This 10 day, 90 minute block-scheduled curriculum unit directs students to three of Shakespeare’s plays: Macbeth, As You Like It, and Romeo and Juliet. The unit has the purpose of exposing twelfth grade students to themes, conflicts and characterizations in the plays. Using an analytic protocol, students turn a critical eye toward understanding power. Power is defined at three distinct levels early in the unit. The unit also focuses on the poetic features of the language, especially as specific words and phrases emphasize an understanding of power. The goal is to provide students with a clear linguistic and literary focus as they study requisite Shakespearean writing. The lessons are designed for collaborative teamwork, and for some direct instruction toward literary and linguistic analysis and literary evaluative writing. The work of the unit coheres throughout in small and large group activities and discussions, culminating in an evaluative piece of writing, as well as in opportunities to respond in creative performances. By the conclusion of the unit, students have encompassed the enduring understanding that power plays an intimate and inextricable role at all levels of human activity, and that Shakespeare’s language and poetry explore issues of power in ingenious ways.