

# **PHANTASM**

## **2013 A.D.**



Screenplay by  
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BLACK SCREEN, low synthesizer rumble, wind whistling, voices whispering . . .

A semi-circlet of light slashes the darkness, revealing itself gradually to be the metallic outline of a CHROME SPHERE. As the whispering voices gain volume, and the synthesizer rumble grows to a seismic climax, we begin to hear other sounds: Chainsaws, shotgun blasts, screaming women, unearthly voices, keening sound effects . . . and now, projected across the metal skin of the sphere, or perhaps boiling just beneath its surface, IMAGES begin to play, one over the other, a nightmare blitzkrieg of monsters and screaming faces, explosions, strange creatures with mutated flesh and burning red eyes . . . all roiling in and out of fireclouds and swirling smoke. The effect is like looking at a witch's crystal ball, a rumbling metallic death globe filled with multi-layered imagery.

PUSH IN on the sphere, until we are WITHIN it, the whirling dervish of faces on faces and scenes on scenes surrounding us like a terrible tornado of sound and light. An apocalypse of exploding cars and hideously mutated PLAGUE VICTIMS falling in the streets to gunfire FROM FUTURISTIC RIOT-COPS dressed in black. Newsreel footage of looters and scavengers tearing apart cities flicker in STROBE LIGHT CUTS.

A spooky image of THE TALL MAN superimposed over the whole thing, like the Devil watching over his grim creation. We keep PUSHING IN, until The Tall Man's eyes FILL THE SCREEN, and the maelstrom at last explodes into silence behind a terrific BLOWBACK NOISE!

As the sound gradually fades away into the blackness, A TITLE CARD FADES SLOWLY UP:

### AMERICA

Then, slowly, beneath that:

2013 A.D.

The card hovers there, and right from it, we SHOCK CUT TO:

EXT. THE PLAGUE ZONE - NIGHT

POV: The ground rushes below us at high speed, wasteland debris and dust speeding through the shot as we HEAR the desperate gasping of lungs fueling a body beyond its capacity. The strange sounds from the opening sphere shot carry over, more intense now, and as we TILT UP into a wider panoramic view of the wasted desert landscape, we realize this is the POV of some poor bastard

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on the run from. . . something. The camera flies past several burned out cars with charred SKELETONS inside of them.

As the DEMONIC SOUNDS reach another crescendo, we see a FIGURE crash to his knees in a NEW ANGLE, gripping his head in his hands to block out some horrible inner anguish.

He is a a PLAGUE VICTIM with a swollen head covered with pock-marked boils and pus-filled open sores is running like hellfire through the darkness. He is in a terrified delirium, and has obviously been running from something that scares the living shit out of him.

He SCREAMS, and brutal FLASH CUTS assault us, accompanied by BLOWBACK NOISES and KEENING SOUND EFFECTS:

Monsters with shiny silver daggers for teeth, a gnarled set of hands hefting an embalming needle, plunging it into virgin flesh. Rusted steel doors slamming shut on some nightmare machine.

The effect should be jolting and fleeting, like a NIGHTMARE UNIVERSE forcing itself in brutal, quick thrusts on this poor ragged bastard.

He shakes it off, and for a moment, there is silence.

A MUTATED ROAR from the darkness!

PLAGUE VICTIM

No . . . please, god . . .

Figures scurry in the darkness, and the FLASHES assault us again, stronger now, yet somehow less defined, more horrible, blood and bile and screaming, like grinding meat and burning souls deep in the bowels of hell!

THE TALL MAN emerges from this staccato of images, his eyes vacant and dead, a twisted smile projecting a dark cosmic force we cannot begin to comprehend.

The Plague Victim LOOKS UP to see that The Tall Man has seemingly crossed into the real world from his vision, and stands like a dark tower over him, surrounded by his dwarves: snarling, drooling zombie creatures in brown cloaks that look a lot like the Jawas from STAR WARS.

The Tall Man extends a hand, and a droplet of yellow fluid falls from the end of one finger, SIZZLING into the dusty ground like acid.

THE TALL MAN

Come to me Scott.

(CONTINUED)



THE TALL MAN

is waiting, just out of the light not twenty feet away...hovering off of the ground. His dwarves seem itching to rush forward and rip the plague victim to shreds...but they don't, the Tall Man silently keeps them at bay.

He holds his arms open...as if to call to embrace.

THE TALL MAN

(with an unearthly voice)

There's nothing for you out there...they've forsaken you. They don't want you. In here...I'm all there is. Come to me.

THE PLAGUE VICTIM

is breathing heavy...horrified...his eyes wide as saucers. He's not sure if the apparition behind him even exists. It's almost worse if it doesn't.

PLAGUE VICTIM

No! Never.

He starts sprinting toward the light. It follows him as he runs.

PLAGUE VICTIM (CONT'D)

Help me! Don't let him have me!  
Let me out! Let me out! I want out!

COMMANDING VOICE(O.S.)

Citizen! Turn around immediately!  
Do not approach the Wall! This is your final warning!

PLAGUE VICTIM

I won't go with him! Don't let him take my soul! He's eating us out from within! Don't you see!? He's unleashing Hell on Earth!

Ahead, at the source of the light, we can see that he's running toward a huge wall with large turrets and guard towers lining it. It runs for hundreds of miles in each direction.

His foot catches on a red cord that reads "Red Line - Cross Under Penalty of Death". But he doesn't trip, he keeps running toward the light.

## AT THE SOURCE OF THE LIGHT

are TWO WALL GUARDS in semi-futuristic black military fatigues, one holding a CB-style microphone that runs to a ridiculously huge speaker, and the other is manning an equally ridiculously huge M-300 Machine Gun capable of stopping low flying aircraft and small armored vehicles.

WALL GUARD #1

(with CB mic)

Section thirteen, confirmed Bagger in the red. Calling it in at oh seven hundred hours.

WALL GUARD #2

(at machine gun)

I'm on it. Say good-bye to one less pumpkin head.

The guard at the machine gun aims at the little man down at the spot light.

WALL GUARD #1

Ciao baby.

And suddenly there's a volley of thunder so loud and explosive it deafens the ears. Bullet casings the size of baby bottles come flying out of the cannon of a gun as brilliant flashes of blinding flame emanate from its muzzle, illuminating the faces of the Wall Guards with horrific flashing white light.

## THE PLAGUE VICTIM

is no longer a plague victim...he's a victim of bullets. They stitch into his chest and explode his insides out of his back like ketchup filled water balloons shredding what was once a man into ground round.

The desert floor around him catches some residual fire and explodes up clouds of dust into a fury of chaos.

## THE TALL MAN

watches with an expression only the Tall Man could have. Is it shock of loss, or sheer joy? Only he knows.

## THE PLAGUE VICTIM

is still standing when the horrific volley of gunfire ceases...at least for a second. Then he drops to the ground...a lump of bloody pulp not much resembling a human being.

## THE WALL GUARDS

look like they've gotten a bit of a rush out of this midnight target practice. Wall Guard #1 has his fingers in his ears.

WALL GUARD #1

Torch him before any germs drift up here.

With a nod Wall Guard #2 steps over to a FLAME THROWER. He aims and at the squeeze of the trigger unleashes a stream of ignited chlorine gas that streams down toward the

BLOODY PULP

on the desert floor. The shower of flame scorches it and turns the sand to glass. When it's done there's nothing on the desert floor but bleached bones.

THE WALL GUARDS

have done their job. They look down at the skeleton laying on scorched Earth at the base of the spotlight.

WALL GUARD #1

Woooo-weee! Smells like barbecue.

Wall Guard #2 squints and looks into the darkness.

WALL GUARD #2

Hold it...I think I saw something move out there...just above the light.

Wall Guard #1 maneuvers the light out toward where the Tall Man should be...it scans the area but there's nothing there. Then the light stops on a small jackrabbit.

WALL GUARD #1

Oh my God...oh my God...its a...little bunny.

(with a sarcastic smile)

You want me to hold the light on him while you blast him?

The wall guard manning the chlorine gas flame thrower cannon looks blank faced at the wall guard at the light. Pissed.

With a smile the wall guard at the light turns the light off with a loud CLUNK.

And down in the darkness...

THE TALL MAN

drifts backwards away from the wall...hate in his eyes and tiny demons at his feet, scuttling as they slither back from whence they came.

Day is coming.

The MAIN TITLE begins to form in bizarrely transparent letters filled with smoke, as the first rays of sunlight penetrate the dark.

Over the image of the wall as day cracks and the sun comes out. Ever so gradually at first we see the outline of the wall, then we see more details.

The wall is in the middle of the desert and extends in each direction as far as the eye can see...into the horizon. At intervals there are guard towers at which WALL GUARDS are posted. The wall is massive and made of concrete with razor wire lining it. Its concrete surface seems to be scarred from fire in places as if it had to withstand several assaults. But this is one wall that was made to last.

All around the wall, in its vicinity are the burned out hulls of modified cars that look like they may have been used to try to get out.

On the ground in front of us is our plague victims bones on scorched black ground.

The title finally solidifies into shining chrome letters:

**PHANTASM**

**2013 A.D.**

INT: HELICOPTER COCKPIT, DAY

CORPORAL FLYING HORSE flies the bird expertly over the wasted terrain, looking spiffy and hardened in his flack jacket and flying helmet. Big, tough Indian dude.

RADIO VOICE (V.O.)

Border control to spiderbaby one, what's your status?

FLYING HORSE

Spiderbaby one en route from recognizance sweep. We've got grim death two hundred miles in every direction, over?

(CONTINUED)

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8.

RADIO VOICE (V.O.)

Get your asses back here, you guys are late.

FLYING HORSE

That's a copy. Out.

(Flicks off headset.)

Asshole.

EXT: THE PLAGUE ZONE, DAY

WHOOM! The helicopter zooms low overhead and into the distance, leaving the bullet-scorched streets of a border town blanketed in black smoke. A couple of zombie-like victims of The Bag Plague moan after the aircraft in the foreground.

EXT: NEVADA BORDER CONTROL

A massive compound situated just on the other side of the wall, a complex of concrete bunkers surrounding a circular helicopter tarmac.

SUPERIMPOSED, computer-style readout pays out in one corner of the screen, glowing letters:

**NEVADA BORDER CONTROL**

**STATION 13**

ARMED BORDER CONTROL GUARDS move about the entire area, going about their dutiful business in a military fashion.

Off to one side of the landing pad is an American flag snapping in the desert wind. But something is amiss to the flag...some detail is changed. Instead of a blue field speckled with many white stars...there are only three.

Three FIGURES hustle out of a bunker, over which some kind of sign reads COMMAND AND LOGISTICS. This is BORDER CONTROL OFFICER WALLACE WALL, SPECIAL AGENT JOHN SMITH and DR. FELIX OTTERMAN. The three men are briskly walking out toward the tarmac. Dr. Otterman and Agent Smith seem confident and direct, while the border control officer seems a little ticked off.

BORDER CONTROL OFFICER WALL

Why wasn't I informed there was going to be a tactical operation?!

AGENT SMITH

It's all been very hush-hush. You know how the executive branch likes to work and how paranoid people are these days. I'll try not to

(more)

(CONTINUED)

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AGENT SMITH (CONT'D)  
supercede you too much in front of  
your men.

BORDER CONTROL OFFICER WALL  
I just don't like being woken to  
discover that my point of entry is  
being used for some high-falootin'  
super-secret government operation  
that I don't know diddly shit  
about! You suits could have had  
the common courtesy to include me  
in on your little plan.  
(he looks at the doctor)  
And who's this egghead?

DR. OTTERMAN  
I take offense to that.

AGENT SMITH  
(to the border control  
officer)  
Doctor Felix Otterman. A  
physicist. He's actually running  
the show, commander.

The commander looks Dr. Otterman up and down.

BORDER CONTROL OFFICER WALL  
Yeah, it figures. They've tried  
everything else. We've had a  
couple of molecular biologists go  
over the wall before...and even  
some of them germ hunters from the  
CDC. But never a physicist. How's  
a physicist gonna stop a virus?

DR. OTTERMAN  
I'm not. I won't be going over the  
wall.

BORDER CONTROL OFFICER WALL  
You're not? Then who?

AGENT SMITH  
(looking to the bunker tops)  
They will.

In the distance there's a LOW THUMPING. It grows louder and  
louder until the black unmarked helicopter, armed like a gunship,  
comes swooping over the bunkers.

With a rush of wind the large copter centers over the landing pad  
and hovers down to the ground, rotating slightly as it aims its  
side doors toward the three men.

(CONTINUED)

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10.

The side hatch rumbles open and here comes the infamous, invincible and invisible S-SQUAD, one by one, all of them in black unmarked fatigues, and loaded down with equipment:

CORPORAL WAXER, bald, blue-eyed, every mother's all-American dream recruit, short and stocky, big arms, the guy probably played football in high school.

LIEUTENANT LINDA PAYNE, tough-as-nails and twice as sexy, slim and powerful, bleach-blond buzzcut, aviator shades.

CORPORAL FLYING HORSE, the intense native American from the driver's seat, still in his flying gear, huge guy.

CORPORAL JACKSON, a big black, Fred Williamson-looking dude with arms like tree trunks, carrying a gun that looks like it oughta be mounted on a jet.

CORPORAL DOE, a very serious-looking dark-haired freak with vacant eyes, carrying a black, unmarked case large enough to hold a small nuclear device . . . or something.

Still in the chopper, silhouetted heroically by the dawn through the other window (like Arnold in PREDATOR), we see COLONEL HECKLEMAN light a cigar. The flame and the bloody sunlight illuminate his tough, chiseled face in amber colors, revealing an American flag with three stars on it tattooed across his eyes and chin. He puffs on the smoke and cocks an eye toward the tarmac, looking super-cool and ready to rumble. Time for business.

He joins his team, pulling a pack of equipment over one shoulder as he exits the chopper, chomping his cigar like Nick Fury of Marvel Comics fame. He quickly steps to the front of S-SQUAD and meets with the three men. Linda Payne is right at his heels.

Agent Smith extends his hand. Heckleman does not shake it.

AGENT SMITH (CONT'D)

Colonel, it's a genuine pleasure to meet you.

OFFICER WALL

Who are these people?

HECKLEMAN

I'm the H.M.F.I.C. who's about to save your ass, son.

(Motions with cigar,  
toward Doe's black box)

Where can we dump this thing?

(CONTINUED)

CONTINUED:

AGENT SMITH

We'll hold the briefing in the media lab  
once the rooms been sniffed and scrubbed.

HECKLEMAN

Outstanding. Let's move.

As they all follow after Agent Smith, who turns away casually. Doctor Otterman takes up stride with Linda Payne, fascinated by Heckelman, never taking his eyes off the man as they walk.

OTTERMAN

So who the hell IS that guy? And where  
the hell did you come from?

LINDA PAYNE

We're the dumb bastards who drew the  
short straw, sir. I thought you knew  
that.

OTTERMAN

Yeah, I did, sure, but . . . well, I  
guess I'm not up on all these new ranks  
they're giving out in the S-SQUADS. I  
mean, what the hell's an H.M.F.I.C.?

Payne removes her shades and gives him a laserlike glare.

LINDA PAYNE

Head Mother Fucker In Charge.

CUT TO:

INT. BORDER CONTROL - MEDIA LAB - DAY

The media lab is a control center deep in the earth surrounded by a fifty meter thick shell of concrete. The room is dark, cool, and high-tech. It's walls are banks of video monitors and liquid crystal readouts that give read outs and images of hundreds of different locations along this sectors wall coverage.

Seated in the back of the room, in some black leather viewing couches, are Colonel Heckleman and his men.

Doctor Otterman opens up the black chest revealing a cylindrical bomb-like device of some kind not much larger than a coffee can.

Border Control Officer Wall looks at the weird contraption.

BORDER CONTROL OFFICER WALL

What is it? Tactical nuclear?

(CONTINUED)

CONTINUED:

Dr. Otterman steps forward into the sharp halogen lights beaming onto the contraption. They highlight his face in harsh shadows...concealing his eyes in deep pools of blackness.

DR. OTTERMAN

The following briefing is highly confidential. Revealing it outside of the present company is an act of treason punishable by death. This briefing never happened. And what is about to be told to you never happened either. Do you understand?

Wall does a nervous half nod. Otterman nods to Agent Smith, who takes over the briefing via a very detailed MULTIMEDIA SHOW. On the large Japanese brand monitor behind him comes the BLACK AND WHITE IMAGE OF A VERY SICK MAN IN A STRAIGHT JACKET. His arms are strapped into the weird, white, and constricting vest. His face is pussy and slightly swollen, like the plague victim we saw die in the opening scene.

Agent Smith gestures to the monitor, a button pointer in his hand.

AGENT SMITH

We're all familiar with the Bag Plague. Unstoppable. Untreatable. And one hundred percent fatal. It's transmitted by contact.

We see a little CGI MEDICAL CARTOON on the monitor. It depicts pressure points in the nasal cavity, strange looking cells duplicating themselves at alarming rates, followed by the nasal cavity growing. It's pretty gruesome.

AGENT SMITH (CONT'D)

(continuing)

Not to bore you, but its first signs are a little nasal congestion and a runny nose. The head fills with infected fluids being produced by cells which rapidly reproduce in the lymph nodes.

Agent Smith presses a button on the pointer. The IMAGE CHANGES...we see that the man in the straight jacket's head has SWOLLEN TO AN ABSURD PROPORTION. His teeth are gritted together and he shakes violently as if he's about to pop.

AGENT SMITH (CONT'D)

(continuing)

The infection is most noticeable in the head, which swells up like a  
(more)

(CONTINUED)



96-2-196  
J. H. Clark



# The Bag Plague

CONTINUED:

AGENT SMITH (CONT'D)  
pumpkin. A normal man can survive  
several days like this, but it  
takes its toll on one's mind.

A WIDE SHOT of the man in the straight jacket, from behind a one-way mirror. He jumps up and starts violently banging against the barrier. White foam is frothing from his mouth. His head is pulsing. Two CDC AGENTS in white suits flee from the room.

CDC AGENTS  
(on video)  
He's about to go off!

Agent Smith turns from the monitor.

AGENT SMITH  
(continuing)  
Most baggers, as you know, are  
raving lunatics. Watch out for  
them. They're likely to chase  
after you. When they get excited  
or agitated, the head, unable to  
withstand the pressure, explodes  
and sprays infected pus three  
hundred and sixty degrees in every  
direction.

Sure enough, the man's head explodes spraying a white snotty material in every direction. Our image of this grisly conclusion is slightly obscured since the bullet proof glass between us and him shatters...almost faster than the head explosion. This is due to the skull fragments lodging themselves into the glass at high speed.

AGENT SMITH (CONT'D)  
(continuing)  
Basic rule: it's not airborne, but  
touch the pus and you've got the  
disease. Clean suits are okay for  
examining the after-effects at  
close range, but aren't much good  
when a head pops. Skull fragments  
will rip right through the fabric.  
There've been reports of chunks  
cutting through car doors.

Border Control Officer Wall looks unimpressed.

BORDER CONTROL OFFICER WALL  
Why don't you tell me something I  
don't already know?

AGENT SMITH  
Fine. Our intelligence has  
revealed that the unstoppable Bag  
(more)

(CONTINUED)

CONTINUED:

AGENT SMITH (CONT'D)

Plague is not a natural result of nature at all, but the product of biological research in another dimension.

BORDER CONTROL OFFICER WALL

Say what?!

He presses a button and a GRAINY B&W IMAGE OF THE TALL MAN comes onto screen...a photo that was shot from space.

AGENT SMITH

This is a satellite photo of the person we believe to be directly responsible for the Bag Plague. Citizens of the Plague Zone have nick-named him the "Tall Man". And apparently...he doesn't exist. A spectral temperature analysis we ran during the time this photo was taken revealed that this is merely a corpuscular holographic projection...far beyond this country, or any other's, current technology.

HECKLEMAN

A holographic projection?

AGENT SMITH

Corpuscular holographic projection. Essentially a ghost that wears flesh. It lives, it breathes, it even bleeds . . . but it doesn't exist.

HECKLEMAN

Projected from where?

A map of the United States pops up on the big screen, it is divided into three areas: California to the West; New York to the East; and the Plague Zone in the middle. The Western wall runs from the center of Nevada, up and down across the plains. The Eastern wall runs up from the pan handle of what used to be Florida up the Appalachians and through Buffalo. It also establishes our borders with Mexico and Canada similar to how they're drawn today. It DIGITALLY ZOOMS INTO a small concrete building in a desert area near Salt Lake City.

DR. OTTERMAN

(leaning in)

We've triangulated its source here...deep in the heart of a large underground mausoleum, built by the Mormons to house their dead until their day of reckoning. It's just outside of Salt Lake City, in the Paradox Valley.

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CONTINUED:

HECKLEMAN

In the plague zone...

DR. OTTERMAN

Dead center. The mausoleum was built over an extensive Permian era salt mine. Our sources have determined that deep inside the mausoleum is a gateway--

LT. LINDA PAYNE

A gateway?

DR. OTTERMAN

A portal. A portal to his dimension.

Agent Smith presses a button on his remote, reactivating the multimedia presentation.

AGENT SMITH

Two months ago a team of CDC personnel went in from the New York side point of entry. They had with them an extremely powerful ground to satellite transmitter. We were in intermittent contact with them as they ran their research. Then we got this...

Suddenly a VERY STATIC LADEN IMAGE of a CDC AGENT in a clean suit comes on the multimedia monitor. The image is very grainy and breaks up constantly, but from it we can see that he's in a WHITE ROOM:

CDC AGENT

(on monitor, breaking up and nearly unintelligible)  
 ...never get through without losing...zzzchwl...he's started the plague to...ffzch...bodies of the recently dead...zzzrap...taken to another dimension through the portal behind me...zzzwcklx...if this message is being received you must...ffzrach...oh my God there's more of them...!

Suddenly the sounds of SEVERAL GUNSHOTS can be heard amongst the STATIC and the IMAGE GOES DEAD.

Everyone in the room is silent as Agent Smith turns off the monitor.

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CONTINUED:

BORDER CONTROL OFFICER WALL  
So you're going to blow him up with  
this bomb?

DR. OTTERMAN  
Not quite.

He motions toward the device.

DR. OTTERMAN (CONT'D)  
It's not really a bomb. Not in the  
classic sense at least. A bomb  
explodes or implodes...pushing  
matter out or sucking it in. The  
Quantum Phase Device, or Q-Bomb,  
"consumes" matter in a cascading  
wave chain. So quickly that it  
would eat up our entire universe in  
under six milliseconds. Or so we  
believe.

HECKLEMAN  
So you believe? You don't sound  
too confident.

DR. OTTERMAN  
I developed the technology in the  
Eighties...before the end of the  
cold war. We secretly developed it  
to use as a doomsday device. In  
case we ever needed to play the  
card as an ultimatum...it was  
there. In retrospect it all seems  
pretty insane. When the war  
finished, we simply put it away  
where no one would get to it.  
We've never tested it. It's too  
dangerous.

AGENT SMITH  
Your mission is to get through that  
portal, or whatever the Hell it is,  
and assure that this device  
detonates.

HECKLEMAN  
Assure?

AGENT SMITH  
That's right. "Assure" with utmost  
confidence that the device is  
detonated on the other side. Do  
you understand?

(CONTINUED)

CONTINUED:

Col. Heckleman nods. He knows that this means he's on a suicide mission.

HECKLEMAN  
Understood.

CUT TO:

EXT. BORDER CONTROL - BALCONY RIM OF COMPLEX - DAY

Col. Heckleman is pensively standing on the wall of the border control facility looking over the wall not into the Plague Zone, but into the shanty border town on the "California" side of the wall.

Lieutenant Linda Payne walks up next to Heckleman and leans against the railing. It looks like Tijuana down below.

LINDA PAYNE  
Credit for your thoughts.

HECKLEMAN  
I was just thinking about  
Kamchatka.

LINDA PAYNE  
(reminiscing)  
That was one bad hair day.

Col. Heckleman nods with a knowing smile.

HECKLEMAN  
We've been in some tough scrapes.  
Venezuela. Nairobi. New Canada.

LINDA PAYNE  
Norwegian Antarctic.

HECKLEMAN  
Kyoto. Jerusalem. Capetown.  
(he thinks about it)  
I was beginning to think we were  
fucking invincible.

LINDA PAYNE  
Too bad it's classified. Otherwise  
we could become legends. They'd  
write fucking operas about us.

HECKLEMAN  
Don't laugh. Somebody writes it  
down. Someday somebody will read  
it. What goes around always has a  
(more)

(CONTINUED)

CONTINUED:

HECKLEMAN (CONT'D)

way of coming around. It's the way of things.

LINDA PAYNE

Well. The guys are passing around a bottle of Jack. Why don't you come on down to the rec and help us pass-it-around?

The Col. looks down at the ledge where a row of ants busily march along and then down into the PEOPLE AT STREET LEVEL. They're a pathetic wandering crowd of shabbily dressed and impoverished people. They look pretty pathetic and dirty.

HECKLEMAN

You know Linda, most of these citizens who plan on jumping the wall have cashed in their lives. Run up their credit cards...escaping the police, escaping their debts, escaping their commitments, escaping their problems. Just saying good-bye to it all and moving on to "greener pastures." They don't even know what they've squandered. I've given my life to fight all over the world to ensure their freedom...and look what they do...they piss it away.

LINDA PAYNE

That's not the whole world down there Colonel. The bad element has to go somewhere.

HECKLEMAN

I just wonder what happens when we set off this "Q-Bomb".

LINDA PAYNE

You having second thoughts about going in?

HECKLEMAN

Hell no. We're S Company. Every mission we've ever been on has been one-hundred percent pure suicide. A no-brainer, no-winner. But I smell something special about this one. I've been waiting for this one. This one's God and country.

He looks out over the shanty town below.

HECKLEMAN (CONT'D)

I'll tell you one thing...I plan on sitting on top of that fucker when  
(more)

(CONTINUED)

CONTINUED:

HECKLEMAN (CONT'D)

it goes off. I want to be vaporized at ground zero. I want my atoms to be the first to go. Imagine the perfect simplicity of not existing at all.

She nods and looks down into the crowd in the shanty town below.

CRANE DOWN from Col. Heckleman and Lieutenant Payne into the SHANTY BORDER TOWN

It may as well be the streets of Tijuana...but with a gold rush atmosphere. The border control complex seems like a castle.

Then, from the crowd comes REGGIE...a balding former ice cream man who looks more like an ex-con in his ratty cloak and worn clothes, he carries a black dufflebag slung over his shoulder.

He makes his way into the crowd and crosses the bustling street toward a gated garage/junkyard tucked up along the wall of the border control facility. This razor wire surrounded complex goes by the name of

KENNY'S KAR ARMORY

An old Hemicuda is suspended on the top of a pole outside as if to attract people. On it is written "Kenny's Kar Armory." The massive junk yard and open garage lay behind the storefront. Reggie walks in.

INT. KENNY'S KAR ARMORY - DAY

A large no nonsense auto showroom holds five, or so, ordinary cars that have been retrofitted with bullet proof armor...some with M-100 machine gun turrets mounted on the roof. Most of them are fairly average, and look quite used. None of them compare to "Big Bad Momma", a super-reinforced black Humvee with mounted flame throwers and rocket launchers.

Reggie steps up and admires the vehicle.

After a moment he is approached by KENNY, your average cross between a used-car salesman and a mechanic. He's a stout man, and his hands are worn with auto grease, but he's also a wheeler-dealer. Riding on Kenny's shoulder is TITI (come on! Not titty...tee-tee), a Spider Monkey with a white streak running down her bushy mane.

Titi screeches open her lips like on of those little mechanical monkeys with cymbals and looks Reggie over.

KENNY

So. You goin' in?

(CONTINUED)



**REGGIE**



REGGIE  
That's right.

KENNY  
When?

REGGIE  
First thing in the morning.

KENNY  
You're a braver man than I. I  
don't think I'd go in...no matter  
how bad things got.

REGGIE  
Well. Things are pretty bad.

Kenny nods. Small talk is over. It's time to sell a car, and  
Kenny is (after all) a car salesman.

KENNY  
So I suppose you'll be wanting a  
car?

Reggie looks at "Big Bad Momma".

REGGIE  
Yeah. This one looks pretty nice.

KENNY  
The nicest. American made Humvee  
'99. Bullet-proof glass windows.  
Rocket-resistant body armor. Three  
hundred and sixty degree chlorine  
gas throwers. Scimitar heat  
seeking surface-to-surface rockets.  
Blast proof tires. One thousand  
horsepower V-12 fluid-free engine.  
Gun holes mounted all around. CD  
Player. Factory air. The works.

REGGIE  
How much does she go for?

KENNY  
Eight hundred thousand. No credit.  
Cash money.

REGGIE  
Wow. That's a little more than I  
expected to spend.

KENNY  
How much you got?

CONTINUED:

REGGIE

For the car? Five thousand.

KENNY

Five thousand? Har! You might get a mule. They've got them down the street.

REGGIE

No I definitely need a car. I don't plan on walking the desert. I've got to get to Salt Lake City. You must have something I could buy. It doesn't have to be "this."

He gestures to the armored Humvee. Kenny nods.

KENNY

Well, for five thousand there is one thing--

SMASH CUT TO:

EXT. KENNY'S KAR ARMORY - SHANTY TOWN - DAY

The Hemicuda is being lowered from the pole out in front. It looks pretty dented and worn out.

Reggie is placing the last of fifty hundred dollar bills into Kenny's hand and looks over at the Cuda with admiration.

REGGIE

Now that's my kind of car...

KENNY

Don't worry. I'll give it the once over and trick it out with some steel plating along the sides and front. I'll even throw in some puncture-proof tires. It may not look like much, but it'll drive like a tank. I'll have it for you by dawn. There is one condition--

REGGIE

One condition?

Kenny wrangles Titi off of his shoulder and hands the squirming monkey to Reggie with all the grace of a writhing cat. She immediately runs up Reggie's arm and perches herself on top of his head.

KENNY

Heh...she likes you.

(CONTINUED)

REGGIE

What the--?!

KENNY

I want you to take this fucking monkey over the wall and let her go. I've tried to get rid of her, but she keeps coming back. But nothing comes back from over the wall so...

REGGIE

I don't know--

KENNY

Just take her over the wall and throw her loose in the desert. I don't care. Just get her off my back! She shits all over the garage and gets into the power tools. I can't have her here any longer. No monkey, no car, no deal.

Reggie thinks about it.

REGGIE

(sarcastically)

Thanks.

Kenny and a couple of his MECHANICS start wheeling the car into the garage.

DISSOLVE TO:

EXT. SHANTY TOWN - SUNSET

Reggie is walking down the center of what seems to be a perverted abomination of Tijuana during Mardi Gras. The MANY DENIZENS of this border town are drinking and partying like it was 1999...this happens every night.

Reggie comes to a gun shop with reinforced bulletproof glass windows and a security booth entrance.

Reggie approaches the booth and enters it. It seals shut behind him.

INT. GUN SHOP - SECURITY BOOTH - SHANTY TOWN - NIGHT

SECURITY BOOTH GUARD

State your business.

CONTINUED:

23.

REGGIE  
I need some guns.

SECURITY BOOTH GUARD  
Guns cost money.

REGGIE  
That's good, because I intend to  
spend.

INT. GUN SHOP - SHANTY TOWN - NIGHT

Reggie steps from the booth into an arsenal of a thousand guns. Guns in glass cases. Guns on display behind the counter. Guns everywhere. An old Confederate flag hangs above a register next to a small sign that reads: "No Shirt, No Shoes, No Service." Standing at the counter is LEO, the gun salesman...a loaded .45 at his side.

Reggie approaches him. Leo suddenly lifts his gun.

Then, from a slit that runs the length of the ceiling comes a shotgun, and the very identifiable SOUND OF A PUMP ACTION.

LEO  
Hands in the air cowboy.

Reggie, a little startled by this, raises his hands in the air.

LEO (CONT'D)  
Drop the coat.

Reggie drops his long duster to the floor.

LEO (CONT'D)  
Spin around.

Reggie starts to slowly turn around, revealing that he's not armed.

Leo approaches with the gun aimed at Reggie's head in one hand, and a small hand-held metal detector in the other. He scans Reggie as a SLIGHT SQUEAL emanates from the device.

LEO (CONT'D)  
You're clean. That's smart. Let's  
do some business.

He turns and walks toward the counter...leaving Reggie holding his hands in the air.

LEO (CONT'D)  
What're you lookin' for?

(CONTINUED)

CONTINUED:

REGGIE

Well...personal protection.

LEO

Personal protection, eh? For this side of the wall, or the other?

REGGIE

What's the difference?

LEO

It's a question of legality. We stock some items you don't find in any of the catalogs.

REGGIE

Over the wall.

LEO

Well, then...sky's the limit. We got long guns, machine guns, gatlin guns, hand guns, and shot guns--

REGGIE

I've got a shotgun. I could use a hand gun.

LEO

It can be a little bit like stepping down from boxers to briefs...but this little sucker narrows the gap...

Leo places twin Thunder-5 shotgun pistols on the counter. A Thunder-5 is an enormous revolver whose barrel houses five shotgun shells.

LEO (CONT'D)

The Thunder-5 shotgun pistol. If you've grown accustomed to the "feel" of a good heavy twelve gauge recoil, this little wonder's for you.

Reggie picks them up and sizes them out. They're heavy.

REGGIE

I like it. I like it a lot.

Leo places a large crossed bandolier with shotgun shells lining it and twin holsters on either side to hold the Thunder-5's.

(CONTINUED)

CONTINUED:

LEO

Pack a pair with these quick-draw holsters and you can be firing before you think about it.

(a wink)

It'll go nicely under your duster. A man could go out in public and feel fully protected.

REGGIE

Sold.

LEO

Cutlery. How you fixed for cutlery?

REGGIE

Well, I've got a mess kit.

LEO

I'm not talkin' about forks and spoons. I'm talkin' combat cutlery. We've got everything you need...switchblades, butterflys, stilettos, and swords. We've even got the Plague Zone Buck Commemorative.

He holds up a wooden "Presentation case" with the words "Plague Zone Commemorative" written on top. He opens it up to reveal the biggest Buck Bowie knife ever.

LEO (CONT'D)

Also the latest in motorized cutlery. Chainsaws, sawzalls and we got an "on sale" item...these gas powered circulars, with that wicked diamond-tip concrete saw-cut blade.

Leo jerks at the pull starter, and with a ROAR the circular blade begins to spin.

LEO (CONT'D)

Sucker'll cut through anything. Steel, concrete, bone...

Reggie pulls out his wallet.

LEO (CONT'D)

Need any socks?

CUT TO:

INT. BAR - SHANTY TOWN - NIGHT

EXTREME CLOSE ON: A bottle fills a small tumbler with a clear syrupy liquid.

The glass is being filled by a BURLY LOOKING BARTENDER.

Reggie lifts the tumbler of heinous looking moonshine to his lips...he can feel its bite before even drinking it. It may as well be benzene. But Reggie has already drank six or seven of these, as is evident by the shotglasses in front of him. He's having his one last blow out drunk before going over the wall.

Beside the stack of glasses on the bar in front of Reg sits a battered, dented chrome SPHERE, about 3 inches in diameter.

Reggie takes hold of the sphere and as he stares at it intently, an IMAGE APPEARS in the chrome surface...

A YOUNG MAN (MIKE), stares out at Reg.

MIKE

Reggie, I disarmed this sphere and hot-rodged the webwork. Forget about saving me, ...he's got me in a place you can't possibly get to. I'm lost, Reg...

The image of Mike begins to flicker and fade.

MIKE (CONT'D)

I can't hold this projection together for much longer...  
...you've gotta stop him...get through the zone and close his portal before he can fold his reality into ours, before he can...

The image in the sphere disappears completely. Reggie stares at the sphere and it begins to repeat the same message. Reggie shoves the orb into his duffel bag. He grabs his glass and slugs down the shot.

The Bartender moves up and refills the glass.

He starts talking into his glass, and it doesn't seem like the bartender cares about what he's saying.

REGGIE

What the Hell am I doing? Once I go over that wall there's no coming back. But I've got to. My best friend, Mike, was trapped inside the Plague Zone when the wall went  
(more)

(CONTINUED)

CONTINUED:

27.

REGGIE (CONT'D)  
up. I was on one side...he was on  
the other. And if the virus hasn't  
gotten him by now, then that Tall  
Man sure must have. But I've got  
to know for sure if he's still  
alive or not.

Reggie downs the shot.

REGGIE (CONT'D)  
What do you think?

He looks over at his drinking buddy, Titi the monkey, who sits in  
a cage propped on a bar stool beside him.

She EEEPS loudly.

REGGIE (CONT'D)  
I thought so.

Suddenly, a SEEDY LOOKING GOON with a diamond in his tooth and a  
purple smoking jacket leans up against the bar.

SEEDY LOOKING GOON  
(to Reggie)  
You look like a man who's going in.

Reggie looks at him suspiciously.

REGGIE  
Who wants to know?

SEEDY LOOKING GOON  
(to the bartender)  
Hit me once.

The bartender fills him a glass of the same liquid. He lifts it  
to his lips and sips it...yeow!

SEEDY LOOKING GOON (CONT'D)  
(to Reggie)  
I'm right. Ain't I? And real soon  
too. I'd bet my pinkie you're  
jumping in country mañana. Am I  
right?

REGGIE  
How'd you know?

SEEDY LOOKING GOON  
I seen a lot a guys with that crazy  
look in their eye. You may not  
know it, but you got the look.  
Like a guy gearing to jump and  
gauging what damage the fall's  
(more)

(CONTINUED)

CONTINUED:

SEEDY LOOKING GOON (CONT'D)  
gonna do to him. Like a man who  
hasn't slept a good night sleep in  
ages. Look into those eyes enough  
times and pretty soon you can point  
'em out two ticks away. I'm right  
ain't I.

Reggie drinks his moonshine.

REGGIE  
Yeah. You're right. I'm going in  
at dawn.

The goon smiles and kisses his pinkie.

SEEDY LOOKING GOON  
Well. That's great. I hear  
there's a lot of opportunity out  
there. Everything's up for grabs.  
Lot of land. Plenty of goods still  
on the shelves. I'd set myself up  
with a big screen TV. 'Cept there  
ain't no electricity.  
(shifting his tone...more  
slick)  
So...why you jumping ship? Taxman  
caught up with you? Skip parole?  
Or you just wanna quit it all?

REGGIE  
(getting irritated)  
Why the Hell do you want to know?

SEEDY LOOKING GOON  
Woah. Chill out slick. I'm just  
makin' small talk. I'm here to  
conduct business.

REGGIE  
Business? What kinda business?

SEEDY LOOKING GOON  
The oldest kind. The skin trade.  
Upstairs I've got six of the  
hottest, horniest, skankiest women  
just waiting for you to turn them  
on. They're freaks for men like  
you: Rugged dudes with that vacant  
suicide look. And let me tell you  
something...this may be your last  
chance to get your hands on a woman  
who you know doesn't have the Bag  
Plague. Once you go over that wall  
you can't ask for a woman as clean  
(more)

(CONTINUED)

CONTINUED:

SEEDY LOOKING GOON (CONT'D)  
as these madonnas. Hear what I'm  
sayin'?

REGGIE  
You're a pimp?!

SEEDY LOOKING GOON  
(mock offended)  
I'm a man of leisure. You want it,  
I got it. In any combination there  
of. I just want your last night in  
the real world to be well spent.

Reggie thinks about it.

REGGIE  
You got any girl-next-door-types?

SMASH CUT TO:

INT. BROTHEL CHAMBER - UPSTAIRS/BAR - DAY

A woman who we will just call SEX WITCH drops her black cape  
revealing bondage gear.

SEX WITCH  
Why don't you begin on your hands  
and knees, slave?

Reggie, sitting at the edge of the bed, looks at her nervously.  
He eagerly slides down to the floor on his knees. She lifts her  
right leg onto the bed, opening her crotch to his face. Reggie  
can't seem to control his hands as they begin to slide up her  
left leg and toward her leather codpieced undies. Reggie  
hungrily lunges on top of her and, as they fall onto the bed, he  
thrusts himself into her.

SEX WITCH (CONT'D)  
Not so fast, slave!

Reggie suddenly stops in mid-thrust.

SEX WITCH (CONT'D)  
Let me slip into something more  
comfortable...

She reaches up, takes ahold of her face, and rips her body in  
twain revealing the Tall Man underneath her flesh.

THE TALL MAN  
That's better.

Reggie gasps in horror, then, SCREAMS.

HARD CUT TO:

INT. BROTHEL CHAMBER - UPSTAIRS/BAR - EARLY MORNING

Reggie falls out of bed, tangled in the sheets. He wakes up, terrified...he looks around to see where he is.

Next to him in bed is KAT, a simple looking prostitute who is a far cry from the sex witch. She wakes up and looks over at Reggie.

KAT

Were you dreaming?

He looks at her, a little shocked, suddenly remembering the events that brought him into this room.

REGGIE

Uh...yeah...I was. I think.

KAT

I never dream. Stopped dreaming a couple of years back. When the world started going to shit.

(remembering fondly)

I used to have nice dreams though...happy dreams. I'd go shopping at the Wal-Mart. All my friends would be there and everything was free.

REGGIE

gets up, pulls on his pants. He pulls on a black vest and loops his black bolo tie through his collar. He looks in the mirror and begins lacing up the tie.

REGGIE

In the old days, I was an ice cream vendor...kids used to love the stuff. Man on a hot summer day that ice cream used to fly fast and furious.

Reggie loads up all of his guns and starts getting ready to go.

REGGIE (CONT'D)

Well. I gotta go. Look, it's been a fun time. If you ever come over the wall, look me up. Okay?

He opens his wallet and gives her everything that's in it.

REGGIE (CONT'D)

That's the last of my money in this world. Consider it a tip.

(CONTINUED)

CONTINUED:

She smiles.

REGGIE (CONT'D)

Thanks for last night...I've been waitin' a long time for that..

Reggie exits the room as she counts her money.

CUT TO:

EXT. SHANTY TOWN - MARKET - DAY

Reggie rumbles the tough looking Battlecuda through the streets of the shanty town, passing an open market with HUNDREDS OF SHOPPERS looking for goods.

INT. BATTLECUDA - SHANTY TOWN - MARKET - MOVING - DAY

Reggie grips the wheel, letting the car part through the CROWD like the Red Sea. His eyes light up as he sees the exit gate to the town.

The monkey is in the cage next to him.

EXT. SHANTY TOWN - EXIT GATE/CUSTOMS - DAY

The exit gate is a large steel door that lifts up by way of mechanized chains. The entire area is heavily guarded by JACK-BOOTED CUSTOMS AGENTS with heavy machine guns. It looks like the Brandenburg gates at the Berlin Wall circa 1970...lots of razor wire, roadblocks, signs of explanation in 5 different languages.

The Battlecuda pulls up to a CUSTOMS AGENT with a small Newton-type pen based computer. Reggie unlatches and opens up the steel plating over the window.

CUSTOMS AGENT

Going through?

REGGIE

Yup.

CUSTOMS AGENT

How many people?

REGGIE

One.

CUSTOMS AGENT

U.S. citizen?

REGGIE

Yes.

(CONTINUED)

CONTINUED:

CUSTOMS AGENT  
Leaving any family behind?

REGGIE  
Nope.

CUSTOMS AGENT  
(noting the multi-lingual  
sign)  
Have you fully read the Abandonment  
of Rights and Citizenship Waiver?

REGGIE  
Yes.

CUSTOMS AGENT  
Then you're aware that once you go  
in you don't come out?

REGGIE  
Yes.

CUSTOMS AGENT  
Pull forward, take your release  
ticket, and good luck.

He makes a hand signal to one of the guards and the gates are open...revealing a large antechamber and another great door.

REGGIE  
Thanks.

Reggie pulls forward into the antechamber.

INT. BATTLECUDA - EXIT GATE/CUSTOMS - ANTECHAMBER - DAY

The Battlecuda pulls into a large "airlock" antechamber, big enough to get a Winnebago through. In front of the Battlecuda is another large door that no doubt will lead to the outside.

EXT. EXIT GATE/CUSTOMS - ANTECHAMBER - DAY

The large steel drawbridge behind him closes menacingly slow, locking him into the area.

Next to the driver's side window is what looks like a parking garage ticket dispenser. On it is a big red button that reads: "Push For Waiver".

Reggie reaches out of the window and presses the button and with a LOUD CLUNK it releases a small ticket. Reggie pulls the ticket out and the large door begins to open, revealing the vast desert plague zone.

INT. BATTLECUDA - EXIT GATE/CUSTOMS - ANTECHAMBER - DAY

Reggie reads the ticket...

REGGIE

"I hereby denounce my citizenship and all rights that come with it...blah, blah, blah...I understand that this waiver is nonrefundable and absolute...blah, blah, blah...I give up all worldly goods not on my person as I enter the Plague Zone...yadda, yadda, yadda." Sounds good to me.

He pops the Battlecuda into gear and drives into the Plague Zone. The door closes behind him with a RUMBLE.

EXT. THE PLAGUE ZONE - WALL ENTRANCE - MORNING

Reggie drives into the vast and open desert...a trail of dust in his wake.

Suddenly, from above, the black, unmarked helicopter comes zooming overhead at a low altitude. It ZOOMS OFF into the desert, vanishing at the horizon.

CUT TO:

INT. BLACK HELICOPTER - ABOVE PLAGUE ZONE - DAY

Corporal Doe is sitting at the large, open front door of the helicopter as it soars at a low altitude over the Plague Zone.

All the other commandos are also in the helicopter, which is being piloted by Flying Horse and Payne.

Doe turns to Waxer and smiles as he points to something at the ground. He then takes aim with a machine gun and POPS OFF A FEW ROUNDS.

DOE'S POV: A WANDERING BAGGER falls to the ground...one of Doe's bullets found its mark.

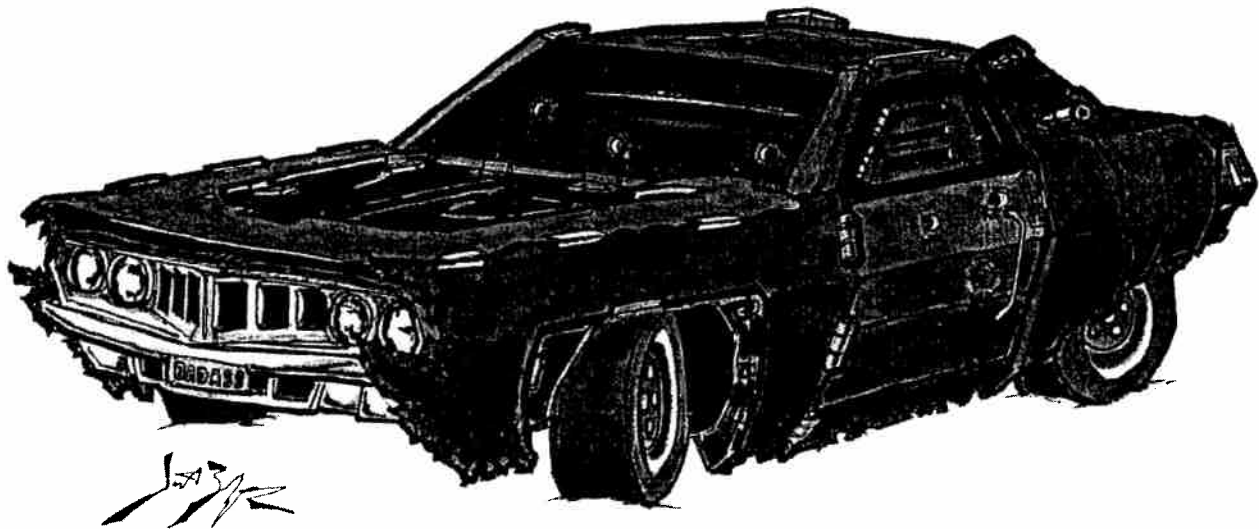
Doe laughs and sets his sights on another one. BANG! BANG, BANG!

Col. Heckleman, sitting on top of the bomb trunk, has been catching a few final Z's and opens his eyes at the sound of gunfire.

HECKLEMAN

What do you think you're doing,  
Corporal Doe?

(CONTINUED)



**BATTLECU**

CONTINUED:

DOE  
Popping some baggers.

HECKLEMAN  
(firmly upset)  
Those are American citizens,  
Corporal.

DOE  
Aw, Colonel. They're just pumpkin  
heads wandering around in the  
desert. Dyin' anyway. It's  
putting 'em out of they're misery.

HECKLEMAN  
It's not up to you to decide that,  
Corporal. They're not the  
objective. They're victims of it.  
And whether they're better off dead  
or not, they're Americans. So cool  
your jets.

Corporal Waxer feels pretty bad. He hangs his head low.

HECKLEMAN (CONT'D)  
(smiling, trying to make him  
feel better)  
Besides, we'll want to save our  
ammo for the big kill.

Waxer nods.

CUT TO:

EXT. OLD INTERSTATE - PLAGUE ZONE - DAY

The Battlecuda zooms down an empty tumbleweed strewn highway that  
once was the main thoroughfare of the state.

INT. BATTLECUDA - PLAGUE ZONE - OLD INTERSTATE - MOVING - DAY

Reggie is behind the wheel.

REGGIE  
I figure Salt Lake City. I mean, I  
don't know about you...but I've had  
dreams about the place. Scary  
fuckin' dreams. In them Mike tells  
me that's where to begin so that's  
where I'm going. The thing is...in  
all my dreams I'm strung up and  
crucified by that Tall Man and his  
dwarves as he consumes reality. So  
it's gonna be too dangerous--

(CONTINUED)

CONTINUED:

35.

We see that Reggie is talking to the little monkey, Titi, who's sitting in the passenger seat earnestly watching Reggie with big brown, sad eyes.

REGGIE (CONT'D)  
(a soft, friendly approach)  
--too dangerous for you.

Titi screeches.

REGGIE (CONT'D)  
Now don't get excited.

Titi screeches even louder.

REGGIE (CONT'D)  
Fine. If you wanna be that way...be that way.

He pulls over.

EXT. MOTEL - OLD INTERSTATE - PLAGUE ZONE - DAY

The Battlecuda pulls over and skids to a little stop right in front of the "Jim's Motel", a little ten room motel that looks like a cross between a ghost town and the Bates Motel. All the windows are smashed and the weather-worn curtains are blowing in the wind. It's ghostly looking.

Reggie jumps out of the Battlecuda, while leaving the engine running, and briskly walks around to the passenger side. He opens the door.

REGGIE  
Out you go!

Little Titi jumps out and Reggie shoos her toward the ramshackle building. She turns and looks at him.

REGGIE (CONT'D)  
Shoo! Go on. Get out of here!

She simply sits there and looks at him.

REGGIE (CONT'D)  
Get lost. Go! Shoo!

She simply sits. Her sad look could break your heart.

REGGIE (CONT'D)  
What's wrong with this place? It's not so bad. It's a hell of a lot better than where I'm going. Go on!

(CONTINUED)

CONTINUED:

Reggie shuts the passenger door and starts to walk off...but he can't.

Reggie turns and looks at Titi...she whimpers sadly. He struggles with it for a moment and then opens the car door.

REGGIE (CONT'D)  
(resigned)  
Get in.

She happily runs and jumps into the passenger seat of the car. Reggie walks around, shaking his head, and opens the driver's side door and gets in. She screeches with joyful excitement.

As the Battlecuda skids away down the Interstate we see (for the first time) a huge billboard with a visual of that car that holds the land speed record: "10 More Miles To The Great Salt Lake! Keep It A Safe 55."

CUT TO:

EXT. OVER SALT LAKE CITY - AERIAL - DAY

From the POV OF THE HELICOPTER we soar over Salt Lake City, never seeing a human being or automobile. It looks to be completely deserted.

INT. HELICOPTER - OVER SALT LAKE CITY - AERIAL - DAY

Col. Heckleman is looking down over the empty streets of downtown Salt Lake City.

HECKLEMAN  
Jesus Christ. It looks like a  
neutron bomb hit.

JACKSON  
I haven't seen one person yet.

DOE  
Maybe the cities aren't the safest  
places to be.

WAXER  
It looks like it's been looted dry.  
Maybe everyone took to the hills.

HECKLEMAN  
We should be coming to our ditch  
point any second now.

(CONTINUED)

CONTINUED:

FLYING HORSE  
(piloting the helicopter)  
Ditch point in sight. Prepare for  
dustdown.

Suddenly all the soldiers go into a serious mode where they quickly lock and load their weapons and strap their helmets. It's time to land.

EXT. INDUSTRIAL STREET - SALT LAKE CITY - DAY

The black unmarked helicopter, with the commandos already standing on the outside runners, does a hairy approach right into the center of the street and touches down amidst a rotor whirlwind.

The commandos instantly jump off of the helicopter and surround it with their weapons drawn. They're securing the area.

Corporal Waxer is the sniper of the bunch, his weapon is a long distance (and long barreled) automatic rifle with a monster scope on it.

Corporal Jackson is the demolitions expert. He holds one of those large cylinder grenade guns and has a rocket launcher hung across his back. He has every kind of explosive strapped to his body from grenades to C-4.

Corporal Flying Horse is the tracker of the bunch. He's a knife man, but still carries a stub snout M-16/A. He has all the maps.

Corporal Doe runs point usually. He has a simple M-16 with a bayonet on the front. He usually turns off his emotions and cleans up the entry of an attack.

Lieutenant Payne likes to be known as the "big gun bitch" of the unit. She's a tough little cookie for her size...but her gun is the largest around. It's an M-100 belt driven automatic. She has the excess belts wrapped around her arms and shoulders like a bandolier

While the other commandos wear helmets, Heckleman simply wears a red beret with a knife through a heart patch on it. He surveys the scene.

HECKLEMAN  
Are we secure?

Linda gets four silent signals from the other commandos.

LINDA PAYNE  
Snug tight.

(CONTINUED)

CONTINUED:

HECKLEMAN

Booby-trap the chopper and let's  
move out.

CUT TO:

EXT. BATTLECUDA - PLAGUE ZONE HIGHWAY - MOVING - DAY

CLOSE ON: The massive air intake on the hood of the Battlecuda.  
It ROARS like a 5000 horsepower lion.

The Battlecuda blazes down the cracked highway, occasionally  
steering around abandoned vehicles.

INT. BATTLECUDA - PLAGUE ZONE HIGHWAY - MOVING - DAY

Reggie looks out the window...squinting.

REGGIE'S POV: A trail of dust from a car careening through the  
desert.

Reggie bites his tongue, nervous. Is this friend or foe?

CUT TO:

EXT. THE PLAGUE ZONE - OUTSKIRTS OF SALT LAKE CITY - DAY

The Battlecuda skids up to a small sand dune just off of the  
highway. Reggie jumps out of the car and scrambles up the dune,  
a double barreled shotgun in his hands. Titi chases up after  
him.

AT THE TOP OF THE DUNE

Reggie drops prone. He pulls out a small pair of amber lensed  
Celestron binoculars.

REGGIE'S POV: As Reggie looks through the binoculars he sees a  
tinted windowed, BLACK HEARSE careening through the desert...in  
its wake is a fishtail of a dust cloud.

Reggie lowers his binoculars and looks at Titi.

Reggie bolts from the hill and scrambles back down to the  
Battlecuda.

CUT TO:

EXT. MAIN STREET - SALT LAKE CITY - DAY

Your typical Americana street...except all the shops have been  
looted and the windows are broken in. There's trash in the  
streets and an emptiness that can only be described with the low

(CONTINUED)

CONTINUED:

whistling of the wind through the entire town. It's lonely...as if a neutron bomb had hit. Not a soul to be found.

Col. Heckleman is walking slowly up the street, smoking a cigar. On either side his commandos move with speed and agility along the storefronts, checking for life.

There's nothing.

They come to an

EMPTY INTERSECTION.

Two cars, rusty and smashed up, are sitting in the center of the intersection with their front ends crunched into each other.

Heckleman sits on the trunk of one of the cars.

The commandos eventually approach him.

HECKLEMAN

My bet is that we could look all day and not find one single body.

JACKSON

That just don't make sense. There should be twenty million bleached bone corpses laying about...rotting in the sun.

HECKLEMAN

Not if someone took them away.

DOE

I don't see that someone.

HECKLEMAN

Neither do I.

LINDA PAYNE

Maybe there's a mass grave.

HECKLEMAN

(waving his hand and shaking his head "no")  
 Maybe that "Tall Man" has all the dead bodies stacked on top of each other inside of the mausoleum. Maybe he's made walls with the bodies so that we'll have to blast our way through flesh to get in. Maybe he's lined the floors with 'em, so we'll have to walk across corpses to get to him. Whatever it is, I'm sure it's gonna be pretty  
 (more)

(CONTINUED)

CONTINUED:

HECKLEMAN (CONT'D)

God damned freaky. So screw on your heads tight and keep the eyes greased. You're gonna witness some nasty shit, and I don't wanna lose anyone to fear. Any questions?

There's a chorus of nervous "no's" all about as everyone nods their head back and forth.

Then, on the horizon of the street, comes a car.

All of the commandos stand there for a minute, registering the situation. Then suddenly, everyone bolts into action...drawing their weapons. Ready for the conflict.

The car rumbles closer, revealing it to be the black hearse. Its windows darkly tinted...but no one driving. It's coming straight toward them, gaining speed.

All the commandos take close aim on the approaching car. Waiting for Heckleman's order. Heckleman squints.

HECKLEMAN (CONT'D)

Fire...on my command.

Then, rather suddenly, the hearse skids down the alley just before the street. RUMBLING away into the distance...leaving the commandos standing in the street.

HECKLEMAN (CONT'D)

Son of a bitch.

They all sprint a half block to the alley only to find that the car is way out of firing range...it's history.

HECKLEMAN (CONT'D)

Son-of-a-bitch.

JACKSON

Okay. A hearse with no driver.

LINDA PAYNE

Computer Controlled Delivery System?

HECKLEMAN

Could be. We had those hooked up to some Humvees during Bosnia. But they were always driving into the river or over some goats. Never did work a damn. That thing maneuvered a little too well.

Heckleman looks at the other commandos with an intense look on his face.

(CONTINUED)

CONTINUED:

HECKLEMAN (CONT'D)

Whatever it was, they now know  
we're here. So we gotta hustle.

(to Flying Horse)

Flying Horse. How many clicks till  
we're outta town?

Flying Horse has an industrial laptop computer doubling as body armor. It has a GPS Global Positioning System. Flying Horse consults it.

FLYING HORSE

We're comin' up close to the East  
side edge of town. After that  
we're about forty five minutes by  
foot to the target.

HECKLEMAN

Let's double-time.

They all start military jogging down the road.

CUT TO:

EXT. ANOTHER STREET - SALT LAKE CITY - MOVING - DAY

The Battlecuda is rumbling down the street slowly...checking out  
the deserted, barren streets of downtown Salt Lake City.

INT. BATTLECUDA - ANOTHER STREET - SLC - MOVING - DAY

Reggie peers out the window at the deserted city.

Suddenly, the engine dies on the Battlecuda. All the electricity  
drops dead in it. Reggie tries to turn the ignition but it's  
totally kaput.

EXT. ANOTHER STREET - SALT LAKE CITY - DAY

The Battlecuda rolls to a stop.

INT. BATTLECUDA - ANOTHER STREET - SLC - MOVING - DAY

Reggie turns the ignition again...it doesn't even make a sound.

REGGIE

Damn. Battery's dead.

Titi looks nervous.

Reggie unbolts the massive door lock.

EXT. ANOTHER STREET - SALT LAKE CITY - DAY

Reggie climbs out of the Battlecoda, frustrated and toting a shotgun. He opens the hood and looks at the engine.

REGGIE

Hmmm. Christ. Alternator plug wire has shimmied loose.

Reggie plugs the red alternator cable into the wiring harness.

Reggie looks up from the engine to Titi, who's on the roof of the car. And then at his surroundings.

REGGIE (CONT'D)

You stay here and watch the car.  
I'm gonna check things out. Maybe  
I can find a battery or a jump.

CUT TO:

EXT. YET ANOTHER STREET - SALT LAKE CITY - DAY

The commandos are moving through the streets in their "hunt and kill" formation. Heckleman is more at ease...walking the middle of the street.

They round a

CORNER.

Just down the street is Reggie. He's kind of doing a "hunt and kill" himself...but it doesn't look nearly as well choreographed as the commandos.

The commandos aim their guns at him, cocking loudly...almost announcing themselves.

It takes Reggie a moment to even notice them. He looks up and is startled.

REGGIE

(recovering)

Oh wow...you guys gave me a start.  
I can feel my heart beating in my  
throat. Hoooo!

They don't look amused at all. Reggie starts walking toward them.

REGGIE (CONT'D)

I was beginning to think I wouldn't  
run into anybo--

(CONTINUED)

CONTINUED:

DOE  
Freeze asshole!

Reggie stops in his tracks, his hands high above his head.

HECKLEMAN  
(more casual than his men)  
And who might you be?

REGGIE  
Uh...my friends call me Reggie--

Doe puts the barrel of his gun to Reggie's forehead.

DOE  
We're not your friends. So I'll  
just call you "chump". So listen  
up chump: We don't want no taggers-  
on, and we don't want anybody  
following us. Steer clear of us  
and you might live.

REGGIE  
Are you police? I thought they  
didn't have police in the Zone.  
But if you are, do you think you  
could jump sta--

DOE  
Can it, baldie!

Reggie does. Then, Col. Heckleman steps forward.

HECKLEMAN  
(sizing him up)  
You're a prospector, aren't you?

REGGIE  
I'm just here to find my friend.  
Are you in charge? You look like  
you're in charge. My battery's  
dead. I need a jump. You think  
there's any chance--

DOE  
(cutting in)  
Not a chance in Hell.

HECKLEMAN  
We'd like to help but it's not  
possible.

(CONTINUED)

CONTINUED:

Realizing this is futile, Reggie begins stepping back away from them, then stops in his tracks and turns back around.

REGGIE  
Hey. You seen any of those balls?

The commandos just look at him.

REGGIE (CONT'D)  
Those flying chrome brainsuckers...?

HECKLEMAN  
What?

Doe raises his gun, lifts the safety and takes aim at Reggie's face.

REGGIE  
Ahh never mind.

HECKLEMAN  
I suggest you turn your ass a hundred and eighty degrees and march on outta here before Doe here gets an itchy trigger finger.

Reggie turns away, smirks to himself at their ignorance and walks off.

S-Company stands there in a pack, all holding their guns tight but low...just ready to lift and fire if they need to. Shoo-ing Reggie away with their stern looks.

REGGIE

walks off until he's at least a hundred yards away from them...well out of listening distance.

REGGIE  
(mumbling to himself)  
Jarhead morons.

He looks over to his right, to the East side of Main Street. A broken open

PIGGLY WIGGLY DEPARTMENT STORE

is broken open to the world. A truck has crashed through the front window and it looks as though the front of the store has been open to the weather for about three years. Reggie looks back at the commandos, a hundred yards away, and then to the

(CONTINUED)

CONTINUED:

45.

store. He decides to check it out...see if there's any supplies to be had.

He walks into the Piggly Wiggly.

INT. PIGGLY WIGGLY - SALT LAKE CITY - DAY

Reggie wanders through the store, his sawed off shotgun slightly in front of him, but casually checking the goods out. He looks at the truck...the entire engine is gone.

It's pretty slim pickings. It looks like an earthquake hit and nobody cleaned up. Things have been ripped off the shelves and thrown about. Almost everything of real value has been stolen by looters.

Reggie picks up a World Weekly News, dated in 2002, from a stand by the checker. He reads it while he walks. It's headline is: "Hideous Pumpkin Head Plague Claiming Millions!" A picture of a man with a gigantic swollen head chasing after someone is on the cover.

Reggie tosses it and picks up a Twinkie. He opens the wrapper and starts eating it.

He comes to a sign that reads: "Auto Supplies" and an arrow pointing down a stopped escalator.

REGGIE

Hmmm. Maybe something's left.

He walks down the

ESCALATOR

and comes to the basement floor. From what Reggie can see, a small Die Hard battery display with a small stack of batteries! Next to it is a mannequin with a down jacket and fishing boots on. Score. He walks down into the

BASEMENT FLOOR

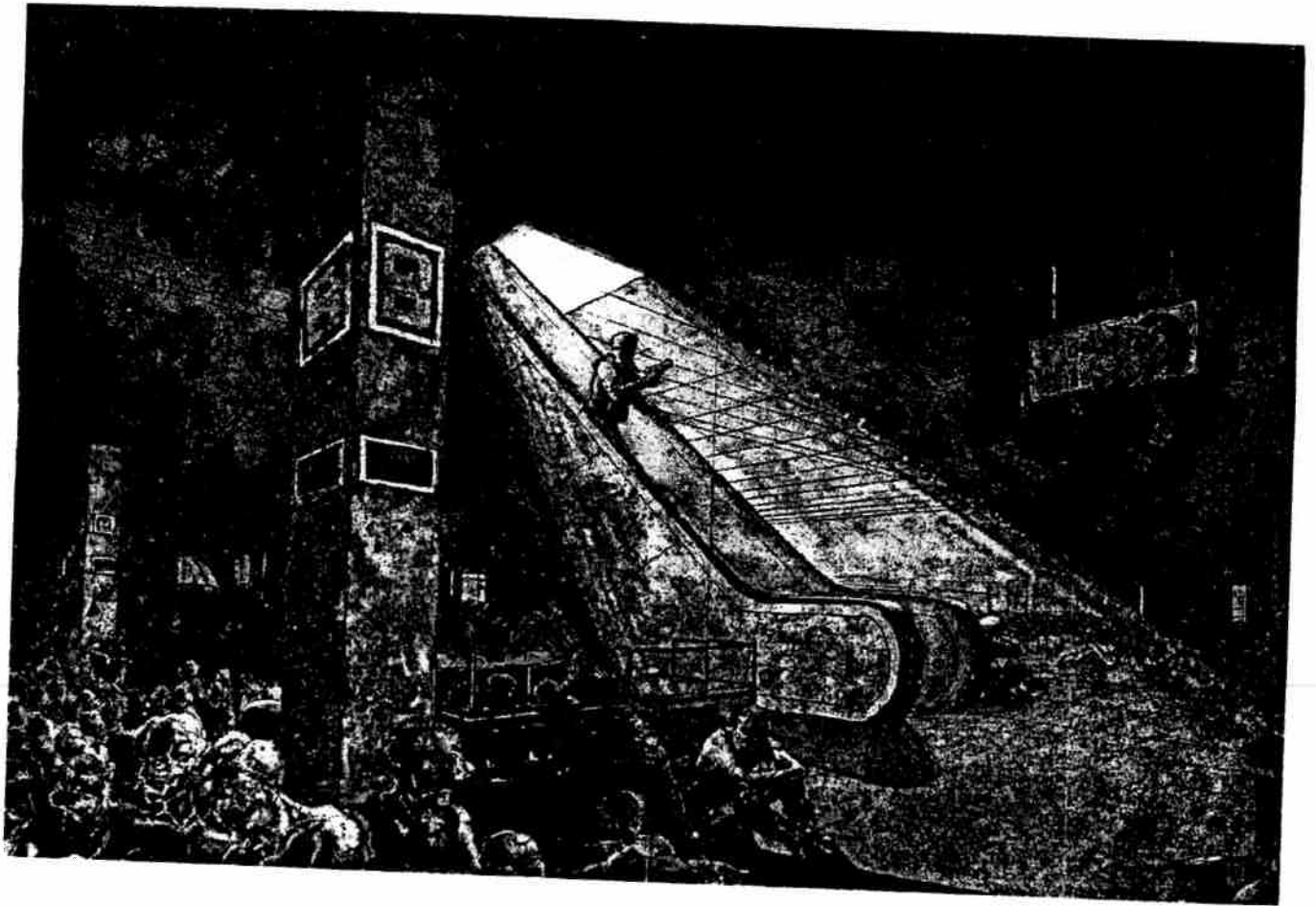
Only to realize that the floors to either side of the escalator are writhing with bodies. HUNDREDS OF BAGGERS, their heads swollen and pussy, are huddling on the floor, rocking back and forth in a bag trance.

Reggie stands there, motionless...afraid to move. He's just stepped into a proverbial den of serpents.

But they don't notice him.

Reggie starts to tiptoe backwards, up and out of this horrible vision. But then he looks at the car batteries. A whole stack of them...just ten feet away. He'd have to step pretty close to a

(CONTINUED)



CONTINUED:

STAGE FOUR BAGGER who's sprawled out on the floor stuck in a fever dream.

Reggie thinks about it. He decides to go for the battery. He starts to step forward to the happy looking display.

Just as he's stepping over the bagger, the tile CREAKS and Reggie freezes.

The bagger squirms in a spasm and then seizes. Reggie reaches for the top battery and slowly takes it off the stack. The prize is his!

CUT TO:

EXT. MAINSTREET - SALT LAKE CITY - DAY

The commandos, more at ease with Reggie gone, are just about to leave. They're still watching the entrance of the "Piggly Wiggly" to make sure he's not trying to pull something.

LINDA PAYNE  
(to Col. Heckleman)  
Think he's a threat?

DOE  
I think he's a dork.

HECKLEMAN  
(while taking out and  
examining a map)  
We don't have to worry about him.  
Just keep on the look-out for any  
other crazies that might be lurking  
about. Let's not let 'em slow us  
down.  
(looking at the map)  
Okay. Where are we now?

FLYING HORSE  
We're about twenty-seven ticks away from--

WAXER  
Colonel!

Everybody turns to see what Waxer is looking at down the street, the opposite direction Reggie went. About a hundred and fifty yards away is a BAGGER, slowly zombie-walking down the center of street toward them.

WAXER (CONT'D)  
Bagger.

HECKLEMAN  
What stage?

(CONTINUED)

CONTINUED:

WAXER

Definitely four. But he's comin'  
on pretty quick. We're almost in  
mist range.

Col. Heckleman thinks about it. Gauging the consequences.

HECKLEMAN

We don't want him causing a  
commotion. Lay him down Waxer.

Waxer lifts and aims his long barreled, semi-automatic sniper  
rifle and looks through it's gigantic scope.

THROUGH THE SCOPE

We see the bagger's large pumpkin-sized head. He's frothing at  
the mouth and stumbling toward them.

BLAM! A single bullet pops the head and explodes pus in every  
direction.

WAXER

looks up from his sight.

WAXER

Pop.

THE BAGGER

falls to the ground, a headless corpse. Dots of watery pus  
sprinkle about everything.

The extremely loud BLAST from the sniper rifle

ECHOES THROUGH THE STREETS

right up to the Piggly Wiggly storefront.

MATCH CUT TO:

INT. BASEMENT - PIGGLY WIGGLY - SALT LAKE CITY - DAY

The ECHO is highly audible...even here in the basement. It  
resonates through the room...agitating the Baggers. Reggie  
freezes in his tiptoe pose, the car battery in his hands.

The baggers suddenly all go manic. They jump up from their  
resting places and ALL WAIL HIDEOUS DEATH SCREAMS in overlapping  
waves.

Reggie, terrified, bolts for the escalator just as the bagger  
closest to him lunges forward and grabs his leg.

(CONTINUED)

CONTINUED:

48.

Reggie runs, car battery in hand, up the escalator.

In an instant a wave of baggers, running toward Reggie, fill up the narrow escalator passage. Reggie tries to escape them as they grab at his back...running as fast as he can.

CUT TO:

EXT. MAIN STREET - SALT LAKE CITY - DAY

Heckleman and the group are walking down the street.

Suddenly there's a horrific scream as Reggie comes running out of the Piggly Wiggly...

REGGIE

Help me! Help me! Help!

Behind him are A HUNDRED BAGGERS, swarming out of the building. Some are stage three, some are stage four...but all are ranting maniacs.

Heckleman and his commandos spin around, guns drawn and ready to blast.

DOE

Jesus Christ!

Corporal Doe lets loose a rip of bullets from his machine gun. This sparks the others to start firing toward the approaching mob...which Reggie is at the front of.

Reggie, realizing that he's being fired at, skids to a stop and drops his car battery. He bolts to his left into the open doors of a storefront...several baggers stumbling in after him.

The commandos are belting loose a volley of hell spent gunfire. Each yells at the top of his/her lungs, unable to be heard over the thunderous roar of their weapons.

The first wave of about fifteen baggers takes a hit and falls to the ground. The commandos, "Zulu" style, start changing off locking and loading sessions against firing sessions.

But despite their impressive military maneuvers, they're quickly over-run by now crazed baggers.

HECKLEMAN

(almost like he's barking out  
football instructions)  
Break for cover and split! Two by  
two spread!

(CONTINUED)

In that instant, just before the baggers overwhelm them, the commandos split up into groups of two...exiting to stage right or left: Heckleman and Payne; Jackson and Flying Horse; Waxer and Doe. Each of the splinter teams duck into different buildings...the baggers chasing them in.

CUT TO:

INT. MEDICAL OFFICES - HALLWAY - DAY

Reggie runs down the hall of a run down building of medical offices (a dentist, a general practitioner, a gynecologist, etc.). THREE BAGGERS run in after him, wailing inhuman cries. All along the halls lay empty cots that once held plague victims during the first week of the outbreak of the horrible disease.

Reggie jumps onto a gurney and rolls over onto his back, in his clasped together hands is the Thunder-6 shotgun pistol. He fires the cannon like handgun. The recoil causes his gurney to roll down the hall...propelled by the gun blast!

One of the baggers is blown away.

Reggie fires again, and again...speeding up his gurney.

One of the baggers' arm is blown off, the other is hit in the chest...both continue chasing after Reggie with zest.

Reggie ducks into an office to get away from them.

INT. MEDICAL OFFICES - DOCTOR'S OFFICE - DAY

Reggie slams the door shut and immediately pushes a table across the room and against the wall.

He steps away and waits. Sure enough, the door suddenly rattles and shakes as the baggers try to get through it...but it looks like it's holding.

EXT. BACK ALLEY - SALT LAKE CITY - DAY

CLOSE ON: A small dirty window in the back of the doctors offices. Suddenly, the butt of a gun SMASHES through the glass.

Reggie is inside of the building, knocks away the shards of glass and rolls through the window. He falls onto the dirty pavement of the alley and looks around.

Far down one end of the alley are a COUPLE OF BAGGERS wandering aimlessly and bumping into each other. Reggie runs the other way.

CUT TO:



**BAGGERS**

INT. RESTAURANT - DAY

Jackson, despite being loaded down by a multitude of explosives, sprints up and over several tabletops to get away from the MANY BAGGERS chasing behind him.

Flying Horse runs behind the diner-style counter backwards, at least as fast as a horse, and fires a his machine gun at the baggers behind him, they fall but more pour in behind them.

JACKSON  
 (leaping from a table into  
 another table)  
 Holy motherfucker! Holy  
 motherfucker!

Jackson leaps off the tabletops and into a semi protected corner. He instantly spins and fires his cannon gun into the zombie-like baggers who're knocking over tables to get to him. The explosion blows up most of the baggers in the room. Unfortunately, the blast also knocks Flying Horse to the ground.

JACKSON (CONT'D)  
 (to Flying Horse)  
 You still living?!

Flying Horse lifts his head from behind the counter.

FLYING HORSE  
 I don't like this one bit! Not one  
 bit at all!

At that moment a FLOOD OF BAGGERS rush into the store. This swarm is far more agitated than the dead ones laying around were. These seem blood hungry.

Flying Horse opens fire. They start diving over the counter to get to him but are knocked back by the firepower.

Jackson takes a different approach and spins around, firing his hand-held rotary canon into the wall...blowing open a hole big enough to drive a bicycle through.

JACKSON  
 Color me gone!

Jackson jumps through the still burning hole and into

A SMALL CLOTHING STORE

Jackson spins around and looks back at Flying Horse.

FLYING HORSE

is still behind the counter, overcome by baggers who are clawing at him. He fires point blank range into a STAGE FOUR PUMPKIN HEAD, popping his head. Yellow puss covers him. But Flying Horse is in a mania of sorts, oblivious to the liquid covering him...he's jabbing at the baggers with a large Bowie knife, plunging it into their chests.

JACKSON

is wide mouthed. His friend Flying Horse is dead meat and he knows it.

JACKSON

Flying Horse!

Then, from behind a rack of clothes and a mannequin display, jumps a MANIC PUMPKIN HEAD...he grabs at Jackson.

Jackson spins around face-to-face with the pumpkin-sized head of this plague victim.

MANIC PUMPKIN HEAD

(gargly death rattle)

Please...help...me...

And with that he lets out a shriek and his head expands beyond the limit of his skin holding it together. It blows up at point blank range.

When the yellow puss clears Jackson finds himself on the floor, covered in something akin to Yoplait, and with a headless corpse on top of him.

Jackson lets out a shriek as he looks at his puss covered body.

Then, at least FIFTY BAGGERS run in from every direction and scramble toward him...the room is near full capacity like that.

Jackson, a freaking fool at this point, grabs the pin to one of the many hand grenades strapped to his body and pulls it out. After a few short beeps Jackson shuts his eyes.

JACKSON

I'm finally comin' to you baby.

CUT TO:

EXT. CLOTHING STORE FRONT - SALT LAKE CITY - DAY

A ripping explosion of a dozen hand grenades and several pounds of C-4 ripple out in a massive shockwave as the entire "Western

(CONTINUED)

CONTINUED:

"Girl Clothing Store" blows up. Glass, bits of wood, burning clothes, and charred bodies erupt from the building.

WAXER AND DOE

are near by. They see the storefront blast open into the street, setting the entire street ablaze.

WAXER

Jesus Christ!

DOE

There goes Jackson.

WAXER

We gotta help him!

DOE

He's gone. Forget him.

Corporal Waxer looks at Corporal Doe like he's crazy. He turns and runs toward the blazing fire...looking for a way to get in to save Jackson (should he still be alive).

Pockets of fire are blazing here and there, scattered about the street, rising to a collective plume of black smoke. Debris is everywhere.

Waxer approaches the

BURNING BUILDING,

unable to enter because of the extreme heat. Laying about are several SMOULDERING BODIES OF BAGGERS.

WAXER

(yelling into the burned  
building)

Jackson! Flying Horse!

Doe approaches, knowing that he's going to be unable to appeal to Waxer's better sense, and stops further into the street away from the heat. Not twenty feet away SEVERAL BAGGERS are stumbling toward him.

DOE

Let's move it Waxer! We got  
baggers everywhere.

Doe takes careful aim and shoots the three baggers in the knees, dropping them to the ground writhing in pain.

But

## FARTHER DOWN THE STREET

a crowd of wandering baggers are slowly stumbling in their general direction...attracted by the fire.

## WAXER

is frantic about losing Jackson. The heat and smoke are overwhelming...then he looks to the ground at his feet.

Jackson's helmet (which we know is his because on it is written "Corporal Jackson" in white letters) sits at Waxer's feet...with Jackson's head resting in it, the chin strap still tightly holding.

As shocking as this is to Waxer, it's not as shocking as seeing Jackson's eyes suddenly pop open. Then, the head in the helmet MORPHS INTO the head of the Tall Man.

## THE TALL MAN

Don't mind me. Just trying to get ahead in this world.

The moment Jackson's head morphed and then spoke Waxer went insane. He simply steps backwards away from the now inert head...unable to pull his eyes from it.

CUT TO:

## INT. OFFICE BUILDING - HALLWAY - SALT LAKE CITY - DAY

Heckleman and Payne are standing back to back firing their guns into two opposing directions. At each end of the hall MIXED STAGE BAGGERS charge toward them but are shot down before they get too close (within mist range). Heckleman and Payne are in a methodical/professional mode as they blow serious lead down the hall. But they're mostly shooting them from the chest down as to avoid any contagion spray.

Heckleman is knocking STAGE TWO BAGGERS down one after the other. They're piling up on top of each other and forming a nice thick pool of yellow slime all over the floor at his end of the hall.

Then, suddenly, a STAGE FOUR BAGGER (its head swollen and pulsing) steps into the line of fire. Heckleman fires, perhaps a little too soon.

POP!

Heckleman's eyes widen. He knows he squeezed the trigger when he shouldn't have...

A SINGLE BLOB OF PUS

soars across the hall right toward

HECKLEMAN

who can only declare, open mouthed...

HECKLEMAN

Oh fu--

The blob of pus flies straight into Heckleman's open mouth.

HECKLEMAN (CONT'D)

Gluck!

Heckleman pauses for a moment, as if he had just caught a fly in his throat...unable to spit it out, and only able to swallow. He takes an uncomfortable gulp and down it goes.

PAYNE

notices a lull in gunfire from Heckleman's side.

LINDA PAYNE

You okay!?

HECKLEMAN

has just swallowed the yellow pus. He knows that he now has the Bag Plague...100% fatal.

LINDA PAYNE

(blasting away)

You okay!?

HECKLEMAN

(knowing it's a lie)

Never better.

He switches his rifle to full automatic and unleashes a volley of destructive gunfire. After the smoke clears Heckleman sees that there's no more baggers coming through.

CUT TO:

EXT. MAINSTREET - NEAR PIGGLY WIGGLY - SALT LAKE CITY - DAY

CLOSE ON: The car battery that Reggie dropped.

Reggie pokes his head out from the corner near the battery and looks around. The street seems fairly quiet, with a COUPLE OF WRITHING BAGGERS laying about the street here and there.

(CONTINUED)

CONTINUED:

55.

In the distance AUTOMATIC GUNFIRE can be heard CRACKING away. A plume of black smoke is rising from around the block where the store blew up and caught part of the city on fire.

Reggie decides to go for it and tip-toe sprints toward the battery. He picks it up and makes his way down the street toward his car.

CUT TO:

EXT. CLOTHING STORE FRONT - SALT LAKE CITY - DAY

Doe has Waxer by the shirt and is dragging him away from the fire. In his other hand he has his machine gun and is one-handed Rambo firing toward the APPROACHING BAGGER HORDE.

WAXER

(blubbering)

I can't take this. I don't wanna be here any more.

DOE

Don't go Cujo on me now Waxer! I need you sharp. Now get on your feet and help me kick ass!

WAXER

I don't wanna be here any more.

Suddenly, Doe senses footsteps approaching rapidly behind him. He drops Waxer and spins around, ready to blast the shit out of whoever is coming up behind him...

What Doe sees is Heckleman and Payne. Doe quickly lifts his gun as not to fire upon them.

DOE

Am I glad to see you two!

LINDA PAYNE

You shouldn't be. We've just led a pack of stage fours in this direction.

DOE

Well there's no going out this way!

HECKLEMAN

Where's Jackson and Flying Horse?

DOE

Gone bye bye.

(CONTINUED)

HECKLEMAN

Damn!

WAXER

I don't wanna be here any more.

DOE

(to Waxer)

Would you shut the fuck up!

They start holding off the SWARMS OF BAGGERS that are closing in from every direction and out of every storefront.

Then, when no one's looking Waxer stands up and wanders toward the burning building.

LINDA PAYNE

Waxer!?

But it's too late. Waxer is already walking into the corona of the flame wall.

WAXER

I don't wanna be here any mo--

Suddenly Waxer bursts into flame...his clothes and body igniting into a fiery pyre of death. He vanishes into the fire.

Everyone is open mouthed. Then Heckleman, who has a weird look in his eyes, snaps everyone out of it...

HECKLEMAN

It's Little Big Horn time folks!  
This is the last stand! Let's take  
some with us and make Custer proud!

DOE

I thought you said these were U.S.  
citizens Colonel...

HECKLEMAN

The U.S. is dead!

CUT TO:

EXT. ANOTHER STREET - BATTLECUDA - SALT LAKE CITY - DAY

Reggie pops open the hood of the Battlecuda and quickly begins working on getting the old battery out. Sweat is dripping down his bald head and to the tip of his nose. He wipes it off and takes a look around.

(CONTINUED)

CONTINUED:

A COUPLE OF SLOW BAGGERS in the distance have taken notice of him and are stumbling toward him...their arms outstretched and MOANING for Reggie's help.

Reggie wastes no time and rips out the old battery and throws it aside. He takes the new battery and bolts it into the car, then he shuts the hood.

The baggers are right on Reggie. He has just enough time to open the door, jump into the

BATTLECUDA

and lock the door behind him.

The baggers are WAILING and SCRATCHING at the door.

Reggie sticks the ignition key into the ignition and after whispering a silent prayer to himself turns it. The ENGINE ROARS to life.

EXT. ANOTHER STREET - BATTLECUDA - SALT LAKE CITY - DAY

The Battlecuda BURNS RUBBER and screeches away, plowing right over a COUPLE OF BAGGERS.

INT. BATTLECUDA - SALT LAKE CITY - MOVING - DAY

Reggie is steering around BAGGERS as he tries to get out of Salt Lake City in one piece.

Then Reggie passes an intersection and sees the conflagration where the commandos are barely holding at bay a CROWD OF FIFTY BAGGERS. They're surrounded and it looks like they're going to eat dust.

Reggie rolls his eyes and makes a loud "PFFFF" sound.

REGGIE

Who's the "chump" now?

But Reggie's better side (or guilty side) gets the best of him. He can't leave someone to die like that.

REGGIE (CONT'D)

I know I'm gonna regret this.

He slams on the brakes and rams the shifter into reverse.

CUT TO:

EXT. MAIN STREET - SALT LAKE CITY - DAY

The intersection Reggie passed a few moments before (from the POV of the commandos) is empty. Suddenly, the Battlecuda SCREECHES backwards into view. Reggie slams on the brakes, causing the Battlecuda to spin sideways and aim in the direction of the street. The Battlecuda peels out and starts booking toward the

COMMANDOS

who are surrounded by BAGGERS and blasting them away. But the baggers they shoot (in the legs or torso to knock them down) are simply crawling toward them. Payne is kicking them back.

HECKLEMAN

(noticing the approaching  
Battlecuda)

What the--?

DOWN THE STREET

the Battlecuda is plowing through a CROWD OF BAGGERS knocking them out of the way. Boom! Boom! Boom! A bagger here, a bagger there...They fly to the sidewalk as Reggie slams into them.

THE BATTLECUDA

slams on its brakes and skids sideways, right up next to the commandos...the rear end of the car SLAMS into a BAGGER sending him soaring into the burning store.

The passenger door swings open and Reggie looks out at the commandos.

REGGIE

Need a lift?

Without wasting anytime they all pile into the Battlecuda and slam the door shut. The Cuda burns rubber and SCREECHES away.

INT. BATTLECUDA - MAIN STREET - MOVING - DAY

Reggie is pressing the pedal to the metal.

HECKLEMAN

I didn't think I'd ever be glad to  
see you again. Thanks--

Ahead on the road a huge amount of burning debris is blocking their path. Reggie spins the wheel and takes them onto the sidewalk.

(CONTINUED)

REGGIE

Thank me when we get out of this.

EXT. BATTLECUDA - MAIN STREET SIDEWALK - MOVING - DAY

The sidewalk is chock full of BAGGERS. The Battlecuda mows through them. Baggers are tossed to and fro like rag dolls.

INT. BATTLECUDA - MAIN STREET SIDEWALK - MOVING - DAY

INTERIOR POV: SEVERAL BAGGERS hit the car head on and SMACK into the windshield causing splattered yellow puss stains to obscure the view.

EXT. BATTLECUDA - MAIN STREET SIDEWALK - MOVING - DAY

The Battlecuda, its windshield smeared with yellow puss, hops off the curb and SCREECHES around the corner and down an adjoining street with far less BAGGERS on it.

INT. BATTLECUDA - ADJOINING STREET - MOVING - DAY

The windshield is stained yellow. Reggie flips on the windshield wipers but they don't seem to do much good. He presses a button and some wiper fluid SQUIRTS onto the windshield...clearing things up a bit.

Heckleman clears his throat...they're out of danger.

HECKLEMAN

You saved our lives.

REGGIE

I know. I'm sure you would have done the same for me.

HECKLEMAN

Unlikely. But thanks anyway.

REGGIE

Where're you heading?

HECKLEMAN

Where we're heading you don't wanna go. Trust me.

REGGIE

What a coincidence. Where I'm heading you don't wanna go.

LINDA PAYNE

Sounds like we're going to the same place.

CONTINUED:

REGGIE

Or person.

They all look at each other knowingly.

DISSOLVE TO:

EXT. COFFIN ROAD - MOVING - SUNSET

The drone of the engine HUMS eerily as the Battlecuda drives to its destination.

The Cuda is RUMBLING down the road leading out of Salt Lake City and into the salt flats. The car glides up over a small hill and they can see...

This two lane blacktop is lined on either side with coffins, stuck upright in the ground...hundreds of them. The coffins are empty.

INT. BATTLECUDA - ROAD OF CROSSES - MOVING - SUNSET

Reggie, Lieutenant Payne, Corporal Doe, and a very sick looking Heckleman are watching the coffins go by.

REGGIE

This is pretty freaky.

Everyone nods.

Heckleman, in the front seat, feels a drop of clear snot drop from his nose. He catches it and wipes it up before anyone can notice. He's a little surprised by how wet it made his fingers. He wipes his hand on his pants.

DISSOLVE TO:

EXT. COFFIN ROAD - BILLBOARD - SUNSET

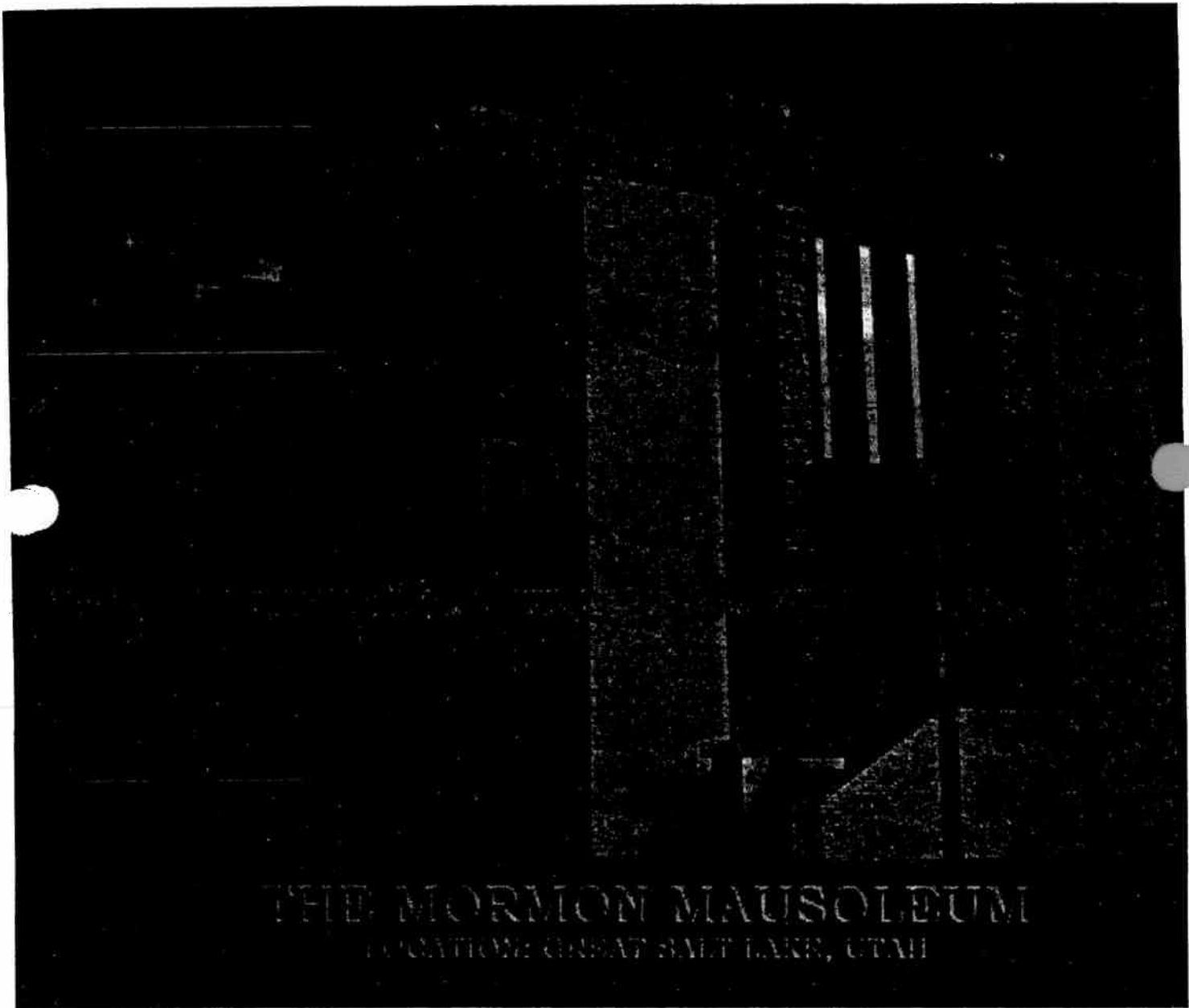
The Battlecuda pulls up in front of a giant billboard that proudly states "Visit the Eighth Wonder of the World! The Great Mormon Underground Mausoleum and Visitor's Center. Three Miles!"

They all get out of the 'Cuda and begin arming themselves. Reggie shuts the door with Titi inside.

REGGIE

You stay. Stay! No monkeying around.

CUT TO:



THE MORMON MAUSOLEUM  
LOCATION: GREAT SALT LAKE, UTAH

## EXT. THE MORMON MAUSOLEUM - NIGHT

Through Heckleman's INFRASPECS, we see the parking lot of the place, which is filled with rows and rows of hearses. It looks like there's million of 'em down there! Those scampering dwarves from the opening scene chitter among the parked death machines.

Reg, Doe, Linda Payne and Heckleman crouch on a ridge, a safe distance from the fortress.

HECKLEMAN

Got every damn hearse in the bible belt parked down there.

REGGIE

I'd say we're here.

## EXT. PARKING LOT OF HEARSESES - NIGHT

They creep through the parking lot, taking cover by the hearses, until they reach a point where they can be prone and watch some activity going on at the front door.

## EXT. FRONT DOOR - GREAT MORMON MAUSOLEUM - SUNSET

Two huge bronze doors lead into the Great Mormon Mausoleum. One of the doors is slightly ajar...but with doors this big that means you could drive a car through it.

Parked right up next to the door is the black hearse they were following.

Heckleman SNIFFS and looks to his remaining team. He signals them to move. Heckleman leads them all up to the

FRONT DOOR

They all cautiously enter.

## INT. GREAT MORMON MAUSOLEUM - FOYER - DAY

Reggie pokes his head in through the doors to get a look at the massive size of the main foyer.

The room is huge. It looks like the entrance to a giant European museum with its domed cathedral ceiling and inlaid marble floors. A red velvet rope cordons off the main body of the massive hall while a sign marked "Visitor's Center" points to a gallery off to one side where non-Mormon's can get information on Joseph Smith and his teachings.

Reggie looks to the far side of the massive room where he can see TWO DWARF FIGURES vanishing into a doorway.

(CONTINUED)

CONTINUED:

62.

Reggie looks to the three remaining commandos.

REGGIE  
Looks clear to me.

They start briskly making their way across the massive room.  
They arrive at the

HALLWAY

that the dwarves scurried down.

Heckleman glances down the hall, poking his head out and then  
back rapidly (just in case someone is there to blast his head  
off).

HECKLEMAN  
Clear.

Then, in a tactical cover-and-advance spread, the commandos make  
their way down the long hallway to a large wooden door at it's  
very end. Payne points at the door.

Heckleman wipes some snot dripping from his nose and grips his  
weapon. He then looks to everyone with that silent "here we go"  
look of nervous anticipation.

HECKLEMAN (CONT'D)  
(whispering to Reggie)  
What can I expect behind this door?

REGGIE  
Trouble.

Heckleman nods and signals for Doe to kick down the door.

Doe gives the door a thunderous kick and literally knocks it off  
two of it's three hinges.

INT. GREAT MORMON MAUSOLEUM - SERVICE CHAPEL - DAY

The commandos, Reggie right behind them, storm into the  
room...their weapons raised and ready to blast the shit out of  
anything moving.

But the room is empty.

The room is a mid-sized chapel with red velvet drapes and long  
dead flower arrangements. Rows of pews line the oval shaped  
room.

At the far side of the chapel, on the raised funeral service  
platform, is the casket hoist which lowers it down into the  
crematorium for processing.

(CONTINUED)

CONTINUED:

Next to it is the puss-covered flatbed dolly.

The commandos look at each other and then Reggie steps forward. He begins to approach the coffin sized open hole on the slightly raised stage. The commandos slowly follow him...Doe picking up the rear.

They arrive at the hoist interstice and cautiously look down into the

#### CREMATORIUM

The crematorium isn't decorated at all like the chapel. It, in fact, looks a lot like a boiler room. Gurneys and flatbed dollies, all stained with the yellow fluids, are all about.

At least FIFTY DWARVES are busily working at dragging BAGGER CORPSES from a massive pile and separating them into smaller piles in front of strange looking crematoriums.

The furnace-like crematoriums have been modified with sleek looking alien equipment of some sort.

Up above, in the chapel,

REGGIE

looks wide eyed at the busy parade of worker dwarves below.

HECKLEMAN

(whispering)

What in Hell is going on down there?

Heckleman looks at Reggie.

REGGIE

(matter-of-fact)

They're collecting the bodies of the Bag Plague victims.

DOE

Why?

REGGIE

He compresses and then reanimates dead bodies so that they can withstand the enormous gravity in his dimension.

Then, down in the

## CREMATORIUM

we see the process...

A couple of DWARVES push a full sized bagger corpse into one of the "furnaces." When they shut the steel doors and lock them shut a HIGH COMPRESSION HISS comes from the chamber.

Nearby, some OTHER DWARVES open another "furnace" and pull out a COMPRESSED DWARF BODY. It wriggles to life, WAILING horribly and is guided away.

They seem to be compressing the bodies of the recently dead in an assembly line fashion.

LINDA PAYNE

(gagging)

God in Heaven...

Then, the Tall Man steps into the crematorium...inspecting the dutiful work of his slaves.

ONE OF THE DWARVES jabbers something to him in some unintelligible alien language. He nods and then responds back in the same tongue.

HECKLEMAN

suddenly sneezes...a big piece of snot flies out of his nose and drops down onto the toe of the shoe of the

TALL MAN

who casually looks up at the commandos and Reggie. All of the dwarves have stopped working and are staring up at the commandos during what seems like a very long moment.

THE TALL MAN

Bless you.

REGGIE'S

mouth drops open...they've been found out.

HECKLEMAN

Ah...shit.

And with a single quick glance of the

TALL MAN'S

eyes all of the dwarves suddenly drop what they're doing and make a mad dash toward the coffin hoist and start elevating toward the portal above.

REGGIE

whips out his "Dwarf Killer" shotgun, which is slung behind his duster on his back by a cord. Heckleman steps back and postures himself with his silver Desert Eagle .45 fully automatic handgun. Payne steps back and plugs a Teflon cable from a small thermos sized canister on her belt and connects it to the tip of her M-16...it ignites with a small PILOT FLAME indicating it's readiness as a flame thrower. Doe locks in an unusually large sized clip into his gigantic sniper machine gun.

In an instant the DWARVES are pouring out of the casket portal like pissed-off fire ants coming out of an anthill. One after another they swarm out and into the chapel.

The commandos jump back and open fire with a volley of THUNDEROUS firepower. Reggie BLASTS OFF four shotgun shells at a time. Heckleman is firing STROBING FLAMES from the front of his handgun. Payne emits a pluming flame from the tip of her M-16. Doe opens FIRE with a cartoon-show pell mell usually associated with berserkers.

SOME DWARVES explode at the gunfire, some blast open, others burn...but it's not enough to stop them. MORE DWARVES push aside the yellow splattered DWARF CORPSES and run forward like Zulu warriors at the epic battle of Isandhlwana.

REGGIE

There's too many of them!

HECKLEMAN

Hold your ground!

REGGIE

We need to fall back!

HECKLEMAN

Hold your ground!

REGGIE

I know how to fight these things!  
 (Reggie lets loose another  
 THUNDEROUS BLAST from the  
 quad-shotgun)  
 They're slow! We can out run 'em!

Payne's flame thrower runs out of juice and spits to a stop. She adjusts and opens fire with the gun part of it.

But at the moment her wall of flame goes down a PARTICULARLY VICIOUS DWARF runs the gauntlet of firepower and leaps toward Heckleman. Heckleman quickly spins and BLASTS his Desert Eagle point blank into the face of a diving dwarf. It deflects off of him and tumbles to the floor.

(CONTINUED)

CONTINUED:

Heckleman looks to Reggie, he knows he's right.

HECKLEMAN

Fall back!

They pull back, but continue firing into the swarm of dwarves.

They run into

A LOADING AREA

strewn with yellow stained gurneys and "dwarf containers" which they use for transport. On the far side of the room is a freight elevator.

They slam the door shut and pause for a moment.

DOE

I give this door forty-two seconds  
at best case scenario.

Heckleman glances around the room. He rushes into the

FREIGHT ELEVATOR

and checks it out. Heckleman's face is wet with perspiration...he looks like he may be burning a fever.

HECKLEMAN

Only goes down kids.

PAYNE AND THE OTHERS

walk toward and into the

FREIGHT ELEVATOR

Lieutenant Payne checks him out.

LINDA PAYNE

(apprehensive)

You don't look too good Colonel.

HECKLEMAN

Close the--

At that moment, in a horrifying way. All of the dwarf containers

IN THE LOADING AREA

suddenly start shaking and then open up...the DWARVES INSIDE OF THEM start crawling out with all the vigorous ferocity of venomous spiders.

REGGIE'S

eyes widen in horror.

REGGIE  
Close the door!

Doe and Payne comply with Reggie's horrified command by slamming the sliding mesh steel door shut.

THE DWARVES

rush ahead and dive into the door of the

FREIGHT ELEVATOR

just as it's closing. It slams shut onto about FIVE DWARVES' hands and heads. One of them tries to squirm in.

Heckleman, looking a little red, FIRES point blank into the head of one of the dwarves. It slides down and slumps to the floor. Heckleman is madly pushing the "Down" button.

HECKLEMAN  
It won't go down without the door closed!

Doe and Payne push at the sliding door, trying to pinch off the hands and heads of the dwarves...but they're too tough.

Reggie whips out his battery-powered Skill handheld circular sawzall. With the FLICK OF A SWITCH it BUZZES to life.

Reggie goes to work at cutting off the appendages holding the door open.

Soon the mesh gate shuts...and THE ELEVATOR BEGINS TO LOWER. The DWARVES clawing at the mesh GROWL in frustration.

REGGIE  
(waving his hand)  
Aloha Hoy!

As the elevator continues downward we see the massive levels of the Mausoleum travel by. Level after level of massive halls the size of several football fields...all crypts. Occasionally an unfinished level goes by and we see that this was once a gigantic, multi-layered salt mine with huge halls of carved out Permian era salt deposits.

Doe holds his gun at the area of most twisted metal...hoping to eventually fire through it and hit a dwarf.

Reggie looks down at Heckleman kneeling on the floor.

(CONTINUED)

CONTINUED:

REGGIE (CONT'D)

You okay?

Heckleman looks like shit. He's drenched in sweat and gritting his teeth tightly as he shivers.

HECKLEMAN

Just a little motion sick...

Payne gives him a hand as Heckleman gets to his feet.

INT. LOWER LEVEL MAUSOLEUM GRAND HALL - NIGHT

Reggie and all the others exit the elevator to find...

PULL BACK 300 YARDS TO REVEAL: the grand hall of the great Mormon mausoleum is at least the length of 3 football fields! Its vaulted ceilings are three stories high and an intricate stained glass ceiling depicting Joseph Smith's mission runs the length of the hall. All of the crypts running the length of this massive room have been sacked, and the open coffins dumped haphazardly onto the floor.

LINDA PAYNE

What a mess.

They start walking the length of the corridor.

REGGIE

It's so big.

DOE

That's what she said.

(he winks at Reggie)

I read about this place once when I was a kid. There must be a hundred levels like this. You're lookin' at every crypt for every Mormon that ever lived. All the way back to that Joseph Smith dude.

LINDA PAYNE

I wonder which one is his?

They look around.

REGGIE

Whichever one it is, he's not in it.

Heckleman suddenly stumbles a little...tripping on the heel of his own shoe. By now everyone notices that he's sweating up a storm.

(CONTINUED)

CONTINUED:

LINDA PAYNE  
Are you okay, Colonel?

Heckleman looks at her, smiles, some VEINS BULGE from his temples, and then falls flat on the ground.

LINDA PAYNE (CONT'D)  
Tom!

HECKLEMAN  
(shivering)  
Linda, ssstay away fffrom me. I've g-got it.

LINDA PAYNE  
What do you mean you've got it?!

HECKLEMAN  
I cccan't mmmove th-the lefft ssside of m-m-my body. I'vvve g-got it.

LINDA PAYNE  
(in tears, but angry)  
Shut up Tom! Jesus Christ, how could you get it?!

HECKLEMAN  
I swallowed some infection back in the city.

LINDA PAYNE  
You what?!

DOE  
Don't argue with the man. Obviously he's sick.

REGGIE  
The Bag Plague.

Indeed, Heckleman is sick. His HEAD SWELLS SUDDENLY and then returns to it's normal size. Heckleman SHRIEKS in pain...this is not a pleasant sensation.

LINDA PAYNE  
He's gonna be fine...it's just the beginning.

DOE  
Or the end.

REGGIE  
Or the beginning of the end.

(CONTINUED)

CONTINUED:

HECKLEMAN

Would all of you shut up!

DOE

Look...I know I'm probably out of line. But we've got to consider the mission. Maybe we should leave him behind--

LINDA PAYNE

That's your commanding officer Doe! You afraid he's gonna go bag happy and come after us--?

HECKLEMAN

(cutting off her tirade)

Linda. He's right...I'm not fit to command...I feel like my insides are turning to banana pudding.

DOE

See.

HECKLEMAN

Reggie's on point.

DOE

What?! He's not even in the fuckin' military! I'm not puttin' my life and the future of our country in the hands of this...goon!

HECKLEMAN

Stand down Corporal! He knows...what we're walkin'...into. He saved our asses already! If anyone can...deliver our payload...it's him.

REGGIE

What payload?

LINDA PAYNE

(referring to the backpack she's carrying)

We're carrying a particularly volatile device that can destroy an entire universe.

HECKLEMAN

(grabs Reggie and pulls him closer than he'd like)

You've got to get me and that Q-  
(more)

(CONTINUED)

CONTINUED:

HECKLEMAN (CONT'D)

Bomb through the portal and into  
that dimension so I can set it off.  
Our mission's too important...see  
that I get through!

(he looks to Payne and Doe)  
Reggie's in charge! That's a  
fuckin' order!

DOE

It's an order I'm not following!

Suddenly, a HIGH PITCHED WHINE BEHIND...

REGGIE

It's showtime...

FIVE SILVER SPHERES

in formation rounding the corner and soaring toward them.

REGGIE'S

eyes widen in shock as the realization of what's coming toward  
them.

THE FIVE SPHERES

all extrude twin serrated blades simultaneously.

THE COMMANDOS

jerk up their weapons and open fire in a volley of thunderous  
flame.

TWO OF THE SPHERES

explode mid-flight, shattered in a hail of sparks by the bullets.  
The remaining three spheres break formation and make a fast pass  
over the commandos.

THE COMMANDOS

spin around and watch as the spheres execute a U-turn and come  
back again. The commandos open fire again but the spheres have  
adapted and are swerving wildly in evasive flight.

TWO OF THE SPHERES

soar next to each other. One shoots a thin silver wire to the  
next, creating a tight line tether between them. They do a  
barrel roll in tandem so that the wire is vertical.

DOE

watches as the two interconnected spheres ZOOM swiftly past him, making a clean SWISHING sound.

After a moment Doe's arm simply plops to the floor...severed from his body. The sphere's chrome wire sliced it right off. Doe stares at his arm on the floor and then lets out a SHRIEK of horror.

THE OTHER SPHERE

(in a sphere POV shot) swoops down in a bee-line path toward Payne.

PAYNE'S

gun is out of ammo. She quickly tries to flip her banana clip.

THE SPHERE

picks up speed and is just about to hit Payne in the head when...

REGGIE

swings his rifle like a baseball bat, hitting the sphere away in what would be a home run swing.

THE SPHERE

is knocked out of control and into the wall and then onto the floor.

DOE

picks up his arm.

THE SPHERE ON THE GROUND

retracts its twin blades and suddenly emits a porcupine-like array of sharp pins that cover its surface.

The sphere then starts wildly gyrating about on the floor with a pell mell and random movement. It's a sphere gone crazy.

DOE

is trying to hold his severed arm onto his shoulder.

THE PRICKLY PEAR SPHERE

on the floor gyrates across the floor and up the wall.

HECKLEMAN

watches as it climbs up to the ceiling and then drops toward him. Before he can crawl away

THE PRICKLY PEAR SPHERE

is ripping up and across his back. The needles dig into his flesh and rip up his skin.

Heckleman lets out a SCREAM of definite pain.

PAYNE

picks Heckleman's helmet off the floor and slams it on top of the prickly pear sphere, trapping it. Now the sphere really goes ballistic. She's almost unable to hold the helmet in one place as it slides back and forth across the floor. It's like holding a tiger by the tail.

Suddenly the helmet stops moving.

LINDA PAYNE

Get ready to blast it!

REGGIE

I've got to reload!

Suddenly, and without warning, the helmet begins to erratically and ferociously jolt about...the sphere underneath it knows it's about to be killed.

Reggie madly loads his dwarf blaster shotgun with four fresh shells.

REGGIE (CONT'D)

Now!

Payne lifts the helmet up, falls back, and the prickly pear sphere darts straight up toward the ceiling.

Reggie takes careful aim at the gyrating ball and FIRES a thunderous volley of four shots at once, BLASTING the sphere to kingdom come.

Reggie exhales relief until Payne's eyes widen...Reggie spins around and see the

TWO INTERCONNECTED SPHERES

coming straight toward him...the piano wire between them still glistening and ready to shear his head right off.

(CONTINUED)

CONTINUED:

REGGIE

Woah!

REGGIE

tries to fire his dwarf blaster at the spheres before they hit him, but all he gets is a loud CLICK. He's out of ammo. He's a dead man for sure...

HECKLEMAN

in tremendous pain, with veins swelling from his head, lifts his silver Desert Eagle .45 and BLASTS a shot toward the two spheres that are interconnected by the wire...

ONE OF THE SPHERES

explodes and the other sphere (which it was connected to) retracts its wire and zips past Reggie's ear...just missing him by centimeters.

DOE'S

arm slips from his shoulder and plops to the floor a second time. He looks down at it...really bummed. Then, almost as if he senses something coming, he lifts his head up.

THE LAST REMAINING SILVER SPHERE

does a barrel roll right into Doe's unsuspecting forehead.

THUNK!

Doe is stunned to find a silver sphere stuck in his head...its twin serrated blades stuck into his temples. After an unquieting dramatic pause a drill bit comes out and with a LOUD WHINE bores right in between Doe's eyes.

Doe let's out a HORRIFIC SHRIEK and suddenly a fountain of red, red, red blood sprays wildly across the room like a Water Wiggle®.

Then, with all of the blood in his head now on the floor of the mausoleum, Doe drops onto his back...dead.

EVERYONE

looks at each other...freaked out by what just happened.

Reggie takes out his tuning fork.

(CONTINUED)

CONTINUED:

REGGIE

We must be near the Dimensional Fork.

LT. LINDA PAYNE

The what?

REGGIE

The Dimensional Fork. The gateway to the Tall Man's dimension. It's where all the shit comes from...spheres... dwarves...Bag Plague... We must be near it.

He taps the tuning fork onto the marble floor and surprisingly it makes NO SOUND.

Reggie taps it again, harder this time. Still NO SOUND.

REGGIE (CONT'D)

We're really close.

Reggie is up and wandering off. Payne helps Heckleman to his feet, and then she strips Doe's GUNPACK off his corpse. She shoulders the backpack loaded with weaponry.

REGGIE (CONT'D)

Look for a door. There should be one close by.

They follow Reggie across the large, seemingly endless corridor, tapping his tuning fork from time to time...searching. They come to a juncture.

REGGIE (CONT'D)

Down this hallway.

Reggie leads Payne and Heckleman down a long, white marble hallway that dead ends at a red velvet curtain.

REGGIE (CONT'D)

It's behind the curtain.

Reggie pulls the curtain aside revealing a large chrome steel door with no doorknob on it.

REGGIE (CONT'D)

Yup. That looks like the kind of door it would be behind.

He feels the door with his fingertips. It's cool to the touch and vibrates with a HIGH-PITCHED RESONANCE.

(CONTINUED)

CONTINUED:

REGGIE (CONT'D)

This is it. I recognize the vibration.

FLASH TO:

REGGIE IN THE PORTAL ROOM FROM "PHANTASM 1"

The portal room sequence where Reggie REMEMBERS the vibration of the tuning fork (a FLASHBACK within a FLASHBACK)...just as he touches the portal we

FLASH BACK TO:

REGGIE'S HAND ON THE DOOR

He releases his fingers from the door suddenly...almost as if they suddenly hurt.

REGGIE

Doer's cold like dry ice. My fingers almost stuck to it.

LINDA PAYNE

How do we get in? There's no doorknob.

The door suddenly SLIDES STRAIT UPWARDS revealing a blinding white room, similar to Reggie's flashback...only much larger.

Payne and Reggie look at each other and then into the room. Heckleman is stumbling in...holding the bomb in it's backpack.

They follow him into the

PORTAL ROOM

It's a big white room...an industrial-sized version from the one in the original "Phantasm" film. But for all practical purposes it's laid out exactly the same. There's about fifty black "dwarf containers" stacked neatly against the wall of one side. On the other side of the room are two large chrome poles that stand about half the height of the room (easily as large as the Tall Man). They're set apart from each other enough that you could drive a car between them...this is the Dimensional Fork.

Heckleman, Payne, and Reggie step into the room, staring at the twin chrome poles. Payne looks into the containers' little window...but it's tinted so black she can hardly see anything.

HECKLEMAN

(shivering)

Is-s-s t-t-that the p-p-portal?

(CONTINUED)



CONTINUED:

The Tall Man swings the heavy steel bomb in the backpack, like a weighty morning star, right down onto her gun hand, smashing it onto the floor. Her fingers are a bloody mess and the pistol has slid out of her reach.

Reggie rushes up to the Tall Man. The Tall Man calmly turns and uppercuts Reggie in the nose with the palm of his hand so hard it knocks Reggie off the ground and back onto his back. Reggie's foot enters the plane of the Dimensional Fork and suddenly a strong wind begins to blow...Reggie is being sucked into the portal. His foot seems to have disappeared.

Payne whips out her automatic rifle and lifts it to fire into the back of the Tall Man's head.

Quick as a flash The Tall Man sidesteps and grabs hold of the barrel with his hand, forcing it away from himself.

But Payne has already squeezed the trigger and a BURST of bullets stitch through Heckleman...who was unlucky enough to be in the line of fire. He's wearing his flak jacket, but it still is enough to break a couple of his ribs.

HECKLEMAN

Aaaaiiiiiiii!

The Tall Man then jerks (very quickly) forward and then back on the gun, causing it to butt Payne smack dab in the face.

Payne stumbles backwards, and then FLOPS onto the floor unconscious.

By now Reggie is waist deep into the Dimensional Fork and rapidly vanishing. He claws at the smooth floor, unable to stop the powerful pull.

Heckleman, still in agony and prone on the floor, reaches out and grabs the backpack (containing the Q-Bomb). Holding a strap, Heckleman swings it out toward Reggie, who grabs the other strap. Heckleman tries to pull Reggie out...and indeed for a brief moment stops him from being fully sucked in.

Then, the Tall Man stomps his foot onto Heckleman's neck...pinning him down. He aims the automatic rifle at Reggie, who looks like a rabbit caught in the headlights of an oncoming truck. He squeezes the trigger...

CLICK!

The Tall Man SNARLS and looks at the gun, frustrated.

(CONTINUED)

CONTINUED:

HECKLEMAN (CONT'D)

(to Reggie)

Well...looks like you're gonna have to do it!

REGGIE

I can't set this thing off!

HECKLEMAN

You're gonna have to! You've been drafted!

Heckleman lets go of his end of the backpack.

With a GUTTURAL HOWL from the depths of his soul Reggie SCREAMS and is sucked back into the void of the Dimensional Fork.

EXT. NEGATIVE ZONE - PLANET SURFACE

IN A WIDE SHOT: Reggie is thrown from the portal and slams into the rocky surface. The entire planet, as far as the horizon in every direction, seems to be composed of sharp, red, volcanic stones expelling rising heat waves.

In the distance Reggie can see A HUNDRED DWARVES in cloaks piling the "dwarf containers" onto small barge carts that they pull with long ropes. They pick up the containers that come through the portal and are organizing them for transport.

CUT TO:

INT. GREAT MORMON MAUSOLEUM - PORTAL ROOM

The Tall Man pulls Heckleman up from the floor by his feet and throws him, upside down, across the room and against the wall. Heckleman tumbles to the floor.

Heckleman, bleary from both being thrown against the wall and from his brain turning to pus, looks over and thinks he sees

TITI

peeking in from behind the "dwarf containers", watching (silently, and with a great amount of stealth) the whole event unfold from her prone position.

Heckleman turns his attention back to the TALL MAN who picks him up by the collar.

HECKLEMAN

(looking down at his dangling feet)

Boy...you are tall.

(CONTINUED)

CONTINUED:

The Tall Man gives Heckleman a sharp shove and Heckleman topples backward, disappearing into the Dimensional Fork.

Payne, through bleary eyes, watches Heckleman disappear. As a last gesture of loyalty she grabs hold of Doe's gunpack and slides it toward the Dimensional Fork. As the gunpack disappears into the portal, the dwarves rush in and roughly grab Payne. They drag her off as...

TITI, from her hiding place, watches all of this with wide staring eyes.

CUT TO:

EXT. NEGATIVE ZONE - PLANET SURFACE

As Reggie recovers from the shock of his arrival he looks up and sees a bizarre vision. About two hundred yards in front of him, rising from the scorched rocky surface is

A MASSIVE VICTORIAN MANSION

seemingly transported to this wasteland, silhouetted against the crimson sky.

About ten yards away, between the Mansion and Reggie, is the Q-Bomb...half slung out of the backpack.

The gravity is obviously holding Reggie to the ground with much more strength than on Earth. He sits upright in a sphinx-like pose and struggles to keep his head up. He manages to turn and look in the opposite direction from the bunker...

REGGIE POV:

A few yards away, like a ragdoll, Heckleman flops onto the planet's surface. Heckleman struggles to get his bearings. He spots Doe's gunpack, which has landed beside him, and grabs hold of it. Suddenly,

TWENTY HOODED DWARVES, swarm up around Heckleman and quickly pin him down.

Reggie freaks out at the sight of the dwarves. Despite the powerful gravity he turns and tries to get up. He struggles to his feet and starts to do a "slow run" toward the mansion. Because of the immense gravity holding him down he can't seem to get up a lot of speed.

THE DWARVES

aren't effected by the gravity. They're all running toward him almost in FAST MOTION...like a frantic fire ant stampede.

REGGIE

is caught in one of those dreams when you're trying to run away from something and your feet won't move fast at all. He screams.

THE DWARVES

are right on his heels. They claw at his legs and then trip him. Before

REGGIE

can think they're upon him and are clawing at his body. For a moment it's a vicious swarm of SCREECHING dwarves angrily scratching at Reggie and holding him down.

Just when Reggie figures he's going to be ripped to shreds he suddenly finds that he has been wrapped in chain and is being carried toward the mansion a la Gulliver and the Lilliputians.

Heckleman, in the same predicament, is carried up alongside Reggie on the shoulders of a swarm of dwarves.

HECKLEMAN

I hate these little cocksuckers...

Together, they are carried right past the Q-Bomb.

HECKLEMAN (CONT'D)

The bomb!! Grab it!!

Reggie manages to get one hand free and reaches out and grabs for the satchel. His fingers miss the bomb pack by inches. The dwarves continue on, unknowingly leaving the Q-Bomb in their wake.

They are carried up the stairs and inside the mansion.

INT. TALL MAN'S MANSION - NEGATIVE ZONE

The mansion doors swing open and they are carried into an immense foyer of the Victorian mansion. Reggie immediately feels that the gravity inside of the mansion is normal.

HECKLEMAN

Can these little pricks understand English?

REGGIE

I doubt it.

HECKLEMAN

Well, then...I've got two frag grenades on my vest. Reach over with your free hand and jerk the pins...you can just...

(CONTINUED)

CONTINUED:

82.

REGGIE

(interrupts)

No thanks! Just cause you've got the Bag  
Plague doesn't mean I'm ready to kill myself.

HECKLEMAN

Feeling much better, actually...but I'm just  
trying to improvise something. 'Cause one way  
or another we're both gonna be dwarf food  
soon...

CUT TO:

INT. COMPRESSION ROOM - MAUSOLEUM

Corporal Linda Payne cracks her bloodshot eyes open. She's  
slightly stunned still...her nose, cheeks, and hair are crusty  
with dried blood. She tries to focus

TO LINDA PAYNE'S

horror a fine yellow mist of bag pus rains over her entire body  
(and indeed the entire room).

She comes to and shakes her head. Linda allows her eyes to  
focus. The Tall Man has her strapped to a yellow pus- spotted,  
steel gurney.

He slowly turns and reveals an embalming machine with a glass  
tank full of yellow liquid. He takes the tube connected to the  
tank and screws a gnarly needle at least a foot long into it. He  
turns a knob and pushes a pump activating button and the machine  
whirs to life.

He turns to her. Suddenly, she realizes he's going to jab her  
with the needle. He does it quickly (unexpectedly quickly) and  
forces the long needle at an angle up her solar plexus into her  
rip cage.

Payne shakes once or twice violently, spasming into a hideous  
angle. Then her body, unable to feel, slowly goes limp. She  
slumps into a paralyzed position. She turns to him...her mouth  
agape.

LINDA PAYNE

Why...the Hell...do you do...this?!

The Tall Man looks at her like she was an insignificant bug.

THE TALL MAN

Without evil, could there ever be  
good? Without hate, could there  
ever be love?

(he smiles a wicked smile)

(more)

(CONTINUED)

CONTINUED:

THE TALL MAN (CONT'D)  
Without Hell, could there ever be  
me?

He smiles and turns to a large chamber of dubious design. This is the decompression chamber. It looks something like a cremation furnace.

He opens the large chamber and wheels her into its rather

FURNACE-LIKE ENCLOSURE

Payne is strapped to the mesh-like gurney top. All around her, in this small cylindrical chamber, are what look like heating coils.

THE TALL MAN  
In five minutes you'll understand  
everything.

He shuts the hatch and locks it.

It occurs to Linda...she's about to turn into a dwarf. She begins to panic and struggle at her straps. Then, all at once, the heating coils suddenly glow brilliant orange as they heat up.

Payne lets out a HORRIFIC SCREAM.

CUT TO:

INT. MANSION HALLWAY - NEGATIVE ZONE

Reggie and Heckleman are carried by the dwarves toward a large black door which swings open revealing an odd yellow glow from inside the room.

INT. MANSION - TROPHY ROOM - NEGATIVE ZONE

The dwarves carry Reggie and Heckleman into a large dark room. The dwarves drop them to the floor, pull off the chains, and scurry away.

As the dwarves move back to the exit, they pass a polished onyx podium with an alien looking CONTROL PANEL on it. On the control panel is a large gold chrome, half-sphere BUTTON. One of the dwarves slaps the button.

Reggie and Heckleman are just getting to their feet when...

A MAN-SIZED DOME quickly descends from the ceiling and seals into the floor, encasing them under it. Reggie holds his hands up to it and feels the thick, transparent plasti-steel. He pounds on the glass.

REGGIE

Damn!

## THE DWARVES

slowly walk backwards out of the room, GROWLING ANGRILY.

Reggie checks the seal of the glass dome. Trying to see if he can get out. Heckleman sits slumped on the floor.

Reg slides down beside him.

HECKLEMAN

Looks like we've got company...

SEVERAL PLASTISTEEL DOMES line the far wall. Suspended inside them are mummified human figures floating in a yellow, embalming fluid-like substance.

Reggie notices, grimaces, and turns to look at the hideous mummies.

POV:

----- The shriveled, mummified corpse of JEBEDIAH MORNINGSIDE (from Phantasm: Oblivion), a dead ringer for the Tall Man.

----- In a dome on one side is the mummified remains of Mike (James LeGros from Phantasm II), in another is Jody from the original Phantasm, and on the other side a dome encasing the mummified remains of Liz and Alchemy from Phantasm II.

REGGIE

I know these people.

HECKLEMAN

It's like a trophy room... and we're the big game.

Suddenly Reggie starts and jumps to his feet.

REGGIE

Oh, Christ!!

HECKLEMAN

What?

POV - The camera lingers on the preserved corpse of MIKE floating in one of the domes. There is a baseball-sized hole in his left temple.

REGGIE

It's Mike.

(CONTINUED)

CONTINUED:

HECKLEMAN

Your friend?

Reggie stares stonily at his dead friend, a tear rolling down his cheek.

CUT TO:

INT. PORTAL ROOM

Titi scurries into the blinding white room and looks at the portal. She then turns and looks toward the door. She looks back at the portal...the choice is obvious to her. She's going after the man she loves.

She quickly, and fearlessly, runs and jumps in through the portal...vanishing into the Negative Zone. WE JUMP THROUGH BEHIND TITI and plummet into...

EXT. NEGATIVE ZONE - PLANET SURFACE

Titi jumps through the portal and onto the planet's rocky surface, she curls up and tumble rolls to a skidding stop smack dab in front of the Q-Bomb.

She looks at the satchel curiously and then grabs its strap. She starts to walk, dragging the Q-Bomb, toward the Tall Man's Mansion on the horizon.

CUT TO:

INT. COMPRESSION ROOM

The Tall Man swings open the heavy door to the compression chamber. He pulls out the steel gurney revealing that Lieutenant Payne has been shrunk to the size of a small person. Her clothes, still intact despite the extreme pressure, remain full size. But her entire body is brown and shriveled...compressed into a shrunken form of twisted construction. She looks like a Voodoo witch doctor has shrunk her whole body.

Dwarf Payne writhes to free herself from the gurney, WAILING AN INHUMAN CRY.

THE TALL MAN

Come to me my love. Birth, like death, is always painful.

He takes her into his arms.

(CONTINUED)

CONTINUED:

THE TALL MAN (CONT'D)

But the power you now know will  
soon overwhelm these sensations of  
pain.

CUT TO:

INT. - TROPHY ROOM - NEGATIVE ZONE

Reggie is slumped beside Heckleman inside the dome. Reg holds his  
head in his hands.

REGGIE

He's taken everything I've ever  
loved...my friends, my daughter, my  
wife...

(pauses sheepishly)

...my girlfriends...

Heckleman eyes him with a puzzled expression.

REGGIE (CONT'D)

...if we ever get out of this trap,  
I'm ready to help you anyway I can.  
My life's over, I got nothin'  
now..I got nobody...

HECKLEMAN

Well, you got somebody...

Reggie looks up into Heckleman's eyes. Heckleman looks across the  
room to...

At that moment, Titi walks into the room dragging the Q-Bomb.  
When she sees Reggie she drops it and excitedly scampers up to  
his dome and jumps up and down happily.

REGGIE

Titi!

Titi EEEPS excitedly.

HECKLEMAN

I never thought I'd be so happy to see a  
monkey.

REGGIE

Good monkey! You disobeyed me!  
That's a good girl!

She smiles.

(CONTINUED)

CONTINUED:

REGGIE (CONT'D)

Now go over to that panel and push that button.

Titi stares at Reggie quizzically.

REGGIE (CONT'D)

That button over there. Go. Push it. Push the button.

Titi tilts her head, not understanding him for the first time ever.

REGGIE (CONT'D)

Go! Do it!

Titi turns and scampers out of the room.

HECKLEMAN

I should have shot that monkey when I had the chance.

REGGIE

No! Titi! Come back! Titi!

Then Titi pokes her head back into the room.

REGGIE (CONT'D)

Good girl! Now go...and push...the button. Push the button. Push the button. Push the button up there.

She looks at the podium with the button on it.

REGGIE (CONT'D)

That's it. That's the button. Push it.

She looks at him and tilts her head.

Reggie looks to Heckleman in dismay.

REGGIE (CONT'D)

This is the stupidest fucking monkey!

At that moment Titi runs up and jumps onto the podium and presses the button. The dome lifts up with a LOUD WHOOSHING SOUND of hermetically sealed air releasing.

REGGIE (CONT'D)

Smart monkey! Smart monkey!

(CONTINUED)

CONTINUED:

Reggie rushes over to her and kisses her. She kisses him back. Titi hops onto Reggie's shoulder as Heckleman grabs the Q-Bomb and checks it over.

HECKLEMAN

Let's get back to the portal entrance and blow Dodge...literally.

Heckleman rips open Doe's gun pack and begins arming himself with some high-powered weaponry.

HECKLEMAN (CONT'D)

But first, I wanna burn some dwarf ass!

Reggie jacks some shotgun shells into his 4 barrel.

REGGIE

I'm down with that.

Reggie picks up the Q-Bomb and examines it. He opens the control panel. Heckleman reaches over and points to the control panel of the device.

HECKLEMAN

There's two triggers...a five minute delay and an instantaneous detonation.

REGGIE

What is this thing exactly?

HECKLEMAN

They call it the Quantum Phase Device. Some eggheads in DOD thought it up. A doomsday device...advertised as a cascading wave chain that can consume this dimension in a couple milliseconds.

Reggie now handles the device very gingerly.

REGGIE

Cool. Here, maybe you should carry it.

Heckleman takes the Q-Bomb and runs his finger over the twin triggers. His finger stops over the "Instantaneous Detonation".

HECKLEMAN

Aw, fuck it. I'm just gonna blow this baby right now.

(CONTINUED)

CONTINUED:

REGGIE

What?? No!

Reggie grabs Heckleman's finger.

REGGIE (CONT'D)

Not just yet. I know you've got some kind of death wish, but please, give me a chance. Let's find a good place for the bomb, set the delay and get our asses back outside to the portal. 5 minutes should be enough to get through.

HECKLEMAN

Just where do you suggest?

Reggie pulls out his tuning fork and hits it against the wall. Using it like a diving rod he points it in each direction, listening intently.

REGGIE

We follow the null line...

He points it at the ceiling and then at the floor...suddenly the tone stops.

REGGIE (CONT'D)

...downstairs.

Just as Heckleman is about to walk through the threshold of the door and into the hall Reggie stops him by grabbing his arm.

REGGIE (CONT'D)

Wait.

The hallway morphs into a different hallway and then morphs again into another.

HECKLEMAN

Freaky...

Suddenly, in the hallway in front of them they see THEMSELVES, "Alter-ego Reggie" and "Alter-ego Heckleman" round a corner and walk toward them. The real Reggie and Heckleman stare in disbelief when suddenly...

CORPORAL WAXER, flesh partially burned away...seriously charred, and still DEAD, steps out in front of their alter-egos. His hideously burned face stares at them as he blocks their path.

HECKLEMAN (CONT'D)

Christ, it's Waxer!!

(CONTINUED)

CONTINUED:

Waxer grabs the Alter-ego Reggie by the throat.

REGGIE

Oh my God! He's about to kill us!

Reggie jerks up the 4 barrel and fires at Waxer. The hot buckshot tears into Waxer's back, knocking him away from Alter-ego Reggie and Alter-ego Heckleman. Waxer turns, and with a look that could kill, moves for the real team. Reggie and Heckleman begin backing away.

HECKLEMAN

You should have let him kill them.

REGGIE

Them's us!

They turn and run and stop at an intersection of hallways. Once again the hallway ahead of them begins to morph into another hall.

REGGIE (cont'd)

It's like we're in a hall of mirrors...

They round the corner and stop in their tracks. At the far end of the hallway stands...

the headless CORPORAL JACKSON, holding his SEVERED HEAD under his arm.

Reggie and Heckleman stop, guns raised. Jackson's dead eyes peer out from his yellow-stained skin and follow them as they move.

HECKLEMAN

Jackson?

Titi, fearfully jumps onto Reggie's shoulder and jabbars anxiously as...

Behind Reggie and Heckleman, we can see the charred Waxer standing, blocking their retreat. Reggie senses something and looks over his shoulder to see Waxer.

REGGIE

We got company.

Heckleman spots Waxer and he and Reggie instinctively stand back-to-back ready for action.

HECKLEMAN

(to Reggie)

Don't hold back on my account.

(CONTINUED)

CONTINUED:

Waxer and Jackson suddenly lurch forward. Heckleman unleashes a volley of gunfire at Waxer, driving him back into the wall.

Meanwhile, the headless Jackson lunges for Reggie. Just as Reggie fires his shotgun Jackson manages to grab the barrel and shove the gun upward as it discharges. The blast would have taken off Jackson's head, if it had been there. Instead, JACKSON'S SEVERED HEAD, held at waist level, opens it's mouth and ravenously bites into Reggie, who lets out a shriek.

Meanwhile, Waxer rebounds off the wall, unfazed by Heckleman's gunfire and grabs for him. But Heckleman is a killing machine and agilely ducks around behind Waxer. In an instant, Heckleman has jerked out a frag grenade, jacked the pin out with his teeth, yanked back Waxer's waistband and shoved the grenade into Waxer's shorts. He gives Waxer a boot to the rear and Waxer tumbles away down the hall.

HECKLEMAN (CONT'D)

Fire in the...

With a thwack, Waxer explodes as Heckleman ducks to the ground.

HECKLEMAN (CONT'D)

...asshole.

Meanwhile, Reggie tries to push Jackson away, but the head is ferociously chomping away at his clothing.

Heckleman quickly steps up beside Reggie and drops the butt of his rifle down, knocking Jackson's head loose. As Jackson's head bounces off the floor, Heckleman lets loose a savage soccer-style kick.

Jackson's head disappears down the length of the hallway. Jackson's body turns and runs after his head.

HECKLEMAN (CONT'D)

Some guys will go anywhere for some head...

Reggie takes a deep breath as he gets back to his feet and whacks the wall with his tuning fork. The "null line" points straight ahead. Heckleman moves up beside him and they approach a

JUNCTURE

in the hall. The passages are constantly shifting and changing.

Suddenly, far down one hallway, Reggie and Heckleman see THEMSELVES again, rushing across the hall through a doorway. The OTHER REGGIE waves at them and rushes out of their view.

(CONTINUED)

HECKLEMAN

What?! That's us again--

REGGIE

Ignore it. That's just another point in time-space. Put it out of your mind. This place is like a hypercube...constantly shifting dimensions of time layered upon one another.

The hallway MORPHS into

AN EMPTY HALLWAY

REGGIE

Let's go before it changes again.

They come to the end of the hall. Reggie opens a door to reveal a dark staircase going down. Heckleman takes point and starts down and, with trepidation, Reggie follows. At the bottom of the stairs is a door. Heckleman opens it and they enter.

INT. MANSION - BASEMENT

Reggie and Heckleman stop in their tracks. They are standing in an immense basement. At the center of the room, just in front of them, is a massive LENS-LIKE DEVICE of about twenty feet in circumference with a huge image of a red-veined eyeball-like image rear projected onto it. Behind the "lens" is a powerful photon stream accompanied by PULSING MECHANICAL SOUNDS. This is the Corpuscular Projector, and it's a bit like coming face to face with Oz.

REGGIE

It's some kind of Projector...

HECKLEMAN

Looks like a good place to light this firecracker.

The machine CRACKLES. Reggie and Heckleman sense they're in obvious danger and begin stepping backwards...

At that moment, accompanied by a static flash of electricity, THE TALL MAN emerges from the lens of the Corpuscular Projector.

Reggie and Heckleman drop their mouths open.

THE TALL MAN

Sorry to just drop in unannounced.  
But you seem to have lost your way.

CONTINUED:

Heckleman and Reggie instinctively leap backward. They back toward the door, but are stopped in their tracks because a single, hooded dwarf blocks the exit.

Heckleman finds himself nose-to-nose with the Dwarf...and is stunned to notice that it has a definite resemblance to Payne, except all shriveled and gross looking.

HECKLEMAN

Linda?... it looks like you're shopping in the Petite section now...

THE NOW-SHRUNKEN DWARF PAYNE growls viciously. Titi, hanging onto Reggie's leg snarls back at the dwarf. The dwarf lunges for Heckleman but he manages to snap his hand up and grab it by the neck in a chokehold.

Meanwhile, Reggie backs off in horror only to realize that Dwarf Payne blocks the exit on one side and the newly-arrived Tall Man is on the other.

HECKLEMAN (CONT'D)

(struggling with dwarf)

The Q-Bomb, Reggie. Blow the Q-Bomb!

Reggie looks down at the backpack in his hands ... he pulls the Q-Bomb out.

The Tall Man takes a giant step toward Reggie.

THE TALL MAN

Why don't you give that to me ... I wouldn't want you to hurt yourselves.

REGGIE

Well...this is it.

REGGIE

is sweating bullets now. He twists the Q-Bomb at the seam (as indicated by two opposing arrows) causing it to suddenly telescope out to a length of 18 inches.

Q-BOMB VOICE

(soft spoken female voice)

Quantum Phase Device armed. Select option now.

Reggie looks at the Options Panel and sees the only two options to choose from. "Five Minute Delay" and "Instantaneous Detonation".

Reggie's thumb hovers over the "Five Minute Delay" button and then over the "Instantaneous Detonation" button ... then back to the first. Reggie can't decide.

(CONTINUED)

From the other side of the room...

HECKLEMAN  
(barely keeping the dwarf off  
of himself)  
Do it Reggie! Do it now!

The Tall Man takes another giant step toward Reggie.

Reggie postures his thumb to press the "Instantaneous Detonation" button. Reggie hyperventilates himself into having the courage to put his entire body into pressing the button.

REGGIE  
When I press this button you, and this entire sick dimension of yours, is going to blast to shit! Nothing will be left. Nada. Zilch. Zip. Nil. Null Set. Donut. Translation: It won't exist. Take another step and I'll do it!

Heckleman looks at the Tall Man.

HECKLEMAN  
Sayonara sucker!

The Tall Man takes another step, confidently.

REGGIE  
Say good-bye freak!

Reggie means what he says...he presses the button. For a moment the Tall Man looks afraid...but then...

A small fizzle of sparks and a puff of smoke. The Quantum Phase Device makes A RATTLY, HIGH-PITCHED WHINE and then COUGHS dead with an UNSATISFYING SPUTTER.

Reggie looks at it stunned.

HECKLEMAN  
Ahhh Fuck.

The Tall Man regains his scary composure.

REGGIE  
(to the device)  
Piece of shit!

THE TALL MAN  
No lead in your pencil, eh?  
(he grabs Reggie by the neck)  
It happens to the best of us.

CONTINUED:

The Tall Man has Reggie by the neck and is holding him high in the air. Reggie can't breathe...he's turning blue.

THE TALL MAN (CONT'D)

We're going to play a new game. It's called:  
"Kill The Ice Cream Man Once And For All".

THE TALL MAN HURLS REGGIE to the ground and he slides across the slick floor and crashes into a COMPRESSION CHAMBER. The Tall Man JABBERS to Dwarf Payne in what sounds like VIETNAMESE BACKWARDS.

THE TALL MAN (CONT'D)

<<Kill them!>>

As DWARF PAYNE tries to bite Heckleman, he makes a slick martial arts move that would make Steven Segal proud. Using the dwarf's momentum, Heckleman effortlessly twists its neck and with a sharp crack, snaps its little spine.

HECKLEMAN

Linda, I'm afraid you've fallen  
SHORT of my expectations...

THE TALL MAN strides over to where Reggie lies stunned against the Compression Chamber. He reaches up to the machine, pulls a lever and the chamber door opens and the machine powers up.

Titi watches from a hiding place and lets out a dismayed chirp as...

The Tall Man grabs Reggie and is about to throw him in when...

Heckleman, SCREAMS, comes flying out of nowhere and jumps onto The Tall Man's back. The Tall Man, not phased for a moment, straightens and smiles. Suddenly there's a CRACKLING SOUND OF ELECTRICITY as Heckleman's hair stands on end. Heckleman starts vibrating wildly...he's being electrocuted! Then, with a loud POP Heckleman explodes off of the Tall Man's back and is thrown across the room...

The Tall Man once again grabs Reggie off the floor and prepares to throw him into the Compression Chamber when...

Titi comes hurtling through the air, screaming a battle cry. She lands squarely on his neck and sinks her sharp claws into the Tall Man's eyes.

The Tall Man loses his balance and he and Titi topple over and land hard on the compression chamber table, which automatically recedes into the chamber. The chamber door automatically slams shut and the compression begins.

REGGIE

Titi! No!

(CONTINUED)

CONTINUED:

From inside can be heard the tortured shrieks of the Tall Man and Titi as they are shrunken alive.

Reggie leaps for the compression chamber lever, but its locked.

HECKLEMAN  
(getting to his feet)  
Damn, I knew that monkey was good  
for something.

Heckleman moves up beside the stunned Reggie.

HECKLEMAN (CONT'D)  
Don't feel too bad...I'm gonna  
nominate that monkey for the  
Congressional Medal of Honor.

Heckleman lifts his rifle and shoots into the controls of the compression chamber, effectively locking it permanently.

REGGIE picks up Heckleman's Desert Eagle .45 from the backpack.

REGGIE  
Let's get the hell out of here.

Suddenly, the Corpuscular Projector CRACKLES ELECTRICITY and another TALL MAN steps from it. Reggie lets out a weary sigh...

REGGIE (CONT'D)  
Been there. Done that.

Reggie FIRES the Desert Eagle .45 directly into the Tall Man's head, blowing it clean off.

The headless Tall Man stumbles backwards and then forwards like a bowling pin about to drop before he FLOPS to the floor. The Corpuscular Projector begins to HUMM and REV up again.

HECKLEMAN  
Another one's coming through!

Indeed, another one is beginning to form. We can see behind the veil of the screen the tissue forming and the solid bits emerging from the plane of the projector lens.

Reggie aims and squeezes the trigger again...

CLICK!

Arg!  
REGGIE

(CONTINUED)

CONTINUED:

Reggie hurls the .45 to the ground. Reggie looks to the ground and spots the Q-Bomb...he has a moment of inspiration and picks it up and readies to throw it.

The NEW TALL MAN is emerging through the Corpuscular Projector's lens...just his face is visible...

TALL MAN

(seeing what Reggie is doing)

Noooo!

Reggie heaves the Q-Bomb with all of his might into the massive lens of the Corpuscular Projector.

The Q-Bomb SMASHES into and is absorbed by the Corpuscular Projector which BLOWS UP and GOES DARK just as a NEW TALL MAN is stepping from it. It sounds like some big machine...gears of human tissue grinding to a halt. Coming to an EMPTY SILENCE. When it goes dead, the new Tall Man steps from the surface...revealing that there's only half of him. His entire backside is yellow pussy organs with strange gooey worms crawling around inside of him.

The half corpse of the Tall Man falls forward and SPLASHES INTO A POOL OF YELLOW MUSH.

Then, the Corpuscular Projector (which is cracked and spewing yellow smoke) begins to RUMBLE and SHAKE the entire room. A dry wind begins to BELLOW and HOWL as the room turns into a vortex of CRACKLING ELECTRICAL SURGES.

REGGIE

What's happening!?

HECKLEMAN

There must have been something inside of the Q-Bomb that didn't agree with that...Projector. Let's get out of here!

But Reggie can't take his eyes from the part of the room behind the Corpuscular Projector.

REGGIE

There's something back there...

HECKLEMAN

Who cares what's behind it! This place is going thermonuclear!

But Reggie won't be denied...he quickly steps forward and begins walking

BEHIND THE CORPUSCULAR PROJECTOR

Heckleman reluctantly follows him.

A LOUD HUM resonates through the hall, and the distant sounds of HELLISH WAILS can be faintly heard in the distance.

Reggie and Heckleman nervously step forward to the back of the machine...

...where a worn and DEHYDRATED HEAD of the creature we know as the Tall Man. This shriveled and pathetic face has tentacles growing out of it and connecting to biomechanical electric contacts. The contacts are connected to large biological computers...and ultimately to the Corpuscular Projector. It is a horrific image. We will call it...TALL MANKIND.

The face opens its eyes.

TALL MANKIND

You!!!

Reggie is horrified.

TALL MANKIND (CONT'D)

Now look what you've done! Without the Corpuscular Projector this Universe is sure to collapse and fold into your own! You've destroyed yourselves and you don't even know it. Without the Negative Dimension...the Positive cannot survive! The two feed off of each other...the two are one!

Tall Mankind lets out a HIDEOUS WAIL and begins JABBERING IN AN ALIEN LANGUAGE.

TALL MANKIND (CONT'D)

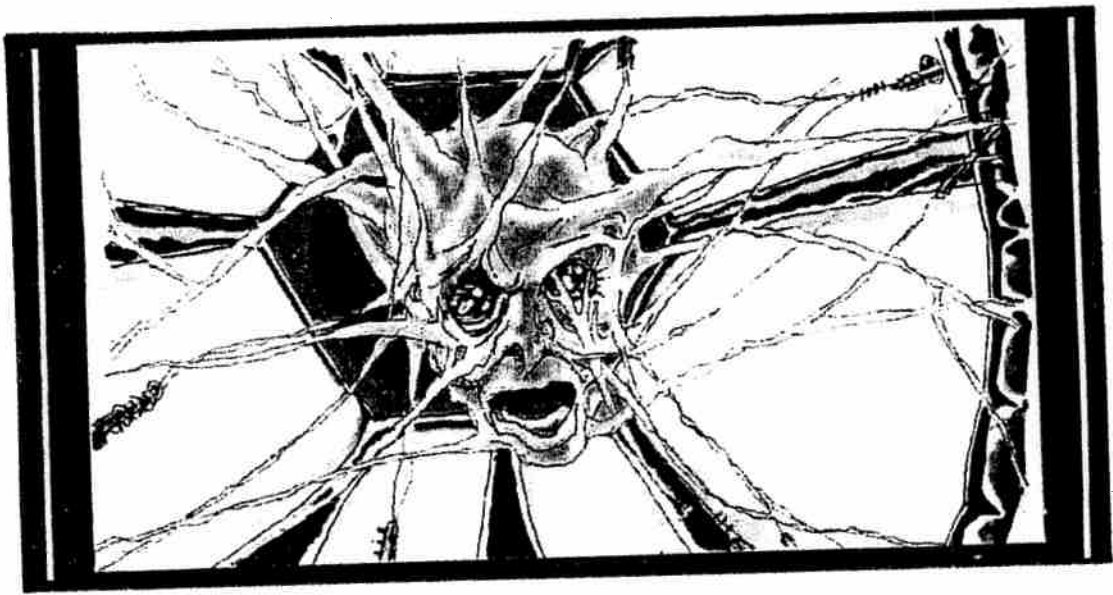
We'll meet again Ice Cream man. In some iteration. On a different spiral. In another reality! Already now I've begun to fold back your Universe into my own mind. Your soul is mine...you no longer exist.

The room is starting to glow and pulse. All Hell is breaking loose. Tall Mankind is LAUGHING HYSTERICALLY.

HECKLEMAN

C'mon! We've got to get out of here.

(CONTINUED)



**TALLMANKIND**

CONTINUED:

Heckleman pulls Reggie by the arm and they begin running out of the Corpuscular Projector Chamber.

CUT TO:

INT. MANSION - HALLWAY

Heckleman and Reggie burst from the staircase. The hall is starting to BUCKLE and FRACTURE. An earthquake (8 on the Richter scale) rumbles through the structure. DWARVES run about, not even paying attention to Reggie and Heckleman. Reggie looks down a

JUNCTURE IN THE HALLWAY

and sees himself, and Heckleman...or PAST IMAGES of themselves...at the long end of the hall.

REGGIE

waves to himself and continues away down the hall.

CUT TO:

INT. BASEMENT - CORPUSCULAR PROJECTOR ROOM

Suddenly, Tall Mankind's bodiless head sprouts arachnid legs and rips free from the Corpuscular Projector. It falls to the ground and then crawls spider-like toward the headless body of the dead Tall Man corpuscular projection.

After muttering some more BACKWARDS VIETNAMESE Tall Mankind mounts the headless stump and jacks a brainstem into the spine of the lifeless corpse.

Suddenly, the host corpse jerks to life and reanimates. Tall Mankind has attached tightly to the host body with his spidery tendrils.

The host corpse stands, and with the Tall Mankind for a head, ambulates toward the door...still getting used to its own function.

CUT TO:

EXT. VICTORIAN MANSION - PLANET SURFACE

Heckleman and Reggie run out of the front doors and down the stairs. They are suddenly struck by the intense gravity. The ground is still RUMBLING and a windstorm of Jupiter-like proportions is kicking up on the horizon and quickly approaching.

They begin a nightmare run across the landscape toward the portal.

(CONTINUED)

CONTINUED:

SOME DWARVES come rushing toward them, but just before they reach them the ground ruptures open and they all fall into the fissure.

Reggie shuts his eyes and jumps into the portal.

INT. PORTAL ROOM

Reggie, smouldering as if he was about to burst into flames, is thrown through the portal...he slides across the floor into the room. He pats himself off.

Then, Heckleman comes flying through the portal. He too slides across the floor, on his back, right smack dab next to Reggie.

Suddenly the two chrome poles that make up the Dimensional Fork slide together and MORPH into one. Then the now single pole folds in upon itself and disappears.

Silence.

Reggie and Heckleman look at each other.

HECKLEMAN

Did we do it?

REGGIE

We did it. Goddamn, we did it!  
(turns to check Heckleman)  
How you doing?

HECKLEMAN

I'm okay. Head's feelin' alright.

REGGIE

Then let's get the hell out of here.

CUT TO:

EXT. HIGHWAY - AFTERNOON

The battlecuda tears down the empty highway.

REGGIE

How you feeling now?

HECKLEMAN

Different. I'm thinking the trip to the other side arrested the virus.

REGGIE

Cool, but a helluvan expensive cure. So what now? You got like a free pass to get us back over the wall?

(CONTINUED)

CONTINUED:

HECKLEMAN

Government didn't figure I'd be coming back.

REGGIE

Looks like we're stuck here in the zone then.

HECKLEMAN

Yeah, well, we could just lay low for a couple months and wait for all the Baggers to pop. Then move into Salt Lake City and take over what's left. Create a better world...wanna be an Emperor?

REGGIE

Ambitious plan...

HECKLEMAN

Yeah...but right now I am dead tired.

REGGIE

I can fix that...

CUT TO:

EXT. LAKE CITY MOTEL - DUSK

The Cuda is parked in front of the "Lake City Motel", an abandoned motel on the edge of the Great Salt Lake.

INT. LAKE CITY MOTEL - DUSK

Reg sits on the bed thumbing through a copy of the "Book of Mormon".

Heckleman is in the bathroom, with water running, cleaning his wounds.

Bored with the book, Reggie idly walks to the half-open door and scans the evening horizon. Suddenly he notices the open trunk lid of the battlecuda.

EXT. LAKE CITY MOTEL - DAY

Cautiously, Reggie walks out to the car and examines the open trunk deck lid. He scans the empty lot. Trash blows in the desert wind. He shuts the trunk.

The banging of a motel room door, which swings open and shut in the breeze, catches his attention. Reg draws the .45 from his waistband and walks over to investigate.

POV - OTHER MOTEL ROOM

Reggie approaches the door and carefully peeks inside the motel room. The room is empty...trashed.

As a chill wind swirls up around him, Reggie turns and walks back toward his room. Before entering, Reg stops and stares at the sky.

POV - Sky. The sky is turning red...deep...unnaturally red.

REGGIE

What the fuck?

INT. MOTEL - DAY

Reg moves into the doorway and scans the room. All appears normal. He can hear the sound of RUNNING WATER in the bathroom. He starts into the room and then stops...on the vinyl tile floor he sees a half-foot slick of SLIME. He reaches down and touches it. He examines his fingers and the clear GELATINOUS SUBSTANCE.

Reg walks into the room, then stops and looks toward the bathroom. Through the crack in the door he can see Heckleman bending over the sink. Reg sets his gun down on the nightstand, wipes his fingers on his pants and moves back to the bed.

Reg sits back down on the bed. He shuffles a bit on the bed, trying to get comfortable.

REGGIE

(calling out)

Hey, you okay in there? There's some weird shit going on outside.

There is no response and once again, Reg shuffles himself trying to find a comfortable spot on the bed. He kicks against a lump in the covers, trying to get himself situated. Suddenly, he notices...

BLOOD BEGINS SOAKING

around the lump in the covers, out through the bedspread. Reggie jumps off the bed in shock and grabs his .45.

REGGIE (cont'd)

(screams)

Hey get out of that damn bathroom!!

Reggie nudges the bloody lump in the covers with the barrel of the .45. He then grabs the bedspread and blanket and rips it off to reveal...

(CONTINUED)

CONTINUED:

HECKLEMAN'S SEVERED HEAD

lies in a pool of blood on the bed sheet. His eyes blink open and shut and his lips move as he tries to communicate something to Reggie.

Reggie recoils in horror and whips around, turning his attention to the bathroom. As he moves toward it he can see Heckleman, bent over the sink, still, apparently, washing himself.

Reggie grits his teeth and takes aim... as suddenly Heckleman stands and...

TALL MANKIND slithers around, ensconced on the top of Heckleman's neck, where his head used to be.

Reggie is transfixed and for a moment just stands riveted, staring at the abomination.

Then he leaps backwards for the door. He thrusts himself out of the room and slams the door shut. Reg turns and stops suddenly.

INT. MANSION HALLWAY

Reggie is freaked to realize that he is inside what appears to be a hallway from the Victorian Mansion. But even worse...

ONE HUNDRED TALL MEN

stand crowded in the hallway behind him, blocking his path.

TALL MEN  
(in unison)  
We've been waiting for you.

Terrified, Reggie backs up into the corner, against a wall-to-ceiling Victorian mirror. Suddenly,

HANDS BURST

through the mirror, grab Reggie and yank him backwards into the darkness of infinity.

CUT TO CREDITS:

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