

MiMiC

a revision
by

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MIRAMAX FILMS

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FADE IN:

1 TEE SCREEN 1

Stygean darkness.

Wet CLICKING SOUNDS. A BEAM of purplish ULTRA-VIOLET LIGHT reveals a mosaic of moving forms... COCKROACHES. They skitter restlessly under the beam's intensity. SERIES OF SHOTS -- the UV Beam passing over various parts of the space. Pipe webs, walls, girders -- all covered with the insects. Thousands of them.

PULL BACK TO REVEAL

2 INT. SEWER SYSTEM 2

Innards of steel. A vast maze of tunnels.

A GROUP OF FIGURES advances through the tunnels with handheld UV lamps.

The figures are dressed in gray air-tight NEOPRENE SUITS, their faces hidden by skin tight MASKS and bug-like NIGHT VISION GOGGLES. In the dense silence, respirator valves HISS-CLICK at the corner of their lips in mechanical rhythm.

The scene has a dream-like, choreographed quality.

3 NIGHT-VISION POV 3

Eerie, aquatic green. The horde of insects appear to be some kind of sea-life, crawling over the floor of a dead ocean.

4 TEE TEAM OF FIGURES 4

From their midst appears another FIGURE, its neoprene suit a flat WHITE. Female, clearly the TEAM LEADER.

She carries a stainless steel CONTAINER filled with twenty small compartments, each bearing a large, heavy-shelled roach with a different BARCODE on their back.

5 JUDAS ROACHES. 5

She kneels and opens the

CASE

ICHH!! A dozen of the Judas roaches are released. They slide through into the area.

6 THE NEARBY ROACHES

6

react instantaneously. In a rustle of tiny legs, they begin to stream toward the Judases.

Jostle and fight each other for position to mate with them.

They even crawl over the Team Leader in an effort to reach the Judases. The Team Leader makes no effort to brush them off. Patient, almost godlike, she watches the MATING.

7 LATER

7

A MANHOLE has been opened above. CHAINS are dropped down and attached by a Team Member to A 100-GALLON DISPOSAL DRUM.

REVEAL the floor of the tunnel, carpeted with the still forms of the roaches, now all DEAD.

The Team Members quietly shovel the tiny corpses into other disposal drums.

At their feet skitter the only survivors of the massacre: the bar-coded Judas Roaches.

In a crunch of machinery, the first disposal drum is lifted by the chains through the manhole to

8 EXT. A CITY STREET - DAY

8

MIDTOWN MANHATTAN. A cacophony of SOUND and LIGHT.

Dirty snow drifts over Bryant Park. Emergency lights blink everywhere. A wall of cars sits on Sixth Avenue, stopped dead. Exhaust fumes hang in the air. Jaded TRAFFIC COPS send the cars on crosstown detours.

Mounted policemen patrol a line of yellow sawhorses near dozens of Department of Public Health vehicles, angle-parked in a military phalanx.

A monumental ribcage-like scaffolding has been erected in the middle of the street, "sealing" the area with amber plastic.

Inside, UNIFORMED WORKERS take the disposal drum of roaches and toss it into one of a number of huge DUMPSTERS.

The Team Leader watches from nearby, exhausted. Her mask is off. We see her face: Entomologist SUSAN WYETH, 29.

An ARM gently drapes over her shoulder.

8 CONTINUED:

8

PETER (OS)

How we doing?

She looks over at DR. PETER TYLER, 34, bespectacled. A HEADSET around his neck, a coat emblazoned with the DEPARTMENT OF HEALTH LOGO. He has the look of a man who's just fought a long battle and come out victorious.

SUSAN

We'll see...

He offers her a bite of a PAY DAY CANDYBAR. Susan smiles, shakes her head. She wearily leans against him.

Peter looks out as the dumpster filled with roaches is raised by MECHANICAL ARMS into the waiting maw of the dump truck.

9 THE SCREEN. DARKNESS.

9

A voice, a somber bas-relief in the darkness.

ANCHORMAN (VO)

Strickler's Disease crept into Manhattan like a thief in the night, claiming its first hundred victims before it was even classified.

10 INT. HOSPITAL - NIGHT - FLOATING SHOT

10

We FLOAT through a long hospital ward.

Past ROWS of illuminated oxygen tents, pulsating softly in the dark like cocoons of light.

ANCHORMAN (VO)

Most were children under ten.

TRACK past tents. BODIES OF SMALL CHILDREN inside, wrapped in white sheets, hooked up to IVs or breathing apparatus. Skeletal hands, parched lips, glazed eyes.

BELLOWS of respirators push in and out, labored, failing.

11 IMAGE RESOLVES TO A VIDEO ON A SCREEN.

11

PULL BACK to reveal a number of SCREENS, each with a different set of images. We are in a NEWS VAN. A TECHNICIAN and DIRECTOR sit watching.

The voice belongs to an ANCHORMAN who's now overimposed.

11 CONTINUED:

11

ANCHORMAN

Only after the numbers had reached into the thousands were officials able to identify the carrier of the deadly infection...

DIRECTOR

Cut to three.

The Technician manipulates the controls. On another screen we see them cut to STOCK NEWS FOOTAGE: regular cockroaches, crawling on garbage.

ANCHORMAN

Blattida Germanica. The common cockroach.

DIRECTOR

(To a RUNNER)

Tell them we're ready for live feed.

12 EXT. OUTSIDE VAN - CITY HALL - DUSK

12

The runner exits the News Van. Other such vehicles parked nearby. A CROWD of ONLOOKERS, REPORTERS and a gaggle of PROTESTERS with handpainted signs.

Gliding past them, we pick up sound bites...

REPORTER 1

...an insect that has proven virtually immune to chemical control...

REPORTER 2

...the announcement by the Health Department that an end to the nightmare has finally...

REPORTER 3 is interviewing a Greenpeace PROTESTER who is holding up a photograph of Susan.

REPORTER 3

...an ex-colleague of Doctor Susan Wyeth...

PROTESTER

...Susan has always been opposed to biological tampering. A real advocate for ecological causes, it's not...

MOVE past them to further inside of the perimeter...

13 INT. AUDITORIUM - CITY HALL

13

A NEWS CONFERENCE in progress. A packed house. T.V. monitors spaced every 10 seats or so. In the audience, the MAYOR OF NEW YORK and various CITY OFFICIALS, listening to

Peter, speaking at the podium with the ease and enthusiasm of a public servant still untainted by bureaucracy.

14 ON A TV MONITOR

14

While Peter talks, a news title appears at the bottom of the screen: PETER TYLER. DEPUTY DIRECTOR, DEPARTMENT OF HEALTH.

PETER

(wrapping up)

...in Nature, evolution is a long, leisurely conversation between an organism and its environment. We, however, did not have the luxury of time...

Susan is waiting in the wings. She observes the audience.

She notices that the entire front row of is composed of CHILDREN who have survived Strickler's. Leg and arm braces, facial scarring...

He nods at Susan, who takes the podium, adjusting her jacket, slightly ill at ease in her business suit. She clears her throat, speaks softly.

SUSAN

With the aid of genetic labs throughout the country, we recombined cockroach DNA with genetic information from termites and mantids. We were able to create a biological counter-agent. A new ally, if you will...

She places a clear container on the podium for all to see.

SUSAN

Blattida Traditor.

15 CU CONTAINER

15

One of the Judas roaches skitters about in the container.

15 CONTINUED:

15

SUSAN (OS)
The "Judas Roach".

Cameras FLASH. MURMURS from the audience.

SUSAN
The Judas is a non-carrier of Stricklers,
with a short life-span and heightened
pheromone emission.

On the back row she can see some ecological hand-painted
signs being raised in silent protest. She stumbles for a
second, then resumes her speech.

SUSAN
The female is basically a sexual magnet;
common males travelled miles and fought
for the right to mate with them.

The audience is rapt.

SUSAN
When they did, they took away something
else we added -- a hormone, passed
through sexual congress that causes their
metabolism to go into overdrive. No
matter what their food intake, they
starved to death in a matter of hours.

Now Peter takes the mic.

PETER
We've achieved almost total eradication
of the roach population. As of today,
the disease has been officially
contained.

A STANDING OVATION starts and is carried on as we...

CUT TO:

16 INT. TYLER APARTMENT - BATHROOM - SUSAN

16

Susan in a tub in a dark bathroom. Her business suit
crumpled on the bathroom floor. SOUND of a TV outside.

PETER (OS)
Sus, come on. You're missing it.

17 INT. LIVING ROOM

17

Nothing grand. Peter in his shorts at a TV with shitty
reception. He adjusts the disgruntled cable box.

17 CONTINUED:

17

He is seen over the TV, giving his address.

PETER

Fucking thing! I hope someone's taping this.

(Out.)

Susan, come on. It's really good this time. I got most of the lines out.

(No response.)

Sus?

Peter sighs. He picks up an open bottle of champagne and two mis-matched ceramic cups, then heads for the bathroom.

18 INT. BATHROOM

18

PETER

Life's a bitch. Our 15 minutes came and went and all we got was bad cable...

Susan doesn't answer, clearly not in the same high spirits.

PETER

Hiding from the hard glare of publicity?

He notices her crumpled garment on the floor. He picks it up, puts it up on the hanger.

PETER

A shame. You looked great tonight.

SUSAN

Please.

PETER

You did!

He sits by the tub.

SUSAN

Do you think we did the right thing?

PETER

Taking a cab instead of hiring a limo?

SUSAN

You know what I mean...

Peter pours some champagne into the cups.

SUSAN
We did no impact evaluation. The
consequences of...

PETER
(sighs)
Is this a Catholic guilt thing...?

We hear a NEWSREADER on the TV.

NEWSREADER (TV)
...a flawless strategy which has stopped
a potential epidemic in its tracks...

PETER
You hear that? Flawless.

SUSAN
We just don't know.

He offers one cup to Susan. She doesn't take it.

PETER
We know we saved lives.

He sits closer to her.

PETER
There're gonna be a lot of kids running
around next year just because of you.

Beat. Susan starts to relax. He kisses her.

PETER
Who knows? We get lucky, maybe a couple
of 'em'll be ours.

SUSAN
(smiling now)
We're down to a "couple" now, huh?

She pats the water, beckoning.

PETER
Oh, I don't know. People are
beginning to talk about us...

Still partially clothed, he steps into the bathtub. Susan
shakes her head, laughs ruefully.

18 CONTINUED: (2)

18

SUSAN

Don't worry, I'll save your honor.
Maybe I'll even marry you.

She reaches over, kisses him.

FADE OUT:

FADE IN TO:

19 EXT. ALPHABET CITY - NIGHT

19

The WILLIAMSBURG BRIDGE dimly visible through the rain.

20 ALPHABET CITY STREETS

20

Empty warehouses. Closed businesses. Traffic lights
blinking on empty streets. Everything seems doomed
under the heavy layer of rain.

SUPERIMPOSE: TWO YEARS LATER

A DILAPIDATED BUILDING before us. A blazing NEON CROSS made
of the words 'JESUS SAVES' hangs askew from its facade.

CRANE to see the ROOFTOP.

WEAM! The door to the interior stairs FLIES OPEN and a tall,
thin CHINESE PREACHER in his sixties lurches out, eyes wild
with terror.

He looks back down the steps.

Something's climbing up fast, casting ominous, complex
shadows on the wall.

Too many FOOTSTEPS for it to be just one person.

The man hurriedly shuts the door and slides a bolt home.

Trembling, he backs away as a booming THUD makes the door
shudder. Raw, frenzied pounding and scratching
follows...something inhuman, determined to break through.

The metal surface suddenly buckles and bulges.

On the man's white undershirt, a blotch of blood starts to
grow. Needles of rain stab his flesh.

He searches wildly for a possible escape.

He reaches the edge of the roof: it's five floors down to the
sidewalk.

20 CONTINUED:

20

Two of the hinges on the door come loose, pulverizing the surrounding concrete.

WEAM! The door to the stairs bulges outward as something SMASHES against it again and again. Frenzied SCRATCHING.

The man sprints to the other end of the roof. There, on the adjoining building...

21 THE CHINESE PREACHER'S POV

21

Just one floor below on the building across the alley is a suspended PAINTERS' PLATFORM, crowded with paint cans under a tarp. A two-story old EYEWEAR ADVERTISEMENT from the 40's is being painted over.

22 THE CHINESE PREACHER

22

looks back to the door. BAM! a tremendous SHATTERING sound. LIGHT spills from inside. Two bolts fly in the air, a hinge gives.

He CRIES OUT in terror.

The man gauges the distance between buildings; can he make it?

He takes a few steps back, a few more...

Panting hard, he closes his eyes, his chest soaked in blood and rain.

23 THE DOOR EXPLODES OUTWARD AND SKIDS ACROSS THE SLIPPERY ROOF.

23

Light from inside projects the shadows of wild, busy things onto the curtain of rain.

Weeping with fear, the man desperately tries to hurl himself to the catwalk.

It's too far.

He FALLS...CRASH! he hits the platform, knocking boards loose and sending paint cans onto their sides, rolling. He bounces, slides off the edge, barely able to grab onto a loose board to save himself from falling.

The RAIN blasts down. The scaffold CREAKS. He hits the edge, upsetting the cans of paint there.

He holds onto the planks with all his might, trying to push with his feet, but they slide on the wet wall.

24 BELOW 24

Cans bounce off the pavement. White paint blasts all over.

25 CU HANDS 25

The man's hands slip on the planks, tiring.

26 FEET 26

The Chinese Preacher's FEET bicycle in the air, unable to find a purchase on the wet brick wall-

27 THE CHINESE PREACHER 27

is hanging just in front of the painted EYE of the forties' model. He looks up above him, sees something-

CHINESE PREACHER

No. Please, God, no!

A SEADOW crosses his face as something looms above him. Suddenly there is a CRACK and the platform tilts completely on one end.

28 HANDS 28

The Chinese Preacher's fingernails dig in, then slip on the wet wood.

His hands paw the air.

29 WIDER 29

For a moment his body, silhouetted in the rain, seems suspended in a void. Then he falls backwards.

30 THE GROUND 30

Impact. His body cracks the pavement.

Small pools of rain form on his dead, open eyes.

We CRANE to reveal

31 A WINDOW ON A BUILDING ACROSS THE STREET 31

CHUY, a young Latino boy. He stares out the window at the Chinese Preacher's body with no discernible emotion.

He works a small WIRE SCULPTURE in his hands.

32 APARTMENT

32

It's a small one-bedroom apartment.

An old man sleeps peacefully on a cot: Chuy's grandfather, MANNY GAVIOLA, mid 60's, white hair haloes his handsome, benign face.

All around him: SHOES, shoes everywhere you look, on the table, on the chairs, on the kitchen counter, on the floor.

A small altar is illuminated by votive candles. Next to it, standing by the window is

33 CHUY

33

HIS P.O.V.

We see a blurry vision of The Chinese Preacher's splayed figure in a swirl of color.

Chuy's attention focuses on the Preacher's shoes.

34 CHUY

34

CHUY
(a whisper)
Oxfords, 8 1/2. Black...

He looks away from the body and goes back to twisting the wire into shape.

35 THE PUDDLE OF PAINT

35

around the preacher, reflects large shadows moving above, and across the neon sign...

36 CHUY

36

hears a strange sound, a rhythmic clicking.

His head lifts and what he sees causes his expression to change--there is an uncharacteristic flicker of excitement in his eyes.

37 ACROSS THE ROOFTOP

37

We are behind whatever it is that has captured Chuy's attention.

38 TICKETY-TACKETY-TOCK...

38

The strange clicking sound grows louder. The figure begins moving in some weird, preparatory fashion. Then it steps forward and drops out of frame.

39 CHUY

39

His eyes follow the figure down to the pavement in a slow arc.

Chuy puts down the wire miniature and opens the window to get a better view.

40 GROUND LEVEL

40

The Chinese Preacher's body is now being dragged toward the rear of the alley, leaving colored paint smears in its wake.

41 CHUY

41

we isolate the boy's face and, on the soundtrack, every other noise FADES AWAY.

Chuy reaches for a pair of SPOONS nearby.

He begins to click them together.

Imitating the strange clicking sound heard a moment ago.

42 THE CHINESE PREACHER

42

is being pulled into a small, ground level vent. The only problem is that no human is small enough to squeeze through this hole.

43 CHUY

43

watches, still clicking with his spoons.

44 THE CHINESE PREACHER'S BODY

44

is stuck. One of his legs is through the hole up to the thigh, but the other is folded up unnaturally and pressing against the wall next to the vent. Impossible.

There is a silent beat, and then a series of INCREDIBLY VIOLENT TUGS, BAM! BAM! BAM! shaking the Paint-soaked body like a rag doll.

45 CHUY

45

his spoons stop. His jaw tightens a little as we hear terrible cracking and scraping sounds.

46 THE WINDOW

46

The Chinese Preacher's head and hands disappear into the hole. Bits of clothing, paint and blood stick to the edges of the opening.

47 CHUY

47

watches, still fascinated.

CHUY
(very low)
Funny, funny shoes...

He starts a new wire sculpture.

CUT TO:

48 EXT. JOGGING PATH - CENTRAL PARK - DAWN

48

Peter is covered in sweat, running at a good clip around the Central Park reservoir. A beautiful day dawns behind him; the windows of the Beresford sparkle in the morning sun.

Peter outperforms most of the other RUNNERS in the track, his steady rhythm evidence of years of practice. Keeping his stride, he runs off the track and past a flock of OLD NUNS.

PETER
Excuse me, ladies...

Without slowing down, Peter retakes the path and moves past them.

49 EXT. JOGGER'S PATH - NEAR FIFTH AVENUE - LATER.

49

Peter finally slows down. He checks his pulse and stops at a water fountain.

As he drinks, he sees a DERELICT drawing a figure on the sidewalk.

The derelict spots Peter. He picks up his chalk, drifts off.

Intrigued, Peter goes closer to the drawing. An arrow points to a manhole cover set among the bushes.

49 CONTINUED:

49

Peter circles around, trying to make sense out of the lines.
Then the painted motif finally reveals itself.

50 GRAFFITI

50

A talismanic figure of raw, archetypal power. A few jagged lines form the shape of a MAN IN AN OVERCOAT. His face is little more than a malignant blotch.

CUT TO:

51 INT. MUSEUM - EXHIBIT ROOM - DAY

51

A room of half-finished exhibits. A group of SCULPTORS -- most of them undergraduates -- work on a gigantic piece representing a termite mound. They're supervised by SIRI, a punkish young Indian research assistant.

Susan talks to some of the sculptors about a 100-1 scale clay model of an insect's head. She gestures to the model's mandible set.

SUSAN

...no, guys, these have to fit perfectly. No spaces in between. Let me tell you why. Insects have no hands. All they have is this set of mandibles.

She grabs the outer mandible set.

SUSAN

See? This little piggy will grab the prey.

Then unfolds a second set...

SUSAN

Then this little piggy will tear it in half...

And a third!!!

SUSAN

...and this little one will grind it to a pulp and push it in... all the way into the mouth. These are precision tools here. Can you remember that?

The guys nod.

51 CONTINUED:

51

SUSAN

Good. Then get it right.

A piece of the termite mound is raised above their heads, revealing...

...Peter, at the entrance, still dressed in his jogging sweats. He smiles at Susan.

CUT TO:

52 EXHIBITS

52

Peter and Susan walk through. Peter pulls something from a KNAPSACK. A bottle of medicine marked: METALLININ.

PETER

(teasing)

"Baby in a bottle..."

He gives it to Susan.

SUSAN

Don't tease.

Around them, WORKMEN begin unloading crates of display stuff, as a MAN on a ladder tacks up an "ARCHITECTS OF NATURE" banner. Susan proceeds behind an exhibit representing a honeycomb. Peter follows as she begins to arrange some tools.

PETER

You know where they get this fertility stuff? They extract it from the urine of menopausal Italian nuns.

SUSAN

(laughs)

Monks bottle their own wine. Don't they?

She gently touches her belly.

SUSAN

Trust me. I've never been this late. Never.

She shakes the bottle.

SUSAN

If nun's pee is what it takes...

Peters cellular RINGS from his knapsack. Susan grabs a larvae model from a pile on the floor.

SUSAN

You were the one who ran around with ice in his underwear, don't forget that.

PETER

Don't get kinky here...

Peter takes the call. Susan cuts away the excess plastic on the lid around the honeycomb moldings. The larvae fits perfectly inside.

PETER

Okay, meet me out front.

(to Susan)

I gotta go. Josh's picking me up in five. See you tonight.

SUSAN

I'll be late.

He kisses her and leaves. Susan turns to Siri and the group working on that sculpture.

SUSAN

Siri, sandblast that thing. It looks like Trump Tower. Those mounds are supposed to be made of dirt and excretions...

SIRI

(a wicked smile)

Just like Trump Tower, then.

CUT TO:

53 EXT. STREET

53

A Department of Health VAN honks its way through a traffic jam.

54 INT. VAN

54

Peter's right hand man, JOSE MASLOW -- a young, good-natured, can-do guy -- drives.

54 CONTINUED:

54

JOSH

...so I say "buddy, you have every violation in the book. Gimme one good reason not to close you down." You know what the Kraut says to me?

In the back, Peter finishes changing out of his jogging sweats and into his worksuit.

JOSH

The blintzes! "Try the blintzes..."

PETER

(distractedly)

Selling your soul for a fistful of carbohydrates...

JOSH

Not just any carbohydrates, mind you. It was like being on the receiving end of some kind of transcendant oral sex.

(honks furiously)

We should get a strobe on this thing. Maybe even a siren.

PETER

Yeah, and a loudspeaker so you can yell "Epidemic! Epidemic! You're all going to die!"

55 EXT. FLOPHOUSE-- DAY

55

The Department of Health van pulls up outside the flophouse where the Chinese Preacher died. Peter and Josh get out.

COPS push back a few ONLOOKERS. Josh proudly flashes his DOM badge.

JOSH

Health Department...

The cops let them pass.

PETER

You really love flashing that thing, don't you?

JOSH

Hey. I'm a short guy. Waddaya want?

Two cops -- WOYCHEK and RICE -- approach, in no real hurry.

55 CONTINUED:

55

PETER

Peter Tyler, DOH. You gentlemen were
the first on the scene?

WOYCHEK

(gestures to Rice)
We were both on patrol, saw this
paint mess. Then I looked through
that cellar window. We both did...

PETER

You gone in?

WOYCHEK

No. We waited.

PETER

Good.

Peter peeks through a narrow cellar window on the floor.

Through the oily, smeared window, a ghostly array of PALE
FACES AND HANDS appears, startling him.

PETER

(to Josh)

Get the EMT's in there, now.

CUT TO:

56 LATER.

56

PARAMEDIC AMBULANCES rush in. Sirens at full blast.

stepping out of the building across. Manny walks next to
Chuy, who holds his hand. The old man carries a box full of
shoes.

Chuy looks back at the cop circus, amused.

MANNY

C'mon Chuy, we're gonna be late.
(discreetly crosses himself)
Cops are bad news. Don't look at them.

He gently pulls his grandson's hand and moves briskly away.

57 JOSH

57

uses an iron bar, and breaks a padlocked cellar door. A heavy
stench emanates from inside. The cops cover their noses.

58 INT. CELLAR

58

Peter and Josh enter a dingy, dungeon-like cellar, illuminated only by bug zappers and emergency lights. Every door and window has been nailed shut or sports a heavy-duty padlock. Peter and Josh walk through the dismal scene.

In sharp contrast with the dirt-smeared walls, we see shiny metallic SEWING MACHINES and swatches of cloth appliqued with a FUNNY BUNNY cartoon character.

Josh examines the label stitched into the collar. It reads:
PROUDLY MADE IN THE USA.

PETER

Jesus.

His light hits a group of quivering, skeletal CHINESE IMMIGRANTS, standing in a tight group against a wall.

WOYCHEK

(from the outside)

They look real sick, don't they?

CUT TO:

59 INT. STAIRWELL, MUSEUM - DUSK

59

Carrying boxes full of terrarium material, Susan and Siri ride an antiquated cage-steel elevator. No floor buttons, just an old-fashioned hand-activated lever.

SUSAN

...as long as they're ready for the opening I don't care, just tell them that.

SIRI

I'm on it. Don't worry.

(Beat)

Look, Susan...I don't mean to pry, but... I kinda overheard you and Peter.

SUSAN

(Smiles ironically)

Watch your step, Siri. Your grant could be on the line here.

SIRI

I just...well, I had this cousin in Delhi. She was having problems, too. She, ah...

59 CONTINUED:

59

SUSAN

What?

SIRI

She used a baster.

Susan looks at her.

SIRI

Not a big one. I mean, it was like a turkey baster.

SUSAN

Oh, Jesus.

She tries to stop the elevator at the fourth floor, but it rises just a little too far.

SUSAN

Come on, darlin'...

Susan has to jimmy the lever till the elevator falls level to the floor.

SIRI

(continues)

She kept it under her bed. Thing is, it kinda worked. I mean, she had to hide it from her husband, but...

A pair of young boys, RICKY and DAVIS, sit on the floor outside Susan's lab door. A crumpled paper bag and a shoe box sit beside them.

SUSAN

What's this?

SIRI

Oh, right... They been here since noon. I told them you're real busy.

Susan smiles at the boys, who stand when they see her.

SUSAN

Bello.

RICKY

You the bug lady, right?

Siri chuckles.

59 CONTINUED: (2)

SUSAN
(smiles)
I suppose so.

Ricky raises and shakes the paper bag.

RICKY
We're here to deal.

60 INT. MOUNTING ROOM - DUSK

60

SUNLIGHT slants in to illuminate an incredible array of live and mounted dead INSECTS, trapped in turn-of-the-century glass fronted cabinets. Davis puts his nose up against one, fascinated.

SUSAN
Metaxonycha Godmani, Trigonopelastes
Delta. Field butterflies. Have you been
upstate?

She examines the boys findings, mostly rag-tag specimens of battered butterflies.

DAVIS
Avenue B.

SUSAN
(sadly)
I guess they got lost in this city.

RICKY
So, you wanna buy em?

DAVIS
There's extra wings in the bag.

Siri lingers in the background.

SUSAN
You guys have done a nice job. How bout
five dollars?

RICKY
(dismayed)
That's it?

DAVIS
(to Ricky)
Show her the weirdbug.

He indicates the shoebox-

60 CONTINUED:

RICKY
Costs a dollar just to look.

DAVIS
It's a great bug. We kinda broke it a little...

Siri impatiently points at the wall clock-

SUSAN
Pellas, I'll tell you what...ten dollars for everything. Plus a killing jar, some tweezers and mounts so the next bunch you catch will be in better shape.

DAVIS
Deal!

RICKY
You crazy! That's the best!!

DAVIS
Bug's almost dead anyway.

Susan holds out two five dollar bills. The boys can't resist. Davis grabs the money-

DAVIS
Thanks, lady.

Ricky gives a last possessive look to the shoe box, then follows Davis out.

Siri crosses to the window and wrestles to close it.

SIRI
Ten dollars ?

Susan places all the kid's items -including the shoe box- in a wastebasket.

SUSAN
Alphabet City kids- there's much worse things they could be selling.

Siri hits the window frame with a paperweight, gets it half way down.

SIRI
I hate this fucking window...

61 EXT. ACROSS STREET FROM MUSEUM - NIGHTFALL

61

CRANE TO a nearby alley.

A GAUNT MAN IN AN OVERCOAT stands in the shadows, looking up at Siri working on the window.

As a streetlamp lights up, he backs up into the shadows.

CUT TO:

62 INT. FLOPHOUSE. LOBBY - NIGHTFALL

62

Religious slogans and posters are hung everywhere in what used to be the lobby of a men's hotel. A hand-lettered sign: "NO LIQUOR, NO DRUGS, NO PROFANITY"

PARAMEDICS are leading a number of ill CHINESE IMMIGRANTS up from the cellar door seen earlier. Many are brought out on STRETCHERS. DOH staff put tags on their wrists.

Peter examines a PALE OLD MAN on a stretcher while simultaneously talking to Josh.

PETER

(To Josh)

There's plenty of systemic infection already, so as soon as we get a preliminary reading, start them on anti-biotics. You saw this?

Peter flicks on his penlight, examines the Old Man's eyes. One of them is completely bloodshot. Then he shows Josh the gums. They're bleeding.

PETER

Internal hemorrhage. 2 out of 5 have it. No definite signs of TB, but we'll quarantine them a week just to make sure.

JOSH

Immigration's gonna love you for that.

PETER

Tell them to send flowers to the usual address.

63 INT. SWEAT SHOP. BASEMENT

63

Peter pushes back a sheet hung across a doorway.

64 BASEMENT SHOWERS

64

A tiled nightmare. Concentration camp-cozy. A pile of old, rusting sewing machines clutter the floor, spilling oxide to a central grate.

JOSH

Two shifts, people rotating from bed to work. One toilet. We're in Wal-Mart hell, here.

Josh swats a fly.

PETER

Did they get the sleazebag who owns this place?

JOSH

Triad. Chinese Mafia. They bring people from Yunnan. Slave labor...

(eyes his notebook)

Reverend Harry Wong, a preacher had the flophouse fronting for them. No sign of him.

An overhead door is opened. Daylight streams in. Peter spots YANG, an Asian cop, talking to a CHINESE WOMAN lying on a stretcher which hasn't been moved yet. She is hollow eyed, near death. Her hand weakly hangs on to the cop as if for dear life.

PETER

Tell her she's going to be alright. We'll take care of her.

Peter kneels next to her, looking at her and nodding while Yang translates. The woman mutters again, tears of fear in her eyes. Yang shakes his head.

YANG

She's delirious. Keeps saying the "Dark Angels" are coming for her. She says they took some of her people away.

PETER

Dark Angels?

YANG

(Shrugs.)

Probably a gang. Chinese people, man. They come up with some wacky stuff.

64 CONTINUED:

64

They pull the stretcher out through the open overhead door and into an

65 ALLEY

65

The stretcher is rolled into a waiting vehicle, its lights flashing. Unseen by them, on a brick wall, nearly buried by graffiti, is a crude DRAWING.

It is of the same, odd figure Peter saw drawn earlier. The OVERCOAT MAN.

66 INT. LAB - NIGHT - MONTAGE

66

Susan and Siri, both wearing Walkman headsets, deftly mount BUTTERFLIES and other INSECTS onto display boards for the exhibit. Rain is blowing in through the half-open window-

Their movements are precise and lyrical, the colors and designs of the insects are beautiful.

We understand how you can get lost in this world. Susan works steadily, a partially eaten PAY-DAY BAR and the wrappers of several others are evidence of her dinner.

A PAGER goes off in Susan's lab coat.

She takes off her headset; CLASSICAL MUSIC leaks from her headphones.

On the PAGER's LCD screen the message reads: LATE TONIGHT. PETE.

Susan puts the pager down. Goes to close the window.

There is a loud, angry BUZZING sound.

SUSAN

Siri?

(louder)

Siri?!

Siri pulls her headset off; HEAVY METAL MUSIC leaks from her headphones.

The BUZZING sound again. We PAN across the various bugs and mounting implements till we come to rest...

...on the SEOEBOX the boys gave Susan. Something rattles wildly inside.

66 CONTINUED:

SIRI
...the fuck?

Susan crosses to the trash bin, picks the box out. It vibrates on her hand, then becomes quiet, something moves inside.

She slowly lifts the lid.

The bottom of the box is littered with two inches of shredded newspaper. Crumbs of bread and some rice-krispies can be spotted here and there: a kid's idea of a comfy critter's nest. She moves her free hand closer.

SUSAN
(To Siri)
Can you...?

Suddenly an INSECT big as her hand springs out of the shredded paper nest and tries to grab on to her! Minute pieces of paper fly through the air!!

Susan slaps the lid back down.

SUSAN
(a scared whisper)
Could you...help me...?

CUT TO:

67

67 LATER

Siri comes over as Susan grabs steel tongs and a cork dissecting board.

SUSAN
I'm gonna pull it out and I want you to pin it down, okay?-

SIRI
What is it?

SUSAN
I have no idea. Are you ready?

Siri nods, pins in hand. Susan opens the lid and grabs the nymph with the tongs. The creature goes berserk, flailing its spindly limbs, BUZZING and CROAKING, a milky substance FOAMING out of its body.

67 CONTINUED:

67

SIRI

Oh my God...

Susan deposits the insect onto the corkboard.

Siri tries to get a hold of it; but it twists out of the tongs and wraps its coarse legs around her hand!! A spider trapping a sparrow.

SIRI

Shit!! Get it! Get it!

SNAP! It bites her hand between index and forefinger.

Susan pins the insect into the corkboard. It spins furiously, like a crazy LP record.

Susan gets a grip on it again with the tongs. Siri uses more pins to secure it down.

SUSAN

(Noticing Siri's hand)

It bit you.

SIRI

No shit.

68 SUSAN

68

leans to get a closer look at the NYMPH: Deep dark brown, flat as a pancake, one rear leg broken, lower tail smashed.

It squirms helplessly now, looking pitiful under the harsh overhead light.

SUSAN

This wing configuration. I've never...

SIRI

(looking at her injury)

Fuck! It broke the skin...

SUSAN

And they're not fully developed. This thing's not even an adult.

The nymph continues to EISS and FOAM, struggling against the steel pins. Susan looks closely at the insect's belly.

68 CONTINUED:

68

SUSAN
My God.

SIRI
What?

Susan gestures Siri to look. Siri stares down at

69 THE NYMPH'S TORSO

69

where A SET OF VALVES on its underside CLICK in and out.

SUSAN (OS)
It's breathing.

70 SIRI

70

shakes her head.

SIRI
That's impossible. Insects don't...

SUSAN
I know.
(Picks up a SCALPEL)
Help me get a sample.

Susan touches her scalpel to the nymph's leg.

The nymph CLICKS nervously.

SUSAN
Hold on, big guy, hold on...

She traps the nymph down and CUTS THE LEG OFF.

A painful, agonizing BUZZ echoes in the room.

CUT TO:

71 MONITOR

71

Susan attaches the insect's leg to a small holder. It is frozen in a swirl of dry ice.

The brittle leg is then mounted in a LASER MICROTOME. Bit by bit, the machine executes MICROSCOPIC WAFER CUTS. Siri is making slides out of each section.

A series of MICROPHOTOGRAPHIC IMAGES flash onto the screen. In the background we hear the high-pitched BUZZ-

71 CONTINUED:

71

We see the lights from the mounting room through a glass brick wall.

72 INT. MOUNTING ROOM - NIGHT

72

We see the nymph slowly squirming in the FG, then RACK FOCUS to the rain-spattered WINDOW.

Suddenly the OVERCOAT MAN is standing on the windowsill!

The window is lifted effortlessly from the outside.

73 SUSAN

73

prepares a blue solution and places two drops on each smear slide.

Reflected in the glass brick behind her we see the man moving across the room.

74 THE OVERCOAT MAN

74

seen only through rippled glass and reflections, moves through the lab.

His body STEAMS lightly from the rain. His movements are quirky, spastic.

The man observes the imprisoned insects with curiosity.

He comes to the nymph, pinned and mutilated on the worktable. The nymph CLICKS and CHITTERS excitedly, as if communicating with the man.

He looks up at the worklight. It seems to bother him.

WHUMP!!! In a blur of motion, he SMASHES the light bulb.

75 SUSAN

75

watches the smear slide. The blue droplets begin to CHANGE COLOR once in contact with the leg section...

SUSAN

Hold on a second...

...slowly turning a deep green.

SIRI

What?

Then, THREE LARGE BEETLES fly into the room.

75 CONTINUED:

75

Siri looks at Susan. Susan gets up, hesitant, signals for Siri to stay.

We FOLLOW Susan into the mounting room.

76 SUSAN'S POV

76

She walks in, barely able to see her hand in front of her face.

The window facing the street is wide open, rain blowing in.

Something CRUNCHEES under her feet. She bends down, looks.

She's stepped on the broken glass of the lightbulb.

The floor is alive with various INSECTS -- crawling, hopping, flying away from their displays, which have been opened.

The nymph is gone from the board!

She looks under the work table the nymph was on.

We LOWER as we TRACK BACK with her. Something is folded up in the corner of the ceiling behind her, camouflaged in the shadows, clinging impossibly to the wall.

77 THE OVERCOAT MAN.

77

He lowers himself with silent grace.

Susan whirls.

78 WHOOSH! A GUST OF WIND! A FLUTTERING SEADOW OFF THE WINDOW!

78

Silence.

SIRI (O.S.)

Susan?

Susan GASPS, startled. We SHIFT to see Siri at the door.

SUSAN

Call security.

CUT TO:

79 EXT. FLOPHOUSE - NIGHT

79

The last DOH van takes off under the heavy rain.

Across the street, Chuy looks down from his apartment window.

80 INT. MANNY'S APARTMENT - SAME

80

Chuy sits at the window, twisting wire into a human-like figure. MOVING past him, we see a group of other WIRE FIGURES on the table, backs of chairs, lamps, everywhere.

Manny sits at the kitchen table. He IGNITES a can of shoe polish with a match, then lights a cigarette off the flame.

He puts the cigarette in his mouth and proceeds to polish a pair of shoes. A SILLY SHOW plays over the TV.

MANNY

Not too little, not too much. You rub it in, around and around like this. Let the leather take it.

Manny leans tiredly against the table. He looks fatigued and in pain. He takes a small pill and places it under his tongue.

MANNY

You watching? You should learn to work the shoes. You're good with your hands...

Manny shoots a glance over to his grandson.

MANNY

Chuy...you gonna get all wet.

Chuy doesn't pay attention, just stares out at the street.

MANNY

Did you look at the story book I got you?

Manny lifts a brightly colored CHILDREN'S BOOK.

MANNY

Our Animal Friends. Can you say that, Chico? "Friends"?

Nothing from Chuy.

81 CHUY'S POV - STREET

81

The building across the street. Yellow DOH tape at the entrance.

MANNY (OS)

A friend is the one you can trust. When you are with a friend, no matter where in the world, you are at home.

81 CONTINUED:

81

A FIGURE moves out of the shadows and totters in the rain toward the entrance. It is the OVERCOAT MAN, barely visible in the rain.

MANNY

In this city. A friend is a hard thing to find...

82 CHUY

82

His face shows a bit of animation.

CHUY

Funny Shoes...

Manny looks up from the book.

CHUY

Alli. Mr. Funny Shoes.

Manny comes over, looks out.

83 THEIR POV

83

The figure has disappeared into the dark front of the boarded-up building.

84 MANNY AND CHUY

84

MANNY

No one is there. Is empty.

Chuy doesn't respond. Manny turns the boy's face to his.

MANNY

Chuy, listen to me. They have Jesus on the cross, but that is not a holy place. You understand?

Chuy looks at him blankly. Manny sighs; he knows he doesn't.

MANNY

Ah, Nino. God only knows what goes on in your head, eh?

He pats the boy on the head, then goes back to the work. Chuy turns back to stare at the street.

CHUY

Mr. Funny Shoes...

CUT TO:

85 EXT. OUTSIDE TYLER APARTMENT BUILDING - NIGHT

85

The D.O.H. Van pulls up in front of a modest Pre-war building. Josh and Peter climb out.

Peter is reviewing a roster.

PETER

Josh, what was Immigration's
countdown?

Josh hands Peter a plastic bag with his sweat clothes
and running shoes.

JOSH

Thirty-three workers.

Peter hands him the roster.

PETER

There are thirty five listed in the
reverend Wong's roster...

JOSH

Shit.

Peter walks up the front steps.

PETER

Remember what that woman said, about
people being taken? Check with the
cops in the area.

86 INT. TYLER APARTMENT - NIGHT

86

Peter enters the apartment, which has long since been
remodeled with a nicer couch and a bigger TV with slightly
better reception.

PETER

Sus?

No answer. He notices the dining room table is filled with
yellowed FILES, all marked JUDAS TRADITOR.

PETER

(Looks around once again)

Susan?

87 INT. LAUNDRY ROOM

87

Peter comes in to find Susan sitting in a chair before a
dryer, quietly watching laundry whirl within.

87 CONTINUED:

87

PETER
(Regarding the laundry.)
Thought it was my week for that.

SUSAN
(Shrugs.)
I needed to think. It was either this
or the weather channel.

Peter walks over, kisses her. He notices an open book of
INSECT MORPHOLOGY on her lap. There's a FULL COLOR
PHOTOGRAPH of an OOTHECA -- an insect eggcase.

88 INT. LAUNDRY ROOM - LATER

88

Peter folds laundry into his/her piles. Susan paces.

SUSAN
This thing was the size of my fist,
Peter!! That's off the charts!!

PETER
Okay. So you lost a great specimen-

SUSAN
Don't you get it? It's more than
that.

Peter takes a bedsheet. Susan helps him fold it.

SUSAN
You know why insects don't grow larger?
Because they don't have a complex
respiratory system. What I saw did. It
had lungs.

Peter walks backward with his end of the sheet. The two
begin to fold it together.

SUSAN
Evolution doesn't work that fast.
Something pushed that thing to take the
leap. We need to find another specimen.

PETER
We?

As they fold the sheet, they move closer together.

SUSAN
I did a PE test on its tarsal pads.

88 CONTINUED:

88

The folding of the sheet has brought them almost face to face. Susan finishes the folding herself.

SUSAN

There's only two species who match the enzymes I found. One's a leaf-cutter ant in the Amazon...

She has his full attention now.

SUSAN

The other we released here two years ago.

89 EXT. ALPHABET CITY - AVENUE B - DAY

89

A TAXI CAB makes a U turn and cruises on.

90 INT. CAB

90

Susan ignores the yakking Armenian DRIVER as she scans the buildings and empty lots-

ARMENIAN DRIVER

Avenue B... again! Maybe you got wrong letter, uh?

The cabbie looks up at a Manhattan street map glued over his head on the roof of the cab.

SUSAN

Keep going, We'll tell you when to stop...

PETER

Maybe they lied to you.

SUSAN

Even if they did... that's all we have, isn't it?

The cab cruises past the tenement buildings, nondescript stores, junked cars and rubble-strewn lots. It stops before a traffic light.

A LEERING HOMELESS GUY with a greasy rag and greasier cleaning solution approaches the windshield.

ARMENIAN DRIVER

No... Oh, shit. Get away, you Turk!

The Homeless guy begins wiping/smudging the windshield with his dirty rag. The driver sends him away.

90 CONTINUED:

90

The light turns green. The Driver accelerates, turning on the windshield wipers to expunge the smears left by the guy.

Susan sees something.

SUSAN

Pull over!

ARMENIAN DRIVER

What...?

Susan motions excitedly. The Driver pulls over. Susan gets out.

91 EXT. OUTSIDE CAR

91

Susan rushes over, removes something from the windshield wiper.

A BUTTERFLY, its wing pinned under the rubber flapper. She holds it in her palm, then looks up at Peter.

SUSAN

Metaxonycha Godmani.

PETER

So?

Susan looks around. Just ahead is an empty LOT surrounded by a wooden fence plastered with flyers for rock bands and performance artists.

An identical BUTTERFLY perches on the edge of a board.

92 EXT. EMPTY LOT

92

Susan and Peter walk through waist-high GRASS of a small urban wilderness. Dozens of BUTTERFLIES flutter around them from the weeds.

RICKY (OS)

If you want your money back, forget it!

Peter and Susan look up. The voice comes from a RAMSHACKLE CLUBHOUSE, built of wood scraps and cardboard.

DAVIS (OS)

We already spent it!

Susan walks forward.

92 CONTINUED:

38.

92

SUSAN

We're here to deal.

Long beat. The door to the clubhouse swings open.

CUT TO:

93 INT. SUBWAY STATION - DAY

93

A BLUR of subway cars goes by with an ear-pulverizing SOUND.

At the end of the platform, Davis untwists a wire around the busted lock of a locker room door. Peter paces nervously nearby.

PETER

Here, let me...

He starts on it himself. Meanwhile, Ricky stares at a PHOTOGRAPH Susan has given to him: a ribbed, tortoise-brown colored EGGCASE.

SUSAN

You sure you didn't see one of these?

RICKY

Gross, What is it?

SUSAN

An "Ootheca". An eggcase. It probably had more, uh "weirdbugs" inside.

RICKY

(shakes his head)

No way. I see one of those, I'd puke.

Davis opens the door with a CLICK.

94 INT. SUBWAY LOCKER ROOM

94

A dark, abandoned LOCKER ROOM once used for transit workers.

Susan and Peter walk in with the boys, nervous in the off-limits area.

DAVIS

It was in that corner over there.

Davis points to a bank of dented metal LOCKERS.

RICKY
Sucker was fast, man.
(Picks up a pipe.)
Had to take it out with one a these.

PETER
Okay, guys. We'll take it from here.

Peter hands Ricky some money. The boy looks down at it slyly.

RICKY
Make it ten an' we won't tell the cops
you're here.

Peter regards the little scam artist dryly.

PETER
Let's keep at five and I won't
condemn your clubhouse.

Peter hands him a couple of dollars more. The two boys take off.

Peter removes a PENLIGHT from his pocket.

DUST covers everything. A forest of COPPER TUBING and PIPES where the sinks used to be.

inspects the floor. It's littered with cheap objects: chipped combs, used rubbers, soggy newspapers, smeared heroin syringes.

Something shiny catches his eye. He picks it up.

PETER
(quietly)
Look, a broken tooth...

Something rattles nearby.

He notices and old, rotting poster on the back wall. It seems ODDLY TEXTURED somehow. He walks toward it.

kneeling, pushes aside a dented trash bin. Behind it, there is a cabinet with rusty sliding doors.

A SUBWAY TRAIN RUMBLES by outside, the sound echoes off the tile walls.

96 CONTINUED:

96

Susan forces the door back. She peeks through the opening.

Her face stares back at her from a dirty pocket mirror. She starts pulling something out.

97 PETER

97

at the oddly textured wall. He shines the penlight at it...

...and is met with a FLUTTER OF WINGS. MOTHS, perfectly camouflaged against the poster on the wall, whiz past him.

Peter recoils.

SUSAN (OS)

You okay?

He nods.

98 SUSAN

98

turns back to her locker. She withdraws a cheap PLASTIC NECKLACE from it. As she removes it, it breaks. A couple of beads fall away...

...rolls under the locker...

...and BOUNCE -- once, twice, thrice -- each time going deeper till they comes to a stop.

Susan peers where the beads fell.

SUSAN

There's something under here.

Peter comes over, kneels by her. Susan takes a handful of beads and throws them at the base of the locker.

CAMERA TRACKS to follow one of them. It rolls all the way under.

A moment later, from some interior space, the sound of it BOUNCING on cement. He shines his light inside.

99 INT. HOLE - PETER'S HAND

99

Very dark. A highlight glints off a shell-like surface

The light barely touches it.

100 THE WHOLE SURFACE BACKS AWAY. 100

Peter drops the penlight. It gets stuck in a jutting piece of concrete.

101 PETER 101

PETER

Shit.

Peter tries to get his hand in

102 DEEPER 102

But he cannot reach the light. It is literally inches from his fingers...

103 SUSAN 103

SUSAN

Let me try. My hands are smaller.

She kneels and goes for it.

104 INT. HOLE - SUSAN'S HAND 104

Her hand reaches for the penlight.

She barely brushes it. The penlight spins around. Its light now illuminates...

THE FACE OF A MAN. Unseen by Susan. Terrifying in its doll-like simplicity. In the darkness, its features seem indiscernible, inert, almost frozen in a perfectly symmetrical pattern.

It regards the spiderlike movement of Susan's fingers.

105 SUSAN'S 105

face squinches with the effort.

PETER

Honey, just leave it.

SUSAN

No, there's...

106 INT. HOLE - SUSAN'S HAND 106

As Susan's hand moves closer, the strange Face begins to TREMBLE.

107 A CLICKING SOUND.

107

Susan's hand is almost there.

108 SUSAN

108

reaches further.

And suddenly A BEAM OF LIGHT cuts through the darkness.

Their vision resolves. The figures of two MTA COPS stand before them: ERNEST, 50, burly and bull-necked; and LEONARD -- African American, 45, more formidable than fat.

LEONARD

(Wearily)

Now don't tell me.

109 INT. HOLE

109

Susan's hand withdraws.

LEONARD (OS)

You lost a token, right?

CUT TO:

110 INT. SUBWAY PLATFORM - LATER

110

SHH-SHH-SHH. A felt rag is expertly being pulled across a set of pristine black shoes.

REVEAL Leonard sitting like a king in a chair, getting his shoes shined by Manny. He leans back laconically while arguing with Peter. Ernest examines the ootheca picture.

PETER

Look, I showed you my badge...

LEONARD

Yeah, and you gonna have to show me a lot bigger one you wanna go down there. That's the old maintenance grid. Doc. Swiss cheese: tunnels, tracks...

PETER

The Department of Public Health...

LEONARD

...should know better'n to go aneskin' around my turf...

PETER

Fine. You want me to call your supervisor?

LEONARD

Please do. He's a lonely guy.

Uninterested, Leonard looks over to Susan and Chuy.

111 ANGLE ON SUSAN

111

She leans against the wall, inspects her dirty hand. Ernest gives her his handkerchief.

CHUY (OS)

Gucci. Flat pump.

She looks down at Chuy, who sits nearby, holding a PAIR OF SPOONS.

ERNEST

Your shoes.

She stares down at her shoes. Gucci flat pumps, all right. Susan smiles.

Just then, a SUBWAY TRAIN pulls up. The doors open, disgorging passengers. Chuy flips into action. He starts playing his spoons, CLICKING them together, slapping them against his knee.

Susan watches in wonder as the boy begins to use the spoons to IMITATE the different rhythmical step patterns of the VARIOUS COMMUTERS: The rolling, comical gait of A FAT MAN, the lithe haughty steps of A PRIM LADY.

SUSAN

(Laughs. To Chuy.)

That's wonderful! What grade are you in?

Chuy doesn't answer.

ERNEST

No school. Shoes're all Chuy knows about.

Ernest discreetly points to his forehead.

MANNY

(immediatly)

He's special.

111 CONTINUED:

111

LEONARD

He can imitate anything, you just watch him.

PETER

(Irritably, to Leonard)
Excuse me, I'm talking to you.

LEONARD

No, you talkin' at me.

Leonard hands Manny a \$5.00 bill for the shine, gets up and walks past Peter as if he were invisible.

ERNEST

(discreetly, to Susan)
Is there some reward for this?

SUSAN

I guess that can be arranged.

Ernest smiles, pockets the ootheca picture.

PETER

For Chrissakes. You gonna lay a two-bit bureacratic, territorial number on me?

LEONARD

You wanna keep up the conversation, you best come back with the proper permits and the right attitude.

Leonard saunters away with Ernest in tow.

Peter shakes his head angrily. He takes Susan by the arm, heads off in another direction.

Chuy, without watching, clicks his spoons to the imitation of their steps.

112 INT. SUBWAY STAIRS - DAY

112

Susan and Peter walk up the steps; Peter still fumes.

PETER

You give someone a fucking uniform and... Did you hear how he talked to us?

SUSAN

I heard how you talked to him.

PETER

Oh, so I'm the bad guy now?

Susan spares him an ironic look.

SUSAN

He was just doing his job.

PETER

Fine, then I'm the bad guy. Jesus!

At the top of the stairs they're completely engulfed by sunlight.

PETER

He wants a permit, I'll get him a permit.

CUT TO:

A train blurs by.

A FLASHLIGHT BEAM over dirty gravel. TILT with the beam to see Ernest walking his beat past TRACKS and GIRDERS. Hulking out-of-service SUBWAY CARS surround him. He shines his light on the cotheca picture and then around him at the walls.

A SOUND catches his attention. A RUSTLING.

He notices something off to a corner, walks over to it.

A SHINY BROWN LUMP in the corner, covered with garbage.

He touches the lump with his shoe. It STIRS slightly.

He touches it again...

...and a PAIR OF LEGS suddenly LASH OUT, kicking at him reflexively.

Ernest jumps back.

Another SET OF LEGS emerges...

Oddly enough, Ernest relaxes.

ERNEST

Chrissakes...

113 CONTINUED:

113

He grabs the surface of the lump, and pulls it. We see that it was just a SHINY BROWN TARP.

Underneath, a group of THREE HOMELESS PEOPLE -- emaciated, toothless -- sleeping intertwined for warmth. In the dim light, they almost seem like a single organism.

ERNEST

Guys, c'mon.

The Homeless People stare back at him mutely. Ernest starts getting annoyed.

ERNEST

I told you to stick by the maintenance area.

BAG LADY.

Nah... It's private property now.

Ernest looks at her, confused.

SKELETAL BUM

He eats down there.

ERNEST

Who?

HOMELESS MAN

The Stickman.

BAG LADY

Long John.

The homeless man points. Ernest turns his light.

Another SILEOUPETTE of the OVERCOAT MAN drawn on the wall. An arrow below it points east.

ERNEST

Graffiti artist, uh?

(To Homeless People)

Look guys, just get off my beat, you hear? Get moving.

Ernest hustles them out. The homeless people glare at him, pick up their things and head onto the gloom.

Ernest watches them go. He turns back to the graffiti painting of The Stickman.

DISSOLVE TO:

114 INT. SUBWAY TUNNEL - LATER

Ernest walks deeper into the tunnels. Dusklight slants in weakly from grates above.

114

He stops as a RUMBLE is heard ahead of him. He ducks into a recess in the wall. The RUMBLE grows LOUDER, LOUDER.

A SUBWAY TRAIN curves around the bend up ahead, its HEADLIGHTS raking the opposite wall to reveal...

A FIGURE crouched over something.

We hear CHOMPING and SWALLOWING sounds.

115 CU ERNEST

Squinting to see over his flashlight beam.

115

ERNEST

Hey, buddy!

No answer. Just the wet sounds of food getting chewed and ingested. Ernest is revolted.

ERNEST

Get off my track...

The crouching figure lifts its head and looks around in a unusually quick BLUR OF MOTION. It's the OVERCOAT MAN.

Another distant RUMBLE. Ernest's clothes flutter in the puff of hot wind that signals an approaching train.

Ernest pulls a CAN OF MACE from his belt, begins to advance.

The Overcoat Man stands up.

Ernest stops in his tracks.

For he sees that the Overcoat man is holding a large OBJECT in his arms. Something wet and shiny with blood.

A dead dog.

The Overcoat Man drops the animal. It rolls slowly down his chest...

...and is briefly caught BY ANOTHER SET OF ARMS EXTENDING FROM HIS TORSO.

115 CONTINUED:

115

ERNEST

Sweet Jesus...

The Overcoat Man lets the animal fall to the ground. He begins walking toward Ernest.

Ernest backs away.

The Overcoat man LEAPS on him just as the SUBWAY TRAIN ROARS PAST!

CRACK! Ernest's body is twisted and crunched by powerful arms.

Through the strobing windows we see Ernest enveloped by the dark figure, then raised above, taken away.

116 TRACK

116

The can of mace rolls next to the track as the TRAIN CLEARS.

The track is empty again.

CUT TO:

117 INT. EXHIBITION HALL - BANNER

117

We PAN across the banner: 'ARCHITECTS OF NATURE'.

118 INT. EXHIBITION FLOOR

118

EXHIBITS under glass set up throughout the room: Insect chambers and vaults of great complexity, etc.

An opening night CROWD of affluent MUSEUM PATRONS. All tuxedos and painted smiles. Some peremptorily peruse the displays; most just camp out at the buffet table.

Peter enters, dressed in his worksuit. He scans the room, sees Siri leaning against a wall by the buffet table, drinking an orange juice. He goes over to her.

PETER

Heya.

(Kisses her on the cheek.)

Where's the boss?

Siri gestures to the far end of the room. Susan stands alone, sipping a chardonnay by an ANT MOUND exhibit.

118 CONTINUED:

118

SIRI

Ant mound.

Peter notices Siri seems unusually weary. She covers one of her eyes.

PETER

You okay?

SIRI

It's just a headache. We were sandblasting Trump tower here since four this morning.

PETER

Maybe you should sit...

SIRI

I'm fine. Go talk to Susan. She could use a good word right now.

She nods for him to go ahead. Peter leaves.

Siri closes her eyes. She rubs the bandage around the insect bite on her hand.

119 PETER

119

approaches Susan. She's staring through the glass panes of the exhibit at the crowd of patrons. In the refraction, their black tuxedos and evening gowns seem to blend into one another.

PETER

Terrific crowd.

SUSAN

No such thing, baby.

She looks over at the crowd congregated around the buffet table.

SUSAN

I get the feeling they came more for the potroast than the apterids.

PETER

Fuck 'em. They don't know what they're missing.

119 CONTINUED:

119

SUSAN
(Distantly)
Right.

Peter looks at her.

PETER
What's wrong?

Susan sighs.

SUSAN
Ohh...nothing that a little
menopausal's pee daikiri couldn't
cure. Least that's what I thought.

Peter looks at her, notices that one of her hands is on
her stomach.

PETER
(genuinely moved)
Oh, no, you were-

SUSAN
I was just late.

Susan nods. Peter takes her hand. They sit by the ant
mound.

SUSAN
Ironio, don't you think? These guys
can hatch hundreds of offspring in a
single clutch of eggs, right? And
here we are...

PETER
Susan, we're not b-

SIRI (OS)
Susan?

Susan looks up to see Siri standing on the other side of
the glass case.

SIRI
(Weakly)
I'm sorry. I think...I need...

One of her eyes is completely bloodshot. Her mouth is
bleeding. She puts her hand on the case to steady
herself.

119 CONTINUED: (2)

119

Her fingers leave a STREAK OF BLOOD on the glass.

SUSAN

Siri...

Siri collapses. The exhibit tips over.

Peter pulls Susan out of the way just as the exhibit
FALLS AND SMASHES TO THE GROUND!

SUSAN

Siri!

The room erupts into COMMOTION.

Susan and Peter run to Siri, who lies unconscious on the
floor.

Peter gently turns her over.

Siri's BLEEDING from the corner of her mouth. Just like
the Chinese workers in the sweatshop.

Tuxedoed people encircle her next to the insect mounds.

SMASH CUT TO:

120 EXT. NEW YORK STREET - NIGHT

120

An ambulance races down the avenue toward a distant
hospital.

121 INT. HOSPITAL - HALLWAY

121

Siri is rushed on a gurney toward the Emergency Room.

Peter and Susan walk next to it talking to DR. CHRIS
RAYMOND, a 35-year old ER physician.

PETER

...I think it's some kind of systemic
infection, Chris. I saw a few cases
like it yesterday. A sweatshop in
Canal.

RAYMOND

(to Peter.)

Okay, look. You better come in with
me. Help me through.

122 INT. EMERGENCY ROOM

122

Raymond, Peter, and several other ER STAFF work on Siri, now lying on an operating table.

RAYMOND

(To Peter)

All hands on deck, Pets. Remember the drill?

PETER

It'll come back to me.

RAYMOND inspects Siri's wounded hand. The bandage has been removed. The bite-wound is infected and suppurating. A large red circular RASH around it.

PETER

Looks like a Lyme disease rash.

RAYMOND

It's not consistent with the internal bleeding. Any idea what bit her?

Peter shakes his head.

RAYMOND

I think we're gonna need to have that specimen here.

An ASSISTANT finishes inserting a catheter down her throat.

Blood and fluid leak up through the clear tube.

123 ABOVE THE OPERATING THEATER.

123

Staring down through the circular glass deck, Susan silently observes the procedures.

CUT TO:

124 INT. MANNY'S APARTMENT - NIGHT

124

Salmon-colored LIGHT slants in from sodium vapor streetlight. PAN through the shadowy room, past Manny's sleeping form to Chuy, asleep under a tent made of an old Star Wars blanket.

A RHYTHMICAL CLICKING SOUND is heard from outside.

Chuy pops his head out from under the blanket, listening.

- 125 EXT. FIRE ESCAPE - NIGHT 125
- Wearing only his pajama bottoms, Chuy steps out on the fire escape with his spoons in hand.
- The CLICKING resumes from the building across the street.
- He climbs down the fire escape rungs to the street.
- 126 OVERHEAD VIEW 126
- The barefoot little boy crosses the street, steps through the center of the huge PAINT STAIN on the sidewalk.
- The CLICKING sound comes again.
- 127 STREET LEVEL 127
- The CLICKING comes again from inside the flophouse. It continues a little bit, then stops.
- Chuy CLICKS his spoons together, mimicking the sound.
- Beat. A CLICKING from within again; almost an answer.
- Chuy ducks under the yellow DOH tape, walks toward the front of the building.
- He comes to the boarded entrance. There is a hole, narrow, and low in the doorway.
- Chuy squats, begins to wriggle through it.
- 128 INT. FLOPHOUSE - LOBBY 128
- Chuy steps into the lobby.
- The CLICKING comes again, from further inside.
- Chuy moves to find it.
- 129 CHAPEL 129
- Bits of STREETLIGHT slant in. Chuy walks slowly, listening.
- He steps into the SHADOW of a LOOMING FIGURE. He turns...
- 130 CHUY'S POV - CRUCIFIX 130
- We start on bleeding, nail-pierced feet, then TILT up the twisted body to the face of Jesus, looking down.

131 CHUY

131

stares without emotion at the plaster figure.

MOVEMENT to his side. He turns again.

A dimly-lit FIGURE stands before him.

Shapes fold and regroup in the darkness, resolving into the tall figure of the OVERCOAT MAN.

The Man begins to emit the CLICKING NOISE from under his chin, his whole head VIBRATING.

Chuy smiles. He has a beautiful smile.

CHUY
Mr. Funny Shoes.

He plays his spoons, imitating the sound the figure made.

He is answered...but this time, it's from the other side of the room. We PAN as he turns.

ANOTHER OVERCOAT MAN appears in the shadows.

Chuy GIGGLES, delighted.

CUT TO:

132 INT. HOSPITAL - WAITING ROOM

132

Susan and Peter.

SUSAN
...you don't even know what you're looking for.

PETER
You said that thing was big as your hand. I don't think I'm going to miss...

SUSAN
Why take the chance? Just let me go down there with you...

PETER
No.

Susan glares at him. Peter sits down by her.

132 CONTINUED:

132

PETER

Susan, listen to me, you handled that insect almost as much as Siri...

SUSAN

It didn't bite me.

PETER

I know. But if it was carrying something...there's a chance you could have been exposed.

Susan is silent.

PETER

Chris is going to run some blood tests on you. I want you to stay here till he's absolutely sure you're clean. Okay? Then you'll call me... You'll catch up with us...

Susan looks up at him. Finally, she nods.

PETER

We'll be all right, Sus. I promise.

He leans over, kisses her gently. But Susan seems hardly re-assured.

CUT TO:

133 INT. MANNY'S APARTMENT - PREDAWN

133

The blue hours before dawn. Laconic movement outside. New York dragging itself out of bed.

We FIND Manny fixing some melted cheese sandwiches on a hot plate. He addresses Chuy's tented bed behind him.

MANNY

My father saw me stay in bed, he'd go get a pitcher. Cold water, whoosh, I tell you that's some alarm clock, brrrrrr!

Manny cuts the bread in four equal sections and arranges them in a star-shaped pattern. A breakfast ritual of some kind.

MANNY

Ah! There you go! The way you like 'em, Chu-chu...

(He pours a glass of milk.)
We're low on milk, you remind Grampa to pick some up tonight, okay?

133 CONTINUED:

He walks over to Chuy's tent bed. He pulls the sheets aside.
His grandson is gone.

CUT TO:

134 EXT. SEWAGE FILTRATION PLANT - PREDAWN

Sewage water BUBBLES in huge tanks.

A WORKMAN walks down catwalks above the tank, disengaging the larger pieces of debris from the filter areas with grappling hooks. Shoes, tires, rags...

A GRINDING SOUND is heard. The workman YELLS out to a CONTROL BOOTH above.

WORKMAN
Hold up! We gotta block on filter D.

SOUND of the pump coming to a halt.

The workman walks to the filter area. He sinks his grappling hook into the polluted waters.

135 UNDERWATER SHOT

Spooky, silent. The grappling hook moves like a scythe to the filter...

...past long, soft filaments of RAGGED TISSUE...

...and connects with a LARGER FORM.

136 ABOVE WATER

The workman feels the grappling hook connecting. He gives a YANK, hooking whatever it is.

He begins pulling it up.

A PALE FORM bubbles to the surface.

The workman's face goes pale.

WORKMAN
Oh, God...

A grating VOICE from the control booth is heard over the P.A.

136 CONTINUED:

136

CONTROL BOOTH
VOICE

What's the problem?

It takes the Workman a moment to speak.

WORKMAN
I think it's a baby!

The Workman pulls the form (as if that will do any good)
toward the edge of the tank.

He bends down, and now gets his first good look at it.

The Workman SCREAMS.

His grappling hook falls from his hand, into the sewage.

CUT TO:

137 INT. HOSPITAL - ICU WARD

137

Susan watches Siri from behind a pane of glass. Siri is
connected to a respirator, her vital signs monitored by
several machines.

Raymond approaches Susan, two cups of coffee in his
hands.

RAYMOND
How you feeling?

SUSAN
You tell me.

He smiles, gives her one of the cups.

RAYMOND
Your blood tests were all negative.
You checked out.

Susan visibly relaxes. She looks back at the ICU ward.

SUSAN
What about Siri?

RAYMOND
She's stable. I don't think there's
any immediate danger, but we'll have
to keep her under observation...

137 CONTINUED:

137

SUSAN

You think it's some form of
stricklers, don't you?

Beat. Raymond shrugs.

RAYMOND

Pathology's still working on the
tissue samples. If it is...it must
be an errant strain. Shorter
incubation period.

(Beat.)

I'm sorry, Sue. We just don't know
yet.

138 INT. HOSPITAL - BATHROOM

138

At the sink, Susan runs water over her hands, her face,
trying to collect herself. She looks up in the mirror.
We see that her eyes are swollen, tear-stained.

139 INT. HOSPITAL - HALLWAY

139

She walks out of the ladies room, drying her face with a
paper towel.

SOUNDS of a nearby argument catch her attention.

JEREMY (OS)

...how many times I gotta tell you,
man: we can't accept this!

EMT (OS)

Well, what the hell else am I suppose
to do with it?

Susan heads in the direction of the voices.

140 INT. HOSPITAL - HALLWAY NEAR MORGUE

140

An ORDERLY (JEREMY) argues with an EMT. Their point of
contention: a small FORM lying on a stretcher.

JEREMY

Take it out back and throw it in the
friggin' dumpster!

EMT

Not unless somebody signs for it.

Susan walks toward them, catches sight of the tiny form.

140 CONTINUED:

140

Her eyes go wide.

SUSAN
Oh, my God.

Jeremy notices her.

JEREMY
Hey, you can't...

SUSAN
What's your name?

JEREMY
Jeremy...

SUSAN
Okay, Jeremy...go get Dr. Chris
Raymond, will you?.

JEREMY
Lady...

SUSAN
Did you hear me? Get Dr. Raymond!
NOW!!

Jeremy hesitates. But if her tone wasn't enough, the
stare she gives him certainly is.

JEREMY
Okay.

Jeremy backs away, takes off down the hall.

Susan approaches the stretcher.

SUSAN
(To EMT)
Where did you find it?

EMT
Washed up at the filtration plant on
Bank street. Some asshole there
thought it was a baby. They called
us.

Susan bends over it. She covers her mouth and nose at
the stench.

140 CONTINUED: (2)

140

EMT
It's a lobster, right?

But it's not. What lies on the stretcher before them looks more like a demon from a Brueghel painting.

A THREE FOOT INSECT. Its mephitic, pink-white body is rotten, falling apart. The head's intact, with strange, large jaws thrown wide open. The chitin on one is half gone.

CUT TO:

142 INT. SUBWAY LOCKER ROOM

142

Josh deposits a backpack full of equipment on the floor, along with a small acrylic cage. Peter trains his FLASHLIGHT into the bank of lockers.

Leonard, weary and pissed, looks at his watch.

LEONARD
Better hurry it up, Doc. My shift's almost over.

Josh hands him a piece of paper.

PETER
Guess someone requested you for overtime...buddy.

Peter braces his legs and tries to push the whole bank of lockers clear--the locker section tips and falls with an ENORMOUS BANG, which echoes loudly off the tile walls. Dust flies everywhere.

When the dust settles and flashlights are focussed on the area of the wall where the lockers stood, we see a LARGE EOLE.

CUT TO:

143 INT. MORGUE - DAY

143

Using a steel probe, Susan examines the dead insect.

SUSAN
Posterior sternites are gone...half the protonum rotted off.

Raymond lifts one of the wings. A CLUMP OF WHITE LARVAE feasts on the flesh beneath.

143 CONTINUED:

143

RAYMOND

Maggots...

SUSAN

Near hatching. Thing must've died about
three weeks ago.

Susan closes the mandibles and examines them.

SUSAN

Do you have a polaroid?

CUT TO:

144 INT. SUBWAY TRACKS

144

Water DRIPPING from overhead, ECHOING footsteps- very
spooky. Leonard leads Peter and Josh down the tunnel-

LEONARD

You all watch your step. We got some
burrows goin' down seven stories
here. You fall, I don't wanna have to
come pick you up.

JOSH

(Whisper to Peter)
New York's finest.

Monumental archways give way to naves as big as Notre Dame.

Josh flashes the ultra-violet light over an abandoned
underground encampment, made of cardboard walls, electrical
wiring, elaborate debris kitchens. The walls are completely
taken by layer after layer of hand carved initials and
messages. Everything from "Kilroy was here" to
elaborate quotations from the bible.

JOSE

There's really people living down here?

LEONARD

Mole people. This section was pretty
popular, all the way to Fulton Street...

Their flashlights shine in a haze of brown dust. The air is
heavy.

LEONARD

Substance abusers, mental cases... Then
about a year ago, Poof! All gone. Rumors
got started... Someone found a couple of
stiffs...

144 CONTINUED:

144

They work their way down a steep incline. They're covered in sweat.

LEONARD

Down here's the land of talk, see? So the wildest version goes the farthest. They mark that area with a sign or a drawing, and its as good as closed.

(chuckles)

We had one fella... for years said he was Bela Lugosi. Got him on Geraldo.

Peter's cellular rings. He picks up -big static-

PETER

Hello...?

145 INTERCUT WITH:

145

146 MORGUE

146

Susan's got the phone up on her shoulder, clamped against her ear. Raymond's cranking out a bunch of Polaroids. Color shots of the insect, from every angle.

SUSAN

It's me. Can you hear me?

PETER

(phone, through static)

Yeah, barely. We haven't found anything down here. Nothing...

Jeremy goes to the fridge for a beer.

SUSAN

I have.

The fridge light plays over the large insect's jaws. It makes out a few new ridges and valleys. Raymond snaps a couple of Polaroids.

SUSAN

I'm on my way. I've got something for you to look at...

Susan notices something weird and indefinable about the contours of the claws... But she can't put her finger on it.

147 BACK AT THE TUNNEL

147

PETER
We'll be back at the platform in...

LEONARD
20 minutes. If you don't go sight-seeing
anymore.

PETER
(To phone.)
20 minutes.
(Beat.)
Susan?

The call is lost. Peter tries to change frequencies, but it's
useless.

Peter replaces the phone in his pocket. He walks off.

LEONARD
Funny. shoulda seen some track
bunnies by now.

JOSH
What?

LEONARD
Track bunnies. Rats. They're
usually around.

No one notices the OVERCOAT MAN carving on the wall.

CUT TO:

148 INT. MANNY'S APARTMENT - NIGHT

148

On Manny's dining room table, a heap of unpolished shoes has
accumulated. The radio is playing a sad, elegiac Tango.

MANNY
No, no, please understand... I can't
wait that long.

Looking disheveled and tired, Manny clutches the phone,
listening intently.

MANNY
Please. I write it down.
(he writes)
2... 8... 7... 3. What does this mean
"case number"? Okay. So, now what? When
can you...?

148 CONTINUED:

148

He holds a color snapshot of Chuy sitting on a mailbox.

MANNY

No, I can't wait...no, listen...

Click. Manny slowly hangs up. He stares at his notepad, at the number 2873.

MANNY

Hijos de puta.

He crumples it up, throws it away, crosses to the window, picks up Chuy's last wire figure-

149 FIGURE, CLOSER

149

Another human-looking figure, long and thin, but with something slightly off about it.

It has six limbs instead of four!

150 MANNY

150

frowns, looks down at the dark flophouse across the street.

MANNY

Mr. Funny Shoes.

Distant thunder is heard.

151 BATHROOM CABINET

151

Manny takes a STRAIGET RAZOR from the bathroom cabinet, opens the blade.

152 EXT. SUBWAY STATION - DAY

152

Susan arrives at the stairs leading down to the subway station. A COUPLE passes her on their way up.

A sign over the entrance says "STATION WILL CLOSE FOR REPAIRS AT 3 PM - TOKENS ONLY". Susan looks around- the area is semi-deserted, a bit creepy.

She takes a deep breath, descends.

153 INT. SUBWAY - DAY

153

Susan pushes through the turnstile, enters the long corridors of gleaming tile, a somewhat de-humanizing atmosphere, straight out of a George Tooker painting.

153 CONTINUED:

153

Very creepy. Susan's footsteps ECHO in the empty tunnel. She sneaks a nervous glance over her shoulder- nobody is following her-

154 PLATFORM "A" DELANCEY

154

Susan observes the locker room door impatiently. A small crew of REPAIRMEN are dismantling a row of fluorescent lights.

She sits and waits.

CUT TO:

155 INT. DEEP IN TUNNEL

155

Peter, Josh and Leonard walk through a darker area. The floor beneath them suddenly changes, becomes tile.

JOSH
(Sniffing)
Smells like acid.

Peter stops, looks around.

PETER
Ammonia.

Josh walks to the right, where the smell seems to emanate from. At last they come to

156 INT. VAULTED AREA-CONTINUOUS

156

Josh LIGHTS a flare, sets it on the ground, walks ahead. The ominous RUMBLE of a subway is heard in the distance.

A cracked WATER MAIN above. Water dribbles to the ground.

JOSH
Peter...

PETER
Yeah...?

JOSH
There's some weird shit here.

PETER
Weird shit...?

JOSH
Take a look.

156 CONTINUED:

156

Leonard shines his flashlight ahead.

Revealed, quite literally, is a world of shit.

LARGE FECES scattered everywhere: on the floor, hanging sausage-like from the ceiling. One can almost taste the stench of old ammonia.

Peter puts on a rubber glove, inspects one of the fecal stalactites.

JOSH

Fecal matter, unknown origin: weird shit.

(Beat)

Whatever it is, it's not human.

Josh breaks off a sample, drops it in a jar with a hard THUNK. Leonard turns away in distaste.

LEONARD

And it needs some metamucil.

CUT TO:

157 EXT. FLOPHOUSE - NIGHT

157

It's raining like hell. Manny approaches the abandoned flophouse.

He peeks through the boarded-up front entrance. Right there, on the dusty lobby floor, clearer than the larger shoeprints...

...he discovers a trail of tiny, barefoot prints.

MANNY

Chuy...

He kicks experimentally at the planks, but they're far too strong.

158 ALLEY

158

Manny explores the opposite face of the building, looking for a way in.

A DOG is BARKING incessantly. Manny turns.

Something moves in the shadows! Something long and thin, haloed by the rain.

58 CONTINUED:

158

It moves again, the streetlight touching it for a fleeting moment as it totters around to the rear of the building. It's The Overcoat Man!

The man hurries past. Manny sprints after him.

159 ALLEYS

159

Manny comes running around a pile of grocery crates.

There is the OVERCOAT MAN.

CARGO WORKERS mill around a group of vegetable trucks, unloading produce.

The OVERCOAT MAN attracts no attention. Keeping his head down, staying near the shadowed buildings. Jumping and hopping, he skitters into an alley.

160 FOLLOWING

160

Manny has to trot to keep up with the mysterious figure. He pauses to take a pill and place it under his tongue. Once it takes effect he moves on.

The OVERCOAT MAN has moved past a chainlink fence. How?? It's too high!!!

The old man squeezes through a jagged opening. The metal fabric cuts his shirt.

On the other side: A dead end. Nowhere to go except for...

161 A SEWAGE GRATE

161

Manny lifts it.

162 SEWAGE PIPE

162

Manny lands on his feet with considerable difficulty. He flicks his lighter flame and opens the straight razor.

This pipe is carpeted with trash and a thick crust of dirt. Something moves under a wet newspaper: a thick mass of long-legged spiders dissolve onto the walls and floor.

suddenly... the distant sound of spoons playing.

MANNY

Chuy...

162 CONTINUED:

162

Manny pulls a rosary from his pockets, wraps it around his wrist and crosses himself with the razor...

...then begins to move down the pipe.

CUT TO:

163 PLATFORM "A" DELANCEY

163

Susan examines the Polaroids. She pulls out a payday bar.

The crew of repairmen are leaving.

REPAIRMAN

Hey, Lady, all power will be down in five minutes, okay?

SUSAN

Okay....

She munches on the bar. She stops: one snapshot has caught her attention. The fridge light illuminated this photograph.

Susan turns it around... and around... Trying to find something different in the lines.

A train roars by.

Then she notices it:

164 THE POLAROID

164

The closed jaws. They look like A HUMAN FACE.

165 SUSAN

165

Gets up, nervously and heads for the door to the locker room.

A whole row of lamps goes off. The rest flickers in and out.

Then we see, now standing on her platform: THE OVERCOAT MAN!! He looks at her between a row of columns under the dead neon lights.

Susan tries the locker room door. It's unlocked.

166 INT. LOCKER ROOM - SUSAN

165

Susan carefully crosses the floor to the bank of lockers.

She kneels to examine the hole in the wall. She hears a noise.

166 CONTINUED:

166

THE OVERCOAT MAN is moving toward her.

SUSAN

Peter?

167 OVERCOAT MAN

167

The man's face TIPS BACK...

...raising the complex, glittering INSECT HEAD FROM BEHIND ITS MASK-LIKE FRONT JAWS.

Its multiple-parted MOUTH clicks OPEN.

Susan SCREAMS!

The thing charges, its "coat" opening to reveal...SIX LEATHERY WINGS, fully extended! The wingspan blocks the whole tunnel, they vibrate rapidly.

Susan tries to run, but the creature -- hereafter known simply as "The Mimic" -- LEAPS ONTO HER CHEST!

She's dragged screaming into the hole.

Their silhouettes recede rapidly amidst a confusion of legs, wings and pipes.

CUT TO:

168 INT. VAULTED AREA

168

Peter and Josh put the fecal samples into the back-pack.

Leonard stands at the other end of the area. He inspects some OLD SCAFFOLDING set up at an opening which leads to

169 THE REMAINS OF AN OLD STATION

169

fifteen feet below.

LEONARD

I've never been this deep. This area here is the Old Armory station. They built it in the 40's. Ran out of money half-way through...

It's like Grand Central's dead little brother. Tiled mosaic walls, columns, monumental arches. Spaces for shops. A group of abandoned turn-of-the-century subway cars on parallel tracks.

169 CONTINUED:

169

LEONARD

Okay, the fat lady's singing. Time to go.

Everything is gray with dust.

PETER (O.S.)

(To Josh)

I want a team in here by six tonight,
hands and knees with toothpicks...

Leonard squints down at the planks of the scaffolding.

A NYMPH -- big as the one seen earlier -- emerges from a pile of nearby feces as if it were part of the mound.

Keeping his eyes fixed on the insect, Leonard coolly bends down, picks up a ROCK.

170 PETER

170

putting the last sample boxes into the back-pack, looks up and sees

171 LEONARD

171

step onto the scaffolding, raising the rock to crush the nymph.

PETER

Don't!!

SMASH! Leonard tosses the rock at the insect, crushing it.

Peter rushes to the insect's corpse on the scaffolding.

LEONARD

Did you see the size of that thing?!

PETER

Look what you did! You stupid sonofa-

A CREAK from the scaffolding at their combined weight.

Leonard grabs Peter, tries to pull him from the scaffolding.

172 CREEEEEEAAAAAX!

172

173 THE ENTIRE SCAFFOLDING GIVES WAY!

173

Buckling diagonally...

...taking Peter and Leonard with it...

173 CONTINUED:

173

CRASH! Both Peter and Leonard are thrown to the ground of the station below. The scaffolding falls around them.

174 JOSH

174

rushes forward.

JOSH

Peter!

175 PETER AND LEONARD

175

stir in the wreckage. Peter rises shakily. He puts his glasses on. One of the lenses is badly smashed.

PETER

It's okay. I'm all right.

He tries to help Leonard up; Leonard knocks his hand away.

LEONARD

Get the hell away from me!

Peter looks up at Josh.

PETER

(Deadpan)

He's all right, too.

Leonard brushes himself off, checks out his walkie-talkie. It's been broken in the fall, a tangle of plastic and wires. He curses under his breath.

Peter checks the wall for a handhold. But there's only smooth tile and dust.

LEONARD

Oh, that's gonna work.

PETER

You got a better way up?

Leonard removes his badge, tosses it up to Josh.

LEONARD

(To Josh.)

Show that to the station manager. Tell him Leonard's gonna have his bubble-butt he don't have someone down here in ten.

175 CONTINUED:

175

JOSH
E-how do I get...?

LEONARD
Way we came. Take the first tunnel to
your right...

Leonard's voice echoes off the cavernous walls. Josh
hurriedly writes it down in his nootebook.

LEONARD (OS)
Go left. Go left again till you hit the
fork... Then right again. You got that?

JOSH
I think so. One right, two lefts...

LEONARD
And a right.

JOSH
Right.

PETER
Go Josh. Now.

Josh obeys.

CUT TO:

176 INT. NICHE

176

We hear a persistent BEEPING...

A concrete ROOM filled with glimmering debris. Cans,
eyeglasses, fake teeth, chrome, foil, glass shards, broken
watches.

Susan lies unconscious, half-sunk in a mulch of decomposing
food, old newspapers, plastic garbage bags. An inch of brown
WATER burbles past her bloody head.

SOMETHING jostles her, rocking back and forth.

Her eyelids slowly open.

177 A HUGE MIMIC IS PERCHED ON HER BODY:

177

Its WINGCASE is drooped around her like a shroud. The
creature furiously tears at her jacket, trying to get at
Susan's beeper.

177 CONTINUED:

177

The beeper spills from her pocket along with several Pay Day bars. The Mimic CRUSHES the machine instantly, then chomps up all the candy bars with a single move of its mandibles.

Susan watches in terror as the creature steps away.

A SOUND from an adjacent tunnel. Susan looks...

...and sees ANOTHER MIMIC pulling the REMAINS OF A MAN into the darkness.

Susan gropes around her in the soggy debris, looking for some weapon.

178 SUSAN'S HAND

178

Her fingers close around a three-foot piece of RUSTY PIPE.

Something dark drips on her hand.

179 SUSAN

179

Looks up. Above her, a badly decomposing HUMAN FOOT, or what is left of it. All part of the excarnated corpse of the Chinese Preacher. His gold cross shines boldly in the dark.

Susan GASPS.

180 THE MIMIC

180

hears the sound. It immediately SKITTERS back to her.

181 SUSAN

181

jerks herself sideways...

AND STABS THE PIPE into the Mimic's thorax with a wet CRRK!

Susan heaves herself up, pushing the thing onto its back.

The Mimic BUZZES furiously, milky WHITE FOAM pumping from the wound. Its legs slash the air as it tries to right itself.

Susan runs for the tunnels, debris falling from her clothing.

CUT TO:

182 JOSE

182

Josh comes to a t-junction. He checks his notepad for the appropriate direction.

182 CONTINUED:

182

He turns, heads left.

CUT TO:

183 INT. TUNNELS

183

Susan staggers through a dark PASSAGEWAY. Water drizzles into her grimy face. She looks up.

Rain leaks from an overhead grate three stories up. She can see the SHOES of PEOPLE walking to and fro above.

SUSAN

HELP!!!

184 EXT. STREET ABOVE - NIGHT

184

Life as usual on Delancey street.

Pedestrians crisscross the metal grate, hunched under their umbrellas. Traffic noise, T.V. displays on street front stores, boom boxes, car horns...

They drown out the tiny sound of Susan's voice..

185 SUSAN

185

hears distant FEET SCURRYING toward her, punctuated by a metallic CLANG! CLANG! CLANG!

186 SIDE TUNNEL

186

CLANG! The metal pipe, still imbedded in the Mimic, BANGS the wall as the insect moves down the dripping narrow tunnel.

187 SUSAN

187

looks around frantically. She crosses to a METAL LID on the floor, lifts it.

A HOLE is below, dropping off into darkness.

The Mimic's CLANGING grows louder.

Susan sits herself on the edge of the hole, grasping the metal lid by handles on its underside.

The Mimic rushes into the chamber, speeding toward her...

Susan JUMPS into the hole, hanging onto the lid...

WHANG! The lid SLAMS SHUT over the hole a fraction of a second before the creature reaches it.

187 CONTINUED:

187

The Mimic touches the lid with its antennae, confused.

188 INT. HOLE

188

The TICK-TICKING of the Mimic's antennae scanning the lid.

Susan hangs from the handles on the lid, her arms trembling.

Susan's strength gives out. She let's go, falls.

189 PIPE GALLERY

189

Susan CRASHES onto a juncture between two large PIPES.

She MOANS in pain.

190 CLOSER - SUSAN

190

secures her position, looks down. A seemingly bottomless pit below, crisscrossed with a FOREST OF PIPES AND DUCTS.

The nearest pipe above her is well beyond reach.

She is trapped.

Then she hears the SOUND of the LID OPENING above. She holds her breath.

A faint YELLOW LIGHT of a lighter flickers down at her.

CUT TO:

191 WET SECTION

191

Josh cautiously enters a vaulted area. Old pipes have been ripped from the walls. WATER gushes over the steel-plated walls. He looks around- this doesn't seem familiar.

Josh freezes as he sees something behind a loose metal PLATE on the wall.

He yanks at the plate- it gives a little bit. He yanks harder- the plate falls down on one side, hanging precariously from a loose bolt.

It reveals A HOLE PACKED WITH DOZENS AND DOZENS OF OOTHECAS.

He leans close to examine them- there is a NOISE on the tunnel behind him-

- 192 JOSH'S POV - WATERFALL 192
A curtain of WATER falls over the side of a pipe onto the floor. Behind it, something ENORMOUS crawls into view. Multiple legs, antennae, an elongated body distorted by the water and the light of a flare. It stops-
- 193 JOSH 193
Holding his breath and tiptoeing sideways, never taking his eyes off the thing, Josh begins to move away. He sees a narrow OPENING in the wall- there seems to be dim LIGHT coming from something beyond it. He tries to squeeze through the opening-
- 194 MIMIC 194
The creature is immobile behind the sheet of water, as if mesmerized by its flow-
- 195 PIT - JOSH 195
With tremendous effort, Josh passes through the opening
He finds himself inside a bowl-shaped mud hole. Scattered around him he sees FUNNY BUNNY PATCHES that were sewn in the sweatshop. He trips on a half buried SEWING MACHINE. He looks up-
Above him is a grate. He's come to the SHOWER ROOM of the sweatshop!
- 196 INT. SWEAT SHOP SHOWER ROOM 196
Empty now, except for the rusting sewing machines on a corner. We TILT to see Josh moving the grate away. He jumps- no way he can grab on to the slippery tile-
HIS HANDS SLIDE!!
- 197 PIT 197
Josh puts the old sewing machine upright.
- 198 OUTSIDE 198
Suddenly, the bolt hinging the plate gives away and... the steel plate hits the ground: KLANGG!!
- 199 THE MIMIC 199
leaps into action:

200 PIT - JOSH 200
Hears the CLICKING, fairly close. He shines his light back down the hole he entered through-

201 JOSH'S POV - THE MIMIC 201
moves past the waterfall and takes the wall at full speed.

202 JOSH 202
JOSH
Oh shit, oh shit, oh shit!
He stands on top of the sewing machine, wobbling, reaches for the floor above-

203 SWEAT SHOP SHOWER ROOM 203
Josh's head and one shoulder are in through the hole. His arms tremble. He makes a desperate lunge and manages to grab the POWER CORD of one of the abandoned sewing machines.

204 THE MIMIC 204
rushes through the opening without even slowing down.

205 JOSH 205
pulls himself up, up- WEAM! The Mimic hits the lower part of his body, BLOOD spraying up through the hole. He SCREAMS, grasps the cord with both hands!
He is brutally YANKED down into the hole, the sewing machine tipping, then dragged across the tiled floor till it wedges violently in the hole!
We track over to reveal, one of Chuy's perfectly executed WIRE SCULPTURES. Sitting atop another sewing machine.

206 INT. REMAINS OF THE SUBWAY STATION 206
A ring of FLARES burns in the darkness like an island. Peter lights another one, revealing a space buried in layers of dust and time.
Cracked MANNEQUIN FACES stare out from an unopened TAILOR SHOP. A FLOWER PARLOR decorated with cobwebs. A yellowed NEWSPAPER on the floor, its headlines reading: GERMAN TROOPS DRIVEN BACK ACROSS RHINE.

206 CONTINUED:

206

Peter looks up to see Leonard approaching from the track.

PETER

Any luck?

LEONARD

Well...there's an old service elevator
half a mile down the tracks. Ain't gonna
be much use, though. Lines are dead.

Peter shines his flare up at a thick cord of cables which HUM
ominously with electricity.

PETER

You said those cables're still live.
Can't we rewire...?

LEONARD

Oh, man, there you go again.

PETER

What?

LEONARD

Those things bring juice to the new
stations. You just can't rewire that
shit...

Peter approaches him.

PETER

For Chrissakes, what's the problem?
You need a memo every time you fart?

LEONARD

All right, motherfucker, that's it.

He pushes Peter violently. Their eyes lock and meet.
Inches away from a fistfight.

PETER

Shh! Shh!

A SOUND rushing towards them, its echoes increasing by the
second.

Where is it coming from?

Peter looks at Leonard. Leonard unbuttons his holster clip,
places his hand on his .22

A SHADOW appears outside the archway.

206 CONTINUED: (2)

206

It steps onto the platform.

Leonard frowns.

LEONARD
(tentative)
Manny?!

The old man stumbles out of the darkness, out of breath. A rusted crowbar in his hand.

Leonard walks over to him solicitously.

LEONARD
My God, what the hell are you...?

MANNY
Hurry, the woman needs help!

A shadow crosses Peter's face.

PETER
Woman?

207 INT. PIPE GALLERY

207

OUTSTRETCHED HANDS in the darkness.

REVEAL Peter leaning across the void with one hand while Manny and Leonard grip his other.

Susan below, balancing precariously on the crisscrossing pipes. A mess, but still alive. She reaches up to Peter.

It's too far.

SUSAN
(A whisper)
Don't.

PETER
Listen to me: we're getting you out.

Leonard and Manny pull Peter back into

208 INT. TUNNELS

208

Peter undoes his belt.

PETER
(To Manny and Leonard)
Give me your belts.

They obey. Peter buckles them together with his. He then loops one end around a bannister, the other around his wrist.

LEONARD
(to Manny, as he ties them
together)
What are you doing down here?

MANNY
Chuy. He was taken. He's down here
somewhere...
(to Peter)
Oh, Please, hurry. I saw what was
after her.

PETER
What's...?

MANNY
Just hurry.

Peter takes his word for it. He uses the belts to lower himself to the nearest pipe.

Leonard LIGHTS a flare to illuminate the pipe gallery

Peter works his way down. The web of pipes seem to recede into Eades.

The lifeline tightens.

Peter gets to the last solid footing, lies down on his stomach and lets the belts down.

PETER
I'm coming, Sus, I'm coming.

But then, he sees something move below her. Then a hollow
CLANG! CLANG! CLANG!

SUSAN
No, Jesus, no.

PETER
(To Leonard)
Toss the flare down!

LEONARD
I only got...

208 CONTINUED: (2)

208

PETER
Just do it!

Leonard lets the flare drop from her hand.

It falls past them, ricocheting off the maze of pipes,
spinning down to the pitch-black below.

And for a split second the flame illuminates...

209 THE MIMIC

209

pipe in its thorax, nimbly CLIMBING THE PIPES TOWARD SUSAN
CLANG! CLANG! CLANG!

210 PETER'S

210

eyes grow huge.

PETER
Oh, Jesus...

211 LEONARD

211

just plain loses it.

LEONARD
What the fuck is that?! What the fuck is
that?!

212 SUSAN

212

knows all too well what's coming for her.

SUSAN
(A desperate appeal)
Peter...

Throwing caution to the wind, Peter reaches the belt down.

PETER
Wrap it around your hand!

Susan at last gets a grip. Peter pulls with both arms.

CLANG! CLANG! CLANG! Getting closer.

PETER
Come on!

Susan struggles for footholds on the slippery pipes,
ascending foot by foot...

212 CONTINUED:

212

Peter pulls her into his arms.

213 CLANG! CLANG! CLANG!

213

Peter bends down.

PETER

Get on my shoulders!

Susan steps onto his shoulders. He pushes her up...

And Leonard and Manny yank her out.

214 CLANG! CLANG! CLANG!

214

Peter scrambles up, SLAMS the lid back on the hole.

PETER

Let's go!

The four of them run.

HOLD ON the lid.

WEAM! It bursts from the floor, rolls away like a coin.

215 INT. ABANDONED PLATFORM

215

The four humans run down the empty platform. Peter spares a look back.

PETER

Oh, shit...

rar down the tunnel,

216 THE MIMIC HAS SPREAD ITS WINGS AND IS FLYING AFTER THEM!!

216

MANNY

There!

He points to the open DOOR of an ancient SUBWAY CAR.

They sprint for the car, get to the door. Manny, Peter, Leonard, then Susan...

217 INT. SUBWAY REPAIR CAR

217

...tumble inside a repair car crammed with shelves and empty crates.

217 CONTINUED:

217

LEONARD

Get the goddam door!

Leonard and Peter both grab its handle, slide it shut...

SPLACK! The Mimic crashes into it!

KLANGGG! The door bulges out from the impact, almost tearing itself off the hinges.

Susan jumps back. Manny runs to cover her.

The creature is caught, half in, half out, antennae and forelegs waving wildly!

The abdomen CRASHES through a pane of glass.

PETER

Push it! Push it! Don't let up!

Leonard and Peter push harder, barely keeping it pinned.

218 THE UPPER HALF OF THE MIMIC TEARS ITSELF LOOSE.

218

WHITE BLOOD SPATTERS everywhere. The Mimic is NOW CUT IN HALF!

The wings flap wildly, the abdomen shatters the safety window's outer panels.

But the FRONT SECTION IS STILL ALIVE. It scrabbles in, spraying white blood...

...drags itself up on the ceiling, then down onto the floor and under a row of shelves in a half-circle around the car till it finally comes to a halt.

Silence. The only sound is a SKITTERING outside.

Susan looks outside the window.

The Mimic's REAR HALF IS STILL TRYING TO PUSE THROUGH THE DOOR, it's feet blindly dragging along.

219 LEONARD

219

LEONARD

What the fuck was that?

Peter says nothing. Leonard grabs him by the shirt.

219 CONTINUED:

LEONARD

You better tell me what the hell's
going on here!

MANNY

Hey, hey!! Take it easy!!

PETER

(to Leonard)

We don't know!! We don't know what it
is!

Leonard releases Peter and, cocking his gun moves closer
to the still thing.

PETER

Wait a minute--

LEONARD

Fuck you, you wait a minute. I'm
going to-

SNAP! The Mimic POUNCES on him, catching his leg in its
front mandibles.

A sickening CRUNCH as the Mimic's mouth begins to work the
leg like a grinder-blender.

LEONARD

GET IT! GET IT OFF ME!

Peter and Manny try to pull the thing off as Leonard falls
and writhes on the floor.

BAM! BAM! BAM! The men flinch away as Leonard empties his
guns on it, until the thing's shell finally CRACKS!

But the thing is still locked onto Leonard's leg. Peter
tries to work it free from the creature's jaws. No good.

PETER

Its muscles are locked.

LEONARD

(Hoarse)

Oh, Jesus!!

MANNY

Wait...

Manny removes a can of shoe polish from his coat, then starts
smearing the stuff onto the Mimic's head and jaws.

219 CONTINUED: (2)

219

LEONARD

Oh, Jesus! It's hitting the bone man, get it off!!

He lights a CIGARETTE LIGHTER, goes to touch the flame to the flammable stuff.

PETER

(Stopping him.)

Hey hey hey...

MANNY

Is how we make loose the ticks back home.

Peter hesitates, but lets him go. Manny lights the polish.

WHOOSE...the Mimic's head is engulfed in a halo of flame. THE LEGS LOOSEN THEIR GRIP.

Peter and Manny yank it free from Leonard, who's PASSED OUT from the pain. His leg is torn and bloody.

CUT TO:

220 INT. SUBWAY REPAIR CAR - LATER

220

We now see the car is 50's vintage. A POSTER of Mickey Mantle above an empty worktable.

Peter sits before Susan. She's trembling, understandably shaken from her previous experience. BLOOD pours from a CUT on her forehead.

Peter takes a bit of torn cloth, puts it to the wound, then tenderly raises her hand to keep the bandage in place.

PETER.

Just keep holding it. Can you do that for me?

(No response.)

Susan?

Susan nods silently. Her hand weakly presses the compress.

MANNY (OS)

Doctor Tyler?

He turns to Manny, who sits solicitously next to Leonard. His wound is wrapped with makeshift bandages. He begins to stir.

Peter gets up, but Susan's hand is closed tightly around his, like the jaws of the Mimic. He kisses her gently, then slowly manages to release his hand.

220 CONTINUED:

220

He walks to Leonard, inspects his wound. Touches the sole of his foot.

PETER

You feel anything?

LEONARD

Yeah, I feel like ripping your fucking eyes out...

PETER

Leonard, listen. I need to see if there's any nerve damage before we carry you back.

(No response.)

Look, I'm trying to help you here...

LEONARD

Oh, you helped me here, all right, white boy. You and your goddam memo. You needed to prove your point, uh?

PETER

I'm sorry. But I don't think letting you bleed to death is the best apology.

Peter touches the his foot again. Leonard finally nods.

Manny gazes at the Mimic carcass at the end of the car.

MANNY

Where the hell'd that thing come from?

Peter looks at Susan. She remains silent.

PETER

(Quietly)

A mistake.

LEONARD

"Mistake"? What's that suppose to...?

PETER

It doesn't matter, all right? It's dead.

LEONARD

How you know that? Shit, it was runnin' around with its buttside gone and a fucking pipe through its heart...

220 CONTINUED: (2)

SUSAN
(Quietly)
It doesn't have a heart.

Peter looks up at her.

SUSAN
Just inner chambers...

MANNY
But it look like a man. It... I saw it.

SUSAN
No...

She gets up, finally moving.

SUSAN
That's what it wanted you to see.

CUT TO:

221 OUTSIDE CAR

221

The subway car sits at the end of the platform, windows dimly glowing in the dark. The door opens, and Manny and Peter snatch the lower half and wing pieces back into the car.

222 INSIDE CAR - A LITTLE LATER

222

The lower half of the insect has been moved into the car. Susan is reassembling it.

PETER
So, you're saying this is like those bugs that -- that look like twigs or leaves or...

SUSAN
(shakes her head)
That's camouflage...

Susan displays the partly-charred head.

SUSAN
This is mimicry. They evolve to mimic their predators. A butterfly can look like the eyes of an owl. A caterpillar can copy a snake...

Susan closes the multiple mouth parts into a self-contained bud shape, then pushes back the "face" mandibles.

222 CONTINUED:

222

SUSAN

This has evolved to mimic the most dangerous predator it's ever had...

She holds it in her hand, like Yorick's skull. The mimic's head obscenely mirrors her own. She inserts it into the shoulder cavity.

She stands back.

SUSAN

Us.

CAMERA cranes up and reveals that the thing now looks like THE OVERCOAT MAN.

SUSAN

Mantids can Mimic. We gave the Judas that code...

MANNY

(quotes)

"...and behold he will come that walks as a man, yet is not a man- '..."

SUSAN

This, is our baby Peter. Yours and mine. Aren't you proud?

223 OUTSIDE OF THE CAR - IN THE TUNNELS

223

We see four shadows move fast, scuttling on the walls and ceiling...

...heading towards the car...

224 INSIDE THE CAR

224

A SUBWAY MAP on the wall. Red, blue and orange lines branching through the boroughs like veins.

SUSAN

All these...they're like tunnels of an insect colony. Once these things hit a certain population density, they'll have to move out, form new colonies.

The realization hits the others.

SUSAN

We have to get help down here. Burn these tunnels before...

224 CONTINUED:

224

She's interrupted by a CLICKING from the tunnel ahead.

It's answered by CLICKING from the tunnel behind.

LEONARD
Get the doors!

A brief glimpse down the car show too many OTHER DOORS to close in time.

PETER
Is there a switch?

LEONARD
Third rail is dead.
(To Manny and Susan.)
Get me up. There must be a manual
override in the booth.

Manny and Susan help Leonard up.

SUSAN
(Whispering to Peter)
The lights!

Peter turns off the flashlights.

Susan and Manny help Leonard to the car's CONTROL BOOTH.

Peter looks

225 OUTSIDE

225

where the silhouette of a MIMIC moves to the rear of the car.

226 CONTROL BOOTE

226

Leonard opens a box on the side-wall marked MANUAL OVERRIDE.

Inside, there is a large, HEXAGONAL SHAPED HOLE.

LEONARD
(Starts looking around)
Where's the damn crank?!

227 OUTSIDE

227

The Mimic is only yards away.

OTHER SHADOWS emerge from the distant dark.

228 INSIDE

228

Manny leaves Leonard and Susan to look for the lever crank.

He runs to help Peter try and shut the doors manually.

But it's useless. Many of the doors won't budge.

229 OUTSIDE

229

The shadows get nearer, their CLICKING louder...

230 CONTROL BOOTH

230

PETER
(hissing a whisper)
They're coming!

He runs to help Peter try and shut the doors manually.

But it's useless. Many of the doors won't budge.

231 OUTSIDE

231

The shadows get nearer, their CLICKING louder...

232 CONTROL BOOTH

232

Susan looks under the dashboard, finds a HEXAGONAL SHAPED ROD. The lever crank.

SUSAN
I got it!

Susan gives it to Leonard. He JAMS the rod into the hexagonal shaped hole. Perfect fit.

Leonard begins CRANKING the thing. But it's rusty and slow...

SUSAN
Hurry! Please!

233 THEROUGHOUT SUBWAY CAR

233

The doors begin to swing shut very slowly.

234 OUTSIDE - A MIMIC'S POV

234

Sees the moving doors, start heading for them.

235 CONTROL BOOTH

235

Leonard can't crank fast enough. Susan joins in, putting her hands over Leonard's. Both spin the thing as fast as possible.

236 SUBWAY CAR

236

Peter and Manny each pulling on a door, trying to speed up the closing process.

SHADOWS are seen approaching, now very close.

237 CONTROL BOOTH

237

Leonard and Susan put all their effort into turning the crank one more time...

LEONARD
Come on, you son-of-a...

238 SUBWAY CAR

238

A SOFT CLICK as the doors SHUT IN UNISON.

Silence.

All four are stock still, like a submarine crew awaiting the blast of depth charges. Their eyes dart to the

239 THE WINDOWS

239

Caked with soot, irradiated by the distant glow of one of the red flares.

THUCK! Something BUMPS against the door.

A machine-gun patter of FOOTSTEPS on the roof.

The car SHAKES.

240 OUTSIDE

240

The dark platform is alive with phantom shapes.

241 INSIDE

241

SCREEECH!! Something sharp is drawn along the car roof like a nail over a chalkboard.

THUMP! THUMP! Impacts on the sides...

241 CONTINUED: 241

An obscene symphony of sounds as Mimics lay siege to the car.

242 PETER 242

A BUZZ OF WINGS catches his attention. He turns. His face is reflected in a security window.

CRACK! The window SPLINTERS, destroying Peter's reflection.

243 ABOVE MANNY 243

Claws SCRATCH the ceiling. It begins to dent.

244 BELOW SUSAN AND LEONARD 244

Large forms CLICKING underneath, looking for a way in.

Susan stares at the floor, her eyes following the course of the clicking...

...which leads to Leonard's wounded, bloodstained leg.

SUSAN

Oh, God.

(Looks at Leonard.)

The blood...

KLANGGG! A Mimic leg PIERCES the ceiling above them!

Susan pulls Leonard out of the way just in time as

245 IN THE SUBWAY CAR 245

KLANG! KLANG! More legs break through the ceiling!

246 SUSAN AND LEONARD 246

emerge from the control booth, Leonard's arm over Susan's shoulder.

SUSAN

His blood! It's driving them crazy! We have to mask the odor!

PETER

How?!

But there's not time enough to discuss possible solutions.

Leonard pulls off his jacket. Susan begins wrapping it around his wound to mask it. Manny helps.

246 CONTINUED:

246

Peter has upended one shelf, jamming it against a broken window as a barricade.

Despite their efforts, the Mimics are not thrown off the scent.

PETER

It's no use! They know we're in here!

SUSAN

They don't know anything Peter, they just sense. They're hardwired!

PETER

Right. Hardwired to eat anything that's not like them!

The whole car is now shaking and buckling.

SUSAN

Exac...

She looks over at the severed Mimic corpse nearby. A realization...

SUSAN

(To Manny)

Give me your razor.

Manny looks at her blankly. Susan just takes the blade.

The whole car is now shaking and buckling.

She runs to the Mimic's carcass. For a moment, she hesitates. But the pandemonium leaves her little choice.

She SLICES into the Mimic's corpse with the razor...

PETER

What are you doing?

...sticks her arm in all the way to the elbow...

...and pulls out two fat AMBER SACS the size of softballs. She SLICES them open.

Orange GOO leaks out, its stench overwhelming.

LEONARD

(covers his nose)

Shit!

246 CONTINUED: (2)

246

Peter looks up as Susan slides one of the sacs over to him.

SUSAN

Rub it on the windows!

PETER

What-

SUSAN

Just do it!!

Holding his breath, against the stench, he smears the crap on the windows, the doorframe...

247 MANNY

247

Manny looks to the roof, listening.

And remarkably, the SOUNDS of the Mimics START SUBSIDING.

Susan comes over to Leonard, begins dabbing the goop on Leonard's wound. Leonard makes a face at the stink.

LEONARD

What are you putting that crap on me for?

SUSAN

Scent glands. Insects use 'em to identify themselves to each other.

She smears the floor area around Leonard. The activity winds down gradually, and finally comes almost to a halt.

CUT TO:

248 SUBWAY CAR - LATER

248

Leaning against the dirtied window, Manny creates a streak for every Mimic he sees.

Peter, Leonard and Susan are hard at work. Leonard has created a small "model" of the station using pocket debris and the wall map.

LEONARD (O.S.)

Okay. That's us.

Manny's lighter represents the subway car.

248 CONTINUED:

95.

248

LEONARD

This track we're on? Goes down into the repair area.

(Makes an "X" further down)

The elevator's over here. Leads up to the active tunnels.

THUMP! An oily, soft abdomen brushes lazily up against the glass. Manny moves away.

PETER

Can we get this car there?

LEONARD

Someone'd have to go to the switchroom, pull the coupling lever, that'll send us left and to the elevator.

SUSAN

But the power...

LEONARD

Hell, I might be able to juice the whole area, if I can get to the power box. It's just a couple of cables...

MANNY

Oh, how you gonna get there, Leonard? Hop?

PETER

(To Leonard)

Just talk me through it. I can go with Manny.

LEONARD

It would take a minute or so.

(beat)

You won't last that long out there.

SUSAN

Peter, you couldn't even fix our TV!

Dense silence. He points at the glands on the floor.

PETER

We'll cover ourselves with this. They can mimic us- we Goddam mimic them!

SUSAN

Peter-

PETER

It worked before...

SUSAN

(an edge in her voice)

The scent won't last...

PETER

That's why we should do it now.

Susan knows they have no other choice.

249 LATER

249

Susan is stuffing Leonard's old bloody bandages into the thorax of the dead Mimic. She ties a flare to its center.

LEONARD

It's just a regular old pump switch, okay? Right by the track signal board.

Manny is spreading the mucus-like liquid of the gland-sac on himself and Peter as Leonard instructs them-

LEONARD

The lights come up, you pull the switch.

MANNY

I pull.

LEONARD

You don't do that, we're on the wrong track.

(turns to Peter)

You...

The two men look into each other's eyes.

LEONARD

You gonna finally get to fuck around with them wires. Think you can handle it?

PETER

Depends. You got a memo?

Leonard's hard feelings give way to an almost imperceptible smile.

249 CONTINUED:

249

Using a ballpoint pen, he draws a schematic on the back of Peter's hand.

LEONARD

All right then. You gonna find two wires. One's green. The other's blue...

250 SUSAN

250

Approaches Manny, who looks distractedly out the window.

MANNY

He's out there. I heard him. How can he be? This things...

SUSAN

Manny...

MANNY

I didn't protect him, lady. He trusted me. And I didn't protect him... His father... I lost his father to the streets and now, Chuy...

SUSAN

We'll find him. We'll be back and find him.

Manny doesn't respond.

251 READY TO GO

251

Susan dabs at Peter's face with the last touches of the scent gland substance. She doesn't meet his eyes as she speaks.

SUSAN

You're going to have to keep it really slow. Their eyes react to sudden movements.

Peter barely nods, his nerves clearly on edge. He instinctively goes to wipe his forehead. Susan stops him.

SUSAN

Don't touch it. And for God's sake, try not to sweat. They can sense chemical changes...

251 CONTINUED:

PETER
Try not to sweat?

Leonard turns to Susan and Peter.

LEONARD
Okay, people...

Leonard's voice comes through like a clarion.

LEONARD (OS)
...are we ready for this?

Susan has her hand on Peter's chest; Peter is taking deep breaths, trying to cool down his body to prevent sweat. It's an odd parody of Lamaze exercise.

LEONARD
Whatever you do, don't step on the
third rail coming back. Six hundred
volts'll blow your leg right off.

A final breath. He's about as calm as he's going to get.

He looks at Susan a long moment. He takes her hand.

PETER
I was just thinking how I could use a
pair of pliers... and I remembered where
they are...

SUSAN
(overlapping)
That's it. That's it. Breathe easy.

A sad, nervous smile appears on Peter's face.

PETER
In the tool box under the kitchen
counter...

Susan kisses him softly on the lips.

Manny approaches. Show time.

Susan steps away from Peter. She looks toward the control booth.

SUSAN
Open it.

- 252 LEONARD 252
begins turning the lever crank slowly.
- 253 SUBWAY DOORS 253
gradually begin to open, and stop half way.
The darkness outside is alive with CLICKING.
- 254 PETER AND MANNY 254
slowly move between the opening of the door and make their way to
- 255 INT. PLATFORM 255
they step onto the dusty concrete. Come to a stop.
- 256 SUSAN 256
watches nervously for the reaction of the Mimics
- 257 OUTSIDE 257
LARGE SHADOWS pass far and near of Peter and Manny; but none of the Mimics seem to care about them one way or the other.
Peter and Manny exchange looks: a moment of relief. It's working.
Peter slowly moves right along the track to the nearby POWER BOX.
Manny goes left, starts to make a longer journey across the platform to the SWITCH ROOM.
- 258 SUBWAY CAR 258
Susan moves away from the door, goes over the Mimic carcass, filled with the bloody bandages.
- 259 PLATFORM - BY THE TRACKS 259
Peter makes his way to the edge of the platform, whispering to himself.
He lowers himself slowly to the track.
- 260 PLATFORM - NEAR THE SWITCHROOM 260
Manny moves toward the door. A large WINDOW OF DUSTY GLASS reflects his image...and the distant ones of the Mimics.

261 BY THE TRACKS

261

Peter gets to the track. He turns

And is met FACE TO FACE WITH A MIMIC!

Its antennae move toward his head, curious.

Its human-mask face plate clicks apart and together

Peter remains stock still. He starts breathing deeply...

262 SUBWAY CAR

262

Leonard has now fully opened the doors.

263 SUSAN

263

pulls the tipcase of the FLARE tied to the dead Mimic's midsection. FSST! The flare SPARKS alive.

The sudden light draws the attention of several Mimics outside.

Susan pushes the carcass toward an open door at the front of the car...

...and with a HEAVE, throws it onto the front track.

264 OUTSIDE

264

The other Mimics take instant notice.

265 BY PETER

265

The Mimic before him suddenly turns. In a flash of speed, it's gone, heading toward

266 THE DEAD MIMIC

266

stuffed with the bloody rags, the thing sends its fellows into a feeding frenzy.

The other Mimics begin TEARING into it, ripping their brother to shreds in cannibalistic orgy.

267 SUBWAY CAR

267

Susan watches in disgust.

267 CONTINUED:

267

SUSAN
Choke on it, motherfuckers.

Leonard turns the lever crank again. The doors begin to shut.

268 PETER

268

breathes a sigh of relief.

He goes over to the powerbox, opens it up.

He shines his flashlight down on the back of his hand. The simple chart tells him what to wire: BLUE WIRES TO THE GREEN WIRES.

PETER
(to himself)
Green...Blue...

He looks back up at the powerbox. His face falls.

All the wires are a GROSS BROWN, their colored plastic casings having long ago faded into goo.

269 .INT. SWITCHROOM

269

Manny enters. The space is even more dusty than the rest of the station. Spiderwebs strung over old machinery. White Doric PILLARS support the ceiling like skeletal bones. 1940s style LAMPS are built into their side.

Manny looks around. Off to the right, right next to the rusted track switch board, he heads for the COUPLING SWITCH.

Once there, he rests and, through the murky windows, he waves back to LEONARD.

He pulls out his pill box and takes a pill. But his hands are shaking, under enormous tension. Some of the pills scatter on the floor. He puts the box away and leans against the wall.

A CLICKING nearby catches his attention, Echoing from the entrance of ANOTHER ROOM.

It is not the sound of the Mimics; but rather, of METAL.

Spoons.

269 CONTINUED:

102.

269

Chuy...? MANNY

Manny follows the sound.

270 BY THE TRACK

Peter desperately tries to connect the wires the right way. He wipes off the brown gunk, tries to discern any semblance of color.

270

He feels himself start to sweat. He tries to relax. Breathes...

271 INT. ROOM BEHIND SWITCHROOM

The space is larger than the switchroom. The walls and ceiling have an odd, shiny consistency.

271

Manny heads in further, locates the levers and waits.

Something pale and small emerges from the dark, a few feet away, a face that seems to float in the eerie half-light.

A RUSTLING behind him. Manny turns around.

MANNY
(Whispering)
Nino...

He swings the light onto Chuy, sitting on the floor before the remains of a RUSTY COLUMN. That beautiful, emotionless smile on his pale face.

Chuy... MANNY

272 BY THE POWERBOX

Peter has made all the necessary connections. He turns now to the fuse-section.

272

A red throw-switch is there, and two big slots for fuses. One is still occupied.

The other one empty.

Dammit! PETER

273 CU - PETER'S FOREHEAD

273

BEADS OF SWEAT begin to form

274 SUBWAY CAR

274

Susan watches the Mimics at their feast.

All of a sudden, they begin to stop, as if losing interest.

SUSAN
(horrified)
The scent's fading...

Susan steps back, looks around desperately for a flashlight.

LEONARD
(tense as hell)
What's Manny doing? I can't see him
anymore.

275 ROOM BEHIND SWITCHROOM

275

MANNY
Nino, please...

Manny slaps his knees with both hands in a parental gesture of "come to me".

In the darkness, something that looks like a PALM FROND floats gracefully down from the ceiling, making see-saw gestures as it falls through the air.

Manny shines his flashlight on the floor. It's not a palm frond.

It's a wing.

Manny turns his flashlight to the ceiling and walls.

The place IS COVERED WITH MIMICS. They are in the middle of a vicious mating ritual. The males tear savagely at the females wings as they proceed to mount them. A chaotic clusterfuck.

Manny is sickened.

CHUY'S GIGGLES. Manny shines his light ahead. Manny's face falls.

MANNY

Dios mio...

The WHITE PILLAR BEHIND CHUY IS MOVING...

...unfolding...

...at last revealing..

AN ALBINO MIMIC! Another leap for evolution...

It's form is different from the other Mimics. Sleeker, more supple, almost beautiful. And while its movements are still not completely human, there is a kind of unearthly grace to them that at the very least entrances us.

The thing raises itself to full height, dwarfing the tiny boy. It stands over him like a king over his court fool.

Chuy giggles happily. It's all a game to him.

The Albino CLICKS in response -- a long, leisurely sound, as if trying to communicate with the boy.

Chuy pulls his spoons out and begins to play them, making a perfect imitation of the sound.

Manny starts to tremble as the creature gazes upon him with huge, expressionless 'eyes'. He turns to Chuy-

MANNY

(barely audible)

Chuy...

CHUY

(whispers)

Friends.

MANNY

NO, NO, CHUY, NO...

CHUY

Friends.

The Albino CLICKS his jaws, moving in toward Manny.

276 CHUY

Plays his SPOONS in perfect imitation.

277 MANNY

277

stands under an archway in a swirl of dust. He raises his arms, like a prophet. He's let's go of his razor and kneels.

MANNY

God has closed his eyes. This, he cannot see...

His vacant cycs, fill with tears, he prays quietly, a strange serenity invades him.

The Albino's jaws open and charge.

278 PLATFORM

278

some Mimics advance towards Peter's direction.

279 SUBWAY CAR

279

Susan desperately waves a flashlight and bangs the window, trying to attract their attention.

SUSAN

Over her! Over here! Goddam you!!

280 BY THE TRACKS

280

Peter BREAKS the arm off one of his glasses. He jams it at the empty fuse. It SPARKS.

281 PLATFORM

281

THUMP! The electricity COMES ON...

The lamps on the columns BURST INTO FLAMES from the power surge. Fire illuminates the station like a Greek temple.

282 BY THE TRACKS

282

Peter climbs up onto the tracks...

...sweat staining his forehead...

Peter wipes it and removes the scent coating.

283 THE MIMICS

283

clearly react, sensing the chemical change, like bees reacting to honey.

284 SUBWAY CAR

284

SUSAN
(to Leonard)
THE DOOR! OPEN THE FUCKING DOOR!

285 LEONARD

285

Looks at the now lit control panels, tries to decide which button to press. He begins to press each in turn.

286 PETER

286

hears the sound of spoons playing.

He turns to see Chuy, standing by the outside of the switch room. The boy smiles. A flashlight shines behind him.

PETER
Manny...

But the thing holding the flashlight is anything but human: The ALBINO steps into view, moving eerily like an unstrung puppet. His claws and jaws are coated in blood. Chuy joyfully announces the arrival like a little drummer boy.

287 THE MIMICS

287

climb over the roof, moving toward the rear of the-

288 SUBWAY - CONTROL BOOTH

288

Susan runs in. SLAMS her hand down on a button.

289 FSST!

289

290 THE SUBWAY CAR

290

The doors open.

SUSAN
Peter!!

Peter hesitates, takes a step toward Chuy.

PETER
Come on, kid...

Chuy seeks shelter behind the Albino's legs.

290 CONTINUED:

290

PETER
(horrified)
Jesus!

The albino charges toward him.

SUSAN
Run!! Peter!!

Peter bolts for the car.

291 THE MIMICS

291

jump and land

292 SUBWAY CAR

292

just as Peter squeezes through one of the doors.

BAM! THUD! The doors dent. Glass cracks.

SUSAN
(Yelling to Leonard)
GO!!

Susan presses the button. The doors close again.

LEONARD
The kid...

PETER
The kid's with them!!

LEONARD
What do you-?

PETER
Go!! Just go!!

293 CONTROL BOOTH

293

Leonard throws the dead man's switch by the control board.

294 SUBWAY CAR

294

JOLTS into action.

295 EXT. TRAIN

295

The train LURCHES forward.

Wheels spark and kick into gear. The mimics scramble and re-assemble quickly, ready to attack.

296 THE ALBINO 296
Changes position and charges towards the car.

297 EXT. THE MOVING CAR 297
reaches a "Y" section. The car moves to the track to the right.

298 INSIDE SUBWAY CAR 298
Leonard's eyes go wide as she sees

LEONARD
He didn't do it!

SUSAN
What?

LEONARD
Manny never threw the coupling switch!!
We're goin' the wrong way!!!

299 OUTSIDE CAR 299
It keeps bearing right. Further away from their destination.
...towards an old STORAGE YARD in their path. Idle cars and repair equipment on the tracks.
A crash seems inevitable.

300 INSIDE THE CAR 300
Leonard pulls

301 THE BRAKES 301
But they don't work at all.
From blow the car we see the wheels spinning freely, heading for collision.

302 INSIDE THE CAR 302
susan grabs Leonard from the control booth. To Peter

SUSAN
MOVE BACK!!!

They rush to the back against the opposite door.

303 STORAGE YARD - SUBWAY CAR

303

CRAAASHE!! The car BASHES into a parked section of train in a GRIND of tearing metal...

...flips off the track...

...and onto its side...

The car skids to a stop. SPARKS fill the air.

304 INSIDE SUBWAY CAR

304

All three are hurt. Leonard's leg wound has reopened. Peter has badly damaged his right arm.

SUSAN
You all right?

Peter nods painfully. Susan turns to Leonard.

LEONARD
(Simply, re: his leg)
Can't feel it.

Peter and Susan sling Leonard's arms over their shoulders. They raise him up.

305 INT. OUTSIDE SUBWAY CAR

305

They move unsteadily outside.

SUSAN
Which way?

LEONARD
Across both tracks!!

PETER
Shit.

They head off over a concrete island in the direction of the correct track.

306 FURTHER BACK

306

The Mimics and the Albino moving closer.

307 PETER AND SUSAN

307

try to hurry, but it's no use given Leonard's condition.

307 CONTINUED:

110.

307

LEONARD
(Quietly)
Lemme go.

Peter and Susan both disregard the order.

SUSAN
We're not leaving you!

LEONARD
No way we can outrun 'em together.
Move it!

Leonard suddenly grabs his POLICE BATON from his belt clip. He pushes the two away.

LEONARD
NOW!! GO!! Get the hell off my beat!

Leonard turns away from them.

Peter goes to get Leonard, but Susan stops him. This MTA officer is staying put.

LEONARD
Come on. Come to poppa.

Reluctantly, the two begin down the tunnel.

308 LEONARD

308

takes a stand by the third rail, baton in hand.

309 INT. SUBWAY TUNNEL - FURTHER DOWN

309

Peter and Susan run.

SUSAN
There.

An open CAGE ELEVATOR on a platform nearby. A sign overhead:
AUTHORIZED PERSONNEL ONLY.

They rush toward it.

310 INT. SUBWAY TUNNELS - "Y" SECTION

310

Leonard stands like a guardian to the tunnel mouth.

SOUNDS of the Mimics approaching. He glances at the third rail beside him, then down the track.

310 CONTINUED:

310

LEONARD
Come here, you mealy-mouthed...

The sound gets louder.

LEONARD
Multi-legged...

Leonard raises his baton in top MTA form.

LEONARD
Maggot-munchin' motherfu...

THUD! Several Mimics slam onto Leonard!

Leonard goes down, HITTING them futilely with his baton.

They begin to tear at his limbs.

Leonard rolls...

...kicks his good leg out...

...and CONNECTS WITH THE THIRD RAIL.

AN ARC of ELECTRICITY lights up the darkness, consuming Leonard and the Mimics.

311 INT. BY THE CAGE ELEVATOR

311

The crackling sound echoes through to Peter and Susan.

Susan hits the elevator button again.

SUSAN
I can't tell if its working!

Peter has unbarred the gate

312 SUSAN

312

Looks up, into the shaft.

313 THE ELEVATOR

313

coming down, but it's taking its own sweet time.

SUSAN
Oh, come on, come on!

313 CONTINUED:

313

PETER

Jump in.

Peter pulls her into the shaft, closes the security gate behind them.

314 INT. SHAFT

314

A skeletal framework on each side. Just enough for a handhold.

Peter steadies Susan as she climbs in beside him. She balances on the narrow ledge.

Peter SLAMS the cage door shut, latching it.

PETER

You go first. I'll be right below you.

SUSAN

Your arm, you can't...

PETER

I can. We can do this...

He shows her the first hand and foothold. Susan grabs on.

315 INT. SUBWAY TUNNEL

315

The Albino makes its way forward, flanked by two Mimics.

It stops.

Turns toward the elevator.

316 INT. SHAFT

316

Susan hauls herself up the framework, handhold by handhold. Peter is right below her.

She can see his arms are starting to tremble dangerously with the effort.

SUSAN

We're gonna make it!

Peter grinds his teeth, trying to make the next handhold.

WEAM! Something hits the gate below them!

317 INT. BY THE ELEVATOR GATE

317

The Mimics are tearing at the metal gate.

The Albino remains still, watching them work.

318 PETER AND SUSAN

318

Susan's arms and legs are shaking now. Her breath starts catching in her throat with the effort.

PETER

Don't hold your breath! Keep it going,
even flow!

Susan tries, but can't. She tries to pull herself up to the next level.

PETER

C'mon...

SUSAN

Ah...

PETER

Talk to me.

SUSAN

Peter...

Susan pulls herself up.

SUSAN

I'm really glad I'm not pregnant.

319 REVERSE

319

We look down past them as they climb. Two of the Mimics and the Albino have gotten into the shaft!

The Albino is so long it climbs by bracing its legs against opposite walls.

320 SUSAN AND PETER

320

Susan is crying, barely any strength left.

Peter does his best to stay in control, but in truth is barely hanging on himself.

LIGHT hits them from the shaft above now, SOUNDS of PEOPLE TALKING and a muffled P.A. ANNOUNCEMENT filter down.

321 MIMICS 321
Rushing upward on the shaft wall, higher, higher.

322 INT. ELEVATOR SHAFT 322
Peter's hands grab onto the grating of the gate on the next floor.
KCHUNK! is heard above them. Peter looks up.
Now the elevator is coming down.

PETER
Hang onto me.

Peter pulls Susan up till she can grab it too, both of them able to get a foothold on the ledge-

PETER
Hang on tight!

He begins to KICK on the gate, trying to tear it free. Susan looks back down.

323 SUSAN'S POV - SHAFT 323
The Mimics rush up, closer, closer. The Albino opens its mandibles.

324 SUSAN AND PETER 324
both KICK at the gate, it gives, Peter pulls Susan through to the

325 INT. SUBWAY TRACK 325
PETER
Come on!
Peter and Susan stumble away.

326 INT. ELEVATOR SHAFT 326
The Albino sees the elevator approaching from above.
It gives a few CLICKS to its minions.
The two other Mimics race up the shaft...
...toward the elevator...

326 CONTINUED:

326

...and WEDGE THEMSELVES IN ON EITHER SIDE!

They are CRUSHED instantly. But the elevator is stopped just above the open gate.

With just enough room for the Albino to get through to

327 INT. SUBWAY TRACKS

327

Susan and Peter run. There is LIGHT just up the tunnel. We hear VOICES.

SUSAN

Don't look back!

They go for it. At last, they make it to

328 INT. A PLATFORM

328

Susan and Peter stumble forward. Light streams down from overheads. Susan turns

329 SUSAN'S POV

329

The Albino spills out onto the track behind them.

Sleek, streamlined, light glancing beautifully off it.

330 SUSAN AND PETER

330

turn back...

HEADLIGHTS hit them as we hear the ROAR of a SUBWAY TRAIN heading at them from the other side of the platform!

SUSAN

No...

PETER

We can do it!

They run

331 ALBINO

331

runs, faster than any other Mimic.

332 TRAIN

332

The express train BLOWS its HORN, RUSHING FORWARD.

333 PLATFORM - COMMUTERS

333

Weary late-night COMMUTERS stand half-asleep on the tracks.
A sleepy-eyed little girl points, tugging on her mother's
hand.

LITTLE GIRL
Mommy, there's people...

334 PETER AND SUSAN

334

PETER
(Adrenaline pumping)
We-can-do-this!!!

335 MOTORMAN

335

The driver sees the battered couple...
He reaches for the brake...

336 SUSAN AND PETER

336

They reach the edge of the platform, the HORN deafening as
the train speeds toward them. Peter pushes Susan up, leaps-

337 INT. TRAIN - CONDUCTOR

337

We RUSH toward his horrified face.

338 THE ALBINO

338

directly ahead.
The train, still flying, PLOWS INTO IT...
...flattening, grinding, pulverizing...
...until the windshield of the subway car is covered in white
blood.

The motorman leans on the brake, his eyes screwed shut in
primal horror. The train SQUEALS to a stop...

339 ON THE PLATFORM

339

Susan and Peter collapse on the cement floor in each others
arms. Heaving and weeping.

340 INT. GRAND CENTRAL STATION - NIGHT

340

COMMUTERS turn to stare as Peter and Susan move across
the floor. Both bruised and bloodied, leaning against

340 CONTINUED:

340

each other, heading for the exit.

Some DERELICTS observe them with curiosity.

A trio of MTA cops start towards them.

PETER

It'll be fine... it... They're still
down there. We'll seal the whole
system, go in with whatever it
takes...

But Peter's voice evidences a lack of conviction now,
he's trying to convince both Susan and himself of
something he doesn't fully believe.

PETER

It'll be fine... We nailed them
before, we'll do it again...

He hurries to meet the MTA cops. Susan looks up.

341 SUSAN'S POV -

341

Commuters move to and fro, moving up and down and in and
out of the illuminated areas in the station.

In the crush of onlookers is one deadpan face- a MIMIC,
hugging the shadows, waiting for its moment!

We PAN 180 degrees to the other side of the platform-
there, briefly glimpsed is ANOTHER, and ANOTHER.

We TILT down to the throng below.

SUSAN

(barely audible)

They've come up...

The electrified VOICE of the train ANNOUNCER suddenly
FADES UP, telling of departures and delays--

We raise above Susan's head-

TRAIN ANNOUNCER

The 11:16 local to Poughkeepsie,
boarding now, Track 32- the 7:20
Connecticut local, making
connections to South Norwalk--

01/07/1904

012:51 PM

0118/118

118.

342 DOWN ANGLE

342

-culminating in an OVERHEAD VIEW of the main terminal.

The movement continues. But from here, the people are dots, their importance no greater than that of a colony of ants.

FADE OUT:

LOS ANGELES, JUNE-19-96