
ALIEN VS. PREDATOR: REQUIEM

AVP 2

**Screenplay by
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Based on the "Alien" characters created by
Dan O'Bannon and Ron Shusett

And the "Predator" characters created by
John Thomas and James Thomas

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*The survival of the fittest is the ageless law of nature,
But the fittest are rarely the strong. The fittest are those
endowed with the qualifications for adaptation, the
ability to accept the inevitable and conform to the unavoidable,
to harmonize with existing or changing conditions."*

*--Herbert Spencer
adapted from Charles Darwin's "The Origin of Species"*

EXT. EARTH'S ORBIT

The Perseid Meteor shower falls like brightly alive raindrops as a PREDATOR STARSHIP does a roll maneuver, rocketing out of the Earth's orbit at 30,000 mph -- a streaking black comet silhouetted against the deep blue glow of Earth.

INT. PREDATOR STARSHIP

FOUR PREDATORS are hibernating in their cryostasis tubes.

In the ship's center, A PREDATOR lies in a place of honor. His face plate has been removed. The warrior mark is etched on his forehead. This is SCAR, the slain Predator from AVP.

SCAR's body suddenly twitches. He's attacked internally by violent convulsions. If he weren't already dead, the pain would be unimaginable torture. The flesh above his heart is ripped open as an ALIEN CHEST BURSTER tears its way out. It looks like an eel's head with bloody needle-sharp teeth.

Reflected off the face of the shiny cryostasis tubes its frightening shadow grows to NINE FEET. Quick flashes of the creature: Shiny, elongated alien head. A Predator fang-rimmed mouth. Alien jaws. Predator body. Alien tail.

THE PREDALIEN

a hybrid of both the Alien and the Predator stands there, bathed in Predator blood. It studies its own massive yellowish hand with nails like claws and then smashes through one of the cryostasis tubes, ripping a hibernating Predator from its sleep, killing it. Three cryostasis tubes open as:

THE PREDALIEN

slowly turns a full 360 degrees, glass from the shattered cryostasis tube crunching under its massive feet, to find:

THREE PREDATORS

armed, in fighting stance and circling their prey.

FIRST PREDATOR

leaps toward the PREDALIEN with incredible force.

PREDALIEN

catches the Predator in mid-air with its massive clawed hand and holds it by its throat. The Predator, the most terrifying hunter in the universe, dangles helplessly, inches from the fang-rimmed mouth of a monster whose face is half its own and half its mortal enemy.

PREDATOR

extends his forearm blades to stab the Predalien but the--

PREDALIEN

crushes his throat, stopping his thrashing body. The Predalien drops the once fierce warrior to the ground, dead.

PREDALIEN

swings its massive yellowish fist catching the second Predator full in the face, knocking its mask off and sending him slamming into a wall.

When the second Predator rises to fight again, PredAlien grabs a Predator spear and throws it right through him, nailing him to the wall.

PREDALIEN

catches the third Predator's arm and smashes it, triggering the Predator's shoulder cannon to fire! - The fireball blows a hole in the side of the starship, spinning it wildly out of control as--

THIRD PREDATOR

is being sucked out of the starship. It fires its wrist-mounted steel net.

THE NET

locks in place, sealing the hole and saving the Predator from getting sucked out into space.

THIRD PREDATOR

fighters g-forces to battle the PredAlien.

EXT. EARTH'S ORBIT - DAY

The Predator Starship cracks earth's orbit, spinning wildly.

INT. PREDATOR STARSHIP - DAY

The starship is upside down. The ceiling is now the floor. The PredAlien charges. The Predator, badly wounded, dives for the fallen shoulder cannon. The Predalien leaps for the Predator just as--

PREDATOR

grabs the fallen shoulder cannon like it was a shotgun just as the Predalien leaps on him. Silence. Then -- A muffled cannon shot. Then -- a basketball size hole is blown out of the PredAlien's back. He King Kong roars in pain and dies.

EXT. WOODS - (WIDE) - DAY

Our image blurs. Trees snap. Boulders are crushed. A crater spreads like a silent earthquake deep in the woods. The image blurs again, revealing that the Predator starship has crashed in cloak mode. No one has seen anything.

INT. CRASHED PREDATOR STARSHIP - DAY

Dead Predators lie around the dead PredAlien.

INT. CRASHED PREDATOR STARSHIP - SUB LEVEL 1 - DAY

An alien research lab of Predator design. A large futuristic glass container has shattered in the crash and is empty. A luminescent liquid pours out onto the floor. TWO CRAB-SHAPED STASIS CYLINDERS are also shattered, their contents missing.

INT. CRASHED PREDATOR STARSHIP - MAIN LEVEL - DAY

A Predator moves its clawed hand. The sole survivor crawls to a computer and activates a distress signal. It beeps.

A LONG, DARK SERPENT-LIKE SHADOW

forms on the wall. That awful "hiss" shatters the silence as-

THE WOUNDED PREDATOR

a fierce, proud warrior, turns to face

A TOWERING ALIEN.

The Alien massacres the Predator. The screams are horrific.

EXT. PREDATOR STARSHIP (CLOAK MODE) - DAY

The Alien looks out at the foreign environment from the landing. It walks forward. The lasers retract and the ramp withdraws, becoming flush with the starship's surface. The craft has become an impenetrable shell.

For the first time ever, an ALIEN FOOTPRINT forms on American soil. Title:

EXT. WOODS - DAY

Deep and dark in the woods with slices of sunlight. A loud silence is shattered by a RIFLE SHOT that echoes. Quiet falls. Then, the faintest flicker of movement in the brush. More movement. Closer. Faster. We wait for it.

A DEER

runs and jumps over a fallen tree as -- TWO HUNTERS -- BUDDY BENSON and his twelve year old son SAM, pursue their prey.

INT. SEWER PIPE - DAY

The Alien waits in darkness, watching, it's jaws drooling.

EXT. WOODS - DAY

Sam runs past the sewer pipe and right into the cloaked starship. He is knocked off his feet violently, his rifle falling to the ground. Sam sits there, stunned and hurt. He raises his hand to his nose and wipes away a little blood.

BUDDY

What happened?

Sam's silent. There is nothing in front of him but he knows something is there. Slowly he pushes himself off the ground.

BUDDY

Sam?

But he's not listening to his father. He's almost in a trance. He reaches his hand out and feels the air in front of him. His father watches, worried, but then Sam's hand hits something hard. Buddy looks at him. And now Buddy reaches out and touches it. It has the sound of steel.

EXT. WOODS - (HIGH ANGLE) - DAY

Sam and Buddy are standing at the edge of a wide crater dug out of the earth and hidden deep in the woods.

EXT. PORT ARTHUR, TEXAS - DAY

Two-lane roads. Flatiron plains. Farms. Motels. Waffle House.

EXT. GREYHOUND BUS STATION

SHERIFF EDDIE MORALES looks too young to be Sheriff but that's what he is.

Born and raised in Port Arthur, the 33 year old Mexican-American stands leaning against his squad car waiting as deputy JOE WALLACE walks up.

DEPUTY JOE

Homeless have set up again in the tunnel under Houston street.

SHERIFF MORALES

So go down there and clear them out.

DEPUTY JOE

By myself?

SHERIFF MORALES

You're a police officer.

DEPUTY JOE

I know.

SHERIFF MORALES

You have a gun.

DEPUTY JOE

I know.

SHERIFF MORALES

Take Ray with you.

DEPUTY JOE

(smiles; grateful)

Thanks, Chief.

INT. GREYHOUND BUS - DAY

The face of DALLAS HOWARD, a career thief for more than half his 32 years, is reflected off the window and reflected over it are the "CLOSED" and "FORECLOSED" signs of businesses lining the street as the bus pulls into the station. Dallas follows the line out and steps off the bus. He sees Morales.

SHERIFF MORALES

What's up, Dallas?

DALLAS

You come to give me a police escort?

SHERIFF MORALES

...Just a friendly ride.

DALLAS

That what we are, Eddie? Friendly?

SHERIFF MORALES

Badge don't change the past
Dallas...just the future. Get in.

INT. POLICE CAR - DAY

Sheriff driving. Dallas next to him, staring out the window.

DALLAS

I usually ride in the back.

Sheriff laughs.

DALLAS

Couple times you were with me.

SHERIFF MORALES

Things change.

DALLAS

You like being a cop?

SHERIFF MORALES

I like not being a crook.
People look up to me now. Kids.
It's different.

DALLAS

What about your cousins? Who
sneaks them across the border now?

SHERIFF MORALES

(laughs)

You're still an asshole.

DALLAS

How'd you get the job?

SHERIFF MORALES

Other sheriff died. Three years in
a cell, what was that like?

DALLAS

Cramped.

(studies town)

Lot of places closed.

SHERIFF MORALES

Most people are just surviving.
Hurricane didn't help. Only guy
getting rich is Manny.

DALLAS

How'd he manage that?

SHERIFF MORALES

He owns the U-Haul.

DALLAS

You see my brother?

SHERIFF MORALES

Every time I order a pizza.

INT. DOMINOES PIZZA - DAY

RICKY HOWARD, wearing a Dominoes Pizza uniform, looks at himself in the mirror. Ricky's 17, with spiked hair, an ear ring and an attitude. In Los Angeles or New York he'd be a cool kid, in Port Arthur he's just different.

DREW (O.S.)

You gotta wear the hat.

RICKY

I'm not wearing the hat.

DREW, 35, started delivering pizza when he was 16 for Dominoes and never left. He is now the manager.

DREW

If a field rep sees you delivering
without the hat I get written up.

RICKY

Drew, none of the drivers believe
the myth of the "field rep." You
make us wear the hat 'cause some
manager once made you wear one.

MANAGER

Ricky, you're on the track to be an
assistant manager when you
graduate. That means a set of
keys. Real responsibility.

RICKY

Drew, I appreciate it. I do, but--

MANAGER

But what? Wall Street beckons?
You're not going to college so what
factory in town do you want to work
at? Valero? BASF? Chevron
Phillips? Motiva Huntsman?
You want to make motor oil? Jet
fuel? Or just plain old gasoline?

The options are a hard realty most kids face here.

MANAGER

Might as well sell pizza.
(holds up six pizza boxes)
1427 Watercrest.

RICKY

I will be the greatest assistant
manager in the history of Dominoes
Pizza if you will just let Barry
make this one delivery.

MANAGER

Barry's across town. He won't be
back for thirty minutes. 1427
Watercrest.

Ricky nods - accepting his fate. He takes the pizza.

EXT. AIRPORT - DAY

TIM O'BRIEN and his seven-year-old daughter MOLLY are waiting
just off the runway as PASSENGERS unload from a plane.

KELLY O'BRIEN, 27 walks off the plane in desert camouflage.
Molly holds up a handmade POSTER that reads "WELCOME HOME
PFC MOMMY" Kelly smiles.

MOLLY

MOMMY!

Molly runs and jumps into Kelly's arms. Kelly holds her.

KELLY

Wow. You are so big.

After a long hug, she puts Molly down and looks at Tim.

KELLY

Hey.

TIM

Hey.

For the benefit of Molly's watchful eyes they force a hug-- but it's more as friends than husband and wife.

MOLLY

Mom, did you bring me something?

KELLY

Well...let's see.

She reaches into her bag and pulls out a BARBIE DOLL.

MOLLY

Mom, Barbie is a shameless attempt by a toy conglomerate to exploit the TV fueled dreams of pre-teen girls.

Kelly looks at Molly -- she's six -- and then to Tim.

TIM

She's been watching a lot of CNN-- trying to find news about you.

KELLY

Maybe I have something else.

Kelly searches the bag and retrieves a piece of equipment.

MOLLY

Wow. So cool. What is it?

KELLY

That's the ATN - PVS7.

MOLLY

Mom, I don't speak Rambo.

KELLY

They're night vision goggles.

TIM

Just what every six-year-old-girl needs.

MOLLY

What's this mean? F...L...I...R.

KELLY

Forward looking infrared. It makes everything green. I'll show you how they work later.

MOLLY
How far do they see?

KELLY
A thousand yards. That's ten
football fields.

Molly nods, satisfied.

MOLLY
Thanks, mom.

As they walk to their car, Molly tosses Barbie in the trash.

EXT. WOODS - DAY

...in the woods, alone with their "discovery," Buddy and Sam
have walked to the opposite end of the massive crater. It's
amazing how wide it stretches.

BUDDY
Sam, this ain't for us no more. We
gotta tell somebody. The sheriff.

SAM
Go on, dad. I'll stay.

BUDDY
Son, we're leaving. Right now.

A CRUNCHING SOUND -- movement on dried leaves. Buddy raises
his rifle, searching for a target. There is none. Buddy
turns back to Sam. And when he does--

SAM
DADDY!

Buddy whirls, swinging the rifle back around to face:

THE ALIEN

black, deadly and purposeful. It opens its massive jaws, the
flaps glistening with strands of shining slime, revealing
teeth as long as fingers. Buddy is horrified and frozen.
Sam is shocked silent. He drops his rifle.

THE ALIEN

unleashes a HISS as the camera spins 180 degrees as--

TWO FACE HUGGERS

leap from the darkness, their crablike bodies landing over the faces of Buddy and Sam, smothering the screams both are trying to make as their muscular tails wrap around their throats, strangling life from them. That warm liquid running down their necks is their own blood.

Neither one ever had the chance to scream.

EXT. STREET - DAY

Police car pulls up in front of an apartment building.

INT. POLICE CAR

Dallas starts to get out when--

SHERIFF MORALES

Dallas--

DALLAS

Yeah?

SHERIFF MORALES

Don't make me arrest a friend.

Dallas grabs his bag and closes the door.

INT. VOLKSWAGEN - DAY

Suburbia. Nice houses, lawns, cars -- except Ricky's. He parks a battered Chevy pickup in front of 1427 Watercrest. He can hear the music playing in the backyard. He gets out, walks around to the other side and takes the pizzas out.

His eyes take in the nice CARS. The front door opens and JESSICA "JESSIE" SALINGER, 17, beautiful, runs out to her jeep. Ricky ducks - hiding behind his car. In the side view mirror he sees Jesse grab a CD from her jeep and run back into the house.

Ricky catches sight of his reflection in his car window. Dominoe's uniform, hat and six pizzas.

RICKY

Shit.

EXT./INT. HOUSE - DAY

The music is blaring. Ricky rings the doorbell. No answer. He knocks. Then pounds on the door. Finally -- an answer. Door opens and Ricky is looking at MARK.

MARK

Hey, Dale - why didn't you tell me
this was a costume party?

(hollering out)

Dale! You gotta see this outfit.

NICK walks up, laughs. Ricky walks the pizzas through the party as the other TEENAGERS look at him. Ricky walks into the living room where DALE looks at him.

DALE

I don't care how bad you need the
money, why would you wear that
uniform?

RICKY

Pay's not much but they got a bonus
program that lets ya' deliver
pizzas to assholes like you.

Around the room - a few surprised LAUGHS. Jesse smiles.
Dale is thrown.

DALE

That's funny, man.

Dale reaches into his pocket and takes out a few twenty
dollar bills. He drops them on the ground. Nick laughs.

JESSE

Dale. Stop.

EVERYONE looks over. Dale looks at Jesse, shrugs.

DALE

What? I'm havin' a little fun with
the guy.

Ricky kneels down and picks the money up. He has to.

EXT. HOUSE - DAY

Ricky walks back to his car -- suddenly Mark and Nick are on both sides of him. They grab him. He struggles.

DALE

You should have just kept your mouth shut. You embarrassed me. Upset Jesse. Was it worth it?

Dale HITS him hard. Ricky goes down.

DALE

Was the laugh you got worth it?

Ricky picks himself up. KIDS pour out of the house to watch.

DALE

No answer?

Dale HITS him again. Ricky goes down. He wipes blood from his mouth. His car keys fall on the ground. Dale grabs them.

RICKY

Give me my keys.

Dale throws them down the sewer. Mark and Nick laugh.

DALE

C'mon. Let's go.

They walk back to the house as the other KIDS watch. Ricky spits blood onto the sidewalk. He looks up defiantly--

RICKY

Hey, Dale--

Dale turns back. EVERYONE looks at Ricky. The answer--

RICKY

It was worth it.

EXT. WOODS - DAY

BERNIE KRAKOWER (affectionately known as "Bernie the Bum" around Galveston because he wears the same overalls every day) walks his dog on the hiking trail that runs along the creek in the woods.

Bernie throws a tennis ball and his dog retrieves it. He throws it again. The dog doesn't come back.

BERNIE
BUSTER! BUSTER!

Silence. Bernie worries. Finally -- Buster emerges from the woods with something in his mouth.

BERNIE
What do you got? What is that?

Buster drops it from his mouth. It falls on the dirt. It's a human hand.

INT. HOUSE - DAY

Ricky moves a broken screen and climbs through the window. He is jolted by the sight of a body waiting there - it's Dallas.

RICKY
How'd you get in?

DALLAS
Picked the lock.

RICKY
Doesn't that violate your parole?

DALLAS
Tell me the other guy looks worse.

RICKY
There were three other guys and no, they don't.

DALLAS
Let's go find em'.

RICKY
Why? You miss your cell?

DALLAS
That earring come with the new attitude?

RICKY
They threw my keys in the sewer.

DALLAS
Call a locksmith.

RICKY
What am I gonna pay'em with pizza?

DALLAS

Where's dad?

RICKY

Caught a rig. Been out six months.
He sends the rent check.

DALLAS

He send anything else?

RICKY

He sends the rent check.

DALLAS

Ya heard from mom?

Ricky shakes his head.

DALLAS

I'm gonna get a job, help out.
That cool with you?

RICKY

Whatever.

DALLAS

I'm here. Okay? I'm trying.

RICKY

Look - I don't need you pit
stopping trying to play super
brother or fill-in father.

DALLAS

Yeah, I must be crazy. Anybody can
see you're fine all by yourself.

Ricky, with the bruises on his face, looks up at him.

INT. DAIRY QUEEN - DAY

Tim and Kelly sit at a back table with a view of Molly across
the restaurant playing an arcade game.

KELLY

Chicken fried steak sandwich and a
coke.

DENISE

You want fries with that?

Kelly shakes her head.

TIM
Denise, I'll have--

DENISE
A belt buster, chili cheese fries
and a Coke, but you want your chili
on the side and no salt on your
fries, right?

Denise looks at Kelly after she says this.

TIM
That's right.

DENISE
Hey, Molly.

MOLLY
Hey, Denise.

DENISE
You want the usual, honey?

MOLLY
(busy playing game)
Uh-huh.

DENISE
(writing it down)
Corn dog. Fries. And a Sprite.

Again, Denise looks at Kelly as she finishes saying this.

KELLY
And a strawberry blizzard.

DENISE
Oh, she don't like the strawberry
no more. She likes a chocolate
dipped cone.

Kelly nods - learning about her daughter from a stranger.

DENISE
(as she leaves)
I'll be right back with that, Tim.

Kelly and Tim sit there quietly.

TIM
We eat here a lot.

KELLY

Yeah, thanks for the news flash.
Why don't you cook?

TIM

Because I work. I'd ask my wife to
do it but she was in Iraq, flying
helicopters and saving the world.

KELLY

Look, it's just a week until I find
a place. Then you and Miss Dairy
Queen can do whatever you want--
just keep it away from Molly.

TIM

Nothing happened. Okay?

Across the restaurant - Molly looks away from the arcade game
to see her parents arguing. They see her and quickly stop.

TIM

She missed you.

KELLY

I missed her.

TIM

What was it like? Iraq.

Kelly is quiet.

TIM

You saw things?

KELLY

Yeah...I saw things.

She gets up and walks across the restaurant. She stands
behind Molly and watches her play the game.

KELLY

You're really good.

MOLLY

Want me to show you how to play?

KELLY

Yeah, I'd like that.

And as Molly starts to explain the game to her mom.

EXT. STREET - NIGHT

...In an alley just off a main street, Dallas and Ricky are removing a sewer manhole cover.

RICKY

Hurry up.

DALLAS

You want to do it?

RICKY

You're the thief in the family.

DALLAS

I'm not stealing this. I'm just trying to get it open.

And with a final push with the crowbar he gets it off -- but it takes both of them to lift it off and move it out of the way. They stare down into the darkness.

DALLAS

Give me the flashlight.

They climb down into the sewer tunnel.

INT. HOUSE - NIGHT

DARCY BENSON is making dinner. On a shelf in the kitchen are pictures of her and Buddy's wedding. And her and Sam at his little league game. And the three of them at Christmas.

From the kitchen window, Darcy sees a police car pull up in front of her house. Its lights spin but there is no siren.

EXT. HOUSE - NIGHT

Eddie climbs out of the car. He walks up Darcy's sidewalk.

INT. HOUSE - NIGHT

Darcy watches Eddie approach as the police lights spin, washing over her face. The strangest feeling comes over her. She hears the knock at the door but she doesn't move. She's just frozen there. More knocking. Still frozen. It's too hard to face and too real to ignore. She's dizzy with worry but she gets to the door, grabs the knob and opens it. A look between them. She just knows.

DARCY

Just tell me, Eddie.

INT. SEWER TUNNEL - NIGHT

It's a deep, dark, dank subterranean world. TWO FLASHLIGHTS slice through the darkness like lasers as Dallas and Ricky walk through the tunnel.

RICKY
It's filthy down here.

Dallas just looks at him.

DALLAS
It's a sewer.

A "HISSING" echoes through the tunnel.

RICKY
Did you hear that?

Dallas looks back. Looks around.

DALLAS
Yeah.

They keep moving. Suddenly a faint VOICE.

MAN'S VOICE (O.S.)
This is my area! My area!

Emerging from the darkness like a ghost is a bugged out HARRY(40's; resembles the Unabomber). He carries a crate.

HARRY
My area!

He brushes past them angrily, continuing to yell in disgust.

RICKY
Who is he?

DALLAS
He lives down here.

They walk through Harry's "area" - a small collection of boxes assembled into a makeshift "fort." They duck under a clothesline--

RICKY
Is that a couch?

DALLAS
Yeah.

RICKY

How did he get it down here?

INT. SEWER TUNNEL INTERSECTION - NIGHT

Fifty yards back from Dallas and Ricky. Water drips from a crack in the tunnel onto a shiny black surface that is revealed to be the cranial plate of

THE ALIEN

moving in the darkness, its massive jaws glimpsed in a sliver of light.

INT. SEWER TUNNEL - NIGHT

Ricky shines a flashlight against a wall. In clean, painted letters: **WATERCREST 1400-1500 BLOCK**

RICKY

Should be right up here.

(shines flashlight)

There's the sewer drain. Check the floor.

DALLAS

They're your keys. You do it.

RICKY

Shine the light.

Dallas shines the light as Ricky sticks his hands into the black water. He keeps feeling for the keys. Nothing.

RICKY

They're not here.

DALLAS

Maybe they got swept away.

Ricky takes his flashlight back. He shines it further down.

RICKY

Maybe it's that one.

Their flashlight beams illuminate another sewer drain ahead fifty feet away. They walk toward it as they hear that "HISSING" sound again.

RICKY

What the hell is that?

DALLAS

Sounds like an alligator.

RICKY

That's not funny, Dallas.

DALLAS

C'mon, you loved that movie?
"Alligator"?

RICKY

I hated that movie. You tortured
me as a kid makin' me watch it all
the time. It gave me nightmares.

DALLAS

..."it lives in the sewers fifty
feet beneath the city...it's thirty
feet long..."

RICKY

It was thirty-six feet long.

DALLAS

Didn't it get flushed down the
toilet or something...?

RICKY

Down the toilet and into the sewer
where it grew into a monster by
eating the corpses of laboratory
animals that had been subjected to
bizarre hormone experiments.

Ricky searches the ground underneath the second drain.

DALLAS

Remember when you wouldn't sit on
the toilet 'cause you thought it
was gonna' pop up and eat you?

Dallas laughs hysterically at the memory.

RICKY

Found 'em.

Ricky holds the keys up. Dallas stops laughing when he
realizes that they are now surrounded by TALL SHADOWS.

HOMELESS PEOPLE

(Mole people) are everywhere. Dallas and Ricky are deep
underground within this community of lost souls.

DALLAS

You want to ask them about the couch?

RICKY

I want to get out of here.

They climb up a utility ladder and lift a manhole cover--

EXT. STREET - NIGHT

Manhole cover comes off just as -- a TRUCK races over it ---

RICKY

Shit!

Ricky ducks down and then ducks back up. The truck races past and skids to a stop.

TERRY

(33; built like a
linebacker)

What the hell are you doing down there?

Ricky climbs out. Then Dallas. A beat.

TERRY

Dallas? Shit man, when did you get out?

DALLAS

What's up, Terry?

RICKY

(almost to himself)
God this town is too small.

DALLAS

Where's the fire?

TERRY

Buddy Benson and his boy are missing. Talk is somebody found a hand. Town's meeting at the gym.

And Dallas and Ricky follow them inside--

INT. HIGH SCHOOL GYM - NIGHT

The school gym is packed with RESIDENTS. Among them - Tim, Kelly and Molly. Dale and his friends, Mark and Nick. Jesse Salinger and her parents. Bernie who found the hand. Darcy Benson, comforted by friends. Everyone is tired, they're worried and they've been waiting. Dallas and Ricky, brushed by dirt and mud, walk in late and stand in the back.

RICKY

Looks like the whole town is here.

Finally -- Sheriff Morales walks up to the podium, flanked by his two deputies, RAY ADAMS and JOE LEONARD.

SHERIFF MORALES

Here's what we know. Buddy Benson and his son, Sam, are missing. There is evidence that a crime has occurred.

LOCAL JOE

(hollering from back)

Is it true that they found a hand?

Everyone reacts. Darcy closes her eyes.

SHERIFF MORALES

I'm not going to answer any questions about our investigation. This is a short informational briefing.

LOCAL JOE 2

...But you ain't telling us shit?

NATHAN

(35; power plant operator)

I think the first place we oughta be lookin is at any ex-cons that just got back in town.

Murmurs of approval from older residents. Dallas stands up--

DALLAS

If I was gonna hurt anybody, Nate, it wouldn't be Buddy Benson and his boy. It'd be you. Now if you go missing, I'm definitely a suspect.

SHERIFF MORALES

I drove Dallas from the Greyhound station home at the time we believe Buddy and Sam went missing. He's not a suspect.

OLD MAN RESIDENT

...But he is your friend, isn't he?

There are some knowing small-town nods around the church.

SHERIFF MORALES

The last person to see Buddy and Sam is Hank Thompson. He was coming in from an early morning hunt when Buddy and Sam were going out. That was at eleven-thirty.

FEMALE RESIDENT - TANYA

(45; supermarket clerk)

If they did find a hand like everyone is sayin' -- sorry, Darcy - - but if they did and there's no bodies, we could be dealin' with one of them crazy cults.

FEMALE RESIDENT - SALLY

(homemaker; 56)

What about the homeless population below Houston Street? God knows what goes on down in those sewers.

FEMALE RESIDENT - MARY

(43; school teacher)

What about bringing in the FBI? No offense, Eddie, but you've only been sheriff a few months and whatever this is you can bet it's a pretty big deal.

SHERIFF MORALES

This doesn't fall under FBI jurisdiction. We have the resources to conduct a thorough investigation and be assured that we will.

Darcy stands up, emotionally devastated. Everyone quiets.

DARCY

Eddie, why aren't we looking tonight?

(MORE)

DARCY (cont'd)

Get some flashlights and get
lookin' for my son and my husband.
They're out there. Buddy's hurt.
Sam may be too.

SHERIFF MORALES

Darcy, my men have done a
preliminary search. We've secured
Buddy's pickup and checked the
surrounding area. We didn't find
anything.

This is hard for Darcy to hear. Her mom comforts her.

SHERIFF MORALES

We can't do a search tonight. It's
too large of an area to light up;
there's steep drop-offs and animal
traps and it's too dangerous.

People vocally disagree. Morales shouts above them.

SHERIFF MORALES

...Most importantly I can't have a
couple of hundred people walking
through a crime scene destroying
evidence I may need in court.
We will search every inch of those
woods at first light tomorrow.

...Off the disgruntled murmurs of a worried town--

INT. SEWER TUNEL - (EGG CHAMBER) - NIGHT

Buddy and Sam are cocooned in a bizarre mound, their faces
frozen like wax figures. Sam's tiny eyelids flutter open.

SAM

Dad! Dad! It's moving. Inside me.

Buddy's eyes open. And it's a parent's worst nightmare -
your child is in pain and you can do nothing to stop it.
Buddy fights to get free but it's no use. He's trapped.

BUDDY

Sam! I'm here, Sam. I'm right
here.

SAM

Help me, Daddy. Please. It hurts.
Make it stop. Make it stop.

Raging with anger, desperate to help his son, Buddy fights to
get free.

BUDDY

I can't move. I can't move.

WE CREEP toward Buddy's stomach. Until we are...

INSIDE STOMACH: (EXTREME CLOSE UP)

Like watching fuel go through an engine, the Alien moves through the six feet of Buddy's large intestine. For the first time we see what an Alien does inside a human being.

BUDDY'S EYES

close. He is internalizing his pain so as not to scare Sam. Suddenly his eyes blast open. His body shakes, seizes.

Sam can't move his body but he can move his eyes. They dart over to watch the horror.

SAM

Daddy?! DADDY?!

Buddy tries to scream but he can't. He can't move. His body seizes. He begins to shake violently.

SAM

Daddy! What's happening?!

A spot on Buddy's solar plexis tears open and

A SMALL MONSTER (A BABY ALIEN)

resembling an eel's head the size of a man's fist explodes from within his chest, flashing bloody needle-sharp teeth.

A SMALL BLOOD-SOAKED HEAD

slowly turns and focuses on Sam...

EXT. WOODS - NIGHT

A patch of earth depresses deep in the woods. A one-man Predator craft "blinks" out of cloak mode. It's landed.

A PREDATOR

steps out of his cloaked ship. Arcs of electric fire crawl across its body as the Predator steps on Texas dirt.

INT. APARTMENT - (MOLLY'S BEDROOM) - NIGHT

Everything is green, courtesy of the NIGHT VISION GOGGLES that Molly is wearing. Kelly comes into the room and turns the lights on. The night vision goggles go blinding white.

MOLLY

MOM!

KELLY

Take those off, it's time for bed.

Molly takes them off.

MOLLY

If any monsters try to get us tonight I'll be able to see them before they're even on our street.

Kelly sets the night vision goggles down on the nightstand and starts to tuck Molly in.

KELLY

There are no monsters, angel.
(kisses her)
I'm so glad I'm home. I'm not going to leave you ever again.

MOLLY

Promise?

KELLY

I promise. I love you.

MOLLY

I love you too, Mommy.

Kelly turns the lights off.

MOLLY

Mommy?

KELLY

Yeah?

MOLLY

Do you still love Daddy?

KELLY

(a beat)
...Of course. And I always will.

Kelly starts toward the door--

MOLLY

He missed you, Mom. I know he did.

Kelly looks at Molly. A moment between mother and daughter.

KELLY

I'll make you pancakes in the morning. Goodnight, honey.

MOLLY

Goodnight Mom.

Kelly closes the door. A beat. Molly slyly reaches for her night vision goggles and puts them on. Once again the room becomes green. She scans it, in search of any monsters...

INT. LIVING ROOM - NIGHT

Kelly walks in. Tim has made up the couch.

KELLY

I'm good with the couch.

TIM

You've been sleeping on cots, on the desert floor and God knows where else for sixteen months...I'll take the couch.

KELLY

Okay.

Tim sits. Kelly sits.

KELLY

You've done a great job with her.

TIM

She's glad that you're home.

KELLY

I saw the divorce papers on the desk. I'll read 'em over and sign 'em tomorrow, okay?

Tim nods.

KELLY

Pretty weird, huh?

TIM

Yeah, whole town's freaked out.

KELLY

I was talking about us, Tim.

TIM

Yeah.

She stands up, heads toward the bedroom.

KELLY

Communicative as ever.

TIM

I don't know what to say. I didn't know what to say when you got called up. I didn't know what to say at the airport when you left. I didn't know what to say when every guy at work was giving me shit for my wife being a soldier and I don't know what to say now. Okay? 'Cept I'm glad you made it back--

A beat. Kelly softens. Then--

TIM

'Cause Molly needs her mother.

A beat. Kelly walks into the bedroom and closes the door.

EXT. WOODS - DAY

First light. A HUNDRED TOWNSPEOPLE crest a ridge searching for Buddy and Sam. Darcy is in the lead, flanked by family and by Sheriff Morales and Deputy Ray Adams.

DARCY

Buddy! SAM! BUDDY! Sam!

EXT. WOODS - AFTERNOON

Deeper in the woods. Led in this section by Deputy Joe Wallace. MORE TOWNSPEOPLE are searching.

VARIOUS TOWNSPEOPLE

Buddy! SAM! Buddy! SAM! Buddy!

EXT. WOODS - DUSK/NIGHT

Day is turning to night. The townspeople have been searching for 12 hours and everyone is tired. They're packing up the trucks and cars and calling it a day. Sheriff Morales and Deputy Ray walk up to Darcy.

SHERIFF MORALES
Darcy, we'll start up again
tomorrow.

DARCY
I'm stayin'.

EXT. ALTERED P.O.V. - DUSK/NIGHT

Deep in the woods and high in the trees there is movement. A hidden observer is there. Morales and Darcy's images are seen through HEAT SEEKING VISION (Predator Vision), their bodies outlined in luminous aureoles. Morales and Ray's holstered handguns are highlighted.

EXT. WOODS - DUSK/NIGHT

RAY
Darcy--

DARCY
Ray, my son and my husband are out here somewhere. They need me to keep looking. They wouldn't stop lookin' for me.

They look at her. Her love and determination are moving.

SHERIFF MORALES
We'll stay with you.

EXT. ALTERED P.O.V. - DUSK/NIGHT

Their voices are recorded/heard and enhanced, repeating in a digital computer-like voice.

PREDATOR
(imitating Darcy's voice)
Ray...Ray...Ray, my son and...

EXT. WOODS - NIGHT

A thick fog has settled in. Sheriff Morales and Darcy are searching the woods with powerful wide-beam flashlights that slice through the fog like lasers, creating an eerie "glow" effect throughout the woods.

EXT. ALTERED P.O.V. - NIGHT

In "heat vision" the cloaked Predator image scans over Darcy. He shows little interest in her. His focus is Sheriff Morales and Ray. It snaps to the gun in their holster belts. His prey is human, armed and fair game.

EXT. WOODS - NIGHT

Morales raises a walkie-talkie to his mouth.

SHERIFF MORALES
(into walkie-talkie)
Ray...

EXT. WOODS - NIGHT

The silence of the deep, dark woods is shattered by the "squawk" of the walkie-talkie and the sheriff's voice.

RAY
(into walkie-talkie)
Yeah, Chief?

EXT. WOODS - NIGHT

Sheriff wipes his tired eyes, trying to manage the exhaustion like he does his deputies.

SHERIFF MORALES
Anything?

Knowing the answer, the question is more for Darcy's benefit.

EXT. WOODS - NIGHT

Ray's flashlights does a sweep of the darkness before him.

RAY
(into walkie-talkie)
Nothing.

EXT. WOODS - NIGHT

Morales looks over at Darcy. Slowly...she nods.

SHERIFF MORALES
We'll start up again tomorrow.
Get some sleep, you hear?

EXT. WOODS - NIGHT

RAY
(into walkie-talkie)
Yeah. You do the same, Chief.

Ray turns and heads back in the other direction.

EXT. WOODS - NIGHT

Sheriff Morales looks at Darcy who is tortured with worry.

DARCY
Are they dead?

He looks right at her. She is broken with grief.

DARCY
Are my son and husband dead?

Exhausted, his answer comes fast and honest.

SHERIFF MORALES
I don't know.

EXT. WOODS - RAY'S AREA - NIGHT

Ray, bathed in fog, walks through the woods as his flashlight burns a path of light through the darkness.

PREDATOR (O.S.)
(in Darcy's voice)
Ray...

Ray turns quickly and shines the flashlight back through the darkness. Did he hear that? Did he imagine that? He's been on his feet for eighteen hours and he's not sure of anything right now.

PREDATOR (O.S.)
(in Darcy's voice)
Ray...

...He heard it that time for sure. That voice. Darcy's voice. He shines the flashlight to link the face with the voice. Left. Right. He turns completely around. Nothing.

RAY
Darcy?

He's looking, trying to see through the impossibly thick fog. But she's not there. He turns and looks the other way as--

PREDATOR

walks right in front of him like a ghost in his own nightmarish haunted house.

RAY

terrified, quaking in a cold sweat at the sight of the eight-foot creature, drops his walkie-talkie in fear as he reaches for his gun. His hand shakes. His mind, already firing on fumes before this, is flooded with terrifying questions.

And now he can't get his gun out of its holster. And now the creature is gone. Vanished. But not in the fog. As thick as the fog is, whatever that creature was disappeared all on its own right in front of him.

But it is here. He saw it. And he wasn't the only one. The bird noises, the animal noises, any animal with a heartbeat anywhere in the woods suddenly stops moving or making noise. All around Ray it is deadly quiet.

RAY

stands there, flashlight in one hand, gun in the other, searching the fog with both for a target. Surrounded by darkness, he is all alone with whatever nightmare this is.

PREDATOR

is standing directly in front of Ray in cloak mode. Arcs of electric fire crawl across its chest as it slowly comes out of cloaked mode and reveals its full form to--

RAY

who looks up, his face frozen in a mask of horror, to see the Predator towering over him, its eyes, glowing in the dark fog, burning through the slits in its smooth, angular mask.

PREDATOR

raises his arms and clawed hands as two long, curving, crooked blades snap into place, extending from its wrist, past clenched fist. He rams the right blade savagely into Ray's side.

RAY

never had a chance to fire. Never had the chance to fight. And with his lung now pierced he can't scream.

RAY

stumbles forward, his head lowered in a painful forced bow before his hunter as the--

PREDATOR

raises his left arm high and brings it down across Ray's neck. Ray's headless body falls to the ground. Without remorse, the Predator hooks its third spurred finger into Ray's leg like a meat hook and drags his body across the floor of the woods like a hunter towing a slain trophy deer.

EXT. STREET - DAY

Darcy staple guns a "M I S S I N G" flyer with pictures of Buddy and Sam on it, along with descriptions, police and home phone numbers, date gone missing, etc.

INT. WAFFLE HOUSE - DAY

A busy breakfast crowd. TOWNSPEOPLE watch Darcy from their window booths. WAITRESS CARRIE ADAMS dials on the kitchen phone as she watches Darcy staple another sign outside.

RAY (V.O.)
(cell voice mail message)
This is Deputy Ray Adams.

EXT. WOODS - DAY

Blood drips like tears onto a large green leaf.

RAY (V.O.)
(cell voice mail message)
I'm sorry that I missed your call.
You can try me at the station at
817-555-1717 or leave a message.

INT. WAFFLE HOUSE - DAY

Carrie listens as the message finishes with a beep--

CARRIE
(into phone)
Hey baby, it's me. I know you're
out there searching. Darcy's
putting up missing signs. Whole
town is freaked. You got to sleep,
Ray. I left dinner in the refrige.

COOK
Carrie, c'mon. Get this food out.

CARRIE
(into phone)
I gotta go. Call me. I love you.

She hangs up. Flips the cook off and grabs three breakfast plates and drops them off at a table where Tim (dressed in his cable installer uniform) and Kelly are sitting alone and leaves. We stay with Tim and Kelly.

TIM

I think I should be the one to move out. Bad enough Molly's losing her parents she doesn't need to lose her home, too.

Kelly looks at him.

TIM

You two should live there.

Kelly's touched. She slides the newspaper across the table.

KELLY

She's not losing her parents.
(a beat)
It'll just be different.
(looks for Molly)
Molly, honey, come eat.

Molly, stacking creamers at the bar, cuts across Carrie's path and sits with her parents as Carrie pours a cup of coffee for Dallas a few booths away. He's reading the CLASSIFIED ADS.

CARRIE

How's the job hunt going?

DALLAS

Not qualified for a whole lot.

CARRIE

What do you do?

DALLAS

I've been a thief for fifteen years.
(a beat)
Any suggestions?

CARRIE

I hear the bank's hiring.

She winks. He laughs. Carrie heads back into the kitchen as Dallas looks out the window to see --

EXT. WAFFLE HOUSE - DAY

Darcy staples another "MISSING" flyer on a phone pole.

Harry - the rambling homeless guy from the sewers - walks past her with a garbage bag of plastic water bottles he plans to recycle for money. He suddenly looks at her--

HARRY

You can't just walk into somebody's space. It was my space.

Harry keeps walking as -- Sheriff Morales pulls up. Gets out. Walks over to Darcy.

SHERIFF MORALES

I got Houston search and rescue coming out with us today. They're the best in the state, Darcy. If Buddy and Sam are out there, we're going to find them.

She nods, grateful and scared. Sheriff Morales walks inside the Waffle House. Sees Dallas. Notices classified ads.

SHERIFF MORALES

John McTiernan over at the mill is hiring. Tell him I sent you. He'll start ya at minimum wage but--

DALLAS

I got no problem with that. Thanks, Eddie.

SHERIFF MORALES

(hollers out)

Carrie, can I get a coffee? Black. To go.

She nods, walks over. As she pours--

CARRIE

You guys were out all night, huh?

SHERIFF MORALES

Ray didn't come home last night?

CARRIE

What? No. Wait. Eddie. I thought he was out with you. I tried him on his cell. He didn't answer. Oh, My God...

SHERIFF MORALES

Carrie...listen to me. Ray, he was pushing real hard on this one. He probably just went on and kept looking. The cell reception out there is--

...but his face betrays him and she reads his worry.

CARRIE

He doesn't call when he's with you 'cause he doesn't want you thinkin' he's not working. But when he's alone he always calls. Always.

EXT. WOODS - DAY

The Predator moves stealthily in a different part of the woods. This is the marsh. The swamps. A few miles away from the search zones the locals did.

PREDATOR VISION:

A full scan of the woods picks up multiple heat sources --

BIRDS, A DEER by the creek, AN OWL in a tree - finally settling on the most powerful "heat source" - THE CRASHED PREDATOR CRAFT still hidden in cloak mode.

PREDATOR

runs to the cloaked ship. He finds it.

EXT. CRASHED PREDATOR STARSHIP - NIGHT

The Predator walks up the landing ramp and inside.

INT. CRASHED PREDATOR STARSHIP - NIGHT

A futuristic crime scene. There is Predator blood on the walls and Predator weapons on the floors.

PREDATOR

Utilizing the thermal sensor built into its battle mask, scans the ship for any signs of life. There are none.

PREDATOR

walks over to a MAGNETOENCEPHALO HOLOGRAPHIC TABLE. He presses a button with two oddly elongated middle fingers.

A HOLOGRAM

of the Predator-PredAlien battle, seen in 1/10 scale, appears and begins to play. On screen: *The surviving Alien kills the surviving Predator. An Alien walks over the dead bodies and out of the ship.*

PREDATOR

presses a few buttons on the main console. On the screen a cluster of Predator symbols appear and then begin disappearing one after the other. This is a countdown.

EXT. CRASHED PREDATOR STARSHIP - DAY

Predator steps outside. Using his Predator vision, he picks up the "heat" of Alien footprints. The Predator's mission is clear - kill the surviving Alien.

As the Predator runs away, the crashed craft detonates in cloak mode. Like a detonation in space, there is no explosion. The only sign an explosion has occurred is that the crater widens slightly and some debris falls.

INT. SCHOOL - BIOLOGY CLASS - DAY

Ricky, Jesse, Dale, Mark and Nick listen to their "hyper passionate about science biology" teacher, MR. THOMAS. "Survival of the Fittest" is written on the chalkboard.

MR. THOMAS

"Survival of the fittest" is a phrase coined by Herbert Spencer that was derived from Charles Darwin's theories of evolution - what Darwin termed "natural selection." Who knows when Darwin proposed the idea of natural selection in "The Origin of Species?"

He looks around hopefully. No one responds.

MR. THOMAS

It was in 1858. And who remembers what "natural selection" means?

Again he looks around hopefully but no one responds.

MR. THOMAS

Simply put, it means nature decides what lives and what dies based on their ability to adapt to their ever changing environment.

INT. SEWER TUNNEL - (EGG CHAMBER) - DAY

The towering SHADOW of the Predator moves on the walls as the Predator stalks through the sewer tunnel. The Predator finds the Alien's cocoon where the bodies of hunters Buddy and Sam hang in a near-impenetrable shell. The chests of the father and son are exploded outward.

MR. THOMAS (V.O.)

What cannot adapt, becomes extinct.

The Predator now knows that two other Aliens are loose. He's now hunting three targets.

INT. CLASSROOM - DAY

The kids are dying with boredom as Mr. Thomas continues the lecture.

DALE

Ricky.

Ricky, two seats up, hears Dale but doesn't turn around.

JESSE

Dale, leave him alone.

DALE

Ricky. Hey.

Jesse watches as Ricky finally looks over his shoulder.

DALE

Kinda hungry, man.
(holds a ten dollar bill)
Can you go get me a pizza?

A few kids LAUGH. Ricky nods. A beat. Then pops out of his seat with a surge of energy and hits Dale across the face. He hits him again before Ricky's friend and Mr. Thomas can pull him off.

MR. THOMAS

What did you say?

DALE

Nothing. He just freaked out.

MR. THOMAS

Ricky...go to the office. Wait for me. I'll be there after class.

Ricky's looking at Dale. He wants to finish this.

MR. THOMAS

Now!

Ricky walks out. Jesse watches him go. Dale wipes blood from his lip. He never takes his eyes off Ricky.

EXT. WOODS - DAY

All of the sounds in the woods - the animals, the stream - all seem AMPLIFIED. Branches move as --

SHERIFF MORALES

leads a team of FOUR SEARCH AND RESCUE officers through the woods. He winces at a strong smell and reluctantly follows it.

A DROP

falls onto Sheriff Morales's face. He wipes it off and sees that his palm is streaked with blood. Sensing the dread, as if there were weight on his eyelids, his eyes slowly rise to see...

RAY'S HEADLESS CORPSE

dangling by its ankles from the long, twisted branch of a tree, dripping blood into a puddle. Hundreds of flies swarm around the corpse, moving in and out of the exposed chest cavity as if it were a hive. Ray's entire body has been skinned. It hangs there, bathed in blood.

INT. PRINCIPALS OFFICE - DAY

Ricky is sitting in a chair outside the principal's office. The door opens. The principal walks Dallas out.

PRINCIPAL

I'll tell you what I told your brother. You're suspended for one week. If it happens again, you're expelled. You want to throw away your life, throw another punch.

DALLAS

You hear that?

RICKY

Yeah.

Dallas and Ricky walk out.

EXT. FRONT OF SCHOOL - DAY

Dallas and Ricky walk to Ricky's truck.

DALLAS

You're grounded.

RICKY

Fuck you.

DALLAS

God, I missed these family talks.

They arrive at the truck and get in.

INT. TRUCK - DAY

Dallas and Ricky sit there in silence. Finally--

RICKY

How come you didn't--

Dallas starts up the truck.

RICKY

How come you never told 'em it was me?

Dallas turns the truck off - looks at Ricky.

RICKY

I didn't ask you to do three years in prison for me.

DALLAS

No, you didn't.

(a beat)

You didn't have to.

RICKY

This isn't a rescue mission, okay? I don't need saving.

DALLAS

Look. It would take a road map for my life just to get back to fucked up. Me, dad, mom - you got all the excuses in the world to be nothing.

(MORE)

DALLAS (cont'd)

Is that what you want? Cause that's what I got and that's what I am and let me tell you it ain't cool, little brother. It sucks.

INT. MORGUE - DAY

The only thing smaller than this town is its morgue. The skinned body of Deputy Ray Adams is laid out on a steel table, naked. DOCTOR LENNON (a slight, wiry man) has finished his preliminary autopsy and Sheriff Morales has come to hear it.

DR. LENNON

Ray was alive when most of this happened.

Morales was stoned faced. It was unthinkable.

DR. LENNON

(points)

There's defensive wounds on both hands and arms and his vocal folds were bleeding. He was screaming. He was screaming all through it.

Dr. Lennon removes his glasses, wipes his eyes.

DR. LENNON

Do you know what it would take to do this? For a man to do this to another man? To skin a human being alive while he was screaming?

A beat.

DR. LENNON

If you find Buddy and his boy like this...you'll have to get someone else to do the autopsy.

Lennon pulls a white sheet over Ray's body.

SHERIFF MORALES

There's no tracks. It's like the fucker appeared and then just vanished.

DR. LENNON

Whoever did this had help.

Sheriff Morales looks up.

DR. LENNON

One man couldn't hang Ray's body as high as you found it. Not alone.

Dr. Lennon studies the haunted look on Morales' face.

DR. LENNON

You're in over your head, Eddie.
What are you going to do?

The question was as sobering as the horror of all of this.

SHERIFF MORALES

Let you know when I figure it out.

EXT. STREET - DAY

Dale and his friends Mark and Nick are playing a game of stickball in the street.

Molly watches from the sidewalk as she plays with her dolls.

DALE

And starting for the Texas Rangers...Dale

Dale hits a ball. Mark misses it and it slides into a sewer grate. Dale walks over, looks down.

DALE

Shit.

They can see it beneath the grate. Dale and Mark try to get it but can't reach it -- their hands are too big to slide between the narrow steel slots.

DALE

Hey, Molly. Come here.

MARK

Dude, leave her alone.

DALE

Look at how small her hands are.
She can get it. And we can keep playing.

(to Molly)

Molly, can you get the ball for us?

Molly looks at Dale. She's not sure.

DALE

It's okay. We'll help you.

She looks back at her house.

MOLLY

walks over to the grate and looks down at it. She looks up at Dale. He's all smiles, reassuring her--

DALE

It's okay. Don't be scared.

MOLLY

I'll get it.

She kneels and slowly slides her tiny hand between the slots.

INT. SEWER TUNNEL BELOW - DAY

As she does we hear the horrible "hiss" of the Alien below.

MOLLY'S TINY HAND

stretches impossibly far as she reaches for the ball.

THE ALIEN

moves closer to her tiny dangling hand, its finger-length teeth drooling as it "hisses." Just when we think something horrible is going to happen, Molly pulls the ball out and gives it to Dale.

DALE

Hey. Thanks.

(to Mark)

Told you. C'mon, let's play.

EXT. DOMINOES PIZZA - DAY

Ricky pulls up in his pickup truck. He takes his T-shirt off and starts to put on his Dominoes shirt when -- JESSE leans into his passenger window, catching him wildly off guard.

JESSE

Hey.

He looks over - surprised.

RICKY

Jesse. Hey. Hi.

Realizing he is without a shirt, Ricky nervously pulls his uniform shirt over.

JESSE

I wanted to apologize for what
happened at school today.

(beat)

Heard you got suspended.

RICKY

Got a free week off school.

JESSE

Dale was a real jerk.

RICKY

Dale's your boyfriend.

JESSE

I hate when he gets like that.

RICKY

He can't help it. It's like
blaming a dog for barking.

JESSE

I didn't come here to talk about
him.

(he looks at her)

I see the way you look at me.

RICKY

The clock's behind you.

JESSE

What?

RICKY

In class. The clock - it's behind
where you sit.

For one *moment* she actually believes this.

JESSE

I don't believe you.

RICKY

Tomorrow when you go to class take
a look behind you when you sit
down. You'll see it.

JESSE

I'm not saying it's not there.

RICKY

You're not?

JESSE

No. I'm saying that's not what you're looking at.

RICKY

In order to see me looking at you wouldn't you have to be looking at me?

JESSE

I'm only looking at you because you're staring at me.

RICKY

Am I looking or am I staring?

JESSE

You look for a really long time and you look a lot, so I'd say staring.

RICKY

Just looking out for you...

JESSE

So what do you do when you're not staring at me?

RICKY

Fight for world peace.

JESSE

You want to go swimming with me?

RICKY

My pool...broke and it didn't work out so well the last time I visited your neighborhood so--

JESSE

The school has an indoor pool.

RICKY

You want me to break into school and go swimming with you while I'm suspended?

JESSE

Uh-huh. Tonight. Around 10.

RICKY

Then Dale and his buddies show up and cave my face in. I'll pass.

JESSE

Dale's going hunting with his father. Go by his house about six and you'll see 'em leaving.

Off Ricky looking at her--

INT. SEWERS - NIGHT

In this recess of the tunnel, Harry is asleep on a tattered, piss-soaked couch in his "space." Water from a cracked sprinkler pipe overhead falls in slow, thick drops.

A SMALL CREATURE

moves in the darkness of the ceiling, deftly navigating the wilderness of pipes.

THE FACEHUGGER

moves to where it is directly above Harry. Its tail catches on metal pipe, making a noise loud enough to wake--

HARRY

who, beaten for his money one too many nights by other homeless guys, draws a knife and swings it wildly in the air--

HARRY

Get outta here!

--But no one is there.

HARRY

catches his breath. Realizing that he is alone, he relaxes and lowers the knife. And that's when it happens.

FACEHUGGER

leaps from the ceiling onto Harry's face. It attaches itself. Harry fights to get free. The facehugger pulses over his mouth as its arachnoidal limbs lock into position. Harry fights to pull it off. He's screaming. Screaming for his life. But no one can hear him. He's screaming but he's not making a sound.

FACEHUGGER

is unbelievably strong. Its tail wraps like a whip around Harry's throat - choking him. It extrudes a long ovipositorlike tubule from its ventral.

HARRY

terrified, tries to clench his teeth and stop it from getting inside his mouth -- but it's too strong. His mouth opens. The tubule slides deep down into his throat.

HARRY

can't fight anymore.

FACEHUGGER

gets the tube down his throat. Now the real horror begins.

INT. MOLLY'S BEDROOM - NIGHT

Molly is in bed. Kelly comes in.

KELLY

Did you brush your teeth?

MOLLY

Uh-huh.

KELLY

Did you say your prayers?

MOLLY

Just finished.

Kelly sits on the side of the bed.

KELLY

You're an angel, you know that?
You're my little angel.

Kelly tucks her in. Kelly just looks at her.

MOLLY

I don't want daddy to go.

KELLY

Sweetie...

MOLLY

I don't want him to go.

KELLY

Sometimes adults...parents...
they're not getting along and time
passes...it doesn't mean I don't
love daddy and it doesn't mean he
doesn't love me and, Molly, we both
love you very much.

MOLLY

When you were gone...sometimes I
saw things...

KELLY

What things?

Molly hesitates, unwilling to say.

KELLY

What things?

MOLLY

Monsters. And daddy would come in
and scare them away.

Molly looks up and Kelly wipes a tear from her eyes.

MOLLY

Who's going to scare the monsters
away now?

CUT TO:

A PAIR OF GLOWING EYES

EXT. POWER PLANT - NIGHT

Two smokestack cooling towers, rising two hundred and forty
feet in the air, blow waste heat into the cold, night air.

INT. CONTROL ROOM - NIGHT

Imagine a 747 cockpit control panel stretching across three
walls.

OPERATOR NATHAN POST, (who we recognize from his argument
with Dallas at the town meeting), monitors flows,
temperatures and pressures of the boilers and feed-water
system. His cell phone vibrates, shaking on the console.
He reaches for it just before it falls--

EXT. POWER PLANT - NIGHT

The pitch black darkness has come alive. The eyes appear out of the blackness, moving ever so slowly - right, then left. Searching. An electrical surge slices across the dark night.

PREDATOR

reveals itself. It stands there.

PREDATOR POV:

In heat vision, the Predator scans over the power plant. The plant's major heat sources are outlined in a bright, almost blood red. He passes over the roof of the structure and then jerks his scanner back fast. He has passed the massive cranial plate of--

AN ALIEN (ALIEN #1)

camouflaged by darkness, climbing the building like a spider.

PREDATOR POV:

Snap-zooms as the Alien comes into closer view.

PREDATOR

raises his shoulder weapon.

THREE RED DOTS

race up the plant's walls in search of the crawling Alien. It's about to lock on when--

ALIEN

crests the roof just before the Predator can fire.

INT. APARTMENT - NIGHT

Ricky finishes getting dressed. Dallas looks up at him.

DALLAS

You sure you want to go alone?
What if she's lying, Ricky?

Ricky - now at the door - turns and looks back.

RICKY

What if she's not?

It's not clear what Ricky believes. But he leaves...

INT. MOLLY'S BEDROOM - NIGHT

Molly is awake in bed. Her eyes searching the darkness of her room. Like a kid sneaking a piece of candy, Molly's tiny hand reaches under the sheets and grabs her NIGHT VISION GOGGLES off the nightstand. She slides them over her face. Her dark bedroom becomes a rich green. Molly looks around, feeling safer now that she can see *everything*.

EXT. HIGH SCHOOL - NIGHT

A DARK SHADOW moves across a flat plain. It's Ricky -- running across the football field. He runs up a small hill and stops just outside a building door. He looks around.

JESSE (O.S.)

Ricky...

And now he sees her. Waiting by a window. He moves to her.

RICKY

How do we get in?

JESSE

I left the window open after class.

She pushes the window open.

JESSE

Help me up.

A beat. After thinking about it for two years, Ricky places his hands on Jesse's body and helps her up. She climbs inside the window. He follows.

INT. POWER PLANT - NIGHT

Loud. Hot. Steam blowing in different sections. Nathan is making his rounds as he talks on his cell phone.

NATHAN

You heard that for sure? Ray Adams?

As Nathan walks through the boiler room an--

ALIEN

slowly drops from the ceiling -- like a falling spider on a web -- and just as quiet -- hits the floor silently behind Nathan. It lands in a crouch and then slowly rises to its full height without being seen or heard -- but maybe --

NATHAN

hears a faint "scraping" sound behind him. He turns, his face sprinkled with sweat, to see:

ALIEN

reaching out for him and yanking him by the legs.

NATHAN

manages a scream as he is dragged deeper into the darkness - and a final, guttural scream before experiencing the horror of watching himself being torn completely in half.

INT. HIGH SCHOOL - (INDOOR SWIMMING POOL) - NIGHT

Jesse stands in front of the large clock above the pool -- and she starts to peel out of her top and jeans. When she is done she stands across from Ricky in her bra and panties.

JESSE

Now you tell me...are you looking
at me...or the clock?

Right now he is definitely looking at her.

JESSE

Come here.

He moves toward her. He places his hands on her hips. They are about to kiss --

DALE (O.S.)

What do you think you're doing?

Ricky steps back to see--

DALE, MARK and NICK

step out of the shadows. Ricky looks at Jesse. She's already getting dressed.

JESSE

I'm sorry, Ricky. He made--

DALE

Bullshit. She volunteered.

Dale and his friends are on top of Ricky immediately.

RICKY

Get off me! Get off me!

They each hit him a few times and throw him into the pool. A second later they jump in after him.

INT. POWER PLANT - NIGHT

Relishing the heat of the boiler room, a concrete jungle of steam, the Predator walks across the floor, his body assaulted by steam on all sides. He looks down to see Alien slime on the floor.

PREDATOR

stops when its massive foot steps in Alien slime.

PREDATOR

raises his arms as two of his curving, crooked blades snap into place at the end of each arm. A beat. The Predator's eyes cut across the boiler room.

PREDATOR POV:

In heat vision, a scan of the large, steam filled room turns up nothing except--

NATHAN'S BODY

at least the remains of it. Not even a team of the best surgeons in the world could put him back together -- the pieces weren't there.

Something rattles ahead. A slow rapping of metal against metal.

PREDATOR

moves to it slowly, cautiously, in fighting stance, expecting an alien attack any second. His eyes search left and right. He finds the source of the noise - it's an open, heavy steel door.

PREDATOR

opens the door wider and steps through it slowly.

INT. MOLLY'S BEDROOM - NIGHT

The world is green. Molly, unable to sleep, is searching her bedroom with her night vision goggles. She scans over a monster -- but it's no alien, just a STUFFED ANIMAL.

INT. HIGH SCHOOL - (INDOOR SWIMMING POOL) - NIGHT

In the pool, Dale, Mark and Nick hold Ricky under the water.

JESSE

Dale stop! Stop!

He's not stopping and this prank is dangerously close to going too far.

JESSE

Dale, let him go! He's drowning!

EXT. POWER PLANT - NIGHT

Predator steps outside.

PREDATOR POV:

He scans the town. Through a small patch of woods, he can see the HIGH SCHOOL.

PREDATOR

walks toward the high school. A safe distance away, he turns back, raises his large-caliber shoulder cannon, racks it like a shotgun, and fires three shots into the power station.

POWER STATION

explodes in a mushrooming fireball!

PREDATOR

is silhouetted by the wall of flames.

EXT. TOWN - (HIGH ANGLE) - NIGHT

Block by block the street lights go black one after another. The town is bathed in darkness.

INT. HIGH SCHOOL - (INDOOR SWIMMING POOL) - NIGHT

Dale, Mark and Nick stop drowning Ricky when the bank of lights above the pool go dark one after the other.

DALE

What the fuck?

Ricky fights to steal a breath, spitting up water as he tries to take in air. He's coughing uncontrollably--

INT. BEDROOM - NIGHT

Molly's still searching her bedroom with night vision goggles. Suddenly, just outside her window, the darkness moves.

MOLLY'S POV: (NIGHT VISION GOGGLES)

Seen through the nightvision goggles, Molly glimpses

AN ALIEN

its massive cranial plate turns and looks right at her.

MOLLY

D A D D Y!

INT. HIGH SCHOOL - INDOOR SWIMMING POOL - NIGHT

Ricky still coughing uncontrollably reaches up and grabs the steel ladder. He starts to pull himself up when -- Dale grabs him and pulls him back down into the water.

RICKY

is back underwater, fighting for his life, struggling to get his head above water, desperately searching for air to fuel his screams for help--

RICKY

(nearly inaudible)

Stop! Stop!

INT. MOLLY'S BEDROOM - NIGHT

Tim and Kelly rush into the bedroom. They find Molly. They take off her nightvision goggles. She is bathed in sweat. Her face is pale white and frozen in a state of terror.

KELLY

Molly! Molly!

MOLLY

It was here. It was outside the window.

TIM

What? What did you see?

MOLLY

It was a monster.

Tim and Kelly are relieved, knowing it's another nightmare.

TIM

It's just a nightmare. It's just a bad nightmare.

Molly looks right at them and shakes her head slowly. And in a very calm, deliberate and chillingly adult-like voice--

MOLLY

I saw it.
It was real.
It was a monster.
A monster without eyes.

INT. HIGH SCHOOL - (INDOOR SWIMMING POOL) - NIGHT

At the edge of the pool -- in the water -- there is *movement*.

MARK

Did you hear that?

DALE

What?

The water stirs again -- it's moving closer. Jesse, standing above on the platform, can see something black, shiny, moving fast toward the group of boys in the water.

JESSE

Get out of the pool! GET OUT!

A sudden panic gripped everyone. Fear didn't visit. It attacked.

UNDERWATER: ALIEN (#1)

swims furiously toward the cluster of four young men, a massive eel-like creature with the speed of a torpedo.

RICKY, DALE, MARK AND NICK

rush for the ladder, their movements slowed by the waist high water.

JESSE

HURRY! NOW!

UNDERWATER: ALIEN (#1)

keeps charging, its tail powering it through the water at incredible speed--

RICKY, MARK

rush to climb up the ladder...

DALE

is grabbed at the ankles by long, inhuman hands and pulled into the water.

DALE

fighters, screaming for help, as his body is ripped apart.

Ricky grabs Jesse and they run. A moment - Jesse looks back - torn about leaving Dale.

RICKY

Come on!

She goes with him. Mark and Nick look back and then run too.

INT. MOLLY'S BEDROOM - NIGHT

Tim and Kelly are kneeling right by Molly.

KELLY

Sometimes nightmares seem so real
but they're not. They're not real.

ALIEN (#2)

rips through the roof of the small house and drops into the bedroom, inches from Molly. It hisses. She screams. Its mouth opens. Its finger-thick needle teeth clinch. Its arms extend, taloned hands spreading wide to catch---

MOLLY

but Tim grabs her and rolls away as the Alien crushes the bed, breaking it in two. Molly falls through the center, screaming!

TIM

grabs Molly, rolls away just as the Alien's spiky tail lashes inches from Molly's face, slicing right through the wall.

TIM + KELLY + MOLLY

run out of the apartment as the Alien rampages inside trying to get at them.

IRATE NEIGHBOR

steps outside of his house on the shared porch--

IRATE NEIGHBOR

Dammit Tim, what the hell is going
on?

ALIEN #2

rips right into the neighbor from behind, devouring his body
as Tim, Kelly and Molly rush to the car.

INT. HALLWAY - NIGHT

The hallway lights blink on and off in a strobe effect.

RICKY + JESSE

run down the hallway, their hearts racing from the horror
they have just witnessed. Mark and Nick run behind them.

MARK + NICK

scream helplessly as they are ripped into the ceiling by
Alien #3, their thrashing legs banging against the tops of
the metal lockers.

Ricky and Jesse keep running.

EXT. POWER PLANT - NIGHT

The fire department is throwing water on the burning plant.

LOCALS

are silhouetted by the flames, watching the plant burn.

RICKY + JESSE

run out of the high school. They run to the only light - the
fire burning at the power station. Ricky and Jesse rush to
the sheriff and tell him what happened.

Sheriff Morales and his deputy Joe grab their guns and run
toward the high school. The small crowd follows.

INT. HIGH SCHOOL - (INDOOR SWIMMING POOL) - NIGHT

A shadow stands watching the Alien devour Dale. A PREDATOR.

THE PREDATOR

in warrior stance, holds a barbed spear in his hand.

ALIEN

feels his presence and slowly turns to look at him, slime and blood dripping from its carnivore's teeth.

PREDATOR

fires its throwing disk. It flies through the air and slices deep into the Alien's arm. Acid blood drips on the floor, burning right through it.

ALIEN VS. PREDATOR

Alien and Predator come together with a great crash.

THE TWO MONSTERS

fight in brutal close quarter combat. It's an epic battle.

PREDATOR

slams the Alien through a wall and they fall into --the pool!

PREDATOR

is sprayed with acid blood on his arm. It burns through. He lets out a ROAR of pain and anger.

EXT. HIGH SCHOOL - NIGHT

The Predator's T-REX LIKE ROAR echoes for blocks. Sheriff Morales, Dallas, Ricky, Darcy, Joe and the others react to the scream.

INT. HIGH SCHOOL - INDOOR SWIMMING POOL - NIGHT

Sheriff Morales, his Deputy Joe and Dallas, Ricky, Jesse and Darcy rush inside just in time to see -- the Predator fatally wounds the Alien. Before the Alien can die,

PREDATOR

swings his spear like a samurai sword and cuts the Alien's head off. It falls into the pool. The Predator holds the Alien skull up to the sky, as if presenting tribute to some unseen God. **Predator 1. Alien 0.**

MORALES AND JOE

raise their handguns and open fire!

PREDATOR

is hit! Predator blood drops like rain onto the surface of the pool in mini-puddles of thick, translucent, amber jelly. It floats and it glows.

PREDATOR

throws his spear and pins Deputy Joe right to the tiled wall.

PREDATOR

moves his red laser gun sights to the rear wall. He fires his shoulder blaster, blowing a hole in the wall.

PREDATOR

runs through it, escaping.

Sheriff looks at Joe -- pinned to the wall, dead. His mouth and eyes are open - frozen in terror. Dallas looks at Sheriff.

DALLAS

Eddie. I can help you.

And the sheriff picks up Joe's gun and hands it to Dallas - a cop-criminal alliance forged by circumstance. Dallas looks at the puddles of Predator blood floating on the pool.

DALLAS

If it bleeds, we can kill it.

SHERIFF MORALES

We've got to get to a phone.

Dallas, Ricky and the others look at him.

SHERIFF MORALES

I'm calling in the National Guard.

EXT. FIELD - NIGHT

SHADOWS running - backlit by streetlights - across the street and up a hill. This is Tim, Kelly and Molly. A MAN - KARL - cuts across their path. He too is running.

KARL

Did you see one?

TIM

What is it?

KARL

This way.

--Having no idea where to go or hide, they follow him.

INT. SEWERS - NIGHT

Harry is sitting around a small fire in the sewers with FOUR OTHER HOMELESS (Jack, Alan, Walter and David).

HARRY

Remember Jimmy Doyle and those stupid Helen Keller jokes he use to tell?

"How did Helen Keller burn her ear?

(imitates another voice)

...She answered the waffle iron.

(back to question voice)

How did she burn the other ear?"

HOMELESS GUYS

(in unison)

THEY CALLED BACK!

Drunk, they laugh hard! Suddenly Harry's face twists in agony.

JACK

Hey, Harry, you all right?

He's in pain. His entire body begins to shake. He tries to fight it. He knocks over a bottle of beer.

WALTER

Shit Harry, watch out!

HARRY

Help me! Help me!

And now Jack, Alan, Walter and David are all standing up looking at him. He grabs his chest.

HARRY

Please make it stop...make it stop...make it stop!!

A red stain begins to appear on his chest. It grows. His shirt splits...

A SMALL ALIEN MONSTER

explodes from his chest, its head the size of a fist, the tiny skull mostly all teeth.

Sharp, deadly and stained with Harry's blood. Its skin covered in slime. The tiny horror has no eyes but its staring with vengeance at--

THE HOMELESS GUYS

who are frozen in shock and horror. They have no time to react, no time to run and they're too scared to scream.

THE ALIEN

spits ferociously and lunges for his next victims as--

EXT. CEMETERY - NIGHT

It's dark. And deathly quiet. A LUMINOUS BLOOD TRAIL snakes through the cemetery. Among the tombstones of the dead is the Predator. He's wounded -- hurt and bleeding and as the blood pours out his ability to completely camouflage himself has diminished. His heat vision is short circuiting. The Predator begins to repair his wounds as--

EXT. HILL - NIGHT

Tim, Kelly, Molly and Karl crest a grass hill -- and find themselves -- standing in the center of the cemetery.

TIM

Why did you bring us here?

KARL

We can see everything from here.

Karl walks to the edge of the cemetery -- it's on a hill that overlooks most of the town.

KARL POV:

Below on the streets we see people running in different directions.

Tim, Kelly and Molly walk up behind him.

TIM/KELLY/MOLLY POV:

On another street - LINES OF CARS are stacked one after the other trying to get out of town. People are SCREAMING, PANICKED.

We stay on their faces as they absorb the chaos and devastation below. Random gunshots are heard.

Karl lights a CIGARETTE. He takes in a deep drag.

KARL

What did the one you saw look like?

Tim is still looking below.

KARL

Hey.

Tim turns to face Karl.

TIM

It was big. It looked like a gigantic bug with, like, an eel's head. Large teeth. Long arms.

KARL

I ain't seen that one. I seen something else. Sort of looked like us -- but different.

KELLY

Did you only see one?

KARL

One was enough.

Karl looks at Tim. A beat - then:

KARL

I know you. You installed my cable.

This strange connection hangs in the air--

KARL

This is your family?

Tim nods.

KARL

I'm shooting anything that comes up that hill that ain't human.

And Karl raises a HANDGUN. In his hands, this makes Tim, Kelly and Molly more uneasy than they already are.

INT. PRINCIPAL'S OFFICE - NIGHT

Dallas breaks the window. He climbs in and opens the door. Sheriff Morales rushes to a phone -- dials -- 911.

911 DISPATCH (V.O.)
(operator)
Nine-one-one Dispatch.

SHERIFF MORALES
(dials; into phone)
This is Sheriff Morales.

911 DISPATCH (V.O.)
Sheriff, what's going on? The board is flooded with calls. People are saying--

SHERIFF MORALES
Get me the Homeland Security Coordinator.

911 DISPATCH (V.O.)
What's going on?

SHERIFF MORALES
Agnes. Get me the Homeland Security Coordinator.

As Sheriff Morales waits -- Ricky turns to Jesse.

RICKY
You okay?

She nods. She's not even close to okay.

JESSE
I'm sorry.

He looks at her. Doesn't nod, doesn't forgive, just looks.

SHERIFF MORALES
(he waits; connected)
Steve...it's Eddie. I've got...I don't know what I've got. I need you to dispatch a company of the National Guard to Port Arthur.
(a beat; listens)
I know what I'm asking but you don't understand what's here.

As Sheriff Morales argues and explains in b.g. -- Darcy turns to Dallas.

DARCY

That's what killed Buddy and Sam.

DALLAS

...Maybe they're not dead.

She looks at him.

DARCY

They're dead.

In the b.g. Sheriff Morales hangs up the phone.

SHERIFF MORALES

National Guard is mobilizing.
They'll be here in an hour.

(to group)

You can all stay here - but I have
to help as many people as I can.

DALLAS

I'm coming with you.

RICKY

I'll go.

DARCY

Me too.

SHERIFF MORALES

Darcy -- maybe you and Jesse should-

Darcy looks at him. Within her rage, a new mission:

DARCY

You want to help me, Sheriff, help
me find a gun.

EXT. CEMETERY - (NORTH SIDE) - NIGHT

Luminescent blood is on the ground all around the Predator as he finishes repairing his wounds. He applies some kind of futuristic tourniquet. When it "snaps" over his wound he lets out a maddening, rage and pain soaked ROAR.

EXT. CEMETERY - (SOUTH SIDE) - NIGHT

Tim, Kelly, Molly, kneeling on the ground, hear the ROAR and duck behind a large headstone.

KELLY

It's close.

TIM

How close?

A beat. She remembers marking mortar rounds in Iraq.

KELLY

It's here.

EXT. CEMETERY - (NORTH SIDE) - NIGHT

Predator stands up. His wounds repaired. He rejoins the hunt for the Aliens, moving through the cemetery.

EXT. CEMETERY - (SOUTH SIDE) - NIGHT

Karl pops his head up -- looks around -- he swings his gun around too. Searching for a target. Hungry to shoot.

TIM

Get down.

KARL

Fuck you. I'm not dying hiding.

TIM

Put out the cigarette. Put down the gun. And get down.

KARL

Listen to you givin' fuckin' orders. Case you hadn't noticed, cable boy, I got the gun.

TIM

And I'm the one with the family. This is my wife and my daughter. You're putting them in danger. Now get down!

EXT. CEMETERY - (NORTH SIDE) - NIGHT

The Predator hears something. His eyes - glowing in the darkness - move to the noise.

PREDATOR POV: (HEAT VISION)

--With his largely repaired, though not perfect heat vision, he "scans" over the tombstones and the bodies of the dead below the earth. Everything quiet and still. Among the dead there is not a single "heartbeat." The Predator relaxes.

EXT. CEMETERY - (SOUTH SIDE) - NIGHT

Stress and fear have reached a boiling point.

TIM

Put the gun down.

Put the cigarette out!

Karl pops back up - searches - gun pointed at the darkness.
He glimpses something.

It's humanoid.

It's large.

Its eyes glow.

Karl ducks back down.

KARL

Fuck!

KELLY

What?

KARL

One of them's out there. A fucking
alien man. From fucking space.

Stressed, Karl sucks on his cigarette. Tom looks at him.

TIM

Put the cigarette out. Please.

EXT. CEMETARY - (NORTH SIDE) - NIGHT

PREDATOR POV (HEAT VISION)

sees a tendril of smoke on the south side of the cemetery.

A tiny light.

He snap zooms closer.

Closer still.

The tip of a lit cigarette comes into microscopic view.

PREDATOR

shoulder cannon turns toward the distant mini-light.

THREE RED DOTS

move through the cemetery searching for their target.

EXT. CEMETERY - (SOUTH SIDE) - NIGHT

Karl can't wait anymore, can't stand it anymore--

KARL
Fuck it. I'm taking it down.

Karl takes three deep breaths - working himself up to do it.

KELLY
Don't do it.

He throws the cigarette down - pops up top fire just as--

THE THREE DOTS

of the Predator's laser sighting system appear on his forehead.

PREDATOR

fires - one shot. A blue ray blast rockets through the night.

KARL'S SKULL

explodes like a watermelon hit with an aluminum baseball bat.

Blood sprays onto the faces of Tim and Kelly -- it would have hit Molly too but Kelly was shielding her.

Tim takes Karl's bloody gun in hand
There is no time to be horrified.
They have to run.
They have to run right now because--

PREDATOR

is running after them -- firing at them! He misses one shot and blows--

A TALL "ANGEL" TOMBSTONE

completely in half.

EXT. REAR OF HIGH SCHOOL - NIGHT

Sheriff Morales, Dallas, Ricky, Jesse and Darcy step out.

RICKY
We need weapons.

SHERIFF MORALES

Police station's on the other end
of town.

JESSE

The K-Mart's around the corner.

RICKY

K-Mart sells guns?

JESSE

K-Mart sells everything.

EXT. BUS DEPOT - NIGHT

A motel for buses. TWENTY CITY BUSES are parked here for the night, squeezed together in such a way as to create small "lanes" to walk through. FIVE MORE BUSES in various states of repair are scattered about. A SUPER K-MART sign can be seen in the near-distance.

Tim, Kelly and Molly run into the depot -- down one of the lanes that runs between two buses and hide.

MOLLY

Mommy...what happened to that man?

Kelly looks at her.

KELLY

...He died.

Molly looks at her, surprised by her mother's honesty.

MOLLY

Are we going to die?

INT. SUPER K MART - NIGHT

The store is closed. As a result of the blackout, there is no light inside. Aisle for aisle the store is as dark as the blackness of space without the benefit of stars.

Sheriff Morales, Dallas, Ricky, Jesse and Darcy walk slowly past the checkout lanes.

RICKY

Where are the guns?

JESSE

(points)
Sporting Goods.

As the group follows Jesse through the "automotive" aisle Dallas grabs and cracks open a box of "ROAD FLARES."

He tucks a few into his pants and then ignites the one in his hand. It strikes. An eerie red light guides them through the dark aisles--

EXT. BUS DEPOT - NIGHT

The Predator stalks through one of the tight lanes between the parked buses searching for his human prey.

PREDATOR VISION:

He scans through the buses...one after the other. Another. Nothing. Another. Nothing. Another. Nothing.

PREDATOR

releases a massive, angry roar,

PREDATOR VISION:

...slowly finds the smallest human heat signature --

MOLLY

and she's holding her mother's hand as they quietly move through another lane in the bus depot - fifty yards away.

PREDATOR VISION:

Predator focuses on:

A BUS

hanging from the end of a crane.

PREDATOR SHOULDER CANNON

shifts, moving three laser dots through the air.

ACROSS THE DEPOT: TIM

kneels down, shielding Kelly and Molly. His eyes follow the three laser dots as they move through the darkness above them, landing on one the two hooks of that giant crane that are holding the suspended bus.

TIM

Move. Now!

PREDATOR

fires his powerful shoulder cannon, blowing off the hook that holds the suspended bus in the air.

THE BUS

swings, still held by one hook and cable, like a gigantic steel battering ram toward--

TIM, KELLY AND MOLLY

who run between the thin bus lanes as the

SWINGING BUS

smashes into the next bus next to them, folding it in half, as--

TIM, KELLY AND MOLLY

run for everything they're worth, just clearing the last lane out as the swinging bus crushes everything behind them, missing them by inches.

PREDATOR

sees them running now--

PREDATOR

runs after them, running right over the fallen buses and firing!

PREDATOR

fires, just missing them.

THE BLAST

blows a massive chunk in a brick wall separating the bus depot from the K-Mart parking lot.

TIM, KELLY AND MOLLY

run through the gap, over the bricks and into the K-Mart parking lot, running as fast as they can toward the store as--

INT. K-MART - NIGHT

Shrouded in darkness AN ALIEN slowly crawls across the ceiling.

Under a sign that reads "Don't Mess With Texas" Sheriff Morales, Dallas, Ricky, Jesse and Darcy are loading SHOTGUNS. Darcy is loading a 30.06 RIFLE.

DARCY
(to Sheriff)
Hand me that ammo.

SHERIFF MORALES
You could put down an elephant with this.

Darcy takes the ammo and loads the rifle without responding. The group finishes loading the RIFLES in unison. The collective "cocking" sound "ECHOES" throughout the store.

EXT. K-MART PARKING LOT - NIGHT

The parking lot is the size of a football field. Tim, Kelly and Molly run toward the store as--

PREDATOR

runs after them, gaining two steps to their one with every stretch of his legs.

TIM, KELLY and MOLLY

are exhausted, trying to make it to the store. Kelly looks over her shoulder and sees the Predator gaining on them. Molly stumbles, scraping her knees on the pavement.

MOLLY
DADDY!

Tim reaches down and grabs her. They keep running. They're pushing their bodies for all they're worth and still they run with the dreadful reality that they're not going to make it.

INT. K-MART - NIGHT

Jesse holds the rifle awkwardly in her hands.

JESSE
I don't know what I'm doing with this.

RICKY

You know how to use a camera?

JESSE

Yeah--

RICKY

Then you know how to use a gun.
Just point and shoot.

There is a noise nearby. Sheriff, Dallas, Ricky, Jesse and Darcy all point their rifles toward--

TWO K-MART EMPLOYEES

SCOTTY (23, skateboarder-type) and EARL (40, African-American) walk out with their hands up...

SCOTTY

Don't shoot.

EARL

I ain't gettin' killed for six-
twenty-five an hour. Take what you
want.

DALLAS

Do you know what's going on?

EARL

Yeah. We gettin' robbed.

Sheriff Morales steps forward.

SHERIFF MORALES

We've been attacked.

SCOTTY

Terrorists hit Port Arthur?

DALLAS

It wasn't terrorists. Get a rifle,
get it loaded and get behind us.

As Scotty and Earl move to do what they've been told, a booming voice shatters the silence. All rifles point to the ceiling as--

VOICE (O.S.)

ATTENTION K-Mart Shoppers

The group sighs in relief and lowers their rifles.

VOICE (O.S.)

We're having a special today on tires. Visit our automotive specialists for your needs. Super K-Mart, where you can save on everything all at once.

Morales steps in front of the group.

SHERIFF MORALES

We're going outside. We're walking right down Houston street. We're helping whoever needs help. We're shooting any of those-

THE ALIEN

suspended from ceiling, reaches down with a bloodcurdling "HISSSSS" and snatches the sheriff into the air in mid-sentence, tearing into his body as he screams for mercy--

EXT. PARKING LOT - NIGHT

PREDATOR

twenty-five feet from catching Tim, Kelly and Molly HEARS the Aliens shriek outside in the parking lot and --

PREDATOR POV: (PREDATOR VISION)

He quick scans the K-Mart and sees the heat image of the Alien inside the store.

TIM

realizing the Predator is twenty feet back, looks at Kelly--

TIM

No matter what, don't look back.

TIM

turns to face the approaching Predator--

TIM

Come on, you son of a bitch!

PREDATOR

runs right past Tim, and then right past Kelly who shields Molly, driven by a greater trophy, relentlessly pursuing a mortal enemy--

TIM

rushes to Kelly and Molly. They look at him.

TIM

Guess I scared him away.

Kelly and Molly force a smile at the absurdity of the idea.

INT. K MART - NIGHT

As everyone fires recklessly into the blackness that is the ceiling --

SHERIFF MORALES

screams in agony as his body is savagely ripped in two.

JESSE

Noooo!

SHERIFF MORALES'

body falls on a glass counter, shattering it!

DALLAS

looks down at the face of his childhood friend. Brutally killed. A beat. He takes Morales' walkie-talkie and assumes command.

DALLAS

Let's go!

EXT./INT. K-MART - NIGHT

PREDATOR

runs right through the glass doors of the K-Mart, shattering them, crashing into the store and coming up ready to fire as--

INT. K-MART - NIGHT

THE ALIEN

moves toward

Jesse

who is frozen in shock - she drops her rifle.

RICKY

steps in front of her, preparing to fire when he sees the eight foot Predator at the end of the aisle--

THE ALIEN

turns and looks at the Predator, his mortal enemy as--

EXT. K MART AISLE - (HIGH ANGLE) - NIGHT

In the center of the K-Mart--

THE PREDATOR

stands ready to fight on one side of a long aisle.

THE ALIEN

stands on the other side of the long aisle.

THE HUMANS

stand unwittingly between the two most deadly killers in the universe.

RICKY

...We are so fucked.

ALIEN

hisses! Clenches its jaws.

PREDATOR

charges, running relentlessly toward the Alien with a vengeance, blowing right past the humans and leaping onto--

ALIEN #2

as they fall end over end, blowing through aisle after aisle in ruthless close quarter combat in which both species are wounded--

DALLAS

This way!

Dallas leads Ricky, Jesse and Darcy through the wrecked store toward the shattered front doors the Predator crashed through as--

TIM, KELLY AND MOLLY

rush to the first humans they've seen since the cemetery as the sounds of the Predator and Alien battle are heard in b.g.

KELLY

Where the hell are the police?
The National Guard? The army?

Just then--

ALIEN #3

hiding in the blackness of the ceiling, unfurls from the ceiling and snatches--

MOLLY

right out of Kelly's arms and yanks her up into the girders--

KELLY

NOOOO!

MOLLY

Mommy!

Something snaps in Darcy's mind - perhaps thinking of what this beast or a beast like it did to her own young child Sam--

DARCY

points and fires the shotgun, blowing off one of Alien #3's claws, saving Molly from a horrible death but causing

ALIEN ACID BLOOD

to rain down from the Alien's wound onto--

SCOTTY

who is melted like a wax figure thrown into a bonfire to the horror of everyone as--

MOLLY

released from the Alien's claw, falls! Like a rock dropped in a bathtub. Her butt hits off one of the girders and she plummets twenty feet--

MOLLY

Daddy!

-- landing on -- a Christmas DISPLAY crushing it as--

KELLY

rushes to her.

MOLLY

Mommy, did you see me fall?

KELLY

nods, tries to force a smile for the benefit of her daughter, scoops up Molly and runs out of the K-Mart with the others--

THE ALIEN

drops to the ground from the ceiling, finding itself fifteen yards from the Predator --

EXT. K-MART - (HIGH ANGLE) - NIGHT

There are Aliens now on both sides of the Predator.

PREDATOR

moves in a slow 360 degree turn. He faces the specter of fighting--

TWO ALIENS

DALLAS, RICKY, Jesse

raise their rifles -- slowly they move them from the Predator to the aliens -- making a choice -- and starting to fire as--

ALIENS

retreat into the darkness of the girders in the ceiling.
Gone.

EARL

raises his rifle to fire at the Predator--

KELLY

DON'T!

PREDATOR

fires faster, his shoulder cannon blowing a hole in Earl big enough that Molly could crawl through it.

EARL

falls forward, dead. Everyone freezes. Sound drops out.

PREDATOR

weapon raised, looks at the other humans. A beat.

The Predator could fire.
The humans could fire.
Eyes dance in fear.
It's clear, anything can happen.

PREDATOR

walks out of the store to continue hunting Aliens. He doesn't look back. And the humans don't dare follow. In a second the Predator is gone, lost in the darkness.

INT. K-MART (HIGH ANGLE) - NIGHT

The store has been completely destroyed.

INT. SEWERS - NIGHT

COCOONS constructed of translucent epoxy hang from the corners in this subterranean wasteland. The bodies of--

THE FOUR HOMELESS MEN

and countless other "mole people" who once lived in a hidden community down here are frozen in states of raw terror. Their stomachs have detonated from within. Their rib cages are pushed outward like tangled metal bars after a massive explosion.

EXT. CITY STREET - (EXTREMELY LOW ANGLE) - NIGHT

The streets are deserted and pitch black. A ghost town. Something scrapes on steel and something moves directly in front of us. More scraping. It moves again. It begins to lift - lift up right in the center of the street.

A MANHOLE

is knocked upward, lifted up and moved to the side.

AN ALIEN CLAW

comes out of the darkness below and lands on the street. From beneath the street, in the bowels of the city--

A FULL SIZED ALIEN

climbs out of the manhole cover and onto the street. Then ANOTHER ALIEN follows. And another ALIEN.

And another ALIEN. Like crabs coming out of a crab hole. Slime drips from their jaws as they hunt for human prey.

EXT. K-MART PARKING LOT - NIGHT

Random GUNSHOTS and SCREAMS are heard in the distance as the seven survivors -- Dallas, Ricky, Jesse and Darcy -- and Tim, Kelly and Molly -- walk out into the parking lot.

They're exhausted and filthy.
Their bodies are bruised and battered.
Their faces are cut and scratched.

DALLAS, RICKY AND DARCY

have their rifles ready to fire as they make their way onto the street. Dallas raises the walkie-talkie to his mouth.

DALLAS
(into walkie-talkie)
Hello? Hello? Is anyone there?
Is anyone there?

After an impossibly long silence -- a man's voice cracks through the walkie-talkie.

MALE VOICE (V.O.)
(from walkie-talkie)
Identify yourself.

DALLAS
(into walkie-talkie)
Where the fuck are you?

MALE VOICE (V.O.)
(from walkie-talkie)
Put Sheriff Morales on.

DALLAS
(into walkie-talkie)
He's dead.

Silence.

DALLAS
(into walkie-talkie)
So are a lot of other people.
These things are everywhere.
What are they?

Silence. There is no response. *Do they know?*

DALLAS
(into walkie-talkie)
Where are you?

MALE VOICE (V.O.)
(from walkie-talkie)
Twenty minutes away.
(beat)
Can you make it to Gilliam Circle
Park?

Dallas looks at the group. One by one they nod.

DALLAS
We can make it. We'll go through
the Gables.

MALE VOICE (V.O.)
(from walkie-talkie)
Negative. Do not go through the
Gables. Say again - do not go
through the Gables. Sat imagery
indicates that area has been
compromised.

A beat.

DALLAS
You mean everyone there is dead.

A tear falls down Jesse's face. Her family is gone.

MALE VOICE
(from walkie-talkie)
You can reach Gilliam Circle
through--

DALLAS
(into walkie-talkie)
We'll be there when you arrive.

Carrie Adams, the waitress from the diner and the wife of
murdered deputy Ray Adams, runs down the street screaming.

CARRIE
They're in the sewers!

They try to stop her - talk to her - help her - but she's
hysterical. She pushes them away.

CARRIE
They're in the sewers!

She keeps running down the street screaming.

DALLAS

We don't have twenty-five minutes.
We may not have five minutes. If
you don't get here soon every one
in this town is going to be dead.

DALLAS AND RICKY

slightly ahead of the others, walk past several telephone poles where Darcy posted those "MISSING" signs. Darcy sees one of the signs and is flooded with emotion which she quickly chokes. Dallas and Ricky stop in front of--

THE DINER

the windows are shattered or blown out. There are BLOODY HANDPRINTS on several glass shards and puddles of blood on the street out front. They peer through the broken window.

DALLAS/RICKY POV:

There are bodies inside. More than one, and all are bloody. It looks like a war happened here. A one-sided extermination.

RICKY

Dallas--

Dallas looks past Ricky to see--

A MANHOLE COVER

thrown to the side of where it belongs. They walk slowly ahead...and find

ANOTHER MANHOLE COVER

moved off its hole.

DALLAS

hands Tim his rifle.

TIM

What are you doing?

DALLAS

takes two of the ROAD FLARES from his belt. He strikes them.

DALLAS, RICKY, DARCY, JESSE, TIM, KELLY AND MOLLY
are bathed in the red glow from the burning road flares.

DALLAS

drops the two road flares down into the sewer.

INT. SEWER TUNNEL - NIGHT

The red flares burn, lighting up the darkness below.

MANHOLE - HIGH ANGLE

The group lowers their rifles and kneels around the hole,
ready for anything--

GROUP POV:

Bathed in the red glow of the flares the group can see the
cocooned homeless people below, their chests exploded
outward. A "flickering" effect from the flares almost makes
the faces of the dead look alive. Almost.

TIM

Jesus...

DARCY

My God...

DARCY

gags, managing not to throw up. Her rage has been replaced
with the horrible thought that maybe *this* is what *really*
happened to Sam and Buddy, her son and husband.

RICKY

That must be what happens when--

Ricky swallows hard at the realization.

RICKY

They need us to breed.

KELLY

They're like ants or bees.
They build their nests, set up egg
chambers and send workers out.
'Cept they're not gathering food,

Kelly looks at the group. A beat.

KELLY

They're gathering people.

Dallas steals a final look and then tears his eyes away.
A beat. He takes his rifle back from Tim.

DALLAS

One thing's for sure--

Everyone looks at Dallas.

DALLAS

It's better to die than be taken.

RICKY

I'd pull my own plug before I'd let
that happen to me. How many do you
think there are?

DALLAS

Enough.

JESSE

Enough to what?

DALLAS

Win.

Kelly turns and looks at Dallas--

KELLY

You don't think we're going to get
out of this, do you?

His silence speaks loudly. Reality hits each of them. Tim,
holding little Molly's hand, turns to Dallas--

TIM

So what's the plan?

DALLAS

Take as many of these fuckers with
us as we can.

Ricky nods.

Then Jesse.

Then Darcy.

Then Tim.

Then Kelly.

Even Molly, all of six years old, nods in agreement (maybe
because she saw everyone else do it or maybe because she
agrees).

A SHADOW

moves toward them from down the street.

DALLAS

Get ready.

They raise their guns -- wait anxiously - only to see it's

A SHEEP DOG

walking quickly, clearly frightened, making a whining noise.

MOLLY

It's a dog.

Everyone lowers their weapons. The sheep dog, with so much hair it resembles an Ewok on four legs, hurries innocently to Molly -- the smallest and least threatening of the group.

JESSE

That's my neighbor's dog.

MOLLY

pets the large sheep dog, her tiny hand lost in its thick mane of hair. Molly hugs her.

MOLLY

You know what she said to me,
mommy?

Kelly appreciates this tender moment amidst the chaos--

MOLLY

She said that she's scared too...

Kelly nods, smiles at Molly's kind heart as--

THE SHEEP DOG'S STOMACH

explodes, blood splattering on the group in a bold stroke as if they were the canvas of a Jackson Pollack painting--

SHEEP DOG

crumbles, like a puppet whose strings have been cut.

A BABY ALIEN

explodes out of the beast, all teeth, talons reaching out for-

MOLLY

who unleashes a horrified, blood-curdling scream as everyone stands there frozen by the horror in front of them except--

KELLY

who raises her rifle, puts it right to the head of the spitting baby Alien and--

KELLY

Get. Away. From. My. Daughter.

-pulls the trigger with the emotion of a professional killer.

ALIEN HEAD

is blown apart, like a pane of glass hit by a crowbar.

THE GROUP

sprayed with blood (from the dog; not Alien acid blood) and shell-shocked from seeing a living Alien explode from the belly of an innocent looking sheep dog, turn their heads collectively to look at Kelly--

RICKY

Army training?

Kelly shakes her head.

KELLY

Mother.

Everyone nods.

They stand there, silent for the longest time. Then they hear it -- a sound -- faint, then growing louder, approaching. It almost sounds like music.

RICKY

Do you hear that?

DALLAS

What is that?

TIM

Sort of sounds like--

JESSE

(excited to know the answer)

Eminem. "The Way I Am."

And it is -- the song -- "...take me down to the paradise city...where the grass is green and the girls are pretty..."

A PICKUP TRUCK

driving like a bat out of hell and swerving so wildly that it almost topples over, comes racing toward them--

TIM

Molly, get behind me.

MOLLY

quickly moves behind her dad as--

DALLAS, RICKY, DARCY, TIM and KELLY

stand in the center of the street and raise their rifles--

JESSE

Don't shoot. It's people.

DALLAS

Right. And that was just a dog.

INT. PICKUP TRUCK - NIGHT

The driver is a 15-year-old African American girl named KENDRA. Passengers are her two younger brothers LESHAWN and CURTIS, seven and eight respectively. They have no weapons and all of them are screaming because there is a full-sized, raging, hissing--

ALIEN

in the back of the pickup truck, clawing through the roof with long, black talon hands.

ALIEN

can't get through the metal with its claws. Furious, it digs its claw into its own flesh, cutting deep and causing

ALIEN ACID BLOOD

to pour out onto the roof of the truck. It starts to burn right through the roof.

INT. PICKUP TRUCK - NIGHT

Little Leshawn sees the roof of the pickup truck melting.

LESHAWN

KENDRA!

Kendra looks up in horror as a hole begins to form.

KENDRA

Oh shit! Oh shit!

Leshawn and Curtis move to the side.

KENDRA

watches as the acid blood burns through the roof, falls and burns through the seat and then burns right through the bottom of the truck. She can see the street below in the basketball hole the acid blood has created. She can also see--

THE ALIEN CLAW

now struggling to get through, slashing for her and her brothers. The thing's claw rips at her arm, tearing into flesh but she can't worry about that because now she can see--

KENDRA POV:

A LINE OF HUMANS

all with their guns pointed right at her and her brothers, ready to fire--

EXT. STREET - NIGHT

DALLAS

Don't shoot until it's close.

INT. PICKUP TRUCK - NIGHT

KENDRA

approaching the human wall of guns fast, jams the brakes, causing the tires to grind, screeching to a stop and launching--

THE ALIEN

right off the roof of the pickup truck.

ALIEN

rolls end over end landing right in front of--

DALLAS, RICKY, DARCY, JESSE, TIM, KELLY

open fire as the Alien picks itself off the ground.

ALIEN

is hit with an armada of bullets, blown back off its feet. Its long, black skull explodes when hit with the rifle and shotgun bullets. Its jaw drops. Drops right to the street, detached from the skull. An Alien cry fills the air.

RICKY

That wasn't so hard.

DARCY

is still firing. Again. Again. Again. Again.

DALLAS

walks up to her. He doesn't say anything, just slowly stops her. He understands. They all understand.

Dallas, Ricky, Darcy, Jesse, Tim, Kelly and Molly look at Kendra and her two brothers, Leshawn and Curtis.

KENDRA

We don't have any guns.

DALLAS

We don't have a truck.

She nods. And they nod. And that's it. That's the deal.

KENDRA

Maybe you should drive. I don't have my license yet.

DALLAS

You're doing fine.

KENDRA

Cool.

She opens the car door, then turns back--

KENDRA

Where are we going?

DALLAS
Gilliam Circle.

LESHAWN
Gilliam Circle?

KENDRA
We just came through that.
You expect us to go back?

DALLAS
That's where the National Guard is
going to be -- so that's where we
have to be.

And Dallas, Ricky, Darcy, Jesse, Tim, Kelly and Molly climb
into the back "bed" of the pickup truck. Kendra drives off.

EXT. STREETS - NIGHT

Port Arthur is a ghost town, bathed in fog. Everyone is
hiding and many are dead. A few STORE WINDOWS are blasted
open with blood trails on the sidewalks outside or on the
windows (including the Dominoes Pizza where Ricky worked).
A few dozen BODIES are on the street and on the sidewalks.

INT. BACK OF PICKUP TRUCK - NIGHT

Dallas, Ricky, Darcy, Jesse, Tim, Kelly and Molly look out at
the devastation. At least on this one city block, it is
eerily similar to the ruins of New Orleans after the floods.

It's quiet -- and somehow, after everything else, that is
more frightening.

MAN (O.S.)
PLEASE! WAIT!

A MAN

starts running for the truck -- as he gets closer Ricky
realizes--

RICKY
That's Drew.

Ricky looks at the group. That name means nothing to them.

RICKY
(to Dallas)
He's my boss.

Dallas flashes Ricky a mischievous look.

DALLAS

Sure you want to pick him up?

Ricky reaches out his arm and pulls Drew into the truck. His Dominoes pizza uniform is splashed in blood. He's a shadow of himself. Totally freaked out.

DREW

Ricky. Ricky, everybody's dead.

DALLAS

How many did you see?

DREW

...Eight..maybe ten of 'em. Maybe more. I was hiding.

RICKY

It's okay.

...but it's not okay. Not for Drew.

DREW

I didn't help anybody, Ricky. I was so scared. I just watched them die.

EXT. BACK OF PICKUP TRUCK - NIGHT

Dallas hollers.

DALLAS

Stop.

He kneels, taps the back window which is ajar.

DALLAS

Stop the truck.

INT. PICKUP TRUCK - NIGHT

Kendra breaks. Looks over her shoulder.

KENDRA

What's wrong?

EXT. BACK OF PICKUP TRUCK - NIGHT

Everyone is looking at Dallas.

KELLY

Why are we stopping?

DALLAS

It doesn't make any sense.

DREW

We can't just stay here! Drive.

(looks at driver)

How old are you? You shouldn't be driving. Let an adult--

RICKY

Drew. Shut up.

Drew looks at Ricky. A beat. An interesting moment. Employee telling his boss to shut up. Drew does.

RICKY

Dallas. What doesn't make any sense?

DALLAS

They're sending us to the center of town. If the town is over-run then they're putting us in a location where these things will be on every side of us.

DARCY

What are you saying?

DALLAS

They're lying.

(a beat; the realization)

They don't want us to get out.

This hits everyone hard.

JESSE

Why would they do that?

DALLAS

Because they don't know who is infected. They don't know how many of us -- if all of us -- have those things in our bodies.

DREW

That's crazy. The government doesn't lie to people.

Slowly every single person looks at Drew. A beat. He nods.

TIM

So what do we do?

Ricky -- remembering his teachers lecture about "Survival of the Fittest" -- looks at the group.

RICKY

We adapt.

DALLAS

We don't go where they tell us.
We go where we think we have the
best chance for survival.

KELLY

What about the airport?

(a beat)

If you can get me to a helicopter I
can fly us out of here.

TIM

If you're wrong the help we need
will be at the park while were on
the other end of town at the
airport.

DALLAS

If you think I'm wrong take your
wife and your daughter to the park.
It's right up that road.

A beat. This is real. It's decision time. For everyone.

KENDRA

How do we get to the airport?

DALLAS

We go through the gables.

DARCY

They said they were compromised.
(a beat; realizes)
You think they were lying about
that too?

Dallas nods. One by one everyone considers the options and--

RICKY

I'm with you.

KENDRA

We'll go.

JESSE

I hope you're right.

TIM

You better be right.

DARCY

If we're going, let's go.

INT. PICKUP TRUCK - NIGHT

Kendra fires back up the engine.

EXT. PICKUP TRUCK - NIGHT

The pickup truck does a u-turn and drives down the road.

DISSOLVE TO:

EXT. GABLES - NIGHT

The streets are deserted.

EXT. BACK OF PICKUP TRUCK - NIGHT

The group has their guns raised - ready for anything - they know those things are out there, hidden somewhere in the Texas night. They wait but nothing happens. They don't see anything or anyone. No Aliens, no Predators. People are hidden for sure but there is no sign of damage or attack anywhere. The group looks at the calm, quiet streets.

DREW

They lied about everything.

INT. PICKUP TRUCK - NIGHT

Kendra kills the engine. One by one everyone climbs out.

EXT. AIRPORT - NIGHT

--with the fog so thick, the airport is horribly spooky. The group starts toward a hangar.

KELLY

They keep the Channel 4 news
helicopter in one of these hangars.

Several of the group step in and out of the thick fog, appearing to "disappear" for a second, only to re-emerge a second later.

MOLLY

Mommy.

Kelly looks for Molly, momentarily lost in the fog.

MOLLY

Mommy!

Kelly follows the voice until she finds Molly. She scoops her up in her arms.

KELLY

I told you I'd never leave you again.

They open a HANGAR DOOR. Darkness. Dallas lights a flare. The red fire-light from the flare pierces the darkness. They look inside. It's empty.

They rush down the tarmac and open ANOTHER HANGAR DOOR. Darkness. Dallas raises the flare, and--

THE ALIENS

attack from all sides, a dark, sweeping reptilian wave accompanied by a soul-chilling hissing sound that is heard en masse -- and we're with them -- from their pov as they hit--

THE GROUP

caught completely off guard, stunned by this surprise burst attack. They fire defensively but Aliens are everywhere--

DARCY

is the first to go -- and she goes down with a vengeance -- as if the Aliens knew somehow she was the human most hungry for revenge. She is aspirating blood. And then she is gone. Lost to the fog. Gone to the Aliens.

DALLAS

whirls around, shotgun raised and ready to fire--

DALLAS

DOWN!

TIM

hits the deck as--

DALLAS

fires, shooting into an Alien chest, knocking it back with a powerful shot but not stopping it--

ALIEN

keeps charging relentlessly. Coming for--

KENDRA

who -- having no gun -- reaches down and grabs the blood-soaked shotgun Darcy dropped when she was taken, racks it but she's out of time because--

THE ALIEN

is inches from her brothers. It opens its jaws wide--

KENDRA

raises the shotgun, tries desperately to find the trigger. She can't find it. They're not going to make it.

ALIEN'S INNER MOUTH

comes out to deliver the fatal death blow as--

KENDRA

pulls the trigger at the last possible second just as the alien reaches them.

ALIEN'S HEAD

explodes into a hundred pieces large and small.

KENDRA

rolls out of the way as alien blood burns through the ground around her.

DREW

is running, doesn't know where but he's running. Finally, panicked and resigned to his fate he just stops in place and screams in a total meltdown. His scream is silenced when--

TWO ALIENS

devour him from both sides, one has his arms, the other his legs.

DREW
NO! PLEASE GOD NO!

DREW

watches as his upper torso is ripped from his legs. He's dragged away helplessly from the other half of his body and then he too is just gone.

KELLY

is just about to be killed by a leaping Alien but -- just before it reaches her--

A BARBED SPEAR

flies through the air like an arrow fired from a bow and slams right through the alien's skull as--

PREDATOR

runs atop the roof of the next hangar, leaping off, coming out of cloaked mode in mid-air and landing right in the center of the battle.

PREDATOR

flexes his arms, and two extremely sharp and nasty-looking blades spring out from behind his hand, curved and shining in the firelight.

THREE ALIENS

attack the Predator and for the first time we see

A PREDATOR VS. THREE ALIENS

It's a brutal, epic, hand to hand battle. It spills onto the tarmac.

TIM
(to Kelly)

RUN!

KELLY

grabs Molly and takes off running for the next hangar as Dallas, Ricky and Tim lay down cover fire!

PREDATOR

grabs an Alien and -- now face to face -- takes it, lifts it up and smashes it down onto the roof of the pick-up truck.

PICKUP TRUCK WINDOWS

explode on impact. Jagged piece of glass shred the air.

ALIEN

whips his lethal spiked tail toward the Predator, sending it down like a long dagger right through the Predator's leg.

PREDATOR

ROARS in pain, then takes the Alien by its long skull and jams the screaming, hissing Alien right through a manhole cover, shattering it, and shoving the Alien to the depths below--

PREDATOR

catches himself just before falling through the hole.

EXT. NEXT HANGAR (HELICOPTER HANGAR) - NIGHT

Kelly forces open the large hangar door. She raises her rifle, keeping molly behind her. Nothing -- except

A BELL 212 HELICOPTER

sitting in the center of the hangar, waiting. Kelly rushes inside and presses a large red button on the wall. The ceiling of the hangar begins to mechanically roll back showing foggy night skies above. Kelly rushes back outside--

KELLY

(screaming to Tim and Co.)

IT'S HERE!

EXT. TARMAC - NIGHT

Tim hears Kelly faintly over the gunfire. He looks over to see Kelly waving them over to her as--

PREDATOR

pulls himself up to find himself surrounded by--

THREE MORE ALIENS

that leap on top of the powerful hunter in a bold assault.

PREDATOR

fires his shoulder cannon, rocketing the first Alien off of him and blowing a basketball-sized-hole in its black torso as--

THE REMAINING TWO ALIENS

attack and ruthlessly devour the Predator, as revenge for Antarctica, as revenge for a hundred hunts over a thousand years.

PREDATOR

dancing with death and fighting for its life, goes to fire a second shot of the shoulder cannon when--

ALIEN

dives and hits him, knocking the weapon onto the tarmac.

PREDATOR

is being picked apart and broken down by the aliens. Like an aging fighter against a ruthless opponent in its prime it's painful to watch. When a third Alien joins the death march, The Predator struggles to even wage a fight.

INT. HELICOPTER HANGAR - NIGHT

Kelly and Molly climb into the helicopter. Kelly searches the cockpit controls. She fires up the helicopter. The rotorblades start moving. They grow faster until they are whipping around at full speed.

EXT. TARMAC - NIGHT

PREDATOR

has his eyes ruthlessly burned by alien acid blood. He throws off his battle mask. He goes to trigger his wrist nuke and before he can tap the button his arm is savagely ripped off. Glowing Predator blood sprinkles the tarmac.

ALIENS

sensing their advantage over their powerful opponent go in for the kill now -- using their sheer numbers to take apart the Predator piece, by piece, by painful piece. If the Predators won Antarctica, the aliens have won Texas.

PREDATOR

his body broken and ravaged by this final stand, falls forward and dies.

ALIENS

make a shrieking scream signifying victory. Its deafening.

INT. HELICOPTER HANGAR - NIGHT

The helicopter is ready to go.

AN ALIEN

crawls over the edge of the now roofless hangar and dives for the helicopter.

THE ALIEN

is savagely cut in half by the rotorblades!

INT. HELICOPTER - NIGHT

Molly looks from outside to her mother.

MOLLY

What was that?

Kelly looks outside and sees the slain alien.

KELLY

That's dead!

EXT. TARMAC - NIGHT

AN ALIEN

leaps--

JESSE

is hit full force by the leaping Alien; the only thing she manages before she dies is to SCREAM.

DALLAS/RICKY

open fire; killing the Alien just after it kills Jesse.

RICKY

sees her. He's frozen in shock. As much as he would have wanted to, he never had the chance to save her.

DALLAS

She's dead. Come on!

ALIENS

charge, relentlessly moving toward their human targets. In the brutal fight, as Alien cries mix with the sound of gunfire--

DALLAS

We gotta get to the weapon!

RICKY

What? You're crazy. We gotta go.

TIM

I'm getting my family out of here!

DALLAS

If we don't get that gun you're not going to have a family.

ANOTHER ALIEN

leaps for the group, slamming into the side of a parked airport maintenance van, just missing tearing Tim's head right off its shoulders. They shoot at it, momentarily backing it off as they argue--

Tim looks at Dallas. And nods. They form a human snake of firepower, shooting their way toward the fallen Predator.

The humans are about to overwhelmed by the Aliens when--

DALLAS

his heart pounding, goes for the gun, narrowly ducking under a viciously swung Alien tail that smashes into the side of car, cutting right through the steel as if it were a laser.

DALLAS

dives and grabs it - for the first time a human is in control of Predator technology. He fires! An awesome kick to the gun unleashes a blue ray--

AN ALIEN

is hit with it and blasted backward ten feet. It slams against the side of the parked van. The blue ray is so powerful that it goes right through the Alien and blows a basketball sized hole right through the van -- and out the other side!

THE SWARM OF ALIENS

freezes momentarily, aware of the power of the technology now in human hands. As they prepare to launch another assault--

DALLAS

steps in front of the group and fires again!

ALIENS

start to swarm now en masse, a full, all out desperate assault as--

DALLAS

lays down cover fire with the powerful Predator gun, escorting Ricky, Tim, Kendra, Curtis and LeShawn toward the helicopter hangar. The Predator gun is the only thing keeping the group alive.

DALLAS

hits another Alien, blowing him completely in two as they race toward--

EXT. HELICOPTER HANGAR - NIGHT

The helicopter waits, rotors spinning. Everyone gets to the helicopter except--

DALLAS + RICKY

who have laid down the fire allowing the others to survive.

DALLAS

GO!

RICKY

I'm not leaving you.

INT. HELICOPTER - NIGHT

Tim looks at a very worried Kendra.

TIM

What's wrong?

KENDRA

Should we be flying in this weather?

Everyone looks at her. They have bigger problems right now.

INT. HANGAR - NIGHT

DALLAS

GO! NOW!

RICKY

reluctantly runs and climbs into the helicopter

DALLAS

keeps firing the Predator gun as the aliens attack. Again.
And again as--

THE HELICOPTER

starts to lift off...

DALLAS

runs and jumps at the last second, grabbing onto the landing
gear skit, dropping the Predator gun as--

INT. HELICOPTER - NIGHT

The helicopter lifts off.

ALIENS

leap for Dallas as the helicopter lifts off, just missing
him. The alien leap again and again for Dallas as he
continues to be pulled past their reach.

INT. HELICOPTER - NIGHT

Tim watches as his wife -- the combat pilot -- take control.
The irony is not lost on him. His wife's military service
which he once hated, is now the very thing that is saving all
of their lives.

KELLY

Pull Dallas up!

The others reach down and pull Dallas inside.

KELLY

Get that door shut!

A long beat passes as it hits them all that, at least for
now, they have survived. These two families have survived.
And so has one other family -- Dallas and Ricky, bodies
battered, dried blood, their own and others, caked on their
clothes, arms and faces. They look like the walking dead.

TIM

We made it out but I hope that
you're wrong cause a lot of people
didn't and they're still down
there.

EXT. SKY - NIGHT

A plane is headed toward the helicopter.

INT. HELICOPTER - NIGHT

LEWSHAWN

Is that a plane?

KENDRA

It's the Army. They're here.
They're here to help!

EXT. SKY - NIGHT

Something bright drops from the bottom of the plane. The bright light glows eerily as it falls through the darkness.

INT. HELICOPTER - NIGHT

As Molly watches, her face pressed up against the window, the bright light, reflected off her young, fragile eyes continues to fall from the sky.

EXT. GROUND LEVEL - NIGHT

The bright light strikes the ground. There is a flash of intense white light that floods the entire screen.

THE END