

"DAWN OF THE DEAD"

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Rewrite by

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Based on, the original screenplay by
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Strike Entertainment

Tues. August 19, 2003
2nd BLUE REV. PGS: 94,95,96,97

Fri. August 1, 2003
ORCHID REV. PGS: 64A, 64B, 69, 70, 70A, 71, 78

Thurs. July 31, 2003
IVORY REV. PGS: 35, 35A, 65, 66, 67, 68

Fri. July 25, 2003
GRAY REV PGS: 3, 3A, 3B, 35, 36, 64, 64A, 64B, 65

Thurs. July 10, 2003
TAN REV-PGS: 42-43B

Fri., July 4, 2003
CHERRY REV. PGS: 27, 42-46, 64 (A, B)

Wed., July 2, 2003
SALMON REV. Pgs. 55A, 56

Tues, July 1, 2003
BUFF REV.- Pgs. 29, 29A

Wed., June 18, 2003
GOLDENROD - Full Revised

Tues., June 10, 2003
GREEN REVISED PGS:
1, 3, 5, 9-10, 13-15, 17, 19, 23-24, 26-28A, 31-31A, 33-34,
38, 38A, 40-42, 47, 51, 51A, 53, 55, 55A, 57-58A, 62-63, 67, 78

Mon., June 9, 2003
YELLOW REVISED PGS:
1, 2, 4, 5, 8, 22-25, 27, 29, 30-31,
35-37, 39, 41, 46-47, 58, 60, 64, 67,
69-79, 82, 86, 99, 101, 103, 104, 106

Fri., May 30, 2003
PINK REVISED PGS.
7, 8, 10, 10A, 11-14A,
16, 21, 27, 29, 30, 36,
39, 44-45, 59, 76, 97-99, 101, 108

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FADE IN:

1 CLOSE UP: OF WHAT LOOKS LIKE A SUNSET -- A SEMI-ORB, BRIGHT LIGHT EMANATING FROM IT.

DR. DHANDWAR (O.S.)
No, no, not tomorrow, the day after
tomorrow, right...

But now as the camera pulls back and the image congeals: we see that we're actually looking at an X-RAY OF THE TOP HALF OF A HUMAN SKULL, backlit by light from outside a window.

And we now PULL BACK TO REVEAL:

1A INT. SAINT GEORGE'S HOSPITAL EMERGENCY ROOM-LATE AFTERNOON 1A

DOCTOR , DHANDWAR 35, studies the x-ray while simultaneously handling a cell phone and looking at a chart held by a nurse, ANA CLARK, sweetly attractive, in her 20's. They start down a long corridor... *

DR. DHANDWAR
You, me, Gary, Brad, we'll tee off
at ... well I like Gary... *

Ana cuts a look at the clock above the NURSES STATION, wants to get out of there.

ANA
Uh, Dr. Dhandwar? I'm kind of in a- *

DR. DHANDWAR
We're teeing off seven-thirty and
if you're not there because of
Gary, come on, you know? I gotta
go.
(puzzled by the X-ray)
Am I missing something? *

He stops walking, pockets his cell phone.

DR. ROSEN (CONT'D)
Why did Dr. Cho order a head x-ray
when the man was bitten on the
hand?

(CONTINUED)

1A

CONTINUED:

1A

ANA

The patient was in a bar fight, was communicative when he came in around six. That's six. a.m. This morning. When I started my shift.

(CONTINUED)

1A

CONTINUED: (2)

1A

Dr. DHANDWAR doesn't get the hint, indicates the x-ray. *

DR. DHANDWAR *

Where's the patient now? I'd like
to see him.

ANA

They moved him. I'm sure one of
the night nurses can tell you where-

DR. DHANDWAR *

(starts off)

Page me when you find him.

ANA

Sure. I'll do that.

She starts back for the nurses' station, finds CORA COLLER,
40's, kind of worn, kind of sexy, organizing some charts.

ANA (CONT'D)

Cora, could you do me a favor,
locate a patient for me?

CORA

Hey, Ana. Sure.
(reads the file)
Edward Solomon.

She moves to a computer.

CORA (CONT'D)

Aren't you off?

ANA

An hour ago.

CORA

(works the computer)
Here he is. They had him
backwards. Solomon Edward-- He's
upstairs, in ICU.

ANA

From a bite?

CORA

(looks at the computer)
I don't know what from.

(MORE)

(CONTINUED)

1A

CONTINUED: (3)

1A

CORA (CONT'D)

Toxicology's gonna work him up in
the morning.

(CONTINUED)

1A

CONTINUED: (4)

1A

Ana shakes her head -- "whatever" -- then looks at the clock, grabs her coat off the rack.

ANA

Could you page Dr. Dipshit for me,
let him know?

CORA

Sure. You talk to Luis about
Sunday?

ANA

I will. G'night, Cora.

She steps aside as TWO PARAMEDICS arrive pushing a gurney. A WOMAN lies atop it, stares wide-eyed at the ceiling. One of the paramedics holds a wad of gauze against her neck. Cora springs into action. Ana exits, not her problem.

2

INT. ANA'S CAR - DUSK

2

As she goes through her preset radio stations, all playing commercials. On one a DJ sceptically reads a news item...

NEWSCASTER (V.O.)

--Now here's one, and I say again,
these are rumors and not confirmed
reports--

She hits her last preset, and then sits back as the music fills the car.

3

EXT. SUBURBAN STREET - DUSK

3

As Ana heads up the quiet street in her Escort. VIVIAN, eight years old, in full ROLLERBLADE REGALIA, skates along the sidewalk beside her. The little girl waves.

VIVIAN

Ana, Look! I can go backwards!

ANA

I see. That's great-- now watch
out...

Ana parks the car and quickly exits the car. She is in a hurry, but as she enters the house she adds.

(CONTINUED)

3

CONTINUED:

3

ANA (CONT'D)

Maybe tomorrow, after work, I'll do
a few... backward laps around the
block with you.

(CONTINUED)

3

CONTINUED: (2)

3

Vivian smiles at her.

ANA (CONT'D)

Say hey to your mom for me.

4

INT. CLARK BEDROOM - DUSK

4

LUIS Clark, 30, Ana's husband, handsome and genial, watches American Idol and drinks a beer. Ana enters quickly.

LUIS

You're late. You missed it. They just cut the mailman loose.

ANA

Who? Ritchie? The chubby one?
Oh, man, he had such a sweet voice...

Ana takes her place on the bed beside him. He puts his arm around her but continues watching the show. They talk, in a distracted way, while they watch, so there are pauses between questions and answers, as the screen holds their attention.

ANA (CONT'D)

How'd it go today?

LUIS

No complaints. You?

ANA

I'm trading shifts with Cora, if I take Sunday, I can have a three day weekend at the end of the month. Is that okay?

LUIS

Sunday? Sure.

After a moment of the show.

ANA

I think Cora's got a new guy she doesn't want me to know about.

LUIS

Lucky her.

She takes a swig from his bottle. He grabs it back playfully.

(CONTINUED)

4 CONTINUED:

4

LUIS (CONT'D)
Thought maybe you'd gone out with
the girls or something.

ANA
What, and miss Date Night?

She takes the bottle back. A sly look between them.

5 INT. SHOWER - NIGHT

5

And they're in the shower together, and happy about it.

OMITTED SC.6

FADE TO:

7 INT. THE CLARK'S BEDROOM - DAWN

7

The HUM emanates from a NOISY WINDOW AIR CONDITIONER. The first light of day slices around duct tape holding the machine in place.

PAN DOWN PAST an old digital clock on a night-stand -- the numbers flip to 6:37 a.m. -- and TO a double bed where Ana and Luis sleep, curled up like babies.

A bedroom door is near the foot of the bed. It slowly opens. And, as this is a horror film, it CREAKS. Luis Clark rouses at the sound. He squints at the doorway.

VIVIAN, the little girl, stands there in silhouette.

LUIS
Vivian?

Ana half-awakes. Vivian doesn't move and Luis shakes Ana awake.

ANA
(groggy, bewildered)
Wha?

LUIS
Vivian is here.

ANA
She's what? What time is it?
(she looks, then)
(MORE)

(CONTINUED)

7

CONTINUED:

7

ANA (CONT'D)

Vivian, what are you doing? Go
home.

(CONTINUED)

7

CONTINUED: (2)

7

Ana pulls the blanket up, as a punctuation mark. Vivian doesn't move. Luis is more alert now.

LUIS

Maybe something's wrong. Vivian,
are you alright?

And then Vivian moves into a beam of sunlight. Her lips have been torn from her face, leaving a toothy death-grin. Her skin is bluish. A bloody gash runs along her neck. She opens her mouth and lets out a HIDEOUS MOAN. She raises her arms toward Luis as if to be lifted.

LUIS (CONT'D)

Holy fucking shit--
(rousing Ana)
Call an ambulance!

Luis throws his covers aside. He grabs the little girl. She stares at him, dead-eyed. She clutches onto his face and shoulder. She opens her mouth wide.

LUIS (CONT'D)

Ana!

Vivian bites into his neck. Deep. Luis tries to push her off, screaming, but she's strong, holding tight. She tears the flesh from his throat like a wolf. He SCREAMS.

ANA

(screams)
Vivian! Stop! Stop it, stop it!

She wrenches the child from her husband and tosses her out the doorway.

Vivian tumbles back into the hall like a rag doll. But then she rises with eerie quickness. She cocks her head, looking at Ana with dim, hungry eyes. And sprints back toward the bedroom.

Ana slams the door in front of her. Locks it. The little girl CLAWS at the door. Ana runs toward her husband.

ANA (CONT'D)

Luis! Luis... no, no, baby... no.

Luis clutches his neck. Blood spurts between his fingers. He knocks over a lamp as he topples to the bed. We hear BUMP... BUMP... as Vivian SLAMS herself into the door.

(CONTINUED)

7

CONTINUED: (3)

7

Luis heaves for breath. Ana does her best to remain calm. She holds a pillow case on his neck, attempting to stop the flow of blood.

ANA (CONT'D)

Hold it there. Hold it tight. I'm calling help, all right?

Luis gazes into her eyes, full of fear, nods lightly. Ana crawls over the bed to the phone on her night-stand. She picks up the phone and dials 911. WE HEAR

PHONE VOICE (O.S.)

Due to the unusual volume of calls, your call cannot be completed at this time...

We see Luis and know that he's dead.

ANA

God, no-- no! Don't do this to me!
Come on!

She hangs up the phone and dials 911 again. She doesn't see behind her:

Luis sits up, stiffly, dropping his hands from his neck. He turns toward her with the same dim eyes Vivian had.

PHONE VOICE (O.S.)

Due to the unusual volume of calls, your call cannot be completed at this time. Please try again later.

She stands, turning toward Luis. Stares at him. He stares back. For a moment, we only hear Vivian SLAMMING on the door. Luis stands uneasily.

ANA

Luis?

He reaches towards her, as though for love, AND THEN HE LEAPS AT HER. He grabs her pajama top and rams her against the wall.

ANA (CONT'D)

Luis! What are you doing?

He's about to bite her. Ana, shocked, yanks herself away from him. The lower buttons on her pajama top pop off.

(CONTINUED)

7

CONTINUED: (4)

7

ANA (CONT'D)

Noooo! Noooo!

Luis adopts a crouching, predatory position. He makes a MOANING, WHISTLING NOISE through the hole in his throat. He watches Ana closely so that she can't escape on either side of him. Ana is crying now, terrified.

ANA (CONT'D)

Why are you doing this? Luis, why are you... please stop, Luis, it's Ana, I'm Ana, Luis, stop, please...

She eyes car keys on the night-stand. She palms them as she steps slowly backward, toward a bathroom. She whispers:

ANA (CONT'D)

Luis...I'm going to get help... I don't know what's happening. Baby? Can you understand what I'm--

Luis throws aside the night-stand and springs toward her. Ana stumbles into...

8

INT. THE CLARK'S BATHROOM - DAWN

8

Ana slams the door shut and locks it. Luis SLAMS at the door. Ana is SOBBING.

ANA

Luis, don't! No!

Ana runs to a small bathroom window. She tries to open the rusty lock.

Luis SMASHES through the plywood of the bathroom door head first. Splinters stick in his neck and face but he pushes through.

Ana forces the lock. She thrusts the window open. She crawls through the window. She can barely fit. Luis clutches onto her bare foot when she's through. He brings it toward his mouth, about to take a bite.

9

EXT. THE CLARK'S SIDE OF HOUSE - DAWN

9

Ana dangles upside down. She yanks her foot free, just in time. She falls into some shrubs. She looks up at the bathroom window.

(CONTINUED)

9

CONTINUED:

9

Luis is desperately trying to fit through, but he's far too large. Ana CRIES:

(CONTINUED)

9

CONTINUED: (2)

9

ANA

I'll get help, Luis! I just...

Ana dashes across her front yard. She gets to her Ford Escort in the driveway, pauses as she sees A MAN IN HIS UNDERWEAR, BLEEDING FROM THE HEAD, SPRINTING DOWN THE STREET. Far down the block, we see two people who seem to be wrestling in the sprinklers on a front lawn. She starts towards them, calling out...

ANA (CONT'D)

Help! Help!... Help!

A GUY IN A ROBE exits from a house across the street.

ANA (CONT'D)

Please--just tell me what's happening?

ARMED MAN

Get back Ana, get back, I told you to get back!

He levels the gun at her. And then AN AMBULANCE comes down the street, hits the armed man, drags him, runs over him, and keeps on driving.

She stands there stunned as again, the street grows quiet, but now we hear distant sirens and a few helicopters.

We hear a MOAN and Ana turns to see Luis running out of the house toward her. She unlocks the car door. Jumps inside.

Ana starts the car just as Luis SLAMS on the windshield.

ANA

Luis...I'm sorry... I'm so sorry...

Ana CRIES, shaking beyond any fear she has ever known, as she jams the car into reverse, driving over the yard, and forward: leaving her undead husband behind.

CMIT SC.10 & 11

12

EXT. RESIDENTIAL ROAD/INT. ANA'S CAR - MORNING

12

Ana's fingers shake wildly as she turns on her radio. She gets STATIC. She hits her presets and gets nothing but the same on all of them. She hits SCAN and the stations start running past one after the other until...

(CONTINUED)

12

CONTINUED:

12

She hears the EMERGENCY BROADCAST SIGNAL, with a convincing but computerized voice like the marine weather report.

VOICE

This is the emergency broadcast system for the greater Milwaukee area. If you live in southern Milwaukee County, there is a shelter at Wilson High School, 1353 Neckerson Road. If you live in Waukesha County, there is a shelter at Saint Verbena Church, 22 Robin Lane. If there is no activity where you live, stay inside and lock all doors. If you live in Jefferson County, there is a shelter at Fort Pastor, Exit 22, Route 5. This is the emergency broadcast system for the greater Milwaukee area. If you live in Racine County...

She continues to finger her presets. The warning is on all channels. After a moment she looks up from the radio to the street as she passes a burning car.

OMIT SC. 13

14

EXT. HIGHWAY - MORNING

14

Ana's car travels through the smoke and continues down a ramp.

She LOCKS THE BRAKES as she sees a METRO TRANSIT BUS blocking two lanes of traffic.

A distraught NAKED WOMAN runs past Ana.

The windows of the bus are steamed up. There is an unseen, violent struggle inside the bus. A FACE PRESSES up to the window, and then a BLOODY STUMP pulls it away from the glass.

She opens her mouth to scream when...A MAN SUDDENLY APPEARS AT HER PASSENGER WINDOW. He wears a Metro Transit uniform. But that's about the only thing we can clearly distinguish about him since he's covered with blood and bites.

BUS DRIVER
(muffled, through the
window)
Gimme your car!

(CONTINUED)

14

CONTINUED:

14

Okay, now Ana screams as he opens the door and tries to get in. She shoves him away, starts to drive as he reaches for the steering wheel... she stands on the gas and the car now veers around the bus and four lanes of traffic narrowly missing an oncoming car.

The mangled Bus Driver, clings to the seat as best he can, the lower part of him dragged alongside the car, until he finally lets go and disappears out the door altogether.

Ana can't control the car at this speed, screams back and forth across the highway, finally jumps the opposite curb smashes the barrier and starts down a very steep, grassy incline...

OMIT SC.13

15

EXT. EMBANKMENT - MORNING

15

The Escort bounces as it slides down this steep slope. Ana loses control of the wheel. The car skids across the grass and SLAMS into a tree. The air-bag is deployed.

WIDE SHOT - WOODED AREA

As the car sits there hissing. Ana doesn't move. We hear the hell way up on the highway, SIRENS and SCREAMS and now: A GUNSHOT. We then...

CUT TO BLACK

15A

INSERT TITLE: "DAWN OF THE DEAD"

15A

After a moment, we HEAR a cacophony of voices:

VOICES

...may have begun two days ago and spreading rapidly... unconfirmed reports of thousands of cases across Northern Europe... victims appear to have been deceased before they showed any signs of... no longer have speech functions, but are highly aggressive...

FADE IN:

15B

BEGIN CREDIT MONTAGE

15B

All done as NEWS FOOTAGE. Inside the CENTER FOR DISEASE CONTROL a nervous SPOKESMAN attempts to give a press conference to a group of REPORTERS.

(CONTINUED)

15B

CONTINUED:

15B

CDC REPORTER #1

Is it a virus?

SPOKESMAN

We don't know.

STOCK FOOTAGE: Civil unrest, traffic jams, looting. Airports overwhelmed with fleeing passengers.

BACK AT THE CDC:

CDC REPORTER #2

How does it spread?

SPOKESMAN

We don't know.

STOCK FOOTAGE: Armed men in protective suits. Military and police clashing with frightened citizens. Trying to maintain order.

BACK AT THE CDC:

CDC REPORTER #1

Is this an International Health Hazard or a military concern.

As the Spokesman tries to stay composed...

SPOKESMAN

(beat)

Both.

AN AIRPORT. A quiet SHOT OF AN AIRPLANE sitting alone on a tarmac surrounded by police.

NEWSCASTER (V.O.)

...prepared to move in after the crew did not respond to Dulles traffic controllers...

STOCK FOOTAGE: And now a shot of the Rev. Jerry Falwell who looks at the camera and says, in earnest:

JERRY FALWELL

I really believe that the pagans and the abortionists, and the feminists, and the gays and the lesbians...

(CONTINUED)

15B

CONTINUED: (2)

15B

And now a SHOT OF A NEWSROOM. An anchorwoman pitches to a reporter in the field.

(CONTINUED)

15B

CONTINUED: (3)

15B

ANCHORWOMAN

We now go to Tino Monte, who is with UN health workers and service personnel in the Turkish capitol where the outbreak has hit hard. Tino, what can you tell us?

We switch to a satellite video phone image of a flustered reporter. Behind him we can just make panicked UN soldiers in blue helmets.

TINO MONTE

Uh, Jane, things have deteriorated rather quickly, um, I have been told that the agenda here has shifted from, uh containment, to one of evacuation...

The men behind the reporter begin firing automatic weapons at an approaching crowd that we can't see.

TINO MONTE (CONT'D)

Oh my God, they're here...

The transmission ends abruptly.

BACK AT THE NEWSROOM

ANCHORWOMAN

Tino? Tino? We seem to have lost Tino.

WE GO TO ANOTHER NEWSROOM.

A CONFUSED REPORTER argues with someone off-screen.

CONFUSED REPORTER

What do you mean don't cause a panic? I'm going to read it, yes I am... I am...

STOCK FOOTAGE: And now back to Falwell.

JERRY FALWELL

...I point my finger in their face and say, "you helped this happen".

ANOTHER SHOT where a POLITICIAN stands on a rooftop beneath a helicopter, wind whirling around her. She's about to leave a group of Reporters.

(CONTINUED)

15B CONTINUED: (4)

15B

POLITICIAN

I've just spoken with the President, and he is in constant contact with the CDC in Atlanta, and they have assured him that the situation is well in hand.

BACK AT THE CDC

CDC REPORTER #3

Are these people alive or dead?

HOSPITAL EMERGENCY ROOM

Hand-held camera footage of a frantic hospital emergency room. Doctors and nurses struggle with a man restrained on a gurney. He is hooked up to an EKG machine which clearly registers flat-line. He writhes and flails about. Obviously his brain has not got the message that his heart has stopped. The ER staff is completely freaked.

BACK AT THE CDC

A SHAKY ZOOM in on the guy, sweat running down his face as he shakes his head, then can barely croak out...

SPOKESMAN

We don't know.

END CREDIT MONTAGE

16 EXT. EMBANKMENT/ WOODS - MORNING

16

We hear STATIC and PULL AWAY FROM ANA who leans against the AIRBAG. A moment of stillness. And then Ana moans, then sits up. She struggles to get out of the car.

She tears away the airbag, opens the door and crawls out of the smoking, demolished Escort. Before she can rise to her feet she hears.

KENNETH (O.S.)

Stop.

Ana turns to see KENNETH HALL (30's), a black man in a police uniform, aiming a Benelli 12 gauge shotgun at her. She raises her arms, starting to break down. It's all too much for her, too much at once.

KENNETH (CONT'D)

Say something!

(CONTINUED)

16

CONTINUED:

16

ANA

Please.

He considers this, and decides she passed the test. He lowers the gun, turns around, leaving her on the ground, and without a word, he walks away from her, into the woods.

Ana looks down at her feet. They're sliced up, bruised, and bleeding. She can still hear the sounds of panic and carnage on the highway. Kenneth disappears into the woods and she gets up, following him along a path.

16A

EXT. PEDESTRIAN TUNNEL-LATER

16A

Kenneth emerges from a pedestrian tunnel with Ana behind him and bullets EXPLODE around Him. Kenneth turns, aiming his shotgun at...

Andre BRYANT (20's), arms covered with TATTOOS, holding a 9MM *
pistol, steps out of the forest, followed by two others.

Kenneth has his gun pointed back at him. FACE OFF.

Focused more on the face off, WE SEE WHO ELSE IS THERE.

LUDMILA "LUDA" MARGOLEVSKY, a nervous, sickly Russian bleached-blond, very pregnant, probably a former addict and prostitute, and MICHAEL SHAUNESSY (40's), wearing a short-sleeve white shirt spattered with blood. He's grasping a small crow bar, and looks harried.

A brief stand-off which Michael attempts to diffuse.

MICHAEL

All right, okay. Put the guns down.
(to Andre)

What are you doing? Come on. He's
a cop. Put the gun down. *

Andre lowers his gun. Kenneth doesn't. *

ANDRE

(to Kenneth) *

I thought you were one of them.

Kenneth finally lowers his gun. He looks at the group, wants no part of them, and walks on.

Ana is torn, follow Kenneth or stay with the strangers? She follows the uniform.

MICHAEL

Hey, Officer? You don't want to go
that way.

Kenneth keeps walking.

MICHAEL (CONT'D)

Officer. Sir. You do not want to
go that way!

Ana hesitates, looks at Michael.

(CONTINUED)

16A

CONTINUED:

16A

ANA
What's "that way?"

MICHAEL
It's pretty bad.

Kenneth stops. He looks at Michael.

KENNETH
Fort Pastor?

ANDRE
Maybe you had wings. The roads
that way are all thick with those
fuckers.

KENNETH
How do you--

ANDRE
We already tried.

MICHAEL
Back when there was eight of us.

Kenneth looks back up towards the highway. We hear a high
pitched wail from that direction.

KENNETH
Shit...

They now all turn as one and walk up to the fence and look at
THE MALL.

17

EXT. LOADING DOCK DOOR - MOMENTS LATER

17

The whole gang -- Ana, Kenneth, Michael, Andre, and Luda --
arrive at the service entrance beside the loading dock.
There's a heavy door, with a buzzer.

Michael presses the buzzer. No answer. Michael forces his
crowbar into the door jamb.

Facing the door, they do not see SOMEONE in a red jogging
suit, running toward them. Luda turns and sees he's ONLY GOT
ONE ARM -- the other is a chewed off stump -- and now she
SCREAMS.

The zombie HOWLS. Andre and Kenneth aim at him. They start
shooting.

(CONTINUED)

17

CONTINUED:

17

They blow off his other arm at the elbow, but he still keeps coming. A chunk of his thigh. No big deal. He's still coming.

(CONTINUED)

17 CONTINUED: (2)

17

Kenneth takes careful aim and shoots the Zombie in the chest just as he's upon them and the thing goes down.

ANDRE

Stand back...

Andre turns and blows the lock. Just as the ZOMBIE POPS BACK UP and Kenneth shoots him as Michael throws open the door.

18 INT. LOADING DOCK - MORNING

18

They all rush inside, SLAM the door shut. But the ZOMBIE'S HALF-SHOT-OFF ARM now sticks in the jam...

MICHAEL

Shit...

We can hear the Jogging Zombie MOANING like a dying seal.

ANDRE

(amazed)

... so strong. Fuck.

Kenneth racks the shotgun, puts the barrel in the jamb...

KENNETH

Let him in.

ANDRE

What?!

KENNETH

Open it!

Andre backs off, and the door opens further allowing Kenneth to blow the Zombie back into the parking lot which then gives Andre enough time to get the door closed. One lock is ruined, but there's a dead-bolt, and Michael turns it.

MICHAEL

Lights--

The lights come on. Ana has found the switch.

ANA

Got 'em.

The zombie outside continues to throw himself against the door. They all stand there a second staring at the door.

(CONTINUED)

18

CONTINUED:

18

A time-clock and work schedules are on the wall. Luda checks the phone, but shakes her head -- there's nothing. Andre tries his cell, with no luck. He looks at Luda. *

ANDRE *

Same recording.

Kenneth turns on his belt radio, and there's static across the spectrum. He keeps looking for a station, and the sound of the radio is in the background. Occasionally a voice may flick across, but doesn't stay.

For the moment, they can breathe. There's a coffee maker, a Sparklett's bottle. Andre gives water to Luda as she sits down. Michael cracks open the inside door, raising his crowbar. *

19

INT. METROPOLIS - MORNING

19

Michael peeks into Metropolis. Though the lights are off, we can see the lit mall through glass doors. They enter carefully.

Michael tries the glass door. It doesn't open. He looks at the crow bar; wrong tool.

20

INT. MALL 1ST LEVEL - OUTSIDE METROPOLIS - CONTINUOUS

20

THE METROPOLIS WINDOW. A porcelain TOILET SMASHES THROUGH THE GLASS. The ALARM sounds.

The group steps through, on their guard, weapons ready, walking over the shattered glass and into the mall. Ana tiptoes in her bare, bleeding feet.

They move through the shadowy and silent 1st level: a sort of consumerist haunted house. MUZAK is playing, soft, ambient music. THE ALARM STOPS. Why? It puts Michael on a sharper edge. He misses nothing. The mall, a temple to capitalism, is empty. Most of the stores are locked for the night.

21

ANGLE ON FOUNTAIN

21

Ana, still in a state of shock, gazes at a spewing fountain. It's peaceful. She moves toward it. She throws the water on her face as if it's life itself. Luda collapses, CRYING.

Kenneth sets his shotgun against the fountain, sits down, puts his radio on the ledge and takes in his surroundings.

(CONTINUED)

21

CONTINUED:

21

MICHAEL

We need to make sure this place is safe.

(looks around)

I'm gonna see if the doors over this way are locked.

ANDRE

I'll check down here.

(to Luda)

Be right back, baby.

Andre heads off into the darkness beneath the balcony. Michael turns to Kenneth.

MICHAEL

And maybe, officer, you could go down, that direction, check for--

Kenneth looks at him and doesn't get up, but continues trying to raise a sound on his radio. Michael doesn't waste time trying to convince him to help.

MICHAEL (CONT'D)

Okay. Yeah. Maybe it's better, you stay here with the gun, and Andre and I'll check around. All right?

(to Ana)

Stay with them.

21A OMIT

21A

22 INT. MALL 1ST LEVEL - ENTRANCE - DAY

22

Andre, alone, moves into this short, wide hallway that leads to glass doors. A gun in hand. He's alert as he looks at the various storefronts, making sure their doors are locked and closed.

He gets to the end of the hallway, where the glass doors are. He turns there, beside the glass, when, suddenly --

A ZOMBIE POPS INTO FRAME, leaping toward him.

It THUDS against the security glass. Andre SHOUTS, stumbles back. He points his gun at the glass, is about to shoot in a panic, but stops himself at the last moment.

(CONTINUED)

22 CONTINUED: 22

The Zombie claws against the glass, trying to get at him.
Andre lowers the gun, smiles, stares at him... *

ANDRE
Shatterproof--
(flips him off)
--asshole. *

23 INT. REFLEX SPORTS - MORNING 23

Michael walks into this store, one of the few with an open door. It is almost completely dark. He looks around, making sure it's safe. It seems to be at first, but then he sees and unattended mop and bucket. He HEARS something that puts him on alert.

24 THE FOUNTAIN 24

As Luda turns, shifts position and accidentally knocks over Kenneth's shotgun. They both jump.

LUDA
Sorry.

He frowns at her, picks it up and starts reloading it.

25 REFLEX SPORTS 25

Michael nears the dressing room, the source of the noise. He trades his small crow bar for a croquet mallet which he holds at ready.

He opens the door: Two MAINTENANCE MEN, one a Zombie eating the other, barely alive, MOANING QUIETLY IN SPANISH. The eater stops and leaps at Michael. The eater is fast. Michael hits him over the head with the mallet, breaking it, but the zombie doesn't stop and knocks Michael down, and he crashes against a basketball display, sending balls everywhere.

26 THE FOUNTAIN 26

Kenneth, Ana, and Luda react to the CRASH. They are distracted and don't see: A SECURITY GUARD ZOMBIE POP into frame behind them. He MOANS and lunges to bite Luda who is nearest. Kenneth can't shoot it without hitting Luda so he butts the zombie in the face with his shotgun, knocking him off her.

27 REFLEX SPORTS 27

Michael and the zombie are wrestling on the floor, Michael fighting with the broken mallet handle.

28 THE FOUNTAIN 28

The Security Guard Zombie has turned his attention on Kenneth, SLAMMING him back against the fountain, bending and nailing Kenneth's arm against the rim. His head is pushed underwater.

Kenneth is barely holding back the hungry creature from biting him. As a result, Kenneth is holding himself underwater.

Ana grabs Kenneth's shotgun and aims it at the Guard as he holds down Kenneth. She tries to pull the trigger, but the safety's on. She doesn't know guns.

29 REFLEX SPORTS 29

As the Muscular Zombie is about to bite Michael. Michael looks at the sharp end of the broken mallet. He shoves it under the Zombie's chin, all the way to its brain and the Zombie falls limp.

30 THE FOUNTAIN 30

Ana finds the safety on the shotgun. She BLASTS the Guard in the side. He topples back from Kenneth and into the fountain.

Ana pulls an injured, gasping Kenneth to an elevator. Michael comes running out of Reflex Sports. Andre joins them from the hallway. Ana smacks the elevator button. The others join her. The elevator doors open. *

31 INT. ELEVATOR - MORNING 31

The doors close. For the moment, they're safe. Michael wipes the zombie gunk from his face. Andre holds Luda. Kenneth coughs. *

ANA
(to Kenneth)
Can I see your arm?

Ana takes his arm and carefully, methodically, as she was taught, examines his forearm.

(CONTINUED)

31

CONTINUED:

31

The elevator doors open to REVEAL:

32

INT. MALL - LEVEL 2 - ELEVATOR - MORNING

32

CJ, head security guard, a resolutely irresolute man in his 30's is pointing a pistol at them. Two other guards, the large, monolithic BART, and the smaller TERRY, flank him.

CJ

Find someplace else.

MICHAEL

Look, we just need--

CJ

Maybe you didn't hear me.

MICHAEL

(beat)

There is no place else.

CJ

You can't stay here. This is our place.

BART

Yeah, and you already trashed Metropolis.

ANDRE

My wife is pregnant, we can't run anymore.

ANA

(about Kenneth)

His arm.

MICHAEL

Those things are down there.

CJ

These are your problems, not mine.

KENNETH

Say I park my foot in your ass?
Would that be your problem?

CJ looks at Kenneth now, the cop worn out, sick of this.

CJ

Hey, asshole, I'm the one pointin'
a gun at you.

(CONTINUED)

32

CONTINUED:

32

The two men consider each other a moment as the elevator wants to close, and for the rest of the scene the buzzer sounds and the door keeps banging. It's tense.

TERRY

He is a cop, CJ.

CJ

(beat)

So what?

Ana steps in to try and diffuse the situation.

ANA

Look,--we won't cause trouble

(a look at Kenneth)

..and we'll give you any help you need. Just let us stay here for a little while. Please.

CJ thinks it over. It's a sorry looking group. Finally:

CJ

OK. But you listen to me, and I never say anything twice. Fuck with me and I'll fucking kill you.

ANDRE

Whatever you want. *

CJ

Come out of there slowly, and give your weapons to Bart and Terry.

KENNETH

(he looks at Ana)

Don't do it.

CJ

Then take your fuckin ass to the Quality Inn, if it's still there.

There's a beat as Ana looks at Kenneth and then offers the shotgun to Terry.

CJ (CONT'D)

Smart move.

Andre hands his pistol to Bart. *

33

INT. PANASONIC STORE - LEVEL 2 - MOMENTS LATER

33

Michael and Ana help Kenneth into the room. He's on the verge of passing out. They sit him against a wall. A few TV's are on, showing the mayhem. CJ, Terry, and Bart settle down where they had been; beer, ashtrays, some fast food. The guns are in CJ's lap.

CJ

You all just sit back there and shut up.

ON THE TV MONITOR -- EXT. RURAL AREA - DAY

A RURAL SHERIFF leads a "posse" of rifle totin' locals across a field somewhere... the guys are shooting at anything that moves. HOUNDS run off in all directions

SHERIFF

Just shoot 'em in the head, that seems to put 'em down permanent. But then you gotta burn 'em...

Behind him, a group of his men throw bodies on a pyre. He calls to one of them.

SHERIFF (CONT'D)

Danny, put another round in the fat one. He's a twitcher.

BACK IN THE PANASONIC STORE

BART

(re: The Sheriff)

That is one cool motherfucker.

SHERIFF (O.S.)

We got a bunch of them this morning.

Michael watches his protectors with frustration.

LUDA

Excuse me... please... is there a rest room?

CJ

(put upon)

You're staying here.

(CONTINUED)

33

CONTINUED:

33

ANDRE

Okay, then could you be kind enough to tell us what spot in here you'd like us to piss in?

CJ

All right, all right, around the corner, that way.

Andre gets up to go with her.

CJ (CONT'D)

And where are you going?

ANDRE

She ain't going anywhere alone.

CJ

Fucking nursery school. Terry--

TERRY

Right. Let's go.

Terry leads Luda and Andre away as Ana tears Kenneth's sleeve. She examines his arm and he winces. He is clearly in great pain. She looks to CJ.

ANA

The bleeding won't stop on its own. I need to stitch his arm

CJ

What are you a fucking doctor?

ANA

Fucking nurse.

CJ throws Bart the keys.

CJ

There's a first aid kit in the Security Office.

ON TV: The Sheriff calmly reflects on the task at hand.

SHERIFF

You know, the hard part of all this? I know a lot of these people that we're putting down. But it has to be done.

(CONTINUED)

33

CONTINUED: (2)

33

CJ

(nods, serious)

What'd I tell you boys? America
always sorts its shit out.

Michael is watching CJ, not the television.

34

INT. BATHROOM - LEVEL 2 - DAY

34

In the mirror, Luda examines her arm. There's a small gash
where the zombie's teeth marked her. Andre is upset by this.
The door is open, Terry is outside. *

ANDRE *

You're lucky. It could have bit it
off.

LUDA

It's just a rub, a... how do you
say...?

ANDRE *

A scratch?

LUDA

That word, yes. Scratch.

35

INT. PANASONIC STORE - LEVEL 2 - MOMENTS LATER

35

ON TV: A PRESS CONFERENCE with a GENERAL. He looks rattled.

GENERAL

Yes, um I believe that you are
referring to a report that came in
this morning...

REPORTER (O.S.)

I heard that you lost contact with
Central Command.

GENERAL

It is true that we have been out of
contact with them for the past
hour, but...

ANOTHER REPORTER (O.S.)

Could you comment on the story that
the Governor's chopper went down
this morning in....

(CONTINUED)

GENERAL

(interrupts him)

Look, let's just stick to what we do know.

MILITARY REPORTER (O.S.)

You mentioned that you have established what you called "zones of containment". Where are these zones?

GENERAL

Well, we can say that, uh, here at Fort Pastor for example, we feel like we have the situation contained.

ON KENNETH AND MICHAEL

MICHAEL

That's fifteen miles. There's no way you could--

KENNETH

My brother's there. He's waiting for me.

Michael stops, just nods as Kenneth stares at the set.

36

INT. SECURITY OFFICE - LEVEL 2 - MORNING

36

Bart opens the door and lets Ana in. He gives her a long up and down kind of look.

Once inside, out of his view, she breaks down, CRYING. But she stops herself, regaining control of her emotions.

She looks around the empty, dangerous darkness. She finds the light box, turns on the fluorescent lights.

She sees a box of LOST & FOUND and pulls some shoes out of there and slides them on her bloody feet. She spots the first aid kit in the back.

37

INT. PANASONIC STORE - LEVEL 2 - DAY

37

As Kenneth takes a couple pills and lays back. Ana prepares to stitch his wound.

(CONTINUED)

37

CONTINUED:

37

ANA

This will hurt a bit.

Michael watches her work.

MICHAEL

How are you doing?

ANA

How am I doing? Are you serious?

Michael is taken aback.

ANA (CONT'D)

(looks at the TV)

I'm still waiting to wake up.

ANA (CONT'D)

(looks at the TV)

I'm still waiting to wake up.

Beat as they watch TV. An image of chaos which prompts Michael to move to CJ:

MICHAEL

So, what's the plan?

CJ

The plan is that you drink a nice tall glass of shut the fuck up.

MICHAEL

Okay. That's one idea. But if it was my place, I'd lock this place down, because sooner or later they're going to get in here.

CJ

Like I haven't thought a that.

Ana turns, listens to how Michael handles CJ.

MICHAEL

Hey, no doubt. And you've probably already thought about making a sign up on the roof?

CJ looks at him. A what?

(CONTINUED)

37

CONTINUED: (2)

37

MICHAEL (CONT'D)

Because, you know, there's still
planes in the air. Might be good,
let them know we're alive.

(CONTINUED)

CJ

(beat)

We could get some paint from Sears.
Use some of the office doors, board
up the weak spots.

MICHAEL

That's a solid plan, CJ.

CJ goes with it. He stands up, clears his throat.

CJ

Everybody listen up. I'm going to
give you a job and I expect you to
do all of it, not half...

38

INT. MALL - LEVEL 1 - HALLOWED GROUNDS - DAY

38

As they all EMERGE FROM THE ELEVATOR, about to go off on
their work. Terry looks at the Zombie Security Guard still
thrashing in the pond. *

BART

Hey, CJ, look... Terry... take a
look at Ben Cozine. Hey, Ben! *

No response, of course.

TERRY

Look at him. Poor bastard.

CJ

Fuck the fucker. I told him not to
go downstairs. *

They watch him sadly a moment. *

BART

TV says you got to shoot him the
head. *

TERRY

TV said a lot of stuff that wasn't
true. *

CJ takes a beat, steels himself, and aims his pistol at Ben
Cozine's head. It's not easy for him to pull the trigger.
But he does, shooting Ben Cozine in the head. He stops
thrashing. *

Terry and Bart stand there staring at their old friend. *

(CONTINUED)

38

CONTINUED:

38

CJ

*

Let's go to work.

39

INT. REFLEX SPORTS - LEVEL 1 - LATER

39

CJ and Bart walk through this darkened store, making sure it's clear. Muzzle flashes as they clean house.

40 INT. MALL ENTRANCE - LEVEL 1 - LATER 40

Luda watches Andre and Terry move a huge piece of furniture in front of the glass doors. In the windows just beyond them, a few Zombies MOAN insanely and claw at the windows, trying to get at them. *

41 INT. OUTSIDE CASE HARDWARE - DAY 41

Ana waits as Michael exits with a dolly full of paint and paint supplies.

MICHAEL

All set...

ANA

(picks up a can from the cart)

Black?

MICHAEL

(patient)

It's for a sign on the roof, not a kitchen.

ANA

(equally so)

Yes, and the roof is black.

MICHAEL

Good point.

He turns and heads back into the store.

42 EXT. MALL - DUSK 42

OVERHEAD SHOT: Everyone is gathered on the roof, now painted bright colors. In huge letters the roof reads, "S.O.S." Banners hang on the sides of the mall reading, "ALIVE INSIDE" and "HELP."

Everyone is gathered near the edge. Bart and Terry toss a body, presumably Ben, wrapped in a white sheet over the edge.

TERRY

Sorry Ben.

CJ has a pair of high-powered binoculars to his eyes.

BINOCULAR'S POV

(CONTINUED)

42

CONTINUED:

42

Everett's big town/small city commercial district comes into view. Crossroads Mall is on a road with numerous other buildings. Much of it looks like a war zone. Some of the buildings are in flames. Bart recognizes a ZOMBIE. ..

BART

Hey, I know that guy. He put my stereo in my car.

(yelling to guy)

Fuck you, man! You did a shitty job! And look at you now!

TERRY

He can't hear you man. He's dead.

BART

He can fucking hear me alright.

The group sees zombies stumbling into the parking lot. There's a steady stream of arrivals.

MICHAEL

What are they?

ANA

I don't know, but look up the road. There's a lot more of them.

(then)

Why are they coming here?

KENNETH

(watching them)

Memory maybe. Instinct. What they used to do. This place was important to them. It Made them happy.

(a long beat)

Or maybe they're coming for us.

BART

Instinct huh? So if that was you down there, Terry, you'd be jerking off!

TERRY

I would.

They HEAR loud GUNSHOTS.

(CONTINUED)

42

CONTINUED: (2)

42

ANA

Over there. Someone's on the gun
store.

CJ searches for the source with his binoculars.

ANDY'S GUNSTORE is across the street. A MAN -- thirty,
baseball cap -- stands on the roof of a building shooting a
gun into the air to get their attention.

(CONTINUED)

42

CONTINUED: (3)

42

He lifts his own binoculars to his face and waves. He holds up a dry erase board, on which he has written: "I'M ANDY. ALONE"

CJ

His name is Andy. I think he's alone.

ANDRE

He might as well be on the moon.

The path between the mall and the gun store is filling with zombies. Andy points to something above their heads.

ANA

What's he pointing at?

They all turn and see SOMETHING MOVING IN THE DISTANT SKY.

MICHAEL

Helicopter...

It's zig-zagging across the horizon. The whole gang SHOUTS. They jump up and down, waving their arms, trying to get the helicopter's attention. Suddenly, it turns, starts heading their way.

ANDRE

Hey, it's coming--

CJ

Fuckin-A. It's about time...

The dot on the horizon grows. And now we can just start to hear the chopper.

CJ (CONT'D)

Everybody move to the side, so he can put down in the middle...

They all move to the edge of the roof, watch the chopper approach. It's getting closer. Louder...

ANA

Please...

But it doesn't stop. They watch the helicopter fly over the gun store then veer off in another direction, getting smaller now as it recedes...

Luda turns away, holds onto Andre.

(CONTINUED)

42

CONTINUED: (4)

42

LUDA

Oh, no...

ANDRE

It's okay, honey. They saw us. I mean, they'll come back, right? Or send somebody for us?

Ana looks across the parking lot and sees Andy as he slowly sits down on the roof of the gun store and puts his head in his hands.

43

INT. METROPOLIS - LEVEL 1 - NIGHT

43

CJ locks the group into the bedroom/bathroom store. There are model bathrooms to one side.

CJ

I don't want anyone sneaking around and stealing shit. Comprenday?

(then)

Sweet dreams.

He walks away, keys jingling.

43A

INT. METROPOLIS - NIGHT

43A

Ana, Kenneth, Andre, Michael and Luda each sit or lay atop a different bed. Each bed is in its own idea of a bedroom; hip hotel, teenage girl pink, colonial four poster.

After a moment, they also hear the chorus of FAINT MOANS and whines. Luda looks panicked, but Andre takes her hand...

MICHAEL

We can't leave these guys in charge. We have to do something.

ANDRE

I'm not doing anything to create problems for Luda and me. That helicopter will be back any minute.

MICHAEL

I hope so, but we...

ANDRE

What does that mean?

(CONTINUED)

43A CONTINUED:

43A

MICHAEL

It means it might come, and it
might not. We can't count on it.

Luda doesn't like the idea of this.

LUDA

What do you mean it might not come?
(to Andre) *
You said it was coming back.

ANDRE *

Don't worry baby, it's coming back.
This guy doesn't know shit.
(then to Michael)
You know man, you got a lot to say.
Who the fuck are you that anyone
should listen? What the fuck do
you do?

(CONTINUED)

43A

CONTINUED: (2)

43A

MICHAEL

(beat)

I sell televisions at Best Buy.

That's not what anyone wants to hear.

ANDRE

That's just great. Officer, how do you like following a guy who sells TV's?

KENNETH

About as much as I like following a guy who steals them.

(then)

Get this straight: I'm not following anyone. I'm going to Fort Pastor, get my brother.

Luda watches as Kenneth tries his radio again to no avail.

LUDA

You're a policeman. Please, you have to help us.

KENNETH

Look, lady, I'm not in the protect and serve business anymore. That shit is over.

He goes back to his radio and changes channels.

KENNETH (CONT'D)

We're all on our own now.

Luda sobs. It's all too much.

ANA

When are you due?

LUDA

Two weeks.

ANA

Do you know what it is?

(CONTINUED)

43A CONTINUED: (3)

43A

ANDRE

No.

(looks at Luda)

We want it to be a surprise.

Ana nods. The room is quiet. Except for the horrible sounds surrounding the mall.

44 INT. PANASONIC STORE - LEVEL 2 - NIGHT

44

Bart, Terry, and CJ have pulled mattresses into the store. Bart and Terry are falling asleep. CJ is watching four TV's at once. The others show static or a TEST PATTERN.

ON TELEVISION #1

We see a tired-looking SCIENTIST...

SCIENTIST

They feed only on warm flesh. Some basic skills remain, they don't seem to have much, if any, reasoning power.

ON TELEVISION #2

A TELEVANGELIST, bible in his lap...

TELEVANGELIST

...you have sex out of wedlock, you kill unborn children, you have man-on-man relations, same sex marriage... how do you think your God will judge you?

(zoom-in)

Well friends, now you know.

BACK TO TELEVISION #1

The Scientist in CLOSE-UP...

SCIENTIST

Every dead body it kills, gets up and kills--

ON TELEVISION #3

We see a HIGH SCHOOL BOY sitting on his school's Public Access soundstage. The camera focus adjusts and a GIRL hurries over to sit down beside him.

(CONTINUED)

44

CONTINUED:

44

BOY

We're gonna broadcast as long as we
can...We're trying to stay calm.

The girl looks at the camera, then...

GIRL

My grandmother used to say that
"When there was no more room in
hell, the dead would walk the
earth..."

The boy looks at her...

BOY

Shit, Gina, that's really
helpful...

ON TELEVISION #1

The scientist now in EXTREME CLOSE-UP...

SCIENTIST

Do not be lulled by the fact that
these were once our family members
or friends. They must be destroyed
on sight...

ON TELEVISION #4

A TV ANCHORMAN is signing off. STATION EMPLOYEES walk back
and forth behind him, unconcerned with being filmed. One of
them is nursing a bite wound.

OLDER TV ANCHORMAN

It's been a pleasure reporting the
news to you these twenty-six years.
I don't know when we'll be back on
the air, but until then, God Bless--

And he's cut off as THE STATION LOGO FILLS THE SCREEN.

FADE TO:

45

INT. PANASONIC STORE - 2ND LEVEL - MORNING

45

CJ, Bart, and Terry are sound asleep, looking almost gentle
in their slumber. Suddenly, the lights go on. MUZAK STARTS
PLAYING over the speakers. Bart springs up, pointing his
gun, paranoid. Terry and CJ also wake.

(CONTINUED)

45

CONTINUED:

45

BART

What the fuck?

CJ

It's the timers. Eight o'clock.
Terry, go shut 'em off.

TERRY

I did it yesterday. It's Bart's
turn.

BART

You're the trainee man, and shit
rolls downhill.

TERRY

Man, I wish someone was working
Hallowed Grounds.

CJ

How hard is it to make a cup of
coffee?

TERRY

I wanted a soy mocha latte with
foam.

BART

Faggot.

Terry walks out as CJ looks over at the TV's. All the sets
now show TEST PATTERNS. He picks up the remote, changes
channels: no luck.

46

INT. METROPOLIS - LEVEL 1 - DAY

46

Terry is walking past the store. Ana goes to the gate.

ANA

Hey!

(he stops)

The bathrooms in here are all fake,
they don't work.

TERRY

I'll tell CJ.

ANA

I'm telling you.

(CONTINUED)

46

CONTINUED:

46

Terry looks back but CJ is nowhere around. He opens the lock. And Terry goes on his way. Ana lifts the gate.

47

INT. MEN'S BATHROOM - LEVEL 1 - DAY

47

Kenneth is in the bathroom, shirtless, washing his upper body with paper towels. A nervous Andre enters. He's dressed in a new Nike track suit. He enters a stall and a few beats later he walks out. He washes his hands in a basin next to Kenneth who pays him no mind.

ANDRE

Good morning.

KENNETH

Morning.

The two men do not look at each other as Andre, after a moement, speaks.

ANDRE

Hey, I don't know about you but, I was up all night, you know, thinking about stuff.

(a beat)

You're the type of brother that goes to church and all that kind of shit right?

Kenneth takes a beat before answering. He still doesn't look at Randall.

KENNETH

I've been.

This doesn't slow Randall down.

ANDRE

So, what you think man? You think this is it, the end times? I mean ... cause, if it is...I'm fucked. You know? I've done some bad things.

Kenneth sighs, turns and looks directly at Andre.

KENNETH

What do you want from me?

(a beat)

Oh, I get it. You saw hell yesterday so now you're scared you're going there for all the "bad things" you've done?

(another beat)

(MORE)

(CONTINUED)

47

CONTINUED:

47

KENNETH (CONT'D)

Well, I'll tell you what: Go in
that stall, say five hail Marys,
wipe your ass, and you and God can
call it even.

*
*
*
*

Andre absorbs this.

*

ANDRE

You think I feel I deserve to be
here. I don't. And I'm cool with
that. But that ain't it. Cause I
think I'm here for another reason.
I think I'm here to give that baby
what I never had. I just want the
opportunity to change everything.
You know what I'm saying?

*
*
*
*
*
*
*
*

Kenneth softens.

*

KENNETH

Yeah, I do. But either way, we all
gotta pay for our sins.

*
*
*

Andre looks at him, taking that in. Then he exits.

*

*

(CONTINUED)

47 CONTINUED: (2) 47

OMIT SC. 48

49 INT. SECURITY OFFICE - LEVEL 1 - LATER 49

Terry walks in. He looks at the security monitors, seeing all the floors, the entrances, the loading dock, the parking lot.

He turns to the Muzak and flips the switch. The music stops. While his back is turned to the monitors, we see a TRUCK in the distance on one of the monitors.

Terry turns to leave and at the last moment sees the truck is barreling down the hill and toward the mall. The truck mows down small trees and bushes. It SLAMS through Crossroads Mall sign, skidding onto the parking lot.

TERRY

Whoa.

50 EXT. MALL ROOF/MAIN AREA - MOMENTS LATER 50

CJ, Bart, and Terry are on the roof. The TRUCK circles the mall. A Zombie runs by its side. It grabs onto the door and leaps onto the truck, trying to get in the cab. Someone in the cab shoots a rifle out the window.

Michael, Ana, Kenneth, Andre and Luda get to the roof, all in clean clothes now, faces washed. *

(CONTINUED)

CJ

How'd you get out and who gave you permission to loot the Goddamn stores?

Ana ignores him.

ANA

What are we going to do about that truck?

CJ

We're not going to do anything about that truck.

ANA

There's people in it.

MICHAEL

Ana, we don't know who...

CJ interrupts him.

CJ

Yeah. How'd you know they're not all fucked up like everyone else out there?

ANA

For one thing, they're driving a truck.

(we hear a GUNSHOT)

And shooting guns.

CJ looks out. Yeah, okay. That's true. The truck circles, but there are enough zombies now to give it trouble.

CJ

If we start letting people in, we're going to let in the wrong ones and then I'm dead. And I don't wanna die.

ANA

The 'wrong' ones?

CJ

No one here's sick and I'm keeping it that way. If anyone wants to argue with me, argue with this...

50

CONTINUED: (2)

50

ANA

Look, I think we should just see
who's in the--

CJ

I'm not asking for your opinion.
Now, if anyone wants to argue with
me, argue with this...

(CONTINUED)

50

CONTINUED: (3)

50

He aims his gun at Ana.

ANA

Get that gun out of my face!

TERRY

CJ, you can't turn those people away. You'll kill'em.

CJ

It's self defense.

They all watch the truck. It's in trouble. There's not a lot of time.

TERRY

I'm not killing anybody.

CJ points the gun at Terry now. Bart trains his gun on the others.

CJ

I'll kill all of you to stay alive.

TERRY

Please, CJ, don't do this...

Bart looks Ana up and down.

BART

Hey, darlin', maybe we'll kill them and keep you.

MICHAEL

Hey, Bart?

He turns and Michael nails him one in the face. Blood spills from Bart's nostrils as he stumbles back, dropping his gun. Terry points Andre's gun at CJ. *

TERRY

Don't move CJ.

(CONTINUED)

50

CONTINUED: (4)

50

Everyone stares at this in shock. Kenneth grabs his gun and points at CJ from his other side.

CJ

You're gonna get us all killed.

KENNETH

Terry, there a holding cell in here?

TERRY

Sure.

KENNETH

Take me there.

(to Michael & Ana)

I hope you guys have a good plan.

51

EXT. MALL ROOF/ LOADING DOCK - DAY

51

A few minutes later. Luda finishes writing on a huge piece of plasterboard. She looks down at the rear of the mall. There are very few zombies there. Most have been distracted by the truck. Luda lifts her sign, propping it directly over a closed roll door at street level. The sign reads: ENTER BELOW, with an arrow pointing downward.

52

EXT. PARKING LOT/ TRUCK - DAY

52

Seen through binoculars, NORMA (58), a tough, masculine looking broad, and TUCKER (40), a younger red-neck, react to the sign. Tucker fires a rifle out the window at zombies that run alongside the truck.

53

EXT. MALL ROOF/ LOADING DOCK - DAY

53

Reveal Ana watching through the binoculars as the big rig changes course and moves towards the door.

54

INT. LOADING DOCK - DAY

54

Michael and Andre ready themselves. They hear the HORN of the approaching truck. They stand ready at the fire door adjacent to the loading dock roll door. Andre moves to open the door.

MICHAEL

Wait till the truck hits the dock.

There's a tense beat as the men wait for the impact. They are terrified.

*
*

(CONTINUED)

54

CONTINUED:

54

They can HEAR zombies howling on the other side of the door
and the sound of the truck backing down the ramp.

*
*

OMIT 55

*

56 EXT. LOADING DOCK - DAY 56 *

The big-rig backs into the loading dock, crushing a handful of zombies as it does. The plated steel of the loading dock buckles, and thirty pounds of rust fall from the undercarriage.

57 EXT. MALL ROOF/LOADING DOCK - DAY 57

Ana and Luda watch as Zombies run to the rear of the mall.

57A INT. LOADING DOCK-DAY 57A

Andre throws open the door and Michael, pistol at ready, moves through the door.

58 EXT. LOADING DOCK - DAY 58

The door flies open and Michael and Andre are revealed. There are a number of zombies on the landing and they turn their attention to the open door. Michael and Andre both drop their share of zombies. The men make it to the cab of the truck. They see that it is empty. *

Looking up onto the roof of the truck they see Tucker and Norma, having climbed out their respective windows, are now on the roof of the truck running toward the rear and the safety of the mall roof. Norma calls to Michael. *

NORMA

(yells to Michael)

There are six more people in the back of the truck! *

ANDRE

Oh man, here they come! *

The men see a large group of zombies who had been following the truck, running full speed toward them. Michael and Andre quickly back their way into the loading dock, firing as they go, and close the door behind them. *

59 INT. LOADING DOCK - DAY 59 *

They shut and lock the door. Breathing heavily. Michael immediately looks at the large roll door adjacent to the fire door. On the other side we can hear zombies howling. They bang on the fire door into which Michael and Andre escaped. *

MICHAEL

We got to open that door. *

(CONTINUED)

Andre gestures toward his forehead. *

ANDRE *

Are you crazy? I ain't going out
there again. *

MICHAEL *

We don't have to. They're backed
right up to this door. When I get
this one open, reach in and open
the truck. *

Andre thinks about this. He looks at the door. He sees that
it can be opened with minimum exposure. *

ANDRE *

I'll cover you. *

Michael nods. Andre holds his gun at ready and Michael
attempts to roll the door up. But it is stuck. *

MICHAEL *

It's jammed. Help me. *

Andre leans down to help Michael. Just as he does the door
gives and rises so quickly that they lose their grip and it
flies open, revealing a SNARLING ZOMBIE pinned by the truck
to the loading dock, just inches from their faces. This
zombie wears a Hawaiian shirt and looks he may have once been
a First A.D. He grabs Andre as he stumbles backwards. He
tries to pull him within the range of his bite. Michael kicks
the zombie in the face as Andre pulls free. The men quickly
rise and watch as the zombie pulls his upper torso free of
his pinned lower half and attempts to crawl towards them. *

ANDRE *

Now that is some crazy shit. *

He shoots the zombie in the head, killing him. He slumps
over dead. Before them is the truck door. On either side of
the door is enough space between the loading dock and the
truck for zombies to try and squeeze through. But at the
moment, the coast is clear. They hear pounding coming from
within the truck. *

ANDRE (CONT'D) *

Go ahead, hero. *

Michael moves into the breach between the loading dock door
and the truck door. *

(CONTINUED)

He is reaching for the latch when, from the side a zombie arm reached through and GRABS him by the wrist. Andre runs to his aid and stomps on the zombie arm. Michael is free. *

Michael sees the zombie who grabbed him desperately attempting to squeeze through the narrow opening. Additional zombies try to get through the cracks on either side. *

Michael avoids the reaching arms and moves to open the truck door. Five people emerge from the truck. They are STEVE MARCUS (30's), in an expensive suit and the first one out; GLEN CURTIS, a diminutive church organist; FRANK MILLER (50), who is nursing nasty bite wounds on his arm and hand; NICOLE MILLER (17), who is Frank's frightened daughter; and MONICA FOREE (22), pretty. They quickly exit the truck. *

Bruce and Frank stop to help Michael drag the Bloated Woman who though very ill, is not a zombie. Nearby we see a wheelbarrow which they move towards. They quickly enter the loading dock and Andre throws the roll door closed. *

60-70 OMITTED

60-70 *

71

INT. MALL - HALLOWED GROUNDS - DAY

71 *

Michael, Andre, Ana, and Luda arrive at the common area outside Hallowed Grounds where the Citizens have gathered. They are a sorry looking bunch. Ana sees that some of the Citizens are injured. She springs into action.

ANA

All right, anybody who is injured, let's get you into Metropolis.

(to Glen)

Can you help me with--

(refers to Bloated Woman)

--her. What's your name?

GLEN

Glen. Sure. Let me just collect myself a moment...

Glen takes a breath, then he and Ana assist the Bloated Woman, followed by Frank and Nicole, and the limping Tucker into Metropolis.

MICHAEL

The rest of you, we've got plenty of food and water. Help should be along soon.

STEVE MARKUS

Help? Did you hear that from the same jackass that told us to go to St. Verbena?

MICHAEL

Church downtown?

STEVE MARKUS

First place I tried. Some dipshit on the radio said it was safe there. Boy, was he wrong. Let me tell you something: by the way, this whole thing was handled badly.

MICHAEL

That's where you picked them up?

(CONTINUED)

71

CONTINUED:

71

NORMA

I get this call on the CB, turns out to be Glen over there sayin' there's all these folks beached in the chapel.

MICHAEL

(re: Glen)

He's a priest?

NORMA

Plays the organ. I was in the neighborhood, so I picked 'em up...

MICHAEL

Well done.

She accepts his praise with a nod.

NORMA

We were driving for a long time till we saw your sign. Don't know what we were going to do. Thanks.

Michael gives his own nod. Steve Markus rolls his eyes, then...

STEVE MARKUS

If you two fellas are done blowing each other, maybe you can tell us the deal here.

Michael gives Steve Markus a look. Sizing him up.

MICHAEL

Well, we haven't heard much since...

At this point Kenneth has arrived. He carries a backpack and his shotgun. He is dressed to leave the mall.

KENNETH

Excuse me. Who's rig is that?

NORMA

Mine.

KENNETH

Mind if I borrow it?

(CONTINUED)

71

CONTINUED: (2)

71

NORMA

Well Officer, I'm not using it.

(CONTINUED)

Kenneth nods and turns to leave.

MICHAEL

That truck isn't gonna make it to
Fort Pastor.

Steve Markus reacts to hearing Fort Pastor.

STEVE MARKUS

Forget the truck, that place is
fucked. Bloodbath city, man.

KENNETH

How do you know?

NORMA

We just came from there.

KENNETH

Everybody there is dead?

STEVE MARKUS

Deadish.

KENNETH

(starts off)

I'm gonna have a look for myself--

MICHAEL

You're not gonna make it.

KENNETH

I'll get as far as I can.

MICHAEL

Which, right now, is about one foot
out the door.

KENNETH

I'll take my chances.

MICHAEL

Don't be an idiot.

Kenneth turns and glares at him.

MICHAEL (CONT'D)

Please-- stay. There's people
here, right now, could use your
help.

71 CONTINUED: (4)

71

Kenneth pauses, looks at all of the people looking back at him. He turns away.

KENNETH

Fuck all of you.

And then storms off, but not in the direction of the truck.

STEVE MARKUS

Well, nice to see that you've all bonded through this disaster.

72 EXT. ROOF/MAIN AREA- DAY

72

Kenneth goes up to the roof and sits alone. He puts his head in his hands and sits there a moment. Still.

GUNSHOTS draw his attention to Andy. He grabs the binoculars that had been left there and sees Andy holding a sign that reads, "INFO?" Kenneth takes a moment and then, on the poster board that Luda used for the truck rescue, writes back: FT. PASTOR GONE-- NO HELP COMING.

He watches Andy consider this, and then Andy furiously writes something on his dry board, and then holds it up: SO WHAT'S THE BAD NEWS?

Kenneth almost smiles.

OMIT SC. 73

74 INT. METROPOLIS - DAY

74

Terry enters Metropolis which has been turned into an infirmary. Frank lies on a chaise lounge, Nicole sits beside him. Terry stops by, smiles...

TERRY

You two need anything?

FRANK

Don't worry about us. We're fine.

NICOLE

He's got a bite on his arm.

Tucker sits with his leg elevated. Ana tends to the Bloated Woman whose breathing is shallow. She is in very bad shape.

(CONTINUED)

74

CONTINUED:

74

Ana feels around the severe wounds on her arms, studying the way the infection spreads from the bites up her arms and down her back. She puts her hand on the woman's forehead as Terry approaches.

(CONTINUED)

ANA

She's cold.

TERRY

So that's good? No fever?

ANA

I don't know. It's weird. I've never seen an infection this bad that didn't come with a fever.

She moves to Frank. In the background, Terry gets a luxurious blanket and covers the bloated woman.

ANA (CONT'D)

Let's see that arm...

He shows her a few deep bites. She feels around

FRANK

Really. I'm fine. They don't hurt much at all. Tucker could use you more than I could. His ankle's cut pretty bad.

She looks thoughtfully at the bites. In the background, the bloated woman begins to convulse. Terry calls to Ana.

TERRY

Ana, help.

Ana quickly crosses the room to the Bloated Woman who has stopped breathing. Ana checks her pulse. Nothing. She stares at her a moment, then covers her with a blanket and turns back to Frank.

ANA

Does anybody know her name?

They shake their heads. Nobody got it.

TUCKER

Died without a name. Damn.

ANA

(walking away)

Nicole...

Behind her we see the Bloated Woman, covered with the blanket, rise up on her bed.

74

CONTINUED: (3)

74

ANA (CONT'D)

Do you want to--

Frank and Nicole react. Ana turns to see the blanket fall from her head, and the snarling face of the Bloated Woman as she stares blank-eyed at Ana.

TERRY

Holy shit!

The Bloated Woman Zombie rushes toward Ana, letting forth a loud MOAN-GROWL. Ana stumbles back as the creature is inches from her face. Everyone around Ana screams and scatters. Ana pulls a rolling cart full of supplies in front of herself. The Bloated Woman knocks it out of the way.

As Ana backs up she grabs hold of a nearby fireplace poker. As the Bloated Woman lunges Ana shoves the sharp end into the Bloated Woman's eye. The creature falls limp. Ana backs away, shocked that she's taken a life, even a life like this. She sees the shocked faces of the Citizens around her.

TERRY (CONT'D)

Ana, are you OK?

ANA

I'm OK. I'm OK.

Ana, breathing hard, takes a relieved and horrified beat. She looks at Frank.

FRANK

She could walk.

ANA

How long ago was that?

FRANK

Four or five hours.

75

INT. HALLOWED GROUNDS - LEVEL 1 - DAY

75

Ana waits with Michael and Andre as Terry leads Kenneth inside. *

ANA

I think it's the bites. Frank told me that she was walking on her own when she got in the truck five hours ago. The bite killed her, and the bite brought her back.

(CONTINUED)

75

CONTINUED:

75

A moment as they all react. The news hits Andre the hardest. *

(CONTINUED)

75

CONTINUED: (2)

75

ANDRE

How do you know?

ANA

I watched it happen. I felt her pulse. She was gone. Yesterday, I saw the same thing happen to... someone else.

Michael looks at her, she moves right on...

ANA (CONT'D)

I think that's why it spread so fast.

MICHAEL

All right, so who else in the group is bitten?

ANA

Well Frank, for sure.

Unnoticed by the group, Andre slips out.

MICHAEL

What about the one with the foot?

ANA

Tucker. He says no. He fell.

MICHAEL

So it's Frank, the tall guy, right?

ANA

Right. So we have to quarantine him right away.

Michael and Kenneth exchange looks.

KENNETH

And where exactly do we do that?

ANA

I don't know. There must be someplace in here to put him...

MICHAEL

And then what?

ANA

I don't know, but--

(CONTINUED)

75

CONTINUED: (3)

75

Ana looks at all of them. Michael speaks first.

MICHAEL

It's too dangerous to keep him
around here.

ANA

What are you saying? Are you
talking about killing them?

MICHAEL

Would you rather we waited for him
to die, then try to kill us?

ANA

Yes-- No-- I don't want you to
kill him at all. Michael, that's
murder.

MICHAEL

Ana--

ANA

He's got a daughter.

Michael wrestles with that a moment, but then...

MICHAEL

I'm sorry. But I don't think we
have a choice.

He walks out, carrying the gun. She turns to Kenneth.

KENNETH

He's right.

76

INT. MALL - LEVEL 1 - HALLOWED GROUNDS - DAY

76

Ana follows Michael out into the mall. They're headed
towards Metropolis.

ANA

Michael, you can't do this. What
if I'm wrong?

He pauses, turns to her.

MICHAEL

You've seen it happen before.

(CONTINUED)

76

CONTINUED:

76

She stands there looking back at him a moment, then runs ahead of him into-

77

INT. METROPOLIS - LEVEL 1 - DAY

77

Her intensity tells the others in the store that she's coming with bad news. She goes straight to Frank as Michael comes in.

ANA

Frank, Michael's coming to shoot you.

Frank and Nicole react.

FRANK

Why?

ANA

You're infected and eventually you'll become one of them.

Michael arrives.

FRANK

Is this true? Are you here to kill me?

MICHAEL

(beat)

You've been bitten. It's only a matter of time before--

NICOLE

No!

FRANK

Shhh.

(then)

How much time?

NICOLE

NO!

She gets between her father and Michael.

NICOLE (CONT'D)

Leave my father alone!

FRANK

Nicole, shhhh--it's alright.

(to Michael)

(MORE)

(CONTINUED)

77

CONTINUED:

77

FRANK (CONT'D)

You have to understand, she's lost everyone. Her mother, her two brothers... I'm all she's got...

(CONTINUED)

77

CONTINUED: (2)

77

Michael just stands there, looks at the girl.

ANA

Well, Michael, what are you waiting for? Go ahead. Kill him. Kill Tucker too.

TUCKER

Wait a minute, I didn't get bit.

ANA

We can't be sure. Do it Michael.

Michael looks at Frank. This is harder than he realized. He cuts a look at Ana, then...

MICHAEL

We could put you in some kind of quarantine.

FRANK

(to Ana)

Are you sure it's the bite?

Ana looks at Nicole who's crying.

ANA

No.

MICHAEL

She's sure.

Frank knows this is true.

FRANK

How long do I have?

ANA

I don't know. Your bites aren't that bad, but the infection is spreading. Maybe a few hours.

Frank accepts this news. He takes the sobbing Nicole's hand.

MICHAEL

I'm sorry.

FRANK

Just give us a little while.

78

INT. CAROUSEL - LEVEL 1 - DAY

78

Andre inspects Luda's bite. It is looking a little worse. *

LUDA *

It hurts. *

Andre smiles, tries not to show his fear. *

ANDRE *

It's already starting to heal. *

Luda smiles back. Then concern shows on her face. *

(CONTINUED)

78

CONTINUED:

78

LUDA

I can't have a baby here. *

ANDRE

Why not? People've been having babies for a million years on their own, no hospitals. We'll do fine.

LUDA

You sure? (Begins speaking flustered Russian) *

ANDRE

We're gonna be fine.

LUDA

.(hand on her belly)
Oooh-- it's kicking...

He looks at Luda a moment, smiles the best he can.

ANDRE

Now, this baby needs a name. *

She smiles at him. *

79

INT. CELL PHONE STORE - LEVEL 1 - NIGHT

79

Nicole is still sobbing. Some time has passed. Frank is starting to look bad.

FRANK

Sweetie, today, all this death you've seen, all this death without dignity, that's not what dying is. *

She won't look at him. He sits there a moment, looks at his watch, shakes his head.

FRANK (CONT'D)

There's never enough time. And you, you've got... so many things left to do. Nicole, look at me.

He lifts her chin with her finger.

FRANK (CONT'D)

Do me a favor, would you? Baby?

(CONTINUED)

79

CONTINUED:

79

FRANK (CONT'D)
Do me a favor, would you? Baby?

(CONTINUED)

79

CONTINUED: (2)

79

She barely nods.

FRANK (CONT'D)

Get through this. Live your life.
Just like you have been.

NICOLE

Daddy, please...

FRANK

(holds her)

I'm proud of you. I couldn't've
asked for anything more in a
daughter.

His breathing is getting harder. He's fighting something. He
sees KENNETH reflected in the glass, standing there.

FRANK (CONT'D)

Time to go honey.

Frank stands up now. Nicole starts clinging to him...

NICOLE

Daddy, no...

Kenneth turns and moves away. Frank smiles the best he can.
She hangs on tighter, he tries to gently pry her hands free.

FRANK

Nicole--

She lets go, but won't look at him. He studies her one last
time, then.

FRANK (CONT'D)

I love you.

NICOLE

(can't look at him)

I love you too...

And with that, she turns and runs out of the shop.

79A INT. SECURITY OFFICE - SAME

79A

As Terry sits at a security monitor, he sees NICOLE run inside one of the stores and fall to her knees sobbing...

Behind him, we see CJ and Bart in a holding cell.

CJ

Hey, Terry. Come on, man. Open the fuckin door--

TERRY

(staring at the monitor)
Shut up.

79B INT. CELL PHONE STORE - DAY

79B

The ailing Frank and Kenneth sit across from one another. The two men stare at each other... Frank can barely speak. Kenneth has his shot-gun on his lap.

FRANK

You want every... single... second...

Kenneth just nods. Frank looks at him.

FRANK (CONT'D)

Won't be long now...

Frank is fading rapidly. Kenneth watches him closely.

80 INT. METROPOLIS - SAME

80

Alone in Metropolis, Ana turns and sees Michael standing there. She looks back at him, sighs, TAKES HIS HAND.

MICHAEL

Ana,...

ANA

(interrupts him)
I'm glad you didn't do it.

And we HEAR the shot, echo through the mall.

FADE TO BLACK

81

EXT. MALL ROOF/ MAIN AREA - DAWN

81

Kenneth is on the roof, a chess board on a table beside him. He makes a move, writes the move on a dry erase board, and holds the board up.

:

(CONTINUED)

81

CONTINUED:

81

TITLE CARD: TWO WEEKS LATER

THE CAMERA RISES OVER HIS HEAD TO REVEAL thousands of Zombies surrounding the mall -- covering most of the parking lot.

Andy has a chess board beside him, too, and makes Kenneth's move. He nods, it was a good move.

82

INT. HALLOWED GROUNDS - LEVEL 1 - MORNING

82

Terry is behind the counter, working that espresso machine like a Starbucks manager. He grinds the coffee, taps it down into the espresso basket, makes the cup, and steams soy milk and milk in separate pitchers.

Ana is in one of the comfortable lounge chairs, reading.

TERRY

Two lattes! One soy, one milk!

Ana goes to the counter.

ANA

Which one's the soy?

TERRY

Here you go.

ANA

Thank you, Terry.

And she walks out.

82A

INT. MALL - LEVEL 2 - DAY

82A

As she walks through Level 2 of the mall, we see NICOLE walking around the mall in a Roxy sweat suit, puma sneakers, and some walkman headphones.

Ana glances up at her, concerned. We then follow Ana to Michael's "apartment" inside the Panasonic store.

83

INT. PANASONIC STORE - LEVEL 2 - DAY

83

Michael has now constructed a magnificent home entertainment center, with a plasma screen, surround sound, huge speakers. He's watching Field of Dreams on DVD.

ANA

Here you go.

(CONTINUED)

83

CONTINUED:

83

He takes a sip. It doesn't agree with him. He winces.

(CONTINUED)

83

CONTINUED: (2)

83

MICHAEL

Oh, man--

ANA

Oh, Terry... he still doesn't mark
them, you got the soy. Here.

She gives him the right cup. He takes a cautious sip. A
beat.

MICHAEL

Much better--
(then, smiles)
Thanks.

ANA

Sure.

83A INT. PARKING STAIRWELL - DAY

83A

Nicole using spray paint to tag the walls. She is a
surprisingly good graffiti artist. Her subjects are dark and
nihilistic. She paints a giant NO EXIT on one wall.

OMIT SC. 84

85 INT. REFLEX SPORTS - LEVEL 1 - DAY

85

Kenneth is in the Sporting Goods Store exercise department,
bench pressing large weights.

86 INT. SECURITY OFFICE - LEVEL 1 - DAY

86

CJ and Bart in their cell. They've made themselves
comfortable. Bart does push-ups while CJ sits looking
miserable.

Glen is in the middle of a long and uncomfortable story.

GLEN

I guess the first time I knew I was
gay was when I was thirteen and
this guy, Todd Feldman, came to
build a deck in our backyard...

CJ

Okay, can you just stop now?

GLEN

I remember he had the most
unbelievably blue eyes...

87 INT. MILLENIUM JEWELERS - LEVEL 1 - DAY 87

Where Steve and Monica are fucking with animalistic abandon.

88 INT. CAROUSEL - LEVEL 1 - DAY 88

A very pale-looking Luda lies on a bed. Andre rolls up her sleeve and exposes the Zombie's scratches. The scratches look infected, purple and green. Andre uses some hydrogen peroxide to clean it. Luda grimaces -- it stings. *

LUDA

It is getting better, yes?

Andre nods, smiles reassuringly. *

OMIT SC. 89

90 EXT. MALL ROOF/PARKING LOT - LATE AFTERNOON 90

A DISTINCTIVE LOOKING ZOMBIE, sort of like Jay Leno: shot in the head. We hear laughter and catcalls.

STEVE MARKUS

He got him.

We see Andy on his roof, with a high power rifle set up on a tripod, braced by sandbags.

TUCKER

Who else do we got?

Steve scans the horde of zombies. He is dressed in a beautiful suit, expensive shirt, just the right tie, perfectly polished shoes. He wears a gold Rolex. Beside him on the wall is a martini shaker and a martini glass.

STEVE MARKUS

Burt Reynolds! Tell him to get
Burt Reynolds!

Kenneth writes BURT REYNOLDS on the board. Andy sees it, and scans the crowd.

Ana, standing nearby, has her own binoculars. She finds a zombie with a crooked silver toupee, a moustache, a Members Only jacket and a faint resemblance to Mr. Reynolds. The top of his head comes off.

(CONTINUED)

90

CONTINUED:

90

TUCKER

Got him! Damn he's good. That guy
barely even looked like him.

(CONTINUED)

90

CONTINUED: (2)

90

Ana looks at them sadly. She walks away towards the stairwell. Behind her we hear.

STEVE MARKUS

Rosie O'donnel, tell him to get Rosie.

TUCKER

Too easy. Give him a hard one.

ANA

You guys are really fucked up.

STEVE MARKUS

Hey. Honey. Let me tell you something. You got my permission. I ever turn into one of them, do me a favor: blow my fucking head off.

And they all crack up behind her as she goes out the door.

91

INT. STAIRWELL TO ROOF - LATE AFTERNOON

91

She comes down the stairs and finds Michael coming up.

MICHAEL

Hollywood Squares again?

ANA

Yeah it's sick. But you know what's worse? It's starting not to bother me anymore.

MICHAEL

They're afraid is all. And trapped. Some ways, it's better they take it out on those things than each other.

ANA

I'm trying to remember that "those things" were people once.

MICHAEL

Not anymore.

ANA

Nope.

They stand there alone on the stairwell a moment.

(CONTINUED)

91

CONTINUED:

91

MICHAEL
That perfume?

(CONTINUED)

91 CONTINUED: (2)

91

He turns to go and she watches as he resumes heading up the stairs.

92 INT. HALLOWED GROUNDS - LEVEL 1 - LATE AFTERNOON

92

As Ana comes through. Monica sits in a massage chair while Norma gives her a massage.

NORMA

At least I got to Paris. I won the lottery for ten thousand dollars and I said, I can fix the roof, or I can see the world, and I said, I got plenty of buckets and I'm used to the rain, but I've never seen Paris. So I took my mom.

MONICA

You have fun?

NORMA

Spent every dime. I even drank a two hundred dollar bottle of wine.

Andre comes in and goes behind the coffee counter. He's looking for something. He's on a mission and pays little attention to the others. *

MONICA

Was it any good?

NORMA

What do I know about wine?

ANA

Hey Andre. How's Luda doing? *

ANDRE

She's fine. Have you seen that lemon stuff? *

MONICA

It's gone. Steve puts it in his booze. Try the vanilla.

(CONTINUED)

92

CONTINUED:

92

ANA

I'd like to stop by and see her,
just check and see how--

ANDRE

(definitive)

She's fine.

(then, softer)

We just wanna be alone.

NORMA

Sure, hon. We understand.

They all watch Andre leave. *

92A

EXT. MALL ROOF/MAIN AREA - DUSK

92A

Kenneth is now alone on the roof. He holds up a sign to
Andy: SEE YOU LATER. GREAT SHOOTING. Andy gives him a
thumbs up.

OMIT SC. 93

94

INT. MALL - LEVEL 1 - NIGHT

94

We hear PIANO MUSIC. A long table set up by the fountain.
The best chairs, linen, best china, silver, lamps are all
used.

A tray of fast food, presented as attractively as possible,
sits in the middle of the table. Glen sits at an electric
piano playing some show tune. They all sit and laugh and
pretend everything is all right. Steve Markus is wearing
silk pajamas. Monica's all made up. Even Kenneth seems to
be smiling. Luda and Andre aren't here, neither is Nicole.
Terry keeps glancing up at the record store. *

MICHAEL

...the team's down in Arizona.
We're at this party, a kind of
'Welcome to Spring Training' thing
some local girls were giving.

STEVE MARKUS

What kind of desperate chicks roll
out the felt carpet for a bunch a
minor leaguers?

(CONTINUED)

ANA

Thanks for that Steve.

MONICA

I'll go to Graceland. How far is it?

MICHAEL

560 miles. Could do it in 7 hours if you're really moving.

STEVE MARKUS

How far to Siegfried and Roy?

MICHAEL

1520 Miles. Take you 20 hours, but you have to leave right now. I'll walk you out.

Steve sticks the finger at Michael.

NORMA

Do you work for the Auto Club or something?

MICHAEL

I drove a truck.

ANA

I thought you worked at Best Buy.

MICHAEL

I did. But before that I drove a beer truck.

STEVE MARKUS

Wow. A man of many talents.

MICHAEL

And before that I worked in a stationary store, drove a snow plow, fixed copiers...

*
*

NORMA

How many jobs did you have?

MICHAEL

Last time I counted I think I've had over twenty-two jobs.

*

The group reacts.

(CONTINUED)

ALL
Twenty-two? Why? *

MICHAEL
Kind of worked out that way.

ANA
What was your worst job?

STEVE MARKUS
I worked for my dad's company one
summer, well, wasn't a whole
summer, but it really....

ALL
Shut up!

Michael thinks about it.

MICHAEL
I can't say which was the worst,
but I know which job I was worst
at. Being a husband.

MONICA
That's not a job.

TUCKER
It sure is.

MICHAEL
Tried it three times. Pink slips
every time.

ANA
What job were you best at?

Michael doesn't need to think about it.

MICHAEL
Being a dad. I think I was best at
that.

It's a sobering moment. It takes a moment for the group to
regain its composure. Terry grabs some food and leaves the
table.

CUT TO:

(CONTINUED)

MICHAEL

So, I strip down to my skivvies,
jump into the swimming pool. Got
maybe two feet of water in it...

MONICA

You didn't know?

MICHAEL

Looked full to me. I was still
drinking back then.

(then)

Blew out both knees, missed the
first twenty-two games. Then, of
course, I took that swing at Rudy
and missed the rest.

MONICA

Who's Rudy again?

ANA

Rudy's the umpire.

STEVE MARKUS

So, you blew it huh?

MICHAEL

Yeah I guess I did, but tell you
the truth, I wasn't that good,
least not good enough.

Ana looks at him.

ANA

Maybe you were looking for a
graceful way out.

MICHAEL

I don't know how graceful it was,
but... maybe.

He is looking at her as now Terry gets up from the table.

As Terry carries a plate of food into the store.

TERRY

Nicole? You in here?

95

CONTINUED:

95

No answer. He looks around the store a moment, sees her lying on the floor in her usual sweats, walkman over her ears. The stuffed penguin right beside her as she flips through a magazine. He stands there, watches her.

95A

INT. CAROUSEL BABY SHOP - NIGHT

95A

As Andre looks off, listens to the laughing and the music out in the mall. *

LUDA

...Andre... *

He looks at her. She's pale. Her breathing is heavy.

LUDA (CONT'D)

We should have never kept--

ANDRE *

Shhhhh... it's gonna be okay.

He takes a plastic cup of water and helps her drink some of it.

95B

INT. RECORD STORE - NIGHT

95B

As Terry comes over to Nicole, she sees his shadow and sits up and SCREAMS, causing Terry to drop the plate of food...

TERRY

Hey... hey... it's me...

She pulls her headphones off and glowers at him.

NICOLE

You scared the shit out of me!

TERRY

Sorry--

He indicates the food all over his feet.

TERRY (CONT'D)

I thought you might like some dinner.

She smiles at that...

NICOLE

Ooops.

(CONTINUED)

95B

CONTINUED:

95B

TERRY

Yeah... oops.

(then)

Everybody misses you.

NICOLE

I like it up here.

She stares at the People magazine.

NICOLE (CONT'D)

Look at all of these people.

Winona Ryder, dead. Eminem, dead.

Shaquille O'Neal, dead.

Terry points to Keith Richards at his most wasted.

TERRY

Keith Richards. He may have
started this thing.

Nicole points to a picture of the BACKSTREET BOYS.

NICOLE

You know what these guys are?

(then)

Dead.

They both crack up. Nicole makes room for Terry to sit beside
her.

TERRY

So I guess it's not all bad.

And now he sits down beside her, Nicole scooting over to make
room.

95C

INT. SECURITY OFFICE - SAME

95C

Where CJ now sits in the holding cell reading the
Cosmopolitan that Glen had been thumbing through earlier.

CJ

Says here that male friendships
often become more fragile during
stressful times, whereas female
relationships often grow stronger.

(looks up at Bart)

(MORE)

(CONTINUED)

95C

CONTINUED:

95C

CJ (CONT'D)

This shrink says it's on account of
men not wanting to lose their alpha
male status or some such bullshit.

(turns back a page)

(MORE)

(CONTINUED)

95C

CONTINUED: (2)

95C

CJ (CONT'D)

Figures. Fuckin' chick wrote
this...

96

INT. MALL - LEVEL 1 - HALLOWED GROUNDS - NIGHT

96

Michael and Ana, Monica and Tucker, are now dancing to the
music. Ana's a little drunk.

ANA

I usually don't dance with minor
leaguers. But the alcoholic thing
I can't resist.

MICHAEL

Well you got the right guy. Lead
the league in strikeouts and career
blood alcohol. But I'm sober now
and I hope that's not turning you
off.

ANA

(mock disappointment)

Really. Too bad. Since when?

MICHAEL

Since the day I met you, beautiful.

ANA

I like beautiful.

She laughs. He changes the subject.

MICHAEL

What was he like?

ANA

Who?

MICHAEL

The man you never talk about.

She looks at Michael.

ANA

He was--

WITHOUT WARNING, the mall room goes black except for
emergency lights and Exit signs.

97

INT. MALL - LEVEL 1 - NIGHT

97

Everyone is scared. Everyone is quiet.

(CONTINUED)

GLEN

They're not inside, are they?

NORMA

I think it's just the power.

GLEN

Do you know or do you think?

STEVE MARKUS

Great party guys.

By the light of Emergency Lamps and the Exit sign, Andre talks to Luda. She is breathing hard, she's dying.

ANDRE

The baby's on the way, honey...

He finds a flashlight, turns it on, brings it to Luda's face. Now we see that he has already tied her to the table so she can't get up. He has the area set up for birthing: water, towels, a receiving blanket.

ANDRE (CONT'D)

Baby's on the way.

*

*

*

100

INT. GARAGE STAIRWELL LANDING - MOMENTS LATER

100

CJ leads Michael and Bart down stairs to a landing. There is a door that is marked garage.

Michael points to another door. This one is a steel door with the words EMPLOYEES ONLY written on it.

MICHAEL

That it?

CJ

That's the sewage tunnel. Under the parking lot. Leads you right into Indian country.

He points to the door marked garage.

CJ (CONT'D)

It's in employee parking. Level 3. They keep it in a pen near the trams. Have fun.

MICHAEL

Wait a minute. You're coming too.

CJ

I said I'd tell you where the generators are. I didn't say I'd show you.

MICHAEL

I'm not leaving you two up here. How do I know you'll let me back in?

(a beat)

Either you come with me, or the two of you go back in that cell.

CJ mulls it over. Michael's got the gun and he's not interested in going back in that cell.

CJ

All right. But I ain't going without a gun.

MICHAEL

You're not getting a gun.

CJ

Trust, fuckwad. It's the primary ingredient in any relationship.

(CONTINUED)

Michael pauses. He sees a red emergency fire axe in a glass case on the wall. He shatters the glass and tosses the axe to CJ. *

MICHAEL *

Have at em' cowboy. *

CJ looks disdainfully at it. *

CJ *

Asshole. *

Just then Kenneth appears behind them, shotgun in hand. *

KENNETH

We ready to roll?

Michael looks at him.

MICHAEL

You coming with us?

KENNETH

No. You're coming with me. I've done this before.

Michael smiles. Kenneth sees that he is a little awkward with the gun.

KENNETH (CONT'D)

You ever use one of these before?

MICHAEL

(points at the barrel)

This is the dangerous end, right?

*

*

Kenneth reaches over and turns off the safety.

KENNETH

Now it is.

The four men prepare to enter the darkened parking garage.

*

101

INT. MALL - KITCHEN - NIGHT

101

In the darkened mall, Ana supervises Glen, Monica, Norma, and Nicole as they move frozen food into one refrigerator.

102

INT. CAROUSEL - LEVEL 1 - NIGHT

102

Luda is delirious. She speaks in Russian as she fades away. Then she goes still. Andre fights back tears, rests his head on her belly, and holds onto her a moment.

We see movement in her belly, right in front of his face. Something pushing to get out. Once more and he opens his eyes. Now he sees it and sits up...

103

OMIT

103

*

*

*

103

CONTINUED:

103

CJ

Trust, fuckwad. It's the primary ingredient in any relationship.

Michael pauses. He sees a red emergency fire axe in a glass case on the wall. He shatters the glass and tosses the axe to CJ and then enters the parking garage.

MICHAEL

Have at em' cowboy.

CJ looks disdainfully at it. Then he follows.

CJ

Asshole.

103A INT. CAROUSEL - LEVEL 1 - NIGHT 103A

Close on Luda's face as she comes back from the dead, lurches towards us...

104 INT. GARAGE STAIRWELL - NIGHT 104

Michael, CJ, Kenneth, and Bart move into the dark stairwell. They each have a flashlight. We HEAR only WATER DRIPPING.

The flashlights aren't strong enough to erase the darkness. They travel cautiously down a few flights of narrow stairs in complete darkness before emerging into a subterranean parking garage.

104A INT. CAROUSEL - LEVEL 1 - NIGHT 104A

As Luda struggles against her restraints. Her stomach buckles and convulses as if the child struggles to be born. Andre sticks a gag, a leather belt with fabric around it, into her mouth. He accidentally bumps a baby mobile, which begins PLAYING "this old man". *

105 INT. PARKING GARAGE LEVEL 1 - NIGHT 105

Emerging from the stairwell, the group scans the garage with flashlights.

CJ

This is level one. We have to walk the rest of the way down to three.

Just then we see a shadow, or maybe eyes, in a distant corner.

BART

What the fuck was that? I just saw something.

MICHAEL

Something's down here.

A sound, a panting sound, a sound of something alive, breathing heavily coming towards them. The flashlights scan the darkness.

BART

Oh shit, here it comes.

MICHAEL

Quiet.

(CONTINUED)

105

CONTINUED:

105

The panting continues and gets closer. The light picks up a fast moving form. Michael takes aim and pulls the trigger, but Kenneth sees that it is a dog and knocks the shot away.

CJ

It's a fucking dog.

They shine the lights. The dog peeks out at them from around the corner.

BART

Jesus Christ.

KENNETH

Here boy.

Everyone turns their lights on him: and a big, very happy lab/shepherd mix comes up to Michael and smells his hand and wags his tale.

MICHAEL

Well, least we know nothing's down here, or it would have eaten him.

106

INT. THE CAROUSEL - LEVEL 1 - NIGHT

106

Luda, undead. Her body is heaving and bucking.

ANDRE

(like it's all normal)

The baby is coming, Luda, push harder, breathe, breathe, in, out, in, out... all the way out...

Luda is groaning, her body shakes more violently.

107

INT. PARKING GARAGE LEVEL 2 - NIGHT

107

Bart checks out a pristine 1966 Mustang.

BART

Hey, it's Ben's car. I call it. It's mine.

CJ

Stop fucking around.

Kenneth and Michael are ready to move on. But something catches the dogs attention. It begins to growl.

(CONTINUED)

107

CONTINUED:

107

MICHAEL
What's wrong boy?

(CONTINUED)

107

CONTINUED: (2)

107

BART

There's nothing wrong. That dog's
just fucked up.

Behind Bart we see a LEGLESS ZOMBIE scramble along the pipes above like a monkey, using only its arms. Before anyone can react the Legless Zombie drops down onto Bart. Kenneth moves quick and shoots the Legless Zombie as it falls. But it still manages to grab hold of Bart and take a big bite out of his neck.

BART (CONT'D)

Awwwwwww!!!!

Bart spins and the Legless Zombie falls. Before Kenneth can finish it, it rises onto its hands and scrambles quickly into the shadows.

MICHAEL

Run!

They turn to run the way they came, but their exit is blocked by emerging zombies drawn by the action. CJ takes over.

CJ

This way, to the pen!

They follow him, full-tilt, down the ramp. The wounded Bart struggles to keep up.

108

INT. THE CAROUSEL - LEVEL 1 - NIGHT

108

Andre holds up a lantern, and he sees what he's been waiting for. *

ANDRE

I can see the head... *

109

INT. MALL - KITCHEN - DAY

109

Ana and Norma have finished with the freezers.

NORMA

I think I'll go check on Andre and Luda. See if they need some candles. *

ANA

Ok. Let me know if they need me.

110

INT. PARKING GARAGE LEVEL 3 - NIGHT

110

As the group reaches level three they can see the pen, a chain-link enclosed box about 12 feet by 12 feet. Inside is a gas pump and some tools. They run for the pen. Zombies block their path. Kenneth and Michael blast away.

From behind, Bart is spun by one of his pursuers. It slows him down enough to separate him from the group. The zombies pounce and tear him apart.

This allows CJ, Michael, and Kenneth to reach the pen. They blow the lock, and enter, slamming the gate behind them. They are able to watch the tail end of Bart's death. The Legless Zombie slams into the cage and scales it. Kenneth blasts him off with a shotgun.

111

INT. CAROUSEL - LEVEL 1 - NIGHT

111

As Andre quickly swaddles the baby, looks at Luda...

ANDRE

You wanna see your baby?

He brings the baby around to Luda, shaking in her straps, ready to break them. At this point Norma enters. She's carrying some candles.

NORMA

Andre? You okay in here?

She sees Luda and understands immediately what has happened.

NORMA (CONT'D)

No... no... Andre.... oh my God...

ANDRE

It's a girl...

She drops the candles and draws her pistol. She is speechless. Luda writhes on the table.

ANDRE (CONT'D)

You gonna kill Luda? You gonna kill my baby?

NORMA

Andre, please...

Andre whips out his pistol, aiming it at Norma.

(CONTINUED)

111 CONTINUED:

111

ANDRE

Can't let you kill my family.

She shoots Luda in the head, killing her. Andre fires too, hitting Norma in the neck. Norma fires as she falls, hitting Andre in the chest.

112 INT. MALL - LEVEL 1 - FOUNTAIN - DAY

112

Terry runs out beside the fountain. Steve Markus and Glen appear and call to him.

STEVE MARKUS

Where'd the shots come from?!

113 INT. PARKING GARAGE LEVEL 3 - NIGHT

113

The zombies are tearing the pen apart.

114 INT. CAROUSEL - LEVEL 1 - NIGHT

114

Norma, bullet-ridden, turns onto her side. She sees Andre, bleeding, still standing over Luda.

ANDRE

I'm sorry, I fucked it all up...
You should see her just once--

The wounded Andre attempts to unwrap the child, but he begins to fade. He falls to the floor, the still unseen infant in his lap.

ANDRE (CONT'D)

Here she--

He dies.

115 INT. PARKING GARAGE LEVEL 3 - NIGHT

115

Kenneth, Michael, and CJ look around as Zombies jump on the pen all around them, tearing at it. They start pulling the fencing away from the ceiling.

116 INT. MALL 1ST LEVEL (OUTSIDE CAROUSEL) - DAY

116

Ana falls in with Terry, pistol in hand. The rest of the crowd stay a few feet behind them.

ANA

Open the door. Slowly.

(CONTINUED)

116

CONTINUED:

116

Terry opens the door to Carousel and they see the carnage.

(CONTINUED)

116 CONTINUED: (2)

116

Ana rushes to the mortally wounded Norma.

NORMA

He didn't want me to see it... he
shot me... sonofabitch shot me.

And she's dead. Ana watches her a moment.

TERRY

Get away from her.

Terry points his gun at Norma's head.

ANA

Wait.

(checks Norma)

She died from the gunshot. She
wasn't bitten. She's dead...

TERRY

But she's gonna wake up.

ANA

No... she won't... If she was one
of them, she'd be up by now.

117 INT. PARKING GARAGE LEVEL 3 - NIGHT

117

The Zombies pull even more fencing away from the ceiling.
Michael grabs the gas nozzle and flicks on the pump. He
douses the Zombies with gas, covering them.

MICHAEL

CJ, matches!

CJ feels his pockets, struggles to find his zippo. He does.
CJ lights it and throws it at the Zombies. They all burst
into flames, stumbling and MOANING. Our heroes watch them
burn.

117A INT. CAROUSEL - LEVEL 1 - NIGHT

117A

As Ana, Steve Markus, Terry and Glen look at Norma.

ANA

Now we know...

(stands up)

You can die.

(looks at Norma)

I don't know why, but it makes me
feel better. You can just die.

(CONTINUED)

117A CONTINUED:

117A

And now something catches her eye. Something moves in the dead Andre's lap. It is the baby, still swaddled.

ANA (CONT'D)

Terry...

Terry comes over now as Ana slowly unwraps the blanket and what we see is AN UNDEAD INFANT... with white marble eyes, vacant stare.

ANA (CONT'D)

Oh, God...

We PULL AWAY IN FAST MOTION out the door of Carousel... down the darkened mall until all we see is BLACK and then hear...

A GUNSHOT.

118 INT. MALL - LEVEL 1 - HALLOWED GROUNDS - NIGHT

118

FADE IN:

The power is back on. The surviving characters stand around the corpses of Luda, Norma, Andre, and Bart -- all wrapped in sheets.

We hear LAUGHTER OS and they all turn to see NICOLE and the DOG playing down the mall. Nicole gives the dog the stuffed penguin to play with. She hugs the dog tight.

TERRY

Maybe we should say something.

STEVE MARKUS

Glen.

GLEN

Me?

ANA

You worked in the church.

*

GLEN

I played the organ.

CJ

Well, you must have heard the priest say something about life and death, right, it wasn't all bingo, was it?

(CONTINUED)

118

CONTINUED:

118

GLEN

It was a job. I don't even believe
in God.

(looks at the bodies)

I don't know how anyone could
anymore...

Nicole laughs, runs this way and that with the dog. They
all stare at the bodies.

ANA

Well, someone should say something.

After a moment, Kenneth speaks.

KENNETH

I've been to a lot funerals. I've
folded the flag and given it to a
lot of wives, and fathers, and
kids. Told them how sorry I was.
And you know, most of the time
that's not really what I was
feeling. In the back of my mind I
was always saying, "better him than
me". But I don't believe that now.
Cause I know there are worse things
than dying

(he looks solemnly at the
four shrouds)

... and one of them's waiting to
die.

There's a beat as the group absorbs the benediction.

ANA

I don't want to die here.

The group is silent a moment. Michael speaks up.

MICHAEL

I saw a couple buses in the garage.
And I figure, we can fix them up,
reinforce them, and then get as far
from here as possible.

A beat as this sinks in.

TUCKER

And then what?

Michael shrugs. Who knows?

(CONTINUED)

STEVE MARKUS

Well, I have a good idea. While we're at it, why don't we stop off at the marina and hop on my boat for a little pleasure cruise you jackasses.

ANA

(beat)

That's a good idea. There are islands out there, in the lakes. Not a lot of people on them.

STEVE MARKUS

I was kidding.

MICHAEL

How far is the marina?

STEVE MARKUS

Jesus Christ, you're serious.

MICHAEL

I think it's a damn good idea. What about the rest of you?

Everyone agrees.

MICHAEL (CONT'D)

What about you Kenneth?

KENNETH

We have to stop for Andy, he's part of the group.

MICHAEL

Done. Everybody, okay?

They all nod, yes, it's what they have to do, except for CJ.

CJ

Excuse me, not to shit on anyone's riff here, but let me just see if I... grasp the concept, okay?

(then, to Michael)

(MORE)

118

CONTINUED: (3)

118

CJ (CONT'D)

You're suggesting that we take some
fucking parking shuttles, put some
aluminum siding on them, then make
our way over to the gun store,
where we watch our good friend Andy
play some cowboy-movie-jump-on-the-
covered-wagon-bullshit--

(MORE)

(CONTINUED)

118

CONTINUED: (4)

118

CJ (CONT'D)
(looks at Kenneth)
then drive across a ruined city
through a welcome committee of a
few hundred thousand dead cannibals
--all so that we can sail off into
the fucking sunset on--
(indicates Steve Markus)
--this asshole's boat, and then
(looks to Ana)
Head for some fucking "island" that
for all we know doesn't even exist?

The group nods. That's the plan.

CJ (CONT'D)
Okay. Whatever. I'm in.

119

INT. PARKING GARAGE LEVEL 3 - DAY

119

Kenneth and Michael affix sheet metal to the exterior of one of the shuttles in a shower of sparks.

120

INT. CASE HARDWARE - DAY

120

CJ and Terry move through the store grabbing whatever tools they may need. CJ stops at a PROPANE TANK DISPLAY and starts grabbing tanks and loading them on a dolly. Terry carries a box of road flares.

121

INT. DINER - DAY

121

Monica takes inventory of dry food while Nicole straps a small backpack on the dog.

NICOLE
That's my boy. That's my baby boy.
Look how cute you are?

Monica is not thrilled with being paired with Nicole.

MONICA
Enough with the dog.

NICOLE
He just wants to help, don't you
Chips?

MONICA
Well, so far "Chips" is doing more
than you are.

122

INT. HALLOWED GROUNDS - LEVEL 1 - DAY

122

Ana and Tucker sit at the coffee bar counting out ammunition. They don't have much left.

TUCKER

We got 12 shotgun shells, 16 .45 Cal, and 25 9 mil.

ANA

That's not much, but it will have to do. Hopefully we get to the dock, there won't be too many of them.

At this point an unshaven Steve Markus walks up in a bathrobe and slippers looking for coffee.

ANA (CONT'D)

Nice to see you busting your ass.

He looks at her.

STEVE MARKUS

Honey, the Captain never works alongside his men.

She looks at him with disgust as he walks away.

123

INT. PARKING GARAGE LEVEL 3 - DAY

123

CJ, Michael, Kenneth, and Glen struggle to affix a huge snowplow to the front of the second ark. Ana installs fog lights on the roof of the almost completed first ark. She clicks them on and off.

124

INT. HALLOWED GROUNDS - LEVEL 1 - DAY

124

Terry packs dry food into suitcases as Monica and Nicole arrive with more food. Nicole pauses. Looks back...

NICOLE

Chips?

She starts to immediately panic...

NICOLE (CONT'D)

Where'd he go? Chips!

(CONTINUED)

124 CONTINUED:

124

She drops the food she carries and starts calling for the dog. Tucker starts to help now...

TUCKER
Chips? Here boy...

MONICA
Oh, fuck the dog...

Tucker WHISTLES. And a moment later, we see the dog padding over to him and sits down.

NICOLE
There you are!

And now they all watch as Nicole runs to the dog and hangs onto him for dear life.

NICOLE (CONT'D)
Don't you leave me. Ever. Ever...

125 EXT. MALL ROOF/MAIN AREA - DAY

125

It's late in the day. Kenneth holds a sign up to Andy that says: FIVE MORE DAYS

THROUGH BINOCULARS

Kenneth can see that Andy is not looking good. He is very thin and looks tired. He struggles to respond on his dry erase board. His sign says: HUNGRY.

END MONTAGE

126 INT. PARKING GARAGE LEVEL 3 - DAY

126

Ana enters the garage. The two arks are almost completed. She looks at them under the work lights.

MICHAEL (O.S.)
(from inside one of the
arks)
Hey.

ANA
Hey. Kenneth wants to have a
meeting upstairs.

MICHAEL (O.S.)
Wait, come in here first, you gotta
see this.

(CONTINUED)

126

CONTINUED:

126

ANA

Come on, I'm not falling for that.

MICHAEL (O.S.)

No seriously. Just for a minute.

She smiles and enters the ark.

127

INT. ARK (PINTA)

127

The inside of the ark is spare and incomplete. Michael stands before a large slot in the wall of the ark. He holds a chainsaw.

MICHAEL

Check this out.

He slides the chain-saw into the slot and walks down the length of the ark.

MICHAEL (CONT'D)

So when those things are on the side of the ark, this will get'em off. Cool huh?

Ana smiles.

ANA

Wow. You know that may be the most romantic thing anyone has ever shown me.

Michael smiles as he sets the chain-saw down.

MICHAEL

Come on, I'm trying here!

She steps closer to him. She is still smiling.

ANA

No really, it is.

They smile at each other. She moves to him and they share a tentative kiss. They like it and they kiss again. They fall against the side of the ark as they get carried away with the moment. It is hard and hungry.

FADE TO:

128

INT. HALLOWED GROUNDS - LEVEL 1 - DAY

128

The group is having a heated discussion about Andy. Nicole is the only missing group member.

ANA

...it's not just about him starving Steve, he's got to have his strength when we pick him up. Otherwise we'll be carrying him.

TUCKER

She's right. He's a hell of a shot, too. We need him.

STEVE MARKUS

I'm not saying we don't need him Tucker...

MICHAEL

Look, arguing about it isn't going to help. We need a solution. We need to get some food over there.

STEVE MARKUS

Why don't we draw straws and the loser runs across the lot with a ham sandwich.

ANA

Hey, Steve, could you be a bigger prick?

The meeting degenerates into an argument. Kenneth is deep in thought. Nicole arrives and takes a seat. She whistles for Chips who comes immediately. He is wearing his backpack. Kenneth watches the girl and her dog.

KENNETH

I have an idea.

129

EXT. MALL ROOF/MAIN AREA - LATE AFTERNOON

129

The group is assembled on the roof. Kenneth has Chips and he ties a harness around him, preparing to lower him down to the parking lot. Nicole has to be restrained by Ana and Monica.

NICOLE

Don't do this! Please don't do this.

(CONTINUED)

129

CONTINUED:

129

ANA

Look Nicole, I promise you: they're not interested in him.

Terry comes over to Nicole, takes her hand.

TERRY

They only want us Nicole. Chips will be fine. I promise you... he was in the garage with 'em all that time and he was fine... okay?

Kenneth grabs the binoculars while Michael prepares to lower Chips over the side of the roof, stuffs a WALKIE-TALKIE into the backpack. Glen works on a sign.

KENNETH

Give Andy the sign as soon as the dog hits the ground. Okay...
(to Michael)
Start lowering.

As Chips is lowered he looks around innocently at the sea of zombies. He barks at them. Once he reaches the ground, Michael pulls the guide wire which disconnects Chips from his harness. The zombies completely ignore him. He yaps at them.

KENNETH (CONT'D)

Glen. Now.

Glen holds up the sign that reads: BLOW THE WHISTLE.

POV BINOCULARS

Andy nods and blows the whistle. Chips hears the whistle and, after a few anxious moments, he starts off toward the gun shop through a sea of zombies.

TERRY

See Nicole, they're not payin' any attention to him... he's okay...

Nicole breaks free from Ana and Monica and grabs Kenneth's binoculars.

NICOLE

Let me see. Let me see.

(CONTINUED)

129

CONTINUED: (2)

129

The binoculars are still attached to Kenneth's neck. He leans awkwardly while she looks through them. He wriggles out of the straps.

(CONTINUED)

129

CONTINUED: (3)

129

NICOLE (CONT'D)

I don't see him, I don't see him.
I see him! Good boy. Good boy.
He's almost there.

POV BINOCULARS

Chips is now in front of the gun store. He barks
BACK ON ROOF

ANA

What's happening?

NICOLE

Just a second. He's going in.

KENNETH

Give me those.

Kenneth grabs the binoculars away from Nicole.

POV BINOCULARS

A jerry-rigged dog door slides open. Andy's hand can be seen
through the door. Chips enters the door.

BACK ON ROOF

Nicole looks at Kenneth who is watching the store.

NICOLE

He better not eat my fucking dog.

KENNETH

Oh man, no.

NICOLE

What? What?

We HEAR gunshots coming from the store.

POV BINOCULARS

There is a struggle at the dog door. Zombies have somehow
dragged Andy's lower half out the dog door. He fires a
pistol through the door. Zombies maul his legs as he kicks
and fights.

BACK ON THE ROOF

(CONTINUED)

CONTINUED:

KENNETH

They got him.

The group reacts. Nicole backs away from them, horrified.

POV BINOCULARS

We see Andy kick and fight, and pull himself back inside.
Frenzied Zombies claw at the dog door.

BACK TO ROOF

MICHAEL

I'll try him on the walkie.

Michael uses the walkie talkie to call Andy.

MICHAEL (CONT'D)

Andy? Andy? Do you copy?

(no reply)

Andy? Are you there?

Again there is a pause. But then Andy answers.

ANDY (O.S.)

I'm here. I'm here.

The gang is relieved.

MICHAEL

Are you hurt?

ANDY (O.S.)

I'm dinged up pretty bad, but... I
think I'll be okay.

They all relax a bit, then...

ANDY (CONT'D)

Damn, those bastards bite hard.

The gang reacts to the news that Andy has been bitten. Ana
turns away. Michael and Kenneth exchange a look.

ANDY (O.S.) (CONT'D)

Just have to stop the bleeding.
It's really going. Hey-- easy
boy...

(then)

Hey, is this Ken?

(CONTINUED)

CONTINUED: (2)

Michael looks at Kenneth. Kenneth reaches for the walkie. He gathers himself.

KENNETH
It's me, brother.

ANDY (O.S.)
Hey, man, good to hear your voice. I guess we're gonna meet up close pretty soon, huh. Shit-- hang on one second.

(then)
Jesus, he got me good...

KENNETH
Hold tight man. You got the food right? You're going to be fine.

Andy takes a little longer to answer.

ANDY (O.S.)
...yeah. I'm just trying to stop...this bleeding... Hey this dog got a name?

Terry turns to where Nicole was standing a moment ago.

TERRY
See, Nicole, Chips is....

But Nicole is not there.

TERRY (CONT'D)
Hey, where's Nicole?

130 EXT. LOADING DOCK/ROOF OF TRUCK-LATE AFTERNOON 130

We see a pair of feet land on the roof of Norma's truck. We reveal Nicole running along the trailer on the way to the cab.

131 EXT. MALL ROOF/MAIN AREA - LATE AFTERNOON 131

Back to the group. Sitting there. Feeling horrible.

ANA
Do we tell him?

Before anyone can answer we HEAR the sound of the TRUCK'S ENGINE coming to life.

(CONTINUED)

131

CONTINUED:

131

Black smoke rising from the truck's smokestack. Gears grind
as the group turns quickly to the sound.

(CONTINUED)

131

CONTINUED: (2)

131

MICHAEL

What the hell is that?

TERRY

It's Nicole!

They are helpless as they watch the truck lurching and grinding across the parking lot. The slow moving truck is an easy target for the creatures. Kenneth brings the binoculars up to his eyes.

POV BINOCULARS

We see the truck smash through scores of creatures as it nears the gun store.

STEVE MARKUS

Idiot's going after the fucking dog.

ON THE ROOF

The group watches anxiously. In the distance the truck jumps a curb, crushing a couple zombies, and ends up stopping a few feet in front of the store.

POV BINOCULARS

As zombies scale the driver side of the cab, Nicole scampers out the passenger side window and drops to the ground next to the dog door. She quickly lifts the door and crawls inside.

ON THE ROOF

KENNETH

She's in.

They all stare at the walkie. Until...

NICOLE (O.S.)

I'm OK. I found Chips. He's fine.

MICHAEL

Nicole, how's Andy looking?

NICOLE (O.S.)

I don't see him anywhere.

(then)

Ew, there's a lot of blood in here...

(CONTINUED)

131 CONTINUED: (3)

131

KENNETH

What a minute. I see him. He's on
the roof. He's writing something.

POV BINOCULARS

We see Andy, his back to us, working on a dry erase board.
He turns and holds it up.

ON THE ROOF

MICHAEL

What's it say?

POV BINOCULARS

The board is smeared with BLOOD. His eyes are dead. Andy
has turned.

ON THE ROOF

KENNETH

Tell her to get out of there, now.

TERRY

What's wrong?

Ana makes a gesture to Michael: "Keep her calm." He nods,
then...

MICHAEL

Nicole baby, how's the truck?

NICOLE (O.S.)

I think I broke it.

Through the walkie we can hear Chips barking.

NICOLE (CONT'D)

Chips be quiet.

POV BINOCULARS

Over on his rooftop, the undead Andy turns his head and
reacts to the sound of the dog. He drops the board and heads
towards the stairs leading down to the store.

ON THE ROOF

KENNETH

She needs to get the fuck out...

(CONTINUED)

131

CONTINUED: (4)

131

MICHAEL

(into walkie)

Honey, you have to find a place to hide. Can you do that?

NICOLE (V.O.)

Why?

MICHAEL

Nicole--

NICOLE (V.O.)

Wait, here comes Andy. Hey, Andy--

MICHAEL

Nicole, listen to me. You--

She screams into the walkie. It then goes dead. Kenneth drops the binoculars.

ANA

We need to do something. Now.

132

INT. ENTRANCE TO SEWAGE TUNNEL - NIGHT

132

We are inside, at a distance, watching an acetylene torch cut through the steel bars at the mouth of the tunnel. The bars fall away and CJ, Kenneth, Michael, Steve, Tucker, and Terry are revealed. They have to crouch down to peer into the four foot tunnel.

MICHAEL

Tucker, listen. When we come back through here, we're liable to have company. You need to stay here and make sure that this fire door stays open.

Steve Markus has a problem with this.

STEVE MARKUS

Wait a minute. He gets to stay here while I go on some suicide mission to rescue Terry's dipshit, dog loving girlfriend? No fucking way.

TERRY

Hey fuck you!

(CONTINUED)

132

CONTINUED:

132

TUCKER
Michael, it's ok. Let him stay.

(CONTINUED)

132 CONTINUED: (2)

132

MICHAEL

(beat)

Steve. Don't fuck this up.

STEVE MARKUS

Yeah. Yeah.

They enter the tunnel.

KENNETH

Everybody, stay close. Don't waste
ammo.Their flashlight beams bounce off the walls as they make
their way down the small tunnel.

133 INT. SEWAGE TUNNEL - MANHOLE COVER - NIGHT

133

They arrive at a ladder leading up to the manhole.

MICHAEL

Are you sure this is the right one?

CJ

Do I look like a fucking plumber?

Kenneth climbs the ladder.

KENNETH

We'll know soon enough.

He prepares to lift the heavy manhole cover with his back.

MICHAEL

(into walkie)

Ana, how are we looking?

134 EXT. MALL ROOF/MAIN AREA - NIGHT

134

Ana is scanning the parking lot with the binoculars.

ANA

(into walkie)

You're looking pretty good. But
you won't have much time.

POV BINOCULARS

We can see the manhole cover, positioned about twenty feet
from the ruined truck and Andy's front door. Zombies are
nearby, but there is definitely room to move.

135 EXT. ANDY'S GUNSTORE/STREET - NIGHT

135

On the manhole cover as it is lifted aside. Kenneth is revealed. He stealthily climbs out of the hole. There are zombies nearby, but they have not see him. He keeps his shotgun trained on the nearest zombies. He is about thirty feet from the gun store and the smoking truck. Michael is next, weapon also trained. Then CJ. Terry follows, but he is spotted by a nearby zombie who HOWLS at the four men. The zombie horde turns its attention on them and charges. Tucker stays behind and pulls the manhole cover closed. The men fire shotguns and pistols, leap-frogging on their way to the truck driver-side door. Michael is first in the truck. The other men follow. Kenneth fires his last shotgun shell, drops his shotgun and scrambles into the cab of truck.

*
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*

136 EXT. ANDY'S GUN STORE/TRUCK CAB - NIGHT

136

Michael exits the passenger side of the truck cab into the space between the truck and the door of Andy's store. He gets through the doggie door. Terry and CJ follow. Then Kenneth, who has to really squeeze to get through.

*

137 INT. ANDY'S GUN STORE MAIN AREA - NIGHT

137

It's dark in Andy's store. Weapons line the shelves. The store looks very lived in. Blood is everywhere. Andy is not in sight. But we hear POUNDING coming from somewhere in the store.

The group scans the darkness with their flashlights. Kenneth moves to a nearby shelf and grabs a high-tech shotgun. He finds a box of shells, dumps them out on the counter, and loads his shotgun. Michael keys his walkie, whispers...

MICHAEL

Nicole?

They HEAR Michael's voice on the walkie coming back at them. It startles them. It's coming from behind the counter.

TERRY

Over there!

He starts moving toward the counter. Their flashlight beams illuminate Nicole's walkie, but Nicole is nowhere to be found. Michael motions towards the back room, from which emanates the pounding. They steel themselves to round the corner.

138 INT. ANDY'S GUN STORE - BASEMENT GUN SAFE - NIGHT 138

The pounding is now at its loudest. In their flashlight beams they find Zombie Andy, throwing himself with great force at a steel door, over and over again. He doesn't notice that the five men have come into the room. Michael and CJ keep their weapons trained on his back, but none of them will take the shot. Finally...

KENNETH

Hey Andy.

Andy responds to the noise. He stops pounding and quickly turns on the men. His eyes lock on Kenneth who now raises his gun.

KENNETH (CONT'D)

I'm sorry, brother.

There is a beat where Andy seems to recognize him. But then instinct takes over and he lunges at Kenneth, who lets him have it, point blank, in the face. Andy falls dead. It is quiet for a moment. From the other side of the door we hear the dog bark.

MICHAEL

Nicole! Are you in there?

NICOLE

(through the door)

I'm here, I'm here!

MICHAEL

Open the door.

She does and is relieved to see them. She is unharmed. Terry holds her. The dog wags his tail happily.

138A INT. ANDY'S GUN STORE - MAIN AREA - NIGHT 138A

CJ and Kenneth start grabbing weapons and ammo off the shelves. CJ shines his light on a propane tank. Michael keys the walkie.

MICHAEL

Ana, how we looking?

139 EXT. MALL ROOF/MAIN AREA - NIGHT 139

Ana watches through binoculars at the outside of the store, now teeming with zombies. Hundreds of zombies mill about between the store and the manhole.

(CONTINUED)

139

EXT. MALL ROOF/MAIN AREA - NIGHT

139

Ana watches through binoculars at the outside of the store, now teeming with zombies. Hundreds of zombies mill about between the store and the manhole.

(CONTINUED)

139

CONTINUED:

139

ANA

You guys are attracting a lot of attention. The truck might be your best bet.

140

INT. ANDY'S GUN STORE - MAIN AREA - NIGHT

140

Michael processes this info. Kenneth has heard it too.

KENNETH

You got a plan?

MICHAEL

Nope. You?

CJ holds up a propane tank and a road flare.

CJ

How about a barbecue?

141

EXT. ANDY'S GUN STORE/STREET - NIGHT

141

We see the propane tank, a burning flare duct taped to it, as it rolls through the sea of zombies towards the manhole. It comes to rest about five feet from the manhole.

142

EXT. ANDY'S GUN STORE ROOF - NIGHT

142

CJ looks through the scope of Andy's hunting rifle. *

POV HUNTING RIFLE SCOPE

We see the glowing propane tank in the cross hairs of the scope.

ON CJ *

His finger tenses on the trigger.

143

INT. ANDY'S GUN STORE - MAIN AREA - NIGHT

143

Michael, Kenneth, Terry, Nicole, and Chips wait by the front door of the gunstore. The men have removed most of the wood that reinforced the door. *

NICOLE

How do we know if he hits it?

At that moment, a massive fireball illuminate the interior of the store.

144 EXT. MALL ROOF/MAIN AREA - NIGHT 144

Ana watches from afar as the fireball erupts from the propane tank. Zombies are thrown by the blast, clearing a path between the store and the man hole.

145 EXT.ANDY'S GUN STORE/ROOF - DAY 145

CJ squints from the flash of light. He drops the rifle and charges hard to the stairs leading down to the gun store. *

145A INT. ANDY'S GUN STORE - NIGHT 145A

We follow him through the store...

145B EXT. ANDY'S GUN STORE - STREET - NIGHT 145B

...Out the front door, through the cab, and into the street. Once he hits the street we see Nicole disappear down the manhole, followed closely by Chips, Terry, Michael, and Kenneth. Tucker stands at the man hole firing at the zombies. He waits for CJ. The zombies are beginning to regroup from the explosion. Some of them still burning. Once CJ is in the hole, Tucker tries to pull the cover closed, but he can't. Tucker barely makes it, as a smoldering zombie briefly takes hold of him. HE leaps into the hole. *

146 INT. SEWAGE TUNNEL - MANHOLE COVER - NIGHT 146

We see Tucker fall past CJ, who is still on the ladder. Tucker lands hard in a heap. He is injured. CJ hits the ground, and starts dragging the injured Tucker towards the mouth of the tunnel as the first of many zombies drop down the manhole behind them.

146A INT. SEWAGE TUNNEL - NIGHT 146A

Terry, Nicole, and Chips lead the group down the tunnel. They run as fast as the four foot height of the tunnel allows. Michel and Kenneth are behind them. CJ brings up the rear, dragging Tucker behind him. Tucker faces backwards, firing two pistols at the pursuing horde. The muzzle flashes illuminate the writhing mass of the undead.

147A INT. TOPS OF STAIRS/FIRE DOOR - NIGHT

147A

They climb the stairs to find that the fire door has been closed. There is no exit.

MICHAEL

God damn Steve Markus!

148 INT. TUNNEL - NIGHT

148

The zombies have caught up with Tucker and one of them clings to Tucker's injured leg. CJ is in a tug of war with the horde. Tucker knows it is over.

TUCKER

Let me go! Run!

CJ

No!

But the horde yanks Tucker free and begins to tear him apart. They pause for a violent group feeding, giving CJ just enough time to put some distance between himself and the horde.

149 INT. TOP OF STAIRS/FIRE DOOR - NIGHT

149

CJ catches up with the rest of the group at the top of the stairs.

CJ

We lost him.

CJ sees that they are sealed in. Kenneth aims his shotgun at the door. He fires, but to little effect. They pound on the door.

ALL

Steve! Open the door!

Behind them the horde is approaching. Kenneth and CJ turn and fire on them. The only thing that keeps them alive is that the stairs are too narrow to allow more than a couple zombies through at a time. Zombie bodies pile up. Michael and Nicole continue to bang on the door. Michael pushes Nicole out of the way. He is going to blast the door again. When it opens.

Ana stands there. Michael almost shoots her. They exit. CJ and Kenneth back through firing. They struggle to close the door, but the horde is on them.

(CONTINUED)

149

CONTINUED:

149

CJ shoots a zombie with a pistol. The zombie falls in the doorway. There is no way to close the door now.

(CONTINUED)

149 CONTINUED: (2)

149

MICHAEL
Get to the buses!

They abandon the door, which swings open. Zombies flood into the hallway as they make their escape.

150 INT. HALLOWED GROUNDS - NIGHT

150

The group rushes past the coffee bar. Monica and Glen are there.

MONICA
What's going on?

ANA
We're leaving now!

Monica and Glen join them as they run for the elevator. Zombies flood into the mall. They get to the elevator and hurriedly press the door close button.

151 INT. ELEVATOR - NIGHT

151

The doors close on the approaching zombies. We HEAR a muzak version of the Girl from Ipanema as the characters catch their breath. Ana presses the P3 button.

152 INT. PARKING GARAGE LEVEL 3 - NIGHT

152

The group emerges from around a corner. Steve Markus is already waiting by the arks.

STEVE MARKUS
Hey, what happened to you guys?

CJ
I'll deal with you later
motherfucker.

MICHAEL
Everybody in!

They run for the arks. Michael, Ana, and CJ run to one ark, THE PINTA. In the confusion the dog follows them. Kenneth, Terry, Monica, Glen, and Nicole run for THE SANTA MARIA. Nicole sees that her dog has gone into the Pinta and she follows.

TERRY
Nicole!

(CONTINUED)

152 CONTINUED: 152

But Steve Markus has pushed Terry into the ark. The doors close.

153 INT. PINTA - NIGHT 153

Michael shuts the rear doors. CJ locks the locks. Ana clicks on a little light bulb overhead. The reinforced interior is ugly and uncomfortable. There are no seats, only handles on the walls. A large map is pasted beside the dashboard. Michael takes the driver's seat. Ana yells into a walkie-talkie:

ANA
Kenneth, you ready?!

154 INT. SANTA MARIA - NIGHT 154

Kenneth sits in the driver's seat. Steve Markus stands behind him.

KENNETH
We're cool.

155 INT. PINTA - NIGHT 155

Ana yells into the walkie-talkie.

ANA
Go, go, go!

156 INT. PARKING LEVEL 3 - NIGHT 156

The arks' engines rev up. Their headlights turn on: first one, then the other. The two arks move out.

156A INT. PARKING GARAGE RAMP - NIGHT 156A

They begin winding up the ramp, level by level, headed for the surface

157 INT. PINTA - NIGHT 157

Ana grabs a garage door opener from a Velcro patch on the wall. She pushes the button.

158 INT/EXT. MALL PARKING GARAGE ENTRANCE - NIGHT 158

A garage door rises, revealing the metal arks fully for the first time. Both have their names painted on: "The Pinta" and "The Santa Maria." They pull into the sea of zombies.

159 INT. PINTA - NIGHT 159

Michael peers through the metal blinds and chain-link.

Thousands of creatures rush the arks only to be lifted and thrown aside by the snowplow. Others hit the ark from the side and rock it violently.

160 EXT. MALL PARKING LOT - NIGHT 160

The snowplow punches through this quicksand of the Living Dead, sifting through it. Some zombies attempt to climb the sides of the arks.

The Santa Maria gets the worst of it. A flood of creatures attack it from one side, SLAMMING it, ROCKING it. They cover the vehicle.

161 INT. SANTA MARIA - NIGHT 161

The ark ROCKS violently. Steve Markus, Glen, Monica, and Terry are thrown around the ark interior. Glen struggles to start the chain saw.

KENNETH

They're trying to turn us over!
Hit 'em with the saw!

Steve Markus gets his chain saw going, and slams the spinning blade through the slot.

162 EXT. MALL PARKING LOT/SANTA MARIA - NIGHT 162

Steve's blade comes through the slot on the side of the Santa Maria. It cuts through the clinging Zombies, bisecting them, and knocking some of them to the pavement.

163 INT. PINTA - NIGHT 163

Ana peers out the slot and sees the Zombies massing before them. She calls to CJ.

ANA

CJ, now!

Standing on a step ladder, CJ pops open the hatch in the roof of the ark. He grabs a mini-propane tank from the floor. He sparks the flare attached to it. He tosses it out the top of ark. It rolls down the nose, like a depth charge, and into the zombies before them. He motions to Nicole.

(CONTINUED)

163

CONTINUED:

163

CJ
Nicole, shotgun!

She hands him the shotgun and he climbs up the hatch.

164

EXT. PARKING LOT/ROOF OF THE PINTA - NIGHT

164

CJ emerges on the roof of the ark. He takes a moment to blast a zombie who is entangled in the barbed wire that rings the roof. Through the darkness he can make out the glowing propane tank. He takes aim and fires. The tank explodes in a fire ball, briefly clearing the path for the Pinta to proceed. CJ drops back down and pulls the hatch shut.

165

INT. PINTA - NIGHT

165

As Michael floors it.

166

EXT. MALL PARKING LOT - NIGHT

166

The Pinta powerfully SMASHES through the remaining creatures.

The Santa Maria follows in the Pinta's wake, smashing through other Zombies. The arks gain speed. Faster, faster. The Pinta rushes toward the curb.

167

INT. PINTA - NIGHT

167

MICHAEL

Hold on!

The passengers grasp onto the wall-handles.

168

EXT. MALL STREET - EARLY DAWN

168

The Pinta POPS up over the curb and lands roughly on the street. The ark makes a hard right turn.

The Santa Maria pops up over the curb, hot on the Pinta's tail. This street is less populated with Zombies than the mall parking lot.

The two arks speed up, swerving around cars and wreckage.

169

INT. PINTA - EARLY DAWN

169

Ana crouches up front with Michael. She traces her finger along the map on the wall, then looks out the front slot.

ANA
Franklin Street. Here! Turn left!

170 EXT. DOWNTOWN STREET - EARLY DAWN 170

The Pinta turns sharply, followed by the Santa Maria. The structures that line the street are in shambles, burnt down and shattered. It's a ghost town.

The street is littered with vehicles and other debris and Zombie stragglers. The Pinta and the Santa Maria swerve back and forth between the objects. We can see that some zombies still cling to the outside of the Santa Maria.

171 INT. SANTA MARIA - EARLY DAWN 171

Everyone in the ark is thrown back and forth with the force of the swerving. Monica goes to look out the slot in the rear of the ark.

KENNETH

Steve, they're still hanging on!

STEVE MARKUS

Which fucking side?

KENNETH

Right side!

Glen struggles to start his chain saw.

GLEN

I got 'em.

POV THROUGH REAR SLOT

Illuminated by the lights at the rear of the truck we can make out the pursuing hordes, running full-tilt, after the arks.

MONICA

They're chasing us! Drive faster!

172 INT. PINTA - EARLY DAWN 172

Michael drives furiously. Ana sees something on the map.

ANA

Hard left, and we're almost there!

Michael turns sharply. The passengers are thrown off balance.

173 INT. SANTA MARIA - EARLY DAWN 173

Kenneth turns sharply to follow Michael. As he does, Glen, who has finally started his chain saw, loses his balance with and connects with Monica who is making her way to the front of the ark.

MONICA

They're chasing...awwwwwwwww!

The blade cuts deep into her, tearing her almost in half. Blood covers the interior of the ark, including the windshield. Terry screams.

174 EXT. DOWNTOWN STREET - EARLY DAWN 174

The Santa Maria loses control, smashing into a parked car, flipping on it's side, and sliding towards a glass storefront.

175 INT. SANTA MARIA - EARLY DAWN 175

The bloody passengers are tossed like clothes in a dryer.

176 EXT. DOWNTOWN STREET - EARLY DAWN 176

The Santa Maria has come to rest in the ruins of a storefront window.

177 INT. SANTA MARIA - EARLY DAWN 177

It's quiet inside the ark. Kenneth moves slowly. Terry and Glen appear unconscious. Steve Markus is injured, but still has his wits about him.

KENNETH

Steve, help me.

Steve looks at him. And then moves to the roof hatch, which is now on the wall of the ark. He opens it and prepares to exit into the street.

178 INT. PINTA - EARLY DAWN 178

Ana sees the Santa Maria has gone down.

ANA

Michael stop. We lost them!

As he throws it into reverse, Ana speaks into the walkie-talkie.

(CONTINUED)

178 CONTINUED: 178

ANA (CONT'D)
Steve, are you there? Kenneth?

179 INT. SANTA MARIA - EARLY DAWN 179

Steve Markus is about to exit the ark, leaving the others behind. The moment he does a creature who had been hanging on the roof of the ark leaps on him.

180 INT. PINTA - EARLY DAWN 180

The ark moves in reverse. Ana continues to try to reach the Santa Maria on the walkie.

CJ
If we pull in close, we can let them in through the back doors.

CJ peers out a slot and sees the Santa Maria on its side.

CJ (CONT'D)
Shit. Can't do it. There's a car between us.

Nicole looks out a slot and sees Zombies in the distance, coming up the street.

NICOLE
Here they come! We have to get Terry!

Ana HEARS a CLAMPING NOISE. CJ is loading up his shotgun. He is getting ready to go out and get them.

ANA
CJ, what are you doing?

CJ
(racks the shotgun)
Fucking nursery school, man.

CJ throws open the rear doors and exits. Ana follows with a pistol.

181 EXT. DOWNTOWN STREET - EARLY DAWN 181

CJ leaps to the ground, we see Zombies approaching in the distance. He runs towards the fallen ark. Ana follows. When they reach the ark they find Kenneth, who has pulled the injured Terry out of the ark.

(CONTINUED)

181 CONTINUED:

181

KENNETH

Glen is dead. Monica, too. Steve took off...

CJ

Let's get the fuck out of here. They're almost on us.

They start running. Ana brings up the rear. Suddenly, from around the corner comes an UNDEAD STEVE MARKUS.

ANA

I got him--

Ana shoots him in the face. He drops. They are already half-way to the ark when Ana stops and runs back to Steve Markus. The zombies are almost on her as she rifles through the dead man's pockets.

182 INT. THE PINTA/EXT. DOWNTOWN STREET - EARLY DAWN

182

Nicole waits by the door. She hears CJ on the other side.

CJ

Open the fucking door.

She does. She sees CJ, Kenneth, and the injured Terry. Michael comes to the rear of the ark.

MICHAEL

Where's Ana?

Michael looks out the back door and sees Ana running away from the prone figure of Steve Markus, thousands of zombies behind her.

MICHAEL (CONT'D)

Ana! Run!

CJ and Michael fire on the zombies behind her. A zombie gets a hold of her. Michael rushes out to pry him off of her. He scuffles briefly with the zombie, but manages to get him off Ana. Michael and Ana fall into the ark. CJ pulls the door shut behind her. The wave of zombies hits the outside of the truck.

183 INT. THE PINTA-CONTINUOUS - EARLY DAWN

183

Kenneth slams the gas. Ana lays half on top of Michael.

(CONTINUED)

183

CONTINUED:

183

MICHAEL
What the hell were you doing?

(CONTINUED)

183 CONTINUED: (2) 183

In answer, the breathless Ana opens her hand to reveal:
Steve Markus' keys.

183A EXT. DOWNTOWN STREETS (VARIOUS) - EARLY DAWN ..183A

The Ark travels along downtown streets.

184 INT. PINTA - DAWN 184

Kenneth peers out the front slot. He can see the marina
appear, the rising sun and blue sky behind it.

KENNETH

There it is! I can see it.

Ana looks at a map on the wall.

ANA

Steve's yacht is at the end of Dock
D, a red mast.

Kenneth sees dock D. A red mast rises at the end of it.

MICHAEL

There's our girl.

185 EXT. MARINA ENTRANCE - DAWN 185

The battered Pinta scrapes quickly along on the wheel rims,
toward the harbor and docks. It drives over a parking lot,
then up onto a curb and toward Dock D.

186 INT. PINTA - DAWN 186

CJ

(looks ahead)

Uh-oh...

187 EXT. MARINA - DOCK D - DAWN 187

Thick log poles jut up at the entry-way to Dock D, meant to
block vehicles from entering. The Pinta RAMS through them.
As it does, its chassis is torn to shreds.

188 EXT. MARINA - DOCK D - DAWN 188

Finally, it stops. The Pinta rests there a moment, smoke
billowing from it. The back doors fly open and the battered
group emerges. First Nicole and Terry. The dog. Ana and
Michael, and Kenneth. CJ is last. He looks at the
approaching hordes.

(CONTINUED)

188 CONTINUED:

188

CJ

Keep going. All the way to the end
of the dock!

Kenneth hesitates.

CJ (CONT'D)

Do it. I'll catch up.

Kenneth leaves. CJ tries to follow but he's cut off by the zombies who are approaching fast. CJ fires a whole mag at them. He changes mags. He watches some zombies pass by him on the way after the departed group.

188A INT. PINTA - DAWN

188A

He backs himself into the truck firing. Zombies close in on him.

He sees that he's now trapped himself inside the truck. He grabs the last big propane tank, a flare taped to it. He looks at it, then at the approaching horde and shakes his head...

CJ

It fucking figures...

189 EXT. DOCK D - DAWN

189

Kenneth and Ana sprint. Terry and Michael are in front of them, already running down the long dock as CJ AND THE BOMB EXPLODE BEHIND THEM. Terry, Michael, Ana, and Kenneth are thrown forward, skidding across the dock.

190 EXT. DOCK D - YACHT - DAWN

190

All of them are burnt and bruised from the explosion. They look over at Steve Markus's yacht, which remains, unscathed.

Kenneth notices a few Zombies on part of a demolished boat, helplessly drifting toward them. Steve's boat is parked backwards in the slip, facing out. They step onto the boat. Kenneth hands the keys to Terry, who moves to bridge.

Nicole collapses on the rear seat. Chips hops in with her.

NICOLE

Chips...

(CONTINUED)

190

CONTINUED:

190

Everybody is on the boat except for Michael. He unties the boat from the dock and hands the ropes over to Ana, who stands in the bow. She offers her hand to Michael. He doesn't take it.

MICHAEL

I can't go.

ANA

What?

Michael pulls back his sleeve to reveal a zombie's bite on his arm. He is matter of fact as the boat begins to drift away.

MICHAEL

Downtown, when they jumped on us.

ANA

Oh, no. No, Michael... no...

MICHAEL

I have to stay here.

ANA

You can't. Not you...

MICHAEL

I can't tell you how glad I am you feel that way, but...

ANA

Let me help you--

MICHAEL

I don't want your help. I want you to stay on the boat. Kenneth...

Kenneth, standing nearby, has heard this. He comes over and gently pulls Ana back into the boat, turns to Michael. The two men consider each other a moment. Kenneth is trying to find something to say. Finally...

MICHAEL (CONT'D)

Take care of them.

KENNETH

I will.

And then Michael looks at Ana.

(CONTINUED)

190

CONTINUED: (2)

190

MICHAEL

It's okay. It's gonna be all right.

ANA

No, it won't.

MICHAEL

It will.

Michael looks up at Terry, at the controls. He waves him on. Terry, tears in his eyes, starts the engine and the boat slowly pulls away. As it does:

KENNETH

You sure about this?

MICHAEL

Yeah. I think I'm just going to stay here awhile. Watch the sun come up.

OMIT SC. 191

192

EXT. YACHT ON THE WATER - DAWN

192

We move closer and closer on Ana's face as she watches Michael recede. He stands alone on the dock. The burning ark smokes behind him. Thousands of zombies writhe at the dock, unable to get to him. She turns and we move in on her face. There is a long beat. Then, there's the distant BLAST of a twelve gauge shotgun.

She looks at Kenneth who looks ahead, she looks at Terry up front, driving with his arm around Nicole, she looks down at the damn dog as it now lays down and goes to sleep.

She then turns with newfound resolve to the rising sun as we then...

FADE TO BLACK