

OVERLORD

Written by

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Bad Robot
Paramount Pictures
Producer - J.J. Abrams
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FADE IN... on a 16 mm. FILM PROJECTOR, circa 1944. We are:

INT. FIELD TENT - LOCATION UNKNOWN - EVENING (JUNE, 1944)

US ARMY MAJOR FURNISS mans the projector as he briefs 100 UNIFORMED MEN - Sergeants, Lieutenants - in a FIELD TENT:

MAJOR FURNISS

Gentlemen. The footage you're about to see was intercepted on its way to Berlin, intended for Himmler. Command is giving it highest priority.

Film feeds through the projector, then on to a screen--

ON THE SCREEN - *We see a large LAB, location unknown. Facing the camera MOS is DOCTOR HUGO BRUEL: 50, beaming proudly.*

MAJOR FURNISS (CONT'D)

The doctor and his subjects are unknown. G-2 believes the lab is somewhere in Normandy.

ON THE SCREEN - *Behind Bruel is a row of NAKED HUMAN SUBJECTS on HOSPITAL BEDS. Bruel, syringe in hand, approaches one--*

REVERSE TO FURNISS' MEN - watching... as *something on the screen shocks* them. We drift along the rows in this tent, face after face - American soldiers, aghast, sickened. Then:

We land on SERGEANT GUY RENSIN. He's a Jumpmaster, leather-tough, unflappable. But even he is tightening as he watches that screen - has to swallow hard to keep from gagging.

MAJOR FURNISS (CONT'D)

Your men needn't know about this; liberating France is burden enough. But if you find that lab tonight, Command wants it and all of its assets SEIZED, including the Doctor.

We PUSH IN ON RENSIN - disgust on his face - as:

MAJOR FURNISS (CONT'D)

His "experiment" could damn well mean our losing this war. And maybe the free world.

The 16 mm. film runs out. Rensin nods soberly. We CUT TO:

Darkness. Silence. An uncomfortable stillness...

Then *the sound of BOOTS on gravel* - as we SMASH TO:

EXT. AIRFIELD - DEVONSHIRE, ENGLAND - NIGHT (JUNE, 1944)

American boys, PARATROOPERS of the 82ND AIRBORNE, heading for death itself - eyes down, throats tight, no one talking - as they're *herded toward idling C-47's* on an English airstrip.

Sgt. Rensin now stands at the CARGO DOOR of one of the C-47's. On its nose is a drawing of a Betty Grable body and the words "My Gal Val". Rensin barks at us:

JUMPMASTER RENSIN

Let's move! Let's move! Keep up with
your stick!

SUPER: "**Slapton Sands, Uppottery England. June 5, 1944**"

THOUSANDS OF SOLDIERS marching toward HUNDREDS OF PLANES. Untested young men, here to save Europe from the Nazis - among them we find PFC. ED BOYCE. He's 24. And terrified.

Boyce is from Des Moines, used to be a mechanic; his faith in God runs bone-deep. But he's just a boy, and he knows it.

His face charcoaled black, his breaths shallow, he keeps pace with his "stick" - the 18 GUYS he'll be jumping with - each bearing 120 pounds of gear. It's nearly MIDNIGHT.

They pass by BRITISH SOLDIERS of an ANTI-AIRCRAFT BATTERY who salute - a few of them *crying*; that gets Boyce's attention.

He and his stick reach Rensin at the CARGO DOOR of that C-47. Every paratrooper needs to be pushed into the plane by fellow soldiers (the gear they carry is that heavy.)

JUMPMASTER RENSIN (CONT'D)

In! In! In! Let's go! We're dropping
in on Herr Hitler this evening!

Boyce arrives at the cargo door. The soldier who just climbed aboard in front of him turns with a confident grin:

FORD

Need a hand, Ed?

Meet CPL. LEWIS FORD, offering his hand as if he were helping us onto a trolley on Main Street. Ford is 27, from Brooklyn, matinee-idol handsome, unshakable - even now.

BOYCE

Thanks, Lew.

Ford is Boyce's idol, since Basic. Boyce takes his hand. Ford pulls. Two Soldiers behind Boyce push. Then:

INT. C-47 - FUSELAGE - CONTINUING (NIGHT)

Boyce takes his seat on a bench lining the fuselage wall - among a dozen SILENT PARATROOPERS, so wedged in that nobody can move, each man bearing that same 120 pounds of gear:

They carry grenades, mines, rifles, .45's, TNT, bayonets, rations, main and emergency parachutes, musette bags. Ford, beside Boyce, checks Boyce's gear. Boyce pale with fear.

FORD

You okay?

BOYCE

Yeah.

FORD

Hey. This is what we came here for.

(re: Boyce's gear)

You're good. Me?

Boyce checks Ford's gear - including the DETONATOR on Ford's belt - but they both know he's good to go.

MORE PARATROOPERS board. Ford casually taps the shoulder of PFC. JULIAN ROSENFELD (from Oak Park, Illinois).

FORD (CONT'D)

Rosenfeld. Cigarettes for chocolate?

Rosenfeld ponders it... as PFC TYLER GRIEB looks on, amused.

GRIEB

Ford, you must love chocolate.

FORD

It's to win over the locals.

(to Rosenfeld:)

Deal?

ROSENFELD

Sure.

Done - cigarettes for chocolate. Boyce eyes them with wonder: "*How can you be so nonchalant?! We're about to DIE.*" Then--

A MEDIC stumbles clumsily aboard, his helmet falling off. This is D.F. GRUNAUER. He grabs the helmet, finds a seat... well aware that he's being stared at. By everyone.

PFC. PETE GURKIN (23, from Houston) eyes Grunauer... then:

GURKIN

What happened to Briggs?

GRUNAUER

He fell outside the PX, broke his ankle. So they reassigned me. Name's D.F. Grunauer.

No one's saying, "Welcome aboard!" So Ford extends a hand:

FORD

Lew Ford.

BOYCE

Ed Boyce.

Grunauer shakes their hands, gratefully. But PRIVATE LYLE TIBBET, (24, from Cincinnati, *an asshole*), chimes in:

TIBBET

Hold it, hold it. We're jumpin' with a Medic from the *JV team*?

FORD

It's okay. Just don't get shot.

Some tight laughs, even from Grunauer. The whole stick is aboard now. *Jumpmaster Rensin climbs in - shouting:*

JUMPMASTER RENSIN

In your seats, Ladies.

GRUNAUER

What's our target, Sarge?

JUMPMASTER RENSIN

Radio-jamming tower on top of a church in Cielblanc. Gotta knock it down so our planes can give air cover to the invasion forces comin' off the beaches. Command wants it destroyed by 0-900.

...as Ford pulls a SILK MAP from his coat, showing Grunauer the *beaches of NORMANDY*... Omaha, Juno... leading to ROAD 13... leading to a tiny dot: the village of CIELBLANC--

PFC. DAWES

Figures the Nazis'd put it on top of a church. Godless bastards. They outlawed Christmas, ya know.

That's MORTON DAWES, from Portland. Boyce shakes his head.

JUMPMASTER RENSIN

That tower is the *lynchpin* of the Jerries' local air-defense. If it
(MORE)

JUMPMASTER RENSIN (CONT'D)
 isn't down by the time our airstrikes
 begin at 0-900, the result is gonna
 be a lot of lost planes and dead
 G.I.'s never makin' it off those
 beaches. We can expect it to be
 defended aggressively. Understood?
 (no one speaks...)
 Synchronize your watches. It's
 exactly midnight on my mark... *Mark.*

Every paratrooper just synchronized his watch...

JUMPMASTER RENSIN (CONT'D)
 Gurkin, Grieb - you got your
 explosives?

GURKIN/GRIEB
 Yes, Sergeant!

JUMPMASTER RENSIN
 Ford! You got your detonator?

FORD
 Yes, Sergeant!

JUMPMASTER RENSIN
 Rosenfeld! You got the spare?

ROSENFELD
 Yes, Sergeant!

JUMPMASTER RENSIN
 Keep a tight grip on it, Rosenfeld.

PFC. DAWES
 Yeah, pretend it's your pecker.

Dawes and Rosenfeld are pals. So Rosenfeld chuckles, as:

ROSENFELD
 If you wouldn't mind, I'm tryin' to
 win a war here.

JUMPMASTER RENSIN
 Lemme hear your crickets.

The guys pull DIME-STORE METAL CRICKETS from their trousers -
 testing them out: CLICK-CLACK, CLICK-CLACK.

JUMPMASTER RENSIN (CONT'D)
 Everybody know the checkwords?

The guys nod. Rensin hands out a PILL to each guy.

JUMPMASTER RENSIN (CONT'D)

These are for air-sickness. Take 'em.

The men look thrown, but they do as told - except for Ford, who crushes his pill under his boot - unseen by Rensin.

BOYCE

You're not gonna take it?

FORD

They make you sleepy. You wanna sleep through this?

BOYCE

The truth?

Ford smiles fondly. Rensin pulls a MEMO from his jacket:

JUMPMASTER RENSIN

From General Eisenhower: "Soldiers, Sailors, and Airmen of the Allied Expeditionary Force! You are about to embark upon Operation Overlord, the Great Crusade toward which we have striven these many months. The eyes of the world are upon you. Good Luck! And let us beseech the blessing of Almighty God upon this great and noble undertaking."

That lands on the somber faces in here...as *the C-47 lurches forward*, bouncing noisily. Taxiing...

Boyce lowers his head in prayer, his eyes shut tight (several of the men in here do likewise). Ford regards him, then:

FORD

Send up an extra one for me, will ya Ed? So I'm covered?

EXT. AIRSTRIP - ABOVE THE C-47 - CONTINUING (NIGHT)

We look down on the plane as it taxis, engines roaring. It comes to a stop, third in line for take-off.

INT. C-47 - FUSELAGE - RESUMING

ENGINE NOISE fills the air. The bench beneath us shakes as the plane in front of us takes off. Boyce keeps praying.

Ford pulls a GREASE PENCIL from his trousers, leans forward, and writes something on the fuselage floor - as this bulky beast begins to move again, accelerating down the runway.

Most of the paratroopers are praying now. We bounce around, catching glimpses of PFC. CHASE, Gurkin, and Rosenfeld:

PFC. CHASE

God, just let me hit the ground safely. I'll take it from there.

GURKIN

Lord, Thy will be done, but if I am to die tonight, please let me die like a man.

ROSENFELD

I'll be home soon, Ma.

Everything rumbling, bouncing, every paratrooper tight. We land on Boyce, as his eyes open... and he sees what Ford just wrote on the floor of this fuselage:

"82nd Airborne. We came to liberate France. June 5, 1944."

BOYCE

Amen.

The C-47 hits lift-off speed. Boyce petrified. Ford's a rock.

The C-47 lifts off. Loud and clunky. Men rock back. On each face: *"This is it - not a training run. The German Army's waiting out there."* The C-47's walls now feel like paper.

BOYCE (CONT'D)

Think it's time we made our swap.

FORD

Yeah, okay.

Boyce pulls a BULKY ENVELOPE from his jacket, addressed to "Mr. & Mrs. Irvin Boyce" with an address in Des Moines. (The plane is rising now - 50 feet, 100 feet, 200 feet - LOUDLY.)

Ford pulls out a bulky envelope that reads "Mrs. Arthur Ford," with an address in Brooklyn. They exchange envelopes.

BOYCE

Threw my class ring in there, figured they'd want it. You?

FORD

My Old Man's lighter. Promised my ma she'd get it back in one piece.

Boyce nods. Ford looks around... at the faces inside this plane - young boys scared out of their wits, grim as hell.

It offends him, for reasons he can't even articulate. So:

FORD (CONT'D)
Ya know what? Hell with this.

He grabs his own envelope *back* from Boyce, and hands the other envelope back to Boyce.

FORD (CONT'D)
Nobody's dyin' tonight. I won't have it.

That's that. The C-47 climbs noisily, as:

EXT. C-47 - ABOVE THE AIRFIELD - CONTINUING (NIGHT)

"My Gal Val" takes its place in an ARMADA, filling the English sky: 432 planes in a V-OF-V's-FORMATION, tightly bunched, occupying *300 miles of airspace*. We CUT TO:

INT. C-47 - FUSELAGE - FLYING - LATER NIGHT

Cold and drafty in here. Some guys sleep; most just stare.

BOYCE
Where ya from, Grunauer?

GRUNAUER
Miami. You?

BOYCE
Des Moines, Iowa.

GRUNAUER
Oh yeah? You a farmer?

Ford chuckles every time Boyce has to answer that.

BOYCE
No. Worked at a filling station.

FORD
"Biggest one in all Des Moines." Tell him, Ed; it's practically a landmark.

BOYCE
Darn right. What's D.F. stand for?

Grunauer hesitates. He's taken a lot of shit for his name.

GRUNAUER
...Derwin Frances.

A few guys snicker, Grunauer tightening - so:

FORD
 Coulda been worse. Coulda stood for
 "Der Fuhrer."

Grunauer laughs, Ford keeping it all light.

BOYCE
 I got a cousin in Miami. He--

TIBBET
 Hey, Boyce. Why you always chattin'
 everybody up all the time? This ain't
 a cruise-ship.

Ford's reaction is instant: THE ICIEST GLARE OF ALL TIME: *Do not mess with Boyce or you are messing with ME.* It lands - Tibbet instantly retreating:

TIBBET (CONT'D)
 Chat away. See if I give a damn.

Ford is the Alpha in this stick. Silence hovers... until:

PFC. DAWES
 Hey. Look at that:

Dawes just saw something, out the cargo door (it's open). A sight that takes *everybody's breath away*:

1,000 feet below us. The English Channel. Alive with wakes.
 ...because there are 6,000 ARMED VESSELS sailing across it.

This is the D-DAY INVASION FLEET, the greatest (and largest) amphibious force ever assembled. Destroyers, gunboats, troop transports - blanketing the channel.

And we see *awe* on the faces in here - a sense of being a part of something massive and historic. Pride too.

DAWES
 Look out, Hitler!

FORD
 Hitler's dead.
 (everybody turns...)
 He just don't know it yet.

That sums it up. The men nod, encouraged.

JUMPMASTER RENSIN
 We're gonna be the first G.I.'s on
 European soil since this dust-up
 began - so let's make an impression.
 (MORE)

JUMPMASTER RENSIN (CONT'D)
NO prisoners. You see ANYTHING German
 you fire on it.

ROSENFELD
 Happy to.

FORD
 (as if making a note:)
 "Fire at Germans." Got it.

JUMPMASTER RENSIN
 Ford...

FORD
 Yes, Sarge?

JUMPMASTER RENSIN
 Anything happens to me tonight,
 you'll be in command. I expect you to
 keep your *temper* in check.

FORD
 Sure thing, Sarge - long as nobody
 ticks me off.

Rensin breathes out a laugh.

JUMPMASTER RENSIN
 Just make sure that tower comes down.

Ford nods soberly. Then, that fast, *everything goes GRAY*.

We just plunged into a CLOUD. Gray all around us, like being
 in a vacuum. The men tighten, anxiety droning.

Then, new sounds, in the distance. DEEP THUDS and the CRACKLE
 of TRACER-FIRE, which means we're crossing over the French
 border, where the Germans are. And they have been waiting:

EXT. C-47 - FLYING - CONTINUING (NIGHT)

The C-47 now plods into SEARCHLIGHT BEAMS from GERMAN ANTI-
 AIRCRAFT BATTERIES on the ground. That fast, 20 MM. SHELLS go
 shrieking into the sky, right at us.

INT. C-47 - FUSELAGE - FLYING - RESUMING

BOOM. BOOM. Shells explode right outside this craft, jolting
 the beast back and forth. It creaks, it whines. The men keep
 their eyes down. Boyce too. No one talking.

JUMPMASTER RENSIN
 Just a little chop, Ladies! Jerry
 saying hello, nothin' to write home
 (MORE)

JUMPMaster RENSIN (CONT'D)
 about. We sit tight until the jump-
lights go on.

He's pointing to the LIGHTS above the CARGO-BAY DOOR. One's red, the other's green. Both are OFF now. Boyce eyes them.

FORD
 We stick together, awright?

BOYCE
 You won't hafta look to find me.

INT. C-47 - COCKPIT - FLYING - SAME

LT. DAVE MCKEAN, our pilot, looks right and left - can't see ANYTHING but gray. Neither can his CO-PILOT or NAVIGATOR. We're shuddering, bouncing, like flying inside a blender.

Then a brilliant, horrible BLAST turns everything WHITE.

It's FLAK from those German batteries, *exploding all around us now*. BURSTS of it erupt outside the cockpit window, jarring us badly. The C-47 shudders; noise fills the sky.

Everything just ratcheted up in a hurry. McKean panicking:

LT. MCKEAN
 What's our time to drop-zone?!

NAVIGATOR (LT. GALLEY)
 I don't know, Skip! I can't get a fix!

On the dash is a button, the JUMP-LIGHT. It's got three settings: OFF, RED, and GREEN. McKean eyes it... then:

LT. MCKEAN
 I'm breaking formation.

He DESCENDS 100 feet in a hurry and YOKES to the left, away (presumably) from the other planes in the V.

INT. C-47 - FUSELAGE - FLYING - RESUMING

The beast jerks to the left - sending every man tumbling. Sound and fury shaking this crate like a toy, everyone's stomach dropping in the rapid descent. Then we level out...

And 18 TERRIFIED GUYS stare at the JUMP-LIGHTS over the door. We can't see any other planes in our V, but we can *hear* them taking hits. The C-47 bounces violently, creaking in protest.

Then *another sound* - like rocks shaken inside a tin can:

It's 40 mm. fire from below - BLUE, GREEN, and RED TRACERS lighting up the sky. Lethal *whizzing* sounds, everywhere.

Then 88mm. SHELLS start exploding. BAH-BOOM. Death itself. Each explosion concussive, jolting us: BAH-BOOM. BAH-BOOM.

No one on this plane believes we're going to survive. Ford can see that in the tense faces, the white knuckles. So he does what leaders do - raising his voice, and:

FORD

Guys, tell me something. On the level. 'Cause I don't know if I'm gonna get another chance to ask.

Every head turns. He looks troubled, serious... until:

FORD (CONT'D)

(re: his front parachute)

Does this make me look fat?

LAUGHTER erupts, big-time. Tension broken, just like that. Boyce eyes Ford with awe. Then:

--suddenly, TAT-TAT-TAT: Bullets from the machine-guns on the ground pierce our fuselage from below. PFC RIX (holding a FLAMETHROWER) is hit in the rump; he falls forward, howling.

...as the RED JUMP-LIGHT above the cargo door pops ON. And:

JUMPMASTER RENSIN

On your feet! Stand up and hook up!

The men bounce up and hook the lines from their chutes to the ANCHOR LINE running along the ceiling of the fuselage, forming a line that stretches back from the cargo-bay door.

We hear them calling out, "Eighteen okay!" "Seventeen okay!" "Sixteen okay!" ...as MORE FLAK explodes, knocking guys over. Ford keeps Boyce from falling as they approach the jump-line.

Then a HUGE BURST knocks us sideways. Ford falls forward. A SECOND BURST *hits our RIGHT-WING ENGINE*; it DIES, belching smoke. The C-47 lurches violently to the right.

More FLAK. More 40 mm. fire from below. Metal whizzing around us. It's like a Goddamn shooting gallery in here--

FORD

You hit?!

BOYCE

No!

FORD
Get to the line!

Boyce hooks himself to the ANCHOR-LINE, fifth from the door. Above it, that JUMP-LIGHT remains RED, the sky now a curtain of EXPLODING FLAK. Grieb, at the bay-door, stares, shaking.

JUMPMASTER RENSIN
In line! In line!

GRIEB
Sarge, there's nowhere to jump!

JUMPMASTER RENSIN
In line! Every man! We jump on GREEN!

Everybody staring at that RED LIGHT, and the death out there.

ROSENFELD
(to Dawes)
Promise me, okay? If it looks like I'm about to be captured, put a bullet in my back.

DAWES
Why would I do that?

ROSENFELD
I'd rather not find out how Nazis treat prisoners named Rosenfeld.

DAWES
You're assuming we're gonna survive the *jump*.

But Rosenfeld's look says, "I'm not kidding." Dawes nods, a solemn promise - as Ford hooks up to the Anchor Line.

INT. C-47 - COCKPIT - FLYING - RESUMING

We emerge from CLOUDS at 150 m.p.h., with the sky on FIRE. McKean, struggling with one working engine, reaches for the jump-light switch, the GREEN setting.

Then, a horrible THUMP, on McKean's left. He looks out the window - and *sees something that makes him blanch*.

LT. MCKEAN
Good Christ...

INT. C-47 - FUSELAGE - FLYING - RESUMING

Jumpmaster Rensin and Grieb are now staring at the same thing that McKean just saw... and it's awful:

THEIR POV: THE LEFT WING - now draped by a PARACHUTE.

...still attached to a PARATROOPER. Poor guy must've jumped from a plane above us. Dead now, his body bucking in our prop-wash, fouled by the lines of his chute. Horrible.

Grieb gags. Boyce, fifth in line from the door, just stares, horrified. But Rensin gathers himself, faces his men, and:

JUMPMASTER RENSIN

When you hit the ground, use your crickets to find the rest of your stick! Checkwords: "flash," "thunder," "welcome." Anybody doesn't answer back, you FIRE! We're gonna be SOUTH of our target! Use your maps and compass - but get to that church and take out that Goddamn TOWER! It--

Then he's GONE - EVISCERATED mid-word by EXPLODING FLAK.

A HUGE BOOM RIGHT OUTSIDE THE CARGO DOOR - blowing a hole in our flank and taking Rensin and Grieb with it.

Boyce's eyes go wide. There's no red light to watch anymore; the Cargo Door is now a gaping HOLE. Everyone shocked. And--

ANOTHER HIT - our *LEFT ENGINE NOW* - it sputters, dying.

And WE START TO DIVE. Sinking like a safe... Ford acts quickly, unhooking himself from the JUMP-LINE and:

FORD

Everybody out! GO GO GO!

He pushes guys out the door: Dawes, Tibbet, Rosenfeld, Chase; this is pure unrehearsed bravery. Grunauer, up next, stumbles to the floor. Ford rolls him out the door.

Next up is Boyce - he hesitates, petrified.

FORD (CONT'D)

Go! Go!

Boyce goes... but first he grabs Ford and pulls him out too--

They fall into the night; a BLAST of air smacks them, yanking Boyce's CHUTE open. The jolt rips Ford from Boyce's grasp as:

A HUGE EXPLOSION ABOVE US. Our C-47 just disintegrated. Boyce is suddenly alone, mid-air. Death everywhere. PIECES OF THEIR PLANE now *falling beside him* - burning metal. A disaster...

EXT. SKY - FALLING - CONTINUING (NIGHT)

Boyce's eyes dart, trying to orient himself. Looking for Ford or other chutes as he plummets amid smoke, noise, terror...

Exploding FLAK, BULLETS whistling by, a WALL of tracer fire to his left. *Where is Ford's Goddamn chute?*

The fuzzy outline of LAND below. It crystallizes as it rushes up to meet us. Boyce braces himself for a THUD.

Instead, a soggy SPLASH. And he VANISHES, just like that, in:

EXT. MERDERET RIVER - CONTINUING (NIGHT)

WATER. He has fallen into a RIVER. It swallows him whole.

INT. UNDER WATER - CONTINUING (NIGHT)

He opens his eyes, shocked. Loaded with gear, fouled by his lines. *I'm going to drown. Holy Hell. I need air!*

He feels for the river bed beneath his feet. There it is. He coils his legs, springs up. Above him is the surface.

His head breaches for half a second, under his CHUTE. He gulps in a breath, then sinks like a stone again.

Under water, he reaches for his TRENCH KNIFE. Grabs it--

And fumbles it. Shit! It sinks, fast. He drops down after it, hits bottom, searching and fumbling amidst RIVER SILT. No light down here at all - grasping urgently, blindly.

...but he finds it, holds on tight, pushes himself up again.

...another stolen GASP of air. Then down again. He starts sawing away at the straps of his CHUTE-HARNESS.

He cuts through one, then the other, cuts his MUSETTE BAG loose, drops his mines, and - buoyant now - bounces up again.

EXT. RIVERBANK - CONTINUING (NIGHT)

His head clears the surface, then his chest. He drags himself onto the RIVERBANK. Drenched, gasping.

--doesn't see anyone. But he can *hear* GUNFIRE in the woods. Overhead he sees C-47's, most of them laboring, some of them smoking. Parachutes in the distance. He gets to his feet.

JUMP-CUTS: He assembles his RIFLE. Checks his ammo, grenades, COMPASS (*north, go north*). Then he rises - and moves toward:

EXT. SOGGY PASTURE - MOVING - CONTINUING (NIGHT)

He stays low - wet grass underfoot, gunfire in the distance. From his pants he extracts that DIME-STORE METAL CRICKET. He chirps it twice. CLICK-CLACK. CLICK-CLACK. No one replies.

Up ahead, he sees a billow of WHITE against the dull earth:

Another chute. *Please be Lew.* He heads toward it while chirping that CRICKET again. No reply. Two more tries. Again nothing. His hands squeeze his rifle tighter.

He gets to the chute; there's a SHAPE under it. A body? He pulls the chute away. *A PARATROOPER lies here, FACE DOWN.* Boyce braces himself, turns the body over...

It's Dawes - eyes closed. Boyce shakes him:

BOYCE

Dawes. Dawes! You okay?

Dawes' eyes open. Disoriented - but instantly on mission:

DAWES

Where's Rosenfeld? You got him?

BOYCE

No. Are you hurt?

DAWES

No. Head's ringing a little.

BOYCE

Let's go. We gotta find everybody.

They move north, slowly, along the wet grass, chirping their metal CRICKETS. In the night we hear REPEATED BURSTS of GUNFIRE, mini-battles flaring up all through the woods.

...staying low, everything tensed, clicking their CRICKETS. Then they hear ANOTHER CRICKET chirp back. They pause.

BOYCE (CONT'D)

Flash.

UNSEEN G.I. (TIBBET)

Thunder.

BOYCE

Welcome.

Tibbet emerges from behind a tree, relieved to see them.

BOYCE (CONT'D)
Tibbet. Ya see anybody else?

TIBBET
No. How many of us made it out?

BOYCE
I don't know.

TIBBET
Christ. Did Gurkin make it? He had
the explosives.

BOYCE
I don't know. Didn't see him.

TIBBET
Where's Ford? Thought you two were
joined at the hip.

DAWES
Don't be an asshole, Tibbet.

More GUNFIRE in the distance. ABOVE US A STRICKEN C-47
SUDDENLY FALLS FROM THE SKY, on fire - right at us.

TIBBET
Hit it!

Boyce, Dawes, and Tibbet hit the dirt, covering their heads.
The FLAMING C-47 crashes behind them, EXPLODING on impact.

There's nothing left of it. Good God. But it throws enough
FIRELIGHT to show us a PARACHUTE stuck in a NEARBY TREE that
stands along a country lane, ROAD 13.

The guys get to their feet and head for that tree. GUNFIRE
echoes in the DISTANCE. They cross over Road 13, to:

EXT. ROAD 13 - TREE - CONTINUING (NIGHT)

They look up at the PARACHUTE stuck in its upper branches -
and a pair of LEGS dangling. Boyce whispers loudly:

BOYCE
Flash.

FORD (O.S.)
Thunder!

Wait. That's Ford's voice. They look up:

BOYCE
Lew!

Yep. It's Ford, stuck in this tree, 20 feet up, his left arm pinned at an odd angle by all his gear. He can't move it.

FORD

Ed. Jesus. Can someone get me down?
My arm's pinned.

BOYCE

(starts climbing)
Yeah. Just hang on.

TIBBET

Did the detonator get banged up?

FORD

It's fine. *I'm fine too, by the way.*

TIBBET

Make it fast - awright, Boyce?

Boyce climbs, his head on a swivel - feels awfully **VISIBLE**, but that's his buddy up there... More **GUNFIRE** in the night. Boyce keeps climbing. He's *15 feet off the ground, when:*

FORD

Ed!

Boyce turns - and it happens in a flash:

TWO WEHRMACHT SOLDIERS appear from the road.

Boyce, clinging to that tree, grabs at his **RIFLE**. It falls.

...just as the Germans start firing. But--

Ford, suspended 20 FEET in the air, draws his **SIDEARM** with his right hand and **FIRES - TWO SHOTS**.

And the Germans **FALL**, both of them. Just like that. Dead.

Boyce doesn't move at first. It still feels unreal... Then:

FORD (CONT'D)

Aw Christ...

Boyce looks down. Dawes is dead. **HEAD-SHOT**. Tibbet stands beside the body - unharmed but badly shaken.

FORD (CONT'D)

You okay, Tibbet?

(Tibbet half-nods)

Ed, get up here and cut me loose before anybody *else* drops by. Gotta take that tower out.

Boyce starts climbing again, so disappointed in himself.

EXT. TOP OF THE TREE - CONTINUING (NIGHT)

Boyce arrives at the top, Ford calm and ever-vigilant.

BOYCE
Good shooting.

FORD
Dumb luck. Get me outta here.

Boyce takes out his KNIFE, saws at the chute lines.

BOYCE
I couldn't get to my rifle. Ya got a grip on that branch?

FORD
Yeah.

BOYCE
'Kay. Here goes.

Boyce cuts another line, freeing Ford... But Ford *didn't* have a good grip on the branch - and he falls, straight down.

BOYCE (CONT'D)
Lew!

Boyce catches him, Ford *slamming into the TREE*. The IMPACT causes something to shake from his belt - that DETONATOR.

It's dense metal, canteen-sized, *falling like an anvil* toward Tibbet who is kneeling over Dawes to remove Dawes' dog-tag.

FORD/BOYCE
Heads up!

Tibbet moves just in time, the detonator lands beside him.

TIBBET
Goddammit!

Boyce and Ford trade a look - two G.I.'s, hanging on - in the middle of the forest in the middle of the night in the middle of a war. Ford calmly reaches for the tree-trunk.

...and shimmies down. Boyce follows, speechless as ever at Ford's unflappable calm. They reach the ground.

EXT. ROAD 13 - TREE - RESUMING (NIGHT)

Dawes lies at their feet. 20 feet away lie the two Germans.

The air above crackles with tracer fire, flak, dying C-47's. Ford eyes that DETONATOR, puts it back on his belt.

FORD
Good as new.

TIBBET
Almost took my damn head off.

FORD
Yeah, that woulda been a shame.

Tibbet doesn't reply. Ford takes Dawes' GRENADES and AMMO and unfolds his SILK MAP again.

FORD (CONT'D)
Like to know where the hell we are.

BOYCE
Sarge said we were south of the--

Suddenly, Boyce FREEZES - MORE FOOTSTEPS COMING. Fainter. Lighter. Just one person now. But he's coming right this way.

Ford, Boyce, and Tibbet hit the dirt - keeping their heads up and rifles ready. Silent...

Waiting... The FOOTSTEPS getting closer... Closer... Hands push some branches aside - 20 feet from here... revealing:

A girl of 19, coming from the road. This is CHLOE LAURENT.

She's French, lovely, but hardened by war and loss - terror too. The G.I.'s stay low, invisible to her, as:

She stops beside a nearby TREE, where we now see an ANIMAL TRAP, a dead SQUIRREL inside. Chloe opens the trap - it's heavy, rusty, but she's strong.

She puts the squirrel carcass in a satchel, resets the trap.

Then she spots the DEAD GERMANS, and moves toward them...

With our guys watching, she starts rifling through their pockets. That fast she's taken pistols, ammo, gloves, scarves, rings, mess-kits. Chloe's a scavenger.

Ford and Boyce silently eye one another...

Then Chloe FREEZES - just heard something. She turns.

...to find THREE RIFLES pointing at her. Her hands go up.

FORD
Allemagne?

CHLOE (FRENCH, SUBTITLED)
Non! Non! Je suis--

The G.I.'s get to their feet. They're American. That changes everything. She exclaims, in accented ENGLISH:

CHLOE (CONT'D)
 You're here! My God!

That fast *she starts sobbing*, hard, as if she'd been freed from Dachau. She rushes over to hug them. Ford steps back...

FORD
 Where are we?
 (Chloe keeps sobbing)
 Where are we?

CHLOE
 (thru tears)
 Outside Cielblanc.

FORD
 Is this Road Thirteen?

CHLOE
 Yes.

FORD
 Where's the coast?

CHLOE
 Three kilometers, that way.

Ford and Boyce brush past her, moving some foliage aside: the town of Cielblanc is a tiny dot, nearly a mile from here.

BOYCE
 You seen any other G.I.'s out here?

CHLOE
 (so hopeful)
 This was your target? Cielblanc? You liberate us?

They don't answer. Overhead, more planes groan.

Then Ford stiffens. Just heard something else:

A VEHICLE, approaching. Ford and Boyce know that sound.

FORD
German half-track. Shit...

A HALF-TRACK, and it's getting closer, lurching up Road 13. They reach for their GRENADES, looking for somewhere to hide--

CHLOE
No. Play dead.

FORD
Like Hell we will.

CHLOE
Please, listen to me. If they get you we'll *never* be free of them.

Ford whips around, looking for a hiding spot.

Then he stops. Truth is there's no better option out here - and he knows it. So, although he HATES this plan...

He leans back. Boyce and Tibbet too, their eyes SHUT. Ford turns his back to the road - his eyes OPEN - positioning his TRENCH-KNIFE like a mirror so he can see the road, as:

FORD
(whispered, bitter)
"What'd you do in the war, Grandpa?"

Boyce eyes him: "Sssshhh." Ford goes stone-still.

The HALF-TRACK pulls toward us - a truck with TANK TREADS in back, WHEELS up front, mounted MACHINE-GUNS. And SIX GERMAN SOLDIERS, scanning the ground for movement.

Chloe, playing her part, rifles through Dawes' pockets like the scavenger she is. Her hands are shaking with fear.

Boyce lies still, his eyes cracking open enough to see Ford--

...who is watching Chloe while fingering the trigger on his side-arm. Boyce eyes the DEAD SQUIRREL poking out of Chloe's bag. A bad omen...

The Half-Track getting closer, when... DISASTER:

The HALF-TRACK STOPS. Right here. A SERGEANT hollers at Chloe in German. She replies meekly. He shouts again, *ordering her.*

And Chloe rises... leaving the G.I. "bodies" behind - Ford, Boyce, and Tibbet completely abandoned now...

The G.I.'s lie still. A LIGHT from the Half-Track sweeps the ground around them. Boyce and Ford holding their breath...

Then the Half-Track passes. The G.I.'s wait a beat, then sit up... which is when they see what's *behind* the Half-Track:

TWO AMERICAN POW's, hands over their heads. GERMAN SOLDIERS trail behind them, rifles up. One POW we don't recognize.

The other is Rosenfeld. His face ashen.

FORD (CONT'D)

Dammit!

BOYCE

They got Rosenfeld. Jeez.

Ford moves a branch, eager to start firing. But he can't. Boyce eyes him. The POW's march TOWARD CIELBLANC.

FORD

Let's move out, on their tail.

Just about to move out. Then a SOUND. They turn, rifles up.

It's Chloe again. That tells Boyce something about her - but Ford isn't yet convinced. They lower their rifles.

CHLOE

I'm sorry. They ordered me away.

FORD

Get back to your house and stay inside. Anybody asks, you didn't see any G.I.'s out here tonight, okay? Let's move out.

CHLOE

I can help you.

FORD

We're fine. Thanks.

EXT. ROAD 13 - APPROACHING CIELBLANC - MINUTES LATER (NIGHT)

Ford, Boyce, and Tibbet trail the half-track at a distance. *Chloe lags behind the G.I.'s.*

TIBBET

What the hell's she doin' back there?
(no one answers)
Makin' me nervous...

Up ahead, the Germans on foot order the POW's to leave the road, pushing them past a CRUMBLING WALL that marks the entrance to CIELBLANC. Half-Track continues down the road.

As the G.I.'s get closer, we get our first look at the town: 20 houses, a few barns, a well, a gallows...

And, on a FOOTHILL overlooking the town, a Gothic CHURCH...

It's BIG, rimmed by a tall GATE; a RADIO-JAMMING TOWER rises from the church's roof. Stained glass, flying buttresses.

The G.I.'s trade looks. Behind them, Chloe checks ANOTHER TRAP. This one empty. The G.I.'s hurry toward that crumbling town-wall and take cover behind it...

EXT. CIELBLANC - AT THE CRUMBLING WALL - CONTINUING

From here they see Rosenfeld and the other POW *marching up a narrow road behind the town... and into that church on the foothill.* Then we lose sight of them.

TIBBET

Now what?

FORD

We get 'em outta there, then blow it up as ordered.

TIBBET

Yeah? With what for ordnance - your Zippo? Nobody knows where Gurkin is.

FORD

Then I guess we better FIND him, huh.

That shut Tibbet up. The moment hangs... as Chloe arrives.

FORD (CONT'D)

What can you tell me about that church?

CHLOE

Is that why you're here? The church?

FORD

Just tell me what's in there. How many soldiers?

CHLOE

Sometimes just a few. Sometimes more.

FORD

Any civilians in there? Clergy?

CHLOE

There was a priest; the Nazis hung him. You have more men coming?

TIBBET

Listen, Sister. Au revoir. Okay?

That stung her. Ford glares at Tibbet: I'll do the talking. Again, Tibbet backs down.

FORD

What's your name?

CHLOE

Chloe Laurent. I live with my family, that house there. I can hide you until the rest of your men arrive. We have an attic.

FORD

Thanks. But we didn't come here to hide. G'night.

CHLOE

Then please, be careful for the other houses. There are collaborators here.

(Boyce eyes Ford)

It's the Nazis - they have poisoned this place... Good luck.

Ford nods. Chloe rises, heads home. The G.I.'s watch her go.

...until she has slipped quietly into her HOME. It has an ATTIC WINDOW that overlooks the town. Ford notes it.

FORD

How ya enjoying France so far?

BOYCE

If she's France, I like France.

(Ford shakes his head)

You don't think she's pretty?

TIBBET

Sure. So's Eva Braun.

FORD

Let's move out. You two go find Gurkin; if he's dead, grab the explosives. And round up anyone else you can find. I'm gonna do a little recon on the church.

BOYCE

Maybe we shouldn't split up.

FORD

Cover twice the ground this way, and we still gotta knock that tower down. Stick together; we'll rendezvous in one hour, 4 a.m., right here. Okay?

They each click a button on their watches. Time to go.

FORD (CONT'D)

Keep your head down.

BOYCE

You too.

They part - Boyce and Tibbet heading North - towards forest. Ford watches them go, covering them... then:

EXT. CIELBLANC - TOWN SQUARE - MOVING - CONTINUING (NIGHT)

Ford begins a slow, quiet advance through the square...

EXT. OUTSIDE CIELBLANC - SAME (NIGHT)

Boyce and Tibbet move through PASTURE, looking for help while trying to be invisible. GUNS in the distance...

EXT. CIELBLANC - TOWN SQUARE - RESUMING (NIGHT)

Ford passes the well and the gallows - quietly, any noise could kill him. Passing a HOUSE, when--

DISASTER: its BEDROOM WINDOW OPENS. Ten feet from us. Ford dives behind the nearest wall, as:

A WOMAN - *EVY LESNER* - *leans out her window*, scanning the Square like a watchtower guard. She's a hard, war-ravaged 40. But there's *something wrong with her face--*

The skin on half of it is BLISTERED and COAL-BLACK, the flesh diseased, hanging limply. Her left eye is milky white. What the hell happened to this lady? Typhus maybe?

Ford has no idea; he just stares from the shadows.

Finally, Lesner shuts the window. Ford, shaken, moves on...

EXT. OUTSIDE CIELBLANC - FOREST - SAME (NIGHT)

Boyce and Tibbet stay low - the town at their back. We hear odd ANIMAL CRIES in the night, distant FIREFIGHTS. The whole forest feels alive around us, creepy as hell.

Boyce pulls out his METAL CRICKET. CLICK-CLACK, CLICK-CLACK.

Tibbet does it too. Nothing. They keep moving, searching...

Then, up ahead, SMOKE and METAL become visible--

TIBBET

Boyce!

It's a downed C-47, a DEBRIS FIELD of twisted metal, rubber, and glass. They wade in...

Then Boyce sees it, at his feet - a piece of TIN FLOORING, used to be part of the FUSELAGE. It has words written on it:

"82nd Airborne. We came to liberate France. June 5, 1944."

Good God. Their plane, in sections now. Sobering as hell, scary too. They start clicking their CRICKETS again - through the smoking pieces of a dead plane.

Boyce finds its NOSE dug into dirt. "My Gal--" the rest of the name buried. He keeps moving, until:

An ANIMAL SOUND startles him - growling, snorting. Boyce edges around the crippled nose of the C-47 to find:

...a WOLF, chewing the forearm of our dead pilot, McKean.

Boyce hisses at the wolf. It backs off grudgingly, nearing another one of those ANIMAL TRAPS. Boyce hisses again.

The wolf changes course, narrowly side-stepping the trap.

Boyce turns back toward the fuselage...

But SOMETHING GRABS HIS ANKLE. He turns, terrified--

At his feet is Gurkin, who lies stiff - a *PROPELLER BLADE* poking through his chest. Literally. But he's alive.

BOYCE

Gurkin! Tibbet, get over here!

Tibbet heads over. Boyce kneels beside Gurkin. The situation is hopeless, obviously - Gurkin's practically been torn in half - Boyce completely overwhelmed, but trying:

BOYCE (CONT'D)

You just hang on, Gurkin. We're gonna get you to a Medic...

Tibbet arrives. Boyce shakily pulls out a CANTEEN.

BOYCE (CONT'D)

Here. Take a sip...

TIBBET
Gurkin, ya got the explosives?

BOYCE
Tibbet, give him a second.

TIBBET
Ya *got* 'em, Gurkin?

Gurkin nods. Tibbet reaches into Gurkin's trouser pockets - BLOOD SPURTING from Gurkin's chest onto Boyce's hands - as Tibbet extracts FOUR TETRYTOL BLOCKS (they look like C-4).

Tibbet pockets them; Boyce just trying to compose himself.

BOYCE
Here, Buddy. Take a sip.

Gurkin waves away the water, reaching for something else:
Boyce's side-arm; Gurkin wants to be put out of his misery.
Boyce halts. Gurkin looks to him, begging, barely audible:

GURKIN
Please.

BOYCE
Listen, we're gonna get the medic--

Gurkin whispers it again. "Please." The guy is in agony.
Boyce eyes him, "Really?" Gurkin half-nods, pained...
Boyce looks to Tibbet, who dodges it with:

TIBBET
I'm gonna find Grunauer.

And Tibbet backs away - leaving just Boyce and Gurkin.

Gurkin's eyes are pleading. Boyce pulls out his sidearm, his hand shaking... aims the weapon at Gurkin's head.

But he can't do it. No way. He shakes his head.

BOYCE
I...

And Gurkin stops breathing. Dead. Eyes open. Boyce sags... then breathes out a "Sorry", shuts Gurkin's eyes, and takes one of Gurkin's Dog-Tags.

EXT. OUTSIDE THE LESNER BARN - NIGHT

Ford passes by a BARN beside Lesner's home, then heads up the Foothill, noting the GUARDS at the front gate of the church. They're SS, black uniforms and all. That gets his attention.

EXT. FOREST - RESUMING (NIGHT)

Boyce follows Tibbet toward a dark stretch of woods. CLICK-CLACK, CLICK-CLACK. No reply. Boyce tries again... This time, we hear a CHIRP IN REPLY. Maybe 50 yards away.

BOYCE

Tibbet.

They turn. The sound came *from the foothill below the church*. They head over, staying low to the ground. We TRACK THEM...

EXT. WOODS/NEAR THE FOOTHILL - CONTINUING

Boyce and Tibbet get to a patch of trees, and:

TIBBET

Flash.

PFC. CHASE/PFC. PENNER

Thunder.

BOYCE

Welcome.

Chase, from our stick, emerges from behind a tree. Beside him is another paratrooper - PFC. PENNER. (Penner is new to us; he's got a FLAMETHROWER strapped to his back.)

PFC. CHASE

You see anybody else?

BOYCE

Just Ford. He's up the hill.

PFC. CHASE

This is Penner, five-oh-eighth, B-Company. Lost his whole stick.

BOYCE

What was your target, Penner?

PFC. PENNER

Radio-jammer on top of the church.

BOYCE

Ours too. But they got two captured G.I.'s inside.

Shit. They study the CHURCH from here - vast, Gothic.

TIBBET

What else they got in there,
vampires? Places give me the creeps.

PFC. CHASE

Let's move out.

Just then, a NOISE - a RUMBLING SOUND coming this way.

PFC. CHASE (CONT'D)

Hold it.

They HALT, and turn: it's a WEHRMACHT TRUCK, crossing
pastureland, *its HEADLIGHTS just about to hit us.*

PFC. CHASE (CONT'D)

Hit the dirt!

Down they go, ready for a firefight. Here comes the TRUCK.

But it TURNS RIGHT, toward the FOOTHILL. They watch it go. It
bounces over a bump, KER-CHUNK, an item *nearly falling out of
the back of the truck:*

A DEAD BODY. A fallen German soldier.

This truck, they now see, carries DOZENS OF THEM.

Huh? The G.I.'s eye one another. The truck keeps going.

Oddly, about 50 yards from here it begins to DESCEND, as if
it'd just turned down a slope, or a ramp.

PFC. CHASE (CONT'D)

On me. Let's go.

Hugging the tree-line, they follow the truck. Boyce notes the
back of Penner's flamethrower. It says "Hitler Hunter."

EXT. CIELBLANC - FOOTHILL/CHURCH GATE - SAME (NIGHT)

Ford reaches the top of the FOOTHILL on the SOUTH SIDE of the
CHURCH. The RADIO-JAMMING TOWER looms above it.

That GATE, 12 feet high, surrounds the grounds. Ford finds a
nearby BRANCH... uses it to climb the gate... gets to the top
of the gate, scans the grounds:

At the FRONT GATE, those two SS GUARDS (PVT. KIEBEL and PVT.
WAFNER) eye the skies anxiously. All those planes. Then the
church's FRONT DOOR OPENS - a DOCTOR in a LABCOAT emerges:

DR. HUGO BRUEL, *the man we saw in that 16 mm. FILM.* He's 50, passionate about Nazism, a taskmaster... But Wafner and Kiebel fail to come to attention; that tells Ford something.

Bruel has an odd tic, a neck-twitch that often snaps his head to the left by an inch. It infuriates him, always has. He yells at Wafner and Kiebel, gesturing to the PLANES overhead.

They answer mechanically, "*Nein, Herr Doktor.*" and "*Jawohl, Herr Doktor.*" Bruel tics again and storms back inside.

EXT. FOOTHILL - NORTH SIDE/EARTHEN RAMP - MOMENTS LATER

Boyce, Tibbet, Chase, and Penner reach the spot where the truck descended, and they STOP - just saw something odd:

PFC. CHASE

What the???

A WIDE RAMP has been BULLDOZED into the EARTH out here, *like a driveway descending into an unseen garage, directly beneath the church.* It's guarded by heavy BLAST-DOORS.

ANCIENT STONES decorate the "overpass" above the ramp. On the stones are RUNIC SYMBOLS, (ancient letters). A large SWASTIKA has been added dead center, flanked by two SS INSIGNIAS.

The truck awaits entry. Then the BLAST-DOORS open... and the truck's HEADLIGHTS show us where this ramp leads: darkness, a CAVERN. But we don't see any GUARDS - nothing moving.

The truck rolls down the ramp. The blast-doors remain open. A beat. Chase thinking...

BOYCE

Why would they be bringing dead bodies in there?

PFC. CHASE

I don't know - but I wanna take a look.

(no one volunteers)

Might be our best shot at getting inside the church.

Sounds like a horrible idea to Boyce, but he's silent.

TIBBET

You wanna be a hero, be my guest.

PFC. CHASE

You and Penner come with me. Boyce, you stay up top and cover our backs.

TIBBET

Hey! Why me?

PFC. CHASE

Why not you? Let's go.

Tibbet doesn't like it, but he follows Chase and Penner down the earthen ramp - just DARKNESS at the bottom of it. *What the hell is down there?* Boyce stands watch, 20 feet back.

...until Chase, Tibbet, and Penner enter the DARKNESS at the bottom of the ramp, gone from our view now. Boyce STOPS.

SILENCE. Boyce spots something *shiny* at his feet.

It's a DAGGER, decorated by a DEATH'S-HEAD and runic symbols and a SWASTIKA. And the letters SS. Boyce examines it. *Why would the SS be out here?* He pockets it. Then, suddenly--

RIFLE FIRE from the darkness of the cavern. Lots of it. Boyce drops to a knee - rifle slung, heart pounding. MORE RIFLE FIRE. He's all alone on this ramp...

MORE SHOTS. He rises, takes a step down the ramp, when--

FLAMES pierce the darkness at the bottom of the ramp - we can't see their source - followed by a SCREAM from Penner - then MORE SHOTS, ANOTHER SCREAM - then Chase yelling:

PFC. CHASE (O.S.) (CONT'D)

GO GO GO!

Boyce staring at those FLAMES in the DARKNESS - as:

Chase and Tibbet race back up the ramp bearing their rifles - running for their lives, terrified. They sprint up the ramp, right past Boyce - it's all a BLUR:

BOYCE

Chase, what was--

PFC. CHASE

Run! Run!

BOYCE

Where's Penner? Is he hit?

They keep running. Chase hits the top of the ramp, into PASTURE. Tibbet right behind him. Boyce looks back - sees the reflection of FLAMES on a cavern wall. Then, behind him--

--at the edge of the pasture - BOOM - an EXPLOSION. Chase just hit a LANDMINE. We see pieces of him rain down.

...followed by a confused SILENCE. Boyce stunned. Then:

A KLAXON SOUNDS, loud. A RED EMERGENCY LIGHT starts swirling in the darkness at the bottom of the ramp. Boyce's position completely exposed. He takes off up the ramp.

EXT. CHURCH GATE - RESUMING

Ford watches as the GUARDS out here react to the KLAXON. One races for a SEARCHLIGHT at the front gate. Then:

EXT. FOOTHILL - EARTHEN RAMP/PASTURE - RESUMING

That SEARCHLIGHT BEAM slaps on, emanating from the CHURCH--

A shitstorm. *Boyce running for cover.* At the edge of the PASTURE he sees Tibbet, frozen in fear - a few feet from where Chase exploded. Boyce grabs Tibbet.

TIBBET

Landmines...

BOYCE

We gotta move, Tibbet!

Adrenaline pumping, Boyce pulls Tibbet behind a TREE - the SEARCHLIGHT BEAM just missing them. It lands on the body of Chase in the pasture. We hear GERMAN SOLDIERS, SHOUTING.

EXT. CHURCH GATE - RESUMING

Klaxon howling. Ford sees THREE SS GUARDS race out the front church gate, heading toward that RAMP on the hill.

Now he's got an opening. He rolls off the gate, onto:

EXT. CHURCH GROUNDS - CONTINUING

12 FEET STRAIGHT DOWN. He lands, crosses the church grounds - to the building itself. Then he hears:

A MAN'S SCREAM - sounds like TORTURE - coming from inside the church. Boyce hurries over, crouched, but can't see the source of the screams. Just heard another one. Shit.

Then Ford hears SHOUTING in GERMAN - a voice coming this way:

SS CAPTAIN LOTHAR MUELLER, 25, bursting out of the FRONT DOOR of the church, *about to turn in this direction.*

Fuck. Ford has to get out of here. Now. He turns--

...hurries to the BACK GATE, pulls himself up - and over:

EXT. BEHIND THE CHURCH GROUNDS - RIDGELINE - CONTINUING

He lands hard. Another scream from the church fills the night. Ford starts to slink around the back of the church.

EXT. OVERLOOKING THE EARTHEN RAMP - RESUMING

KLAXON wailing. Boyce and Tibbet crouching low. From here they can see one of those SS GUARDS (PRIVATE RICHT) eyeing the remains of Chase in that field.

The OTHER TWO SS GUARDS are in the cavern at the bottom of the RAMP. We hear a FIRE-HOSE, extinguishing the fire.

Then... silence. The Klaxon is shut off. Only the searchlight remains. Pvt. Richt heads down the ramp.

...leaving Boyce and a very shaken Tibbet:

BOYCE

What the hell happened down there?

TIBBET

I don't know. I don't know! An SS guy, we put ten shots into him - he musta had body-armor on; guy just kept coming! He tore Penner apart!

BOYCE

What're you talking about?

TIBBET

I don't know! Chase gave the order to get outta there, I wasn't gonna argue.

At the bottom of the ramp, the BLAST-DOORS close. Christ...

BOYCE

Let's go find Lew...

EXT. OUTSIDE THE CHURCH GATE - RESUMING (NIGHT)

Ford heads down the foothill, careful not to make a sound.

Then a horrible SNAP - the slamming shut of metal on metal. He just stepped on one of Chloe's ANIMAL TRAPS. His ANKLE SHATTERED, that fast. Blinding pain.

EXT. OUTSIDE CIELBLANC/ROAD 13 - LATER (NIGHT)

Boyce and Tibbet reach the rendezvous site, that CRUMBLING WALL. The SEARCHLIGHT BEAM sweeps and scans. And there's no sign of Ford. Tibbet, shaken, masks it with rancor:

TIBBET

4:10. Where's your buddy?

Boyce doesn't know. He wishes he did...

EXT. FOOTHILL - MOMENTS LATER

Ford sits up, perspiring with pain. He grabs that TRAP, opens it, extricates his leg from it, the foot hanging limply. Fuck. He starts CRAWLING down the foothill now...

EXT. OUTSIDE CIELBLANC/ROAD 13 - LATER NIGHT

Still no Ford. Boyce eyes his watch again, anxiously... and:

BOYCE

He's in trouble. Let's go.

TIBBET

Orders were to stay here, remember?

BOYCE

Not if he's a half-hour late.

TIBBET

I got the ordnance. Guys carrying ordnance stay put.

BOYCE

Where'd ya read THAT?

TIBBET

You wanna risk your neck go ahead. I don't like the guy enough to get killed for him.

Tibbet's not moving. Boyce backs away.

EXT. CIELBLANC - BEHIND A SILO - LATER (NIGHT)

Boyce looks behind a SILO. No Ford. Panic building. The SEARCHLIGHT sweeps past. Boyce moves on...

EXT. CIELBLANC - BEHIND AN UNNAMED HOME - LATER (NIGHT)

Boyce is walking, searching... Then he STOPS - just saw something at his feet that takes his breath away:

The body of a DOG - bloody, dead... and HEADLESS.

Just lying there on the ground, a headless canine. Good God. Who the hell would do that? And why? He's at a loss... until:

MOTORCYCLE SOUNDS - startling him - followed by VOICES:

UNSEEN GERMAN VOICES (O.S.)
Hande hoch! Hande hoch!

Boyce instinctively puts his hands up... then turns - to see:

HIS POV: the crumbling wall, *where Tibbet is* - SIX GERMAN SOLDIERS appear across the road, weapons aimed right at him.

Boyce crouches down, his eyes peeled.

The wall itself obscures our view - but Boyce can see those six Germans approach Tibbet... and his HANDS as they go up.

ONE GERMAN takes Tibbet's rifle. Another offers him a smoke.

A THIRD ONE FIRES AT HIM, POINT-BLANK. Goodbye, Tibbet.

Boyce recoils, accidentally stumbling over the HEADLESS DOG, almost falling. That makes a noise. He FREEZES.

The six Germans don't turn; they're too busy - throwing TIBBET'S BODY on the SIDECAR of a Zundapp motorcycle. One SOLDIER starts it up, noisily. Tibbet's body draped limply.

Just like that, the motorcycle blows through the Square and up the narrow road - passing right by Boyce...

...and onto the CHURCH GROUNDS. Gates close behind it.

Boyce is aghast, confused... and completely alone.

EXT. BASE OF THE FOOTHILL - MOMENTS LATER (NIGHT)

Boyce hides against a tree, trying to calm himself... It's impossible; the night's just too scary until, a whisper:

FORD (O.S.)
 Ed!

Wait. *That was Ford*. Boyce sees a shape against the soil, crawling. And there he is, Ford. Thank God...

BOYCE
Lew.

Huge relief. Boyce hurries over... But here comes the SEARCHLIGHT, ruining the reunion. Boyce and Ford duck behind a WIDE TREE. The Searchlight passes.

FORD
 Was that Tibbet? I told you guys to stick together.

BOYCE
I thought you might be in trouble.

FORD
Doesn't matter, Ed. It was an order.

Boyce tightens, his eyes flitting to the CORPORAL CHEVRON on Ford's uniform. Then he notices Ford's ankle.

BOYCE
What happened to your leg?

FORD
Ankle's busted. Ya find our stick?

BOYCE
Just Chase and a guy from Bravo Company; nobody else. Can you walk?

FORD
No. Where are they?

Boyce now has to factor in the idea of Ford being *hobbled*. It's unsettling as hell--

BOYCE
They went down a RAMP under the church. I don't know what happened down there, but the guy from Bravo never made it out, and Chase ran over a landmine trying to get away. Tibbet said there was a Jerry down there with some kinda body armor.

Ford digests that, trying to come up with a plan--

FORD
Okay. You gotta go round up the rest of the stick. Maybe closer to the road. I'll find someplace to hide 'til you're back.

BOYCE
Like Hell you will. There're Jerries all over the place. SS--

FORD
I can hide in a barn or something. I'll be fine. We only got four hours to take out the target, Ed.

BOYCE
I'm not leaving you out here with a busted leg.

FORD

Well ya sure as hell can't bring me,
and we need the rest of our stick.

BOYCE

Lew, we are the rest of our stick!
(that lands)
Listen to me. There's something wrong
down there. A truck went in, carrying
dead bodies. Why would they be doing
that? Blast-doors, mines--

FORD

Sarge told us the place would be
heavily-defended. So what? They're
torturing our guys in there--

BOYCE

I'm not leaving you--

FORD

I don't matter right now, ya got
that? Just the mission! Now go find
us some Goddamn help!

Boyce tightens again, hurt. The SEARCHLIGHT BEAM sweeps past again. That ZUNDAPP MOTORCYCLE, minus Tibbet now, leaves the church and heads for Road 13 again. Boyce watching...

BOYCE

Well, I'm not leaving you down. You
wanna take my stripe, take it.

Ford exhales, his face working... needs a plan... Then:

FORD

Okay. We'll do it ourselves.

BOYCE

Huh?

FORD

You up on the hill behind the church.
Me, somewhere with a flat trajectory
over those front gates. Something to
smoke 'em out of the building, and
it's a turkey shoot.

Wait. What? Boyce is pretty sure he's kidding. Has to be.

FORD (CONT'D)

Then we level the place, like we were
ordered to.

BOYCE
Lew, *Tibbet* had the explosives.

FORD
Then they're inside the church now,
right? Just have to find them.

Boyce eyes the church. It looks big, imposing, impossible.

BOYCE
The two of us.

FORD
That's right.

BOYCE
And you'll be firing from where?

Ford has an idea, we can tell. We SMASH CUT TO:

EXT. BEHIND THE LAURENT HOME - MOMENTS LATER (NIGHT)

Ford and Boyce hide in shadow behind Chloe's house. Carrying more pilfered goods, she crosses through a vegetable patch to her BACK DOOR as--

Boyce and Ford emerge from the dark. Chloe jumps back, scared - then catches her breath, realizing it's them.

FORD
That attic of yours.

She's about to answer when she sees Ford's ankle. Oh.

BOYCE
It's busted. He can't walk.

FORD
One of your Goddamn traps. You mighta warned us where you'd--

CHLOE
Please - not so loud. We don't want to wake my family.

FORD
Why? Are they collaborators too?

The SEARCHLIGHT BEAM blows by. They duck. Then it's gone.

CHLOE
They're just afraid.

FORD
Yeah? How afraid?

CHLOE
You'd understand if you lived here.

Just then, A SOUND - the front gate of the CHURCH opening.

FORD
Ed saw a ramp, leading under the church. What're they doing in there?

CHLOE
"Experiments." They built a lab under the chapel. I'm sorry about your leg.

Ford reacts - a lab? - when they see *Pvt. Kiebel descending the foothill*, armed, approaching the town. Shit. Without a word, Boyce helps Ford toward the back door...

INT. LAURENT HOME - GROUND FLOOR - HALLWAY - CONTINUING

Chloe leads Ford and Boyce inside this simple country home - the FLOORBOARDS in here *creaking* with every step. Agonizing.

That SEARCHLIGHT BEAM drills through a window. Ford and Boyce *duck into shadow* - and they freeze there, Ford whispering:

FORD
What kind of "experiments"?

CHLOE
Science. Torture. Depends who you ask. There's a doctor--

The beam moves on. Ford hobbles into:

INT. LAURENT HOME - GREAT ROOM - CONTINUING (NIGHT)

A dining table, five chairs, a DOOR leading up to an ATTIC...

CHLOE
He comes around every morning.

FORD
We won't be here in the morning.

He starts up the ATTIC STEPS. Chloe hands Boyce an OIL LAMP.

INT. LAURENT HOME - ATTIC STAIRS - CONTINUING (NIGHT)

Ford hops up the steps, Boyce in tow, carrying that lamp.

BOYCE
How ya doin', Lew?

FORD
Dandy.

The guy's in agony. They keep climbing, *quietly*, to:

INT. LAURENT HOME - ATTIC - CONTINUING (NIGHT)

Discards, trunks, a bench, a table, a tiny GLASSLESS WINDOW.

FORD
Help me to the window, would ya?

Boyce helps him over. Ford slides to the floor - looking down at Kiebel out there, patrolling the Town Square.

FORD (CONT'D)
Whaddaya guess that gate is from here? Hundred-fifty yards?

Boyce looks out, to see a flat shooting trajectory from here to the church grounds. Treeline behind it.

BOYCE
Yeah. Are we gonna do something about your ankle?

FORD
Sure, ya got an axe handy?
(Boyce gets the point)
There's a ridge in the treeline behind the church - ya see it?

BOYCE
Yeah.

FORD
You're there. I'm here. On a signal you toss two grenades at the church. Boom-boom, Jerries come running out; we get 'em in the crossfire.

BOYCE
(terrified)
Nothin' to it.

Ford grins, keeping his eyes on Kiebel patrolling below - Boyce's eyes moving to the well, the gallows, the church...

BOYCE (CONT'D)
I'm telling you, something's *off*.
This whole place feels weird.

FORD
'Course it does! It's a town full of
French Nazis--

...this said just as Chloe appears at the top of the steps -
bearing Iodine, cloth, and gauze.

CHLOE
Then maybe you could take us away
from here?

Behind her is her brother PAUL, 7, shy, carrying a CIGAR BOX,
gazing at Boyce and Ford as if they were movie stars.

CHLOE (CONT'D)
My brother, Paul.

FORD
Oughtta get him outta here.

CHLOE
The only soldiers he's ever seen are
Nazis. I wanted him to know better.

Chloe crosses to a junk-pile, pulls out a hand-made CRUTCH,
carved from a tree-limb. She hands it to Ford.

CHLOE (CONT'D)
Here, take this. It was my father's.

BOYCE
Was?

Chloe nods. Boyce about to dig deeper, when--

FORD
Thank you.

In other words, "*Au revoir*." Chloe bristles a bit...

CHLOE
You make too much noise.

FORD
Sorry. I'll try to bleed more
quietly.

CHLOE
Do you need anything else? Water?

FORD
We're all set. Thanks.

He turns to the window, watching Kiebel exit the Town Square.

CHLOE

Vien, Paul.

Paul answers her - *he wants to stay up here*. She says it again, "*Vien.*" No dice. Pretty humiliating, being defied by your kid brother. And Ford is unamused.

FORD

Like I said...

She pulls on Paul's arm; he digs in, sitting on the attic floor, opening up his cigar box, pulling out some MARBLES.

FORD (CONT'D)

Ya like chocolate, Kid?

Ford takes a CHOCOLATE BAR from his trousers, holds it up for Paul to see. The answer is a big yes. Ford dangles the chocolate bar... then tosses it down the steps: "Fetch!"

Paul doesn't move. Ford shrugs. Chloe storms down the steps, angry at Ford and Paul. The ATTIC DOOR shuts. Now it's two G.I.'s and a kid playing with his marbles.

BOYCE

Maybe we *could* get them out of here.

FORD

Let's win the war first, awright? Got a mission planned for 18 men and only one-and-a-half men to do it.

Boyce nods, rebuked. Ford jumps back into mission-mode:

FORD (CONT'D)

Use your flashlight to signal when you're in place, two clicks. Then hit 'em with the grenades. There'll be some smoke so be careful ya don't shoot anybody friendly.

BOYCE

You too.

FORD

You'll be fine. Get in there, get to our guys, and find out where that ordnance went. You remember how to set the charges?

BOYCE

I think so.

Ford pulls the DETONATOR from his belt.

FORD

Wires go to the terminal, plunger
turns down and to the right.

(Boyce nods)

See? It's a milk-run.

BOYCE

Yeah, 'cept they have grenades too.

FORD

Way I hear it, half the German
grenades are duds.

(Boyce eyes him)

That's a fact; you can look it up.

Boyce appreciates the effort - but he's scared to death.

FORD (CONT'D)

(at Paul)

Hey Kid, whatsay ya tie a couple tin
cans to your ankles and run around
the Square drawing fire from the
guards?

Paul, of course, didn't get a word of that. Ford shrugs.

FORD (CONT'D)

Another collaborator. Go.

Boyce nods, turns to go. Then he STOPS, reaches into his
jacket - and pulls out that bulky ENVELOPE addressed to his
parents, the one he almost handed over on the plane.

BOYCE

Just in case...

Ford takes the envelope. Boyce can barely breathe, but he
goes - stepping over Paul - then down the stairs, pure dread.
Step, step, step, to the DOOR. Boyce nudges it open... into:

INT. LAURENT HOME - GREAT ROOM - CONTINUING (NIGHT)

Chloe's here. To Boyce's left, a BEDROOM DOOR OPENS and--

--Instant JUMP-SCARE: *Chloe's grand-mother ANNELOISE*, 70,
emerging. Her eyes are a milky white. And the skin on her
arms is gruesome - COAL BLACK up to the shoulders.

Looks like the skin we saw on Madame Lesner's face, the flesh
eaten by disease, or frostbite, or bacteria. Or all three.
Necrotid tissue, bubbling with blisters.

Boyce stiffens. Chloe's almost glad he got to see this--

CHLOE

You ask what they do in that lab?
 (re: Annelise's ARMS)
This.

Boyce, pole-axed, just stares for a second.

CHLOE (CONT'D)

They came for my father too. When he returned he couldn't walk anymore. His legs... Then they came back for him. This time he didn't come home at all.

BOYCE

I'm sorry, Chole.

CHLOE

Every house in this village has a story like that.

If Boyce had time, he'd sit down and discuss it. But he doesn't. He heads for the window, then crouches low beside it, timing that SEARCHLIGHT out there. Chloe drifts over.

On a table is a PHOTO, taken 5 YEARS AGO: *Chloe-at-14, with what must be her mother and grandfather and Annelise, and Chloe's (now-dead) father, ALAIN, holding Paul (at 2).*

Boyce notes it, just for a second, then looks outside again.

CHLOE (CONT'D)

Is there anything I can do to help?
 Anything you need?

BOYCE

An ambulance. An armored Division. A night of sleep.

Outside, the searchlight recedes. It's time to go. He steels himself, anxious as hell. Checks his gear: grenades, etc. - then *heads for the back door* - no goodbye... until:

CHLOE

You can't leave it standing. Okay?
 (Boyce half-turns...)
 The church. When you kill those men, you have to blow it up or burn it - but don't just leave it there. Can you do that? Can you bury it?

Boyce pauses - regards her and her grandmother - the tragedy of war right there on their faces. It touches him.

BOYCE
Sure. You bet.

Chloe smiles bravely - there's a connection here.

CHLOE
Merci.

He nods - almost past her, when--

FORD (O.S.)
Ed! We got company!

Ford, whispering loud and urgent from upstairs. Boyce's head snaps around to the window - Chloe's too - where they see:

Dr. Bruel - labcoat, doctor's bag - approaching this house.
Escorting Bruel is an SS-Guard, Pvt. Wafner.

This is bad. Very. Chloe gasps. INSTANT TERROR--

CHLOE
They know you're here! They must know
you're here!

BOYCE
What're you--

CHLOE
He never comes at night! And he never
brings a guard with him!

She hurriedly translates for Annelise, who is instantly terrified. Boyce processing all that - fast...

CHLOE (CONT'D)
Paul! Paul! Vite! Mama!

INTERCUT WITH/INT. LAURENT HOME - ATTIC - CONTINUING

Ford's at the glassless window. Paul on the floor.

FORD
Ed! Get up here, Dammit!
(at Paul)
You! Go!

But Paul's just shut down. Pure fear. He can barely make his mouth form the word "Chloe?"

...as Boyce flies up the Attic Steps, hurdling over him.

BOYCE
Whadda we do?

FORD

They come up, we blast 'em.
 (Boyce nods tightly)
 Don't have time for this, Ed.

Boyce knows all too well. He drops to his belly at the TOP OF THE ATTIC STEPS, rifle pointed toward the room below. Ford lines up *beside* him, rifle ready.

BACK TO CHLOE - she sits by the fire, trying to look utterly natural. Annelise too, as--

THE FRONT DOOR IS THROWN OPEN - and here's Dr. Bruel, flanked by SS Pvt. Wafner. Bruel twitches a bit, that tic of his.

He nods to TWO BEDROOM DOORS, says something that must be "Get them". Chloe nods obediently.

BACK TO THE ATTIC - There's a KNOTHOLE in the floor, through which Boyce and Ford can look down into the Great Room below - where they see *Chloe, at that bedroom door*:

CHLOE

Mama? Grandpere?

BACK TO THE GREAT ROOM - Two doors open. GUILLAUME, Chloe's grandfather, emerges from one. Loyal and silent, he stands beside Annelise. Then, from the other door, Chloe's MOTHER:

This is MARIE-ELENA, pure steel, embittered by war. She mentions the lateness of the hour to Bruel, in French. He snaps back at her angrily. Marie-Elena eyes the floor.

BACK TO THE ATTIC - Ford peeks through that knothole now...

And sees Annelise for the first time. *What the???* Boyce nods.

DOWNSTAIRS - Annelise is silent, stoic. Wafner asks, in German, "Where's the boy?" Chloe tightens. *If Wafner goes up those steps, WE'RE ALL DEAD*. So, aloud:

CHLOE (CONT'D)

Paul?

ATTIC - Paul remains frozen in place, too petrified to move.

Ford eyes the kid, "Get down there." Paul's so terrified he DROPS ONE OF THOSE MARBLES.

It falls to the floor - a noise that feels *concussive* in this tense silence. Everyone tightens, every head turns.

...including Wafner's. And Bruel's.

...as the damn marble starts to roll down those steps - a waterfall of SOUND that feels *endless*:

TAP-roll-TAP-roll-TAP-roll...

Ford bracing now. Boyce watching Wafner and Bruel for a reaction. Paul trembling. TAP-roll... The Laurents frozen...

...until the marble hits the last step and rolls toward Chloe, and she puts her foot on it. Silence...

Paul reappears at the bottom of the steps now. Chloe hands him his marble. He nods, thanks. Apologizes to Bruel.

Then Paul and Chloe and the rest of the family STAND IN A LINE like soldiers at Roll Call, shoulder to shoulder.

All eyes on Wafner and Bruel. A silent, agonizing moment...

...until Dr. Bruel opens his bag, pulls out a SYRINGE, and approaches Annelise, her arms coal-black and blistered.

Boyce and Ford watching.

Bruel drifts BEHIND her, kneels down, finds a suitable vein in the *back of her knee*. Her leg has bruises all over it, like a junkie. In goes the NEEDLE. Annelise silent.

...as he draws her blood - which is BLACK.

Not red. Not *dark* red. BLACK. Boyce and Ford stare in disbelief. Oddly, Annelise's family doesn't react at all.

Bruel calmly caps his syringe, takes out another...

...and moves on to Guillaume, who sticks out his arm - which is when we see that HIS FINGERTIPS ARE BLACK. Both hands.

Bruel draws blood - also BLACK - from Guillaume's right arm.

Boyce and Ford watching, dazed...

Bruel caps syringe #2, uses a ruler from his bag to measure the BLACKNESS on Guillaume's right hand. A FINGERNAIL extends awkwardly. Bruel yanks it off. *Guillaume doesn't feel it*.

But Ford and Boyce sure do, wincing.

Then Bruel asks Annelise to stick out *her* right hand.

That's impossible for her; the tissue is just dead. The arm won't move. Guillaume reaches over, lifts it for her. A gesture of great kindness, but sad as hell.

Bruel examines her right hand. Taps on it. Once. Twice...

And it falls off.

Right there, on to the floor. Chloe gasps. Paul cries.

Boyce and Ford stunned. WHAT THE FUCK?!

But there it is, on the floor - her bloodless HAND, dead tissue. Guillaume fights back a tear. Marie-Elena too. Paul trembling. Annelise is stunned, but oddly unpaired.

...as Bruel makes a dispassionate note in a NOTEBOOK, and mumbles something to them in French. Then he closes up his bag, and says to Wafner, in German, "Let's go."

Wafner says what must be "I'll be along in a moment."

Bruel shrugs, turns to go. Marie-Elena calls out to him with a question. Bruel brushes her off with:

BRUEL

Heil Hitler.

He grabs the hand, tosses it into his bag, and he's gone. No one speaks. Wafner says in German to Annelise, "Poor luck for you, Grandma." Annelise is silent.

BACK TO THE ATTIC - Ford looks to his WATCH, gestures to Boyce, "WE HAVE TO MOVE". Boyce nods; he knows. But:

DOWNSTAIRS - Wafner tells Chloe's family members (but NOT CHLOE) to leave the room. They hesitate. He eyes them coldly, tells them again - this time with his SIDEARM unholstered.

With looks of apology to Chloe, the family recedes, their bedroom doors shutting. Chloe's alone. Wafner smiles.

...then crosses to Chloe, stopping an inch away from her, his back to the attic steps. Now we understand: *he puts a hand to her face*, stroking it, Chloe frozen in place...

Ford and Boyce watch, her face visible to them. Fuck...

Then he lets his hand drop lazily down Chloe's neck, his nails grazing slowly over the outside of her blouse, tracing her breasts. Chloe tries not to shake. Or cry.

Impossible. A tear starts to roll down her cheek.

Ford is outraged, livid. Dying to shoot this bastard... Boyce eyes Ford as if to say, "Don't, Lew. PLEASE."

Wafner starts unbuttoning the top of her blouse...

She shakes. Wafner finds that exciting. He whispers, in German: "*You're trembling. Shall I hold you?*" Pawing at her.

And Ford's seen enough. *He pulls the TRENCH-KNIFE from his belt* - about to throw it. Boyce terrified.

But just then, *Wafner notices something at his feet* - that CHOCOLATE BAR, G.I. ISSUE. He bends down, grabs it, looks to Chloe. Her eyes go wide. Wafner reaches for his WHISTLE--

No choice now - Ford lets the knife FLY. It buries itself in Wafner's back. He groans, pitches forward. Chloe stunned.

FORD

Get him, Ed!

Boyce, improvising, hurries down the steps, puts a PISTOL to Wafner's head and covers Wafner's mouth. Marie-Elena bursts out of her room.

...and sees Boyce, an American. She starts hissing at Chloe in French - a terrified "*How could you bring him in here?!*"

...as Boyce pulls a bleeding Wafner up the attic steps. It's all happening in a blur--

Chloe follows them up, Marie-Elena still berating her from below, Chloe hissing back.

IN THE ATTIC - Wafner hits the top step. Ford puts the tip of his M-1 against Wafner's skull.

FORD (CONT'D)

Tell him to put his hands up.

CHLOE

He speaks Eng--

But before she can finish the word, Wafner turns and ATTACKS - surprising them completely, he *upends Ford and knocks Boyce's gun to the ground, fast*. He reaches for his sidearm.

Ford swipes at it with the crutch. The gun goes flying--

Wafner dives for his gun. Boyce too. Two strong young men locked up. Ford trying to get back on his feet. Marie-Elena horrified at the bottom of the steps, berating Chloe, as--

Wafner, strong as hell, pushes Boyce away and grabs the GUN--

--gets to his knees, about to *fire at Boyce* when--

THUMP. Ford, upright again, RIFLE-BUTTS Wafner in the back of the head. Wafner drops, half-conscious. And it's over.

Silence... A breath...

FORD

Tie this bastard up to that chair.

Boyce grabs Wafner, throws him onto a rickety CHAIR. Chloe spots some frayed ROPE, tosses it to Boyce, who ties Wafner's hands behind the chair. Marie-Elena still wailing from below.

FORD (CONT'D)

Tell her to shut up. We'll be out of here as soon as we've done our job.

Chloe starts to translate into French. Her mom unmollified--
...as Wafner, his fog clearing now, begins to HOLLER. Loud.

Ford grabs a wad of BLOODY CLOTH from the table and jams it into Wafner's mouth, muffling him. An unrehearsed mess.

FORD (CONT'D)

Tie his feet too.

Done. Now Wafner's truly stuck. Chloe, enraged, overloading, crosses toward him... and spits into his face, seething.

CHLOE

That's for my grandmother!

FORD

They did that to her in the lab?

CHLOE

They made her drink something, she said it was like tar. My father had to drink it too.

FORD

Why?

CHLOE

Why do Nazis do anything?

FORD

Tell me about that doctor.

CHLOE

His name's Bruel. He delivered me, and Paul. Now he's more Nazi than the Nazis. Half the village has been in there.

BOYCE

You too?

CHLOE

No. The Nazis have other plans for me.

FORD

Not anymore. Ya hear that, Fritz?

Wafner's silent. Ford, hobbled, pulls up a chair beside him.

BOYCE

Almost morning, Lew.

FORD

I know what time it is.

(at Wafner:)

Start talking. How many soldiers are garrisoned in that church?

Ford pulls the BLOODY CLOTH from Wafner's mouth. Again, WAFNER SHOUTS OUT LOUD. Ford re-gags him, angrily--

FORD (CONT'D)

If I wanted an opera I'd go to the Met. Talk, Dummy.

WAFNER

(muffled)

I don't know anything.

FORD

(just snapped)

'Course you don't.

Lightning-fast, he diggs a TRENCH-KNIFE into Wafner's leg.

Wafner's eyes roll back in pain, Boyce shocked. Ford LEAVES THE KNIFE THERE... and twists it - then:

FORD (CONT'D)

Again. How many soldiers up there?

Wafner still doesn't answer. So Ford *twists it again.*

FORD (CONT'D)

Where are your men stationed? Where are they keeping the POW's?

Wafner shuts his eyes. Ford twists it again. Boyce frozen--

FORD (CONT'D)

No one's coming to help you, Adolf; they're all gonna be dead soon. If you co-operate with us we'll see that you're handed over to the US Army. If

(MORE)

FORD (CONT'D)
 you don't you're gonna die in this
 attic and rot like a bad French
 cheese. Understand?
 (another twist)
Understand?

CHLOE
 That knife belongs in his heart--

FORD
 'Course it does. Just not yet.

Ford YANKS THE KNIFE OUT, un-gags Wafner, who spits something out in German at Chloe. She snaps back. Now Ford's irritated--

So he *drives it into Wafner's OTHER LEG, deep*. Instant agony.

Wafner cries, his eyes rolling back - as Ford covers Wafner's nose and mouth with the bloody cloth, SUFFOCATING HIM. Boyce slack-jawed: "*Are we about to KILL this guy?*"

FORD (CONT'D)
 Are you gonna talk? Are you gonna talk?

WAFNER
 (muffled)
 Yes!!!

Ford *leans on the knife like the throttle of an airplane*, pushing it in deeper - then lowers the cloth--

BOYCE
 Lew...

FORD
 How many troops garrisoned there?

WAFNER
 Four! Please take this out!

FORD
 Two POW's. Where are they?

WAFNER
 In the lab! Please!

FORD
 A dead G.I. was brought in on a motorcycle. Why?

WAFNER
 I don't know. Experiments.

BOYCE

What kind of experiments? He's dead.

WAFNER

Research! I don't know!

FORD

Bullshit! He had explosives on him.
Where are they?

WAFNER

In the lab! A cabinet! Please--

FORD

Why the house call in the middle of
the night? What's the rush?

WAFNER

The invasion! The doctor wants to
complete his work before the town is
overrun.

FORD

What kind of work?

WAFNER

I don't know! We are told so little!
(Ford pushes DEEPER)
I don't interfere with him, I swear
it! I just do as I'm told!

A sob suddenly bubbles from his throat - the guy's just in
too much pain to go on. His head droops, whipped...

WAFNER (CONT'D)

Please...

Ford yanks the knife out. Wafner sobs quietly. Boyce silent.
Ford checks the time, reaches into Wafner's breast-pocket,
pulls out the pack of CIGARETTES he knew would be there...

And shoves one between Wafner's lips. Wafner appreciates it.
Then Ford pulls the ENVELOPE from his own jacket - the one
addressed to his mother in Brooklyn. He rips it open.

Inside is a BRASS ZIPPO LIGHTER - looks like it's been
through fire, literally; it's got SCORCH-MARKS on it.

He lights Wafner's cigarette, as:

FORD

See this? My Old Man ran into a
burning house one day with this
lighter in his pocket - died saving a
(MORE)

FORD (CONT'D)
 couple kids. Maybe they were
 relatives of yours, it's a *German*
 neighborhood. Madoc Avenue.
 (still no reply)
 I always hated that part of town.

He yanks the cigarette from Wafner's lips, pockets the Zippo.

FORD (CONT'D)
 Break's over. What else does my buddy
 here need to know?

Wafner sighs. Ford waves the lit end of that cigarette, *ready to BURN Wafner's FACE with it*. And Wafner relents--

WAFNER
 One of the prisoners is dead already.
 The other is tied to a table. Your
 explosives are in the cabinet
 farthest from the door.

FORD
 Thanks. You're a *pal*.
 (at Boyce:)
 Get going. You're late for church.

WAFNER
 You'll hand me over to your Army, say
 I co-operated?

FORD
 Sure.

He pounds Wafner in the temple with the butt-end of that
 knife, *knocking Wafner unconscious...* Then turns to Chloe:

FORD (CONT'D)
 Go downstairs. Tell your family not
 to move. I want them INSIDE.

She goes. Just Ford, Boyce, and an unconscious Wafner now.

FORD (CONT'D)
 Nice sleepy little French village.
 Jesus.
 (peers out the window)
 You're looking for four guards, plus
 the doctor. He might be armed. You--
 (stops himself--)
 Just get going, before they notice
 he's gone.

Boyce gathers his gear, heads down the stairs, then halts:

INT. LAURENT HOME - ATTIC STEPS - CONTINUING

Chloe's waiting at the bottom - which means she heard all this. Boyce reaches her, thinking she's about to say "Good Luck" or something. But instead--

--she KISSES him; there's an urgency to it, a desperation. Her eyes wet - she whispers into his ear:

CHLOE

Please, *please*... take me away from here. I can't stand it anymore.

Boyce, his face flushed, can barely manage a half-nod. Chloe gathers herself... then opens the door--

INT. LAURENT HOME - GREAT ROOM - CONTINUING

Chloe's family awaits. They note Boyce and his rifle... and for just a second, Boyce feels brave. A *liberator*. Then:

PAUL

You go to die for us?

Boyce deflates, just like that. Chloe reddening...

BOYCE

Your English needs some work, kid.

CHLOE

He meant "fight" for us.

BOYCE

Let's hope so.

Chloe nods. Boyce goes out the back door. We STAY HERE - with Annelise, watching him go. Then:

INTERCUT WITH/INT. LAURENT HOME - ATTIC - RESUMING

Ford perches at that window, *DAWN just breaking*--

INTERCUT WITH/EXT. BEHIND THE LAURENT HOME - SAME (DAWN)

Boyce emerges, just as...

A HUGE NOISE hits him - shaking the sky: HEAVY GUNS in the distance. Big ones. BOOM-BABOOM. Thunderous sounds--

And *Boyce knows where they're coming from*: US Destroyers (and German pillboxes). It's now **June 6, 1944**.

D-Day. His watch says 5:45. BOOM-BABOOM.

BACK TO FORD - The GUNS of Normandy echoing up here, played off of Ford's face - steely, determined...

BACK TO CHLOE AND HER FAMILY - They hear it too. *The Invasion!* There's hope in Chloe's eyes. Paul's too. Then--

Behind them, *Annelise* asks Guillaume to open the front door for her. He does so. Annelise steps outside.

BACK TO BOYCE - He sends up a silent prayer, D-DAY POUNDING in the distance. *VERY LITTLE COVER between him and the church* - a few barns, that's all. He steels himself...

BACK TO FORD - He looks out the window, trying to spot Boyce. Instead Ford sees:

ON THE FOOTHILL - The SS Guards from the church emerge now, looking with FIELD-GLASSES toward the GUNS on the Coast.

AND THE PEOPLE OF CIELBLANC - They too step out of their homes, awakened by the heavy guns. 50 PEOPLE IN ALL. Women, children, older folks, no men.

A few of these people aren't *whole*: an older man MISSING A LEG. A TEENAGER in a wheelchair. A LAME CHILD spasming in his mother's arms, his eyes milky white. Ford notes it all.

Then, a surprise - visible right below this very window:

Annelise walking to the center of the Square, minus one hand, both arms BLACK. But here she is, marching toward the well. The others regarding her in frightened silence...

...Ford watching, thrown, as:

INTERCUT WITH/EXT. CIELBLANC - OUTSKIRTS - SAME

Boyce ducking behind a barn. Every step is a danger.

BACK TO THE TOWN SQUARE - Annelise stops at the well; every head turns. She's gruesome. *What's she doing out here?*

Then, even stranger, she starts to sing. A LULLABY, her voice shaky. *Singing*, in the middle of the square, odd as Hell:

ANNELISE (FRENCH, SINGING)
*Nous n'irons plus au bois/Les
 lauriers sont coupes...*

BACK TO FORD - confused at first, then he gets it.

BACK TO ANNELISE - People staring at her now - all wondering why this old woman is singing. Here's why: *She's turning all eyes in town onto herself.*

BACK TO BOYCE - he gets it too. With the villagers distracted, he exits the town for the brush of the foothill.

BACK TO ANNELISE, singing, the villagers staring at her. From here, *she can see Boyce scaling the foothill.* Good...

BACK TO FORD, in the attic, watching Boyce too, as:

BOYCE SCALES THE FOOTHILL - ducking in and out of trees for cover. His breaths are shallow, anxious.

ANNELISE - still at it. A rotting woman singing a lullaby.

Madame Lesner, her face gruesome, leans out her window, barking in French at Annelise, "*Stop this.*" D-Day pounding.

INTERCUT WITH/EXT. CHURCH - FRONT GATE - SAME

Walking the church perimeter is Richt. He *spots Annelise in the village below, and sights her with his rifle.*

BACK TO BOYCE - hurrying, trying to be invisible, as:

ANNELISE - still singing. Lesner growing more irritated, shouting, "*Stop this! You're frightening everyone!*"

BACK TO THE CHURCH - Richt has her lined up. He starts to squeeze the trigger...

BACK TO CHLOE - she and her family watching the Square - Lesner is now YELLING at Annelise, who keeps singing.

BACK TO BOYCE - moving in and out of trees...

BACK TO THE CHURCH - Richt *pulls the trigger* -- just as Dr. Bruel appears, swiping angrily at Richt's rifle.

BACK TO THE SQUARE - The SHOT rips through the air, missing its target but hitting the gallows. The villagers shocked.

BACK TO FORD - every part of him tensing.

BACK TO THE CHURCH - Bruel berates Richt, in German. "*Who gave you the right to interfere with my work here! You almost killed one of my subjects!*"

BACK TO THE SQUARE - the villagers SCATTER back to their homes in fear, doors slamming. Lesner shuts her window...

...but Annelise just keeps singing.

BACK TO CHLOE - Her family staring out at Annelise...

INTERCUT WITH/EXT. FOOTHILL/BEHIND THE CHURCH - RESUMING

Boyce passes behind the REAR GATE of the church, unseen, heading for the TREELINE behind the church...

He finds a ridge that looks DOWN on the church grounds. Perfect - he can do some killing from here.

BACK TO ANNELISE - She sees him back there, sees Bruel in the foreground. Mission accomplished. She stops singing.

...climbs on to the lip of that WELL, her eyes on Bruel--

...and throws herself in. Just like that.

BACK TO BOYCE - Eyes wide, can't believe it.

CHLOE AND HER FAMILY - They scream. Paul, distraught, springs up and runs for the attic steps.

BACK TO BRUEL - He turns abruptly and heads back inside the church, leaving Richt alone out here.

BACK TO THE TOWN SQUARE - utter silence and stillness. Not a sound from the bottom of the well...

BACK TO FORD - He lowers his head, just for a moment.

FORD

Rest in peace, Lady.

Just then, Paul bursts into the attic, utterly unglued. He starts SHOUTING AT FORD in French, sobbing, his timing awful.

FORD (CONT'D)

Listen, Kid. You gotta go.

(Paul keeps shouting)

I'm serious. Beat it.

BACK TO BOYCE - It's TIME. He eyes the RADIO-JAMMING TOWER while laying out his TRENCH KNIFE and GRENADES. Then he catches the sun on the KNIFE. Two REFLECTIONS.

BACK TO FORD - With Paul still shouting and a bleeding Wafner across the room, Ford sees the signal-flashes from Boyce... and looks through the SCOPE of his rifle, as:

FORD (CONT'D)

(to downstairs)

Hey! Get him outta here already!

BACK TO BOYCE. He sets the knife down, steadies himself...

Then he pulls a pin on GRENADE #1 - hurls it at the church's back door. Pulls a pin on GRENADE #2 - hurls it on the ROOF.

--as we MOVE IN TIGHT ON FORD, in the window, rifle sighted.

--and TIGHT ON BOYCE, on the ridge, ready to fire... when:

INTERCUT WITH/EXT. CHURCH - GROUNDS - RESUMING

BOOM! Grenade #1 blows the BACK DOOR off its hinges. LOUD.

BOOM! Grenade #2 blows a small hole in the roof.

--AT THE CHURCH GATE - Richt races toward the blasts and--

--IN THE ATTIC - BANG. Ford FIRES, missing high. Re-aims. Squeezes off another shot - BANG. Paul STOPS YELLING as--

--BACK TO RICHT - hit in the back. He goes down...

...just as *Kiebel* and *SS PVT. KOGAN* emerge from the church, armed. *Captain Mueller* too. But:

It's an AMBUSH: Boyce starts firing. POP-POP-POP-POP-POP...

--Ford fires too. POP-POP-POP-POP. *Paul just watching*.

--Kogan, Kiebel, and Mueller are shredded. They go down.

And then *it's over*. Just like that. An eery silence.

BACK TO BOYCE - perfectly still, low to the ground.

BACK TO FORD - perfectly still, in the attic window, as--

BACK TO THE SQUARE - Every door stays shut. No one steps outside to see what happened. D-DAY still thumping from afar.

BEHIND THE CHURCH - Boyce regards the bodies... four of them lying there - but no Dr. Bruel.

BOYCE

(under his breath)

Where are ya, Doc?

IN THE ATTIC - Ford's thinking the same thing. Paul drifts over, looks out the window... The bad guys are dead.

BACK TO BOYCE - He hops down from the treeline, rifle slung.

EXT. CHURCH GROUNDS - BEHIND THE CHURCH - CONTINUING (DAWN)

Smoke wafts. Boyce *enters the church* warily, through the blown-out BACK DOOR, with D-DAY thumping in the distance...

BACK TO FORD - He and Paul watch Boyce disappear inside.

On Paul's face, a look of liberation. Awe. He opens that cigar-box of his, reaches inside, pulls something out:

It's an old French WORLD WAR I MEDAL... for VALOR.

With wordless ceremony, Paul extends it to Ford and pins it on him. Ford can't help feeling touched - as:

INT. CHURCH - GROUND LEVEL/KITCHEN - CONTINUING

Sunlight and smoke. The sound of RUNNING WATER. Boyce enters. No one's in here, just a running faucet. He crosses through, then edges into a SHADOWY HALLWAY. Not a sound. Then into:

INT. CHURCH - GROUND LEVEL/SANCTUARY - CONTINUING

Silence. Dust hovering, some glass shattered. Boyce passes the figure of Christ on the altar. No time to acknowledge it.

He spots a door up ahead... approaches, then into:

INT. CHURCH - STAIRWELL - RESUMING

Dimly-lit by a single blub. Boyce descends in silence - then through a door, to:

INT. CHURCH - DOWNSTAIRS HALLWAY - SAME

A long SUBTERRANEAN HALLWAY. Boyce walks. Half-open DOORS to his right and left. He pushes one open:

The room's empty. A MILITARY RADIO sits on a table. Boyce eyes it, then continues down the hallway. Opens another door:

An ARMORY: stacked RIFLES, ammo on shelves, two tall LOCKERS.

Boyce backs out, drifting farther down the hall. *Where is that damn Doctor?* A DOOR up ahead. Boyce approaches silently.

...and nudges the door open with the tip of his rifle--

...revealing an EMPTY PITCH-BLACK SPACE. Feels big. His hands fumble along the wall for a LIGHT-SWITCH. He finds it. CLICK:

INT. CHURCH - BASEMENT/LAB - CONTINUING

LIGHTS POP ON above us in a sequence. CH-CH-CH-CH-CH. Rows of them. It takes ten full seconds for them all to illuminate.

This is the LAB we saw in that 16 mm. film. And it is HUGE.

A CEILING-TO-FLOOR CURTAIN divides the lab in half. On this side of it we see endless rows of LAB-STATIONS, EQUIPMENT, sinks, burners, beakers. A pair of EYEBALLS in a jar...

Oh, and 25 DEAD GERMAN SOLDIERS, on GRANITE SLABS.

These are the BODIES Boyce saw trucked in; each has been stripped down to white BOXER SHORTS and rubbed with oil.

...but every gunshot wound, every hole left behind by an exploding shell, they're all evident. Boyce winces a bit.

Covering the walls are RUNIC LETTERS and paintings of ANCIENT TEUTONIC KNIGHTS. Swastikas too. And two crossed CEREMONIAL AXES, right out of the Middle Ages.

In a glass cabinet are 500 VIALS OF BLACK BLOOD. One sits on a GAS STOVE in a POT OF BOILING WATER. Boyce turns the stove off. And hears a MACHINE-LIKE SOUND:

A pump, sounds like it's on the other side of that CEILING-TO-FLOOR CURTAIN. Boyce steps through it, rifle slung - and sees the OTHER HALF of this vast lab... It's a horror:

FIFTEEN PEOPLE - "SUBJECTS" - barely human now, each of them TIED BY THEIR HANDS AND FEET TO HOSPITAL BEDS.

They were villagers once. Now they look more like CREATURES.

Their flesh is black and blistered, everywhere - necrotid tissue bubbling on their arms, *faces, necks, torsos*. Their eyes milky white, staring in a state of sustained torture.

On each bed Boyce finds a "PATIENT FILE" complete with BEFORE AND AFTER PHOTOS - human decay, chronicled in German. Beside one of the beds, a 16 mm. CAMERA stands on a tripod...

He drifts a bit closer, breathless. These people are barely alive, most of them unconscious, some of them vegetative; something is *corroding them* from the inside out:

Connected to each villager is a machine of pumps and valves, an AUTOJECTOR, pumping a thick black substance - looks like TAR - *into each subject*, circulating it mechanically.

On BOTH ARMS of every subject are BLOOD DRAWS, feeding black blood into bottles that sit on the floor.

It's like a massive, gruesome dairy farm. But why??? Boyce drifts past each bed, shocked, speechless.

Then, another shock - AUTOJECTOR #16 is connected by TUBES to a DISEMBODIED DOG'S-HEAD, which sits on a tray.

Somehow, impossibly, the Autojector is keeping the head alive. Its MOUTH moves - just took in a breath. My God...

Autojector #17 is hooked up to a HUMAN HEART, *beating*, suspended in air by STRINGS over the OPEN CHEST of Tibbet.

Tibbet's EYES have been removed. Holy Hell. Boyce shaken.

Then, behind him, labored BREATHING. He turns, rifle slung.

In BED #3 is another villager/creature, suffering, tied up, his body entirely BLISTERED and BLACK. His eyes crazed. Boyce stares - something drawing him toward this creature, when--

A JUMP-SCARE - it BOLTS UP - still tied to the bed but *lunging at Boyce with such force that the bed actually TOPPLES OVER*, slamming on its side to the floor. That fast.

Boyce steps back, the Creature now pressed against the floor, its breaths rattling. Boyce not sure what to do, as:

A VOICE (O.S.)
Help... please.

That was barely audible, but AMERICAN. Boyce turns--

There's another CURTAINED-OFF SECTION up ahead. He gets there - pulls back the curtain...

BOYCE
Rosenfeld!

Rosenfeld, his hands and feet TIED to the rods of his bed, turns, glassy-eyed. This man's been *tortured*. Mumbling:

ROSENFELD
I didn't talk. I didn't--

BOYCE
--where's the Doctor?
(Rosenfeld doesn't know)
Okay. We're gettin' you outta here.

He starts to untie Rosenfeld, anxiety pumping--

BOYCE (CONT'D)
What the hell is all this? They--

Just then, ANOTHER SOUND--

ROSENFELD
Boyce!

Boyce turns - a BLUR behind him - and:

Dr. Bruel emerges from shadow. He'd been hiding there. He RIFLE-BUTTS Boyce in the head. ALL GOES BLACK. We CUT TO:

INT. LAURENT HOME - ATTIC - MORNING

Ford sits at the attic window, awaiting any sign of Boyce.

HIS POV - OUT THE WINDOW: Cielblanc is quiet. Normandy's beaches are not. BOOM-BABOOM.

CHLOE

That really ought to be looked at.

Chloe, at the top of the steps, gestures to Ford's blood-soaked pantleg. An uneasy tension between them.

Ford shrugs, "Go ahead." Chloe crosses past Wafner and sits. She unties Ford's boot; he keeps his eyes out the window - despite the searing pain. Mission, mission, mission.

She pulls the boot off. AGONY. Ford just grits his teeth.

Chloe pulls up his pantleg, pulls down his bloody sock - regarding what one of her traps did to a human leg.

FORD

Arky Vaughn had an ankle like that, a couple years back. Cost him half a season.

Chloe has no idea what he's talking about.

FORD (CONT'D)

Brooklyn Dodgers? Baseball?
(she's a blank)
And they say we're uncultured.

She cleans the wound with Iodine...

CHLOE

I'm sorry - about your father.
(Ford shrugs)
He was a fireman?

FORD

He was a house-painter.

CHLOE

Oh. Then why did he run into--

FORD

You done yet?

She holds up a BANDAGE, starts to roll it around his ankle.

...as he eyes that VALOR medal pinned to his jacket; it bothers him. He takes it off, shoves it in his pocket.

Then he sees something horrible atop that foothill--

ON THE CHURCH GROUNDS - a door opens... and Bruel emerges.

BACK TO FORD - Instant alarm: Ed's in trouble. Ford bolts up, grabbing his rifle and crutch, his foot unshod and bloody.

BACK TO BRUEL - He eyes the bodies of Kiebel, Kogan, Richt, Mueller, and he sighs. Then he *picks up the body of Kiebel...*

...and carries it back inside the church. Just like that.

BACK TO FORD - hobbling past Chloe, toward the attic steps...

CHLOE
You're leaving us?

FORD
Ed's in trouble.

INT. LAURENT HOME - GREAT ROOM - CONTINUING

Ford descends noisily on his crutch - then emerges, Chloe right behind him. The Laurents turn.

FORD
STAY INSIDE. The Kraut's tied up.

CHLOE
How can you help him on one leg?

FORD
You just stay here.

He heads for the door. Marie-Elena *mumbles something at him in accented English*. Chloe reacts.

FORD (CONT'D)
What was that?

CHLOE
She said take the truck.
(Ford thrown)
Madame Lesner has a truck in her barn. That one, there. To move him if he is hurt.

Ford nods "Thanks". Marie-Elena nods back. He steps outside.

EXT. CIELBLANC - TOWN SQUARE - CONTINUING

Keeping his eyes on that church, he crutches his way across the square - aiming for Lesner's barn... as:

INT. CHURCH - BASEMENT/LAB - SAME

Boyce awakens in this huge space. Looks around, disoriented.

He's on an OPERATING TABLE - *his hands and feet tied to its legs*. A nearby SURGICAL TRAY bears a SCALPEL and SYRINGES.

Around him are the *Villager-Creatures*, tied to their beds, black tar being pumped through their veins by Autojectors--

...black blood draining from them into bottles on the floor.

Bed #3 remains toppled over, its patient still tied to it.

The 25 GERMANS remain on their granite slabs across the lab.

The GAS STOVE is on again, black blood boiling in a vial.

Rosenfeld's bed is beside Boyce's. Their eyes meet. Then, a BANGING SOUND. Boyce turns:

It's Bruel, using a MALLET to crush *TWO US-ARMY DETONATORS*. Shit. Bruel drops the mallet and turns, twitching slightly - his eyes on Boyce... Then Bruel grabs a SYRINGE.

Boyce braces himself. Bruel finds a VEIN in Boyce's arm. In goes the needle... Bruel drawing blood, as:

BRUEL

So, Private. Why are you here?

Their eyes meet. Bruel's English is surprisingly unaccented.

BRUEL (CONT'D)

It's the invasion - and yet you're sent to this tiny village. Why? This was a mission?

(Boyce is silent)

You were obviously intending to blow up something, Private; we found four blocks of tetrytol on one of your fellow soldiers - and you and your Hebrew friend here were carrying detonators. *What was your target?*

Again, no reply. Bruel produces the SS DEATH'S-HEAD DAGGER that Boyce found on the ramp, eyeing it fondly. Shit.

BRUEL (CONT'D)

The tower on the roof? Was that it?
 (Boyce is silent)
 Was it something else?

Boyce just stares. We DRIFT DOWN to find his *right wrist*, tied to that table-leg. There's a tiny bit of play in the knot. So Boyce wiggles it, as invisibly as possible, while:

BRUEL (CONT'D)

Were you perhaps sent to target *me*?
 This lab?

He studies Boyce for a reaction. None. Then he grabs a CRANIOMETER (standard German phrenology instrument), and begins to measure Boyce's skull with it, as:

BRUEL (CONT'D)

Do you come from Nordic stock by any chance? Parents? Grandparents? Anyone in your bloodline Teutonic? We're always looking for candidates for our re-Germanization program.

BOYCE

(re: Villager-Creatures)
 Are *they* being re-Germanized too?

At last, a response. Bruel breathes out a grin.

BRUEL

They are contributing to the war effort in ways you could hardly imagine.

BOYCE

How?

BRUEL

I'll ask the questions, if you don't mind.

He tears Boyce's t-shirt away, lights his cigarette lighter.

BRUEL (CONT'D)

Again. Why are you here?

He *puts the blade of the SS dagger into the flame*.

The DAGGER glows red. Boyce tries not to react. Impossible.

BRUEL (CONT'D)

It won't hurt, you know - telling me.
 But this...

Boyce prays for strength. Bruel grabs the CROSS hanging around Boyce's neck and YANKS IT FREE, tossing it away.

BOYCE
Why're you doing this? You're French.

BRUEL
Am I?

BOYCE
S'posed to be a doctor.

BRUEL
I am a *soldier* now! Ensuring the
Thousand-Year Reich! Himmler's dug up
half of Europe looking for the secret
- and I've found it for him!

BOYCE
Secret to what?

BRUEL
History.

He PRESSES THE RED-HOT BLADE FLAT ONTO BOYCE'S BELLY. Boyce
howls - the pain unimaginable...

BRUEL (CONT'D)
WHAT WERE YOUR ORDERS!? WHAT WERE YOU
TOLD ABOUT MY WORK HERE!?

Boyce keeps praying, but Bruel does it again, red-hot steel
onto bare flesh. Rosenfeld cringing at the sight...

BRUEL (CONT'D)
WHY ARE YOU HERE????
(Boyce crying)
I'VE WON THE WAR FOR THEM, YOU
UNDERSTAND? MY WORK! MY DISCOVERY!
AND YOU WILL NOT TAKE THAT FROM ME!
WHY ARE YOU HERE?!?!?

Boyce in sheer agony, aching, crying... but he isn't *talking*.

Behind Bruel, that POT BOILS OVER. He turns, irritated, then
hurries toward it - giving Boyce a brief reprieve.

At the stove, Bruel pulls the vial of black BLOOD from the
boiling water. Then draws the blood into a SYRINGE.

Ten feet away, Boyce *begins to work the rope again*. Urgently.

Bruel, his syringe full now, turns.

Boyce moans loudly, as if delirious with pain.

Bruel, pleased, carries the syringe - not toward Boyce but instead toward one of those dead Boxer-Wearers on the slabs; this guy's name is/was SCHERZER.

Boyce goes back to work, struggling to loosen the rope, as:

Bruel injects the hot blood *into* Scherzer's HEART.

Boyce keeps working on the rope... Almost there...

Bruel finishes the injection on Scherzer. Turns.

...Boyce's hand isn't free yet. *Rosenfeld sees that, so:*

ROSENFELD

Water...

Bruel pauses as if he'd misheard.

BRUEL

What?

ROSENFELD

WATER.

Bruel approaches Rosenfeld. Mutual, utter contempt.

BRUEL

Just like a Jew, demanding that to
which you have no claim.

...which allows Boyce to keep working his wrist urgently, as:

ROSENFELD

Water. *S'il vous plait.*

Bruel backhands Rosenfeld across the face - just as Boyce's hand comes free. Rosenfeld keeps at it:

ROSENFELD (CONT'D)

Okay, wine then. A nice French
Bordeaux maybe--

BRUEL

Silence!

Bruel slugs him, hard - then turns to face Boyce... who *continues to writhe as if delirious*.

Bruel stands over him... and draws that SS DAGGER again.

BRUEL (CONT'D)
Smile, Private. There's no greater honor than dying for your country.

BOYCE
'Least I have one.

...which is when Bruel notices an oddity - something's missing from the surgical tray - one ITEM, gone.

--but just as Bruel realizes it, BOYCE STRIKES in a BLUR - JAMMING THAT SCALPEL into Bruel's neck. Bruel falls, gasping.

Boyce frees his other hand. Sits up, frees his legs, grabs his RIFLE and fires a bullet into Bruel's chest.

BOYCE (CONT'D)
Can you walk, Rosenfeld?

Rosenfeld shakes his head. Shit. There isn't much time.

INTERCUT WITH/INT. LESNER BARN - RESUMING

Ford enters the LESNER BARN. There's her TRUCK. He advances--

...and is immediately CLUBBED FROM BEHIND by a SHOVEL. He staggers, falls, turns...

Evy Lesner stands here, gruesome face and all. She grabs Ford's RIFLE, points it at him.

--IN THE LAB - Boyce hurries to the LAST CABINET in a row.

It's locked. He knocks the lock off with his rifle-butt. Inside, the four Tetrytol blocks. He grabs them, turns.

On that STOVE: vials, more SYRINGES. He heads over--

--BACK TO THE BARN - Ford struggles to his feet, supported by that crutch. Lesner, rifle ready, hisses at him in French--

FORD
Listen, Lady, I don't speak much French. Why don't you put that thing down before somebody gets hurt?
(Lesner is unmoved)
Friends, okay? *Amie?*

Lesner eyes him with contempt. He reaches into his pocket.

FORD (CONT'D)
Chocolate?

He offers his spare BAR of it to her. She lowers the rifle.

Then she FIRES IT - right into Ford's bad ankle.

BACK TO BOYCE - At the stove. He hears the shot; it snaps his head around.

BACK TO FORD - He drops to the ground, his leg a rag-doll.

BACK TO BOYCE - panicked, he runs to Rosenfeld.

BOYCE

That could be Lew! We gotta go!

Rosenfeld can't move. Boyce grabs him in a FIREMAN'S CARRY, and heads out, moving right past those GRANITE SLABS.

On SLAB #1 is Scherzer, recipient of the hot-blood injection.

He just blinked.

BACK TO FORD - on his back. Lesner drifts over, reaches for his TRENCH-KNIFE, taking her eyes off Ford for just a second--

Big mistake. *He grabs her hair and yanks her to the ground...*

That fast it's an ugly, feral *wrestling match*. Her BLACKENED FINGERS clawing at him. Hair is grabbed, faces gouged. He loosens her grip on the rifle and tosses it away... as:

INT. CHURCH - KITCHEN - SAME

Boyce carries Rosenfeld through. Up ahead is the BACK DOOR that he blew open with that grenade. He heads toward it...

BACK TO THE BARN - Ford and Lesner struggle on the floor like animals. Gouging, scratching, smothering, gasping...

INTERCUT WITH/EXT. BEHIND THE CHURCH - YARD - SAME

Boyce crosses the grounds, bearing Rosenfeld.

BACK TO THE BARN - A primal struggle. Lesner rolls on top of Ford, her hand under his chin, trying to snap his neck. Ford's trying to snap hers. Both of them panting.

Eyes locked, the sounds guttural. He's stronger, but she's got leverage on her side - gravity too. She growls as--

...a single liquid SNAP...

And Lesner's body sags on top of Ford's. Neck broken.

INTERCUT WITH/EXT. CHURCH - FRONT GATE - SAME

Boyce heads down the foothill, carrying Rosenfeld.

BACK TO THE BARN - Ford pushes Lesner's twisted body away. It tumbles off of him like a mannequin. He tears her SHIRT off to tourniquet his gushing leg, as we:

INTERCUT WITH/EXT. CIELBLANC - TOWN SQUARE - SAME

Boyce reaches the square, unaware that Ford's in the barn.

BACK TO FORD - He crawls to his CRUTCH, gets to his feet, gathers his rifle, then to the barn door - in time to see:

--BOYCE, lugging Rosenfeld into the Laurent home.

BACK TO FORD - He hears a NOISE behind him - turns... and *his jaw drops* - utter shock and horror.

...as Lesner's body starts decaying, right before his eyes.

Her SKIN-BLISTERS begin to BUBBLE, as if CORRODING from the inside. A SOUND comes from her, like a hissed death-rattle, spitting out of her lungs. The CORROSION continues--

...eating not just her face now but every inch of her legs, her torso, her neck - they all decay, with Ford bearing witness - a sizzling sound as the flesh gives way...

Soon she looks like a piece of burned paper. Then she's mere ASH inside clothing...

Ford is awed, afraid. But he swallows it all.

INT. LAURENT HOME - GREAT ROOM - CONTINUING

Boyce enters, lays Rosenfeld across the Dining Table.

BOYCE

Lew!? Lew!?

No reply from the attic. But Chloe emerges from her room:

BOYCE (CONT'D)

This man needs help!

She nods. He hurries to the attic steps:

BOYCE (CONT'D)

Lew?! Lew?!

CHLOE

He went out - to help you!

BOYCE

What?!

EXT. CIELBLANC - TOWN SQUARE - SAME (MORNING)

Ford hobbles through the empty Square, to the Laurent home.
The sounds of D-DAY thumping in the distance...

INT. LAURENT HOME - GREAT ROOM - RESUMING

Boyce moves to the door, adrenaline rocketing through him.

BOYCE

Lew?!

He throws it open, just as Ford hobbles in. Instant relief:

BOYCE (CONT'D)

Thank God. You don't-- Christ, what
happened to your leg?

FORD

I got shot--
(at Chloe)
--your friend with the truck. Then
she turned to ash. Was something
wrong with the ordnance?

BOYCE

Whaddaya mean she turned to ash--

FORD

I mean she shriveled up like a piece
of burnt confetti.

BOYCE

I don't--

FORD

Yes or no? Was something wrong with
the ordnance?

They study one another, Ford all-business.

BOYCE

No. Nothin' wrong with it.

FORD

Then why's that tower still standing?

That sounded angry. Truth is, Ford's just reeling.

BOYCE

I... I heard the gunfire, thought you
might be in trouble.

FORD

For the *last* time, it doesn't fucking matter if I'm in trouble! The mission is the tower! When're ya gonna get it through that hayseed head of yours?

That hurt, but Boyce doesn't fire back. He can't. Instead he just *heads up the attic steps*.

FORD (CONT'D)

Where you going?

BOYCE

Got a couple questions for our prisoner.

FORD

It's 8:25 already.

BOYCE

I know what time it is.

INT. LAURENT HOME - ATTIC - CONTINUING

Boyce arrives, pulls out the SYRINGE he took from the lab - and a vial of BLACK BLOOD. He thrusts them at Wafner.

BOYCE

What does this stuff do?

(Wafner's silent)

That doctor said it was gonna ensure the Thousand-Year Reich. What was he talking about?

Again, no reply. Boyce, rattled, puts a GUN to his head.

BOYCE (CONT'D)

You've got one minute. TALK.

Pretty aggressive move. Ford and Chloe appear at the top of the steps. They haven't seen this side of Boyce before.

BOYCE (CONT'D)

What's the black blood for?

WAFNER

You saw it. Don't you know?

Yes, Boyce knows - but he's silent. Wafner grins...

FORD

What's he talking about, Ed?

BOYCE

I dunno; they got a dozen villagers
in there - like her grandma, but
worse - tied up, bleeding into
bottles. The doctor injected some of
the blood into a...

(reluctantly...)

...dead guy.

Wafner smiles a knowing smile. Ford eyes him...

FORD

Why would he do that?

Wafner enjoying every second of this--

WAFNER

You want a Thousand-Year Reich, you
need a Thousand-Year Army. You see?

That lands with a THUD. Boyce and Ford silent...

A beat... trying to digest the idea. It goes down hard...

WAFNER (CONT'D)

It's been there for ages, you know.
The tar. Ask her, she'll tell you.
All we did was dig it up...

FORD

(at Chloe)

You knew all this?

All eyes on Chloe. She looks as lost as they are...

CHLOE

(dazed...)

We heard stories about it, my whole
life. The black river under the hill.
But they were just stories...

Silence - Ford and Boyce still processing all this...

WAFNER

Credit that doctor - there were so
many failed attempts before he
learned how to use it, but he's
tireless. If his countryman had
worked half as hard to defend *France*,
we wouldn't be here today.

Boyce shakes his head. Ford just smoldering...

BOYCE
It can't be.

WAFNER
Think of it. An inexhaustible army.

BOYCE
It can't be.

FORD
There's a way to find out.

Huh? Ford grabs his TRENCH-KNIFE and approaches Wafner.

...whose smile suddenly VANISHES - just realized: *This guy's about to kill me!* He's right. Ford hobbles past Chloe, as--

WAFNER
But I told you everything!

BOYCE
Hold it, Lew. What're you doing?

FORD
Playing doctor.

BOYCE
Why? Let's just blow up the tower and--

FORD
Need to know what we're up against.
(at Wafner)
Don't we.

WAFNER
I don't-- I'm just a soldier!
(Ford about to strike)
NEIN!!!

THWUMP! Ford jams the dagger deep into Wafner's CHEST.

Silence hangs. Boyce can't fucking believe it.

FORD
Now you're an experiment.

Wafner's not breathing. Chloe and Boyce *shocked*--

Ford puts his head to Wafner's chest. Wafner's dead. Ford reaches for the SYRINGE. Boyce hands it over, speechless, as:

FORD (CONT'D)
"Fire at Germans," remember?

He fills it with BLACK BLOOD from the vial. Boyce dazed:

BOYCE
...goes in his heart.

Ford jams it into Wafner's heart, hits the plunger... and nothing happens. A long beat. Wafner's just dead...

BOYCE (CONT'D)
We killing P.O.W.'s now?

FORD
You don't think the Nazis've killed any P.O.W.'s?

BOYCE
Sure. That's what makes 'em Nazis.
But we aren't *like* them, right?

FORD
Nobody ever won a war by saying please and thank you, Ed. He knew that.

BOYCE
Meanwhile it didn't get us anywhere.
Look at him.

FORD
I'm lookin'. My opinion, it's an improvement.

BOYCE
Point is, we don't do this.

FORD
We do now.
(studying Wafner...)
Dose mighta been too small--

Then a SHOCK: WAFNER'S EYES FLY OPEN. HIS HEAD POPS UP. HIS CHEST EXPANDS. The blood from his wounds suddenly BLACK--

WAFNER
NEIN!!!

He just RE-SET TO THE EXACT MOMENT BEFORE HE WAS KILLED. Otherwise, he's okay. Breathing. Alive.

BOYCE
Lew...?

Boyce and Ford stare at each other in silence, awestruck. Ford - first time ever - doesn't know what to say. Chloe too.

BOYCE (CONT'D)

Lew...?

Ford just shakes his head...

...as Wafner sees the KNIFE in his chest, the BLACK BLOOD around it... and the syringe in Ford's hand.

And an awful realization hits. *I was dead.* He eyes Ford--

WAFNER

You... *killed* me?

FORD

Listen, Pal--

Wafner YANKS A HAND FREE, pulls the dagger from his chest, cuts his ROPES LOOSE - and RISES, his eyes murderous.

WAFNER

You killed me.

FORD

Well, yeah, but in all fairness I also brought you back. Now sit down.

(Wafner doesn't)

I said SIDDOWN, Asshole.

Every part of Boyce tensing. Wafner turns to them--

WAFNER

You see now? A Thousand-Year Army for a Thousand-Year Reich!

...as Wafner starts toward Ford--

FORD

Listen, Pal - I wasn't that crazy about you the FIRST time around; don't make me kill you again.

Wafner smiles... then charges Ford - pushing Chloe aside--

In a blur, Ford fires at him - BANG, in the arm.

Great... except Wafner keeps coming. Unaffected. Unharmed.

And the BLOOD spurting from his arm is now as **BLACK AS PITCH**.

Huh? Chloe screams. Boyce looks to Ford.

BOYCE

Lew!

Ford FIRES AGAIN. Hits Wafner in the CHEST. More **BLACK BLOOD**.

And STILL NO EFFECT - *Wafner just as shocked by all this as they are*. Boyce swings that CHAIR at Wafner, striking him over the head with it. It shatters. Again, he's unaffected.

So Ford SHOOTS HIM IN THE HEAD. That oughtta do it...

But the wound bleeds BLACK. And Wafner, after a pause, shakes it off and keeps coming. Somehow.

He starts RANTING now, in German. We don't understand a word of it but it sounds like something from a nazi rally.

Boyce, dazed, looks at that SYRINGE on the floor... and he and Ford both come to the same horrible conclusion:

They've just turned this German into something unkillable.

And what he wants... is Chloe. In an ugly way. He grabs her, throws her over his shoulder.

BOYCE (CONT'D)

Chloe!

Boyce jumps in Wafner's path, tries to pull Chloe away--

Wafner BULLS FORWARD, using Chloe like shoulder-pads, into Boyce. And there's *nothing behind Boyce but those STAIRS*.

Boyce goes flying - tumbling - landing hard at the base of the attic steps.

Ford gets to his feet. Wafner kicks him, knocking him down.

...and carries Chloe *down those steps*. She's shrieking, "MAMA!!!" And grabbing at the railing on each side of her, trying to slow him down. Can't be done.

Ford scrambles to get another clean shot - his eyes meeting Chloe. *He can't fire again without hitting her*.

INT. LAURENT HOME - GREAT ROOM - CONTINUING

Boyce, at the base of the steps, sees Wafner coming, draws his SIDE-ARM, fires THREE SHOTS into Wafner's belly.

BLACK BLOOD oozes from Wafner's gut. A mere annoyance. He steps OVER Boyce, heading for the door. Chloe screaming.

Rosenfeld reaches for a sidearm - but doesn't have one.

The rest of Chloe's family emerges now - to see Wafner head for the door. Chloe screaming. Boyce gets to his feet.

--Ford thumping his way down the stairs--

Wafner reaches the door, opens it. An insane moment. He carries her away, Chloe screaming:

CHLOE
MAMA!!!!

MARIE-ELENA/PAUL
Chloe!!!

Into the Square, *her voice ringing in our ears*, sheer terror.

Ford hits the last step - but too late - Chloe's family in tatters, her SCREAMS still audible. Then:

CRASH - a German grenade (called a "POTATO-MASHER") is tossed by Wafner through the window.

Boyce scrambles for it--

--as Ford dives on top of Paul.

--and Rosenfeld hits the deck.

Boyce tosses it out of the room - it EXPLODES - loud. Destructive. But no one's hit.

Boyce rushes to the window. Wafner is halfway up the hill.

And here we are, in a house that's seen a grenade explosion and an abduction. Pure shock. Boyce and Ford trade a look.

FORD
You got the charges?
(Boyce half-nods...)
Let's go. It's time to take out our
Goddamn target and get Chloe the hell
outta there.

ROSENFELD
What're you gonna use for a
detonator?

FORD
Whaddaya mean?

BOYCE
The Doctor bashed both of 'em in.

Ford considers that... Then:

FORD
I can get us a detonator.

BOYCE

How?

FORD

Let's go. Still got thirty minutes
before our planes are in the air.

D-Day pounding. They head for the door, Ford on his crutch...

BOYCE

On one leg?

FORD

It's the mission, ain't it?

That had some edge. He nears the door. Boyce follows...

MARIE-ELENA

You help my daughter!

EXT. PASTURE - BEHIND CIELBLANC - MOMENTS LATER

Boyce and Ford emerge from behind a barn. They're just about
to approach the PASTURE - when Boyce STOPS Ford.

FORD

What?

BOYCE

Mines. Watch your step.

Ford nods, thanks. We CRANE UP, Boyce leading a hobbled Ford
through this mine-ridden PASTURE, toward that foothill...

The church sits atop it. The guns of D-Day pounding. Then:

EXT. FOREST - EARTHEN RAMP - MOMENTS LATER

Boyce and Ford stand where Boyce stood last night: at the top
of the EARTHEN RAMP leading into the FOOTHILL itself. The
BLAST-DOORS are open. Boyce eyes them...

BOYCE

Listen, I don't know what's down
there. Could be more of 'em, could be
anything.

FORD

Piece 'a cake.

BOYCE

Right. And half the German grenades
are duds. *We don't know how to kill*
these things, Lew...

FORD

Keep it down. They might catch wise.

BOYCE

Yeah, then we'd *really* be in trouble.

Ford grins, about to march - when *Boyce gags* involuntarily - just barely stopped himself from vomiting. Ford eyes him.

BOYCE (CONT'D)

Sorry. Shit.

(a beat...)

Don't you ever get scared?

FORD

'Course. Everybody does. Know what scares me worse? Some guy on Omaha Beach buyin' it 'cause I didn't get my job done. Rather die right here. Wouldn't you?

BOYCE

I'm not so sure we're put together the same way. *My* old man wouldn't've run into a burning building to save five strangers. I don't think *I* would either.

FORD

Hey, forget what my old man did. It's too much to live up to, believe me.

That came out before Ford could stop it. Now it hovers...

FORD (CONT'D)

Screw this. It's D-Day. Let's go.

They descend down the ramp, toward DARKNESS.

...crossing under the ANCIENT RUNIC SYMBOLS and the SWASTIKA. One last look at the symbols, wondering what they mean. Then Ford and Boyce vanish into the pitch of the Cavern...

INT. CAVERN UNDER THE CHURCH - CONTINUING

It's big. First thing we see down here is a burned-out TRUCK, the one that carried in all those German bodies.

Beside it we find TWO CHARRED CORPSES. It's hard to say for sure, but one of them looks it was once a German soldier. The other looks like it might've been Penner. Gruesome.

Ford and Boyce move around a corner... to find:

A DERRICK, pumping something from a BIG HOLE IN THE GROUND.

A HOSE from the derrick is connected to a large BARREL, which is OVERFLOWING with a thick black substance. Tar.

Trouble is, *there's a GERMAN standing beside the derrick--*

It's Scherzer, the guy who received the injection from Bruel. Scherzer's still in his white boxers, his back to us, *staring down into the HOLE from which that derrick is pumping...*

There's a GAPING WOUND across his back. Clearly, it's what killed him. But he's alive now, the BLOOD from that wound a calcified black. *So how do we kill him???*

Boyce and Ford trade a silent look. Boyce raises his rifle, aiming... but Ford stops him with a silent headshake. There's no point in trying to shoot this guy.

Then Ford sees it... affixed to a wall:

The FIRE HOSE. Boyce saw it used last night. Ford crutches toward it. Boyce follows. The hose is coiled around a WHEEL.

Boyce starts to UNCOIL IT. It squeaks, LOUD. He stops.

Scherzer, twenty feet away, doesn't turn - just staring into whatever is down there, obviously unsettled.

Ford moves to the FAUCET - a red knob. He indicates to Boyce, "When I turn this knob, you start RUNNING TO UNCOIL THE HOSE." Boyce nods.

A moment, their eyes locked, then--

FORD TURNS THE RED KNOB - loud and squeaky.

Scherzer turns at the sound--

Boyce starts running at him with the hose.

Scherzer reaching for his RIFLE.

Ford turning the knob harder - full blast.

The hose UNCOILING off the wheel as fast as Boyce can run.

WATER EXPLODING OUT OF THE NOZZLE - too hard - the burst actually knocking Boyce off his feet.

Scherzer grabs the rifle, turns to fire, YELLING--

...as Boyce gets to one knee, aiming the hose, and...

BAM - it hits Scherzer in the chest - just as he FIRES.

BANG - the bullet hitting a JUNCTION BOX a foot to Ford's left. Instantly, the POWER GOES OUT.

And Scherzer is knocked off his feet, right into:

...the HOLE IN THE GROUND beside the derrick. Gone.

A beat. Ford turns the water off. Boyce lowers the hose.

And they move in, cautiously, toward the edge of the hole. Ford crutching his way there... Then he looks down to see--

...a POOL OF BLACK GUNK below. Scherzer's HAND sticking out.

FORD

Now he knows what it tastes like.

A beat... Then Ford takes out his father's ZIPPO, lights it... and holds the flame to that overflowing barrel.

BOYCE

What're you doing?

FORD

If it'll burn, we gotta burn it. I wouldn't even want our side to know what this stuff can do.

That fast, the TAR in the barrel IGNITES, highly flammable. The flames dance across that HOSE, through the DERRICK, then down into the hole just as--

JUMP-SCARE: Scherzer reaches up out of the tar - gasping.

But the tar-pool ignites - a MASSIVE WALL OF FLAME ERUPTING FROM IT, knocking Boyce and Ford on their asses. The FLAMES ROAR OUT... then suck back down again.

Boyce and Ford crawl to the hole, look down - the CHARRED REMAINS OF SCHERZER seared into place among the flames.

FORD (CONT'D)

Guess *they* burn too.

Boyce rises, offers his hand - *just like Ford pulled Boyce onto that C-47 last night*. Ford takes the hand, as--

A STAIRWELL DOOR OPENS, ten feet away. Here's Kiebel, another guy we killed once before - checking on that JUNCTION BOX--

But *he sees Boyce, and Ford, and the FIRE.*

And he charges them - unarmed but roaring--

Boyce and Ford FIRE THEIR RIFLES out of instinct. It doesn't make a dent. Black blood spurting from his wounds, Kiebel *barrels into them both.*

Ford falls hard. Boyce and Kiebel tumble together to the cavern floor, RIGHT BY THE SURGING FLAMES.

Kiebel's on top of Boyce in a hurry, hands around Boyce's throat - trying to choke him out. Boyce can't stop him - the Nazi is undead and way too strong. The heat is scorching...

Ford jumps on Kiebel's back, grabs Kiebel's head, pulling hard as Boyce gasps for breath. Ford TUGS. We hear that same single liquid SNAP we heard from Lesner when her neck broke.

...except Kiebel doesn't stop. With his HEAD now dangling at an unnatural angle, he keeps strangling Boyce.

Ford, no choice, SLITS KIEBEL'S THROAT... Now black blood gushes from it onto Boyce.

And STILL KIEBEL DOESN'T STOP. He's a monster, literally - his grip on Boyce's throat unrelenting. Barking in German.

Ford, no moves left, pulls out his SIDE-ARM and fires it right into Kiebel's right WRIST. The bone shatters. Then the LEFT WRIST. That bone shatters too.

His grip on Boyce loosens. Boyce sucks in a breath. Then one huge burst of energy - pushing Kiebel away and--

...toward the edge of that hole, into the FLAMES.

Kiebel's CLOTHES ignite. One MORE PUSH from Boyce and--

Kiebel vanishes down the hole, SCREECHING as he falls.

And it's over. Ford and Boyce eye one another - Boyce now drenched in the black blood of a dead Nazi.

FORD (CONT'D)

See? Simple.

Boyce, soaked in black, just eyes him--

BOYCE

Stairs're over there.

FORD

Twenty minutes.

Boyce nods. Ford follows him to the stairwell door.

INT. CHURCH - STAIRWELL - MOMENTS LATER (DAY)

They climb in darkness (the LIGHT BULB in here now useless). Ford struggling up the steps.

They reach the DOOR leading to the basement. Boyce nudges it open with the tip of his rifle, revealing:

INT. CHURCH - DOWNSTAIRS HALLWAY - CONTINUING (DAY)

We were here before. But now none of the LIGHTS are working.

Rooms to our right and left. All dark now. Boyce is about to step into the hallway when--

A FLASHLIGHT BEAM whips past his nose. He moves back.

...to find Wafner hurrying past this door - heading AWAY from the LAB. No sign of Chloe. Wafner vanishes down the hall...

Boyce follows. Ford stops him. And this is in WHISPERS:

BOYCE
He's got Chloe.

FORD
Chloe ain't the mission.

That landed. Boyce nods... then:

They step into the dark HALLWAY, toward the LAB. Boyce nudges open the door to the ARMORY - pointing it out to Ford.

Ford silently leans in, turns on his FLASHLIGHT--

Boyce alone in the hallway now, his head on a swivel--

Ford returns, bearing SIX GERMAN POTATO MASHERS. Gives three to Boyce, pockets three for himself. They continue along--

...to the LAB DOOR. Boyce nudges it open.

INT. CHURCH - BASEMENT/LAB - CONTINUING (DAY)

BLACK. Boyce and Ford stay low. Boyce shines his FLASHLIGHT into the space - illuminating it for Ford in brief bursts:

The creature/villagers, tied to their beds. The autojectors. The CONCRETE SLABS where those 25 DEAD GERMANS WERE--

Whoops. FIVE OF THE SLABS ARE UNOCCUPIED...

Boyce reacts, instantly shining his flashlight on the spot where he left Bruel's BODY. *Bruel isn't there anymore.*

BOYCE
Got six unaccounted for--

FORD
Let's just get these charges set.

He heads for the back wall - Boyce watching.

BOYCE
Lew. Tower's up on the *roof*.

FORD
Tower ain't enough anymore, Ed. This whole place has to come down.

Boyce eyes the Villager-Subjects. Heads toward them--

Ford heads for the BACK WALL, *passing by that SEVERED DOG-HEAD*, kept alive by the Autojector. He can't resist:

FORD (CONT'D)
(at the dog-head)
Stay.

The head, of course, doesn't move.

Boyce begins to UNTIE THE CREATURE from Bed #1. A FEMALE, her face completely blistered-black. Boyce frees her hands.

BOYCE
Go. *Allez*.

She doesn't move. Maybe she can't. Maybe she's deaf. He unties her feet. Still no movement.

Ford, at the back wall, removes a TETRYTOL BLOCK from his trousers, fixes it on the wall.

Boyce moves to BED #2. A male, equally gruesome. Boyce starts to untie his wrists. The creature GROWLS like an animal. Boyce recoils a bit, but he finishes, then moves on.

BED #3 is still toppled on its side, its tortured inhabitant stuck there. Boyce moves nearer, *untying the guy*: a semi-human nightmare under all that blistered flesh.

Then, disaster: the LAB-DOOR OPENS. Two GERMAN SOLDIERS burst in. Boyce shuts his flashlight off. Ford too - but too late--

The GERMANS OPEN UP ON HIM, machine-gun fire.

Ford spins away, falling to the floor. The machine-gun fire continues, the Germans HOLLERING at him. (They were on those slabs an hour ago - dressed in their uniforms now).

Boyce drops - *the Germans don't seem to know he's here.*

They start moving in on Ford's position, firing continually. He doesn't return fire. These guys are SCREAMING.

Boyce, on hands and knees, scrambles toward them. He pulls a PIN on one of his POTATO MASHERS, slides it along the floor.

It blows up at the FEET of the Germans - but they DON'T STOP, still firing at Ford, shouting.

Now what? Boyce looks around, sees something, crawls to it--

There, those CEREMONIAL AXES, affixed to the wall. He gets to his feet, grabs one - the noise drowned out by the TORRENT of machine-gun fire. It lights up a corner of the room.

Ford scrambling to get away. Germans shouting--

Boyce hurrying to a position behind the Germans now.

Ford trying to crawl, but they're right on top of him.

...and they've just about spotted him, when--

THWACK - in the darkness - Boyce swinging that AXE, taking THE HEAD OFF OF GERMAN SOLDIER #1. It bounces to the floor.

GERMAN SOLDIER #2 turns - THWACK - Boyce swings again, hitting the guy's right wrist, severing the arm there. The German's RIGHT HAND, still clutching the rifle, falls.

He grabs for his SIDE-ARM, cursing Boyce loudly in German.

Boyce takes another swing. THWOP - severing the guy's LEFT HAND. Now this German is really angry - howling at Boyce.

Boyce moves in - the German unable to defend himself - Ford watching in semi-shock from a corner...

One last swing. Boyce beheads him. Down he goes. Two headless Nazis, side by side. Crisis over. Ford slightly awed by what he just witnessed. A moment... then:

FORD

They teach that move in Basic? I
musta been sick that day.

Ford's way of saying, "Nice work." It mattered a lot.

BOYCE

Are you hit?

FORD

No. Go find Chloe, get her out of here. I'll set the charges.

Boyce nods, helps Ford to his feet--

As he does so, Ford slips something into Boyce's pocket, Boyce entirely unaware.

FORD (CONT'D)

Ten minutes.

BOYCE

Yeah.

Then they notice: *one of the two Nazi heads is still moving - twitching really - if only slightly.* Ford sighs, Jesus... and brushes it aside. It bumps into a table leg.

FORD

Get going.

Boyce nods numbly, heads out. We STAY HERE WITH FORD--

...making sure Boyce is gone. Then Ford lifts up his shirt.

And we learn that he's been GUT-SHOT, bleeding badly. He sags back, grabs his crutch, *willing* himself to the back wall.

...where he sets the last TETRYTOL BLOCKS then SPLICES their four wires while checking his watch.

His gut continues to bleed. He ignores it, wrapping those FOUR WIRES INTO ONE... then wrapping that ONE WIRE around the terminal of a GRENADE...

INT. CHURCH - GROUND FLOOR HALLWAY - CONTINUING

Boyce emerges from the stairwell into the hallway, axe in hand... Again, not a sound. No one here. He enters:

INT. CHURCH - GROUND FLOOR - SANCTUARY - CONTINUING

Rows of EMPTY PEWS. Boyce enters... Silence.

Then, a SOUND - *the sobs of a girl* - coming from somewhere ABOVE him. Boyce turns, looks up:

A BALCONY. The voice seems to be coming from a LOGE BOX up there. Yet we can't see Chloe.

...but we can see Wafner, entering the loge box, talking in German, a wicked smile on his face. Someone's at his feet, out of our view. Wafner takes his belt off--

Boyce wants to shoot the guy from here but there's no point. Instead, Boyce slinks across the sanctuary - to a set of STAIRS that will lead to the balcony... We RETURN TO:

INT. CHURCH - BASEMENT/LAB - RESUMING

Ford piles up FLAMMABLES in the center of the lab: SHEETS, etc., a big mound. He rips the NAZI FLAG off the wall, tosses it on the pile. It's stained with his blood now.

He douses the pile with RUBBING ALCOHOL. But--

--hold it. We just saw a SHADOW drift across the floor.
Ford's unaware of it...

INT. CHURCH - SANCTUARY - BALCONY - SAME

Boyce reaches the Balcony. From here he can see--

Wafner, his back to us, unzipping his trousers... and Chloe, flat on her back, handcuffed to a railing. Crying. Wafner mocks her in German, unmoved by her cries for mercy.

Boyce moves in. This'll be easy; Wafner's a clean target.

Boyce drifts closer. Wafner beginning to lower himself on top of Chloe - his voice continuing to pour German filth into her ears. Chloe crying, begging him to stop.

Then she sees Boyce, standing over Wafner. Thank God. Boyce lifts that AXE over his head. Wafner still unaware, when--

BANG - a shot fired from the SANCTUARY FLOOR below, knocking the axe from Boyce's hand--

Then TWO MORE SHOTS -- Boyce HIT in the SHOULDER. He drops down on his belly.

Wafner springs up now, half-dressed. Looks over the railing.

Kogan is down here, blasting away. Shouting at Wafner and pointing: *there's an AMERICAN five feet from you!*

Now Wafner turns, sees Boyce. Wafner infuriated, coming at him. The axe is out of Boyce's grasp, and his SHOULDER is bleeding. Chloe terrified - Boyce too. Wafner five feet away.

WAFNER

You should have left me dead.

Boyce has a SIDE-ARM, but what good is it? Here comes Wafner - unkillable and angry. Fuck. He's about to strike--

Then Boyce gets an idea. He FIRES at Wafner's left eye.

BINGO. Wafner one-eyed now. Boyce fires at his right eye.

BINGO. Wafner blinded now, cursing Boyce loudly. Boyce gets to his feet. Wafner still coming. Boyce plows into the guy, that SHOULDER screaming in pain. But Boyce keeps CHARGING--

...like a crazed linebacker, pile-driving the now-blind Wafner over the balcony railing--

Down, down... Wafner lands hard on the Sanctuary floor. He's still alive - but he's been neutralized for a moment.

Kogan hasn't. He starts FIRING at Boyce again.

Boyce drops down out of sight, a foot from Chloe. Their eyes meeting. He pulls the pin on a GRENADE. Then a second one.

Tosses the first from his perch... then tosses the second.

They arc lazily on their way down toward Kogan - who SCREAMS AT THEM. But just before they reach him--

BANG BANG. He fires - hitting them both in mid-air. TWO INSTANTANEOUS EXPLOSIONS, tearing up a portion of his face and ripping one of his hands off.

But it's not enough to kill or stop him. Dazed, he reaches for his rifle, which he has to pry from his amputated hand.

BOYCE - IN THE BALCONY - knows he has to move fast.

BOYCE

Turn away.

Chloe turns her head. He swings the axe at the CHAIN cuffing her wrist to the railing - *just as Chloe squirms.*

He misses her face by half an inch. Misses the CHAIN too.

BOYCE (CONT'D)

What're you moving for?!

CHLOE

You just said turn away!

BOYCE

Don't! Don't do anything!

She stiffens. He swings the axe. Her eyes squeezed SHUT.

With a SPARK, the chain breaks--

But just then - BANG BANG BANG -

Kogan firing up at them with his one remaining hand. Wafner firing too although BLIND - bullets everywhere. Madness.

BOYCE (CONT'D)

Follow me!

He grabs Chloe, pulls her along the railing, ducking gunfire. All he's got is that AXE. She follows him into:

INT. CHURCH - HALLWAY - CONTINUING

With Wafner and Kogan still howling, firing--

...Boyce pulls Chloe toward the STAIRWELL DOOR. He tosses another GRENADE over his shoulder. It skitters past them -

A loud BOOM - ineffectual.

INT. CHURCH - BASEMENT/LAB - RESUMING

Ford has set the CHARGES and piled the FLAMMABLES. Now, weak from blood loss, he eyes that GAS STOVE... and crosses to it.

...just enough strength to get there, barely. He yanks its MAIN LINE from the wall. Gas HISSING out now. He checks his watch again, his back turned to the rest of the lab, then--

He staggers forward, finally losing consciousness - as:

ACROSS THE LAB - Bruel emerges from shadow. We RETURN TO:

INT. CHURCH - STAIRWELL - CONTINUING

Boyce and Chloe burst in, racing down the steps. A DOOR OPENS one flight above them - Kogan leading the sightless Wafner into this stairwell. STILL FIRING, shouting--

Boyce leads Chloe out of the stairwell into--

INT. CHURCH - DOWNSTAIRS HALLWAY - RESUMING

They emerge into the hallway, but - COMING AT THEM from 20 yards away - Mueller and Richt, reaching for their rifles--

Boyce and Chloe can't turn back - they've got Kogan and Wafner behind them.

So we're TRAPPED. Mueller and Richt start FIRING. Boyce grabs Chloe's hand, leads her into the first reachable DOOR:

INT. ARMORY ROOM - CONTINUING

Boyce shuts the door, leaving us in DARKNESS. Turns on his flashlight - illuminating all these RIFLES, useless to us.

CHLOE
We're going to die...

BOYCE
No we're not.

He grabs one of those lockers, pushes it up against the door as a barricade. Chloe holding up the flashlight for him.

THUDS come from the other side of the door - four undead Nazis trying to get in. Chloe terrified. Boyce backing up against the locker to hold it.

A BIGGER THUD - the door starting to give way. It jars the locker enough for the LOCKER DOORS to swing open. Things falling out now. The Nazis pounding away.

Boyce tries to hold them back... but all four of these monsters are now pushing on that door.

More ITEMS fall from the locker now, landing at Boyce's feet.

One gets his attention - giving him an idea...

BOYCE (CONT'D)
Stand back.

CHLOE
What?

BOYCE
Stand back!

She moves to the corner. Boyce moves AWAY FROM THE LOCKER, backing up against the wall, in darkness. He grabs the flashlight from her, turns it off, as--

ONE LAST PUSH FROM THE NAZIS - the door bursts in.

The LOCKER falls to the ground, slamming at Boyce's feet.

And here they come - all four of them; Boyce has just *let them in*. Here's why:

He now has PENNER'S FLAMETHROWER, the "Hitler Hunter"--

And he *opens up with it*, a spray of FLAME, illuminating the armory as it finds these four charging Nazis.

Kogan, Richt, Mueller, Wafner - all of them engulfed. The heat unbearable. Chloe screaming. The Nazis shrieking, hissing. Their RIFLES FIRING.

Kogan and Wafner drop and roll. Boyce douses them again.

Mueller staggers into a wall, then to the ground. Richt runs down the hall, screeching.

Boyce grabs Chloe's hand, leads her out.

INT. CHURCH - DOWNSTAIRS HALLWAY - CONTINUING

Flame everywhere, the Nazis burning noisily. Boyce douses Richt again. Richt drops. All good... until:

Here come TWO MORE NAZIS, emerging from the stairwell.

Boyce douses them. They catch fire... but we hear a CLICK.

Hitler Hunter is empty. And *these guys aren't fully engulfed*.

Boyce charges them with his BAYONET, drives it through both of them, then uses it to plow them into that ARMORY. They're burning too badly to defend themselves.

He tosses a GRENADE in there, shuts the door behind him.

BOYCE

Fire in the hole!

BOOM - a HUGE EXPLOSION from inside the armory sends the door rocketing out at us. But it did the job.

He eyes Chloe - roasting bodies smoking all around them.

BOYCE (CONT'D)

Get out of here. Now!

CHLOE

I want to help you--

BOYCE

Chloe, we're blowing this whole place up! Go!

End of argument. She turns to go. He opens the lab-door...

And a SHOCK suddenly appears at his feet--

It's that CREATURE/VILLAGER from Bed #3. Poor bastard must have dragged himself all the way to this door. Now he lies here, spent, barely alive, barely human.

And Chloe just stares, speechless. She's never seen anything like this guy before - every inch of him diseased and black.

Worse, his crazed eyes seem to be staring *right at her*... as:

Her jaw drops, just saw something IMPOSSIBLE. She SCREAMS.

BOYCE (CONT'D)

Go home.

CHLOE

I can't!

(suddenly unraveling)

It's my father...

Boyce pauses - maybe he heard wrong. Nope, that's what she said. He studies the face of the creature at their feet... and he sees it. This, once, was Alain Laurent.

Chloe devastated, horrified, grateful - all at once.

CHLOE (CONT'D)

Papa?!

Just then, a NOISE IN THE LAB reminds Boyce of his duty. He bends down, grabs the Alain-Creature by the arms, drags him out of the doorway, as:

CHLOE (CONT'D)

Papa?!

BOYCE

You can't help him, Chloe. Just get as far away from here as you can.

She doesn't reply - and he doesn't have time to argue. He disappears into the lab, closing the door behind him.

INT. CHURCH - BASEMENT/LAB - RESUMING

Boyce stands in DARKNESS. His instincts freeze him.

BOYCE

Flash.

There's no answer from the darkness. He tries again:

BOYCE (CONT'D)

Flash.

Again, no answer. Just a SOUND... a HISSING. Boyce turns on his FLASHLIGHT, tracking the sound to:

That STOVE. Its main line sending GAS VAPOR into the air. Boyce can smell it. Then his flashlight BEAM finds--

That pile of FLAMMABLES in the center of the room, sheets, pillows, a Nazi flag, all doused with Rubbing Alcohol...

BOYCE (CONT'D)

Flash.

FORD (O.S.)

Thunder.

Ford's VOICE, at last. Boyce whips the beam toward it--

...and he freezes, his blood just congealing--

Here's Ford - sitting on an exam table. BLACK BLOOD now spilling from the wound on his BELLY.

Beside him is Dr. Bruel. *Alive* - a SYRINGE in his hand. He drops it to the floor.

Boyce can't breathe. Or blink. Utterly stupified.

BOYCE

Lew?

FORD

Yeah?

Wait. That didn't sound like Ford; it had an ugliness to it. He hops off that table and starts toward us - *walking on a shattered ankle, impervious to pain.*

And his RIFLE is slung, aimed *right at us*.

BOYCE

What happened to you?

FORD

I died. Then I got better.

BOYCE

Whaddaya mean, you died?

Ford keeps coming. *How is he walking on a shattered ankle?* Bruel, behind him, watches with a sadistic delight. Boyce eyes the black blood on Ford's shirt - hoping he's wrong...

BOYCE (CONT'D)

What'd he do to you, Lew?

BRUEL

I told you, Private - we make History in this lab!

Ford keeps coming, no light in his eyes. It's like he's turned into someone else - maybe just a darker version of himself. But Boyce just can't, or won't, accept that yet.

FORD

Why so quiet, Ed? Ya scared?

Now it's official. *Ford is not Ford anymore.* Boyce reeling.

BOYCE

Listen, let's just blow this place to Hell and get you to a medic, huh?

(Ford keeps coming)

Lew?

BANG. Ford fires at him. Just missing. Boyce spins away, horrified, dropping the flashlight. DARKNESS now.

He stumbles back, knocks over a beaker. Ford FIRES at the sound. BANG. A spark-missile in the blackness.

BOYCE (CONT'D)

Lew, it's me. Ed.

FORD

I know who you are. You're the little sad-sack that hasn't left me alone since the first day of Basic.

That hurt, but before Boyce can address it - BANG. ANOTHER SHOT. Boyce diving out of the way. His own personal Hell - a *hateful Ford trying to kill him.*

BOYCE

Listen to me - this is not you. Your name is Lewis Ford. You're from Brooklyn. Corporal in the US Army. Put the rifle down, awright?

BANG. Up ahead, a SECOND DOOR. Boyce moving toward it. He gets to the door. IT'S LOCKED. Won't budge. BANG. Another shot, this one nicking his hand.

BOYCE (CONT'D)

Your old man painted houses. Your ma's afraid of heights...

FORD

My memory's fine, Ed.

BANG. Another shot, this one grazing Boyce's ear.

BOYCE

Lew, don't!

FORD

Sorry. You know that TEMPER of mine.

Ford, a foot away, pulls the trigger again. CLICK. *Out of ammo.* Annoyed, he tosses the rifle... but he keeps coming...

BOYCE
This is NOT you!

FORD
It's me.

Boyce backing away. Ford bearing down. GAS hissing from the stove. Boyce holds his rifle like an OAR, ready to strike--

BOYCE
Don't make me do this, Lew. Don't make me do this--

FORD
(keeps coming)
Go ahead.

BOYCE
Goddammit!

He butt-ends Ford across the jaw with his rifle. It scrambles the wires in Ford's brain enough to slow him for a second.

BOYCE (CONT'D)
Lew - please...

But Ford keeps coming. Boyce BASHES HIM again - this time breaking Ford's JAW. Black blood spurting--

BRUEL
You're wasting your time, Private!
You can't stop him!

BOYCE
THIS IS NOT YOU! You're a US soldier!

Ford keeps coming. Boyce, crying now, bashes him again - this time breaking Ford's *orbital bone*...

BRUEL
The key to the whole war - and it was won with FRENCH BLOOD! Wait 'til they hear that in Berlin!

Still, Ford doesn't stop. Boyce swings that rifle like a BASEBALL BAT - right into the side of Ford's skull. CRACK.

BOYCE
That who you wanna be, Lew? The guy who wins the war for the Nazis?

Ford grins, black blood on his teeth, his jaw now set at an unnatural angle - completely gruesome.

BOYCE (CONT'D)

What about the guys on Omaha Beach?
We had a MISSION, remember?

They reach that MOUND OF FLAMMABLES now, not far from the GAS-HISSING STOVE. Their eyes locked.

BOYCE (CONT'D)

We're supposed to destroy this place.
The radio-jamming tower! By nine...

FORD

You wanna complete the mission?

BOYCE

Yeah.

Ford nods calmly... then bends down, grabs something off that pile of alcohol-soaked flammables, and holds it out to Boyce:

His GRENADE... wired to the DET-CORDS of the TETRYTOL BLOCKS.

FORD

Then pull the pin.

Hold it. Time just stopped.

Bruel drifts over, amused... The hissing of that leaking GAS suddenly sounds THUNDEROUS. Ford's smile is creepy as hell, his teeth cracked and blackened. And Boyce is speechless.

He can complete the mission - but it'll cost him his life.

FORD (CONT'D)

Well? What'll it be, Soldier? God and Country... or Cowardice?

BOYCE

This is not you, Lew.

FORD

I knew you wouldn't have the guts.

BOYCE

This is not you!

FORD

PULL THE PIN, YOU COWARD!

Their eyes lock. Madness around them. Bruel starts to chuckle... And Boyce decides--

He pulls the pin.

Then holds it up defiantly for Ford to see. This is it.

BOYCE
We stick together, right?

Ford's surprised, impressed. Bruel is *terrified*. He starts to run away.

Ford grabs Bruel by the collar, preventing him from leaving.

FORD
It's your party too, Doc.

BRUEL
No!!!!

FORD
Siddown!

Ford throws him to the ground, puts a boot on Bruel's chest.

...as the seconds tick down. Boyce not running - not even shutting his eyes.

BOYCE
Goodbye, Lew.

They're going to die. Right now. 3, 2, 1...

...but *nothing happens*. No explosion. Boyce deeply thrown...

The grenade was a fucking DUD.

Bruel opens his eyes, surprised as hell. Boyce's eyes never stray from Ford, who looks completely confused.

BOYCE (CONT'D)
Like you said. German grenades.

No reply. Then, above them, a loud TICK. They look up--

It's a CLOCK - just struck 9 A.M.

That, somehow, got Ford's attention. Boyce can see it.

BOYCE (CONT'D)
Nine o'clock, remember? D-Day.

And something CLICKS in the back of Ford's brain. A memory, a flicker of *the human being he used to be*, just minutes ago--

He reaches into a pocket, removes his father's charred Zippo.

Boyce reacts - his eyes going wide - but:

FORD
Go.

BOYCE
What?

FORD
(top of his lungs)
GET OUT OF HERE!!!

Ford flicks open the lighter. All he has to do is spark it and this entire LAB will blow. That GAS hissing...

Boyce takes off, heading for the door.

Bruel gets the idea.

BRUEL
No!

Ford puts his boot on Bruel's THROAT now...

INT. CHURCH - DOWNSTAIRS HALLWAY - RESUMING

Boyce, in a dead sprint, races into that STAIRWELL.

INT. CHURCH - STAIRWELL - CONTINUING

He enters, finds Chloe trying to drag the near-lifeless body of her father up the stairs. Boyce *dives on them both, to shelter them*, as:

INT. CHURCH - BASEMENT/LAB - RESUMING

Ford eyes that Zippo... Then:

He SPARKS IT UP - one little charge in all this GAS, and--

BOOOOOOM! A MASSIVE EXPLOSION knocks us sideways. The air itself seems to RIP IN HALF. All those CHARGES DETONATING.

FIRE EVERYWHERE, Ford and Bruel and all the tortured villagers instantly eviscerated, the WALLS CRACKING, as:

INT. CHURCH - DOWNSTAIRS HALLWAY - SAME

Fire ROARS into the hallway, WALLS FAILING here too.

INT. CHURCH - STAIRWELL - SAME

It's like a massive EARTHQUAKE in here. Boyce trying to shelter Chloe and her father.

INT. CHURCH - SANCTUARY - SAME

The FLOOR BUCKLES - this Sanctuary caving in.

INT. CAVERN UNDER THE CHURCH - SAME

The ceiling above us craters, rock and cement coming down like a waterfall, ONTO THE FLAMING DERRICK, crushing it--

EXT. CHURCH ROOF - SAME

The RADIO-JAMMING TOWER collapses in a heap...

INT. CHURCH - BASEMENT/RUINS - RESUMING

Half of the Sanctuary collapses into this lab. The church barely standing. The fire doused by the sheer volume of dust and debris. It's all a BLUR, over in mere SECONDS...

Then... SILENCE. Just rubble and smoke and dust...

We drift through it. Concrete slabs turned over. Operating tables twisted in half, CHURCH PEWS upended.

...and a lonely, charred Zippo. Then:

INT. CHURCH - STAIRWELL - RESUMING

Rubble, stone, steel, dust. Beneath the pile we find BOYCE, face down. He isn't moving. We DRIFT IN ON HIM, and...

FADE TO BLACK...

...over which, *the sound of AIRPLANES*. Lots of them. Fighters, bombers, an armada. Then we FADE UP again, on:

INT. LESNER BARN - DUSK

Boyce awakens, his ears filling with all that sound. He looks around. Nine hours have passed. He's in the LESNER BARN--

...which has now become a FIELD HOSPITAL. Around him, on cots, lie SEVEN WOUNDED SOLDIERS. We see I.V.'s, DOCTORS, the works. Lesner's TRUCK has been moved out.

And the U.S. Army, clearly, has moved in.

Boyce is shirtless. His shoulder's been bandaged, the burns on his abdomen field-dressed. He sits up, slowly...

Rosenfeld lies on a nearby cot. Grunauer is tending to him.

But there's no Ford, of course. And no Chloe. Boyce rises.

First few seconds on his feet are pretty wobbly. His knees want to give way, but he makes them stiffen. And everyone around here is too preoccupied to notice.

He takes a first halting step for the barn door - then notices something to his right, a STANDING CURTAIN, partitioning off one patient from the rest.

He hears a familiar voice behind it. *Marie-Elena*. Boyce moves to the curtain. Grunauer notices:

GRUNAUER
Boyce! What're you--

Boyce steps around the curtain, to find a BED:

Chloe is in it, wounded but alive, tended to by Marie-Elena. Paul sits in a corner.

BOYCE
Chloe?

She looks up, her eyes suddenly wet with tears. Boyce hurries to her side, feeling very lucky. He takes her hand.

BOYCE (CONT'D)
You okay?

CHLOE
(nods then:)
You?

Boyce breathes out a smile, Marie-Elena and Paul silent.

BOYCE
I'm sorry about your father--

GRUNAUER (O.S.)
--Boyce.

Grunauer, standing by the curtain. Boyce turns.

BOYCE
Derwin Frances.

GRUNAUER
Back in bed.

BOYCE
Yeah, okay.

He turns to Chloe. She smiles bravely. Boyce gives her an assuring look, turns to go--

...inadvertently putting his hand in his pocket, surprised to find something there. He extracts it.

It's that WWI MEDAL... for VALOR. *Ford's parting gift to him.*

Boyce breathes out a sad smile, eyeing the medal, starts to hand it back to Chloe.

BOYCE (CONT'D)

Here. This doesn't belong to me.

Chloe closes Boyce's hand around the medal...

CHLOE

Yes. It does.

She meant that, and it feels pretty good. So...

He kisses her. A big one. She gives into it. The kiss lingers - the OTHER G.I.'s in here watching the silhouette of it through the hospital curtain... until:

GRUNAUER

Okay, Boyce. That'll do...

The kiss ends. Chloe beams; they've got a chance, these two.

GRUNAUER (CONT'D)

Let's go.

Boyce nods. Grunauer tugs him away, leaving Chloe behind. They head back across the barn to Boyce's bed - a few G.I.'s now regarding Boyce as something of a celebrity...

GRUNAUER (CONT'D)

Hey, I'm sorry about Ford. Guy saved my life up there.

BOYCE

Mine too.

They reach Boyce's cot.

GRUNAUER

Rest up, awright?

Grunauer heads toward an AILING PATIENT. Boyce about to climb back into his cot. But first he looks around--

...at these seven G.I.'s, silent and tight, some badly-wounded, watching him. Rosenfeld too. Boyce regards them all.

Ford would've done something to help these men, no doubt about it. So, after a long beat:

BOYCE

Guys, tell me something. On the level. 'Cause I don't know if I'm gonna get another chance to ask.

The WOUNDED G.I.'s wait. Boyce looks troubled, serious. Then:

BOYCE (CONT'D)

(re: stomach bandage)

Does this make me look fat?

Instant laughs, from guys who could use one. Boyce sits, as we PULL BACK... out of this barn, to:

EXT. CIELBLANC - TOWN SQUARE - CONTINUING (DUSK)

This tortured village is now held by the U.S. Army: men, vehicles, movement. The EVENING SKY is filled with planes, all ours, soaring overhead with impunity.

We drift through, as G.I.'s and vehicles cross our frame.

Then we CRANE UP to take in *all* of Cielblanc: 20 houses, an empty gallows, a church in ruins. And a very toppled tower.

One French village liberated, another few hundred to go. In the distance, the moon rises over the Normandy Coast. We...

FADE OUT...