

BODY SNATCHERS

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POLISH DRAFT

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BODY SNATCHERS

FADE IN:

UP TITLES. SOUND of CRICKETS, BULL-FROGS and NIGHT BIRDS.

1 EXT. FIELDS OF ALABAMA - DEEP NIGHT

1

A lonely but star-lit night over the vast expanse of Alabamian agriculture. A beat of nature and nocturnal activity when --

Across the broad darkness of the star-lit night, a meteoric explosion suddenly fills the horizon full of luminous spores.

The shower of glowing seeds radiates a dark, eerie green, leaving a hint of shimmering light in its wake as it enters and then gently cascades along the horizon like the falling debris from a gigantic roman candle.

The spores float inexorably toward the ground and fill the land with a snow-like cover of soft green.

The tiny lights flicker a long while.

Nature's sounds, still normal for a beat, slowly, very slowly, begin to cease...

More beats and soon there is no sound except the wind.

The spores flicker again and go out.

Hold, then.

FADE PICTURE SLOWLY TO BLACK. END TITLES.

2 EXT. ALABAMA - DAY

2

BRIGHT SUNLIGHT, miles of green vegetation and tinny, almost unrecognizable MUSIC begins rising from somewhere.

A beat and a Toyota comes flashing INTO FRAME.

3 INT./EXT. CAR - DAY

3

Behind glass window of rear passenger driver's side stares a shadowy face.

Window rolls down and MARTI MALONE, pretty seventeen-year-old is revealed. Hip haircut, three earrings in one ear and wearing headphones. She squints from the sun, wind and dust; snaps her chewing gum and pulls sunglasses from leather jacket, and dons them.

INT. CAR - DAY

From inside car Marti is staring out into the endless farmland lost in her music.

ANDY (O.S.)

Marti... Marti, who am I?

Beside her in back seat sits ANDY, her five-year-old half-brother. Cute, blue-eyed and playing with muscular, plastic action figure. He tugs on his sister's sleeve.

ANDY

I'm green and I fly. Who am I?

Feeling tug she looks at him through the glasses, shrugs and taps the phones as if to say "I can't hear you." She turns back to window.

ANDY

(frustrated)

Marti!!!!

This gets the attention of Andy's mother, CAROL, who turns from front seat: twenty-seven, pretty and frowning. She taps Marti on the leg and Marti takes off the phones.

CAROL

Marti, play with your brother a little, okay?

MARTI

Why don't you play with him?

CAROL

Because I don't know who's green and can fly...

ANDY

I'm green and I can fly... and I'm a ghost!

MARTI

I'm trying to listen to music.

STEVE, their father, calls back from his seat at the wheel.

STEVE

We know. And if we can hear it, it's got to be too loud for you. Turn it down and close the window.

MARTI

I was trying to get some real air.

(CONTINUED)

STEVE

Well, you'll have to figure out how to do it without air conditioning the whole state of Alabama.

Marti exhales, cranking the window handle.

MARTI

Screw Alabama.

CAROL

(nodding in Andy's direction)

Marti... please...

MARTI

(imitating her)

Carol... please...

STEVE

Marti, cool it with the wicked step-mother routine.

Carol lays a hand on his arm, stopping him. Andy resumes tugging at Marti's sleeve.

ANDY

I'm green and I can fly and I'm a ghost. Who am I?

Marti looks at the kid, pissed, though not at him.

MARTI

Slimer.

She puts the phones back on and stares back out the window at the passing fields.

EXT. GAS STATION (ALABAMA) - DAY

Toyota pulls before pumps of weather-beaten gas station surrounded by fields of tobacco. Doors open and the family pours out.

Andy heads with his sister and mother toward the girls' room. Carol intercepts him.

CAROL

That's the women's room, honey.

She directs him to the men's room as Marti disappears inside the women's bathroom.

6

INT. WOMEN'S ROOM - DAY

6

Place a mess. Water runs from single, cold water tap, mirror is encrusted with dirt, single light bulb shining above concrete walls.

Marti throws desultory glance at self in mirror and heads for the stall.

She goes to open the door and it flies wide:

A crazed SOLDIER in torn Army uniform grabs Marti and shoves her against the wall, his hand over her mouth. His bayonet tight against the soft underside of her chin.

His bloodshot and wild eyes search her for many beats, then says:

SOLDIER

You're scared... uh...

She stands paralyzed and wide-eyed and barely nods. He loosens his grip just a tiny bit.

SOLDIER

Don't make a sound... They're outside... they're everywhere... they get you while you sleep... you hear? Get out! Get out or you'll be next!!

EXTREME CLOSEUPS

HIS EYES look as if he's going through sleepless exhaustion. The Soldier lowers his hand from her mouth and like lightning Marti breaks loose and screams as she runs out of the bathroom.

MARTI

Help!! Somebody help me!!

7

EXT. GAS STATION

7

Marti comes out hysterical and runs to Steve.

MARTI

There's a guy in there! He grabbed me!

STEVE

Are you alright?

(CONTINUED)

7 CONTINUED:

7

Marti nods gasping for breath. Steve turns to head toward the can.

MARTI

He's crazy, Dad! He's got a knife!!
Be careful!!

Steve turns in a flash, grabs a tire iron from trunk of car. He moves quickly to the women's bathroom. Pushes the door open.

8 INT. BATHROOM - DAY

8

Place is silent. Door to stall is shut. Steve approaches slowly and kicks the door hard. It crashes open. Inside, the stall is empty.

The gas station ATTENDANT bursts into the bathroom behind Steve with a shotgun. Marti cautiously behind him.

ATTENDANT

Where is he?

Steve looks to the open window.

STEVE

He's gone.

They look out window and see the field of stalks of tobacco blowing in the breeze.

9 EXT. FT. RILEY - DAY

9

Sprawling military complex of air-fields, barracks and buildings painted khaki, rises out of the humid southern wetlands.

Main entrance is typically military with a guardhouse and rising arm-gate.

The Toyota pulls behind army truck stopped at gate. Soldiers hanging about sweat-drenched and cranky.

10 INT. CAR - DAY

10

STEVE

Could you get that letter in the
glove compartment, Carol.

Carol does so.

11 EXT. GATE - DAY

11

Truck pulls off and Steve pulls up. He hands the MP his letter.

STEVE

Hi. I'm Steve Malone.

MP takes the letter.

MP

One moment, sir.

He goes into the guardhouse. As the truck ahead pulls away the Malones see a bevy of soldiers double-timing across the parade grounds, chanting a very RAUNCHY version of "sound off." Carol and Steve cringe at the "lyrics" to the Sergeant's song. Marti rolls her eyes. The military.

The CAPTAIN is coming out of the guardhouse; he approaches the Toyota.

12 INT. CAR - DAY

12

The Captain leans in.

CAPTAIN

Welcome to Ft. Riley, Mr. Malone. Your quarters are in the Officers' Compound, sir. First left and follow the signs to Sector C. And after you settle in, Colonel Platt'd like to see you.

He hands the letter back to Steve who nods.

STEVE

Thanks.

The gate is up and Steve drives the car into the martial universe of the U.S. Military.

STEVE

Well, gang; we're in the Army now.

13 EXT. MALONE HOUSE - DAY

13

House is standard two-story army issue with little patch of lawn on nondescript street filled with identical homes.

(CONTINUED)

The Toyota pulls up and stops. The family exits. They look a beat and Steve puts his arm around his daughter's shoulder.

STEVE

It won't be so bad.

MARTI

It sucks.

Andy is already running on the lawn grabbing fuzzy-topped flower gone to seed.

ANDY

Look! Dandelions!!

The fluff of seeds scatters all into the wind.

CAROL

Don't, Andy. We'll have dandelions all over the place.

Andy ignores the admonition as Steve turns to the car and inhales.

STEVE

Well, let's get to it.

(hands Marti boom box)

Here, your highness; help carry something.

MARTI

Other families move to the suburbs
We end up on an army base.

STEVE

Come on, you'll get used to it...

(looking for conciliation)

Hey, why don't you go pick out a bedroom; whichever one you want?

Marti stares at him sullenly, then starts toward the house. Steve calls after her.

STEVE

You're welcome, heart of my heart...

Carol is grabbing luggage.

(CONTINUED)

13 CONTINUED: (2)

13

CAROL

She's at that age, Steve; she
just needs some space.

STEVE

Yeah, outer space...

14 INT. HOUSE - HALLWAY - DAY

14

Door opens and Marti backs in, lugging the boom box into the downstairs landing full of dust. Depressed, she sighs and climbs to the second story hallway, walks down, stares at the bedrooms; there are only two.

She steps into:

BEDROOM

furnished like an army barracks. She does a 360 checking place out and its closet; inside is a shriveled lizard.

MARTI

Probably died of boredom.

She turns back into:

HALLWAY

as Carol and Steve ascend loaded with suitcases.

MARTI

There are only two bedrooms.

CAROL

(to Andy running by)

Hey, careful!

(to Marti)

Oh... you think you could share
with Andy until we get things
sorted out?

MARTI

I'd rather vomit.

(to Andy who's

stopped to watch)

Nothing personal.

Carol looks to Steve.

(CONTINUED)

14

CONTINUED:

14

STEVE

Well, maybe we can set up another
bedroom downstairs.

Carol just wants to continue unloading the car.

CAROL

I don't think it'll kill her to
spend some time with her brother.

MARTI

(snapping)

Yeah? How would you know?

And before she can answer, Marti turns in anger, and
stomps down the stairs.

STEVE

Marti!

CAROL

Let her go; I guess we're all a
little cranky from the drive...

The SCREEN DOOR BANGS shut below. Through the window the
two adults see Marti storming off down the street.

15

EXT. FT. RILEY STREET - DAY

15

Marti turns on a tape barely audible to the world as thin,
white NOISE.

From the next door neighbor's yard a BARKING DOG commences
his litany at the passing teenager. She ignores him.

She passes from the residential area to where the Army is
fully visible. Jeeps, trucks, copters, troops, barracks,
warehouses, etc.

She follows along different path where she sees other
soldiers spraying the trees and the area with insecticide.

Ahead, there is a cordoned-off field where a large pile of
plastic TRASH BAGS are dumped. Some soldiers are unload-
ing a small garbage vehicle, adding to the pile.

Marti continues until her attention is drawn by something
that has fallen on the side of the road. She stoops to
pick it up from the grass.

It's a set of dentures.

She drops them disgusted, staring when from behind:

(CONTINUED)

MP (O.S.)

What are you doing, Miss?

Marti spins in fright, sees two MPs standing there.

MP# 1

This is a restricted area.

MARTI

Oh... I'm sorry... I didn't see any signs.

MP #2

Nevertheless, no civilian personnel are allowed in here.

MARTI

Okay... I'm going...

The MP goes to take her.

MP #1

We'll give you a lift back to the civilian sector...

MARTI

(backing off)

It's okay, I can walk...

The MP starts to press the case when a red MIATA SCREECHES to a halt near the trio. All turn to see:

An ultra-hip teenage girl, JENNIFER PLATT, hair wind-blown, chicly dressed, lowers her Ray-bans and says to the MP.

JENN

Hey, Sarge; what's up?

MP #1

This is a security sector, Miss Platt.

JENN

Sure it is.

(to Marti, opening passenger door)

Get in, girl.

Marti looks confused but gets into the car without hesitation.

JENN

(popping the clutch)

I'll debrief her, Sarge.

Jenn hits the gas and PEELS out.

Jenn checks herself in the rearview mirror as they speed on.

JENN

My name's Jenn.

MARTI

(putting on seat belt)

Marti.

(looks back at MPs)

What'd they do there that's so secret?

JENN

Who knows? The Army's always doing something secret; get used to it. Got a cigarette?

MARTI

Sorry, I don't smoke.

They SQUEAL into a turn, throwing Marti against the door.

JENN

So, what're you doin' in Selma?

MARTI

I came with my father.

JENN

Another Army brat, uh?

MARTI

Not really. My dad's with the E.P.A... the Environmental Protection Agency.

JENN

Save the planet. Cool. Hang on.

The TIRES SQUEAL as Jenn turns left and almost runs into a troop of sweating soldiers going through vigorous gun drills.

Marti looks over the young men with interest. Jenn notices.

JENN

Put your eyes back into your head, girl; by the time the Army's finished with them every day they're good for nothin' but sleepin'.

(CONTINUED)

16 CONTINUED:

16

Marti looks disappointed. Jenn grins, hits a very sharp turn and jams on the brakes before a large house surrounded by a veranda.

JENN

My house.

(getting out)

Score some cigarettes.

17 INT. PLATTS' HOUSE - DAY

17

Marti follows Jenn inside.

JENN

Ma?

Silence but for a TV set PLAYING off in the distance.

JENN

Ma? I brought somebody.

She sniffs the air, smells something burning and heads quickly into the den.

JENN

Damn.

18 INT. DEN - DAY

18

MRS. PLATT sleeps on couch, a live cigarette dangling from nearly limp fingers. "SESAME STREET" is on the tube with KERMIT the FROG singing "It's Hard Being Green."

Jenn removes the butt from her mother's hand.

JENN

That's why Dad's becoming an insomniac; he's afraid she's gonna burn us up in our sleep.

Jenn drags on the cigarette then extinguishes it.

JENN

Ma; this is Marti. Marti, this is my momma.

Marti grins quizzically at this piece of wickedness.

Jenn goes to the coffee table and lifts a coffee cup and sniffs, then drinks a bit.

(CONTINUED)

18

CONTINUED:

18

JENN

Vodka. Want some?

Marti shakes her head.

JENN

Ma's an alky. Accordin' to the experts, that means I'll grow up to be one too.

MARTI

I always try to disappoint the experts...

JENN

Yeah.

(grins wickedly)

But I'd hate to disappoint my parents...

She kisses her sleeping mother, clips some cigarettes from her pack and heads for the door.

JENN

C'mon... let's blow this joint.

They fly out the door leaving the mother motionless before the television. A few beats and camera moves in on Momma's face. O.S. a CRACK followed by strange sounds. Hold on the slumbering matron...

19

INT. C.O. HDQTRS - DAY

19

THE OFFICES OF ARMY HEADQUARTERS: the efficient and bustling world of military hierarchy.

At desks and work stations are plants on windowsills, pictures of family members hanging, cartoons of COL. PLATT in caricature. A red-headed TYPIST is snapping bubble gum annoyingly, the male RECEPTIONIST is humming a tune to himself, and off somewhere to the side a male and a female soldier are chatting intimately.

At the end of all this fun is the overbearing, opaque, glass-faced door of:

COLONEL EDWARD PLATT: C.O.

20

INT. PLATT'S OFFICE - DAY

20

COL. E. PLATT, a career military man is sitting across the desk from Steve.

(CONTINUED)

He is perusing papers, a fetid canopy of cigar smoke lying heavily over the room. His flint-like face reveals no amusement at what he reads.

In the ashtray, Steve notices half a dozen stogies and a generous supply of fresh cigars filling the humidior: a serious chain-smoker. The shot-glass nearby testifies to other egregious habits. Platt looks up.

PLATT

I'd think the E.P.A. had enough to worry about without coming around here hounding me over toxics we've been storing safely since Vietnam, Mr. Malone.

STEVE

Colonel, these compounds were supposed to be secured permanently within a few years after the war. It's two decades and they're still in temporary storage; they pose an enormous threat to the ground water for the entire region.

The Colonel turns to the window to watch his beloved troops exercising in the sun.

PLATT

The toxins're in steel drums, in a humidity free environment. How the hell are they going to get into the water?

STEVE

It's easy; there's no such thing as an absolutely humidity-free environment. And steel corrodes.

The Colonel exhales some blue-grey smoke and looks back over Steve with the usual martial contempt toward "green peace" hippy types.

PLATT

Isn't it a hell of a lot more dangerous to start moving these things around and risk a major spill than just leaving them where they are?

STEVE

Believe me, Colonel; if we thought the place was unsalvageable, we'd close it down before risking contamination.

(CONTINUED)

20

CONTINUED: (2)

20

Platt leans in on this one.

PLATT

Would you? You'd close MY base?

STEVE

(diplomatically)

Our first concern is for the
safety of the population, Sir.

Platt sits and looks him over without a shred of emotion.
He grinds on the cigar, then takes it out of his mouth
and crushes it into the over-flowing ashtray.

PLATT

Listen, Malone; let me tell you
something. If I didn't get orders
mandating this, I would have thrown
you right the hell out off my base.
I don't like you or your 'save-the-
dolphin' kind of people telling me
how to run my command. You
understand that?

Steve looks back just as hard and not to be bullied he
answers:

STEVE

Perfectly.

PLATT

Then you just make your tests, get
what you need and leave; you let
the army worry about who closes
what. Understood?

Steve looks coldly and gathering his things, rises.

STEVE

Yes.

Steve then turns and leaves.

Platt takes out a cigar and lights it up; he takes the
papers and dumps them in the trash.

21

EXT. BASE - DUSK

21

The sun sinks low in the west over Fort Riley.

A bevy of SOLDIERS step up to the flagpole on the main
parade ground and in ceremonious display begin to lower
the flag. One of their number plays a winsome TAPS.
The flag is unhooked and folded. The army day is come
to and end.

22 EXT. MALONE HOUSE - NIGHT

22

Bathed, as are the other identical houses, in a ghostly Southern moonlight.

23 INT. KIDS' BEDROOM - NIGHT

23

Andy restlessly asleep. His eyes suddenly pop open. Off somewhere there are HUSHED AND STRANGE NOISES.

The kid sits up. He looks across room to his sister asleep with headphones on. The NOISES GROW.

Andy grabs his bear and holds him tight as he looks under the door and sees a dim light. A BANG. And more GROANING.

Cautiously, the kid gets out of bed with the bear, and moves across the room. Noises continue. He slowly squeaks open the door and slips out.

24 INT. PARENTS' BEDROOM - NIGHT

24

In the darkness the sweaty forms of Carol and Steve, during love-making. Steve is working her abdomen with his tongue and the CAMERA rises with him as he trails along to her breasts and pauses there. O.S. her moaning increases and the CAMERA pans up to reveal her face in total rapture.

Her head is draped over the side of the bed, and she revels in the passionate rhythm of her spouse... and then she opens her eyes at the peak of ecstasy only to see the door opened and Andy standing in the doorway watching.

CAROL'S UPSIDE DOWN POV

of the kid with his bear!

BACK TO SCENE

Dead silence and the couple freezes. A beat and Carol tries to tactfully disengage herself from her husband.

CAROL

Andy...

The boy stands in disbelief, looking from her to his father.

(CONTINUED)

24

CONTINUED:

24

Carol manages to pull down her nightgown regaining her composure.

CAROL

What's the matter? Another nightmare?

Andy, still looking hard at them, nods.

ANDY

I can't sleep. I'm scared.

STEVE

Go back to bed, son. Dreams can't hurt you.

The kid just stands and looks at them. Carol looks at Steve, then goes for the kid.

CAROL

He's probably just a little nervous about starting daycare tomorrow. It's okay, sweetie. Come on; I'll tuck you in.

She goes to take his hand when from outside a BLOOD-CURDLING SCREAM reverberates through the night. The kid freezes.

Steve rises from the bed and looks out the window. Down below an MP's Jeep goes by racing.

He looks back in to see Andy is not moving from their room.

ANDY

I wanna stay here.

Steve turns and looks at Carol and then back to their son; he nods:

STEVE

Alright, big boy, come on.

He sweeps the kid gently toward the bed. Andy gets in snuggling happily next to his mother. Steve brushes down his hair with his hand and heads into the hall.

25

INT. KIDS' BEDROOM - NIGHT

25

Marti sleeps, HEADPHONES on, radiating faint HISSING.

(CONTINUED)

25 CONTINUED:

25

Steve comes in, bends over and gently presses the stop button on the Walkman, removing the phones. Marti stirs but doesn't waken. He looks down at his daughter and kisses her gently on the cheek.

Then, outside, the neighbor's DOG starts up wildly and Steve goes to the window.

He notices the MP Jeep is now parked in front of a house down the road. The lights are out in the house and there are no Military Policemen in sight.

The Barking Dog strains on his runner. Steve watches the animal; something is driving him wild. HEAVY MUSIC RISES. TENSION.

Steve scans the darkness but is unable to see the TROUBLE which the dog senses and reacts so wildly to...

26 INT. KIDS' BEDROOM - DAY

26

Sunlight. Marti is fast asleep. The DOORBELL RINGS. Marti rolls over. The DOORBELL RINGS again.

MARTI

Hey, can somebody get that?

She pulls the covers over her head. The DOORBELL RINGS a third time.

MARTI

Shit!

She sits up and looks around. The portable alarm clock on the night table reads 11:15. Andy's bed is empty. The DOOR again. She mumbles.

MARTI

I'm comin'... I'm comin'...

And hops out of bed in T-shirt and panties. She grabs her jeans and struggles into them.

27 INT. FOYER - MORNING

27

Marti comes downstairs buttoning up and answers the door.

Two SOLDIERS stand at doorstep.

SOLDIER #1

Your family's things've arrived,
Miss.

(CONTINUED)

27

CONTINUED:

27

MARTI

Huh? Oh, great. Bring 'em in.

They nod and head toward a waiting truck where other Soldiers are unloading boxes. They carry the stuff in.

MARTI

Put it anywhere; we'll sort it out later.

Soldier puts it down roughly on the floor.

MARTI

Hey, careful, my father's lab equipment's in some of those boxes...

Soldier looks but says nothing; they continue their work as Marti goes into the --

KITCHEN

where she sleepily opens the fridge and looks around inside a beat, takes out the O.J. and chugs a quick drink from the container.

She comes back out and hears a door opening and closing upstairs. Other soldiers are heading up there too; she protests.

MARTI

Leave everything down here.

The Soldiers don't answer but do as she says. She heads up steps and disappears into --

HALLWAY

and sees her bedroom door is opened but that of her parents is not.

She walks toward it.

28

INT. BEDROOM - DAY

28

A Soldier is KNEELING BEFORE SHUT CLOSET, SLIDING A KEY BENEATH THE DOOR. As he hears the door open he stands quickly and turns. Marti looks in and sees him.

MARTI

What're you doing in here?

(CONTINUED)

SOLDIER #2

I was looking for the bathroom.

MARTI

(not believing him)

There are five thousand latrines
on an Army base an' you gotta use
my parents' bathroom?

(mimicking)

This is a restricted area; off
limits to all army personnel.

The Soldier looks at her coldly, smiles and steps past
her into the hall.

Marti looks after him, sticking her tongue out behind
his back until he's out of the room.

He heads down the stairs. Marti hears the TRUCK START UP
and leave.

Marti goes back and quickly reconnoiters the place when
outside very loud MUSIC, TIRES SCREECHING and a CAR HORN
rises.

Marti looks out window to see Jennifer in her Miata.

MARTI

Gimme five minutes!

Jennifer waves and lights up a cigarette, grooving to the
tunes. Marti disappears.

Semi-darkness. Mountains of steel drums in storage.

Steve appears amid the canyons of drums. Steve walks
around, giving a desultory look to floor and tapping an
odd drum for fullness.

Skull and crossbones warn of toxic waste accompanied by a
NERVOUS Sergeant who watches in silence taking down
details on pad.

Steve notes some of the barrels are showing signs of
corrosion and minor leakage.

STEVE

Alright... I'll need a forklift...
the chemo-protective suits I had
sent... some hand lights, and a
couple of men to move the barrels
and help open the back areas...

(CONTINUED)

29

CONTINUED:

29

The Sergeant nods and writes this down. Steve turns from the drums and heads outside.

30

EXT. TOXIC STORAGE FACILITY - DAY

30

Steve and the Sarge come out and begin walking around the exterior of the plant.

Steve notes the condition of the foundation, then squats down to check the soil. It is dark but lifeless.

Steve takes out a pen-knife and scratches around the dirt.

STEVE

Rich soil...

He digs a little more looking for something.

STEVE

But no worms or insects...

He notes this on the pad then takes a sample of dirt puts it into one of many test tubes he has stored in "tool box," and labels it: STORAGE SITE.

As Steve works, a Jeep comes up and MAJOR (DR.) LARSON and his driver come out. The doctor comes up.

LARSON

Mr. Malone? I'm Major Larson,
head of the base medical corps.

Steve gets up and shakes his hand, wiping it first on his own pants to clean it.

STEVE

Doctor...

LARSON

I missed you at headquarters and wanted to extend an offer of cooperation to you personally... anything I or my staff can do for you; we're at your disposal.

STEVE

Thank you very much...

Larson looks at his Aide.

LARSON

Sergeant, you can walk on ahead.

(CONTINUED)

Both Steve's Sergeant and the Doctor's AIDE look at each other and then walk away in silence.

Steve goes back to his chores. Larson starts:

LARSON

Mr. Malone, I'm very interested in the kinds of effects exposure to these chemicals can have on people...

Steve takes another sample.

STEVE

They're mostly metabolical; they're they're carcinogenic...

LARSON

What about psychological effects?

Steve looks up from his work.

LARSON

I mean, can they affect the brain patterns? Interfere with the chemo-neurological processes; foster psychoses, paranoia, entomophobias, narcophobias...?

STEVE

Hey, Doc; I'm a chemist not a psychiatrist...

LARSON

Put simply, can they alter a person's view of reality...?

Steve stops what he's doing.

STEVE

What?

Larson looks at the two aides ahead then adds in a worried candor:

LARSON

Let me be frank with you; I'm seeing people coming into the infirmary exhibiting extreme delusional fixations; they're afraid to fall asleep, afraid of family members, they exhibit paranoid thinking about others... their identities... their very selves...

(CONTINUED)

Larson looks at him helplessly.

LARSON

It's like all of the sudden I've
got a camp full of very displaced
people...

Steve looks at the man incredulously as he puts work
away.

STEVE

I don't know what you're seeing,
Doc, but I can tell you it's not
P.C.B.s; that kind of phenomena is
just not part of the symptomology.

The major's AIDE turns back at them, reading his own
wristwatch.

AIDE

Major; you've got to be at the
dispensary at fifteen hundred
thirty...

Larson doesn't like the guy at all. He doesn't answer
him; he turns to Steve now with even more desperation in
his voice.

LARSON

Mr. Malone, please; I'd like to
ask you to keep me up to date with
the results of your research anyway.
I'm worried about these people...
you understand. I don't know what
to do for them...

Steve hesitates a beat then nods only to allay the poor
man's fears.

STEVE

(very uncertain)

Sure... alright... but I'm telling
you it's not the compounds...

The worried Major nods and turns to walk off, accompanied
by his Aide. Then he turns back to Steve abruptly.

LARSON

Even the civilians on base...
grown men afraid of their children;
wives claiming their husbands are
not their husbands... it's all
crazy.

(CONTINUED)

30 CONTINUED: (3)

30

Larson shakes his head, looks and leaves. Steve watches the man in silent disbelief.

STEVE
(to himself)
Take a vacation, Doc...

31 INT. DAY CARE CENTER - DAY

31

A sweep of bright colors, paints in a brilliant abstract expressionist swirl; we might think it's a DeKoonig until a chubby hand ENTERS the FRAME and spreads a swath of yellow across it, smushing the colors around.

Andy concentrates hard, leans back, evaluates his work, then takes a handful of blue paint and makes a marvelous mess with it.

Done, Andy looks at the boy to his left, who labors calmly on a dark work, mostly green, with splotches of red.

Liking his own painting better, Andy looks to the right at the girl working across the table. Her painting is almost identical to the other boy's.

ANDY
(to girl)
Yours are both the same.

Both she and the boy look at him though Andy's spoken too softly for the boy to hear. Before the girl can respond, the day care TEACHER claps her hands.

TEACHER
Okay, all done. Everyone hold
your picture up.

Andy stretches his arms up to hold his picture over his head. He looks around at the works of the other children,

All are basically the same: dark green with red smudges.

Andy is very confused. Even a kid knows this is weird.

32 EXT. MAIN STREET ON BASE - DAY

32

Marti and Jenn riding in the red MIATA down the main street of the base.

Peering through sunglasses, Marti looks forlornly at the Spartan environment.

(CONTINUED)

MARTI

How can anyone, like, survive here?

JENN

Army brats get used to it.

MARTI

Used to what?

JENN

Movin' from one dead-end town to another. You gotta learn to make your own excitement, girl.

They come to the main gate and slow.

JENN

The secret is never trying to fit in with the program...

Jenn casts a disparaging glance at identically dressed male and female soldiers going slowly about their business...

JENN

Look at 'em; they volunteered for this...!

A blank-eyed MP checks the car over quickly, and they get the okay to go through the gate.

Jenn smiles at him, but he remains impassive. She turns the MUSIC loud and GUNS the CAR.

She lays a trail of dust.

EXT. SELMA (ALABAMA) - DAY

Post-bellum south of Selma.

Quaint store-fronts, dust, hot sunlight and people living Bible-belt facade and:

Onto the main drag comes the anomolous Miata, BLASTING that secular MUSIC and exhaust.

MARTI

Where're we goin' anyway...?

(CONTINUED)

33

CONTINUED:

33

Jenn smiles without answering. They take a bit more of the town in and travel to the far end of the street, where Jenn suddenly hits the brakes. The two femmes skid to a stop before:

A weathered SHOP whose sign on the window reads: TATTOOS. A couple of very ugly TATTOOED SOLDIERS sit silently outside in the hot sun.

Marti looks toward the spot in disbelief...

MARTI

Where? In there?

JENN

Come on, Marti Malone; learn to live a little...

Jenn smiles wickedly and gets out. Marti is still in shock.

MARTI

Are you crazy?

JENN

Hey; it wouldn't be the first time...

Jenn smiles very seductively and lifts one side of her cut-offs in the middle of the street to expose her panties and one cheek of her rump: Marti sees a REBEL FLAG tattoo is already there. Jenn grins and lets the skirt fall back. She heads inside the shop.

Marti sits awestruck...

34

INT. TATTOO SHOP - DAY

34

WEIRD MUSIC over strange, sultry sunlight bathing a long row of sweaty, virile FACES staring in silence; the eyes carry no emotions at all.

THEIR POV

of Jenn, lying sunglassed with a green towel across part of her naked rump, on her stomach, sweating profusely in the un-airconditioned heat.

CLOSEUP

of her sipping now from half-finished bottle of BEER, her hair matting to her forehead with perspiration, as an EMOTIONLESS TATTOOIST works on her soft flesh.

(CONTINUED)

JENN

(soft, almost sleepy)

You stop for a minute and they'll
turn you into some piece of
establishment shit before you know
it. There's only one rule to live
by, girl;

(lifts her

sunglasses and

smiles naughtily)

Everything you do has to
make them crazy...

Nearby, looking, is an irresistibly fascinated Marti.
She wipes the sweat from her own brow and upper lip; she
has a soda. Her eyes now fall to the hands of the
Tattooist.

A sly grin comes across Jenn's lips as she sees Marti
admiring the design. She drinks again then lays her head
back down on the table.

JENN

(inebriated)

You like it? It came to me in a
dream last night...

MARTI'S POV

as CAMERA MOVES IN on the TATTOO. The man's hands move
away from its work. Marti's eyes rivet to what he has
created:

A PECULIARLY-SHAPED GREEN LEAF AND EMERGING FROM BENEATH
IT, MOUTH GAPING, IS A RATTLESNAKE!

SNAP CUT TO:

ANDY, under a blanket, eyes squeezed tight, hears a
"CRACK"!

The boy's eyes flash open. He takes a beat to listen
further but there is nothing. He senses something is
wrong... he looks around him and sees:

The boy next to him, lying on his mat, resting silently
but with eyes wide staring at the ceiling. RAISE MUSIC.

Andy turns over, looks the other way.

(CONTINUED)

Sees the girl lying on her side, staring at but certainly not seeing him. TENSION.

A weird, almost HISSING noise quietly rises from behind him. Andy looks hard, fear rising and a few feet from him, at the head of the mat, is a tall, folding screen set up. The noise seems to emanate from back there.

From nowhere, the Teacher suddenly squats by Andy's mat. The young child looks up at her: she stares back with dead, emotionless eyes.

TEACHER

It's nap time, Andy. Time to sleep.

ANDY

I can't sleep.

TEACHER

Yes, you can. Just relax and close your eyes.

ANDY

They're not sleeping. Their eyes are open.

TEACHER

Never mind them. Just lie back down and close your eyes.

She tries to induce him to sleep, but the frightened boy wriggles away, throwing the blanket aside.

ANDY

I'm not tired.

TEACHER

Now come on, just a little while and afterwards, we'll have juice and cookies.

ANDY

I don't want any juice and cookies. I don't like it here; I wanna go home.

Andy gets out of bed and retreats to the wall.

TEACHER

Andy, don't fight me... it's not time to go home yet.

(CONTINUED)

35

CONTINUED: (2)

35

Now the children are all rising and they're coming close.

Andy looks in CONFUSION at the crowd of emotionless faces moving toward him.

ANDY

(scared)

What d'you want?

One BOY, a rather large one, steps forward and says flatly:

BOY

You gotta listen to the teacher
... you think you're special
'cause you're new here?

ANDY

Keep away from me.

The children come forward and the big kid steps ahead to grab Andy. Andy swings wildly at him and smashes his face. The kid reels and others go for him as he tears for the door.

TEACHER

Andy!

Andy is already out the door.

36

EXT. DAY CARE CENTER - DAY

36

The youngster comes tearing out of the building into the middle of the road as:

A Jeep with two soldiers in it rounds the corner. Andy freezes as he sees the vehicle come upon him. The driver hits the brakes making the VEHICLE SCREECH to a halt only a few feet before him.

For a moment, nothing moves. Then the soldier in the passenger side seat hops out and picks up the paralyzed kid from the middle of the street.

TIM

Hey, you okay?

Andy, reviving now, tries to wriggle free.

(CONTINUED)

ANDY

Lemme go!! Leave me alone!

TIM

Whoa, chill, big guy. I'm not gonna hurt you.

Andy fights in vain as Tim glances at the driver, PETE, who points to the Quonset hut from which the boy came.

PETE

Day-care, Timbo. Return to sender.

Tim looks at the building and as he does Andy redoubles his efforts to get free.

ANDY

No! I don't wanna go back there!

Behind the windows, the teacher with the kids behind her, watch in silence as Tim can hardly hold on to the kid.

TIM

Okay, okay. Easy. Stop kicking. I won't take you back. I didn't like school either. Just quit kickin'...

Tim looks at the school once more and signals he's taking the boy. The teacher just stares. Tim turns, puts the kid in the Jeep, climbs in after him and signals Pete to go.

The Miata flies INTO VIEW and slides to a SCREAMING HALT as Marti notices...

The two soldiers sitting on the doorstep, one on either side of Andy who wears Tim's camouflage hat.

Marti looks at Jenn who smiles broadly and BEEPS at Pete.

JENN

Hey, stranger...

Pete rises and comes over to the car as Marti heads toward her brother and Tim. Pete and Jenn kiss.

Andy runs toward his sister.

ANDY

Marti!!

(CONTINUED)

37

CONTINUED:

37

MARTI

Hey, what's goin' on here?

ANDY

I hate that school, I hate it!

He intercepts her, grabbing tightly, relieved to see a loved one.

MARTI

What'd'a mean you hate school?

(to Tim)

Hi; what happened?

TIM

(looks down at the
hugging kid)

We almost creamed him with the
Jeep, didn't we, pal?

MARTI

How? He's supposed to be in
day-care.

ANDY

(still holding)

I ran away. I hate that place.
I'm never goin' back.

MARTI

(to Andy)

Yeah? Dad'll just love to hear
that...

(to Tim)

Hey, thanks for bringin' him home.
Can I get you something to drink?

TIM

A coke maybe...

(calls to the
car)

Petey...

Jenn is REVVING the CAR to leave and after a final fare-
well to Pete, she drives off. Pete joins Tim and Andy
as they follow Marti into the house.

38

INT. HOUSE/KITCHEN

38

They come in and look around as she goes to the kitchen
for the drinks.

(CONTINUED)

MARTI

You guys MPs or somethin'?

PETE

No, ma'am; cavalry to the rescue.

She opens the fridge.

MARTI

Oh yeah? Where're the horses?

TIM

Helicopters... Air cavalry. We're
chopper pilots.

She bends over, way over, as she fetches the soda off
the bottom shelf.

MARTI

(mocking)

Oh... seen any action lately?

Pilots catching an eyeful.

TIM

Uh... not lately... we just...

PETE

Practice now...

Marti looks at them very seductively and hands each a
soda.

MARTI

That's too bad; there's nothing
like the real thing, you know...

She looks at Tim and drinks. The pilots do the same.

Pete finishes his soda and points to his watch indicating
they have to go. Tim drains his in one gulp too and puts
the empty on the counter.

TIM

Thanks for the soda... Maybe we'll
see you around sometime...

MARTI

Lucky me...

He takes it on the chin but is cool with her.

(CONTINUED)

TIM

Why? You got something against soldiers?

MARTI

Yeah; bad politics, bad haircuts.

They look and she smiles; after a beat so do they. The soldiers move away from the kitchen.

TIM

There's a club... the Dead End on Route 8. It's pretty easy to find ... Only place around where you can get somethin' other than country music... you know what I mean?

Marti makes a face and nods; Pete pulls Tim toward the door. Tim stops and grabs his cap from Andy and ruffles his hair.

TIM

See you around, big fella. An' no more playin' hooky.

ANDY

I'm never goin' back there!

MARTI

Thank the pilots for takin' you home, Andy.

ANDY

Thanks. An' remember you promised to take me for a ride in the chopper.

Tim salutes at him then smiles at Marti and they go to leave.

TIM

See ya...

Then he stops.

TIM

Oh... the name's Tim... this is Pete...

MARTI

(grins)

Marti...

(CONTINUED)

38

CONTINUED: (3)

38

Real love. As Tim and Pete turn to leave, into the door comes Steve who is surprised at the vanishing presence of the two men.

ANDY

Dad!

Tim's gaze has gone from Marti to Steve; Pete intercedes, dragging his cohort away.

PETE

You're daughter'll explain everything, Sir.

The pilots disappear.

39

INT. MALONE KITCHEN - NIGHT

39

Marti stares out the window as she stands before the sink doing dishes in half-assed sort of way.

In the b.g. she can hear Carol and Steve talk.

CAROL (O.S.)

Well maybe we'll keep him home tomorrow and let him settle down.

MARTI'S POV - HOUSEWIFE AT CURBSIDE

Marti notices out the window that a housewife is standing at the curbside holding a PLASTIC TRASH BAG which she deposits in the back of an Army garbage truck that has stopped for her.

The neighbor woman watches without movement until the truck is out of sight then turns blankly and heads back into her home.

STEVE (O.S.)

I dunno... the sooner he makes some friends here, the happier he's gonna be... it might be good for him to try again tomorrow...

BACK TO SCENE

Marti's eyes now float up to the wall clock which reads near eight p.m. She finishes the dishes quickly and turns around.

(CONTINUED)

39

CONTINUED:

Carol is wiping down the table with a sponge as Steve leans at the door talking.

CAROL

Let me take him into town... let him have some fun so he can get used to it here. Then he can go back the day after.

Marti interjects:

MARTI

Dad, I'm done; can I go out for a little while?

STEVE

What? Where?

MARTI

Uh... you know... I thought maybe I could just go out...

Then the DOORBELL RINGS.

MARTI

I'll get it!!

Before he can say a word, she flies out of the room and into the:

FOYER

where she opens the front door and Jenn comes in.

Carol and Steve appear from the kitchen and come into the room.

MARTI

Everyone, this is Jenn Platt.

JENN

Hi, y'all.

STEVE

Platt... are you...?

JENN

Colonel Platt's daughter but you don't have to salute. I was hoping I could take Marti out t'night and show her the town... There's a rec center with summer classes and bingo, and square dancin'...

(CONTINUED)

39

CONTINUED: (2)

39

STEVE

Bingo and square dancing, huh...?

She breaks a big Southern belle smile.

JENN

Don't worry Mr. Malone; there's
no place in this town where a soul
can get into trouble; believe me;
I've looked all over for them...

(laughs heartily)

Just kiddin'...

Steve nods good-naturedly.

STEVE

Yeah. Just be back before midnight

(smiles)

an' I ain't kiddin'...

JENN

Promise!

The two girls say good night and fly out the door in a rush.

40

EXT. HOUSE - NIGHT

40

Marti and Jenn moving for the Miata.

MARTI

What's this place, the Dead End?

JENN

The Dead End!? You learn fast,
Malone.

41

EXT. DEAD END CLUB - NIGHT

41

Skull and crossbones of the Big Red One.

ANGLE - MIATA

as the girls get out and walk through maze of parked cars,
some boasting decals of AIR CAV. Military and civilians
are all over. MUSIC, smoking, funky scene.

Marti and Jenn make their way to the doors

when they are pushed open and a Pair of MPs lead out a
very confused soldier, (RED).

(CONTINUED)

41 CONTINUED:

41

RED
You sonsabitches!! I ain't drunk!!
I ain't had a drink all night!

The MPs drag him toward their awaiting jeep in adamant silence.

RED
(breathless)
What the hell happened to my
friends?!! What'd you do with
them?!! Let go of me!! LET GO!!

They don't listen.

He's loaded into the nearby jeep without another word and cuffed to the seat. He screams like a man insane:

RED
I AIN'T DRUNK, YOU BASTARDS!! I
AIN'T DRUNK!!!

The MPs get in and they drive off quickly into the dark.

Marti watches in silence. Jenn has to tug on her jacket to get her to follow inside.

42 INT. DEAD END CLUB - NIGHT

42

Marti follows Jenn in, walking toward a tough, no-nonsense BOUNCER. As they approach his stone-dead eyes follow their every move.

MARTI
(whispers)
I don't have an I.D.

JENN
As long as you're with me, girl,
you don't need one.

The dead-eyed bouncer looks at Jenn. Recognition passes over his gaze a second and he nods her in. As Marti passes she notes his EYES ARE ABSOLUTELY BLANK.

The smoky place is packed; MUSIC BLASTING.

Marti follows her friend, trying to keep cool as MEN'S FACES TURN TOWARD HER, STARING, SOME IN INTEREST AND SOME ICE-DEAD. They give Marti the creeps.

(CONTINUED)

Jenn searches the area until she spots a pair of pilots. She says to Marti:

JENN

Hey, guess who's here...

Marti looks from the hollow eyes of the patrons to the bar where she recognizes Tim and Pete. She grins in relief.

MARTI

Yeah.

The two females move through the crowd and to the boys.

JENN

Private...

The air-men turn around and are pleasantly surprised.

PETE

(recognizes Jenn)

Private? What's this; your old man demote me or somethin'?

JENN

You're lucky he hasn't court-martialled you yet...

And without waiting she takes Peter's brew and drinks a long time from it. She drains it and smiles happily now and puts her arm into Pete's.

JENN

(to Pete)

So, dazzle me with your foot-work, Lieutenant...

She pulls his arm hard drags him to the dance floor, leaving Marti and Tim alone. Marti watches Jenn in awe...

TIM

I'm glad you decided to come...

MARTI

Actually, we got lost...

TIM

Oh... well as long as you did can I get you something to drink?

(CONTINUED)

MARTI

I'm underage. It's called
corrupting a minor.

TIM

Then is there something we could
do without me going to jail?

MARTI

(coyly)

Only after I get to know you
better...

She takes his arm.

MARTI

So let's dance for now... maybe
we'll break the law later.

She laughs and they head to the dance floor.

ANGLE - DANCE FLOOR

Tim and Marti start dancing.

TIM

You always like this?

MARTI

What's this?

TIM

So sarcastic...

MARTI

I do my best... why do you ask?

TIM

I dunno... I have the feeling
underneath you're sort of...

MARTI

Soft and sensitive and feminine
and vulnerable...?

TIM

I was going to say real...

Marti looks at him, surprised. She smiles more personably
despite herself.

He smiles back and she curls into him and they dance.

(CONTINUED)

From the sides, many of the dead-eyes watch the two couples.

Marti looks up at Tim.

MARTI

You know, this place gives me the creeps.

TIM

Yeah, it takes some getting used to...

(looks at her)

... is that a hint to leave?

She turns to the bump-and-grinding Pete and Jenn but they're both too busy with each other to notice.

MARTI

You mind?

They break off and as the couple moves toward the door Marti suddenly stops.

TIM

What's the matter?

Marti turns to a passing stranger and reaches out to touch him.

MARTI

Hey...

The man turns from profile revealing the face of the
SOLDIER FROM THE GAS STATION BATHROOM!

MARTI

I know you! You were at the gas station outside town...

Tim stands behind her. The Soldier looks at her in absolute sang-froid and says matter-of-factly.

SOLDIER

I don't know what you're talking about.

MARTI

What d'you mean? You scared the hell out of me...

(CONTINUED)

42

CONTINUED: (4)

42

SOLDIER

I said I don't know what you're talking about...

Soldier looks at Tim and says in a cold voice:

SOLDIER

I think your girl friend's had too much to drink, cowboy. You ought to take her home.

He looks at a speechless Marti and walks away. Tim stands next to the mystified girl.

TIM

What was that all about? You know that guy?

She watches the Soldier disappear for a long time then finally breaks from her thoughts, shaking her head. She looks at Tim, sensing a certain emotion in his voice, and breaks into a warm smile and takes his hand.

MARTI

Why, you jealous?

43

EXT. PARKING LOT OF CLUB - NIGHT

43

The couple comes out into the lot. The crowd is still there. The MUSIC from inside is dull in the open air.

TIM

(looks at her)

Where you want to go?

MARTI

Is it safe to walk around?

He grins and takes her hand.

TIM

Hey, you're under the escort of the United States Cavalry; what do you think?

She laughs and they walk.

44

EXT. MALONE PORCH - DAY

44

Steve sits on swing with reams of technical papers and notes, working. Dead silence.

(CONTINUED)

Along the street, there are a few couples out on their porches, but none talk nor move. They just sit beneath yellow porch lights, staring in silence.

The front door opens and Carol comes out.

Barking Dog, lying half in/half out of his dog-house on the neighbor's yard watching Steve, now raises up and barks at Carol.

CAROL

It's gettin' lonely inside...

STEVE

I'll be in in a while...

She sighs and leans her chin against his shoulder, stares out at the silent night. Some beats as he reads and she says:

CAROL

Andy's finally asleep.

He nods. She says quietly:

CAROL

I worry about him, Steve...

STEVE

I worry about them both...

(looks up to her
and smiles)

... but I guess that comes with
the territory...

She smiles now and kisses him softly on the cheek.

CAROL

Why don't you put that stuff away
and I'll give you something else
to think about...

He turns to her and sees the heat rising up in her eyes.

He smiles and they kiss. She shivers a little and stands up.

CAROL

Come on...

He gently holds her at bay.

(CONTINUED)

44 CONTINUED: (2)

44

STEVE

Give me an hour and as soon as
Marti comes home...

(kisses her again)

I'll be up...

She looks at her husband and smiles.

CAROL

Only the iron will of good fathers
keeps our country safe.

She leans to kiss him good-bye, BUT THE SILENCE IS SUDDENLY
SHATTERED BY AN INHUMAN HOWL COMING FROM SOMEWHERE IN THE
DARK. Barking dog is on his feet in a second.

CAROL

What on earth...?

45 EXT. FIELDS - NIGHT

45

THE HOWL, IN THE DISTANCE, IS LOUDER. Tim and Marti,
standing beneath a giant oak, with the Spanish moss
canopy, look up. The howl rolls across the night another
beat, then quickly fades and all is silent.

MARTI

Man, you join the army to see the
world and look where they send
you...

He looks at her a beat then smiles.

TIM

But maybe Selma's no different
from anywhere else.

Marti laughs at that one and looks up; she notices a
small insignia on his jacket... she indicates it.

MARTI

What's this?

TIM

Desert Storm... The standard medal
you get for just showing up.

Marti looks up.

(CONTINUED)

MARTI

You were over there?

(touches the medal)

You never mentioned that...

Tim shrugs. She sees his reticence; she asks softer.

MARTI

How come?

Tim takes some beats, clearly not comfortable talking about it. Then he says.

TIM

They sent us over to do a job and we did it... that's all...

He tacits, then smiles at her. She looks at him a long time, then steps up and kisses him on the mouth. Tim looks at her surprised.

TIM

What was that for?

MARTI

Nothing, I just felt like it.

He smiles, abashed. Then he leans forward and kisses her back. They get into it very quickly. They sink along the trunk of the tree.

He holds her and she kisses him again; there's no more talking now.

Hold a beat on the impassioned kids, then a SLOW, HEAVY SHOT RISES AWAY FROM THEM:

UP OMINOUS MUSIC

CAMERA RISES over the couple, over the murky brush behind them to reveal the immense fields behind them SUDDENLY GLOWING IN EERIE GREEN LIGHT. CAMERA MOVES IN to reveal there are now thousands of LARGE PODS pulsating light in the dark.

SWEEP INTO the form of Steve Malone outside on the swing silhouetted through window.

HEAVY MUSIC KEEPING LOW ON TRACK.

On table nearby the clock reads ten past one.

(CONTINUED)

46

CONTINUED:

46

From upstairs there is an odd CRACKING SOUND...

Shadows fall across living room.

On the stairs Andy's Slimer toy.

Unrecognizable Gurgling begins rising.

In hall STEADICAM TO the kids' room door.

SNAP CUT TO:

46A

ANDY'S BEDROOM - ANDY

46A

lying in bed his eyes open wide in terror. Somewhere, not far but walled away, the SOUNDS continue.

He listens, rigid with terror, then sits up clutching his bear to his chest.

He looks over to Marti's bed: empty and undisturbed. He begins to move out of bed.

HALLWAY

The door to Andy's room opens slowly and in absolute silence; and the terrified child comes out bear in hand.

He looks around and outside the wind picks up a little. The shadows in the hall seem to darken and the GURGLING SOUNDS grow more desperate.

He walks cautiously down the hall into --

46B

PARENTS' ROOM

46B

which is dark, unnaturally silent. He stands there a moment and sees only the form of his mother in bed.

ANDY

Mommy...?

Carol shudders under the top sheet but does not awaken.

The kid waits afraid then slowly, slowly moves toward her side of the bed.

ANDY

Mom...?

(CONTINUED)

46B

CONTINUED:

46B

Her face is in the shadow but he can sense something's the matter. There is a low rattle from her throat, then no more noise nor movement from her.

Andy slowly reaches out to take her hand, lying atop the sheet, gold ring glinting in the half-light.

ANDY

Mom, wake up.

He shakes her hand.

ANDY

Mom, get up!

Carol dead still. Andy panics.

ANDY

Wake up!!

He grips her hand tightly in his, and suddenly it collapses as if air went out of it, becoming skin and bone.

Andy screams as, to his horror, there's another crack, with a sickening sound Carol's hand disengages at the wrist and comes free in his!! He watches in stunned silence as it then crumbles to dry, grey matter, leaving her wedding ring lying in the palm of his hand!

He turns and sees his mother's face collapsing in on itself like an imploded paper bag and beneath the sheets, the form of her entire body deflates.

46C

PARENTS' BEDROOM

46C

He turns to run but:

Fumbling noises emerge from the closet as it's being unlocked from inside!! The kid freezes. The closet door opens and there, standing in the shadows, naked, and dead-eyed, is Carol, putting on bathrobe.

ANDY CAN'T BELIEVE HIS EYES!

She stares at him a microsecond as if without recognition and then snaps to, coming toward the trembling child.

CAROL

There, there, honey. Mommy's here.

Andy looks, screams again and races out of the room into:

46D HALLWAY

46D

Andy races down the hallway hysterically as Steve, alerted by the screams, comes into the house.

The kid races to him.

ANDY
Dad!!! Dad!!!

Steve lifts the kid and holds him tight.

STEVE
Andy, what's wrong??

ANDY
It's Mommy, Mommy!!!

Steve looks at him.

STEVE
What's the matter with Mommy?

ANDY
Her hand came off!! She's dead,
she's dead; I saw her!!

Steve looks over and from the bedroom we hear Carol call calmly.

CAROL (O.S.)
He's had another nightmare...

She appears at the head of the steps.

CAROL
Bring him back up, I'll put him
to bed.

ANDY
(crying hysterically)
Noooo!!! She's not my Mommy!

Andy tries to free himself.

STEVE
(softly paternal)
It's okay, Andy... It's okay...
Mommy's fine... see?... You've
just had a bad dream...

Carol begins to descend the stairs and the Kid, in renewed panic, actually breaks free from his father and bolts out the opened front door. Steve signals Carol to stay away and he follows Andy.

47

EXT. FRONT LAWN/MALONE HOUSE - NIGHT

47

In two bounds Steve has caught Andy and grappled him off the ground.

ANDY

No! Let me go!

STEVE

(reassuringly)

Hey, easy!! Nobody's gonna hurt you... relax... it was only a dream...

From the darkness comes a military vehicle speeding toward the house. It quickly slows as the two Malones show up in the headlights and then stops; the door opens and it is Marti. Drawn by the scene, Tim also comes out from driver's side.

MARTI

What's going on?

She comes close to where Steve holds onto Andy. He glares at her, as he catches the smell of booze on her breath.

STEVE

You've been drinking...

MARTI

Dad...

STEVE

Don't say a word... take your brother inside... Now!

(looks at Andy
and warns him)

Go with her!

Shocked, both kids only walk a few steps. Marti stops to watch but the look from her father sends her right inside.

Steve moves over to the front of the Jeep, and walks into Tim's face.

STEVE

You ever give my daughter another drink and you'll be sorry you ever went near her; do I make myself clear to you, Soldier?

Steve's eyes ice cold, two inches from Tim's face. The Pilot doesn't know what to say.

A beat, and Tim turns to his Jeep and gets in. He drives off. Steve watches as the car moves out of sight.

Andy is being placed back in bed, obviously shaken. His fear moves Marti who leans over him, brushing his hair with her hand,

ANDY

I'm not lyin'. I'm not.

MARTI

Nobody said you're lyin'. I had nightmares too when I was little. They go away all by themselves. Then you just got life.

She looks up hotly as if directing the remark toward the absent Steve.

ANDY

She's not Mommy, Marti...

MARTI

She's not mine, but she is yours; and she loves you a lot.

ANDY

No... mommy died. I saw it.

MARTI

You're confused, little brother...
(smiles and kisses him
on the forehead)
I'm the one that got that kick in the head.

Andy stares at her a moment, then holds out his hand.

ANDY

Look.

He opens his fist. Something gleams in his palm: Carol's wedding ring.

MARTI

Where'd you get that?

ANDY

When her hand crumbled.

Marti looks at the gold band: very weird. There is a beat of silence and

Then, O.S. the SOUND of the front door opening; Andy closes his fingers over the wedding band. Marti takes a beat to think then says to her brother getting up --

(CONTINUED)

48

CONTINUED:

48

MARTI

Stay here a minute...

Andy goes to grab a hold on her --

ANDY

No...

She's already off the bed, slipping from him.

MARTI

Just for a second...

Before the kid can move she is gone.

Andy brushes the blankets away and gets up: he quickly puts on his bunny slippers and goes to cross the room when...

Into doorway comes Carol. Not a word is spoken. Andy stands in terror and quickly retreats back to his bed...

49

INT. MALONE HOUSE - NIGHT

49

Steve is bringing in his papers and turning off the porch light as Marti comes down to the first floor.

MARTI

Dad...?

He looks at her in disappointment.

STEVE

I don't want to hear it, Marti...

Marti comes to him.

MARTI

Dad, listen to me...

STEVE

Discussion closed; you're grounded.

MARTI

Dad, please; nothing happened;
I...

STEVE

(cutting her off)
You call coming home drunk at
two o'clock in the morning with
a perfect stranger nothing?

(CONTINUED)

MARTI

I'm not drunk!!

STEVE

And you're not late and you've known that guy a hundred years, right?

MARTI

I had a lousy beer and came home half an hour late; big deal. I don't see why that means I have to be grounded; I'm not a fucking ten-year-old.

Steve looks her in the face in a flash.

STEVE

You don't use that kind of language in this house.

MARTI

Why not? It's the only time you'll listen.

STEVE

You know that's not true.

MARTI

Bull-shit! You never listen to me; I don't even know why I bother to talk to you...

She goes to storm off and he grabs her arm.

STEVE

Hey!

SHE TRIES TO BREAK FREE BUT HE HOLDS HER. IN A FLASH, SHE'S SWUNG OPEN-HANDED AGAINST HIS CHEEK AND SLAPS STEVE ACROSS THE FACE.

Both father and daughter are stunned at what's occurred.

STEVE

What the hell is happening with you...??!!

An eternal micro-second of silence and Marti backs off, torn between shame and confusion. With tears welling up in her eyes she looks at her father, then turns and races out.

(CONTINUED)

49 CONTINUED: (2)

49

Marti flies up the STAIRS and into the HALL where she almost runs into Carol who's leaving Andy's room.

The two females stop, exchange strange, almost formal glances and then Carol says softly,

CAROL

Good night, Marti...

Carol goes back to her room. Marti pauses then heads back into:

50 INT. KIDS' BEDROOM - NIGHT

50

where she sees Andy, sitting up in bed, eyes wide and silent. The child is pale white.

MARTI

Hey..

The poor kid looks up at his sister but he says nothing; he's terrified.

51 EXT. MALONE NEIGHBORHOOD - DAY (MORNING)

51

A lot of people are coming out silently before their homes, waiting to dump garbage bags into an army garbage truck.

52 EXT. MALONE HOUSE - DAY

52

Carol is in front of her house with the same small plastic bag in hand.

The truck stops before her; the drivers inside are taciturn. Carol dumps her garbage and turns to look down the street at the others; their dull, lifeless stares seem to meet in community.

A beat and Carol walks back to the house in silence.

53 INT. KITCHEN - DAY

53

Marti mixes her breakfast drink with the tap water and sips, turning away from the window as Carol comes in;

Marti has watched the strange little scene in the front yard.

(CONTINUED)

Carol's dead mien catches the girl a microsecond before it animates as she goes to the fridge for some eggs.

CAROL

Who wants eggs?

Steve comes in just dressed.

STEVE

Can't, I'm late...

CAROL

Children?

Marti slumps in at the table. Taps her foot sullenly against its leg.

Andy sits, thumb in mouth, and stares in silence at the woman.

STEVE

Marti, stop kicking the table leg, alright?

She stops without looking up at him.

Carol busts some eggs into a frying pan and Steve gets his coffee into a mug.

STEVE

Andy, eat your cereal...

Kid just sucks his thumb.

Dead sullen silence. Steve looks at Carol who looks back silently.

Another beat, and Marti petulantly gets up and heads to the front porch.

MARTI

I'm goin' outside...

Without waiting for an answer, she leaves. The two parents look at one another.

Marti comes out to the front and Barking Dog greets her with a quick yelp.

(CONTINUED)

She moves out to the front and walks about. The neighbors are going about their daily business, mowing lawns, riding bikes, watering flowers. It all seems so naturally orchestrated... but...

An elderly man walking his poodle comes by. Barking Dog reacts wildly to the other animal, but the walking dog doesn't even look over at him.

Marti watches a beat, intrigued.

The front door opens and Steve comes out. He goes to the car and dumps his stuff inside. Then he turns toward Marti.

STEVE

Marti, I never hit you as a child, so I don't expect you to start doing it, either. That's not how members of this family relate to each other; even when our tempers get the better of us... you understand me?

She doesn't look at him;

MARTI

(barely audible)

I can't wait till I'm eighteen.

STEVE

Why? You think you won't be my daughter anymore?

She turns to him.

MARTI

What's that mean to you anyway? Somebody you can give orders to? It's always me who has to do what you say. But what about what I say? You have to listen to me, too, Dad.

STEVE

You have no idea how hard I try...

MARTI

No you don't. You don't even know when I'm talking to you. You just do what you want and expect me to follow; that's not what a daughter is.

(CONTINUED)

STEVE

I think we're both learning what a daughter is... and there are rules...

MARTI

If you're trying to teach me the rules, give me some breathing space so I can make my own decisions.

STEVE

Not just decisions; right decisions. And when you start doing that, you'll earn the freedom you want; but not a minute before.

Steve looks at her a beat, then takes out his car keys and gets into the car. She stands silent as he starts it up and backs out.

Marti heads toward the house and notices at the window:

Carol stands looking at her with absolutely no emotion. The two gaze at each other a cold beat, then Carol turns away.

Carol leaves the window, dumps the eggs from the frying pan into the garbage and puts the pan in the sink.

She walks into the...

LIVING ROOM

where Andy is sucking his thumb watching television. She looks at him.

CAROL

How're you feeling? Would you like to go to day care or come with me into town?

Andy looks at her hard a few beats.

ANDY

... my mommy's dead.

She looks at him.

(CONTINUED)

55

CONTINUED:

55

CAROL

Andy, what a silly thing to say...

She goes to approach, and he backs off. He stares at her with a mixture of absolute hate and fear.

ANDY

Who are you?

Carol's eyes go cold. She observes a beat, then walks out of the room.

The boy returns to sucking his thumb and rocking back and forth. In his free hand, he begins a nervous fondling of something: her ring.

56

INT. HEADQUARTERS - DAY

56

The usual hustle of the officers and workers has changed. The red-headed Typist no longer chews gum, the male Receptionist no longer hums, the male and female soldiers ignore each other. Cards and family pictures are missing or knocked over and left where they fell. There's not a human voice to be heard.

57

INT. COL. PLATT'S - DAY

57

Steve is by Platt's desk; he sees:

The humidor is empty, the desk is now cleared; only a couple of bottles of ice cold Spring Water sit sweat-lined above the blotter.

The Colonel is looking over papers:

"EPA SPECIMENS PROTOCOL"

The Colonel looks up at Steve and hands the papers back to him. The old fire in the Colonel's eyes is gone.

PLATT

You may proceed, Mr. Malone.

Steve takes the proposals back almost surprised.

STEVE

Thank you, Colonel.

The Colonel nods.

(CONTINUED)

PLATT

I ask only for great care as you examine the materials. If possible I'd also like a verbal report if you find something grossly out of the ordinary.

Steve nods and readies to leave. A couple of Soldiers stand watching in silence. Something is clearly not right here.

Steve walks out and closes the door behind him.

The Colonel sits and then goes for the cool, sweating bottle of water. He pours it into a glass and drinks it down.

Then he swivels to the window:

COLONEL'S POV - BELOW

Steve coming out and getting a Jeep ready with some protective suits, etc.

BACK TO SCENE

The Colonel basks in the very hot sunlight pouring through the window.

PLATT

Cancel all leaves, Lieutenant.

EXT. MILITARY WAREHOUSE - DAY

A yellow skull and crossbone sign is blazoned on the doors, and a spy camera keeps watch on visitors.

SOUND OF TANKED BREATHING.

INT. WAREHOUSE - DAY

Three men in protective suits, their lights cutting the dusky darkness, make their way toward the center of the rows of barrels.

Steve moves toward the corner of the warehouse, opens an instrument case, removes a graphite siphon, nods at a stack of barrels to his left.

(CONTINUED)

STEVE

Okay, let's crack one of these.

The two military men hesitate in mid-aisle, staring anxiously at the barrels.

STEVE

Everything okay?

The Sergeant nods, then gestures to the men who move forward and wrench open a safety cock on top of barrel with an elaborate tool.

Steve, breathing through an oxygen pack, inserts siphon, drawing a few cc's of ochre-colored liquid. Steve drains the liquid into a sample bottle, capping it with heavily-gloved hands.

Steve signals he's ready and the men resume walking down the long aisle. Steve checks codes stencilled on wooden pallets, stops and indicates a row of barrels sandwiched in the back, between lower and upper tiers.

STEVE

The Defoliants... we'll need the lift...

The men really hesitate, but the Sarge makes the soldier go for the machine. The ENGINE is STARTED and backs toward them, BEEPING as it moves.

It reaches Steve, stops, swings its pronged arm toward the barrels stacked atop their pallet.

The arm slides into the pallet, and the loader backs away from the stacks. The soldier lowers the pallet gingerly to the concrete floor, glancing as he does at the Sarge, who also keeps careful distance from the chemicals.

When the pallet's on the ground, the loader spins, advances, its arm slipping carefully into a second pallet. The soldier's sweating behind his mask. Hands shaking, he now pushes the arms lift lever too abruptly, unbalancing the load and sending the barrels all over the place.

STEVE

Look out!!!

He pushes the Sarge aside but the man slips, catching the leg of his suit on the edge of a pallet and ripping it as the barrel hits the concrete and blows open, splattering the men with Agent Orange.

(CONTINUED)

CONTINUED: (2)

Steve brushes the smeary liquid off his facemask as the Sergeant goes down, mouth open in silent scream.

STEVE

Get an ambulance and clean-up
crew suited up.

(soldier stands
gaping)

Hey! Get an ambulance and clean-up
crew suited up!!

The soldier runs toward the phone by the front as Steve tries to make his way through the barrels toward the Sergeant. He lifts and rolls the heavy objects one by one.

SIRENS SOUND. Having cleared a path to the injured man, Steve comes close and looks down:

STEVE'S POV

through a smeary face mask; the man's leg is steaming and
bathed in a greenish liquid.

STEVE

What in hell...

BACK TO SCENE

Steve wipes his face mask again to see clearer, but from behind he is quickly moved aside.

SOLDIER

They're on their way. I'll take
over, sir. I know first aid.

The soldier moves him away and goes to the injured man, huddling over him and blocking Steve's view. He can be seen swabbing up the mess from the leg.

In the front the door is already opening, an ALARM
SOUNDING.

Steve looks and sees soldiers outside scurrying toward the place breaking out protective suits.

EXT. PLATT HOUSE - DAY

Marti comes through the gate, up the stairs, and RINGS the DOORBELL. A few beats and the door opens; Jenn stands before her.

(CONTINUED)

60 CONTINUED:

60

JENN

Hi, come on in.

Marti does.

61 INT. PLATT HOUSE - DAY

61

The two girls move inside.

JENN

How you doin'?

MARTI

How do you think?

JENN

Yeah, it's a tough way to start
a relationship...

They head inside to the den. Everything is the same
except there is no mother on couch, no cigarettes
smoking, and no television playing.

Jenn bounces cross-legged on the couch.

JENN

So what's your plan?

MARTI

What plan?

JENN

What do you mean, what plan?
Haven't you figured out a way to
see him in spite of your old man?

MARTI

How can I? I gotta be home every
day by five.

JENN

Oh brother...

Jenn reaches over for the phone and dials up.

JENN

(sounding very
official)

This is Captain Stevens in Colonel
Platt's office. The Colonel wants
chopper team six to report to his
domicile...

(MORE)

(CONTINUED)

JENN (CONT'D)
(checks her watch
for the time)
at fourteen hundred sharp... copy?
Thank you.

Jenn hangs up.

JENN
You gotta learn to fight for what
you want, girl...

FOOTSTEPS become audible and Jenn stops her mid-sentence.

Mrs. Platt comes in, pocketbook in hand.

MRS. PLATT
Jennifer, I'm going out; would you
clean up the kitchen please?

JENN
We might be going out too;
where're you going?

MRS. PLATT
We're playing a brace of bridge at
the Spythes'.

Jenn looks at her mother then says blankly:

JENN
Alright...if I get around to it.

Mrs. Platt looks at Marti, smiles vaguely, turns around
and disappears.

Jenn looks at Marti her face now changed.

Jenn picks up her mother's coffee cup and proffers it
to Marti.

JENN
Here, taste it.

Marti looks at her like she's crazy.

JENN
Go on... taste it.

Marti takes the cup and barely sips it.

MARTI
It's water...

(CONTINUED)

61 CONTINUED: (2)

61

JENN

Right, water! Only time there's water in this cup is when Momma's washing it... and that's none too often... that cup always, always has vodka in it.

MARTI

So? Maybe she went on the wagon.

JENN

That's just it. When Momma goes on the wagon, the whole world knows about it; she'd be climbing the walls by now; instead, she's walking around trying to act like everything's normal... and it's not; there's something wrong with her...

MARTI

Like what?

Jenn thinks about it, looks in her mother's direction and shivers violently.

JENN

... she doesn't know how to play bridge, girl...

They hear the door close, and look to the window facing the front of the house.

GIRLS' POV

A group of four or five WOMEN stand outside in silence, shopping bags in hand, waiting for Mrs. Platt to descend the stairs and join them. The women walk off without a word.

BACK TO SCENE

Jenn and Marti watching this strangeness in silence.

62 EXT. BASE - WAREHOUSE - LATE AFTERNOON

62

On gate, sign has been put up:

DANGER: TOXIC CONTAMINATION. ABSOLUTELY NO ADMITTANCE!

Steve's Toyota only car around.

63

INT. WAREHOUSE

63

Sound of tanked breathing. Steve with his suit on. He is alone at the scene of the accident; there is a lot of absorbent sand-like material scattered all over where the liquid had spilled. He takes out his test-tube and digs around to the middle where the Sergeant lay wounded, collecting some of the sand into it.

Then in the beam of his light he searches the area until the white spotlight falls on a small piece of protective suiting still on the edge of a wood pallet. Steve comes over carefully and with some pincers puts in into a sample jar. He packs it up and heads out.

64

EXT. PLATT HOUSE - LONG SHOT - JEEP - LATE AFTERNOON

64

before the stately house.

65

INT. PLATT HOUSE - LATE AFTERNOON

65

Dusky, yellow southern sunlight in rich beams cross the silent rooms.

The clock reads 2:35 PM.

At the door, Marti and Tim stand kissing, trying but failing to resist the passion. They look at each other lovestruck. UPSTAIRS THE SOUND OF WILD LOVEMAKING. They grin. She kisses him once more and whispers:

MARTI

Want to see something?

He looks as she undoes the top two buttons of her blouse.

She exposes her bra and then pulls the cup aside just enough to expose some marble-white flesh and a small red tattooed heart.

He can't believe his eyes... she smiles quietly.

MARTI

Like it?

TIM

Man, you are crazy...

MARTI

Yeah, you're right; this place must be having a bad influence on me...

She smiles and they kiss again in the yellow sunlight. Tim goes to finish unbuttoning the blouse.

66

EXT. BASE - SUNSET

66

Evening approaching. A SMALL COMPANY OF SOLDIERS moves in double-time lockstep down the street in complete silence. Their Sergeant is NOT calling cadence, and their eyes are blank under their helmets. Only sound is their heels clicking in unison on the pavement.

They pass before the post's entrance. MPs have closed down all access, their vehicles parked blocking both entrance and exit.

The base is almost deserted, no-one is playing taps and the American flag hangs limply on the flagpole. Night descends.

67

EXT. MALONE HOUSE - NIGHT

67

Lights are on in the windows.

68

INT. MALONE HOUSE - CELLAR - SAME TIME

68

Steve, in a little lab he's set up, working in great concentration on the samples he's taken.

THE PIECE OF PROTECTIVE SUITING IS IN HIS HAND and he's scraping material from it for analyzation.

From above Carol's voice:

CAROL (O.S.)

Steve, I made some tea; you want a cup?

STEVE

No...

(then remembering himself)

thanks...

A beat and her footsteps fade away. He swishes a Petri dish and adds some chemicals...

STEVE

Come on...

He looks, shakes his head and checks off another compound next to "Below Minimal Detection Level."

69

INT. KITCHEN - NIGHT

69

Carol comes away from the cellar door and pours the water for tea anyway. She sips and her eyes lift up to the window:

(CONTINUED)

69

CONTINUED:

69

CAROL'S POV

Through the side window of the house next door, a woman is standing dead-still staring in at Carol. Carol looks back; their eyes locking onto each other; many beats of wordless communication then Carol lifts her cup to her lips...

70

INT. KIDS' ROOM - NIGHT

70

Lovesick humming.

Andy, eyes red from sleeplessness, just sucking his thumb and staring at nothing atop his bed. Marti is getting ready for a bath. She stops in the middle of her activity when she notices her brother hasn't moved.

MARTI

(concerned)

Andy...?

The kid takes a beat, then turns his bloodshot eyes to his sister.

MARTI

You okay?

The little kid takes a long time to answer, then says almost inaudibly.

ANDY

I wanna go home, Marti...

MARTI

We will. Dad promised as soon as he's done with his tests we can leave...

He looks at her, hopeless, and falls back into his catatonic state. She feels sorry for him, comes over to his bed. She kisses him on the forehead.

MARTI

Hey, everything'll be fine...
you'll see.

She sits by him and holds his head against her breast. Caresses his hair. She is kind of dreamy.

A knock at the door.

CAROL

(through the door)

I turned off the water in the tub.
It's full.

(CONTINUED)

70

CONTINUED:

70

Marti doesn't answer. The little boy just looks up at her in dead silence. Sound of CAROL LEAVING.

Marti kisses her sibling again and gathers all her things to leave the room.

She goes to the door to open it when Andy says:

ANDY

It happens while you sleep.

Marti stops and looks back.

MARTI

What happens?

A beat.

ANDY

You die.

Marti doesn't know what to say. Andy goes back to sucking his thumb and begins manipulating something in his other hand; Carol's ring.

71

INT. BATHROOM - NIGHT

71

A silent Marti comes into the bathroom and locks the door. She tests the water with her hands. She's still thinking about what her brother said and then puts her Walkman on, and starts undressing.

In no time, she slips into the tub, deep in thought.

72

INT. HOUSE - NIGHT

72

Carol alone, sitting in chair, cross-legged and darkly meined. She waits. CAMERA MOVES IN ON HER. She waits.

Then as Camera draws close.

Steve's voice becomes audible. She is listening.

73

INT. CELLAR

73

Steve with his experiments before him on the phone.

(CONTINUED)

73

CONTINUED:

73

STEVE

I took it off the suit fibers.
I ran the entire E.P.A. 502.2
protocol and I still have no
fucking idea what it is. I'll
send you the sample first thing
tomorrow and you give it the
battery...

VOICE (V.O.)

Move off the hydrocarbons...

STEVE

I'm telling you I've never seen
anything like this; ever. It
scares the shit outta me; there's
not a bird or an insect within a
mile radius of the place! Just
run the damned battery and get
back to me stat!

Steve hangs up and finishes packing the specimens in
special Styrofoam forms and puts them in a small box with
the address:

LABORATORY ANALYSIS/UNITED STATES AGENCY
for Environmental Protection
Washington D.C. 20460
URGENT

74

INT. ROOM - NIGHT

74

Carol, still sitting, not having moved a millimeter. She
waits and then without an ounce of emotion rises and walks
out of frame.

75

INT. BATHROOM - NIGHT

75

The room is full of steam. Marti in the tub listening to
music beginning to doze off. Her eyes flutter once or
twice, then she's asleep.

76

INT. CELLAR - NIGHT

76

Steve turns off the light and heads up the stairs.

77

INT. KIDS' BEDROOM - NIGHT

77

Andy with the ring in hand battling to stay awake. He
hears a noise at the door and closes his eyes PRETENDING
to be asleep. The door opens and Steve looks in.

He sees what he thinks is his little boy asleep; he
smiles wearily and closes the door.

Back to Andy who lies, EYES WIDE AGAIN.

78 INT. HALLWAY - NIGHT

78

Steve passes the bathroom and gives it a passing knock.

STEVE

'Night, Marti...

79 INT. PARENTS' BEDROOM - NIGHT

79

Steve comes into the bedroom and sits exhausted on the bed.

A beat and Carol exits from their bathroom in her silk robe: FEMME FATALE.

CAROL

You alright?

STEVE

Yeah, fine. I'm just tired.

CAROL

Then come to bed...

She has a drink ready and gives it to him. He sips as she turns off the lights and comes behind him, then begins to rub his shoulders.

CAROL

You're tense...

He lets her massage him a few beats; she seems to read his mind.

CAROL

Don't worry, the kids'll come around...

He just lets her and the alcohol work his muscles. She looks off into the dark.

80 INT. BATHROOM - NIGHT

80

Marti dozing, her head inches above the water.

As she sleeps, from above, a THIN FIBER-LIKE FILAMENT DESCENDS ALONG THE wet, tiled wall toward Marti.

TENSION SCORE begins to rise.

The tiny filament is drawn magically by the currents of her breathing and wafts toward the sleeping teenager.

It comes close to her nose and partially-opened mouth.

(CONTINUED)

80

CONTINUED:

80

She inhales lightly... the filament penetrates; a beat and from its sides, other filaments grow; those enter her nostrils and ears. She sinks deeper into sleep.

81

INT. PARENTS' BEDROOM - NIGHT

81

Carol is standing before Steve in the pale moonlight. He opens her robe from her. He puts his face against her belly, running his hands along the back of her legs.

He moves to her uncovered breasts. OFF SCREEN CAROL SIGHS.

CAMERA pans slowly from Steven up toward her face. It is the same move from their earlier love scene: but now her gaze is absolutely emotionless.

She sighs again, her expression never changing and then she pushes him backwards onto the bed.

82

INT. BATHROOM - NIGHT

82

The HEAVY MUSIC CONTINUING. The thin, silky filaments emerging from Marti's nose, mouth and ears and veiling her face are now twined into a thickening umbilical cord. CAMERA RISES ALONG ITS LENGTH leading up toward the ceiling.

SHORT LAP DISSOLVE TO:

CORD

trailing into the crawl space above the house:

And there lies a STRANGE, VEGETABLE-LIKE POD IN THE DARK!

The thread leads into its pulsating core. THE DRONE OF A HEARTBEAT IS AUDIBLE. The skin of the pod lightens in hue, becoming almost translucent, like an EMBRYONIC SACK, and from within violent, hatching motions begin to distort the surface of the pod. The skin soon breaks in one spot and then another and another. Growing as if by superspeed, a ghoulish white FETUS emerges.

The anomalous form tortions violently, painful sounds rising from deep within its tissues. It takes on the form of an embryo, its limb buds sprouting and growing in lightning speed. Slime, amniotic fluid, and white, frothy foam exudes from its surface.

It grows with throbbing precision and soon elongates into a disgusting, featureless human form: jerking, spasming in its new alien image.

83

INT. BATHROOM - NIGHT

83

Marti's breathing growing difficult and uneasy. Her face is veiled and flaking.

Her slumber deepens; she groans and slowly slides down into the water, still unconscious. The water covers her nose and then she gags, pulls her head up, sputtering and choking.

She instinctively reaches for her face to rip away the sopping gauze and now realizes the webs won't come off!

She sits upright in horror and pulls with all her might, trying to wrench the substance from her nose and throat.

With the grisly sound it comes partially loose and the tendrils, root-like at the anchoring end, emerge from her mouth tinged in blood. Marti, terrified, pulls the rest out of her nose and ears. Struggling with all her might she pulls with almost superhuman effort and

FROM ABOVE A SECTION OF CEILING GIVES WAY AND COMES CRASHING DOWN UPON HER: IN THE MIDDLE IS THE FULLY FORMED POD!!

MARTI LOOKS IN HORROR AS there, right before her, mouth gaping in pain and silent horror, is an almost perfect duplicate of herself reaching out in agony to stop her from pulling out the REST OF THE UMBILICAL CORD!!

Marti, totally terrified, rips at the remaining threads from her face, as the agonized duplicate wavers in painful silence a second, then collapses atop her, hemorrhaging.

Marti, hysterical, SCREAMS, and full of gore, struggles out of the tub. Grabbing her bathrobe, races out into the hall.

MARTI

Daddy!!!

84

INT. HALLWAY - NIGHT

84

The ravaged girl runs into the hallway toward her parents' room, finding the door closed.

MARTI

Daddy!!!

She busts into the place and in the darkness barely sees the forms of Carol and Steve under the covers.

(CONTINUED)

MARTI

Dad, wake up!!

She comes close, looks and pulls the blankets from him: Steve too is covered with the tendrils running from his nose and mouth.

MARTI

Daaaad!!!!!!...

She rips at the tendrils and Steve is jolted from sleep, gagging. In instinctive fear, he reacts to the webbing and tears at it; Marti pulls again and with a RIPPING SOUND, they partially free his air tracts.

A BLOOD CURDLING SCREAM rises.

AND FROM BENEATH THE BED A HAND GRABS MARTI BY THE ANKLE!

Steve bolts out of bed, ripping the last remaining lines from his body as Marti, screaming, tries to pull free from the horrifying grip.

From under the bed is dragged the unfinished duplicate of Steve.

STEVE

What the hell is it?!

CAROL

It's you, Steve.

She smiles at him, calmly. Steve doesn't understand. He looks back to the unfinished body, pulsating in agony, bleeding, dying. The dead eyes look up in horror and then in seconds all life ceases. The body begins to fall in on itself. Speechless, Marti watches as the hand around her ankle collapses into withered vine-like fingers.

Steve groans in disgust.

They stare in absolute silent horror as the whole body shrivels like a plant without water, and then ANDY'S SCREAM RESONATES THROUGH THE WHOLE HOUSE.

Marti looks to her father in sudden realization.

MARTI

ANDY!!!

They turn and in a flash they go for the boy.

Andy is sitting up, cringing in terror with his bear, in the corner of the bed.

(CONTINUED)

85

CONTINUED:

85

THERE IS A SNAKE-LIKE TENTACLE HOVERING AROUND HIM DARTING AND JABBING LOOKING FOR A SPOT TO HOOK INTO!!

STEVE

Andy!

ANDY

(petrified)

... Dad... I fell asleep...

Steve looks around frantically, grabs a lamp, and swings it hard into the tentacle. It splatters spectacularly against the wall, spraying green all over. Andy screams.

STEVE

(to Marti)

Get your clothes, fast...

Steve takes the whimpering boy out as Marti quickly grabs some clothes off the chair. The tentacle oozes in a puddle of slime...

86

INT. PARENTS' BEDROOM

86

Steve enters. On the floor is the withered plant creature. Andy screams upon seeing it, but Steve holds him tightly and grabs his own clothing. He looks around for Carol.

STEVE

Carol? Carol!?

She doesn't answer. He quickly looks into the bathroom which is empty. She's gone.

STEVE

(to Andy)

Come on...

They race back into the --

HALLWAY

where Marti comes out, dressed and with Andy's clothing. They race down the --

STAIRS

Into the living room and see Carol standing calmly by the phone. Her hands are filthy with grease. She hangs it up.

(CONTINUED)

CAROL

I called the M.P.'s... they're on their way...

STEVE

Good; come on...

CAROL

They said we have to wait for them...

STEVE

Are you crazy? Let's get the hell out of here...

He goes for the door and finds it locked. He looks and sees the keys are on the counter next to Carol. She stands calmly and folds them up in her hand.

STEVE

What're you doing? Unlock the door...

CAROL

Sit down, Steven...
(to Marti)
You too, Marti...

STEVE

What're you talking about?! We gotta get outta here!

CAROL

You don't even know what you're running from; sit down...

Now Steve pauses a beat and looks at his wife and then his daughter. Back to Carol:

STEVE

Gimme the keys, Carol!!

CAROL

To go where? No one's going to let you leave, Steven. There's no one like you left on the whole base..

STEVE

Like me?! What are you talking about?!

(CONTINUED)

86

CONTINUED: (2)

86

CAROL

Can't you see; we've all changed,
Steven... it's your emotions that
make you different from us now...
We've crossed half the universe
and survived thousands of re-
generations to become what we
are... and what we are is a single
thinking entity. You can't leave
until you join us, Steven... so
go back to bed... there's nothing
to be afraid of... believe me.

(to the kids)

... you too, children.

She smiles sincerely at them and holds out her hand.
Steve, in horror, bolts against her suddenly, throwing
her wildly against the wall trying to get the keys.

STEVE

You're not touchin' my kids...

The keys fly and Marti grabs them as Carol sinks to the
floor.

Steve goes back to the door as Marti unlocks it. The
trio rush out.

87

EXT. HOUSE - NIGHT

87

SCORE THROBBING. In the hot southern evening, SIRENS
sound approaching.

Steve, Marti and Andy race out of the house and head to
the car. They unlock it and get in. Steve turns the key
in the ignition, but nothing happens. He tries and tries.

STEVE

Shit!

He flies out of the vehicle and pops the hood:

STEVE'S POV - ENGINE

Wires ripped out all over the place.

BACK TO SCENE

At the house, the front door is swung wide and Carol
steps out.

(CONTINUED)

87

CONTINUED:

87

Marti screams as Steven turns to see:

the possessed Carol lift her arm high into the night and SHRIEK A DEAFENING, INHUMAN HOWL which reverberates throughout the post!!!

Steve turns to his kids in horror.

HIS POV - OVER THE CAR

down the street, he sees the entire block of NEIGHBORS converging on the Malone house, drawn by the eerie howl of Carol.

BACK TO SCENE

Steve spins and yells to the kids:

STEVE
Get out!!! Run!!!

The kids pile out.

Barking Dog has emerged from his house in a savage frenzy and tugs savagely on his chain trying to get at the on-coming PODS. He finally breaks the links with an enormous tug and FLIES right at the hoard moving toward Steve and the others!!

Steve, Marti and Andy scatter as the dog tears into the crowd. POD CRIES FILL THE AIR!

An MP Jeep, lights and sirens going, appears down the road. More pod-neighbors move in after the trio.

Carol continues to wail LOUDER and follow them with her finger. The others begin to SHRIEK in unison with her. Chaos.

88

EXT. STREET/BASE - NIGHT

88

The Malones turn and run through the yard in an attempt to escape the hunters.

The Jeep comes flying up the lawn in pursuit; search lights scanning the darkness for their prey.

Andy, finding it difficult to keep up, looks to his father, crying in terror...

(CONTINUED)

88

CONTINUED:

88

ANDY

Dad!!!!

The boy stumbles, Steve scoops him up and they continue wildly.

In the back, far behind them, the Silhouettes of HORDES of Neighbors can be seen methodically searching the areas. They are eerily calling the names.

VOICES

Steven... Marti... Andy...

The Malones easily out-maneuver the plodding but inexorable pod crowd but the Jeep is ever closer.

The family makes its way toward the end of the neighborhood where the Corp of Engineers works. There are huge lengths of giant rain culverts piled nearby.

89

EXT. CULVERTS - NIGHT

89

Steven and the kids go between some culverts and race down the lengths in an attempt to hide.

The headlights from the jeep come crashing in, illuminating the screen blindly from behind, wash-boarding along from the inside one of the culvert's corrugated surface!!

90

EXT. CULVERTS - NIGHT

90

The family scatters out the other side of the pile, only to find the culverts terminate only feet above a CAVERNOUS DITCH dug to receive them!!!

They barely avoid falling down the gulley and swerve to the side when the Jeep comes flying out from its culvert and sails headlong into the ditch. A huge crash rocks the area as the vehicle impacts and flames flash out against the dark sky engulfing all aboard.

The family turns and tears across the site towards the open fields far in the distance.

A moment. Then in the dark sky lights come on, and the RISING WHINE of a HELICOPTER pulsates the air! It begins to comb the base.

The crash is illuminated, as are approaching Pods, who emotionlessly view their companions roasting in the Jeep without stopping to help them.

91

EXT. FIELDS - NIGHT

91

Steve, Marti and Andy are still breathlessly running in the dark until they come to a barbed wire fencing stretching as far as the eye can see. They scan the area and see a SIGN posted not far away:

DANGER: ARTILLERY RANGE -- NO UNAUTHORIZED PERSONNEL ALLOWED BEYOND THIS POINT.

STEVE

Shit!

They see the copter moving in their general direction and begin looking for an opening. They run yards and Steve spots an old fallen post.

STEVE

Here, wait.

He takes it from the ground and, using it to lift the barbed wire from underneath, he makes a hole big enough for them to get through.

STEVE

Come on, crawl under... hurry...

Marti pushes Andy through, then wriggles through herself. Steve props the stick and follows.

They find themselves in a huge crater-filled field.

The copter is scanning closer in the dark.

They run and soon approach a field full of rusted, half-destroyed tanks, vehicles etc., used for helicopter attack practice. The eerie shells of the vehicles stand silent in the night.

Coming fast is the chopper and its searching light.

STEVE

In here!!

Steve grabs Andy and swings him up onto the top of an old tank. Marti and Steve climb after and come to the blown-open hatch.

Steve climbs down and grabs Andy. Then he helps Marti in. They squat down inside.

92

INT. TANK

92

Dark, weird shadows and shredded shell holes through which they can see the copter sweeping over the barren surroundings.

(CONTINUED)

The three huddle together as the Copter's light beam slips across the tank, illuminating war-like graffiti scribbled on the walls, which disappears, comes back, disappears again, and this time for good as the helicopter flies off.

Steve waits until he's sure the coast is clear.

STEVE

He's gone...

Marti looks up at her father terrified.

MARTI

Dad, what're we going to do?

He sits baffled, trying to figure it all out.

STEVE

I don't know...

MARTI

(looking at sky)

It's going to be light in a few hours... they're gonna find us...

Steve thinks and says:

STEVE

I've got to get us a car.

(to Marti)

Here's my watch. If I'm not back in an hour, take Andy and keep going toward the fields...

(points)

Continue to use the targets as cover. When you get to a phone, call Dr. Harvey back in D.C... you remember him... Tell him exactly what's happened...

MARTI

Yeah, so he can commit me...

Steve looks at her a few proud moments, then reaches out with his hand to caress the side of her face.

STEVE

No one's going to commit you...

She looks at him and presses back against his hand.

(CONTINUED)

MARTI

Dad, I'm scared...

He smiles at her, readies to leave, then:

STEVE

I love you, Marti...

MARTI

I love you too...

(sincerely)

... I'm sorry I've given you such
a hard time...

STEVE

You're worth every bit of it...

Steve kisses her then Andy.

STEVE

And you too, Andy.

ANDY

Where're you going?

STEVE

I'll be back in a little while.
Listen to Marti while I'm gone.

He hugs them both then says:

STEVE

I know you're exhausted but you
have to stay awake...

MARTI

Hey, I'm never gonna sleep again.

Steve smiles once more with love at her then turns and
scrambles out of the tank.

Marti and Andy listen as the sound of his progress grows
softer and softer.

Andy comes close to his sister and snuggles against her
breast. She wraps an arm around him then reads her
watch: ten past midnight.

A CHOKING GASP. Tim sits up in his bunk, frightened and
sweat-faced. He looks around his room as if recovering
from a nightmare and wipes what feels like a few strands
of spider-webbing from his face. It is dead quiet inside;
TENSION.

(CONTINUED)

93

CONTINUED:

93

The form of Pete in his bunk is visible only as a shadow in the darkness. He whispers:

TIM
(softly)
Pete?

He listens, but Pete doesn't answer. He looks and all seems normal; Tim assumes his friend is asleep. A beat to cogitate then Tim gets out of bed. Revealing on the pillow behind him, the serpent-like form of a pod tentacle rising in search of its prey.

94

INT. BATHROOM - NIGHT

94

Tim comes in and parks before the urinal, his own water mixing with the sound of Army PLUMBING DRIPPING. Outside he hears the SOUNDS OF SIRENS. MORE TENSION. THE CAMERA MOVES IN. Tim, oblivious to any danger, finishes, flushes and heads back to his:

ROOM

Tim comes in and:

THERE IN THE SHADOWS is Pete, naked, leaning over his own bunk; he's sweeping something from his bed into a plastic garbage bag.

TIM
Petey...

Pete looks over at him as if a total stranger. His eyes are vacant.

Tim comes close and sees what appears to be the dusty remains of something on the bed being swept into the bag.

PETE
One of the guys musta' played a practical joke on me... assholes... musta' been Baker...

TIM
When? You were just asleep...

PETE
Yeah they woke me up...

Tim looks closer and sees that Pete's dog tags lie amid the sandy pile...

(CONTINUED)

Pete now turns to him.

PETE

It's just a joke; go back to bed,
Timbo.

Tim doesn't move. Pete takes the tags and puts them on. His Army ring lies aside and Tim spots that too. Pete puts it on silently.

Pete turns and looks at his partner,

PETE

What's the matter? You look like
you lost your best friend...

TIM

What the hell is this, Pete?

PETE

You tell me; what do you think it
is?

TIM

(searching his face)
I don't know...

PETE

Then what're you worried about? I
said it was a joke, now go back to
bed...

Pete finishes sweeping up and closes the bag. He lifts it in hand and looks at Tim with absolute sang froid, then leaves the dorm with the bag.

In the dark distance SCREAMING and then a GUNSHOT is heard. Another SIREN goes off. Tim looks out the window and sees trucks pass and occasional flashes of light and commotion.

He looks a beat, sensing something is very wrong, comes back and begins to dress, pulling on trousers and shirt and black boots. He stands and gets his officer's pistol and straps it on.

He heads out to:

Everything is UNUSUALLY quiet inside as he heads toward the end of the hall. He comes to the doors of other officers and tries them: they are all locked.

(CONTINUED)

95

CONTINUED:

95

He listens; CHOKING, GURGLING SOUNDS within. Walks a bit further and tries more: locked. He realizes something is VERY wrong. UP TENSION. He goes to the last door in the hall and turns the knob; it opens; he looks in and sees:

Four soldiers naked, two sweeping the same kind of dust from their bunks into black garbage bags while two others are readying to leave the room with them.

TIM

What the hell...?

THEN A TERRIFYING HOWL SHATTERS THE EERIE STILLNESS!!

Tim spins and sees Pete, with other soldiers, standing with his finger pointing at Tim. The other soldiers join in the horrible CRY.

Everyone starts charging him at full speed.

Tim, in total incomprehension, turns wildly and tears toward the exit stairwell.

96

INT. STAIRWELL - NIGHT

96

Tim racing down the poorly lit stairs being chased by the soldiers who yell and curse loudly...

Tim comes to the first floor exit and busts open the steel door and into:

97

EXT. BARRACKS - NIGHT

97

M.P.s going about their business but generally the whole camp seems alive.

Tim races off across the exercise field as Pete and the soldiers come flying out of the dorm after him.

Tim racing blindly gets to a group of buildings and enters into the alleys of darkness between them.

Against the light outside he sees Pete and the others looking around and splitting up to find him.

THE HOWLS RESONATE AGAIN, WOLF-LIKE CALLING THE PACK TO THE PREY.

Tim turns and runs off until he finds a door opened and slips in.

98 INT. HEADQUARTERS - NIGHT

98

Tim comes flying by the GUARD'S POST. Yet, as he passes, the guard sits in his chair without moving.

The camera leaves Tim a beat to turn toward the guard, who is now revealed, HIS MOUTH AND NOSE AND EARS FULL OF CORDS, HIS SKIN FLAKING AND HIS BODY COLLAPSING.

99 INT. OFFICES - NIGHT

99

The place is totally closed down. Tim comes flying in and goes for some doors. He finds a few locked and finally one is opened. He goes to the desk and a phone. He punches a few numbers.

TIM

M.P.s please...

MALE VOICE (V.O.)

I'm sorry, Lieutenant Young; all the lines are down...

Tim looks in shock,

TIM

How the hell did you know it was...

Tim looks at the phone and slowly starts to hang it up. The VOICE on the receiver continues:

MALE VOICE (V.O.)

...please remain where you are, the M.P.'s're on their way...

Tim rises quickly and starts to head out of the room when

Outside, a SIREN APPROACHES. He looks to the window and sees an MP Jeep arriving. It skids to a halt, its polelight flashing and two MPs get out.

From the dark, Pete and his soldiers appear.

Tim watches in disbelief as THEY ALL RACE INSIDE.

100 EXT. BASE - NIGHT

100

The base is coming more and more alive. Soldiers prowling in orderly packs of six or seven, without a word, in creepy unison, crossing the area through the darkness.

From the shadows, Steve moving quickly but stealthily through the night.

(CONTINUED)

100 CONTINUED:

100

Avoiding the wolf-packs, he makes his way between buildings and soon finds himself by chance, before the --

101 EXT. INFIRMARY - PARKING LOT - NIGHT

101

Steve's eyes fall immediately upon a lone Jeep in the lot: MARJOR LARSON, MD is on the parking sign before it. The place seems otherwise deserted.

Steve moves from the shadows to the car, opens the door quietly and looks in at:

EXTREME CLOSEUP

keyless ignition.

BACK TO SCENE

He curses quietly to himself and after a desperate moment, moves toward the inside.

102 INT. INFIRMARY - NIGHT

102

The place is SOUNDLESS, abandoned.

Steve moves down the scary halls astounded; not a voice or a light around.

As he passes, he looks into the rooms: Every bed is empty!

Steve moves quickly albeit blindly through the hall until he hears the arrival of some cars OUTSIDE. More TENSION. STEVE heads for some doors to hide when he hears the troubled rantings from:

103 INT. LARSON'S OFFICE - NIGHT

103

Dr. Larson, red-eyed, sweat-drenched and dishevelled. He has radios, walkie-talkies, mobile phones, C.B.'s all dead, all useless. He sits in absolute defeat.

VOICE (O.S.)

Major!!

Larson spins, wild, and pulls up his 9mm issue from his desk and points it at STEVE who stands at the door.

STEVE

Major... it's me, Steve Malone...

(CONTINUED)

LARSON

Stay back!

STEVE

Major; please; you have to help me!!!

As he tries to come close, Larson lifts the gun at Steve's face, the medic's eyes thoroughly bloodshot from exhaustion.

LARSON

STAY BACK!!! I'LL SHOOT,
DAMMIT!!!

STEVE

Doctor, it's me!! What has
happened here?

LARSON

You can't fool me!!! I know who
you are!!

STEVE

Doctor, please!... you've got to
help us... my kids, my family...

Steve holds out his hands in supplication: THEY TREMBLE
UNCONTROLLABLY. Steve looks at him in desperation.

STEVE

(says in a low voice)

Please... we have to get out of
here...

The Doctor looks at him many beats, and then at Steve's
hands in real surprise; then he softens.

LARSON

You're afraid!!!
(smiles sadly)
Good old human fear...

The Doctor lowers his gun a beat.

LARSON

They've made their move, Malone...
the base is taken... it's over...
but they'll never take ME...
never...

He rebrandishes the gun. Steve presses him.

(CONTINUED)

103 CONTINUED: (2)

103

STEVE

The keys to your car... where are they?

Larson, crazy, looks and laughs.

LARSON

You think they'll just let you drive out of here? Why not call a cab while you're at it?

Larson digs into his pockets and throws the keys to Steve.

STEVE

Come with me; we can get away... we have to tell others what we've found.

LARSON

They'll come for us, Malone... that's how they work... You got to stand up to them!!

Steve takes the keys and begins to back up, Larson looking as loony as a toon.

LARSON

I've got a gun for you too... we'll give 'em hell before we give up!!! Show 'em what the human race is really made of!!

THEN FOOTSTEPS ARISE. Larson rotates on his heels with the gun raised and Steve, realizing he can't leave through the door, quickly heads to the shadows behind the door, near a pair of windows. He watches the scene unfold as:

Into doorway steps Colonel Platt; and then, half-lit and revealed behind him: Larson's Aide, Mrs. Platt, Red, the Guy from the Gas Station Bathroom, Platt's Typist, Receptionist and others.

Larson points his piece at the commanding officer.

LARSON

The head cabbage!!! Well, well, well...

PLATT

Come on, Major; put it down...

(CONTINUED)

LARSON

Not before I unload it into a few
of you onion heads...

PLATT

I'm disappointed in you, Doctor;
you're a man of medicine, you're
supposed to preserve life not take
it...

LARSON

You bastard! You call what you are
life? I've seen what it does to a
man... I've seen it... it's hell;
it's lifeless hell...

PLATT

You're wrong, Doctor... look...
(holds out his hands)
we're flesh and bones just like
you...

Larson BELLOWS at that:

LARSON

You LIAR!!!! I opened one of you
cock-suckers up!!! You're a
PLANT! YOU'RE GREEN!!! You're
as fucking GREEN as spinach
inside!!!!

He grabs a bottle from the table and gobbles a few pills
from it.

Steve, watching in silence, reaches over and begins to
push one of the windows open to escape.

The Doctor's teeth grind nervously from the charge of
dozens of uppers.

LARSON

Yeah, amphetamines 'cause I know
what happens when you sonsabitches
catch somebody napping... Want a few?

He laughs and throws the bottle of uppers in the
Colonel's face.

PLATT

Doctor, look at you... look what
your fear has done to you.

(MORE)

(CONTINUED)

PLATT (CONT'D)

Don't you understand that this thirst
for ego, for the the self is what
drives your fellow man to hatred
throughout your history? Can't
you see that when all things
conform there are no conflicts, no
disputes, no problems any longer?

Now Mrs. Platt steps forward:

MRS. PLATT

Doctor, abandon your selfishness
and join a more peaceful community
... Come with us... I implore you;
do the rational thing...

The Colonel and his men take a step forward. Larson gets
the gun ready.

LARSON

Take another step and I'll show
you what's rational; I'll blow
your slimy guts all over the
base!!!

The female typist asks:

TYPIST

Whose? Hers, those of two others,
three others, ten others?
Eventually the pistol empties and
there are hundreds, even thousands
of us here... put the gun away,
violence will never solve your
problem;

RED

Only unity guarantees peace...

The Colonel takes another step and so do the others, as
if with one mind. LARSON'S AIDE holds up a syringe.

AIDE

The key to tranquility... the
first step...

Larson, beginning to come apart, begins to wave the
pistol wildly.

LARSON

Stay back!! Stay back!! I'm
warning you!!

(CONTINUED)

103 CONTINUED: (5)

103

Platt and the others just keep coming despite the firearm.

PLATT

You won't do it, Doctor; it'd be too much like shooting unarmed and defenseless people...

They hold out empty hands to him, rock steady.

PLATT

Join us... we mean no one any harm.

Larson now totally wiggled out.

LARSON

YOU'LL NEVER GET MY SOUL YOU BASTARDS!!! NEVER!!

THEY MOVE IN and Larson, in pure terror, SUDDENLY swings the pistol from them to his own head.

LARSON

NEVER!!!!

SNAP CUT TO:

COLONEL PLATT

WATCHING AS THE GUN GOES OFF!!!

THE SOUND OF A BODY SLUMPING BUT THERE IS NOTHING IN PLATT'S EYES TO TELL WHAT HAS HAPPENED.

A passive beat on Colonel Platt then:

HIS POV

of the bloodied and dying doctor slumped halfway in his chair.

Platt comes emotionlessly closer.

Larson, eyes blinking out of control, looks back, a moment before death, and spits a mouthful of the blood into the alien's face. Platt stands motionless. Larson chuckles weakly and then, gasping, dies.

Platt looks at him as if examining the most incredible vision in the universe.

(CONTINUED)

103 CONTINUED: (6)

103

They are all watching with the same total lack of comprehension.

104 INT. TANK - NIGHT

104

Andy and Marti both about to doze off to sleep when she is roused by the sound of a vehicle approaching. She quickly rustles her brother.

MARTI

Andy!

The boy startles and the ENGINE NOISE GROWS LOUDER.

Marti tracks the sound to the edge of the field where it stops. There is the sound of a DOOR OPENING and CLOSING.

Andy goes to rise.

ANDY

Daa...

Marti grabs the kid, holds his mouth shut and pulls him down.

MARTI

(hisses very
softly)

What if it's not him?

Andy tacits in terror. They sit absolutely still as the sound of MOVING THROUGH THE FIELDS GETS LOUD. Then...

STEVE (O.S.)

(softly)

Marti... Andy...

The two kids sigh in relief.

MARTI

(softly)

Dad!!

They stand up and Steve appears above the hatch.

MARTI

I thought you'd never get here!

STEVE

Come on, I got a Jeep... hurry...
there are trucks heading this way.

(CONTINUED)

104 CONTINUED:

104

He pulls the kids out and the trio move quickly from the tank and head back to the fence where the Jeep sits ready.

They duck under the fence where the post still holds it up and get into the vehicle. Steve takes off.

105 INT. JEEP - PRE-DAWN

105

Steve looks at his kids.

STEVE

We're gonna be okay...

They drive and soon get onto a normal street.

An MP's Jeep passes by and then a couple of trucks with soldiers in them pass too. They head toward the far end of the base.

The family moves down the main thoroughfare. Jeeps and trucks moving about. Marti sees how LIFELESS the gazes of the soldiers are as they pass.

MARTI

... They're all over...

Steve keeps driving without answering. They enter the residential area; Marti sits up.

From the yard of one the houses comes BARKING DOG running wildly in TERROR, HIS SNOOT AND FACE COVERED IN TENDRILLS, racing toward the middle of the street, his chain dragging behind him.

The Jeep is bearing down fast on that side of the road. Marti sits up.

MARTI

The dog!!

Steve doesn't even slow as the ANIMAL disappears under its tires; his HOWL SHATTERS the night.

Marti cries and looks away in horror.

Shaken she turns to her father; he looks out there but is totally unfazed. Marti can't believe her eyes.

MARTI

Dad...

He drives a beat then looks at her; there is a long pause as they stare deeply into one another's eyes.

(CONTINUED)

105

CONTINUED:

105

STEVE

I didn't see him, Marti...

She looks at him...

MARTI

(almost inaudible)

... but you didn't even blink...

He looks at her but says nothing. Marti gets goose bumps from what she's thinking...

MARTI

Dad...

(a beat)

... stop the car...

He keeps driving.

MARTI

Dad...

STEVE

Marti, we don't have the time...

He looks over at her but:

In a blind panic Marti pulls the hand brake on the JEEP.
The vehicle goes out of control, SCREECHING and spinning wildly on the road and finally coming to an abrupt halt on the grassy knoll near:

106

EXT. COL. PLATT'S HOUSE - NIGHT

106

Marti goes to jump out of the car when Steven grabs her.

MARTI

(screaming)

YOU BASTARD! LET GO OF ME!

Andy is crying in the back seat.

ANDY

Daddy! Marti!! Stop!!

She lets herself tumble from the car, but Steve holds on right out after her.

MARTI

(screaming)

LET GO OF ME!! LET GO OF ME!!
HELP!!!

(CONTINUED)

STEVE
MARTI!!! WHAT IS IT??!!

He grabs the girl and is lifting her, her arms pinned under his. She struggles and screams wildly.

From the other side of the street a form appears: Tim.
He comes out looking.

TIM
Marti...?

MARTI
(seeing him,
screams in hope)
TIM!! HELP ME, PLEASE!!

Tim comes running over.

STEVE
Mind your own business, soldier...

MARTI
HELP ME!! PLEASE!! HE'S NOT MY
FATHER!!
(she cries)
HE'S KILLED MY FATHER!!

She is struggling hard to stop him from putting her back in the Jeep.

STEVE
Marti, stop it!!! You're crazy!

Marti is screaming, so is Andy.

MARTI
Please!!! Tim, stop him!!! Help
me...

Tim doesn't know what to do.

In one last supreme effort Marti spins and knocks Steve off balance against the Jeep, and he loses his grip on her.

Marti scrambles to Tim's side hysterically.

MARTI
He's not my father! Kill him!

Steve gets back up and moves toward her.

(CONTINUED)

STEVE

Let's get out of here, Marti...
please...

She shakes her head.

MARTI

No!! Kill him!!!

She goes for his pistol, but Tim takes it out and points it at the man. Steve hesitates.

STEVE

Soldier, you damned well know who I am... put it away and let me get my daughter the hell out of here...

MARTI

Shoot him, damn you; he's not my father; he's killed my father!!

Andy, by the side of the Jeep, is also crying.

ANDY

No, he's my daddy!!! Don't hurt him!!

TIM

Marti, what d'you mean he's not your father?!!

MARTI

(screams)

SHOOT HIM!!!

Steve makes his move forward but Marti grabs the gun out of Tim's hand and FIRES.

Steve is so close she can't miss; three times she BLASTS blindly and three times his chest blows open.

Steve stands weaving a beat in disbelief looking down at the red blood running from his shirt.

He looks at Marti.

STEVE

Marti...???

Everyone stands in dead silence... Marti looks at the red profusion of blood.

(CONTINUED)

STEVE

Marti....?

He tries to take a step but can't. He runs a shaking hand across the wounds; they stain red. He looks at his daughter as if to ask "why?"

Marti's face reflects the sudden doubt she now has...

Andy screams.

ANDY

Noooo!!!

He runs to his father and holds him by the waist.

Steve looks down at his son then up at his daughter and lifts his hand toward her, and then a change begins to occur in the blood: slowly it turns a dark, luminescent green.

Steve opens his mouth in an attempt to say something but totters backward and collapses, his shirt now totally drenched in verdant ooze.

TIM

... shit...

Andy holds on crying.

ANDY

Daddy...

Marti drops the gun exhausted and comes toward the boy; she's shaking.

MARTI

It's not Daddy, Andy... it's not
Daddy...

She takes the little kid by the arm and pulls him up. He sees the green blood and the body spasming...

Andy screams.

ANDY

Noooo!!

She lifts him and turns to see JENN, who has come out of her house and is standing in silence before the front door; she's seen the entire scene.

MARTI

Jenn!!!

(CONTINUED)

106 CONTINUED: (4)

106

Marti goes toward her and Jenn comes down, staring in silence at the bleeding gasping man.

JENN

Girl, what've you done?

MARTI

(grabbing her)

Jenn... we've got to get outta here before the others find us! They're trying to kill us all.

JENN

What others?

MARTI

The others like him!

Jenn looks up and her eyes catch Marti's, she says quietly:

JENN

What're you talkin' about, girl...
We're ALL like him...

Marti steps back in horror as Jenn then lifts an indicting finger and opens her mouth in the horrid POD SHRIEK.

Marti cries and grabbing Andy runs toward the astonished Tim and the Jeep.

MARTI

Tim!!!

He wakens from it all, spins and grabs his piece, Jenn still shattering the night with her SCREECH.

TIM

Into the Jeep!!

They get into the vehicle.

106A He turns on the headlights and the street is lit by the flood of light: BEFORE THEM A HORDE OF POD PEOPLE ARE MOVING DIRECTLY TOWARD THE HOUSE. IN THE VANGUARD IS CAROL!! 106A

MARTI

GO!!! DRIVE RIGHT THROUGH THEM!!!

Tim hesitates a beat...

The CROWD gets closer. Marti looks at him.

(CONTINUED)

106A CONTINUED:

106A

MARTI

Tim... you saw what they are!!!
Drive!!

He looks and, finally conquering his fear, guns the Jeep and runs it straight into the crowd.

Carol is the first hit; crashing head-on against the vehicle's metal, her face smashed into the hood by the impact. She is dragged savagely along, grabbing at the sides with her hands trying to hold on.

Others try to move aside, but they are not fast enough and are struck forcefully by the speeding car, bones crunching and legs splintering. Heads smacking into the windshield.

Carol lifts her face from the hood and it is badly mashed and covered with red and GREEN blood. She HOWLS THE SCREAM, ALL HER TEETH BLOODIED AND BROKEN.

Others try to stop the car but not before they are taken down and finally Carol can hold on no longer and lets go.

ANGLE - CAROL

falls beneath the front wheel of the vehicle and is crushed against the asphalt. SHE KEEPS HOWLING. The car continues racing over her with the back wheel and she suddenly TACITS as she's left in almost two pieces of bloody GREEN pulp on the street.

The Remaining Pod People emotionlessly turn around and begin to follow the escaping vehicle, not casting a second glance at their macerated companions.

107 INT. JEEP - NIGHT

107

The trio races the car, as Marti looks back in astonishment. The crowd fades back into the distance of the night.

Tim looks in the rear view and then to the street ahead. He says with some exasperation,

TIM

I don't know where I'm going...
they've closed off all the exits.

MARTI

Oh shit...

(CONTINUED)

107 CONTINUED:

107

He looks around and takes any old turn just to keep running.

MARTI

What're we going to do?

TIM

I dunno...

He thinks, passing the dark streets, then,

TIM

Maybe if we get to a chopper...

Marti looks at him and sees the worried look on his face. She worries too. They sit in silence and then she offers quietly.

MARTI

Tim, the only way they know we're not one of them is because we run... we show emotion... if we act as if we were like the rest of them, maybe they won't stop us...

Tim looks at her unsure. She looks back just as unsure.

108 EXT. STREET - NIGHT

108

Chaos building. SIREN BLARING as a row of Jeeps race down the street.

Colonel Platt in the lead jeep passes the crushed bodies of Carol and half a dozen other pod people oozing all over the ground without much more than an impassive glance.

More wolf-packs are prowling the side-streets and the clearings. Platt's caravan does not stop until they come to the wolf-pack of pods in which Jenn is on its flank.

The Jeep stops, and the Colonel looks at Jenn as if a perfect stranger:

JENN

Marti and Tim.

The Colonel knows precisely who she means. He looks at her until she turns away and her pack heads off. The Jeeps start to move out also. The hunt.

109

EXT. BASE - LATE NIGHT

109

The Malone Jeep is driving through the neighborhoods toward the airfield. Ahead into the headlights comes the outer fencing of the heloport. Tim looks at Marti but says nothing.

As they pass toward the entrance, more pod persons come out in the dark carrying black plastic bags; even young children, holding Mommy's hand, come out with a bag.

Marti and Tim, pod-like, look at them in silence. They pass.

110

EXT. PERIMETER OF AIRFIELD - NIGHT

110

Tim slows the Jeep to a halt by the group of buildings surrounding the strip, out of sight of the

MP guarding the airfield gate.

Tim says to Marti in a low voice without looking at her:

TIM

I've got to prep a copter for
take off; you wait here with Andy;
you know what to do if anyone
comes.

Tim looks back at her little brother, sucking his thumb and almost falling asleep. Marti reaches back mechanically and prods him awake. He looks with bloodshot eyes.

Tim says to the child:

TIM

You ready for the ride I promised
you?

Andy nods sleepily. Tim moves to leave. Marti reaches for his sleeve.

MARTI

Wait.

He stops.

She doesn't have to say anything; there is real love in their gaze. He looks around the area to see if anyone is watching then kisses her lightly and heads for the field.

In the dark, not far away pod people are moving on the prowl.

111 EXT. HANGAR - NIGHT

111

Tim slips through the shadows unseen by the M.P. and approaches the hangar door.

112 INT/EXT. HANGAR - NIGHT

112

Tim slides the door open and stands silhouetted against the electric outdoor spotlight as he looks in.

HIS POV - THREE APACHE HELICOPTERS SITTING IN WAITING

Tim closes the door behind him, then goes for the lights. He hits them and turns: stunned.

There are Pete and the MP soldiers stepping from the side. They are armed.

Tim looks back trying to control the surprise and fear.

PETE

I figured you'd try a bird...

Tim, trying to hide all emotion in his voice:

TIM

What do you mean, Pete...?

PETE

I think you know, Timbo.

TIM

No; we're all one, now, Petey.

Pete tacits a beat and looks over his men.

PETE

Then what're you runnin' from?

TIM

Who's runnin'? I got orders...

Pete looks at Tim and comes closer.

PETE

Oh?

Pete searches Tim's face. Many tension-filled beats and Tim says:

TIM

We're all one big happy family now...

(CONTINUED)

112

CONTINUED:

112

Pete looks hard.

PETE
(matter-of-factly)
What's that, Timbo; happy?

Pete looks to the dead-eyed Tim and then the soldiers who are just as confused as he is. Tim pushes:

TIM
You're makin' me waste time,
Lieutenant.

Pete now looks at Tim real closely, eye to eye, examining for the slightest bit of movement which might reveal a human emotion. Then he says very matter-of factly:

PETE
Just so you know, Timbo... I had
your girl friend, Marti...

Tim's eyes are locked onto Pete's in the ultimate contest of wills. Tim's eyes never budge. Another beat of staring and Pete turns to the soldiers.

PETE
Alright, let him at the bird.

The soldiers relax and move away, while Tim, ever on guard, doesn't look at all relieved; his face a complete blank.

Pete turns away from his friend and in a cold, deadly move, Tim pulls his AUTOMATIC from its holster and puts it to the back of Pete's head and BLOWS a half inch hole through the front of it.

Pete collapses forward.

TIM
In your dreams you did.

The soldiers go to lift their weapons, but Tim is already kneeling in military fashion and puts well-placed shots into all three. He turns and aims at the hangar door. A few beats and it swings open: The M.P. Tim fires three more shots.

In moments, Tim is bringing the fuel lift near his bird to prep it for flight. Heated moments as he fills the tanks with gasoline and --

(CONTINUED)

112 CONTINUED: (2)

112

Then climbs in to prep the instruments. He comes out and goes to leave and when he GLANCES AT THE OTHER TWO CHOPPERS.

He runs over to the MP arms locker. He tries to open it, can't; he knocks the lock with his gun and gets the door cracked. He opens it up and searches through the arms until he finally finds some HAND GRENADES. He grabs a pair.

He runs to the other two choppers.

113 INT. CHOPPER

113

Tim grabs the grenade and wires it down to the leg of the pilot's seat.

Then he wires the pin of the grenade to the pilot's side door. He tests by opening the door a fraction and the WIRE GOES TAUT. Tim smiles and re-closes the hatch.

Tim comes out the CO-PILOT'S SIDE and does the OTHER BIRD.

He heads for the hangar door and --

As he does so, he passes his buddy and the soldiers lying in metal green pools of blood. Tim opens the door and goes out.

114 EXT. BASE - NIGHT

114

Tim races through the dark. A SIREN is very close and blaring.

Tim slows up instinctively and comes around the corner to see the Jeep SURROUNDED BY POD PEOPLE!! NEARBY is an AMBULANCE being LOADED and Tim watches as the doors are closed and the Ambulance is driven away. A PAIR of SOLDIERS get into the Jeep and follow.

115 EXT. FIELDS - NIGHT

115

Soldiers trudging silently toward wide open spaces. Spotlights scour enormous fields as DOZENS of Soldiers are stooping down to harvest PODS in the night. After they fill wood crates, they carry them nearby to the huge trucks being loaded up. All is done in absolute silence and harmony.

116 EXT. INFIRMARY - PRE-DAWN

116

A SENTRY stands guard before the building as a second soldier appears, walking with the single-mindedness of the pod people. It's Tim. He passes the sentry, exchanging a stare, and walks wordlessly up the steps.

117 INT. INFIRMARY - PRE-DAWN

117

Tim enters the lobby and walks past the registration area, which is empty, and enters a long corridor which is dead silent. No one, not a soul around.

Tim makes his way past the rows of empty rooms and even past the office of Dr. Larson, now closed.

Tim passes to the --

STAIRWELL

which leads to the --

118 SECOND FLOOR CORRIDOR

118

Tim comes up and heads to the swinging doors which stand closed and pushes them open to reveal:

AN ENTIRE HOSPITAL WING FILLED ON BOTH SIDES WITH HUNDREDS OF OOZING, VIOLENT PODS LEECHING THE LIFE OUT OF THEIR COMATOSE HUMAN VICTIMS!

Low moans, choking, gurgling sounds are barely audible as human life ebbs and plant life begins. Many pods are already in the featureless human form of military and civilian men, women and children. Hell.

Tim moves quickly but with stifled emotion down the long rows, inspecting the hollow faces in all stages of collapse until he comes onto MARTI, who lies on a gurney, next to an almost completely formed, nude version of herself.

Tim stops in front of the duo, stares at the pod a moment, then leans over the clothed Marti whose web-covered and dry skin flakes and begins to crack. He starts shaking and slapping her. AS HE DOES THE POD DOUBLE'S EYES FLY OPEN! Tim shakes Marti harder.

TIM

(hisses as softly as possible)

MARTI!!!

Marti remains limp. He sits her up on the gurney bed and shakes her violently.

(CONTINUED)

118

CONTINUED:

118

THE DOUBLE TAKES A DEEP BREATH AND STIRS.

The real Marti, dead weight, falls out of Tim's grasp, back down again. In panic he grabs at the fibers in her face and pulls.

A HOWL SHATTERS THE QUIET and:

The double stands shaking but alive, hovering over Marti who flakes more and more. She looks down greedily at the human as if to suck the life force even faster.

Tim recoils, pulling his gun. He points it at the Double's face. The double, ALMOST IDENTICAL TO MARTI, looks up at him and in a desperate, undeveloped mimic of Marti, she whispers:

DOUBLE

Don't, Tim...

He looks at her and it's impossible for him to react; SHE'S TOO MUCH LIKE MARTI...

Then he looks down at his real girl and sees she's almost dead; the last few feeble gasps are issuing from her lungs...

DOUBLE

It's not her anymore... it's me you want...

Tim makes the supreme effort to resist what his own eyes are showing him. He grabs a SCALPEL on a tray by the night table and slices it across the umbilical attaching the two.

THE DOUBLE HOWLS LIKE A WOUNDED ANIMAL AND SPINS against the gurney.

Marti gags and Tim moves quickly to help her remove the sheet and webbing while the double grabs at anything in desperate, sinking motions. He kicks her away and sits Marti up again.

TIM

Marti! Hurry, stand up...

She slowly comes to and looks; fear envelops her eyes. She pushes Tim back.

MARTI

NO!!

(CONTINUED)

118 CONTINUED: (2)

118

TIM

Marti, look.

He points to her dying double on the floor. She realizes what's happened, then looks at him still afraid.

MARTI

... Tim...?

He nods.

TIM

Yeah.

(smiles)

It's me...

She exhales in relief then trying to re-organize her scrambled brain suddenly remembers.

MARTI

Andy!!

She gets off the gurney and looks amid the dozens of people.

TIM

I didn't see him; was he in here with you?

MARTI

I don't know... they gave me some kind of injection...

They quickly tour the place but no Andy is found. They race out.

INT. CORRIDOR

Marti comes in, looking in one room after another; finally she enters the:

119 RECORDS OFFICE

119

filled with filing cabinets. A large metal desk sits in mid-room and looking, she thinks she sees a flash of color. She boldly goes back there and, sitting huddled and hidden, sucking his thumb, is Andy...

The boy looks up and smiles.

ANDY

Marti!!

(CONTINUED)

119

CONTINUED:

119

MARTI

What're you doing here?

ANDY

I'm hiding... they want me to go to sleep.

She comes to grab him but he backs away...

MARTI

No no... I'm alright... it's me... come on... Tim is here...

She reaches out. The boy looks a beat and figures he can trust her; he takes her hand. He is lifted off and they exit out of frame into:

As Tim appears.

MARTI

I found him...

WALKIE-TALKIE NOISE sounds behind them.

TIM

Hurry... this way...

The two head for the STAIRWELL.

120

INT. INFIRMARY - HOUR OF THE WOLF

120

The trio stand before the exit mustering their strength for the ordeal before them.

TIM

The hangars're just across the parade grounds... all we have to do is walk from here to the airstrip... can you do it?

Marti inhales nervously and nods. He looks down at Andy who also nods. They steel themselves to lose all semblance of humanity and move silently and in unison out the door and into the world of the pods.

121

EXT. GENERAL PARADE GROUNDS - HOUR OF THE WOLF

121

There are Army vehicles and trucks and soldiers all moving about with very little talking at all.

From every direction POD PEOPLE are coming, wordlessly, emotionlessly toward the parade grounds.

(CONTINUED)

121

CONTINUED:

121

The trio emerge quietly, eyes dead, but vigilant. They walk slowly into the midst of the bustle becoming one with the alien invaders.

One MP nearby watches them very closely as they move on but he makes no move to stop them. It is working.

As they move toward the center of the parade ground they see from the fields three large Army trucks covered in tarp approaching.

Soldiers get out. COL. PLATT steps forward, grabbing a bullhorn, and begins organizing the multitude by a list he has in his hands.

PLATT

First unit; Fort Stewart, Georgia...

A soldier comes to the back of the truck and is handed a crate of PODS. He takes the box and goes to a Jeep and loads it up.

PLATT

Next; Fort Sill, Oklahoma...

Another soldier gets his crate and readies another vehicle.

PLATT

Fort Meade, Maryland... Camp Perry,
Ohio... West Point, New York...
Fort Monroe, Virginia...

With each name soldiers come up and get their pods.

In the middle of the crowd Tim, Marti and Andy watch in dazed horror as they realize what is unfolding before them.

Colonel Platt continues from the back of the truck.

PLATT

Fort Bliss, Texas... Fort Grable,
District of Columbia... Fort
Riley, Kansas... Fort Knox,
Kentucky... Fort Scott,
California...

Marti watches the dizzying numbers collecting more and more PODS.

She looks at Tim but he acts as if nothing were amiss.

(CONTINUED)

121 CONTINUED: (2)

121

She turns away, keeping the emotions checked and then sees looking closely at her side:

JENN

Marti almost gasps but clamps down her reaction. Jenn looks hard at her friend, and Marti stares back at her. The eyes lock and many, many beats pass.

Jenn stares a few more beats then opens her mouth...

JENN

Where are you going, girl?

Marti fears the truth; answers dryly:

MARTI

We have work to do...

The two friends stare a very long time at each other. The sound of the bustle goes on around them but neither note it;

PLATT

Fort Monmouth, New Jersey...

The M.P. now whistles a signal for Marti and the others to quit blocking traffic.

Marti looks another beat at her zoided friend and coldly turns away.

As they pass Marti imperceptibly exhales.

They pass close to the readying convoy and the thousands of pods in the trucks still to be unloaded.

Marti can't believe her eyes; her knees almost buckle.

They pass the trucks and walk dazed toward the sidewalk as a car comes by suddenly beeping, almost cutting them off. Marti instinctively jumps back and immediately some pods on the corner turn to watch her closely. TENSION.

They continue toward the hangars under more watchful eyes of the pods. Marti prays in silence they don't follow.

She looks up to face the crowd coming from the residential streets on foot; in the throng are Mrs. Platt, the children from Andy's day care, their Teacher, the Soldier from the gas station bathroom, Red, the Tattooist, the Bouncer, everyone they've known, heads for the distribution post.

(CONTINUED)

121 CONTINUED: (3)

121

The children and the day-care center teacher see Andy and they stare at each other.

Then the teacher slows and looks up at Marti and Tim.

Marti and Tim stare ahead trying to avoid her stare.

The teacher senses something is wrong; she slows and heads toward them.

The trio moves on.

The airfield/copter hangars come INTO VIEW.

UP TENSION as the Teacher comes closer. Marti and Tim try to ignore her but...

Marti is beginning to lose it. Tim whispers softly:

TIM

Marti...

They walk and the teacher moves up. She comes right up to Marti and with a lizard-like gaze locks onto her eyes. Marti tries to stare her down and does so for a long time.

The teacher is unsure a beat, then smiles pleasantly.

TEACHER

Andy should be with the other children...

And with that she takes Andy's hand. Marti looks to Tim as the woman begins to walk away.

Without time for hesitation, Tim knows he has to step after her. He takes Andy's free hand. The woman turns at the resistance and looks up at Tim.

The eyes meet only a second, but both Teacher and Pilot know what they're looking at... She goes to open her mouth.

The soldier's reflexes are centuries faster than hers and:

Tim fires a right hand directly into the woman's face and she crumbles like a sack of bricks to the pavement. Chaos breaks loose as Tim grabs Andy and the trio takes off at full speed.

(CONTINUED)

121 CONTINUED: (4)

121

The Teacher rises unsteadily to her feet and regaining her balance SHRIEKS THE POD SCREAM. A large crowd of PODS turns, as if of one mind, and give chase to the trio in terrifying unity.

The humans tear desperately toward the hangar where the copters wait in storage. Behind them the SHRIEK is growing louder.

The Trio rush past the gate and Tim slams it after them.

The trio gets to the hangar building and Tim hits the control that slides open the giant electronic door.

He looks and sees the PODS racing closer and mumbles impatiently to the door.

TIM

Come on... come on!!!

It gets wide enough for him to push Marti and Andy inside but he knows he has to let it get wide enough for the copter...

The pods move ineluctably closer.

The door slides slowly on its track until it is finally opened wide and then Tim jerks the lever SIDEWAYS and snaps it off. He tosses it aside and races inside.

122 INT. HANGAR - DAY

122

Marti, Tim and Andy silhouetted against the sunlight as they pass...

on the floor the PUTRID and WITHERED remains of Pete and the Soldiers... Marti gasps but Tim pulls her along.

TIM

Come on... get in...

They do so and:

123 INT. COPTER - DAWN

123

Tim hits the starter button and the sound of the BLADES begins.

TIM

Put Andy in the safety harness.

(CONTINUED)

123

CONTINUED:

123

He hits more switches. The ENGINE ROARS and the huge machine begins to ready for liftoff.

But into the doorway come the dozens of PODS!! They quickly go for the copter, grabbing at the runners and the front nose banding.

Tim hits full throttle and the huge machine lifts slowly into the air. But the waves of pods climbing on tip the copter from one side to another, rocking the spinning blades VERY CLOSE TO THE GROUND.

TIM

GET THEM OFF!!!!

He opens his door and RAISING HIS PISTOL unloads straight into the forehead of the closest POD. The fiend flies back and down, only to be replaced by another. Tim fires again, then again. The PODS SHRIEK, SCREAMING IN CHAOS and CONFUSION, GREEN BLOOD NOW FLYING ALL OVER.

Marti, meanwhile, is kicking away at the ones climbing up on her side.

MARTI

They won't let go!!!

Tim looks in and grabs the small fire extinguisher from the cabin wall; he hands it to her like a club.

TIM

Use this!!

She turns, and THE GUY FROM THE GAS STATION HAS MOUNTED RIGHT IN FRONT OF HER. SHE LOOKS AT HIM FROZEN A SECOND, THEN RAMS THE BUTT OF THE EXTINGUISHER RIGHT INTO HIS FACE: HE FLIES BACKWARD.

She begins to smash wildly on all the grabbing hands and as they let go the COPTER slowly makes its way toward the exit. Andy, in the midst of the chaos, is struggling to get out of his harness.

124

EXT. FIELD - DAWN

124

The Copter blossoms from the hangar doors and two or three people are still clambering aboard.

MARTI, looking out, smashes a WOMAN and then she turns to the last one on her side; a young SOLDIER hanging before her. She lifts the extinguisher and he screams:

(CONTINUED)

124 CONTINUED:

124

MAN
NO!! I'm human!! I'm not one of
them!!

Marti stunned. He pleads.

MAN
Please!!! Help me up!!!

Tim shoots off the last person and turns to Marti.

TIM
Get him off, Marti!!

MAN
No; help me, please!!!

The copter is now AIRBORNE. The man is yelling and Marti doesn't know what to do. Tim looks and sees her in-decision. She says, frozen:

MARTI
Tim...

TIM
MARTI!!

The frozen girl turns to him; Tim looks at her.

TIM
We can't take the chance!!!

Marti looks out again and the man is trying to hang on for dear life.

MAN
Please save me!!! Don't leave me
here!!!

Marti looks, so confused, torn within. Throwing the extinguisher aside, she reaches out with one hand to help him. He goes to grasp her but he begins to twist, dangling by one arm. Marty reaches further but the windshear is too strong. The Soldier falls.

Man screams and Marti turns away in horror.

The man's cry is hidden by the SIRENS BEGINNING TO SOUND BELOW. Tim looks down.

125 EXT. HANGAR - DAWN

125

COPTER crews quickly head inside for the two choppers.

126 INT. HANGAR - DAWN

126

CLOSEUP OF THE PILOT DOORS OPENING AND THE RINGS POPPING as everyone gets in and settles down while the GROUND crew hooks the tractors to the planes.

EXTREME CLOSEUP - RINGLESS GRENADE

and then:

WIDE SHOT

The tractor just begins to pull the first bird when the pilot's seat BLOWS SKY HIGH IGNITING THE FUEL TANKS and the whole machine. RED TO GREEN BLOOD FLYING ALL OVER!! THE EXPLOSION SETS OFF THE SECOND CHOPPER AND THEN:

127 EXT. HANGAR

127

THE ENTIRE HANGAR IS BLOWN TO SMITHEREENS!!

128 INT. TIM'S COPTER

128

The bird is shaken with the force of the blow but Tim watches the whole place go up with real joy.

Marti is too scared to react!

TIM

WE MADE IT!!!

Tim now gets his Microphone out and starts to call up the outside radio.

TIM

May-day!! May-day!! This is Highbird One calling any outside frequency... this is an emergency ... Highbird One to any radio operator in the area; this is an emergency...

There is no return. Their joy is beginning to crash.

TIM

May-day! May-day! Can you hear me!

There is dead air on the waves. He hits some buttons on the radio and tries again.

(CONTINUED)

TIM

Mayday! This is Highbird one!!!
Can anyone read me?!

Nothing. Tim looks to Marti worried.

TIM

There's an air national guard unit
only a couple miles from here...
(to mike)

MAYDAY!!!

MARTI

Tim, you don't think...

TIM

(losing it)

MAYDAY!! AIR NATIONAL CAN YOU
HEAR ME?!!! COME IN!!!

Nothing.

TIM

Damn them!!

MARTI

What're we gonna do?

TIM

I don't know... it's impossible
... it's fucking impossible...

Funereal air-wave silence. They fly higher, overwhelmed
by the possibility the pods have taken more than just his
home base... there is not a sound except for their rotor
blades...

VOICE (V.O.)

Mayday check; this is Air National
Guard in Montgomery; we receive
you; over.

Tim grabs the mike in joy when:

TIM

Air national this is Highbird One
over Fort...

ANDY (O.S.)

NOOO!!!

Tim spins in fright as ANDY is suddenly free of his seat
and THROWING HIMSELF AT THE CONTROLS!!

(CONTINUED)

128 CONTINUED: (2)

128

The child latches on to the throttle arm and the copter plunges into a dive, careening wildly from side to side.

Tim, in absolute terror, tries and fails to push Andy away from him.

The copter picks up downward speed, plummets!

TIM
MARTI, GET HIM OFF!!

Marti, in shock, unlatches herself as Tim punches the child hard in the face. Andy doesn't let go. The Radio is squawking as:

Marti grabs at her brother who is huddling against the blows of the adult, refusing to let go of the stick.

MARTI
ANDY!

Tim smashes the child in the face and now the nose breaks open and blood flows.

MARTI
Oh, Tim!!!

Marti cries as she fights what was once her brother. His blood is flying all over her and:

She grapples the boy from behind and wrenches both arms with her own. He's far stronger than any five-year-old and he tries to lift her off, but she's got him bear-hugged from behind.

Tim quickly regains the control of the copter and Marti tries to maintain the boy. He shakes his head wildly sending his green blood all over the windshield.

She fights his struggling and kicking, opens the door, and in tortured emotion, flings him out the cargo hatch.

Andy flies out backwards and:

FINGER POINTING AS HE PLUMMETS. HE BELLOWS THE POD SCREAM AT HIS SISTER!

HIS SMALL FRAME SPINS TOWARD THE EARTH.

Marti turns away sobbing as Andy's screaming reverberates then slowly fades into silence.

All is quiet but for the sound of the blades.

(CONTINUED)

128 CONTINUED: (3)

128

Tim lets her stand there a moment, then they look at each other in shock.

Finally, Marty rises up and gets back into her seat. As she sits, she notes something shining on the floor; she reaches forward and picks it up: it is Carol's wedding ring. Her fingers clasp around it and she brings it to her chest.

TIM

Marti...

No response... She looks out the copter window to where she'd last seen Andy... the tears well up.

129 EXT. FORT RILEY - DAWN

129

Col. Platt and the rest of the Pod People watch as the copter veers away from the base and begins to disappear toward the horizon.

Platt turns to the caravan of vehicles before him and signals for the trucks and Jeeps to leave.

The drivers get into their vehicles and the great convoy begins to roll. One after another, the cars and trucks roll out of the fort onto the main highway.

Col. Platt watches from the middle of the parade ground as the thousands of pods are carted off. Jenn, Mrs. Platt and the others watch as well.

PLATT

It's over...

The vehicles roll by with their precious cargo and begin spreading out all over the roads.

Col. Platt turns and with some aides begins to walk back to the offices. UP MUSIC. DOLLY with him as he passes the dead stares of those staying behind. Young, old, male, female; all placid, all mute, all watching with no joy over their triumph; the world is now an emotionless android.

As he nears his offices he pauses before the steps...

He stands many beats, without a word, staring as if in a daydream.

(CONTINUED)

129 CONTINUED:

129

He turns around and his eyes scan an empty sky. The sound becomes audible to us too: in the far distance the sound of explosions and gunfire... another beat and in the distance he sees the small whirling frame of Tim's helicopter and bright flashes as the COPTER'S SIDEWINDERS and MACHINE GUNS are IGNITED!!!

PLATT
(moving forward)

NO...

The Colonel looks to his mindless, stupid Pods absolutely unprepared for what's happening and he lifts his finger and SHRIEKS at the copter. The horde follow suit. Too late. The missiles slam into the base and its surroundings.

All over, huge explosions rock the earth.

130 EXT. ROAD OUTSIDE FORT RILEY - DAWN

130

Tim's helicopter (Apache) screams over the caravan gun barrels and sidewinders blazing. Huge petrol explosions, fireballs, and black smoke and debris sweep over cars and pods destroying everything in its path. Screams, chaos and confused wails fill the air!!!

131 EXT. FORT RILEY - DAWN

131

Pods in chaos as buildings are lifted off their foundations by the force of the missiles' ordnance. Flames and debris are flying all over.

A screaming sidewinder plows into the TOXIN WAREHOUSE and a colossal mushroom of fire rises against the sky. A searing rain of burning defoliant scatters all over the area; pods of every ilk are suddenly drenched in the caustic liquid. SCREAMS as faces melt, hands steam away, entire bodies dissolve into cringing green pulp.

The raining nightmare of toxins and defoliants rings wider over the base and consumes without mercy the decaying pods fleeing in every direction.

132 INT. APACHE - DAWN

132

Tim, cursing, hones in on the Caravan vehicles trying to speed out of range and follows after them, the BULLETS SPITTING up dirt all over and finally nailing the gas tanks and sending the cars into careening balls of flame.

(CONTINUED)

132 CONTINUED:

132

The people running below, trying to save the plants, are hit by flames and MACHINE GUN FIRE. MORE POD SCREAMS, death, mayhem, and shattered green frames.

Marti, in silence, watches in unbelieving horror as she sees the destruction unfold before her eyes.

133 EXT. HIGHWAY - DAWN

133

Col. Platt and the others come out into the middle of the all-out attack!!! Platt looks up in utter disbelief as he sees one truck after another exploding and its cargo being ravaged. Over the base, the black cloud of raining defoliant grows. Cries waft up from inside.

Totally confused he looks around at the incredible destruction about him. Bullets ping wildly in the soil to his right and left. He stands astounded in the midst of battle.

In the DISTANCE SIRENS GO OFF and the fire station begins to activate.

The place is absolutely decimated. As far as the eye can see, there is no longer a moving or unharmed vehicle.

134 INT. COPTER - DAWN

134

Tim scours the area and flips off the instruments which all read: safety.

He looks over to Marti who sits silently staring out over the endless destruction. She's crying.

135 EXT. FORT RILEY - SUNRISE

135

Colonel Platt, his wife, Jenn and many others are emotionlessly looking back at the girl in the escaping copter.

Around them everything is charred or melted... there are dozens of burned vehicle skeletons smoking in the ruins. Alien bodies lie about in various stages of chemical decomposition. The copter disappears and the pod people are left alone.

Looking down, Platt sees a crushed pod near his feet. He bends down and picks it up. It falls through his fingers.

His daughter comes next to him in silence.

(CONTINUED)

135

CONTINUED:

135

No one says anything. He looks up at the sky, where the enemy had come from. It is quiet now and the hot southern wind rises. It flutters the women's skirts and their hair.

From inside the base all the surviving pods have begun to come out and gather at the gate; the adults, the children, the soldiers, the civilians, some wounded, some whole...

They stand quietly staring at the battlefield and then look at Platt; he returns their uncomprehending gaze.

He says, absolutely unable to fathom what's happened:

PLATT

Marty and Tim...

No one answers the observation. The pall of defeat shrouds all of them.

The stand as if hearing something and then they begin to loosen the clothing from around their necks... they raise their eyes to the sky and slowly, almost imperceptibly...

Platt's face, Jenn's face, the Teacher's face, the young, day care kid's face all start to change. The skin glows as the pods did when about to give birth to a fetus; their hands do the same; they all grow luminescent, opaque and inside something snake-like, vine-like can be seen stirring. Their clothing begins to grow baggy on them and their bodies begin to falter and collapse.

Platt too degenerates and falls.

The skin melts away and then, from the openings in their clothing, from the sleeves, hams, ankles, necks, there is snake-like motion; a beat and out flow the vine-like tendrils and their flowers; they open their leaves to reveal clusters of light spores.

They flutter in the wind; and then in a shower of sparkling magic, the spores are released and rise into the breeze.

136

INT. COPTER - DAWN

136

Marti and Tim look out over the Alabama horizon growing light with the auroral reds and yellows.

Tim looks at Marti, some beats and she looks back, her eyes red, and mascara streaked down her cheeks.

(CONTINUED)

136 CONTINUED:

136

Tim looks and reaches over and touches her.

TIM

Hey...

She turns away and looks out the window. Tim pilots the copter in silence and then she says exhausted:

MARTI

... You understand... I'm alone...

He looks at her with much love and says gently:

TIM

No, you're not...

He takes her hand. She looks out over the sky and earth below and watches silently. On her middle finger she's placed the wedding ring.

Outside the windows, Tim and Marti sweep over the green farmland of Alabama where a family and their children are working the soil. They stand up and wave their hats in salutation at the low-flying vehicle. Marti looks at Tim and a small smile begins to emerge. Tim waves back.

137 EXT. SKY - DAWN

137

The high upper reaches of the sky as the helicopter disappears.

AERIAL SHOT lifting above the earth, the CAMERA moving ever higher as the light spores appear in frame on their voyage upward.

They soar high, high into the dawn and the earth becomes nothing more than a dark shadow in the black heavens...

Into the starry darkness of the universe, the spores' brilliant light trails slowly and eventually loses itself in the vast expanse of outer space.

ROLL CREDITS.

FADE SLOWLY TO BLACK.

THE END