

DEEP SKY

by Matt Johnson

FADE IN:

OUTER SPACE

We're looking at EARTH from 50,000 miles out. An enormous blue and white ball pulsing in black space. It's the classic image. We've seen it a million times.

But then something new catches our eye...

White shapes above the planet. Hundreds of them, like an armada of miniature stars circling the globe.

They are SPACE STATIONS.

All shapes and sizes. Under all stages of construction. Smaller craft dart among them like errant fireflies.

OFF SCREEN VOICE
(filtered)
Thirty seconds.

A HEADS-UP DISPLAY (HUD)

frames our vision, a see-through instrument panel giving us indicators for things like: *Pitch, Yaw, Thrust...*

Then we look down. At our boots...

We're standing on the titanium skeleton of a--

SPACE STATION UNDER CONSTRUCTION

A gigantic erector set of beams and girders stretching hundreds of stories beneath us.

It gives "vertigo" a new meaning.

VAL DALTON is the man wearing the boots, standing on the giant alloy frame. His black form-fitted PRESSURE SUIT with integrated life support and propulsion systems make him as much spaceship as spaceman.

Through the visor of his helmet, the helmet we were looking out of before, we can see his face, illumined by the glowing HUD. He looks down. He focuses on something--

An OBJECT, far below, moving steadily up the side of the station. A flickering green light moving with it.

OFF SCREEN VOICE (CONT'D)
(filtered)
Fifteen seconds.

(CONTINUED)

Val glances at his partner...

JARRETT REED

Tethered to Val, Jarrett aims something the size of a small flashlight, a LIGHT TOOL, at the approaching object.

Val pulls a GRAPPLE GUN from his utility harness.

OFF SCREEN VOICE (CONT'D)
(filtered)
Ten seconds.

The object's getting closer. It's a DRONE LIFT - the mid-23rd century's version of a construction elevator - towing a large ANTENNA DISH. The lift is connected to the station only by flickering patterns of GREEN LASER LIGHT that guide it upward.

OFF SCREEN VOICE (CONT'D)
(filtered)
Five.

Jarrett's light tool fires. He swipes it across his glove -- and his entire suit GLOWS GREEN. He turns and passes the tool across Val's glove. Val's suit lights up to match.

Both men stand ready, glowing green to match the approaching laser light show, dwarfed by the enormous structure reaching above and below them, a big bad moon rising behind him.

They're the coolest two astronauts you've ever seen.

OFF SCREEN VOICE (CONT'D)
(filtered)
Three, two, one...

The lift arrives. Val FIRES his gun. The grapple FUSES to the antenna dish and Val and Jarrett are YANKED off the station and onto the moving lift, their suits conducting the laser light, allowing them to pass through the beams without breaking them.

Val holds onto the grapple tether with one hand, dangling in space off the back of the lift.

VAL
We're on.

OFF SCREEN VOICE
(filtered)
You got two minutes.

(CONTINUED)

Val pulls them onto the dish. They each clip themselves to it as the massive station moves past them at a tremendous rate.

JARRETT unscrews a panel from the face of the dish.

VAL inserts a laser cutting wand into the opening. Flashes of blue light discharge deep in the innards of the antenna.

VAL'S POV: His gloved hands work smoothly to detach his prize - a component inlaid with big yellow crystals.

OFF SCREEN VOICE (CONT'D)
(filtered)
Get a move on, guys.

Jarrett looks at the small PORTHOLES on a completed section of space station awaiting the arrival of the lift and its cargo. The portholes are rapidly getting closer.

Jarrett checks on Val.

VAL'S POV: The component is almost detached when suddenly Val's HUD...SHORTS OUT.

His suit GOES DARK and the green laser beams BREAK across his body. Val looks at Jarrett, sees his mouth open in a silent YELL. Then Val's HUD flicks back on. A RED WARNING LIGHT flashes. Sound now matches Jarrett's moving mouth...

JARRETT
--Stumpers! Abort! Abort!

Jarrett unclips from the dish, drifts out waiting for Val...

OFF SCREEN VOICE
(filtered)
Get outta there! I got readings all over the place!

Val looks down to see--

A MASS OF WHAT LOOK LIKE SMALL METALLIC BIRDS

--SWARMING up from below, seemingly from out of nowhere.

These are STUMPERS - mean, nasty, robotic "guard dogs."

Val yanks a standard crescent wrench from his harness and monkeys it into the dish.

JARRETT
Val! Forget it! Leave it!

(CONTINUED)

Val works the wrench, reaches in with his other hand...

OFF SCREEN VOICE
(filtered)
Get out, get out! They're all over
you!!

...and PULLS OUT the component. Val unclips and throws Jarrett a quick "thumbs up."

There is a BRIGHT flash from Jarrett's THRUSTER PACK and he TAKES OFF, straight out from the space station. Val is JERKED along on the tether. Both men rocket away into space.

Val looks back...

As the space station rapidly recedes, the robotic Stumpers BUZZING the lift, just missing their prey.

OFF SCREEN VOICE (CONT'D)
(filtered)
We got visual. You're clear.

The thruster cuts out. Jarrett pulls a release and the empty pack spirals away into space just as a small SPACECRAFT maneuvers into position above them. It's a nondescript, beat-up, utilitarian "HAULER" -- the Ford Econoline Van of the inner solar system.

Val unhooks the tether between Jarrett and himself -- then fires his BOOT THRUSTERS. Propellant pushes him forward.

JARRETT
Open the airlock, Kellogg.

Val streams headfirst towards the hauler as the outer airlock doors open. He pulls his legs to his chest and coasts into--

THE HAULER AIRLOCK

Val grabs a handhold and jerks to a stop. He glares through a thick window at KELLOGG, spindly, Iggy Pop-looks, standing on the other side. His is the filtered voice we've been hearing O.S. Now it sounds defensive.

KELLOGG
(filtered)
You watched me run the suit before we
took off, Val. It checked out.

Val glares at Kellogg as Jarrett enters the air lock. The outer doors close. There is a loud HISSING as repressurizing commences.

INT. HAULER CORRIDOR - MOMENTS LATER

Val walks after a hastily retreating Kellogg.

KELLOGG

I don't know what happened. I'll
tear it down soon as we get home.

Val pulls off his helmet, giving us a clear look at his face -
young, handsome, contained...but mad.

VAL

How about right now. Outside. Take
your time. Rest of us'll go on home,
send someone back for you tomorrow.

Jarrett walks up -- he's ten years Val's senior, cowboy-jawed,
steely-eyed. Calmer, wiser. Settled is more like it.

KELLOGG

You know, Jarrett, Val ought to show
his tech man a little respect.

Jarrett holds up the stolen dish component.

JARRETT

He just made us one point two.
Sounds respectful to me.

Val grins and lights a cigarette. Kellogg shakes his head,
disgruntled, turns and heads towards the bridge. Val starts
after him, but Jarrett lays a firm hand on his shoulder.

JARRETT (CONT'D)

Next time I call abort and you feel
like sticking around, I'm leaving
without you.

Val grins through his cigarette.

VAL

Promise?

INT. HAULER BRIDGE

Val straps into his seat, cigarette dangling from his mouth.
Jarrett takes a seat across from him as Kellogg buckles in
shotgun. ANDERS, the young pilot, takes the wheel.

ANDERS

Trajectory's locked. Translunar
injection burn in ten ticks. Put
that cigarette out, Val.

(CONTINUED)

Val takes a big drag on his cigarette and holds the smoke in his lungs as he grinds the butt into the wall behind him.

ANDERS (CONT'D)

Five, four, three, two, one, burn.

EXT. THE HAULER

The rocket ports on the back of the ship FLARE. The hauler moves out.

HAULER BRIDGE

As the G's press him into his seat, Val exhales the cigarette smoke in a long, steady stream.

Jarrett shakes his head, trying not to smile. Val grins. No hard feelings between these two.

EXT. THE HAULER

The ship cuts a fast course for the moon.

CUT TO:

EXT. LUNAR CONSTRUCTION COMPLEX (LCC) - THE MOON

An industrial complex sprawling three Chicagos big across the lunar surface. Truck convoys stretch from the complex to the horizon; a freeway's worth of spaceship traffic constantly flies in and out. It's always rush hour on the moon.

ANDERS (O.S.)

Hey, the kid's back.

KELLOGG (O.S.)

Mullins, my man.

INT. BAR - LCC

Dark booths and hazy light. Dartboards. Workers come here when their shift is over.

Val, Jarrett, Kellogg, Anders sit at a booth in the back, drinking and smoking. MULLINS, baby of the bunch, mop head of tousled hair, cocky smile, exchanges hand shakes and back slaps as slides into the booth.

VAL

How was Mars?

Mullins shrugs like it wasn't much.

(CONTINUED)

MULLINS
Climbed the ice cliffs below Mount
Olympus. Got laid. Twice.

KELLOGG
That's twice more than Jarrett in as
many years.

Mullins cracks a shit-eating grin. Val offers him a smoke.

VAL
You ready to go back to work?

Mullins takes the cigarette, gets serious.

MULLINS
What's up?

Val leans in, lowers his voice.

VAL
Dry dock gig. V-Class shuttle.

JARRETT
On the sly. Cool and by the numbers.

VAL
Mess with their heads, pick their
pockets. Chop shop's dark side.

KELLOGG
You really expect Anders to land a V-
Class on the dark side?

ANDERS
I'd tell you how many times I've
flown over Darkness if I thought you
could count that high.

Kellogg laughs at the ball-breaking. Val looks at Mullins.

VAL
Want the job?

MULLINS
(grins)
Got nothing else planned.

Val lifts his glass in salute.

VAL
Here's to crime that pays.

(CONTINUED)

They all drink up.

INT. SURFACE TRAM - LCC

The moon's commuter train. Packed with workers and white collars in a collective day's-end trance.

Val stands a bit drunk among the others as the tram speeds along.

He stares up through a SKYLIGHT, dreaming alone.

HIS POV: Millions of STARS shine sharp and bright in the dark lunar sky.

CUT TO:

BLACK SCREEN

Jarrett's voice over the black.

JARRETT (O.S.)
(filtered)
Val. Wake up.

INT. VAL'S APARTMENT - LCC

Views of the Fra Mauro highlands out the window. Pictures of sailboats on the walls, a sextant on a shelf. An empty pressure suit hangs on the door like a ghost.

JARRETT (O.S.)
(filtered)
Answer me, Val.

Val bolts upright in bed at the sound of Jarrett's voice. Touches a sensor that produces a small HOLOGRAPHIC JARRETT.

VAL
Yeah.

JARRETT
South Agridome in twenty minutes.
Entrance nine.

VAL
What's goin' on?

JARRETT
Tycho Brae wants to meet.

(CONTINUED)

VAL
 (surprised)
 Both of us?

JARRETT
 That's what he said. Twenty minutes.

Jarrett's holograph disappears. Val gets up.

EXT. AGRIDOME - LCC

Two thousand acres of farmland under a translucent dome.

INT. AGRIDOME - LCC

Val and Jarrett stand in the middle of an enormous field of crops growing in synthetic soil. A solitary, artificial rain cloud moves low over the field, watering it a row at a time.

Two men approach from across the field.

The taller one is TYCHO BRAE, interplanetary boss. Close to Jarrett's age, but more refined and sophisticated. A man in complete control of everything and everyone around him.

TYCHO BRAE
 Jarrett. Val.

Brae motions to the other man -- NIGEL, slightly younger, a look of pronounced indifference on his face.

TYCHO BRAE (CONT'D)
 Val, this is Nigel. Nigel takes care of business for me when I'm unable to...much the same as Jarrett used to do before our situations changed--

JARRETT
 What do you want, Brae?

Brae pauses, like he's refraining from lobbing an insult.

TYCHO BRAE
 I want to offer you a job.

JARRETT
 You know the deal. We get five hundred to put the suits on, extra five if it's dry-dock work--

TYCHO BRAE
 This job pays twenty. Million.

(CONTINUED)

Jarrett's stunned. Val doesn't miss a beat.

VAL
What is it?

Brae directs his attention to Val.

TYCHO BRAE
Freighter payload.

VAL
Class?

TYCHO BRAE
Light Speed.

This stops Val for a beat. Jarrett squints.

JARRETT
Is it in dry dock?

TYCHO BRAE
No.

JARRETT
It's in a surface hangar?

TYCHO BRAE
Huh-uh.

Jarrett looks stumped but Val gets it right away.

VAL
(cool)
You want us to hit it in-flight.

Brae gleams.

TYCHO BRAE
Yes.

JARRETT
You're kidding...

TYCHO BRAE
Off Mars Coast, while it's in-bound,
at sub-light velocity, of course.

VAL
No he's not...

(CONTINUED)

TYCHO BRAE
Fifteen million credits, plus another
five in mining options if you deliver
the payload completely intact.

JARRETT
What's the payload?

A beat. Then a smug grin winds across Brae's face.

VAL
The ship's the payload, isn't it?

Brae nods at Val, impressed.

BRAE
This is one sharp apprentice you've
got, Jarrett.

JARRETT
You're out of your mind.

TYCHO BRAE
I know. I can't help it. The whole
idea makes me crazy.

JARRETT
Hijack a Light Speed Freighter?!

TYCHO BRAE
Hijack and steal.

JARRETT
That's never been done.

TYCHO BRAE
The entire history of mankind is one
continuous refutation of that
statement. You should know better...
at your age.

Jarrett doesn't react.

TYCHO BRAE (CONT'D)
Forgive me for the ass-kissing, but
you're the best crew for the job.
The launch window opens in sixty
days, the offer's good for
forty...but I'd prefer not to cut it
so close.

JARRETT
You already have our answer.

(CONTINUED)

Brae shakes his head.

TYCHO BRAE
Come on, Jarrett. Take a smoke
break. Life's too short.

JARRETT
Gets a lot shorter if you drop the
ball in zero-g.

Brae smiles at Jarrett.

TYCHO BRAE
Always loved how you dare to dream...
(glances at Val)
Forty days, twenty million. Roll
those numbers around and call me.

Brae turns and leaves. Nigel follows.

INT. SURFACE TRAM - LCC

Val and Jarrett have the tram to themselves.

VAL
We should do this.

JARRETT
Last time I did a big job with Brae,
I spent the next three years of my
life in the Arctic Prison.

VAL
That was ten years ago...you've
pulled jobs for him since.

JARRETT
Five hundred grand is a job; fifteen
million is a whole different thing.

VAL
Twenty.

JARRETT
We're not doing this, Val.

VAL
But we could do this.

Jarrett looks at Val, dead serious, cutting him off.

(CONTINUED)

JARRETT

Things are good for us right now. We
have it down. I'm not pissing it
away on some rodeo ride for Brae.

The tram stops.

JARRETT (CONT'D)

It's cold in the Arctic Prison.

Jarrett steps off. The tram starts.

Val watches him disappear as the tram SPEEDS AWAY.

INT. CESTUS CLUB - LCC

Dim lighting. Hints of movement, something open and sexual
going on in the shadows.

Val enters and heads for the bar. A bald man with a head full
of tats, face pierced like a pin-cushion, and a boa
constrictor draped over one shoulder puts a drink in front of
him. One or two other creepy characters nod to Val.

It's obvious he's a regular.

Val lights a cigarette, takes a swig of his drink.

ADRIENNE, 20s, beautiful, cold as metal, lips like black rose
petals, takes a seat next to him. She runs a hand through his
hair, gives him a kiss.

ADRIENNE

Ready, baby?

Val downs his drink. They both get up.

INT. ADRIENNE'S ROOM - CESTUS CLUB

Val lies back on a large, round cushion, drifting in the
sleepy early stages of a blissful intoxication.

VAL

Last job took us close, closest I've
been in a while.

Adrienne comes over to him, leans down...

ADRIENNE

Look up.

(CONTINUED)

...and squeezes a dropper into one of his eyes. She floods his eyeball with a clear liquid, then does the same to the other. Val blinks. Adrienne moves away.

VAL

The whole thing was right beneath me.
I could pick out the Indian Ocean. I
could taste the spray. Tasted like
my childhood...

Adrienne reappears and hands Val a small vial of neon blue liquid. He dabs it onto his tongue and hands it back.

VAL (CONT'D)

I'm going back someday, Adrienne.

ADRIENNE

You're going back right now.

VAL

For real.

The lights go down. Val looks around. It's a look of peace.

VAL (CONT'D)

I'm going to sail the ocean.

We hear the SOUNDS of the ocean.

VAL'S POV: The boundaries of the room have given way to TROPICAL SKIES and swelling OCEAN WAVES, as if Val was riding on a boat through high seas.

Adrienne reappears. She is naked, skin shining through a thin sheen of body oil. She walks to Val over the "water," lays down next to him, starts to undress him.

CLOSE ON VAL'S FACE as he enjoys his hallucination.

VAL (CONT'D)

I'm gonna sail the Earth.

As Adrienne slowly climbs on top of him, the room looks black and empty as before.

Only Val can see the ocean.

CUT TO:

MAGNIFIED POV: EARTH - the South Pacific Ocean to be precise.

INT. OBSERVATORY - LCC

People, mostly parents and children, sit around the room in comfortable VIEWING STATIONS, looking at their selected telescopic images on thin computer monitors.

Val sits alone, staring at his ocean, when a HAND touches his arm. He looks up to see Nigel standing above him.

VAL
What do you want?

NIGEL
To talk.

VAL
Go ahead.

NIGEL
Not me.

Val suddenly swoons under a wave of nausea.

VAL'S POV: Nigel becomes fuzzy, almost glazed over. He holds up his hand to reveal a small PATCH on his finger. He has drugged Val.

NIGEL (CONT'D)
Let's take a ride.

Val falls into an immediate physical torpor. He's powerless to resist. He talks like someone shot full of Novocaine.

VAL
You son-of-a-bitch.

CUT TO:

VAL'S POV: A BLUR of light...Nigel's face looking down at us out of the blur.

A sign reading '*TRANQUILITY BASE MUSEUM--BLUE LINE*' whizzes past Nigel's shoulder.

We're on the tram.

BLACK OUT:

A long moment passes in the blackness. Then a voice...

TYCHO BRAE (O.S.)
Bring him up.

(CONTINUED)

VAL'S POV: A soft SPOT of light...sharpening to clarity.
Nigel and Tycho Brae looking at us.

TYCHO BRAE (CONT'D)
Sorry about this, Val. But I just
can't be seen in certain public
places on short notice. Pending
legal issues...

INT. TRANQUILITY BASE MUSEUM - LCC

The site of man's first moon landing has been made into a
museum. It's all there: the LM, a stiff aluminum American
flag, Neil and Buzz's footprints scattered in the dust.

One giant leap preserved under a glass dome.

Val sits in a front row seat, waking up out of the drug. Brae
and Nigel stand in front of him. Val gets his bearings, stands
up and PUNCHES Nigel in the face.

Nigel barely flinches. Grabs his nose and stares blankly at
Val as blood runs over his fingers.

TYCHO BRAE
Go wipe yourself.

Nigel leaves. Brae offers Val a cigarette.

TYCHO BRAE (CONT'D)
Smoke?

Val ignores him.

VAL
Your monkey said you wanted to talk.

Brae puts the cigarettes away.

TYCHO BRAE
You've been working with Jarrett for
a while now, haven't you?

VAL
Since right after he finished doing
time for you.

Brae laughs.

TYCHO BRAE
Is that how he tells it? What, that
I left him hanging in the wind? That
I even set him up, maybe?

(CONTINUED)

VAL
Something like that.

TYCHO BRAE
But never that he just choked on the
first real opportunity that came his
way?

Val doesn't respond.

TYCHO BRAE (CONT'D)
Tell me something, Val. How many real
opportunities has Jarrett handed you?

Val bites his tongue.

VAL
He saved my life.

TYCHO BRAE
That's a start.

VAL
Taught me everything I know.

TYCHO BRAE
And I, him.

Val doesn't continue. Brae lets the silence hang.

TYCHO BRAE (CONT'D)
You could take the freighter,
couldn't you?

VAL
I don't work alone--

Brae interrupts, pushing the question.

TYCHO BRAE
But one could take the Light Speed
Freighter? I mean, you do agree with
me that it could be done?

Val's quiet for a second. Then...

VAL
With the right crew, anything's
possible.

Brae nods his head.

(CONTINUED)

TYCHO BRAE

That's what I like about you, Val.
You're a man of vision. Just like
me. You see in...possibilities.

Val stares hard at Brae.

VAL

Quitting Jarrett to work for you
isn't one of them. Jarrett's family.
I don't walk away from that.

Brae ponders Val for a second, then speaks softly.

TYCHO BRAE

Our entire universe is expanding as
we speak. A continuous, never-ending
explosion. You and I are pieces of
stars, Val. Infinity is now.

He pauses one last time, then smiles.

TYCHO BRAE (CONT'D)

Only a fool tries to go again it.

INT. VAL'S APARTMENT

Val sits still, lost in thought, staring out the window.

VAL'S POV: The EARTH hangs high above the lunar landscape,
half a blue marble in the deep black sky.

INT. TRAM PLATFORM

Mullins steps off the tram and walks with the other passengers
towards the station exit.

Ahead, however, there's a bottleneck. Mullins and the others
slow down. Something's going on...

TWO COPS, dressed in Kevlar suits, their faces hidden behind
mirrored riot shields, are escorting a manacled prisoner...

It's ANDERS, the pilot...Busted!

A plainclothes DETECTIVE trails behind. As they make their
way through the onlookers...

Mullins and Anders lock eyes for an instant.

Anders, pale as a dead man, looks scared.

(CONTINUED)

He's whisked across the platform into a special TRAM CAR. The cops pile in behind him and the car disappears down the tube with a WHOOSH. Mullins double-times it out of the station.

INT. JARRETT'S PLACE - LCC

The perennial bachelor's pad. A digital projection of a Frans Hals 16th Century Dutch military portrait floats on the wall.

Val, Jarrett and Mullins are present. The mood is grave.

A TONE sounds in the room.

JARRETT

Yeah?

KELLOGG'S FACE appears in the middle of the portrait.

KELLOGG

(filtered; on
monitor)

It's me.

Kellogg's face disappears from the portrait. The door slides open and he enters the room.

KELLOGG (CONT'D)

No good. They took him off-moon two hours ago. Be at least a week before his arraignment.

Val turns to Jarrett.

VAL

Then we decide right now.

Silence.

KELLOGG

Where are we gonna get another pilot this quick?

JARRETT

Gifford can hook us up. It'll cost us--

MULLINS

We'll take it off the pilot's end.

Everyone looks at Jarrett.

KELLOGG

I need this job, man.

(CONTINUED)

Jarrett remains stone-faced through a long, heavy silence. Then he turns to Val.

JARRETT
Call Gifford and set it up.

Jarrett looks at the others.

JARRETT (CONT'D)
I need this job, too.

INT. PRESSURIZATION PLANT

A steam-filled labyrinth of ducts and pipes. A loud HISSING over everything.

Val and Jarrett stand together, waiting.

A FIGURE EMERGES from the steam. A man in a black coat. As he gets closer, we see that his chin and lips are one big recent scar, like someone tried to pry open his mouth with a shovel. This is GIFFORD, interstellar scum-bag.

GIFFORD
Nice to see you boys slumming again.

VAL
(referring to the
scars)
Didn't have to get all prettied up
just for us.

GIFFORD
Goddamn Stumper tried to give me a
rhinoplasty. Fuckin' things are
swarming my nightmares --

JARRETT
Where's our pilot?

Gifford's miffed at Jarrett for interrupting.

GIFFORD
Making sure you're not cops.

He waves to someone behind him and smiles.

GIFFORD (CONT'D)
You guys are gonna like Lester.

Another figure emerges from the steam.

This one is a woman.

(CONTINUED)

LESTER RILEY. Tall, young and beautiful. Strong and lithe. Deep, piercing eyes. Sex snared in body armor.

GIFFORD (CONT'D)

Lester, meet the boys.

The men are surprised. They obviously weren't expecting a woman, much less a gorgeous one.

VAL

(to Gifford)

"Lester?"

Lester nails Val with a hard stare.

LESTER

What's wrong? Never saw a pilot wearing pants you wanted into?

Val's caught out by the attitude...but likes it.

VAL

Think I was just expecting someone...shorter.

LESTER

I heard you Earth-system guys were small time, but I thought that was about balls, not brains.

Gifford snorts a snot-drenched laugh.

VAL

Nothing small here, sister. We're running a big toy to the dark side.

LESTER

If it's got a stick, I can handle it.

Val laughs.

VAL

Let me guess, not a cockpit you can't fit?

LESTER

Something like that.

VAL

Well, if you fly as good as you talk, we might have to take you on.

She walks right up to him, looks him straight in the eye.

(CONTINUED)

LESTER
Are you Jarrett?

Val grins, cocky, holds out his hand.

VAL
I'm Val.

She doesn't take it.

LESTER
Then I'm wasting my time.

Val frowns at the put-down. Jarrett steps forward.

JARRETT
I'm Jarrett.

Lester turns to him, extends her hand.

LESTER
Lester Riley. I thought this was a
done deal.

JARRETT
Word is you last worked outer system,
pulled a big job off Triton Coast
with the Gates brothers.

LESTER
I flew for Billy for six months.

JARRETT
Why'd you leave?

LESTER
It was a...language thing.

JARRETT
What's that?

LESTER
Well, see, Billy speaks English fine,
but he doesn't understand it too
well. I used the word "No" several
times one night and maybe it's just
me, or maybe it's all that reefer
Billy smokes, but I had to stab him
through the hand so he could hear
better. That dissolved our
partnership.

Jarrett nods, grins.

(CONTINUED)

JARRETT
Language thing.

VAL
Poor Billy.

LESTER
Interview over?

JARRETT
Still want the job?

LESTER
Long as you understand that while we're in-flight and I'm at the stick, my word goes until engine shutdown. I call the shots while we're pulling G's. End of discussion.

Val burns. But Jarrett doesn't flinch.

JARRETT
No problem there. Long as you understand that if you so much as fantasize about calling shots after engine shutdown, I will put a bullet through your skull without feeling bad. Far as discussion's concerned, I'll go ahead and shoot you now if you object.

Lester gives Jarrett a million dollar grin.

LESTER
You got yourself a wheel man.

Jarrett smiles back. He can't take his eyes off of her. Val notices and doesn't like it.

VAL
Then how about we cut short this love-in and go steal ourselves a spaceship.

EXT. DRY DOCK STATION - 700 MILES ABOVE THE MOON

A repair garage floating in space.

Long cylindrical tubes connect two enormous docking rings, rotating like giant Ferris wheels at each end.

Stuck to the rings are a VARIETY OF SPACECRAFT.

INT. DRY DOCK STATION - AIRLOCK

The SOUND of rushing air. Then a BUZZER.

Inner doors open and the next shift of mechanics and engineers pours from the airlock.

Among them...MULLINS AND KELLOGG, dressed as maintenance men. Mullins carries a case.

They exit and head to the right.

Then, VAL, JARRETT AND LESTER, also dressed maintenance, exit carrying large duffle bags. They head left.

INT. DRY DOCK CORRIDOR

Val, Jarrett and Lester blend in with the heavy foot traffic. They walk fast, without a word.

Another corridor breaks off to the right. Val takes it alone.

INT. A DOOR SOMEWHERE

Mullins stands watch. Kellogg, wearing dark glasses, punches buttons on a keypad next to the door.

CLOSER ON KELLOGG'S GLASSES, as a series of tiny numbers scroll across the inside of his lenses. It's a micro-HUD, feeding him the entry code.

A light flashes on the keypad. Mullins clamps a pair of dark glasses over his face and nods at Kellogg.

They OPEN the door and step quickly inside--

INT. AUXILIARY CONTROL ROOM

The door SHUTS. A surprised TECHNICIAN swivels around in his seat and starts to get up.

TECHNICIAN

Hey, what?--

Mullins SWINGS his case into the Technician's head. He goes out cold and Kellogg takes his seat at the console. Mullins tears open his case and pulls out a polymer MACHINE GUN.

INT. CARGO BAY

Shipping containers stacked to the ceiling.

(CONTINUED)

Val hunches beneath them and unzips his duffel bag.
Inside is his PRESSURE SUIT.

INT. EQUIPMENT LOCKER

Jarrett and Lester open up their duffels. Jarrett pulls out his pressure suit, then stops, watching Lester stripping out of her maintenance suit to her underwear, all-business.

She looks right at him as she peels off her clothes. Jarrett follows suit.

INT. AUXILIARY CONTROL ROOM

The Technician lies unconscious on the floor, wrists and ankles cuffed. Kellogg and Mullins wear com headsets.

KELLOGG
(into headset)
Everybody on?

INT. CARGO BAY

Val, fully pressurized in his suit, speaks.

VAL
One.

INT. EQUIPMENT ROOM

Jarrett responds as Lester stands by.

JARRETT
Two and three.

INT. AUXILIARY CONTROL ROOM

Kellogg watches codes roll over a monitor in front of him. One line stops moving and starts blinking.

KELLOGG
Okay. Got it. Serial number V, S,
nine, seven. Port docking ring, slip
twelve. That's ours.

INT. EQUIPMENT ROOM

Jarrett, again.

JARRETT
Fuel status?

INT. CARGO BAY

Val listens.

KELLOGG (O.S.)
(filtered)
Hypergolics, seventy-five percent.
Battery, twenty. Cryogenic, zero.

INT. EQUIPMENT ROOM

Lester nods to Jarrett.

JARRETT
Bring the house down.

INT. CARGO BAY

Val tenses up. He grabs the rungs of a ladder bolted into the wall behind him and looks ahead at the cargo bay door.

KELLOGG (O.S.)
(filtered)
You set one?

CLOSE ON VAL'S FACE as he breathes in deep.

VAL
Fuckin' golden.

INT. AUXILIARY CONTROL ROOM

Kellogg dangles his finger over a button...

KELLOGG
And out of order came...chaos.

...then presses it. A light begins to FLASH on the monitor. He touches another and a short ALARM sounds once.

INT. CARGO BAY

The cargo bay door BLASTS OPEN. Containers are SUCKED out in a rush of escaping atmosphere.

Val CLINGS to the ladder, his legs extending straight out. He watches the last container spiral out of the hold, then he LETS GO and TUMBLES the length of the room--

OUT INTO SPACE

(CONTINUED)

--where he glides behind the ejected containers for just a second, before he FIRES HIS BOOT THRUSTERS and zips down the length of the space station.

INT. MAIN CONTROL ROOM

A thousand ALARMS go off. A startled CONTROLLER spills his coffee as he checks his console.

CONTROLLER
I'm showing pressure failure in
number two cargo bay!

His SUPERVISOR springs into action.

SUPERVISOR
Get me visual!

The entire bank of monitors GOES DEAD.

INT. AUXILIARY CONTROL ROOM

Kellogg wreaks havoc with his keyboard.

KELLOGG
Blindfold's on, now we spin 'em...

INT. MAIN CONTROL ROOM

Red lights start to FLASH. More ALARMS scream.

CONTROLLER
Fire! Starboard docking tunnel! A-
section!

SUPERVISOR
Seal and flash it! Sound the alarm!

An ARMED GUARD bolts from the room.

INT. VARIOUS CORRIDORS - SEQUENCE

Emergency alarms WAIL. Workers SCRAMBLE for safety. FIREMEN and GUARDS rally. Bulkhead doors SEAL.

INT. "A-SECTION" CORRIDORS - SEQUENCE

A dense, burst of DRY CHEMICALS engulfs the corridors, extinguishing a non-existent fire.

INT. AUXILIARY CONTROL ROOM

Kellogg monitors the chaos.

(CONTINUED)

KELLOGG
You there yet, one?

EXT. DRY DOCK STATION

Val coasts over the port docking ring.

A V-CLASS PASSENGER SHUTTLE is parked up ahead in Slip 12.
Its silver fuselage glints like a bullet in the sun.

Val lands firmly beneath the cockpit windows.

VAL
On the property.

He makes his way "Spidey-like" on hands and feet across the surface of the shuttle to the hatch where he kneels "upside down" and uses a tool to jimmy the handle.

The ROTATION of the docking ring brings a small EARTH swinging momentarily into view behind him.

Val opens the hatch and slides into--

INT. SHUTTLE

It's dark in here. A LIGHT on Val's helmet comes on. He pushes off and floats to a small console.

VAL
I'm inside. Give me the numbers.

INT. AUXILIARY CONTROL ROOM

Kellogg takes a cue from his monitor.

KELLOGG
Three, seven, five...

INT. SHUTTLE - COCKPIT

Val keys the sequence into the console.

KELLOGG (O.S.)
(filtered)
...nine, zero, six.

The cockpit starts to blink awake.

VAL
She's alive.

INT. EQUIPMENT ROOM

Jarrett and Lester are ready to go.

JARRETT

Two and three coming in.

Lester opens the door slightly, but closes it quickly as a phalanx of GUARDS hurries past. When the coast clears, Lester and Jarrett step out into--

INT. EMPTY CORRIDOR

Emergency lights flashing, alarms still SOUNDING.

Jarrett walks straight across to a door marked: *Construction Access Lock: Authorized Personnel Only.*

JARRETT

Open it.

The inner door slides OPEN. Jarrett and Lester step inside--

INT. AIRLOCK

The inner door CLOSES. Jarrett hooks a tether to Lester. They look at each other for a moment, then tuck their heads.

JARRETT

Blow it.

The outer door OPENS. Jarrett and Lester are SWEEPED into space.

EXT. PORT DOCKING RING

Jarrett and Lester come out of their tumble in the middle of the port docking ring. Jarrett FIRES his thrusters and tows Lester to the shuttle.

INT. SHUTTLE

Jarrett and Lester climb in.

JARRETT

We're in.

Val pulls the hatch SHUT. He LOCKS it. Lester STRAPS herself into the pilot's seat. She checks the controls.

(CONTINUED)

LESTER
Guidance is up. Tracker's disabled.
Engines are primed. We're ready to
disconnect.

Val and Jarrett strap in behind her. Val glances at Jarrett.

VAL
You bring that bullet?

Lester shoots him a look. He smiles at her.

INT. AUXILIARY CONTROL ROOM

Kellogg feeds more commands into the console.

KELLOGG
Disconnecting...now.

EXT. SHUTTLE

Hoses and pipes BLAST from the fuselage and the shuttle begins to DRIFT gently out of the slip.

INT. SHUTTLE

Val watches Lester.

LESTER
Stand by for my favorite part...

Lester reaches up and grabs two handles.

LESTER (CONT'D)
Full thrust.

She pulls the handles.

EXT. SHUTTLE

The engine ports at the back silently EXPLODE. The shuttle ROCKETS away.

INT. SHUTTLE

Lester, Val and Jarrett smash against their seat backs.

INT. DRY DOCK STATION - CORRIDOR

Kellogg and Mullins, minus his gun and case, exit the aux. control room. Kellogg touches the keypad and nods to Mullins. They pull off their glasses and walk away from each other.

INT. MAIN CONTROL ROOM

The monitors come back on. The controllers look stunned.

CONTROLLER
What the hell--?

BOSS
(eyeing his monitor)
Fire's out. Pressure restored--

CONTROLLER
(checking all his
systems)
Hold on here...We're missing a ship.
We're missing a whole goddamn ship!

EXT. SPACE

The massive station becomes a shiny dot in the shuttle's wake.
It's a clean getaway.

INT. SHUTTLE

Lester watches a clock countdown the burn time. She shoves
the handles back into place.

LESTER
Thrust out.

JARRETT
Nice job.

VAL
We're not on the ground yet.

LESTER
Punch out anytime, Mister--

EXT. SHUTTLE - COCKPIT

The ship rifles towards the moon.

INT. SHUTTLE

The moon swells outside the cockpit windows.

On the horizon, the line of debarkation from light to DARK
SIDE of the moon approaches fast.

A heads-up COMPUTER IMAGE of the mountainous lunar landscape
comes up on the cockpit window. It shows the ragged moon
rushing beneath them at a fantastic rate.

(CONTINUED)

Val looks ahead, anxious.

LESTER
Welcome to the dark side of the moon.

EXT. SHUTTLE

The shuttle disappears into the inky night of the dark side.

INT. SHUTTLE

Lester watches the heads-up imaging on the cockpit window.
Beyond that...only the deepest black.

LESTER
Firing descent engines.

EXT. SHUTTLE

FLAME leaps from the descent engine nozzles.

INT. SHUTTLE

Lester concentrates on the heads-up image. Val does his best
to annoy her.

VAL
Seatbacks and tray tables to their
upright positions, please. It's a
balmy 200 degrees on the moon. We
hope you've enjoyed your flight--

Suddenly an ALARM sounds and the heads-up imaging DISAPPEARS.

LESTER
Eyes are gone.

She tries a series of switches.

LESTER (CONT'D)
Backup's not responding!

VAL
Must be a fail-safe.

JARRETT
The chop shop'll shoot us down if we
can't light up at their beacon.

LESTER
I'm going manual.

(CONTINUED)

Lester releases the steering console. It pivots up in front of her and she grabs the stick.

JARRETT
Call it off! Pull out!

VAL
No!

Jarrett looks at Val like he can't believe what he just heard.

VAL (CONT'D)
We can make it.

LESTER
Somebody call out the vectors!

Val swivels his seat away from Jarrett to the nav console.

VAL
Altitude twenty, velocity ninety-
seven hundred --

EXT. SHUTTLE

The spacecraft HURTLES down through the darkness. Jets of FIRE spit from the descent engines.

INT. SHUTTLE

Val, again.

VAL
Ten down, one-thousand forward...

JARRETT
We can still ditch it.

LESTER
Not unless I say so.

EXT. SHUTTLE

The descent engines burn hotter as the shuttle plunges towards shadows of a JAGGED LANDSCAPE.

INT. SHUTTLE

Lester, Val, Jarrett strain to see through the blackness.

VAL
I got visual. Fifteen degrees.

(CONTINUED)

Val and Jarrett glance forward.

Like a single bulb in an ocean of black--

A TINY RED LIGHT appears below and ahead.

VAL (CONT'D)
Hit the lights.

A swath of LIGHT shoots out from the shuttle, barely piercing the blackness to reveal--

A MOUNTAINOUS CRATER RIM about to kiss the window.

LESTER
Hang on!

Lester swings the stick.

EXT. SHUTTLE

A blast of THRUST and the shuttle VEERS left, missing the mountain top by inches.

INT. SHUTTLE

Val and Jarrett brace themselves as the shuttle HEAVES.

JARRETT
Lester--

LESTER
Let me fly this bitch, goddamnit!

EXT. SHUTTLE

The ship SWERVES, CRACKS THROUGH LOOSE ROCKS on a hilltop...

WEAVING through a rugged CANYON as it descends towards the red light at the bottom of a GIANT CRATER.

INT. SHUTTLE

Val and Jarrett hang on as Lester ROLLS the shuttle sideways.

EXT. SHUTTLE

It sneaks through a narrow passage into the crater.

INT. SHUTTLE

Lester brings the ship level and smooth.

(CONTINUED)

LESTER
Plenty of room.

EXT. SHUTTLE

The ship SLOWS even more.

A series of thin LIGHTS erupt from the red beacon on the surface below and paint a CROSSHAIRS over a landing site.

INT. SHUTTLE

A "Fuel Warning" FLASHES.

JARRETT
You're on fumes.

Lester ignores it.

LESTER
Don't even need 'em...contact.

EXT. CRATER BOTTOM

The shuttle TOUCHES down. The red beacon goes off.

INT. SHUTTLE

Lester kills switches.

LESTER
Shutdown.

Throws off her belts, turns in her seat to face Jarrett.

LESTER (CONT'D)
Wanna shoot me, boss?

She looks pissed as hell. But Jarrett just stares back at her, poker-faced, until he cracks a big smile.

JARRETT
Yeah, I think I do.

Lester grins. So does Val.

EXT. CRATER BOTTOM

The lunar surface behind the shuttle OPENS UP, revealing a RAMP leading down. Three large LUNAR TRUCKS roll up, hook to the shuttle and start to tow it underground.

INT. "CHOP SHOP" HANGAR - BENEATH THE MOON

Two dozen MEN with heavy tools descend upon the shuttle. Some rappel down from the ceiling, others move in on the ground.

They are stripping parts from the spacecraft as Val, Jarrett and Lester emerge from the hatch, tired.

VINCENT, an overweight man in dirty coveralls, approaches.

VINCENT
All I got is scotch.

INT. VINCENT'S OFFICE - CHOP SHOP

A dog-eared sofa, some folding chairs and a steel desk.

Val, Jarrett, Lester and Vincent drink Johnnie Walker Black and smoke cigarettes.

Thick windows look out on the rapidly disintegrating shuttle.

Vincent scrutinizes Lester.

VINCENT
Triton, huh?

LESTER
Yeah. Triton.

VAL
It's a moon, Vincent. Orbits Neptune.

VINCENT
I hear something about a new prison out there, on Triton.

Lester looks him straight in the eye.

LESTER
I try to stay away from prisons.

Vincent sits back in his chair.

VINCENT
I don't travel deep sky much, myself.
(sips his scotch)
Too easy to get lost.

JARRETT
Got a feeling Lester knows her way around.

(CONTINUED)

Lester smiles at him. Jarrett smiles back.

VINCENT
I'd take that tour.

LESTER
(re: his remark)
You're about as smooth as you are
clean.

VINCENT
(deadpan serious)
Want to make out?

Val exhales a ring of smoke, bored with the chit-chat.

VAL
So you can fly shuttles...

Lester looks at him. So does Jarrett.

VAL (CONT'D)
(to Lester)
What about big ships?

LESTER
How big?

VAL
Light Speed Freighter big.

Lester stares at him for a beat.

LESTER
Size does matter.

JARRETT
Val...

Val looks over at his boss.

JARRETT (CONT'D)
Speak to you outside for a minute?

INT. CHOP SHOP HANGAR

Jarrett points a finger at Val.

Both men have to yell to be heard above the RACKET of the
workers stripping the shuttle in the b.g.

(CONTINUED)

JARRETT

That's the last I ever want to hear about that job. Far as I'm concerned, it doesn't exist.

VAL

She could do it. She didn't even flinch when I mentioned it. And I bet she can handle a thrust suit better than Anders--

JARRETT

Did you hear me, Val? There's no job. We're not getting in business with Brae. The decision's been made.

VAL

I don't remember deciding anything.

JARRETT

That's because I do the deciding.

VAL

You were calling shots from the backseat up there. You broke the rules.

JARRETT

I made the rules, I can break them. I give the orders, you don't.

VAL

If she'd obeyed your orders up there, we'd be walking back home right now instead of sitting here all liquored up with a full tank in the bank.

Jarrett gets ice-cold.

JARRETT

You don't like it, you can walk.

VAL

Maybe I'll do that.

JARRETT

I'm not offering, Val. I'm telling.

Noise of ratchets and air-wrenches reverberates off the hangar walls. Val gives Jarrett a long, incredulous look.

(CONTINUED)

JARRETT (CONT'D)

You want the bigger jobs then you go
get 'em. You get your own crew
together, go raise some hell.

VAL

You're cutting me loose?! What's
wrong with you?

JARRETT

I'm getting smart, that's what. I
got a nice piece of luck tucked away.
Something says I share any more with
you, I'm gonna lose the whole stash.

Jarrett stares at him, serious as stone.

VAL

That's it then?

Silence. Jarrett gestures to the shuttle...

JARRETT

You'll get your cut.

...and walks away, back towards the office.

Val watches him rejoin the others, sullen...disbelieving.

EXT. LUNAR CONSTRUCTION COMPLEX - THE MOON

Earthrise. The shiny blue and white ball creeps up over the
lunar horizon.

INT. ADRIENNE'S ROOM - CESTUS CLUB

Val reclines on the cushion. His usual look of bliss is gone,
though. He's sweating, as if he's in pain.

There is the SOUND of rough seas.

Adrienne leans over him.

ADRIENNE

What's wrong, Val?

VAL

I don't...I don't know. Maybe the
dose--

ADRIENNE

Shhh. Calm down. I'll get you
something to drink.

(CONTINUED)

She gets up and goes away.

Val closes his eyes and tries to slow his breathing.

Then he opens them again.

VAL'S POV: LESTER stands in front of him now, among the ocean waves of his hallucination.

VAL
Lester??

She smiles warmly at him, then leans close. He reaches for her. They kiss. He strokes her face...but she suddenly disappears. Confused, Val tries to get up.

VAL (CONT'D)
Wait!

ADRIENNE (O.S.)
Val?

VAL'S POV: ADRIENNE leans back into view, holding a drink. She looks at him, puzzled.

ADRIENNE (CONT'D)
You okay?

VAL
Who let her in?

Adrienne looks behind her, then back to Val.

ADRIENNE
There's nobody here.

VAL
I saw her...

ADRIENNE
You only see what you want to see in here, honey. You know that.

Val stares past her, lost. She puts down the drink.

ADRIENNE (CONT'D)
Do you see me, Val?

He doesn't say a word as he gets up and leaves, hurrying.

EXT. OCEAN OF STORMS - THE MOON

Rolling hills pockmarked with a thousand craters, baking in the 225 degree Fahrenheit heat of the bright lunar noon.

A single LUNAR TRUCK crawls a well-worn path in the dust. Flickering blue laser light patterns dance around its boxy freight container.

CLOSER ON - A CRATER

A deep bowl the size of several coliseums.

Hunched behind the large boulders lining the rim are...FOUR MEN in pressure suits.

One of them is VAL. Another one is GIFFORD. The other TWO are jumpy and anxious, low-rent lunar BIKER types. They watch the truck make its way along the trail below. Behind them rests a MOON SCOOTER -- a small open vehicle for short hops.

Val aims a light-tool down at the truck. It lights up. He swipes it across his glove -- his suit sparkles blue.

Val turns to Gifford.

VAL

Wait for me to stop it before you make your move.

BIKER ONE speaks up.

BIKER ONE

I don't care if you are running this show, you mess up out there, you're on your own, got it?

Val just glares through his visor at Biker One. Biker One smirks. He and Biker Two move for the scooter. Val shoots a glare at Gifford.

GIFFORD

Don't worry. They won't screw the pooch.

VAL

Best for you they don't.

Val tucks the light tool into his suit.

GIFFORD

Just make sure you shut down those Stumpers, okay, pal?

(CONTINUED)

Val stares coldly at Gifford then takes two long bounces in the one-sixth Earth gravity and disappears over the rim.

EXT. OTHER SIDE OF CRATER RIM

Val JUMPS straight up. His boot thrusters FIRE. He RIPS across the surface towards the truck.

EXT. LUNAR TRUCK

Val slows as he approaches the truck, then passes successfully through the blue laser alarm.

He hovers for a second, then drops gently onto the container, engulfed in a staccato explosion of the blue light.

He pulls a tool from his suit and opens up a control panel on the back of the truck. After a few seconds of fiddling, the laser light SHUTS OFF.

The truck comes to a quick HALT. Val looks forward.

The SCOOTER skims up to the truck with Gifford at the stick. Biker One and Biker Two leap off and reach the cab of the truck in two quick bounds.

Val starts to work his way to the freight door when--

BIKER ONE(O.S.)

Open up!

Val turns and looks as BIKER ONE pastes a small lump of clay to the cab's hatch.

VAL

Hey!

There is a bright FLASH as the hatch FLIES off the truck.

The two DRIVERS are sucked out in the escaping atmosphere. Their bodies explode in the vacuum and scatter in shreds to the surface.

Biker One jumps to the top of the cab.

VAL (CONT'D)

That's "Murder One," asshole!

Biker One pulls a LASER TORCH from his tool belt.

BIKER ONE

No. That's murder one, two, three--

(CONTINUED)

He flicks the torch on. White laser light streams from its tip. HE SLASHES it towards Val.

Val leaps up and pulls something off his belt...

It's a zero-g modified, double-barrel sawed-off SHOTGUN.

He levels it at Biker One and pulls the trigger.

MUZZLE FLASH erupts and Biker One's helmet EXPLODES in a frothy spray of blood and brains.

The recoil ROCKETS Val backwards across the container. He spots Biker Two going for the laser torch and lets him have the second shotgun barrel.

Biker Two is CUT IN HALF at the waist -- his bisected body halves spin apart in opposite directions.

The laser torch drops to the container and clicks ON. A white-hot beam of light begins to BURN through a round case near the cab of the truck.

The case bears the universal warning label for RADIATION.

GIFFORD

The reactor!

He casts a quick glance at Val, then--

HOPS BACK ONTO THE SCOOTER and hits the gas. The scooter TAKES OFF, leaving Val behind.

Val LEAPS from the container, firing his thrusters at the same time and--

SHOOTS ACROSS THE GAP TO THE SCOOTER.

Makes the grab onto the back of the flying machine just as Gifford tries to escape.

An enormous bright FLASH goes off behind them as the lunar truck's reactor explodes.

Val gains his footing. Gifford looks over his shoulder in fear. He PITCHES the scooter in an attempt to shake Val off.

Val holds on with one hand, pulls his grapple gun with the other, and points it at Gifford.

VAL

Don't have to dream about those
Stumpers anymore, Gif.

(CONTINUED)

Val FIRES. The grapple TEARS into Gifford's chest, rupturing his pressure suit.

Gifford's face registers a look of horror...Then EXPLODES ALL OVER THE INSIDE OF HIS HELMET. Val releases the grapple. Gifford TUMBLES off the scooter, and FALLS to the surface.

We hear the filtered SOUND of Val catching his breath as he takes over the controls.

The SCOOTER disappears over the horizon with Val at the helm.

INT. VAL'S APARTMENT

Val comes inside: dirty and seething.

He kicks over a chair, turns and rakes his sailing paraphernalia off a shelf in a burst of rage.

INT. SHOWER - VAL'S APARTMENT

Val stands under the shower, dazed and exhausted...scared.

EXT. LUNAR CONSTRUCTION COMPLEX

The pressurized city cooks in the lunar sunlight.

INT. HALLWAY OUTSIDE VAL'S APARTMENT - LCC

Val walks along. A VOICE stops him in his tracks...

VOICE (O.S.)
Mister Dalton.

Val turns to see a DETECTIVE, flanked by a couple of faceless COPS in riot suits, step from the shadows.

VAL
If it isn't the "Too Much Fun Club."

DETECTIVE
How's the "construction business?"

VAL
Booming.

DETECTIVE
You know the drill.

Val raises his hands and faces the wall. One of the cops frisks him while the other runs a SCANNER over his body.

(CONTINUED)

VAL
What's the occasion, Detective?

DETECTIVE
Couldn't sleep last night. Two dead truckers kept showing up in my dreams, trying to tell me something.

One Cop takes Val's palmtop and begins DOWNLOADING it into his own. The Detective sticks his face next to Val's.

DETECTIVE (CONT'D)
I'm glad that scumbag Gifford is dead. Wish I could have shot him myself. But the problem is, he and his buddies took two innocent hardworking family men with them. And I get paid to protect the innocent.

VAL
Sounds like a dead-end job to me.

The Cop finishes the download.

COP
He's clean, sir.

The Detective stares hard at Val for a second more.

DETECTIVE
Yeah, I figured. We're looking for some real amateur types. Bottom dwellers. Not like you at all, Val.

The Detective hands Val's palmtop back.

DETECTIVE (CONT'D)
See you soon, maybe.

He leads the two cops away. Val watches them go.

INT. CANTINA - LCC

Not quite a clean, well-lighted place.

Val, several days unshaven and exhausted, sits alone at the bar. He smokes a cigarette and drinks from a beer bottle. Two empty ones sit in front of him.

He looks at a rough-looking group of men and women gathered around a large table in the middle of the room.

(CONTINUED)

Upon a grid on the table, small G.I. Joe-sized FIGURES in uniform huddle on either side of a leather ball -- it's a digital broadcast of a FOOTBALL GAME in HOLOGRAPHIC FORM.

The scoreboard blinks: *LIVE FROM TEXAS TERRITORY - EARTH. RAIDERS 20, COWBOYS 21.*

It's 4th and 15 with only seconds left. The "Raiders" break from the huddle and move to the line of scrimmage.

VAL

Come on...

The ball is snapped. The quarterback fades, looks for a receiver, scrambles, gets slammed by charging "Cowboys."

CHEERS go up from the group at the table.

The BARTENDER glances at Val.

BARTENDER

That's another hundred you owe me.

Val crumples his empty cigarette pack, ignoring him.

VAL

Give me a new pack of sticks.

The Bartender tosses Val a fresh pack of cigarettes. Val starts to unwrap it when...

WOMAN'S VOICE (O.S.)

Mind if I bum one?

He turns around to see--

LESTER standing directly behind him. She flashes a smile that could split an atom. Val's riveted.

LESTER

Or do I have to wrestle you for it?

Val comes out of his trance, hands her a cigarette...

LESTER (CONT'D)

Thanks.

...lights it for her.

VAL

What are you doing here?

Lester blows a sharp stream of smoke, glances around.

(CONTINUED)

LESTER
Selling Girl Scout cookies.

VAL
I mean here, on the moon.

LESTER
You don't know?

Val shakes his head. Lester lowers her voice.

LESTER (CONT'D)
Your boy Anders the pilot got sent
up. They stuck him in the Ice House.
He's not coming back anytime soon.

Val hesitates before he asks...

VAL
Then you're still working for
Jarrett?

LESTER
Some.
(pauses)
What about you?

Val doesn't answer. He takes his last swig of beer, then puts
the empty bottle down on the bar.

VAL
Buy you a drink?

LESTER
You live close?

VAL
Yeah.

LESTER
Buy me one there.

INT. VAL'S APARTMENT

Val pours two whiskeys. He hands one to Lester, who sits in a
chair near the window, then takes a seat across from her.

They watch each other, guarded, as they sip their drinks.

Finally, Lester nods at the sailboat pictures on the wall.

LESTER
You sail?

(CONTINUED)

Val doesn't break his gaze, takes a moment to answer.

VAL
Want to.

LESTER
Get to Earth much?

VAL
I'm planning on it.

Lester nods, grins.

LESTER
A man with plans.

VAL
I was born down there. My father's
buried there. Buried at sea. He was
a sailor before the war.

LESTER
You want to be buried down there too?

VAL
Not anytime soon.

LESTER
I want to be cremated when I go.
Light up like a star. I want 'em to
smell me burning.

She takes another sip of her drink, smiles.

LESTER (CONT'D)
I've got plans of my own.

Val raises his glass to Lester.

VAL
Here's to the future.

He drinks without taking his eyes off Lester.

LESTER
Find a pilot for your Light Speed
Freighter yet?

VAL
Ask Jarrett about the job.

(CONTINUED)

LESTER

He doesn't answer. Just like he doesn't talk about your exit.

Val doesn't blink, smirks back at her.

VAL

It was time for me to move on. Take control of my own...destiny.

LESTER

How's that goin'?

Val doesn't say a word, finishes his drink.

Lester leans forward, serpent-like.

LESTER (CONT'D)

Tell me about the Freighter.

Val pauses.

VAL

Name "Tycho Brae" ring bells?

LESTER

Sure. Gates brothers used to talk about him. Made him out to be bigger than big time. Billy was pretty jealous.

VAL

Brae does that to people. Jarrett and Brae had history together, but Brae got to write it. Now he wants us to steal a freighter for him, but Jarrett's not biting.

LESTER

Why not?

VAL

Have you listened to Jarrett lately? His age is starting to show when he opens his mouth.

A long pause. Val moves closer to her. She touches his leg.

LESTER

How much?

VAL

A lot.

(CONTINUED)

LESTER

It pays?

VAL

"King of the Nighttime World" wealth.

There is a long heavy pause as they stare at each other.

LESTER

Can we get out of these clothes now?

INT. BEDROOM - VAL'S APARTMENT

Val and Lester have the kind of sex you want to be in on.

INT. LIVING ROOM - LATER

Val sits in the dark. He watches Lester get dressed.

LESTER

If you get a crew together to take
the freighter, I want in.

Val shakes his head.

VAL

Takes a certain kind of crew to do
something like that. Five or six
guys who work together like a clock,
where each man knows exactly what the
guy next to him can do, what he's
gonna do...

CLOSER ON VAL as he pauses, his own words hitting home.

VAL (CONT'D)

'Cause when you've got that dialed
in, that's when you can do no wrong
and you will not fail.

CLOSER STILL as Val stares at her with electric eyes.

VAL (CONT'D)

I only know one crew like that.

Heavy silence.

LESTER

Would you come back?

VAL

It's not up to me.

(CONTINUED)

LESTER
You didn't answer the question.

Val's quiet. He looks at Lester, shimmering in the lunar light from the window.

VAL
Are you gonna be there?

LESTER
Answer the question.

Val stares at her, takes a breath.

VAL
Yeah.

LESTER
Then I'll see what I can do.

Lester leans in and kisses him, long, like a lover. Then she turns and leaves. Val watches her go, silent.

INT. VAL'S APARTMENT - ANOTHER DAY

Val enters, carrying groceries.

VAL
Messages.

Several "phone numbers" are BEAMED onto his wall. Val glances up at one. JARRETT'S HOLOGRAM message appears.

JARRETT'S FACE
Val. Let's talk. My place, ten o'clock.

INT. JARRETT'S PLACE

Jarrett stands shirtless, towelling off wet hair in the middle of his living room, just out of the shower.

JARRETT
Open.

The door slides open and Val enters. He is clean-shaven, dressed in fresh clothes. The two men stare across the room at each other for a long beat.

JARRETT (CONT'D)
You're early.

(CONTINUED)

VAL
I got places to be--

JARRETT
Busy?

VAL
Got a few things going.

Jarrett looks him straight in the eye.

JARRETT
That's not what Gifford tells me.

Val's nailed. He can't respond.

JARRETT (CONT'D)
Ready to listen up?

Van nods, silent.

JARRETT (CONT'D)
Got a tip from Ray: A Rotor Shuttle is going to leave Earth atmosphere on a trans-polar flight. Part of its cargo is a vault of experimental pharmaceuticals. There are five ampoules in that vault for which a buyer has already committed to pay four million dollars

VAL
What's the security?

JARRETT
One guy, no alarms.

Val looks puzzled. Jarrett explains.

JARRETT (CONT'D)
Ray has a man Earthside who schedules the payloads. He's gonna make a mistake that day, put the wrong one on the right ship.

Val waits for Jarrett to continue, but Jarrett doesn't.

VAL
You asking me back in?

JARRETT
You ask back in, I'll let you.

(CONTINUED)

A long pause.

VAL
All those Krugerrands behind a Rent-a-Cop? What's not to ask?

Jarrett steps forward and offers his hand. Val takes it. They shake.

LESTER (O.S.)
You were in whether you asked or not.

Val starts, turns towards the voice, sees --

LESTER standing near the bedroom door, leaning against the wall wearing only a thin robe. Her hair, like Jarrett's, is also wet. She's obviously just been showering with him. Val tries not to look surprised...or jealous.

LESTER (CONT'D)
We couldn't just let you walk out of here if you weren't in on it.

Val follows Lester with blank eyes as she comes into the room.

LESTER (CONT'D)
And Jarrett's sentimental, there's no way he'd let me shoot you.

Jarrett smiles, genuine.

JARRETT
Lester's with us, Val.

Val forces his mouth to move, keeping his eyes on her.

VAL
I heard about Anders.

JARRETT
Anders was a good pilot.

He looks at Lester like he can't wait to finish that shower.

JARRETT (CONT'D)
Now we got a better one.

Jarrett goes to Lester and KISSES HER...intimately.

CLOSE ON - VAL

Keeping his face zipped tight, betraying nothing.

(CONTINUED)

Lester meets his eyes as Jarrett breaks off the kiss.

LESTER

Jarrett said he wouldn't even do this
job unless you came back. I'm glad
you did. I think we all work well
together.

CLOSER ON - VAL

He has turned to stone. Words barely escape him...

VAL

Yeah. Me too.

INT. SPACEPORT - LCC

The off-moon transportation depot for smaller commercial
spacecraft. Crews bustle to and fro. Others relax in an
enormous lobby.

Val walks swiftly through the busy port carrying his duffel.

He enters a door marked: PAD 39A-W.

INT. LAUNCH PAD - SPACEPORT - LCC

The C-CLASS HAULER sits ready for takeoff.

Kellogg and Mullins make last-minute checks on the ship.

There is an awkward pause as Val enters the pad, then Mullins
offers his hand. Val takes it.

MULLINS

Good to see you back, Val.

Kellogg steps forward. He and Val shake.

KELLOGG

Missed you, man.

Val glimpses Lester through the hauler's cockpit window.

VAL

Jarrett?

KELLOGG

On his way.

INT. HAULER BRIDGE

Lester runs her pre-flight checks. She turns around to find

(CONTINUED)

Val standing right behind her in the cockpit hatchway.

He stares her down and speaks in a low, urgent tone.

VAL

Surprise me again, I'll kill you.

Lester stares back for a beat, cold, indifferent.

LESTER

What's the matter with you? You
wanted back in, you're in. You
wanted some real action, you got it.

VAL

If Jarrett knew about us--

LESTER

You want to tell him?

Silence. Val bites his lip. Lester moves close...intimate.

LESTER (CONT'D)

Listen up. I know what I'm doing.
And I'm not doing it for Jarrett.

A long look, then she walks away. Val watches her, torn.

INT. LAUNCH PAD - SPACEPORT - LCC

NO SOUND. A BRIGHT FLASH...

and the hauler SHOOTs up through the open hangar ceiling.
Zero to Mach 1 in half an eye blink.

EXT. THE HAULER - HIGH ABOVE THE MOON

The rocket ports BURN. The Hauler accelerates out of lunar
orbit.

INT. HAULER CORRIDOR - LATER

Pre-game tension fills the tight corridor as Val, Jarrett,
Lester and Mullins slip into their pressure suits.

Val gives Lester a tough look as he zips in.

EXT. THE HAULER - SPACE

The ship drifts above the Earth, a small black spot against a
magnificent spherical swirl of blue and white.

INT. HAULER BRIDGE

Val, Jarrett and Mullins sit tight in their pressure suits as Lester pilots them towards the target.

LESTER
There it is.

Through the window, arcing slowly towards them, is a--

ROTOR CRAFT SHUTTLE

A huge missile-shaped space helicopter, its large rotor blades attached to its mid section.

JARRETT
Lights out.

The cockpit lights dim.

LESTER
Starting the roll.

Lester ROLLS the hauler to the right, setting it into a slow, constant spin.

JARRETT
Send the signal.

Kellogg works his console.

KELLOGG
(into microphone)
Mayday, Mayday. This is com hauler "Alecto" calling rotor craft. Please respond.

Val watches the rotor craft SPIN around out the window.

VOICE (O.S.)
(filtered)
Message received, "Alecto." Please advise.

KELLOGG
We've lost core pressure, have two injured crew, request permission to Eva on board.

VOICE (O.S.)
(filtered)
Permission granted.
(MORE)

(CONTINUED)

VOICE (CONT'D)

Come on over, "Alecto." We'll light
up the aft airlock for you.

A string of small lights BLINK around a door at the back of
the rotor craft.

Jarrett looks to Val and Mullins. They both nod "ready."

EXT. THE HAULER - SPACE

The hauler looks dark and dead in its slow spin.

Val, Jarrett, Lester and Mullins emerge from the airlock.

JARRETT

Masks up.

Their visors BLACK OVER, obscuring their faces.

Mullins and Lester play "dead." Val and Jarrett tow them
towards the rotor craft, floating a hundred yards away.

CLOSE ON THE FOUR OF THEM

They glide through space towards the giant rotor ship's
airlock doors, bathed in the blue glow of the Earth below.

EXT. ROTOR CRAFT - SPACE

The outer airlock door slides open. Val, Jarrett, Lester and
Mullins float inside. The outer door closes.

INT. ROTOR CRAFT - AIRLOCK

Val and Jarrett hold a limp Lester and Mullins as the airlock
pressurizes with a loud HISS. Three MEDICS look at them
through an inner window.

JARRETT

We got two injured here!

The HISSING stops. The inner doors open. The three Medics
rush inside.

Mullins, Val and Jarrett pull GUNS. The Medics freeze.

VAL

Guess again.

BRIDGE - ROTOR CRAFT

Val, Jarrett, Lester and Mullins storm onto the bridge. They
shove the Medics onto the floor.

(CONTINUED)

MULLINS

All right, people. Kiss the floor
and button up. I shoot if I see the
whites of your eyes.

The CREW OF SEVEN stare at the intruders in a complete state
of shock. They don't budge.

Mullins steps forward and THWACKS the nearest CREW MEMBER in
the collar bone with the butt of his machine gun. The Crew
Member CRIES OUT in pain as he goes down.

MULLINS (CONT'D)

We're not kidding, folks. This is a
robbery.

The rest of the crew dive to the floor.

LESTER takes the helm, throws switches: *Guidance, Nav,
Security, Propulsion.*

A series of *DISABLED* lights come on.

Lester nods to Val. Val steps up to the CAPTAIN, lying on the
floor with the others, sticks a gun to the back of his head.

VAL

Vault key.

The Captain hesitates...

CAPTAIN

I--

Val FIRES a shot into the floor next to the Captain's ear.

VAL

Vault. Key.

The deafened Captain reaches into a pocket and produces a RED
KEY. Val takes it and heads off the bridge with Jarrett.

CORRIDOR - ROTOR CRAFT

Val leads Jarrett through the ship at a run.

VAL

Left.

They turn a corner. Val and Jarrett lift their guns...

VAL (CONT'D)

Guard.

(CONTINUED)

They round a corner and come face-to-face with a lone SECURITY GUARD aiming a revolver at them. It's a stand-off: Val and Jarrett, menacing in their pressure suits and blacked-out visors, pointing their machine guns; the young guard in his flight suit, gun hand shaking like a leaf.

Val simply reaches out and takes the gun away.

GUARD
Please don't kill me.

VAL
Wouldn't think of it. Sit down and be quiet.

The guard hits the floor.

VAULT ROOM - ROTOR CRAFT

Val and Jarrett enter. Val goes to the vault and opens it with the key card. Inside are racks filled with cases. Jarrett COUNTS three racks across and pulls out that case. Opens it. Inside are five vials of deep blue liquid.

JARRETT
What's five times one?

JARRETT (CONT'D)
Four. Million. Dollars.

Val grins as Jarrett shuts the case and stuffs it in his belt bag. He and Val exit the vault room.

BRIDGE - ROTOR CRAFT

Jarrett shoots them a "thumbs up" as he and Val race back to the bridge. Lester slips out of the helm and follows them to the air-lock. Mullins says farewell to his hostages...

MULLINS
Ladies and gentlemen, you've been a great audience, but sit tight because we're going to blow your air lock in about ten seconds and don't want anyone expanding before their very own eyes.

Mullins slips off the bridge. The door slides SHUT.

BRIDGE CORRIDOR - ROTOR CRAFT

Val, Jarrett, Mullins and Lester climb into a cramped emergency airlock. They close the inner door.

EMERGENCY AIRLOCK - ROTOR CRAFT

MULLINS

That was too easy. I almost feel
guilty.

The others laugh, except Val. He looks at Lester.

VAL

What about you Lester? How do you
feel?

Lester looks straight at Val. She smiles.

LESTER

I'm not the guilty type.

Jarrett grabs a large HANDLE. Val, Lester and Mullins BRACE
themselves. Jarrett PULLS.

The OUTER DOORS OPEN and they are SUCKED into space.

EXT. LUNAR CONSTRUCTION COMPLEX - THE MOON

Sunlight reflects off the expansive glass and steel oasis
covering the desolate lunar dust.

KELLOGG (O.S.)

What do you mean it's worthless?

INT. JARRETT'S PLACE

Jarrett, Lester, Mullins and Kellogg stand. Val sits coolly
in the corner. Everyone's glaring at the stolen vials of blue
liquid on the table. Nobody's happy.

JARRETT

Ray's guy screwed up, loaded the
vault in the wrong order. The real
stuff never left Earth.

MULLINS

And we brought our dicks home.

KELLOGG

What about this guy, this screw-up?

JARRETT

Cops took him away.

VAL

Singing type?

(CONTINUED)

JARRETT

Don't know.

VAL

What does Ray think?

JARRETT

Ray's incommunicado. Cops shook him down last night.

KELLOGG

That means they'll come for us next.

Mullins swings his arm and SMASHES the vials off the table.

MULLINS

Well that just makes my week!

Nervous silence fills the room.

LESTER

So what does this mean?

KELLOGG

Means we don't get rich--

Lester cuts him off...nervous.

LESTER

Besides the money-- I'm talking about us, this crew.

More silence.

JARRETT

We shut it down for a while, lay low--

KELLOGG

I can't really afford to lay low just right now--

Jarrett explodes, angry.

JARRETT

Goddamnit, the situation is what it is. We do not have the advantage this time. If you can't handle it, then maybe we all just oughta walk five ways and never come back.

Jarrett cuts himself off, self-conscious of his outburst. The others look at him, surprised. It's the first time they've ever seen him lose his cool - a chink in the armor.

(CONTINUED)

Val and Lester exchange a look. And in that half glance, Val watches Lester's lips make a slight, subtle curl at the edges of her mouth...a smile. A single smile for Val's eyes only, a smile that says, "here's your chance." He takes it.

VAL
There is another option.

Everybody looks at Val.

VAL (CONT'D)
We can pull one more job.

Jarrett nails Val with a hard glare. Val doesn't waver.

VAL (CONT'D)
It's big and it's bad, but we ace it,
we'll never have to pull another one.

There is a long pause.

KELLOGG
With the heat turned up?

VAL
I don't hear anyone knocking yet.

Silence. Val has their attention.

MULLINS
How big?

VAL
Twenty million.

MULLINS
Jesus...what is it?

Before Val can answer--

JARRETT
It's a Light Speed Freighter.

MULLINS
Holy...

KELLOGG
What is...is it a hijack?--

They all fall silent...stunned. Val stands up, looks at them.

(CONTINUED)

VAL

This is how it's gonna be. We decide first, then we can talk about it. 'Cause this one's do or die. If this one punches back, we all bleed.

Val looks Jarrett in the bull's-eye.

VAL (CONT'D)

So we decide first. Right now.

It gets real, real quiet.

LESTER

I'm in.

Val looks at her.

MULLINS

Me too.

Val nods, turns to Kellogg.

KELLOGG

Yeah.

All eyes now go to Jarrett. He looks at Val, expressionless.

INT. TRAM GRAVEYARD - LCC

Littered with broken-down tram cars and machine parts. A LIGHT flickers inside one car.

INT. BROKEN TRAM CAR

Val and Jarrett stand in the middle of the car.

TYCHO BRAE sits in the one remaining intact seat. He looks hollow and alert. Jumpy. Like a man who hasn't slept.

Nigel stands next to him. A small lantern hanging above them swings pendulums of light across their faces.

TYCHO BRAE

Flat refusal, followed by a lengthy reconsideration, capped with eager acceptance in the nick of time...is that Wagner I hear in the background?

JARRETT

We want half up front.

Brae is silent.

(CONTINUED)

TYCHO BRAE
Of course you do.

A pause.

TYCHO BRAE (CONT'D)
Fine. Seven point five million will
be in your account as soon as you
pass Lowell Station...

Brae stops. Jarrett is shaking his head.

JARRETT
Ten million. Half of the whole
twenty.

TYCHO BRAE
The "whole twenty" is contingent upon
delivery--

VAL
Ten million or no deal. We didn't
come here for a good laugh.

Brae seems pleasantly surprised.

TYCHO BRAE
Val's running the show now?

JARRETT
We all know damn well who's running
the show here, Brae, so if you want
your ship, you make the deal.

Brae levels his icy gaze at Jarrett.

TYCHO BRAE
I trust your new pilot -- what's her
name, Louis? -- can handle this.

Jarrett burns.

JARRETT
She can handle a lot.

TYCHO BRAE
I imagine so.

Brae turns to Val, earnest.

(CONTINUED)

TYCHO BRAE (CONT'D)

Tell me, is it just Jarrett who fucks her, or does the whole crew get to take a dip?

Jarrett LUNGES for Brae. But Nigel has a GUN in his face before he can get there. Val holds Jarrett back with one hand while he DRAWS his Colt .45 on Brae. Brae remains still.

TYCHO BRAE (CONT'D)

Whatever...Ten million as soon as you pass the coastal checkpoint. The balance upon delivery. Agreed?

Jarrett stands down.

VAL

Agreed.

No one moves though. The guns stay pointed.

TYCHO BRAE

I've got to wrap up some legal issues offshore. We won't speak again until after the rendezvous. Nigel will handle logistics for the launch. Since we're down to the wire, I'll donate one of my Lightrail's for the hop. The clock starts now.

Pause.

VAL

Is that all?

TYCHO BRAE

No. Lower your weapon.

Val looks at Nigel.

VAL

Junior goes first.

Nigel steams. Brae looks at him. Nigel reluctantly obeys and lowers his gun. Next, Val. Jarrett stares hard at Brae.

JARRETT

After this job's done, next time you better pray you see me first.

TYCHO BRAE

I'll keep that in mind.

(CONTINUED)

Jarrett and Val turn to leave.

TYCHO BRAE (CONT'D)
Good hunting, gentlemen.

INT. LIGHTSPEED LAUNCH PAD - LCC

Val, Jarrett, Lester stand frozen in their tracks, gazing admirably at something in front of them.

VAL
Always wanted to steal one of these.

THEIR POV: THE AZON LIGHTRAIL, a razor-sleek spaceship with a polished titanium hull, poised for launch. Markings on the tail proclaim, "Pectel Mining Corp." Thin wisps of vapor curl around supercooled propellant hoses snaking from its underbelly. It looks fast as light.

LESTER
Seven minutes to Mars.

JARRETT
Too bad we have to scuttle it.

VAL
I don't know...seven minutes? That's enough time to find a buyer, don't you think, Nigel?

Nigel's not amused by Val's joke. Jarrett walks ahead with him, leaving Val and Lester alone for a moment.

VAL (CONT'D)
(low voice)
That was slick what you pulled with the rotor shuttle gig. Very slick.

LESTER
What do you mean?

VAL
Come on, you didn't bring me back in just for four mil in dope. You set the whole thing up to back Jarrett into this job. It was a phony heist.

She looks at him, then steps close enough to kiss him.

LESTER
We got what we wanted, right?

Val just stares into her eyes, then--

(CONTINUED)

JARRETT (O.S.)
 (calling her)
 Lester...

Lester purses her lips at Val and walks away.

INT. LIGHTRAIL CARGO BAY - LCC

A small bathyscaph-like DOCKING POD is secured in the hold.

Val and Mullins prep gear while Kellogg works on a pressure suit with a meticulous hand. The suit sparkles alternately blue, green, yellow as he checks its laser evasion system.

MULLINS
 Why worry about those alarms when we
 got these?

Mullins lifts the "mother of all MACHINE GUNS" out of a box, shoulders it.

MULLINS (CONT'D)
 The Remington Z-16. Freon-cooled
 pulse plasma; fires thirty rounds a
 second fully auto - this baby's a
 Stumper party dream date.

KELLOGG
 The kid's in love.

Mullins slews the gun around and draws a bead on Kellogg.

MULLINS
 Works pretty good on people, too.

Kellogg gives him "the finger."

Val notices the round TUBE fitted to Mullins's gun.

VAL
 Grenade launcher?

MULLINS
 Yeah, but I tweaked it to take a
 standard fission charge.

Mullins holds up something resembling a hockey puck.

MULLINS (CONT'D)
 (demonstrating)
 Set the timer, load, pull, send your
 neighbor a supernova.

(CONTINUED)

Val looking at something down the corridor.

VAL'S POV: LESTER moves around in the cockpit, adjusting instruments, setting controls. She becomes aware of Val's gaze, and looks back at him for a moment.

Val turns back to the others.

VAL
Come on, let's get this done.

INT. JARRETT'S PLACE

It's the final briefing. Val, Lester, Jarrett, Mullins, Kellogg. A HOLOGRAPHIC MODEL of a Light Speed Freighter (LSF) hovers in front of them. Even in miniature it looks enormous.

VAL
The LSF's awareness systems are too sophisticated for us to even attempt a straight ship-borne assault. So we're going to play hop-scotch--

Val waves his hand, producing another HOLOGRAM model, this one of a MASS DRIVER - an unmanned spaceship consisting of a long latticed frame pushing an asteroid through space.

VAL (CONT'D)
This mass driver will be flying a course that will intersect the freighter's at precisely 0100 hours.

A path of light inside the hologram highlights what Val says:

VAL (CONT'D)
We'll land the docking pod onto the mass driver, hitch a ride to the point of intersection, then bail off and drop onto the freighter as it passes underneath us...

It looks impossible. The others watch, gravely serious.

VAL (CONT'D)
Once we commit to the docking pod, it's a one-way ticket, no return. We get one chance to board the freighter; we miss, it's over.

MULLINS
All over.

(CONTINUED)

JARRETT
Team one will land here--

Jarrett touches the hologram -- a circle is HIGHLIGHTED.

JARRETT (CONT'D)
Disable optic transmission and drop
to the Com Mainframe where you will
shut down all ship-to-shore talk,
long-range tracking, anything and
everything unfriendly to our cause.

Jarrett touches the model again -- another circle lights up
near the front of the LSF.

JARRETT (CONT'D)
Lester and I enter here and move
strong for the bridge.

Val looks through the hologram at Lester, furtive. She
catches his eye then looks away.

A circle lights up on one side of the LSF...

JARRETT (CONT'D)
I'll flush the prisoners out in the
starboard escape shuttle--

...then another lights up on the opposite side.

JARRETT (CONT'D)
Save the port shuttle for our
departure after we hand off the ship
to Brae.

Several smaller circles light up throughout the ship,
including ONE CIRCLE in the ENGINE ROOM.

KELLOGG
Remember, the green lifeboats are non-
maneuverable while the ship's in the
inner system. If things go south and
you are forced to punch out in one of
these, be advised you have no control
whatsoever over your destination, if
you reach it.

MULLINS
That's a long deep hypersleep.

The hologram disappears.

(CONTINUED)

VAL
Any questions?

Lester raises her hand. The others look. Val nods

LESTER
What are we gonna do with all that
money?

She smiles big. Everyone else does, too. Except Val.

CUT TO:

FIVE HANDS HOLDING SHOT GLASSES

The glasses are filled with bourbon.

INT. JARRETT'S PLACE - MOMENTS LATER

Val, Jarrett, Lester, Mullins and Kellogg stand under the
giant Frans Hals military portrait, their glasses raised.

Lester looks right at Val.

LESTER
Here's to the future.

They all CLICK their glasses together and down their shots.

EXT. JARRETT'S PLACE - LATER

Mullins and Kellogg exit and go their separate ways down the
hall. Val steps through next, Lester right on his heel. She
turns to Jarrett, standing next to her.

LESTER
I have to run the post-fueling check.

Jarrett looks at Val walking away.

JARRETT
Val...

Val stops, turns around and faces Jarrett.

JARRETT (CONT'D)
Go with her.

Val catches Lester's eye for just a second, nods, follows.

INT. LAUNCH PAD GANGWAY - LCC

A long tunnel of red light. Val and Lester walk quickly down it. Lester glances over her shoulder at Val.

Windows now appear on the sides of the gangway. Through them we can see the Lightrail resting on the pad under a now OPEN CEILING. Lester reaches the hatch and opens it.

They both enter the spaceship.

INT. LIGHTRAIL - COCKPIT

A swollen Earth appears in the distance through the cockpit window, a glowing blue globe born from infinite darkness.

Lester enters the cockpit first. She turns around to face Val as he follows her in. They move to each other at the same time. Lips press together as their bodies meet. Clothes come off fast. Lester scoots up on one of the command couches and pulls Val into her. They make love.

LIGHTRAIL COCKPIT - LATER

Val and Lester lay still and naked on the command couch, sweat glistening on their skin. They look out the window at the Earth, looming larger than ever over the lunar landscape.

LESTER

You're going there after the job,
aren't you? You're going back to
Earth.

VAL

One way, non-stop.

LESTER

I've never been.

Her words hang thick and heavy in silence for a beat.

LESTER (CONT'D)

Jarrett thinks the whole place is a
prison. He'll never go back.

(a beat)

I'd love to see it though--

Val turns, looks deep and hard into her eyes.

VAL

I was seventeen, working a straight
paycheck gig welding beams on station
frames. Jarrett was my foreman.

(MORE)

(CONTINUED)

VAL(CONT'D)

One day, my thruster pack stuck.
Spun me a half-klik off the platform,
out of control. I was about to be
torn apart inside my suit when
Jarrett came out of nowhere and hit
the kill switch. Next day we both
quit, went to work for ourselves.
See, Jarrett saved me twice - the
first time when he hit that kill
switch; the second, when he took me
outta that goin' nowhere good-guy
ride and taught me the straight and
narrow life of crime.

Val just looks at her, then gets up and grabs his clothes.

VAL (CONT'D)

You want to come with me, you can.
But nothing happens to Jarrett. I
owe him my life, he gets to keep his.

He leaves.

EXT. LAUNCH PAD GANGWAY - LCC

A FLASH OF LIGHT.

The Lightrail lifts off the moon.

EXT. LIGHTRAIL - ABOVE THE MOON

The rocket ports on the back of the Merlin FIRE to life,
propelling the spacecraft out of lunar orbit.

COCKPIT - LIGHTRAIL

Jarrett and Lester sit side by side.

LESTER

Prepare to jump.

Their flight couches SEAL around their bodies.

A loud WHIRRING noise fills the ship.

Jarrett and Lester pinch their noses to equalize pressure.

CREW DECK - LIGHTRAIL

Val, Mullins and Kellogg are SEALED into their couches.

Kellogg yells over the loud NOISE...

(CONTINUED)

KELLOGG

I don't care how short the trip is, I
hate lightspeed jumps. I still wish
I could sleep through it.

MULLINS

You can if you black out.

COCKPIT - LIGHTRAIL

Lester grabs the joystick.

CLASSIC AIR-JOCKEY VOICE (O.S.)

(filtered)

Seven five nine, corridor is open,
corridor is yours.

LESTER

Copy, control. Fusion prop on my
mark. Three, two, one, mark--

CREW DECK - LIGHTRAIL

Val relaxes. Kellogg tenses up and shuts his eyes.

MULLINS

And then there was light.

EXT. LIGHTRAIL

The back of the ship glows like a small sun...

And then it's GONE.

LIGHTRAIL COCKPIT

Streams of light ripple over Jarrett and Lester's visors,
growing brighter as the ship accelerates, until--

FLASH! White hot light blows out the cockpit.

LESTER

(filtered)

Speed!

CREW DECK - LIGHTRAIL

Val and Mullins smile as they watch the streaks of light WHIZ
over their heads. Kellogg shuts his eyes tighter.

Val's eyes start to roll back...he fights it then BLACKS OUT.

EXT. INTERPLANETARY SPACE

A thin STREAK of color splits the blackness like a rainbow shot from a cannon.

It leaves behind nothing but stars and silence.

CUT TO:

VAL'S EYELIDS

Closed.

MULLINS (O.S.)

Wake up, dog. We're outta the black.

They blink open.

INT. CREW DECK - LIGHTRAIL

Val comes to. Mullins stands over him, grinning, and adds...

INT. LIGHTRAIL GALLEY

Val looks like a wreck. Kellogg hands him a cup of coffee while Mullins looks on. Val takes a sip and grimaces as

Jarrett and Lester step into the galley.

JARRETT

You okay?

Val rubs his head.

VAL

Never had it this bad before.

MULLINS

Must be getting old.

JARRETT

Lowell Station's got us in a holding pattern. Some kind of prisoner transfer going on. They've sealed the whole area.

JARRETT (CONT'D)

No big deal. We'll be outta here in three hours. Plenty of time.

Lester nods her head at Val's cup.

(CONTINUED)

LESTER
Put some sugar in it.

Lester and Jarrett exit.

Val watches them go as Kellogg passes him some sugar.

Val shakes his head, declining, then dumps the rest of the coffee altogether and gets up.

CREW DECK - LIGHTRAIL

Val is alone on the deck, checking out his pressure suit.

Jarrett enters, then speaks in a low voice.

JARRETT
We got the money.

Val nods.

JARRETT (CONT'D)
I moved it to the dummy account.

VAL
Lester?

Jarrett shakes his head.

JARRETT
You're still the only one besides me
who has the code. Nobody else.

Val looks at Jarrett, almost surprised. Jarrett turns to leave. Val hesitates over something, then speaks...

VAL
Jarrett...

Jarrett quickly turns around, almost expecting it.

VAL (CONT'D)
I need to talk--

JARRETT
Save it.

Jarrett looks at him, forgiving. Val stays quiet.

EXT. MARS SPACE

The LIGHTRAIL drifts high above the red planet MARS, in synchronous orbit with an immense orbital structure --

(CONTINUED)

LOWELL STATION, the "gateway" to deep space.

Clusters of spacecraft drift in a loose line behind and in front of the Lightrail, each waiting their turn to proceed into the asteroid belt.

CONTROLLER (O.S.)
(filtered)
Seven, five, niner, leared to
proceed.

The Lightrail moves smoothly away from Lowell Station.

LESTER (O.S.)
(filtered)
We copy. Thanks guys.

The rocket ports FLARE then quickly CUT OUT as the ship leaves Mars space and heads into the--

ASTEROID BELT, barely visible up ahead.

INT. LIGHTRAIL COCKPIT - HOURS LATER

Lester scans the HUD RADAR image on the cockpit window that shows the positions of various ASTEROIDS, swirling through space like stones in a dryer.

Jarrett glances over her shoulder at the monitor.

JARRETT
Busy out here today.

Lester points out the window.

LESTER
I got the mass driver.

Jarrett looks.

JARRETT
There's our ride.

CARGO HOLD - LIGHTRAIL

Val looks out a small porthole.

The MASS DRIVER, pushing its ASTEROID payload through space at 20,000 miles per hour, flies relative a thousand yards out.

Those thousand yards between the Lightrail and the Mass Driver are full of many more thousands of small asteroids and rocks SPIRALING through space - an interplanetary hail storm.

INT. DOCKING POD

Val, Jarrett, Lester, Mullins and Kellogg are packed into the docking pod, all wearing pressure suits.

Lester takes the controls. The cargo bay door OPENS.

OUTSIDE the Mass Driver cruises directly below the Merlin.

KELLOGG

(nervous)

This is that point-of-no-return, do-or-die time, right?

MULLING

Yep.

KELLOGG

I hate those.

EXT. LIGHTRAIL - CARGO HOLD

The docking pod MOVES forward on a track until it extends out of the Lightrail into space. It JOLTS to a stop then--

FALLS AWAY from the mother ship.

It rights itself with a few bursts of fine thrust, then SWOOPS towards the Mass Driver.

INT. DOCKING POD

Lester steers past the whizzing asteroids.

LESTER

We are down among 'em, fellas.

EXT. DOCKING POD

The pod descends FAST towards the Mass Driver. Short bursts PUFF from its fine thrusters.

INT. DOCKING POD

CHIRP sounds.

VAL

Collision alarm.

LESTER

Don't worry about this small stuff--

Jarrett sees it a half-second before the others do.

(CONTINUED)

JARRETT
This isn't small!

THEIR POV: An ENORMOUS ASTEROID tumbles out of nowhere,
straight for them.

EXT. DOCKING POD

Thrust POUNDS from every nozzle. The pod DARTS to its right,
then SPINS around--

JUST AS THE ASTEROID tumbles past, disappearing.

INT. DOCKING POD

Lester stabilizes the pod as everybody catches their breath.

VAL
(to Lester)
Did you blow your fuel?

LESTER
We're gonna find out.

EXT. MASS DRIVER

The pod THRUSTS towards a DOCKING PORT on the spine of the
long, unmanned ship. The small thrusters throw all their
power into it as the pod strains forward.

INT. DOCKING POD

Lester looks concerned.

LESTER
We're losing relative speed!

EXT. DOCKING POD

The tiny pod just can't get closer to the docking port.

Then the ENGINES CUT OUT.

INT. DOCKING POD

LESTER
Fuel's gone! Damnit!

Val goes for the hatch.

VAL
(to Mullins)
Move!

(CONTINUED)

He pushes Mullins away as he pulls a TETHER out of his suit and hooks it to the inside of the hatch.

VAL (CONT'D)
Blowing the hatch!

LESTER
What's that gonna do?!

VAL
Kill you if you don't clip in!!

The others hurry to CLIP themselves in as Val pulls the hatch release. The hatch BLASTS OPEN into the vacuum of space.

Val is sucked out of the pod.

EXT. DOCKING POD

Val flies through the hatch, connected to it by the tether.

He aims his body forward and --

FIRES HIS THRUSTERS.

Sails past the leading edge of the pod. DRAWS HIS GRAPPLE GUN. FIRES at the docking port. The grapple HOOKS the docking ring. Val hits his THRUSTERS and--

PULLS THE POD INTO THE MASS DRIVER'S DOCKING PORT.

The pod's nose CLICKS home.

EXT. DOCKING POD - FROM A DISTANCE

The pod clings to the Mass Driver like a bug. Val's a spec as he moves back to the open hatch.

INT. DOCKING POD

Val comes back inside, pulls the hatch shut behind him.

He looks at the others. They are all still in shock, stunned at how close they came to death, awed by Val's efforts.

It's a long beat before...

MULLINS
You rock.

Val looks at Lester.

(CONTINUED)

VAL
 (catching his breath)
 Let's get on with it.

DOCKING POD POV - LOOKING UP: The Lightrail closes its cargo door as it PITCHES down, then YAWS around until its nose is pointed away from our direction of travel.

INT. DOCKING POD

Val, Jarrett, Kellogg, Mullins watch Lester maneuver the ship via REMOTE CONTROL.

LESTER
 Firing engines.

EXT. SPACE

The Lightrails rocket ports IGNITE and the ship TEARS away from the mass driver, going out of sight almost immediately.

INT. DOCKING POD

Jarrett watches a clock tick down on his HUD.

JARRETT
 Detonation.

Outside a small FLASH OF LIGHT appears in the distance. No bigger than a shooting star.

Val, Jarrett, Lester, Mullins and Kellogg stare into space.

JARRETT (CONT'D)
 Now we wait.

EXT. ASTEROID BELT

The docking pod holds to the Mass Driver like a remora as the huge, silent craft speeds along.

INT. DOCKING POD - HOURS LATER

Everybody sits cramped against the walls, waiting. Val stares at Lester like he wishes they were alone.

MULLINS
 How much time left?

JARRETT
 Four hours, forty.

Mullins squirms in his suit, rubs his boot across the floor.

(CONTINUED)

MULLINS
My foot itches.

KELLOGG
They can put a man on the moon, but
they can't make a decent sock...

EXT. ASTEROID BELT

The Mass Driver tows the pod on through the belt.

INT. DOCKING POD - FOUR HOURS, FORTY MINUTES LATER

The entire crew is on their feet, watching out the window.
Weapons and tools assembled, ready to rock.

LESTER
There.

KELLOGG
Damn. That's big.

In the distance, approaching slowly, is an gigantic shape...

It's a LIGHT SPEED FREIGHTER. The Empire State Building of
spacecraft. Massive and formidable as a castle.

Val puts his eyes to the pod's TELESCOPE VIEWFINDER.

SCOPE POV: Big black letters spell the name "ANTENORA" across
the bow of the Light Speed Freighter.

VAL (O.S.)
That's our package.

EXT. SPACE

The Mass Driver starts to pass directly over the gigantic
ANTENORA cutting along two thousand feet below.

EXT. DOCKING POD

Val, Jarrett, Lester, Kellogg and Mullins, armed with Z-16s
and utility packs, CLUTCH ONTO THE OUTSIDE OF THE POD like a
stick of skydivers preparing to jump.

THEIR POV: The ANTENORA glides up below, like the *Titanic*
rising from the deep.

KELLOGG
Nice knowing you all...

(CONTINUED)

Val gives Mullins and Kellogg a "thumbs up" then looks at Jarrett and Lester.

VAL
See you on the bridge.

Jarrett nods. VAL PUSHES OFF and FIRES his thrusters.

He hurtles headlong through space for the ANTENORA.

MULLINS and KELLOGG follow right on his heels.

EXT. SPACE - FROM A DISTANCE

THREE TINY SPECS -- Val, Mullins and Kellogg -- glide fast towards the giant spacecraft below them.

TWO MORE TINY SPECS -- Jarrett and Lester -- drop off the Mass Driver seconds later and head for the ship's bow.

CUT TO:

VAL LEADS MULLINS AND KELLOGG as the Mass Driver pulls away.

VAL'S POV: The ANTENORA completely fills our field of vision as the HUD rapidly clicks off the distance to target.

Directly ahead is a large OPTIC ANTENNA DISH. A small HATCH is visible twenty yards from the dish. Red laser alarms FLICKER around both antenna and hatch, spreading out in POOLS over the entire deck of the ship.

He looks to his right and spots--

JARRETT AND LESTER a half-mile away over the front of the Freighter.

Val draws his light-tool.

MULLINS AND KELLOGG watch Val focus it on the ship as it grows larger by the second.

VAL waves the light-tool all across the deck, then breaks radio silence.

VAL
It's not activating.

CUT TO:

JARRETT AND LESTER

Dropping towards a forward hatch. Jarrett patiently aims his light-tool as they skim towards the deck.

JARRETT
Just hold it...

CUT TO:

VAL

Moments away from touchdown on the top of the Freighter.

VAL
Negative action!

CUT TO:

JARRETT

still aiming. Keeping calm.

JARRETT
Hold it, Val...

CUT TO:

VAL

Only feet from the deck...he CATCHES THE LIGHT. He SWIPES the tool across his glove. His suit LIGHTS red just as--

HE LANDS ON TOP OF THE FREIGHTER.

He spins and flashes the tool at Mullins and Kellogg, flying down right behind him. They catch the beam with their gloves.

Their suits activate as they TOUCH DOWN next to Val.

Val, Mullins and Kellogg stand knee-deep in pools of red staccato laser light on top of the mighty ship.

They look at each other like they want to pinch themselves.

VAL
Touchdown.

CUT TO:

JARRETT AND LESTER

lit up red, landing on the front of the ship.

(CONTINUED)

JARRETT
Roger that.

CUT TO:

KELLOGG

He hooks himself to the deck and breaks into the cable box at the base of the optic antenna dish.

CUT TO:

VAL AND MULLINS

Twenty yards away, they go to work on the nearby HATCH, breaking into the lock.

CUT TO:

KELLOGG

He clips a device to the base of the optic dish. The device LIGHTS UP.

CUT TO:

VAL AND MULLINS

Val sees Kellogg wave to them from the dish.

VAL
Dish is down. We're going in.

Mullins reaches down and turns the MANUAL CRANK on the hatch.

The hatch releases. Mullins pulls it open.

EXT. FORWARD HATCH

Jarrett and Lester break into a hatch marked: *RESCUE ACCESS*.

JARRETT
Right behind you.

Lester opens the rescue hatch.

EXT. REAR HATCH

Val crawls into --

INT. MAINTENANCE TUNNEL

Val floats down the tunnel towards an INNER HATCH. He stops himself and looks back at Mullins, peering down through the open outer hatchway.

Val motions for him to follow.

EXT. REAR HATCH

Mullins turns and looks across the deck to Kellogg. He waves him over when suddenly, behind Kellogg, starting at the very back end of the Freighter and moving forward--

The color of the red laser alarm starts CHANGING TO BLUE.

Mullins notices--

MULLINS
What's up with that?

KELLOGG looks around. The blue light is almost upon him.

KELLOGG
The alarm...It's changing!

He flashes a look of abject terror at Mullins as the blue laser light BREAKS ACROSS HIS SUIT and flashes on towards Mullins. Then things happen very fast:

--SLOTS open up all across the ship's deck.

--KELLOGG lunges for the hatch.

--MULLINS raises his Z-16.

MULLINS
MOVE IT!!

INT. MAINTENANCE TUNNEL

Val looks up at the sound of Mullins's voice.

VAL'S POV: Mullins, visible through the open outer hatch, raises his gun, just as Val's HUD flashes the STUMPER WARNING.

EXT. REAR HATCH

Kellogg is halfway out the hatch when--

TWO DOZEN STUMPERS - the nasty, bird-like mechanical robots, fly out of the open slots in the deck of the ship.

(CONTINUED)

They FIRE sharp, deadly LASER BEAMS at Kellogg. Mullins OPENS UP with his Z-16. The gun slings FLAMING PLASMA BOLTS into the swarm.

EXT. FORWARD HATCH

Jarrett and Lester hurry through as their HUDS flash warnings.

THEIR POV: Little POPS and FLASHES of light zigzag across the rear deck of the ship as the wave of BLUE LIGHT advances towards them.

JARRETT

Oh God.

They jump down the hatch and slam it SHUT as the BLUE LIGHT sweeps over them.

EXT. REAR HATCH

Mullins BLOWS a few Stumpers apart with his gun as Kellogg tries to make the hatch. But the Stumpers are too quick. Three of them zero in on Kellogg and--

SHRED HIS BODY INTO RIBBONS before he knows he's hit.

MULLINS

(screaming)

No!!

INT. MAINTENANCE TUNNEL

Val looks through the window of the inner hatch. Inside the ship, ALARM LIGHTS are flashing in the corridors. Val looks back up at Mullins.

VAL

(yelling)

Mullins!!

EXT. REAR HATCH

Mullins fires one last BURST into the attacking Stumpers, then jumps through the open hatch. The Stumpers SWARM towards him and reach the outer hatch just as Mullins pulls it SHUT.

INT. MAINTENANCE TUNNEL

Val sweats as he furiously works on the inner hatch lock.

JARRETT (O.S.)

(filtered)

Val! Kellogg!--

(CONTINUED)

VAL
Kellogg's gone.

Mullins bounces off the walls as he reloads his Z-16 in the zero-gravity of the tunnel.

INT. RESCUE SHAFT

Jarrett and Lester hurry towards another inner hatch.

LESTER
So much for surprise.

INT. MAINTENANCE TUNNEL

The lock releases with a THUNK. Val looks over his shoulder at Mullins. Mullins nods, reloaded and ready for business. Val OPENS the hatch...

A tornado of ATMOSPHERE rushes in.

Val and Mullins are BUFFETED by the turbulence as the tinny sound of LOUD ALARMS rides in on the violent air.

The shaft pressurizes. Val and Mullins jump through the inner hatch into --

INT. CORRIDOR - ANTENORA

A thick orange MIST pumps into the corridor as Val and Mullins emerge from the hatch opening.

VAL
E.T. dust...bug spray.

Val and Mullins charge through the mist and stop at a junction. Val leans cautiously around and takes a look.

VAL (CONT'D)
Clear.

They round the corner and continue at a fast jog when a door slides open ahead of them and--

FOUR ARMED GUARDS, wearing gas masks and biohazard suits, wielding machine guns, spill out.

They start FIRING. Val and Mullins level their Z-16s. They each let a quick BURST of plasma loose...

Bolts decimate the guards and CHEW UP big chunks of wall.

Tracers BLAST over Val's shoulder.

(CONTINUED)

He turns around and FIRES at three more guards behind them. Mullins steps over and SHOOTS. The guards go down.

More shots BURST into the surrounding walls.

Mullins turns and exchanges FIRE with a guard darting from behind a corner. They CRACK off a couple quick shots, then Mullins aims his gun at the corner and SHOOTS.

The plasma bolts PUNCH a hole through the wall and the guard is FLUNG out from the other side, D.O.A.

Val and Mullins hurry into--

INT. ELEVATOR

Val hits a button and the doors close.

VAL

Fifteen.

Both men catch their breath and hold their guns at the door as the levels click off their two-hundred-deck descent.

150...75...25.

The elevator stops. The doors open.

Val and Mullins SHOOT as they burst from the elevator into --

INT. DECK FIFTEEN

TWO MEN wearing heavy, military-style body armor and helmets with mirrored visors, are ventilated by plasma bolts.

Their weapons CLATTER to the floor as they fall dead.

Val and Mullins run forward into more FIRING. They return SHOTS. Val moves off to his left, climbs up stairs to a small platform, FIRING as he goes. Mullins crouches to his knee, RAKES the corridor with his gun.

The corridor erupts in SMOKE and FLAME.

Val PICKS OFF two men moving up behind Mullins then swivels his gun back down on the others.

Mullins stands and CHARGES with his gun BURNING.

The last man FLOPS to the floor and the shooting stops.

(CONTINUED)

Mullins goes to the nearest dead man and kneels. The dead man is wearing the heavy body armor. Mullins looks around at the others -- they are all wearing it.

MULLINS

These guys are Corporate Rangers.

INT. RESCUE SHAFT

Jarrett looks concerned.

VAL (O.S.)

(filtered)

Did you read that?

JARRETT

Yeah. How many?

INT. DECK FIFTEEN

Val looks very concerned.

VAL

Looks like a whole squad.

Mullins gets back to his feet. He looks unnerved.

MULLINS

(to Val)

What are Corporate Rangers doing on board a deep sky freighter?

Val doesn't have time to answer as--

FOUR MORE SOLDIERS come around a corner.

ONE SOLDIER

Drop your weapons!

Val and Mullins freeze.

TWO MORE SOLDIERS appear behind them, weapons drawn.

Val slowly lays down his Z-16. Mullins does the same.

ANOTHER SOLDIER

On the floor!

Val starts to crouch. Mullins follows, but...Val catches Mullins's eye on the way down--

AND DRAWS HIS SAWED-OFF SHOTGUN.

(CONTINUED)

He TAKES OUT a soldier with a blast from his cannon.

All hell breaks loose again as the others RETURN FIRE. Mullins ROLLS and SHOOTs down the two behind him. Val FEEDS another his second shotgun barrel. Mullins WHEELS around to finish the last one and gets--

HIS FOOT BLOWN OFF by a burp of machine gunfire.

His suit DEPRESSURIZES as he goes down screaming in pain.

MULLINS

Arrrgoddd!

Val bifurcates the last soldier with his Z-16.

Mullins, screaming, rips his helmet off and winds a tourniquet around the bleeding stump where his foot was.

INT. RESCUE SHAFT

Jarrett and Lester listen to the screaming under Val's voice.

VAL (O.S.)

(filtered)

Mullins is down. I think we got 'em all--

LESTER

Then get it together, Val!

Jarrett looks at Lester, surprised by her tone.

INT. DECK FIFTEEN

Val listens.

LESTER (O.S.; CONT'D)

(filtered)

Blow the com frame now! We're taking the bridge!

INT. RESCUE SHAFT

Lester nails Jarrett with a steely-eyed glare.

LESTER

We're not dropping this ball.

Lester OPENS the inner hatch.

INT. DECK FIFTEEN

Val drags the wounded Mullins down the corridor. Mullins tries to hold his weapon ready as he hops on his good leg and grits his teeth against the pain.

AROUND A CORNER

Val heaves Mullins to the wall and helps him slump down.

VAL
Cover our rear.

Mullins nods, adamant. Grinds his teeth against the pain.

Val lets his Z-16 hang loose on its sling and draws his Colt.

He hurries deeper down the corridor and goes to a BOX near a large YELLOW HATCH. He keys a code from memory. PULLS the handle. There is a LOUD BUZZ and the yellow hatch OPENS.

Val enters--

INT. COM MAINFRAME

The ship's brain. An expansive room of thin, glistening panels of a cellophane-like substance.

Val goes straight to the CONTROL PANEL and starts throwing switches, lobotomizing the ship--

THERE IS MOVEMENT.

Val ducks as a SHOT goes off near him. He pops back up to see a lone crewman try to get off another.

Val raises the Colt and BUSTS OFF TWO SHOTS. The man goes down, clutching his arm and YELLING in pain. The man lifts his gun again, but Val UNLOADS into him. The man dies.

INT. BRIDGE CORRIDOR

Lester leads Jarrett at a fast jog to the bridge hatchway. They peer through the window to see--

THE UNARMED TEN-MEMBER CREW

On the other side, panicking over their system failures and calling for help over their com lines.

Lester smacks a clump of CLAY onto the hatch release. Jarrett breaks off the WIRE...

(CONTINUED)

As Jarrett and Lester cover up, Jarrett glimpses TWO CORPORATE RANGERS moving up behind them...

He whirls around and SHOOTs THEM as the center of the hatch MELTS in a blinding FLASH of hot liquid metal.

Lester uncovers in time to see ONE CORPORATE SOLDIER emerge from the smoldering hole.

Lester EMPTIES her machine gun into him. He goes down.

Jarrett and Lester race onto--

INT. BRIDGE - ANTENORA

The crew halts. Several throw their hands in the air.

The COMMANDER approaches Jarrett and Lester, his hands up.

COMMANDER

Show mercy on my crew and--

Lester sticks her gun against his head.

LESTER

Shut it!

The Commander obeys.

LESTER (CONT'D)

Status, Val?

INT. COM MAINFRAME

Val throws one last switch.

VAL

Disable complete. It's all ours.

BRIDGE - ANTENORA

Lester turns to Jarrett, speaks to Val.

LESTER

Meet Jarrett at the shuttle--

A crewman panics and bolts. Lester spins like a top and SHOOTs him down without a thought. There are CRIES. Jarrett looks hard at Lester, then to the Commander.

JARRETT

Follow my instructions and nobody else gets hurt.

INT. DECK FIFTEEN

Mullins slumps lower against the wall on a slow nod towards death. He stares straight ahead, his gun loose in his hands.

INT. COM MAINFRAME

Val pulls off his helmet, exhausted, takes a breath and spots something across the room.

It's a pack of CIGARETTES, protruding from the pocket of a jumpsuit hanging on the wall above a SECURITY STATION.

Val goes over, grabs a cigarette and puts it in his mouth, then digs through the jumpsuit pockets for a light when something at the security station forces him to look.

It's a flat MONITOR -- displaying a FLOOR PLAN of the Deck Fifteen corridor. Val and Mullins appear at their respective locations as small, glowing, INFRARED SHADOWS of themselves.

Val touches an icon on the monitor.

More floor plans are called up. The ship, grid-by-grid.

Val stops on one showing a single glowing ICON moving down a corridor closely behind a group of TEN MORE ICONS representing other people on board, namely--

INT. THAT CORRIDOR

Jarrett herds the Commander and his eight remaining crew forward. They stop at the sealed hatch to the ESCAPE SHUTTLE.

JARRETT

Key it.

The Commander turns to Jarrett.

COMMANDER

I'm afraid I can't--

Jarrett PUNCHES him in the nose.

JARRETT

You are no longer in command of this ship. Key the code and get everybody inside.

COMMANDER

Please...Both of the large shuttles have to be activated from the bridge.
(MORE)

(CONTINUED)

COMMANDER (CONT'D)

We can't even open the doors until
that happens.

Jarrett doesn't believe it.

COM MAINFRAME

Val calls up the BRIDGE floor plan on the security monitor.

JARRETT (O.S.)
(filtered)
Bridge. Our friend here says the
shuttle's not activated. Confirm.

It shows a single glowing ICON hovering at the helm.

BRIDGE - ANTENORA

Lester stands near the helm. She looks intently down at a
panel of status lights like she's waiting for something.

JARRETT (O.S.)
(filtered)
Copy, bridge?

Lester hears Jarrett. But she doesn't move...

COM MAINFRAME - ANTENORA

Val continues to SCAN every deck on the monitor, but there are
no more shadows to be seen besides those of the dead soldiers
and crewmen lying still throughout the ship.

JARRETT (O.S.)
(filtered)
Bridge, I need an answer on that
shuttle...

Then Val calls up one more floor plan...

AND A SINGLE ICON APPEARS. This one is MOVING. Running.

VAL
I have movement. Foredeck, level
eight. There's someone else on the
ship. They're in a hurry.

BRIDGE - ANTENORA

Lester stills at his announcement.

LESTER
Headed which way?

COM MAINFRAME

Val calls up a wider plan which includes the bridge.

VAL
Straight for you, bridge.

CUT TO:

JARRETT

His face tightens with worry.

JARRETT
Bridge?...

CUT TO:

LESTER

She hasn't moved. But she's looking up from the console.

LESTER
Com, give me the exact location.

CUT TO:

VAL

He watches the glowing icon keep moving.

VAL
Two-hundred meters aft the forward
bulkhead.

Suddenly another MONITOR blinks to life. This one announces:

OUTBOUND COURSE SETTING RE-ROUTED.

Val looks at it, baffled.

VAL (CONT'D)
(to himself)
Outbound?...I thought this ship was
on its way in.

CUT TO:

JARRETT

Really sweating now, worried about Lester.

(CONTINUED)

JARRETT
Seal the bulkhead doors, Lester!

CUT TO:

VAL

Drawn to the information on the new monitor. He calls up more. The monitor reveals:

DESTINATION: NEPTUNE SPACE, TRITON DOCK -- CANCELED.

CLOSE ON - VAL

He's rapt.

Then we see HIS FLASHBACK as it cuts through his mind -- Vincent talking to Lester back in the chop shop.

VINCENT
I hear something about a new prison
out there, on Triton.

LESTER
I try to stay away from prisons.

BACK ON VAL, as he looks over at the other monitor to see the running ICON gaining on the bridge.

He touches another icon above the running shadow.

JARRETT (O.S.)
(filtered)
What's going on, Val?!

The monitor goes picture-in-picture: the smaller one starts to RETRACE the shadow's path backwards through the ship.

LESTER (O.S.)
(filtered)
How close, Com?

Val looks at the running shadow on the larger picture.

VAL
Fifty meters. You can take 'em down
anytime.

The shadow's starting point on the ship is LOCKED ON.

The monitor blinks: *DETENTION BLOCK A - DECK FIFTEEN.*

(CONTINUED)

JARRETT (O.S.)
 (filtered)
 Who else is on this ship?

CLOSE ON - VAL

He watches the glowing icon approach the bulkhead doors.

Again, we see HIS FLASHBACK -- Lester speaking to him in the galley of the Lightrail.

LESTER
 Some kind of prisoner transfer going
 on. They've sealed the whole area.

BACK ON VAL. Really CLOSE this time. His eyes are swimming
 as a horrible realization starts to tick off in his head.

CUT TO:

JARRETT

About to waste the commander for an answer.

JARRETT
 Who else?!

COMMANDER
 The prisoner.

Jarrett's caught off guard.

JARRETT
 What prisoner?

COMMANDER
 The man we're escorting to Triton
 Penitentiary. He's our only payload.

JARRETT
 What are you talking about?!

COMMANDER
 It was classified. Some federal deal
 to keep it quiet. They didn't want
 trouble. Isn't that why you're here?
 To break him out?

CLOSE ON - JARRETT

His eyes open wide in realization--

CLOSE ON - VAL

It's already hit him. Like a wave.

FORWARD BULKHEAD - ANTENORA

From behind, we see a man running. He carries a PISTOL in his hand, his PRISONER'S UNIFORM is charred and torn. His arms and knuckles are scraped and bruised. He glances back...

It's TYCHO BRAE!

He hits a fire alarm button near the door.

CUT TO:

JARRETT

Fueled with rage, he forgets the Commander and starts to run back towards the bridge.

JARRETT

Lester, get outta there! It's a set-up!

CUT TO:

LESTER - ON THE BRIDGE

She looks down at her finger...

It rests on a switch: *FORWARD BULKHEAD*. She throws it.

CUT TO:

JARRETT

He skids to a stop as a BULKHEAD DOOR SHUTS in his path.

CUT TO:

VAL

Watching Brae's ICON enter the bridge on the monitor.

VAL

He's right on you, Lester!!

BRIDGE - ANTENORA

Lester picks up her gun and spins around to see the bruised and battered Brae charge onto the bridge.

(CONTINUED)

They face each other down.

Then...LESTER SMILES.

CUT TO:

VAL

His face falls. On the monitor, Brae and Lester's icons have MERGED.

CLOSE ON - VAL

He looks up and we quickly see another FLASHBACK -- Lester talking to him in his apartment.

LESTER

I've got plans of my own.

BACK ON VAL. Slammed with the full truth.

VAL

She fucked us, Jarrett! She fucked us both!

BRIDGE - ANTENORA

Lester and Brae break off a raptor's kiss. Brae grins wide.

TYCHO BRAE

Stellar, baby. Truly stellar.

CUT TO:

JARRETT

He pounds on the sealed door in anger.

JARRETT

Brae!!

BRIDGE - ANTENORA

Brae looks up, addressing Jarrett over the com line.

BRAE

I took your advice, Jarrett. I prayed. Now it's "next time" and I see you first.

Brae reaches down and turns a key in a RED SWITCH.

BACK IN JARRETT'S CORRIDOR

(CONTINUED)

Three quick ALARMS suddenly echo down the corridor. Jarrett stops pounding and looks back at the Commander and his crew.

They look about, FRIGHTENED and HORRIFIED.

CREWMEN

They can't! Oh my God! No!

JARRETT

What?--

DECK FIFTEEN

Val, helmet back on, goes to Mullins, slumped dead against the wall with his eyes wide open and his Z-16 in his lap.

Val spots Mullins's helmet, lying upside down next to him -- its visor flashing the Stumper warning.

VAL'S POV: His own alarm SHORTS on, starts FLASHING.

VAL

(stunned)

Not inside...

JARRETT'S CORRIDOR

There is a BUZZING sound.

A SWARM OF STUMPERS swoops through the corridor and descends on the crew. The crewmen SCREAM as they are DICED apart.

Jarrett raises his Z-16 and FIRES. Bolts of plasma POUR into the writhing mass of Stumpers and dying crewmen.

JARRETT

Val!!!

DECK FIFTEEN

Val snatches up Mullins's customized Z-16 and several FUSION GRENADES off his belt.

VAL

On my way!

There is the BUZZING sound.

Val looks up.

A HALF-DOZEN STUMPERS cruise straight down the corridor.

They OPEN FIRE.

(CONTINUED)

Val ducks as a laser blast STRIKES.

He lifts the Z-16 and UNLEASHES A PLASMA STORM.

Attacking Stumpers EXPLORE to pieces.

Val RUNS for his life, SPRAYING the corridor behind him with his Z-16 as he goes.

He rounds a corner and KILLS SEVERAL MORE STUMPERS in front of him before he smacks a lump of CLAY onto a hatch and breaks the wire. He covers up as the hatch BLOWS APART, then runs through the opening, FIRING as he goes.

ANOTHER CORRIDOR JUNCTION

Jarrett takes cover.

VAL (O.S.)
(filtered)
Make the Deck Fifteen junction!

Jarrett FIRES on several Stumpers hovering near a hatchway. They disintegrate. He goes through the hatch into a--

A NEW CORRIDOR

Jarrett takes only three steps when--

A SINGLE STUMPER gets the drop on him and FIRES.

The laser SLICES across his upper chest and shoulder. Oxygen BURSTS from his suit as it depressurizes.

JARRETT
Ahgg!!!

Jarrett BLOWS the Stumper apart on his way to the floor just as Val rounds the corner at a run.

JARRETT (CONT'D)
Behind!--

Val spins to a crouch and SHOOTS DOWN TWO MORE STUMPERS.

Then Val looks at--

JARRETT

Fighting for breath, bleeding everywhere, reloading his Z-16 and looking up at Val through bloodshot eyes.

(CONTINUED)

JARRETT (CONT'D)

Shit, Val, what a mess...

Val runs forward and glances around the corner.

HIS POV: No fewer than TWENTY STUMPERS are on their way.

Val turns, frantically looks around, spots something--

It's a ladder, leading to a hatch marked: *ENGINE VENT ACCESS*.

Val grabs Jarrett's arm...

VAL

Come on!

...and YANKS him to his feet. Jarrett YELLS in pain.

BRIDGE - ANTENORA

Brae turns to Lester as Jarrett's SCREAMS come over the open com line.

TYCHO BRAE

Are all the lifeboats down?

LESTER

Yes.

NEW CORRIDOR

Jarrett leans against the wall, barely holding himself up. He looks at the ladder to the engine vents.

JARRETT

Get out of here.

VAL

We gotta move, now!

JARRETT

I'm dead, Val--

VAL

Don't give me that shit!

JARRETT

Goddamnit, Val, I make the rules!
I'm giving you an order! Don't let
them take us both down!!

Jarrett shakes from the effort.

(CONTINUED)

VAL
I screwed up--

JARRETT
We both did--

VAL
No. No, it's my fault, I should have
told you about her, about me and her--

The BUZZING SOUND of the approaching Stumpers cuts him off.

But Jarrett stares into his eyes like he already knows, grabs Val's hand with both of his, like a man truly realizing the end is upon him, and stands tall one last time.

JARRETT
Welding beams again for a living
doesn't look so bad from here...

Jarrett pulls away and raises his Z-16. Val nods, gets up.

Runs to the engine vent ladder and starts climbing, fast.

Jarrett turns around, takes a deep breath, digs deep and CHARGES around the corner...

AROUND THE CORNER

Jarrett runs HEAD ON into the mass of attacking Stumpers.

JARRETT
Suck on this, Brae.

He FIRES FULLY AUTO into the swarming machines. The corridor explodes in laser strikes and plasma bolts as they clash.

ENGINE VENT ACCESS SHAFT

Val climbs fast up the ladder towards the hatch as Jarrett's LOUD SCREAMS fill his ears.

JARRETT (O.S.)
(filtered)
Awww!!--

The screams abruptly turn to STATIC.

Then...the BUZZING SOUND.

Val whips his Z-16 down and FIRES as several Stumpers zoom into the bottom of the access shaft below him. Stumpers explode into SHRAPNEL, laser hits POP all around Val.

(CONTINUED)

Val keeps FIRING as he hits the hatch release.

The hatch irises OPEN--

VAL
Arrgggh!

Val disappears in a violent FLASH as he is--

SUCKED INTO THE ENGINE VENT SYSTEM.

Stumpers SLAM against the hatch as it CLOSES them out.

BRIDGE - ANTENORA

Lester and Brae listen as Val's YELLING abruptly cuts out.

They wait a moment. Brae turns to her.

BRAE
Initialize countdown.

INT. VENT SYSTEM

Val TUMBLES wildly through the zero-gravity of the vent system, CRASHING into the sides as he tries to recover from his ride through the hatch.

He snags a beam and stabilizes himself, then looks aft.

The end of the shaft cannot be seen.

Val swings back on the beam and PUSHES OFF, flies to the next beam and does the same. He accelerates with ease in the zero-gravity and quickly "crawls" aft.

BRIDGE - ANTENORA

As Lester readies the countdown, she glances at the bridge's SECURITY MONITOR, showing the same floor plans Val saw.

Val's moving SHADOW catches her attention.

LESTER
Someone's still alive.

TYCHO BRAE
Where?

LESTER
Engine vent system. He's heading for the power plant. It's Val.

(CONTINUED)

TYCHO BRAE
He'll be burned up when we light.

Lester grabs her gun and pressure helmet...

LESTER
He can get to it before then.

TYCHO BRAE
Get to what?

LESTER
The lifeboat.

TYCHO BRAE
You said they're all down.

LESTER
Except the one in the engine room.
It's a separate pod, on its own power
-- standard antimatter regulations.

Lester clamps on her helmet, activates her life support.

TYCHO BRAE
Let the Stumpers do it!

Lester loads her gun, frustrated at Brae's ignorance.

LESTER
Robo-weapons aren't allowed near
antimatter containers.

TYCHO BRAE
Does he know that?

LESTER
I hope not.

Lester runs from the bridge.

INT. ENGINE ROOM

A vast dim cavernous space.

Looks like Hades on an overcast day.

Val FLIES out of the vent into the room.

Three ANTIMATTER ENGINE TOWERS rise out of the darkness below him, towering to the top of the room like harbingers of industrial genocide.

(CONTINUED)

Far across the room, near the top, behind a small gangway, is the entrance to the ESCAPE LIFEBOAT SHUTTLE -- a small spaceship set flush into the wall of the *Antenora*.

CLOSE ON - VAL

He floats steady, contemplating the lifeboat and his escape, but then turns his attention to the massive engines instead.

ENGINE VENT SYSTEM

Lester, fully pressurized, her gun slung over her shoulder, hooks an attachment on her suit to a slot in the vent above her. It clicks home. She tugs at it once, then--

FIRES HER BOOT THRUSTERS. She heads aft at rocket speed.

BRIDGE - ANTENORA

Brae adjusts his com headset, slips behind the helm.

TYCHO BRAE

Hello. Val? Tycho Brae here.

ENGINE ROOM

Val clings to the bottom of one of the engines, dwarfed by its scale, the room's borders dissolving into darkness. He looks like a diver at the bottom of a cold deep lake.

Brae's VOICE comes through his com...

TYCHO BRAE (O.S.)

(filtered)

I'm sorry it had to work out this way, Val, but you gave me no choice...

Val ignores Brae's broadcast and attaches one of the--

FUSION GRENADES to the base of the engine.

TYCHO BRAE (O.S.; CONT'D) (CONT'D)

(filtered)

I was going to let you in on the whole thing had Jarrett accepted, but I didn't realize his blood was so bad for me. Then when you said no, I really had to improvise. Nothing like someone's sense of loyalty to screw with your plans...

Val sets the grenade timer to "00" and moves on.

ENGINE VENT SYSTEM

Lester gets closer to the engine room.

TYCHO BRAE (O.S.; CONT'D)

(filtered)

So I came up with something -- not money, not even glory -- but something so powerful that no man could ever turn it down...

BRIDGE - ANTENORA

Brae starts to adjust the controls to his position.

TYCHO BRAE

Lester.

Brae smiles to himself as he starts flipping switches.

TYCHO BRAE (CONT'D)

I've been pulling the strings from the beginning: Anders' arrest, the phony Rotor Shuttle gig. I needed to make sure you found yourselves in a truly desperate situation. And Lester helped get it done. She's one of the last of the great wicked witches, don't you think so, Val?

The bridge status monitor suddenly changes to read:

COUNTDOWN DISCONTINUED -- REINSTALLED.

ENGINE ROOM

Val sticks another grenade to the SECOND ENGINE and moves on to the THIRD.

TYCHO BRAE

They had me between prison and a hard place, Val.

Val attaches his third grenade.

TYCHO BRAE (CONT'D)

But now I'm a free man with a brand new ship carrying fuel and provisions to last eighty-five years...which is a lot shorter than twenty in the slam, don't you think?

BRIDGE - ANTENORA

Brae SEALS the bridge hatches and NAVIGATIONAL CHARTS appear HEADS UP in front of him.

TYCHO BRAE
How are we doing, Lester?

ENGINE ROOM

Val hits his thrusters and heads for the lifeboat gangway.

He sets the timer on his last grenade for "00:15" and loads it into the launcher tube on the Z-16 as he goes.

He approaches the edge of the gangway and slows when--

LESTER rushes out of nowhere to meet him.

Val tries to react, but gets the butt of Lester's machine gun SMASHED into his visor. The Z-16 SPIRALS out of his hands as he TUMBLES away from the lifeboat.

Lester pushes off after him, levels her machine gun and OPENS FIRE -- but the RECOIL knocks her reeling head over heels backwards.

VAL stops his tumble and looks up.

HIS GUN floats way above, near the top of the engine room.

Val FIRES HIS THRUSTERS and heads for it.

LESTER catches her fall and BLASTS after Val.

Val reaches for his gun. Lester COLLIDES with him. He doesn't make the grab. They both CAREEN into the wall.

Lester pins him and GRABS for his kill switch. He DODGES, then PUNCHES her in the helmet. The blow sends them REELING until Val's harness--

SNAGS on the top of one of the ANTIMATTER ENGINE TOWERS.

He tries to use THRUST to break free but Lester SWOOPS down on him and PULLS HIS KILL SWITCH.

His thrusters cut out, gone.

Val, frantic, looks at Lester as she reaches for the OXYGEN HOSE into his helmet.

(CONTINUED)

LESTER

Did you really think even for a second that I might do it? Did you think I'd go back to Earth with you?

Val's face says "Yes." Lester shakes her head.

LESTER (CONT'D)

You were too easy, Val. Both of you. You're too good to be a bad guy.

She starts to pull out the hose when a huge VIBRATION rocks the engine tower. Lester forgets all about the hose as the room begins to fill with an ICY mist.

THE ENGINES ARE POWERING UP.

LESTER (CONT'D)

(screaming)

Brae! What are you doing?!

BRIDGE - ANTENORA

Brae has his finger on the joystick. He's ready to go.

TYCHO BRAE

Nothing personal, Les, but loyalty was never my thing.

ENGINE ROOM

The giant vent openings CLOSE. Lester freaks out--

LESTER

No!!

--just as Val gets his arm FREE. He SWATS her away and YANKS himself clear of the engine tower.

He gives one glance back to see Lester, panicked--

GLANCE UP AT THE LIFEBOAT SHUTTLE.

Val doesn't hesitate...

He reaches back and RIPS HIS OXYGEN hose out of his suit.

Points it down. The escaping oxygen LAUNCHES him up.

Lester CHASES.

Val moves FAST, breathing out as he goes.

(CONTINUED)

He SNATCHES his gun then CRASHES onto the lifeboat gangway.

CLOSE ON - VAL

He holds his breath and hits the hatch release. IT OPENS immediately. LIGHTS begin to FLASH as Val hauls himself through the hatch and into the lifeboat.

He turns around to see Lester LAND on the gangway as the whole engine room SHAKES WITH MASSIVE VIBRATION.

Lester looks up at Val, terrified.

LESTER (CONT'D)
Take me with you!

VAL levels his Z-16 at her and gulps a breath.

VAL
Sorry...I'm not that good.

He FIRES!

The FUSION GRENADE leaves the tube and SMASHES into Lester like a supersonic hockey puck.

She SAILS OUT ACROSS THE ENGINE ROOM.

THE FUSION GRENADE timer clicks to "00:09".

INT. LIFEBOAT SHUTTLE

Val yanks a handle. The HATCH SEALS. Val is SLAMMED flat to the floor by the G-force of instant pressurization. He gulps air. Tremendous VIBRATION hits the lifeboat.

Val strains against it to press the LAUNCH BUTTON.

BRIDGE - ANTENORA

Brae yells.

TYCHO BRAE
Firing engines!!

EXT. ANTENORA

The lifeboat SPIRALS up and away at a fantastic speed.

INT. ENGINE ROOM

Lester BURSTS INTO FLAMES as the ENGINES IGNITE.

INT. LIFEBOAT SHUTTLE

Val is pinned to the floor of the shuttle, his face rippling with the tremendous acceleration. He uses all his strength to crane his neck back so he can see out the window.

VAL'S POV: The *Antenora's* rocket ports FLARE and the massive ship disappears in a thin crack of LIGHT.

INT. BRIDGE - ANTENORA

Brae watches the smeared tunnel of light-speed light through the cockpit window. His face is gleeful.

BRAE

Speed!!!

THE FUSION GRENADE timer clicks over to "00:00"

EXT. INTERPLANETARY SPACE

The lifeboat shuttle soars upwards as a--

BLINDING MULTICOLORED WAVE OF LIGHT splits space like a thunderbolt from Zeus.

INT. LIFEBOAT SHUTTLE

Val strains against the G's to see the *Antenora* go "supernova" three seconds and 558,000 miles away from him in space.

VAL

Here's to eternity.

The light RIPPLES across Val's entire field of vision.

Then disappears.

INT. LIFEBOAT SHUTTLE - LATER

Quiet now.

Val sits half-undressed on the floor, bio-med sensors taped to his bare chest. He smokes a cigarette and stares listlessly out the window at the vast blackness of space.

VAL - LATER STILL

He lowers himself into a SLEEP CHAMBER and opens a small vial of the same neon blue liquid he drank in the Cestus Club. He sips it back and tosses the vial out of the sleep chamber.

CLOSE ON - VAL'S FACE as he drifts off to sleep.

(CONTINUED)

DISSOLVE TO BLACK SCREEN:

We hear a loud, WHISTLING sound. Like a bomb falling.

CLOSE ON - VAL'S FACE

A thick, matted beard now covers it. He jolts awake and looks around, alarmed.

INT. LIFEBOAT SHUTTLE

The craft violently ROCKS and SHUDDERS. The instrument panel, wet with condensation, SPARKS and SMOKES.

Val looks out the window to see only BURNING HOT FLAME.

The ROCKING grows increasingly violent. Then SUDDENLY--

It STOPS. All is calm as bright SUNLIGHT floods the shuttle.

Val looks out again.

VAL'S POV: A large vast body of WATER is visible below.

It is THE PACIFIC OCEAN. Val is rushing towards EARTH.

EXT. LIFEBOAT

Parachutes break the lifeboat's fall as it SPLASHES DOWN.

EXT. EARTH - SOUTH PACIFIC OCEAN

The small, charred craft ROCKS and PITCHES on the blue water, supported by an inflatable ring around its base.

The hatch OPENS and VAL climbs out. He feels the air on his face. He breathes in a deep breath of sea-salt.

There is nothing but water for as far as he can see.

He squints at the horizon for a long time in complete and utter disbelief. Then he smiles.

THE LIFEBOAT SHUTTLE - FROM ABOVE

Val stretches out across the top of the spaceship, lights a cigarette, and leans back to catch the bright sunshine as he sails the Earth.

FADE OUT.

THE END