



Sky Cities

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Authors note:

Thundercracker requires a favour from Starscream; one with great risks. However, he has to first convince the younger Air Commander that his tall tale is true.

This fic is currently unedited and still very much WIP. There are a few things to note. This is not based in any particular continuity other than what the author calls Seekerverse.

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Thundercracker

Starscream stood before the door he looked at the name plaque which read Thundercracker. Thoughtfully he rubbed his chin. *When was it?* He wondered, he could not recall the last time that his wingmate requested an audience with him. The blue Seeker had said it was urgent and was relating to the mission that was going to happen later in the day.

Rapid cadence of foot falls hammered rhythmically through the hall. Two distinct beats that sounded as one Starscream cocked his head. He could identify most individuals as they approached by the sound of their walk. Everyone had a different way. Starscream glanced over his wing and sure enough, it was Ramjet and Thrust.

He made optic contact with the pair and Thrust gave him a slight nod of acknowledgement. Starscream knew they were heading into the Mess Hall for refuel. The mission was only three hours away and he also knew he should be getting himself ready as well. But his curiosity was piqued and Starscream wanted to know what Thundercracker had to say.

He reached up and pressed his finger to the buzzer, it tweeted.

"Starscream?" the deep voice rumbled.

"Yes, it is me."

"Are you alone?"

"No, I've got Megatron with me...of course I am alone. Now are you going to let me in or are we going to talk through the door?" Starscream asked with a hint of agitation.

"Yeah, enter. It's open," Thundercracker said clearly followed by a slightly less than clear, "you arrogant son of a cessna,"

Starscream heard what the other had said and his optics brightened with irritation, but he decided he would let it go. "With friends like you, who needs enemies." Starscream mumbled to himself as he placed his hand to the panel.

The door slid wide open to admit him. Thundercracker was sitting at a table with his back to the door. The room was not one of the largest on base but it was slightly larger than the one Thundercracker had a few years before. It had a small fuel preparation centre and a personal hygiene alcove.

The walls had a few shelves and several images of Cybertron as it had been four million years ago. Starscream's optics surveyed the desk that was under a large wall monitor. There were a few old cases of video disks scattered across its surface. His optics fell onto a partly eaten energy bar and a few empty cans of jolt energon. There was the evidence that Skywarp had recently been here. Thundercracker would not have left it

that way. The Blue Seeker moved from the table to the desk

"Warp isn't around?" Starscream asked as he glanced up from the cans.

Thundercracker shrugged then shook his head. "Open your optics will ya? Do you see him in here dumbaft?" Thundercracker responded sharply as he sat.

Starscream closed his mouth and attempted to not look as stupid as he felt. The small single occupancy room, despite having a few more luxuries, had no place to hide another Seeker. Even the subspace lockers were not enough to hide a transformer. "Good point," Starscream responded lamely.

"He's out getting ready for the mission, if you really need to know. I've spoken to him already and we decided to speak to you about this." Thundercracker gestured to a chair and pushed a mug of energon over. "It's how you like it."

Starscream made a long pensive hmm as he came over and settled himself into the chair. He took the mug and sniffed it cautiously before taking a sip. He doubted that Thundercracker would have the nerve to even attempt to poison him, but it was a habit when he was not preparing the fuel himself. Thundercracker watched and shook his head.

"You are way too paranoid. What makes you think you are so popular?"

The Air Commander snorted and ignored the jab. "What is this about?" Starscream asked glancing at the monitor.

Thundercracker's wing twitched in an uneasy manner. He appeared as if he might back down but then he steeled himself. His face took on a determined expression and he nodded to an unspoken thought. "You claimed to be an explorer, but you are no historian. I think there's much about us Seekers that you don't even know about."

"Questioning my intellect, Thundercracker?" Starscream said dangerously.

"No. I'm just stating a fact."

Starscream pursed his lips for a moment. "Well, then, if that's the case," he said snidely, "please enlighten me."

"I will. Just hang on there a sec will ya?" Thundercracker opened up one of the many video data disk cases that were on the desk. "Megatron's mission briefing brought back some memories. I had to look around for a few of my memory logs, but I did find them eventually."

"Why is this starting to scare me?" Starscream asked quietly as he leaned in. The Air Commander gave a cautious glance over his wing toward the door.

Thundercracker let out a deep yet soft chuckle. "No one'll come in," he reassured, "but I'm not too sure I can trust you. However, you're a Seeker and technically our leader by your rank. So if I can't even trust my own kind, then who can I trust?" the blue Seeker

reasoned. He gave Starscream a doubtful glance. "I can trust you this once can't I?"

Starscream nodded and had a sip of his energon. "Yeah, sure," he agreed.

Thundercracker leaned back as he slipped the disk into the monitor. "What I tell you is kept between you, Skywarp and myself, understood?" the blue Seeker warned. "If you blab I *will* kill you."

Starscream brightened his optics in surprise. He could sense the seriousness in Thundercracker's voice and this time, Thundercracker was dead serious. The red Seeker's "Believe me, Thunder, I won't blab. What is it that you have?"

Thundercracker typed on his console the monitor brightened and the video started. He clicked a key and the monitor paused. "There is much to understand about our past, and even for me...my memories are sketchy at best. I recall things as I see them."

"You may or may not know, but long ago, during the golden age; We, Seekers, had an age of glory and prosperity of our own. As a race we were better than everyone else, we still are. We were the envy of everyone. The envy of early Autobot and Decepticons alike. This envy nearly destroyed us all, but we are resilient and managed to adapt and became who we are now, those were the good old days." Thundercracker looked just past Starscream as he paused. He seemed distant for a moment, as if trying to recall or relive some memories.

He focused on Starscream for a moment and continued. "I had to look through the records but the earliest Seekers were ruled by a triple triad council of elders. Lead by a Cumulonimbus, if I recalled correctly. They were the prototypes of our kind. They helped design and build what could be considered our greatest achievement ever, and yet so few of us remember, probably because so few of us survived."

"Get to the point, will you? I don't have all day." Starscream said anxiously. The time was ticking down rapidly and if he was late for the mission, Megatron would be furious.

"Sky cities," Thundercracker said and he restarted the video and lowered the lights.

A New City

The screen was black with a bright spot that glowed in the centre, it scintillated and shone with a brilliant blue-white fire. The screen slowly zoomed in and planets and appeared to orbit the star then one planet grew larger until it filled the monitor.

"That terrain is very unfamiliar," Starscream muttered as he observed the alien landscape. It was not the home that he remembered.

"This was Cybertron long before you ever came on line. It was vastly different then than it is now," Thundercracker said freezing the image. "Each generation of transformer added their layer to the last. It goes deep to the stoney core where Sunstorm would insist that Primus lives..."

"Sunstorm is a freak," Starscream said bitterly.

"Look in the mirror, Starscream, he's *your* brother," Thundercracker grumbled as the screen resumed its activity.

The red Seeker made a strangled noise as he bit back a retort.

The planets surface showed great continents that drifted on a sea of air and cloud. Giant smokestacks pointed downward and billowed thick white cloud that was caught under the airborne continent. "It was a marvel of ancient technology which made these float, it was very efficient," Thundercracker commented.

The sky was clear and bright, the air was cool, but not cold. It was heavy with oxygen and rich with the scent of a Cybertronian summer. There was a lot of sound from passing air traffic.

Thundercracker glanced up as a familiar rumble of engines approached. He smiled as a black, accented in purple, pyramid jet flew over then transformed. The young black and purple landed gracefully on his feet and he looked about. "This is the place you were telling me about?" Skywarp asked, gesturing with his head. He looked down as something crawled across his foot. He look disgusted for a second and kicked off an Insecticon then crushed it absently under his heel.

Thundercracker shook his head and chuckled. "Yeah, Skywarp this is it."

Skywarp studied the unfinished geodesic dome structure. Huge girders were being put into place by Seekers and other flying transformers. Others moved them into place while more welded the parts together. "Really? Um nice."

Thundercracker smiled and nodded. He patted Skywarp's shoulder. There were no transformers with land bound alt modes around, all were fliers of one form or another. Helicopters, jets, rocket and shuttles. The sky even had a number of more primitive robotic avian life forms that flew between the giant metal frame work. There were a few problems with Insecticons, but they were being kept controlled as long as they remained

underfoot.

"This will be the greatest city ever constructed and I've been given the position of overseer," he replied with a happy rumble. "When completed, it will even rival the Autobot's Crystal city," Thundercracker said with pride.

He pointed to a building and started toward it. Skywarp followed at his side. They walked along a path made of a silvery bluish-grey metal. It glittered brightly from the semi-translucent crystalline matrix. Thundercracker led Skywarp into an airy building with great windows that left the sky wide open. It was bright and very clean. The desk was organised with files and papers.

Along the wall was a scale miniature model of the city encased in a dome of mirrored glass. Around the miniature dome was a great forest of solar power plants, arranged in an artful manner. Each plant had dozens of photovoltaic leaves that arranged themselves in order to get the best of the available light. Each plant had a head that hung face down in an almost sad manner and shone a golden light, onto the floor below.

This caught Skywarp's immediate attention and the youthful flier smiled brightly as he leaned down to poke at a miniature Seeker.

"I wouldn't touch that Skywarp. I'd have to break your fingers for sure.," Thundercracker warned.

"Meh, you're no fun," Skywarp grumbled then he grinned impishly.

Thundercracker gestured for Skywarp to come over he unrolled a set of blueprints onto the desk and beamed. "We expect Vos to be finished in a few months. Its completely self sustaining with its energon production, hydrogen dioxide recycling. The dome encasing it protects it from those acid rain storms we have been getting over the last few thousand years."

The dark Seeker scratched his head and looked a little perplexed "V.O.S?" Skywarp asked looking at the name. "Surely it can't be just called VOS. I mean...it's boring." He leaned in and looked blankly at the diagram.

Thundercracker shrugged. "That's an acronym, Skywarp. V.O.S. is short for Velox Omega Sphere," he clarified.

Skywarp cocked his head and nodded. "You wanna know what? I decided that VOS works for me after all," he replied. He poked at the blueprints and shrugged his shoulders. "You know something else?" Skywarp asked and glanced briefly at Thundercracker. "I dunno why you show me that stuff, those blue prints, they mean frag all to me," he continued with a grin.

Thundercracker shook his head. "I don't know about you sometimes, Skywarp." he said with a with a chuckle. Skywarp's red optics had a mischievous glint in it as he watched Thundercracker roll the plans up. Skywarp had a bright streak but was often incredibly lazy and he was far too lazy to put his intelligence to productive uses.

Thundercracker realised belatedly that there was a risk in getting Skywarp involved with the new city's construction, but he needed Skywarp's particular abilities. He would be extremely loyal; however, he found himself easily bored with running about. When Skywarp became bored, all manner of trouble could and would occur. It was unavoidable.

In the past it was not uncommon for Thundercracker to report to his foremech and find out that there had been some unusual or unexplained accident, injury and or mysterious death. Often he would find Skywarp near the scene looking rather amused. Even though Skywarp would not admit to the crimes, Thundercracker, knew without a doubt that it was his best friend.

The dark Seeker's short attention started to stray once more as he looked around. "You know, I was just down on Cybertron's surface, there," Skywarp said looking off in the distance. "It seems like there might be trouble brewin'."

"Oh?"

"Yeah, like a war or something."

Thundercracker nodded, "I have heard those rumours myself. It's not our war. They're arguing over land on the ground not land in the sky."

"Are ya sure of that? I saw several of those guardian robots massing Northwest of Iacon and signs saying down with the sky cities."

"Hmmm," Thundercracker looked pensive for a moment. "Sky City Six just drifted over that region last month. Eh, they keep saying that and haven't yet," he said, trying to sound unworried. "Did you get to see Greenspire like I asked?" Thundercracker inquired changing the subject.

"Oh, right!" Skywarp exclaimed. "Greenspire has given me this datapad. She said your request of Cloudmetal components and suggested changes for the city has been granted." Skywarp handed the datapad over to Thundercracker.

"Thanks Skywarp, go get yourself some fuel, You're probably hungry." Skywarp smiled brightly and he looked to the miniature dome then to the larger structure outside. "Keep out of trouble," Thundercracker warned with a wag of his finger.

Skywarp's optics grew large and he grinned wickedly. "Me, into trouble? Never!" Skywarp waved and suddenly he vanished in a purple flash.



The image froze into place as Thundercracker stopped the video playback. He looked longingly at the city that was displayed in the room that had long since ceased to exist. "Those memories felt like they happened only yesterday," He said without shifting his optics from the screen. "The city had been ordered built by the radical Seeker named Cumulonimbus. It was designed by the city engineer by the name of Greenspire and the actual construction was overseen by me. I am not sure what happened to the previous

foreman. They said he was killed in a freak accident and I had the seniority to replace him."

"Maybe it was Skywarp getting you a promotion," Starscream joked.

"It's possible, but I doubt it. Just for your information, Starscream. The Sky City, Velox Omega Sphere, was the same city that you were constructed in one million years later," Thundercracker explained.

"Vos? That was *the* Vos? It can't be. The Vos I remembered was a land locked city, never in the sky. I would remember it being in the sky and it did not look anything like it," Starscream said confused.

"You can be incredibly stupid at times, Screamer. It was in the sky, once, but it fell. Have you ever seen a floating city in your existence? No, because they're all gone; grounded for eternity. That is why you don't remember." Thundercracker's face was livid and he continued to mutter his tirade in an unintelligible rumble.

Starscream was shocked into a rare silence.

Thundercracker looked back at the monitor, his face was sorrow filled. "It was one of the most beautiful cities that I had ever seen," he exhaled then ejected the disk and carefully placed it back into the case.

"What happened?" Starscream asked finally finding his voice and something suitable to say. He could not understand how something like floating cities could be lost to history. It was impossible to lose something like a city. But then again, on earth they were still finding ancient cities that were only a few thousand years old. And then he wonder how this story it related to the mission.

"You would need to view another video to see what actually transpired," Thundercracker murmured softly.

"Another one? We don't have that much time..." Starscream protested.

"Trust me, you need to see another one to understand where I am going with it," Thundercracker insisted.

"Very well but if I'm late..." he warned.

The blue Seeker looked at the index and popped out another disk. He looked it over and carefully inserted it in the computer. "You know, Starscream. For all of Skywarp's bizarre antics, he'll see the obvious. He's simple minded but that does not make him stupid. He'll often put two and two together really quickly and come to an accurate conclusion. For as long as I've known him; I've seen him observe things that most of us preferred to ignore. Likely because he's as loyal as they come, devoted to a cause and will fight to protect that which he loves. Anyway, Starscream, let me continue before we both get into slag," Thundercracker said and he activated the console.

Starscream nodded in agreement.

The Fall

"Things changed so suddenly for us all," Thundercracker said as the screen focused. "So very suddenly."

The skyline had changed in the most startling manner. It surprised Starscream and he took a rather sharp breath. He recognised the city from the previous disk but rather than sharp points of tall, streamlined spires, the buildings were broken, shattered and smoking. Great fires blossomed and bloomed. The huge power plant forest lay in smoking ruins, the sorrowful looking heads of what became known as "sun flowers" lay across the ground, dim, smoking and blackened by the fires.

The broken bodies of Seekers lay all around and the was acrid and smelled strongly of ozone, burnt circuits and sulphur. There was a thunderous boom and the was filled with shouts and screams of the injured and dying. The Sky was filled with the rumbling sounds of Seeker engines as they formed attack formations in order to defend their homeland.

Thundercracker ran through the city toward the outer perimeter of the dome. He panted and gasped as he ran awkwardly, his wings swung well back and dodging falling debris. He jumped over bodies of the fallen. Not all had died and some pleaded to him for help. He shook his head and muttered an apology. Thundercracker cursed as he nearly got smashed by a huge girder. He dodged and thundered on toward. The geodesic dome of the city had been shattered and chunks of glass fell inward smashing into the buildings, crushing civilians.

"Skywarp," he gasped hoping the dark Seeker would hear him. But his breath was too short for it to carry too far. "Skywarp, where the slag are you...?" He ran on and stumbled as the ground shuddered it was followed by an audio shattering boom from an explosion. The floating platform of the city rocked and the whole thing started to tilt at a dangerous angle. Thundercracker was transfixed as he looked up in horror. Above him a huge building started to topple over him. Glass and metal crumbled from its frame as it fell. Huge clouds of dust filled the air as it came down.

"This is it," he gasped with a voice broken with terror. He was still unable to move. The shadow of the building fell across him getting darker. His mouth opened and he uttered a thundering cry for help. His city, Velox, shook and shuddered. His body trembled as he watched the building falling, falling almost on top of him. He thought he heard his name called out but he thought it was a last vision.

He held up his hands in a futile attempt to save himself from the falling building when suddenly he felt a tightness around his chest and he was abruptly enveloped in blackness. He screamed a fuel chilling cry as he was engulfed. He was cold and and felt nothing. It was dark, devoid of anything. All he could hear was the panicked hammer of his fuel pump in his audios. For a moment he thought he had died, he was sure of it but seconds later he was away and saw the structure hit the ground. He screamed again.

"Whoa, not so loud...phew, that was a close one," Skywarp exhaled as he looked, ashen faced, toward the destruction. He double checked to make sure that nothing was about to land on their heads and released Thundercracker. "We're safe...for a couple minutes at least."

"I'm not dead?" Thundercracker asked giving his head a shake in an attempt to get his bearings. His body shook violently.

"You almost got yourself killed by standing around, dumbaft," Skywarp stated sounding concerned as he looked around. "We still might yet. Quick, get into the sky," the dark Seeker urged.

"What is happening?" Thundercracker asked still dazed and confused by the scene.

"The land dwellers are bringin' us down, remember? I said they wanted to. They've got a weapon that is changing the cloudmetal," Skywarp informed.

"It's a war against us," Thundercracker whispered in disbelief. "What did we do? Why are they attacking US!" Thundercracker's voice increased until it boomed. Despite the clatter of machine guns and the rumble of bombs, his voice carried clearly. A few Seekers looked up at him and nodded.

"And we fight back!" a young Seeker shouted back. He transformed and shot into the sky narrowly missing another Seeker. It was a short lived flight for the youth. He was hit by flying debris and crashed into the city. A large explosion bloomed upon his impact. Thundercracker ground his jaw and turned to look away.

A glint in the sky caught his attention, for a moment he thought it was a missile but instead a damaged, pale blue-green Seeker flew out of the sky and transformed. She was covered in dust and had a spray of energon across her face. She held a datapad in her hand that was shaking and she took short sharp breaths.

"Greenspire!" Thundercracker shouted as he rushed over to her. He put his arms around Greenspire but she tried to shrug off his assistance.

"I found you...Thunder..." her voice trailed off as she inhaled deeply and found some strength. "Sky cities three, four and five have been grounded, Tens of thousands have been killed. My friends...Zephyr..." Her face was lined with grief and pain.

"Primus, how in the name of Cybertron..." Skywarp murmured.

"What of Zephyr?" Thundercracker demanded. "Was she killed?"

She took a deep breath. "Our queen is dead...found murdered...I've been shot...I'm dying, no time for questions. An Autobot scientist has used a molecular resequencer that targets cloudmetal" She took a deep gasping breath. "They have waited until the six cities are in range of the chasms and they going to land them there," she whimpered and coughed up energon. "I...took a great risk to get this to you..." She lost her equilibrium and started to sway. Skywarp reached out to help steady her.

"Greenspire, we'll get you repaired," Skywarp reassured her.

She shook her pale face, "It's too late for that, Skywarp. Thundercracker, don't lose that datapad. All of our cloudmetal factories have all been destroyed..." She coughed and gasped for air, "It's all we got left...it-it's up to y-you now. Don't let them have it, anyone. They won't...look...for you." She sank to her knees and her optics dimmed drastically. She reached out and placed her hand on the ground. Thundercracker stood watching dumbfounded. Greenspire's mouth moved slowly as if she was trying to say something more. She fell slowly to her elbow then dropped to her side. Her lips ceased their movement and she faded to grey.

Skywarp looked up horrified. "She's...dead."

"Greenspire!" Thundercracker's voice cracked. "What about Zephyr?" He studied the body for a long moment and shook his head. "Tell me...is she dead?" He poked at the body not believing the sky city's top engineer had died.

"I'm sure Zephyr's okay," Skywarp assured, "we'll find her." They both fell to the ground as a bomb exploded near where they were standing. Skywarp's optics brightened in fear. "Thundercracker, I'm not kidding when I say we'd better get out of here," Skywarp pushed himself back to his feet and took a step. He looked over his wing. "Thundercracker?"

"What is up to me?" The blue Seeker muttered as he sat sprawled on the ground. He glanced down at the datapad and his optics went wide and his mouth slack. Quickly he stashed it away. "I understand Greenspire, you have my word."

"What's that? Hey...OH slag! The ground started to rumble and the the horizon tilted fifteen degrees. They braced themselves against the sloping ground. Abruptly the air was filled with Seekers milling around, having near misses. Skywarp looked up and then back at Thundercracker, "We've gotta go, Thunder, We'll get her interred later."

The blue Seeker nodded dumbly. He felt the grasp of his friend then the envelop of darkness once more.



Thundercracker shut the monitor off and shook his head. "That is still very painful to see. Reliving the memories over. I can still smell it and feel lit like I did then," He head hung bowed and he shook it slowly. "This is one reason why I despite those on the ground."

"Zephyr?" Starscream asked.

"She was a very close friend of mine," he murmured.

"I take it that she did..."

"I do not wish to talk about that," Thundercracker said sharply as he cut Starscream off.

"Oh..." He muttered, he glanced up at Thundercracker. He felt a rare sense of sympathy

for Thundercracker. There was little he could say or to console his wingmate about the loss of his friend.

"Starscream, it was a long time ago," he said with a shrug. "As a person who was once a scientist, you must appreciate the size of the weapon that was used to transform the cloudmetal into simple something as simple as iron," he explained changing the subject.

"Quite frankly I have never heard of this Cloudmetal before," Starscream stated.

"You never heard of carlonian crystals before either," Thundercracker responded. "The formula was only known to a few Seeker's almost all of them died that day. But more than that, innocent civilians were killed because the land huggers were scared. They feared our cities would fall out of the sky on them. No instead they made us fall out of the sky to prove a point. More than two hundred thousand Seekers were killed--murdered. But, we lost that fight and ended up as second rate people. We were considered the cannon fodder, slave labours. There were so many of us, why would we be feeling people? There were so many of us we must simply be drones, thoughtless, emotionless, lifeless, remote controlled robotics with no rights. Like humans see cattle." Thundercracker's face was lived with disgust and hate at what had occurred so long ago.

"How long did this war last?" Starscream inquired. He had been taught about the various wars and skirmishes that had occurred before his time. "Surely there should be record of it."

"About seven or eight hours. It happened so fast we had almost no time to react. Most of our homes were destroyed but we did rebuild what we could on the ground. Velox Omega Sphere, was rebuilt, but not to its original beauty. It ended up being renamed to VOS by the ground huggers."

Starscream nodded as Thundercracker paused for a breath.

"We lost our status quickly after that; the land bound Autobots ensured it. However despite having our world literally come crashing down around us, we managed to maintain them as Decepticon city states. We also had our Seeker mills go into full production to try to replace those we had lost; rebuild our numbers. However, you cannot replace a lost spark. I had lost many friends in those attacks, hell we all did." Thundercracker clenched and unclenched his hands. He took a deep breath. "The Autobots were not to happy with the Seeker mills, they watched us like hawks."

"So you are thinking that this secret formula that Wheeljack has discovered, the helio-tritanium, is the Cloudmetal your cities were built from?" Starscream asked.

Thundercracker locked optics with Starscream. "It *is* Cloudmetal." Thundercracker confirmed. Starscream was surprised and understood what Greenspire had given him. Neither Wheeljack or Megatron should be allowed to obtain that information. It must be destroyed as it cannot fall into non flier hands; Autobot or Decepticon. This mission has to fail, you are the only one who can do it."

"Do you know what you are asking of me, Thundercracker?" Starscream said with extreme trepidation. "You are asking me to throw the mission. It's...it's treason and

Megatron will *kill* me for sure this time. The last warning I had was pretty severe and I was in repair bay for a full month," Starscream hissed. "Do you really *want* to get me killed?"

Thundercracker bowed his head. "Then keep this story to yourself, coward."
Thundercracker grumbled. "But if you decide to help us, you'll have the backing of both Skywarp and myself, so we'll go down together."

"I would prefer something more substantial and worth my while as compensation for the risk."

"Starscream, you're a real jerk."

"Thundercracker...I just need a little time to think," Starscream said, standing up and looking at his wingmate for a long moment. "It's a lot to take in all at once."

"Yeah? Well, don't think for too long. We only have forty minutes."

Starscream nodded and turned to the door. He paused for a second and looked back. "I'll probably hate myself in the morning but, think I'll assist you," and then he left.

"Yeah, thanks."

Repercussions

In the Executions Room.

Starscream's breaths came out in great heaves, punctuated by gasps, whimpers and moans. His hands tightened on the shackles that tied him to the wall and he braced for the next assault. His mind was numb but all he could feel was the fiery burn of dozens of lashes across his back, neck and wings.

He grunted and grasped at the chain as the whip landed again. His voice was broken and barely audible as he asked to be released. *'Death would be a release,'* he thought dimly as he jerked in agony against the fall of the whip.

There was a long pause and took that moment to rest his face against the cold wall. He wished that he could press the coldness to his back. He wished that he did not listen to Thundercracker and ignored the tale of the Sky cities. *'Yeah'*, he thought, as he tried to focus himself away from the pain, *'I'm regretting it all right.'*

From the corner of his optic he could see Thundercracker talking to Megatron. The words did not set into the Seeker's frazzled mind. He could not focus on what the conversation was but he knew he was the topic. He moved his head slightly and pressed his forehead to the blue-grey metal and whimpered.

He could see Skywarp looking tense and sympathetic. The Dark Seeker tensed up and Starscream finally heard the crack of the whip just as the burning lash struck him. He let out an involuntary shriek of agony and his knees gave out. Head bowed he hung from his shackles. "If I had known," he murmured to himself, "I wouldn't have...if I had only known..."

"It was an accident," he heard Thundercracker say loudly. It surprised him, a little but he could not hear what Megatron was saying in return.

'We'd all go down together, wasn't that what Thundercracker said?' Starscream wondered. Again the lash fell and he grunted and fought back the sob. "I can't take much more of this," he said under his breath.

"Megatron this is too severe for an accident, and it isn't just his fault," Thundercracker rumbled. Again Megatron's response was too low for him to hear. "We were running from the lab just as it exploded and Starscream stumbled and fell. You know him, he's awkward on his feet. Anyway, it was Skywarp's bouncer bomb that wrecked the lab."

Starscream shook his head. It was a feeble and lame excuse but accidents did happen. Skywarp fired the bouncer bomb and it went into the lab as they were running out. Thundercracker handed him the disk. The bomb exploded and sent them hurtling out of the lab and Starscream took that moment and crushed the formula's disk and report it lost. Unfortunately, Starscream had underestimated exactly how annoyed Megatron would be.

"I have never seen such total incompetence from Starscream, before, ever," Megatron screamed directing his full rage at the chained Seeker. He felt the lash again. It hit hard. Very hard. He could feel it tear through his wing, . He screamed shrilly but the pain was too intense, his system's pain processors over loaded and he fell into a blissful state of unconsciousness.



The repair bay was quite with the exception to various machines hooked up to the quietly recovering Starscream.

"He didn't look like a Seeker under all that mess," Thundercracker commented as he dropped a card down onto the table and looked at Skywarp. The other made a poker face and placed down a bet.

"I'm not worried about his appearance, Thunder, how's he gonna be when he wakes up is my worry," Skywarp said as he glanced over at the still sedated Decepticon. "Do you think he'll be pissed off?"

"Hmmm," Thundercracker murmured as he laid down his cards face up, "quite possible...actually, I am more than certain he will be." Skywarp's optics brightened as he groaned. He pushed the credits over to Thundercracker. "But we can handle Starscream," Thundercracker picked up an energon cube and had a sip.

"He's been out cold for hours," Skywarp remarked. "Think he's dead?"

Thundercracker shook his head. "he's faint and dull in colour but he isn't dead. When he wakes he'll be cranky and whiny in a few days he'll be his normal egomaniacal self." Thundercracker looked down at an ancient datapad.

"You're still thinking of giving that to him?" Skywarp asked, "you know you made a promise to keep it out of the wrong hands. Starscream isn't what I consider the right hands."

Thundercracker looked at it for a long moment. "I'm not sure. But he did take more than I had anticipated. He nearly died when he could have said frag you two and handed it over to Megatron. I'll think about it still."

The two looked over their wings at Starscream. His body's colour was slowly brightening. He was moving more and his mouth and head twitched as he exited the sedated state into proper sleep.

Starscream awoke hours later and found himself in his private quarters he moved his head and exhaled in a soft moan. His body still ached but the agony from the whips had subsided. His optics focused and he noticed a blue and black shape sitting at a nearby table.

"Skywarp, Thundercracker," Starscream whispered.

"He's awakened," Skywarp said nudging Thundercracker.

The blue Seeker glanced over his shoulder and nodded at Starscream. "Yeah, he'll be harmless for now,"

"Welcome to the realm of the living commander, had a nice sleep?" Skywarp asked with a teasing smile.

"Where was my backup?" Starscream asked giving his wingmates a half hearted glare.

"We couldn't do anything. We had to hope that Megatron would come to his senses or that you'd quickly pass out. Unfortunately you have to be stubborn and take the full two hundred lashes before passing out."

"Yeah, you know what we mean? If Megatron finds out we're involved and that it was a conspiracy all along, he'd kill you, me and Thundercracker. You got off easy."

"We've been lectured about controlling our bombs and being more careful with our objectives. I got reamed royally for giving you the "delicate" disk. He thinks you mauled it on purpose," Thundercracker said with a slight smile.

Starscream tried to sit up but Skywarp reached out and shook his head. "better not, Thundercracker's orders. Heh, if only Megatron knew that was the truth though. Primus, slag would hit the fan."

"If Megatron found out our heads would hit the fan, never mind the slag," Starscream muttered and he exhaled windily.

Thundercracker took the ancient Datapad out of his subspace pocket. "I was thinking about what you said about wanting compensation for throwing the mission." Thundercracker eyed the datapad for a few moments. "Greenspire died to give this to me, so that it may remain safe in Seeker's hands until we can find a use for it." He appeared as if he was going to change his mind about passing it on. "You almost died to protect it for us." Thundercracker handed the datapad to Starscream.

Starscream looked it over for a moment. "This is the cloudmetal formula?"

Thundercracker nodded. "Passed from one Seeker to another."

Starscream lowered his head to the table and pursed his lips pensively. He lay like that as he glanced at the datapad in his hand and to his wingmates. "I cannot accept this," he said softly. Starscream raised his hand as Thundercracker opened his mouth. "But before you start calling me an ungrateful jerk, hear me out."

Thundercracker nodded, "I was about to say."

"I appreciate this greatly, but this datapad and formula are hardly safe in my hands. As Greenspire so correctly said, They won't look for you. You're its caretaker. However, if you want help to one day rebuild those cities, come to me. I'll assist in whatever ways I

can." Starscream carefully handed the datapad back.

Thundercracker nodded as he replaced the Datapad in to his Subspace pocket. "Well, how about a couple cubes of highgrade when you have recovered enough?"

Starscream grinned. "Now you are talking. I would definitely enjoy that." Starscream offlined his optics to resume his rest and his wingmates returned to their card game.