

**LAST MAN**

By

David Ayer

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*Then I hear the voice of the Lord saying,  
"Whom shall I send? And who will go for us?"  
And I said, "Here I am. Send me!"*

Isaiah 6:8

A field of foreign stars glistens like diamonds on black velvet.

SUPER CRAWL: 120 Years from today...

*The United States had established seven colonies stretching toward the galaxy's center. The times were prosperous, the hopes limitless. We thought the universe was ours alone. We were wrong. First contact was a devastating surprise attack, an alien race known as the "Lupes wiped out three of our seven colony planets. So began a twenty year war with a ruthless enemy determined to destroy Mankind. With both sides deadlocked along a Demilitarized Zone and exhausted of troops and resources. American and alien negotiators are close to signing a peace treaty and ending the futile bloodshed. The war could end any day...*

The stars distort and bend as an ASTRONAUT'S VISOR ENTERS and FILLS FRAME. [NOTE: We can't see the face behind it. And it sure ain't human.]

We're still on the shiny curved visor and its reflected field of stars as something man-made is mirrored in the visor. It grows larger...

It's a deep space SURVEILLANCE SATELLITE covered with sensors and antennas. Drawing closer, the Satellite fills the visor, and thereby most of frame -- We see the reflected arms of the astronaut reach out and grasp it...

We see this in the visor reflection: His hand opens a maintenance panel with a US flag on it. Inside, fiber-optic cable bundles glow. The hand reaches in and cuts them. The severed fibers wave like a sea anemone's fingers...

The Astronaut pushes off -- We see the satellite's reflection receding. The Astronaut has drawn a pistol. He presses it to the side of the visor and...

Fires a shot -- Spider-webbing the visor with cracks. The helmet spins out of frame. Mission accomplished.

An empty starfield again. CAMERA PANS -- To find a massive but damn fast STARLIFTER transport with US AIR FORCE stencilled on its grey hull.

WE FOLLOW IT -- As it approaches the hot blue sun of this system. It suddenly fires its retros and veers toward JEFFERSON, an orange dustbowl of a planet...

(CONTINUED)

1 CONTINUED:

A large temperate moon named NYX reveals itself in Jefferson's orbit. We follow the Starlifter into Nyx's atmosphere, its heat tiles glow from entry...

Now mountains and valleys spread before us. The big transport approaches a small military base with a long black runway. It draws closer until:

THE SCREEN IS BLACK -- SUPER: DECEMBER 24, 2113

WE HEAR CLUNKS and WHINES. The Starlifter's loading ramp opens, spilling in light...

2 INT. THE SPEAK - STARLIFTER CARGO BAY - DAY 2

The cavernous bay is empty except for one man, CAPTAIN CODY, silhouetted by sunlight, a worn carbine and pack on his shoulder. He steps off the ramp...

3 EXT. THE SPEAK - TARMAC - DAY 3

Hard-core and deadly, Cody crosses the tarmac in his worn uniform. The most decorated Marine alive, his chest has an impossible amount of ribbons earned in twenty years of brutal combat.

His cold eyes take in the tiny base -- The blast walls and prefab buildings are adorned with Christmas decorations. A hand painted sign reads: "Welcome to Camp Speakman Home of Reserve Marine Security Detachment Nyx." It's a lonely backwater, a forgotten corner of the war.

4 EXT. THE SPEAK - SPORTS FIELD - DAY 4

MARINES play football. More Marines cheer from the sidelines. They're just kids, male and female, in their late teens. None have seen combat. They belong to JOKER COMPANY, the base's security company.

The quarterback is LIEUTENANT DAVE NICHOLS (23) an All-American nice guy, intelligent and irreverent, he always finds the easy way out.

NICHOLS

Hike! Fresh! Go deep!

His best friend LORD FRESH, six foot seven and buff as hell, shoves rival players out of his way. Nichols falls back as the pocket collapses...

(CONTINUED)

LORD FRESH  
Throw it already! I'm open!

Nichols throws the ball in a tight spiral -- It heads for Lord Fresh's hands...

Staff Sergeant ZAVALA leaps out of nowhere and intercepts. She storms up the field, dodging and slipping every tackle...

Lord Fresh charges after her knocking Marines aside like bowling pins...

Nichols runs after Zavala, he dives, grabs her leg -- Zavala twists as she falls, the ball breaks the plane. Touchdown. The crowd goes nuts.

ZAVALA  
That's game.

Zavala Helps up Nichols. Nichols shoots Lord Fresh a look.

NICHOLS  
Fresh. What the hell? That was cash in the basket.

LORD FRESH  
Hers maybe. You threw it right to her.  
What? You did.

They'll agree to disagree.

A NAVY MECHANIC grills hot dogs as ANOTHER MECHANIC plays guitar. A pair of F-2 SPACEFIGHTERS, battered old war-horses, sit in B.G. Cody approaches, SEES the Chief Mechanic, COOTER, sipping a beer in a Hawaiian shirt and plush bunny ears.

CODY  
The hell's this?

Cooter smoothes his bunny ears and grins.

COOTER  
PX was out of Santa hats.

CODY  
No, all this.  
(gestures RE: the party)  
Not exactly a combat footing.

(CONTINUED)

5 CONTINUED:

COOTER  
What? Here? This is the forgotten  
asshole of the universe. Bad guys've  
been gone like five years.

CODY  
Goddamned land of milk and honey.

COOTER  
Yessir. This war's done. Stick the  
mother of all forks in it.

Cooter tosses him a beer.

COOTER (CONT'D)  
New here, ain't you?

CODY  
Yeah I'm new.

Cooter realizes something, suddenly starstruck...

COOTER  
I know you. You're that guy. Jesus.  
Welcome aboard.

Cooter jumps up, gives Cody a beer and shakes his hand  
vigorously. Cody pulls his hand away, shakes it out.  
Embarrassed.

6 OMITTED

6

7 EXT. THE SPEAK - SPORTS FIELD - DAY

7

Hungry Marines mob a picnic table of pizzas.

NICHOLS  
Have a slice, Syl.

ZAVALA  
Negative. Pizza's not warrior food.

DOLLAR, a slick player from Brooklyn holds court as  
SPACEPIMP, a silly young wannabe cuddles his hot NAVY  
GIRLFRIEND. Dollar nods at up planet Jefferson a big orange  
disk in the sky.

(CONTINUED)

DOLLAR

Think about it. Three planets got totally freakin' smoked. Houses, buildings, schools, factories and what not. It'll take a zillion construction guys to rebuild everything. All getting paid with no way to spend it.

LORD FRESH

Like us.

DOLLAR

Not like us. They make bank.

LORD FRESH

Nichols makes bank.

NICHOLS

Sure, bro. The ninety extra bucks a week I get to babysit you guys?

DOLLAR

Please, Lieutenant. The men are talking.

NICHOLS

Then why's your mouth moving?

Dollar gives him the hand.

DOLLAR

Anyways. I'm buying a Starlifter, right? And filling it with broads and liquor. I'll take it around the colonies. Selling stuff that sells itself.

UNDERWEAR is an uptight skater-type.

UNDERWEAR

You're high if you think the Feds'll let you turn a military heavy transport into an interstellar whorehouse.

Zavala rolls her eyes. Checks her watch.

ZAVALA

That's weird. Usually takes longer for the conversation to bottom out. I'm gonna work out.

She grabs her things.

(CONTINUED)

NICHOLS

But this is a mandatory voluntary activity.

ZAVALA

Goodbye, Lieutenant Nichols.

NICHOLS

Fine. Go overachieve elsewhere.

She salutes him and heads off.

DOLLAR

So who's in? Who want's to get paid?

NICHOLS

I got other plans. But I wish you success. I really do.

SPACEPIMP

Yo, it's mandatory I be involved. My game's so strong I pimp pimps.

DOLLAR

You can be the DJ.

SPACEPIMP

Hell to the yeah. Serving thump in the Champagne room. You down, mommy? Get you paid in the pimpship.

GIRLFRIEND

You guys are so stupid. Yeah. I can give you all VD shots.

DOLLAR

Fresh, you in?

LORD FRESH

If I can be head of security. Post up mafia style. Armani suit and Ray Bans.

NICHOLS

What about our thing?

(to the others)

We're opening a sports bar.

LORD FRESH

We're on. Don't trip. Any way I go, bro. Legit or crime-style, I'm gonna be famous.

(flexes, kisses his arm)

(MORE)

(CONTINUED)

LORD FRESH (CONT'D)

Sixteen inches. Bam. Bam. Welcome to the gunshow. Too pretty to live.

GATOR

Easy there, Brag-a-saurus Fresh.

GUNNY TWO TIMES, a by-the-book older Marine approaches wearing a Santa suit, a bag over his shoulder.

NICHOLS

Guys, act serious. It's Gunny. I don't want to hear his lifer bullshit.

LORD FRESH

Ho-ho-ho, bitch!

Nichols elbows Lord Fresh in the ribs.

LORD FRESH (CONT'D)

I mean "Ho-ho-ho, Gunnery Sergeant."

Gunny eyes the Marines suspiciously.

GUNNY TWO TIMES

Merry Christmas, Marines.

GATOR

Treaty signed yet, Gunny? Gotta get on home. My papa's roastin' me a hog.

GUNNY TWO TIMES

I'm sure they'll let us know, Gator.

LORD FRESH

What'ya get me for Christmas, Gunny?

Gunny digs in his sack...

GUNNY TWO TIMES

All out of common sense. How about some socks? Combat, anti-fungal two each. A United States Marine can never have enough socks.

He tosses an underwhelmed Lord Fresh a pack of socks.

LORD FRESH

Wow. I'll put these with my other million pairs.

Gunny sees Spacepimp nibbling his Girlfriend's ear.

(CONTINUED)

GUNNY TWO TIMES

At ease, Spacepimp! Make war not love!

Busted. Spacepimp braces. Nichols gives Spacepimp a "What the Hell" look.

SPACEPIMP

Aye-aye. Gunny.

The conservative Marine disapproves of Nichols friendly style with his charges. Quietly:

GUNNY TWO TIMES

You should be in control of your Marines, sir.

NICHOLS

It's like herding cats, Gunny.

GUNNY TWO TIMES

Then be a dog, not another cat. Lieutenant.

NICHOLS

Good advice. Should come in handy for the ten more minutes the war lasts.

Gunny fumes.

GUNNY TWO TIMES

By your leave, sir.

Gunny salutes and walks away. CANTRELL, Nichols' pretty young radio operator, comes running with Nichols' uniform jacket and hat.

CANTRELL

Sir, the new Captain's waiting for you in Bravo Hanger.

NICHOLS

Captain Superhero? He's here?

CANTRELL

Landed twenty minutes ago.

Nichols rushes to his Carry-All, a small 4-wheeled utility vehicle.

NICHOLS

He's gonna kill me.

(CONTINUED)

7 CONTINUED: (5)

CANTRELL  
That's a possibility, sir.

8 EXT. THE SPEAK - HANGER - DAY

8

Cody paces impatiently, massaging his shoulders and shaking out his hands. They seem to be in pain. Nichols pulls up in his small 4-wheeled CARRY-ALL.

NICHOLS  
Captain Cody?

CODY  
Depends who's asking.

Nichols gets out. Finds himself staring at his chest of combat medals.

NICHOLS  
Lieutenant Nichols, sir. This is so awesome. Nothing ever happens here. Cooter, hook me up.

Nichols tosses Cooter a camera, grins and leans into Cody. Cooter takes the picture. Tosses back the camera.

NICHOLS (CONT'D)  
I'm gonna send that to my dad. He'll never believe I met you.

CODY  
You done, Lieutenant?

NICHOLS  
Let's get you to the quarterdeck and signed in. I got that, sir.

Nichols reaches for Cody's bag. Cody's look says touching it would be a lethal mistake.

NICHOLS (CONT'D)  
Guess I don't.

9 EXT. THE SPEAK - DAY

9

Nichols and Cody in the Carry-All. Cody sips beer, feet up.

NICHOLS  
Who'd you piss off to get sent here, sir?

(CONTINUED)

9 CONTINUED:

CODY

Everyone.

Nichols eyes the battered carbine in Cody's lap.

NICHOLS

Let's get that checked into the armory.

Cody gives him that look again. A beat. Nichols notices "HATE" tattooed on Cody's knuckles.

NICHOLS (CONT'D)

Bet the other hand says "love."

Cody shows him -- It too says HATE.

CODY

What's your name?

NICHOLS

Nichols. Lieutenant Nichols.

CODY

Your first name.

NICHOLS

Dave.

CODY

Dave?

NICHOLS

Yessir.

CODY

Dave, I want two things. A steak. And a bunk.

10 INT. THE SPEAK - OFFICER'S MESS - DAY

10

Cody alone, eating a steak. The entire wall behind him is a giant TV screen playing the Armed Forces News. VARIOUS SHOTS of TOP GENERALS and ALIEN NEGOTIATORS, HONOR GUARDS, COMBAT FOOTAGE and a title: "Countdown to Peace."

[NOTE: The Aliens are blocked or offscreen. We only get impressions at this point.]

REPORTER

Still no official word, but both delegations remain inside the New Carolina conference building.

(MORE)

(CONTINUED)

10 CONTINUED:

REPORTER (CONT'D)

In what has to be the longest session yet. Space Com sources tell me it could really be any time now. The mood here is one of anticipation, almost festive.

ANCHORWOMAN

I have my Champagne ready.

REPORTER

I think we all do.

Cody removes earplugs from his pocket and puts them in.  
Resumes hacking at his steak.

11 EXT. THE SPEAK - TARMAC - SUNSET

11

Nichols and Zavala walk carrying giftwrapped presents. The base commander, COLONEL VANDERBILT pulls alongside in his Carry-All. He's a friendly babyfaced fratboy. Nichols and Zavala salute.

NICHOLS

Hey, Colonel.

COLONEL VANDERBILT

Dave, make sure Captain Cody gets to the Christmas party. I'm dying to meet him.

NICHOLS

Of course, sir.

(then)

Hey, Colonel. Why'd they send the most decorated Marine ever to Planet Yawn?

COLONEL VANDERBILT

Since it's the bottom of the ninth, Spacecom doesn't want any, uh, "incidents." We'll keep him out of trouble.

Vanderbilt grins and drives off.

NICHOLS

"Incidents?"

ZAVALA

Pretty much everyone he's fought with is dead. Fought in every major battle. Dropped on New Carolina. Fought on K'Sar. So is he cool people or what?

(CONTINUED)

NICHOLS  
He's a dick, Sylvia.

ZAVALA  
So are you. At least he's earned the  
right.

IN B.G. SEVERAL HUNDRED MARINES board the Starlifter that  
brought Cody. Nichols watches them shuffle up the ramp.

NICHOLS  
How come they get to go home first?

ZAVALA  
Hmmm. Because they've actually shot at  
bad guys?

NICHOLS  
Hey. I've done my share.

ZAVALA  
Of paperwork.

NICHOLS  
My paperwork kicks ass.

12 INT. THE SPEAK - CODY'S ROOM - NIGHT

12

A KNOCK. Then Nichols cautiously pushes open the unlocked  
door. Sees beercans scattered on the floor.

NICHOLS  
Captain Cody?

Nichols sees Cody asleep on the bed, shakes him...

NICHOLS (CONT'D)  
Captain?

Cody explodes awake -- WHAM! -- Rock ribbed and sinewy he  
hurls Nichols against a locker and clamps a beefy hand around  
his throat. Nichols breaks his grip and tries to escape.  
But Cody throws him on the floor, pinning his head with his  
knee. Half-asleep and on autopilot, Cody pulls a knife...

NICHOLS (CONT'D)  
Wait! Captain! Stop! Don't!

Cody snaps out of it. Looks at his knife, contrite. He  
stabs it in the locker and helps Nichols up.

(CONTINUED)

CODY  
Shouldn't be waking people.

NICHOLS  
Good. We're clear on that.

CODY  
What kind of Marine are you? You  
should'a stomped my brains out.

NICHOLS  
Next time, sir.

Nichols SEES Cody's torso is covered with tattoos -- They end abruptly at his shoulders where transplant arms have been grafted. Cody shakes empty beer cans until he finds one half-full and drinks it. He looks at Nichols -- "Well?"

NICHOLS (CONT'D)  
Yeah, uh... The Commanding Officer wants  
you attend our little Christmas party.  
There'll be decorations and punch.

Cody flicks the rank bar on Nichols' collar.

CODY  
This just bling to you, smartass?  
Bet'cha can't wait to stop pretending and  
quit the Corps.

NICHOLS  
Are you psychic? Not that I minded being  
drafted. Dragged out of my college dorm  
by MPs. The funny clothes and bad food.

Cody looks at Nichols, shocked by his blasphemy. He points  
at the door -- "Go."

NICHOLS (CONT'D)  
I'll be right outside. Captain, sir.

Nichols exits with a smirk.

Disco lights. Music THUMPS. Young SAILORS and MARINES drink and dance. The Marines of JOKER COMPANY cluster together. Zavala, Lord Fresh, Underwear, Dollar, Spacepimp and his Navy Girlfriend. Gator makes Jack and Cokes. Cantrell joins them, the Lance Corporal looks amazing in a tight dress.

(CONTINUED)

DOLLAR

Yo, Cantrell. I didn't know you were fine.

CANTRELL

'Cause I wear garbage bags all the time.

GATOR

Have a seat right here on ol' Gator's lap. We'll sip us some whiskey and break us some fraternization regulations.

CANTRELL

I got a man. A man. As in not a little boy. Like you guys.

DOLLAR

I take it back, that dress makes your ass look big.

SPACEPIMP

I like a big ass.

GIRLFRIEND

Please don't talk anymore. You're killing it.

His Girlfriend slaps a hand over Spacepimp's mouth and drags him onto the dance floor. Nichols and Cody enter. Cody's carbine hangs conspicuously around his neck. Nichols leads him over. A starstruck Zavala is all over Cody.

ZAVALA

Captain. It is truly an honor to meet you, sir.

CODY

Who the hell are you, sugar lips?

ZAVALA

Staff Sergeant Zavala, Captain. I skipper Joker Company's weapons platoon.

CODY

Where's the booze?

GATOR

I got you, sir. Little bourbon and Coke?

CODY

A double, Marine.

A disappointed Zavala whispers in Nichols' ear...

(CONTINUED)

ZAVALA

You were right.

Gator hands Cody his drink. The young Marines eye Cody and pass judgement.

UNDERWEAR

That's him? The war hero guy?

LORD FRESH

He ain't shit. I could take him.

DOLLAR

I heard he was a Lupe prisoner of war.

UNDERWEAR

Lies, bro. Lupes don't take prisoners.

LORD FRESH

Why's he strapped?

DOLLAR

I'm standing behind you, Cantrell. In case he starts lighting people up.

CANTRELL

Thanks, Dollar.

DOLLAR

Hey, you think Nichols shaves yet?

UNDERWEAR

Nichols, you shave yet?

NICHOLS

Just my legs. Guys, this is Captain Cody, our new combat operations officer.

UNDERWEAR

'Cause we really need one. Only enemy here is boredom.

Cody looks at Underwear. The other Marines, unimpressed.

DOLLAR

Sir. This is Camp Snoopy. You don't need a weapon.

CODY

Hate to need it and not have it.

UNDERWEAR

Oh, God. It's the Skipper.

(CONTINUED)

NEW ANGLE -- COLONEL VANDERBILT approaches.

NICHOLS

Don't be douchebags. For once.

Colonel Vanderbilt heads right for Cody and vigorously shakes his hand, starstruck by the great warrior.

COLONEL VANDERBILT

Welcome aboard, Captain. We're no combat brigade but we have some damn fine Marines here.

CODY

Colonel, these chuckleheads wouldn't last three seconds in a real gunfight.

Cody's had enough. He storms off towards the exit.

CODY (CONT'D)

Make a hole! Make a goddamned hole!

Nichols smiles at the Colonel.

NICHOLS

He's a little salty, sir.

COLONEL VANDERBILT

I see that.

ZAVALA

Go. You're the babysitter.

Nichols sighs and takes off after Cody.

Nichols exits. Finds Cody sitting on a blast wall, his carbine across his knees.

NICHOLS

Captain? You cool?

CODY

I hate it here.

NICHOLS

We all do, sir. But at least no one's getting killed.

CODY

Maybe that's the problem.

(CONTINUED)

Nichols looks at Cody like he's a martian. Cody's arms are acting up, he shakes out, in great pain.

NICHOLS  
Transplants?

Cody nods: yes.

CODY  
Lupes shot mine off. Got these, now all infected. Docs say they're poisoning my blood. Gonna kill me.

NICHOLS  
Get the prosthetics. They're badass. Seen a guy throw a hundred yard pass like nothing.

CODY  
Negative, son. They're a combat disqual. They can't take me off the line.

Nichols wondering what's wrong with this guy.

NICHOLS  
Look around. They already did.

A long beat. As Cody faces his situation. Nichols sees Cody for what he is, a weary broken man.

Cody meets Nichols' gaze, sees the pity in his. Cody glares back. Nichols sees he's still damn dangerous, he swallows and looks away. Then...

An ALARM sounds. The gym's doors burst open and the partygoers pour outside. Urgency and fear etched on their faces.

Cody and Nichols watching this. Zavala finds Nichols in the stampede...

ZAVALA  
Skipper wants you in Tacops, time now.

Nichols REACTS. Watching the scared servicemen head to their alert stations. Nichols looks at Cody. Surprised by his knowing smirk.

17 OMITTED

17

18 INT. THE SPEAK - TACTICAL OPS CENTER - NIGHT

18

Chaos. The room is packed with worried Marines. ORDERS are shouted. Various ALARMS. Rows of Marines with opaque visors claw the air as they manipulate virtual data. Cody weaves his way through, followed by Nichols. Cody finds Colonel Vanderbilt staring at a tac-display of the system.

CODY

What do we got, sir?

COLONEL VANDERBILT

Not now, Captain.

Cody gets in his face.

CODY

Are they here?

Vanderbilt realizes Cody isn't going away.

COLONEL VANDERBILT

Yes. There's a goddamned Lupe battle carrier inside our system.

Cody REACTS. Nichols too as his worst fears are confirmed. A hyperspectral scan of the massive ship appears on the tac-display.

NICHOLS

How'd it breach the outer defenses?

COLONEL VANDERBILT

We lost a surveillance bird this morning. It drove through the gap undetected.

CODY

Don't be shy, Colonel. Pump some missiles into it.

Nyx and Jefferson appear on the tac-display.

COLONEL VANDERBILT

We can't. It's hiding behind Jefferson. They already landed troops and equipment. They overran our outpost.

NICHOLS

Why hit Jefferson? It's a just cue ball with some ruins.

(CONTINUED)

CODY

What's Spacecom say?

Colonel Vanderbilt nods at his Adjutant, who reads an order:

ADJUTANT

This command is to immediately deploy a ground combat element to Jefferson and secure a landing zone for Third Marine Battalion.

The tac-display shows detailed routes and landing zones. Cody soaking in the data.

NICHOLS

Sir, we don't have a combat element.

Colonel Vanderbilt stares at Nichols in uneasy silence.

NICHOLS (CONT'D)

Wait. Us? My company? Joker Company? Sir, we're not line troops. We're just a security company.

COLONEL VANDERBILT

Dave. There's more. I still have to man our perimeter. Half stays here.

NICHOLS

Thirty guys? Against that?

Nichols points at the battle carrier on the tac-display.

COLONEL VANDERBILT

There's a whole battalion en-route.

Cody steps in. Calm. Cool. Eager.

CODY

Colonel. Let me drive the bus. I'll kick the door for the big dogs.

The wall of ribbons on Cody's chest now speaks volumes. As does Nichols' lack thereof. A beat. Colonel Vanderbilt purses his lips.

COLONEL VANDERBILT

Okay, Captain. You're hired. You got command of this.

Cody salutes and exits. Nichols reels from this.

(CONTINUED)

NICHOLS

Colonel. They're my guys. He'll get them killed. Spacecom benched him. Is he fit to lead?

COLONEL VANDERBILT

Easy, Dave. He's got the best resumé in the business. The man knows the way. You just have to follow.

Matter settled. Nichols salutes...

NICHOLS

Aye-aye, sir.

And exits.

EXT. THE SPEAK - BEHIND A HANGER - NIGHT

Nichols, Gunny Two Times and Zavala cross...

FIND CODY -- Cody smoking a cigar in his underwear, all scars and tattoos. The three anxious Marines join him.

NICHOLS

Middle management as requested, sir.

Cody notes Gunny's combat patch.

CODY

You've had a taste?

GUNNY TWO TIMES

A couple helpings, sir.

CODY

Thank God we got one vet.

Then, all business...

CODY (CONT'D)

Augment the basic combat load with tungsten ammo and tri-tips. No greenies and no blackjacks. Grenadiers double up on HP-HE rounds. Fire Team Leaders carry Mark-two Super-Sevens. And everyone gets six M-thirty fours and full GP kits. Good-to-go?

GUNNY/NICHOLS/ZAVALA

Yessir.

(CONTINUED)

CODY

Get hot. We're full battle rattle in ten mikes.

Nichols, Zavala and Gunny salute and head off.

CODY (CONT'D)

Wait one, Lieutenant.

Nichols stops, what now?

CODY (CONT'D)

Scared?

NICHOLS

Shitless.

CODY

Fear's a virus. A deadly one. Don't spread it to my people.

NICHOLS

Your people? This morning you hadn't even met them.

CODY

(icy)

I'm trying to be nice about this.

Nichols gets his drift. Then Cody cracks a smile.

CODY (CONT'D)

Shit, son. If I get zapped, you get 'em back.

Unnerved, Nichols salutes and walks away.

Their world turned upside down; thirty scared young Marines clean weapons, program battle computers and don body armor. Dollar peels the silver wrapping off rifle clips. Gator oils his huge sniper rifle -- "Swamp Skunk" is painted on it.

GATOR

Makes no dang sense. We're three systems behind the DMZ.

UNDERWEAR

Besides that, war's supposed to be ending.

(CONTINUED)

DOLLAR

Don't trip. It's a drill. I'm telling you. The Colonel's trying to impress the new Captain or some.

LORD FRESH

So why are the messcooks getting live weapons?

SPACEPIMP

This ain't cool. How can I bring the pimpnology if I get smoked?

(to Cantrell)

What all they saying on the battlenet? It's another stupid drill, right?

CANTRELL

I'm not supposed to say.

Cantrell programs her radios on the verge of tears. Lord Fresh sees that and is convinced they're in danger.

UNDERWEAR

Whatever happens, we got you. Pound it.

Fresh holds out his fist. Cantrell forces a smile. Taps it. Zavala sets down a crate of grenades.

ZAVALA

Take four each. And tape down the safety clips.

Spacepimp stares at the grenades.

SPACEPIMP

Damnnnn. We never get 'nades.

LORD FRESH

Sergeant Z. It's real, right?

Zavala looks at him. Tension on her face. Then walks away.

LORD FRESH (CONT'D)

What's the big fuckin' secret?

Lord Fresh SEES Nichols cross to the bathroom. He quickly stands and chases after him...

Lord Fresh barges in to find Nichols puking in a stall.

(CONTINUED)

21 CONTINUED:

LORD FRESH  
Bro. Talk to me.

NICHOLS  
Leave me alone.

LORD FRESH  
Make me. So what's up?

NICHOLS  
Lupes invaded Jefferson. We're going in  
to secure a landing zone for that  
battalion that was heading home.

Lord Fresh's worst fears are confirmed.

LORD FRESH  
Look, hometown. You know I love you, but  
you know nothing about combat.

NICHOLS  
We won't even see a badguy. They're not  
our problem. We're in and out. Easy.

LORD FRESH  
It's still a combat mission. Led by you.

Nichols is wounded his friend has no confidence in him as a  
leader.

NICHOLS  
I got fired. Happy?

LORD FRESH  
Whatever. Who's taking us in?

Off Lord Fresh's worried face WE CUT TO:

22 INT. THE SPEAK - HANGER - NIGHT

22

The thirty Marines are at attention in full combat gear.  
Babyfaced teens of all sizes and shapes peer out from their  
helmets, armor and weapons. Zavala, Nichols and Gunny Two  
Times stand at the front of their respective squads.

GUNNY TWO TIMES  
Attention on deck!

The Marines snap to. Cody enters looking badass in his  
older, equipment. He's a different man, a born leader.  
Gunny snaps off a crisp salute.

(CONTINUED)

GUNNY TWO TIMES (CONT'D)  
 Combat detail all present or accounted  
 for, sir.

Cody returns the salute and looks over the human material  
 he's been given. Quietly:

CODY  
 Gunny, they're kids. They should be in  
 third period English.

GUNNY TWO TIMES  
 Maybe we're just getting older, sir.

Cody faces his new company.

CODY  
 I'm your new skipper. You don't know me  
 and I don't know you so we're off to a  
 bad start. The rumors are true. There's  
 bad guys upstairs.

Once the ripple of shock settles:

CODY (CONT'D)  
 Here's our mission. We're gonna kick  
 down the gates of Hell and snatch Satan  
 off his throne by the balls.

The Marines reel -- "Who the hell is this guy?"

The hanger doors open to reveal a CORMORANT -- She's one  
 wicked machine, a black and beautiful combat transport with  
 lines like a stealth fighter. Nichols and Lord Fresh trade  
 worried looks.

CODY (CONT'D)  
 Joker Company! Right face! Half-step  
 march! Go forth and conquer!

The Company turns as one and boards the loading ramp of the  
 Cormorant. Eyes bright with anticipation peer out from under  
 helmet rims. TECHNICIANS pull safety lanyards from the  
 Marines' equipment, other TECHS scans them like groceries.  
 Nichols stares at the intimidating black ship as he marches  
 inside. A man being devoured by a monster...

24 INT. TARMAC - CORMORANT - TROOP BAY (MOVING) - NIGHT 24

Cantrell buckled in, gets a reassuring look from Underwear. Nichols buckles in, bites his lip. Zavala sits next to him, shoots him an accusing look.

ZAVALA

If you had your shit together, we  
wouldn't have a stranger in charge.

NICHOLS

You too?  
(looks around)  
Anyone else? Thoughts, comments?

Nichols sees a Marines staring at him with fear and doubt. Nichols sighs and shakes his head.

Spacepimp looks like a kid playing war as he fidgets in his seat. Gunny says a prayer.

With all the Marines belted in, Cody walks the aisle, checks their safety harnesses.

CODY

Drop status ready check!

Rows of thumbs-ups appear. Nichols counts them and gives Cody a nod. Cody keys a mic...

CODY (CONT'D)

Troop bay's status green.

The HISS of the idling engines becomes a LOUD BUZZ. The bay lurches as the Cormorant accelerates, slamming the Marines against their restraints. Cody stands there, gripping the overhead tightly. Riding the take-off, his eyes bright with expectation.

24A EXT. THE SPEAK - TARMAC - NIGHT 24A

Cooter stands there in ill-fitting combat gear holding a rifle. He watches the Cormorant lift off from the end of the runway and accelerate straight up. It's stunningly fast...

25 OMITTED 25

26 OMITTED 26

27 OMITTED 27

28 OMITTED 28

29 EXT. CORMORANT (MOVING) - JEFFERSON 29

Jefferson draws inexorably closer. The orange planet quickly fills frame...

PILOT VOICE

Atmospheric entry in three. Two. One...

The Cormorant glows as it punches through the atmosphere...

30 OMITTED 30

31 OMITTED 31

32 INT. CORMORANT - TROOP BAY (MOVING) 32

Cody jots codes on the back of his hand. Utterly calm, in contrast the thirty Marines under his charge. Nichols double checks his gear. Nervous, almost manic.

The Marines slam against their restraints as the Cormorant decelerates. The ride smooths out. Nichols SEES Cody grinning like a maniac.

CODY

Think I popped wood.

PILOT VOICE

Dropzone in visual. Assault doors armed.

Warning lights flash. The Marines trade anxious looks. Suddenly sunlight, wind and dust pour in from the floor...

The ramp is opening. Marines squint as air HOWLS around them. Nichols feels lost and alone in the turbulent wind and dust. Then...

The Cormorant lands...

CLACK-CLACK-CLACK! The Marine's restraints snap open...

CODY

Go! Go! Go!

(CONTINUED)

32 CONTINUED:

32

Cody grabs Nichols vest and hauls him out of his seat.  
Nichols runs out, just another confused scared Marine...

33 OMITTED

33

34 OMITTED

34

35 EXT. JEFFERSON - DROP ZONE - DAY

35

The thirty Marines scramble down the tail ramp. Nichols trips and tumbles down the ramp...

Cody is last off, moving crisply, aiming his weapon...

The instant he steps off the ramp, the Cormorant lurches forward and accelerates away without pause, blasting the Marines with engine exhaust and dust...

Cody scans for danger as Nichols sits there wiping dirt off his tongue. His arm and rifle tangled up awkwardly with his pack. Cody sees this, shakes his head. Dollar looks at Spacepimp.

DOLLAR

I think I shit my pants.

Gator is busy assembling his sniper rifle.

GATOR

It's hotter'n balls.

Lord Fresh tries to help Nichols, but he waves him off.

CODY

Form a perimeter!

Zavala and Gunny take charge of their squads.

ZAVALA

You heard the man! Snap and pop! Today, people!

GUNNY TWO TIMES

Fireteams on me! Watch your spacing.

Marines shake off their shock and get in a defensive formation. Nichols finally gets untangled and stands.

CODY

You good? You with us?

(CONTINUED)

NICHOLS

Yessir.

CODY

Get your people lined up there. I want  
your High-K covering the East.

NICHOLS

First Squad here! Gun team over there.

Lord Fresh ignores the order, sets up his big High-K machine  
gun right where he is.

NICHOLS (CONT'D)

You mind setting up over there?

LORD FRESH

Same thing, dude. I'm good.

Cody suddenly intervenes, ripping the High-K from Lord  
Fresh's hands. Walks it over to a new position and drops it.

CODY

Mount your weapon, Marine.

Lord Fresh jumps up and quickly takes the new position. Cody  
looks at Nichols.

CODY (CONT'D)

We'll discuss that later.

(shouts)

Talk to each other. What do you see?

VARIOUS MARINES

...nothing...nada...zilch...

CODY

Good. That's good intel. No bad guys.  
We like that. Stay frosty. Squad  
leaders on me!

Nichols, Zavala and Gunny huddle with Cody.

CODY (CONT'D)

LZ's eleven clicks that way. Bad Guys  
are twenty clicks beyond that. Who's our  
sniper?

NICHOLS

Gator.

CODY

Gator! Front and center.

(CONTINUED)

Gator jumps up and crosses to Cody with his big sniper rifle.

CODY (CONT'D)

Give us an overwatch from that hill. See it?

GATOR

Seen.

CODY

Bye.

Gator starts running toward the distant hill, followed by his SPOTTER. Cody checks his watch.

CODY (CONT'D)

We patrol to objective in two minutes.

Joker Company marches toward the Landing Zone they are to secure and defend. Spread out in a wedge formation. Spacepimp pauses to adjust his boot.

SPACEPIMP

Who walks anymore?

LORD FRESH

Right? We could'a just flown there.

ZAVALA

Not with an enemy battle carrier in orbit. We'd a got shot down.

LORD FRESH

(shrugs)

Still better'n walking.

Dollar chafes under his heavy load.

DOLLAR

I'll give you a Snickers bar if you carry my pack, Lieutenant. Shit's heavy.

NICHOLS

Want some cheese with that whine?

LORD FRESH

Weak comeback. Three out of ten.

SPACEPIMP

I give him two. Underwear?

(CONTINUED)

Underwear holds up one finger.

NICHOLS

Guys. Seriously. We're like in a warzone. Lock it up.

LORD FRESH

Lock what up?

Everyone laughs. Nichols can't help but smile. These are his buddies. Cody frowns disapprovingly. Waves Gunny over.

GUNNY TWO TIMES

Sir?

CODY

Keep an eye on Nichols' squad for me.

GUNNY TWO TIMES

Yessir. Big party over there. Thinks friendship is leadership.

CODY

What about Staff Sergeant Zavala?

GUNNY TWO TIMES

I'm scared of her, sir.

CODY

Yeah, me too.

Cody concentrates on a distant sound. Then...

CODY (CONT'D)

Hit the deck!

Joker Company collectively dives to the ground. A beat. Nothing. Then a horrible SCREECHING as two LUPE FIGHTERS dart overhead and quickly disappear over the horizon.

CODY (CONT'D)

They're gone. Keep walkin' it in.

The Marines stand, warily eyeing the sky. The tiny encounter was enough to make their hair stand up with fear. They continue their march in silence.

As Gator peers through the scope of his menacing sniper rifle. Gator pours instant coffee crystals on his tongue, then sucks toothpaste from a tube and chews the mess.

(CONTINUED)

SPOTTER

That is ass-nasty.

GATOR

Hillbilly latte.

SNIPER SCOPE POV -- Joker Company is spread out, marching forward, deliberate, implacable. The scope tracks various Marines. Cody. Nichols. Zavala. Gunny. Spacepimp.

GATOR (CONT'D)

Lookin' sorrier than polecats in a rainstorm.

The Marines strain under their weapons and heavy packs. Sweat pours off faces. Cody catches up to Nichols.

CODY

Next time one of these chuckleheads disobeys an order, show some leadership and put your boot up his ass.

NICHOLS

So abuse is leadership? I missed that day in officer school, sir.

CODY

Leadership's whatever gets the job done. Never laid a hand on my last Team. Never had to. They were real Marines.

NICHOLS

But we're not?

CODY

Know what your misfire is, Dave?

NICHOLS

My misfire?

CODY

You want these Gomers to like you.

Nichols shrugs: "So?"

CODY (CONT'D)

They get killed, gonna tell their folks what great drinking buddies you were?

(CONTINUED)

NICHOLS

No one's getting killed.

Cody looks at Nichols like he's willfully ignorant.

CODY

You crater this op, so help me, I'll  
double-tap your happy ass.

NICHOLS

I'm under enough pressure. They're not  
disposable. They're some good guys. Try  
getting to know them.

Cody walks a beat, squints into the wind. Then softly:

CODY

The tip of the spear's a lonely place.

Conversation over. Nichols salutes and runs off. Cody  
watches him go. It's getting harder for him to dislike the  
cocky young officer.

39

EXT. JEFFERSON - STEEP HILL - AREAL SHOT - DAY

39

Joker Company hikes up the hill spread out in a wide line.  
Such a small group for such a vast land...

40

EXT. JEFFERSON - STEEP HILL - DAY

40

CAMERA REVEALS: JEFFERSON CITY a frontier town of prefab  
buildings. 20 years ago it was bombed to hell and back.  
With all souls lost.

Nichols steps INTO FRAME. He looks at the dead city, wide-  
eyed. The other Marines join him.

NICHOLS

War started right here. Made Pearl  
Harbor look like a tea party. Lupes hit  
Jefferson, New Carolina and Columbia  
simultaneously. Three colonies and  
millions of people. Gone. Just like  
that.

ZAVALA

Some first contact, huh? Place creeps me  
out.

CANTRELL

Imagine how I feel, Sergeant Z.

(CONTINUED)

Spacepimp nervously eyes the surrounding hills.

SPACEPIMP

Lupes must'a been watching and scheming  
for a minute. Nobody knew they even  
existed, right?

UNDERWEAR

Nope. No clue. Surprise. Freakin'  
aliens are real.

Cody joins them.

CODY

This is nothing. Keep moving.

The Marines struggle on, exhausted and dripping sweat,  
Spacepimp, Dollar and Underwear stop. Dollar drops his pack  
and sips from his water tube.

DOLLAR

We're a freaking security company. We  
guard warehouses and shit. Don't they  
have anyone who knows what they're doing?

SPACEPIMP

Think about the fools in the Starlifter.  
They gotta be tripping balls. Thought  
they were jamming home, now they're  
coming back here to...

Spacepimp's mouth falls open...

DOLLAR

What?

Spacepimp points -- A skeleton in weatherbeaten combat gear,  
a Marine defender dead 20 years. They look around, see a  
couple more Marine skeletons. Creeped out, they keep moving.

NEW ANGLE -- Nichols finds Lord Fresh taking a knee, eating  
rations.

NICHOLS

We gotta keep moving, bro.

LORD FRESH

Lemme cop a chill. It's crazy hot.

Nichols bites his lip, SEES Cody is watching.

(CONTINUED)

NICHOLS

We'll rest later. C'mon.

Lord Fresh insouciantly sweeps his middle finger through his pack of peanut butter. Licks it clean and flips off Nichols.

NICHOLS (CONT'D)

Private, move out.

LORD FRESH

Private? Don't even try throwing your rank around.

NICHOLS

That's an order.

Lord Fresh stands, the huge Marine towers over Nichols, jabs a finger in his chest...

LORD FRESH

Go eat a bowl of dicks.

Nichols REACTS. Cody catches his eye, gives him the nod...

WHAM! -- Nichols punches Lord Fresh in the face. A collective gasp rolls through the Marines. Lord Fresh looking at Nichols, betrayed.

LORD FRESH (CONT'D)

I'd never hit you.

Lord Fresh shakes his head sadly and moves on. Nichols watches him go. Underwear and Dollar stare at Nichols.

UNDERWEAR

Not cool, man.

Nichols just walks away, feeling awful. Nichols passes Cody. Who gives him an approving nod. Making Nichols feel worse.

Cody scans the area with binoculars. With him are Nichols, Zavala and Gunny.

CODY

That's the LZ.

(to Zavala)

Deploy your people by that hill. Cover this sector.

(to Gunny)

(MORE)

(CONTINUED)

CODY (CONT'D)

Bodyguard the gun team and be ready to leapfrog if there's contact.

(to Nichols)

You got the forward friendly line. We clear?

NICHOLS

I'm on it.

Cody stands and raises his arms -- Thirty Marines rise from their hiding places like ghosts, having been nearly invisible. Cody silently leads them forward.

The three man MORTAR CREW digs a pit for their weapon. The other Marines are arrayed in a formidable defensive formation. Dollar sets up mines. Lord Fresh cleans the optics of his High-K. Spacepimp nods to the beats in his earbuds. Cody grabs a radio handset off Cantrell's back.

CODY

(into handset)

Brightstar, this is Joker actual. We are on the objective. LZ Chicago is clear and squawking ILS. Request ETA.

BRIGHTSTAR (V.O.)

(filtered)

On you in three mikes, Joker.

CODY

(into handset)

That's a rog. Joker out.

Cody tosses the handset back to Cantrell.

CODY (CONT'D)

Leave the circuit open.

(shouts)

Keep the LZ clear! In three minutes five hundred pissed-off Jarheads will descend from heaven.

CANTRELL

Captain. I have a visual on Brightstar.

Cantrell points at the blue sky, Cody raises his binoculars.

INSERT BINOCS -- The Starlifter glows brightly as it punches through the atmosphere. The huge, heavily armed ship is escorted by two F-2 Spacefighters. Then...

(CONTINUED)

A distant RUMBLE, like a hundred locomotives. Cody gives Nichols a look. Before he can ask...

NICHOLS  
I hear it too, sir.

There is a loud SIZZLING. The entire area seems to vibrate.

From over the horizon: FOOSH! -- A huge bright green energy bolt engulfs the Starlifter and F-2s -- They simply disintegrate with a white flash...

Then the shockwave hits the Marines -- KABOOM! And it's quiet again. Cody, the Marines gape at the sky.

CANTRELL  
I lost the circuit, sir.

DOLLAR  
Where's the transport? Where'd they go?

ON NICHOLS -- As a horrible realization dawns.

NICHOLS  
They're gone.

DOLLAR  
Whaddaya mean they're gone? Gone where?

Cody is furious. Through gritted teeth...

CODY  
They're dead. They took fire. They got whacked. Get it? Seen every weapon the Lupes got. That was something new. Ships don't just disintegrate.  
(to Cantrell)  
Get me Colonel Vanderbilt.

The Marines trade stricken looks as the tragedy sinks in.

SPACEPIMP  
That was like five hundred dudes.

LORD FRESH  
How is that possible? What can do that?

NICHOLS  
I dunno. Be cool.

UNDERWEAR  
Be cool? I've never seen anyone die before.

(CONTINUED)

Zavala intercedes. Soft but stern:

ZAVALA

C'mon, guys. Freaking out won't help.  
Remain alert.

DOLLAR

I feel pretty damned alert.

Nichols crosses to Cody who is finishing a radio call with Colonel Vanderbilt.

CODY

(into radio)

Colonel, good copy on all. Cody out.

Cody tosses the handset back to Cantrell.

NICHOLS

The Colonel's sending the Cormorant for  
us, right? So we can go back to base?

CODY

That's a big fat negative. We're gonna  
to find out what the hell that was.

Nichols is still processing the not going home part.

NICHOLS

Lemme talk to the Colonel.

CODY

Be assured this is coming from a lot  
higher up the food chain than your good  
pal Colonel Friendly.

NICHOLS

There's only thirty of us. We should  
wait for back up.

CODY

That Battalion was the only muscle  
anywhere near this system. We got our  
orders. Suck it up.

Cody looks at his Marines' anxious faces.

CODY (CONT'D)

Listen up, kids. Change of plan. This  
is now a recon mission. We're gonna find  
out what zapped that Starlifter.

(CONTINUED)

That lands like a bombshell. Anxious looks are traded.  
Gunny whispers something to Nichols.

NICHOLS  
Captain, sir?

CODY  
What now?

NICHOLS  
Five hundred men just died.

CODY  
I got the memo.

GUNNY TWO TIMES  
Shouldn't we say a few words?

CODY  
Say 'em on the move.  
(to everyone)  
Joker Company! Grab your shit and head  
out!

Cody walking away. Nichols motions for his people to follow.  
As Fresh passes Nichols:

LORD FRESH  
In and out. Easy.

Nichols stands there as the Marines follow Cody.

44 EXT. JEFFERSON - HILLTOP - DAY

44

Gator and his Spotter watch the Marines march toward the  
ridge from beyond which the Lupe weapon fired.

45 EXT. SMALL VALLEY - SNIPER SCOPE POV -- SAME TIME

45

Cody turns and motions for everyone to spread out. The scope  
finds Nichols. Still standing there.

GATOR (V.O.)  
(into radio)  
Hey Nichols. Stop shittin' and start  
gittin'.

Nichols flips off Gator and starts moving.

46

EXT. JEFFERSON - RIDGE LINE - SUNSET

46

The sun slides toward the horizon. Nyx is now high overhead. Cody on his back behind some rocks, holds up his binoculars like a camera as Nichols, Gunny and Zavala watch the feed on an E-reader...

INSERT E-READER -- It shows DETACHMENT 22, a recently built Marine facility on a broad flat plain. The bunker complex is topped with a satellite dish and a deep space comm laser.

NICHOLS

That's the new base. Just finished last year. About thirty detailees work there.

Cody ZOOMS IN, points out DARK FIGURES with distinctive helmets, gasmasks, armor and weapons -- LUPE SOLDIERS. From this distance they could almost pass for human.

CODY

Bad guys. See?

Nichols and Zavala stare in amazement. Cody PANS the binoculars, ZOOMS IN MORE...

INSERT E-READER -- LUPES clean weapons, eat, loot the dead and sleep, as soldiers have done for millennia. Cody narrates into his wrist mic...

CODY (CONT'D)

(whispers)

Approximately fifty enemy soldiers. They've dug a trench network in the broken star pattern. One Railgun position. No vehicles. No sign of friendly personnel.

(to Cantrell)

Colonel's getting all this?

Her comm-visor down, Cantrell types on a virtual keyboard only she can see.

CANTRELL

Yessir. Secure link's up.

WE PULL BACK -- Revealing VARIOUS MARINES pruned flat behind them, silently watching the binocular's video feed on their E-readers and weapon screens. This is a heavy moment for them, seeing the enemy in real-time. Dollar rolls onto on his back and sighs, breaking into a cold sweat.

Cody pans his binoculars across the landscape...

(CONTINUED)

CODY

Not seeing what vaporized the transport.  
Wait one. Well hello there...

INSERT E-READER -- In the distance is an enormous cannon the size of an office tower. Its three hundred foot barrel juts skyward, covered with cables and scaffolding. LUPE TECHNICIANS swarm over it.

NICHOLS

Hold there. What is that?

CODY

No clue, but it's nine kinds of scary.

NICHOLS

It's gotta be what we're looking for.

Suddenly the Lupes run away from the cannon. It begins to BUZZ -- Its giant barrel begins traversing...

ZAVALA

It's gonna fire.

CODY

At what?

Nichols watches the barrel track onto Nyx and has a horrible realization...

NICHOLS

The Speak.

Cody starts to look worried -- Which seriously unnerves Nichols and Zavala.

CODY

(to Cantrell)

Get me Vanderbilt. Now.

Cantrell patches him through as Cody watches the cannon.

CANTRELL

Link's up.

CODY

(into wrist mic)

Sir, this thing's some kind of deep space artillery. It is big, it is bad and it is going to hit you hard.

COLONEL VANDERBILT (V.O.)

We see it. We're watching your feeds.

(CONTINUED)

The air around the huge weapon shimmers and ionizes. A swirling borealis of light forms above it as RED LIGHTNING CRACKLES. The very land BUZZES with the growing energy of the cannon...

NICHOLS

Feel it in my teeth.

CODY

(into wristmic)

Sir, get everyone in the bunkers! Now!

BAZZOOMP! -- The weapon fires -- Its barrel throws off a massive concussion wave. A giant bolt of energy SIZZLES through the atmosphere, toward Jefferson...

COLONEL VANDERBILT (V.O.)

We're locking down now. Standby to--

In seconds the energy projectile reaches Nyx -- IMPACTING with a large white flash. A collective gasp rolls through the Marines.

ZAVALA

Oh. My. God.

CODY

(into wristmic)

Colonel?

Nothing. Just static. Cody and Nichols watch a glowing whorl of energy spread and dissipates across Nyx.

CODY (CONT'D)

Get him back!

Cantrell, naturally high-strung, now seems frantic...

CANTRELL

Everything's down, sir. ADS. The ELF datastreams. Even the emergency sidebands.

CODY

Keep trying.

CANTRELL

I can't get a handshake. There's no synchs. No carriers. Nothing.

Cody absorbs the horrifying truth.

(CONTINUED)

CODY

That goddamned thing took out an entire  
base with one shot.

Nichols, Zavala, Gunny, the other Marines are devastated. A  
couple Marines begin crying.

NICHOLS

Is that possible?

CODY

It is now.

Cantrell working her virtual keyboard.

CANTRELL

Captain, I have Major General Rheimer in  
Space Com Tacops for you.

GENERAL RHEIMER appears on Cody's E-reader.

GENERAL RHEIMER

Cody, I got a job for you.

CODY

Anything you want, sir.

Nichols REACTS to that.

GENERAL RHEIMER

The Lupes walked out of the peace talks  
yesterday. Sons-a-bitches were stalling  
until they could deploy their game  
changer. That thing's a deep space  
cannon, a goddamned superweapon. It can  
shoot a forty megaton plasma charge  
through hyperspace. Our sims say it can  
reach Earth. And if they can do that,  
they can flatten everything in between.  
Cody, you take it out. Take it out now.  
Before we lose another base.

CODY

Sir, I'll try. I will. But I got no  
heavy weapons and thirty green draftees.

GENERAL RHEIMER

You're it. We can't get a ship anywhere  
near you while thing's operational. You  
don't break that goddamned cannon,  
Captain we will lose this war.

(CONTINUED)

CODY

Good copy, General. Thy will be done.  
Cody, out.

Cody switches off the E-reader. Frustrated.

CODY (CONT'D)

Known that man twenty years. First time  
I've seen him scared.

NICHOLS

Now what?

CODY

You heard him. We destroy that cannon.

NICHOLS

Of course. But, um, how?

CODY

Floor's open.

ZAVALA

You're the war hero, sir.

CODY

I'm just a broken down old Marine.

Nichols studies a map on his E-Reader. Turning it, zooming.  
He locates a power relay and cables...

NICHOLS

Know they were going to build a spaceport  
here? Before the war.

ZAVALA

So?

NICHOLS

So they installed a ginormous reactor to  
power it. It still works. See this?  
It's a power relay. Right by the gun.

INSERT E-READER -- Nichols cycles through Cody's binocular  
images of the Space Cannon.

NICHOLS (CONT'D)

See these cables here? The Lupes tapped  
into the relay. They're using our  
reactor to power their cannon. This is  
just like the Battle of the Bulge.

(CONTINUED)

CODY

The what?

NICHOLS

Last German offensive of World War Two.  
They didn't have gas for their tanks. So  
their plan was to capture our fuel dumps.

CODY

We're fighting Lupes not Nazis.

NICHOLS

The GI's burned all the fuel so the  
Germans couldn't use it. That's what we  
have to do. Destroy the reactor. With  
no power, their gun'll be useless.

Cody studies the map. Looks at Nichols, impressed.

CODY

Alright. Let's blow it.

NICHOLS

We can't. It's a half mile underground.  
But we can control it from the new base.  
If we can get in there, we can shut it  
down.

CODY

Good plan, college boy. Let's roll.  
Time now. Before they zap another base.

NICHOLS

Shouldn't you give a big speech? Y'know,  
get everyone pumped up?

CODY

Guess I missed that day in officer  
school.

NICHOLS

They need it.

Cody looks at the scared Marines and relents. He moves to  
the center.

CODY

Listen up. We're gonna sneak down there  
and kill those assholes.

The Marines trade unsure looks. Nichols shakes his head.

47 EXT. JEFFERSON - RAVINE - NIGHT 47

The sun has set. Nyx glows brightly in the night sky. The Marines move forward, eyes bright with determination.

48 INT. JEFFERSON - SNIPER HIDE - NIGHT 48

Gator and his Spotter, nearly invisible under their ponchos, have a commanding view of Det 22 and the Lupes trenches.

49 INT. JEFFERSON - HIGH K POSITION - NIGHT 49

Lord Fresh and Underwear crawl forward lugging the heavy gun.

50 EXT. JEFFERSON - RAVINE - NIGHT 50

The ravine leads to the edge of Det 22. Just Cody and Nichols ease towards the base. Cody kneels in the mud and shucks his backpack, he nods for Nichols to do the same.

NICHOLS

You seem pretty stoked about the whole thing.

Cody looks at Nichols, with sincere honesty:

CODY

This is what I love.

Nichols REACTS. Cody continues down the ravine. Nichols hesitates, then follows...

Cody eases forward like a hunter stalking prey. Cody looks back at Nichols, who is scared but managing.

Nearing the LUPE TRENCHES, Cody presses himself against the side and motions for Nichols to get down. Cody clips a tiny camera to the end of his rifle and slowly raises it. Cody watches the feed on a small screen taped to his forearm. Nichols watches on the fold down screen of his chest armor...

INSERT SCREEN -- A LUPE SOLDIER is right there. Mere feet from Cody, cleaning a watch looted from a Marine. CAMERA PANS to reveal the trenches are protected by a LASER FENCE...

BAM! -- They hear a weapon discharge. Nichols's heart leaps in his throat. Ice cold, Cody slowly pans to the source of the gunfire...

(CONTINUED)

INSERT SCREEN -- A tall LUPE OFFICER stands behind five Marines on their knees, hands tied. He aims a pistol -- BAM! A Marine's head explodes into black dust...

Nichols' fear becomes fury -- BAM! Another man down...

Nichols starts to climb out of the ravine -- Cody is on him in two steps, stops him with a bearhug. BAM! -- Nichols agonizes over the executions. BAM! -- Nichols glares with fury at Cody, who does everything he can to restrain him...

BAM! -- Then it's quiet. Save for the guttural LAUGHING of unseen Lupes. When Nichols relaxes, Cody shoves him back the way they came...

Back by their gear, Cody pushes Nichols into the dirt and drives a knee into his chest. And hisses:

CODY (CONT'D)

Play hero somewhere else. You almost got us whacked. You, me, everyone.

NICHOLS

Those were friends of mine. And we let them do that.

CODY

Ain't a rescue mission.

NICHOLS

Bullshit.

CODY

That feeling you got. Control it. Too little makes you terrified. Too much makes you stupid. Keep your rage right.

Cody helps Nichols up.

Cody and Nichols rejoin Zavala and Gunny, taking cover behind rocks with the rest of the team.

CODY

It's on.

Zavala gives Cody a nod. She's ready. Gunny too.

CODY (CONT'D)

Here's the deal. Everyone strips off all electronics.

(MORE)

(CONTINUED)

51 CONTINUED:

CODY (CONT'D)

That means no battlesights, E-readers or radios. Nothing with a power source. That's how they target us. Can't give 'em the advantage.

GUNNY TWO TIMES

What are we supposed to fight with, sir?

Cody taps his heart...

CODY

This.

Cody moves down the line of Marines like a mother hen, checking pockets, pulling off weapons sights and battle computers. The young Marines are all scared faces and trembling hands.

CODY (CONT'D)

...lose this...this too...remove that, Marine...we're going light...that stays behind...you'll do fine...

Zavala, Nichols and Gunny do the same. Nichols watches Cody, he's brusque, treating the guys like livestock.

DOLLAR

This is crazy. Might as well run in butt-naked and dick slap 'em.

Cody appears and tightens Dollar's vest.

CODY

You'd need a dick for that.

Cody finds Spacepimp dancing to his iPod. Cody is utterly stunned. At a rare loss. Cody taps his shoulder. Spacepimp turns and braces at attention.

CODY (CONT'D)

What are you doing?

SPACEPIMP

The Sponge Bob, sir.

That goes right over Cody's head, he moves on. He finds Cantrell crying.

CODY

Shake it off, Lance Corporal. Everybody gets some tonight.

(CONTINUED)

CANTRELL

I can't, sir.

CODY

It's not up for a vote.

CANTRELL

Sir, I'm pregnant.

Cody turns to Nichols in disbelief.

NICHOLS

What? Wasn't me.

Cody nods at the High-K position.

CODY

Get up there and assist the High-K team.

Cantrell smiles at the reprieve. Next Cody encounters Gunny praying with a circle of Marines. He pauses to watch.

GUNNY TWO TIMES

...And Lord, please give us the strength to defeat our enemy as you did Joshua at the Battle of Jericho. Amen.

PRAYING MARINES

Amen.

Gunny looks at Cody.

GUNNY TWO TIMES

God has a vote here too, sir.

CODY

I'm sure he does. Line 'em up and count 'em. It's time.

ON NICHOLS -- Trying to load his weapon, he keeps dropping the magazine. Zavala slides up to him.

ZAVALA

Hey, you cool?

NICHOLS

Wondering if I brushed my teeth for the last time. Or ate my last meal. Or...

Zavala grabs him by his armor and grins.

ZAVALA

Hey. Nichols. Don't you wanna find out?

(CONTINUED)

51 CONTINUED: (3)

51

Nichols shakes his fear. Smiles back at Zavala.

52 EXT. JEFFERSON - HIGH-K POSITION - NIGHT

52

Underwear and Lord Fresh dial in the High-K and stage ammo for the fight, eyes wide with fear.

UNDERWEAR

You scared?

LORD FRESH

No. You?

UNDERWEAR

No.

They're bad liars. A NOISE startles them -- It's only Cantrell hauling ammo cans. She smirks at them.

CANTRELL

Sorry to interrupt the bromance.

53 EXT. JEFFERSON - RAVINE - NIGHT

53

Moments later. Cody quietly returns to the Lupe positions, Nichols, Zavala and Gunny right behind. Followed by the Marines, looking exactly like what they are -- Frightened teenagers. They advance, cautious, deliberate. Faces tense.

ABOVE THEM -- THREE LUPE SOLDIERS sit on the edge of their trench trading Marine ration packs. Looming, terrifying figures with glowing eyes, broad shoulders and long arms.

ON CODY -- Leading the Marines further down the ravine. Paralleling the Lupe trenches.

Cody stops, looks back and gives Zavala, Nichols and Gunny a series of handsignals. They in turn handsignal their SQUADLEADERS. This is it. You can taste the tension...

NICHOLS bites his lip as he tightens his gloves...

ZAVALA crosses herself, puts on shooting glasses, spits out her gum...

DOLLAR pops in a stick of gum...

SPACEPIMP dips two fingers in the mud, warpaints his face...

GUNNY cracks his knuckles. Impatient...

- 54 EXT. JEFFERSON - HIGH-K POSITION - NIGHT 54  
UNDERWEAR AND LORD FRESH wait to open fire. Cantrell stands by with more ammo...
- 55 EXT. JEFFERSON - SNIPER HIDE - NIGHT 55  
Gator peers through his scope as his Spotter double checks ballistics calculations...
- 56 EXT. JEFFERSON - RAVINE - NIGHT 56  
ON CODY -- He takes two grenades from his pocket. Sets their timers. Pulls the pins...  
NICHOLS HEARS the Lupes speaking in guttural tones. He's nauseous, wracked with dread...  
BACK TO CODY -- He looks at the stars above and wonders if the Wargods will smile on his endeavor. He looks at Nichols and mouths the word "Rage." Then Cody sidearms the grenades over the ditch...  
BOOM-BOOM! -- They explode offscreen. Cody scrambles out of the ditch...
- 57 EXT. JEFFERSON - HIGH-K POSITION - NIGHT 57  
Underwear and Lord Fresh open fire -- The huge gun ROARS, sending a glowing stream hyper-kinetic rounds into the Lupe positions...
- 58 EXT. JEFFERSON - DET 22 - SAME TIME 58  
The High-K rounds rip into the Lupes with devastating effect as dirt, rocks and Lupes are blown skyward...
- 59 EXT. JEFFERSON - FIRST TRENCH - NIGHT 59  
Cody slides under the laser fence, a beam singes his shoulder. He lifts the powercable into the beam's path. BZZZT! -- Shorting it out...  
Cody rolls into the trench surprising two Lupes...  
BRDDDT! -- Cody drops one with his carbine. The second Lupe spins to face Cody -- BRRDDT! Cody blows a hole in his chest armor and kicks him aside...

(CONTINUED)

An alarm SHRIEKS -- Powerful floodlights CLICK on. TARGETING LASERS scan the area. Silhouetted Lupes jump in the trenches, eyes eerily aglow...

[NOTE: The trenches are intricate and deep, taller than a man, with blind maze-like turns.]

EXT. JEFFERSON - RAVINE - NIGHT

The Marines scramble out. Nichols reaches the top...

BZZZT!-WHAP-WHAP! The Marines on either side of him are hit with energy bolts and vanish into clouds of black dust...

EXT. JEFFERSON - FIRST TRENCH - CONTINUOUS

A horrified Nichols dives into the trench, wipes black dust off his tongue. Then realizes he's only yards from EIGHT LUPES crouching to avoid Lord Fresh's High-K fire...

The Lupes SEE Nichols. A frozen moment as the beings from different worlds stare at each other. Then...

Zavala and several Marines jump in the trench. All hell breaks loose as Marines and Lupes open fire point blank...

Nichols at the center of the chaos SEES flashes of movement as Marines and Lupes collide in combat. Arms, legs, falling bodies. Disorienting SHOUTS and the ROAR OF GUNFIRE, CLANGING metal. SCREAMS of pain...

Nichols buries his face in the dirt. Two Marines step on him as they rush forward...

BZZZT-BZZZT-WHAP! They're blown to rags and cinders. Nichols looks up, finds himself staring at a LUPE busy reloading his rifle...

Nichols realizes he must DO SOMETHING. He takes a knee and fumbles with his weapon. BRDDDT! -- He gets off a burst...

K-TANG! -- His rounds strike the Lupe's rifle, knocking it from his hands. The Lupe charges and kicks Nichols into the trench wall...

The Lupe rips off his gasmask revealing a demonic leathery face with vicious teeth...

Frozen, Nichols is about to get his face bit off...

(CONTINUED)

61 CONTINUED:

BRDDDT! -- Zavala drops the Lupe. She helps Nichols up.  
Then turns to the Marines behind her...

ZAVALA

Hurry up! Move! Move!

Nichols suddenly finds himself in front of an unstoppable  
human wave, leading the way in a wide-eyed panic...

62 EXT. JEFFERSON - RAILGUN POSITION - NIGHT

62

A Lupe jumps behind a RAILGUN on a tripod and swings it on  
Lord Fresh's position...

CRACK-ACK-ACK-ACK! -- It's a monster of a weapon, all moving  
parts and crackling energy--

63 EXT. JEFFERSON - HIGH-K POSITION - SAME TIME

63

--Its bestial rounds rip into the hillside heaving up soil  
and rock. Lord Fresh, Underwear and Cantrell hug the ground  
as the world explodes in a cyclone of dirt and shattered  
rock. Stunning devastation...

64 EXT. JEFFERSON - RAILGUN POSITION - NIGHT

64

The Lupe on the Railgun is carving the hillside apart.  
THWAP! -- His head suddenly comes apart, his helmet spins  
through the air...

65 EXT. JEFFERSON - SNIPER HIDE - SAME TIME

65

Gator got him. He licks his lips, keeps hunting...

66 EXT. RAILGUN POSITION - GATOR'S SCOPE POV - NIGHT

66

Another Lupe pushes his dead comrade aside and grips the  
Railgun. BAM! -- Gator fires...

67 EXT. JEFFERSON - RAILGUN POSITION - NIGHT

67

THWAP! -- And that Lupe's helmet is blown off...

REVERSE ON NICHOLS -- Who was about to shoot that Lupe. He  
looks around -- "What the hell?"

68 EXT. JEFFERSON - FIRST TRENCH - NIGHT

68

Cody in the lead, advancing, cautious -- A LUPE jumps into the trench behind him, grabs Cody and throws him...

Cody lands hard on his face -- The Lupe charges like a bull, Cody pulls his knife and rolls to his feet...

The Lupe yanks off his gasmask revealing a brutish face, furious eyes and vicious teeth. The big Lupe kicks the knife from Cody's hand and punches him, knocking him on his back on the trench floor. The Lupe grabs at Cody's face...

Cody blocks his hands. Brings up his boots and drives them into the Lupe's chest, pushing him up with all his strength. Forcing the Lupe's head out of the trench...

CODY  
(sotto)  
...Marines do your jobs...

69 EXT. JEFFERSON - SNIPER HIDE - NIGHT

69

Gator hunts for targets. HIS SPOTTER SEES the Lupe's head...

SPOTTER  
Target! Two O'clock!

Gator lines up his crosshairs, pulls the trigger -- BAM!

70 EXT. JEFFERSON - FIRST TRENCH - NIGHT

70

The Lupe's head is blown clean off -- SPLACK! Cody's trick worked -- The dead Lupe collapses on him. Cody lays there catching his breath. Then...

The headless Lupe STARTS MOVING -- Spooking Cody. It's Nichols tugging at the carcass, fearing the worst.

NICHOLS  
Sir, are you okay? Are you breathing?  
Say something!

CODY  
Move idiot!

Cody grabs Nichols's rifle and shoves him aside...

WHAP! -- An energy bolt explodes where Nichols' head was...

BRDDDT! -- Cody drops the nearby Lupe who fired at them...

(CONTINUED)

70 CONTINUED:

NICHOLS  
...thanks...

Cody looks at Nichols, realizes:

CODY  
You're still a virgin.

NICHOLS  
They keep stealing my kills.

Cody recovers a Lupe weapon and energy cartridges.

CODY  
Time to get some.

Nichols nods wide-eyed and follows Cody down the trench...

71 INT. JEFFERSON - HIGH-K POSITION - NIGHT 71

Lord Fresh and Underwear are covered with dirt. The High-K is buried. They begin digging it out. Cantrell joins them, scraping away dirt with her helmet, stoic.

72 EXT. JEFFERSON - SECOND TRENCH - NIGHT 72

With the High-K silenced, Lupes boil up out of the trench and rush the First Trench where the Marines are...

73 EXT. JEFFERSON - FIRST TRENCH - NIGHT 73

To the Marines horror, Lupes begin jumping in amidst their ranks. The enemies collide with force and chaos. Energy bolts and gunshots THUD into bodies. Marines vanish into rags and black dust. Lupes are shredded by Marine gunfire...

Spacepimp runs to join the fight...

SPACEPIMP  
Here I am, punk-asses!

He fires into two Lupes' backs -- His rifle CLICKS empty.

SPACEPIMP (CONT'D)  
...aw hell no...

ZAVALA (O.S.)  
Pimp!

(CONTINUED)

CONTINUED:

Spacepimp turns, catches the fresh magazine tossed by Zavala and reloads in one motion...

A Lupe jumps down right in front of them...

Together they swing on the Lupe -- BRDDDT-BRDDDT! -- and drop him. Spacepimp keeps moving...

Zavala changing magazines. GLOWING EYES behind her. LUPE HANDS grab her shoulders...

WHAM! -- She's thrown back, twists and SEES a LUPE CAPTAIN, in a trenchcoat, holding a pistol. Without hesitation Zavala lunges, swinging her rifle like a club -- Knocks aside the pistol...

Then she delivers a devastating spinning back-kick to the Lupe Captain's face, he falls hard on his back...

Zavala is right on top of him. Clubbing him again and again with her weapon -- Killing the Lupe and junking her rifle. She snatches up a dead Marine's rifle and moves on...

NEW ANGLE -- A Lupe throws a grenade -- It sprouts legs and scurries toward a nearby Marine -- EXPLODES killing him...

FIND DOLLAR -- In an alcove a few yards away, cringing and scared. A SECOND GRENADE RUNS AT DOLLAR -- He kicks it back around the corner -- BOOM! -- It EXPLODES harmlessly...

Dollar resumes cringing...

The Lupe with the walking grenades opens a case revealing ten more of the damn things. He begins arming them...

Spacepimp joins Dollar, takes aim...

BZZZT-BZZZT! -- A Lupe protecting his comrade forces Spacepimp behind cover. Spacepimp grabs Dollar's vest...

SPACEPIMP

Do something!

Dollar steels himself, loads a grenade into his launcher and fires it almost straight up...

It arcs down EXPLODING over the two Lupes -- KABOOM! Blasting them into scraps...

EXT. JEFFERSON - FIRST TRENCH - NIGHT

Cody reaches an abandoned Lupe Railgun...

(CONTINUED)

CODY

Help me!

Nichols helps Cody turn the weapon towards the Second Trench.

CODY (CONT'D)

Keep their heads down. Here's the trigger.

Cody takes off as Nichols mounts the alien weapon, scared and confused. He figures out the trigger...

CRACK-ACK-ACK-ACK-ACK! The monster jackhammers violently, Nichols doing his best to control it--

EXT. JEFFERSON - SECOND TRENCH - SAME TIME

--Railgun rounds burst everywhere. Lupes duck to avoid the random impacts...

EXT. JEFFERSON - FIRST TRENCH - NIGHT

CLACK-HISS! The Railgun is empty. Nichols tries to cock it, the weapon is too hot to touch -- "What now."

EXT. JEFFERSON - SECOND TRENCH - NICHOLS POV

Lupes climb out and run to where Cody was headed...

EXT. JEFFERSON - FIRST TRENCH - NIGHT

FOLLOW CODY -- The walls of the trench suddenly explode around him with Lupe gunfire -- Outnumbered and in grave danger, a switch flips and he goes into berserker mode...

[NOTE: What follows is a crazy-fast piece of liquid action as seen through Cody's eyes.]

Cody runs down the trench -- Up ahead are THREE LUPES...

Cody opens fire -- BRDDDT! Cody shoots a Lupe, grabs him by the neck as a shield and fires as he advances...

BRDDDDDT! -- Cody kills the other two...

He rounds a corner -- SEES SEVEN LUPES -- All shoot back. Cody's Lupe shield is blasted into black dust, its junked body armor and slides through Cody's arm...

Exposed, Cody empties his carbine at the group of Lupes...

(CONTINUED)

CONTINUED:

BRDDDDT! -- Six tumble like dominoes...

But the seventh Lupe charges Cody. CLICK! -- Out of ammo, grabs a Lupe rifle as the seventh Lupe lunges at him...

BZZZT! -- Cody fires an energy bolt...

WHOOMP! -- The torso of the charging Lupe bursts apart with a cloud of black dust. Cody runs through the cloud, rounds a corner, runs right between TWO LUPES, he grabs one, pulls him into the other and...

BZZZZT-BZZZZT! -- Kills both. Cody moves on...

Cody fires energy bolts at THREE LUPES...

Whitehot Lupe energy bolts CRACKLE past Cody, carving hunks of dirt from the trench walls...

Cody's borrowed weapon HISSES empty. Cody tosses it aside and draws his pistol as he runs...

POP-POP-POP-POP-POP-POP! He double-taps the three Lupes...

BZZZZT-BZZZZT! -- A Lupe comes running, firing his rifle. Cody jukes to the side, his uniform is scorched by the passing bolt, shoves his pistol in the glowing eye of the Lupe's gasmask...

POP-POP! -- Cody kills him. His pistol locks open, empty...

Another Lupe rounds the corner, raises his rifle...

TIME SLOWS as Cody reaches for a fresh mag. He knows he ain't gonna win this one. So he throws his pistol...

BRDDDDT! -- The Lupe is hit and tumbles dead at Cody's feet.

Cody confused -- Until he turns around and SEES Nichols standing there. Nichols finally got a kill...

CODY

Tastes good. Huh, kid?

Nichols has a hard look on his face. Nods: yes. Cody keeps going. Nichols follows...

INT. JEFFERSON - HIGH-K POSITION - NIGHT

The High-K is dug out and ready to fire again...

(CONTINUED)

CODY (V.O.)  
Gunteam. Get your asses down here.

CANTRELL  
(into radio)  
Roger that, sir.

Lord Fresh hefts the High-K and runs downhill. Underwear and Cantrell grab ammo cans and follow...

Cody and Nichols reach the other group of Marines. Nichols is shocked by the number of dead Marines. Several Marines cower in bunches, stalled by TWENTY LUPES in the SECOND TRENCH. Zavala and Gunny taking cover...

CODY  
Taking a break?

ZAVALA  
Go to Hell. There's too much fire to break cover and that side's blocked.

CODY  
It's the hard way then.

Cody must reinvigorate the stalled attack -- He turns to Nichols:

CODY (CONT'D)  
If you give a damn about these Marines and don't want 'em dead, then help me lead them! We're going up and over.

Nichols looking at Cody. Then something clicks, his face hardens and he springs into action. He wades into the cowering Marines, shoving, kicking and cajoling...

NICHOLS  
Let's go! Get ready to assault! Snap out of it! Lock and load, it's on!

The Marines prepare to storm the other trench.

CODY  
Grenadiers! On me!

Dollar and two MARINE GRENADIERS join him...

CODY (CONT'D)

Targets in defilade fifty meters. Multi-burst pattern, good-to-go?

The Grenadiers dial in their rifle mounted tri-launchers...

MARINE GRENADIERS

Ooh-Raah!

CODY

Fire!

The Grenadiers fire -- DUNK-DUNK-DUNK! A half-dozen grenades arc overhead -- BOOM-BOOM-BOOM! -- Burst above the Second Trench showering the dozen-plus Lupes with hot shrapnel...

CODY (CONT'D)

Now! Attack! Kill! Kill!

Cody climbs out of the trench...

NICHOLS

Let's go! C'mon! We're going!

Nichols leads the Marines out of the trench...

Cody coolly advances toward the Second Trench, picking off any Lupe who dares show his head -- POP-POP! POP-POP!

Underwear and Lord Fresh have reached the trenches, amazed by Cody's relaxed demeanor. Cody waves them forward.

CODY

Hose 'em down!

Lord Fresh hefts the High-K and fires from the hip, point blank into the trench...

Nichols comes running with a dozen Marines. Including Spacepimp, Dollar, Zavala and Gunny. Shell-shocked and filthy, but fiercely determined...

CODY (CONT'D)

On me, double-time assault!

Cody, Nichols and the Marines charge the Second Trench. Feeling the fight turn in their favor, some LAUGH and HOOT...

81 EXT. JEFFERSON - DET 22 - SECOND TRENCH - NIGHT 81

Cody and the Marines reach the edge of the trench and fire down into a mass of cowering alien soldiers. A long beat of DEAFENING fire...

VARIOUS MARINES -- The young killers grit their teeth in the wafting gunsmoke. Nichols, Underwear, Lord Fresh, Spacepimp, Dollar. Even Cantrell...

CODY

Check fire! Check fire! That's enough.

The Marine GUNFIRE stops. And it's surprisingly quiet. Zavala lifts her shooting glasses and surveys the carnage. She lets out a low whistle.

Nichols looks around. Then checks himself for wounds, astounded to be alive. He finds Lord Fresh's gaze -- They trade grins. Shake and hug. All is forgiven.

NICHOLS

Sir. We did it.

CODY

Ain't done yet. Time to ride the pain train.

82 EXT. JEFFERSON - DET 22 - NIGHT 82

Twelve Marines are lined up in a breaching team (the pain train.) They wait for Dollar to squeeze paste explosive from a tube onto a steel door. Nichols tightens his helmet strap. Spacepimp licks his lips, ready for more. Dollar inserts a detonator and backs away.

DOLLAR

All yours, boss.

Cody, in the center of the column, CLICKS a remote -- KABOOM!

83 INT. JEFFERSON - DET 22 - MAIN ENTRANCE - NIGHT 83

The steel door is blown open. Marines pour into the austere bunker complex -- Nichols, Zavala, Gunny, Lord Fresh, Underwear, Spacepimp, Dollar. They storm down a ramp and hit spiral corridor that descends several stories underground.

Cody signals a halt and points to a door -- A Marine kicks it open...

(CONTINUED)

83 CONTINUED:

83

BZZZT-BZZZT! -- He's vaporized by energy bolts. Cody chucks in a grenade...

KABOOM! -- The Marines charge inside--

84 INT. DET 22 - MESS HALL - CONTINUOUS

84

--and encounter seven grenade-stunned LUPES...

CODY

Do 'em!

BRDDDDDDDDDDDDDDT! -- Lord Fresh opens up with the High-K. In an enclosed space it's damn impressive -- Chairs, tables and Lupes tumble like beach umbrellas hurricane gale. Overkill defined. The noise is DEAFENING...

NICHOLS

Fresh! Fresh! Yo!

Nichols smacks Fresh's helmet and he stops firing. Realizing everyone is staring at him. He just grins and shrugs. Spacepimp LAUGHS at the tangle of Lupes and furniture...

SPACEPIMP

You got owned, bitches.

CODY

Clear! Keep going!

85 INT. DET 22 - SPIRAL CORRIDOR - NIGHT

85

The eleven Marines descend deeper into the facility...

BZZZT-BZZZT! -- Energy bolts sizzle past as Lupes barricaded behind furniture open fire...

The Marines flatten out. Cody dives to the floor. He's pinned and exposed...

CODY

Private! Gimme your crowd pleaser.

Dollar tosses Cody his launcher. Cody dials in presets without looking, aims and -- DUNK-DUNK-DUNK! -- Sends three grenades into the barricaded Lupes...

BOOM-BOOM-BOOM! -- The barricade is blasted apart -- A smoking Lupe helmet lands at Dollar's feet. Cody tosses him back the launcher.

(CONTINUED)

CODY (CONT'D)

Let's go!

Cody is up and moving. The Marines follow him down the hall. Dollar SEES a Lupe is still alive and reaching for a weapon. Dollar kicks off his gasmask -- BAM! -- Shoots him...

SPACEPIMP

Oh, now you're hard?

DOLLAR

Punk.

The main control room of the base. Cody, Nichols and the Marines spill inside, sweep the corners. Zavala rounds a bank of vid screens -- Her face drops...

ZAVALA

...Captain...

Cody joins her. SEES IT and sighs. He turns and SEES the other Marines staring, all aghast...

CODY

We're clear. It's clear.

NICHOLS

Cut 'em down.

Zavala pulls her knife and crosses to...

NEW ANGLE -- Five DEAD MARINES hanging from the ceiling.

CODY

Negative, Zavala. Once we're done.

Cody exits as Zavala sheathes her blade. Nichols wipes his face on his sleeve, SEES a DOORHANDLE TURNING -- He SNAPS his fingers. Motions for his Marines to face the threat...

Tense faces watch the door -- It slowly opens. And a LUPE steps out holding a case of Marine rations -- His face falls when he sees all the pissed-off Marines...

Nichols just smirks and nods -- His Marines open fire...

CODY (CONT'D)

(into radio)

Lieutenant? Still among the living?

(CONTINUED)

NICHOLS  
(into radio)  
Yessir. Just a little get-back was all.

Nichols motions for them to move out...

Cody, Nichols and his team continue downward. They pass a couple dead Marines in flip-flops shorts and body armor. They line up on a bathroom door, Cody's about to boot it...

DOLLAR  
Whoah, hold up.

Dollar point at the floor -- SHADOWS MOVE from beneath the door -- It's occupied. Cody gives Dollar a grateful look. He pulls a grenade's pin and Cody pushes the door open...

MARINE VOICE (O.S.)  
Friendlies! Check fire!

Cody halts his arm mid-swing, wills the grenade to stay in his hand. It does. He hits the abort button.

Showers. Rows of sinks, urinals and toilets. Three Marines are tied up on the floor.

CODY  
(into radio)  
All clear. Send down the Corpsman. We have survivors.

Cody cuts the survivors loose. Spacepimp and Dollar help up a female RADIO TECH, a cute Goth chick with a blue-black pixie cut.

CODY (CONT'D)  
Anyone else alive?

RADIO TECH  
Nossir. We're it.

Cody looks over the other two survivors. A CORPORAL and a PRIVATE.

NICHOLS  
Where's the Engineer?

(CONTINUED)

RADIO TECH  
They shot him in the face.

CODY  
Who knows the power grid here?

RADIO TECH  
I'm a Radio Tech not an electrician. But  
I know a little.

Nichols, Cody and the Radio Tech review a map.

RADIO TECH  
We're here. Reactor's way over here.  
It's really big. They were gonna put a  
city here or something.

NICHOLS  
We know. How do we shut it down?

RADIO TECH  
It's under a half mile of granite. Got a  
nuke?

NICHOLS  
Not handy. There an off switch?

The Radio Tech brings up a reactor schematic.

RADIO TECH  
I don't know. It's automated. You can't  
just turn it off.

CODY  
Goddammit, missy, make it happen. Or  
mankind is a freaking memory.

She looks at Nichols.

RADIO TECH  
He's not helping.

NICHOLS  
He's harmless.

She pages through the blueprints.

RADIO TECH  
It's an old sketchy design. I know they  
were stressed about it.

(CONTINUED)

NICHOLS

Do tell.

She highlights the reactor's fuel assembly.

RADIO TECH

These, the fuel plates, if they get too close, they'll go super-critical.

NICHOLS

Can you move the plates?

RADIO TECH

I'm pretty sure, with the maintenance circuit. But there's a safety trip.

NICHOLS

Can you hack into it?

The Radio Tech bites a black painted thumbnail as she thinks. Cody notes the cute little hearts tattooed on her knuckles. The Radio Tech suddenly brightens.

RADIO TECH

Dude, I got it. I'll tell the reactor the fuel plates are further apart than they really are and push them in. I can totally fool it into killing itself. But it'll be like a really big explosion.

CODY

I like explosions. Do it.

The Radio Tech grabs her backpack and crosses to the electrical control and reactor panel.

CODY (CONT'D)

C'mon, Dave. Let's see if this place has anything fun.

NICHOLS

Fun?

A huge steel door slides open revealing cases of weapons, explosives and ammo. Nichols gapes at the ordnance. Cody hefts a rocket launcher. Smiles.

CODY

This is fun.

(then)

(MORE)

(CONTINUED)

90 CONTINUED:

CODY (CONT'D)

Organize a working party and stage this  
bang topside.

91 EXT. JEFFERSON - DET 22 - DAWN

91

SUPER: CHRISTMAS DAY, 2113

The sun rises to find only 21 Marines have survived the battle. They prepare boobytraps and minefields and lug cases of explosives out of the facility. Cody squats by a dead Lupe Officer. Pries an ornate unit insignia off his breastplate and tosses it to Nichols.

CODY

Five-oh-third Heavy Shock Regiment.

NICHOLS

So?

CODY

These are some hard boys.

Cody stands on a crate off ammo...

CODY (CONT'D)

Listen up! Get it done! Done fast!  
Hurry up! They'll be more and they'll  
pissed off we whacked their buddies. Be  
ready for heavy contact.

Lord Fresh and Underwear prepare a position for the High-K.

LORD FRESH

Now I know how God feels when He's  
holding a machine gun.

Spacepimp and Dollar dig in a row of mines.

SPACEPIMP

Maybe they'll end the war. We'll get the  
call to bounce on home.

DOLLAR

Sorry to burst your hug-bubble but we're  
gonna die here.

Spacepimp thinks about that. Fixes Dollar with a hard stare.  
He's ready. Dollar sees that. And is awed.

THE FEMALE CORPSMAN pulls shrapnel from a WOUNDED MARINE.

Dollar and Spacepimp drag a heavy Lupe out of their way.

(CONTINUED)

91 CONTINUED:

SPACEPIMP

Dude, what do these things eat?

UNDERWEAR

People.

CANTRELL

That's a barracks rumor. Not true.

DOLLAR

How do you know? You ask one?

Gunny checks his watch. Announces:

GUNNY TWO TIMES

Merry Christmas Marines!

Zavala zips a dead Marine into a bodybag.

ZAVALA

...Merry Christmas...

The Spotter solemnly sets a Marine helmet atop a rifle stuck in the ground. Gator carves notches in the stock of his sniper rifle.

GATOR

We should be eating turkey and opening presents.

SPOTTER

Good thing we're here. I didn't get you anything.

Lord Fresh pulls a tiny plastic Christmas tree from his pocket and sets it atop his High-K.

NEW ANGLE - Nichols, climbing the ladder to the roof, has paused to watch his friends -- He's feeling left out.

92 EXT. JEFFERSON - DET 22 - ROOFTOP - DAY

92

Cody and Nichols watch the Space Cannon with binoculars.

93 EXT. SPACE CANNON - BINOCULAR POV - SAME TIME

93

LUPE TECHNICIANS prepare the giant cannon. Charging it with super-cooled liquid from frost covered tanks.

94 EXT. JEFFERSON - DET 22 - ROOFTOP - SAME TIME

94

CODY

What are they waiting for? Why aren't they blasting the dogshit out of every base we got?

NICHOLS

Probably gotta charge it up. It's one thing to shoot the planet next door. Another to hit something two star systems away.

CODY

How long you think we got?

NICHOLS

I dunno.

CODY

Seem to know everything else.

Cody keys his radio...

95 INT. DET 22 - TACTICAL OPS CENTER - DAY

95

The Radio Tech hot-wires an E-Reader into the Reactor Control Panel. An ALARM sounds. She resets it with a long screwdriver. With satisfaction she watches a needle slowly rise. It will be awhile before it reaches the red.

CODY (V.O.)

How much longer?

RADIO TECH

(into intercom)

Couple hours. More if you keep asking every five minutes.

96 EXT. JEFFERSON - DET 22 - ROOFTOP - SAME TIME

96

Cantrell comes running with a handset...

CANTRELL

Sir, I have General Rheimer for you.

Cody flips down his chest screen so they can see each other.

CODY

(into handset)

Go for Joker Actual.

(CONTINUED)

GENERAL RHEIMER  
Gimme the news.

CODY  
We're on the objective. We took a  
beating. But we're here.

GENERAL RHEIMER  
Tell me about the cannon.

CODY  
Still operational. But we're gonna hard  
kill its power source. Take some time.

GENERAL RHEIMER  
How long?

CODY  
Two hours, General.

GENERAL RHEIMER  
We'll lose another base.

CODY  
So evacuate everything.

GENERAL RHEIMER  
In progress. Put it out of commission.

CODY  
Copy that. Be advised, if they get back  
in this base, they can stop us. I only  
got twenty Marines minding the door. So  
don't count on us.

GENERAL RHEIMER  
Wrong answer, Captain. Hold the line,  
You don't, human beings are over. Sounds  
like you'll die out there. Want to die  
the guy who let it happen. Or the guy  
who stopped it?

CODY  
That's a lot for me, sir. I just wanna  
fight.

GENERAL RHEIMER  
You got your fight, Cody. Out.

Cody's screen goes blank. He snaps it shut. Nichols sees  
the weight of worlds on his shoulders. Cody jumps down from  
the roof. Nichols watches him head towards a nearby hill.  
Cantrell gives Nichols a worried look.

(CONTINUED)

96 CONTINUED: (2)

NICHOLS  
(into wrist mic)  
Captain? Sir?

Nichols SEES Cody take out his earpiece. Nichols jumps down--

97 EXT. JEFFERSON - DET 22 - CONTINUOUS

97

--runs past Zavala.

ZAVALA  
Nichols!

NICHOLS  
Just dig in. I'll be right back.

Gunny and Zavala trade worried looks.

98 EXT. JEFFERSON - HILLTOP NEAR DET-22 - DAY

98

Nichols finds Cody laying back on his elbows. Nichols sits next to him. A beat of silence. Then Cody pulls out a flask. And takes a swig. Offers it to Nichols.

NICHOLS  
Now, sir? Seriously. Now?

Cody doesn't flinch. Still offering. Nichols refuses.

CODY  
To the dead. Their war's over.

As Cody takes a drink -- Nichols SEES his fingernails have turned blue, his transplant arms continue to deteriorate.

NICHOLS  
What about the living?

CODY  
To the living. 'Cause they're dead too.

Cody drinks.

NICHOLS  
That's bullshit.

CODY  
We got lucky once. Won't happen again.

NICHOLS  
I'm not watching my friends die.

(CONTINUED)

CODY  
...yeah, you will...

Cody lets his mask slip -- And Nichols sees the raw staggering pain of his broken heart.

CODY (CONT'D)  
That's the job, Dave.

Cody offers Nichols the flask...

NICHOLS  
I'm learning.

Nichols takes it this time. Drinks. Thinks a beat. Cody sees how torn Nichols is. Smiles reassuringly. Quietly:

CODY  
Let's get the damn thing done.

Cody stands and walks away. Nichols watches him go. Never more alone.

Zavala, Gunny and the Marines watch as Cody and Nichols return together with their gamefaces on.

CODY  
Alright you dumb Jarheads! Listen up!

All eyes are on Cody...

CODY (CONT'D)  
When I took command of this company, I thought you were a bunch'a no-load non-hackers. Because I've lead the best my Corps has. The elite. Stone cold technicians of death. Well I was wrong. They ain't shit compared to you. You guys got more heart, more damn fight than they ever did. And I know why. It's 'cause you ain't fighting for cheeseburgers and videogames, or a flag. You're fighting for the Marine on your left and the Marine on your right.

The Marines straighten up as Cody's heartfelt words sink in. Nichols looks his people over, proud as hell.

CODY (CONT'D)

Look, I am honored, repeat, honored, to lead you in combat. Shit, I feel sorry for any sons-a-bitches stupid enough to take you on. Time to get yours, Marines. Semper Fi.

EVERYONE

Semper Fi, sir!

CODY

Outstanding. Man your combat stations.

Pumped up, the Marines take their positions. Nichols looking at Cody, impressed by his change of heart.

100

EXT. JEFFERSON - DET 22 - FIRST TRENCH - DAY

100

Zavala sits in an office chair someone has dragged outside. She's feeling decidedly mortal. Nichols stands next to her scanning with binoculars.

ZAVALA

Anything?

NICHOLS

No.

ZAVALA

What are they waiting for?

(then)

My mom told me not to join the Marines.

Nichols looks at her realizes:

NICHOLS

You're, scared. Wow, Syl. So you're human after all.

ZAVALA

I didn't say she was right.

(then)

Know I was saving myself for marriage?

NICHOLS

That explains so much.

ZAVALA

Shut up, jackass.

Nichols squints into the sky, REACTS...

(CONTINUED)

100 CONTINUED:

100

NICHOLS

Aerial contact, twelve O'clock high!

FIND CODY -- He spins and looks through his binoculars. He REACTS.

CODY

Take cover!

101 EXT. JEFFERSON - SNIPER POSITION - DAY

101

Gator and his Spotter SEE IT TOO -- Eyes widen.

GATOR

What the hell is that?

His Spotter is speechless...

102 EXT. JEFFERSON - DET 22 - DAY

102

Marines scramble into the trenches and the entire world explodes...

[NOTE: We are in the Marine's POV's for this. Camera does go out of the trenches.]

Incoming shells SHRIEK and EXPLODE. It's like an old school artillery barrage -- There are so many explosions they become a CONTINUOUS ROAR...

The ground beneath Nichols bucks like a horse...

Spacepimp tries to claw his way into the dirt like a gopher. Underwear and Lord Fresh hug each other tightly and SCREAM...

Zavala pulls a rosary from her collar and prays for all she's worth...

BOOM-BOOM-BOOM-BOOM! -- A volley of shells walks across the trench, a shell lands inside -- Obliterating two Marines...

Cody hates every second -- Sweat pours from his face onto the trench floor. KABOOM! -- A close-in round knocks him out...

BACK TO NICHOLS -- His eyes meet Zavala's. Both are clearly terrified, helpless to aid themselves or anyone else. It is an amazingly raw moment, no pretense as they look at each other. Its one of the deepest bonds known -- That of soldiers in combat...

(CONTINUED)

Then it stops. Nichols peels himself off the trench floor and coughs out a mouthful of dirt. He dares poke up his head and look around...

It's hard to see in the haze. The trenches are battered, smoke pours from the ground itself. Weapons and equipment are scattered everywhere...

Nichols looks up and REACTS...

WHAT HE SEES -- Through the haze, a Lupe SPECIAL FORCES ASSAULT SHIP, the size of a passenger jet, it's covered with the cannons that just blew the hell out of the trenches. A COUPLE DOZEN LUPES are strapped to the hull, they aim at the Marines below...

Nichols' jaw falls open...

NICHOLS

Get inside! Fall back!

Nichols sees the remaining stunned Marines just cringe in the trench. Cody is disoriented and stunned.

NICHOLS (CONT'D)

Captain. Captain, sir?

Cody's eyes are wild and confused. Nichols grabs his combat vest and pulls. Zavala shakes it off...

ZAVALA

Run, let's go!

NICHOLS

Let's go! Let's go!

Gunny stands and aims -- BRDDDDT! Opens fire...

BZZZZT-POW! -- A lightening-like energy bolt vaporizes him.

ZAVALA

Gunny!

Marines fly out of the trenches and race to the main entrance. Energy bolts and shells explodes around them. They run through blinding smoke and geysering dirt. Cody gains his bearings. Running on his own power...

103 INT. DET 22 - MAIN ENTRANCE - DAY

103

Most everyone's inside -- Nichols' hand on the switch to drop the blast shield -- When Lord Fresh and Nichols clear the threshold, Cody punches the switch and the big concrete overhang drops closed...

LAST MARINE

Wait!

THE LAST MARINE dives for the narrowing gap -- WHAP! He's hit with an energy bolt -- His smoking helmet rolls inside as...

KERCHUNK -- The blast shield seats closed.

DOLLAR

What is that? What is that thing?

CODY

Special Forces Assault Carrier. The professionals just showed up.

Cody looks over the drawn survivors, doubled over, they catch their breath, coughing, sputtering -- Nichols, Zavala, Spacepimp, Dollar, Underwear, Lord Fresh, Cantrell. The female Corpsman, two LANCE CORPORALS and four PRIVATES. All covered with mud, in torn, scorched uniforms. A far cry from the shiny green troops that boarded the Cormorant...

With sudden horror, Nichols realizes:

NICHOLS

(into radio)

Gator! Where the hell are you?

Distraught looks are traded...

104 EXT. JEFFERSON - SNIPER POSITION - DAY

104

Gator and his Spotter are too busy to think about their predicament. They're doing what they have to do.

GATOR

(into radio)

Engaging hostiles. Out.

SPOTTER

Multiple targets! Enemy dismounts in the open three hundred yards.

(CONTINUED)

104 CONTINUED:

104

GATOR  
Tally dismounts. Sending.

BAM! Gator fires. BAM! Again...

105 EXT. DET 22 - GATOR'S SCOPE POV - SAME TIME 105

LUPE SHADOWS run through the smoke. One tumbles. BAM!  
Another falls. BAM! Then another. So much smoke...

The scope switches to thermal -- That's better -- Well  
defined Lupe heat silhouettes running. BAM! One drops.  
BAM! Another down...

106 EXT. JEFFERSON - SNIPER POSITION - DAY 106

BAM! Gator fires again. Hyper-focused. The spotter HEARS  
something. Looks up...

WHOOSH-KABOOM! -- Gator and his Spotter are blown to  
smithereens by a missile...

107 INT. DET 22 - MAIN ENTRANCE - DAY 107

Nichols looks at his E-reader. Sees Gator's position marker  
disappear from the map. It's wrenching. He shakes his head  
sadly. The burden of leadership heavy on his heart. He  
looks at the other Marines...

WHAT NICHOLS SEES -- The Marines have taken position behind a  
barricade of sandbags and furniture. Lord Fresh and  
Underwear man the High-K. Dollar is ready with his grenade  
launcher. They eye the main doors, fifty yards up.

BACK ON NICHOLS -- His brow sets with determination. You can  
almost hear him thinking -- "I will do everything I can to  
keep them alive."

NICHOLS  
Function check your weapons. Top off on  
mags and frags. Drink water if you  
haven't. Keep your first aid kits handy.  
Be ready for contact.  
(then)  
Dollar, cinch up your vest.

Dollar does without hesitation. Cody, tightly wrapping his  
arm with a bandage, SEES that Nichols is learning the  
loneliness of command.

(CONTINUED)

THE MARINES waiting and watching. Expectant faces. The tension is excruciating. Cantrell hugs her radio and bites her lip. Spacepimp drums his fingers on a rocket launcher.

UNDERWEAR

Dude. Stop. Just stop.

SPACEPIMP

Make me.

Zavala knocks Spacepimp on the helmet with her rifle and he stops. In silence they wait. Just the steady DRIPPING of a broken water pipe.

UNDERWEAR

Maybe they're gone.

NICHOLS

No way. They figured out what we're doing. They're gonna throw everything they got at us.

Nichols steps around the barricade, cautiously approaches the blast door. Then...

The DEEP BASS RUMBLE of artillery...

NICHOLS (CONT'D)

Incoming.

The walls vibrate with nearby explosions. Cody smirks.

CODY

Wasting their time. They'll never breach all this blast-crete

Nichols realizes something. Heads into...

RUMBLING of artillery. ALARMS give warnings of the inbound shells. Nichols checks the tac-display. The EXPLOSIONS aren't even close.

NICHOLS

They're impacting five hundred meters East.

CODY

They're better shots than that.

(CONTINUED)

NEW ANGLE -- The Radio Tech jumps to her feet. Frantically hitting buttons.

RADIO TECH

Aw, dude. Seriously? Hey, guys! I just lost the signal to the reactor.

NICHOLS

They cut the line. That's what they were targeting.

RADIO TECH

I was super close too. Couple more command cycles and boom. Big boom.

She's one tough girl but her strain is obvious.

CODY

(to Cantrell)

Stay with her.

(to Nichols)

C'mon, Dave.

KERCHACK! -- Cody cocks his weapon and heads for the exit.

CODY (CONT'D)

What's the fix?

RADIO TECH

Someone has to physically go out there and patch the cut cable.

This is a disaster. But Cody and Nichols can't give up.

NICHOLS

There another way out?

RADIO TECH

Evacuation tunnel on the berthing level.

CODY

The back yard's a no-go. They'll smoke anything that moves.

NICHOLS

Even another Lupe?

Cody blinks. Understands what Nichols is implying.

CODY

Lupes're big. Got some size on 'em.

Lord Fresh is big. Real big. Nichols hesitant.

(CONTINUED)

CODY (CONT'D)

Tell your man.

Nichols mouth goes dry. Quietly:

NICHOLS

I'll go, sir.

CODY

No you won't.

A beat. Nichols turns.

109 INT. DET 22 - SPIRAL CORRIDOR - DAY

109

Nichols helps Lord Fresh don a Lupe uniform. Fastening armor plates. Fresh is terrified, embarrassed.

LORD FRESH

Forget it. I ain't going.

Nichols ignores that.

LORD FRESH (CONT'D)

Dude. Look. I'm shaking. I can't go out there alone. Hey. Bro, it's me.

NICHOLS

(curt)

You're gonna go out there and do it. End of story.

LORD FRESH

What happened to you?

NICHOLS

What are you asking me?

LORD FRESH

You used to be one of us.

That hits him right between the eyes. Nichols looks at his best friend. Softens.

NICHOLS

I still am.

Lord Fresh sees his friend is back. That's all he needed.

LORD FRESH

You gotta open the sports bar. Don't flake.

(MORE)

(CONTINUED)

109 CONTINUED:

109

LORD FRESH (CONT'D)

With the signed jerseys and the wood  
floor just like a ball court. Swear you  
will.

NICHOLS

We will. You and me.

Lord Fresh knows the chances of that are slim to none.

LORD FRESH

Sure. The hell we gonna call it?

A beat. As Nichols hands him the helmet and gasmask...

NICHOLS

"Balls."

Lord Fresh grins...

110 INT. DET 22 - SPIRAL CORRIDOR - BERTHING LEVEL - DAY 110

Spacepimp, Dollar, Zavala, Cody, Nichols and two Privates  
escort Lord Fresh, the Lupe gasmask and helmet under his arm.

SPACEPIMP

That's a good look for you, we should go  
clubbing.

Lord Fresh REACTS, if looks could kill.

111 INT. DET 22 - SPIRAL CORRIDOR - DAY 111

At a large heavy escape hatch -- It's open revealing a long  
dark tunnel. Nichols hands Lord Fresh a fiber-optic patch.

NICHOLS

Just clamp this to both ends of the  
break.

Next Nichols hands Lord Fresh a Lupe rifle. Lord Fresh  
salutes Nichols. Nichols salutes back. Lord Fresh steps  
through the hatch. Leaving Nichols to struggle with having  
sent his best friend to die...

He and Dollar push the heavy hatch closed. Nichols places a  
thermite charge on the lock and pulls the pin -- It burns  
white hot, melting the lock, welding the hatch shut.

SPACEPIMP

...damn...

(CONTINUED)

111 CONTINUED:

111

NICHOLS  
We're done here.

The head back up. Then hear a series of THUNKS from somewhere above them. Zavala cocks her head...

ZAVALA  
That came from in here.

Goosebumps and nervous glances. Cody smells danger.

CODY  
C'mon.

112 INT. DET 22 - TACTICAL OPS CENTER - DAY

112

Cantrell patches the SECURITY FEEDS into the tac-display giving her views both inside and outside the facility. She cycles through camera feeds. Finds Lord Fresh moving up the tunnel...

ANOTHER FEED -- Cody, Nichols heading back up...

ANOTHER FEED -- GLOWING LUPE EYES creep down an anonymous corridor. Cantrell gasps...

She cycles through the feeds for a better look -- SEES Movement. Lupe shadows. Then a Lupe's EYES in CLOSE-UP. BZZZT! -- The camera goes dead. Then camera after camera winks out...

CANTRELL  
(into radio)  
Sir! They're inside!

113 INT. DET 22 - SPIRAL CORRIDOR - DAY

113

Everyone freezes. Weapons ready, eyes searching. Spacepimp and Dollar trade "oh, shit" looks.

CODY  
(into radio)  
How many?

CANTRELL (V.O.)  
I don't know. A lot.

NICHOLS  
We're locked in with them?

(CONTINUED)

CODY

Outstanding. Now they can't get away.

Then LIGHTS GO OUT. Everyone flips down their night vision screens...

CODY (CONT'D)

Hold your water, people. Darkness works both ways.

NICHOLS NIGHT VISION POV -- Moving fast up the spiral corridor. Then GLOWING EYES -- It's just Zavala. She smiles reassuringly.

[NOTE: I'll let you know when we're out of night vision.]

Nichols continues, three abreast with Cody and Zavala. Cody grabs his shoulder, signals a halt. Nichols motions for everyone to spread out. Cody takes a knee and points...

UP AHEAD -- A door slowly swings shut...

CODY (CONT'D)

(whispers)

We're going in. Stack up.

Nichols and the Marines line up outside the door.

DOLLAR

The skinny dude's missing.

STILL IN NICHOLS' POV -- Private 2 is missing.

NICHOLS

Awesome. Go get him.

Private 1 heads back down the spiral. When he's around the bend out of view...

BZZZZT! (O.S.) -- The flash of a Lupe rifle. Private 1's split helmet comes flying towards them...

NICHOLS' POV tracking it, when Nichols looks back up...

THREE LUPES come around the corner shooting...

BZZZZT-BZZZZT-BZZZZT! -- Energy bolts spatter into the concrete walls carving out huge divots...

BRDDDDDDDT! -- The Marines return fire. Muzzleflashes strobing back and forth...

Two Lupes go down. The third retreats...

(CONTINUED)

Zavala advances, empties her rifle. Pulls her pistol...

ZAVALA'S POV -- Running fast down the spiral. There's the third Lupe...

POP-POP! -- She shoots him in the back. He drops. She rushes up, puts her boot on his neck -- POP-POP! Just making sure. When she looks up, she SEES...

SIX EERIE PAIRS OF LUPE EYES -- Zavala spins around and runs for her life...

NICHOLS POV -- Here comes Zavala. She snatches a grenade off her vest and tosses it over her shoulder...

KABOOM! -- The explosion knocks her off her feet. She tumbles into Nichols...

Before he can say a word, Zavala's back on her feet, running back down the corridor. Waving everyone forward...

ZAVALA

There's more. Let's get 'em!

Everyone follows.

CODY

I like her.

The Marines running. Towards the Lupes. They round the corner. Ready to open fire...

NICHOLS SEES -- NO LUPES

ZAVALA

There was a whole bunch of 'em.

Cody picks up a Lupe rifle from the Lupe Zavala just shot and tosses it to a pensive Nichols.

NICHOLS

They're playing games. Distracting us.

CODY

Back to the control room. Double time.

The Marines, take off running up the spiral. Quickly. Almost running. Dollar and Spacepimp in front.

SPACEPIMP

Contact front!

(CONTINUED)

NICHOLS

Check fire! Friendly!

NICHOLS POV -- It's Private 2. The one that vanished. He's hanging from a door. Dead. Eyes missing.

SPACEPIMP

Where's his eyes?

CODY

They got a thing for eyes. Don't touch him. Probably booby-trapped.

DOLLAR

Could this possibly suck more?

(a beat)

Don't answer that.

They continue upwards. Reach the Tac Ops level. Emergency lights are on. [NOTE: We're out of night vision.]

NICHOLS

Marines! Don't shoot us!

Underwear rises from behind a barricade. With two rifles, another over his shoulder, dripping grenades and spare ammo.

UNDERWEAR

Well?

SPACEPIMP

Badguys are all up in this bitch.

CODY

Everyone in Tacops. Time to button up.

The SECURITY DOOR slowly rolls closed. Everyone is now inside, only 11 remain -- Cody, Nichols, Zavala, Underwear, Spacepimp, Dollar, The Female Corpsman. Lance Corporals 1&2, Private 3. And the Radio Tech. All on edge.

Cody and Nichols watch CAMERA FEEDS of Lord Fresh trudging through the shell craters...

CODY

He's outside.

NICHOLS

Bad guys, sir.

(CONTINUED)

114 CONTINUED:

114

A LUPE ASSAULT TEAM runs up the Spiral Corridor -- Sixteen strong in the Lupe equivalent of SWAT gear, badass and scary.

SPACEPIMP

Yo, they got ninjas.

Cody and Nichols watch the security feeds on the tac-display. The Lupe Assault Team is now approaching the Ops Center...

[NOTE: This is actually our first good clear look at how they operate as a team -- They are crisp as Navy SEALs.]

CODY

Secure the goddamn door!

Dollar, Underwear and Zavala futilely try to push the door shut faster...

115 EXT. JEFFERSON - DET 22 - DAY

115

From a trench, Lord Fresh watches peers over the edge. From here it's open ground to goal. It takes all of his will to climb out of the trench and step out into the open...

116 INT. DET 22 - TACTICAL OPS CENTER - DAY

116

Cody pulls an ENERGY CARTRIDGE from a Lupe rifle. He ties a grenade to it with a bandage from his arm. Pulls the pin and tosses it through the slowly closing door...

KABOOM! -- It's a huge explosion, ENERGY CRACKLES -- On the tac-display they SEE the first two Lupes cut down. The other fourteen advance unfazed...

Nichols watches the Security Door with apprehension -- It's almost shut...

NICHOLS

C'mon, c'mon, c'mon.

He joins the others pushing, putting a shoulder into it. Now the Lupes are right outside...

117 EXT. JEFFERSON - CRATERS OUTSIDE DET 22 - DAY

117

Lord Fresh jogs in the heavy enemy combat suit towards the smoking craters where the artillery cut the cable.

118 INT. DET 22 - TACTICAL OPS CENTER - DAY 118

The Blast Door is almost closed -- A LUPE GRENADE rolls in...

It sprouts legs and runs for Cody. Everyone scurries away from him. Cody's eyes go wide...

At the last second, PRIVATE 3 dives on it...

BOOM! -- His body absorbs the blast. Then...

A column of fire ROARS through the gap in the door -- The Lupes have a flamethrower -- Lance Corporal 1 is immolated, he drops to his knees screaming...

BLAM! -- Cody puts him out of his misery...

Everyone recoils from the ROARING column of fire. Nichols dives for the fire alarm -- The ALARM sounds and Halon suppressant jets from the ceiling nozzles...

That tames the flamethrower enough for Nichols to approach the closing Security Door, draw his pistol and...

POP! -- Put a round into the Lupe's flamepack...

BA-WHOOMP! -- The flamepack explodes, splashing two Lupes with alien napalm...

Nichols' arm is sprayed too, now on fire. The Security Door seats closed -- Its bolts THUNK into place...

119 EXT. JEFFERSON - CRATERS NEAR DET 22 - DAY 119

Lord Fresh approaches the crater. In the distance he can see the Particle Cannon jutting into the angry desert sky. A LUPE FIGHTER SCREECHES overhead. Lord Fresh instinctively hits the dirt. The fighter ignores him. Lord Fresh stands, keeps moving. Trailing fresh cable for the splice...

120 INT. DET 22 - TACTICAL OPS CENTER - DAY 120

Zavala pours a canteen on Nichols arm. Cody kills the fire alarm and it's quiet again.

Dollar watches the tac-display -- Burning Lupes collapse.

The Corpsman cuts open Nichols' sleeve. His arm is bad, she wraps it with a bandage. Cody watches the tac-display -- The eleven remaining Lupes assemble a machine...

(CONTINUED)

CODY

Shit. They got a friggin' laser cutter.

CANTRELL

Captain. The space gun's doing something.

Cantrell points at a CAMERA FEED -- The Space Cannon is traversing for another shot, glowing and crackling with energy...

CODY

Get Rheimer. Make sure he's seeing this.

CANTRELL

Aye, Captain.

NICHOLS

They're lining up the next target.

Nichols and Cody trade worried looks.

CANTRELL

General Rheimer, sir.

Rheimer appears on an overhead display. He's in Space Com's crowded Ops Center. Looks like chaos behind him.

GENERAL RHEIMER

Cody.

CODY

They're lining up another shot.

GENERAL RHEIMER

We're well apprised of that. We did the Math. We're the target. Washington D.C. They'll take out the Pentagon, Space Com, the whole damn government. Plus it's gonna put enough crap into the atmosphere to block the sun. This is a planetary killshot. We'll have to abandon Earth.

Nichols, Zavala, the others REACT to the devastating news. Dollar fights back tears. He's NYC through and through.

GENERAL RHEIMER (CONT'D)

Captain, we need a water walker. Deliver the miracle.

Cody wipes the dust from his face. Clears his throat and spits. Looks at Rheimer.

(CONTINUED)

120 CONTINUED: (2)

120

CODY  
It'll get done.

Cody drops the link. Looks at Nichols, almost guilty.

CODY (CONT'D)  
I didn't want this. Not like this.

121 EXT. JEFFERSON - CRATERS NEAR DET 22 - DAY 121

Lord Fresh jumps in a shell crater. He locates the severed cable. He HEARS a noise behind him and turns...

Then he looks up and sees THREE LUPES standing there...

122 INT. DET 22 - TACTICAL OPS CENTER - DAY 122

Nichols cycling through outside CAMERA FEEDS...

CODY  
Where's your boy?

Nichols SEES Lord Fresh and the three Enemy Soldiers...

NICHOLS  
There. He's in trouble.

Now they HEAR the HIGH PITCHED WHINE of the laser cutter.  
Underwear looking worried.

ZAVALA  
They'll never get through that door.

Cody sees the wall begin to smoke...

CODY  
The door? They're coming through the  
frickin' wall. Everyone down!

The Marines hit the deck -- A horrible HISSING as lasers burn through the wall, laserlight fills the room. Cody pushes Spacepimp's head down...

CODY (CONT'D)  
Don't look at it!

Laserbeams cut the reinforced concrete like butter...

123 EXT. JEFFERSON - CRATERS NEAR DET 22 - DAY 123

The LEADER of the three Lupes SAYS SOMETHING. Lord Fresh cocks his head.

LORD FRESH

Dude, I got no idea what you just said.

The Lupes take a step back. It feels like an Old West gun duel -- The Lupes raise their weapons...

BZZZZT-BZZZZZT-BZZZZZZT! -- Too late. Lord Fresh drops all three...

124 INT. DET 22 - TACTICAL OPS CENTER - DAY 124

The wall collapses -- A Lupe runs inside and detonates his SUICIDE VEST...

BOOM! -- Takes out Lance Corporal 2...

The Lupes pour through the breach -- ANGRY MARINES greet them...

Weapons FLASH on both sides. Marine body armor absorbs bursts of Lupe gunfire. Bullets rip up Lupe armor. Displays shatter. Sparks, smoke, debris...

Underwear fires the High-K...

Cody, takes cover behind the tac-display...

Zavala shoves her rifle in a Lupe's face, pulls the trigger, blows off his helmet. Another Lupe lunges at Zavala...

BRRDT! -- Spacepimp drops him. He's got her back...

Out of ammo, Cody pulls a grenade pin with his teeth and vaults the tac-display...

Cody tackles a Lupe and stuffs his grenade inside its breastplate. Then kicks him back towards his comrades...

KABOOM! -- That Lupe's done. Stunning his comrades...

Underwear stands up, fires from the hip, kills two Lupes...

Then Underwear is blown apart by Lupe energy bolts. The High-K CLATTERS to the floor...

NICHOLS

No!

(CONTINUED)

Nichols pulls his pistol -- POP-POP-POP! Kills the Lupe guilty for that. Nichols dives and rolls, reloads, drops another Lupe...

Zavala is grabbed from behind by a Lupe, she flips him over her back...

WHACK! -- The Radio Tech buries a fire axe in his chest...

ZAVALA

Thanks.

Four Lupes remain. Dollar blows one off his feet with his grenade launcher...

THWAP! -- Dollar is hit in the leg and goes down hard...

The Corpsman runs to him and is killed, her body tumbling to a stop. Dollar grabs the Corpsman's pistol, uses her body as a shield and -- POP-POP! Kills another Lupe...

Cody grabs a rifle off the floor and -- WHAM! He's kicked by a Lupe, knocking it out of his hand...

Another Lupe aims at Cody. Who can't believe this is how he's going out. He grabs a chair and throws it...

Both Lupes drop -- What the hell..?

Nichols shot them -- Clutching his weapon with shaky hands, he gives Cody a nod. A grateful Cody SEES Nichols' expression change...

Cody draws his knife and spins -- SCHWICK! -- Stabs a Lupe in the jaw...

BAM! -- Zavala finishes that Lupe off with her pistol...

Cody jerks his knife free. Ready for more -- Then realizes that was the last one...

Cody looks at Nichols. At Zavala. Nichols takes off his helmet and leans against a console. Utterly and totally spent. The room is a disaster. Small fires burn. Dollar, Spacepimp, Cantrell and the Radio Tech are all who remain. They brush themselves off. Shaken. Then...

A familiar HUM -- The space cannon is about to fire. Cody brings it up on the tac-display -- The air around crackles and shimmers. Cody and Nichols trade looks of sheer dread.

ZAVALA (CONT'D)

We're too late.

(CONTINUED)

Nichols leans on the tac-display, cycling through CAMERA FEEDS -- No sign of Lord Fresh...

THE REACTOR CONTROL PANEL -- Then suddenly ALARMS sound, lights flash.

RADIO TECH  
I'm back in. He did it.

The Radio Tech works feverishly, resetting alarms, fighting the computer for control...

CODY  
Blow it. Now!

125 EXT. JEFFERSON - LUPE SPACE CANNON - DAY

125

The Lupe Space Cannon is HUMMING with power as the monstrous device prepares to destroy Space Com across a vast, vast distance. Then...

THE REACTOR DETONATES O.S...

BAWOOMP! -- The ground bucks violently, collapsing the supports of the weapon...

A massive column of plasma erupts from the nearby reactor exhaust port -- The particle cannon collapses, releasing its energy in an uncontrolled chain reaction...

BAWOOMP! -- It's a nuclear detonation. The cannon, the surrounding Lupes, everything, is simply destroyed in a flash...

126 INT. DET 22 - TACTICAL OPS CENTER - DAY

126

Though a mile away and tamped by hundreds of feet of solid rock, the massive detonation unleashes seismic forces...

The floor shudders. Cody and Nichols ride it out...

Then it's over. Cody stands and dusts himself off. He helps Nichols to his feet. Dollar sits up, spits dust from his mouth.

DOLLAR  
Yo. Am I alive? Someone slap me.

SMACK! -- Zavala slaps him.

(CONTINUED)

DOLLAR (CONT'D)

Uh, thanks?

Zavala picks up her rifle, crosses to the hole in the wall and peers out -- No bad guys.

Nichols SEES Spacepimp lying still, rolls him over. Please don't be dead. His eyes spring open. He's not.

SPACEPIMP

We did it. Right, sir? Did we do it?

CANTRELL

Space Com's still there, sir!

Nichols grins.

NICHOLS

Yeah, we did it.

CODY

Mission accomplished.

Cody gives Nichols a nod. They HEAR A NOISE -- The Marines spin with their weapons ready...

A LUPE STANDS THERE -- It raises it's hands...

NICHOLS

Check fire!

Nichols crosses, pulls the helmet off -- It's Lord Fresh.

Relieved Marines lower their weapons. He locks eyes with Nichols. Nichols grins. Lord Fresh grins back. Sharing their victory.

Dollar and Spacepimp help him out of the combat suit.

ZAVALA

What now, sir?

CODY

We wait for 'em to kill us.

Nichols and Zavala trade looks -- That's just fine.

Two hours later. It's quiet. Nichols passed out, hunched over his rifle. Cody sleeps on the floor. Cantrell shakes him. Cody startles awake. Nichols wakes too.

(CONTINUED)

CANTRELL

Sir. It's General Rheimer.

CODY

(into handset)

Go for Cody.

We can't hear what the General is saying. But it has a profound effect on Cody. He let's the handset back to drop from his hand.

Nichols wondering what the hell is going on...

Cody stands there a beat, processing what he just heard. He looks at his dying hands. The blue nails and grey flesh. Then Cody smiles. Cinching up his armor. Stuffing extra mags in his chest rig. Nichols watching this.

NICHOLS

Captain?

CODY

No matter what happens out there. Stay here. All of you.

Cody crosses to the whole in the wall. Grabs a carbine. KERCHACK! -- Racks its bolt.

NICHOLS

You can't go out there sir, it's...

Suicide. Nichols doesn't have to say it. He realizes what Cody intention is. Realizing Cody, for once, is at peace.

ZAVALA

Sir. Don't.

NICHOLS

Let him be.

Nichols, Spacepimp, Zavala, Cantrell, Dollar, Underwear and the Radio Tech watch Cody cross exit through the hole. He pauses, looks at Nichols, who bites his lip to staunch his emotion.

CODY

Take care of 'em, Dave.

NICHOLS

I will, sir. I promise.

For the first time Cody smiles. Paternal and reassuring. Nichols is just gutted.

(CONTINUED)

127 CONTINUED: (2)

127

CODY

It's been an honor to fight with you.

Cody's gone. Spacepimp tries to follow. Nichols holds him back.

128 EXT. JEFFERSON - DET 22 - DAY

128

The blast shield slowly rises. Cody stands in the shadows. Weapon ready. Eyes shining.

WHAT CODY SEES -- Glimpses of the dozen LUPE COMMANDOS hiding in the trenches...

Cody pulls off his helmet and discards it. He takes a deep breath and arms two grenades -- And heaves them into a trench...

BOOM-BOOM! -- The grenades take out a couple Lupes...

Cody charges out firing -- BRDDDDDDT! Drops a Lupe...

Lupes seem to rise from the ground as they stand tall and open fire...

Cody is caught in a vicious crossfire. Dozens of energy bolts hit him simultaneously...

Cody goes down fighting. A warriors end. A smile on his face. His war is over. Cody is no more...

129 INT. DET 22 - TACTICAL OPS CENTER - DAY

129

Nichols, Zavala, Spacepimp, Cantrell, the Radio Tech and Dollar saw the whole thing on the tac-display. They're devastated. Especially Nichols. Zavala wipes a tear. Cantrell receives a transmission...

CANTRELL

Flash traffic for Joker Actual.

Nichols hesitates.

CANTRELL (CONT'D)

Sir, that's you now.

She patches it into the tac-display. Rheimer appears.

NICHOLS

Go for Joker actual.

(CONTINUED)

GENERAL RHEIMER

Where's Cody? I didn't get an acknowledgement.

NICHOLS

Sir... Cody's gone.

Rheimer absorbs that. Then smiles knowingly to himself.

GENERAL RHEIMER

You don't know? He didn't tell you.

NICHOLS

Sir, know what, sir?

GENERAL RHEIMER

In four minutes all combat operations are to cease. Remain under arms but do not engage in hostile action. You copy me?

NICHOLS

Good copy. It's over, isn't it?

GENERAL RHEIMER

This goddamn nightmare's over, son. You folks broke their wonder weapon and they signed the peace treaty. We're at peace. After twenty years. War's over.

ON THE FACES OF OUR SURVIVORS as that sinks in. Cantrell smiles maternally and puts a hand on her belly.

GENERAL RHEIMER (CONT'D)

Enjoy all the goddamned parades they're gonna throw you. You're heros.

NICHOLS

There's no heros here. Just Marines.

Zavala peers out the main doors. Nichols beside her...

NICHOLS

See 'em?

ZAVALA

Yeah. They're right there.

WHAT SHE SEES -- Nine Lupes stand there. The Lupes see her, REACT, jumpy, they aim their weapons -- But do not fire...

(CONTINUED)

ZAVALA (CONT'D)

They're not shooting. Now what?

NICHOLS

Go out there.

ZAVALA

I'm not going out there. You go.

Nichols brushes past her. Cautious, nervous, ready to dive in a trench. Nichols takes a couple steps closer and stops.

A LUPE OFFICER signals his troops to spread out. They do so with anxious body language -- But they hold their fire...

Zavala steps out of cover and joins Nichols. Then Spacepimp, Dollar, Gator and Lord Fresh. Nichols motions them to spread out -- Nichols and the Lupe Officer eye each other. Each equally fearful of the unknown. Nichols tosses aside his rifle...

A beat. The LUPE OFFICER tosses aside his weapon. Marine and Lupe officers stand face to face. The Lupe officer salutes Nichols. Nichols salutes back...

With that simple gesture a new age of peace dawns...

THE END