

POSEIDON

by

Mark Protosevich

based on the novel by Paul Gallico; and the 1972 movie,
screenplay by Stirling Silliphant, Wendell Mayes

previous revisions by

David Scarpa
D.B. Weiss
Stuart Beattie
The Wachowski Brothers
Andrew Marlowe
Paul Attanasio

current revision by

Akiva Goldsman

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ROGUE WAVES are freakishly large waves, much bigger than the surrounding swell. They seem to rear up out of nowhere and disappear just as quickly. Mariners have recounted tales of such waves for centuries, but until recently oceanographers discounted them, along with sightings of sea monsters and mermaids. Naval architects, however, have analyzed the wrecks of ships sunk in recent decades, and have found that a large proportion of them have damage consistent with a rogue wave, which can reach heights of over a hundred feet. Even supertankers have been sunk by these monster waves.

The Environmental Literary Counsel

FADE IN:

EXT. NORTH ATLANTIC OCEAN - DAY

The screen is alive with dazzling blues and greens that ripple and shimmer... We are underwater -- mesmerized by shafts of sunlight -- the brilliant patterns of reflection and refraction as the currents shift... a realm of MYSTERY...

... and LOOK UP to see above the surface SEA BIRDS apparently fleeing something... Something LOUD... Something HUGE --

The BOW of a colossal SHIP ENTERS FRAME and as it passes overhead, we see on a seemingly never-ending hull its thrusters, stabilizers and powerful ENGINE PODS... Propellers thirty-feet tall... Man's dominion over nature.

EXT. POSEIDON - SUNSET

A sensational luxury liner, the POSEIDON is over 20 stories tall (from keel to funnel)... Four football fields long and also as wide... Seen from the bow, a person at the stern is no bigger than an ant...

Couples have emerged from its 800 cabins to watch the sinking sun, or cocktail in its three-star cafe...

It would take a reasonably fit man four minutes just to jog around one of its thirteen passenger decks, which is just what we meet JOHN DYLAN doing. Something about Dylan makes people notice him -- handsome, sure, but also an aura of utter self-sufficiency. This man is an island.

He jogs past lifeboats and rescue boats, hanging from the gunwales. They seem no more than decorative, like a life preserver in a restaurant with a nautical theme.

EXT. PROMENADE DECK - CONTINUOUS ACTION

Dylan dashes past CABANA BOYS clearing towels from deck chairs... takes the stairs two at a time... Past WAITERS delivering trays of wine and cheeses to lounging guests...

EXT. ROOF DECK - CONTINUOUS ACTION

Dylan emerges on the top deck... No one else is up here -- -- it's too damn windy. Dylan turns to take in the magnificent view of the blood-red sea, from horizon to horizon. As free as a man can be.

INT. BRIDGE - DAY

Not your traditional wheelhouse. Instead of brass and wood, sleek metal consoles house state-of-the-art computers. CHIEF REYNOLDS, 30s, black, wearing a perpetual scowl, scans the horizon with binoculars...

CAPTAIN MICHAEL BRADFORD, craggy face, laughing eyes, sits in the pilot's chair, hand on the JOYSTICK.

BRADFORD

Used to be a wheel.

Beside him stands CONOR, a watchful eight-year-old preternaturally attuned to the dynamics of the adult world.

CONOR

I know.

BRADFORD

Do you?

CONOR

I saw it in a pirate movie.

BRADFORD

What say we steer her up into the wind a little. Save some fuel.

(off Conor's look)

Go ahead. Point her five degrees north.

CONOR

Me?

Conor's nanny, EMILY, 30s, Irish, exchanges a smile with Reynolds. Tentatively, Conor reaches for the joystick.

CONOR

I'm nervous.

BRADFORD

It's like a video game.

CONOR

I'm not very good at video games.

BRADFORD

Don't worry about it. You mess up, the computers just take over.

Conor steels himself, reaching for the joystick...

BRADFORD

Or the ship sinks.

(CONTINUED)

CONTINUED:

Conor shoots him a look. Bradford winks.

BRADFORD

Go on, now.

Conor turns the joystick, watches a graphic display of a compass rose shift five degrees (also counted down numerically). The boy looks suspiciously at Bradford.

CONOR

That was really pretty simple.

BRADFORD

Well, my secret's out. Guess that makes you Captain now.

Bradford stands, lifts Conor into the chair. He pulls a baseball cap bearing the ship's logo onto Conor's head.

BRADFORD

Our course is set. I'm going to take some air.

(adjusts Conor's cap)

Just don't marry anyone while I'm gone, Cap. It's New Year's Eve. People do silly things.

REYNOLDS smiles at Emily as Bradford exits. OFF Conor, having the time of his life...

INT. POSEIDON - LOBBY - HIGH ANGLE - DAY

A soaring space rimmed with luxury shops... GLASS ELEVATORS soar up and down inside the glass shafts... The moving energy of New Year's Eve... People who have boarded a ship, not to get to a destination, but to have fun together...

CRANE DOWN to find RICHARD NELSON, standing alone in the center of this maelstrom of humanity. Nelson blends in. No one seems to notice him. But Nelson notices them. And from where he stands, the entire world seems to be couples.

Nelson takes a cell phone from his pocket. Looks at it like the enemy. A long beat, deciding. He presses the send key.

NELSON

... Hi. It's me. I really tried not to do this. Call me back, okay. I just thought --. I'm actually begging, aren't I?

(CONTINUED)

CONTINUED:

He smiles at himself, an expression entirely without humor.

NELSON

Call me at midnight, huh? For old time's sake. Would you?

He hangs up. Hard to tell which he hates more, the phone or himself.

INT. PENTHOUSE CABIN - DUSK

This expansive "penthouse" cabin is one of the finest on the ship.

A young couple (JENNIFER and CHRISTIAN) sit facing each other on the couch, each braced in the other's legs. These two can't be twenty and this cabin seems far too resplendent.

CHRISTIAN

When?

JENNIFER

Today?

CHRISTIAN

When today?

JENNIFER

Please.

He just holds her eyes.

JENNIFER

I'll tell him.

(OVER) The DOOR CLICKS open and an older man ENTERS. RAMSEY. The kind of man to have with you in a dark alley. In his day.

RAMSEY

Hey, kids. How we doing?

His expression goes only slightly dark as he sees them moving apart to accommodate his entrance.

RAMSEY

Hey, I didn't mean to surprise you.

CHRISTIAN

We weren't really surprised, sir.

(CONTINUED)

CONTINUED:

RAMSEY

Christian, please stop calling me sir. It makes me feel old.

An easy warmth and charm here.

RAMSEY

We just had an agreement is all.

JENNIFER

Dad, we were just sitting. People sit.

You get the feeling this guy could stop a bank robbery. Save a baby from a burning building. But this, this is hard.

RAMSEY

I'm not trying to give you a tough time. But we've discussed this. You're technically under my roof and I'm just not comfortable with the two of you --

JENNIFER

Stop. Have you seen the size of this boat? Don't you think we could find a zillion places to screw if we wanted to?

RAMSEY

Jennifer, I was just saying --

JENNIFER

I'm over the patronizing tone and you pretending to treat us like equals until it's not convenient. I'm really just over it.

She storms up the stairs and (OVER) a DOOR SLAMS.

RAMSEY

Is she like this with you?

Christian just shrugs and shakes his head.

CHRISTIAN

I'll go talk to her, sir.

Ramsey opens this mouth, starts to respond, then just looks into his drink, swirls the glass in his hand.

INT. BROADWAY - DUSK

Far below the luxurious passenger decks a wide, brightly-lit service passageway runs the length of the ship. Nicknamed "Broadway," it feels like a bustling third world market street. DOZENS of workers from all over the world hustle to run the ship and provide services.

Amidst the busy throng we FIND ELENA GONZALEZ, 20s, Latina, pure of heart but cunning, in her way... moving tentatively -- trying to blend in... fearful of something... Some secret... She pushes into...

INT. LOBBY - NIGHT

Elena can't help but gawk at the sheer size of the place, slowing, walking backward in admiration.

VOICE (O.S.)

Easy, there, friend.

She turns to face a figure inches from her. Dylan. She almost backed right into him.

ELENA

What? Oh. Sorry.

Dylan's eyes narrow, something about the way she keeps looking around. Skittish.

ELENA

You need a map, you know?

He smiles, easy.

ELENA

I'm trying to find the galley.

DYLAN

They tell me it's off limits to guests.

ELENA

Not so much of a rules person.

Dylan nods. Something in his eye. This guy is aware.

DYLAN

Some lobby, isn't it?

She nods.

DYLAN

First time you been through here?

(CONTINUED)

CONTINUED:

ELENA

Yes.

DYLAN

So I guess you missed the tour?

Dylan's smiling now. He should play poker.

DYLAN

But you had to come through here
when we boarded.

Full-on grin.

DYLAN

Didn't you?

She opens her mouth to speak. Shuts it again. The
moment lasts. Both know what's going on, even though we
don't.

DYLAN

Back through that door's a service
corridor. All the way to the end.

Sudden relief in her eyes.

ELENA

Gracias.

DYLAN

De nada.

He watches her go, smiling to himself.

INT. GALLEY - CONTINUOUS ACTION

Like a submarine but with grease fires. A LINE COOK
plates prosciutto and melon -- the instant he finishes,
it's topped with a metal cover and whisked away by MARCO
VALENTIN, 20s, placed on a CART that CLATTERS toward the
SERVICE ELEVATOR...

He looks up and sees Elena ENTER. Before she can speak
he grabs her arm, hustles her off to the side of the
room.

VALENTIN

We had a deal, Elena. You have to
stay inside.

ELENA

The TV isn't working.

(CONTINUED)

CONTINUED:

VALENTIN
You want me to lose my job?

ELENA
It's so cramped down there. I get claustrophobic.

VALENTIN
I'll see if I can get you upgraded to the penthouse.

ELENA
It's not that I'm not grateful, Valentin.
(beat)
Can you get the TV fixed?

VALENTIN
I go on break in an hour. I'll get it fixed for you.

ELENA
I'm hungry.

Valentin reaches to the cart. Grabs a dish of meat and melon, hands it to her.

VALENTIN
Please. Promise me you won't come out again.

OFF Elena, not promising, as she takes the dish.

INT. MAGGIE'S CABIN - EVENING

MAGGIE JAMES, beautiful, and a better single parent than most couples combined, works on her bed. Conor explodes into the room and crawls up to her, making havoc of her documents and knocking her BlackBerry on the floor. Emily follows him in.

CONOR
You're not going to believe it, Mom -- I was Captain.

MAGGIE
Finally, my retirement is in sight.

CONOR
I steered the ship!

(CONTINUED)

CONTINUED:

MAGGIE

Really? Well, that doesn't inspire very much confidence.

CONOR

I know. I wouldn't let a kid steer the ship if I was the Captain. I think he's a little crazy.

MAGGIE

At least you got a hat out of the deal.

EMILY

I'm afraid that's not all.

CONOR

He invited us to sit at his table, Mom. At the Captain's table.

Maggie shoots a look to Emily who just shrugs helplessly.

MAGGIE

Honey, Mommy has to finish these sales before the new year. It has to do with taxes. And we don't like to go to the big party, remember.

CONOR

Okay. I understand.

Maggie looks at Conor. He's eight. He's not supposed to understand...

MAGGIE

(feeble)

You can't even see the fireworks.

... Conor reads her discomfort.

CONOR

It's okay, Mom. Don't worry.

Comforts her with a hug.

CONOR

You're not disappointing me.

Not supposed to be the one to comfort her. She takes in this small creature in front of her. SIGHS.

(CONTINUED)

CONTINUED:

MAGGIE

You know, actually, I've always wanted to sit at a Captain's table.

CONOR

Serious?

MAGGIE

As a very deadly heart attack.

CONOR

Mom, this is exactly the best vacation ever!

MAGGIE

Go pick out some clothes.

He hugs her again, RACES into the adjacent room. Maggie sets down her documents, looks up at Emily.

MAGGIE

I am so screwed.

Emily smiles.

EXT. NORTH ATLANTIC - NIGHT

A BEAUTY SHOT of the Poseidon with its elegant lines, its lights glowing, as it sails toward the rising yellow moon.

BRADFORD (V.O.)

The ocean has always been the cradle of rebirth.

INT. DYLAN'S CABIN - BATHROOM - NIGHT

Dylan showers, letting the hot water rain on his face.

BRADFORD (V.O.)

Since man first emerged from these salty depths, we have looked to water as a chance to begin anew.

INT. GRAND BALLROOM - NIGHT

Captain Bradford SPEAKS from the stage of this stunning, two-tiered showplace. Banners, balloons and, behind him, a band.

(CONTINUED)

CONTINUED:

BRADFORD

Poseidon was the God of fertility.
He made his home on the ocean
floor in a palace of coral and
gems.

As he continues, PULL TO REVEAL tables set with rose
bowls and lit by a spreading sea of star-like candles.

BRADFORD

When he was in a good mood,
Poseidon created new lands and
calm seas for clear sailing.

CONTINUE BACK TO the wide CASINO area at the back of the
giant room where folks now mill and sip drinks before
dinner.

BRADFORD

And so what better way to
celebrate the birth of a new year
than borne on the back of the old
fellow himself. May you all have
clear sailing in the coming year
and all the years to come.

APPLAUSE as the Captain tips his hat, steps off and the
lead singer (GLORIA) replaces him.

INT. GRAND BALLROOM - POKER TABLE - CONTINUOUS ACTION

Gloria commences her first SONG in the b.g. Dylan, in
Armani tuxedo, slides a card across the table to the
DEALER. Turns out, he does play poker.

DYLAN

One.

He takes his card, no expression at all on his face.

DYLAN

What about when he's angry?

RAMSEY

Three. Who?

Ramsey, also in black tie, exchanges cards with the
Dealer. Like Dylan he is expressionless. Both have
matched focus.

(CONTINUED)

CONTINUED:

DYLAN

Poseidon. He gets pissed off,
hits the ground with his trident.
Earthquakes. Shipwrecks.

Dylan slides a stack of chips into the pile in the middle
of the table.

DEALER

Fifty thousand to call.

LUCKY LARRY

Goddamn, boy, you sure got some
mighty big ones on you.

WIDER to reveal the third and final player at the game.
Totally different affect. White tux. LOUD. Really
drunk.

LUCKY LARRY

Think he's bluffing, Your Honor?

RAMSEY

Ramsey will do fine.

LUCKY LARRY

I think you're bluffing, boy.

DYLAN

Isn't that still part of the game?

The moment lasts. Then Larry folds his hand.

LUCKY LARRY

Well they may be made of brass or
bronze or just plain steel but I
don't care to hear 'em clanging.

Larry SLAPS a passing WAITRESS on the ass.

LUCKY LARRY

Darlin', get Lucky Larry a drink.
There's blood in the water.

DEALER

Fifty thousand to call.

RAMSEY

I don't think my old man made
fifty grand in his whole life.

Ramsey slides fifty grand into the pot. Adds fifty more.

(CONTINUED)

CONTINUED:

DEALER

Fifty call. And raise fifty.

Ramsey and Dylan. Eyes locked. Both almost smiling.

DYLAN

Happiest time in my life was when
I was broke.

Dylan's hand goes to his pile of chips.

JENNIFER

Hey, Dad.

Jennifer and Christian stand by the table.

JENNIFER

We're going upstairs.

RAMSEY

Okay, have fun.

Glances up. Jenny's got on tight jeans and a low-cut
white blouse, several buttons open.

RAMSEY

Jenny?

He touches his chest.

JENNIFER

What?

RAMSEY

I can see... you know.

JENNIFER

Dad --

RAMSEY

Don't you think just one more
button...

Mortified, she obliges just to shut him up. Then her
eyes narrow, cool smile lighting in her eyes.

JENNIFER

Pair of two's, huh, Dad!

Ramsey blanches as Lucky Larry lets out a WHOOP

DYLAN

Maybe I'll raise after all.

(CONTINUED)

CONTINUED:

Dylan slides a pile of chips into the pot as Jenny and Christian head off.

RAMSEY
(rueful)

Fold.

EXT. NORTH ATLANTIC - NIGHT

Far in the distance, the Poseidon is visible, its light twinkling, tiny in the vast ocean... A WAVE rises in the f.g. A routine swell, suddenly SWALLOWED by a larger wave. The water from the first wave gets sucked up, leaving a deep TROUGH...

INT. RESTAURANT/BALLROOM - NIGHT

Nelson sits with his friends JOHN and JAY, NICK and MARY -- two couples his age. Nelson reads the wine list.

NELSON
We shall have the 1988 Romanee-Conti. My treat.

NICK
Nelson?

NELSON
What?

NICK
New glasses or a straight jacket?
That's a five thousand dollar bottle of wine.

NELSON
Carpe diem, my friend.

Nelson drains his martini.

NELSON
There was no work crisis.

JAY
What do you mean?

NELSON
Pedro left me. Apparently the only one who missed the boat in London was me. He's met someone. Didn't think it could happen. Never meant to hurt me. You know the song.

(CONTINUED)

CONTINUED:

He smiles at them, brave.

NELSON

I'm sorry I lied. Sometimes you feel like if you don't say it out loud, maybe it won't be true.

Two tears, fast, unexpected.

NELSON

Twenty-five years. What am I supposed to do, date? Look at me. When we met, aids were people who worked for the President. We were kids. But we were going to outlast everyone.

He closes his eyes.

NELSON

I'm going to get some air. Then we'll have wine. Lots and lots of wine.

He rises. Jay starts to follow.

NELSON

I'm okay. Just an old queen whose mascara is running. Please, hon.

Nelson exits. OFF the others, worried --

EXT. NORTH ATLANTIC - NIGHT

Beneath the surface, EDDIES and VORTICES boil up from the ocean's bottom and press up on the ocean swell above, almost like hands, sculpting and shaping something HUGE...

The wave gets bigger, the trough gets deeper... A third wave sucks up the second wave... The SOUND of it building from a WHISPER to a GROWL...

INT. NIGHTCLUB - NIGHT

Could be downtown Manhattan. Packed with sexy, sweaty bodies dancing to TUNES spun by the DEEJAY.

Jennifer accepts two umbrella drinks from the bartender, turns to face a handsome young HOTTY standing behind her.

(CONTINUED)

CONTINUED:

HOTTY

Hi?

JENNIFER

Taken.

She looks around, no sign of Christian. Then she spots him on a roofed balcony outside the main room.

JENNIFER

Thanks anyway, though.

She slides open the balcony door.

JENNIFER

Excuse me.

ELENA

Sorry.

She and Elena have almost collided. They smile, then both head outside to the balcony.

INT. NIGHTCLUB BALCONY - CONTINUOUS ACTION

Elena is looking off into the well of this ship, lighting a smoke in the b.g. Christian takes his drink from Jennifer.

JENNIFER

I thought I lost you.

CHRISTIAN

Do you want to?

Her eyes narrow.

JENNIFER

Why are we going here?

CHRISTIAN

Jenny. Come on.

JENNIFER

I'm going to --

CHRISTIAN

You said today. Today's over.

JENNIFER

Look, tomorrow's the first of the year, right, a brand new start. Isn't that a better day anyway?

CHRISTIAN

Sure.

(CONTINUED)

CONTINUED:

JENNIFER

Chris, listen. It's been just him
and me for so long --

CHRISTIAN

What are you more scared of, Jen?
That he's going to be really
pissed off. Or he isn't?

JENNIFER

Don't, okay?

She reaches into her jeans.

JENNIFER

You think I like carrying this
around in my pocket?

She opens her hand.

JENNIFER

You think I don't want to wear it?

In her palm, a small and beautiful diamond ring.

CHRISTIAN

I'm starting to wonder.

JENNIFER

Hey.

She turns his face towards her.

JENNIFER

You.

She kisses him. And they are young enough for this heat
to burn away their conflict.

CHRISTIAN

A zillion, huh?

She checks the strength of the rail.

JENNIFER

A zillion and one?

She's gotten him to LAUGH. They kiss again.

EXT. NORTH ATLANTIC - NIGHT

A piece of FLOTSAM, spinning in the eddies of an unusual
current, suddenly ROCKETS away the blackness till it's
not more than a speck, swept up in the growing swell, as
the RUMBLE GROWS LOUDER...

INT. BALLROOM - CLOSE ON A TEEN TITANS VIDEO GAME - NIGHT

Small fingers work the controls of the PSP. WIDER.

Conor is walking through the casino area, head fixed to his game, not paying any attention to where he's going. WHAM!

Conor looks up. He's collided with Dylan, whose handful of poker chips have hit the ground along with Conor's PSP.

CONOR

I'm sorry.

Both have gone down on their knees. Dylan has recovered Conor's PSP while Conor has a few of Dylan's chips.

CONOR

(funny French accent)

How much for zee game?

Dylan smiles at the kid. Exchanges the toy for his cash and the two gather up the rest of the chips together.

MAGGIE (O.S.)

Let me guess. You were minding your own business.

Conor stands to look up at his mother. She's wearing a little black dress and her hair is down. In a word: stunning.

MAGGIE

And those chips jumped right out in front of you.

CONOR

I wasn't watching where I was going.

Maggie nods and looks at Dylan as he stands.

MAGGIE

Any injuries. Whiplash? Do I have a lawsuit on my hands?

DYLAN

I may just live.

MAGGIE

Your friend the Captain wanted you to blow the New Year's horn.

CONOR

No. Way. Mom...?

(CONTINUED)

CONTINUED:

MAGGIE

Go, go.

He's already moving back towards the center of the room.

MAGGIE

Conor!

CONOR

(over his shoulder)

Thankssorrybye.

DYLAN

Nice kid.

She's smiling after her son.

MAGGIE

He is. Still amazes me, actually.

DYLAN

Captain's table, huh? Pretty fancy. Does your husband...

MAGGIE

That work much?

He cocks his head.

MAGGIE

A tentative mention of a husband I'm supposed to correct. Even though you've clocked my wedding finger twice already.

He grins.

DYLAN

Usually works better than that, yeah.

She can't help but return his easy smile. He lifts two flutes of champagne from passing Valentin's tray.

DYLAN

What you generally get around here is your desperate single woman on a cruise hoping to meet a guy.

He hands her a flute, toasts the air.

DYLAN

You don't fit the bill.

(CONTINUED)

CONTINUED:

MAGGIE

That's not really supposed to generate a thank you, is it?

DYLAN

I didn't say I didn't like desperate single women.

MAGGIE

Wow. You're male.

He LAUGHS.

MAGGIE

My son likes ships. I feel guilty because I work so much I do things like spend money I don't have on cruise tickets. Maggie James.

She extends her hand. He takes it.

DYLAN

Dylan.

MAGGIE

And where's your table, Mr. Dylan?

DYLAN

First name. They're right here.

MAGGIE

Sorry.

DYLAN

Somebody rich is going to drink too much, get into a fight with their husband or wife and they're going to come over here and start buying chips in a frenzy. Any night. But especially New Year's.

He gestures to the tables.

DYLAN

I'm going to take their money. I play cards. Professionally.

MAGGIE

Was that supposed to be sexy?

DYLAN

Depends. Was it?

Her turn to offer the first smile.

(CONTINUED)

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CONTINUED:

MAGGIE

Nice to meet you, first name
Dylan.

She starts back towards her table. He watches her go.

INT. BRIDGE - NIGHT

Reynolds is at the helm, brow furrowed. The door slides open admitting the MUSIC from below and FIRST OFFICER CHAPMAN, two cans of Coke in his hands.

CHAPMAN

Ain't nothing like the real thing,
baby.

REYNOLDS

Shh. Close the door.

Chapman obliges, MUSIC all but vanishing behind the glass.

REYNOLDS

Listen.

CHAPMAN

To?

REYNOLDS

Under the music. You hear it?
It's like a moan. Or a roar.

INT. BALLROOM - NIGHT

The lead singer (GLORIA) has taken center stage. Maggie smiles, puts a party hat on Conor, lifts him in her arms.

GLORIA

Okay, everyone. It's that time.
Y'all gonna count it down with me?

INT. NIGHTCLUB BALCONY - NIGHT

Jennifer and Christian counting down...

CHRISTIAN

Ten... nine...

Jennifer takes Christian's hand... He smiles at her...

INT. BALLROOM - NIGHT

Ramsey smiles to himself...

RAMSEY

... eight... seven...

EXT. POSEIDON - PASSENGER DECK - NIGHT

Nelson stares over the railing into the sea.

GLORIA (V.O.)

(with microphone)

... five... four...

INT. BALLROOM - CASINO AREA - NIGHT

Dylan rakes in a pile of chips from a drunk target,
signals for Valentin to bring the mark another Scotch.

GLORIA

... three... two --

INT. BALLROOM - CAPTAIN'S TABLE - NIGHT

Conor and Maggie count off together...

MAGGIE

-- one... Happy New Year!

Maggie kisses Conor as Bradford watches the boy blow the
AIR HORN...

INT. BRIDGE - NIGHT

Reynolds scans the horizon with his BINOCULARS...

REYNOLDS

Jesus. It can't be...

He goes ashen...

REYNOLDS

Mister Thimmel, reverse engines.

I have a wave we need to turn

into. Full throttle. Now!

(off joystick)

God give me a god damn wheel.

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INT. ENGINE CONTROL ROOM - NIGHT

Deep in the bowels of the ship, this computer-filled space looks like NASA Mission Control. CHIEF ENGINEERING OFFICER THIMMEL, 55, puzzled by Reynolds' order, looks to FIRST COMPUTER OFFICER ELLIS, 32. Moves to the control panel and slowly pushes the THROTTLE LEVER forward... All the way...

ANGLE ON CONTROL GAUGES

As the needles jump...

EXT. PASSENGER DECK - NIGHT

Nelson, alone at the rail, staring at his cell phone. Time display turns to 12:01. Phone doesn't ring.

A beat. Then Nelson drops the phone into the water. It vanishes, instantly swallowed by the darkness.

Another beat. Then Nelson begins to climb the railing. Stares down at the inviting black of the ocean. Climbs higher.

(OVER) A LOUD RUMBLE, GROWING... He looks up... His jaw drops...

NELSON'S POV

What appears to be a mountainous black mass, rimmed at the top with white, moving toward the ship. It rises to black out the moon.

Then a WHISTLE and an EXPLOSION as the ship launches FIREWORKS. The brilliant STARBURST in the sky illuminates...

... A MONSTROUS WALL OF RAGING WATER, over a hundred feet tall, rising nearly straight up, and disappearing at its bottom into a vast, black sinkhole...

BACK ON NELSON

In terror, he jumps back off the rail, runs inside...

INT. BRIDGE - NIGHT

Reynolds leans on the joystick, WILLING the ship to turn...

INT. BALLROOM - NIGHT

Conor is straining to see the portholes.

CONOR

Mom, I can't see the fireworks.

Maggie throws him a friendly eye roll. ALARMS SOUND.

CONOR

Mom?

The sudden LOUD RUMBLE obscures the sounds of the EXPLOSIONS.

ANGLE ON MAGGIE

Grabbing Conor as the ballroom turns into a violent scrum. The deafening ROAR from outside BUILDS and CRESCENDOS...

CONOR

What's happening?

People SCREAM in a nauseating, weightlessness as the vast ship seems to FREE-FALL STRAIGHT DOWN...

EXT. NORTH ATLANTIC - NIGHT

The mighty Poseidon looks like no more than a bathtub toy as it disappears into the black hole of the wave's trough...

INT. BALLROOM - NIGHT

Maggie holds Conor amidst the PANIC as the wave SLAMS into the starboard side with the impact of an atomic bomb blast...

EXT. POSEIDON - NIGHT

As the huge ship rolls, seen from sea level, the bridge falling straight TOWARD us...

INT. BRIDGE - NIGHT

Propelled by the ten-story fall, the port window IMPLODES upon impact with the ocean's surface...

INT. POOL - NIGHT

Swimsuit-clad celebrants are thrown against the glass roof which SHATTERS when it strikes the sea...

INT. NIGHTCLUB BALCONY - NIGHT

Jennifer, Christian and Elena are hurled into the glass doors that lead back into the club. A FLASH FIRE EXPLODES on the other side of the glass, immolating the crowded room in a world of orange flames.

INT. GALLEY - NIGHT

As the room rotates, pots, pans, dishes, knives, and utensils become lethal weapons...

INT. BROADWAY - NIGHT

Crewmen are hammered from wall to ceiling to wall.

INT. LUXURY CABIN - NIGHT

A couple making love are thrown like dice in a cup.

EXT. SEA - POSEIDON - NIGHT

The rogue wave continues to roll the now-inverted ship and the POSEIDON BELLOWS like a wounded beast...

INT. BALLROOM - CASINO AREA - NIGHT

Gaming tables and slot machines crush dealers and players as chips, drinks, and cash fly. Dylan scrambles for safety.

INT. GRAND LOBBY - NIGHT

Passengers plummet six stories into the skylight!

EXT. SEA - POSEIDON - NIGHT

The starboard again rises. For a moment, it looks as though Poseidon will right itself, but there isn't enough momentum. The starboard drops and the great smokestack falls TOWARD us!

EXT. UNDERWATER - POSEIDON - NIGHT

Rolling back, the Poseidon capsizes...

INT. BALLROOM - NIGHT

Chaos reigns as bodies, chairs, tables, and musical instruments are jostled and flung...

INT. ENGINE CONTROL ROOM - NIGHT

The control room rotates 180 degrees... Thimmel falls hard to the floor and a HEAVY CONSOLE falls on top of him, crushing him... Ellis falls hard, looks up...

ELLIS' POV

As a large MONITOR falls straight for his face... Hits him square in the head and cracks his skull...

EXT. SEA - POSEIDON - NIGHT

The ship rests, belly up, as automatic life rafts deploy, inflating and floating empty in the sea.

The rogue wave ebbs and disappears into the night...

EXT. UNDERWATER - POSEIDON - NIGHT

The top ten decks are submerged and anything outside the ship -- deck chairs, blankets, cushions, passengers, crewmen -- drop into the depths of a black sea.

The ship's lights flicker off.

INT. BRIDGE (UNDERWATER) - NIGHT

Reynolds' body drifts eerily past...

INT. BALLROOM - NIGHT

Dark as pitch. Weird, unsettling silence, broken only by the sounds of SPARKS. And SCREAMS.

Maggie stares into a world of nightmare... A world that is literally UPSIDE DOWN... she realizes that she is lying next to the ruins of the ballroom's CHANDELIER.

(CONTINUED)

CONTINUED:

MAGGIE

Conor...?

Then she looks over and sees Emily nearby, her body hanging like a marionette across the ruins of the ballroom furniture, her head twisted at a horrible angle -- her neck broken...

MAGGIE

Oh no...

That's when a dead woman next to her begins to stir. Despite her wide, sightless eyes, she moves.

MAGGIE

God help me --

Maggie stands, frozen with dread as the dead woman FLOPS aside and... Ramsey wriggles out from under the corpse.

RAMSEY

What hap... Oh.

Maggie is staring, wide eyed.

MAGGIE

We flipped over.

Ramsey just nods, looking around, a bit shocky as well.

MAGGIE

My son. I can't find him. His name's Conor. I don't know if he's --

She can't even say it, simply swallows a SOB. Ramsey is looking around as she speaks, taking in this fallen world.

RAMSEY

That him?

She follows his gaze up. Bolted to the stage, the piano hangs upside down over the survivors. Conor hangs half off it.

MAGGIE

Conor. Conor!

The boy opens his eyes. Stares down at his mother.

CONOR

Mama? You okay?

(CONTINUED)

CONTINUED:

MAGGIE

Oh, God. Baby, scootch back, can you? Careful.

Conor scootches back. Now only his head hangs ~~over the~~ piano.

CONOR

I'm all right, Mom. Calm down.

RAMSEY

We need a blanket.

MAGGIE

(looking around)
Tablecloth?

RAMSEY

Too thin.

He scans the room, then looks up at the boy.

RAMSEY

Hey, Conor, what do you weigh?

CONOR

Fifty-seven pounds.

RAMSEY

Impressive.

CONOR

I know. I do twenty pushups a day.

RAMSEY

Can you stand up?

CONOR

Sure.

He's already standing.

MAGGIE

What are you doing?

RAMSEY

Mark Ramsey. I'm --

MAGGIE

I know who you are.

She just looks at him blankly.

(CONTINUED)

CONTINUED:

RAMSEY

I used to be a fireman first.

MAGGIE

Right. I read that. Wait. No, no.

RAMSEY

Conor. Can you jump to me?

MAGGIE

No --

No hesitation. The kid just does it. Ramsey gets both feet to the chest but manages to grab the kid under his arms as they both go down. Conor lands on top of Ramsey.

CONOR

Can we do that again?

MAGGIE

Thank you. God, that was amazing.
Thank you.

Maggie pulls her boy to her, holds him close.

MAGGIE

Everything's okay.

CONOR

Mom. It's really not okay. The ship turned upside-down.

Both just stare at him. Kid's got a point.

RAMSEY

We need to find the Captain.

ANGLE ON THE CENTRAL STAIRCASE

PASSENGERS dangling from the balustrade, now inverted twenty feet up... One by one their grips give out and they FALL...

ANGLE ON NELSON

As he rummages for something BELOW FRAME...

NELSON

Oh, thank God! Thank God!

He's found... his glasses. He puts them on.

(CONTINUED)

CONTINUED:

His expression changes. Before him, his friends John, Jay, Nick and Mary, all CRUSHED beneath a STEAM TABLE.

He turns and looks out the windows. Only the blue of the ocean stares back. The room is under the water line.

EXT. POSEIDON - NIGHT

MOVING THROUGH the mysterious depths, as CHAIR CUSHIONS and other DEBRIS float up from the decks.

INT. NIGHTCLUB - NIGHT

A tangled mass of bodies lays in the pooling sprinkler water. All still. All dead.

INT. NIGHTCLUB BALCONY - NIGHT

Christian is staring through the glass doors at the carnage. He lies trapped beneath the rubble of the balcony floor.

CHRISTIAN

Jenny...

Not far off, a woman rises, covered in rubble and dust. But when she looks up at him it's not Jenny at all. Elena.

CHRISTIAN

Do you see another girl?

She stares at him blankly.

CHRISTIAN

Is there another girl here? Do you see another girl?

She looks around the tiny shattered balcony. Starts to shake her head. That's when she spots a hanging shirt.

ELENA

Dios mio.

She moves to the edge of the balcony where Jenny hangs from her shirt, barely conscious, over the well of floors below.

ELENA

Hey. Chica. Hey!

(CONTINUED)

CONTINUED:

Jenny opens her eyes, instantly lurching, grabbing the concrete ledge above. Elena helps her up by her forearms.

JENNIFER

Thank you. Thank you. What's happening --
(looking past her)
Christian!

She stumbles over rubble to him, his legs totally pinned. She tries to move it off him but it's way too heavy.

CHRISTIAN

Not going to happen, babe.

Jennifer tries again to budge it, but it's hopeless.

JENNIFER

Come. On.

Elena has gone to the other side of the rubble. She grabs one jagged edge. Looks across to Jennifer who grabs the other.

ELENA

Three... two... one.

They lift. The rubble doesn't budge an inch. Hopeless.

BRADFORD (V.O.)

Let's start with the good news.
You are the lucky ones.

INT. BALLROOM - NIGHT

Bradford faces the room. No microphone this time. Hat and jacket long gone, he is SHOUTING to be heard.

BRADFORD

You have already made it past the most dangerous moments of this event.

Most of the fires are extinguished. Except for those tending the sickest behind Bradford, the room is still listening.

BRADFORD

The instant the ship was struck ten GPS locator beacons were launched.

(MORE)

(CONTINUED)

CONTINUED:

BRADFORD (CONT'D)

Based on our last known position, we are, at most, three hours from rescue. The emergency systems, like everything else aboard, are state-of-the-art. So do yourself a favor. Turn off your brains. Follow the directions of security personnel and stay calm. This room is a giant air bubble holding up the ship. Once these doors are sealed, we will be safe from gas leaks, fire or flooding. We will be safe.

He points above a hanging balcony where several men in uniform are clearing the manual controls at the main doors.

BRADFORD

This is not the last moment of your lives. Of that I assure you. We will attend to our wounded. We will remain calm. And we will be rescued.

A few scattered APPLAUSE. Then people in the room begin to CHEER and SHOUT, a rolling wave of relief across the room.

EXT. OCEAN - NIGHT

A dolphin plays with a child's doll amidst a scar of sinking debris. The dolphin shoots towards a light in the distance.

FOLLOW the dolphin, light ahead growing to become...

A WINDOW. The dolphin stares into the porthole as Conor stares back at her from inside this inverted aquarium.

INT. BALLROOM - NIGHT (MOMENTS LATER)

Ramsey stands with Bradford in a staging area where the injured are tended and people crowd to TALK to the Captain.

RAMSEY

She was in the nightclub.

(CONTINUED)

CONTINUED:

BRADFORD

We have people up there. I'm confident they're dealing with it, Mr. Ramsey.

RAMSEY

You're confident?

ON Bradford, not sure what to say.

RAMSEY

You can't reach them, can you? What if they're dead?

BRADFORD

Then your daughter's dead too and leaving this room won't help.

Bradford leans in. Quiet. Intense.

BRADFORD

Half these people have family somewhere on board. You know disaster scenarios. These folks start climbing over each other to try and search the ship, they're just going to get themselves killed.

RAMSEY

Is there a way up there?

BRADFORD

Sir, I'm sorry but you need to stay here where it's safe.

RAMSEY

How do I get up there?

BRADFORD

You may not leave the ballroom.

RAMSEY

Excuse me.

BRADFORD

I'm within my authority to compel you to stay.

(CONTINUED)

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CONTINUED:

RAMSEY

Look, I understand you don't have a choice. There are sick and injured here. You have to stay with them.

(beat)

But, Captain, don't for one second think you can tell me what to do.

ACROSS THE ROOM Dylan is busy untangling an oversized Botega bag from the arm of a dead woman.

CONOR

What you doing?

Dylan turns to face the boy a few feet off.

DYLAN

Getting out of here.

Dylan lifts a flashlight from the belt of a dead SECURITY GUARD, throws it in the bag. Conor continues to trail.

CONOR

Where are you going?

DYLAN

Up.

Dylan has a few found water bottles, tosses them in his bag.

DYLAN

And out.

CONOR

How are you going to get out of the bottom of the boat? That's the part that's all sealed up.

Dylan stops. Despite his desire to keep moving, he just likes this kid. He drops down on his haunches.

DYLAN

Come here.

Conor walks over to him.

DYLAN

Give me your hand.

Conor obliges. Dylan lays Conor's hand on a metal deck plate.

(CONTINUED)

CONTINUED:

DYLAN
You feel that?

CONOR
The hum?

Dylan smiles at him.

DYLAN
That means the engines are still
running. And that's my way out.

CONOR
Will you take me and my mom?

MAGGIE
Quite a look on you.

Dylan stands, looks from his bag to Maggie.

DYLAN
Yeah. I'm usually more of a Fall.

CONOR
He's getting out of the ship.

RAMSEY
Is that so?

The two men acknowledge each other with small nods.

MAGGIE
We're supposed to stay here.

DYLAN
Captain's orders it would seem.

MAGGIE
It's the safest place on the ship.

DYLAN
You bet. Suit yourself.

Maggie's eyes narrow. Something about his stoic resolve.

MAGGIE
You really think you can do it,
don't you?

She holds his eyes with hers.

NELSON
Can you really get us out of here?

(CONTINUED)

CONTINUED:

He's just arrived.

DYLAN

What? No.

NELSON

I don't care what the Captain says. I'm an architect. Ship spaces are not designed to remain upside down.

Ramsey looks at Dylan.

RAMSEY

The disco. Do you know where it is?

DYLAN

One story down. Which is the new Up. You in the mood to go dancing?

RAMSEY

My kid's in there.

Maggie touches Conor's hair.

RAMSEY

Is it on your way?

Dylan's not liking this.

RAMSEY

Is it the way you're going?

DYLAN

I'm not looking to lead an expedition here, okay?

RAMSEY

You take us with you. We find my daughter. You show us all how to get out.

DYLAN

I work better on my own. No offense.

RAMSEY

None taken. Where's the nearest staircase?

DYLAN

Guess I'll know it when I see it.

(CONTINUED)

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CONTINUED:

Ramsey grabs the nearest person in a uniform.
Valentin.

RAMSEY
Where's the nearest staircase?

VALENTIN
Through the galley.

RAMSEY
Whatever you make a year, I'll
double it if you take us there.

Valentin nods. Ramsey turns back to Dylan.

RAMSEY
You've got a plan. I've got a
map.

A beat. Then Dylan shrugs, starts walking.

DYLAN
If you can keep up.

CONOR
Mom, we should go with him.

She looks at her son a long beat.

MAGGIE
Yeah. I think so.

Dylan mounts the collapsed stairway. Its underside leads
to a balcony soffit. The others follow. Bradford looks
at Ramsey and calls out to him.

BRADFORD
You're killing these people, you
know that, don't you?

A MURMUR goes through the crowd as this small parade of
people heads up the collapsed staircase.

DYLAN
You should know tonight. Before.
He has turned to Ramsey, only a pace behind.

DYLAN
I was bluffing.

This small group heads into the body of the ship beyond.
Behind them, the doors seal with a CLANG.

INT. NIGHTCLUB BALCONY - NIGHT

Elena stares through the glass.

ELENA

They're all dead in there.

CHRISTIAN

It was some kind of flash fire.
Burned out quick. I guess.

ELENA

Not quick enough for them, huh?

JENNIFER

We need something to leverage this
off you.

Jennifer starts to rise. He grips her hand
involuntarily. Despite his bravado, he's scared. Elena
clocks it all.

ELENA

I take it he belongs to you.

CHRISTIAN

Recently that's been up for
debate.

Elena smiles.

ELENA

I'll go.

She stands.

ELENA

It's just dead people, right?

INT. GALLEY - NIGHT

The floor is littered with food, pots, pans, racks and
prep tables. And the dead. Our group weaves through the
debris.

ANGLE ON DYLAN

As he looks up... STOVES hang down perilously, the L bars
that bolt them to the wall pulled loose, burners still
lit...

VALENTIN

Stairs are this way.

(CONTINUED)

CONTINUED:

Maggie sees Ramsey check his watch.

MAGGIE

You have to keep believing she's okay.

RAMSEY

She's going through this rebellious stage. Since my wife and I... We had a pretty bad divorce.

Maggie nods like she knows.

RAMSEY

She's just a kid. It'll pass. Indulge her. She wants to go on a cruise, we go on a cruise. I even bring her little friend along.

He smiles.

RAMSEY

I figure a boat, good. No Times Square. No crazy parties. A safe place for New Year's. I'm a genius.

CONOR'S POV

Dead bodies and spectacular wreckage... A lot for an eight-year-old to take in...

BACK TO SCENE

CONOR

It was a rogue, I bet.

NELSON

A what?

CONOR

Kind of like a sea monster.

MAGGIE

Conor --

CONOR

It's like this giant wave that comes out of nowhere.

(CONTINUED)

CONTINUED:

MAGGIE

Baby, that's just make believe --

NELSON

No. Your kid's right. I saw it.
I was outside on deck.

Nelson notes Maggie's puzzled expression, looks away.

NELSON

It made a sound. Like it was
hungry. I'm telling you, it
roared.

RAMSEY

How about that's enough of that?

Nelson just shrugs. Ramsey looks at Dylan.

RAMSEY

So what's your plan?

DYLAN

Air is up. Water is down. Last
time I checked I didn't have
gills.

He's not buying but decides to leave it alone. They pass
torn crates of bottled water.

RAMSEY

Everyone grab some water.

All shove PINT BOTTLES of mineral water in their pockets.

VALENTIN

Folks, we have a problem.

The group moves to where Valentin is standing. Sees what
he sees.

A MASSIVE REFRIGERATION UNIT

has fallen and now blocks the door to the stairs...

MAGGIE

We're not getting through
that.

NELSON

Is there another way?

DYLAN

Hey, you, map.

They turn to Dylan who has moved to the side of the room.

(CONTINUED)

CONTINUED:

DYLAN

Come here.

Valentin walks to him, the others following. Dylan is pointing to the closed doors of a food elevator.

DYLAN

Where does this lead?

INT. FOOD SERVICE ELEVATOR SHAFT - NIGHT

The blackness is cleaved by a crack of light as Dylan uses a pry bar to separate and open the elevator doors.

INT. GALLEY - CONTINUOUS ACTION

Dylan peers inside. The shaft runs the vertical length of the ship, its CAR stuck three decks above. Below, jagged scraps of twisted metal protrude and far beneath them...

SOMETHING SHIMMERING...

Dylan tosses a CAN of food down the shaft. It takes awhile, but it hits the water. SPLASH. Dylan winces.

DYLAN

That's far.

On the opposite side of the shaft is another ELEVATOR DOOR. The car must have front and rear entrances.

DYLAN

You there --

NELSON

Nelson.

DYLAN

Help me. Map, you too.

VALENTIN

Valentin.

DYLAN

Cool name, actually.

Dylan has moved to a stainless steel food preparation COUNTER, legs up like a dead metal animal. He maneuvers Valentin and Nelson to two more legs. Ramsey grabs the last.

DYLAN

On three. Push.

INT. FOOD SERVICE ELEVATOR SHAFT - CONTINUOUS ACTION

The counter slides over the gap and rests on the lip -- only an inch deep -- of the opposite doorframe.

The ELEVATOR CAR above TREMBLES from the impact on the corridor. A few metal shavings fall. But it stays put.

Dylan steps in cautiously, the pry bar in his hands. It's only ten feet to the other side, but if the counter slips...

INT. NIGHTCLUB - NIGHT

Throw a hundred Barbie and Ken dolls in a dryer. They will land like this. Elena navigates the field of bodies.

ELENA

Mary Mother of God.

Elena is clutching a silver cross hanging from her neck, fingers worrying the metal furiously as she scours the room.

She glances back over her shoulder at the open glass doors framing Christian and Jennifer. Looks ahead of her.

On the wall, a harpoon hangs, part of the club's nautical theme. The way the ship rolled, bodies slope up the wall.

Elena stands at the foot of the corpses, fixed on that harpoon. She crosses herself. Then she starts to climb.

INT. FOOD SERVICE ELEVATOR SHAFT - NIGHT

Dylan has reached the other side of the shaft, uses the pry bar to open the doors. Access is blocked by a pile of debris.

DYLAN

Great.

Dylan looks up. Spots open doors just one deck above. He turns back to Nelson and Conor watching from the hatch.

DYLAN

Give me a hand, here.

NELSON

Me?

(CONTINUED)

CONTINUED:

DYLAN

Unless I'm going to have the kid
do it, twinkle-toes. You're
lightest.

Volunteered by Dylan, Nelson carefully steps onto the
BRIDGE. A CREAK from the extra weight, but Nelson makes
it across.

DYLAN

Give me a stirrup.

NELSON

Not that I'm not game, and I have
heard a lot of them, but stirrup?

Dylan forms a "stirrup" with his hand.

NELSON

That's disappointing.

Nelson obliges, lifting Dylan to the upper frame.

INT. FOOD SERVICE STAGING AREA - CONTINUOUS ACTION

Dylan hoists himself up and out. Silver, broken glasses,
napkins make for an odd carpet. He clocks an open door.

DYLAN

We're good here.

He sticks his head back down the shaft.

DYLAN

I don't know how much weight that
thing can take. Send the kid
first.

INT. FOOD SERVICE ELEVATOR SHAFT - NIGHT

Conor starts across the small bridge.

MAGGIE

Don't look down.

Of course Conor looks down. Loses his balance. Grabs
the counter legs to steady himself. Dylan's head is in
the shaft.

DYLAN

Suggestion, here...

(CONTINUED)

CONTINUED:

MAGGIE

Right. Leave him alone.

Dylan nods as Conor, trembling, makes his way across.

INT. FOOD SERVICE STAGING AREA - CONTINUOUS ACTION

Dylan pulls Conor to safety.

CONOR

C'mon, Mom, it was easy.

Off Maggie as she peers up at them.

DYLAN

Don't look down.

(off her look)

Joke.

INT. NIGHTCLUB - NIGHT

Elena is climbing the slope of fallen limbs and sightless eyes. That harpoon hangs from the wall above her. Closer. Closer. She's almost got it. Reaching...

A dead man's hand shoots out, grabbing her by the arm. Elena SCREAMS. A FACE emerges from under a corpse.

VOICE (O.S.)

Goddamn.

Lucky Larry struggles to free himself, blinking off the booze. He looks at Elena who is almost frozen with fear.

LUCKY LARRY

What the hell did you go and do to all these people?

INT. FOOD SERVICE ELEVATOR SHAFT - NIGHT

Maggie is crossing the bridge. Her heel catches. She loses her balance, regains it. But that heel's still stuck.

She reaches down. Continues barefoot into Nelson's arms.

NELSON

Last season, anyway.

Maggie smiles.

EXT. POSEIDON - NIGHT

Small EXPLOSIONS beneath the surface jar the ship.

INT. FOOD SERVICE ELEVATOR SHAFT - NIGHT

Ramsey is getting his boost from Nelson who looks up admiringly at Ramsey's departing derriere.

NELSON

Can I say something here --

THE SHIP TREMORS, rolling several degrees. Dylan hoists Ramsey up just as the counter below Nelson's feet slides.

NELSON

Whoa, whoa, whoa!

INT. GALLEY - CONTINUOUS ACTION

Valentin lunges at the sliding counter, grabbing a leg and shoving it forward, the far end of the makeshift bridge sliding firmly back against the opposite door frame.

INT. FOOD SERVICE ELEVATOR SHAFT - CONTINUOUS ACTION

NELSON

Thank you.

VALENTIN

No problem.

As the ship settles, (OVER) LOUD GROANS from the ELEVATOR CAR above. Something is straining. Nelson looks up, concerned.

INT. FOOD SERVICE ELEVATOR SHAFT - ABOVE CAR - CONTINUOUS ACTION

A STACK OF COUNTERWEIGHTS that normally counterbalance the right side up elevator strains at its track, bending it away from the wall. The heavy weights hover over the elevator car.

INT. FOOD SERVICE ELEVATOR SHAFT - CONTINUOUS ACTION

Nelson looks back to Valentin.

NELSON

Come on. Let's shake a leg.

(CONTINUED)

CONTINUED:

VALENTIN

Are you single?

NELSON

I forgot just how much I love those words.

INT. FOOD SERVICE ELEVATOR SHAFT - ABOVE CAR -
CONTINUOUS ACTION

High above them, though... the COUNTERWEIGHT track bends further, yanking sheet metal screws right from the wall.

INT. FOOD SERVICE ELEVATOR SHAFT - CONTINUOUS ACTION

Valentin has started across the bridge.

VALENTIN

No, no. The girl who came with me. Her brother, he's gay --

RUMBLING THUNDER drowns out his VOICE. Nelson looks up.

INT. FOOD SERVICE ELEVATOR SHAFT - ABOVE CAR - NIGHT

THE COUNTERWEIGHTS careen down the shaft. SLAMMING one by one into the ELEVATOR CAR. A massive impact that...

SHEARS the car's brakes.

INT. FOOD SERVICE ELEVATOR SHAFT - NIGHT

The car PLUMMETS toward NELSON and VALENTIN. And SLAMS into the protruding metal of the twisted shaft, thirty feet above.

NELSON

Dylan!

Dylan reaches down, grabs Nelson's arms just as the impact in the shaft shakes the makeshift bridge below from its hold.

The COUNTER slips off the ledge.

As the ground disappears under him, Valentin grabs hold of Nelson's foot, dangling above the drop.

The FOOD PREP COUNTER CLATTERS down the shaft, lodging askew.

(CONTINUED)

CONTINUED:

VALENTIN

Help me up! Help me up!

Above, the ELEVATOR CAR shifts again, begins SCRAPING down the shaft walls, picking up speed. Only seconds.

Valentin tries desperately to climb up Nelson's legs, instead, he's pulling Nelson down.

INT. FOOD SERVICE STAGING AREA - CONTINUOUS ACTION

Dylan and Ramsey haul Nelson half through the door.

RAMSEY

Stop fighting. Go limp.

But Valentin just can't. Desperate, he climbs up Nelson's legs, grabbing at his pants. Nelson slips back a foot.

NELSON

Let go of my hand. I need one hand.

Dylan obliges. Nelson's body drops as he reaches down, trying to get a grip on Valentin's sleeve. He just can't reach.

INT. FOOD SERVICE ELEVATOR SHAFT - ABOVE CAR - CONTINUOUS ACTION

The remaining wreckage drops into the shaft. The wreckage plummets toward the stalled car.

INT. FOOD SERVICE ELEVATOR SHAFT - CONTINUOUS ACTION

He still can't reach Valentin. Nelson hears the CRASH as the WRECKAGE lands atop the stalled car. He looks up at Dylan.

DYLAN

Shake him off.

NELSON

What? I can't.

INT. FOOD SERVICE ELEVATOR SHAFT - ABOVE CAR - CONTINUOUS ACTION

The CAR SCRAPES along the WALL and slips free. Plummets.

(CONTINUED)

CONTINUED:

DYLAN (V.O.)

Do it!

NELSON (V.O.)

I can't.

INT. FOOD SERVICE ELEVATOR SHAFT - CONTINUOUS ACTION

DYLAN

Now or you die!

Nelson looks down.

NELSON

I'm sorry.

He kicks once, twice, and Valentin shakes free, the waiter falling backward, HITTING the bridge lodged below.

ANGLE ON VALENTIN

He's on the bridge, flat on his back, he looks up...

VALENTIN

No!

INT. ROOM SERVICE STAGING AREA - CONTINUOUS ACTION

Dylan and Ramsey pull Nelson up and out of the shaft just as the elevator rockets past.

INT. FOOD SERVICE ELEVATOR - NIGHT

The elevator car obliterates Valentin and EXPLODES into the water below.

A shock wave follows.

INT. GALLEY - NIGHT

The entire room rocks. The great ovens collapse.

INT. ROOM SERVICE STAGING AREA - NIGHT

Ramsey is already pushing hard to close the elevator doors.

(CONTINUED)

CONTINUED:

RAMSEY
(to Dylan)

Push!

Dylan pushes the other side. They just manage to shut the elevator doors as...

INT. FOOD SERVICE ELEVATOR SHAFT - NIGHT

The GALLEY EXPLODES! The flames from the blast shoot out of the galley and run up and down the shaft...

INT. NIGHTCLUB BALCONY - NIGHT

Jennifer, Elena and Lucky Larry finish shoving their makeshift lever under the rubble that pins Chris.

LUCKY LARRY
And I say to her, natural? Girl,
IBM couldn't use that much
silicone --

A TREMOR so violent it silences even Lucky Larry.

INT. BALLROOM - NIGHT

Bradford turns to a SECURITY OFFICER.

BRADFORD
That felt like the galley.

SECURITY OFFICER
Gas shut-offs must have
malfunctioned.

BRADFORD
Door seals, will they keep the
fire out of here?

The Security Officer nods. Bradford looks away.

BRADFORD
God rest their souls.

INT. ROOM SERVICE STAGING AREA - NIGHT

Beyond the elevator doors we hear the CRACKLING ROAR of the FIRE. ECHOES of the CRASH POUND against the SHAFT WALLS.

(CONTINUED)

CONTINUED:

CONOR

Mama, it's going to be okay.

Maggie kneels down and holds his shoulders.

MAGGIE

Conor, sweetheart, you don't have to comfort me.

CONOR

We'll be all right. You'll see.

She moves his hair from his face, touches his cheek.

NELSON

stands staring at the elevator doors. A beat. Then he pulls them open. Stares down at the distant fires below.

VOICE (O.S.)

He's definitely dead.

Dylan stands behind him. Nelson just keeps staring down.

DYLAN

You thinking of jumping?

NELSON

No.

Startled by his own answer.

NELSON

... No.

He is still staring down.

NELSON

I never thought I could do something like that.

Nelson turns to look at him.

NELSON

His eyes. The way he was looking at me. You can't even imagine --

DYLAN

Sure I can't.

Dylan holds Nelson's eyes.

(CONTINUED)

CONTINUED:

DYLAN

You wanted to live. So did he.
You won. If he won, you'd both be
dead. You lived. And he didn't
die a murderer. Better for both
of you.

Dylan turns away. He takes a beat, catching his breath.
He's not as unscathed by this sudden loss as he pretends.

RAMSEY

I need some help over here.

Dylan looks up. Maggie has been watching him. He holds
her gaze a beat, then crosses to Ramsey who is beginning
to clear debris from in front of the door.

INT. NIGHTCLUB BALCONY - NIGHT

Lucky Larry, Jennifer and Elena man the makeshift lever.

JENNIFER

Three, two, one, push.

All strain. Nothing.

JENNIFER

Three. Two. One. Push.

Again. And again no luck.

LUCKY LARRY

What we need here are a couple
less x chromosomes, a couple more
y's.

JENNIFER

We can do this.

Utter resolve in her eyes.

JENNIFER

Three. Two. One.

And they SCREAM. And the rubble lifts just enough for
Christian to pull his leg free before the rock drops
hard.

LUCKY LARRY

Happy New Year.

INT. NIGHTCLUB - MOMENTS LATER

A limping Christian walks with Jennifer, Elena and Lucky Larry through the field of bodies.

JENNIFER

Grim.

ELENA

Yeah. Try it alone.

That's when they hear it. A BANGING on the other side of the door. LOUD.

LUCKY LARRY

Water must have gotten in.

They all stand fixed.

LUCKY LARRY

That's debris hitting on the door.

They've come this far for nothing.

LUCKY LARRY

Going to bust right through.

The BANGING grows louder. The door pushes open, water splashing through.

Christian pulls Jennifer close to him.

Then the water stops and the door swings the rest of the way open to reveal figures standing in the emergency hall light.

JENNIFER

Daddy.

Ramsey stares at his daughter.

RAMSEY

Hi, baby.

Ramsey draws her into his arms.

RAMSEY

Sweet, little girl.

He's fighting back tears.

INT. ENTERTAINMENT CORRIDOR - ANOTHER ANGLE

A world of upside-down game parlors. Conor watches the two groups join. Ramsey has taken Christian's shoulders.

(CONTINUED)

CONTINUED:

RAMSEY

Thank you, Chris. Very much.

Connor looks back the other way. Frowns. Something's wrong. He turns and heads back the way they came.

Conor wonders down the corridor. He rounds a bend to find what he's looking for. Dylan.

He's standing, hands enjoined behind his back, staring intently at a large bulkhead door.

Conor walks up beside him. A beat. Then he puts his hands behind his back in the same position, a tiny mirror.

CONOR

What you doing?

DYLAN

Thinking? You?

CONOR

Thinking.

Dylan nods. Manages to hide his smile.

CONOR

What are we thinking about exactly?

DYLAN

I figure this door is the way up. Thinking how to get it open.

Conor nods. A beat. Conor starts to reach for the turn wheel. Dylan grabs his wrist with lightning speed.

DYLAN

Slow down there, pal.

Dylan wipes some sweat off his forehead. He flicks it at the door. The liquid instantly steams. This metal is hot as fire.

INT. ENTERTAINMENT CORRIDOR - NIGHTCLUB DOORS - NIGHT

Lucky Larry is tugging straight his sleeves, dusting off.

(CONTINUED)

CONTINUED:

LUCKY LARRY

When a man is destined, a man is
destined. My daddy taught me
that.

He's smiling at Ramsey.

LUCKY LARRY

Hell, it's his majesty. Hey. I
had a pair of threes, you know? I
could have beat you flat out.

The big fellow extends his hand to Ramsey.

LUCKY LARRY

Lucky Larry's the name. World's
ending in a sardine can, might as
well be friendly.

ANGLE ON ELENA

Standing at the rail, coughing and woozy. Nelson comes
over to join her.

NELSON

You okay?

ELENA

Bad headache.

Nelson hands her his bottle of water.

NELSON

Dehydration most likely.

She takes a long drink. Starts to hand it back.

NELSON

Finish it. One thing we got
around here is water.

She manages a smile, kills the bottle.

NELSON

I'm Nelson.

ELENA

Elena. How bad is it?

Nelson just shakes his head.

ELENA

Anybody else?

(CONTINUED)

CONTINUED:

NELSON

Maybe a hundred down below.
That's it, so far, anyway.

Her expression darkens.

NELSON

Were you with someone?

ELENA

Not really.

NELSON

Generally that's a yes or no
question, you know?

ELENA

My brother's in the hospital. And
I didn't have any money to get to
New York. So...

She's trying to find the right way to say it.

ELENA

I meet this guy at a club. He
works on a ship. He says I can
bunk with him. You know. For
passage. Said I wouldn't even
need a ticket.

She's shaking her head.

ELENA

He was pretty nice, really. You
should see some of the guys I go
out with. One of the waiters --
Valentin.

(beat)

I guess he's dead like everybody
else.

Nelson has closed his eyes.

ELENA

Hey. You okay?

He stares at her for a beat.

NELSON

Gay?

ELENA

Valentin. Not even a little.

(CONTINUED)

CONTINUED:

NELSON
Your brother?

ELENA
Yeah. How did you know?

NELSON
Tell you what. We get out of here, I'll make sure you get to see him.

Her eyes narrow. Nelson smiles.

NELSON
Trust me. You're really, really not my type.

The others have crossed to join them.

LUCKY LARRY
What hello, funny little fellow. What's your name?

NELSON
(mouthing)
Funny little fel--

Then he just LAUGHS. Elena has moved next to Jennifer.

ELENA
Your dad looks really familiar.

JENNIFER
Yeah. He was Mayor for a while once. When I was a kid.

ELENA
Cool.

MAGGIE
Conor? Where's Conor.

Maggie is spinning. Nowhere in sight.

INT. ENTERTAINMENT CORRIDOR - ACCESS DOOR SIDE - NIGHT

Maggie comes tearing around the corner to find Conor, alone, still standing staring at the door, arms behind his back.

MAGGIE
Conor. What the hell --

(CONTINUED)

CONTINUED:

The others come up behind her.

DYLAN
You figure it out yet?

CONOR
We have to make it cold.

Dylan emerges from a nearby supply room, a fire
extinguisher on each shoulder.

DYLAN
Right as rain.

He glances up at the rest of the group.

DYLAN
Oh. Hey.

LUCKY LARRY
It's the other one. Dealer from
that table survive too?

DYLAN
(off Lucky Larry)
Well, look who lived.
(off Elena)
And the stowaway too.

CONOR
(awed)
Stowaway. Man!

Dylan ruffles the kid's hair.

ELENA
Thanks for not busting me before.

Dylan glances around.

DYLAN
Yeah. Then you would have really
been in trouble.

Elena smiles.

DYLAN
Ramsey, what's the cooling
potential of these?

Ramsey looks at him. Signals with his head. Dylan
tosses one of the canisters to Ramsey who reads the
label.

(CONTINUED)

CONTINUED:

RAMSEY

They should do fine for anything
without a constant heat source.

Dylan gestures to the door.

DYLAN

I'm guessing it's steam.

Ramsey's expression changes, nods, turns to the rest.

RAMSEY

We're going to try and cool down
the door. When we pull it open,
there may be a lot of steam.
Steam is as dangerous as fire. It
can sear nerve endings and
loosen --

DYLAN

You walk into it, your skin falls
off like a boiled chicken. Got
it?

They all just nod.

CHRISTIAN

Who is that guy?

DYLAN

Okay, stand back.

Dylan looks at Ramsey who nods. Both blow the water from
their extinguishers onto the door turn wheel. It HISSES
and boils off at first, then finally begins to simply
spill from the metal onto the floor.

RAMSEY

Now.

He and Ramsey move in, both straining to turn the wheel
together. Straining. Straining. They pull.

RAMSEY

Clear.

Hot steam explodes into the corridor. All wait until the
air is clear. Dylan walks into the doorway, followed by
Conor.

CONOR

Wow.

INT. GRAND LOBBY - NIGHT

EIGHT STORIES of graceful curves and ornate fixtures, beaten to hell by the ship's rollover.

BALCONIES TEETER on their moorings. Grand STAIRWAYS have SHEARED THEIR MOUNTS. Torn cables spill torrents of SPARKS.

Several stories of a majestic GLASS ELEVATOR have collapsed across the width of the lobby, its SKELETAL STEEL-FRAMED SHAFT twisted and shattered.

Water cascades from the lower corridors into a pool of churning seawater and bobbing corpses fifty feet below, cradled by the LOBBY's elegant skylight.

Dylan eyes this THIRTY-FOOT CHASM separating them from the BOW SIDE of the LOBBY.

RAMSEY

There's got to be another way up.

All just stare at the world of wreckage before them.

RAMSEY

Does anybody know of another way up?

ELENA

I've been sneaking around this ship for two weeks. This is it.

DYLAN

Then we climb.

They eye the TWISTED and KNIFING steel beams of the Glass Elevator. A giant arm of wreckage BRIDGING THE CHASM.

LUCKY LARRY

Are you crazy?

The GIRDERS GROAN and sway.

MAGGIE

Will it hold?

RAMSEY

It is steel.

CHRISTIAN

It'll hold.

Christian has climbed from the balcony onto the TWISTED METAL, which angles out from the wall several feet below.

(CONTINUED)

CONTINUED:

JENNIFER

Chris!

LUCKY LARRY

Well, look at the monkey.

(scratches under his arms)

Oooo. Oooo.

Lucky Larry reaches into his jacket, pulls a flask and takes a long pull. Dylan clocks this, says nothing.

INT. AIR CONDITIONING ROOM - NIGHT

The ceiling's metal plating buckles under the weight of the MASSIVE TRUCK-SIZED CHILLERS. They were never meant to hold these things upside-down. BOLTS strain and METAL STRAPS pull tight as these monsters stress their tethers.

INT. GRAND LOBBY - NIGHT

Nelson works his way across the makeshift steel bridge after Christian, picking handholds carefully high above the dizzying drop. Several feet behind him...

Elena feels the wreckage sway and grabs onto a steel crossbeam, afraid to move. She looks down. Mistake. Vertigo. Her whole world starts to spin, when...

CHRISTIAN

You're halfway there. One step at a time.

ELENA

I get out of here alive, I am so done with that program.

Christian LAUGHS. Still frightened, she resumes inching her way along.

BACK AT THE LOBBY'S STERN SIDE

Conor scrambles up onto the steel framework.

CONOR

Hey, Mom. It's easy!

Maggie looks at Dylan.

MAGGIE

He's eight. Chaos and destruction are heaven for him.

(CONTINUED)

CONTINUED:

She holds his eyes a beat.

MAGGIE

Are we going to make it?

Impossible question. Impossible answer.

DYLAN

Yes. We are.

But it helps. Maggie nods. Scrambles up, gains purchase on the beam awkwardly, but rights herself.

CONOR

Come on, Mom, you have to be more careful.

MAGGIE

Sorry.

Maggie throws Dylan a wry smile. Lucky Larry takes another swig off his flask, not liking that pit in front of him.

DYLAN

You might want to take it easy on that.

LUCKY LARRY

You might want to blow me.

DYLAN

Suit yourself.

INT. AIR CONDITIONING ROOM - NIGHT

The CHILLER strains at the metal straps. Like a rubber band that's been stretched too tight, one of them SNAPS, and THEN ANOTHER, and ANOTHER.

INT. GRAND LOBBY - NIGHT

Across the abyss, Christian dismounts on the other side. Nelson and Elena are not far behind. Ramsey turns to his daughter.

RAMSEY

Your turn, baby.

LUCKY LARRY

Hell no! Lucky Larry's ready.

(CONTINUED)

CONTINUED:

Larry has obviously had his fill of liquid courage.

RAMSEY

Excuse me.

LUCKY LARRY

Oh, right. Sorry.

Larry's smile has no humor in it at all.

LUCKY LARRY

I forgot. Big hero. Saved all them women and kids from the fires. Got you elected, didn't it?

Ramsey just stares at him.

LUCKY LARRY

But you're not the boss anymore, are you, boss?

Lucky Larry's drunk has turned dark. Death can do that.

LUCKY LARRY

You quit. Resigned. You couldn't hack it, could you, boss?

Only darkness in his eye.

LUCKY LARRY

I remember correctly, you couldn't even hold on to your wife.

RAMSEY

Listen, ass, you want to back off right now --

LUCKY LARRY

I want to what --

Jennifer grabs his arm.

JENNIFER

Dad. Let it go. Please.

Ramsey looks at his daughter.

LUCKY LARRY

(taunting)

Daddy. Please.

Ramsey just shakes his head, steps off. Larry spins on Dylan.

(CONTINUED)

CONTINUED:

LUCKY LARRY

You got something to say?

Dylan just opens his hands at his ears.

LUCKY LARRY

Assholes like you probably sunk
the ship to begin with.

Lucky Larry climbs on to the metal bridge, footing
unsteady.

LUCKY LARRY

Not going to bring me down with
you. No, sir.

He moves a few feet out. He's obviously terrified.

LUCKY LARRY

Not just anyone gets the nickname
Lucky Larry.

INT. REFRIGERATOR ROOM - NIGHT

The CHILLER'S ANCHOR BOLTS can no longer stand the
strain. THEY CRACK LIKE GUNFIRE. BANG! BANG! BANG!

INT. GRAND LOBBY - NIGHT

LUCKY LARRY

You got to be lucky --

BANG! BANG! BANG! Lucky Larry looks up.

LUCKY LARRY

Who's shooting at us?

The CEILING EXPLODES as the chiller SMASHES THROUGH, with
the force of a RUNAWAY TRUCK!

LUCKY LARRY

Oh motherfu--

The CHILLER PLUMMETS, SQUASHING Lucky Larry and CRASHING
through their BRIDGE, tearing the metal in half.

The UPPER GIRDERS resting on the BOW SIDE rip through the
walls from the impact.

The MASSIVE UNIT slams against the wall, shears off a
balcony and slams into the pool of water below.

INT. BALLROOM - NIGHT

And in the ballroom they feel it. Something's happened.

INT. GRAND LOBBY - NIGHT

What was once a bridge for our survivors is now no more than a tangle of metal precariously dangling over the rising seawater, several stories below.

The WATER roils below. Rising fast. From the ceiling, FOUNTAINS OF HOT OIL cascade from the Chiller's shattered pipes, slicking the rising water's surface black.

CHRISTIAN
(calling across)

Jenny?

JENNIFER
Chris, we're okay. Are you --

That's when one of the innumerable streams of sparks hits the oil from the chiller. WHOOOSH HHHH!!

RAMSEY

Down.

He pulls his daughter down, Dylan following as The OIL SLICK BURSTS INTO FIRE, shooting TWENTY FEET high! The cascading OIL IGNITES, creating an eight-story FLAMING WATERFALL!

PULL BACK AND UP. Our two groups stare at each other, tiny, across this gaping hellish maw.

RAMSEY
We've got to go back.

Dylan looks at him.

DYLAN
You go back, you die.

RAMSEY
You got a better idea?

DYLAN
No. But I will. Just give me a minute.

Ramsey just shakes his head.

RAMSEY
No. We can make it back to the ballroom. Wait for rescue.

(CONTINUED)

CONTINUED:

He looks at Jennifer.

RAMSEY

I got what I came for. We're going back, Dylan.

DYLAN

Like I said. Suit yourself.

Dylan walks to the edge of the framework, looking for something. He doesn't expect what he hears next.

JENNIFER

Can you get me across?

RAMSEY

What?

Both men are looking at her.

JENNIFER

I'm not going back, Daddy.

RAMSEY

Jennifer, don't be --

JENNIFER

I'm not.

RAMSEY

Baby girl --

JENNIFER

No, Dad. I'm not.

She stares at him a beat.

JENNIFER

I can't keep pretending. I didn't even want to come on this trip. I just couldn't stand you being alone on New Year. I'm not ten anymore.

RAMSEY

Sweetheart, I know you're not --

She reaches into her pocket.

JENNIFER

Chris asked me to marry him. I was going to tell you. I think I was.

(CONTINUED)

CONTINUED:

RAMSEY

What?

She holds up that ring in her hand.

JENNIFER

You can go back.

She slides the ring on her finger.

JENNIFER

I love him, Dad. I need to find a way to go with him.

RAMSEY

Jennifer Ann Ramsey, you listen --

JENNIFER

I'm not going --

DYLAN

Hey!

They both look at him.

DYLAN

Hate to break up family therapy.

He's got his hand on a coiled fire hose housed in the wall.

DYLAN

You still looking for a way across?

RAMSEY

Dylan, shut up --

JENNIFER

Yes.

Dylan pulls the hose nozzles, ties it around his waist.

DYLAN

Just give me a second.

Then suddenly Dylan DIVES INTO THE FIRE! He plunges through flames down under the murky water.

RAMSEY

No!

JENNIFER

Oh God. What --

Ramsey just shakes his head.

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INT. GRAND LOBBY (UNDERWATER)

Dylan looks up in this glowing world of red. Flames everywhere. If he surfaces, he'll burn. He swims as hard as he can. Finally he spots it, an area of DARKNESS on the opposite side of the pool where the fire hasn't reached.

INT. GRAND LOBBY - NIGHT

Dylan BURSTS to the surface, GULPING air. FLAMES LICK his back as he pulls himself onto a balcony, one level below the others.

CONOR

Mom, look.

Dylan looks up at the others. Impossible not to see the relief in their eyes. He smiles at Maggie.

DYLAN

You missed me, didn't you?

MAGGIE

(grinning)

No. Who are you?

He begins to climb.

DYLAN

Nelson, come get this. Maggie, find somewhere to tie it off.

INT. GRAND LOBBY - MOMENTS LATER

The hose has been stretched across the fire pit, angling downward towards where Dylan waits with the others.

DYLAN

(shouting)

How we doing over there?

Jennifer is looking around for something to use as a lanyard.

DYLAN

(shouting)

Come on.

Ramsey stands watching her, his expression one of sad wonder.

(CONTINUED)

CONTINUED:

RAMSEY

You couldn't even find your way home from school. We lived two blocks away.

Jennifer gets it.

JENNIFER

I know, Dad.

She looks down. Bingo. She pulls off her belt. Goes to the edge of the pool. Loops it over the hose.

JENNIFER

Daddy --

She turns but he's not standing there anymore, just the open door. She looks down. That's when he re-enters with a cable.

RAMSEY

What kind of kid can't find their way home from school?

He hangs the cable over the hose. Her eyes sparkle, wet.

RAMSEY

Too big for a piggyback?

JENNIFER

Not today.

She climbs on.

RAMSEY

Here we go.

And with his daughter on his back he slides, across the fire and together they land on the opposing side.

JENNIFER

Chris --

They race into each other's arms. Ramsey walks past Dylan and simply shoves him, hard into the bulkhead.

RAMSEY

Let's keep moving.

They EXIT the room. HOLD here after they are gone.

BANG! BANG! BANG! BANG! BANG! More BOLTS RICOCHET like bullets. Through the massive hole in the ceiling we can see STRAIGHT INTO the AIR CONDITIONING ROOM as...

(CONTINUED)

CONTINUED:

ANOTHER CHILLER BREAKS FREE!

Nothing to stop its fall, no floor... no bridge... the CHILLER plummets straight down, and with the FORCE of a WRECKING BALL it slams through seawater and OBLITERATES THE SKYLIGHT, TEARING THROUGH...

THE POSEIDON'S UPPER DECK! The CHILLER...

EXT. UNDERWATER - POSEIDON - NIGHT

... ERUPTS from the ship, driving with unstoppable force into the deep dark water. The POSEIDON ROCKS as...

INT. UPPER DECK - NIGHT

Water pours through the newly-punched hole.

INT. BALLROOM - NIGHT

The entire room SHIFTS. People SCREAM.

BRADFORD
(shouting)
Stay calm.

Panic is starting to set in. The room tilts downward.

PASSENGER #1
We're sinking!

PASSENGER #2
The doors! Open the doors!

Bradford turns to one of his Security Officers.

BRADFORD
Firearm.

The Security officer hands over his gun. Bradford SHOTS into a deep pool of water. Heads turn to the SOUND.

BRADFORD
I said. Remain. Calm.

He's certainly got everyone's attention.

(CONTINUED)

CONTINUED:

BRADFORD

You're all scared. I know that. You have a right to be. But we are safe here. Stay calm. And you will be rescued. Stay calm and tomorrow you will wake up in your beds. You will live. I give you my word as Captain of this ship. You will li--

A CRACK.

Bradford looks up towards the sound. Eyes follow his gaze. A WINDOW is CRACKING, lines like a creeping spider web.

BRADFORD

Shit.

Hairline fissures appear now in other windows. These fissures spider-web as well. Finally, the glass can take it no longer.

BAM! BAM! BAM! BAM! BAM! BAM! BAM! BAM!

One by one the WINDOWS IMplode, the surging SEA CRASHING into the BALLROOM with sudden violence.

Passengers SCREAM as they desperately fight the ROARING TIDE. But the water's too savage, too powerful, too fast.

Seconds later, all is still and floating.

INT. STAIRWELL - NIGHT

The group make their way up an inverted stairwell.

MAGGIE

So you live on cruise ships?

DYLAN

After this I may reconsider.

MAGGIE

All your life?

DYLAN

Well, I was a kid once.

She says nothing.

(CONTINUED)

CONTINUED:

DYLAN

If you're looking for some kind of
life-done-me-wrong-story here,
there isn't one.

MAGGIE

You're lying of course.

Dylan can't help but smile.

MAGGIE

Was it a girl?

Maggie can't see his eyes, this isn't just a broken
heart.

DYLAN

Why do women always think it's a
woman?

MAGGIE

It was a girl, wasn't it?

DYLAN

Why? You want to fix it?

The ship LURCHES. Everyone has to hold on as the boat
trembles, then steadies.

CONOR

What was that, Mom?

RAMSEY

I'd say we just took on a lot of
water very fast.

Nelson looks at Elena.

NELSON

You got an extra prayer handy? I
have a lousy feeling folks down
there could probably use it.

DYLAN

Too late for that.

They have come to a landing.

ELENA

Are we sinking?

Dylan shakes his head. He doesn't know.

(CONTINUED)

CONTINUED:

DYLAN

You still want to head back below decks, Ramsey?

Dylan works the door. He opens it and they emerge onto...

INT. SHOP LEVEL - CORRIDOR - NIGHT

A row of boutiques and jewelry stores. RATS scurry amidst broken glass. A SECURITY ALARM RINGS unattended. Elena looks around, curious.

ELENA

Where are we?

RAMSEY

Ask my daughter. She's very familiar with this level.

JENNIFER

Nice.

Dylan walks to a door set into the wall.

DYLAN

Should be an access stairway.

But as Dylan opens the hatch, water torrents out.

DYLAN

Jesus!

The WATER'S EXPLODING through the hatch, sending Elena and Nelson spilling to the ground. Ramsey, Dylan and Christian manage, with all their might, to force the door closed again.

DYLAN

Must be smaller leaks all over the ship.

NELSON

Not to be a downer or anything.

Nelson gestures downward. Seawater is now pooling in the corridor at his feet. And it's rising.

NELSON

The water's coming in faster.

ELENA

I knew it. We're sinking.

(CONTINUED)

CONTINUED:

DYLAN

I think I've got something.

Dylan stands near an AIR CONDITIONING REGISTER at the base of the wall, water pooling at his feet.

ELENA

Are you crazy? We can't fit in there.

Dylan reaches down, pulls off the register.

DYLAN

Looks like we're going to have to.

ELENA

We don't even know where it goes.

Ramsey looks at Dylan, not liking any of this.

RAMSEY

True. But if we stay here we're all going to drown.

ELENA

Five minutes ago you wanted to go back.

RAMSEY

Spots like this, friend, five minutes is a very long time.

INT. AC DUCT - NIGHT

Ramsey sweeps the bowels of the vent with his flashlight. On his belly, he follows his beam into the narrow corridor.

RAMSEY

I've got a vertical shaft about ten yards ahead. It looks like it leads to the upper levels.

INT. SHOP LEVEL - CORRIDOR - NIGHT

Ramsey's feet disappear inside. Christian looks at Jennifer.

CHRISTIAN

Might as well give him a chance to kick me in the head.

He slides in after Ramsey.

INT. AC DUCT - NIGHT

Ramsey continues worming his way deeper into the duct.

INT. SHOP LEVEL - CORRIDOR - NIGHT

Jennifer has pushed into the duct, followed by ~~Conor~~ and now Maggie vanishes inside. Nelson shakes his head.

NELSON

I am so going to get stuck.

DYLAN

No you won't.

NELSON

Watch. I was that kid. Spill the milk at lunch. Don't get picked for dodgeball. Get stuck in the vent. You'll see.

He's about to ENTER the tube when he notices Elena. Tears are rolling down her face. Her breathing is shallow.

NELSON

Hey...

ELENA

I can't go in there. I'm sorry.

She fixes on the vent, terrified. Nelson realizes

NELSON

You're claustrophobic.

INT. AC DUCT - NIGHT

At the JUNCTION, Ramsey peers down the vertical shaft. Below, the deeper dark of water rising. Above, the shaft seems to go forever.

Ramsey makes his way into the vertical shaft. In the little space he has, he braces himself against the walls and chimes his body up.

IN THE DUCT

Conor crawls behind Jennifer, with Maggie sandwiching him from behind. The duct is unbearably tight.

CONOR

You hanging in there, Mom?

(CONTINUED)

CONTINUED:

MAGGIE
I'm fantastic. You?

CONOR
You know. Well as can be
expected.

Maggie CHUCKLES, both amused and touched by this boy of hers.

INT. SHOP LEVEL - CORRIDOR - NIGHT

The water level continues to rise. DISCUSSION continues.

DYLAN
Elena --

ELENA
I can't! I'm sorry. I just
can't.

NELSON
Okay, okay. You can't: you
can't. I'll just sit here with
you and we can die together.

ELENA
Stop. Go, now. Get in there.

NELSON
(casual)
No, no.

Nelson sits beside her. Dylan looks at Nelson. Getting
it.

DYLAN
(also casual)
Me neither.

Dylan sits also. Both on either side of her. The water
is rising around them. She looks at them.

ELENA
This isn't a funny joke.

They've got to be bluffing. Any second now they're going
to both leap up and push into that vent. But they don't.

NELSON
So, where you from?

(CONTINUED)

CONTINUED:

DYLAN

Grew up in Hell's Kitchen.

NELSON

Prices are through the roof down there lately.

DYLAN

You couldn't walk the streets with ten bucks in your pocket. Now a million bucks barely buys a closet.

Elena is staring at them. The water keeps rising around them.

ELENA

Please. Stop this.

NELSON

Noticed your tattoo. Service?

DYLAN

Yeah. For a while.

NELSON

Me to. What branch?

DYLAN

Marines.

NELSON

I dated a Marine. Bet he was about your age.

DYLAN

Really. Which unit?

ELENA

Stop! Stop! STOP!

They both just stare at her.

ELENA

Goddamn you!

She gets up and stands by the vent.

ELENA

Goddamn you both.

Dylan looks at Nelson.

(CONTINUED)

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CONTINUED:

DYLAN

Excitable.

Nelson shrugs.

NELSON

I'm not the one who dates them.

She shoots him a lethal look. Nelson smiles, kisses her on the head. Then he crawls into the vent.

INT. AC VENT - NIGHT

Nelson pushes his way into the narrow corridor.

INT. SHOP LEVEL - CORRIDOR - NIGHT

Elena takes a deep breath. Exchanges a look with Dylan. She nods and pushes her way into the duct. Dylan takes a last look at the rising water and follows.

FURTHER UP THE VERTICAL DUCT

Ramsey pushes his way up the vertical tube. He looks up.

RAMSEY

I see light.

Twenty feet up, streaks of light top the metal chimney.

RAMSEY

So it would seem congratulations are in order, Chris.

CHRISTIAN

I'm glad she told you, sir.

RAMSEY

Tradition might have had you coming to me first.

CHRISTIAN

I wanted to, sir. I really did. She asked me not to. She's really funny about you.

RAMSEY

Funny, how?

(CONTINUED)

CONTINUED:

CHRISTIAN

Honestly, sir, she worries about you all the time. Like if she isn't right there you might actually die or something. It's like she thinks you just can't lose anything else.

Christian shakes his head.

CHRISTIAN

Anyway, I'm glad she put the ring on.

Ramsey says nothing, crawling towards the light.

INT. SHOP LEVEL - CORRIDOR - NIGHT

The water reaches the wall just below the AC REGISTER and begins to slosh up to its lip.

INT. AC DUCT - HORIZONTAL SECTION - NIGHT

Elena inches forward. Her eyes squeezed shut.

DYLAN

Keep going, Elena. You're doing great.

But she's not doing great. Her BREATHING is shallow. She chokes back SOBS. But she keeps moving.

NELSON

I could sing.

Nelson, right in front of her, isn't moving much faster.

ELENA

I'm frightened enough, no?

She manages a smile. Dylan is stopped behind them. The water has crested the register and is spilling into the duct.

VERTICAL SHAFT

Ramsey reaches the ventilation grate atop the shaft. He pushes, but it doesn't budge. He BANGS it with flashlight.

DOWN BELOW

NELSON pushes into the vertical shaft.

NELSON

Okay, Elena. We're going up.

Elena looks down the shaft, sees water churning. She wants to scream, but she pulls herself upward, willing her body on.

NELSON

You're doing great, you know? You really are.

Nelson pushes up the duct. He slips, moves to catch himself and wedges his arm between his body and the wall.

NELSON

No. Damn... Idiot! I'm stuck.
Dylan, I'm stuck.

Nelson strains, feet unable to find traction on the walls.

DYLAN

Elena, you're going to have to help him.

Inches above Elena's head, Nelson's feet churn. Elena freezes, begins to HYPERVENTILATE, paralyzed by fear.

UPPER HORIZONTAL SHAFT

BANG! BANG! BANG! BANG! BANG! Ramsey finally ceases beating the grate with his flashlight.

RAMSEY

It's screwed shut from the other side!

CHRISTIAN

Can you get your fingers through?

Ramsey tries to slip his hand through the grate.

RAMSEY

Too big!

MAGGIE

Conor, can you crawl up there?

Conor peers up through the jungle of limbs to Ramsey looking down at him. Then he begins to climb.

DOWN BELOW

Nelson is trying to wrench himself free, but he has no leverage. Elena is WEeping.

DYLAN

(soothing)

Elena. Nelson said you were going to visit your brother in New York.

Only SOBS.

DYLAN

Elena. What's his name?

Elena manages a WORD through tears.

ELENA

Nady.

DYLAN

Is he older or younger?

ELENA

Younger. He was always so small.

DYLAN

I bet you were a good sister? I bet you looked out for him.

Elena nods, CATCHING breaths.

DYLAN

You want to see him, don't you? You don't want him to think his sister didn't come?

THE WATER is licking Dylan's shoes. But his VOICE remains perfectly calm, even.

DYLAN

I know you're scared. I know you think you can't move. But I just want you to move a little. Just reach up and put your hand on Nelson's foot. Can you do that?

Elena reaches up and grabs Nelson's foot.

NELSON

Good, good, okay!

DYLAN

Elena... Now I want you to push. PUSH! PUSH!

(CONTINUED)

CONTINUED:

Still WEeping, she pushes and the push becomes a YELL, Nelson SHOUTING himself, struggling, pushing back, until...

Nelson's arm comes free, his other foot finding leverage.

NELSON

You did it, Elena. You did it.

Elena breaks into LAUGHTER. The water is pouring past Dylan, the horizontal corridor already full to the line of his face.

DYLAN

Now... CLIMB!

Elena does, clearing a path for Dylan. He scrambles through the junction into the vertical chimney.

A sudden FLOOD reaches the junction right behind him and CASCADES over the edge, down to the rising water below.

Elena looks down at him, then keeps climbing.

ELENA

I'm not going to die. I'm not going to die.

UPPER HORIZONTAL SHAFT

Conor has climbed up next to Ramsey, has his small fingers stuck through the grate. The boy shakes his head.

CONOR

The screws are too tight.

RAMSEY

(calling down)

We need something we can use as a screwdriver. A coin. Anything.

JENNIFER

I can't even get into my pockets.

ELENA

Wait!

She reaches up and tears something from her neck. Her silver cross. Hands touching hands, the cross is passed up the line.

Conor looks at the small icon in the palm of his hand, glinting for a brief moment in the darkness.

INT. BALLAST TANK ACCESS STATION - NIGHT

Tiny fingers work the cross on the last of the screws.
BAM! The vent is knocked off. Conor crawls out.

Our group pour out of the vent. Ramsey lifts Conor high in the air, smiles up at him.

RAMSEY

You are a brave kid, know that?

CONOR

Do you have a son?

Ramsey starts to respond. Then doesn't. He turns to watch Christian who is helping Nelson from the duct.

NELSON

(pulling Elena through)

Not bad for a fag and a stowaway.

Maggie and Christian wrench Dylan from the hole, rising water already starting to spill in behind him.

MAGGIE

Out we go.

Dylan looks around. A small, windowless room. The floor is a maze of pipes, walls and ceiling are covered with EQUIPMENT.

DYLAN

Nice spot.

Christian tugs at the MAINTENANCE ACCESS DOOR.

CHRISTIAN

Sealed. From the other side.

Jennifer is looking around the room.

JENNIFER

It's the only way out.

CONOR

No. See...

They all look up at an open HATCH in the ceiling. Its cover, a simple metal plate, lies on the floor below.

INT. BALLAST TANK - NIGHT

Our group climbs into a BALLAST TANK. 16-foot high walls of STEEL with large horizontal RIBS ring the chamber.

(CONTINUED)

CONTINUED:

RAMSEY

Where are we?

Dylan bangs his flashlight against the metal walls.

DYLAN

I think this is a ballast tank.

JENNIFER

What's a ballast tank?

DYLAN

Ships fill them with water to make the point of sail more stable.

Dylan eyes an opening near the ceiling with a STEEL GRATING across it, and a HUGE VALVE up the wall.

DYLAN

That valve probably leads to the tank next door.

MAGGIE

Probably?

RAMSEY

That's a pressure valve.

All look at him.

RAMSEY

Like on fire hydrants. They only open when there's tremendous pressure behind them.

Ramsey's eyes narrow.

RAMSEY

That valve's only going to open when this tank fills with water.

Dylan eyes the valve above, the rising water below.

DYLAN

Then we have to flood this tank.

ELENA

Are you nuts?

CHRISTIAN

We'll all drown.

DYLAN

Not for sure. Unless we stay here.

(CONTINUED)

CONTINUED:

MAGGIE

Even if we get to the next tank,
how do we know we can get out?

DYLAN

We don't. But these things run in
a series. So then we let the
water carry us to the next one.

RAMSEY

Was this what your plan was? To
drown us?

DYLAN

Look. I told you --

RAMSEY

Was this how you were going to
save everybody?

DYLAN

I wasn't trying to save any --

RAMSEY

You dragged us after you for
this --

DYLAN

I didn't want any of you --

RAMSEY

You didn't want? No one cares
what you want. You think you've
got some God given right to just
take care of yourself. Grow up.
People are following you. Like it
or not.

Ramsey shoves him. Hard.

RAMSEY

And that makes them your
responsibility.

Dylan shoves him back.

DYLAN

Your problem, Ramsey, not mine. I
never took the job. And I didn't
quit it. This is your own
bullshit --

Ramsey's final push sends Dylan to the floor.

(CONTINUED)

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CONTINUED:

RAMSEY

Then tell me you're not going to die knowing you drowned us all.

Dylan grabs a crowbar set into the wall. He spins, standing, and swings...

JENNIFER

No!

... Into the main release valve. SEA WATER begins gushing into the tank, rising fast.

DYLAN

Nobody's dying yet.

MAGGIE

Conor, hang onto me. I'll tow you.

CHRISTIAN

I was on the varsity swim team.

CONOR

I'll go with that guy, Mom.

Maggie's smile can't hide the fear in her eyes.

MAGGIE

Loyalty is cheap.

The water is frothing and rising.

CHRISTIAN

You put your hands around my chest, okay, Conor? Not my neck.

Jennifer moves beside Christian.

JENNIFER

It's like ice.

Elena is WHISPERING to herself, lips moving fast, cross held out in front of her mouth as she starts to tread water.

DYLAN

You any good at this?

MAGGIE

Being scared?

He smiles.

(CONTINUED)

CONTINUED:

MAGGIE

I can swim okay.

NELSON

Is it bad I want to pee?

Treading water as they rise closer to the top of the tank.

ELENA

Done.

She drops her cross back around her neck, smiles at them.

ELENA

One prayer for each of you.

The water is churning, the level rising to their knees... their waists.

MAGGIE

When the water gets too high, you take a deep breath.

CONOR

I love you, Mom.

MAGGIE

I love you too.

Big breaths as the air pocket DISAPPEARS. They all go...

UNDERWATER! Suddenly, as the sea water stops coming in through the valve, the room is EERILY QUIET...

DYLAN swims to the VALVE and the others join him.

Dylan and Ramsey trade looks. They wait, and stare, and wait, and stare... bubbles trailing from their mouths. A sense of DOOM settling in. Then...

WHHOOOOOOOSH! THE PRESSURE VALVE OPENS...

... violently sucking them into the next tank!

INT. BALLAST TANK #2 - NIGHT

They ride the crashing cascade into the next ballast tank, already filling. They each surface, taking deep long breaths.

MAGGIE

Conor.

(CONTINUED)

CONTINUED:

CONOR
I'm okay, Mom.

MAGGIE
Where's Dylan?

UNDERWATER

Dylan is swimming down to AN OPEN ACCESS HATCH which opens into a flooded corridor.

BACK ON THE SURFACE

The others dog-paddle as the water rises, pushing them towards another pressure valve in the ceiling.

Dylan SURFACES.

DYLAN
I found a hatch. Take a deep breath, we're gonna go through.

MAGGIE
How far?

DYLAN
I don't know.

Looks all around.

CHRISTIAN
Ready, chief?

CONOR
Ready.

One by one, they each take a deep BREATH and dive...

UNDERWATER

Dylan leads them down through the MAINTENANCE HATCH into...

INT. FLOODED CORRIDOR - NIGHT

They emerge in a sunken corridor, swimming through the murky water, not knowing where it will end.

(CONTINUED)

CONTINUED:

Lit by their handful of flashlights, this underwater passage is a macabre wonderland. They stroke past fallen beams, floating debris, and the bodies of the dead.

DYLAN strokes hard, sweeping his light, looking for a way out. Christian, towing Conor, swims next to him.

Jennifer and Maggie swim side-by-side, followed by Ramsey. Behind them...

NELSON shines his light back to check on Elena, right behind him. She's there stroking hard.

Bubbles trail from Dylan's mouth. No end in sight. Christian moves past Dylan... sees something. He grabs Dylan and POINTS... then shoots ahead.

A dim light, refracts through the murky water. Christian swims toward it... As he gets closer, sees that the light is an EXIT SIGN. He swims toward...

THE DOOR

Christian swims up a flooded stairwell. Up the stairs... up... up... to...

Christian and Conor break the water's surface, gasping for breath. Dylan, Maggie, Jennifer surface, not far behind.

CONOR

We did it! We did it!

UNDERWATER

Nelson swims under a fallen beam, and sees Ramsey heading for the doorway ahead. He shines the flashlight back at Elena who's not far behind.

Satisfied, he turns back, pushes off from the beam, swimming toward the stairway.

ON ELENA

as she dives under the fallen beam. She sees Nelson stroking toward the door, lighting her way with the flashlight. She smiles, but as she takes a stroke...

The FACE of a CORPSE pops up from below. Elena, shocked, screams a cloud of bubbles and hits her head on the beam.

NELSON sees she's in trouble. Strokes to her like mad.

INT. STAIRWELL - NIGHT

Ramsey pops out of the water, taking deep breaths.

MAGGIE

Where's Nelson and Elena?

RAMSEY

They were right behind us.

INT. CORRIDOR (UNDERWATER) - NIGHT

Nelson struggles, pulling an unconscious Elena toward the door. Stroking hard. He's failing.

Christian, Dylan and Ramsey appear, letting Nelson shoot ahead for air, grab and tow Elena up the flooded stair.

INT. STAIRWAY - NIGHT

They surface with Elena, pulling her up onto the metal shore. Ramsey checks her pulse, immediately starts CPR.

NELSON

She was right behind me. She was right there.

Ramsey checks her pulse again. Nothing. He resumes CPR as the others watch.

RAMSEY

Come on, damnit. Come on!

All of them silently rooting... Finally, Ramsey slows, checks her pulse again. Nothing. He stands, shaking his head, spent.

NELSON

No.

Nelson begins CPR himself, desperate to revive Elena, tears streaming. But after a few beats it's clear she's gone.

MAGGIE

Nelson...

And finally, Nelson stops. A moment of shock. Stunned silence. Nelson cradles Elena, brushes hair from her face.

NELSON

I'll tell him. He'll know you came for him. He'll know.

(CONTINUED)

CONTINUED:

MAGGIE

The water's rising, Nelson. We have to go.

Nelson nods. He kisses her forehead, then rises. Conor reaches into his pocket. He puts the silver cross on the mote of Elena's neck. Looks up at the adults.

CONOR

What do you say?

It takes Nelson a moment. Then he steps forward.

NELSON

Our Father who art in heaven...

As the others join Nelson around Elena, Dylan stands apart, facing the wall. Ramsey comes up behind him.

DYLAN

You were right, okay?

Dylan spins, trying to hide the tears in his eyes.

DYLAN

You were right. You want to hit me. Hit me.

Dylan's almost vibrating.

DYLAN

Come on. I killed her. Say it.

Ramsey stares at this young man a beat. So much anger.

RAMSEY

Okay. You killed her.

Ramsey just turns, heads to the door. Dylan stares after him.

RAMSEY

Come on, people. Let's move.

INT. INVERTED STAIRWELL - NIGHT

The group climbs an inverted stairwell. Nelson walks in the lead with Maggie.

NELSON

... Why don't you ask me? You've been wanting to since the galley.

(CONTINUED)

CONTINUED:

MAGGIE

What?

NELSON

What I was doing out on deck by myself at New Year's. When I saw the wave?

MAGGIE

I guess I don't have to, do I?

NELSON

Seems kind of stupid, now, huh?
Now that I'm fighting for my life.

She looks at him a beat.

MAGGIE

Well then, I'm glad. About your being stupid.

Nelson almost smiles. Christian and Jennifer are holding up the rear, Dylan tight behind them.

JENNIFER

You were never on the swim team.

CHRISTIAN

Nope.

INT. INVERTED STAIRWELL LANDING - NIGHT

Leading the group, Ramsey turns onto a landing, only to find the staircase has COLLAPSED, part of the structure along with it. A pile of RUBBLE... The others catch up to him.

RAMSEY

Dead end.

In frustration, Ramsey picks up a twisted piece of handrail and SLAMS it against the obstructed metal.

CHRISTIAN

You hear something?

MAGGIE

What?

DYLAN

Shhh!

A CLANGING. From the other side. CLANG! CLANG! CLANG!
It hits our group like a shot of adrenaline.

(CONTINUED)

CONTINUED:

JENNIFER

It's a rescue!

NELSON

Pull.

The group attacks the rubble. Working as a team, clearing and clawing away the debris.

MAGGIE

Hello? Can anyone hear us?
Hello!

They clear the door of the rubble, pull it open to
REVEAL...

INT. BROADWAY - NIGHT

The BANGING comes from a piece of shorn metal hanging from the ceiling and swinging into the door.

MAGGIE

Oh. Man.

The corridor spreading out before them is crowded by an endless carpet of bodies. Maggie cover's Conor's eyes.

CONOR

That's not gonna work, Mom.

He pulls away, stares at the eerie scene.

CHRISTIAN

Not a mark on any of them.

JENNIFER

Just like in the nightclub.

RAMSEY

Flash fires. They super heat the air and burn the lungs like rice paper. Fast and lethal.

Dylan has crossed the hall, steps through a doorway.

INT. THRUSTER TUBE ACCESS ROOM - NIGHT

Small. Dylan walks to a man-sized hatch extruding from the wall. Below it is a diagram showing a horizontal slice of the ship. DANGER warnings and "KEEP SEALED" signs are everywhere. The entire room HUMS.

(CONTINUED)

CONTINUED:

DYLAN

You my shadow, now?

Conor has ENTERED, comes up beside him.

CONOR

I guess. We thinking again?

Dylan smiles.

DYLAN

What we have here, kid, is a straight flush.

The rest of the group ENTER from Broadway.

CONOR

Look, Mom. It's a straight flush.

Ramsey's eyes narrow.

RAMSEY

That so?

Dylan gestures to a tube running the length of the diagram.

DYLAN

These thruster tubes run right through the ship.

He points to the bow on the diagram.

DYLAN

Turbine here sucks in water from the front.

He follows the tube with his finger all the way to the stern.

DYLAN

Turbine here pulls that water right out the back.

MAGGIE

Out.

NELSON

Into the ocean.

CHRISTIAN

So we can climb through that service hatch and crawl out of here?

(CONTINUED)

CONTINUED:

Nelson is peering sideways through a window on the hatch.

DYLAN

Not quite. Propeller housings at the end of the shaft are solid steel.

Up at the end of a shaft, Nelson can see a WHIRRING TURBINE.

DYLAN

Think turbines on a jet. That's the bad news. Good news is, they're still running. So --

RAMSEY

Throw something heavy enough into that hatch, engines will suck it right up and blow the turbine straight back out into the sea.

He looks at Dylan.

RAMSEY

Instant exit.

DYLAN

That was my plan.

All just stare at him. Nelson's the one who moves first, planting one right on Dylan's lips.

NELSON

You are gorgeous.

INT. BALLAST TANK #3

The tank has filled with water. The pressure hatch springs open, spilling into the next tank.

INT. BROADWAY - WORKERS' LOUNGE - NIGHT

Jennifer and Christian ENTER a dark room, shine their flashlights inside. A lounge turned upside down.

JENNIFER

What exactly is big enough to blow through a turbine?

CHRISTIAN

Guess we'll know when we see it.

(CONTINUED)

CONTINUED:

JENNIFER

Optimist.
(smiles)
Who's Captain now?

CHRISTIAN

What?

JENNIFER

I mean if the whole crew's dead,
can anyone be Captain?

CHRISTIAN

I guess so, why not?

She crosses, takes his hands.

JENNIFER

I'm Captain, okay?

CHRISTIAN

You're Captain. Okay.

JENNIFER

(deep captain's voice)
Do you take this girl to be your
lawfully wedded wife, to have and
to hold, 'til death do you part?

He grins back.

CHRISTIAN

You bet, Captain, sir.

JENNIFER

(deep captain's voice)
And do I take this man be my
husband? To have and to hold.

Her VOICE returns to normal; words they may never say
again.

JENNIFER

Till death do us part?

He touches her face, this game become something more
tender.

JENNIFER

By the power vested in me as
ship's Captain I now pronounce us
man and wife.

He smiles at this girl, his love.

(CONTINUED)

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CONTINUED:

JENNIFER

You may kiss the bride.

And he does. And the kiss is good.

INT. BALLAST TANK #4

Another tank fills with water. The pressure hatch springs open here too, spilling into the next tank.

INT. MID-SHIP - BROADWAY - NIGHT

Maggie and Conor are a few paces behind Dylan, heading towards the bow end of Broadway.

Conor stops and stares at a man sitting up against the wall. He might be sleeping except for his sightless stare.

CONOR

He's dead right?

MAGGIE

Yes, baby.

CONOR

And dead people never wake up?

MAGGIE

You know that, remember?

Something else here, an older conversation. Conor nods somberly.

CONOR

Mom?

MAGGIE

Yeah, sweetie?

CONOR

Are you going to die now?

Maggie goes down on her haunches. Looks into her son's eyes.

MAGGIE

When your daddy, who you never met, got very sick I asked him that same question. Do you know what he said to me? He said I'm going into the kitchen to make an egg sandwich.

(CONTINUED)

CONTINUED:

She winces.

CONOR
I don't understand.

MAGGIE
Your daddy was trying to tell me
that only God knows when we're
going to die. So you have to do
your best to enjoy living.

Conor nods, small mind processing.

CONOR
Can it be a hot dog?

MAGGIE
Sure, baby. A hot dog's even
better.

CONOR
Okay. I'll go find Dylan now.

He turns, racing up the hallway. Maggie braces herself
against the wall a beat, finds her breath, then goes on.

PULL BACK TO REVEAL...

RAMSEY stands watching Maggie join Dylan and Conor.
Jennifer and Christian emerge from the room across the
hall.

RAMSEY
Hello?

Ramsey looks down, surprised at Nelson beside him.

NELSON
You just looked so lonely, dear.

Nelson has snaked his arm around Ramsey's waist like a
lover. He looks up and bats his eyes.

NELSON
The world need never know.

Ramsey just LAUGHS. Puts his arm around Nelson.

DYLAN
(calling)
I think we got something here.

INT. BALLAST TANK #5

This keeps happening. Tank after filling tank. The ship is taking on a whole lot of water.

INT. GALLEY SUPPLY ROOM - NIGHT

Ramsey and Nelson join the others in a small room filled with oven parts, pots and pans, all manner of equipment.

NELSON

We're going to cook our way out.

Dylan points.

DYLAN

Propane. We bundle them together --

RAMSEY

Let's build a bomb.

Maggie pulls a tangle of bungee cords off the wall as Christian starts gathering up the tanks.

Dylan pulls a GPS flare gun off the wall. Tucks it in his belt. Nelson looks at him. Dylan shrugs.

DYLAN

Wishful thinking.

EXT. BROADWAY

Conor stands at the doorway about to go into the supply room. (OVER) A tiny ELECTRONIC SINGSONG. Conor turns to the sound. A beat. He starts towards it, heading into the darkness.

INT. BALLAST TANK #6

Almost full. Another hatch opens. This can't be good.

INT. BROADWAY - NIGHT

Conor has wandered quite a ways down the dark hall. That SINGSONG is now LOUDER. See what he sees.

Near the hand of a dead crewman is a PSP, running a loop of the latest Mario Brothers adventure. Conor lifts the game.

(OVER) A tremendous GROAN, like the ship itself in protest.

INT. TANK ROOM - CONTINUOUS ACTION

Our group have bundled ten propane tanks with bungee cords. (OVER) That tremendous GROAN.

JENNIFER

What was that?

Ramsey's expression darkens. He looks up at Dylan.

RAMSEY

How many of those ballast tanks are there?

DYLAN

I don't know. Five. Ten. I think they run the length of the ship.

Maggie looks around.

MAGGIE

Conor?

She steps outside into the hallway.

RAMSEY

And they're all interconnected by pressure valves?

Dylan stares at him a moment.

DYLAN

Shit.

INT. BROADWAY - CONTINUOUS ACTION

Maggie looks down Broadway. No sign of her son.

MAGGIE

Conor?

INT. GALLEY SUPPLY ROOM - CONTINUOUS ACTION

JENNIFER

What? What's shit?

RAMSEY

The tanks are still filling up. We're taking on water.

INT. BALLAST TANK #7

Welcome to the tipping point. Literally. The boat starts to MOAN as the tank fills. Poseidon tilts downward at the bow.

EXT. POSEIDON/SEA - NIGHT

The Poseidon's BOW begins to sink and STERN begins to rise.

INT. GALLEY SUPPLY ROOM - NIGHT

Our group is tossed, tumbling, hard to the floor. Dylan looks through the door at Maggie, thrown to her knees on Broadway.

DYLAN

Maggie. Get back in here.

INT. BROADWAY (NEAR THE STERN) - NIGHT

With unbelievable force, a WALL OF WATER charges down the corridor. Trapped in the stern from earlier leaks, it surges past the galley supply room like a frothing tidal wave.

INT. BROADWAY - NIGHT

Maggie rights herself after the ship's sudden tilt. That's when she hears it, the ROARING.

MAGGIE

Dylan.

She reaches out towards him...

INT. GALLEY SUPPLY ROOM - CONTINUOUS ACTION

Dylan stumbles towards the door, arm outstretched as...

A WALL OF WATER SLAMS into her as Broadway becomes a RAGING RIVER, tossing debris and bodies in its rapids.

INT. BROADWAY - CONTINUOUS ACTION

The force of the water and debris knocks Maggie like a rag doll as she is carried by the wave down Broadway.

INT. GALLEY SUPPLY ROOM/BROADWAY - CONTINUOUS ACTION

The group stumbles to the door, the water is still pouring past, but diminishing.

DYLAN

We're nosing down. We're sinking.

RAMSEY

When it comes, it'll come all of a sudden. We're out of time.

They spill out the door.

DYLAN

Get those into the turbine.

Dylan's already heading away from them, down the corridor. Ramsey holds his eyes a beat. Then he nods.

RAMSEY

Dylan.

He turns, looks at the older man.

RAMSEY

I was wrong about what I said. There's nothing fair about who lives or dies. I'm betting you know that. But you gave us a chance. You did good.

Dylan holds his eyes a beat.

DYLAN

Screw that. I still got piles of money to win from you.

Ramsey smiles. The two men head in opposite directions.

INT. BROADWAY - NIGHT

Maggie breaks the surface, COUGHING. She begins SLOSHING through waist deep WATER.

MAGGIE

Conor! Conor!

Something moves in the water. A dolphin swims by. Maggie stands speechless.

A HAND touches her shoulder. Maggie practically jumps out of her skin. Spins. Dylan.

(CONTINUED)

CONTINUED:

MAGGIE

Jesus Christ.

DYLAN

I'm going to have to do.

MAGGIE

I can't see him.

DYLAN

We'll find him.

MAGGIE

I don't know where he --

DYLAN

We'll. Find. Him.

Maggie SPLASHES faster, deeper into the sloping darkness. He plunges behind her, into the water, after the lost boy.

INT. TURBINE ACCESS ROOM - NIGHT

Jennifer opens the door, the men carrying the bundle of propane tanks towards the hatch marked TURBINE ACCESS.

RAMSEY

Gently.

They set the bundle on the floor beneath the hatch. As the boat sinks, the hatch is rising.

RAMSEY

There's going to be tremendous suction when we open this hatch.

Nelson has gone to look into the hatch window again.

RAMSEY

Everyone grab onto something.

LATCH-CLOSE. It's vibrating. Nelson doesn't see it.

RAMSEY

Nelson, come away from there --

NELSON'S POV

Bits of water fly downward inside the tube.

BACK TO SCENE

NELSON

Something's wrong here --

That's when the hatch BLOWS OUTWARD, swinging on its hinge and SMASHING Nelson's face.

Nelson hits the floor, SCREAMING. His blood, his hair, all their hair is blowing towards the hallway.

RAMSEY

Shit.

Jennifer goes to the ground, tending Nelson. AIR blows over her head in a DEAFENING ROAR, gusting out of the tunnel.

CHRISTIAN

(shouting)

What happened?

JENNIFER

(shouting)

It's blowing out.

It takes Ramsey a second to put it together.

RAMSEY

(shouting)

They tried to turn the boat. The engines are running in reverse.

INT. BROADWAY - NIGHT

Dylan and Maggie have come to a junction where water from below is rising, creating a kind of ever-deepening whirlpool.

MAGGIE

He just never lets me take care of him. It's all backwards. Conor!

They push forward, into rising water.

MAGGIE

Conor! At career day, he told his teacher I was his job. His mom.

The water's above their waists now.

MAGGIE

I just can't shake him of it.
Conor!

(CONTINUED)

CONTINUED:

From ahead, a FADING VOICE.

CONOR (O.S.)

MOM! Mommmmmmmmmmm!!!

MAGGIE

CONOR! CONOR!

Ahead, water pours into a laundry room.

CONOR (O.S.)

Mom...

MAGGIE

I'm coming, baby. I'm coming.

Maggie and Dylan dive under the threshold.

INT. TURBINE ACCESS ROOM - NIGHT

Jennifer tears off a piece of her blouse to stem Nelson's bleeding. They have moved to the door where the ROAR is less.

NELSON

Na moken, issi?

JENNIFER

Very, very broken.

Ramsey has been staring at the hatch, now turns to face them.

RAMSEY

We have to reverse the engines.

CHRISTIAN

The engine room's at the other end of the ship.

RAMSEY

Actually, the angle we're sinking, it's towards the bottom.

Ramsey points to the bow illustration above the door, tilting downward on the same angle as the boat it represents.

RAMSEY

We're at the top. The engine room's all the way down.

Christian's eyes narrow.

(CONTINUED)

CONTINUED:

RAMSEY
800 yards. That's swimmable.

INT. LAUNDRY ROOM - NIGHT

Dylan and Maggie, following Conor's VOICE, swim into near the ceiling of this nearly flooded laundry room.

CONOR (O.S.)
Mom! Mom! Where are you!

MAGGIE
I'm here, sweetie. Mommy's coming.

Dylan shines his flashlight around the air pocket at the top of the laundry room. No Conor.

CONOR (O.S.)
I'm here! I'm over here!

Dylan swings his light around, and then he sees it. A VENT at the base of the ceiling. Small fingers poke out.

MAGGIE
Conor!

The two swim toward the vent. Maggie's fingers touch Conor's. Through the vent, see his terrified eyes.

CONOR
Mom... the water's really high.

MAGGIE
Hang on, sweetie. Just hang on.

Dylan and Maggie claw at the vent, desperately trying to pull it open. It won't budge. Conor bogs under, comes up again.

CONOR
I can't... I can't stay up.

Dylan dives underwater.

INT. TURBINE ACCESS ROOM - NIGHT

Ramsey, Chris and Jennifer stand at the diagram. Nelson is still on the floor, nursing his shattered face.

(CONTINUED)

CONTINUED:

CHRISTIAN

On the way down, you'd have gravity helping you.

Christian nods.

CHRISTIAN

I could do it. I'm pretty sure I could do it on a breath.

JENNIFER

What? No.

She is staring at these two men.

JENNIFER

Pretty sure? How would you get back? You'd be swimming straight up. You'd already be out of air.

CHRISTIAN

Maybe I'd find an air bubble.

JENNIFER

Chris, the ship's underwater.

He looks at her. Sad smile.

CHRISTIAN

I know, Jen.

RAMSEY

I'll tell you something, Chris. My daughter was right. If you had asked my permission. I would have said no.

JENNIFER

Daddy?

RAMSEY

I would have been wrong.

He smiles at Christian.

RAMSEY

I thought you were supposed to save everyone. Too big a job. What about the ones you love? Start there.

Ramsey's already taking off his shoes.

(CONTINUED)

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CONTINUED:

RAMSEY

Let me start there.

JENNIFER

... No.

RAMSEY

You know how much I love you,
don't you, baby girl?

JENNIFER

Please don't do this.

RAMSEY

Do you? I need to know, Jenny?

JENNIFER

Yes.

He kisses her on the head.

RAMSEY

Sweet child.

He steps into the blowing world of wind, grabbing the
edges of the door to remain stable.

RAMSEY

You two take care of each other.

JENNIFER

Daddy --

And Ramsey pushes off with all his might, diving down the
tube and knifing into the water...

INT. LAUNDRY ROOM (UNDERWATER) - NIGHT

Dylan swims, shoots through the murky blackness, shines
his light on the wall below, looking for any access to
Conor.

INT. LAUNDRY ROOM - NIGHT

Dylan breaks the surface --

MAGGIE

There has to be a door.

DYLAN

Maybe it's off another room.

(CONTINUED)

CONTINUED:

MAGGIE
Oh, please, God...!

CONOR
(coughing sea water)
Mom...

MAGGIE
Stay with me, baby. Stay with me!

Conor's air bubble is going fast. Maggie, only a breath away from her drowning son, unable to help. Dylan dives again.

INT. THRUSTER TUBE - NIGHT

Ramsey swims down, down, endlessly down. Finally he sees a hatch marked engine room. He pulls it open, swimming through.

INT. LAUNDRY ROOM (UNDERWATER) - NIGHT

Dylan flails, searching for some way to get to Conor -- any way -- time running out...

INT. ENGINE ROOM - NIGHT

Ramsey swims through the flooded room, past dead Thimmel, looking for the main thruster control.

INT. LAUNDRY ROOM - NIGHT

Conor's head is pressed up against the ceiling. He whips around wildly, now fully submerged.

INT. ENGINE ROOM - NIGHT

Ramsey is running out of air. The world is coming in flashes. He can't find the right instrument panel.

INT. LAUNDRY ROOM - NIGHT

Conor sinks, his eyes are losing their panic, growing calm. Small bubbles escape his lips, trailing upwards.

INT. ENGINE ROOM - NIGHT

Ramsey pulls dead Thimmel away. He reverses the engine lever, all the way. His mouth opens, a final breath of water.

INT. BROADWAY - NIGHT

Dylan EXPLODES through the surface with a COUGHING, CHOKING Conor in his arms. Alive.

DYLAN

Is this one big enough to keep, or
do we throw him back?

Maggie is SOBBING. She takes her child in her arms, wrapping him so tight, her body wracked.

CONOR

Mom? Don't be scared. You're
gonna be okay. You're gonna --

And Conor EXPLODES into SOBS, his tiny body WAILING. No more little grownup, little boy lost in his mother's arms.

MAGGIE

Baby, Mommy's here. Shh, now.
Mommy's right here.

As Maggie rocks her son, Dylan looks toward the way out, now sloping upward visibly as the ship continues to sink.

INT. TURBINE ACCESS ROOM

Jennifer is in Christian's arms, WEEPING silently as the boat keeps tilting, sinking ever faster.

CHRISTIAN

Jenny, listen.

O.S. the ENGINES are starting to WIND DOWN.

INT. BROADWAY - NIGHT

Dylan and Maggie and Conor use the handrail to climb up the corridor. (O.S.) the steady HUM begins to fade.

EXT. POSEIDON - NIGHT

The ship continues to tilt, bow down and continues to sink. The Poseidon is almost vertical now.

INT. GALLEY SUPPLY ROOM - NIGHT

Dylan, Maggie, and Conor pull themselves into the small chamber.

DYLAN

What happened to the -- ?

He stops short when he sees Jennifer's expression.

CHRISTIAN

The engines were running in reverse.

Dylan gets it in a heartbeat.

DYLAN

Oh Jesus, no.

That's when the ENGINES begin to WHINE back into life.

DYLAN

Christian, lock that hatch. Fast.

Christian locks the tube hatch into its open position.

O.S. the TURBINES are already starting to spin. Bits of debris slide across the floor towards the hatch.

DYLAN

Everybody, get clear of that tube.

People's hair is now being pulled towards the open hatch.

DYLAN

Anchor on to something.

Everybody grabs an anchor, the doorjamb, metal sills, the open room door itself, as ever more air is sucked past them.

JENNIFER

It's working.

The bundle of tanks at the foot of the door is starting to stir. Moving some. More. It jumps up flying towards the door.

And lodges there.

DYLAN

Come on!

The tank isn't moving. The pull in the room is ROARING. The ship is going down fast.

(CONTINUED)

CONTINUED:

DYLAN

Hey.

Maggie looks at him.

DYLAN

It really wasn't a girl.

He smiles, surprising light in those sad eyes.

DYLAN

I would have liked you to fix it.

Suddenly, she gets it.

MAGGIE

No. Dylan --

Dylan lets go of his door hinge. He is whipped towards the door and the wedged tanks. SLAM -- he is pulled into them.

MAGGIE

No!

Maneuvering his body, he manages to move the tanks slightly. Slightly is enough. The tank whips up through the door.

But the pull on Dylan just doubled. He's sucked through right behind the makeshift bomb.

INT. THRUSTER TUBE - CONTINUOUS ACTION

Dylan manages to grab the jamb, stare up past his feet as the tank whips up and flies into the blades. And EXPLODES.

EXT. POSEIDON - NIGHT

A giant fireball flows up through the stern of the boat, rocketing flames into the sky.

INT. THRUSTER TUBE ACCESS ROOM - CONTINUOUS ACTION

Maggie runs to the hatch. Dylan hangs from the bottom lip. He looks up and smiles.

MAGGIE

That was really stupid.

(CONTINUED)

CONTINUED:

But he's not looking at her. He's looking past her.

DYLAN

I see stars.

INT. THRUSTER SHAFT - NIGHT

Dylan helps Nelson, the last of them, climb onto the shaft service ladder which now leads vertically upwards.

JENNIFER

They found us.

A BRIGHT LIGHT illuminates the top mouth of the shaft.

EXT. THRUSTER SHAFT - NIGHT

The group scrambles out onto the top of the thruster tube.

MAGGIE

Only the moon.

Bright and low in the clear, black, night sky.

CONOR

Look.

In the pale glow is a sea of empty yellow life rafts, spreading like islands of promise around them.

DYLAN

Don't be scared. Just one last swim, Conor --

The boy has already YELPED and jumped into the water.

DYLAN

Talk about getting back onto the horse.

SCREAMING with abandon, everyone jumps after the boy.

INT. LIFE RAFT - NIGHT

The group pull themselves up onto one of the inflatable rafts. All around them, vast, lonely emptiness

CONOR

Does this mean we made it?

(CONTINUED)

CONTINUED:

Dylan watches as the STERN LOGO slips beneath the surface.

DYLAN

Paddle.

Everyone looks at him. He lifts a paddle, throws it hard at Christian.

DYLAN

PADDLE!

They begin digging paddles into the water as Dylan looks over his shoulder to see...

EXT. POSEIDON - NIGHT

The ship is sinking. It's a terrifying sight. All the debris around it is being pulled into a forming vortex.

DYLAN

Harder! She's gonna pull us down!

They paddle for dear life, not gaining purchase on the water which runs fast under their raft.

EXT. POSEIDON - UNDERWATER - NIGHT

The massive ship sinks, hurling into eternal darkness.

EXT. LIFE RAFT (NEAR VORTEX) - NIGHT

Paddling like mad, as behind them, the VORTEX grows. Their oars plow water, but they too are being pulled back.

EXT. OCEAN - HIGH ANGLE - NIGHT

The raft is at the very edge of the VORTEX. Fighting. Fighting. Until finally...

An EXPLOSION of water erupts from the vortex's center.

EXT. LIFE RAFT - CONTINUOUS ACTION - NIGHT

The spray drenches them.

DYLAN

Harder. We've got to --

(CONTINUED)

CONTINUED:

And suddenly, the sea is calm. Perfect silence. They all look at each other. Faces in the moonlight. Not quite believing.

CONOR

Mom...?

Maggie looks at Dylan who just nods.

MAGGIE

Yeah, baby, we made it.

Dylan looks at Jennifer, tucked in Chris' arms.

DYLAN

You have a kid. And you name it after him. Even if it's a girl.

She nods through tears.

JENNIFER

I think you guys... I think you might have been friends.

Dylan looks at her. Smiles.

DYLAN

Yeah.

Dylan reaches into his belt. He takes the flare GUN out and points it into the air. He FIRES.

NELSON

I muumer ff nena's bros coot?

DYLAN

What?

NELSON

(really trying)

I-wonder-if-Elena's-brother's-cute.

The FLARE rockets overhead and then EXPLODES in a raining umbrella of red stars.

CONOR

A little late.

MAGGIE

What?

Conor smiles.

(CONTINUED)

CONTINUED:

CONOR
Fireworks.

DISSOLVE TO:

EXT. LIFE RAFT (OCEAN) - DAWN

Dawn breaks on Dylan's face. Everyone else is asleep.
He looks up at the new day. Then he smiles. PULL
BACK...

The life raft bobs, surrounded by ever-growing ocean,
smaller and smaller. CONTINUE BACK...

The raft is just a yellow coin on the horizon as the
rescue ships ENTER FRAME...

CONTINUE BACK OVER one ship, two, three, then more, six
boats, helicopter escorts soaring over their decks, all
heading towards rescue.

FADE OUT.

THE END

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BY WARNER BROS. PICTURES
SCRIPT PROCESSING DEPARTMENT

(818) 954-4632

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