

VERVE

HINDENBURG

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"Oh, the humanity."



OVER BLACK

In the early 1930's, with its defeat in the Great War still a painful memory for many of its citizens, Germany began a massive campaign of industrialization and rearmament.

Every advancement in science and technology was used as evidence for the superiority of the so-called "master race" and became part of the justification - as well as the means of implementation - of the Nazi war machine, which grew by the year, hidden in plain sight.

Among those advancements, the German Zeppelin Company's mastery of airship design and operation led to its introduction of the world's first transatlantic commercial passenger flights.

By the mid 1930's, Germany ruled the skies.

This effort culminated in the construction of the largest and most luxurious passenger airship ever built.

It was christened ...

HINDENBURG

EXT. SOUTH ATLANTIC - EVENING - 1936

Dark clouds swirl over a churning sea. FLASH OF LIGHTNING. BOOM OF THUNDER. It's a roiling storm over open water.

The nose of the GRAF ZEPPELIN, a German airship, passes overhead, silhouetted against the BRIGHT FLASHES in the sky.

INT. GRAF ZEPPELIN - CONTROL CAR - EVENING

Smartly-dressed FLIGHT OFFICERS operate the ship in semi-darkness. They're a well-oiled machine of quick and decisive movements. CAPTAIN HANS VON SCHILLER (41), square-jawed and broad-shouldered, stands at the helm.

CAPTAIN VON SCHILLER
Steady as she goes, men.

MAX ADLER (39), tall and slender, stands at the elevator wheel at the back of the control car. He keeps a close eye on a sliding air bubble inside a curved glass level. He makes small turns of the wheel to adjust the pitch of the ship.

Max wears a flight officer's uniform: black silk tie, double-breasted jacket festooned with gold buttons and a cap featuring a gold-embroidered wreath, a globe and an eagle.

CAPTAIN VON SCHILLER (CONT'D)
Bring her up a hundred feet.

MAX
Aye, Captain.

Max lifts his hands to the wheel, then freezes in wonder: SPARKS dance between his fingers and the elevator wheel.

Captain Von Schiller watches sparks dance among his fingers.

CAPTAIN VON SCHILLER
Good Lord. It's Saint Elmo's Fire.

EXT. SOUTH ATLANTIC - EVENING

An EERIE BLUE GLOW envelops the Graf Zeppelin. Sparks erupt from its nose and tail as though it were a flying Tesla coil.

INT. FRANKFURT - TAVERN - AFTERNOON - 1937

Max sits at a table in a tavern, watching his hand as it hovers over a half-empty beer stein. He's wearing civilian clothes and speaks to an offscreen interlocutor.

MAX

And it was both terrifying and exhilarating. Men hardly spoke as it happened. We just went about our jobs and flew ahead until it ended.

A patronizing hand SLAPS Max on the shoulder. Startles him. HEINRICH KURLER (34), blond and tubby, smiles. Max and Heinrich sit at the end of a long table filled with other CHATTING DRINKERS. Max looks rather crowded by Heinrich.

HEINRICH

Ah, Adler. I feel sorry for you.

MAX

Do you? ... Why is that?

HEINRICH

Because if the most exciting moment of the entire nineteen-thirty-six season was some static on your fingers, then the Graf Zeppelin is even more boring than I feared.

Max tilts his beer stein to get a look inside. How much longer does he have to endure Heinrich's company? A few sips more.

MAX

It's certainly no Hindenburg.

HEINRICH

To say the least! Last season was like a who's who of the Third Reich's most celebrated faces. In fact ...

Heinrich lifts an eyebrow and leans toward Max.

HEINRICH (CONT'D)

I've overheard that the inaugural flight of our thirty-seven season will feature a number of very important members of the S.S. Career advancement will soon require the approval of such men.

Max takes a long drink of his beer - finishes it.

MAX

Splendid. 'Fraid I must be going.

Heinrich puts his hand on Max's forearm.

HEINRICH

Not impressed?

(MORE)

HEINRICH (CONT'D)

I also heard that this flight will be carrying something destined to change the balance of world power in favor of Nazi Germany. Not bad, wouldn't you say?

Max stands and buttons his coat.

MAX

Nice chatting with you, Heinrich. I need to go meet my wife.

HEINRICH

Well, I need to stay to meet my future ex-wife. She might very well be among the women here. I tell you, I can just say the words 'Hindenburg flight officer' to a young girl and her legs automatically open for me!

Max heads for the door. Heinrich stands and waves Max down.

HEINRICH (CONT'D)

(confidentially)

Max, you'll keep that bit about world power under your hat, yes? Good man.

EXT. COMMERCIAL STREET - FRANKFURT - DAY

A BEAUTIFUL BOUQUET of flowers is transferred from one set of hands to another. MONEY comes back the other way.

LAURA ADLER (31), a gorgeous woman with a head of dark curls and sparkling jade eyes, buries her nose in the flowers and inhales deeply. A third party's hand reaches into the bouquet.

Laura turns her head - Max ducks around the other side of her, holding his purloined flower as a gift, smiling. They embrace warmly.

MAX

Darling. Let's go home.

The happy couple starts walking and -

EXT. RESIDENTIAL NEIGHBORHOOD - CONTINUOUS

enters a residential area of stately townhouses.

LAURA

How was your beer with the officers?
Everyone excited for the new season?

MAX

I suppose. Another year, another
exaltation of Nazi achievements.

LAURA

Has it gotten that way among the
flight officers now? What a shame.

LEAFLETS start fluttering from the sky. Laura looks up.

LAURA (CONT'D)

Is that the Graf, Max?

MAX

No. ... It's the Hindenburg.

Through the maze of rooftops, we catch sight of a sliver of
the HINDENBURG, a massive, silver-painted Zeppelin.

Max catches a leaflet - a propaganda notice praising Hitler.
Max looks up. A full view of the ship remains elusive.

MAX (CONT'D)

Out on another public information
campaign. 'The pride of Nazi Germany.'

Max and Laura stop at a street corner. A TRAFFIC OFFICER
holds up his hand to stop the PEDESTRIANS on that corner.
The Traffic Officer BLOWS a whistle and waves at the
pedestrians, who start to cross the street.

Laura searches the sky for the airship.

LAURA

I can't get a good look at it. Maybe
we can take Dieter out to--

WHAM!

and Laura disappears. Her flower petals scatter among the
leaflets in the street.

Max stands stiffly - in complete shock. What just happened?

A LARGE CAR sits in the intersection, having blown through
the Traffic Officer's signal.

Max crouches and gently caresses Laura, who lies on the
pavement - conscious but clearly quite hurt.

MAX

No. No. Laura!

The Traffic Officer rushes to the scene.

TRAFFIC OFFICER

(to the car)

Idiot! What the hell were you doing?

The driver's door opens and a pair of black boots hits the pavement. FOUR S.S. OFFICERS emerge from the offending car.

The look on the Traffic Officer's face changes from anger to fear when he sees the culprits. He stops in his tracks. The S.S. Officers look around warily. They seem unsteady on their feet. They seem drunk.

Max cradles Laura's head. She looks up at him, wide-eyed. He stares back at her, his eyes pleading. He slowly turns his head to see the S.S. officers, who approach unsteadily.

INT. GREGOR'S OFFICE - STORAGE ROOM - NIGHT

One Month Later

GREGOR CZARNECKI (50), a serious, brooding Polish emigre in a dark suit, stands in a quiet, dimly-lit room. A yellowing articulated skeleton hangs in a corner behind Gregor.

GREGOR

You should feel no sense of doubt or hesitation. We're taking action at a crucial time. The world is willfully blind to Nazi aggression and we've been left with no other choice.

Max stands across from Gregor. The shadows on his drawn and pale face accentuate his grim appearance.

MAX

I was thinking about your oath as a physician - 'Do no harm.'

GREGOR

Sometimes a gangrenous limb must be severed in order to save the patient.

Max stares back at Gregor for a long moment. Nods.

GREGOR (CONT'D)

The Spanish town of Guernica gets flattened by Luftwaffe bombs. What does the United States do today? They pass a neutrality act. Shameful.

MAX

You've found someone?

GREGOR

Yes. I'm meeting with him later
tonight. Do you have the device?

Max removes from his coat pocket a BLACK CLOTH-WRAPPED OBJECT.
Gregor holds open a BLACK PHYSICIAN'S BAG. Max places the
object inside the bag. Gregor closes the bag.

CUT TO:

INT. GREGOR'S OFFICE - STORAGE ROOM - NIGHT

ISAAC ROBERTS (27), handsome but haunted, SUCKS a cigarette.

ISAAC

I was five years old the day the
world ended.

FLASHBACK TO:

INT. BOY'S BEDROOM - DAY

London - May, 1915

*Small hands arrange pewter toy soldiers on a windowsill.
Outside is a third story view of the grimy, bustling
metropolis of London, a vista that stretches to the horizon.*

*YOUNG ISAAC (5), a big-eyed kid kneeling at the window in
shortpants and a white shirt, orchestrates a spirited battle
among the small toys.*

ISAAC (V.O.)

*The day my world ended. Same thing
when you're five.*

*Young Isaac shuts an eye and holds up one of his solders to
the window. The soldier looms over the toy-sized city. The
echoes of a distant EXPLOSION cut through the quiet scene.*

*Young Isaac lets the soldier drift from his line of sight
and sees for the first time*

A MASSIVE GERMAN ZEPPELIN

in the distance, drifting over the city in Isaac's direction.

*Young Isaac stares at the airship, utterly transfixed. Rising
panic in the streets: SCREAMS, MORE EXPLOSIONS.*

SALLY (O.S.)

Mom? Mom!

THREE AIRSHIPS are now floating above the city, dropping bombs in a desultory hail of destruction.

GEORGINA (O.S.)

Sally! Get to the cellar. Where's your brother?

Young Isaac stands up and lifts his hand so that his fingers graze his view of the approaching airship.

GEORGINA (30), wearing a cooking apron, races into the room and grabs Young Isaac around the waist. She hoists him and carries him off just as with a THUNDERING ROAR

SMASH TO:

WHITENESS

We hear only the SHALLOW BREATHING of an injured child.

FADE TO:

INT. BOY'S BEDROOM - DAY

Isaac's eyes flicker. He slowly regains consciousness. Tries to stand, but he can't move.

He looks around. The house has been destroyed. Isaac looks up to see daylight - blue sky - peeking through the shredded roof and ceiling. Isaac tries to move again - can't.

He looks down to see what's holding him back. It's his mother's cold, dead arms. They're wrapped around his body in a stiff, protective embrace. Her last act.

Isaac's breathing quickens. He lets out a PRIMAL SHRIEK.

FLASHFORWARD TO:

INT. GREGOR'S OFFICE - STORAGE ROOM - NIGHT

Isaac, sitting in a chair, leans forward. His eyes are ringed in dark circles. His clothes are untended. But his chest is broad and his arms are thick and ropy. He radiates raw power.

ISAAC

My mother was killed. My sister ... she would've been better off dead. I send money every month so they keep her chair facing a window with some kind of view. Duck pond, they say.

Stubs out his cigarette. Lights another.

ISAAC (CONT'D)

So ... you ask am I truly willing to die for this cause? Well, I tell you I've died already. My body made it through the dropping of that bomb in the Great War, but it's just a husk.

Across from Isaac sits Gregor, who listens intently.

GREGOR

I understand, comrade. Germany has created a political atmosphere where campaigns such as the one we wage have become entirely justifiable--

ISAAC

--I'm not your bloody comrade and I care fuck-all about politics. You should be grateful for that because politics is a weak link when you're facing death. All I'm doing here is closing a circle.

Gregor gives a noncommittal shrug, then reaches under the table and brings up Max's cloth-wrapped object. Gregor unwraps what is clearly a SMALL BOMB.

GREGOR

I have a man close to the operation who tells me this particular flight will be filled with high-ranking soldiers. Officers in the S.S.

Isaac blows cigarette smoke at the bomb.

ISAAC

Goody. Makes no difference.

GREGOR

It does. First flight of the season. It's bound to be closely watched.

Isaac lifts the bomb carefully and studies it for a moment.

GREGOR (CONT'D)

If possible, you should enter the hull and hold the bomb directly against one of the hydrogen cells when you detonate it.

Isaac stares at the bomb for a moment, then looks at Gregor.

ISAAC

Easy as pie.

GREGOR

My contact recommends you wait until
you're over the ocean so that there
is absolutely no chance of survivors.

A CLATTERING startles Gregor. A CAT runs from under a bench.

GREGOR (CONT'D)

We'll lose any evidence of the attack
in the sea, we'll kill plenty of
Nazis and we'll destroy the illusion
of their prized air superiority.
We'll let them know what it's like
to taste doubt and fear. ... I want
to clip the wings of this regime.

Gregor studies Isaac, who lights another smoke.

GREGOR (CONT'D)

As we've discussed, payments for
your sister's care will be made for
the rest of her life. Your own death
will not have been in vain ... as it
would have been had you not taken
action. Had you stayed a victim as I
found you. Any questions?

ISAAC

Yeah. Where's my ticket?

Gregor fishes a long paper ticket from his shirt pocket and
slides it across the table. Among the writing on the ticket
are the words:

ZEPPELIN Ticket

Auf dem Luftschiff **HINDENBURG**

Isaac smooths out the wrinkles in the ticket and reads it
closely. The date listed on it is tomorrow: **May 3, 1937.**

INT. ADLER FAMILY HOME - BATHROOM - MORNING

An indistinctly gray surface. A hand sweeps across it to
reveal a lathered face - Max shaving in a foggy mirror.

He makes careful strokes with a straight razor, cleaning the
blade off after each swipe. The sounds of CHILD'S PLAY drift
in from a room nearby.

INT. ADLER FAMILY HOME - KITCHEN - MORNING

Max's son DIETER ADLER (7), a tiny tornado, holds a wooden toy biplane and races through the kitchen.

DIETER
Yeeeeeeooooowwww! Pow! Pow! Pow!

Maid FRAU KELLER (65) stands at the sink, washing dishes.

FRAU KELLER
Dieter! Hush!

Dieter ignores her and puts the biplane through a series of daring maneuvers.

Max, now wearing a white button-down shirt and dark slacks, enters the kitchen.

FRAU KELLER (CONT'D)
Good morning, Herr Adler.

Max plucks Dieter's biplane out of the sky and examines it.

MAX
(frowning)
Hmm. What's that?

Max leans toward the small plane and cups his ear.

MAX (CONT'D)
The pilot says he'd like to fly
outside this morning, Dieter.

Max hands the plane back to Dieter.

DIETER
Okay, Father. We'll go outside. Maybe
we'll get to shoot some Jews!

Dieter starts running to the door - Max grabs Dieter's arm roughly. Max is suddenly seething with rage.

MAX
What did you say?!

Dieter stares down, eyes welling with tears.

MAX (CONT'D)
You are never to speak like that in
this house again. Understand?

DIETER

Yes, Father. I'm sorry. I just heard
some boys at school-

MAX

Never mind those foolish children.
You're twice the fool if you follow
their lead, son.

DIETER

Yes, Father.

Max lets Dieter go, and Dieter runs outside. Frau Keller
looks amused.

FRAU KELLER

Coffee, Herr Adler?

Max nods. Frau Keller pours him a cup. She stands silently
as he sips his coffee.

MAX

Something wrong?

FRAU KELLER

Oh! Nothing, sir. Only ... I find
myself wishing you had half as much
hatred for the men who hit your wife
with a car as you have love for a
race of people who--

Frau Keller catches herself and closes her mouth. Max stands
up and folds his arms.

MAX

Please continue.

FRAU KELLER

Pardon me, sir. I'm an unpolished
speaker. I just mean to say that I'm
very, very fond of your wife.

Frau Keller wrings a dish towel as she speaks.

FRAU KELLER (CONT'D)

And I know that the men who hit her
were Schutzstaffel officers, but
they were drunk. And you did nothing.

Frau Keller drops the towel and raises her hands in despair.

FRAU KELLER (CONT'D)

And that poor woman has been confined
to her bed for weeks now.

Max gently places his empty coffee cup on the table.

MAX

You're feeling emotional today, Frau Keller. Take the rest of the morning off and come back in the afternoon. I'll bring Frau Adler her breakfast.

Frau Keller nods and wipes her hands on her apron before taking it off. She starts for the door.

MAX (CONT'D)

You say I did nothing. But that's not true.

FRAU KELLER

Yes, sir.

Frau Keller leaves. Max picks up Frau Keller's rumpled hand towel, which he carefully folds.

INT. ADLER FAMILY HOME - BEDROOM - MORNING

The door creaks open and Max steps in with a breakfast tray balanced on one arm.

Laura sits in bed wearing a white slip, with her dark curls pulled into a bun. She smiles radiantly at Max as he enters.

MAX

Good morning, sweetheart.

LAURA

Morning, my love. So glad I get to see you before you go.

Max gently lays the tray on Laura's lap. Laura gives Max a tender kiss, then leans back and grimaces.

MAX

I gave Frau Keller the morning off.

LAURA

In that case, could you bring me my Bible, Max? It's been so long since I've been able to read it.

A look of concern flashes across Max's face.

LAURA (CONT'D)

Forgot where we put it, didn't you?

Max takes Laura's hand.

MAX

No. I threw it away.

Laura draws her hand away in horror.

LAURA

Why? Oh ... That ... that Bible's been in my family for two hundred years. Max! Why did you do it?

MAX

(sternly)

When you got hit by those drunken thugs, I panicked.

Max stands up and starts pacing.

MAX (CONT'D)

Knowing what kind of men they are, I was afraid they'd find it. I was afraid they'd find the Bible and take you away and take Dieter away. We wouldn't be the first German family to be 'Aryanized.'

Max shakes with emotion. Laura now looks calm, though.

LAURA

Well ... that was it. That was my last small connection to Judaism.

MAX

That's not true. You have your parents and your brothers.

LAURA

Hundreds of miles away. An occasional letter - that's my connection. And even that's stifled by all these rules and secrecy.

MAX

I'm sorry, Laura. But it isn't my rules we're being stifled by.

LAURA

I know. I know, dear.

Laura holds out her hand and Max returns to the bedside.

LAURA (CONT'D)

You're just trying to protect us. But you're German.

(MORE)

LAURA (CONT'D)

You don't know what it's like to be Jewish and have to pretend like I do. Not to be able to tell your son you're a Jew. To tell him he's a Jew. I had one book.

MAX

You're right. I'm not a Jew, so I don't know that.

Max speaks slowly, trying to contain his rising anger.

MAX (CONT'D)

But I do know what it's like to bite my tongue when drunken S.S. goons hit my beautiful wife with their car. Bite my tongue so that my family stays safe and inconspicuous.

Laura stares at him for a long moment.

LAURA

(gently)

My hero.

Max softens. He strokes Laura's hair and smiles at her.

MAX

Time to get ready.

LAURA

My husband - off to South America on a flying ship. What a world.

Max stands and smiles.

MAX

I don't want to go.

LAURA

I'll be fine. I've got Frau Keller to help me. It'll pass in a flash.

Max glances out the window.

MAX

I just don't want to fly. Not anymore.

LAURA

What do you want to do?

MAX

When I get home from this trip, when
you're well enough, I want us to
leave Germany. Forever. It's time.

EXT. FRANKFURT STREET - MORNING

Max, dressed in uniform, strides quickly along the street,
nodding politely to passersby. Enters a storefront. The sign
above the door reads "PRAXIS" (Doctor's Office).

INT. GREGOR'S OFFICE - EXAMINATION ROOM - MORNING

Max sits on an examination table with his shirt off. Gregor
enters, wearing a lab coat, carrying a STETHOSCOPE.

Gregor finds the black doctor's bag and lifts it up for Max
to see. It's empty.

GREGOR

Our craftsman is well equipped. ...
He has been fully briefed and is
boarding the airship today.

Gregor makes a show of checking Max's vital signs.

MAX

Good. ... What kind of man is he?
Are you sure he'll go unnoticed?

Gregor thinks about this for a moment.

GREGOR

He's a man who doesn't have long to
live and is committed to making his
last actions on earth count for
something important.

MAX

But is he a reliable--

GREGOR

--The less you know about him, the
better. In fact, this is the last
time I want to see you in this office.
We should assume that openness will
only lead to discovery. And discovery
means death to us all.

Gregor finishes his examination. Max stands and dresses.

MAX

I'm flying on the Graf Zeppelin to South America today. Just to keep up appearances. And then I'm finished. We're leaving this country for good.

Gregor's cat nuzzles Max's leg. Max pushes the cat away and brushes its white hair off his impeccably clean black pants.

GREGOR

When we read news of the Hindenburg's demise in next week's newspaper, you and I will share a silent bond in the knowledge that we've struck a great blow against the Nazi regime.

MAX

A blow against Nazis.

GREGOR

Yes, sir. With that understood, I wish you good day.

EXT. COMMERCIAL STREET - MORNING

Max strides along a busy commercial street teeming with PEDESTRIANS and MERCHANTS with small fruit stalls.

Heinrich, wearing a flight uniform like Max's, sees Max from across the street. Heinrich comes running. Max sees Heinrich and gives a slight grimace.

HEINRICH

Max!

MAX

(coldly)

Good morning, Heinrich.

Max turns his head to see a JEWISH VENDOR selling oranges. S.S. OFFICERS approach the cart and start giving the Jewish Vendor a hard time. They knock a bag of oranges from the hands of a HELPFUL WOMAN who tries to intervene.

HEINRICH

A very good morning. Headed out on your old rustbucket today? Ha! Just joking. The Graf Zeppelin is a fine specimen. Anyway, there can be only one pride of the German fleet.

Heinrich stops short and gives a rigid salute to MAJOR HANS NEHRING (50), a sharp-eyed S.S. *Sturmbannführer* with no sense of humor.

Max is focused on the Jewish Vendor and doesn't notice Major Nehring, who stares at Max with contempt.

Heinrich gives Max an urgent kick - then another one. Max notices Nehring and salutes. Major Nehring turns to Heinrich.

MAJOR NEHRING

Perhaps your companion has forgotten that airship officers are commissioned in the German army and are thus required to submit to the chain of command. What do you think?

HEINRICH

Yes, sir. Perhaps, sir.

Major Nehring lifts his hand and touches his cap -- and Max and Heinrich drop their salute. Major Nehring strolls away.

HEINRICH (CONT'D)

(scowling at Max)

Dummkopf! Do you know who that is?

MAX

No.

Max resumes walking. Heinrich hurries to catch up.

HEINRICH

That's Major Nehring. He's a very important man in the S.S., and he doesn't suffer fools. I heard that last year when another airman was so reckless as to let his wife befriend a communist, Major Nehring sent the entire family to a prison camp.

Max glances over his shoulder at Major Nehring, who picks an orange off the Jewish Vendor's cart and starts peeling it.

MAX

I was ... looking at the oranges. I haven't seen those in a while.

Heinrich smiles - his fear and loathing dissipating instantly.

HEINRICH

That's because you don't fly the Hindenburg, where exotic luxuries are de rigueur. It's the pride of Nazi Germany!

EXT. FRANKFURT-AM-MAIN AIRPORT - ZEPPELIN AIRFIELD - DAY

We race alongside a gargantuan hangar that seems to go on forever. When we finally pass the edge of the hangar we catch sight of its disgorged contents: the GRAF ZEPPELIN.

We now get a full daylight view of the Graf Zeppelin, a grand dirigible over 700 feet long, with a crew and passenger compartment attached to the bottom of the hull.

Its silver-painted linen fabric skin, pulled taut against a rigid frame, gleams in the bright mid-day sun.

We continue to rise and soon catch sight of the Graf Zeppelin's big sister:

The HINDENBURG

- the largest flying ship ever constructed - over 800 feet long and 130 feet high, a veritable skyscraper tilted horizontal. It's a breathtaking sight.

Two engine compartments extend from each side of the hull. The rear-facing wooden propellers look like spindly spider legs next to the hulking mass of the ship - but are in fact twenty feet in diameter and harness 1,300 horsepower motors.

Unlike the Graf Zeppelin, the Hindenburg's living quarters are located inside the bottom of the cigar-shaped hull itself, identifiable from our vantage point by two rows of windows.

The control car - the gondola from which the crew pilots the craft - hangs off the front portion of the hull.

Dozens of taut ropes keep each airship aground - like the Lilliputian bonds that constrained Gulliver.

As we continue to rise, we can finally take in both airships at once. We can't help but notice that a tremendous SWASTIKA adorns the tail fins of both ships.

PASSENGERS and CREW idly mill about the airfield, ant-like against the scale of the Hindenburg and the Graf Zeppelin.

ANGLE ON ISAAC

Isaac stands off to the side of the airfield, taking in the impressive scene. Isaac's cleaned himself up rather well since we saw him last, when he received the bomb from Gregor. He wears a tweed suit and a soft cap.

Isaac carries a worn brown suitcase. He puts it down and lights a cigarette.

HEINRICH (O.S.)
Taking one last drag?

Isaac turns his head to see Heinrich's grinning face.

ISAAC
Pardon?

HEINRICH
I was saying, you probably think
that smoking's not allowed onboard.
But this is the Hindenburg! We have
a special area where smoking is safe
and permitted.

Heinrich doffs his cap and walks toward the airship. Isaac watches Heinrich, narrows his eyes and takes a deep drag, then picks up his suitcase and ambles with a slow, loping gait toward a line that's starting to form.

INT. FRANKFURT-AM-MAIN - TERMINAL - DAY

Max leans against a column in a grand terminal with an open floorplan. Arms folded, he looks out across the airfield.

Frantic FOOTFALLS echoing through the lobby cause Max to turn his head.

CAPTAIN ERNST LEHMANN (51), a compact man with a receding hairline, races through the terminal. He wears a uniform like Max's and holds his cap under his arm, presumably so that it can't fall off his head as he runs.

Max turns to watch Lehmann run by. As he passes, Lehmann glances at Max. Lehmann quickly does a double-take and stops. He strides toward Max and smiles. Pauses to catch his breath.

CAPTAIN LEHMANN
Herr Adler.

MAX
(warily)
Captain Lehmann.

CAPTAIN LEHMANN
Lucky I found you. Lucky for us both.

MAX
I don't understand.

CAPTAIN LEHMANN
You're scheduled to fly on the Graf
Zeppelin later today?

MAX

Yes, sir.

CAPTAIN LEHMANN

Not anymore.

Max slowly shakes his head "no." It's almost a question.

CAPTAIN LEHMANN (CONT'D)

I've been meeting all morning with
some men very close to the Führer
about new leaflet campaigns.

MAX

Impressive. Sounds important.

Lehmann raises an eyebrow - Max's insincerity is obvious.

CAPTAIN LEHMANN

I know - get on with it, right?
Anyway, when I finally leave my
meeting to head here, I get a frantic
message that two of our flight crew
are in hospital with influenza.

Max lets out a chuckle - he seems to know what's coming next.

CAPTAIN LEHMANN (CONT'D)

I've been racing like a madman to
find a substitute. And here you are!

Max swallows hard and speaks slowly.

MAX

No - I ... What I mean to say is,
I'm flying on the Graf Zeppelin.

Lehmann's pleasant smile falls.

CAPTAIN LEHMANN

You were, but we need you for the
Hindenburg.

MAX

Captain Von Schiller -

CAPTAIN LEHMANN

I've spoken to Von Schiller. He
graciously allowed me to commandeer
one of his crewmates.

A moment of silence - Max stalls, Lehmann looks confused.

CAPTAIN LEHMANN (CONT'D)
I appreciate your loyalty to the
Graf Zeppelin, but I can assure you
they'll be fine without you.

MAX
It's not that ...

Max searches for a way to talk himself out of this mess.

MAX (CONT'D)
It's just that my wife--

CAPTAIN LEHMANN
--will be pleasantly surprised by
your return a week earlier than you
would have come back had you flown
to South America on the Graf.

MAX
No, no, no.--

CAPTAIN LEHMANN
--Let it sink in for a moment. This
is a great opportunity. The Hindenburg
is the pride of Nazi Germany.

MAX
Very true! I just believe there are
other flight officers who would be
more appropriate for the opportunity.

Lehmann frowns and slowly lifts his cap. He fits it snugly
on his balding head.

CAPTAIN LEHMANN
You're being very difficult, Adler.
I'm puzzled by your attitude and am
beginning to grow tired of it.

MAX
I'm sorry to disappoint you.

CAPTAIN LEHMANN
No, you misunderstand me. I'm not
asking for your cooperation. I'm
giving you an order.

MAX
But I'm not a member of your crew.

Lehmann opens his mouth for a rebuttal, but he's cut off by
a voice from offscreen.

MAJOR NEHRING (O.S.)
What's going on here?

Max and Lehmann turn to see Major Nehring, who's standing nearby and seems to have overheard their argument. Max and Lehmann suck in their guts and salute stiffly. Major Nehring strides toward them and salutes.

MAJOR NEHRING (CONT'D)
(to Lehmann)
Captain, what seems to be the problem?

CAPTAIN LEHMANN
Sir, I'm having trouble getting my flight officer to obey orders.

MAJOR NEHRING
(to Max)
You again. The young man with the faulty memory. What's your name, son, assuming you can recall?

MAX
Max Adler, sir.

MAJOR NEHRING
Adler, you seem to have a great deal of trouble with the nature of hierarchical relationships. Tell me, did your father forget to raise you?

MAX
No, sir.

MAJOR NEHRING
What did your father do?

MAX
Nothing, sir.

MAJOR NEHRING
So he was a leech on society?

MAX
No, I - Sir, he died when I was small.

MAJOR NEHRING
Ah, but that's a benefit to a small boy. Your father taught you an important lesson about life by dying, don't you think?

MAX
Yes, sir.

MAJOR NEHRING
And is the rest of your family as
forgetful as you? Your wife and
children?

Max looks horrified at Major Nehring's mention of his family.

The sound of a KLAXON reverberates across the airfield.

MAJOR NEHRING (CONT'D)
(to Lehmann)
What's that horn about?

CAPTAIN LEHMANN
Signaling the crew to board, sir.

MAJOR NEHRING
Well then get on with it.

Major Nehring steps away and clasps his arms behind his back.
Both Nehring and Lehmann stare at Max.

MAX
I'll just ... need to grab my bag.

Max walks into the terminal. He approaches an area where
luggage is arranged on the floor.

He glances over his shoulder - both Nehring and Lehmann watch
him. Max swallows hard, bends down, picks up his suitcase
... and walks back in the direction of the Hindenburg.

Max and Lehmann head out onto the airfield.

EXT. ZEPPELIN FIELD - DAY

Passengers stand in a queue at the head of which is a small
group of SOLDIERS and AIRSHIP PERSONNEL, checking passports
and inspecting baggage.

Max and Lehmann walk through the crowd, toward the airship.
Max looks like a condemned man approaching the gallows.

MAX
They're checking everyone thoroughly?

CAPTAIN LEHMANN
(disinterestedly)
Yes, of course.

Max scans the passengers, looking for clues to who might be
carrying the bomb. His eyes land on Isaac - and others -
only briefly. Max and Lehmann step up a set of aluminum stairs
and into the belly of the airship.

INT. HINDENBURG - HULL - CARGO BAY - DAY

WORKMEN fix winch cables to a 1937 HORCH TOURING CAR, a sparkling luxury behemoth, and hoist it up into the hull. The car disappears inside the cargo bay of the Hindenburg.

EXT. ZEPPELIN FIELD - DAY

WERNER HUBER (45), smug industrialist, watches the lifting of the automobile from afar, then strolls back to the line, where his wife ULLA HUBER (34), quiet and aloof, and son ALBERT HUBER (7), cheerful and bright-eyed, wait their turn.

WERNER HUBER

Look at that, Albert. Someone's bringing along a thirty-seven Horch. Beautiful car, isn't it?

ALBERT HUBER

Won't it weigh down the ship?

WERNER HUBER

No. All that area there
(pointing at the hull)
is filled with lifting gas.

ALBERT HUBER

Oh. ... What happens if it pops?

Werner musses Albert's hair.

WERNER HUBER

If there's a tear in a cell, they'll just patch it. But it's not likely. These men take many precautions.

ULLA HUBER

Using helium would have been safer.

Werner shoots Ulla an annoyed look.

ALBERT HUBER

(to Werner)

What's that, Father?

WERNER HUBER

The original design called for helium, but America controls the world supply and wouldn't sell any to Germany.

ALBERT HUBER

Oh. Why not?

WERNER HUBER

Provincial attitudes we'll soon remedy. In any case, the designers used hydrogen instead, which has a far greater lifting power.

ULLA HUBER

Helium can't catch fire, though.

WERNER HUBER

(through gritted teeth)

Who asked you?

(to Albert)

You'd need a tear in a cell and a spark to ignite it. Just a moment.

The family steps forward and hand their passports to the PASSPORT OFFICER, who stands next to a BAGGAGE SOLDIER, a German soldier charged with checking the passengers' luggage.

PASSPORT CONTROL OFFICER

(reading the passport)

Good day! 'Werner Huber.' What line of work are you in, sir?

WERNER HUBER

Chemical manufacturing.

PASSPORT OFFICER

Excellent. And what is the purpose of your visit, sir?

WERNER HUBER

A meeting in New York with heads of important industries. We're trying to foster more useful commerce between Nazi Germany and the United States.

PASSPORT OFFICER

How very fascinating. Do you think there's much chance for improved relations with America?

Werner smiles and fingers the Nazi pin in the lapel of his expensively tailored wool suit.

WERNER HUBER

We'll see. President Roosevelt is expected to attend. I think that shows, at least, that America is receptive to the possibilities.

ANOTHER PASSENGER, having heard Werner's conversation, leans out of line and speaks up.

ANOTHER PASSENGER

But Roosevelt's surrounded himself
with communists and Jews. You wonder
at the advice he must be getting.

Werner looks over his shoulder at the passenger.

WERNER HUBER

America is still feeling her way out
of her depression. Roosevelt could
take her further toward socialism,
it's true, but there are other members
of his administration who understand
the value of Germany's friendship.

PASSPORT OFFICER

Is that so?

WERNER HUBER

Of course. Vice President Garner,
for instance, is keenly aware of the
dangers of Communism and of the need
to avoid interfering with nations
devoted to fighting the red menace.

ANOTHER PASSENGER

I've heard that about Garner. Too
bad he isn't one office higher.

The Passport Officer kneels and taps Albert on the nose.

PASSPORT OFFICER

And will you be taking over father's
business some day ... 'Albert?'

Albert shrugs, bashful.

WERNER HUBER

This is Albert's first trip overseas.

PASSPORT OFFICER

(to Albert Huber)

Ah - lucky boy to fly the Hindenburg!
Two-and-a-half days to New York. The
Queen Mary takes twice as long.

In line behind the Hubers, Isaac looks around the airfield.
He spots KLARA OSTERMAN (22), a pretty young blonde having a
tense conversation with a HANDSOME YOUNG SOLDIER (23).

The Baggage Soldier takes a perfunctory look through the
Hubers' baggage - hardly opening the suitcases and just barely
peeking into Ulla Huber's handbag. He nods.

PASSPORT OFFICER (CONT'D)
Have a wonderful trip!

BAGGAGE HANDLERS help the Hubers with their luggage.

Isaac steps forward.

PASSPORT OFFICER (CONT'D)
Passport, please.

Issac pulls his passport from his pocket - the Passport Officer's friendly smile disappears when he sees the passport's country of origin: UNITED KINGDOM.

PASSPORT OFFICER (CONT'D)
(reading the passport)
'Isaac Roberts.' You're from England.

The Passport Officer gives the Baggage Soldier a frown.

The Baggage Soldier yanks the suitcase from Isaac's hands and pulls it open. Clothes spill onto the airfield as the Baggage Soldier gives the case a close and vigorous search.

PASSPORT OFFICER (CONT'D)
What line of work are you in?

ISAAC
I'm a mason.

PASSPORT OFFICER
Uh-huh. And why are you flying the Hindenburg, Mister English Mason?

ISAAC
Why it's to get the fuck out Germany, of course. I'm allergic to Jerries.

The Baggage Soldier steps forward and gives Isaac a thorough pat-down, feeling under Isaac's arms and around his waist.

He finds something in Isaac's pocket - his eyes go wide.

BAGGAGE SOLDIER
Mein Gott ... what is this?!

The Baggage Soldier steps back and waves a small box of matches - found in Isaac's pocket - in Isaac's face.

BAGGAGE SOLDIER (CONT'D)
These are forbidden! Did you not see the signs? Can't you read, Johnny?

ISAAC
My mistake.

The Baggage Officer does another search of Isaac's luggage.

ISAAC (CONT'D)
(re. the suitcase)
Careful, that's an antique.

The Baggage Officer frowns and gives the bag a little kick.
The Passport Officer hands Isaac back his passport.

PASSPORT OFFICER
Move along.

Isaac stands calmly, his hands clasped at his waist.

ISAAC
Hand me my suitcase, please.

Isaac's suitcase lies open on the ground.

PASSPORT OFFICER
Take it.

ISAAC
You'll hand it to me like a proper
gentleman or you'll have trouble.

The Passport Officer stifles an annoyed sigh.

PASSPORT OFFICER
(to the Baggage Soldier)
Give him his luggage. Don't make
such a mess of things.

The Baggage Soldier stuffs Isaac's clothes back into the
suitcase, latches it closed and hands it to Isaac.

PASSPORT OFFICER (CONT'D)
(to Isaac)
Pleasant journey.

Isaac walks toward the airship.

INT. HINDENBURG - CONTROL CAR - AFTERNOON

Max stands in the control car, which is covered with windows.
Max keeps a keen eye on the boarding passengers on the field.

Max turns to Heinrich, who sits at a radio transmission
station with headphones around his neck.

MAX
Do you have the passenger manifest?

HEINRICH
(suspiciously)
Yes. What's it to you?

MAX
Oh ... I just--

HEINRICH
--Want to see if there are any single
girls aboard. Shame on you, Adler.
Aren't you married?

Max looks surprised by Heinrich's reply.

COMMANDER PRUSS (O.S.)
All right. Let's get started, men.

COMMANDER PRUSS (46) enters the control car, flanked by
Lehmann. Pruss is small and neat. Close-cropped hair. Deep
frown lines. When Pruss sees Max, he stops short and smiles.

COMMANDER PRUSS (CONT'D)
Herr Adler? Thanks so much for joining
us. I hear you're a fine elevatorman.

MAX
Thank you, sir.

COMMANDER PRUSS
I was an elevatorman myself, you
know - back in the Great War.

Some commotion outside catches Pruss and Lehmann's attention.

Max leans toward the window to see a speeding taxi pull to a
stop and intense, loose-limbed JOSEPH SPÄH (32) hop out.

Späh is approached by a couple DECKHANDS who seem displeased
with his late arrival. Späh doesn't back down an inch - the
argument quickly grows heated.

CAPTAIN LEHMANN
Late arrival.

Max sees the taxi driver stacking Späh's luggage. The Baggage
Soldier approaches the pile of luggage.

The Baggage Soldier pulls a cloth off a rectangular object
to reveal a CAGED GERMAN SHEPHERD, which lunges against the
bars. The Baggage Soldier stumbles back and lifts his hands.

COMMANDER PRUSS
Let him board.

MAX
(with quiet urgency)
No.

Pruss and Lehmann look at Max - "What did he just say?" Max clears his throat and returns to his station.

INT. HINDENBURG - PROMENADE - AFTERNOON

DOZENS OF PASSENGERS stand at the windows on the promenade, looking out at the airfield.

INT. CONTROL CAR - AFTERNOON

Lehmann stands at the helm. He speaks into a PA microphone.

CAPTAIN LEHMANN
Up ship!

EXT. ZEPPELIN FIELD - AFTERNOON

DECKHANDS release the ropes keeping the airship moored. The Hindenburg begins - gently, slowly - to ascend.

INT. CONTROL CAR - AFTERNOON

Captain Lehmann grips the wheel and stares out at the airfield in front of the ship.

INT. LOUNGE PROMENADE - AFTERNOON

The lounge promenade has a bank of windows on one side and a brass rail separating it from the lounge on the other side.

The passengers wobble as the airship starts lifting from the ground. A BOISTEROUS CHEER goes around.

STEWARDS start passing out glasses of champagne. Späh steps into the promenade and sweeps a glass off a steward's tray.

Commander Pruss takes a glass himself and turns to the crowd.

COMMANDER PRUSS
Good afternoon, ladies and gentlemen.
I'm Commander Pruss and the ultimate
authority for the ship is in my hands,
but there are many capable men at
work to help ensure you have a smooth
and pleasant journey.

At just that moment, there's an uncomfortably acute tilt to the ship - a glass slides off a table.

INT. CONTROL CAR - AFTERNOON

Lehmann shoots a look over his shoulder at Max, distractedly stares at the passenger manifest on Heinrich's table.

CAPTAIN LEHMANN

Pitch!

Max hurriedly adjusts the elevator control wheel, keeping an eye on an air bubble that floats in a curved glass tube filled with water - a large-scale level for the airship.

Heinrich glances over at Max. Heinrich seems confused and intrigued by Max's inattention.

INT. LOUNGE PROMENADE - AFTERNOON

Pruss smooths his jacket and smiles.

COMMANDER PRUSS

As I was saying, uh, warmest welcome
to the inaugural journey of the
nineteen thirty seven season. Cheers!

The passengers toast Pruss. Werner lifts his glass.

WERNER HUBER

Heil Hitler.

Isaac stands mutely, leaning against a world map painted on a wall as he watches the happy scene from a short distance.

STEWARD

(to Isaac)
Champagne, sir?

ISAAC

No thanks.

Little Albert wanders past Isaac, holding a swastika flag.

ALBERT HUBER

(brightly)
Heil Hitler!

Albert waves the flag at Isaac as a greeting. Isaac's eyes turn to the vista that opens up as the Hindenburg ascends.

EXT. ZEPPELIN FIELD - AFTERNOON

ONLOOKERS wave and CHEER as the ship climbs higher - it's now at a couple hundred feet above the ground.

INT. CONTROL CAR - AFTERNOON

Lehmann looks over at Heinrich.

CAPTAIN LEHMANN

Engines.

Heinrich taps a message into a intra-ship telegraph machine.

INT. #2 ENGINE NACELLE - AFTERNOON

TWO ENGINE MECHANICS stand inside the compartment of the enormous #2 Engine. They receive Heinrich's BEEPING telegram and START THE DIESEL ENGINE. It kicks into gear with a ROAR.

EXT. ZEPPELIN FIELD - AFTERNOON

High above the Zeppelin field, the four propellers start WHIRRING. The Hindenburg begins moving forward.

INT. LOUNGE PROMENADE - AFTERNOON

Isaac, his head down, wanders out of the promenade.

Späh, leaning against a wall, glances at Isaac, then looks back at the view, which is opening up to reveal more of bustling, historic Frankfurt.

ALBERT HUBER (O.S.)

Heil Hitler!

Späh looks down to see Albert, who smiles up at Späh.

SPÄH

Fail Fitler.

Albert's smile falls. Looking dazed and astonished, Albert wanders off. Späh turns back to the view. Finishes his drink.

WERNER HUBER (O.S.)

Excuse me.

Späh turns his head to see Werner, Albert's father, standing with his hands clasped behind his back - looking tense.

SPÄH

Yes?

WERNER HUBER

Have you been rude with my son?

Späh gives Werner a slow look up and down.

WERNER HUBER (CONT'D)

My son tells me he gave you a polite greeting and you responded with a crude and juvenile joke.

SPÄH

Juvenile, but not crude. I save the crude version for chaps this tall or higher.

Späh holds his hand at chest level - then measures Werner against that mark.

SPÄH (CONT'D)

Ah! You qualify. 'Stale Shitler.'
That's the crude version.

Späh smiles. Werner gives Späh a quick SLAP on the face, then turns and hurriedly walks away.

Späh glances at an ELDERLY WOMAN who stares at him, startled by the sudden violent act.

SPÄH (CONT'D)

Nazis don't see the joke, dear. That's what makes them dangerous.

Späh balances his champagne flute on a finger, then transfers the glass to his nose - where he continues to balance it.

Späh flicks the glass into the air and catches its stem between his teeth - like a rose.

SPÄH (CONT'D)

Ruff!

The Elderly Woman frowns and looks away. Späh shrugs.

INT. CONTROL CAR - EVENING

Max looks preoccupied, but he keeps an eye on the gently sliding bubble inside his elevator level.

The ship flies about seven hundred feet above a mostly bucolic scene. The sun slips under the horizon.

Max glances over at Heinrich, who is sitting at his radio control station and staring back at Max.

MAX

What?

HEINRICH

Adler, you're hiding something.

MAX

(scoffing)

Get off it.

Heinrich stands and wanders toward Max.

HEINRICH

(conspiratorially)

What is it? I know you're hiding something. All secrets filter down to Heinrich eventually, so you might as well tell me now.

MAX

All secrets? You mean like the one about how this flight would be filled with S.S. officers?

Heinrich shoots a panicked look at Lehmann, who is steering the ship and hasn't overheard Max and Heinrich's chat.

MAX (CONT'D)

Because it looks like the passengers are almost all civilians--

HEINRICH

--Shh! Shh.--

MAX

--Unless the S.S. has sent old folks and children to deliver their world-changing device to America.--

HEINRICH

Okay! Plans must have changed, but I heard it just the same. So the--

CAPTAIN LEHMANN (O.S.)

Radio!

Heinrich turns to Lehmann, who frowns at Heinrich and jerks his thumb at Heinrich's BEEPING radio unit.

HEINRICH

Aye, sir!

Heinrich hurries to his seat and puts on a pair of headphones. He scribbles a Morse code message, then looks up at Max.

HEINRICH (CONT'D)
I told you that in confidence, Adler.

Max returns to his bubble, concentration etched on his face.

INT. - HINDENBURG - ROOM SIXTEEN - EVENING

Isaac lies on the bottom bunk of a cramped, windowless bedroom. His hands are folded on his belly, fingers intertwined. He breathes slowly, eyelids heavy.

His head is propped up on his suitcase. He reaches into his jacket pocket and pulls out a pewter figurine - one of the same ones he played with as a child before the airship attack.

The door flies open - Späh stands in the doorway. Späh gives the room a once-over and LAUGHS.

Isaac hurriedly repockets the figurine.

SPÄH
My, what cozy accommodations! That's
German luxury for you. I feel like
I'm bunking in a second-rate U-Boat.

Späh approaches the bed and leans down to look at Isaac.

SPÄH (CONT'D)
Hello, looks like we're cellmates
for the duration. Joseph Späh.

Späh holds his hand out for a shake. Isaac stares at it warily for a moment before returning the gesture.

ISAAC
Isaac Roberts.

SPÄH
Ah! You're English! Thank God.

Späh does an acrobatic leap onto the upper bunk and starts unlacing his shoes. He talks a mile a minute.

SPÄH (CONT'D)
I've had about as much German as I
can handle. I'm German myself, but
my God - there's a limit.

Späh lies down and stares at the ceiling.

SPÄH (CONT'D)

I mean, I love my good old country of birth. It's the Nazis who don't love it. They only love the idea of it. Their idea, anyway. Not mine.

Späh traces a route across an imaginary world map on the ceiling. He chatters on.

SPÄH (CONT'D)

I'll be happy to get home to America, a place where everyone at least can agree on the idea of it all. Unlike poor Germany. Ah, Germany. At least Germans breed good dogs. On that we can agree. Don't you think? I'm bringing one home to my children.

The sound of the DOOR CLOSING stops Späh's rambling monologue. Späh leans over the side of the bed to see that Isaac is no longer lying on the lower bunk. Isaac has left the room.

INT. HALLWAY - EVENING

Isaac puts on his soft cap and pulls it low over his eyes. He lumbers through the narrow hallway and makes a sharp turn at the entrance to the lounge.

INT. LOUNGE - EVENING

Isaac enters the lounge - a space filled with facing sets of plush club chairs and couches, with a silver and brown PIANO in a far corner. The lounge is currently empty.

Isaac grabs a newspaper from a rack and drops himself into a chair. He opens the newspaper and lifts it to his face - but his eyes stare unfocused. He takes labored breaths.

FLASHBACK TO:

INT. BOY'S BEDROOM - DAY

Young Isaac lies amid the wreckage of his family home. He reaches down and clasps his mother's dead hand. He strokes it for a moment, then tries to pry it from his body.

Isaac looks up to see the ribbons of daylight are growing brighter - RESCUERS are pulling away debris in an effort to reach Isaac's spot down in the bowels of the destroyed home.

Young Isaac looks calm - shell-shocked, perhaps. He opens his mouth to speak, but he can't make a sound.

DISTANT VOICES drift down to Young Isaac. The SOUND OF A WOMAN CRYING drifts down to Young Isaac as well and we -

FLASHFORWARD TO:

INT. LOUNGE - EVENING

Where Isaac snaps out of his reverie. The lounge is now completely filled with PASSENGERS. Cocktail hour.

Isaac's eyes dart around the room. People seem to be casting suspicious glances at him.

Isaac looks at the seat across from him and sees Klara, the young woman who had been involved in a heated discussion with a German soldier on the Zeppelin field.

Klara is CRYING - her eyes are red-rimmed and her cheeks are wet with fresh tears. Her anguish is quiet - but intense.

Isaac realizes that Klara's crying - and perhaps the fact that Isaac has yet to address her distress in any way - is calling attention to him. He sits up straight.

ISAAC
(quietly)
There there.

Klara looks up.

KLARA
What?

Isaac clears his throat.

ISAAC
I - uh, here.

Isaac pulls a handkerchief from his pocket and hands it to Klara. She takes the handkerchief and clenches it in her fist. The crying continues apace.

Isaac lets out a small sigh and glances around the room.

ISAAC (CONT'D)
Excuse me.

Isaac starts to rise.

KLARA
Pigs.

Isaac stays seated for the moment.

ISAAC
Pardon?

KLARA
All boys are pigs.

ISAAC
Quite right.

Isaac start to rise again.

KLARA
I'm sorry, I didn't mean it. I don't
even know you. Forgive me. Don't go.

Isaac settles back into his chair. Glances around again.

ISAAC
For a minute. Till you stop crying.

KLARA
That's kind of you.

Isaac squirms. Klara turns to look at him squarely.

KLARA (CONT'D)
I just don't know how I'll ever be
able to trust someone again.

ISAAC
Well, why should you?

Klara's crying picks up again. Isaac frowns and looks around.

ISAAC (CONT'D)
There there. ... What's the problem?

KLARA
It's nothing I can discuss with you.
But suffice it to say that when a
girl accepts a promise from a boy
and then gives something to the boy
in exchange for that promise ...

Klara's speech drifts off as she gets lost in the memory.

KLARA (CONT'D)
Something she can't take back even
if he breaks his promise - and then
he breaks it ... wouldn't you say
that gives her reason to be suspicious
of what any boys want, and whether
they ever really mean what they say?

Klara stares at Isaac, clearly looking for an answer to her mostly rhetorical question. Isaac thinks for a moment.

ISAAC

It's a common enough predicament.

Klara leans in, showing interest in Isaac's reply.

ISAAC (CONT'D)

When you open your legs, you tend to get fucked.

Klara's eyes go wide. She gasps, then BURSTS into tears again. She leaps from her seat and runs from the room.

Isaac watches her go. His eyes scan the room and land at a group of THREE BEEFY GUYS, (the "Footballers"), who stare at Isaac with furrowed brows. They're dressed similarly - striped ties, black jackets.

ELIAS (25), one of the beefy guys, gets up and walks from the room, through the same door Klara used.

Isaac unfolds his paper and returns to reading it.

ANGLE ON WERNER

Across the room, Werner leafs through a set of documents. Albert Huber sits beside his father.

ALBERT HUBER

So what are the ways?

WERNER HUBER

What's that?

ALBERT HUBER

Of catching a spark on the ship?

Werner looks up and sees CHIEF STEWARD KUBLIS (50), speaking to a MEMBER of his crew.

WERNER HUBER

(to Kublis)

Pardon me.

Kublis catches sight of Werner and walks over.

CHIEF STEWARD KUBLIS

Yes, sir?

WERNER HUBER

My curious son would like to know how you avoid sparks on the ship.

CHIEF STEWARD KUBLIS
(to Albert Huber)
Ah. Excellent question. Would you
like a short tour while I explain?

ALBERT HUBER
Yes!

INT. LOWER-LEVEL HALLWAY - NIGHT

Kublis, Werner and Albert walk down the steps to the lower level. Kublis points to the right.

CHIEF STEWARD KUBLIS
Down that way is crew access to the engines and the gas cells. The engines are diesel, which requires no ignition sparks. The mechanics have no metal parts on their clothing - such as jacket buttons or shoe eyelets - that might accidentally strike another metal object and cause a spark.

INT. CONTROL CAR - NIGHT

Captain Lehmann stands at the helm. The scene out the window is mostly dark - a few lights below indicate we're still flying about seven hundred feet above the surface.

Kublis, Werner and Albert walk down into the control car.

CHIEF STEWARD KUBLIS
Hello. Just giving a young future Zeppelin officer a short tour.

Lehmann walks over and shakes Albert's hand.

CAPTAIN LEHMANN
Glad to meet you, son. So what do you think of our little ship here?

ALBERT HUBER
It's great!

A GROUP OF FLIGHT OFFICERS - the next shift - enters the control car via a set of stairs at the rear of the car.

Lehmann looks at the entering officers, then checks his watch.

CAPTAIN LEHMANN
Hello, boys.
(to Albert Huber)
Better head back upstairs, son.

Chief Steward Kublis smiles at Lehmann and steers Werner Huber and Albert Huber back up the stairs.

An OFFICER approaches Lehmann and whispers something to him. ZWEIG (38), thin and hunched, approaches Max.

ZWEIG

Hello, Max.

Zweig and Max salute each other, then Max steps away and lets Zweig take the elevator controls. Max stares at Zweig's back for a moment. Max lifts his hands and frowns.

MAX

Saint Elmo's.

Zweig turns to Max.

ZWEIG

Huh?

MAX

Ran into it last year on the Graf.
Just remembering how everything
suddenly seemed beautiful and
threatening and so out of reach.

ZWEIG

Never seen that, Max. You all right?

MAX

No.

Max hurries toward the stairs.

Heinrich steps from the radio controls as his relief, DUNKEL (28), takes over. Lehmann walks toward the departing officers.

CAPTAIN LEHMANN

Men, before you go.

Max stops on the stairs and turns toward Lehmann.

CAPTAIN LEHMANN (CONT'D)

I've gotten word there's a fellow on
board by the name of Joseph Späh who
might be some kind of agitator.

The mood among the officers darkens.

CAPTAIN LEHMANN (CONT'D)

Probably just another loudmouth
braggart - but it's best to keep an
eye on such fellows just the same.

Lehmann raises his hand for a salute - the men reciprocate.

CAPTAIN LEHMANN (CONT'D)

Dismissed.

The relieved flight officers file out of the control room -

INT. CREW LEVEL HALLWAY - CONTINUOUS

and up the flight of stairs into the crew level hallway.

HEINRICH

I'm starving. What've we got tonight?

The officers walk through the doorway and into -

INT. CREW MESS HALL - CONTINUOUS

the crew mess hall, where a GROUP OF FOUR FLIGHT MECHANICS, ruddy men in black leather uniform coats, sit at the mess tables eating a meal.

HEINRICH

Ho! What are your asses doing in my mess chairs?

UNGER (45), looks up and speaks through a mouthful of steak.

UNGER

Our shift ran long!

HEINRICH

And now back-talk to an officer?
What kind of topsy-turvy--

Major Nehring, the officious S.S. officer who intimidated Max, walks into the mess hall from the adjacent kitchen.

HEINRICH (CONT'D)

Oh! Major Major Nehring. I didn't know you were aboard with us, sir.

Max, standing among the group of just-relieved flight officers, recoils at the sight of Major Nehring.

MAJOR NEHRING

These men were giving me a tour of the ship and it ran a bit long.

HEINRICH

I see. Well ... we'll just wait.

Max walks past the table of dining mechanics and enters the lower-level hallway -

INT. LOWER-LEVEL HALLWAY - CONTINUOUS

where he starts up a set of stairs and reaches -

INT. PASSENGER HALLWAY - CONTINUOUS

the passenger "A" level, one floor above. Walks through the hallway and -

INT. LOUNGE - CONTINUOUS

into the lounge, which is filled with a LIVELY CROWD. Max approaches a STEWARD.

MAX
Which one is Späh?

INT. LOUNGE PROMENADE - NIGHT

Späh stands at the promenade. He stares out the window.

MAX (O.S.)
Evening.

Späh glances at Max, then looks back out the window.

SPÄH
I'm staring at the lights of Cologne.
You can see them in the distance
there. It's quite something.

Max studies Späh closely. A bell RINGS.

SPÄH (CONT'D)
Mealtime.

Späh walks toward the dining room, as do the other passengers.

INT. LOUNGE - NIGHT

Max approaches the same steward he spoke with earlier.

MAX
In which room are we boarding Späh?

STEWARD
Room sixteen, sir. Is something wrong?

MAX

No, I just asked him if his accommodations were adequate and he said they were a little cramped.

The steward shrugs and shakes his head defensively.

STEWARD

All the rooms on this floor are the same size and most people find them well-proportioned. If I hear any comment, it's usually amazement that they all have sinks with hot and cold water. The Hindenburg-

Max nods and turns away from the steward.

MAX

I know - the pride of Nazi Germany.

INT. HALLWAY - NIGHT

Max hurries down the hallway, opens the sliding door to room sixteen and slips inside.

INT. ROOM SIXTEEN - NIGHT

Max scans the room. Leaning against the wall is a leather bag with the initials "J.S." tooled in gold. Max opens the bag and searches through it. He finds clothes - and a small movie camera, which he examines closely.

INT. DINING ROOM - NIGHT

The dining room is on the port side of the ship, opposite from the lounge. It's kitted out with fancy settings and impossibly flimsy weight-saving aluminum furniture.

Späh takes a seat at a dining room table. He tries to catch the eye of Isaac, who sits across from him.

SPÄH

Hello.

Isaac stares at a table nearby. Späh follows Isaac's gaze to see that the table of beefy young men - the Footballers who witnessed Isaac's insult to Klara - are staring back at Isaac.

SPÄH (CONT'D)

Ah. Grudges are forming already.

Späh starts playing with the salt and pepper shakers - pitting them against each other in a showdown on the table.

SPÄH (CONT'D)

Passions of youth. Body leading the mind. I had always been a gifted physical performer, but I didn't excel until I understood that mental acuity is infinitely more valuable.

Isaac slowly turns his gaze to Späh.

ISAAC

You're right on that, sir. But value's a funny thing.

SPÄH

How's that?

ISAAC

A penny's got less value than a pound. But gather enough pennies - and maybe that's a different story.

Späh seems perturbed by the statement. He opens his mouth to reply when -

ELDERLY MAN (O.S.)

Excuse me.

Späh turns his head to see an ELDERLY COUPLE standing next to the two empty seats at Späh and Isaac's table.

ELDERLY MAN (CONT'D)

Are these seats free?

SPÄH

Yes, of course! Please join us.

The couple sits.

ELDERLY WOMAN

I know you. You're Joseph Späh!

(to her husband)

He's Joseph Späh, the famous acrobat.

(to Späh)

We saw you perform in Berlin.

Späh smiles, pleased at being recognized.

ELDERLY MAN

Who?

ELDERLY WOMAN
(to Späh)
Do something acrobatic!

Späh folds his arms.

SPÄH
Oh, no. Why I couldn't just -

As he speaks, Späh leans his chair back until he's looking up at the ceiling.

SPÄH (CONT'D)
We must have made a turn for the moon. Oh! Going back level again.

With his feet hooked under the table, Späh pulls himself back into normal sitting position. The Elderly Woman looks thoroughly charmed.

Isaac stares at the salt and pepper shakers on the table and flexes his hands.

INT. ROOM SIXTEEN - NIGHT

Max continues to look around the room for places someone might hide something - under the mattresses, behind the small writing desk. He finds nothing.

Max sees Isaac's worn suitcase on the bed and stares at it for a moment - then gives that a thorough search as well, finding nothing of note ... except a PHOTO of a woman and a small boy: Isaac and his mom.

Max lingers on the photo. He stares at Young Isaac - small, serious. He returns the photo and tidies up the room. Max walks to the door and listens for footsteps in the hallway - then slips out.

INT. LOWER-LEVEL HALLWAY - NIGHT

Max reaches the crew "B" level. We hear Heinrich TALKING LOUDLY over dinner in the room next door. Max walks in the opposite direction -

INT. KEEL CATWALK - CONTINUOUS

And into the keel catwalk. He sees movement ahead - a figure in the cargo area. Max starts running.

MAX
Hey!

It's Späh. He's bent over something.

INT. CARGO AREA - CONTINUOUS

Max reaches Späh, who stands, looking wary. Max turns his head to see Späh's caged German Shepherd, noisily chewing a piece of meat.

MAX
What are you doing?

SPÄH
Bringing some scraps to--

MAX
--You're not permitted here.
Passengers are strictly forbidden to
enter this area.

SPÄH
Sensible rule. Pardon me, please.

Späh tries to walk by Max, who blocks his way.

MAX
(darkly)
I know what you're doing.

Späh thinks this over for a moment, then shrugs.

MAX (CONT'D)
I won't let you. You can't do it.
Not on this flight. Put your hands
up. ... Now! Where is it, Späh?

Späh puts his hands up - Max pats him down.

CHEERING from elsewhere in the ship draws Max's attention.

MAX (CONT'D)
(to himself)
Cologne. We've reached Cologne.

Späh uses this momentary distraction to leap past Max and bound into the hallway.

MAX (CONT'D)
Stop!

SPÄH
(over his shoulder)
Leave me alone, you lunatic!

Max takes a step toward Späh, then thinks better of it and starts running in the other direction - further along the keel toward the rear of the ship.

EXT. COLOGNE - PUBLIC SQUARE - NIGHT

The Hindenburg has sunk low in the sky - it's now maybe two hundred feet above the surface.

A spotlight shines down from the ship onto a public square below. A POSTMAN looks up at the ship and waves a red flag.

INT. CONTROL CAR - NIGHT

Dunkel, the radio operator, holds a package out a window.

INT. DINING ROOM PROMENADE - NIGHT

The passengers are up from their tables, standing at the dining room promenade for a view.

ALBERT HUBER

What are they doing, Father?

WERNER HUBER

It's a mail drop. Delivering letters.

INT. KEEL CATWALK - NIGHT

Max sprints along the darkened keel catwalk until he comes to an opening in the floor.

He looks down through the opening - at the ground below. It's far ... but the ship is much closer to the earth than it's been since it lifted off. Max picks up a rope - a mooring line - that lies in a neat coil nearby.

EXT. PUBLIC SQUARE - NIGHT

Dunkel drops the package and it falls toward the ground. A small parachute opens up to slow the package's descent.

INT. DINING ROOM - NIGHT

The passengers CHEER the mail delivery.

INT. KEEL CATWALK - NIGHT

Max holds the mooring line, which is fastened to a truss. He leans over the opening in the floor, gathering courage.

MAX

No, no ... come on, Max. For Laura.

Max bends his knees for a jump - just as the ground level dips further. The Hindenburg has cleared the public square and flown above a valley. Max has missed his chance.

He looks at the receding ground for a quiet moment, then gently puts down the rope.

INT. CARGO AREA - NIGHT

Späh's German Shepherd lies in its cage, looking up with vague interest. Max carefully opens the cage, pets the dog, then rummages around its straw bedding. Finds nothing.

Max crawls out of the cage and closes it softly. He looks at a steamer trunk next to the cage marked "J.S."

Max opens the trunk, which is filled with circus-performer's gear and costumes.

MAX

Huh.

Max roots around the trunk a bit more and comes up with a gift-wrapped box. He tears it open.

The box contains a porcelain figurine - a dancing bear on a wooden base inscribed with the words "BERLIN ZOO."

Max puts back the gift and closes the trunk.

MAX (CONT'D)

It's not you - is it, Späh?

Max hears a CREAKING NOISE approaching. He stands up and turns to see Chief Steward Kublis, wheeling a hand truck stacked with BOXES through the cargo area.

CHIEF STEWARD KUBLIS

Hello, Adler.

MAX

Kublis.

(re. the boxes)

Running low on champagne already?

CHIEF STEWARD KUBLIS
Damn S.D. officers came aboard last
night and drank two cases.

MAX
Sicherheitsdienst officers? Why was
Nazi intelligence on the ship?

CHIEF STEWARD KUBLIS
Claimed to be looking for a bomb.
Said there were following up on
serious threats. Why those threats
might have been hidden inside my
champagne bottles I couldn't say.

Kublis smiles and wheels by Max, who frowns.

INT. CONTROL CAR - NIGHT

Dunkel sits at his station, nodding off a bit.

MAX (O.S.)
Dunkel.

Dunkel sits bolt upright and starts fiddling with knobs,
trying to look like he wasn't just dreaming. Max leans closer.

MAX (CONT'D)
Dunkel, why don't you go get a cup
of coffee? I'll mind the radio until
you return.

DUNKEL
Good idea, good idea. Thanks, Adler.

Dunkel gets up and Max slides into the radio operator's chair.

Max waits until Dunkel's left the room, then starts tapping
a Morse code telegram message into the machine. Next, he
opens up the passenger manifest and scans it.

INT. LOWER-LEVEL HALLWAY - NIGHT

Isaac descends the stairs. He has a funny way of taking steps -
favoring one leg. He spots a YOUNG STEWARD.

ISAAC
Which way's the smoking room?

INT. BAR - NIGHT

Isaac steps into a small cocktail bar. The BARMAN stands behind a curved-wood counter. Isaac looks around cautiously.

BARMAN
Looking to smoke?

ISAAC
That's right. In here?

The Barman shakes his head "no" and points to a door on the opposite side of the room.

BARMAN
Through there. Isolated. Airlock prevents any smoke or sparks from escaping and any gas from entering.

Isaac steps toward the door. The Barman comes around the counter and opens the door for Isaac.

INT. AIRLOCK - NIGHT

Isaac steps into the airlock and the Barman closes the door behind him. The door seals shut with a WHOOSH.

DARKNESS

for a moment - until a widening shaft of light reveals that Isaac has opened the door in front of him. He steps inside.

INT. SMOKING ROOM - NIGHT

Isaac stands at the door of the Smoking Room. The space is dimly lit by recessed lights and a row of windows in the floor. The walls are upholstered in black leather. Isaac is alone in the room.

Isaac walks across the room and finds an electric lighter chained to a brass rail in the wall. He lights a cigarette.

Isaac steps onto one of the windows in the floor and looks down: the light reaching the airship from the towns below casts an eerie underglow on Isaac's face.

He stares at the distant earth below. A CLOSING DOOR snaps Isaac out of his reverie.

He looks up from the windows in the floor to see that the three Footballers are now standing at the other end of the room. They stare at Isaac.

Elias, the leader of the three, TAPS a fist on the door.

ELIAS

Nice thing about an airlock is it
really muffles those cries of pain.

Isaac takes a last drag of his cigarette and drops it onto
the window on which he stands. He grinds out the butt.

ISAAC

What's all this?

ELIAS

This is a warning. You'll apologize
to the young woman you insulted. Her
name is Klara and she's a beautiful
German rose. You'd know that if you
weren't such a rotten English bastard.

TROMMLER (24), a chiseled guy with a surprisingly soft voice,
steps forward.

TROMMLER

This is just a taste of what you'll
get from us if you don't make good
on that apology.

Trommler reaches Isaac, who stands passively with his arms
at his side. Trommler gives Isaac a HARD PUNCH to the gut.

Isaac GROANS and doubles over - but catches himself against
a railing. He stares down at the lights below. Isaac sucks
his teeth and stands back up. His eyes are ablaze.

ISAAC

Ha ha! All right. Apologies. Apologies
all 'round.

Elias nods. The Footballers seem guardedly pleased.

ELIAS

Good. But not to us, to her.

ISAAC

Right. Will do. What did you say the
little tart's name was?

Trommler swings a fist at Isaac, but Isaac dodges the punch
and swings the electric lighter into Trommler's face. It
connects with a THUD.

Trommler falls to his knees and Isaac quickly wraps the
lighter chain around Trommler's neck. Elias and MARK (24),
the third Footballer, rush forward.

Trommler CHOKES - his tongue lolling and his eyes bulging.

Mark throws a punch that clips Isaac's ear. Isaac swings a headbutt that splits open a gash above Mark's eye.

Isaac drops the chain around Trommler's neck and throws a punch at Elias, who ducks and throws an overhand right that CRACKS hard against Isaac's cheek.

Isaac goes down and the Footballers set upon him with VICIOUS KICKS. Isaac GROANS and curls into a fetal ball.

The Footballers stop their beating and catch their breath as they stand over Isaac's prone body.

ELIAS

Had enough?

Isaac CHUCKLES softly.

ELIAS (CONT'D)

How did a cockroach like you even board passage on the Hindenburg?

TROMMLER

They must have forgotten to fumigate.

The Footballers LAUGH and start walking away.

ISAAC

You're funny guys.

The men stop and turn back to Isaac, who has pulled himself to a sitting position.

ISAAC (CONT'D)

I'm funny too, you know.

ELIAS

Oh yes? Tell us a joke.

ISAAC

I'm saving it. But you're gonna love the punchline.

The Footballers smirk and file out of the Smoking Room.

Isaac examines his body for injuries. Pulls up one pant leg - shin's scraped. Then pulls up the other pant leg to reveal

A WOODEN LEG.

Isaac stares at his wooden leg for a long moment.

FLASHBACK TO:

INT. BOY'S BEDROOM - DAY

An improvised CREW OF RESCUERS - local men of various ages and abilities - are hurriedly clearing away the rubble that confines Young Isaac to his dead mother's embrace.

One man, a BEARDED RESCUER (35) in workman's clothes, crouches over Young Isaac and strokes his head.

BEARDED RESCUER
Just hang in there, mate. Help is
here. Help is here.

Rescuers GROAN as they put their shoulders into a group effort to dislodge a collapsed wooden column.

The Bearded Rescuer sees their struggle.

BEARDED RESCUER (CONT'D)
Hold up.

The Bearded rescuer joins the group effort.

BEARDED RESCUER (CONT'D)
All right, then. One, two - heave!

The RESCUERS strain against the column - but can't budge it.

Young Isaac takes shallow breaths - his eyes flutter as he struggles to maintain consciousness. The Bearded Rescuer glances at Isaac, then turns to see an approaching figure.

BEARDED RESCUER (CONT'D)
Doctor! Doctor, over here!

A WHITE-HAIRED DOCTOR approaches, carrying a surgical bag and stepping carefully over the wreckage of Isaac's home.

The Doctor reaches Isaac and crouches for a close examination.

DOCTOR
It'll have to come off.

Isaac's leg, we now see, is pinned under the collapsed column.

BEARDED RESCUER
Course it does. We been trying to
lift it for close on an hour now.

DOCTOR
Not the column. The leg.

The Doctor opens his bag and takes out a surgical saw, which glints in the sunlight.

FLASHFORWARD TO:

INT. SMOKING ROOM - NIGHT

Isaac pulls his pant leg back over his wooden limb. He grabs onto a railing and pulls himself up to a standing position, then walks toward the door in his loping gait that is now clearly a result of walking with a false leg.

INT. LOUNGE - NIGHT

Max walks through the lounge, surreptitiously staring down all the PASSENGERS - focusing in on their hands, on their expressions, on their bodies and clothes.

Captain Lehmann sits at the piano, playing a moody piece. He's actually quite a gifted pianist.

Max stops walking and stares at the piano for a moment - it's a custom-built instrument made of aluminum and pigskin for weight concerns. Max focuses on the subtle sounds of the moving parts within the instrument - hammers, levers, pedals.

HEINRICH (O.S.)

Who is Gregor?

Max snaps out of his fantasy and wheels around to see Heinrich standing with his arms folded.

MAX

What?

HEINRICH

Who ... is ... Gregor?

Max purses his lips. Heinrich smiles and pulls a piece of paper from his pocket.

HEINRICH (CONT'D)

(reading)

'Gregor: What is the name of our craftsman on board? Need it urgently. Address response to T. Golding.'

Heinrich folds the paper and replaces it in his pocket.

HEINRICH (CONT'D)

T. Golding? There's no T. Golding on board, Max. Is that a pseudonym you're using? Quite an interesting telegram!

Heinrich puts a fist under his chin. Ponders.

HEINRICH (CONT'D)

What is the craft of our craftsman
on board and why is he a secret? Or
would the answer to the first question
also answer the second?

Max lowers his head and glances around like a cornered animal.

HEINRICH (CONT'D)

Seems like maybe you underestimated
me, Max. What do you think?

Heinrich smiles, smug. Max nods slowly.

MAX

You're very observant.

HEINRICH

How flattering.

MAX

Not at all. What I mean to say is, I
think you're a weasel.

Heinrich's smug smile falls. He glares at Max.

HEINRICH

Do you? Let's see what Lehmann has
to say about it all then, eh?

Heinrich starts walking around Max, who takes hold of
Heinrich's elbow.

MAX

The S.S. officers who were supposed
to be on board. The ones you couldn't
keep your mouth shut about? How did
you learn about them, Heinrich?

Heinrich SCOFFS.

HEINRICH

What are you implying?

MAX

I think you overheard Captain Lehmann
discussing these officers in
confidence with a high-ranking S.S.
officer and that you weren't a party
to that discussion.

Heinrich suddenly looks nervous.

MAX (CONT'D)

Do you think whatever my telegram is about ... do you think that could possibly be as bad as divulging secrets regarding the travel plans of important Nazi officers?

HEINRICH

But ...

MAX

Traitors, Heinrich. That's what they call people who divulge state secrets.

Heinrich looks off to the side, defeated. Max walks away, brushing Heinrich's shoulder as he passes.

INT. BATHROOM - NIGHT

Max steps into a small private bathroom and shuts the door. He breathes hard and quivers with nerves, splashes water on his face, then stares at his reflection.

INT. SECOND BATHROOM - NIGHT

Isaac, bruised and bloodstained, stands inside an adjacent private bathroom. He lifts his foot onto the commode and pulls up his pant leg, then opens a compartment in his wooden leg. He pulls out the SMALL BOMB that Gregor gave him.

Isaac examines the bomb carefully. It looks slightly damaged.

ISAAC

You're all right. ... You'll all ...
go ... right to Hell.

INT. LOWER-LEVEL HALLWAY - NIGHT

As Max walks toward the stairs, he sees Major Nehring approaching from the other direction - along the keel catwalk that leads into the bowels of the Hindenburg.

Max slows down and gestures for Major Nehring to take the stairs first. Major Nehring gives Max a little nod.

Nehring turns his head and SNIFFS. Max watches him warily.

MAJOR NEHRING

The sea. We've reached open water.

MAX

Can't be.

Max leans against the wall and stares at his pocketwatch. He stumbles to a window in the floor and looks down at the ground, squinting into the darkness.

Nehring stands at the base of the stairs, watching Max.

MAJOR NEHRING

Adler?

Suddenly, a SHIP comes into view. They are clearly now flying above the water. Max stands.

MAX

No. No.

Max stumbles and falls.

FADE OUT:

BLACKNESS.

PRELAP: A VIOLENT-SOUNDING ROAR.

FADE IN:

INT. CREW BEDROOM FIVE - NIGHT

Max awakens in the bottom bunk of a crew bedroom. He becomes aware of a STRANGE ROAR and sits up.

COMMANDER PRUSS (O.S.)

Rest easy, Adler.

Max turns his head to see Commander Pruss sitting in a chair nearby, drinking a cup of tea.

MAX

(desperately)

What's happening?

COMMANDER PRUSS

You've had a spell.

Max thinks for a moment.

MAX

Is that just the wind?

COMMANDER PRUSS

We're flying through a bit of a gale.
No need to be concerned. The
Hindenburg doesn't need to fly around
weather like the Graf Zeppelin does.

Max stands - but Pruss waves him back down into his seat.

COMMANDER PRUSS (CONT'D)
No hurry, no hurry. Have some tea.

Pruss lifts a teapot and pours Max a cup.

COMMANDER PRUSS (CONT'D)
You haven't eaten. You haven't rested.
Your stress level is quite high.

Max sips his tea, looking tense.

COMMANDER PRUSS (CONT'D)
You're clearly operating under a
heavy burden.

MAX
Just ... trying to perform my duties
on the Hindenburg, sir.

Pruss shakes his head "no."

COMMANDER PRUSS
In my experience, there's only one
thing that could give a fellow such
fits as you've had on this flight -
trouble at home.

Max frowns. Anger flashes across his face as he struggles to
bottle up his emotions.

MAX
How exactly do you mean, sir?

COMMANDER PRUSS
Don't take offense. I'm speaking
from experience and out of concern.

MAX
I love my wife with all my heart,
and I trust that she feels the same.
All I want to do is to see her safe
and happy and to share that happiness
in whatever way I'm able.

COMMANDER PRUSS
Of course. Of course you do. But the
important thing is to share. Let
your sorrows be hers as well.

Pruss offers Max a refill. Max accepts.

COMMANDER PRUSS (CONT'D)

In an attempt to protect her from
your difficult feelings, you'll
inadvertently hurt her nevertheless.
Hurt her and hurt yourself.

They sit for a quiet moment. Pruss finishes his tea and
stands, brushing non-existent dust from his lap.

COMMANDER PRUSS (CONT'D)

So ... a thought to share from twenty
five years of marriage.

MAX

Thank you, sir.

COMMANDER PRUSS

Take the next shift off, Adler. Relax
your nerves. You'll be all right.

Pruss opens the door and steps out. Max waits a moment, then
walks into the hallway.

INT. LOWER-LEVEL HALLWAY - NIGHT

Max walks to a window in the floor and looks down. He sees
the sparkle of open water reflecting in the bright moonlight.

He slowly turns his head to look down the empty keel catwalk
corridor, which is shrouded in darkness. He walks in that
direction - into the void.

INT. LOUNGE - NIGHT

Isaac sits in an overstuffed club chair, drumming his fingers
with one hand and, with the other, holding a glass of Scotch.

The room is mostly empty - just a few small groups of late-
night drinkers chatting amiably. The piano's closed up.

He swirls his liquor and takes a big gulp, then sucks air
through his clenched teeth. His cheek sports an ugly bruise.

KLARA (O.S.)

Pardon me.

Isaac half-turns his head, then turns away. Klara stands
behind Isaac's chair, looking concerned.

KLARA (CONT'D)

Sorry to bother you, sir. But I wanted
to warn you that some men on board
might be seeking to do you harm.

ISAAC
Don't trouble yourself, sister. I'm
not scared of your friends.

KLARA
Oh, they're not my friends. They saw
that I was upset earlier and I think
they blame you.

Klara steps around the chair. Sees Isaac's ugly bruise.

KLARA (CONT'D)
Mein Gott! What did they do to you?!
I'm going to get the captain.

Klara starts walking away.

ISAAC
Hold up.

Klara stops.

ISAAC (CONT'D)
I don't need your help and I don't
want it.

Isaac hoists himself from the chair - we can see that standing
up is a challenge, but he navigates it well.

ISAAC (CONT'D)
Good night. Klara.

Isaac lumbers away. Klara watches him go.

INT. ROOM SIXTEEN - NIGHT

Späh lies in bed, reading a book. He turns his head as Isaac
opens the door and enters.

SPÄH
Ah. ... Oh. Shiner. Ouch.

Isaac lowers himself into bed and stares up at the underside
of Späh's bunk.

SPÄH (CONT'D)
I was thinking about what you said
earlier - handfuls of pennies and
what not. I think you do have a point.
Have you read any Hegel?

ISAAC
No.

SPÄH

He has a theory on the relationship between quantity and quality. They're normally unlinked and independent, but a massive change in quantity can correspond with a change in quality.

Isaac stares off at a table nearby.

SPÄH (CONT'D)

Drop enough pebbles onto a rock pile and you turn it into a mountain slide.

A quiet moment. Späh gives a little sigh of frustration at the lack of stimulating conversation and returns to his book.

ISAAC

(quietly)

I just need to do something.

SPÄH

Huh? ... What was that?

ISAAC

(resolute)

I need to do something.

SPÄH

You do. Doesn't everyone?

ISAAC

Since I was maybe thirteen I drank and smoked and caroused with every shilling I could find to spend.

Späh props himself onto his elbow, listening intently.

ISAAC (CONT'D)

Then one day I lost my taste for it. Drink made me ill. Smoking too. And soon I was ill even when I wasn't drinking. Just sick. All the time.

Isaac swallows - with difficulty. Dry mouth.

ISAAC (CONT'D)

I went to the doctor and he tells me it's cancer what took my appetites. In the gut. Pancreas. Says I have a month or two at most before I go.

SPÄH

(quietly)

Oh, Lord. Such a pity.

ISAAC

But then I find that the cancer gave
me an appetite I didn't give due
recognition before, and I've been
trying to fulfill it ever since.

Späh looks stunned. Speechless. A quiet moment passes.

SPÄH

What is it you intend to do?

ISAAC

Well I'm not one for quality, that's
for bloody sure. You'll see. Tomorrow.

Isaac turns on his side and shuts his eyes.

Späh's brow is knit in deep thought. He gently closes his
book and turns off the light.

EXT. ATLANTIC OCEAN - NIGHT

The Hindenburg floats over some small North Sea islands as
it makes its way west. The moon hangs low in the starry sky.

INT. KEEL CATWALK - NIGHT

Max feels his way along the darkened keel catwalk toward the
rear of the airship. There is very little light in this part
of the Hindenburg - it's clearly not meant for public access.

Moonlight pouring through openings in the hull provides more
illumination than the few electric lights.

Max reaches a ladder and looks up - the view extends a hundred
feet up. He puts an arm on the first rung, then something
further down the keel catwalk catches his eye.

He continues down the corridor until he reaches the Horch
touring car that's been secured inside this part of the hull.

Max runs his hand along the hood of the car. Touches something
that gives Max pause. He leans in to take a look.

A HAND

reaches out and grabs Max's forearm. Max spins around. It's
Unger, the mechanic who argued with Heinrich.

UNGER

What are you doing, sir?

Max steps away from the car.

MAX

Oh. Just, uh, having a look. Has anyone been back here? Any passengers?

UNGER

No, sir.

MAX

Thought I may have seen a man. Späh--

UNGER

--No one's been back here.

Max appraises Unger, who stares back - level and unblinking.

UNGER (CONT'D)

Something I can do for you, sir? Not safe for you officers walking around the keel at night. Wouldn't you say?

Max thinks for a moment.

MAX

Yes. You're probably right. Glad to know everything's shipshape.

UNGER

Thank you, sir.

Max turns and walks back toward the front of the ship.

OTHER MECHANICS in black leather jackets step out of the shadows and watch Max as he walks away.

INT. CREW BEDROOM FIVE - NIGHT

Max opens the door to his room and starts walking in.

CAPTAIN LEHMANN (O.S.)

Adler!

Max turns to see Lehmann, who approaches from the hallway.

CAPTAIN LEHMANN (CONT'D)

Let's go. Your shift.

MAX

Oh. I thought--

CAPTAIN LEHMANN

(suddenly angry)

--Get on that wheel or I'll have you strung up for dereliction of duty.

MAX
Sir. ... Yes, sir.

Max leaves the bedroom and closes the door.

EXT. NORTH ATLANTIC - DAWN

Dawn breaks over the serene North Atlantic. The Hindenburg flies low, passing over a field of drifting icebergs.

INT. LOUNGE PROMENADE - MORNING

Passengers stare out the windows and point at the unusual spectacle. Werner, the chemical industrialist, holds son Albert up to the window for a view.

WERNER HUBER
Those are icebergs, Albert.

ALBERT HUBER
Where do they come from?

WERNER HUBER
Why they usually break off from
glaciers and drift through the ocean.

Mother Ulla stands nearby, staring blankly out the window.

WERNER HUBER (CONT'D)
The amazing thing about icebergs is
that most of their mass is underwater.
You can't see it from the surface.

ULLA HUBER
That's what sank the Titanic.

Werner shoots Ulla a nasty look.

WERNER HUBER
(hissing at Ulla)
Stupid woman.
(to Albert)
They're dangerous for boats, but not
for the Hindenburg.

Späh steps out onto the promenade, holding his movie camera. He watches the sightseeing crowd. STARTS FILMING THEM.

INSERT: ACTUAL FOOTAGE of the passengers at the windows, shot by Joseph Späh.

Späh smiles, stops filming and finds a place for himself at a window. He lifts his camera again.

INSERT: ACTUAL FOOTAGE of the icebergs, shot by Joseph Späh.

INT. CONTROL CAR - MORNING

The view of the ice field is even more spectacular from the wraparound windows of the control car. The Flight Officers on duty ogle the impressive spectacle ...

Except for Max, who stares at the sliding bubble in his elevator control level. His eyes are bloodshot and heavy-lidded. He looks pretty frayed.

ZWEIG (O.S.)

Adler?

Max snaps out of his trance and turns to see Zweig, the other elevator control officer, standing beside him.

MAX

Huh?

ZWEIG

I said I'm here to relieve you.

Max stares at his hands - gripping the control wheel hard - then yanks them off as though they had been held there with glue. He steps back and lets Zweig take the controls.

Max feels a hand on his shoulder and turns to see Lehmann, who stands beside him and smiles.

CAPTAIN LEHMANN

Now, Adler - let's try and confine those hours off duty to relaxing and restoring your energy.

Lehmann gives Max a couple hard slaps on the shoulder, then pushes him toward the stairs out of the control car.

INT. LOUNGE - MORNING

Isaac sits alone in the lounge, holding up a newspaper - but actually just staring at his blood-crusted knuckles.

KLARA (O.S.)

I won't ask if you're feeling well.

Isaac glances up to see Klara standing next to him, holding a cup of coffee.

KLARA (CONT'D)

Because I don't think you like that question. I don't think you want to be bothered at all, but I think you must surely need some coffee, so I brought you a cup. Here.

Klara puts the cup on the small table beside Isaac's chair. She walks off and Isaac returns to his paper. A moment later, he reaches for the cup and takes a sip.

INT. LOUNGE PROMENADE - MORNING

Max walks along the promenade, inspecting each of the passengers closely as they look out at the icebergs.

He sees Isaac who, an anomaly, stares only at his newspaper.

Heinrich stands with Commander Pruss. They drink coffee and stare out the window. Commander Pruss glances at Max.

COMMANDER PRUSS

Quite a spectacular vista. I tell you it never fails to amaze me.

HEINRICH

Indeed, sir.

Max nods politely and keeps walking.

COMMANDER PRUSS

What do you think, Adler?

Max stops and glances quickly out the window.

MAX

Yes, sir.

HEINRICH

Adler's not impressed.

MAX

No ... I mean - yes. Spectacular.

HEINRICH

(shaking his head)

Not impressed.

COMMANDER PRUSS

Squarely in the minority, I'd say.

HEINRICH
(sneering)
He's a lofty thinker, that Adler.
With a jaundiced eye.

Commander Pruss smiles - doesn't want to start an argument.

COMMANDER PRUSS
It's fine. Fine. Though you might be
the only man on board who isn't
transfixed by the sight.

This last comment strikes a spark in Max's mind.

MAX
Yes, sir. Pardon me.

Max returns to scanning the crowd, keeping a close watch on
where the eyes of the passengers are turned.

INT. LOUNGE - MORNING

Isaac finishes his cup of coffee and carefully puts it back
on the table. He resumes "reading" the paper.

Max stands at the edge of the lounge, watching Isaac - perhaps
the only other man on board not staring at the icebergs.

Max stares at Isaac, watching his every small expression and
movement. Max narrows his eyes and nods, almost imperceptibly.

ANGLE ON ISAAC

who puts down the paper, rubs his eyes and looks at the seat
across from him, where Max now sits, looking back at Isaac.

MAX
Morning. Herr Roberts, is it not?

ISAAC
Yeah. Just Roberts.

MAX
You don't like the honorific?

ISAAC
Where I come from, Herr means
something different. It means you're
a guy who inherited something valuable
from his father.

MAX
It also means the sky.
(MORE)

MAX (CONT'D)
 Isn't that right? 'Air.' Where we're
 floating now. Air Roberts.

ISAAC
 Love that German sense of humor.

Isaac stands. Max stands too.

MAX
 Just a moment, Roberts. I have
 something important to tell you.

Isaac squares his shoulders at Max. Isaac is shorter but
 much more powerfully built.

ISAAC
 I seriously doubt that, Jerry.

MAX
 My name is Max Adler.

ISAAC
 This again? I don't care to know
 your name and your conversation is
 making me annoyed.

Isaac turns and walks away. Max starts walking behind him.
 Max takes a deep breath - steels himself.

MAX
 (to Isaac's back)
 The device.

Isaac stops walking, but he doesn't turn around.

MAX (CONT'D)
 I want to talk about the device.

ISAAC
 What device?

MAX
 Can we talk, please?

ISAAC
 We are talking. What device?

Max's teeth are clenched, his brow knitted.

MAX
 The one you're carrying. The one you
 got from Gregor. The one Gregor got
 from me. The bomb.

Isaac turns back toward Max, licks his lips and sneers.

ISAAC
Jerry, you've gone mad.

MAX
Without a doubt. Only I can see that
clearly now, which means I can take
steps to undo the damage I've caused.

Isaac turns to walk away. Max grabs Isaac's arm forcefully.

MAX (CONT'D)
This is the wrong flight.

Isaac slowly reaches up for Max's hand and easily peels it
off his arm. Isaac is much stronger than Max.

ISAAC
The only thing you're going to do by
bothering me is cause yourself further
unpleasantness. I'm not your bomber.

MAX
So you've chosen not to go through
with it? Is that what you're saying?

STEWARD
(ringing a bell)
Breakfast is served.

The passengers start filing toward the dining room.

ISAAC
I'm saying I'm not your man, I'm my
own. If your interests 'n mine don't
match up, that's a fucking shame and
nothing else. You're a worm to me,
mate. A worm.

Isaac turns toward the dining room. Max reaches out and grabs
Isaac's arm - hard.

MAX
(through gritted teeth)
Where is it? Where is it?

Isaac looks down at Max's hand.

ISAAC
Don't get tough with me, Jerry. You
won't like what happens.

MAX

You're the worm. You're the worm.
I'm an officer on this ship. I could
have you thrown overboard.

ISAAC

You'd have to sacrifice yourself as
well if you made that choice. Wouldn't
you? Don't think I'd go down without
moving my lips a bit. If it really
came to that.

Isaac grabs Max's fingers and squeezes. Max's fingers redden.
Joints pop. Max yanks his hand away from Isaac, who walks
away. Max watches Isaac go. The look on Max's face darkens.

INT. DINING ROOM - MORNING

As Isaac enters the dining room, he sees that only one seat
is free: at a table with the three Footballers, chatting
with each other. Isaac approaches and takes a seat.

ISAAC

(brightly)

Good morning!

The Footballers glance at Isaac, then go back to their private
chat. A waiter approaches, passes out plates of ham and eggs.

ISAAC (CONT'D)

(to the waiter)

Thank you kindly.

(to the Footballers)

Mmm. ... Plotting revenge makes a
body hungry. Eh, lads?

ELIAS

We wouldn't know anything about that,
and if you're getting ideas about
escalating our little disagreement--

ISAAC

--Just a joke, Jerry. Remember - I'm
a funny guy too.

KLARA (O.S.)

Thank you.

The men turn to see Klara. She looks embarrassed.

KLARA (CONT'D)

Thank you for being brave enough to
put the fighting behind you. Fighting
is my least favorite pastime of boys.

Klara thinks for a moment, then LAUGHS.

KLARA (CONT'D)
Well, I suppose you could say it's
my second-least favorite ...

ISAAC
All right, dear.--

KLARA
--Least favorite being lying to girls.

Klara blinks, blushes and hurries off. Isaac watches her as she returns to her table.

ELIAS
(to Isaac)
Keep away from her, English swine.

ISAAC
(calmly)
I wouldn't put my hands on a German
girl even if my touch cured her
ugliness.

The Footballers stare daggers at Isaac for a moment, then go back to eating their breakfast.

INT. HALLWAY - MORNING

Max races through the hallway and stops at Isaac's room. He listens at the door for a moment, then slides it open.

INT. ROOM SIXTEEN - CONTINUOUS

Max closes the door, positions himself in a spot from which he could surprise someone opening it, then pulls a sharp steak knife from his pocket.

Max tries out different ways of springing forward with the knife. None of them looks particularly skillful.

MAX
(to himself)
Ugh. Idiot.

Max walks to the mirror. Looks at his reflection.

MAX (CONT'D)
Don't lose your cool, Max. Don't get
caught. There are other ways to get
rid of rats onboard. ... Poison.

Max repockets the knife and slips out of the room.

INT. KITCHEN - MORNING

TWO COOKS busily prep for lunch in a narrow, poorly equipped kitchen. CHEF KRISTOF chops vegetables and throws them into a pot on an electric range. SOUS CHEF HERMANN sharpens knives.

MAX (O.S.)
Gentlemen ...

Both chefs look toward the door with surprise.

CHEF KRISTOF
Was there a problem with the meal?

SOUS CHEF HERMANN
The spice again! Passengers complain the food is too mild, but when you give them a little bit of flavor--

MAX
--No, it's not that. Just wanted you to know I saw a mouse in the hull. Scurried across my path as I walked toward the cargo area. Don't want him getting into the provisions.

Both chefs frown.

CHEF KRISTOF
Certainly not.

MAX
Have any means of handling such an intruder?

The chefs glance at each other. Sous Chef Hermann picks up a rolling pin and hefts it.

MAX (CONT'D)
Oh. That's it?

CHEF KRISTOF
Why, we've never seen a mouse on the ship before. This is the Hindenburg!

MAX
(folds his arms)
The pride of Nazi Germany.

INT. ROOM SIXTEEN - DAY

Isaac slides the door open and takes a suspicious glance inside before entering. The room is empty. Isaac closes the door softly, then walks to the mirror.

ISAAC
(to his reflection)
What are you waiting for, man?

He examines his face closely.

ISAAC (CONT'D)
You do it tonight - after supper.
While you're still over the sea.
Last meal. Enjoy it, boy. For once.
Smile. Smile.

Isaac forces his face into a crude version of a toothy grin. The sounds of SINGING draw near from the hallway.

The door slides open and Späh strolls in. His hair is wet and he's singing in a passable operatic tenor.

SPÄH
Figaro, Figaro, Figaro -
(sees Isaac)
Oh! Pardon me. I've just availed
myself of a hot shower, which has
left me, for the first time this
journey, awed by German ingenuity.

Isaac thinks for a moment, then cracks a smile.

ISAAC
I didn't know they had a shower.

Späh, who has started combing his hair, looks at Isaac with surprise - perhaps perplexed by such a friendly response.

SPÄH
But they do. It's downstairs. Why,
you should have one yourself!

ISAAC
No.

Späh returns to his toilette.

SPÄH
I consider bathing one of life's
great pleasures. Should've been born
an Ancient Roman!
(MORE)

SPÄH (CONT'D)

... I wonder if that would have given
me enough time to warn the world
about Adolf Hitler.

INT. CARGO AREA - DAY

Max searches through people's luggage in the cargo area. He comes across a bottle of pills, which he holds up toward the light - only aspirin. He steps further from the corridor, deeper into the stacks of luggage.

VOICES draw nearer. Max looks around frantically, then hides behind a pile of boxes.

Lehmann and Major Nehring approach along the keel corridor from the rear of the airship.

MAJOR NEHRING

-and is truly falling into place,
just as planned.

CAPTAIN LEHMANN

But what happened to your boys? They
look like they've had a scuffle.

MAJOR NEHRING

Just a harmless scrape - teaching a
lesson to some belligerent Englishman.

Major Nehring and Lehmann slow down but continue walking through the cargo area.

CAPTAIN LEHMANN

They should be careful.

MAJOR NEHRING

They've been warned.

Major Nehring and Lehmann exit the cargo area.

Max remains frozen behind the stack of boxes, puzzling over the exchange he's just heard. After a moment, he steps out onto the catwalk and walks deeper into the airship.

INT. KEEL CATWALK - DAY

A group of mechanics stands chatting at the base of the ladder. When the mechanics see Max approach, they clam up.

MAX

Hello, boys.

Unger, the mechanic who warned Max about walking the keel after dark, steps forward.

UNGER

Hello, sir. Something we can help you with?

MAX

Just taking a tour. Now that it's light out.

UNGER

All right, sir. Careful then.

Max starts climbing the ladder. He looks up - it's a vertiginous climb. He looks down - FURST (30), a hulking mechanic, is climbing after Max.

FURST

Don't stop now, sir. This is a one way trip.

Max keeps climbing. And climbing. He's getting winded, it's so many steps. A foot SLIPS, and Max grips the ladder with a GRUNT. Max freezes. Furst looks up.

FURST (CONT'D)

Oops.

MAX

I feel ... like I'm in your way.

FURST

Perhaps I'm in yours.

MAX

I'd like to come down. May I?

Furst looks at Max for a long moment.

FURST

I said it's one way.

Max stares down at Furst, then lowers his boot onto the rung where Furst's hand is located. Furst yanks his hand away.

MAX

You mean to say, 'It's one way, sir.'
Now climb down. That's an order.

The men descend. When Max reaches the floor, he examines his hands and rubs them together.

UNGER

It's worse than you think, isn't it?

MAX

Pardon?

UNGER

The climb, sir.

Max gives a little nod and a half-smile. He walks further into the bowels of the ship, toward the Horch touring car.

MAX

Whose automobile is this?

UNGER

It's Major Nehring's, sir.

Max stares at the car for a long moment, then looks at the brackets and braces that secure the car inside the hull.

INT. CREW MESS HALL - DAY

Heinrich sits at the crew table in the mess hall, eating a buttered roll and leafing through a copy of Life Magazine.

MAX (O.S.)

May I?

Max, holding a coffee, gestures at the seat across from Heinrich, who frowns back at Max and shrugs.

HEINRICH

If you like. I was just leaving.

MAX

Just a moment, Heinrich.

Heinrich folds his arms and sits back.

HEINRICH

What is it?

MAX

I want to know ... what exactly did Lehmann say about those S.S. officers?

Heinrich rises.

HEINRICH

What's your game? Trying to get more supposed treason from the lips of--

MAX

--Was it in a phone conversation with Major Nehring, or were they speaking in person?

Heinrich sinks back down into his seat.

HEINRICH

What - ... But how did you know it was Major Nehring?

MAX

And the device they discussed, the one they said was going to change the balance of world power, why make it Lehmann's responsibility? Lehmann isn't a soldier.

HEINRICH

Ha. Stupid. Major Nehring did no such thing. He said he'd handle the device and Lehmann only need help coordinate its transportation.

Heinrich catches himself and shuts his mouth. Max stands.

MAX

My mistake.

Heinrich scowls at Max, stands and walks from the room. Max watches Heinrich go, sits back down and takes a sip of coffee, brooding darkly.

INT. LOUNGE - AFTERNOON

Isaac takes a slug of whisky from a tumbler. He grimaces hard with the swallow - drinking seems painful for Isaac.

But when he chokes down the booze, he joins in a traditional drinking-song SING-ALONG that Späh leads from the piano.

SPÄH

*Bier her, oder ich fall um. Bier
her, Bier her, oder ich fall um!*

A small crowd of merry passengers cheers and TOASTS. Isaac toasts as well and finishes his glass of liquor. He moves slowly to a nearby chair and has a seat.

Klara approaches Isaac.

KLARA

Good afternoon, sir.

Isaac looks up and smiles.

ISAAC

Having some fun today, aren't we?

KLARA

I wanted you to have this.

Klara hands Isaac a small WOODEN ANGEL, a pretty piece of folk art.

ISAAC

Is this your guardian?

KLARA

Yes - something like that.

Isaac's smile falls.

ISAAC

Thank you, dear, but you should probably hold onto it.

KLARA

Oh! I have dozens. My grandfather makes these as a hobby. Half my luggage is wooden toys. They're intended as gifts for friends.

Isaac LAUGHS - that's a first. He holds the gift for a moment, then hands it back to Klara.

ISAAC

Very sweet of you to offer, but this is not for me.

Klara stares down at her rejected gift.

KLARA

Oh. I have wooden horses as well. I didn't mean to make assumptions about your beliefs. I just thought you'd like to have a pretty thing.

ISAAC

Look, those are for friends, and I'm no friend. That's what I meant.

KLARA

Isaac, I thought I was alone in this world. Then I met you and realized, 'There's a fellow who's really alone.'

Isaac LAUGHS.

KLARA (CONT'D)

I think perhaps we can all make the choice to be happy. Don't you think?

Isaac watches Klara. He looks almost sad.

ISAAC
Poor Klara. The world's not meant
for girls like you.

KLARA
Who's it meant for?

Isaac stands - unsteadily. He's red-faced and sweating. He grits his teeth and presses a hand against his belly.

KLARA (CONT'D)
What's wrong?

ISAAC
Not feeling well.

KLARA
Must be all the drinking you've done.

ISAAC
More than you know, dear. Pardon.

Isaac walks out of the lounge.

INT. ROOM SIXTEEN - AFTERNOON

The door slides open and Isaac stumbles inside. He walks to the sink and VOMITS, then collapses onto the bed.

He turns on his side and grips his belly, shutting his eyes tightly and GROANING.

INT. CONTROL CAR - AFTERNOON

The RELIEF CREW - which includes Max and Heinrich - walks into the control car.

Commander Pruss stands at the helm. He smiles pleasantly.

COMMANDER PRUSS
Hello, boys.

Max relieves Zweig. Takes his station at the elevator wheel.

MAX
(to Pruss)
Afternoon, sir.

Pruss turns back to look out the window.

COMMANDER PRUSS
 We'll make landfall on your watch
 tonight. But first I think we'll see
 a bit of weather still.

EXT. NORTH ATLANTIC - AFTERNOON

A steamship churns across the ocean, cutting a wide wake in the calm sea and belching thick plumes of black smoke.

We drift up with the rising clouds of smoke and, hundreds of feet above the water, catch sight of the Hindenburg, which passes through a patch of what's left of the smokestack exhaust and sends it into swirling eddies.

The airship passes by us and we turn to watch it go.

In the distance, in the path of the airship and extending as far as the eye can see from right to left, dark clouds hang over the horizon.

INT. LOUNGE - AFTERNOON

Späh, a man of inexhaustible enthusiasm, still sits at the piano. He's now banging away at a RAGTIME TUNE. The crowd has dispersed and Späh's now merely amusing himself.

Lehmann leans against the piano.

CAPTAIN LEHMANN
 Sir, I must ask you to end that savage
 noise. It's offending certain people.

Späh pushes away from the piano and stands up.

SPÄH
 Really? Who is it offending?

CAPTAIN LEHMANN
 Me, for one.

Lehmann pushes Späh aside and sits down at the piano. Lehmann starts playing Wagner. Späh wanders onto the lounge promenade.

INT. LOUNGE PROMENADE - CONTINUOUS

Späh stares out the window. The sun is low on the horizon.

SPÄH
 (to himself)
 Ah. Good Lord. One more day.

Raindrops start to splash against the airship's exterior and slide down the window panes. The sky darkens. There is a

BRIGHT FLASH.

INT. LOUNGE - AFTERNOON

A THUNDERCLAP

startles PASSENGERS socializing in the lounge. Little Albert looks up at his father, Werner, who smiles.

WERNER HUBER

Don't worry. Just Zeus saying hello.

Albert looks over at Lehmann, who is absorbed in his Wagner.

ALBERT HUBER

Can you make him stop playing? I don't want Zeus to answer anymore.

Werner LAUGHS and hoists Albert onto his knee.

WERNER HUBER

Lightning can't hurt us. We're not on the ground, so it just rolls off the edge of the ship.

The ship shudders slightly with the next THUNDERCLAP.

INT. CONTROL CAR - EVENING

Pruss frowns and peers out at the nasty weather they've encountered.

COMMANDER PRUSS

Steady as she goes.

Heinrich watches Max.

HEINRICH

(to Max)

Psst.

Max glances over.

HEINRICH (CONT'D)

You might be interested to hear that I've gathered more information.

MAX

Is that right?

HEINRICH

About your pen-pal - Gregor Czarnecki.

Max swallows hard - but stays composed.

MAX

Who?

HEINRICH

Your telegram friend! Seems he's a known communist. Max, you bad boy. I know all about your plan now.

Max's hands squeeze the elevator control wheel hard - his knuckles go white. He glances around - no one else can hear his chat with Heinrich.

MAX

Do you? I wasn't aware of any plan. Enlighten me, please, Heinrich.

HEINRICH

You're in league with Gregor to help some fellow communist on board, of course. The cook just told me there were rats on board - I didn't realize they were you and a sneaky passenger.

MAX

That's a bold accusation from a traitor to his country.

HEINRICH

I won't let you do it, Max. I'll make sure you don't have a single opportunity to make contact with your charge. I'll even see to it that you remain on the ship the entire time we're in America if I have to.

Max stares at Heinrich, who smiles and stares right back.

LOUD THUNDER again rattles the Hindenburg.

COMMANDER PRUSS

All right, men. Let's take her a bit higher. Elevator up!

Max spins the wheel - faster than we've seen him do before.

The men stumble.

INT. LOUNGE - EVENING

The passengers stumble - glasses fall.

EXT. NORTH ATLANTIC - EVENING

At the rear of the Hindenburg, the elevator flaps are pointed up - and the Hindenberg itself is tilted toward the sky.

INT. CONTROL CAR - EVENING

Pruss rights himself and looks over his shoulder.

COMMANDER PRUSS

Adler!

Max spins the elevator wheel in the other direction - hard. His actions look manic, but purposeful.

EXT. NORTH ATLANTIC - EVENING

The elevator flaps push down against the air and something

POPS!

Specks of wood and paint bloom out from the flaps - something has been severely damaged. The linen covering of one of the elevator flaps sags.

INT. CONTROL CAR - EVENING

Commander Pruss stands perfectly still for a moment - listening intently. He then SIGHS and wheels around.

COMMANDER PRUSS

Son, what the hell were you thinking?!

Max doesn't seem to know himself. Everyone stares at Max, incredulous at his cack-handed airmanship.

MAX

I ... got confused.

Lehmann bursts down the stairs and into the control car.

CAPTAIN LEHMANN

What's going on?!

Everyone looks to Adler. Lehmann follows their gaze.

CAPTAIN LEHMANN (CONT'D)
Imbecile! You might have killed us
all. I've never borne witness to a
worse display of airmanship. And you
considered yourself a Hindenburg-
class flight officer!

Max remains calm - but looks chagrined. Unger, the mechanic,
hurries down the steps into the control room and salutes.

UNGER
(to Lehmann)
Sir, we lost a cable on the port
side elevator control rod.

CAPTAIN LEHMANN
Jesus Christ.

UNGER
We can repair it. I'm moving all my
men onto the job immediately.

CAPTAIN LEHMANN
Yes. Of course.

Unger salutes and hurries up the steps.

CAPTAIN LEHMANN (CONT'D)
(to Heinrich)
Kurler!

HEINRICH
Yes, sir.

CAPTAIN LEHMANN
Wake up Zweig and bring him down for
emergency relief. Adler here is
clearly unfit for duty.

Heinrich salutes and hurries up the steps. He shoots a
bemused, contemptuous look at Max as he passes.

MAX
(to Lehmann)
My hands must have gotten--

CAPTAIN LEHMANN
--Shut up. Don't explain. Just go.
I'll mind the wheel until Unger
arrives. Idiot. Get out of my sight.

Max turns away from the elevator control wheel. He glances
at his crewmates - all of whom stare back with bewilderment -
then walks to the steps, which he trudges up slowly.

EXT. NORTH ATLANTIC - EVENING

Mechanics, tethered to ropes held by watchful compatriots inside the ship, crawl onto the flaps and begin repairs.

It's a death-defying mission at this height and in these conditions, but the men tend to it ably.

INT. LOUNGE - EVENING

A STEWARD RINGS the dinner bell and passengers begin filing into the dining room.

OTHER STEWARDS clean up the few glasses and plates that have fallen and spilled or broken.

INT. ROOM SIXTEEN - EVENING

Isaac lies in bed. He's wracked with chills and drenched in sweat. He COUGHS and SPUTTERS.

INT. KEEL CATWALK - EVENING

Max walks along the empty keel catwalk.

INT. ROOM SIXTEEN - EVENING

Isaac sits up in bed and orients himself, slowing his breathing and gaining control over his shivering body.

INT. KEEL CATWALK - EVENING

Max reaches the Horch car. He's alone with the vehicle.

He looks down toward the aft portion from which the frantic voices of the mechanics drift our direction.

INT. ROOM SIXTEEN - EVENING

With a great effort, Isaac stands. He smooths down his hair and walks to the door.

INT. LOWER-LEVEL HALLWAY - EVENING

Isaac reaches the bottom of the stairs and walks toward the keel catwalk.

INT. KEEL CATWALK - EVENING

Isaac walks through the darkened space, seeming to gain energy with each successive step.

He passes through a particularly dark area, sits on a crate for a moment, busying himself with some unseen task, then stands and continues walking.

He enters a bright area, HOLDING THE BOMB in his hand. A FLASH of LIGHTNING reflects in Isaac's wide, wild eyes.

MAX (O.S.)

Stop.

Isaac turns to see Max approaching.

ISAAC

No. I won't--

MAX

--You don't understand--

ISAAC

--No, you don't understand. I'm going to get rid of it. I'm going to throw the bomb into the sea.

Isaac points to one of the mooring line openings in the hull.

MAX

You can't do that.

ISAAC

What?

MAX

You can't throw it away. We need it.

ISAAC

Fuck you.

Isaac turns toward the opening. Max lunges, catching Isaac's wrist with both hands. Isaac grabs Max's face and pushes - twisting Max's head back.

MAX

Just wait! Just let me talk.

Isaac shoves Max, who goes stumbling back.

ISAAC

Talk then. Very quickly.

MAX

The S.S. officers - I told you they weren't on board, but they are. They're the men who attacked you.

Isaac frowns ... then shrugs.

ISAAC

What about it?

MAX

And the device - the one that's supposed to change the balance of world power.

ISAAC

Yeah. Gregor mentioned it.

MAX

It's the car.

Max glances over his shoulder at the Horch.

ISAAC

What?

MAX

It's armored. Discreetly done, but this car can stop machine gun fire.

ISAAC

And what's the point of that?

Max strolls toward the car. He reaches into the driver's side and pulls a lever. TWO HUGE GUNS flip out of the sides of the chassis. Max walks back to Isaac.

MAX

Well, when the twenty millimeter cannons swing out of the chassis and start firing, there's at least some chance you'll get return fire in the few seconds it takes to destroy everything in your path.

Max RAPS his knuckles on the car hood.

MAX (CONT'D)

Had plenty of time to look her over while the mechanics have been away. They're flying a veritable tank to America in the belly of the Hindenburg.

ISAAC
Why the hell would they do that?

MAX
To 'shift the balance of world power.'
... I think they intend to assassinate
Franklin Roosevelt.

ISAAC
But they'd never get away with it.
America would immediately declare
war on Germany. No question.

MAX
Not necessarily. Think about it. FDR
traveling north on an isolated rural
road in New Jersey ...

FLASHFOWARD TO:

EXT. NEW JERSEY - ROUTE ONE - DAY

*Two POLICE MOTORCYCLES lead a modest presidential motorcade
of two cars. President Roosevelt's BUICK is last in line.*

*In the other direction, along the two-lane road, comes the
Horch. Suddenly, guns swing out from the sides of the car*

BLASTING AWAY

*at the presidential cortege. The motorcyclists fall from
their bikes and both cars go up in flames.*

*The Horch stops. A passenger in the Horch throws a STACK OF
PAPERS out the window. The car speeds off - without a trace.*

MAX (V.O.)
No evidence left behind ... except
maybe something pointing toward
communists.

*We move toward one of the papers tossed by the Horch. It's a
leaflet reading "MAY DAY 1937 - DEATH TO CAPITALISM!"*

FLASHBACK TO:

INT. KEEL CATWALK - NIGHT

Max looks up at Isaac, gaining certainty as he speaks.

MAX

President Garner is sworn in the next day and vows to keep America safe and isolated and free from the scourge of communism. A friend to Germany in the White House. A shift in the balance of world power.

A quiet moment. Isaac is convinced.

ISAAC

So what do you want to do?

Max rubs his chin. When he finally speaks, he speaks softly.

MAX

I'm concerned if we wait until we land, we may not get a chance to give fair warning to the Americans.

MAJOR NEHRING (O.S.)

A wise concern.

Major Nehring steps from the shadows. He holds a PISTOL, trained on Max and Isaac, who step back with their hands up.

MAJOR NEHRING (CONT'D)

You've become an extreme nuisance, Adler. We'll be happy to be rid of you before we reach our destination.

Nehring shifts his gun between Max and Isaac.

ISAAC

(to Nehring)

You rotten bastard. What did that cripple Roosevelt ever do to you?

MAJOR NEHRING

Germany must take measures to secure its interests in Europe. Roosevelt's done nothing yet, but your traitorous companion is correct that we want a more compliant American president. Roosevelt's car trip to New York next week supplies us with the perfect opportunity to change heads of state.

The wheels keep spinning in Max's mind.

MAX

You were also ones spreading rumors about a communist bomb on this flight.

MAJOR NEHRING

Of course. We want the imminent threat of communist sabotage to feel real to everyone involved. The fact that your treachery coincided with such rumors is simply evidence that our plan is just and necessary.

Max narrows his eyes at Nehring.

MAX

You'll fail. You'll be discovered.

MAJOR NEHRING

Why would we be? The only people who know of the plot are those intimately involved in it and two nosy men who are about to be dead. The world has underestimated Adolf Hitler, who will soon be loved and feared by all. Step back.

Max and Isaac eye the opening behind them -- it's a long way down to the churning sea below.

MAX

You can't use that gun. The spark is going to cause an explosion.

MAJOR NEHRING

Unlikely, but I'm willing to take that chance. German engineering is quite sound, don't you think?

ISAAC

(to Major Nehring)

You're forgetting something.

MAJOR NEHRING

Oh? What's that?

Isaac waves the bomb he holds.

ISAAC

I've still got this.

MAJOR NEHRING

That's all right. You can take it with you.

ISAAC

Nah. Why don't you have it?

Isaac tosses the bomb at Major Nehring - a momentary distraction that allows Max to leap forward and ram his shoulder into Major Nehring's chest.

The gun FIRES.

It's a tense struggle in dim light. Isaac grabs Major Nehring's jacket, then heaves him toward the opening.

Major Nehring falls through. Gone. Isaac and Max look at each other, then inch toward the edge.

A HAND comes up and grabs Isaac's legs.

Max starts STOMPING on the hand. Major Nehring screams and falls -- spiraling through the air until he disappears in the hazy clouds above the water.

ISAAC (CONT'D)

(to Max)

See. Not so easy to kill someone.
When you're right up close, at least.

MAX

Are you all right?

ISAAC

I'm not shot ... or am I?

Isaac feels around his belly for a bullet wound - his hand comes up clean.

ISAAC (CONT'D)

No. Those pains were all there
already. What about - oh!

Max turns his head - we can see now, in the light, that a bullet wound has grazed his cheek. Blood drips down his chin.

ISAAC (CONT'D)

Only grazed you. Lucky bastard. You'll
have a fashionable scar.

MAX

Where did the bullet go?

Max follows the likely trajectory of the shot from where he and Nehring were standing.

ISAAC (O.S.)

Here.

Isaac grabs a BRACKET that's slightly bent by the force of a bullet impact.

Max rubs the blood on his face off on his sleeve and stares out into the void.

MAX

What do we do?

ISAAC

Tell the police?

MAX

I have a feeling our friends on board won't let us get that far.

ISAAC

But they might. All they know about me is I'm an English swine.

MAX

We can't take that risk. If only ... if only we hadn't lost that bomb.

Isaac looks at the floor for a moment, then taps something with his shoe.

ISAAC

This bomb?

Isaac's bomb lies on the floor next to Isaac's foot. Max bends over and picks it up. He smiles.

MAX

I was a munitions man during the Great War. I learned a lot about explosives. ... I can build a timer for this and set it to go off twenty-four hours from now. That'll be four hours after we land in New Jersey.

Isaac nods. Rubs his hands together - pleased with the plan.

ISAAC

Plenty of time to get the passengers off and warn the Americans.

MAX

With an insurance policy on board in case we don't make it that far.

ISAAC

A timer, eh?

Max checks his pocket watch.

MAX
We'll set it for seven twenty-five
tomorrow night.

Max walks to the Horch and pulls the lever to retract the guns, then crouches and smashes his pocket watch on the floor.

INT. ROOM SIXTEEN - NIGHT

The door slides open and Isaac steps inside. He stumbles to his bed and collapses there - falling asleep the moment his head hits the pillow.

FADE OUT:

OVER BLACK

SPÄH (V.O.)
Isaac.

FADE IN:

INT. ROOM SIXTEEN - MORNING

Isaac lies asleep in bed.

SPÄH
Isaac.

Späh shakes Isaac's leg. Isaac's eyes half-open.

SPÄH (CONT'D)
Sorry to wake you, but I didn't want
you to miss breakfast. That would
make two missed meals in a row.

Isaac looks up at Späh and ... smiles.

ISAAC
Thank you.

Späh's look of concern fades and is replaced with a smile.

INT. BATHROOM - MORNING

Max delicately runs a needle and thread through the gash in his cheek. He finishes the last stitch and puts a white bandage over the results.

INT. LOWER-LEVEL HALLWAY - MORNING

Max slinks along the hallway and slips into a room.

INT. ROOM FOUR - MORNING

Max closes the door behind him and looks around. The spare uniform and Nazi paraphernalia make it clear that this is Major Nehring's suite.

Max finds a record player and turns it on - he sets the needle and hits the "REPEAT" switch. The pleasant sounds of a CLASSICAL SYMPHONY fill the room.

Max stands at the door and slides it open and steps out.

INT. LOWER-LEVEL HALLWAY - MORNING

Max fiddles with the latch for a moment, then pulls the door closed. He tries it - it's locked. He then hangs a small sign on the handle - "DO NOT DISTURB." Max then hurries off.

INT. KITCHEN - MORNING

The chefs busily prepare the passenger lunch in their narrow workspace. Max slips in.

MAX

Still time for a cup of coffee, gents?
I'm running a little late for my
shift, but I'm desperate for a cup.

Chef Kristoff grabs a porcelain cup and pours some coffee from a nearly-empty carafe.

CHEF KRISTOF

Just the dregs, I'm afraid.

Max takes the cup and gulps it down. Placid. Triumphant.

MAX

It's heavenly. Thank you.

INT. CONTROL CAR - MORNING

Max walks down the stairs to the control car. Lehmann meets Max at the bottom of the stairs.

CAPTAIN LEHMANN

What do you think you're doing?

MAX
Reporting for duty, sir.

CAPTAIN LEHMANN
Rather not, seeing as how you almost
single-handedly scuttled the pride
of Nazi Germany.

Max considers this for a moment.

MAX
Oh. All right. Yes, sir.

Max turns to head back up the stairs.

CAPTAIN LEHMANN
Hold on. I'm not done with you. What
happened to your face?

MAX
I had a restless night. I tossed and
turned and fell out of bed--

CAPTAIN LEHMANN
--You are a disgrace to your uniform.

MAX
Yes, sir.

Max turns to go. Lehmann grabs Max's arm roughly.

CAPTAIN LEHMANN
I didn't dismiss you.

MAX
Pardon me, sir.

CAPTAIN LEHMANN
Adler, a Zeppelin has no place for a
flight officer of such profound
professional ineptitude.

Lehmann speaks loudly. Max glances around - the other flight
officers are watching Max getting dressed down by Lehmann.

MAX
Sir, that's your opinion.

CAPTAIN LEHMANN
Is it really? I daresay no Zeppelin
would actually want an inept officer.

MAX
What I meant was--

CAPTAIN LEHMANN
--Especially one who very likely
murdered a passenger in transit.
Wouldn't you say that sends the wrong
message to the flying public?

Max is speechless. A GROUP OF MECHANICS steps down into the
control car and forms a semi-circle behind Max.

MAX
I've murdered no one.

CAPTAIN LEHMANN
That's what you say, but you behave
like a rather guilty party, Adler.
Major Major Nehring has gone missing.

MAX
Has he?

CAPTAIN LEHMANN
I suspect he was killed and then
thrown off the ship. You can dispose
of a body, but a guilty mind is a
much more difficult piece of evidence
to shed. Don't you think?

The mechanics draw closer to Max.

MAX
My conscience is clear, sir.

CAPTAIN LEHMANN
I'm not supposing you have a
conscience, scoundrel. Kurler here
saw you sneaking from Major Nehring's
stateroom after he'd gone missing.

Max glances at Heinrich, who wiggles his eyebrows and points
at Max - as if to say "gotcha."

MAX
He said that? Well, I'd be more than
happy to discuss this with the
American authorities. I believe we
can straighten this all out.

Lehmann nods at the mechanics, who grab Max's arms.

CAPTAIN LEHMANN
Certainly not, Adler. You'll be kept
in detention on board until we return
to Germany, where you'll face a
military tribunal and swift execution.
Now get out of my sight.

Lehmann heads back to the front of the control car.

The mechanics spin Max around and march him up the stairs. Max glances at the other flight officers, who look back with a mixture of fear and pity on their faces.

INT. ROOM FOUR - MORNING

The three "Footballers", whom we now know to be S.S. officers, mill about in Major Nehring's room. The symphony on the turntable still plays on repeat. The door slides open and the mechanics march Max in.

ELIAS

Ah. Hello, Max. Have a seat.

Elias gestures at a desk chair. The mechanics march Max to it and push him down into the chair. One mechanic binds Max's wrists to the arms of the chair with electrical wire.

ELIAS (CONT'D)

Get comfortable. We have only a short time together and so much to discuss.

INT. LOUNGE PROMENADE - DAY

Isaac stands on the promenade peering out at the landscape below. The Hindenburg is now passing over a city.

SPÄH (O.S.)

Boston.

Späh approaches, gesturing at the view out the window.

SPÄH (CONT'D)

Which puts us ...
(glancing at his watch)
two hours behind schedule.

Isaac looks concerned.

ISAAC

Really?

SPÄH

The steward says we've hit some unexpected headwinds. They've slowed us down a bit. Be there soon enough.

Späh smiles and saunters off. Isaac glances over at the lounge and sees Klara reading a book. He approaches.

INT. LOUNGE - DAY

Klara is reading a Steinbeck novel. She turns the page.

ISAAC (O.S.)
So what do you intend to do once you
get to America?

She looks up to see Isaac standing beside her. Klara closes her book and looks up thoughtfully.

KLARA
I'll be a student.

ISAAC
Oh. Of what?

KLARA
Dance. At the Forty-Eighth Street
Theater. Do you know Martha Graham?

ISAAC
Never heard of her.

A quiet moment as Klara and Isaac decide how - perhaps whether - to have this conversation.

KLARA
When I was very young, I studied
ballet. And I still think there's
nothing quite as beautiful. But as I
grew older, I had a hunger for a
form that said something more about
the world I lived in. Something
relevant. Something real. Understand?

ISAAC
Think I do. The world, uh, provokes
you. You want to react. Makes sense.

KLARA
(smiling)
Have a seat. We'll have tea.

Isaac lowers himself into the chair across from Klara.

INT. ROOM FOUR - DAY

The record spins on the turntable. GROANS of pain reach us from somewhere nearby. A hand reaches in and turns up the volume to mask the sounds of distress.

Elias smiles and cleans blood off a long needle. He glances out the window.

ELIAS
Looks as though we're running behind
schedule, which means we have even
more time together, Max.

Max sits bound in the desk chair. Sweat drips from his forehead. He breathes heavily. A gag muffles his moans.

Elias looks at his compatriots.

ELIAS (CONT'D)
You boys think we've softened him up
enough yet?

Trommler stands back and folds his arms. He nods at Max.

TROMMLER
This bunny rabbit? I think so.

Mark undoes Max's gag. Max takes heaving gulps of air.

ELIAS
Can we start by getting you to admit
you killed Major Major Nehring?

MAX
Can I have a glass of water, please?

Elias nods at Trommler, who pours a glass of water from a pitcher and carries it to Max.

Max drinks and glances at a clock on the wall: ONE P.M.

ELIAS
Refreshed?

Max hands the empty glass back to Trommler. Max steels himself.

MAX
(to Elias)
I've done nothing wrong.

Elias smirks and signals Mark, who puts the gag back around Max's mouth.

ELIAS
Round two.

EXT. LAKEHURST NAVAL AIR STATION - DAY

MIDSHIPMEN and LOCALS mill about on a wide airfield in suburban New Jersey.

A tall DIRIGIBLE MOORING MAST - an Eiffel Tower-like steel truss - punctures the sky at one end of the airfield.

The sky is overcast. A LIGHT RAIN falls.

A car pulls to a stop and NAVAL COMMANDER CHARLES ROSENDAHL (44), in full uniform, steps from it.

Rosendahl surveys the landscape.

CHARLES ROSENDAHL
Thin crowd today.

LIEUTENANT COMMANDER TED DICKEY (38) walks around the car and squints through the foul weather.

TED DICKEY
It'll thicken up once the weather improves. The Hindenburg's a draw.

Rosendahl looks up at the sky.

CHARLES ROSENDAHL
Gonna get worse before it get better.

Rosendahl approaches a FAT MAN in a fedora.

CHARLES ROSENDAHL (CONT'D)
Afternoon, sir.

FAT MAN
Hayya doin'?

CHARLES ROSENDAHL
Here to lend a hand?

FAT MAN
Das right. Figure if I can't pay what it costs to ride the thing, I'll take a couple bucks to help her land in Jersey. Am I right?

Rosendahl smiles and slaps the Fat Man on the back.

CHARLES ROSENDAHL
Good man.

INT. LOUNGE PROMENADE - DAY

Isaac and Klara stare out the window.

ISAAC
Is that what I think it is?

KLARA
If you think it's New York, yes.

Out the window, Manhattan is fully in view.

EXT. STREETS OF NEW YORK - DAY

On the bustling cobblestone streets of lower Manhattan, PEDESTRIANS stop, point at the sky and gawk as the Hindenburg floats seven hundred feet overhead.

INT. LOUNGE PROMENADE - DAY

The passengers crowd around the windows and watch as the Hindenburg floats above the Hudson River and into the airspace over New York Harbor. Werner hoists young Albert and points.

WERNER HUBER
Look, Albert. That's the Statue of Liberty. She's maybe half as tall as the statue of the Führer they'll soon erect here in New York.

Späh, standing nearby, SCOFFS.

SPÄH
When pigs fly.

WERNER HUBER
You're flying now, aren't you, swine?

Späh blows a RASPBERRY at Werner, who turns away.

INT. ROOM FOUR - DAY

Elias, sleeves rolled up and sweating heavily, tries to rub the blood off his hands onto an already quite-bloody rag.

The record continues to play.

ELIAS
Why did you kill him, Max? I need a good answer or we won't ever be able to finish here.

Max, one eye swollen shut, blood dripping from his mouth, spits on the floor.

MAX
I didn't kill him. It was spontaneous combustion. Boom.

Elias SIGHS and steps forward. It seems like he's getting tired of torturing Max.

ELIAS
All right. Round five.

MAX
Six.

ELIAS
Pardon?

MAX
You've lost count. This is six.

Max glances at the clock - it's now FOUR P.M.

INT. CONTROL CAR - AFTERNOON

Commander Pruss stares out the window and points at a spot a couple miles ahead.

COMMANDER PRUSS
There it is, boys. Straight ahead.

Captain Lehmann stands behind Pruss, pacing, lost in thought.

EXT. LAKEHURST NAVAL AIR STATION - AFTERNOON

A sign at the entrance of the air station parking lot reads:

"HELP THE HINDENBURG LAND! JOB PAYS ONE DOLLAR PER HOUR"

The Fat Man we saw earlier is SIGNING HIS NAME to a form that hangs off the placard. The crowd has increased slightly, but it's still pretty sparse - and the rain has picked up. Rosendahl surveys the scene.

CHARLES ROSENDAHL
Pretty sorry turnout. We'll have to do a high landing.

TED DICKEY
Yes, sir. A flying moor.

Dickey squints into the distance.

TED DICKEY (CONT'D)
There she is, sir.

Rosendahl frowns.

CHARLES ROSENDAHL
Hmm. Too dangerous to land her now.
Wind and rain and too heavy.

TED DICKEY
I'll let her know, sir.

INT. RADIO SHACK - AFTERNOON

Dickey enters the radio shack and lifts a transmitter.

TED DICKEY
LZ-one-two-nine, this is Lakehurst--

EXT. LAKEHURST NAVAL AIR STATION - AFTERNOON

NEWSREEL TEAMS of several people carrying movie camera and microphones approach Rosendahl. Among the group is HERBERT MORRISON (32).

HERBERT MORRISON
Hi there. Herbert Morrison, WLS
Chicago Radio. Here to catch the
landing. Where should we set up?

Rosendahl points at a nearby hangar.

CHARLES ROSENDAHL
Might wanna bivouac there till it
dries up. Gonna be a little while.

Rosendahl turns back to look up at the Hindenburg.

INT. CONTROL CAR - AFTERNOON

Commander Pruss turns the wheel.

COMMANDER PRUSS
In agreement with the ground crew.
It's too darn windy to land her now.
Let's do a little sightseeing.

EXT. LAKEHURST NAVAL AIR STATION - AFTERNOON

The airship passes over the airfield. Heads back to the coast.

INT. ROOM FOUR - AFTERNOON

Elias stares out the window. Elias walks back toward Max and stares at him for a long moment. Music's still going.

Max sits limply in the chair - bloodied, battered, his head hanging against his chest.

There is an URGENT KNOCK on the door. Elias walks to it. Opens. Lehmann stands in the doorway.

CAPTAIN LEHMANN

The car.
(nodding at Max)
He did something to the car.

ELIAS

What?

CAPTAIN LEHMANN

Nehring must have caught him there.
Not had time to get one of us.

TROMMLER

(shaking Max)
What did you do to the car?

ELIAS

He won't say. Tie him tighter and
let's go check it out.

There is a grudging respect for Max as the men secure his fetters and gag. The men walk out of the room.

Max is alone. He lifts his head - a fire burns in his one open eye. He twists his wrists hard against the restraints.

INT. LOUNGE PROMENADE - AFTERNOON

Isaac paces - distressed.

SPÄH

(to Isaac)
Ready to get off! I know the feeling.

Späh lifts his movie camera and points it out the window at the ground below. Isaac forces a quick smile, then looks at a nearby clock: SIX THIRTY P.M.

ISAAC

I don't understand. Why are we
lollygagging along the coast?

SPÄH

Probably because the wind is making
landing difficult. Too dangerous.
We'll be down soon.

EXT. LAKEHURST NAVAL AIR STATION - AFTERNOON

Rosendahl looks at the sky and folds his arms.

CHARLES ROSENDAHL

All right. It's slacked off a bit
and I don't think we'll get a better
chance for the rest of the day. Call
them in.

TED DICKEY

What about the lightning? If they
touch down when they're struck, it
may damage the ship.

CHARLES ROSENDAHL

If they keep flying in this storm,
the danger will only increase. Bring
them down, Dickey.

TED DICKEY

Yes, sir.

INT. CONTROL CAR - EVENING

The sun is low in the sky as Pruss peers out the front window.

COMMANDER PRUSS

There it is. There's the spot my
wife and I spent a week in nineteen
twelve. A small cabin on Long Beach
Island. Fishing. Swimming. Making
love. Sometimes all at once.

The men CHUCKLE. Heinrich leans out from his radio station.

HEINRICH

Sir, we've been given the all-clear.

COMMANDER PRUSS

All right. Let's bring her around.

INT. ROOM FOUR - EVENING

Max continues working his arms against the tight restraints.
Blood drips from the raw skin on each wrist. He stares at
the clock: SIX FIFTY-FIVE.

EXT. LAKEHURST NAVAL AIR STATION - EVENING

The crowd - MIDSHIPMEN and CIVILIANS - stands on the airfield. They look up and point - the Hindenburg comes into view.

A BESPECTACLED MAN and HIS SON walk onto a berm near the airfield, giving them an elevated view of the landing site.

BESPECTACLED MAN
Good spot to watch from. Eh, son?

INT. CONTROL CAR - EVENING

Pruss peers down at the airfield below.

COMMANDER PRUSS
All right, boys. Small crowd today,
so let's make this an easy landing.
Swing downwind, then come around so
we're landing nice and slow.

The ship makes a tight turn.

INT. KEEL CATWALK - EVENING

The tight turn strains the brace that Nehring's bullet damaged. The brace comes loose - fast - and a wire WHIPS into a gas cell.

ANGLE ON THE HORCH

Lehmann and the Footballers search the car.

ELIAS
What are we looking for?

CAPTAIN LEHMANN (O.S.)
We'll know it when we see it.

INT. LOUNGE PROMENADE - EVENING

Isaac paces. Glances at the clock: SEVEN FIFTEEN.

Klara, carrying a handbag, walks into the promenade.

KLARA
Hello! All packed?

Isaac shoots a worried look at Klara.

KLARA (CONT'D)

What's wrong.

ISAAC

Nothing. Nothing. Just ... What the hell are they doing?

INT. ROOM FOUR - EVENING

Max grits his teeth and mechanically twists his wrists left and right. He grimaces with each turn, staring at the clock - which now reads SEVEN TWENTY.

INT. CONTROL CAR - EVENING

Pruss looks out the window. Zweig frowns at his controls.

ZWEIG

Sagging in the rear, sir. I'm going to drop some ballast.

COMMANDER PRUSS

(frowning)

Sagging. What the devil? Do it quick.

EXT. LAKEHURST NAVAL AIR STATION - EVENING

The press watches and films the arrival from near the hangar. Herbert Morrison delivers his famous radio address.

HERBERT MORRISON

It's starting to rain again; it's-the rain has slacked up a little bit.

The ship drops water ballast from its aft tanks as it approaches.

INT. CONTROL CAR - EVENING

Pruss looks out the window.

COMMANDER PRUSS

All right. Drop the mooring lines.

The Hindenburg's KLAXON toots.

INT. KEEL CATWALK - EVENING

Hydrogen leaks from the punctured cell.

ANGLE ON THE HORCH

Elias shakes his head in wonder.

ELIAS
That little bastard.

Lehmann hoists the newly-discovered bomb in his hand. He begins to dismantle it.

EXT. LAKEHURST NAVAL AIR STATION - EVENING

Rosendahl gives a wave and BLOWS a whistle. The ground crew rushes forward - everyone grabbing for a mooring rope.

ANGLE ON BESPECTACLED MAN

The Bespectacled Man and his kid watch the landing.

KID
(pointing, frowning)
What's that, Dad?

They have a view of the tail of the ship. Saint Elmo's Fire sparks above the electrically charged spot.

INT. CONTROL CAR - EVENING

Zweig shakes his head, points at the controls.

ZWEIG
Still sagging. Might be losing gas.

COMMANDER PRUSS
Then let's get her down as fast as possible.

INT. LOUNGE PROMENADE - EVENING

Isaac glances outside, then at the clock: SEVEN TWENTY FOUR.

ISAAC
Damn it!

He races from the promenade.

INT. LOWER-LEVEL HALLWAY - EVENING

Isaac hurls himself down the stairs and runs toward the keel catwalk just as -

EXT. LAKEHURST NAVAL AIR STATION - EVENING

FIRE EXPLODES from just ahead of the tail of the ship.

INT. KEEL CATWALK - EVENING

Fire rips through the nearest hydrogen gas bladder and spread quickly toward the back of the ship, igniting bladders in succession in a roiling river of flame.

Isaac is thrown onto the ground by the force of the explosion.

EXT. LAKEHURST NAVAL AIR STATION - EVENING

Rosendahl watches as the mooring lines are secured.

ANGLE ON MORRISON

Morrison continues his narrative.

HERBERT MORRISON

The back motors of the ship are just holding it just, just enough to keep it from - It burst into flames! Get this, Charlie! Get this, Charlie! It's fire - and it's crashing! It's crashing terrible! Oh, my, get out of the way, please!

INT. LOUNGE PROMENADE - EVENING

The ship rocks with the force of the blast. PASSENGERS scream.

INT. ROOM FOUR - EVENING

Max yanks his right hand free. Undoes the restraints around his chest and left hand. Starts working on his legs.

INT. CONTROL CAR - EVENING

Pruss looks around wildly.

COMMANDER PRUSS

What's happened? Bring her down!

Zweig turns the elevator control wheel.

INT. KEEL CATWALK - EVENING

Lehmann and the three Footballers stand around the Horch. They squint against the expanding flames and try to steady themselves against the automobile.

EXT. LAKEHURST NAVAL AIR STATION - EVENING

The rear of the ship is engulfed in flames.

Rosendahl waves frantically at the ground crew.

CHARLES ROSENDAHL
Get away! Get away from there!

INSERT: ACTUAL FOOTAGE of the Hindenburg BURNING in midair. FLAMES ERUPT from the nose of the ship and rise from what's left of the tail.

INT. LOUNGE PROMENADE - EVENING

Passengers scream. The ship drops and lists.

A ball of flame shoots toward Späh, who instinctively smashes a window with his movie camera and jumps.

EXT. LAKEHURST NAVAL AIR STATION - CONTINUOUS

Späh falls twenty feet to the ground and lands with an acrobatic somersault. He limps away from the wreckage as fast as possible.

Passengers and crew start jumping from the ship as it gets closer to the ground.

ANGLE ON MORRISON

The press films the explosion.

HERBERT MORRISON
It's flames now ... and the frame is
crashing to the ground, not quite to
the mooring-mast.

Morrison drops his microphone for a moment. His tear-choked eyes glisten in the reflected light of the fire.

HERBERT MORRISON (CONT'D)
Oh, the humanity ...

INT. KEEL CATWALK - EVENING

Lehmann and the Footballers get crushed by falling steel.

INT. LOUNGE PROMENADE - EVENING

Isaac rushes onto the promenade.

ISAAC

Klara!

Isaac sees young Albert, who stands alone - frozen, terrified.

Isaac runs to Albert, hoists him and runs back toward the window. Isaac tosses Albert out to safety just as the ceiling falls and

CRUSHES ISAAC TO DEATH.

INT. LOWER-LEVEL HALLWAY - EVENING

Max stumbles through the lower hallway and runs into Klara.

KLARA

How do we get out?

MAX

This way!

INT. CONTROL CAR - EVENING

Klara and Max enter the control car. Flames are everywhere, growing more intense. Max points at a shattered window.

MAX

There!

Klara runs for the exit.

Max runs further into the car. He bends down and hoists Commander Pruss, who has collapsed.

EXT. LAKEHURST NAVAL AIR STATION - EVENING

The Hindenburg is COMPLETELY AFLAME. Having burned up all its gas, it collapses in a heap - like a beached whale.

ONLOOKERS watch tearfully as the ship burns up. Klara wanders around the crowd.

KLARA

Have you seen Isaac? Isaac!

She spots Albert.

KLARA (CONT'D)

Albert! You're okay.

She hugs him. They both BURST into tears.

Nearby, MEDICAL WORKERS help carry Commander Pruss from the wreckage. He is badly burned and COUGHING.

COMMANDER PRUSS

Oh my God. Oh ...

He looks over his shoulder at the burning hulk, now just black and twisted metal.

EXT. LAKEHURST NAVAL AIR STATION - DAY

A SHOVEL scrapes along the ground and collects a small pile of ash and metal. WORKMEN scoop what's left of the Hidenburg into rubbish bins.

A WORKMAN pokes at a pile. Reveals part of the Horch.

WORKMAN

Hey! Terry. Lookadis.

TERRY, another workman, approaches and WHISTLES.

TERRY

Some kinda car.

They poke at it further and reveal one of the machine guns.

WORKMAN

Whoa. ... Huh.

They stare at the gun for a long moment.

TERRY

Kooky German engineering.

The men toss the pieces of the burned car into the bin.

INT. HOSPITAL NURSE'S STATION - DAY

Two NURSES stand at a nurse's station and gab.

NURSE RITA

I hear you've got one of those blimp survivors on your ward.

NURSE BECKY

He'd go ape if he heard you say 'blimp.' It's a dirigible. Or is it a Zeppelin? Search me, but it's not a blimp.

NURSE RITA

Ooh. 'Scuse me.

NURSE BECKY

Wanna come meet him? I was about to bring him his dinner.

INT. HOSPITAL ROOM - DAY

Nurse Becky carries in a tray of hospital food. Nurse Rita hangs back in the doorway. Becky approaches the bed. Sets the tray on the bedstand.

NURSE BECKY

How are we feeling today?

The patient is Commander Pruss, whose face and arms are red and bandaged, but who looks relatively intact.

COMMANDER PRUSS

Okay, okay. I had a dream about the ... event again. I was helped out by a man I never saw again. He must have died in the ship, but in my dream, he helped me to safety.

NURSE BECKY

Is that right?

COMMANDER PRUSS

Yes. He was a flight officer. His name was Max Adler.

EXT. CHELSEA PIERS - DAY

A passenger ship docks on the West Side of Manhattan. PASSENGERS disembark - among them Laura Adler, Max's wife, and their young son, Dieter.

DIETER

I can't believe it, Mom.

LAURA
I know. Finally here. A new start.

They walk down the pier.

LAURA (CONT'D)
No more maid, no more big house -
but I think we're going to like it
anyway. Even more than our old life.

MAX (O.S.)
We're gonna try.

Laura turns her head.

LAURA
Max!

Dieter and Laura rush to Max, who is dressed like a dockworker -
because he is one.

MAX
Ha ha! Oh ...

Max's arms are covered in thick keloid burn scars.

LAURA
Oh, Max!

Max wipes tears from his eyes.

MAX
Sweetheart. I've missed you so much.
But Max is dead. It's Mike now.

LAURA
Yes, dear. Of course. Mike.

Max stands up and looks at the street ahead.

MAX
Let's go home.

The family smiles and walks, arm-in-arm, into the heart of
the city.

FADE OUT.

OVER BLACK

The destruction of the Hindenburg, which took only thirty four seconds, spelled the end of the Zeppelin Company's transatlantic passenger service. Zeppelins were never again used as a means of commercial passenger travel, nor as an implement of war.

Thirty six people died in the fire that consumed the ship on May 6, 1937, as the Hindenburg attempted to land in Lakehurst, New Jersey.

The true cause of the disaster has never been determined.

THE END