

NIGHT WITCHES

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FROM THE BLACK --

We hear the whistling sound of WIND rushing over AIRPLANE WINGS. No engine, we're gliding. Then a woman's voice. Sweet, young. A little too young for what she's saying --

NADIA (O.S.)
Sixty seconds to release. On course.
Altitude holding 1000 meters.

The whistling sound continues, under a TITLE CARD:

"In June of 1941, Germany invaded the Soviet Union. The first day saw over 2000 Russian aircraft destroyed. With the sounds of German artillery in Moscow's streets, necessity forced the USSR to become the first nation allowing women to fly in combat."

NADIA (O.S.) (CONT'D)
Forty five seconds.

"The all female 588th Night Bomber Regiment flew the obsolete Polikarpov Po-2 biplane in low level bombing runs against the Nazis. They achieved the element of surprise by turning off their engines and gliding to target. German soldiers likened the sound to broomsticks, naming the female pilots Nachthexen ..."

NIGHT WITCHES

The WHOOSH sounds continue as the title is CUT by the WING of a PO-2 BOMBER. We're flying with them --

EXT. NIGHT SKY - VERY DARK

CHYRON: Somewhere near Stalingrad, 1943

Close on that voice: NADIA POPOVA (mid 20s). Brave-faced, trying to maintain an innocence stolen by war.

NADIA
Thirty seconds. Come left five degrees.

Pulling out we see her in the aft cockpit of a PO-2 BIPLANE, propeller stopped. Not the war machine you'd expect in a WWII story: This is a crop duster. It's been hastily modified with small bomb racks fitted to the lower wings.

In the front seat, TATYANA 'TATY' ARONOVA (late 20s). Perfectly calm, clearly in command. She lives for this...

TATY
I see it. Coming left.

The calm is quickly broken by a BRIGHT FLASH. They wince as the entire view washes out. Illuminated by the beam of a powerful spotlight. Silence... Then tracers.

HEAVY MACHINE GUN FIRE (continues throughout).

Under this, the tiny engine sputters to life. Pop, pop, pop--

TATY (CONT'D)
Rise and shine you fascist fucks!

INSIDE THE COCKPIT, WITH NADIA --

Seeing the back of Taty's leather helmet as we BANK HARD LEFT, violent rolls and turns as tracers and lights try to catch us. Taty pulls up, we're flying directly skyward --

TATY
Target bearing.

Nadia turns around to scan the ground --

NADIA
(re: maps)
I need a second. Stand by.

TATY
Does it look like I have a second!?

NADIA
... Due north. Try one three five relative.

We're blinded by a light as we level and BANK HARD RIGHT...

NADIA (CONT'D)
Zero nine zero. Zero four five...

A MACHINE GUN burst, SHREDDING the tightly stretched canvas of our RIGHT WING. Panic in Nadia's eyes. Taty peers over at the wing.

TATY
Just a scratch. Range to target?

NADIA
Maybe eight hundred meters.

TATY
(turns, a sly smile)
Little Bit, you strapped in?

NADIA
(checking)
Yes... Why?

EXT. NIGHT SKY - SAME

And Taty puts the little plane ON ITS SIDE, standing on it's damaged starboard wing. Somehow, the struts hold as we see --

A pair of SEARCHLIGHTS and GUNFIRE converges 100 feet behind them. Exactly where they would have been if Taty hadn't taken the risky maneuver.

TATY

And Papa wanted me to work on the chicken farm!

WITH NADIA --

She can't help but smile as Taty ROLLS THE PLANE ON IT'S BACK, flying inverted...

NADIA

(looming up)

Target in sight.

(checks her map, still inverted)

Twenty seconds out... Fifteen seconds... Ten seconds... Five --

She's cut off as Taty rolls the plane --

TATY

NOW!

Without second thought, Nadia PULLS THE RELEASE CORD.

EXT. UNDER THE PLANE - CONTINUOUS

We see six small BOMBS fall from the wings. Some have messages chalked on them - "For Sebastapol", "Stalin's compliments", "See you in Berlin" etc.

Immediately, the aircraft JUMPS, it's weight reduced by over 500lbs.

WITH NADIA --

As she peers over the side in time to see small explosions.

NADIA

Miss, miss...

The plane is TOSSED from a shock wave. Nadia BLINDED FROM THE EXPLOSION.

TATY

(yelling)

Suck my cock, Nazi bitches!

Nadia rolls her eyes, not one for that language.

TATY (CONT'D)

(then, happier)

Nadia, my Little Bit, that is what you call a fuel dump.

But under the burning fuel, they're BATHED IN LIGHT. And a moment later, we hear the ACK ACK ACK of heavy machine guns getting closer.

TATY (CONT'D)

Hang on!

She pushes the controls forward, a STEEP DIVE, the ground getting larger at 50 feet a second ... Looking forward, we see Taty as she throws the stick from one side to another, the horizon spinning fast. Machine guns continue to fire at random, hoping to catch this fast maneuvering pilot --

CLANK! CLANK! CLANK!

The propeller slows. Smoke billows from the engine. The shooting continues --

TATY (CONT'D)

How far to base?

NADIA (O.S.)

Thirty two kilometers at one six zero... Can we make it?

These women were based at makeshift fields, just a few miles from the front lines.

TATY

How about friendly lines?

NADIA

Fourteen kilometers when they made the maps yesterday.

TATY

Ha. So not a clue...

Taty pushes the throttle into overdrive, nose down, picks up speed. The plane sputters, escapes the gunfire as...

EXT. THE PLANE - CONTINUOUS

The FUEL DUMP burns brightly behind them. Tracers fire at a tiny spec in the distance - THE NEXT PLANE FROM THEIR REGIMENT about to drop its ordinance. Nadia glances back.

NADIA

(sotto)

Good luck, comrades.

But for now, there's no more time to consider the gauntlet their friends are entering.

TATY

Don't worry. If there's a safe spot to land, I'll get us there.

She levels the plane, now just a few hundred feet, and slowly descending. Small flames coming from the engine...

NADIA
Do you smell fuel?

TATY
This plane's older than we are.
When it stops leaking, we worry.

A LARGE FLAMEUP engulfs the engine, as it STOPS. Fire builds.

WITH NADIA --

Silence, minus the crackling of fire in the engine and the gunfire fading in the distance. Backlit by the fuel dump, it's PITCH BLACK AHEAD.

TATY
Or now.

Both women scan for a field, a clearing... anything to land. Nadia unstraps, stands for better view. Nothing... then...

NADIA
(frantic)
Field. Two o'clock starboard.

TATY
That'll have to do.

Nadia drops into the cockpit as Taty lowers the nose to build up enough speed to make her turn. We can't see anything above the cockpit, only movement from the instruments.

TATY (CONT'D)
Turning... it's going to be close...

NADIA
Copy...

TATY
Don't be scared. You're always safe
on the Taty Express. Almost there...
Brace!

We BUMP the ground, hard. Back in the air for a moment. Another HARD BUMP. A second aloft and --

SMASH TO BLACK.

FADE IN:

NADIA POV: Darkness. The sounds of fire. We blink. After a moment, our eyes adjust.

We're in a small clearing, forest lies a hundred feet away. In the other direction, the plane, smoldering.

EXT. CLEARING - SAME

We see Nadia. Dirty, disheveled. The crash threw her clear from the wreckage. She struggles to stand, reaches into her jacket. A moment of relief as she feels the handle of her REVOLVER. She looks around, getting her bearings. Takes off towards the BURNING plane --

NADIA

TATY! TATY!

Nothing.

NADIA (CONT'D)

Taty! Can you hear me?

The embers crackle as they burn. Nadia climbs the shredded wing, stops short. The entire front half of the plane is CRUSHED. The engine slammed through the fragile wooden frame on impact.

Taty was killed instantly.

Nadia's breathing intensifies. She collapses, tries to calm herself. In the distance, the unrelenting sounds of machine gun fire.

She's alone. Downed behind enemy lines. She closes her eyes a moment... hears the sounds of six more small explosions. The war continues.

Slowly getting up, she digs around what was once her cockpit. Produces a COMPASS and singed MAP. She removes her flight goggles, smudges blood on them from an open wound and SMASHES THEM with the butt of her pistol. Hopefully any passing German soldiers think both were killed.

Tearing a piece of RIPPED PLANE CANVAS, she stuffs it in her pocket. Kissing her finger tips, she touches the wing.

NADIA (CONT'D)

(sotto)

Goodbye Taty. I won't let you down.

Then she heads for the cover of forest.

EXT. FOREST - MOMENTS LATER

Nadia ducks behind a fallen tree covered in dense foliage. Takes stock of her supplies.

Pistol: Magazine looks good, seven rounds.

Canteen: Half full.

Map: Almost unreadable. She looks at the stars. Too cloudy, she'll navigate by day.

Feeling her uniform in tatters, she reaches her right leg and sees BLOOD soaking through her pants. She removes her belt, and cinches it around her leg, just below the knee. It's tricky work. Too little pressure and you bleed out. Too much, and they must amputate your leg... She finds the sweet spot and fastens the belt. She hopes.

She strains her ears... HEARS SOMETHING in the distance. Quickly gathers her few items and slips under the foliage.

EXT. FOREST - UNDER FOLIAGE - CONTINUOUS

We STAY WITH NADIA as we too hear voices. Slowly getting louder, we realize they are GERMAN. As she doesn't understand them, neither do we.

GERMAN SOLDIER 1 (O.S.)

(getting closer)

Hauptmann hat uns den Befehl gegeben
die zwei Leichen zu finden.

GERMAN SOLDIER 2 (O.S.)

Es ist unmöglich einen solchen Absturz
zu überleben.

Now, through the leaves, we see two PAIRS OF BOOTS coming towards us. Soon, they're close enough for us to see them. The enemy: Skinny, covered in acne. Barely 20.

Peering through the foliage, we can see scattered GERMAN SOLDIERS in the distance. Some smoke, drink from canteens...

GERMAN SOLDIER 2 (CONT'D)

Ich bin am verhungern und da drüben
in dem Dorf gibt es was zu essen.
Falls Hauptmann eine tote Nachhexe
will um die 500 Reichsmark Kopfgeld
einzukassieren dann können wir ihm
eine aus dem Dorf bringen.

More boots enter the frame. These were shined. The others seem to straighten up a bit. Looking up through the foliage, a GERMAN CAPTAIN.

GERMAN CAPTAIN

Warum verschwendet ihr so viel Zeit
wenn der Feind so dicht dran ist?

GERMAN SOLDIER 2

Scheiße, es tut uns leid, Herr
Hauptmann.

GERMAN SOLDIER 1

Hans, gehe mit deiner Truppe und
sucht 800 Meter in Richtung Süden.
Gruber, mache dass gleiche mit deiner
Truppe im Norden. Wir treffen uns
alle in einer Stunde im Dorf wieder.

The soldiers scurry off in two groups. A moment later, we hear the sound of a ZIPPER.

Drip... A STREAM OF WATER now falling on us. The German Captain is PEEING ON THE DEAD TREE, unaware of a downed Russian pilot inches from him. Nadia holds her breath, even as drops hit her CHEEKS. Her pistol aimed upwards at 45 degrees...

Finally he zips up. We see the boots move, disappearing into the forest. Nadia takes a deep breath, closes her eyes.

FADE TO:

EXT. ELSEWHERE IN FOREST - DAWN

With Nadia, walking through dense vegetation, focused on her COMPASS.

For the first time, we see her without her leather flight helmet. Blunt chopped hair in a PIXIE CUT. Cute on her.

SNAP!

She stops. Looks down, a broken branch under her feet. She doesn't move, waiting. Straining her ears. Did she hear breathing?

Five seconds... Ten seconds...

Slowly, she lifts her left foot, and places it in front of her right. Then a second step. Looking down, watching each time she places her foot as...

WHACK!

NADIA POV: Spinning, falling. On the ground. More boots. Rifle barrels pointed at her head.

Several seconds pass. Right hand near her pocket, her mind racing. It's still dark. Can she reach for her pistol? She wouldn't last long. Is there a point? Then, a language she recognizes --

SERGEANT PETRI

Stand up. Hands on your head!

A long beat.

SERGEANT PETRI (CONT'D)

Stand up and identify yourself.

NADIA

You're Russian?

SERGEANT PETRI

Who are you?

NADIA
Lieutenant Nadia Popova of the 588th
Night Bomber regiment.

The guns drop. They straighten up. She's senior to these men. And in her mid-20s, she's the oldest.

SERGEANT PETRI
Sergeant Anton Petri, 192nd Mountain
Rifle Division... Ma'am.

NADIA
Are we behind enemy lines?

SERGEANT PETRI
Two days ago, yes. The front moved.
(off her relief)
We may have to withdraw again.
There's talk of Germans bringing
heavy reinforcements into Sadoveye.
(then)
Michtal, help the Witch --

NADIA
Witch?

The INFANTRY GUYS chuckle.

SERGEANT PETRI
Not our idea, Lieutenant. That's
what the Krauts are calling your
regiment. One of the fascists we
captured, he kept screaming in his
sleep about "Night Witches."

INFANTRY SOLDIER MICHTAL
Whenever we'd have night guard duty
on him, we'd whistle. You should
have seen the look on his face.

They laugh. Harder now.

NADIA
Where is he? ... It would be most
useful to speak with one of the
captured soldiers to learn their
defenses. Through a translator and
commissar of course. I trust you
can make that happen Sergeant.

Silence. Nadia thinking a mile a minute now. But the
Sergeant's men stare blankly at her.

NADIA (CONT'D)
Is there a problem?

SERGEANT PETRI

Ma'am, we have to move back. We don't have the luxury to keep prisoners. Every man is needed on the front.
(then)
They do the same to us.

Off Nadia, losing what little innocence she had left.

INT. MEDICAL TENT - NIGHT

A long dark tent lit by oil lanterns. A layer of soot hangs in the air. Nadia lies on a cot, clean dressing on her wounds. She stares off into space. Lost in thought.

A few rows down, a DOCTOR and MEDICAL STAFF surround a cot.

DOCTOR

Cinch. Hold here.

A bullet fragment CLANKS in a metal bowl. Slowly, the patient begins to stir...

DOCTOR (CONT'D)

(re: bullet fragment)
Still a piece missing...

PATIENT

(groggy)
Left, hard left...

Nadia can't help but watch... mesmerized by the calm actions inside a tent not more than a couple miles from the front lines. The doctors speak as if they were in a major hospital.

DOCTOR

Easy soldier. Just a little more.

PATIENT

Get off my tail! GET OFF MY TAIL!!!

DOCTOR

Any morphine left?

NURSE

No, sir.

PATIENT

Stay the fuck away from me!

The patient now flailing. Under this, Nadia slowly gets up, limps towards the activity. Right behind the doctor's backs, she stopped by a quiet NURSE...

DOCTOR

Pulse rising. We have to be quick.
Someone hold him down.

The nurse and medical team do as told, but he keeps screaming. They're losing him. Nadia takes his flailing hand.

NADIA

Navigator to pilot, navigator to pilot, formation of Yaks in sight at eleven thousand, one five zero relative.

The doctors look at her. One nods to Nadia: Continue.

NADIA (CONT'D)

I see a pair diving, coming towards us. When I give word, break right and come to zero three zero... now!

The patient tenses his muscles...

PATIENT

What about the other? Where's the other...? Did you see --

NADIA

I see it. Too far for the Yaks. We need to dive, go for cover among the trees... You know the landscape better than the invaders.

PATIENT

How far down? What do I...

NADIA

(very calm)

You did this every day at Engels. Steep dive, pull up at a thousand, level at three hundred. Let the fascist bastard try to keep with us.

(then)

It's a 109. He'll smash into the forest.

But the Patient is back to sleep. The medical staff look to Nadia. She blinks back at them. It's as if she's internalized the aerial battle the male pilot just imagined.

The doctors resume their search for the bullet fragments in this pilot's body.

DOCTOR

Scalpel...

And Nadia returns to her own cot, still watching. She sees through the commotion the patient's breathing and pulse return to normal. Lies down and sleeps.

EXT. FIELD CAMP - DAY

An army outpost on the move. Soldiers fold tents, load them onto trucks. Nadia helping as she's approached by SEMYON KHARLAMOV (late 20s), the pilot from last night.

SEMYON

Any idea where we're going next?

NADIA

East.

It hangs for a moment. They're retreating.

SEMYON

I heard you helped me last night.
Thank you.

NADIA

I did my duty. Nothing more.

SEMYON

Your duty is to recover and fight
another day. You went beyond it.

NADIA

Your screaming annoyed me.

He takes her in. He likes her.

SEMYON

They tell me you're a navigator.
Shot down, pilot dead, two days alone
in the woods...

NADIA

And soldiers say my regiment is prone
to gossip.

He waits for more. That's all he's getting.

SEMYON

You're not one for chit chat.

NADIA

Do you like women who chit-chat?
Cluck and prattle on like hens?

SEMYON

I like conversation. You need it to
keep your sanity out here.

NADIA

These days I prefer quiet. I'm
learning that silence keeps things
simple. Why get close to anyone if
they could die tomorrow?

SEMYON

Won't you get lonely?

NADIA

What's wrong with being alone?

They sit with this. Good question.

SEMYON

Doctrine says we regroup fifty miles behind the outermost German positions. In this weather, that's three or four long, boring days.

They study each other. Nadia takes a seat on a box or similar.

NADIA

Let me tell you a story, big shot fly boy. A dear friend from my regiment, Katya Pabst, fell in love with a fighter pilot who was based at our airfield for a few weeks. Grigor, I think. I flew with Katya early on, often a dozen missions a night. She always had a way of making it through the worst flak I could imagine. One night, we finished our last mission almost two hours before dawn. And Katya asked me to navigate to a different base, almost 30 miles from ours. I thought it was strange, but it was our last run of the night... so I did it.

They're interrupted as the first of many TRUCKS begins to drive. Sergeants in the bg shout orders to their men.

NADIA (CONT'D)

We got near the base, they didn't fly at night so there was no risk of collision, she quickly flashed her landing lights. And from the ground, a response. A small light, flashing quickly. Then Katya dropped a tin can out of the plane. On our way back, I couldn't help it. I asked her what that was about. She confessed, her boyfriend was stationed at that base and they were fed up with how long it took the mail service to go the short distance, with most letters getting routed through Moscow. I thought it was silly, if mostly harmless. She did it a couple more times.

(MORE)

NADIA (CONT'D)

Tin cans stuffed to the brim with love letters. He couldn't always risk being out there with the light, so she memorized the drop location.

SEMYON

Your friend was quite the romantic.

She looks up at him, stands.

NADIA

Before she made the second drop, he was already dead. She never knew. She died a couple days before the notice arrived. The only thing that remains of their love are some rusty tins can out in a field that's been overrun by Germans.

SEMYON

I'm sorry for your loss.

NADIA

I don't want your pity. You missed the point.

Nadia begins to walk, clearly in pain from injuries. An obvious limp, but her head held high. Semyon catches up to her.

SEMYON

It hurts, doesn't it?

Nadia doesn't reply.

SEMYON (CONT'D)

They removed two bullets and a four inch piece of armored windshield from my stomach.

NADIA

Sounds like neither of us will enjoy the retreat.

SEMYON

It hurts like hell. But when you were speaking, I wasn't paying attention to the pain. And I think you weren't either.

NADIA

I can manage.

SEMYON

We're out of morphine, and it's three days or more until we reach base.

(MORE)

SEMYON (CONT'D)

We're the only aviators here. You'll have to talk to someone.

She ignores him. Keeps walking, clearly in severe pain.

SEMYON (CONT'D)

I've been at the front for over two years. When I started, there were no woman pilots.

NADIA

What does that say about your flying skills?

He laughs. Which hurts. But he doesn't mind...

SEMYON

I know they didn't call you up. The papers say you volunteered. What makes a woman want to leave her home and come out here?

NADIA

Marina Raskova.

FADE TO:

INT. NADIA'S HOUSE - FLASHBACK - DAY

An American song, 'South of the Border (Down Mexico Way)' plays on the phonograph. Nadia, younger, doe-eyed, color in her cheeks and curves on her figure. Shoulder length hair.

She irons a blue cotton dress, singing along and sways a little dance, frequently placing the iron on the hearth to reheat. Her brother, LEONID rushes in --

LEONID

Turn on the radio.

He's serious. She does as she's told. It takes a little while to warm up. A moment later, Nadia's father ALEXI hurriedly joins them.

ALEXI

Is it on?

She nods. They stare intently at the radio as it slowly comes to life.

RADIO ANNOUNCER

... Will be a broadcast by our Foreign Minister Comrade Molotov. This is an important announcement.

Several seconds of silence. Then (his words)...

MOLOTOV (ON RADIO)

At four o'clock this morning, without declaration of war and without any claims being made on the Soviet Union, German troops attacked our frontier in many places and bombed from the air Zhitomir, Kiev, Sebastapol...

Behind them, BLUE SMOKE rises from the table where the iron smolders through Nadia's blue cotton dress.

NADIA (V.O.)

Both my brothers immediately enlisted.

EXT. ROAD - PRESENT

The road widens as we see some scattered buildings. Dense forest still surrounds. The outskirts of what was once a town.

NADIA

I tried to go with them, but it was months before Marina Raskova was allowed to recruit her first female regiments.

SEMYON

But you still were just a child.

NADIA

I was. When I packed my bag for training, I wanted to bring my doll. I remember... Mother said "Darling, you can't take that with you to war - you're eighteen years old now."

SEMYON

Nobody expected the fascists to break the non-aggression pact. We all had to grow up quickly. My first mission was four hours after the war started.

NADIA

Mine was ... very different.

INT. SMALL OFFICE - FLASHBACK - DAY

A small office overlooking a rural airfield. Nadia stands across from a GRUMPY BUREAUCRAT (bald, mid-50s). She holds a letter for him, showing her acceptance pending approval from her local authorities.

NADIA (V.O.)

First I had to write a letter, interviews in Moscow, all just for --

BUREAUCRAT

Your duty is to train men to fight.
You're lucky we let you near an
airplane.

Her face drops. The disappointment clear, we'll follow her
out the office --

INT. HALLWAY - FLASHBACK - CONTINUOUS

Through the halls --

NADIA (V.O.)

Before the war, I learned to fly at
the local aero club. My first
parachute jump at 16 and my
certification to teach at 18.

She exits to...

EXT. FLIGHTLINE - FLASHBACK - CONTINUOUS

Nadia walks to a line of Po-2 biplanes. Almost identical to
the one we met her in earlier, but these are trainers. No
bomb rack, and painted a beautiful shade of light blue.

NADIA (V.O.)

And that's how they wanted me to
spend the war. At home. With a
troop buildup, my job was train others -
men - or at least boys - to do the
fighting.

She runs her hand across a newly painted wooden propeller.

EXT. PO-2 - FLASHBACK - DAY

CLOSE ON: Nadia in flight, this time in the front seat.
Level at two thousand feet on a beautiful sunny day.

NADIA (V.O.)

So I made a deal. I train 50
soldiers, and he signs off to let me
go fight the war. I was lucky.
Shabanovka was taken a few weeks
after I left.

Pulling out, we see behind her, a scared shitless SOLDIER
(16) standing on the wing. Nadia looks back towards him --

NADIA (CONT'D)

Trust me. You're centered on the
wing, a spar on each side of you.
Take one in each hand, and walk to
the end.

(re: hesitation)

It's okay, I'm not going to let you
get hurt.

He does. Walks to the end. Looks down.

HIS POV: The ground from 2000 feet up. It's dizzying.

NADIA (CONT'D)
 (still kid POV)
 Remember to count to four, and then
 pull your cord.

EXT. PO-2 - FLASHBACK - CONTINUOUS

With Nadia in the cockpit.

NADIA
 And ready... set... jump!

Nothing.

NADIA (CONT'D)
 You're on the wing. You're almost
 there. It is now more dangerous to
 walk back than to jump. And I cannot
 land safely with your weight so off
 center.

He clutches the wing struts for dear life. Finally --

NADIA (CONT'D)
 Alright, alright! Listen: If you
 jump, I'll kiss you when I see you
 on the ground!

He looks to her. Really? She nods. He JUMPS.

EXT. ROAD THROUGH TOWN - PRESENT

Nadia and Semyon walk through the town, caught up in each other and the story. As we get closer, we see the buildings are visibly damaged, but they aren't focused on it yet.

SEMYON
 Did you kiss a lot of boys in
 training?

NADIA
 I made my numbers.

SEMYON
 Still, you must have been good. Not
 everybody gets selected by the Air
 Force.

Nadia looks around. The slight hint of a smile. Yup, all that hard work to get... here.

NADIA
 Lucky me.

SEMYON

Lucky us.

A ROOSTER clucks before being surrounded by a dozen hungry infantry soldiers. Nadia and Semyon now break their gaze and take this in. Each building lies ruined. It's a sobering return to their present reality.

SEMYON (CONT'D)

Look at the roofs. They strafed this from the air.

Rounding a corner, the rest of the town. Every building equally damaged. The same parallel lines of bullet holes in each roof. Nadia can't believe what she's seeing.

NADIA

We will rebuild.

--ACK ACK ACK. MACHINE GUN FIRE.

Semyon hits the ground, covering Nadia.

RUSSIAN INFANTRY SERGEANT

Ambush! Get down!

Semyon and Nadia crawl behind a TROUGH as the infantry soldiers scatter and return fire. Moments later, a bullet hits the trough, throwing splinters in every direction.

SEMYON

Did that come from us or them?

NADIA

You want me to ask somebody?

They scan the area. One stone building nearby. Semyon takes out his REVOLVER, pushes Nadia towards the building.

SEMYON

Right behind you.

They crouch, staying low, hurrying as the battle rages around them. Finally entering the --

INT. STONE BUILDING - CONTINUOUS

The battle continues, as occasionally a stray bullet goes through the shattered windows or hit something inside.

SEMYON

You have your revolver?

Nadia nods. Takes it out. They both know what to do. Weapons raised, they go room to room clearing the small structure, until finally, in one room, crouched behind a window, they see a GERMAN SOLDIER (16). Semyon COCKS the pistol.

The German turns around, drops his rifle. A kid. Holds his hands in the air.

YOUNG GERMAN SOLDIER
 Bitte nicht schießen, bitte nicht!
 Ich gehöre nicht zur Infanterie, Ich
 war nur auf der Durchreise und --

Nadia shushes him, one finger on her lips. Points her revolver towards the middle of the structure. Further from windows. He follows, hands on his head. During this time, Semyon exits to check the rest of the building.

Nadia motions to a toppled chair. The kid sets it upright. Sits down. A moment later, Semyon is back.

SEMYON
 Checked the rest of the place. He's
 it.

NADIA
 Do you speak German?

SEMYON
 (No)
 I'm a pilot.

NADIA
 We've been over that. I was hoping
 you'd be useful at something.

The kid, now even more scared as he sees them speaking softly amongst themselves. Each revolver still clearly visible.

YOUNG GERMAN SOLDIER
 (even more frantic)
 Bitte! Ich bin doch nur für die
 Logistik verantwortlich. Ursprünglich
 war ich ein Student aber dann kamen
 die Nazis auf das Universitätsgelände
 und haben nus gedroht. Sie drohten,
 falls wir nicht mit ihnen mitkommen,
 würden Sie nus --

SEMYON
 Halt!
 (then)
 I know one German word.

NADIA
 The fascists started brining powerful
 searchlights into their infantry
 camps, somehow connecting them to
 machine guns. The results were
 devastating on my regiment. If we
 could learn how they structure those
 defenses...

SEMYON

And you think this kid will tell you about that?

NADIA

He doesn't seem shy with words.

(to the kid)

Do you know about your searchlights?

She pulls out a pencil and scrap of paper. Draws a basic airplane and searchlight. Points at the searchlight.

NADIA (CONT'D)

This... ?

YOUNG GERMAN SOLDIER

Ich schieße keine Flugzeuge ab, Ich bin nur ein Material Feldwebel. Das wars, versprochen! Sie können meine Papiere sheen ...

He reaches for his wallet. Nadia and Semyon spring up with their revolvers. Not the reaction the kid was hoping for. Slowly, he stands, holding his pocket open, and removes his WALLET. Opens it up. Points...

NADIA

Materialbewirt schaftungsfeldwebel? Any idea what that means?

SEMYON

I've got nothing.

Nadia shakes her head "sorry" at the kid - she still doesn't understand. Seeing that didn't work he reaches for her pencil and paper. She allows it. He draws several stick figure tents.

SEMYON (CONT'D)

Is that some kind of headquarters unit?

YOUNG GERMAN SOLDIER

Ich bin nur für die Beladung und Bestandsaufnahme in den Zelten verantwortlich. Nicht für Gewehre oder Suchscheinwerfer.

He mimes sleeping, snoring.

NADIA

Planning night operations? I still don't understand.

RUSSIAN INFANTRY SERGEANT (O.S.)

You all safe?

Behind them, in the doorway, the Infantry Sergeant from earlier. Under this, they realize the sounds of battle have died down.

SEMYON

We're good. We captured a prisoner.

RUSSIAN INFANTRY SERGEANT

No time for that today, you'll have to dispose of him.

NADIA

Dispose of? He may have valuable intelligence. I'm trying to question him. We need to --

RUSSIAN INFANTRY SERGEANT

We need to move out!

(catching himself)

Ma'am. We're still far from home, and every man I hold back to guard this hun is one that can't be out keeping the rest of us safe. Every piece of bread we feed him is one that cannot be given to our own soldiers.

NADIA

The fascists are setting up new defenses in their camps that are taking out multiple planes from my regiment each night. We need to see what this man knows.

The Sergeant steps out for a moment --

RUSSIAN INFANTRY SERGEANT (O.S.)

Anatoly! Your dictionary!

He returns. A moment later, a young soldier runs in, carrying a tattered RUSSIAN/GERMAN dictionary. Nadia takes it to the German Prisoner.

NADIA

I'm not going to hurt you. I just need to ask you some questions.

(looks up in dictionary)

Fragen?

YOUNG GERMAN SOLDIER

Ja.

He takes the dictionary, turns to a page. Holds it up, points to a word. It's the same as the one on his wallet.

SEMYON

He's a supply clerk.

NADIA
 (realizing)
 Tents...

The Infantry Sergeant walks up to the kid, pistol raised.

RUSSIAN INFANTRY SERGEANT
 I'm sorry he doesn't have what you
 need.

NADIA
 What? No! Wait --

BANG! HE PULLS THE TRIGGER. BLOOD spatters on Nadia, just
 a couple feet away. The kid slumps. Dead.

The Infantry Sergeant calmly exits. Push in on Nadia --

EXT. FOREST - STREAM - A LITTLE LATER

We see the road and army activity in the bg as Nadia,
 introspective, washes the BLOOD from her overcoat. Semyon
 approaches, takes off his coat.

SEMYON
 Put this on while we wash yours.
 (then)
 You'll get sick if you don't.

She looks down. Slush. She knows he's right. Puts it on.
 It swallows her.

SEMYON (CONT'D)
 Well that's a new look for you.

NADIA
 Hardly. My first uniform looked a
 lot like this.

Semyon takes her jacket from her.

SEMYON
 Here, let me help get the blood out.
 I've had to do it before.

He takes a river stone to the blood stain.

SEMYON (CONT'D)
 Was this your first time seeing it?

NADIA
 At such close range? Yes.

SEMYON
 It never gets easier.

NADIA

He is a fascist. His death should bring us both great joy.

SEMYON

You can mourn for a child. I've seen the face of fascism. That kid wasn't it. Your sadness does not mean you're a bad Soviet, it means you're a good person.

Nadia sits down on the river bank.

NADIA

Who's to say anymore?

She goes into a long stare at the water. It's clear her mind is going to a dark place.

SEMYON

Hey... None of that. Tell me more of your story.

NADIA

I know what you're trying to do.

SEMYON

Then help me. Nadia, you can't give into your despair.

NADIA

War is not fun. It is not supposed to be fun. What makes you need to bring levity into any situation?

He thinks about this. Finally --

SEMYON

You saw a boy shot in the face because he was born in the wrong place at the wrong time. I wish I could count how many people I've seen die in front of me.

(then)

I like happy stories. It's the only way I'll make it through the day.

NADIA

... I'm sorry.

SEMYON

Don't be... But don't make it worse.

A long moment. Nadia skips a stone on the river, her hand not even coming out of the jacket sleeve. She touches it. Deep breath. Here goes nothing.

NADIA

I remember the first time I went for
this look. First day in the Air
Force, uniform issue.

Semyon sighs, relived. She's getting the idea. He keeps
working on her jacket.

INT. ZHUKOVSKY ACADEMY - HALLWAY - FLASHBACK

Pushing past a line of WOMEN, dressed from all walks of life.
Some in pretty dresses, others in whatever clothing they
could find. All with a spring in their step, walking to a
life exciting and unknown.

NADIA (V.O.)

Then we were all excited to be going
to war. My regiment was 200 people
from the thousands who applied.

They round the corner into --

INT. ZHUKOVSKY ACADEMY - STOCKROOM - FLASHBACK - CONTINUOUS

Close on PROPAGANDA POSTERS. Marina Raskova and other Soviet
heroes. Perfectly fitting uniform. Perfect hair and make
up. Pulling out to see --

NADIA staring up at the Raskova poster. In a men's large
overcoat, sleeves hanging at the elbows, she looks like a
child playing dress up. Not like the poster art's promise.

Pull out wider --

A giant stockroom. Large enough to park multiple airplanes,
floors and tables covered with piles of enormous boots, rough
woolen vests, long johns. In other piles we find tunics,
trousers and coats.

TATY (O.S.)

Hey!

Find a slightly younger, but just as much of a firecracker,
TATY holding TWO GIGANTIC BOOTS towards a nearby SUPPLY
SERGEANT --

TATY (CONT'D)

(checks insignia)

Sergeant, where are *our* uniforms?

The Supply Sergeant chuckles, sweeps his arm around the room.

TATY (CONT'D)

These are men's uniforms.

The Supply Sergeant shrugs.

SUPPLY SERGEANT

You wanted to be here.

She waves the gigantic boots. The girls laugh. The Supply Sergeant is already gone.

NADIA (V.O.)

The sounds of hysterical laughter
was heard all over the building.

QUICK CUTS. This feels like a joke. FEMALE PILOTS hold up woolen vests dangling below the knee, trousers hitched up to the chin, and greatcoats spilling onto the floor.

Taty finds a bundle of old copies of PRAVDA and IZVESTIA.

TATY

Fuck it.

She stuffs sheet after sheet into the toe of her boots. Other girls follow suit.

EXT. STREAM - PRESENT

Where we left them. Semyon finishing up her overcoat.

NADIA

We wanted so badly to be taken seriously. We wanted to fight the war, to be treated like the men. And yet, there we were, sewing and hemming the night away like the housewives our mothers raised us to be.

SEMYON

And now you have a man doing your laundry. A Captain no less.

He stands, shakes the water out of the coat.

NADIA

Would you have stood for spending your first two days in the Air Force sewing?

He doesn't say anything. Of course not.

NADIA (CONT'D)

My point exactly. Men would not stand for most things women are asked to endure.

SEMYON

We've had it tough too. We still have to pack our own chutes between missions.

NADIA

We didn't get chutes.

Off his look --

NADIA (CONT'D)

Next we were loaded onto a train car built for 100 people. But they put our whole regiment inside one, because we were "smaller".

INT. TRAIN - FLASHBACK - DAY

Find Nadia's face pressed against a window. Eyes alive with wonder.

NADIA (V.O.)

Of course I was new and this was my first ever trip past Moscow. Maybe that's why I didn't mind how they packed us in like sardines...

Pull out to reveal wooden benches on each side, designed for half it's capacity. Those who were lucky had a real seat. The others sat on their suitcases, bags, anything they had --

NADIA (V.O.) (CONT'D)

We were too excited to know how miserable we were. All young, patriotic, and gung ho. We knew good comrades didn't complain.

Next to Nadia, find Taty, her attention on the rest of the train. She's holding court with boy crazy KATYA, bookish OLGA, bullish PETRA, and dry-witted VERA. Nadia watches the conversation.

KATYA

Do you think we'll really get to socialize with the men pilots?

TATY

It's not like they're gonna throw us an official dance. But I bet I can find my way to their barracks after dark.

OLGA

I read about a regiment of Free French still in training.

PETRA

Ladies, we all know French boys can't handle Russian women.

VERA

They can't even handle Russian Vodka.

Everyone laughs. Nadia sinks lower.

TATY
Hey... Little Bit?

NADIA
Me?

TATY
Yeah, why so quiet? You trying to disappear?

NADIA
I just... I don't know. I don't have anything to add to the conversation.

TATY
Oh come on. Don't you like Vodka?

Nadia looks helpless.

TATY (CONT'D)
Boys?

Nadia looks at her boots.

TATY (CONT'D)
Girls?

NADIA
Oh- No! I didn't mean-

TATY
Calm down. I'm messing with you. What do you like?

NADIA
Flying.

TATY
Anything beyond that?

NADIA
What life is there beyond flying?

KATYA
There are boys, planes, and boys in planes.

NADIA
I was in the sky every waking moment I didn't have to be home. Made over five hundred hours in just three years.

TATY

Little Bit, that's cute. But I have you beat. Seven sixty four. And nine boy's broken hearts.

OLGA

Twenty two hundred eighteen and one broken engagement.

(re: their astonishment)

The head of my local flying Club flew for Aeroflot, and secured me a job as copilot for the ANT-9 on the Moscow to Leningrad circuit. Long flight, six days a week.

The girls are impressed. Nadia sinks down again... surrounded by adult women, real professionals.

OLGA (CONT'D)

As for my fiancée in Moscow? He found out about my boy in Leningrad.

Laughter and mixed surprised reactions. No one excepted this from bookish Olga. You got to watch the quiet ones.

EXT. CLEARING BY STREAM - PRESENT

With Semyon shaking out Nadia's wet coat --

SEMYON

Your train ride doesn't sound so bad. I remember my trip out to flight training. Can you imagine the smell of ninety seven other pilots who haven't showered in weeks?

NADIA

(pointed)

I'm not finished...

INT. ENGELS AIR FORCE BASE - BARRACKS - FLASHBACK - EVENING

The women enter a LARGE BARRACKS. It's filthy. Obvious stench.

NADIA (V.O.)

When we got to Engels, we were given barracks used by men and not cleaned in years. I don't know what I thought it would be like but...

Katya holds a DEAD RAT in front of her.

NADIA (V.O.) (CONT'D)

We thought it would be better than this.

(MORE)

NADIA (V.O.) (CONT'D)

Still in good sprits, we did what we were trained to do for the first two decades of our lives... We cleaned.

QUICK CUTS: Cleaning. Scrubbing. Mending. Making home. Katya picks wildflowers, puts them by her bed.

NADIA (V.O.) (CONT'D)

One month in the air force, and we'd tailored clothing and cleaned a house. Not exactly what we signed up for. But it was our duty. It took us all night, but we did it with pride. Only after were we expected to be soldiers --

As it gets darker, the girls still clean by CANDLE LIGHT.

FADE TO:

INT. ENGELS AIR FORCE BASE - BARRACKS - FLASHBACK - PREDAWN

A clock shows 4am. Pulling through the spotless room, the women are PASSED OUT. Exhausted. Sleep soundly... when BAM!

The double doors FLY OPEN. A flurry of SNOW and WIND tears into the room. Followed by: MAJOR MARINA RASKOVA (30s). We've seen her posters and we've spoken about her, but this is her grand entrance. Soviet Wonder Woman. Larger than life.

MARINA RASKOVA

Good morning, comrades!

The freezing, bleary-eyed, women stir. Some stand alongside their beds at attention, their idea of what soldiering must be. Others grab blankets and outer clothing to keep warm. With Nadia: Still confused, propped up on her pillow. Starstruck. This is surreal for her...

MARINA RASKOVA (CONT'D)

You are here because you've chosen to serve Mother Russia. It won't be easy. We must give you two years of training in six months. And as much of the work you do will be done outside and in the cold, we're going to start our training by marching two laps around the base.

On Nadia, looking outside: it's snowing.

MARINA RASKOVA (CONT'D)

Now.

Some of the women start to get dressed. Marina turns her laser focus on little Nadia, huddled in her blanket.

MARINA RASKOVA (CONT'D)

Come on, up and out you go. No amount of exertion in the snow can't be fixed with a hot cup of strong tea when we finish.

NADIA

Major Roskova, Ma'am...

MARINA RASKOVA

The fascists won't give as much warning as I have. An extra lap for every extra minute you stay in bed.

(then)

Is this not acceptable to you, comrade?

NADIA

No, ma'am. I mean, yes ma'am. It is acceptable, Major Raskova. Ma'am.
(still flustered)

I have your poster on my wall.

This gets a chuckle from the room, including Marina. She studies Nadia.

MARINA RASKOVA

Now you get the real me.

(to the room)

Everybody outside! Now!

EXT. ROAD - PRESENT - EVENING

It's a little wider now, as the road gets closer to home. But marching north, it's noticeably colder, snow covered mountains and trees now clear in the bg. The column has stopped, and soldiers begin digging foxholes and trenches.

Semyon and Nadia walk alongside the parked vehicles.

SEMYON

How many extra laps did you get?

NADIA

Two was enough to take us past sunrise.

SEMYON

Practice for right now.

NADIA

Who would have thought that would come in handy?

SEMYON

Marina Raskova?

NADIA

There's a lesson in this. Never complain that you're never going to use some training, because inevitably, that's that thing you're going to have to use the most.

Semyon takes a CANVAS FLAP off one of the vehicles, and hands a couple cigarettes to the truck driver.

SEMYON

Did Marina teach you how to pitch a tent?

NADIA

I just survived on my own in the woods for two days. What do you think?

SEMYON

This might be an improvement over that, but it's still going to make a shitty tent.

He unrolls it and starts to make camp, running twine between two nearby trees.

NADIA

It's not very large...

SEMYON

We'll have to sleep right together.
(then, realizing)
I'd give it to you and sleep outside but-

NADIA

--You'll freeze to death.

He nods. They both know that's not a joke.

SEMYON

Will sharing with me make you uncomfortable?

NADIA

No, no. I sleep next to men all the time.

She blushes. That's not what she meant at all. Why did she say that? Ugh. Awkward.

SEMYON

I'm sure. How many boys have you kissed?
(then)
Not counting your paratrooper training.

Nadia opens her mouth to answer. Then...

NADIA
 (false bravado)
 What's it to you? Are you so
 experienced, Mr. Big Shot Fly Boy?

Semyon laughs to himself. Of course he's experienced.

NADIA (CONT'D)
 Don't you have a wife waiting for
 you at home?

SEMYON
 Pilots are rarely the marrying kind.

NADIA
 Just a lot of girlfriends?

SEMYON
 (grin)
 So I've been told.

The canvas now propped between the two trees, Semyon rolls the last bit under them, weighting down the ends with a couple of rocks. He sits under the canvas. She plops down.

NADIA
 So you lecture me about getting close
 to people, but you don't get close
 to people either.

SEMYON
 That's different. I talk to people
 without being forced. I have friends
 and lovers, good relationships. I
 don't push everyone away.

NADIA
 No... But you "aren't the marrying
 kind" either.

He lays down, the exhaustion hitting him.

SEMYON
 Is this fun for you? Tormenting me.

NADIA
 You've tormented me for at least
 thirty kilometers. I'm just evening
 the score.

She lays down next to him. Their faces inches apart. She leans in for a kiss. He pulls back.

NADIA (CONT'D)
 Semyon... I don't want to die without
 being properly kissed.

He looks heartbroken by this request.

SEMYON

War's stolen so much of your
innocence. Be proud of what's left.
You are not going to die out here.
You'll have all the time in the world
for boys once this is over.
(then)
Better boys than me.

NADIA

Don't treat me like a child.

Semyon stares at her. She is a child.

SEMYON

Of course not.

She rolls over, humiliated. They end up as awkward spoons.
Strange, fully dressed, wartime bed fellows. On Nadia...

FADE TO:

EXT. MOUNTAINOUS RUSSIA - FLASHBACK - DAWN

The sun rises over the Saratov Mountains as we pan over to a
crowded AIR BASE. Engels at dawn. Nadia and our gang stand
at attention in FITTING UNIFORMS. Marina inspires them.
Her HERO OF THE SOVIET UNION medal gleaming in the sunrise.

MARINA RASKOVA

Engels pilot school has produced
aviators that fought for our comrades
in the Spanish Civil War, the Battles
of Khalkhin Gol, and our war with
Finland. It has produced Seven Heroes
of the Soviet Union. It is with
this tradition that today, we bid
farewell to ground school, and begin
our training in the sky.

INTERCUT WITH:

EXT. ENGELS AIR BASE - FLASHBACK - DAWN

Nadia steps up to a weathered Po-2. More surround her on
each side. Goggles, leather flight helmet.

QUICK CUTS as she checks the wheels, rudder, cables. Climbs
in the cockpit. Takes off. Aerial maneuvers.

MARINA RASKOVA

Before you is the Polikarpov Po-2.
For some, this may be new. For
others, an old friend. It is the
Soviet Union.

(MORE)

MARINA RASKOVA (CONT'D)

A crop duster, a trainer, and in many regiments, a light bomber. And it is this aircraft, where you will transition from smooth soaring over the hills and valleys of the motherland, to learning to fly in combat, putting every ounce of strength into the controls, and taking the aircraft to it's structural limits.

She stops in front of Nadia.

MARINA RASKOVA (CONT'D)

Here at Engels, you will become a warrior.

EXT. ROAD - PRESENT - DAY

Semyon holds out a canteen of water to her.

SEMYON

Nadia?

She blinks back to reality. They are back on a road, now in SNOW COVERED MOUNTAINS. Only God knows where...

NADIA

Sorry... Thank you.

She takes a sip.

SEMYON

You've been pouting all morning.

NADIA

Just tired of talking to you.

A moment. A low rumble...

SEMYON

If you're trying to convince me to take a wife, giving me the silent treatment does not aid your case.

NADIA

I'm not trying to--

SEMYON

--Shh.

He puts his hand up. Serious. The noise gets louder, now Semyon strains his ears... he knows that sound...

SEMYON (CONT'D)

(shouting)

STUKA!

He shoves Nadia into a ditch on the side of the road as an ominous silhouette of a JUNKERS JU 87 STUKA emerges from the sun. Moments later, horses and trucks are abandoned as the hundreds of soldiers scatter off the road.

WITH NADIA AND SEMYON --

We hear the loud noise of the Stuka's two 7.92 MM MACHINE GUNS open up. They fire: Shredding food, equipment, anything in it's path.

Nadia looks up at the sky in terror. As it passes, her gaze turns inward.

NADIA

Do the enemy see us like that?

Under this, a couple of soldiers begin to stir. Walking back to their carts and trucks.

Semyon has to think. Both he and Nadia are attack pilots - and this is their first time on the receiving end.

SEMYON

No. They invaded our land. Torched our crops. Murdered our civilians... We are fighting a defensive war --
(hears a change in pitch, yells)
He's coming back! Get down!!

He and Nadia duck, SOLDIERS literally falling on top of them, diving for cover. We stay down as another stream of bullets sends debris raining down on us.

SEMYON (CONT'D)

You need to trust yourself. Our missions, when we get back to the cockpit, is to push these fascists out of our land. No matter the cost.

A long moment. Waiting to see if the Stuka will come back again. Semyon and Nadia can feel the weight of hundreds of eyes now looking to them for guidance. Finally...

NADIA

He's getting fainter.

SEMYON

Probably wanted to empty his guns before going home.
(sotto)
I did that every mission.

People begin to stir. They slowly get up, help put the caravan back together. Clearing destroyed vehicles, salvaging what they can.

As they carefully continue walking, all the dust that was kicked up mixes with the FOG that's rolling in. Suddenly the world gets eerie and small. Semyon has a deep, dark, stare. He's gone somewhere in his mind's eye. Nadia gets an idea.

NADIA

Did you train at Engels?

He snaps out of it.

SEMYON

A thousand years ago, before the war. I was one of the first classes.

NADIA

On the Po-2?

Realizing what she's doing. Grateful.

SEMYON

Of course. They would stack us against instructor pilots, many who fought in the October Revolution. The instructors would make bets to see who could get the slip on us fastest.

NADIA

Some things never change.

SEMYON

I thought it an unnecessary risk when I went through that gauntlet. But since that experience... it's saved my life more times than I can count.

NADIA

Try flying against a skilled instructor when you can't reach the pedals. Perhaps it's easier for those who can fit in the cockpit.

SEMYON

That little thing? It was designed for the "average" Russian. Too small for me, probably too big for you. That's why we made adjustments in camp. Pulled the cockpit floor down flat with the bottom of the airframe, and shortened the seat.
(then, realizing)
Don't tell me they kept those all these years?

Off her look --

NADIA

The good planes go to the men. We get the leftovers.

SEMYON

I don't realize... How could they expect you to pass in that configuration?

NADIA

Some our girls did. Taty was shorter than me and managed to fly circles around the instructor pilot. He got so upset, he challenged her that day to an aerial duel.

SEMYON

I'm sure that dressed her down a notch.

NADIA

She got the slip on him.

Semyon's impressed.

SEMYON

She sounds like my type of girl.

NADIA

I'm sure she is.

This saddens Nadia more than she's willing to admit. Both because it makes her miss Taty, and because Semyon likes fast, strong, girls like Taty. Not her.

The FOG is thicker now, their visibility isn't much beyond the road.

NADIA (CONT'D)

She made it look easy. She made everything look easy.

SEMYON

Sometimes it's better for things to not seem too easy.

NADIA

I know.

Nadia stares into the FOG...

EXT. ENGELS AIR BASE - FLIGHTLINE - DAY - FLASHBACK

COVERED IN FOG. WHITEOUT. We can barely make out the BIPLANE, parked having just landed. Taty hops out the cockpit.

TATY

Now *that* was fun!

At the front of the plane, a YOUNG SOLDIER, "fun" is not the word he'd use. He hands her the LOGBOOK and she signs her name in it, before approaching the girls --

Waiting their turn are Nadia, Petra, Vera, Olga, Katya, etc.

TATY (CONT'D)

Who's up next?

NADIA

What's the fog ceiling?

TATY

It's not that bad. I could still see the propeller...

(laughs)

Most of the time.

NADIA

Maybe we should check in with operations before going up.

PETRA

It will be like this at the front. Major Raskova needs us to be ready for anything.

She walks to the young soldier.

PETRA (CONT'D)

Grybova, Petra. One seven one two two.

He writes as she speaks. Hands her the book, she signs, climbs in. Moments later, the engine sputters to life.

PETRA (CONT'D)

Chocks!

The soldier runs in, removes the CHOCKS from the airplanes wheels. He holds them above his head for her to see.

She taxis out into the fog... Until she disappears from view. We stay with the girls as they hear the aircraft go to full speed and take off.

FADE TO:

INT. ENGELS AIR BASE - CLASSROOM - FLASHBACK

Equally dense fog out the window. Major Raskova and our gang pour over a LARGE MAP spread on the floor. Taty going over her observations --

TATY

Two small structures here and here.
(MORE)

TATY (CONT'D)

And a row of vehicles, I'm assuming
that's what we call those, here...
Major Raskova?

Marina's zoned out for a moment, staring deep into the map.
Dark circles under her eyes, a crack in her super woman shell.

MARINA RASKOVA

(snaps out of it)

Yes.

(sip of coffee)

How were they aligned?

TATY

North to south, with the larger ones
on the northern side of...

She's cut off by the sound of a LOUD CRASH. They stop cold.

EXT. ENGELS AIR BASE - FLIGHTLINE - MOMENTS LATER - FLASHBACK

STILL WHITEOUT. The women exit in a full sprint towards the
sound. Doctors, nurses, pilots from the other regiments all
hurrying in the same direction.

NADIA (V.O.)

It was just a couple hundred meters
from the airstrip, but it took us
over a half hour to find the wreckage
in the fog. Petra's body was
unrecognizable by then.

EXT. CRASH SITE - A LITTLE LATER - FLASHBACK

Small FIRES burn as our team surveys the wreckage. Soldiers
and Medics try to clean up the scene. Petra's body is
unrecognizable.

MARINA RASKOVA

What just happened today is tragic.
But there will be more death. There
will be more tragedy. It is what
happens in war.

Nadia's fighting tears. She's losing.

NADIA

But this isn't war. It's training.

MARINA RASKOVA

Comrade Popova, are you afraid to
die for the motherland?

NADIA

In combat, of course not. But this
is a field test.

MARINA RASKOVA

We must train as we fight. That is the only way we will defeat the fascists.

Taty takes Nadia's hand and eyes her. A compassionate gesture, but also a clear "shut up" signal.

MARINA RASKOVA (CONT'D)

This mission is on aerial reconnaissance, but we have an opportunity to learn something deeper about ourselves. Today, we must all learn to focus on the flight ahead of us, not the accident behind.

(then, to Olga)

Comrade Popova, you're up.

NADIA

Me?

(losing it)

Do you want me to die?

OLGA

Major Raskova, I'm next on the flight schedule --

Marina silences her with a look.

MARINA RASKOVA

No. Nadia, I want you face your fear and survive. Trust your instruments and your training.

(off her fear)

I'll have tea waiting in a half hour when you return.

ON NADIA --

NADIA (V.O.)

I was scared to death, but Major Raskova was right. I knew what I was supposed to do.

EXT. SIDE ROAD - PRESENT

The fog has started to clear, as Nadia talks she REDRESSED Semyon's BANDAGES on his gut wounds.

NADIA

And after the scariest 20 minutes of my life, I landed in one piece. Somehow just a few feet off the mark for wheels down.

Semyon winces in pain.

NADIA (CONT'D)

I told you that laughing would tear it.

(then)

You need to have one of the real nurses redress this.

SEMYON

They have more serious cases than me. Besides, didn't Raskova make you learn how to dress a field wound? Which means now, you have to use it.

She laughs.

NADIA

(pats her leg)

I think I got that covered right here. Ouch --

She grits her teeth. Mad she did that to herself. Semyon laughs at her, which causes his gut wound to hurt. He screams in pain. She laughs at him.

NADIA (CONT'D)

We're a mess.

SEMYON

You're a mess. I'm a handsome pilot.

Nadia curls her lip.

SEMYON (CONT'D)

Hey, I'm teasing.

NADIA

No, you're not. You know you and Taty are the hot shots. Navigators do the work, but don't get half the credit.

SEMYON

Come on. The best pilots are navigators.

NADIA

Tell me about it...

INT. ENGELS AIR BASE - MARINA'S OFFICE - LATER

Marina at her desk, tea in hand, hiding her ever growing exhaustion. Nadia stands across.

NADIA

I'm not going to be a pilot? Ma'am, I'm a flight instructor, I taught 50 soldiers to parachute, I have over 500 hours before the war and --

Raskova puts down her tea. (These are her words).

MARINA RASKOVA

What do you think we're doing here, Popova? Do you really think we're playing war games? Our people are dying out there every day by the thousands. We'll be lucky if we survive the winter. And you whine to me because you're not getting exactly what you want.

(takes a sip)

Now get out of my office and never let me hear you speak like that again.

Nadia manages a meek salute, and about turns. Just as she's at the door, A HAND on her shoulder --

MARINA RASKOVA (CONT'D)

Sit down, Nadia.

She turns back and takes a seat. Marina hands her a handkerchief.

MARINA RASKOVA (CONT'D)

Any new regiment will need very talented navigators, especially as our pilots are still adjusting to flying combat tactics. I need you to take this responsibility and give it your all.

(then)

Can you do that for me?

NADIA

Yes, ma'am.

MARINA RASKOVA

You are careful and you are cautious. As a pilot, that self doubt can get you killed. As a navigator, it will keep you alive.

She looks at Nadia with deep concern. She really cares.

EXT. ROAD - PRESENT

Back on the march, the fog has given way to a FROZEN FOREST. It's surreal and beautiful.

NADIA

It was humiliating at first, seeing so many of my close friends make pilot. But then the great Marina Raskova said she needed me. Maybe it was just flattery...

SEMYON

Flattering pilot's egos? Never...

NADIA

When they made crew assignments. And put me with Taty... So... I don't know. That could mean anything, or nothing.

SEMYON

I thought you said you flew with Katya.

NADIA

Temporarily. Taty took a bullet through her leg the same time as Katya's navigator was killed.

SEMYON

She went back after being shot? That's impressive.

NADIA

She said the same thing.

SEMYON

Marina making you two a team is a compliment to you.

NADIA

Or putting the weak navigator with the strong pilot.

SEMYON

I bet you're better than you think you are.

NADIA

Perhaps. Or perhaps I'm better as part of a team that's now forever gone. Every solo flight at Engels, I was terrified. But now, with my plane and my pilot, I'm not. When I am out there with Taty and plane, I'm a part of something greater than myself.

EXT. AIRFIELD NEAR THE FRONT - FLASHBACK - DAY

Planes land as others taxi to parking spots. Nadia hops out of the back seat, as Taty works on the engine.

NADIA (V.O.)

We finally graduated and made it to the front. It's funny because instead of being afraid, we were more anxious to not embarrass ourselves in front of the real combat pilots. The men.

TATY

Hey Little Bit, hand me that fuel pail.

Nadia sees a small METAL BUCKET near the plane, picks it up and brings it over.

NADIA

I'm not sure Ivanovna's going to like you messing with her engine.

TATY

It's my engine. I'm the pilot.

NADIA

And the mechanic keeps it running.

TATY

Just putting the heat to good use...

And with that, she unscrews the radiator cap, sending STEAMING HOT WATER into the bucket below. Dipping her long hair into it, she produces a SOAP from her pocket, and begins to wash.

TATY (CONT'D)

Beats the hell out of that freezing river.

NADIA

You'll get in trouble if anyone sees you.

TATY

What are they gonna do? Send me to the front and have German's shoot at me? Done and done.

(then)

Look, Little Bit, Olga's done her research. Those Free French pilots we missed at Engels were stationed here a week ago. And with only one barracks for the whole base, I'm not going to make a bad first impression.

NADIA

We'll have to share barracks with the men pilots?

TATY

Have to, or get to? Don't be so negative, Little Bit. Think of this as an opportunity... A gift of circumstance. Where else could they put us?

She keeps at her hair, oblivious to the dozens of planes surrounding her, or the faint sound of artillery shells from

the house to house fighting in Stalingrad not more than about 30 miles away.

NADIA (V.O.)

The base commander was livid when he found out his new air regiment was female. Thought for sure he'd lose the concentration of every pilot on the base.

A couple of MALE PILOTS watch as they walk by, clearly intrigued by Taty bent over washing her hair.

NADIA (V.O.) (CONT'D)

He was probably right. But there was still no other barracks to assign us. So they gave us the only unused building there was...

EXT. BARN - FLASHBACK - DAY

Nadia, Taty, and our gang are confronted with their new lodging. It's a LITERAL BARN. The remnants of BAILS OF HAY surround the entrance.

TATY

You have got to be kidding me.

INT. BARN - FLASHBACK - CONTINUOUS

The women enter to see a barn, holding their noses and gagging from the smell. Recently stripped of it's bovine residents, little else changed. A pile of folding cots and some blankets in one corner. Taty goes to drop her bag --

NADIA

Don't --

Too late. Plop. It hits cow manure.

NADIA (CONT'D)

(sheepish)

I tried to warn you...

TATY

We've got to work on your confidence.

NADIA

Sorry, I --

TATY

Next time, try, "Taty don't! There's fucking cow shit there!"

This gets them laughing.

OLGA

They can't expect us to live like this.

VERA

No... They expect us to clean it. Again.

KATYA

Just because we are women? No! I am a pilot, not a housewife.

TATY

So you'd rather live in filth? On principle?

The girls all stare at Taty. You really want us to clean this mess?

TATY (CONT'D)

As good soldiers, we will leave every place we go cleaner than we found it. Starting with our living quarters.

VERA

If that's true, what kind of soldiers were here before us? The Flying Cow Division?

TATY

It doesn't matter. We're here now.

This ignites their sense of duty. From the looks on their faces, they're in.

NADIA (V.O.)

Two postings. Two cleaning jobs. And even less time than at Engels. We immediately began flying nightly missions --

EXT. PO-2 - FLASHBACK - NIGHT

Pitch black. Flying in the rear cockpit with Nadia --

NADIA

Turn left, heading two seven zero.

TATY (O.S.)

Left to two seven zero.

As we make our turn, we hear the sound of MACHINE GUN FIRE. TAT TAT TAT. TAT TAT TAT. We feel the plane lurch forward as Taty guns the throttle.

TATY (O.S.) (CONT'D)

How much further?

Nadia glances at a STOPWATCH in her lap. Then the speed gauge, 155 kilometers an hour. Quick calculations in the margin --

NADIA

Three point five kilometers. If we stay at this speed, one minute and twenty one seconds.

TATY (O.S.)

Time to climb --

Nadia watches the altimeter and speedometer closely, scribbling notes in pencil on her map as she zeroes out the stopwatch. The MACHINE GUN FIRE continues, but Nadia stays focused on her work.

TATY (O.S.) (CONT'D)

What's drop height?

NADIA

Seven hundred.

Nadia continues to make quick calculations, checking the stopwatch, maps and gauges.

NADIA (CONT'D)

Fifty nine seconds, don't overshoot altitude.

TATY (O.S.)

Roger, leveling out. Ready with the flare?

Nadia fumbles to reach TWO SMALL FLARES tucked into the side of her cockpit. Lights them, and tosses them over the side, casting a fierce light over the night sky.

NADIA (V.O.)

We drilled so much that when the first mission came, I was so focused nothing phased me. It wasn't until morning that I saw we had 42 bullet holes in the plane.

EXT. AIRFIELD NEAR THE FRONT - FLASHBACK - DAWN

CLOSE ON: A map with a bullet hole through it.

NADIA (V.O.)

And one in my map.

Pulling out as Nadia folds it up, follows Taty around the aircraft with IVANOVNA, their mechanic with striking, waste length, blonde hair. She's counting the bullet holes in the canvas.

IVANOVNA

I should have her patched up for you tonight.

TATY

You'd better. These fascists won't bomb themselves.

NADIA

Didn't Major Raskova say we'd start with the easy missions?

TATY

I think these are the easy missions.

Taty signs the aircraft log, handing it to Ivanovna. She and Nadia walk away, their first day of combat in the books. They stride with confidence towards the barn.

NADIA

Do you think everyone made it?

TATY

They better have. If anyone got shot down just to avoid cleaning The Inn of the Flying Cow this morning, there's going to be hell to pay.

INT. BARN - FLASHBACK - DAWN

Marina stands at the front of the barn, noticeably paler than we've seen her. The war is taking it's toll. The women stand in front of their beds. Two empty. Olga and Vera aren't there.

KATYA

Olga and Vera were taking a lot of fire. I last saw them losing altitude over a ridge, probably 500 feet up. But I didn't see any flames...

MARINA RASKOVA

Do not lose heart, Comrades. They have a chance. None of our troops reported seeing an explosion in the area tonight.

NADIA

What do we do with their... um...

She looks at the empty beds with the girl's personal affects.

MARINA RASKOVA

We leave it. Nothing is touched while there is a chance our comrades may join us again.

A long pause. Whatever Marina has to say, we can tell she's dreading it...

TATY

Ma'am? If there's something else, you can tell us.

MARINA RASKOVA

The base commander has complimented your appearance. But it seems many of you are too beautiful for The Russian Army - and out of Regulations. Section nine: Haircuts.

SMASH TO:

INT. BARN - FLASHBACK - LATER

SFX: scissors and knives.

NADIA (V.O.)

Halfway through training, they did find us proper fitting uniforms, but they never made time to update the haircut regulations for women.

Close up: beautiful LOCKS and CURLS falling on the stained, dirty, straw covered barn floor.

Pull out to see the whole group is getting pixie cuts, taking turns with the shears. Katya weeps as Nadia - already chopped - cuts her hair.

KATYA

I'll never get a boyfriend like this.

TATY

I think it's rather chic.

She admires herself in a small mirror.

TATY (CONT'D)

I look like a French model.

KATYA

I look like my school aged brother. What's next? Pimples?

NADIA

Alrighty. All finished.

KATYA

You've ruined me.

NADIA

(staying chipper)
You're welcome!

As Katya dramatically flops on her bed, Nadia scans for her next client. Find: Ivanovna, hiding the corner.

NADIA (CONT'D)

Ivanovna, I think you're it.

She chops the scissors. Ivanovna doesn't move.

IVANOVNA

Please, Nadia... I can't.

NADIA

We all have to. It's the rules.

Katya sits up.

KATYA

Nadia, let her leave it! It's the color of corn silk. So rare... I admit, I hated you for it.

IVANOVNA

(blushing)

Thank you.

KATYA

It's a crime to cut such hair.

NADIA

I'm sorry, but the regulations say it's a crime to not cut it. Besides, one girl gets to keep her femininity? How is that fair?

TATY

It's not.

(then)

It's better than fair. It's a symbol. She keeps her hair for all of us.

NADIA

(a little betrayed)

I thought you liked the short cut?

TATY

I do. But I like breaking the rules more.

KATYA

Ivanovna's a mechanic. She can hide it under her cap. No one will be the wiser.

TATY

Exactly... Come on, Little Bit. Are you with us?

Nadia thinks on this. Friends vs rules. She puts the scissors down.

NADIA
You better sleep in it.

IVANOVNA
I will, I will! Thank you all--

MARINA RASKOVA (O.S.)
How is your progress, comrades?

All turn: Find Marina in the doorway. How long has she been standing there? They all look caught. Especially Ivanovna.

TATY
Major Raskova, you scared us. Don't you ever sleep?

MARINA RASKOVA
No.

NADIA
Just one more left, Major Raskova.

IVANOVNA
No! No, you all said I didn't have to.

MARINA RASKOVA
I'm afraid the Soviet Air Force cannot maintain it's strength if we govern by town meeting.

Nadia steps up, timidly.

NADIA
Ma'am. ... All the pilots and navigators are up to regulations. Our hair will fit under our flight helmets. But Ivanovna... She just can't bare to cut it. We thought she could hide it under her mechanic's cap. Just one girl. A symbol of femininity for all of us.

Everyone is silent. They look between Nadia and Marina, who now stand eye to eye.

MARINA RASKOVA
Very well then.
(hint of a smile)
It will be our secret from the staff officers.
(then)
Never go outside without your hat.
(MORE)

MARINA RASKOVA (CONT'D)

(a knowing look to
Nadia)

You'd better sleep in it, too.

She was there the whole time. With that she turns on her boot heel and exits. Ivanovna hugs Nadia as the girls break into a little applause. Push in on happy, but overwhelmed, Nadia. Now a leader and rule breaker.

EXT. STREAM OFF SIDE OF ROAD - PRESENT

Semyon laughs as they refill canteens from a stream.

SEMYON

So that's how you got this awful hair cut!

NADIA

Hey! I like it.

She takes his water without asking and drinks. Intimacy.

SEMYON

Just because Raskova made you do it.

NADIA

At first... But then I got used to it. I like feeling the wind on my neck. I like not wasting time with knots, tangles, and hairpins. This makes me feel free from the idea of "acting like a lady." That night I cut my hair but stood up for Ivanovna keeping hers... I felt...

SEMYON

Like a trouble maker?

NADIA

Like an officer.

SEMYON

Did Ivanovna ever get caught?

Nadia laughs.

NADIA

A couple weeks later, a General from the 4th Air Army made a surprise inspection visit. We all were roused out of bed three hours early. He's all red faced, pacing and questioning as we stood at attention.

SEMYON

Why do they all love doing that?

NADIA

My regiment says it's because of
small... weaponry.

SEMYON

Of course you do.

NADIA

Tell me we're wrong?

SEMYON

Continue your story.

NADIA

He stops mid speech and takes a step
towards Ivanovna. Looks her straight
in the eye, raises his hand and whips
off her beret. With the hat goes
her hair clasp, and her beautiful,
long, blonde hair tumbles down.

(then)

He went silent. Then he yells for
Major Raskova. We were all horrified.
We didn't want to see our hero get
dressed down. Especially for
something we asked her to do.

SEMYON

I bet she took it well.

NADIA

That's the thing! He bursts out
laughing and says,
(imitating)

"Major Raskova, why haven't all the
girls got pretty hair like this?
The rest of them look like boys.
Major Raskova, what were you thinking,
letting them crop themselves like
that?"

Both Semyon and Nadia are now laughing. They don't care
that it hurts.

NADIA (CONT'D)

She simply replied "Just following
orders, sir."

SEMYON

Major Raskova called out her base
commander in front of a General?
She's nuts.

NADIA

You would think so. The general did
ask how he could find the idiot
responsible.

EXT. GRAVEYARD - FLASH BACK

Marina leads The General to a simple HEADSTONE. The girls stand behind her, reverently.

NADIA (V.O.)

Without saying a word, Major Raskova took him to the base commander.

(then)

He was shot down a couple days earlier.

EXT. STREAM OFF ROAD SIDE - PRESENT.

As they were, but silence for a moment of respect.

SEMYON

I'm sorry to hear that.

They reach the column.

NADIA

Does it ever get easier? Dealing with loss? Every time, I think that the next time I will be numb to it. But that hasn't happened yet.

SEMYON

It means you have a soul.

NADIA

You believe in that religious shit?

SEMYON

No. But my grandmother did... And I believe in her. I believe in my family, my friends, the motherland. That's not religious but it is something.

NADIA

But... Everyone dies.

SEMYON

Ah, something we can agree on.

NADIA

So how can you bare letting anyone get close?

SEMYON

You must. You are strong and you know it. Major Raskova knows it. Grieving our losses is as vital as celebrating our victories. And holding out hope for those missing.

(MORE)

SEMYON (CONT'D)

(then)

Every time I've been shot down I've had to go through hell to get back. And every time I've returned my comrades held my place, my bed, my letters... They held me in their hearts, they willed me to not die. And I know your regiment is doing the same for you. Are you not brave enough to do the same?

Nadia looks down at her boots.

NADIA

I used to be...

INT. BARN - DAWN

The women try to sleep/rest in the early hours of daylight. They've blocked out as much light as possible, but it still comes in the cracks.

Nadia's lying down but her eyes are open, she can't sleep... Katya sits on her bed writing LOVE LETTERS, a TIN CAN holding fresh picked flowers sits nearby as --

In the doorway, find Olga and Vera, wearing very ragged dresses. Vera's splattered with blood. They've been through hell.

NADIA

Olga! Vera... Oh my -- Wake up!
They're back!

The girls surround them, jumping, hugging, etc. Olga stops cold. Her eyes brim with tears.

OLGA

My bed.

Both beds remain, untouched save a couple new letters gently placed on a pillow.

KATYA

We saved your spots.

NADIA

Nobody ever lost hope.

Olga sits on her bed, she smiles through tears of joy.

OLGA

I can't... I can't tell you what this means.

KATYA

We knew you'd come back.

Nadia goes to hug Vera, who still hasn't spoken.

NADIA

Vera, my dearest, speak. We are anxious to hear of your adventures.

Olga silences her with a look.

OLGA

(gently)

It's nothing you would want to know.

KATYA

Come now... alone and unafraid. Behind enemy lines. It is the talk of newspapers. Why in a few short days, you will be famous!

OLGA

We were lucky at first, crashing near a village with a strong partisan network. They outfitted us with these dresses, the idea that two peasants might not alert any enemy we might pass.

NADIA

It obviously worked.

OLGA

We were a couple days out when we reached a checkpoint. The soldiers - there were only two - were very young. They had us wait, as one searched the area to see if there were any officers nearby. Then...

She looks to Vera, who has gone and hid in a corner.

OLGA (CONT'D)

They started to drag Vera to the woods. She was screaming and I froze up. I--

KATYA

You don't have to --

OLGA

No. They didn't get the chance. Once I got my wits about me, I remembered my revolver. They didn't expect a poor peasant girl to have one or know how to shoot, so their rifles were out of reach. First was the one holding me, he was my immediate threat. The other had his pants down and was crawling for his rifle when I shot him.

Everyone is silent.

OLGA (CONT'D)

Is this a good story for the papers?

VERA

I'm sure it will be by the time it's cleaned up and published.

Everyone turns to her. Still in the corner, but head up. She's still got her dry sense of humor.

TATY

I think what you need is a strong drink and a hot bath.

(then)

Little Bit, start up an engine.
Ivanovna, get a pail and some soap.

The girls rush to work. This is not the version of war they've read about.

EXT. ROAD - PRESENT

As we left them. The column ahead stops. We hear METAL CLANKING, three distinct times.

NADIA

Dinner. More raw turnips. Can't wait.

SEMYON

We crossed into Soviet lines this morning. That calls for serving something special.

NADIA

I'll believe it when I see it.

SEMYON

Watch and learn, Little Bit. Watch and learn.

He turns for the roadside.

NADIA

(calling after)

Only Taty calls me that!

Her motions her to follow him. They pass SOLDIERS on the side of the road and FILL THEIR HELMETS WITH SNOW. Others find branches, and begin constructing nests with them.

SEMYON

Come, let's make some friends.

He approaches a couple of JUNIOR INFANTRY OFFICERS, EGOR and RUSLAN.

A fire already burning under their helmet, as they use a burning twig to set the second nest alight. Semyon holds out two cigarettes.

SEMYON (CONT'D)

Smoke?

(as they take it)

My leather flight helmet isn't much for boiling.

(to Nadia)

You have your rations?

Nadia produces two turnips. Semyon takes them, puts them in one helmet as the infantry officers put theirs in the same. They light a cigarette with the fire below.

SEMYON (CONT'D)

(re: empty one)

Anything special?

RUSLAN

Any more smokes?

SEMYON

Depends.

EGOR

We have a little extra course, but you two wouldn't like it. This isn't exactly the officer's mess you primadonna pilot officers are used to.

NADIA

Primadonna? Do you know what I've been through?

The men double over in laughter.

RUSLAN

Begging your pardon, lieutenant. I should have known better, primadonnas don't like to be teased.

Nadia's in no mood.

NADIA

I spent two days in the forest without food or water. I've been shot at, pissed on and called a witch. I'm pretty sure I can stomach whatever else you've got.

Ruslan produces two LARGE DEAD RATS. He holds them right in Nadia's face. She tries not to recoil.

NADIA (CONT'D)

You think I'd refuse food?

EGOR

We still haven't offered it.

NADIA

You will. You're addicted to tobacco,
and this is your first smoke since
our march began. You crave cigarettes
more than we need rodent meat.

PLOP. Impressed, Egor drops the rats in the helmet as the
snow melts into water.

EGOR

Bon appetit. Ma'am. Sir.

SEMYON

Many thanks, gentlemen.

(to Nadia)

Tastes better than you think.

(sniffs the air)

Smells better too.

Nadia sniffs the air. To her surprise, it does smell good.

NADIA

Meat. I had almost forgotten the
smell...

INT. LARGE WOODEN SHED - FLASHBACK - DUSK

The girls on their cots, except now in a simple wooden
structure. Wood burning stove again in the middle of the
room.

Taty shoots straight up.

TATY

What's that smell?

The others sniff the air.

VERA

It's heavenly... but I can't place
it.

KATYA

I think it's food. But all I can
remember is that it isn't potatoes.

Nadia lights up.

NADIA

Sausage! I'd bet my life on it.

VERA

You're hallucinating. Who'd have
sausage here?

Olga starts strapping up her boots. Big grin.

OLGA
The Normandie-Niemen Regiment!
(singing La
Marseillaise)
*Aux armes, citoyens! Formez vos
bataillons!*

EXT. BASE - FRENCH TENT - MOMENTS LATER

The girls sprint across the base, laughing and following the sausage smell. The sound of Olga's singing continues...

OLGA (O.S.)
*Marchons, marchons! Qu'un sang impur.
Abreuve nos sillons!*

They skid to a stop at the front of the French tent. Smoothing their hair and uniforms, Taty unbuttons her top button.

TATY
What?

NADIA
No one said anything.

TATY
You didn't have to.

She unbuttons one more.

INT. BASE - FRENCH TENT - CONTINUOUS

The girls enter to find a group of handsome FRENCH PILOTS. They are smoking, drinking from unlabeled bottles, some singing as one plays a HARMONICA.

And, of course, eating sausages.

TATY
This is how the French fight a war?
I clearly joined the wrong army.

She is absorbed by the group in a swell of welcoming laughter and approval. A moment later, Nadia and the others take this as a cue to follow.

TATY (CONT'D)
Ladies, ladies, I'd like to introduce
you to...
(pointing)
Jean, Luc, Guillaume, Other Jean,
and ...Charles, right? Now which
one of you is the chef?

Laughter.

NADIA (V.O.)

I was too entranced by the food to pay much attention to the boys, but the rest of the girls did well. Taty, of course, was the life of the party. And even Olga made a new friend...

GUILLAUME, the charmer of the group, takes a seat near Olga.

GUILLAUME

My dear, your glass is looking empty.

OLGA

I don't want to overdo it. I don't really drink.

GUILLAUME

I thought you were Russian.

OLGA

A stereotype.

(thinks)

Well, it's true for the men.

GUILLAUME

In a world where a woman can fly a plane like a man, can she not also drink like one?

OLGA

Most men are twice my size.

GUILLAUME

(implying)

And size is a bad thing?

OLGA

I thought you French were supposed to be the intellectuals.

GUILLAUME

Indeed we are. In the words of Camus, "I have lived. I have lived. I have lived."

(then)

Have you?

Olga thinks on this. Fuck it. She launches herself at him in a KISS.

EXT. SIDE OF ROAD - PRESENT

Nadia and Semyon sit around a fire with the Infantry eating seared turnips and BOILED RAT. In the bg a few of the men smoke, drink from a bottle, tell dirty jokes.

NADIA

Who'd have thought they'd be first official couple.

SEMYON

They sound sweet together.

NADIA

It's asking for heartbreak. You can't give yourself to someone not knowing if you will survive the week, let alone the war.

SEMYON

Perhaps. Or that's a reason to care a little more.

Egor inserts himself into their corner of the conversation.

EGOR

Hey, Witch! Want a swig?

NADIA

No thank you, I don't really drink.

EGOR

Women.

SEMYON

This woman has bombed many a German who'd otherwise be shooting at you.

Ruslan looks around.

RUSLAN

Definitely helped us out a lot.

EGOR

We've all heard of the *Nauchthexen*.

(to Nadia)

Stories of your fellow pilots are in the papers. That wouldn't happen unless your regiment is taking minimal casualties.

NADIA

You don't look like someone who reads every newspaper searching for gossip.

RUSLAN

We're in the Army. Six hundred and seventeen days, back and forth for the same hundred and eighty kilometers. When they aren't trying to kill us, what else do we have to do?

This gets a laugh, and now the attention of the full group.

EGOR

March, shit, eat shitty food, shit,
march. Kill Germans. Repeat.

RUSLAN

We read anything we can get our hands
on.

EGOR

And when we can get our hands on
pictures of ladies--

SEMYON

Speaking of ladies, there is still
one present.

EGOR

My apologies to the witch. I will
save my tales of conquest for once
you have made your gracious exit.

NADIA

Don't stop on my account. I know
the truth, men who like to talk just
make up stories anyways. I'm sure
your right hand gets jealous of your
left.

Dead. Silence. Jaws dropped. The wild laughter.

EGOR

I've never heard a woman tell a dirty
joke.

NADIA

You've never spent time in the women's
barracks.

EGOR

Is that an invitation?

The laugh again. Nadia sits a little taller.

NADIA

If we wanted you to join us, Egor,
trust me, you wouldn't have to ask.

RUSLAN

One paper I read says that you're
doing so much damage to the German
morale, they've placed a bounty on
each of your heads.

EGOR

But we have them on your bodies!

The infantry laugh.

NADIA

Really?

EGOR

It's a compliment!

(then)

Don't be angry with us. We gave you
the good pieces of rat!

She gets up, suddenly not in the mood for jokes. Semyon follows.

SEMYON

Hey... Come on, now. They're just
trying to lighten the mood.

NADIA

They went too far.

SEMYON

I know. I'm sorry. Don't let them
ruin your evening. How can I make
it better?

NADIA

If you want to make me happy, find
someone who can tell me how German
artillery got so good at shooting us
down.

SEMYON

Nadia, now's not the time.

NADIA

Now is always the time. We are always
at war. Just because we stop thinking
about it doesn't mean the fascists
aren't right on our doorstep. Do
you remember that time, I think it
was, ah, yesterday, when we almost
got killed? Again!

SEMYON

Nadia --

She tears off towards the trucks. Semyon follows and we
SMASH TO:

INT. COMMAND HUT - FLASHBACK

Oil lamps burn in a thatched roof hut. The women sit on boxes,
on the floor etc, as Marina stands centered behind table
covered by a large WAR MAP. She's suffering from a cough
and runny nose, and hiding as well as she can. Still, she
stands tall and proud. Hair still perfect. She holds two
small wooden models of airplanes.

This is their briefing room.

MARINA RASKOVA

Intelligence reports the Huns are outfitting their infantry with large portable generators and spotlights.

(re confused looks)

Ladies, that means it's working. Our job is to help our infantry. With the fascists taking extra men and equipment to fight us, it will be easier to wipe them from Stalingrad.

KATYA

So how do we counter this?

MARINA RASKOVA

A good question. We're waiting to learn their new tactics. For now, you must rely on your maneuverability. A spotlight is a heavy thing to move, and a PO-2 is anything but.

SMASH TO:

EXT. PO-2 - FLASHBACK - NIGHT

Navigator cockpit, With Nadia, BATHED IN BRIGHT LIGHTS.
LOUD MACHINE GUN FIRE --

NADIA

One thousand meters and closing.

TATY (O.S.)

Let's do this!

Taty SLAMS THE THROTTLE FORWARD, we see the horizon fall underneath us as we climb, getting higher as the tracers get near when... PEDALS HARD RIGHT. Quick maneuvers, left, right, in and out of the lights --

EXT. NIGHT SKY - FLASHBACK - CONTINUOUS

As Nadia throttles back, now gliding, lights searching far ahead of the plane. A LOUD BACKFIRE, and the familiar POP POP POP... POP POP... And the lights are getting closer to the plane as it goes STRAIT UP --

NADIA (O.S.)

Eight hundred meters. Seven hundred.
Six... Five...

EXT. PO-2 - FLASHBACK - NIGHT

With Nadia --

Zooming through the sky, still quick turns, then onto their back --

Quick turns in both directions, inverting, inverted dive,
the ground getting closer at 50 feet a second --

TATY (O.S.)

Now!

NADIA

Release!

More quick turns, peeling back as we hear BOOM BOOM BOOM...

TATY (O.S.)

Now that was fun!

And the throttle back full forward, we're weaving back and
forth away as --

NADIA

Maybe for you!

TATY (O.S.)

My dear Nadia, you're always safe on
the Taty Express. Besides, it's
still early. We have many more gifts
to deliver tonight.

EXT. RUSSIAN BASE - BACK OF TRUCK - PRESENT - A LITTLE LATER

Nadia balled up shaking in the back of a supply truck. Eyes
closed, sweating... Outside the truck we hear Semyon,
searching around for her. Finally he opens the back flap of
this truck to find her.

SEMYON

There you are. You had me worried.

He assesses her state.

NADIA

(still out of it)

Eight hundred meters. Seven hundred.

Six... Five...

Now she is the one in a nightmare flashback. Their roles
reversed from their first meeting. He sits with her, taking
her head in his lap.

SEMYON

Shhh... Pilot to navigator. We're
at altitude. On course. Steady,
girl. I'll get you home.

RUSSIAN OFFICER (O.S.)

Move!

The truck rumbles to life and begins to roll. Nadia stirs
in a fit of night terror.

SEMYON

Rest now. We'll be back at base by morning.

As the truck bounces and jolts down the road, Semyon settles himself in for the long night of guarding Nadia. We press in on her face. Closed eyes twitching, neck jerking back and forth.

NADIA

(quiet)

Taty, come left...

AND WE SMASH TO:

EXT. NIGHT SKY - FLASHBACK

The PO-2 BATHED IN LIGHT. A STEEP DIVE.

This is the scene FROM THE OPENING.

Rolling and spinning as Taty throws the stick from one side to another. Machine guns firing at random until --

CLANK! CLANK! CLANK!

The propeller slows. Smoke billows from a cylinder. The shooting continues, still maneuvering the damaged plane to it's limits --

TATY (O.S.)

How far is base?

NADIA (O.S.)

Thirty two kilometers at one six zero... Can we make it?

TATY (O.S.)

How about friendly lines?

NADIA (O.S.)

Fourteen kilometers when they made the maps yesterday.

TATY (O.S.)

Ha. So not a clue...

EXT. PO-2 - COCKPIT - FLASHBACK - CONTINUOUS

With Nadia as --

The throttle goes to overdrive, nose down, picks up speed. The plane sputters, escapes the gunfire as...

TATY (O.S.)

I'll get us there.

Small flames coming from the engine as the plane slowly descends.

NADIA
Do you smell fuel?

TATY (O.S.)
This plane's older than we are.
When it stops leaking, we worry.

A LARGE FLAMEUP engulfs the engine, as it STOPS. Fire builds.

TATY (O.S.) (CONT'D)
Or now.

NADIA POV: Frantically scanning the ground below, until we see a BREAK IN THE SHADOWS. Not certain of what it is but --

NADIA (O.S.)
(frantic)
Field. Two o'clock starboard.

EXT. NIGHT SKY - FLASHBACK

The plane, still on fire --

TATY (O.S.)
That'll have to do.

Nadia drops into the cockpit as Taty lowers the nose to build up enough speed to make her turn. We can't see anything above the cockpit, only movement from the instruments.

TATY (O.S.) (CONT'D)
Turning... it's going to be close...

NADIA (O.S.)
Copy...

TATY (O.S.)
Don't be scared. You're always safe
on the Taty Express. Almost there...
Brace!

EXT. UNDER THE PLANE - SAME

The plane BUMPS the ground, hard. Back in the air for a moment. Another HARD BUMP.

EXT. FIELD - NIGHT - FLASHBACK - CONTINUOUS

A second aloft and WE SEE NADIA THROWN FROM THE PLANE. She SCREAMS. We're not cutting away this time. The things she blackout were terrifying.

TATY
Nadia, NO!

The plane continues, not stopping until another bounce and a SNAG. The entire FRONT END collapsing on itself. CRUNCH! FLAMES irrupt from the engine. Bone chilling SCREAMS from Taty in the fire.

Find Nadia on the ground, leg BASHED against a rock, blood everywhere. She's fading from consciousness as Taty's SCREAMS continue...

EXT. TRUCK - PRESENT - NIGHT

WE STAY IN PRESENT FROM HERE ON AS --

Taty's screams become Nadia's as she's shaken awake by Semyon.

SEMYON

Nadia, wake up!

She's in a cold sweat.

SEMYON (CONT'D)

A nightmare? You were screaming...

NADIA

Just a bad dream. Nothing more.

He knows it's a lie, but mercifully he let's it go. He's been there.

SEMYON

Then let me be the bearer of good news. Your tour of suffering as my travel companion has finally come to an end.

He hops out of the truck. Turns to help her down.

NADIA

Ah. What a relief ... But now I'm used to having you around.
(catching herself)
Just to take my mind off the pain.
You were at least effective at that.

SEMYON

Perhaps I'll come find you this evening once we're both settled in? We can share whatever they're passing off as dinner here. For old time's sake.

NADIA

I'd like that.

SEMYON

Until this evening, then, Little Bit.

NADIA
 (playful)
 Only Taty gets to call me that.

SEMYON
 My apologies, Lieutenant Popova.

He nods to her.

NADIA
 Captain Kharlamov.

She SALUTES HIM and they part ways. Once she turns her back to him, Nadia allows herself a small smile.

INT. WOMEN'S BARRACKS - A LITTLE LATER

The place is empty. Left neat and clean. Nadia enters and just stands in the doorway. She's been in the woods for so long, something this civilized makes her feel out of place.

Slowly, she walks down the line of beds. Each one personalized as much as it's allowed to be. She stops at one with SEVERAL LETTERS... All addressed to her. This is her bed. They kept it waiting for her.

NADIA
 (sotto)
 They didn't lose hope for me.

Her warmth quickly fades to heartbreak as she realizes...

NADIA (CONT'D)
 Taty.

Next to her bed... There's Taty's spot waiting for her. Nadia sinks on to Taty's bed. She pulls out of her pocket the PIECE OF PLANE CANVAS from the wreck. Placing it on Taty's pillow, she finally allows herself to WEEP.

NADIA (CONT'D)
 I'm sorry... I'm so sorry... I miss
 you so much.

OLGA (O.S.)
 Nadia?

Face red with tears, Nadia turns to the doorway. She smiles in spite of herself.

NADIA
 Olga... Hi.

Olga rushes to her. They hug.

NADIA (CONT'D)
 Taty... When we crashed --

OLGA

Shhh. It's okay. We know.

NADIA

No, matter. Now is not the time for tears. I cannot let Major Raskova see me this way.

(wiping her face)

I'm so grateful she was so hard on me. It's the only reason I'm alive. Can you believe it? Even the night marches --

OLGA

Nadia.

Nadia trails off.

OLGA (CONT'D)

Major Raskova is dead.

Nadia shuts down.

OLGA (CONT'D)

You know how over worked she was. She lived to work, never slept, almost no food, coffee or tea when we could get it.

(then)

She was leading a flight of three new bombers. She navigated into the side of a mountain.

No reaction from Nadia.

OLGA (CONT'D)

Nadia...? Do you need to lie down? Glass of water? Nadia, talk to me.

Nadia collapses.

FADE TO:

EXT. FLIGHT LINE - AFTERNOON

Close on: SOVIET ORDER OF THE RED STAR pinned on Nadia's jacket.

Pull out we see her with Ivanovna, inspecting Nadia's "new" plane. It's got a lot of tears and patches. Like it's been through a war. Because it has.

IVANOVNA

Believe it or not, this is the best we've got.

NADIA

Better than the one I left outside of Sadoveye. Thank you for doing what you could.

IVANOVNA

I'll fix the lower wing tears when we get more canvas. Supposed to arrive in a couple days. We're low on everything now.

NADIA

I'm a navigator without a pilot. Tell me about it.

Ivanovna gestures to the AMMUNITION PIT, surrounded by sandbags on 3 sides. Ground crews glue FINS on ARTILLERY SHELLS.

IVANOVNA

No ammunition delivery in two weeks. An infantry unit captured a truckload of German shells.

NADIA

Sending them back to their owners. I like it.

IVANOVNA

They're not designed for flight, anything could go wrong. But they're better than nothing... You're safer now flying liaison missions.

NADIA

Just until I can join a new crew. It's going to be weird, sitting in the front seat again.

IVANOVNA

(noticing something behind Nadia)

I have a feeling you'll enjoy being back...

NADIA

Huh?

Nadia turns, following her gaze. It's Semyon, now fully recovered. Walking up looking like the handsome devil pilot that he is. He's carrying a BOTTLE OF CHAMPAGNE.

IVANOVNA

Have fun.

With a knowing look she moves along to another plane.

NADIA

No, wait --

Too late. Ivanovna's not coming back. Semyon reaches Nadia.

SEMYON

Lieutenant Popova! I missed you at dinner last night.

She ignores him.

SEMYON (CONT'D)

If I remember correctly, you have a taste for finer things.

He presents the bottle. Veuve Clicquot 1939.

SEMYON (CONT'D)

Bought it off the Normandies. You know, Madame Clicquot made her fortune illegally shipping Champagne to Russia during the Napoleonic wars.

NADIA

(eyes still on plane)

I don't drink liquor.

SEMYON

It's not liquor. It's champagne! Everybody drinks champagne.

NADIA

Then enjoy it with everybody. I'm not in the mood for celebrating.

He stops trying to cheer her up. Two can play this game.

SEMYON

I'm transferring tomorrow.

(re: champagne)

I wanted to properly thank you for saving me.

NADIA

I did my duty. Nothing more.

SEMYON

Really...? This tired speech again? Nadia, I thought we were past this.

NADIA

You thought wrong. I apologize if I gave you any indication otherwise.

SEMYON

You're a terrible liar.

(MORE)

SEMYON (CONT'D)

(then)

The mail service is getting better.
Perhaps we could exchange letters
until we find ourselves stationed
nearby again.

NADIA

I don't want a tin can romance.

SEMYON

So you admit to there being romance?

Nadia's face hardens as she fights tears.

NADIA

What does it matter? Everyone dies
in this war.

SEMYON

... I heard about Major Raskova.
I'm sorry.

NADIA

Please, Semyon. If you care for me,
as you say you do, then go do your
duty and forget me. I can't bare
another loss.

SEMYON

(emphatic)

Write to me, Nadia. If I'm going to
die, I don't want to die alone.

NADIA

We're all alone.

Hurt more than he'd admit, Semyon sets the champagne down by
her plane.

SEMYON

Even if you never drink it, keep it
as proof that someone cared. I may
be alone, but you're not.

NADIA

Semyon, go... Go!

She moves quickly to the other side of the plane so he cannot
see her tears. But he can hear them. He wants to go to
her... But he respects her wishes and walks away.

SEMYON

Fly safe, Little Bit.

EXT. PO-2 - DAY

CLOSE ON NADIA: In the front cockpit. Tests the controls, pedals, etc.

SEMYON (V.O.)
 Navigators do make the best pilots.
 And right now, you're the best we've
 got. Give 'em hell...

Ivanovna outside. Nadia satisfied --

IVANOVNA
 I wish we had enough tar to cover
 the rip.

NADIA
 Relax. It's just a scout for
 tonight's field. I'll see you in a
 couple of hours.
 (then)
 Clear!

Ivanovna steps back...

IVANOVNA
 Clear!

The little engine sputters to life, as Ivanovna scurries to pull CHOCKS. She holds them over her head for Nadia to see. Nadia begin's to taxi --

INT. PO-2 - COCKPIT - DAY

With Nadia, as she takes off. Increasing speed, we hear a flapping noise from a RIP in the canvas covered lower wing. She eyes it as it flaps in the breeze.

NADIA
 (sotto)
 Just a scratch.

And she lifts off the field --

EXT. PO-2 - DAY

Soaring over beautiful countryside. As if the war was a million miles away.

Too soon -- Nadia's tranquility is broken by the high pitches sound of LONG RANGE ARTILLERY. A round passing DANGEROUSLY CLOSE.

We see the plane descend.

QUICK CUTS: Nadia flying over forests, between mountains... scouting for a field.

EXT. LARGE FIELD - A LITTLE LATER

From a large field, a couple RUSSIAN PEASANTS leading a cow across. They look up and we see the silhouette of Nadia's little biplane.

INT. PO-2 - COCKPIT - DAY

With Nadia, circling the field. We see the two peasants waving their hands. Nadia smiles.

EXT. LARGE FIELD - MOMENTS LATER

The peasants still waving as Nadia lines up to land. A short bounce, then a HOP, the front wheels digging into the MUDDY SURFACE. Tail raises in the air as NADIA PULLS UP, bringing the tail down, quickly slowing the plane to a stop.

The peasants rush to the plane. The first LEV (17) all elbows and ears. Next to him, scared, his sister YULIYA (15).

LEV

Comrade, you need to go... The Germans are here.

Some welcome.

NADIA

Where? How long ago?

LEV

They passed by two days ago. We think they're camped just across the mountain.

Nadia hops out. Looks at the wheels, STUCK IN MUD.

NADIA

I need two hundred meters of dry terrain to take off.

LEV

Mountain runoff keeps the fields this way until late summer.

She looks around. Snow covered mountains in the background. It'll be a while.

NADIA

We'll find a way. Are there Germans in your village?

LEV

No. We hid our animals, so nothing for them to steal but turnips.

YULIYA

(knowing)

They still took plenty.

She shares a look with Nadia. War is hard on young women.

NADIA

But now they've gone?

The kids shake their heads "yes".

NADIA (CONT'D)

Good.

(points)

That looks like a clearing under those trees. Can we get help pushing the it over?

YULIYA

I'll get Papa.

Yuliya takes off running. Lev looks at Nadia, not sure what to make of this attractive woman pilot who landed in front of him.

NADIA

I'm Nadia.

LEV

Lev. That's my sister, Yuliya.

NADIA

Thank you for your help.

LEV

This was the fourth time the Germans have come through our town. It's been hard on all of us. But especially my sister. She --

NADIA

You don't have to explain.

LEV

She listens day and night for the sounds of a tank. Whenever the partisans pass by on a motorbike, the sounds of the engine sends her running for the forest.

(then)

Are there many of you? Women flyers?

NADIA

Three regiments. Or that was the plan.

(MORE)

NADIA (CONT'D)

Now, women can join one of a dozen
air units, and two out of three
regiments have taken men as replacements.

(with pride)

Mine has stayed all women.

LEV

I can't tell you what it means to
see a woman in uniform. A woman
fighting back.

They're interrupted by Yuliya leading a group of MEN. Russian
peasants, all war torn but still warm and proud. PAVEL,
Yuliya and Lev's father, leads the pack.

YULIYA

See, Papa? A woman pilot!

PAVEL

So it is true. I read about them in
Pravda when we can get a copy smuggled
here.

(to Nadia)

You are with the 588th are you not?

She nods.

PAVEL (CONT'D)

That makes you our honored guest.

(to villagers)

Get some shovels and strong planks.

(back to Nadia)

We can move your plane. But first
let us get you something to eat.

INT. PAVEL'S HOUSE - A LITTLE LATER

A humble peasant home, but clearly full of love. There's a
fire burning and a kettle on. Pavel's wife, GALINA, sets a
BOWL OF SOUP before Nadia.

GALINA

Poor thing. What does the army feed
you?

Nadia gulps down the soup

NADIA

Nothing like this.

GALINA

Have as much as you like, my dear.
It is the least we can do.

(noticing)

And give me that uniform. I'll wash
it myself.

Nadia doesn't know how to respond. She hasn't been mothered in so long.

GALINA (CONT'D)
To argue would be rude. Be a good house guest and give it here.

Complying Nadia takes off her outer wear and hands it to Galina.

NADIA
I'm sorry to be so much trouble. If the Germans find you harboring me --

GALINA
They'll what? Sack our village, kill our animals, rape our women, and steal anything they please? My dear, we may not have much, but what we have is yours.

NADIA
I can't continue to --

GALINA
You are scared to let us show you kindness? Here, love is not our weakness. It is our strength. Because of our love we survive.

Nadia looks down at her soup, ashamed.

GALINA (CONT'D)
I'm sorry to upset you. You are fighting back for all of us. Please forgive me.

NADIA
No, no - I'm sorry. You're right--

GALINA
(calling)
-- Yuliya, fetch our guest a clean dress.
(to Nadia)
Now finish that soup.

NADIA
Yes, ma'am.

Nadia smiles and goes back to slurping soup.

EXT. LARGE FIELD - NIGHT

Nadia approaches her plane in the field. She's wearing one of Yuliya's dresses but still in her combat boots. She stands to the side, watching at Pavel and the men lay PLANKS to build a TAKE OFF RAMP for her in the mud.

It's weird to see Nadia in a dress. Pavel takes notice of her.

PAVEL

We should have it finished by morning.
We'll get you back in the sky.

NADIA

Let me help.

PAVEL

And ruin my daughter's dress? I
wouldn't hear of it.

NADIA

I didn't mean --

PAVEL

We have our job, you have yours...

He begins walking her towards the village.

PAVEL (CONT'D)

I never asked, but what brought you
here? Can you tell me?

NADIA

I was scouting a new field close to
the front. Something we can fly
from for a couple of nights.

PAVEL

You picked close to the action. But
there is higher ground just to the
South, free from runoff. The fascists
tried to occupy it, but the roads
were too steep for them.

(serious)

They camped there for weeks, waiting
for the supplies they needed to move
out. During that time, they came to
our village every night. The younger
soldiers stayed to guard camp, and
the senior ones helped themselves to
anything they wanted. And anybody.

NADIA

I'm sorry.

PAVEL

They took Yuliya with them once...

(then)

Never be sorry. You are working to
stop them.

They reach the house. He opens the door for her.

NADIA

What can I ever do to thank you?

PAVEL

Please rest and recover. Tell my children stories of your bravery. We need heroes to believe in.

(then)

We will take care of your plane.

Nadia continues down the path to the house as Pavel turns back from the plane.

EXT. PAVEL'S HOUSE - MOMENTS LATER

Yuliya's crouched over a WASH BUCKET next to a well. She's scrubbing Nadia's uniform.

NADIA

Is that mine? You shouldn't have to do that.

YULIYA

No, please. I took it from mama. I want to be the one to mend it for you.

She looks up at Nadia: hero worship. Nadia knows this look. It's the one she used to give to Marina and Taty. That's how this young girl sees her.

NADIA

Very well then. Thank you.

Nadia takes a seat on the edge of the well.

NADIA (CONT'D)

Yuliya ... Would you mind if I ask you some questions?

YULIYA

Of course not.

NADIA

You say that now, but I don't think it will be pleasant for you to recall the answers. But, Yuliya, I know you are a strong Soviet woman who will help in the fight to defeat the fascists. This is correct, yes?

YULIYA

Yes, comrade.

Nadia looks away to the fields. She doesn't want to have this conversation, but she needs the information.

NADIA

Yuliya, I know you were taken to the German camp. I need to know what you saw there.

Yuliya's face drops. Betrayed.

YULIYA

I don't like to think about that.

NADIA

You were able to infiltrate enemy lines and live to come home. Not even our bravest partisans are able to survive such a mission. You are a soviet hero, Yuliya. Now you need to complete your mission and debrief me on everything you saw and heard.

Yuliya is silent. Nadia gets up and touches her shoulder.

NADIA (CONT'D)

Back at our base do you know what the girls and I would do with the German artillery shells? We'd glue fins on them and send them right back. It feels so good to bomb the Germans with their own killing machines.

She gets right eye to eye with her, holding a piece of her uniform.

NADIA (CONT'D)

You want to honor my fighting? Take everything the Germans did do you and help me hurl it back in their faces with fiery bombs. I will make them suffer in your name.

Yuliya likes the sound of this. She kneels to the ground, getting comfy. She sets her eyes on the tree line...

YULIYA

What do you need to know?

Nadia takes out her navigator NOTEBOOK and starts to take dictation.

NADIA

When you were there, did you see any search lights?

FADE TO:

EXT. LARGE FIELD - DAWN

Pavel leads Nadia to her plane. It's been placed perfectly at the end end of a length of planks.

PAVEL

We measured it to be one hundred thirty meters. It's all the planks in the village.

NADIA

It still isn't enough. I need to clear fifty knots for any hope of taking off.

PAVEL

Is there anything else we can do? There must be a way...

NADIA

There is one, but it's very dangerous. I couldn't possibly ask you to --

PAVEL

Whatever it is, we will do it for you. You put yourself in danger for us every day.

EXT. LARGE FIELD - A LITTLE LATER

Nadia in the cockpit as the engine comes to life. Pop, pop, pop ... Along each wing, find A DOZEN VILLAGERS, pushing it back, holding the aircraft in place. Nadia REVS THE ENGINE, and raises her arm.

Closest to her on the right wing is Pavel. He smiles. Then, Nadia drops her arm, and collectively, the villagers HIT THE GROUND.

Released from it's human restraints, the little plane CATAPULTS forward.

INT. PO-2 - COCKPIT - CONTINUOUS

With Nadia, watching her instruments. At the end of the planking, a single branch sticks out of the mud. She eases back on the controls and --

EXT. LARGE FIELD - SAME

The villagers including Lev, Galina, and Yuliya, all stand and watch in awe as the little aircraft TAKES FLIGHT. She flies a circle around the field as the wave. Galina blows her a kiss. Yuliya SALUTES. Nadia returns her salute before she turns and sets a course for home.

INT. DUTY HUT - LATER

Olga sits at the desk, another star on her shoulder. She's been promoted. Guillaume flirts with her across the desk. They are still an item. Nadia enters, excited.

GUILLAUME

She lives!

OLGA

Nadia! Guillaume and I were worried sick about you. Don't you dare do that to us again.

NADIA

Listen to you, one promotion and your sound like a mother hen.

OLGA

That's Captain Mother Hen to you.

NADIA

(to Guillaume)

You find this attractive in a woman?

GUILLAUME

I find this woman attractive.

He winks at Olga. She bites her lip in return. He's suave, she's no nonsense. It works.

NADIA

You two are gross.

GUILLAUME

You are only bitter because there is no sweetness in your life.

NADIA

Huh?

OLGA

Forgive his Frenchness. What my beloved means to say is that we need to get you a boyfriend.

GUILLAUME

What type do you like? Luc is tall and strong, Jean is very funny, and Marc can cook worthy of Tour D'Argent. Falling in love with him will make you fat and happy.

NADIA

Ah but Guillaume, I have something much better than a boyfriend.

(MORE)

NADIA (CONT'D)

(off her look)

A plan to take out the fascists. I took shelter with some villagers last night, and one of them had been inside the German camp. I know their defenses.

OLGA

Who walks into a German camp and walks out?

(off her silence)

And you trust him?

NADIA

Her. And I do. She didn't go there by choice.

INT. DUTY HUT - LATER

Thirty air crews face Nadia. As we pan across the faces of the regiment, we see that over half of them are new. Younger. Still doe-eyed. Nadia now speaks as the expert.

NADIA

The fascists have arranged their air defense in three concentric circles of spotlights with heavy machine guns. But in that, there is a vulnerability.

She makes eye contact with each of the new faces.

NADIA (CONT'D)

As the veterans raid our lands, the guns and lights are crewed by young, inexperienced soldiers. And they do not have communications with each other. That means they will aim at the biggest, loudest target there is.

She takes two model aircraft from the desk, holding them up.

NADIA (CONT'D)

We will fly in pairs. One aircraft will fly with their engine on to draw enemy fire, while the other glides in from downwind to deliver her ordinance. Then, you switch.

She catches the eye of a YOUNG PILOT, DARYA BELYAKOVA (18) - Scared shitless.

NADIA (CONT'D)

Comrade Belyakova, is there a problem?

DARYA
You want me to draw fire from the
enemy? Unarmed? ... Ma'am

NADIA
Yes.

DARYA
But I'll die.

NADIA
No. It can be harrowing, but you
will face your fear and survive.
Trust your instruments and your
training.
(then)
I will fly as your navigator tonight.
Any questions?

Across the room, nobody moves. A look between Darya and her usual navigator SOFIA. Some younger pilots in awe of Nadia, much as she was of Raskova earlier on. Nadia politely steps aside for Olga to speak.

OLGA
We will launch pairs at ten minute
intervals beginning tonight. Adjust
if necessary after the first wave.

EXT. PO-2 - NIGHT

Darya in the front, Nadia behind.

NADIA
Approaching the target area. Come
left ten degrees.

EXT. PO-2 - COCKPIT - SAME

With Nadia, scanning the ground below.

NADIA
Lieutenant Borovichenka should be in
position by now. Increase power and
get ready to maneuver.
(a long beat)
It's okay Darya. You can do this.
I trust you with my life.

With that, we hear the ENGINE ROAR TO FULL POWER. A moment later, MACHINE GUN FIRE (Will continue throughout).

NADIA (CONT'D)
Coming from port side, break right!

And we feel the plane break HARD RIGHT --

DARYA (O.S.)
See it. More coming from forward.
Going to dive.

NADIA
You know what to do.

And with that, the plane goes into a STEEP DIVE. The ground approaching at 50 feet a second...

We see the back of Darya moving as she throws the stick from one side to another, the horizon spinning fast, tracers struggling to catch us as --

TAT TAT TAT

We see the canvas flapping, a tear in the fuselage. The wind WHISTLES as it passes through.

EXT. PO-2 - SAME

The shooting continues.

NADIA
Can you still maneuver?

DARYA
I think.

NADIA
Keep at it.

More heavy turns, rolls, tight maneuvers --

NADIA (CONT'D)
I'll tell you if the damage increases.

They're interrupted by the sound of explosions. BOOM BOOM BOOM... BOOM BOOM BOOM...

INT. PO-2 - COCKPIT - SAME

WITH NADIA --

NADIA
Descend and let's get out of range.

We feel the plane accelerate, descend... Nadia sets a stop watch for 60 seconds.

A few seconds later, the shooting begins to dissipate.

NADIA (CONT'D)
Come to two one zero, and we will
attack from the south.

DARYA (O.S.)
We're still going to attack? But
ma'am, we took fire...

NADIA
Lieutenant Borovichenka is going to
run the gauntlet for us. I've known
Olga for two years. Unless she hears
our bombs detonate, she will not
leave until one of us gets shot
down... Now come to two one zero...

FADE TO:

EXT. FLIGHT LINE - DAWN

As the sun begins to peak from the trees, we see two planes
land in short formation. On the ground, maintenance crews
begin to work as pilots walk from their aircraft.

Nadia and Olga walk towards the duty hut.

OLGA
Your friend was telling the truth.
Zero losses tonight.

NADIA
Then it was a successful night.

OLGA
I was thinking of having you fly
permanently with Darya.

NADIA
What about her navigator?

OLGA
Sofia is talented, but does not have
the confidence of you.

NADIA
Who would have thought I'd be the
confident one?

OLGA
Look around my dear. We are the
seasoned veterans now.

Fuck. She's right. Nadia looks around her...

NADIA
I will help Darya gain trust in
herself. But soon, she will have to
take the responsibility for her
aircraft and crew... and that can
only be learned with someone her age
in the aft cockpit.

They're interrupted by a YOUNG MALE PILOT, barely 20.

YOUNG MALE PILOT
(salutes)
Excuse me, Lieutenant Popova?

NADIA
Yes?

YOUNG MALE PILOT
Captain Kharlamov asked that I give
this to you.

OLGA
Captain Kharlamov? Are you exchanging
letters? Nadia, you little liar.
You said you didn't have a boyfrien--

NADIA
I don't!

Olga recoils. Nadia's never snapped like that. The male pilot holds out a LETTER to Nadia. She doesn't take it. She's about to speak but stops short... something isn't right.

YOUNG MALE PILOT
He led a mission yesterday against a
columns of hun tanks when our forces
were attacked by enemy fighters.
(then)
He said if anything happened to him,
I was to deliver this to you.

He keeps holding it out to her. Nadia stares at it, heartbreaking.

OLGA
Nadia... Oh, I'm so sorry... I don't
know what to say.

NADIA
Then say nothing.

Finally, she takes it.

INT. STONE STRUCTURE - A LITTLE LATER

Nadia enters the stone building used as pilots' quarters. The same cots, the same few decorations taken from camp to camp. Some of the same pilots she remembered, many new, as she walks to the corner, collapses on her cot, and stares at the envelope. In perfect handwriting:

"Lieutenant Nadia Popova"

She exhales deeply and wills herself to open it. As she reads, she hears his voice...

SEMYON (V.O.)

My Dearest Nadia, Little Bit, I know you don't want a tin-can romance but if you are reading this letter I have not returned from my mission. Knowing this, please forgive my disregard for your wishes to not exchange letters, and kindly indulge a dying man his last request...

FLASHBACK MONTAGE as the VO continues: Semyon as Nadia remembers him: in the hospital cot, on the walk, making her laugh, flashing a smile, nose to nose in the tent...

SEMYON (V.O.) (CONT'D)

Men think of a retreat as symbol of defeat. But on our march back I found, in you, my greatest fighting strength. I've never felt so connected with another person. When I told you I wasn't the marrying kind, I lied. I would have married you. When things got bad out here, I found myself imagining our life together after the war. I'd like to believe, that under difference circumstances, you would have felt the same way. I know the war has made you cold. I'm sorry I was not able to warm your heart. I hope it thaws in time as you go on to survive and live a long and happy life.
Love, Semyon.

For the first time Nadia allows herself to feel her feeling for Semyon. She deeply weeps and grieves. Then, she takes the letter, folds it neatly, and opens her footlocker. She puts it at the bottom, next to the CHAMPAGNE BOTTLE. Lays back down on the bed, and closes her eyes.

FADE TO:

EXT. FLIGHT LINE - SUNSET

Nadia under the wing of her PO-2, chalking messages on the newly installed bombs (German shells with fins.) "Petra", "Katya", "Taty", "Marina", "Semyon", "Yuliya". Next to Katya's, she finishing drawing a flower.

DARYA (O.S.)

Did you get the mission briefing, lieutenant? We're second up tonight.

Nadia looks up to see Darya, a bit more confidence in her step, fast approaching. Nadia holds up an envelope.

NADIA

Got it. Start up your checks, I'll
just be a moment.

She takes her chalk, and under Taty's name, writes:

"Suck my cock, Nazi bitches!"

She steps back, satisfied with her work. A moment of silence
to honor her loved ones. Then we follow her as she slips
around and climbs into the plane.

PRELAP: We hear the engine start.

EXT. PO-2 IN FLIGHT - THAT NIGHT

A sliver of moon illuminates the plane against the dark sky,
as we hear the distinctive POP POP POP of the engine.

NADIA

Come left thirty degrees.

DARYA

Copy.

The plane banks to the left.

NADIA

You should see a railway line just
ahead.

INT. PO-2 - COCKPIT - SAME

Flying with Nadia --

DARYA (O.S.)

I see it.

NADIA

Follow that northwest, there's a
junction just ahead. The fascists
are running out of food and petrol,
and intelligence reports they have a
supply train headed this way tomorrow.

DARYA (O.S.)

Any reports on defenses?

NADIA

Light. Small arms mostly. They
don't want to use their limited fuel
to move equipment back.

DARYA (O.S.)

So that's why the long flight.

NADIA

Exactly.

Nadia stands, peers up over the cockpit. Her hair, now grown out a bit, sticks out from her helmet and gets tossed in the slipstream. She's looking at how the trees are swaying.

NADIA (CONT'D)

Wind coming from the north. I think this is downwind enough to cut our engine.

DARYA (O.S.)

Understood. Coming up to five hundred...

We feel the plane RISE, seeing it climb to 500 on Nadia's instruments. A moment later, the engine CUTS. Now silence.

NADIA

You see it?

DARYA (O.S.)

I think. About 800 meters.

Nadia reaches into her side compartment for TWO PARACHUTE FLARES. Takes them out, preps... still eerily silent.

NADIA

Ready with the flares.

DARYA (O.S.)

Now's as good a time as any.

Nadia drops FLARES over the side, bathing the ground below in light.

NADIA

I have visual. Come left a bit... bit more... ready to start engine... and, NOW.

She pulls the release.

EXT. PO-2 - UNDER THE WINGS

We see the six small memorial BOMBS Nadia painted fall from the aircraft.

A moment later, the sound of the ENGINE SPUTTERING TO LIFE.

EXT. GROUND BELOW - SAME

We see the bombs EXPLODE, one at a time...

NADIA (O.S.)

Miss... miss... hit! Hit! Hit...

But she's interrupted by the sound of RIFLES. Small arms fire.

INT. PO-2 - COCKPIT - SAME

Flying with Nadia as she ducks back in --

NADIA
Good flying, my lady! At least three
direct scores.

Looking at her instruments, we see the ALTITUDE IS FALLING.

NADIA (CONT'D)
Darya, pull up. Let's keep it here
until we clear the area.

No response.

NADIA (CONT'D)
Darya?

She looks back over the cockpit. The ground now getting
closer, Darya SLUMPED OVER THE CONTROLS -- Pushing them
FORWARD (DOWN) with her body weight.

NADIA (CONT'D)
Darya!

Nadia pulls her own controls back HARD. Nothing... the plane
still descending. She needs Darya's stick free to control
the plane. FUCK.

Nadia stands up, pulls back on Darya's collar with her right
hand, leans back and grabs her controls with her left. Darya's
head hangs LIMP ON HER NECK.

NADIA (CONT'D)
I've got you. Stay with me.

The plane levels out. Nadia reaches the throttle to increase
speed as DARYA'S BODY SLUMPS FORWARD. The throttle and
Nadia's hand are now covered in BLOOD.

NADIA (CONT'D)
No, no, no, no...

She tries feeling on Darya's neck for a pulse. Too hard to
tell. If she let's go of Darya or the controls the plane
will crash. The ground again getting closer as the firing
fades in the distance.

She pulls back on Darya's collar again. The plane keeps
descending. Nadia pulls harder, and we hear CLOTHING RIP.
As the plane slowly pulls up.

NADIA (CONT'D)
We have this. Hold on a little
longer. I'll getting you home.
(MORE)

NADIA (CONT'D)

(sotto)

Sixty two miles from base, with the enemy tied up along the Volga. Come south, slowly turn...

Still holding Darya in one hand, the controls in the other, we see her KICK THE RUDDER PEDALS HARD RIGHT.

EXT. PO-2 - SAME

Now outside, the plane slowly turns, as we see Nadia hunched over to the front cockpit... we stay here a moment until it levels out...

INT. PO-2 - A LITTLE LATER

Flying with Nadia, her arms outstretched and turning blue.

NADIA

(sotto)

Landing checklist. Come in from the south, planes launching go north. Lights on.

She looks at the LANDING LIGHT SWITCH. Tries to BUMP IT with her knee. Misses. Tries again. Still nothing. Quickly LETS GO OF THE CONTROLS, flips the switch as the PLANE BEGINS TO ROLL.

Grabs the controls with her free hand and steadies the aircraft. Looking around, now the field in sight, small OIL DRUMS burning to mark the landing area.

NADIA (CONT'D)

(sotto)

Right rudder, light ailerons. Ease the stick... power back.

She kicks the throttle to idle with her leg, ALMOST FALLS. Has to re-steady herself in this awkward pose.

NADIA (CONT'D)

(sotto)

More pedal, lining up...

EXT. PO-2 - UNDER THE WINGS - SAME

Surrounded by empty bomb racks, we're with the FIXED LANDING GEAR. Unsteady, wobbling side to side, coming toward the ground at SEVENTY MILES AN HOUR.

EXT. PO-2 - SAME

Outside the aircraft, Nadia hunched over, trying to make course corrections as the aircraft SLAMS INTO THE GRASSY FIELD.

A BUMP. It slams down again...

INT. PO-2 - COCKPIT - SAME

With Nadia, as she RELEASES Darya's collar... uses her free hand to CUT THE THROTTLE and FALLS INTO HER SEAT. The plane quickly decelerates, controls pushing it towards the ground, Nadia she uses the pedals to drive it off the flight line.

A long moment as she gives herself time to breathe. Silence interrupted as GROUND CREW quickly arrive at the aircraft.

We stay with Nadia as she waves off help. Mechanics, armorers, and medics pull Darya out of the plane and put her on a STRETCHER. As they begin to work on Darya, we stay in the plane with Nadia ... Everything around us blurs as we push in on our hero. Exhausted, adrenaline pumping, but in a state of calm. The calm that saved their lives.

FADE TO:

EXT. AIR FIELD - A COUPLE WEEKS LATER

All 200 women of the 588th regiment lined up, 30 planes behind them, NADIA front and center. Facing her is the GENERAL from earlier. His aide, citation in hand, speaks --

GENERAL'S AIDE

By order of the Presidium of the Supreme Soviet, the badge and title of Hero of the Soviet Union is awarded to Senior Lieutenant Nadia Popova, 588th Night Bomber squadron for...

As he continues to read, the General speaks quietly with Nadia. Fatherly.

GENERAL

What's wrong, Nadia?

NADIA

Nothing, sir. It is my great honor to be here.

GENERAL

This is not the first award for valor I've presented. And I've earned my share of honors as well.

(re: his medals)

I know more than most, medals are reminders of bad days.

(then)

But, look around you. You are a hero to these women, as Major Raskova was to you.

This hits home for Nadia.

GENERAL (CONT'D)

Did you ever see her display sadness?
They need to see your pride,
patriotism, and courage. Now you
are a symbol of the Soviet Union,
just as she was before you.

Nadia cuts her eyes to find: Darya watching from a wheelchair.
Beaming up with the same look Nadia used to give Raskova.
The General is right.

Nadia straightens up and puts on a hero face.

NADIA

I will do my best to be worthy of
this decoration.

GENERAL

I'm sure you will.

The Aide, now finished speaking, hands the General the award.
IDENTICAL TO THE ONE WE'VE SEEN ON MARINA RASKOVA. He pins
it onto Nadia's tunic.

GENERAL (CONT'D)

(quietly)

Many people will say that becoming a
Hero of the Soviet Union is a reward
for past actions. But it really is
a statement of trust we have in your
future.

The general begins to politely applaud. The girls follow -
but not as polite. They're happy for Nadia. She has become
the new Marina Raskova.

The general nods to OLGA.

OLGA

Regiment, dismissed!

The girls FLOOD AROUND NADIA.

NADIA POV: Looking around, everybody is a new 18-year-old
kid. They all want to shake her hand, pat her on the back,
bask in her heroic energy...

And from a wide shot of her surrounded by hundreds of admiring
fans, we --

CUT TO:

INT. DUTY HUT - COMMANDER'S OFFICE - LATER

Olga, regimental commander, at the desk. She does paperwork
as Guillaume sits to one side. Both have COFFEE CUPS OF
CHARTREUSE, the bottle nearby.

Nadia enters.

NADIA
Trouble you for one?

Guillaume pours into an empty cup.

OLGA
I thought you didn't drink.

NADIA
I don't.

GUILLAUME
I'll make it a double.

He pours for her as she sits on the desk. Olga raises her mug in a toast.

OLGA
(teasing)
All hail the new hero of the Soviet Union!

NADIA
Please, don't. No more of that.

GUILLAUME
It sounds like this is just the beginning. I read somewhere this award means they build a statue in your hometown.

NADIA
That's the last thing Shabanovka needs, a giant statue of its farm girl who ran off to war.

OLGA
We all begin as a nobody from nowhere. But heroes and legends all have to start somewhere. Look how far you've come.

NADIA
It should have been Taty.

OLGA
(good natured)
Probably.

NADIA
Hey!

OLGA

But I know she'd be pleased that
it's you. She'd take all the credit
for how well you turned out.

(then)

She'd be so proud of you.

NADIA

Thank you.

GUILLAUME

I'll drink to that.

He tops off their drinks, all three cheers again.

NADIA

If I must drink again, it will be to
you, Miss Regiment Commander.

OLGA

Three years, 850 night attacks, now
we're halfway across Poland... and
Somehow I'm in charge.

GUILLAUME

I remember the night I first met you
both. So shy--

NADIA

So hungry.

GUILLAUME

Afraid to take a sip of Champagne.

OLGA

If I remember correctly my courage
came through quite nicely that night.
I don't remember you complaining.

GUILLAUME

I don't recall you complaining either.

They're cute. It's gross. But Nadia doesn't mind.

GUILLAUME (CONT'D)

Nadia, my long suffering pillar of
virtue. When will you let me set
you up with a handsome Frenchman?

NADIA

I would not wish my romantic company
on your worst enemy, Guillaume.

OLGA

Give it up, she's hopeless.

GUILLAUME

She's not hopeless, she's stubborn.

NADIA

"She's" right here. Stop talking over me like a child. You want a baby, go make one.

They share a knowing look.

OLGA

Perhaps after the war. This is no time to bring a child into the world.

NADIA

Ah ha. So you understand my position. Romantic endeavors are like children... Things you have to love and care for. Things you protect.

Olga and Guillaume are still and quiet, this is a side of Nadia they haven't seen.

NADIA (CONT'D)

I could have loved someone, perhaps I did love him. He loved me. But I couldn't bare to bring our love into the world under the shadow of this war ... and the death it brings. Perhaps I was wrong to not enjoy our time together while I could. But he's dead now and we'll never know. My heart went with him to his grave.
(then)
So, no Guillaume, I don't want a boyfriend.

Heavy silence. Nadia backs off. Raises her glass.

NADIA (CONT'D)

And now I know why people drink.

She raises her mug again. The tension is broken. They all drink to that.

GUILLAUME

À voter santé!

INT. BARRACKS TENT - A LITTLE LATER

Nadia enters, feeling the chartreuse and ready for bed. As she walks down the rows of cots everyone's asleep, but one CANDLE is still lit. It's SOFIA, Darya's navigator. Burning the midnight oil.

NADIA

Sofia, why are you still awake?

Sofia snaps to attention.

SOFIA
Lieutenant Popova...

NADIA
You can sit down, we only stand on
ceremony when the brass visits.

She does. Nadia sits on a cot across from her.

SOFIA
The regimental commander has me
filling in on a flight tomorrow. My
first time in the air in over two
weeks.

(then)
If it had been me up there instead
of you when Darya got shot... I
couldn't have done what you did. My
pilot, the plane, and me... We'd all
have burned in the crash.

Nadia picks up her charts, taking them from Sofia.

NADIA
Suwalki railroad networks. How long
have you studied these?

SOFIA
Since we began operations here.

NADIA
When did you last sleep?

SOFIA
(with pride)
It's been a while.

NADIA
It shows.

This stings Sofia. Not the compliment she was expecting.

NADIA (CONT'D)
The great Marina Roskova worked
herself night and day, never taking
time for herself or resting. Her
sleep deprivation led to a formation
of three new aircraft flying into
the side of a mountain.

This sobers up both of them. Nadia just spoke ill of a
revered Soviet hero.

NADIA (CONT'D)
Trust your instincts and training.
If either myself or the regimental
commander believe you need more time
to study, we will assign it.

She stands up and pats the bed, motioning for Sofia to lay down. Grateful, the younger girl does.

NADIA (CONT'D)

You want to know how I saved Darya and the plane? I was in a bad situation and I didn't want to die. Heroism comes when it is required.

(then)

Until then, taking care of yourself is taken care of the motherland.

SOFIA

(sincerely)

Thank you, Lieutenant Popova.

NADIA

(blowing out candle)

Good night, Sofia.

Nadia continues on to her cot, plops down, and let's sleep take her...

FADE TO:

EXT. AIRFIELD - EARLY EVENING

The thirty planes being loaded, and tested before the evenings flights. This far into the war, a well oiled machine.

Nadia walks between, helping out as necessary. Her job now is more for morale than flying, and she knows it. A YOUNG FEMALE PILOT rushes to her, and salutes.

YOUNG FEMALE PILOT

Lieutenant, the Regimental Commander requests a moment of your time.

NADIA

Lead the way...

She pats the Young Pilot on the shoulder as they walk towards the Duty Hut...

INT. DUTY HUT - MOMENT LATER

Nadia walks in to find Olga at her desk. Guillaume naps on a cot in the corner.

NADIA

Who said the French can hold their liquor?

OLGA

(with affection)

In Guillaume's defense, his regiment helped to liberate a local distillery. The locals were very appreciative.

NADIA

Clearly. Now I must ask, what have I done to warrant a summons from the esteemed regimental commander.

Olga leans over her desk, a twinkle in her eyes.

OLGA

I have a mission for you.

NADIA

Why are you looking at me like that? Should I be worried?

OLGA

With your pilot out of commission, I need you for one last liaison flight. The 462nd lost it's commander two days ago. His replacement is here and needs a lift to Alytus. I'm off mission tonight, so you can use my aircraft.

(then)

Find your passenger in the quartermasters tent. It will be good for you to get in the cockpit again.

NADIA

I don't know why you're making such a fuss over a transport run.

OLGA

Who says I'm making a fuss?

NADIA

Just know I'm on to you, my dear Captain. No matter how enjoyable it is to fly in a clean aircraft, I know that look.

She jokingly clicks her heels together and salutes.

INT. QUARTERMASTERS TENT - MOMENTS LATER

Busy supply tent. Loud. Leather helmets, flight goggles, engine parts all the gear pilots and mechanics could ever need. Lots of people in and out.

Nadia's one of them. She's looking for her passenger. In the back a pilot is getting outfitted with FLIGHT GEAR, his back to us.

NADIA

(joking)

All board for Alytus!

She scans the group for a response. Nothing.

MALE VOICE (O.S.)
These goggles feel small to me.
Could I trouble you for another pair?

Nadia freezes. She recognizes that voice... She looks around. She must be hearing things. She shakes it off.

NADIA
(louder)
Passenger for Alytus?

Nothing. Frustrated, she walks out.

EXT. FLIGHT LINE - EVENING - MOMENTS LATER

Nadia does the preflight check on her plane. Looks at her watch. Where is this guy?

Then from the horizon line, a MAN'S SILHOUETTE approaches. A small limp in his step, but standing tall.

NADIA
(sotto)
About time. Let's go buddy...

Covers her eyes with her hand to get a better view of him.

She squints. Her eyes must be playing tricks on her. She bolts to the far side of the plane.

NADIA (CONT'D)
(sotto)
Get it together, Popova.

Deep breathes. One, two, three.. She walks back to the front of the plane. She looks again. He's not even a hundred feet from her. Clear as day: It's SEMYON.

Nadia lets out a scream and SPRINTS towards him.

Tears erupting down her cheeks she barrels into him full speed. Her tiny legs and heavy boots fly up in the air as she wraps her strong arms around his neck. He locks his arms around her waist. He's got her. She pulls her face back to meet his.

NADIA (CONT'D)
You're supposed to be dead.

SEMYON
Are you disappointed?

NADIA
I got your letter... You were dead.

SEMYON

I bailed out after my wingman lost sight. That makes four crashed Sturmovik's for me, one more and I become a German Ace!

NADIA

Don't get any ideas...

SEMYON

I spent two weeks behind enemy lines. It was cold, but I figured if Little Bit could do it then anyone can. Even this hot shot fly boy.

NADIA

This isn't supposed to happen... I'm not supposed to get you back. War time pilots don't get happy endings.

SEMYON

This one does. And I'm not going to waste it on tears.

NADIA

I'm not shuttling you to Alytus. I'm not letting you out of my sight.

SEMYON

None of that, Little Bit. The war isn't over yet. And we are flying daily missions supporting the infantry as they close on Berlin.

She thinks this over, studying him

NADIA

If you get yourself killed again, I'll never forgive you.

They KISS.

SEMYON

Aircraft ready?

Nadia narrows her eyes. She's got an idea.

NADIA

Almost. But for an esteemed regimental commander, perhaps you need the refresher.

She pushes the logbook into him... then...

NADIA (CONT'D)

Be right back.

She tears off down the flight line. He watches her go, confused but happy. That's his girl.

PRELAP: The sound of the PROPELLER revving up.

EXT. PO-2 - COCKPIT - SUNSET - MOMENTS LATER

They are taxing into take off position. Nadia's in the front seat, Semyon behind.

SEMYON

What was it you needed to get?

NADIA

You'll see when we're in the air.

SEMYON

It better be good. I got a grease stain on my tunic from finishing your preflight.

Off to one side, Ivanovna gives the signal, and Nadia takes the plane to FULL SPEED. A moment later, the tailwheel lifts, and she eases back on the controls, brining them aloft --

SEMYON (CONT'D)

Well?

NADIA

Not yet. It's an hour and half flying my dearest, what's the hurry?

EXT. SKY - EVENING

As the sun sets over the mountains.

NADIA

(playful)

So how was it? Your latest time down behind enemy lines.

(then)

Did you think of me often?

SEMYON

There wasn't much else to do.

An eye roll from Nadia.

NADIA

So romantic.

(then)

Are you ready for your surprise?

SEMYON

Coming from you? Depends what it is.

NADIA

That defeats the point of it being a surprise.

(then)

Check your emergency kit.

INT. PO-2 - REAR COCKPIT - SAME

With Semyon, as he reaches down to his feet and pulls the EMERGENCY KIT out from under his feet. Already he feels the weight. Opens it up and finds --

A bottle of VEUVE CLICQUOT 1939. She kept it all this time.

SEMYON

You could have chilled it.

NADIA

You could have let me know you weren't dead.

(then)

Level at two thousand, coming north...

Once they level off, Semyon starts to peel back the foil on the cork.

NADIA (CONT'D)

What are you doing?

SEMYON

What does it look like?

NADIA

That's for when we *land*.

SEMYON

Are you so sure about that, my love?

POP! The cork goes flying and a beautiful SPRAY OF BUBBLES goes up and back in the wind.

EXT. PO-2 - SKY - CONTINUOUS

The silhouette of their little plane and champagne tail. It's charming.

SEMYON

Vive la France!

INT. PO-2 - SKY - CONTINUOUS

He takes a swig then passes it up to Nadia.

NADIA

You're just like Olga. You've been around the French too much.

SEMYON
She still with that Normandie?

NADIA
They go everywhere together.

SEMYON
And that is a bad thing?

NADIA
Annoying if you are near. But over these past few months, my dear Semyon, I have learned a valuable lesson from her. It's much easier to love someone, to feel safe, and connect... when you're winning the war!

She takes the bottle and drinks to that.

SEMYON
And my near death experience?

NADIA
Can't happen again, lest you actually become a fascist ace.

She takes a long drink. Damn that's good.

NADIA (CONT'D)
Want to have some fun?

EXT. PO-2 - SKY - CONTINUOUS

She puts the plane into a steep DIVE. Like a roller-coaster. The scream with delight. Trees below getting closer, larger as --

SEMYON
Pull up, pull up --

NADIA
So soon?

She waits a full three seconds, then pulls the controls back with all her strength. They scream with delight again.

As Semyon catches his breath --

SEMYON
That was close.

NADIA
But you are in the hands of an expert. German night fighters loved to attack us from below. Solution: Fly our missions a mere ten meters off the ground.

SEMYON
I have another idea.

NADIA
Yes?

SEMYON
Pass control to me?

NADIA
Pass me the Champagne!

They trade off. Semyon rolls the plane ON IT'S BACK as they glide over a picturesque LAKE. Their REFLECTION is mirrored perfectly. A stunning image.

EXT. EVENING SKY - PO-2 - CONTINUOUS

Upside down, Nadia's got her hand plugging the bottle. She watches the sky reflected in the lake and it whizzes by below her. She's blissfully buzzed... the world is upside down but she's at peace in it.

Pull focus to Semyon, seated behind her. He keeps his eye on the plane but also watches her. He's happy she's happy. He's in love.

EXT. PO-2 - REAR COCKPIT - CONTINUOUS

Flying with SEMYON --

As they clear the lake he rolls the plane right side up and passes control back to Nadia.

SEMYON
Bottle to me, please!

EXT. PO-2 - FRONT COCKPIT - CONTINUOUS

With Nadia, tipsy and on an adrenaline high --

She turns and hands the bottle back. Takes a moment to look around, leans back...

NADIA
Semyon? ... I think I love you. I think I always have.

SEMYON
Oh good. This would be really awkward if you didn't.

NADIA
You're supposed to say you love me too.

SEMYON
I said it first in my letter!

NADIA
That was a letter, this is now.

SEMYON
So demanding, Little Bit.

Out of habit, Nadia looks forward and scans her instruments. The altitude falling dangerously fast. Looking up, the plane IN A DIVE!

NADIA
SEMYON! Watch it!

Nadia pulls back hard. Instantly sobering.

NADIA (CONT'D)
Did you not have the controls?

SEMYON
I thought you put altitude control on this thing.

NADIA
The Po-2 doesn't have altitude control.

SEMYON
Still?

They both laugh nervously. They could have died.

NADIA
I have the controls. No reason for your regiment to lose two commanders in one week.

SEMYON
(then)
After everything I've been through, for it to end here...

NADIA
We're still thirty kilometers out. Perhaps you should destroy the evidence before anyone takes notice.

SEMYON
Done and done.

He downs the rest of the bottle, then a moment before he holds it over the side of the plane and DROPS IT.

SEMYON (CONT'D)
Mission success.

They laugh again. This was dangerous, reckless, romantic and entirely too much fun.

EXT. ALYTUS BASE - LANDING FIELD

Concrete runway. Modern YAK fighters, IL-2 ATTACK AIRCRAFT, and PE-2 multi-engine bombers line the tarmac as the tiny Po-2 slowly sets down in the middle of the runway.

EXT. PO-2 - FRONT COCKPIT - MOMENTS LATER

As Nadia taxis the aircraft...

NADIA

We have to be serious now. If the political officer find you arriving with alcohol on your breath...

SEMYON

(looking around)

They don't seem to be acting too serious.

He's right. There's a large group of OFFICERS fast approaching. Our pilots comically stiffen up and put on serious faces.

POLITICAL OFFICER

Comrades! Welcome!

The rest of the group CHEERS behind him. This is not the greeting our two were expecting. As they get closer, we see the Political Offer is waving a bottle of VODKA.

RUSSIAN OFFICER

Drink with us! His Furer has saved us all much time and trouble by offing himself!

On Nadia: Everything spins around her.

NADIA

The war is over?

POLITICAL OFFICER

The Germans are still negotiating for a surrender.

RUSSIAN OFFICER

Not that it will help, with our artillery firing into The Reichstag!

Laughter and cheers from the crowd. They drink to that! Nadia looks at Semyon...

NADIA

We almost got ourselves killed, in a transport, on the last day of the war...

SEMYON

We are idiots.

They laugh and KISS. Someone interrupts them shoving a VODKA bottle in Semyon's hand. He takes a drink, passes to Nadia, she does the same. Makes a face... still not used to Vodka. They go back to kissing.

Nadia pulls Semyon back into the COCKPIT. They're going to need a minute...

We go wide as the celebration continues into the night...

INT. COCKPIT - LATER

Nadia and Semyon are curled up together in the tiny space. Clothes half on, half ripped off, they are content and exhausted in each other's arms.

Semyon traces his fingertips on Nadia's arm.

NADIA

What now... Where do we go?

SEMYON

Berlin.

NADIA

Berlin?

SEMYON

(with conviction)

Berlin. We fought hard to get here.
We have right to see.

(then)

I'm a regimental commander.
Supposedly this means I have a car.

NADIA

Berlin it is...

She tucks her head on his shoulder as he kisses her forehead. For now, Berlin can wait.

FADE TO:

EXT. BERLIN - SUNRISE - LATER

Semyon and Nadia in the back seat of his STAFF CAR. Each looking out the window at the BOMBED OUT RUINS.

SHELL SHOCKED CIVILIANS scavenging for food. Drunken Russian soldiers looking for women, occasional police check points. Prisoners lined up, headed for fates unknown.

The sober realities of war. They silently take it all in.

Confronted with bombed out concrete blocking the road, it's obvious they can go no further. They exit the car...

SEMYON

(to driver)

We'll be back in an hour.

He holds her arm as they walk through the ruined city.

QUICK CUTS: As they take in what was once the capitol of an empire that nearly killed them. Getting closer to city center until they finally reach --

EXT. BERLIN - REICHSTAG BUILDING

Wandering up to what's left of the Reichstag building. They look so small in it's shadow. But they are it's conquerors.

Huge Swastikas crumbling from the battle that so obviously took place right where they are now standing... They look at each other. What to do?

Nadia gets a mischievous grin. She digs a PENCIL out of her pocket.

Walking right up the wall, she SIGNS HER NAME on the building. Semyon nods with approval. That feels right. He takes the pencil and does the same. Side by side, they step back to admire their work.

Soon, a RUSSIAN SOLDIER walks up with FRIENDS. He sees what they've done. Without saying a word, Semyon hands him the pencil. He signs. And then another comes to do the same.

As we pull out, we see hundreds of RUSSIAN SOLDIERS, all signing their name to this building where the war began.

On Nadia and Semyon. They hold hands while watching the little ceremony they started. She looks up at him.

NADIA

Anyways, lets get married.

Big grin from Semyon. Big grin from Nadia. KISS.

FADE TO: BLACK

TEXT ON SCREEN:

And they did. They stayed married until Semyon died in 1990.

FADE TO:

"Sometimes, on a dark night, I will stand outside my home and peer into the sky, the wind tugging at my hair. I stare at the blackness and I close my eyes, and I imagine myself once more a young girl, up there in my little bomber. And I ask myself, "'Nadia - how did you do it?'"

-Nadia Popova. 588th Night Bomber Regiment.

FADE OUT.