of us because we're desperate."

"But what if it works?" Rogue said, her soft drawl shaky but clear. "Yeah, it's a leap of faith, but if things are already bad for you, even the hope of helpin' yourself - an', an' maybe someone else - that could make it worth it. It's all worth it if it works, right?"

"If you think like that you'll just end up as another missing mutant statistic," charged Kitty. Rogue bit her lower lip, and glanced over at Remy, who usually supported her in these debates. The New Orleans native caught her glance and looked away.

"Well I think-"

Professor. It's a call for you. From the Director. Scott's mental voice was edged with anger.

"Well!" Xavier headed off the rising argument in the class and smiled around the room. "I can see we have all kinds of wonderful thoughts for our essays. Please have them ready by next week, and we can continue our discussion. Thank you."

The Professor continued to smile as the students filed out, but let it droop when Scott entered holding the phone.

"It's him. Again," Scott said, through gritted teeth.

"Yes, Scott, thank you," Xavier said firmly, holding out his hand. Scott handed him the phone and retreated towards the window to stare out at the grey sky.

"Yes, Director Fury," Xavier said amiably. "And how can we be of use this time?"

"Charles," Nick Fury said on the other line, and Xavier stiffened at the reluctance in the S.H.I.E.L.D. director's tone.
"Yes?"

"Charles...it's Wanda."

**Student Lounge, Xavier Institute**

"Remy? Remy! Remy, what's wrong?"

Remy stopped at Rogue's call. Rogue thought she saw him stiffen, but when he turned it was with his trademark cat-that-ate-the-canary grin.

"Nuthin' is wrong, chere," Remy said in his thickest, most seductive drawl. "This one is jus' the happiest lil' Cajun in the world."

"Really? 'Cause it's seemed like ya been avoidin' me, these past few days," Rogue said softly.

"Aw, non, chere," Remy crooned, coming in closer. "Sorry. This one's jus' had a lot on his mind, n'est-pas?"

"Like what?" Rogue asked, and watched Remy's mouth twitch. "I mean, usually you're really big on talkin' in these kinda discussions."

"Jus' didn't have anythin' to say," Remy said, his eyes hooded now. "Sometimes people don' have anythin' to say on things, oui?"

"Well, then how about you backin' me up in there?" Rogue requested. "I mean, you know what it's like for me, to be the one who has to be devil's advocate all the damn time. I coulda used a little support."

"So what? You wan' dis one to fight you' battles for you?" Remy snapped. "Big boyfriend come to you' rescue?"

Rogue tilted back, widening her eyes. "Now boy, I know you did not just say that to me. You gonna say the girl who can literally kick you through the damn wall is playin' the clingy girlfriend?"

"Well you damn sure steppin' into my business like one!" Remy countered.

"If you'd just tell what's wrong me I wouldn't have to!" Rogue shouted back. Around them, the others students in the lounge were either making cautious runs for the exits, or watching with the interest of longtime viewers. "I'm havin' dreams I don't understand-"

"Then talk to the Professor, you!" Remy insisted, his skin paling under his tan, and his voice becoming pleading as he looked around at those still present. He dropped his voice to a whisper and stepped closer. "Rogue, chere, please, nightmares, ce pas vrai, comprends? It's jus' dreams."

"Then why are you pullin' away from me?" Rogue questioned, lowering her own voice in response. Those students still present leaned in to hear.

"I'm no'," Remy said, his voice rough now. "God, I'm no'. Wish I was. Wish I could."

Rogue tilted her head back, and Remy dipped. A few of the girls in the lounge smothered eager gasps. Rogue's eyes fluttered as Remy slipped his gloved hand into her own, moving until his mouth was inches from hers.

"Chere..." Remy practically whispered.
"Rem..." Rogue answered in a low breath.

"Mmmfh!" said one of the younger mutants, muffling a giggle with her hands.

Remy closed his eyes and smothered a groan as Rogue cast a terrifying glance at the offending giggler. "I think we should go annoy Logan," she proposed.

There was a chorus of badly disguised grumbling, and money exchanged hands.

"Don' y'all have homework, you'?" Remy admonished as Rogue kept her hand in his and moved them to the door. "Ashamed, all you should be ashamed."

"I agree," Kitty said, holding up her hand in solidarity, evincing a nod from Remy. Once the two southern mutants were out of earshot she turned to those around her, hands outstretched. "Okay, pay up. I had five minutes of fight, two of make up, and that's the closest."

"Darn," Jubilee swore as she passed the money to Kitty along with the others. "Is it me, or are they getting worse? I mean, usually they at least try to have their fights away from big crowds. Now it's like they just stopped bothering."

"Well, it's the only outlet they have for all that, uh, passion," Kitty explained, waggling her eyebrows sleazily.

"It's so sad," simpered a little mutant with died orange hair. "Can you imagine what it would be like to not be able to touch someone? God, I'd just die."

"Yeah," Kitty said softly, looking at the wall. "Yeah, I can imagine."

Grounds, Xavier Institute

"What new horror are you devising for us today?" Bobby asked Logan brightly as he walked over to where his teacher stood, adjusting what appeared to be a small, dark trampoline. Behind him, Sid held what resembled a large bazooka.

Logan grunted.

"That's always a good sign, oui," Remy said as he and Rogue strolled over.

"Sid, can you translate grumpy teacher?" Kitty asked, appearing quickly behind Bobby, making him jump.

"It's part of the new defense system," Sid explained, huffing a bit under the strain of holding the gun. "This will take out an intruder fifty feet away and keep them incapacitated until we can decide what kind of problem they are."

"Shoot first ask questions later, huh?" Bobby said. "Sounds-"

"Shh!" Logan demanded harshly, putting up a hand.

"I was gonna say lovely, sounds lovely," Bobby insisted. "It uh...I mean-"

"There's someone here," Logan growled. All of the X-Men exchanged swift looks, before taking defensive positions, flanking each other with practiced ease.

"I can't see anyone," Kitty stated. "Are you sure-"
Near the entrance to the school, one of the innocuous looking cameras - which was in actuality a defense mechanism which shot out a lightly electrified net - fizzed, sparked, and exploded with the force of a small bomb. From within the smoke a small figure was just barely discernible.

"We're sure," Bobby said grimly. "Now let's make sure that doesn't happen again."

Bobby thrust out his hands, and the temperature dropped. The equipment on the lawn started freezing solid as wave after wave of ice encased them in a below zero wave of cold.

"I still can't see them," Kitty repeated. "We-

"Incomin'!" Rogue yelled, as one of the many hidden guns on the grounds broke free of the ice and shot a projectile towards the group. Remy snapped out a charged card, defeating the threat with an explosion that made the X-Men grab their ears.

"There!" Kitty shrieked, coughing through her right hand and pointing with her left. "I see them!"

"So do I," Sid said grimly, hoisting the new gun over his shoulder and lining up the sights. "Let's see what kinda damage this can do at twenty feet."

"Take 'em down, Sid," Bobby said grimly.

Sid grinned and pressed the side of the large weapon, causing it to vibrate and click. He wrapped his hands around the squeeze trigger, slowly tracking the fleeing figure through the sights. "I got this."

He started to tighten his grip.

No!

The silent shout rang out so loudly to all of the mutants, that Remy, Kitty and Logan covered their ears. Sid jerked his hand off the trigger, as Bobby frowned.

"Professor?"

COMMERCIAL BREAK

Professor's Study, Xavier Institute

"It's tryin' to kill us, Chuck."

"It is a she, Logan. A mutant, like ourselves, who needs our help."

Logan narrowed his eyes under his bushy brows. Bobby, Kitty, Rogue, Remy, Sid and a very confused Jubilee had crowded into the Professor's study. Scott stood quietly in the corner, his face shadowed by his dark shades.

"Oh, of course," Bobby said, nodding sagely. "I always forget that the best way to ask for him is by trying to turn your potential helpers into itty bitty mutant kitty chow."

"It didn't seem like it wanted help, Professor," Rogue ventured, as Kitty slapped the back of Bobby's head.

"It is a she, Rogue," the Professor explained calmly. "A mutant named Wanda; a young mutant, like yourselves, with no other place she feels she can turn."

"You got inside her head and saw that?" Sid tried to clarify.
"No," Xavier stated. "I received a call alerting me to the possibility of her arrival."

"If she called you, then why did she try to kill us, her?" Remy questioned.

"She did not call me, Remy," the Professor said. "I was contacted by a colleague who said she may be making her way here from Bellevue."

"Bellevue, but that's...that's the psych hospital," Jubilee realized. "You're saying we have a mutant mental patient on our hands?"

"Wanda is a very sick young woman, yes Jubilee," the Professor conceded. "For the past twelve years she has been under the care of Dr. Aloysius Samuels in the Mutant Division of Bellevue Hospital."

"Mutant Division, what Mutant Division?" Kitty demanded. "I don't remember hearing about any special part of Bellevue for crazy mutants!"

"Nor would you," Xavier answered, threading his fingers. "For the safety of both human and mutant patients, Bellevue has been working with S.H.I.E.L.D. authorities to create a safe and separate section of the hospital for mutants with mental health issues below ground."

"Oh, that's great. That's just awesome," Kitty said, laughing almost hysterically. "So, basically, there is an underground lab where the government gets to stick vulnerable mutants. And do what to them?"

"Help them to heal, Kitty," Xavier said gently.

"Bullshit!" Kitty snapped, causing everyone to turn to stare at her in shock. Even Scott raised an eyebrow. "Mental hospitals are already sinkholes, full of abuses and doctors who can't do anything so they make sure everyone is doped up on meds that don't work and watch them squirm! Don't tell me they aren't experimenting on those mutants, trying to figure out ways to keep them weak. Don't tell me it's to make them better."

"Kitty," the Professor began carefully.

"No!" Kitty's voice trembled. "No, don't you even start - you stay out of my head! Okay? Stay out of my head, and tell those freaks, your friends in S.H.I.E.L.D. to stay out of everyone else's!"

Pale and shaking with anger, the little mutant stormed out of the room, slamming the door behind her.

"Professor, I can go-" Scott began, stepping forward.

"Thank you, Scott, but I believe the presence of an authority figure would only make her more upset at the moment," Xavier said, his keen eyes turning to Bobby, who appeared to be forcibly restraining himself from running after his friend. "I believe Kitty may feel more comfortable speaking with someone her own age."

Bobby looked to the Professor, and a moment's communication passed between them, silent to everyone else. The young ice-bending mutant nodded and swiftly left the room as well.

"For the rest of you," Xavier said, wheeling forward in his electronic chair. "Wanda is, as you have seen, both powerful and unstable. It is important to remember the very first rule that should be abided by when dealing with any mental illness - above all, protect. To protect ourselves from Wanda, and Wanda from herself, we must first find her, before she can do any real harm."
"We're gonna need teams," Scott said, stepping forward. "Some outside the school, some inside. The goal is to find our new friend and bring her in, unharmed."

**Lower Levels, Xavier Institute**

"You know what they say about boys and toys, Sid," Jubilee reminded as the two young mutants stalked through the echoing halls of the lower levels of the Xavier Institute. Sid looked up from the small, plastic gun he was holding.

"Um...that toys are fun, and boys like them?" he offered blankly. Jubilee rolled her eyes.

"Are you even sure that thing is gonna work?" she questioned. Sid hugged the gun protectively to his chest, almost like a baby.

"Of course it'll work! I tested it like a hundred times! Mostly on myself, with Dr. McCoy, and once on Logan."

"It knocked out Logan?!"

"Yeah, for a few seconds," Sid said proudly, and then swallowed audibly. "I uh...I wouldn't mention it to him though."

"Of course not, do I look like an idiot?" Jubilee chastised, hands on her hips. "So you're sure that'll bring down our little friend?"

"Absolutely," Sid crowed with certainty, holding it out. "I tested it like...huh."

"Huh?" Jubilee stopped up short. "What is huh? Huh is bad. No huh! Bad huh!"

"No, it's just...it's powered down," Sid supplied. "I had it all ready, but-" Sid ran his finger up the side of the weapon. A pale blue light followed his finger - and then died out with a whine.

"I swear I tested it so many times!" Sid cried. "I really did! How is it not working now?"

"Guess this is just not one of your lucky days?" Jubilee ventured. Sid glared at the hair-dyed mutant.

To their left, a shadow passed, unseen, into a side hall.

"Oh, there it is!" Sid said, as the gun blinked back into electronic life. " Weird."

**Second Floor Hallway, Xavier Institute**

"Don' know how I feel 'bout lookin' 'round for some fou girl tryin' to blow us back to the Old World, me," Remy grumbled as he walked alongside Rogue down the carpeted hallway on the Second Floor.

"She's sick, Rem," Rogue argued. "Just like we've all been before."

Remy swallowed hard, fingering his bo staff. "Kofe elle parti Bellevue, hen? Why'd she leave, her?"

"Maybe Kitty is right, maybe they were abusing her," Rogue ventured, looking around a corner. "Tryin' to fix her, and ended up ruinin' her instead."

"Kitty too sensitive sometimes," Remy muttered. "Always reactin' to every little thing. Si c'est pas les maringouins, c'est les chaboulures. Petite needs to calm down, relax. Not take things so serious. She needs some kind of medication herself, maybe."
"Excuse you?" Rogue stopped up short. "Since when do you talk about Kit like that?"

"Since when do you agree with her?" Remy countered, looking past Rogue to the next hall over. "Thought you wanted this one to side with you against her 'bout help from science, you? Now it's different?"

"The only thing that's different is you, and you won't tell me why, and it's really startin' to piss me off," Rogue snarled, grabbing Remy's trench coat and pulling him so that he had to face her. "And I don't much like bein' pissed off, Mr. Cagey Cajun."

"This Cagey Cajun ain' really enjoyin' havin' a bitchy River Rat ridin' him all the time neither, him!"

"Well, if you feel that way-"

"I do, me!"

"Well you you can take your damn Louisiana prideful coonass and just-"

While the two southern mutants argued in ever rising tones, a smiling dark haired woman passed swiftly by their line of sight and up the stairs.

**Third Floor, Xavier Institute**

"Kitty! Kitty, c'mon, just talk to me."

"Go away, Bobby."

Bobby smothered a groan as he jogged after the quick-walking little mutant down the third floor hallway. "C'mon, Kit, you know you won't feel better until you have someone to yell at, so why not me?"

"God!" Kitty whirled around, and Bobby stopped up short in the wake of her fury. "You don't get it! This isn't - this isn't me having an opinion on something and needing to vent! It's-"

"It's...?" Bobby prompted when Kitty bit her lip to stop herself.

"It's nothing, just nothing," Kitty said through gritted teeth. "Just let it go. I'm sure I'll get over it, just like always, right? So let Kitty do her Kitty venting thing, and just drop it. I'll be fine."

"If it's making you this crazy-"

"I'm not crazy!"

A heavy clanging followed Kitty's echoing scream, and both mutants jerked their heads up to search for the source of the noise.

"The pipes," Bobby realized, eyeing the white tubes which now appeared to shake. "Are they gonna burst?"

"No," Kitty responded. "Pipes rarely ever-"

The clanging increased.

"Kitty what's going on?" Bobby asked in a shaky voice. Kitty blinked.

"What...you don't think I did this? This isn't me!" the petite mutant protested shrilly. The clanging
"I got it," Bobby said, narrowing his eyes and reaching out both hands towards the pipes on either side. Ice enveloped them, its cooling coating easing up the pressure of the hot water. The clanging stopped.

"See?" Bobby said with a sigh. "I mean, what are the o-"

The pipes shook furiously, rattling against the walls. With a resounding crash, two of them broke apart, plummeting towards Bobby.

"Look out!" Kitty leapt towards her friend, grabbing his shirt and phasing them together so that the pipes passed through them and proceeded to roll on down the halls. Hot water spilled over them, falling through them and flooding the floors. Bobby threw his arms up, freezing the deluge to keep them from being scalded. Blinking through the steam, his eyes widened as they met with a pair of black ones.

"Kitty, look, it's-"

The words froze on Bobby's mouth as he watched Kitty waver, glimmer, and then disappear entirely.

COMMERCIAL BREAK

Third Floor, Xavier Institute

Bobby stared at the blank air in front of him. "Kitty?"

He heard a familiar gasp, and then weight again pressed down on his chest as Kitty reappeared.


Kitty shoved off of him. Stumbling back over the ice she grabbed at the wall, running her hands up and down it. "Stay away."

"Kitty, just breathe," Bobby advised, standing up and moving towards her. "It's okay."

"No, st-stay back! Stay back!" Kitty insisted, tears drizzling down her cheeks and freezing into painful droplets on her face. "If it happens again I might take you with me!"

"With you where?" Bobby asked.

Kitty's mouth twitched. "Nowhere."

Professor's Study, Xavier Institute

"Charles, I have to send a team down."

"I cannot stress enough how dangerous that would be-"

"Dangerous?" Nick Fury's voice rang out through practically the whole study. "Charles, this girl is dangerous."

"And treating her like that is what will cause her to become more so," Xavier insisted over the phone. "This requires a gentle touch-"
"Then I'll send down my gentlest agent, but we have to take her in!"

"Director Fury, please understand," Xavier pleaded with Director Fury over the phone. "Wanda is currently in a vulnerable state and-"

There was a click and a short buzzing sound as the phone died in Xavier's hands. The Professor sighed. He closed his eyes.

"Sorry. I guess the phone found itself in a vulnerable state."

"Wanda." Xavier opened his eyes and smiled wanly at the mutant before him. Wanda's white clothes were torn and ragged, her hair damp and matted, but her eyes were flinty and steady. "You could have knocked."

"Oh, could I?" Wanda giggled, and her eyes briefly unfocused, before snapping back to attention. "Right. I could have just had the nice doctor man find me a phone and told my Uncle Xavier all about it. I'm sure you would have taken the calls, just like you showed up every month, right?"

"The doctors said my presence was...impeding your progress," Xavier said with difficulty.

"Oh yes!" Wanda smiled broadly, upsettingly, and began stalking around the desk. "Because we should always trust our doctors. They know best. A bunch of humanoid imbeciles barely one step removed from apes, but they're the ones we should listen to! Take the pill, drink the water, let them stick you with pins and needles and see what's inside, yes yes yes."

"That is to help you, to help you get better, to heal," Xavier began.

"Heal?" Wanda's voice dropped and she leaned forward, folding her arms. Her right hand scratched uncontrollably her left arm. "You think I was there to be healed? No. I wasn't there to be healed. No one was. Once they label you crazy there's no hope for that. It's not like cancer, where they have a cure or a tragedy. Your life is the tragedy. You 'manage' it. You live with it. You die with it. You went wrong and they can't put you right, so they stuff you where noone can see and poke and prod, and primp...primp, primp, they're your pimps, there to whore you out in secret so you don't offend society's mores, pores, endless bores..."

The bookshelf behind the Professor's desk shook. "Wanda."

"And it's bad enough if you're just crazy," Wanda continued, eyes skittering around the room. "At least then you have the hope of living crazy in the sun. But a mutant? Well, a crazy mutant we have to stick under ground, in the dark. A crazy mutant can't even be with her own people. A 'step back from evolution'. Isn't that what dear old Dad said?"

"Wanda, you know I never agreed with him-"

"Liar!" Wanda screamed, and the contents of Xavier's bookshelves toppled to the ground. "You always took his side! You let him bury me so you two could live out your crusade together! No. Not any more. I'm not some pathetic little fifteen year old he can throw away to have more time to play mutant savior." Wanda slammed her hands down on the table, and the Professor's wheelchair moved forward to slam him painfully into the desk. Wanda leaned forward and let her voice drop as she captured Xavier's gaze. "You and me, Uncle? We're gonna remind the great Magneto that he can't run from everything that Eric Lehnsherr left behind."

Third Floor, Xavier Institute

"How long?"
"Since before the Shi'ar," Kitty answered Bobby dully. "I woke up one night and I...I couldn't feel anything and I thought I was starting to phase and then I just...wasn't there. I was somewhere. At first it was dark, and I thought that was the worst. It was like being dead. And it happened so fast, that I convinced myself I must have been dreaming, but then it started happening more and more, longer, and... I started to sense things, and then I started to see...monsters. Things I can't even...and I didn't know if I was awake and dreaming, or crazy, or- or..."

"Kitty." Bobby stepped forward, and this time Kitty didn't scream when he came close.

"I can't make it stop," the little mutant whimpered. "Oh God. I don't know what it is. Or where it is, or if it is a where, but-"

Bobby put his arms on Kitty's and she met his eyes. "You're not crazy," Bobby stated firmly. "Okay? I saw you disappear. You're not seeing things. Wherever you go when you go to this place, it is a place. We'll find out what it is. And we'll help you to control it."

"What if I can't?" Kitty gasped. "What if I-"

"What in hell happened here, y'all?" Rogue demanded as she entered the hallway.

"Oui, ce-" Remy's question went unfinished as the normally graceful Cajun mutant slipped on the ice onto his behind. "Merde, IcePrick, couldn't you wait to go to a rink, you?"

"It wasn't me, it was that Wanda chick. She crashed the pipes somehow," Bobby explained, as Kitty turned to wipe her face. "I don't know how, but..."

"Well we'd better figure out how fast," Rogue said grimly. "I heard the Professor in my mind. He found Wanda."

Professor's Study, Xavier Institute

"I'm sorry."

"Don't you dare lie to me."

"I can't contact him. I promise you, Wanda, I would if I could. His helmet-"

"You fought your way into my brain when I was fourteen, and every other telepath who tried ended up raving," Wanda said, seething. "Don't you dare tell me a hat is keeping you from telling your bestest friend where I am."

"It's been a long time since those days," the Professor insisted quietly. "A lot has happened between me and your father."

"Oh, you mean while I rotted away in a dungeon, you and the rest of the world got time?" Wanda spat. "Time to grow, and change, and live? Well how very nice of you to remind me of that."

Wanda jerked her arm, and the Professor's wheelchair moved forward towards the door. "The two of you stole nineteen years of my life," Wanda said, her face a grimace of unbalanced hate. She stepped forward, and the Professor's chair followed. "Nineteen years of me in a white room so you could raise your other, mechanical baby. Well, we'll just go visit her and have ourselves a nice family reunion."

Professor's Study, Xavier Institute
"We're too late."

"Too late-" Sid heaved as he and Jubilee stopped up short at the door to Xavier's study next to Rogue, Remy, Bobby, and Kitty. "Oh, damn."

The six mutants grimly took in the trashed room, which was-

"Thoroughly Professorless," Jubilee stated. "God, I just heard him! Like, you know, heard him, heard him, in my ear, he said he was here."

"Well, he's not now, him," Remy stated darkly.

"And why isn't he contacting us?" Sid asked. "Unless he's...you know-"

"He's not," Bobby declared. "He's not. Look, if she wanted to... you know, she could have done it here. But he's not here. So where would she have taken him?"

"The school is huge!" Jubilee began.

"Yeah, but whenever someone kidnaps the Professor, they always take him one place," Rogue put in. "Cerebro."

"Then that's where we are," Bobby said. "C'mon."

The six X-Men took off at a run down the hallways, sprinting like a herd desperate to outrun a predator. When they turned the corner to the hallway that led to Cerebro, Jubilee cried out. "There! There, he's right up ahead!"

Up ahead, Wanda whirled and hissed as she dragged the Professor into Cerebro, the doors having already opened.

"C'mon, they're closing! Run, run!" Bobby urged. He held out his hand, sending a stream of ice towards the wild-haired mutant. Wanda gave a shriek, and the ice melted as if hit by a heat wave.

"I've got her!" Jubilee cried, blowing into her palms and tossing what looked like little balls of contained fire towards their opponent. Wanda threw up her right arm, and the balls exploded back towards the X-Men, slamming them into the floor. Coughing and choking, Bobby waved his hands to disperse the smoke. "No!" he groaned, as the doors to Cerebro closed.

"We can still get inside. Sid," Rogue asked, as the mechanically skilled mutant got to his feet and limped to Cerebro's doors, "can you...do somethin' smart and open these up?"

"Uh..." Sid peered in at the eye-scanner which operated Cerebro as Bobby, Kitty, Jubilee, and Remy filled in behind him. "No, it's not...it's especially wired only for a retinal scan, and only one of the Professor's eye."

"Remy, can you blow it? Juju?" Rogue requested of both mutants.

"That's adamantium-treated steel, bebe," Remy said with a shake of his long-hair. "Wouldn't budge. Can you force it open?"

Rogue gripped one of the doors and pulled, straining. "No. Damn," she swore suddenly, "I, I think I even heard Scott say they upped the strength since last time, y'all."

"But - Kitty can get us through," Jubilee said. "We'd be going in blind, but-"
Kitty was shaking her head, backing away. "No, no, I-

**Inside Cerebro, Xavier Institute**

"I am sorry, Wanda."

"Don't be sorry until he gets here, Uncle Charles," Wanda admonished, pushing Xavier's wheelchair into Cerebro's control panel. "Here." She lifted up the headpiece and thrust it at the crippled telepath. "Now you put this on, and you tell him to come. Tell, fell, well, hell's bells - ah!"

Wanda dropped the headpiece into Xavier's lap and grabbed her head. "No, no, stop, stop."

"Wanda, I may not be able to contact Eric, but I can help you now," Xavier offered. "If you'll let me-

"No!" Wanda jerked wildly, and Cerebro shook. "No, you stay out of my head. You didn't help before, you just hurt and called me crazy. You helped them send me away, helped him send me away. Well, you're gonna bring him back. Do it. Do it!"

**Outside Cerebro, Xavier Institute**

"I can't, okay? I just can't!" Kitty exclaimed.

"What do you mean you can't?" Rogue insisted. "They didn't make the thing phase proof! You just take our hands and we get inside."

Rogue reached out her hand and Kitty jerked back in terror. Rogue's cheeks paled with hurt, and Kitty blanched. "No, Rogue, I didn't mean...it's not-

Remy scowled at Kitty, pulling Rogue into his front. "You' ain' willin' to do what it takes to save the Professor, Petite? Thought more 'o you."

"Of course I want to save him!" Kitty said, choking back tears. "But..." She turned to glance at Bobby.

"What if you just take one of us?" Bobby offered. "Just me?"

"Why just you? She'll need all of us to save him," Sid argued. "If Wanda could drag the Professor here-"

"We're wasting time!" Jubilee stamped her foot. "We don't know what the hell that bitch is doing to him in there!"

"But if he's conscious and hurt, why isn't he crying out for help?" Bobby wondered aloud. "Why didn't he resist?"

"Resist? You saw what that crazy bitch did to his study!" Rogue snapped. "She could be torturin' him!"

"But why take him to Cerebro?" Kitty asked, looking to Bobby. "She'd need him awake, and Cerebro's for finding mutants. So who is she looking for?"

"Nice question, Kit-kat. So why don' we go inside and find out?" Remy enunciated.

Kitty swallowed, eyes darting between Remy and Bobby. "I-"
Inside Cerebro, Xavier Institute

"I don't believe you! You're lying!"

"Look around, Wanda," the Professor begged, as the millions of shades of mutants darted by. "I cannot find your father. Many things have happened since you were last here. We're not as close as you remember."

"Many things have happened that I don't remember!" Wanda shrieked. "Years happened while I was drowned in haloperidol, and risperidone, and every new concoction they could come up with for crazy! Drooling, and shaking, and shivering, and ranting, and living in my own filth - every new year they had a new drug, but never anything that helped! The only times I felt sane was when they ran out and didn't have anything to pump into me."

"Yes," Xavier said quietly. "Perhaps..."

"But when I asked them for my uncle, when I told them my father wouldn't want this, they said I shouldn't make things up, that I'd never get any better if I didn't let go of my delusions," Wanda continued to rant. "'Commit to reality, Wanda.' 'We can only make you better if you help us, Wanda.' And one question, one little question and there's a needle in your arm. Liars, all liars. Just like you!"

Wanda rounded on Xavier again, hissing. "You lied to me. You said I'd get better, and you lied. You said you'd be there and you lied. Lied and abandoned me and screwed me over... well you're gonna make up for it, Uncle Charles. You find my bastard of a father and you bring him here. You do it. Now!"

Outside Cerebro, Xavier Institute

"Now, we gotta do it now!" Jubilee exhorted.

"I can't!" Kitty said, clutching her arms to her body as if they might be torn away. "I just...I just can't!"

"Mon Dieu, Kitty, why no'?" Remy exploded, his normally smooth New Orleans drawl now harsh and rough. "Just phrase through de damn door, and be done wi' it, you! That's the Professor in there!"

"You don't understand! I can't! Please," Kitty pleaded.

"Kitty, c'mon, just one quick phase," Bobby urged gently. "Just you. It...it won't happen if you do it quickly, I'm sure."

"What won't happen?" Sid demanded. "What isn't she telling us? Can't she phase anymore?"

"Please...please..." Kitty whimpered.

"Why can't you do this? What, are you afraid of Wanda?" Rogue asked cuttingly.

"No!" Kitty exclaimed.

"Then why?"

Inside Cerebro, Xavier Institute

"Because he's blocking me, Wanda. Because he has a helmet that keeps me out. Because we aren't the friends we once were, and-"
"No, no, no, no!" Wanda screamed. "People don't - people don't change. Not like that. You don't - you don't give away a daughter so you can be with someone else, and then decide you don't care about even that person anymore! You're helping him hide!"

"Wanda," Xavier said gently. "Eric didn't push you aside for me, I would never have allowed that. We just did what we thought was best-"

"No, you're lying," Wanda growled. "You were lying then, and you're lying now!" Wanda let out a scream of rage, and grabbed one of the heavy wires attached to the Cerebro headpiece and pulled. With a vicious snap and a jolt of electrical charge that Wanda ignored, she tore it off. The Professor gave a heavy scream of pain.

**Outside Cerebro, Xavier Institute**

The incoherent mental shot of anguish slammed through the heads of each of the young X-Men at Cerebro's door. They all cried out at the pain.

"Oh my God, what is she doin' to him?" Rogue moaned.

As quickly as it had come, the pain ended, leaving a devastating emptiness in its wake.

"Wait, what happened? Is he better now?" Jubilee asked with quavering voice.

"Or he's blacked out," Bobby offered. "Or..."

Bobby's blue eyes met Kitty's, and she closed her own. Biting her lip, she felt sickening fear rise in her, and then a more awful dread. Taking a deep breath, she steeled herself, and ran at the wall.

Kitty opened her eyes and bit back a scream. Around her was nothingness, split by moments of vivid images that defied her very mind's ability to process them. She looked down and saw her hands fade in and out of existence. Something amorphous moved by her, rubbing against her leg.

"No. No, no, no!"

Solid metal hit her hands and knees, causing her to cry out. Kitty opened her eyes at the shock, and found herself on the ramp inside Cerebro.

"What are you?"

Kitty raised her head and had to bite her lip to keep herself from screaming as she saw the Professor's limp form. "What did you do?" she whispered.

"You answer me first!" Wanda demanded, and Cerebro shook. Kitty swallowed and pushed herself to her feet.

"Wanda," Kitty began, and Wanda hissed.

"How do you know my name? Are you a telepath?" Wanda questioned. Cerebro shook again.

"No, no," Kitty said putting up her hands. "No, the Professor - Professor Xavier told us."

"Oh." Wanda swallowed, and narrowed her eyes at Kitty. "And what else did Uncle Charles tell you about me, hmm?"

"He said you escaped from Bellevue...from an underground part of Bellevue for mutants," Kitty offered, eyes glancing over at Xavier's prone form.
"Oh he did, did he?" Wanda said softly. "He tell you I was crazy, then?"

Kitty blinked. "Are you?"

Wanda chuckled humorlessly. "Honey, you give anyone nineteen years in a mental ward and they'll end up crazy. Who knows. Maybe I was when I went in. Maybe I wasn't but I am now."

"Is he...?" Kitty glanced over again at Xavier.

"Dead?" Wanda peered down at the Professor. "Nah, still breathing. I wasn't gonna hurt him, but he kept lying to me about my father having a metal hat that stops his telepathy, so-"


"Magneto? Yeah, that was what he used to call himself," Wanda said, rolling her eyes. "And he had the nerve to laugh at Mom when she said she was a witch. Science went insane and made us, but somehow him and ol' Uncle C. here still got to look down on her ways, her people's ways." Wanda's jaw tightened. "And on me."

"When you say 'uncle'..." Kitty raised a brow. Wanda grinned bleakly.

"That's what I called him. He used to come and visit me. In the beginning. I guess he decided I wasn't worth his time. Or maybe I was worth too much to the people he sold me to. A little mutant lab rat."

Kitty's head jerked up. "They...they tested on you?"

"Oh yeah," Wanda confirmed. "Why not? They said my system couldn't metabolize any normal psychiatric drugs. Why not test them on me first, make sure they're nice and safe for the humans. Or nice and not safe for the humans they don't like."

"Why didn't you - I mean, couldn't you..."

Wanda leaned forward, eyebrows raised. "What, get out? Just say, 'Hey, thanks guys, I'm sane now! Ta!' Come on. That's now how it works. When they decide you're crazy, anything you do is crazy. And if you're a crazy mutant, well, they can't risk anybody else's life by being wrong if you're not, now can they?"

The two mutants faced each other in silence for a long minute.

"If you let Xavier go-"

"You'll what?" Wanda cut off.

"I'll help you."

"Help me?" Wanda scoffed.

"S.H.I.E.L.D. knows you're here," Kitty supplied, stepping towards the volatile mutant. "They'll be sending a team out after you."

"Good, I could use the practice," Wanda snapped. Cerebro shook again.

"They'll take you out if you go up against them alone, believe me," Kitty said, making her way down the ramp. "But if you let him go-"
"You'll tell them to give me time off for good behavior?" Wanda smirked.

"No." Kitty moved until she was able to face the older woman. "I'll help you escape."

Wanda snorted. "Right. You'll just betray your own people, and--"

"S.H.I.E.L.D. isn't our people," Kitty interrupted. "The people who experimented on you aren't our people. Our people are mutants. And, honestly, our people have already kinda got a whole law bendy thing going, so we might as well keep up the streak, ya know?"

Wanda stepped in so that she was inches from the smaller, younger girl's face. "Aren't you afraid of what I might do? That I might be dangerous?"

"Oh, I'm sure you will be," Kitty stated. "Especially to your dear old dad. Another thing about our people? We're really not friends with his kind of people. They're a major drag. So, any kind of havok you wanna wreak on him? Is totes fine with us."

"But what about your Professor?" Wanda asked, folding her arms. "Won't he be pissed you let me go?"

Kitty glanced down at the still unconscious Englishman. "Why would he know?"

COMMERCIAL BREAK

**South Lawn, Grounds, Xavier Institute**

The giant black government issue plane touched down on the lawn shakily. Out of it issued a team of five who strode boldly over to the assembled X-Men.

"Anybody ever tell you people don't like government big enough to land on their lawn, bub?" Logan growled as the three men and two women sauntered over.

The apparent leader of the group, a middle aged man with a mild looking smile glanced over his shoulder. "Usually people don't have such big lawns."

"And you are?" Scott demanded, arms folded.

"Agent Phil Coulson," Agent Coulson said, holding out his hand. Scott glanced down at it, and Coulson withdrew it. "Professor Xavier," he addressed the man in the wheelchair. "I believe we spoke on the phone."

"Yes. How was Tahiti?" Xavier asked courteously.

"Sunny," Coulson replied. "Well, we're authorized to search your premises for the target, but it might go a whole lot faster with your help."

"Indeed, I'm sure it would, Agent Coulson," Xavier said with a genial smile. "However, my team has already conducted a thorough investigation and we have been unable to find anyone but students and staff."

"Really?" Coulson retained his calm demeanor as he glanced down the line at Rogue, Remy, Bobby, Jubilee, Sid, and Kitty. "Director Fury seemed very certain that we might find her here."

"Well, you're welcome to look," Xavier said with an archly raised brow.
"Right." Coulson smiled. "Agent Ward?" One of the men stepped forward. "Sir?"

"Tell Director Fury that we were unable to locate the target, but are ready to continue the search," Coulson instructed. Agent Ward looked puzzled for a moment, until slow comprehension spread over his angular features. "Yes, sir."

Coulson shook Xavier's hand, and nodded to the impassive Scott, and frowning Logan. "Have a good day." He turned to go, and then paused. "Oh - love the suits."

As he strode away, even Scott was unable to smother a smile.

"Odds Are" by Barenaked Ladies Plays Over The Ending Scenes

Professor's Study, Xavier Institute

The Professor stared at Kitty with compassionate eyes, and yet her throat stuck. She rubbed her hands against her jeans and took a deep breath. She turned to her side to find Bobby. The ice-bending mutant smiled at her encouragingly.

"Professor I...I've been..." Kitty bit her lip.

"Take your time," Xavier eased.

"Can't you just..." Kitty waved her fingers around her head.

The Professor gave a rueful smile. "I have discovered many things throughout my lifetime. One of the most important, is that when a secret is causing someone great pain speaking it aloud is often the most crucial part of healing." Xavier threaded his fingers and tilted his head.

Kitty closed her eyes and remembered the courage that had enabled her to phase through Cerebro's doors. "It happened almost a year back. I woke up in bed and..."

East Wing Balcony, Xavier Institute

Rogue waited within the school, watching Remy sit on the balcony's edge through the glass doors. She knew he knew she was there, but he was waiting for her to come out.

Just like a gentleman, Rogue thought wryly. Taking a small, quick breath, she sauntered out to join him. Remy didn't glance her way as Rogue came to rest her elbows on the edge beside his feet. She stared out across the grounds as he did.

"So it looks like the Professor is gonna be just fine," Rogue said lightly.

"That's good," Remy answered, nodding and fingering the gold cross just beneath his shirt. "Glad Kit could pull it together in time, c'est bon."

"Yeah. I guess she's been havin' major trouble with her powers, and got real scared that if she took one of us in with her she'd get hurt," Rogue informed. "I guess if we'd 'a known that...we woulda been less hard on her, ya know?"

Remy nodded. "Oui."

"Rem..." Rogue sighed, pursed her lips, and then turned to face her boyfriend. "Baby, I don't want to fight. I'm not tryna pry my way into your head. And I don't need to know every little thing you think, okay, sugar? But these dreams I been havin'... they scare me. The way you been avoidin' me scares me. It reminds me of before, and I don't want to go through all that mess again. I'm not tryin' to push
you away. I'm just afraid of losin' you."

Rogue waited in silence for a few minutes, counting her breaths. When Remy turned and offered her his hand, she fought to keep the relief from showing as color on her pale cheeks as she let him help her up to sit facing him.

"I ain' tryin' to scare you, chere," Remy promised. "An' I don' want to push you away neither, me. I just...you know my past. Sometimes this one just don' want to relive it. I'm makin' myself a different man, a new man. One I can be proud of." Remy swallowed, a rare instance of vulnerability that made Rogue long to take him fully into her arms. "One you can be proud of."

"I'm always proud of you, Rem," Rogue stated. "Nuthin' could change that. But I just need to know...if there's somethin' you're not tellin' me...somethin' about these dreams that's real, that could come back to hurt us, jus' like it was with your family...I gotta know. I gotta be prepared this time. I can't just come at it blind in the dark."

Rogue watched the vein in Remy's neck pulse. He took her gloved hand in his and pressed it to his lips. Rogue couldn't hide the blush this time.

"I swear to you, Rogue," Remy swore. "Ain' nuthin' bad about me that you ain' already know. Nuthin' to come at us from the dark. You' dreams is jus' dreams, chere. That's all."

Madrona Park, Portland, Oregon

"Dreams are not just dreams. The darkness is not simply lack of light. And what you sense that you cannot explain is still a reality."

"Excuse me?"

The weathered old woman at the center of the circle of young women and men turned and smiled at the newest arrival. "Wanda Maximoff?"

Wanda started, clutching her backpack closer to her chest. "How do you know my name?"

"I've been waiting for you," the old woman said with a small smile. "I'm Agatha Harkness. Please, come into the circle."

ENDING CREDITS

Promo For Next Episode: When Scott receives an invitation from his brother to visit him on an island paradise founded for mutants, the other X-Men join him, eager for a break. But when our mutant heroes stumble upon secrets they were never meant to find, will their vacation turn out to break off more than they bargained for?
Chapter Summary

When Scott receives an invitation from his brother to visit him on an island paradise founded for mutants, the other X-Men join him, eager for a break. But when our mutant heroes stumble upon secrets they were never meant to find, will their vacation turn out to break off more than they bargained for?

Season Two, Episode Ten: Paradise

Recreation Room, Xavier Institute, Salem, New York

"Batman has it so much easier than us," Bobby bemoaned, shaking his head at the TV screen where the Caped Crusader was busy romancing an undercover Catwoman.

"Batman has no powers," Kitty argued, shifting in her seat on the Rec Room couch next to the ice-powered mutant. "He has to do everything on his own, with just gadgets he's built."

"Yes...his gadgets," Sid murmured dreamily.

"Yeah, with his millions of dollars that he has," Bobby countered. "And his secret identity. I mean, the guy gets to go out and fight crime at night, and then come home to a butler, a mansion, and a bevy of beauties all ready, willing, and able."

"Bevy of beauties?" Kitty repeated, raising her brow.

"Oh, shut up," Bobby grumbled, situating himself more deeply into the couch. Kitty chuckled and looked to catch Rogue's eye, from where she was sitting on the opposite side of Bobby. Unfortunately, the Mississippian mutant was preoccupied with watching her gloved hands lace and unlace with those of her red-eyed boyfriend.

"Remy, can you pass the remote?" Bobby questioned. "Remy? Remy!"

"Huh? Oh, oui," Remy replied dazedly, tossing it to Bobby, while Rogue shook herself.

"I understand what Bobby is saying," Jubilee put it, from her spot on the floor near the screen. "I mean, Batman gets to hide his identity, so he could have a more normal life if he wanted to, as Bruce Wayne. He has millions of dollars, he could go out and have fun, he doesn't have to deal with everyone suspecting him or attacking him. Plus, he chose to fight crime. It's not like he has powers he was born with that push him to do it."

"Yeah, and havin' powers ain't always a blessin'," Rogue offered. "At least Batman can quit if he wants to. Spend his days divin' into piles of his money."

"He saw his parents killed though, chere," Remy reminded, his voice dropping with his gaze. "Might feel he can't quit, him."

Rogue again laid her covered hand against the New Orleans native's, and shared a glance covered from the others by their hair.
"Well, then let's find something less controversial and depressing to watch," Jubilee recommended, grabbing the remote and changing the channel to news. "See, that's —"

"Another day, another tragedy associated with the rising tide of anger over the so-called "mutant problem," said the news caster on the screen. "At four-fifty P.M., a gunman opened fire on Sanders Elementary, a school which had recently opened its doors to mutants. Preliminary reports say that at least six children and two teachers are dead, and over twenty injured. While no one has stepped forward to claim responsibility for the shooting, there are a number of mutant-hate groups which have advocated violence against both mutants and those humans who chose to help them. Our people are on the scene, and we're hearing that—"

"Turn it off," Bobby demanded gruffly. Jubilee fumbled hurriedly to do so. There was silence among the young X-Men.

Kitty shivered, sniffling, and Bobby put an arm around her shoulders. Sid bit the inside of his mouth, hard, while Rogue and Remy tightened their grips on each others' hands.

Jubilee shook her head slowly, eyes on the blank screen. "We have got," she whispered, "to get out of here."

Professor's Study, Xavier Institute

"Things are getting worse, Chuck."

"I understand that, Logan," Professor Xavier demurred. "But we cannot allow ourselves to be drawn into every battle."

"Well, yeah." Scott snorted. "We wouldn't be able to. There's about a hundred new ones every damn day."

"Things are gettin' worse," Logan stated, pacing. "More attacks against mutants, more reprisals . . . everything's blowing up all at once."

"Like it's leading to a war," Scott said flatly. "And we all know how happy that would make some people."

Xavier closed his eyes briefly, smiling sadly, before again looking at his agitated X-Men. "Indeed, it would. But I cannot sense Eric's hand in this. Sadly, this seems to be merely an overflow of hatred on both sides, between people who do not believe we can share this world."

"And so they think destroying it so no one can have it is the answer?" Scott snorted. "Face it, Professor, if we can't get ahead of this thing, we might be facing World War III, and—"

The Professor's phone rang, and Xavier held up a hand. "I apologize, Scott."

The optically-empowered mutant nodded his acknowledgement, and Xavier answered the phone. "Yes?"

Logan moved in closer to his sometime friend, oftentimes rival. "Look, I don't know how to deal with the rest of the world trying to self-combust, but I think we should think about what to do if someone decides to target here again."

"We've got security beefed up," Scott replied. "I don't know if we—"

"Scott?"
"Oh, sorry, Professor," Scott said, turning away from Logan sheepishly. "We can go, we were—"

"No," Charles Xavier interrupted. "I think you should stay. This call is for you."

Scott frowned and stepped forward to take the phone from Xavier. "Hello?"

"Scott. God, it's somethin' to hear you again," said the voice on the other line. Scott frowned more deeply, glancing at Xavier. "I'm sorry, who is this?"

"Oh, c'mon, Scott," said the voice again. "Don't tell me you already forgot your brother?"

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Shadowcat: Ellen Page
Colossus: Enver Gjokaj
Jubilee: Julia Ling
Forge: Rudy Youngblood
Written By Jane Espenson
Directed By James A. Contner
Created By Joss Whedon

War Room, Xavier Institute

"So, it's a whole island just for mutants?"

"Not for mutants, Bobby," Xavier explained, carefully eyeing the X-Men ranged around the War
"But one which prides itself on its enlightened view of them, and its lack of conflict between
mutants and humans."

"How come we ain't heard about this magical island before?" Rogue asked skeptically. Remy raised
an eyebrow in agreement.

"I've heard some stuff about it," Kitty said, frowning in concentration. "It's been a buzz on the
internet. But I thought they didn't let outsiders in? Something about being able to manage their
population so they can keep their conflict down?"

"That has generally been their policy," the Professor agreed. "But Genosha wants to open its doors
selectively, to show that their way of peaceful human/mutant relations is possible. One of my . . .
former students has been on the island for some time now. He has been able to extend us an
invitation."

"So we're supposed to go there and, what, see if they're legit?" Bobby questioned.

The Professor smiled. "That would be the purpose of your mission, yes."

"So, this is a, uh...tropical island, right?" Jubilee ventured.

Charles Xavier smiled gently. "Yes, Jubilee. Genosha is situated off the coast of Madagascar, and it
is indeed within the subtropics. Now, I understand that some of you may not wish to leave your
studies for this mission, but if any of you wish to volunteer . . ."

Five pairs of hands shot into the air. Xavier chuckled. "Very well then. I suggest you all prepare.
You will leave on the Blackbird tonight."

"Don't forget to pack your suits! I mean, your suits suits, X-Men suits, not just your bathing suits!"
Ororo called up to the collection of rambunctious young mutants packing their belongings.
"Goddess, they are too excited."

"I believe my explanation of the serious nature of the mission may have been undone by the
revelation that this island has beaches," Xavier said, chuckling.

"I fear for the beaches," Ororo groused and Logan snorted. "Are you sure you don't want to come,
Logan?"

"What, to supervise a gang of teenagers in a resort town?" Logan's voice was as dry as sandpaper.
"No thanks. You and Scott enjoy yourselves."

"Indeed," Xavier acknowledged. "I believe Scott is preparing the Blackbird. I have some things to
discuss with him. Excuse me."

"Of course, Professor," Ororo said, smiling as he wheeled away. Logan stepped in closer to the
weather witch.

"I hope I don't need to tell you to keep your eyes open, and that if something sounds too good to be
true it probably is," Logan reminded in a low voice.

"You don't think it's possible that a place may have found a way to keep peace between mutans and
humans?" Ororo questioned.
"It's how they keep that peace that's the issue," Logan said grimly. "People fight — humans, mutants, it's how we're built. Anyone trying to change that is probably using some force of their own to do it."

Ororo opened her mouth to respond when there came a high-pitched cry from up the stairs.

"Where the hell is my damn swim suit?" Kitty shrieked. "Jubilee, did you steal it?"

"Me? Why do you always assume it's me?" Jubilee's scream echoed back. "Ask Rogue!"

"A. Rogue could never fit in it, she's got bazoombas for days, and B. you were the one who borrowed it!" Kitty hollered back.

Logan and Ororo winced as the screaming match continued. "I think I'm more worried about what force I'm gonna use to keep the peace between our mutants," Ororo muttered.

Logan grinned widely. "Better you than me, 'Ro."

The Blackbird, 3000 Miles Above the Atlantic

"I can't believe I have to bring my yellow suit," Kitty grumbled, frowning at her pack. "The blue one looks best on me."

"I swear, I didn't take it!" Jubilee whined.

"Girls, please," Ororo said from the cockpit, her words a statement, not a request. "Cease and desist."

"Hey, don't worry," Bobby recommended. "Maybe this island will really be a volcanic center of doom, with no beach, so you don't even need the suit!"

Rogue, Kitty, and Jubilee shot Bobby looks that could melt a volcano. Remy moved closer to Bobby, and stage whispered, "Don' t'ink that's helpin', friend."

"Well, I mean, maybe you'll be able to buy another suit there!" Bobby offered.

Kitty's eyes narrowed. "Are you saying I look ugly in my yellow suit?"

"No!" Bobby proclaimed, his voice rising a few octaves. "I mean, it's just you don't seem to like it, and I guess yellow isn't usually a flattering color, people say it makes them look heavy—"

Rogue and Jubilee drew in sharp breaths as Kitty's gaze hardened even more. "Are you saying I look fat in that suit, Bobby Drake?"

"No! No!" Bobby felt a shiver go up his spine. "It's just people — you! You said you didn't like the suit because you thought it made you look heavy!"

"Jus' diggin' yo' grave deeper," Remy murmured, snickering.

Kitty's eyes flashed. "So you're agreeing with me? That I look heavy?"

"No! Not at all! I disagree! I think the blue one made you look too skinny!" Bobby insisted.

"Oh, so now I'm too skinny? I'm a stick, is that it? Not enough curves?"

"No!" Bobby shrieked. "I, uh . . . I . . . I—"
said, chuckling. She glanced over at Scott, who sat in the co-pilot's seat, his hands white-knuckled, clenching the dashboard.

"I, uh . . ." Ororo fiddled with the dial controlling their shielding. "I heard the Professor say our contact there is your brother."

Scott's expression was as unreadable as ever beneath his dark shades. "Yeah. He is."

"Did you know him well?"

Scott's mouth tightened. "No. After my — after our parents died we were placed in foster care."

"But he went to the school?" Ororo followed up. "He met Xavier? He was a student?"

"Yeah." Scott adjusted his gloves. "Before me. A while after I came, he . . . he left."

"I'm sorry," Ororo sympathized. "You know, if you need—"

"I think we might run into some turbulence up ahead," Scott stated flatly. "It's getting to be storm season in this part of the world."

Ororo pursed her lips. "Yeah. We probably will."

COMMERCIAL BREAK

Lion's Paw Resort, Genosha, 1700 Miles from the Coast of Madagascar, Indian Ocean

"Welcome to Genosha. We hope you will enjoy your stay," said the brightly smiling young woman as she checked in the X-Men.

"Thanks," Scott said stiffly. Ororo moved in to return the woman's smile, taking the room keys from her hands. Two bell-boys moved in to take the bags from the X-Men. The young mutants shucked off their small packs easily.

"Is this it?" one of the bell-boys questioned.

"Yes," Ororo answered nicely. "We're probably not staying very long."

"Oh, well, we hope you'll like what you see," the young man offered brightly. He grinned, and two flaps appeared on either side of his neck, giving him the appearance of a raptor.

"Oh, you're a mutant," Jubilee remarked baldly. Kitty widened her eyes in rebuke, and Jubilee huffed. "What? He is!"

"Yeah, it's okay." The boy laughed, his teeth white against his coffee-colored skin. "I know mutants usually are not so open in other places, but things are different here."

"So we've heard," Scott said drily.

"Well, you heard right," the bell-boy continued. "My name's Amir. Hopefully I'll see you all around!"

"Sure thing," Scott said again, in the same flat voice. Ororo elbowed him surreptitiously.

Amir moved away, but leaned over towards Jubilee. "There's a game of mutant volleyball on the
back beach in ten minutes. You and your friends should join us. I'm on my break . . . I might see you?"

Jubilee blushed and nodded. "Sure, definitely. I—"

Scott cleared his throat, and Kitty tugged a smirking Jubilee back to face their team leader.

"I don't want any of you to forget why we're here," Scott said grimly. "They're putting their best face forward for us right now — the nice hotel, the pretty beach. We're gonna see a lot of happy people. That doesn't mean everyone's happy, or even that the ones you see are. Remember, Haiti has nice pretty beach towns too. Keep your eyes peeled, and your senses on alert. Think about your training, stick together, and remember, we aren't here to have fun."

Remy raised a hand. "What?" Scott asked.

"Is it okay if fun has us?" Remy asked earnestly.

"As long as it doesn't have you near me," Scott growled, frowning around at all of the gathered X-Men before turning and marching away.

"Remy," Ororo scolded with a pointed look.

"What?" Remy responded. "Jus' was askin', me. To make sure. I didn't think the very idea of fun would piss him off."

"Okay, okay," Ororo said, putting her hands together. "Now, he is right. It's good to hope for the best, but prepare for the worst. If you—"

Ororo looked out over the faces of the anxious teens, their bodies shaking with restrained energy, and mentally threw up her hands. "Okay, one lecture a day is enough. Go ahead, have your fun."

There was an audible release of excitement as the young X-Men rushed past the weather witch and towards the shining African sun.

"You're awesome, Professor Monroe!" Kitty praised as she tried to pull off the shirt covering her swimsuit while running.

"Oui, elle est vrai! Tu es le premier femme!" Remy said, winking after her as he and Rogue stumbled away.

"Yeah, yeah," Ororo brushed off. "Be careful!" Almost as an afterthought she added, "Play nice! Don't kill anyone unless they try to kill you first!"

Lion's Paw Resort Beach, Genosha, 1700 Miles from the Coast of Madagascar, Indian Ocean

"Now that's something you don't see everyday," Bobby whispered.

On the wide expanse of white sand nearly a hundred people milled around; dancing to music blasting from speakers, playing volleyball with a wide net, sunbathing, swimming, and otherwise enjoying themselves. And of the many present, more than half were mutants.

"It's like if school were way bigger," Kitty marveled. "And tropical. And awesome."

That many were mutants was clear not only by their free use of powers to blast the volleyball over the net, launch themselves into the air, and propel themselves through the water, but by many stark visual characteristics. Mutants who would have shunned company back in America frolicked openly,
unsselfconscious of multi-colored bodies and extra appendages. A young boy who seemed to be wearing his veins outside of his skin danced, laughing, with someone who appeared to be human. A girl with a face half-finned like a fish was diving up and down in the waters, giving friends rides on her back.

"It's like we've died and gone to mutant heaven," Bobby whispered. "Like we—"

Bobby's sentence was muffled as Kitty covered his mouth with her hand. "Swallow it. Swallow whatever sensible, smart, fun-jinxing thing you're gonna say, Bobby Drake. You're gonna ruin it."

"M' m'fot!" Bobby tried to protest against her skin.


Bobby frowned, his eyebrows veering down.

"Nod!" Kitty demanded again, eyes flashing fire.

Bobby sighed and nodded. Kitty grinned brightly and removed her hand. "Good! Now follow me."

Bobby shook his head forlornly at Remy, Rogue, and Jubilee as Kitty dragged him into the milling bunch of mutants and humans. "Don't I get any say in any of this?"

"No!" Kitty crowed happily, finding her way into a dance cipher. She earned cheers from the surrounding crowd for her slick moves as she twisted in her tiny bikini top and swim skirt.

"We should probably stay together . . ." Bobby began, when Jubilee gasped loudly into his ear, her eyes lighting up.

"Amir!" the youngest member of the X-Men team called out. Jubilee waved ecstatically before blushing at her own exuberance. She turned to Rogue. "I—"

"Go on, Juju," Rogue said with a slight smirk. "He's just about as excited to see you as you are to see him."

"Well, it's hard to hide it in trunks," Bobby mumbled as Jubilee ran off, giggling. I—"

The blue flaming volleyball heading straight for Bobby's head cut him off. He threw up his hands and iced the ball upon impact. He blinked at it; though soggy, it was somehow still intact.

"Hey, nice reflexes," praised a tall, ebony skinned mutant man to the right of Bobby. He had a cat's slitted eyes. "Sorry that almost hit you — that's Haja, his aim is so bad." The cat-eyed mutant gestured to a widely grinning teen on the other side of the net whose hair appeared to be smoking. "I'm Mahmoud. Want to join? Mutant volleyball, all powers allowed?"

"Uh . . ." Bobby began.

"Have some fun, Bobby!" Kitty ordered, executing a smooth high kick for her circle of admirers. "We already have one Scott!"

Bobby rolled his eyes, but he visibly relaxed. Blowing into his hands, he spiked the volleyball hard, sending it flying at Haja, whose eyes widened as he caught it and yelped at the new coating of ice.

"What about you, Remy?" Bobby asked, grinning now. "Wanna show these islanders how it's done?"
Remy smiled back, but he glanced sideways at Rogue. The touch-phobic mutant was dressed in long swimming trunks and a long sleeved swim shirt. She hung off to the side, away from the crowd.

"Maybe later, okay?" Remy stepped back with a little wave. "Gonna see 'bout the ocean, oui?"

Bobby shrugged and saluted, and turned to confer with his new team.

"You goin' swimmin'?" Rogue asked with a soft, sad smile as Remy came up to her.

"Not by myself," Remy proclaimed, taking one of her wet-gloved hands and pulling her towards the shoreline.

"Rem', I can't," Rogue protested.

"Why no'?" Remy asked merrily, dragging her carefully down the banks through the wet sand. "You wearin' you suit. Ain' for tannin', so you gotta be plannin' to swim."

"I— I can't, there's other people in there . . ." Rogue glanced nervously around at the mutants and humans by the water's edge.

"And we'll stay away from them," Remy promised. "Just you an' me, et la mer. C'mon."

"Remy, no!" Rogue protested, but she was laughing a little now, if only at his coaxing smile.

"Rogue, yes!" Remy asserted, and grabbed her firmly around the waist to drag her into the water. Rogue gasped with shock, fear, happiness and exhilaration as a large wave grabbed them and dragged them out to sea. Sputtering, choking, and laughing, she clung to him instinctively as the salty water coursed over their heads. Realizing after the fact the danger of her position, Rogue pulled back, letting him slip from her grasp.

"Remy, I—" Rogue choked on more ocean water, and looked around for her boyfriend, who had yet to come to the surface. "Remy?"

Rogue's panic level was rising. She didn't remember touching his skin, she would have felt it . . . he wasn't knocked out, but he was somewhere under water and she couldn't go looking for him—

"Remy!"

The water before her pooled and bubbled, and then a shaggy head emerged, red-eyes gleaming wickedly.

"Remy, don't do that!" Rogue scolded. "You scared the hell outta me!" She pursed her lips. "You look like a damn drowned dog!"

Remy smiled peaceably, and then blew a stream of water in her face.

"Argh, Remy! God, you're just so—" Rogue sputtered.

"So what?" Remy prompted. "Lovable? Charming? Handsome?"

"Incorrigible," Rogue pronounced.

"Now that's one I'm gon' hafta look up."

Rogue rolled her eyes, but she was smiling as she treaded water. "You do look like a real Swamp Rat now, don'cha?"
"Wouldn't be pointin' no fingers, River Rat," Remy teased back. "You look like skunk that went and got itself drowned."

"You callin' me ugly, Remy LeBeau?"

"Never in a million years, chere."

"Things seem fine, Charles," Ororo said into her communicator. The weather witch leaned against the desk where the accommodating elf-eared mutant staff member was handing her a towel. From her vantage point, Ororo could look out over the beach as she stood just out of the sun, keeping a careful eye out to sea where two of her charges floated. She made sure the winds pushed inland to prevent them sailing away. "They rolled out the welcome wagon for us, but it looks like we aren't the first. It's like they're gearing up for a big opening night. I think they're gonna position themselves as the new resort island for mutants."

"Perhaps. They certainly couldn't support whole waves of mutants coming to their shores," Xavier said on the other end. "I am still unsure why they would be planning to let so many mutants in, when it seems they have quite enough on their own."

"Maybe there'll be a quota?" Ororo suggested. "Some states have been doing that, making mutants apply for citizenship, and only taking those with powers they think would be useful for the economy, or the police."

"It is possible," the Professor agreed. "If any of them try to recruit you, that would be an answer."

"Nothing like that yet," Ororo supplied. "Professor... I'm worried about Scott. This assignment... it's hitting pretty close to home."

Ororo could practically feel Xavier smile through the tiny device. "I expect so. The call from his brother was... unexpected. They did not part well. I was hoping for a long time that they would be able to mend fences, but Alex did not reach out. If it accomplishes nothing else, I would hope this trip allows Scott to come to terms with some of his past."

"I don't know how much of that he'll do sitting in the Blackbird," Ororo noted drily.

"Perhaps little. That is up to him." Xavier gave a wry chuckle. "I hope he doesn't intend to abandon you with the children for the duration of your mission."

"He'd better not," Ororo muttered darkly. "Five rowdy teenagers on a resort is hard enough, without adding super abilities and a possible government conspiracy."

Xavier's laugh warmed Ororo's ears. "Well, we'll pray for an uneventful, relaxing mission for you all."

"Amen," Ororo said with a smile, as she closed off the device. Shaking her shoulders slightly, Ororo let the tension relax out of her back with a sigh.

"Gonna enjoy the sun?" asked the elf-eared staff member with a smile. Her white blouse and vest seemed heavy apparel for the weather, but the band of silver around her neck appeared cool to Ororo.

Ororo squared her shoulders and nodded. "Yeah, I think I am." Smoothing her white hair, she slid her sun glasses on and strode out into the full sunlight.
Behind the counter, the staff member's smile faded. Swallowing, she wiped down the counter, glancing at the upper corners of the room. Slowly, carefully, she undid one button of her shirt. Moving her hand up her collar bone, she wiped away droplets of sweat. She glanced again at the upper corners of the room.

The dim boom of dance music and laughter wafted through the open doors.

The staff member inched her fingers up her neck, tapping gently along, her nails just touching the silver collar.

At the contact, the collar tightened. The staff member gasped as a violent shock seized up her body. "No . . . please . . ."

Another shock, and then another tore down her delicate neck. Her pointed ears turned a brutal dark blue as she collapsed onto the counter. Her eyes darted back and forth between the upper right and left corners of the room.

"Please," she begged. "Please . . . please . . ."

**COMMERCIAL BREAK**

**Blackbird, Ami Cove, Genosha**

Scott tapped his fingers together restlessly on the dashboard of the plane, sitting up straighter as the communications panel lit up. He pressed the speaker button. "Hello?"

"Don't think you're getting out of watching these kids," Ororo said on the other line. "It's your job tomorrow."

Scott grinned wryly. "Hopefully someone will attack before then. Aliens, or angry encyclopedia salesmen . . ."

"No, no, no," Ororo denied, chuckling. "You're definitely on beach duty, and you—"

Scott frowned as the connection went static. "Ororo? Ororo?" Scott leaned in and tapped the panel. "Storm?"

**Suite 492, Lion's Paw Resort, Genosha**

"Scott? Scott?" Ororo shook the communicator slightly and pursed her lips. "Damn." Standing on the balcony off the edge of the suite she had been given she sighed, and sniffed the air. This close to the ocean moisture could have some effect on their electronics. She closed her eyes to better sense the fluctuations in the atmosphere, spreading her awareness on the winds.

A squall was building over the sea, soon to reach the mainland. The warmth and humidity enveloped the weather witch like a cloak. She pulled her awareness back in and frowned. Behind her the air was disturbed by a figure. She turned around quickly.

"Jubilee, what are you doing up?"

The tiny mutant shrugged, her nightshirt ruffled by the wind. "I couldn't sleep."

"Well, you had a very long day," Ororo said drily. "Did you and what's-his-name hit it off?"

"Who?" Jubilee tilted her head to the side.
"Oh, okay," Ororo said with a small smile. "I'll pretend to be the blind old teacher. Just be careful."

Jubilee blinked and then smiled, the edges around her eyes crinkling. Ororo frowned, and for a moment the air around the girl's streaked hair shimmered. "Are you alright?"

"Of course. I'm fine. Of course," Jubilee said. She gave another smile. Again the air around her shimmered.

Ororo's eyebrows creased. "You don't look it."

"Maybe you're not looking hard enough."

The image of Jubilee's face shimmered, revealing red skin and yellow eyes. Ororo reached out her hands to call upon the forces of wind and water in the air. But just as the wind began to rise the weather witch gasped, her breath stolen by the tiny dart sprouting from her neck.

The mutant wearing Jubilee's face watched the white-haired woman go down, and then raised her hand. The mutant disguised as Jubilee waited while three black-clad, masked figures took charge of Ororo's fallen body. One of them gestured back into the suite. 'Jubilee' nodded.

Moving through Ororo's room, the mutant made its way to the door connecting it to those of the other X-Men. Opening it as silently as possible, it surveyed the two beds within, scanning the two sleeping mutant boys.

Moving again, it padded silently over to the bed on the left side, where long brown hair covered the pillow. Angling into position, it fingered the tiny syringe resting in its palm.

Remy's eyes opened at the rustling of movement behind him, his thief's senses sending adrenaline coursing through his veins. He pulled out and charged the card he always kept under his pillow in one smooth, deft movement. He used his other arm to push himself up and into readiness as he whirled to face his potential attacker.

"Rogue?"

Soft, plush red lips spread into a warm smile. "I'm sorry if I scared you," 'Rogue' whispered. "Just wanted to see you."

"Gotta be mo' careful, chere," Remy said, dazed by his rough awakening and the sudden sight of her. "You know how jumpy this one is 'bout people sneakin' up on him at night."

"I know," 'Rogue' purred. She lowered her lashes and Remy's throat caught. Gently, she reached over and moved to push down the wrist still holding the charged card.

The instant 'her' hand touched his skin, Remy snarled and grabbed the other mutant's wrist. With a snarl of their own, the mutant wearing Rogue's face launched itself onto him, bringing up its free right hand. Remy saw the glint of the sharp needle just in time to catch the other wrist before it plunged the syringe into his neck. The skin of the mutant's wrists flicked, and showed itself red and scaly.

"Bobby!" Remy growled as the surprisingly strong mutant now wearing half of Rogue's face strove to stab him. On the bed over he heard a low moan. "Wha'?"

"Bobby! Drake! Merde, get yo' ass over here and—" Remy grunted as the mutant on top of him wrapped its legs around his thighs, resisting every throw Remy tried to use to force it off. "— Come over here and help me!"
Bobby blinked awake sleepily, and then gasped at the scene before him of what seemed to be Remy struggling beneath a thinly clothed Rogue. "Rogue?" he muttered. "Rogue, what are you—"

'Rogue' whipped her head around to look at Bobby. Her hair flying away from her face exposed the other, more red and scaly side of 'her' body. Bobby threw his hands up instantly in an attack. A wave of frost coursed from his outstretched hands, enveloping the horrifying facial combination and encasing it in solid ice.

"God damn . . . Dieu . . . ge' off!" Remy groaned and heaved and forced the en-sculptured mutant off his body and onto the ground on the other side of his bed.

The door banged open and Rogue and Kitty stumbled in. "What the hell jus' happened?" Rogue demanded.

"Yo' evil twin sister jus' tried to kill me," Remy answered flatly.

"My—" Rogue moved to the side and gasped. "What the hell?"

"Let me see, let me see!" Kitty insisted, pushing through to jump on Remy's bed and look over the edge. "Urgh! What is that, and why is it wearing Rogue's face?"

"Looks like a metamorph," Bobby said, breathing in deep heavy gasps.

"Did you say it tried to kill you?" Rogue asked Remy.

"Tried to stick me," Remy said, pointing to the syringe frozen in the mutant's right hand.

"Okay, I guess beach day is cancelled," Kitty muttered.

"Are you okay?" Rogue said, moving as close to Remy as she dared to observe him.

"M'fine, chere," Remy promised. "Jus' barely, thanks to Icicle here."

"Hey, I'm a heavy sleeper!" Bobby protested.

"Yeah, you are," Kitty said slowly. "But you know who's not? Jubilee. So . . ."

"Why isn't she in here?" Bobby finished.

The four looked around at each other for a moment, and then rushed in unison into the girl's room. Kitty arrived at Jubilee's bed, plump and full as if being slept in, and yanked back the sheets. Two pillows rolled out and fell to the floor.

"Oh no," Rogue whispered.

"Professor Monroe," Bobby said instantly, taking off at a run to their teacher's room. He shoved open the doors and made a bee-line for the bed.

"It's empty too!" he yelled back, as the remaining X-Men rushed in.

"The balcony," Remy stated. He and Bobby rushed out into the cool night air.


"No. Not nuthin'," Remy said grimly. He knelt down and brushed a finger against the warm wood balcony floor. "See?" He held up his fingers to the other mutants.

"Oh God," Rogue whispered.

"We have to get them back!" Kitty said shrilly. "We have to go looking for them—"

"Where?" Rogue asked. "We don't know anythin' 'bout this damn island. They could be anywhere!"

"Meanwhile, whoever done this knows exactly where we are," Remy stated darkly. "They're probably sendin' more people after us right now, them."

"We need backup," Bobby determined. "We need our people." He set his jaw tightly. "We need to make a run for the Blackbird."

Main Floor, Lion's Paw Resort, Genosha

The four young mutant friends moved as silently as their teachers had taught them along the main floor towards the door exiting the Lion's Paw Resort. Hastily dressed in their X-Men suits, they kept to a tight formation, communicating using hand signals. Bobby, situated at the front of their group, held up his hand for them to halt. The X-Men waited in silence for a few moments, on high alert, the door to freedom in sight. Bobby gestured again; the sign for forward.

Kitty let out a soft breath of relief. *If we can just make it out of here before—*

Four figures moved out from the shadows to block the exit of the hotel.

"That," Kitty murmured.

"You're leaving us already?" said one of the figures. Moving forward into the glow of the moonlight through the glass doors, a pair of golden slitted cat's eyes came into focus. "Very sad. Bad manners."

"Mahmoud," Bobby said in recognition. "Just let us go. We don't want to hurt you."

Mahmoud chuckled bitterly. "You think what we want matters here?" The dark-skinned mutant tapped the silver collar bound tightly around his neck. "I don't want to hurt you, Bobby Drake. But I will."

The other X-Men spread out, each moving to take on an opponent. Rogue faced off against a hooded figure who appeared to have some kind of natural, scaly armor on his hands. Remy eyed up a gilt-haired mutant with a foul scar marring his face. Kitty faced off against the smoking-haired Haja.

"It would be best to give in now, Bobby Drake," Mahmoud repeated.

"Sorry," Bobby said quietly. "But we can't."

Mahmoud let out a leopard-like yowl, and launched himself at the ice-powered mutant. Bobby threw down a sheet of ice on the floor to trip Mahmoud. The other boy slid across it on all fours, recovering quickly and launching himself at Bobby.

Rogue dodged throwing stars tossed by the hooded mutant, gasping when one caught her in the shoulder. Remy turned instinctively at Rogue's cry of pain, and just managed to avoid a blow to the head from his own opponent.

Kitty narrowed her eyes at the smoking Haja, who waggled his eyebrows and then blew a ball of blue fire directly at her head. Kitty closed her eyes and let herself drop through the floor. Haja looked around wildly. Kitty phased up behind the fire-powered mutant, and aimed a kick directly at his
head. It connected, but Kitty gasped as the heat from the contact burned her foot.

Haja used her distraction to whirl around and aim a punch at her stomach. Kitty blocked him, but Haja moved around her rapidly, putting her into a headlock. He squeezed her windpipe, burning her throat with his touch. Kitty quickly phased into her attacker. Haja's eyes widened, grabbing the collar around his neck as if in pain. Kitty stumbled out of the mutant, eyes widened, stumbling and dazed. "Bobby, I think—" Kitty choked as she was cut off mid-sentence by a tiny dart sprouting from her neck.

"Kitty!" Bobby screamed as the little mutant went down, clutching her neck. From behind her, several figures all in black moved to gather up her insensate body. Rogue growled, and moved to help her friend.

"No!" Bobby yelled, grappling with the heavy force of Mahmoud as he worked to push Bobby to his knees. "No, don't! Go! Go find Scott! Now! GO!"

Rogue hesitated, but Remy grabbed her shoulder and pulled, urging her out the door. The two took off at a run, the shouts of pursuers fast behind them.

Gasping, heaving, wincing as their cheeks were cut by the sharp thorns of tropical plants, Remy and Rogue bolted out into the dark surrounding growth. They sprinted towards the swamp-like area where the Blackbird was hidden. Glancing over his shoulder, Remy grimly noted that the scarred blonde and hooded mutant were gaining on them.

"We got some kinda nasty ticks ridin' us," Remy informed Rogue. They increased their speed, but Remy's instincts told them the two would catch up to them soon.

"Logan's rule, then?" Rogue asked. Remy nodded. Grinning, the two X-Men whirled around to face their opponents.

_LOGAN'S RULE_, Rogue thought with a vicious smile, remembering her growling teacher's axiom. _'Better to attack your pursuers, than be pursued by attackers.'_

Remy charged up a card and lobbed it at the scarred mutant. He dodged it, and moved to the side to square off against the red-eyed thief.

Rogue moved out to take on the hooded mutant who centered himself in a stance she recognized from her jeet kune do lessons. The hooded mutant threw a hard punch at Rogue, who blocked it with both hands. The mutant made a sound of surprise; clearly, he hadn't expected her great strength. Grasping onto his wrist with her right, Rogue pulled her attacker into her sharp left hand jab, slamming it into his throat. Gasping and choking, he went down. Kneeling down, Rogue quickly found the two pressure points guaranteed to keep him down. Finishing, she turned to look for her boyfriend.

Remy was circling with the gilt-haired mutant in a crouch. "Sure you want another scar to go wi' that one, homme?" Remy asked casually.

The ugly mutant grinned, stretching his broken face. "Don't worry, you'll have one soon, pretty boy."

Remy shrugged, still circling. "Long as I don' have to wear yo' dog collar, mon ami."

The gilt-haired mutant's eyes flashed. He lunged at Remy, his hands sprouting what appeared to be glowing green boils. Surmising that he didn't wish to be touched by those hands if he wanted to keep his health, Remy dodged. The other mutant flipped expertly, landing on his feet. Remy shifted his
stance, and saw Rogue moving towards them out of the corner of his eye.

"Don' touch him!" Remy warned. "Don'—"

The scarred mutant used Remy's momentary distraction to leap toward him, hands angled at Remy's face. Remy caught his opponent's covered wrists and stumbled back, working to keep the unappealing digits from his face. For the second time that night, Remy was forced onto his back. Luckily, the blonde mutant wasn't as strong as the metamorph. Gritting his teeth, Remy thrust up his right foot, using the momentum of the fall to flip the other boy over his head. As the mutant moved to recover, Remy sent a charge of energy through his own body, down his legs. As his attacker turned to face him, Remy shot a hard side-kick at the other mutant's chest. The kinetic force amplified the kick, and the scarred mutant went flying backwards, slamming into a twisted tree trunk. Remy pulled out a charged card to finish the job.

"No!" Rogue called out, rushing over to draw Remy back. "We gotta get to Scott," she reminded. "We gotta—"

Rogue's eyes widened and Remy frowned. "What? What?"

"Remy, I—" Rogue choked, coughed, and before the red-eyed mutant's horrified gaze, tumbled forward into his arms. Rogue's grip tightened ferociously before her head lolled and collapsed onto Remy's shoulder, exposing the tiny dart embedded in her neck.

"Rogue! Rogue!" Remy tried to shake his girlfriend awake, knowing it was futile even before another dart sliced through his own skin. "Rogue . . . chere . . ."

Through the haze darkening Remy's consciousness he heard a cool voice tsk in disappointment.

"That's Reynolds and Shinya down. These two better be worth as much as Nathaniel says. Okay, get them into the truck with the others."

**Blackbird, Ami Cove, Genosha**

Having tried and failed to get through to the Professor, Ororo, or any of his charges, Scott knew something was wrong. Putting on his ruby lenses, he quickly put the Blackbird's defensive systems online. Anyone but an X-Man who tried to fly it now would get a nasty surprise. He pushed down the plank and exited the Blackbird into the night.

Scott felt the first attacker coming, and ducked down to avoid the blow. He hit the black-clad figure once, hard in the sternum, and then in the kidneys. Flipping the stunned body over his own back, Scott straightened up to face off against two more male-shaped figures.

Catching one punch with his left hand, he blocked a kick with his right. He side-stepped so that he was wrenching the arm of his first attacker behind his back. Scott thrust his left heel into the man's lower shin, forcing him to his knees. The other opponent aimed a roundhouse kick at Scott's head; the optically powered mutant caught it and slammed his opponent in the chest with an optic blast.

Whirling around, Scott pressed a hand to his lenses to fire off another blast. He felt a similar powerful thrust of energy smash into his own chest, knocking him backwards. Shaking his head, Scott groaned as he tried to force himself to his feet.

"I wouldn't try it," said a familiar voice. "It hurts more than you think, when you haven't been hit in a while."

Head spinning, Scott felt the pit of his stomach give out as he recognized the figure coming towards
him. Choking and gasping, Scott whispered out his name as the figure came into view. "Alex?"

Alex Summers smiled sadly. "Hello brother."

**Promo For Next Week:** They've lost contact with their companions . . . they're stranded on an island that is beginning to look like the mutant hell . . . and for the X-Men, the horrifying revelations of Genosha just keep coming. Don't miss the final three episodes of this season of "Mutant High."
They've lost contact with their companions . . . they're stranded on an island that is beginning to look like the mutant hell . . . and for the X-Men, the terrifying revelations of Genosha just keep coming. Don't miss the final episodes of this season of "Mutant High."

Recreation Room, Xavier Institute, Salem, New York

"It's been too long."

Piotr turned away from the table tennis game he was overseeing and towards the frowning Sid. "Da?"

"It's been—" Sid stopped, looking around at the younger mutants eyeing him with interest. Piotr smiled warmly at them, causing a few of the younger girls to twitter, before stepping aside to speak with his teammate more privately.

"What?" Piotr asked. "It has been what?"

"Too long," Sid whispered urgently. "Too long that they've been away, and we haven't heard anything. You know Jubilee, she should have called us a hundred times by now, just to say what color the water was, or how she found a new pair of water slippers."

Piotr smiled. "Do you think maybe you worry because you want so much to hear from your partner in crime, yes?"

"No, it's not—" Sid blushed, but continued. "It's not that. I mean, I do want to see her, but . . . it just doesn't make sense. I mean, she should have called, Remy should have checked in, Rogue should have checked in to check on what Remy was saying to us — Bobby would have called, to make sure we knew the "status" of the mission."

"Maybe it is simply a problem with communications systems," Piotr said, but his smile had slipped.

"Kitty would have found a way to get out to us," Sid countered, and watched Piotr's face pale. "If it was about getting out a message, communicating? Kitty would find it."

Piotr pursed his lips. "Then she will," he said firmly. "Katya — Kitty. Kitty will find a way."

Cell Block 3901, 3000 ft. Below Surface, Genosha

Hard, hard and cold . . . cement. It was hard, cold, cement under her head.

*Boy that hurts. Hangover . . . hangover?*

Kitty felt with her fingers, her eyelids still too heavy to open. The ground felt rough under her them,
then slippery. She took in a deep breath, and a familiar, coppery smell hit her nostrils.

_Blood. I'm bleeding?_

Kitty winced hard, and forced one of her eyes open. Her vision was blurred, a mess of white and red. She groaned, pushing herself up slightly and waited for it to slowly clear. The white began to coalesce into shapes. Kitty blinked. Things became clearer. Her eyes widened.

"Bobby?" Kitty shot upright, stumbled, and then collapsed to her knees. Her eyes fixed on the immobile Bobby.

He lay across from her, feet away, encased in a clear plastic cage — unconscious, senseless. "Bobby!" she screamed. She heard her voice, muffled, reflected back on her, and looked up. Above her was a ceiling of cement; the same lay below. Around her on four sides were walls of the same material enclosing Bobby.

Kitty ran at the barrier, steeling herself to phase. She caught the hit from the wall on the side of her face and forehead, and shrieked in pain as she stumbled back. Shocked, she put her hand against the barrier and tried to phase. She felt resistance and shook her head in disbelief. She tried harder, and winced as something stung her neck. Reaching up she felt something cool and heavy and slim — a collar. Blinking, she stared at Bobby and realized he was fitted with one too.

"Bobby! BOBBY!" Kitty screamed, banging on the barrier, building up bruises.

Her words made no echo. Kitty's gaze shifted as she saw movement to her right, and recognized the colored hair. "Jubilee!"

The little mutant roused slowly, crawling to her feet. Kitty moved to her right side, waving and screaming uselessly. Kitty felt tears squeeze out of her eyes. "Please, please, please . . ."

Jubilee scanned her surroundings and found Kitty. Her eyes lit up and she screamed Kitty's name — Kitty could tell only by the shape her mouth made, as no sound was audible. She saw Jubilee recognize the same, and answered the other mutant's frightened gaze with a sad nod. Jubilee's lip trembled, but then she pointed behind her. Kitty turned to see Bobby slowly trying to stand. Kitty waved at him emphatically. His eyes widened and she smiled in recognition, but she slowly realized he was looking to her left. Kitty turned and gasped. Beside her in another cage, a young man with golden skin slapped at the barrier himself, his own mouth screaming noiselessly.

Kitty, Jubilee, and Bobby turned slowly, looking around them. On either side of each of them were cells like their own, with others in collars, banging noiselessly on the barriers.

Kitty caught Jubilee's eyes again. _Oh God_, she mouthed. _Where are we?_

**Cell Block 3903, 3000 ft. Below Surface, Genosha**

Where am I?

Rogue groaned, head aching, muscles protesting, as she slowly came around. Grunting with pain, she tried to gather her senses.

_I'm on the ground. My face, is on the ground. Ow. God damn, my head._

Rogue flexed her hands and tried to push herself upright. She collapsed, gasping. Blinking rapidly through tearing eyes, she stared at her arms.
That shoulda been easy, Rogue realized, frowning. Before she could gather her thoughts, a flash of movement drew her attention upwards, and she gasped. "Remy!"

Rogue crawled towards the barrier that separated her from her soundlessly screaming boyfriend. She dragged her bruised hands upward to meet where his banged on the clear wall separating them.

"Remy!" she yelled, before coughing, throat sore. She reached up to grab her neck and hissed as she touched cold metal. "Rem'... Remy. It's okay, it's okay." Rogue's green-hazel eyes met Remy's frightened red ones. She tried to smile through her stinging lip.

"It's okay! It's okay, baby. I'll find a way out." Rogue ran her fingers over the barrier, staring down at the point where it connected to the concrete floor. "I'll get us out. We'll get out!"

"I'm afraid your touching gesture is quite futile, my dear."

Rogue froze, her spine stiffening. She clenched her fists and took a breath before swiftly turning around.

"You," she whispered, nails biting into her fists.

Seated on the floor, his old face even greyer, his voice dry, Magneto smiled sadly. "Welcome, young Rogue. Welcome to hell."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Shadowcat: Ellen Page

Colossus: Enver Gjokaj

Jubilee: Julia Ling

Forge: Rudy Youngblood

Guest Starring: Xander Berkeley
"What the hell do you mean, you can't get through to them? What's wrong with Cerebro?" Logan demanded in his most feral voice.

"Nothing, Logan," Professor Xavier explained. "Cerebro seems to be working fine, but somehow when I search for them . . ."

"They're not dead," Logan growled, rising forward, hands nearly clawing into the table.

"I agree," Xavier said, in a pacifying tone. "I do not get the sense that they are gone, more that I am being blocked."

"Blocked by who? Who has that kind of power?" Logan questioned.

"I don't know," Xavier responded, his soft voice revealing frustration. "It doesn't feel like the work of another psychic, and the only one I know who has that kind of technology is Magneto —"

"Figures," Logan said, seething.

"But we cannot be sure," Xavier impressed. "Logan, we have no idea what is happening on Genosha. Any attempt at this point to rescue them would be a shot in the dark, a blind strike—"

"So what? We just wait and leave our people in there?" Logan shook his head. "Sorry, Chuck. I can't do that."

"Logan, we cannot afford to lose you too," Xavier stated. "I cannot send more of our people into harm's way. We need more information. We need help."

"Help from who?" Logan snapped. "We're mutants, Professor. We have to help ourselves."

"Specimen 782. It's a Level 4 mutant, with known abilities of Meteorokinesis."

"Known abilities. What, are you saying there may be unknown abilities?"

The words filtered slowly into Ororo's consciousness, taking long moments to register, and even longer to make sense.

"Well, we haven't had a chance to run any tests yet. As a level 4, and with powers linked to the atmosphere, we're a little stumped on how to actually test while controlling the subject."

"The subject. Ororo tried to open her eyes, to move her hands.

"We've had to keep it basically immobile," the light, crisp male voice said again. "There's no telling
how powerful we'll need to make the concoction in the collar to actually maintain control."

"Well, you had better learn how to maintain control, Moreau," said the other voice, deeper and more musical. "I want to put this new shipment on the block sooner rather than later. I need to know how many we can say are for sale, and how many may need to be liquidated."

"We're having the first test this afternoon," said the other man. "We'll know about the other ones after that. I told you, Cameron, these things take time to be done right."

"Not too much time, David. I have customers I have to keep happy."

Cell Block 3903, 3000 ft. Below Surface, Genosha

"What the hell is goin' on here?" Rogue demanded, feet moving into a fighting stance as she glared at Magneto.

"Business, my dear," Magneto answered wryly. "The endless human pursuit of money off the backs of those who are different."

"Cut the fancy phrasin', Magneto," Rogue snapped. "I don't have time for it. Speak nice and simple for a nice and simple Mississippi gal."

"Or what?" Magneto scoffed. "You'll take off your gloves and shake your fists at me? By now you've surely realized what these lovely dog collars do to our abilities."

Rogue swallowed. "Who is doing this to us?"

"A new version of an older species," Magneto said through gritted teeth. "One I'd hoped had gone extinct."

"Oh for the love of Jesus—" Rogue began.

"He's most certainly not here, my dear," Magneto said, cutting her off. "Though if you care to look behind you, you may catch a sight of one of his counterparts."

Magneto nodded over her shoulder, and Rogue turned. Three men were walking down the dark hall bisecting the cell block. Two appeared to be guards; dressed in a dark uniform with an insignia of a three headed serpent on the right lapel, they marched in step, their weapons over their left shoulders. The third man walked in the middle, like a dancer out of step, swishing his long, back overcoat with large, delicate, pale hands. His long back hair covered his face. Rogue squinted and moved forward, trying to get a better look.

She caught a glimpse of his face as he turned to look to his right, his hooked nose and proud jawline just visible. He smiled widely, his eyes on Remy's cell.

Rogue took in a sharp breath. Remy's hands were clenched into fists, his shoulders raised, his entire body taut. The look on his face was one of pure terror. Rogue's eyes flickered back and forth between the two men.

"Ah," Magneto breathed out behind her. "It seems your friend may know this devil."

Rogue's voice caught in her throat as the tall pale man and the guards walked on. When Remy turned, Rogue tried to catch his eye. He looked away.

Research Lab, Codename "Gemini," 4000 ft. Below Surface, Genosha
"Easy, easy, little brother. Just relax."

Scott blinked his eyes open, taking in the smile on his brother's face, before gasping and wincing them tightly shut.

He heard Alex laugh. "It's okay, Scott. You can open them."

Scott tried to move, and found his arms and legs bolted down. "What the hell have you done to me?"

"Made it possible for you to open your eyes, for one," Alex stated. "C'mon, if you're that angry at me, open your eyes and look at me."

Scott set his jaw and looked up at his brother from under his lashes.

"There you go," Alex said. "Isn't that better?"

"What the hell is stopping my powers?" Scott demanded.

"That," Alex said, tapping the collar on Scott's neck. "That's giving you a little cocktail that's holding your powers down."

"What, some kind of mutant cure?" Scott spat. Alex wiped it away.

"No," Alex said flatly. "You've got a heavy dose to keep you calm. But I've got—" Alex tapped the silver bracelet on his left wrist — "a nice little juice cocktail right here. Enough to let me control what I have." Alex leaned forward. "You could do that too. Wouldn't have to wear those lame-ass shades."

"No, just a slave collar," Scott shot back. Alex's face darkened, but then he worked a smile onto his sunburnt face.

"I told Essex you'd be like that," Alex said, shaking his head and rolling his eyes. "You don't get it, Scott. It was hell for me, before he fixed me. Now it's . . . easy to make it come and go. I want you to have that too."

"And what if I don't?" Scott said through gritted teeth.

Alex rested his elbows on the table and smiled down at his bound brother. "Then I'll convince you."

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**COMMERCIAL BREAK**

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**South Garage, Xavier Institute**

Logan was just about to rev up his motorcycle when a distinct scent hit his ultra-sensitive nostrils. "Oh, no. No, no, no." Logan growled and turned, crossing his arms. "Don't even think about it, Tin Man."

From behind Scott's car, Piotr arose, encased in metal, with the smaller Sid beside him. Piotr flexed, and the metal skin enveloping him and his friend receded.

"Damn," Sid grumbled. "I really thought that would work. How did you smell us through the metal?"

"I didn't," Logan answered. "I just know what Tin Man's rust smells like. And no. You're not coming."
"You need us," Sid argued immediately. "What do you think you're gonna do, just drive your bike over the ocean to Genosha?"

"I'll find a way," Logan stated flatly. "I don't need to be worried about protecting you two on this mission."

"And who worries about protecting you, Professor Logan?" Piotr questioned politely, but firmly. "We're X-Men. We're a team."

Logan narrowed his eyes. "I really don't need the school sales pitch right now, kids."

"No, what you need," Sid stressed, "is a way to get to the island unseen."

"They already took the Blackbird," Logan said, gesturing to the area of the empty hanger.

"But not the copter," Sid said, with a sly smile. "Piotr can fly it. And I made some modifications that'll get us there without being detected."

"You want me to fly with two unlicensed kids to a south African island probably full of mutant haters?" Logan snorted.

"No," Piotr said calmly. "We want you to take a team of well trained X-Men with you to mount an aerial rescue mission."

Logan growled. "God damn it."

"Let's hope not," Sid said brightly. "We're gonna need all the help we can get."

**Cell Block 3901, 3000 ft. Below Surface, Genosha**

"Damn, damn, damn!"

Kitty ground her teeth as ran her hands down the barrier between her and freedom. "God, it's frustrating to not be able to go through things!" she murmured. "This must be what normal people feel like."

Across from her, Bobby was also clearly struggling with his lack of powers. Kitty gestured to the collar, but Bobby frowned, crossing his hands back and forth to signal 'no.' He cast his gaze up to the sides of the room significantly, and Kitty followed.

"Right. Cameras," she muttered dejectedly. "Damn! How do we talk?"

Kitty searched out Jubilee, who was staring at the slim Polynesian boy in the cell beside her. He was clapping his hands together, staring at Jubilee as if trying to communicate something.

"Does he not get that we can't hear him?" Kitty wondered aloud. She waved her arms to catch his attention. After a moment the boy noticed her. He then turned to her, and with eyes wide and pleading, clapped again.

*I can't hear you!* Kitty mouthed, pointing to her ears. The boy just shook his head and continued clapping.

*What?* Kitty mouthed.

The boy lifted his hands up slowly. Kitty nodded. *Yeah, I get it.*
The boy clapped three times, quickly. He then clapped slowly . . . one, two, three. Then three times quickly again. He raised an eyebrow.

*I don't—* Kitty started to mouth then stopped. *Wait. One, two, three, slowly, one two three fast . . .* Kitty's agile mind ran swiftly through all the codes she knew. The boy clapped again; one, two, three, one . . . two . . . three . . . one, two three.

*One two three . . . one . . . two . . .* Kitty's eyes widened. *Oh! Oh! S.O.S. Save our ship. Morse!* Kitty mouthed, jumping, and then covering his mouth with her hand. The boy's eyes lit up, and he nodded.

Kitty smiled at him, before turning to the others and clapping, raising her hands so they could see them. Bobby narrowed his eyes, pointing to his ears, but Kitty shook her head and continued, showing him her hands. It took him only a moment to catch on. They had all been taught morse code by Logan for just such a situation as this.

*Can you get it off?* Kitty clapped out.

Bobby narrowed his eyes and cast his gaze up to the corners of the room, before taking a visibly deep breath and closing his eyes. Kitty bit her lip, drawing blood. Bobby winced, his face working.

"Come on, come on, come on . . ." Kitty whispered.

Bobby scowled, clenched his fists, and then gave a scream Kitty couldn't hear as he reached up and tugged on the collar. Kitty let out a deep sad sigh, and was about to sink to her knees, when Bobby's eyes widened. She pressed herself closer to the barrier. Bobby winked, and with one jerk, pulled the collar hard enough to snap it open.

Kitty leapt and clapped and then winced. *Sorry!* she mouthed to Bobby.

Bobby just waved it away as he pulled the collar completely off and placed his hands on the barrier. Ice fanned out across the walls of his cell, a maze of frozen latticework. Bobby tested it by pushing slightly, and then iced up his fist and smashed it into the barrier. It shattered.

Bobby jumped clear of the frozen debris and ran to Kitty to do the same. She backed away as he froze the barrier and slammed his way through.

"Oh thank God," Kitty said immediately, as soon as he was inside. "This not being able to talk thing was the total worst."

"Yeah, I bet," Bobby said, grinning, as he moved to work on her collar.

"How'd you get it off?" Kitty asked, as he placed both his hands on the cool metal.

"I lowered my core body temperature enough so that I think it registered me as dead," Bobby answered. "I think it's pumping us with some kind of serum to stop our powers. See?" Bobby jerked Kitty's collar off and she gasped in pain. He held it up for her to see — the inside was lined with what appeared to be tiny syringes.

"Gross," Kitty exclaimed. "Let's get our people out of this hellhole."

Bobby nodded, and the two X-Men ran to Jubilee. Kitty phased through the barrier to pull their friend out, and Bobby froze the collar off.

"I fiercely dislike this place," Jubilee said as soon as she was free. "Let's find the others and go."
"Agreed," Bobby said. "I think we can start by going through that door." He nodded to the door to their left.

Kitty's eyes caught the waving arms of the boy in the cell beside her former prison. "Wait!"

Kitty jogged over to his cell and phased quickly through the barrier. "Hi! I'm Kitty Pryde. I'll be your rescuer for the moment."

"That sounds like music to my ears," the boy stated, as Kitty phased her hands through his collar, feeling for the lock mechanism.

"Ah!" Kitty undid the lock from the inside and pulled the collar free of the boy gently. "That's better, right?"

"You can say that," the boy said, immediately rubbing his neck. "Any idea where we are?"

"I was gonna ask you the same," Kitty said dryly. "What's your name?"

"Jose," the boy said, offering his hand for Kitty to shake. "But you can call me Skylark, if I can call you Beautiful."

"Whoa now," Kitty said with a half-smile. "Let's get free of this freakshow before we start our own." Kitty offered the boy her hand, and together they phased through the barrier.

"We better run," Bobby said roughly, sizing up Skylark. "The cameras definitely caught us, and we have no idea what kinds of weapons these people have, or how willing they'll be to kill us for trying to get out."

"Easy, easy, my new friend," Skylark said, and whistled softly. Bobby's eyebrows popped up as he felt his body instantly relax at the sound. "We just busted out of their super fancy prison, eh? I think the four of us can take them, no problem. Four powerful, tough-ass mutants working together? This'll screw with all their plans."

Cell Block 3903, 3000 ft. Below Surface, Genosha

"Remy. Remy!" Rogue banged on the barrier separating her from her boyfriend, who refused to look in her direction.

"I do believe he cannot hear you, my dear."

"You shut up!" Rogue snapped, refusing to look over her shoulder at the older mutant. "I swear to God, whoever put me in with you must have a damn vindictive streak."

"And isn't that the question you should truly be asking yourself?"

Rogue took in a deep, slow breath before turning to face the man who once tried to kill her to make the world a better place. "If you got somethin' to share with the peanut gallery, by all means, Mags, let's hear it."

Magneto smiled weakly. "My dear Rogue, you are several thousand feet under ground, wearing a collar that prevents you from accessing your natural abilities, held in a cell by men who clearly mean you ill. You should be preparing yourself for the very worst streak humankind is capable of, rather than idly calling for your . . . friend."

"Well see, that's how we're different," Rogue said sharply. "See, when I find myself in a bad
situation, the first thing I do is worry about my friends. And I ain't your 'dear' anythin'."

"But you are a fellow mutant," Magneto responded calmly. "And as such you might want to consider what is in store for you as a lab rat. I can assure you that you will need all of your faculties present to make it through whatever they have planned."

"Oh? And what about your 'faculties'?” Rogue shot back. "What, you just gonna sit there and try to scare me? I'm supposed to be all fallin' down scared because you don't have the answer? If it's so bad, how come you're not up and fightin'? Are you just gonna send me out, again? Found another situation where you just can't take it?"

"I have taken it," Magneto boomed, and Rogue took a step back at the rise in the old man. "I have been in this position before. I know precisely what it means to be in a cage, the subject of experimentation and brutality, by the very worst breed of men. It is as I have always said — what men have tried once, they will try again. The times change, but their methods vary very little."

"Then why aren't you fightin' it?" Rogue questioned, quieter now.

Magneto smiled bitterly. "My dear. What do you think they are waiting for?"

Research Lab, Codename "Gemini," 4000 ft. Below Surface, Genosha

"I've really missed you."

"Somehow I'm not feeling the love," Scott said flatly to his brother.

Alex groaned. "I knew you'd be like this."

"You knew I wouldn't react well to having my people taken away and being strapped down to an iron table with my powers cut off? Oh, how you've grown in brilliance."

"Your people are fine," Alex assured. "Including your brother, who's right here. Oh, but am I not your 'people' anymore? Because I'm not an Xavier groupie?"

"You're somebody's people," Scott shot back. "Whoever gave you that pretty ice on your wrist."

"What they gave me," Alex said through gritted teeth, "is a new freakin' lease on life. Xavier couldn't do that. He couldn't help me control it. I almost killed you, Scott! You, you got your little glasses to protect you. I had to walk around as a ticking bomb, never knowing if I might kill someone, or burn myself up! And all he could do was tell me I had a gift. Well, for some of us it isn't a gift. Getting more power isn't always the lovely walk in the park with mutant friends Xavier tried to say it was."

"That wasn't your fault," Scott said softly. "What happened to Mary—"

"Don't." Alex spat. "I had it from Xavier, I don't need it from you. I caused it. It doesn't matter if I didn't mean it. If you kill someone, you kill them. You don't get to just wash it away because you're sorry. If you can't control yourself... you're no better than a dog with rabies."

"You can learn control," Scott argued, desperately. "Alex, if that's what you need you can choose to learn it. You don't have to sell your soul to — whatever this is."

"I didn't have much of a soul to sell," Alex said flatly. "Scott, I can't — I won't live my life afraid of what I have in me. It's not a gift, it's a curse, and I just wanted to be free of it. And now? I am."

"Free?" Scott snorted, significantly eyeing his brother's bracelet. "Sure. In exchange for controlling
your powers, you get, what — a job as whoever runs this place's pimp? Maybe you're content to be a lap dog, but the collar just doesn't do it for me."

Alex sighed. "C'mon, bro'. Don't be so naive. You still buy Xavier's line about world peace, fighting for rights and equality? That's as much a lie as Magneto's bit about us ruling the world. One thing rules the world, and always has little brother. Money. The world is a business, and you got two choices; you can either be the product, or the one selling it."

"Product?" Scott squinted. "What the hell do you mean, product — what, you want me to build something?"

Alex shook his head, smiling with his tongue at the top of his mouth. "The product is all around us, Scott. The product is in us."


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**COMMERCIAL BREAK**

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**East Block Corridor, The Compound, 3000 ft. Below Surface, Genosha**

Kitty and Bobby phased through the door of their cell block. They immediately moved back-to-back and into fighting position as they emerged into a long, dark corridor.

"Clear enough," Bobby muttered. "Okay, go get the others."

"Got it, chief," Kitty snarked. Bobby frowned at her. Kitty rolled her eyes with a smile, before reaching a hand through the door and yanking Jubilee through. The youngest X-Men held Skylark's hand, and the new mutant shook his head and whistled.

"Now that is one weird-ass feeling," Skylark murmured.

"We have to try and locate Professor Scott, Professor Monroe, Remy and Rogue," Bobby said swiftly. "Now the question is whether we team off, or go together."

"I vote for together," Jubilee said instantly. "C'mon, guys, too many of us are missing already, and we have no way of getting in contact with each other even if we do find them."

"We should move fast, too," Kitty stated. "There's no way they missed our jailbreak."

"They?" Skylark questioned.

"Whoever is watching," Bobby said grimly, scanning the corridor. "Okay, three doors. Anybody got a preference which one we choose?"

"This one just has a number on it, plus this creepy symbol," Jubilee said, pointing out the three-headed serpent embossed into one of the three iron doors. "Can't go wrong with that, can we?"

"Let's see." Kitty grabbed Jubilee's hand, and together they phased through the door.

"Oh." Kitty felt her stomach drop. "We can. We can go so wrong."

Kitty stared, dumbfounded, body chilled, at the scene before her. She opened and closed her mouth, uselessly, once again robbed of speech. Jubilee touched her shoulder gently.
"Kitty . . . Bobby, Skylark . . ." the younger mutant said. Kitty nodded, and turned, reaching her arm through the door to offer her hand. Skylark came through the door first.

"Damn, I really gotta — whoa," he murmured, his voice faltering as he looked around. "What the hell?"

Kitty didn't answer, pulling Bobby through. "We have to move fast," Bobby stated as soon as he was inside. "The fact that we haven't seen any guards yet is making me uncomfortable, and—"

Kitty turned away without answering. "What?" he asked.

"Bobby." Jubilee nodded around the room.

"It's — oh." Bobby let out a long, slow breath. "Oh, God."

The room was smaller than the cell block, with barely enough room to move around for all the equipment that filled it. Large computers lined the walls, and what appeared to be a mammoth scanner took up much of the left half of the room. A table on the right supported a series of jars full of unmistakably human organs suspended in liquid. But the primary focus of the room were two ceiling high pods. In them, immersed in blue liquid, floated two immobile bodies.

"This is sick," Skylark whispered, as the other mutants moved slowly through the area.

"This is massively illegal," Bobby said, observing the jars of organs, freezing when he came upon one which supported a nearly to-term fetus. "I mean, not that we didn't know that already. But this is like, every Nuremberg law broken at once."

"Nuremberg," Kitty murmured, coming to stand in front of one of the pods. The hair of the perfectly preserved specimen within floated around its face. "That's exactly what this is."

"Well, I vote—" Jubilee’s vote was cut off by the door at the east end of the room swinging open. Two guards barreled inside, guns raised.

"Hey!" Bobby shouted. One of the guards turned to fire at him. Bobby iced up both hands and grabbed the weapon. The guard pulled the trigger to no effect as the high-powered rifle froze over. He tried to jerk away, and Bobby pulled one heavy fist off to punch the guard in the face, dropping him.

"Bobby!" Kitty shouted, as Bobby heard the click of a safety being turned off. He whirled around to face down another gun barrel. He grabbed the gun and began to ice it up when a sweet, sharp melody hit the airwaves. The guard's eyes rolled up in his head. He collapsed, senseless, to the ground.


"Don't mention it," Skylark responded. He smiled, and then his gaze moved behind Bobby. "Hey!"

A third man, dressed in a heavy lab coat and wearing thick gloves turned to run out of the room.

"Oh, no, no, no," Bobby stated, quickly grabbing the thin man by his left arm and twisting him around in a tight hold. Bobby turned the man to face the other mutants. "No, you're staying right here. You're gonna answer some questions, doc."

"Please, please, I am just a scientist," the thin, plai-faced man babbled in a reedy voice.
"And just exactly what is this place?" Kitty said, seething.

"This is my lab," the scientist said with a pathetic attempt at a smile. "You see? This is where I conduct my experiments, and —"

"We know what a lab is, idiot," Jubilee snapped. "We also know that this is about a hundred different kinds of illegal."

"Not on Genosha," the scientist answered. "On Genosha it is all perfectly legal."

"Well I'm sure the rest of the world will take all that into account at your trial," Kitty shot back.

The scientist just shrugged as best he could from within Bobby's hold. "And will you be bringing me all the way out of here for that trial? Past all the other guards? I think by that time I will have myself a very good lawyer."

"He's right," Bobby said. "We can't afford to take him with us, he'll slow us down."

"We can't just leave all this here!" Kitty exploded.

"No. We can't," Bobby agreed. "Jubilee, get ready. As soon as we're through this door you blow this place to bits." Jubilee nodded, rubbing her hands together to generate energy, sparks snapping in the air around her.

"You can't!" the scientist warned, finally looking scared. "Any kind of explosion, any change in temperature — this whole room could explode. The amount of energy being used to sustain the equipment and the computers cannot take any more, and in the containment pods is radioactive material. You can't blow it up, you'll kill us all!"

"And what about them?" Kitty snapped, jerking her head furiously towards the immobile bodies.

The scientist shrugged, a small sheepish grin stretching his plain face. "They are . . . past help."

"Really?" Kitty asked. The scientist nodded, one eyebrow raised. "Well then," Kitty whispered. "So are you."

The scientist frowned in confusion as Kitty grabbed him by the shoulders. Bobby helped her move him towards the pods. When Bobby let go of the thin man he tried to struggle away, but found the little mutant stronger than he had expected. Kitty shoved him into the pod, and the scientist gasped as he felt himself start to phase into it.

"Please—" he began.

"Save it." Kitty shoved the protesting man through the glass and into the pod. The scientist screamed as he bumped into the other inhabitant, a stream of bubbles issuing from his mouth. Kitty watched him struggle, chest heaving, the rest of the room silent. The scientist's eyes bugged, his body jerking and shaking as he drowned. Finally his struggling ceased. "C'mon," Kitty said, breaking the quiet. "Let's find the others and get the hell out of here."

**Cell Block 3903, 3000 ft. Below Surface, Genosha**

"So what the hell is this place then, if you're so all-knowin'?" Rogue questioned Magneto, pacing back and forth within her cell, casting glances over at Remy.

"Come, come," Magneto said infuriatingly. "Please don't tell me Xavier has so neglected your
"education that you lack understanding of recent history?" The old survivor raised one elegant eyebrow.

"Recent history — so you're saying this is what? A concentration camp?" Rogue continued pacing. "That what, this is a place to kill mutants?"

"No." Magneto chuckled. "Where would be the profit in that? No, this place—" He stared around the room in disgust — "This place is simply the latest advance in the oldest trade in the world."

Rogue swallowed. "You mean . . . prostitution?"

Magneto barked a laugh. "That too, I am sure."

"So this place is . . . headquarters for mutant trafficking?" Rogue pieced together.

Magneto made a disgusted sound. "Oh, the gentle play on words we use to disguise the truth. Call it what it is, my dear. Slavery. This is a mutant slave house. And we, the wares."

"They can't," Rogue muttered. "They can't. Slavery's been illegal for years—"

"Has Charles taught you nothing?" Magneto snapped. "There are more slaves in this era than in all of North America's sordid past. Around the world, in third world countries and in your beloved United States, there are hundreds of thousands of humans in bondage. The trade has never stopped. It has simply grown more adept at hiding itself. And now, it has evolved, evolved beyond enslaving humans — to try to enslave us."

"They can't," Rogue said through gritted teeth. "We won't let them. They can't."

Magneto smiled. "Against what do you think I have been fighting all my life?"

Rogue bit her lower lip. "Then why ain't you fightin' now? Why—"

The sound of the door blasting off its hinges interrupted their conversation. Bobby, Kitty, Jubilee and a boy Rogue didn't recognize strode inside the cell block.

Rogue! Kitty yelled, her voice inaudible from outside. Rogue pointed to her ears. Oh, Kitty responded. She ran at the barrier, quickly phasing through. "Rogue, oh my God, are you okay?"

"Yeah, I'm fine, I guess," Rogue supplied. "How'd you—"

"We broke out, it's the collars," Kitty said quickly, all business as she reached up to undo Rogue's. "They keep your powers down."


"Oh." Kitty pulled back. "But, we have to. We have to get out. Okay, come outside, we'll have Bobby freeze it off. Then you can get rid of it yourself."

Rogue nodded, and moved to go. "Wait." She turned to Magneto, who remained seated. Kitty scowled. "We should leave him here."

"We can't. Kitty, this place —" Rogue began.

"I know. I saw," Kitty said shortly. "It's like Mengele's wet dream."
"So we can't just—" Rogue attempted, but Magneto let out a laugh.

"If I wished to leave this place, no human slave collar would stop me," Magneto said proudly.

"Really?" Rogue crossed her arms. "You gonna let pride stop you from acceptin' our help?"

Magneto opened his mouth, but just then a loud alarm came blaring into the cell block. "Ah," Magneto breathed. "It seems our time has been cut short."

"Rogue, c'mon," Kitty said, grabbing her friend's arm. Rogue cast one last look back at the old mutant warrior, before letting Kitty pull her through the barrier. She let Bobby freeze the collar until it cracked, and then pulled it off herself. Her eyes never left Kitty as the little mutant phased into Remy's cell and pulled him out. "Remy," Rogue started as soon as he was out. "We—"

"We gotta run," Remy said swiftly. "I don't know how fast the reaction time is for the guards here, but I best it's faster'n most."

"The door. Quick, let's move," Bobby ordered. "Jubilee—"

Jubilee nodded. She blew on her hands, calling up snapping, high-energy plasmoids. She tossed them at the door, blasting it open. The others followed, streaming into another cell block. It held seven cells of mutants who immediately ran to the barriers and screamed, voiceless, to be let out.

"It'll take forever to free them all," Jubilee exclaimed.

"We can't just leave them!" Rogue burst out.

"We won't," Bobby said. "There's gotta be some kind of lock, or switch. Kitty, find whatever mechanism's locking the cells in place and do your hacker thing and—"

"Bobby," Kitty nodded over his shoulder. Bobby turned.

"No," he whispered. "John?"

John Allerdyce stood pressed against the barrier, his eyes on Bobby. The two former friends waited for a full moment in silence, until all of the barriers slid open.

"Found it!" Kitty shouted.

"Okay," Bobby said, his voice a little horse. He cleared his throat. "Okay, let's move!"

The stream of newly freed mutants ran towards the next door. Jubilee blasted it open, revealing another long corridor. The horde of newly freed mutants ran inside, jostling against one another.

"To the right, to the right!" Bobby shouted, pointing. "The door on the end!"

The crowd moved towards the door. Jubilee got ready to blast it. Suddenly it opened on its own, three guards in black forcing their way inside. The mutants with collars on screamed, trying to pull back.

"Back, back through the door!" Kitty shouted, urging them towards the cell block door. "Its—"

Kitty turned to find herself faced with more guards in black, carrying heavy weaponry. The mutants found themselves pushed back again. A guard aimed a gun at Kitty, and Bobby iced it over. "Push them back!" Bobby hollered. "Everyone make a circle, those of you without active powers—"
Bobby felt a hand grasp his shoulder desperately, and turned to watch one of the collared mutants collapse. "What, what's wrong?" he demanded. The mutant, a dark skinned girl with nostrils like a dog just choked and gasped as she fell, her hands clutching at the collars.

"The collars!" Bobby shouted, looking up. "Get them off! They—"

"They are not nearly as stable as we would have liked, clearly," said the elderly blonde man in an expensive suit who strode into the room from the exit door. "Improvements will have to be made."

"Take him out!" Bobby ordered. The man tsked, pointing to his side. "Ah, ah, ah." Bobby eyes followed where he indicated. Skylark and Jubilee were held by two guards, guns pressed to their temples. "Careful, now. We don't want anyone hurt in this exercise."

"Exercise?" Kitty's wide, furious gaze moved between the man in charge and the guards holding Skylark and Jubilee.

"Yes, we were worried about problem with our collars," the man said, looking around at the collared mutants who were collapsing, gasping, to the ground. "This exercise should help us very much in figuring out how to improve the design. Thank you."

"Who the hell are you?" Rogue demanded. "What is this place?"

The man made a motion as if to doff his hat. "My name is Cameron Hodge. This is Genosha. I apologize for the accommodations. We're expanding, you see."

"Expanding what?" Rogue asked again, loudly. Behind her back she made a fist and then held out three fingers for Remy to see. Remy glanced over at Bobby, tapping his thigh with two fingers. Bobby nodded, getting ready.

"Business," Hodge answered. "Just business. We don't want to have to hurt any of you—"

"Well, we do," Skylark said. He whistled loudly, causing the guards holding him and Jubilee to shriek and grab their ears. He whirled towards Hodge, hand raised. A gun shot sounded. Jubilee screamed as Skylark went down, red blossoming from his chest. Hodge grinned over at Bobby. "We don't," he repeated, raising the small sidearm with which he had killed Skylark for effect. "But we will if we have to." Hodge snapped his fingers, and two more guards moved into the room to take the unconscious guards' places. "Now. Where were we? Oh, right. Business."

ENDING CREDITS

Promo For Next Week: No way out. No way in. As the X-Men face their cruelest foe yet, will they break under pressure, and give in to their darkest impulses . . . and their deepest desires? Don't miss the revelation laden two part finale.
Sinister

Chapter Summary

No way out. No way in. As the X-Men face their cruelest foe yet, will they break under pressure, and give in to their darkest impulses . . . and their deepest desires? Don't miss the revelation laden two part finale.

Season Two, Episode Twelve: Sinister

"Rich Man's World (1%)" by Immortal Technique Plays Over The Opening Scene

Landing Bay, Air Strip, Genosha

Hodge inspected the giant metal crate being carefully loaded into the sleek, dark plane before him. It rattled slightly, causing the guards supervising it to murmur. He noted the frown on the handsome face of the man standing beside him.

"Relax, Faisal," Hodge assured the perturbed man murmuring in quiet Arabic. "Those collars are fool-proof. We had them tested last night. They'll hold."

"We were promised docile mutants," Faisal Abdullah responded, playing with the tip of his beard. "Safe mutants."

"And you'll have them," Hodge promised with a slight smile. "We don't send a product out unless we're positive it's the complete package. Trust me."

Faisal's eyes stayed on the crate until it was safely locked inside the plane. Hodge leaned over, offering his hand. "Well, you come highly recommended," Faisal stated. He shook Hodge's hand.

Hodge grinned. "Nice doing business with you."

Eastern Block, 4000 ft Below Surface, Genosha

"Make sure my five o'clock with Sanders isn't double-booked. I don't want to have everything prepped in Swedish if I'm meeting with the Nigerians," Hodge insisted as he strolled down the darkened corridors of the underground compound. His aide hurried to keep pace with him as she jotted down the notes on her phone. Two guards moved along rapidly behind them.

"Sir, Reynolds wanted me to let you know they've been having problems with the . . . renegades on the northern half of the island," Hodge's aid whispered, glancing skittishly up at her boss.

Hodge's face didn't betray any emotion. "Tell Reynolds that if he can't take care of that problem, then I have someone ready and waiting for his job who will."

"He requests additional support from the Solomon program," his aide replied.

"Done," Hodge said shortly. They rounded a corner, and nearly collided with a bulky, hook nosed man. He leaned against a door labeled "Research and Development". Hodge stopped up short. His aide swallowed, and found a reason to look away from the new arrival.
"What now, Essex?" Hodge asked, his tone already betraying annoyance.

"I need my resources, Hodge," the man called Essex responded. His voice was silky and musical, and profoundly disquieting. Hodge's aide felt her skin crawl. "If you keep downsizing my department, I won't be able to make the pretty toys that help out with your business. We wouldn't want that, would we?"

"Business comes before pleasure, friend," Hodge said. The other man rubbed his fingers together as if he had an itch he couldn't scratch.

"My experiments are not about pleasure, Hodge. I—"

"Your experiments are about serving my bottom line," Hodge interrupted. "If I give you too many toys just to break I won't have any to sell."

"Science requires sacrifice," Essex countered silkily.

"Not when it comes to profits," Hodge said delicately.

"Your problem is you just see science as serving business," Essex said, with the hint of a sneer.

"Everything serves business, Essex," Hodge said with dismissive certainty, adjusting the lapels of his suit. "Accepting that is the first step up in any enterprise. I'll give you twenty-four hours for your personal project, then I want you back in R&D."

"I'm not one of your slaves, Hodge." Essex seethed.

"No, you're my employee," Hodge said easily. He moved in too close to the other man, dropping his voice to an intimate whisper. "But I can understand the confusion." Essex swallowed discernibly, and Hodge smiled. "Twenty-four hours start now. Please —" Hodge stepped aside and gestured grandly down the darkened corridor — "Enjoy."

Essex growled, just under his breath, and Hodge's aide pulled aside as the man swished off in his unsteady way. She caught a glimpse of his face as he passed, and felt her skin do more than crawl.

Cell Block 3903, 3000 ft. Below Surface, Genosha

Rogue awoke up slowly, aching in parts of her body she didn't know could ache.

*God my head . . .*

She winced, blinking her eyes open, feeling her knees sore against the ground. She looked out onto the clear walls of her cell. The same cell she'd been in before. "Dammit."

"My t'oughts exactly."

Rogue whirled around to see Remy, on his knees as well, shaking his head. "This one's head . . ."

"Remy—" Rogue scrambled over to him, biting back a groan at the ache in her muscles. She reached for his shoulders, almost touching his coat before she caught herself. Remy looked up, the red in his eyes gleaming. Rogue's breathing sped up. She found herself conscious of taking in the same hot air he let out. Remy tilted his head and she swallowed.

"Chere—"

Rogue hurried to her feet. "We gotta find a way to get out."
"Don' think there is one, chere. Guessin' dis place is mutant-proofed up and down. If they let us escape the first time, think they got things done up more tight now, oui?" Remy reminded.

Rogue placed a hand on the barrier, flexing her muscles. They felt weak, helpless. No trace of her superhuman strength.

"We gotta get out. They could be doin' anything to our friends!" Rogue seethed, slamming her hand into the wall. Remy moved to touch the barrier as well.

"You got any ideas, chere, this one's ready n' willin' to hear 'em," the Cajun noted flatly. "But we gotta assume they're watchin' us, them."

Cell Block 495, 3000 ft. Below Surface, Genosha

Bobby blinked, things slowly coming back into focus as he felt around on his hands and knees.

"Don't strain yourself," said a familiar voice behind him. "The drugs don't wear off until a few hours after your escape. Get ready for the one migraine to rule them all."

Bobby swallowed down bile and refused to look at the pyrokinetic mutant lounging behind him. Instead he stood up and stumbled over to the barriers of the cell, placing his hands against the wall. Bobby felt inside for his power, and tried to draw in moisture. He hissed in pain as what felt like a miniature seizure rattled through his brain.

"I told you, man," John said again from behind him. "They've got the iron gloves on now. Trying to fight it is just gonna turn your brain into Mengele's tofu."

Bobby ignored his former friend, testing his knuckles against the barrier and eyeing the long blank black screen on the other side. He gave it a few experimental hits with his fists.

"Oh, come on," John expelled in frustration, getting up and walking over to Bobby. "Are we really gonna play the silent game when we're trapped a thousand feet underground in Anti-Mutant Guantanamo?"

"Better than wasting my time listening to you complain about how useless fighting back is," Bobby said, without looking at the other boy. "Is that what your good pal Magneto taught you?"

"If he couldn't get out, do you really think you will?" John countered.

"We already almost did," Bobby reminded John, tapping again at the barrier.

"Bobby, wake up! They let that happen!" John let his voice drop as he stepped closer to Bobby. "The whole point of that was to break you, to pull a Ramsay Bolton and bring you up to bring you down." Bobby pulled away, but John grabbed his shirt and whispered into his unwilling ear. "If they think you still have it in you to fight, they'll think they haven't done enough to break you."

Bobby yanked out of John's grip disgustedly. "Well, see, Logan — you remember Logan, one of your teachers, saved your life a few times? — he trained us X-Men to handle interrogation."

"It's not interrogation, Bobby! It's—" John stopped short when the screen just outside their cell blinked into life, showing—


Kitty as seen on the screen was seated in a small cement room, strapped to what resembled a dentist's
chair. Beside her lay a table of glistening surgical equipment.

"Oh, no," John said, closing his eyes. "I really hoped it wouldn't be this."

"What are they doing?" Bobby demanded.

"Bobby . . ." John put a hand on his shoulder. Bobby grabbed the other boy by the scruff of his shirt and slammed him into the barrier.

"What are they doing?"

John closed his eyes, wincing, before answering. "I told you. They're breaking you."
500 ft Above the Island of Genosha

Logan gripped the sides of his seat and swallowed, queasy, as the helicopter shifted and grunted, gradually lowering. "Will you put this bucket of bolts down somewhere before we all crash?" he growled.

"Don't call Gemma a bucket!" Sid protested, rubbing the helicopter's front panel. "She got us across an ocean. She's a miracle of engineering and love."

"You named it. Great," Logan groused. "Remind me to get you a girlfriend when we get back."

"I can't find a clear landing arena," Piotr explained, frowning as he steered the helicopter with slow, plodding precision. "And I expect we don't want to try and use the official Genoshan airport."

"This baby should be able to land anywhere there's a flat patch of ground," Sid stated proudly. "We —"

Sid's sentence was abruptly lost as a force smashed into the helicopter's left flank, sending it spiraling in the other direction.

"Dammit, what was that?" Logan snarled, glancing wildly down at the jungle island below.

"I don't know, I can't see—" Piotr tried desperately to even out the helicopter even as it started losing altitude, going into tailspin. Another projectile whizzed past the right side window. It shattered, gusting the helicopter harshly in a whole new direction.

"We need to get to a flat patch, something we can slide into," Sid tried to explain over the screaming warning alarms the helicopter was emitting. "We have to—"

Sid was cut off again as his seatbelt snapped, and he was jerked to the right. Logan ripped out of his own seatbelt to grab the boy before he was dragged out the window.

"I knew this would get us all killed!" Logan roared. He unsheathed his claws, slamming them into the dashboard to hold them there. "Piotr, get this this on the ground!"

"That part will happen definitely!" Piotr yelled back. The muscular Russian heaved as he fought to level the helicopter out, aiming for a patch of green that was rapidly approaching. "Hold on!" Piotr warned, as the helicopter began touching down.

"Always do," Logan hollered back. The helicopter hit the ground harshly, chunks of dirt flying up and making vision impossible. Piotr armed up, his metallic skin protecting him as the window shattered. Bits and pieces of metal whirled around the three mutants like shrapnel. Logan covered Sid's body with his own, grunting as the tip of the main rotor blade buried itself in his shoulder. The helicopter continued grinding forward of its own accord until its skids gave out, finally coming to a steaming, smoking halt.

Piotr recovered first. Keeping on his metallic covering, he ripped off his seatbelt and dragged the unconscious Sid and the slowly waking Logan through the cabin door. Grunting and groaning, he dragged both mutants as far he could from the wreckage, before collapsing in the hot tropical air.

Logan moaned, slowly rousing as his healing factor kicked in. "Hey, Sid. Sid." He flipped the young mutant onto his back, patting his face. Sid moaned, his head gashed, but only slightly.

"Logan," Piotr murmured.
"We gotta get as far away from that deathtrap as possible," Logan instructed Piotr without looking away from Sid. "If it blows we need to be out of range."

"That may be a problem," Piotr replied dryly. Logan frowned, and looked up.

Around them, rising as if from the ground, was a group of fighters dressed in heavy camouflage. That they were mutants was apparent from the one whose skin was a deep, jungle green all on its own, and by the one approaching; a white-haired tower of a man, with an ugly scar across the side of his face. His left arm was entirely bionic, and his expression stony.

Logan rolled his eyes as the white-haired mutant raised his metal arm. "Oh, who the hell are—" he began, before it collided with his jaw, sending him into blackness.

Isolation Tank, Room 375, 4000 ft. Below Surface, Genosha

She had waited for her eyes to become used to the blackness, to make out some general shapes. She had fought back the panic, telling herself that once she could see she would know what to do.

But the darkness hadn't abated. Ororo was forced to crawl on hands and knees, unseeing, to find out where she was being kept.

She reached a barrier, bumping her head and gasping. She felt all along it, trying to locate some kind of door or window. She found an angle, a turn in it signaling a new wall. Her hands traveled along it as she crawled, searching.

Another angle. Another wall, too soon and too close. Ororo fought the panic again. There had to be a door somewhere here, a way inside. She moved faster, patting the walls all around her, feeling, seeking.

Another angle. That was okay. There was still room for another door. She could find a way of opening it, she was sure. Her thief's skills were rusty, but they remained. She could find a way out if there was just a—

Another angle. She felt around for a door, slapping her hands all over the barrier. Nothing. No opening.

She was losing control of her breathing now, panic rising as she felt on the floor for a trap door. Nothing.

"No," Ororo whimpered. "No, no they can't. There has to be a way out."

She struggled to her feet, feeling above her. The tips of her fingers touched ceiling. She scraped them along it, searching for a hole, a way out. Nothing.

"No," Ororo whimpered. "No, no they can't. There has to be a way out."

"No," She said it again, and gulped in air before she realized she would have to conserve it. How was air getting in? She was trapped. She was ten again. No, no, she was in her thirties, a grown woman.

"Let me out," she croaked. No, Don't beg. "Let me out." Don't . . . don't . . . "Let me out!" Her voice cracked, rose. "Let me out! Let me out! Please, please—"
"Please! Stop! Stop!" Bobby pounded on the barrier, his eyes wide and horrified. The gloved and masked torturer wiped the blood off the scalpel that had made so many incisions into Kitty's soft skin. Bobby couldn't hear her scream, but he could see, with terrible detail, the agony on her face.

"Bobby—" John began, reaching for the other boy. Bobby shoved him aside and bashed his fists uselessly into the barrier. The torturer selected a new blade, small, curved and serrated.

"Stop it! Stop it! I swear to God — no, no!" Bobby's throat was hoarse, helpless, as the blade pressed into Kitty's left arm. It drew from her another soundless scream. Bobby supplied one of his own.

John turned aside. "Jesus—"

Bobby seethed, his knuckles bleeding as he fought again against the unbreakable barrier. "Make it stop . . . make it stop . . ."

"Bobby—"

"How do I make it stop," Bobby growled, his voice dangerous. John swallowed, looking from Bobby to Kitty.

"They're controlling it," John said roughly, his own hands clawing beside him helplessly. "They're the ones—"

"They're showing this to break me," Bobby interrupted, his eyes still on Kitty. "You said that. So what do they want, what do I do?"

"Bobby—"

"WHAT?" Bobby screamed, looking up to the cameras in the cells, in the hallways. Screaming at his captors. "What do you want? You want me broken?"

"Bobby," John tried to stop him, pulling at the other boy's arm. "Bobby, listen—"

Bobby yanked his arm away. "Huh? You want me? Then come and get me!"

"Bobby, no," John protested. "You gotta stop, it's what they want—"

"You want me?" Bobby hollered. He slammed his bleeding fist into the barrier again. "Fine! You got me! Come and take me! Do it to me! Do anything to me!"

"Bobby, stop it!" John grabbed both arms and tried to haul his friend back. Bobby continued yelling.

"You did it! You did it! You broke me! You broke me! Let her go! Take me! Take me!"

"They're fine, they're fine. I'm sure they're fine", Jubilee whispered to herself like a mantra. She was trying hard to control her breathing, and failing almost completely. Her hands on the clear barrier of her cell, she kept trying not to visualize what might be happening to her friends.

"Easy, little bird," said a voice belonging to her cell's other resident. "You're gonna give yourself a heart attack."
Jubilee turned to look at the mutant she had been ignoring. He was a handsome Filipino boy of what looked to be nineteen or twenty, with a series of red veins decorating the right side of his face. His hands, arms, and neck were covered with old scars and new markings. Jubilee swallowed.

"I'm sorry. I mean I'm — I'm . . ." Jubilee let her hands fall from the barrier. "I'm Jubilee."

"Park," said the other mutant. "Wish I could say nice to meet you, but I've always been a terrible liar."


"Oh." Jubilee bit her lip, trying to fight back the physical fear heating her body. "I figured."

"If it helps, looking scared means they might think you need less of it to break you," Park advised. "So, you're doing well."

"It's not — I'm not afraid for me, I—" Jubilee's voice trailed off. Park raised his eyebrows in understanding.

"You got family here?" Park guessed. Jubilee nodded. "Yeah."

He huffed a laugh. "I had family too."

"I'm afraid they're hurting them," Jubilee whispered.

"Oh; they are," Park said flatly. Jubilee looked up, shocked, her eyes burning. He faced her boldly. "Sorry," he said, softly. "Like I said, I'm not a good liar. It's why I'm here."

"They'll be fine," Jubilee said, forcing a bold look of her own. "They're strong."

"My family was strong too," Park said bitterly. "Didn't stop them from being tortured. Slowly. In new and exciting ways. In front of me."

"Oh God," Jubilee whispered.

"They wanted me to see," Park continued. The red veins in his neck pulsed. "They wanted me to watch. They wouldn't let me turn away. They wanted me to know what would happen if I fought back."

Jubilee's nails scraped against the floor.

"So I did," Park continued. "I watched. I watched it then, when they pulled strips off my brother's back. When they shocked him until they could see all of his veins. And I memorized every second of it. Every night they made me watch it, every night until they sold him. And now every night, still, I dream about it."

"I'm sorry," Jubilee managed to croak out. "I'm so, so sorry you had to see that, and have that in your mind—"

"No." Park turned to face her again, a crooked, pained grin on his face. "No, it's good that I have it in my mind. That it's burned there. Because now I know exactly what to do to them when they come for me. You see, I'm getting out. We're getting out." Park's grin spread, an ugly thing, making his formerly handsome face a mask of hatred. Jubilee pulled back.
"Don't worry, little bird," Park soothed at her put off expression. "We'll take you with us. We'll get out. And then? Then we'll pay back every single drop of blood they took, until this whole island runs crimson."

**COMMERCIAL BREAK**

Cell Block 3903, 3000 ft. Below Surface, Genosha

"Remy, we gotta get outta here!" Rogue insisted, running her hands over the glass barrier.

"You think I disagree, chere?" Remy said, shifting from one foot to the other. "In case you ain't noticed, we a lil' short on options."

"Well, you could at least try to—" Rogue began, but Remy cut her off, impatient.

"To what? You got your powers back, you?" he demanded. Rogue frowned, tensing her muscles. They felt weak, limp. She'd grown so accustomed to her newfound strength that it was a shock to realize how frail she really was. "No."

"So there," Remy said quietly. "We gon' hafta consider our choices real carefully, oui? Unless we want to—"

The door at the end of the hallway of cells opened. Two guards walked in, accompanying the hook-nosed Essex. Rogue squinted at him, quickly taking in the details of his dress, his face, his build, memorizing as much as she could, just as Logan had taught her. The man walked past the cells, glancing into each. Passing theirs, he grinned widely, showing large, pearly white teeth. His eyes alighted on them with a look that could only be described as hungry.

Rogue shivered when he finally exited the hall. She turned to Remy. "Look, I don't know—"

She stopped at the look on her boyfriend's face. Remy looked like he'd seen a particularly gruesome ghost. His face was taught and his red-and-black eyes wide. He was breathing rapidly, heavily, his whole body exuding fear.

"You know him . . . " Rogue began softly. It seemed to jog Remy out of his terrified state. He turned to her and smiled unnecessarily, shaking his long hair. "Dégoûtant," he dismissed. "Alright, chere. We gotta think then, 'bout how we get out." He tried a wink, but Rogue shook her own head.

"That man," she repeated, "the one who walked past us. You know him."

"I got no idea what's goin' on here," Remy stated, his expression cagey.

"That ain't what I said," Rogue pressed. Remy turned away, shaking out his long hair.

"Remy."

Remy brushed his hand at her over his shoulder dismissively.

"Remy."

Still he didn't respond.

"Gambit. Turn around and face me, dammit!"

Remy whirled around and prowled over to her, causing Rogue to step back instinctively before
planting her feet. "Or what? You gonna accuse me again, you? What did I do this time, Rogue? Please, let me know, dit moi, 'cause I'm too tired to keep up."

"I'm not accusin' you of anything!" Rogue snapped. "I am askin' you for the truth!"

"Why? You already decided I know the man. Wouldn't matter what I said, me, n'est-pas?" Remy countered, gesturing with his hand. Rogue folded her arms. "It would matter if you tell me and I could believe you," she said flatly. Remy snorted.

"Righ'. So this one's gotta prove to you everyt'ing I say? Non. No thanks. Think I'll just stay over here in my corner, me." Remy walked over to the opposite side of the cell, facing away from her.

"Stay over there in your corner and hide from me, you mean?" Rogue spat out. "That's real brave, Swamp Rat."

Remy made a noise dangerously like a growl. "Rogue Marie D'Ancanto, don' you call me a coward."

"Remy Etienne LeBeau, don't you lie to me," Rogue shot back.

Remy's back stiffened. He turned just enough to look over at her, his red eyes gleaming with fury. "You don' know when I lie, chere," he rumbled in a low, dark voice.

"And that's the problem, Remy," Rogue said firmly, despite the shiver heading up her spine. "I never do know when you're lyin."

Rebel Base, Undisclosed Location, Genosha

"Don't lie to me," the bionic mutant insisted, before the wraps were removed from Logan, Piotr, and Sid's eyes. "I'll know if you lie to me."

Logan grunting, shaking his head as the blindfold was removed. His limbs were still recovering, and so he sized up the room to judge who he would have to kill to get his students out safely. The small, hot cave was dark, lit only by a flashlight held by one of five mutants. All were heavily armed, and stood guarding the only entrance. Their leader, the white haired bionic mutant, stepped forward, flexing his powerful muscles. "Where did you come from?" the mutant demanded.

"Well, we were in this helicopter. Then it got shot down," Logan said flatly.

"Why are you here?" the leader demanded.

"We're selling girl scout cookies," Logan snarked. The other mutant growled, and hit Logan again.

"We're looking for our friends!" Sid blurted out.

"Sid!" Logan growled, wincing as his face healed slowly. "Don't—"

"Your friends?" the bionic mutant asked. "What friends are those?"

"Mutants," Sid explained rapidly. "Mutant friends. They went here to find out what's going on, and we haven't heard from them since."

"Oh?" the bionic mutant chuckled and was joined by those around him. "They just went on a pleasure cruise to find out what's happening here? And what did they find?"

"We don't know," Piotr put in. "We lost contact with them. Something's wrong. We came here to
save them."

The mutants exchanged glances, and their leader looked over Sid and Piotr with narrowed eyes. "Really. Three mutants with a helicopter just looking for lost friends. What a pretty story. And how do we know it isn't anything more than that? Hmm?"

"How do you know?" Sid snapped. "You just shot us out of the sky and kidnapped us! You've been beating us. We'll tell you about us when you tell us about you. What are you, a wing of the Genoshan government?"

The mutants around them bristled. Their leader snarled. "Careful. Throwing around insults like that is very bad for your continued health."

"If you haven't noticed," Logan supplied, gesturing to his healed face, "we can take it. I've been humoring you, bub, but I'm running out of laughs. So before I get really testy, why don't you tell us who the hell you are - before we decide we just don't care."

"The name is Cable. That's all the names you're getting, mostly because I know they already know who I am. Everyone else is off limits."

"Who's they?" Sid asked. Cable grimaced.

"The Genoshan government. If you're telling the truth, and your friends are mutants gone missing, they're the ones who have them." The other mutants murmured in agreement with their leader.

"Have them where?" Logan demanded. "Why?"

"Where, is thousands of feet below us," Cable explained darkly, resting his bionic arm on his left knee. "Under the surface of Genosha, its true purpose hidden, just like everything on this island. Why, is for the real reason Genosha tries to draw mutants here — for profit. If your friends are still on this island, they are being broken down and prepped."

"Prepped? Prepped for what?" Sid questioned.

"For sale," Cable stated. "This entire island is a mutant slave trading station. If your friends are still here, they're being broken through inventive torture and a serum that suppresses their abilities. If they've been successfully suppressed, they're probably on their way to a petty dictator in Eastern Europe, or a well-known multinational in Dubai to serve their new masters."

"No," Sid denied. "No, there is no way they could be doing this. That isn't legal."

"Why do you think they've kept their activities hidden?" Cable answered. "The PR campaign that drew your friends here is the veneer, the show they use to cover up what they're really doing."

"And what are you really doing?" Logan asked. Cable stood up and gestured to the mutants around him.

"We're fighting it, of course," he asserted. "They were careful when they took over the island. They planned their coup for years. They tricked most of the mutants into serving them with bribes, threats, blackmail, and debt before they made their purpose clear. About half of the mutant population was under their sway when they showed their hand. Luckily, some of us got out before they could. We've been fighting to bring them down ever since."

"Good job," Logan groused. "What have you managed so far, other than shooting down mutants
coming to rescue the same kind of people?"

Cable glared at him. "We're close. Close to bringing this all down. Close to freeing the whole island. That's why we suspected you were with them, and had to shoot you down. We couldn't have you ruining our plans to end this."

Logan pushed himself to his feet, Sid and Piotr following. "I don't like you," Logan said bluntly, and Cable raised an amused eyebrow. "But if you're telling the truth, we're here to help. We're getting our friends back, no matter what. So I guess we're working together."

"Oh, do you?" Cable said with a smirk.

"Yeah," Sid said, moving in close to Logan, followed by Piotr. "This is our fight as much as yours. This is any mutant's fight, everybody's fight. If you're gonna bring them down and save everyone here, we're with you."

Cable smiled down, a genuine one that pulled on his scars. "Well then. Welcome to the rebellion."

COMMERCIAL BREAK

South Wing of Subterranean Compound, 5000 ft Below Surface, Genosha

Scott steeled his muscles to fight back when the door to his singular cell opened. Two guards entered, and Scott found himself immediately jolted with volts of electricity from the sticks they carried. Groaning, he half-collapsed to the ground as they moved in to take him by both elbows. They dragged him forward, and he fumbled to his feet. He lifted his head to confront a face achingly similar to his.

"There's no point in fighting, little brother," Alex said sympathetically. Nevertheless, Scott struggled as the two guards pulled him down the darkened hallways after the other Summers. "Once you stop everything will start to get better for you," Alex intoned.

"Who are you and what did they do to my brother?" Scott muttered.

"I'm a brand new Alex Summers. I'm in control and at peace," Alex said grandly as they stopped at a door with the skull and crossbones warning for poison embossed on it. "And soon, you'll feel the same."

Scott made a disgusted, disbelieving noise as his brother opened the door and led him inside. Scott blinked as his eyes adjusted to the strange light in the large room. It came mainly from a dimly glowing, coffin-like glass structure at the far end, near another exit. Phosphorescent light gleamed off of jars and canisters lined neatly all along tables and shelves spread throughout the laboratory. Scott distastefully surveyed the unorthodox equipment, which included what appeared to be a modified fMRI machine and what looked uncomfortably like newly wet surgical tools. Large enclosures on the right and left held swirling masses of bugs that Scott couldn't (and didn't want to) identify.

"Looks like somewhere Hydra is missing a mad scientist," Scott muttered.

"Nothing so small as all that, Mr. Summers."

Scott looked around for the source of the cold, elegant voice. Out of the shadows a tall, well-built, pale, hook-nosed man appeared, dressed in an unpleasantly smeared lab coat and gloves. "I have no connection to that ill-fated group. Nathaniel Essex. I'm so pleased to meet another Summers."
Scott shook his head. "Can't say the same, Essex. Want to fill me in on what you did to my brother?"

"I helped him," Essex stated. "Just as I can help you."

"What, help me to dull my powers so you can sell me too?" Scott countered. "You know, Hydra was pretty foul, but I don't think they ever stooped to slave trading."

"Is that how you judge them?" Essex asked, removing his black gloves and placing them on a small metal table. "By your moral beliefs? Not by what they accomplished in science?"

"What, finding new ways to murder thousands of people?" Scott snapped. "Yeah, I'm judging them on that. And you. Whatever science you practice is sick. Wrong."

"Science, like life, is amoral, Mr. Summers," Essex said with a wide grin. "We are all driven by our biological imperatives."

"So you're using behaviorism to justify slavery?" Scott snorted. "Is this the 19th century? Are you gonna bring up your degree in phrenology too?"

"Ah, the 1800s," the hefty scientist mused. "Times of such promise. A sea change across the world happened due to the scientific revolution of those days. We have another upon us now, you know. And my work will be part of pushing it onward."

"Your science is outdated, Essex," Scott insulted. "Like your morals."

"My morals and my science are ancient and modern," Essex waxed. "Go too far in philosophy and you re-encounter the old gods."

"You could have just saved my the time and told me he was insane, Alex," Scott told his brother with disdain.

"Sanity is measured in results," Alex stated flatly. "And Essex was able to fix me, to enable me to control my powers. We're not all as lucky as you, Scott."

"Oh, yeah," Scott said, raising his cuffed hands. "I'm real lucky. Locked underground with my brainwashed brother and a psychotic scientist who misses the days of tuberculosis. I just won the lottery, didn't I?"

"You did." Essex stepped towards Scott, and the guards had to restrain him more tightly as he struggled to get at the larger man. "And you'll understand why soon. When you have seen what I've seen, what I've shown to Alex — then you'll know. We're at the dawn of a new age. You can be one of its harbingers."

"And if I'm not interested?" Scott hissed. Essex patted the mutant's shoulder, ignoring the noise of outrage from the younger Summers.

"You will be," Essex said, assured. "Once you see what you'll be gaining."

**Cell Block 3903, 3000 ft. Below Surface, Genosha**

"I don't care!" Rogue screamed. "I want the truth!"

"Truth ain' gon' help us get outta here!" Remy roared back. "You really wanna do this now?"

"When the hell else will we get the chance?" Rogue shot back. "You'll just wink and smile, and say somethin' French and ignore it. You been runnin', Remy. You been runnin' scared."
"I've been scared, chere?" Remy responded, stepping in close to her. "I've been runnin'? How 'bout you? You been pullin' away since the day I met you."

"I've got reason!" Rogue gasped. "My—"

"Yeah, you' skin." Remy scoffed at Rogue's scandalized expression. "You poisonous skin, keepin' you from touch. 'Cept it don' — that's all you, chere. You ain' gotta touch to let someone in, and you been holdin' me back as much as I been you. You usin' your skin as an excuse, a way to keep everybody who cares about you away. So really, qui est le lâche, huh? Who is really the coward?"

Rogue's jaw dropped and she stood for a moment immobilized. Then she let loose a harsh, high-pitched yell and launched herself at the Cajun. Grabbing his lapels she tackled him to the ground. Landing on top of him, she shook him, pulling him up by his trench coat to look at her.

"I could kill you!" Rogue exploded. "Don't you get that, you damned stupid, proud, cocky, dumb-ass Swamp Rat? I could kill you!"

"And yet I'm still here!" Remy hollered back, flipping them over so that he was on top. "Comprends? See? This one's still here! All the times you pushed me away, all them times you tried to run? I ran after you! I came closer! I'm still here!"

Rogue wrapped her legs around his lower back and flipped them again. "Why? Why, if I'm so damn difficult, if you can't even touch me? Why keep chasin' me?"

"'Cause I never wanted to stop runnin' 'till I met you!" Remy yelled back, shoving her back and sitting up. Rogue landed on her backside, her legs still tangled with his. Her shocked silence allowed Remy's words to sink in. They were still physically entwined, Rogue realized, mere inches from each other. She started to pull back. He caught her hand.

"Chere . . ."

"Remy—" Rogue's breath hitched when he interlaced his bare fingers with her gloved ones. Gently, slowly, he pinched the tip of one finger, catching the material and pulling.

"Remy, I . . ." Rogue swallowed, trying to piece together what she had been meaning to say. He dragged the glove steadily off her hand. She watched it go, inch by inch. Slipping away from her skin, leaving her bare. She opened her mouth, with no thought to speak, as Remy pulled the last of it off, tossing her barrier aside. She gasped as he followed it with his hand, his bare hand, gripping just enough to stop her instinctively yanking away.

In utter, still shock, Rogue watched, entranced. Remy's fingers played with hers, rubbing up against hers softly, rhythmically. His palm ghosted over her own, leaving a drifting, growing warmth where he touched her, a tingling, aching longing when he moved apart. She found herself touching him back, caressing his knuckles, his wrist. Finding his pulse point, she marveled at the feel of blood pounding just under his skin.

Bliss by Blaqk Audio Plays Over the Following Scene

"Rogue." His voice was a hoarse whisper, a barely breathed gasp. It made her turn to face him, to look at his expression of wrecked need, of utterly exposed wanting. His dark pupils were dilated, filling in the red. His long hair stuck to his skin, which was burning, burning against her own.

Rogue tried to swallow, but her mouth was dry. She held his gaze, her ears filled with the sound of his increasingly quick breathing, timed with her own. Her gaze moved with his to her hand, his hand, their hands. He wrapped his fingers around hers, pulling her closer. Wrapped his wrist around hers,
drawing her in. She felt herself sliding down from her perch above him, her suit slick against his, her thighs moving into place against his. As she felt herself fall she tried one last time for speech, one last time to raise her voice over her pounding heart.

"Remy—" She managed just a weak, soft gasp of his name before he pulled her down, down into him, down against his lips, and her words passed into his mouth. He swallowed them up and she let him, let him open her lips again with his, let him repeat the dance of their hands with his lips and teeth and tongue. It was so hot, so wet, so alive. She could never have imagined anything like this, never.

Remy quickly found himself overwhelmed by her kiss as Rogue gained understanding, as she fell in love with the rush of sensation, as she took over. Her hand found purchase in his ragged hair as she dominated the kiss, trying her teeth, her tongue, tasting again and again the rush she had come to too late, the urgency of long denial giving her confidence, passion.

Remy groaned into her and Rogue laughed, laughed because this felt like joy and wildness and ecstasy on her skin when he kissed her neck, her collarbone, the area exposed by her suit. When he stopped she moaned in protest, looked down at his unsure, heated, questioning expression. Rogue kept her gaze on his as she drew up her other hand and steadily, clearly pulled away her other glove. She let her now free hand travel down to the zipper of her suit. She pulled, watching his stunned gaze as she opened it, as she freed herself.

Remy still looked unsure, uncertain, but Rogue felt bold. She slid her suit off her shoulders. Remy made a yearning, helpless sound in the back of his throat, and she dove in to press her forehead against his, to tease his mouth with hers, grinning wickedly at his frustration. She pulled at his coat and he helped her shrug it off hurriedly. Once freed, he captured her mouth with his.

Now things gained speed, as he matched her want with his own. They fought, the same as before—fought with their mouths, fought each others clothes as Rogue helped him wrestle his suit off. Fought to get closer to each other, closer than just skin against skin. Rogue was burning, had never felt heat like this. She was dizzy with it, drunk with it, scared and exhilarated. She was kissing him like it was all she could do, and his scent was overpowering. It was skin, it was touch, it was heat, and everything was fading away, everything, and everything was sharply clear, everything, and she closed her eyes to feel, and she opened her eyes to see his expression, and she bit her lip to keep in screams, and she opened it to gasp his name, his name . . .

"Remy . . ."

And the camera in the corner watched.

**Western Sanitation Corridor, 3000 ft. Below Surface, Genosha**

"The cameras are down. Move forward."

The ventilation shaft creaked and groaned and came apart at the assault from Logan's adamantium claws. He dropped down into the corridor, quickly followed by Sid, Piotr, and Ryke, a slim, able mutant rebel with skin spotted like a human leopard

"We better have that backup your captain promised," Logan growled to the newest mutant as they moved down the hallway to the first of a series of doors and corners.

"We've been planning this for over a year," Ryke stated boldly. "We have every possible outcome accounted for. Turn left."
"Not us," Sid whispered as they moved left, and to heavy metal door. Logan raised his arm to slice through it. Ryke cleared his throat.

"Oh, you want in?" Logan said, bemused. "Go ahead, bub."

Ryke grinned and placed both palms on the door. He took a deep breath in. As he let it out, the heavy steel door started to burn away, melting from the area where his hands were placed. Pulling them back, he left a hole wide enough for Logan to climb through.

"Cool!" Sid said immediately. "Is it only with metal? Like, is it a power that reacts with ores, or can it—"

Logan growled, stepping through the hole, and Sid cleared his throat, embarrassed. He followed his teacher through, Piotr and Ryke coming in behind them. They quickly piled up, as Logan stood frozen in shock.

"What is it?" Sid demanded, pushing around his teacher. "What is—"

The young mutant also lost his voice at the sight before them. The mutants in the cells around them were clamoring at the barriers, banging against them, crying out soundlessly.

"This is just . . . \"Sid shook \"...wrong."

"Now you understand,\" Ryke said darkly, as he moved over to one of the barriers. He gestured for the mutants within to step back. They did so, and he used his touch to melt away their walls.

"I do not see Kitty, or Bobby, or Rogue, or Remy, or Jubilee,\" Piotr said, turning left and right, eyes searching the cells. "Or Professor Ororo or Summers."

"There must be more of these,\" Sid said in horrified awe. "More cells."

"Get 'em open!\" Logan growled, low in his throat. "All of them. Every single one."

Piotr and Sid watched their teacher move over to the barrier of one cell and slam his fists into it. It held.

"There must be a mechanism to open them,\" Sid said. "I'll find it.\" Piotr nodded, and armed up as the younger mutant ran to look for a device. The heavy Russian moved to start beating on the barriers.

"You think they may see us here?\" Piotr questioned Logan, looking around for cameras.

"Let 'em,\" Logan growled, mid-punch.

"I found it!\" Sid cried. Electricity in the room fizzled, and then the remaining barriers lifted up, freeing their prisoners.

"All right,\" Logan ordered. "Move out, everybody."

"So commanding,\" said a crisp, distinctive voice. The three X-Men whirled around to see the old Holocaust survivor rise to his feet. "Is this one of your patented X-Men rescue missions?"

"Yeah,\" Logan asserted, glaring at Magneto. "Sure. We're gonna rescue everyone and get the hell out of this place. Sound good to you?"

"No,\" Eric Lehnsherr said, glancing around with a growing smile. "No, I think simply leaving this place is not enough for many of us."
"Then what is?" Sid asked. Magneto's gaze made the young man shiver.

"Destruction," Magneto stated, sending a ripple of chatter through the remaining mutants. "We're going to destroy every last inch of this slave trading island, my friends. You are more than welcome to join."

END CREDITS

PROMO FOR NEXT WEEK: Wrongs avenged. Secrets revealed. Destruction wreaked. Don't miss the heart-pounding, jaw-dropping two-part season finale of "Mutant High!"
"I want to show you something, Scott," Essex said gently. Scott suppressed a shiver; this man's attempt at gentleness was more uncomfortable than anything else he could recall.

"I don't want to see it." Scott folded his arms.

Essex smiled, more widely, more unpleasantly. "Oh, I promise you, you do." He nodded to Alex, who pushed Scott forward, towards the back of the lab. Essex walked backwards, smiling widely, as he led them towards what resembled a long coffin.

Scott narrowed his eyes at the "coffin". A variety of tubes and wires connected it to steadily beeping machines and giant IV drips. Scott paused, and Essex raised his eyebrows.

"Come closer, Scott. You haven't really seen it."

Scott rolled his eyes, already tired of this man's dramatics. He shuffled forward, moving to look through the glass casing.

It was a body — of course it was a body. Scott's eyes roved up the bare, female feet, the legs, just covered by a hospital gown. Up the slim, tall body, to the face, half-covered by vibrant red hair.

"No." Scott closed his eyes hard, rubbing at his face before looking again. She remained. "What is this?" he whispered.

Essex giggled — actually giggled — gleeful at Scott's reaction. "Yes. Oh, yes."

Scott shook his head, a helpless reaction. The face stayed the same: the same perfect cheekbones, same flawless lips and hair. Red hair. Her hair.

"Jean." Scott closed his eyes hard, rubbing at his face before looking again. She remained. "What is this?" he whispered.

Essex giggled again. Scott felt a rush of uncontrollable anger and whirled on the larger man, grabbing him by the lapels of his black coat. "What is this!?" he thundered. Essex continued grinning. Scott hauled back to punch him, and felt his brother's arms around his own, pulling him back.

"Easy, little brother," Alex soothed. "Easy."

"What is it!?" Scott screamed.

"What? What, what, what . . . don't you mean who?" Essex posed.

"No," Scott growled. "I saw her d— I saw her die. That's not Jean. What is it? What did you do?"

"So perceptive." Essex sighed. "So particular. Is a perfectly matched body made and grown not the same as a body born?"

"I swear if I hear another line of bull come out of your mouth Essex, I will kill you if it is the last thing I ever do!" Scott swore as he struggled hard against his bigger brother's hold. "Tell me what that is, because it isn't Jean."
"I can swear to you, Mr. Summers, that what you are looking at is indeed Jean Grey," Essex promised. "The same blood type, the same hair type, same physique and dimensions — even the same eyes, under here—" Essex leaned over to point, and Scott closed his eyes and turned away.

"It's not Jean," he forced out from between his teeth, eyes still closed. "We saw her die. She was completely . . . consumed. It's not her. Not her. It's something else."

Essex sighed, looking perturbed, like a child denied candy. "Well, I suppose if you want to quibble she is perhaps a few years younger than you're used to."

Scott opened his eyes to stare daggers at the scientist. Essex rolled his eyes. "Very well. She's a clone, if you would be so vulgar and specific. Physically identical in every way, though."

"Physically." Scott spat. "That's not enough to make her Jean."

"Right you are!" Essex agreed. He stepped forward to tap Scott's nose with one of his long, white fingers, making Scott hiss in fury. "Her mind, the mind, that's the thing we're missing."

"Because she's dead, you crazy, eyeliner-wearing Frankenstein knockoff!" Scott exploded. "Do you not understand death?"

"Oh, I do," Essex proclaimed proudly. "I understand it better than most. Certainly better than you. Once you move beyond the more primitive ideas about the body, the mind, the inner person — once you stop the inane questions about morals, you can quite easily overcome such a little thing. For your lovely, lovely friend here—" Essex stepped back and ran a hand gently over the top of the case, making Scott struggle instinctively against his brother — "is merely a mutant Snow White, waiting for us to jog the apple from her throat."

"You are really, truly, a new kind of insane, Essex," Scott murmured, deliberately looking the man in the eyes to keep from seeing the mockery of Jean.

"No, Mr. Summers, I am a very old kind. Far older than you could know. And those even older than I have shown me how very simple a thing is death to correct, when it occurs to a god," Essex insisted, his face lighting up in a way that caused Scott to step back further into his brother.

"Jean wasn't a god," Scott whispered. "That's why— that's why she chose to die."

"Yes, she chose to," Essex agreed, his voice still ringing like an old time preacher, a madman with a cause. "As only a god can. And we can awaken her, from this sleep of death. For a creature as powerful as the Phoenix is more than her physical form. That she can slough off, like any immortal. But her mind! Her mind exists, Mr. Summers, out there," Essex looked up and waved his hand around grandly. "In the stars and the ether. We need only to collect it, to invite it back into the form. And then, like Osiris, she may rise again. And you . . ." Essex gestured elegantly to Scott, who pulled further back. "You can help me."

Scott could hear his own heart pounding — or was it the ticking and beeping of the machines keeping the empty clone of Jean alive? This form of her, this simulacrum of the woman he loved?

"No." Scott shook his head. "No. Jean gave her life so her death would mean something. Even if you weren't completely crazy, and all this crap about myths and fairytales meant you could do it — no."

Essex sighed. "It always takes the small-minded so long to accept the truth. You—"

A blaring alarm, loud enough to cause all three men to cringe, sounded. A cold, technical female

Essex looked around wildly. "What is this? What is this?"

**Cell Block 495, 3000 ft. Below Surface, Genosha**

"Why did they stop?"

The words came out in a hard whisper from Bobby's sore throat, aching from shouting through the barrier. His eyes were still locked on Kitty's prone form. On his knees, he couldn't stop himself from looking over every cut, over every bruise on her tiny body. Her eyes were closed. She was breathing — he comforted himself with that knowledge.

"You," John said, his face pale. His lips worked and he was continually swallowing, as if holding down his own visceral reaction. "You broke, so they stopped. For now."

"For now?" Bobby's voice could barely reach the other mutant's ears.

"Yeah," John responded, just as softly. "They'll . . . they'll clean her up. Get her fixed. If your — if they think it's enough they might stop. If not—"

The alarm sounded, loud and jarring, and John looked up. Bobby barely reacted. "What's that?" he asked in a dead voice.

"I don't know," John whispered.

"Warning — unauthorized personnel on premises. Breach of containment cells. Warning—"

**Cell Block 3903, 3000 ft. Below Surface, Genosha**

"—breach of containment cells . . ."

Rogue rose up off of Remy's warm chest, swallowing hard. Remy protested, instinctively reaching up to grab her around the waist. "Non . . ."

"What is that?" Rogue questioned, her voice still low, dazed.

"J'ne sais pas," Remy replied, the Cajun accented French rolling of his tongue lazily, though his eyes were slowly becoming more alert. "Sounds like trouble."

"Warning, unauthorized personnel on premises. Breach of containment cells . . ."

**Cell Block 278, 2000 ft. Below Surface, Genosha**

The metal holding the tops of the cells in Block 278 groaned, shivered, and then came apart. Magneto let down his raised arms slowly. The mutants imprisoned within clamored to escape, the already liberated bashing on the cell barriers and pulling out the wires to free their fellows.

"Warning, unauthorized personnel on premises."

"Yes," Magneto whispered. "Most certainly." More loudly, he proclaimed, "Come, my brothers, my sisters. We are not yet free. There are still many of those who imprisoned us between here and the sky. We should go and give them our regards for our stay."

Many of the mutants cheered, laughed, or screamed their approval. Magneto stepped towards the exit
just as it opened sharply to reveal three guards.

"Ah," Magneto said lightly, smiling broadly. "Right on time, sirs."

Confronted with the spectacle of dozens of freed mutants, the guards clung to their guns and long-form tasers shakily. Magneto swept them aside with one imperious gesture. One ran. Another felt to his knees. "Please," he pleaded with the metal-bending mutant. "Please, we were just—"

Magneto tightened his hand, and the identification tag the guard wore tightened around his throat, cutting off his air supply. The man gasped, grabbing at it desperately, as it choked him.

"Excuses," Magneto muttered as the man died. "Always excuses."

TITLE SEQUENCE:
TITLE SONG: "Evolutionary" Composed By Emilie Autumn
Cast:
Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Kitty Pryde: Ellen Page
Piotr Rasputin: Enver Gjokaj
Jubilee: Julia Ling
Guest Starring Xander Berkely
Aaron Stanford
Chris Pine
and
Ian McKellen
With Terrance Zdunich as Sinister
Written by Craig Silverstein
"Do you know when they'll come?"

Park turned to Jubilee, who had tried so hard to keep the tremor from her voice, and gave what she supposed was an encouraging smile.

"It's impossible to know, for sure," Park explained. "They keep it irregular — so they can keep you always afraid of it being the time."

"Oh." Jubilee swallowed.

"Hey." Parker crossed his arms over his knees. "Listen. When they come for you, I promise — I'll fight 'em. They might decide to focus on me, or they might think I'm valuable to you, and if they torture me, you'll break."

"But I don't want them to torture you!" Jubilee protested. Park smiled his crooked smile. "I know. But I can take it."

"Park, I don't want you to—"

The alarm blared, ringing into the cells, muffled, from the outside. "Warning, unauthorized personnel on premises. Breach of containment cells. Warning . . . ."

Jubilee and Park rose to their feet along with the other mutants in their cell block. "What is that?" Jubilee questioned softly. She turned to look at Park, whose eyes were fiercely alight. "Park?"

"I knew it," Park whispered fervently. "I knew it. I knew this would happen, it had to happen. I knew it."

"What—" Jubilee's question was cut off as the door to the cell block opened and three guards and a man in a lab coat hurried inside. They looked around at the cells, and then pointed to Park and Jubilee. The two mutants stepped back as the guards hurried towards them. When they moved close to the barrier, Jubilee could hear their muted voices through it.

"All of them?" one guard was asking the man in the lab coat.

"Yes," the lab coat answered. "If there's been a breach we need to observe the protocol. No one can be allowed to find the evidence of what we've done here. We need everything incriminating gassed."

Jubilee had been taught many things at the Xavier Institute. One of them was to read between lines. "Park! They're planning to destroy the evidence because of the breach — to kill us!"

As the words left Jubilee's mouth the left side of the barrier was raised. The guards stepped inside, guns and tasers raised.

Faster than she could have ever imagined, Park slid under the raised guns, his leg streaking out to hit the back of one guard's knee. As the man stumbled, Park grabbed the taser in his right hand and turned it into the guard's thigh. As the man shrieked, Park used his left arm to yank away the gun. He shot the man down without hesitation. Just as quickly, he aimed and fired it with deadly accuracy into the other guard's head.

The third guard aimed his weapon just as Park was turning to fire on him. Jubilee saw her chance
and bounded across the floor, knocking the gun downward with an arcing roundhouse kick. When
the guard turned his head to her, she hit his windpipe with a scissor strike, making him choke. A
blow to his temples sent him to the floor.

"Nice, little sister," Park praised, smiling, as he rose from his knees to stand. He was still holding the
gun. "Very nice."

Jubilee couldn't hide a grin. "I had some good teachers."

Park's smile fell when he spotted the cowering doctor trying to slip away. "Oh no," he snarled.

"Park, we—"

Jubilee winced, working to hold her ground as the shot rang out. It was immediately followed by the
sick splattering sound of skull and brains being splashed onto the floors and right barrier wall. Jubilee
swallowed her very powerful urge to be sick before she faced Park.

"He would have killed us," Park said immediately, his voice reasoned. "He would've killed all of us.
He had to die."

"I understand, but we—" Jubilee began. Park was already walking out of the cell.

"We have to hurry, more will be be coming," he stated. He strode over to examine the mechanism on
the wall the guards had pressed to open their cell. He turned around to cast another look at Jubilee.
"They'll be out there, trying to kill others — other mutants."

Jubilee held his gaze for a moment. Park nodded, as if finding confirmation. He turned back to the
mechanism. Taking a step back from it, he aimed the gun and fired.

Laboratory, South Wing of Subterranean Compound, 5000 ft. Below Surface, Genosha

"Warning, unauthorized personnel on premises. Breach of containment cells . . ."

"This is not supposed to happen," Essex muttered, pacing back and forth as his eyes roved around
the laboratory. Scott rolled his own eyes. Behind him Alex grunted in pain, his grip tightening and
loosening on Scott's arms. Alex let one of his brother's arms go, grabbing his own head.

"Alex?" Scott asked, trying to keep the worry from showing in his voice.

"My head," Alex groaned. "I need . . . more of that serum . . . Essex . . ."

Essex looked up, annoyed, but nodded. He strode over to one of the tables. Scott watched the bulky
man delicately use a dropper to extract a tiny bit of an azure blue liquid from a hefty flask. He
carefully squeezed the liquid into a small vial.

He moved over to Alex, who loosened his grip on Scott more as he reached for it. "Here we are,"
Essex said as he extended his arm.

Scott waited until his brother's fingers were just touching the vial to slam his elbow up and back into
Alex's nose. With a cry of pain, the elder Summers jerked back. His flailing hand knocked into the
vial, sending it crashing to the ground.

"No!" Alex screamed in horror, letting his brother go fully to collapse to his knees, desperately trying
to scoop up the fallen liquid. Failing, he turned towards the larger flask, only to see Scott slam his fist
into Essex's face as the scientist tried to protect it. The younger Summers picked it up.
"No!" Alex screamed from his vantage point on his knees. On the floor a few feet away, Essex was coughing, crawling away from the fray. "Please — Scott, you don't understand."

"I understand that whatever he's done to keep you his little slave is connected to this," Scott snapped. "What would happen if I dropped it, huh?"

"I would get sick," Alex said quickly. "My head would ache, my nose would bleed. After a few weeks I would start blacking out. Then losing breath. Then hair. Then I'd die. I'd die, Scott."

"Is that what he told you?" Scott said, gesturing disgustedly to Essex, who paused in his crawling.

"Yes!" Alex hissed. "Scott he did surgery, surgery on my brain—"

"You let that psycho mess with your brain?" Scott yelled. Alex moved as if to stand and Scott lifted the flask higher. Alex paused.

"Yes," Alex confessed.

"Why?" Scott demanded.

"Because I'm not like you!" Alex yelled back. "I couldn't just learn to control my powers! They were too much. I had to stop before I killed someone!"

"So you sold your soul to him?" Scott said, gesturing towards Essex's general direction. "You didn't want to kill someone, so you came and worked for a mutant slave house?" Scott shook his head. "No. He cut more than your powers out of your brain, big brother. And this?" Scott raised the flask again. "This is just another of his lies."

Alex moved just as Scott did, leaping towards the younger man as Scott moved to throw the flask to the ground. Alex caught Scott's hand. The liquid from the flask sloshed and spilled as brother struggled against brother for it. Alex was stronger, Scott knew, he had always known it — but Alex was desperate. Desperation made him clumsy, and he had to try and save something, not destroy it. Scott let his brother pull the flask up, just towards his lips, and then kicked up with his left knee. It jarred his brother just enough for Scott to yank the flask downward, spilling the contents on the cold, stone ground.

"No!" Alex screamed, scrapping his hands on the floor as the liquid ran and flowed away, useless.

"Sorry, brother," Scott whispered as he brother rolled off of him, chasing after the tiny rivulets. "Whatever that is, it's not healing you."

"Essex!" Alex screamed, turning to look for the scientist. "Essex!"

Scott looked up as well. Nathaniel Essex was gone. The exit door to the lab was wide open. Alex snarled, and pushed to his feet, running wildly after the man. "Alex, no!" Scott yelled. He started to force himself up, and then felt a wave of pain through his head. His eyes began to water — and then burn.

"No," he growled, recognizing the tell-tale feeling of his returning powers. Blinking away the pain, he pushed himself to his feet and ran after his brother.

Cell Block 3903, 3000 ft. Below Surface, Genosha

"Them ain' been 'round here in a while."
Rogue was flexing her hands, and it took a moment for Remy's words to register. She turned to look up at the Cajun, who stood with his face nearly pressed against the glass. "Who?"

"'Dem guards," Remy answered, eyes roving around the empty cell block. "Ain' been back here. That warnin' still goin', but nobody came down our area. That means either they killin' the people who doin' it . . . or they plannin' on fixin' up this whole place."

"Fixin'?" Rogue was still looking at her hands.

"Fixin' — killin'. They ain' gonna want this gettin' found, them. They'll burn it. Burn us." Remy took a step back, touching the barrier gently with expert fingers. "We gotta break this down, chere."

"Remy, I feel stronger."

"Well good, 'cause when dey come—"

"No, I mean — I feel stronger."

Remy turned and met Rogue's scared, pained gaze. Remy opened and closed his mouth, his face running the gamut of emotions from despair to hope. Rogue held his gaze until it hurt to do so, and then stood up.

"I think I can break it," Rogue said, going over to the wall. She swallowed hard, and laid one hand against the surface. Then she took a step back, and kicked the barrier with all her newly returned strength. A wave of fury and loss came over her. She slammed into it again.

The barrier splintered. Rogue pulled back to kick again, and felt Remy's hand on her shoulder. She flinched, pulling aside.

"I t'ink I feel mine . . . back too," Remy said softly. Rogue nodded, and took a deliberate step away from him. Remy rubbed his hands together, building up a soft glow of kinetic energy. He pressed his hands to the splinter, letting it glow brightly, before quickly stepping aside.

"Back, move!" Remy took Rogue's hand. For a moment they looked at each other, Rogue frightened, Remy aching. Then he pulled her to the other side of the cell, yanking her down to the floor where they knelt. Remy threw up his arm as the barrier shattered with the force of his energy, protecting Rogue's now invulnerable face.

Rogue thought of blaming the hammering of her heart on the force of the explosion, and the rush of blood to her cheeks on the heat from the shattered barrier. But when she looked up, her forehead nearly brushing against Remy's and met his black-and-red gaze, she knew lies were useless. Inches from skin-to-skin contact, Rogue couldn't prevent herself from leaning in closer. Remy's eyelids started to flutter, his heart jackhammering loud enough for her to hear.

No, that wasn't his heart. Those were footsteps. Rogue turned instinctively, and Remy pulled back, blinking and shaking his head. Rogue stood up, putting some distance between them as she spotted the man running down their cell block.

"Hey!" she cried. The man stopped and turned — it was the large, hook-nosed scientist.

"You!" Rogue snapped. She moved forward. The scientist turned from her to Remy. Remy grabbed her wrist. Rogue froze at the contact, terrified until she remembered he was now wearing his gloves.

"Non," Remy stopped. "We can' waste time on him, chere. Gotta find the rest o' our people, oui?"
Rogue turned to look to Remy's almost pleading expression, and then back to the scientist. Essex grinned nastily, and Rogue felt herself pull towards him. Remy tightened his grip. "Chere!"

Essex fled out the exit. Rogue pulled her hand from Remy's. "Right, fine. We gotta find the rest. Where do we start?"

**Cell Block 8, Room 375, 4000 ft Below Surface, Genosha**

"Make sure to position yourselves at every point of egress."

"Yes, sir."

The guards moved to station themselves around the self-contained metal box. The scientist, Dr. Lehman, inspected them carefully before nodding. Moving to the wall, he uncovered the panel that controlled the containment cell. He counted down on his fingers, making them visible to the guards. Three . . . two . . . one. He pressed the code. The cell lifted up, the panel farthest from him coming up first.

There was a grunt and a scream. Dr. Lehman looked up wildly, but was unable to see over the other, slowly rising panels.

"Carson!" yelled one of the guards. "Carso—"

There was a shriek, and then a gurgle. Dr. Lehman leaned over to look as the left side panel lifted. On the ground lay a dead guard, his head cracked and bleeding, shot with his own gun.

Dr. Lehman didn't wait to hear the screams of the other two guards. He turned to the wall, hurrying to type in the code to reverse the cell containment. Behind him he heard another scream and another body drop. He rushed to type in the final letter.

"Freeze." He felt cool metal on the back of his head. A chill went through his body — no, through the air itself.

Dr. Lehman removed his hand. He turned slowly, and met entirely white eyes. He swallowed as the very angry mutant pressed the gun to his head. Breathing heavily, he elected not to plead. He waited instead for death.

The woman before him seemed to be debating, struggling with herself. Dr. Lehman waited, knowing his fate was in the hands of this furious woman's conscience.

She lowered the gun. Dr. Lehman let out a sigh of relief, his face unable to resist breaking out into a smile.

The smile froze on his face as the woman pressed a hand to his chest. He felt unbearable, painful heat spread through his body, frying his nervous system, overloading his brain. As a scientist at Genosha he had applied shock to others, but never felt it himself. Shaking, his teeth chattering, Dr. Lehman felt the full force of a lightning strike run through his entire body. The last thing he would ever remember would be his own reflection in the woman's white eyes.

**COMMERCIAL BREAK**

**Cell Block 495, 3000 ft. Below Surface, Genosha**

"What are they doing now?"
John swallowed and squinted at the screen that showed Kitty's still form. A man in a lab coat had entered, escorted by two guards. "I don't know," John replied, leaning in closer to the barrier. "It looks like . . ."

The lab coat started pulling out the wires used to monitor Kitty. The man gestured directions to the guards. One of them lifted his gun and shot at the monitors.

"What are they doing?" Bobby repeated. "Are they breaking her out? Are they on our side?"

John shook his head slowly. "I don't think so, bro, I think . . ." The scientist took out a syringe, flicking it. "I think they're—"

"They're killing her!" Bobby completed. "No! No, goddamnit!" He pounded at the barrier, helpless. The scientist pressed the tip of the syringe to Kitty's skin. John swallowed, unable to look away.

The scientist paused, looking up and towards the door, his expression confused, then fearful. "What's going on?" Bobby asked, unable to see the door into the room on the screen. "What is it?" On the screen one of the guards raised his gun and fired, only to have the bullet ricochet and imbed itself in his colleague. The guard strode forward, and found himself promptly slashed through the neck by a pair of claws.

"Logan!" Bobby cried aloud. The burly mutant moved into the sight of the camera, accompanied by the armored up Piotr and Sid. The lab coat was visibly trembling, his mouth moving, probably begging. Bobby felt no sympathy for him as Piotr slammed his metallic fist into the whimpering man's face, knocking him out. Sid and Logan were gently working to get Kitty free of the straps on the bed.

"They're coming for us!" Bobby said triumphantly. "They're coming."

"Yeah, hate to be the guy to destroy this magical moment of relief and justified violence," John stated, "but if they went to kill her, then they're probably coming for us too."

"Let 'em try," Bobby said, seething. "They—"

The door at the end of their cell block slammed open. Both boys tensed up, readying for a fight as the hook-nosed man barreled down their hall. They moved closer together, side to side, their mutual training taking over when he neared their cell. But the hook-nosed man ignored them completely, heading straight for the door at the other end.

"Okay," John said as he exited, "so he's not our imminent death. Maybe—"

The door slammed open again, and another figure came running down the hall. The boys put up their hands again, but the athletic blonde man just continued running, following the same path out the other door.

"Okay, what is this, a Benny Hill sketch?" John complained. "Either kill us or don't, but—"

"Scott!" Bobby yelled, as a third person came into the cell block, this one recognizable. "Professor Summers!"

Quickly realizing the determined Scott couldn't hear them, Bobby bashed his fists into the barrier, waving his arms. "Come on, come on!"

Scott's eyes glanced over the sides of the cells, and he continued running for a few paces before stopping. John joined Bobby in waving his arms and banging the barrier to catch the mutant
"Come on, let us out!" John demanded, as Scott's eyes landed on them. "Yo, he sees us."

"Professor!" Bobby said joyfully. "Come on!"

Scott clearly recognized both boys, but his gaze kept going down to the other door, where the previous men had run. "Come on," Bobby said, opening his hands. "What is he doing?"

"Debating, I think," John said. Bobby shook his head. "No, he has to help us—"

Scott looked agonized, but he appeared to take a deep breath. He motioned at Bobby and John, moving his hands sideways. Bobby grabbed John, yanking him into the left hand corner, as Scott winced, squinted, and then opened his eyes fully. A weak but effective blast emanated from the optically powered mutant's eyes, blasting a hole through the barrier.

Bobby immediately jumped to the break and clambered through, ignoring the slashes to his skin. John followed as Scott moved closer, now using his hand to shield his eyes.

"Logan and Sid and Piotr are here," Bobby said as soon as he was free. "They found Kitty. We have to get them."

"We have to—" Scott made as if to look out the exit door again, and then stopped himself. "Okay. So they're free? What about Remy, Rogue, and Jubilee? Have either of you seen Storm?"

"No," Bobby answered. "But we better find 'em fast. I think they're gonna try and eliminate us all — get rid of the evidence."

"They've locked up hundreds of powerful mutants down here," John said, looking around the cell block at the other residents, who were pounding on their barriers, begging for freedom. "If we break even some of 'em out — we can't lose."

"Powers come back slowly, if they haven't injected you," Scott said, now keeping his eyes shut entirely. "We'll need to find weapons, or it'll be a slaughter."

"Oh, it'll be a slaughter," John stated dryly. "I don't think there's any stopping that."

**Ground Floor, Lion's Paw Resort, Genosha**

The elevator opened, and Jubilee blinked as she got her first look at sunlight in days, streaming through the windows in the long marble halls of the hotel. Beside her, Park led the others who had joined them out into the blazing light, many stumbling, blinking.

"It's like they don't remember sunlight," Jubilee noted aloud.

"A lot of them don't," Park said darkly. Jubilee turned to question the scarred mutant further when three guards moved to cut off their group, raising guns.

"Stop right where you are," the one in the center demanded. Park growled, and took a step forward. The guard clicked the safety off his weapon.

One of the mutants in their group, a middle-aged woman, gave a high-pitched scream of rage and leapt towards the guard. The guard whirled and shot, hitting the mutant in the stomach. He lowered his weapon, apparently shocked by having actually fired.

It was the wrong decision. The group of mutants gave a collective scream that chilled Jubilee down
to her bones, and loosed themselves on the guards. The first guard went down under three tall, angry male mutants, brought to the ground by their bare hands. When the other two guards turned to help their comrade, two female mutants leapt together, one knocking the gun to the side, the other clawing at his face.

Park acted quickly to prevent the third from firing, kicking the legs from under the guard. Jubilee jumped into action as well, grabbing for the gun and slamming her right elbow into the larger man's chin. He sputtered, spitting up a little blood. Jubilee used the open to pull his gun forward, and when he contracted, pulling back, she pushed, sending him to the floor. She grabbed the gun in his dazed confusion. She slammed the butt of it into his temple, knocking him out cold.

"I got him," Jubilee confirmed, looking around for Park. She turned and saw the Filipino mutant rise to his feet, grabbing the gun the second guard had let fall. He raised it and fired two shots into the man's head, blasting brains and viscera all over the clean hotel floor. He looked up at Jubilee and smiled. Behind him, the third guard was screaming in agony, his gun out of reach, as the female mutants clawed, scratched, and bit at him, blood seeping out into a puddle around his prone form. Jubilee swallowed down bile as the man begged for mercy.

Landing Bay, Air Strip, Genosha

"Start it up!" Hodge bellowed as he strode across the concrete and towards the helicopter waiting for him. "Get it moving, now!"

"Sir, we don't have any flight plan," said a man in orange, navigating around the cones delineating the path of take-off. "Are you heading out for business, or—"

Hodge grabbed the smaller man by the scruff of his neck and pulled him in. "Do you hear that?" he whispered harshly. The man in orange swallowed, and vaguely made out the sound of warning bells and a repeating female voice from below. "Those sounds? Mean there's been a breach. That means if we don't get off the ground and out of here, right now, we're all going to be caught, and torn apart by a bunch of angry mongrels."

"Mongrels?" the man in orange stuttered. "I..."

"Mutants!" Hodge roared. "We'll all be killed by mutants! Do you want that kind of death, Anderson? Or—"

Hodge's head snapped up at the sound of thousands of pounds of metal rising. The helicopter lifted itself into the air — despite the absence of a pilot.

"What the hell?" Anderson whimpered. Hodge let the smaller man drop as he watched his escape plan rise up a couple hundred feet, before hurtling over the edge of the landing bay. Hodge ran forward and looked over the edge just in time to see the helicopter slam into the waiting ocean below.

"Mr. Hodge," said a jovial voice from behind him. "Leaving so soon?"

Hodge swallowed hard before turning around. He forced himself not to cry out as he witnessed the mass of mutants before him, all led by a single, elderly man wearing an upsetting smile.

"I would certainly hope not," said Magneto in a booming voice intended for his audience as much as Hodge. "The mongrels are out of their cages, Mr. Hodge. And we are not done with you."

TO BE CONTINUED
Horizons

Season Two, Episode Fourteen: Horizons, Part 2

Cell Block 321, 2000 ft. Below Surface, Genosha

The elevator dinged open, and the blood-spattered white-haired mutant emerged into a sea of screaming, rioting mutants. Ororo's eyes turned white in defense as she watched the furious, rabid mob smash their glass cages, rip wires from the walls, and drag pleading, crying human guards across the floors. The mayhem and violence were so shocking even the seasoned warrior and former queen needed to take a moment to collect herself. She stood attempting deep breathing, not resisting the mutants who forced their way around her into the elevator as they desperately tried to reach the surface.

Ororo saw two young mutants, one with skin that appeared to naturally resemble third-degree burns, the other with yellow flecks all along his arms, drag a female Genoshan scientist by her hair to the ground. While the yellow-flecked one held her down, the burned one started to rip her clothing off, laughing at her pleas and screams. Ororo sprang instantly into action, raising her arms and summoning up all the air in the extensive halls. "Enough!" she bellowed. Her voice was magnified by the wind as she shoved the air at both young men, hurling them away from the woman. They skidded across the floors and slammed into other mutants, who stumbled over them in their haste to either get away from the violence, or engage in it. Ororo walked over to the still gasping woman and pulled her to her feet. The woman, young, blonde, and shivering, started to mumble what sounded like a thank you, before catching sight of Ororo's still white eyes. With a painful screech, the woman broke away from Ororo and made a run for the elevator.

"Professor! Ororo!"

Ororo heard her name called and turned to see John and Bobby running towards her, dodging the fleeing and fighting mutants around them. Scott was not far behind.

"Boys!" Ororo abandoned any professional, teacherly distance when they came into range, grabbing both adolescents to her and hugging them tightly. Bobby clung to her hard, while John squeezed her and then pulled away, looking wary and shy. "I— I was . . . here," John muttered by way of explanation.

"I'm so sorry, John," Ororo said as softly as she could while still being heard over the cacophony around them. Scott drew level with them, his face hard. "Have you seen the others?" he asked immediately. Ororo shook her head.

"Professor Logan, Sid, and Piotr are here. They found Kitty," Bobby said quickly. "We saw them on the monitors, but we don't know where they are."

"Have you seen Remy, or Rogue, or Jubilee?" Ororo asked, raising her voice as a great crash came from down the halls.

"No, and this place goes on for miles," Scott said. "And down below there's—" Scott stopped himself, looking away. Ororo scanned the mayhem of the halls around them. "I think we need to get to the surface," she decided. "Down here it's just a free-for all. Everyone who's not participating is trying to get out and up."

"Yeah, there's a lot of participation going on," John said dryly, looking around at the devastation.
caused by the angry, rampaging, recently freed prisoners.

"This is only going to get worse unless we stop it," Ororo said darkly, thinking of the blonde woman.

"If we can stop it," Bobby said grimly.

"Let's get to the surface," Scott ordered. "I can't breathe down here."

Ground Floor, Lion's Paw Resort, Genosha

The elevator opened. Remy and Rogue stumbled out along with ten other tightly packed mutants, who shoved and pushed over each other in an effort to run into the sunlight. The elegant hotel was in ruin; glass windows smashed, lion statues toppled, a sickening trail of blood dirtying the marble floor. Rogue pulled as close to Remy as she dared as they stepped out, trying to identify anyone they knew in the melee. One handsome Filipino mutant appeared to have gathered a following, and was monitoring the only other entrance, a stairway to the lower floors. Mutants who stumbled through it were helped up. Scared human scientists or workers who had the misfortune to find their way out were greeted by a gang of very angry former prisoners.

"Remy, look!" Rogue pointed over at the gang. "Jubilee!"

The littlest X-Men turned at the sound of her name. When she spotted her friends she ran, dodging and leaping over cowering or fleeing mutants, to meet Rogue and Remy in the center of the hotel floor. Rogue almost hugged Jubilee when they reached her, just managing to hold herself back. Remy grasped the Chinese-American mutant's shoulder. "You okay, petite?"

"Yeah. I mean, no. I mean—" Jubilee looked over her shoulder at Park and his gang. "It's bad. It's revenge central up here. I don't think I can stop them."

"You'd hurt yourself tryin' all alone," Rogue soothed. "We gotta find the others."

"What if they can't get to the surface?" Jubilee worried. "We're all—"

A shout of fury called their attention again to Park and his boys. Remy took a step back as Essex shoved his way past Park's boys, throwing one of them off with a shove of almost supernatural strength. Alex followed close behind him, leaping over the all-mutant barrier after his prey. Park headed Essex off with a low kick to his ankles, causing him to stumble and fall. His boys recovered as well, blocking Alex's access as Park slammed both elbows into Essex's back to drop the scientist. He moaned, half-conscious still. Park grabbed his wrists and pulled him up to his knees.

"Park!" Jubilee ran over to her new friend. Rogue followed close behind; Remy hanging slightly back. Park looked up, his smile victorious. "We got one of the big ones, kid," he said triumphantly. "I saw him take away mutants who never came back."

"He's mine!" Alex screamed, trying to fight his way through Park's crew. "I need him!"

"Get in line," Park growled. Remy looked desperately around the group, anywhere but into Essex's eyes.

"If he hurt that many people he should face justice, not this," Rogue argued. "You can't just — just judge people randomly. We don't know what they did."

"You really think anyone not a mutant down there is innocent?" said one of Park's boys, a mutant with facial scars and a spiky mohawk.
"We won't know if you kill them all!" Rogue snapped. Jubilee nodded vigorously. "Besides," Jubilee added. "If we just kill them the world won't ever know what happened here! We need everyone to know about Genosha and what they did. They have to be able to testify!"

Park seemed to consider Jubilee's words. "Alright," he said. "This one we take with us."

"Good," Jubilee said in relief, Rogue nodding as well. Remy looked down, his jaw hard. Despite his attempts, Essex caught his eye. The dark scientist grinned through the cut on his lip, and winked.

Lion's Paw Resort Beach, Genosha

Logan, Kitty, and Sid stumbled after Piotr through the hole he had smashed into the hotel wall. They emerged, wincing, into the burning African sunlight. Logan growled as the mutants who had collected around them streamed up out of the darkness and past them onto the sand. "Where the hell are we?"

"Out," Sid said, breathing a sigh of relief. "Out of that hell hole. Thank God." Kitty leaned against Sid in exhaustion.

"Perhaps not just yet," Piotr warned, pointing at the sky. The other mutants looked up, as did the rest of the people milling around on the beach. Above them a gigantic, damaged jet plane lowered itself slowly to the beach below. The people balanced atop it gradually became clearer as it descended.

"Great," Logan grumbled. "Just what we needed. They got Mags, and couldn't manage to get rid of him."

"Brothers and sisters!" Magneto bellowed, his voice carrying to the stunned mutants ranged all over the beach. "I present to you your tormentors. They tried to cage us. They tried to destroy us. And they tried to run. But they could not escape the long reach of our justice." Mutants scattered as the plane, creaking and groaning, hit the ground, kicking up piles of sand. "So," Magneto said, his grim smile visible to the surrounding crowds. "Shall we show them what the iron hand of justice feels like?"

TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
The elevator arrived at the ground floor. Scott, Ororo, John, and Bobby got into fighting stances as the door opened. It revealed a mostly empty hallway, the few stragglers remaining fighting to escape through a side door. Bobby narrowed his eyes and then shot off after them. "Rogue!" he yelled. "Jubilee, Remy!"

Rogue and Jubilee turned. Park and his gang, already half out the door, continued down the stairs to the beach. John jogged after Bobby, Scott and Ororo bringing up the rear. Bobby pulled Jubilee into a tight hug as soon as he reached her. "We didn't know if we'd ever find you guys," he said as Jubilee clutched him back just as hard.

"We were tryin' to find y'all, but it's mad down there," Rogue said, hanging back as Bobby clapped Remy's hand with his. "We— John!" Rogue said in shock, her voice fading into a stunned whisper. Jubilee and Remy turned as John shrugged, his face a mask of bravado that didn't conceal his nervousness. "Funny us ending up here, isn't it, Mississippi?"

"Who's this, hmm?" Remy demanded, his accent thickening. He didn't bother hiding his glare at the newcomer.

"Pyro," John stated. "Iceman's counterpart. I used to ride with the X-Men before I left for—"

"Magneto," Ororo interrupted, looking out through the glass. "What the hell is he doing?"

The others turned to look through the glass at the scene playing out on the beach. On top of the jet taking up half of the beach, the small but visible figure of Magneto was addressing the crowds.

"So I guess he got out—" Bobby began, when John pushed past him and ran out the door. "Hey, John! John!"
Ororo groaned as Bobby ran out after his friend, and was quickly followed by Rogue, Jubilee, and Remy. "I forgot what a problem that boy is," Ororo groused as they followed their charges down the stairs and into the crowds.

The sea of mutants had taken over the beach. The X-Men had to fight to get to a vantage point where they could view the proceedings on the jet. Luckily, Magneto's voice carried easily over the crowds.

"So you deny your crimes, even here, confronted by the many you have wronged?" Magneto boomed, playing more to the angry mutants than to the cowering Hodge.

"I'll deny or admit to crimes when I am tried in a court of law," Hodge insisted, raising his voice as high as he could, despite the boos that greeted him. "This isn't a court, this is a travesty. You're showing the world that this is all they can expect of you."

"The world, Mr. Hodge?" Magneto questioned. "Do you not see all the nations of the Earth spread out before you? Brought here by you?"

"All I see is a bunch of animals who can't be bothered with the law, conducting a lynching," Hodge bellowed. The mutants below him roared in fury, and Magneto didn't hide his own grin.

"He's a hypocritical bastard, but he's not entirely wrong," Scott noted. "We have to stop this. If they kill him here then we'll never be able to show the world his crimes."

"You got a plan?" Ororo questioned. "Because if we don't act now—"

"Then you have nothing to say in your defense?" Magneto questioned. Hodge looked up and over at the faces of the mutants glaring at him with murder in their eyes. He sneered, rising with difficulty to his feet. "You want me to say I regret my work. That I feel pity, or sympathy for you. That if I could take it all back, I would, because your lives have worth and meaning. Well, keep your hate. You're all trash, deformed monsters. You make me sick. You've infected our world. I don't regret all this for an instant."

The mutants screamed, howled, hollered. Magneto gave an exaggerated sigh. "And so you pronounce your sentence upon yourself," he stated. "Mingle with the infected."

With more force than would be expected for a man of his years, Magneto put his foot on Hodge's back and kicked the man off the jet. Hodge toppled to the sand below, his finely tailored suit ripping as he landed. For a moment there was almost silence. He pushed himself to his knees with his elbows, and looked around him. Then the mob descended.

They moved en mass, a swarm of mutants of every color and stripe, onto the screaming and pleading Hodge. They piled on, so that it was impossible to see what was being done to him. But his high, begging wails, the sounds of ripping and the spurts of blood shooting into the air, were illustrative enough. Ororo grabbed Bobby and Jubilee with either arm in horror. Scott seethed, unable to find a way to stop the slaughter. It continued until Hodge's screams weakened, and then faded into silence.

"My brothers, my sisters," Magneto continued, seeming to gain strength from the rising violence of the mob. "We've dealt with one crime against mutant-kind. Some may call into question our right to judge our oppressors. But I say, the only fair court is a court of our peers. Here we can make our own justice!"

The crowds roared in approval. Magneto raised his arms to accept their praises. "He's going to milk this for all it's worth, no matter how many people he kills," Jubilee said in disgust.

"It's not like Hodge was innocent," John argued, folding his arms nonchalantly. "None of these
people are. You think the guy they're taking to the stage now was nice and cuddly to all his mutant lab rats?" He nodded at the jet, where Park and his gang were hoisting up a struggling Essex.

"Essex!" Scott swore. He pushed into the crowd, elbowing others aside as he moved closer to the jet.

"Scott—" Ororo started to protest, and then rolled her eyes and gave up. She followed him along with Bobby, Rogue, Jubilee, and John. Remy reluctantly slunk along behind them, moving with his thief's skill through the crowd.

"Do you know this man?" Magneto questioned dramatically, as his cronies dragged Essex into view on the roof of the jet. The crowd roared back, a cacophony of screamed crimes one over the other. Magneto held up his hand and the crowd quieted — he commanded the rise and fall of voices with the ease of a stage magician in his element. "One at a time. I assure you he will pay for all of his sins."

"He killed my brother!" screamed one voice, shrill and feminine. "He tortured him for hours! I saw —"

"He's the other guys' right hand man. He's one the one who stripped our powers!" yelled someone else. More people started to speak over each other. Magneto tried to raise his hands for silence, when one voice rose loud above the others.

"He killed my entire family! Forty mutants at once! He massacred them! All of them!" The voice was young and female and thin but the entire beach of bloodthirsty mutants fell silent at the claim.

"Come forward, please," Magneto said. The X-Men watched as a space was made for the accusing mutant in the crowd.

"I can't see her," Jubilee whispered loudly. "She must be shorter than me."

"Come up, my sister," Magneto said grandly. "Speak to us." Two of the mutants at his side pulled the tiny mutant up. She turned to face the crowds, small and fragile-looking in her pale, tattered pink dress, her violet eyes wide.

"Wait," Rogue said. "Don't we know her? Remy— Remy?" She looked around for her boyfriend, but couldn't locate the Cajun.

"Come, please," Magneto said with the deceptive gentleness his voice could hold. "Tell us about this massacre of mutants."

COMMERCIAL BREAK

Lion's Paw Resort Beach, Genosha

"I can't see a damn thing," Logan growled, straining to look over the heads of the much taller mutants in front of him. "Who're they murdering now?"

"I do not like this crowd," Piotr said, his accent thickening in fear. "These people are angry and unstable. They are ready to kill, and I do not think they will wait patiently for Magneto to drag every member of this island's group out to kill them."

"We should find our people and get out, before this place becomes a bloodbath," Sid advised, his hand wrapped tightly around Kitty's waist. The tiny wall-walking mutant grimaced in pain and let her head rest on his shoulder. Logan sniffed the air.
"They're close," he determined. "C'mon. Let's find the rest and get the hell off this goddamn island."

The violet-eyed mutant girl opened her mouth to speak, but, as if tired by her screaming accusation, couldn't raise her voice to reach the masses. She motioned for Magneto to come closer. He bent down and listened to her whisper. Then he nodded, and straightened up to address the boiling, restless crowds.

"Our sister here does not give her name," Magneto said, his voice pitched low to carry over the beach. "She once had a family, she says, who lived underground, because they feared the hatred and retributions of the humans on the surface."

"Of course he'd figure out a way to tell the story," Scott said scathingly. "Anything she tells him he's going to filter through his anti-human message."

Magneto had finished listening again to the tiny mutant girl's whispers, and he stood to speak. "She says they remained underground, safe, hidden. Hiding in the dark and the tunnels. Then one day, a betrayer arrived. Her family began disappearing, one by one. Taken for the foul experiments of the man before you."

The crowd booed and hissed. Bobby rolled his eyes. "I have no problem believing he did it," Bobby muttered. "But Bolts is milking this." Rogue was gently pushing at the mutants around her, trying to locate Remy.

"Then, one night, the betrayer struck in force," Magneto was narrating now, holding his audience spellbound, "and enacted his sinister plan. With the help of his accomplice, he stormed the tunnels where these mutants were hiding, in fear for their lives. Well they should. He butchered them with unrelenting savagery. Bodies cracked and broken. Children ripped from the arms of their mothers, mothers cut open to see what was inside that made them so different from normal people. Our friend here sat crouched with blood splattered over her while the man you see before you laughed, pleased that he had enough specimens for his experiments."

The crowd grumbled and a few members screamed, "String him up!" Ororo shivered in disgust. "He could be making all of this up," she declared.

Magneto raised his hand for silence. "The man you see before you is accused of many crimes," he stated. "Not only of this horrible massacre, but of prolonged torture, of experimentation on us as if we were rats. We will—"

The tiny violet-eyed mutant interrupted Magneto's speech with an eldritch scream. His face momentarily showed irritation at being interrupted, before he looked to where she was hysterically pointing. "Him! Him!" she shrieked. "Red-eyed! Diable! Diable!"

Magneto recovered quickly, gesturing for the men around him to grab the object of the tiny female mutant's rage. Park and several others descended. There were the sounds of a scuffle, and then a blast of red-purple energy. The X-Men watched, stunned, as a struggling Remy was pulled up onto the jet.

"No!" Rogue gasped as Park and his cronies forced the still resisting Remy to face the crowd. "Is this the betrayer who exposed your people to the massacre?" Magneto demanded. The violet-eyed girl's face was twisted with hatred as she pointed at Remy. "Him," she said audibly. Remy seemed to be trying to talk to the little girl. She covered her ears and knelt down, shaking her head against his words.
"This is worse than we could have imagined," Magneto shouted. "A mutant betraying other mutants. This is the worst kind of degradation." Park and his boys held Remy by his arms and forced him to look back to the crowd. The mass started to reach fever pitch, and something was thrown at Remy, slashing him across his face.

"We have to stop this!" Rogue demanded hysterically. "Now!"

"I agree," Scott said. Narrowing his eyes, he aimed and fired an optic blast right into Magneto's chest. The old mutant fell back from the force of it, his face the picture of shock, as if unable to comprehend anyone striking him down in a moment of triumph.

The crowd was unnaturally still for a long moment. Then the violet-eyed girl screamed. Like the releasing of a dam, the powder keg of mutant rage exploded. Angry mutants streamed towards the stage, fighting to climb up the jet. Taking advantage of Park's confusion, Remy bent his knees and executed a backflip, knocking the Filipino mutant back and freeing himself. He landed on his feet, but was immediately assailed by four furious mutants from the crowd who had managed to climb up the jet.

"They're gonna kill him!" Rogue screamed. She plunged forward into the crowd, fighting against a gigantic tide of angry mutants. "Rogue!" Bobby screamed. "Wait!"

"Oh, this is enough," Ororo stated, her eyes going white. She raised her arms and the winds rose with them. She twirled her hands, and then shoved them forward. The gale force winds slammed the mutants in their way aside, leaving a clear path to the jet. Rogue sped off at the downed plane, Bobby, Jubilee and John right behind. Reaching the broken wing, Rogue slammed one arm down on it, making a dent as she used it to propel herself up. Landing with a powerful thud, Rogue grabbed one of the mutants attacking Remy with her right hand. She pulled, throwing the man twice her size over her shoulder. She elbowed a tall female mutant in tattered black clothes in the chin, and the woman spat blood as she stumbled. A blast of red-purple energy forced two hulking mutants back, and for a moment Rogue had a glimpse of Remy's bleeding terrified face. She started to run towards him, and was tackled by one of Park's cronies. Park himself was dragging a tearful, screaming human woman in a stained Lion's Paw Resort apron up onto the jet. The woman was clinging desperately to a small girl with her eyes, who looked around her in terror.

"Park!" Jubilee yelled, scrambling up onto the jet. "Park, stop!" Bobby grabbed her hand and hauled her up after him, then turned to ice down one of Magneto's men.

Park turned, his face a mask of disgust and rage. "Little sister," he shouted, jerking the arm of the woman to throw her to her knees. "It's retribution time."

"No!" Jubilee shrieked over the near deafening sounds of the screams and blows of the fight all around them. Ororo and Scott had climbed onto the jet, and were fighting hand-to-hand with Magneto's men, as the old survivor himself fought to rise. "Park, that's a mother and a child!" Jubilee hollered.

"Yes!" Park crowed. He grabbed the tiny, chubby wrist of the little girl in his left hand, and yanked her away from her mother, who moaned in desperation. "A perfect little human family. Meanwhile, my family is all dead because of them!"

"Not the girl!" Jubilee argued, dodging a falling mutant teenager that Ororo had knocked out with a deft kick. Jubilee ran closer to Park, who tightened his grip on mother and child. "She's just a kid!"

"So were we!" Park yelled back, blood streaming down his anguished, hateful face, his veins fit to burst. He pointed to the violet-eyed mutant girl, who was huddled down in the middle of the chaos,
hands over her ears. "She said children were taken, killed. Mutant children. So now a human child needs to die. A life for a life."

"That's not justice! Children are innocent," Jubilee screamed, pleading, as she made her way through the melee towards the furious Filipino.

"No one's innocent!" he screamed, and kicked away the crying woman with his left foot. He grabbed both of the little girl's arms, ignoring her tears and screams of pain. "If we let them live they'll grow up to be just like their parents," Park said, snarling. "Murderers. Monsters." He grabbed the little girl's neck, and squeezed both of his hands. A ripple of heat went through the air, and Jubilee saw the girl's face turn red as she gasped for breath.

"NO!" Jubilee clenched her fists and heat curled around them, crackling blue and red in the air. She ran at Park, who let go of the little girl in time to throw his hands up and catch Jubilee's fists. His eyes widened in shock as he felt the building force of her plasma power. "They're humans," he tried to argue with Jubilee, his voice harsh. "They'll never accept us. If we let them live they'll become oppressors! Killers!"

"And if I let you do this," Jubilee forced out between gritted teeth. "So will you."

Park snarled, lifting his foot to kick her, just as she let the energy in her hands release. Park was blasted backwards in a rain of red and blue plasmodia, his expression of hate turning to shock as he was propelled off the jet. Jubilee turned away from the crack of the fireworks, unwilling to hear his scream.

"Rogue!" Bobby yelled, as he iced up his fist and slammed it into one of the seething mutants trying to climb onto the jet. "Jubilee! Professor! We're gonna get swarmed!" All around them mutants piled one on top of the other trying to get onto the jet. Some were clearly looking to join in the fight, but others had looks of terror on their faces. The mob of mutants had erupted and turned on each other. The beach had become a killing field, with a stampede of people trying to flee the madness finding themselves crushed and trampled. Sunlight glinted off of steel, and Bobby squinted and made out a man of metal near the edge of the beach. "Piotr!" he shouted. "Guys! The others are—" Bobby's sentence was cut off as the jet started to shake and creak. He whirled around to see Magneto attempting to rise, and the plane rising with him.

"Rogue! Jubilee! Bobby!" Scott screamed, as the mutant he had been fighting toppled off the plane and to the sand below, where he was instantly swarmed by the sea of mutants. "Everybody, jump! Now!"

The jet rose higher, veering right, out over the ocean. Jubilee grabbed the terrified human girl. "Mama!" she screamed. Jubilee turned to see the human woman sliding off the plane's wing. "No!" she screamed along with the child, as the woman fell over, plummeting to the water below.

"Everyone, I said abandon ship! Now!" Ororo screamed, slamming another kick into one of the men protecting Magneto. Magneto was firmly anchored to the metal jet. He grimaced and made it rise higher. "Jubilee, jump!" Ororo ordered.

Jubilee looked down at the terrified girl in her arms and pulled her in closer. "Hold your breath when I say," she yelled over the rising wind. The girl just whimpered as Jubilee steeled herself. "Oh God," she whispered. "Here we go." She faced the wing of the plane, gripped the girl tightly, and ran. She could still hear sounds of fighting behind her as she sped to the edge of the wing. She had only a moment to look down at the blue expanse below, before she was in the air and falling.

Bobby saw Jubilee go over the side out of the corner of his eye. To his right he saw John rushing to
Magneto's side, holding onto the old man's shoulder. In front of him he could see Rogue kick out the legs out from a mutant trying to hold Remy down. The Cajun scrambled to his feet as Rogue tried to stay on hers as the jet swayed. "Guys, we need to jump!" Bobby yelled. "C'mon!"

Remy looked wildly around the plane, his face scratched and bleeding, his clothes ripped. He saw the tiny violet-eyed mutant huddling in the center of the plane, whimpering. He ran at her, skidding and stumbling. She looked up in terror as he deftly swung his left arm around her waist and lifted her up onto his side. "Chere!" he yelled back at Rogue. "Alle!" Rogue nodded, and then ran over to Bobby, who was perched at the edge of the plane wing. "Where's Jubilee?" Rogue screamed over the howling wind.

"She already jumped!" Bobby responded. Remy moved to leap and Bobby threw out his hand to stop him. "Don't! The fall could kill you!"

"We gotta get down 'fore it gets any higher!" Remy argued.

"I know!" Bobby set his jaw and threw out his hands. A sheet of ice erupted from them, arching down towards the water. "Now, quick!" he screamed. "Before it breaks! Rogue, go!"

Rogue knelt down and put her feet on the ice slide. Another jerk of the plane propelled her down it, screaming. Remy followed, skidding down sideways, the girl over his shoulder clinging to him as they fell almost vertically towards the ocean. Bobby started to step out towards his creation when another, sharper turn of the plane broke it. He watched in shock as his ice slide crumbled, leaving him no way off the jet.

"Bobby!" he heard Ororo yell behind him. "Jump!" He felt a shove and toppled off the edge, unable to hold in a scream. For a few awful seconds he was in free fall. Then he felt a rising, powerful wind turn him to the left, buoying him up. But he was still falling fast, descending rapidly. The water came closer and closer. He almost forgot to gasp before he slammed into the cold ocean. He was swallowed up by the sea, still going down.

COMMERCIAL BREAK

Lion's Paw Resort Beach, Genosha

Kitty screamed when she saw Bobby plummet to the ocean floor, a ragged, pained sound that died in a cough of agony. Sid tightened his hold on her, as they moved with Piotr and Logan to the water's edge.

"Can you swim, Tin Man?" Logan shouted, as he ran splashing into the water.

"I will," Piotr promised, de-steeling and plunging into the blue waters. Logan growled and dove in after him. The two bulky mutants swam hard for their friends.

Above them Ororo swooped through the clear blue African sky. She dove down like a water bird to the ocean and grabbing hold of Scott's arms before he was dragged down to the depths. Straining and gritting her teeth, she pulled him up, raising the winds to pull them both into the air. With difficulty she held onto him as the winds swung her back to the beach. "Scott—" she tried to warn. "We're gonna lan—" They hit the branches of the palm tree, hard. Tangled in the fronds, Ororo had just enough time to recover and summon up winds before she and her fellow X-Man hit the sand.

Dazed, head splitting and ears ringing, Ororo spat out sand. "Prof... essor... Prof—essor!" She raised her head, the words coming slowly into her ears. It took another long moment for her to make
out Sid and Kitty. They fumbled over to her, falling to their knees at her side. "Professor, are you okay?" Sid asked. Kitty looked pale and sick, and appeared to be swallowing.

"I'm . . . fine," Ororo replied, forcing herself to sit up. "Scott . . ." She looked over to where he lay, facedown. Sid crawled over to his teacher and touched two fingers to his neck. "His pulse is okay. He's alive."

"Turn him over," Ororo ordered. "Gently!"

Sid rolled Scott over, keeping his neck and back aligned. Ororo watched Scott's chest rise and fall clearly, and let out a sigh of relief. "Kitty," she asked, turning to her student. "Are you okay?"

Kitty swallowed again, looking anything but okay, but nodded. "I'll make it. The others — Bobby, Rogue . . ."

"Look!" Sid said, pointing to the edge of the beach. Their friends were struggling to make it out of the ocean. Jubilee was the first to put her feet on land. In her arms was the gasping, crying little girl. The child was screaming and reaching towards Piotr, who carried her unconscious mother over his shoulder as he pushed forcefully to shore. Logan swam behind him, almost in the shallows, dragging a gasping, conscious Rogue, and an unconscious Bobby. Remy passed by him, the little violet-eyed mutant clinging to his neck.

"Go!" Ororo ordered Sid, coughing. "He— help them!" Sid nodded, and ran to help Piotr, who was working to keep the woman's head above water. Logan finally made it to the muddy shoreline. Rogue found her shaky feet and pulled away, tugging her shirt over her skin to keep him safe. The burly Canadian set Bobby down on the beach and immediately started CPR. Remy navigated around them as he carried the little girl to shore. Once on solid ground she struggled out of his arms, jumping down and turning to face him with a shocked expression on her tight little face. "You . . . kept me alive."

"Ain' the first time I done that," Remy asserted. "I brought you outta the darkness last time."

"Last time you brought the darkness on us," the little mutant shot back. Rogue and Sid looked over now. Bobby started to cough up water, and Logan pulled him upright and hit him on the back to keep it coming out.

"You and the sinister one," the violet-eyed child continued, "killed all of my family. Pretended to be friends. Lied. Lied and we died. You killed us all."

"I didn't lay a hand on none a' you!" Remy shouted. "I didn't know what he was gon' do, him, I just —" Remy stopped up short, looking around at his friends. Ororo, Kitty, and Sid were staring at him in stunned silence. Bobby was still coughing, more quietly now, into Logan's shoulder. Piotr was laying down the woman on the sand; her daughter was struggling out of Jubilee's arms.

"Is she lyin'?" Rogue's voice was ragged. Remy closed his eyes and didn't turn to look at her. "I didn't kill one of 'dem underground mutants. Le petite, her don' remember righ'. I dragged her outta that hell."

"But you were there!" Rogue said, her declaration coming out like a desperate question. "You were down there when it happened. You . . . you were working with that man." When Remy stayed silent, Rogue kicked her way out of the mud. She marched over to him, pivoting around to face him. He looked down, refusing to meet her eyes. "That's why you ran when they brought him up," Rogue said, filling in the silence. "Were — were you just gonna leave us? Run off when we found out?"

When he didn't respond, Rogue shook with anger. "Answer me, boy!"
"What I did before I met you don' concern you, chere," Remy mumbled, still looking at the sand. "Let it go."

Rogue's eyes widened in fury. Jubilee gasped loudly as with a resounding smack, Rogue slapped Remy across the face. The force of it knocked him backwards, the touch of her bare skin making him shudder as he tried to sit up in the sand. "The hell! You gon' kill me den, chere?" he snapped when he had recovered. His voice was angry, but his red-black eyes showed his hurt.

"Why not?" Rogue hollered back, furious. Bobby made to get up and move towards her. Logan held him firmly down. "I probably should!" Rogue yelled. "Otherwise what's gon' stop you from sellin' us all out, like you did her people?" Rogue pointed righteously at the violet-eyed mutant, whose pinched face now bore a dark little smile. "Huh? Why wouldn't you—"

"I would never do that to you!" Remy exploded, getting to his feet now and coming in closer to Rogue. Ororo tried to get up, her legs shaky, reaching out in a feeble plea for the fight to stop. The two lovers paid attention to no one but each other. "I would never do nuthin' to hurt you!"

"Why not?" Rogue yelled, her voice strained and pitched high with anger and pain. "Why? Why should any of us believe you? Why should I believe you?"

"Shut up, shut up, listen—" Remy tried to interrupt her tirade, but Rogue shook her head, her wet hair spraying all around them. "No! Why?" she screamed. "Why would you work with him? Why would you help him kill innocent people?"

"I didn't know he was gonna kill 'em!" Remy yelled desperately, eyes darting around at the other silent, staring X-Men. "I needed his help. He tol' me to lead him 'dere — thought he was gon' offer to help 'em, to work wi' 'em like he did me, help 'em with dey powers. I never thought he'd kill 'em an' take the children!" Remy swallowed, looking pale, young, caught. "I— I only had time to get her out."

"Yes. Her," Rogue snapped, pointing at the little mutant girl. "Her that we met in the tunnel. Her who you told me you never knew. Her who you pretended you didn't recognize. You lied to me! You lied to all of us."

"How could I tell you?" Remy argued, his voice hoarse and sore, holding out his hands in a plea. "How could I?"

"How could you not?" Rogue responded. "How could you lie to us? What, you didn't want us to know that for the right price you'd sell us all out to a mass murderer?"

"I would never do dat to you!" Remy swore, moving closer. His voice lowered even more, his red-black eyes locked on Rogue's green-hazel ones. "Dere's no price they could pay me to sell you out."

"Why, 'cause we're all worth so much more than those mutants were?" Rogue said scathingly.

"Yes," Remy said openly, his voice barely a whisper now. He was inches from Rogue, but took a few steps closer. She balled her hands into fists and straightened up, rigid in her anger. "Yes, you are," he said again, the fight as gone from his face and voice as it was hard in Rogue's. "You are, 'cause—"

"Because you know me?" Rogue headed off bitterly. "Because you—"

"Because I love you." Remy said the words like they hurt, the vocal chords in his throat tightening, his devil's eyes taking in Rogue like she were the only water in the desert. "I love you, chere. Mon Dieu, I tried not to, me, but I jus' can'. I love you, Ann Marie."
Rogue shivered at the words, her rebuttal dying on her lips even as she opened them. She took in his beautiful, sun-darkened face, his wet long hair clinging to his forehead, his red-and-black eyes watching her so closely, as if afraid and desperate for what she would say. She started to raise her hand for him, when she heard the tiniest whimper from the little violet-eyed mutant. She turned to glance down at the frail, huddled child, who stared up at her with eyes far too traumatized and hard for a girl her age. "And what about the people you don't love?" Rogue said softly, watching the little underground mutant watch her silently "What about them? What about the girl she was, could have been, before all this?" She finally turned back to Remy, whose chest was heaving in pain.


Remy stared at her in horror and hope, as if waiting for her to say something else, to take her words back. When she shook her head again, he backed away. He slowly pivoted, taking in the silently judging faces of his new family; from Jubilee's shocked, open mouthed expression, to Ororo's saddened, hurt look of ultimate disappointment. He rounded back on Rogue, back to her disgusted, icy, hard eyes. Closing his own in pain, he looked for a moment as if he would break down in tears. Then, with a movement too fast for anyone to catch it, he swept up a handful of sand, charged it, and thrust it down before him. It caused a great, red-purple blast that made everyone around cover their eyes and jump back. It threw Rogue onto her back in the sand. When her vision cleared, she looked around for Remy. Only at the last moment did she catch sight of him disappearing into the tree line of the tropical island.

"Remy!" Ororo shouted, the first to recover. "Remy— we have to go after him."

"We got bigger problems, 'Ro," Logan growled darkly, helping Bobby to stand. "Look."

The X-Men turned to look where the burly Canadian had indicated. Remy's blast had brought on them the attention of the mad, screaming mob. Like a swarm of locusts, it began to regroup and refocus — and then started to run towards them.

"Oh God," Jubilee gasped, as the little human girl clung to her and whimpered. "They're gonna tear us to pieces."

"Battle stations, everyone," Logan demanded, while supporting the still weak Bobby. Ororo stood on shaky feet, supported by Sid. Piotr still knelt by the unconscious human woman. Scott lay prostrate in the sand, and Rogue stared, silent and catatonic, at the spot where Remy had disappeared into the jungle.

"I don't think we're enough of an army, Professor," Kitty said flatly. "We can't turn back this tide."

The mob drew closer, screaming and howling, many dripping blood that stained the sand. Kitty closed her eyes, but their shrieks of inhuman rage grew louder still. Then another sound rose up, drowning out the screams with its distinctive whirring.

"The hell—" Logan turned to look behind them. "That's our goddamn plane!"

The Blackbird soared over the palm trees, flying low. The X-Men and the mob both stopped to look up as it swooped down, landing ungracefully on the only expanse of beach left to it. Logan shaded his hand and stared at the window into the pilot's seat, where a man who looked remarkably like Scott sat. He caught Logan's eye, and then gestured for him to come forward. The door lowered open in the back. Logan reacted quickly. "Everyone, get in!"

Logan dragged Bobby over to the plane, as Piotr gently picked up the still unconscious woman and carried her inside. Jubilee ran with the little human girl after them, as Ororo rose to her feet. "Sid — get Scott," she ordered, as she supported Kitty and stumbled towards the plane. Sid tried to lift his
teacher, who groaned. Logan came sprinting back out to help, just as the mob sprang back into action, no longer stunned by the plane. "They're comin' for us," Logan growled. He knelt down beside Scott's head and carefully fit his hands under the other teacher's shoulders. "Get his legs," he ordered Sid, who complied. Together they lifted the now groaning teacher and carried him carefully across the sand, up the plank, and into the plane. They set him down between Jubilee and Bobby. "We gotta strap him in, and take off, and—"

"Wait, Rogue," Ororo interrupted, looking around. "Where's Rogue?" The X-Men that were conscious looked around the plane. Rogue was nowhere to be seen.

"We gotta take off!" came the cry from the pilot's seat. Ororo pivoted to look at him, and her eyes widened in shock. "Alex?"

"Wait," Logan insisted. "I'll get her."

"That mob's gettin' close," Alex insisted. He began flicking switches, setting a flight plan.

"I said wait!" Logan growled. He barreled out of the plane, running back into the oppressive, midday heat. The mob was now only feet from the Blackbird. He quickly spotted Rogue, still staring into the jungle. She didn't move even as he ran over to her. The sounds of the mob grew deafening. "Rogue," he yelled at her, once he was at her side. "Kid, we gotta go."

Rogue ignored both him and the mob, staring at the jungle. "He ain't comin' back, Marie," Logan stated. Rogue blinked, and turned to look at him, her eyes dazed and wet with tears. Logan carefully placed a hand on her covered arm. "C'mon." He tugged her, and she finally moved with him. He coaxed her to a run. They managed to reach the plank and get into the Blackbird just as the mob swarmed the plane.

"Alright, we're on! Up, up, up!" Logan yelled, as some of the angry mutants tried to board. Alex pushed the jet into the air, knocking most of them off. "Raise the damn plank!" Logan hollered. One mutant still hung on, a shirtless, heavily muscled woman with sickeningly yellow skin. He tried to climb up after them. Logan ran up and kicked her hard in the chest. She fell just as the plank pulled up all the way. The Blackbird rose into the air, leaving the angry masses to gather in the now empty space. Ororo half-crawled, half-walked over to the cockpit to sit in the other pilot's seat. She looked down through the windows at the savagery below. "They're gonna tear each other apart," she whispered, watching as the mutants became smaller and smaller as they gained height. "There won't be a human on the island left alive."

"Good thing that we're not on the island," said Alex. Ororo looked over the man she hadn't seen in years. He was pale, and his hands shook. "Good riddance to the whole damn place."

Ororo looked from Alex to his brother, lying on the Blackbird's floor. She gazed over at the rest of her team, battered, bruised, and short one X-Man. "No," she whispered. "No good can come of this."

*Pa Pa Power by Dead Men's Bones Plays Over The Ending Scenes*

Rec Room, Xavier Institute, New York

"The scenes of carnage you see are taking place on the formerly widely-advertised 'mutant friendly' island of Genosha. They are being fed to us via journalists posed on helicopters and low-flying jets," announced the voice-over on the TV screen in the Rec Room. The young X-Men were gathered on the couch to watch the horrors unfolding in real time.
"No one can get any closer footage, since the massacre of the crew of an investigative journalist team that landed there two days ago," the report continued. "If you look in the far left corner of our cameras' vantage point, you can see the remains of that helicopter. There, the world was shocked to watch a peaceful film and journalistic crew pulled out and brutally murdered. Reports are hard to come by, so it's difficult to know what started the carnage. We have received some unconfirmed reports that far from being the paradise advertised, Genosha was actually the center of a global mutant slavery ring, with links to terrorist sub-groups and autocratic regimes around the world. What is evident, is that humans and mutants are being killed in scenes of violence unprecedented in recent years. The only messages we have been able to solidly receive are the large writings scrawled on top of the Lion's Paw Resort, claiming the island as "Mutant Land." Commentators such as Senator Whitney Graham have proposed new legislation—"

"Great," Bobby said scathingly, leaning back against the couch, wincing as his sunburned skin rubbed against the material of his shirt. "So now because of these bastards and their slaughter orgy, all the world governments are gonna crack down harder on mutants."

"And this means they'll be less likely to believe the truth about the experimentation and slavery, even if we do tell it," Jubilee said grimly, her normally perky hair flat and unbrushed, her face devoid of makeup. "They'll just say they made it up to justify all the killing."

"I don't understand it," Kitty said softly, staring at the TV as they flashed pictures of the massacred film crew for the thousandth time that week. "How can people do this?"

"A mob isn't people, Kitty," said the soft British voice to her right. The Professor wheeled up to the seated mutants. "It is rather the very worst kind of mad beast. One person may be halted in such violence by their conscience. But together, collectively, they are freed by consensus to be cruel, steady in the assurance that if others are behaving so, it is not wrong."

"But they had this done to them," Sid argued, from his seat on the floor. "How can they turn around and do it to others?"

"Because this is their time," Bobby said darkly. "Their chance to be on top. They're gonna do everything they can to even the scales."

"But this doesn't even anything," Kitty said, her voice shaking. "This is just murder, plain and simple. How can they not feel guilty for it?" She shivered, and Piotr placed one of his thick arms gently around her shoulders.

"Guilt is a deeply unpleasant state," Professor Xavier explained, calmly and sadly. "Most of us would prefer to avoid it. If we can bury it down by justifying our actions as things we had no choice in doing then we may, for a time, free ourselves of it." He looked past the clustered young X-Men to the lone Rogue, who sat off by herself, staring blankly into space. "But, like a chronic disease that waits for the right conditions, it will nevertheless spring back into life given the chance."

3000 ft Underground, Panic Room Bunker, Genosha

In the dark, dank underground room, Essex moved with hand-rubbing glee towards the large lamp that was the only source of light. "This is only temporary," Essex promised soothingly as he walked around the table. A female figure lay on it, her head and torso covered with a dark cloth. Essex adjusted the IV that fed into her right arm. "Just until things die down. Once we're ready to move, we can make our way out through the tunnels to the edge of the island. There, we'll have a boat waiting from some friends to take us away."

"Friends." Remy stepped out of the shadows to stare darkly at the thick, pale scientist who puttered
around the prone body. "'Tink I'm done wi' friends, me, comprenez? We ain' friends. Business partners, at most."

"Yes, yes, of course," Essex said, waving his hand dismissively and smiling at the stone-faced mutant teen. "Oh, Remy. Didn't I come through for you before? Are not your powers under control now? When you stand by me, I do not betray you. And the friends I mention are not the small-minded fools that Hodge and his ilk were. No, no. These friends have a much more . . . expansive outlook on the nature of our changing world. By aligning with them, we place ourselves on the right side of a history soon to change in a way it has not for thousands of years."

Remy frowned, stepping closer to the body on the slab, his red-and-black eyes narrowed into slits. "Don' care 'bout history, homme. Jus' wan' to get off this island and disappear."

"Oh, but you will want to be a part of this, my young friend," Essex said excitedly, leaning close to the body. "We are standing on the edge of a precipice. Behind us, the standards of the past. Before us, the promise of the future." He knelt down at the side of the covered figure. Her arm hung down over the side. He gently touched the tips of her fingers. They reacted, jerking back, a small, subtle, sign of life. Essex grinned in triumph. "A most brave new world."
The X-Men slunk through the dirty, cramped back-streets of their nation's capital, keeping to the shadows. They hurried quickly down the trash-strewn alleyways, carefully skirting the tiny abandoned crack vials and broken bottles beneath their feet.

Bobby, team-leader, held up his fist for them all to pause. Kitty, Rogue, Piotr and Jubilee flattened themselves against the dank brick wall of a burned out apartment. Bobby gestured silently, using the modified military hand signals Logan had taught them, to point out a house half a block down. Even in the unlit streets, the bright red and black graffiti was clear enough to be read: The Hive — Mutant Power First and Forever.

Bobby gestured again, and they ran in sharp formation towards their target. Reaching the house, Bobby held out his hand for Kitty. She took it, and linked hers with Rogue, who linked hers with Jubilee, who took Piotr's hand. Bobby counted off silently, and then all five ran up the crumbling stone steps and at the locked and bolted door.

They phased through quickly and silently, arriving in a messy living room with no signs of life. Bobby directed Rogue and Jubilee to go up the stairs, and Kitty to take the left where the small apartment expanded into the kitchen. He then nodded to Piotr to follow him down the other short hall, which contained two doors. They moved as a concerted unit, quietly and efficiently, emitting no noise above a creak.

It took them only minutes to search the entire cramped apartment, and then they filtered back into the living room littering with Chinese food crates and fast food wrappers. Bobby looked over his team, nodding in silent assessment.

Jubilee broke that silence. "So — raid their fridge?"

"Ew, no way," Kitty dismissed, nose crinkling as she surveyed the couch covered in unwashed sweatshirts and kicked aside a pack of Cheetos. Her ponytail bounced as she shook her head. "It's probably moldy or something. You'd get food poisoning."

"Y'all cannot be talkin' about eatin' their food, JuJu," Rogue said, snorting, as she pulled both arms in close and shivered. "I'm pretty sure we're gonna catch a disease just standin' in this pit. Let's leave before we start growin' mold."

"Okay," Bobby intoned seriously, his blue eyes gleaming in the dim light. "Colossus and Jubilee, you remain here. Rogue, Shadowcat, and I will take the perimeter. And—"

"We're just gonna wait?" Jubilee questioned, flicking her fingers and conjuring up a tiny crackling ball of plasma. Her fuchsia eyeshadow appeared iridescent in its light. "And then what? Stage an intervention? 'Hey, what's good — we're mutants too, but that whole 'Fight hate with hate' stuff you're doing isn't helping, so stop or we'll pummel your face'?"

"The objective isn't to try to eliminate the group," Bobby reminded sternly. "We understand their anger. We understand their desire for change. But their methods are unhelpful and will only exacerbate the rising tensions between humans and mutants. We find them, connect with them, and
"They firebombed a rally," Rogue drawled, brushing her now chin-length hair behind her neck. Her black lipstick contrasted with her pale skin, making her appear ghostlike in their standard black leather uniform. "I don't think talkin' is gonna do much, Bobby."

"IceMan," he corrected, jaw tight with repressed anger. "We're on mission, Rogue. We use code names."

"Right," Rogue responded, unconcerned, as she tugged at her gloves. "Sorry, dear and noble commander. Just lemme go outside and get on my mask. I musta forgot it in the Batmobile."

"Hey, if you're not gonna take this seriously, you can do just that," Bobby snapped. "Find your way back to the jet and wait out the mission there."

"Well then, I guess I will," Rogue agreed, before turning on her heel and jumping over the ratty old Lay-Z-Boy to get to the door. She grabbed the handle and yanked, ignoring all the locks. They broke, chains snapping like rubber bands. Rogue kicked the screen door aside like it was flypaper and stormed out.

"That will probably not endear us to them," Piotr noted with dry understatement, scratching the back of his buzz-cut. Bobby growled in the back of his throat, stomping out after his errant teammate.

"Good job, Rogue," he called out as he followed her outside, his voice echoing around the empty street. "Really, thanks. You know if you didn't want to come on this mission, you could have just said."

"I did say, Bobby," Rogue emphasized, whirling around to glare at him. "You were the one who insisted I be on your damn team. I never asked for this."

"Never asked for what?" Bobby demanded, as Kitty and Piotr hurried out to join them in the street; Jubilee hung back on the steps. "Never asked to work with us? Never asked to be part of the team? 'Cause last time I checked that was what being an X-Man was all about. Or are you saying you want to bail out on us too?"

Rogue froze, her green-hazel eyes widening in fury. Kitty quickly moved so that she stood between the two warring teenagers. "C'mon Bobby — IceMan," Kitty amended. "You know — you know we've been through a lot. I know this is important to you, to all of us. But we need time to get back in the game."

"We don't have time," Bobby said darkly. "Here, the game is on us."

"In Soviet Russia, game play you!" Jubilee chirped. "Oh — sorry Piotr. I didn't mean — I don't want to offend you —"

"Always make jokes at Russia's expense," Piotr said, making his accent deliberately more heavy as he stared off into the distance wistfully. "No potato, such is life.

Kitty laughed loudly, covering her mouth only when Bobby glared at her. "We are supposed to be a serious team," he reminded her. "This is our first big op! We need to remain professional. On top of things. Focused. Like I've been trying to tell you guys, we need to step up. All of the younger Xavier students see us as their future. We are the ones who will show the way to becoming a full X-Man. We can't allow ourselves to be in any way distracted from our objective, and—" Bobby blinked at the expressions on his friends' faces, noticing their ready stances and wide eyed looks. "The objective is right behind me, isn't it?"
"Yes," said Kitty, echoed by Piotr's "Da," and Jubilee's "Yup," while Rogue simply nodded. Bobby silently mouthed 'Damn it' to himself.

"Nice speech," said a tall, spiky-haired mutant with raised keloid scars on his shoulders, and a Mutant Pride tattoo on his neck. "Really, bruh, very inspirational." Three other mutants fanned out behind him; one a short, curly haired boy with red skin and what looked like talons for fingernails; one a tall, broad-shouldered young man with coffee-colored skin and tiny spikes covering his arms; and one a muscular dark-skinned girl whose palms glowed a steady blue.

"Thanks, bruh," Bobby responded darkly, nodding just slightly to Kitty. "You'll love the demonstration."

Bobby whirled just as the spiky-haired leader threw a punch, catching it with an iced fist that made the other mutant howl. The girl hissed and thrust both of her hands out, shooting crackling blue energy at Kitty. She phased, letting it rush through her harmlessly, and then ran up to engage. The spiked mutant grunted and extended his arm, loosing spikes at Jubilee. Piotr leapt in front of her, arming up so that they clattered against his metal skin harmlessly. The red-skinned boy shrieked and launched himself at Jubilee, but found himself kicked hard in the chest by Rogue.

"Traitors!" screamed the female mutant as the red-skinned boy hit the pavement hard on his back, coughing. "Human lap-dogs! You gonna kill a kid? Bring down one of your own for what? Money?"

"He ain't dead, you idiot," Rogue snapped, rolling her eyes. "All he's gotta do is lie down like a good boy and in a few minutes his breath'll come back."

"Rogue!" Kitty yelled. She tried to rush in between Rogue and the female Hive mutant, whose palms were pulsing with fresh blue energy. "Listen to us," Kitty pleaded. "We can help you! This isn't the way—"

"Kit!" Jubilee screamed, noticing the taloned red-skinned mutant running at her friend with claws drawn. Kitty phased instinctively, but not soon enough — the talons cut three brutal slashes in her thigh, forcing her to a knee. Rogue snarled and kicked at the red-skinned boy again. This time he dodged, and his friend was able to send a bolt of blue energy at the Mississippian mutant, knocking her off her feet.

"We're not your enemy!" Bobby tried to explain, as he parried another of the leader's blows, icing up the street to get the other boy to fall. "We're mutants, just like you—"

"You're sheep!" the leader yelled, and then spat out a line of grey fluid. Bobby's iced up arms took most of the hit, but bits of it splattered onto his face. He bit his tongue to hold in a scream as it burned his skin. "You're worse than the humans," the leader pontificated, spitting again. "You're the ones keeping us down. Trying to defend them — do they pay you to turn on your own kind, Uncle Tom?"

"I don't think they want to hear our side," Piotr understated. He was grappling with the spiked mutant, locked body-to-body, half encased in steel.

"We don't need to hear from blood-traitor scum like you!" the female Hive member screamed, as she grabbed both of Kitty's arms and squeezed, sending pulsing blue energy down her body. Kitty gasped and then phased back through the other girl, stumbling slightly at the sensation. "Every one of you is the same!" the Hive mutant continued to holler. "You're all just ashamed of what you are — afraid to be what God made you. Afraid of—"
Rogue cut off the Hive member's diatribe with a headlock. The other girl tried to fight back, slapping Rogue with palms crackling with energy. Rogue ignored the fizzling electricity, gritting her teeth against the other girl's attempts to throw her off. The Hive mutant was strong, and her legs were pure muscle all engaged as she tried to rise to her feet. Rogue used more and more of her strength, choking the Hive girl until the blue energy faded, until her slams became weak and her legs gave way.

"Rogue! Rogue! Stop! ROGUE!"

Rogue felt ice like a slap, like a punch to her gut. Her grip stopped tightening, enough for the spiked leader to break her hold on his friend with a punch to her face. Rogue stumbled, giving the leader enough time to grab his gasping friend and haul her away. Rogue shot to her feet and moved to go after them. Bobby caught her, holding her so close his skin almost brushed hers. She pulled back immediately.

"The hell, Bobby!" Rogue screamed. "I almost—"

"You almost just killed someone!" Bobby hollered back. Jubilee and Piotr exchanged looks, allowing the other Hive mutants to run away. "What was that?"

"That was a fight," Rogue shot at him. "I was havin' your back."

"We were supposed to persuade them!" Bobby argued. Rogue laughed nastily. "Oh, wake up! Did you not hear their mutant nationalism rant? We were never gonna reach them!"

"You didn't have to nearly kill her!" Bobby took a step towards Rogue, and she hurried back, eyes wide. "What's wrong with you?" Bobby demanded.

"I saved Kitty — thank you very much." Rogue gestured to her friend. "You wanna ask her how she feels about that? Kitty!"


Rogue looked over her friend's scared, sad, sorry expression and laughed bitterly. "Oh . . . I see," she muttered, eyes snapping with fury. "Well fine. If that's the thanks I get?" she snarled. "Forget all y'all."

"Rogue!" Bobby called after her, as she turned and walked off into Washington's run-down streets. "Rogue!" He moved to follow her. Piotr hurried over to put a hand on their leader's chest. "Nyet," the Russian advised. "Let her go. The mission is over."


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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen 
Cyclops: James Marsden 
Beast: Kelsey Grammar 
Rogue: Anna Paquin 
Gambit: Taylor Kitsch 
Iceman: Shawn Ashmore 
Kitty Pryde: Ellen Page 
Piotr Rasputin: Enver Gjokaj 
Jubilee: Julia Ling 
With 
Paul Amos 
January Jones 
And 
Kevin Bacon 
Written by Terry Matalas 
Directed by Danny Cannon 

Front Hall, Xavier Institute, Salem, New York 
The doors of the mansion opened and the dirty, tired, quite disgruntled young X-Men entered. Some of the younger mutants looked up excitedly, whispering amongst themselves. Ororo, coming down the great staircase, smiled at the five, her sky blue sweater setting off her eyes. "And so they return from their first mission alone in one piece," she congratulated. Logan, leaning against the bannister in his trademark leather jacket, removed the cigar from his mouth. "How'd it go?"

"Well, they are definitely not the next Brotherhood of Mutants," Kitty stated brightly, before pursing her lips and folding her hands behind her back. "They are also probably not going to be rushing to help us any time soon."

"Oh," Ororo's warm face registered disappointment. "But — you didn't bring them back with you?"

"No," Bobby said coldly. "We were unable to persuade or incapacitate them. We failed."

Logan shook his head. "Better hope they won't blow up some peace rally before we can catch 'em."

"Logan," Ororo chastised gently. She turned to the young team. "I'm glad you're all back and safe. That's the first thing to be thankful for." She walked over to hug Kitty and Jubilee, and to pat Rogue on the shoulder, earning a shy smile from the Southerner. "We will regroup and figure out another game plan. Why don't you eat and get cleaned up, and then we'll debrief in the War Room and—"

"Ororo."
She turned at her name. Scott walked down the hall and nodded to her significantly. The weather
witch signaled her assent. She smiled again at the young mutants and softly cupped the side of
Bobby's face before walking off to join him. Logan raised his brows in bemusement, before joining
the other adults.

Bobby bit his lip with a bitter smile and looked up at the ceiling. "We suck."

"C'mon, it wasn't the worst mission!" Jubilee tried to remain cheerful as they followed their disgusted
captain over to the Rec Room. "We found out that they are probably not the threat!"

"I was almost punked out by a tattooed hash-head who called me 'bruh'," Bobby stated flatly. He
avoided meeting the eyes of the young Xavier students to plop down heavily on the couch in front of
the TV. "If he had, I would have resigned as team captain immediately. As it stands, I put this
mission firmly in the fail column."

"We will have to try again," said the ever-practical Piotr, folding his bulky arms as he leaned against
the pool table.

"It's gonna take time to find 'em again if they ran off," Jubilee pointed out, sinking down to the rug
and kicking out her legs. "And it's gonna be a lot harder to 'persuade' them not to be small-time
terrorists now that we've beat them stupid and trashed their pad."

Bobby buried his face in his hands. Kitty tightened her fists. "Do they actually think they're helping?
Are they that stupid? Do they think giving the world another group of mutant terrorists is gonna help
the rest of us?"

"I don't think they care, Kit," Rogue said in soft, dark resignation, as she turned up the volume on the
TV. The news was cataloguing the latest anti-mutant protests to turn violent.

"The current unrest has been growing recently, due in part to the murder of Allen Feng, head of
R&D for Xoric Industries. Feng was allegedly murdered for his company's possibly participation in a
proposed mutant cure," said the newscaster. Behind him, aerial and ground shots showed violent
altercations at picket lines between mobs of humans and mutants squaring off in the streets of
Washington D.C. "While the individuals responsible have not been identified, the message left at the
scene suggests a radical mutant sect opposed to the idea of a cure. Details have been carefully
guarded by law enforcement, but the homicide again raises divisive questions in the mutant
community about the ethics of a cure . . ."

Rogue dropped the clicker and walked away, heading towards the stairs. Kitty, Jubilee, and Piotr
shared a silent conversation, before Kitty sighed and got up to follow the Southerner. Kitty
approached her swiftly but carefully, catching Rogue before she went up the stairs. "Rogue—"

"I don't need you to rephrase Bobby's criticisms all nice for me, Kit," Rogue headed off, her back to
her friend. "I got the message. I'll stay out next time." She started to walk up the stairs and Kitty
rushed up ahead of her, turning so that they were facing.

"It isn't that," Kitty said, her eyes roving, trying to meet Rogue's avoidant ones. "Bobby — he isn't
just mad about the mission. You were different back there. You've been different. He's worried about
you—"

"He can stop. Like, I said, I'll stay behind next time," Rogue answered curtly, trying to move around
Kitty. Kitty caught Rogue's arm, causing the poisoned skinned mutant to freeze.

"I'm worried about you," Kitty rephrased, her voice sterner now. "Rogue. You're not fooling any of
us. You've been emotional-shut-down-girl ever since Genosha—"

Rogue broke away at that, hard enough to shove Kitty back against the bannister. Kitty caught herself as Rogue hurried up the stairs. "Oh no, you don't," Kitty grumbled, rushing up after her friend and catching up to her on the landing as Rogue headed for her room. "Rogue! Seriously? You can't keep walking away, you know? One of these days, you're gonna hafta stop and tell us—"

Rogue turned abruptly into her room and slammed the door shut, cutting Kitty off and locking the phasing mutant out despite her powers. "What happened," Kitty finished softly.

Professor's Study, Xavier Institute, New York

"What happened is that they failed. Is that what you're saying?" Scott said, as Ororo finishing her explanation of the results of the young X-team's mission. He sat across from the weather witch, scowling. To his right sat Dr. McCoy and the Professor. Logan stood, leaning against the wall by the door.

"No, it's not," Ororo said firmly. "They were able to make contact with this group. According to Bobby, there were only four of them, living alone in a small, run-down apartment, with no weapons. They could have pulled off the firebombing, but none of them seemed to have the powers necessary to make the security breach that took down Feng."

"And they got that information by failing to apprehend any of the radicals?" Scott noted scathingly. "By seeing just how much damage this Hive could do, before letting them free to do more?"

"C'mon, Cyke, don't make it bigger than it is," Logan said with a shrug. "Do we really think these punks are the threat? I don't see them pulling off a hit like this." He gestured to the screen from across the table, where video displayed the latest news on the Allen Feng murder.

"The nature of the body when found — dark blue and rigid, as if frozen," said the reporter on screen, "is what first caused authorities to suspect a mutant attack. While no faction has claimed responsibility for the murder, and the investigation is ongoing, the close timeframe of the attack to the fire-bombing of the Humans for Humanity rally has many believing this was a coordinated effort by mutant activists. Despite a show of support for Feng by 'humanity-rights,' and anti-mutant focus groups, Allen Feng's widow, Marcie Feng, has maintained that her husband was not anti-mutant, and only explored the idea of a cure as an option for those for whom mutation was too painful and difficult to live with. We turn now to Washington D.C. correspondent David Harris for more. David —"

"Without viewing the body, it's really impossible to say if this was even done by a mutant," Dr. McCoy supplied, redirecting everyone's attention. "It could have been done with a modified weapon using alien tech. S.H.I.E.L.D. says the results they've been sent are inconclusive. They've promised me that if no suspect is found within their timeframe, I will be called in to perform a more decisive autopsy."

"Oh, S.H.I.E.L.D. says," Scott snorted. "Right. Because S.H.I.E.L.D.'s information is so on point and up-to-date. What exactly did they say about Genosha again? That it was 'an unforeseeable aberration'? We still don't know the fallout from that. They haven't been able to get cameras on the island since Magneto took hold. And ever since then it's been nothing but riots and protests, and a reintroduction of legislation to track and monitor mutants."

"It's the idea of a mutant nation," Logan asserted. "Seeing the Genosha takeover is making humans out there scared of it happening here. And it's only getting worse."
"All the more reason for us to get to the bottom of this tragic incident and expose the truth, before fears and propaganda become all people have to go on," Xavier weighed in decisively. "When such a state is allowed to continue, deceiving people into giving in to the worst in their nature becomes far too easy a course. I've arranged for a meeting and tour of Xoric Industries — they seem eager to show that they are not anti-mutant. Logan will take our young friends there, and perhaps uncover more about this supposed cure that will shed light on Mr. Feng's murder. Scott, Ororo. If you can, try and reach out to Marcie Feng. Let her know that there are members of the mutant community willing to listen to her."

Ororo nodded. "I'm sure we'll be able to get through to her. Scott—"

Scott had already stood up and was moving to the door. Logan leaned over and blocked the exit. "Hey," Logan demanded, his voice pitched low. "What is this? You got somethin' to prove?"

Scott's face was as hard and unreadable as his eyes behind his shades. "Not to you." He shoved past the burlier Canadian. Logan frowned as the optically-powered mutant walked stiffly away.

"How much bigger has that stick up his ass got?" Logan asked Ororo when she came to the door. "Now, it could be me, really. But it's not, right?"

Ororo sighed. "No, it's not you. It's Alex. Him showing up, and then just disappearing — it's a lot for Scott."

"Right, his brother," Logan said, as they walked together out into the hall. "I thought he said he'd be back in a few days?"

"That was what he said the last time," Ororo said, with a sad, bitter twist of her mouth.

"When was that?" Logan questioned as they moved to the elevator. Ororo pressed the button for the first floor and turned when it opened. "1987."

MedBay, Xavier Institute, New York

Hank McCoy cleaned his glasses carefully, long years of practice with his paws making it possible. He flicked on the light switch to the main room of the MedBay. The lights went on — and delivered a hefty shock that surprised a roar from him. There was a clatter, and he whirled around onto all fours to face the intruder.

"Sorry, Professor, Doctor, I didn't — I thought you were out for the night and I hadn't calibrated it— sorry," Sid said in a rush, his golden-brown skin flushing red.

"Dear Lord," McCoy said, as he stood up quickly, and took in the scene before him. The operating table was covered with an array of mechanical parts, including what looked to McCoy like part of one of his defibrillation machines. A series of wires undone from the light switches on the walls connected to the contraption Sid was standing over, as the mechanically-skilled mutant scuffed his feet.

"I . . . I waited until you—" Sid closed his eyes and ran a hand through his shoulder length hair. "I'll get rid of it."

"What is it, exactly?" Dr. McCoy asked, adjusting his glasses and walking over to the table. He peered at the piece Sid had been working on. It resembled a hefty, detailed watch.

"It's a phase emitter," Sid explained, his voice taking on the excitement it always did when he explained one of his creations. "Wearing it should let the user project their powers onto another
person or object for a set period of time. Like, you touch someone for a minute, and the next minute they can walk through a wall, even if that's not their power."

"A phase emitter," McCoy repeated. "So this lovely work of art would be for Miss Katherine, then?" His eyes crinkled as he looked at Sid, who shrugged, looking rapidly away. "It — I mean it could work for anyone—" Sid swallowed. "Okay. Yes. It's for her."

"Ah. So you intend to throw your hat in the ring for Miss Katherine's affections?" McCoy surmised gently. Sid colored, and then looked up, his hair half covering his face. "You think — you think she already has a lot of other guys after her, huh?"

"I have noticed a bit of a crowd," McCoy said with a sage nod.

"You don't think I have a chance do you," Sid said, looking down at his contraption. "You think I should just give up now. Not be a idiot."

McCoy moved over to lay a fuzzy blue hand on the boy's shoulders. "Ah, my boy," he said with a hearty sigh. "When it comes to love? I think no real way exists to avoid being a fool. It is part of the power that romance holds over us. It causes us to forget our well-laid plans and rules, to allow ourselves to become as fire in its heady heat, even when some part of us knows we stand to be burned. But there's always more value in reaching for the flame than tossing away the match and going home cold." In response to Sid's raised eyebrow, McCoy chuckled. "You're young, you're earnest, and you've already made her an impressive gift. Don't let fear stop you from at least trying."

Sid grinned, a winning, impish smile impossible not to return. "Yes," McCoy chuckled. "I think you'll do—"

Something sounded behind them, and both turned. McCoy squinted over his glasses, taking a moment to remember to adjust them. By then, all he could see was a flash of brown and white hair and scared green eyes, before their intruder quickly fled.

COMMERCIAL BREAK

Xoric Industries Corporate Headquarters, R&D, Clinic, Washington D.C.

"No cure! We are pure! We're what the world's been looking for!"

The chant swelled as Logan, Bobby, Piotr and Kitty were quickly led by the Xoric representative from the taxi to the entrance of Xoric Industries' gleaming white complex. The picket lines on either side of them nearly filled the city block, a sea of furious mutants waving signs and chanting slogans.

"What would they do if they knew we were mutants?" Bobby muttered, as the four X-Men were quickly hustled by security up the steps. Logan's quick eyes darted all around, taking in the scene from every angle. "Let's not find out," the Canadian advised, as they hurried up the steps and through the thick, plate-glass doors.

Bobby whistled softly once inside, taking in their surroundings with appreciation. The hall was massive, a circular expanse that led outward and up. A large central elevator carried personnel and visitors up and down the six stories, depositing them on a variety of floors. The building buzzed with activity, as if unconcerned with the fuming masses just outside.

"If you'll just follow me, we'll check in and then get started on the tour," said their guide, a bright, pretty brunette whose name tag explained that she was Keisha Roberts. They followed her to the front desk, where they were given name tags of their own. Kitty elbowed Piotr, and they both hid
smirks to see Logan scowl as he stuck on a sticky tag that said, "Hello! I'm Logan, and I'm happy to be visiting today!"

"All cell phones must be deposited here, please," said Keisha with another full kilowatt smile. Bobby, Piotr, and Logan gave theirs to the man behind the front desk quickly. Kitty smiled, and fished hers out in her pocket. "Just a sec, stuff gets so caught up in here," she apologized. The tan young receptionist smiled back at her, and missed Kitty surreptitiously pressing a button on her modified phone before handing it over. He placed it with the others behind his desk, never noticing the image of a tiny blue circle swirling in its center.

"If you'll follow me now, please," Keisha said. "We'll begin our tour!"

The X-Men followed their peppy guide into the elevator, Logan crossing his arms uncomfortably at being inside the tight, clear glass space. Their first stop was at what Keisha explained was the consultation clinic, where their most recently approved medical techniques and breakthroughs were applied to those who qualified.

"As you can see," Keisha said, gesturing out at the blue-walled waiting rooms, complete with soft couches, tables for snacks and drinks, and a play pen for young children, "we serve both a human and mutant clientele. We are committed to providing cures for the most serious, life-threatening, and problematic illnesses for both humans and mutants."

"Illnesses for mutants?" Bobby looked around the waiting room. He could identify at least three mutants; one a balding man with what looked like nails sprouting from his neck, one a thin, shaky woman with yellow, peeling skin, and one a little boy, sitting in the play pen away from the other children, blowing out tiny rings of pink smoke. "You mean curing mutations?"

"Reports of a 'cure' for mutation are irresponsible and incorrect," Keisha said, as if from a script she had been awaiting a cue to recite. "You cannot 'cure' all the various mutations which exist, as they are part of a confluence and interaction of different genes in each individual. Our gene therapy program is geared towards suppressing only those specific aspects of a mutation that cause someone enough pain to seek treatment."

The X-Men exchanged dubious looks, and Keisha's smile tightened. "In fact, if you'll follow me we can go up to R&D and you can speak with Dr. Matthias, who is the head of our gene therapy program."

They followed Keisha back into the elevator, and up two floors. When the doors opened, they were greeted by a pristine series of halls, offices, and labs that resembled their own MedBay. "Follow me, please," Keisha said primly, leading them out and up to a coordinating desk. She spoke with the man behind it for a few seconds, while the X-Men looked around at the rapidly moving technicians and doctors.

"They might say they're working for humans and mutants," Kitty muttered subtly to Bobby. "But I don't see any visible mutants employed here."

Bobby narrowed his eyes, and then nodded significantly to a nebbish young man in doctor's scrubs. "There," he whispered, directing Piotr and Kitty's attention towards him. "He's got his right hand in his pocket, but you can see if you look closely that it's blue and ridged."

"Okay, I guess," Kitty said grudgingly. "Still don't buy all this. The people who come here for a cure need therapy, but not this kind."

"Okay!" Keisha waved them all after her down a hall. "This is great! We've just been approved for
an interview with Dr. Matthias, and he's actually in one of our labs right now!"

"Exciting," Logan said dryly, as they followed their guide down the winding, sterile-smelling halls. She stopped them at a door, and took out the lanyard from around her neck. She pressed the laminated card to the automated lock. The door opened. Still smiling, she led them inside.

They were immediately confronted with what appeared to be a metal detector to step through. "Uh . . ." Logan gritted his teeth. "This isn't going to work well."

"Oh, don't worry!" Keisha said confidently. "It reads mutations as well! It simply checks for pathogens or substances that could contaminate the area."

Logan looked skeptical, but when he passed through the detector it simply made a series of beeps, and then Keisha waved him through. The others passed through as well, Kitty frowning as she went through last. "I can't figure out how it works," she whispered to Piotr as they stepped into the bustling lab.

"Welcome, welcome!" Dr. Matthias, his name emblazoned on his lab coat, walked over to the X-Men and immediately took Logan's hand, despite the burly Canadian's raised brow of warning. The doctor was a middle-aged man of middling height, with sandy blonde hair and hands he kept flexing. "So glad to have you here. Aren't we?" He directed his query to the rest of the lab. It seemed to be filled mostly with technicians and lab workers either working on computers, or carrying boxes and vials to the locked room of glass opposite the X-Men.

"Are we the first mutant representatives you've had here?" Bobby asked, his voice cordial. Dr. Matthias shook his head. "No, no, no," he answered, shaking his head to punctuate each word. "We've had others, and we have mutant staff members as well. At all levels! We make sure to consult carefully on each project we undertake, to try and avoid any unpleasant uses of our work."

"And what work are you doing now?" Kitty asked. Dr. Matthias beamed.

"Currently, we are expanding our gene therapy program to more precisely help the body heal from a variety of ailments," he began. "It's not a 'mutant versus human' dynamic. When you work with genes, you understand how mutation is intrinsic to the evolutionary process. And with that in mind, I think humans and mutants are the keys to curing each other! We've been able to greatly progress our research into Alzheimer's and Parkinson's, and our partnership with the Dana Farber Cancer Institute has shown great promise . . ."}

Piotr left the lecture to Kitty and Bobby, knowing they would be better equipped to understand it and read between any lines. Instead he observed the room, taking in any nervous or irritated glance cast at them, and especially focusing on the room at the back. Whenever the door opened, steam was emitted, and it relocked itself each time it was used. Piotr rubbed his arm, feeling the prickling of the hairs on his skin that he had long ago learned to trust. His eyes searched until he found a probable source — a tall, skinny man who kept glancing at the lab door. The man's twitching hands were tapping the keys of his computer, but Piotr noticed a bulge in his lab coat pocket. Piotr tapped Bobby twice on the arm, their code for something suspicious.

"What?" Bobby mouthed, turning to his taller friend. Piotr looked to the side, rubbing his nose and then pointing at the seated, twitching man.

"We feel that collaboration is the key to eradicating major diseases," Dr. Matthias was saying, mostly to Kitty, who was listening, rapt. "If our genes are mutating more rapidly, that, to us, indicates that our bodies are now in a stage where they are more ready than ever to fight off illnesses, specifically viruses. You see, one of the reasons many mutants are resistant to strains of hepatitis is that—"
"Excuse me," Bobby murmured to Keisha, who turned to him. "Who is that?" Bobby gestured to Piotr's man. Keisha squinted across the room to the man with the twitching hands, reading his name tag. "That's Simon," she replied. "Simon Earles. He's one of our new technicians. He's handling our backlogged files, bringing our records up to date."

Bobby narrowed his eyes at Simon as the twitching man dipped his hand into his distended pocket. "He's not handling files. He's—"

Piotr reacted seconds before the blast, putting up his armor and throwing his body in front of Bobby and Kitty. All three were propelled backwards, slammed harshly into the walls. The ringing in his ears stopped before the others, so he was the first to become aware of the screams. He turned his head, and only his years of training kept him from panic. Simon Earles was gone, as were all three of the people nearest him, leaving only a mass of blood and viscera that definitely contaminated the area. Piotr looked for Logan, and found him to his right, his rapidly healing body covering a screaming Keisha.

Piotr reacted. He raised himself up, and pulled Bobby and Kitty to their feet. Both swayed, Bobby recovering sooner. Kitty leaned against Piotr's still steel body, and then looked over his shoulder. She opened her mouth to scream but no sound came out of her bruised throat. The upper-half of Dr. Matthias lay twitching in a pool of blood. His eyes were still moving, as if unaware of the loss of his lower body.

"We have to go. Bobby—" Piotr grabbed his friend's shoulder and shook him. "IceMan!" Bobby's blue eyes were wide, dilated and scared, but they met Piotr's. "You must help me carry Logan," the Russian demanded.

Piotr led Bobby by the arm over to their teacher, who was still insensate on top of the now weeping Keisha. Piotr grabbed one of Logan's arms, which was still working to regrow skin, and Bobby picked up the other. The two boys hoisted Logan up, releasing the shrieking and sobbing Keisha. "Katya, help her," Piotr ordered the stock-still Kitty, who was still staring around the room. Blaring alarms sounded as sprinklers doused the room with water, spreading the pools of red throughout the floor. "Katya!"

Kitty swallowed, and stumbled over to Keisha. She pulled the trembling and crying young woman to her feet. "Poydem!" Piotr ordered. "Go!"

The X-Men stumbled out of the detector and towards the elevator, which was already filled with screaming Xoric employees. Piotr looked around for another way out. "There," he said shortly, and led them towards a door labeled 'Exit.' Piotr turned and slammed his shoulder into the door, breaking it down. They walked over the broken door and down the stairs, Logan's feet thumping all the way. When they made it to the first floor Piotr fully armed up again, his head turning from side to side to watch the people streaming for the main entrance. "There is another to the right. We must use that one. We will never get out the front." He steered them in the other direction, towards the Xoric employees who were running for an exit that didn't lead out into a sea of furious protestors.

"Wait!" Kitty finally seemed to come back to herself. She left Keisha, who immediately grabbed onto Piotr's bulky armored arm, and ran to the front desk. The man there had left, so nothing prevented Kitty from reaching through the desk and grabbing her phone. Whirling around, she ran back to the other X-Men as they fled the compound into the surging capital streets.

COMMERCIAL BREAK

Residence of Mr. and Mrs. Feng, 459 Potomic Heights, Palisades, Washington D.C.
"Do you think we'll get anything useful out of this?" Scott asked as he and Ororo walked up the steps to Mrs. Feng's three story home. The garden full of wisteria and roses practically hid the house from the street, where its extensive garage and outdoor swimming pool pronounced its owners' financial success as clearly as its address.

"Scott," Ororo scolded as she rang the doorbell. "Don't go in like that."

"Like what?" Scott said, crossing his hands in front of his belt. "We're here for information. She just wants to get us to tell everyone that her husband didn't hate mutants."

"Her husband that was just murdered," Ororo reminded sternly. "Show some compassion. Or at least don't be an ass."

"When am I ever a—" Scott cut himself off when the door opened. Marcie Feng, a long-faced, short-haired woman, looked at the two X-Men with reddened eyes that even her carefully applied makeup could not conceal.

"Uh — sorry. I was — I think I confused the time," the widow apologized. "Ms. Monroe, Mr. Summers?"

"Please, call me Ororo," Ororo offered with a gentle, sympathetic smile, taking the woman's hand in both of her own. "Thank you for meeting with us."

Mrs. Feng nodded, once, with effort. Then she shook her head and waved them inside. "Uh — please come in."

Scott followed Ororo and Mrs. Feng into the elegant house. They passed through the marble entrance hall and into a living room decorated in a stylistic mix of Chinese and Impressionist art.

"I — um." Marcie Feng motioned for them to sit down on one of the two blue silk-embroidered couches. Ororo lowered herself gracefully, while Scott frowned and sat awkwardly posed on the edge. Mrs. Feng gestured to the empty mahogany table, and then blinked. "Oh. I'm sorry. There should be refreshments."

"That's alright," Ororo said gently. "We understand — with everything."

"Uh . . . yes." Mrs. Feng nodded again. "Yes. I just came from a conference. The company wanted me to do another interview, and then a luncheon . . . describe the kind of man Allen really was for the media."

"And what kind of man was that?" Scott asked bluntly. Ororo winced and shot him a look, but Marcie smiled weakly.

"A workaholic, honestly." Mrs. Feng rubbed her lap, her long nails peeling as she felt the expensive fabric of her skirt. "We both are — were. I work for CharityWater, as a consultant making sure the wells dug in places that need them are going to last once the cameras and donors leave. But Allen . . . his hours are naturally long, but he was always putting in more time than anyone else. Especially lately."

"Why lately?" Ororo asked gently, her hand on Scott's knee to keep him from speaking. "Part of the medical research?"

"No," Mrs. Feng sniffed, and wiped under her eyes, smearing her liner. "It was something else — uh, I think he said it was part of an initiative to work alternative energy in third world countries. I know he was working with Senator MacKenzie Forrest and her office. I think they were planning on
unveiling their proposal soon. That's why he was so late at the office that night . . ." She made a sound like there was a hitch in her throat and then put a hand over her mouth. "I'm sorry," Mrs. Feng apologized, touching her hair reflexively. "But we were meant to have dinner that night. And then the next day . . . he's gone. He's gone, and everyone is saying he is this hateful man, this man I don't recognize. Every time his face is on the news, it's like — like they've taken an image of him and remolded it. Taken his body and his work and desecrated it, and him. Oh." Marcie put both hands on her throat, where her veins throbbed against her diamond choker. "It's like — every time, every time . . . they're killing him again."

"Oh," Ororo said in sympathy, reaching across the table to take the shivering woman's hand. "I promise you, Mrs. Feng, that's not what we're here for. We—" Ororo turned to Scott for support, but he was always standing up and walking away. "Scott? Scott!"

Her words were answered by the hard slam of a door.

**War Room, Xavier Institute, New York**

"Reports are still coming in from what some are calling the Xoric Industries Massacre," said the reporter on screen, over shots of people fleeing Xoric Headquarters. "With twelve confirmed deaths and three more in critical condition, authorities are calling this one of the most deadly homegrown terrorist attacks in years."

Scott pressed the mute button and turned to face Kitty, Piotr and Bobby, who stood before him and Ororo with pained expressions. "Most deadly attack in years," he repeated. "Most deadly attack — that could have been stopped."

"Professor," Bobby began, the vein in his neck bulging as he tried to keep his voice even. "Piotr and I both got a good look at the man who did it. It wasn't one of the Hive. He—"

"How?" Scott snapped. "Hmm? How do you know he wasn't? How do you know he wasn't recruited by them? Or a member you didn't meet before?"

"He couldn't have been!" Kitty argued. "Whatever —" She shivered, but let out a long breath and forced herself to continue. "Whatever he used to make that explosion wasn't something you can learn off the internet. It wasn't a pipe bomb or anything 101. It was small, and compact, and it sprayed chemicals that burned skin to the bone—"

"Yes, we saw," Scott said darkly. "Ororo — how long did McCoy say Logan would take to recover?"

"We all know Logan can never be kept down for long," Ororo demurred. "And they managed to get out with him, despite his condition—"

"No, no, you do not know! Don't," Scott ordered, pointing at the weather witch without looking at her. "Don't defend them. They didn't just ruin this assignment. They put this whole school in danger."

"How?" Bobby finally snapped. "How are we responsible for this? This wasn't our fault, and we did the best we could with what we had handed us!"

"And it wasn't enough!" Scott shouted. "Twelve people are dead, Logan is still in the MedBay, and you might have been seen leaving the building. There's a connection now. We could come under suspicion for this attack. This attack that could have been carried out by the group you let escape." Scott looked each of the three over, his lip curled. "You have lost all right to be involved in this
mission. You're all dismissed. Now." He pointed at the door, redness gleaming beneath his dark shades.

Bobby glared back at Scott, defiant, until Ororo sighed. "Bobby," she said in soft warning. The ice-powered mutant gritted his teeth and looked away. "Come on," he said in a low-pitched voice to the other young mutants. He turned on his heel and went to the door, yanking it open for the others. They exited, Bobby forcing himself not to slam the door behind them.

Computer Lab, Xavier Institute, New York

There was an awkward silence among the usually talkative six friends as they huddled together in the otherwise deserted computer lab. Bobby sat on one of the tables with his hand in his hands, Jubilee beside him with a comforting arm over his shoulders. Rogue leaned against a chair, staring mostly at the floor. Sid sat silently beside Kitty, sending her a glance every now and then, opening his mouth as if to speak and then closing it with a shake of his head. Kitty didn't notice as she stared intently at her laptop, her fingers clicking the keys and rubbing the mouse pad. It fell to Piotr, normally so taciturn, to break the spell.

"That . . . back there. In the lab. It was not your fault," he assured Bobby.

"The big man is right," Jubilee instantly agreed. "Scott— Scott was being a tool. Sometimes he does that. Actually, I lied. He is frequently a tool."

"A tool who actually found out useful information about what Feng was into," Bobby said, from between his hands. "A tool who found out that he was in deep with a senator. A tool that works. How is that bad, again?"

"Y'all couldn't a' predicted this," Rogue said softly, from her position leaning against the snack table. "No use beatin' yourself up 'bout it. McCoy says Logan is already wakin' up every other hour."

"They're never gonna let us go on another mission," Bobby said direly. "Why should they? We — I ruined our chances. I'm sorry."

"Nobody thinks that, man," Sid advised, spinning around in his chair, and hiding his package behind his back. "I mean, there's no way Shades didn't blow one of his first missions. He's been kinda an ass lately anyways. Storm will cool him down."

"Yeah!" Jubilee supported brightly. "She'll dump some out-of-season snow on his head, and he'll grumble and then come back less of a grump. Works every time."

"Not this time," Bobby denied. "Nothing we do is gonna fix this."

"You're gonna eat those words," Kitty declared. "Right . . . about . . . now!"

"What are you talking about?" Bobby said tiredly. Sid turned to look over at Kitty's laptop screen and his jaw dropped. "No way!" he exclaimed. "Is that a —"

"Yup!" Kitty said with fierce pride. She typed in a line of code and then sat back as the blue bar on her computer began to fill. "Just like I thought — Xoric's security is weak on every level. All it took was getting into their server. No wonder they missed . . . what they missed." She swallowed, but then grinned again. "Let's see how useless we are when I've hacked into all of Xoric Industries emails — including Allen Feng's."

"What?" Bobby jumped off the table, followed closely by Jubilee and Piotr, and far less closely by Rogue. They all crowded around the laptop. "Are you serious?"
"I don't joke when it comes to my hacker brilliance," Kitty boasted primly, brushing aside her hair. "There's simply no need."

"So you have root access?" Sid questioned, wheeling in his chair so that he was touching hers.

"In a few minutes? Hell yeah," Kitty answered, devious and proud. "I call it WatchBot. In a few minutes I'll be able to access all of their documents, emails, chats in real time, where they'll be relayed to me as a third party."

"Boze moi," Piotr whispered, crossing his arms and furrowing his brow. "This is . . . something."

"How did you do it?" Sid asked excitedly, as Bobby strained his eyes, trying to track the email dump that was littering Kitty's screen with files.

"Kit?" Rogue asked from the back. "I hate to be the one who asks, but — is this legal?"

Kitty blinked. "Um . . . uh . . . uh . . ."

"Uh-huh," Rogue responded wryly. "You got a way of siftin' through all those emails? Otherwise we're gonna be here a while."

"Yeah, there are a lot," Kitty said, clicking through some of the files popping up on her screen. "Gimme a sec, let me try and split screen it. Here." She played with the set-up of her illegally gained information, bringing up the emails as a series of headers. "Here." She clicked through a number of them, glancing at their contents.

"Stop," Bobby ordered. He pointed to an email with a watermark shaped like a fiery bird circling the globe at the very top. "That one. I know that one. Click it."

"What is it?" Jubilee questioned, as Piotr frowned more deeply.

"The sign for RRI — RedRunners International," Bobby supplied, as Kitty clicked on the email to expand it. "The private military security company. They were in the news two years ago, remember? There was going to be an expose on them, on their work in Chechnya and Syria. Friendly fire killing soldiers and civilian massacres. It was scrapped just a week before they were going to air it. No one ever got a hold of the footage."

Kitty frowned, and Rogue made a disgusted noise. Sid fell silent, staring at the screen darkly, before abruptly standing up, shoving his chair away and walking out. "Sid?" Kitty called. "Sid — what is it?" She got up to follow him, but Piotr put a gently warning hand on her shoulder. "Let him go, Katya," the Russian advised. "Ask him after some time."

"RE: Xoric Proposal," Bobby read off one email. "We cannot be certain of full cooperation. Success in the vote is influenced by a number of factors, including our willingness to bend over on the pork in the latest agricultural bill. Plus, they want to keep open the possibilities of working officially on the mutant problem."

"There it is," Rogue whispered heavily. "Always."

"Click to the next one," Bobby instructed. Kitty brought up the next email, and he read it as everyone leaned in closely. "AB 279 success is contingent on ready product. Cannot propose without assurances of immediate implementation. Can you assure within the coming weeks?" Bobby gestured for Kitty to move to the next reply, and she quickly pulled it up, her fingers slipping on the mouse in overeagerness.
"Yes," Bobby read. "Product is already in initial stocking phase in Warehouse 217, S. West Street, Alexandria. Set up a time to view?"

"Next, next!" Jubilee urged. Bobby shook his head. "There isn't one. This is the last communication. And look at the date — two weeks ago, right before he was murdered."

"S. West Street, 217 Alexandria, Washington D.C.," Jubilee said. "Let me look that up. I think I can find a map." She sat down in one of the lab computers and brought up Google.

"Right." Rogue looked around at the others. "And then we're just gonna bring all this information to Ororo and Scott. Right?"

Kitty looked at Sid, who looked at Jubilee, who looked at Piotr, who looked to Bobby. Bobby looked over his shoulder at Rogue, his face half-hidden behind his chair, blue eyes wide and blinking at her.

"Really?" Rogue said in disbelief at his silent plea. Kitty looked over her shoulder as well, Jubilee quickly turning to join her. "Oh come on," Rogue said, as Piotr rounded on her as well. "Why am I even friends with y'all?"

"Because you love us and we love you," Jubilee supplied, with a toothy smile. Rogue rolled her green-hazel eyes to the ceiling. "Right," Rogue muttered. "Gotta remind myself to stop doin' that."

S. West Street, Alexandria, Washington D.C.

The X-Men got off the bus quietly, emerging again into the capital streets. As a unit they moved to the edge of the nearest building, two blocks from their target. Once they were huddled together, Bobby removed his black hood.

"Okay," he said, looking over the other five. "This time? We go in with a plan."

Warehouse 217, Alexandria, Washington D.C.

Two cameras situated atop the front gate of Warehouse 217 faced outwards onto the darkened street. An unnatural chill ran through the cool spring air, frosting up the cameras entirely and hardening into a smooth sheen of ice.

Two minutes later, two guards emerged from behind the iron gate, flashlights searching the area. A tiny glowing ball, like a bit of a firecracker, rolled to the edge of the gate. One guard was bending down when it went off, blasting a hole in the iron. They jumped back, the taller of the guards lifting his walkie talkie to his ear. "Code 33—"

He never got to finish his sentence. The arms around his neck closing off his windpipe were firm, steady, inexorable. He reached up to grab for the face of his attacker, and felt his hands slide hideously against metal. The last thing he saw before losing consciousness was his compatriot also falling to his knees, held in a headlock by a female figure in black and green.

Bobby, watching the scene from his vantage point across the street, raised his fist in the signal. Kitty, Jubilee, and Sid ran with him in single file through the hole in the gate, to join Rogue and Piotr.

They exchanged a series of brief nods, to let each other know they had all accomplished their tasks. Sid then turned to the door from which the guards had emerged, locating the security panel. He made quick work of it, snipping and reattaching a few wires, so that no alarm would sound. He then turned and nodded to Kitty.
Kitty fingered the contraption on her wrist, Sid's gift resting heavily against her hand. He motioned for her to press the largest of the buttons on it, and she did so. Taking a deep breath, shivering at the odd sensation running from her wrist, up her arm, and down into her feet, she laid her hand against the door. For a few seconds nothing seemed to change. Then she saw the hardened metal seem to ripple, briefly. Steeling herself, she walked through it.

Sid turned to the others, who were staring at it uncertainly. He motioned them eagerly to step forward. Bobby blew out a stream of icy air, shook himself, and then walked at the metal purposefully. He closed his eyes at the last second. When he opened them, he was in darkness.

"Damn," he swore. "Tell me I'm not stuck in a wall."

He felt a hand on his shoulder. "No," Kitty assured, with a snort. "You wouldn't be able to breathe, Bobby, duh."

Bobby felt something else — two somethings — bump into him from behind. "I apologize," Piotr said thickly. "I cannot see."

"None of us can," Rogue said, a note of panic in her voice. "Nobody move, please."

Two more pairs of feet defied her request. "Whoa, dark," Sid said, and Bobby could practically hear the smile on his face. "I didn't know if the phase would hold for all of us."

"What?" Jubilee squeaked. "You said you were sure!"

"I said there was a . . . a eighty-nine percent chance of success," Sid replied. "You know, probabilities . . ."

"Jubilee," Bobby cut in authoritatively. "Can you give us some light?"

"Comin' up!" There was a crackling sound and then tiny balls of plasma scattered around the wide expanse, illuminating the giant warehouse long enough for Sid to find the panel controlling the lights. "These will burn out in a minute," Jubilee warned. "So be quick, double-time."

Bobby's eyes widened as he followed the rolling balls as they started to fizzle out. "Sid . . ."

"A minute man, gimme a minute," Sid called over his shoulder. "Just gotta— ah!" He pulled out two wires, crossed them and flipped a switch. "Now they won't even know the lights are on." He turned with a grin. "C'mon now, I told y'all you could trust . . ."

The warehouse was even bigger than it looked on the outside, it's floor depressed to make more room for its holdings. The giant metallic humanoid machines that lined up like a silent army needed a lot of space.

"No," Sid whispered. "No."

"So that's what the merchandise is," Bobby said, his blue eyes dulled and darkened. "These again."

"No. No, no, NO!" Sid screamed the last denial, whirling around and throwing his arms around his head. "No . . . no . . ."

Jubilee squinted at the words engraved on the heavy metal foot of the giant that had tried to kill them two years ago. "Sentinel 44532. This . . . this is a different one, I think. From . . . from the . . ."

Sid gave a strangled scream and went down to his knees. Rogue was standing perfectly still. "It's . .
"She breathed heavily. "God . . . it's a whole army. They're buildin' an army of 'em . . . to kill us."

"They can't!" Kitty turned away from the terrifying mechanical destroyers to stare furiously at Bobby. "You can't just — you can't just buy a private army to kill mutants!"

"It would seem they can," Piotr said, crossing his arms and covering his chin with one large hand. Kitty rounded on him now. "No, they can't!" she declared. "Maybe in Russia they can, but we're a democracy. They can't do this here!"

"Maybe — maybe not," Bobby said darkly. "Maybe not here. Maybe they're selling them for use overseas. A whole mutant killing arsenal available for any country, for anybody willing to pay. I doubt RedRunners cares who they sell to."

Sid pushed himself upright, ran at the leg of one of the beasts, and slammed his fist into it. The resounding bang echoed around the entire warehouse.

"Sid!" Jubilee scolded, covering her ears against the ringing. "You want to get us caught?"

Sid turned and Jubilee bit her tongue, seeing the tears streaking his face. "You know what they are?" he asked, his eyes dark, his teeth bared like a corned dog. "Do you know what they do?"

"We were there, Sid," Rogue said softly, finally speaking. "We all remember—"

"No, NO!" Sid shouted, his voice raw and vicious, choking out each word. "No you don't remember. You don't remember my uncle coming back from Iraq with shrapnel embedded so deep in his back he couldn't walk, because RedRunner security shot up his truck." He nodded wildly at the stunned looks of his friends. "Oh yeah. They thought he looked too Arab to be driving for the U.S. So they shot first, asked questions later. Except no one asked them any questions. None of them went to jail. My uncle spent the rest of his life in a wheelchair, until he finally drank himself to death 'cause he couldn't pay his medical bills. And the guys who shot him? They got transferred to another goddamn location. And now — and now — now our country is gonna hand over all of this to them again. Now—"

The doors opened on the far end of the warehouse with a bang. Within seconds the red infrared lights targeted each of the young X-Men. "Freeze!" screamed the black-suited men pointing the guns at them.

"Definitely," Bobby said. He fisted both his hands and then opened them to shoot out a spray of ice that shielded him, Kitty, Sid, and Jubilee. Piotr armed up, blocking the spray of bullets that they fired at him with biceps of literal steel. Rogue tried to dodge and took a bullet to her leg, shrieking more with anger than pain.

"Go, go, go!" Bobby shouted. They ran for the door nearest them, Piotr dragging Rogue to her feet. Sid and Jubilee reached the door first. They were thrust back when it opened to reveal three more entirely black-clothed men, guns aimed high. Bobby skidded, and Kitty grabbed his hand and phased them both just in time to avoid the first round of bullets. Bobby raised his hand to ice up the muzzles of their guns, and screamed when a bullet grazed his wrist, propelling him back. The red sights took aim again, he could feel it on his forehead. He tasted a sickening combination of despair and guilt at the thought that he had brought everyone to this. He closed his eyes so as not to see their end.

There were screams. He winced, biting down on his tongue before it registered that they were not those of his friends. He opened his eyes to see two of the black-clad men fall to the ground, their weapons blasted from their hands by a known streak of red energy. A harsh wind forced the remaining men to their knees. Bobby drew in a deep breath as thick enveloping fog wrapped him
and the others in its familiar arms. He could see nothing, but he didn't have to to recognize the hand on his arm pulling him up.

"Move," Scott ordered with a commanding tone, as around him Bobby heard the shrieks of men and the crackling of lightning. "Now."

COMMERCIAL BREAK

Blackbird, Washington D.C.

Scott paced the jet, refusing to even look at the young X-Men lined up on either side of him until Ororo cleared her throat. "Firstly," she stated. "It's important that you're all safe. We were very worried about you all—"

"Did you think we wouldn't find you?" Scott snapped, finally glaring at the teenagers. "The Professor knew you were gone minutes after you left—"

"Then why did you only get to us now?" Bobby challenged. Scott stiffened, angling himself slowly to face the young team leader. "Excuse me?"

"If the Professor knew, why didn't he tell you soon enough to catch us?" Bobby explained, meeting Scott's shaded gaze with head held high. "Why did he wait until we — oh, that's right — discovered exactly what Xoric and the senator were up to?"

"You know, maybe next time I'll wait longer before coming to save all your asses," Scott responded snidely. "You could have gotten yourselves killed. Again. Do you not understand that? What was I — what would we have said to your parents if you had ended up like Logan, huh? You all don't have healing factors!" He jerked his head from side to side to catch the eye of each young mutant.

"We were with Logan when we got attacked earlier," Kitty countered, now raising her head. "He couldn't predict or protect us from that. If we're gonna be X-Men, doesn't that mean we'll have to face danger, knowing what could happen?"

"You didn't know what could have happened!" Scott yelled, spittle flying from his lips. "You went in there with no backup, without telling us. You could have been killed, or worse, captured. You remember what that was like, don't you?"

"Hey, we got the information you needed," Rogue snapped, her accent thickening as she folded her arms and tilted her head at their teacher. "If it wasn't for us, y'all wouldn't even know about them damn things!"

"And we had to act now!" Jubilee supported. "This isn't just Xoric! They're selling them to a private security company, Road Runner—"

"RedRunner," Sid spoke up at last, his head still down. Piotr put a hand on his shoulder.

"Right, them," Jubilee recovered. "And the deal was supposed to go down two weeks ago! We have to stop it!"

Scott and Ororo immediately locked eyes. "Feng's project with the senator," Scott said in rapid realization. "It is about bringing new inventions to the developing world."

The whole plane grew blisteringly hot and then frigidly cold as Ororo's eyes flashed white. "We need to have a conversation with her," Ororo stated. "Now."
"Gerald, I would like to practice my speech before heading over," Senator MacKenzie Forrest called into her kitchen as she looked down at her phone. When no one responded she frowned, and walked into her pastel yellow living room. "Gerald? You— oh my God."

The plump, frizzy haired senator stopped in her tracks and threw a hand to her chest, cutting herself on the sharp gold pin on her red blazer. "You all— how did you get in here?" she demanded of the eight mutants staged around her lavish living room.

"A better question," Scott responded, red gleaming behind his shades. "Is why are we here?"

"I have security," Senator Forrest said, with a nervous laugh. "They'll be here any . . ."

Sid raised the ripped-off security panel so that she could see it, and then tossed it at the woman's feet. "No panic button's gonna get you outta this," he said in a voice half-dead.

"What . . ." The senator started to step backwards, her eyes scanning the room. "Gerald—"

Rogue and Piotr stepped apart from their position just behind the couch, revealing Gerald, silent and prone on the floor.

"He's alive," Kitty said, with just enough emphasis on the first word to make the senator shiver. Senator Forrest swallowed hard. "What is it you — you—"

"Mutants?" Jubilee supplied.

"—people want," the senator finished, her thin-skinned hands running up and down her pencil skirt.

"What is AB 279?" Bobby demanded.

"How do you know about that?" The senator asked, gaze moving rapidly over each of the X-men.

"You are not the one asking the questions," Ororo said with enough force to make the senator take a step back. Then the woman scowled at the weather-powered mutant, and drew herself upright. "I am a democratically elected United States senator. And you are illegal trespassers demanding classified information."

"We're your concerned public, sugar," Rogue drawled, picking up a china kitten from the mantel above Forrest's wide hearth. She looked the woman dead in the eyes as she clenched her fist. It shattered, making the senator jump. "Unclassify it for us."

"It—" Senator Forrest swallowed. "It stands for Appropriations Bill 279. It's a big funding bill. It sets aside funds for the manufacture and deployment of specialized equipment and personnel for security purposes. Look, it's all very technical and tangled—"

"Yeah — it's technically about 'securing' giant metal death machines for the purpose of killing mutants," Jubilee said drily, crossing her arms and narrowing her eyes at the representative from D.C. "We got a look inside that warehouse. We know what it really means."

"Those aren't 'death-machines' they are specialized tactical—" Senator Forrest winced and made a frustrated noise. "Look, we're talking about specialized tactical equipment meant to help secure everyone. To make sure we could contain any major threats to a civilian population."

"Contain mutant threats, you mean," Kitty practically spat. "To contain civilians who are mutants
"That you are afraid you can't control."

"This is obviously a very delicate subject," Senator Forrest said, raising a hand for calm. "One that gets people very touchy."

Bobby snorted. "Touchy. Right. How dare we be touchy about our government secretly building an army to kill us, right?"

"It's not an 'army' to just kill mutants," Senator Forrest asserted, finally seeming to find her ground. "God, it's just like Berkeley every day with you people. Everything is overdramatic and simplified for a catchy slogan or a hashtag you can milk for outrage. You can never understand the nuance of things. It's about keeping all of us safe, about making sure we can have a society that functions. The Sentinel program would be applied judiciously. To be used only when all other methods have failed."

"Right," Bobby commented scathingly. "I'm sure a mercenary company like RedRunners International would be real judicious about their application. How many Syrians did they say died in their judicious application of force two years ago? Forty? Fifty?"

Senator Forrest huffed a bitter, resigned laugh. "So that's what this is? That's why you left the message? To scare me off the vote?"

For the first time, the mutants appeared unsure to the senator. "What message?" Jubilee blurted out.


Scott turned to look at Bobby. "We'll find them," Bobby answered the unspoken demand. "We'll find all of them this time. We'll stop them."

"Was anyone else targeted?" Ororo asked the senator. Senator Forrest shook her head, brows furrowed, still clearly trying to follow what was going on. "No — not that — what are you, a rival radical group?"

"No," Scott asserted. "We're the sane and balanced ones. Be grateful we got to you first."

Washington Highlands, Ward 8, Washington, D.C.

The young X-men team surrounded the Hive apartment. Rogue covered the window on the left that might provide an exit, while Sid and Jubilee took the area under the fire escape. Bobby, Kitty, and Piotr faced the front door.

"Hive!" Bobby shouted. "C'mon. Time to come out and swarm." When there was no answer, he nodded to the others. They strode forward up the stairs. Kitty touched the door with her hand, Sid's gift humming on her wrist. The door reverberated, and Bobby, Piotr, and Kitty stepped through the no-longer solid wood.

"Oh God. Oh God."

Kitty watched for a moment, and then whirled around and fell to her knees, retching. Piotr scanned the house, running into the kitchen and up the stairs. "Nyet — nothing," he called down. "No one else. No . . ." He let the sentence go unfinished as he descended, looking to Bobby.

Bobby couldn't respond. His eyes watered, but he couldn't shut them. If he could shut them, the scene would go away, surely.
There was a smash to the right, as Rogue burst through the window. "Sorry, wasn't gonna wait, you __"

Rogue stumbled over one of the bodies, falling onto the red-soaked couch. "Oh my— no!"

Her shrieks brought Sid and Jubilee crashing into the room from the other side, Sid fumbling over the sink through the kitchen window. He and Jubilee rushed into the room, Jubilee's hands fizzling with energy. It died when she caught sight of the horror lying on the living room floor.

"Are they . . ." Jubilee tried to speak as Sid clutched at the nearest table, his knees shaking. "Are—"

"They're all dead," Bobby said. It was unnecessary — the bodies, what was left of them, were hard to miss. The members of the Hive were strewn over their living room, their faces mutilated, blood drying on TV and carpet. Several had limbs partially hacked off, and two had their eyes missing, but all were accounted for.

"How—" Piotr closed his eyes for a moment. When he opened them, his face was carefully controlled. "How did they die?"

"I . . . I don't . . . I don't . . ." Jubilee continued to whimper her confusion. Kitty dry-heaved again, and Sid slipped and fell on the wet linoleum of the kitchen floor.

Rogue pushed herself up off the red-skinned mutant, only a few years older than herself. His eyes were still open in death, his talons wet with blood. Her eyes tracked a crimson trail back to the female Hive member, whose body was covered in lacerations. "Bobby . . ." Rogue stepped backwards, blood dripping down her gloved hands. "I think . . . I think that one — killed her."

Bobby looked at Rogue, and then at the bodies she pointed towards. His blue eyes then searched out the tattooed mutant, whose chest bore a hole that seemed burned, or — "Blasted," he said aloud.

"What?" Jubilee asked, her voice pitched too loud, as if she had lost control of it.

"That one —" Bobby pointed to the female Hive member's mutilated corpse. "The one with the blue-energy type powers. I think she killed the leader. His chest, the burn . . . it looks like it was from one of his energy ball things. And that one—" He gestured to the spiked mutant, whose coffee skin was blackened with dried blood. "I think he was killed by the girl. Right before she was killed by him."

He nodded to the curly haired boy whose blood covered Rogue.

"So wait — they all just killed each other? All at once?" Sid spoke, from his position on the floor. "Why?"

Bobby shook his head. "I don't know. I . . . I just . . . I don't know."

Capitol Hill, Washington, D.C.

"So will I be billed for this time?" Senator Forrest asked Ororo and Scott as they reached their destination. The Senator had complained more vocally about them not using her limo with each step they'd taken, but Scott had held firm: so long as she was a target, they had to approach on foot. And so, after three hours, they had finally arrived at the center of their nation's legislative activity.

"Yes," Ororo replied dryly, as they wove between reporters and cars. "Consider it when you vote on the next mutant registration act they introduce."

"Is that your way of subtly bribing my vote?" Senator Forrest asked dryly.
"We're not the ones trying to ruin the process," Scott said pointedly. The Senator closed her eyes and sighed, with a wry smile. "The project . . . it was meant to help everyone. To handle a need for security without it becoming a public battle over whether it could be used against all mutants. To be used only for national security threats, mutant and human."

"Does it look like we're swallowing this line?" Ororo asked, her voice rife with disgust.

Senator Forrest sighed. "No. And with Feng killed and . . . I always had concerns. The Sentinel program was supposed to be at least under the oversight of the DOD, and it never was approved . . ." She wiped a hand across her forehead and looked evenly at both mutants. "It's done. With what happened to Allen and the breach at the facility you described — I'm thinking my vote will be a firm nay."

"Senator! Senator!" shouted a reporter who had recognized Forrest. Scott grabbed Ororo's arm and quickly pulled her back. "C'mon," he whispered, and together they melded into the crowd before reporters with cameras could spot them.

"Yes, yes, thank you," Senator Forrest said, waving her way up higher on the steps, the media crowding in below her. "Thank you!" She proceeded up the steps, elegantly ignoring the sea of reporters clamoring for a comment.

"Well, she found her footing quickly," Ororo commented. "Tells you something about politicians."

"Nothing we didn't already know," Scott said, finally cracking a grin as they turned away. "You know——"

There were a series of shrieks as one reporter surged forward, shoving others aside. Ororo and Scott turned around in time to see the hat fly off the head of the yellow-skinned mutant as he grabbed the senator. There was no time to react when the explosion hit, obliterating mutant and senator, and sending shock waves down the capitol steps.

Red King Club, Southeast Headquarters, Somewhere in Washington D.C.

The green-skinned mutant walked down the dark, mahogany paneled hall, twirling his bejeweled cane between his fingers. He passed several doors, finally stopping at one emitting sounds of muffled laughter. He opened it and stepped into the rich circular room. Seated at the red velvet couch in the center was a handsome, sandy-haired, angular-faced man. He grinned at the mutant's arrival.

"Vincent!" the man, somehow ageless, said genially. "We've just been waiting for you to celebrate."

"It is done," Vincent stated, his fingers sliding along his cane. "Senator Forrest is dead. The vote has been cast."

"Yes it has," stated the handsome man. "And that, my friends, is how you obtain a government contract."

"Was there any interference?" asked the coldly beautiful blonde seated beside the man. "You mentioned that rag-tag team of mutant vigilantes had been sniffing around."

"They were unaware of my presence," Vincent promised. "They assumed the damage was due to the little militants we selected."

"Emma, Emma," the seated man crooned, patting the woman on her bare thigh. "You worry entirely too much. Here." He leaned forward and pulled a bottle of champagn from the ice bucket on the round table. "I want all three of us to toast." He poured three glasses, sliding one across the table to
Vincent and passing one to Emma. He lifted his own. "My friends, my countrymen. To success, power, and glory — our own little piece of the American dream."

**END CREDITS**

**Promo for Next Week:** When the X-Men are asked by S.H.I.E.L.D. to assist in bringing in members of a mutant/human trafficking ring formerly associated with Genosha, painful wounds are reopened. And with the return of two of their number, both Scott and Rogue must face head-on the secrets they have been hiding from their team.
Remnants

Season Three, Episode Two: Remnants

Cell Block 3903, 3000 ft Below Surface, Genosha

Red-black eyes stared up at her in ecstasy as she moved, skin-on-skin, connected. His hands traced her hips and her waist, as hers ran over his bare chest. She could hear the strangled sounds leaving her lips, but she couldn't catch her breath. Everything was heat and insistent movement. His hands were firm and driving, and pleasure drove her to match him. She shivered and moaned and tried to hold on.

"Marie . . ."

His voice was husky and his accent thick. The whisper of her name came out choked as he rose up to catch her. She grasped his shoulders. Digging in her nails, she let herself fall. The cool stone of the floor hit her back and she didn't care, because he was still with her. And then she was kissing him. Hard, desperate, again and again and again, till she had to break away to gasp in air. And then his mouth was at her neck, biting and marking her and taking her. But she was taking him too, holding him and making him plead and groan and whimper promises in French against her hot, wet, bare, clear, greedy skin. And then she was rising, back arching up off the floor, delight pouring in from all sides like water overflowing as it drowned her. She reached the peak and cried out his name, opening her eyes.

His eyes weren't the only red anymore. Blood coursed down his face. She tried to scream and felt his hands around her throat. Now she was clawing at him, gasping, trying to fight back and failing. Robbed of her strength and her impenetrable skin, she couldn't resist as he made her vision go black. His voice in her ears now was cruel, hateful, thick not with love, but rage.

"Tu m'as tue . . ."

Rogue shot up in bed with a gasp, taking in air so fast it made her dizzy. Dripping with sweat and trembling uncontrollably, she finally got her breath back enough to cry.

TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Kitty leaned over the pool table, tongue in her cheek, and lined up for her shot. A cool mist drifted over the ball and she growled. "Bobby! Stop icing the balls!"

Across the table, Piotr snorted loudly, spitting up his Coke. "Sorry," he apologized. "I just—" The big Russian snorted again at Bobby's scowl.

"Your maturity is really impressive, Kitty," Bobby snarked, rolling his eyes. Kitty just shrugged and made her shot. The ball smacked into two others, one of which rolled into the hole. "Hey, if you wanted to play power ball, you should have said," she replied. She twirled her pool cue elegantly and batted her eyes at the ice-powered mutant. "I can understand if you fellas feel I put you at a natural disadvantage."

Over at the couch in front of the TV, Sid glanced up at the pool table, neglecting his part in the game he and Jubilee were playing. "Sid!" Jubilee exclaimed as her red-skinned alien was annihilated in a blast of rocket fire.

"Oh! Sorry!" Sid apologized. Jubilee turned over to glare at him. "Where is your head, man?"


Kitty was lining up her cue again when she glimpsed Rogue out of the corner of her eye. The Southerner was dressed in a green hoodie and the thick white and black makeup she was accustomed to now, and moved as tentatively as a deer. "Rogue!" Kitty called to her friend. Rogue looked up, and Kitty could see the circles under her eyes despite the heavy shadow. "Want a turn?"

Rogue hesitated, looking for a moment as if she'd been caught. Then she set her jaw, drew herself up, and stalked over. Kitty handed her the pool cue with a bright smile, trying to draw one out of her friend. Rogue took it with a nod and lined up her shot. "I'm scared now," Bobby said. When Kitty shot him a furious look he threw his hands out. "What? I'm serious! She's really good. She spent all that time getting tutored by Remy, who was—"

Rogue jerked, and hit the ball so hard that it flew across the room. Students dodged out of the way as it shot like a bullet through the crowd. The ball slammed into the wall, cracking and sticking in the brick. Rogue dropped the pool cue and stumbled back. The Rec Room fell silent as nearly everyone
turned to stare at her. Kitty watched Rogue's eyes widen and her skin blanch even whiter than her makeup made it. "Rogue . . ." Kitty tried to soothe.

But her friend was already running, fleeing the room like it was the scene of a murder.

**War Room, Xavier Institute**

"Thank you for meeting us on such short notice," Phil Coulson of S.H.I.E.L.D. said to the Professor, as he sat down at the table. "We only recently received the intel from our new agent. He recommended we bring you in."

"Your new agent?" Ororo asked. She stood beside Scott, across from the the stone-faced woman at Coulson's back.

"One of yours — Alex Summers," the woman supplied, causing Scott to stiffen.

"Agent May," Coulson said, indicating the woman, "has been running point on this op with Summers. We managed to isolate the final traffickers who escaped our net after Genosha."

"Oh, did you?" Scott said nastily. "And it only took you two-and-a-half months. Stellar work from S.H.I.E.L.D."

Ororo, May, and Coulson exchanged looks. The Professor cleared his throat. "I sense that there's a specific reason you want the X-Men involved in this, Agent Coulson."

"There is," Coulson rested his elbows on the table. "We have reason to believe that these traffickers still have a number of mutants in their possession. Extraction of them makes this mission more complicated than a simple grab, and—"

Scott was laughing. Coulson stopped talking. Agent May's stony expression became stonier. Ororo bit her lip. "Scott—"

"Oh, I'm sorry," Scott apologized easily, still chuckling. "Really. I'm sorry. But you gotta admit it's funny. First, S.H.I.E.L.D. has no info about Genosha, and what's happening there. Then, when you finally realize what's going on, you have no way to get onto the island. And then, when you need to bring in the scum that you missed before out of your negligence, you finally deign to come to us for help."

"It's true," Coulson said. "S.H.I.E.L.D. wasn't on the ball with this one. We—"

"Oh?" Scott sat up, leaning forward on his knuckles. "Is that what you're calling it?"

"And what are you calling it?" Agent May snapped brusquely. Scott turned to glare at her momentarily, and then fixed his eyes back on Coulson.

"I'm just saying," Scott practically hissed, "that with all of S.H.I.E.L.D.'s supposed resources and talents, it seems a bit ironic that you've missed every single chance you've had to help mutants. I'm saying that it's a bit pathetic that you needed my brother to tell you slavers are still holding mutants. And I say it's especially cowardly and weak of all of you to come crawling here when you can't clean up the mess yourselves."

"Scott!" Ororo tried to interrupt. He rounded on her. "What, Ororo? It's obvious mutants aren't their priority. Do we really need their help to take care of our own? The hell are we doing kowtowing to these—"
"Scott!" The Professor's voice rang out like a shot and finally stopped the optic-powered mutant's tirade. Scott continued to fume. Xavier closed his eyes. "Scott. Please go and get the younger team ready for—"

Ororo gasped as Scott stormed out while the Professor was still speaking, slamming the door closed behind him. Ororo started after him. Agent May caught her arm. "Trust me," May said to Ororo. "If he's anything like his brother is right now, you don't wanna put yourself in the line of fire."

**Gym, Xavier Institute**

*Machine Gun by Trillium Plays On the Radio in the Gym*

Rogue hit the side of the punching bag with her knee, her sweat-soaked hoodie weighing her down. She pivoted, punching the bag with a gloved fist, and then used her right foot like a spring to jump into a spinning back-kick. She hit the bag, but lost her balance on the landing. She grunted as she fell, hard, on the spongey floor of the gym.

"You're carryin' too much weight, Kid."

Rogue gritted her teeth against the sting to her back. She braced her hands behind her head, kicked her legs back, and used the momentum to flip to her feet. "I'm fine."

"Uh-huh," Logan said, unconvinced. He walked over to his charge, wincing at the blaring metal playing over the speakers. "You coulda landed that kick, if you weren't wearin' so much."

Rogue refused to turn. She slammed her fists into the punching bag so hard that it swung on its chain. "I gotta cover up."

Logan rolled his eyes, and put his hands on her waist to adjust her stance. "Here, you need to plant your—"

Rogue seized up, then whipped around and shoved him off. "Don't touch me!" she shrieked, stumbling back into the swinging bag. Gasping, pupils dilated, heart-pounding, she squeezed the bag with both hands until she bore holes in it.

"Whoa." Logan said with gruff gentleness, taking in her matted hair, wide eyes, and rapidly moving chest. "Rogue. I'm not gonna hurt you. You know that."

"I don't," Rogue denied sharply. "And neither do you."

She stormed past Logan, slapping the stereo-system to stop it. She punctured a hole in the speakers, and paused. Logan caught a glimpse of her profile as she turned. Her eyes glistened with held back tears as she looked at the evidence of her destruction. Then she abruptly took off in a jog. Logan started after her and found himself blocked at the doorway by Agent May.

"The Professor told me to find you," Agent May explained. "He wanted me to let you know Scott isn't heading up the latest mission. You are."

"What? Right. Fine," Logan said with a growl, trying to move around the woman. May put a hand up. "He needs to debrief you now."

"You S.H.I.E.L.D.?" Logan asked, looking her over. The woman was shorter than him by a head and slight as a feather, but she had a soldier's stance.

"That's right." May looked to her left, down the hall where Rogue had fled. "And you're a
Logan snorted reflexively, and off her look cleared his throat. "Uh, yeah. I'm a professor. A mentor."

"Then far be it for me to tell you how to do your job," May said courteously. "But I would recommend you give her some space."

"You mean the her you don't know?" Logan shot back. "You have no idea what she's going through."

May raised one eyebrow in bemusement. "You're right. I don't. Do you?"

Roof of #6 White House Towers, Bethune Road, Baltimore, Maryland

Coulson and Bobby were the two last members of the team to lower themselves down the lines from the Blackbird. Once their feet touched the flat rooftop of the run-down building, they undid their harnesses. Logan made the X with his wrists, and the lines were raised back up into their jet. Piloted by Ororo, it hung far above them, their silent, waiting escape.

Logan motioned them all to circle up. Bobby, Kitty, Piotr and Rogue joined Coulson and May in the huddle. All were dressed in black; for the X-Men, it was their usual suits; for the two S.H.I.E.L.D. members, their standard vests.

"Plan of entry is still ventilation?" Bobby asked in a whisper. Logan nodded.

"We'll need multiple points of access," May strategized. "We can't all fit down whatever passes for air shafts in an old building like this."

"We could enter through the windows," Kitty offered as a possibility. "If it's true that the whole place is an abandoned dump, then no alarms should go off."

"The traffickers will have placed an alarm system in if this one is not working," Piotr reminded. "To break in through a window will alert them. We will have to find a way to enter through these shafts."

"Or—" Coulson took out what looked like a clicker from his vest and pressed a button. Immediately every light within a block went out. "We could walk right through the front door."

Everyone else fell silent. Coulson blinked, smiling. "I had a prototype from Agent Fitz that didn't quite work. When I showed it to young Sid, he was able to make it targeted enough to shut down the power for a whole city block for a full hour. No lights, no alarms." Coulson shrugged. "Ventilation shafts are never as big as you need 'em to be."

Front Entrance, #6 White House Towers, Bethune Road, Baltimore, Maryland

They entered the building in silence, advancing down the main hallway, Piotr remaining at the entrance, guarding their exit. Logan led the team, while Bobby, Kitty, Rogue, and Coulson checked the doors as they went. Some were locked, but many were open, the building clearly abandoned by its tenants. May brought up the rear. Gun out, she moved with cat-like grace, alert for any movement not belonging to the team.

They moved down the main hall quickly and quietly, finally coming to a large, central area that might have been a gym. It was hard to tell, since the space had been gutted and the walls covered with layer upon layer of graffiti.

Logan and Coulson moved up to the clear doors, both taking a handle and nodding as they opened it.
Despite Kitty's flinch, no sound greeted their entrance.

They fanned out as they entered the space. Bobby and Logan moved to the right, Kitty and Rogue to the left. May and Coulson took the center.

The silence of the massive arena was eerie, as was the lack of lighting that made every shadow seem a potential threat. Rogue and Kitty moved almost back-to-back as they navigated around broken barbells and the shattered remnants of a climbing wall. Bobby and Logan were scanning the upper rafters, Logan sniffing and frowning. Coulson and May stuck to the sides, May pivoting anxiously, apprehensive.

Rogue and Kitty were stepping carefully around crumbling stone that might have once been doors and walls when Kitty froze, causing Rogue to stumble. Rogue bit back a hiss when Kitty grabbed her arm. Kitty gestured towards a large depression ahead that Rogue recognized as a drained pool. Squinting, Rogue was able to make out what looked like huddled bodies chained to the cement floor.

Kitty signaled Logan and Bobby, who motioned to May and Coulson. They moved more quietly towards the drained pool. Kitty and Rogue skirted the edges. Now they could see the outlines of the people crowded together on the bottom of the pool, chained to the drainage system.

Rogue felt the hairs on the back of her neck and arms stand up, her skin pebbling under her suit. Biting her lip, she tried to ignore the thrumming of her heart. Kitty started to move, and noticed that her friend was frozen. She turned to mouth something to Rogue, and a figure in the pool shifted.

". . . hmm . . . what? Who's there?" called a thin, young voice from within the pool. "Hey. Hey! Help! Help us!"

Logan and Bobby whipped around at the sound of the voices. Coulson hurried forward, while May lowered her stance. "It's okay," Coulson called down to the prisoners. "We're here to help. Please, just——"

The shot sounded like a firecracker and looked like a streak of Ororo's lightning. It hit Coulson directly in the middle of his chest. The man was propelled backwards as May screamed. "Coulson!"

The formerly silent room erupted. Shots rained down on them from the rafters. May returned fire, targeting the assailants based on their trajectory, while Bobby attempted to ice the rafters themselves.

Rogue and Kitty dodged and weaved, trying to get to the pool. All of the prisoners within had awoken at the sounds of the fight. They were screaming, clamoring, begging for release. A lightning-like streak headed for Kitty. Rogue grabbed her friend and rolled them out of the way. Smacking her head into a piece of crumbling ex-wall, Rogue arose dizzy. Kitty tried again to make it to the pool. Vision slightly blurred, Rogue saw a shadow rush forward on the other side of the pool. There was a flash of purple-red energy, and Rogue gasped.

"Rogue. Rogue!" Kitty's scream jolted Rogue enough to turn her head, just in time to see her friend take a blast to the chest.

"No!" Rogue rushed forward to cover Kitty's fallen body with her own. Logan growled and tried to plunge onward, but a shot grazed his arms. He let out an animalistic howl.

"We have to fall back!" May called, from where she was crouching over Coulson's prone form.

"No! Please! Help! We're here, we're right here!"

The pitiful, desperate cries of the imprisoned mutants within the pool made Logan, Bobby, and
Rogue winces. Logan snarled. "Back," he managed to order, waving his extended claws around furiously. "Damn it. Fall back!"

Rogue hoisted the unconscious Kitty over her shoulder. She ran to where Bobby was throwing up an ice-shield to give Logan time to pick up Coulson. The X-Men retreated to the sound of wailing, as the prisoners begged them to stay.

**COMMERCIAL BREAK**

**MedBay, Xavier Institute**

It was bedlam in the MedBay when Rogue walked in. Logan and Ororo fought to keep Scott and May separate, while Dr. McCoy tended to his patients. Coulson and Kitty were laid out on tables, unconscious, IVs in their respective arms. Rogue tried to open her mouth to speak. She found her vocal chords constricting as the adults around her screamed.

"You come into my house, and you bring back one of my students unconscious, and you have the nerve to ask me that?" Scott was shouting.

"This isn't some preppy boarding school, Professor Summers!" Agent May shot back. "These aren't just ordinary students! They're mutants and they're soldiers, and you using me as a scapegoat doesn't change that!"

"Um—" Rogue tried to get their attention, but her weak plea was easily lost in the melee.

"Of course that's what you see them as!" Scott yelled. "To you and S.H.I.E.L.D. they're goddamn cannon fodder. All of us! Well newsflash, Agent. The X-Men aren't your personal attack dogs!"

"Scott, stop it," Ororo ordered, in a voice that usually ended discussions. "You aren't helping, and you weren't there."

"Please," Rogue choked out. She felt a burning sensation behind her eyes as she desperately tried to make her voice rise. "Please, I—"

"And where were you?" Scott rounded on her. "Where were you the second time a young team got sent out and someone came back half-dead?"

"Hey, I was the one on that last mission," Logan reminded him sharply. "Maybe if you were out in the field more, instead of getting your ass benched for acting like a headcase, you would be able to look out for them yourself!"

"I need—" Rogue tried again. This time her voice came out a little louder. It did no good — everyone else's voices were rising in turn.

"I don't see a team right here," May said caustically. "I see a bunch of —"

"Then you can kindly get the f—"

"Scott, you have got to stop—"

"—Listen to 'Ro, Shades, before you screw over every last ally we have—"

"—bunch of undisciplined, unfocused, off-the-rails—"

"—and go to hell for all I care—"
“I need a pregnancy test!”

Ororo and May stopped first, dropping off in mid-sentence. Logan was still trying to yell over Scott when the words and the voice that had said them connected. He turned with a "What?"

”—and take the rest of S.H.—“ Scott stopped when he realized no one else was speaking. He followed the suddenly silent May's gaze over to Rogue, and blinked. "Did you say pregnant?"

Dr. McCoy walked around the others to stare at the dirty, trembling, wide-eyed teen. "Rogue?"

Rogue looked out over the five conscious adults. Green eyes shifted from one to the other, embarrassment and fear shaking her whole body. Then she turned on her heel and fled.

"Rogue!" Ororo called after her. With one last, disgusted look at Scott, she ran out after Rogue.


"McCoy—" Scott began. The blue-haired beast of a medical professional snarled in warning.

"Got it, Doc," Logan acquiesced. He grabbed Scott by the arm and hauled his erstwhile friend out of the MedBay and into the adjacent hallway. As soon as they were out Scott roughly broke his hold.

"You're just gonna leave her in there with Kitty?" Scott hissed at Logan.

"Oh, God damn it, Summers! She's not gonna hurt her!" Logan snapped back.

"You don't know that!" Scott cried, and the familiar words and tone silenced Logan. "She could be part of the damn gang from Genosha! She could be in there right now experimenting on Kitty! She could be—"

"Hey!" Logan grabbed the other man by the shoulders and pivoted him until his back was to the wall. "They're safe, Scott. Whatever this is, whatever you got drivin' you like this — whether it's Magneto, your brother—"

"It's Jean."

The name silenced Logan like nothing else. "What?"

"Back on the . . . when my brother was down there." Scott looked like a man broken, his shoulder's slumping so that Logan was half holding him up. The words poured out of him like a flood after a dam bursting. "That scientist — Essex. He had . . . he had her body."

"What are you talking—"

"It was on a slab," Scott overrode, his voice deadened but still carrying. His head lolled, and he let it hang. "Her body, Logan. It was hers. Down to the mole on the back of her neck. It was her."

"How? Her body — we buried it! We buried it!" Logan shook the other man until he looked up.

"He said he made it." Scott snorted a bitter laugh. "He said he built it. Like she was a machine, or a culture in a lab—"

"Why?" Logan demanded. "Scott. Why?"

"I don't know!" Scott spoke the words as if they were rent from him. "I've tried . . . every way I know. Nothing makes sense. Nothing comes. And now he's gone. We'll never know, never . . ."
Scott shook against Logan, his knees giving way. Logan pulled the other man, his friend, his rival, into an embrace. Clapping his hands heavily on Scott's back, Logan tried to think of words to say, a scenario, a hypothesis to suggest. Scott was right. Nothing came.

Classroom 240, Lower Halls, Xavier Institute

Ororo watched Rogue closely. The young woman sat, silent and shivering, perched precariously on the edge of her chair. She did not meet the weather witch's eyes.

"How many weeks since your last period? One? Two? Three?" Ororo questioned softly. "Four?"

Rogue nodded, almost imperceptibly. Ororo marked it down on her chart. "Alright. And have you been experiencing pain? Cramps, queasiness in the mornings?"

Rogue shook her head, then nodded, then shrugged, twitching.

"Right. So maybe, but you're not sure," Ororo specified for the reticent girl. Technically she should have been meticulous in getting the answers. But Ororo could tell from the way Rogue was poised on the chair that if she pushed too hard, the girl would bolt.

"Have you noticed weight gain, tenderness in your breasts . . ." Ororo trailed off as Rogue shook her head. "No." Of course not. Rogue had been covering herself up even more with baggy layers, but Ororo could see from the sharp planes of her face and her thin wrists peeking out from between her gloves that the girl had only lost weight.

"Do you have any . . . pain . . . soreness . . ." Ororo led the question hang. She tried not to flinch as Rogue pulled in her legs to her chest tightly.

Ororo made sure to school her face and voice. She wanted to seem as safely neutral as possible before asking her next question. "Did it happen in Genosha?"

Rogue wrapped her arms around her shins. She nodded just enough for Ororo to gauge her answer.

"Was it . . ." Ororo didn't know if she was more afraid of the answer to her next question than her charge. "Was it— did one of the guards, or the other mutants—was it forced?"

Rogue looked up sharply then, and shook her head. Ororo breathed a sigh of relief. "Thank God. Consensual, then?"

Rogue nodded, and looked down once more. Ororo was starting to understand. "Rogue . . . honey . . . was it with Remy?"

Rogue continued looking down, but Ororo could see the tears. Rogue took in a shaky breath that seemed to take all of her. She nodded.

Ororo let out a low sound of sympathy. "Oh, sweetie . . ."

Rogue set her jaw. "I just need a test. I haven't — and with my powers back I—" She bit her lip hard, and Ororo could see the teenager forcing herself not to sob. "I just need the test, please."

Ororo started to stand up. "Of course, honey. We'll get all that handled. But I think we need to talk —"

Rogue stood up now, quickly rubbing away tears. "Yeah, thanks. Fine."

Ororo smothered a frustrated attempt to persuade Rogue to stay as the girl hurried out of the room.
Watching her leave, Ororo felt something go out of her. Letting out a noise half a murmur, half a groan, Ororo sunk down into an empty chair and let her face fall into her hands.

**War Room, Xavier Institute**

"We have to go back in," Logan insisted. The Professor, Ororo, and May sat or stood as befitted their character. Xavier rested his elbows tiredly on the sides of his wheelchair, while Ororo sat diplomatically between the standing Logan and May.

"We rushed in guns blazing with barely any plan last time, and look where that got us," May argued. "We need to have more than one contingency plan for how this is supposed to go down. And that's assuming the traffickers haven't moved their cargo on now that they know they've been discovered. Or worse."

"You mean like killed them," Ororo specified. She said it as if hoping someone would correct her, and then curled her fists and continued. "We have to think about this, Logan. We still don't know exactly what that weapon was. Kitty still isn't out of ICU, and Coulson—"

"Oh, Coulson," Logan growled. "Coulson's our worry now? Maybe he's *her* problem—" Logan gestured contemptuously to May — "but this is the Xavier school for mutants. Not S.H.I.E.L.D. headquarters."

"Coulson was injured trying to help all of you," May countered, her formerly cool composure clearly starting to give. "We're here because you need us—"

"Need you?" Logan spat. "You think we need two humans slowing us down? What the hell kinda help were you back there when your boss was gettin' knocked on his ass? You want to help us, bring in the big guns—"

"Coulson is the head of the division for the recruitment of—" May tried to interrupt, but the burly Canadian plowed on.

"—we need more men, we needed backup, greater firepower—" Logan was ticking off, his voice rising higher to drown out May. She raised hers in return.

"S.H.I.E.L.D. isn't some warehouse full of gadgets and toy soldiers for help on missions," May tried to argue back. "We need to make do with what we have, and right now—"

"The greatest spy organization in the world can't spare anybody else for us?" Logan boomed. "All it has is you two? That's all we get? Why? Because we're mutants?"

"Because there is nobody else!" May yelled. The admission seemed to come as a surprise to her as much as the others, because she bit the inside of her mouth and winced.

"What do you mean? What is she talking about?" Logan demanded of Xavier. Ororo was looking between the Professor and the deeply uncomfortable S.H.I.E.L.D. agent.

May closed her eyes and let out a deep sigh. "When Alex Summers brought us this information, the general thought was that S.H.I.E.L.D would suffer from getting mixed up in anything involving the Genosha affair. Coulson tried to argue for immediate action, but they wouldn't budge. They wanted to watch the traffickers, see who they would sell to, if it were the Russians, or a terrorist cell . . . Coulson knew if we were actually going to bring them in, we had to act fast. Act *away* from S.H.I.E.L.D, with a group that cared more about saving mutant lives than collecting future intel." She opened her eyes. "Coulson moved without the rest of S.H.I.E.L.D.'s knowledge. That's why there's no backup."
The silence that infected the room was more awful than the screaming preceding it. Logan finally growled and threw up his hands, turning his back. May stared at the floor, for once looking as slight and fragile as her slim form. Ororo put her head in her hands. "So what now?"

May shifted, and then set her shoulders. "I can't ask any of you to go back there. You're right — S.H.I.E.L.D. should have this as a priority."

"But you're goin' in?" Logan surmised. May nodded. "Until we're proved wrong, we know where these people are being held. That means we have an obligation to try and get them out."

"You think you can do it all on your own?" Logan asked, bemused. May raised a brow in response. "This isn't my first rodeo."

"You won't do it alone," Ororo stated, as she stood up. "We can't abandon people to the same fate we might have shared."

Logan looked to the Professor, who raised both brows with an amused grin. "Alright," Logan said. "But we're goin' in heavy this time."

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COMMERCIAL BREAK

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#6 White House Towers, Bethune Road, Baltimore, Maryland

With the sound of screeching metal, the air vent grate dropped out of the ceiling of the top floor of White House Towers. Logan let it clatter to the ground. He jumped through the small space after it, landing on the floor in a shower of dust and hot air. Sniffling and growling, he turned to see Agent May drop down silently, the air vent grate still clinging on by a hair. She landed on all fours, a study in fluid elegance. Logan rose to his feet somewhat sheepishly, and pressed the earpiece that connected him to the Blackbird's communications. "Top floor clear."

Blackbird, 200 ft. Above White House Towers, Baltimore, Maryland

"Read you, top floor secure," Sid stated in reply, as he managed the coms. Beside him, Scott worked on keeping the jet steady and hovering. "Colossus, Jubilee," Sid said, trying to keep his voice from trembling with excitement. "Confirm main exit secure."

Front Entrance, #6 White House Towers, Baltimore, Maryland

Piotr and Jubilee waited on either side of the broad doors into the apartment complex, hidden in shadows. Piotr was entirely armed up. Jubilee rubbed the fingers of her left hand together, gathering dimly glowing plasma. She raised her other hand to her ear. "Confirm. Main exit silent and secure."

Blackbird, 200 ft. Above White House Towers, Baltimore, Maryland

"Check, main exit secured," Sid confirmed. "Infiltration team, status?"

Exterior #6 White House Towers, Baltimore, Maryland

Rogue and Bobby gritted their teeth as they moved slowly down the fire escape on the side of the building, checking windows as they went. "Infiltration team, status?" Sid asked again.

Bobby rolled his eyes, wrapped his left arm more sturdily around the shaky ladder, and pressed a finger to his ears. "Really not the time, Forge."
Powerful winds forced Rogue and Bobby to cling even more tightly to the fire escape. Ororo floated at their backs. "The next window down is open," she murmured softly, the wind carrying her voice to their ears without giving an echo. "Inside is dark, no movement. Follow when signaled."

Bobby nodded, and looked down to see Ororo lower herself about a foot. She hovered for a few seconds, her winds whistling around her. Then she glided forward through the shattered window. Bobby watched and waited, until he heard a crackling in his ear. "Ghostlight," Ororo murmured through the coms.

Bobby whistled softly to signal Rogue, and then iced a path from the fire escape to the window. He climbed over the rail and slid along it until he reached the open window. He grasped the edges of it and winced, as broken glass cut through his gloves. Behind him he heard a crumbling, bashing noise. He looked up. Rogue was climbing down the side of the building by slamming her fists into the brick. Bobby tightened up his lower body and kicked his legs through the opening. He let his arms go and the momentum carried him inside. Hitting the floor, he slapped the ground and rolled into a crouch. Shaking his head to clear it, he took in his surroundings. He was crouched on a spongy track that wrapped around an open space below him — the gym. There was a thump to his left. Rogue joined him inside.

Ororo moved cautiously forward, to the edge of the rafters. Bobby and Rogue followed her, Rogue looking left and Bobby right. They stopped at the rail and looked down.

Bobby squinted. Below them lay the gym, and the drained pool. About ten, maybe twelve people, all in black, lay on its floor. Ororo signaled with her hands for Rogue and Bobby to remain alert. Then she jumped.

The weather witch floated down, buoyed by air, and touched the dried pool floor without a sound. Creeping forward, listening intently for any movement above her, she stopped at a prone man in black. Kneeling down, she put her hand over his mouth to keep him from shouting when he awoke. There was no resistance — no puff of air. Ororo frowned and drew her hand back. It was wet with a tellingly metallic-smelling liquid. Swiftly she rose to her feet and hurried to the next, still body. Touching the heavily-clothed woman's neck, she could find no pulse. Ororo summoned up seed lightning by rubbing her hands together. The light it emitted threw into relief the ten bodies littering the floor. Their blood painted the white bottom of the pool a dried red.

"They're dead," she said into her earpiece. "Everyone at the bottom of the pool is dead!"

Above her, Bobby pulled back from the rafters. He ran over to slam an iced fist into the wall. Rogue bit back a gasp, the dull horror of it not quite sinking in. And so it was she who detected the movement to their right, the sweep of fabric as someone watching them turned to run.

"Rogue? Rogue!" Bobby yelled after her as she ran, but Rogue was driven now. She ran, through the door off the track and into a darkened locker room. She could hear the footsteps now, couldn't believe she didn't hear them before. Bobby was somewhere behind her. But Bobby wasn't fast as either of them. She chased. Down the slippery aisles, wet from a water leak somewhere, or from more spilled blood. She heard the door ahead bang open. She turned in its direction. Rogue leapt and kicked it before it could close again. She snapped it off its hinges. She didn't care. Heart pounding, she ran out into the long, empty hall. Up ahead, he headed for the window at the end. His escape.

"No. Rogue engaged every bit of her preternatural strength as she sprinted, her muscles screaming as she reached a speed she had never before felt. He was almost at the window, ahead of her by almost a foot. Rogue snarled, pivoted, and ran up the side of the wall. It was a sensation like flight. She came down as Logan had taught her, feet first into his chest. He grabbed instinctively and they fell together. Rolling over each other in a violent scramble for control, Rogue applied all of her strength
to stop them with her on top. The tattered edge of his cloak covered him as he struggled. Rogue pinned his arms down with her knees, and dragged the cloak away from his face.

Red-black eyes stared up at her, fearful, as Remy gasped and strained against her. "Rogue— chere, listen—"

It was him. Of course it was him, but still Rogue trembled with the shock to her entire system at finally seeing his rough, tanned face in the flesh. For a moment it was as if all her strength had been drained away, leaving her as weak as she’d been on that night. And then fury roared through her veins. She dealt a sharp blow to his face.

Remy took the first one, and then caught her fist before she could land the second. "Attends— Rogue—"

His voice served only to enrage her more. Rogue tried to backhand him with her free hand. Remy caught her wrist. She broke the hold, grabbing his shoulders and slamming his head against the floor. "You killed 'em!" she shrieked. "You killed all of 'em! Admit it!"

Remy freed his legs and wrapped them around her waist. He rolled them so that he was on top. "You don' understan' —"

"Liar!" Rogue screamed, voice cracking. "Murderer!" She kicked his legs apart, and delivered a knee to his groin. Remy yelled in pain and jerked off of her, giving Rogue time to flip to her feet. She immediately rushed him. Grabbing the lapels of his coat she forced his back into the wall. "Why? Why did you kill them?"

Rogue wanted to see anger. She wanted to see hatred, or malice, or even fear. She didn't want to see this tortured, pained look of desperation etched onto his handsome, bruised face. She slammed him up against the wall again, with less force. "Why?

"Rogue, it's—" Bobby stopped up short as he rounded the corner and saw them. "Remy?"

Rogue tightened her grip on Remy's cloak, feeling his chest rub against her gloved knuckles. "He killed them, Bobby," she forced out. "He killed—"

"Iceman? Rogue?" Ororo spoke to them over the coms. "What's going on? Where are you?"

"We, uh . . . it's uh . . ." Bobby tried to explain and found himself at a loss for words. "Rogue found . . . uh——"

"Did she find the mutants?" Ororo asked.

"What?" Bobby was finding it difficult to process new information. "Aren't the mutants dead?"

"No," Ororo replied. "I checked the bodies — they're heavily armed, and it seems they fought only with weapons. None of them are the children Logan said he heard in the pool. Some of them match the profiles Coulson showed us. I think these are our traffickers."

"Oh? Ooh!" Bobby's eyes widened in realization. "Rogue! Did you hear that? Those — the dead — the bodies — they're the slavers! The Genoshans! Not the mutants!"

Rogue heard, but her hands felt as if they were locked on Remy. She blinked. "What?" She looked at Remy again. "What?" she asked him, now wanting his answer.

Remy's expression was one of cold, injured pride. He set his jaw. He didn't speak.
"Guys? Infiltration team?" Sid's voice sounded in their ears. "Status?"

War Room, Xavier Institute

"Remy tracked the traffickers and was working on a way to free the mutants," Ororo explained to the Professor, Logan, Scott, Coulson, and May. "He had helped two to escape when we came in. After our attack, the traffickers planned to kill the mutants and run. Remy helped them stage a mass escape. They fought. The traffickers lost. Most of them had fled by the time we arrived, but we managed to find a couple at the local bus station. We've made it clear that they are welcome here. Most opted to remain in Baltimore, at a local mutants' shelter."

"So our involvement was less than necessary," Coulson summed up brutally, though his tone was light. "I have to apologize. We should have given you the information to do with as you saw fit."

"Nah," Logan said gruffly. He nodded to May. "We ain't gonna say no to extra help when it's offered." May gave an almost imperceptible grin.

"What about the weapons?" Scott asked Coulson. "I'm assuming S.H.I.E.L.D. wants those as well."

"We would appreciate at least one of them," Coulson stated. "When something knocks me on my ass I usually like to get acquainted with it."

"And what will S.H.I.E.L.D. do with this mutant aversive technology?" Scott asked significantly.

Coulson smiled at him wryly. "Nothing. S.H.I.E.L.D. didn't know about this mission, and I see no reason to change that. Director Fury and my team are trying to balance the security of our country and planet with the security and need for the privacy of powered people."

"And we appreciate the consideration," the Professor granted magnanimously. "For us, anonymity is the first line of defense. It can be difficult for the rest of the world to understand the choices we are often forced to make."

Rec Room, Xavier Institute

What Now? By Rihanna Plays Over the Ending Scenes

Kitty giggled as everyone cheered when she walked into the room. She presented herself elegantly with her dancers' grace, which was quickly ruined when Jubilee came over and hugged her fiercely. "Oof! Juju!"

"Don't scare us like that again," Jubilee demanded. "Or we'll knock you out for days."

"Gee, thanks," Kitty said, snorting. "Such a loving family I have."

"She's right," Bobby agreed, as he, Piotr, and Sid walked over to join the crowd around her. "We were all worried about you."

"I get it, guys, I—" Kitty stopped up short when she noticed the sixth member of their group, who hung back slightly. "Remy?"

"Hey, P'tite," he greeted her softly, with a half-smile. "Don' be worried 'bout y'looks. You as lovely as always."

"You—" Kitty looked at Remy, then around at everyone else. "And you all—"

Bobby nodded, while Piotr shrugged. Jubilee bounced on her heels, gleeful. "And now we're all
"Oh, you—" Kitty made a strangled, frustrated, choked up sound, and then flung herself at Remy. He caught her, half in surprise, and then gave a real, full smile as he returned her hug. "You're back," Kitty stated, holding him tightly. "And if I'm not allowed to get knocked out, you aren't allowed to leave again."

"Guess this one ain' got no choice in th' matter, non?" Remy said, but he was still smiling.

"Nope," Jubilee stated brightly. She came over to hug him as well, forcing an 'oof' from him as she collided. "You're family. You're not allowed to go running off again. We all want you here."

"Mm-hmm?" Remy chuckled in response. His red-black eyes moved up from the two girls clinging to him to meet Bobby's cool blue ones. "That th' truth?"

**Second Floor Bathroom, Xavier Institute**

Rogue sat on the floor, her knees up against her chest as she cradled the test stick in her hands. She stared at the small result window. Rogue watched. As the red line slowly appeared, she let the tears come. Violent sobs racked her body until she couldn't hold up. Giving up and giving in, she let herself crumple to the cold, wet, tiled floor and mixed her salt with cleaner water.

**END CREDITS**

**PROMO FOR NEXT EPISODE:** With the X-Men still reeling from the weight of a returned member and shared revelations, the house is a powder-keg of churning emotions. But in all the turmoil, will the X-Men be unable to see the danger threatening their beloved Professor until it's too late?
"So then," the Professor said brightly, as he turned off the documentary on the Vietnam War, "I feel the question that first begs an answer is — should there ever be a draft again?"

He looked around at his assembled ethics class. Kitty was leaning forward in her chair, earnest and interested as usual, in a tight pink t-shirt and soft white sweater. "No way! I'm sorry but — how can you ever reconcile forcing someone to go to war with being a free nation?"

Across from her, Sid, who had also been leaning forward, brushed his ponytail aside and nodded. "I totally agree," he said, shooting a sidelong glance over at Kitty. "I mean, I've had lots of my family and my friends I knew growing up volunteer. I feel like you should only go if, you know — you know you got what it takes."

Xavier nodded. "Interesting. Are there any contrasting views?"

Bobby cleared his throat and sat up straighter in his chair. "I mean — isn't there something to be said for the citizenship angle? Like, if you're going to be part of a free nation, don't you owe it to yourself and others to be part of its defense? To give something as well as take?"

"We don't ask people to be police," Jubilee pointed out. She pulled her trademark yellow jacket tighter around her shoulders as the cool spring breeze wafting through the open window played with her pigtails. "Because we know that if we forced it on people you'd just get a bunch of people not right for the job. That would end up hurting us all."

"Yeah, but almost nobody volunteers nowadays," Bobby pointed out. "And so it's like, the government has a free pass to send the army anywhere. 'Cause they know the majority of Americans just don't care. You'd never get anything like the Vietnam protests now, because most people can just ignore what the army does. It doesn't effect them."

"Da," Piotr agreed. "And not all who choose to join will have the good reasons. Some will join because they want violence — because they do well only in violence. People who choose war are not always the best to fight it."

"So then, do we as citizens have an obligation to involve ourselves in any war or conflict our government intends to engage in?" Xavier posed.

"Absolutely!" Kitty said simultaneously with Bobby. The two grinned at each other. Piotr nodded, while Sid gave a belated, "Yes!" and shot a strained look over at Bobby.

Xavier looked over to Sid's right at the silent Remy. The New Orleans native lounged carelessly in his chair, his long hair pulled back by a red bandana. "Remy?" the Professor questioned. "Do you have any thoughts on the matter?"

Remy shrugged, a cold, bemused smile posted on his handsome face. "Can' really contribute, me. Don' t'ink this one's thoughts would be . . . welcomed."

Xavier had enough presence of mind not to look to the pale, black-clothed Rogue sitting in the corner of the room. "I believe everyone here has something to contribute," the Professor said gently.
Remy shifted in his chair. Xavier didn’t have to probe into the minds of his students to sense their collective tension. "Jus' wonderin' . . ." Remy began in his slow-roll drawl, "How much y'all— we t'ink we done good here. We s'posed to be front line soldiers just 'cause we got powers, hein?"

"No," Bobby responded immediately, a bit too sharply for Xavier to miss. "We do it because we volunteered for it. We're X-Men. That's what we came here for."

"Speak fo' you'self, mon ami," Remy said, snorting. "Don' see all soldiers here, me."

"Well, you ain't exactly been here, have you?" Rogue's voice sent shocks through the strained room that Xavier could almost see.

"I s'pose I should’a come back earlier fo' my nice, warm welcome," Remy drawled, refusing to look over his shoulder at Rogue. "Guess I did miss a few t'ings, hmm? Sounds like y'all save the world wi'out this one, huh? Ooh, tell you what. Maybe I'll jus' sit back wi’ Juju and Sid next time hell on earth come ridin' in."

The room erupted in mental and mouth-based chatter that hit Xavier like a tidal wave.

"I don't stay behind!" Sid insisted. *Oh God, my voice is too high! I sound pathetic. Bring it down. "I don't! I was right there with everyone else!"

"He was!" Jubilee chimed in. "And he did a great job!" *See, I notice these things! Not that he cares anymore what his friends who aren't Kitty think . . . "And hey? I was serving heat there too!"

"If you don't want to be an X-Man, you don't have to be here," Bobby snapped. *He didn't want to be here — he left — everyone leaves — I keep losing everyone — pretty soon our whole team will be gone—

"Bobby, that's not fair," Kitty chastised. "We're also a refuge for people." *Oh please, everybody, not again! Not more fighting! We just got him back . . . I'm finally up and walking . . . don't tear us apart again . . .

"Katya is right," Piotr put in. "Will they demand something from Illyana, then? She is too young! Of course Katya is the one who understands—

"I get what Kitty's saying," Bobby said through gritted teeth. *Of course he chooses to agree with her — way to suck up, Tin Man — "But it's just that! He— we as a group need to care about our ability to protect the people around us, because if we don't, you know—"

"What do we know?" Remy spoke up pointedly, his voice lazily barbed. "Hmm? Be clear, mon capitaine." *C'mon, say it — Tu me détestes. "What do we as a group need to do?" You just defendin' che— her and she don' need it. Elle veut me voir morte. Well, hell with you all, then. I don't care, me. Jamais, Jamais plus —

"Please, everyone, this is not conducive—" Xavier tried to interrupt, but his voice was too low with the effort of trying to keep out their angry internal and external voices. And for once they did not listen.

"Maybe we as a group should cut our losses," Rogue snapped, harsh with anger as a cover for pain that beat Xavier's head like a drum. "Maybe we as a group should do what's best for us as a group, whatever that is." *I should cut you out — burn you out like a sickness — damn you to hell — Why
"Didn't you stay there? Oh God, I'm in hell, hell—"

"Didn't know the group all felt that way," Remy said, his voice still cold and calm but louder now. "I didn't know—" Didn't know you hated me enough to kill me, chere. Well, I can hate you too — can hate —

"Please, guys!" Kitty pleaded. "This isn't what any of us wants—" I just want my family, please, no more, not now — please —

"Maybe Rogue's right," Bobby cut in. "Maybe if we think about the team first—" Gotta think of the team, gotta lead — God, is Kitty looking this way? Decide — decide—

"Nyet, this does nothing—" Piotr's voice could have been louder than all of them, but instead he pitched it lower. None of them understands — this is causing Katya such pain — pain —

"Everyone stop yelling!" Jubilee yelled. "Nobody is listening—" This is so stupid! You're all being idiots! So stupid—

"I think Kitty is right, this is all getting us nowhere," Sid piped up. "We're just making a lotta noise —" Kitty looked over here, right? Or no, she didn't. I can't see, can't see . . . I can't hear over the noise — noise —

"Please—" Xavier tried to raise his voice and found his throat choked up. The voices continued to hail down on him from without and within. Noise, stupid, betrayed me — hate you — notice me — look away — despise you — revenge — brother. Brother.

Grabbing his head with a hoarse, agonized cry, the Professor pitched forward into unconsciousness.

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Kitty Pryde: Ellen Page
Piotr Rasputin: Enver Gjokaj
"Please, all of you, I am fine," Xavier assured, as his assembled teachers looked him over and exchanged glances. Scott and Logan both stared the Professor down. Ororo hovered on his right. Dr. McCoy sighed as he adjusted the IV in Xavier's arm and stood up.

"Well, I can find nothing physically wrong with you," Hank found himself forced to admit. "Though I think we all know that doesn't really mean much these days. With your description of the problem, it seems that it may have been a mental disturbance. Perhaps connected to your telepathy, or a recent surge in power—"

"Alas, my friend," Xavier said with a beaming grin, "I think we may have to look to even more mundane causes. I am, in point of fact, old. Migraines often come with advancing age. And with my proclivity for deep thought and worry, perhaps this is simply a sign to rest."

"C'mon, Chuck," Logan grumbled, disbelieving. "You almost pitched headfirst onto the floor. Bobby and Gumbo had to catch you. You had the kids scared half to death."

Xavier sighed. "Yes, I know. If you will please convey my deepest apologies to them until I can do so myself, I would be very grateful. I'm afraid our ethics session . . . got away from us. High tensions among the elder class, considering recent events."

"We'll make sure they shut up and don't make any noise," Scott promised brusquely. Ororo shot him a stern look of warning. "Scott . . ."

Scott shrugged and mouthed 'what'? The Professor cleared his throat. "Yes, actually, that would be much appreciated. I would like a few hours rest. And I'm sure the children will enjoy the extra free period."

"Oh, we'll find somethin' for 'em to do," Logan promised darkly with a wolfish smile. "All their snackin' 's been makin' me real inventive, and I got ways 'a doin' it that won't make a sound."

"Logan!" Ororo scolded as she held the door open for Hank and Scott. "What?" Logan responded. "They'd get feelin' back in their extremities in a few days! If you'd just help with the survival trip thing—"

"Logan, I am not going to dump a blizzard on New York out of season just so you can introduce our kids to the culinary joys of weasel," Ororo denied again, as the door swung closed behind them.

"Hey, Gumbo and the Frenchman keep braggin' that they could make anythin' taste good. I say, let 'em put their mouths where their mouths are, and . . ."

Xavier smiled as he listened to Logan's gruff cajoling and Ororo's gentle deferrals fade into the distance. His own smile faded as he let out a low shaky breath, and reached for his phone. Dialing slowly, he closed his eyes as he raised the ringing receiver to his ear. "Yes," he whispered into the speaker when his call was answered. "This is Charles Xavier. I was calling about the— you were.
Oh." The Professor's soft, crisp British tones only just betrayed the devastation he felt as his last hopes for reprieve died. "Yes. Yes, I understand. I was afraid of that."

Teacher's Lounge, Second Floor, Xavier Institute

Logan watched as Professor Davidson finally left the lounge munching on a croissant, before turning to Scott. The X-Men team leader was filling a giant thermos with steaming hot black coffee. Logan grunted and walked over to lean on the shelves beside him. "You ain't been sleepin' much," he stated bluntly.

Scott capped the thermos and turned to the fridge. "You gonna keep up this? This looking over-my-shoulder, waiting-for-me-to-crack thing? Because we really don't have the time."

"Hey." Logan put a hand on Scott's shoulder, and felt the other man stiffen. He smothered his surprise at how thin Scott felt under his jacket. "Don't you think this is somethin' the Professor should know—"

"No, Logan," Scott said abruptly, his back still to the other man. "No, I do not. Xavier doesn't need to concern himself with whatever that . . . deranged idiot cooked up."

"Even if it might be Jean?" Logan posed, the words sweet and rancid in his mouth. Scott opened the fridge and rummaged around the yogurts. "It's not Jean."

"Hey, I'm goin' off what you told me," Logan said, feeling in his pocket for a cigar and his lighter. "If you wanna change your story now—"

"What it looked like," Scott said stiffly, "doesn't matter. That — shell. Essex jiggered it together because he's insane. Who the hell knows what he was planning to do with it. I shouldn't have let it matter to me. But he's gone, and so's his work."

"Yeah, if you hadn't noticed dead and gone don't stay so dead and gone around here," Logan pointed out dryly, folding his arms. "And if you're so messed up about this—"

"I'm not messed up about anthing," Scott asserted sharply, shoving a strawberry yogurt back into the fridge. "I don't need the Professor to hold my hand over some crap I barely saw. I can get my own head straight. And I sure as hell don't need your help either."

Logan smothered the intense desire to grab his stubborn teammate by the scruff of his neck and shove him headlong into the fridge. "If part of Jean is out there—"

Scott slammed the fridge door hard. "Nothing is out there," Scott said, through gritted teeth. "A madman showed me his science experiment, and I let him get in my head. He's dead now, and whatever he — made — is probably at the bottom of the damn ocean."

"So—" Logan tried again to start, and growled when Scott whirled around to stalk past him. "Hey —" Logan grabbed Scott by the arm before the man could rush out into the hallway.

Scott bared his teeth, and leaned forward so that his shades dipped dangerously low. "So," he practically spat, yanking his arm free. "Let it lie."

Logan let Scott go, choosing instead to light his cigar and take a deep drag. Chuck, if you wanna punish me for lightin' up, go right ahead. I'd honestly take thinkin' I'm a twelve-year old girl over dealin' with all of this sh—

Basketball Court, East Grounds, Xavier Institute
"—sure there's more they're not telling us," Jubilee asserted. She put her hands on her hips and stared around at her friends. The young X-team hung together in a loose group at the edge of the empty basketball court, a few feet from the scores of younger students who were enjoying the warm, sunny day.

"There always is," Bobby said darkly, scuffing his heel on the metal container of basketballs. "We're old enough to know what they want, when they want it, and then we're all of a sudden delicate children who need to be protected. Stupid."

"I'm worried about him," Rogue said, rubbing her arms and jerking her head in the direction of the school's upper levels. "I've never seen him like that before. Do you — do you think we did that, somehow?"

Remy snorted from where he reclined on one of the side benches. "Don' flatter yo'self, chere. Would take more'n what we got to trouble de most powerful telepath in the world."

Rogue bit her lip, hurt. Kitty cleared her throat and made her voice light as she interjected, "Whatever it is, I'm sure they'll tell us. And if they think they can't we'll . . . persuade them that they have to. We're all very persuasive."

"You are," Sid said instantly, and then blushed. Jubilee made a face that went unnoticed as Piotr chimed in, "Yes, Katya. That sounds like a good plan."

"What plan?" Bobby questioned, scowling. "We can't just wait around like this. We need to be proactive, we need to take action—"

"Oh, God, will you jus' relax?" Remy asked, as he closed his eyes and lay back on the bench. "We got a free track, an' we ain' seen a day this warm up here fo' months, tell you what. 'S a crime not to enjoy it."

Rogue hissed, hazel-green eyes glaring at Remy's relaxed form in disgust. "The Professor almost broke his neck fallin' to the floor not fifteen minutes ago, and that's what you care about? Enjoyin' yourself?"

Jubilee shot a wide-eyed look at Kitty. Sid became newly interested in inspecting the basketball court. Piotr whistled a strand of Wagner, staring off into the bushes.

Remy's throat visibly constricted for a moment, but he gave a smile that didn't agree with his hard-edged ruby eyes. "Do I detect a hint of disdain in yo' voice?" he asked smoothly.

"If all you're gettin' is a hint, I must be losin' my touch," Rogue shot back in a voice like a razor. Bobby frowned and the air gained a slight chill.

"If all you're gettin' is a hint, I must be losin' my touch," Rogue shot back in a voice like a razor. Bobby frowned and the air gained a slight chill.

"Now, now," Remy drawled in honey-tones, arching up to rest on his elbows. "You gon' an' lost somethin' like that I think we all would know."

Rogue had already been opening her mouth for a response, but at Remy's words she choked, taking a step back and clutching her stomach as if from a blow.

Bobby noticed. "Seriously, man? What is your problem?"

"My problem?" Remy sat up now, tossing his legs over the bench. "You wanna know what my problem is?" He shot a look over at Rogue, and she shook her head, eyes wide-open in terror. Bobby noticed that too, and pointed at her. "Cause my problem is how you walked out on all of us and—"
"Walked out?" Remy yelled, jumping to his feet and squaring off against Bobby. "Oh, that's a nice, sweet way o' sayin' it. Did Rogue feed you that, or—"

"Hey, hey, hey!" Kitty snapped, trying to get in between the two of them. "This isn't helping! What are you doing—"

"—act like you just walk back into our lives," Bobby was shouting, his raised voice attracting attention from the other, younger mutants on the lawn around them. "Like nothing happened, like you didn't do what you did—"

"Oh, what I did?" Remy shot back, with an angry laugh. "What don't y'all just say it, huh? You didn't want the murderer comin' back into the fold."

"You said it now. Saves me the trouble," Bobby snapped coldly, and the air around him dropped thirty degrees. Piotr started to swear in Russian under his breath.

"Oh, and is that all?" Remy questioned, raising both dark brows. He turned his head significantly between Rogue and Bobby. "S that the only reason you want me gone, you? Or maybe you ain' had your fill with Kitty, huh? Maybe you decided she wasn't 'nough, and you movin' back in on what you lost?"

"Remy! Stop it!" Kitty exploded, shocked and hurt. She backed away from the two boys. "Both of you! What the hell is wrong with everyone? Did we all take our bitch pills this morning? Why is this happening?"

"Oh. My. God, Kitty, give it up!" Rogue hollered in frustration. "Jesus, you're makin' me sick, pretendin' we're all fine. We ain't. This ain' The Kitty Show, where everyone is happy jus' to make you happy. We don' live in your pristine little upper middle-class magical world where everything revolved around what makes you happy. So sorry that some of us have real problems."

"Excuse me?" Kitty snapped back, now rounding on Rogue. "You've got problems? Like I'm not a part of all this? Like I haven't been the one trying to help you all with your drama?"

"Well who the hell asked you!?" Rogue demanded, hands on her hips, her furious face as close to her friend's as she dared. "Huh? Did I come to you beggin' you to fix my life? No! I asked you to stay the hell away!"

"Katya, let them fight," Piotr interrupted, reaching out to grab Kitty' hand. "They've been wanting to for a while. Let's go."

"Oh, you'd love to get her outta here and away from us, wouldn't you?" Bobby accused. "What? Are you not a part of all this? Like I haven't been the one trying to help you all with your drama?"

"What team?" Piotr responded quickly. "The team where people leave and come back, and no one talks, and we almost die and — Katya let's just go!"

"Yeah, y'all should go! Allez!" Remy dismissed with a wave of his hand. "Run off and leave! Ain' yo' fight!"

"Don't talk to her like that!" Bobby ordered. "You don't give orders in this team."

"Oh, I am so damn sick of yo' orders—" Remy got too close in his next step, and the air between him and Bobby dropped below zero. Bobby threw the first punch, his fist iced up enough to hit Remy's chin with a resounding smack that drew gasps from their rapidly growing audience.
"Stop it!" Kitty shrieked. She phased in between the two warring boys and then solidified and shoved them apart. Bobby instinctively reacted by shoving a burst of ice at her. It caught her in the stomach and propelled her onto her back.

"Kitty, I'm so sorry!" Bobby gasped out, as Sid and Piotr rushed over to help her up. "I didn't mean to—"

"Yeah, you a real good leader. Bien, congrats." Remy mocked saluted. "Jus' take us out one by one, oui?"

"Oh, you—" Bobby aimed his blast this time, sending it over everyone and at the Cajun's head. Remy responded quickly, whipping out a card that blasted the ice into a million pieces.

"Guys, stop it!" Jubilee begged. She gave a helpless look of apology to the curious, frightened, eager expressions of the young Xavier students falling silent to watch the building storm. "Please, we can't do this here—"

Her pleas fell on deaf ears, as Bobby and Remy were already launching at each other. Kitty groaned as Piotr jumped up to separate them. Remy and Bobby had abandoned powers in favor of fists, and went careening over the bench and to the court without ceasing in their blows. Jubilee turned from the fight that Piotr was arming up to disarm, to look to Kitty who was still yelling for them to stop, Sid holding her hand, and then to Rogue, who was stumbling backwards and shaking her head with eyes too wide. Around them all Jubilee could practically feel the fears and excitement and questions and judgements of the other students.

"Stop!" she tried to beg again. "Please, please—"

No one listened to her as everyone watched the escalating fight. No one managed to catch sight of the giant shadow moving towards the front gate of the Institute. And over the cacophony of shouts and blows, no one heard the screech and crunch of metal as the steel gates broke like paper against the intruder's fist.

COMMERCIAL BREAK

Danger Room, Xavier Institute

"Alright!" Logan growled into the intercom, as he glared down through the glass at the seven teens ranged around the Danger Room. "If you wanted more sessions, all you had ta do was ask. I made this one nice and hard, so you can learn what it's like to have to protect punk kids when under fire."

Logan punched in the code and grinned, feral. Around the room children appeared; a pair of wailing twins who looked almost ten, a black haired little boy, a red-headed preteen girl, a blonde adolescent girl with wide blue eyes, and a freckle-faced toddler. "Protect the kids," Logan ordered. "And try not to get killed at the same time."

"What?" Remy yelled. His gaze darted between the screaming begging children, horrified. Rogue caught sight of his panicked expression and took an instinctive step towards him. Remy turned, and for one unguarded moment she met his wrecked gaze. Then the guns started firing.

"Arm up!" Piotr boomed, his metallic skin already in place, deflecting bullets off of him like pebbles.

"Everyone, places!" Bobby shouted, gesturing out at Kitty to protect the chattering twin girls directly in the line of fire.
"You are in charge now?" Piotr snorted, an uncharacteristic show of disdain from the big Russian. "We should all follow you?"

"Guys, come on!" Sid and Jubilee said simultaneously, as the guns on the walls trained on them. They turned to each other, Sid grinning sheepishly. Jubilee smiled back, elated. Then her eyes widened in fear. She jumped onto Sid, tackling him to the ground just in time to avoid a high-powered red blast that scorched a black spot on the Danger Room floor.

"Just get it done!" Bobby yelled, running across the room and scooping up a surprisingly realistic, squalling four-year-old boy with a mop of black hair. "Just get on the kids and don't let them get shot!"

"Real helpful, Bobby!" Rogue hollered. She twisted out of the way of a series of bullets raining on her like hail. Growling with more than a hint of Logan in her voice, she ran at the wall and used her momentum to scale it. Slamming her fist into the gun, she penetrated its exterior and shrieked when she received a shock from the wires.

"Rogue!" Kitty shrieked, turning away from the terrified blonde girl clutching her legs. She looked around wildly for her friend.

"Kitty!" Bobby and Piotr shouted simultaneously as a giant electrified net shot out of what looked like a cannon. Kitty gasped and phased just in time to avoid being captured. She jerked as the simulated girl at her feet screamed and shivered, before disappearing. "Dammit!" she swore. "We lost one!"

"We must shield them," Piotr bellowed, as he charged over towards a little red-headed girl who looked around eight. The simulated child took one look at the giant metal man barreling towards her and ran in the opposite direction. A stray shot from a gun that Bobby deflected with ice hit her in the chest. She fizzled and disappeared.

"Just get out in front of the shots!" Sid yelled wildly, as he stood, back-to-back with Jubilee. She lobbed plasma balls at the high-powered rifle trying to take them out. "Yeah!" she agreed. "Just cover the kids and we'll take the firepower out!"

"You also have to defend your teammates," Logan reminded over the intercom, his growl thicker than usual with disgust. "And one of 'em is already down."

Remy's head whipped around, red-black eyes searching desperately until he found Rogue splayed out on the floor, unmoving. "Ro—" he started to yell and was cut off as a hail of bullets sprayed too close to his screaming child. "Merde . . ." Remy hurled a card out and just missed the gun. "Lil' help here, Icepick?" he snarled, as he executed a deft flip that landed him in front of the screaming simulated freckled boy.

"Oh, now you want my help?" Bobby yelled, as he worked on creating an ice wall around the wailing twins. "Now you— no, stop!" he ordered the fake children as they tried to run away from the ice. "I'm trying to help you — dammit!"

The twins ran over his ice wall, and promptly got themselves shot. Bobby winced at their realistic little cries of pain as they were destroyed. "Damn!" he screamed. "What the hell is wrong with you guys?"

Remy valiantly tried to throw his body in the way of the begging child at his feet. Instead, a powerful shot from the cannon slammed into his chest and forced him back. Coughing and gasping, he just pushed himself up enough to see the shrieking child hit. "No!" he screamed, voice hoarse. He was
still staring, frozen, as the simulation disappeared and the guns ceased.

"Is that it?" Piotr questioned, his voice resounding as he spoke through his armor. "Katya? Are you alright?"

"Yeah, Kitty," Bobby said belatedly, whirling around. "Are you okay?"

"I'm fine," Kitty assured. "But I don't think Rogue is." She set off at a run over to where Rogue lay, Bobby following close behind. Kitty reached Rogue first, sliding smoothly down to land beside her. She reached out for her friend's arms. "Rogue—"

Rogue moaned and turned over onto her back. She blinked, dazed, shaking her head as she tried to see through the haze. "Remy . . ."

Kitty spared a quick glance over at the Cajun, who was on his knees now. He looked shellshocked to Kitty, wordlessly begging with eyes that he seemed to have to force to look down at Rogue. Kitty put her hand on the other girl's shoulder. "No, honey," Kitty said gently. "It's me. Are you okay?"

Rogue blinked and then shot straight up, slapping Kitty's hand away. "Don't touch me!" she shrieked, scrambling backwards. "The hell, Kitty! Are you a freakin' idiot? Does anything go through that empty skull of yours? How many times do I have to say don't touch me, before y'all get it?"

"I was trying to make sure you're okay!" Kitty responded, hurt, and embarrassed by the awkward looks Sid and Jubilee were exchanging. "I was trying—"

"Well just stop tryin', okay? You hear me?" Rogue yelled, as she pushed herself to her feet. Her whole body was shaking, but she snarled, "Huh? Is that simple enough for ya?"

"You know what? Yes!" Kitty said, pulling herself upright as well, proud of herself for holding back tears. "Because it is sooo much simpler to not be your friend! I don't even know why I bother. It's so not worth it!"

"Fine!" Rogue spat, hurrying backwards to the door. "That's jus' fine by me!"

"Good!" Kitty yelled, as Rogue turned and ran out the Danger Room exit. Bobby moved to put his hand on Kitty's shoulder, and found himself beat there by Piotr. "Will you watch where you put those?" Bobby snapped at the Russian. "You almost broke her shoulder with those things."

Piotr frowned, his face free of metal. "Those things? You mean my arms?"

"Yeah, your arms," Bobby specified. Jubilee sunk to her knees and put her head in her hands, while Remy quickly slipped out the exit. "You know," Bobby continued, "those ginormous hunks of metal that almost broke Kitty's shoulders."

"Katya is quite strong enough to tell me herself when she wants me to stay away," Piotr responded, his voice a deep rumble, his strong jaw tight with anger. "She doesn't need you."

"Katya, Katya," Bobby repeated mockingly. "Her name is Kitty. You've been here long enough, you know her real name."

"Hey, her name is right here!" Kitty stamped her foot and bit back tears. "And she can speak for herself!"

"Yes, I have been here long enough!" Piotr boomed. "And I have watched you lead this team as if it
is your right, always. And always you lead us into disaster!

"What, you wanna lead this team?" Bobby screamed, shoving the much larger boy. For once, Piotr shoved back. "Maybe I do!"

"Well then go ahead and try you piece of—" Bobby iced up his arms and grabbed Piotr by the front of his suit. Piotr whipped around his iron arms and broke the hold easily.

"Not again!" Jubilee moaned, at the sound of Kitty's shrieks and the thud of fresh blows.

Up in the control room, Logan echoed her sentiments exactly, before slamming his unbreakable head into the very hard control panel.

Front Hall, Xavier Institute

Ororo stepped down off the staircase just in time to bump into a tearful Rogue as she ran for the door. "Rogue? Honey, what's wrong?" Ororo tried to catch the girl's arm, but Rogue pulled away with a strangled cry.

"No, I—" Rogue couldn't even manage to speak through her choking sobs. Instead she ran from Ororo's sympathetic, fearful gaze when the weather witch tried to step towards her. Rogue yanked open the front door with too much force. It bashed hard against the wall, leaving a dent as she fled.

"Wait!" Ororo started to chase after her, and collided with a sobbing Kitty headed in the same direction. This time Ororo caught her student, holding tight to Kitty's slim shoulders. "Kitty! Tell me what's wrong."

Kitty shook her head, her pretty face streaked messily with running eye liner and shadow. "It's everything! Everything is wrong and they all act like it's my fault! And all I'm trying to do is help, all I ever try to do is help—"

"Okay, slow down," Ororo said in the calming tone she had perfected over the years. "Start from the beginning. Tell me exactly what set you off."

"It wasn't me that got set off!" Kitty proclaimed. "I — I didn't set anyone off. I didn't mean to do—" Footsteps to their right made Kitty turn. She immediately went rigid at the sight of Logan hauling Bobby and Piotr along by their necks.

"I can't," Kitty gasped. She pulled out of Ororo's hold and made a dash towards the door.

"Wait—" Ororo stopped and put a hand on her head before turning to Logan. The burly Canadian wore a ferocious scowl.

"What is going on?" Ororo asked, looking between Piotr and Bobby. Both boys sported cuts and the beginnings of bruises.

"Damn kids gone crazy. And stupid. They gone stupid, too," Logan grumbled.

"And this IQ drop happened when and why exactly?" Ororo tried to hold in her mounting anxiety and frustration. Logan rolled his eyes.

"These two—" Logan punctuated his words by pulling on both boys by the scruff of their necks "—decided the best way to make Kitty cry was by having a cock-fight in the Danger Room instead of working as a team."
"I was trying to lead the team—" Bobby began, glaring over at Piotr. "But—"

"Oh yes, Bobby was a wonderful leader," Piotr quickly responded, his accent thick with sarcasm. "There was the shouting, and the useless directions, Boze moi—"

"Hey!" Logan barked. He shook both boys by their necks. "Shut up." He turned back to Ororo. "These two morons thought beating the crap out of each other in public was a good example for all the kids, so I pulled 'em down to the Danger Room, where they could blow off steam. Clearly, they were tryin' to tell me they just really wanna do more manual labor, but they were too shy to use their words. So we're gonna repair all of the main defense systems on the school perimeter. Aren't we, boys?"

Logan shook them both again for good effect, and their scowls deepened. "I did not fight in public," Piotr muttered. "That was Remy."

"Oh, don't worry," Logan promised through gritted teeth. "When I find Gumbo he's gonna be workin' with you as well. Now. Move."

Logan shoved both boys forward and went to follow them to the door. Ororo took a step in front of him. "Logan. You're not going to fix this by forcing them to work together. They're just gonna keep fighting. You can't pound their drama out of them."

"Why not?" Logan whispered back, heavy brows furrowed. "Knock their heads together enough times, they'll eventually forget whatever their stupid reasons for fightin' are."

"That's not how it works, Logan," Ororo explained patiently. "Bobby and Piotr are fighting over Kitty. You can't beat them out of being infatuated with her. You should know," Ororo said, raising a brow pointedly.

Logan looked down, shoving his hands into his pockets. "I can't run a team like this. They're tryna kill each other. Kitty's in the middle, Piotr and Bobby are behavin' like bucks in heat . . . the Cajun's fightin' with Bobby, fightin' with Rogue — got half a mind to let her pound into him just to let off steam . . ."

Ororo looked down and cleared her throat slightly. "Logan . . . I wouldn't force them into close proximity."

"Hey, if he's gonna be part of this team, they're gonna hafta work together," Logan stated practically. "Let 'em duke it out in a private session, maybe that'll fix—"

"I really don't think a private session is what they need right now," Ororo said, again trying to gain Logan's understanding with her wide-held eyes and significant tone.

"Why not?" Logan asked obtusely. Ororo closed her eyes and suppressed a groan.

"Logan," she began slowly, not relishing the response of the protective father in the Wolverine to what she had to say. "When they were in Genosha . . . the two of them were in a cell . . . together."

"I ain't gonna lock 'em in a cell, 'Ro," Logan said, pulling out a cigar. "Just a nice Danger Room session, where—"


Logan looked at Ororo, waiting for her to continue. Ororo just folded her arms and stared him down, waiting for him to put two and two together. She could see the moment when it happened.
A shocked, horrified, and thoroughly appalled expression took over his rough face. "No! They — she — Jesus, 'Ro!"

"It came out when Rogue was afraid she might be pregnant," Ororo said in a level, soothing tone.

"PREGNANT?" Logan hollered, face going red as a beet. "You tellin' me that little chicken-fried shrimp got her—"

"No, no, no!" Ororo threw up her hands to try and get him to calm down, squaring her stance in case she had to stop him from running out to throttle Remy. "No, she's not pregnant. We checked. I just wanted you to know, so that you'd understand the reason they're so raw—"

"So RAW—" Logan sputtered, and heaved as if he might vomit.

"I just thought you would want to know," Ororo cut off again. The big man shuddered, and looked around as if terrified someone would hear them. "No, I don't want to know!" Logan hissed at her. "I can't hear this! I can't know this—"

"—just thought if you understood, that since now with her powers, they can't—" Ororo was still speaking. Logan backed up into the bannister as if she were menacing him with a knife.

"Please, 'Ro," he practically whimpered, putting two hands to his thickly gelled hair. "For the love of God, just stop."

"All I'm saying," Ororo finished, "is there is reason to tread lightly."

Professor's Study, Xavier Institute

Scott knocked softly on the door to the Professor's study, swallowing repeatedly without soothing his dry throat. "Professor . . . I know you wanted time alone, and I respect that, I do. I just . . ." Scott bit his lip. "There's something I have to tell you. I tried to pretend it was nothing, and I tried to act like it didn't mean anything to me, but it's effecting my ability to be a part of this team and I just—"

Scott— Xavier's voice in Scott's mind wavered with suppressed pain. Please—

"I'm sorry," Scott said immediately, backing away from the door. "I shouldn't — I'll leave you alone —"

Please come in, the Professor finished. There is something else that . . . will effect the team.

East End of Perimeter Fence, Grounds, Xavier Institute

Logan watched Piotr and Bobby with grim satisfaction. They dug up the deeply buried booby traps he'd placed for the defense of the school to inspect them, keeping their glares at each other to a minimum.

"That's right," Logan coached, gleefully. "You just keep your heads down and focus on not trippin'—" Logan froze, his oversensitive nose picking up a scent that didn't belong. Both boys looked up. "What is it?" Bobby questioned.

"Wait here," Logan ordered, with a warning look to let them know he really meant it, before trotting down along the side of the fence. His sharp eyes quickly spotted the breach, and he sprinted over to look more closely at the massive opening in their steel fence. "Shit," Logan swore. "We got someone who don't belong. Someone . . . real big."
"What do you think is wrong?" Bobby muttered over at Piotr, as he bent down to gingerly readjust the tiny metallic spindle that peeked out of the dug up grass. With an alert from the security system, it could send out a painful shock to anyone unwelcome.

Piotr shrugged, deliberately not looking over at Bobby. "Whatever it is, I am sure we can—" Piotr whipped around and armed up just in time to face the massive specimen of a man who wore a chunky metal helmet. Almost a whole foot taller than the already tall Piotr, the man wore ripped black pants and a shirt that exposed his many tattoos, including one of a smashed skull eating a snake. The man grinned, exposing chipped teeth, and flexed his tremendous muscles.

"Handle it," Bobby finished, recovering quickly and shooting a wall of ice up between them and the mammoth mutant. "We need to warn the others," Bobby said immediately. "We—"

The giant man smashed bodily through the ice wall. With a roar, he smacked Bobby across the face, sending him flying.

"Bobby!" Piotr screamed as he watched his friend hit the ground hard and stay down. The big Russian turned towards the even bigger intruder. "You will pay for that."

"I've already paid for enough," the giant man responded. He took in Piotr with beady eyes and then dismissed him with a snort. "I don't care about you. Get out of my way, or end up like your friend."

"You don't know who we are," Piotr shot back, and then ran straight at the larger mutant with all the force his metallic limbs could provide. He screamed as he slammed his fists into his opponent's lower stomach. They hit the big man's flesh with a resounding smack. The intruder laughed.

"X-Men," the giant boomed. "Charles' little pets." He hauled back and punched Piotr in the face with enough power to knock the fully armored mutant onto his back. He sneered down at Piotr as he raised a giant foot above his head. "Pathetic."

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**COMMERCIAL BREAK**

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East End of Perimeter Fence, Grounds, Xavier Institute

Piotr threw his arms up as the foot came down, but winced, not willing to see his death.

"You piece of—" Logan's growl was punctuated with the sound of adamantium meeting flesh. Piotr opened his eyes to see his burly teacher crouched above him, both claws slammed through the giant's foot.

"Get up, Tin Man," Logan barked. "Ain't no time to freeze."

Piotr nodded, and rolled out of the way. With a roar, Logan freed himself from the big foot, drawing his claws back in and jumping to the side. The giant man seethed, shaking his enormous foot.

"You are annoying," he pronounced, stamping his foot down. The ground rippled, and Bobby moaned. The giant grimaced. "Get out of my way before I have to spend time I don't have killing you."

"You better make time, Lardball," Logan insulted, releasing his claws again. Piotr got to his feet, and moved around so that he stood in front of Bobby. The giant huffed an ugly laugh.

"You are not who I am concerned with," he explained. "But I bet I just need a few minutes to finish you."
"Bet longer," Logan snarled. With a roar, he launched himself at the intruder. The mammoth only grinned and ran to meet him, his hefty steps shaking the trees around them. They met with a resounding boom, Logan slashing ferociously. The other man grabbed Logan by the neck, and before Piotr's eyes, shook the fearsome Wolverine like a rag doll.

"No!" Piotr ran forward and aimed a flying kick at the giant's lower thigh. He applied every ounce of force he possessed and felt himself ache with the impact. He ached worse when he felt the big man swat him like a fly, sending him tumbling over himself on the lawn. He heard a shriek and looked up through blurry eyes to see Kitty running over. "Nyet — no!" he coughed out, trying to warn her back. He saw her scream and then out of the corner of his fading eyes watched Professor Logan thrown, motionless, to the ground by the intruder.

"Kitty— no," Bobby managed to croak out, trying to push himself upright. Kitty ignored him and Piotr as she slid down masterfully between the two of them.

"More and more," the mammoth scoffed. "Like flies." He grunted and heaved and sent both his fists down at Piotr and Bobby's heads. Kitty reacted like lightning, grabbing Bobby's arm with one hand and Piotr's leg with the other. She drew in a sharp breath and phased just as the fists would have connected, shattering their skulls. Instead they passed through them as if they were holograms. She shook and held the phase, the strain of carrying two other bodies with her making her every nerve scream.

"Huh?" The mammoth lifted his fists up, stupidly, glaring down at the defiant Kitty with his tiny eyes. "Urgh. Mutants." He turned with a shake of his rock-like head and stomped off into a steady jog in the other direction, towards the main school.

"Mutants?" Kitty looked after him in shock, her heart still pounding. "Like you're not?"

Professor's Study, Xavier Institute

"He's not a mutant," Xavier explained heavily. He held the desk with both hands, as if he needed the physical support. Scott waited, arms folded, trying to hide his nervousness at seeing the Professor so uncomfortable. "Then what is he?" he posed, when Xavier didn't immediately continue.

"An empowered human," Xavier said, with a deep sigh. "His name is Cain Marko. He developed a formula that increases his physical strength and endurance and force to such a degree that once he is in motion, and builds up momentum . . . he is impossible to stop through physical resistance. The only way to keep him contained was to hold him in suspended animation in a special serum of — my creation."

"And now he's out?" Scott supplied, shifting in his seat. He knew from holding a secret in himself that there was something the Professor was driving towards.

"He was released," the Professor continued. "Someone broke into the facility two nights ago and let him out. He . . . killed several people on his way out."

"And why do you think he's a danger to us?" Scott asked bluntly. With his gift, the Professor could clearly sense his irritation and need to know, so Scott saw no need to dance around the issue anymore.

"Because," Xavier said with a deeply pained smile. "He is my brother."

Scott drew in a sharp, hard breath. "And you— let him be put away?"

"I made it possible," Xavier elaborated. "I helped design his prison. Cain . . . is the product of my
mother's second marriage. His father . . . was kind to me at his expense. I never truly discovered the extent of the abuse until years later. Only then did I realize why he felt compelled to take his rage out on me."

"So you put him away?" Scott pressed. Xavier raised one eyebrow in tired bemusement. "We joined the service, together," the Professor said, his smile turning almost wistful. "At first he seemed to fit in there, as he never had before. But the physical needs of the job taxed him. He went looking for a way to increase his strength. He . . . insisted . . . that I aid him in his quest." Charles closed his eyes. "I . . . thought it would help things between us. But the formula I supplied him with only increased his aggression to untenable levels. He had to be put away. I . . . had to put him away."

"So now you think he's coming after you," Scott specified, the revelation of such a secret from the Professor of all people making him almost light-headed. "You think he's coming here."

The Professor opened his mouth to answer, and then froze. Scott stood up at the look of shock and fear in his longtime mentor's eyes. "Professor? Professor?"

"No," Xavier murmured, bending forward in something that looked to Scott horrifyingly similar to defeat. "He's not coming. He's here."

**Southern Lawn, Grounds, Xavier Institute**

The alarm sounded around the grounds, and it didn't take Remy long to locate the reason. The juggernaut came bounding around the edge of the lawn, headed for the front entrance to the Institute. Screaming Xavier students scattered as the mammoth thundered across the grass.

"Non," Remy muttered, setting off at a run to intercept him. "No' this time." He whirled his staff as he sprinted, charging it up with ripples of energy extending from his body. With an ear-splitting cry, he slammed his bo staff into the ground and used it to vault himself through the air. He landed deftly in a crouch, directly in front of the giant man.

"Out of my way, you puny man," Marko roared, noy slowing at all. "Before I crush you!"

"No' a chance, mon ami," Remy muttered. He flung out a series of charged cards at the human tank headed towards him. The giant batted them away like they were petty nuisances.

"All right then," Remy said, blinking. "Maybe a bit o' a chance."

"Everyone get inside!" he heard Rogue scream. Remy turned around to see her guiding children into the front entrance. She was desperately herding some of the youngest ones inside when she met his eyes. For a moment, all the sounds around him seemed to dim.

Then a tiny voice screamed in terror. Remy whipped back around to see a small, blue, mutant child on the ground directly in Marko's path.

Remy reacted as he had in all his dreams since the massacre. He ran until every inch of him was pounding with kinetic energy, and dove for the child. He skidded, throwing up chunks of earth as he grabbed the crying boy with his left arm. Rolling, he cradled the boy in his arms, taking the hardest hits as they careened out of the way.

"Hey!" Rogue hollered loud enough that even the juggernaut slowed. Remy pushed himself up with his elbows. The boy in his arms gasped and sobbed. "Allez —" Remy coughed, tugging the child to his feet. "Go," he ordered, shoving the boy in the direction of the front door. The child hesitated, his soft brown eyes scared in his blue face. "Go!" Remy ordered. "Run!" The child obeyed, sprinting off as fast as his little legs would carry him.
"You cannot stop me," Marko boomed, beady eyes incensed. He drew back and aimed a punch down at Rogue.

"No!" Remy screamed, the sound wrenched out of him raw as he watched Rogue meet the punch with one of her own. It propelled her backwards, her heels scrapping up grass, but she held, to the obvious shock of Marko.

"Yeah," Rogue shot at him, muscles straining as she held against the larger man's force. "Wanna rethink your stance?"

Marko huffed, and then grinned again. Remy's eyes widened as he saw Marko aim a kick at Rogue while whipping his other arm around to her unprotected side. "No!" Remy yelled, running over. "Look out!"

Rogue caught the punch with a two-armed block, but the kick hit her hard in the chest. She went down, gasping. Marko immediately raised a foot to crush her.

Remy could see that he wouldn't get there in time. With desperate strength he threw his staff at Marko's face. It speared the huge man directly in his left eye, causing him to scream and stumble. That gave Remy just enough time to get to Rogue, grab under her shoulders, and haul her away from Marko's immediate range. The powerful kinetic energy coursing through his body, combined with pulsing fear and adrenaline, made Remy uncharacteristically clumsy. He stumbled for a few feet before he lost his balance and collapsed with Rogue to the ground. They landed in a heap, Rogue on top, Remy's arm still clutching her waist.

"Rem' . . ." Rogue moaned into his shoulder, her chest a knot of pain from Marko's blow. She just managed to raise her head enough to look down at him through the curtain of her hair. He winced in pain, suppressing a groan. "Chere . . ." he whispered. His voice was husky with pain and dazedness, but when he opened his eyes Rogue felt sense memories of hot, bare skin rush through her and overwhelm the pain with another kind of agony. With a gasp, she rolled off of Remy and onto her back. The ground shook, thumping her head harshly. Through her rapidly closing eyes, Rogue could see Marko make it to the front door. He smashed bodily through the thick wood, leaving a gaping hole.

Third Floor Hallway, Xavier Institute

Scott stumbled down the long hallway carrying the Professor. "Hurry — Scott," the Professor wheezed. "We must get to Cerebro. If I cannot . . . gain access into his mind . . . there will be no way to stop him."

"Can you reach him at all now?" Scott asked, moving as quickly as he could. Xavier shook his head. "No. He's blocking me. He's—"

The hallway shook with the force of a mighty impact. "Oh God," Xavier whispered, as Scott braced himself on the wall. "Oh God."

Liar (Manic Depressive Remix) Emilie Autumn & ASP Plays Over the Following Scenes

Front Hall, Xavier Institute

Marko strode into the elegant front hall as the last of the screaming children fled deeper into the school. He grinned at their fear, and then turned his attention to the three remaining mutants, who stood at the foot of the stairs.

"So you are the ones who want to stay and die?" Marko observed. "I got no problem killing more
mutants to get to Charles."

"You will kill no one in this house," Ororo declared, as her eyes went white. Behind her, Jubilee and Sid took fighting positions. "You have desecrated our home," the weather witch continued, and Marko frowned as a harsh wind whipped through the broken door. "This ends here."

"You're right," Marko agreed, stepping forward with bared teeth. "It ends when I give Charles what he's deserved all these years."

"Jubilation, Sid," Ororo whispered as Marko came closer. "Go upstairs and find the Professor. Now."

"No!" Sid responded immediately. "We're not leaving you!" Jubilee agreed. Marko began to jog towards them.

"I am your teacher, and I am your elder, and I am telling you now," Ororo shouted, as she began to rise with her winds, "go! Now!"

Sid and Jubilee exchanged a look, and then ran together up the stairs. Jubilee didn't look back when they reached the top, starting down the hallway. Sid stopped and looked back to see Ororo summon up lightning and meet the juggernaut with a blow of white fire. The larger man screamed. So did Storm.

"Sid!" Jubilee screamed for him. He turned to see her begging him to come with her hands. One last look down made him turn away from the blaze of white-blue electricity. Biting back tears he would be ashamed for Jubilee to see, he followed her at a run down the hall.

Hallway to Cerebro, Xavier Institute

"We're almost there," Scott promised, slowing as they reached the door to Cerebro. He knelt down so that the Professor was eye level with the scanner. The tiny blue light ran over Xavier's left eye. "Welcome, Professor," the electronic voice of Cerebro whispered.

"Professor!"

Scott turned at Jubilee's cry to see her come sprinting down the hall, closely followed by Sid. "Get to the bunker!" Scott ordered. Jubilee shook her head as she drew level with him, her ponytail a bent mess, face covered in sweat. "He's coming this way," she explained, all in one breath. "The guy—"

"Cain," Xavier murmured, clutching Scott's shoulder, his useless legs slumped against the opening doors to Cerebro.

"Right, that guy," Jubilee said, as Sid came up behind her and bent over, huffing. "Well, Ororo is trying to hold him off but he looks—"

"Huge," Scott finished, looking over her shoulder at the giant man turning a corner at the other end of the hall.

"He's behind us, isn't he?" Jubilee whispered. "He's moving down the hall isn't he?" The ground rumbled as Marko began to run. Sid nodded. "Yeah, he's coming."

"Get inside Cerebro! Go!" Scott instructed, grabbing Jubilee by the arm and pulling her inside. "Sid—"

"I got it," Sid said, moving around to help Scott drag the Professor inside, down the long, thin plank
toward the heart of the machine. Xavier's gaze never wavered from the charging Marko, blue eyes dazed with fear. "He cannot be stopped," he muttered, his crisp accent tight and strained, as his students dragged him inside. Scott slammed his fist against the inside lock. The two halves of the door began to shut. "That should slow him," Scott said, and hoisted the Professor higher. He and Sid carefully carried him Xavier to the epicenter of his creation.

"It won't," Xavier protested when they reached the control center of Cerebro, where the helmet that amplified telepathic powers lay. "Scott—" He grabbed the other man's lapels. "It won't stop him," he enunciated. "Once Cain is in motion and builds up his momentum . . . nothing can stand against him."

Scott was stayed by the fear in the usually unshakable old man's face. "Then how did you stop him before?" he demanded.

The Professor closed his eyes and let out a deep sigh. "I told you. My telepathic abilities. His mind is vulnerable where his body is not. But the helmet he wears — it's like Magneto's, it blocks me from getting to him. I . . . I can't stop him."

Scott clutched his longtime mentor's shoulders, as if he could will Xavier back into being the ever-wise, all-powerful teacher he'd always seemed, instead of the broken old man before him. "You're telling me there's nothing we can do! You never say that! You never say that!"

Xavier looked up at Scott with tears in his eyes. "I'm sorry," he whispered. There was a resounding bang. All four turned to the door. It now had a man-shaped dent in it.

"He'll break through with one more hit," Sid observed softly. His mechanical mutation meant he knew exactly how easily the wall would give. Beside him Jubilee started heaving in panic. She turned and scrambled for Cerebro's helmet. "Come on!" she urged the Professor. "Just—just try to break through!"

"I can't," Xavier admitted in defeat. "His helmet—"

With screaming metal and shorting electricity, the doors to Cerebro broke against Marko's enormous body. Scott, Sid, and Jubilee took an involuntary step backwards, Sid almost falling off the platform. Marko grinned, clearly unbothered by the stray piece of metal embedded in his left bicep. "Still hiding behind your friends, Charles?"

"Cain." Xavier's whispery voice almost gave out as he spoke his half-brother's name. "What have you done?"

"What? Don't you know? Oh, right." Marko tapped his bulky helmet. "You can't get in and screw with my brain anymore."

Sid frowned at the contraption on Marko's head, taking in its four hinges, and the awkward way it sat atop the giant's skull. "Jubilee . . ." he whispered, nudging her. Jubilee was shaking like a leaf, taking in tiny, rapid breaths. He pushed at her. "Jubilee . . ."

"What is it, Charles?" Marko said, taking a step onto the platform and making it creak. "Nothing? None of — what did Dad call 'em? Oh, right — 'witty comebacks.' C'mon! I thought brain mattered over brawn?"

"I am sorry for what he did to you," Xavier said, sincerity cracking his voice. "Truly."

"Oh?" Marko's beady eyes tightened. "Aw. That just makes it all better! That takes away from all the times he whipped the shit outta me because I wasn't smart like you, that takes back the hours he spent
"Why can't you be smart like, Charles'? Only you weren't smart! No! You were just a freak who got everything handed to him on a silver goddamn platter!"

"Mutation can be as much a curse as a gift," Xavier said, his voice finally rising somewhat. "We are not to be envied, Cain."

His new defiance visibly infuriated Marko. "Liar!" he screamed. "You got everything! Rich little boy with freakin' magic powers! You never had to work for anything!"

"And what have you done with the 'gift' I gave you, Cain?" Xavier shouted, gripping Scott's shoulders so he could rise. "Are you a better man for the abilities you now possess?"

"Jubilee," Sid hissed, pulling her close. "I think I can get the helmet off, if you can blast off the hinges."

"What?" Jubilee whimpered back. "I— I don't know if I can . . ."

"There's two on the left, and one on the right and the back," Sid murmured quickly to her, his breath hot against her chin. "Can you see them?"

"You think you gave me this?" Marko boomed, spreading his wide arms. "No. You just brought out what was always in me!"

"I see them," Jubilee confirmed, gaze darting from one small hinge to the other.

"And what is that?" Xavier demanded. "Who are you? A murderer?"

"Then get ready," Sid said, flexing his feet. "If you can blast at least two of them, then I can get it off."

Cain chuckled at Xavier, nodding in response. "This time, finally, yes."

"Are you ready?" Sid demanded, as Marko grunted and began running towards them. Jubilee was nodding and rubbed her hands together to create her plasma. "Ready."

Scott whipped off his glasses and opened his eyes, sending an optic blast directly into the center of Marko's chest. It didn't even slow the giant man, who growled as he sped up.

"Wait," Sid cautioned, as Marko drew nearer, shaking the whole platform so that Scott had to hold onto Cerebro's helmet to keep from falling. "Wait . . ." he said, louder, as Marko advanced until he was two feet from them, then one. "Wait . . . now!"

Jubilee thrust her hands out, sending a fiery shower of plasmoids at Marko. He shook them off with a snarl, but not before several exploded around his helmet, snapping two of the hinges. Sid let loose an ear-splitting war cry and ran forward. Marko tried to swat him away with his right arm, but Sid grabbed onto it. Scrambling up the meaty arm, Sid swung around to mount Marko's shoulders.

Marko shook his head, his hands reaching up blindly for Sid, who worked quickly, undoing the two broken hinges and gripping under the helmet. When Marko's hands grabbed him around his waist, Sid let the giant pull him off — taking the helmet with him. "Now— ow!" he wailed, as Marko yanked him down.

"Professor!" Sid heard Jubilee shriek. The world was a blur as Sid sailed downward. He could see the blackness below him as he plummeted over the side of the plank into the deep cavern below.

Then he stopped. "Whoa . . . headrush." Sid shook his head and felt his long hair whip around his
"Wha' happened?"

"We did it!" Jubilee shouted, staring at the frozen Marko, who held Sid upside down in his massive right hand. "You did it!"

"Yes, thank you, Jubilation," Xavier managed through gritted teeth, wincing as he worked to hold Marko in suspended animation. "Not so loud, now."

"Right! Sorry!" Jubilee whispered, though she was still bouncing with joy.

"Scott," Xavier said tightly. "If you could . . . please call back the most recent number on my phone . . . let them know we have their escapee."

"Right," Scott acquiesced, still staring at Marko. He blinked. "Right." He strode forward with exaggerated purpose, carefully skirting Marko and walking under Sid. "Uh . . ." He maneuvered so that he was facing the hanging young mutant. "Uh — really good work."

"Oh, thanks, man," Sid said, giving Scott a dazed thumbs up, which came out as a thumbs down due to his situation. "That means a lot."

"You were amazing!" Jubilee said, running over and coming as close to Sid's face as she could without falling off the edge. "You were so brave — and kinda crazy — but more brave — and smart! How are you? Are you okay? Are you still kinda terrified? I'm still kinda terrified. Is your heart beating as fast as mine? Are you okay?"

"Oh, you know me," Sid said easily, with an almost dreamy smile due to the blood pounding in his head. "I'm hangin' in there."

COMMERCIAL BREAK

Professor's Study, Xavier Institute

"And so now you know it all," the Professor finished, with a slight tremble in his hands as he laid them on his desk. Ororo, Scott, Logan and Hank stood before him, silent. Xavier sighed. "And I must confess I would appreciate some kind of response."

"I'm glad the bastard's locked up again, and I hope we at least gave him some welts . . . somewhere," Logan said bluntly.

"I cannot express how torn I am that you were all forced to deal, unprepared, with Cain," Xavier apologized. "Had I spoken sooner . . . had I been able to deal with him earlier . . . perhaps it would not have been so."

"Honestly, Chuck, why didn't you?" Logan asked baldly. Xavier glanced up at Scott, who nodded briefly in recognition. "Shame, Logan," the Professor admitted. "I was . . . ashamed. Of what I helped Cain become, of how his father used me as an unknowing weapon against his son . . . of my own fear of a battle I never truly won."

"It wasn't yours to fight," Ororo consoled, her right hand resting on the sling that carried her left arm. "You aren't responsible for what his father did."

"A truth I have tried to make real for myself these many years," Xavier said. "And yet, there was a time when he was my brother. And as my brother I should have helped him."
"Yeah, well, he sure as hell ain't now," Logan said gruffly, rolling his shoulders. He'd been out for almost a week in the MedBay, and just missed Marko being extracted by the team charged with containing him. "I think you can stop carryin' that load."

"Yes," Xavier said with wry amusement. "Now I can enjoy the guilt of knowing I subjected all of you to his excesses due to my desire to keep my secret."

"We all have secrets," McCoy said in his soft, even voice. The furred mutant had been especially busy tending to wounds in the wake of Marko's attack. "To hold them against each other would be to show ourselves as hypocrites. Let he who is without sin cast the first stone."

"Yeah, speakin' of stones," Logan muttered. "It's gonna take ages to fix the security system." Scott and Hank hid smiles. The security system was Logan's pride and joy. Having it crushed so thoroughly was a sore spot that wouldn't soon fade.

"I certainly feel unable to cast stones of any kind after my meeting with your half-brother," confessed Ororo with a sour twist of her lips. She rubbed the sling that carried her left arm with her right hand. "The fact that only you could defeat him does help."

Xavier looked up briefly at Scott. "I am afraid I was quite helpless when I learned of his escape, actually. Without all of you working together, I would not have succeeded."

"We're a team," Scott said simply. "We're only as good as our ability to stand together."

*Mykonos by Fleet Foxes Plays Over the Ending Scenes*

**Student Dorms, Xavier Institute**

Kitty was lounging on her bed working her way through her math homework when she heard a soft, hesitant knock on the adjoining door. "Come in!" she offered.

"It's me," Rogue specified, as she opened the door a crack and peeked inside. "Can I still come in?"

Kitty sat up on her bed and tensed. "If you still want to. I don't want to keep forcing my company on you."

Rogue slid inside and closed the door behind her, resting her back against it as if she needed the support. Her face was bare of all of the heavy makeup she'd been wearing for the past two months, and her eyes were red-rimmed. "I'm sorry," she said in her soft twang. "I was nasty and rude and cruel to you, and all you did was try to be my friend."

Kitty pursed her lips, considering. "All true."

Rogue swallowed, staring at her with big, sad, green-hazel eyes, and Kitty sighed, already sick of the tension. "But grudges are super tiring and teen-drama-typical. So I'll forgive you for all of that crap if you'll just sit down here and tell me why, girl. Why the massive freeze out?"

She surprised a smile out of Rogue, who padded gingerly over to sit on the edge of her bed. "It's not you," Rogue said, and Kitty sighed, already sick of the tension. "But grudges are super tiring and teen-drama-typical. So I'll forgive you for all of that crap if you'll just sit down here and tell me why, girl. Why the massive freeze out?"

Rogue looked down and tugged at her gloves. "Ever since we got back, you, and Professor Monroe, and Jubilee . . . y'all have just tried to be my friends. But I didn't want friends. I didn't want anyone close to me again, because . . ."

"Because of Remy leaving?" Kitty supplied, when it was clear the other girl couldn't go on. Rogue looked up, biting her lower lip hard. Kitty wondered if Rogue had even bothered with makeup
remover, or if she'd simply let tears wash the pasty concealer and dark liner away all on its own. "Because of how close I let him get," Rogue confessed simply. Her agonized expression was enough for Kitty to discern the rest. The tiny phase-empowered mutant let out a soft groan of recognition.

"You mean you and he . . ." Kitty watched Rogue shudder in answer. "Rogue — I didn't know. I'm sorry."

Rogue sniffled a tiny laugh. "That's just it," she admitted, her voice a thin, harsh rasp. "I want to be sorry, y'hear? I want to regret it so much. I told myself I did, that I hated it . . . him . . . everything. But then he comes back, and . . . it's like I been fillin' this big black hole in my chest full a' anger and spite, usin' it to drive back the pain. But then he comes back." Rogue was staring at Kitty, but Kitty could tell her eyes were somewhere else, big and wide and glassy with tears. "He comes back and I . . . I can't pretend anymore. I can't hide behind hatin' him, 'cause the truth is . . . only one I hate is myself."

"Oh, hun," Kitty murmured, as Rogue fought not to dissolve into tears. "Don't. Don't hate yourself. We don't hate you. We happen to like you a whole lot. Me especially."

Rogue chuckled wryly, a wet, rough sound. "I don' deserve that, Kit," she said, really looking at her friend now. Kitty shook her head defiantly. "Of course you do," Kitty asserted boldly, even more boldly taking Rogue's gloved right hand. "We all deserve each other. We all need each other. You don't need to be perfect to be family."

First Floor Hallway, Xavier Institute

Younger Xavier students glanced up warily as Bobby strode over to Piotr, who was putting his hefty Dostoyevsky volumes into his locker. Leaning on the lockers with arms crossed a few feet to the right was Remy, who raised both brows as Bobby came to a stop. "Am I gon' have to keep you two bucks apart, or can y'all play nice?"

"I'm not here to fight," Bobby responded, still looking at Piotr. "At all, with you. Not about Kitty. She deserves better than that. And—" Bobby cleared his throat. "And not about team control, either. I would have been dead back there without you and her. There's no team if we're trying to rip each other apart, and if there's no team it doesn't matter who's the leader." He extended his hand.

Piotr looked down on it. "Da," Piotr agreed, taking the offered hand. "Katya — Kitty can make her own choices. We have to be more than simply friends, rivals . . . we must be many and one."

"That some kind a' Soviet thing they drilled into you, homme?" Remy drawled, shuffling his cards absentely.

"No," Piotr said, rolling his eyes. "It's the kind of thing the X-Men drill into you."

Remy bit his lip and looked away, but Bobby stepped in closer and clapped his hand on Piotr's back. "That's the X-Men way. We're big fans of drilling. We'll drill into you hard."

Remy looked up at that with arched brows, and Piotr cleared his throat and extracted his hand. Bobby nodded slowly in shameful acknowledgment. "Well . . . there was a moment in there somewhere."

"Don't worry, boss," Piotr said with a grin. "We only need you for planning. Leave the humor to the rest of us, okay?"

Rec Room, Xavier Institute
"You accursed fiend you— I will have my vengeance, oh yes. And it will be sweet. Sweet . . . and slightly tangy," Jubilee vowed. She stared down the fanged alien and shook her head, eyes full of daring.

"Hey!" Sid plopped down beside her on the rug, and picked up a console. "You need any help?"

Jubilee shrugged. "I don't know. Didn't you have that science fair thing with Kitty?"

"Nope," Sid said, logging into the game. "She's busy with her own thing—things. So, I figured I'd bow out of all that, and go where I'm hopefully, maybe . . . still wanted."

Jubilee shot a glance over at him from under her frosted lashes. "You still remember Ninja-Delta-Klondike-Goldfinch?"

"Our most devious play," Sid said, in the same mischievous tone. "How could I forget?" He moved into position and made his warrior give Jubilee's a salute. "Let's go all in."

**ENDING CREDITS**

**Promo For Next Episode:** When anti-mutant hatred hits close to home, Kitty is forced to rethink her careful balancing act between her mutant family and her human one — and the X-Men must face the reality of a new threat rising.
"And so, to sum up," Kitty muttered aloud to herself as she typed in her reply to the anti-mutant commenters she'd been arguing with on the tech message board since dinner, "if you want to try and prove that "mutants are actually less evolved mentally" and "especially female mutants, sorry feminists"? Maybe you should have stuck to arguing with your own straw men — rather than a real mutant woman." Kitty grinned, entered her finished reply, and then reached for her can of Pepsi. She had just raised it to her lips when a screaming rocket exploded directly in front of her window, causing her to spill it all over herself and nearly douse her computer.

"Jubilee!" Kitty ran over to her window and stuck her head out, glaring down at the tiny figures of Jubilee and Sid. "Sorry, Kitty!" both called up simultaneously, though Kitty could hear them giggling. "If you made me ruin this shirt, I will steal your hair dye and replace it with bleach!" she threatened ominously.

"I'm sorry, again!" Jubilee called up, her hands still glowing with energy to illuminate the dark grounds. "We'll move it away from here. Promise!"

Kitty scowled down at her friends, until she remembered that they probably couldn't see her expression from the distance in the dark. Shaking her head and shaking out her shirt, she left her room and hurried down the hallway. She made it to the stairs and almost collided with Jean-Paul.

"Oh, desole! Sorry, Kitten," he said, before descending into suspiciously uninhibited giggles. "I didn't see you, hun—"

Kitty eyed the bulge in the normally style-conscious mutant's ugly, baggy coat. "Are you— is that liquor?" she demanded. Jean-Paul hissed at her and moved in close, the pungent scent on his breath answering her question.

"I can't watch hockey with Davis and Wilson sober," he explained, patting Kitty on the shoulder. "Those boys have no idea what real skill looks like on the ice, you know? I know you won't rat on me to Logan. You're too sweet."

"I—" Kitty tried to argue, but Jean-Paul gave her a kiss on the cheek and winked. "You're a peeeeach," he slurred out, before running back down the way she had come.

"Yeah. A rotten, angry peach," Kitty grumbled as she stalked down the stairs.

Most of the younger mutants were finishing homework quietly in the Rec Room as Kitty passed through it. As she neared the kitchen, she heard laughter, and recognized the raised voices within.

"Don' be a sore loser, you," Remy was drawling as Kitty entered. Across from him at the kitchen table, Bobby threw down his cards and glared at the red-eyed, New Orleans-born card shark. "You're cheating," Bobby accused boldly. Remy whistled. "Now tha's a charge you don' wan' to make 'less you can back it up," he replied silkily, deftly flipping his cards as he leaned back in his chair and raised an eyebrow. "Unless you can prove it, jus' play the cards you got and don' bitch, hein?"

"Come on, now," Piotr cut in, ever the peacemaker. "I will spot you, Bobby, yes? Or we can take
"Does Logan know you're gambling?" Kitty asked, making Piotr and Bobby turn as she stalked over to the fridge. She opened it and quickly selected another can of soda.

Bobby snorted. "Like he can talk. He's the one who taught us Blackjack, remember?" He groaned. "Whatever. Nobody can beat Gambit without also cheating."

"You keep sayin' this one cheats, mon ami, an' I'm gon' take issue wit' you," Remy said, sniffing as if offended. "I got no need to cheat me, I—" Remy stopped up short as Rogue walked into the kitchen, wearing a baggy sweatshirt and carrying a plate. He swallowed hard before continuing with forced coolness, "I don' need to cheat when I'm jus' that good at the game."

"You haven't won yet, eh?" Piotr said with a chuckle. "Let's keep playing. I think maybe you overestimate yourself."

Kitty moved over to where Rogue was wiping down her dish in the sink. "Are you alright?" she whispered to her friend, who shook off her wet gloves. "Do you want me to—"

"To what, Kit?" Rogue whispered tersely. "Yell at Remy for me 'bout stealin' your boyfriends' cash like a back street hustler? I can do that all on my own and—" Rogue stopped herself and let out a long slow breath. "Sorry, Kitty," she apologized, turning to her friend and biting her lower lip. "I promised myself I wouldn't snap at you, and look at me."

"It's fine." Kitty waved her hand dismissively. "You wanna come upstairs? We can grab a cart of Haagen-Daas and watch "The Craft"?" she offered temptingly. Rogue just smiled wanly and shook her head as she dried off her dish and put it in the cupboard. "No thanks, Kit. I think I'll just go finish my homework."

"Okay," Kitty said, frowning as Rogue hurried out of the kitchen stealing a last glance at Remy. Kitty turned to the Cajun, and saw him in a rare unguarded moment looking after Rogue with an aching longing that made Kitty herself shiver.

"Hey, Kit, you wanna play?" Bobby offered, turning around in his chair to grin at her. "I bet you could take Remy out in less than an hour!"

Remy scoffed. "Desperate, you? Beggin' Petite fo' help ain' a good look on you, mon ami."

"Losing thirty bucks isn't a good look on me," Bobby shot back. "Being broke isn't a good look on me."

"I will spot you!" Piotr said again. Kitty rolled her eyes. "Okay, you guys. I'm not stepping into this macho cocktail you got going on here. Call me when you're done, if Remy hasn't used all your money on whiskey."

"Hey!" Remy shouted after her as Kitty took her soda and left the kitchen. "This one is no' an alcoholic. I resent that! This one spends some of his well-earned cash on vodka."

"No," Kitty heard Piotr correct Remy, "you spend some of my well-earned money on vodka. And then you pretend that I have bought it and make jokes about Russian drinking problems."

"This one does not remember that. This one thinks you are misrememberin' — maybe due to de heavy drinkin' you always do, Red."

Kitty rolled her eyes as she moved away from them and back through the Rec Room. She rolled her
eyes as she passed two younger mutants, who sprang apart on the stairs. The girl fixed her mussed hair and the boy rubbed away the lipstick smudged on his face as Kitty hid her smile. She skipped back to her room and jumped down on her bed, careful to place her soda on her nightstand before opening her computer. She scrolled down to see the replies to her response.

Kitty was already composing her answer to one of the stupider trolls when she scrolled down a few more inches and froze. The picture was slightly blurry, but unmistakable to Kitty. She could never forget the field where her father had taught her to swing a bat, or the tree house her mother had set up for her when she turned twelve.

Plastered over the picture of her parents' house in red, bloody font, where the words "Do Mommy and Daddy Know You're A Mutant Whore?"

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**TITLE SEQUENCE:**

**TITLE SONG:** "Evolutionary" Composed By Emilie Autumn

**Cast:**

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

 Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Kitty Pryde: Ellen Page

Piotr Rasputin: Enver Gjokaj

Jubilee: Julia Ling

Guest Starring January Jones

With Sean Pertwee as WarHawk

Written by Elizabeth Fain and Sarah Craft

Directed by Danny Cannon

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**Professor's Study, Xavier Institute**

The Professor sighed, as Kitty broke off explaining the image on her computer with a sob. "I'm quite disturbed to see this, Kitty. Are you sure you didn't share any personal information that might have
allowed these — individuals — to locate your home?"

Kitty was already shaking her head fiercely. "No! I swear! I cloak my IP address, I never use my real
name or drop any personal facts, or even mention my age, or personal history — there's no way,
there's just no way—"

Ororo put a soothing hand on Kitty's shoulder when the girl started crying again. "People on the
internet can be absolutely brutal, and you never know what will set them off," the weather-witch
comforted.

"Except we know exactly what set them off here," Scott pointed out. He leaned back on Xavier's
desk and folded his arms. "Kitty started debating them on mutant rights. The exact kind of thing that
people kill for in the real world. Of course they're going to be as cruel, if not more, behind a screen."

"Scott," Ororo said softly, frowning at him as Kitty sniffed harder. Logan grunted and shifted in his
corner of the room. "Hate to agree with Stick over here," the bulky Canadian said, jerking his head at
Scott, who rolled his eyes, "but he's right on this one. What were you thinking, Half-Pint?"

"What was I thinking?" Kitty stopped crying with effort and glared at her teachers. "I was thinking
of what you all always tell us! That it's important to combat mutant prejudice wherever we find it.
That if we let people who spew hate go unchallenged, other people will be persuaded in the absence
of a counter argument."

"Ya ain't gonna change the minds of a bunch of basement livin' rejects on the internet," Logan said
gruffly. Scott nodded and stood up straight. "Exactly. What's more, you obviously forgot an equally
important lesson we teach here — anonymity is safety for many of us. These people—" He gestured
to the open screen of Kitty's computer on the Professor's desk, which displayed the offending picture
and the many vicious follow-up comments — "were able to find your home. What's to stop them
from finding our home? We have over a hundred mutants here, and by doing this you put all of
them, all of us, in danger!"

"I said I'm sorry!" Kitty yelled, her thin voice breaking as she stood up, looking fiercely from teacher
to teacher. "How long are you gonna yell at me for something that I couldn't control! I told you I did
everything right to protect myself, and now these people are threatening my parents, my—" Kitty bit
back a scream as more tears leaked out of her red-rimmed eyes. "Yell at me, ground me if you want,
give me a hundred Danger Room sessions, but please, please just— just help me before they hurt my
family!"

"Kitty." The Professor raised his hand and Kitty bit her lip to keep from sobbing. "Of course we will
help you. This kind of delicate situation is one which we have prepared for. Ororo and I will take the
jet to your parents, to alert them of the possibility of any danger and to help them put in place the
precautions we have developed to keep them safe." He smiled kindly, and Kitty was able to swallow
and get control of her breathing. "Remember, Kitty. We consider ourselves your family too."

Rec Room, Xavier Institute

"Fam, I bring your attention to the fact that we are sorely lacking in our coolness quotient lately,"
Jubilee announced, throwing down her controller along with Bobby and Sid as they failed once
again to graduate as a team to the next level of *Alien Vs. Mutant.*

"Can I bring your attention to the fact that you just un-ironically used the words 'fam' and 'quotient'?"
Bobby said dryly, leaning back on the Rec Room couch and sighing. Jubilee sniffed. "Firstly, I am
from New York, and therefore 'fam' is a central part of my vocabulary. Secondly, quotient, quotient,
quotient. And I rest my case."
"I need to rest my brain," Sid said with a groan, rubbing his temples as he crossed his legs on the small shag rug in front of the TV. "I still haven't figured out how to make the tech that would let us sample each other's powers work without zapping all of us into unconsciousness. It would really help if Rogue would work with me again—"

"Yeah, and asking her would be a really good way to get zapped into unconsciousness," Bobby commented with a snort. "You could ask Kitty, right? She might be able to get through to Rogue without you ending up in the MedBay."

"Speak of the cat!" Jubilee leaned her head over the back edge of the couch to smile, upside down, at Kitty as she came into the Rec Room accompanied by Piotr. "Hey, we were just talking about you."

Kitty winced and shivered at Jubilee's words. Piotr put his arm around her. "Katya is going home to visit her family, and handle some personal issues. I am going to accompany her along with Professor Monroe and Professor Xavier."

Bobby jumped up so fast he yanked out one of the TV wires, causing Sid and Jubilee to both give a plaintive whine. "Really? Do you want — I mean, if you need someone else—" Bobby cleared his throat. "I mean — I am available too, if you need moral support."

Jubilee and Sid shared an eye roll and a grin, but Kitty smiled wanly. "Thanks, Bobby. I could use all the support I can get on this."

First Floor Hallway, Xavier Institute

"So," Rochelle said, twirling her violet-dyed braids around her fingers and batting her eyelashes up at Remy, "what other nicknames do you have?"

Remy grinned and brushed his hair away from his face, and was rewarded with a united coo from both girls crowding around his locker. "Aw, now, can' tell you dose," he said, thickening his accent for effect. "Some of 'em just ain' fit fo' ladies ears."

"Oh, you can tell us," said Brigitte, tossing her short blonde curls and rubbing a hand down her neck towards the expansive cleavage on display in her low-cut blue top. "We're all big girls here."

A few feet away, Rogue tried very hard not to gag as Rochelle and Brigitte leaned in close when Remy's voice dropped down into the low, velvety tones he had formerly reserved for her. She closed her locker door and heard him whisper in muted French. She glanced over despite herself. Both Rochelle and Brigitte were pushing in as close to Remy as they could get, arching their chests and touching him with bare hands.

Rogue glanced down at her own gloved hands, flexing them into tight fists. She heard Rochelle giggle insipidly, and ground her teeth. Remy chuckled, and out of the corner of her eye, Rogue could see him wrap a finger around one of Brigitte's curls and lean in close, his red-black-eyes gleaming as he moved in until he was inches from her face.

Rogue almost jumped herself as she slammed her locker shut. Rochelle and Brigitte were both tough mutants who had logged hours in some of Logan's harshest Danger Room sessions. And both backed away as Rogue came storming over, mumbling about getting to class, leaving Remy alone to face the Mississippian mutant's wrath.

"Mr. Remy LeBeau." Rogue held out her hand and smiled with false sweetness. Remy stared down at her hand and back up at her face, confused. "Wha's this?"

"Oh, well, I'm introducin' myself," Rogue explained. "Seein' as how I've never actually met Remy
"LeBeau until now."

Remy raised one brow "Oh? And here I thought we were well-acquainted, you and me."

"Yeah, so did I," Rogue said, her twang sharp and her words barbed. She let her hand drop. "Imagine my surprise to find I shared myself with a stranger."

Remy's eyes widened in shock, and the cool, cavalier expression he had been wearing fell suddenly away. "Chere—"

But Rogue was already turning away and walking back down the hall. She felt coldly proud of herself that she didn't cry. She tried not to think that it was because she had no tears left to shed.

Residence of Carmen and Theresa Pryde, 98 West Street, Deerfield, Illinois

Kitty, Bobby, and Piotr got out of the small car that they had stashed in the Blackbird. They had landed and cloaked the giant plane in a cornfield a few miles out, exchanging it for a small car so as not to shock the inhabitants of Deerfield with the sight of a jet swooping over the small rural town.

Ororo got out of the driver's seat and went around to open the door for the Professor, while Piotr quickly got out his chair from the backseat. Kitty looked up at the small bungalow painted bright red, with the same old tire swing on the same old tree on the small, neat lawn covered in daisies. She swallowed hard, and felt Bobby squeeze her shoulder. "You called ahead?" he asked. Kitty nodded. "They know we're coming," she said softly, as Xavier wheeled up behind her. Piotr and Ororo came over to her left side. "I'm just . . . not sure how . . . if word got around about me and people are angry because I'm a—" Kitty bit her bottom lip and pulled her dark jean jacket tighter around her shoulders.

Xavier wheeled around Ororo, who stepped aside to let him through to the front of the walkway leading to Kitty's parents' house. "I have found that anticipation is often far worse than whatever comes of the conclusion," the Professor advised with a warm smile. "I find it is best to get through the source of your fear, rather than to wait and allow it to build."

Kitty took in a sharp breath, but nodded. She raised herself up to her full height of five feet and two inches, and led the way to her house. She closed her eyes for a moment before knocking on the thick wooden door. For a moment there was silence, and then she heard a rustling within. She stepped back, feeling Ororo's hands on her shoulders as the doors opened.

The plump, pretty woman with Kitty's green-blue eyes and a mop of curly black hair looked out, wide-eyed, at the collection of mutants on her doorstep. Then her soft face broke into a huge smile. She grabbed Kitty and crushed her to her chest. "Kit-Kat!" Theresa Pryde exclaimed. "Ooh, it's so good to see you, baby!"

"Mom," Kitty grumbled, her voice muffled as she embarrassingly hugged her mother back. "Mom, we have company."

"I can see that!" Theresa released her daughter, and beamed out at the X-Men. "Oh, we're so happy to have you! Carmen!" she shouted back into the house. "He's getting the snacks ready. We didn't know if you'd be here before dinner. Carmen!" Theresa hurried forward and shook the hands of all of the mutants. "We are so happy to see you! Aren't we? Carmen!"

"Damn," Bobby murmured with a grin to Piotr. "I wish my family were this happy to have a bunch of mutants show up on their doorstep."

"Here he is!" Theresa announced, as Carmen Pryde came through the door, stripping off his gloves and reaching out to shake Professor Xavier's hand. "Just fixin' up the grill for you," Carmen said, his
suntanned face spread into a warm, infectious smile. "We're so excited for Kitty to bring her friends around to meet us! She's been hidin' you all ever since she went to your school."

"Mr. and Mrs. Pryde," Xavier said, his own smile warm. "I believe I can speak for all of us when I say we are quite happy to stop hiding."

South Lawn, Grounds, Xavier Institute

Logan stalked across the expansive lawns, sharp eyes taking in all of the places where he could bump up security or add a new trap for intruders. He made his way to the iron wrought fence that surrounded the school, and frowned when he noticed seven students huddling by the bushes, clapping and laughing up at the person walking along the top. Logan growled as he jogged over.

"Alright, all a' you," he snapped at the assembled mutants. He scowled around at the five girls and two boys watching Remy walk along the fence with his bo staff as if he were a circus performer. "Scram. You should know better. Especially you," he directed at Remy, as the others whined and mumbled as they moved away.

Remy shrugged, twirling his bo staff easily as he balanced on one foot. "Me? But this one is the red-eyed stepchild who don' listen, n'est-pas? I'm the bad influence, 'member, homme?"

"You have a choice whether or not to be a pain in the ass, Gumbo," Logan stated gruffly. "Which includes you stringin' along all of the impressionable girls hangin' on your every word."

Logan watched Remy grin and shrug as he hopped from one foot to the other, resting his bo staff on his shoulders. "Can' help it if the femmes, they like this one," Remy remarked. "And don' want to deny them, when they ask so nice."

Logan valiantly managed not to drag the boy off the fence and cuff his neck. "And what about Rogue?" he posed. "You think about what all this is doin' to her?"

Remy's expression went dark, and Logan suppressed a shiver. "Oh, o' course," Remy said bitterly. "'Cause it's all 'bout her feelings, hein? Ain' like she left this one to die back in Genosha, ain' like she tried to beat dis one within' an inch o' my life, ain' like she—" Remy closed his eyes and took a sharp breath in through his nose, the pain in his face and voice raw and obvious to Logan. "Bien. Don' matter," Remy said, slipping back on his devil-may-care grin and executing a perfect backflip that landed him in a crouch on the pikes of the fence. "Ain' gonna sit around holdin' a grudge, me."

"Don't lie to me, kid," Logan said, walking alongside the fence as Remy trotted down it, whipping his bo staff from side to side. "Makes my head hurt. Both of you got unfinished business, and you ain't makin' it better by bringin' in other people to distract yourselves. Trust me."

Remy barked a laugh as he tossed his bo staff in the air and deftly caught it. "Trust you. You ain' got no idea 'bout me and Rogue, you." He whipped his staff around, charging it up and getting ready for another flip.

"I know what happened between you two in Genosha," Logan stated bluntly, as Remy braced himself to flip. "When you two were — alone."

Remy stumbled, falling off the fence and just managing to land on his feet. He stood for a moment, silent, frozen, his back to Logan. Logan braced himself.

The eighteen year old started to laugh. Logan raised a brow as Remy turned around, still chuckling, to lean back casually against the fence. "So you as well as 'Ro, huh? She tell the whole school?"
Logan bristled at Remy's cold, cavalier tone. "If you gotta ask that, kid, you don't know her as well
as you think you do."

Remy narrowed his eyes, and Logan felt his haunches go up at the dangerous glint in their red-black
depths. For the first time, he felt slightly afraid of the Cajun. "Know her better'n you, mon ami,"
Remy reminded darkly. "I know—" Remy stopped, and his eyes suddenly widened. "What the—"

Logan sensed it a second too late. Remy cried out once as the dart pierced his neck, and stumbled
forward. Logan caught the boy in time to watch his red-black eyes take on a clear white sheen as he
went limp and crumpled to the grass. Logan growled and whirled around, whipping out his claws.
He took one dart on his left shoulder, and snarled against the tranquilizer attempting to fill his veins.
He brought his claws up in time to parry the blow from the large man with his face swathed in black
cloth.

"You made a big mistake comin' here, bub," Logan warned, slashing out at the intruder with his left
hand claws. The man dodged and Logan recognized a soldier's reflexes. He kicked out at the man's
knees, and landed a hit that forced the taller man to the ground. Logan wrenched the other man's arm
around, and aimed a claws-out punch at his opponent's jugular.

The veiled man let him get close enough to touch skin before jerking his head to the side and taking a
cut to his upper shoulder. Logan realized too late how close he had been allowed to get when the
thick Bowie knife sunk deep into his side, grating on his ribs. Logan punched the other man hard in
the face, ignoring the pain in his side as he put a hand around the intruder's neck. "Who are you?" he
demanded, pulling at the black wrapping covering the man's face. He yanked it aside just as his
vision went blurry, the tranquilizer doing its work in time to protect the assailant's identity. Logan
tried for one last weak punch as everything went dark.

"Yes," he heard the man say to someone through a comm, his voice gruff and dispassionate. "I'm
inside. No, no difficulties. ETA is still thirty-minutes. It'll be fun. Like duck-hunting in spring."

COMMERCIAL BREAK

Residence of Carmen and Theresa Pryde, 98 West Street, Deerfield, Illinois

"Oh, we are just so happy to meet you all!" Mrs. Pryde said for the third time to the X-Men seated
around her coffee table, which was laden with fried vegetables and fruit platters. "You know, Kitty
has raved about how much she learns in your class, Mr. Xavier," she said to the Professor, who
inclined his head graciously. "And yours as well, Ms. Monroe," she said to Ororo, who cradled her
cup of coffee delicately in her lap. "She was always the first one in the science fair every year,
remember Carmen?" Mrs. Pryde pointed to her husband, who chuckled. "Oh, she always wanted to
do all of these crazy projects — a windmill powered mini-TV, and a toy helicopter that would run on
solar power. We always knew she would find an amazing school, one with people who could really
appreciate her gifts—"

"Mom," Kitty interrupted her mother's stream of praise. "We didn't just come to visit. We came
because of . . . because we're worried about you."

Mrs. Pryde blinked, and Mr. Pryde came around to stand beside his wife. "What do you mean,
honey? We're fine."

"I know, I just—" Kitty glanced over at her teachers for help, and saw the Professor nod for her to
continue. "When I was online, I was talking to some people and . . . I don't know how, but they
found out where you lived. They— they posted a picture of your house, and about how — how I'm
a mutant."

Mr. Pryde turned from his distraught daughter to the two adult mutants. "What — what does this mean? We've never hidden the fact that Katherine is a mutant. People in Deerfield are very understanding. We were one of the first towns in our district to have a Mutant-Human Alliance in our local schools."

"Mr. and Mrs. Pryde," Ororo asked gently, setting down her coffee cup on a hand-knit cat coaster. "Have you noticed any new people in your town? Or any threats at work, or comments among friends?"

Theresa Pryde was shaking her head. "No, we have the same neighbors we've always had. And whenever they ask about Katherine it's just, ya know, 'How is she doin'? She still inventing, she still got her head in her computer?"

"What about on the computer?" Bobby put in. He shifted on the worn couch, making sure his boots didn't touch the immaculate blue and gold rug under the coffee table. "Have you had any threats online? Any backups, DDoS—"

"No, nope," Mr. Pryde assured. "I'm the head of IT down at Deerfield Natural Gas and Co. We haven't had problems of any kind." He cleared this throat kindly and smiled at Kitty with a distinctly father-like expression of warm and pride. "Our Kit-Kat can get very worried sometimes about the littlest things. When she was eleven, there was this boy on the street—"

"Dad!" Kitty exclaimed, turning red. Piotr and Bobby were gentlemen enough not to crack any smiles. "We just — let's just stay on topic," Kitty said.

"But there's nothing more to say," Mrs. Pryde said. "Really. Everyone in Deerfield is understanding and decent. We've lived here for years with everyone knowing, and not had any real incidents. I don't think we have anything to worry about."

First Floor Hallway, Xavier Institute

"No, I just know there's no way you are honestly suggesting that Aishwarya will ever unseat Madhuri as the queen of Bollywood," Jean-Paul said arrogantly in response to Jubilee as they strode down the hallway, Rogue and Sid in tow. "I respect you too much to believe you would say something so idiotic."

"I get it. You're not used to being wrong. That's fine," Jubilee said, popping the collar of her yellow coat. "It's a new experience for you, one you'll just have to deal with. Like everyone will deal with Queen Aishwarya's ascension."

Jean-Paul and Jubilee continued to argue, half-joking, as Rogue glanced in confusion between the two. "Are you understandin' any 'a this, sugar?" Rogue asked Sid, who was still fiddling with his much-modified watch.

"Huh?" He looked up, and then shrugged. "Oh, this? Nah. Me and J share a lot in common, but when it comes to foreign cinema I'm lost. The American in me just wants to go eat something deep fried and smothered in fake cheese."

"Well, great," Rogue complained, her twang deepening as her stomach rumbled. "Now I'm hungry."

"We could go out to town and get some—" Sid felt his watch buzz and lifted up his wrist. "Huh. That's weird. I have it set to scan for weapons modification, and right now it's telling me we've got a high-powered rifle modified to fire—"
Sid finished his sentence with a choked gasp as the dart pierced his neck. Rogue caught the unconscious boy as he fell, turning around to see the bulky, tattooed man with a face swathed in black cloth raise the rifle again.

"No!" Rogue's scream alerted Jean-Paul in time for him to swerve to the side, knocking Jubilee out of the path of the dart. He took the hit himself, right in his chest. Jean-Paul jerked forward with a strangled cry before falling, flat and hard, to the cold tile floor.

"Oh, God, not again," Jubilee whimpered, as the masked assailant pulled out a flechette pistol and came charging at her. "Not another one of these, no, no—"

Rogue cut off the intruder's charge with a lower roundhouse kick that forced him to bend and turn to face her. He immediately fired off a shot from the pistol that grazed Rogue's left side. Rogue went down to a knee, and the man lowered an arm tattooed with a burning hawk to aim the pistol at her face. Using a maneuver that came to her so quickly Rogue knew it had to be from Carol Danver's training at S.H.I.E.L.D., she caught the pistol with both hands and twisted it downward. The shot hit the floor and ricocheted, providing her with enough of a distraction to deliver a swift kick to the large man's gut. He barely reacted to the hit, and swung his rifle down at Rogue's head.

A shot of plasma from Jubilee deflected the rifle, knocking it from the man's hands. Jubilee rushed at him from the left, elbowing him in the face hard enough to turn his head. Rogue lurched forward and landed a punch to his kidney. Faster than she would have expected, the man grabbed her wrist and pulled her in even closer. She could smell breath tainted with tobacco and tar, and kneed the man in the stomach as hard as she could.

The blow, delivered with all the force of her stolen mutant strength, should have incapacitated him. But the man took the hit and then slapped out at Rogue with his left hand. She blocked the blow before it could connect with her face, but the momentum pushed her off balance. Rogue recovered in time to see the man grab a flailing Jubilee by the neck and stick a dart straight into her belly.

"NO!" Rogue ran at the assailant as Jubilee dropped like a stone. He readied for a frontal assault, but she dodged around him. Running up the wall and twisting, Rogue landed on his back, and wrapped her legs around his neck. She slapped both of the man's ears to disorient him, and then jabbed her thumb, ring, and forefingers into the pulse points on either side of the man's thick neck. Applying pressure with her hands, she tightened her legs as he tried to throw her off. The intruder roared and then ran backwards, slamming them both into the wall and causing Rogue's head to bash against it painfully.

"Damn mutant bitches," the man said in a voice like gravel. He swung forward, causing Rogue's head to spin, and picked up his fallen rifle. Rogue tried to again find her handle on the man's pulse points. He aimed the rifle at the unconscious Jubilee and Rogue gasped. She released his neck to punch the back of his head, and felt herself soaring downwards as the man kicked up his feet and let himself fall. Rogue tensed a second before her back hit the floor with all the weight of the massive intruder slamming her down. Winded, she didn't have time to react when he shook free, whirled around, and aimed the rifle at her chest.

"Piece of mutant sh—"

The last of the man's insult was lost on Rogue amid the cracking sound of the gun firing, and the burning sensation that plunged her into darkness.
"And this Kitty won when she was twelve! Gymnastics. She did gymnastics and dance and the science club!" Mrs. Pryde bragged as she gestured to the mantel filled with trophies. Kitty had been progressively turning a brighter shade of red as her mother told the story of each childhood victory. Mrs. Pryde turned and pinched her daughter's cheek affectionately. "Oh, and she did it all while running the Mutant-Human Alliance and starring in the school production of *The Taming of the Shrew*!"

"That must have been a true acting experience," Bobby observed, rubbing his chin as he looked over the array of trophies as if they were high art in a museum. "Kitty acting tamed? That would have been a regular Oscar-worthy turn right there."

Kitty gave Bobby a look that told him in no uncertain terms something horrible would be waiting in his room back at the mansion when they returned. Mr. Pryde came into the living room wearing an apron. "So, I've just set up the grill," he announced. "I hope you all like—"

There was a ring at the door, and the Professor sat up straighter in his chair. "Ororo . . ." he murmured. The weather-witch leaned down closer to hear him. "What?"

"Oh, don't worry!" Mrs. Pryde insisted. "It's probably Beth. I leant her my copy of Amy Tan's latest novel. She's probably just returning it." She hurried to the door and opened it. "Beth! Beth?"

The Professor wheeled quickly around the couch and into the hall, and the X-Men followed. Mrs. Pryde opened the door wide, enough for the mutants to see the huge crowd gathered on the Pryde's lawn.

"Theresa," said Beth, a plump woman dressed in athletic wear and wearing a deep-set scowl. "We need to talk. About your daughter."

"Uh-huh," Bobby whispered, looking around Mrs. Pryde at the mob-like residents of Deerfield. "There it is."

MedBay, Xavier Institute

Hank was moving his tray of mucus samples from the lab to the locked containment shelves when the many blue hairs on his back stood on end. "Hello?" he called out, setting the tray down on one of the desks in the MedBay. "Sid?"

The footsteps were almost silent. If Hank had been human he would never have heard them. But his body was not the only animal-like aspect he possessed. When the gun cocked, Hank gave a great roar and flipped up. His huge feet grasped the air grate on the ceiling, and he hung upside down, staring at the momentarily spun intruder with the large rifle.

Hank was a scientist, not a warrior. He was not usually the one to leap into battle. But at the sight of the hunter he reacted like any beast worth its stripes. With a fearsome cry, he leaped down onto the soldier. The man whipped his rifle up to fire, but Hank slashed it aside with a blow from his paw. The intruder jumped backwards, narrowly avoiding being crushed under the huge mutant. He recovered and pulled out his pistol, firing at the giant beast.

Hank jumped from desks to tables to hospital beds like a gorilla, growling as he avoided the shots. The intruder's lower and upper face were hidden by the black cloth wrapped around him like a turban, but Hank could see fear in the assailant's eyes. He seized on it like any predator, and jumped down off the bed as the man tossed his empty gun aside. Hank let out a roar that shook all the glass
in the room and charged on all fours like a grizzly bear.

The man was stumbling back, reaching behind him blindly for the door. All of Hank's instincts screamed to him that the kill was imminent. He tackled the human and bared his long fangs. It wasn't until he was bringing them down that he caught the flash of steel and felt it's cold bite.

Residence of Carmen and Theresa Pryde, 98 West Street, Deerfield, Illinois

"I don't understand," Mrs. Pryde said for the third time, looking out in confusion at the hostile faces of her well-known neighbors. "You all always knew Kitty was a mutant. Where is this coming from?"

"We knew she was a mutant, yes," Beth explained, her mouth pinched and her face hard. "And we tolerated it. But we've seen how these people get when they get together. They become fanatical, they become more violent—"

"These people, what do you mean, 'these people'?'" Mr. Pryde said, coming to the door and blocking the view of the X-Men behind him. "We're just talking about our daughter, Beth."

"And what is that car, hmm?" demanded a man just behind Beth. He pointed to the car the mutants had arrived in. "You gonna tell us that didn't bring more mutants here?"

"It brought people from our daughter's school, teachers and kids—" Mr. Pryde tried to explain, and was drowned out by hoots and hisses from the mob. Xavier wheeled forward and gently touched Carmen Pryde's shoulder. "Please, let me speak to them," the Professor requested. "I have some experience in these matters."

"This has never happened before," Mrs. Pryde insisted, looking out at the crowd, bewildered. "They aren't really like this—"

"People can change," Ororo said darkly, as she moved out onto the stoop with the Professor. "Fear can do terrible things to otherwise good people." The two X-Men moved out into view of the crowd.

At the sight of the white-haired Ororo, the crowd erupted in hisses and boos. Cries of "Mutant" and "Menace" went up and spread from one furious Deerfield resident to another like a virus. Ororo looked over the churning sea of anger building in the mob, and shook her head. "We should get out of here before this gets worse," she advised the Professor. "You know what humans in a mob are like."

"I do," Xavier said quietly, narrowing his eyes as he surveyed the ever-growing crowd. "Yes . . . but this . . ." Xavier shook his head and his pale eyebrows furrowed. "This is something else."

Teacher's Dorms, Xavier Institute

The assailant shoved open the door, wincing at the deep cuts to his arms from the beast's claws. He pulled away his black face-covering to wind it around his wounded arm as he stepped into the room. A quick survey told him that no one had slept here in at least a year. The room was perfectly preserved, with the brushes and makeup of a female occupant still neatly arranged on the dresser. The intruder moved over to select a lipstick container and a hairbrush with strands of red still entwined in its bristles, laying them carefully in the pouch attached to his bullet-proof jacket.

He turned to the carefully made bed. On the dresser beside it was a picture of two people. He leaned in close to examine it. A laughing, beautiful red-haired woman smiled out at him, her arm around a tall, handsome man wearing black shades.
The soldier was reaching for the picture when a burning red, laser-like blast stuck his hand. He swore as he turned, pulling out his knife. The man in the picture with the dark shades stood in the doorway. The soldier didn't have to see the mutant's eyes to know his fury.

"You," Cyclops said through gritted teeth, "are about to be very, very sorry that you entered this house."

COMMERCIAL BREAK

Teacher's Dorms, Xavier Institute

Scott could barely contain his anger — could barely reign in the destructive powers in his eyes, as he looked over the face of the grizzled, scarred stranger before him. "Who the hell are you?" Scott demanded, stepping into the room. "Why are you here?"

"I'd back away, son," the man said in his gruff voice, the scar along his mouth pulling as he smiled grimly. "You don't wanna tussle with me."

He looked to Scott to be at least in his fifties, but his built physique suggested some kind of enhancements. Scott couldn't recognize all the tattoos covering the man's arms, but he knew at least a few of them were linked to the U.K. Special forces, and he could recognize the Union flag on the man's neck. "You're gonna tell me why you're in J— this room," Scott said dangerously. "One way or another. I'm offering you the easy way."

"There is no easy way, boy." The soldier sneered. He spread his stance, and Scott observed the Bowie knife in his left hand. "If you had to live through anything tough as a real person, you'd a' known that."

Scott dodged the blow when it came, surprised at the older man's speed. "So you're not a mutant, then," he noted aloud, returning a blow of his own that the other man quickly countered. "But you're stronger than a normal, un-enhanced human."

"This ain't an interrogation, mutant," the soldier responded. "I survived enough of those. You're wastin' my time." He slashed at Scott's broad chest with the knife. Scott felt the edge of the blade kiss his chest, and danced to the left to avoid a killing jab. "You're right," Scott agreed. "So let's not."

Scott grabbed his shades, winced, and lowered them. The blast nearly hit the soldier, forcing him to throw himself to the side. It left a huge scorch mark above Jean's empty bed. Scott felt the push of air to his right and threw up his arms just in time to block the Bowie knife from cutting his throat. "You're right," Scott agreed. "So let's not."

Scott grabbed his shades, winced, and lowered them. The blast nearly hit the soldier, forcing him to throw himself to the side. It left a huge scorch mark above Jean's empty bed. Scott felt the push of air to his right and threw up his arms just in time to block the Bowie knife from cutting his throat. The soldier came down hard on him, the entire heavy mass of his body toppling Scott to the ground. They struggled, rolling over each other. Within a few seconds Scott knew he was no match for this man's skills in hand-to-hand combat. Shaking his head as he used his arms and legs to keep the Bowie knife from ending his sorry life, Scott managed to free himself of his shades. He opened his eyes.

The concussive blast landed directly in the center of the soldier's chest, sending him flying backwards into the dresser. Scott gasped and forced himself to his feet just as the other man was recovering. Scott opened his eyes and the soldier threw the picture at him. Scott screamed as the optic blast obliterated the photo of himself and Jean in a shower of glass. He closed his eyes for a moment to reach around for his shades.

He heard the man jump onto the bed and tensed, ready for an attack. When the other man's boots audibly hit the ground, Scott opened his eyes, an instinctive defense mechanism. He found himself
facing the window. The optic blast smashed aside all of the glass, allowing the bright sunlight to stream in, ruby-red in his sight. Scott spotted his shades out of the corner of his eyes, and grabbed them blindly. He shoved them onto his face, cracking the bridge of his nose, and looked up.

"No!" he screamed, as he watched the assailant leap out of the now gaping hole in the window. He scrambled to his feet and hurried to the window. He cut his hands on the jagged edges of glass remaining as he looked down over the lawn. "Damn it!" he cried out, as he searched vainly for the intruder. "No. No!"

Residence of Carmen and Theresa Pryde, 98 West Street, Deerfield, Illinois

"Get out of our town! Take your damn mutants with you! You don't belong here anymore!"

Mrs. and Mr. Pryde tried to answer the cacophony of voices demanding their immediate removal and found themselves drowned out by their angry neighbors. Theresa Pryde began to sob. "Why?" she begged. "Why are you doing this? Why now?"

"Professor, we should go," Ororo urged, as Bobby and Piotr joined Kitty in making a protective circle around her parents. "They're whipping themselves up into a frenzy without any help from us."

"I agree," Bobby said, glaring out darkly at the faces ugly with hate. "We need to go before this mob does what mobs tend to do."

"No," Xavier said shortly, still scanning the crowd. "You're wrong. I sense that this mob does have help. Someone is stirring them up. This isn't simple human hatred and fear. This is mutant caused — but not by us."


"I— I don't know," Mrs. Pryde said in a trembling voice, shrugging again and again. "It's our whole town . . . these people are our friends . . ."

"Mom!" Kitty demanded desperately, raising her voice over the shouts of 'traitors' and 'leave'! "Dad! Please focus!"

Bobby scanned the crowd, trying to read the individual faces of the mob. "Look for anyone out of place. Anyone who seems off, or more in control than the others."

Piotr's gaze flitted quickly from one Deerfield resident to the next, his dark eyes taking in the facial and body language signs he'd long been trained to evaluate. He stopped on a beautiful, statuesque blonde woman in the middle of the crowd, whose shouts seemed almost incidental, and whose cold blue eyes were unusually focused.

"The blonde woman in the center, by the tall man in red and the woman with the two children," Piotr muttered to Bobby and Kitty. "I think—"

"Mutant scum! Traitors!"

The glass bottle was inches from colliding with Carmen Pryde's nose when Piotr thrust out his steel covered arm, taking the blow himself. Mrs. Pryde screamed as the glass shattered. There was a momentary lull in the fury of the mob. Then it broke loose, and the Deerfield residents surged forward, converging on the Pryde's porch.
Bobby reacted first, spraying a thin wall of ice up to delay the crush of people. "It's the blonde woman, Professor," he yelled, as he tried to thicken his ice barrier against the determined press of the mob. "She's the one doing it!"

"Yes," Xavier said, one hand to his temples, his eyes squeezed tightly shut. "I'm trying to stop her, but she's strong. She's blocking me . . ."

Ororo waved her arms and summoned up a cloud of mist. She shoved it at the angry horde. "They're coming at us from all sides. I don't know how we can hold them off without hurting them."

"No, please!" Mrs. Pryde begged. "Please don't hurt them! They're not bad people, just don't hurt—"

A hand smashed through Bobby's ice wall. The man who clawed through seemed unfazed by the rivulets of blood streaming down his cut arm. "I think they're doing fine on that front all by themselves!" Bobby called out. Kitty pulled her parents back as more people broke through Bobby's ice. Piotr armed up fully and braced himself in front of all three of them. He spread out his metallic arms, using his body as a shield.

"Professor, I can't hold them back without doing damage!" Bobby warned, as his ice barrier started to collapse under the concerted press of the crowd. "I can't—"

Mrs. Pryde screamed as three of her neighbors lunged for her under Piotr's arm. Kitty gasped at their inhuman expressions of disgust and sickening hunger. She grabbed her parents' hands, phasing all three of them.

The ferocious neighbors froze inches from Mrs. Pryde. "Bobby, you'll kill them!" Kitty cried. Bobby looked around at the frozen people and shook his head. "It wasn't me!" he protested. "It was—"

"Quiet, please!" Xavier pleaded, both hands on his head as he worked to maintain his control over all of the now mentally frozen Deerfield residents. "She's trying to fight through my blocks."

Piotr smashed a steel fist through Bobby's ice wall, brushing the rest aside bodily as he stepped through. "There!" He pointed to the blonde, the only moving figure in the still crowd. "She is the one!"

The blonde hissed and backed away, slipping around the frozen crowd members. Bobby joined Piotr as they rushed into the crowd, trying to chase her down. The blonde made it to the edge of the mass of people and started to run out into the street. Bobby summoned up the moisture from Ororo's mist and formed it into an ice lance. With a cry he hurled it with deadly accuracy at the fleeing woman.

She turned around with trained grace and her body began to sparkle and glint, causing Piotr and Bobby to cover their eyes. At the crashing sound of ice they opened them again, in time to watch the ice lance disintegrate around the woman.

"Whoa," Bobby murmured, and felt Piotr beside him nod as they stared at the unknown mutant. Her entire slim body now appeared to be made up of glimmering diamonds.

The boys' momentary stunned silence was broken when the crowd behind them suddenly re-awoke. There was a rush of sound and chatter, as the confused Deerfield residents looked around in confusion at each other.

"Theresa?" Beth asked, stepping away from her friend and looking around at the crowd and Bobby's melting, broken ice wall. "What — what's going on?"

Mr. and Mrs. Pryde opened and closed their mouths, while Ororo looked to the exhausted Professor.
Bobby and Piotr turned, Piotr quickly shedding his armor.

Kitty blinked out at the crowd and then started to laugh loudly. "So, I guess that's one experiment I won't be trying again!" she announced. "A-ha, ha — so!" She swallowed, but gave the deeply confused former mob a dazzling smile. "Hope everyone's hungry for my Dad's famous steak tips!"

MedBay, Xavier Institute

"Calm down, Ju," Sid said, trying to comfort the frantic Jubilee from one bed over. He held her hand as both lay on separate hospital beds. Hank, Scott, and Logan moved around the MedBay, tending to the recovering young mutants. "We're fine," Sid said for the third time. "Professor Summers got him."

"No, no, no!" Jubilee insisted hysterically, shaking her messy dyed hair. "You don't understand! That wasn't just some — guy. I know one when I see one, and that was one. An assassin!"

Jubilee looked around at her friends. Jean-Paul lay in a bed to her right, his arms crossed, frowning and silent for once. Sid to her left squeezed her hand, but didn't seem to know what to say. Jubilee looked to Remy, the only one of the young X-Men who'd been attacked who was capable of standing. "You saw it, right, Remy? He's an assassin! Right?"

Remy turned away to look at the bed that Rogue lay on, unconscious and unmoving. "Don' know," he rasped. "Didn't see. Can' say."

"Well, I saw!" Jubilee insisted, her voice rising again. "And I know what I saw! He was a trained killer, here to kill us, to—"

"Shh, shh," Sid soothed as Jubilee broke off into sobs again. "It's okay. They stopped him. We're okay."

"I can't disagree with Pink on this one," Logan said in a low voice to Scott as they helped Hank prep the new IV bags for the students a few feet away. "I ain't been taken out by a human that fast in — damn." He scowled. "He was trained. And he came in here knowing what to expect."

"But if he's an assassin, why did he come in here with a tranquilizer instead of real bullets?" Scott questioned. "Why didn't he try to kill us?"

"You think he wasn't tryna kill you, when you took him out?" Logan asked, giving up on lacing the delicate IV drip into the bag. He folded his arms. "He cut your face up pretty good for a guy just passing through."

"I didn't take him out," Scott said shortly. "He escaped. And he wasn't passing through. He was looking for something. He— I found him in Jean's room. Taking her things. Her lip stick, her brush —"

"What?" Logan growled, stepping in closer and lowering his voice even more. "What? Why?"

"I don't know," Scott said, putting down the IV bag before he squeezed it until it broke. "It doesn't make any sense."

"Actually," Hank put in, setting aside his bag as well and adjusting his glasses. "I think it might. I looked over my stores when I awoke, a nervous habit because of all the information on us they provide. And my suspicions seem to be born out — I found several vials of blood and three tissue samples missing."
"Jean's," Scott said dully, as Logan braced his arms on the table and swore under his breath. "Jean's samples."

"Yes," Hank said gravely. "And more. When I looked over my computer, I found a number of files missing. Scans of Jean's brain, both before and after the Phoenix incident."

"So . . ." Scott said, as Logan rubbed his bare knuckles in visible fury. "This guy breaks into the Institute to steal . . . physical pieces of Jean." Scott bit his lip. "Just a few months after we find out a thoroughly insane man has built up a clone of her."

"Who the f—" Logan winced as his claws emerged instinctively, and retracted them with effort. "Who the hell are these people? What do they want with — with Jeanie? Who are they?"

Hank shook his head, looking away. Scott fingered a needle on the steel tray before him. "I don't know," he murmured, pricking himself with the sharp end. "But I'll be damned if I don't find out."

ENDING CREDITS

Promo For Next Episode: Slowly recovering from recent assaults, the X-Men are finally beginning to reforge as a unit. But when a man with ties to Remy shows up dead, they are forced to consider whether their errant thief has truly changed his ways — or whether they have once again been harboring a killer.
Vile

Season Three, Episode Five: Vile

Port of Baltimore, Maryland

Six Weeks Ago

The flash of red-purple light off to the side was enough to make the port police turn, and more than enough of a distraction for the skillful thief to disable both silently and quickly from behind. Remy caught his card and reabsorbed the charge before it exploded, allowing the unscheduled boat to dock under cover of darkness.

"You got some kind a' skill, mate," complimented the large Australian man. Dressed all in black, he stepped off the prow of the boat, motioning for the men behind him to get to work. "I hope you've had time to consider my offer."

Remy watched the men unload the large crates and shook his head, his long hair grown longer in the days he'd been at sea. "Just did this one favor, mon ami. 'Preciate the lift, but gon' be on my way. This ain' my line o' work no more."

The Australian guffawed, seemingly unconcerned about the sound carrying over the bay. "Oh, boy. If I ain't heard that one a hundred times over. Listen—" The lean, tattooed man leaned closer to Remy, the jagged scar over his right eye visible in the dim light from the city. "We're international, eh? We go where the work is, and we don't stay for the fireworks. Clean, in and out. You're quality, you got skill and discretion. With your style—"

"This ain't my style," Remy said, even more darkly, as he eyed the slightly moving crates. His eyes flashed a red warning.

The Australian took a step towards Remy, emphasizing his height and width. The tattoos creeping up his neck to the left side of his face left his expression murky, but his grimace exposed chipped teeth. "Isn't it, now? Didn't we organize this little expedition because sneaking into and around this city is exactly your style? Your reputation is what sold me on this, mate. Somethin' about you bein' sly enough to fool a whole underground coven of mutants into thinkin' you had their best interests at heart — before rippin' 'em all out?"

The Australian laughed when Remy seethed and took a step back. His filthy trench coat swirled around him as he turned his back so the bigger man couldn't see him gasp in gulp after gulp of foul port air.

"Oh yeah," the Australian continued, coming up behind the sweating Remy as his men unloaded their unwilling cargo. "But that ain't your style anymore. Uh huh. Take some free advice, mate, 'cause not much else is in the U.S. of A. You are what you do. If you do somethin' so well that it's got someone like me offerin' you a job?" The Australian whistled. "Then that's your God-given reason for being, my friend."

"No," Remy denied, his eyes gleaming as rage filled his body with pulsating kinetic energy. "God didn' give me this."

Rec Room, Xavier Institute, North Salem, New York

Present Day
"Oh!" Remy laughed loudly as Rochelle's nervous shot with the pool cue landed, taking his hand off her back and pumping it in the air. "Now if that ain't natural skill comin' out, nuthin' is, tell you what."

Rochelle giggled as the Xavier students crowded around them clapped. She tugged on Remy's lapels to bring him closer. "Yeah, well... I have the very best teacher," she purred. Remy grinned slowly, arching one impish brow. "Oh, do you now...?"

Across the room, Rogue worked hard to focus on the television report describing ten bodies recently dragged from the Baltimore bay, instead of the Cajun's infectious, seductive laughter. Beside her, Kitty nestled into the couch and chattered loudly. "So, if we all go and see the movie on Friday — well, maybe not all, it's okay if it's not all—" Kitty swallowed, and stopped herself from looking over to where Remy was again positioning Rochelle for the perfect shot — "But we could go bowling! Or if that's lame, you know, or if we need a girls' night... Oh! We could just run out to the under 21 club that jus opened and—"

"Kitty." Rogue turned to her friend with a small, sad smile. "I appreciate that you're tryna bring us all in this together in this. But sometimes you just gotta let a thing be broken."

Kitty shook her head immediately. "This isn't a thing. This is our family. We can't be broken. We're all part of it. Even if we have — problems — there still needs to be an 'us.'"

Rogue bit her lower lip and hardened herself against Rochelle's excited squeal and Remy's soft chuckle as they carried over to their side of the room. "Families can get broken, too, Kit."

**War Room, Xavier Institute**

Logan walked into the War Room in the middle of a head-splitting argument between Ororo and Scott, and immediately turned to walk back out.

"Logan, please," the Professor said firmly, but with a note of pleading in his voice, from his seat at the head of the table. Logan smothered a groan and turned around.

"You're an ass, Scott, a judgmental ass," Ororo uncharacteristically swore, making Dr. McCoy's thick eyebrows shoot up in his fury face.

"Yeah, okay," Scott snapped back, ranged across from her, his hackles up. "You just keep stickin' your head in the sand, and when he kills us all in our sleep—"

"Oh, don't even start to pretend—" Ororo raised her voice simultaneously to match Scott's, and the Professor cleared his throat loudly. "Please!" Xavier said, and both fell silent at his tone, "this is not helping us resolve the situation."

"Yeah." Logan crossed his arms and looked around at the other four mutants. "What situation is that, again?"

Scott opened his mouth to speak. Ororo shot him a deadly look and the room went ice cold. Xavier frowned, and Logan didn't have to be psychic to know the old man was warning both to stand down. Hank came forward, his blue face twisted with distress, holding a file. "Our friends in S.H.I.E.L.D. promised to alert us if any new investigations showed evidence of mutant involvement."

"Okay," Logan said bracingly, taking the file warily from Hank's outstretched hands. "So—"

"You know the homicide down in Baltimore?" Scott asked sharply, ignoring Ororo's scowl. 
"It's Baltimore," Logan said drily. "Could you be more specific?"

"The ten bodies recovered from the bay," Hank explained, as Logan opened the file. "S.H.I.E.L.D. was flagged as they were processed. Turns out they are — were — members of an Australian-based international smuggling organization, specializing in weapons and human trafficking. The head, Grey Rowan, alias Viceroy, has been on Interpol's Most Wanted list for several years."

"And they're mutants?" Logan questioned, opening the file and grimacing only slightly at the gory photographs of the recovered bodies.

"No," Scott said significantly. "All human. But their traffic hasn't been. They recovered the crates used to smuggle in their cargo. It wasn't weapons."

"So we're looking for the mutants they slave traded in here?" Logan tried to summarize. The hush that fell over the room made both of his eyebrows shoot up. "No?"

"We're pretty sure we already did," Scott said grimly. Ororo made a hissing sound of anger that blew a cool breeze throughout the closed room.

"Look," Logan said with a sigh. "I'm annoyed, I'm confused, and I'm equipped with hand knives. Someone get to the point, or I will."

"The M.E.'s conclusion," Hank explained, "suggests that the internal organs of the men were ruptured from within, as if they expanded and erupted due to some forced charge. The M.E. didn't know what to conclude about the method that killed them, but we've seen this before."

"We have?" Logan said, flipping through the M.E.'s report.

"Yes," Hank said softly. "While some of the men showed signs of encountering a concussive blast as it expanded outward, much like a bomb, the central figure — this Viceroy character — seems to have been the point of origin. And on his chest the M.E. was able to recover a partial print. It didn't match anything in the F.B.I. database, but when S.H.I.E.L.D. passed it along to us . . . I was able to match it to one in ours."

Logan took one last look around at the faces of his friends, from Ororo's stricken, defensive expression, to Scott's furious, self-righteous one, to the Professor's quietly pained frown. Logan flipped to the final page in the file, where the fingerprint results contained a photograph of the match. He closed his eyes and sighed in resignation before opening them again to look down at the photo of the Cajun, staring up at him with his trademark grin. "So," he murmured. "The kid's still a killer."

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TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden
"No, no, no. We don't know the facts yet. We can't call it murder!" Ororo fumed. Scott rolled his eyes and snatched the files from Logan, who backed away with his hands raised. "Oh, please, 'Ro. When are you going to stop making excuses for him?"

"Excuses? These were human traffickers!" Ororo shouted. "Slavers! They probably brought Remy over and he fought to free himself. And then later! He found the others and freed him! That's how we found him!"

"Then why didn't he tell us?" Logan questioned, crossing his arms and bracing himself for Ororo's wrath. "Why not say it?"

"And why," Hank intoned sadly, "are there no defensive wounds on any of the victims?"

"They aren't the victims!" Ororo shrieked. "Remy is!"

"Then why didn't he tell us that?" Scott hammered home.

"Remy has a hard time opening up," Ororo stated fiercely. "We all know this. Professor! You know this."

"I think we don't know enough," Xavier said as calmly as he could manage. Scott shook his head, wearing an angry smile. "Well, what we do know is that the F.B.I. are actively looking for the person responsible. And if they come calling for Remy, that puts all the focus on us. And if we're harboring a murderer—"

"He's not a murderer!" Ororo screamed.

"When are you going to open your eyes?" Scott shot back. "When are you gonna stop protecting him, and see him for what he is?"

"Enough!" Xavier rarely raised his voice above a congenial murmur, so when he shouted, everyone stopped. "Now, we of all people know how coming to conclusions about mutant-caused deaths without knowing all the facts is a dangerous game. I want to know everything about what caused the deaths of these men. If it is, indeed, Remy, then I want it confirmed. And if it is confirmed, then I want us to understand why this happened — before we accuse him of being a killer."
"And I'm just trying to keep us together!" Kitty finished furiously telling Bobby in a hushed whisper. Bobby nodded hesitantly, and then cleared his throat. "You know — if we can't get everyone to go out . . . I mean, if you wanted . . . we could still—"

Bobby's voice trailed off plaintively when Kitty looked away, to where Ororo and Scott were hurrying down the stairs. "Hold that thought," she instructed Bobby, as she bounded over to their teachers.

"Yeah," Bobby murmured dejectedly, as he followed her. "Right."

"What is it?" Kitty asked excitedly, as Ororo and Scott moved to the front door. Both teachers paused and exchanged a rapid series of looks that Kitty didn't miss.

"A possible new mutant," Ororo said stiffly, with a smile somewhat lacking her usual warmth. "We're flying out to see if they are ready to join our school."

"Right," Scott said, when she looked to him for support. "Just a new mutant check."

Kitty blinked, surprised at how bad both were at lying, and unsure how to respond. Ororo stepped forward to give her a tight, quick hug. "We'll be back soon," the weather-witch promised. "You just watch over everyone here while we're gone. Okay?"

"Yeah," Bobby said, when Kitty didn't respond. "We'll hold down the fort."

"Good," Scott said. "Come on, Storm."

Ororo followed after the optically-powered X-Man, throwing one last, almost pleading look at Kitty and Bobby. The two teens waited until the front door closed behind their teachers to turn and face each other.

"Why?" Kitty asked immediately. "Why would they lie to us? Why not just tell us they couldn't tell us?"

"I don't know," Bobby said gravely, biting his lower lip. "Unless it's because . . ."

"I don't know," Bobby said gravely, biting his lower lip. "Unless it's because . . ."

Kitty waited impatiently for Bobby to finish his sentence, before insisting, "Unless what?"

"It's about us," Bobby completed. "About one of us."

**First Floor Hallway, Xavier Institute**

"Oh, oui," Remy said, nodding in agreement with Jean-Paul as the other French-speaking mutant walked away down the hall. "That's never gon' be a problem, tell you what!" Remy thought he heard Jean-Paul respond with something very inappropriate for a school hallway, and chuckled as he opened his locker.

He was rummaging around for the drug store honey bun he'd stashed inside when his hand got tangled up in a gold chain. Remy froze, as if the slinky bit of broken metal had bitten him. He fought not to grab for his neck, where the chain would usually be, and felt the lack of its heavy gold crucifix. He let out a slow, leveling breath, pulled his hand out, and slammed the locker door shut.

**Docks, Baltimore, Maryland**

Scott moved up to one of the officers monitoring the taped off crime scene. "Hello, officer, my name
"Oh, you." The harried police snorted and looked Scott and Ororo up and down. "Don't tell me — F.B.I., homeland, special jurisdiction, can't give us all the info but you're here because these scum somehow managed to get in on our watch?"

Scott was taken aback, but the officer seemed to take his silence for assent. "Yeah," the man continued. "We got the briefing." He lifted up the tape with one hand and waved them through with the other. "Go, please. You think you can make any more sense of it than us, then hey — we'll give it to you."

"Thank you," Ororo said, recovering with a curt, professional nod. "These guys have been on a lot of people's radars for the past couple of years. You did half our job just fishing them out. Hopefully we can clean this up enough that in a few days you won't have anything to do with this on your desks."

The officer nodded, but Scott could see his expression soften slightly. He followed Ororo under the tape and onto the crime scene. "Where did that come from?" Scott muttered.

"S.H.I.E.L.D. must have sent in our cover in advance," Ororo explained in a whisper. "And no one likes extra work, especially in homicide, especially in a city like Baltimore. They won't like other law enforcement being in their backyard, but they won't want the extra workload when they've definitely got enough bodies dropping of their own."

Off of Scott's look, she blushed lightly under her coffee-colored cheeks and drew herself upright. "What? I read . . . and watch cop shows."

Scott grinned, and then returned to business, looking around the docks. There seemed to be little evidence of what had killed the ten men.

"No blood," Scott murmured, quickly taking in the scene. "Of course, if Remy charged their organs, I guess they would keep it all inside—"

"Scott!" Ororo hushed him at the mention of Remy's name. Scott opened his mouth to argue with her, and then just sighed. He moved over to the edge of the dock, by the bay. The soupy dark water lapped at the edge, and Scott knelt down. "He—the person," he muttered, heading off Ororo's objection — "would have had to roll them in the water. Or lift them. Takes a lot of strength."

"Or more than one person," Ororo said, surveying the bay. "I saw the files on these men. Huge guys. Twenty-one stone, some of them."

"Rolling them is also a possibility," Scott said, not looking at her. "People can do some incredible things when they're desperate."

Ororo scowled at him, but took out the files Hank had provided them with from the folder under her arm. She flipped through the information on the murdered men. "They weren't weighted," she said, eyes zipping down the pages of each of the deceased criminals. "How did it take so long for them to be found, if they weren't weighted down?"

"Could have been they drifted out with the tide to sea and then came back in," Scott speculated. "Could be they caught on something . . . ."

"But the decomposition doesn't show much evidence of contact with marine life," Ororo said, shaking her head as she inspected the gruesome pictures. "There should be much more decay due to fish, their eyes should have been eaten — the lividity also seems weird—"

Scott's eye was caught by something glimmering just beneath the waves at the edge of the dock.
Reaching into the waters, he grabbed the cool, hard object and pulled it free. He let the water drain out from between his fingers before opening his hand. "Huh," he said. "Someone was Catholic."

"What?" Ororo finally looked up. Scott was still crouching, but he waved the crucifix at her. "If this belonged to one of them, we might be able to track it. Probably no prints, but—"

Ororo snatched the religious object from his hand, and brought it up to her face. "No."

"Well, yeah, but it's still clearly worth something, and probably traceable," Scott offered, as he stood and dusted off his pants. "Or if not, maybe the Professor can get some kind of read from it, like some kind of death psychic impression—"

"No," Ororo said again, and Scott finally noticed the despair in her voice. "What?" he asked, stepping closer and lowering his own voice. "Ororo?"

Ororo's blue eyes were locked on the crucifix, which she held with two fingers like a snake that might at any second bite her. "I know this," she whispered. "I've seen this before. It's his. He said his father gave it to him. It was the only conversation we ever had about him . . . ."

Scott shivered at the desperate, broken tone in the weather-witch's words. "Ororo—"

"We have to get back." Ororo gripped the crucifix tightly, and the wind picked up as white started to edge out the blue in her eyes. "Now."

MedBay, Xavier Institute

"Hey, Dr. McCoy!" Kitty called out loudly as she walked into the MedBay. "Has anyone defied the laws of physics today?"

The blue mutant doctor started, hastily pulling away from the microscope he had been gazing into. "I'm sorry?"

"You know — Dr. McCoy, Dr. Bones . . . "I canna' do it, captain," and "dammit, Jim, I'm a doctor not a miracle worker?" Star Trek?" Kitty offered, holding her hands behind her back as she sauntered in. She made sure to hold Hank's gaze, so that Bobby could slip in behind her unnoticed.

"Ah," Hank acknowledged, with a smile. "No, I am afraid I am, indeed, just a doctor. Nothing special to report today, sir."

"Really?" Kitty hopped up on one of the empty tables, despite Hank's wince at the unsanitary nature of it. "What about the new student who's coming in?"

"New student?" Hank said, frowning in confusion, while behind him, Bobby walked quietly around the MedBay, examining the computers and desks. "I don't know of any new student."

"No?" Kitty said, keeping her voice light. "Really? Because Professor Monroe and Professor Summers said they went out to find a new student."


Bobby looked up at Kitty when she felt silent, and she cleared her throat. "Right. Can you tell us anything about them?"

"Well, I—no, see, we only just found out about them today," Hank stated. "We, uh, ahem, we've been — look, it really isn't anything you need to be worried about—"
Kitty saw Bobby pull out a file hastily tucked in between two desks, and pressed the doctor, "Why would we be worried?"

"What? Oh—" Hank continued to fumble, the open and friendly physician clearly uncomfortable hiding something from his students. "Well, just — it's always difficult when new people come in, you see . . . though, you're right! No need to be worried. None at all. In fact—"

Bobby's eyes scanned the file as his face grew hard and the room grew cold. "Kitty," he said aloud, startling both her and Hank as he strode around the desks and towards her. "We need to go."

"What — I didn't see you there," Hank said, shaking his furry head. His yellow eyes narrowed when he noticed the files Bobby was clutching in his right hand, as he grabbed Kitty's arm and steered her out of the MedBay. "Hey! What are those, there?" Dr. McCoy called after the two teens. "Come back!"

"Bobby!" Kitty hissed at him, as he pulled her almost roughly down the hall. "What are you doing? Our point was to be smooth, not piss off one of our biggest, baddest teachers! Why did you — what did you take?" She asked, finally noticing the files he clutched in his other hand, as he pulled them down a different hallway. "Bobby?"

"Just keep walking," he instructed her. "C'mon, up here."

"No!" Kitty refused, trying to pull away. "What are we doing?"

"We're gonna find him," Bobby declared bluntly, as he tugged her down the hall, strong-arming her into a fast walk through the echoing halls. "We're gonna find him, and find out what the hell this really means."

"What what means?" Kitty practically shrieked. "Find who?"

Bobby shoved the files into her hands. "Just keep walking."

Kitty bit back her sharp reply as she caught sight of the familiar face in the photo. "Wait — what is this? Why is Re—"

"I don't know, Kitty," Bobby said gruffly, grabbing her wrist and pulling her along, the hard angles of his face beginning to crack with anguish. "Now let's go.

Professor's Study, Xavier Institute

"And you're certain?" the Professor delicately asked his two lieutenants, as they stood before him. "You've checked everything?"

"We went to the morgue," Scott explained, his voice and posture stiff. "We examined the bodies, in the way Hank instructed. He's right. The organs erupted from within, and there's no signs of external burning to suggest fire or electricity."

"Still doesn't have to mean the kid did it, though," Logan posed, brows deeply furrowed. "Right?"

"Ororo—" Scott turned to his colleague, who stood, silent and ashen, to his left. "Ororo found a crucifix that belonged to Remy. She—"

"He's been missing it since he came back," Ororo interrupted, her voice like gravel, her eyes downcast "He never took it off before. Not once, in all the time he was with us."
"Okay, so he was there," Logan said, shifting in his heavy boots. "That still doesn't really answer our questions. We still don't know if he killed 'em in cold blood, or whatever."

"Or whatever," Scott stated bluntly, looking at Logan through his shades. "We checked with the police on the docks. They didn't want to admit it, but it's clear they've had a problem with human traffic getting into the city. And when we checked the video footage from six weeks ago . . . we found this." He withdrew a small disk from his pocket and laid it on the Professor's desk.

The Professor took it gingerly, and inserted it into his computer screen. He and Logan leaned in to watch the time stamped video of the docks as it loaded and began playing.

In the hazy dark, little could be clearly seen. Some men appeared to be unloading something, off to the right hand side of the screen. Logan squinted. The tape was without sound, but there was no mistaking the distinctive red-purple blast of energy that emanated from the right hand side of the screen, or the concussive effect it had as it rocked the docks.

"You can see it off to the right hand side of the screen," Ororo said thickly, her eyes still hard, still looking only at the ground. "The blast from his powers. It's him. He was there."

"Shit," Logan swore. "I didn't wanna . . ." He sighed. "How are we gonna tell the others? How are we gonna confront him?"

"We need to contain him," Scott said harshly. "Keep him here until we can figure out whether to hand him over to law enforcement, S.H.I.E.L.D . . . Whatever we do, we cannot let him leave here again. This is the last time he lies to us."

"Damn," Logan swore again. "This is gonna crush the other kids. Especially Rogue."

"Yes," Remy heard the Professor say, from his vantage point just outside the door to his office, where he was crouching and listening. "I'm afraid it might."

COMMERCIAL BREAK

First Level Hallway, Xavier Institute

Remy was running, turning a sharp corner down another hallway when he saw her, or sensed her, or felt her — "Rogue!" he shouted. When he saw her head turn he could feel something in him like hope. He rounded the corner fully, and saw Kitty and Bobby standing beside her. He slowed his pace as he jogged up to them, and gave an exaggerated pant and grinned. "Been tryna find y'all, me. I—" He swallowed to catch his breath, and noticed the grave expression on Bobby's face, and the desperate, stricken one on Kitty's. "Y'all don't—" He swallowed again — "seems like a problem."

"Yeah," Bobby said flatly, his eyes blue ice. "Seems like that."

Remy turned to Kitty, and tilted his head in that engaging way that always worked a smile from her. "Kit. Petite. You gon' tell me what's all this, hein?"

"Tell you?" Kitty looked almost shell-shocked. Her normally big voice sounded abnormally small. "Remy . . . what did you do?"

Remy took a step back, and then caught himself. He turned slowly to look at Rogue. She had her eyes fixed on the open file in her hands. He felt a shiver of nervous energy pulse through his hands. "Rogue—"

"Rogue—" Bobby took a step towards her. Rogue hissed, and Bobby and Kitty jerked back, seeing the brief red-black flash in her eyes. "C'mon," Bobby said, taking Kitty's hand again. Kitty went hesitantly, but Bobby pulled her until Rogue and Remy were left alone in the empty hall.

Remy watched her look at the files, her whole body rigid. With each passing second, he could feel his adrenaline levels building, his overly kinetic body aching with held-in energy. "Say somethin', chere," he requested. "Anythin'."

"What is there to say?" Rogue looked away from the papers, but only to the side, not into his face. "What is there to say, Remy, that you ain't already said? What lie haven't you already told—"

"I won't lie," he said, stepping in close to her and dropping his voice down to an intimate whisper. Rogue pulled back sharply, still refusing to look at him. Remy's own eyes were wide and he began to taste desperation with each sharply drawn breath. "Whatever it is you think I done—"

"It says you killed ten men." Rogue looked up at him now, treating him to the full force of her furious gaze. "It says you killed ten men in cold blood. Six months ago, after helpin' 'em bring mutant slaves into the country." She bit the inside of her lip, forcing it not to tremble. "Is that what you done?"

"Six months —no," Remy answered in a soft, intense whisper that reverberated around the hall, his eyes widened with realization. "No, I didn't kill them." He stepped forward again, and Rogue again backed away, steeling herself against the renewed light in his face. "Rogue, I didn't do it," he declared. "Not this. Not this time."

"Not this time," Rogue echoed. "But you did before. All those people."

Now it was Remy's turn to look down, his long hair a covering for his face as he colored with shame. "No' these," he repeated insistently, his accent thick and his voice rough. "I didn't kill dem men."

"But you knew them," Rogue said, seeing the truth in what he left unsaid. "These men. You did help them bring in . . . you worked with them. Bringin' in mutants in chains to this country. You helped them."

"I was tryna get away from— I was tryin' to— I was tryin' to get back to you!" Remy cried out, desperate and torn. "Dieu, chere — all I done — and all I could t'ink was 'bout gettin' back to you."

"No," Rogue denied, taking another step back. "No, don't you dare. Don't you dare try and work me like that—"

"Work you?" Remy tried to catch her roving gaze as she backed further away, ranting without meeting his eyes. "Rogue — Marie—"

"—you come back here, you act like nothin' happened, nothin'—" Rogue's voice rose as she tried to down out Remy's pleas. "You run around with any girl who bats her eyes—"

"Chere, dammit, let me—"

"—and then, then when it comes out you still are what you are, then you try to manipulate me by tellin' me you love me!" Rogue finally screamed.

"I—" Remy stopped up short, his eyes widening. He huffed a short, pained laugh of realization. "Is
that what you thought that was?" he said, his molasses and smoke voice soft with disbelief.

Rogue stared him down coldly. "Wasn't it?"

Remy's red-black eyes seemed to dim, and Rogue watched him breathe out as if she'd struck him. "You think I lied to you 'bout that?"

"You lied about everything," Rogue asserted brutally, using her anger to keep the tears at bay. "So why not that?"

"I have never, ever told a woman I loved her—" Remy started to say. "I have never loved a woman —"

"Am I supposed to be impressed?" Rogue cut off in disdain. "Am I supposed to be flattered you picked me to—"

"Until you," Remy finished, making Rogue fall silent. "I ain't ever loved a woman before you. I love you, Rogue. An' you know it."

"I don't." Rogue took another step back, and felt her back hit the wall of lockers. "I can't believe you."

"You don't have to believe," Remy told her, as he stepped in close. Rogue tried to make herself push him back, but his face was open and imploring, begging and needing. "You can know," Remy murmured. "You know."

"No, I don't," Rogue said again, willing herself to believe it, despite the way his breath on her neck and the heat of his body against her chest made her want to sink to the floor.

"You can."

"You can know it. You can know everything. I'll let you know every part of me. Good and bad, all the evilness I got. You can take it from me." He placed both hands on either side of Rogue on the lockers, bracing himself as he pressed his forehead almost to hers. "You can take it all from me, chere. It's yours."

"No," Rogue whispered, but it was barely a denial. Her gloved hands moved out to touch his chest, but not to push him away. "No," she moaned, and it wasn't a refusal.

"Yeah." Remy nodded, his hair brushing her skin and she whimpered at the light contact. "Yeah, you can. I want you to, chere. Take me in you. Know me. You t'ink I got secrets, me? No' any more. You can have 'em. Any'tin' of me that's worth any'tin', you can have. Please—" he begged, moving closer, his hot desperate gasps against her lips now. "Please—" His hands moved down to her waist, and Rogue bit back a cry as her hips moved naturally up to meet him. "Please, chere . . . Anna Marie . . . please . . . take me . . ."

Rogue closed her eyes, half-hoping for the strength to refuse, half-begging for her will to give out, so she could give in. Remy leaned in closer, and Rogue felt her hands go to his neck, heard the strangled whimper in the back of his throat as she ran gloved fingers through his hair. "Remy . . ."

"Please, chere." Remy moved in, his lips inches from hers. "Please—"

Rogue felt the brush of him against her, the merest touch of skin. At it, the boiling in her blood met the harsh, cold instinct that protected her. She shoved him away roughly. "No!" she cried out, in pain and desire and denial. "No."
Remy stumbled back as she pushed him away, her enhanced strength sending him reeling and falling to the floor. "Rogue! Ro---" Her name caught in his throat as he watched her flee from him in terror.

**Classroom 213, Xavier Institute**

"Remy is not a murderer!" Kitty proclaimed fiercely to the assembled young X-Men. Jubilee, Bobby, Sid, Jean-Paul and Piotr stood around the empty classroom they had claimed to have their meeting.

"That's not what that file said." Bobby leaned back against a desk, his arms crossed. "The file said his fingerprints were found on the body, and that the way they were killed was consistent with his —"

"You weren't there!" Kitty snapped. "You don't know, Bobby! It could have been self-defense!"

"Then why were there no defensive wounds, Kitty?" Bobby demanded. "Why didn't he just tell us? And why was he working with men bringing over slaves in the first place?"

Kitty threw up her hands and turned her back. Jubilee chewed on her lower lip until it started to bleed. "Maybe . . . maybe he was trying to figure out how to stop them? You know . . . to save mutants in Baltimore, and make up for—"

"For the last time he murdered a bunch of innocent people?" Bobby cut in. Kitty hissed. "That's not — you're oversimplifying it because you hate him!"

"Kitty — he led that psycho into a mutant haven and let them be massacred!" Bobby said, enunciating each word to hammer the point home. "He's killed again and lied about it, probably to cover up how he was running as part of a human trafficking group — again."

"Maybe they forced him into it?" Sid offered, hesitant as he hung back in the corner of the room, by a flag pole. "Maybe he had to do it to get passage over here?"

"Or maybe it was a sting operation, oui?" Jean-Paul guessed, running a hand through his silver and blue hair. "Him gettin' in there to take them out? Can't say I'm gonna cry about dead mutant slavers."

"Yeah!" Kitty jumped on the possibility, and turned to face down Bobby. "Maybe he killed them to set others free! That's not the same as murder, that's a form of defense of others!"

"Oh, so now you admit he killed them all?" Bobby raised both brows. "But now it's justified?"

"He did free those others we found," Jubilee reminded quickly, because Kitty looked as though she were going to cry, or run over and strike Bobby. "Remember?"

"But then why wait so long?" Piotr asked heavily. "Why not kill them, free the mutants then, and come and tell us?"

"There's just too many questions, Kitty," Bobby said flatly. "And he's not here to give us answers."

"Well then we'll just have to go find them ourselves," Kitty declared, before turning on her heel and rushing out the door.

**Front Hall, Xavier Institute**

"Ororo!" Scott growled as he hurried down the massive staircase to the Xavier Institute's front hall after the weather goddess. "Storm! Wait——"

"No, you wait," Ororo snapped, taking a leap down and landing with the help of her winds. "You
wait, and handle S.H.I.E.L.D., and the F.B.I., and our good name, if you're so damn worried. If you want your job to be chief administrator and liaison with the law, fine. I'm gonna go check on the well-being of one of our kids. You remember our kids?"

"Our kids? Plural?" Scott jumped the last step after her, as Ororo looked into the Rec Room. "I am concerned about our kids. I want to protect them from one kid who happens to be a murderer in hiding —"

Ororo whirled around, grabbed Scott by his collar and pulled him in roughly. "Will you keep your voice down?" she hissed. Scott smiled bitterly. "Why? Afraid they'll get scared? Worried about who he's gonna off next time he gets pushed into a corner —"

"Remy is still one of our students!" Ororo reminded harshly, gaze darting left and right, smiling thinly at a student walking through the foyer who looked at them. "Just because you don't like him doesn't mean he isn't under our protection."

"Our pro— our protection?" Scott's voice dropped into an exaggerated, scandalized whisper. "Our protection. God, do you hear yourself? We should be protecting ourselves from him. Instead, you wanna run off and alert the little criminal so he can slip out of facing justice, again."

"Justice?" Ororo snapped, loud enough to turn a few more student heads. "You think that's what he'll get if we turn him over? Or do you just not care?"

"Oh, no, of course," Scott said snidely. "Let's just let him hide in our school, where he can bring the full force of a governmental investigation and manhunt down on us!"

"Right," Ororo said caustically. "Because we've never faced them down before when hiding mutants. Forgive me, for thinking this place was meant as a haven, as a refuge—"

"Not for the guilty, Ororo! And he is guilty, of this crime, and probably a hundred others," Scott said swiftly, cutting Ororo off before she could protest. "And he came here knowing that. He's taken advantage of us from the moment he showed up on our doorstep."

"Begging for help!" Ororo screamed, and the wind rattled the shades of every window along the hall. "Remember that? And now that he needs help again, you're ready to just throw him to the wolves!"

"If he has any of the honor you seem to see in him," Scott countered flatly, "he'll choose to go himself."

"He has." Logan's words stopped Ororo before she could launch at Scott again. "What?" she demanded. "What are you—"

"I just checked with the Professor, but I saw it on the security system," Logan said grimly. "The Cajun jumped the fence fifteen minutes ago. He took your bike," he said with a raised brow to Scott, before turning seriously back to Ororo, "and he ran. Remy's gone."

**COMMERCIAL BREAK**

Finnegan's Bend, North Salem, New York

Logan parked his own bike just across the street from the packed little dive bar. "Great," he grumbled to himself, as he walked up to the door, pulling a cigar from his pocket. "Booze and desperation. Your choices keep gettin' stupider, Gumbo."
Logan lit the cigar as he moved into the bar, keen eyes searching for the runaway. He didn't have to work hard — the loud cries of men losing their money in cards, and the laughter of their friends led Logan over to the pool table.

Remy sat in state, joking and cajoling the twelve, rough-looking men around him as he charmingly took their money.

"Should I be askin' if this is legal?" Logan said loudly, angling for their attention. "Or do I not wanna know?"

Some of the men looked up, and the women at the end of the pool table who had been watching Remy with interest turned to Logan. He watched Remy hold his charismatic smile, though it seemed brittle around the edges. "Don' ask what you don' want to know, ami," Remy said, as he continued to deal. "Whole world would be happier if dey followed that rule, c'est vrai."

"Yeah. Right," Logan said flatly, his heightened senses tingling as he observed the distinctive tattoos on some of the men watching them. "Why don't you tell me more about it back at school?"

"Graduated, me," Remy said, flipping the rest of the deck easily, still not looking up at Logan. "So why don' you run on back, and tell 'em all they good and free o' dis one, oui?"

"Tell 'em yourself," Logan said gruffly, as some of the bar patrons began to move away from Remy. "Or do you not have the guts for even that?"

Remy chuckled, leaning back in his chair and finally looking up at Logan. His black-red eyes glinted through his black shades. "Someone do need to teach you how to properly instigate yo'self a fight, Professor. Yo' style is 'bout ten years too old. Much like yo'self."

Logan raised a brow, holding back his irritation as the last of Remy's card playing companions moved away from the table. "What are you tryna do here, kid?"

"Thought it was obvious," Remy said sharply, kicking his heels up and resting them on the green surface of the table. "Runnin'."

"The world's most powerful telepath has your number," Logan said, looking at Remy with bemusement. "Shoulda put more distance between us if you really wanted to run."

"Just figured I'd get far enough that no'ting would come back on y'all when it all goes down, comprends?" the teen said shortly, the expression on his tanned face darkening. "Doin' y'all a favor, me."

"Don't play the martyr, kid," Logan said with a snort. "It ain't you, and we both know it."

"The hell we do!" Remy snapped, his eyes blazing now. "You don' know me! Since when do you call me 'kid', hein? I ain't no kid."

"Well you damn sure ain't grown!" Logan snapped, losing the very small reserve of patience he possessed and stepping towards the seated Cajun fiercely. "I know you sure as hell aren't old enough to be drinkin' this."

"You don't know that!" Remy snapped loudly, jumping to his feet and spreading his arms. "I don't know that! Could be twenty-one, me! I could buy all y'all here drinks!" he announced to the assembled room, which roared with approval. "I mean," Remy continued, turning back to Logan, "I don' even know my momma's face. Can' say for sure how old this one is. Dieu — maybe what they
"Say is true," he said, leaning in close enough for Logan to smell his loaded breath. "Maybe dis one really is the devil."

"Stop it!" Logan demanded, grabbing Remy by the shoulders and shaking him once, roughly. "You're not the devil, you're not a monster, and you're not gonna run away again. I'm not some judgmental prick, like Scott, and I'm not your mama ready to coddle you, like Storm. I've been where you are, or at least a place that looks damn like it. You can't run away from this, Remy. You can't hide it, and you can't pretend it isn't as bad as it is, 'cause it's bad. The only thing you can do, if you're so grown, is face up to it. Because that's what it is to be an X-Man."

"I didn't sign up to be no damn X-Man!" Remy shouted, shoving Logan away drunkenly. "I didn't stay to be some damn hero!"

"No," Logan said steadily, holding his ground. "No, you stayed for Rogue."

Logan watched the bravado drain out of the teen, as his black-red eyes again took on the look of an animal caught in a trap. "She hates me," Remy muttered, and gave a short, bitter laugh. "Gal would be glad to see me dragged off or done in." Remy laughed again as he picked up another of the bottles littering the table. "An' she ain' wrong." He took a deep drink from the bottle, and then threw it, smashing it dead center in the bullseye of the dart board. Remy turned to look to Logan, who was struck by the degree of desperation and fury in the young Cajun. "Shoulda run that first day, 'stead a' lettin' her pull me in. Shoulda stayed on that damn cursed island where she left me, 'stead o' tryin' to get back to her."

"How did you get off it?" Logan asked, moving in front of the table to keep Remy from accessing any more alcohol. Remy shook his head, his long hair shading his face as he looked at the dirty bar floor. "Don' matter now. Paid too high a price an' sold my soul too cheap. Should'a known I couldn't get free. Je ne serai jamais libre, moi. This one is cursed. This one deserves to be cursed."

**MedBay, Xavier Institute**

"So, what are we looking for?" Sid asked hesitantly, as Kitty hurried into the MedBay and immediately began picking the locks to some of Dr. McCoy's personal drawers.

"Evidence," Kitty said, yanking open a drawer and pulling out file after file. "I don't want someone else's conclusions about what Remy did. I can make my own damn conclusions, thank you very much."

"Kitty," Sid said slowly, as she pulled out slides and put them into the microscope. "What if their conclusions are — you know — right? And what if you're — you know — wrong? I'm just saying! Look, I like Remy, too, but, he has been lying to us. And this isn't the first time. I mean, didn't he come here because he killed someone? And, if he did this, then shouldn't we—"

"Sid," Kitty snapped, without looking up, "you can either stand there, making comments I'm just gonna block out, lest their stupidity ruin my concentration, or you can help me find out the truth and save a member of our family. Two choices. Which is it?"

**Finnegan's Bend, North Salem, New York**

"C'mon, Gumbo," Logan said, trying to catch the boy's shifting eyes. "I'm givin' you a chance to tell me the truth. What happened?"

Remy shook his head, and leaned back against one of the bar stools. Logan growled in the back of his throat. "C'mon, LeBeau! Did you help 'em bring the mutants into the country? Is that how you
"Yes, yes!" Remy yelled, causing the bar patrons to look their way. "Is that what you want me to say, me? Oui, c'est vrai! I did it! I helped 'em! Is that what you wan' hear?"

"Hey!" yelled the bar owner, a burly man with a fat, unshaven face. "You two love-birds take that shit elsewhere!"

"Lovebirds—the kid is eighteen! I'm—not! We ain't—God!" Logan rolled his eyes and grabbed Remy's arm, growling as he pulled him to the door. "C'mon, Gumbo. We're goin' back to school, and then you're gonna sober up while I do the opposite to wipe this exchange from my mind."

Remy struggled against Logan's superior, adamanitum-enhanced strength, finally twisting free and stumbling out into the brisk night. "Let go! Laisse-moi! I ain' goin' back! Didn' you hear? I did it! Oui? I did it! I worked wi'em, comprends? I sold myself to slave-sellers for passage back here."

Remy started laughing manically at the irony of it. "Mon Dieu—I am evil, huh?" Remy kicked the dust, and ended up falling, finally losing his preternatural sense of balance.

Logan rolled his eyes for the third time, and went over to the laughing, shuddering Remy, and rolled him over. "No, you ain't evil. You shouldn't a' run, but you ain't evil. The people who did that are evil. You just got caught up with 'em and picked up some of the blood they carry. You are guilty, but I can't exactly hate you for killing people like that."

Remy had been biting his wrist to hold back his tear-soaked, uncontrollable laughter, but he was finally able to stop at Logan's words. "Kill—no. I didn't. Like I told Mar—Rogue. I didn't kill 'em. Dieu—all the crimes to hang me on, 'least pick de ones I done."

"What?" Logan frowned, and then yanked Remy to his feet. "Wait, go over—"

The two black cars roared up the asphalt and into the gravel and dirt driveway of Finnegan's Bend. They parked harshly on either side of Remy and Logan. The Canadian shielded his eyes against their headlights, and his powerful ears picked up the footsteps of four men.

"Remy LeBeau?" asked one of the men in a flat, toneless voice. Logan opened his eyes and felt Remy stiffen and shift his stance as the man came closer. He was dressed in a black suit and tie, with dark shades similar to those Scott wore.

"Who's askin'?" Logan responded, when for once Remy stayed silent. He could hear the other three men ranging around them, and made his hands into ready fists.

The first man took out a wallet and flipped it open to reveal his badge. "Special Agent Jonathan Greers. I'm gonna have to ask Remy there to come with us."

Remy tensed, but Logan caught his left arm before the younger man could run. "I'm his legal guardian. I'm gonna have to see a warrant."

Greers barely concealed a grin. "That's not really how this works, sir."

"What is he being charged with?" Logan asked, ignoring the slight. "How did you get here?"

"Murder," the agent said, answering the first question. "But I think you knew that."

Professor's Study, Xavier Institute

"He didn't do it!"
The Professor, Scott, Ororo and Hank looked up as Kitty burst into the study, Sid trailing, panting, behind her. "What?" Scott asked, instantly frowning and turning on the young X-Men. "Kitty, Sid, you can't just burst in—"

"Professor, Remy didn't do it," Kitty said breathlessly, bypassing Scott completely to come over and lay the slides, photos, and notes down on Xavier's desk. "I went in and looked over the evidence—"

"That was locked," Hank said immediately. "Kitty, these things—"

"Prove my point," Kitty cut off. "See here? This is the M.E.'s initial explanation of the cause of death. He guessed that they were killed by extreme heat, because their organs essentially boiled and melted."

"We know, Kitty," Ororo said tiredly. "Which was caused by—"

"Someone not Remy," Kitty said firmly, pulling a piece of paper out from under the rest. "See this? Dr. McCoy? This was your explanation of Remy's powers, from a year ago. Remember? When he almost died charging things? You said he passes the kinetic charge from himself to whatever he touches, and then the increase in motion and vibration causes them to expand and ultimately explode."


"Remy's powers could work in ways we don't fully understand yet, Kitty," Hank tried to interject, and was cut off a third time.

"Do his hands work differently, too?" Kitty asked rhetorically, waving around a photo of the chest of the dead Australian crime lord. "Because the print they pulled from this guy's chest has Remy's hand, but he's got fingerprints from his right and left hand together. What — did he cut off his fingers and reattach them to his opposite hands?"

Hank frowned and pulled his glasses from his pocket to look closer at the print. "Hmm . . . it . . . does seem to be . . ."

"The word you're looking for is fishy," Kitty proclaimed. "Or shifty. Or, if you're really bold, dirty. If you look at the evidence, really look at it, you see that Remy can't have killed these guys. I mean, they may even have been killed as recently as a week ago, if you use an alternate form of erosion dating. I mean, Sid went over the data and he thinks the M.E. may have been off even in his conclusions on the kinds of insects laid in—"

"Okay, okay!" Scott held up a hand for Kitty to stop, and turned to Xavier. "Professor, Hank —"

"Kitty could be right," Hank declared, taking off his glasses. "I may have missed some of this, but more to the point — I think some crucial bits of evidence are missing. Now, these are things that could have simply not been there from the beginning . . . but, they are things that might seem rather — specifically gone."

"See?" Kitty said loudly, jumping in anger and excitement. "See? So let's freakin' find Remy and bring him in."

She looked around at her silently standing teachers. "Right?"

Finnegan's Bend, North Salem, New York
"I'm going to have to ask that you come with us," Greers repeated sternly.

Logan gave a grimace of a smile. "I think you know that's not happenin', bub." He could feel Remy's center of gravity shift as he made to run, and put out an arm to stop him. "Don't move, kid," he ordered. "This ain't the first time some dirtbag with a badge tried to overawe me."

Remy gave a short, nervous chuckle. "Overawe. That's a nice word right dere, Professor."

"So you don't intend to cooperate?" The agent moved his hand to his waist, and Logan heard the others around them do the same. Logan shook his head. "Sorry, bub. We're just some recalcitrant fellas. There." He turned to Remy. "There's another one. Don't say I never taught you nuthin'."

Remy snorted. "Well, technically, that—non!" Remy saw the gun out of the corner of his eye and tried to pull his teacher down. But with reflexes slowed by heavy drinking, he wasn't fast enough to avoid the blast. Remy felt a stinging, burning sensation reverberate throughout his entire body as he was propelled backwards. He fell heavily to the dirt, Logan somewhere beside him, his entire body paralyzed.

He could still hear, and he couldn't close his eyes. He watched as the agent walked over to stand above him, gun still drawn. "Call it in," said Greers. "Tell the King we got what we came for."

COMMERCIAL BREAK

Finnegan's Bend, North Salem, New York

Remy tried in vain to fight the prison of his body, but could only scream internally, unable to make sound through his locked jaw. Two men came over to flank him. "What about that one?" one of the agents asked, jerking his head in the direction of the unmoving Logan.

"Leave him," the leader ordered. "We only need this one. Bag him and get him in the car."

Remy felt his arms and legs being lifted and wished he could at least close his eyes against seeing his end.

"Should we—ah!" With a strangled cry, one of the men dropped Remy's arm. Remy's face fell into the dirt, leaving only one eye open to see what was happening.

The man who had dropped him raised his gun to fire at his attacker, but with a powerful roundhouse kick, Rogue disarmed him. He was still spinning with the force of it when Rogue leaped up and punched down, her fist smacking into his chin and knocking the much taller man out cold. She turned with fury to her right. Remy could see the vicious, dangerous expression on her beautiful face as she moved to engage the other agents.

"Viper setting! Take them out!" hollered the leader, raising his own gun and firing at Rogue's chest. Remy saw the shot, a blaze of electricity shooting out like a rocket, freeze in the air inches from her. It crashed, shattering, to the ground. The leader whirled around and raised his weapon again, only to have it iced to his hands by Bobby as the mutant jumped into Remy's view, hands outstretched.

"Pull in!" Bobby yelled out his own orders, and Remy felt the vibration of heavily booted feet as another of the agents ran over by his head. He heard a heavy thunk and a brief, strangled whimper. The suited man fell hard to the ground beside him, his dazed eyes rolling up in his head.

"Da — down!" Piotr's metallic boots shook the ground around Remy's head as he ran over to him. The large Russian kneeled down and gently lifted Remy by his shoulders. "He is alive!" he shouted.
"Copy!" Bobby replied, as he turned to where Rogue was taking care of the final agent. "Rogue — they're alive. Rogue!"

With Piotr lifting him up, Remy had a better view. He could see the two unconscious 'agents', as well as their leader lying on his back, struggling against the ice that sealed his hands to his gun. And he could see Rogue, standing above the last agent, who wavered on his knees as she delivered backhands and vicious right hooks to his now bleeding face.

"Rogue!" Bobby yelled again. "Rogue, it's done. It's done! They're okay." He rushed over to catch her arm, and had to ice up his own to have the strength to hold onto her. "He's okay. Rogue, look."

Rogue turned and looked, and Remy felt the paralysis start to give as he met her wide, terrified, angry emerald eyes. She stormed over and knelt down at his side, her gloved hands wrapping around his vest. "Say somethin'," she demanded. "Say somethin', you goddamned, slimy, filthy, lyin', crazy Swamp Rat!"

Remy felt his lips tingle, as the paralysis finally wore off enough for him to speak. "So . . . g—glad to know you still care, chere."

Bobby and Piotr let out relieved sighs, as Remy managed to weakly smile. Rogue bit her lip and muttered something that Remy knew he should probably take offense at, before pulling him up and into her arms.

War Room, Xavier Institute

"They came in armed to deal with us," Logan explained to the other teachers, wincing in his seat at the table. "Whoever they were, they came ready for mutants. Those guns —"

"Yeah, let's focus on that," Scott said, throwing one of the guns down on the table. "There's a lot of anti-mutant tech just piling up. I thought when we brought down Genosha we cut those suppliers."

"Someone had to be supplying them," Ororo said, looking bright and alert. With Remy and Logan's recovery in the past week, she had returned to her steady, cool self and approached the problem with renewed enthusiasm. "There has to be someone involved that we didn't take out. Someone powerful enough to get into the Bureau."

"So those were real F.B.I.?" Scott asked, looking to Hank. Hank sighed, nodding as he leaned back in his seat. "Unfortunately, yes. And yes, S.H.I.E.L.D. is trying to run down how many other people involved knew of this, but the Bureau doesn't want a breach as big as this publicized, which is why they flew in to retrieve them before we could question them. They've already circled the wagons, enlisted lawyers, and are fighting S.H.I.E.L.D's demands for a hearing. It will be hard to piece this together with them resisting."

"Maybe we already have a piece," Scott mused, inspecting the gun. "The Sentinels, the senator, this tech . . . I can't help thinking it's all connected."

"And Remy is connected to all of it," Logan said heavily. "Kid didn't kill those guys, but he came in on the same boat. He's our link to all of this. We gotta get the truth from him."

"And we will," the Professor said softly, finally speaking. "I think he is at last beginning to see that honesty is his only path to what he truly desires."
Rogue was sitting on the bench when Remy walked over, twirling his bo staff aimlessly. She waited as he leaned up against one of the trees, and then cleared her throat lightly. "So, you look like you're . . . feelin' better."

Remy nodded, his hair waving around his face as he scuffed the ground. "Yeah. You, uh . . . I t'ought you was . . . in the MedBay, when I was . . ."

"I was." Rogue looked up at him in time to meet his eyes. He swallowed, feeling the same sticking sensation in his throat, as if some of the paralysis remained. "'Righ'. An' . . . well, I was wonderin' — I was thinkin' . . . Dieu." Remy chuckled, running a hand over his damp forehead. "Why is it we can't seem to talk 'less we're beatin' each other to pieces, chere?"

Rogue smiled wryly. "Maybe 'cause that's the only time we get to stop thinkin'. To stop hidin'."

Remy shook his head. "I ain't hidin' now. I ain't. I tol' you de truth back there, me."

"I seem to remember you sayin' that before," Rogue said, standing up and crossing her arms over her chest protectively. Her long leather gloves felt hot against her skin. "Do you remember that? Do you remember when I asked you if you had anythin' to tell me? Before—" Rogue swallowed, and Remy took a step towards her. "Before we—"

"I meant every word," Remy said heatedly, coming towards her now. "I didn't lie to you, chere. I do love you—"

"Then why didn't you tell me?!!" Rogue tightened her hands into fists to keep from reaching for him again. "Why? Why not tell me then? Why not before, I— before we . . ."

Remy choked out a pained laugh. "What was I supposed to say, hmm? 'Hey, chere, I love you'," he hissed, veins in his throat constricting as he dropped his voice, leaning in, "and on the side, I'm a murder of children?"

"I thought you didn't—" Rogue took a step back, her eyes widening in fresh horror. "You mean when you went in there you actually—"

"No! I didn't—f— Dieu, Jesu, God, no!" Remy growled in frustration, his face open and hurt. "I didn't kill any of 'em with my hands." He splayed out his fingers and then looked down at them and laughed. "But den, I guess it don' matter. I let that devil to do it. I led Essex down in dere, an' I didn't care what happened, so long as I got what I wanted."

"What was that?" Rogue asked. Remy rubbed two fingers together so that a little red-purple energy gathered between them. "Control. I had too much power, not enough control over it. I almost— I killed a man, chere. Killed Julien 'cause I couldn't control my powers. I didn't want to do it again. Essex — Sinister — he promised to fix me." Remy sucked at his teeth and shook his head. "And I signed on wi'out askin' after de cost."

"So you did it so you wouldn't hurt anyone," Rogue said, and found herself almost giddy with the relief of that knowledge. "Remy — you did this so you wouldn't kill."

"But I did." Remy spat on the ground and clenched his fist, the energy flowing up his wrists. His red-black eyes filled with tears that made them like glisten like obsidian and fire, tears he refused to shed. "He massacred dem people, chere, 'cause o' me."

"You didn't know, Remy!" Rogue said emphatically. "You didn't know what would happen. You didn't mean for it to happen."
Remy hissed, and with a move too fast to track charged and tossed a card with his anger-fueled energy. It exploded above the Xavier fence, making Rogue wince as he turned to her wildly. "An' dat's worse, Rogue! I didn't know 'cause I didn't ask. I didn't ask 'cause I didn't care. I never care. I jus' wanted to be free, an' I didn't give a damn who paid the price. All dose people died 'cause I didn't care. And then when it came to gettin' back to you—" His voice caught in his throat, and Rogue felt an answering catch in her own, as he looked on her with blazing, yearning, open eyes.

"When it came to you, I made the same deal again, 'cause all I could t'ink about was what I wanted. I'm selfish, Rogue. Always been. Ain' ever cared 'bout anyone much as myself."

"That's not true, Remy."

"It is, chere, an' you know it," Remy said brutally, cutting them both. "That's why you ran from me. And you was right to. I earned the blood on my hands. Le Diable Blanc, the devil. I been runnin' from it all my life, but it's chased me down. It's who I really am. A monster."

"No," she denied, softly, and then more forcefully, "No, Remy. You're not. You're a lotta things, Remy LeBeau — a liar, a thief . . . I might even use the word bastard, if I get pushed too far, and God knows you do that more and more every day. But you ran 'cause you didn't want to be that man. You're runnin' 'cause you never wanted to be the monster they tried to make you, and that means somethin', sugar. You didn't know what would happen when you tried to win your freedom from your powers. Lord knows that I know how desperate that can make a person feel. I know you feel regret, for what you done. A monster wouldn't. You told me that, remember? To feel the pain, 'cause it lets you know you're still human? And you are. You ain't a monster."

"I am," Remy said roughly, his accent deep and his eyes burning. "I did a monster's job, Anna Marie. Don' matter my intentions. They blood is on my hands. Le Diable Blanc, the devil. I been runnin' from it all my life, but it's chased me down. It's who I really am. A monster."

"Well, maybe it matters to me!" Rogue moved in close and boldly put her hand on his chest. "Okay? Alright? Maybe I care that you care."

"Oh, 'cause you cared so much when you left me on that damn cursed island?" Remy hissed, raising both brows in a challenge. "Huh?"

"I — I didn't—" Rogue closed her eyes and fought through the pain tearing at her defenses like a fresh wound. "You want me to say I'm wrong? Fine. You want me to tell you how it felt, the minute we took off the in the Blackbird? It felt like I was dead inside. I been walkin' around these past months like a ghost in my own skin. And—" She started to laugh — "We both know I was never that close with it in the first place. I spent the first days empty and sick, and the next few weeks tryin' to hate you. And now . . ." She looked out over the sunny field full of laughing and relaxing Xavier students. "Now I just wish I could pick one thing to feel, 'stead of havin' it all come back at once."

Remy steeled himself. Be the bigger man. Be a good man. For once. "Do you — Rogue . . . Marie. Do you want me to leave?"

Rogue turned back to him, her lips red from biting, her eyes wide, and her skin pale as a sheet. "I—I . . ." She didn't bother fighting off tears. "God, bein' around you hurts. Every day, it's somethin' new with you. And if you left — maybe I wouldn't feel like this."

Remy inhaled quickly, and nodded curtly. "Righ'." He turned, squaring his shoulders, and began to walk.

"I love it."
Remy paused, blinking. "What?" He felt Rogue come up behind him, but didn't dare turn around. "What's that, chere?"

"I love it," she repeated. "I hate it too, but — hatin' you . . . lovin' you . . . it means I gotta feel alive. I gotta feel like I'm reachin' out. Touched. Nobody— nobody else makes me feel that way." Rogue extended her hand, and then pulled it back. "Nobody else ever touched me, till you."

Remy let out a soft whistle. "Dieu, chere. What we gon' do here, us?" When she didn't answer, he inched his head to the side, looking over his shoulder. "Hmm?"

Rogue shrugged, but she met his gaze. "I don' know, Rem'. I jus' don't know."

Remy nodded again. "Well." He turned around slowly, and they both drew in shaky breaths simultaneously as they felt the charge pass through the thin space between them. "Guess we can both agree to start from that." He brushed the tips of his gloved fingers lightly against the white in her hair. "You cut yo' hair."

"It's a new look I'm tryin'," Rogue answered, for the first time unsure and uncertain of it. "Just a lil' somethin' different."

"I like it," Remy said firmly. He was rewarded with Rogue's soft smile. "Well," she said, looking down then up at him from under her lashes. "That's somethin'."

**ENDING CREDITS**

**Promo For Next Episode:** *When Piotr's sister's powers take a strange turn, it turns the Institute upside down — and forces the X-Men to rethink everything they once thought they knew about the universe, their powers, and the very nature of life and death itself.*
"Illyana! Illy!" the red-headed Xavier student shouted, as he ran up to Illyana Rasputin and clapped her on the shoulders. The little Russian smiled shyly as she opened her locker. "What, Alex?"

"You still on for tonight?" he asked her, running his tongue absently over his forked teeth, his freckled face open and friendly. "Pizza, cupcakes, Code Geass marathon?"

"Yes, most certainly," Illyana said precisely in her accented English. Alex grinned and put two thumbs up as he strode backwards down the hall. "I'ma hold you to it, Red!"

"You're the red one, Crazy Hair!" Illyana called back at him with a smile, impressed with her own daring. She turned back to her locker. A glimmer to her right caught her eye. She looked down, and there was nothing. She turned away slowly, and caught sight of it again — the same shifting, gleaming, barely-there light. She drew in a slow breath at its elusive beauty, and took an entranced step towards it. Fingers outstretched, Illyana stepped forward, her foot touching the edge of the softly pulsing slit that resembled incandescent light.

"Oh, Illy!" Alex shouted, turning back around. "I for—" He blinked, staring at the empty space where Illyana had been, and watched her backpack fall to the floor.

Illyana choked back a breath in her aching chest as her eyes adjusted to the different scene before her. Head spinning, she blinked, rapidly and repeatedly, until she could identify the space around her as a room.

"Yeah, definitely!" Jubilee was saying into her phone, as she sat on her bed, magazines spread out all around her. "I don't know what that was, but it definitely wasn't singing... uh huh... no the dancing is important, but if you're gonna do it, either lip sync or be better, you know?"

Illyana strained through the pain in her throat and the ache in her bones, and forced sound past her lips. "Help — please—"

"Yeah, sure, I— hold on," Jubilee said, holding the phone to her chest and turning around. "Yeah?" She frowned, looking at the empty room. "Sorry," she said back into the phone. "Thought I heard something."

Illyana practically screamed as the bright sunlight burned her open eyes. She was now on the lawn, swaying on unsteady feet. Around her, first-year Xavier students went through a workout under the watchful gaze of Logan.

Illyana stumbled forward, trying to get away from the gleaming disk the slit had become. The younger students were too caught up in laughing and struggling with Logan's series of exercises to see her. Looking around, Illyana spotted the tall figure of the long-haired, red-eyed mutant her
brother counted as a friend. "P—please—" she tried to yell, although it came out as barely a whisper. "Please—"

Remy stiffened, and then turned. Illyana looked desperately at him, begging him to see her. His red-black eyes met hers and he smiled. "You' big Red's sister, oui? Why don' you come on over and join, hein?"

Illyana reached out a hand to him, unable to say more. Remy made to move towards her.

"Hey, Cajun!" Logan barked, his heavy brows furrowed as he looked over at them. "This only counts as your detention if you actually work, Gumbo."

"This one is workin'!" Remy protested, as he turned to face the burly Canadian. "I'm helpin' Piotr's lil' sister. She's joinin' up, her."

"What are you talkin' about?" Logan growled. "Where do you see Tin Man's sister?"

"She's righ'—" Remy turned around and then shook his head. "I mean . . ." He looked out over the lawn, trying to locate the girl who had been there seconds before. "Well . . . guess she run off."

Rec Room, Xavier Institute

Illyana was crying when she found herself in the nearly empty Rec Room, desperately trying to grab onto anything to make it all stop. She heard a recognizable laugh, and turned her head to see her brother chuckling as he sat on the couch with Kitty.

"Katya, there is no way that is true," he tried to assured her. Kitty sniffed indignantly. "I am the scientist here. You should bow to my superior knowledge and might."

"Oh, I always bow before your intelligence and strength," Piotr said gallantly. "I am lucky I have such a strong back."

"Piotr!" Illyana gasped. "Pomogi mne! P—"

Kitty's laughter was cut short to Illyana's ears as the twisting and pulling sensation again overtook her. For a few excruciating seconds every physical law that kept her body together broke, and she was caught in a whirl of impossible pain.

And then it stopped, again. And again she was trapped and suspended in the black, soundless, boundless place where she couldn't find her feet, couldn't feel her face, and couldn't hear herself scream.

TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen
"God, I don't want to have to put up with them in the DR today," Logan groused to Ororo as he sniffed an unlit cigar. "The only thing worse than the runts is the older team. Can't I just take Tin Man and Forge, and lock the rest of 'em in a closet?"

"If you could find a sufficiently mutant-proofed closet, and wished to enrage several of our more well-trained, battle-tested students," Ororo said, before taking a sip of her coffee. "Perhaps Scott would help by taking some of them off your hands?"

Scott looked up, barely raising his head from his arms, his legs under the break table like lead. "Me? What?"

"Oh, baby. You are so tired." The soft, knowing hand on his back moved up to his neck. "You can't even keep your eyes open."

Scott gasped at the familiar, husky voice. "Jean?" He turned and his gaze moved from her waist and chest up to her face. She was shaking her head slightly, eyes shut. "Oh, Scott," she murmured. "You can't even open your eyes."

Scott watched as Jean raised her lids and then screamed at the hideous, black holes that were revealed as the woman he loved began to burn.

"Yeah," Logan said, looking Scott over as Ororo walked past them out into the halls. "You ain't been sleepin' much, huh?"

"I'm fine," Scott said briskly, and tried to move out of the lounge himself. Logan moved his shorter but sturdier frame into the way. "Not from where I'm standing."

Scott chuckled bitterly. "What? We friends now, just because Jean's dead?"

"Well, now I was gonna say we're teammates, and I don't want you fallin' asleep if an assassin or a mutant extremist decides to drop by," Logan responded tersely. "You ain't been right since—"

"When I fail as a leader of the X-Men, then you can have my goddamn spot," Scott snapped. "Until then, either be the asshole I've grown used to, or be somewhere else; but don't try and act like my you're my counselor."

Logan didn't bother to answer as Scott pushed rudely past him. "Yup," Logan growled, once the other man was gone. "Still a dick."

**Lower Level Hallway, Xavier Institute**

Bobby, Remy, Rogue, Sid, Kitty and Jubilee waited in their training suits just outside the Danger Room entrance, as Logan again briefed them on their upcoming session.

"Now, I want you to remember," Logan repeated, glaring out at them. "That the point of you all having a class session like this is to learn how to guard and supervise. You'll be working with simulated mutants, but the Professor wants you to eventually do sessions with the younger classes. Because one day — and I will be lighting up inside the mansion on that day — one day you'll be taking over my job. And then you can deal with trying to make you all pay attention. Tin Man!"

Logan barked at Piotr. "Is your phone tellin' you somethin' about the next session I ain't?"

The rest of the group turned to see the normally perfectly behaved Russian lower his phone from his ear. "I'm sorry, Professor," he said, politely but nervously. "I am trying to call my sister. She was supposed to be with a friend an hour ago, and he has not seen her. She also missed a class. I am trying to find her, but she is not answering."

"The lil' Petite?" Remy scratched the back of his neck. "Was out on de lawn earlier, fo' a moment. Den she was gon'. Seemed a bit . . . strange to this one. Mais, cette ecole a beacoup d'etrange."

"I could have sworn I heard her earlier when I was in my room," Jubilee said, pulling at the tight fit of her new uniform. "I thought I was imagining it, but maybe she was passing me?"

"Her powers are teleportation ones, right?" Kitty said swiftly, brows furrowing. "Isn't that what the Professor said? Maybe she's been jumping around, like Nightcrawler used to do."

"I actually have been getting weird readings on my new ELF-O-Scope," Sid said. Logan shook his head and opened his mouth to try to interrupt the fast-paced exchange. "Hey—"

"You been gettin' what on the huh-o-scope?" Rogue asked Sid, crossing her arms and leaning back against the wall. "Should that mean somethin' to those of us failin' physics?"

"EFL stands for extremely low frequency electromagnetic field pockets," Sid explained rapidly, as Logan smothered a growl as he was cut off again. "They're all over the earth, and they tend to be places where psychic abilities are magnified, and more paranormal phenomenon occurs. I got a theory—"
"That it's a demon!" Kitty sang immediately. The others turned to look to her, and she colored. "Sorry. Reflex."

"If Piotr really can't contact her, we should check with the Professor," Bobby said decisively. "If she's anywhere nearby he'll be able to locate her. If she's a telepath, he'll at least be able to sense her. Right?"

All of the students nodded, and turned to go. "Stop!" Logan boomed. They all froze, and turned back around. He glared at them all, and then rolled his eyes. "No, go. Just go. Whatever— that was, we'll count it as teamwork or somethin'. Go."

The young X-Men rushed off and Logan took out a cigar. "Chuck, heads up. The X-Pack is comin' your way, and I'm lightnin' up this bad boy. If you wanna make me a squealin' girl, now would be the time."

Logan almost had the cigar to his lips when he heard the old man's crisp accent in his mind. No, I think not, Xavier said. Mr. Rasputin is correct to worry. His sister's friend reported her disappearance to me, and I have been searching for her mind since with, indeed, strange results. Tell them to meet me at Cerebro. I fear something has gone quite wrong.

Cerebro, Xavier Institute

"Thank you, Piotr," Xavier said as the door to Cerebro closed behind them on the other anxiously, loudly waiting X-Men. Piotr frowned as he followed the Professor up the ramp to the central mechanism of the machine. "What for, sir?"

"For remaining quiet and still," Xavier thanked. "I know this is an extremely stressful situation."

"I do not know," Piotr said, as the Professor fitted the helmet over his bald head. "I do not know what this situation is yet. I only know — Illyana must be alright. I have to keep her safe. It was my promise."

"And mine," Xavier said, closing his eyes. "We will find her. Just . . . hold still for a few moments more . . ."

The Professor engaged Cerebro, his already unparalleled mental powers amplified as he searched for the signature of the young Russian girl. He sensed her and made a mental turn, but was unable to 'see' her. Focusing slightly more than he usually would, Xavier tried to pin down a location without applying the force that could kill any mutant or human if he so chose. But Illyana remained a faint sense on the edge of his mental radar.

Behind him, Xavier could feel the waves of fear and anxiety emanating from Piotr. "I'm afraid," Xavier said, as he reached up to remove the helmet, "that I could not locate her, precisely."

"Precisely?" Piotr's grasp of English was strong, but he said the word as if he had never heard it before. "What does this mean? You can locate her some?"

Xavier sighed, his frown deep as he tried to puzzle through the strange new problem before them. "I have had difficulty locating certain mutants who teleport before, because of the erratic nature of their movements. But with your sister, I am quite certain that she is in the school. Yet somehow, she seems to be not of the school."

"How can we find her? Is she hurt?" Piotr asked in a rush, as Xavier turned his chair. "Has someone taken her? Is she sick?"
"I'm afraid I don't know," Xavier said gravely. "I'm very afraid that I do not know."

Classroom 124, First Floor, Xavier Institute

Ororo followed Sid into the classroom, squinting at the device he held out before them. It resembled a small, old-fashioned radio, but with an abundance of buttons and a glowing central dial. "When did you make this?" Ororo asked, as Sid went slowly around the classroom, looking at the empty air and extending the antennae outward.

"Finished it last night," Sid said, for once not looking up to answer her. "A lot of our tech has been going wonky lately, down in the MedBay, outside with the security system, even up on the roof with our basic power. I came up with this as a way to locate pockets where things were giving out. I thought it could be just that all the mutant activity was messing with the wires, but so far, only Illyana has seemed linked to it."

Ororo allowed herself a small smile. "You seem to be ahead of all of us, Sid. With your scientific expertise, you may find Illyana all on your own."

Sid lowered the device and turned to look at the weather-witch. "I'm not sure it's a scientific thing, Ms. Monroe," he said, the mature, professional tone in his voice gone as he swallowed heavily. "I've actually seen this kind of stuff before, with Grandfather. One of our neighbors' power kept going out, and no matter how many times the electric company came, they couldn't fix it. They just kept having blackouts and buzzing, fuses blowing . . ."

Ororo tilted her head, her blue eyes bright. "And did you find a way to fix it?"

"No. My grandfather did." Sid ran his thumbs down the side of his device. "He said it wasn't a tech problem, but a spirit problem. That guy's father had committed suicide, and Grandfather said his spirit was trying to break over into our world." Sid swallowed hard, shifting back and forth on his feet. "It didn't stop until he did a cleansing ceremony, to cast the spirit out."

Ororo started to step back and caught herself. She straightened her back instead of folding, refusing to show fear in front of a student. "Illyana isn't a spirit, Sid. She's just lost."

Student Dorms, Second Floor, Xavier Institute

Remy opened the door grandly for Rogue. She rolled her eyes as she entered the room Illyana shared with another first year, carrying the device Sid had given them. "Apres-vous," Remy murmured, and Rogue couldn't hold back a shiver as she walked in. "And can this one beg that we spend as lil' time in les femmes room as possible, hein?" Remy shivered himself as he strode after her. "Can feel de perfume goin' to this one's head."

"Well, it can't hardly make ya any less of a man than you already are, sugar," Rogue said, as she lifted up the device and tried to make sense of the beeping. She moved around Illyana's empty bed, waving the device over it. She felt it start to slip when Remy's deft, gloved hands wrapped around hers. "Slow, chere," he said, his voice vibrating up her back as she felt his breath on her ear, just behind her. "Don' t'ink breakin' it's gon' help us figure it out better. Merci, also, for de compliment."

Rogue was swallowing, trying not to react too much to watching Remy slowly move their hands over the empty bed. "Merci — you thankin' me? For what?"

Remy stopped their hands, and Rogue felt her heart skip. She turned her head to see him looking down at her with gleaming ruby eyes. "Fo' the compliment, o' course," he said innocently. "On dis one's incredible manhood."


Rogue took a moment to connect his words to the ones she had spoken moments before, and by then she saw the smirk. "Oh, is that what you heard?" she said smartly, turning up her twang. "And here I thought I just might check your ego, 'fore you get yo' self in more trouble."

"Oh, now we both know, can't do nuthin' bout that, me," Remy said smoothly. "Trouble loves this one, she does. Like so many femmes, can' seem to run from her."

Rogue had been trying to think of a comeback, but at his words she felt her own wither. Remy too sensed how the innocuous sparring had come close to painful truth, and for a moment they stood too close together in heavy silence. Rogue pulled away first. "Can't see much here. After we check the bathroom we can move on down and find Logan and Jean-Paul."

"Right." Remy waited as Rogue moved into the small bathroom, carrying the beeping little device. "You find anythin', chere?"

"I might— damn, stupid here curtain! I—" Rogue growled and said something profoundly unladylike, that made Remy grin widely. He turned and moved over to poke his head into the bathroom. "De shower too much for you, there? Need a strong man's assistance, you?"

Rogue scowled at him through the see-through shower curtain, holding the device with one hand and the pole holding up the curtain with the other. "Sure — go an' call one for me, wouldja?"

Remy chuckled as he stepped into the small space. "Here. This one is a helpful male, even to prickly gals like yo' self." He reached through the curtain and took hold of the device along with her with his right hand. With his left, he supported her waist, the curtain bunching between them. "There. Better, non?"

Waiting Game by Banks Plays Over the Rest of the Scene

"Remy . . ."

At her soft whisper, Remy looked up. He caught her gaze, her green eyes over-bright through the sheer curtain that fell between them. It gently lay across her face, a thin veil just barely parting them, not keeping the heat of her breath from his skin. Locked in burning silence, Remy's hand slid from her hip around to her lower back, pulling her in. Rogue let out a gasp that Remy tasted, and he realized he was inches from her lips. He stilled himself, not sure he possessed the strength to pull away, when Rogue arched up and sealed her mouth to his.

Rogue felt the heat of his lips against hers and pulled away with a gasp, stunned and spun. She looked up at Remy in terror, but he was not pale, black-veined, or shaking. The moist curtain clung to Rogue's lips, and she watched Remy's brilliant eyes darken with desire. She let her neck fall back as he dipped down again, capturing her mouth.

He kissed her, and Rogue waited, terrified and exhilarated, trying to hold herself back. But Remy buried his right hand in her hair and kissed her with moaning need, as if he had no fear of her poison tongue. Rogue couldn't hold out against his desperate kisses and gave in, throwing her arms up around his neck. Sid's device clattered to the tiled floor behind her. Remy dragged her over the edge of the shower, and Rogue went willingly with him.

The curtain strained as the two lovers roiled against each other, and then snapped under their weight. Remy fell backwards, throwing out one arm to break his fall, keeping the other firmly wrapped around Rogue. She hissed as they tumbled onto the cold floor, their bodies pushed flush together.

Rogue matched Remy for passion now as she lay on top of him, her tongue bold through the sheer
fabric, her hips seeking his without shame. Lost to the long-denied sensations, Rogue wrapped her legs around his waist as Remy turned them over. He met her rising body with the same pained, frantic urgency, his kisses rhythmic. He pulled away for air and gasped. "Anna . . ."

Rogue's eyes snapped open, her ears pounding with the blood rushing through her fiercely living body. She was burning, the layers upon layers she wore stifling her too hot skin, desire and panic making her heart thrum like a hummingbird against Remy's broad chest. "No," she moaned out, and with all the strength she could still manage, shoved him off of her.

Remy fell back against the bottom of the sink, breathless and wrecked, his hair clinging to his sweat-soaked skin. He watched, panting and propping himself up on unsteady arms, as Rogue closed her eyes and turned away. "Go," she ordered, her chest still rising and falling too quickly, the long red line of lust still clear on her white throat through the curtain.

Remy opened his mouth and tried to speak, drawing in a shaking breath and fighting through the confused, needing weakness in his his chest. "Chere—"

Rogue seized as if he had caressed her or struck her. She made an animal sound of fury and want in the back of her throat. "I said go. Go!"

Remy turned away as if burned, and used the stinging pain as a push to get himself to his feet. He fled the room, his feet pounding out of the dorm and down the hall, leaving Rogue to choke back her dry sobs of frustrated, aching, vicious desire alone on the wet floor.

Front Lawn, Grounds, Xavier Institute

Kitty walked with Piotr in silence, respectful of his single-minded focus on the device Sid had given them, trying to be as quiet as possible as they circled through the grounds. But Katherine Pryde wasn't a fan of agonizing, pained silences. "We'll find her, Pete," she promised, stepping lightly around one of the the neatly trimmed rose bushes after him. "Okay? We don't lose people here. We don't lose our people, period."

Piotr paused, holding the device out over an empty stump, and Kitty waited for a response. Piotr inclined his head slightly, but he continued on for a few more paces before she heard his soft murmur. "It is not you who would lose her. I was meant to be watching her. She is my responsibility."

Kitty bounded over to Piotr's shoulder like her namesake and moved to stand in front of him. "You did everything right. You can't just keep an eye on a teenage girl 24/7. It's, like, one of those laws of physics that you can't break."

"You cannot understand," Piotr muttered roughly, moving to walk around Kitty. Kitty's brows snapped together, and she sidestepped into his way again. "Excuse me? I can't understand? I am a teenage girl, here. I know what that is. I'm also an X-Man — woman, rather — so I know what it means to feel like you failed to protect someone. And—"

"You are not a brother, Katya!" Piotr's voice, when he raised it, could boom across acres like the ringing of an axe. Several other students playing frisbee looked over at them as he shook his head, his normally easygoing expression dark and forbidding. "You are not—you do not have someone you promised to protect go missing! You did not promise your mother that she would be safe with you, only to fail!"

"You didn't fail," Kitty insisted. Her eyes were wide with certainty as looked up at him. "We don't even know—"
"You are right," Piotr cut her off again, curtly. "We do not know. We do not know where she is, how she is, or how to find her. So, until I know, please — do not speak to me. I don't . . . trust myself, Katya. Please."

Kitty opened her mouth as always to reply, but Piotr's stern, sad, warning glance for once made her bite back her sharp retort. "You might not," she responded softly. "You might not, but I do."

Piotr looked down as if shamed, and smiled brokenly. "I don't think I have earned that from you."

He started when Kitty slipped her much smaller hand into his. "Trust me, then," she asserted, squeezing him with a grip much stronger than her size would suggest. "I know you, Piotr. I know what I see."

Lower Level Hallway, Xavier Institute

Scott turned a corner after Bobby, squinting suspiciously at the softly beeping device the young mutant held out before them. "You sure you're using that right?"

Bobby furrowed his brows in concentration and knelt down, holding out the device a few inches above the floor. Its beeping echoed around the long, empty hall. "I think something is here, or was here. You can kind of feel it. It's like the air is— hot and cold at the same time."

"Yeah, right," Scott said distractedly. He leaned against the wall and rubbed his temples. He suppressed a yawn and tried not to give in to the vertigo making him want to slide to his own knees in dizzied exhaustion.

Scott.

He whipped his head around, searching for the source of the soft whisper in his mind. "J—" He stopped himself before he could complete the name, determined not to think it. "No. You j— no . . ."

The sound of footsteps in the distance made him turn in the other direction. "Bobby," Scott said, tapping the boy on his back as he stepped around him. Bobby didn't move, but Scott continued down the hall. He could hear how rapid the footfall was now, and that it was accompanied by gasping and what sounded like wailing. "Bobby, get ready," he instructed quietly, as his hand went up to his shades. Scott readied himself for attack as the footsteps drew close enough for him to hear the wailing clearly. His gaze darted between the two halls of the T-junction, as he was unable to tell which direction the cries were coming from. Shaking his head and abandoning caution for advance attack, he moved into the intersection.

The screams echoed around him from both sides. Scott could feel terror like an oppressive heat all around him. He turned around madly, searching for the girl crying out in what he could identify as Russian. "Illyana!" He saw a figure out of the corner of his eye, and pivoted, only to be confronted with empty air. "Illyana," he called out again. The well-known halls before him seemed to bend and warp, and then for a split-second Scott saw her. Piotr's sister was covered in blood and shrieking as she ran directly at him, arms outstretched. Behind her, something dark and constantly morphing was coming at them both. Scott whipped off his shades and fired an optic blast at the shadow.

"Professor! Professor Summers!" Bobby's voice gradually began to drown out Illyana's screams. Scott felt something — hands — shaking him. The motion finally forced his eyes open, and Scott found himself looking through the ruby-tinted shades up at Bobby's serious, nervous expression.

"You fell asleep, Professor," Bobby explained. Scott felt around himself with his hands, and realized that he was on his knees, back against the wall. "You slid down," Bobby said. "I thought you were
kneeling to look at the area, but then you started muttering in your sleep—"

Scott had been blinking to try and bring himself back to the present. Now his eyes shot wide open. He felt the energy ever-present in them burning. "I saw her. Illyana. I found her."

"You were asleep," Bobby reminded him. "Professor—"

"I know." Scott got to his feet, unsteady but certain. "And I found her."

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**COMMERCIAL BREAK**

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**MedBay, Xavier Institute**

"Scott, please—"

"It wasn't." Scott stared down Xavier and then looked around at the other X-Men filling the MedBay. Ororo looked worried, Hank flustered. Logan seemed almost amused, and Scott ground his teeth against that, but didn't back down. "It wasn't a dream. I mean — I was asleep. But it was — it was a way in. Look; we know she's here. You can sense her at least that much. And we know that she's obviously not physically . . . where we are. So the answer has to be that she's — removed, somehow, in a way that we can only access when we're asleep."

Piotr shifted heavily and grunted. "How do you know this? This could all be nonsense. How can you think you truly found her?"

"Does your sister have a butterfly tattoo under her left arm?" Scott asked Piotr. "I haven't seen her more than five times since she came in. This was the first I noticed it."

Piotr's eyes widened, but Sid frowned. "How is it you could find her when none of us could, not even the Professor?" he asked Scott a little more roughly than he usually spoke. He held one of the devices that had failed to locate their target protectively to his chest. "Why can only you find her?"

"I'm betting any of us can," Scott replied quickly, feeling more awake than he had in weeks. "It's just that no one else has been asleep since she's gone missing."

"So that's it?" Kitty said, glancing from Scott to her other teachers. "We just fall asleep? Like she's in our dreams?" She turned to look at Hank and Ororo. The weather-witch was looking more uncomfortable by the minute, but the furry blue doctor cleaned his glasses thoughtfully.

"Well," Hank said slowly. "On the scale of things we've all seen, I don't know that it's completely beyond the realm of possibility. But it's certainly not something I've ever heard of. This seems more your purview, Charles."

"Hmm." Xavier tented his fingers, the creases in his forehead deepening as he considered the problem. "Dreams have certainly always been linked to psychic states. And Scott — you have been falling asleep without any real warning lately. It may be that a state of deep sleep, rapidly entered, is what is needed to find Illyana — if indeed that is what has happened."

"I'm willing to stake my position as teacher in this school that it is." Scott saw the students start at that, especially Bobby. The ice-powered mutant had followed him at a run when Scott called all of the others down to the MedBay, and had hovered near him since. Scott suspected he was waiting to catch him if he had another fainting spell.

"So, what are we doing?" Jubilee asked. She sat on one of the hospital beds, in between the very
pale Rogue and uncharacteristically quiet Remy. "I mean — is Professor Summers just going to go to sleep and — then wake up and tell us where she is?"

"I need to find Illyana!" Piotr stated fiercely, causing Jubilee to jump and Remy to whistle. "If there is a way to find her, I will take it before anyone else!"

"Easy, Tin Man," Logan said. "You're gonna break through the floor." He nodded down at Piotr's legs, which had begun to arm up. Piotr turned slightly red, but remained firm. "I am going to be the one to find her."

"We all will," Kitty stated. She ran over to one of the beds and bounced up onto it. "We'll all go to sleep, find Illyana, and bring her back. That's what we do."

"I ain't ever seen her in my dreams," Rogue said skeptically, finally breaking the silence both she and Remy had been keeping since they'd entered the rooms. "How do we know we'll all get there?"

"A fine question," Xavier said, rubbing his chin. "If Scott has truly been able to see Illyana, even if only a vision of her, I may be able to help by linking your minds with his. If I create a psychic web linking you all to him, you may be able to follow him into whatever plane he has accessed."

"That's a whole bunch of 'ifs' just goin' off of Cyke's dream," Logan commented. "We're just gonna all fall asleep and dream the mission? Is that it?"

"No," Dr. McCoy said, definitively now. "From what Scott has described he isn't falling asleep — he's collapsing with exhaustion. Fainting, really. A quick dip into unconsciousness could be how he's accessing this state."

"So they all swoon like Scott?" Logan snorted. "Great. Call me when this is done. I'll be out in the real world looking with my old-fashioned eyes."

Ororo badly concealed a gasp as Logan rudely stormed out, but Scott ignored him entirely as he lay down on one of the beds. "You think you have a way to send us right out and keep us under, Hank?"

Dr. McCoy winced slightly, but backed up to one of the cabinets. "Yes," he admitted, taking out a collection of vials. "But I—I can wake up your bodies, but I don't know how to bring back your minds, if you're truly seeing another plane."

"I can hold your minds together," the Professor explained. "But that will render me unable to help you in this place. When you are ready to return, Scott — you know the sign."

Scott nodded, and lay back on the bed. Piotr followed, and Kitty and Bobby both lay as well. Remy and Rogue awkwardly glanced at and then away from each other. "You," Remy murmured, jumping down and letting Rogue have the bed. Hank swallowed. "I don't think I have enough of the solution for all of you."

"I'll stay," Sid opted, walking over to where the IV bags were kept and taking out six. "I think I can be more help out here. I know how to monitor people in trance states."

"I'll say too," Jubilee offered, coming over to stand beside Sid. "I'm not crazy about anything like self-induced comas."

"Thank you," Hank said graciously. "Ororo—" He looked around for the weather-witch and realized that she was gone. "Oh — well. Uh, if you will all please lie down, then. Jubilee, please get the drip. Sid, bring the bags over."
Scott folded his hands across his stomach and waited for Hank to get around to him. He lay back and closed his eyes, breathing in deeply. After a few long moments of silence, Scott frowned. "Hank? Sid?"

"Not here, Professor," Bobby said. Scott's eyes snapped open and he sat up. Hank, Sid, and Jubilee were nowhere to be seen. Scott looked to his left and saw Remy and Piotr getting off of their beds. Kitty and Rogue were already walking around, stretching and touching the tables and chairs of the MedBay. "Where did they go?" Scott asked stupidly. "Scott asked stupidly. Bobby and Piotr exchanged looks, and then Scott huffed a laugh. "Right. Where did we go." He got up and off of the bed that looked and felt utterly real. "So. We should split into teams. Bobby, with me. Piotr—"

"I'll go with him," Kitty said quickly, moving over to the morose Russian. Remy and Rogue exchanged looks, but Scott nodded definitively. "Fine. Coms?"

The others reached up to their ears as Scott did, and found the coms they had been wearing while still awake. "Great. Call in if you find anything, or if you need help."

"And so we just . . . walk?" Bobby asked. "I mean — aren't we dreaming? Can't we, I don't know — imagine ourselves there? Fly?"

"Does it feel like you can?" Scott asked. Bobby colored slightly, and then shook his head. "Right." Scott surveyed his team. "Look, we don't know where we are. We don't know the rules of this place. All we know, is this is some sort of reality where one of our own may be held. Our one objective is to find Illyana Rasputin, and get the hell out."

Third Floor Hallway, Xavier Institute

Rogue walked in step with Remy through the eerily silent facsimile of their school. Empty of all students, of all sound but their own footsteps and breathing, the hallway had the air of a tomb.

"So, we jus' gon' walk in silence, then," Remy drawled drily, not as a question. Rogue pursed her lips but otherwise acted as if she hadn't heard him. Remy nodded. "Righ'. So we jus' gon' pretend what happened 'tween us didn't happen, hein?"

Rogue bit the inside of her cheek. "And what happened between us, Remy?"

"We kissed, Rogue," Remy said flatly, moving more quickly so that he ended up a few steps ahead of her. "I would think you remember, only happened 'bout a minute ago."

"Did we?" Rogue asked, with a bitter smile. "Thought you had to touch lips to kiss."

"Is that yo' excuse now?" Remy scoffed. "It ain' real 'cause o' yo' skin? Even if we can both feel it?"

Rogue whirled around now, and shoved him back with a gloved hand. "What did you think was gonna happen? What? Did you want us to stay there on the floor and—" Rogue colored bright red, and shook her head wildly. "'You just keep lookin' for a way out of this, like it's somethin' to get around. Meanwhile, I gotta live in this all my life! And when you do you just make every single day so much harder."

Remy stepped in close, and Rogue suppressed another whimper as she pulled away from his burning, insistent eyes. "And you keep lookin' for a way to hide. You know I love you. You know I ain't afraid to fight for you. You know there's a way for us, but you want it to be impossible, you, 'cause it's safer to hide from me."

"Hide from you, Remy LeBeau?" Rogue snapped. "You think damn highly of yourself."
"No," Remy said with a bitter half-smile. "I don't. An' if I thought the reason you hidin' from me was you ain't want this one, or you think I ain' worth yo' time, wouldn't be fightin' you. But the one you scared of is you. And I ain' gonna help you run this time."

"You—" Rogue smothered a scream of frustration, and grabbed Remy by the lapels of his trench coat. "You listen here, you self-righteous, Oprah-soundin', swamp-livin'—"

"Shh. Quiet, chere," Remy ordered, looking over her head. Rogue gasped, livid. "Excuse me, you —"

"Shh!" Remy repeated. "Don' you hear that?"

"—shaggy piece of—" Rogue stopped with effort and looked behind them, where Remy indicated. "The hall is empty. Is that the best you can do, sugar?"

"No!" Remy said, pulling away from Rogue abruptly, demon's eyes searching the empty space. "No, somethin's here. I can hear it. S'like hooves, or— laughin' or—" Remy grabbed his head with both hands. Rogue's fury melted into fear. "Remy—"

"I swear I hear it, Anna!" He turned around and looked at her with desperate, wide eyes. "It's comin' for me— comin' at us. It keeps sayin' my name."

**Library, Xavier Institute**

Scott.

Scott stopped and tensed up, closing his eyes. *My eyes are already closed; that's how I'm here. So what am I really doing?*

"Professor Summers?" Bobby eyed his teacher warily, stepping around the empty desks in the barren library. "Are you—"

"I'm fine." Scott opened his eyes and mentally willed himself to ignore Jean's haunting voice. "Keep your eyes — try and be totally aware. Last time I started seeing her out of the corner of my eyes. I think something may be holding her here. Keeping her from contacting us or getting away."

"You didn't tell Piotr that."

"No, I didn't," Scott admitted evenly. "He's already too close to this, and telling him that would have just made it harder for him to focus on the mission. We need to be clear-headed for this."

"But you told me," Bobby said significantly. Scott nodded slightly. "Yes."

The moment passed between them silently and without comment. "Okay," Scott said, looking around the library briefly. "So if you see anything, or hear anything out of the corner of your eye—"

*Scott . . . Scott . . .*

Scott swallowed hard. "Then you say. She could be here right now, and we just don't see."

**Lower Level Hallway, Xavier Institute**

Piotr turned another corner down another empty hall, and clenched his iron fists. "We have not found her, still! She is nowhere! None of this makes any sense!"

Kitty jumped slightly when Piotr turned and slammed his fist onto a wall. "We'll find her. We've
barely started looking. We don't even know what this place is."

"You're right," Piotr said heavily. "We don't. And we don't know why she came here and no one else, and wh—"

Piotr heard it first, and set off at a run, with Kitty close behind. The soft, feminine voice grew louder as they turned a corner down the hall to the Danger Room. Kitty hesitated only a moment before grabbing Piotr's hand and phasing them both inside.

"Illyana!" Piotr cried, as soon as they were within the large, echoing chamber that was the Danger Room in its resting state. "Illyana?"

"Piotr," Kitty warned softly, as the female figure in the center of the chamber turned. Piotr had been moving forward, but stopped as the tall, statuesque blonde turned and coolly looked them over.

"Interesting," the woman murmured. "And how did you get here?"

"This is our school," Kitty said, shifting her feet into a fighting stance. The woman was slim and dressed in a tight-fitting white suit that didn't make her look like a threat. But Kitty had learned not to judge an opponent by their initial appearance. "How did you get here?"

"Strange," the woman continued, stepping forward on high-heels that reverberated throughout the cavernous space. "I don't sense any psychic powers on either of you . . . Ah. Of course. Xavier. He would be able to send all of you here, powerful as he is."

"Who are you?" Piotr demanded. "Where is my sister?"

"Your sister?" the blonde raised a bored brow, and then nodded. "Oh. Is she the little Russian girl? Interesting. Very strong shields, very . . . resilient mind."

"What did you do to her?" Piotr roared, arming up fully. "Why did you take her here?"

"Take her?" the woman scoffed. "Hardly. Your little friend doesn't concern me. I'm only here for what's ours."

"You—I know you," Kitty realized aloud, reaching out to hold Piotr back. "You were at my home. You were the one who almost got my family killed!"

"Oh, please." The woman rolled her eyes elegantly, managing to look beautiful even as she was dismissively cruel. "If the aim had been your family's death, you'd be dressed in black right now."

Kitty hissed and ran at the tall woman, who simply stood there, waiting. Kitty felt the woman's hair seconds before she hit the ground on hands and knees. Kitty screamed in pain, and whipped her head around as she heard the woman laughing behind her.

"You don't know what this place is," the blonde said, causing Piotr turn and try to throw a steel-enforced punch at her face. She evaporated and reappeared behind Kitty, who was slowly getting to her feet. "You think your powers carry over here. You think — well, actually, you don't think. That's your problem. Pity." She looked over Kitty with icy blue, appraising eyes. "I thought Charles would have taught you."

"Taught us what?" Kitty spat. "Who the hell are you? If you aren't here for Illyana, what are you here for? Where is here?"

"Oh, too many questions," the woman dismissed, tsking. "And I just don't have the time. But you'll
learn, or you'll fail.”

"You'll tell us," Piotr menaced, storming over to the woman, who was dwarfed by his immense, metallic body. "Or you'll learn how it feels to be ripped apart very slowly, by someone with very good understanding of anatomy."

"How cute. Pencil me in for another time, handsome." The woman sneered as Piotr lunged at her in a fury. She evaporated, making Kitty's eyes hurt, and then her echoing, disembodied laughter seemed to come from all around the Danger Room.

"You still don't understand," she said mockingly, as Piotr and Kitty looked wildly around for her. "The mind makes this place, and the mind keeps it."

COMMERCIAL BREAK

Third Floor Hallway, Xavier Institute

"This way!" Remy yelled back at Rogue as he raced down another hall, turning for the third time. "I can hear 'em! They righ' down here!"

"Remy!" Rogue tried to call after him, as he turned and fled again. "There's nobody there!" She ran up to the turn, and looked around wildly for him. "Remy?"

"Rogue!" Remy's voice sounded behind her, and Rogue turned, looking back down the hall from which she'd come. "What in the—"

"Rogue! Chere! This way!"

Rogue whipped her head around again, and saw the flash of Remy's trench coat as he fled down another hall. "But, you—"

"Rogue! Here! They're over here!"

Rogue spun around again, seeing glimpses of Remy running all around her, as the hallways seemed to multiple. "Remy! Stop! Where are you? Remy!"

Library, Xavier Institute

"Help! Oh God!"

Rogue's scream split the air and Bobby whipped around and rushed back into the library. "Rogue! Rogue?"

Scott frowned and followed Bobby back into the empty library. He winced as his eyes began to ache. "Bobby, what are you doing?"

"Where is she?" Bobby ran in between the shelves, searching around the library's darkened corners. "Rogue? Rogue!"

"Bobby, she's not here," Scott said slowly. He did a quick visual sweep of the room to make sure, and then then turned back to his protege. "What are you hearing?"

"She's screaming!" Bobby yelled, knocking several books off the shelves. They tumbled to the ground with a muffled sound. Scott blinked, and the books seemed to fall again. "Bobby—"
"Kitty!" Bobby rushed over to one of the empty tables and flung his hands at the empty air. "Get off of her!"

Scott narrowed his eyes and walked up to put a hand on Bobby's shoulder. "Bobby, you're not—"

"No!" Bobby shoved Scott off of him, gasping and backing away. "No! I won't! You can't take them!"

Scott dodged just in time to avoid a poorly aimed blast of ice. "Bobby! Get it together! Focus! This isn't real—"

Scott.

"NO!" Scott growled and braced himself on a chair. The chair wavered in his sight. "No, it's not real. You're not real."

You're right . . . Scott . . . look . . . listen . . .

Scott tried to close his eyes against Jean's alluring, insistent voice, but found that he couldn't. His gaze tracked around the room, and out of the corner of his eye he saw Remy, running in circles. Scott could hear the Cajun's muted screams, and the echoing reply from Rogue, dim and wan, as if they were under water. When he turned to face the red-eyed mutant, Remy vanished.

Look . . . look . . . Jean's voice was soft and weak, but Scott couldn't drown her out. A flash to his left made him look up sideways, to see a raging Piotr slamming un-armed fists into a wall that faded in and out of existence. Kitty flitted in and out of Scott's site, her plaintive cries rising and falling as if received from a radio with bad transmission.

"We never moved," Scott murmured. "None of us. We're all right here. None of this is . . ."

Scott rushed forward and grabbed Bobby from behind. The younger mutant struggled to throw him off. "Let go! Let go!"

Scott held firm, locking his arms around Bobby's neck and waist. "Listen to me, Bobby! This isn't real. This place — everyone is still here. They're all right here, and they're fine. You have to snap out of it."

Bobby snarled, and ice began creeping up Scott's arms. Scott shook his head. "That's not real, Bobby. We're not really at school, your friends are not being hurt. And that ice up my arm isn't going to work."

"You—get off—" Bobby struggled, but Scott tightened his grip and pivoted them both. "Look around you!" Scott demanded. "Do you see them? Look — really look." Scott jerked Bobby roughly, not afraid of hurting him in this nether space, and Bobby gasped. "Look!"

Bobby couldn't move his head and he ground his teeth in pain against the begging and crying of his friends. Kitty was being set upon by a black, seething mass that drew slash after brutal slash of thick, dark blood from her. To the left and right, Bobby could see Piotr and Remy battling alien-like creatures and losing, while Rogue lay on the ground, bloodied and unmoving.

"Look!" Scott insisted again, with another painful jerk of Bobby's head. Bobby winced, and the images of his friends in pain shifted — it seemed as though Piotr was kicking at empty air, that Kitty was feeling around on the ground. Bobby heard their screams, and tried vainly to push Scott off. His teacher lifted him harshly off the ground and then pushed him to his knees. "Look!"
Bobby looked. The sound of their agonized screams faded, but their images grew clearer, as if he was waking from a dream. Remy was running back and forth, shouting for Rogue. Rogue stood, twirling around blindly and calling for Remy.

"We're all still here," Scott whispered in Bobby's ear. "Something is playing with us. Something else is here."

Bobby slowly relaxed, as his eyes adjusted to seeing the second level of reality before him. He moved to go towards the kneeling Kitty, and Scott released him. Bobby stepped over to her, and with each move towards her, the other, bleeding vision of Kitty faded to make way for the one kneeling and babbling.

"I can't see her, Piotr, where did she go?" Kitty patted the ground with her fingers, head jerking left and right with the voices only she could hear. "Where is she?"

Bobby knelt down and put his hand on Kitty's shoulder. She jerked her head towards him, but her eyes seemed to look past him. "What?"

"Kitty, it's me." Bobby moved so that his eyes matched up with hers. "Can you see me? Focus on my voice."

"Bobby?" Kitty blinked, and the dazed look started to leave her eyes. "Bobby, can you hear her?"

"No," Bobby said, as Scott moved over to where Remy was pacing frenetically. "Hear me. We need to stay together. We're all here together . . ."

Scott put himself in the way of the recklessly dashing Remy, and had to use more strength than he'd expected to stop him. "Stop, stop—"

"They comin', allons-y, vite! Non, je n'ais pas—" Remy continued to babble in disjointed French and English as Scott brought his strength to bear on the muscular teen. "Remy — Gambit!" Scott barked. "Listen to me. Rogue — someone get her up. Bobby—"

"Rogue?" Remy's red-black eyes finally stopped roving and settled on Scott. "Rogue — where is she?"

"Right here," Bobby said, as he moved gingerly over to where Rogue was standing. "Rogue—"

"Don't touch me!" Rogue shrieked. Bobby backed away, but Scott reached out and took her bare wrist. Rogue screamed, but Scott pulled her in. "You don't have any skin here," he told her firmly. "You can't hurt anyone that way."

Rogue whimpered for a few more minutes, looking at Scott with frightened eyes that told him she was seeing his face covered in veins. But he looked back calmly, and slowly she too began to register the others around her.

"So we have gone nowhere?" Everyone turned to Piotr at the dark, desperate note in his voice. "We have accomplished nothing!"

"Maybe not," Bobby said, as he helped Kitty to her feet. "If we haven't moved anywhere, except in our minds, maybe the same is true of Illyana."

Piotr looked around them. "You think she is here? Illyana! Illyana!"

"Wait." Rogue swallowed as she stepped away from Scott. "I thought nuthin' here was real? Only
"We aren't the only ones here," Kitty said grimly. "Me and Piotr met someone else. That woman who was at my home, who turned the town against us — she's here too."

"No," Bobby answered immediately. "It's this place, it's playing on our minds. We're seeing and hearing things that aren't there!"

"So why are we even here, us?" Remy demanded roughly, dragging his fingers through his long hair and baring his teeth. "If she ain' here, then let's get the hell outta this place, hein?"

"Wait, just wait!" Scott insisted. "Just because some of what is here isn't real doesn't mean all of it isn't. Kitty, you said you met a woman here you'd seen before?"

"Yes!" Kitty said, shooting a glance at Bobby. "One me and Piotr and Bobby have all met. And she's a psychic. She said she wasn't here for Illyana, but that she had seen her. She said something about this place being made from the mind, and the mind keeping it."

"That makes sense," Scott said methodically. "This is all some kind of mental plane, then."

"If it is all in your mind, then how did Illyana become trapped here?" Piotr asked impatiently. "And where is she?"

"Why couldn't we all see each other before?" Bobby asked, chewing on his bottom lip as he worked through the problem. "It was like something was in there, trying to keep us apart — to keep us from seeing each other."

"An' to make us see other things," Remy murmured darkly, his eyes flashing. Rogue shivered, but Scott nodded. "Correct," their leader affirmed. "Something else here has been bending us — diverting us."

"So . . ." Piotr's eyes widened and then narrowed in comprehension. "So maybe Illyana has been here the entire time. But someone has been stopping us from seeing her."

"The blonde woman?" Bobby guessed. Kitty shook her head, frowning. "I don't think so. She didn't seem interested when we mentioned her — she said she was here for something else."

Scott felt the mental hairs on the back of his neck stand up, but he rolled his shoulders and tried to focus. "If we were able to see each other eventually, then we should be able to find Illyana."

"How?" Rogue asked, flexing her arms and hands, watching them uncertainly. "If we can't even trust our minds — or, anythin' here — how can we find her? How can we know anythin' is real?"

Scott swallowed hard, the sensation feeling both solid and oddly fleeting. He could sense the others' fear — or was he projecting it onto his students? He fisted hands that were only a mental construct, torn internally by the looks of confusion and pain on Remy and Rogue's faces, the nervous shaking from Kitty, the pulsing need from Bobby, and the desperate panic welling up from Piotr.

Scott . . . Scott. Look . . . hear . . . please . . .

Scott fought against the siren pull of her insistent voice, struggling not to be pulled into the sweet delusions he knew could swallow him whole. No, he thought, and wondered at the way Bobby glanced to him if the boy had heard. No — they need me. I won't do this, Jean. I won't.

She needs you. I need you. We need you. Free us — be'ate mara — Nyet,nyet! Piotr! Brat! Pomogi
Scott tensed. The sound of Illyana’s screams broke through the sense of heat and light that had poured itself into his mind like molten gold into a forge. He wasn't sure if he'd opened whatever eyes he possessed in his liminal space, but he could see snippets and flashes of the pleading, fighting girl now, as if through slashes in the space around him. Her black hair clung to her bruised neck as Illyana scratched and clawed at the black mass roiling around her.

"Piotr, she's here." Scott turned to look at the fearful brother and pointed to where Illyana was making her desperate attempts to reach them. "She's calling for you. Something is holding her back."

"Where? Where!" Piotr screamed. Scott gasped in pain at the combination of both Rasputin sibling's cries. "Over — over there! Go to her!"

"Illyana!" Piotr jumped out blindly, and Scott watched as Illyana reached for her brother, sobbing. For a moment their hands touched, and Scott could see and feel Piotr's shock, recognition, and relief at the contact.

Then, with horrific physical impossibility that nearly rent Scott's mind to watch, Illyana was ripped back through a slit in the fabric of the world around them.

"No! Nyet! NO! Illyana!" Piotr screamed like a wounded bull. He lunged forward and grabbed at the empty air. "I know she is here! Give her to me! Fight me, you coward! Vy trus!"

Laughter emanated from all directions, vaguely masculine, vaguely metallic. Scott felt the force overshadowing him ripple around his mental form protectively, as the other mutants appeared to shiver.

"Now, that, this one heard, me." Remy tightened his grip around a bo staff that Scott could have sworn he didn't have moments before.

"We all heard that," Bobby said grimly. "Probably because whatever it is wants us to. It's taunting us."

"How do we get our hands on it?" Kitty said fiercely, standing beside the anguished Piotr, who was staring at his own hands.

"Remy—" Rogue had noticed Remy holding the bo staff. He glanced down and then whipped it around his head. "Dis is like a dream, oui? All we gotta do is want it bad 'nough."

Piotr snarled and armed up entirely. "I want my hands around his neck! Can you feel this?" He slammed his steel fists together.

The laughter sounded again, and the X-Men shivered; the empty school around them seemed to become dark, cold, fearful. "Ah, wishing and wanting. Like children . . ."

Something glimmered darkly in the center of the X-Men. Piotr's eyes widened as a slim hand seemed to reach out of nowhere. "Illyana!" He grabbed it with his metal fingers, only to have her vanish again. "No!"

"Did you think this world would bend to your whims?" the voice whispered, yet managed to make all the X-Men scream and cover their ears in pain. "Did you think hopes and dreams were all it would take to unseat me? Your minds are weak, undisciplined . . . filled with petty guilts, hatreds and loves, fears and longing. None of you can challenge me in this, my home!"
The voice broke off then, but Scott could hear it continue more softly. He realized he was gaining access to thoughts not meant for him to know. *And when I reach your world, I will more than unseat you. You will kneel.*

"He's trying to break through into our world," Scott said aloud. He reached out to grab Piotr's iron shoulders. "He's trying to use your sister to escape into our reality."

Scott felt shuddering rage all around him. Then Rogue was screaming, Remy's bo staff impaling her through the chest.

"Rogue!" Kitty shrieked in terror, while Bobby rushed forward. Remy froze, his demon's eyes darting back and forth between the collapsed Rogue and his empty hands.

"No," Scott said, as he watched Rogue spit up blood and start to seize on the floor. "No, stop. Wait." He stepped out to prevent Bobby from going to her. Bobby tried to throw him off. "We have to help her!"

"No." Scott looked at Rogue, and saw the overlay between the Rogue impaled on Remy's staff, and the Rogue clutching at her unharmed middle. "It's another trick. It isn't real. It's a distraction. Stay back."

"How can you say that?" Kitty shrieked, still gaping at the dying Rogue. Remy had started to take a halting step in her direction, and Scott ran over — or did he merely think it? — and put his hand on Remy's. The boy's body jerked, but his eyes remained fixed on Rogue.

"Concentrate, Gambit," Scott implored. "Look beyond the fear. I promise you, I can see her right now. She isn't hurt."

Scott again felt the pure, burning heat pass over him, and surge down his arm into Remy. Remy's breath caught, and Scott nodded. "You can see it, can't you?"

Remy pulled and Scott released him. Remy knelt down beside Rogue, and the scene of her dribbling blood and gore rippled and then snapped. Bobby and Kitty jumped, as the horrific scene dematerialized. Rogue gasped, as Remy put his left arm around her waist. "I could feel him . . . in my — my head . . ." she whimpered. She looked to Piotr with tears in her green-hazel eyes. "She's there! Oh God, she's in pain! He won't let her go!"

Piotr stumbled back and bumped into a table. He turned, and then ripped it brutally from the ground and flung it across the room. It hit the opposite wall in slow motion, and then burst into flames that became droplets of blood, showering the X-Men.

Again, the voice chuckled. "She is mine, Ironmade. She is no mere apparition. Her true body is here, and I can visit every horror in men's imagining upon her if I so choose. Leave this place. Leave, and your sister will be allowed to live."

"Izhets!" Piotr bellowed. "You will not keep her!"

The laughter boomed out again, and now the lights in the library flickered, and the floor warped and pooled. "You have no power here, for all your strength. Your mind is weak, metal man. And her will slowly dies . . ."

Piotr screamed denials to the mocking air. Bobby iced out at the looming darkness. The ice melted on his hands, and he screamed as they began to hiss and steam. "No— damn it— it's not real . . ."

Kitty was turning, spinning blindly. "He's everywhere . . . I can't see him, but he's everywhere—"
"She's crying," Rogue moaned, leaning back helplessly in Remy's arms. "I can hear her, but I can't help her. I can't—"

Scott felt his ankles and knees sinking into the ground as it became quicksand. He felt the press of the malevolent entity's mind on his own, as it tried to force him into submission. He fought, but he was without weapons in this world, his blazing eyes useless against an enemy no one could see.

See . . . see with me, with us, with her . . . we're here . . . Scott—

It rose in him, a thousand times more powerful than the dark power trying to push him down. It was burning and brilliant, fierce and semi-divine. Before him the air opened like curtains, like a wave, like clouds before the sun. There. Now he could see the heavy-set man who gripped Illyana, beady eyes darting from one X-Man to another as he strove to keep them locked in their separate hells.

Scott lifted his finger slowly — or was it lifted by something else? By someone else? By her? He pointed at the man in the center. Remy was the first to notice, and then Rogue, who stopped weeping. Bobby and Kitty saw him a split second after Piotr.

The big Russian didn't hesitate or hold back. He hurtled at the man holding his sister captive, who now paled beneath dark skin as Piotr ran him down. He tried to tighten his hold on Illyana, but in his terror could no longer hold the girl. She delivered an elbow to his now visible chest, and he was forced to release her. The source of all of their fears cowered when Piotr slammed his fists into the man's face. He didn't seem physically harmed when Piotr hauled him up by his neck, but his terrified eyes skittered over to Scott.

"Please," he begged. "I—I can help you. I can free you, give you form—"

Piotr shook the man who had kidnapped his sister. "Me! You look at me when you beg and cry and promise. Look at me, and know that I will not listen."

The man trembled, or seemed to tremble — to Scott, it appeared that parts of him wavered like smoke. "I only wished to leave this realm — your sister, she was drawn here — I needed her help —"

"He's lying!" Illyana's face was bruised, and she seemed to Scott more solid than anyone else present as she shivered with anger, bright blue eyes hard as ice. "He's a mad man. He pulled me here, he beat me, he tried to drive me crazy like him—he is evil man. He is evil, Piotr." Illyana bared her teeth and Scott could feel her wounded rage. "Let me kill him."

The man again looked to Scott. "Please," he said, his voice now soothing and persuasive. "There was someone else here—someone else who made my pulling you through possible—I can help you find her—"

"No." Piotr tightened his fists, and his eyes themselves seemed to become silver. "You will not help us, and no one will help you." He began to lock his hands around the man's neck and squeeze. The man started to struggle and choke, but his shifty gaze conveyed the lie to Scott.


"I don't care about morals, Professor," Piotr spat. "I am going to kill him. Don't try and stop me."

"I'm not going to stop you," Scott said, although he found himself taking one of Piotr's iron arms and pulling him effortlessly away from the man's neck. Illyana's kidnapper sighed with relief, as Scott removed Piotr's other arm. He turned and stood before the heavy, dark-skinned man who began to
kneel. "Thank—"

Scott thrust his hand forward. The molten power in him surged out and into the kneeling man, whose face finally showed terror of his own.

Scott felt joy, exhilaration, mastery, terror, love, need, and hope well up in him as the golden energy choked the man before him out of existence. He felt the pulsing need and adoration envelop his heart as it spread out from him, around him, and he touched the minds of his students. He knew the fierce pain and love that bound brother and sister through Piotr and Illyana, and the newness of love within Kitty. He felt the burden of responsibility and resignation double as he touched Bobby's dully aching mind, and then the sharp, burning desire of Rogue, and the terrible, haunting fear that coursed through Remy. Scott became them all in an instant, and yet he was just conscious of the other force within him — one that made him scream in fear and hope and love and pain. The scream became a shattering bird's cry, and it continued until he felt himself jerk away, back again in his body, as he filled the MedBay with his agonized cry of recognition.

South Lawn, Grounds, Xavier Institute

"So she's fine then?" Kitty ambled along beside Piotr. It was the first walk he had taken away from his sister since they'd been abruptly returned to their plane of existence. "I mean — I know she threatened to tell us embarrassing stories about you until your ears turned red unless you left her side — which, by the way, I will get out of her, be forewarned — but, you really think Illyana is okay?"

Piotr smiled, his face finally losening up for the first time Kitty had seen since his sister's disappearance and return. "Yes. I believe she will tell you a story about Christmas morning and a certain pair of socks . . ." Off of Kitty's look he laughed, the sound carrying over the warm fields. "I will not make that easy on you to get out of me!" His smiled wavered. "But I am still worried. This should not have been able to happen here. I should have protected her.

"You did." Kitty took Piotr's much larger hand in both of her own. "You stopped at nothing to find her. You did find her. You saved her, and brought her back."

"Professor Summers saved her and brought her back," Piotr corrected. "Brought us all back. I—I did nothing. And now Illyana —" Piotr's face worked, but he had long practice in holding in his emotions. "Now she has pain. She has been — she should not have that pain. I should have protected her from that.

"Protecting someone doesn't mean wrapping them up in a safe little ball, Piotr," Kitty said softly. "No one in this world gets that luxury. You can't keep her from pain anymore than you could keep it from me. We all love you for trying, but we don't have iron skin to hide behind, and you can't give us yours. What matters is that you fought to make sure she wasn't lost. That's what she remembers. And that's why she'll be okay."

Piotr closed his eyes. "You always are so much smarter than the rest of us put together. You see so much more than any of us. I think—I think that you are the most amazing woman I have ever to meet." He opened his eyes, vulnerable despite his immense strength. "I am every day glad I can know you, Katherine Pryde."

Kitty, once again, could think of nothing to say. And so she abandoned words and pushed to her tip toes, threw her arms around Piotr's neck, and kissed him for all she was worth. Piotr's response was at first hesitant, uncertain. But Kitty fought for what she wanted, and she wanted him. Piotr knew he was no match for the tiny, stubborn mutant. He surrendered to her as he wrapped his arms around her lower back and pulled her close. Kitty didn't pull away.
Bobby was coming across the soccer fields when he spotted them together, locked in their increasingly passionate embrace. He watched them for a long moment, letting himself grow cold enough that any tears froze up before they fell. Then he let out a long breath of frost as he turned and left them to each other.

War Room, Xavier Institute

"Kitty and Piotr say she is the same woman you encountered when visiting her parents," Ororo summarized, leaning forward with both elbows on the table as she debriefed the Professor. "They made a transcript as best they could, but I don't think she revealed much. If she even was real, and not some projection from the mind of whoever kidnapped Illyana."

Logan growled again at the reminder that one of his charges had been taken without his stopping it. "And why exactly haven't we hunted down that— thing to make sure it's really gone? I know Sid was sayin' he could figure an exorcism or rain dance or somethin' to get 'im out."

"He's gone." Scott spoke for the first time during the meeting, and the others turned to look at him. Hank lowered his glasses, and the Professor waited patiently for more. When Scott continued to look at his hands and said nothing, Xavier cleared his throat.

"Well, based on your description, it seems that this man, or entity, was trying to use Illyana to break back into our realm from one adjacent to ours. Which means that young Ms. Rasputin's powers are greater than your average teleporter. I think extra sessions on control are in order." The Professor smiled out at his team. "And I believe our students have been waiting for a promised field day for a while now."

Hank groaned. "Oh yes. And I foolishly allowed myself to be talked into being part of the dunking booth. I think Mr. Drake offered to make it nice and cool for me. How wonderful."

"Don't worry, Hank," Ororo said as she followed him out of the room. "If they become too rowdy, I can always remind them that the rain falls on furred and skinned alike."

Logan followed them out, with a quick, narrowed-eyed glance back at the Professor. Xavier nodded to him to go on, and Logan closed the door.

"Scott." Xavier watched him twitch at the mention of his name, though he still didn't look up. "You were the one who requested a private session. Are you not sure you were able to defeat—"

"It wasn't me." Scott cut Xavier off. The older man raised one brow. "No? The young team says they saw you — obliterate, was I believe the word Kitty used—"

"It wasn't me." Scott gripped the table with white-knuckled hands. He was breathing with open mouth, and when he turned to the Professor, Xavier could see the pulsing red of his aggravated eyes behind his shades.

"It wasn't me," Scott repeated, voice cracking. "It was her. Professor . . . Charles. It was Jean."

ENDING CREDITS

Promo For Next Episode: The impulsive, irascible loner, the Wolverine has now become Logan, the beloved, respected teacher and leader of the X-Men. But when his past returns with a vengeance, he will have to decide if whether to protect the ones he loves, he must abandon the only place he has ever called home.
"So!" Logan boomed out over the assembled X-men as they ranged over the lawn, slowly cleaning the fields. "What did we learn from this?"

"I dunno," Bobby said as he shoved broken bottles into his trash bag. "That Remy sucks as lookout?"

"Non!" Remy protested, as he kicked cans into the bin Sid held open, lightly charging them so that they popped inside like muffled gun shots. "Ce n'est pas ma faute! TinMan was s'posed to be de one takin' care o' de security!"

"Yeah, but you were supposed to be watching the kids," Kitty reminded him, as she phased a knife out of the trunk of one of the smaller trees. "Not playing 'Live Action Bottle Rocket' using them as the bottles and your powers as the rocket fuel. David got stuck upside down in that tree."

Sid snorted, and then looked sheepishly away at Logan's glare. "Sorry. But if you had seen it—"

Logan's eyebrow raise alone was enough to shut Sid down. "He could'a hurt the kids," he growled. "You're supposed to be setting a good example for them — keeping them safe."

"None of them got hurt," Rogue said softly, almost absently, as she raked some of the trash littering the ground into a bag. "And they seemed to really love it."

Logan's frown deepened when he saw the Cajun's head whip around and try desperately to catch Rogue's eye. She continued to look down, but the expression of growing hope in Remy's grin made Logan give another growl. "I don't know what it takes to get you to realize that you got a responsibility to—"

The scent reached Logan's nostrils a second before the scream did. "No," he whispered, for a rare instant unable to react. Sid was the first to move. "Jubilee!" he screamed, racing off in the direction of her cries. Remy was off like a shot after him, and the rest of the young team followed at breakneck speed. Logan felt himself move as if through molasses, each step painful as it brought him closer to the scent of blood.

Logan screamed himself through grit teeth when he came close enough to see Jubilee sprawled on the ground, clutching her bleeding stomach. He stumbled to his knees beside her.

Sid desperately tried to staunch the bleeding. "We have to get her inside—"

"Oh God, oh God," Kitty whimpered, as Remy pulled off his shirt, ripped it in two and handed it to Sid. Sid used it to wrap up Jubilee's stomach. Rogue clenched her gloved hands, shaking as she looked at Jubilee's pale, pale face. "Juju . . ."

"Gambit, go to her shoulders with Sid," Bobby instructed, "Piotr, with me. Kitty, go under her, we have to keep her back straight . . ."

The sounds of his students voices faded as Logan's ears sought out the source of the attack. His
blood pumping through his veins, making him heave like the animal he still was, Logan listened. There. Off in the distance he could hear it — the pounding feet of the other animal, its scent and violence mirroring his own.

TITLE SEQUENCE:

TITLE SONG: "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Kitty Pryde: Ellen Page
Piotr Rasputin: Enver Gjokaj
Jubilee: Julia Ling

Written by Jonathan Glassner
Directed by Joss Whedon
Created by Joss Whedon

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War Room, Xavier Institute

"It was him, Chuck." Logan paced like a caged version of his namesake, muscles bulging as he flexed them uselessly. "I know Sabertooth's scent. I just don't understand why I didn't sense him sooner! Damn it!"

"How did he get past the defenses?" Ororo asked practically, as Xavier rubbed his head and Scott stared down at the floor.

Logan bristled. "The damn — party, the kids threw. They busted part of the internal wiring for the nets and the alerts. He must have slipped in, somehow." Logan closed his eyes, tried to calm himself, and failed. With a roar, he slammed a fist into the wall. "And now the kid is in the MedBay, bleedin' out her guts."

"Hank says there's a good chance she'll make a full recovery," Ororo soothed, unnerved by the
"You can't blame yourself, Logan."

"Bullshit, 'Ro," Logan snapped. "The only reason he's here is because I am. Anything that happens to Jubilee — it's on me."

"How are we gonna deal with this?" Scott said. Logan grunted, but Ororo narrowed her eyes at their long-time team leader. Something in his tone, and the sardonic half-smile he gave, made Ororo uneasy. "Call out the cavalry?"

"No," Logan decided with yet another growl. "This is my deal. I'll deal with it. Just keep everyone else inside the mansion. I will hunt him down. I will kill him. No one else needs to be a part of this."

MedBay, Xavier Institute

"You'll be okay, alright? We're all right here," Sid said, rubbing the unconscious Jubilee's hand as he knelt at her bedside. "You just focus on getting well. Just keep breathing, keep, uh, keep resting — you'll be fine . . ." 

Hank bit his lips gently with his deadly fangs, watching the boy continue to speak to the silent girl as he had for an hour. He turned to his other students, who hovered nearby, and cleared his throat softly. "All there really is to do now is wait. She's stabilized, and the healing process is going to take time."

Kitty swallowed back a sob, her face wet with tears, and clung more tightly to Piotr. Remy swore in soft French, while Rogue looked away. Bobby met his teacher's eyes and nodded. "We want to know exactly what her status is, and whenever it changes, please, Dr. McCoy."

Hank smiled wanly. "Of course, Bobby."

Bobby watched, steely, as Hank moved back over to Jubilee's side to adjust her IV. He turned around to the others, and murmured, "We can't let this happen again. This is our fault — we should have been paying attention, we should have — we have to do something."

Kitty laughed a pained sob. "Do what? Go out and look for her attacker? You think Logan will let any of us out after this?"

"We need to secure the perimeter, guard the entrances and exits, keep the school locked down," Bobby stated sternly, listing the actions to be taken in a clipped, hard voice. "We have to keep everyone safe, and we have to make sure no one else—" His voice trembled, for a moment the boy breaking through the man, before he plowed on. "We have to make sure no one is — hurt."

"I agree," Piotr said supportively, subtly loosening his hold on Kitty. "We must take precautions. We can do nothing better for Jubilee now. It is best if we . . ."

Remy had been waiting for the moment when the anxious, skittish Rogue would make her move. When the discussion between Piotr and Bobby deepened she slipped away to the door. Remy let her get out into the hallway before making himself known. "You ain' t'inkin' o' goin' out by yo'self. I know that, sure 'nough. Hmm?"

Rogue stopped up short, before turning around, her jaw stern. "Logan is gonna go out lookin' for him. Remy, I know this mutant. He's worked with Magneto, and he's come after me before. Logan saved me. I have to help him. Don't try to stop me."

"Never said I was gon' stop you," Remy said, walking up to her slowly, hands in his trench coat pockets. "Said you wasn't goin' alone, oui?" Rogue opened her mouth to protest, and Remy took
another step in, closing the distance between them. "Ain' gon' back down on dis, chere. Kills this one
to see lil' Jubilee laid out like that. Ain' gon' watch it happen to you."

Rogue felt any answer she might have had catch in her throat. When she spoke, she was proud of
herself for her steady voice. "Fine. But don't make me look after you. I can't be worryin' bout both
you and Logan at once."

Remy grinned. "Wouldn't dare, gal."

Professor's Study, Xavier Institute

Scott grit his teeth as he made himself wait outside the Professor's study. He could hear Xavier
within, speaking in low, slightly agitated Japanese. Scott tried to breath through his nose and control
the waves of emotions that had been threatening to drown himself for days now. But his patience
was worn thin after half an hour of holding back. "Screw it," he mumbled roughly, and forced his
way through the door.

"Hai, wakarimasu," Xavier was saying into his phone as he looked up at Scott, and Scott could see
the man's irritation. "Chotto matte, kudasai — Scott, please. I am in the middle of a very important
call."

"This is important, Charles," Scott said, knowing that some of his desperation was leaking into his
voice, his lack of control beginning to show. "And it's been important for a while, and you haven't
made time for it, so I'm sorry, but I'm making it now."

"Shazai shimasu," Xavier said into the phone, before pressing a button. "Scott. What do you expect
to accomplish by this?"

"You don't have to ask that," Scott said bluntly. Xavier sighed. "Scott. I cannot contact the dead—"

"I'm not asking you too," Scott snapped, striding forward and placing both hands on the Professor's
desk. "She's out there, Charles. She's alive — in some way, somewhere."

"Scott." Xavier closed his eyes. "I had hoped to help you deal with your grief, and so to—"

"You said yourself she became more powerful than any mutant alive," Scott cut off feverishly. "That
we've barely scratched the surface of what the human mind is capable of — right? A few years ago
alien contact would have seemed impossible. We would have seemed impossible! So how can you
act like Jean's continued existence isn't possible?" Scott was heaving, but he felt a manic grin pull at
the edges of his lips. "This isn't grief, Professor."

"No, Scott," Xavier said sadly. "It's hope. And I know how seductive that can be. But I cannot
courage you in it. It would be unethical, for me, to lead you deeper into what can only bring you
more pain."

Scott blinked. "How . . ." He had to pause to draw in breath, realizing he had lost it. "You can't
make that choice for me. Don't — bullshit me, Charles. This is my life, my choice!"

"Yes," Xavier said, his crisp accent icy now. "And so you can choose to pursue it alone."

Scott curled his fists and for one wild moment considered hitting his mentor of over 20 years. He
could see in Xavier's eyes that the older man knew it as well.

What are you going to do, Scott? Xavier asked silently and calmly.
For a few mad seconds, Scott thought clearly of violence. He half-expected to find himself frozen through the power of the Professor's incredible mind. Instead, as he glared down at Charles Xavier, Scott saw before him a weary old man, more unable to help than unwilling.

"I am sorry, Scott," Xavier murmured aloud.

Scott just bit his lip as he backed slowly out of the room, his eyes pitying and accusatory. Through the closing door, he could just glimpse Xavier drop his head into his hands.

**Dunn Park, North Salem, New York**

"Sabertooth!" Logan roared, pacing through the forest floor without bothering to hide his steps. "Sabertooth!" he screamed again, sniffing harshly to try and narrow down the diffuse scent. "Saber—God," he cut off, muttering. "Where did you get that stupid name?"

Logan tried to ignore the little voice in his head that whispered, *Probably the same place you got yours.* "Shut up," he grumbled to himself, as he finally caught wind of the scent. "You ain't Charles. Don't have to listen to you."

Logan jogged through the woods now, smacking branches aside, letting thorns rip into his regenerative skin. "I got you now," he snarled, grinning ferociously as he leapt over a fallen tree trunk, the scent thick in his nostrils. "I got you now."

Logan turned a sharp corner, taking a leap through bushes and into a clearing. His eyes widened when he saw the figure standing against a large oak tree. "Ha — tired of runnin'? Or finally ready to —"

The measurements were wrong. Sabertooth was a big, burly, mammoth of a man—if he could be called a man at all. This body was—

"A boy." Logan stumbled, sickened as the scent of blood choked him again, for the second time that day.

"No. No, no, NO!" He ran forward, dropping to his knees and trying to prop up the boy. But the corpse slumped into his arms. Shaking and biting back screams, Logan forced himself to look at the face.

He didn't know him. It was relief and horror all at once. The boy was black, small, wiry; he looked to be around twelve or thirteen. A child. A child he'd never met, but who had been slashed to pieces, his face macerated, the contents of his stomach now rancid and covered with maggots as they spilled over onto the grass and dirt. A child he'd never met, but one who had been found and killed because of him.

Logan's eyes refused to close. He couldn't stop the burning and the tears, so he turned his head to the side and let his body shake with fury and pain. He gripped the blood-stained clothes until his fingers ached, and welcomed the pain of his claws unleashing as he emitted an inhuman scream.

**COMMERCIAL BREAK**

**Just Outside Xavier Institute, North Salem, New York**

"Alright den, chere." Remy stood up and dusted off the dirt from his landing on the outside of the protective fence around the Institute. "You got any idea where Logan run off to, you?"
Rogue frowned and folded her arms. "Last time he went off to Alaska for months."

Remy raised both brows. "Well — must say. Can track jus' bout anybody in cities or towns, but . . ." He scratched his head. "No' sure how well I can track a man like Logan if he decide to run up into de mountains. Can' say I'm all that great with wolves or bears, me."

"You ain't gonna track him," Rogue said, pulling her gloves on more firmly. "I am."

Remy's brows went up again. He whistled as he followed her out into the trees to their left. "Well, now. Must say this one is impressed. You been holdin' out on me, chere. Since when you got dese skills I ain' seen?"

Rogue tried and failed to keep a quick smile from her lips as she swiftly located the broken branches and cut trees that indicated where Logan had passed. "Some of it he taught me. Some of it . . . is from the time I absorbed him."

Remy snorted. "What — he get on you nerves so much you just had to stop him, hein?"

"No." Rogue's tone went icy, as she carefully stepped around a moldy birch tree. "It was when I had just got here. He was — it was night, and I went to see him, and he was dreamin', and when I got too close he—"

Rogue swallowed instead of continuing on a shaky voice, but Remy nodded in understanding. "He cut you? He hurt you?"

"He didn't mean it," Rogue said immediately, kicking aside a rock blocking their path. It hurled ten feet to the right and smashed loudly into the trunk of a maple. Remy fixed his gleaming red eyes on Rogue as she pivoted to stare him down. "He just woke up surprised, is all. He didn't expect me to be there, but I was, and he — he — I had to touch him. To take his powers. Borrow his powers."

"Course you did," Remy said with a Gallic shrug. "Seems like you both turned out fine, mais oui? Hmm?" He cocked his head at Rogue's expression. "You ain' feel right bout dat? Don' see him blamin' you fo' it."

"I coulda killed him," Rogue said. Somehow it came out weak and soft, more afraid than angry. "Meanin' it or not."

Remy nodded softly as if considering her words, and then walked over to her. Rogue took a step back, and bumped into a young sapling. Remy caught her arms to keep her from falling, and she pulled away as soon as she could stand. "You too hard on yo'self, chere. How is it everybody see dat but you?"

"Hard on myself." Rogue smiled bitterly. "Which self? Right now I can hear bits and pieces of Logan in there, tellin' me how to smell, where to look to find him. Somewhere behind there is Bobby, talkin' about how I gotta focus on the mission." She let out a slow, controlled breath as she raised her emerald eyes to meet Remy's fiery ones. "Somewhere in there is even a bit of you. But he's a lot quieter than the Remy I know; hard to find." She watched as Remy flinched slightly, looking away for a split second. She cracked a pained smile again. "You say you love me. How do you even know me?"

Remy opened his mouth to snap back but Rogue was already pulling away. "Over there. I can sm— I just know. He's there."

"Anna—"
"This way," Rogue said as she moved deeper into the forest. "We can catch him if we hurry."

Dunn Park, North Salem, New York

The ringing finally made Logan let go of the body of the boy. He laid the unknown kid carefully on the ground, before taking out his phone. He clicked it on but didn't speak.

"Logan?" Scott's voice was sharp and shrill. Logan pulled the phone away from his ear. "Logan?" Scott repeated.

"Yeah." Logan found he could look slightly above the body of the boy.

"Logan, it's Rogue and Gambit," Scott said bluntly. "We can't find them in the mansion."

Logan blinked, for the first time since seeing the body. "What? What did you just say to me?"

"They aren't here," Scott repeated, his own voice agitated. He sounded as though he was running. "We've searched the whole mansion, but Hank was focused on Jubilee, and Ororo was monitoring the younger kids. We didn't think it would be one of the team that would get out."

"No." Logan got to his feet, wincing as for once his knees creaked. It was almost as if he were old. "No — Chuck — Charles — the Professor! He couldn't have let this happen."

It sounded over the phone as though Scott came to a stop. "The Professor has been locked in his office for hours, talking on the phone in Japanese. He hasn't come out."

"What? No, he— dammit!" Logan stumbled, banging into an overhanging branch. "He wouldn't let this— what the hell is going on?"

"I don't know, Logan," Scott confessed, through gritted teeth that were detectible over the phone. "He isn't — he isn't addressing things, he isn't answering questions. He just kept babbling in Japanese, with people I've never heard him speak with before, and—"

Scott's words twisted and fell away as Logan was struck by a blinding headache. His vision blurred.

"Itsu . . ."

"Boku no koto aishiteru?"

"Hai."

Logan fell backwards, as snippets and flashes assaulted him. A beautiful woman, smiling at him, laughing widely, the ocean behind her. A feeling of happiness, of peace. Then, the awful, well-known sensation of something missing, and emptiness in his head where the name and identity of the woman should have been.

"Logan? Logan! Dammit, did you hear me?" Scott's voice phased back into Logan's awareness. "Logan—"

"I can't." Logan let the phone drop from his bloodstained hands. His claws sawed in and out of his fists, reopening the wounds again and again. "I can't—"

"Remy!"

Rogue's scream cut like a knife through his skull, but it pulled Logan back to the world around him. He started forward, fumbling through the underbrush clumsily. "No." He began to pick up speed as
he picked up their scents. "No." He slapped away branches, and jumped, two-footed, over fallen logs. He raced through the forest with the skill of one who belonged there, and when the screams drew him in, he unleashed his claws. He saw the three figures in the clearing through the trees, Remy's red-purple flashes followed by explosions of wood and answered with bellows so like Logan's own. Logan took a leap and slashed an X with his claws in the two slim trees in front of him to part his way. He shot forward with his mutant agility, landing on a roll in the middle of the fray.

"Let her go!" Remy screamed, throwing a charged card that almost hit Logan in the face. Logan's head whipped around as it exploded. He crouched, frozen, trying to process the scene in front of him.

The man that held Rogue had claws like Logan's; he held his fist so that his right set's four blades threatened Rogue's throat. The left hand set of claws — Logan recognized with a horrific twist of his stomach — were already thrust through Rogue's left side. The man stood like Logan, his feet braced apart in the same way. His short form was muscled like Logan, and his scent had the same kind of animalistic musk.

"You're not Sabertooth," Logan said slowly.

The man turned to him, and Logan saw that he wasn't quite a man at all — more a boy. He looked close in age to Rogue, who was choking and gasping in the grip of his arm and his claws. "No," the boy said. His voice was accented — Logan realized he could place it as Japanese. "I'm not that."

Rogue gasped, blood dribbling out of her mouth. Logan sensed the movement behind him, and caught Remy as he tried to run at her. "He's killin' her!" Remy screamed, hoarse-throated. His red eyes burned, and Logan could feel the energy reverberating throughout his body as he held him back. "I'll kill you! Je vais te tuer! Tu es mort!"

The boy smiled. He was handsome, with mixed Asian and Caucasian features, and long, shoulder-length black hair. He leaned slightly backwards, and Rogue sank back more onto his claws. "I can feel her heartbeat," he said, in a voice that was cold. Dressed all in black, Rogue's blood blended into his shirt. "It is getting slow. Just a few inches to the left, and I'll end her pain." He looked at Logan with blue-green eyes. "Should I be merciful?"

Logan held Remy back, having to fight hard against the straining, furious Cajun. "Whoever you are," he began. "We—"

"Why?" The assailant wore an expression of uncontrolled fury so horrifying it made Logan shiver. Then the unknown boy broke into another grin. "Another one of yours, is he? Good. And what about the little one — the Chinese girl?" He grinned manically. "Is she dead yet?"

"Why are you doing this?" Logan growled loudly. Remy tried to make a break for Rogue, and Logan yanked him back harshly. "Think," he hissed quickly into Remy's ear. "Wait."

"Why?" The assailant wore an expression of uncontrolled fury so horrifying it made Logan shiver. Then the unknown boy broke into another grin. "Because I like it. Because you deserve it. You deserve to be followed by a trail of dead bodies wherever you run. All your little children." He pushed his fist forward so that the claws pressed deeper against Rogue's throat.

"No!" Remy growled, and Logan had to use all of his strength to keep the boy from twisting out of his hold. Logan kept his eyes on that of the unknown attacker, so that he wouldn't notice Rogue's
"I don't know you, bub," Logan said evenly. "But if you know me, you know what you're doin' is buyin' a first rate way to die."

"Oh, I do know you!" the boy boasted. "Better than you know yourself, James. I've been waiting for years now to hunt you down."

Logan let go of Remy, who moved to the side, heaving and tightly wound, but having caught on. Logan spread his arms as he took a step forward. "So here I am, kid. Take me on."

"Kid?" The boy spat. "Kid? Now you think to call me that?" He pulled Rogue in closer, showing off her pale face and lolling eyes to Logan. "This is a kid. Your kid. One of your precious children that you mentor and teach and love. He moved his face closer to Rogue's increasingly pale one. "You know what else she is? Meat. I'm the butcher. The cleaver. I'm the on—"

Rogue had been saving her strength, signaling with her eyes to Logan. When she made her move and slapped her bare hand against her captor's face, Logan was ready. The attacker gasped as Rogue drew from him his own abilities and strengths, black veins sprouting all over his face. He retracted his claws and stumbled back, releasing Rogue. Remy rushed forward and caught her as she fell, and Logan barreled forward at the unknown boy.

Still reeling from the effects of Rogue's drain, the boy took a slash from Logan's claws across his unprotected chest. He contracted and then slashed back, the claws of his left hand coming together with Logan's with a ringing that echoed around the woods. For a split second they held, each testing the other's strength. Logan saw out of the corner of his eye how the blood on the boy's shirt lessened to a trickle, the cuts on his skin closing up rapidly.

With a growl, Logan whipped his head up and pivoted just in time to dodge a blow from the boy, turning to the side to narrowly avoid being impaled. Logan directed a punch towards the boy's seemingly unprotected head, and then suddenly found himself sprawling on the ground, courtesy of a spinning back kick he hadn't had the time to block.

The boy sheathed his claws and grinned. "Too slow, old man? What a disappointment. To think, I had hoped for a real challenge when we at last met."

Logan seethed, and flipped himself back onto his feet. He feinted to the left, and then came at the boy fast and hard, with targeted slashes and jabs of his claws. The boy neatly dodged and blocked all of them, catching Logan's claws, blades up, in both hands. Gritting his teeth, the boy brought them together, body-to-body. Logan's eyes widened as he breathed in the other's scent, felt his similar strength. The boy let out a long, low sound of exertion and then whispered harshly to Logan. "Watashi wa anata no hōfukudesu."

Logan's eyes were still wide when the boy wound up and kicked him hard in the chest. Logan flew backwards, scraping up dirt and grass as he landed. He groaned, feeling soreness and pain like he hadn't felt in years. He shook himself off and hurried to his feet to run after the assailant.

"Dieu, hell — hold on, chere. Oh Jesu, Rogue—"

Remy's words stopped Logan mid-run. His blood was still boiling, his head pounding, his heart still beating fiercely with the need to go after the boy.


Logan closed his eyes and fought through the flashes that played behind them of a small house by
the sea, of peacefulness and love, and then of gaping holes. Then he turned and sprinted over to where Remy lay, clutching a pale and gasping Rogue. Logan knelt down and took swift inventory. The wounds where Rogue had been impaled were half-closed, but they still oozed blood. "She's still bleeding internally," Logan summarized.

"Sh— she was healin', but she stopped," Remy stuttered, his gloved hands shaking as he tried to put them over her wounds. "She's coughin' blood."

"We'll never get her back to the mansion in time," Logan muttered, and found himself grabbed by the neck. "Heal her!" Remy demanded, his broken voice somehow still capable of yelling loud enough to bruise Logan's ears. Logan shook with the force of the boy's red-purple energy, and for a split-second he was almost afraid of the wild, demonic fury in his blood-red eyes. "Don' you let her die, or I swear—"

Logan broke the boy's hold, and snapped out a hand to catch Remy by the throat. "Don't threaten me today, kid." He squeezed Remy's throat, and the energy buzzed painfully up his arms. Rogue moaned weakly, and Remy's panicked red eyes grew wider as he turned to her. Logan let the boy go, and reached his hand out carefully to touch Rogue's face, wincing in anticipation before pressing his skin to hers.

"God, I hate this," Logan managed, before the pull of Rogue's mutation robbed him of speech. He was dimly aware of falling down on the forest floor as she drained him, his own blood mixing with another's.

**COMMERCIAL BREAK**

Rec Room, Xavier Institute

"Remy!" Rogue laughed loudly, shoving the deviously grinning Cajun aside with an exaggerated expression of mock anger. "Ain't I told you to watch your mouth around me, boy?"

"This one does!" Remy protested, as Kitty whispered something to Piotr, who uncharacteristically giggled. "Jus' don' know why you be so angry at me all de time. Ain' said nuthin' bad, me."

"Guys, guys," Bobby reminded them, nodding his head to the right. "Here she comes."

Sid walked into the Rec Room supporting a shaky but smiling Jubilee, and the other five mutants applauded and stood up. Remy and Bobby both gestured grandly for her to take a seat on the couch.

"Guys!" Jubilee protested, as she was escorted over to her throne. "I don't want you all treating me all delicate and weird. I'm not a freakin' invalid."

"We decided we'd give you first choice on all video games for the two weeks Hank says you need until you're fully healed," Sid announced.

"I am an invalid. In pain. Tremendous pain." Jubilee snapped up the controller and grinned around at everyone. "Halo? Now please?"

From his vantage point in the front hall, Logan watched the young team reabsorb Jubilee easily into their fold. He nodded to himself before hoisting his pack up over his shoulders and turning to head towards the door.

"You don't have to do this, you know." Ororo repeated it for the fifth time that day, as she walked up behind him.
"Yes, I do." Logan didn't bother turning around. "Even if he doesn't try and come back after me, the —" Logan was glad he was turned away, so that the weather-witch couldn't see him flinch. "The boy he killed. It'll look like it was done by me. I gotta take the heat on that with me. I'll solve this, far away from any of you here."

"And then?" Ororo asked. "Will you be back?"

Logan looked to the door, and didn't answer. "Well," he heard Ororo murmur "I think there's one person you should tell before you go."

Logan bit the inside of his mouth as he heard Ororo's footsteps fade, and another's set hurry up behind him. "Hey, kid."

"You're leavin' again," Rogue stated. It wasn't a question.

"You ain't gonna try and talk me outta it?" Logan asked, turning to face her and raising a bushy brow. Rogue shook her head softly. "No. I got you up in my head, remember? I know there'd be no point."

"Sorry, Stripes. Wouldn't wish me on anyone," he said, gently tugging on a piece of her white hair. They shared a smile that slowly faded as Rogue stared him down. "I got him in my head, too."

"I know, kid."

"I could — if you need me to tell you things," Rogue began, but Logan shook his head, his jaw hard. "I know all I need."

Rogue waited for a moment, before carefully murmuring. "He's your son, isn't he?"

Logan nodded slowly, processing the strangeness in hearing it spoken aloud. "Yeah."

"Are you gonna find him?" Rogue asked, her sweet accent achingly vulnerable. "Do you— know what you're gonna do if you do?"

"Can't say. But if he's focused on me, I can't be here," Logan asserted. He swallowed through the lump in his throat. "He knows me better than I know him. He went after— I need to sort this out, kid. Myself. But I'll be back."

"I know," Rogue said, with a small smile, surprising Logan. "Oh yeah?" he said, huffing a laugh. "Guess you know me better'n I do, then, huh?"

"I guess I do."

Logan warred with himself for a long moment, and then pulled Rogue into a quick, careful hug. She extended it, tugging him tightly and making him grunt with discomfort. "Urgh — right. Forgot you got that — extra strength." He ruffled Rogue's hair when she finally let him go. "You gone and grown all up on me, kid."

Rogue rolled her eyes, and Logan cleared his throat to break the moment. He gestured awkwardly over to the Rec Room. "Better go and take care of the Cajun before he comes over here and makes a scene. Might have trouble shakin' him off for a while after that."

Rogue shrugged, but Logan could see her pleased blush. "Yeah. Be seein' you, Logan."

"Yeah," Logan acknowledged, and watched the young woman walk back over to rejoin her friends.
"Mmm-hmm," he grunted, clearing his throat again. *Right.*

Turning, the Wolverine quietly slipped out of the mansion.

**ENDING CREDITS**

**Promo For Next Episode:** When Sid receives a dream of warning about his family, the X-Men head out to Tornado Alley. But with all their power, are they any match for Nature herself? Or will they lose one of their number fighting the fury of wind and sky?
"Hit me."

Sid ran his fingers tensely over his cards as Remy dealt out to Piotr, Jean-Paul, and Bobby. "Um, guys?" Sid mumbled, coloring red with embarrassment. "I know I should know this but . . . what are we playing, again?"

"Playin' fo' keeps, homme." Remy flipped two of the cards in his left hand, dealing out a second, extra round. "Playin' for high stakes."

"Um, okay," Sid said, blinking. "But, uh, what are the rules?"

"Rules?" Remy chuckled, and looked up. His eyes gleamed all black in a face pulled so taut over his bones Sid could see the outline of Remy's skull through his greyish skin. "Only one rule, mon ami. What death takes, death keeps."

"Grim." Jean-Paul rolled his eyes and laughed, elbowing Remy. The Canadian mutant seemed to Sid to switch rapidly from laughing and in-motion to corpse-still. "Hurry up and wait already, oui?"

"Can't keep acting like it's the same," Bobby muttered. The designated team leader was almost entirely encased in ice, staring down with empty gaze at his portion of the table, where his cards were incongruously on fire. "No point in it. No point . . ."

"Forge, hmm?" Piotr tapped Sid on the shoulder, smiling widely. "You should be running, da?"

"Huh?" Sid pulled his gaze away from the frozen, muttering Bobby. Remy was now flicking the same ace of spades at Jean-Paul repeatedly, while the Quebec native tried to catch them with fingers of disintegrating bone. "What?"

"For the cellar," Piotr said amiably. "You should be headed to the storm cellar, eh, hoss?"

That was when Sid heard the warning hiss of the building winds behind him. How could he have missed them before?

"Run," Piotr said, in a voice not his own. "Run for the cellar. Deep, deep underground."

Sid gasped as he raced down the hall, deeper and deeper into the Institute. Panic swelled in him as the rising winds chased him, tugging on his clothes and trying to drag him back. He had to fight his way through the students streaming in the opposite direction, out into the sunlight and the waiting storm.

"Jubilee!" Sid stepped in front of his friend, who wore her hair in two pig-tails and swung her backpack carelessly around her shoulder as she headed out towards the twister. "Good, I found you! C'mon! Inside – we have to find the storm cellar. I know I left it somewhere, I just have to remember when. It was just a while ago. Help me find it!"

Jubilee laughed, rolling her eyes and bouncing on the tips of her toes. "You always worry too much, F-G. What would we do without you? There's an ice-cream truck outside, the last one of the
"No!" Sid grabbed her arm, gripping her tightly. "No, you can't go outside! The storm's coming! We have to be underground!"

Jubilee rolled her eyes and pushed him off. "So dramatic, Sid, God. I'll just be a second, then I'll come back inside. See ya!"

"No, No!" Sid screamed after her, but Jubilee walked out into the bright sunlight, and was swallowed up by the raging twister. Sid's heart pounded with fear that nearly felled him. Gasping for breath, reduced to the animal terror of his childhood, he tried to outrun the tornado. He slipped on the highly polished floor, and screamed and heard the sound swallowed up by the hungry storm. Casting around for anything to hold onto, he banged into an open locker. Muscles screaming, he dragged himself inside it, and shut the door against the heated, furious air.

He stumbled down the dark stairs, hands outstretched, until he made contact with another door. He shoved it open desperately, and found himself on the lowest levels of the Institute.

"You should have been down here earlier," Ororo chastised him as she walked up on his right. Her eyes shone pure white, as a cocoon of breezes twirled around her like a shield. "You know better than that, Sid."

"We have to get underground!" Sid panted, soaked in sweat, hands shaking uncontrollably. "No one else would listen!"

"Well, that is your job," the weather-witch chided. "I hope you do better than this on the test, or you'll get a D. The Danger Room's the place, of course. Down here."

Sid stumbled after his teacher as she progressed down the hall. Even this deep below the surface, Sid could hear the wailing of the tornado. This would be a hell of a twister.

"Here we are." Ororo opened the door and walked into the room, forcing Sid to trot faster to keep up. He barely managed to get inside before the door slammed shut behind them.

He laid his forehead against the comforting metal of the Danger Room walls, and let out a long sigh. Safe, deep, underground.

The wind slammed him into the walls so hard it robbed him of breath. Sid felt shock, then horror, as he turned around and was plastered to the metallic walls by the seething, writhing tornado eating up the heart of the Danger Room.

"There's something wrong!" Ororo yelled over the cacophony, as the twister ripped up tiles and spun them wildly in all directions. Sid ducked one, narrowly avoiding being impaled. "No, you think?"

"I can fix it. Watch and wait and witness." Ororo strode forward, arms upraised. She seemed to glow from within, her white hair beaming like a second sun, as the winds around her fought the tornado. Sid winced, shading his eyes with one hand, as Ororo slammed her right hand forward. Her winds shot out at her silent command, striking at the heart of the twister. For a moment they broke through, revealing the dark, black figure in its center. Then, like a magnetic void, the blackness emerged. It surged forward and wrapped around the weather-witch. Sid screamed, his hoarse voice no match for the echoing winds, as she fought, failed, and was sucked inside.

Sid tried to force himself forward, but a fear beyond the one of his childhood held him back. He sunk to his knees in shame, as the monster continued to devour his home.
"It ain't right," the old man said. Sid, nearly paralyzed with shock, only slowly recognized the sounds of his grandfather's voice. "Grand—Gran—I can't . . ."

"It's not a twister," old Naze confirmed. Sid could only see the shaman's feet and legs, but he could smell the mixed scent of tobacco and engine grease his grandfather always reeked of. "It's somethin' else. Can't put my finger on it. You could, if you tried."

"I—can't . . . I don't . . . I don't know what's going on," Sid choked out.

"Well, no." Naze snorted. "How could you? You ain't here. Too bad. Too damn bad." He looked down at Sid, and Sid finally forced himself to raise his head. The look of disappointment in the old man's face was hideous.

"Too bad," he repeated. "If you hadn't left, your family might still be alive."

Sid couldn't answer: his screaming made no echo over the howling winds. Even when he shot upright in his bed at the Institute, covered in sweat, his mouth open, no sound escaped.

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**TITLE SEQUENCE:**

**TITLE SONG:** "Evolutionary" Composed By Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen

Cyclops: James Marsden

Beast: Kelsey Grammar

Rogue: Anna Paquin

Gambit: Taylor Kitsch

Iceman: Shawn Ashmore

Kitty Pryde: Ellen Page

Piotr Rasputin: Enver Gjokaj

Jubilee: Julia Ling

Guest Starring

Alex Gonzalez

And

Graham Greene
"Urgh, you have no faith in people, Jean-Paul!" Kitty tried valiantly not to pout as she glared up at the tall, handsome mutant relaxing on his back on the pool table. "People would dance if we had the party!"

"Girls would dance," Jean-Paul corrected dismissively, with a shake of his head. He ran his fingers through his luxuriant hair, dyed red with silver highlights this week. "And I'm only calling it dance because I'm a generous, forgiving kind of boy."

"Excuse me? I know you're not talking about me like that!" Kitty stepped back and spun defiantly on her toes, landed gracefully on her left foot, and then kicked up her right so that it just brushed over Jean-Paul's head. "Yeah – if you're being generous you only have to admit that I'm fantastic. And, like, second, Remy is a boy, and he would totally dance!"

"Remy barely counts as male." Jean-Paul snorted. "He's not a boy: he's a man-shaped fiend formed out of swamp-water and chicken grease."

A glowing purple-red pool ball bonked Jean-Paul in the head, bursting with a pop in his vibrant hair. The Canadian mutant yelped and jumped up, swearing in French and smacking his head to put the fire out. Kitty shrieked a laugh as Jean-Paul turned to glare across the table. "How dare you try and destroy this hair because I speak the truth? Do you have any idea how much effort this takes?"

Remy casually dusted the top of his pool cue, blowing it lightly to remove the excess chalk. "This one is apparently a gizzard guzzlin', non-male, greasy, swampy fiend-creature, oui? Can' spect po' old bayou-trash me to have manners."

"I'm more than ready to teach you some manners," Jean-Paul said, narrowing his eyes at the other French-speaking mutant. Remy grinned and began to twirl the pool cue daringly. "Any' time, hein?"

"Remy, watch it!" Kitty yelled, a second too late, as the whirling pool cue whacked a sleepy Sid in the back of the head. Sid reeled, and almost fell onto the pool table. Remy caught him roughly by the shoulders, pulling the dazed mutant upright.

"Sorry, mon ami," Remy said sheepishly. "Didn't see you dere."

Kitty rolled her eyes in exasperation, and moved around the table to help steady Sid. "Are you okay? Sorry, these guys were just being idiots – not that that's new or anything . . . How is your head? You look pretty out of it, maybe you should go and see Dr. McCoy?"

Sid blinked, his gaze drifting from Kitty's determined, worried face, to the apologetic Remy, and then to Jean-Paul, who had propped himself up elegantly on the pool table. The newly red-headed mutant held up his hand and waved it around in Sid's sight line. "How many fingers, Thunderheart?"

Sid swayed. He saw as if double, the healthy, living four fingers of his friend, and then over layed and beneath them, the desiccating bone-fragments of a corpse. Sid gasped, and pulled himself free, shaking his head. He was dizzy when he opened his eyes, but the vision was gone.

"Sid, homme, fo' real – you ain' feelin' good, dis one will go wi' you to Dr. McCoy," Remy promised, now looking anxious as well. Sid's insides clenched as he stared back into those red-black eyes, his dream again seeming to impose itself on Remy's living face, making the friendly Cajun
"No, no, I'm – I'm gonna go myself. I'm gonna talk to—Professor Monroe," Sid said, as he spotted the white-haired teacher from across the room. He managed to free himself from the reluctant Kitty, giving her a smile he knew was unconvincing, before he trotted over to the doorway. "Professor Monroe!"

Ororo turned at the sound of Sid's voice, and smiled warmly. "Hello, Sid. Ooh, you look a little tired. Did you not sleep well?"

"I, uh..." He felt a wave of fatigue sweep over him, washing away the lie he planned to tell. "No. I didn't. I think I got a – a warning, from, from my grandfather. I think that – that a tornado might be headed at my home – my other home."

"Oh!" Ororo's beautiful face registered surprise, and then unease as she frowned slightly. "Well – was this a phone call? A message?"

"No, it was a dream." Sid winced at the look of soft understanding in his teacher's blue eyes, that seemed much too close to pity for his taste. "Look, I know that sounds – stupid, maybe, but I've had this kind of thing before, and it always means something! It was – I mean, there were a couple of things, but the big thing was a storm, a twister. My grandfather said that—" Sid swallowed, knowing his face was burning. "I'm – I'm not crazy. This isn't just – I saw something."

"Sid, I am not calling you crazy," Ororo said soothingly, firmly. "And I promise I will check the forecasts, and even put in some calls, and look at weather patterns. But this really isn't tornado season. And we want to be sure, before—"

"I'm sure something is headed at my home!" Sid snapped, desperation making his voice hoarse.

"What's going on here?" Scott's voice rang out from behind them. Sid chewed the inside of his mouth as the leader of the X-Men moved around to stand beside Ororo. "Sid, what's wrong?"

Sid clenched his fists, a sinking feeling in his stomach. Ororo might have listened; she understood, he thought, about visions, and might have taken him seriously. Scott was different. "I – I got a... a message from my grandfather. I think there's a tornado headed right at my town. I – I was hoping –"

Sid stopped himself and drew up to his full height. "I'm asking permission to head back home, and assess the danger."

"Danger? Is it tornado season down in Oklahoma?" Scott asked. He looked to Ororo, who shook her head. "No? Is your mom coming to take you? Did they ask you to take a plane down there this week?"

"No, they didn't – it wasn't—I was actually hoping to take the Blackbird down," Sid explained, rapidly now. "Because, if it really is what I think it is – it's not a normal tornado. There's something wrong with it. Something evil, something—"

"Who sent you this message?" Scott interrupted. Sid felt that sinking expression again; Professor Summers had a curt way of getting facts that usually preceded a firm 'no.'

"My grandfather," Sid said, honestly. Scott nodded. "And was this call today, this morning?"

"He had – his grandfather is a healer, a shaman," Ororo explained gently. "Sid had a dream where he felt he got a warning of the problem."

Sid wanted to scream, watching a silent conversation pass between the two adults, but knew that
doing so would only make him seem even more of a child.

"Okay, okay," Scott said, in answer to Ororo's tilted head and widened eyes of warning. "Look – I'm not saying you didn't get a message from your grandfather, Sid. I don't really have any experience with this kind of thing, so I'm deferring to Professor Monroe here. But I can't spare the Blackbird – I need to fly out tomorrow for a meeting, and Ororo will be the head teacher here while I'm gone. You can talk it over with her, and if you contact your mom or grandfather, and they agree you should go home, then—" Scott's tone softened as he put a hand on Sid's shoulder – "You have my permission to go on leave. Okay?"

Sid nodded despite himself, unable to explain the terror and anxiety rushing through his veins, demanding he get home now, now, now. "Yeah," he muttered, over the throbbing ache in his chest. "Okay."

War Room, Xavier Institute

Hank sighed heavily as he sat in one of the many empty chairs around the War Room table. With Charles resting, seeing no one, Logan absent on another of the excursions to which he was so prone, and Jean – Hank made a show of cleaning his glasses to hide the mist that rose at the thought – with Jean gone, there were precious few of them left to run the school.

"I'm leaving tomorrow," Scott said brusquely. Hank observed that his frequently short-tempered former student was becoming even more so. The doctor in Hank wanted to recommend counseling for the grief that so obviously hadn't let him rest, but he knew Scott would not thank him for it.

"To the summit? Is it so soon? I thought it wasn't until the following week?" Hank asked, looking to Ororo for confirmation.

"It isn't," Scott addressed him. "But the last time I spoke with the Professor, he suggested I go early. It's Washington – most of the key players already know each other, and most of the decisions are going to be made in bars and high-end restaurants before the summit even begins. If I'm going to learn anything or influence anything, I need to make my connections when people are still open to persuasion – before the cameras and the 24-hour news cycle comes in to turn it into a side show."

"That's two weeks that might not get us anything," Ororo said dryly. "We know how our politicians and lawmakers just love to listen to mutant constituencies. Unless you come in with a bottom-less war chest for someone's campaign, you can count on lots of abandoned promises."

"Usually I would argue with you, Ororo, about the slow, steady results derived from civic engagement, and the pressure of the conscience of the governed upon those in power," Hank said with a sigh and a shake of his blue, furred head. "But I must admit, my own hopes are quite low. I believe it was Disraeli who said, "There is no gambling like politics." I have endeavored many times to get young Remy to cease his card-sharking, but I must admit, I think he's more likely to succeed in his game of chance than ours."

Scott put the knuckles of both of his fists on the table and set his jaw. "I don't honestly expect to change anyone's minds. The people who will support mutant rights have already made their decisions – the people who won't, won't, and the people who will jump either way want to see that there's something in it for them before they do. What I want, is to find out how what happened in Washington this year and how that warehouse of mutant-killing machinery connects to everything."

"And you think you'll be able to find it out in two weeks? Alone?" Ororo asked skeptically. Scott huffed a dry laugh. "Thanks for the confidence boost, Ro."
"It's not you!" she protested. "It's just – we keep . . . getting whittled down. First Jean, now Logan, and now the Professor… we have enough on our hands just trying to keep the school safe and up and running. Add on saving the world and trying to root out deadly corruption in our government, and it doesn't leave much time for coffee breaks."

"I'll come back." Scott said it softly, and looked slowly between the two remaining X-Men. "I will. We've done more with less before, and we need to risk it, if we want to find out where all the signs are headed. Besides," he said with a smile built of self-cynicism. "Maybe I'll manage to change a couple minds after all. Miracles have happened before."

Hank wanted to warn Scott not to put off life waiting for miracles that could never come, lest he fall prey to a particularly insidious kind of madness. But he knew he would not be thanked for the advice, so he merely quoted, "The hottest place in Hell is reserved for those who in time of crisis remain neutral."

**Student Dorms, Xavier Institute**

Sid made his breathing low and shallow as he slipped on his pack and pulled his black hoodie up over his head. He focused on images of invisibility, closing his eyes and willing himself to be unnoticed. *A shadow. I am a shadow. I pass by in the dark, and no one looks twice.*

Sid opened his eyes and slid open his door carefully. He'd packed several of his own creations in his backpack, along with clothes, and his grandfather's gifts and medicine pouch. He briefly considered sneaking into the weapon's room – he knew the code and could get in easily without detection – then shook his head.

*No; they'll be plenty of guns at home, and if I'm right, bullets wouldn't even help me against this… whatever-this-is.*

Sid moved silently, as his uncle had taught him, and quickly, down the halls. He knew where the cameras had been placed, and skirted them with ease: the only thing that could catch him would be the Professor. But Sid knew, with the hesitant, subtle sense that was the result of his grandfather's training, that no one was watching him.

He hurried down the stairs to the ground floor, and then passed like a ghost through the kitchen. He shivered for a moment, remembering his dream. That part wasn't from grandfather, he told himself firmly. *That was just... what dreams are. Remy's fine, Bobby's fine, Jean-Paul is fine. No one's a walking corpse.*

He proceeded on down the echoing metallic hallways to the lower levels. He could feel vibrations coming off of them, and realized that they were specially designed to amplify brain waves. *They must have had some stuff left over from Cerebro.*

He stopped at the door that would lead him down into the Blackbird's hanger. Letting out a long slow breath, he drew out the make-shift key card he'd copied from the one around Scott's neck. He pressed it gently to the lock. No response.

*Dammit! No, no, no!* Sid gulped down his fear, and rubbed the roughly hewn plastic against his shirt. *C'mon, c'mon...* He slowly laid it against the lock a second time. For a moment there was no sound. Then the lock beeped, and the small screen asked for the code.

Relaxing, Sid quickly jabbed the buttons: he'd memorized the code after all the times he'd seen Scott or Ororo enter it. The door slid open for him.

Sid slunk cautiously down the stairs and into the large, echoing hanger. He could feel the Blackbird out in front of him, its giant metal singing like a low, rhythmic healing-song. Everything around him
was pitch-black. He took another deep breath to steady himself, and reached out with his hands to take his first step.

Blazing light directly in his eyes blinded him, and he yelped, stumbling back and falling hard on his back.

The light continued to blind him, as he heard multiple pairs of footsteps draw closer to him.

"T'ink you maybe blinded him, JuJu."

"And if I did? He would totally deserve it!"

"Uh…Jubilee?" Sid moaned, shading his eyes with his hand. The flashlight was retracted, and he was able to slowly make out Jubilee's blurry, furious face.

"Oh, you remembered me! Wow! I thought you'd totally forgotten!"

Sid found himself brought much closer to the very angry mutant girl as she hauled him up by his shirt. "Can you see?" she demanded. "You're not blind?"

"N-no. I'm not—I don't think…" Sid blinked rapidly.

"See?" Jubilee said, dragging Sid bodily to his feet with more strength than he'd thought she possessed. "He's totally fine. Apart from being a dumbass, who planned to steal a jet and fly out to Oklahoma by himself, he's totally perfect!"

Sid yelped again when Jubilee smashed her heel down on the toe of his right foot. He grabbed for it and almost fell back again, and was saved only by Remy and Piotr's steady hands. "Easy, homme," Remy chuckled. "You done pissed her off."

"Yeah, I noticed," Sid grumbled. As his eyes adjusted to the flashlights, he was able to make out Remy, Piotr, and Kitty ranged around him. He thought he saw Jean-Paul's tall outline over near the gangplank to the jet, which was being slowly lowered. "How did—"

"Oh, come on." Kitty rolled her eyes – Sid couldn't see it, but he didn't have to. "Did you think we wouldn't notice something was up? You were bumbling around like a total zombie this morning. Rogue overheard your conversation with Professor Summers and Monroe, and Jubilee noticed you completely failing to be sneaky packing up your backpack. It was completely obvious you were going to do something stupid, like try to make a break for it alone."

Sid's head was still fuzzy from the light, his fall, and the pain in his big toe. "…alone? Wait – you all think you're coming?"

Sid pulled back protectively, moving his feet out of range, at the furious glare Kitty gave him. She made a disgusted noise, and then turned and stomped over to the Blackbird. She boarded the plank into the jet, and he could hear her muttering loudly to Jubilee and Jean-Paul.

Remy clapped a hand around Sid's shoulder and pulled him forward. "Ain' got no choice, you. Gals decided you need backup, an' can't argue wi' gals, can we?"

Sid blinked like a flustered owl all the way up the plank and into the jet. Rogue sat beside Bobby in the cockpit, as the young team leader readied the giant plane. "Rogue, I'll need all the power we can get once Kitty opens the basketball court. We need to put as much distance between ourselves and the Professors that we can, or we'll have Storm hauling us back in a hurricane cocoon before we get ten clicks."
Sid looked around the jet wildly. Rogue was nodding and powering up the engine, while Piotr, Bobby, and Remy were strapping themselves into the back seats. "You guys – you can't all do this! If you all get caught – I can't let you all go down for me! This is my problem, my home. You don't have to do this!"

Bobby, Rogue, Remy, and Piotr looked up at him simultaneously for a second, and then all returned briskly to their tasks.

"God, you're such an idiot," said Jubilee, shoving him from behind and toppling him into a seat. He found himself strapped in before he could protest, while she rolled her eyes and tossed her pigtailed, crimson-streaked hair. "'My problem'. Puh-lease. Moron."

Jean-Paul zipped back into the plane with his preternatural speed and nodded to Bobby. "Kitty's raising the roof in three, two, one . . ."

Sid felt the Blackbird roar into life, just as he could hear the court open above them. Kitty phased inside and immediately slid over into the seat besides Piotr. "All in!"

"Hold on!" Bobby said, as the huge jet rose up through the hanger. The pressure made everyone in the hold gasp. Sid swallowed hard as they lifted above the court and into the night sky. Bobby increased the jet's altitude until they touched cloud cover, and then leveled off. "Everybody get ready. We're on a one-night express flight to Oklahoma."

"Yee-haw," said Jean-Paul dryly. "Let's floor this."

Sid could see the hint of a grin on Bobby's face, and then the Blackbird shot off like its namesake, speeding them west.

COMMERCIAL BREAK

Teacher's Dorms, Xavier Institute

"Storm! STORM!"

Ororo shot up in bed as the door to her room slammed open. The wind she'd involuntarily conjured whipped around Scott as he stood in the doorway, his eyes blazing behind his shades.

"They took it! They took it! God damn, they took it!"

Ororo stumbled onto her feet, rubbing her eyes, which slowly lost their bright white glow. "Took what?"

Concho, Oklahoma

"Easy, easy, easy! Bobby, watch out!"

"Watch out for what?" Bobby demanded through gritted teeth, gripping the manual Blackbird controls as he tried to lower the plane. It jerked, and all of the mutants in it let out a collective cry.

"Watch out, Ice!" Jean-Paul yelled, clinging tightly to the handles on the side of the jet. "You're gonna hit—"

"WHAT? I'M GONNA HIT WHAT? IT'S NOTHING BUT CORNFIELDS!" Bobby hollered, and the Blackbird jerked wildly to the right. Kitty shrieked, and Bobby looked instinctively over his
shoulder. Rogue leaped over to his seat and grabbed the controls. "Everybody, get ready!" she yelled, her accent thickening as she planted her feet and veered them to the left. "We're hittin' ground in about ten seconds, so get ready to crash!"

Piotr armored up and threw an arm across Kitty's front. Jean-Paul plastered himself to the wall. Bobby's feet iced to the floor of the jet. The plane plummeted, and Sid gasped at the sickening drop in his stomach. A split second later, the bird hit ground, and skidded harshly forward. Jubilee screamed, and Sid turned to see her shoot out of her seat. He reacted with his body as if his mind were an afterthought, ripping out of his seatbelt and jumping up to catch the tiny mutant around her waist. They were propelled forward and hit the back of the pilot's seat, before the plane reset itself, falling backwards. Sid found himself slammed hard onto his back against the metal of the Blackbird's thick walls.

Winded, he gasped for breath. "I—I…"

"Is everybody okay?" Bobby asked, shaking in his seat, the ice melting from around his feet. "Report!"

"No, we ain' okay!" Remy snarled, charging and burning away his seatbelt. He leaped to his feet and ran over to where Rogue was wedged between the two pilot's seats. "Rogue — chere. Marie!"

Rogue shivered, eyes wide, gasping in air, face paler than was healthy. Remy put his gloved hands over hers and gently prized her fingers from the dashboard. "Chere…breathe, gal…"

Sid pulled in gulps of air, slowly feeling them again begin to reach his lungs. Jubilee's face wavered before his, and then solidified. "Sid? Oh, God. Sid?"

"Um…I'm okay…think," he answered, coughing. "We…you all…alive?"

Answering groans came from Piotr, Kitty, and Jean-Paul. Jean-Paul slowly pushed off the wall and to his feet to glare disdainfully over at Sid. "This town better be worth the flight, Broad-chest, or you're gonna be paying out the ass for mojitos for me and mine for the next month."

Blackfox Residence, Concho, Oklahoma

Sid swallowed as he led the other X-Men up the steps of the porch to the door of his mother's house. He rang the doorbell and frowned. "Oh," he remembered, flushing. "Right…” He knocked loudly on the screen-door. "Mum? Mum! Grandpa? Mu—"

The inner wooden door flung open, and Sid found a himself facing the business end of a sawed-off shotgun. The other X-Men stepped back, Piotr beginning to arm up, Remy's hands gleaming red-purple. Jubilee tried to step in front of him, energy crackling like lit sparklers all around her.

"Wait!" Sid said, holding up his hands. "Wait—Mum. It's…it's me."

The attractive, worn-looking woman with red-brow skin lowered the gun. She wore a loose-fitted flannel shirt and jeans, and her long hair was pulled up into a messy bun. "Sid?"

Sid nodded, smiling shyly. "Hi, Mum."

"Oh my—" Sid's mother set aside the gun, rushed forward and pulled her son into her arms. "Oh God—why didn't you call?" She pulled back, hands still on his shoulders to look at him, dark brown eyes wide. "Why are you—it's been months! You—" Her gaze drifted over his shoulders to the collection of mutants filling her porch.
"Yeah…" Sid looked over his shoulder and then smiled sheepishly. "I brought some friends from school. Mum—we need to talk. There's—"

Sid stopped mid-sentence at the sight of the old man in the brown vest who appeared in the doorway. His grandfather surveyed the other mutants with bright, black eyes, before turning to give Sid a piercing look. "You made it," Naze said gruffly. "Took you long enough. C'mon inside. Gotta talk."

Blackbird Hanger, Xavier Institute

"You see?" Scott seethed, gesturing wildly to the empty expanse. "You see what they did?"

"They—" Ororo tried to begin, and was immediately cut off.

"Yeah, they," Scott snapped. "All of them! Sid, Remy, Piotr, Rogue, Kitty, Bobby, Jubilee – even Jean-Paul! They disobeyed a direct order, a direct order!"

"Scott." Ororo put up her hands. "Calm down. We need to figure out—"

"—Professor's still sleeping, Hank said he's in no shape to use Cerebro, so we'll have to put out a damn bulletin. That'll mean calling S.H.I.E.L.D., getting the government involved—"

"Scott – we know where they went," Ororo said, crossing her arms and trying to pitch her voice low to force the ranting captain to lower his. "Sid told us. They went to visit his parents in Oklahoma."

"Oh, I see!" Scott said, waving his hands theatrically. "They only stole a jet to pop down home for a family visit! Well, that solves all our freakin' problems, doesn't it?"

"This is my fault," Ororo accepted, running a hand through her white hair. "I saw he was distraught, I—I should have known he was serious. I just never expected something like this from him—"

"Kid's freakin' lost it. They all have." Scott sank into a crouch and covered his face. "Damn it."

"I'll fly out, I'll book the quickest flight there," Ororo promised. "I'll fix this, I promise."

Scott nodded, silent, head in his hands. Ororo stepped forward and knelt down to be eye-level with him. "Scott, it's okay. We've dealt with worse before. We'll fix this."

"We." Scott chuckled without humor. He raised his head and Ororo pulled back slightly at his sardonic, pained grin. "Who's 'we', 'Ro? We're losin' X-Men like flies. No wonder this happened now. Kids can sense when the adults they look up to have failed them."

"We haven't failed them," Ororo responded, frowning. "Scott, we'll get them back. We'll get them all back. We'll bring things back into balance."

"Yeah." Scott looked away, and then stood up abruptly. "Sure. Whatever you say, 'Ro."

He walked away before Ororo could say another word.

Blackfox Residence, Concho, Oklahoma

Sid shifted on the small, threadbare couch between Jubilee and Kitty. The eight mutants just barely fit into the tiny living room of the Blackfox home. His mother bustled around the small, bruised coffee table, setting out snacks and coffee. "Anyone need anything else?" she asked.

"No, thank you, Mrs. Blackfox," Jubilee said politely. Rebecca Blackfox smiled at the girl, and spared a wink for Sid. Sid grinned back quickly, and then sobered up as he met his grandfather's
"So you're here after all," Naze said bluntly. He sat in the rocking chair, passing a box of matches back and forth between his hands. "Didn't know if you could still pick up on it. Nice to see you ain't forgotten everything."

Sid tensed and then flushed with embarrassment. "I came as soon as I could. I'm—not clear on why though. Something about…a storm…?"

Naze gave a short laugh. "Storm's been boilin' overhead for months. You got in just when it's about to hit."

"He's been talking about a storm for months," Rebecca said quickly. "But it's not the season, and nothing's happened, so everyone—"

"Everyone here don't know what this storm looks like, so they can't see the clouds." Naze snorted. "And a mess of mutants rollin' in ain't gonna convince 'em any different."

"So then why are we here, Grandpa?" Sid snapped, face burning. He'd almost blissfully forgotten how furious it made him, the way his grandfather expected him to know the answer to every question. "Why did you call me here?"

"Me call you?" Naze picked up his coffee mug. "The phone lines been down here for months."

Sid fumed, swallowing down bile. "Screw this," he hissed, shooting upright. Sid stalked out of the room as best he could without tripping over the legs of his friends or the cluttered puzzle boxes littering the ground. Seething with embarrassment and rage, he yanked open the front door and rushed outside.

He jogged away from the house, feet crunching on grass brittle with the first frost. The cool air burned his lungs, but he welcomed the pain as an easy distraction. He closed his eyes and breathed slowly. He scrunched up his forehead, trying to ignore the person calling his name.

"Sid! Sid!" Jubilee panted as she drew up behind him. "Wow. It's so cold here, ow."

"Always is, this time of year." Sid swallowed. He'd almost forgotten that too.

Jubilee put a hand on his shoulder and he brushed her roughly aside. She pulled back, hurt, and he turned around, shamefaced. "Sorry. I just…God. I think I screwed up real bad, bringing us all here."

"You didn't bring us here," Jubilee reminded him. "We followed you."

"Yeah, to what?" Sid gestured around him. "There's nothing here! He dragged me down here – and he did, okay, it wasn't just a dream, he knows that, he's done it before – he dragged me down here, and he won't tell me what the hell is wrong! I hate that! I hate that, and I hate him."

Jubilee watched him for a long moment, the brisk wind playing with her black and crimson hair. "I can understand that. But your Mom seems happy to see you."

"Yeah – I'm happy to see her," Sid acknowledged. "I just…" He looked around the street, filled with rundown, single level houses, littered with broken bottles and piles of trash. "Not crazy about being back here." He looked down at the ground, scuffing his feet. He tensed as he felt Jubilee draw in closer to him.

"You got nothing to be ashamed of," she said softly. "Sid, I was living in a mall, stealing and
I'm not ashamed of my people, Jubilee." Sid knew his voice was harsh, and he looked up apologetically. "It's not...it's not that. I'm just...when I'm here, they don't see me as Sid – as Forge. I'm just John Quick-Foxes' little nephew. Even if there is a storm coming – I don't see how the hell I can stop it. No one will listen to me. No one will follow me."

"Hey! Again!" Jubilee put her hands on either side of Sid's face. "We followed you, remember? We all trust you. Every one of us."

Sid knew he was probably redder than he'd ever been in his life. His bruised lungs ached even more than when he'd been winded. The breeze lifted Jubilee's hair again, and pushed back his own. He rushed in, feeling light-headed and dizzy, afraid and bold, and kissed her hard on the mouth.

Jubilee gasped into his lips, and then pulled back. "Sid—no."

His heart plummeted, and heated anger – at himself, at his grandfather, at her – flooded his system, mixing with his now overflowing sense of humiliation. He stumbled back, away from Jubilee's horribly pitying expression, away from his house, away from his grandfather, away from failure. Sid turned tail, and – like a coward, he thought bitterly – he ran.

Concho, Oklahoma

"Should we split up?" Kitty asked anxiously, as she hurried at the front of the search party besides Sid's mother, looking around wildly. "Cover more ground?"

"We don't know the town, Katya," Piotr said soothingly. "We might as easily become lost as find Forge. Mrs. Blackfox has suggested we follow her, and I believe we should listen to her wisdom in this."

"The town isn't big," Rebecca said by way of explanation, motioning them all to mount the curb as a large, creaking truck hauling a boat rolled down the asphalt street. "We'll find him. This is my fault, I shouldn't have let his grandfather start on him. You all should have relaxed, had something to eat..."

"Sid seemed pretty sure some kind of tornado was headed your way," Jean-Paul said, hands in his pockets as he surveyed the lines of broken down houses and tiny, dusty lawns. "He was all business, all ready to come down here like Rambo and save the day."

"Yeah." Rebecca snorted. "That's his uncle's influence. And my father's. I'm glad you all came with him." She turned to glance over at Bobby, who matched his steps with hers. "Thank you."

"We're family," Bobby said simply. "We go where family needs us."

Remy warily lowered his shades to glance at the faces of the kids who played with scrap metal, and the stony faced adults who shut their doors as soon as they spied the X-Men. "Folk ain' too fond o' outsiders, hein?"

"Not as a rule," Rebecca admitted. "We've had some...altercations lately, with outsiders. People are just being cautious."

Piotr inspected the rotting poles and dangling power lines that swung above the town. At least one of the lines was completely ripped, and lay dangerously close to a dirty puddle of water. "Things are
"I think this just might be how the place is," Rogue murmured, staring with recognition at the dilapidated state of the homes and cars around them. "Some places ain't well, no matter what you do."

Rebecca caught sight of a woman heading up her walkway. "Denise! Denise!" She jogged over towards the tiny bungalow, and the X-Men followed her at a distance. Jubilee would have rushed onto the lawn, but Bobby held out a hand to stop her, nodding at the rifle propped up on the truck bed in the driveway. "Slow down," he whispered. "I'd be careful about stepping on anyone's property without an invitation."

"I have to find Sid!" Jubilee hissed back, pushing Bobby's arm away, although she did pause just before the woman's lawn.

"We will," Bobby emphasized.

"Rebecca," Denise said, nodding at Sid's mother as she drew up, level with her. "How you been?"

"Not my best," Rebecca said. "Sid's home, but he went walking and didn't take a phone. You seen him around?"

Denise shook her head. She was a stout, broad-faced woman who wore a black leather jacket over a flower-printed dress. "Can't say as I have. Will keep an eye out." She glanced over Rebecca's shoulder, at the assembled mutants. She lowered her voice and spoke to Rebecca in a language none of the X-Men recognized.

"No, no," Rebecca assured her softly, glancing almost apologetically at the mutants. "They're just Sid's friends from school. Just kids."

Denise didn't look assured, but she nodded to Rebecca and Sid's mother walked back over to the Xavier Students. "If she didn't see him, he probably didn't come down this way. That means he probably took to the woods, or went down by the lake. His grandfather will find him."

"We need to look there, then!" Jubilee exclaimed. "Now!"

Rebecca turned to raise an eyebrow at the tiny mutant. Jubilee blushed, but stood her ground. "I'm sorry, but if his grandfather is what made him run – part of what made him run – then we should be there to find him too. Convince him to come back."

"Sid will come back when he's ready," Rebecca said, a little sharply. "He knows his way around town. He won't be hurt bein' out by himself for a few hours."

"He will if a storm hits, like he and his grandfather said," Kitty pointed out dryly.

Rebecca gave a quick, twisted grin. "My father likes to talk in circles – I think it amuses him. He's always said people take you more seriously if they have to work to figure out a simple meaning, than if you give it to them straight. More than likely, his 'storm' is the same dust-up that has Denise worried."

"What dust up is that?" Bobby posed, folding his arms, and glancing between Rebecca and Denise. The old woman was sitting on her porch, still eyeing the X-Men darkly.

"Issues with developers," Rebecca explained. "We've had a bunch of men from a company out East trying to buy up land here. We made it clear tribal law and town opinion said no, but they've kept at
us. Last week the phone lines went down – week before that we lost a bunch of contracts for some of the blue corn we sell to a cosmetic company. People think it's the developers, trying to push us out.” Rebecca set her jaw, her pretty, worn face suddenly hard and imposing. "They can try all they want. Scare tactics ain't gonna drive us out. It'll pass, once they realize that."

Bobby exchanged a quick, significant look with each of the other X-Men, before turning back to Rebecca, his expression grave. "Maybe," he said quietly. "But what if they don't?"

Echo Lake, Oklahoma

Sid finally slowed down, gasping heavily, as he drew up to the cool, clear lake. He let himself slide to his knees in the damp grass near the sand, and closed his eyes. He fought the urge to pull off his shoes and plunge into the icy waters, and let them rinse off everything he'd been carrying since he'd come home.

Not home, he thought, opening his eyes slowly. This hasn't been home for years, now.

"You say that. But somehow, you're still back here, ey?"

Sid groaned out from between his teeth. "Of course you're here."

"I ain't left," Naze said flatly, his boots squelching in the damp grass as he came over to stand beside Sid. "Unlike you."

Sid gritted his teeth and pushed himself to his feet. He breathed out slowly, and then faced his grandfather. "I'm still not gonna apologize, Grandpa. I made my choice. I've done things with these people…I've saved people. I'm making a difference out there, more than I would here. And I'm not gonna apologize for that."

The old man looked out on the water. "Is that what you came here to tell me?"

"No, I came here to—" Sid resisted the urge to tear at his hair. "No, I came here to help. I came here because I thought maybe you needed me here. If I'm wrong, just tell me. I'll get on our plane and go back the way we came."

Naze finally turned towards Sid, one hand in his jeans pockets. He raised both brows in bemusement. "Wow. A whole plane. You got a nice set-up at that school, huh?"

Sid bristled and opened his mouth to answer, but his grandfather was already walking away. "C'mon," Naze said. "It's over this way."

Sid bit back a sharp reply, and followed the old man through the trees on the right side of the lake. He was quickly reminded of how spry the old shaman still was, as he hurried to match his steps with his grandfather's. Just when he was ready to turn around and walk in the opposite direction, his grandfather stopped abruptly.

"Where are we?" Sid asked, scanning the area. He didn't recognize the flat, dug-up plain before them, which was impossible. He'd grown up around this lake, fishing and hunting, since he was ten.

His grandfather took out a cigar from his pocket, and struck a match, as Sid walked around him.

"What the…” Sid's gaze traveled over the broken expanse, a good two miles of ransacked earth. He was able to identify the signs of logging and drilling now that he looked closer. He frowned: that made no sense. The town had signed a no-drilling resolution years ago, and had always voted to keep it in effect.
Sid stepped carefully through the broken ground, looking around warily for any weak spot that might cave in. He sniffed the air; something about it was off. He extended his hands below him, reaching for the subtle intelligence that was his mutation.

Metal, distinctive and resonant, spoke to him from below the ground. He could sense power; the thrumming, insistent echo of metal that wouldn't buckle or break easily. Sid scrunched up his nose – he knew this metal. He could sense it, now, had encountered it recently. But where…?

"They came by again last week," his grandfather said. "We told 'em no, more than once. First they came askin' us to sell. We said no. Then, they came with threats. We still said no. Then, they showed up in the night, tryin' to drive us out. Me and some of the boys and your mother drove out to run 'em off. I found this spot two weeks back, and knew what they was after."

"They're mining," Sid said softly. "This ore…I know it. I can't…remember now, but I've met it before." His eyes widened and he turned around to look at his grandfather. "You knew this for months?" he accused. "Why didn't you just tell me?"

The old man gave him a look he knew well. "Is that what they do at that fancy Eastern school you're so happy to be at? Hmm? How do you learn anything, if they just give you the answers?"

"We make do," Sid responded. "But this – we need to call in my teachers. If they're trying to run you off the land, there's no telling what they'll try next. We need to get everyone together, formulate a plan, make sure to—"

Sid felt the switch in the air, the deepening pressure. He drew in a deep breath, feeling suddenly weak, as if all of the oxygen was being sucked out of the space around him. He whirled around in the direction of the wind's pull, and with a throb of fear, saw the greenish-black cast of the horizon.

"Don't think we'll have time for all that," his grandfather rumbled, as the first streaks of dry lightning shot across the sky. "Storm's here."

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Concho, Oklahoma

Rogue sensed it first.

"We need to get underground," she whispered, and then seemed to jolt awake. "Now!"

Rebecca was looking up at the greenish, overcast sky in confusion. "It doesn't make sense…it's almost October, it's not the season…"

"Wait, what the hell is going on?" Jean-Paul demanded, shivering as the temperature around them fluctuated.

"It's a tornado," Remy said grimly. "Feels like one comin', at least."

"It doesn't make sense," Rebecca was still muttering. "It has to be something else…"

Bobby set his jaw. "Whatever it is, we need to try and get everyone inside. If it's a tornado, then let's make sure no one is on the streets when it hi—"

The funnel descended with unnatural speed and absolutely no warning. Bobby's words and Jubilee's scream of terror were swallowed up in the howling winds as less than two miles away the twister
touched down.

Debris, branches, concrete, dust, and tile were swept up into the funnel as it ground into the main street of Concho. It lurched forward, and through the stinging dust and dirt, the figures of fleeing residents were just visible.

"We have to get down there!" Bobby hollered. Rebecca looked over at him in shock. "No!" she shrieked. "We have to get underground! Inside!"

"You get inside!" he ordered the older woman. "You have time! They don't!"

Rebecca said something in protest, but it was swept up in the crying, wailing winds. Bobby yelled a command that the others couldn't hear, and then ran directly into the path of the tornado.

He was immediately passed by Jean-Paul, who gleamed with dazzling light as he soared nearly a foot above the ground. Jean-Paul was almost swept to the side and nearly collided with an unhinged door that hurtled through the air like a missile.

The Canadian mutant landed on the concrete and raced forward at preternatural speed, just in time to snatch up two screaming children in danger of being dragged into the twister. He tried to turn and run against the wind, but couldn't reach the house to the right.

Bobby thrust his hand out and tried to ice up a wall between his fellow X-Man and the approaching twister, and watched the speckles of ice disintegrate as soon as they left his hand. Something heavy and blunt hit him hard in the back, sending him to his knees.

"Bo…y…un!" Kitty's voice reached him in fragments, and he tilted his head to the side to look for her. He caught sight of the tiny dancer as the winds yanked her off the ground and into the air. He could see that her mouth was open and screaming. He reached out his arm and screamed vainly in response as she was carried away.

The ground shook, and Bobby feared for a second that they were experiencing an earthquake as well. Then he spied Piotr, fully armored up, running after Kitty. With a leap Bobby wouldn't have thought possible, the metal man managed to grab Kitty's ankle and pull her down to the ground. A second later a wickedly sharp metal shovel was wrenched from the soil and shot out at his friends. The metal splintered like wood on Piotr's armored coat, and the shards ricocheted out in all directions.

Bobby screamed again as some of them reached him, slashing his back, thighs, and calves. He turned his head away protectively, and saw Remy and Jubilee trying to pull a man and a young boy away from the twister's path and into a house. The door had already been ripped from its hinges. The windows shivered, and then burst from the pressure.

Bobby could see the man fighting Remy's hold, as Jubilee dragged the young boy inside. The instant the boy was within the house, the man shoved Remy off and went barreling for his truck. Bobby squinted, and saw something inside it, banging at the windows.

Bobby tried to push himself to his feet, but was forced back again by the brutal winds. He watched helplessly as Remy ran for the truck, fighting for every foot step. The Cajun reached the door of the truck and yanked it open. What looked to Bobby like a little girl reached out for the man beside Remy. He grabbed her and took a step back. At that moment the tornado reached close enough to the truck to shatter all the windows.

Bobby could just hear the awful cry of Remy before he went down. Bobby felt wet droplets pepper
his face, and smelled blood.

With all the strength he could muster, Bobby forced himself to his feet. He fought the winds that battered him with physical blows, ignoring the pain as he struggled towards Remy. He was a few feet away, when the truck began to rumble and pitch. Its wheels rolled, and the metal bed clattered with the force of the tornado. Bobby's eyes widened, and he screamed in anguished denial as one powerful gust toppled the truck over onto Remy.

The wind relaxed just enough around Bobby to allow him to proceed a few more steps, but he never made it to Remy. He could just see Rogue's form as she rushed forward, fell to the ground, and braced herself against the truck. She lifted the truck up with two arms, and then switched to one arm, long enough to drag the insensate Remy out from under it.

Bobby didn't see whether the truck collapsed back on Rogue. A burst of dust-laden air blocked them from view, and he choked on it. Wheezing and gasping for breath that didn't come, he felt himself fall again to the ground. Before his eyes closed, he managed to make out a figure that seemed to walk with the tornado, a tall, black shape at its very heart.

Then the lack of oxygen overwhelmed him, and he knew no more.

Echo Lake, Oklahoma

Sid saw the funnel over the trees. He was paralyzed with horror, listening to the unmistakable sounds of uprooted trees, thrashed houses, thrown cars, and the piercing screams of terrified people.

I have to...have to move...I have to move... Sid didn't realize he had been unable to breathe until his grandfather clapped him hard on the back.

"In! In, breathe in. Deep, deep breaths. Breathe, son."

Sid gasped in fresh air, feeling it overwhelm his lungs. As soon as it entered his system, he moved to bolt in the direction of the twister. His grandfather caught and held him fast, with more strength than Sid could have imagined he had.

"Let me go!" he demanded, his eyes glued to the tornado devastating his home. "We have to go back!"

"No, son!" Naze held him tightly around the chest, using his own weight to force them both to their knees. "Wait."

"My friends are back there!" Sid screamed, trying to yank free. "Mom is back there!"

"You don't need to go runnin' after it," his grandfather grunted. "Ain't I taught you anythin'? You don't need to run for trouble, it—"

Sid heaved and shoved the old man off, not waiting to hear any more. He heard the gasp of pain as his grandfather fell, but didn't turn back. He went running for the trees in the direction of the twister, when the wind switched again. Sid found himself thrust onto his back. He watched helplessly as the twister turned away from the direction of the town, and headed for him.

"Told you, damn it." Naze coughed as he pushed up onto his forearms. "Trouble comes to you."

Sid fumbled to his feet and stumbled backwards, eyes still on the tornado. "What—what is it? What do we do?"
"Can't you sense it?" His grandfather coughed again, and pushed up to his knees. "This is why you came. That ain't no storm from nature. It's one of you."

"One of me? Grandpa, what the hell are you—" Sid's plea was swallowed up in the approaching, howling winds. He lost his breath again as the twister progressed towards them, tearing through the trees, sending roots and branches flying.

Fear coursed through him, robbing him of the ability to think. Sid knew, suddenly, with certainty, that he could die here, on this broken ground. I could die... and so could Grandfather...

Something in him, something stronger than the boy he still was, rebelled at that. He could die – probably would die – but he wouldn't stand frozen and let his family die.


Sid sank to a crouch and plunged his hands into the earth around him. Despite the raging winds and flying branches that could easily take him down if he was hit, he closed his eyes. He let out one long sigh, and felt his mutation take over, his mutation and something more, something older. The metal all around him sang to him, held him down, while everything else was ripped up. It recognized him and responded to his call, lending him the strength of meteorite and earth. Sid drew up the power and opened his eyes to face the tornado.

The twister was ten feet away, then five feet away, then two. It swayed before him, as if waiting for him to break and run. Sid shook his head just slightly, meeting the challenge. The monster before him ate up everything in its path, swallowing trees and devouring dirt. Sid felt water splash him, coat him, as the winds reached the lake. Sid knew he was still afraid; somewhere inside him. But the power from his mutation, coupled with the other strength he barely understood, but knew was part of his grandfather as well, won out. He didn't flinch. He didn't move.

The twister swayed, wove – and then roared at him.

Everything was chaos and pain. Sid could feel unspeakable pressure all around him, demanding that he let go. The winds tore at him like knives, and branches, bark, and broken bits of metal slashed his skin. He could hear his grandfather moaning behind him – moaning or singing, Sid couldn't know. Everything was agony.

And then it was calm. Sid could still hear the winds, but there was nothing but steady heat now, at the eye of the storm.

Sid's eyes hadn't closed, despite all the rage of the twister. He could see that he and his grandfather were not alone. The man at the center of the tornado that had torn up Sid's home was utterly untouched by his own chaos. Dressed in a sleek purple suit, his long, straight black hair framing a severely handsome face, the cause of all the devastation around them looked down at Sid.

"Interesting." The man had a soft, Spanish accent that seemed more amused than angry. His gaze traveled over to Sid's grandfather, and he raised a brow. "This won't be a clean sweep, then."

Sid recognized the mutant's threat, and it catapulted his system into overdrive. With a whoop of fury, Sid released his hold on the earth and leaped at his enemy. The man was surprised, and when Sid slammed into him, the tornado around them gasped and died. They hit the hard, ruined earth together, and Sid continued to scream as he rained down blows on the other mutant.

The strange man was bigger, but Sid was working off of pure rage, combined with the anger of the violated ground around him. Sid hit the man again and again, knowing that words were leaving his
mouth in a language he didn't fully understand, but cognizant of the meaning.

"Never again! Leave this place! Not welcome! Leave. Leave now! Kill...kill you..."

The mutant below Sid finally recovered his own strength and with a scream of his own, kicked Sid off of him. Sid barely registered the pain, flipping up into a fighting stance the way that Logan had taught them. He grinned savagely, and extended his hands to challenge the other mutant again.

But the courtly man was wary now, and he backed away from Sid. His suit ragged and torn, the furious mutant lifted both arms, and the winds picked up again. Battered and bruised, Sid swayed, and the other mutant grinned in triumph. Sid swallowed, fighting fear again, but raised his arms to fight until death.

The mutant's face spread into a slow, smug smile as he moved forward, tensing his hands. Sid braced himself as the other man flung his hands forward, sending the winds howling towards him.

"No!"

The deep, resonant woman's voice halted the tornado as if by magic. The cocky grin slid off the tornado-bearer's face as the winds he'd summoned switched, abandoning him for the more powerful weather-worker. The white-haired beauty glided around Sid, lightning crackling obediently around her form. Storm spread her arms, drawing to her all of the wild, churning air.

The mutant tried to flee, but Sid watched a grin he'd never seen before work its way over his teacher's face. She looked beyond imposing; she looked holy, all-powerful, otherworldly. Sid sank to his knees as the glazed-eyed goddess before him lifted her right arm.

"Go," the goddess said, in a tone both soft and hideously loud. Then, with a power both magic and mutant, that Sid could see in the air, she flung her arm out at the other mutant.

With all the force of a cannon, the winds slammed into the male mutant's chest. Sid caught one glimpse of his horrified expression, and then he was gone, soaring backwards through the air, over the trees, flung on the winds he'd raised like a ragdoll.

Storm lowered herself slowly to the ground, the touch of her feet sending a ripple of energy all along the earth. The metal had sung and responded to Sid; but every inch of the ground, growth, and water around them praised her.

"Sid?"

She walked over to him and knelt down to touch his arm. Sid twitched harshly with the shock of it, and she pulled back apologetically. Her hair slowly lowered to her shoulders, the lightning around her ceasing. The white left her eyes like fading mist, revealing the blue beneath. The goddess retreated from her, so that she was Ororo, Professor Monroe, again.

"Sid, are you okay?" she asked again, more softly now. She reached out to him, hesitantly, as if afraid of his reaction. "Sid..."

Sid sobbed and flung himself into her arms before he knew what he was doing. Everything seemed to crash down on him at once, and he cried like a child. Ororo held him as tightly as a mother, her words a soft, soothing litany of apologies.

"I'm sorry, so sorry...I came as fast as I could...I should have believed you...I'm so sorry..."

"Why...why did he...why?" Sid couldn't get out more than three words before the tears claimed him.
again. He felt red with shame and pain, but all the strength the metal around him had lent him had seeped back into the ground.

The metal. With a clanging like a hammer on an anvil he finally realized why it felt so familiar. "No..." he whimpered. "No, not more of them...no. No, not here...they're coming...Oh God, no..."

"Shh, shh," Ororo soothed, as Naze slowly pushed himself to his feet and walked slowly over to where they were kneeling. "It's okay," she repeated. "It's gonna be okay. It's over now. It's all over now."

"No," his grandfather rumbled. He looked down at Sid, as Sid finally understood everything the old man had been trying to tell him. "No," Sid croaked out, shivering as the knowledge settled like ice in his blood. "No, it's not. No, it's not."

Marcel's, 2401 Pennsylvania Ave NW, Washington, D.C.

Congresswoman Marlene Harris shifted uncomfortably in her chair, glancing nervously around the fashionable restaurant. She met the gaze of General Arnold Kramer, and saw from his tight lip that he was just as nervous about being seen. The wispy man across from him, Representative Jay Cunningham, a man she had met only briefly before now, had anxious, jittery hands that refused to rest.

"Well." The only man who appeared comfortable at the table, the handsome, sandy-haired Sebastian Shaw, smacked his lips as he set down his cocktail. "This place has not dimmed with the years. Really, they serve a good brandy as well, highly recommended. So! Hors d'oeuvres for four?"

Representative Cunningham cleared his throat for what seemed to Marlene to be the fiftieth time since he'd sat down. "I think all of us here would – ahem – probably be most comfortable if we got right down to business. I know our schedules are all tight due to the summit..."

"Relax, Jay," said Shaw, leaning back in his seat and threading his fingers together over his chest. "Your mutant advocate friends aren't going to suspect you just because you're five minutes late from a light luncheon. Frankly, I doubt most of that rabble knows, much less cares, about this year's appropriations for the Ways and Means Committee."

"Is that really the story we're going with?" Marlene asked dryly. "That's our cover?"

"Well, unless you'd prefer to announce to everyone your involvement with a dicey internal security matter that doesn't really fall under your jurisdiction...no?" Shaw raised both brows and smiled. Marlene realized he was enjoying everyone's unease.

"Let's just get down to brass tacks on this, shall we?" General Kramer's hefty, severe face displayed his distaste clearly. "We all know why we're here, so let's not bullshit."

"A man after my own heart!" Shaw said, raising his glass to the general, before pulling out a thick folder from the inside of his coat. "Well, gentlemen, lady." He nodded to Marlene, and tapped the folder labeled 'Project Wideawake.' "To business."

ENDING CREDITS

Promo For Next Episode: Still recovering from the attack on Concho, the X-Men must face rising mutant hatred - and something much worse beneath.
"So, in preparation for Wednesday's test," Scott explained to the crowded classroom, "I'm giving you an additional study day. Now, I'm going to want questions from all of you, relating to…"

"Scott."

"Yes? Oh, Professor Summers, please," Scott said, looking around at the class. "Yes?"

The students looked up at him in confusion. Scott's gaze went to Bobby, who could usually be counted upon to supply the truth. "Who spoke?"

Bobby glanced to his right and left, uncomfortable at being put on the spot. "No one, Professor Summers. You were talking to us."

Scott frowned, but quickly banished the expression and turned back to the whiteboard. "Oh. My apologies, then. As I was saying, I'll need questions from all of you for the review—"

"Scott…please…"

Scott's back went rigid. The voice was female, soft and strained, and close, as if she were right behind him. "No," he gasped out. "No, no…not possible. No."

"Professor Summers?" Kitty's voice shook, her audible fear making his blood run even colder. "Are you alright?"

Scott couldn't turn around – he wouldn't face them like this. He worked his mouth, trying to force up enough moisture to speak. "Just – just think up questions, bring them in tomorrow. Class is dismissed. Go."

Behind him he heard complete silence, as no one moved. "I said you're dismissed!" he snarled without meaning to. "Go!"

"What was that about?" Kitty asked Bobby as soon as they were down the hall and out of hearing of Scott. Bobby motioned for Kitty and Piotr to come into an alcove, away from their chattering classmates. They pulled together into a huddle, and all lowered their voices.

"If he's hearing things, what does that mean?" Kitty followed up. "Is a new psychic in class, maybe? Not able to control their powers?"

"Or perhaps the Professor was speaking to him?" Piotr offered. Bobby shook his head grimly. "I think it's worse than that. He's been strained ever since Genosha. Whatever he saw there must have thrown him off."

"He's thrown off, the Professor's been off, Logan's run off, and then there's us," Kitty recited darkly. "Sid won't talk, Jubilee won't listen, Rogue's with Remy, and Remy—" Kitty choked up, squeezing her eyes shut to hold back tears. Piotr put an arm around her shoulders, and Bobby swallowed hard, before speaking. "He'll be fine, Kitty. He's tough – we all are. Whatever's happening now, it's
nothing we can't beat just like all the times before."

MedBay, Xavier Institute

Sid bent over the small station Dr. McCoy had given him, tongue held between his teeth as he squinted through his goggles. He held the blowtorch steadily in his right hand, just a few inches above the resilient hunk of metal, and flipped it on. The blue flame burned brilliantly against the dull sheen of the ore, but after long, long moments, it had still made no impression upon it.

"Still nothing, young Forge?"

Sid growled in annoyance and turned off the blowtorch, before pulling off his goggles and tossing them aside. "Nothing. Nothing I do to the stuff has any effect, whatsoever. All metal responds to something. Even adamantium has a liquid form. But this stuff…I know it's what was used in those metal mutant hunters. But I can't figure out how they managed to shape it!"

Hank cleaned his glasses as he stepped closer to the table. "You have been at this for several hours, Sid. You should give yourself time to rest."

"I can't," Sid said gruffly. He squeezed his head in his hands. "I just…can't. Whoever is building these goddamn things isn't taking time off to eat and relax and—"

"Sleep?" Hank said pointedly. Sid grimaced, and began to look over his shoulder, before stopping himself. "I don't think I've earned it," Sid said softly. Hank moved to put a hand on the young boy's shoulder. "Sid, what happened to Remy wasn't your fault, you know—"

Sid pulled away from his teacher's furry blue paw, stumbling to his feet and backing away. "You—you were right. Before. About food. And a break. I should do that – will do that – gonna go now."

"Sid—oh." Hank sighed heavily as Sid rushed out of the MedBay and into the hallways. Hank let out a grumble from deep in his chest, the pain of a doctor who saw pain he couldn't heal. He turned towards the only other occupants of the medical ward, contemplating whether to go to them. With a shiver, he realized he couldn't stomach doing so while having nothing to offer but sympathy. Biting his lip with his oversized fangs, Hank turned away.

The steady beep of the machines that told Rogue her boyfriend was alive were slowly driving her to distraction. She desperately wanted change – a change that would mean Remy was awakening from his unconscious state – and desperately feared change – change that would mean he had slipped further into darkness.

"Rem'…I know you can hear me. On some level, ya know I'm here." Rogue swallowed hard, her throat dry and aching. "I know, 'cause…that's always been you. You always knew. You always found me, even when I did everything I could to stop you. So…I'm gon' need you to do it again, alright? I need you to hear me, and come back to me. Please…"

Rogue bit back what might have been a scream and might have been a sob, and clenched her gloved hands together. Remy had been unconscious from the moment she pulled him from the truck, and remained so when they rushed him home on the Blackbird. He lay still now, connected to two IV drips, numerous wires attached to his deeply bruised head, monitoring his brain functions.

Rogue had been at his side the entire time – holding him on the Blackbird, standing by Hank as he rushed him into the MedBay, and sitting at his bedside night and day. Day and night she had waited, and despite nightmares of beeping and flatlines that woke her, shivering and sweating with terror,
there had been no real change.

"Remy…” Rogue tried to think of something to say that she hadn't already said a thousand times. When he woke up, she was sure he would mock her for all the sappy talk and weeping she'd done. And she was sure he would wake up. She couldn't afford to be anything else.

Rogue slowly reached out a gloved hand, laying it gently on the area of his forehead not covered in wires and disks. "Remy…sugar…please hear me…"

"Uh…no."

Rogue's eyes shot wide open and she leaned in close. "Remy! Remy, please—"

"No," he moaned again, through barely open lips. "Dieu…no’gain…dark….non…je regrette…non…"

"Remy!" Rogue grabbed his left hand in both of hers, and felt him squeeze. "Remy – help! Dr. McCoy! Help!"

"Non! Can' help…le morte…mon diable…” Remy moaned, and the machines around Rogue began to beep and hum loudly.

"Please!" Rogue screamed. Professor! Please, help!

Professor's Study, Xavier Institute

"Professor!” Scott banged on the door harder than necessary, trying to drown out his own persistent headache. "Professor! Look, I know you're there. Dammit! We need to talk! I can’t—"

Scott.

Scott screamed and dropped to his knees, feeling as if his skull had been pounded by a ten-ton hammer. It was as if someone was trying to break into his mind, and the more he fought it, the more the pain drove into him.

"Scott."

"No," he denied desperately, his vision beginning to fade. Out of the corner of his eyes he could see a wavering image, a figure trying to come into focus. It advanced on him, becoming clearer as it did. He tried in vain to force himself to his feet.

"Please, no," he begged the apparition as it closed in on him. "Not you. No. Anyone but…but…”

_____________________________________

TITLE SEQUENCE

TITLE SONG: "Evolutionary" Composed by Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart
Teacher's Dorms, Xavier Institute

One of the few demands Ororo made upon coming to the Institute, all those years ago, was that her room have a balcony. Everyone saw the sense in the weather witch’s request, and no one wished to go against her, so she was provided with the one room that had one. Ororo used it to meditate, to reach out for the sky and sense what was coming in the air.

Except that today, she couldn’t seem to sink into that blissful state of focus she’d long ago perfected. Something was pressing and pushing at her consciousness, and no matter how she shoved it off, it would not stay away.

*Professor? Is there something you need?* Ororo waited for Xavier's answer, and when none came, she frowned. Either the old telepath was deeply absorbed in some intercontinental call, or working on some mind exercise beyond anything the others could comprehend…or something was wrong.

Erring on the side of caution, Ororo elected to go and see for herself. Rising up slowly to give her muscles time to adjust, she was just stretching her legs when a blast of something not the wind hit her with all the force of a hurricane.

Ororo screamed, and the wind answered, howling up around her, eager to fight for its mistress. But her enemy could not be touched, and Ororo collapsed to the ground, the wind barely audible over the voice in her head.

"Ororo…Storm…now/open/here…” The voice left off, gave way to a more primitive, primal form of communication, as she was assailed with images and emotions.

The winds swallowed up Ororo's scream as she went down, and then dispersed, howling over the Institute grounds.
The fresh gusts of wind swirled and mixed the red and blue smoke billowing over the field, meeting in the center so that the makeshift enemy lines became harder to detect. The dozens of young mutants hiding behind the smoke shifted in their positions, readying for the two young X-Men heading the training exercise to give the word.

"Remember!" Bobby barked. The two opposite clouds of colored smoke wisped off and left a small area clear where he stood. "The goal is to get across your enemy lines without being spotted! You can only fight back if you are on your ground, and they cross into your field. You have to get past the smoke barrier without being taken down. You need everyone from your team on the other side to win, and every time the other team takes out one of your teammates, you have to return someone to their side!"

"So, what he's trying to say," Kitty supplied, hollering louder than would be thought possible for her small frame, "is that the goal is not just to wreck each other! Kay?"

"Thanks," Bobby said sarcastically, "dumb it down for them, why doncha? Okay! Marks! Set! Play ball!"

The start of the exercise was deceptively quiet – everyone was cautious, no one wanting to be the first to cross the lines. After a few moments, Bobby could see some of the young mutants getting antsy, readying themselves to run. Finally, one of them, a blue-haired boy with concussive strength, made a break for the left side. He had reached the blue smoke and was making a bee-line for the clear grass when he was walloped backwards by a shot of what looked like white light.

"Richards, back to your side," Bobby yelled. "Good hustle, Rachel!"

The small brunette who had stopped Richards saluted Bobby, who grinned. With the first attempt made, the young mutants grew bolder and cleverer. Kitty saw a hulky boy named Dean slink slyly from the blue side into the red, using the smoke as cover. Bobby kept his eye on two young mutants who both had some telepathic ability – they had something of a feud going, and seemed to be staring each other down, anticipating each move the other might make.

"Oh!" Kitty cried out. "Dean! Good job!"

Dean finally made a break for it. He reached the clear side behind the red, to the cheers of his fellow blues, and the bitter groans of those on the red team. Now the attempts increased, Richards again making a try and one of the two telepathic girls taking advantage of the other's distraction to run past her.

"Oh God, this should be good," Bobby muttered, sharing a grin with Kitty. She bounced up and down excitedly. "This is totally gonna work! Remember, when Scott said we couldn't manage to get everyone together to set up the—"

Kitty was cut off by a scream as one of the telepathic girls went down, clutching her head. "Hey!" Bobby yelled at the other, a lanky blonde half-way to the red side. "She isn't on your ground! You can't attack her yet! Alicia!"

Alicia didn't answer, her eyes wide as she stared at her opponent. Bobby rolled his eyes and walked into the field to grab the girl by the shoulder. "Hey. Hey! Let her go, okay? Excuse me? Did you hear me, Alicia?"

Alicia turned, placing a hand over Bobby's and meeting his eyes. Bobby gasped with the
excruciating pain, feeling as if a knife had gone straight into his forehead. He heard someone screaming, pleading for help. Oh. That was his voice, pleading for her to take the knife out. Only it wasn't a knife, and Alicia wasn't shoving it in, she was sharing it, and her screaming was coming through his voice.

Bobby went down to his knees in the wet grass stained in red and blue. He heard his screaming joined, as the other mutants turned on each other as Alicia had. Somewhere in the background Kitty was screaming, trying to regain control and then shrieking in pain. Bobby gasped, as he felt her pain join his, as if they were strands in an invisible spider's web. Wavering on the edge of consciousness, he saw something redder than the smoke and taller than the other mutants wading through the field, something familiar and strange. Its name was on the tip of his tongue, but then he was fainting, and the name was pulled away from him along with everything else.

COMMERCIAL BREAK

First Floor Hallway, Xavier Institute

Sid had been absorbed in thought – or rather, absorbed in trying not to think certain thoughts. Anything but metal – put your mind off it, let the solutions come later....Grandfather always said – no, don't think about that. Don't think about anything that happened out there, don't think about Mom, don't think about home, don't think about Jubi—no. No, just, just don't think, just—

"Oh!" Sid cried out when he banged into the girl, stumbling backwards and hitting the lockers. "S-sorry. So sorry." He shook his head and lifted it to face Illyana. "I wasn't paying attention, sorry. I couldn't—"

Instead of backing away, Illyana came in close, forcing Sid's back harder against the lockers. She grabbed him by the collar of his shirt, her wide eyes desperate. "Uh, are you okay?" he asked.

"Can't you feel it?" Illyana's eyes roved around the empty space behind Sid's head. He looked up and around. Seeing nothing, he came back down to face her. "Feel what?"

Illyana's hands on his shirt shook – the small Russian appeared to Sid to be vibrating. "Something's trying to break in – can't you feel it? Oh! There it is again!"

Sid jerked his head to the side, and saw nothing still. "Illy—"

"Stop looking with your eyes!" she barked, pulling his attention back to her. "Close them and feel, of course! It's right there...keeps coming closer...closer to all of us..."

Sid wanted nothing more than to pry the tiny dimensional-traveling mutant from his shirt and exit the situation, but somehow found himself obeying her and closing his eyes. Huh – she's right. Something is there. It almost—

Sid opened his eyes with a gasp of recognition, and saw it reflected in Illyana's. He shared her pain, just as he shared her dead faint to the floor.

MedBay, Xavier Institute

Rogue was panicking, caught between the desperate sense that she should run for help, and the overwhelming fear of leaving Remy. The machines monitoring his vitals continued to spike, and he continued to babble, his body beginning to shake.

"Can' see...can'...didn' mean it, non...ain' like dat—no! Tuer...assassin...non, oui, non...le diable,
mon pere, je suis desole. Pardonne-moi – Etienne, non…uh…Rogue…Marie—"

"I'm here!" Rogue grabbed Remy's hand in hers, tears streaking her face, running dark lines of makeup down her pale cheeks. "I'm here, baby. Please wake up! I'm here!"

"Here…she's here," Remy murmured, through clenched teeth. Rogue nodded desperately. "Yes, yes, I'm here! I'm here!"

"She's here – le morte. Le mortes, ils se levant." Remy's last words came up as a rumble from deep within his chest, Rogue leaning close to hear them. When he opened his eyes, she saw red, and then black, and then a burning, searing pain overtook her.

Then Rogue collapsed down on her ranting lover's chest.

South Lawn, Grounds, Xavier Institute

Jubilee was running from something she couldn't see. Everywhere around her, her friends, her teachers, her fellow students were dropping as if concussed by an unseen force. They screamed and went down, or dropped silently, or staggered around with expressions of shock and horror on their faces that terrified Jubilee more than anything she had ever seen. She ran as if she could outrun whatever virus was taking down her school, reverting to her earliest survival instinct of constant motion.

She fled out of the deranged school and into the fields, where swirling red and blue clouds shaded the bodies of even more of her fellows. She saw Kitty and Bobby lying on the grass, crumpled and insensate. She fled towards them, not knowing what to do, not knowing where to go. She reached them but couldn't make herself touch them. Turning around, she looked over her school, and moaned her fear and self-loathing at being the only one left standing.

*I have to go back. The Professor – I have to find him. I have to do something.*

Jubilee took a deep breath to steady herself, filling her lungs with courage. Needing another, she opened her mouth to take in more air, and a large hand clamped down over her face, muffling her scream.

COMMERCIAL BREAK

South Lawn, Grounds, Xavier Institute

Jubilee felt her body go limp with fear, but only for a moment. In the next, her training took over, and she slammed her heel down on her attacker's foot. She charged her hands, throwing them behind her. With a grunt, and then a very manly yelp, her attacker released her. She whirled around, all her fear turning to adrenaline as she readied herself to launch at an opponent she could see.

"Whoa, whoa! Easy, kid, easy! The hell happened here?"

Jubilee gasped out in pain and relief and shock as Logan put his hands up, wary and ruffled and so, so welcome. Within seconds, she had thrown herself into his arms, earning herself a "whoof!" noise, and a gruff hug. "Hey, hey, it's fine, kid. Easy."

"It's not!" Jubilee gasped and looked up at him. "I don't know what it is, but everyone's just – just collapsing! I can't see what's doing it. I—" She bit her lip in shame and forced herself to go on. "I ran. I just…just ran."
"Can't fight what you can't see," Logan said simply, scanning the lawn briefly, before closing his eyes and sniffing. "Hmm...can't smell anything weird. Must be a psychic hit."

"I tried calling for the Professor, but he didn't respond," Jubilee said. She was taking deep breaths, calming herself so that she could be useful. "What do we do?"

"We gotta head back inside," Logan determined. "Whatever they want, it's probably in the school. And if it's a psychic enemy—" The Wolverine growled – "Their target is probably Charles."

First Floor Hallway, Xavier Institute

They advanced through the eerily silent halls, Logan leading the way. Jubilee scouted out their corners, just in case a physical enemy was waiting for the right time to strike. She could hear Logan become more furious at the sight of each unconscious student or teacher they encountered; the hairs on his back practically stood up through his shirt.

Jubilee felt something make her own hairs stand on end and whirled around – there was still nothing behind her, nothing in front of her. "What is it?" she whispered, drawing closer to Logan. "And why hasn't it hit us?"

"Don't know, kid." Logan sniffed the air again, and growled. "But we'll find out."

Lower Level, Xavier Institute

They encountered no conscious people as they descended into the lower levels, but Logan insisted that he had Xavier's scent. "He's down here," he growled, and then was silent as they moved through the echoing halls.

Jubilee felt a growing sense of unease as she realized where they were headed. Another corner turned, and they were in the hall leading up to Cerebro. "Of course," Logan snarled, speeding up his steps. They reached the door, and Logan pounded on it uselessly. "Dammit! Of course he's in there!"

Jubilee pressed her fingers to the crease in the steel doors. "If I can send plasma through the fault line," she asked Logan, "can you get it open when the explosion goes?"

"It's gonna take more than your little crackle pops to break this door, Fireworks," Logan dismissed. "No."

Logan looked over at her, surprised at her contradiction. "What?"

"No," Jubilee repeated. "I—me and Sid...we've talked about this kind of thing. All gates have weak points. They need them to be able to slide open. If I hit it here, it should give us enough space to force through."

Jubilee could see Logan weighing the options, and realizing they had none. She bounced, building up her energy as she waited for him to agree – she had to do something, anything, to fix this, even if she exploded with the effort. She could still see everyone's bodies littered around the school when she closed her eyes. She could still taste shame when she swallowed, at being the sole one left standing.

"I'll fix this. I'll fix this.

"Okay, fine, kid – light it up." Logan took a step back, and Jubilee smacked her hands together hard. Blowing on them as she rubbed them, she built up tiny balls of plasmoids. Ignoring the pain, she held them too long, letting them snap and burn against her flesh. "I'm sorry, Sid," she muttered. "I'll fix it."
With that, she lunged forward and shoved her hands against the thin crack between the doors to Cerebro. The energy coursed through the space, and then exploded, slamming her backwards so hard that she slid several feet. When she recovered enough to look up, she saw Logan glance back at her, worried.

"G—" She choked, coughed, and forced herself to yell. "Go!"

She watched her teacher turn around, unsheathe his adamantium claws, and ram them into the space made by her explosion. With a scream more animal than human, he strained and forced the doors apart. Jubilee caught sight of the Professor within, the helmet controlling the giant machine on his head, and blinked. Beside him, there seemed to be another figure, one moment there, the next moment gone. It shivered, like a mirage in the desert, and then coalesced and turned. A screech like a furious hawk nearly ruptured Jubilee's ears. She clasped her hands over them and watched as Logan leaped through the closing Cerebro doors.

**Cerebro, Xavier Institute**

Logan landed clumsily on the ramp inside Cerebro, grunting as he just managed to pull his foot inside before the doors closed on it. He felt dazed as he lifted his head, looking to the center of the circular expanse. Maybe that was why he was hallucinating.

"Who are you?" he demanded when he could speak, staring down the apparition beside Charles. "I know you ain't that."

The red-head considered him, her image wavering at the edges as if caught by firelight. "Do you, now?"

Logan forced himself to his feet. "You're dead – she's dead," he amended. "Whatever you are, you're gonna step away from Charles, now."

The image of Jean shimmered, and then hardened. It did not move away from Xavier. "And you'll stop me if I don't, Logan? Why? Don't you want to know what I'm doing?"

"I don't give a damn what you're doin', or what you are," Logan snarled, stepping forward on the ramp. "Get away from him."

The image of Jean vanished, and then reappeared directly in front of him. "Oh, Logan. You should know better than to lie to me. Of course you care. You can't help it, can you?" She leaned in close, her riveting eyes gleaming golden. "You can't stop me. You couldn't before. Why try now?

Logan fisted his hands and unsheathed his claws. Jean smiled, softly, gently. "You know those are useless," she whispered, her voice moving like wind to raise the hairs on the back of his neck. "Logan…"

Logan didn't know if he was being held still by telepathic powers, or if the sight of Jean, so awfully real before him, had robbed him of the ability to move. She no longer waved or faded; indeed, she seemed to be getting more terribly, beautifully clear before him. Her breath began to echo around the chamber; he could smell her scent. His own breath hitched when he realized that he was beginning to feel the warmth of her body before him.

"Logan…"

The ache that rose up in his chest, half-physical, half-horrendous emotion, made looking into her beautiful face impossible. Desperate to pull away, not knowing how, Logan looked behind her, towards Xavier. The old man still sat in his wheelchair, plugged into Cerebro, and appeared to be
slumping. Logan narrowed his eyes: beside Charles was another figure, male, wavering just as Jean had.

Logan began a growl that became a roar, and slashed out at the image of Jean with both claws. Leaping through her insubstantial form, he lunged at Xavier. The other form turned to look at him, a shocked, green-tattooed face staring up in fear, and then vanishing as well when Logan ripped the metal helmet from Xavier's head. Logan screamed with pain then, as he felt his mind collide with that of the most powerful telepath in the world. He heard a million voices all at once, and had the sense of being harshly woken up.

Then he fainted.

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COMMERCIAL BREAK

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War Room, Xavier Institute

"How many times am I gonna have to explain this?" Logan groused, leaning back in his chair in the War Room. Scott, Ororo, Hank, and the Professor sat around the large table. At the Wolverine's crotchety growl, Ororo and Scott badly hid grins – even the Professor felt a twitch of the lip.

"You are the only one who really knows what happened, Logan," Xavier said kindly. "The rest of us aren't exactly reliable in our recollections."

"Yeah, well, neither am I." Logan shifted uncomfortably. "Who the hell is playin' us this time?"

"My guess is it's the same someone who lured the Professor away before, and the same someone responsible for the Oklahoma event," Ororo ventured. Off of Logan's quizzical look, she sighed. "That happened while you were gone."

"A lot happened while you were gone," Scott grumbled, rubbing his head. Logan glared over at the optically-powered mutant. "Yeah, well, I wasn't exactly havin' the time of my life out there either. You know they got demonstrations happenin' again? Your taxes are high – blame mutants. Bunch a' kids get together, police come to break 'em up – they decide to say they're protestin' mutants. Got caught up in some idiot mob out in Vancouver. Managed to keep from killin' any of 'em," Logan said proudly. Under Ororo's scrutinizing gaze, he shifted. "Mostly. I think."

"It's been getting worse," Scott said in grim confirmation. "Across the nation. That's why we need to get into Washington. When politicians go to cash in on fear, anti-mutant legislation will be an easy sell."

"Who's selling, exactly?" Hank questioned. "Isn't that the unknown here?"

"Yes," the Professor said, rubbing his hands together. He had been the most reticent of them all, somehow managing to say almost nothing about his own experiences while working the truth out of everyone else. "There is still too much that we don't know."

Rec Room, Xavier Institute

Jubilee walked into the Rec Room and stayed to the wall, scouting around for her friends. Kitty and Bobby were talking animatedly in a corner; Piotr was sitting with his sister while Ilyana spoke into his ear. She looked to the couch; Jean-Paul sat there, playing Halo with Sid.

Jubilee swallowed. *Time to bite the bullet.* She walked through the crowded room, overhearing snippets of conversation about the mystery 'blackout.' No one seemed to know exactly what had
happened. Everyone had a theory, but no two people could agree on what the meaning of it all was.

"Hey, guys. Mind if I join you?" Jubilee asked, wincing at how soft her voice sounded. *Ew. Do I really sound that girlish?*

Both boys looked up at her; Jean-Paul smiled and moved to the side, motioning for her to sit. Sid met her gaze for a few seconds that seemed like minutes, and then turned away to nod. "Sure."

Jubilee sat down between them, and Jean-Paul handed her a controller. After a few moments of uncomfortably silent playing, Jean-Paul allowed himself to be blown apart. "Well, I'm out," he said blithely. "You two crazy kids have fun, eh?"

He gave Jubilee a significant eye-brow waggle, and then left in a way that could only be termed prancing. Jubilee swallowed, and slowly turned to face Sid. "Sid…can we talk?"

Sid shrugged, and Jubilee could feel his tension beside her in his body. "Think we already are."

Jubilee bit her lip, hurt. Sid seemed to regret the curtness of his reply, and turned over to look at her. "Sorry. That was…sorry. What were you going to say?"

Jubilee searched his face. Then she let out a long breath, leaned over, and pressed her lips to his. She felt his gasp pass into her, and drew it in for air. She kissed him for one long moment, and then pulled away.

Sid was staring at her, with ruffled hair and eyes wider than an owl's, and Jubilee couldn't help but grin. Slowly, slowly, he smiled back. "What—what was…?"

"You caught me off guard last time," she answered him. "That was all. I needed time to think – and I did – and I think…that maybe…maybe we should – *not talk* – sometime."

Sid blinked, still resembling an owl. Then he smiled, and Jubilee realized that it was what she had been waiting for since they'd come back to the Institute. "Yeah! Yes. Uh, I mean—" Sid cleared his throat and pushed back his hair. "I mean—yes."

**New Orleans, Louisiana**

She was there – somewhere above him, or within him. He desperately wanted to go to her, and he desperately needed to hide from her. He was running down slick dark alleys, the oppressive New Orleans heat bearing down on him, as someone chased him. He ducked under a blaring sign proclaiming, "Whiskey, Rum, Condemnation and Sin's Undone." Standing in the door he saw his cousin, blood leaking out of the deep cut in the side of his neck. "Ey dere, Rem'. Ooh. He's hot on yo' trail, hein?"

He ran past, shaking his head to banish Etienne's mocking laughter. His bo staff was in his hand, and he spun it as he sprinted. A wall appeared in front of him, and he vaulted over it. He landed hard on the other side, stumbling down to his knees.

"Well, well, boy. T'ink you gon' have a bit o' trouble wi' him." Jean-Luc tapped his foot on the ground, his legs the only body part visible. "Betta face him befo' he roll over you, you."

Jean-Luc walked away, his legs trailing out of sight. The sound of pursuit was still behind him, and Remy forced himself to his feet. He could feel the heavy steps behind him growing closer, and he broke into a cold sweat as he broke into a run. He dodged broken bottles and tried to turn down another street only to find it blocked by a dozen blood-soaked mutants. The little girl with the pink hair stared him down; her silence made his ears ring. She didn't need to say murderer for him to hear
Remy stumbled backwards. He began running full out, careening, tripping, his preternatural sense of balance abandoning him. Alone, he turned one more corner and collided with a wall he couldn't jump over.

"Well, well, well." The pursuer had caught him at last. "Ain' dis jus…sad. Really, Remy. I refuse to believe you so pathetic. I mean…"

Remy turned around to see the mirror image of himself spread his arms and grin, winking an all-black, demon's eye. "…you do reflect on us both."

"I ain't you." Remy hissed defiantly. But at one step forward from his double, he backed up and hit the wall.

"No escape now, boy," said the dark, malevolent form of Remy. "Time's run out. You only get to borrow so much, 'fore de devil comes for what he's due."

Backed into the wall, Remy had no moves left when the laughing devil of himself lunged. Remy shrieked and shot up in the MedBay bed, awake and screaming into an empty room.

**ENDING CREDITS**

**Promo for Next Episode:** When anti-mutant sentiment threatens to overwhelm the country, the X-Men travel to the nation's heart to combat the prejudice. But they are unprepared for the treachery, violence, and deceit that haunts the halls of D.C. – and for the trap that lays in wait for them all.
Dominance Ladder

Blackbird, 5000 Miles Above Washington D.C.

The near-invisible jet began to perceptibly lower as the weather-witch at its helm began the descent. Ororo narrowed her gaze, focusing on wrapping the clouds and fog of the Maryland morning around the jet to conceal their landing. Professor Xavier sat beside her in the co-pilot's seat, while Dr. McCoy, Scott, Kitty, Bobby and Piotr sat in back.

"We're only going to have two days before proceedings begin," Scott reviewed, flipping through the files he had brought along for their mission. "That's two days to change enough minds about the proposed bill to register mutants in schools and governments for the vote to go negative."

"But we won't by the only ones trying to convince them, right?" Kitty played nervously with her laptop and her belt as the plane shuddered. "And some people there have to be on our side."

"It only takes a few to tip the scales," Bobby said grimly. "And you saw the protests and riots – it's only getting worse."

"But worse may help us," Piotr argued. "Katya is right; there must be those in the house who will not allow this."

Bobby looked pained, especially at the thankful, warm grin Kitty gave the Russian, but McCoy nodded. "Indeed," said the great blue mutant. "I hope appealing to the better angels of their nature will be enough to stay this vote. But still, Bobby is correct to be cautious. We cannot rely upon our best hopes. As Sun Tzu said, one of the great five faults of a general is recklessness, which leads to destruction."

"We're not going into war, Hank," Ororo said, as the jet dropped, and the air pressure caused ears to pop. "That's the beauty of our government. We don't have to kill each other to make change."

"War is not only a blood-sport, Professor Monroe," McCoy chided with a wagging, clawed finger. "Waging it can be done without violence. It is the way of thinking that enables one to achieve victory."

"Isn't fighting without violence one of the five faults of a good general?" Bobby asked, sharing a grin with Kitty and Piotr; once the good doctor began his rhapsodizing on ancient literature, the only option was to allow him his stage.

"No, not quite," the erudite beast explained. "Although one fault, a delicacy of honor which is sensitive to shame, could be likened to an unwillingness to engage in needed ruthlessness. But Sun Tzu also warns against a hasty temper, lest we be provoked into rash action by insult; cowardice, which leads to capture; and over affection for one's men, which exposes the good general to worry and trouble."

"Ah, but here is where I must part ways with the ancient authority," Xavier said, though he smiled warmly at the other teacher. "I cannot consider great affection for one's people a weakness – to me, such is the source of greatest strength."

"Good," Kitty said brightly, "Cause I would feel a lot more nervous if I thought you were planning to throw us under the bus in our next battle."
"Hopefully, Kitty, our next true battle, and all attendant violence, is a long way off," Xavier said with a chuckle. "It is my intention to use logic and pathos to convince our representations to treat fairly with us."

"Yeah, well," Scott murmured, as the Blackbird touched down on the outskirts of the nation's capital, "you know what they say about intentions."

Rec Room, Xavier Institute, New York

"As we draw closer to the deciding vote on bill 4159-H, or what is being called the mutant registration act's latest form, protests around Capitol Hill and throughout the country have been increasing in number, and in violence. With states reporting rising crime rates, many are alleging that anti-mutant sentiment is driving the turmoil – while others insist the ones responsible are mutants themselves, who…"

Logan growled as he watched the TV, where the reporter was narrating over shots of protests in D.C. Sid, Jubilee, Rogue and Jean-Paul sat squished together on the couch, staring avidly at the scenes of shouting, chanting protestors. Some carried signs: *No Registration Without Representation; Jews, Japanese, Mutants – Who's Next?* and *Mutant Lives and Mutant Pride*.

"Uh-oh," Sid muttered. "You know the mutant pride signs are gonna provoke the anti-mutant crowd."

"It's not provoking," Jean-Paul responded immediately, glowering at the new shots of the opposing picket lines, "because there's nothing wrong with mutant pride."

"Except that Magneto and his crowd have basically adopted it as their slogan," Jubilee said, in between nervously chowing down on *Pocky*. "Everyone knows, if you say mutant pride, you're willing to do more than hold up signs."

"You think anyone we know will show up there?" Rogue asked, turning around to look at Logan. He raised a brow, considering. "Magneto might, if he thinks it'll help get him new recruits. But he might not, if he thinks he could end up getting caught, or losing followers. You know him – he'll talk shit about the cause, but he always thinks of himself first."

Rogue nodded, but Logan could see the tremble in her lip and the question in her eye. "You're not just thinkin' about Mags, are ya kid? You're wondering if John might show up."

Rogue swallowed and blushed. "I just…I just want to know if he's okay. If he made it outta – out of –"

"Hey." Logan lowered his voice and took a step closer. "Don't. That boy isn't on your conscience, whatever happened. You did what you had to do."

Rogue opened her mouth to speak when something caught her eye just over Logan's shoulder. Logan turned, but caught only the flicker of trench coat in the doorway as the Cajun fled. He turned back to Rogue, who was now paler than ever. Logan cleared his throat, struggling to think of what to say, as the newswoman continued to describe the protests.

"…say that the real problem to fear is unchecked power, whether mutant, or human. With MSNBC, I'm Carrie Harper. Back to you, John."

TITLE SEQUENCE
"I'm sorry...is Congressman Barstow expecting you?" asked the pretty young intern in a conservative white ruffled top. She looked over the seven X-Men nervously.

"I should hope so," Xavier said with a warm and winning smile. "We are from his state. We would like to express our concerns about the upcoming vote to our congressman personally."

"I am sorry," the intern repeated, her voice going up in pitch and flat in intonation as she prepared her assigned speech. "But Representative Barstow is unavailable for—"

Is he?

The intern froze, as the soft British voice invaded her mind. "What?"
"Is he, truly, unavailable?"

"No," the intern responded, eyes slightly glazed. "No, he's just inside."

"Thank you," Xavier said aloud, and pressed the forward-motion button on his chair. "We will only be a moment."

It wasn't until all of the X-Men had filed past and around her that the intern shook her head, breaking from her daze. "Wait – wait! You can't! You can't go in there!"

Congressman Barstow was seated at his desk when Professor Xavier and his six students entered his office. He frowned as they came in, removing his glasses from his wan, pale face and putting a stray blonde hair behind his ear. "Nancy? Who are these people? Who are you people?"

"Hello, Mr. Barstow. My name is Charles Xavier. I run a school for gifted youngsters within your state. We would like to discuss your upcoming vote, and some of our personal concerns."

Barstow blinked owlishly, taking in one X-Man after the other. "I'm—you are? I don't remember Nancy scheduling this meeting."

"No, perhaps not," Xavier said easily. "But she was kind enough to let us pass. We ask only for a moment of your time."

"Mr. Barstow, I swear, I tried to stop them!" Nancy rushed in between Scott and Bobby, panting and looking as though she might cry. Barstow's face first blanched, and then hardened. "You're mutant advocates, aren't you?"

"Concerned citizens," Scott supplied. Bartsow narrowed his eyes at Scott's shades. "I know my state's concerns, Mr…?"

"Professor. Summers." Scott tightened his folded arms. Barstown's eyes narrowed further, and scanned the room again. "Right. Well. As a professor, perhaps you understand the dangers inherent to students in taking classes with unregistered mutants who could go off at any minute and do God knows what."

"Go off?" Kitty put hands to her hips and stepped forward. "Oh – you mean like all the recent massacres in schools by students. Oh. Wait. Those were human massacres, weren't they? By students with guns?"

"And yet, according to your voting record," Bobby chimed in, stepping up with Kitty, "you still come down solidly against increased measures to regulate the sale of firearms. So, what is it, Mr. Barstow? Are weapons only dangerous when they're not the ones you can paid for defending?"

"Bobby, Kitty." The Professor's voice held a note of warning, before he turned back to the now fuming representative. "My apologies. At our school, students are encouraged to speak forthrightly. A hallmark of democracy, I'm sure you'll agree."

"This school—" Barstow's eyes finally widened. "Oh God. That's it, isn't it? You're from that mutant academy. That training ground…Nancy! Nancy, call security!"

Nancy turned and fled, as Barstow rushed to pick up his phone. "Congressman, there is really no need," Xavier said in his most calming tone. "We are here legally. We have no intention of attempting to coerce your vote one way or another."

Barstow gave a laugh that managed to be both afraid and arrogantly dismissive. "Oh, yes, I'm sure.
All that firepower, and you're just here for a civilized chat. You know, I may not have the ability to crush rocks with my bare hands, see through walls, or read minds, but I'm not some obsolete one-celled little amoeba. I know a threat when it's seven mutants in front of me. Security!

Cerebro, Xavier Institute, New York

Logan stood outside the closed doors and laid a hand against the same metal that ran throughout his bones. Without the Professor, he couldn't open the door. Even if he had, he could never have made any use of the machine. Only two people in the known universe ever could.

"It's her. Isn't it? You can still feel her."

Logan grunted an acknowledgment, and raised an eyebrow when Jubilee came to stand at his side. "What – you psychic now too, kid?"

"No. Still just got my fireworks," Jubilee said in her naturally chipper voice, and then, more softly, "but that doesn't mean I didn't feel her when she came in."

"Wasn't her." Logan shook his head, staring resolutely at the eye-scanner on Cerebro's massive doors.

"Then why did it feel like her?" Jubilee asked. "Why does it…how could she take over the Professor like that? Over all of us like that?"

"She didn't. She wouldn't. She—" Logan forced himself past the knot in his throat with practiced skill. "Jean is dead. It wasn't Jean."

Jubilee put her hand on the door beside Logan's, before looking up at him, her brown eyes dark. "Then what?"

102 Cannon, HOB, Capitol Hill, Washington D.C.

"Congressman Provost thanks you for your time. Yes. Have a wonderful day."

Congressman Provost's assistant shut the door, and Scott made a sound deep in his throat that sounded very much like a growl. Ororo glanced over at him quizzically. "Logan? Is that you?"

"Don't even start." Scott strode away sullenly, his jaw tight. Xavier laid a gentle hand on Ororo's wrist when she made to go after him. "Let him be, for now."

"Does anyone else wanna say it?" Bobby muttered as the rest of the X-men set off down the halls of their nation's capital. "No? Just me?"

"Bobby, don't," Kitty warned, glancing around at the people in severe suits who hurried past their group. Some of them gave the X-Men knowing stares; most rushed past without giving them a second glance.

"Don't what? State the obvious?" Bobby lowered his voice but continued. "We've gone through five senators, and two congressmen. Two trashed us the minute we breathed 'mutant', two politely listened before politely shoving us out, and that one senator didn't even bother to stop chewing his gum."

"That doesn't necessarily—"

"It's pointless," Bobby asserted. "We're never going to persuade them without something to offer"
them, and we don't have anything to give except good vibes. They've all already made their decision. The only thing we could give them is a deterrent."

"That sounds uncomfortably like you are advocating threatening people into changing their vote," Dr. McCoy said. "Just because the high road is rocky, doesn't mean it isn't worth walking."

"I don't think they know what a high road is here, Professor," Bobby replied flatly. "And if they did, they'd put a tax on it."

"Ah—witness the fall of the idealist as he is swallowed up by the D.C. machine."

Bobby, Kitty, and Piotr whirled around to face the handsome, smiling young man in a suit who had spoken. "My favorite part of the day, if I'm honest."

"Who—"

"Harvey Isley, Kentucky." The man had grabbed and shaken Bobby's hand before the mutant could resist. "Couldn't help hearing your conversation."

"You were following us," Kitty stated flatly, as Ororo and McCoy turned. Xavier rotated his chair slowly. Harvey Isley smiled again. "Hi."

"How long were you listening to our conversation?" Bobby demanded, as both he and Piotr stepped forward with a hint of menace. "Whoa!" Harvey put up both hands with a laugh. "Wasn't listening. Just couldn't help but overhear."

"It's alright, boys," Dr. McCoy said. "He means it. He really couldn't help but overhear."

"Hank." Harvey beamed even wider. "Seeing you around here is a damn shame. I missed you."

Ororo looked to Hank for explanation, as Harvey continued to beam, hands in his pockets. "Hank?"

"Oh, I'm being rude." Harvey motioned everyone to the left. "Please – let's carry on this conversation inside my office. Please."

"We were having a conversation?" Kitty muttered, as they filed into the office. Bobby noted the placard – Rep. Harvey Isley, (KY).

"Right this way, right over here." Harvey ushered them all into a smaller room. "Oh, if you could?" He gestured to Piotr. "The door?"

"Oh? Uh…da." Piotr pushed the door almost closed, leaving a tiny sliver open. Harvey laughed. "Uh, no – please. All the way closed."

"You can, Piotr," Xavier said firmly. Piotr reluctantly did so, his eyes still on Harvey. The minute the door was solidly shut, the congressman visibly relaxed.

"Ah. So much better. Now I can focus on listening to you all without all that noise," he said, leaning back against the wall.

"Noise?" Kitty asked. Harvey raised both brows. "Yeah – everyone in every office for the past half a mile is whispering about the 'mutant contingent' wandering the halls. It's so loud I thought my ears were gonna bleed."

"Harvey's abilities include heightened hearing," Dr. McCoy explained. Harvey shrugged, with another grin. "More a burden than a blessing, really."
"Your – wait. You're a mutant?" Ororo shook her head briefly. "I don't recall hearing about any mutant politicians other than Ms. Dix from Iowa and Senator O'Shaughnessy."

"You didn't," Harvey said, his smile now faded to a mild smirk. "Thankfully. The Bluegrass State, not exactly a fan of evolution, in textbooks or in people."

"So you hide it?" Kitty said, scandalized. "But – why?"

"Because I'd enjoy being elected for a second term, so I can actually see some of my proposed legislation through to completion," Harvey said reasonably, still leaning casually against the wall. "Besides, it's not like I have laser vision, or the ability to manipulate metal. Being able to hear a bargain on oil price limits being struck four halls down isn't exactly a superpower."

"But how can you stand to hide it?" Kitty demanded. "How can you live with yourself?"

"Live with myself?" Harvey huffed a laugh. "Whoa, now. I never signed up to be a poster child for the cause."

"But you could do so much good!" Kitty emphasized. "You could do so much good out and proud as a congressman!"

"Could I?" Harvey countered. His smile was gone now, replaced by a cool, calm expression as he fixed his gaze on the enthusiastic little mutant. "Could I really? More good than I can here in my seat, actually able to push through legislation to help mutants? More good as a symbol and a spokesperson than a real vote? Because I can tell you, Young Miss 18 to 24, that all those rallies and protests happening outside aren't doing damn thing to influence this bill's passing."

"Then what is?" Dr. McCoy asked the now serious congressman. Harvey crossed his arms over his chest. "Backroom deals. This is a show bill; half the people behind it don't believe in it, and those that do can't explain why they started believing in it now."

"Then why are they supporting it?" Bobby asked. Harvey grinned; it was grim now. "Either they're getting something in exchange, or something's being held over their heads. I've been through five mutant registration bills before, and I've never seen anything like this. None of the anger, none of the conviction – hell, none of the considering of how it will play to constituencies even factors into this. More than half the senate and two-thirds of the house is on-board for something they couldn't care less about."

"How?" Ororo asked, beginning to pace as she always did when working a problem. "How could this many people rally behind something this potentially devastating without even caring?"

"I don't know," Harvey admitted, in a low tone. "But I will say this; on the surface, it looks like a hundred different reasons."

"But it's not?" Bobby questioned. Harvey grinned; savage now. "Nothing ever falls together that perfectly randomly. Not in D.C. Someone is pushing this. But whoever is orchestrating it is meticulous. They've left nothing visible or audible – the only way to know them is by their obvious absence."

"Fight the enemy where they are not," Dr. McCoy murmured. "Someone is planning a war."

Classroom 416, Science Lab, Lower Level, Xavier Institute

"As we get closer to the day of the deciding vote, tensions continue to spill over into clashes between police and protestors. While D.C. protests have been largely peaceful, in Dallas and L.A., law
enforcement officials say they have been forced to use tear gas when mutants attempted enhanced violence. Many protestors insist it is the police who are responsible for escalating the conflict…"

"You still watchin' that shit?" Logan asked as he walked into the classroom. Sid jumped, looking nervously from his open laptop where the news was playing. Sid muted his computer. "I just, I want to know if anything gets really bad. You know – because then they might need us. We might have to go and help."

"You want that? You didn't volunteer for the mission," Logan noted, as he walked over to the long table Sid was standing behind. "The hell is all this?"

Spread out on the table were a collection of vials, a torch, a bunsen burner, a microscope that looked like no microscope Logan had ever seen, and a cloth on which rested several labeled samples of metal. Sid adjusted the goggles he wore, and pulled up his rubber gloves. "Oh! This. Yeah. I'm testing the samples of the metal I got when I—when we were at my…my old home."

"Right," Logan said gruffly. "Ro said something about that. Somethin' about you goin' home, meetin' a tornado mutant, and findin' a bunch of rocks."

"Not rocks – metal," Sid said eagerly, lifting up one piece to show to his teacher. "Whatever this is, it was valuable enough for the people harvesting it to try and force my whole town off their land. It's not an alloy of adamantium – I made sure of that. But whatever it is, it's what those mutant hunter machines were made of." Sid grimaced. "It just doesn't add up!"

"Yeah, lot a' that goin' around." Logan pulled out a cigar, and chuckled. "What?" Sid asked.

"Just rememberin' Chuck warning me not to light up here," Logan said, as he flicked on his lighter. "Or he'd have me thinkin' I was a little girl."

Sid grinned. "Yeah, he could too. I don't think he would, though. He's too, ya know – the Professor. All upstanding and righteous and friendly and cups of tea. He's like my Grandfather, kinda. Keeps himself on a leash, because of the power he has. I mean, if he ever did decide to start really messing with people's heads?" Sid shuddered. "That would be like when Professor Grey went all…" He trailed off as he spotted the pained grimace on Logan's face. "I…um…"

"S'alright, kid," Logan said heavily. "I'm not gonna start cryin' on ya. Talkin' about the dead doesn't make 'em appear."

Sid looked down. "I don't know. Sometimes I—"

Logan growled and whirled again. Again, all he could see was the tail end of the cloak at the edge of the classroom door.

"What? What is it?" Sid said, nervous. Logan looked at the boy with annoyed confusion, but then realized Sid probably couldn't smell the bourbon and cigarette smoke. "Nuthin'." Logan nodded at Sid's silent computer screen. "That's somethin', though."

Sid turned up the volume. Several of the pro-mutant protestors had climbed on each other's shoulders, and were using their vantage point to shout down the anti-mutant crowd on their megaphones. An opposing triangle was going up on the anti-mutant side. In between them, like a dark fault line, streamed a contingent of riot police.

"It's getting really bad this time. Isn't it." Sid looked to his teacher. "Worse than before?"

Logan chewed on his cigar, still watching the screen. "Every time things get bad they get worse than

"I'm sorry I can't be more help," Congressman Isley said, as he walked the X-Men out of his office. "I'm doing all I can from where I'm at."

"It's appreciated, Harvey," Dr. McCoy said, shaking his friend's hand with his large blue paw. "Your information is helpful."

"Yes," the Professor agreed. "And we may yet have friends. There are one or two more people here I am optimistic will help us."

"I'm glad to hear it," Harvey said. "We can use all the friends you can spare. Whoever is engineering this thing has got plenty of their own."

Xavier smiled, as the last of the mutants filed out of the office. Harvey grinned at Kitty as she left. "Don't lose all that righteous fire, Ms. 18 to 24," he said with a wink. "You'll need it to balance out your friend there." He waved to Bobby. "A realist always needs an idealist to partner with. Only way anything worth doing gets done."

Bobby looked skeptical as Harvey closed his door. "I don't know if I trust him, Professor," he said to Ororo, as the team moved on down the hall. The weather-witch smiled wryly, a quick hard twist of her mouth. "I better trust a man who admits his true nature as a political creature, then one who tries to deny it. To work with power is to be vulnerable to corruption; anyone who can confess that truth and that struggle, may be still capable of doing good. It is the ones who claim to have true mastery of power, and purity with it, who are always lying."

"That might be true," Bobby said thoughtfully. "But—"

Kitty jumped and accidentally phased through Piotr when she rounded a corner and found Scott standing directly in front of her. "Scott!" Ororo said, as Bobby caught Kitty before she fell, "where have you been? We just—"

"Don't."

"Why?" Kitty demanded. Scott turned his head towards the Professor, as if waiting for something. "Yes, Scott," Charles asked. "Why not?"

"That confirms my guess," Scott said darkly. "You can't sense him – which means someone is blocking him."

"Him who?" Ororo folded her arms and walked over to her friend. Scott lowered his already gravelly voice. "We've had a tail for the past two hours. I only noticed him when I doubled back to rejoin you guys. He's been following you all since I left; he's probably been following us since we got here."

Scott turned his shaded eyes to Xavier. "And if you couldn't sense him, Professor, that means…"

"He was able to cloak himself," Bobby finished. "There's another telepath here."

COMMERCIAL BREAK

Cannon House Office Building, Capitol Hill, D.C.

The seven mutants stood in silence. Bobby, tensely balling his fists, was the one to break it. "So
that's it. This guy, this telepath – he's the one forcing everyone to vote. The one manipulating all of this."

Ororo opened her mouth, but the Professor spoke first. "It is certainly a possibility."

"But why?" Kitty demanded. "Why would any self-respecting mutant work to pass a law hurting themselves?"

"Professor—" Scott began, but was quickly cut off by Dr. McCoy. "Perhaps they are not self-respecting," the beast offered mildly. "Or, more likely, they simply do not need to care. A psychic-powered mutant with no physical tells can easily live in a hostile world outwardly as a normal human."

"But why, then?" Piotr asked, scowling as he did when deep in thought. "Why bother?"

Dr. McCoy glanced over at Scott, who raised a brow. Kitty gasped. "Wait! This telepath – is it the one who was at my home? The one who lured us away?"

"That could well be a possibility, Kitty," Xavier acknowledged gravely. "But we cannot be sure of anything. We must all operate with extreme caution," the Professor said, glancing around at the other teachers, "under the sole assumption that whoever is behind this is dedicated, dangerous, and very likely extremely powerful."

Gym, Second Level, Xavier Institute

"Cagey, underhanded – two-faced…lyin’…piece of…arh!"

With one last, stupendous blow, Rogue side-kicked the punching bag, snapping the chain and sending it hurtling across the gym. It slammed into the wall just near the door. Logan was forced to unleash his claws and slash it away as he entered.

"Huh." Logan examined the scraps of cloth on his claws. "Not to discourage ya, Stripes, but you keep breakin' those and the Professor might just start you back on those meditation trips you liked so much."

Rogue clenched her fists, her muscles bulging under the sheer, thin workout top she wore. Logan could see sweat soaking her pale skin, slicking her streaked, ponytailed hair to her neck. "Somethin' botherin' you you wanna talk about?"

Rogue snorted, tightening her wrist-length workout gloves. "You wanna talk? Though you always said you hate it when people sit around and whine about their feelin's like it'll do a damn bit of good."

"You're right." Logan pulled off his hoodie and strode up to the angry girl. "I don't. Half the time all anybody does is talk around the problem, and leave more pissed than before. I prefer a more direct route. And, since I'm the one who's gotta replace those bags every time you bust 'em, I think we gotta give you a less bust-able target."

Rogue's green eyes widened, and she stepped back when Logan moved into fighting stance. He smothered a grin. "What's the matter, kid? Afraid this old man will be too much for ya?"

Rogue scowled at that, jutting out her stubborn chin. "I just don't wanna go putting my problems on you."

"Oh, I think I can deal," Logan chuckled roughly, putting up his hands. "C'mon. Let it out."
Rogue still looked hesitant, though she began circling with him. Logan noted with approval that she kept her focus on his chest, to read where and when his hits would come. He threw out a few test punches, which she easily dodged. Her entire body was tense, rigid. *She's wound tight,* he thought, as he tossed off a few more difficult strikes, to draw her out. *Too tight. Somethin's eatin' at her bad.*

"You ain't been getting' out much, have you?" Logan asked, as he danced toward Rogue with a quick uppercut. Rogue batted his hand away, reminding him of the incredible strength she kept within her now. "How could you tell?" she shot back, verbally and physically, with a low kick at his knees. "My lily white skin?"

"No – your tension." Logan turned away from her kick, and landed a blow to her shoulder. "You're shakin' with it. And you're fighting sloppy," he chastised. "Remember what I taught you."

Rogue's eyes flashed. "I've learned plenty while you were gone, *Logan,*" she snarled. She bent and sprang, using her powers to propel her into a giant leap, coming down with her knees and elbows on Logan's upraised arms. Logan stumbled back with the blow, falling down and flipping her off of him. Rogue jumped back easily. Logan rolled up into a crouch, his claws coming out instinctively.

"I see." Logan nodded, even as he brought up his deadly embedded blades. "This is about me leavin'?"

"No," Rogue denied. She was panting, but at least now she was engaged. Logan would take that. "No?" he prodded. "Okay. Not about me. So. Maybe about a certain smooth talker who likes to use casual French?"

"Jean-Paul n' me are friends," Rogue said obstinately, leaping up yet again and grabbing hold of one of the gym's pipes to kick out at Logan's head. He jumped back, not willing to use his claws against her exposed leg. "Right. 'Cause that's who I meant."

"That's who fits the description," Rogue huffed, vaulting herself over Logan to land behind him. He whirled around just in time to block another of her kicks with the blunt sides of his claws. "That's who's here," she muttered, shaking her white-streaked hair out of her eyes.

"Remy's still here," Logan pressed, dodging one of her punches, and responding with a slash from his left-hand claws. "I've seen his coat tails flapping around. Likes to run off before you can get a word outta him, huh?"

Rogue parried his claws with her right forearm, swiping his hand aside. "He might as well just leave then," she snarled, and aimed a roundhouse kick at Logan's head. "Since everyone's doin' it."

"That again?" Logan grunted, ducking away from her kick. "Thought you got over that – didn't it make you two miserable enough the last time?" He elbowed Rogue in the sternum. She stood and took the hit, barely moving despite its force. Logan's own eyes widened when she immediately came back with a rapid-fire punch-block combination he'd taught her weeks ago.

"Obviously not!" she snarled. Logan took a hit to his cheek, as Rogue continued to bear down on him, kneeling him in the side. Logan punched at her kidneys. Instead of blocking, Rogue took the bruising blow and used the opportunity to catch his left arm with her right, slamming a palm into his chin. "Obviously, everythin' I did wasn't 'nough for that man. Sorry—" She twisted Logan's arm and kicked his shin. "Boy. Clearly, there ain't nuthin' I can do to get through to him. *Honesty* just ain' in that mud-dirty Cajun *blood* of his!"

"Whoa. Whoa, whoa!" Logan switched to constant blocking, defending his face and sides as Rogue swung at him with more power. Logan could feel himself bruising, healing, and re-bruising from the
force of her blows. "Easy, kid."

"What?" Rogue's breathing was heavy and heated, but her eyes glittered. "Can't take it? Thought you wanted me tough. Huh? Isn't that what you wanted from me?"

"Kid, kid – Rogue!" Logan defaulted to throwing his arms up, taking Rogue's blows as they came. "Hey – Marie—"

"No!" Rogue screamed in wordless rage as she leapt and kicked out with both legs. The force of the hit knocked Logan onto his back. Winded, Logan felt bones having to reknit as he forced himself to sit up. "Kid—"

"I'm not." Rogue's deep drawl didn't soften the harshness of her voice. "I'm not a kid, Logan. I'm—" She choked up, and Logan could see the emotions warring on her face; shame, fear, anger, defiance. "You...you can't just fix this," she finally managed. With nothing more to say, and tears threatening her huge green eyes, Rogue turned and fled out of the gym, down the right-hand hall.

Beaten and bruised, Logan could still have gotten up and followed her. But he, of all people, knew when to let someone run. He was dragging himself to his knees when he caught the heartbeat just outside the gym. "Go on", Logan muttered. "Go after her."

Logan waited, sniffing the cigarette smoke and cinnamon in the air. The heartbeat increased, rapidly, and then moved away. He could hear the heavy tread of the boots as they moved backwards, down the left-hand hall.

"Dammit, Cajun," Logan growled. Cannon House Office Building, Capitol Hill, D.C.

Bobby had been threateningly silent the entire long walk from the one office to the other. Kitty glanced over at him repeatedly. Bobby sighed, and, still facing resolutely forward, asked, "What, Kitty?"

Kitty, despite her watch over him, started. "I didn't say anything!"

"No," Bobby smiled wryly. "You're just watching me like you think I might boil over."

"Will you?" Kitty tried bluntness. Bobby raised a brow, as they came to a stop behind their teachers at an office door. "Me? How could I? I'm too cool to reach boiling point."

Kitty rolled her eyes, but the bad quip had made her grin. She stepped back with the others as the office door opened. A nervous young male intern looked out on the seven mutants. "Yes? I'm sorry – yes?"

"You're quite forgiven," Xavier said jovially. "We are scheduled for a meeting with Congresswoman Harris. Might we come in?"

"Uh...I –uh—" The flummoxed intern glanced again around at the X-Men, and was opening his mouth to speak when a female voice sounded behind him. "It's alright, Dalton – you can let them in."

Dalton shuffled aside, letting the seven mutants into the office. It was more spacious than the others they had visited. Decorated in warm tones of crimson and orange, it boasted little bowls of chocolates on the various small tables. Several pictures of young children were propped up on the desk of the stout middle-aged woman in a blue suit who sat behind it. "Charles," she said, with a smile. "I had expected to see you much earlier."
"My apologies, Marlene. We had hoped to go to our adversaries first, before coming to our friends. Alas, that went as well as could be expected." Xavier wheeled forward and smiled at his students. "Everyone, this is Representative Marlene Harris, an old friend of mine. Marlene, these are my students."

Marlene got up from her desk and walked around to shake each of the X-Men's hands. "Pleasure," she said. "Charles has always been able to bring out the best in whoever he's teaching. Even back when he was a student himself."

"Unfortunately, I haven't had quite that much success here." Xavier turned his chair towards the congresswoman. "It seems there are forces arrayed against us that we cannot match."

"I wish I could disagree," Representative Harris said, inclining her head sadly. "This bill seems to have a will of its own."

"So we've heard," Ororo said, with enough bite to turn the congresswoman's head. "And so, once again, mutants' rights are the last thing our government cares about."

"I can certainly understand your feeling that way," Marlene said diplomatically. "I, for, one, will most definitely be voting against this bill."

"And how much does your vote count?" Bobby asked bluntly. Dr. McCoy looked distressed, but Marlene nodded. "Not as much as I would like," she answered. "It seems as if I am in the minority here."

"And who's the majority?" Kitty pressed. "How can we stop them?"

"Kitty," Dr. McCoy warned. Marlene waved a hand in his direction. "No, no, I understand your passion," she said clearly. "I wish we had more of it here. Ms…?"

"Pryde," Kitty stated. Marlene smiled genuinely then. "Ms. Pryde. What a wonderful name. In this case, there are two ways to block what a majority wants to do. You either chip away at enough of them so that they are no longer the majority – or, you compromise with them."

"Compromise? How?" Bobby said immediately. "Only register half the mutants out there?"

Marlene inhaled deeply. "It's not ideal," she admitted. "But if the bill should pass, then amending it, so that its implementation is reduced in scope, would be our best response."

"Is there nothing you can do to stop its passing?" Xavier asked. "No favors you can call in? No one you can appeal to?"

Marlene sighed heavily, and shook her head. "No. I'm afraid not. Too many of the people pushing this bill are ones I have no relationship with, and no pull over."

"So we are just supposed to let this happen?" Piotr spoke up, visibly surprising Marlene. "With no fight?"

Marlene glanced over at Xavier. "I wish I could offer you more," she said to the three young X-Men. "But I'm afraid the means of fighting I have are not as – swift, as those you might be used to. I have to work within a system. There's only so much I can do."

Bobby's jaw went rigid, and Kitty looked aside, fighting off tears of disgust. Xavier cleared his throat lightly and reached out to take Marlene's hand again. "Thank you for your time. You have been most helpful."
"None of them are useful. None of them care. They're all worthless!" Kitty seethed, as they X-Men walked along the grand mall. "This is all worthless."

"I never thought you'd be the one throwing in the towel," Scott said casually as he strode along beside her. "I'm disappointed in you, Kitty."

Kitty gasped in anger, and Bobby and Piotr both started talking at once. "That's not fair! We're not giving up!" Bobby snapped. "But we're going around in circles here!"

"Yes, we want to continue the fight!" Piotr supported. "But we **have** no one to fight. Who is this telepath who can control so many? What does he want? Where is he?"

"That is exactly what I would like to know." Xavier suddenly whirled his chair around. "Stop!"

Xavier's command reverberated across the crowded mall. Bobby and Piotr froze with their mouths still open; Kitty was stilled with one foot in the air. Ororo and Dr. McCoy too stood immobile. Only Scott was able to move, walking behind two other frozen tours, to pull a man out of their shadow.

He was slim and nondescript to a fault. Dressed in a plain suit, his pale brown hair fell over a wan face, half obscuring his eyes, which were frozen in a squint. Scott dragged the telepathically trapped man over for all of the others to see.

"Thank you, Scott," Xavier said cordially. Narrowing his gaze, he focused in on the captured spy. Kitty gasped as she was released, and Bobby and Piotr stumbled into each other. "What the hell?" both boys said in unison.

"I am sorry," the Professor apologized. "But we did not know how many people were following us. I had to throw out a blanket telepathic freeze, to make sure I caught our follower."

"Him." Bobby looked hard at the still, spindly man. "He's the telepath?"

"No," Xavier said. "There is no telepath."

"What?" Bobby glanced from the frozen man on the ground to Xavier, to Scott. "But, you said a telepath was following us."

"Actually, you said he was a telepath," Scott said. "I just mentioned he was a tail."

"But wait," Kitty said, as Bobby glared at both of his professors. "If this guy isn't a telepath, then what kind of mutant is he?"

"Actually, Kitty," Dr. McCoy said calmly, "I don't believe this man before us is a mutant at all."

"I am very confused," Piotr stated.

"I'm sorry." Xavier inclined his head towards his three young students. "But I'm afraid we haven't been entirely honest with you. You see, whilst we were outwardly discussing our supposed telepathic follower, I was actually simultaneously carrying on a conversation with Scott, Hank and Ororo. I was testing a theory – any telepath powerful enough to conceal himself from me, would certainly be able to see into our minds and discover our second, hidden conversation beneath the
dialogue I was having with you all. But I felt no hint of a presence in our minds. That made me suspect that whoever was cloaking our tail couldn't actually read minds – merely conceal them."

"So...you kept us in the dark to set up a sting?" Bobby still frowned, but seemed to be controlling his anger. "This was a trap?"

"Yes," the Professor conceded with a proud smile. "Any telepath who could be caught by such an easy ruse could not have been a powerful mind reader. And, any mutant who could be so easily caught as this—" He gestured to the unnaturally still man – "is no telepath, or mentally powerful mutant, at all. I believe this man to be no more than a tool, manipulated and used by our real power player. The mutant who concealed our tail can likely also control minds. I imagine that once they realized the game was up, they abandoned their tool – allowing us to capture this poor fellow here."

"Who?" Scott demanded. His hand hovered by his temples, as if he was prepared to eliminate the threat if he broke free of Xavier's hold. "Who abandoned him?"

The Professor closed his eyes. "Strange...I see – empty spaces. He is determined to follow us, but I can detect no motive. It is as if he were programmed – given commands which he could not disobey." He sighed as he opened his eyes. "I'm afraid this man is no more than a pawn. I can glean nothing of who is pulling his strings."

"You're mixing metaphors," Dr. McCoy murmured. "Though I don't suppose it matters. Pawn or puppet, this man is a victim."

"Maybe." Scott finally turned from the frozen man to Xavier. "But that doesn't have to mean he's useless."

"What are you saying, Scott?" Ororo asked, as if she already knew the answer. He turned to her boldly. "Cut him loose. If the puppet is off its strings, let him go back on them. Maybe we'll be able to follow him to his master."

"This man is being manipulated!" Dr. McCoy said, aghast. "We can't manipulate him further!"

"We aren't," Scott said shortly. "We're just watching things play out."

"That's not what we do." Ororo's voice dropped low, and the sky above them began to cloud. "If this man is being used by a mutant, we are the ones to stand between him and that mutant."

"I thought we were the ones to stand between every mutant about to be tagged and bagged by this bill we're failing to stop," Scott countered. "Sorry – it's just hard to keep up."

"Enough," Xavier silenced his feuding teachers. "Dr. McCoy is correct. We cannot manipulate this man. And Ororo is correct; we cannot allow him to be manipulated by anyone else. But." He paused and interlaced his fingers. "Scott is also correct. We should not abandon our only lead. Nor—" He preempted the objections by raising his voice – "nor should we allow this man to simply wander back into the web of whoever has been controlling him."

"So what are we going to do, Professor?" Kitty asked after a long, tense, moment of silence. The world's most powerful telepath regarded the still frozen spy. "Our friend Sun Tzu said that there were four kinds of spies; local spies, inward spies, converted spies, doomed spies and surviving spies. This man seems to fit the third category. Our aim must be to bring him to our side – or, rather, the side where he is himself – and to keep him from becoming a doomed spy."

Gerald Quinn blinked, and started forward. Pivoting around, he tried to get his bearings. He was still
on the National Mall, and it was still day. He swallowed hard. He had grown used to waking up in odd places, or finding himself walking along with no memory of how he had gotten to where he was.

"What am I supposed to do?" he mumbled to himself, desperately trying to remember. He looked ahead, and saw a form moving in the crowd. It seemed to beckon him. *Come. Follow.*

One foot after the other, he found himself moving after the figure. He stared ahead, eyes fighting to keep his compeller in sight, knowing vaguely that something awful would occur were he to fail. With no will to turn his head, he did not see those that followed.

**Southwest Lawn, Grounds, Xavier Institute, New York**

Logan was surprised at how easy it was to get close to the Cajun without him noticing. He'd stalked the boy like the animal that was still in him, trailing him to the bench and trees at the very edge of the Institute grounds. "Thinkin' of bailin' again, Gumbo?"

Remy didn't start – his back went rigid, but he didn't move. "An' if I was?" Remy answered, without turning around. "Would you stop me?"

Logan shrugged. "Don't think it works that way."

Remy's shoulders hunched. His face was hidden by the collar of his trench coat, but Logan could see him look up, at the fence separating the Institute from the outside. "Would you tell her for me?"

"No." Logan lit a cigar as Remy finally turned around. "No?" Remy demanded. His tanned face was thinner after his long, trauma-induced sleep, but he looked far from rested; there were dark circles under his red-black eyes. Logan took a long drag of his cigar before answering. "No. You made this thing, kid, this thing between you and her. If you want to break it, that's gonna be something you do alone. I can't guarantee she won't chase you." Logan blew a smoke ring. "I can't guarantee you she will."

Remy swallowed at that. His eyes darted back towards the school; Logan shifted uncomfortably at the naked yearning in the boy's face. "I don' wanna go," Remy admitted in a hoarse whisper. "I don't…wanna leave her. Or any of y'all." He looked up at Logan half-desperately. Logan suddenly remembered how young the thief prince truly was.

"Is anyone asking you to leave?" Logan softened his voice when he realized how gruff it sounded. "Is anyone tryna force you out?"

"It ain't…it not like..." Remy closed his eyes and gritted his teeth. He stared at his feet as if the ground might open up and drag him down. "I'm...not safe."

"Hey." Logan threw aside his cigar and came over to put a hand on Remy's shoulder. "If somethin' is goin' on – if someone's threatening you – we can protect you."

"No."

Remy jerked under Logan's hold; he could feel the building kinetic energy in the boy's body. "You don't understand." Remy drew in breath after breath like someone fighting off drowning. When he finally looked up, his eyes burned hell-red. "I'm not safe."

**511 10th St Northwest, Washington D.C.**

Gerald stumbled into the classic old theater, staring around the empty levels of seats in confusion. His
mind felt strained, full of smoke. "Where am I…?"

"Ford's Theatre."

The dapper, confident man strode out onto the stage, spreading his arms wide to draw attention to himself. "Wonderful, isn't it? The fact that one of our country's greatest tragedy's happened during a farce is just so dramatically apropos. Truly ironic, in the original meaning of the word."

Gerald squinted at the man. "I'm sorry. I…am I supposed to be here?"

"No, no, not technically." The energetic man walked to the edge of the stage and smiled down at Gerald. "It's after hours. But I have a friend in the National Park Service." He grinned again, more widely, as Gerald ventured closer to the stage. "I have a lot of friends."

"Are you…" It sounded so foolish, even in his own mind, but Gerald couldn't keep the question from spilling out. "Are you the reason I'm here?"


The hairs on the back of Gerald's neck prickled. Whipping around, he found himself facing a hooded and cloaked figure who had not been there before. "Who—" He turned back to the stage, and the smiling man. "Why…?"

"I know. I know." The man jumped down off the edge of the stage; the ground beneath Gerald's feet shuddered. "It's all terribly confusing. 'Amid the turmoil and tumult of battle, there may be seeming disorder and yet no real disorder at all; amid confusion and chaos, your array may be without head or tail, yet it will be proof against defeat.'"

The strange man had used his odd quotation to walk up to Gerald, who pulled back. "What? What the hell are you talking about?"

"Warfare, my friend." Sebastian Shaw smiled again. "But it's okay if you don't understand. It should be enough for the soldier to know that his death was crucial to the campaign."

"His—" Gerald suddenly felt his mind clear completely for the first time in days. "No. No, please—"

Gerald had barely begun his scream when Shaw's hand wrapped around his throat. He fought then, struggling and straining as he had been unable to do for so long. But the more effort he expended, the more he could feel his own body abandoning him. He realized with perfect clarity exactly what was happening, only moments before his inner organs burst.

Shaw let go the corpse and stepped around it, clapping his hands together to release the last of his energy. "You're sure he was followed?"

"Of course." Mesmero looked up from under his hood, his green skin appearing black in the dim lighting. "They're on their way here now."

"Perfect." Shaw glanced behind him with a careless raised brow. "We've been in the wings too long. Time for the curtain to go up."

**ENDING CREDITS**

**Promo for Next Episode:** Caught in Sebastian Shaw's web, the X-Men must band together to fight a dark cabal nesting deep in the heart of Washington. But are they truly prepared for the skeletons raised by these ancient, sinister guardians of power?
"Hey."

Sid jumped when Jubilee entered, banging open the classroom door. "Shit!" he swore, burning his wrist with the laser as he fumbled it. He gave her a rare scowl as he caught the tool by the handle and set it carefully down. "C'mon, J, I told you not to surprise me like that! Last time I almost lost a finger!"

"I'm sorry," Jubilee said sincerely, before rushing over to the table where Sid had his apparatus. "But this couldn't wait."

Sid held his wrist, rotating it slowly. "What couldn't?"

Jubilee put both her hands down on the table, and fixed Sid with a stare he was coming to know well. "It's been too long. Something's off."

"Really?" Rogue asked skeptically. "Ya sure you don't want a better plan? Professor Logan ain't exactly the roll-over type."

"Are you kidding?" Jubilee scoffed with a grin. "With the two of us? He won't be able to resist. Don't underestimate your charms, Rogue."

Rogue rolled her eyes, about to answer when she caught sight of the red-eyed mutant emerging from the shadowed alcove ahead. "Remy," Jean-Paul said cheerily. "We're going to make an assault on Professor Logan and force him to let us join the battle. You here to help us, eh?"

Remy looked over Jean-Paul, Jubilee, and Sid, before letting his ruby eyes meet Rogue's. "Oui. Got to stand together, us."

Jubilee nodded firmly. "That's right. They need us. No matter what Professor Logan says, we'll just wear him down."

Rogue did not object when Remy joined their party, though both kept a tense distance between them. Thus unified, the five X-Men stepped down the ramp leading to the hanger.

"Professor Logan!" Jubilee called out to the man standing in the center of the area the absent Blackbird usually occupied. "We have to talk to you!"

Logan did not react, and Jubilee set her jaw. She was the first to step off the ramp. "It's been way too long without any word from them. Something is wrong, and we can't wait any longer."
When Logan still didn't reply, Jubilee looked back at the others and motioned for them to follow. "We've decided that we are going to help them. They need us, and we're not taking no for an answer."

Sid followed Jubilee down the ramp, and Jean-Paul fell in line with a sigh. Rogue hurried to keep step with Jubilee. Remy alone held back, squinting down at their teacher.

"Jubilee's right," Sid supported. "They said they would keep us updated. There hasn't been anything. That's gotta mean something."

"It means trouble," Jubilee said firmly. "That's what it means. And we aren't leaving them out there all alone, not when the city is going mad like this. We have to help them." She fisted her hands, and raised her voice to nearly a shout. "We aren't asking permission. We're taking the Blackbird and going to them, today. Now."

"Of course we are."

"We—" Jubilee blinked rapidly, the reply cutting her off. "W—what?"

Logan tossed his lit cigar to the ground as he turned. "Took you all long enough," the Wolverine grunted. He walked through the stunned teens toward the helicopter. "Load up the reject-copter. We're going in blind. Any ammunition you got, you bring."

Ford's Theater, Washington D.C.

The seven X-Men entered Ford's Theater in calculated formation. Ororo and Scott stepped inside first, in front of Xavier, while the younger mutants brought up the rear. When he heard clapping, Dr. McCoy put an arm out instinctively to protect Kitty and Bobby. "How many?" Bobby murmured, scanning the darkened theater.

"More than enough!"

Bobby jerked up as his question was answered by an unfamiliar voice, and then moved immediately into his fighting stance. Kitty and Piotr ranged out so that they stood shoulder-to-shoulder with their teachers, just as ready for an attack.

"Oh!" Sebastian Shaw chuckled as he walked clearly into what light there was in the old playhouse. "Battle poses. This should be very entertaining. The setting, all of you…" He bowed briefly. "I gotta thank you. I couldn't have planned this ending scene any better on my own."

"You think this is a game?" Kitty snapped. She couldn't see the man they'd tracked here, but she could smell blood. "What are you? How can you not care about other mutants?"

Shaw titled his head to the side. "Is this the girl you mentioned, my dear?"

A woman appeared at his side, clothed all in white and yet somehow visible only as she chose. "Yes. That's her," the stunning blonde said in a husky, lazy voice. She leveled her ice-blue eyes at Kitty. "Hello, little cat. You're a long way from home."

"You." Kitty hissed, and the blonde grinned. "You come one step closer to my family and I will gut you right through your ridiculously impractical flesh-baring suit."

"Well!" Shaw laughed. "The gauntlet has been thrown down, hasn't it, Emma? I believe battle must be met, when we have such honorable opponents."
"You're pretty cocky for a guy who's outnumbered," Bobby said, scanning the shadowed theater. "Where's your attack dog?"

Shaw raised his brows in mild amusement. "Around. He'll come when called."

"I'd start whistling." Scott whipped off his shades and narrowed his eyes, sending an optic blast directly into Shaw's chest. The man contracted, but remained standing. "Ooh." He shook his head, and then straightened, running fingers through his hair. "Nice. Very nice. You come as advertised."

Shaw snapped his fingers, and a shock wave rippled out at the X-Men, slamming them apart like billiard balls. Scott was flung all the way back through the doors. The Professor was jerked out of his chair, which slammed into McCoy's skull with a sickening crunch. Piotr armed up instinctively, his metal screeching against the floor as he slid into the wooden seats. Kitty went careening through Bobby. Bobby collided with Ororo, dragging them both down into a painful heap on the floor.

Shaw sighed, and then scratched the back of his head. "Well, that was... anti-climactic." He turned to his right. "Emma, my dear, I do believe we—"

Emma shoved Shaw out of the way just in time to avoid a well-aimed bolt of lightning. Shaw recovered quickly, and immediately pulled free of the blonde woman's grip. "Emma," he scolded. "There was no need for that."

Emma opened her mouth as if to respond, and then screamed, clutching her head. Shaw turned instantly to the Professor. Xavier had one hand on his temples, brow furrowed in concentration. "Ah." Shaw grinned, pleased. "This is much better."

He took a step towards Xavier, and then another. He grinned even more widely when Bobby and Piotr forced themselves to their feet and stumbled over to place themselves defensively in front of their teacher. "Boys, boys. I applaud your loyalty, I truly do."

"Oh, you need to shut the hell up," Bobby snapped. He bent down and slapped his hands to the ground, sending a line of ice at Shaw. The arrogant mutant took a step back, but found his feet captured, ice rapidly encasing his legs. Shaw hissed. "Damn. That stings."

Bobby grinned, and tensed his arms more, increasing the flow of ice as he pulled moisture from the air. "Yeah. You arrogant piece of—"

The ice stopped as Bobby shuddered, and then it cracked. "Bobby?" Piotr asked, as his friend turned. Bobby's eyes stared, wide, terrified, and unblinking, as he raised a hand. Piotr threw up his arms just in time to block the ice lance that crashed against his metallic skin.

"Thank you, Vincent," Shaw said, as he kicked off the last of the ice. "Appreciated." He stretched as the wind changed, and easily dodged the kick Ororo aimed at him from above. "You're a beauty," he praised, as the weather witch soared around him. "Why don't you fry me with one of those lovely lightning bolts?"

"And give you more energy to work with?" Ororo contested, hovering just out of his reach. "I think not."

"Beauty and brains," Shaw complimented. "I am going to enjoy this."

"I very much doubt that," Ororo ended her statement with a swift roundhouse that nearly met Shaw's head. Instead, the man caught her foot with unnatural speed, yanking her down to the ground. She grunted as her head hit the floor, dazing her.
"Don't worry," Shaw said, as he moved over her. "I intend to prove it to you."

Kitty groaned as she pushed herself up on hands and knees. She saw double; two versions of Bobby fighting Piotr, a shadow in the background; two versions of Shaw attempting to hold down Ororo; two versions of the blonde woman advancing on Xavier.

Kitty gathered herself as she stood. Scott was down, Dr. McCoy was down beneath the Professor's chair, and Bobby was struggling as his body was made to fight Piotr.

"This is the greatest telepath living?" the woman called Emma said disdainfully to Xavier. "You can't even keep Mesmero from using that boy like a puppet. This is embarrassing, Charles."

Rage firmed Kitty's legs. Controlling her adrenaline, she waited until the blonde winced with the strength of Xavier's next attack. Then she sprinted, faster than she ever had before, directly at her target. Hand outstretched, she phased into Emma before the woman knew what was happening. I've got you, Kitty thought fiercely, plunging another hand into the telepath. I've got you.

Emma's ice-blue eyes registered complete shock and Kitty tasted victory as she thrust her arms deeper into the woman. Kitty kept up eye-contact as the woman's eyes iced over even more. And then Kitty herself was gasping, screaming as the cold crystals enveloped her as well, locking her into the other woman in mid-phase.

Kitty's screams bore into Bobby's head like an ice-pick. With their help, he was able to break the mesmerizing mutant's hold enough to turn his head. He gasped in horror to see Kitty melded to the blonde telepath, trapped by the glittering diamond-structure of the woman's skin. "No!" he screamed, his voice his own at last. He ripped back control of his own arms, allowing Piotr to thrust a metal elbow into his solar plexus. "Kitty!" he yelled, and Piotr turned with him. Shaw turned as well, one hand still tightly gripping Ororo's throat. "Well," he said in consternation, setting his jaw as he looked at his telepath and the X-man. "That's new." He turned back to Ororo with an apologetic shrug. "I wish I could stay, but apparently it's time to wrap this up."

Shaw squeezed Ororo's throat as he aimed a square punch at her jaw. Muscles screaming, Ororo thrust up her right leg, knocking the blow aside. Her leg went numb, but she immediately segued into a two-fingered jab to the pressure point in Shaw's left thigh. He grunted, and stumbled back, releasing her. "You're a... mm." He twitched, readjusting his stance. "Durable woman."

Ororo used both arms and her one good leg to roll to a hunched position. "Let us see if we can say that same about you, shall we?"

"Ah, tempting," Shaw said. "But I must decline. Previous obligations."

Shaw angled himself to the right. "Emma! Vincent! We're finished here." Lifting his foot, he brought it down on the stone floor. A seismic shock emanated out from the crushed point of impact. Ororo found herself thrown backwards, her remaining good leg slamming into the wooden aisles. A rush of overwhelming fear straight out of her childhood overtook her as the theater shook, dust and plaster raining down from above. Kitty's scream was echoed by another woman's, and somewhere Bobby and Piotr were shouting. Ororo felt Xavier reach out mentally, saying something she could not hear over the pulse of terror at her throat. And then, as it had been that very first time, weight bore down on her, and all went dark.

TITLE SEQUENCE

TITLE SONG: "Evolutionary" Composed by Emilie Autumn
Cast:
Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Kitty Pryde: Ellen Page
Piotr Rasputin: Enver Gjokaj
Jubilee: Julia Ling
Guest Starring Sean Pertwe
January Jones
Terrance Zdunick
and
Kevin Bacon

Written by Kristen Reidel
Directed by David Grossman
Created by Joss Whedon

Blackbird, 300 Mi. Above Washington, D.C.

"Oh God. Okay, alright. Now just keep her steady," Logan instructed, as he gripped the dashboard in front of him, his face the unappealing shade of sour milk. "Keep it together. Relax."

"Are we there yet?" Remy demanded, clinging to his seat with hands that vibrated with red-purple energy. "We're close, oui?"

"Stop making all that energy!" Jubilee scolded him, both her feet pressed against the seat in front of her. "If you blow up this rinky-dink 'copter, we'll land on our nation's capital. And I so don't want to be the mutants who flew into the Pentagon."

"Don't say that!" Jean-Paul insisted, holding his hands out as if he trusted his own ability to fly better than the metal contraption. "Don't even think that! They can hear you when you say those things."
That's when they come with the TSA agents to drag you off to a CIA site."

"The TSA ain't the CIA, Baguette," Logan growled. "And nobody's blowin' up the 'copter."

"This one makes no promises," Remy said queasily, as the craft lurched.

"Remy LeBeau, if you blow up this helicopter I will kill you!" Rogue snapped, clutching the two seatbelts she'd pulled over herself for dear life. Remy rolled his eyes, and then winced with the rest when the helicopter hit a patch of rough air. "You gon' hafta find my burned ass in de wreckage first, if Gadget crash dis t'ing."

"We ain't crashin', Gumbo!" Logan snarled. He turned to his left, where Sid sat. "We ain't crashin', right?"

Sid was alternating his gaze between the window and the collective pitch control, one hand steadying the cyclic stick as he monitored their coordinates. "We're thinking about it, if everyone doesn't shut up."

"Right. Everyone—" Logan took a deep breath and pivoted in his chair. "Shut u—"

Everyone, please listen.

Everyone screamed, as Xavier's voice broke Sid's concentration and the craft veered sharply left and down. Logan lunged over and grabbed the cyclic, jerking it back. That sent the helicopter spinning. Rogue shrieked, and the scent of burning leather made the fire alert beep as Remy singed his chair. Jubilee ripped off her seatbelt and thrust herself forward. She stumbled to the front and grabbed the cyclic, helping to pull it in the other direction. When the helicopter righted itself, three pairs of hands were clutching the stick. Logan's claws had unsheathed, and were now impaling the controls for the fire extinguisher.

Is everyone alright? Xavier's voice asked the frazzled crew of the helicopter.

"No," answered Rogue and Remy in unison; Jean-Paul snorted, and both glared at him, before catching each other's gaze and looking away.

"We're in the sky, Chuck," Logan said harshly, grunting as he retracted his claws. "Sid is flyin' the Reject. We're lookin' for you."

Look no further, Xavier said. You're nearly above us now. Sid, Logan, I will mentally send you our location. Please land as soon as possible.

"Yeah," Sid said flatly, knuckles nearly white, "that part's definitely gonna happen. One way or another."

Ford's Theater, Washington, D.C.

Scott limped back into the theater, every muscle in his back screaming. The scene as he entered only made things worse. Ororo knelt down beside the Professor and a limp and groaning Dr. McCoy. Her beautiful face was marred by a great bleeding gash on her forehead and blooming bruises along her throat. Piotr propped up a dazed Kitty, while Bobby tried to get her roving pupils to meet his eyes. Shaw, his blonde woman, and the mind-control mutant were gone.

Scott didn't go to his fellow teachers, and he didn't sit down to tend to his wounded student. Instead he dragged his numb left leg as he walked the perimeter of the damaged theater.
"We need to get everyone out of here," Ororo said to Xavier, as she rested a cool palm on Hank's forehead. "Before law enforcement arrives."

"They won't come." Scott bent over with difficulty, peering under the fourth row of seats. "If they had been, they'd already be here. He staged this. Probably paid them all off."

"Who is this man?" Ororo asked, looking to Xavier. "Do you recognize him? How is it that there's a mutant so deep in the power structure of our government, and we never knew?"

"I don't know." The Professor shook his head, placing a fist over his eyes. "Perhaps that telepath of his is powerful enough to shield his activities."

"She won't be when we find her." Bobby slammed a fist into the already broken ground, sending tendrils of ice across the floor. "Kitty… Kitty, stay with me."

"The hell happened here? Chuck? 'Ro?" Logan boomed as he led the rest of the X-Men inside the shattered building. Ororo and the Professor looked up as they came in; Kitty moaned. Scott continued his pacing around the theater.

"Kitty!" Rogue and Jubilee ran for their friend, Rogue leaping over three feet of cracked ground to land heavily at Piotr's side. "Kit!"

"We gotta get you all outta here," Logan growled, as Jean-Paul and Sid rushed to join the other young X-Men. He kicked aside a fallen piece of plaster. "Who did all this?"

"That is the question we've been asking," Ororo said, as she gently raised Hank's head into her lap. "Three mutants; the mind-master who we've been tracking; the blonde telepath who lured the Professor away before; and a new one. A powerful man, who was glad to have us find him."

"Oh yeah?" Logan unsheathed his claws. "Let's see if he feels the same a second time."

"We don't have time to go after them," Ororo argued, as Remy made his way into the theater, skirting the open chasm in the center. "We have two severely wounded teammates that need tending, two more of us incapable of walking, and no idea where our attackers have gone."

"I'm fine," Scott said, from across the theater. He grunted in pain as he pushed his bad foot down on the floorboards. Ororo rolled her eyes, and Logan raised a characteristic brow. "How bad is the doc?"

"Just conscious," Ororo determined. "It is Kitty I'm most worried about. The telepath she fought had some kind of…armored, crystal skin. I don't know what damage was done to her body and mind."

"We'll take her and Fuzz to the Blackbird," Logan promised. "Come back in full force after that."

"No," Scott winced, but made his voice carry despite its hoarseness. "The trail will be gone by then, and they'll be done with whatever it is they're planning."

"Scott, they're in the wind," Logan said, as Ororo gasped in shock. "Scott, look at the children! Look at Hank!" she demanded. "Look at me!"

Scott bounced again, and then pulled down his shades, staring at the floor. An optic blast shredded the wood below him. Ororo shouted, and Hank groaned. "Damn it, Specs," Logan growled, as the younger X-Men turned around to look at Scott, and Kitty whimpered. "The hell is wrong with you?"

Remy kept his hands in his trenchcoat pockets as he strolled over to stand behind Scott. He looked
down at the floor where Scott had blasted and sighed. "Merde. 'Course. 'Course it is. Knew it, this one did."

Logan squinted, kicking aside broken wood and glass shards as he made his way towards Scott. Jubilee and Rogue trotted up behind him. All three paused at the edge of the gaping hole Scott's powers had made.

"Tunnels." Remy shook his head, as the others stared down the hole into the hidden exit-way. "Hate tunnels. Hate 'em wi' a passion."

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COMMERCIAL BREAK

20 ft. below Ford's Theater, Washington, D.C.

With a clap of her hands, Jubilee brought forth tiny sparks of light to illuminate the dank tunnel. Blowing on them, she sent the pinpricks of firelight away, exposing the fork before the X-Men.

"Great." Jean-Paul huffed, hand on his hip as he surveyed the two paths. "A rat's midden. Did I ever mention that I hate confined spaces, and wet, slimy, dark holes?"

Logan sniffed the air, holding out a hand to prevent Jubilee or Remy from moving forward. "Well, someone's been down here recently. I can smell human."

"We're gonna hafta split up," said Sid, from the top of the blasted entrance. Logan turned with a growl as Sid leapt down, landing hard on the underground tunnel. "Hey, hey! The hell makes you all think you're coming?"

"What?" Jubilee whirled around. "Are you kidding? What, you think we're gonna let you and Professor Summers go after them all alone? And him with his broken leg?"

"It's not broken," Scott said immediately, and then hissed in pain as he tried to move. Jubilee crossed her arms and turned to Logan. "You are not going alone."

Logan scowled at her, and then growled again when Rogue jumped down to land beside Sid. She was followed by Bobby, who looked paler than usual. "Ororo and Piotr are getting Dr. McCoy, Kitty, and the Professor back to the Blackbird," the young team captain said. "They…they should be okay, they said."

"And all of you are plannin' on followin' us on the hunt?" Logan looked over the six, and then sighed as he turned to Scott. "No point in arguin' with 'em, Specs."

Scott nodded. "Fine then. Bobby, Sid, Jubilee – with me. The rest of you, with Logan."

Logan, Scott. Xavier's voice reverberated in the minds of all present X-Men. Approach these mutants with extreme caution. They have two mutants adept at mental manipulation, and this Shaw is as strong as any opponent we've ever faced.

"You just get Kit and Fuzz-ball back home safe," Logan said aloud. "We'll catch the rats."

Left Tunnel, 30 ft. beneath Washington, D.C.

"Careful," Scott said, the first words any of them had spoken since parting from Logan's team at the fork. The air in the tunnels was damp and close. They had remained silent to conserve breath, but now Jubilee glanced over at Sid, and then both looked to Bobby.
"Kitty…" Jubilee ventured softly. "Is she…what happened?"

"She's fine." Bobby's voice didn't waver, and he didn't slow his steps or look to the others. "Don't worry about it. It's Kitty. She'll pull through."

Jubilee leaned back to give Sid a look. Sid muffled a groan, and then pressed on. "Okay, we're just asking, like specifics—"

"Specifically, she's fine. If you wanted a better understanding, you should'a been there."

"Hey!" Jubilee snapped, clenching her fist and putting out one of the gleaming firelights she was holding to guide them. "That's not fair to us! We didn't know this would happen."

"We came as soon as we sensed something was wrong," Sid said, scowling as he tried to turn and jog backwards to look at Bobby. "I flew us all the way here to help you."

"Not in time," Bobby said harshly, the air around his body cooling, making the other two pull back, frost bitten. "You didn't sense it soon enough. But yeah, I'm sure that's a real help to Kitty. I'm sure it means a whole hell of a lot that you eventually got there. Great. Kudos."

"Excuse me?" Jubilee tossed the firelights across the hall in front of Scott, so that they crackled and spat on the dank ground. She stepped in front of Bobby, placing her small form directly in his way, stopping him up short. "Will you get over yourself? Like it's our fault every time we get attacked? Hello! Welcome to our every waking moment as mutants! And you! You act like every time something goes wrong someone's to blame, and half the time I think you want us to blame you. Well, newsflash again, Captain Freeze, we are always gonna be in—"

Bobby had been staring at Jubilee with blank face and eyes at half-mast, but suddenly grabbed her by the shoulders and shoved her aside. The bullet hit his chest just as he was icing up, the force of it slamming him down to his knees.

Jubilee screamed, thrusting her hands forward and sending out blazing plasmoids that bounced off the too-tight tunnel walls. Sid ducked down as the uncontrolled fireworks whizzed back on them, burning his arms and scorching Jubilee's hair. The light illuminated a figure ahead, who kneeled as he aimed what looked like a machine gun.

"No!" Scott shouted, leaping in front of his students, firing off an optic blast into the dark ahead. He could see the figure dodge, rolling back into the dark. "Stay down!" Scott ordered his team, hand at the edge of his temples, searching for their enemy.

"Good instincts, mate." The shooter's rough, accented voice echoed around the enclosed space. "But you're lined up like a gallery here. Aren't you?"

Right Tunnel, 60 ft. beneath Washington, D.C.

Jean-Paul led the quartet, whistling as he generated light particles from his hands by rubbing them. Logan followed close behind, unable to decide if he were more annoyed by the other Canadian's cheerful noise, or the sullen lack of it from the two southerners behind him.

"'Ey, Gumbo," Logan said to break the noxious quiet. "Can you sense anything down here?"

Remy started. "Porquoi moi? You de one wi' de senses like an animal, you."

"Yeah, but you've been in tunnels before," Logan said. He frowned, the words coming out of his mouth before he'd thought them, as if from another. "Haven't you?"
Remy stiffened, red-black eyes widening. "Hein? What you sayin', you?"

Logan stopped and turned. Jean-Paul continued off into the distance, whistling still. "What does it sound like, kid?" Logan narrowed his eyes at the Cajun. "You tell me."

Remy froze completely, the dim light from the receding Jean-Paul showing a paling of the Cajun's tanned skin. His grip on his bo staff tightened, and he started to take a step back. His heel brushed the wall of the tunnel. His free hand went to his pocket as if to a gun.

"Right." Logan's growl was lower, more animal than man. He watched with a predatory glee as the boy in his sights reacted by stepping fully back, pinned against the wall. "Reach for a card. That's you, isn't it, Gumbo? Backed into a corner you show your hand – violence is your way out, ain't it?"

Remy retreated until his back was pressed to the damp stone, shocked out of his usual glib response. His gaze darted to Rogue, desperate.

"Logan!" Rogue took a step forward, trying to find her mentor's eyes in the gathering dark. "Logan? What's going on?"

"Ask him." Logan sneered. His claws began to protrude from his clenched fists, slowly, tauntingly. "He's the one reachin' for a weapon. Huh, LeBeau?"

"Because you're scarin' him!" Rogue yelled, and heard the fear in her own voice. Off in the distance, Jean-Paul stopped whistling. "You're scarin' me."

"Nah." Logan bared his teeth, and continued to bear down on the boy. "He ain't scared. That's his poker face. His front. Just a façade for people like you. His fear is a bluff. He ain't trapped. He ain't helpless. That's his cover. Isn't it, Remy? Just your excuse for the killing."

Remy's eyes went from wide to slits of demonic, gleaming red. "Hell with you," he shot back, voice husky and low. Logan smiled, an ugly, triumphant stretch of his face. "You brought the hell here – Diable."

Remy went for the card, and Logan unsheathed both claws. Rogue surged forward. Ducking beneath the arms of both men, she slammed a palm into the chest of each, sending both backwards into the tunnel walls. "Enough!" she shouted as the walls shook. "Somethin' is wrong here! Can't you two idiots tell?"

The last of Jean-Paul's light winked out, leaving Rogue in full darkness. She reached out, trying to feel for the men on either side. Her fingers brushed hard jaw and stubble. "Remy?"

A charged card gleamed to life, throwing his face into soft relief. Remy grinned through the spreading black veins draining the life from his face. "Bien, chere. You wanted dis one, eh? So much...so much you wanted me inside you, hein? Well, now—" He began to seize, shaking as he grew pale with death, but leaned forward with a wink. "Ya got me now, hein?"

Rogue tried to pull away, and failed.

Rogue screamed.

COMMERCIAL BREAK

Left Tunnel, 40 ft. beneath Washington, D.C.
They were pinned down under the rapid fire from the man at the other end of the tunnel, cowering behind the ice shield Bobby had thrown up. Scott leaned around it and narrowed his eyes, lowering his shades. He aimed an optic-blast at the mercenary and cursed when he missed.

The rounds paused. "Oi! Lovely shot, mate! Really, if it wasn't so dark you might'a had me."

Scott slammed his fist into the stone ground, bruising his knuckles. "I am gonna kill him. Sid – why the hell can't I get this guy?"

"He's using an M240P," Sid said, glancing out from behind the shield. The mercenary shot again, and Sid dove behind it, as the rounds smashed the outer edges of the ice. "He shouldn't even own it, they're still in testing. And he's modified it. It's too light, that's why he can roll."

"Is he a mutant?" Scott demanded, leaning out and firing off another optic blast. He was answered with another round of bullets that lodged in the shield. Bobby grunted, raising a hand from where he was lying. The ice shield thickened.

"I don't think so," Sid answered having to shout to be heard. "I'm not getting any kind of feel about the gun beyond technology. I think he's just human."

"Don't knock it."

The X-men fell silent at the mercenary's unasked-for reply. "This 'just human' has got you four mutants dead-to-rights, don't he? And this ain't even the first time I got passed you all. I can't figure – is it the mutant in you that makes you cocky and sloppy? Or is it the American?"

"We get it, you're British!" Jubilee shouted over the ice shield. Her hands crackled with unused plasmoids. In this tight space, her powers were worse than useless. "Way to confirm your country's reputation for snobbery."

The mercenary laughed. "Good show! I almost hate to end this."

The X-Men pulled behind the shield as the British mercenary blasted it with renewed vigor. Bobby groaned, clenching his hand as he fought to keep the ice growing against the assault. The bruised space on his chest where the bullet had nearly penetrated was darkening as his skin around it paled. He grunted, throwing up his other hand in a final attempt to fortify the shield. Then his eyes rolled up, and his head fell back onto the damp ground.

"Bobby!" Jubilee took his unconscious face in her hands. "Bobby – oh God. He's out."

Without the ice-powered mutant to rebuild the shield, it began to shake and crack under the hail of bullets. Scott closed his eyes, breathing out long and low, shutting out the war-sounds. "You three stay here. When the shield goes out, I want you to make a run for it, back the other way."

"What are you—" Jubilee looked up at her teacher's severe expression, and didn't finish her question.

"The guy's S.A.S." Sid lowered his voice as much as the machine gun fire would allow. "English special forces. I can tell from how he operates. Even if you get that gun outta his hands, he's not gonna be easy to bring down."

"Oi!" The mercenary paused in his assault. "This is just sad, eh? Why don't you send out the little firecracker? I like her. She's made of sterner stuff."

Jubilee whipped her head around, but it was Sid who shouted back. "Why don't you come over here and show us what you're made of? 'Cause I got all kinds of specific feelings about soldiers who turn..."
assassin that I'd be *happy* to share with you to your face!"

The mercenary didn't laugh this time. "Ooh. Alright then. You come on out, little sir, and we'll
discuss your precious *feelings* about ol' Tanner. Maybe I'll learn you some manners, eh?"

Scott had a hand on Sid's shoulder before the boy could rise. He shook his head once. "Bobby is
down, and Jubilee can't fight. You have to be the one to get them back safely."

He squeezed Sid's shoulder to impress upon him the weight of the objection. Then Scott rose up and
blasted a hole through the shield.

He saw Tanner clearly now as he leapt through the opening in the ice. The mercenary was old,
maybe forties, but still thick and muscular. His face registered shock only for a second, before he
raised the gun towards Scott.

"No." Scott narrowed his eyes and sent a targeted blast at the weapon itself. As soon as the red
stream hit the machine gun, Tanner abandoned it, jumping aside a moment before it exploded. The
steel parts rained down on the two men as Scott landed feet from Tanner, and hissed and stumbled
on his bad leg.

The British man recovered swiftly, with a short laugh. "Right. I prefer this." He reached into his belt
and his boot, and pulled out two separate knives; one long and serrated, the other a slim butterfly.
"Give us a go then, eh?"

Scott adjusted his stance. He could feel the shaking of the tunnel around them – another optic blast
that missed, and they could all be buried. He needed that *not* to happen, at least until the rest of the
team had escaped. "Ready when you are, old man."

The assassin was on him faster than Scott would have thought possible. For a few heated seconds, all
the X-man could do was dodge, and not particularly well. He felt more than one sting from a hit, the
scent of the copper of his blood melding with the tang from the smoldering metal all around them.

Scott forced his body to remember endless hours in the Danger Room fighting hand-to-hand when
sleep evaded him. He managed to redirect a few of Tanner's strikes, but his own blows failed to
connect. A kick bought him only distance, and then the mercenary was back in close range, slashing
downwards with the heavier blade. Scott caught the other man's wrist in a block, stopping the knife
inches above his own head. His body rushed triumph-fueled energy into him that was cut short by
the heated impaling of the smaller knife into his left side. Scott grabbed instinctively for the blade,
finding Tanner's thick left arm. The Brit grinned, bearing down on Scott from above as he leaned in.
"Just human, mate. And I've gone and killed ya."

Scott grunted, feeling the blood from his side gush and coat their joined arms. "Not…quite." He
grimaced, and then looked down, letting his shades drop. He jerked his head up and shot an optic
blast dead-center into the assassin's chest. Tanner stumbled backwards, a hole singed through his
vest. He looked down at himself.

At first Scott thought the blue stripling on the man's chest was bruising. Then the bruises congealed,
and smoothed over. The mercenary's skin acted like liquid iron, and Scott took a step backwards.
The assassin looked up, catching the X-man's horrified expression. He chuckled. "Well – maybe not
*just* human after all."

**Right Tunnel, 60 ft. beneath Washington, D.C.**

Rogue gasped, holding her hands behind her as she stumbled backwards. She watched Remy in fear
as the veins in his face slowly receded. "Remy – somethin's goin' on. You – you ain' thinkin' clearly."

"Non?" Remy cocked his head. "Funny. 'Dis one thinks he's seein' clear for de first time in months. You don' wan' to touch this one – do you? Non. 'Cause dat would ruin it all."

"What?" Rogue gasped, and off to the side heard Logan groan. "Remy…what…"

"You know it, chere." Remy tsked. "All our spark, all dat keeps us goin' is that – bein' unable to touch. 'Cause what else we got, hein?"

"This ain't you." Rogue shook her head, taking strength from the denial. She looked around the dark tunnel. "Someone else is here. That – that mind mutant. He's makin' you say this."

"Non." Remy chuckled bitterly, passing the gleaming card in front of his face. "This all me, Rogue. Dis is honesty. I'm glad we can't touch. I'm thankful that we're non-tactile pretend lovers. Wi'out that? We're be bored with each other. Wi'out that, you'd be just another one-night stand."

"No!" Rogue sobbed, and brought her hands back around front, in fists. "No, you're – you're lyin'. Or somethin's lyin' through you. We – we already been together. And you – you love me. I love you."

"Puppy-love," Remy said brutally, still with his charming rakish smile. "Make-believe romance. You like a child, Anna Marie. Stunted. Can't touch, so you t'ink you know what love is 'cause I gave it to you once. Foolin' yo'self, thinking I could ever love you."

Rogue tried to summon her voice, and found she couldn't form words through the choking sobs raking her chest. "Rem'…Remy—"

"LeBeau, you piece of shit." Logan growled, as he got to his feet, swaying. "I knew it. I'm gonna shred your pretty-boy face until you can't tell it from your guts."

"So protective," Remy spat, narrowing his eyes at Logan, and then angling his gaze back to Rogue. "See, chere? Dis is de man who really loves you. Maybe I should leave you both alone. Always knew you two wanted each other. You'd make de perfect couple – de lecherous old hound and the tremblin' virgin."

"You don't mean that," Rogue said again, but this time there was steel in her voice as she straightened her back and brought up her fists. "You don't."

Remy slid his foot out to touch his fallen bo staff, kicking it up and catching it deftly in his free hand. "Non? You gon' speak against it?"

Rogue shifted her stance. "No. I think we're done talkin'."

Remy whipped his bo staff up around his head and whirled to the side, pivoting as he charged up his weapon. "Sounds righ' to me. Allons-y, chere. Let's dance."

_War of Change by Thousand Foot Krutch Plays Over the Following Scenes_

**Left Tunnel, 70 ft. beneath Washington, D.C.**

Scott ripped the butterfly knife from his side, and threw it at Tanner. The mercenary swiped it aside with his left arm and scoffed. "S'that it? This is a right shame, innit? You ain't likely to last another minute."
Scott could feel the truth of the older man's words when he tried to take a step forward. Gasping, clutching his side, Scott began to see double. Tanner sighed, shaking his head, making him even blurrier in Scott's sight. "I respect what you did for the little ones. Tell you what. I'll finish you here, and then I'll give 'em a fair bit head start, eh? What say you to that?"

Scott narrowed his eyes behind his shades, trying to see Tanner despite the darkness. Even without Jubilee's help, he could dimly make out the man. "I think..." He grunted, and then smiled through his teeth. "I think...you're full of it. I think...you're nothing but a glorified guard dog...and I think what I want...is right behind you."

"What the—" Tanner raised his knife and held his ground as Scott barreled towards him. With a wrenching pain, Scott ripped off his shades and stared wide-eyed at the British mercenary. Tanner threw up his arms to take the optic blast, his impervious skin absorbing the stream. Scott caught the hand that held the knife, and kneed Tanner in the solar plexus. When the Brit went down, Scott let himself be dragged along, eyes still open. Through the liquid red haze, he felt Tanner fighting to bring the knife to bear. Scott let it trail along his cheek, slicing deep. "Look at me," he demanded.

"Bloody – insane..."

"Look at me." Scott forced his elbow between Tanner's forearms. Surprised, the mercenary instinctively opened his eyes.

They met Scott's, and that was when the optic blasts burned through his corneas and into his skull. Overloaded and boiled, the inside of Tanner's brain came apart like rotted fruit. His face went vivid blue in Scott's hands, his protective skin unable to fight what was within. The mercenary's head collapsed in on itself, melting to the floor.

Scott disentangled himself from the muck, and rose on shaky knees. He reached around for his shades, eyes held closed until he found them. Putting them back on, the world gleamed a dim red, with the pinprick of light ahead winking in and out of existence. Dragging himself, hand on his still ruptured side, he went towards it.

Right Tunnel, 60 ft. beneath Washington, D.C.

"Had enough, chere?" Remy asked, executing a perfect flip and skidding backwards on his heels. He brought up his bo staff just in time to take the force of Rogue's kick. It shuddered under the impact, but held. Rogue grabbed it with both hands, squeezing until her knuckles went white. "You're gonna regret this, Remy LeBeau," she hissed, shoving with all of her stolen strength. She forced the staff down onto Remy's chest, pressing him to his knees, then his back. "You're gonna regret every word."

"Oh...Rogue." Remy looked up at her from his pinned position, red-black eyes open, husky voice sincere. "I do."

Rogue paused, and Remy smiled softly. Then he switched to an underhanded grip on his bo staff, and jerked it forward. Putting a knee to Rogue's gut, he rolled backwards. The momentum sent her up and over him, flying headfirst into the ground. He was on his feet with a quick flip, twirling his bo staff casually as she growled and righted herself. "You—" Rogue snarled, betrayal and fury highlighting her beautiful face.

"That's right," Remy said, motioning for her to join him with his free hand. "That's exactly what I am."

Rogue screamed through the pain in her head and rushed forward, leaping up and over Remy's head.
Her hands scraped the top of the tunnel as she brought her heel down towards the Cajun's face. He tossed up a charged card as he dove out of the way. It missed Rogue, lodging in the tunnel ceiling. As it exploded it sent shock waves around the underground space, spidering cracks all along the concrete. Rogue landed in the falling dust, and immediately jumped for Remy again.

The lovers continued to do battle all around the narrow tunnel. Neither took notice of the moaning Logan, as his claws helplessly released and retracted, or of the rocking, whispering Jean-Paul, who emitted a low, sickly green light. Or of the mutant in the shadows, twitching his fingers as if he held puppet strings.

Lower Left Tunnel, 40 ft. beneath Washington, D.C.

"Did you hear that?" Sid stopped, and Jubilee was forced to as well. Bobby, supported between them, could only groan.

"Hear what?" Jubilee demanded, shivering uncontrollably in the cold. "Hear what?"

Sid closed his eyes, trying to focus on his other senses. "I think…he made it."

Jubilee tried to look behind them, and was prevented by Bobby's whimper of protest. "Made it to where?"

Left Tunnel Ending, 5 ft. beneath Washington, D.C.

Scott reached the top of the ladder he'd discovered at the end of the tunnel. Lifting up his wet hands, he touched the trapdoor above him. The cracks in its wood were the source of the light. He barely had breath to moan as he pushed up, and forced it open. Clamoring into the space above, he found even his eyes burned by the overabundance of light.

"Ah, Tanner. You took your ti—"

Scott knew Shaw's arrogant voice, and growled like a dog scenting a fox. "Sebastian," gasped Emma, and Scott almost smiled at the thought that the telepath had been taken by surprise.

"Weren't expecting to see—ah!" Scott's witty comeback died on his next gasp as he caught himself falling forward. His hands felt cool, polished wood floors, and then rich, soft carpet. He smelled a controlled fire, brandy, cigars, and women's perfume.

The floor dipped before him, but he braced on one arm. He was ready for an attack, but none came. He knew they were watching him. "Well? C…c'mon." He coughed, and then with extraordinary effort pushed himself up on one knee. "I'm all…all open…"

Red swam before his eyes, red of a different shade than his own ruby-tinted view. Someone was leaning down, looking back at him. The new face blocked out the source of the brightest light. Scott's vision slowly cleared and crystallized.

"No. No, no…no. I'm dead," he moaned, falling backwards on his knees. "I have to be. I have to be dead too."

The beautiful red-head blinked, her warm brown eyes taking in Scott's anguish in confusion. "I don't understand," said Jean Grey. "Who are you?"

ENDING CREDITS

Promo for Next Episode: Money. Power. Influence. Welcome to the Hellfire Club, where anything
and everything is available to the highest bidder - even the world's oldest, most primal desire, the secret of eternal life. But for the X-Men, walking into the Club is wading into hell. And for one person to live, another must die.
"Ju—bilee…more light," Sid managed to wheeze out, stumbling on the uneven tunnel ground. He veered to the right, pulling the three of them with him. Bobby's knees buckled; as dead-weight he dragged both Sid and Jubilee down.

The sound of clanging metal, its familiar taste in the air, hit Sid's senses a second before armored hands broke his fall. "Easy." Piotr grunted, his arms spread, holding all three of his friends up. "Easy, my friends. Hold on."

"Piotr!" Jubilee groaned, as the four teetered and then crumbled to their knees. "Why are you here?"

"The Professor," Piotr said, carefully slipping an arm under Bobby's left shoulder, transferring his weight. He stood, lifting up the team captain. "You need help. Where are the others?"

"Scott is back that way," Sid answered, rising to his feet. "He's fighting the mercenary who broke into our school—" He gritted his teeth "—he made us run."

"I see." Piotr held Bobby's right arm over his shoulder and supported him below the ribs with his other. "And the others?"

"They went down the right fork in the tunnel," Jubilee said hurriedly. "We had to split up."

"Never split up in the dark," Piotr said gravely. "You could be inches away and never find each other again."

Hellfire Club, the heart of Washington D.C.

"Jean…no…it can't be…"

Scott tried to turn his head and found he couldn't drag his eyes away from her. Every detail was too real, too vivid. It felt wrong. Even in his dreams she had begun to fade and blur at the edges; the wrong amount of gold in her eyes, a mole out of place. This Jean – this image of Jean, this simulacrum – was pristine. Her skin glowed. Her dark red hair was pulled into a high twist. She wore a dress of crimson velvet, too rich, too extreme, to haute for his Jean.

"I don't understand," she said, gaze darting in confusion between Scott and Shaw. "Why does he keep speaking as if he knows me?"

Shaw attempted to look calming through his perturbed plastic grin. "He's mad, my dear. Obviously. He wandered in here up from the sewers." Shaw leaned over to Emma. "Get Vincent back here, and send an alert to the rest of our security."

"Jean – no." Scott finally shook his head, breaking his gaze from her. "No, I know what you are. You're that thing – that creature Essex made in the lab…where he kept Alex…you – you're just an experiment."

"What is he saying?" Jean flinched, blinking and twitching as if assailed by invisible flies. "Why does he think I am not real?"
"As I said, he is mad," Shaw repeated. He strode across the bright blue and yellow Persian rug, his Salvatore Ferragamo python loafers dragging up energy from the friction. He came to stand behind Jean and placed a hand on her bare shoulder, just beside the glittering sapphire necklace around her throat. "Don't concern yourself with his ravings, my dear, simply—"

"Sebastian! My King!"

Shaw winced, tightening his fingers on Jean's shoulder. She flinched again, and Scott instinctively moved to help her, only to collapse again to his hands and knees. "Leland," Shaw said, turning on his heels and spreading his arms in an exaggerated display. "Leland, Leland…now, of all times? You really have a knack for making the inopportune entrance."

"It can't wait, Shaw," said the male voice that belonged to Leland. Scott couldn't raise his head to see the man, but the anxiety in his voice was palpable. "It's the vote. We need to be assured of those last two senators. I can't start moving product until we are certain, and the orders for the Sentinels are—"

"Leland. Your voice. It really carries," Shaw said abruptly. "Cease. We have unexpected company."

"What? What are you…who the hell is that?" Leland sputtered, finally noticing Scott.

"The Black King says he is mad," Jean recited, still examining Scott with eyes held too wide. "Poor man."

"Don't expend your pity on this one, m'lady," Shaw instructed her. Scott watched the man's shoes come back over. "He'll soon be taken care of. Emma…you remember what I asked for."

Scott could feel himself fading, the room beginning to flicker before his eyes. He extended his hand, staining the fine carpet, towards her hand. She wore a diamond tennis bracelet. "Jean…"

She didn't flinch when his fingers touched hers. She merely froze, a perfect statue, an immaculate doll. Scott used the last of his strength to look up into her eyes. They were glassy, empty, dull. Then she tilted her head, and he watched something like fire rush in to fill them. Her eyes blossomed onyx, and the skin Scott touched suddenly burned him.

"Who – who are you?" she demanded, eyes truly blazing. Her hair rose without wind; books shot out from the mahogany shelves; the fire in the expansive hearth roared, and began to stream towards her like liquid.

"What the hell?" Leland exclaimed, leaping back to avoid being burnt by the flames coursing through the air. "Shaw, what the hell is going on?"

"Where the hell is Essex?" Shaw snarled, ignoring Leland as he leapt over one of the room's velvet upholstered couches. "Emma – recall Vincent, now!"

"I'm trying!" the blonde woman said, the index fingers of both hands pressed to her temples. "She's – something's happening…"

"Jean…" Scott gasped, as the heat emanating from the red-head seeped into his wounds, and began singing his shirt. "Jean…"

"No!" the woman denied, as her eyes filled up with black fire. "Who…who is that? Who am I?"

TITLE SEQUENCE
TITLE SONG: "Evolutionary" Composed by Emilie Autumn

Cast:
Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Kitty Pryde: Ellen Page
Piotr Rasputin: Enver Gjokaj
Jubilee: Julia Ling
Guest Starring
January Jones
and
Kevin Bacon

Written by Danny Cannon
Directed by David Grossman
Created by Joss Whedon

Blackbird 3000 ft. Above Washington D.C.

Ororo grimaced, eyes white as she shoved away the fog obscuring her vision, making a clearer path for the Blackbird. "How—" She faltered, and forced herself to go on. "How is she?"

Xavier sat strapped into a seat besides the insensate Kitty. He held two fingers of one hand against his temples, while the other gently pressed against his student's. "She has a mild concussion…possibly swelling, from the way her mind has retreated. I fear if we do not get her treatment soon, she may slip into coma."

"Let me examine her…maybe…I can…help—" Dr. McCoy tried to rise out of his own seat, only to groan and fall back, his battered blue body unwilling.

"No, Hank!" Ororo ordered. "You're injured too! We don't need any more of us down than already
are! God—" She broke off, and the white in her eyes dimmed. "We have no contact with the others…and now Piotr is down there too."

"He was needed," Xavier said. "Ororo, this is more than a man we are fighting. This is an organization, one which has seeded itself into the heart of our capital and—ah!"

"Professor!" Ororo called out, as the old man crumpled. Hank resumed trying to break out of his seatbelt. "Charles - Charles, what is it?"

"No—" The telepath gasped, eyes rolling back in his head. His hand was still on Kitty's temples, and the little mutant began to jerk and moan. "No," he forced through gritted teeth. "No, it isn't possible…it can't be…you can't be—"

Right Tunnel, 60 below Washington, D.C.

"Are you sure they're down this way?" Piotr called ahead to Jubilee. The youngest mutant was leading the charge, scattering tiny plasmoids ahead to light their way. They fizzed and popped, illuminating just enough of the dark tunnel to lead them onward. "Has to be. There's no other way to go. Unless they got out."

"I did not see them when I came down," Piotr said. Bobby groaned beside him, and he turned his head. "Da? Bobby?"

"Uh…'m 'wake," Bobby mumbled. His head lolled, but his eyes were open. "Can't see though."

"There is nothing to see," Piotr consoled. "We are still in the tunnels."

"Uh…hate tunnels," Bobby said vehemently, before sighing and dropping his head into the crook of Piotr's neck. "Da," Piotr agreed. "As do I."

Sid's eyes widened, uselessly, and he threw out a hand for silence. "Guys, listen! Do you hear that?"

Everyone feel silent except for Bobby, who muttered something that sounded like, "peanut butter," into Piotr's hair. Jubilee frowned, straining, before she caught the tell-tale sound of another energy-releasing mutant. "It's Remy! He's fighting someone. He's close!"

"Ju—" Sid groaned, but didn't bother finishing his cry as she bolted forward. "Jubilee, we can't see without you," he grumbled, as he sprinted off after her into the dark. Piotr sighed, and trotted solidly after them. "Fighting?" Bobby mumbled, trying to walk with feet that didn't touch the ground. "Da," Piotr said grimly.

Sid nearly collided with the narrowing tunnel walls three times before catching up with Jubilee. Both ground to a halt at the display that greeted them. Remy's red-purple energy threw him and Rogue into sharp relief, the two lovers sparring ferociously. They seemed to give no thought to the quaking around them every time a super-powered kick hit the walls or a kinetic blast made a crack in the tunnel ceiling. "What the hell are they doing?" Jubilee shrieked. "Stop it! Idiots!

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Sid grabbed and pulled her back in time to avoid being crushed when a large chunk of rock fell from above. He yanked her to the right, and another of Remy's blasts lit up the image of their formidable teacher trying to slam his adamantium claws into the rock walls. "Professor Logan?" Sid called out. The Wolverine grunted, but didn't seem to hear him.

Piotr jogged up to join them, swiping aside a stray sheet of rock with his metallic arm. He blinked at the scene in front of him. "Something is wrong here."
"Ya think?" Jubilee rushed forward, taking advantage of a backflip on Remy's part that left room between him and Rogue. "What the hell are you two morons doing? You're gonna bring the whole damn tunnel down! And what's wrong with Logan? And where's Jean-Paul?"

Rogue and Remy both turned to look at Jubilee simultaneously, in a move too united to be natural. Jubilee instinctively raised both hands. "Guys...okay, I know you're not supposed to get involved in other people's love lives, but—"

The two southerners charged and Jubilee shrieked, tossing out plasmoids in both directions. Sid screamed her name and ran forward, blocking the downswing of Remy's bo staff. "Stop it!" he yelled into his friend's face, trying to meet Remy's deranged red-black eyes. "It's us! Why are you doing this?"

Piotr had hung back, torn between supporting Bobby and trying to decide which friend to defend. Now in the light from Jubilee's plasmoids, he caught a glimpse of two figures behind the fighting X-Men. One of them, crouched and twitching, he recognized as Jean-Paul. The other was slinking along in the shadows, pressed against the wall as he tried to slip away.

"Nyet. I think not." Piotr carefully lowered Bobby to the ground, and then started to move to block the enemy mutant's path. Another blast from Remy illuminated Mesmero's face. He caught sight of Piotr watching him. He hissed, looking lizard-like with his green skin, and he barked a command. "Stop! Stop him!"

"Stop—" Piotr was moving to intercept the fleeing Mesmero when the sounds of the stampede turned his head. Rogue, Remy, Sid, and Jubilee had ceased fighting each other; Jean-Paul stopped shaking to rise to his feet; Logan pulled his claws from the wall. Together, they advanced on Piotr.

"Govno."

Hellfire Club, Washington D.C.

"I demand to know!"

Scott choked on his attempt to speak her name, as the flaming red-head drew the room's heat about her like a mantle. Her eyes filled with swirling blackness that receded and refilled her irises, and as her hands shook so did the room.

"Lady Jean Grey." Shaw strode through the fire in the air. It rippled across his skin and finely tailored suit, and then was absorbed into his body. He knelt down at the red-head's side. "That is who you are. How could you forget, my dear? You are nobility, remember?"

"Nobility." The flames still licked at her skin, burning Scott as he tried to reach into those black eyes. "Yes," Shaw coaxed. "You are descended from English royalty, my dear. And here you are our Black Queen."

"I am..." The black began to fade from her eyes, the bits of gold and brown reasserting themselves. "I am Lady Grey."

"Jean." Scott couldn't help but moan the word. Her eyes narrowed, sharp now. "Why does this madman know me?" she said, rising up with boneless grace. Her hair settled, and her expression became imperious, haughty. She turned to Shaw with one brow raised. "How is it that this ranting fool can speak my name?"

"Believe me." Shaw clasped his hands together. "I so wish I knew. Haze of insanity, perhaps. A
luckless guess."

"Sebastian – Shaw." Leland grunted, pulling himself upright and dusting off his suit. "We have to talk…I need those votes assured. Someone's been asking questions about the appropriations bill, and if Project Wideawake doesn't pass then we're all gonna be dragged before a Senate Committee hearing—"

"Harry!" Shaw barked, with a forced smile, gesturing to the bleeding Scott and newly aristocratic Jean. "Not the time."

"Make time, Sebastian," Leland demanded, climbing around an ivory-inlaid coffee table to come towards Shaw. "We've all sunk too much into this for it to fail."

"Emma will deal with it," Shaw responded, with a casual lifting of his shoulders. "Won't you, darling?"

The blonde telepath had her ice-blue eyes on Scott. "Of course. The schedule won't be interrupted."

"You see?" Shaw clapped his hands onto Leland's bulky arms. "Nothing to fret over. By the time they realize what they've voted for, the Sentinels will already be approved. And once the outrage from mutant power groups kicks in, police will panic, orders will flow in from every department in state and the military, and we will be rich men. Well. Richer men."

Scott had been meeting Emma's eyes defiantly through the conversation, as a way to hold onto consciousness. Now the substance of the words filtered through, his mind slowly piecing them together into a whole. "You…you!" He coughed, gasped, and then glared up at Shaw. "You're the ones behind the anti-mutant legislation…you created all this."

Shaw glanced over his shoulder at Emma, looked to Leland, and then rolled his eyes. "What the hell. No need to deny the truth to a dead man. Yes. Yes, we did."

"But you're mutants!"

"Irrelevant." Shaw dismissed with a wave of his hand, the platinum rings on his fingers glinting in the hazy firelight. "That need have no bearing on business."

"Selling out your own people?" Scott snarled. "That has no bearing on anything for you?"

"Our people." Shaw scoffed. "What, because evolution has given some of us gifts suddenly we're all brothers now? No. That's not the meaning of evolution. Survival of the fittest, that is evolution. A brutal, bloody battle for control of resources and domination of one's environment. There's no room for sentimental, naïve ideals about solidarity. The emergence of mutants heralds a new age of conflict – why else were we given all these new weapons by nature? The time is for the strong, and only those who can fight deserve to live in this world."

"Bullshit!" Scott spat blood over Shaw's Italian leather shoes. "You're not fighting some prehistoric battle for your share of a mammoth carcass. You're rigging the game from the top. You're stacking the odds."

"That's how the game is played, my mad friend," Shaw countered. "Politics is war by other means. Petty considerations of right and wrong have no place in a victor's mindset. Claims of morality are a hand played by those on the losing side."

"You bastard," Scott coughed out, indignation giving him strength despite the dull ache in his side. "You're just a psychopath with an extensive vocabulary. All of that crap is smoke and mirrors, to
hide the fact that you'd sell out your own mother for money and power. But you picked the wrong side this time."

Shaw grinned briefly, kneeling down to face the struggling X-Man. "Oh, no. Not possible. You see, we always pick the winning side. We've been doing it for hundreds and hundreds of years." Shaw laced his fingers together, clearing his throat extravagantly. "This organization has been in existence for a very long time," he chuckled. "We've been pulling the strings of government since our founding. There is always a group behind the group. No matter how democratic a process people try to claim they're following, power always flows into the hands of the worthy. Into the hands of those who naturally command. That's who we are."

"You—" Scott moved so that his face was inches from Shaw's nose "—are a bunch of relics. A gang of perfumed thugs. And when we expose you, the people are gonna tear you a new one."

"Oh?" Shaw laughed, slapping Scott's face harshly and casually. The extra force from his mutant power knocked Scott backwards, as Shaw rose up to standing. "The people, huh? Well, they're welcome to rise up singing the songs of angry men. We'll have the cannons ready for them."

**Right Tunnel, 60t. beneath Washington D.C.**

Piotr groaned under the myriad assaults, using his metallic body to shield Bobby from the attacks of their friends. Logan's unbreakable claws hissed like nails against his impenetrable skin; Jubilee's plasmoids burned holes in the desperate sheets of ice Bobby threw up.

"Listen!" Piotr pleaded, wincing as he was forced to slam his arm into Sid's chest, sending the smaller boy reeling. "Someone is controlling you! Resist it!"

Remy, his entire body vibrating with waves of red-purple energy, brought down his gleaming bo staff on Piotr's armored head. The concussive blast slammed the Russian to the side and into the tunnel wall, and melted the ice around Bobby into a veritable pool. It also tossed Rogue, Jubilee, Logan, and Remy himself backwards, all skidding and thumping across the quivering, cracking rock floor.

When Piotr could again open his eyes, his armor had receded, but the room was still shaking, if less so. The others were groaning and struggling to get to their feet. Sid retched, vomiting up clear liquid into the newly melted pool. "Uh…gross…I feel…sick…"

"Mah…my head." Rogue pushed herself up onto her forearms, blinking rapidly. "Oh God."

Logan shook himself once, and then leapt up on all fours. "What the hell?"

"Is he gone?"

Sid, Rogue, Piotr, and Logan turned as Jean-Paul stumbled out from the shadows. The Canadian gleamed an iridescent blue, his silver-gilt hair matted and plastered to his sweating face. "Is he gone?" he asked again, dragging one foot behind him as he stared unblinking around the tunnel. "Is he out? Is he out of me?"

Jubilee whimpered, rolling in pain onto her side.

"Jubilee!" Sid crawled over to her, gently helping her to sit upright. "Whoa," she said, blowing a dirtied strand of pink hair out of her face. "Do I feel like I'm gonna hurl." She looked behind her at Sid. "Sorry now if I throw up on you later, 'kay?"

"No prob," Sid replied, swallowing and grinning down shakily at her. "I already did."
"M confus'…" Bobby rolled onto his back with difficulty, splashing his hands in the water around him. "Wha' happened?"

"Wait – did we attack you?" Jubilee asked, wide-eyed, looking from Bobby to Piotr. Logan was wincing repeatedly, running his hands over his bruised knuckles. "I remember…" He shook his head with a growl. "No, that can't be right."

"It was the mutant who controls minds," Piotr supplied, using the wall for support to help stand. A bit of dust rained down on him from above, and everyone froze. When the tunnel did not collapse, he continued. "You, Professor, were – were attacking the wall. Jean-Paul was by himself. Rogue and Remy—" Piotr glanced to Rogue, who was pale even in Jean-Paul's light, and to Remy, who sat, upright and silent, hair covering his face – "they were fighting each other. When I spotted him and tried to stop him, this mutant, he made you all attack me."

"An' me," Bobby supplied, from his position in the puddle. "Attacked me too."

"He attacked all of us," Sid said, his face taking on the rare, hard cast it could have when he was truly angered. "He violated us. It was like being hijacked. It – it was my emotions making me want to do it, but I didn't think to feel them, I just – I was…made to make myself act."

"So it wasn't real?" Rogue turned away when the others tried to meet her eyes. "I mean – it was…"

Remy stood. He strode forward, and with the hand not holding his bo staff, pulled out a card. His back to the others, he charged it. "We stand 'round talkin', us, we ain' ever gona catch him." Remy tossed the card forward into the dark, and Jubilee shrieked as it exploded into red-purple energy. "Me?" Remy pulled out another charged card. "I ain' lettin' him get away."

"Dammit, Gumbo!" Logan growled, as he watched the Cajun's retreating back, and then turned to survey the rest of his broken team. "He's right," he admitted with effort. "We can't abandon Scott, and we can't let any of these guys get away. C'mon." He reached down a hand to Bobby, who took it listlessly and yelped as Logan pulled him upright. "We're finishing this."

Hellfire Club, Washington D.C.

"The Mark V Sentinel." Shaw extended both arms outward, as if already in a showroom talking up his wares. "Made of an adamantium illonium alloy only recently developed – and trademarked – by Shaw Industries, they represent the very height of technological prowess and peacekeeping ingenuity. Capable of levitating up to three feet in the air, armed with laser, sonic, and particle-based weapons, and able to detect mutants at long range and with an incredible degree of accuracy, the Mark V is the protection we need, for the future we deserve."

"The future…we deserve?" Scott glared up at Shaw. The other mutant let his arms fall with a shrug. "That's the pitch anyway. I can rework the last line, if you think it's too hammy."

"You really…believe all this?" Scott demanded. Shaw laughed outright. "God, no! Are you serious? No one will be protected by five-hundred ton monsters tracking down mutants. But that unrest will doubtless lead to more chaos, and in trying to fight off more chaos, people will invest more deeply in public and private security. How much stock do we have in the top ten para-military firms, Leland?"

Leland started, and then glowered at Scott. "You – you can't want me to answer that with him right there!"

"Oh, but I do," Shaw countered. "I think a man about to face his death often has the freshest, most interesting perspectives. Everything superfluous has been washed aside for him. He can only be
honest. Honesty is valuable. It tells you where the kinks in the designs are. How to improve."

"You're a monster worse than any of your creations," Scott declared. His fingers dug into the fine carpet, now moist and springy with his blood. "We'll make sure those things never get off the ground. And I'll make sure you never..." Scott coughed up blood. "...never speak again..."

"Watching him rant and flail is nauseating," Jean pronounced. "He makes me..." She searched for the words, tilting her head and allowing a tendril of red-hair to escape her elegant bun. "Sad."

"Finish it, then, m'dear," Shaw coaxed her gently, coming around to place a hand on her waist. "End his suffering." He smiled at her, and then to Scott, with eyes hard and eager. "Kill him."

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COMMERCIAL BREAK

Hellfire Club, Washington D.C.

"Kill him."

Scott stared up at the imperious beauty who looked so like Jean, and yet couldn't be Jean. Right then he wasn't afraid of dying; he expected it would happen soon enough, considering the blood he'd lost. But the thought that this false image of Jean would be the last thing he would ever see was terrifying. He closed his eyes, and tried to conjure up her smile, the way her voice sounded when she said his name.

"You dare think to command me? Me, the Black Queen?"

Wrong. Still wrong.

"No. No, my dear!" Shaw said hurriedly. "Of course not! Never. I merely suggested—"

"One does not suggest to a queen. One advises. One appeals."

"Yes, of course," Shaw said quickly. "I forgot."

"One does not forget a queen's station, either."

"Oh, shut up."

Shaw fell silent, and Scott heard Emma gasp. When the voice spoke again, the likeness to Jean raised his hackles. "What did you say?"

Scott huffed a laugh wet with blood, and looked up. "Shut up," he said to her baldly. "At least until I'm dead and don't have to listen to you use her voice anymore...you pervert it."

"How dare—"

"I know, I know, how dare I." Scott looked past the furious woman, as his eyes began to cloud over. "How dare he? He created you in her image, fashioned you like a doll...why? To show that he could? Some Frankenstein's monster for...kicks—" He spat again, and his head swam. "You aren't her. You aren't Jean...my Jean."

"That's enough." Shaw moved forward, both fists clenched. The ground reverberated where he stepped as he mustered up his tremendous energy reserves. Scott looked the man dead in the eye, ready to meet his end without flinching. Shaw raised his fist and brought it down. Scott could feel the air whistling as the blow descended. Then Shaw's eyes widened in shock, and his arm reversed, and
froze. He struggled, wordless. Slowly his eyes drifted to the side. "Lady…Grey—"

"Jean," she murmured. Her left hand was raised to hold Shaw in check, yet her focus was on Scott. Slowly, something like recognition filled her eyes. "S…Scott?"

Left Tunnel, 70 ft. beneath Washington D.C.

"Slow down, Remy!" Sid called after the X-Man leading the charge, to no avail. Remy was barely in sight, the flap of his trench coat only visible when one of the charged cards he threw yards ahead went off into red-purple explosions that rocked the tunnel.

"He keeps doin' that he's gonna bring this goddamn place down around our ears," Logan snarled, then huffed. He and Piotr had Bobby supported between them. They jogged after Sid and Jubilee, who gave off tiny crackles of bright energy as she ran. "You don't think…think he's still controlled by…that…mutant?" Jubilee gasped out, glancing at the others running beside her. "Do you?"

"We would know," Piotr insisted. "Of course. He would not be like Remy. Of course we would know. He would seem – sumashedshiy. Crazy."

"It didn't feel like I was going crazy." Jean-Paul lagged the farthest behind. "It wasn't like being controlled. I felt I was being…shown."

"Shown what?" Sid questioned, as another of Remy's cards went off. Jean-Paul drifted further behind. "Death."

Jubilee emitted more sparks as they hung a left and the tunnel narrowed. She could smell the fetid, rotting stench of blood and human viscera. "But that's just what he wanted you to see. What he wanted you to think, and do. Right? None of it's real." Jubilee glanced over at the oddly silent Rogue, who had been running in the shadows just ahead of the rest. "It's all lies."

Rogue didn't answer Jubilee's half-question. She raced further on, past the others, fighting back the desire to retch as she was hit with the smell of a fresh human corpse. When Remy, stopped ahead by the side of the tunnel, flung out his hand to hold her back, she couldn't help brushing against it. He whipped his head around, and she froze, no need for either to demand silence.

"What is—" Sid began, and was hissed at by Remy. As the others caught up, the red-eyed mutant held up a softly gleaming card to illuminate his fist, which he bent in their signal for caution. The others slowed and softened their advance. Rogue tore her gaze away from Remy to look where he gestured.

Mesmero paused only a moment upon seeing Tanner's body. His expression was invisible in the dark. Then he continued on down the tunnel. The X-Men waited, now attuned to each other in their stealth formation. After a few moments, Logan led them slowly after their prey.

Hellfire Club, Washington D.C.

Scott could feel it – his heart slowing, his body giving up under the strain. And yet, he did not die. Scott.

She held him here…of course she did. When had she ever released him, truly? "Jean – Lady Grey." Shaw's voice was obvious in his attempt to hide his irritation…and his fear. "My Queen. Let me dispose of this nuisance for you."

"No!" Jean denied, and Scott moaned at the mental tug that she used to keep him conscious. "I…
have questions…I don't…I don't…"

When the trap door behind Scott opened, Shaw emitted a huge sigh of relief. "Vincent! There you are, finally. We've been waiting for you to come and serve your queen, you see."

"Sebastian –" Vincent panted, and Scott felt the man stumble up the stairs he had come, and nearly step on his head. "Hurry—"

"Yes, hurry!" Shaw barked. "Your lady needs you. She is much confused."

"I am not confused!" Jean said imperiously, and Scott moaned at the blaze in his brain that refused to let his body go. "I am not! I only—"

Steps thundered up the trap door stairs again, sounding like gun shots to Scott's aching head. Several came, one pair after another, though the first were the most urgent, accompanied by a familiar growl. "Greetings, bub. You're a slimy goddamn bunch, but I bet you didn't –" The gruff voice choked off. "J—Jean?"

Scott felt her own shock – confusion and understanding warring at once – as his own. Then the tie broke, severed by too many unfamiliar familiarities at once, and with a groan, Scott was able to surrender at last to darkness.

Logan stood paralyzed, even when the X-Men rushing up after him collided with him. First Remy, then Rogue, Piotr, Jubilee and Sid came up behind him and spread out on either side. Logan could vaguely hear their own gasps and expressions of shock, as if from very far away. Jubilee fell to the floor to kneel beside the unconscious Scott. Remy hissed and whipped his bo staff out at coming face-to-face with Mesmero. Logan did not move to help either of his students.

"Jeanie."

The Jean before him stepped backwards, into Shaw's waiting arms. Logan growled to see it, and Shaw quickly stage-whispered in Jean's ear. "My Queen, these enemies have invaded our sacred precinct. Now they threaten your very person. Surely they must be destroyed."

"Destroyed." Jean's voice said the word, and it rocked Logan to his core. "Jean!" he cried out, moving forward again. "Jean, listen to me. You know me. I don't – I don't understand how you're…here…but you know us."

"Liars!" Mesmero slid in to stand at Jean's other side, his fingers dancing as he hypnotically entreated Jean in his sinuous voice. "You have no knowledge of these people. They are threats to you, the Lady Grey, Black Queen of the Hellfire Club. Filthy mongrels, heretics. It is your desire, your will, to annihilate them all."

"Yes," Shaw joined immediately, taking advantage of the X-Men's shock as they gazed upon the form of their reanimated teacher. "You are our Black Queen, and we your knights." He motioned for Emma to join him, and the blonde obediently moved to his side. "We stand in guard against all who would harm you."

"You!" Piotr rarely showed true fury; he was the first to forgive, the last to give in to hatred. But his eyes went harder than the armor he wore as he glared upon the blonde telepath. "You are responsible for Katya's condition!"

"Katya…oh, the little phaser." Emma arched a perfect brow, her lovely face almost interested. "She bit off more than she could chew. Is it my affair if she's…damaged?"
"Oh, yes." Piotr stepped forward, making the fine wood floor shake. "I think it will be. I think I will make it."

Emma grinned as her body shifted, her own armor of glittering diamond skin making her hard, lovely face even more beautifully cruel. "I think I'll enjoy seeing you try."

"All this talk, talk, talk." Shaw yawned theatrically. "Is anybody gonna make a move?"

In answer, Jubilee shot a series of fiercely burning red and green plasmoids directly at Shaw. They whizzed in deadly spirals at the Black King's face, and then froze just as suddenly. Jean turned her gaze only slightly, as if reminding herself what she had done. The plasmoids continued to crackle with suspended energy in the ensuing silence. And then, they reversed, plunging back towards their point of origin. Sid leapt to the side, dragging Jubilee out of the way, just in time to avoid being blown apart in the explosion.

Shaw waved aside the smoke, and looked upon the scorched carpet with a sigh. "Well, that will have to be replaced."

"It ain't the only thing, bub." Logan unsheathed his claws and rushed the cocky mutant, slashing and snarling. The other X-Men followed his lead. Piotr lunged for Emma; the telepath's eyes narrowed and then widened as her powers failed to penetrate his metal skin. Cursing, she dodged him, her diamond body flashing in the firelight.

Remy thrust out his vibrating bo staff at Mesmero, who flung out a hand in response to recapture the Cajun's mind. "Not this time, sugar!" Rogue swore, slamming a foot into the back of Mesmero's calf. He cried out, and Jean gasped as if the pain were hers.

"The hell have you done to her?" Logan demanded, leaping over a bookshelf Shaw had toppled with a finger. Some of the volumes had caught fire, rapidly filling the elegant room with choking smoke. "What is she?"

"You sound just like the other one," Shaw said, jerking his head back to indicate Scott's body. "What is she. Who is she. Why is she alive. She's alive because we wished it – because the technology was presented to us, and we had the resources to seize it. We no longer have to wait, sniveling in primitive awe for God to create life. His prerogative is now ours."

"You son of a bitch!" Logan seethed, and Shaw narrowly avoided being impaled on the Wolverine's adamantium claws. "That's what she is to you? A goddamn experiment?"

"You're tiresome," Shaw pronounced, swiping a large globe from a shelf. He squeezed it in both hands and it reacted, becoming a ball of violent, white energy. "All of you so-called activists. No vision. Of course you can't understand." He kicked the ball, and it exploded, forcing Logan to jump aside.

Rogue and Remy attacked Mesmero unrelentingly, Rogue pummeling him with fists as Remy whipped him left and right with the bo staff. They gave him no chance to enter their minds, and with each blow his control over Jean faltered. "Sebastian…" He screamed when Rogue slammed her heel down on his fingers, breaking several. "Emma!"

The blonde was busy, fighting off Sid, Jubilee, and Piotr. While her mental powers could force Sid and Jubilee to their knees, clutching their heads in agony, it still left her with the implacable Russian. "Harry!" she yelled, as she diverted a steel fist with her diamond forearm, wincing at the horrid scraping sound. "Black Bishop! Do your part!"
Logan was again running for Shaw when his right foot became abruptly heavier. Frowning, he attempted to lift his left, and found himself collapsing to his knees. Growling, he struggled to stand, and found himself helpless to move either leg.

"The adamantium in your bones is so wonderfully thick," said Leland, emerging from the shadows behind Logan. He strolled casually around to his front and bent down to grin at the enraged X-Man. "Its mass when doubled is truly too much for any human to bear."

"You—coward—piece of—" Logan valiantly strove to lift his now heavy arms, the claws he had always borne so easily now a struggle to raise. He aimed the razor sharp points for Leland's pasty, leering face. He roared as he tried to force his leaden hand forward. He was inches from the other mutant's nose when his already too-heavy body tripled in weight. His roar caught in his throat as his own organs weighed him down. He felt the floor start to give way beneath him. He retained control only of his eyes, scanning the room wildly as the wood under him cracked.

Piotr falling to his knees as Leland raised his hand to train his powers on the steel-armed Russian...Emma turning to Sid and Jubilee, both young mutants screaming wordlessly, clutching their heads...Scott, insensate on the floor in his own blood...

Only Rogue and Remy remained fighting. The two southerners refused to allow Mesmero to stand, their own rage giving them free rein to be unforgiving in their blows. The mind-bending mutant wailed, put out his hands for mercy. None came from either vengeful lover. Rogue held Mesmero's head back in her superpowered grip as Remy cracked his bo staff into their tormentor's chin.

Yet as he collapsed, the mutant he had been struggling to subdue rose. Logan saw Jean straighten, then levitate. Her hair whipped around her face in its own wind as she spread her arms wide. Rogue and Remy were flung apart, slammed into opposing walls. Waves of nearly visible energy, burning hot, emanated from the red-head as she ascended towards the ceiling. Logan caught sight of her eyes, brimming with blackness, and felt the skin of his shoulders scorched beyond healing. And then he was falling, his entire body dead-weight. He plummeted through floor after floor, each crash a new concussion. The final level was concrete. His head slammed into the ground, and Logan's world went dark.

ENDING CREDITS

**Promo for Next Episode:** With the fate of every mutant in America hanging in the balance, can the X-men rally their forces to face down the Hellfire Club, and put a stop to their plan to unleash Sentinels upon the world? Or will the reappearance of Jean Grey be their undoing?
Wideawake, Part One

Season Three, Episode Thirteen: Wideawake, Part One

40 ft Beneath Hellfire Club, Washington, D.C.

The pain brought Logan back to consciousness slowly. He didn't realize he was awake for long minutes due to the enveloping darkness. But the bruises on his undefeatable body were too mundane to be part of a dream.

Gradually he became aware of a lack of air, and rolled, groaning, onto his back. Above him was yet more darkness, but his heightened senses could detect space, a rip where his small supply of oxygen emanated. He abandoned his useless eyes, and grit his teeth as he made himself stand. Reaching up, he felt jagged rock.

"The hell am I?" he said aloud, half a plea to his fragmented memory. In answer, the events of the past days flickered through his mind, obeying no particular order. Underground tunnels, politics, Washington, someone in his head, enemy mutants, Gumbo and Rogue fighting each other, an enemy mutant in his head, Scott missing, Scott found, the other mutants found, someone else in his head –

"Jean."

Hellfire Club, Washington D.C.

Sid did not move.

He didn't know if all the others were alive. Jubilee was at his side, her limp hand pressing against his own. She was warm at least, her pulse just discernible. And he could sense with his mutation that Piotr was off to his left, though something was wrong with his metal skin – its consistency was too thick, too heavy. But he had no idea about Bobby, Rogue, or Remy. His last glimpse before the pain became too great had shown him Logan falling through the floor.

He heard a groan more of annoyance than pain to his right, as someone stood. Sid held very, very still as footsteps came closer. They stopped mere inches from his head. There was another sound of annoyance, and then one of scuffing. Dust tickled Sid's nose, and he fought not to sneeze.

"Disastrous." Shaw's lazy, arrogant voice just barely betrayed anger. "You know I had this rug special-ordered? From Istanbul. Just last week."

"Sebastian—" That was the blonde woman, Emma, the one who had struck down Kitty. Sid felt one of his hands clench irresistibly – "this place is no longer sound."

"Why yes, Emma, I did in fact notice that." The Black King let out an exaggerated sigh. "Is Leland alive?"

A grunt farther off to the left of Sid's head answered the question. "Good," Shaw said casually. "Vincent, get up."

Sid listened to the two pairs of feet, one heavy and masculine, the other feminine heels, click over to where he'd last seen Rogue and Remy pummeling the hypnotizer. He strained to hear any sign that his two friends were alive, but the only noise was a pathetic whimper from Mesmero. "Sebastian… my King—"
"And here I didn't think you could be made uglier." When Mesmero whimpered again, Shaw scoffed. "Get up, Vincent. Your services are needed."

There was a muffled sound, accompanied by much sniveling, as Sid listened to Mesmero rise. Shaw had already walked past, and now when he spoke his voice was soft and oil-slick. "My dear, we must go."

Sid couldn't help the hitch in his breath when Jean spoke. "He will die if we leave him – yes?"

It took all of Sid's willpower not to turn his head in search of who she meant. "That is not your concern," Shaw soothed.

Jean spoke again, and Sid shivered at the dissonance between his kind teacher and her cold words. "Whom does his death serve? Who sent him to us?"

"The same group that attacked us," Emma answered brusquely. "The same group that is not all accounted for. Sebastian, if we don't leave—"

"I do not recall asking for her opinion." Jean's voice lashed out as a physical entity, shaking the already unstable room. Sid prayed that it concealed his shiver.

"She is quite present, thank you," the blonde woman shot back boldly. "She is the White Queen, and has been a member of this organization for longer than you."

"Emma." Shaw's warning was low, forced through what sounded like grit teeth.

"There cannot be two queens of one realm." Jean's haughty new voice grated on Sid's ears, and his nails pressed into the floor. "Either one is the superior, or the other is lying."

"Ladies, ladies," Shaw interrupted with obvious forced politesse. "Please. Titles do not make the woman, any more than they make the man."

"And what does?" Jean seemed curious to Sid. Another shiver crawled up his spine.

"Power," Shaw answered seriously. "That is what has united us all to bring us here."

"I thought that was money?" Sid identified this voice as that of the mutant who had fought Logan, Leland. "Isn't that what brought us all here? Profit? So how does letting our supposedly secure headquarters get blown to smithereens by a bunch of mutant vigilantes make us money? Oh, and speaking of – there is the small matter of the vote. Shaw, if that doesn't go through, we'll lose more than our millions."

"Oh, Harry. Your ability to recover from abject violence through the power of unquenchable greed is a thing majestic to behold."

"Shaw—"

"But you're absolutely right. There is money to be made and a government to buy with it. I suggest we relocate to greener, less demolished pastures and continue the business of business."

"Sebastian." That was Emma again. Sid tried to make his mind blank, lest the telepath sense it, but she spoke only to the King. "What about Essex?"

"Nathaniel is his own man – if you can call him a man. He wears the skin of one anyway." Shaw made a self-satisfied grunt; Sid could practically see him readjusting his suit. "And he appears to
have squirmed away, yet again. If he wants to bury himself in the dark with the worms, he can find his own way to slither back out."

"We're leaving," Jean said, as if in answer. There was movement – Sid guessed that Shaw had offered her his arm. "Yes, m'dear. We are."

"Now? How?" sputtered Leland. "We can't leave all this behind us for the Feds to find!"

"And we won't."

This time the answer wasn't worded. Sid felt the building tremble before he heard the incredible, ear-shattering sound of wood and stone giving way. Light and air rushed in from above, and Sid couldn't hold in his gasp, his body desperate to drink fresh oxygen. He cringed at his lapse, but when the next shudder from the building rolled him onto his back, he was jolted into opening his eyes.

His formerly dead teacher stood with arms raised as she opened up the ceiling of the Hellfire Club. Like a battering ram, each level of the subterranean building slammed into the next, up three, four, five levels until it had pierced through to sky. The layers of concrete, wood, and stone hovered for a moment, and Sid watched them suspended above him in mingled horror and awe. Then, Jean waved her hand. As if they were no more than paper, the pieces of building scattered, making clear the way to the top.


"And—" Leland began. "How are we to—"

Another dramatic raising of her arms gave Leland his answer. Jean levitated all three members of the Hellfire Club with her, driving them skyward as if transported on an invisible elevator. Sid watched transfixed as they became smaller and smaller in his sight. He thought he saw them clear the building, but he couldn't be sure. It was then that the layers of roof remaining gave way. He watched in a daze as the broken floors above him crumpled down like burned playing cards. It was only the intuition born of his mutation, nudging at the back of his head, that warned him.

He rolled, taking Jubilee with him, a second before the metal support beam crashed down into the floor. The fresh air he had filled his lungs with was now thick with dust and plaster, as all around him, Sid watched the Hellfire Club implode.

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TITLE SEQUENCE

TITLE SONG: "Evolutionary" Composed by Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Logan was hit with another falling piece of ceiling, and shrugged it off with a growl. The stairs he was using crumbled beneath his feet, forcing him to scale them like an animal, leaping on all fours. He could see the level above him; the richly paneled wood of the walls was cracking like beaten eggs, the door he was aiming for coming off its hinges with each new tremor.

Logan wished he didn't have such a clear idea what was causing it. Please Jean, not again. Not this again.

Hellfire Club, Washington D.C.

"Jubilee! Please, get up! I need you! I need you, right now!"

Sid shook Jubilee by the shoulders, and then the building shook them both, causing him to fall over onto his knees. Sid felt the girl under him groan. "Uh…Sid…why are you…on top of me?"

Sid gasped out his relief as he pushed himself off of her. "Sorry, so sorry. But we just—" He locked eyes with Jubilee as the room quaked again, and yanked her up by her hands, avoiding another clump of falling plaster. "That."

Jubilee blinked rapidly, and braced herself, still holding Sid's hands. "Oh God." She looked around the ruined death-trap of a room, coughing on the smoke and plaster. "Sid – we have to—get out—"
Warned by his mutation again, Sid jerked them away as a gold candelabra fell, cracking resoundingly at it hit the floor. "How? We can't carry everyone."

As if in answer, with a great screeching of steel against wood, Piotr dislodged himself from the caving floor. Heaving with the effort, Piotr was forced to scale back his armor until it covered only his shoulders and legs. "I will carry all of us if I have to. I—"

Another quake forced Piotr to jump. His powerful steel legs nearly crashed through what was left of the floor as he landed; the space behind him was now a gaping hole.

"Then let's do it, or there won't be an out to get to!" Sid insisted, looking over his fallen friends clinically. Rogue and Remy were twitching with signs of life, but Bobby and Scott lay motionless despite the jolting as the room collapsed. "Someone needs to carry Scott, and someone needs to support Bobby."

"I will take the Professor," Piotr determined, immediately moving over to the horridly pale teacher. With his characteristic gentleness, the Russian moved to grip Scott beneath the shoulders. Sid moved over to kneel by Bobby. He put his hands on his friend's ribs and tried to lift. Red-faced, he gasped with the strain. "Jubilee – little help here—"

"Sure, I—" Jubilee jumped and broke off with a shriek as a head poked up through the trap door by her feet. "Holy Fudge-Monster!"

"Are you all alive?" Jean-Paul looked around at the chaos half-dazed. "Not for long," Sid snapped, as he tried again to lift Bobby. "If you're not buried, come up and help."

Jean-Paul blinked again as if from sleep, but he crawled out of the trap door and over to Sid. Another building shiver doused the fire in the grate with a cloud of soot as Sid and Jean-Paul hauled Bobby to his feet. Jubilee rushed over to Rogue and Remy, shaking both of their shoulders. "C'mon, c'mon…"

Rogue coughed and then started. Jubilee was already pulling away when Rogue jerked back. "Jubilee—"

"Yeah, yeah, yeah, my skin can kill you. The walls are coming down, Rogue. We have waaaay bigger problems."

Main Hall, Hellfire Club, Washington D.C.

Logan was sprinting through the darkened, ever narrowing space. *Tunnels. I swear when I get outta this, next time someone asks me to do a mission down tunnels I'll—*

His mental threat was put on hold by another bit of collapsing ceiling up ahead. Logan growled, then froze when he heard an answering scream. "Hey!" he yelled, refusing to cough though his lungs burned. "Who's up there?"

For an awful instant he heard nothing. Then –

"Professor Logan?"

"Yes!" Logan braced his arms on the pile of rubble in front of him and half-leapt, half-scrambled over it. "I'm here! Who's—" *Who's alive?* he just barely stopped himself from saying.

Thankfully he didn't need the words. Even in the dark of the mahogany-paneled hall he could see each of his students clearly. Piotr, fully armored, stood bearing the unconscious Scott; Sid and Jean-Paul, filthy with the dust and dirt that spilled from the crumbling ceiling, were straining to carry
Bobby. Rogue, Remy and Jubilee huddled close to their friends. Jubilee cried out in relief when he landed. "Logan! Where do we go?"

"We—" The rest of the ceiling giving out behind him was as good an answer as any he had. The Wolverine rolled his eyes, and strode forward. "Ahead. Up."

He led them forward, claws out, ready to slash any falling poles or slabs of wood before they could crush his charges. He snarled at every room he glared into as they passed, searching for another staircase. He didn't know how far down they were. If he led them wrong, they would end up buried beneath the capital.

He sensed the movement up ahead to his right, but it was the red-eyed Cajun who saw him first. "You!" Remy screamed, so loud and unrestrained that Logan stopped and turned with the others. The tall figure himself froze, despite the new rain of chips from a fresh quake around them. A board cracked above them, letting in some semblance of light. Logan could see the large man's pale face for a moment as he met Gambit's furious red-eyes. The shock was brief; in the next second, the upsetting face cracked open into a disturbingly joyful grin.

"No!" Logan yelled too late to stop him. Remy fled after the tall man, through a side door, and like a stack of infuriating dominos, Rogue went after him. That prompted Jubilee to break into a run, and Logan echoed Sid's groan. "Again?" the mechanically-skilled mutant whimpered. "Guys…not helping."

"Idiots," Logan agreed, moving over to Piotr to take half of Scott's weight. "This had better lead us out Gumbo, or I swear…"

The X-Men jogged after Essex, Remy out in front, Sid, Jean-Paul and Bobby the farthest behind. Logan couldn't quite scent the scientist anymore, but Remy seemed to have him marked. The Cajun didn't pause or waver, sprinting through ever-darkening rooms with split ceilings, slamming aside fallen posts with his bo staff. When he kicked open a door, the charge from his accumulated energy blasted a red-purple hole in an already crumbling wall.

"God damn it, LeBeau!" Logan raged when he and Piotr stumbled through the giant, smoldering hole, Scott's limp feet nearly catching fire as they dragged him over the splinters. "You tryin' to drop us through the floor?"

Remy wasn't listening. Hands splayed against the far wall of the room, he was shaking with still unspent kinetic energy. "Was here…he was right here…I followed him right here!"

Logan quickly scanned the rest of the space. Remy's energy, barely contained within his shaking body as he slammed his palms against the wall, was its only illumination. The only piece of furniture in the space was a collapsed bookshelf. It held no windows, and no door but the one they had entered.

"It's a dead-end." Jubilee shivered, although the temperature was rising with every second, just as the air was lessening. "We're stuck. We're stuck in a dead end."

"It can't be," Rogue said. She hovered at Remy's back, gloved hands out as if she were afraid to move too close to the gleaming boy, but unwilling to stay away. "Righ'? I mean, you saw that man run in here, right—"

"There's some way to get through dis wall," Remy cut off. He bent down to pick up his bo staff and began smacking the wall with it. "Some way. Saw him go in here. Saw 'im."
"What is—" Sid began to ask, as he and Jean-Paul stumbled into the room bearing Bobby, only to be greeted by the total disintegration of the floor behind them. Piotr dropped his hold on Scott just in time to catch a drainage pipe with his steel arms.

Shit, shit – "Shit!" Logan swore aloud, as more of the floor gave out, forcing Sid and Jean-Paul to run over to where Jubilee cowered by the fallen bookshelf. Rogue was gasping, as the mold and dust spewing from the half-collapsed ceiling filled her lungs. "Rem’—Remy…"

"A way out's got to be here!" Remy yelled, coughing himself. He slammed his fists against the bare wall. "Has to be—"

Remy's hits slowed and the energy vibrating throughout his body lessened as he started to gasp as well. As the light he provided faded, Logan could just see Jubilee on her knees, caked in dust, beside a choking Rogue. Sid and Jean-Paul had already collapsed into the bookshelf, Bobby between them, lying at an off angle. Behind him, Logan could hear Piotr straining with the same lack of air, the pipe screeching as it slipped against his metal fingers.

Damn it. Damn it. Logan began to slip down himself, the weight of Scott like a rebuke from the unconscious teacher. You were supposed to lead them out, Logan. You were supposed to lead them up. Not lead them here. Not to this.

Logan felt the floor hit his knees, and begin to give. Again, he would probably fall through to the basement. And again, he would probably survive. He heard Sid give a strangled cry. But they won't.

When Remy's energy dissipated, even Logan's eyes became useless. Soon, the same would be true of his lungs. He could already feel the burning. He instinctively opened his mouth to try to draw in air that wasn't present, his body greedy even as his mind knew he wanted the oxygen to go to his charges. Logan began seeing stars, seeing light behind his eyes, as the walls around him gave way.

The light wasn't behind his eyes; it was above him. The walls weren't giving way; it was the ceiling. The sound reached his eardrums at a delay, so that he didn't hear the cacophonous ripping until all the barriers above them were gone. Then air and light rushed into the space, and he was gasping, and his students were gasping, as the gale-force wind whipped aside the crumbling layers of the Hellfire Club.

Logan looked up. The Blackbird hovered above them, its engine the source of the overwhelming whirring that drowned out their desperate breathing. The winds that ripped aside the rubble were too powerful to be stirred up by the plane. Once he could breathe enough to move, Logan grinned. "Love ya, 'Ro."

As the Blackbird moved to the side to land, Logan rose to his feet and looked around. Though they were in a hollowed out depression, he could just see over the tops of the demolished underground Club. All around were the tips of fashionable homes, to his left the massive Washington Plaza hotel. They were in Thomas Circle, in the very heart of Washington D.C.

COMMERCIAL BREAK


"Well." Representative Harvey Isley turned around with the ready pot to face the mutants who crowded his living room. "Sure looks like y'all could use some coffee."

From his perch, half-leansing, half-lying, on the expensive marble tea table, Logan growled. "Don't
get cute today, bub. None of us are in the mood."

"Yes, I can see that." Harvey looked out over the bedraggled X-Men. The newly rescued students crowded together onto his cream-colored satin couch, save for Rogue, who stood beside Logan; Remy, who leaned against the door to the kitchen, as if he might slip away; and Bobby, who reclined on a smaller settee. To the right, in the bright, airy foyer, Scott lay still on a makeshift cot, the IV that had formerly nursed Kitty stuck into his unconscious arm. Hank looked up from where he was monitoring his fellow teacher. "We do truly appreciate you taking us in like this."

"Well, I can't say I'm entirely motivated by selfless generosity on that front," Harvey said, pouring coffee into the mugs filling his glass coffee table. "You all have managed to uncover a powerful, underground organization of political puppeteers that's devious even by Washingtonian standards."

"And you say you know some of these people," the Professor prompted, from his seat off to Harvey's left. He was paler than usual, but he sat straight in his chair, Ororo at his back. "This Harry Leland, this Sebastian Shaw."

"Not personally." Harvey poured the remaining coffee into his own mug as the other mutants took cups of their own. "Harry Leland is a lawyer with Leland & Pellar Associates. He mostly represents lobbyists and developers. He's been part of the dust-up over in Ivy City."

"What's that?" Sid asked. He and Jubilee had tried to clean themselves of the worst of the plaster and dust, but some still stubbornly clung to his long hair.

"The usual," Harvey said lightly. "Developers buying up the empty lots and abandoned buildings to put in all the gunk of industrialization no one else wants anywhere else – trash compactors, testing facilities, the like. Residents are protesting, but the construction hasn't stopped."

"Sounds like this guy," Sid confirmed darkly. "He was going on and on about money being the only thing that united them. Money and power."

"To be fair, that goes for most of the people I work with," Harvey put in. "Though, I had no idea Leland was a mutant."

"What about Shaw?" Logan asked, extra growl in his voice. "He's the ostentatious type. You'd remember him."

"I would, and I do; but we don't exactly move in the same circles," Harvey explained. "He's pretty international – travels half the time, and not just Europe. Asia, South America, Africa. Most of his contacts are in the State Department, lots of diplomats. I always nursed a tender suspicion he was the war profiteering kind. Can't say I'm as happy as I ordinarily am to be proved right."

"This goes way beyond that," Kitty said. She sat in the thick lounge chair by the window, the sunlight doing her mottled skin no favors. "They don't just plan to profit off of wars when they come. They want to start wars. They want to push America towards being a police state, just so they can make money off of selling their damn weapons to keep down mutants." Kitty clenched her fists together, fighting back tears. "And they're mutants!"

"We'll stop them," Bobby croaked, wincing at how weak his rallying statement sounded. "We will. Right?"

Xavier threaded his fingers together and placed them beneath his chin, his expression grave. "I feel we must. The threat now is greater than we could have ever conceived…Representative Isley – is there any way to stop the vote, utilizing what we now know?"
Harvey shook his head. "I think you know the answer to that. You'd need proof, and anyone who can corroborate this is likely to be benefiting from it. More importantly, you'd need people willing to believe you. I've got some contacts in the media, but you'd need more meat on the bone to get them to run this story."

"So we'll stop it ourselves." Jubilee set down her coffee mug on the table so hard it nearly cracked the glass, making Harvey twitch. "They can't make their plan work without those Sentinel monsters. So? Let's find them and make sure none of them are left standing."

Harvey raised a brow as Jubilee began sparking, but Sid was nodding in agreement. Logan straightened and and cracked his neck. "Yeah," the Wolverine grunted. "And I'd say we do the same for Shaw, Leland, and that white bikini-wearin' bitch."

"Logan!" Ororo chastised, and then rolled her eyes. "Oh, why bother. It's not as if I don't agree."

"So just like that?" Harvey raised both brows. "You're going to take on this menace to our security single-handedly?"

"That's what we do," Bobby said proudly, trying to push himself upright. "We're the X-Men, and we fight the good f—"

He broke off with a fit of coughing. Kitty cast a stern look his way. "You aren't coming. You're gonna lie there and do everything in your power not to die."

"Hey! I'm team leader! I need to lead—"

"You can triangulate our pre-emptive strike from the nice, comfy captain's seat of that settee," Jubilee asserted, causing Bobby to pout, and Remy, Jean-Paul, and Sid to hide grins. Even Logan let his scowl fall for a moment. "She's right, Ice Pick. You ain't no good to us if ya can't walk."

"I agree," the Professor put in. "And I, too, will be remaining here. I propose that the junior team heads out to Ivy City – if Leland has been working to protect interests out there, it is quite possible that that is where you will find these dreaded Sentinels. Logan, Ororo – I would give you both free reign to pursue this Shaw, but I am afraid I have no sense of his whereabouts, and without access to Cerebro, no way to track him down."

"If this vote is that important to their plan, it's a good bet at least one of them will be on the scene to see that it goes their way," Ororo surmised. "Right?"

"Very true." Xavier glanced to Hank, who looked to the Kentuckian politician. "Harvey…I hate to ask…but if you could help us locate Shaw…perhaps even sway the vote – we wouldn't be the only ones grateful."

"Politics is the art of the possible. I can promise you miracles, but I'm still shaky on the concept of them actually coming – though I don't advertise it to my constituents." Harvey sighed dramatically. "Still, I suppose I do owe this month's selfless deed. Besides – beneath all the cynicism we have to drink to survive, every politician once wanted to save the world."

Forster and Shell Holdings Warehouse, Gallaudet St. NW, Ivy City, Washington D.C.

The six X-Men kept to a tight line formation as they advanced towards the final warehouse on the list Isley had given them. Though it was broad daylight, they had little need to cling to shadows – the dilapidated streets and buildings were empty. The area surrounding their target was the only place showing signs of life, in the form of several guards patrolling behind the tall wire fence.
"Damn, he wasn't kidding about this place," Sid murmured, as the team paused behind a large dumpster. "It really is a ghost town."

"Well, we are near a graveyard," Kitty said, causing Jean-Paul to shiver uncontrollably. "No…no, no…too close…" he began muttering. "…close enough to smell, n'est-pas? Close enough to taste… pour la mort, le mort…pour la mort d'appeler votre nom…son nom—"

"Huh? What?" Kitty turned from Jean-Paul to Remy. "What is it? What did I say?"

Remy glanced over at his fellow French-speaker, who was still muttering at the ground. "Sometin' 'bout death…"

"What? Why?"

Remy scowled, looking at the ground himself. "Why ask dis one? Ain' in Jean-Paul's head. Didn't see what he saw."

"Whoa – why the hostility?" Kitty asked, putting up her hands. She turned to Rogue. "Is this a Frenchmen thing? I swear, I didn't mean to offend your boyfriend. If you could communicate that to him—"

"I ain't his translator," Rogue snapped, "I don't know what's goin' on in his head any more'n he knows what's up in J.P's."

"O-kay!" Kitty stepped back and into the scuffed, graffiti brick of the alleyway wall. "Can't a girl ask a single question without getting her metaphorical head verbally lopped off?" She glanced nervously at Jubilee, Sid, and Piotr.

"There were some…complications, when you were gone," the Russian answered, with his trademark delicacy.

Kitty turned to Jubilee. "Splainy."

"While we were underground, Jean-Paul, Rogue, Remy, and Logan had their heads hijacked by that ick-factor green hobgoblin, who made them see nasties. Before we so heroically swooped in to save them, Logan was trying to put his head through the wall, Jean-Paul was doing his best Gollum impression, and Remy and Rogue were serving up some southern-fried Whitney and Bobby realness, complete with full contact punches."

"Juju!"

"And that's what happened," Jubilee said carelessly, ignoring the furious stares from the three in question.

"Right. Great." Kitty swallowed. "So, is there any chance we can pull together to get this done, and save all mutant-kind, without killing ourselves first?"

Jean-Paul, Rogue, and Remy looked sheepish, though the Cajun did shoot her a grin. "Dat your inspirational pre-mission speech, hein?"

Kitty scowled. "Hey, I'm not Bobby, okay?"

Remy put up his hands. "No complaints from dis one. Ice Pick's pep talks, they run too long, eh?" He took his bo staff from his back, and squeezed his hands to give it a mild charge. "Let's be done w' talk."
The small, red-purple explosion turned the guards' heads, enough for them to miss it when Kitty phased through the fence. A brilliant streak of light soaring over the far end of the warehouse parking lot kept them occupied as she helped Sid, Piotr, Rogue, and Jubilee through after her. They ran for the side entrance, while one of the guards ran off after the blazing streak that was Jean-Paul in mid-flight. As the second tried to call for help, he found his walkie suddenly useless.

"C'mon, c'mon," Kitty whispered, as Sid used his large, modified wristwatch to disable all of the electronic equipment within a three mile radius. "C'mon…"

When the guard threw down his walkie in disgust and stalked off, Sid nodded. "Okay. We have thirteen minutes, starting now."

Kitty took his hand in her left, and Jubilee's in her right; Piotr touched her shoulders gently with his armored hands. "Rogue!" Kitty hissed, drawing the other girl's attention away from the small explosions of red-purple energy that were moving in the other direction.

"Righ'." Rogue took Jubilee's hand, and together the five phased into the warehouse.

The newly-built warehouse was massive in the extreme. Its roof rose up nearly fifty feet, and its floor slopped downwards, the concrete deliberately depressed to allow for more area.

"But, wait, where is—" Sid slipped on the incline. Letting go of Kitty's hand to catch himself, he skidded to a halt as the floor leveled off. He stood up, head jerking from side to side as he viewed the empty expanse.

"Here too?" Kitty clenched her fists, finally able to make them again in frustration. "But we checked all of the others! They have to be here!"

Jubilee slid down after Sid, who was manically pressing on his watch. "No, no…it makes no sense!" He began pacing across the damningly empty floor. "There was something here – I could feel it. I could feel it!" He looked up at Jubilee. "I know what the metal the Sentinels are made off feel like. And this!" He held out his watch. "It told me the ore was present!"

"Was present." Piotr flexed his arms, his own steel casing inching up his legs. "Was here. So the question is—"

The screeching sound of the main warehouse doors being forced open caused even Piotr to slap his giant hands to his ears. "Rogue!" Kitty hissed, as the white-streaked mutant pulled the front entrance open with two hands, sending the security system wailing back into effect in the process. "What the hell are you – Rogue!"

When Rogue ignored her, striding outside, Kitty rolled her eyes and chased after her friend. Piotr jogged out into the sunlight, de-steeling as they followed the southern mutant. Rogue raced towards the light show Jean-Paul and Remy were still providing as distraction for the guards. When Remy spotted her from his cover behind an alcove, he froze in mid-card throw, yelping when the charge reabsorbed into his arm. The guard he had been occupying turned towards Remy at the sound, and then gasped when he found himself grabbed from behind. "Wh—"

Lifting him by the back of his collar, Rogue held the nearly six-foot tall, muscular guard aloft for a moment, and then flung him to the ground. Sputtering with indignation and rage, he raised his hand to fight back, only to find it slammed beneath the heel of the stone-cold, five-foot, four-inch girl who stood over him.

"Rogue!"
Kitty and Piotr reached her just as Remy began to jog over, Sid and Jubilee trailing behind them. "Rogue!" Kitty chastised. "Remember the part where this was supposed to be an undercover mission?"

"I don't know, Kit." Rogue's voice was cool. She kept one foot pressed down on the palm of the captive guard. The other she rested on his chest, bending forward to lean on her knee. "Remember the part where the first warehouse was s'posed to have the damn monsters? Or was it the second, or the third..." Rogue dug her heel into the guard's palm, causing him to gasp in pain.

"Please—I don't – I just work here!" The guard tore his eyes away from Rogue to search for a friendly face among the mutants crowding him. "I don't know anything!"

"We don't believe you," Rogue said, leaning forward more to retake his attention. "You're armed with a gun I recognize – one that fires darts specially made to take down mutants."

Kitty and Piotr started at that, sharing a glance, and then looking to Sid, who had finally caught up to them. Sid looked over the guard, and then nodded grimly. "She's right." He pointed to the modified pistol in the guard's holster, visible through his open jacket. "It's the same one that anti-mutant militia used on us before."

"Okay! Okay! But I don't hate mutants! I swear! My – my cousin is one!" The guard defended. "Look, I just – I just took this job when it opened! I been outta work for six months, this is the first one I could get. I got kids, man, I got a daughter—"

"Does it look like we care 'bout your sob story...Jayson?" Rogue read off the man's uniform. "Huh? Do we seem like the compassionate kind? I don't need you to cry on my boots. I want answers to my questions. Now – you're standin' here, set to shoot down mutants, guardin' an empty warehouse. Where's the stash inside it, Jayson?"

Jayson stuttered, as Remy slowly came up behind Rogue. "P...pr..." Jayson winced, his whole body shaking. "P—"

"Spit it out!" Rogue screamed.

"Pre-orders!" Jayson shut his eyes as soon as the words left his mouth. "They – they ain't here 'cause they were already shipped out this week, in advance. There's nothing left to steal! They've all been sold."

Rogue's eyes flashed. "You think we're here to steal those mutant killin' pieces of..." She ground her heel into the guard's palm, drawing from him a scream.

"'Nough!" Remy grabbed Rogue's shoulders and pulled her off the guard. He turned her around to face him. "Anna Marie – that's enough."

Rogue fisted her hands, but looked to the side, to the space behind Remy. "Take your hands off of me, LeBeau."

Remy released her, backing away. Kitty hissed, and kicked at the ground, making the still prone Jayson cringe. "Damn it! Damn, damn, damnation, damn." She tilted her head to the overcast sky, and took in a deep breath of polluted air. "We're too late."

Lincoln Memorial, National Mall, Washington D.C.

Ororo slyly drew some of the clear winds of the park towards her, relishing the way they relieved the heat of her skin. She dared a look over at the burly Canadian who walked beside her. "Logan."
"Huh?"

"Your expression."

"What?"

Ororo smiled, raising a brow when he turned to look at her. "Perhaps at least feign one less…dare I say, stormy?"

"What, you got a problem with my pretty face now, 'Ro?"

"Me? Certainly not. However, glaring at the Lincoln Monument as though you wish to smite it, in such a highly patrolled area – others just might."

Logan rolled his eyes, but dropped his scowl. "Hey, I am looking to smite something. Someone. And I ain't found 'im, so –" He shrugged his shoulders, a heavy lift and drop.

"I can assure you, I will have no issues with you dealing your harshest brand of vengeance on Shaw when we find him." Ororo looked up at the weighty monument of the seated president. "He's done far worse than most."

"You don't know the half of it."

"Oh?"

Logan stopped up short, blinking. "Oh. You don't. That's right."

"Logan, need I remind you that I was the first to face off with Shaw, and—"

"It's Jean, Storm."

Ororo stopped as well. As she turned to look at him, Logan rushed to speak. "It wasn't the mind-bending mutant – I know what it feels like to have that in my head, it wasn't that. The kids saw; I don't know how much they processed it, but ask 'em. Ask Scott when he wakes up. She was there, 'Ro, I swear she was. She was, and—"

"I believe you."

Logan broke off in the midst of his next argument. Ororo smiled sadly at his confusion. "You think you were the only one to feel her? You and Scott may have both loved her in one way, but it was not the only way. I was close to her too."

"You're right. Sorry." Logan shook himself slightly, squinting, his eyes still getting used to the sunlight again. "When did you know?"

"It was a sense since that day, with Cerebro," Ororo said quietly, as the air around them went still. "I told myself that it was only my longing for my friend that made me feel her, my desire for her to be back. But since I knew that was a lie, I could not fully dismiss the knowledge, even if it seemed to be without reason. Now, to know she is back…it is the fear confirmed."

Logan frowned at her darkened expression. "What do you mean? What fear?" When she didn't answer, Logan felt something like anger. "You saying you don't want her back?"

"Of course I want her back, Logan. How could I not? But not everything we desire should be given us."
"No?"

"Logan." Neither Ororo's voice nor the wind rose as she stepped in close to him. "Consider. Think of the cost."

Logan could feel himself baring his teeth. "I don't care about the cost."

Ororo did not move; despite himself, Logan felt his claws retract. "You should. If you truly love her, you should. Think. Consider. Consider her. Consider how she has returned – more importantly, consider how she left. Logan; Jean chose to die. Did she choose to live again?"

**Entrance to the House of Representatives Chamber, Capitol Hill, Washington D.C.**

"Yes, thank you, John," Harvey said effusively as he shook the portly older man's hand. "You're on the right side of history on this one."

"Hey!" Representative McManus chortled. "As long as I'm on your right side for now, Harvey. Your opposition killed us last quarter when it came to the Agro Bill."

"Don't worry – my current obsession is atoning. Just make sure to keep layering on the guilt, and I'll be more amenable this time."

"Right – guilt and crab cakes and school reform. You're a predictable date, Isley."

"See ya, John."

Harvey grinned as the newly supportive representative from Maryland walked away, and then quickly turned back to the task at hand. He had spotted his next target - a possible nay voter on the bill from Oklahoma who hated excess military spending to outside firms - when his hypersensitive eardrums caught the voices.

"...so they hit the warehouse – so what? There's nothing to find. They all went to international customers; the Russians, the Nigerians."

"That isn't the point, Shaw. Your kind breached my security—"

"Well, Donald, maybe you should have invested in better defense, perhaps utilized one of our major contractors, rather than scum you plucked off the streets to save money. My kind would never have gotten in if your kind weren't so cheap. And don't worry. I mean business associates, not humans."

Harvey abandoned his plans for the Oklahoma congressman and inched his way outside the Chamber. His hearing extended for a ten mile radius; he closed his eyes briefly to try and hear if they were to the left or right.

"I am well aware this is a marriage of convenience for us both, Sebastian. Just make sure the vote goes through. You keep up your end, and I'll hold up mine."

Left.

"A man of his word – isn't he, Emma? How very rare."

"Don't patronize me. Your snide remarks may be tolerated by those who don't know what you are —"

"And what am I, Mr. Pierce?"
Harvey stopped moving and pressed against the wall. He took out his phone, giving himself an excuse for stillness, as he listened to the conversation taking place in the alcove four feet away.

"You really want to know – mutant?"

"No, I don't. There's no benefit to honesty between us, Donald. Let's just let the seething hatred bubble beneath the surface, like any good marriage."

"You're cavalier for a man heading towards open war."

"Ah, but there's nothing open about this war."

Harvey busied himself with his phone as the men carried their conversation towards him.

"I don't like this, so you know."

"Of course you do. You're going to make billions taking out mutants all across the globe. You're positively giddy about it. Isn't he, Emma?"

"Shaw—"

"Wait – is she one of those telepaths? God damn it, Shaw, if there's one thing I cannot stand, it's—"

"Sebastian!"

"What, Emma?"

The three pairs of feet stopped just in front of Harvey. The representative blinked, and then looked up, as if shocked. "Oh! Hello." He put on his best aw-shucks smile and stuck out his hand. "Harvey Isley, Kentucky. And you are?"

He quickly took the measure of the two men before him. Shaw, handsome and crisply dressed, looked mildly surprised, and Harvey immediately gauged that little left the arrogant man truly surprised. Donald Pierce, the non-mutant, was instantly recognizable; running mentally through his Rolodex of contributors, Harvey realized he'd met the distinguished, sullen-faced man at any number of benefits. Even if he hadn't had his prodigious memory to back him up, the cybernetic arm and hand would have given Pierce away.

"Kentucky…yes," Pierce said, trying to recover. "We've met, I think, back in—"

"'02, right," Harvey picked up. "Right, it was at the annual Bluegrass Nominating Benefit. You know—" Harvey flashed a grin and gave the small chuckle of a perfect actor – "I can still remember what you said, when Arnold brought up the whole pork controversy—"

"Sebastian." The woman interrupted him harshly, forcing Harvey to face her, the one thing he had been attempting not to do. She was beautiful, her enviable figure set-off to perfect advantage in a white two-piece woman's suit that was several inches too low for this particular venue. Her hair was meticulous, her makeup bright, and her eyes as grim and flat as a hard-fought vote lost. "He heard."

"Sebastian." She ignored him fully, tightening, glistening; Harvey had to wince against it, and wondered if that was what sealed it. "He. Heard."

Shaw sighed, heavily, with a look at the beautiful woman as if she were asking him to hold her expensive Manolos. "Oh, more of this?"
He stepped forward and wrapped his arm around Harvey's shoulder, convivially. "It just gets so tiring…honestly," he said, to Harvey. Harvey twitched, or Shaw twitched and passed it into him. The other man raised his hand as he shrugged, and his smile was as genuine as Harvey's was fake. "But I guess the casualties start now."

The hand went to Harvey's chest. He didn't register pain. It was more of a sudden indrawn breath, a gasp and a jolt. Harvey knew it just as things went dark, and his final thoughts were of all the items on his list he would never get to.

COMMERCIAL BREAK

Home of Harvey Isley, Dupont Circle, Washington D.C.

"They should have called in by now," Bobby groused, as he gingerly paced along the soft, Persian rug. "I get that the mission is time sensitive, and that they need to keep themselves hidden – I do. I really do. But, like, how are we supposed to know what is happening if they don't? What if they get in too deep? How are we supposed to go out and rescue them? I mean, I know I'm not… exactly in the best shape for that, but—"

"Bobby – turn up the volume on the TV," Xavier said aloud. "Now."

Bobby stopped his pacing, and Hank looked up as well. The Professor didn't need to project his thoughts for both mutants to sense the fear in them. "Uh, sure. Of course." Bobby grabbed the clicker, and obeyed his teacher.

"…the thirty-six-year old congressman was found just moments after the deciding vote on 4159-H, popularly called the Mutant Registration Redux Bill. These photos were taken as his body was being wheeled away, just as the House was emptied to inform the public of the decision. Representative Isley was declared dead while on the way to MedStart Washington, the probable diagnosis a heart attack."

"No." Hank stumbled on his way towards the television. "No, it can't be – he, he had no conditions, he was perfectly healthy. It can't be…"

"Shaw," Bobby said, tensing and then doubling over with the pain of bruised muscles and tendons. "It has to be. They – they got to him somehow."

Xavier leaned forward as far as his chair would allow, as the screen displayed video of the steps of the House. Representative Marcus J. Hamilton was speaking loudly into the crowd of reporters gathered below him. "What this yes vote shows is a concerted effort by the representatives of our government to put the security of our people first and foremost. Both our mutant and human citizens should rejoice, honestly, that we now have the go ahead to put in place measures to protect them from the kind of upheavals we're seeing in Britain and Turkey, and other countries without adequate security."

"And who will be providing this security?" asked a reporter near the front. "What kind of measures are you implementing? And what do you say to those who might argue this is instigation for more rioting from mutants who fear their rights being further degraded?"

"Firstly," Representative Hamilton said, pressing close to the mic, "that is just an excuse, an utter excuse. There is no reason for rioting, and anyone who does is trying to bring the conversation back to one where intimidation and thuggery determine the dialogue. And that is exactly what this bill is aimed at avoiding. No one needs to be afraid of their rights being degraded, because only those who..."
break the law will have anything to fear from our new measures."

"And what new measures are those?" the insistent reporter asked. Representative Hamilton waved aside the question, backing away from the microphone. "I'm sorry, that's as much information as we have for you at this time. Thank you, thank you—"

"So that's it, then." Bobby's legs gave way, and he didn't bother to break his fall. He hit the rug on his side, still staring at the TV, which now showed shots of masses of mutant rights and human rights activists paired off in demonstrations all around the country. "We lost."

"No."

Scott's voice was hoarse and soft, but all three mutants whipped around to look at him, Bobby yelping in pain in the process. The optically powered mutant was struggling to push himself up on his hands. "No…that's not…how it is…"

"Scott, don't." Hank hurried over to the makeshift cot, and used his large blue paws to push the recalcitrant invalid back down. "You need to rest. You can't do anything to help like this."

"You don't get it – they don't get it…they don't understand…what they've done…" Scott moaned, and Hank's eyes widened in shock as the much smaller mutant managed to push his way upright. "None of you understand…what's really happening – what is really being done. The way is being made ready…none of you…none of you can see—"

Hank jerked away when Scott raised his lids, but there was no accompanying blast. Instead, Scott's wide open eyes burned black.

To Be Continued…

ENDING CREDITS
Wideawake, Part Two

Season Three, Episode Fourteen: Wideawake, Part Two

*Bludfire by Eva Simmons plays over the opening scenes*

Dealey Plaza, Dallas, Texas

Two crowds stood opposed, ranged across from each other outside the Sixth Floor Museum. On the right, the signs declared, "All Men, All Women, All Mutants Created Equal," "4159-H: Unconstitutional, Unconscionable, Illegal," and "No Justice = No Peace."

To the left, the signs read, "Human votes, human rights," "America – founded by humans, for humans," and "Equality For All =/= Oppression for the Few."

Both seethed, both shouted, each attempting to drown out the slogans of the other.

"Mutant rights! We will fight! Mutant rights! We will fight!"

"Justice, peace, equality! Respect our humanity! Justice, peace, equality…"

The chanting swelled, interspersed and broken by insults lobbed from left and right. The shouting became more like screaming, as each side whipped into a frenzy.

"Mutant rights! Mutant rights!"

"Justice, peace, equality! Respect our humanity!"

The chanting and shouting reached a pitch. The two groups surged, and the neutral space dividing them thinned until it broke.

Western Avenue, Manchester Square, Los Angeles, California

The silent mass of protesters filled all four lanes of the avenue as they marched forward, drawing in new allies from the cross-streets they passed. The banner carried by those in front spoke for everyone following behind: Unarmed. Unashamed. Unregistered.

The riot police formed a barrier, a solid line across the road. The protesters slowed, but did not stop. The riot police held.

No one saw who threw the canister. But both sides reacted to the attack.

Rec Room, Xavier Institute, North Salem, New York

"What we're witnessing here is chaos, John, a full-scale riot that, sources say, has the mayor seriously considering calling in the National Guard…"

The gathered Xavier Institute students sat in hushed, tense silence around the TV, as the news report displayed shot after shot of the mayhem in New York City. Police in full riot gear sprayed a gas over the assembled crowds, a mix of mutant and human alike, that dropped many to their knees. Choking and gasping, the humans appeared to remain conscious, while those visibly mutant suffered horrible spasms. One human girl with blonde hair dropped her sign and tried to catch a friend, who was
screaming in pain as his protruding shoulder spikes began to smolder and hiss under the gas onslaught.

"…reports of similar riots and altercations in Texas, North Carolina, Michigan, California, and Washington D.C. as rage over the bill's passing reaches the streets—"

**6th Street, NW, Shaw, Washington, D.C.**

Mutants and humans, intermixed and integrated by fear, fled down the street as police swept through what had devolved from protest into madness. A man in his twenties, unidentifiable as mutant or human, lobbed a Molotov behind him at police, while an aged woman carrying two screaming children ducked beneath the clouds of gas and ran for the safety of an alleyway. Two officers in face masks pointed stun-guns at the heads of three kneeling mutants, while from the roof of a building above them, eight and nine year olds threw trash at those below. But most of the capital's residents simply ran – blindly, in any direction.

One female mutant walked against the tide, calm and detached, observing. Following behind, like a dog in her shadow, the hooded mutant reached his green hands towards her, like a puppet master grasping at threads. "My lady…my queen. We should leave this place."

"Should we? Why?" the red-head demanded lazily. When a fleeing man bumped into her, she flicked her fingers; he was thrust backwards. Hitting the ground with a thud, he was quickly lost beneath the trampling of others. "I am in no danger."

"Perhaps not yet, Lady Grey," Mesmero posed, in a servile plea that made her roll her eyes. "But things seem to be getting much worse."

At that, the woman who wore the form of Jean Grey grinned. "Not quite yet," she murmured, as her eyes darkened with black fire. "But soon."

**Home of the Late Harvey Isley, Dupont Circle, Washington D.C.**

"Soon! Soon it comes…soon his will is done – soon. Prepare! Prepare the way—"

"Bobby, hold him!"

"I'm trying, Professor! Professor Summers, please, listen!"

"—prepared, they are coming! They must – I must – they must be summoned to prepare the way!"

Eyes wide and black, unseeing and seeing too much, Scott heaved up against Bobby and Hank, and then collapsed under the weight of the unwanted vision.

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**TITLE SEQUENCE**

**TITLE SONG:** "Evolutionary" Composed by Emilie Autumn

**Cast:**

Wolverine: Hugh Jackman

Storm: Halle Berry
Bobby stared at his insensate teacher, the one who, despite all, he had always seen as a rock. He had modeled so much of who he'd tried to be as a leader on Scott. To see the mutant before him so thoroughly undone…

Only when the doctor placed his massive furry paws on his shoulders to steady him did Bobby realize he had been shivering. "Chin up, Mr. Drake," Hank murmured softly. "We can't afford to lose another invalid just into recovery."

"Do you—" Bobby forced himself to steady his voice. "Do you think it's that mind mutant? Mesmero?"

When Hank had no answer, Bobby tore his eyes from the unconscious Scott to look to Xavier. "Professor?"
Xavier held his head in his hands. "Please," the old man began to please. "Please, J—"

The com system buzzed, and Bobby leapt to answer, pressing the speaker button so hard it nearly broke. "Kitty?"

"Da," Piotr's voice replied. "It is us. Wait – Katya—"

There was a scrambling sound on the other line that made Bobby twinge, and then Kitty's voice blared loudly through, "Bobby? It's—"

"Scott – Professor Summers: something is wrong with him. His eyes went all black, he was babbling —"

"—no one left, and Rogue, well, she went cray, starting beating up on this guy until he told us—"

"—'prepare the way, he is coming, soon, soon,' just ranting totally—"

"—they've already been sold, we're too late, dammit, completely too late—"

The Professor groaned against the onslaught, and Hank intervened. "Please, you two, please. One at a time."

Bobby paused, forcing out a sigh. "Okay, Kitty. You first."

"They're gone, Bobby. All of them."

"The rest of us?" Bobby practically screamed.

"They're gone, Bobby. All of them."

"The rest of us?" Bobby practically screamed.

"What? Oh! No! No, not that! They're all here," Kitty assuaged. In the background there was a chorus of raised voice affirming her statement, including a "We here, us," from Remy, a "Da," of assent from Piotr, and an emphatic, "We're alive!" from Sid and Jubilee. "It's not that," Kitty continued. "It's the Sentinels. Every last one of them is gone."

"You mean we were wrong? About the warehouse?"

"No, Bobby – I mean they were here, but they're gone now. Sold. All of them sold. Pre-orders, this guy said. They knew." Kitty's fury and sorrow carried even through the spotty transmission. "God damn it, they knew everything that was going to happen. They've been ahead of us from the beginning. They had this all planned. They beat us."

Bobby's throat tightened, and he found himself shaking again. He looked to Hank; the giant mammoth of a mutant sighed, closing his eyes in helplessness.

The silence was broken by the buzzing of a text. Bobby frowned, feeling at his back pocket, but his phone was silent. Xavier looked similarly perplexed.

"Professor?"

Hank started, his hand trailing to his own pants pocket. "Oh. Oh, that's me."

He extracted his phone with shaking paws. When he had read the message, his giant hand quivered so badly he let the phone slip to the floor. "It's from—"

When it became apparent his teacher would be unable to finish the sentence, Bobby bent down to retrieve the device. "Harvey," he said shortly, as he read the text. "PCM." Bobby looked up to meet Xavier's eyes. "It's…from today. The last one he sent."
"What?" Kitty's voice crackled over the speakers. "What's going on?"

Forster and Shell Holdings Warehouse, Gallaudet St. NW, Washington D.C.

The eight mutants huddled together as Kitty held her com just far enough from her ear to allow them all to dimly hear. "We got a text from Harvey," Bobby said. "It says PCM."

"What does that mean?" Kitty asked.

"There's no way to know, he's—"

"Bobby?"

"Did you – no, you couldn't have." Bobby let out a long breath on the other line. "Harvey's dead. They showed it on the news."

"What?" Jubilee and Sid shouted in unison, while Remy swore a soft, "merde." Jean-Paul just shivered.

"They said it was a heart attack." Bobby ground out the next words, "but we know it's bullshit. They got to him. Somehow they got to him."

For a long moment, there was silence on both sides of the line. Then—

"PCM," Sid muttered. "What does that mean? It has to mean something."

"Sid," Jubilee hushed.

"Well, it does," Sid shot back. "It was the man's dying text. It has to mean something."

"Please Call Me?" Rogue guessed. "Maybe?"

"Push control…" Piotr scratched his head. "Perhaps it is code? Between him and Dr. McCoy?"

"Hank says he doesn't know what it means," Bobby said over the coms. "I dunno…maybe it's just… the last thing he could press before…"

The gang fell silent again. Kitty fisted her free hand. "Sid – your phone. It has internet on it, right?"

"Um." He took one look at the stony expression on Kitty's face and handed the device over. She began typing with her free hand, brows furrowed in concentration. "No," she said as one search turned up nothing. "No…gotta cross check with D.C. area…para-military? Nope. Maybe…no. Wait! Wait, wait…gotcha!"

"What?"

"Pierce-Consolidated Mining," Kitty answered all nine at once. "It's centered here in D.C. And listen to this – Donald Pierce? The guy who runs the whole thing? He's from Kentucky, same as Harvey is – was." Her voice softened, but she pushed forward. "That's how I found this. They were linked in an article. And, furthermore…what company did it recently partner with for a joint venture into strip mining for unspecified materials for unspecified purposes?"

Kitty turned the phone around to show the article to the other X-Men.

"Shaw Industries," Sid read off in one breath. "That's him." His face hardened, and his voice became gravel. "That's them."
Home of late Harvey Isley, Dupont Circle, Washington D.C.

Bobby shivered, swallowing hard, cold despite his powers. "So, what's our plan? I mean – we need a plan. Right?"

Bobby looked to his teachers. Hank responded with a helpless shrug; Xavier still held his head. The answer came from behind him, in a shaky, halting voice. "We need…to draw them out…fight them…where they…where they live—"

"Scott!" Hank hurried to his friend's side, as the injured teacher tried to sit upright. "Scott, you need to relax."

"No," Scott cut off, with a firm shake of his head. "There's no time. They've already – put their plan into motion. If we…if we want to stop this, we need to take advantage of our window…before it closes…" He finished off with a choking cough.

"Just breathe," Hank advised, but Xavier had lifted his head. "What do you suggest, Scott?" the Professor inquired quietly.

Scott took a deep breath, and turned his head in the telepath's direction, his closed eyes level with Xavier's. "Everything they've done has been calculated to play out in the shadows. No one knows about the Hellfire Club beyond rumors – that was what Harvey said. Harvey sent us that text right before he died – maybe even as he was dying. He gave his life to get us this link. If this Pierce is a public figure, with publicly traded assets, then he's one member of the Club who can't just retreat underground with the rest. We might not be able to track down Shaw or the telepath or—" Scott's throat worked, but he pushed forward, "or – Jean. But a public company like P.C.M. has to have a physical presence in the city. We find it, we can strike at it, and draw them out."

"Quite possible," Xavier conceded, his eyes on the lids of his protégé. "It is also possible that such an attack would play right into the hands of the very campaign we are fighting against. Violent mutants attacking public property is precisely the menace they have conjured up to fuel their entire agenda. We'd be giving them exactly what they've promised the people."

Scott didn't open his eyes as he grinned, but the smile was feral enough all on its own. "I'm counting on it."

North Capitol Street, NW, Washington D.C.

"Can you get through now?"

Logan grimaced as he fiddled with the com in his ear. "No," he growled in frustration at Ororo's question. "Can't. Interference or some sh—"

"Logan—"

"Oh, c'mon, 'Ro!" Logan rolled his eyes and gestured at the street around them. "Ain't no kids around. Tellin' me I can't swear when there's nobody around to hear?"

Ororo did not respond, and in the echoing silence around them he realized what she had been trying to say. The street was empty.

Logan shivered, a physical expression of his instincts. This wasn't normal quiet. This was the quiet of a forest before an attack, when all the birds went silent and the prey creatures burrowed down. He sniffed the air, and, to his surprise, saw Ororo do the same.
"What do you smell?" he asked. His senses were full of the rapidly approaching scent of sweat and adrenaline.

"Clouds." The weather witch's eyes went white. "The wrong sort of clouds."

Logan heard the screams before the stampede came into view. It took up the entire road, a massive swelling of people of all ages and races. Mutants and humans combined in the frenzy, stumbling over each other, holding each other, fleeing from the distant, but approaching, sounds of rubber bullets.

"Shit," Logan swore pointedly.

"Indeed," Ororo replied.

The two X-men stood their ground as the mob came at them, Ororo levitating just slightly off the ground. "Whadda ya see?" Logan growled, crouching low in response.

"It's the gas. They're spraying some kind of gas that harms mutants...people are falling off at the back, trying to outrun it."

"Plan?"

Ororo's hair lifted, and began crackling with seed lightning. "We don't run."

Logan grinned, unsheathing the tips of his claws. "Good by me."

Logan braced himself as the crowd broke around them, a screaming mess of elbows and shoulders. He fought to stay upright, glancing over at Ororo to see if she were maintaining as well. She was, her gaze fixed on the point where the fleeing citizens dropped off.

Their pursuers smelled wrong on every level. They were dressed as riot police, but Logan immediately noted the insignia all of the masked, armored men wore on their left shoulders. Shaw, he thought, seeing the interlaced atoms bisected by a shield. Bastard's brought out his own private army.

The front lines of the mercenaries marched in lockstep, disciplined behind the chaotic crowd. Some at the ends fired rubber bullets, but it was the second wave that dispersed the gas. Just a whiff of the curling, green-yellow stuff sent Logan reeling. "'Ro..."

Ororo raised her arms, somehow finding the space despite the push of those running past her. Cool, fresh air rose to battle with the stinking clouds, pushing them back. The fog unnerved the mercenaries, who nevertheless tried to continue their onward push.

"Gonna need somethin' harsher, Storm," Logan ground out, elbowing his way forward. When he had space enough, he thrust forward his claws.

The air pressure dropped, the temperature heating and then cooling faster than nature would have it. Dark clouds massed above them, and the loud crack of thunder sounded just as the skies opened up, dousing them all in relentless sheets of rain. The wind continued to press against the gas, and the rain cleared the air and stuck up the canisters. Lighting flashed, and the paid soldiers hesitated.

"C'mon." Logan grinned violently, beckoning slightly with his claws. "Don't punk out now."

"Logan."

Again the warning came from the weather witch, her sharp, white eyes spotting it before Logan's
heightened senses kicked in. The whisper of red hair hovered just beyond the line of men, to the side by a cross street. Logan's claws receded as if by some volition other than his own. His excitement to fight the mercenaries shifted entirely, a different kind of hunting instinct beating in his blood.

*Logan.*

It was her voice. There was no mistaking it, not even when it sounded in his head like a memory. He'd imagined it a million times since that day, but he'd never been able to recapture her scent, to feel the sense of her reaching into him from without.

"Logan."

A different woman's voice then, closer and warmer. If it was less forcibly magnetic, it had its own gravity, one which pulled him into the orbit of her eyes. Slowly the white faded from them, enough to reveal the blue. They were wide, expressive, honest. They made no demands and no pleas, only a single request.

"Don't."

He wasn't sure which woman said it, the one at his side or the one in the distance. Had she said it aloud, or straight into his mind? Did it matter? It was the same from both of them.

He was the hunter. He chased her – had been chasing her, since the first moment he saw her. It was the truth of him. Why would he deny it now? Logan felt his body shift, and the stunning blue eyes began to shutter closed. Why?

Why was he always running after her? What did he hope to find, at the end? Was he chasing her to reach her, or because he was, at heart, a dog yearning for a taunting master? He didn't know. He only knew himself to a certain degree, and then all faded into broken shattered pieces of his past, a broken memory, an unbreakable body. Did he think she could fix all that? What was he chasing?

Her tug was still there, familiar and heated, but the doubts and questions allowed him to hold onto his own will. Logan continued to look into Ororo's eyes as her rain fell around them, and slowly the pressure eased. He felt a sense of loss, hollow and metallic as his bones, but when he finally pivoted to look Jean was gone, and that was all there was to know.

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**COMMERCIAL BREAK**


The seven X-Men advanced silently through the slim cover of executive spaced trees as they drew near the massive holdings of Pierce-Consolidated Mining. Stretching from the banks of the Potomac back into the area claimed by the U.S. Navy, it was a sprawling collection of iron and glass buildings of varying severity.

"Right on government land." Kitty hissed the words into her cupped hands, so that they buzzed out over everyone's coms. Sid had outfitted himself, Jean-Paul, and Piotr with makeshift walkies using their phones. As they slowly stalked forward in three separate teams, she muttered in indignation, "Right next to our navy. Kissing up against the people who are supposed to protect us."

"We see it, Kit," Jubilee murmured in reply. She was ranged a few feet away from Kitty and Piotr, approaching the buildings from the far left. She glanced under her lashes over at Sid. The fury
boiling in the normally easygoing mutant sharpened with every soft step forward. It almost scared her. "We're all right here, too."

"Da," Piotr agreed, and then there was a distinctive throat clearing over all the coms. "I hear teams Beta and Alpha," Bobby said. "Gamma, are you progressing alright?"

In the long moment of awkward silence, teams Beta and Alpha looked to the far left where the remaining three X-Men were supposed to be. Finally, a curt-sounding Jean-Paul answered for them. "Yeah. We're still here."

"Okay, then." Bobby let out a long, shaky breath. "I know subtlety isn't on the agenda today, but let's make sure we make it into the buildings before we start Hulk-smashing. Right?"

"Yeah, we roger that, captain," Kitty said, finally quirking a smile, and Jubilee replied with a chirpy, "Aye aye." Kitty cleared her throat significantly, and was rewarded with a distinctive huff on the line. "Dis one gets de message, petite," the Cajun drawled out. "Play nice, until we don't. Make it in alive, at least. J'ai compris."

Kitty and Piotr shared a look, but at Bobby's, "Right then – advance," all three teams did so.

They ducked behind cars and skirted the open concrete of the parking lot, moving around the flashy office building that was the face of the complex. Team Alpha, headed by a grim-faced Kitty, made for the non-descript, grey concrete building she'd pin-pointed through her hacking as the ordnance plant. Team Beta veered to the southeast, aiming for the industrial plant buildings collected around two towering blast furnaces. And Gamma broke off to complete their three-pronged attack by heading for the elegant solar-powered R&D facilities surrounded by blossoming cherry trees.

Kitty crouched low with Piotr when they reached their targeted side of the plant. There were no windows on the first two levels, and only one main entrance. Luckily, they didn't need either. "Team Alpha, in position."

Kitty could hear her tone, nearly breathless with more than the exertion of the run. When Sid checked in, his was a lower baritone than usual. "Team Beta, in position."

Kitty closed her eyes and winced against the tension of waiting for the final needed reply. But it came, a soft exhale in Jean-Paul's warm accent. "Team Gamma, in position."

"All teams placed?" Bobby whispered. His voice was as feverish with anticipation as the rest of them. Kitty nodded unnecessarily as she confirmed, just to give vent to some of the adrenaline coursing through her system. "Yes."

"Breach."

Kitty heard the shattering of glass, saw the red-purple explosion to her left, and the whizzing sparks out of the corner of her right eye. Then she grasped Piotr's hand and phased them through the wall.

They emerged into a long hallway, one that passed straight on through several giant chambers, each one lined with racks upon racks of product. The first chamber seemed to be for ammunition – crate upon crates of all sizes bordered them, enough to contain thousands of rounds by Kitty's skillful estimation. From what she could see, the second chamber contained small arms; she could see rifles and automatics, semi-and full-; shotguns; handguns; and man-portable machine guns. She couldn't be perfectly sure, but she thought the third chamber was for light arms – she could just about make out a shoulder-fired grenade launcher.

"Status?" Bobby's voice sounded quietly in her ear.
"Bad," Kitty replied, staring around at the gaudy display of weaponry. "Worse than we thought."

The booming sounds of Remy and Jubilee's assaults still resounded, dully, even within the walls of the building. It brought six security guards out onto the first floor from a left side staircase. They wore vests and armor emblazoned with a logo of two atoms and a shield, and they each carried Intratec TEC-DC9's with 32-round magazines.

"Illegal," Kitty purred, as the banned weapons trained on her and Piotr. She felt him armor up beside her, causing the guards a momentary pause.

"Mutants," the one at the front of their formation said, his eyes widening then narrowing. Kitty shifted her left foot back, into her preferred fighting stance.

"That's the idea."

Home of late Harvey Isley, Dupont Circle, Washington D.C.

Bobby bent over the com device, listening with racing heart to the sounds of battle on three fronts. He could make out the kinetic blasts from Remy, the snarling of Rogue as her blows landed, the whizzing sound of Jean-Paul in flight. Jubilee's firecrackers were followed by the screeching of shattered glass, and he could make out the clattering of collapsing metal that he could connect to Sid. But it was the sharp, air-piercing sound of bullets against metal that caught Bobby's breath in his throat. He tracked every tiny sound that could be Kitty, drawing in a little oxygen with each small confirmation that she lived.

"Sounds like they're making quite a mess," Hank observed, from his place just behind Bobby. "Of course, that was our intention – was it not?"

He directed his query at Scott, who was carefully dressing himself while unsteadily but stubbornly standing. "All of these places are alarmed," Scott said in reply, as he buttoned his shirt with fingers that resisted him. "And with the noise we told them to make, especially Gambit and Jubilee's explosions, we should have heard about the attack at least ten minutes ago. That we haven't confirms it."

"If it is true that Shaw is suppressing any news of this in the media," Hank asked, as Scott gingerly took a few steps forward, "what makes you think he'll come to the facilities himself?"

"He won't."

The blue-furred doctor blinked rapidly. "Pardon? I thought the point of this was to draw him out?"

"The point is to expose the Club," Scott explained. He was pale but on his feet, his shades covering his eyes. But the hard line of his mouth showed his determination clearly. "To expose their involvement with the Sentinels and 4159-H. Leland and Pierce will fight to protect their investments – there's a good chance they might show at the facilities."

"But not Shaw."

Scott nodded to Hank, but then turned to Xavier. "The telepath. Is there some way you can track her location?"

"I might," the Professor admitted. "You think she will lead us to Shaw?"

"She's his right hand," Scott stated. "It's the best shot at him we've got."
The Professor was silent for a long moment. "Scott…you shouldn't."

"He can't. You can't!" Hank realized what the other man intended and shook his entire body 'no'. "Scott! We don't know what…possessed you, before. You suffered a severe injury, several pints of blood—"

"I'm aware." Scott stepped into his shoes with a wince, but set his jaw. "I'm still going."

"You simply can't!" Hank sputtered, which through his fangs sounded like a snuffling bear. "You are still too weak!"

"Bobby." Scott strode over to the youngest mutant and tapped him on the shoulder. "Bobby."

Bobby jerked away from the coms when Scott put a hand on his arm. "What?"

"I need you with me on this."

Bobby still had the piercing sound of bullets and Kitty's gasps of exertion in his ears. It took him a moment to process Scott's words. "Wait – to go after Shaw? But, I need to—"

"Stay here and monitor?" Scott's smile was nasty, but aimed just above Bobby. "C'mon. They're already into it. They don't need you here."

Bobby swallowed hard, readying a denial, but Scott's hand grew firmer on his arm. "It's Shaw. Shaw is who we need to get. He's the head of the snake, and if he escapes this, it will just happen all over again."

Scott's grip tightened until it almost hurt, as if he was using Bobby to test how much strength he'd regained. "We have to end it."

Bobby swallowed again, this time understanding. He understood Hank and Xavier's reluctance to let the unsteady team leader go. He heard the sounds of the battle over the coms raging behind him, without him, and fully understood Scott's need to do it. "You're right. We have to."

**Shattuck Shelter, Columbia Heights, Washington D.C.**

The shelter was generous and well-cared for, endowed by charity and government subsidy, and even it could not take the press of sick, screaming, gasping, mauled and burned mutants who now filled it. Volunteers rushed around from one person to another, from child to adult, from the shouting mutants with burns to their skin from the gas, to the beds and tables of the unconscious.

Ororo and Logan waded through the mess, unharmed themselves. At every injured child they passed, Logan saw Ororo's fists tighten.

"He'll pay for it."

Logan wasn't sure if Ororo had heard the words in her ear over the cacophony of the crowds, and so he leaned in closer. "He'll—"

"Of course he will, Logan. It isn't even a question in my mind."

Logan found himself shivering in his impervious skin, the cold in the weather witch's voice seeping down to his adamantium bones. "Right. I'm just sayin'—"

"I can control myself, Logan. I never lack control. Especially not in a place with this many already hurt."
Logan put up his hands, despite the lack of elbow room. "Hey, I never said you couldn't! Jesus, 'Ro. I'm as pissed as you. I want to break the bastard's neck by the fragments, but we have to find him first."

As if in answer, the coms that had been dead finally began producing sound again. Both X-Men raised their hands to their ears, and tried to work their way out of the house of refuge. "Bobby?" Ororo asked, when they found a slightly less occupied corner. "Scott?"

"N…Han…where…are you—"

"Hank?"

Hank's voice finally came together as the signal cleared. "Yes. Ororo? Is Logan with you?"

"Yes, and yes," she answered, as Logan used his body to shield her from any prying eyes. "We lost contact. There was a riot – a stampede. Hundreds of mutants, humans; all civilians, injured. They have some kind of gas that targets mutants, and Shaw’s forces were at the head of it."

"Yes, they would be." The doctor sighed. "That's what we've gathered. It's what has led to our current…plan of attack."

"What's that? Where's that?" Logan demanded impatiently. There was a child shrieking not a foot from him, and to his heightened senses it might as well have been nails in his eardrums.

"The Navy Yard. Half of our forces are there already – Kitty, Piotr, Remy, Rogue, Sid, Jubilee, Jean-Paul…" Hank's voice faltered. "The children, Ororo. They've gone off to wage a battle on their own. And Scott and Bobby! I couldn't stop them…they're after Shaw, now."

"Where?" both mutants demanded at once.

**Willard Intercontinental, 1401 Pennsylvania Ave NW, Washington, DC**

Bobby froze the doorknob and lock, and Scott lowered his shades to deliver a targeted optic blast that popped it off. With a thick sheet of ice covering the cameras, there was no one to see them push into room 107.

They surged in together, Scott checking the corners to the left, Bobby the right. The decadent suite, the finest money could buy, showed signs of recent use – an unmade bed, a closet still half-full of pressed Armani suits. But if Shaw had been the one using it, he had vacated.

"My, my. You boys are eager."

The blonde telepath stalked boldly out of the bathroom, wearing nothing but a pair of white leather knee-high boots and her lacy black underwear.

Scott's hand immediately went to his shades, and Bobby began pulling moisture from the air to ready an ice-shield. Emma responded by dressing herself in her diamond skin. She crossed her arms and tossed her abundant hair with exaggerated laziness. "Do you fellows make a habit of invading a lady's rooms without notice?"

"Shaw was here."

Emma turned her blue, crystalline eyes to Scott. "Yes. And?"

Bobby iced his fists, taking a step towards her. "Where is he?"
"Now?" Emma yawned. "Who can say? He's an active man."

"And you're his right-hand woman," Scott countered. Beneath his shades, his eyes began to gleam a deeper ruby. "Don't play dumb. None of us has the time for that."

"Pity. A handsome man's looks become voided when he's the type to rush," she purred. On her next step forward her voice lost the note of flirtation. "And I never play the fool, Scott Summers."

"You expect me to be impressed you know my name? You're a telepath."

Emma's smile was the epitome of raw, twisted anger. "Yes, everyone is now. Myself, Charles… Sinister's new doll that Sebastian favors so…" She let the diamond slip from around her eyes to stare into Scott's shaded gaze. "Let's not play coy. We both know what you're really after."

"You dip into my mind again," Scott said, almost casually, as he fingered his shades, "and we'll conduct a little experiment to see if I have what it takes to melt diamond."

Emma arched one perfectly threaded brow, and then smiled genuinely. "Well. That almost sounded like an invitation. What say you, Mr. Drake?"

Bobby let the ice creep up his arms. "I say I'm done with the cute act. You don't pull it off."

"Not like your precious kitten?" Emma darted a quick glance his way, then rolled her eyes skyward. "What is this – you boys bond over the suffering of wanting women you can't have? How tedious."

"That's exactly the word for it," Scott ground out. "I'm about done with this conversation. What about you, Bobby?"

"Oh, yeah." Bobby let his fists go entirely frozen. "So done."

They moved in unison at the blonde, who blocked Scott's blast with one diamond palm, and knocked aside Bobby's iced fist with the other. Scott segued immediately into a punch aimed at her abdomen. Emma twisted to the side and caught his wrist, pulling him in to destabilize him. "Not such a gentleman at all," she hissed in his ear, before slamming a knee into his solar plexus. As Scott grunted with the unexpected force of it, Bobby grabbed both of her glittering forearms and tried to force his ice down over them. Emma snarled, and then Bobby was screaming, releasing her to grab his head.

"Let him go!" Scott boomed, whipping off his shades fully to glare at Emma's richly armored face. Her own eyes widened in surprise. Scott felt a sudden, searing halt in his mind, as the red haze froze at his sight-line, without firing. He choked out a gasp, momentarily stunned by the bizarre sense of control. "What are you doing? Why is it stopping?"

Emma seemed at last uncertain herself. "You don't know? No. You don't. You've never been able to control it."

"What are you doing to me?"

Emma raised both brows. "Apparently, I'm helping you. The mind is a funny thing; it just never ceases to amaze. The things it can make us believe we can't do…"

Scott reached up a hand to feel his face. His uncontrollable optic blasts remained within his head, despite his open eyes. When he let his hand fall, Emma was standing inches from him. "How?"

Emma smiled, softly, an oddly beautiful look on a face crusted with diamonds. "A question that
should have been asked for you, long ago."

Scott knew the brush of a telepath's mind, intimately, but Emma's was nothing like Jean's. Jean had been warm, determinedly gentle, with the whisper of fire beneath. Emma was cool and controlled, but without an unsteady flicker. It was a chill of a caress, but shockingly without pain.

"Shaw is playing with fire," she murmured, using her words though they were unnecessary. "He thinks he can control her, because he bought and paid for her. Sinister, too. They think she's his creation. She isn't. She's a vessel waiting to be filled. Like you."

"I'm not—"

"Shh." Emma put a cool finger to his lips. Somewhere behind her, Bobby groaned. "So sad. You barely understand yourself, let alone what's coming. It's such a waste of a promising man."

She smiled again, more dazzling for letting the diamond mask slip, just a bit. Scott felt warmth creep back into his mind as she slipped on his shades.

"If you live through it, look me up. I might have time for you."

Scott's mind returned to him at exactly the moment her fist collided with his stomach. He wretched and fell to his knees. The white boots meandered out of sight.

"So long, boys," the telepath called aloud, and both X-Men groaned and grabbed their now thrumming skulls. "Have fun, if you can."

The door snapped shut, but only when the click of her heels had faded were they released. Bobby gasped in fresh air, dropping the temperature of the room several degrees. "Oh…that bitch."

"Yeah." Scott coughed, and put a hand on his rapidly bruising stomach. "That's one word for it."

"We—" Bobby swallowed and tried to make his way to his feet. He stumbled, and grabbed for the bed. "Have to go after her."

"No."

"No?"

Scott blinked, and the words tumbled out in time with the realization. "No. We don't. Shaw…I know where he's going."


The elevator dinged open, and the three X-Men stepped out onto the third floor laboratory of P.C.M.'s research department. The scientists and lab techs had already fled, and only two security guards were currently standing amid the abandoned equipment. They raised their weapons belatedly.

A card snapped into the modified automatic of the first guard, exploding with red-purple light that split the weapon in two. The second guard threw up his arms instinctively to protect his head, stumbling back. He lowered them in time to see furious green eyes before Rogue's punch landed solidly across his jaw. He dropped, insensate, and his partner tried to flee. There was a flash of blue-white light, and then the only exit was blocked by the dead-faced, silver-haired mutant.

"You—you can't," the guard insisted, backing away. "You can't—"

He bumped into the chest of the tallest mutant, and whirled around to find himself facing red-black
eyes. "T'ink we can, mon ami," the Cajun drawled. "T'ink we did."

The guard looked ready enough to faint on his own – the blow to the back of his head from Rogue just helped him along.

"We done here?" she said, stepping casually over the unconscious man twice her size. "I wanna hit the next two floors."

"Hey." Remy felt Rogue go dangerously rigid when he grabbed her forearm. "Not so fast, River Rat. T'ink maybe you need to take a moment to breathe, hein?"

Rogue narrowed her gorgeous eyes. "Why? You suddenly got a problem with how I fight?"

Remy glanced over to Jean-Paul, but the silver-haired mutant was gazing listlessly at the floor. "When you suddenly changed from dentin' skulls to crackin' 'em wide open? Oui."

"Oh? You gonna talk to me 'bout 'sudden changes'?"

Remy winced, and the give was enough for Rogue to jerk her arm free. "Wasn't me, chere. You know it wasn't. Was that mutant, compellin' us to—"

"To what?" Rogue spat. "That little goblin ain't a telepath. I was there, Remy. He didn't implant things in my head, the way the Professor or Jean could. It wasn't from outside, it was—dammit, Rem', it had to come from somewhere."

The broken note on her last words passed over Remy like a thunder cloud, and he swallowed hard. "I can't apologize for somethin' I didn't mean to say, Anna."

Rogue turned her head sharply away. "Didn't mean to let it slip, then?"

"Rogue."

Remy reached out for her again, but she pulled farther away, and his heart dropped deeper into his sickened stomach. He looked over her head to try and find a point to stare at to steady himself, and his eyes alighted on a foully familiar piece of equipment.

"Remy?" Rogue turned back to him when he strode around her, whirling his bo staff in preparation. She caught just a glimpse of the odd looking machine, which resembled a spiked EEG helmet, before Remy slammed his charged staff down on it.

The explosion sent the metallic pieces flying outwards like shrapnel. Jean-Paul whizzed out of the way, but Rogue had to throw up both forearms and take the hit on her reinforced skin. "Remy!"

She lowered her arms in time to catch the look of naked desperation and fear on his tanned face. "Remy?"

She had no chance to question him. The elevator dinged open, spilling out seven heavily armed men in riot gear, their guns and canisters aimed at the three X-Men. Through the impressive formation stepped a wintry man in a fashionable suit that couldn't quite contain his metal arm.

"Mutants," Donald Pierce said with supreme disgust. "Of course. Eliminating you is already costing more than you're worth."

He raised his hand and flicked his fingers. His men let the bullets fly.
"Sid, DOWN!"

Sid heard Jubilee's warning a second too late. One of her stray plasmoids slammed into his chest, burning through his shirt as it threw him onto his back. He coughed, choking on the disgusting smoke issuing from the twin stacks of the plant. Blinking through his impending concussion, Sid took stock.

He and Jubilee had managed to locate and destroy several of the main processing units for the special alloy needed to create the Sentinels. They were working on the third when those shock troop goons showed up, with their canisters of gas and their decidedly not rubber bullets. Now their attack was more of a targeted retreat.

"S…d! Sid! Get up!" Jubilee appeared at his side, tugging at his shirt. Sid fought valiantly not to hurl as she hauled him upright. She pulled him into a run, tossing off another round of plasmoids at the men advancing towards them through the combination of industrial smoke and green gas.

There was an enormous explosion of red-purple light and glass to their right, and Sid looked to the R&D building. The distant figure of Remy and his twirling bo staff was just visible as he leaped from the wreckage of the third floor window. He was followed by the blue-white light of Jean-Paul and Rogue. Sid was looking towards the ordnance plant for Kitty and Piotr when his mutant instincts kicked in. He jerked Jubilee to the ground, wincing at her cry of pain, wincing again as the bullets zipped through the air just above them. He rolled from his aching knees to his aching back, and then gasped as the tendrils of green gas reached him. He tried to cry out for Jubilee to run, but his breath was already stolen, his body starting to jerk with the anti-X-gene effects of the toxin. Through his watering eyes, he could see the masked mercenaries emerge through their fog, weapons aimed high. As soon as they noticed him, they lowered. Sid heard the slide of the barrel, sensed the heated metal of the bullets in their chambers. He closed his eyes in a hard wince.

Heat a thousand times greater than that of a fired gun slammed down in front of him, white and brilliant against his closed eyelids. He opened his eyes to see the lightning retreat, and was still half-blinded by it. Nature's fire had temporarily cleared the air of the gas. It had also felled all six of the mercenaries; they lay splayed across the concrete, hands welded to their melted weapons. Cool, fresh air billowed down around them like a force-field. Sid looked up to see the weather-witch descending with the scent of rain.

"Get behind me," Storm said, in a voice that carried over the sound of her thunder. She touched down and lightning rippled around her body, the sting of it shocking Sid and Jubilee into standing. It coalesced into her hands as a second wave of mercenaries came at her. "Presumption," she breathed out, letting the word carry on her winds towards the masked men. They raised their guns and she opened her hands, and both parties let their weapons meet.

Logan heard the crackle and boom of Ororo's lightning and grinned with satisfaction as he barreled towards the entrance to the ordnance plant. Finally. No more of this crawlin' through tunnels like rats. No more skulking around playing politics. Open battle, thank Christ.
Logan slammed through the main entrance with both claws extended and found himself directly in the crossfire. He growled and ducked his head low, shrugging off the shots like they were flies, and rammed into the nearest opponent he could find. The mercenary went down quiet, despite Logan's claws in his chest, and he used the dead man's body as a shield. Pivoting, he managed to locate Colossus. The giant Russian was fully armored, and was less fighting than swatting, shoving over trays of hollow-points and kicking over racks of AKs onto any of the troops foolish enough to come within range.

Kitty was harder to spot. She was in constant motion, in near constant phase, diving through walls of weapons and through the bodies of the men who tried in vain to pin-point her and take aim. Logan nodded his approval, and then threw the dead-man shield into three mercenaries coming through the main door, knocking them down like bowling pins.

The man who strode in after them stepped over them as if they were a stool to aid him, and Logan growled. Leland surveyed the chaos with a mixture of disgust and annoyance, his gaze roving over the masses of destroyed product as if ignoring the battle itself. Logan found himself sprinting at the other mutant, and only when their eyes met did he recognize his rage.

Leland's momentary surprise faded, and he extended a lazy arm. Logan felt his body becoming too heavy, the adamantium that protected him now working against him.

"Really?" Leland scolded, as Logan was forced to slow. "Haven't we been through this before? You want another replay?"

Logan could feel himself sinking with every step – at this rate, he would be crashing through the floor again, and he doubted there was anything but concrete below him. As his unbreakable body began to fail him, Logan narrowed his eyes and tried to think. The desire to pummel Leland's smirking face into the dust made it hard to focus.

There was a shout, and then a mercenary went sailing between them, courtesy of Piotr. The momentary distraction was enough to break Leland's hold on his body, just enough for Logan to act. He leaped sideways, using two of the fallen gun racks to project himself high above his enemy. He angled his claws downwards as Leland looked up. Logan felt his body mass increasing rapidly, nearly crushing his lungs, but he let himself fall.

Leland's mouth opened in horrible shock as he realized his mistake, but it was too late to undo what his own powers had wrought. Logan crashed into the other mutant at triple his usual heft, his claws impaling themselves into Leland's chest with incredible force, burying in to the hilt. Both men slammed into the concrete, Leland's back taking the brunt of the impact. The ground beneath them broke, as the last of Leland's power weighted them both down.

The enemy mutant coughed and choked on the blood filling his chest as he stared up at Logan. "No replay this time, bub," he muttered at the dying man. Leland's eyes widened once more, and then Logan felt his body return to him, at his usual mass.

He extracted his claws in a profusion of blood just as Kitty flashed past him. Logan could feel the clanging step of the Russian behind him, and decided to be elsewhere when Colossus rammed through the half broken doors. Groaning with the effort, as if his body were almost realizing its true age, Logan ran out into the blistering heat. The sunlight burned his corneas, and so it took him a moment to detect the secondary flashes that weren't Ororo's lightning, Jubilee's firecrackers, or Remy's explosions.

"Cameras." Logan growled at the figures of reporters gathering at the edge of the river, the TV crews that were hovering and filming them from the safety of their boats. "Right. Everything out in the
"Careful!" Shaw snapped at the man loading his private jet. "Those are antiques." He rolled his eyes when the hired man blinked down at the hefty boxes. "Don't try to understand," Shaw instructed. "Just treat them as if they were something you valued. I don't know…NASCAR tickets, running sneakers…your green card."

A blast of red shattered whatever antiques the box contained, and Shaw whipped around to see the two X-Men advance towards him across the otherwise empty helipad.

"Oh, joy. You again. Didn't I kill you?"

Scott put his hand to his shades and aimed a blast at the wheels of Shaw's jet. "Not quite."

"That's just the trend with you X-Men, isn't it?" Shaw sneered. When Bobby lobbed an ice spear at him he threw up his arm to take the impact, the force rippling out to fill the air between them. "You're like cockroaches."

"Says the man running away from the wreck of all his plans," Scott spat out, firing another blast at the wheels of the jet. Shaw leaped out to catch the blast in his hand, and lobbed it back at its originator. Scott ducked and kept moving, undeterred in his fury. "If we're cockroaches, you're a rat fleeing a sinking ship with nothing to show for it."

Scott fired again and watched his blast freeze, mid-air. Bobby's iced fists melted as heat waved over them. Scott shivered. He didn't turn, but it didn't matter – she walked into his sight all the same, accompanied by the green-skinned mutant. Her stone-faced expression contrasted brutally with Shaw's ever-ready grin. When she was close enough, Shaw reached out to wrap an arm around Jean's waist.

"Oh," he said, his breezy voice hard with rage and mockery, "not quite nothing."

Ororo soared above her charges, a goddess of protection and destruction as she monitored the fight below. "Remy!" she yelled to the Cajun, when he danced too close to a phalanx of the mercenaries. "Rogue! Northstar! Scatter!"

They obeyed, Jean-Paul zipping back and taking advantage of her wind to levitate free of the bullets. Rogue bent and jumped, kicking one unfortunate soldier to aid her in gaining air. Remy tossed off one last charged card before flipping backwards out of range. As soon as her students were clear, Ororo summoned up the lightning that always answered her call and flung it at the massing soldiers.

It spiked out, zapping several, but missing more than it should have. Ororo quickly reappraised the field of battle. Though several contingents of the troops remained, most had fallen back, taking cover from the media now gathering off the coast.

She sniffed the air, and listened. Floating upwards to shut out the sounds below, she scanned the skies. The whir of the news helicopter was loud and close, and she could hear another coming from the southeast. And there – behind it, was a different sound. Metal, cutting through air like a jet, but heavier and slower.

"Here come the big guns," she murmured. "Forge! Incoming!"
She saw Sid look up, though she couldn't see his expression. He understood; she could tell by how he gathered Jubilee, Kitty, and Piotr together into the agreed-upon formation. Logan looked up to her and saluted with his claws. Remy, Rogue and Jean-Paul were still warring with the remnants of the mercenaries when the Sentinels came into sight.

There were three, flying low and in a triangular formation, like fighter jets. Ororo had forgotten how massive they were. The gleaming eyes of the man-shaped machines scanned them from the ground up, and Ororo couldn't rise high enough, fast enough to avoid being hit. The violating sensation of it made her every nerve scream.

She was screaming, she realized, and the earth and sky screamed with her. Torrential rains broke from her assembled clouds, and tiny tornados descended from her skies. Lightning coursed into her, a white hot chain of nature's anger flowing into its mistress.

Two Sentinels lowered down to the ground, while the third rose to meet her. "Mutant," the automated voice boomed. "You have been deemed a threat. Desist and surrender yourself for processing."

Ororo threw her head back and laughed, as the fire clung to her without burning. "You think to make me surrender? You think to take my skies?" She flung her hands forward, releasing the lightning. It slammed into its target, ravenous as it crackled through the Sentinel.

The metal monstrosity dipped, but did not fall. "You have been deemed non-compliant. You will be subject to censure and containment."

"I shall not."

Washington Dulles International Airport, Private Helipad, Washington D.C.

Bobby iced himself a pathway and slid under the jet, narrowly avoiding an optic blast from his teacher. Scott threw his own arm over his eyes in a desperate attempt to stop himself from firing at Bobby. "No – God damn it, not again—"

"His resistance is impressive," Jean said coolly. "The fact that he's still alive is impressive."

"It's irritating," Shaw stated, rubbing his hands together. He blew on them, sending the energy coursing through the air to slam into Scott. Bobby watched as Scott went down: when he hit the tar, his arm was jolted from his eyes. A blast of red shot up into the sky. Shaw turned decidedly away. "My queen, my dear – shall we be going?"

Jean's heels pivoted, and the boarding stairs descended. Bobby reacted without thinking, grabbing the wheels of the jet and icing them to the ground. The engine grunted, sending a contrasting wave of heat throughout the plane. Bobby grit his teeth and continued icing, letting his whole body be overtaken as he guided the frost up the underside of the jet.

"What the—"

Bobby felt the plane reverberate, and then lift. He screamed as ice around his hands was roughly shattered. He was grabbed around the neck, hauled out, and held up. He took in a breath to summon up the needed moisture, and then gasped as Shaw punched him in the gut. The added force from the mutant made it feel like his stomach was about to collapse. Bobby spat up bile, and Shaw slapped his face with his free hand.

"Disgusting. I think I am thoroughly done with this city. Our payment is already assured. Where to next, m'dear? London? Paris? Tokyo?"
Bobby's eyes watered as he tried to look away from Shaw. The red-head at his side observed him without affect. "Yes. I suppose we should go."

Bobby wheezed as Shaw's grip tensed. "Whatever my queen wants…Vincent. Escort Lady Grey onto the—"

"Jean."

Bobby saw her eyes widen as his began to slip shut.

"Jean…please listen—"

"Ignore him, my queen," Shaw insisted, glancing over at Scott. The X-Man was stumbling forward, a hand over his eyes. "Or better yet – kill him and rid yourself of the nuisance."

"Jean." Scott stumbled forward blindly. "I know you're there. You know you're there."

"Vincent!" Shaw shook Bobby like a rag-doll and refused to look at Scott a second time. "End this."

"But, sir—" Mesmero swallowed, looking even greener to Bobby – though it might have been the loss of oxygen. "I can't – both of their minds at once—"

"Do what I pay you for, damn it!"


Piotr dove for the Sentinel's left leg, making of his body a battering ram. He barely managed to draw its focus, but it was enough for Sid to take the shot. The modified gun he'd cobbled together looked fit to blow apart in his hands, but Sid's aim was as sure as ever. One strike to the Sentinel's vulnerable eye, and the tiny canister charged by Jubilee was inside the mutant-hunter's brain system.

"Now!" Sid shouted. "Everybody, cover!"

Piotr ran towards Kitty, while Sid and Jubilee made for the cover of one of the walls of the plant that hadn't been reduced to rubble. They dove behind it just as Piotr reached for Kitty's hand. "Katya—"

The Sentinel's head blew, sending slabs of shrapnel as big as Piotr himself raining down from on high. He could feel one whistling down at his back, and braced for impact. Kitty's fingers touched his metal ones just in time to save him the impaling. She held them both in mid-phase as the Sentinel careened on its now useless legs, and then began its long fall to the ground.

"Freakin' timber!" Rogue screamed, launching herself into the air to avoid being flattened by the downed Sentinel's right arm. She found herself buffeted by the gale-force winds Ororo had conjured as she did battle with the third Sentinel above, and hissed when the electricity in the air zapped her. "Dammit!"

"Careful, chere," Remy warned, sending a charged card her way to knock a piece of the Sentinel's brain hardware out of her path. "Don' get taken out by friendly fire, you!"

"You just watch yourself, Swamp Rat," Rogue shot back, landing so hard in the corporate lawn that she scuffed a hard line in the soil. "Don't lose that dumbass head of yours to one of these walking toasters. I reserve the right to knock any sense into it that'll go."

"Mais, oui – all you," he promised. "What you say, Professor?" Remy used his staff to flip away from a shot from the remaining, earth-bound Sentinel. He grinned at Logan as he landed. "T'ink we
"Don't get cocky, Cajun." Logan glared behind him. Through the smoke and sparks he could see the ranks of the reporters. Their numbers had swelled: there were now several boats, three helicopters, and the entire left side bank was full of camera crews and bystanders with cellphones. "This thing only works if Four-Eyes can get us the right culprit to hang. Otherwise we get served up to the angry mob as the villains of this piece."

**Washington Dulles International Airport, Private Helipad, Washington D.C.**

"Jean. Listen."

Shaw tossed Bobby aside with a furious grunt, and Bobby moaned as his entire left side was skinned by the slide along the tar. "Enough of this! Vincent, can't you do your job? Do I have to handle everything myself?"

"Listen to that, Jean," Scott said, turning his head to Jean as if he could see her through his closed lids. "That's you he's talking about. They're in your head. Moving you like a puppet."

Shaw stalked forward in two wide steps and slammed a fist into Scott's stomach. Scott went down to his knees, coughing and sputtering. "Vincent, get her on the plane," Shaw ordered. Scott coughed and wretched on Shaw's shoes, and the standing man drop-kicked him.

"My lady, we must go." Mesmero put a hand on Jean's shoulder to pull her onto the steps. She broke free easily, and the green-skinned mutant winced, clutching his head. "Sir—"

"White King! I demand you pause," she ordered. "I must know what it is that keeps this man alive and driving towards me."

"No!" Shaw snapped, his face red, patience ended. "We are leaving now, before this city has a chance to burn us down along with it."

"I only need a moment." The red-head stepped forward, eyes on Scott, and Shaw moved to block her. "No," he snarled. "I forbid it."

"**Forbid?!**"

Bobby's head with throbbing with his fresh new concussion, but he could see Scott's smile even through his teacher's busted lip. "Hear that, Jeanie? You pull too hard on your strings, and they show you their true face."

"Shut up." Shaw lifted his foot above Scott's head, only to be forcibly halted inches before he could crush it. He groaned, rolling his eyes in frustration towards the red-head. "I am trying to protect you from his lies, my queen."

"Silence." Jean pulled the fingers of her raised right hand together, and Shaw's lips pulled closed. "You have shown me disrespect."

Shaw's furious, half-scared gaze went to Mesmero, who stepped forward and touched Jean's shoulder. "Jean—Lady Grey – Black Queen. You must not do this—"

"Why? Why must I not?" Jean's voice slipped from outrage to pleading, and her left hand rose up to grip her head. "Why do I have answers to questions I cannot ask, questions with answers no one will give? If I am a queen, why am I being lied to?"
"You're not—" Scott wheezed to summon in enough air to speak. "You're not a queen."

Jean's brown eyed flashed with gold. "What did you say?"

"You're not. And you know it." Scott raised his head as best he could, and faced her with lids that glowed red. "You know it. I know you know it. I know because I've seen it…what's in your head. The gathering darkness…the sky burned out…"

"My queen, do not listen," Mesmero insisted, his fingers rising up to clench at the air as he attempted to hold in her mind. "This man is nothing, a worm! You, you are everything. A queen, a goddess—"

"No." Scott said it harshly, and the veins in his neck pulsed hard. "You aren't – and you know it."

"You presume to tell me what I know?" Jean snapped, but her golden eyes were slits now, and she shifted her gaze rapidly between Shaw, Mesmero, and Scott. "All of you? You think you can contain my powers?" Her hair rose up around her, and air rippled about her body like fire. Bobby gasped, as the heat of it seared his freshly cut skin.

"It's not about the power – you have the power. You always had the power," Scott pressed on. "And everyone…everyone tried to control you. Xavier…even me. But in the end, what mattered…was what you chose to do. Jean. You could have been a goddess, but you saw where it led you. The lives you took – the world you destroyed. You chose to – die as a woman, not live as a god. God, it killed me. I thought I would give anything to have you back…but now I see…it was your choice…and without that…you're not Jean Grey. Without that, you truly are nothing."

"Shut up. Shut up. Silence. Be quiet!"

Scott shook his head, and slowly, painfully rose to standing. "Sorry. I can't. You deserve the truth, Jean. No matter what it costs either of us."

Jean raised a hand, and the heat coalesced into a ball. To Bobby's watering eyes it looked as though the very hair had caught fire. "I can kill you. I can end you and your speaking and your suffering now."

"Go ahead," Scott challenged. "You might be able to end mine. But you won't solve yours. Even if you erase your past, that future you saw is still inside you. It doesn't matter who you kill, or where you run. When it comes, you won't be able to look away."

And then Scott opened his eyes.

The optic blast nearly blinded Bobby's already burning eyes. Scrunches up, they could just make out the red blast stopping inches from Jean's eyes, which were now pitch black. As the two former lovers faced off, Bobby could see the green-skinned mutant scream and fall to his knees.

"Bobby, now!"

Bobby obeyed his teacher, forcing his shrieking muscles to move. With all the moisture sucked from the air by the line of unearthly fire between Jean and Scott, Bobby couldn't summon up any frost. He came at Shaw bare-handed, tackling the taller man to the ground.

The sound of Shaw hitting the tar turned Jean's head, and Bobby got a good look at the black pits of her eyes. A shiver went through him despite the utter lack of cold. Then the red-head raised her arms, and with a piercing telepathic cry, and a ripple of fired air, was suddenly not there.

"No – no!"
Shaw struggled against Bobby, who was shocked enough to lose his grip on the other mutant. Shaw rushed to his feet and stumbled into the spot where Jean had been moments before. "No – where is she? Where? Vincent!"

The green-skinned mutant whimpered from his position on the ground, and then giggled. "So much, so many, three times three times three, penny and dime. A goddess, a god, a brave new world… the strong, the fine, the undone and the remade… the four, the four riding on the blackened skies…"

"Vincent, damn you!" Shaw kicked his minion in the stomach, but Mesmero only cackled louder, his madness inuring him against the pain. Shaw began to limp towards his jet. A blast from Scott hit the right wing, breaking it off and burning a hole clear through the cockpit.

Shaw whirled. Flushed and sweating, a bruise blossoming along his jawline, his shirt undone, he looked stripped of all his usual arrogance. "Well?" He spread his arms wide. "Do you need any more of an invitation? Do it! Kill me, if you can."

"Hmm… Bobby?"

Bobby strode up to the furious, beaten tycoon. "Nah." His iced fist collided with Shaw's already bruised jaw, sending the once-proud mutant sprawling. "I don't think we'll cheat the people like that. They deserve to see the man responsible for all this exposed. You'll take your chances in a court of law – just like the rest of us."

Shaw sputtered, but Bobby thrust out his hands and sent a stream of ice at his wrists, freezing it into a pair of ice-block handcuffs. Scott came up to put a heavy hand on Bobby's shoulder; Bobby could feel the other man's exhaustion on his exhale. "Good work. We'll drop these two off where the sun will hit them nice and hard. No more shadows for them to hide in."

Bobby grinned up at his teacher. Scott returned the smile, and then hissed and licked at his busted lip.

"Scott – Professor Summers," Bobby began.

"Scott is fine, Bobby. We're not currently in class."

"Scott. What did you see?"

"Hmm?"

"You told her – you told…" Bobby swallowed, remembering those black eyes. "You told – Jean – that you saw what she saw. What was it?"

Bobby watched Scott's expression darken, and then the older man looked away. "We should do this fast, and then get out. The Club won't be the only thing exposed by our actions. And I don't know about you, Bobby. But I'm sick to death of this damn city."


"Move!" Storm commanded, her voice booming down from above, accompanied by thunder. "Look out below!"

The X-Men scattered as the last Sentinel came crashing to the ground. It hit the side of the R&D facility on its way, shattering every bit of glass, before its feet slammed deep into the concrete. The shock from the impact was seismic. As the fallen monster buried itself into the earth, the soil and rock around it sprayed outward, rolling like the effects of a quake. It hit the shoreline, creating a giant
wave that nearly capsized the news boats.

Logan looked around at the wreckage. All three Sentinels were down; one blown, courtesy of Sid's gun; one crashed into the ordnance plant by the teamwork of Remy, Rogue, and Jean-Paul; and the final one now buried hip-deep in the ground and the rubble of the R&D building. While most of the mercenaries had retreated, some remained, unconscious or dead, all around P.C.M.'s facilities.

A news helicopter purred overhead, and Logan whistled for the others to take cover. They couldn't hide their battle – they hadn't intended to. Exposing the Sentinels and their link to Pierce had been their mission. But they didn't have to stick around for interviews.

Ororo sailed down to land beside him. "We need to make ourselves scarce."

"You're tellin' me?" Logan's sharp eyes caught sight of a man fighting his way out of the ruined R&D building. Donald Pierce used his robotic arm to shovel aside broken layers of concrete. "Can you give us some cover?" Logan asked, watching the other man blink up at the sunlight breaking through the clouds.

Fog billowed up from the waterside. "Gather the children. I can hold the mist long enough for us to make it off this wharf. Then we can melt into the streets and head back to the house."

"They ain't children anymore, 'Ro," Logan said softly. "Not after this."

"No," Ororo said, as she watched her fog overtake the destroyed grounds of P.C.M., veiling the younger X-Men from the flash of the cameras. "I don't suppose they are."

_Crazy by Seal Plays over Ending Scenes_

Rec Room, Xavier Institute, North Salem, New York

"...the revelations of the Sentinel program continue, with questions being asked by various watchdog organizations about the nature of its funding and the extent of its reach. The Justice Department issued a statement saying they acknowledge "flaws in the structure of the program", which was seen as a distancing move in the wake of the P.C.M. attacks. CEOs Donald Pierce, of Pierce-Consolidated Mining, and Sebastian Shaw, of Shaw Industries, were taken into custody today, on charges of violating the Arms Trade Treaty. It is expected that they will also be charged with various violations of anti-trust regulations, and their involvement with the Sentinel production program has led to further speculation about the program's veracity. While 4159-H itself has not been struck down, the sections that deal with the Sentinels have come under fire. Those speaking against the program argue that it is tantamount to putting all mutants under constant martial law; those for it insist that with the mutants responsible for the Navy Yard attacks still at large, there is a pressing need for increased security…"

The report droned on in the background of the Rec Room, as the Xavier Institute students milled about, drifting past the TV. Scott leaned against the doorway, watching the room. One his left Remy and Jean-Paul played pool, surrounded by an admiring gang of younger mutants. When Rogue leaned over his shoulder to whisper in his ear Remy missed a shot, finally putting a smile on the face of the silver-haired Quebecois. To his right Sid and Jubilee were laughing together as they leaned over Sid's hyper-modified phone. Kitty and Piotr clung together in a corner, while Bobby huddled amongst a number of the newest students, helping them schedule their classes.

"Seems like everything is returning to normal."

Scott raised a brow above his shades as Logan came to stand beside him, cigar in hand. "Is that what
Logan fit the cigar to his lips, though he didn't light it. "Hey, if you see somethin' different, by all means, get worked up over it. But our normal ain't like most, Summers. We're always a few rungs above what most people deal with."

"Even so. This isn't like our normal, Logan."

"You thinkin' of going after her, I got one piece of advice – don't." Logan bit down on the cigar. "Of all the shit Shaw stirred up, that was the worst. Talk to 'Ro if you don't wanna believe me. She's right – Jean, our Jean, made her choice. It wasn't to be dragged back like this."

"You're right," Scott said softly, and Logan huffed a laugh. "What?"

"Hearin' you say that." Logan chuckled. "Just feels bizarre."

Scott smiled slightly in response, though his reply was dark and low. "Something tells me, bizarre is another thing we're gonna have to redefine, Logan. Very soon."

Undisclosed Underground Lab, Washington D.C.

Nathaniel Essex crawled towards the enclosure of stone that housed his true benefactor. "Master… the specimen…the Grey woman—" Essex winced and put his head to the damp stone floor. "She – she seems to be…gone."

Essex winced again, shivering with chilled fear. He winced again when the soft, impossibly powerful voice spoke. "It is no matter."

That caused Essex to jerk upright. He could not see – could never see – the full person of his honored master. Only the outline was given him, dim and blue, but radiating authority. "But, master —was she not instrumental? Was she not needed?"

"All that is needed…" murmured the deep, ancient voice, "…will be provided."

"But – master –"

"There will be others," the master spoke again. A burst of blue light made Essex gasp and fall back, covering his eyes in fear and excitement and reverence. Through his trembling, Essex could just make out the figure as it rose slightly. His heart beat faster in awe and adoration, and he clasped his hands together in prayer to his god as he spoke.

"There will be four. The first four. They will darken the skies. They will prepare the way. My way…and then all will fall on their knees in awe, as you do, as they bear witness to a world reborn."

ENDING CREDITS
Tested, Part One

Yes, I have returned!

And I have read all of your reviews, and comments, and they meant so much to me. I know there are a lot of X-Men fictions out there (as there should be!) so whenever people actually find mine, and stick with it, it makes the work I do on them worth it. I had to put this on the backburner to work on my professional writing, but I am still committed to getting y'all updates! So please, if you like "Mutant High" and want more episodes, do keep reviewing and commenting, and I'll keep them coming!

Season Four, Episode One: Tested

Abala, South Kivu, Democratic Republic of the Congo

Up until that moment, the deal had been going well.

"Put down the weapons and get on your knees!" one of the potential buyers shouted in Kinyarwanda, aiming a much-used Kalashnikov at the head of the seller. Like the others in his paramilitary band, he carried his ammunition slung over his bare shoulders, along with water and food and anything else needed on long treks through hostile jungle. "Are you deaf?" he shouted again, this time in English. "On your knees!"

The seller, a tall, clean-shaven black man, wore a three-piece suit, despite the sweltering heat that reached even into the highlands. "I can guarantee you, no competitor is going to match my price. And they certainly are not going to hand deliver."

"On your knees!"

The businessman sighed, as he looked lazily around at the guns trained on him. "You know, it's not so much the violence itself I object to. More the fulfillment of the stereotype. I had truly hoped we'd evolved in my brief absence."

"Are you crazy?"

The seller turned to the one who had spoken. The tall, broad-shouldered leader of the militia spoke English with a thick accent, and didn't lower his gun as he took a second look at the man he was attempting to rob. "My sanity should concern you less than my potential other contacts," the seller argued simply. "I know the NLF, or the ALiR would be happy to purchase my wares – far more so if they know they are buying them in place of the Banyarwanda."

"You would sell to our enemies?" the leader of the Banyarwanda militia screeched, lunging forward, eyes bulging. "And you think we will leave you alive now?"

The businessman shrugged. "I am a merchant. I sell my wares to the highest bidder. If one partner proves unwilling…"

The ground beneath the armed men began to quiver and shake. Those in the back lowered their guns as they attempted to remain on their feet as the earth groaned and quaked, bucking up unnaturally. The seismic shocks rippled around the militia, tossing first one man, then two, then five at once. The leader shouted in Kinyarwanda for them to hold ranks, to fire, fire at the man who stood untouched...
by the quake, fingers outstretched, grinning and calm.

A chasm opened, splitting the ranks and swallowing up ten of the men. Four managed to fire their guns; all the shots went wide of the mark. Those still on their feet made use of them and ran.

The leader lost his gun to the split earth, and lost his footing as the business man walked forward, little shakes jutting out wherever he stepped. "You!" he yelled in English as the other man approached, unruffled and still smiling. "You're one of them – one of those mutants!"

The businessman straightened the tie on his suit, and surveyed the carnage with an approving eye. "As of late."

Rec Room, Xavier Institute, North Salem, New York

"Piotr! Stop!"

Kitty's high-pitched giggle cut through the generalized noise of the Xavier Institute Rec Room, making Bobby wince. He spared a quick look over at the pool table, where she stood, trying to teach the massive Russian how to perform the moves of the latest dance craze. He was foiling her plans by deliberately exaggerating the movements. When he found a way to nuzzle her neck, Bobby looked back to the TV.

"...minor earthquakes in the Congolese-Rwandan border, where the historically restive region has recently seen a sharp upturn in violence along ethnic lines," supplied the reporter on the news. "U.N. officials report that tensions over refugees, as well as lingering resentment over the treatment of minority groups is fueling the rise of..."

Bobby started when Jean-Paul landed on the couch beside him. "Such a long face," the Quebecois purred. "You know there are other fish in that sea you swim in."

"Yeah," Bobby said listlessly. "Sure."

"Cheer up, lonely boy," Jean-Paul insisted. "Not everything is sex in paradise. Direct your eyes to the other end of the spectrum." Jean-Paul nodded to their left.

Remy had come up behind Rogue and tugged on one of her white locks of hair. She whirled around to face his mischievous grin with an expression half of fury and half of fear. Remy flinched away from her warning slap, and began talking very soothingly in a drawl interspersed with numerous English and French endearments.

"Et voila," Jean-Paul indicated sagely. "Love runs rough. That's why it's best to exist in a perpetual state of single hood, mon ami. Play the field, flirt, f—have fun, and promise nothing. Do as I say, young grasshopper, and you will never know heartache."

"Gee, how encouraging. Nothing painfully cynical in that."

"Nothing painful in it at all; that's the point."

Bobby frowned over at the cavalier silver-blond. "Not much of a life, though. Spending all your energy avoiding pain doesn't leave you with a lot of room left over to feel."

A shade passed over Jean-Paul's face. The Quebecois shrugged. "At least you're alive to not-feel."

Bobby swallowed, unsure how to broach the subject of the time in the tunnels below the Hellfire Club. No one had emerged from that mission unscathed – but Jean-Paul had been particularly
marked. Bobby tried to figure out how to word his question, as the news reporter droned on in the background.

"...deal has generated controversy due to its inclusion of the Deterrence Research Corporation, which opponents say has ties to weapons smuggling. Activists insist that the DRC is complicit in selling arms to paramilitary groups in Chechnya, Uzbekistan, Colombia, Japan, Malaysia, and several of the central African republics. Head of the DRC, Moses 'Magnum' Mabele, counters that his group is a legitimate company, and provides a service which the Justice Department – oh. Oh, my – we're – we're seeing—is that a mutant?"

Bobby turned to the TV, and then grabbed the remote and turned up the volume. The massive screen displayed the head of the DRC, departing from a private plane at JFK airport, to a mass of protesters. One protester had emerged from the crowd, and was running towards Moses, gaining more than speed as he raced towards the armed bodyguards surrounding the mogul. He gleamed purple-yellow, and wavered on the screen as if he gave off heat.

Bobby leaned forward as the Rec Room began to fall turned to watch the mutant who was running towards men attempting to draw their guns on him. Their attempts were failing, as they dropped their weapons with cries of pain. Bobby saw one pistol twist on the ground, melting and warping into a pool of steel. The mutant, barely visible through the sheen of fire around him, was less than two feet from Moses when the ground beneath him bucked up, thrusting him back. Bobby heard a scream from on the screen, echoed by a scream behind him. He was on his feet, along with Jean-Paul, when the news feed cut out.

TITLE SEQUENCE

TITLE SONG: "Evolutionary" Composed by Emilie Autumn

Cast:

Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Kitty Pryde: Ellen Page
Piotr Rasputin: Enver Gjokaj
Jubilee: Julia Ling
Guest Starring Mahershala Ali as Moses Magnum
And Shun Oguri as Sunfire
Written by Rafael Yglesias
Directed by Joss Whedon
Created by Joss Whedon

War Room, Xavier Institute

"Ain't this just delightful?"

Scott scowled across the War Room table at Logan, and the Canadian glared right back. "What? We're supposed to pretend we're happy we're back here? A walking fireball just attacked a major arms dealer on national TV."

"His name is Shiro Yoshida," Hank said tiredly, removing the bent spectacles from his furry face and cleaning them. "And his powers derive from radiation drawn from the sun."

"Great – so he's a walking cancer screening," Logan jibed. "Why is this our problem to fix?"

"Because I have been contacted by the ambassador to Japan and the man in charge of military operations for the U.S. in the Pacific," the Professor put in, in his wintry voice. Even his typically calm demeanor appeared shaken, and Ororo put a gentle hand on his shoulder. "Former Colonel Richard Armitage would like to avoid any actions against Inspector Yoshida that could inflame the mutant community – or the Japanese government."

Logan broke into a full-bellied laugh. Scott stared at him in fury and consternation, while Ororo emitted a disapproving, "Logan!"

"What?" the Canadian chuckled. "It's so ridiculous it's hilarious. How could this get any more messed up?"

The door to the War Room burst open, and a heaving and huffing Bobby stumbled inside. "Just saw...on news," he managed to get out. "Want to..." He cleared his throat and stood up, red-faced but trying for dignity, as the other members of the young team leaned into the room behind him. "Want to offer our services for this mission."

There was a pause, and then Logan grunted out another laugh. Scott scowled at the Wolverine, and then looked sternly to Bobby. "This isn't just something we need bodies in suits for," Scott said sternly, as Remy, Rogue, Jubilee and Jean-Paul filed in after Bobby. "We're trying to prevent an international diplomatic incident. It's a highly delicate operation."

"Yeah," Logan put in. "Like Cyke says – boring. This ain't a high-octane run. You sure you wanna head into the city to defuse tensions? Don't think you can cool this fight down by casin' em in ice."

" Doesn't matter," Bobby insisted confidently. "We're good for this, and it'll be good for us. The team has been getting lax from all the resting we've done since our last mission."

"Um." Jubilee raised her hand. "Really? 'Cause I feel like I can still use some more R & R. Our last mission was..." She broke off uncomfortably when her gaze trailed over to Scott.

"I'm pleased you're all so interested in furthering a career in diplomacy," the Professor said mildly, cutting into the awkward silence. "This particular excursion will require a delicate touch. The mutant
you saw attempt to attack Mr. Mabele is a Japanese special investigator. He has been arrested, but I have been personally contacted by the ambassador to Japan, who wishes for our help in untangling the motives behind the attack – quietly."

"So if you truly want this, we won't stop you," Ororo said sternly. "But this isn't a time for high-jinks. Of any kind."

"Who, us?" Remy blinked, wide-eyed with professed innocence. "Why, we gon' be just like oil in water."

"Oh yes," Rogue said with mock sweetness. "'Cause you always just leave everything so peaceful in ya wake."

"Dis one might...stir t'ings up a time and again," Remy conceded, and tossed his mane of brown hair. "But always do manage to fix it, oui? And ain' nothin' like a southern boy fo' charmin' dese high-strung city folks. Dis one could have a veritable diplomatic career, him. If he so chose."

"And if he didn't have a criminal record," Jubilee said smartly.

"Petite, Petite..." Remy shook his head with mock sadness. "Silly JuJuBee. Y'wound, always. Ain't no record of dis one's activities."

"Alright, alright." Scott rolled his eyes and held up his hand to stop any further barbs. "You wanted the job, you got it. Suit up. We leave on the Blackbird in five."

299 Park Ave, New York City

Dr. McCoy led the team through the security check into the Consulate General of Japan, smiling politely at the gaping doormen who ogled his blue fur. Bobby, Jean-Paul, Rogue, Remy, and Jubilee marched two-by-two behind him, their suits left behind at the Blackbird in favor of prim dress shirts for the boys, and pencil dresses for the girls. Scott brought up the rear, his shaded eyes taking in the expansive embassy building.

"Ah." Hank beamed, and Bobby noted that several embassy workers gaped at his large fangs. "Ambassador Nishimiya, Colonel Armitage. Well met – or, at the very least, konnichiwa."

The two men awaiting the mutants bowed slightly from the waist. Ambassador Nishimiya was a rotund, balding man with horn-rimmed spectacles, who looked over the assembly of mutants with brief appraisal. He appeared utterly un-phased by the presence of a large, blue-furred mammoth in his embassy.

"Hank." The second man, large, broad-shouldered, with a buzz-cut and a genuinely warm smile, stepped forward to shake the doctor's furred paw. "Welcome, thank you." He looked out over the other X-Men, and gave a strong nod to Scott. "Much appreciated. This is a delicate thing here. I know I speak for all of us when I say we want to quietly put it all to bed."

"Not quite all of us," Scott observed pointedly. The colonel's expression froze for a moment, and then he nodded again in acknowledgment. "True. That is true. But I'm confident you all can help us find a way to resolve that problem."

Bobby exchanged a glance with Jean-Paul at the statement, which carried the air of an order, but just then a young man in a crisp dress shirt appeared with a clipboard. He was black and handsome, his hair braided away from his forehead and then released into lush curls, his formal wear set off by a luxurious red scarf wound about his shoulders. "Sir, I have the forms you requested."
"Thank you, Kyle," the Colonel said, taking the offered clipboard. "And these are our guests, the, uh, coalition I put on the docket. This is Dr. Hank McCoy, and—"

"Jean-Paul?"

The young aide, Kyle, was staring in open-mouthed shock at the silver-haired mutant. Bobby, Jubilee, Rogue and Remy turned to their friend, who was blinking and opening and closing his mouth in a very un-Jean-Paul-esque state of dumbfounded stupor.

"Are you acquainted?" Hank asked Jean-Paul. Bobby had to nudge the other boy to prompt him to answer. "Oui, yes, we…we aren't in Quebec," Jean-Paul stuttered.

"No," Colonel Armitage put in, when it became clear Kyle was not going to clarify. "Mr. Jinadu is working as part of an internship program, on a visa."

"It is wonderful to see signs of intra-national unity burgeoning so young," Hank commended, when another awkward silence followed. "Perhaps we will be able to convey some of that spirit to our unfortunate guest?"

Colonel Armitage and Ambassador Nishimiya's faces both took a grim down-turn at the reminder of why the mutants had come. "Yes," Nishimiya said curtly. "Please, this way."

They followed the colonel and the ambassador down a beautiful oak-paneled hallway, to a windowless room crowned with a glittering chandelier. Peeking out from behind Hank, Bobby could just see a male figure pacing up and down the fine, Persian carpet.

Nishimiya held up his hand and they halted just before the threshold. The colonel stepped to the side, and removed a key card from his suit. He pressed it against a barely-visible automated lock. Something hissed in the air.

"I leave you here to your work," Nishimiya said, with a small bow. "I hope we will be able to bring all things to a harmonious conclusion, which benefits stability and peace between our nations."

"Or else…?" Jubilee murmured, after the ambassador had walked away. Remy raised his brows in answer to her question, and then they followed the colonel and Kyle into the room.

The man stopped pacing when they had all filed in. The man was tall, clearing six feet, and his hair was almost shoulder length, though of a much neater cut than Remy's. He was sternly handsome, and his black eyes roved quickly over each of the X-Men. He placed his hands behind his back and spread his legs, and Jubilee glanced over at Rogue, and murmured, "Well, hello captain. It's like he's inspecting us."

The man's lips twitched, as if he had heard the comment. "Ah. I see. So. This is the Mutant Placation Committee you summoned to lecture me on the benefits of intra-national cooperation and forgiveness?"

"Dunno 'bout all dat," Remy said cheerily. "But we do got a problem wi' mutants come run into our country and give us a bad name attackin' folks on national television. If you gon' attack folk, best to do it quiet-like, n'est pas?"

"Remy," Rogue hissed, but Kyle gave a flash-fire grin, and Scott smothered what sounded suspiciously like a laugh. "What Mr. LeBeau means to say," the team leader explained, "is that your actions are exactly the kind that gives anti-mutant forces the ammunition they need to stoke fears about violent, super-powered vigilantes."
The man from Japan raised a brow. "Hmm…so it is the lack of state-sanctioned violence that you fear? Well, in that case—"

The second he reached into his crisp, tailored suit jacket, every X-Men went into battle mode; Scott's hand flew to his shades, which gleamed a dangerous, barely restrained red; Bobby drew in a deep breath and ice collected around his hands. Jubilee began snapping her fingers to call up sparks, while Remy pulled out an ace of spaces and a two of hearts and charged them a brilliant red-purple. Rogue squared her stance and started to pull off her left glove, while Jean-Paul began to shimmer a soft silver-white.

"Whoa, whoa!" Colonel Armitage threw up his hands, stepping into the space between the X-Men and their possible foe. "Fallback, all of you. Shiro isn't going to attack you – he can't, there's no windows."

Remy did not remove the charge from the glistening cards in between his fingers, but he flicked his gaze to the bulky man. "Come again, you?"

"His power derives from the sun's radiation," Armitage explained swiftly and clearly, as if giving a repeat debriefing. "He has to absorb enough rays to activate them. That's why the windows are blocked, and why this room is without heat. He can't ionize the air if he's got nothing to work with."

"Is he telling the truth?" Scott demanded, his hand still at his shades. Yoshida did not reply, but Bobby tensed his fingers. "About the room, at least," the ice-bending mutant admitted. "There's no air apart from what little we're breathing up – I can barely make it colder than it is."

"He could still have been reaching for a weapon," Jubilee pointed out, though the sparks in her hands fizzled and faded.

In answer, the other mutant very slowly withdrew his hand; Remy, Rogue, and Bobby raised theirs, but the article in question was merely a small wallet. He let it fall open, to reveal a badge within.

"Wait." Bobby spoke into the ensuing silence. "You're – law enforcement?"

Armitage shifted, uncomfortably. "Yes. Yoshida is Tokushusakusengun."

"Japanese Special Forces?" Hank said, and Armitage appeared to wince, as if hoping the word would go untranslated. Hank leaned forward to read the information Yoshida displayed. "You're counter-terrorism."

Yoshida nodded.

"You failed to mention that, Colonel." Scott finally lowered his hand, though it was impossible to tell if he had stopped staring at Yoshida.

"I failed to see its relevance," Armitage replied stoutly. "Sh—Inspector Yoshida still has no grounds for attacking a businessman on U.S. soil—"

"No grounds?" Yoshida fumed, and Bobby tried to pull some ice from the air just in case the colonel's precautions didn't hold out. "No grounds?!"

"The investigation did not conclusively prove him to have been involved in the Chita bombings," Colonel Armitage headed off, with the air of continuing a long argument. "Japan has no jurisdiction over Mabele or the Deterrence Research Committee."

"I believe," Hank said mildly, before Yoshida could fire back a reply, "that the rest of us here are
missing something. Perhaps clarification is in order? Mr. Special Inspector – why exactly were you aiming to attack Mr. Mabele?"

Yoshida's hard jawline became even firmer, but he turned away from the colonel to answer Hank. "Do you know anything about the Deterrence Research Committee?"

"They're an arms manufacturer," Scott replied, and the Inspector huffed a mirthless laugh. "You still have the company pitch here, then?" Yoshida shook his head. "If that was all they were, Mabele would merely be as morally bankrupt as all the others. No. The DRC is aptly named; the initials come from Mabele's home country, the Democratic Republic of the Congo, and it is from his home that he takes his inspiration." Yoshida passed his steely gaze over each of the X-Men. "He manufactures conflict. He will stir up ethnic and racial and religious groups simmering with old hatreds, and sell them weapons for their revenge – then, he will go to the opposing side, and supply them with just enough firepower to defeat the enemies he has engineered. And when there is no hatred to inflame—" Yoshida shot a look brimming with it at Armitage – "he will create it. The man is a terrorist. I followed him here to bring him in to answer for his crimes."

"You weren't running at him full-fire to bring him in quietly," Armitage snapped. "You were trying to kill him."

Yoshida and the colonel exchanged glares of silent communication that none of the X-Men could translate. Hank cleared his throat. "Perhaps a resolution to this is easier done than said. Certainly, we lack a complete understanding of Mr. Mabele's track record – if he is indeed involved illegal actions, that evidence can be just as effective in putting him away here as in Japan. Or, at the very least, put an end to his doing business with the U.S."

Yoshida's scowl did not waver. "I don't just want him prevented from doing business – I want him prosecuted. His crimes in Chita fully warrant it."

"Maybe they do," Scott said, "but here in America you would need a warrant just to investigate him for that. And you have neither the jurisdiction, nor, really, the position to ask for any, after what you pulled."

Yoshida turned his glare on Scott, and then, slowly, but with dignity, nodded. "True. I was…over hasty in my pursuit of this madman." He looked over the X-Men with wary calculation. "You offer to help me catch him?"

"We will help you investigate him," Scott clarified. "If he is the criminal you say, then we will help you prosecute him."

There was just enough emphasis on 'prosecute' to give Yoshida pause. Then, the inspector nodded. "Very well. I see that I am outnumbered. What can I do, but accept your help?" He bowed, very slightly, to the X-Men. "And so for the time being we are partners."

"Wonderful!" Hank clapped his paws together, and beamed over at the colonel. "And so we are united. Together we may compose differences not with arms, but with intellect and decent purpose."

Armitage smiled wanly and briefly, as if he did not quite agree. "So long as it's all by the book, who am I to argue?" He nodded to his assistant. "Kyle. I have a meeting in ten. When you show them out, please use the back entrance. Thank you," he said to the X-Men, before walking out of the open doorway. It hissed, and Bobby saw a faint glimmer that signaled them being resealed within.

Kyle cleared his throat softly, and the X-Men turned towards the young aide. "You can follow me," he said, glancing swiftly at Yoshida, and then to Hank and Scott. "We'll have to go straight to the car
in back – being inside the embassy is the only thing keeping Mr. Yoshida from being arrested. We can't afford to have you seen."

"But of course," Yoshida said silkily, with a sullen edge that made Rogue and Jubilee shiver, "we must keep up appearances."

Bobby felt there was something more to all this that they were still missing, but Jean-Paul was pushing for him to follow Kyle through a paneled door that had slid open at the aide's keycard. There was only enough room for them to move two-by-two, and Bobby quickly found himself shunted to the side so that Jean-Paul could stand closer to Kyle.

"Kiki," Jean-Paul murmured. "Quand avez tu parti?"

For a moment, Bobby thought Kyle would not reply. Then—

"Deuz ans," Kyle murmured back.

"Porquoi?"

But before Kyle could answer, Scott broke in. "The colonel and the ambassador both want this kept quiet," he raised as they trotted along down the darkened corridor. "But if we discover Mabele has committed acts of terrorism in another country, that's not gonna just go away."

"I suppose they will have to accustom themselves," Yoshida said, unconcernedly, though Bobby could see a slight smile playing around his lips.

"I suppose we should go over ground rules," Scott said curtly in reply. "If this man is what you say he is, we are more than ready to bring him in. But we're not here to trample over non-mutants in a rush to get him, and we'd prefer not to get on the wrong side of international law in so doing."

"No? You seem to have been less concerned in the past." Yoshida raised amused brows at Scott and Hank's swiftly exchanged glance. "The X-Men are not unknown, nor are you exploits."

"Right, well…" Scott frowned, but Remy waggled his brows at Jubilee and Rogue, who both grinned. "Just know, we aren't looking to have this become a national scandal either."

"Duly noted, captain."

"It's just Scott."

"Duly noted, Just Scott."

They reached the end of the corridor. Kyle pressed his keycard to the door, which let out onto a back alley. A car with tinted windows was waiting for them, its driver door open, the seat empty.

"This is where I leave you," Kyle said, stepping aside to allow the X-Men and Yoshida to exit. "But if you contact the embassy and mention that you're from the Committee for Intra-Mutant-Human Harmony, we'll get the message."

"And will you be the one to reply?"

Kyle turned to Jean-Paul, who had not been able to keep the eagerness and the bitterness from his voice. "I generally liaise for the colonel, yes."

"Good, very good," Hank said heartily, with a beaming smile. "Best to keep open communication. We're all in this together, after all!"
He looked around as if hoping for a rousing cry of agreement. Scott and Yoshida were staring at each other, Scott with a look of steely frustration, Yoshida with bitter amusement. Jean-Paul was watching Kyle as if hoping the other boy would speak; Kyle was pursing his lips as if trying to hold back. Jubilee coughed. "Okay, so, awkward silence, check. Next up, reconnaissance, and then recapture, and then – at long last – restitution!"

Yoshida blinked, and stared down at Jubilee, but his smile was now one of genuine pleasure. "Indeed. Shall we?"

Scott didn't appear mollified, but when Kyle handed him the keys he followed Yoshida and Hank out towards the car. The young X-Men filed out afterwards, Jean-Paul bringing up the rear. Bobby heard him murmur something low in French to Kyle, but couldn't hear if the other boy replied. He looked to Remy for translation, but the other French-speaker either didn't hear, or didn't feel it was his place to tell.

They filed into the back of the car, Hank taking up the far-right side, and Rogue, Jubilee, Bobby, Remy and Jean-Paul squeezing in after. Bobby winced as he was pressed between the girls and the Cajun. "Ey, Quebecois," Remy said, tugging Jean-Paul's shirt when he hesitated in closing the door. "Allons-y."

"Hein? Oh. Oui," Jean-Paul replied, though he still closed the door slowly, and only after a last, short wave at Kyle. The other boy did the same, seeming just as reluctant to close his door, as Scott revved up the car.

"Weird to see Jean-Paul not flirting," Rogue murmured, as the vehicle pulled away. "Usually ya can't hold him back."


Bobby tried to catch the silver-haired mutant's eye. But the uncharacteristically shy Jean-Paul was also uncharacteristically quiet. He kept his head turned away from the others, staring back towards the embassy at the rapidly fading figure at the door.

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**COMMERCIAL BREAK**

**War Room, Xavier Institute**

Kitty was bouncing with excitement so great she could barely keep her seat around the great round table. The young team was all present, Piotr and Sid joining those who had already met Yoshida, who was standing opposite the Professor. Ororo was seated at Xavier's side, while Logan and Scott stood like guard dogs at his right and left. The two men seemed joined in mutual skepticism of the inspector.

"Thank you," Yoshida said first to the assembled, "for allowing me entrance into your home."

"You are most welcome," the Professor said with sincerity. Ororo inclined her head in agreement, and Kitty, Rogue, and Jubilee grinned and nodded. Scott and Logan kept their arms folded; Piotr, Sid, Bobby, and Remy also remained nonplussed. Yoshida did not seem to mind; he was already inputting data into the scanner. The holo at the center of the table, built courtesy of Sid and Kitty, blinked into life, displaying three-dimensional video of a well-dressed black man striding impressively through finely furbished halls, shaking hands with heads of state, and, finally, being attacked by Yoshida himself.
"Moses Mabele," the inspector began, "born to an Ethiopian mercenary father and a Congolese mother in the Democratic Republic of the Congo, then Zaire. The family did well under Mobutu, probably when Mabele got his start in the arms trade. They weren't so lucky when the dictator fell; Kabila's men overran Kinshasa, and Mabele's father got dragged out and necklaced."

"He—what?" Sid questioned, momentarily distracted from admiring the quality of the holographs he had helped design. "He wore a necklace?"

Yoshida flicked his gaze only briefly to the boy, and then danced his fingers over the control board. A shot of several men on their knees, blazing tires around their necks, rippled into visibility. When Sid, Jubilee, Bobby, and Rogue flinched, Yoshida made the display disappear. "Oh," Sid said quietly.

"Mabele laid low for a few years," Yoshida continued calmly, "then started making a name for himself as a supplier in the region. Congo, Rwanda, Burundi, Uganda – all the post-Belgian countries. An arms dealer can never go hungry there, it's never short of conflict. Governments, rebel groups, he sold to everyone. He was mostly ignored, the way the region is mostly ignored, until he started networking with Russian contacts. When the French and the U.S. oh-so-gently reminded him they were the power players in that corner of the map, he gamely switched sides." Yoshida's half-grimace of a smile darkened. "He's been conveniently ignored by America ever since."

Scott and Bobby both opened their mouths, but closed them at a slight raising of the Professor's hand.

"The one positive thing about that," Yoshida continued, "is that he remains on the radar. Indeed, he does not often hide. He has parlayed his status with the U.S. as a buffer between the Russians and the Chinese into a thin veil of respectability – and he enjoys traveling and being seen. His criminal activities he keeps just below the surface."

"But you have proof of them?" Scott asked, with a note of obvious skepticism.

"Yes." Yoshida did not rise. "I do. He moved on to bigger and better things, but he still seems to have a soft spot for selling in his own backyard. The last information I have had him selling to RPF offshoots among the Banyarwanda. Knowing his M.O., he's likely to also be selling to their enemies – and they have many," Yoshida said grimly. "The National Liberation Front, the Mai-Mai, the ALiR… the Kivus are a mass of militias, each armed with a grudge as an excuse for murder and plunder. It's almost too popular among arms dealers; the Russians and the Chinese make up most of the sellers. If he wasn't offering something special, he wouldn't even rate."

"But he is?" Jubilee questioned. "Offering something special?"

"Quite." The bitterness in Yoshida's face intensified. "Seven type 91 MANPADS, two retrofitted type 01 Anti-Tank missiles, and several Howa 84RR recoilless rifles."

"That's specific," Scott noted tersely. Yoshida shrugged, though it was more of a bristle. "It would be – we're the ones who supplied them. Not willingly," he said with a grim smile, when the other X-men started. "That was the purpose of the Chita bombings. While we were working to deal with the group he empowered to commit them – a small collection of far-right nationalists wanting to resurrect our military in violation of the post-World War restrictions – he and his associates broke into the Funabashi garrison and stole our tech."

"How can you be sure?" Scott contested, ignoring Ororo's cough of warning, and Hank's wince. "How do you know, if you didn't catch him?"
"I did," Yoshida replied, his face and voice utterly blank. "I had a suspicion the attack was two-pronged. I received a tip-off, and headed back in time to meet up with some members of the 21st Airborne. We found him making a run for the Tone. We surrounded him."

"And then?" Hank prompted, when the inspector paused. Yoshida smiled, a hinge of his jaw. "Remember the earthquake? Nearly a 6.2. Your government sent aid; 20,000 to help in the rebuilding effort."

"You're saying Mabele caused it?" Ororo said, her eyes wide; whiteness was edging into them. "He's a mutant? You're certain?"

" Unless another explanation presents itself; yes." Yoshida interlaced his fingers. "I watched him stand there, unbothered, untouched, as the ground erupted out from around him. I saw his face as it happened – he was smiling. The quake left him and his men a clear path to the river with the weapons. It toppled over two bridges, and a major hotel. It killed 2,000 people."

The X-Men went still at the death toll. Ororo broke the silence. "And now?" To Yoshida's look of perplexity she added, "how do you intend to capture him?"

"I had intended to do so earlier," Yoshida replied dryly, "but was, as you saw, prevented. Now Mabele is under protection, his whereabouts in the city hidden. It will take us some days to track him down."

"Hours," Logan corrected, with a smirk.

"Maybe minutes," Scott posed thoughtfully.

Yoshida's gaze darted between the two men. "Is this mockery?"

"More like time management," Scott said, sharing a rare grin with Logan. "You want to find him fast, right?"

"I have no means of doing all the months long work of tracking him down in mere minutes!" Yoshida fumed.

"But luckily," the Professor said, beaming. "We do."

Cerebro, Xavier Institute

Scott and Logan's self-satisfied grins remained on their faces as the doors to the massive mutant tracking machine slid open with the usual "Welcome, Professor." If Yoshida was suitably impressed, he hid it well; he surveyed Cerebro as if looking for egress points, and followed the Professor and Ororo only cautiously down the ramp.

"And you will be able to locate Mabele using this?" Yoshida asked, as the Professor slid the helmet onto his head.

"Obviously," said Scott, who stood opposite the inspector. Logan remained by the door with the young team, who were straining to listen. "You think he hasn't done stuff like this before?"

"And all the times I did," Xavier said, with the slightest edge, as he closed his eyes, "I required only stillness. If you please…"

There was a moment of perfect silence, and then the panels on the giant orb-shaped walls dissolved into millions of white and red shadowed figures. They went swooping by, one after another, as the
Professor used his unparalleled talents to seek out one mutant among billions.

Yoshida could not now hold back his look of awe. "I see…I have known telepaths before, but this…nothing and no one are hidden from you, are they?"

Scott shot Logan and the others a look of triumph, but Xavier was frowning. One mutant after another was zipped in close, and then shot away. "Odd," he murmured. "Most odd…"

"Professor?" Ororo asked.

"I'm afraid – how strange…" Xavier's brow furrowed more deeply, extra creases appearing in his already lined face. "…how strange, but I can't seem to locate Mabele."


"Yes, unfortunately."

"Could you…concentrate harder?" Scott asked, seeming almost desperate, trying hard not to see Yoshida's raised brows and the beginnings of contempt in his frown.

"I cannot." Xavier opened his eyes. "He must be blocking my telepathy somehow," Xavier said, as Ororo helped him remove the helmet, and Cerebro reverted to its static form. "It is not unheard of."

"Right. Well," Yoshida said, his tone crisp, as he stood ever more stiffly upright. "If that is all…"

"Hey. Hey!"

Scott hurried after the foreign inspector as he strode back down the ramp, and was joined by Logan and the young team as he stepped past Cerebro's threshold. "Where do you think you're goin', bub?" Logan growled, as they stalked Yoshida into the hallway.

Yoshida did not stop. "I would think that was obvious."

"You can't leave! You can't find him on your own!" Scott asserted.

"It is how I did it before. I shall do so again."

"Like hell." Logan jogged forward, hurrying in front of Yoshida to block his path. Remy did the same, vaulting with his ever-present staff over both men's heads to back up his teacher. Rogue rushed to join him, as did Jubilee. Yoshida pivoted to turn down another hallway, and found Sid, Kitty, and Piotr blocking his way. He turned in the other direction, and was staring down a silent but lightly gleaming Jean-Paul. He finally stopped as Scott and Bobby brought up the rear.

"Your machine has failed us," Yoshida said, with a too-calm tone that belied the anger in his rigid posture. "The only logical remaining option is to find Mabele in a less…sophisticated manner."

"Good," Logan growled. "I prefer doin' things the old-fashioned way. And," he added, "this'll give you all a chance to practice your SAR skills."

Jubilee and Sid's eyes widened in fear and despair; Remy barely suppressed a moan. Logan's search-and-rescue lessons were legendary. So were the students' attempts to get out of doing them.

"We don't have time to blindly flail in the dark," Yoshida said sharply. "If he is, as I suspect, planning to sell off the arms he stole from Chita, he will have moved up his timetable since he knows I am here. He might well decide to leave before too many questions are asked."
"Then having all of us looking will help cut down on time," Bobby argued. "We just need to narrow down where he would most likely be."

"Not so easy to hide large arms," Piotr said. "He will need someplace to store them. And he can only move them by big transport; trucks, planes, boats."

"So the airports and the harbor are our best bets," Kitty said, falling easily into the rhythm the young X-Men had developed to break a plan.

"I know the docks," Remy put in, spinning his bo staff around his back, to his front, and over his shoulders. "Can search dem, if someone else takes de ports."

"That's still a lot of ground to cover." Bobby bit his lip. "We still need to narrow it down."

"Find me somethin' of this Moses guy," Logan said gruffly to Yoshida. "I can sniff him out."

The inspector sniffed. "The hunting dog approach? We aren't in a forest. Finding one man alone in a city of millions…it takes time we do not have."

"Maybe we don't have to track him."

The focus turned to Sid, who was grinning. "He's selling your tech, right? Well…I have a few things I've been working on…scanners and stuff, trackers…they're in proto-type, but they're good, really good, and—"

"Spit it out, Bolt-boy," Jean-Paul said, with more edge to his voice than usual.

"The weapons," Sid said, more soberly. He turned from his friends, to his teachers, and finally to Yoshida. "Based on what you say, I think I can track your tech. We find what he's selling, we find your guy, right?"

Yoshida did not seem confident, but he clearly realized he would not be allowed to proceed on his own. "We may."

COMMERCIAL BREAK

AP-Moller Container terminal, Port Elizabeth, Newark Bay

A thick mist hung low around the harbor, rising from the night-dark waters of Newark Bay and slinking throughout the terminals. It would have been impossible for anyone to see through the soupy thickness of the fog, conjured as it was to provide concealment for the four separate teams of mutants searching the facilities below.

"Scott – hang left. You're about to bang into a container. Hank, Logan, you can keep straight. Sid, Piotr, Kitty – after another ten paces, you can turn left."

"Can't you do somethin' 'bout visibility, 'Ro?" Logan's voice crackled over the coms, making him sound even more growl-prone than usual. "Keep bangin' into these damn containers."

A light breeze held Ororo suspended just above her mist, and her voice held amusement as it replied to all of the teams connected by Sid's communicators. "The point of the fog is to inhibit visibility, Logan."

"Yeah, for anybody else," Logan groused. "But we're blind as bats, too. I can't see my claws in front
of my face, and if TinMan goes bangin’ into one of these things, it'll go off like a gong."

Rogue and Jubilee turned their laughs into coughs as they followed their burly teacher, and Piotr's voice filtered through their coms in reply. "My metal is on outside, Professor. There is nothing inside my head to ring – maybe you worry more for you, da?"

Kitty giggled as she counted their paces and then gestured for Piotr and Sid to follow her left. "Touche, TinMan," Logan conceded over the coms.

"Are you always so relaxed in these missions of yours?" Yoshida's voice was casual, but the barbed question was unmistakable. "It does not…distract you?"

Scott scowled over at the other man in the dark. "We get the job done. This isn't our first carousel ride."

"You ride de carousel?" Remy chuckled into his com. "This one would pay good money to see dat."

"You have no good money," Jean-Paul responded immediately, as the two boys paused in front of a large, red-roofed container. "Only the ill-gotten gains of a life of crime."

"Tais-toi!" Remy hissed. "Dere is an inspector on de line."

"There is a teacher right behind you," Hank said mildly. "One who's job it is to lead you away from a life of crime."

"Den you might want to close yo' eyes," Remy said with a grin, as he laid his fingers on the lock of the container. "And muffle yo' ears."

"Wait!" Ororo commanded. She tensed her hands into a ball and focused on the air around Remy, Jean-Paul, and Hank. It thickened, becoming almost choking, all the scents and sounds within it heightened. Just beyond the ring, the air was unnaturally silent. "There," Ororo proclaimed into the coms. "Now no sounds will carry. You see, Logan?"

"I really don't," the Canadian grumbled, as his shoulder clipped the container his team had stopped at. He released his claws and stabbed them through the metal hinges of the container door. He drew them down with a screech that Ororo quickly muffled with the same trick she'd used around Remy, Jean-Paul and Hank. Remy and Jean-Paul jumped back and Ororo watched on high as a small red-purple explosion blossomed within her bubble.

"Stand back," Scott said authoritatively to Yoshida, as he turned to his container. "Ready, Drake?"

Bobby spread his fingers and cool air collected around them. "Yes, sir."

Scott sent a thin line of red optic power around the outline of the door, Bobby following with a line of ice to cool the opening. Both X-Men stopped together, and Scott turned to the Japanese inspector. "We pride ourselves on a certain amount of finesse in our missions."

"And a certain amount of law-bending," Yoshida observed dryly. "But I suppose, so long as it is concealed, you count it justified?"

Scott scowled, but Remy's voice was chipper through the coms. "Mais oui, o' straight-laced foreigner. Dese are our American ways – all t'ings justified in the service of justice."

"Be forewarned, noble citizen," Hank said, as Jean-Paul and Remy moved forward to open the door. "I shall be watching. Anything that is touched that is not stolen weapons, I will not consider fair
game in the fight against injustice."

Remy shook his long hair as he and Jean-Paul gripped the sides of the door. "A more suspicious person might t'ink you don' trust us alone, Professor."

"A person wise to your tricks, you mean," said Kitty into the coms as she faced the container door. She took a swift breath and phased through the barrier.

"So, anybody with half a brain," Rogue said, snorting, as she pulled the steel container door away like the peel of a banana.

"Y'wound me, always," Remy moaned. "All you women, eh?"

"Life is pain," Bobby said, grimacing as he and Scott pressed on the container door. When it started to fall forward, they caught the upper edges. Sliding it down to the floor, he flipped on the wrist light Sid had outfitted to their suits and peered inside.

"Report?" Ororo asked, as they checked the containers Sid had mapped out as most likely to hold the weapons.

"We got boxes!" Jubilee said cheerily. "Oh – it says made in Taiwan…Oh!"

"You got something?" Bobby asked eagerly, raising his wrist light to better see the crates of aluminum tubing that filled his container.

"Um…yeah." Jubilee bent down and read the side of one of the boxes. "Sorry, I got excited…its these cute cat dolls from Korea and Taiwan, like a Hello Kitty! Knockoff. Not weapons."

"No dice," Remy sighed. Jean-Paul and Hank were tip-toeing back out of the container. "Just sacks o' somethin' here…probably fertilizer."

"So nobody has anything?" Bobby said, desperation creeping into his voice as he fought not to meet Yoshida's gaze.

"Kayta?" Piotr called at their sealed container door. "Nyet?"

There was a silence on all the coms. Then, the doors of the container marked 279 opened. Even in the fog-darkened night, Kitty was clearly white-faced. Piotr and Sid immediately joined her inside the container. Sid clicked on his wrist list. "Pay dirt," he murmured.

"Team four?" Ororo asked. "Kitty, Piotr, Sid – report. What do you have?"

"About 1000 AK-47 rounds, 200 Berettas, three cases of hand grenades," Kitty recited, gaze roving over the deadly contents of the container, "and is that a—"


Ororo dipped slightly, blinking as she took in the weight of all that firepower.

"Shit."

"Logan!"

"What?" he snapped back, crackling over the coms. "C'mon, 'Ro. A haul like that? Means we got bigger problems than one bad gun runner."
"Really big problems," related Sid. He knelt down beside a translucent crate sitting between rolls of AK-47 ammo. He raised his wrist com and activated the tiny camera he'd installed. "You see this?"

Rogue and Jubilee clustered around Logan, Remy and Jean-Paul around Hank, and Bobby and Yoshida around Scott as the image was transmitted to the leaders. Ororo raised her wrist to eye-level and squinted.

"Recognize it?" Sid asked softly.

"Oh yeah," Scott replied grimly. "You should too, Logan – it's the only weapon I ever knew to take you outta commission."

"The anti-mutant power suppressing rounds," Kitty hissed, glaring at the box with venom. "How the hell did they get it? Who is developing it? Is Mabele working with anti-mutant rights groups?"

"Mabele will work with anyone," Yoshida said calmly, though his gaze was steel as he took in the image of the box. "He is a creature without conscience."

"He might not have developed them," Scott said, thinking aloud. "These probably flooded the market when Genosha fell. And we still don't know if this haul is from Mabele – nothing the inspector said was stolen is here."

"We're checking the next container," Sid said, as the followed Kitty back outside container 279. She phased into the one marked 280, and opened the doors from within. Sid and Piotr jogged inside, wrist lights ranging around the dark interior.

"Well?" Jubilee asked, bouncing on her toes in anticipation. "I can't really see—"

"It's here," Sid said, as he took in the arsenal. "Seven type 91 MANPADS, two retrofitted type 01 Anti-Tank missiles, and eleven Howa 84RR recoilless rifles. Everything Inspector Yoshida said was stolen is here."

"Keep alert," Yoshida warned, taking the news of his recovered weaponry in stride. "Mabele will be close. He will not have wanted all this left unattended."

"Yeah…" Kitty bent down beside Sid, who was squinting at a series of slim, lightly humming boxes. "What exactly is all this?"

Yoshida blinked at the video as Sid transmitted. "I do not recognize that box. Most likely some ammunition he stole from some other country."

"The writing is in Japanese," Piotr said, bending down to join the others. He tapped the side with steel-armed fingers. "The serial numbers match the previous container."

"Probably from some Yakuza lab," Yoshida bristled, scowling in the light of the video. "All that matters is that Mabele is selling it, not what it is."

Kitty frowned, exchanged a glance with Sid, and then plunged her hand through one box. "Katya!" Piotr hissed, as she drew something out. "You don't know what you're doing!"

Kitty drew out a gleaming blue sphere, which hummed steadily in her palm. "Sid," she breathed. "What am I looking at?"

Sid was staring at the sphere with the wide-eyed appreciation he reserved for newly discovered marvels. "I have no idea…"
"You—" Scott tilted his wrist com to angle towards Yoshida. "What is this?"

Yoshida scowled more deeply. "As I said, I have no idea. It must be from some illegal developer."

"Right," Scott scoffed. "Because your government would never do anything untoward?"

"Compared to your government, Mr. Summers, mine can barely be counted to have participated in anything…"

Ororo winced, and pivoted slightly with her winds to soften the sounds of the bickering men. As she shifted her breezes, she heard rustling. Frowning, she pulled the winds closer, and smelled a metal that did not belong to the containers.

"Betaye masai!"

The whispered order reached Ororo's ears a second before she identified the sound of a rifle being cocked. Rapidly translating the Lingala, her eyes went storm-white. "Cyclops!" she boomed into the coms, as the sound of thunder rang out suddenly in the clear sky. "Beast, Wolverine! X-men, arm yourselves! You are about to be fired upon!"

Bobby sucked in his breath, drawing in all the cold, damp mist Ororo had supplied and then thrust out his arms, throwing up a shield of ice. Seconds later, bullets peppered the glacial barrier. For a moment, the X-Men fell silent as they stared at the frozen bullets, which had split cracks in Bobby's hasty shield. There were two each for Bobby, Scott, and Yoshida, all suspended inches from their heads.

"Logan!" Scott said, breaking from the daze first. "Watch your six! We got snipers."

"Shit," Logan growled, releasing his claws. "Behind me," he commanded Jubilee and Rogue, putting one of the containers at their backs and spreading his arms wide to cover them. "Storm, dammit! I can't smell anything with this damn mist everywhere."

Ororo inhaled deeply and then hissed out from between her teeth. The fog scattered, evaporating away from the container terminal and out onto the water. Ororo scanned the area below for the assailants. "I cannot see them."

"Mutants?" Yoshida already had his pistol in hand.

"We'll find out," Scott said grimly. "Beast! What's your status?"

"Uncertain," Hank answered. On his right, Remy was twirling his gleaming bo staff in a defensive position, while Jean-Paul levitated a few feet off the ground. "Colossus, Shadowcat, Forge?"

"Nyet," Piotr answered. "They may not know we are here."

"Oh, they know," Yoshida said, fingers hovering near the bullet that had nearly pierced his skull. "They are breathing, before the second barrage."

"Hush, then," Ororo ordered. "Just hush…" She closed her eyes and dimmed the lighting, drawing the tendrils of air from all corners of the container. At first there was silence, and then, the crackle of voices over other coms.

"Nawej…hear…the container?"

Ororo grimaced and strained, twisting the wind between her fingers, to amplify the voices. "Malik,"
crackled a thin, reedy voice through another set of coms, "you idiot, they are still standing! How did you miss?"

"I didn't! They should be dead," said a live voice. "I had the shot."

"Didier, you fool, they are mutants," said a deeper, thicker man's voice through the coms. "It takes more than two bullets to bring them down."

"I still see the blue gorilla," Malik shot back, and Ororo bit her lip. She almost had him pinpointed. She scanned the west side of the terminal.

"Then allow me to demonstrate how a real marksman does his job."

Ororo's eyes snapped open. "Beast!" she cried out. "To your right! Down!"

It was Jean-Paul who reacted, levitating up several feet and slamming both hands together. The shock of light reverberated outward, knocking the bullets off course. In the brilliant gleaming, Ororo could finally see one of the marksmen, Didier, crouched down in the shadows of a container near the docks.

"Coward!" Storm boomed, summoning again the lightning that was hers to command. "Now witness my marksmanship!"

A white-hot streak laced out at the offending man, and he screamed once and was felled.

"Didier! Didier!" Malik's voice crackled over the coms. "Nawej – Ils attaquent avec des pouvoirs. Utilisez les rondes N-1!"

"Non," a third, deeper voice rumbled over the coms. "Laissez-les-moi."

"Wolverine, Scott, Beast!" Ororo warned. "Two of the shooters remain. They are commanded by a third man. They speak Lingala and French."

"Mabele!" Yoshida hissed. "Where?"

There was a deep, reverberating chuckle projected around the terminal. "Ah, my avid hunter. So filled with righteous fire, to trail me all the way here. Am I your great black fish, my Ahab?"

"Mabele!" Yoshida shouted. He slammed his forearm into his side of the ice shield, and it shattered on all sides. "You're a long way from your backwaters, as well."

The man laughed again; somehow his voice echoed from all sides, impossible to pinpoint. "Oh, no. I am exactly where I am meant to be."

Yoshida raised his weapon and fired high to his left. The shots rang out, but seemed to have no impact. Then there was a low humming, and a flash of blue that to Ororo seemed to curve around the containers.

With a stunted roar of pain, Logan dropped to his knees.

"Logan!" Rogue rushed to her fallen teacher, as Jubilee powered up two handfuls of plasmoids. Jubilee tossed them into the air just as another blue, humming blast sped towards them. The two charges met in the air, with a concussive explosion that rang the metal containers like a series of gongs. Ororo herself was blown back by the force of it.

The weather witch wrenched herself back on course and flew down while blowing with her winds,
dispersing the still snapping plasmoids surrounding Logan's team. Logan was still down, and Jubilee was keeled over, in obvious pain. Rogue was raging, headed straight for the location of the still active shooter.

"Rogue, no!" Ororo cried, and heard an immediate answering swear in French over the coms.
"Rogue! Où est-elle?"

"Remy, wait!"

Hank's warning went unheeded as the Cajun ran for Rogue's position, and was followed by Jean-Paul. The coms were overwhelmed with sound – Remy was shouting for Rogue, Sid was calling for Jubilee; Kitty was begging for answers, Scott was crying for order, and behind and above it all was the sound of more of the humming, mutant lethal rounds.

Ororo was swooping towards the ground when another sound cut through them all. It was as if Mabele's echoing chuckle became a true rumble, a warning from the earth itself. Ororo shuddered, her winds convulsing, as she grabbed her head in pain.

She knew the feel, the horrible, stomach-lurching feel of an oncoming quake. It was the nightmare out of her childhood. But this… "No," she moaned. "Ni makosa…it is wrong…"

Ororo's gaze splintered as the tremors began, too intentional and directed. They coursed out towards Scott and Yoshida and Bobby, splitting into three prongs to thrust the mutants back. Then they continued, rumbling down the lines under the containers. They thrust up under Rogue, sending her flying before she could reach her prey; they knocked Remy and Jean-Paul to the side, where they slammed into a container. Ororo could hear the screams of Kitty and Sid as the container full of weapons shook hideously, and Hank's animalistic roar of fury and fear.

Mabele was speaking, perhaps English, perhaps a Congolese dialect. Ororo could not discern his words or his meaning. The screams of the agonized earth were too loud. The weight of the planet's pain at the violation overwhelmed her, making her storm-white eyes blind. Her winds scattered as their mistress lost control. Like a struck bird, Ororo wavered for a few moments, and then plummeted.

TO BE CONTINUED

ENDING CREDITS
After an overextended hiatus, yes, I have returned!

Thank you to all the amazing fans who have hung on, as well as the incredible new fans who've badgered me for new updates (I genuinely love the badgering). I have been busy with work, and had to focus on that for a while, but I am returned, and hope you enjoy this season, which has been seasons in the making!

**Season Four, Episode One: Tested, Part Two**

**MedBay, Xavier Institute**

Scott was surrounded by beeping machines. One was supporting Logan, who twitched slightly, his stomach a mass of creeping blue veins throbbing with unnatural light. The one next to him held an unmoving Jubilee.

"We got her!" Remy cried, just before he slammed open the doors to the MedBay with his left shoulder. "Professor! Dr. McCoy, we got her!"

Remy, Rogue, and Jean-Paul hurried in, carrying an immobile Ororo. Scott scanned her body for damage. "I can't see—" His voice was unsteady. He cleared his throat. "I can't see where she – impacted."

"Elle n'a pas," Remy said, then translated. "She didn't. J.P. caught her before she hit the ground."

"Barely," the Quebecois said, looking more white-faced than usual. "I only levitated a few feet. I slammed us into a container. I didn't see if she hit her head…"

"You did well, Mr. Beaubier," Hank assuaged, as he motioned them towards an empty bed. "Please, set her here."

Scott clenched his fists even tighter as they worked to lower Ororo into the bed. He felt bile rise in his throat at the sight of her too-still face, his stomach protesting so vigorously that he had to look up.

His eyes met the one stranger in the room. "You—" He choked out the word, and forced himself to recover. "You brought this on us."

Yoshida didn't blink, but the vein in his throat throbbed. "How do you come to that conclusion?"

Scott snapped. "How? How about when you broke ranks to try and run after Mabele? You let him play you, Mr. Inspector. Three of my people are down because you didn't warn us about the weapons we would be facing."

"I did not know they would have such weapons."

"Bullshit," Scott declared, seething. "They were your weapons, from your government. But you were more interested in covering their ass, covering your ass, than giving us the intel we needed. You led us into a goddamn ambush, you bastard. You burned us."

Yoshida held Scott's gaze for a few furious seconds, and then, slowly, lowered his head. "Indeed. I was…over-hasty, and your people suffered. I take responsibility for the lack of preparation, and my own lack of discipline."
Scott blinked, thrown. "Right, well…” He stumbled, and then recovered, a bit sheepishly, "Now we have no Mabele, and a bunch of unknown assailants armed with anti-mutant tech out there."

"Not quite," Yoshida said. "I did not recognize the weapons, but I know the language and tactical formations they used. They were speaking Lingala, and the way they set their trap for us, half-professional, is a signature of their bush fighting techniques. They are mercenaries who follow him, his own personal force. They call him Mzee, and he calls them Elímá – his devils."

Scott spared another look around the MedBay. Hank was busy hooking Ororo up to her IV, Remy and Piotr helping to straighten her out. Rogue stood between the beds bearing Jubilee and Logan, her gloved hands clenching and unclenching, too wary to hold either hand. Sid was anxiously clicking through his phone, though his gaze, along with Bobby, Jean-Paul, and Kitty, was on him.

_and you?_ Scott considered wryly. _What good are you? You're their leader. And look where you've led them. Where will you lead them next? _"What's he going to do? What's his next move?"

Yoshida grinned darkly. "He'll go to ground. He never wanted the press when I first attacked him; he's trying to seem legitimate here. So he'll want to regroup, to hide."

"Um. No."

Yoshida blinked, looking around the room as if for a voice from above, before stopping at Kitty. "What did you say?"

"I said no," Kitty replied. Her eyes were focused not on the inspector, but on the much-modified phone in Sid's hands. "He won't."

"Oh?" Yoshida took a step towards her, and Scott naturally pivoted between them protectively. "How do you figure that, Kitty?" he asked, before Yoshida could lose his hair-trigger temper.

"Because," Sid answered for her, turning around his phone. He lifted it up and let the live-stream explain.

"…at the Permanent Mission of the Democratic Congo to the United States, U.N. officials are set to meet not only with the representatives from Kinshasa, but also with controversial arms magnate Moses Mabele, seen here entering in his usual flamboyant style. He is accompanied by an increased guard, as a recent attempt was made on his life by an unknown mutant."

Scott looked up at the unknown mutant, whose pale face had gone ivory. "So," he said dryly, "not hiding."

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TITLE SEQUENCE

TITLE SONG: "Evolutionary" Composed by Emilie Autumn

Cast:

Wolverine: Hugh Jackman

Storm: Halle Berry

Professor Xavier: Patrick Stewart

Jean Grey: Famke Janssen
"To peace!"

"Peace!" the assembled replied, lifting their glasses of champagne. The light from the many chandeliers glinted off the diamonds of the bevy of diplomats and the finest of Congolese high society. When the arms dealer lowered his own glass it took him a moment longer than usual to register the out-of-place pale faces before him.

"Ah," Mabele murmured. "Have we met?"

Scott smiled without parting his lips. "Not formally."

Mabele took a relaxed sip of his champagne as he took in the four mutants. "Well then, welcome." He extended his hand. "Moses. And you are…?"

"Charles Xavier," the Professor said genially, shaking the proffered hand. "Here on behalf of the Committee for Intra-Mutant-Human-Harmony. And these are my fellow ambassadors. Like you, we ardently desire peace."

Mabele cocked a brow at the stone-faced Scott, Bobby, and Jean-Paul. "Indeed? Then you are our brothers in this. How wonderful. Wouldn't you say, Colonel?"

Two Congolese members of the party moved aside to reveal Colonel Armitage. By the scowl on his face, he was less than pleased by their presence; from the slight smirk on Mabele's face, he was aware, and amused.

"Certainly," the military man ground out. "Harmony and peace are the goal, of course."

"Yes, indeed," Mabele put in. "In fact, you may help us solve a disagreement we run into. I am sure
you are all in favor of the benefits of forgiveness and reconciliation, having seen how terribly things
go when mutant terrorists try and speak for you all."

"Yes," Bobby said wryly, "it is terrible when someone elects to just speak for us all."

Xavier's hand pressed ever so slightly against Bobby's. "We are, of course, in favor of both
forgiveness and reconciliation," Xavier stated placidly. "Though both may be compromised, if not
gained through honest accountability. Justice without mercy is blind; mercy without justice,
crippled."

Mabele's smirk showed teeth. "You are a philosopher, Charles. I appreciate this. Unfortunately, my
native country has not had much time for philosophy in recent years. Conflict between brothers,
spurred by old hatreds and outside...interference has cost us the time and space to reflect so deeply
upon such issues. We lose so many to the gun before they learn to think. Tribal rivalries and ethnic
feuds bleed my people. Everyone tallies their stores of hatreds, taking care to cut a new wound for
each old story, carrying these battles on, passing them to the next generation. Surely, it is better to
learn forgiveness than to try and settle every grievance an old chief can remember."

Mabele ended his speech on a chuckle, and was joined in laughter by the others around him; several
large, beautiful women encrusted with diamonds and draped in purple and green silks, and four men
in tailored suits.

"Ain' nothin' worse den people laughin' when t'ings ain' funny."

"Rem', shh!"

"They can't hear us," Yoshida whispered bitterly. "They're too wrapped up in their self-satisfaction
to imagine anyone could break in here."

"Careful," Kitty murmured. Her eyes were closed as she focused on holding them in a half-phase
between the wall and a statue of Patrice Lumumba. "They might not, but there are still dozens of
scanners in this place. All it takes is one wrong move, and we set them off."

Yoshida bristled, but conceded to silence with the other three. Their mission directive was to infiltrate
the embassy and search for evidence of Mabele's illegal dealings.

"Can there be forgiveness without accountability?" the Professor asked, still genial, as if he were
leading an ethics class discussion. "Surely the old chiefs must at least be heard. We wouldn't want
atrocities to be swept away and hidden, only to fester and become the impetus for new conflict."

The dazzling collection of Congo high society ceased their chuckling. Mabele's smirk didn't waver,
but his eyes narrowed.

"What are you suggesting?" Colonel Armitage said brusquely. "Prosecutions? We didn't have
prosecution after the Civil War. South Africa didn't try the apartheid regime. Recriminations serve
only to stir up old hatreds."

"Ah, yes, the American party line," Yoshida observed on a wry whisper. "Peace, forgiveness, and
uninterrupted business."

"Shh!" Rogue and Kitty hissed together, as a waiter ventured past them, dangerously close. "Rem',"
Rogue questioned. "We gotta move soon, sugar."
"Oui," the master thief conceded, his red eyes scanning the elegant room. He nodded towards a
waiter with an empty tray. "Après lui. De kitchens always lead down to storerooms. Anyt'ing sinist
—anything bad usually hidden there."

"On three, then," Kitty said, focusing more intensely. "One, two…"

"Ah, Americans," Mabele said with a sigh. "So high-minded…and high-handed. You fail to
appreciate the differences in the African soul."

"Well, that's a bold opener," Scott said wryly. "Care to expand?"

Mabele lifted his glass of liquor and observed the glinting light off the liquid. "There was once a king
who had a wonderful advisor, who had saved him many a time. He offered this man anything he
wished, anything within his power to grant. "I have but one simple request," said the man. "That
whenever I wish to tell you something, I may whisper it in your ear." The king granted this odd
prize. And so, whenever there was a great decision to be made, the minister would go up to the king
when they were before all others. Into the king's ear he would whisper some banalities – praises of
the food, comments on the weather. The king would nod. When he left, the minister would turn to
the others, and proclaim that the king agreed with whatever he wished to be done."

"So you're the whisperer?" Bobby said flatly.

Mabele chuckled. "Me? Oh, no. I'm merely illustrating for you the difference between your people
and mine. Some nations need a firmer hand than others, or the people run wild like dogs. A king, a
minister, must use whatever means he has to keep the peace – even if they seem distasteful to those
living in easy places, and easy times."

Scott snorted. "You think we're living in easy times?"

"For now, Mr. Harmonious Ambassador," Mabele replied. "For now."

Kitchens, 866 United Nations Plaza, # 230, New York City, New York

Remy held up his hand for the others to wait. The four mutants huddled in a shadowed alcove
unnoticed as servers passed them by through clouds of steam and smoke. Remy scanned the kitchens
with the eye of a professional, and then motioned for the others to look where he gestured. Squinting,
the others could just make out the trap door that opened on the other end of the long hall. A young
cook emerged carrying up a large slab of meat and left it opened behind him.

Remy crouched low and the others imitated his stance. Kitty held to his shoulder, and Rogue gripped
her hand. After a second, Rogue motioned for Yoshida to touch Kitty as well. The Inspector
complied, and Remy counted down on his fingers.

A cook shouted at a server in Lingala. When the rest of the staff turned to look, the X-Men seized
their chance. As Remy shot forward, Kitty held them in phase. Running low, they ran through the
central table where the dishes were prepared, phasing directly through the legs of several cooks.
Remy pulled them to a halt just beneath it, timing their next run to coincide with a new explosion of
swears from the angry chef. The young server handling the meat had paused to watch the fight. He
felt a swirling, sucking sensation pass through his right arm, but when he turned to look behind him
he could see nothing but dead air.

Main Hall, 866 United Nations Plaza

Bobby continually scanned the extravagant rooms, hyper-alert to the slightest change in temperature.
He kept up a slight freeze in the corners of the rooms where the visible cameras were, just enough to muddy their images. He shrugged as an excuse to bring his tiny com deeper into his ear, waiting for any message from Kitty's team. A heavy, full-breasted woman in a wine-red dress that hugged her hips sent a flirtatious smile at Bobby, fingering her sapphire collar. Bobby made an attempt to lift his lips in a smile. The woman's eyes widened, in a cross between shock and affront.

"You're glaring."

Bobby started. "What?"

Jean-Paul adjusted the elegant two-piece suit he had insisted on choosing for himself. "She's eyeing you, and you just gave her a grimace like you're auditioning for a part as Dahmer. It's a party. You aren't supposed to look like you're casing the place."

Bobby inched closer to Jean-Paul as the woman in question put her nose in the air and strolled towards the bar. "But we are casing the place. This is a mission."

"Yes, but that's no reason for you to look like they force-fed you rotten caviar."

Bobby set his jaw. "Caviar, diamonds, champagne; all this money poured out here, while their country burns. I look at this, and all I can see is what could be done if they actually gave a damn about anyone but themselves. The selfishness of it all just makes me sick."

Jean-Paul rolled his eyes in excessive exasperation as he plucked a canape from a passing server's tray. "Drake, I despair of you. That moral code of yours is endearing for a while, but if you don't learn some flexibility, you'll never."

Bobby blinked. "Never...?" He turned to Jean-Paul to finish the sentence, and found the other mutant staring across the room, the canape frozen half-way on its journey to his mouth. Bobby followed the Quebecois' sightline diagonally towards a cluster of diplomats centered near a fine velvet couch. Two Congolese men stood next to the Japanese ambassador, all engaged in a discussion that was significantly softer than those of the other jovial partygoers around them. Then the ambassador shifted, and Bobby noticed what had silenced Jean-Paul. Kyle stood on the ambassador's right hand, wearing a fine dark blue suit, his braided hair pulled back into an elegant ponytail. The light from the crystal lamps glinted off his diamond cufflinks and bright, white-toothed grin.

"Never thought I'd see the day."

"What?"

Bobby grinned now, a genuine smile. "When the dapper Jean-Paul would be struck speechless."

"I'm not – non, je n'ais – voici, look, Bobby—"

"Look, je n'ais nothing." Bobby plucked the canape from Jean-Paul's fingers and popped it into his mouth. "You can hassle me about having a stick up my ass after you get back."

"Get b—"

Bobby shoved Jean-Paul hard in the lower back, propelling him forward with an extra push of cold air. Jean-Paul barely held in a yelp as he skipped across the room, arriving at the cluster by Kyle with far less dignity than he would have liked.

Luckily, the other boy seemed just as flustered. "Jean-Paul, tu es—I mean..." He cleared his throat.
"I didn't see you there."

Ambassador Nishimiya turned to Jean-Paul with narrowed eyes, but otherwise expressed no recognition. One of the other men busied himself with a flute of champagne, but the third man broke into a wide, engaging grin. "Ah, parlez-vous Francais? Are you a native Frenchman? Or from one of her many colonies too?"

Kyle cleared his throat, gathering himself with rapid dignity. "This is Jean-Paul Baubier. He is Quebeçois, like myself."

"Ah, a mutt from the colonies!" the man laughed boisterously, slapping Jean-Paul on the back with firm familiarity. "I knew it! You had the look, eh? Didn't I know?"

The other Congolese man took another gulp from his flute. Nishimiya nodded but slightly. The friendly man seemed not at all put off by his companion's lack of exuberance. "Kyle, Kyle, your friend seems to have lost his tongue. Too much to drink already? Or not enough?" He laughed again. "Ah, let's get you a glass, eh?" He snapped at a waiter, who came over bearing a tray of fine reds.

"Jean-Paul, this is Pierre Olivier," Kyle introduced, as the burly man pushed a glass into Jean-Paul's hand. "Assistant Secretary of Trade to President Kabila, deputy director of Sengamines."

"So dry! I must seem to be an old boring man to you, eh?" Pierre chuckled. "I promise, when I was your age I had many adventures, many! Have you ever gone hunting for hippopotamus from a plane, eh? I'll bet you have not?" He chuckled again. "Eh?"

"Not hunting for animals, no."

Pierre paused at Jean-Paul's comment. One eyebrow went up appraisingly. "Ah. Perhaps an adventurer after all. Is he, Mr. Jinadu? Is your friend a man of action?"

Kyle turned slowly to Jean-Paul, meeting the other boy's eyes. "Peut-être. Je ne sais pas ce qu'il a fait pendant ces longues années."

Sub-basement, 866 United Nations Plaza, New York City

Remy led the team, hugging the shadows. The sub-level descended, the floor depressing, and the further down they went the less people they had to hide from.

"Tunnels," Remy muttered, shaking his over-long hair. "Je déteste les tunnels."

"Yeah, and why all the space?" Kitty whispered. "They can't possibly need all this for food. And—" She checked her wrist com for the map Sid had provided. "And none of this is on the available blueprints for the building."

"You surprised?" Rogue huffed. "We knew this place was foul, inside and out."

"Oh, I'm sure the colonel will keep them busy. He always did like his speeches longwinded and repetitive," Yoshida said grimly. "Mother would always have to remind him to stop before dinner froze over."

The others continued forward a few paces before Rogue stopped up short, nearly colliding with Kitty. Both girls whirled around to face the taciturn Inspector.

"Wait, wait – he's your father?"
Yoshida looked over the heads of the girls, scanning the ever-increasing collection of crates as he answered Kitty's question. "The United States military maintains a presence in Japan. Delta Force operators assist in the training of our special forces."

"Yeah, whatever – so Colonel Armitage is your father?" Kitty repeated for clarification, as the two girls walked backwards to keep facing the still moving inspector.

"In the physical sense."

"What does that—ouch, damn!" Rogue banged into a box and yelped in pain. She reached down to grab her shin, and her eyes widened. "How…?"

Remy rushed to her side. "You hurt?" he asked urgently, forgetting to modulate his voice.

"Yeah, but I don't..." Rogue stared down at her shin. "It shouldn't hurt me."

"Let me see," Yoshida said. "If it's hit a bone, you may have fractured it—" He made to move towards Rogue.

Hissing involuntarily, Rogue leapt back, wincing as she landed again on the leg. "No, don't! Stay back!"

Yoshida's brows went up. "I only meant to offer my services."

"I know, it ain't—" Rogue winced, shame making her physical pain more insistent. "It ain' that…it's my mutation. I can't...if someone touches my skin...they get...they just can't."

Rogue looked away, grateful that the dark could help hide her blush. Kitty cleared her throat in the awkward silence, and knelt beside the crate. "You broke through the wood," she observed, touching the splintered hole. "It's what's inside that hurt you…"

Kitty reached into the hole and gasped. "My hand won't go through."

"Quite a strong metal," Yoshida noted. Kitty shook her head. "Not metal." She grabbed a piece of the splintered wood and pulled. A shaft of vibrant blue light illuminated the four, and a distinct, familiar humming filled the air.

Rogue bit her lip and took a step back. Remy whistled. "A bit familiar, non?"

"Of course," Yoshida hissed. "No wonder the Consulate is protecting him. If Mabele has found an anti-mutant ore in Kivu, they'll all be courting him to get their hands on it."

"Not anymore," Kitty said darkly. "This is our ammunition now. There is no way this is legal – it definitely violates Statute IV of the Protocols for Enhanced Weapons Manufacturing Act. We need to bring this up—"

In the echoing tunnels, the sound of the gun cocking was audible to all. Yoshida went for his pistol, and Rogue brought up her fists, while Kitty reached out to phase them. The fastest of them all, Remy whipped out a charged card. It was at the tips of his fingers ready to release when he froze.

"You stop!" the soldier ordered. Illuminated by Remy's kinetic energy, he was barely five feet tall. The boy had cords of ammunition wrapped around his rail thin torso. His eyes bugged in an underfed face, but his young hands didn't tremble as he leveled the AK-47 at the four mutants. "Oyoki ngai? Stop!"
Remy had. He didn't move, his red and black eyes horrified and unable to close. The card fizzled in his hand, the energy peaking. As the child raised the gun, the card exploded.

COMMERCIAL BREAK

United Nations Plaza, New York

"You should visit the Congo," Pierre asserted, clapping both Jean-Paul and Kyle on the back, bringing the two boys closer. "Eh? For young men like you, there is no better place. Yes! I know what you will have heard – danger, yes? But there is adventure and excitement and money – oh yes, money! For a strong man, a young man, it is the perfect place to be."

"And for women?"

Pierre looked up at Bobby's question, sizing up the new arrival. "There are women enough in my country. But it's more a place for men – young men, bold men. Men not afraid to—"

"Get their hands dirty?"

Pierre's eyes narrowed at Bobby. "Dirty hands, hmm…" Pierre glanced sideways to Kyle. "My friend, lovely cufflinks. Diamonds?"

Kyle nodded, warily, and Pierre smirked. "Yes, yes…and ten to one, they come from an American company that works in my country. So, perhaps, dirty hands reach even here to the United States – eh?"

Jean-Paul tried to catch Bobby's eyes in a warning, but the team leader's were an icy blue, and they refused to turn from Pierre's. "Maybe – and maybe we should work harder here to prosecute those who benefit from conflict. That's the good thing about a free country; we can hold those with dirty hands accountable."

"Bah!" Pierre scoffed. "Another American moralist. Listen, young boy – politics in Congo is always dirty. We are not Switzerland! You say free press and political activity – we see opponents plotting massacres and genocide. To promote growth, we need to curtail civil liberties. It is a lesser evil for a greater good."

Sub-basement, 866 United Nations Plaza, New York City

Panting, Remy crouched low behind one of the crates. Silence had fallen in the wake of the explosion. He covered his wrist com to hide the light, but his sensitive thief's ears could still make out the quick, fluttering breathing of Rogue somewhere to his right, and the even faster gasping of Kitty off further down behind him. He couldn't detect Yoshida, but the sound of the armed child's footsteps were audible on the stone floor.

"Come out!" the soldier shouted in heavily accented English. "Abandon! Montre toi!"

Remy heard Rogue's breath hitch in silent pleading; but he also heard the child move closer towards her.

**Sorry, chere. Better me dan you.** "Quel est votre nom, petit?" Remy asked, throwing his voice as best he could. He heard the shift in breathing, and then the movement through the air of heavy metal. "Montre toi!" the soldier ordered.
"Non, mon lapinet," Remy denied. "Mais peut-être pouvons-nous parler en amis, eh?"

"Tu es un voleur!" the soldier accused, and Remy had to nod at the accurate description of his profession. "Oui. Mais tu n'es pas un soldat."


"Oui, je crois que tu es brave, mon lapinet," Remy acceded. "N'ayez pas peur. Nous pouvons aider."

"I don't need help!" KillBaby shouted, and Remy again heard the swing of the gun through the air. "I kill you! Vous êtes des traîtres! You won't kill Mzee, I kill you first!"

"Personne n'est ici pour te tuer," Remy coaxed in his smoothest molasses tone. "Nous—"

Remy heard the click of Yoshida's pistol just as the soldier-child did. "Menteur!" KillBaby shouted.

"Ne tirez pas!" Remy shouted, to both. "Don' shoot! De bullet—"

Both guns fired. The cracks continued as the bullets pinged off the walls. Remy heard Kitty shriek as one whizzed past her. Leaping up, he charged a card and sent it flying towards the child-soldier.

The great shadow of a man appeared behind the gun-wielding teen as if conjured from thin air. He caught the card in his right hand. The explosion of kinetic energy rippled around his fist, a contained shock wave, illuminating him for the X-Men.

Mabele opened his palm slowly, smiling almost benevolently as he let the crumpled paper fall. "Come out, come out," he coaxed with a chuckle. "You are already revealed. Why hide?"

"You're the one hiding!" Kitty accused, standing up defiantly and letting her wrist com light show her face. "You're hiding behind a child!"

Mabele put his hands on KillBaby's shoulders as he aimed his firearm at Kitty. "Ah, Americans. Everything is so simple to you. Do you think a child can remain innocent in the parts of my country where they pick up a gun? Would you condemn him for trying to survive, as you try to survive?"

"You're a self-servin' liar," Rogue spat. Even in the dim lighting, Remy could see she was incandescent with rage. "You're usin' him to defend your weapons, not protectin' him!"

"I protect Mzee!" KillBaby asserted, turning his gun on Rogue. "I am strong!"

Mabele chuckled. "Eee, ee, KillBaby." He patted the child on the shoulders and then looked up coldly at the X-Men. "They do not understand. They think that you need saving. But a kadogo does not betray the only family he has left."

"You're a monster," Kitty hissed.

Mabele surveyed them calmly. "I? Perhaps. But then what are you? Are you all so blameless you may throw stones? If we begin to call each other monsters, does that not make it easier for the weak, the humans, to deny us our power?" He shook his head. "You all are the prime example of what I'm doing, of nature red in tooth and claw, and you're lecturing me about morality? Maybe you can think this way, from the luxury of your functioning country and your precious school. For me and mine, I live by Article 15 – "Debrouillez-vous."

"You'll die by that article," Yoshida swore. He whipped up his pistol and fired. KillBaby's gun
sounded a split second later, the bullets ricocheting off the stone walls, forcing Yoshida to drop to the
ground. Then the child shouted in pain.

"No!" Kitty shrieked, as the kadogo went down. She rushed forward, sprinting furiously at Mabele.
The large man stood impassive until she was inches from him, and then stomped his foot. The stone
floor cracked and rose, throwing her backwards.

Remy leapt to the side to catch her as Rogue surged forward alongside Yoshida. Mabele met both in
combat, blocking Yoshida's kick with one hand, and catching Rogue's fist with the other. Yoshida
was hurled backwards, but Rogue grit her teeth and held. For a moment Mabele seemed spun.
"Ahh…" He grinned through his teeth. "Strength. I respect it."

He clasped his other hand around Rogue's fist and the ground around her feet splintered with a new
round of shocks. Her grip loosened and Remy gave a wordless shout as the warlord thrust his fist
into Rogue's chest, sending her flying.

Remy slammed his foot into the ground, rocketing upwards, energy from his rage surging through
him as he landed on top of Mabele. The giant man registered surprise for only a moment, and then he
pulled Remy down with him, rolling so the Cajun was on his back.

"I see." Mabele laughed. "Love is a beautiful thing, eh? Even for demons like us."

Remy grunted, struggling beneath the massive other man. He tried to summon up his reserves of
energy, but gasped as he felt them drain away into his opponent. "Je—je ne suis pas comme toi!"

Mabele's chuckle sounded in his ear, too close for comfort. "Tu es mon frère. Si je suis la main de la
guerre; tu es les yeux de la mort."

Remy's eyes widened in horror, enough to see the fist as it descended, before it made his whole
world black.

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**COMMERCIAL BREAK**

**MedBay, Xavier Institute**

"How very curious."

Sid looked over at his teacher. The furred blue mutant sat on a stool that creaked under his weight,
examining the sample under his microscope intensely. "What is, Dr. McCoy?"

Hank straightened up and beckoned to his protégé, who came over. The doctor shifted to the side to
allow Sid to view the slide under the microscope. "You see how the blood sample is reacting to the
protein?"

Sid looked down through the eyepiece lens and frowned. "Wait…I thought this was Mabele's
blood?"

"It is."

"It can't be," Sid stated. "Mutant white blood cells react to T-475 by moving away from it, not
attacking it."
"And yet, his do not."

Sid blinked at his teacher. "But that means—"

"Yes", Hank confirmed. "Mabele was not born a mutant."

United Nations Plaza, New York

"Idealists! Idealists, idealists, all of you." Pierre shook his head, chuckling. "All you Americans are the same, vous e—"

The static in Bobby's earpiece was a mercy. He turned away from the drunken Congolese to cup his hand over his mouth. "Kitty?"

"Bob…unnels…beneath…hear me?"

"Kitty? I can't hear you, repeat."

"We…ound him…underground…Bobby…"

"Kitty? Kitty?"

"Bobby?"

Bobby whirled around to face Jean-Paul. One raised eyebrow was enough for the other boy to comprehend, and they turned and headed for Scott and the Professor.

"Eh? Where are you going?" Pierre muttered. "Boys? Ah, boys…"

Kyle left the elder man reminiscing on his boyhood to follow Jean-Paul. Bobby glanced at his teammate. "He can't—"

A scowl the like of which he'd never before seen on Jean-Paul's face silenced him as they reached the Professor, Scott, and Colonel Armitage.

"Kyle!" Armitage said warmly. "I'm glad you're here. We could use your perspective on—"

"Professor," Bobby cut off, "it's team B."

"Team B?" Armitage glanced around and then stepped into the circle the X-Men made. "What's this? What's team B?"

"Where are they?" Scott asked, ignoring Armitage. "What's the mission status?"

"Uncertain," Bobby murmured. "Her message is garbled, but I think she said something about underground. It sounds like they found him, but I think they're hurt."

"Found him…wait. Wait just a minute!" Armitage lowered his voice and leaned in, his face reddening by the second. "Are you telling me you're still trying to attack Mabele?"

Bobby, Jean-Paul and Scott finally turned to Armitage. "This doesn't concern you, Colonel," Scott said coolly.

"The hell it doesn't!" Armitage exploded. At the glances of other partygoers, he lowered his voice and raised his finger. He jabbed it at Scott to punctuate his words. "You people—I brought you in to deescalate this situation. To curb Shiro, to get him off this pointless vengeance kick. Not spur him
"The X-Men aren't your attack dogs, Colonel," Scott practically hissed. "We thought it best to actually consider whether there might be a reason a Japanese Inspector chased this man all the way here and was willing to risk death and imprisonment to take him out. We found he had cause."

"Cause! Cause?" Armitage glared around at all the mutants present. "You people…you are meddling in things you have no understanding of. None!"

"Yeah, we tend to do that," Bobby said coldly. "And we also tend to find out things people don't want us to know."

Armitage bared his teeth, giving the impression of an oversized pitbull. "Wonderful. So it looks like you people are as immature and childlike as Yoshida. Running after glory, ready to expose truth for the sake of truth, eh? Never worried about the consequences, never considering that there may be more at stake than the feel-good, kumbaya bullshit of Wikileaks sensitive information to the masses."

"And what's so sensitive about Mabele?" Charles narrowed his eyes, his British voice softer than usual. "What is so crucial about this man, that our own government is willing to aid and abet him?"

Armitage's gaze darted among the X-Men. "I thought you people were patriots. I thought you would understand…"

"Understand what?" Jean-Paul prompted, his own gaze flitting to Kyle. The other boy looked away.

"The world isn't simple," Armitage answered through his teeth. "No one seems to truly appreciate just how not-simple this world really is. We have people with the firepower of weapons at their fingertips. We have countries gathering them up like human nuclear warheads. You know Uganda just created an all-mutant paramilitary brigade? I don't even want to think about what the Saudis are doing. We need a buffer who will put a block on the Chinese and the Russians – unless you want two nations weaponizing mutants? You know they've been experimenting on them, trying to turn their blood into bioweapons and God knows what else? Unless we hold them off, they'll gain even more of a foothold in the third world. The trafficking in those countries is insane. We can't fight on two fronts. We need a little wiggle room on the cut aspects of cut-and-dried morality, if we're gonna fight the battles that really matter."

"Mabele…" Bobby breathed out. "You've been working with him."

Armitage gave a poisonous little smile. "I can neither confirm nor deny the activities of the United States government in regards to private individual—"

"You bastard," Scott snapped. "You're telling me our government is backing thugs and warlords now?"

"Now?" Armitage barked a laugh. "And here I thought you worked at a school. Don't you teach your history?"

Sub-basement, 866 United Nations Plaza, New York City

Rogue blinked. She had the sense her eyes were open, but could see only darkness. Someone…someone was kicking her lightly.

"Ah…a cat goes to a monastery…but she still remains a cat." Mabele sniffed. "And he actually had hopes for some of you…"
Rogue heard the heavy tread of Mabele's boots as he ambled away; they seemed to cause tiny fissures in the ground as he walked, racking her already aching head. It took her a few minutes to hear the soft whisper to her left. "Rogue…X-Man…Rogue…"

She started to turn her head, and Yoshida hissed to her to stop. "No," he whispered. "Don't move yet."

"I don't…" She wet her tongue to be able to move it. "I don't think I can."

"If he gets up there before we can stop him, he will bury us down here."

Rogue tried to rise and felt a hand on her covered shoulder. "No!" she gasped instinctively. "You can't—"

"There is no one else left," Yoshida whispered, and then paused, when it seemed Mabele did. They both held their breath, but the man was only chuckling to himself. "And you!" he said, somewhere far to their left. "He had such high hopes for you, devil."

"Remy," Rogue croaked out, and again felt the slight pressure on her shoulder. "Listen," Yoshida coaxed. "The only way to help them is to stop him."

"I can't…I'm hurt," Rogue said, feeling the weight of her body doubled, something hard and aching in her lower chest. "I might have some broken ribs."

"My leg is broken," Yoshida said, almost conversationally. "From what I can hear of their heartbeats, your friends are alive, but unconscious." When Rogue again started, he applied gently pressure to her shoulder. "Breathe; listen. You have the ability to take others' abilities, do you not?"

Rogue felt the weight sink into her stomach. "It's not what you think…I don't like…I don't mean to…"

"But you can."

Rogue swallowed. "Yes."

"Then take mine. With our strength combined."

She was shaking again; Yoshida had to reapply pressure to get her to still. "You don't…don't understand," she gasped out. "It's not…I can't control it. I could lose control…you could be killed."

"We all will be killed if we do not stop that man."

Rogue didn't even have enough breath to hyperventilate. "I…I don't wanna hurt you."

"Nor do I," Yoshida said, in the same steady tone. "But I do wish to authorize you to take my powers. Think of them as a weapon I freely give."

"It's not like that," Rogue whimpered back. "It's…it's not just your powers, it's memories, it's feelings…It's not handing me a weapon, it's making me a weapon."

The sound of Mabele's footsteps grew fainter. "I force nothing upon you," Yoshida murmured. "But I cannot fight him. And you cannot fight him. He has the strength of ten mutants. We need at least the strength of two."

Rogue closed her eyes against the dark. She didn't bother trying to calm her racing heart. "Give me your hand."
Yoshida inched his fingers towards hers; Rogue could feel the warmth. "Any last thoughts before this?"

"My powers are activated by sunlight," Yoshida said. "If you can force him to the surface, you can burn through his very skin."

"Ain't that lovely." Rogue took a quick gulp of air and then grabbed Yoshida's palm.

Rogue had been the cold of near-unconsciousness. Now she burned, every limb and ligament aflame with unspent heat. It raced around her heart like molten gold, and she shot to her feet with its force.

Mabele paused at the incline to the kitchen, his left foot perched atop a broken crate. He turned slowly, his face just visible in the light that pulsed from within it. "Ah. So the cat makes use of one of her nine lives?"

"Get it right, you pompous, pointy-headed sack of rocks—my friend is the kitty cat. I'm the Rogue."

Rogue suspected he sneered; it was difficult to see his face. She did see when he raised his foot, and she was leaping before the ground shook. She landed in a bent knee pose Logan never taught her, and segued immediately into a low spinning kick that struck Mabele in the knees.

The larger man stumbled backwards, and the walls around them shook. Rogue's hands formed an open pose she had never taken before in a fight, and her legs grounded low, her entire body quivering in readiness.

"Silat."

Rogue's head jerked up at Mabele, and now she could see his face. For once, the smirk was absent. "And did Yoshida teach you that, eh?"

"In a way."

Mabele nodded, as if mildly impressed. Then he launched himself into the air with a swirling kick that would have crushed Rogue if she hadn't dodged. Where his feet hit the ground, it splintered.

"Capoeira?"

"Surprised?" Mabele responded. "A man should never be given a gun if he cannot fight with his own two fists."

"I agree."

Rogue could feel something oddly familiar in their banter, even as the words rushing past her lips did not feel like her own. She recognized the heady sensation of another's mind, power, and skills taking over the forefront of her consciousness. She knew from experience that to fight that wave would bring nothing. When Mabele's next attack came, she let Shiro's techniques use her body.

Several times larger than her, Mabele moved with unholy speed, flipping and twisting in the half-dance style of the fight. Rogue found herself blocking and striking with barely any holds, rolling and throwing her entire body into kicks and drops she'd never imagined. A fierce joy propelled her, a total escape into physical anger that made everything clear. When Mabele landed a hit to her jaw, she caught his arm and locked it behind her elbow. With a whirl, she dropped him.

The ground shuddered. Rogue glanced behind her, and Mabele laughed. "Ah." He raised a brow, his muscles straining against hers. "Be careful. When elephants fight, the grass is crushed. Our battle
may cause your friends to be buried alive in their tomb."

"Not likely."

**Kitchens, United Nations Plaza, New York**

"Wait – you have to listen – wait!"

Armitage fumbled after the X-men as Scott, Jean-Paul, and Bobby strode into the kitchens, Kyle at their heels. "Where are you going? You aren't allowed back here. Dammit, what is going on?"

"We're getting our people back," Bobby said, as the kitchen staff parted like water to let them pass. "And if Mabele is still alive, we're getting him too."

"You can't! You have no jurisdiction!" Armitage bellowed. "You have no way of—"

There was the deafening sound of metal and wood crunching, and then the back wall of the kitchen came apart like paper. Rogue and Mabele, locked body-to-body, careened into an open fridge, and then into a stove. Shrieking, three kitchen staff ran as pots and pans clattered to the floor around them.

"Sweet Christ," Armitage cursed.

Mabele broke from Rogue, rocking back and forth. Rogue took horse stance. Mabele came at her with a swirling kick and a knee sweep; Rogue ducked the first and slapped away the second. Mabele danced away, and then came in with a flying kick sideways on both legs, striking Rogue on the head and causing her to stumble back into a fully-loaded platter of oysters.

"Vôo-do-Morcego," Mabele said as he landed on his feet and immediately began dancing again. "Flight of the bat."

Rogue growled and reached behind her for a blade. Finding instead a pan fresh from a stove top, she picked it up, still steaming from the flames. She came at Mabele with the burning iron, forcing him back. "Hot pan to the face," she snapped, whacking at his head. "My own invention."

Mabele caught the metal in his right hand, wincing at the pain, and uncharacteristically tugged Rogue in. "Little girl," he hissed. "This isn't your fight."

He pushed the full force of his body into a headbutt, knocking Rogue backwards. He lifted the hot pan, and found his arm suddenly incased in ice. He turned and found himself dodging a red blast.

"You're right," Scott said, as Bobby and Jean-Paul ranged out on either side of him. "It's all of ours."

Mabele shook, and the floor shook with him. The kitchen staff fled screaming, as the ice around his arm shattered. "Pests. You're all like these noxious flies we have back home. The only way to get rid of the pestilence is to spray enough toxin to annihilate them all."

"Mass murder, of course," Scott said. "Is that your solution to everything?"

Mabele answered by rushing the professor, who fired an optic blast at the huge man's chest. Mabele dodged it with a swirling kick, but slipped on the landing as Bobby iced the floor. Mabele raised his fist to slam the ground, but Jean-Paul hoisted him from behind and into the air. Hovering above the floor, Mabele grabbed the Quebecois neck. Jean-Paul gasped and sputtered as Mabele squeezed, until a sharp butcher's knife was stabbed into his leg. The warlord roared, releasing Jean-Paul and dropping to the ground at Kyle's feet.
"Kyle!" Armitage scolded, furious and impotent in a corner as he watched the mutants fight. "Kyle, get out of there!"

Mabele rolled to his feet and stumbled. He pulled the knife from his leg and turned on the human boy. Kyle stood, frozen, as Mabele lifted the blade.

"Kyle!"

A shot of light blasted Mabele from behind, blinding him and forcing him to drop the weapon. He whirled around to glare at the still coughing Jean-Paul and found his feet incased in ice. He snarled as Bobby tried to work the cold up his body. "Fools."

The ground shook, splinters on the walls knocking down shelves full of kitchen equipment. When Scott fired a blast at Mabele it only made the fissures wider. "Fine, then," Mabele laughed. "Let's all go down together."

"No!"

Light too bright for anyone to bear forced the X-Men and Mabele to turn their heads away. Bobby felt a wave of incredible heat speed past him, and threw up a shield of ice. Through the rapidly melting shield, he could see Rogue, her entire form rippling with white-hot energy.

Rogue grabbed Mabele by his shirt and with a kick launched them both into the air and through the kitchen door into the main hall. Partygoers shrieked as she landed atop Mabele, the light of the dawn sun through the window above them feeding into her. Mabele groaned as the rippling heat around her invaded his body, cooking him in his own skin.

"Rogue, no!"

The Professor's voice cut through the dual minds in her head like a laser. Rogue – Rogue! Listen. I call you back to yourself. This is not you. You do not want to murder this man.

It felt like she did. Rogue could taste her hatred, could feel it, as hot as the solar strength feeding her new mutant abilities. As hot as her hatred for her father, as burning as her need to avenge the deaths of her men, of the men and women killed by this man, this demon of a man.

Rogue…please…remember yourself. Remember…

Other memories came to her, other voices than that of Shiro. A cold-steel voice of more vengeance…the gruff love of a man with no home…the bourbon-and-silk drawl of a Cajun who loved her…

Rogue.

The heat lessened, fading from her skin, and she released Mabele. The man had burns all across his face and neck, and he was gasping for air on the floor. But he was alive.

"This is unconscionable!"

Armitage stumbled out of the kitchens, Scott and Bobby limping after him. Kyle supported Jean-Paul as the furious colonel brushed past them towards Xavier. "This is every kind of illegal, and I will see you all buried for this."

"Yeah, speakin' of buried," Rogue drawled. "You head back through that new door me I made ya, and you'll find all kinds of illegal buried down below. See how that fits your conscience. Assuming anybody here has one."
"Oh, that is just..." Armitage whirled around to glare at the shocked faces of the rest of the partygoers before stomping over to Xavier. Rogue stepped in between them protectively, so Armitage leaned in and lowered his voice. "You're going to regret this, Charles Xavier," he warned. "You don't understand what's at stake."

"I'm quite afraid I do," Xavier said in a voice so icy even Bobby shivered. "You are simply another diseased arm of our government dealing in realpolitik, willing to work with warlords in the name of expedience."

"Oh, shut up with that goddamn sanctimony!" Armitage snapped. "You sound just like Shiro. They're all warlords, Charles. One generation gets sick of the former, and they overthrow them and become the next phase. You have to work with the leaders they have. If you try going after them for these crimes, you just start another phase of violence all over again. Peace is more important than justice."

"Yeah, well—" Scott grinned defiantly, as the blaring of police sirens overrode the party soundtrack of Nigerian pop music. "You'll just have to settle for justice today."

Rec Room, Xavier Institute

_I See Red by Thousand Foot Krutch Plays Over the Ending Scenes_

"Questions are being asked of the American military's involvement in central Africa today, as Moses Mabele was extradited to Japan on charges of illegal weapons smuggling and human trafficking. Some are alleging that figures within the U.S. military knew of Mabele's dealings, after a cache of experimental munitions and several underage fighters were discovered beneath the Congolese embassy. Mabele..."

"Is done, and good job to us," Bobby said with finality, as he muted the Rec Room TV. "If I were legally of age, I would buy us a round."

"You could always ask Logan," Kitty said, snuggling into Jubilee on the couch. Her black eye was healing nicely, and she'd made it more glamorous by circling it in blue shimmer shadow. "If you catch him off-guard, he might say yes."

"I believe alcohol inhibits recovery," Piotr said mildly, as he helped Sid jailbreak their Ipads. "We should really all be resting."

Jubilee snorted. "Right. We always say that, and we never actually do it. No rest for weary mutants anywhere."

"Well, not everyone here is a mutant," Kitty murmured, looking across the room to the two boys who sat alone in the farthest corner.

"Say something."

Jean-Paul looked down at his pristine white sneakers. "What do you want me to say?"

"Why you left could be a start."

"You know why I left, Kyle."

"Then how about why you stayed away?"
Jean-Paul raised his head. "Things have happened here…things I just…I couldn't just come back and explain."

"Well, I'm here now, hein?" Kyle took Jean-Paul's hands. "You don't have to tell me everything. Just anything."

Jean-Paul glanced over both his shoulders, and then shook his head and huffed a soft laugh. "So many things…but one thing. One thing won't let me sleep. We...we were underground, and there was a man—a mutant. He got into our heads. He made my friends turn on each other, but me…me, he showed something."

Kyle squeezed Jean-Paul's hands softly. "What?"

"Death." Jean-Paul let his eyes drift out of focus. "My death. My future."

"Wait – what? J'ne—Jean-Paul, was this mutant an oracle? How could you know?" Kyle gripped his hands tighter. "How could you know this was your future? Maybe he put lies into your head."


"Plus que moi? Plus que nous?" Kyle touched Jean-Paul's face gently to turn his eyes back. "Hey. More than me?"

Jean-Paul blinked, and managed something like a smile. "Non. There is nothing more real to me than you."

Gym, Lower Levels, Xavier Institute

Rogue leapt and put her entire body into the kick. Both legs slammed the bag, which promptly snapped off its chain and flew across the floor, landing in a heap at Logan's feet.

"Huh." He thumbed an unlit cigar. "Chuck'll take that outta your allowance."

Rogue flipped up into a low stance, one knee on the ground, her hands up.

"Gonna attack me?" Logan questioned, leaning on the doorframe.

Rogue shook her head, rising into another stance, this time with her knee raised. "Just tryna remember all this. Shiro's powers are gone, but if I can work on his trainin' before it fades, I might be able to keep a few moves."

"Shiro, huh?"

Rogue colored, and Logan grinned. "Don't let Gumbo hear you say that, Stripes."

"It's not like that, Logan." Rogue let her hands fall by her sides. "I had the guy in my head, I can't think of him as Mr. Yoshida. I felt his feelings. How he hated his father, how he felt responsible for the disaster that killed all those people...how badly he wanted to kill Mabele."

"But you didn't." Logan stepped towards her, and Rogue nodded, hazel-green eyes bright. "I didn't. I wanted to – he wanted to. But when the Professor called to me, I remembered myself. Even through him. I controlled it. All that fire, and I held it down." She smiled up at her teacher, half-breathless from exertion and revelation. "I kept control of me."

Logan chuckled. "I feel there's an 'and' comin' here."
"And," Rogue said, lightly punching his shoulder with one gloved hand. "And if I can control the
people when they're in me, then maybe one day I can control me, myself..." She swallowed. "My
skin. Maybe one day I can choose how to use my powers, 'stead of my powers usin' me."

Logan gently touched the white of her hair. "That sounds like a day I'd like to see. Well." He
grunted, shaking his head free of tenderness. "You wanna show some of those fancy Japanese
moves to your grizzled old teacher?"

Rogue grinned, backing away and putting up her hands. "It's Silat. And...I think it's South Asian,
actually."

"Good," Logan said, tossing aside his cigar and leather coat. "I've had enough of the Land of the
Rising Sun."

RQ-11 Raven, 30,000 ft above the East Kivus, Democratic Republic of the Congo, Africa

The plane chased the dawn above the clouds, and Shiro Yoshida leaned back against it, feeling the
hum of the huge machine as he crossed his legs. "Look out your window, Mabele. The sun is rising.
It'll be rising for a few more hours, and it'll give you the last glimpse of home you'll ever see."

Mabele shifted, the heavy chains holding him down allowing movement only from the neck up.
"Three hundred years ago my people were taken in chains by sea. Now we're borne in chains
through the skies."

Yoshida laughed outright. "You have no shame. You're being taken for crimes against your
people, and mine, and a thousand others. You're in the skies to prevent you from killing any more with your
quakes."

"From utilizing my mutant powers, you mean," Mabele shot back. "And we're high up near the sun,
where you have the advantage of yours. Taking no chances, then, Inspector."

"They told me you weren't even a mutant at all." Yoshida folded his arms behind his head. "That
you had done something to yourself to get those abilities."

Mabele looked away. "So I suppose you stole them," Yoshida pressed. "Just as you have stolen
everything else in your life."

Mabele faced the window, but closed his eyes as they passed over the Kivus. "You think I am a man
without conscience. I am not; I am a man without illusion, a man stripped of pretense. I tried, once, to
be a man for my country—to fix what was broken. But it cannot be done. More importantly, it
should not be done. I saw then that most of my countrymen were not worthy of saving."

"More outdated Darwinism," Yoshida scoffed. "It may have persuaded terrified children and foolish
thugs to follow you, but it will not work here. Or where we're going."

Mabele kept his eyes closed, but the rising sun illuminated his smile. "But human nature follows us
everywhere. You don't have to live in a jungle to live under jungle law. A lion will eat another's
young; a hyena kill her daughter to cling to power. Most humans are barely removed from the bush,
even if they wear suits and live in towers. Only the select few can transcend that nature — and the
select few, Shiro, is exactly what we are."

"I am as far from you as the ground beneath us, Moses. And if you don't shut your mouth, I'll send
you out to meet it."

Mabele chuckled, looking up at his captor with genuine affection. "You were the one who wanted to
spar. But I can see I'm not the one to show you the truth. That's alright. Soon. Soon you'll have your eyes opened. Then we will be like brothers."

Yoshida pushed himself to his feet with a sneer. "Soon, we'll be in Japan. And then you can try your post-colonialist bullshit on a jury and see—"

The plane rocked, thrusting Yoshida back, and forcing Mabele to let loose a cry as his chains pulled tight. "Tohsaka!" Yoshida shouted to the pilot. "Y—"

The plane jerked wildly again, and this time Mabele's cry of pain ended on a laugh. Yoshida's eyes flamed, and his skin drew in heat from the rays through the windows. He ran across to Mabele, reaching his prisoner as the plane dipped again. "What have you done?" he demanded, shaking Mabele by the collar. Mabele continued to laugh as Yoshida slammed his fist into his jaw, as the plane plummeted. "What are you doing?"

"Are you ready, brother?" Mabele said, through split lips and broken teeth. "Are you ready?"

Yoshida was forced to cling to Mabele to keep steady as the plane went into a dive. "For what?" he yelled over the warning alarms and the shouts of the pilots.

Mabele laughed as they fell from the sky. "To have your eyes opened."

ENDING CREDITS
Man Kills

I liiiivvve!

Sorry for the long, long...LONG wait. Life has been busy, and I've been writing lots of things, and fan fic got put on the backburner. But I'm just such a total nerdling that I couldn't abandon this story, or the many, AMAZING fans of it. So I hope you enjoy!

Season Four, Episode Two: Man Kills

Kenosha County, Wisconsin

The two boys ran wildly through the darkness, every tree branch and vine only as visible as the hands before their faces. The taller leapt over rocks and roots; the smaller boy stumbled, the sound of his pursuers tripping him up as their flashlights gained on him.

A stray twig caught and held the smaller boy’s backpack, yanking him back. He fell onto a rock and screamed in pain.

“Darren!”

The taller boy ran to his brother; Darren was attempting to untangle his backpack from the branch.

“Leave it, Darren!”

“Al, no—”

“I said leave it!”

He dragged Darren to his feet. Hauling the smaller boy with him, he forced them to make it through to the edge of the forest.

The tree line gave way to meadows. Both boys raced faster, as a crowd of six emerged behind them.

They had nearly reached the tree in the middle of the field when the crack split the sound barrier.

“Al!”

Darren went down as his friend did, and he felt the warm liquid coat his own hands as Al grabbed his thigh. “My leg...”

A wolf whistle made Darren look up, and swallow hard.

“No use now,” said the boy holding the pistol. “You’re outrun.”

“You’re an asshole, Ken!” Al yelled, clenching his leg, while Darren shivered.

“Shut up, Alvarez, or I’ll pop you again.”

“Stop it!” Darren demanded, putting up a valiant effort not to cry. “This isn't funny, Ken! He's really
hurt!"

“Well, that’s the idea.”

Darren glared around at the advancing boys in fury, feeling his face grow hot. He began to breathe deeply, drawing up strength from the earth beneath him, his hair tinging green in the light from the torch one boy held.

“Hell no, you don’t.”

Darren was grabbed by four boys at once. Al screamed after his brother as Darren was dragged behind him towards a large maple tree. Ken stepped over Al, kicking him as he did. Al twisted, gasping with pain as he tried to make out his brother in the dark. Darren was fighting, trying to get his feet on the ground as the four boys held him up. Something dangled from the branch of the tree, and Al couldn’t quite make out what it was Ken was doing with it. It was only when all five boys stepped back, and the sixth moved in with the torch that Al could make out his brother, suspended, kicking feet inches from the grass, his screams drowned out by laughter.

Student Dorms, Xavier Institute, Salem, New York

“Urgh. Why are people such garbage?” Kitty huffed, bent over her computer on the floor of the dorm she shared with two of her best friends.

“Kit, y’ain’t readin’ YouTube comments again?” Rogue asked, from her perch on her bed, flipping through a fashion magazine. “You know they’re all twelve-year-old losers, or creeps writin’ from their mama’s basements.”

“Or it’s people ironically imitating said pre-pubescents and basement dwellers,” Jubilee said sagely, as she changed the music on her iPod from hip-hop to industrial.

“You don’t understand!” Kitty fretted, splitting her glaring between the screen and her friends. “The way people reveal themselves when they have anonymity is crucial to understanding how much of a danger they pose! This is where you can actually see anti-mutant sentiment being born, because they admit to stuff they never would face-to-face. Like, take this guy.” Kitty switched around her computer to show her friends the YouTube channel for SwashbucklingSwain. “This guy has literally millions of followers! And look at the kind of stuff he posts——”

She clicked on the latest video, and an anemic looking young man with freckled skin and slicked down blonde hair began speaking in a nasally, slightly affected tone. “Hello, fellow human beings, and welcome to the FreeTalk zone where human rights still means human. So, before anything else, I want to jump on a story that I already know the mutant-sympathetic media will try to use against us. Apparently, some sack of degenerate losers decided to put out this video.”

The screen changed to show a grainy iPhone video of a dark field and a heavy tree. Rogue and Jubilee came over to look closer.

“Now,” continued the voice of SwashbucklingSwain, “first off, this may not even be real. Frankly, I think it’s been doctored by the mutant victimologists who want us to think they’re the ones under attack. But even if this is real, ask yourself – what could push normal, human children, to do something like this? How were they persecuted, how were they threatened, and how afraid for their lives must they have been to——”

“Wait, Kitty——” Jubilee pulled back, as Rogue leaned forward. “I can’t, I think——”

“Oh my God!” Rogue shrieked.
“Wait, what? What?” Kitty spun her own computer around, eyes narrowed. They widened immediately in horror. “No—it can’t—that can’t—”

Rogue began screaming, and Jubilee ran for the door, but Kitty couldn’t tear her eyes away from the limp body of the teenaged boy who swung by the neck from rope around the tree.

TITLE SEQUENCE:
TITLE SONG: "Evolutionary" Composed by Emilie Autumn
Cast:
Wolverine: Hugh Jackman
Storm: Halle Berry
Professor Xavier: Patrick Stewart
Jean Grey: Famke Janssen
Cyclops: James Marsden
Beast: Kelsey Grammar
Rogue: Anna Paquin
Gambit: Taylor Kitsch
Iceman: Shawn Ashmore
Kitty Pryde: Ellen Page
Piotr Rasputin: Enver Gjokaj
Jubilee: Julia Ling
With Ian McKellan as Magneto
Written by Carlos Coto
Directed by Danny Cannon

War Room
“This is—this is—”
“I’ll tell you what it is.”

“Logan, don’t.” Ororo held up a hand and the Wolverine growled and turned away, as Scott continued to stare, white-faced and hard-knuckled, at the video on the projector.
“We knew crimes against mutants were on the rise,” Dr. McCoy said, bristling his blue fur and clenching and unclenching his massive, clawed paws. “But to put the evidence out so publicly… what can they have been thinking?”

“They can’t,” Ororo said, one eye on Logan, who was pacing, and on hand on Scott’s rigid forearm. “They just can’t—”

“You haven’t seen it, ‘Ro,” Logan growled, still prowling. “It’s getting worse. They’ve convinced themselves we’re at war with them, and that this is what they need to do to defend themselves.”

“They’re going to start the war,” Scott said grimly. “Professor, if he sees this—”

“I know, Scott,” Xavier said heavily. “But I am afraid I see little way of stopping Eric – or anyone – from seeing this now.”

Recreation Room, Xavier Institute

“Have you seen it?”

“Oh my God, I couldn’t finish—”

“I refuse to watch it. I just refuse.”

“I saw it. I want to see their faces. So we’ll know who to find.”

“Dis ain’ good,” Remy remarked with Cajun understatement as he leaned back against the pool table, surveying the darkly muttering students who milled around them. Unusually for the Recreation Room, there was little recreational activity; most of the Institute students were huddled in groups together, either crying quietly, or speaking in hushed, mutinous voices.

“Yeah, I think we’re kinda past that,” Jubilee responded, kicking her legs rhythmically as she sat beside him. Rogue tightened and tensed her gloved hands around her pool cue anxiously. “Kit, why you still on that damn thing?” she hissed, her twang thickening to a snap as she glared at her friend. “You gon’ find us more trouble?”

Kitty didn’t look up from her phone, on which she was typing aggressively. “I’m trying to keep ahead of this storm before it completely blows over us.”

“Like Jubilee said,” Bobby responded, as he came up behind her with Piotr. “I think we’re past that. You can’t honestly think there won’t be retaliation?”

“It was more a gently throbbing hope,” Kitty stated.

“Well, you an’ Megazoid can set up somet’in to alert us, eh?” Remy recommended, as Sid came barreling towards them. “Eh, you t’ink—”

“Over here,” Sid said, moving directly past his friends without stopping, in a beeline for the TV. “Now.”

“Well, bonjour to you too,” Remy said, raising his brows.

“Sid.” Jubilee hopped off the pool table. “We were wondering—”

Sid was preoccupied with turning on the TV. “Guys. Now.” He winced, and the channel changed to his desire. “Look. There. Now.”
“Sometimes I wonder if the boy ain’t becomin’ one of his robots,” Rogue groused as the six friends migrated over to face the TV with Sid, who turned up the volume.

“Well, of course I utterly condemn this act of senseless violence,” said a grey-haired man with a patrician face on the screen. The tag below him identified Representative Jim Moseby, (R), South Carolina. “No one is arguing that these individuals should not be found and prosecuted. But what I am cautioning against is an attempt to make this a witch hunt without knowing all the facts. We have no idea what led up to the events of that night—”

“Congressman Moseby, I want to stop you right there,” said the bouffant haired woman behind the desk which identified her as the host of the Caroline Nze show. “This is a child we’re talking about; what exactly could they have done to provoke their own murder?”

“Caroline.” Congressman Moseby huffed in a self-conscious laugh. “Consider it from your point of view – if this young man had had a gun, and the other boys had been defending themselves—”

“He didn’t have a gun, Congressman Moseby—”

“—and if they had been in fear for their lives—”

“—there is no evidence of that, Congressman, no evidence—”

“Well, we knew this was gonna happen,” Bobby said, as the pundit and the Congressman continued to talk over each other on screen. “The minute this happened, we knew the ‘human rights only’ crowd would be out in full force—”

“This is a repeat,” Sid cut in. “They’ve been playing it on all channels.”

“Playing what?” Jubilee demanded.

“Wait.”

“Congressman, congressman, stop.” Caroline Nze held up her hand. “Now, you’re condemning it one moment, and the next you’re allowing for justification. Either this is murder, or it isn’t. I really can’t imagine a scenario where hanging a boy to death is self-defense. This a hate-crime, a lynching, pure and simple.”

“I fully agree.”

Caroline Nze, Congressman Moseby, and all seven mutants froze as the second split screen which had formerly been showing scenes of protests outside Capitol Hill went black. A moment later, it was filled by a dark eyed old man, wearing a metallic helmet.

“Oh, no,” Bobby murmured.


“Madame Nze, Congressman,” Magneto purred, a slight smile on his otherwise stern face. “I am so very pleased to see that open debate remains an American fixture, even in these troubling times. And they are, most troubling times. Perhaps, some believe that since mutants are rising in places of safety, that we neglect those of our brethren who still must live under the yoke of oppression and fear. I assure you—” And here Magneto’s expression became viciously grave, and Congressman Moseby visibly shuddered – “we do not.”

“Mr. – Sir –” Caroline Nze took a deep breath, and admirably gathered herself. “Magneto. I don’t
know how you managed to hack into our broadcast, but since you’re here – are you saying that you intend to retaliate against the perpetrators of this crime?”

“I? Oh, no,” Magneto said in his deep, resonant voice. “I don’t believe I’ll have the time.”

“Too busy ruling your mutant republic out in the former slave island of Genosha?” Ms. Nze said, with a reporter’s instinct for driving the point home. “Too busy to make an appearance here for such a small instance?”

“The death of innocents is never a small matter,” Magneto intoned gravely, and Ms. Nze swallowed. “I would gladly answer these criminals with blood myself. But there will be no need. Their crimes will be paid back most swiftly. No, I was referring to the storm that will soon break upon America for all of those innocents like this boy. And mark me, Madame Reporter, Congressman. It will fall on the small and the great alike.”

**COMMERCIAL BREAK**

Classroom 231, Xavier Institute

“Now, meteorology may not be an exact science – some might say not much of a science at all – however, some basic principles are worth going over—”

“Professor Monroe?”

Ororo blinked at the hand in the air. “Yes, Trish?”

The curly-haired sixth year gulped, blinking her orange eyes. “I just...I was wondering…when they catch them, the ones responsible, what do you think their parents will do? Do you think they know?”

Another student snorted, green eyes slitting in his round face. “Wow, Angie, that’s real optimistic – you think they’ll “catch” them?”

“They have to!” Angie shot back. “The evidence of it is up, they’ll find them, and when they go to jail—”

“They ain’t goin’ to jail, they’ll say it was self-defense or some bull—”

“Harrison,” Ororo interjected, with a warning of storm in her blue eyes, enough that the teen swallowed his swear. “Now, I know this is raw, for us all. But I can promise you are all safe here, and we will continue to work through this, through our anger, together.”

“Unless Magneto works through his anger first,” Harrison muttered, loud enough for the class to hear.

“We won’t let that happen,” Bobby said sternly.

“Why not?” Harrison fired back and was joined by murmurs of agreement. “They murdered kids; let him crush them into tin cans.”

Kitty snorted, hunched down at her desk, her gaze on her lap. “Yeah, the answer to killed kids is to kill more people.”

“They’re not people if they do that—”
“Oh, they’re not people?” Kitty snapped back, still looking in her lap, “now you sound like him. Why don’t you go join the Brotherhood?”

“Harrison,” Ororo cut in, holding up both hands. “I don’t want this escalating; find another tone to have this discussion in, and Kitty, I can see that you are on some kind of device—”

“Magneto’s got a whole-ass island,” Harrison directed at Kitty, raising his voice again, “and mutants are safe there, so clearly he’s doing something right.”

“You weren’t on that island,” Bobby practically snarled, “don’t talk about what you don’t know.”

“We know that this could never happen there!” said a young mutant with pale blue veins extending from her neck to her ears. “He fought back, took a place for all of us, and he still cares enough to say —”

“Oh, Magneto cares so much about innocent mutants.” Rogue’s drawl was icy poison cutting through the air. “Please, Hyeon, don’t talk like a moron. Magneto uses people like pawns, only thing he cares about is grandstandin’ on TV—”

“Well somebody has to do something!” Harrison yelled, jumping to his feet as more voices joined the fray. “Unless you want to end up strung from a tree!”

“ENOUGH!”

The temperature in the room dropped. Students gasped, wrapping their arms around themselves, and turning to face the white-eyed weather witch. “All of you,” Ororo said with dangerous quiet, “cool off. Harrison, sit down.” The boy sank back into his seat. “Kitty, turn off that computer.”

“Professor…”

“I said now, Ms. Pryde.”

“No, professor!” Kitty lifted her laptop up and turned his around to show Ororo and the class. She ratcheted up the volume, so that the newscasters voice explained the pristine video of four children in what appeared to be a basement, bound and gagged, as ski-masked men moved around them.

“…have not responded since the video was dropped. Again, this video was sent directly to the Caroline Nze show, in response, with the statement that these human children will suffer the same fate, unless the perpetrators of the hanging are immediately brought to justice.”

“Shit,” Harrison said aloud. Ororo didn’t bother to scold him, as the temperature within the room shot up to the eighties.

“Class dismissed.”

The Blackbird Hanger

Scott was grim-faced as he looked over the team. Ororo, Kitty, and Sid made up his strike force. Logan, despite his growling, and Rogue, despite her fury, would remain; their goal was absolute stealth.

“You’re sure you’ll be able to track the location once we’re in flight?” Scott asked Kitty and Sid. Kitty nodded. “We know the general location. We’ll be able to find it quickly the closer we get. But
we have to move fast – whoever did this was sloppy. If I could find it this fast, law enforcement won’t be far behind.”

And it’ll be a bloodbath when they do, was what she didn’t have to say. Scott set his jaw.

“Then strap in.”

Blackbird, 50,000 ft., Baltimore, Maryland

The grey clouds parted for the jet as it soared in closer to its target. Kitty and Sid had zeroed in on the location the video was sent from, and Ororo had plugged the coordinates into the jet’s navigation.

“Any idea what kind of area we’re landing in?” Ororo asked, eyes still white from plowing through the wind.

“We need to descend now,” Kitty said abruptly, as Sid leaned in to monitor their mutual screen.

“We’re exactly above the area.”

“What are we descending into?” Ororo asked, voice dry “Warehouse, club, office—”


Armistead Homes, Baltimore, Maryland

The jet landed on the roof of the housing complex silently, thanks both to the Blackbird’s capabilities and Ororo’s control of the air around it. Kitty, Sid, and Scott phased silently out into the night, the air around them warm due to Ororo’s control. Sid checked the small device in his hand and motioned to the left.

Scott nodded up silently at Ororo once, before the three X-Men took hands and phased down. They landed in a dingy kitchen, Kitty catching herself. The snoring from the couch only a few feet away paused. “Sean?” a voice called.

Kitty quickly recovered, phasing them down two more levels, landing them precariously atop a glass coffee table in a living room jammed with a TV and several gaming consoles. A cat snoozing on a computer table raised its head at their entrance.

Kitty put her hand to her lips in pleading to the fellow feline as Scott and Sid attempted to dismount the coffee table. They proceeded towards the exit, and the cat leapt off the table to follow them. Kitty tried to shush it away, but the white-and-black cat rubbed against Sid’s ankles, purring loudly.

“Snowball?”

Kitty grabbed Sid by the scruff of his neck and Scott by his hand, phasing them through the door just as a man came out of the bathroom.

Hallway, Armistead Homes

Sid quickly looked up from his device, pointing down, and holding up four fingers. The team descended the stairs on foot, stopping on a landing. Sid pivoted, scanning his device, and the four closest doors. He pointed to door 415.

415, Armistead Homes

The three X-Men moved through the door and immediately spread, taking up their usual formation for stealth entry. The apartment was medium-sized, the kitchen to the left well-used, the sink filled
with pots and pans, the smell of fish still permeating. The main living room held a giant green carpet, a TV and computer, and a couch that had clearly seen too many sleepovers. Shoved behind the TV, in the far-right corner, was a set of camera equipment and tripods.

Scott nodded grimly, confirming with the other two, and then led them prowling silently across the floor. They turned right, into the tiny hallway bisecting the rest of the apartment. Directly in front of them was the bathroom, the door slightly ajar. To the left in the hall lay one door, to the right two.

Scott turned to Sid and Kitty. Sid examined the device, but it seemed to give him no sign. Scott turned to Kitty. Kitty phased through the door on the right. Scott waited in the tense silence. She returned a second later, frowning. She phased into the first left room, and back out, with one shake of her head. Scott and Sid joined hands with her as they phased into the final room.

“The hell?”

Sid’s words were timed exactly with those of the boys within. A tall, slim boy stood by a messy desk, his computer open. He was wearing pajama pants and several cheap chain necklaces, his dreadlocked hair falling over sleepy eyes. Another boy, his brother by their similar noses and wide brown eyes, shot upright, knocking over his lamp, which he caught, fumbled, and then clutched as if it could protect him.

“Dee?” a sleepy voice said from one of the two bunk beds. “What’s—” the round-cheeked boy froze as he lifted his head, going still with fear at the sight of the X-men. “Who the hell are you?”

Scott opened his mouth, but the tall boy answered for him. “Man, you know who they are! That’s the X-men, bro!”

The chubby boy shot out of bed, while the younger brother slowly righted the lamp with a soft-voiced, “Whoa.”

The tall boy stepped forward eagerly, almost tripping over the skateboard and shoes that littered the floor. “DeAndre White,” he said, stretching out his hand to shake Scott’s, despite the team leader’s shock. “An honor man, straight up honor.”

“Um,” Kitty said as he shook her hand and then Sid’s. “Are you – we –”

“Are you hiding kidnapped human kids?” Sid asked bluntly. When Scott and Kitty’s heads whipped in his direction, he shrugged. “What?”


“But—” Sid checked his device in utter perplexity. “It said—”

“We saw—”

“Yeah, yeah, that was Walter,” DeAndre said, pointing to his shy younger brother, who came forward with a soft grin. “Show ‘em, Walt.”

Walter flashed a half-grin, and then closed his eyes, spreading his hands. Suddenly, the X-Men and the boys were in the darkened room seen in the video, several kids huddled on the floor in fear, and the three boys were wearing ski masks. “Get on the ground,” DeAndre spoke, with the voice of a much older man. Kitty shivered.

“What the hell do you thinking you’re doing?” Scott’s growl faded the grins on the faces of the boys.
“It’s just an illusion, man – sir,” Walter said, swallowing obviously.

“Yeah,” DeAndre said, though his tone had lost some of its brightness. “Nobody really here. It’s my brother’s thing – he can make illusions so good they translate to screen. We filmed it, to put the cops and everybody else on notice.”

“On notice?” Kitty’s eyes narrowed. DeAndre turned to her. “Yeah. Let ‘em know they can’t just lynch mutant kids with no consequence.”

“Nobody will really get hurt,” Walter said, wrapping his arms around himself. “Exactly!” DeAndre said, putting his arm around his brother. “Even if we made it look like somethin’ happened – nobody really would die.”

“Nobody.”

Scott’s voice was so dangerous everyone in the false room froze, the spectral kids ceasing their crying. “Nobody except all the mutants who would be killed in the backlash you’d cause.”

Walter faltered, and the illusion glimmered, but DeAndre scowled. “So what? We just let ‘em massacre us, and they get away with it? No consequences? Ever?”

A shuddering bang echoed throughout the building, and Sid lifted his device, now flashing a warning in red and orange. “Uh oh.”

“What’s that?” DeAndre demanded, as Walter’s illusion rippled and disappeared, leaving them back in the bedroom.

Scott set his jaw grimly. “Consequences.”

COMMERCIAL BREAK

Roof, Amistead Homes

Ororo had been holding the fog down to shield the Blackbird from the view of anyone above, when the sirens drew her attention below. She lifted herself up on the wind to give herself a better view.

Police cars swarmed in, seven in total. Following them, lumbering along, were two large grey vehicles. Ororo’s eyes flashed white at the edges as the doors of the first opened, and a trail of people in helmets, carrying shields and batons, issued out.

From below, a voice amplified enough to be heard all throughout the building reached Ororo’s wind-enhanced ears.

“Residents, please be advised, an ongoing investigation requires the immediate evacuation of Amistead Homes. For your own safety, please exit the building.”

415, Amistead Homes

—single file, and remain calm.”

“Bullshit,” DeAndre snarled, as the voice echoed around the small apartment. Scott nodded grimly. “We need to get you out. We head up.” He strode into the living room, the others following.
“Jonathan? ‘Andre?’” a woman’s voice called from the room opposite the boys.

“My grandmama,” the heavyset boy hissed. “We can’t leave her.”

“She’ll be fine,” Scott replied. “They aren’t looking for her.”

“They don’t know who they’re looking for,” Kitty pointed out. “If we traced the message to this apartment, they might have done the same.”

Scott swore low under his breath. “Fine. We move all of you.”

“Move us where? How?”

An older woman in a pink bathrobe stepped out of her room, patting her hair. She stopped up short, clasping a hand to her chest as she saw the X-Men.

Scott looked to Kitty, who stepped forward and held out her hands. “Please, don’t be afraid. We’re here to get you out.”

**Roof, Amistead Homes**

Ororo hovered above the edge of the building, her fog obscuring the Blackbird but leaving enough visibility to watch as the residents began to stream out of the building. The police herded them off to the right, and several of the specialized officers in suits stepped towards them. Ororo frowned, hovering lower, attempting to see just what they were doing.

One of the officers pulled out something that looked like a wand and leveled it at one of the residents. There was a burst of blue light, and then Ororo was screaming, blood pouring out of her nose.

She veered dangerously and her winds fought for her, reacting to her distress. They blew a powerful gust down at the crowds, but she barely heard their wails of surprise as she landed hard on the roof.

Rising to her feet, coughing and spitting blood, she ran to the jet. She stumbled up the stairs and grabbed the coms. “Scott! Scott, answer me!”

**Second Floor, Amistead Homes**

“-swer me!”

Scott hissed as Ororo’s voice crackled through his com, just as Kitty finished the phase.

“You and your grandmother should go out,” Kitty was explaining to Jonathan and the older woman. “You can say you don’t know what happened, and since they won’t find anything in your rooms, they won’t be able to pin anything on you—”

“What?” Scott said into the com.

“And what about us?” DeAndre asked for himself and his brother. Walter was staring from Kitty to Sid to Scott in an awed daze.

“We bring you with us,” Sid said firmly. “To the Institute.”

“The X-Men headquarters,” Walter breathed, eyes like saucers. DeAndre broke into a grin, grabbing Sid’s hand and clapping him on the back. “That’s what I’m talkin’ about!”
“Guys, quiet!” Scott barked, and the others fell silent enough to hear what Ororo was saying through the com.

“They have anti-mutant tech out there, Scott,” the weather-witch said, her voice strained and wobbling through the static. “If anyone out there is a mutant, they’re going to drop them. You have to get up here now.”

“Shit,” DeAndre swore. The older woman frowned. “Andre, don’t swear!”

“All units, proceed!”

The muffled voices down the hall were followed by a banging, and a haze of creeping purple smoke.

“Shit,” Scott snapped. “Back, everyone back!”

Kitty grabbed Walter as Sid and DeAndre helped the coughing Mrs. Jackson stumbled backwards away from the swiftly advancing purple smoke. Jonathan hurriedly took out his camera, filming as they backed away.

“We have to get up,” Scott decreed. “Kitty—”

“I’m not Rogue, I can’t fly!”

“Yo, y’all can fly?” Jonathan said, pivoting his camera to catch the X-Men as they pulled back into the hall toward the stairs.

“Put that damn thing away!” Scott growled. “Sid, what do they have on them?”

“Pistols, shields, and some kind of – some kind of weapon and it—” Sid winced. “I – I can’t tell. It’s interfering with my senses.”

“Ahead!”

The shout was followed by a tossed device, which sailed past Scott’s head, landing behind them on the stairs. A second came towards them, and Scott blasted it.

“Targets acquired!”

“Get up the stairs!” Scott insisted, hand to his shades as he readied to fight off the advancing force. Sid and DeAndre turned, moving towards the stairs, only to freeze as the device that had landed behind them began issuing purple smoke. They coughed, and Sid began to seize.

“We can’t!” Kitty exclaimed. “It’s—” She coughed “—it’s some kind of anti-anti mu—”

“This is wild,” Jonathan murmured, his camera catching the immobilizing cloud of violent.

“Jo—jon—” The elder Mrs. Jackson swooned, and Sid and DeAndre struggled to hold her upright.

“Shadowcat, can you phase past it?” Scott demanded. The heavy tread of boots became audible.

“No! It’s – it’s screwing with my powers!”

“We have to get up,” Scott determined. He rounded on Walter. “You – Walter – is there another way up?”

“El—elevator is on the next floor up,” Walter stuttered.
“Alright, let’s mo—” Scott’s command was cut off by another device tossed their way. He blasted at it, but the smoke had weakened him, and in the resulting explosion a team of five riot officers in masks dove through the smoke. The first to reach Scott leveled his baton, the end point glowing an electric blue. Choking and coughing, Scott tried and failed to summon up his ability as the baton began to crackle.

DeAndre surged up and punched the officer, knocking him off balance. Two of his compatriots turned on DeAndre, who was unaffected by the smoke. He ducked just as one of them fired on him, blasting a hole in the door to his left.

Sid slammed into the other officer with his shoulder, using his free right hand to disarm him. He caught the gun and pointed his at the officer, who raised his shield.

Sid pivoted, shooting another two holes through the door to the left. “C’mon!”

DeAndre and Walter helped Mrs. Jackson to her feet, half-dragging her into the room. Jonathan and Sid hurried in after them. Two officers attempted to follow them, but Kitty slid beneath their feet, kicking out their legs. The leading officer fired at Kitty, who yelped and dodged. Scott struck the officer, and grabbed Kitty, fleeing into the room with the others.

Scott’s gaze ranged around the apartment, finding a bookshelf. He grabbed it and pushed, knocking it over so that it partially blocked the door.

“Quick,” Scott coughed, finally able to speak in the unpolluted air. DeAndre hurried over to assist him in trying to prop up the shelf to block the door. “Kitty, the next room—”

Kitty was hacking, as were Sid and Walter. Mrs. Jackson lay on the floor, unmoving. A shot went over the bookshelf, almost taking Scott’s ear off. “Shadowcat!”

Kitty coughed but nodded. She helped lift Mrs. Jackson, Jonathan assisting her, and clumsily phased through a sealed door to the left. She came back out, wheezing. “Bedroom – c’mon—”

Scott and DeAndre abandoned the bookshelf, DeAndre grabbing Walter by the scruff of his neck as they hurried over to Kitty. Kitty phased Walter and DeAndre through the room, then came back out, grabbing and pulling Sid and Scott through just as the bookshelf was blasted to pieces.

Purple smoke seeped into the apartment as the first officer advanced. The following two spread out, two holding batons, the other three covering their rear, pistols and shields up.

The leading officer signaled them towards the left. Two followed, lining up against the first closed door. The leader silently signaled them to breach, and they fired on the lock of the door, disabling it, and kicked it open.

Three officers surged into the room, spreading immediately, weapons up.

An empty bedroom gazed back at them.

The first officer prowled slowly through the space, angling his baton out over the desk, the messy twin bed. He motioned for two officers to follow him, and they surrounded the closet door. At his signal, they slammed it open.

Empty.

The officers exchanged looks through their masks, roving around the silent space. After a long moment, the leader nodded for them to leave.
The officers left the room and rustled around the rest of the apartment. Each sweep was met with a muffled, "clear!" After another moment, the leader asserted, "They must have gone through the next room. Out."

Their footsteps faded. For a moment everything in the apartment bedroom was silent. Then with a gasp, Walter reappeared, heaving. His illusion dropped, revealing the others; Mrs. Jackson lying prone on the bed; DeAndre and Sid perched precariously on the small desk; Kitty cowering in the corner of the closet; Scott and Jonathan pressed up against the wall by the door.

"Are—are we clear?" Jonathan asked after a moment.

"Shh," Kitty hissed, but Sid nodded. "They’re gone."

"Damn," DeAndre wheezed. "This X-Men shit is hard."

"It’s about to get harder," Scott said grimly. "We can’t send you guys out front now they’ve seen you. You need to come with us."

"How?" DeAndre asked. On the bed, Mrs. Jackson began to moan.

"We need to get to our jet," Kitty said. "But that’s up on the roof…"

"Elevator is next floor up, you said?" Scott turned to Walter, who nodded. "Then we need to get up somehow."

Sid stood on shaky legs, his gaze drifting towards the ceiling. "Elevator is up and to the right…if we come out here, we have a clear path to it."

"Come out where?"

Jonathan’s question was answered with a blast from Scott, straight up through the ceiling. It left a smoking hole as wide as window. "There."

Sid began pivoting the desk to just under the hole. Catching on, DeAndre moved to help him. "Kitty, you first," Scott said. "Then we’ll help up Mrs. Jackson."

Kitty hopped up on the desk and with a leap grasped the edges of the hole. She pulled herself up and turned. "We’re in a hallway up here. I can see the elevator."

"Grandma," Jonathan said softly, coming over to the slowly awakening woman, and helping her lift her head. "We gotta go."

DeAndre and Sid helped to lift the groggy woman to her feet, and Scott jumped up onto the desk. They passed her to the X-Man and he lifted her as gently as he could. Kitty bent down through the hole to take her under the arms. Slowly, they managed to lift the elder woman up and through.

Walter went next, leaping up easily, followed by Sid. DeAndre went next, easily lifting himself up and through.

"Man, this is some crazy shit," Jonathan said, looking into his video camera as he walked to the desk.

"Will you put that thing away?" Scott said crossly. "You can’t film—"

The device landed on the floor under the desk and Scott had just enough time to jump off as it burst. Purple smoke issued into the room, and as Scott stumbled, four officers poured in.
Scott was able to get off one blast before the smoke overpowered his ability. A second officer fired and hit him in the arm. Kitty shrieked, and Jonathan threw an elbow into one of the officers. The third officer grabbed him by the lapels and threw him bodily to the floor. He drop-kicked the panting boy, who cradled his camera protectively.

“J!” DeAndre shoved Kitty aside and leapt back down through the hole, landing on the officer beating up his friend. He knocked him to the ground and managed to get a punch at a second officer before being overwhelmed by the other two.

Scott was trying to fight off the first officer, when he saw Sid angle down and aim the stolen weapon. He pivoted so that the officer attacking him put his back to Sid, and the mechanically powered mutant fired a perfect shot. The officer went down, just as Scott heard a radio crackle in the hand of the fourth. “All units, proceed up to the second floor, second floor, room 224—”

Scott instinctively tried to fire an optic blast, cursing as the smoke worked its will. He ran forward and jumped, kneeling the officer in the face, knocking him out. “You all go!” he yelled up through the hole. He saw Sid begin to descend and leaped up on the desk. “No!” He shoved the younger mutant back. “Get to the elevator, go! Go!”

“But—”

“Go! I’ll handle here!”

Scott stared down Sid until the young X-Man obeyed, ushering the others back. Scott turned to look down, where he could just see a fresh set of officers enter the apartment.

Third Floor, Elevator

Walter and Kitty helped support Mrs. Jackson as Sid led them, weapon out, towards the elevator door. He punched the button. “C’mon, c’mon…."

“We gotta wait for J and Andre,” Walter said, before breaking off into a hacking cough.

“Any minute,” Kitty soothed, looking over her shoulder. “Right?”

“Dammit!” Sid swore. “I think they shut the elevators down!”

“Can’t you do something?” Kitty hissed.

“I’m trying—”

Footsteps behind them caused all three to whirl, Mrs. Jackson giving a moan that turned Walter ashen under his dark skin. Scott limped towards them, grimacing.


“Get into the elevator,” Scott ordered.

Sid and Kitty looked at their team leader in shock.

“Get inside!”

Sid swallowed. “It’s – it’s jammed –"

“Can’t you fix it?” Scott barked. Sid cringed. “I—I need Kitty.”
Scott nodded for Kitty to go and slid his arm into place under Mrs. Jackson’s shoulder. Walter was staring at him in blinking shock. “Are they coming? Andre? Are they?”

A muscle in Scott’s neck twitched. Kitty and Sid phased through the elevator door. A second later the door opened, and Scott and Walter walked in.

“So we’re waiting for them?” Walter asked again, voice higher.

“Get us to the top floor,” Scott said.

“Pr—Professor Summers—”

“Now, Forge!”

Sid punched the panel, and the elevator began moving upwards, at a rapidly accelerating pace. They flew past floors in silence, as Walter shook his head, muttering, swallowing. Sid was clearing his throat around the ninth floor, when the elevator slammed to a halt.

“Sid—” Scott ground out.

“It isn’t me!” Sid peeled off the panel and began fiddling with the wires. “It’s someone else, they’ve stopped all the elevators.”

Walter blinked. “We go back down. We gotta go back down.”

Scott gritted his teeth. “Shadowcat, phase us through the door.”

The sound of boots just outside froze Kitty just as she was grabbing her team. “Freeze!” echoed a voice from beyond the door. “And come out with hands raised.”

The doors began to slide open, and the purple mist drifted through. Sid slammed his fist through the panel, and the doors stuck.

“Forge—” Scott coughed, covering his mouth. “Can you—” cough “—get them working?”

Sid shook his head, wheezing into his sleeve. Scott pivoted to Kitty, steadying Mrs. Jackson with his other hand. “Shadowcat—”

Kitty turned to Scott, eyes roving over him. “Your shoulders.”

Scott bent, laying Mrs. Jackson gently on the ground, and Kitty clambered onto his back. He stood on shaky legs, and Kitty straightened on his shoulders, phasing her upper body through the elevator roof.

Walter coughed and slumped to the floor. Sid hurried over to him, trying to lift the other mutant up as Kitty finished phasing through. A blast hit the elevator door from the outside, buckling it. Sid and Walter rolled just in time to avoid a shot that burned a hole in the wall where their heads had been.

Kitty’s hands phased back down through the ceiling. “You first,” Scott ordered, dragging up Sid. Sid jumped and caught Kitty’s hands, walking his feet up the wall as she phased him up and through. Scott let out a groan that became a cry as he lifted the stunned Mrs. Jackson. Kitty phased her entire upper body through the ceiling to grasp the older woman and haul her through.

“Now you—” Scott let out a cry as a blast burned his heel, stumbling. He and Walter fled to the opposite corner of the elevator, huddling in the corner. Another blast put a dent in the steel door.
Walter hesitated. “I—I can’t—”

Scott hissed through the pain. “You either go now,” he spat, “or you stay and get caught. Those are the only options I can give you.”

Walter’s jaw tightened, and Scott prepared for the younger man’s defiance. But Walter braced himself on the wall and then ran and jumped, grabbing Kitty’s dangling hands. Scott watched as she lifted Walter up and through, his knees tucked to avoid another shot from between the gap in the doors.

The purple haze was now hovering at chest level. Scott took a breath in and held it and ran at the opposite wall. He ran up it to clasp Kitty’s hands, walking along the ceiling as she phased him bodily through.

Hissing at the pain in his ankle, Scott gasped atop the elevator. Mrs. Jackson lay still by one of the massive steel cables. Walter was taking deep breaths as Kitty stood on shaky legs to join Sid, who was grasping the steel cables.

“How do we get up?” Scott asked, feeling the reverberations below as the officers finally blasted into the elevator.

“We’d have to climb,” Sid replied. “I don’t know how to get the cables working from here.”

Scott looked up, at the fifteen feet of air above them. “Climb on what?”

He looked to Kitty, who swallowed. “I—I don’t know.”

Scott put his head down. Think, think, think…

A breeze ruffled his hair, cool and soothing.

“Cyclops—”

“I’m trying,” he ground out. Let me just think—

“No, Cyclops – Professor Summers, look!”

Scott lifted his head. A light above them made him wince as the wind picked up. And increased.

“What’s going on?” Walter asked. “Is that a door?”

Scott grinned, a grim upwards twist of his lips. “Yes, it is.”

He hauled Walter to his feet and together they lifted Mrs. Jackson and balanced her between them, pulling in close to the others. Walter was opening his mouth to speak again when the wind tunneled, pooling beneath them. Lifting them.

“What the he—”

Walter’s words were swallowed up in the tempest that lifted all five of them, carrying them in an unsteady rise through the dark until the reached the source of the light.

Ororo stood, white-eyed, hands outstretched and curled with effort as she drew the team forward and onto the floor beside her. They collapsed around her on the top level, heaving and gasping. Walter looked up at her with more awe than he had for any of the others.
“‘Ro—’ Scott began.

“We’re going to the roof,” Ororo intoned. “You need to see what is happening.”

**COMMERCIAL BREAK**

**Roof, Amistead Homes**

Ororo hovered in the air above them, as the X-Men and Walter looked down at the scene hundreds of feet below.

The residents of Amistead Homes had been herded into two lines, a ring of officers surrounding them, as several walked in between. As the X-Men watched, the line on the right was sprayed with the purple mist. The sound of screaming and coughing reached up to the roof as nearly half of those in the line collapsed. More officers surged in, roughly dragging those who succumbed towards the grey vans.

“Where are they taking them?” Kitty muttered.

“It doesn’t matter.” Ororo raised her arms and the fog around them gave way to storm clouds. Thunder roiled as rain began pelting the ground, dispersing the purple mist. “That should—”

A shriek pierced the night. Raised, indistinct voices reached the X-Men, but the meaning behind them became clear as several officers converged on one of the Amistead mutants, batons raised. The elder woman on the ground seemed to be pleading, perhaps explaining she wasn’t the source of the storm.

“Storm, call it off,” Scott ordered.

“Cyclops, we need to—”

A flash and sizzle below was echoed several times, as officers with batons slammed them into prone, begging mutants, shocking them into unconsciousness. The Amistead residents screamed, and there was a stampede to attempt to break the line of officers surrounding them all.

“Don’t, don’t, don’t,” Forge pleaded. “They have weapons, guns, steel—”

Blasts of blue like the ones the X-Men had fled from shot indiscriminately into the crowd, felling mutant and human alive. Kitty covered her mouth, and Walter scrambled for the edge of the roof.

“We have to end this.” Storm raised a hand, and a bolt of lightning sizzled down from the sky, wrapping around her like a pet snake. She surged forward and slammed her arms out, sending twin bolts down at the grey vans. The vans buckled and warped, bending and melting under the force of the lightning.

Storm grinned, and Kitty pumped her fist in the air, but Scott drew back, bracing Mrs. Jackson, as the officers and residents looked up to the roof. “Get back!”

Storm only lifted herself higher. “We need to finish this.”

“We can’t,” Scott snapped. “Get on the jet.”

The weather-witch turned on him, her eyes blinding white, her expression a mask of fury of the
goddess. “You would leave these people to be crushed?”

“We can’t help them if we’re caught!”

“We won’t be caught.”

“Uh…” Forge looked up from the edge. “Reinforcements are coming…heavy trucks and vans, more men. More weapons. They—” He winced. “They’re for us – for mutants.”

Scott grimaced. “Get on the jet.”

The wind continued to howl. “No.”

“What’s that?” Kitty gasped, pointing to the horizon. Through the storm-wrecked skies a pair of rapidly approaching helicopters could be seen.

“Reinforcements,” Forge said.

“Or media. Shit,” Scott practically growled. “Ororo, we have to get out of here!”

Lighting flashed down to twine around Storm. “I will not leave these people to their fate!”

The helicopters waivered in the wind but moved doggedly forward. More of the people below were pointing up, towards the roof. Scott whirled on the furious weather witch. “Unless you want to share it, we need to get out of here.”

The Blackbird, Amistead Homes

Scott and Walter hauled Mrs. Jackson up the ramp, hissing on his hurt heel. ‘Kitty—Shadowcat, Forge, get the ‘bird ready. Storm—”

He looked over his shoulder. Ororo still hovered outside, glittering with lightning. Scott silently pleaded with her. Her white eyes showed no mercy, but the helicopters were now almost audible over the wind. Slowly, she followed them inside.

“Sid—Forge, seal the door,” Scott ordered as soon as they were inside. He gave Mrs. Jackson over to Walter and hurried into the pilot’s seat, quickly readying them for takeoff. “We need to move fast—”

“Is he the one responsible for kidnapping the human children?” Ororo demanded. Tiny sparks still traced her form. “Or is he one of the human children?”

“I’m a mutant,” Walter said, swallowing, supporting the older woman. “I didn’t – we didn’t kidnap nobody. It was just an illusion.”

“Yeah.” Scott slowly raised the jet. “That. Storm, you wanna can that lightning? We are in a metal jet.”

The jet rose and rocked. Scott lurched forward and spun around. Storm was still white-eyed, standing in the center of the Blackbird. Kitty, Sid, and Walter were all frozen still, the two younger X-Men watching their teacher as if they’d never seen her before.

“What happened, Scott?”

Scott winced at her refusal to use his codename, at the coldness of her tone. He rose to standing, inching towards her. “The kid—” He jerked his head at Walter, “and his friends faked the video,
‘Ro. No human kids, just an illusion to set people on edge.”

“We were trying—” Walter began.

“Why did you flee?”

Scott swallowed, his own anger rising to meet the weather-witch’s. “They have anti-mutant tech, you saw it. That haze? Knocks out your powers and brings you down. Those guns? They can go right through wood -- a blast almost ripped through the steel elevator.”

“So you ran.”

“Storm—”

“Ran, and left the defenseless to deal with what you were too afraid to face.

The jet shook again, and Scott clenched his fists, his own anger now doubled. “You wanna down this plane?”

The roaring of the wind outside grew as the rain lashed the windows. Storm’s eyes were blank slits of white. “I could.”

“Yes.” Scott said it quietly. “Yes, you could.”

For a moment more the tension held, the Blackbird rocking in the tempest, Sid and Kitty exchanging looks. Then Ororo’s eyes dimmed, fading from white to pure ice blue. She turned on her heel away from Scott. The jet steadied.

Their leader closed his eyes. “Kitty, co-pilot’s seat. Get us back to school.”

ENDING CREDITS

PROMO FOR NEXT WEEK: With the capture of the supposed “Amistead Menace,” fury builds on both sides. The X-Men are torn over the events of the Amistead mission, and when an anti-mutant rally in Madison Square Garden threatens to blow over, they must find a way to keep New York from becoming ground zero for a mutant vs. human war.

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