

INDIANAPOLIS

by
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BASED ON THE BOOK
"IN HARM'S WAY"
by
DOUG STANTON

CURRENT REVISIONS
by
TOM PABST

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EXT. PLAINS - DARKNESS

The horizon is marked by a thin copper line that may be the beginning or end of a day. The old farm TRUCK that follows cuts through the night at high speed.

INT. TRUCK - LATER - IT'S MORNING

No radio. Just the whine of tires on hard-tack. Lights from the dash glow on a young BOY (8) sitting between his mom (40s) and dad. Through the windshield we see the low-hanging sun.

A black dot pierces the center. The black dot gets wider. And WIDER. It's a CROW, missing right at them.

MOM

Frank!

CRASH! The bird breaks through the windshield. The boy shrieks. Glass flies. Brakes squeal.

BOY

Get it off! Get it off!

The dazed and bloody bird flails on the boy's lap as his dad yanks the truck wheel, and slams on the brakes.

EXT. ROAD - MOMENTS LATER

The boy stands in front of the truck, covered in blood and shivering from the ordeal. His mom cleans him up with a rag. The boy's father eyes the mangled crow, laying dead on the side of the road.

DAD

Christ...what the hell'd we do?

CUT TO:

INT. GUARD SHACK - MARE'S ISLAND HOSPITAL

GIL

(waking with a start)

HUH!

Private GIL MCCOY (19) wakes up. He is dressed in an MP uniform, dark circles under his eyes. His head was laying on a desk inside a guard shack. Gil rubs his face and tries to shake the dream.

A radio plays inside the guard shack.

NEWSCASTER (O.S.)

Another blow to the Japanese came at the hands of the USS Ringness last weekend. The Ringness made deep cuts into enemy lines. Paving the way for what President Truman is calling, the Big Push - a massive invasion of Japan.

EXT. GUARD SHACK - MARE'S ISLAND HOSPITAL - DUSK

Perched directly above the NAVAL SHIPYARD, Gil leans out the shack and yawns. He looks at the SHIPS BELOW.

A title card reads, "Mare's Island California, July 12, 1945"

EXT. MARE'S ISLAND - NAVAL HARBOR - DUSK

The place looks like a Naval wrecking yard: DESTROYERS and BATTLESHIPS, leaking oil, twisted metal, truck-sized torpedo holes in their sides...ravages of the Pacific theatre in WWII.

On the far end of the yard is a sleek BATTLESHIP with a KAMIKAZE FIGHTER PLANE being pulled from it's quarterdeck, blackened metal all around. Panning to the hull, simple block letters spell out the ships name. She is the,

U.S.S. INDIANAPOLIS.

EXT. GUARD SHACK - ARMED SERVICES HOSPITAL - CONTINUOUS

Another MP GUARD walks toward the shack - the next man on shift. Gil is already in his jeep, revving the motor.

OTHER MP

You gotta wait 'til I get to the shack you son of a bitch!

Gil waves sarcastically as he drives away.

FOLLOWING GIL'S JEEP

As it crosses over the bridge into the lights of San Francisco - liquor stores, juke joints, ENLISTED MEN everywhere.

EXT. MISSION HILL BASEBALL DIAMOND - NIGHT

A semi-pro baseball game is about to start. PLAYERS (30-40) in baggy uniforms are on the field, a batter on-deck, fans in the bleachers. A SECURITY GUARD sits next to the dugout that reads, NO ADMITTANCE - PLAYERS ONLY. Gil tries to walk by but gets stopped.

SECURITY GUARD

Only players allowed.

Gil flashes his Missourian smile and holds up a baseball glove.

GIL

It's all right, buddy. Gil McCoy, Mare's Island hospital.

(moving towards the dugout)

The ball players agreed to sign a mitt for one a the boys who lost a wing on Okinawa-- poor devil. I'm just droppin' it by.

SECURITY GUARD

Uh, okay.

Gil walks into the dugout.

ON THE BASEBALL DIAMOND

Gil strolls out onto the diamond wearing a pair of beat-to-hell cleats, pants rolled up, and smacking a baseball glove.

The THIRD BASEMAN is talking to the pitcher when he notices Gil make his way on the infield, like he's going to play.

THIRD BASEMAN

(to Gil)

McCoy - for fuck's sake - I thought I told you--

GIL

Danner--

THIRD BASEMAN

(taking Gil by the arm and trying to lead him off)

C'mon, get outta here before--

Gil takes his arm back, a flash of menace in his eyes.

GIL

Get off.

The raised voices call the attention of the SHORTSTOP (35), a brutish man, with an overgrown moustache. The shortstop is also stunned to see Gil. The other players gather around, a little uneasy with Gil and the shortstop squaring off.

SHORTSTOP

What's wrong with you, kid?

GIL

How ya doin', Gerry?

The shortstop shakes his head, can't believe Gil is back.

SHORTSTOP

The security guard fall asleep?

GIL

Ah no, we're old friends.

THIRD BASEMAN

This ain't a pick-up game, kid.
We're pro.

GIL

Semi-pro.

SHORTSTOP

We ain't got time to play with you--
trying to make a couple bucks.

GIL

I don't want nobody's money.
Marines pay me.

(beat)

Just wanna play a couple innings
with decent players.

SHORTSTOP

What're you gonna do when the war's
over? Won't be able to sneak on the
field.

GIL

(sarcastically)

The war's never gonna be over.

THIRD BASEMAN

(to shortstop)

Want me to call the cops?

The shortstop looks at Gil holding his glove, face of a kid, but eyes that have seen the oblivion of war.

SHORTSTOP

No. Tonight we'll make an exception. This boy looks like he needs a couple innings.

Gil's face brightens.

EXT. SAN FRANCISCO - HILL SIDE STREETS - NIGHT

CAPTAIN CHARLES MCVAY III (46), resplendent in his blue Naval Officer's uniform, leaps up a staircase. McVay is strikingly handsome, brooding eyes and a stubborn chin. He pounds on a heavy wooden apartment door.

MCVAY

Open up Crouch, we're late!

VOICE FROM INSIDE (O.S.)

Let yourself in.

McVay shoves the door open.

INT. STUDIO APARTMENT - CONTINUOUS

McVay enters a cramped, one-room apartment, to find CAPTAIN EDWIN CROUCH (35) stark naked and tied to the bedposts. A WOMAN (30s) smokes impatiently next to him, fully-clothed.

CAPTAIN CROUCH

(calm and unashamed)

Captain Charles McVay.

McVay doesn't bat an eye at the seamy situation.

MCVAY

(to Crouch)

You said you'd be ready.

CAPTAIN CROUCH

She wouldn't untie me.

WOMAN

(bluntly)

He owes twenty-five dollars.

CAPTAIN CROUCH
 (shrugging to McVay)
 Guess I ordered some extras. Can
 you cover me, Charlie?

McVay takes out his bill fold and counts out the money.

MCVAY
 (to woman)
 There's thirty if you'll help me
 untie him. We're in a bit of a
 rush.

She takes the money and starts working on Crouch's binds.

MCVAY
 (looking for Crouch's
 clothes)
 I told Louise we'd be there by
 eight.

CAPTAIN CROUCH
 For a married man, you're sure
 anxious to see your wife.

McVay throws his clothes at him.

INT. MCVAY'S CAR - NIGHT

McVay drives like a demon, eyes dead-calm while he corners at high-speed. Crouch is dressing and holding on for dear life.

Off screen we hear a toast being made and the rustling of a large dinner banquet.

TOASTMASTER (O.S.)
 ...I divide Naval Officers into
 four classes-- the clever, the
 lazy, the stupid and the
 industrious.

Crouch offers a silver flask to McVay, who takes a pull at high-speed, and then drives faster.

TOASTMASTER (O.S.)
 Each officer possesses at least two
 of these qualities. Unfortunately,
 Charles McVay was cursed with
 cleverness and industry.
 (beat)
 (MORE)

TOASTMASTER (O.S.) (cont'd)
 We all know the only way to really
 rise in the Navy, is to be clever
 and lazy.

O.S.: we hear polite laughter.

INT. MAN-O-WAR OFFICER'S CLUB - NIGHT

It's a fancy dinner in honor of Charles McVay. The
 TOASTMASTER is a balding NAVAL ADMIRAL (60s). There's many
 tables scattered before a dais, a dance floor behind that.

TOASTMASTER
 Charles had to settle for modest
 honors like Commander of the
 Asiatic Fleet. A Silver Star for
 bravery under fire aboard the
 Yankton, and another on the
 Saratoga. You see a pattern emerge--
 the man was getting up far too
 early in the morning.

FOLLOW McVay and Crouch making their way to a table near the
 stage, where LOUISE MCVAY (42) sits. She is pretty in a
 plain, Midwestern way.

MCVAY
 (whispering to an older
 Officer as he makes his
 way)
 Admiral.

ADMIRAL
 Nice you could make it, Charles.

McVay sits down next to his wife, Crouch on the other side.

MCVAY
 (whispering to Louise)
 What'd we miss?

LOUISE
 The usual-- you know, selfless
 bravery, calm under fire. Willing
 to go down with the ship stuff.
 (noticing Crouch rubbing
 his wrists)
 You order extras again, Edwin?

Crouch shrugs an admission of guilt. McVay looks at Louise,
 as if to say, "you know about extras?".

TOASTER

Ladies and Gentleman, I'm proud to
call Charles McVay Junior, my
shipmate, and my friend.

The crowd applauds.

ADMIRAL CHARLES MCVAY JR.(70) stands up from another table.
He has a shock of cropped white hair and narrow eyes. His
uniform is festooned with medals. The Admiral stands at the
podium, ram-rod straight.

ADMIRAL MCVAY

I won't bore you with a speech--
Elliot's done that already. The
Navy's been my life for nearly
fifty years-- my father's before
that. She's demanding, unforgiving,
and at times cruel. Maybe that's
why we get on so well.

More polite laughter.

ADMIRAL MCVAY (cont'd)

There are some people here tonight
who mean a lot to me. My wife
Edith.

(beat)

Wave Edith.

A spotlight from the stage finds a spindly elderly lady,
EDITH MCVAY (70) as she waves sheepishly.

ADMIRAL MCVAY (CONT'D)

My sister Caroline and her husband
Don.

Caroline and husband wave too.

ADMIRAL MCVAY

And of course...

Louise looks at her husband, expecting his turn under the
spotlight.

ADMIRAL MCVAY (CONT'D)

Admiral Tom Danner and his wife,
Connie. You're alright.

(abruptly)

That's all I've got to say. Thanks
for coming.

Louise is stunned. But Charlie isn't, his face is implacable.

MCVAY

Who needs a martini?

The band begins to play a slow, stodgy version of an Andrews Sisters song.

O.S. : We hear the real version of the song from a jukebox.

EXT. SLAPSY MAXIE'S BAR - SAN FRANCISCO - NIGHT

The door of the bustling bar opens and we get a blast of the Andrews Sisters. We follow a SAILOR inside.

INT. SLAPSY MAXIE'S BAR

There are ten Sailors for every two women. It's rambunctious and sweaty. Sailor, ED BROWN (19) has a girl pinned to the wall.

BROWN

(to girl)

...out at sea a man stores that up--
it's dangerous. It's like the Indy.
If we were to shoot all her
starboard guns off at the same
time, it'd knock her right over.

WOMAN

(flirtatious)

Are you telling me you're gonna
knock me over?

BROWN

I'm saying for safety's sake we'd
better plan on firing several
rounds.

She smiles.

ANGLE ON VACUUM-TUBE RADIO ON THE BAR

SAILORS, BOB GAUSE (20) and MIKE KURLA (19) hover close to the speaker to listen to the news.

NEWSCASTER (O.S.)
 Japanese Emperor Hirohito came
 before his country and promised
 never to surrender. He vowed that
 Japan would fight unto the last
 man. And claimed to have sunk
 another US Destroyer.

Kurlya and Gause look at one another with a mix of dread and
 anger. Kurlya is nipping from a small bottle of vanilla.

KURLYA
 I hear they're eatin' our boys in
 the jungles-- poling 'em on
 skewers.

GAUSE
 My wife wants me to go AWOL, move
 to Canada, have a pile a kids.

Sailors, WILLIS GRAY (32) and FELTON OUTLAND (19) make for
 the door.

KURLYA
 Willis, where you taking that boy?

WILLIS GRAY
 Felton's gonna lose his virginity
 tonight. I'm buying.

As Willis and Felton leave, a loud group of MARINES and their
 GIRLFRIENDS fall into the place. The Marines are CAPTAIN
 EDWARD PARKE (32), PAUL UFFELMAN (19), MEL JACOB (18), and
 FRANK SPINO (20). The Marines are considered a rival gang.

KURLYA
 (bristling like a dog)
 Who let the gyrenes in?

UFFELMAN
 (to Gause and Kurlya)
 Hey, swabbie, you seen Gil 'the
 Kill?

Kurlya turns darkly.

KURLYA
 (menacingly)
 Why we gonna keep track of one a
 yours?

GAUSE
 (the peacemaker)
 If you're talking about, Gil McCoy,
 he's not around.

KURLYA
 You oughta keep that boy home.
 Something wrong with him - scares
 the girls.

UFFELMAN
 Maybe you ought to lay off the
 vanilla. Giving you the spooks.

Gause gets between Uffelman and Kurlya.

UFFELMAN (cont'd)
 Fact is, Gil's got a date. Picked
 her up myself.

There's a girl standing by herself, looking angry and sulking
 by the door. Her name is TESS.

KURLYA
 Lucky girl.

Parke and company move on.

EXT. BASEBALL DIAMOND - LATER THAT NIGHT - GAME UNDERWAY

Gil is at shortstop, chattering and drawing in the dirt with
 his feet-- making half moons and arrows. A batter strikes
 out.

GIL
 Thanks for coming - ya haw-haw!

Gil makes an arrow in the dirt connecting the two moons he
 scratched out. He positions himself behind second base,
 because the moons told him to. This leaves a large hole
 between second and third.

THIRD BASEMAN
 What the hell, you doing, kid?

GIL
 (to the batter)
 I'll be over here if you need me,
 Danner.

The batter hits a line-drive to third base. Which bounces off the third baseman's shoe, caroms to second base, where Gil bare hands it, and throws the man out at first.

The third baseman checks the moons in the dirt - maybe there's something to them.

THIRD BASEMAN

How the hell'd you know where that ball was going?

GIL

(smirking)

I got a feeling.

UFFELMAN (O.S.)

Gil 'the Kill! No man can beat him!

Uffelman and his Marine buddies climb the backstop fence, yelling like crazed monkeys.

THIRD BASEMAN

Friends of yours?

GIL

(yelling)

Uffelman, get off the goddamned fence!

EXT. BASEBALL DIAMOND - PARKING LOT - LATER

Gil and Tess are leaning against his jeep, she's got her arms folded, still mad.

GIL

(to Tess, explaining)

...I don't believe we got firm about a time. I said 'let's get together.'

The other boys are in various stages of making out and groping with their girls.

TESS

You owe me an apology. A big long one, lots of excuses.

GIL

(shrugs, distracted)

I'm sorry. Forgot.

She looks at his unreadable face.

TESS

Do you even like me, Gil?

Gil finally gives her his attention.

GIL

Of course, I do. I love you.

He puts his arms around her and holds on. The ENGINES of an AIRPLANE are heard approaching.

EXT. CLOUDS -- NIGHT

The CAMERA cuts through heavy cloud cover. The twinkling lights of SAN FRANCISCO emerging beneath. A small CARGO PLANE drops into frame... making its descent toward the city.

EXT. HAMILTON AIR FIELD - NIGHT

A large WOODEN CRATE and a BLACK CANNISTER is loaded from the airplane into a tented ARMY TRUCK. MILITARY GUARDS watch closely over the operation.

INT. ARMY TRUCK CAB - NIGHT - STREETS - SAN FRANCISCO - NIGHT

The TRUCK DRIVER calls out an intersection into his radio.

DRIVER

Coming up on Fifth and Hill Street.

As they approach, the traffic light turns green on cue. The truck and Army trucks never even slow down.

ANOTHER INTERSECTION - INSIDE ARMY TRUCK

That light automatically turns green too.

And the next...somebody is making sure this delivery is not delayed.

EXT. MARE'S ISLAND - NAVAL SHIPYARD - NIGHT

Yellow sodium lamps over the water. ADMIRAL WILLIAM PURNELL walks down the dock towards a group of three other ADMIRALS (50-60) in long coats.

ADMIRAL PURNELL
(stopping)
The Pensacola failed her sea
trials. Engines shut down.

They look at each other sourly.

OTHER ADMIRAL
We better get on the horn.

INT. NAVAL OFFICER'S CLUB - ADMIRAL MCVAY'S PARTY - NIGHT

The lights are now dimmed over the dance floor. OFFICERS and their WIVES glide around one another. Charles McVay dances with his wife, but he looks removed.

LOUISE
Want to sit down, have a drink?

MCVAY
(trying to snap out of it)
What's the rule about martinis?
Never have more than two at a
party. Three you're under the
table...

LOUISE
Four you're under the host.

McVay forces a smile.

LOUISE
Remember that little apartment in
D.C. - down on Dover Street? Be
nice to go back home for a week.
Slip in like we own the place.

MCVAY
We do own the place.

LOUISE
Makes for a very quiet break-in.
(beat)
Curtains closed, no phone. Keep it
all away for a day - no uniforms,
no stories, no boats.

MCVAY
I can't.

Louise is disappointed. Captain Crouch dances past with another WOMAN (20s). Trailing Crouch is a NAVY ENSIGN (21) in full uniform.

NAVY ENSIGN
Captain McVay?

MCVAY
Yes?

He hands McVay an official note. He reads it and looks up.

MCVAY
Admiral Purnell needs to see
me...urgently. I'll arrange a car
for you.

She shakes her head no, puts a brave face on her disappointment and worry.

LOUISE
Don't worry about me. I'll find a
way home.

EXT. RED BRICK BUILDING - SAN FRANCISCO -- NIGHT

It's an important building, a main building. Charles climbs the steps crisply.

INT. NAVAL HEADQUARTERS - NIGHT

The place is nearly empty. McVay walks down a stately hall lined with plush yellow carpet. He slows down and looks at a few oil paintings of Naval heroes on the wall. Jones, Farragut, Dewey, MacArthur...

PARSONS (O.S.)
Picking out a spot for yourself,
Charlie?

CAPTAIN PARSONS (30s) finds him in the hall.

MCVAY
Little crowded down here. Maybe we
could move this Dewey character.

Parsons and McVay embrace like old friends.

MCVAY
What's up, Billy? You sounded
strange on the phone.

PARSONS

Good news.

INT. ADMIRAL PURNELL'S OFFICE - CONTINUOUS

The oak-paneled office is manic. Admiral's PURNELL, and KIMMEL, are talking on telephones, FILIPINO WAITERS are shuttling coffee carts. SECRETARIES walking in and out. Nobody is particularly excited when Parsons leads McVay in.

ADMIRAL PURNELL
(cupping the phone)
Come in-- be right--
(into phone)
Not tomorrow-- tonight.

ADMIRAL KIMMEL
(into phone)
Tell him to forget the
condensers, just cut 'em
loose.

Admiral Purnell hangs up his phone but doesn't get up.

ADMIRAL PURNELL
(distracted with papers)
McVay, glad we found you. Things
have come together quickly. I hope
the Indianapolis is ready to move.

MCVAY
(confused)
Move? We're scheduled for six weeks
of repairs-- just pulled a Kamikaze
off the deck.

Kimmel hangs up his phone and rubs his face, been going pretty hard the last couple hours.

ADMIRAL KIMMEL
Nobody's a hundred percent. The
President needs her.

ADMIRAL PURNELL
We have a high-priority cargo needs
to get to the island of Tinian on
the double.

ADMIRAL KIMMEL
It's a speed run. You were
our first choice, McVay. We
all agreed, the Indy was the
one.

ADMIRAL PURNELL
At a crossroads here. This
could change everything.

MCVAY
Admiral Spruance know about this?

ADMIRAL PURNELL
Spruance isn't going. The
Indianapolis will be your command--
yours alone.

This gets McVay's attention.

ADMIRAL KIMMEL
Moving up in the world, son.

ADMIRAL PURNELL
You think you can get your boat
ready in two days?

It's asking a lot, but McVay doesn't hesitate.

MCVAY
I'll need extra hands. Welders, a
boiler crew, electricians--

ADMIRAL PURNELL
(impatiently)
Two days?

MCVAY
If I get some help-- yes, sir,
we'll be ready.

Kimmel smiles, likes McVay's attitude.

ADMIRAL KIMMEL
This is one for the books, son.

MCVAY
What's the cargo?

The Admiral's look at one another.

ADMIRAL PURNELL
Just get it there. Safe and sound.

Purnell's phone rings, and Kimmel turns to his paperwork--
like someone turned off the spotlight. McVay packs himself
off to the door.

EXT. NAVAL OFFICER'S MAN-O-WAR CLUB - SAN FRANCISCO - NIGHT

McVay runs from the street, eager to tell Louise the good
news. But as he approaches, his father emerges by himself.
They stand uncomfortably near the semi-circle car park.

ADMIRAL MCVAY
(looking past Charlie, for
his car)
She left. Took your mother and that
Crouch character-- got a taxi.

MCVAY
I got orders tonight. Admiral
Purnell--

The Admiral yells at the CAR VALET.

ADMIRAL MCVAY
(re, his car)
The black one!

MCVAY
I'm commanding the Indianapolis.
Making a special delivery-- a top
secret cargo.

ADMIRAL MCVAY
Do you have change for this boy?

Charlie offers a few quarters.

MCVAY
Kimmel kept saying it was one for
the books.

ADMIRAL MCVAY
Kimmel...loves books, hates boats.

MCVAY
I'll drop you a line when I find
out more.

ADMIRAL MCVAY
Let's not start that. I can't read
every folly and failure you make.

Young McVay takes the insult in stride.

MCVAY
I thought you'd be interested in
the cargo.

ADMIRAL MCVAY
If I am, I won't learn it from a
middling Captain.

The Admiral's car pulls up and he starts for it.

ADMIRAL MCVAY
 (remembering a detail)
 I thought the Indy was poor after
 Okinawa.

MCVAY
 They wouldn't have tapped her if
 they thought she'd turned poor. Or
 me.

The Admiral's thin lips stretch into a smile. He hands the
 Valet a quarter, gets in the car, and rolls down the window.

ADMIRAL MCVAY (cont'd)
 (out the open window)
 They wanted the Pensacola. She
 must've failed her sea trials.
 (beat)
 Good luck with yours.

The old man's car lurches out into the street. Leaves his son
 deflated. After a moment, Charlie heads for his own car.

INT. RADIO ROOM 1 - BATTLESHIP INDIANAPOLIS - NEXT MORNING

A dozen TELEGRAM OPERATORS tap furiously, calling the crew
 back to the ship.

EXT. SAN FRANCISCO STREET - MORNING

Sailor Ed Brown is on the phone. Gil is next in line, wearing
 a crisp Marine's uniform, a dozen more guys waiting behind
 him, and a pile of duffel bags.

BROWN
 (into phone)
 ...listen to me, Dorothy, I know I
 said I'd call last night, but I had
 an emergency. A fellow sailor
 needed moral support. He--listen--

Brown puts the receiver of the phone to his chest and looks
 at the other guys with an air of a man who's being tried just
 a little too much.

BROWN
 (returns to phone with
 renewed patience)
 I want to make this up to you baby,
 but it's going to have to be today.
 I got orders--I'm pushing off.
 (MORE)

BROWN (cont'd)

So if you want to see me, it's got to be at, say, one o'clock at your place.

(smiles)

Okay it's a date. See you then.

Brown hangs up the phone and looks dazed. He keeps his hand on the receiver for a moment, like he might dial again.

GIL

That's your third call.

BROWN

(stepping out, to Gil)

What time did I just tell that girl, twelve?

GIL

One.

BROWN

Thanks, champ.

TIMECUT - MINUTES LATER - Gil's on the payphone.

GIL

(loudly into phone)

...I guess you'll be goin' to the State finals, ma.

TATIE MCCOY (O.S.)

I wish you were here to root for me. You're my good luck charm.

GIL

You don't need any luck. You'll smear 'em without me.

TATIE MCCOY (O.S.)

Thought you'd be home after your last trip...all you did for them.

GIL

I gotta go, ma.

There is a silence. His mother is getting emotional.

TATIE MCCOY (O.S.)

I woke up the other night thinking of you, Gil...it's like we're connected. All those miles don't mean a thing.

(sternly)

(MORE)

TATIE MCCOY (O.S.) (cont'd)
 You do your job, say your prayers,
 and you find your way home,
 understand?

GIL
 Yes, ma'am.

Gil hangs up the phone and looks up at the phone lines. A CROW is perched over him. Gil shouts up to it and thrashes his arms.

GIL
 HAW!

The crow doesn't budge.

EXT. USS INDIANAPOLIS - FORECASTLE DECK - LATER THAT DAY

The ship is bustling with preparations-- WELDERS, ELECTRICIANS, and SAILORS. McVay is wearing short sleeves, shouting orders and pointing--he's all business.

MCVAY
 ...get it off the deck! We don't
 have time to fix it.

They are standing over the jagged teeth of the ship's airplane catapult.

ENGINEER
 Sir, you want me to remove the
 catapult? She'll list to one side.

MCVAY
 We'll shift our freight for
 balance, use the fuel to right her.
 Move it!

The engineer waves his men over.

INT. CA-35 - BOILER ROOM - NEXT

McVay and Chief Engineer REDMAYNE look over the large Aluminum BOILERS.

REDMAYNE
 ...they're still leaking. They'll
 need extra fresh water.

MCVAY
 Put the men on notice-- salt-water
 showers only.

EXT. MARE'S ISLAND -- NAVAL YARD -- MIDDAY

HELICOPTER SHOT: The CAMERA soars above the INDIANAPOLIS as the boys come streaming back to her. Sailors kissing girls goodbye, making promises, telling lies.

EXT. CA-35 - ON THE AFT DECK - NEXT

The ship's Doctor, DR. LOU HAYNES (32) and CHAPLAIN TOM CONWAY (28) lean over the gang-plank watching the crew come aboard.

CONWAY
(pointing at a Sailor)
How about this one, doc?

HAYNES
John Spinelli. His wife just gave
birth to a baby girl last night.

Spinelli looks like he hasn't slept all night.

CONWAY
(yelling down)
Spinelli, congratulations on the
child. God bless her!

Spinelli is stunned and pleased that the father knew his name and that his wife just gave birth.

SPINELLI
Thank you. Thank you, Father!

CONWAY
(to Haynes)
It's the personal touch-- keeps 'em
in the seats.

HAYNES
What happens when you can't
remember his name on Sunday?

CONWAY
(acting priest-like)
My son, it's good to see you.
(beat)
Then I check for a wedding band and
ask about the wife. Speaking of
wives, how's yours?

Haynes face darkens with worry.

HAYNES

(shrugs)

She stopped writing. Maybe she's busy with the boys.

CONWAY

I'm sure that's it. You left the poor woman with half a basketball team.

(pointing at another man approaching the ship)

Oh, my...Look, at this one.

Conway is pointing at Gil. McCoy is standing in front of the gangway, blocking traffic. Sailors are yelling at him.

GIL

Don't push!

Gil circles the entrance a couple times, takes a deep breath and reluctantly gets on. Conway and Haynes enjoy the show.

HAYNES

Name's Gil McCoy.

CONWAY

Is he all right?

HAYNES

Once he gets on.

CONWAY

Welcome aboard, McCoy! See you on Sunday!

Gil looks up darkly.

SHIP'S INTERCOM (O.S.)

All hands! All hands report to stations.

Fun's over. Sailors jog across the deck.

EXT. HUNTERS POINT - NAVAL YARD - NEXT DAY

The INDIANAPOLIS has moved to another Naval port. A row of ADMIRALS watch as a crane swings the large WOODEN CRATE (the one we saw in the Army Truck) over the deck of the Indianapolis.

As it swings, the SECRET CARGO TEMPORARILY ECLIPSES THE SUNLIGHT.

Following the wooden crate, Gil and Uffleman (Marines) carry the BLACK CANNISTER up the gangway. The cannister hangs between them on a metal pole.

EXT. INDIANAPOLIS - QUARTERDECK - MINUTES LATER

The crate has now been placed upon a FORKLIFT on the quarter deck. McVay approaches the group of marines surrounding it.

MCVAY

Put it in the port hangar. Strap it down with everything you've got. Create a rope perimeter.

McVay sees two MEN dressed in Army uniforms who are hawkishly watching over the cargo. They are Officers NOLAN(30s) and FURMAN (40s).

MCVAY (CONT'D)

Welcome aboard the USS Indianapolis. I'm Captain Charles McVay.

McVay salutes. Nolan and Furman salute back. Both of their salutes are half-assed. McVay eyes them both with suspicion.

MCVAY (CONT'D)

You'll be staying in officer's country in one of our flag lieutenant's quarters.

(turning to Parke)

Captain Parke, bring me three of your best marines.

Parke nods toward McCoy, Jacob and Uffelman. Nolan eyes the marines skeptically.

MCVAY

(to Nolan)

You have any special instructions?

NOLAN

(to Marines)

If we should have to abandon ship, you're to place the black canister in its own life raft and send it off to sea. Unmanned.

FURMAN

With provisions.

MCVAY
With provisions? You smuggling
midgets?

Nolan throws Furman an irritated glance.

FURMAN
No provisions. But the cannister
will need to be welded to the
hangar deck.

McVay waves at Captain Parke and his Marine unit.

NOLAN
When are we leaving, Captain?

MCVAY
In the morning.

INT. CA-35 -- PORT HANGAR -- MOMENTS LATER

SPARKS bounce as a MAN welds the mysterious CANNISTER to the metal floor. The WOODEN CRATE right behind it.

INT. CA-35 -- PORT HANGAR -- LATER THAT NIGHT

Inside the hangar, Gil McCoy stands guard in front of the SECRET CARGO, holding his gun. A crowd of SAILORS and MARINES stand outside looking in with great curiosity.

SPINELLI
(eyeing the secret cargo)
I bet it's the Brown Note.

Sailors Spinelli and Ed Gause lean in. Spinelli, though a father, looks like he's in grade school.

GAUSE
The what?

SPINELLI
A weapon that sends out soundwaves---
makes your enemy crap their pants.

GAUSE
You're reading too many comics,
Spinelli.
(thinking)
What about a shrink-ray-gun.

SPINELLI
That's stupid.

GAUSE
Oh, but a crap-gun, that's
brilliant.

SPINELLI
You can't fight if you're crapping.

A raw-boned sailor named GUS KAY (18) eyes the cargo.

GUS KAY
Chemicals...Could be we're gonna
drop chemicals on 'em.

GAUSE
(to Gil)
They tell you anything?

GIL
Yeah. If any of you swabbies get
too close I'm supposed to fire.

Gil shakes his rifle and the sailors instinctively take a
step back.

GAUSE
Take it easy-- thing could go off
by accident.

UFFELMAN
(piping up in the crowd)
Not in his hands. Gil's an artiste
with one of those.

Marines, Jacob and Uffelman, share a conspiratorial smile.

GIL
(to Uffelman)
Keep your mouth shut.

UFFELMAN
He's a sniper. On Peleliu he killed
fifty-seven Japanese in one day.
(enjoying Gil's
discomfort, and the
sailor's fear)
How many people you reckon you've
killed in this war, McCoy?

GIL
I said shutup.

JACOB
 (to Uffelman)
 Don't put Gil into a mood.

UFFELMAN
 Captain Parke said he shot nearly
 two-hundred...and stabbed a hundred
 more.

GUS KAY
 (stunned)
 You killed that many?

Gil doesn't answer. He lets the gun dangle at his side, like
 the spirit has been drained out of him.

GIL
 Go back to your comics.

He stands up quickly, startling the boys back a few steps.

GIL (cont'd)
 Before I turn the brown note on
 ya'.

The boys retreat and Gil sits down heavily. He leans back
 against the mystery crate and stares into the night.

INT. CA-35 - OFFICER'S WARDROOM - NEXT MORNING

A rushed farewell breakfast has finished. Dinner plates are
 hurriedly cleared by NAVY WAITERS (20s), while OFFICERS and
 nudge their WIVES off the boat.

EXT. CA-35 - GANGPLANK - CONTINUOUS

McVay and Louise trail the others toward the dock.

LOUISE
 I really don't know why they bother
 with the food, nobody ever eats.

MCVAY
 (shouting at a Sailor)
 You there! Clear that route to the
 cabins.

She looks at his face, he's got a million things on his mind.
 They step from the gangway to the dock and look at one
 another. McVay shifts awkwardly, hates saying goodbye.

LOUISE
(forces a smile)
I'm gonna make this easy on you,
Captain.

She gives him a kiss, a squeeze of his hand.

LOUISE
We'll have a big party when you get
home. And forget to invite your
father. Hell, we'll forget to
invite everybody.

MCVAY
I'll put it on the books.

She smiles. The ship's HORN BLASTS...it's time to go. McVay
gives Louise one last embrace. He starts back up the
gangplank, anxious to get going.

LOUISE
Charlie?

McVay turns around.

LOUISE
Drive like hell.

He smiles.

EXT. SAN FRANCISCO HARBOR -- EARLY MORNING

The USS INDIANAPOLIS carves its way through the bay as the
tugboats begin to detach... a battalion of SMALLER SHIPS
flanking it on either side. PLANES circle overhead.

INT. CA-35 -- BRIDGE -- MOMENTS LATER

There are a more than a HUNDRED YOUNG WOMEN standing on the
edge of the GOLDEN GATE BRIDGE, hollering and throwing
flowers. All the men look up and search for their girls.

ON THE DECK - WHILE WE PASS UNDER THE BRIDGE

There is a CHORUS OF GIRLS calling out the name, EDDIE. They
are Brown's girlfriends-- must be half a dozen. Willis Gray
and Felton Outland look up with amazement.

WILLIS GRAY

Christ, Brown how many you got up there?

Brown takes his shirt off and holds out his arms to them.

BROWN

(yelling up to girls)
I love you, San Francisco!

Willis sees Felton looking up at the bridge.

WILLIS GRAY

I don't think your girl's up there.
Professionals don't do farewells.

FELTON

(embarrassed)
I never made it with that one you took me to. I was too drunk.

WILLIS GRAY

(appalled)
I paid good money.

ON SAILORS BOB GAUSE AND MIKE KURLYA

Looking up at the bridge of girls.

GAUSE

There she is!
(hollering)
Irene?!
(louder)
Take care of my baby!

KURLYA

You got her pregnant?

GAUSE

I hope so. I got my orders-- she insisted I plant every seed I had.
(yelling up to his wife)
Daddy'll be right home!

ON THE NAVIGATIONAL DECK

Dr. Haynes enters with an envelope in his hand.

HAYNES
 (to McVay)
 This just came in from CINCPAC.

McVay withdraws the message from the envelope. Printed in all caps on US NAVY stationary is the message:

INDIANAPOLIS UNDER ORDERS OF COMMANDER IN CHIEF AND MUST NOT
 BE DIVERTED FOR ANY REASON.

HAYNES
 What's the news?

MCVAY
 The President is ordering us ahead
 at any cost.

McVay reads further.

MCVAY (cont'd)
 It says that every hour we save
 will shorten the war by that much.

Haynes is impressed. McVay picks up an intercom line.

MCVAY
 (into intercom, and heard
 all over the ship)
 This is Captain McVay. Full speed
 ahead.

INT. SAN FRANCISCO BAY -- MOMENTS LATER

Underneath the ocean... the GIGANTIC SCREWS mounted on the hull of the great ship begin to churn water. A SCHOOL OF DOLPHINS follow the ship as she approaches the Golden Gate.

INT. CA-35 -- OFFICER'S BRIDGE -- MOMENTS LATER

COMMANDER JANNEY charts the path of the ship toward Hawaii and Pearl Harbor with a WAX PENCIL.

INT. CA-35 -- RADIO SHACK 1 -- MOMENTS LATER

Inside RADIO SHACK 1, seated around the half-moon shaped desk, are FOUR SAILORS sitting at KEYBOARDS. They have HEADPHONES on, fingers typing minute-by-minute incoming messages from across the pacific.

RADIO TECHNICIAN JACK MINER (21) is processing incoming messages.

MINER
CINCPAC incoming from Honolulu.
(removing his headset)
Good Lord. There sure are a lotta
folks wanting to know exactly where
we are.

McVay's voice comes over the intercom.

MCVAY (P.A.)
*Maintain radio silence starting now
until otherwise ordered.*

MINER
Thank God.

Miner takes off his headset.

EXT. SAN FRANCISCO BAY - CONTINUOUS

The Indianapolis leaves the escort boats behind.

Rushing out into the Pacific alone.

O.S. We hear Sailor ED PAYNE yelling angrily.

PAYNE (O.S.)
He's got to go!

JUMP CUT TO:

INT. CA-35 -- MARINE SLEEPING COMPARTMENTS -- MORNING

Gil wakes up in the lower level of the ship-- MARINE SLEEPING COMPARTMENTS. There is a stand-off between a group of MARINES and a group SAILORS. McCoy squints at the two angry mobs, all dressed in their underwear.

From the Marines...

JACOB
He's not going nowhere! He's in
Marine Country.

From the Navy is Payne, a red-headed, raw-boned boy with a temper.

PAYNE
His yelping is carrying to Enlisted
Country!

There is a separate sleeping area for the sailors and
Marines. Behind Payne, bunks rise from floor to ceiling.

GIL
(groggily)
'The hell's going on?

PAYNE
Hard enough to sleep in this chop,
without you yelling your head off.

GIL
Who's yelling?

The boys look at Gil like he's crazy.

JACOB
You were.

GIL
What was I saying?

PAYNE
Talking about hunting rabbits-- I
don't know. Woke up half the ship.
(beat)
Go sleep in the engine room.

Gil reaches into his duffel bag and smirks.

GIL
(to Payne)
I gotta get up anyway, sunshine.

He retrieves an old beaded rosary, puts it round his neck and
gets up.

MOMENTS LATER - we follow Gil as he moves through the
SLEEPING COMPARTMENTS. This is where the majority of the
1,114 enlisted men sleep. There are twenty-five compartments
in all... arranged like combs in a vast, steamy hive.

EXT. QUARTERDECK - MORNING

The deck is alive with men scrubbing decks, coiling hoses,
sweeping, mopping. Sailor, Mike Kuryla opens a BULKHEAD near
a GUN TURRET and finds a Sailor ED GAUSE reading a book.

GAUSE
You don't know how to knock?

KURLYA
(yanking Gause out)
You'll have to do better'n that to
get outta work.

Gil passes and we see another subdivision of living
arrangements...Officer's Country rises four stories high.

INT. OFFICER'S COUNTRY -- NAVIGATION DECK -- MORNING

Polished brass and varnished wood appoint this chamber. McVay
scribbles on a chart, a half-eaten plate of eggs next to him.
A WAITER approaches the table and attempts to take the food.

MCVAY
(without looking up)
I'm not done.

The waiter retreats and the deck door opens. It's Commanders
Janney and FLYNN (28).

JANNEY
(to McVay)
The weather turning on us, Captain.

MCVAY
(without looking up)
We're falling behind schedule. Need
to open her up a bit-- twenty-
seven, twenty-eight knots.

Janney and Flynn look at one another.

JANNEY
We'll run out of gas if we go that
hard in rough water. Admiral
Spruance did the fuel charts.

McVay pushes a new chart towards them.

MCVAY
I re-did them. And the course.
It'll be faster.

FLYNN
Charles, we're traveling under
radio silence-- if we run out of
gas--

MCVAY
 (cutting them off)
 I'll take responsibility.

INT. CA-35 - MESS HALL - NEXT

The CAMERA moves through the crowded mess hall, filled with enlisted men and a small section of Marines-- again, they stay separate. A radio plays swing music while the boys eat and chatter.

The radio program is interrupted by a rogue signal.

TOKYO ROSE (FROM RADIO)
 Hiya, keeds.

Some of the men WHISTLE at the sound of her sexy voice.

TOKYO ROSE (FROM RADIO)
 I mean all you poor abandoned
 soldiers, sailors and Marines
 vacationing on the lovely Pacific.
 Gets a little hot now and then,
 doesn't it.

More CATCALLS.

TOKYO ROSE (FROM RADIO)
 Well, remember, fellas, while
 you're sweating it out on the
 water, your sweet little patootie
 back home is having a hotcha time
 with some friendly defense worker.
 Probably dancing right now to this
 number...it used to be your
 song...remember.

Ray Noble's band plays, "Good Night Sweetheart" and some of the men sing along, until GAUSE suddenly switches the station to a round of boos.

KURLYA
 Getting to you, Gause?

GAUSE
 (it is getting to him)
 I don't like that song.

Gil carries his food-tray to the tables, looking like a sleepwalker. He stops at a table filled with sailors, across from Ed Brown.

Parke leans in to Uffelman.

PARKE

What the hell is McCoy doing?

UFFELMAN

Fucking Gil, boy's loyal to nobody
but his mama.

ACROSS THE WAY... Brown looks up, surprised to find a Marine
across from him, especially one wearing ROSARY BEADS.

BROWN

You lose your way, bishop?

Gil lets the bishop crack go and guzzles his coffee. Brown
gets a better look at him.

BROWN

You're the guy who was behind me on
the phone.

GIL

You make your appointment with that
girl?

BROWN

(slyly)
I did what I could.

GIL

(eating)
What're you reading?

Brown is holding a yellow document.

BROWN

My high school diploma came in the
mail. I'm gonna go to college I get
home, major in political science.

GIL

You a Democrat or a Republican?

BROWN

Democrat, of course. You?

GIL

I don't care, I'd go where ever the
line was shortest.

BROWN
It's that kinda attitude that's
killing America.

Gil shrugs. Brown stands up on his chair.

BROWN
(to the whole mess hall)
Attention Gentlemen!

The crowd of Marines looks up.

BROWN (CONT'D)
I'm Edward Brown, proud member of
the democratic party. Are there any
other forward-thinking men on this
ship?

PARKES
GO TO HELL!

Not a single hand goes up.

BROWN
Goddamn Republicans.

People begin to hurl ROLLS at him. Brown ducks for cover.

A MASSIVE FOOD FIGHT then begins to erupt in the mess hall.
Eggs... bread... sausage... rolls... cups and silverware
everything flying in every direction.

Parke stands up and BLOWS HIS WHISTLE as loud as he can. The
food fight eventually dwindles down.

The sailors all notice that Captain McVay is standing at the
head of the mess hall. Father Conway is standing next to him.
The place goes completely quiet. *You could hear a pin drop.*

McVay looks at the men with stony eyes.

MCVAY
I knew the food on this ship was
bad, but I never expected a mutiny.

The boys laugh with relief. Through the windows we see that
it's started to lightly rain.

INT. CA-35 -- RECREATION HALL -- NEXT

Father Conway stands behind a temporary pulpit preaching to
one sailor-- Spinelli.

CONWAY
 ...say unto God, How terrible art
 thou in thy works...

Spinelli yawns.

EXT. PACIFIC OCEAN -- THAT NIGHT

The *Indianapolis* is now charging through swells of fifteen feet, it's a bone-jarring ballet of dips and vaults.

EXT. CA-35 -- PORT HANGAR -- NEXT

Conway appears in the doorway and hangs on for balance. He looks at Gil, standing guard and still wearing his rosary.

CONWAY
 Got any new theories on the mystery
 crate?

GIL
 Gold bullion, Brown Note, Shrink-
 ray, invisi-blankets, time machine,
 and, uh, Betty Grable's underpants.

CONWAY
 Some serious underpants.
 (beat)
 For a man who wears a rosary, you
 don't go to service much.

GIL
 (re, the rosary)
 It's just something from my mom.

CONWAY
 If you want absolution before mass,
 I'm willing to hear your
 confession.

GIL
 I got nothing to confess.

CONWAY
 You change your mind, let me know.

Gil nods, staring at his hands.

INT. CA-35 - LIEUTENANT'S QUARTERS - NIGHT

"Army Officers" Nolan and Furman lay on their beds, both queasy from the rough ride.

FURMAN

I hope the crate isn't being thrown around. Can't get the cannister wet.

NOLAN

(annoyed)

If you want me to check, why don't you say so.

FURMAN

I would but I'm sick.

INT. CA-35 -- PORT HANGAR -- NEXT

Nolan enters the hangar and flashes a light across the wooden crate and the strange black cannister welded to the floor.

GIL

May I help you, sir?

(beat)

Need to see some ID.

Nolan, looking somewhat annoyed, retrieves his ARMY ID and hands it to Gil. Gil examines it briefly, gives it back.

GIL (CONT'D)

Your emblems are upside down.

NOLAN

Beg pardon?

GIL

Your emblems. The little flags on your lapels. They're upside down.

Nolan glances down at his lapels, could care less.

NOLAN

We should close the hangar door.

The boat rocks violently and Gil catches Nolan so he doesn't fall down.

GIL

You better hold on.

The boat dips again and the HANGAR DOOR starts to slide closed on it's own. But as it slides along the track, it gets stuck when a life jacket is lodged in the runner.

INT. CA-35 -- OFFICER'S BRIDGE -- MOMENTS LATER

McVay, Janney and Flynn stare out at the horizon. The waves are massive, everybody's on edge-- except McVay.

JANNEY

This weather really burning fuel.

MCVAY

We'll be all right.

Just then... Haynes comes up onto the bridge.

HAYNES

Captain. They can't get the port hangar door closed. The cargo is getting wet.

McVay moves toward the quarter deck with Haynes.

EXT. CA-35 -- QUARTER DECK -- MOMENTS LATER

Captain Parke is there now helping Gil and Nolan. They are trying to tear the life jacket from the crease between the runner and the edge of the door.

Haynes and McVay approach with a large KNIFE.

MCVAY

Cut it loose!

Parke grabs the knife and begins to hack away at the life jacket strap.

INT. CA-35 -- OFFICER'S BRIDGE -- NEXT

Janney and Flynn see a MASSIVE WALL OF WATER approaching. Janney grabs the intercom.

JANNEY

All hands below deck! All hands below deck!

EXT. CA-35 -- QUARTER DECK -- NEXT

Parke is desperately hacking away at the stubborn life jacket. Conway arrives... making it a total of eight men crowded at the hangar entrance.

CONWAY

Captain, you gotta get these men below deck.

MCVAY

Not until this hangar door is closed.

PARKE

Almost got it...

INT. CA-35 -- OFFICER'S BRIDGE -- NEXT

Janney and Flynn brace for impact as the wave... towering TWENTY FEET above the bow... overtakes the ship.

The WALL OF WATER smashes into the officer's bridge... GLASS SHATTERING as Janney and Flynn drop to the floor.

EXT. CA-35 -- QUARTER DECK -- NEXT

Parke finally tears the life jacket free.

PARKE

I got it!

McVay turns and sees the WALL OF WATER rushing toward them.

MCVAY

Everyone inside!

The men rush into the hangar... as McVay and Parke hoist the hangar door closed with all of their combined strength. The METAL WENCH clips the back of Nolan's head... knocking him to the floor.

THE DOOR SEAL IS CLOSED. JUST AS THE TORRENT OF SEA SMASHES INTO THE AFTER DECK.

INT. CA-35 -- PORT HANGAR -- NEXT

McVay, Parke and the six others stand inside the dark hangar, drenched from head to toe. Gil turns on the lights. The WOODEN CRATE and CANNISTER are almost completely dry.

MCVAY
Good work, boys.

Nolan just stares at them all... weary from the ordeal. A streamer of BLOOD runs down his forehead. He then collapses to the ground.

INT. CA-35 -- STARBOARD HANGAR -- EARLY EVENING

The CAMERA drifts across a row of HOSPITAL BEDS knocking against each other from the rough weather. Nolan is now there... on his back with an IV needle placed in his arm.

He is whispering something in his sleep.

NOLAN
The fog. The fog is coming.

McVay and Dr. Haynes stand next to the bed.

HAYNES
He's been saying it all night.

MCVAY
Is he comatose?

HAYNES
No. Probably dreaming.

The boat rocks violently again, Haynes hold onto a wall-rail.

HAYNES
We're pushing a little hard, aren't we, Charles?

MCVAY
Hard as I can.

McVay leaves Haynes to attend to Nolan.

INT. CA-35 - ENGINE ROOM - NEXT

A SEXTET OF FUEL GAUGES are read by Engineers REDMAYNE and SAND (20s). The needles all indicate about one quarter full. The ship's telephone rings loudly.

SAND
(into phone)
Yes, sir.

Sand hangs up the phone and looks worried.

SAND
Captain wants more speed.

REDMAYNE
I hope he's watching his gauges.

Redmayne moves to the engine's throttles and pushes them forward.

EXT. CA-35 -- RECREATION ROOM -- LATE THAT NIGHT

The ROCKING of the ship has slowed, the storm is starting to let up. Gil plays ping-pong against a wall, by himself. His eyelids droop now and then but he fights off sleep.

McVay enters and McCoy salutes.

MCVAY
At ease, McCoy. Didn't think anybody'd be down here this time of night.

GIL
I couldn't sleep, sir.

MCVAY
Me either.

GIL
Is Captain Nolan all right?

MCVAY
He's just shaken up.

GIL
Sir, those two-- Nolan and Furman.
They ain't army.

McVay knows but he's got bigger troubles-- diminishing fuel, weather, secret cargo, and the enemy.

MCVAY
(picking up a paddle)
You wanna play?

JUMP TO:

He and McVay begin a slow rally back and forth. Until McCoy blasts a forehand past him, like an Olympic champion. McVay retrieves the ball and the two men begin another rally. McCoy zings another one past the captain.

MCVAY (CONT'D)
Where'd you learn to play?

GIL
My mom.

MCVAY
She play as well as you?

GIL
She's the queen-- take your money if you're not careful. Our church sponsors a tournament... and they bus in all the best players from the tri-state area. A lot of 'em were Japanese. They taught us both how to play - hold the paddle. They were all right.

MCVAY
I guess some are and some aren't.

Gil nods and the two men rally again. Gil smashes another ball but this time McVay returns it for a point. The captain is better than he showed.

MCVAY
Play for a little money?

Gil pulls a quarter from his pocket. McVay matches him.

TIMECUT - MIDDLE OF THE NIGHT

The sea has finally flattened out and the ship is charging harder than ever. We hear the sound of a ping-pong ball being whacked rhythmically, over and over. Blessed distraction.

DISSOLVE TO:

CLOSE ON SEXTET OF FUEL GAUGES - ENGINE ROOM - NEXT MORNING

All read EMPTY. The engines are running on fumes.

INT. NAVIGATION DECK - MORNING

McVay looks out at the water through binoculars. Janney and Flynn behind him, both tense. No land. No gas.

The engines keep churning.

A hiccup in the motors...maybe a sputter.

Flynn and Janney look at one another with great concern.

FLYNN

Captain, we--

MCVAY

(interrupting)

I've got contact. Nine O'Clock.

A tiny BLACK DOT on the horizon...a boat.

MCVAY

(quickly into radio)

Redmayne, shut engines one through four down. We made it.

Now several MORE DOTS, and a sliver of land.

REDMAYNE (FROM SPEAKER)

One through four went out about a half hour ago, sir.

Flynn smiles with relief. Janney checks some gauges on the Navigation panel, then his watch.

JANNEY

(astonished)

I think we set a record.

Finally McVay smiles.

EXT. TINIAN ISLAND SEA PORT -- MORNING

HELICOPTER SHOT: The CAMERA approaches TINIAN ISLAND... once a long strip of coral paradise and palm trees, it has been leveled by napalm, now transformed into the largest air base in the world by the Allied Army.

The *Indy* is now anchored in the port a half mile out. A FLOTILLA OF TEN BOATS is there to greet her.

EXT. CA-35 -- QUARTER DECK -- NEXT

Gil stands on the quarter deck with the rest of the marines.

Brown is operating the crane, hoisting the WOODEN CRATE out over the water toward a LANDING BARGE rocking in the water fifty feet below. Officer Flynn is overseeing the transferral of the cargo.

EXT. CA-35 -- AFTER DECK -- NEXT

Haynes and Father Conway watch from above... marveling at the assembled masses out in the water awaiting their arrival.

CONWAY

I'll be damned. Maybe we are
carrying Betty Grable's underpants.

EXT. CA-35 -- QUARTER DECK -- MOMENTS LATER

Gil sees a group of SHIPFITTERS retrieving the BLACK CANISTER from officer's country. Furman and Nolan trail behind it like it is some small child that they have grown tired of baby-sitting.

Gil turns his gaze up to the crate as it is positioned over the barge. Flynn, standing next to the CRANE COCKPIT, nods to Brown.

FLYNN

Go ahead and lower her down.

INT. CA-35 -- CRANE COCKPIT -- NEXT

Brown, inside the cockpit, reaches out to the CONTROL BAR and yanks it down as hard as he can. The wooden crate drops suddenly... taking a quick, plunge down toward the barge...

The Officers YELL OUT. Brown slams on the brake and the crate stops abruptly, five feet from the floor of the barge.

BROWN

(sarcastically)
Sorry.

Brown eases back onto the control bar. As soon as the SECRET CARGO lands on the barge, the INDY'S ENTIRE TWELVE-HUNDRED MAN CREW CHEERS SPONTANEOUSLY...mission accomplished.

EXT. CA-35 -- MAIN DECK -- LATER

The crew hangs over the main deck rails as the ship pushes away from land again. McVay's voice is heard over the intercom.

MCVAY (P.A.)
Gentlemen, our cargo has been successfully delivered. Congratulations on a job well done... and setting a new speed record that will go down in the history books.

A few men whistle and holler.

MCVAY (P.A.)
We are now headed to Guam, and from there, directly to the forward battle zone.

The whistling dies off and the men look longingly at the island of Tinian as it recedes.

MCVAY (P.A.)
If you have letters to write, I suggest you write them.

EXT. CA-35 -- RECREATION HALL -- CHURCH SERVICE - DAY

Father Conway's mass is standing room only today. Sailors and marines are crammed together, praying like there's no tomorrow, following along with Navy issued Bibles.

CONWAY
(reading from bible)
...then the men were very afraid,
for they knew Jonah had fled the
presence of God.

Gil hangs in the back flicking his lighter.

CONWAY (CONT'D)
Then said they unto him, what shall
we do unto thee that the sea may be
calm unto us?
(MORE)

CONWAY (CONT'D)
 And Jonah said unto them, take me
 up, and cast me forth into the sea;
 so shall the sea be calm unto
 you...

AFTER THE SERVICE

The men return the Navy bibles into a cardboard box while Conway chats with a SAILOR.

GIL walks by the box and furtively steals a bible. Conway notices but doesn't do anything about it.

INT. CA-35 -- SLEEPING QUARTERS -- EARLY MORNING

The CAMERA moves slowly through a dimly lit corridor within the sleeping quarters. The men are tucked away in their beds scribbling, some just staring, others trying to sleep.

AN ALARM SOUNDS.

MCVAY (P.A.)
 ALL HANDS TO BATTLE STATIONS! ALL
 HANDS TO BATTLE STATIONS!

The ship erupts into chaos as the men jump from out of their beds...

EXT. CA-35 -- MAIN DECK -- MOMENTS LATER

A GUN CAPTAIN now stands behind one of the eight GUNS on the main deck... firing off rounds under the command of ARTILLERY OFFICER STANLEY LIPSKI (32).

IN THE SKY TO THE NORTHWEST... a plane flies past the ship at a designated distance, towing a 150-foot streamer resembling a WIND SOCK that trails behind on a 500-foot wire.

McVay approaches Lipski, yelling over the gunfire.

MCVAY
 (to Lipski)
 How are they doing?

Brown shreds the windsock with bullets. Gil is acting as his HOT SHELLMAN-- catching the empty shells with mitts.

LIPSKI
 (shrugs)
 Not bad for amateurs, sir. Do we
 have our orders?

MCVAY
 (nodding, yes)
 We stop in Guam for a road map,
 then we'll rejoin the Pacific Fleet
 in Leyte.

LIPSKI
 From there, sir?

MCVAY
 We'll invade Japan.

Lipski nods slightly, the dread of war on his face.

EXT. GUAM SEA PORT -- EARLY MORNING

The Indianapolis is now being towed into port at Guam by two
 LARGE TUGBOATS at the mouth of APRA HARBOR.

A title card appears again: *GUAM, MARIANA ISLANDS*

EXT. INDIANAPOLIS - FORECASTLE DECK - CONTINUOUS

McVay, dressed in formal uniform emerges from his Battle
 Cabin carrying a briefcase. He makes his way across the deck
 when he spots Gil reading near the hose room.

MCVAY
 McCoy?

Gil puts his book away and salutes.

MCVAY (cont'd)
 I need a driver.

EXT. GUAM -- CINCPAC HILL -- DAY

McVay sits shotgun in a military jeep as Gil drives along a
 freshly paved road that hugs the shore line, past thatched
 huts, and bombed out wasteland.

McVay notices Gil glance over at him a couple times.

MCVAY
 Something on your mind, McCoy?

GIL
 I heard we're headed to Leyte, sir.
 That mean we're going close to
 Peleliu?

MCVAY

We'll pass an arm's length away.

This disturbs Gil. As they round a bend we PULL UP to CINCPAC HILL, command center for the pacific theater. It's a two-story wooden house, fronted by a flagpole and flower beds.

INT. CINPAC HILL -- CONTINUOUS

McVay enters an informal office with long afternoon shadows, and an ocean view where Navy SHIPS can be seen scattered on the reef. *But nobody's around.*

He walks deeper inside until he hears a familiar voice.

CROUCH (O.S.)

Well, look what the natives brought for dessert.

Captain Edwin Crouch is wearing shorts and sandals, a little sunburned.

MCVAY

What the hell are you doing here?

Charlie and Crouch shake hands heartily.

CROUCH

They want me to join McCormick's staff on the U.S.S. Idaho.

(slyly)

I was supposed to catch a plane to Leyte this morning, but I got a little crossed up.

MCVAY

What'd she do, tie you to a palm tree?

CROUCH

(not telling)

I could use a ride to Leyte if you had a spare berth.

McVay happily throws an arm around his friend.

MCVAY

You can have my cabin, Edwin.
'Course, I'll have to have you dipped first.

Crouch leads him out to the back lawn.

CROUCH
Admiral Spruance is waiting.

EXT. BACK LAWN OF CINPAC - GUAM - CONTINUOUS

It's lushly landscaped, lawn chairs, and palm trees. ADMIRAL RAYMOND SPRUANCE (60), reclines with a drink.

ADMIRAL SPRUANCE
(smiling at McVay)
I hope you're hungry, I just
ordered lunch. You get your routing
orders yet?

MCVAY
Not yet, sir.

ADMIRAL SPRUANCE
Crouch, ring up the Director's
office and get them started on
Charlie's orders.

Crouch picks up a telephone on the back patio.

MCVAY
(to Crouch, as he walks to
shake hands with
Spreuance)
See if they have an escort ship
available.

Spreuance shakes McVay's hand heartily.

CROUCH
(into telephone)
Routing office? Let me speak to
Lieutenant Waldron.

INT. ROUTING DIRECTOR'S OFFICE - GUAM - DAY

The sun is baking the inside of the office. Electric fans
whir the air but don't do much cooling. The place is busy as
hell, fifteen enlisted men answering phones.

LIEUTENANT WALDRON (40s), seated at a desk, is on the phone
with Crouch.

LIEUTENANT WALDRON
(into phone to Crouch)
McVay will use the Peddie Route. No
escort is necessary.
(MORE)

LIEUTENANT WALDRON (cont'd)
 He's to follow a zig-zag course
 during daylight hours, and at
 night, at his discretion. I'll have
 the packet ready in an hour.

CROUCH (O.S.)
 I'll relay the message.

EXT. CINPAC HILL - BACK LAWN

Spruance leans back in a lawn chair, McVay sits next to him.

ADMIRAL SPRUANCE
 The President is in Potsdam, about
 to deliver a message to Japan. The
 message is, *Surrender, or be*
annihilated.

MCVAY
 Annihilated?

Spruance pours another glass of wine and gets to his feet.

ADMIRAL SPRUANCE
 (yelling inside)
 Crouch? Give me a hand with the
 projector.

The men walk towards a QUONSET HUT.

INT. QUONSET HUT -- CINPAC HILL - MOMENTS LATER

McVay, Spruance, and Crouch at the projector, sit in a
 makeshift QUONSET HUT THEATER, a WHITE CANVASS SCREEN hangs
 from the ceiling at the far end of the room. The PROJECTOR
 WHIRS.

ON THE SCREEN: The COUNTDOWN LEADER leads to a black and
 white image of a VAST DESERT LANDSCAPE in New Mexico.

On screen, the desert erupts into what appears to be a large
 WHITE BUBBLE that turns into a MUSHROOM CLOUD. This is the
 famed TRINITY TEST...the birth of the atom bomb.

ADMIRAL SPRUANCE
 The black cannister you had on
 board held Plutonium. The wooden
 crate was the bomb's detonation
 housing.
 (beat)
 The President calls it, Little Boy.

McVay watches with astonishment as the desert landscape ripples with atomic destruction. Spruance raises a glass for a toast.

ADMIRAL SPRUANCE

Here's to you and your men for
delivering it in record time. We
believe it'll bring the Japanese to
their knees.

(beat)

To the Indy...

Crouch and McVay raise glasses.

CROUCH

To the Indy.

MCVAY

The Indy.

CUT TO:

EXT. INDIANAPOLIS -- GUAM HARBOR -- LATER THAT NIGHT

Another film plays later that night on the quarter deck.

SAILORS (V.O.)

(singing in unison)

I hope I stay - in the U.S. of A. -

It is the opening of Give Me A Sailor starring Bob Hope and Martha Raye. The film plays on a large BULKHEAD on the MAIN DECK. SEVERAL HUNDRED SAILORS and the MARINES watch.

BROWN

It's a musical. I love musicals.

PARKE

Democrats...

On the BULKHEAD, Give Me A Sailor continues. Martha Raye now sits at her bedroom bureau covering her face with gobs of WHITE BEAUTY CREAM.

Willis Gray sits next to Gause, Kurlya, and Felton.

WILLIS GRAY

Beauty cream would never harden
into a crust like that.

GAUSE

It's a comedy, Willis.

WILLIS GRAY
 (schooling Felton)
 This story is a tired variation of
 Shakespeare's *Taming of the Shrew*.
 Or just a rehashing of *The Ugly*
Duckling.

KURLYA
 Will you shut up. I'm trying to
 watch the damn thing.

We see a light on in OFFICER'S COUNTRY.

INT. CA-35 -- MCVAY'S BATTLE CABIN -- NEXT

McVay is carrying his bedclothes in a heap. Crouch is
 sprawled out in a chair, looks like he's been drinking.

CROUCH
 I really can't take your bed--
 you're practically an Admiral.

MCVAY
 It's a little late to find your
 manners.

CROUCH
 You're right.

Crouch happily flops into McVay's bed.

CROUCH
 Send some tea and biscuits round in
 the morning, Admiral.

McVay tosses a pillow at him.

MCVAY
 See you in the morning.

EXT. CA-35 - ON THE BULKHEAD - NIGHT

In the movie, Martha Raye escorts several POODLES on a leash.
 The FILM BEGINS TO SHUDDER. It FREEZES on Bob Hope's close-
 up. A GAPING HOLE OPENS ON HIS FACE, as the film burns away
 toward the edges of the frame.

PARKE
 Shit...

Parke starts fumbling desperately with the projector. The crowd begins to whistle and moan with disappointment.

INT. CA-35 -- RECREATION ROOM -- THAT NIGHT

Gil is slumped over the ping-pong table trying to fight off sleep. His head snaps up and he puts his paddle down.

INT. CA-35 -- NAVIGATION DECK -- NIGHT

Janney is charting a ZIGZAG pattern on the map. McVay checks in on him.

MCVAY
Alright, Janney?

JANNEY
Continuing the Zig-zag manoeuvre,
sir.

McVay nods his approval.

EXT. CA-35 -- FORECASTLE DECK -- NIGHT

McVay stands on the bow of the ship and notices a HINT OF FOG creeping over the deck. He checks his watch and moves off.

INT. CA-35 - SHIP'S GALLEY - NIGHT

Gil moves through the hundreds of hanging pots and pans towards the sound of voices. Since the movie went bust, a CARD GAME has developed. SAILOR STAN LIPSKI is in charge.

LIPSKI
You bring your money, gyrene?

GIL
(darkly)
I need a drink.

LIPSKI
One dolla.

Gil pays up and hands over his Marine canteen. Lipski sprays some homemade brew inside. As soon as it's full, Gil takes a long guzzle.

LIPSKI
Take it easy. Don't wanna get sick.

EXT. CA-35 -- RADIO SHACK 1 -- NEXT

Gause and several others emerge from Radio Shack 1... staring at the fog as it passes over... approaching the fantail.

MCVAY (P.A.)
Cease zigzagging immediately.

EXT. CA-35 -- QUARTER DECK -- NEXT

Gil stands in the thick of the fog, the rosary round his neck. He cannot see more than three feet in front of him. As he walks through it... sailors pass before him like ghosts.

He feels something pass through him... a spirit of some sort. Gil searches the fog for something only he can see, but it remains out of his reach.

A voice from the fog snaps Gil out of his stupor... back with the living.

BROWN
That you, Gil?

Ed Brown emerges.

GIL
Are we past?

BROWN
Past what?

GIL
Peleliu.

Brown gets a look at Gil's shiny face.

BROWN
I don't know. You sick?

GIL
(disconnected speech)
I can-- I can hear 'em...can't close my eyes.

BROWN
(smelling his breath)
Somebody's been to see our friends in the kitchen.

GIL

You ever kill a rabbit? They cry like babies when they die. I heard so many of 'em crying. What am I gonna tell my mom...

BROWN

Hey man-- just doing your job.

GIL

I looked it up-- in the Bible-- he doesn't forgive what I did...puts you out in the cold.

Captain Parke emerges from the fog with a scowl.

PARKE

McCoy, what're you doing playing with your sailor buddies? You're on night watch in the brig.

GIL

Yes, sir.

INT. CA-35 -- BRIG -- NEXT

Gil sits in the brig sipping from his canteen. A couple PRISONERS are in the cell.

PRISONER

Hey Marine? Can you turn the vent this way?

Gil turns an air vent over the bulkhead towards the cell.

PRISONER

Ah...I can smell the night. Can hear it too...hear it Marine?

Gil puts his ear to the vent and closes his eyes. We HEAR it too. A WHIRRING...getting louder.

PRISONER

(listening)
...the whole world.

They all listen to the vent until-- *A CONCUSSIVE EXPLOSION*...rocks the brig.

Gil is thrown fifteen feet across the room where he collides with a BUNK. The bunk falls over, setting in motion a chain reaction of bunks falling over.

Gil is immediately pinned down by one of the bunks with and UNCONSCIOUS BOY draped over his legs.

EXT. CA-35 -- CROW'S NEST --- NEXT

Pandemonium. FIRE BELOW. Men SHOUTING, SCREAMING. Two SAILORS stare down at gaping crater on the forecastle deck that is now belching smoke and flames.

Then...a SECOND EXPLOSION rips through the starboard side of the ship. RIPS THROUGH THE STARBOARD SIDE OF THE SHIP...

One of the Sailors is thrown from the crow's nest and his body goes flying out over the port rail, landing in the ocean.

EXT. CA-35 -- NEXT

HELICOPTER SHOT: From above the CAMERA soars over the Indianapolis, which has momentarily paused like a LARGE BEAST struck between the ribs.

INT. CA-35 -- FORWARD BELOW DECKS -- NEXT

A massive 3,500 gallon tank of aviation fuel was ruptured by the second explosion... creating a BURNING RIVER that has reduced the bulkheads and doors to RED HOT SLABS OF STEEL. The fuel is incinerating everything in its path... charging through corridors like hot lava.

INT. CA-35 - BRIDGE - NEXT

McVay gropes his way into the smoke filled bridge, his head is bleeding, just wearing pants and T-shirt. There's a dazed SAILOR coughing near the door.

MCVAY
(to sailor)
Any report on the damage?

SAILOR
No, sir, I've lost all
communications. I tried to stop the
engines but I don't think the order
got through.

Commander Janney enters frantically.

JANNEY

The compartments up forward are taking water on. Do you wish to abandon ship, sir?

MCVAY

No! Get to Radio Shack 1 and tell somebody where we are-- and what happened.

JANNEY

What did happen?

MCVAY

We've been torpedoed.

McVay rushes back outside.

INT. CA-35 OFFICER'S COUNTRY CORRIDOR -- NEXT

Haynes moves down the corridor when a LIEUTENANT (30s) emerges from the smoke.

LIEUTENANT

Look out, Doctor!

Haynes lifts his hands to his face just as a tremendous burst of FIRE explodes in front of him. The doctor falls to the ground. His hands and head have been burned, his hair singed.

The Lieutenant is gone...charred flesh is all that remains.

INT. CA-35 -- BRIG -- NEXT

Gil struggles to free himself from underneath the bunk. He finds a large BATTLE LIGHT. He turns it on... sending light over the grey walls of the compartment. About THIRTY ENLISTED MEN have been thrown from their bunks into a tangle. Some are unconscious... others are screaming out in pain.

Gil grabs his KEYS and begins to unlock the BRIG CELLS.

GIL

Everybody up and out!

The chaos of the situation has jolted Gil into battle mode.

GIL

(barking orders)

You see a man down, pick him up.
Let's move!

EXT. CA-35 -- QUARTER DECK -- NEXT

There is so much chaos on the deck that MEN are beginning to jump ship. An OIL-COVERED OFFICER FIRES his PISTOL in the air.

OIL-COVERED OFFICER
Any man going over the side without
orders will be shot!

The men stop jumping.

CONWAY
Get a life jacket on, just in case!

Father Conway hands out LIFE JACKETS to the frightened boys.

CONWAY
(reassuring them as he
passes jackets)
It's alright boys, we'll be all
right.

INT. CA-35 -- BRIG -- NEXT

Gil and the PRISONERS are lugging injured SAILORS up the ladder out of the hatch, when the ship suddenly lists 25 degrees.

EXT. CA-35 -- MAIN DECK - NEXT

Everything loose on deck slides in a massive avalanche. DEAD AND MANGLED BODIES, some burned beyond recognition, ride the current like an APOCALYPTIC WATER SLIDE OF WATER AND FIRE.

EXT. CA-35 -- MAIN DECK -- NEXT

Commander Janney fights his way across the main deck toward RADIO SHACK 1. It appears to be on fire... but he charges forward anyway.

INT. CA-35 -- RADIO SHACK -- NEXT

Janney steps inside the smoke filled radio room... rushing to the TELEGRAPH... when an explosion engulfs him in flames.

EXT. CA-35 -- MAIN DECK -- NEXT

McVay struggles across the deck calling for his engine man.

MCVAY
Redmayne? Anybody see Redmayne?!

McVay turns and sees an OFFICER, leaning out over the storm railing. His face has been burned... *his EYEBALLS burned from their sockets.*

OFFICER
Captain-

McVay guides the man to Conway.

MCVAY
(to Conway)
Take this man to Doc Haynes!

Commander Flynn, runs up, he's half-dressed, blood running down his legs.

FLYNN
We're taking water fast.

The two men look at each other grimly. McVay takes another look at the chaos on the ship.

MCVAY
(quietly)
Pass the word, Flynn...abandon ship.

EXT. CA-35 -- QUARTERDECK - NEXT

The same oil-covered OFFICER is waving his pistol again.

OIL-COVERED OFFICER
Abandon ship! Everybody over!

EXT. CA-35 -- OFFICER'S COUNTRY -- NEXT

McVay makes his way down the fiery corridor, smoke billowing from the cabins, when CAPTAIN CROUCH appears. He is pale, one shoe on, one shoe off.

MCVAY
Crouch?

CROUCH
 (very frightened, but
 trying to keep cool)
 I hear we're getting off, Charlie.

McVay takes his life jacket off and pushes it on Crouch.

MCVAY
 Here, put this on. Help the men on
 the quarterdeck. I've got to get to
 the radio room.

Crouch grabs McVay's arm before he passes.

CROUCH
 Don't get any romantic ideas. You
 get off the ship like everybody
 else.

McVay is gone.

EXT. CA-35 -- BRIDGE - NEXT

McVay spots Gause fleeing the smoke filled bridge.

MCVAY
 Gause, did you see Janney? I sent
 him to Radio Shack one.

GAUSE
 Sir, there is no Radio Shack one--
 it blew up.

MCVAY
 What about shack two?

Gause shakes his head, he doesn't know. McVay bolts.

INT. CA-35 -- BRIG -- NEXT

Gil and several others are still pulling injured men up out
 of the hatch. Above him... a PETTY OFFICER appears at the
 entrance.

PETTY OFFICER
 We're gonna have to dog this hatch,
 Marine!

GIL
 There's still men down there!

The screams from the tangle of bunks below have grown louder and more desperate.

SAILOR
DON'T LEAVE US! DON'T LEAVE US!

Gil turns back up to the Petty Officer.

PETTY OFFICER
Get out, or stay down there. I'm closing this hatch.

Gil doesn't want to climb out, but to stay means certain death. He steels himself and climbs up the ladder to the rising screams of the boys left behind.

EXT. CA-35 -- FANTAIL -- NEXT

Gil grabs a LIFE JACKET, climbing up toward the port rail when EXPLOSIONS from the BRIG rock the DECK...Those men he left behind are certainly dead.

INT. CA-35 -- RADIO SHACK 2 -- MOMENTS LATER

McVay enters RADIO SHACK 2... where a frantic RADIO TECH MINER is working a large TRANSMITTER, about the size of a refrigerator filled with hundreds of foot-long vacuum tubes.

MCVAY
Can you get a message off?

MINER
I'm trying...

Miner flips a TOGGLE that is the size of a light switch in a series of staccato rhythms. The CAMERA slowly approaches the METER MONITOR where the RED, HAIR THIN NEEDLE jumps with each flip of the toggle switch.

MCVAY
Soon as you're done, get off the ship.

Miner nods eagerly, he wants off the ship badly.

EXT. CA-35 -- FANTAIL -- NEXT

The FANTAIL of the INDY is now hoisted up into the air... the MASSIVE PROPELLERS exposed...

spinning furiously as the pressure of the ocean forces the ship into a vertical position.

EXT. PACIFIC OCEAN -- NEXT

Gil enters the ocean with a splash... immediately smothered in a blanket of OIL. As he comes to the surface... *he immediately starts to gag.*

Gil wipes the oil from his eyes, and looks up to see MCVAY calmly perched on what's left of the CROW'S NEST.

EXT. CA-35 - CROW'S NEST - NEXT

McVay doesn't look like's going anywhere. His hands grip the rail tightly as he looks at the devastation.

The SHIP LURCHES violently, creating a wave of water that overtakes the CROW'S NEST.

After the wave subsides, McVay is gone...washed away.

EXT. PACIFIC OCEAN -- NEXT

HELICOPTER SHOT: The CAMERA soars around the ship as it makes its final vertical descent into oblivion amidst a massive layer of WHITE FOAM, hissing like an immense swarm of bees.

There are hundreds of men, banding together in DOG-PADDLING THROGS.

EXT. PACIFIC OCEAN -- NEXT

As Gil swims through the oil and debris, vomiting, he feels a GIGANTIC EXPLOSION beneath him as the ship arcs down toward the center of the earth... creating SHOCK WAVES that emanate through the warm black water.

Suddenly... he is then sucked underneath the water by some unseen force...

INT. PACIFIC OCEAN -- NEXT

Beneath the ocean... Gil charges down... pressure building against his skull... losing consciousness...

INT. SPHERE OF LIGHT -- NEXT

Gil opens his eyes... and finds himself floating in a SPHERE OF LIGHT. He takes a breath and feels clean... cool air pour into his lungs. He's encased in a giant AIR BUBBLE...and rushing to the surface.

Then he is FALLING... clouds above him, as far as he can see.

EXT. PACIFIC OCEAN -- NEXT

Gil erupts from beneath the surface of the ocean with such force that his body flies four feet into the air...

He then splashes down into the water. The sounds of screaming men return. The sea is littered with crates of potatoes, ammunition cans, stray life vests and dead bodies. A SAILOR is floating near him, using a METAL CAN as a flotation device in the thick layer of oil.

SAILOR
I need a life jacket!

Gil sees life jackets everywhere, but they're wrapped around dead guys.

GIL
Take one! Here!

Gil removes a life jacket from a DEAD BODY, watching the boy's oil-covered face sink beneath the surface.

He throws the jacket to the sailor.

SAILOR
Thanks!

GIL
Follow me, I hear voices.

The Sailor paddles behind Gil for a moment, then takes off in another direction. Gil keeps swimming.

EXT. PACIFIC OCEAN -- MOMENTS LATER

Haynes, Father Conway and Captain Parke have found one another in a large group that numbers around 400 men.

PARKE
 (calling into the dark)
 Swim toward us!

Parke has begun to pull injured and unconscious men together into groups... tying their life jackets together.

HAYNES
 (also into dark)
 Bring any injured man you see with you!

Gause and Brown, floating next to one another... begin to swim toward Doc's voice.

EXT. PACIFIC OCEAN -- MOMENTS LATER

Gil arrives at the side of a life raft, pulling himself onto it with all of the strength he has left.

There are FOUR other boys laying on the stretched canvass surface of the raft with a balsa wood frame... their bodies half submerged, all covered in oil. They are FELTON OUTLAND, BOB BRUNDIGE (19), WILLIS GRAY and ED PAYNE. Payne is so badly burned that the skin is completely stripped from his arms. He just stares up at the night sky, barely breathing.

GIL
 Who's in charge on this boat?

Brundige just stares back at Gil from behind his mask of black oil with a baleful expression.

GIL
 I guess it's me. We're gonna get picked up in the morning just as soon as they find us missing at Leyte, okay?

Gil hears a loud THUMP. He looks over his shoulder and sees that there are three other rafts tied to theirs... making it a total of SEVENTEEN in the group. Mike Kuryla is among the group on another raft.

Kuryla sees a black ball floating in the oil... and reaches down to pick it up. As he begins to wipe the oil from it... he realizes what it is.

KURYLA
 (like it's going to be valuable later)
 I found an onion!

GIL
 (not impressed)
 Anybody have any freshwater?

Felton grabs a wooden BEAKER tied to the raft. He opens it... but it is empty.

FELTON
 Nope.

EXT. PACIFIC OCEAN -- MOMENTS LATER

McVay swims towards a man floating face down. When he gets closer he sees that it's CROUCH.

MCVAY
 (turning him over)
 Crouch?

The skin on Crouch's burned arms and face is sagging off his bones. Crouch is dead, and hits McVay very hard.

He lets go of his friend and starts to swim away from the wreckage, from the voices...he wants to swim until he dies, alone.

McVay paddles slowly as the voices fade in the distance. He keeps swimming...and swimming...

A VOICE IN THE DARK (O.S.)
 I found the Captain!

McVay looks up and sees TWO LIFE RAFTS tied together with boys clutching it.

CLOSE ON MCVAY

He treads water for a moment. But a voice from the two life raft pipes up again. It's SPINELLI.

SPINELLI (FROM THE DARK)
 We'll be all right now. The
 Captain's with us.

McVay swims to the men. He pulls himself up onto the raft and sees four men...VINCENT ALLARD (33), ANGELO GALANTE (22), RALPH KLAPPA (18), JAY GLENN (20), and Spinelli.

SPINNELI
 Sir, did we get a distress signal
 off?

MCVAY

Yes. I'm sure we'll be rescued soon.

SPINELLI

It's good to see you, Captain.

MCVAY

You too, boys.

The others nod in agreement, they're all are comforted to be with their captain. McVay watches the INDY sink...and the hundreds of dead bodies in the water...his ship...his men...

EXT. PACIFIC OCEAN -- A QUARTER MILE AWAY -- MOMENTS LATER

Haynes, Parke and Conway swim through the oil and continue to assemble their group of men... as it continues to grow even larger. Everyone is tying their life jackets together.

PARKE

COUNT OFF!

The boys begin to count off numbers...

SAILOR

One...

ANOTHER SAILOR

Two...

AND ANOTHER

Two...

ANOTHER

Four.

PARKE

Whoa. Start again.

EXT. PACIFIC OCEAN -- ANOTHER QUARTER MILE AWAY -- NIGHT

On Gil's raft men are HOWLING in pain, or fear.

Then... out of the darkness... Gil sees something. To the east... a MASSIVE BLACK SHAPE emerges from the surface.

GIL

(yelling at his raft)

Hey? Shutup! Everybody shutup!

Kuryla sees the shape rising. The men go quiet.

KURLYA
 (whispering)
 What the hell's that?

A SPOTLIGHT flashes from atop the massive black shape, scanning the debris in the water.

GIL
 (whispering to Kurlya)
 It's what got us.

It's a JAPANESE SUB. The men in the water, in all the groups, lay still, and silent.

GIL
 They've come to finish us off. Keep
 your heads low.

After a torturous minute, the SUB sinks again and disappears.

EXT. PACIFIC OCEAN - OVER THE WRECKAGE

From an AERIAL VIEW we see the groups of survivors, some with rafts, some just in life-jackets, floating away from one another, like little islands drifting apart.

O.S. We HEAR RADIO SIGNALS BEEPING.

The CAMERA FLIES across the water with the radio signals, towards LEYTE.

EXT. LEYTE - NAVAL COMPOUND - PHILIPPINE ISLANDS - THAT NIGHT

There is a light on inside a small wooden RADIO SHACK.

INT. RADIO SHACK - LEYTE PHILIPPINES - NEXT

SAILOR CLAIR YOUNG (22) decodes an incoming message. His face turns white when he reads it. He scrambles to his feet and runs outside with the message in hand.

EXT. NAVAL COMPOUND - OFFICER'S SLEEPING HUT - NEXT

Sailor Young knocks hurriedly and lets himself inside the rough hut with a thatched roof.

INT. OFFICER'S SLEEPING HUT - NEXT

Young shines his flashlight on a MAN sleeping under mosquito netting. He is COMMODORE JACOBSON.

CLAIR YOUNG
Commodore Jacobson, sir?

Jacobson stirs with a growl...this better be important.

CLAIR YOUNG
I have a radio message for you,
sir.

COMMODORE JACOBSON
(head on his pillow)
What is it, Young?

CLAIR YOUNG
We received a message that the USS
Indianapolis has been torpedoed.
The message has her coordinates.

Jacobson sits up and switches on an Army LANTERN. He takes the message and reads it himself.

Young stands by. After a moment, Jacobson hands the message back.

CLAIR YOUNG
Do you have a reply, sir?

COMMODORE JACOBSON
No reply at this time. Probably one
of those Japanese Tamon Subs--
trying to draw us out.

Jacobson lays back down, fluffs up his pillow.

COMMODORE JACOBSON
(yawning)
If you get another message, let me
know.

EXT. OFFICER'S SLEEPING HUT - NEXT

We see Clair Young leave the hut, and the Commodore's light go out.

As Sailor Young walks back to his radio shack we see more NAVY LIGHTS FLICKER across the harbor, from another Navy installation, just a few miles away.

The lights belong to the NAVAL OPERATIONS BASE.

EXT. LEYTE NAVAL OPERATIONS BASE - SAME NIGHT

A flurry of activity can be seen through another Navy structure. Through the windows we can see SAILORS scurrying, in and out of the corrugated metal building.

INT. LEYTE NAVAL OPERATIONS BASE - NIGHT

A SAILOR DONALD ALLEN, (20s) has just received the same SOS message that Young did, but he has decided to act upon the distress signal more directly. He is radioing for rescue.

SAILOR ALLEN

...yes, the USS Indianapolis was
torpedoed, send rescue at best
speed to Lat Four-nine-three...

EXT. LEYTE - PORT HARBOR - SAME NIGHT

Two twin-engine NAVY TUGS roar away from the dock and head out to rescue the men of the Indianapolis.

CUT TO:

SOMEWHERE BETWEEN THE MARIANA TRENCH AND THE PHILIPPINES

Morning. Middle of the Pacific ocean.

A large group of survivors from the Indianapolis have tied up together. No rafts. They kick their feet the water and count off.

SAILOR

Three hundred and seventy-six...

ANOTHER SAILOR

Three hundred and seventy-seven...

More than 400 men lashed together in a large circular mass... floating in a black oil slick that marks the blue ocean like an ink stain.

(This group of survivors will now be referred to as the Swimmer's Group)

Haynes, Parke and Conway are still swimming from boy to boy... checking to make sure that they are taken care of. Conway is delivering last rites to the deceased.

EXT. PACIFIC OCEAN -- MILES AWAY - MORNING

Gil and his group of a dozen survivors sit in half-sunk balsa rafts as the tide smashes the frames together. They can't see any of the other survivor-groups, as far as they know, they are alone.

GIL

Goddamn... getting hot.

The sun has begun to bake their blackened faces.

EXT. PACIFIC OCEAN -- TWO MILES AWAY - LATE MORNING

McVay and his group are also baking in the sun, but at least they have a life-raft. In the sunlight we see that McVay no longer resembles the crisp Captain he was last night. His clothes are shredded, no shoes, hair matted to his head.

SAILOR JAY GLENN

(weakly)

This sun is killing me.

McVay stares down at the black oil slick, and an idea occurs to him.

MCVAY

Here, spread the oil over your skin-
- much as possible. Give us a
little protection.

A couple of the men begin to smear themselves in oil.

SPINELLI

Captain, I can't...move my hands.

Spinelli's arms and hands are badly burned, he can barely sit up.

MCVAY

I'll get you.

McVay reaches over and smears oil over Spinelli's face, and then on his burned shoulders.

MCVAY
That hurt?

SPINELLI
No, sir. Feels good.

McVay continues to smear the oil over Spinelli's burns.

SPINELLI
Thank you, sir.

MCVAY
Anybody else?

Allard raises a weak hand.

MCVAY
Stay where you are, Allard.

McVay moves towards Allard.

EXT. PACIFIC OCEAN -- NOON

Swimmer's Group.

Haynes is in the center of the mass, trying to administer first aid to the injured.

SAILOR
I'm buck naked under here, Doc! I
got nothing on but this life
preserver.

HAYNES
Are you injured?

SAILOR
No sir.

Suddenly... the sea beneath them lights up with a GREEN GLOW.
They have passed beyond the oil slick into the clearest of
ocean.

Parke... on the outer perimeter... looks down and sees a
SWARM OF JELLY FISH floating down more than twenty five feet
below. Schools of GROUPER and other smaller fish appear
around them.

PARKE
(in awe)
Goddamn, that's something.

Haynes and the others look down and are struck by the wild beauty of the ocean. Rarely seen from swimmer's perspective.

EXT. PACIFIC OCEAN -- AFTERNOON

McVay and his group sit in their rafts... baking in the hot sun. Above them... the sound of an AIRPLANE can be heard.

SAILOR KLAPPA
Captain... you hear that?

MCVAY
Start splashing... wave your arms...

They begin to splash in the water... trying to call attention to themselves...

EXT. PACIFIC OCEAN -- MOMENTS LATER

Gil and his raft-mates hear the plane flying over head... they begin to yell out... splashing the water.

KURLA
HEY! DOWN HERE!!

Gil leans up and YELLS too.

GIL
WE'RE HERE! LOOK DOWN SON OF A BITCH!

BRUNDIGE
They can't hear you...Don't waste your energy.

EXT. PACIFIC OCEAN -- LATE AFTERNOON

McVay and the others hear another plane overhead. They begin to splash again in the water. McVay fires off a FLARE GUN... sending a fireball up into the blue sky.

All the MEN ARE YELLING SKYWARD. But the plane keeps on going. Gallante notices that Spinelli wasn't yelling, or waving his arms like the rest.

GALLANTE
Hey, Spinelli? Why the hell aren't you waving?

SPINELLI

It ain't gonna matter. Those pilots
never look down.

GALLANTE

You gotta yell like the rest-- I
ain't yelling for you.

JAY GLENN

Yeah, Spinelli, no time for lazy-
asses.

SPINELLI

Shutup, assholes.

GALLANTE

Why don't you come shut me up?

MCVAY

(raising his voice)
That's enough.

Like a lid clapped on a box, McVay silences the boys.

MCVAY

A rescue crew will come get us
soon. Let's be civil.

ALLARD

How long do you think, sir?

MCVAY

Sometime tomorrow.

He sees the disappointment in their eyes.

MCVAY (CONT'D)

Tomorrow'll be here before you know
it.

McVay eyes a SAILOR who lays very still, hasn't moved in a
while. He's not sure if he's dead.

CUT TO:

TWO HUNDRED MILES WEST - PACIFIC OCEAN

The two Leyte RESCUE TUGS churn towards the floating
survivors, when their engines stop abruptly. Both tugs glide
to a standstill.

INT. RESCUE TUG - NAVIGATION CABIN - CONTINUOUS

Inside the small cockpit, the TUG CAPTAIN hangs up his radio phone. He looks to his SECOND IN COMMAND.

TUG CAPTAIN
We're turning back to Leyte. Tell
the others.

SECOND IN COMMAND
(confused)
Back to Leyte?

TUG CAPTAIN
Commodore Gillete found out we'd
been sent without his permission
and he blew his stack. Wants us
back on the double.

Second in Command shrugs, and follows orders.

MOMENTS LATER - ON THE WATER

The two rescue TUGS turn around and head back to Leyte,
leaving the survivors far behind.

CUT TO:

EXT. PACIFIC OCEAN -- SUNSET

Sunset. Swimmers group.

Conway is making his rounds around the outer circle... seeing
to each boy. Inside the circle.. Haynes notices that a group
of men have a man hoisted up on their shoulders. His arms
have been burned down to their tendons and his face is
mutilated beyond recognition.

The men float among the waves... singing the lyrics to taps.

SAILORS
*Day is done/ Gone the sun/ From the
hills/ From the lake/ From the
skies/ All is well/ Safely rest/
God is nigh*

EXT. PACIFIC OCEAN -- NIGHT

The CAMERA drifts across the water at eye level to McVay... laying in his raft. His eyes drift closed... almost asleep... when a passing wave knocks him awake again.

He leans forward and looks out into the night, wondering where the rest of his men are. If any survived.

EXT. PACIFIC OCEAN -- SUNRISE

Sunrise. Day TWO. The CAMERA drifts down to Gil's raft. He and the others rock back and forth in the morning light. Their faces and eyes are now swollen, the black oil imbedded in the cracks of their burning skin.

Over his shoulder... a SHARK FIN surfaces... carving through the salt water like a sharp blade. Felton Outland... drifting in and out of consciousness... sees it... *his eyes widening in terror.*

OUTLAND

(hoarse whisper)

Shark-

Gil cannot understand him.

GIL

What?

OUTLAND

SHARK-

Gil hoists his shoulders up on the edge of the raft and sees that there are FOUR SHARKS circling around them.

EXT. PACIFIC OCEAN -- EARLY MORNING

In the swimmers group, Ed Brown bobs up and down in the current on the outer perimeter of the circle. Tied next to him is a sailor who appears unconscious. Brown begins to nudge him.

BROWN

Hey sailor... you awake?

The boy does not respond. Brown nudges him harder.

BROWN (CONT'D)

YOU AWAKE?

After one more nudge... the boys head bobs over into the water and Brown sees that his body has been severed in half at the chest. *Blood gushes into the blue water from his midsection.*

Brown turns to Bob Gause next to him.

BROWN (CONT'D)
What the hell?

From across the other side of the circle... they begin to hear horrific screams.

SAILOR
SHARK!

In the center of the group... Dr. Haynes and Father Conway... still tending to injured men... realize what is happening. Conway, not knowing any other words of comfort, begins to recite *The Lord's Prayer*.

CONWAY
*Our father, who art in heaven,
hallowed be thy name...*

On the outer perimeter, Bob Gause sees a sailor swimming away from the group in a blind panic.

GAUSE
What are you doing!?

Gause unties himself and paddles after him.

SAILOR
SOMEBODY HELP ME! SOMEBODY HELP ME!
IT TOOK MY LEG! I GOTTA FIND MY
LEG!

Gause sees that the boy is surrounded by a pool of his own blood.

GAUSE
Swim back! It's gone! You have to
come back to the group!

Seconds later... the boy is ripped under the surface of the water.

GAUSE (CONT'D)
Shit.

Gause sees a DORSAL FIN surface less than twenty yards ahead of him. *It begins to carve through the water... headed straight for him.*

He remains frozen... unable to move as the shark comes closer... less than ten feet away.

He begins to hyper-ventilate as the fin submerges. *Gause looks down into the clear water and sees the body of a TWELVE FOOT GREAT WHITE swimming directly toward him...*

SECONDS BEFORE IT REACHES HIM... THE SHARK SUDDENLY CHANGES DIRECTION... CIRCLING BACK IN THE OTHER DIRECTION.

BROWN
SWIM BACK TO THE GROUP!

Gause begins to paddle as fast as he can back to the outer perimeter...

EXT. PACIFIC OCEAN -- MOMENTS LATER

McVay watches as more than a DOZEN SHARKS circle his group of ragged, half-underwater rafts. Allard and Glenn are too close to the edge.

MCVAY
Get away from the edge.

The men try to move into the center but they are very weak.

McVay quickly grabs them both and pulls them in. He's sweating when he's done, eyes ablaze. He's guarding his little boat and his rag-tag crew with a FLARE GUN, against a dozen Great Whites.

MCVAY
Everybody stays in the middle.

EXT. PACIFIC OCEAN -- MOMENTS LATER

Gil watches as more than TWENTY-FIVE SHARKS swim around them in an almost perfect circle. As they drift closer... some of the fins begin to submerge... *coming in to attack.*

A SAILOR hanging on a line off one of the rafts is ripped under... never to be seen again.

Gil looks out at the broken balsa wood front of his raft... a GAPING ENTRANCE... leaving him vulnerable to attack.

Brundige and Outland crowd their way closer to Gil, Gray and Payne away from the opening.

Seconds later... a FOURTEEN FOOT GREAT WHITE SHARK RISES UP THROUGH THE BROKEN WOODEN GRATING IN THE FLOOR OF THE RAFT. THE SHARK'S SNOUT AND ROWS OF TEETH ARE LESS THAN TWO FEET FROM GIL'S FACE...

CAUGHT IN THE HOLE IN THE RAFT, THE SHARK BEGINS TO THRASH VIOLENTLY... UNABLE TO REACH ITS PREY...

GRAY

Holy shit! Holy shit!

OUTLAND

Kick it! Kick the son of a bitch!

Gil kicks at the shark's head as hard as he can. His heel connects with the shark's right eye... and it withdraws down through the hole in the raft.

Willis bursts into tears.

WILLIS GRAY

Oh, God...

The younger Felton, comforts Willis.

EXT. PACIFIC OCEAN -- AFTERNOON

The CAMERA drifts over the swimmers group. BLOOD oozes into the water around them from gaping flesh wounds suffered by many of the men. *Limbs and severed body parts float to the surface in the surf around the perimeter.*

The ghostly shapes have withdrawn into the gloom below.

Father Conway administers last rites to the DEAD MAN whose body was torn apart by sharks.

CONWAY

*...thy kingdom come... on Earth as
it is in heaven...*

Conway removes the boy's DOG TAGS and wraps them in his hand. He's carrying dozens of tags, dutifully holding on.

Parke and some of the other sailors are still holding Lipski above the water. On the perimeter... Gause is cradled by Brown. Around them... they hear boys crying softly.

BROWN

I think they're gone.

The water laps softly against their life jackets.

EXT. PACIFIC OCEAN -- NIGHT

Several miles away... McVay floats in the dark with his men, his eyes scanning for sharks.

SPINNELI

Captain... you ever been in anything like this?

MCVAY

No. Nothing like this.

McVay looks over at a SAILOR who hasn't moved in some time.

MCVAY

Spinelli, what's that man's name?

SPINELLI

That's Otha. Don't know his last name--

The immobile man speaks without moving.

OTHA HAVINS

Havins. My name's Otha Havins, sir.

And then...miraculously, Havins sits up, surprising everyone.

MCVAY

Nice to see you, Havins.

OTHA HAVINS

(half delirious)
From Duluth Minnesota.

MCVAY

I've been to Duluth-- pretty there.

OTHA HAVINS

My whole family's from there.

MCVAY

What's your family do, Havins?

OTHA HAVINS

We have a store--grocery and butcher, some liquor.

ALLARD

You're killing me, Otha. I been dreaming about ordering a tall ' whiskey.

MCVAY

Order me a double martini, Allard...hold the ice, three olives.

The whole raft perks up with the drink-fantasy.

SPINELLI

Put me down for Bourbon.

GLENN

Double shot of Cuervo Gold!

ALLARD

You want a lime with that?

GLENN

Take one if you got it.

MCVAY

Tequila's my wife's favorite-- she'll drink the damn worm. You guys ever see my wife?

They look at one another, it's strange to talk to the Captain this casually.

OTHA HAVINS

(sheepishly)

I saw her after the breakfast, sir.

MCVAY

Woman's a tiger...

The boys smile.

MCVAY

Looks like a nice Michigan girl, but take my word...she was sprung from the jungles of South America-- loves to dance.

ALLARD

My wife too. Come the weekend, she closes the curtains, and we dance like hell-- wore out a spot on the carpet, right by the record player.

We PULL AWAY SLOWLY as the men in McVay's group casually talk women and drink.

JAY GLENN

I had a girl once who only drank
bloody Marys...smelled like celery
all the time...

EXT. PACIFIC OCEAN --- NIGHT

Floating on the OUTER PERIMETER of the Swimmer's Group...
Gause stares up at the sky. It is filled with stars.

GAUSE

Venus, Saturn and Mars. See...
there they are.

BROWN

What the hell are you talking
about?

GAUSE

Called dead reckoning. It's a way
of getting where you need to go by
knowing where you've already been.

(beat)

I figured we've drifted fifty miles
or so...southwest.

BROWN

What do you think would happen if
the enemy finds us?

Gause starts to giggle at the thought.

GAUSE

They'd machine-gun us right out of
the water.

Brown starts to laugh too.

BROWN

Oh, please don't shoot me. I'm
enjoying myself so much out here.

The giddiness spreads across the raft. Guys laughing at who
knows what, tears rolling down their faces.

EXT. PACIFIC OCEAN -- SUNRISE

Sunrise. Day THREE. Gil's blackened face is withdrawn, his eyeballs swollen...lips cracked like sandpaper.

A SHARK SUDDENLY RAMS INTO THEIR RAFT.

OUTLAND
THEY'RE BACK!

Gil sees more than EIGHT DORSAL FINS circling their group of rafts. One of the boys from the another raft suddenly pulls a GUN.

SAILOR
We gotta split up. We're attracting the sharks.

GIL
That's stupid. If we split up... we're harder to spot by plane.

The Sailor pulls a gun on Gil.

SAILOR
Cut the goddamn line or I'll shoot.

GIL
What the hell is wrong with you!?

SAILOR
CUT THE FUCKING LINE!

Gil sighs... then withdraws his knife and cuts the raft free. They begin to drift apart. The two groups watch each other as they separate, both wondering if they'll ever see each other again.

EXT. PACIFIC OCEAN -- EARLY MORNING

In the swimmers group... men are slowly being picked off one by one on the perimeter. Screams of terror erupt in random order as the sharks bite at their kicking feet and flailing arms.

Gause and Brown are still alive, strapped next to one another.

BROWN
Those lucky bastards in the middle.
We're sitting ducks out here.

Brown pulls his legs up so that he floats in the cannonball position.

The CAMERA cranes up and over his head... staring down twenty-five feet into the clear water.

There are literally of *HUNDREDS SHARKS* circling below... *like a school of minnows in a pond.*

A SAILOR swims over to Dr. Haynes in the center of the group. His face barely visible beneath the T-shirt tied over it like a mask.

He lifts his palms up... staring longingly into his trembling hands. The winking jewel of water cupped within them flickers in the sunlight.

SAILOR

Whaddya say, Doc? Just a little sip?

HAYNES

No. You can't drink it.

SAILOR

C'mon, it can't hurt.

HAYNES

(angrily)

It's certain death. Do you understand?

On the OUTER PERIMETER... Gause and Brown watch a sailor named JACK CASSIDY (21) kicking at a large TIGER SHARK that keeps bumping his feet.

CASSIDY

There's Oscar. Bastard of a fish won't leave me alone.

BROWN

You named him?

CASSIDY

Yep. Been circling round my feet all day. I'm gonna kill him the next time he comes near me.

GAUSE

What are you gonna kill him with?

Cassidy retrieves a huge BUCK KNIFE from underneath the water.

CASSIDY
Here he comes again.

INT. PACIFIC OCEAN -- NEXT

UNDERWATER... the CAMERA follows OSCAR as he rounds back toward the kicking legs on the perimeter. Cassidy lunges down with the knife... barely missing the shark.

EXT. PACIFIC OCEAN -- NEXT

Cassidy kicks and lunges with the knife and Oscar retreats.

CASSIDY
I'm gonna kill that fucker if it's
the last thing I do. I don't care
if I die trying.

In the INTERIOR... Haynes looks over at Parke and Conway. Neither man is looking well. They have been running themselves too hard helping the others.

Haynes then notices a group of boys gorging on sea water. *He begins to punch them in the face.*

HAYNES
What did I say!? Don't drink the
water!

Just then... another PLANE flies overhead. The deep rumble of the propellers surges over them. Men flail their limbs in a hopeless attempt to get their attention.

PARKE
Why can't those assholes see us?

Conway throws Haynes a look of desperation... his eyes swollen in their sockets, covered with oil.

CONWAY
We're running out of time.

HAYNES
I know.

EXT. PACIFIC OCEAN -- AFTERNOON

McVay and his group of boys drifts along in the current. Sharks continue to circle around them... bumping their group of rafts. Allard speaks dreamily.

ALLARD
 (laying down)
 Captain... I'm dyin' to know. Does
 Bob Hope end up with Betty Grable
 or Martha Raye in the end?

MCVAY
 You don't want me to spoil it, do
 you? When we make it out of here,
 I'll screen the film again.

McVay sits up. He sees something out in the water.

MCVAY (cont'd)
 Allard, you see that?

Allard turns his head and squints.

ALLARD
 What is it, sir? I can't see too
 well.

MCVAY
 There's somebody floating out
 there.

McVay grabs a small PADDLE and begins to maneuver the rafts
 over in the floater's direction. A young SAILOR is bobbing
 along in the waves... maybe one hundred feet away.

Paddle churning, McVay guides the raft to the sailor, while
 the other boys drift in and out of consciousness. When he
 reaches the boy, McVay pulls him up onto one of the floater
 net. The sailor is barely conscious.

MCVAY
 Boy... what's your name?

NAMELESS SAILOR
 (disoriented)
 I... I can't remember.

MCVAY
 You been floating all alone out
 here without a life jacket?

NAMELESS SAILOR
 Yes sir. Long as I can remember.

MCVAY
 (to the group)
 Anybody know this boy?

The boys on the raft weakly shake their heads, no. They are all delirious, some not even awake. The nameless sailor's face is badly sunburned, eyes bulging from his sockets like a frog. He's completely naked, no life jacket or dog tags.

MCVAY

(to nameless sailor)

Did you jump off the ship alone?

NAMELESS SAILOR

What ship?

MCVAY

The USS *Indianapolis*. The ship that sank.

NAMELESS SAILOR

I don't remember no ship, sir.

MCVAY

Do you recognize me? Your captain?

NAMELESS SAILOR

No sir. Never seen you before in my life.

(looking at the others)

What are you fellas doin' out here... floating in the middle of nowhere?

McVay put his hand on the boy's burning forehead... then withdraws a couple of MILK TABLETS and places them in his mouth.

MCVAY

Our ship was torpedoed... and we sunk. You're lucky to be alive.

The boy stares blankly at the captain.

NAMELESS SAILOR

Not me, sir. I died nearly three days ago...along with the others. We got left behind.

MCVAY

You're not dead, son. You're gonna make it.

NAMELESS SAILOR

(laying his head down)

Can't stay long, got a long way to go.

The weary boy curls up on the raft and McVay pushes the boy's feet away from the edge.

NAMELESS SAILOR
(closing his eyes)
I'll come back for you, sir. I'll
show you the way.

A shark bumps the raft violently. McVay looks down gloomily and sees that they have begun to circle once again.

EXT. PACIFIC OCEAN -- SUNSET

Sunset. Gil watches as the sharks circle closer. He looks over and sees the others in his raft are all still alive, some with their eyes half open, falling in and out of consciousness. Felton's arms are covered in blistering welts. Willis jerks awake suddenly.

WILLIS GRAY
I don't wanna die. I wanna go home--
sell shoes again.

FELTON
Shut up, Willis.

PAYNE
I think we should go find the other
guys. I want off.

WILLIS GRAY
I'll go with you.

GIL
Nobody's going anywhere.

They turn and look at Gil. McCoy's eyes are dull but firm. Brudige moans, he's barely alive.

BOB BRUDIGE
I just wanna go.
Somewhere...anywhere but here.

GIL
(suddenly)
Roll-call, sound off!

Kurlya eyes Gil with menace.

KURLYA
I'm not soundin' off.

GIL
(viciously)
Sound off!

WILLIS GRAY
(weakly)
Gray.

Beat.

PAYNE
Payne.

FELTON
Outland.

BOB BRUDIGE
Brudige.

Nobody left but Kurlya. Who lays his head down.

KURLYA
Fuck you...

Gil hears another PLANE flying overhead.

GIL (CONT'D)
(screaming at the sky)
YOU SON-OF-A-BITCHES! COME GET US!

EXT. PACIFIC OCEAN -- AERIAL SHOT - NIGHTFALL

Rising high above the water we see there DOZENS OF OTHER FLOATER GROUPS besides the ones we have been tracking...all having the same problems.

MEN SCREAM and fight to get away from the edges as Sharks poach the boys on perimeters, dragging them down into the dark abyss.

EXT. PACIFIC OCEAN -- NIGHT

Lipski... still suspended up into the air by the men in Dr. Haynes and the Swimmer's Group, begins to shuffle out of his slumber.

LIPSKI
(hoarse whisper)
Boys... let me down... let me down...

They carefully lower Lipski into the water. His mask has fallen from his face. His empty, burned eye sockets are exposed in the sun.

LIPSKI (CONT'D)

Where's Doc?

Haynes, Parke and Conway swim over to him.

HAYNES

I'm here... Stan. Father Conway and I are here with you.

LIPSKI

Can't even feel my arms.

Lipski raises his hands out of the water. The bones of his fingers are visible through the seared flesh. He cannot move his fingers.

LIPSKI (CONT'D)

Help me get out of this life jacket.

HAYNES

We'll be rescued by morning, Stan. I'm sure of it. You're gonna see your wife again. Just stick it out.

LIPSKI

I'll never see another face for the rest of my life, Lew. Look at my eyes. They're gone.

Lipski runs his fingers over the charred, mutilated skin surrounding his eye sockets.

LIPSKI (CONT'D)

I can't live this way. I can't go through the rest of my life blind. I can't do that to my wife. I can't let her see me this way.

(beat)

I'm begging you. Help me out of this life jacket.

HAYNES

I'm sorry, Stanley... I can't let you kill yourself...

Lipski, in an act of defiance, then opens his mouth and swallows a huge gulp of sea water.

Parke, to the surprise of everyone, quietly swims over next to Lipski... and begins to untie his life jacket.

PARKE

I'll take care of you.

Parke lifts the jacket over his head and pulls Stanley close, dragging him out and away from the group.

PARKE (CONT'D)

(teeth chattering)

*Our Father, who art in heaven...
hallowed be thy name. Thy kingdom
come... thy will be done... in
earth as it is in heaven.*

Conway watches this silently... staring into Parke's eyes as he continues with *The Lord's Prayer* in his presence.

PARKE (CONT'D)

*Forgive us for our trespasses, as
we forgive those who trespass
against us. And lead us not into
temptation. But deliver us from
evil... now and forever. Amen.*

Parke releases Lipski from his grip. Seconds later... he slips beneath the surface.

Parke turns and looks back at the group... realizing that he is being judged for what he has just done.

PARKE (CONT'D)

I couldn't watch him suffer no
more. No shame in what he did. A
man has a right...

Parke is now crying... treading water. He then begins to slip out of his own life jacket.

HAYNES

Put your life jacket on and come
back to the group! Parke!

Parke just treads water... letting his life jacket drift away. With tears in his eyes... he goes under.

HAYNES

PARKE?!

Never to be seen again.

The group is stunned, suicide is on all their minds.

EXT. PACIFIC OCEAN - MILES AWAY - NIGHT

McVay dozes lightly, drifting in and out, when he hears somebody crying softly.

MCVAY
Spinelli? You in pain, son?

Spinelli shakes his head, no.

SPINELLI
No, sir, not that I can tell.

He keeps crying, can't control himself.

MCVAY
What is it?

SPINELLI
My girl...my baby girl...I only
seen her for an hour.

McVay doesn't know what to say anymore. The raft rocks gently and he notices that somebody is missing.

MCVAY
Where's that boy-- the one couldn't
remember his name?

The other boys shake their heads and shrug. Allard can't even raise his head.

ALLARD
What boy?

McVay looks at Spinelli, surely he remembers the boy.

SPINELLI
I'm sorry, sir, I'm having trouble
remembering anything.

McVay jumps into the dark water.

SPINELLI
Captain, the sharks!

He dives down under the raft and the boys become very agitated. As soon as he surfaces they all call to him.

SPINELLI
Come back!

McVay treads water a moment and looks out for any sign of the sailor. But there is none.

ALLARD
(weakly)
Don't leave us.

McVay turns and swims back to the raft, pulls himself up, and lets his wet and dripping head hang between his knees.

MCVAY
(low and seething)
He was here...he was here.

The group is silent for a moment. Until Spinelli speaks.

SPINELLI
When are they coming for us? You
said two days ago, but they didn't
come and now--

MCVAY
I don't know.

This admission stuns all the boys.

MCVAY (cont'd)
They should've been here by now.

EXT. PACIFIC OCEAN -- SUNRISE

Sunrise. Day FOUR. Private Gil McCoy floats in his raft... his face now so burned and cracked that blood oozes from beneath the oil on his face. His TONGUE is so swollen that it protrudes from out of his mouth... scalded on the end.

Gil sees that Payne is now kneeling on the edge of the raft, peeing into cupped hands. He raises them to his mouth, drinking his own urine.

Gil looks across at Brundige, his black face gleaming in the sun with two white eyeballs glaring back at him.

BRUNDIGE
You look funny.

GIL
Glad I'm amusing you. 'Cause you
look great, man, a picture of
health.

Gil sees that Payne and Gray are looking over the edge of the raft, also considering suicide. Outland is unconscious.

GIL (CONT'D)
 (to Payne and Gray)
 Goddamnit... get away from the
 there. Shark'll get you.

PAYNE
 To hell with it...it's easier to
 die than to wait here.

GIL
 (to Payne)
 You got a wife and kids, ya haw-
 haw. You jump outta here, I'm gonna
 find 'em and tell 'em you gave up.

PAYNE
 You're a son-of-a-bitch, McCoy-- a
 black-hearted killer. All those men
 you shot, you probably liked it.

Gil's face hardens.

PAYNE (cont'd)
 Don't talk to me about my kids.

WILLIS GRAY
 (matter of factly)
 I'm gonna go down to the mess hall.

Gil turns and sees Willis staring down at the water.

GIL
 (looking into the water)
 Jesus...

The INDIANAPOLIS herself is floating less than fifty feet below them in water that is as clear as ice. Her portholes are lit from the inside... *sending beams of light out in every direction.*

Everyone on the raft witnesses the same vision.

PAYNE
 (mesmerized by the vision)
 I'm coming with you, Willis.

GIL
 You go down there you're gonna die.
 It's not real.

KURLYA
 (amazed)
 I see it too.

Gil stares down at the ship. Even his eyes cannot deny the seductive beauty of what lies beneath the ocean...

GIL
 (fighting off the urge to
 get in the water)
 Nothin' down there but sharks.

Willis leans over the side and Gil gives him a shake.

GIL
 Somebody's gonna come get us and
 they'll probably give you a medal,
 Willis. Just think how many goddamn
 shoes you'll sell wearing a medal
 of honor.

Payne jumps overboard... swimming down towards the vision of the ship.

GIL (CONT'D)
 Shit!

Gil dives in after him.

INT. PACIFIC OCEAN -- NEXT

UNDERWATER... Gil swims down into the clear water and grabs Payne by the midsection... pulling him back to the surface with all of his strength.

EXT. PACIFIC OCEAN -- NEXT

Gil and Payne surface. Brundige pulls Payne back up onto the raft. Gil then swims back up through the hole at the nose of the raft. Just as he pulls himself up onto the suspended lattice floor... he sees Payne up on the edge of the raft once again.

Payne jumps back into the water.

GIL
 (to Brundige)
 This boy's trying me.

Gil then dives back down through the hole in the lattice.

INT. PACIFIC OCEAN -- NEXT

UNDERWATER... Gil swims back down and grabs Payne by the neck... pulling him back to the surface with all of his strength. Sharks are circling just several inches away.

EXT. PACIFIC OCEAN -- NEXT

Back on the raft... Gil slams Payne against the rail, smacking him in the face. Payne is sobbing.

GIL
That ain't the ship! You're going
to kill yourself!

Payne's eyes widen, and his head rolls back and forth on the rail.

PAYNE
Why'd you hit me? Don't hit me no
more!

Payne is now sobbing... yet too dehydrated for tears. Gil looks over and sees Gray... perched on the edge.

Gray jumps. Gil knows that the group is on the verge of coming undone.

GIL
Goddamnit.
(commanding)
Brundige, you're up!

Brundige dives over to rescue Gray.

EXT. PACIFIC OCEAN -- MOMENTS LATER

The five men now lay silently in the raft... somehow re-energized by all of the swimming.

PAYNE
(sadly looking over the
side)
It's gone.

They all look into the water and all agree that the ship is now gone. It's a sobering and disheartening moment.

WILLIS GRAY

They're not coming for us. You
gotta admit it, Gil.

GIL

Alright... I admit it. They ain't
coming to rescue us. We're all
gonna die.

(beat)

There. I said it. You happy now?

Payne shrugs. Felton gives him the middle finger.

GIL (CONT'D)

Feels good to say it. We... are...
all... gonna... die.

EXT. PACIFIC OCEAN --- EARLY MORNING

Captain McVay looks very much the same as Gil. His face
burned and swollen like a gargoyle of the sea. McVay bolts up
and shouts.

MCVAY

WHERE THE HELL ARE YOU?!

The boys look at one another, unsure if the Captain's lost
his mind.

MCVAY

(roaring out to the sea)

I sent a signal, it's been three
days! You're letting these boys
suffer!

SPINNELI

I'm sure they're coming, sir. They
didn't forget about us.

MCVAY

(wildly)

Son of a bitches don't give a shit.
They just give orders. Pensacola--
Indianapolis-- all the same to
them.

(yelling again)

There's hell to pay for this! HELL
TO PAY!

The sailors all look warily at McVay as he sits back down.

MCVAY
 (mumbling to himself)
 Twelve hundred men...Where are
 they? Where are all the rest?
 (shaking his head with
 regret)
 Should be with them.

The boys look out at the abyss of sea, no land in sight, no
 boats, and no men.

EXT. PACIFIC OCEAN -- MORNING

Gause and Brown rock up and down in the waves. Cassidy is
 flailing away... jabbing his knife down into the water...
 trying to kill Oscar.

CASSIDY
 OSCAAAAAR!!! I'M GONNA GET YOU!

A group of boys is swimming over in their direction.

SAILOR
 Hey Brown... you see that over
 there?

Brown looks over into the northern horizon. There is a milky
 FOG visible in the distance... accumulating like some sort of
 massive TIDAL WAVE, slowly approaching.

BROWN
 Yeah. I see it.

SAILOR
 Look closer. There's something
 inside. Looks like some kind of
 hotel.

Brown looks closer... and sees a massive STRUCTURE emerge
 from the fog layer...

BROWN
 I see it.

SAILOR
 It can't be more than a mile away.
 We're gonna swim for it.

GAUSE
 It's just your eyes playing tricks
 on you.

Brown stares off at the great edifice in the distant fog... studying every last detail.

BROWN

It's made of glass, metal and white stone... shaped like a palace... with four main towers... there's a beach... an island. Lots of boats. It's getting clearer now.

Gause can see it to. But he refuses to believe his eyes.

GAUSE

I don't care... it ain't real. It can't be real.

SAILOR

We're gonna take our chances and swim for it. We ain't gettin' rescued out here.

(to Brown)

You coming?

Brown considers this. He notices white traces of energy flowing along the surface of the water... *as though it is conducting some sort of electrical signal.*

BROWN

Yeah. I'm coming.

GAUSE

Don't do it! You're not gonna make it! It's too far!

Brown does not listen. He begins to swim out toward the great hotel.

GAUSE (CONT'D)

Don't leave me, Brown! Don't go!

EXT. PACIFIC OCEAN -- MOMENTS LATER

Inside the INNER CIRCLE... Father Conway can barely hold his face above the surface of the water... his life jacket is so saturated. He watches as Dr. Haynes moves from man to man... prying open their eyelids and flicking their EYEBALLS to see if they are alive.

If there is no response... Haynes begins to whisper *The Lord's Prayer* in their ear while he slowly removes their life jackets... letting their bodies sink below the surface.

Conway begins to recite prayers in ANCIENT LATIN.

CONWAY
*Dirigere dignare... Domine Deus...
 in adiutorium nostrum sanctum
 Raphaellem Archangelum.*

INT. PACIFIC OCEAN -- NEXT

UNDERWATER... bodies drift slowly down from the mass of legs dangling from above.

Sharks circle among the falling boys... sometimes taking them in their jaws and thrashing violently... *BLOOD* leaking from *their flailing bodies into the clear water.*

EXT. PACIFIC OCEAN -- NEXT

Brown swims along with the group toward the MAJESTIC HOTEL in the distant fog.

GAUSE (V.O.)
 Don't leave me, Brown. Don't go.

The voice echoes through Brown's head... and suddenly... he stops swimming. He turns around... looking back at the group.

Still time to turn back.

GAUSE (V.O.) (CONT'D)
 Stay--

Brown sees two DORSAL FINS surface near him... circling closer. *He begins to swim with every ounce of strength he has left back toward the group.*

Inside the INNER CIRCLE... Haynes swims over to Father Conway... who can now barely move or speak. He has wormed his way out of his life jacket.

He is ready to die.

CONWAY
 Lew... is that you?

HAYNES
 It's me.

Haynes embraces the priest... unable to respond.

He looks over at his shoulder... where more than a HUNDRED DOG TAGS are slung. He cannot bear the weight of them anymore... and he lets them slide off into the water.

INT. PACIFIC OCEAN -- NEXT

The DOG TAGS sink in a large mass... separating like fishing lures, falling among the floating bodies... fish... stingrays and jellyfish.

The DOG TAGS begin to reflect light as they fall into the blue gloom...

EXT. PACIFIC OCEAN -- NEXT

Haynes holds Conway close.

HAYNES

Our Father, who art in heaven...

Conway's appears momentarily lucid upon hearing these words.

CONWAY

I don't want to hear any of that.
Not for me. Not for me.

He begins to speak in Latin once again.

CONWAY (CONT'D)

Adoro te devote... latens Deitas...

(beat)

Hidden God, devoutly I adore Thee,
truly present underneath these
veils... all my heart subdues
itself before Thee, since it all
before Thee faints and fails.

He then slumps over and dies.

On the OUTER PERIMETER... Brown swims his way back into Gause's arms... and the others begin to tie him back into the group.

BROWN

I'm back... fellas. Turns out that
hotel was overbooked after all.

Cassidy sees a familiar dorsal fin approaching...

CASSIDY

Here comes Oscar...

Cassidy raises the BUCK KNIFE into the air.

INT. PACIFIC OCEAN -- NEXT

Oscar charges toward Cassidy... ramming his snout into his midsection. Cassidy lunges the KNIFE down into the water repeatedly as the shark thrashes back and forth... taunting him.

On his fourth try... Cassidy slams the blade straight down to the hilt... right between the shark's eyes.

EXT. PACIFIC OCEAN -- NEXT

The others watch as Cassidy lifts his arm back out of the water without the knife. BLOOD fills the water around them.

SHARK BLOOD.

CASSIDY

I got him.

(realizing he really did)

I got him! I stabbed that fucker
between the eyes!

INT. PACIFIC OCEAN -- NEXT

The CAMERA follows Oscar as he sinks down into the ocean... KNIFE embedded in his head... blood spewing forth into the blue...

EXT. PACIFIC OCEAN -- NEXT

Cassidy can barely contain his excitement. The others begin to CHEER. Everyone around them begins to LAUGH HYSTERICALLY.

BROWN

Holy shit! I can't believe it, you
killed him!

They cannot believe he killed Oscar.

After twenty seconds of this hysteria... the laughter eventually dies down.

GAUSE

Yeah... but now you ain't got a
knife.

Cassidy's smile slowly fades.

EXT. PACIFIC OCEAN -- SUNSET

McVay gazes into the approaching wall of fog. His eyes drift... fluttering open and closed. He has his FLARE GUN in his right hand.

His eyes drift closed.

When his eyes open again... the fog is now all around them. The water is below crystal clear like ice... surges of energy running across the surface in every color in the visible spectrum of light.

McVay raises his flare gun to the deep purple sky and fires off a FLARE...

IN HIS MIND... as far as the eye can see... there are only SHARKS. THERE ARE THOUSANDS OF THEM NOW... CIRCLING.

EXT. PACIFIC OCEAN -- SUNSET

Gil's raft is beginning to fall apart. Only he and FELTON are conscious. The other men look like they will die soon.

FELTON

I'm gonna out live you, McCoy.

Gil is holding on to his mother's rosary.

GIL

Shutup.

FELTON

I'm gonna be the only one who makes it...I'm gonna be the only one.

GIL

Don't count on it.

FELTON

I'll bet you.

Gil laughs.

FELTON (cont'd)

You know why I'm gonna live? What my secret is?

GIL
'Gimme your Navy bullshit.

FELTON
Pussy.

GIL
Pussy?

FELTON
I ain't never had any...every man
gets to feel a woman before he
dies. It's a contract and God knows
it.

They rock in silence for a moment.

GIL
Maybe you will outlive me, Felton.

Gil suddenly rolls into the water and drags Felton with him.

FELTON
(splashing)
What the hell?!

Gil makes his best attempt to scrub the oil from his face,
chest, arms and legs.

GIL
Kinda girl's gonna screw you
covered in oil. Clean your ass up.

Brundige leans over the edge and looks at Felton and Gil
cleaning themselves. Gray, Payne, and Kurlya still
unconscious.

BRUNDIGE
What're you doing?

GIL
Come on, Brundige. We're cleaning
up so we can get our ducks muddy
later.

Brundige has no idea what Gil's talking about. He lays his
head back down.

Gil and Felton swim back up inside the raft and lay side by
side.

FELTON
 (to Gil, without turning)
 Do you know the prayers that go
 with those beads?

GIL
 No. I just been making up stuff.

FELTON
 Can you say one for us? I don't
 care if it's made up.

GIL
 (teeth starting to
 chatter)
 Lord if you're there... I'm sorry
 for what we've done. If you choose
 to spare us... I promise we'll stop
 killing people. Especially me,
 Lord. Especially me.

Beat.

FELTON
 I never killed anyone.

GIL
 He knows...who did and who didn't.
 He knows.

Gil sees some dorsal fins carve through the water over
 Brundige's shoulder. A flickering WHITE LIGHT emanates from
 the water below.

He closes his eyes. Soon... he is asleep... drifting off into
 a DREAM.

EXT. SNOW COVERED MOUNTAINS -- ICE BRIDGE -- DAY

Gil stands before a MASSIVE ICE BRIDGE that crosses over a
 deep chasm and leads to the heavens. He circles the entrance
 of the bridge and chatters to himself-- like he did before
 getting on board the Indy.

GIL
 (incoherently)
 Ya haw-haw...don't have to go.

The wind whips round his face and finally he walks onto the
 ICE BRIDGE. He crosses towards the clouds in bare feet, and
 tattered clothes-- dressed like he is in the water.

HAIRLINE CRACKS BEGIN TO APPEAR IN THE ICE BELOW HIS FEET.

He keeps walking, and walking, ignoring the sound of the ice cracking until it's too much.

FOUR LARGE CRACKS make a pistol popping sound under his feet.

Gil gets scared. He turns around and starts back. First walking, then jogging.

ANOTHER PISTOL POP...And panic sets in. Gil breaks into a sprint.

He cries as he runs back, desperate to make it... *and just as it looks like he will,* the ICE BRIDGE COLLAPSES,

Gil falls through...*Dropping into the abyss below.*

CUT TO:

EXT. MISSOURI FARMHOUSE - FRONT PORCH - NIGHT

By the light of a bug lamp, a family name is illuminated on the boot mat: It is **McCoy**.

INT. MISSOURI FARMHOUSE -- BEDROOM -- NIGHT

A WOMAN'S VOICE gasps in the dark.

There is the sound of shuffling blankets... a hand reaching over to the night stand... fumbling in the dark for something.

A GAS LAMP slowly illuminates... throwing soft golden light across a BEDROOM with dormer windows.

TATIE MCCOY (40s), dressed in a beige nightgown embroidered with WHITE ROSES, sits up in bed. Her HUSBAND (40s) lies next to her, asleep.

The CAMERA moves in close on Tatie's face... *capturing an expression of dread.* She senses that her boy is slipping away.

INT. MISSOURI FARMHOUSE - KITCHEN - NIGHT

Tatie sits at the kitchen table, wearing robe and slippers. She is writing a letter.

CUT TO:

EXT. PACIFIC OCEAN - DAY

GIL
(waking up with a start)
HUH!

Still alive.

EXT. PACIFIC OCEAN --- MIDDAY

A PV-1 BOMBER named GAMBLER 17 flies over the pacific.

INT. GAMBLER 17 --- NEXT

In the cockpit of the Gambler 17 sits LIEUTENANT CHUCK GWINN (24). In the plane with him are chief radioman WILLIAM HARTMAN (22) and bombardiers HERBERT HICKMAN (21) and JOSEPH JOHNSON (23).

Hickman calls out from the back of the plane.

JOHNSON
Hey Gwinn! We got a problem!

Gwinn and Hartman turn back from the cockpit.

GWINN
What is it!

JOHNSON
Something is wrong with the sock!
It's flapping around back and forth
against the side of the plane!

Gwinn gets up and walks back through the narrow passage of the plane. Below him... there is a WINDOW built into the floor. He stops to take a glance down at the endless ocean... stretching his legs.

Down in the water... he notices a black ink stain.

He quickly drops to his knees, leaning down to get a closer look. Gwinn then rushes excitedly back to the cockpit.

GWINN
Looks like we got ourselves a leaky
Japanese sub! We may see some
action after all boys!

HICKMAN

Hell yeah!

GWINN

Ready the depth charges!

Johnson and Hickman roll out two 50 GALLON DRUMS loaded with explosive TORPEX.

EXT. GAMBLER 17 -- MOMENTS LATER

The *Gambler 17* follows north past the oil slick. On the undercarriage... the BOMB DOORS open. She lowers to an altitude of nine-hundred feet, preparing for a bombing run.

INT. GAMBLER 17 -- NEXT

Gwinn looks out the cockpit window and sees a group of MEN waving their arms... splashing in the water. Their faces are all blackened.

GWINN

Abort the bombing run! We got men down there!

HARTMAN

Are they Americans?

GWINN

I don't know yet.

EXT. PACIFIC OCEAN -- MOMENTS LATER

A group of THIRTY MEN from Dr. Hayes's group... watches as the *Gambler 17* banks around and flies toward them at a height of 300 feet. They wave their arms frantically.

EXT. GAMBLER 17 -- MOMENTS LATER

The SIDE HATCH opens and Johnson drops a LIFE RAFT, VESTS and a SONOBUOY out into the water near the group of men.

EXT. PACIFIC OCEAN -- MOMENTS LATER

Dr. Haynes swims toward the LIFE VESTS.

Brown, Cassidy and Gause are floating several hundred feet away. They are treading water, trying to keep their mouths above water because their life vests are so waterlogged.

BROWN

They found us... somebody found us...

CASSIDY

It's an angel. A goddamned angel!

Men are scrambling onto the rubber life raft.

The PV-1 is circling around again... this time DYE BOMBS are released from its belly.

INT. GAMBLER 17 -- NEXT

Gwinn is sending an URGENT RADIO MESSAGE.

GWINN

ORDER TWO DESTROYERS AT BEST
SPEED... RESCUE 150 SURVIVORS IN
LIFE BOATS...

EXT. PLAYMATE 2 -- LATE AFTERNOON

A Catalina known as Playmate 2 flies overhead near a group of FORTY MEN floating on nets. It banks down... attempting a SEA LANDING.

The sharks are circling once again... as night approaches.

INT. PLAYMATE 2 -- NEXT

Piloting the Catalina is LIEUTENANT ADRIAN MARKS (28). He screams back to his crew.

MARKS

HOLD ON! IT'S GONNA BE A ROUGH ONE!
ARE YOU BOYS SIGNED OFF ON A WATER
LANDING?!!

His crew gives him all thumbs.

EXT. PACIFIC OCEAN -- NEXT

The Catalina lowers down... SLAMMING INTO THE TOP OF A WAVE... ROCKETING UP SKYWARD 15 FEET.

The Catalina SLAMS DOWN even harder the second time.

INT. PLAYMATE 2 -- NEXT

The CREW holds on for dear life as the Catalina slams into the water a third and final time. BOLTS are popping and WATER is spewing through seams in the hull of the plane.

The Catalina rocks back and forth as if part of some wild carnival ride.

INT/EXT. PLAYMATE 2 -- LATER ON

Marks and his crew are pulling men up into the hull of the plane... lining up their naked, burned and bloody bodies in rows in the shallow pool of sea water. Some are moaning... others are screaming and laughing hysterically.

Outside... the sharks are still circling... attacking boys only moments before they are to be rescued.

EXT. PACIFIC OCEAN -- NIGHT

The USS DOYLE shines its searchlight out over the men in Dr. Haynes's group... many of them clinging to the rubber raft.

Haynes is now being hauled up the metal hull of the Doyle with a ROPE tied around his waist. Men go to help him to his feet. He immediately starts to push them away.

HAYNES

I can stand on my own!

RESCUER

Who are you?

HAYNES

This is all that's left of the
Indianapolis. We've been in the
water for four days.

EXT. PACIFIC OCEAN -- DAWN

A SEARCHLIGHT pierces the darkness over the pacific. The deep rumble of an LCVP, a high-sided, flat-bottomed craft can be heard.

In the water, Gil and his four raft-mates are still clustered together... unconscious. Brundige hears a sound and opens his eyes.

He sees the searchlight... reflecting off the clouds, blanketing the ocean with artificial moonlight.

BRUNDIGE

Look... look out there...

Gil opens his eyes and sees the great light in the sky...

BRUNDIGE (CONT'D)

They came for us... just like you said they would.

And then... as if on cue... the searchlight cuts off, leaving the boys in darkness once again.

GIL

They'll come back. They gotta work their way around to us.

A SHARK bumps the raft... trying to poke its nose through the lattice base frame.

EXT. PACIFIC OCEAN -- MORNING

Gil and the others continue to float inside the battered raft. Sharks are circling again. PLANES are circling above them.

A CATALINA SEA PLANE lowers from the sky... flying directly at them. It passes over so close that Gil can actually see the PILOT inside its clear bubble blister. *He is yelling something... pointing down at them...*

The plane then banks sharply and turns back around. On the second pass... a DYE BOMB is tossed out the hatch... EXPLODING ABOVE THEM... sending a CHARTREUSE PLUME over the water... raining down above their raft.

The SHARKS are now knocking the raft furiously. ONE OF THEM SUCCESSFULLY POKES ITS NOSE THROUGH... THRASHING VIOLENTLY... JAWS UNHINGED.

Gil and the others pull back away from the beast... screaming... kicking at it furiously. Its teeth are just six inches from Gil and Brundige's faces... the foul stench of its insides spewing out...

BRUNDIGE
MOTHERFUCKER!

After a few moments... the shark retreats... unable to tear the raft apart.

GIL
Hold on...just hold on!

The boys huddle tightly together... praying quietly.

From the horizon... almost out of nowhere... a MASSIVE SHIP suddenly appears. It is the USS RINGNESS. Gil and the boys yell at ship.

GIL
Here! Here!

MINUTES LATER

The RINGNESS has pulled as close as it dares to Gil's floating group.

A SAILOR on deck SPINS a line and tosses it out in their direction. On the end is a MONKEY FIST KNOT... a LEAD WEIGHT wrapped in TWINE. It splashes in the water less than a foot from the raft. Gil reaches over and grabs it... pulling the Monkey fist into their group like it is one of them.

Two SAILORS dive off the edge of the Ringness and begin swimming toward the raft amidst the circling sharks.

Their rescuers emerge from the water with KNIVES... and immediately begin hacking away at the straps of the boys' life jackets.

GIL
I just can't believe you found us.
You found us.

SAILOR
Just hold on, men. We've got you!

Gil is laughing... crying. The others begin to realize what is happening as the sailors tow the raft toward the waiting ship.

EXT. USS RINGNESS -- MOMENTS LATER

Gil watches from the water as his friends are loaded into a BOATSWAIN'S CHAIR, a device that resembles a child's swing, and craned up onto the ship.

Gil... unable to contain his excitement... decides to climb his way up the NET LADDER.

EXT. USS RINGNESS -- DECK -- MOMENTS LATER

Gil crawls his way up to the deck on the net ladder like some animal who has been let free from its cage.

When he reaches the metal surface... he stands up on his feet... staring across a sea of nearly ONE HUNDRED BODIES laid in STRETCHERS... some of them living, others dead... all of them wrapped in white blankets and arranged in organized rows. There is a shallow pool of salt water, blood and oil covering the deck.

Gil stands naked before them all. He is burned, covered in black oil, the outlines of his ribs and cheekbones visible through his skin. His face is swollen beyond recognition, his burned tongue protruding from his mouth, still wearing the rosary beads.

GIL

I'm alive.

He tries to take a step forward...and stumbles to the deck.

INT. USS RINGNESS -- SHOWER -- MOMENTS LATER

Gil awakens to find himself under a SHOWER of warm water. Men are scrubbing the oil from his body. The pain is excruciating... but he does not care.

SAILOR

You're the last one out of the water, boy. How you feeling?

GIL

Better now. Much better.

INT. USS RINGNESS -- CREW QUARTERS -- MOMENTS LATER

Gil is now laying on a BUNK in the CREW QUARTERS. A MEDIC is holding a METAL SPOON in front of his mouth... filled with WATER.

MEDIC

This is sugar water. It's all we
can give you right now... 'cause
your stomach has shrunk down real
small.

The Medic slides the spoon over Gil's swollen tongue... and the sugar water goes down his throat. It is the first thing he has had to drink in nearly five days.

As he takes each tiny gulp of water from the spoon he looks over to the other bunks, searching for faces of his friends. There... several feet away... is Payne. The two men make eye contact. Payne looks at Gil with an expression of deep gratitude.

PAYNE

Couldn't have made it without you.
I'm gonna tell my kids...

INT/EXT. USS RINGNESS -- VARIOUS -- NEXT

A MONTAGE of images from the USS Ringness follows:

- Medics rub VASELINE over the boys to clean off the oil.
- Even the OFFICERS from the Ringness lend a hand tending to the boys. A SAILOR looks up surprised to be cleaned up by a CAPTAIN.

SAILOR

(to Captain)

Thank you, sir.

- A WHITE BLANKET is used to cover a dead boy whose legs and arms have been bitten off by sharks.
- A line of oil-covered MEN sit naked on WOODEN STOOLS in the SHOWER as buckets of DIESEL FUEL are poured over them. They scream out in agony as Sailors begin to scrub the oil from their skin.
- A DEAD BOY, his body burned beyond recognition and flesh chewed to the bone by sharks, is laid down on a stretcher. His DOG TAG is removed and placed in a PLASTIC BAG.

- MCVAY is placing ORANGE WEDGES in some of the men's mouths.
- A MEDICAL OFFICER peels a flap of SKIN from the finger of a SEVERED HAND. He then places the flap of skin into a cleansing solution. - The flap of skin is then dabbed onto a pad of INK and stamped onto a WHITE FORM to identify the body from which it came..
- A YOUNG MAN rolls over in his bunk... screaming... emerging out of some nightmare.

EXT. USS RINGNESS - MAIN DECK - EVENING

The three hundred or so survivors are lined along the deck, covered in blankets, their wounds dressed. The OFFICERS from the Ringness are bloodied from the work of the day, and are retiring back to Officer's Country.

CAPTAIN MEYER, Commander of the Ringness, spots McVay sitting in the middle of his men, a navy blanket wrapped around him.

CAPTAIN MEYER

(to McVay)

They're serving dinner up in the wardroom.

McVay's eyelids blink slowly, looking distant.

CAPTAIN MEYER

Come and join us, Captain. There's hot roast beef.

MCVAY

No, thank you. I'll stay here.

INT. USS RINGNESS - OFFICERS WARDROOM - AN HOUR LATER

From the cozy dining room windows, the other OFFICERS eat quietly, but each in his turn sneaks a glance at McVay. still on the deck with his boys, his head hung low.

EXT. NAVAL TRANSPORT BARGE -- NEXT MORNING

The CAMERA moves over a large TRANSPORT BARGE escorting the survivors toward the USS *Tranquility*. Some men are now up and moving around... sitting upright and laughing.

Mike Kuryla, Gause and young Gus Kay have been reunited. Their legs are all bandaged and Kay has an eye patch over his right eye. All are in good spirits.

The CAMERA arrives at an UPPER DECK... where Gil finds Brown laying on a cot. Brown looks up at him and smiles.

BROWN
How was your swim?

GIL
Probably 'bout the same as yours.

BROWN
Everybody else looks like
hell...you look better. What
happened?

Gil shrugs.

GIL
I don't know. Just stayed alive.

BROWN
Find me a beer, willya?

Gil nods and goes in search of a beer.

INT. USS RINGNESS -- CAPTAIN'S OFFICE -- NEXT MORNING

McVay is dressed in a borrowed uniform and reads a dispatch while Captain Meyer watches from behind his desk.

CAPTAIN MEYER
As you see, I've yet to include any
reference to zigzagging.
(beat)
I'll let you decide how you'd like
to handle that.

McVay hands the paper back and coldly looks at Meyer.

MCVAY
I stopped zigzagging. It was my
prerogative.
(anger rising)
What I don't see in this report is
why we were left alone for five
days. Why nobody was looking for
us. One day sooner we might've
saved a hundred lives. Two days
twice that many.
(voice trembling)
'The hell happened?

CAPTAIN MEYER

I don't know.

McVay rises stiffly, his body still suffering from the ordeal.

CAPTAIN MEYER

Careful, Captain...Shit's hitting the fan...Navy called for a press blackout.

MCVAY

(confused)

I was told there'd be a news conference in Guam.

CAPTAIN MEYER

But how much of it will actually make it in the papers?

INT. CINCPAC HEADQUARTERS -- DAY

At CINCPAC HEADQUARTERS on Guam... McVay sits at a table in between Admiral Spruance and ADMIRAL ERNEST KING (50s). ADMIRAL CHESTER NIMITZ (50s) sits at the end. There is a bank of MICROPHONES in front of them.

A group of several dozen REPORTERS have assembled in front of them.

REPORTER #1

What caused the USS *Indianapolis* to sink?

NIMITZ

She was hit with two torpedoes on the starboard side by a Japanese submarine. She sank in a matter of twelve minutes.

FLASHBULBS are erupting... one after the other.

REPORTER #1

How many casualties?

Nimitz looks over at King.

KING

1,196 men killed. 317 survivors. That's all you can print. And no mention of sharks.

Another Reporter stands up.

REPORTER #2

Captain McVay, your men were left abandoned in the water for nearly five days. That seems like an extraordinarily long amount of time. What would be the normal amount of time be... before you should have been reported overdue?

McVay looks over at his superiors, deciding how he is going to answer the question.

MCVAY

A ship like the Indianapolis practically runs on a train schedule. By noon on Tuesday, that would be thirty-six hours after the sinking, they should have radioed to find out where we were.

McVay glares directly at Nimitz and King when he says this.

REPORTER #1

According to my sources, your distress message was received in Leyte immediately after the sinking by a sailor named Clair Young. Mr. Young went to his superior officer, who decided not to reply, and then went back to sleep.

King and the others just stare back in silence. McVay's eyes darken, his mouth opens, but he decides not to speak. Navy is family, and family doesn't air their dirty laundry in public.

The REPORTER, tries to press McVay further.

REPORTER #1

A second message was received at Tacloban. They sent tug boats out to rescue you guys, but a superior officer called them back to harbor. My source says he was angry that the tugs were sent without his authorization.

(looking up)

How do you feel about that?

McVay looks down at his shaking hands, the whole room waits anxiously.

MCVAY

(quietly)

I feel responsible...each of the one thousand, one hundred and ninety-six deaths. As well as what the rest went through.

(beat)

I was their Captain.

Admirals King and Nimitz react stoically to McVay's statement.

INT. CINCPAC HEADQUARTERS -- LATER ON

After the conference, Nimitz and King are huddled in the corner together. Spruance arrives next to them.

KING

...he wasn't zigzagging.

SPRUANCE

We both know the zigzag maneuver is bullshit-- says in protocol he doesn't have to do it at night. It's Captain's discretion.

KING

It's the greatest disaster in the history of the US Navy.

(beat)

The public will kick and scream-- cast a shadow over us in the final hours of the war. We don't need a public relations fiasco. We should be celebrating-- we delivered the Goddamned atom bomb.

(beat)

McVay said it himself. It was his fault.

EXT. QUONSET HUT -- CINCPAC HILL - LATER THAT DAY

McVay stands outside of the QUONSET HUT... smoking a cigarette. He stares off down the road... where several NATIVE CHILDREN are throwing WATER BALLOONS at passing trucks. A smile forms on his face.

Spruance comes out of the hut, carrying his hat.

ADMIRAL SPRUANCE

Looking for you, Charles. I found that Bob Hope film you were looking for.

MCVAY

Thanks. The boys'll appreciate it. Kind of left them hanging on that last reel.

Spruance pulls his cap on, looks slightly uncomfortable.

ADMIRAL SPRUANCE

I also reached your father. Delivered the message you wrote.

MCVAY

Was he well?

ADMIRAL SPRUANCE

I assume so.

(beat)

He gave no reply.

McVay nods like he didn't expect one. He finishes his cigarette, and grinds it into the pavement.

MCVAY

Thanks for sending it.

ADMIRAL SPRUANCE

(changing the subject)

They've decided on a target for the atom bomb. It'll happen at dawn.

MCVAY

Where?

ADMIRAL SPRUANCE

Hiroshima.

(shrugs)

They had a plane scouting another city, but the weather was bad...On the way back, the clouds opened up and there she was...one hell of a sunny day.

MCVAY

(blankly)

Hiroshima.

ADMIRAL SPRUANCE

Should be quite a show.

INT. BASE 18 HOSPITAL - COMMISSARY - LATE AFTERNOON

The FILM PROJECTOR is being set up for the movie. The survivors from the Indy come streaming in, eager to see how the movie finishes.

EXT. TINIAN ISLAND -- WAREHOUSE -- LATE AFTERNOON

The CAMERA tracks along behind a DOLLY TRUCK as it is carted out of the warehouse on Tinian. Mounted on it is LITTLE BOY... the ATOMIC BOMB.

Standing among a group of SCIENTISTS... seeing their creation off... is ROBERT FURMAN.

SCIENTIST

Where is your better half?

FURMAN

He's over on Guam.

INT. BASE 18 HOSPITAL -- NEXT

Haynes pushes his wheelchair towards the Commissary to see the movie. We SEE Bob Gause and Brown horsing around on their way in. Standing in the corridor among a group of men is JAMES NOLAN. He and the doctor make brief eye contact.

HAYNES

I remember you.

Nolan doesn't remember Haynes.

NOLAN

Have we met?

HAYNES

The *Indianapolis*. You hit your head. I treated you.

NOLAN

Right.

(beat)

What happened to you guys? I heard you ran into some trouble.

HAYNES

You could say that.

NOLAN

Good thing I made it off the boat
when I did.

Haynes looks at him coldly, and pushes on, into the commissary.

INT. TINIAN ISLAND --- AIRPLANE HANGAR - NEXT

The CAMERA moves through an AIRPLANE HANGAR on Tinian. LITTLE BOY is sitting on the cart... waiting to be loaded into a B-29 BOMBER parked behind it. It's the ENOLA GAY.

Furman sits before the bomb with a SMALL PAINT BRUSH. On the side of its round metal surface he has painted the following words:

THIS ONE IS FOR THE BOYS OF THE USS INDIANAPOLIS...

INT. BASE 18 HOSPITAL - COMMISSARY - CONTINUING

The film is nearly ready for screening. McVay watches the men from the back of the room, survivors staying in the groups that were together in the water...groups that would stay together forever.

Except for McCoy. Gil is sitting by the window looking out at the water.

ON GIL AND MCVAY

MCVAY

(re, looking out at the
sea)

Wondering if we missed anybody?

Gil turns and salutes.

MCVAY

At ease, McCoy. I've been doing the same thing. Keep thinking there's got to be more.

GIL

I'm sure they got everybody that was still alive, sir.

Gil sees that McVay is suffering the loss of the men.

GIL

I heard what you said at the press conference. We all did.

(beat)

You were a good Captain.

McVay nods politely. He looks out the window and sees Spruance and Admiral King talking at the edge of the lawn.

MCVAY

(quietly)

I think they're going to put it to me.

GIL

(in disbelief)

The Navy wouldn't do that. Probably give you a medal.

McVay smiles and changes the subject.

MCVAY

I'm gonna need a driver the next week or so. You feel up to that?

GIL

(happily)

Yes, sir. I feel fine.

Haynes rolls up in his wheel chair.

HAYNES

McCoy, I got a letter for you.

Haynes hands him a letter from a bag slung over the back of his chair.

GIL

(looking at the letter
with relish)

Thank you, doc.

(to McVay and Haynes)

Excuse me.

We follow Gil as he walks out to the hallway so he can read the letter in private.

EXT. TINIAN AIRSTRIP -- DAWN

The *Enola Gay* takes flight from the TINIAN AIRSTRIP at dawn.

INT. BASE 18 HOSPITAL - COMMISSARY - NIGHT

The light of the film projector flickers on screen. REEL FIVE of *Give Me A Sailor* begins to play. The OFFICERS, including Spruance, Nimitz, and King, watch the movie from their own table.

The survivors of the *Indianapolis* are huddled on the commissary floor, drinking beer. McVay sits in the middle of them.

INT. BASE 18 HOSPITAL - HALLWAY OUTSIDE COMMISSARY

Gil reads the letter from his mother. We hear his mother's voice as he reads.

TATIE MCCOY (V.O.)

Dear Gil, I woke up from a nightmare tonight and decided to write you. I've been having them a lot lately.

INT. ENOLA GAY -- EARLY MORNING

The CAMERA moves through the cargo hold of the *Enola Gay*. LITTLE BOY is behind loaded into position by the flight crew.

TATIE MCCOY (V.O.)

I dreamt that you were wet and cold, and feeling alone. Like the world had abandoned you.

INT. BASE 18 HOSPITAL - COMMISSARY - WATCHING THE MOVIE

The men laughs wildy at the inane shenanigans of Bob Hope and Martha Raye. McVay watches with sober eyes.

TATIE MCCOY (V.O.)

I know that some of the things you've done make you feel badly, son. I can hear it in your voice, and feel it in my bones.

EXT. ENOLA GAY -- MORNING

The BOMB HATCH doors on the *Enola Gay* drift open, and the bomb is released into the clouds.

TATIE MCCOY (V.O.)
Well, as your mother, I am here to
tell you that the sins you may have
committed on your journey... you're
going to leave them behind.

The CAMERA follows the bomb in its descent toward Hiroshima.

TATIE MCCOY (V.O.)
Because these sins don't belong to
you alone. They belong to us all.

INT. BASE 18 HOSPITAL - HALLWAY OUTSIDE COMMISSARY

Gil finishes the letter, folds it carefully and puts it in
his pocket.

TATIE MCCOY (V.O.)
Come home soon. Love Mom.

Gil closes his eyes tightly.

INT. BASE 18 HOSPITAL - COMMISSARY - ON THE SCREEN

Bob Hope corners Martha Raye against the wall... realizing
his undying love for the former ugly duckling.

RAYE
*Oh... I can't explain it, Jim. But
kiss me... and you'll find out.*

HOPE
Oh... all right.

He kisses her passionately.

The men of the *Indianapolis* erupt into APPLAUSE at the film's
conclusion.

DISSOLVE TO:

V-J DAY - CELEBRATION - STREETS OF SAN FRANCISCO - DAY

A ticker tape parade is underway to celebrate Japan's
surrender. PEOPLE jam the streets, military men and civilians
alike. Everyone is deliriously happy that the war is over.

A title card reads, "V-J Day August 15, 1945"

CUT TO:

A WEEK LATER - STREETS HAVE RETURNED TO NORMAL

MEN and WOMEN going to work, cars and trucks zooming along the hillside streets...the war, though still felt, is behind them. We HEAR AN AIRPLANE overhead, making it's descent.

Coming across the street, wearing a crisp gray uniform and carrying a briefcase is MCVAY. He comes right at us until he meets LOUISE, waiting on the sidewalk. He sets his briefcase down and they look at each other a moment-- her trying to see how damaged he is, and him, trying to conceal it.

LOUISE

Hello, Charlie.

MCVAY

Hello, honey. Sorry we couldn't meet at the airport, they had some papers for me to sign.

LOUISE

I don't like airports much anyway.

MCVAY

You look wonderful.

She's wearing a summer dress, face full of freckles, hair bleached from the sun.

LOUISE

I was beginning to think you weren't gonna make my party.
(holding back the emotions)
All that work I did.

MCVAY

I told you I'd be there.

McVay's eyes finally rest directly on hers and she sees how bad it was...and how broken he is.

LOUISE

Can we go home now?

MCVAY

I'd like that very much. I have a terrific thirst for Tequila.

LOUISE

You've come to the right girl.

He picks up his bag and takes her hand. Together they walk slowly down the bustling city sidewalk, heads held high, shoulder to shoulder...until they disappear into the crowd.

FADE TO BLACK:

A TITLE CARD SCROLLS

Captain Charles Butler McVay III was court martialed, the official charge being, "hazarding his ship by failing to zig-zag." He would never command another ship and received hate mail from the families of the victims for the rest of his life. McVay committed suicide on November 6, 1968. He was seventy years old.

John Spinelli moved to New Mexico with wife and child, became a butcher, then worked for thirty-seven years reading utility meters.

Mike Kuryla, followed his father's footsteps and worked for a construction company in Chicago.

Ed Brown became a traveling salesman in California for the auto industry.

Bob Gause returned home to Florida where he became a commercial fisherman, and part-time shark hunter.

Dr. Haynes went on to successful career in military medicine, even serving in Vietnam, before leaving the service in 1978.

Giles McCoy became a chiropractor in Missouri, earned a doctor of osteopathy degree, and devoted his life to helping other people.

...On October 12, 2000, at the urging of many of the survivors, Congress passed an amendment exonerating Charles Butler McVay III.

ANOTHER SCROLL BEGINS "LOST AT SEA DURING THE SINKING OF THE USS INDIANAPOLIS"

Abbott, George S., S1

Acosta, Charles M., MM3

Etc...(all of the 1,196 men)