

DEATH RACE

by

Paul W.S. Anderson

Based on the original movie

DEATH RACE 2000

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Impact Pictures
9200 Sunset Blvd. Suite 800
L.A. Ca. 90069

310 273 7656

INT. THE MONSTER DAY.

Clear blue eyes in constant motion. Their focus is extreme. These could be the eyes of a fighter pilot. Used to doing battle at the edge of Mach 3.

WIDEN --

To reveal FRANKENSTEIN. His face hidden by a purpose built black mask. It has all the facial features of the man beneath - at least how he used to look, before multiple car crashes ripped and burned his face away. Now only his eyes are visible, the only movement in a face made of black steel.

WIDER STILL -

To reveal the interior of Frankenstein's car - THE MONSTER. This was once a ROLLS ROYCE PHANTOM - choice car of rock stars and rappers circa 2005.

But the once plush interior is almost unrecognizable. It has been packed with gauges, switches and wires - all to control the Monster's many offensive and defensive weapons systems. The back seat has been ripped out and replaced with three steel canisters marked - NITRO, OIL and NAPALM.

FRANK

Status.

Beside Frank sits his navigator. Somewhere underneath the oil and grime is an attractive young woman, with dazzling emerald green eyes. She was christened ELIZABETH JAYNE CASE. But everyone around here just settles for CASE. Like Frank, she's dressed in a mix of distressed NOMEX and BLACK LEATHER.

NASCAR was never this sexy.

CASE

Back armor's shot to hell.

The car is starting to fill with smoke. Clearly, the vibrations that SHUDDER through the Monster are due to something more than its tremendous speed.

CASE

In another fifteen seconds we'll be stopping the bullets.

A huge JOLT rocks the car and we --

TURBO CUT TO:

EXT. TERMINAL RACEWAY - CONTINUOUS

Three vehicles HAMMER by at speeds so great they almost tear up the asphalt. YOU'VE NEVER SEEN CARS LIKE THIS.

Their exteriors bristling with MACHINE GUNS, ROCKET CLUSTERS and GRENADE LAUNCHERS. All topped with a thick layer of ARMOR PLATING.

The Monster TEARS past at over 130 mph. We see that the customized Rolls is painted MATTE BLACK. Compared to the others, the Monster isn't the biggest car on the track, but it's the best proportioned. Something about its sleek black lines just exudes menace. This car is a death dealer. Period.

The Monster is in the lead, but it is closely followed by what appears to be a CADILLAC ESCALADE. Hard to tell beneath the half dozen, belt fed, 50 CALIBRE MACHINE GUNS mounted on the sides and roof. This car is like an arsenal on wheels, leaving a trail of spent cartridges in its wake.

The Escalade is pumping thousands of rounds into the back of the Monster.

INT. ESCALADE - CONTINUOUS

"MACHINE GUN" JOE is at the wheel. Italian American, fiery temper, movie star looks. A cigarette dangles from his lips. Belmondo attitude. In another life Joe could have been an actor, maybe on a daytime soap, but instead he's a bank robbing, life sentence serving, stone cold sociopath.

Joe pummels the FIRING BUTTONS that line his steering wheel where you or I would have the stereo controls.

JOE
(enraged)
Why doesn't this son of a bitch
just die!?

Joe's NAVIGATOR doesn't reply. He's slumped against his racing harness, a PG-13 bullet hole drilled in his forehead.

EXT. THE MONSTER - CONTINUOUS

The thick armor plating that protects the rear of the Monster is starting to look like Swiss Cheese.

INT. THE MONSTER - CONTINUOUS

Frank checks the Escalade in his mirror. Joe seems to hold all the cards. But Frank isn't done yet.

FRANK

Oil?

CASE

Out.

FRANK

Napalm?

Case shakes her head.

A beat.

FRANK

Prepare to eject the rear shield.

Case looks surprised, but knows better than to challenge Frank.

FRANK

On my mark. Three ...

INT/EXT. THE MONSTER/ESCALADE - CONTINUOUS

A hundred bullet hits spark off the back of the Monster.

FRANK

Two ...

CLOSE ON Joe's 50 calibre guns, their muzzles red hot, but never letting up for a second.

FRANK

One ...

CLOSE ON JOE --

JOE

Die! Just Die!!

CLOSE ON FRANK --

Cold. Calm. Collected.

FRANK

Mark ...

CLOSE ON THE MONSTER'S REAR ARMOR --

As explosive bolts BLOW and the entire bullet riddled rear of the Monster is EJECTED. The armor plating tumbles across the road like a black steel tombstone - headed straight for Joe's car.

INT. ESCALADE - CONTINUOUS

Joe hauls on the wheel. He's fast, but not quite fast enough. The giant slab of steel crashes into the Escalade, taking out three of the massive machine guns and what remains of Joe's Navigator.

EXT. TERMINAL RACEWAY - CONTINUOUS

Joe's reflexes have saved him, but the next car is not so lucky. The black steel tombstone slams straight into the army cammo' H1 following close behind Joe. The H1 spins out of control and crashes CLEAN THROUGH a section of wall holding an ENERGIZER BATTERY billboard.

As the billboard collapses, it opens up a gaping hole in the raceway wall, and we glimpse a classic city skyline beyond -- Manhattan Island.

The city is subtly altered but still recognizable.

As the H1 tumbles down an incline towards the East River it bursts into flame. A massive EXPLOSION rips through the vehicle, sending a giant FIREBALL skyward.

As the fireball rises into the night sky, it leads us to --

EXT. GOODYEAR BLIMP - OBSERVATION DECK - CONTINUOUS

The open deck is filled with camera crews who have to hang on for dear life as the sudden thermals from the fireball cause the Blimp to buck and sway.

In the midst of the chaos, backlit by the flame, one journalist holds firm. She rides the thermals like they were swells on Malibu Beach. Meet SAVANNAH JONES. Ex-surfer, ex-model, ESPN anchor.

SAVANNAH

That's a confirmed kill for Frank!
One driver and one navigator for a
total of thirty points!! And now
the cars enter the final lap ...

INT. ESCALADE - CONTINUOUS

A giant hole has been ripped in the side of the Escalade. The wind howls around Joe, but he seems oblivious. His eyes ablaze.

Joe drops the hammer and the Escalade speeds forward.

INT. THE MONSTER - CONTINUOUS

CASE
Quarter mile to the marker.

She checks the GPS. It shows the positions of the last remaining cars.

CASE
He's coming up fast.

INT/EXT. ESCALADE - CONTINUOUS

Joe wipes blood from his face. We're not sure if it belongs to him or not. He surely doesn't care. He flips a switch and at the front of the truck a ROCKET CLUSTER deploys. Five of the six tubes are empty. One rocket remains.

EXT. THE MONSTER - CONTINUOUS

With the back armor gone, the fuel tank is exposed. The Monster is a sitting duck.

INT. THE MONSTER - CONTINUOUS

FRANK
Purge the fuel.

CASE
I can't ... something's jammed.

The HEAD UP DISPLAY suddenly goes crazy. Same technology as in a fighter jet.

CASE
He's got a lock!!

For the first time, we see Case worried.

CASE
Frank ...

EXT. ESCALADE - CONTINUOUS

The rocket fires. We TRACK with it as it skims the asphalt at 400 mph, streaking towards the Monster.

INT. THE MONSTER - CONTINUOUS

Up ahead, the finish line. They're not going to make it.

FRANK

Punch out.

Case hesitates for a moment.

FRANK

Now!

EXT. TERMINAL RACEWAY - CONTINUOUS

The rocket - moments from impact.

ARIEL SHOT --

A hundred feet above the Monster as part of the roof BLOWS OFF and an EJECTOR SEAT carrying Case hurtles skyward.

INT. THE MONSTER - CONTINUOUS

Frank sees the finish line, just two hundred feet ahead.

He takes a breath ...

The Missile IMPACTS. The fuel tank EXPLODES, throwing the entire car into the air.

EXT. TERMINAL RACEWAY - CONTINUOUS

The CAMERA is on the finish line as the blazing wreck of the Monster hurtles towards us at 150 mph.

Then suddenly, unexpectedly, the explosion SLOWS.

Nuts and bolts hang in the air. Tongues of flame lick around the LENS and then solidify. Twisted pieces of metal edge past the CAMERA and then freeze in mid-flight. The effect is almost 3 dimensional.

We are caught in the heart of a frozen explosion.

The frozen image HOLDS on screen. No movement, no noise.
Just silence.

Then, GOD speaks.

It's a deep, rich voice. Made for the radio.

Real name is GODFREY DEAN. Radio shock jock, celebrity baiter and the self styled "VOICE OF GOD". We'll meet him later, but for now we are content to settle back into his velvet tones --

GOD (V.O.)

In the Year of Our Lord, 2008 - The United States prison system reaches breaking point. 9% of the U.S. Population is now behind bars.

He pauses for dramatic effect. He's really very good.

GOD (V.O.)

2009 - The MARSHALL ACT is passed by Congress, privatizing all prisons in the U.S. Correctional facilities are now run for profit by private corporations.

As God continues, we see moving images PROJECTED onto the surface of the frozen explosion. These are snatches of news coverage that illustrates his story. The images are all ripped straight from the media - reportage style.

GOD (V.O.)

2010 - The New York TERMINAL ISLAND Prison riot is broadcast live on national television. Footage from news helicopters and also the prison's own closed circuit system is used. Three prisoners and one guard are slain live on network television. The Terminal Island Riot makes ratings history. Scoring a twenty year high in all demographics.

We see images of the riot play out over the twisted metal of the frozen explosion.

GOD (V.O.)

2011 - Working in tandem with a broadcast network, the WEYLAND CORPORATION begins televising a series of Ultimate Fighting Contests held within one of its prisons - the now infamous Terminal Island facility in New York. There are no rules. Contestants are all lifers or on death row. They fight of their own free will. They are the GLADIATORS of their generation. And Terminal Island is their COLOSSEUM. Ratings are massive, but soon the novelty wears off. Like the citizens of ancient Rome before them, the modern audience demands more.

The images playing over the twisted metal show crowds chanting. Caught up in the spectacle, the carnage.

GOD (V.O.)

2013 - DEATH RACE is born. The prison gladiators take to the track on a purpose built circuit at Terminal Island. Again, there are no rules. Smashing your opponents car into a wall or even better blowing it to pieces with a rocket launcher is positively encouraged. Contestants quickly begin to customize their cars. Adding armor plating, machine guns, rocket turrets, flame throwers.

(beat)

If it kills, maims or mutilates ...
it's mounted on four wheels.

As the news footage begins to show clips of the race, we realize that this is what we were witnessing at the start of the movie. We even recognize some of the cars. Including The Monster, presently frozen mid-explosion.

GOD (V.O.)

2020 - NOW. Nascar and F1 are ancient history. The Death Race has become the biggest sporting event in the World. Broadcast live to 72 nations. A masked racer, Frankenstein, has become the crowd's favorite. A sporting superstar without equal. He wears the mask out of necessity, his face hideously distorted as a result of multiple crashes.

(MORE)

GOD (V.O.) (cont'd)
 But like a phoenix from the ashes,
 Frankenstein always rises again. He
 has won three championships in a
 row. Two more and he wins the
 ultimate prize

(beat)
 early parole and his freedom.

The news images fade and we are left with Frankenstein's car,
 the Monster, frozen mid-explosion. Hanging in space and
 time.

Silence.

Then suddenly the explosion resumes. We SLAM back into real
 time with a violence that makes the audience jump out of
 their seats.

The Monster turns end over end, tumbling across the track,
 TEARING itself apart. It crosses the finish line tail pipe
 first.

But it's still in FIRST PLACE.

The fiery wreck CRUNCHES against a concrete wall and finally
 comes to a halt as we --

SMASH CUT TO:

INT. TERMINAL ISLAND - HOSPITAL NIGHT.

Frantic activity as an E.R. crew fight to save Frankenstein's
 life. There's an urgency and intensity here that almost
 matches the excitement on the race track.

Standing at the centre of the room, right by the body is an
 incongruous figure. Everyone else wears scrubs and masks.
 She wears a Miuccia Prada suit. Everyone else moves with
 intensity and purpose. She never moves.

Silent and still. A rock in the midst of the chaos.

Meet CLAIRE HENNESSEY. Prison Governor.

Tailored and manicured. Hispanic in descent. Hennessey's
 younger than you would expect and she burns with an
 evangelical intensity. A small lapel pin catches the light.
 A silver crucifix.

DOCTOR CONNORS
 4 units O'neg!

CONNORS is the prison surgeon. In his mid-forties, he's been
 hardened by prison life.

NURSE
He's in fib!

DOCTOR CONNORS
Let's shock him ... 200.

He's handed the paddles.

DOCTOR CONNORS
Clear.

Frankenstein convulses. Connors checks the vitals. They're
FLATLINE.

DOCTOR CONNORS
300! Clear.

Frankenstein convulses again. In the middle of the chaos we
pick out a small, but significant, detail. On Frankenstein's
left hand - his ring finger - sits a distinctive DEATH'S HEAD
ring.

NURSE
360?

DOCTOR CONNORS
Do it.

Frankenstein convulses again. Still no sign of life.

DOCTOR CONNORS
Time down?

NURSE
47 minutes.

Finally, reluctantly, the Doctor steps back. Wipes his brow.

DOCTOR CONNORS
I'm calling it.

HENNESSEY
(softly)
Try a little harder.

It's the first time we've heard Hennessey speak. Her voice
is chilling. Implied threat drips from every syllable.

DOCTOR CONNORS
It's been 47 minutes.

HENNESSEY
A little harder.

DOCTOR CONNORS

Ma'am ...

All eyes are on the Doctor. No one argue with Hennessey.

DOCTOR CONNORS

... he's dead.

HENNESSEY

No. No he's not.

Hennessey covers Frankenstein's lifeless face with a sheet.

HENNESSEY

In fact, I think you'll find, he's
in the best of health.

As CRIMSON BLOOD soaks through the starched WHITE sheet we -

CUT TO:

INT. TERMINAL ISLAND - CELL BLOCK NIGHT.

Hennessey walks ahead of a gurney as it is pushed through the central core of the prison. Television crews buzz around Frankenstein like flies. Frank's face is hidden from view - covered with a high-tech oxygen mask.

Hennessey is conducting multiple interviews on the move.

HENNESSEY

Frankenstein's a tough son of a
bitch ... He's had worse and he's
come back.

PRISONERS rush to the edge of their cells to get a view of Frankenstein. There must be five thousand men held captive here.

HENNESSEY

There isn't the driver born that
can put Frank in a body bag.

A chant rises from the prison cells. Just like in Ancient Rome, it is the sound of the mob --

THE MOB

Frank-en-stein!! Frank-en-stein!!
Frank-en-stein!!

HENNESSEY

Look for him on the track next
year.

The chant builds in intensity. On the edge of hysteria --

THE MOB
Frank-en-stein!! Frank-en-stein!!
Frank-en-stein!!

CLOSE ON THE GURNEY --

As a hand raises from beneath the sheets. Just a fraction, just a finger movement. But it's enough. A massive cheer erupts from the cell block. It is echoed across Manhattan, the United States and even the World. As the slight hand movement is captured on video and beamed across the globe. They see it in the housing blocks of Delhi, the apartments in Berlin, the towers of Kyoto.

Only now do we begin to witness the immense popularity of Frankenstein.

The cry goes up --

WORLDWIDE
FRANK-EN-STEIN!! FRANK-EN-STEIN!!
FRANK-EN-STEIN!!

But if you're fast you'll notice a telling little detail -- the hand on the gurney is missing the Death's Head Ring. This isn't Frankenstein.

THE MOB
FRANK-EN-STEIN!! FRANK-EN-STEIN!!
FRANK-EN-STEIN!!

SMASH CUT TO
SILENCE:

EXT. TERMINAL ISLAND NIGHT.

A dark road. Silent wheels glide to a halt. This is a dark, deserted part of the prison facility, right by the water's edge. The subtly altered Manhattan skyline is in the background.

A prison ROTOR (a sleek refinement of the helicopter) passes overhead. Its powerful spotlight illuminating the dark black prison TRUCK that has parked up. The occupants wait until the rotor has passed before emerging. They are led by ULRICH, Hennessey's Chief Guard at the prison. He's a cold, brutal man that the inmates fear.

Ulrich and the other guards manhandle a DEAD BODY from the back of the truck. It is securely wrapped and weighted. It will sink like a stone.

CLOSE ON --

The dead body's left hand as Ulrich removes the Death's Head band from the ring finger. This is the body of Frankenstein, who died on the operating table earlier. The figure on the gurney, clearly a fake.

Ulrich pockets the ring.

THE EAST RIVER - UNDERWATER NIGHT.

Frankenstein's weighted body breaks the surface of the water. We follow as it glides through the darkness, coming to rest in silence on the river bed. The impact throws up clouds of silt, making the image even more eerie.

HOLD on the gently swaying body, nudged by the current of the river, but going nowhere. The movement gives the body the strange illusion of life.

The prison rotor passes far overhead, its spotlight grazing the surface of the water for an instant. In that sudden moment of illumination we see two other bodies flanking Frankenstein. Similarly wrapped and weighted. By the looks of them, they've been down here awhile.

Then the rotor moves on and we --

FADE TO BLACK.

SUPER --

11 MONTHS LATER

INT. PRISON BUS NIGHT.

JENSEN AMES jolts awake. Granite face, steel eyes. McQueen cool, Bronson hard.

FRANK SINATRA

"Oh the weather outside is
frightful... But the fire is so
delightful..."

Jensen is the sole passenger on the bus. His shackles are securely fastened to the chair in which he sits. He wears the distinctive Orange Jump Suit of a prisoner in transit. Stencilled on the back, a single word -- TERMINAL.

Outside it is raining. But inside the bus, the cheery sounds of Sinatra continue to play over the radio.

A small plastic Christmas tree is fixed to the dash of the bus. Cheap plastic baubles sway as the bus takes a corner.

FRANK SINATRA

"And since we've no place to go...
Let it snow, let it snow, let it
snow..."

EXT. TERMINAL ISLAND - APPROACH BRIDGE NIGHT.

The prison bus crosses the lone bridge to the TERMINAL ISLAND FACILITY. It's the only vehicle on the road. In the distance, through the driving rain, the lights of Manhattan. And on the opposite bank, Brooklyn. Terminal Island is located in the dead centre of the East River.

Back in the 1930s and 40s it had been an airstrip and naval base. In the 60s the abandoned runway was used for dragster racing. In the 80s it was converted into a prison.

The bus passes through multiple gates, cameras, acres of razor wire. The distinctive logo of WEYLAND INDUSTRIES is everywhere. Parked beside the bridge is an AGGRESSOR BATTLE TANK - the latest in urban pacification.

EXT. PRISON COURTYARD NIGHT.

The bus finally stops. It is dwarfed by the towering brick buildings on all four sides. Jensen steps from the bus. He is blinded by the spotlight from a guard tower. For a moment, he is a lone mythic figure. Silhouetted in the rain.

Then the GUARDS come for him. They wear slick black dusters. Their coats and the old architecture of the prison gives the whole scene a timeless feel.

This could be the year 2020 or just as easily the year 1920.

INT. TERMINAL ISLAND - HOSPITAL NIGHT.

Jensen stands in his wet clothes. Impervious to the cold. Water pools around his feet.

DOCTOR CONNORS

Strip.

Jensen takes off his soaking clothes. Down to his prison issue briefs.

DOCTOR CONNORS

Naked.

The briefs drop to the floor. Jensen stands naked as Doctor Connors examines him. We see a body hewn of oak. Traced with a dozen prison tattoos. A man used to surviving on the inside.

DOCTOR CONNORS

Turn around.

Jensen flinches - more from annoyance than pain.

DOCTOR CONNORS

I've given you a combined shot.
Hepatitis, typhoid, tetanus. It'll
be good for the first twelve years.
You'll need boosters every five
after that.

JENSEN

I'm out in six ... weeks.

It's the first time Jensen has spoken. He has the gravel voice to match the stone face. Connors motions to the Guards.

DOCTOR CONNORS

We're done here.

INT. TERMINAL ISLAND - CELL BLOCK NIGHT.

Ulrich and two Guards walk Jensen through the central core of the prison. Tiny figures lost in the architecture. Jensen looks up. Six floors of jail cells tower above him. It's an imposing, terrifying sight.

It's past midnight and the prison is in lockdown. Their footsteps are the only noise.

Jensen is still naked.

INT. CELL NIGHT.

The door CLANGS behind Jensen. It has the air of finality. The room is eight by ten. Two metal bunk beds bolted to the floor. Metal toilet bolted to the wall. No window.

Three of the bunks are occupied by dark, hulking figures. Pictures of Adolf Hitler adorn the walls. A Swastika hangs from one bunk. Nazi paraphernalia everywhere.

This is not a happy place.

ULRICH

Happy Holidays ...

Ulrich smiles knowingly, then walks away.

Jensen, still naked, looks at the empty top bunk. On it sits a standard issue Weyland Bible and a set of prison fatigues.

There is a sudden grotesque SUCKING noise emanating from the bottom bunk. The sucking becomes louder till it resembles the squeal of a stuck pig. Jensen looks down to see big, bald NEO-NAZI slide from beneath a dirty blanket. He's smiling.

Two other massive DARK FIGURES rise behind Jensen. Malevolent eyes glitter in the half light.

INT. TERMINAL ISLAND - WALKWAY - CONTINUOUS

Ulrich smiles as he hears the sound of screaming. He turns slowly on his heel and heads back to Jensen's cell. He's taking his time. In no hurry to end Jensen's torment.

INT. CELL NIGHT.

Ulrich opens the door. CLOSE on his shocked face. The place is a mess, but not in the way we expected. Two Neo-Nazis lie moaning on the floor. Ankles and wrists expertly broken. The third lies back on his bunk. The Swastika wrapped around his head. Blood starting to soak through the flag.

Jensen is still standing stark naked, exactly where Ulrich left him. As though he hadn't moved a muscle.

JENSEN

(shrugs)

They slipped ...

INT. TERMINAL - MESS HALL DAY.

A mangy Christmas tree has been erected in the corner of the hall. It's decorated with a handful of non-breakable ornaments - nothing that can be weaponized.

It's breakfast. 1,000 prisoners. A sea of blue uniforms.

But amongst the sea are islands of red. Tight knit groups of prisoners who work on the Death Race - marked out by their red issue jumpsuits. A wiry Hispanic con (GUNNER) joins one such group, meal tray in hand. There's a dozen men at the table - mechanics, com.techs, wheel gunners, jack men - a full race crew. Gunner is the joker in the pack.

GUNNER

Is it my imagination or is this
shit getting worse?

He holds up a spoon of mealy grey goop.

GUNNER

I mean ... what is it supposed to
be?

COACH

Oatmeal I think.

At the head of the table sits COACH. SAMUEL L. JACKSON'S
urban edge cut with TOMMY LEE JONES' Southern charm. He's
been in this prison so long, no one even remembers what his
real name is. Coach nods to Jensen. Sitting alone a few
tables over.

COACH

Who's the new boy?

GUNNER

Jensen Ames.

A ripple of excitement runs through the table. One of the
JACKmen and a C.T. (Com.Tech) ask the question on everyone's
lips --

JACK

The driver?

C.T.

Heard he was pretty good.

COACH

Lists?

LISTS is a small bookish man with thick glasses. Carries a
notebook and ballpoint with him everywhere. And guess what?
He's good with lists.

LISTS

Jensen Garner Ames. Father named
him after a car ... The Jensen
Interceptor. 5 times Nascar
champion ... 2006, 7, 9, 11 and
12. Youngest Nascar champion 2006.
Youngest Kart champion 2004.
Holder of the fastest laps at
Houston, Barstow and Indianapolis.
4 minutes 7, 3 42, and 4 29. Put
away for 7 to 10 in 2013 ...
(polishes his glasses)

(MORE)

LISTS (cont'd)

... armed robbery and grand theft
auto.

The table is suitably impressed. There's a goddamn superstar
in their midst.

COACH

Well, let's hope he's as fast off
the track as he is on ...

CLOSE ON JENSEN --

as he looks up from his oatmeal. He is being surrounded by a
pack of Neo-Nazis. Their leader - surgical tape over his
BROKEN NOSE - is all too familiar from the other night.

ON "MACHINE GUN" JOE --

Sitting with his own race team across the mess hall. He
hasn't changed much. Looks a little meaner perhaps.
Signature cigarette dangles from his lips. Joe sees the
trouble brewing and smiles.

JOE

Never a dull day ...

ON JENSEN --

As all the other cons sitting at his table move away. No one
want to get caught up in this. Jensen slowly puts down his
spoon as he is surrounded by PRISONERS 34975, 44983, 63926,
36895 and PRISONER 60066 - a.k.a. "BROKEN NOSE".

BROKEN NOSE

(congested)

Doo bwoke by doze doo fucker!

JENSEN

Pardon.

BROKEN NOSE

Doo bwoke by ...

Only half way through repeating himself does Broken Nose
realize that Jensen is mocking him. Furious, he throws a
lethal punch that should pulverize Jensen's face - except it
connects with Jensen's metal meal tray instead. Jensen moves
fast. Those reflexes work off the track as well as on.

Broken Nose HOWLS in pain. His fingers busted.

Jensen BACKHANDS Prisoner 63926 with the tray, sending him
crashing to the floor.

Twirling the meal tray in his hand like a deadly weapon,
Jensen uses the corner to bust Prisoner 36895's knee cap.

Then throwing it like a frisbee, we TRACK with the tray as it spins through the air, connecting with Prisoner 44983's wind pipe.

CLOSE ON JENSEN --

As the Guards rush in. Jensen looks down at Broken Nose lying on the floor. He has food smeared down the side of his mouth.

JENSEN

You got a little something ...

CLOSE ON COACH --

Watching as Jensen is hustled out by the Guards. Coach casually surveys the devastation that Jensen has caused, then puts down his spoon.

COACH

Guess he didn't like the oatmeal either.

INT. TERMINAL ISLAND - HENNESSEY'S OFFICE DAY.

Jensen stands before Hennessey's desk.

HENNESSEY

This prison is the home to murderers, rapists and violent offenders of every kind. The United States Penal System and the Weyland Corporation send me the worst of the worst. But the men you have provoked ...

On her laptop are pictures of the fight in the Mess Hall - screen grabs from the prison's surveillance system.

HENNESSEY

... let's just say Mr. Ames, you may not be my problem for much longer.

Hennessey sighs. She looks at Jensen, standing tense as a cobra. Ready to strike or be struck.

HENNESSEY

Sit down Mr. Ames.

This isn't what Jensen was expecting. He sits down. Disarmed for a moment.

HENNESSEY

95% of the prison population in this country is men. And 98% of all homicides are committed by men. Clinical studies show that women have better control of their emotions. We're less prone to violence, more nurturing ... helpful.

(beat)

I'm trying to help you Mr. Ames.

Jensen glances at the family photos on Hennessey's desk.

JENSEN

(cynical)

You must be one hell of a mother ... Ma'am.

HENNESSEY

Oh, I am. And what about you Mr. Ames? What kind of father are you? A seven year old you've only ever seen through bars or reinforced glass. What example do you set?

Hennessey studies the folder on her desk. Jensen's record. It includes newspaper headlines --

HENNESSEY

"Failed bank robbery." "Sporting champion at the wheel of getaway car" ... "The Fallen Hero." Tragic story. Good copy. Tell me Mr. Ames, why did you do it?

JENSEN

Your "Race" destroyed my sport ... Ma'am.

HENNESSEY

But not your life. You did that.

Hennessey carefully adjusts her lapel pin - the tiny cruciform was slightly askew. Below it sits a second pin - the W of Weyland Industries.

HENNESSEY

A pregnant wife, failing career, mounting debts. Many men have been in your shoes. But they didn't turn to the devil's work to solve their problems.

JENSEN

I made a mistake ... I paid for it.
Ma'am. I did my time.

Hennessey shakes her head. Seems genuinely sad --

HENNESSEY

Unfortunately one of your former
cell mates died in the infirmary
last night. You'll serve another
twenty, even if you can prove self
defence. Which I doubt.

Even on Jensen's stoic face we see the realization hit hard.
Hennessey goes to the window. Stares out at the prison and
racetrack below. Her domain. From this high, you can see
the track's origins as an airstrip, but it has been hugely
modified since then. High banked turns, wicked chicanes,
elevated sections that race out over the water, underground
tunnels that dive beneath the prison buildings.

HENNESSEY

This prison hosts the top rated
sporting event in the World. And
the star of the show is
Frankenstein ... You have heard of
him I presume?

JENSEN

Saw his face on a soda can ...
Ma'am.

HENNESSEY

Yes, he does have many lucrative
endorsement deals. Of course as a
prisoner in a Weyland Industries
facility, he is forbidden to
benefit financially from such
arrangements.

Hennessey drums her fingers on the glass. It's clear who
does benefit.

HENNESSEY

His return to racing is highly
anticipated, but therein lies my
problem. You see, Frankenstein, or
Carl Lucas, Prisoner 27452 to call
him by his real name, died on an
operating table almost a year ago.

JENSEN

And you want me to take his place.

Hennessey smiles. Pleased that Jensen is as smart as she took him for.

HENNESSEY

Anyone can wear the mask. Not everyone can drive the car. You have the skills I require to keep the legend alive.

Jensen doesn't reply.

HENNESSEY

You're a smart man. Try to act like one. I didn't cause your problems, but I can help solve them.

JENSEN

(suspicious)

What makes you think you can pull it off?

HENNESSEY

Because I have ... twice already.

FLASH CUT -- Underwater. The bed of the East River. Frankenstein's weighted body coming to a rest. The two other weighted corpses swaying in the background.

HENNESSEY

Given the choice between myth and reality. We all know what people want.

JENSEN

Why should I add myself to the body count?

HENNESSEY

Win five races ... You go free. Those are the rules, and this is his fifth. You win, you walk. I can have you back on the street in a month.

Her hand hovers over a picture of Suzy - also part of Jensen's file.

HENNESSEY

It must be hard on her. On the outside. Alone. A young child to raise.

JENSEN

Are you done ... Ma'am?

HENNESSEY

The question is, are you? Or is there still a little fight left in you?

INT. TERMINAL - VISITORS ROOM DAY.

Jensen's wife SUZY sits behind a wall of thick glass. Half hidden behind the grime of a thousand smudged fingerprints. She's a beautiful, resourceful woman, but the lines around her eyes tell their own story of life on the outside. The hardships of having a con as a husband.

PIPER sits on Suzy's knee. Seven years old, filled with energy. The daughter Jensen has never had the chance to hold or touch. Suzy was pregnant when he was put away.

A door opens and Jensen is ushered in.

GUARD

Five minutes.

Suzy lights up at seeing Jensen. The lines around the eyes disappear. She seems a different woman. The bond these two have is strong. Jensen sits down on the other side of the glass.

PIPER

(excited)

Look what I made.

Piper presses a homemade ADVENT CALENDAR against the glass. It's decorated with glitter and holly, and counts down not just the days to Christmas, but also to Jensen's release. Only 6 weeks left to go. Jensen stares at the card. At the words spelt out in sparkling glitter --

"MERRY CHRISTMAS - HURRY HOME DADDY - BEST PRESENT EVER".

Jensen can't make eye contact with Suzy or Piper.

SUZY

What is it?

But still Jensen can't look her in the eye. Can't tell her the truth.

SUZY

Baby ... What's wrong?

Jensen's head slumps and he places his hands against the glass. Piper instinctively matches his hands.

Jensen's huge fingers dwarfing hers. Father and daughter touching through an inch of reinforced glass. The closest they'll ever come.

TURBO CUT TO:

EXHAUST PIPE --

Vibrating with intensity. A six litre, V8 engine threatening to shake it apart.

WIDEN to reveal --

A 1999 THUNDERBIRD. Dented. Rust colored. Stripped to the undercoat. But this car isn't being assessed for its looks.

WIDER STILL to reveal --

INT. TERMINAL ISLAND - AUTO SHOP DAY.

A fully functioning auto shop. Filled with cars and mechanics. But this is still part of the prison. There are bars on the windows and guards at the doors. And everyone here is in the red Terminal uniform. Coach slides out from under the rusty T-bird. He's working with Gunner, Jack and Lists on the car.

COACH

Kill it and tighten the lines.
She's hemorrhaging.

Coach notices the well polished Blahniks by his head. Sees his own face reflected in the leather.

COACH

Ma'am.

HENNESSEY

You don't have to call me Ma'am.
You know that.

Coach nods.

HENNESSEY

You know why I'm here.

COACH

I know.
(shakes his head)
But there's less than a week to the race.

HENNESSEY

The boy has talent.

COACH

We already have a replacement.

HENNESSEY

Not to my satisfaction.

In the background, Jensen enters the auto shop accompanied by a Guard. Hennessey nods to the Guard and they take off.

HENNESSEY

I'll leave you two to get acquainted.

Jensen and Coach square off. An awkward silence.

JENSEN

Jensen Ames.

Jensen holds out his hand. Coach takes it. Squeezes a little too hard. Sizing him up.

COACH

Jensen huh?

JENSEN

Like ...

COACH

(interrupting)

The car, I know. Son, I bought me one. Handled like a school bus.

This isn't going all that well. Coach doesn't seem to like what he sees. And small talk isn't Jensen's strong suit.

COACH

Well, we got a job to do. You can call me Coach. Everybody does. And from now on ...

He throws Jensen some fatigues. A name is stencilled on the back -- Frankenstein.

COACH

... You're Frank.

And like the man said, from now on, Jensen will be known as FRANK.

INT. TERMINAL ISLAND - AUTO SHOP - LATER

Jensen/Frank is now dressed in the Frankenstein fatigues. They have a worn Nomex fire-proof lining. He follows Coach and Lists across the workshop - being briefed as he goes --

LISTS

(excited - showing off)

We have a fully functioning auto shop ... just like you'd find in the outside world. Each team has their own shop ... we don't help them, they don't help us. Prison has a test track, we get an hour's access every day. No one gets to ride the real track till race day.

COACH

We'll say you've joined us as a Com.Tec. Advising on tactics. When you're with the rest of the prison population, you'll still be Jensen Ames, but here you're Frank.

LISTS

No one will know except a handful of guards and the people on your team. And none of them are talking.

FRANK

How can you be sure?

COACH

Inside these walls Hennessey is judge, jury and executioner. No one crosses her.

FRANK

That it?

Frank stares at a huge tower of twisted steel at the heart of the auto shop. Coach nods.

LISTS

The Monster. We keep her under wraps for safety. Competition - around here's a little ... stiff.

The Monster is covered by a solid steel shield that is hung by chains from the roof. The shield is made from welded pieces of other cars. At some places you can detect the form of the Monster poking through, and it's hard to tell where the protective shield ends and the car begins.

A true Frankenstein's Monster of the streets.

FRANK

When is she going to be ready?

COACH
Oh, she's ready. Question is, are you?

FRANK
What?

COACH
Till I'm sure ... You'll drive this.

Coach nods to the rusty T-bird. Frank is less than thrilled - a murderous look on his face.

LISTS
Ford T-bird. Top of the line in '99. EEV powertrain, 3.9 Litre displacement, 286 torque at 4,000 rpm, sequential multi-port fuel injection with a ...

FRANK
(cuts him short)
This is a piece of junk.

COACH
You don't touch my car till you prove you can drive.

Frank fixes Coach with a glare. We see the focus of the man. The intensity. The hunger.

FRANK
(cold)
I can drive.

SMASH CUT TO:

INT. T-BIRD DAY.

The noise is deafening. The camera VIBRATING like crazy. Frank is clocking 140 mph without breaking a sweat.

EXT. PRISON TEST TRACK DAY.

The car HURTLES past. Blowing baseball caps off the crew's heads.

GUNNER
Jesus!!

JACK
He's moving!

GUNNER
(incredulous)
This guy doesn't even know the
track?

Frank hurtles past the marker, showing no sign of slowing.
Lists looks up from his stopwatch.

LISTS
One, twelve ...
(amazed)
... Record time.

Lists makes an entry in his notebook. The pit crew are REAL
impressed. Coach is trying not to be, but even he can't hide
a grudging respect for Frank.

COACH
Well, you've got to hand it to him
... the boy can drive fast.
Let's see if he can think fast.

INT. T-BIRD DAY.

Frank, still clocking 140, hears Coach over the intercom in
his helmet.

COACH (O.S.)
Congratulations son, that was a
fine lap. So now, we're going to
mix it up a little.

The T-bird is suddenly SLAMMED from behind. The impact
almost shakes Frank's teeth loose. Two PURSUIT CARS are on
the track with Frank. One almost sent him into the wall.

FRANK
Son of a bitch!!!

The pursuit cars advance. Predatory.

COACH (O.S.)
Keep the rpms below 2,000. Don't
wear down the brakes or the tires,
and Frank ...

But before Coach can finish his thought --

Frank double taps the T-bird's brakes and in an instant he
has fallen 50 feet behind.

Frank accelerates and rear ends Pursuit 1 so hard that its
bumper goes flying.

Frank HAMMERS Pursuit 1 again, and the car spins to the centre of the track and stalls.

As it goes, Pursuit 1 clips Pursuit 2. Frank closes on Pursuit 2. Suddenly he is the predator.

Frank slams into Pursuit 2 sending it heading straight for the PITS!

EXT. PITS - CONTINUOUS

Coach and the rest of the crew have to duck as Pursuit 2 SLAMS into the pit wall. Coach, Jack, Gunner and Lists have to cover themselves as chunks of metal debris and pieces of the tire wall rain down around them.

Coach pokes his head above the wall. The driver of Pursuit 2 is fine, but mad as hell. The Pit Crew are in hysterics. Whooping and hollering.

Coach looks up as Frank tears past. A cold smile of satisfaction on his lips.

FRANK (O.S.)

I didn't catch you. What was that?

FRANK'S DREAM --

SUDDEN FLASHES OF IMAGERY -

Piper and Suzy behind the glass of the Visiting Room.

Frank's hand up against the glass. Pressing against Piper's.

But Frank begins to fall backwards - as if into deep water.

Suzy and Piper left behind.

Frank struggling and sinking - deeper and deeper.

His daughter crying.

Fading into the darkness.

SMASH CUT TO:

INT. FRANK/GUNNER'S CELL EARLY MORNING.

Frank wakes abruptly from his nightmare. We see that he now shares a cell with Gunner. Frank looks over to the sole decoration in the place - Piper's home-made card - "MERRY CHRISTMAS - HURRY HOME DADDY".

A happy family drawn in crayon. Jensen, Suzy and Piper. Gathered round a Christmas tree. A constant reminder of the price of failure.

INT. T-BIRD DAY.

Back on the Test Track. Frank is at the wheel. Case is riding shotgun. Needle hovers just below 150. This is the first time we've seen Case without the oil, grime and blood. She's a knockout.

FRANK
(suspicious)
You navigate for Frank?

Case nods. Frank notices that her LEFT HAND is bandaged.

FRANK
How'd you get that?

CASE
(shrugs)
Right hook's pretty good. The left needs a little work.

FRANK
Where are you from?

CASE
Women's prison ... North end of the island.

FRANK
No, I mean what are you doing here?

CASE
You ask a lot of questions.

FRANK
Just want to be sure of who I'm riding with.

CASE
(casual)
Boosted a few cars as a kid. Got caught, sent down, twelve months. When I came out, I went round to the Judge's house. Stole his Bentley. Apparently he took it personal.

Frank takes a tight turn at speed. His line is perfect.

CASE
Coach was right, you can drive
some.

FRANK
You don't like me much do you?

CASE
Haven't made up my mind yet ... But
probably not.

She hands him a oil stained blindfold.

CASE
Now put this on.

FRANK
What?

CASE
You heard me.

Frank stares at her. She's serious.

FRANK
I can't drive, if I can't see.

CASE
Pussy.

She holds up the blindfold again.

CASE
Now put it on.

Infuriated, Frank takes the blindfold. Starts to slip it
over his head. As he does so, his foot eases off the gas a
little.

CASE
No, no tiger.

She puts her hand firmly on his leg. In another context, it
would be a very sexual move. Case pushes the accelerator
back to the floor.

CASE
You leave that where it is.

Frank is now driving blind. They're on a straight, but it
won't last long.

CASE

On the track, we're a team. I tell you what's coming, where to move, how to react. You have to learn to trust me.

FRANK

Trust you huh?

CASE

You just point the car and push the pedals.

Case smiles. Frank doesn't.

CASE

Turn, 300 feet ahead. Drift to the inside.

Frank turns the wheel, but over-steers. They're headed for the wall.

CASE

(calm)

Too much, correct.

Frank brings the car back on line.

CASE

Atta boy. 100 feet. Start your turn.

The car enters the turn. Begins to drift to the outside.

CASE

More ... More.

The side wall is dangerously close. Case never breaks a sweat.

CASE

You're drifting too much. Correct.

Frank adjusts. The car comes out of the corner. They've avoided disaster by inches.

CASE

Accelerate.

They're back on a straight. Safe for another few seconds.

CASE

Not bad.

FRANK

For pointing and pushing ...

CASE

Most drivers use women for their navigators -- keeps the weight down. Turn, 300 feet ahead.

This turn is even more treacherous than the last.

CASE

But the fact is, women are better drivers than men. 150.

FRANK

Is that a fact?

CASE

Start your turn. We have faster reflexes, better instincts.

The car is headed for the side wall.

CASE

You're drifting, correct.

Frank over-steers. The front wheels are starting to lock. The back end drifting dangerously wide!

CASE

(urgent)

Too much, correct!

For the first time we see a crack in Case's cool facade.

CASE

(panic)

Correct, or you'll lose it!!

But it's too late! The car spins out of control. Frank and Case are pushed back into their seats. Their bodies punished with the sudden G-force. The car spins across the track, doing a spectacular full 360 degree turn and skidding to an abrupt halt.

Frank slips off his blindfold. Looks over at Case. She's still recovering. Counting herself lucky to be alive.

FRANK

Well, I think we'll just have to agree to differ.

Case looks out the window. Miraculously, they've stopped RIGHT beside the Pit. Just 2 feet from the tire wall. Parked perfectly.

EXT. PITS - CONTINUOUS

Case climbs from the T-bird, pissed. Frank watches her go as Coach approaches.

FRANK

What's her problem?

COACH

Until you arrived, I was lining her up to take Frank's place.

Takes a moment for this to sink in --

FRANK

What happened?

COACH

Few weeks back she crashed on the training circuit. Busted up her hand. Freak accident, but Hennessey lost faith.

(beat)

Come on ... it's time you met the Monster.

INT. AUTO SHOP DAY.

Coach, Frank, Gunner and Lists stand before the huge armored shield that covers the Monster. Coach nods to Gunner who hits the power. Heavy duty motors begin to lift the shield into the air. Slowly, dramatically, Frankenstein's car is unveiled.

We'd only seen her in the heat of battle, beaten to hell and beyond. But now, pristine black paint job gleaming under the lights, she is a thing of terrifying beauty.

COACH

We took the best there was ... And we made it better.

LISTS

A naturally aspirated 6.75 Litre V12 power unit, four valves per cylinder and twin overhead camshafts. Direct fuel injection and variable valve timing.

COACH

That came as standard.

(smiles)

(MORE)

COACH (cont'd)

Then I added quarter inch steel, bullet proof glass, and a reserve tank to hold another twenty gallons.

FRANK

Very nice ... But where are the guns?

COACH

Other cars have their weaponry on show. On the Monster I recessed everything. Keeps the element of surprise and reduces drag at high speeds. But it's all here.

He leans into the car.

COACH

At the touch of a button.

Suddenly the Monster is alive with movement. Recessed panels pull back to reveal machine guns, rocket clusters, oil sprayers, flamethrowers, grenade launchers, and huge blades that scythe out from the wheels like a Roman Chariot. This car has more armaments than your average South American dictatorship.

It's enough to make the teenage boy in any man want to stand on his chair and cheer.

And to crown it all, the SILVER LADY, the "Spirit Of Ecstasy", rises up and locks into position. Gleaming and perfectly intact, just like the day it rolled off the production line. The solid silver logo is the only part of the car that hasn't been blown up, shot through or armor plated.

She truly is a thing of beauty.

FRANK

What are these?

Frank examines some of the weapons on the car. Up close he sees that most of them are crudely painted fakes - no use at all.

GUNNER

Dummies.

COACH

They keep the car correctly weighted. Also fools the competition. Makes them think you've got more firepower than you really have.

(MORE)

COACH (cont'd)

You want the real thing ... You'll have to rack up some points on the track.

GUNNER

You'll start with a basic package same as everyone else. Oil, smoke and napalm for defense, one 20 mm belt fed machine gun for offense. After that ...

He raises a metal shutter on one wall of the auto shop. Behind it is an entire "wall of weaponry" - an ENDLESS array of weaponry - machine guns, grenade launchers, rocket clusters. A survivalist's wet dream. The weapons are all secured in separate lock boxes behind inches of impenetrable steel and bullet proof glass. For every dummy weapon on the car, there is a real counterpart here.

Lists taps one of the lock boxes.

LISTS

6 inch steel plate, bullet proof plexi. You couldn't burn through this in a week.

GUNNER

But you start scoring points and these suckers start popping open.

(points to the heavy
weaponry)

We bolt them on, you kick some ass.

COACH

Points for prizes ...

INT. TERMINAL - MESS HALL DAY.

Frank sits beneath the mangy Christmas tree, eating with the others - now part of the team. Of course out here, he's just plain old Jensen Ames. Coach continues with his education --

COACH

In the pit, we alter your ride depending on the stresses of the race.

(beat)

You need speed, manoeuvrability, we'll strip her down. You're taking a lot of heat, we'll bolt on extra armor ... but don't be surprised when she handles like a boat. Every decision has a consequence ...

"Machine Gun" Joe nudges Coach roughly as he walks past.
He's as intimidating off the track as on.

JOE

(to Coach)

I hear your boy's still laid up in
the infirmary. I hear he still has
fifteen unhealed fractures. I hear
he's not going to make race day.

FRANK

You hear a lot.

Joe stares at Jensen/Frank like he just stepped in something.

JOE

Who's the new fish?

COACH

Jensen Ames. He's working
Com.Tech.

JOE

Keep your eyes open new fish.
Maybe I'll lob a grenade into the
pits just for you.

Before this can escalate, they are interrupted by the sound
of jeering. Several dozen new prisoners are being led
through the mess hall to their cells. Convicts from the
upper levels are throwing stuff down at them - toilet paper,
torn magazines, plastic bottles - like a fucked up ticker-
tape parade.

GUNNER

(to Frank)

Foreign prisoners, transferred for
the race. Each country has their
own circuit ... Best Of The Best
get sent here.

COACH

Lists ...

CLOSE ON THE NEW ARRIVALS --

As Lists gives a run down on a few of the newcomers -

LISTS (O.S.)

Ryu Tagashi - "Tofu" to his fans.

A glacial Japanese Racer ignores the jeers of abuse. He's a
case study in controlled, calculated menace.

LISTS (O.S.)

Master of the drift and Japanese champion for two years running. He's killed four men off the track, seventeen on.

Next up is GRIMM. A big, black, muscled dude. No stranger to the prison weight room.

LISTS (O.S.)

Tobias Grimm. "The Grimm Reaper" ... not very original I know, but the man's a master. Twelve men off, twenty-seven on. Hails from Philly, but incarcerated in Montreal. Three consecutive life sentences.

BECKHAM is next. A pumped up primadonna. He shouts up at the convicts throwing things. Toilet paper tangled in his mohawk.

BECKHAM

(furious)

Fuck off you American wankers!

LISTS (O.S.)

English champion, Alexander Beckham. His critics say ... "all style and no substance", but he has an unparalleled record and the highest kill ratio in Western Europe.

JOE (O.S.)

Pussies! All of 'em!

CLOSE ON JOE --

He's lost interest in the newbies. Turns to Coach instead -

JOE

You tell Frankenstein when you see him. This race is between him and me. And this time it won't be the infirmary ... this time I'm sending him to the morgue.

EXT. THE EAST RIVER - ARIEL SHOT NIGHT.

We cruise over the dark expanse of the East River to reveal The Terminal Raceway, lit by banks of floodlights.

GOD (O.S.)

Fifteen minutes from the start of
the ninth annual Death Race ...

SAVANNAH (O.S.)

... and the tension could not be
higher!

A year has passed since the last race, and Godfrey Dean and Savannah Jones are back. Savannah is reporting live from the grid, while Godfrey stays in the mobile studio slung under the Goodyear blimp. On the starting grid, are seventeen cars. The stands are crammed with spectators. Spotlights twirl, sending beams of light skyward.

EXT. TERMINAL RACEWAY - STARTING GRID NIGHT.

To a 2005 audience, the cars on display are all top of the line. Escalades, Hummers, Astons, Ferraris -- the glorious list of auto-carnage is endless. Of course in 2020, these cars are considered outdated and fit only for the Death Race.

GOD (O.S.)

A record seventeen cars competing
in the race this year. Five from
Terminal Island and another twelve
from prisons not just in America,
but also around the World. A year
long series of events and
qualifiers has led to this ...
three stages over three nights ...
fifteen laps per stage ... and only
one winner.

(beat)

Ladies and Gentlemen, Boys and
Girls, this is The Ultimate Race.

On the grid, no two cars are alike, and no two cars are as the manufacturer intended. Each has been modified in cool and terrifying ways. Like the man said, if it kills, maims or mutilates, it's been mounted on four wheels. Notable vehicles include --

- "Machine Gun" Joe's ESCALADE. Unchanged from last year except for a new lick of paint. The press are crowded around Joe and he is soaking it up.

- A supercharged AIRPORT TUG with the word "GRIMM" painted down the side. The Tug has a giant steel "cow catcher" welded to the front which it uses for flipping other vehicles over. Like his ride, GRIMM is in top shape - entertaining the crowd with one armed push-ups. His Navigator is PAM GRIER circa "FOXY BROWN" - entertaining the crowd by her mere presence.

- Ryu Tagashi ("Tofu") drives a Japanese military vehicle designed for "urban pacification" - looks like the BATMOBILE on steroids.

- An armor plated RANGE ROVER from one of the Weyland Corporation's English jails. The Range Rover rides on monster truck wheels rimmed with sharp metal spikes. Its driver, Beckham, is already sporting a brand new hairstyle.

GOD (O.S.)

And already the French team proving
their popularity with the home
crowd.

The French car is being pelted with bottles and abuse from the crowd. The News Camera pans to Savannah, being sure to take in her long legs and micro-mini skirt.

SAVANNAH

And talking of the crowd, we also
have a record attendance this year.
With over two hundred and fifty
thousand people in the stands...

GOD (O.S.)

... A lucky two hundred and forty-
five thousand of those being the
paying public rather than inmates.

We see that the inmates of Terminal Island are allowed to watch the race, but from behind an impenetrable barrier of mesh and razor wire. The upscale members of the general public in attendance are in sharp contrast to the prisoners. Tickets are in great demand, and they've paid a lot for the privilege of watching the Race live.

SAVANNAH

... And an estimated two hundred
and forty-five million viewers
Worldwide.

GOD (O.S.)

Of course, the big question
tonight, the no show of
Frankenstein. His car is on the
grid, but where is the man?

Savannah stands by the Monster. Case is by the car, but Frank is nowhere to be seen.

SAVANNAH

With Frankenstein out of the
picture, the race could well belong
to "Machine Gun" Joe.

(MORE)

SAVANNAH (cont'd)

Like Frankenstein, Joe is the only other four time winner in race history. That means over the next three nights, he's going to be racing not just for victory, but for his freedom. And who knows what edge that will add to a man who is already surely the most savage and brutal racer on the track tonight...

new

INT. TERMINAL ISLAND - HENNESSEY'S OFFICE NIGHT.

CLOSE ON FRANK --

As CONTACT LENSES are placed in his eyes. They change his iris from Brown to vivid Blue.

Ulrich produces the DEATH'S HEAD ring. The one he took from the old Frank's dead body a year ago. Ulrich slips it onto Frank's ring finger. Covering the pale band of flesh that used to mark the presence of his wedding ring.

ULRICH

(sneering)

Safe travels.

The black steel mask is fitted in place, and the last trace of Jensen is lost. The Transformation is complete.

NOTE -- From now on, Frank will wear the mask in public (for the cameras) but be bare faced at all other times (in the safety of the auto shop etc.). Protecting his true identity, but also allowing us to see the actor as much as possible.

SAVANNAH (O.S.)

Still no sign of Frankenstein ...

EXT. TERMINAL RACEWAY - STARTING GRID NIGHT.

SAVANNAH

... with only ninety seconds to go.

Godfrey and Savannah are playing their part like seasoned pros. Amping the tension.

GOD (O.S.)

No wait ...

SAVANNAH

There is movement.

A figure emerges from the shadows. It's Frank. He cuts a striking figure in the black leather and steel face plate. Coach walks by his side.

GOD (O.S.)
A miracle!!

And almost immediately the chant goes up --

THE CROWD
Frank-en-stein!! Frank-en-stein!!
Frank-en-stein!!

INT. JOE'S ESCALADE - CONTINUOUS

Camera crews that were interviewing Joe just a second ago break off mid-sentence to rush over to Frankenstein.

JOE
Screw that asshole!!

EXT. TERMINAL RACEWAY - STARTING GRID - CONTINUOUS

Frank looks around, taken aback by the frenzy of the crowd. The chanting builds in intensity. On the edge of hysteria -

THE MOB
Frank-en-stein!! Frank-en-stein!!
Frank-en-stein!!

As the press surge towards Frank, Coach leans in close.

COACH
(confidential)
Don't talk to the press, or the
other drivers. Frank rarely spoke
... part of the mystique. Just let
the mask do the work.

Coach pushes the Press away, as Frank ignores a barrage of questions. Case opens the door to the Monster and Frank slips smoothly behind the wheel. Savannah Jones makes a determined effort to get in Frank's face, but Case deflects her. Pushing Savannah forcefully against the side of the Monster.

CASE
He doesn't like the press.

Case glances down and smiles.

CASE
Nice legs.

INT. THE MONSTER NIGHT.

Case slips in the car beside Frank.

CASE
You made it.

FRANK
Hoping maybe I wouldn't?

CASE
What do you mean by that?

FRANK
Coach told me ... how you wanted to
be sitting here.

CASE
Well I'm not. I'm sitting here ...
And I know how to do my job.

There's a sudden BANG on the side of the car. Leaning in is
Joe. Ever present cigarette between his lips. He eyefucks
Frank.

JOE
You're one tough son of a bitch.
Didn't think anyone could walk away
from a crash like that.

Frank doesn't reply.

JOE
Looks like I'm just going to have
to try a little harder.

P.A. ANNOUNCEMENT
Drivers return to your cars. All
drivers, return to your cars.

Joe walks away, but as he goes, he turns and smiles at Frank -
like a shark with the smell of blood. This is going to be
personal. Frank turns back to Case - there is almost as much
tension in the car as there is between Joe and Frank.

CASE
Sure know how to make friends.

EXT. PITS - TEAM FRANKENSTEIN NIGHT.

Coach has a good position overlooking the grid. As last
year's winner, Frank is in pole position. Joe is to his
left, the French team to his right.

COACH
This is it.

INT. THE MONSTER NIGHT.

Frank pins something behind his sun visor. It's the hand-made card from his daughter. Suddenly the race lights above the grid go from RED to YELLOW. Seventeen pipped up, supercharged race cars ROAR in anticipation.

COACH (O.S.)
Good luck Frank.

The yellow light FLICKERS.

COACH (O.S.)
Stay away from the walls.

EXT. THE GRID NIGHT.

The lights go to GREEN and the cars pull away, leaving clouds of smoke and a thick trail of burnt rubber behind them.

FRANK
Got it.

Frank side swipes the French car, sending it straight into the wall. The French car is hit with such force that it goes half way UP the wall. When it falls, it comes down on its side, before eventually rolling onto its roof. A total write off.

SAVANNAH (O.S.)
(excited)
Barely off the Grid, and already
Frank means business.

The two Frenchmen clamber from the wreckage.

GOD (O.S.)
Both driver and navigator walk away
from the car, so there's no points
there for Frank.

EXT. TERMINAL RACEWAY - CONTINUOUS

Savannah stands at the edge of the track, trying to hold her skirt down as the cars blow past.

SAVANNAH
A quick catch up for those of you
new to the race.
(MORE)

SAVANNAH (cont'd)

A confirmed kill of a driver scores
twenty points. A navigator ten.
As for the rest of the rules ...
There are no rules.

GOD (O.S.)

No rules, but there are a few
surprises. Take a look at the
Bleeker Tunnel ...

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

The cars dive underneath the cell blocks and into the Bleeker Tunnel. As the last car passes, a giant wall of corrugated iron LOWERS from the building above. It covers the entire width of the track, sealing off the entrance to the tunnel completely.

GOD (O.S.)

Looks like Governor Hennessey is
offering up a few challenges of her
own.

Sections of the iron wall begin to lift back up. Creating
thirteen gateways - each the width of a car.

EXT. PITS - TEAM FRANKENSTEIN NIGHT.

Coach is looking at the iron gates through binoculars.

COACH

Next lap there's some kind of wall
at the mouth of Bleeker. There's
thirteen gates. Seem to be motion
sensors at the base.

INT. THE MONSTER - CONTINUOUS

COACH (O.S.)

My guess is, one car passes through
...

CASE

... the gate closes. Got it.

Case turns to Frank.

CASE

Lets make sure we're in the top
thirteen.

And at that moment they are HAMMERED by Joe's Escalade. Frank fights to keep control, the nose of the Monster just kissing the guard rail, sending up sheets of sparks.

EXT. TERMINAL RACEWAY - RIVER RUN - ARIEL SHOT

The cars emerge from the Bleeker Tunnel and race OVER the water on a purpose built section of track that stretches out into the East River - "River Run".

Joe and Frank are at each other's throats. Both cars slamming into one another at every opportunity, but neither getting the upper hand.

Press Rotors fly overhead as the cars take a sharp turn and head back to the island.

SAVANNAH (O.S.)

Joe and Frank are going at it like there's no tomorrow!!

GOD (O.S.)

And at this rate, there may not be for either of them ...

INT. THE MONSTER NIGHT.

Frank side swipes Joe. Both cars buckle with the impact.

CASE

Damn it Frank!

The impact slows both cars and more racers pass Frank and Joe.

CASE

We're dropping behind.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY NIGHT.

A long straightway that will live up to its name later in the race. Frank and Joe continue their duel.

COACH (O.S.)

Bleeker's coming up. And you're in ninth. You don't watch it, this race is going to finish real soon.

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL NIGHT.

The first of the cars reaches the tunnel. It's the Japanese Racer, Ryu Tagashi - "Tofu". As he passes through a gateway, the solid iron gate comes slamming down behind his car - just as Coach predicted. Only twelve gates left.

Another car enters Bleeker. Another gate drops.

Only eleven spaces left.

INT. JOE'S ESCALADE NIGHT.

Joe's NAVIGATOR receives a message from the pits. Joe's one of the few racers that has a male navigator. Could never bring himself to think that a woman could do the job.

NAVIGATOR

We're in twelfth. We gotta' catch up.

Joe glowers at his Navigator.

JOE

I know what I'm doing.

NAVIGATOR

In a lap we can activate the weapon systems. Just leave him till ...

Without warning, Joe just SLUGS the Navigator full in the face. Splits his lip. Shuts him up.

JOE

I know what I'm doing.

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL NIGHT.

More and more cars enter Bleeker. Many gates SLAM shut. Joe and Frank's chances are fast running out.

EXT. TERMINAL RACEWAY NIGHT.

Frank and Joe enter the stretch leading to the Bleeker Tunnel. They race past the grandstand. Fifty thousand people are on their feet cheering --

THE MOB

Frank-en-stein!! Frank-en-stein!!
Frank-en-stein!!

INT. JOE'S ESCALADE - CONTINUOUS

Even over the roar of the engines, Joe can hear the crowd.

THE MOB (O.S.)

Frank-en-stein!! Frank-en-stein!!
Frank-en-stein!!

JOE

(enraged)
Screw this guy!!

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

A car passes through the eleventh gate and it slams shut.
Only two gates left now.

Three cars are racing neck and neck towards the remaining two gates. Joe, Frank and a Racer we'll call UNFORTUNATE.

The Unfortunate Racer gets himself jammed between Joe and Frank. His car is hammered from both sides, and he drops into third place.

INT. THE MONSTER - CONTINUOUS

Frank crushes the pedal to the floor. The Monster leaps to 150 m.p.h. They're either going through the wall or straight into it.

There's no stopping now.

INT. UNFORTUNATE RACER'S CAR - CONTINUOUS

He drops further behind, when suddenly a miracle! Joe sideswipes Frank, and their cars become tangled. The Monster and the Escalade SPIN out from the track. The Unfortunate Racer takes the lead!

He can hardly believe his luck, as he races past the Monster and the Escalade, headed straight for one of the remaining gateways. The Unfortunate Racer takes his eyes off the road for an instant to look back at Joe and Frank.

And an instant's lapse of concentration is all it takes in Death Race.

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

The Unfortunate Racer clips the edge of the gateway and his whole right wing crumples. The car spins in place and becomes JAMMED sideways in the gateway.

INT. UNFORTUNATE RACER'S CAR - CONTINUOUS

The Unfortunate Racer is still alive. But not for long.

To his horror, he sees that the motion sensor at the base of the gateway has been tripped. The Racer looks up in time to see the heavy iron door DROPPING LIKE A GUILLOTINE! Right onto his car.

The Racer's screams are cut short as the giant door CRUSHES the car like a tin can and the gas tank EXPLODES, sending a giant fireball skyward.

INT. JOE'S ESCALADE - CONTINUOUS

Joe pulls his car out of the spin first, and heads straight for the last remaining gateway. Frank is being left behind. Joe smiles at his Navigator.

JOE
Told you I knew what I was doing.

INT. THE MONSTER - CONTINUOUS

Frank regains control of his car. Sees Joe pulling away.

CASE
Last gateway.

FRANK
I see it.

Frank drops the hammer. But it's too little, too late. Joe has too much of a lead.

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

Joe's Escalade enters the last remaining gateway. The motion sensor is tripped.

INT. THE MONSTER - CONTINUOUS

Frank flips up a CONSOLE to reveal a shining NOS TANK. Just as the huge iron door ahead begins to drop, Frank PUNCHES the boost and --

FAWHOOOOM! The NOS ignites, supercharges the engine and POWERS the Monster ahead. Case is pushed back into her seat with the sudden acceleration.

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

The Monster CRASHES into the rear of the Escalade, pushing through the gateway behind Joe's car as the giant iron door falls.

The door SLICES through the rear on the Monster like a piece of cheese. Taking off a full inch of steel plate and crunching up the rear of the car. But Frank is through the gate!!

INT. JOE'S ESCALADE - CONTINUOUS

Joe is jolted from the IMPACT. He glares murderously at the Monster as the NOS fired car races past him.

EXT. THE GRID - CONTINUOUS

Behind Savannah, the crowd goes wild.

THE MOB

(on their feet)

Frank-en-stein!! Frank-en-stein!!
Frank-en-stein!!

SAVANNAH

Unbelievable driving from
Frankenstein! And now the cars are
on their second lap and Governor
Hennessey authorizes the activation
of weapons systems ...

INT. HENNESSEY'S OFFICE NIGHT.

Hennessey sits by the huge glass windows overlooking the race. Like Caesar gazing down onto the coliseum.

SAVANNAH (O.S.)

... For a prison governor, she sure
is a hell of a showman.

Hennessey nods to Ulrich who sits before a computerized CONTROL BOARD. Each car is represented on the board. It shows the status of the cars and the health (or otherwise) of their occupants. Ulrich flips a switch --

EXT. TERMINAL RACEWAY - VARIOUS

Scattered around the track are steel PRESSURE PLATES inlaid into the road surface. Each is about the size of a car. As Ulrich activates them, the pressure plates light up, revealing one of three SYMBOLS --

GOD (O.S.)

Drive over a SWORD and all offensive systems in your car will be activated. Drive over a SHIELD and all defensive systems will be activated. And drive over a DEATH'S HEAD ... you get a nasty little surprise!

As if to illustrate the point, "Tofu" slams into another racer - a pimped up, armor plated PORSCHE CAYENNE. The Porsche skids straight across a Death's Head Pressure Plate. The light beneath the Plate switches OFF and a split second later a GIANT STEEL SPIKE emerges from the roadway directly in front of the Cayenne. The Porsche embeds itself on the spike at 100 m.p.h.!! Stopping it dead and killing both driver and navigator.

SAVANNAH

Nice driving by Ryu Tagashi.
Thirty points for two confirmed kills, and the crowd goes wild!

THE MOB

To-fu!! To-fu!! To-fu!!

INT. TEAM TAGASHI'S PITS - CONTINUOUS

The thirty points register on Tofu's own "wall of weaponry" and two heavy lock boxes swing open to reveal a wicked belt-fed CHAIN GUN and 5,000 rounds of AMMUNITION.

GOD (O.S.)

Tagashi collecting his points and trading them in immediately for a Heckler-Koch XM-47, for fifteen points. And spending another ten on 5,000 rounds of ammunition.

Super cool E.S.P.N. style graphics appear to illustrate the rules.

We see a 3D wire-frame representation of Tagashi's car. Like all the other cars it has the basic offensive/ defensive package already installed - tanks of oil, smoke and napalm, and a forward mounted 20mm machine gun. These weapons are highlighted in red on the wire-frame.

Another set of graphics show all the additional weapons held in the lock boxes. Each weapon has a price tag (in points) attached to it. They range from simple blades for the car wheels (5 points) to massive Hellfire Rockets (75 points).

We watch as the Chain Gun and ammunition are transferred to the 3D graphic of Tagashi's car.

INT/EXT. JOE'S ESCALADE NIGHT.

THE MOB
(in a frenzy)
To-fu!! To-fu!! To-fu!!

Joe hears the chanting as the crowd watches the replay of Tagashi's kill on giant video screens mounted above the track.

JOE
Screw this guy too!!

The Escalade passes over a SWORD Pressure Plate. The light beneath the Plate switches off. And an instant later, Joe's dash is alight --

NAVIGATOR
Offensive weaponry online!

But Joe is already pummelling the triggers mounted on his steering wheel.

EXT. TERMINAL RACEWAY - CONTINUOUS

The 20mm machine gun mounted on the Escalade BARKS into life. Sending a deadly hail of shells into the back of Tofu's car.

INT. TOFU'S CAR

The car shudders from the impact.

TOFU
(furious)
Nanda Konoyaro!!

EXT. TERMINAL RACEWAY - CONTINUOUS

Tofu drives over a SHIELD Pressure Plate. And an instant later HIGH PRESSURE OIL JETS begin to spray from the back of his car. The oil coats the tires of Joe's Escalade causing him to lose traction and spin out of control. By the time Joe has recovered, the Japanese racer is long gone.

EXT. TEAM TAGASHI'S PITS - CONTINUOUS

Tofu screams into the pits and his crew race to load the new ammunition into the car and bolt the Chain-Gun onto the hood of his vehicle.

INT/EXT. HENNESSEY'S OFFICE/RACEWAY - MONTAGE

More and more cars pass over the Swords and Shields, and on Ulrich's control board we see their Offensive and Defensive weapons systems being activated. As points are scored and cars pull into the pits we witness all the new weaponry being rapidly added to each vehicle. Ulrich can also monitor the ammunition levels, gasoline capacity, armor thickness etc.

It's like a giant, beautiful video game come to life.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY NIGHT.

TRACK with Grimm's supercharged airport tug as he RAMS an armored SUBURBAN at top speed, lifting it off its wheels and sending it crashing onto its side. Sparks fly as the Suburban slides across the racetrack at 100 mph, before crashing into a side wall.

The dazed survivors clamber from the wreckage, only to be cut down in a hail of gunfire from Joe's machine guns as he races by.

GOD (O.S.)

Nice move by Grimm, but it's Joe who takes the glory adding another thirty points to his score.

INT. JOE'S ESCALADE - CONTINUOUS

A smiling "Machine Gun" Joe speaks to his pit crew --

JOE

Warm up the fifties, I'm coming in!

EXT. TERMINAL RACEWAY - DAMNATION ALLEY NIGHT.

CLOSE ON SAVANNAH --

As yet another car crashes and explodes in a ball of flame right behind her. Savannah is showered with flaming debris, but doesn't miss a beat --

SAVANNAH
It's Carmageddon out here!

GOD (O.S.)
And one hell of a Christmas treat
for the race fan.

INT/EXT. THE MONSTER NIGHT.

The car races over a Sword Pressure Plate. The dash in front of Case lights up, and a HEAD UP DISPLAY flickers into life.

CASE
Offensive weaponry five by five.
She glances at the vehicles up ahead.

CASE
Stay away from the minivan.

The Monster is closing on a CHRYSLER TOWN AND COUNTRY. The ultimate "Soccer Mom" ride.

FRANK
(surprised)
What?

CASE
(concerned)
Watch out for the minivan.

FRANK
The minivan?

But the warning comes too late as like a "Transformer", the back of the humble Minivan SPLITS APART, to reveal an armored turret with twin mounted RAIL GUNS! The Monster is lashed with a deadly storm of gunfire. The armor plated windshield CRACKING but holding. Frank swerves behind another vehicle and out of the line of fire.

CASE
Point and push buddy ...

Suddenly the Monster is JOLTED by the impact of more heavy gunfire. This time from behind.

INT. JOE'S ESCALADE - CONTINUOUS

JOE

Guess who ...

Joe has the Monster in his sights. Two brand new 50mm machine guns are bolted to hood of his car.

EXT. TERMINAL RACEWAY - CONTINUOUS

Frank weaves across the track, trying to lose Joe, but to no avail. The gunfire is withering. Only Coach's armor plating has kept them alive this long.

INT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

Lists sits before a computer - monitoring a wire frame of The Monster. He shouts to Coach --

LISTS

(concerned)

Armor down to fifty percent!

INT. THE MONSTER - CONTINUOUS

COACH (O.S.)

You've another five laps to go.
The rear armor won't hold that long. You need to lose him or kill him.

CASE

I know what gets my vote.

EXT. TERMINAL RACEWAY - CONTINUOUS

Frank jogs to one side, swerving in front of the armor plated Range Rover and snatching a Shield before Beckham can reach it.

INT. RANGE ROVER - CONTINUOUS

BECKHAM

(furious)

Son of a bitch!

He passes over the Shield second, but gets nothing. Beckham glares at his FEMALE NAVIGATOR.

BECKHAM

What the hell are you looking at!!!

INT. THE MONSTER - CONTINUOUS

CASE

Defensive weaponry online.

Frank glances behind him. In an instant, Joe is back on his tail. Blazing away.

FRANK

Fire napalm.

Case tries.

CASE

Negative.

FRANK

Try again.

CASE

(worried)

Nothing.

FRANK

Fire oil.

CASE

(confused)

No response.

FRANK

Smoke?

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

The Monster races by, giving Coach a clear view of the car. It's badly damaged where the iron gate hit it.

COACH

That trick you pulled at the gate messed up the rear of the car.

INT. THE MONSTER - CONTINUOUS

COACH (O.S.)
Looks like the pipes for the oil,
smoke and 'palm are out of
commission.

Frank looks back at the three steel drums that occupy the rear of the Monster. Nitro', Oil and Napalm. Filled to capacity, but no way to use them.

Behind them Joe is closing.

Frank glances over at Case.

FRANK
Get on my lap.

EXT. THE GRID NIGHT.

The cars race by, headed for the Bleeker Tunnel. The Monster is taking a hammering. Armor plating flying off in chunks.

SAVANNAH
(excited)
Frank looking to be in real trouble here! Four long laps to the end of round one and surely the Monster can't take this punishment much longer.

INT. JOE'S ESCALADE NIGHT.

Joe keeps his finger on the trigger, just moments from penetrating the Monster's armor plating.

But suddenly the Escalade is SIDE SWIPED by the Range Rover! Joe loses the Monster from his sights. He glares over at Beckham. The English driver has taken Joe's place behind Frank.

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

The three cars enter the tunnel, but now it is Beckham who is pumping shells into the faltering Monster.

GOD (O.S.)
Awesome move! With Beckham
preparing to steal Joe's glory!

INT. RANGE ROVER - CONTINUOUS

Beckham pumps round after round into the stricken Monster.
He smiles vindictively.

BECKHAM

Remember me?

INT. BLEEKER TUNNEL - CONTINUOUS

Suddenly part of the roof of the Monster BLOWS OFF and Case's EJECTOR SEAT hurtles skyward. Of course it has nowhere to go and SLAMS into the roof of the tunnel with maximum impact. Only now do we see that ejector seat contains not Case, but a shiny steel drum marked with the word NAPALM!

The drum CRUMPLES on impact with the roof and sprays unlit Napalm all over the pursuing vehicles - mainly Beckham's Range Rover.

INT/EXT. RANGE ROVER - CONTINUOUS

BECKHAM

What the hell ...

The thick gelatinous liquid rains down all over the windshield. Unlit Napalm is like Vaseline. And the Range Rover's wipers won't clear it. Beckham is driving blind. He has to stick his head out of the window to see.

BECKHAM

Shit!!

WHAT BECKHAM SEES --

Case, leaning out of the driver's side of the Monster (she's sitting in Frank's lap). And in her hand - the CIGAR LIGHTER from the Rolls Royce. Case winks at Beckham, then tosses the Cigar Lighter.

CASE

Merry Christmas asshole ...

TRACK with the Lighter as it tumbles through the air towards Beckham. Its tip a fiery red comet.

The Lighter hits the Range Rover and the Napalm IGNITES in an instant. Beckham and his vehicle are ENGULFED in flame.

The Range Rover swerves across the track, right in front of Grimm. The Airport Tug T-bones the Range Rover.

Grimm's "cow catcher" sending Beckham's blazing vehicle UP AND OVER the Tug.

It's unbelievably spectacular. A BLAZING RANGE ROVER SPINNING IN THE AIR 30 FEET ABOVE THE GROUND!

The Range Rover hangs in the air for a moment, then plummets Earthward. Hitting the asphalt and EXPLODING into a thousand burning pieces.

GOD (O.S.)
No survivors there. A full thirty points.

SAVANNAH (O.S.)
Excellent tactics from Frankenstein and Case.

EXT. PITS - TEAM FRANKENSTEIN

Coach communicates with Frank and Case --

COACH
Nice work. Hennessey's awarding a split decision ... Fifteen points to you and fifteen to Grimm.

CASE (O.S.)
(pissed)
What!!

Coach glances up at a tv screen in the pits. It's showing a live E.S.P.N. feed from the race. Savannah is explaining Hennessey's decision over a SLOW MOTION REPLAY of the Range Rover spinning 30 feet over the track.

SAVANNAH
Good call there, as you can see in replay that Beckham and his navigator were probably still alive until that final impact.

GOD (O.S.)
The kill technically belonging to Grimm, but Frank getting points for style ...

EXT. RIVER RUN NIGHT.

The Monster slides easily into second place as the other drivers have to cope with the burning lake of napalm Frank has left at the mouth of the Bleeker Tunnel.

INT. THE MONSTER NIGHT.

Frank eases past a FERRARI 430 SPIDER, its low form bulked out with armor plating and the distinctive twin headlights supplemented with equally distinctive twin rocket launchers.

Frank passes on the outside, but as he takes the lead, he glimpses the DRIVER of the Ferrari and reacts in surprise. This is a neo-nazi car and it's driven by Jensen's nemesis - Broken Nose.

Broken Nose smiles at Frank/Jensen - almost like he knew who he was, despite the mask. Broken Nose points his fingers like a gun and mouths the words -- "Dead Man".

CASE (O.S.)

Frank!

Case's warning snaps Frank out of it. He looks up to see the blazing wreck of another car right in front of them! Frank pulls on the wheel, but it's too late. The Monster SLAMS into the wreck, sending it spinning across the track.

SMASH CUT TO:

EXT. THE GRID NIGHT.

As the CHEQUERED FLAG falls and the cars finish the first leg of the race. The Monster limps across the finish line in ninth position.

SAVANNAH

Disappointing finish there for
Frankenstein ... mainly due to that
last minute collision.

GOD (O.S.)

Wonder what could have distracted
him so badly?

EXT. PITS - TEAM FRANKENSTEIN

The Monster limps into the pits. The whole front end of the car is mangled.

GUNNER

Jesus!

Coach tries to open the car door for Case. The door handle comes away in his hand.

COACH

Alright boys. We got fourteen hours ... Let's get to work.

He tosses the door handle to Gunner.

COACH

Start with this.

Case and Frank clamber from the car. They have to use the windows - the doors are mangled shut.

FRANK

Sorry.

Coach glances at his precious car.

COACH

I'd like to say she's had worse....

But clearly she hasn't.

GUARD (O.S.)

Let's go.

Two FEMALE GUARDS stand by. Ready to take Case back to the Women's Cell Block.

CASE

Ninth place ...

(to Frank)

... guess someone was wrong about you.

As Case is led away --

GUNNER (O.S.)

Coach!! Look at this.

Coach and Frank walk over to the Monster. Gunner, Lists and the others are clustered around it, working like crazy.

GUNNER

Oil sprayer ...

Gunner hits the button and the sprayers at the back of the Monster gush oil all over the concrete floor.

GUNNER

Works fine.

COACH

I'll be damned.

These are the same sprayers that Case couldn't get to work.

LISTS

Maybe that collision shook it free?

FRANK

(uncertain)

Maybe.

INT. AUTO SHOP - LATER

Frank is watching a REPLAY of last year's race. The same image repeated over and over - the fatal crash of the original Frankenstein. In replay we see Joe's rocket hit Frankenstein's car. BAWOOOM!!!!

FRANK

That's one hell of an explosion.

COACH

Gas tank blew. When Frank dumped the back armor he left it exposed.

FRANK

He was on the last lap. Why didn't he purge the fuel?

COACH

Case tried. She couldn't.

FRANK

The Monster has oil slicks, napalm sprayer, smoke screen ... Why didn't Frank use those?

COACH

The systems were down.

FRANK

(sceptical)

All of them?

COACH

Case had technical problems. I don't know the cause exactly. There wasn't much left for a post-mortem.

But the echo of what just happened is too great to ignore. On the screen, the Monster rolls to a halt. A blazing wreck, barely recognizable as a car. In the background, the parachute on Case's ejector seat opens.

COACH

She's a damn fine navigator.

FRANK
I'm not arguing ...

Frank pauses the replay - on Case drifting safely back to the ground.

FRANK
I just want to know whose side
she's on.

INT. TERMINAL ISLAND - WOMEN'S BLOCK - CASE'S CELL DAWN.

Case lies on her bunk. Staring up at the ceiling. The CAMERA closes on her emerald green eyes. Impossible to tell what she's thinking.

INT. JENSEN/GUNNER'S CELL DAY.

An exhausted Frank enters his cell. Hoping to catch a few hours sleep before the next leg of the race. He pins Piper's Card back up on the wall. Reaches out and touches the card gently - the happy family drawn in crayon.

FRANK
(quiet)
I'm coming home baby ... I promise.

Without warning, Broken Nose brings a steel pipe crashing against the back of Frank's head. Frank tumbles to the floor. Stunned. Bleeding. Frank tries to crawl away, but there's no one to help him - Gunner is still working on the Monster. Broken Nose kicks Frank in the ribs. Once, twice, three times. He's taking his time. Enjoying himself.

BROKEN NOSE
Last time was work.

He kicks Frank again.

BROKEN NOSE
This is going to be pleasure.

Broken Nose raises his foot for another blow, then suddenly stops.

BROKEN NOSE
Aaaaaah!!

He begins to scrabble at his back. His hands reaching for something. He turns to reveal a ballpoint pen firmly embedded in his left shoulder. Standing in the doorway is Lists. Ever-present notebook in hand. Ever-present pen in Broken Noses' back.

Broken Nose pulls out the bloody ballpoint and flings it against the wall. He advances on Lists. Dwarfing him. He's going to tear Lists apart with his bare hands.

LISTS

Oh dear ...

Broken Nose launches a killer blow, but it never connects. Frank catches it. Holds it. Crushes it. Adding a few fingers to the nose. Frank SLAMS Broken Nose against the cell wall. Choking him.

FRANK

What did you mean? Last time was business?

BROKEN NOSE

Screw you.

INT. PRISON WALKWAY - 6TH FLOOR DAY.

Frank pushes Broken Nose out onto the walkway and clean OVER the handrail. He is dangling upside down, looking at a drop of 6 floors. Frank and Lists look down at him.

BROKEN NOSE

(begging)

No!! Please ... please ...
Hennessey!! Hennessey ordered it.
She put you in with us deliberate
... wanted you for the race.

Frank loosens his grip --

FRANK

Thought as much.

BROKEN NOSE

I'm sorry! I'm so sorry ... I
swear!! I swear to God!

FRANK

Go tell him yourself.

And Frank lets him go.

BROKEN NOSE

(screams)

NO!

He plummets - but only 12 inches. Lists has tied his boot straps off to the handrail. Broken Nose swings in mid-air, hysterical.

BROKEN NOSE

You're a dead man! A dead man!!

CLOSE ON FRANK AND LISTS --

Walking away. Lists hands Frank his notebook.

LISTS

Thought you'd want the stats for
the race.

FRANK

Yes I do. And thank you.

LISTS

My pleasure. That was ...
(smiles)
... thrilling.

INT. TERMINAL ISLAND - AUTO SHOP DAY.

Gunner and the team are working on the Monster as Frank enters. VINCE GUARALDI plays on a radio - "Deck the Hall."

FRANK

Where's Coach?

EXT. TERMINAL ISLAND - STANDS DAY.

Bare concrete terraces rise up above the track. Come tonight they will be filled with convicts, but now Coach sits alone at the very top. Feeding the gulls that glide on the brisk ocean breeze. They take pieces of bread from his hand, before soaring off over the prison walls to freedom.

COACH

Where you from son?

Frank sits down beside Coach.

FRANK

New Jersey.

COACH

Alabama.

This high up there is a thin sliver of the Manhattan skyline visible above the prison walls.

COACH

I always wanted to see New York City. But I'm starting to tire of the view.

FRANK

So change it.

(beat)

I heard about you. Why you don't wear a number.

Frank is right. Coach is the only prisoner without the distinctive 5 digit I.D.

COACH

(sighs)

It's true ... Qualified for parole three years ago.

FLASH CUT -- Coach saying goodbye to Gunner and Lists. His family inside. We see the emotion in his eyes.

COACH (O.S.)

Got as far as the front gates.

Coach dressed in civilian clothes, suitcase in hand. Standing by the front gates as they swing open.

The outside World awaits. Freedom beckoning.

Terrifying.

COACH (O.S.)

They got a name for it
Something or other syndrome.

Coach turns away from the gates. Back to Terminal.

COACH

Simple fact is, World's changed since I've been in here. Don't much know it. Don't much want to.

He looks out at the track.

COACH

But this. This I know.

FRANK

You made the choice. But I don't belong here ... I have a wife and daughter on the outside. I was six weeks from parole.

(beat)

Hennessey set me up. Always suspected it. But now I know.

COACH

Doesn't surprise me. Hennessey preaches the good book ... But in here, she's the Devil.

FRANK

I need to get out of this place.

COACH

Then win the race ... if you can.

FRANK

You don't think I can do it?

COACH

Son, you're a damn fine driver. But this race isn't just about driving. Sometimes being in front is the worst place to be. You need to hang back, let someone else be target practise. Watch your opponent, gauge his driving style, then make your move. You're too impatient.

FRANK

I'll do better.

COACH

(doubtful)

Will you? I've watched you on the track ... and off. You're a loner. You're not a team player. And you can't win the Death Race by yourself ...

SMASH CUT TO:

EXT. TERMINAL RACEWAY NIGHT.

The race is already underway. The cars are at top speed and hammering into one another. The noise is deafening, the fumes are suffocating.

Excellent.

INT/EXT. THE MONSTER NIGHT.

Frank slams another racer out of the way and takes the lead. Case nods along to the heavy dub playing on the Monster's stereo -- FIFTY CENT'S version of the Christmas classic "I'LL BE HOME (IN DA HOOD) FOR CHRISTMAS".

CASE

I love the classics ...

They race beneath the glass windows of the Governor's office.
Frank glares up at Hennessey.

CASE

Sword and shield ahead.

Frank brings his attention back to the track - a new determination in his eyes. Up ahead are two lit symbols side by side. Frank has his pick.

CASE

Take defense.

But the Monster races over the Sword.

FRANK

Time to play some O.

EXT. TERMINAL RACEWAY - ARIEL SHOT

The Goodyear Blimp hovers in the foreground. Far below, the cars enter Damnation Alley.

GOD (O.S.)

Interesting choice from
Frankenstein. Leading the pack yet
choosing to activate his offensive
weapons systems. There's not much
to shoot at when you're out in
front.

EXT. TERMINAL RACEWAY NIGHT.

Frank is still in the lead as another car, Broken Nose's FERRARI tucks in behind him.

CLOSE ON --

A lit Sword symbol as the Ferrari passes over it.

INT. FERRARI - CONTINUOUS

We see Broken Nose, intent on payback. His offensive weapons come to life.

BROKEN NOSE

A dead man.

INT. THE MONSTER - CONTINUOUS

Case's H.U.D. lights up with warning symbols. The targeting alarm sounds.

CASE

He's locked onto us. Told you to take defense. Next Shield is in a quarter mile. We're helpless till then.

FRANK

Not quite.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY - CONTINUOUS

Before the Ferrari can get a shot off, Frank spins the Monster through 180 degrees. He's now racing at 100 m.p.h. IN REVERSE!!! His forward mounted guns pointed straight at the Ferrari!

Frank lets it rip with everything he has. Guns, rockets, grenades. The front of the Ferrari literally DISINTEGRATES!

Then in an amazing display of driving skill, the Monster goes over a lit Shield symbol in REVERSE.

Without missing a beat, Frank spins the car again, putting the rear of the Monster in the Ferrari's face, and unleashing jets of oil and clouds of thick choking black smoke.

INT. FERRARI - CONTINUOUS

Broken Nose and his Navigator are driving blind! Then suddenly the Ferrari emerges from the smokescreen. They are on the approach to the Bleeker Tunnel and there is a Death's Head Symbol directly ahead!

EXT. TERMINAL RACEWAY - CONTINUOUS

Broken Nose tries to avoid the Symbol, but his tires are slick with oil. The Ferrari passes over the Death's Head and almost immediately, a STEEL RAMP emerges from the road surface.

The Ferrari hits the ramp at 100 m.p.h. and grabs some serious air. It would be a neat stunt. Only trouble is, the ramp was right in front of the entrance to the Bleeker tunnel. And while the road dives underground, the airborne Ferrari is headed straight for a brick wall!!

INT. CELL BLOCK "B" - CONTINUOUS

High Security Cell Block "B" is located directly above the entrance to the Bleeker Tunnel. The Prisoners were watching the race through the barred windows of their cells. It was a sweet vantage spot for the assorted murderers and rapists held here. That was until now. For now there is an airborne Ferrari headed straight towards them.

Prisoners dive for cover as the exterior wall EXPLODES and the Ferrari embeds itself in the brickwork.

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

The Ferrari TEETERS for a moment, its nose embedded in the wall of the cell block. The rear mounted engine still races furiously. The back wheels spinning uselessly - thirty feet above the surface of the track.

INT. JOE'S ESCALADE - CONTINUOUS

As his car enters the Bleeker Tunnel, Joe looks up. The Ferrari hangs high above him, bricks raining down from the demolished cell wall. It's a surreal sight.

JOE
I'll be damned!!

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

At last the Ferrari unbalances. Pitching backwards and dropping to the raceway below. It hits the asphalt engine first and EXPLODES in a massive fireball as the gas tank and a thousand rounds of ammunition ignite.

INT. JOE'S ESCALADE - CONTINUOUS

Frank may be his nemesis, but Joe can't help but be impressed.

JOE
I hate that son of a bitch ...
(shakes his head)
... But damn, he's good ...

INT. THE MONSTER - CONTINUOUS

Case looks at Frank with new found respect.

CASE
What got into you?

EXT. TERMINAL RACEWAY - STANDS - CONTINUOUS
The crowd go crazy.

THE MOB
Frank-en-stein!! Frank-en-stein!!

EXT. TERMINAL RACEWAY - RIVER RUN NIGHT.

Grimm's supercharged Airport Tug accelerates up behind the Monster. Threatening to take the lead.

INT. THE MONSTER - CONTINUOUS

CASE
Grimm's closing ... 30 yards ...
Frank makes no attempt to escape.

CASE
20 ... 10 ...

FRANK
Deploy blades.

EXT. THE MONSTER - CONTINUOUS

As Grimm draws level, long sharp STEEL BLADES emerge from the hub caps of the Rolls Royce. Like the wheels of an ancient Roman chariot. They begin to SLICE through the giant tires of the Airport Tug.

INT. JOE'S ESCALADE - CONTINUOUS

Up ahead, Frank and Grimm battle it out. A chunk of shredded rubber flies past the Escalade.

JOE
Got him in my sights.
I need those guns.

NAVIGATOR
Sword coming up in 300 yards.
Outside of the track.

EXT. TERMINAL RACEWAY - RIVER RUN NIGHT.

CLOSE ON --

A Sword Symbol as Joe's Escalade races over it. The light on the pressure plate has ALREADY been extinguished however.

INT. JOE'S ESCALADE - CONTINUOUS

ONBOARD COMPUTER
Offensive systems denied.

JOE
(angry)
What happened?

NAVIGATOR
(nervous)
Someone already grabbed it.

JOE
(anger rising)
You said it was lit!

NAVIGATOR
I thought ...

JOE
You thought! You THOUGHT!! Get
the fuck out of my car.

NAVIGATOR
What?

JOE
You heard me. Get out!! GET OUT!!

In a rage, Joe reaches over and punches the passenger EJECT
BUTTON.

EXT. TERMINAL RACEWAY - ARIEL SHOT

A panel in the roof of the Escalade blows out and the hapless
Navigator hurtles skyward at 150 mph. He only travels 30
feet however before impacting with a sign advertising RED
BULL and tumbling back to Earth.

INT. CHRYSLER TOWN AND COUNTRY - CONTINUOUS

The ejector seat lands right on the hood of the Town and Country, slamming into the windshield. Joe's Navigator is still alive.

EXT. TERMINAL RACEWAY - CONTINUOUS

Out of control, the Town and Country skids across the road and impacts with a concrete wall at 100 mph. The resulting explosion lights up the night sky. The crowd goes crazy. They love Joe's unpredictable behavior.

GOD (O.S.)

And Machine Gun Joe's score jumps by an unprecedented forty points!

SAVANNAH

That's right! The judges are awarding thirty points for the driver and navigator of the Town And Country, and another ten for his own navigator!

(excited)

Joe's own team mate counting towards his kill total!

GOD (O.S.)

What a decision!!! And that ladies and gentlemen, boys and girls, is why Death Race is the pre-eminent sports event in the world.

INT. GOODYEAR BLIMP - PRESS BOX - CONTINUOUS

We see over the shoulder of God, but never his face --

GOD

If that kind of foresight and leadership had been applied to pro-basketball, it could still be a serious contender rather than the sad hobby that it is today.

INT. AIRPORT TUG NIGHT.

Grimm is heading into the pits for a tire change as the news filters through to his navigator - Foxy Brown.

FOXY

They're allowing it.

GRIMM

What?

FOXY

Joe's kill.

EXT. PITS - TEAM GRIMM - CONTINUOUS

As Grimm pulls into the pit he deliberately runs down three of his own pit crew. The rest flee. Savannah Jones witnesses the whole thing.

SAVANNAH

Another Death Race first! Grimm runs down his own pit crew and scores ...

(consults the scoreboard)
... fifteen points.

GOD (O.S.)

Sorry guys in the pit, seems you only count for five apiece. And bad news for Grimm too, because it seems he'll be changing those tires himself now.

EXT. PITS - TEAM JOE NIGHT.

Joe pulls in for a fast refuel. But no one comes near the car. His pit crew are cowering. Joe rolls down his window and yells at them --

JOE

Get over here you faggots!!!

No one moves. They are terrified he'll run them down.

JOE

(apoplectic)
MOVE IT!!

INT. JOE'S ESCALADE - CONTINUOUS

Joe's New Navigator gets in very nervously.

JOE

Who the hell are you?

NEW NAVIGATOR

Your replacement navigator ... Sir.

He is clearly terrified. Bear in mind, this is Joe's third navigator (that we've seen).

JOE
No mistakes.

NEW NAVIGATOR
No sir. Absolutely not!

Joe can't help but smile as he sees his New Navigator fasten his seat belt EXTRA tight.

INT. HENNESSEY'S OFFICE NIGHT.

ULRICH
Latest figures in ma'am!

He hands Hennessey a computer print out.

ULRICH
Ratings are off the chart. We have a 35 share. We're even getting young females.

Hennessey smiles.

HENNESSEY
Release the dreadnoughts.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY NIGHT.

Ryu Tagashi ("Tofu" to the fans) is battling it out with an armor plated ASTON MARTIN DB8 as they enter Damnation Alley. Up ahead, two huge (30 high) iron gates swing open.

SAVANNAH (O.S.)
And it looks like Governor Hennessey has ordered the release of a perpetual crowd favorite, the indestructible, unbeatable Dreadnoughts!

For a moment nothing happens. Whatever lies behind the gates is cloaked in darkness. Then, when the anticipation is at breaking point --

The DREADNOUGHTS emerge.

Two HUGE armored vehicles roll out onto the track. Both bearing the WEYLAND insignia and bristling with weaponry.

DREADNOUGHT ALPHA is a converted mining truck. Its giant wheels are over twenty-five feet high, dwarfing the race cars. It's slow, but heavily armored. Like the Death Star on wheels.

DREADNOUGHT OMEGA was once a military hovercraft. Floating on a cushion of air, it is both fast and maneuverable. Its skirts are protected by six inch steel plates, and topside it boasts a lethal array of flamethrowers, grenade launchers and rocket tubes.

INT. TOFU'S CAR - CONTINUOUS

Tofu has to swerve to avoid the two looming Dreadnoughts.

TOFU

Nante Kotta?!

Tofu's battle with the Aston Martin is instantly forgotten as the Dreadnoughts open fire.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY - CONTINUOUS

Tofu dodges past Omega, taking heavy damage from the hovercraft's massive arsenal. But the Aston is not so lucky. It suffers a direct hit from one of Alpha's cannons, blowing the back right wheel clean off.

The Aston crashes into the side wall and spins helplessly back into the centre of the track. The Driver and Navigator try to clamber from the wreck as Dreadnought Alpha rolls towards them. Its giant wheels are just seconds from impact.

INT. DREADNOUGHT ALPHA - BRIDGE - CONTINUOUS

Like the bridge of a spaceship. Three prison guards pilot the Dreadnought and operate its weaponry - all via live video feeds - there are no exterior windows.

The PILOT watches the helpless Aston draw ever closer. The Driver and Navigator are still not free. The Pilot awaits orders from Hennessey via a video uplink.

PILOT

Ma'am?

HENNESSEY (O.S.)

Proceed.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY - CONTINUOUS

The giant wheels of the Dreadnought roll clean over the Aston, killing both the Driver and Navigator instantly.

INT. JOE'S ESCALADE NIGHT.

Joe opens fire on the Dreadnoughts as he speeds by, but even his massive firepower just bounces helplessly off their thick armor plating. These giant vehicles are indestructible. A public symbol of the massive power of the Weyland Corporation - the logo is displayed prominently on their armored shells.

NEW NAVIGATOR

Direct hits ... no visible damage.

JOE

(angry)

I see that.

The New Navigator keeps quiet. Not wanting to risk taking a sudden walk outside.

INT. THE MONSTER NIGHT.

Frank passes the Dreadnoughts at top speed. Up ahead, another racer takes a direct hit from Alpha and his car EXPLODES. The blazing wreckage SPINS towards Frank and Case, narrowly missing them.

CASE

Jesus Christ!

Frank watches as more and more cars take direct hits from the Dreadnoughts.

FRANK

Coach ...

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

COACH

I hear you.

FRANK (O.S.)

Any ideas?

COACH

Nothing you can do except tough it out ...

(MORE)

COACH (cont'd)

Hennessey will take them off the track after a couple more laps. Once she's killed a few drivers and pumped up the ratings.

INT. THE MONSTER - CONTINUOUS

Frank sees another car take a direct hit. Another racer slain for Hennessey/the crowd's amusement. Frank glances at Piper's card (still pinned above the dash), then glares up at Hennessey's office. This is personal.

Then Frank sees something on the track. Sparks an idea.

FRANK

Lists ...

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

Lists sits in front of his computer.

FRANK (O.S.)

I want you to patch me through to another car

INT. JOE'S ESCALADE NIGHT.

A missile streaks towards Joe's car from one of the Dreadnoughts.

NEW NAVIGATOR

Incoming!!

Joe swerves, but the car still sustains a direct hit.

JOE

Sons of bitches!!!

As the Escalade begins to fill with smoke, Joe sees his New Navigator hanging forward in his racing harness - bleeding and unconscious. Joe is furious, but impotent.

He's also in big trouble.

EXT. DREADNOUGHT OMEGA - WEAPONS DECK - CONTINUOUS

A Prison Guard mans one of the rocket launchers. He has Joe in his sights. A gaping hole has already been torn in the side of Escalade. He's a sitting duck.

A missile launches. TRACK with it as --

EXT. TERMINAL RACEWAY - CONTINUOUS

The Monster suddenly intercepts the missile. Frank has deliberately placed his vehicle in the missile's path. Taking the lethal blow meant for Joe.

INT. JOE'S ESCALADE - CONTINUOUS

Joe can't believe it. Saved from certain death by Frankenstein!

FRANK (O.S.)

Joe ...

JOE

(surprised)

What do you want?

FRANK (O.S.)

I want to play a little O.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY - NIGHT.

The lead cars are starting to enter the alley again. Up ahead, the two Dreadnoughts form the impossible gauntlet that the racers have to run.

EXT. DREADNOUGHT OMEGA - WEAPONS DECK - CONTINUOUS

The prison guards that man the numerous weapons atop the hovercraft prepare to open fire. All guns are trained on the lead car - the Monster.

INT. THE MONSTER - CONTINUOUS

CASE

Here it comes ...

And a second later a solid wall of rockets, shells and tracer rounds hurtle towards the Monster. Frank does his best to evade the worst of it, but the car is ROCKED with numerous hits.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY - CONTINUOUS

Like David and Goliath, Frank continues to fight it out with the much larger hovercraft.

GOD (O.S.)

An unbelievable sight as Frankenstein tries to duke it out with one of the Dreadnoughts. I've never witnessed anything like this before.

SAVANNAH (O.S.)

Frank's returning fire, but I don't see it having any effect. Not one of the Dreadnought's gun emplacements seems to have been hit.

INT. HENNESSEY'S OFFICE - CONTINUOUS

Hennessey leans forward, concerned.

HENNESSEY

What the hell is he doing?

INT. THE MONSTER - CONTINUOUS

The bullet proof windshield is spidered with cracks. The car is filling with smoke. The sound of warning alarms is deafening.

CASE

(urgent)

All systems critical. Engine's in the red line. We can't take any more of this.

A missile heads straight for the Monster.

CASE

Watch out! Sunburst!!

Case averts her eyes as the missile explodes directly in front of The Monster with the blinding intensity of a DOZEN SUNS. For a moment everything is in WHITEOUT. As the light subsides --

CASE

You okay?

FRANK

I can't see. Can't see anything!

CASE

Adjust to the left ... Five degrees. Keep your foot down.

She unbuckles her belt and slides in beside Frank.

CASE
I'll guide you.

She places her hands over Frank's on the steering wheel.
Even in the midst of an action scene, it's sexy as hell.

CASE
(into intercom)
Joe!

EXT. TERMINAL RACEWAY - DAMNATION ALLEY - CONTINUOUS

Just when The Monster seems doomed, Joe's Escalade pulls directly in front of Frank's car. Taking the heat.

INT. JOE'S ESCALADE - CONTINUOUS

Joe grinds pedal to metal and his vehicle leaps forward.

JOE
Ramming Speed!

EXT. DREADNOUGHT OMEGA - CONTINUOUS

CLOSE ON -- the armor plating protecting the hovercraft's skirt. It is dented with numerous weapons hits and seriously weakened - this is what Frank had been shooting at. And this is what Joe is now aiming for.

IMPACT!! Joe crunches into and THROUGH the armor plating. The Monster follows right behind, and in an instant both vehicles have disappeared BENEATH the Dreadnought.

INT/EXT. THE MONSTER - CONTINUOUS

Frank and Case are directly beneath the Dreadnought. Its soft underbelly. The hovercraft is kept aloft by two giant FAN BLADES (30 feet across) that provide the downdraft. Case stares up at them in amazement as they race past.

CASE
Fuck me ...

One of the blades slices clean through the Monster's radio antenna.

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

Coach's headset is immediately filled with deafening feedback. He pulls it off and throws it to the ground.

COACH

Damn it!!

EXT. TERMINAL RACEWAY - DAMNATION ALLEY - CONTINUOUS

The Escalade and then the Monster BURST through the front armor of the Dreadnought. They have driven right underneath it, opening a gaping hole in the hovercraft's skirts both front and back.

SAVANNAH (O.S.)

Cool move by unlikely partners
Frankenstein and Joe.

GOD (O.S.)

But it doesn't seem to have done
much good ... as the Dreadnought is
still fully operational ...

SAVANNAH (O.S.)

... And pissed as hell!!

Savannah's right, because both Dreadnoughts now accelerate to top speed. They are baring down on Frank and Joe, intent on revenge.

INT. THE MONSTER - CONTINUOUS

FRANK

My sight's coming back ... I got
it.

Case takes her hands away from Frank's.

FRANK

Thanks ...

The vehicle is rocked by incoming fire. In an instant, the alarm bells and warning lights are back. The Monster is on the verge of collapse.

CASE

If you want to make your move ...
now would be a good time.

Frank looks up to see Joe riding alongside him. Behind them the Dreadnoughts are closing, laying down a deadly rain of fire.

FRANK

Almost there ...

EXT. TERMINAL RACEWAY - CONTINUOUS

Frank and Joe are still driving side by side. A car's width separating them. Directly ahead is a Death's Head Symbol.

CLOSE ON --

The Monster's RIGHT wheels as they graze the EDGE of the pressure plate. Normally, it would not be enough pressure to activate the Symbol, but Joe's LEFT wheels are also grazing the other side of the pressure sensor. Their combined weight is enough.

The sensor assumes a car has passed directly overhead. The light goes off and the trap is SPRUNG!!

A huge steel spike emerges from the road surface - the same trap that killed the Porsche Cayenne in Round 1.

Because neither Frank nor Joe were directly on the plate, they can SWERVE to avoid the trap - just. Leaving the spike perfectly lined up with the Dreadnought following close behind!

INT. DREADNOUGHT OMEGA - FLIGHT DECK - CONTINUOUS

The PILOT sees the threat too late.

PILOT

Shit!!!

EXT. DREADNOUGHT OMEGA - CONTINUOUS

The spike passes through the hole in the armored skirt (opened by Frank and Joe), and lodges itself directly in one of the hovercraft's giant fan blades. The noise is DEAFENING!!!

The Dreadnought stops in an instant, SPINNING on the spike, TEARING its guts out.

INT. DREADNOUGHT ALPHA - BRIDGE

The Driver tries to take evasive action, but the lead Dreadnought had stopped dead, right in front of him.

EXT. TERMINAL RACEWAY - DAMNATION ALLEY - CONTINUOUS

Dreadnought Alpha ploughs into the stricken hovercraft, its giant wheels crushing gun emplacements and Prison Guards beneath it. It hits Omega's power plant and a MASSIVE explosion rocks both vehicles.

INT. THE MONSTER - CONTINUOUS

As Frank races by a billboard for the Weyland Corporation, he unleashes a hail of gunfire, chewing up the lettering and disfiguring the Weyland logo. He's making this personal.

Frank looks back at the chaos he has caused. He catches Joe's eye and the two of them exchange a grudging nod of approval. Case leans out of the window and gives the traditional sign to the stricken Dreadnoughts. She flips them off.

Road Rage has never been so sweet.

EXT. TERMINAL RACEWAY - STANDS - CONTINUOUS

The mob is on its feet and going crazy.

THE MOB

Frank-en-stein!! Frank-en-stein!!
Frank-en-stein!!

The night sky is lit by the blazing wreckage of the two Dreadnoughts. A symbol of both Governor Hennessey's power and that of the Weyland Corporation brought publicly and embarrassingly crashing down.

GOD (O.S.)

Now that's entertainment!

INT. HENNESSEY'S OFFICE - CONTINUOUS

Hennessey glares down at the disfigured Weyland sign and the blazing wreckage of her Dreadnoughts. Even through the thick glass she can hear the roar of the crowd.

THE MOB (O.S.)
 Frank-en-stein!! Frank-en-stein!!
 Frank-en-stein!!

HENNESSEY
 (furious)
 He's making a fool of me out
 there...

Hennessey glares at Ulrich. There's not much Ulrich can say.

EXT. TERMINAL RACEWAY - STANDS - CONTINUOUS

Another massive explosion rips its way through the
 Dreadnoughts. The crowd love it and respond with cheering
 and applause. They are working themselves into a frenzy --

THE MOB
 Frank-en-stein!! Frank-en-stein!!
 FRANK-EN-STEIN!!

CUT TO BLACK:

INT. HENNESSEY'S OFFICE DAWN.

Through the huge glass windows we can see that the 2nd leg of
 the race is over and the track deserted. Hennessey is being
 grilled by the co-chairmen of the Weyland Corporation, JAMES
 T. WEYLAND and VALDIS YUTANI. Their images are PROJECTED
 over the glass of the office windows and the lightening dawn
 sky beyond.

WEYLAND
 Governor Hennessey. You have been
 allowed great latitude in your
 operation of the Death Race.
 Partly because of the substantial
 revenues it generates. But you
 should not forget that first and
 foremost, you are running a prison
 facility. One of the thousands
 that we control worldwide.

The images of Weyland and Yutani are joined by a REPLAY
 showing the destruction of the Dreadnoughts. The logo of the
 Weyland Corporation blackening in the flames.

WEYLAND
 This kind of disregard for
 authority, this willful destruction
 of prison property, cannot be
 tolerated.

YUTANI

Cooperation between the prisoners is not something to be encouraged. It sets a bad example ... for all our facilities.

HENNESSEY

I understand.

WEYLAND

I hope you do. No more mistakes ... Or you'll find yourself relieved.

HENNESSEY

Relieved! I can't be blamed for this.

WEYLAND

That's not the way the stockholders will see it.

HENNESSEY

I won't be made a scapegoat.

YUTANI

Then perhaps you'd prefer we made public your profiteering from Frankenstein's endorsement contracts?

Hennessey is stopped in her tracks. For once - speechless.

WEYLAND

Don't be naive. Deal with this. Now.

Hennessey is outmaneuvered. Vulnerable. It's a new, uncomfortable position for her.

HENNESSEY

Yes. Yes Sir.

YUTANI

Good. Then tell us, how do you intend to remedy the situation?

HENNESSEY

Frankenstein will be punished. Not officially of course, but where it counts - in front of the cameras.

GUNNER (O.S.).

Damn it!!!

INT. AUTO SHOP MORNING.

Gunner appears from beneath the Monster. Covered in oil. The car is hemorrhaging the dark black liquid.

GUNNER
Casing's cracked. Transmission's fried.

COACH
So fix it.

GUNNER
Yes chief.

Frank watches the team work. They are interrupted by a sudden announcement over the PA system --

P.A. ANNOUNCEMENT
All drivers and pit crews, report to the prison yard. All drivers and pit crews to the prison yard.

The gates to the auto shop slide open. Heavily armed Guards are waiting.

HENNESSEY (O.S.)
Tonight will see the final leg of this year's Death Race ...

EXT. PRISON YARD DAY.

It's raining freezing sleet, adding to the gloom of the walled yard. In the distance an immense storm cloud is gathering. All the remaining drivers and pit crews are present. Hennessey addresses them from a podium high above the yard. More than ever, the rain soaked prisoners look like Gladiators, with Hennessey as their corrupt Caesar. Frank glares at the Governor - knowing that she is responsible for keeping him from his wife and child - but powerless to do anything about it.

HENNESSEY
... and perhaps a new champion will arise, a five times winner ... The first man to ever gain his freedom.

Frank's eyes lock with those of the Governor. Frank doesn't blink, despite the freezing sleet. He doesn't know how, but he'll have his vengeance. In the end, it is Hennessey who has to look away.

HENNESSEY

When you race tonight, know that
the eyes of the World are upon you.

CLOSE ON Joe -- signature cigarette dangling from his lips.
He turns to his mechanics gathered around him.

JOE

(bored)

What is all this crap?

INTERCUT WITH:

INT. AUTO SHOP - TEAM FRANKENSTEIN

Ulrich enters the deserted workshop - everyone is outside
listening to Hennessey's speech.

Ulrich approaches the Monster.

EXT. PRISON YARD DAY.

Hennessey has finished her speech. She's turning away.
Frank eyes her, the armed guards, a section of scaffolding
close to the podium.

COACH (O.S.)

You'd never make it.

Coach is at his shoulder. Knows exactly what Frank is
thinking.

COACH

They'd cut you down.

FRANK

It's worth the risk.

Coach places a restraining hand on Frank.

COACH

Take that anger ... Use it.

Frank is still tensed. Ready to pounce.

COACH

Think of your wife and child. Win
the race. Earn your freedom.

Hennessey is safely back inside. The moment has gone.

FRANK
You really think she'll keep her word?

COACH
Not in a million years.

Frank looks at Coach in surprise.

COACH
But there may be another way ...

INT. PITS - TEAM FRANKENSTEIN DAY.

Coach and Frank are watching a REPLAY of last year's race. The moments leading up to the death of the original Frankenstein - Frank being chased by Joe, dumping his back armor, the H1 being hit - crashing through the Energizer Battery sign etc.

Coach suddenly freezes the image.

COACH
There.

Frank cranes forward to see the image better. WE DON'T SEE WHAT HE'S LOOKING AT. But we see a light in his eyes --Hope.

FRANK
Gunner! Lists!

They look up from where they're working on the Monster. Up to their eyes in oil and grease.

FRANK
I want you to double the width of the fuel lines.

GUNNER
Why the hell would you want that?

FRANK
How long would it take?

LISTS
(human computer mode)
The Rolls Royce Phantom has just over a quarter mile of fuel line.

GUNNER
To pull 'em all out you're talking days.

LISTS

You're back on the track in 6 hours
and ... 27 minutes.

But Frank's on a mission.

FRANK

A quarter mile? You double the
width of those lines, the car could
hold ...

(thinks fast)

LISTS

(beats him to it)

... another half gallon of gas.

GUNNER

A half gallon?! A HALF gallon!
You got a fuel tank that holds
fifty-five! What do you want with
a half gallon more? Coach!!

Gunner turns to Coach for support. But Coach just shrugs --

COACH

Give him what he wants.

Frank walks off.

GUNNER

And where are you going?

Gunner and Lists watch Frank walk straight across the track
towards Machine Gun Joe's pits. Into the very heart of the
enemy.

LISTS

(worried)

Oh ... This is not good.

INT. JOE'S AUTO SHOP DAY.

Joe's crew see Frank coming. Of course without the mask,
he's just plain old Jensen Ames, Comm.Tech. As Frank tries
to enter the auto shop, Joe's team cuts him off and surrounds
him. Like their boss, they're a tough looking bunch. Heavy
wrenches and lengths of metal piping in their hands.

JOE (O.S.)

Brave man ...

The crowd parts to reveal Joe.

JOE
... coming over here. Frankenfreak
send you?

Frank nods.

JOE
Well you tell your boss - I
appreciate what he did for me on
the track. But tomorrow's another
day, and he and I both know,
there's only one winner in this
race. That means just of us is
getting out of here. And the
other, he's just going to have to
die. And let me tell you ... I got
a lot of living left to do. So, if
expects my thanks ...

Joe smiles at his crew before turning back to Frank.

JOE
... tell him I sent flowers.

Joe and the crew laugh in Frank's face. Frank turns to go,
but then hesitates. To the surprise of Joe and his gang,
Frank turns back to face them. And the look on his face
tells us -- *this discussion is not over yet.*

INT. AUTO SHOP - TEAM FRANKENSTEIN DAY.

As Frank walks back, his team are already hard at work
replacing the fuel lines. List hurries over to see him.
Clearly impressed that he made it back in one piece.

LISTS
What did he say?

FRANK
He's sending flowers.

Suddenly Frank eyesight blurs. He stumbles, knocking over a
stack of oil cans.

LISTS
Hey! You okay?!

INT. AUTO SHOP - TEAM FRANKENSTEIN - LATER

Frank is seated. Coach shines a pen light in his eyes.
Frank squints, has to look away. Eyes streaming.

COACH

The sunburst did some kind of damage to your retina. I'm no doctor ...

FRANK

You can say that again.

COACH

But there's no telling when this could happen again.

FRANK

I'll be fine.

COACH

You could go blind out there.

FRANK

Listen to me.

(firm)

I need to win this race.

Coach shakes his head.

COACH

The shape you're in ... you're going to need to rely on Case.

FRANK

How can I trust her? After what happened last year?

But Coach just smiles.

COACH

Let me handle that.

P.A. ANNOUNCEMENT (O.S.)

All cars to the grid

INT. AUTO SHOP NIGHT.

P.A. ANNOUNCEMENT (CONT'D)

All cars to the grid. Race commences in fifteen minutes.

A tangled pile of old fuel lines litter the floor as the Monster is pushed out onto the track. Six hours have passed and the team are exhausted. But they've done it.

CASE (O.S.)

I hear you have trust issues ...

Frank turns to see Case.

CASE

Well consider them solved.

Left standing in the auto shop, where the Monster used to be, are two EJECTOR SEATS and PARACHUTES. Case has had them taken out.

CASE

Now we're stuck together ...

(smiles)

Till death do us part.

EXT. TERMINAL RACEWAY - STARTING GRID NIGHT.

The storm has finally reached the track, bringing with it savage winds and thick snowfall. Even through the driving snow, the glare from the floodlights is blinding. The air of excitement undeniable. There are only four cars left in the race. Frank, Joe, Grimm and Tofu.

INT. JOE'S ESCALADE NIGHT.

Joe pulls out of the pits. Beside him sits his fourth Navigator. He's justifiably pale and nervous --

NUMBER 4

It's an honor to navigate for you sir. My name is ...

JOE

(cuts him short)

Save it.

Joe smiles.

JOE

We won't have time to get acquainted.

EXT. THE GRID NIGHT.

Joe's Escalade pulls up alongside the Monster on the grid.

GOD (O.S.)

Looks like Joe's made a few changes. What's that on his car?

Two of Joe's precious machine guns have been replaced with a brace of HELLFIRE ROCKETS.

SAVANNAH
Looks like hellfire rockets.

GOD (O.S.)
"Hellfire Joe" ... Not sure I like
it.

INT. THE MONSTER NIGHT.

Case glances over at her partner.

CASE
You okay?

Frank is squinting. His eyes burning with the glare from the
floodlights.

FRANK
I'm good.

CASE
What's that?

On the dash is a brand new RED BUTTON.

FRANK
Small modification.

Ulrich BANGS on the roof of the car. Leans in. Quietly to
Frank --

ULRICH
Governor wants you to know. She'd
like the sign to remain intact this
time.

Above the stands a brand new WEYLAND CORPORATION sign has
been erected - to replace the one Frank blew up the previous
night.

ULRICH
So she's invited a couple of
guests. Little reminder of what
you're racing for. Where your
loyalties lie.

Ulrich glances to the stands. Frank follows his gaze.

EXT. THE GRID NIGHT.

GOD (O.S.)
What's this?

new

Frank has climbed from his car. He's walking through the snow over to the stands. The crowd is going crazy!

SAVANNAH

Looks like Frank has gone walkabouts. He's working the fans like a pro'.

Frank stops in front of the 3 inch plexi wall that separates the fans from the lethal racetrack. There, sitting in the front row are and Suzy and Piper. His wife and child in the flesh. Behind them sit two GOONS. Suzy and Piper are clearly not here of their own choice. Piper especially seems lost and afraid amongst the cheering fans.

As the crowd goes berserk at seeing their hero so close, Frank walks right up to Suzy and Piper. Of course, they have no idea who he really is - his face hidden behind the black steel mask. Frank stares at his wife and child. So close, but still out of reach. Even behind the mask, we can feel the emotion.

Frank puts his hand up against the plexi. We've seen the gesture before and so has Suzy. Her eyes light up in surprise. Is this her husband?

Call it childish intuition, but Piper has no such doubts --

CLOSE ON - Piper's hand as she places it against the plexi, matching Frank's. His huge gloved fingers dwarfing hers. Father and daughter touching through the reinforced glass.

INT. THE MONSTER NIGHT.

Frank gets back in the car. Even with his face hidden, you can see the man is devastated.

CASE

That them?

As always, Frank has Piper's card pinned up in the Monster. The happy family drawn in crayon. Frank nods.

FRANK

(quietly - almost to himself)

Seven years I spent in prison.
Made myself like a rock. Had to,
to survive. You know the rules ...
don't care for no one, don't trust
no one. Only one person counts.
Number one.

(beat)

Only way to get through.

Frank glances back at the stands. At his wife and child.

FRANK

But what I realized is this.
Without them ... I don't want to go
on.

(turns to Case)

I have to get out.

Outside, the starting lights flash RED.

CASE

Frank. Do what you do.

The lights change from RED to YELLOW.

CASE

Drive. Win.

EXT. TERMINAL RACEWAY - STARTING GRID - CONTINUOUS

EXTREME CLOSE UP on the starting lights as they go to GREEN and 4 sets of tires burn rubber. Frank leaps into first, but the others are close behind. Visibility is down to 50 feet because of the snowstorm, and the road is extra treacherous with black ice. The effect is to make the once familiar track a dangerous new battleground.

GOD (O.S.)

With only four racers left, there's plenty of swords and shields to go round, so this final leg is gonna' get bloody! And it's gonna' do it fast!

In quick succession, the racers begin to pass over the Sword and Shield symbols, while deftly avoiding the Deaths Heads. Cars loom unexpectedly out of the driving blizzard, gun blazing, rockets cutting vapor trails through the icy air.

INT. THE MONSTER - CONTINUOUS

Alarms light up the H.U.D.

CASE

Missile lock!

Frank glances back to see - Tofu. The Japanese racer tucks in behind the Monster and takes aim.

INT/EXT. TOFU'S CAR - CONTINUOUS

A side panel folds out of the car to reveal a mean looking ROCKET. This is a Tank Killer. It'll reduce the Monster to rubble.

TOFU

Fire!!

CLOSE ON the Rocket as the engines begin to ignite, but suddenly the Japanese car is side swiped by Grimm! Tofu goes straight over a Death's Head and all the weapons systems in his car die immediately.

TOFU

(furious)

Bakayaro!! Kusottare Grimm!!
Kusai Gaijin!!

CLOSE ON the Rocket as its engines die. It's still mounted on the car. Never got a chance to launch.

Grimm CRUNCHES into Tofu one more time and forces the Japanese car against the side wall. The panel holding the impotent rocket is forced to close, and the rocket folds back into Tofu's car.

INT. TOFU'S CAR NIGHT.

All weapon systems are down. Tofu screams at his cute Navigator - in EGG GIRL make-up and a Harajuku cool top.

TOFU

Tsugi no Ken wa Dokoda?

EGG GIRL

Saisho ni Kangaenakya!

TOFU

(in a rage)

Damatte Sagase!!

EXT. TERMINAL RACEWAY NIGHT.

Tofu accelerates, driving recklessly, intent on revenge. He bears down on Grimm. Has him in his sights.

A lit Sword Symbol is just ahead.

INT/EXT. TOFU'S CAR - CONTINUOUS

Tofu has a clean shot at Grimm as he passes over the Sword Symbol. Immediately all offensive weapons systems are reactivated.

TOFU

Ikuzo!

CLOSE ON -- the Tank Killer Rocket as the engines re-ignite, picking up exactly where it left off.

Only trouble is, the rocket is now INSIDE Tofu's car.

A searing flash of heat and a sudden blinding light give a split second warning to Tofu. Letting him know what he has done.

TOFU

Chikusho!!

Then the rocket launches WITHIN the car and EXPLODES immediately.

EXT. TERMINAL RACEWAY - CONTINUOUS

The whole side of Tofu's car is consumed by the blast. The blazing shell of the vehicle is thrown twenty feet into the air, before crashing back to the raceway.

INT. AIRPORT TUG NIGHT.

Grimm high-5s Foxy.

GRIMM

Thirty Points!!! I'm the man!

FOXY

200 yards to Frank and closing.

GRIMM

I'll get him on River Run. Knock his ass clean into the East River.

Grimm drops the hammer and his armored behemoth surges forward.

EXT. TERMINAL RACEWAY - RIVER RUN - ARIEL SHOT NIGHT.

A swarm of News Rotors fight through the snowstorm for airspace as Grimm closes on The Monster.

INT. THE MONSTER NIGHT.

The Monster shudders as Grimm rear-ends the car.

CASE

Frank!

But Frank's vision blurs. The snowstorm becoming a hazy whiteout. Grimm slams into them again. The Monster barely staying on the road.

CASE

Frank! Do something.

Frank shakes his head, trying to clear his vision.

INT. AIRPORT TUG - CONTINUOUS

The Monster is spraying thick jets of oil at the airport tug. But Grimm has the enemy in his sights.

GRIMM

Got you now!!

He drops the hammer and the tug surges forward. Ramming speed!

INT. THE MONSTER - CONTINUOUS

Frank's vision clears. He sees Grimm, right on top of them!

EXT. TERMINAL RACEWAY - RIVER RUN - CONTINUOUS

At the last second, Frank swerves out of the way, leaving Grimm on a collision course with the guard rail!!

The airport tug SMASHES through the railings, and PLUNGES into the dark waters of the East River.

INT. AIRPORT TUG - DEEP UNDERWATER NIGHT.

Grimm is trapped - a broken leg wedged under the steering column. Foxy Brown is out cold. As the water pressure builds, SPIDERWEBS of cracks spread across the windshield. Grimm watches as the river bed races up to meet him.

GRIMM

I hate New York ...

The windshield finally gives way in an EXPLOSION of glass.

EXT. TERMINAL RACEWAY - RIVER RUN NIGHT.

Joe's Escalade races past the twisted remnants of the guard rail where Grimm crashed. There are only two cars left now. Frank and Joe. Joe tucks in behind the Monster, unleashing his 50mm machine guns. He makes no attempt to use his newly mounted Hellfire missiles. Saving them for something.

INT/EXT. THE MONSTER - CONTINUOUS

Frank's car is feeling the impact of the incoming fire.

CASE

Activating countermeasures.

Clouds of acrid black smoke spew from the rear of the Monster.

COACH (O.S.)

Frank ... You've got problems.

The Monster is rocked with gunfire.

FRANK

Tell me about it.

COACH (O.S.)

That's not what I mean.

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

Coach glances over at Lists. He's sitting in front of his computer. Studying the wire-frame of the Monster.

LISTS

I've been running diagnostics on the car. I think you have something onboard.

FRANK (O.S.)

Something?

LISTS

I can't be sure ... but it seems to be giving off the signature of an explosive device.

FRANK (O.S.)

How the hell did that happen?

COACH

Hennessey's pep talk ...

FLASH CUT -- back to Ulrich as he enters the deserted workshop - everyone is outside listening to Hennessey's speech. Ulrich approaches the Monster.

LISTS

Whatever it is, it's giving off a low level electrical emission. For me to trace it, you're going to have to shut down all extraneous electrical devices.

INT. THE MONSTER - CONTINUOUS

FRANK

Extraneous electrical devices ... what the hell are you talking about?

LISTS (O.S.)

(beat)

The weapons systems.

CASE

WHAT!

Joe emerges from the cloud of smoke behind the Monster. He has Frankenstein in his sights again. Frank and Case are rocked by the impact of the 50mm shells.

COACH (O.S.)

You have to disable the weapons systems in the Monster.

CASE

In case you hadn't noticed ... We're in the middle of a war here!!

Case sprays sheets of liquid napalm at Joe to make him back off.

COACH (O.S.)

It's the only way.

Frank nods.

FRANK

Alright. Offensive or defensive?

LISTS (O.S.)

Both.

(beat)

Sorry.

EXT. TERMINAL RACEWAY NIGHT.

CLOSE ON -- A Death's Head Symbol. It's the same Death's Head that Tofu passed over earlier. We know that it disables all the weapons systems in the car.

And now the Monster is headed straight for it.

INT. THE MONSTER NIGHT.

CASE
This better work.

They pass over the Death's Head and immediately --

CASE
Weapons systems deactivated.

LISTS (O.S.)
Running diagnostics.

FRANK
Be fast.

INT. JOE'S ESCALADE - CONTINUOUS

Up ahead, the Monster stops spewing oil, smoke and napalm. Joe's fourth navigator looks up from his screens. He can hardly believe it.

NUMBER 4
He's lost his weapons.

Joe just laughs.

JOE
Light me ...

Number 4 lights the cigarette clenched between Joe's lips.

JOE
It's party time!

EXT. TERMINAL RACEWAY NIGHT.

Joe tucks in behind Frank. The Escalade begins pumping thousands of rounds into the back of the Monster.

EXT. THE MONSTER - CONTINUOUS

The thick armor plating that protects the rear of the Monster is starting to look like Swiss Cheese.

INT. THE MONSTER - CONTINUOUS

Frank checks the Escalade in his mirror. Joe seems to hold all the cards. Suddenly, frighteningly, this is starting to look like a replay of last year's race.

FRANK

Coach?

COACH (O.S.)

(calm)

Almost there.

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

Coach covers his mic. so Frank can't hear.

COACH

Lists?

Lists is hunched over his keyboard. His grim expression says it all.

EXT. TERMINAL RACEWAY - BLEEKER TUNNEL - CONTINUOUS

As the cars enter Bleeker, Frank pulls every trick in the book, trying to lose Joe. But Joe hangs in there - the 50 calibre machine guns never letting up for a second.

INT. THE MONSTER - CONTINUOUS

The noise is deafening. The stricken car is starting to fill with smoke.

FRANK

(concerned)

How are we?

CASE

Done.

The Monster suddenly JOLTS to one side.

FRANK

Losing power to the steering!

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

COACH

Lists!

LISTS

Got it!!!

INT. THE MONSTER - CONTINUOUS

COACH (O.S.)

Access hatch in the rear
transmission. Below the napalm
tank.

Case DIVES into the back of the Monster.

CASE

I'm on it!

FRANK

Coach, I've got to get some
firepower ...

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

Coach leans over Lists - scanning his computerised map of the
circuit.

COACH

Nothing lit ... Not for another
half lap.

FRANK (O.S.)

We won't last that long.

INT. HENNESSEY'S OFFICE - CONTINUOUS

Hennessey watches the race with satisfaction. Turns to
Ulrich at the Control Board.

HENNESSEY

Arm the explosive. If Joe doesn't
finish him, we will.

INT. THE MONSTER - CONTINUOUS

Case has just uncovered the EXPLOSIVE DEVICE when its sleek
radio antenna receives the signal and the "armed" light turns
to green.

CASE

Shit!

Joe is still right behind them. The car is rocked with the incoming fusillade. Small electrical fires are starting everywhere. The Monster is doomed.

FRANK

(desperate)

Coach?

COACH (O.S.)

Still a quarter lap to the next symbol.

Frank turns to Case. A beat.

FRANK

Prepare to eject the rear shield.

Case looks at Frank. Deja Vu.

INT/EXT. THE MONSTER/ESCALADE - CONTINUOUS

FRANK

On my mark. Three ...

A hundred bullet hits spark off the back of the Monster.

FRANK

Two ...

CLOSE ON Joe's 50 calibre guns, their muzzles red hot, but never letting up for a second.

FRANK

One ...

CLOSE ON FRANK --

Cold. Calm. Collected.

FRANK

Mark ...

CLOSE ON THE MONSTER'S REAR ARMOR --

As explosive bolts blow and the entire bullet riddled rear of the Monster is EJECTED. The armor plating tumbles across the road like a black steel tombstone - headed straight for Joe's car.

An EXACT REPLAY of last year's race. ONLY NOW --

INT. ESCALADE - CONTINUOUS

Joe hauls on the wheel and the giant slab of steel MISSES the Escalade COMPLETELY.

JOE

(smiles)

That trick don't work twice.

EXT. TERMINAL RACEWAY - RIVER RUN - CONTINUOUS

As the cars enter River Run, the Escalade speeds forward. Closing for the kill.

GOD (O.S.)

Joe's coming up fast and Frank is out of options.

With the back armor gone, and the fuel tank exposed, the Monster is a sitting duck.

EXT. TERMINAL RACEWAY NIGHT.

The Monster tears past Savannah --

SAVANNAH

It's the last lap and Frank leads!
But with a car in bad shape, no
back armor and no guns ...

Joe TEARS past in pursuit of Frank. His 50s at the ready.

SAVANNAH

Joe seems to hold all the cards!

EXT. TERMINAL RACEWAY - STANDS - CONTINUOUS

CLOSE ON Suzy, holding Piper tight. Hoping and praying that her husband will somehow make it.

INT. THE MONSTER - CONTINUOUS

CASE

(looks behind)

Joe's coming up fast.

COACH (O.S.)

Lit Shield in a quarter lap.

But it looks doubtful if they will even make it that far.
The car is literally FALLING APART around them.

EXT. TERMINAL RACEWAY NIGHT.

CLOSE ON the lit Shield Symbol. In the background we see Frank racing towards it. Joe in close pursuit.

The Monster has ALMOST reached the Symbol, when Joe unleashes one of his Hellfire missiles. It streaks past the Monster and EXPLODES on impact with the Shield. Blowing the Symbol, and any chance that Frank may have had, to high heaven!!

SAVANNAH (O.S.)

Awesome move by Joe who has denied
the Monster any chance of weaponry!

GOD (O.S.)

Only one racer will leave this
track a free man. And surely the
end is in sight for Frankenstein!

INT. JOE'S ESCALADE NIGHT.

Joe has the stricken Monster in his sights. Up ahead is the "ENERGIZER" billboard - the one the H1 had smashed through last year. This is turning into an exact REPLAY of Frankenstein's death.

Joe's fourth navigator ARMS the second Hellfire missile.

NUMBER 4

Locked on.

EXT. PITS - TEAM FRANKENSTEIN - CONTINUOUS

Coach glances over at the ejector seats - the ones Case had taken out - sitting uselessly in the pits. There's no escape for Frank and Case now.

INT. JOE'S ESCALADE - CONTINUOUS

JOE

Prepare to fire.

Joe smiles. Victory.

JOE

NOW!

INT/EXT. THE MONSTER NIGHT.

Case sees the Rocket coming. Seconds from impact. A tragic replay of last year, only now there will be no bailing out.

CLOSE ON --

The Rocket, moments from impact.

CLOSE ON CASE --

Timing it perfectly. Almost as if it were planned --

CASE

Now!

Frank eases the steering wheel SLIGHTLY and --

The Rocket skims past the side of the Monster. Passing so close it leaves BURN MARKS down the side of the car.

EXT. TERMINAL RACEWAY - CONTINUOUS

The Rocket impacts with the "ENERGIZER" billboard. In an instant the billboard is VAPORIZED. For a moment, the Monster and the pursuing Escalade are SWALLOWED by the thick cloud of rubble and dust.

When the smoke clears, both cars are GONE.

INT. HENNESSEY'S OFFICE - CONTINUOUS

Hennessey leaps to her feet.

HENNESSEY

What the hell just happened?

EXT. TERMINAL ISLAND - ARIEL SHOT NIGHT.

Just like last year, a gaping hole has been left in the raceway wall - where the Energizer Billboard used to be.

Both the Monster and the Escalade have left the track and are tearing down a service road that leads to the bridge off the island. Intent on escape!

INT. HENNESSEY'S OFFICE - CONTINUOUS

HENNESSEY
(furious)
What the fuck is going on!!

INT. JOE'S ESCALADE - CONTINUOUS

Joe pulls level with the Monster. Gives Frank and Case the thumbs up.

FLASH CUT: To the moment when Frank confronted Joe in the pits --

JOE
... tell him I sent flowers.

Joe and the crew laugh in Frank's face. Frank turns to go, but then hesitates. To the surprise of Joe and his crew, Frank turns back to face them. And the look on his face tells us -- this discussion is not over yet.

Well, it looks like Frank got through to him after all.

INT. PITS - TEAM FRANKENSTEIN

Coach, Gunner, Lists and the rest of the team are whooping and hollering!! A real life escape, live on TV!

As they celebrate, THE CAMERA TRACKS over to the MONITOR that Coach and Frank had been studying earlier. It is still frozen where Coach stopped it - on an image from last year's race. The hole in the wall where the billboard used to be. A view over Manhattan. A potential escape --

This was Frank's plan all along.

MATCH CUT TO:

EXT. TERMINAL ISLAND NIGHT.

The same hole in the wall. PRESENT DAY. Prison Vehicles pour through the gap, in pursuit of Joe and Frank.

EXT. TERMINAL ISLAND - APPROACH BRIDGE - CONTINUOUS

The Monster and the Escalade are headed straight for the Main Gates and freedom. Except ...

CLOSE ON -- The AGGRESSOR BATTLE TANK (the one Jensen saw when he first entered the prison). The Aggressor rolls onto the bridge in pursuit. Its turret swivels to target the Monster. The Aggressor has a clear shot at the exposed fuel tank.

Despite all his smarts, it looks like the new Frankenstein will die just like the old one.

INT. THE MONSTER - CONTINUOUS

Frank indicates the brand new red button on the dash.

FRANK

Now would be a good time.

Case hits it and --

EXT. THE MONSTER/APPROACH BRIDGE - CONTINUOUS

Explosive bolts blow, EJECTING the gas tank from the rear of the Monster. Frank's little "modification". The 55 gallon tank tumbles across the road headed straight for the Aggressor. The tank hits just as the Aggressor fires. The Aggressor is enveloped in a MASSIVE EXPLOSION.

The entire width of the bridge is ENGULFED in flaming gasoline. Preventing the posse of pursuing prison vehicles from passing. Frank and Joe are home free.

INT. THE MONSTER - CONTINUOUS

Frank looks back at the inferno he's left in his wake.

FRANK

How many points for that?

Case looks at him in awe.

EXT. TERMINAL RACEWAY - STANDS - CONTINUOUS

If Case is in awe, the crowd are in ecstasy, cheering on the escape --

THE MOB

Frank-en-stein!! Frank-en-stein!!
FRANK-EN-STEIN!!

CLOSE ON --

Suzy and Piper. On their feet in excitement!!

INT. HENNESSEY'S OFFICE - CONTINUOUS

Hennessey is furious.

HENNESSEY

Finish him. Now!

Ulrich triggers the explosive device.

EXT. TERMINAL RACEWAY - CONTINUOUS

The radio signal reaches the sleek antenna, but to no avail. For the antenna has been torn from the explosive and lies abandoned at the side of the road - where Case had tossed it.

INT. HENNESSEY'S OFFICE NIGHT.

HENNESSEY

(furious)

Damn him!!!

She hurls her glass of ice water against the floor to ceiling window. Fine shards of expensive crystal rain down.

ULRICH

The Joint Presidents are on the line.

More bad news. On the Control Board, we see the stone cold images of Weyland and Yutani. Waiting to rip Hennessey a new one. The prison's surveillance cameras show the Monster and the Escalade bursting through the prison's main gate. Headed for freedom. Hennessey is going crazy --

HENNESSEY

GET THEM BACK!

EXT. TERMINAL ISLAND - HELIPORT NIGHT.

Heavily armored Prison Guards scramble onto the waiting Rotors.

EXT. EAST RIVER NIGHT.

Six Rotors take off and thunder overhead. Skimming the water, headed straight for the Manhattan skyline.

INT. THE MONSTER NIGHT.

THE CAMERA is INSIDE the workings of the engine. We see that Gunner has made extra wide fuel lines, just as Frank asked. So for a while, the Monster can run with just the juice in her veins. We watch as the gasoline is sucked up INSIDE the fuel pipes. The Camera chasing behind it.

COACH (O.S.)

Those widened fuel lines should see
you to the finish.

EXT. MANHATTAN - BROADWAY NIGHT.

The two battered cars race through the wintry streets of New York towards the bright lights of Times Square. Joe's Escalade pulls level with The Monster. We see that Joe's fourth Navigator has caught a stray bullet. Another one dead, but Joe hardly seems to notice.

Joe, signature cigarette firmly between his teeth, salutes Frank.

FRANK

(shouts)

Good luck!

Joe gives him a thumbs up. Then without warning, another car appears from a side street. Right in front of Joe! Joe hauls the wheel to one side and his car CRASHES straight through the front window of NEIMAN MARCUS.

INT. NEIMAN MARCUS - CONTINUOUS

Joe's car plows through row upon row of clothing and Christmas gifts. Well dressed mannequins are ground under the tires. The car finally crashes into a stairwell and tips onto its side.

Fuel from the ruptured fuel tank is leaking everywhere.

EXT. MANHATTAN - ARIEL SHOT NIGHT.

The six prison rotors hurtle between the towering spires of glass and steel.

EXT. TIMES SQUARE NIGHT.

The place is decorated for Christmas and the crowd are going crazy. Up on the Jumbotron, they see The Monster entering Times Square. Frankenstein is here!!

INT. THE MONSTER NIGHT.

Already the crowds are surging towards the car.

CASE

Time for Frankenstein to meet his public.

Frank nods. He seems suddenly hesitant. These two have been on quite the journey since their first meeting. A real bond/sexual energy has built up between them.

FRANK

You're sure you want to go through with this?

CASE

I'm sure.

She looks up at the hordes of people streaming towards the car. Desperate to meet their hero.

CASE

Out there I'm nobody. In here ...
(indicates the car)
... I'm the best. I want my shot.

EXT. BROADWAY NIGHT.

One of the Prison Rotors hovers outside of Neiman Marcus. A dozen heavily armed Guards rappel to the street. But as they approach the shattered storefront, the leaking gasoline from Joe's car finally IGNITES.

Guards are blown off their feet as the whole store EXPLODES out into the street in a giant FIREBALL.

EXT. TIMES SQUARE - ARIEL SHOT NIGHT.

The remaining five Rotors thunder over the fifty thousand strong crowd. At the heart of the mob is the Monster.

EXT. THE MONSTER NIGHT.

Frankenstein climbs out of the car and onto the roof.
Immediately the cry goes up.

THE MOB
Frank-en-stein!!! Frank-en-
stein!!! Frank-en-stein!!!

We see Frank outlined against the Jumbotron screen. In fact EVERY screen in Times Square is showing the same kind of image. People chanting across the entire globe. In the housing blocks of Delhi, the apartments of Berlin, the towers of Kyoto.

The cry goes up --

WORLDWIDE
FRANK-EN-STEIN!! FRANK-EN-STEIN!!
FRANK-EN-STEIN!!

CLOSE ON FRANK --

More popular than ever.

Frankenstein pumps his fist into the air and the crowd goes wild. And at that exact moment, Frankenstein is caught in the multiple SPOTLIGHTS of the prison Rotors.

A mythic figure if ever there was one.

CLOSE ON FRANK'S EYES --

The rest of his face hidden by the black steel mask. And for the first time, we notice that Frankenstein's eyes are not the cool blue of the contact lenses, or even the warm brown of Jensen's real eyes.

The eyes of the new Frankenstein are emerald green.

Case's eyes.

EXT. TIMES SQUARE - SUBWAY - CONTINUOUS

A figure stands at the top of the steps to the subway. He wears a dirty set of overalls. Oil has been smeared across the logo on the back, but you can still read the faint outline of the word -- TERMINAL.

Of course, it's Jensen. He has his old name back now. He's no longer Frank. For now, someone else wears the mask - Case. She has taken Jensen's place, giving him time to slip away.

As Prison Guards rappel from the Rotors, Jensen watches the crowd go crazy over Frankenstein. Fighting starts to break out. The mob doesn't want to be parted from its hero.

PASSER BY (O.S.)

Looks like Case got her shot.

Jensen turns to see the PASSER BY. It's Joe. Now dressed as a civilian, but with his signature cigarette still in his mouth.

JOE

Should have known it was you.

Joe shove a bundle of clothes into Jensen's hands. They all still have the tags of Neiman Marcus.

JOE

Merry Christmas new fish.

On top of the pile is an awful Hawaiian shirt.

JOE

Told you I'd send flowers.

Jensen takes one last look at Case/Frankenstein.

JENSEN

Let's go.

As the two unlikely partners head down the subway steps, Jensen snatches the cigarette from Joe's lips and grinds it underfoot. Joe bristles, but Jensen points to a big sign at the entrance to the subway.

JOE

Damn ...

It's a NO SMOKING sign.

JOE

... Civilian Life is going to take
some getting used to.

Jensen and Joe disappear into the subway. The only two figures going against the tide -- everyone else is surging UP the steps, desperate to catch a glimpse of Frankenstein.

In a matter of moments, the two ex-cons have vanished.

INT. TERMINAL ISLAND - HENNESSEY'S OFFICE NIGHT.

ULRICH

Frankenstein has been retrieved.
He's on board a rotor headed back
to the prison.

HENNESSEY

About Goddamn time. Release his
wife and child.

Ulrich nods to a GUARD who hurries off.

ULRICH

More good news. Ratings are off
the charts. Congratulations and
gifts are coming in from all the
networks.

Ulrich hands her a beautifully wrapped package. It bears the
VIACOM logo.

ULRICH

The first of many.

Hennessey sips a cool glass of water. Order restored.

ULRICH

You win again.

Hennessey looks out over her domain as she unwraps the Viacom
gift.

HENNESSEY

In the end ... I always win.

Inside the gift wrapping is the hand-made card from Piper -
"HURRY HOME DADDY". Off Hennessey's surprised look, we see
that beneath the card is the BOMB - the exact same one that
had been planted in the Monster - the one intended for
Frankenstein and Case. But now it has been returned to
sender.

A new radio antenna has been jury rigged to the bomb.

The "ARMED" light illuminates.

EXT. TERMINAL RACEWAY - CONTINUOUS

Coach steps into frame. Behind him are the huge glass
windows of Hennessey's office. Coach sniffs the air. The
heady smell of race fuel, burnt rubber and gunsmoke.

He holds a radio transmitter in his hand. His finger hits the button.

COACH

Damn ...

Behind him, Hennessey's Office (along with Hennessey and Ulrich) is VAPORIZED in a GIANT FIREBALL. Coach doesn't turn. Doesn't even flinch. He just smiles.

COACH

... I love this game!

TURBO CUT TO
BLACK:

FADE UP ON --

The Death Race in full swing. A year has passed and Frankenstein is in the lead. (S)he is better than ever.

PULL BACK TO REVEAL --

Jensen, watching the race on TV. Jensen is tanned and relaxed. Wears ripped jeans and the faded shirt Joe gave him. He sips a cold beer and smiles. Case got her shot.

WIDER STILL --

To reveal a packed TIKKI BAR. All the customers glued to the screen. Despite the tropical heat, the place is decorated for Christmas. A beautiful young girl appears at Frank's shoulder - it's Piper.

PIPER

I'm bored.

JENSEN

(smiles)

Good.

He scoops her up. Leaving the race behind without a second thought.

JENSEN

Because it's time to meet your mom.

WE PAN with Jensen as he carries Piper out of the thatched hut, to reveal the perfect Caribbean Beach. It's deserted - everyone else is inside glued to the race. Leaving paradise to Jensen, Piper and Suzy.

Suzy waits by the crystalline ocean. Dressed for the beach, not a care in the world. Jensen kisses his wife and the three walk off down the beach.

The sounds of the race lost in the crashing of the warm waves
and the smooth tones of Sinatra --

FRANK SINATRA

"Oh the weather outside is
frightful ... But the fire is so
delightful ... And since we've no
place to go ... Let it snow, let it
snow, let it snow ..."

Frankenstein will return in --

DEATH RACE 3000