

RETURN OF THE THING

Part I EXPOSURE

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ACT ONE

FADE IN:

BLACK

The sounds of a ROARING fire. A title: ANTARCTICA, WINTER, 1982

EXT. ANTARCTICA - U.S. STATION #4 - NIGHT

We open with FOOTAGE from the Carpenter movie -- the last scene. Flames are consuming the remains of a scientific outpost.

A MAN enters FRAME, wrapped in a blanket, clutching a bottle of J&B, beard crusted with ice. Sombrero tied around his neck. We know this guy -- it's MACREADY. He staggers toward us, sits down heavily. Starts to raise the bottle to his lips... then stops.

Another FIGURE appears behind him -- black, bald, and bundled in a parka. Clutching a FLAME THROWER. This is CHILDS. MacReady seems startled to seem him. No, not startled -- afraid.

CHILDS

You the only one who made it?

MACREADY

I'm not the only one.

CHILDS

Did you kill it?

MACREADY

(a beat; suspicious)
Where were you, Childs?

CHILDS

Thought I saw Blair. I went out after him, got lost in the storm.

Childs sits down across from him. A long beat.

CHILDS

Fire's got the temperature up all over the camp. Won't last long, though.

MACREADY

Neither will we.

CHILDS

How will we make it?

MACREADY

Maybe we shouldn't.

CHILDS

(beat)
If you're worried about me --

MACREADY

(interrupting)

If we've got any surprises for each other, I don't think we're in much shape to do anything about it.

CHILDS

(nods; a beat)

Well, what do we do?

MACREADY

Why don't we just... wait here for a little while. See what happens.

He offers Childs the bottle. Childs takes it and drinks, chuckling weakly as the camp burns around them.

FADE TO:

BLACK

The CRACKLING of the burning camp slowly FADES, leaving only the sound of the mournful wind HOWLING over the frozen desert...

A title: **SIX MONTHS LATER**

EXT. ANTARCTICA - U.S. STATION #4 - DAY

MacReady and Childs are still sitting across from one another, half-buried in snow. Dead. Frozen solid. The bottle of J&B still clutched in MacReady's gloved hand. MacReady's eyes are open, crusted with ice crystals, his cheeks black with frostbite.

Behind the two dead men, the remains of the camp are covered in ice and snow. It's a lonely tableau, bleak and haunting.

Then we begin to hear VOICES. They're shouting in RUSSIAN. In the b.g., TWO MEN IN PARKAS run into FRAME. One of them pops a SMOKE GRENADE and tosses it out onto the ice. Suddenly --

-- a Soviet MiL Mi-8T helicopter ROARS by overhead, circling the camp. A red star and the letters "CCCP" are painted on its side.

INT. SOVIET HELICOPTER - DAY

DR. YURI LUKANOV looks out the window at the ice. He's in his early 40's with hawkish features and piercing dark eyes. Next to him is his wife, ALINA. She's his age, warm, but very dignified.

The third passenger is FEDYENKA VIGOVSKY. He's a sharp kid in his 20's, long on enthusiasm, short on personal hygiene. A PILOT and COPILOT are at the controls. They all speak in SUBTITLED RUSSIAN.

Alina taps Lukanov on the shoulder. He leans toward her, but she still has to shout to be heard over the sound of the ROTORS.

ALINA

Rook to H4.

Lukanov gives her a thoughtful look, then nods and turns back to the window. The copilot gestures to Vigovsky.

COPILOT

What's that all about?

VIGOVSKY

They're playing chess.

COPILOT

Where's the board?

VIGOVSKY

In their heads.

The copilot gives Alina and Lukanov an incredulous look.

EXT. ANTARCTICA - U.S. STATION #4 - DAY

The helicopter lands. Anxiously waiting at the edge of the landing zone is DR. KADAKIN, a burly, bearded man, mid-40's. He waves to Lukanov and the others as they disembark.

KADAKIN

Doctor Lukanov?

LUKANOV

(nods)

Show us.

Kadakin leads Lukanov, Alina, and Vigovsky at a stride through the ruined camp. MEN IN PARKAS are busily placing survey flags and searching the wreckage. CATERPILLAR TRACTORS are clearing paths through the snow. There's a major excavation underway.

KADAKIN

When will the Americans and the Norwegians be notified?

LUKANOV

When we are done. And not one moment sooner! Is that understood?

KADAKIN

Yes, Comrade Doctor! Quite understood!

ALINA

Are there no survivors?

KADAKIN

(shakes his head)

Only bodies! Most are burnt beyond recognition.

LUKANOV
And some are not...

They arrive at the shack where MacReady and Childs sit frozen in the snow. Lukanov kneels and examines the corpses. Vigovsky starts taking photographs.

LUKANOV
(to Kadakin)
This is how you found them?

KADAKIN
We haven't touched anything.

Alina notices something and Lukanov follows her look. Childs is still clutching his flame thrower, its nozzle pointed at MacReady. A thoughtful beat. Lukanov brushes the snow away from MacReady's other hand, revealing a .357 MAGNUM. Aimed at Childs.

ALINA
They sat here pointing guns at each other until they froze to death.

LUKANOV
Curious.

KADAKIN
You think this is curious?
(off their looks)
This is nothing.

A beat. Lukanov tries to contain an excited smile, but can't.

LUKANOV
Show me!

EXT. ANTARCTICA - GLACIER - DAY

Three Soviet helicopters ROAR over the desolate ice field, the fat MiL Mi-8T now flanked by two vicious-looking Hind-D's -- three dark green wasps streaking across the eye-searing white terrain.

INT. SOVIET HELICOPTER - DAY

Lukanov sits with Alina, Vigovsky, and Kadakin. There are half a dozen SOVIET COMMANDOS with them this time. One of the commandos slaps a magazine into his AK-47 and pulls the bolt back. CH-CHAK! Vigovsky eyes him nervously.

Alina reaches out and holds Lukanov's hand. He raises her hand and kisses it lovingly. But we can see that his mind is racing...

EXT. ANTARCTICA - CRATER BASE - DAY

The helicopters set down on a flat expanse of ice. Lukanov and the others gets out, escorted by the commandos.

The Soviets have set up a makeshift camp here around a giant circular hole in the ground. ARMED SOLDIERS guard the perimeter. Kadakin leads them to the edge. What they see at the bottom of the huge crater takes their breath away --

ALINA

Oh, my God...

It's a spaceship. The same immense flying saucer from the Carpenter movie, still at the bottom of that hole in the ice. The winter storms have nearly covered it, but we can still make out its shape. Jagged edges of torn metal poke through the snow.

LUKANOV

(awestruck)

Have you been inside?

KADAKIN

We've been waiting for you to tell us if it's safe.

Vigovsky gives Lukanov an uneasy look, but Lukanov seems unfazed. He nods to the others.

LUKANOV

Suit up.

EXT. ANTARCTICA - CRATER BASE - DAY (TIMECUT)

The commandos lead Lukanov, Alina, and Vigovsky down to the flying saucer via steps carved in the ice. They're all wearing sophisticated hazmat suits over their cold weather gear. They look like astronauts preparing to walk on the moon.

Lukanov and the others set foot atop the spaceship and walk across its hull, snow CRUNCHING under their boots. Alina gapes in wonder and Vigovsky videotapes everything with a bulky camcorder.

HANDHELD CAMCORDER POV

Following Lukanov and the others. Vigovsky PANS UP as they walk under a huge, looming metal strut torn from the superstructure.

BACK TO SCENE

There's a large, snow-encrusted disk jutting out of the hull in front of them. CAMERA MOVES IN and TILTS DOWN to REVEAL that it's an open hatch cover. A circular hole lined with icicles leads to the ship's interior. Lukanov looks down, but sees only darkness.

ALINA

What do you think?

LUKANOV

(beat)

Knight to H4. Knight takes Rook.

INT. SPACESHIP - DAY

Pitch black, looking up through the hatch, a circle of light in the darkness. The commandos toss ropes into the hole and start rappeling toward us, one after another, a PLUMMETING BODY finally WIPING us to --

BLACK

Silence. Then suddenly, the SCREEN IS RIPPED APART as our TITLE BURNS and SIZZLES its way through:

RETURN OF THE THING

FADE TO:

BLACK

We hear the dull DRONING of JET ENGINES in flight.

A title: 23 YEARS LATER

INT. BOEING 767 - NIGHT

CAMERA MOVES VERY SLOWLY down the aisle. The cabin is dimmed, most of the PASSENGERS are asleep.

Title: TRANSGLOBAL AIRWAYS FLIGHT #321
NON-STOP FROM MOSCOW TO LOS ANGELES

CAMERA FINDS A NERVOUS PASSENGER sitting in a window seat. He raises a trembling hand and presses his call button. A FLIGHT ATTENDANT appears in the aisle. The nervous man speaks with an unusual accent.

NERVOUS MAN

How long until we land?

FLIGHT ATTENDANT #1

Six hours. About half an hour less than the last time you asked.

She smiles, but her joke does nothing to reassure him. He's really tense. She gives him a sympathetic look.

FLIGHT ATTENDANT #1

Try to get some sleep.

He nods and she leaves. He adjusts his pillow and turns toward the window, staring blankly at his reflection.

The flight attendant returns to the mid-cabin station. ANOTHER FLIGHT ATTENDANT gives her a concerned look.

FLIGHT ATTENDANT #2
What's that guy's problem?

FLIGHT ATTENDANT #1
Just squirrely, I think. But let's
keep an eye on him, just in case.

EXT. KREMLIN - DAY

The sky is heavy with storm clouds and snow covers the ground.

A title: MOSCOW

INT. HOUSE OF GOVERNMENT - DAY

Lukanov paces impatiently in an ornate corridor, outside a pair of large wooden doors. He's in his 60's now, still a formidable presence, but something is different about him -- his manner is urgent, almost manic, and his eyes now seem distant and haunted.

The wooden doors open and a grim-faced RUSSIAN BUREAUCRAT emerges. They speak in SUBTITLED RUSSIAN.

RUSSIAN BUREAUCRAT
It's been confirmed. Vitsenko bribed
his way onto a flight bound for Los
Angeles ten hours ago.

LUKANOV
You have to warn the Americans! If
that plane lands, it will be the same
as if you launched a nuclear attack
against them!

RUSSIAN BUREAUCRAT
The President agrees. He's making the
call now.

LUKANOV
It's not enough! They won't understand
what they're up against!

RUSSIAN BUREAUCRAT
We're arranging to fly you to Los
Angeles to help them, but you must
stick to the cover story we have
provided. We have interests that need
to be protected.

LUKANOV
Your only interest should be in
stopping this from reaching the general
population. You've seen the
projections, you know how quickly it
could spread if --

RUSSIAN BUREAUCRAT

(interrupting)

Yes, I know, that's why we're sending you. But I also know that it's difficult for you to be purely objective in this matter.

Lukanov glares at him, but before he can respond, TWO FSB AGENTS in trenchcoats appear behind him. The bureaucrat turns to them.

RUSSIAN BUREAUCRAT

Take Doctor Lukanov to Chkalovsky Airport. See that he is not late.

The two agents nod and gesture for Lukanov to follow them. Lukanov gives them a suspicious look.

RUSSIAN BUREAUCRAT

(to Lukanov)

We want this ended just as badly as you do. Surely you can do that without making too much trouble.

Lukanov eyes the bureaucrat warily, then allows the FSB men to lead him away. The bureaucrat watches them go.

EXT. WASHINGTON, D.C. - ESTABLISHING - NIGHT

Aerial SHOTS of the nation's capital. Suddenly, a MILITARY HELICOPTER ROARS into FRAME, heading across the city.

INT. PRITCHARD'S HOME - BEDROOM - NIGHT

A telephone RINGS. The clock next to it on the nightstand reads 4:24 am. ROGER PRITCHARD stirs in bed -- 40's, clean cut, but a bit weak-chinned and weasely. He puts on his glasses as he reaches for the phone and picks up a pen, ready to take notes.

PRITCHARD

This is Pritchard... Yeah... Is this for real? ... What helicopter?

Suddenly, he hears a sound outside -- WHUP!-WHUP!-WHUP!-WHUP! -- and through his bedroom window, Pritchard sees the helicopter we just saw land on his lawn! He gives it a stunned look. A beat.

PRITCHARD

Okay. I'll be there in fifteen minutes. Call me on my cell.

INT. HOMELAND SECURITY HQ - MORNING

A seal etched onto a glass door reads "DEPARTMENT OF HOMELAND SECURITY." The door opens and Pritchard enters with DHS SECRETARY PETE AVERY, a barrel-chested man in his 50's.

Pritchard hands Avery a file and points out a surveillance photo of IVAN VITSENKO -- the nervous flier on Flight #321.

PRITCHARD

His name's Ivan Vitsenko. The Russians say he's part of a Chechen extremist group that blew up three Moscow apartment buildings six years ago.

AVERY

And how the hell did they let this asshole get on a plane?

PRITCHARD

Oh, come on. Russian security is an oxymoron. We're lucky they figured out what was happening before he landed.

AVERY

You call this lucky?

Pritchard is disturbed by Avery's response. They pause at a security door to swipe their ID cards. Pritchard lowers his voice so no one overhears:

PRITCHARD

Pete... what's this guy carrying?

AVERY

(beat)

Weaponized smallpox.

Pritchard gives him a stricken look. The security door BUZZES open and they walk through into --

INT. HOMELAND SECURITY HQ - SITUATION ROOM - MORNING

The room quietly BUZZES with OFFICIALS and TECHNICIANS, some in military uniforms. Video monitors line the walls. Pritchard quickly grabs a phone. Avery turns to a harried AIDE.

AVERY

How long until they enter our airspace?

AIDE

They already have. Three hours ago.

AVERY

Great. Nice of ol' Vlad to give us the heads-up. So where are they?

AIDE

Over New Mexico. The pilot's been ordered to enter a holding pattern until their escort arrives.

Avery looks at one of the tactical screens and points to FOUR RED BLIPS. They're rapidly closing in on a FLASHING BLUE ARROW.

AVERY

These our boys out of Cannon?

AIDE

Yes, sir. Four F-16s from the Twenty-Seventh Fighter Wing.

Pritchard hangs up the phone and turns to Avery.

PRITCHARD

Pete?

(off Avery's look)

Anne Blackburn from the CDC.

He points to one of the room's video walls, where a jerky webcam image suddenly appears. It's DR. ANNE BLACKBURN -- 30's, sharp, attractive. She's video conferencing from home and wearing a frumpy sweatshirt. She's obviously just woken up.

AVERY

Hi, Anne, sorry to wake you. Have you been able to get a handle on what we might be looking at?

BLACKBURN

Do we know if the virus was released before he got on the plane?

AVERY

We don't think so, but the Russians are shutting down Sheremetyevo Airport until we're sure. What we need to know now is what to expect here when this plane lands.

BLACKBURN

Well, the variola major strain has a fatality rate of about thirty percent. But if we're talking about a weaponized virus, that number could go all the way to 100 percent. And there's no guarantee that the current vaccine will even touch it.

PRITCHARD

We have 243 passengers and crew. How many do you think could be infected?

BLACKBURN

Until we find out more about this strain, there's really no way to know. Are we in contact with the Russians on this?

AVERY

They've promised full cooperation. In fact, they're sending us some kind of expert.

The Aide holds up a telephone and gestures to Avery.

AIDE

Mister Secretary, I have the President. He's asking for your recommendation.

AVERY

Doctor Blackburn, will you excuse us?

Before she can respond, Avery punches the "MUTE" button on the conference phone. Blackburn's image vanishes from the screen.

AVERY

(to Pritchard)

I say we stick to the plan. We can have them diverted to Cannon AFB in under an hour. It'll be a hell of a lot easier to control this situation there than it will be at LAX.

PRITCHARD

What if they're hijacked? We don't know that Vitsenko is the only terrorist on that plane. What if they refuse to comply?

AVERY

(a tense beat)

We're not going to let a plane full of weaponized smallpox decide where it wants to land. We'll shoot them down if we have to.

Pritchard doesn't answer. Avery takes the phone from the Aide.

AVERY

Mister President?

EXT. BOEING 767 - NIGHT

Flight #321 soars over the New Mexico desert. ANGLE WIDENS to REVEAL four F-16s moving into formation around it.

INT. BOEING 767 - NIGHT

IVAN VITSENKO, the nervous passenger, is still sweating and fidgeting anxiously. A MAN across the aisle spots something out the window and points it out to the WOMAN sitting next to him. Vitsenko eyes them curiously and looks out his own window.

Just then, the intercom CRACKLES and the CAPTAIN addresses the cabin:

CAPTAIN (O.S.)
Ladies and gentlemen, this is the
Captain speaking. Some of you may have
already noticed our friendly chaperons.

Vitsenko urgently looks back out his window, craning his neck until he spots the running lights of one of the F-16s.

CAPTAIN (O.S.)
(continuing)
There's no cause for concern, but we
will be making an unscheduled landing
at Cannon Air Force Base...

He DRONES ON, but Vitsenko isn't hearing him anymore. He sits back in his seat, eyes darting, breathing hard. He tugs at his collar and staggers to the aisle. Flight Attendant #1 sees him.

FLIGHT ATTENDANT #1
Sir? Are you all right?

Vitsenko tries to answer, sputtering incoherently. Suddenly, his body goes rigid and he collapses in the aisle! Flight Attendant #1 rushes to his side. Flight Attendant #2 helps her.

FLIGHT ATTENDANT #1
He's not breathing -- I think he's
having a heart attack!

Flight Attendant #2 hurries to the mid-cabin station and grabs the emergency defibrillator. Passengers poke their heads up to see what's going on. Flight Attendant #1 unbuttons Vitsenko's shirt and begins mouth-to-mouth, checks his pulse -- nothing.

Flight Attendant #2 returns with the defibrillator. They quickly prepare the paddles and attach EKG leads to Vitsenko's chest. Flight Attendant #1 turns the defibrillator on. The machine WHINES as it builds up its charge, then -- BEEP-BEEP-BEEP!

FLIGHT ATTENDANT #1
Everybody stay back!

She presses the paddles against his chest -- BZZAP! Vitsenko's body lurches, then goes limp. The Flight Attendant checks the EKG. No response.

FLIGHT ATTENDANT #1
Again!

The HIGH-PITCHED WHINE fills the cabin again -- BEEP-BEEP-BEEP!

FLIGHT ATTENDANT #1
Clear!

BZZAP! Still no response. ANOTHER FLIGHT ATTENDANT hurries to the mid-cabin station and grabs the interphone.

FLIGHT ATTENDANT #3
(on interphone)
Captain, we've got a problem back here!

In the aisle, the defibrillator recharges. BEEP-BEEP-BEEP!

FLIGHT ATTENDANT #1
Clear!

She lowers the paddles once more --

INT. BOEING 767 - COCKPIT - NIGHT

-- and suddenly, through the closed cockpit door, SCREAMS can be heard coming from the cabin! Screams and something else -- a HOWL and an unearthly HISSING RATTLE, like the CHIRPING of a swarm of alien crickets! The FLIGHT CREW exchanges alarmed looks.

INT. HOMELAND SECURITY HQ - SITUATION ROOM - MORNING

Pritchard and Avery stop what they're doing and turn as they hear the Captain's voice CRACKLING over the speakers:

CAPTAIN (O.S.)
Uh, stand by, we've got a disturbance
of some kind in the cabin --

INT. BOEING 767 - COCKPIT - NIGHT

The SCREAMS from the cabin are panicked, hysterical, and the CHIRPING sound is getting louder. The NAVIGATOR gets up and peers through the peephole in the cockpit door. Suddenly --

-- the steel door EXPLODES in his face! The CHITTERING NOISE is deafening and the navigator is yanked out through the splintered hatch before we can even see what's gotten hold of him!

INT. HOMELAND SECURITY HQ - SITUATION ROOM - MORNING

A tense silence falls over the room. Pritchard and Avery stand frozen, listening to the transmission from AIR TRAFFIC CONTROL.

ATC (O.S.)
TransGlobal three-two-one, this is
Cannon AFB, how do you read?
TransGlobal three-two-one, how do you
read?

No response. The Aide turns to them, his face ashen.

AIDE
Their hijack alarm has been activated.

Pritchard sighs. He and Avery exchange a solemn look.

EXT./INT. F-16 COCKPIT - NIGHT

The FIGHTER PILOT behind the 767 gets an order over the RADIO:

CONTROLLER (O.S.)
Stinger One, this is Echelon. You are
cleared to engage.

FIGHTER PILOT
(a tense beat)
Repeat that last, Echelon.

CONTROLLER (O.S.)
Your orders are confirmed, Stinger One.
You are cleared to engage. Knock it
down. God have mercy on us.

FIGHTER PILOT
Copy that, Echelon.

The pilot hesitates, then maneuvers his plane into position. He aims the target lock box of his HUD at the 767. The missile lock TONE fills the cockpit. A beat.

CONTROLLER (O.S.)
We read missile lock, Stinger One. You
are ordered to take the shot.

The pilot takes a deep breath, his gloved thumb hovering over the red fire button...

... then suddenly, without a shot being fired, Flight #321 tips over on one wing and drops out of the sky!

FIGHTER PILOT
Oh, my God...

CONTROLLER (O.S.)
Stinger One, what's going on up there?
Can you confirm shoot-down?

FIGHTER PILOT
Uh, negative! Negative! They just
fell out of the sky! Repeat, no
missile shot!

EXT. BOEING 767 - NIGHT

The plane ROARS by CAMERA, wings wobbling -- an echo of the spaceship crash from the Carpenter film.

EXT. DESERT - DAWN

The sun is barely beginning to burn on the horizon, silhouetting the dark mesas. The desert is haunting, otherworldly.

EXT. LITTLE BEAR'S RANCH - DAWN

Calling it a ranch may be something of an overstatement. It's essentially a shack with a ramshackle wire fence and half a dozen SHEEP behind it. There's also a hut made of earth and wood.

We begin to hear a SCREAMING WHINE getting LOUDER and closer. FRANK LITTLE BEAR emerges from the shack to see what it is. He's a Navajo in his 40's, his clothes reflecting a mixture of the modern and the traditional. He's a man with a foot in two worlds.

Little Bear steps outside just in time to see the Boeing 767 streak over his farm and pass behind a distant ridge! It vanishes from sight, then -- KA-BLOOM! An orange ball of fire erupts from the other side of the ridge, lighting the sky like a second sun.

INT. HOMELAND SECURITY HQ - SITUATION ROOM - MORNING

On the tactical screen, the BLUE ARROW BLINKS, then VANISHES. A heavy silence falls over the room. Shocked faces all around. Pritchard gives Avery a troubled look, but Avery turns away.

DISSOLVE TO:

EXT. CRASH SITE - DAWN

CAMERA MOVES SLOWLY through the flaming wreckage, past the debris field to a low hillock, where a starving COYOTE appears. It looks around, sniffs the acrid air, and decides to investigate.

The coyote tentatively pokes around the edges of the crash site, shying away from the CRACKLING fires. It finds a smashed galley cart and hungrily laps up the food that's strewn around it.

Then something else grabs its attention -- an unearthly RATTLING CHIRP coming from underneath a piece of metal wreckage. It's dark under there, but we can just make out a charred, fleshy mass, glistening in the light of the fires.

The coyote WHINES uncertainly, then sniffs and cautiously steps toward it. As the coyote nears, the mass splits open, flesh peeling back with a strange grace, like a blossoming flower.

The coyote stops, hackles raised, a low GROWL rising in its throat. Suddenly, a long tendril shoots out of the flesh flower and stabs the coyote in the throat! The coyote YIPS and tries to pull away, but another tendril whips out and grabs it by the neck!

The flesh flower sprays the coyote with a weird, milky fluid. The coyote WHINES and struggles, but can't escape as the tendrils

slowly pull it toward the hidden mass. CAMERA PANS AWAY to a nearby ridge...

... where Frank Little Bear stands next to his old Willys pickup truck, watching in shock as the coyote is dragged under the piece of metal debris. CAMERA MOVES IN on Little Bear's horrified face looking down on the nightmare transpiring below.

The coyote's WHINES stop. A long, silent beat. Then suddenly, the coyote trots out from under the debris, right as rain, as if nothing has happened. It stops and looks up at Little Bear. For a moment, it just stares at him. Little Bear is taken aback.

Then the coyote turns away and lopes off into the desert. Little Bear watches it go. Off his astonished look --

FADE TO BLACK.

END OF ACT ONE

ACT TWO

FADE IN:

EXT. CHKALOVSKY AIRPORT - DUSK

Title: CHKALOVSKY MILITARY AIRPORT - 19 MILES NE OF MOSCOW

A dark sedan drives across the tarmac, escorted by TWO POLICE CARS with LIGHTS FLASHING. They pull up in front of a LARGE PRIVATE JET. Lukanov gets out of the sedan, a carry-on bag slung over his shoulder. The FSB agents get out with him.

They're greeted by PETROVSKY, a tall, sallow chap who looks like he might get his kicks by tripping little old ladies. They speak in SUBTITLED RUSSIAN.

LUKANOV

Who are you?

PETROVSKY

Petrovsky. Federal Security Service.

LUKANOV

I don't need a handler.

PETROVSKY

I'm not here to baby-sit you, I'm in charge of this mission. You say nothing to the Americans without clearing it through me first. Is that understood?

Lukanov glowers angrily, then gives an irritated sigh and boards the airplane, followed by Petrovsky and the FSB agents.

EXT. CENTERS FOR DISEASE CONTROL - DAY

A marble bust of Hygieia, the Greek goddess of health, stands in front of a plain pale-brick building.

A title: CENTERS FOR DISEASE CONTROL AND PREVENTION, ATLANTA

INT. ANNE BLACKBURN'S OFFICE - DAY

Blackburn is at her desk, talking on the phone. MARISSA, her assistant, enters and hands her a message.

BLACKBURN

(on phone)

Okay, we've got a Level Four mobile lab prepped and loaded for you.

INTERCUT:

INT. LIMOUSINE - DAY

Pritchard and Avery sit in the back of the car, which is being escorted by POLICE MOTORCYCLES. It's raining outside. They've got Blackburn on the speakerphone.

BLACKBURN

(continuing)

The bad news is it's in Denver. If you want it at the crash site before tomorrow morning, I need two C-130's to airlift it.

PRITCHARD

Done. Anything you need. Have Colorado Air National Guard pick it up.

BLACKBURN

Any word yet on this guy the Russians are sending?

AVERY

All we know is he's some kind of expert. They've got him on a plane now.

PRITCHARD

We assume he's your opposite number in Russia -- Doctor Yuri Lukanov.

Blackburn quickly jots the name down.

PRITCHARD

(continuing)

What about your team?

BLACKBURN

We've got six EIS officers already on their way.

PRITCHARD

Good. E-mail me everyone's names for clearance to the crash site.

BLACKBURN

We're gonna need a very strict quarantine. I'd suggest shutting down all the roads and highways within a twenty mile radius.

AVERY

You sure that's absolutely necessary?

PRITCHARD

It's the best way to keep the press out, that's for sure.

BLACKBURN

It's just a precaution.

AVERY

Starting a panic isn't going to make my job any easier.

BLACKBURN

Nobody wants a panic. But if this turns out to be our nightmare scenario, we want to stomp on it with both feet now before it turns into an epidemic.

AVERY

All right. Do what you have to do. We'll call you back as soon as we have secure communications with the Russian expert.

END INTERCUT:

CONTINUING IN MOVING LIMO

Avery hangs up the speakerphone. Pritchard shows him a map of New Mexico on a laptop computer.

PRITCHARD

The plane went down here, southeast of Four Corners. There's an abandoned military base we can use as a staging area about fifteen miles from the crash site.

AVERY

How long until we have someone out there?

PRITCHARD

County first responders will be on the scene in about thirty minutes, but our bio-containment teams can't make it in less than eight hours.

AVERY

Just make sure the State Police know to set up a wide perimeter. I want a total media blackout until we've got this thing under control.

PRITCHARD

How are we going to explain that?

AVERY

As long as no one uses the word "smallpox," I don't care what you tell them. But if I see a guy in a hazmat

(MORE)

AVERY (CONT'D)
suit on the news tonight, someone's
gonna get their ass whooped.

PRITCHARD
(looks at his watch)
When are we briefing the President?

AVERY
We're not briefing the President.
(off Pritchard's look)
You're going to New Mexico.

PRITCHARD
(beat)
You mean... physically to New Mexico?

AVERY
I'm not talking about astral
projection.

PRITCHARD
FEMA can handle this. We can
coordinate --

AVERY
(interrupting)
I want a Homeland Security face on the
ground in New Mexico. My way of
reminding everybody who they work for.

Avery gives him a friendly wink. Pritchard turns away and looks
out the rain-streaked window to hide his anger.

INT. LITTLE BEAR'S HOUSE - DAWN

It's little more than a low-ceilinged shack, meticulously neat and
sparsely decorated. There's no TV, but he's got an old turntable
and a collection of classic rock albums. Little Bear enters and
takes something from a drawer by his bed --

It's a naja necklace -- a crescent-shaped amulet hanging from a
leather thong strung with turquoise beads, dried berries, and
buffalo teeth. Little Bear regards it solemnly for a moment
before slipping it around his neck.

Then he grabs a hunting rifle, slings a canteen over his shoulder,
puts his cowboy hat back on, and takes off again.

EXT. HIGHWAY - DAWN

The sun rises, turning the landscape blood red. A COUNTY UTILITY
TRUCK pulls to the side of an endless ribbon of empty highway.

The DRIVER gets out of the truck. He's a county power worker,
30's, a tough-looking hombre with sideburns, goatee, and a
moustache. A real NASCAR good ol' boy named RAFFERTY.

He stands in front of his truck, looking at something in the distance with an astonished look on his face -- there's a huge column of black smoke billowing up on the horizon.

A SHERIFF'S TRUCK appears behind him and blows right by, lights flashing, SIREN wailing, headed toward the smoke. Rafferty hurries back to his truck and grabs the handset of his CB radio.

RAFFERTY

Sheriff, got your ears on? Come back.

INTERCUT:

INT. SHERIFF'S TRUCK - DAWN

SHERIFF LEN HAYES is at the wheel -- 30's, good-looking, soft-spoken, competent. He picks up his radio handset.

HAYES

Go ahead, Raff. Make it snappy.

RAFFERTY

What the hell's going on out there? We under attack or something?

HAYES

County says there's a commercial aircraft down, looks like a big one.

RAFFERTY

Jeezus, pleeze-us! I'll follow you out, there might be a lot of people hurt.

HAYES

Negative on that. We've got fire and EMS crews coming in from three counties. We're gonna be tripping over each other as it is.

RAFFERTY

Copy that. Holler if you need anything.

HAYES

Ten-four. Appreciate the offer.

END INTERCUT:

As the Sheriff's truck disappears, Rafferty shields his eyes from the rising sun and watches the smoke climb into morning sky.

INT. MICHAEL'S BEDROOM - DAY

The same column of smoke is visible from eight-year-old MICHAEL ELLIOT's bedroom window. He's a bright boy, with inquisitive

eyes, but there's something sad about him, too. He gapes out his window at the smoke rising in the distance.

MICHAEL

Woah...

INT. SARA ELLIOT'S HOUSE - DAY

SARA ELLIOT hurriedly pours a cup of coffee and grabs her purse. She's in her 20's, pretty, but worn out, wearing a shabby waitress uniform. She spills a little coffee on herself and curses. Michael runs downstairs in his stocking feet.

MICHAEL

Mom, come see this!

SARA

Not now, baby, we're late! Get your shoes on!

MICHAEL

There's something on fire outside!

SARA

Michael! Now! Shoes!

Sara quickly wets a washcloth and dabs at her stained uniform. Michael sighs and trudges back upstairs.

EXT. CHRISTMAS, NEW MEXICO - DAY

The sun beats down on the cracked blacktop. There's a sign standing off by itself with a waving Santa Claus wearing sunglasses painted on it. It reads: "WELCOME TO CHRISTMAS (pop. 318)." Underneath is a sign for the local Optimist Club.

There's no traffic in the streets, just dust blowing in from the surrounding desert. There's a gas station, a church, and an old town hall, but much of the rest of the town is deserted -- empty storefronts and homes, remnants of a more prosperous time.

There's nothing in sight for miles, save low scrub brush and the shadows of distant mesas. Christmas, New Mexico is little more than an isolated desert outpost on the cusp of oblivion.

EXT. MIGHTY MART - DAY

Sara pulls up in a beat-up Trans Am with Michael in the passenger seat. She parks in front of a quaint little country store.

INT. MIGHTY MART - DAY

BOB BOYLE hurriedly grabs a two-way radio and heads for the door. He's a gruff-looking man in his 40's, sunburned and calloused. He kisses his wife, SAMANTHA -- she's almost ten years younger than him, soft-spoken and big-hearted.

BOB
Gotta go!

SAMANTHA
Okay, be safe, hon.

A bell RINGS over the door as Sara and Michael enter. Bob hastily passes them on his way out and pats Michael's head.

BOB
Hey, tiger!
(to Sara)
Morning, Sara.

Samantha gives Sara and Michael a confused look as they enter.

SARA
Can you watch him today? Jolene bailed on me.

Samantha sighs wearily.

SAMANTHA
Sara, you can't keep doing this! I've got my own things to deal with today and Bob got called out to that plane crash.

SARA
There was a plane crash?

SAMANTHA
Yes, out past Route Fifty-seven. Didn't you see the smoke?

MICHAEL
I saw it! I --

SARA
(interrupting)
Come on, Sam! I'm really late!
Please, I swear I'll make it up!

Samantha glances over at Michael. He gives a resigned sigh. He's been through this more than once.

SAMANTHA
All right. I'll call Paulette, maybe he can play with Ginnie next door.
(to Michael)
Would you like that?

Michael gives a noncommittal shrug. Sara breathes a sigh of relief and kisses him on the forehead as she hurries out the door.

SARA

Be good for your Aunt Sam, okay?

Michael nods. Samantha sighs as she watches her go.

INT. FIREHOUSE - DAY

Bob hurries into the garage of the town hall, which doubles as the firehouse. There's a single fire truck that looks like it was new maybe thirty years ago and a banner advertising the "Foster County Volunteer Firefighter's Bake Sale."

As Bob enters, he passes MAUREEN -- pregnant, early 20's. She sits at a desk near the door with a CB radio.

BOB

Where is everyone?

MAUREEN

Jamie's here, Billy's car won't start, and Harold threw his back out again.

Bob goes to the lockers, where JAMIE PRESCOTT is already grabbing his gear. Jamie's in his late 30's, looks like he might've been a football player in another life. They suit up as they talk:

JAMIE

Fool throws his back out every time we get a call. There are only four of us, does he think we won't notice?

BOB

(to Maureen)

Tell Billy we'll pick him up on the way.

EXT. CRASH SITE - DAY

Sheriff Hayes drives his truck over the uneven terrain leading to the crash site. He stops well away from the debris and steps out.

HAYES

Holy moley...

In the light of day, we can see the full extent of the devastation. Burning wreckage is strewn over a huge area surrounding a scorched crater. Only the tail section remains even remotely intact, twisted and blackened from the fire.

EXT. DESERT - DAY

Coyote tracks in the hard-baked soil. Little Bear is crouched next to them, rifle slung in a holster over one shoulder.

He eyes the tracks, then stands up and looks back along the trail. He sees the column of smoke rising from behind a ridge. The tracks head in a straight line away from the crash site.

Then he looks in the opposite direction. The tracks lead off into the empty desert, nothing but sagebrush and cracked earth for miles. Little Bear starts walking, following the coyote's tracks.

EXT. CRASH SITE - DAY

The volunteer firefighters arrive in their old truck. Hayes walks over to meet them as Bob, Jamie, and BILLY get out. Billy looks just out of high school, tall and gangly, eager to please.

HAYES

Lemme guess -- Harold hurt his back.

JAMIE

Yeah, go figure.

BOB

(to Billy)

Grab the Indian tanks. We'll start putting out some of those spot fires.

HAYES

Hold up, Billy. You boys can't go in there yet. FBI says this is a Federal crime scene. I've got to secure the site until they get here.

BOB

FBI? What do they think happened?

HAYES

All I know is somebody thinks it wasn't an accident. So I don't want anyone near that thing if it turns out there was some sort of biological or chemical weapon on board.

BOB

If terrorists blew this plane up, the FBI's not gonna want us just standing here watching the evidence burn. Hell, what if somebody's alive in there?

JAMIE

FBI's gonna tell us to not do our jobs? Not save lives?

HAYES

I already talked to County about getting a hazmat crew out here. They've got everything from here to Santa Fe on its way.

BOB

Until then we're supposed to just wait?

Hayes considers this for a moment.

HAYES

You got protective gear?

BOB

We've got masks on the truck and I can send Jamie to pick some stuff up from the store. We'll set up a decon area right here for anyone leaving the site.

HAYES

(beat; then nods)

All right, do what you gotta do, just be careful about it.

Hayes watches uneasily as Bob and the others start pulling equipment from their truck...

EXT. ABANDONED MILITARY BASE - DAY

A temporary military staging area has been set up among the boarded-up buildings and dilapidated hangars. NATIONAL GUARD TROOPS double-time about their assigned duties. Black Hawk helicopters are taking off and landing.

Weeds grow through cracks in the tarmac, but the old airfield is still intact. Pritchard emerges from a Learjet, its engines still WHINING down. He loosens his tie, walks out into the blazing sun.

NICK WEBBER (50's) hurries over to greet him. Webber is tall and slender, and unlike Pritchard, he's dressed for the desert.

WEBBER

Under Secretary Pritchard? I'm Doctor Nicholas Webber, Epidemic Intelligence Service.

EXT. ABANDONED MILITARY BASE - DAY (TIMECUT)

Pritchard and Webber ride across the tarmac in the back of an open-top military jeep, driven by a NATIONAL GUARDSMAN.

WEBBER

We weren't expecting anyone from Homeland Security to make it out here.

PRITCHARD

Neither was I. It's the Secretary's idea of reminding me who I work for.

(off Webber's look)

Forget it. When do we leave for the crash site?

WEBBER

We're rolling out as soon as the mobile lab gets here.

PRITCHARD

How likely is it that we'll get this cleaned up without an exposure?

WEBBER

We've got two things going for us with smallpox -- it typically doesn't live long in the open and it can't be spread by animals. So as long as nobody starts poking around before we get there, I think we'll be all right.

EXT. CRASH SITE - DAY

Bob and the other volunteer firefighters tromp through the burning wreckage, wearing gas masks and spraying water from tanks on their backs. The fires aren't big, but they're persistent.

Billy sees a FIRE FLARE UP near the broken tail section and picks his way toward it through the debris. He's sweating profusely under his gas mask and looking a little queasy.

He's spraying the fire with water when he hears something -- a metallic CLANKING sound from behind him. Billy looks up. He hears it again -- it's coming from inside the tail section of the plane.

He looks inside, but it's too dark to see anything. He cautiously moves closer. The scorched cabin is upside-down, dead bodies still fastened in their seats above him. He swallows nervously. Then he hears it again, a hollow CLANK that echoes in the cabin.

BILLY

You guys, there's something in here!

As he turns back -- a FIGURE lunges at him from the dark! Billy stumbles away, trips over some luggage, and falls down!

Bob and Jamie run to his side, then look up to see what has startled him -- it's a MAN, tangled in his seat belt and dangling from the ceiling. He's horribly burned, his clothes melted to his charred flesh... and he's GASPING for breath! This guy's alive!

BILLY

Jesus! I got a live one!!

EXT. CRASH SITE - DAY (TIMECUT)

Billy and Jamie carry the unconscious survivor on a stretcher. Bob stops them as they're leaving the debris field.

BOB

Set him down, let me decon you.

Billy and Jamie put the stretcher on the ground and step into the "decontamination area" -- a plastic SpongeBob SquarePants kiddie pool where Bob proceeds to douse them with Clorox bleach.

Sheriff Hayes stands by his truck, talking into his radio handset.

HAYES

(impatient)

County, this is Sheriff Hayes. Where the hell are those paramedics? We've got a survivor here, but we need to know if he's been exposed to anything and where to take him if he has... Danny, you out there? Come back.

A long beat. A STERN VOICE responds over the radio.

STERN VOICE (O.S.)

Don't take him anywhere, Sheriff. We are on en route to your location.

HAYES

Who is this? County, who is en route?

Suddenly, he hears something -- a LOW RUMBLING NOISE like thunder rolling in from the desert. He looks up and sees a CLOUD OF DUST in the distance. The others hear the NOISE now, getting LOUDER. They stop what they're doing and turn, following Hayes' look.

It's a BLACK HAWK HELICOPTER, approaching over the desert. Another one appears from behind it. Then another and another -- half a dozen Black Hawks in all, flying low in a "V" formation!

Below them, dark shapes become visible through the cloud of dust, huge and lumbering, shimmering from the heat. Sunlight glints off gleaming chrome -- it's a CONVOY OF SEMI-TRUCKS hauling shiny silver trailers, THUNDERING across the hardpan!

The Black Hawks sets down near the crash site. SOLDIERS IN HAZMAT SUITS jump out of them, clutching M-16s! Sheriff Hayes starts toward the soldiers, then freezes as they raise their guns.

SOLDIER #1

Stay where you are!

The trucks pull up and encircle them. More MEN IN HAZMAT SUITS hop out of the trucks, BARKING orders and unloading equipment. Billy and Jamie are still standing in the SpongeBob kiddie pool, dripping bleach and gaping in astonishment at the sight.

BILLY

Oh, crap.

EXT. DESERT - HILLTOP - DAY

Another pair of Black Hawks flies by, right over our friend the coyote. The coyote just stands there, not at all afraid, watching as the helicopters race toward the column of smoke in the distance. Then it turns and walks on...

FADE TO BLACK.

END OF ACT TWO

ACT THREE

FADE IN:

EXT. CRASH SITE - DAY

The silver trailers that the semi-trucks brought have been linked together into a sophisticated mobile laboratory complex. The entrances are covered with clear plastic tents and guarded by soldiers wearing hazmat suits.

More men in hazmat suits have entered the debris field, placing color-coded flags amongst the wreckage.

INT. MOBILE LAB - ISOLATION ROOM - DAY

Sheriff Hayes sits on an examination table, naked except for a hospital johnny. SOMMERS, a lab technician in his 30's, is drawing blood samples from him. Pritchard and Webber are here, too. They're all wearing hazmat suits except Hayes.

WEBBER

The new smallpox test is pretty fast. We should know if you've been exposed in a couple hours.

PRITCHARD

(to Hayes)

What I want to know is why you didn't stop those firefighters from going in there.

HAYES

If I hadn't, that man they pulled out would've died!

PRITCHARD

You didn't know he was in there and he's probably going to die anyway.

HAYES

Look, I had to choose between guarding the crash site and preserving the crime scene. If I made the wrong decision, it's because you knew what was on that plane and didn't bother to tell us.

PRITCHARD

Here's how this works. We're going to tell you what you need to know, when you need to know it. Until then, you take a time-out and hope your stupidity hasn't gotten anyone killed.

Webber gives Pritchard an uncomfortable look. The lab tech finishes his blood draw and the three of them leave, the air lock

door HISSING shut behind them. Hayes watches uneasily as a light above the door turns red and the door locks with a loud CLICK.

INT. CENTERS FOR DISEASE CONTROL - DAY

Blackburn walks through a busy office filled with cubicles. Her assistant Marissa catches up to her and hands her a file folder.

BLACKBURN

Is this the file on Lukanov?

MARISSA

Promise you won't shoot the messenger?

BLACKBURN

Oh, no. What now?

Blackburn starts to read the file -- and stops in her tracks.

BLACKBURN

Oh, my God...

INT. ANNE BLACKBURN'S OFFICE - DAY

Blackburn is on the phone with Avery. She's got Lukanov's file open to a picture of him from 25 years ago -- dressed in the uniform of the Soviet Army.

BLACKBURN

(on phone)

This expert the Russians are sending?
He's not in disease control, he's in
disease manufacture.

INTERCUT:

INT. WHITE HOUSE - DAY

Avery is listening to Blackburn on his cell phone. He shows his ID to a MARINE GUARD and walks down an opulent corridor.

BLACKBURN

(continuing)

Back in the Cold War, he worked for the
State Research Center of Virology and
Biotechnology.

AVERY

(realizing)

He made bio-weapons for the Soviets.

BLACKBURN

He didn't just "make bio-weapons."
We're talking about the Thomas Edison
of germ warfare here! He was their top
man in R&D. He ran the whole show

(MORE)

BLACKBURN (CONT'D)
until 1984 and then suddenly just
vanished!

AVERY
What do you mean, "vanished?" What
happened to him?

BLACKBURN
He quit! He was forty-two years old, a
highly-paid scientist working for a top
secret billion-dollar weapons program,
then one day he just up and resigns and
nobody's heard from him since!

AVERY
Until this morning when the Russians
take him out of mothballs, put him on a
plane, and tell us he's their bio-
terrorism expert? It doesn't make
sense.

END INTERCUT:

BLACKBURN
No, it doesn't. Unless he knows what
was on that plane because he's the man
who invented it.

INT. RUSSIAN JET - NIGHT

The private jet seats nine, but there are only Lukanov, Petrovsky,
and the two FSB agents, who are busily setting up a laptop
computer and a webcam. Petrovsky quietly confers with Lukanov in
the back of the plane. They speak in SUBTITLED RUSSIAN.

PETROVSKY
Remember, you are to stick to our cover
story that Vitsenko was transporting
stolen samples of smallpox.

LUKANOV
This is no time for childish games. I
thought we were helping them!

PETROVSKY
And we are. Within certain limits.
The Americans can contain and destroy
this without ever learning what it
really is.

LUKANOV
They're not going to just blindly do
what I tell them. And when they figure
out that you've lied to them --

PETROVSKY
(interrupting)

How are they going to do that exactly?

Lukanov scowls at him and turns away.

EXT. ATOMIC BAR & GRILLE - CHRISTMAS, NEW MEXICO - DAY

The rusty metal sign of the Atomic Bar & Grille CREAKS as it sways in the wind. A nondescript sedan is parked out front.

INT. ATOMIC BAR & GRILLE - DAY

A rustic diner, complete with pool table, jukebox, and grill. The only customer is MITCH BRENNER, fat and self-important, late 30's. He's wearing an ill-fitting suit and cowboy boots.

He waits at the counter while the proprietor, LUIS, scoops onion rings into a paper bag. Luis is in his 40's, stocky, wearing an apron and a hair net. Sara is behind the counter, watching a news program on the TV. Brenner is surreptitiously checking her out.

BRENNER
Folks have got yourselves some excitement.

Luis thinks Brenner is talking to him and gestures to the TV.

LUIS
Yeah, I'm still waiting for them to start talking about us on there.
(beat; eyes Brenner)
You a reporter?

BRENNER
Nope, just passing through.

Luis sets the onion rings and a can of soda in front of Brenner and rings them up.

LUIS
Can I get you something else? How about a fried egg sandwich? Got my own chicken coop out back. Eggs don't get any fresher than that.

BRENNER
Maybe next time I'm in town.

LUIS
Yeah, right.

He watches Brenner leave. Sara doesn't look up from the TV.

EXT. ATOMIC BAR & GRILLE - DAY

Brenner walks out to the sedan parked in front. This time we notice the seal on its door: "DEPARTMENT OF JUSTICE - UNITED STATES MARSHAL." As Brenner gets in behind the wheel...

INT. BRENNER'S CAR - DAY

... we see for the first time that there's a MAN in an orange prison jumpsuit in the back seat! He's handcuffed and separated from Brenner by a wire mesh, but he's still pretty scary-looking. His name is HOLLIS GATES (late 20's). He eyes Brenner's food.

GATES

Where's mine?

BRENNER

Up my ass.

Brenner opens his soda can and starts the car.

INT. HOMELAND SECURITY HQ - SITUATION ROOM - DAY

Avery paces in front of the video wall. His Aide hangs up a phone and turns to him.

AIDE

We have a secure satellite link with the Russians.

AVERY

All right, let's do this.

INT. RUSSIAN JET - NIGHT

Lukanov and Petrovsky sit in front of the laptop computer with the webcam aimed at them. The computer screen has Avery's webcam image in one window and Blackburn's in another. (This should all look fairly real, no magic "movie computer" bullshit, please.)

AVERY

Mister Petrovsky, I'd like to personally convey my gratitude for your government's candor and cooperation in this matter.

INTERCUT:

INT. HOMELAND SECURITY HQ - SITUATION ROOM - DAY

Avery stands in front of the video wall, where Lukanov, Petrovsky, and Blackburn are displayed.

AVERY

(continuing)

The Russian Federation has proven

(MORE)

AVERY (CONT'D)
itself once again to be a valuable
partner in the war on terror.

PETROVSKY
Is least we could do under
circumstances. Smallpox is truly
horrendous disease. We gladly offer
any assistance you require.

Lukanov gives him a sidelong glance at the mention of smallpox,
but Petrovsky ignores it.

AVERY
Good. In that case, I'm going to turn
you over to Doctor Blackburn. She's
Chief of Special Pathogens at the CDC.

INTERCUT:

INT. ANNE BLACKBURN'S OFFICE - DAY

Blackburn sits at her computer, Lukanov's file open in front of
her. Lukanov, Petrovsky, and Avery are on her monitor.

BLACKBURN
Thank you, Mister Secretary. Hello,
Doctor Lukanov. Or do you still prefer
to go by "Colonel?"

Petrovsky bristles warily. Lukanov is undisturbed.

LUKANOV
"Doctor" will do.

BLACKBURN
Am I correct in assuming that we have
you to thank for the little bundle of
joy on that plane?

LUKANOV
I suppose indirectly, yes.

BLACKBURN
Terrific. So what sort of protective
equipment do you recommend for our
people at the crash site?

Lukanov is about to respond, but Petrovsky interrupts.

PETROVSKY
I'm sorry, you say this plane is
crashed?

AVERY
That's correct. It exploded in the New
Mexico desert a short while ago.

PETROVSKY
There were survivors?

BLACKBURN
We don't think so, but we'd like to
know what to expect if there are.

Petrovsky nods. A beat. Lukanov gives him a curious look.
Suddenly, Petrovsky reaches over and yanks the cords out of the
back of the laptop!

END INTERCUT:

INT. HOMELAND SECURITY HQ - SITUATION ROOM - DAY

Petrovsky and Lukanov's image suddenly vanishes. Baffled, Avery
turns to his Aide, who just helplessly shakes his head.

AIDE
We've lost them.

INT. RUSSIAN JET - NIGHT

Lukanov gapes at Petrovsky in shock and outrage. They speak in
SUBTITLED RUSSIAN.

LUKANOV
What are you doing?! Have you lost
your mind?

PETROVSKY
I'm aborting our mission. Vitsenko's
plane has blown up. The sample has
been destroyed. It's over.

LUKANOV
It is not over! If even one cell
somehow survived the crash --

PETROVSKY
(interrupting)
One cell?! Listen to yourself! You're
completely paranoid! I am not going to
jeopardize our national security assets
for the sake of one cell!

LUKANOV
Damn it, one cell is all it takes! We
must help the Americans and we must be
certain it is destroyed, because if it
gets out, if we let it slip through our
fingers, it's not going to recognize
borders and it's not going to stop
until everything you claim to defend is
destroyed!

PETROVSKY

Don't lecture me on how to do my job!
I've made my decision, now sit down and
shut up or I'll have you arrested!

Petrovsky shoves Lukanov into a chair, forcing him to sit.
Lukanov is fuming, but says nothing more. Petrovsky straightens
his jacket and opens the door to the cockpit. A PILOT and COPILOT
are at the controls.

PETROVSKY

Take us home.

The pilot nods in acknowledgement. Petrovsky closes the door and
returns to his seat. Lukanov slumps in defeat.

INT. MOBILE LAB - ICU - DAY

The plane crash survivor lies unconscious in a sealed chamber,
under an oxygen tent. He's got a machine breathing for him.
Pritchard peers in at him through a window. Webber approaches.

WEBBER

The tests on those first responders
have come back negative for smallpox.

PRITCHARD

All right. Hold them for a few more
hours and then find them a ride back to
town.

WEBBER

A few more hours? What for?

PRITCHARD

Because they piss me off.
(gestures to survivor)
Will he regain consciousness?

WEBBER

Not if he's lucky.

PRITCHARD

He might be able to tell us what
happened up there.

WEBBER

The Secretary wants you to question
him?

Pritchard turns and shoots Webber a look.

PRITCHARD

I'm making the calls here, not the
Secretary. You report to me, not to
(MORE)

PRITCHARD (CONT'D)
him. Has that not been made clear to
you?

WEBBER
I'm sorry, I was just --

PRITCHARD
(interrupting)
Yes, I want to question him. Let me
know if he wakes up.

Pritchard turns and walks away. Webber watches him go.

EXT. HIGHWAY - DAY

Rafferty's utility truck drives down an empty stretch of road,
passing HALF A DOZEN MILITARY HUMVEES headed the other direction.

INT. UTILITY TRUCK - DAY

Rafferty is cruising along, looking at the Humvees in his rearview
mirror. A VOICE comes over his CB, but it's so badly GARBLED that
we can't understand it. Rafferty picks up the handset.

RAFFERTY
Dispatch, this is Rafferty. I didn't
get that, come back.

The VOICE replies, more DISTORTED than before, disintegrating into
a HIGH-PITCHED SQUEAL. Rafferty cringes and turns the CB off.

RAFFERTY
Jesus!

Then something catches his eye along the side of the road. In the
distance, he can just make out Little Bear tromping through the
desert, rifle held in front of him. Rafferty's face scrunches in
confusion. He cranes his neck to get a better look as he passes.

RAFFERTY
The hell...?

EXT. HIGHWAY - DAY

Rafferty's truck drives by, the town of Christmas just visible on
the bleak horizon ahead. As the truck passes, CAMERA PANS with it
to REVEAL a little BLACK-TAILED JACKRABBIT at the side of the
road, nibbling some desert grass. Awww, pretty bunny! Suddenly --

-- fleshy whipcord tendrils lash out from O.S. and grab hold of
it! As the rabbit futilely struggles to escape, CAMERA PANS along
the quivering tendrils...

... to FIND the coyote. More fleshy tendrils erupt from the
coyote's fur and its head starts to split apart, opening like the
petals of a glistening pink orchid...

INT. MOBILE LAB - CONFERENCE ROOM - DAY

Pritchard and Webber are seated at a long conference table with REPRESENTATIVES of a dozen government agencies -- FEMA, NTSB, FBI, ATF, CDC, USAMRIID, etc.

Standing in front of them is GENERAL ANTOINE WISE of the Army National Guard. He's a mild-mannered gentleman in his 50's who is probably mistaken for a college professor when not in uniform. Behind him is a giant map of the crash site area.

GENERAL WISE

The only population center for fifty miles is here. It's a small town called Christmas, population roughly three hundred.

He points out the town of Christmas on the map.

GENERAL WISE

(continuing)

Aside from contact with disaster relief personnel, they'll be completely cut off from the outside world.

PRITCHARD

What about communications?

GENERAL WISE

We've jammed all civilian cell phone and radio frequencies. Land lines are local-use-only and no longer receive calls from outside our zone of control.

WEBBER

How big is this "zone of control?"

General Wise points out two concentric circles on the map.

GENERAL WISE

State Police have set up roadblocks twenty miles from the Hot Zone. Our inner perimeter is five miles closer and manned by National Guard troops in full protective equipment. Aerial patrols are maintaining a No-Fly Zone and we're working on a direct satellite feed from the National Reconnaissance Office. When that's complete, this twelve hundred square miles of empty desert will be the single most secure area in the entire country.

INT. BRENNER'S CAR - DAY

Brenner is at the wheel. Gates looks out the window at the desert landscape, a sour expression on his face.

GATES

Can I get some air back here? This car smells like a damn armpit.

BRENNER

Not the sort of high class treatment you're accustomed to, huh?

GATES

Oh, you want to mock me now? You must be feeling pretty safe up there.

BRENNER

Wasn't trying to offend you. You didn't strike me as the sensitive type.

GATES

That doesn't mean I don't have my pride. Something you probably don't know anything about, showing up to drive people around in a smelly-ass car like this.

BRENNER

Is that some kind of joke? In what sick universe does a low-life piece of white trash like you have anything to be proud of?

GATES

(smiles)

Well, I've got myself a chauffeur.

BRENNER

I'm not a chauffeur. I'm a garbage man. Picking up the trash and hauling it to the dump to be burned.

Then Brenner notices something up ahead -- it's a military roadblock. TWO ARMORED VEHICLES are parked across the highway, flanked by SOLDIERS in hazmat gear. Their faces are hidden by their gas masks. One of the soldiers waves for Brenner to stop.

BRENNER

Aw, what the hell is this?

EXT. HIGHWAY - ROADBLOCK - DAY

Two soldiers approach the car, one hanging back with his M-16 held at the ready. Brenner rolls down his window.

ROADBLOCK SOLDIER
Sorry, sir. This area is under
quarantine. You'll have to turn back.

BRENNER
Is there another way around?

ROADBLOCK SOLDIER
No, sir. You're in the quarantine
area.

BRENNER
(incredulous)
How is that possible? We were just
driving through! You let us in, but
you won't let us out?

ROADBLOCK SOLDIER
How you got in really doesn't matter to
me. I need you to turn this vehicle
around and head on back to town.

BRENNER
This have something to do with that
plane crash?

ROADBLOCK SOLDIER
I'm not at liberty to discuss it, sir.

Brenner pulls out a badge and shows it to the soldier, who looks
at it without touching it.

BRENNER
Look, I need to get through here. My
name is Mitchell Brenner, I'm a Deputy
U.S. Marshal. I'm transporting this
prisoner to Santa Fe for arraignment.
Here, you can call my superiors if you
need to confirm it.

Brenner offers him a business card, but the soldier doesn't take
it. Brenner eyes him curiously.

ROADBLOCK SOLDIER
Please keep your hands inside the car,
sir. I'm going to ask you to pull over
here and stay in your vehicle while I
contact my CO.

BRENNER
Thank you.

The soldiers turn away and Brenner parks the car. Gates gives him
a cocky smile. Brenner sees it in the rearview mirror.

GATES
Change of plan, Garbage Man.

BRENNER
Shut up.

EXT. CHRISTMAS - OUTSKIRTS - DAY

The coyote now stands atop a high ridge overlooking the entire town. The coyote is strangely still, just patiently observing.

A moment later, that little black-tailed jackrabbit comes hopping up beside it, still very much alive.

The two natural enemies stand side-by-side, staring down at the town of Christmas with blank, inscrutable eyes.

INT. ATOMIC BAR & GRILLE - DAY

Sara sits at the counter, watching TV news coverage of the plane crash. Luis enters from the kitchen. He's carrying a bunch of cardboard signs he's made to advertise the diner.

LUIS
Hey, I'm not paying you to sit there
and watch TV all day!

SARA
There's nobody here! What do you want
me to do?

LUIS
Start getting the place ready!
(gestures to TV)
Where do you think all these reporters
and cops and people are going to go
when they start getting hungry?

Sara picks up a tray of salt shakers and starts filling them.

SARA
Sorry, I wasn't thinking about how two
hundred people blowing up a few miles
from here would be good for business.

LUIS
Hey, I'm doing my part to help.
Everybody's gotta eat sometime. It
might as well be here.

SARA
So where is everybody?

LUIS

They're busy, like you should be! I'm gonna start hanging these signs up along the highway.

Luis turns to leave, but something on the television catches his attention. An ANCHORMAN is talking. Above his shoulder is a graphic of an airplane over a silhouette of New Mexico.

ANCHORMAN

We're going live to Colleen Campbell, who's on the scene now in Foster County, New Mexico. Colleen, what have you learned?

The SHOT cuts to a REPORTER standing in front of a roadblock manned by state troopers. They're not wearing hazmat gear.

REPORTER #1

Not much, Hal. We're about twenty miles from the crash site and that's as close as we can get. As you can see behind me, the State Police are stopping everyone and that's only fueling the rumors that there may have been a biological or chemical weapon on the plane when it went down.

Sara and Luis exchange an anxious look.

INT. MILLIGAN RESIDENCE - DAY

PAULETTE MILLIGAN (early 20's) is on the phone and watching the same news broadcast on television. She's pacing nervously.

PAULETTE

Yeah, I know, I'm watching it right now... Believe me, I've tried. I can't get ahold of anyone, I just keep getting a busy signal every time I try to call long distance.

The screen door behind her opens and an angelic LITTLE GIRL enters. Her name is GINNIE, she's seven years old, blonde hair, big blue eyes. She opens the refrigerator and looks inside.

PAULETTE

(on phone)
Just a second.
(to Ginnie)
What are you looking for, sweetie?

GINNIE

Do we have any carrots?

PAULETTE

I don't think so. What do you need
carrots for?

EXT. MILLIGAN RESIDENCE - DAY

Michael is in the Milligan's backyard, crouching on his heels,
looking at something. CAMERA PULLS BACK to REVEAL...

... the black-tail jackrabbit. Wiggling its tail, twitching its
nose, looking irresistible. Michael watches it curiously.

FADE TO BLACK.

END OF ACT THREE

ACT FOUR

FADE IN:

EXT. MILLIGAN RESIDENCE - DAY

Michael is completely captivated by the cute little bunny. It hops toward him. Michael pulls a leaf from a nearby bush and cautiously offers it. Ginnie comes running out of her house.

MICHAEL

Careful, don't scare it.

Ginnie stops and watches, fascinated, but afraid to get too close. Michael holds the leaf out to the rabbit again.

MICHAEL

Come here, bunny. You want something to eat? Don't be scared.

The rabbit tentatively leans forward and sniffs at the leaf. Michael slowly crawls toward it. Ginnie stays behind him.

MICHAEL

(to rabbit)

It's okay, don't be scared. Does that smell good? You want to have some?

Just then, Samantha emerges from the back door of the nearby Mighty Mart and calls out to him:

SAMANTHA

Michael! Come inside! I made you some soup!

GINNIE

(to Michael; whispers)

Don't tell her!

MICHAEL

(to Samantha)

Ginnie and me are playing!

SAMANTHA

You can play with Ginnie after you eat. Come on, it's going to get cold!

Michael groans. He drops the leaf and trudges away. Ginnie watches him go, then turns back to the rabbit.

She takes a moment to build up her courage, then she picks up the leaf and crouches, holding it out. The rabbit sniffs at it again. Ginnie leans in a little closer and it starts nibbling, eating from her hand. Ginnie smiles, watching it.

Then she notices ANOTHER RABBIT standing a few feet away. And ANOTHER. A FOURTH RABBIT comes hopping up and they all just stare at her with strangely attentive eyes...

INT. RUSSIAN JET - NIGHT

Petrovsky is in his seat, talking in Russian on the flight phone. CAMERA MOVES down the aisle to FIND Lukanov leaning back in his seat. He cringes painfully and rubs at his chest. Petrovsky hangs up and eyes Lukanov. They speak in SUBTITLED RUSSIAN.

PETROVSKY

Bad heart?

LUKANOV

Not great.

PETROVSKY

You see? It's best that we go home. A man your age should be playing with his grandchildren, not flying halfway around the world.

LUKANOV

Yes. Yes, you're right, of course.

Lukanov stands up and goes to get his carry-on bag.

PETROVSKY

What are you doing?

LUKANOV

Getting my medicine. Do you mind?

Petrovsky shrugs. Lukanov picks up his bag and rummages through its contents. Petrovsky turns to one of the agents.

PETROVSKY

Pour him a glass of water.

LUKANOV

Thank you.

Suddenly, Lukanov whips a 9mm Makarov pistol from his bag and shoots Petrovsky between the eyes! Petrovsky drops his phone and flops back in his chair. The agents reach into their trenchcoats, but freeze when Lukanov whirls and points his gun at them.

LUKANOV

Weapons on the floor. Slowly. Kick them over to me. Hands behind your heads.

The agents do what they're told. Lukanov picks up both guns.

He puts one gun in his pocket and aims the other at the copilot, who has just emerged from the cockpit to see what's going on. Lukanov gestures with the gun for him to return to the cockpit and follows him, the other gun still pointed at the FSB agents.

LUKANOV
(to pilot)
Return to our original course.

The pilot looks back, sees Petrovsky with a hole in his head and the agents standing by helplessly with their hands in the air. He anxiously nods and turns back to his controls. When Lukanov looks away, the pilot surreptitiously presses a hidden button.

Lukanov turns to the FSB agents and gestures to the laptop.

LUKANOV
Call the Americans.

They exchange a hesitant look. Lukanov presses his other gun to the back of the cringing pilot's head and cocks the hammer.

LUKANOV
Do it or I shoot them both and we all die.

INT. MOBILE LAB - CONFERENCE ROOM - DAY

Pritchard and Webber stand in front of a television monitor, watching a press conference with Secretary Avery.

AVERY
(on TV)
The Red Cross will have a team there tomorrow morning to see to their needs. In the meantime, we'll be asking the residents of Christmas to remain calm and stay indoors unless absolutely necessary. We're also imposing a mandatory sundown-to-sunup curfew until further notice.

REPORTER #2
Has there been any further news on the condition of the survivor?

AVERY
Uh... As I mentioned, we don't at this point believe there were any survivors.

REPORTER #2
So you don't know anything about firefighters pulling a man from the wreckage with burns covering ninety percent of his body?

AVERY

That's, uh... We've had no reports like this, but we'll update you if that changes.

Pritchard smiles at Avery's discomfiture. Webber turns to him.

WEBBER

You didn't tell him?

PRITCHARD

Must have slipped my mind.

INT. MIGHTY MART - APARTMENT - DAY

These are the living quarters behind the store. Samantha is in the kitchen cleaning up. Michael sits in front of a coffee table, eating his soup and drawing a picture. He draws a woman and writes "AUNT SAM" above it.

MICHAEL

Ginnie says Sam's a boy's name.

SAMANTHA

Sometimes it is. But it's also short for Samantha. Doesn't anybody ever call you Mike instead of Michael?

MICHAEL

Dale does.

From the frown on his face, it's clear he doesn't like it much.

SAMANTHA

How are you and Dale getting along?

MICHAEL

Fine.

Yeah, right. His mood darkens every time the name is mentioned.

SAMANTHA

Well, your mom hasn't had a boyfriend in a long time. He makes her really happy, you know.

Michael shrugs. Samantha comes over and looks at his drawing. It's a picture of a house. Out front he's drawn two small people, one big person, and a rabbit. There are hills behind the house and a curlicue of black smoke rising from them.

SAMANTHA

That's really good. Is that the smoke you saw this morning?

He nods. Samantha notices that the three people are labelled "GINNIE," "ME," and "AUNT SAM." She eyes them curiously.

SAMANTHA

Where's your mom?

Michael shrugs again. Samantha gives him a troubled look.

EXT. ATOMIC BAR & GRILLE - DAY

Luis walks out the back door carrying an empty wire basket and heads toward the chicken coop behind the diner.

Suddenly, there's a crazed CLUCKING from inside the henhouse! Chickens start running out of it, frantically flapping around in their ramshackle pen!

Luis runs over to see what's going on and stops short -- there's a gaping hole in the chicken wire and paw prints in the dirt.

INT. ATOMIC BAR & GRILLE - DAY

Luis runs in, completely furious. He hurries to the counter and pulls a SAWED-OFF SHOTGUN out from under the cash register! Sara's eyes nearly pop out when she sees it.

SARA

What the hell are you doing?!?

LUIS

Damn coyote in the chicken coop!

EXT. ATOMIC BAR & GRILLE - DAY

Luis runs outside just in time to see the coyote dash out of the chicken coop in a cloud of white feathers. As Sara watches wide-eyed from the doorway, Luis raises the shotgun and SHOTS twice -- BAM!BAM! -- but misses completely and the coyote gets away.

EXT. HIGHWAY - ROADBLOCK - DAY

Brenner's car is still parked at the side of the road. Brenner punches a number into his cell phone. It BEEPS. The display reads "NO SIGNAL." He puts it back in his pocket and glances in his side mirror. The two soldiers are approaching.

ROADBLOCK SOLDIER

Sir, we can make arrangements to hold your prisoner for you, but you're going to have to go back to town and wait for instructions like everyone else.

BRENNER

The prisoner is my responsibility. Did you call the Marshals Service?

ROADBLOCK SOLDIER
My orders come direct from my CO.

BRENNER
Let me talk to him.

ROADBLOCK SOLDIER
I'm afraid that's not possible, sir.

Brenner gives an exasperated sigh, glances at Gates in the rearview mirror, then turns back to the soldier.

BRENNER
How long are we likely to be stuck here?

ROADBLOCK SOLDIER
I don't have that information. You'll be notified when it's safe to leave.

GATES
Safe for who?

A beat. The soldier doesn't answer. Brenner gives Gates an irritated look, then glares angrily at the soldier.

BRENNER
Tell your CO to expect a call from the Justice Department.

Brenner rolls up his window and drives off, back the way he came.

EXT. CRASH SITE - DAY

Webber emerges from the mobile lab in his hazmat gear and enters the debris field. Dozens of others in similar protective gear are still out here, flagging remains and taking samples. Bodies are covered and carried to the lab on stretchers.

One man, broiling in his hazmat suit, swoons and falls to his knees. As the others hurry to his aid, Webber calls out:

WEBBER
Make sure everybody stays hydrated! I don't want anyone out here longer than an hour until it starts to cool off!

As he watches them help the man back to the mobile lab, an EIS OFFICER waves to him from another part of the crash site. The EIS officer and another man are huddled around something on the ground, but we can't see what it is.

EIS OFFICER
Doctor Webber! Over here!

Webber walks over and the two men step back to show him what they have found. Webber stops short when he sees it.

WEBBER

Holy Mother of God...

Whatever it is has been burned nearly beyond recognition. It's just a long, twisted knot of charred flesh, a nightmarish, misshapen perversion of melted skin... with three agonized human faces gaping out of it.

EXT. CHICKEN COOP - DAY

Luis leads Little Bear into the wire enclosure. Nervous chickens scatter as they enter. Luis points out the hole in the wire.

LUIS

Can you believe this? Chewed right through my fence! In broad daylight!

Little Bear sticks his head in the hen house. Everything seems normal, chickens sitting on nests and pecking at the ground.

LITTLE BEAR

He get any of your chickens?

LUIS

No, I got lucky this time. But if I hadn't come out here when I did, he woulda cost me plenty.

Little Bear turns back and points to the hole in the fence.

LITTLE BEAR

You sure this wasn't here before?

LUIS

You think I wouldn't have noticed it?

LITTLE BEAR

A coyote'd take a while to chew through this wire. Your chickens would've been going crazy.

LUIS

Well, if it wasn't that coyote that made the hole, what was it?

A beat. Littlebear touches the naja necklace he's wearing.

LITTLE BEAR

My grandfather used to say that sometimes you see a coyote and it's just an animal. But sometimes it's not. Sometimes it's a skinwalker. A witch in disguise.

LUIS

Trust me, this wasn't no dude wearing
some coyote costume.

Little Bear nods. He's about to leave, then turns back to Luis.

LITTLE BEAR

There's a story about Coyote changing
into a man so he could sleep with this
man's wife... and even the wife
couldn't tell the difference.

(beat)

Coyote's a trickster. It came here for
a reason. Best keep your eyes open.

LUIS

(dubious)

Yeah, okay. I'll do that.

Little Bear turns away and starts following the coyote's tracks.
Luis gives him a skeptical look and watches him go.

INT. HOMELAND SECURITY HQ - SITUATION ROOM - DAY

Avery is pacing angrily as he talks on his cell phone. He tries
to keep his voice low so nobody overhears him.

AVERY

What the hell is this business about a
survivor getting pulled out of the
wreckage?

INTERCUT:

INT. MOBILE LAB - CONFERENCE ROOM - DAY

Pritchard is talking on his cell phone.

PRITCHARD

Yeah, he's in pretty bad shape. I
didn't tell you about it because I
didn't figure he'd make it.

AVERY

So it's true? I'm gonna look pretty
damn foolish when I have to tell the
President that The Washington Post knew
about this before I did!

PRITCHARD

Somebody must've leaked it. I'll get
right on tracking that down.

AVERY

Don't insult my intelligence. I know
where the leak came from, you snake

(MORE)

AVERY (CONT'D)
sonuvabitch. I send you out there, I give you a chance to show people what you're made of and you --

PRITCHARD
(interrupting)
Now you're insulting my intelligence. You weren't doing me any favors. The President wants somebody's head for this and you wanted me out of the way!

AVERY
Don't flatter yourself. I don't take you that seriously.

PRITCHARD
That was your first mistake. The second was trading control of this situation for face-time with the President. From now on, you want to know what's going on, watch CNN.

Pritchard hangs up.

END INTERCUT:

Avery looks like his head is going to explode. As he hangs up the cell phone, his Aide excitedly appears behind him.

AIDE
We have Doctor Lukanov again.

A telephone RINGS and the Aide turns to answer it. Avery takes a moment to try and calm down, then gestures to the video wall and walks over to the speakerphone. Lukanov appears on the screens, looking very calm.

LUKANOV
My, uh, apologies for the... interruption, Mister Secretary.

AVERY
Is there some sort of problem?

LUKANOV
Not anymore. We may continue.

Just then, Avery notices his Aide, still on the phone, frantically gesturing to him and hastily scribbling a note.

AVERY
(to Lukanov)
All right... We'll, uh... Just a second, please.

The Aide urgently hands the note to Avery, who puts on his glasses and reads it. It says: "HE'S HIJACKED THE PLANE!!!!" Avery does

a double-take and gives the Aide an incredulous look. The wide-eyed Aide exaggeratedly jerks his head toward Lukanov.

Avery turns back to the video wall. An awkward beat.

AVERY

Uh... where is Mister Petrovsky? I'd like to talk to him as well.

INTERCUT:

INT. RUSSIAN JET - NIGHT

Lukanov sits in front of the laptop computer. The FSB agents are tied up and sitting on the deck in front of the cockpit. Lukanov holds his gun on them just out of view of the webcam.

LUKANOV

Unfortunately, Mister Petrovsky is... Well, he's dead. I shot him.

AVERY

I see.

(beat)

Now why would you want to go and do something like that?

LUKANOV

My government has not been as forthcoming about this incident as they would like you to believe. Ivan Vitsenko was carrying a vial stolen from the Renaissance Island Biological Test Facility with the intention of launching a biological suicide attack against the United States. My government realized too late what was happening and warned you of the threat. But they lied to you about one thing, Mister Secretary -- they told you that the vial Vitsenko brought aboard that plane contained smallpox. It did not.

AVERY

So what was it?

LUKANOV

Let's not get ahead of ourselves. I can help you. But first I need you to help me.

AVERY

The United States does not negotiate with terrorists.

LUKANOV

I'm not a terrorist. I'm a humanitarian.

AVERY

I doubt Mister Petrovsky would see it that way.

LUKANOV

Mister Petrovsky's opinion no longer matters. This plane will enter American airspace in just over two hours. I want safe transit to the crash site and your government's guaranteed protection from arrest and extradition after I land.

AVERY

So you want asylum? You understand that your government won't take too kindly to us harboring someone they'll consider to be a traitor.

LUKANOV

What will please or displease my government is irrelevant. You must hear what I have to say.

AVERY

Not under these circumstances, Doctor. We can deal with this on our own.

LUKANOV

I assure you, you cannot. But don't take my word for it. Talk to your people in New Mexico. I will call back in precisely two hours.

END INTERCUT:

Avery is about to say something, but the video screen abruptly goes dark again. Avery sighs and turns to his Aide.

AVERY

Get Anne Blackburn on the horn. ASAP.

INT. MOBILE LAB - NECROPSY ROOM - DAY

The twisted body found in the plane crash has been laid out on a stainless steel table. Webber and Sommers prepare to conduct the autopsy while TWO INTERNS take photographs and shoot video. A NURSE draws blood from the body. They all wear hazmat suits.

WEBBER

Okay. Subjects are... of indeterminate gender. Age also indeterminate, due to
(MORE)

WEBBER (CONT'D)
the high state of charring. The body
or...

(off Sommers' look)
... bodies... are, uh... conjoined.
Presumably by the extreme heat.

SOMMERS
(under his breath)
Human bodies don't melt, they burn.

WEBBER
You got a better explanation?

Sommers shakes his head. Webber looks the body over carefully.

WEBBER
There is a central trunk. And three
distinct heads, abnormally shaped,
again presumably due to the heat.

A long beat. He looks down at one of the hideously deformed
heads. He sighs and picks up a pair of blunt scissors.

WEBBER
All right, I'm making my Y-incision to
open the... well, what appears to be
the shared thoracic and abdominal
cavities. Careful of the sharps.

He cuts through the charred flesh with the scissors, then
carefully works his hands into the incision and pulls it apart.
Sommers groans at what he sees. Even Webber is taken aback.

WEBBER
Uh... uh... Christ, what a mess. Okay,
organ situs is... grossly asymmetric.
I'm seeing multiple severe deformities.

He reaches in and starts examining the internal organs. They're
bloated and misshapen, dripping with some sort of secretion.

WEBBER
(continuing)
Liver is enlarged, deformed, and
misplaced. Not even a hundred percent
sure I'm looking at the liver. Other
organs appear to have liquefied. Come
on, sponge this! I'm swimming in here!

Sommers tries to dab at the bloody fluid with a sponge, but it's
too sticky. Webber turns to the intern with the video camera.

WEBBER
Are you getting all of this?

The intern nods shakily.

WEBBER

Good. Maybe when we're done we can sell the tape to the Fox network.

SOMMERS

Yeah. America's Grossest Home Videos.

INT. ATOMIC BAR & GRILLE - DAY

Sara has one eye on the TV news as she pours coffee for SHINER, a skinny old man sitting at the counter. He's the only customer. Luis enters from the back with a wire basket full of eggs.

LUIS

Did you take your break?

SARA

Yeah, like an hour ago.

LUIS

Okay, just go home.

SARA

Oh, come on! You know I need the hours!

LUIS

I got no customers! The longer you stay here, the more money I lose! Go!

Sara glares at him for a moment, then angrily slams down the coffee pot, grabs her purse, and storms out, muttering under her breath. Shiner just sips his coffee as if nothing's happened.

Luis puts some bread in the toaster and sets a pan on the stove.

LUIS

You see that? She got no understanding of economics. How does she think I'm going to pay her when I got no customers?

Shiner doesn't say anything. Hard to tell if he's even aware Luis is talking. Luis cracks an egg in the pan. CRACK!-SIZZLE!

LUIS

(continuing)

Pendajos and their damn roadblocks! There hasn't been a truck go through here all day! They're ruining my business, you know?

He takes another egg from the basket, cracks it in the pan. CRACK!-SIZZLE! And another -- CRACK!-SIZZLE!

LUIS
(continuing)

They should pay me some compensation.
I should get pain and suffering, you
know? For all my mental anguish!

He cracks another egg in the pan. CRACK!-SKREEEEEEEEEEEEEEEE! The instant the yolk hits the hot pan, it SCREAMS and seems to turn inside-out, blossoming with tiny tentacles and pincers!

Luis screams too, stumbling back against the counter and falling on his ass! The EGG-THING SHRIEKS at him like fingernails on a chalkboard, then frantically slithers out of the pan, away from Luis, and drops behind the oven, out of sight.

A moment later, it's like nothing even happened. Luis sits frozen, trying to catch his breath. Shiner, one hand still on his coffee, looks at the pan with wide, startled eyes.

SHINER
Something wrong with your eggs.

A beat. Heart pounding in his chest, Luis leans back, trying to look beneath the oven. He can't see anything from this angle and he's not quite ready to stick his face down there. Silence.

Then the sound of little wet feet running across the floor behind the oven -- PITTER-SPLAT-PITTER-SPLAT. Luis scrambles to his feet and leans back, trying to catch a glimpse of it.

LUIS
Did you see it?! ¡Qué demonios!

Silence again. Shiner picks up his coffee, gets up from his stool, and slowly starts backing toward the door.

Suddenly, a shoestring-thin tendril drops from the ceiling, whips around his neck, and yanks him off his feet! The little egg-thing is stuck to a rafter and is pulling him toward it!

As Shiner gasps for air, the egg-thing starts shooting a stream of what looks like toxic Silly String into his mouth! Where it misses and hits his face, the flesh starts to burn! He tries to scream, but can only manage a choking, gagging COUGH!

Luis watches in mute horror for a second before his brain starts working again -- the shotgun! It's sitting on a shelf behind the counter! Luis grabs it, but before he can use it --

-- the rest of the eggs in the wire basket simultaneously BURST with a SHRIEKING CRY! The basket splits open and a grotesque mass of flesh writhes out of it! Weird, spiny spider legs, flailing whipcord tendrils... and the slavering snout of a coyote!

Luis SHOOTs it with the shotgun and SPLAT! The glistening mass explodes -- right in his face! Luis recoils in disgust, dripping

with blood and tissue. But his disgust quickly turns to horror as the bits of flesh begin to wiggle and crawl over his body!

He frantically tries to fling them off, screaming as they start boring their way into his skin...

FADE TO BLACK.

END OF ACT FOUR

ACT FIVE

FADE IN:

EXT. HIGHWAY - DAY

A long stretch of road dotted with utility poles. Nothing in sight except for Rafferty's utility truck parked on the shoulder.

The bucket is raised and Rafferty is in it, working on a power transformer. Below, the coyote approaches and stops next to the truck, looking up at Rafferty. Not growling or snarling. Watching. After a moment, Rafferty notices it.

RAFFERTY

Go on! Get out of here! Shoo!

The coyote doesn't even blink. Rafferty goes back to work and the coyote just keeps watching him. He looks down at it again and sighs. This time he throws a wrench at it.

The wrench CLATTERS to the pavement next to the coyote. But the coyote doesn't move. It just stands there, staring up at him.

EXT. ATOMIC BAR & GRILLE - DAY

Brenner parks his car and gets out. Gates calls to him from the back seat:

GATES

Hey, crack a window, willya? It's a hundred damn degrees.

Brenner slams the door, leaves the window up, and walks inside the diner. Gates glowers at him.

GATES

(mutters)

Son of a...

INT. ATOMIC BAR & GRILLE - DAY

Brenner enters to find the place empty. Shiner's shattered coffee cup is still on the floor where he dropped it and the TV is still showing coverage of the plane crash, but there's no one around.

BRENNER

Hello? Anybody back there?

A long, silent beat. Then we hear MOVEMENT from behind the door leading to the kitchen. There's a circular window in the door and we see Luis' face rise into view and peer out. Brenner smiles.

BRENNER

Hey, looks like I might take you up on that fried egg sandwich after all!

Luis just stares at him from behind the door, then nods slowly, sweating profusely.

BRENNER

Can I use your phone?

Another long beat. Luis nods toward the phone. Brenner follows his look. He picks up the phone and dials a number. Luis' watchful eyes follow his every move. He's breathing hard. Sweat is coming off of him in buckets.

Brenner's call doesn't go through. He hangs up and turns to Luis.

BRENNER

Hey, your phone's not working!

Suddenly, CAMERA RACKS FOCUS to REVEAL Shiner standing right behind him!

INT. ATOMIC BAR & GRILLE - KITCHEN - DAY

As Luis watches through the window in the kitchen door, we hear the sounds of a VIOLENT STRUGGLE from O.S., followed by a familiar CHITTERING HISS. CAMERA PULLS BACK from Luis...

... and we see that his head is actually atop a long, serpentine neck of glistening pink flesh! CAMERA FOLLOWS the length of the writhing neck, down to where the rest of his body lies sprawled on the floor, roiling in the midst of a grotesque transformation.

EXT. ATOMIC BAR & GRILLE - DAY

Gates impatiently sits in the back of Brenner's car. He experimentally tugs at the chain securing his wrists to the floorboards, but it's no use. He's not going anywhere.

Then the door of the diner opens a bit. But Brenner doesn't come out. As Gates watches curiously, a hand reaches out and hangs a sign on the door: "GONE FISHIN'." Then the hand slips back inside and the door closes again.

INT. MIGHTY MART - DAY

Samantha is stocking the shelves when the bell above the door RINGS. Sara enters and stands in the doorway.

SAMANTHA

Hey, what're you doing back so soon?

SARA

Luis let me off early. The place is dead.

(calls out)

Michael! Time to go home!

Michael pokes his head in from the door leading to the apartment.

MICHAEL

Aunt Sam said I could play with Ginnie.

SARA

You can play with her tomorrow. Come on, kiss Aunt Sam goodbye.

He frowns and gives Samantha a limp hug. She kisses his head.

SAMANTHA

Bye, sweetheart.

Michael trudges toward the door. Sara reaches for him, but he steps out of her reach and leaves. Sara shrugs. Kids. Just as she's about to leave, Bob enters. He's still in his fire gear and looks exhausted. Samantha sighs with relief.

SAMANTHA

Oh, thank God! Why didn't you call me and let me know you were okay? Do you know what they're saying on the TV?

BOB

I'm sorry, baby. I've had a really strange day.

He gives her a tired hug. Sara waves to them both and leaves.

SARA

I'll see you guys later. Thanks for watching the munchkin.

EXT. MIGHTY MART - DAY

As Sara walks out to her car, she notices another vehicle driving away -- a big Army Humvee. She gives it a surprised look.

Michael sits in the car, sadly looking at Ginnie's house. He sees her inside, looking out at him. Sara starts the car and drives off. Michael waves to Ginnie as they pass. Ginnie waves back.

EXT. JAMIE'S HOUSE - DAY

The Humvee Sara saw stops in front of a modest house. There's another house next door, the two properties divided by a low chain link fence. Jamie gets out of the Humvee and it pulls away.

Jamie walks up the drive and sees HAROLD (30'S) standing in the screened-in porch of the neighboring house. He's tall and skinny, wearing a ball cap and drinking a beer. Jamie eyes him angrily.

JAMIE

How's the back there, Harold?

HAROLD
(raises his beer)
Better. Took a coupla these, cleared
it right up. What happened to you?

JAMIE
What do you care? You got the same
call we all did, but you stayed home
and drank beers all day while we were
sticking our necks out.

HAROLD
From the looks of it, that was a good
move on my part.

JAMIE
I don't get you. Why bother training
to be a volunteer fireman if you're
never gonna answer the calls?

HAROLD
The uniform, Hoss. Pure panty-peeler.

Harold goes inside, the screen door THWACKING shut behind him. We
hear him BELCH O.S. Jamie shakes his head and angrily turns away.

EXT. ATOMIC BAR & GRILLE - DAY

Gates is still waiting in the back of Brenner's car, which has
turned into an oven. Gates' jumpsuit is soaked with sweat and his
hair is plastered to his head. The diner is still closed.
Brenner is nowhere in sight. Gates yells toward the diner:

GATES
Hey! You bastard, I'm boiling out
here! You trying to kill me?! What
the hell is this?!

He tugs at his chains and thrashes around. There's no getting out
of this.

Then he looks down and sees something under the seat in front of
him -- Brenner's empty soda can. It must have rolled under the
seat from the front. He reaches for it. Just out of his grasp.

He tries again and this time manages to get a finger on it. He
grabs the can and quickly twists off the pull-tab...

EXT. HIGHWAY - DAY

Little Bear follows the coyote tracks along the side of the road.
Up ahead, he sees Rafferty's utility truck, still parked on the
shoulder. The bucket is down now, but Rafferty is nowhere to be
seen. Little Bear curiously approaches.

The truck appears to have been abandoned. The coyote tracks lead right to it. Little Bear cautiously takes a couple more steps and then slowly peers around the back of the truck.

Rafferty sits on the rear bumper, lacing his boots. Little Bear's eyes flick to the paw prints on the ground, then back to Rafferty. Little Bear clutches his rifle and is about to back away when Rafferty sees him. He looks Little Bear over, sizing him up.

RAFFERTY

What?

A beat. Little Bear and Rafferty eye each other uncertainly.

LITTLE BEAR

You see a coyote go by here?

RAFFERTY

Yeah. How'd you know?

LITTLE BEAR

Been tracking it. You see which way it went?

Rafferty looks at him for a long moment, then points toward the desert. Little Bear gives him a weak nod.

LITTLE BEAR

Much obliged.

He turns away and starts off in the direction Rafferty pointed. Rafferty never takes his eyes off of him. Little Bear looks back and sees Rafferty watching him.

LITTLE BEAR

You feeling okay?

RAFFERTY

Yeah. You?

A beat. Little Bear doesn't answer, just eyes him warily and then continues on his way. Rafferty watches him go.

INT. ANNE BLACKBURN'S OFFICE - NIGHT

Blackburn is at her computer, clicking through digital pictures of the autopsy Webber conducted and talking on the phone.

BLACKBURN

Oh, my God... Could this have been caused by the fire?

INTERCUT:

INT. MOBILE LAB - OFFICE - DAY

Webber paces anxiously as he talks to Anne on the phone.

WEBBER

That's what I tried to tell myself at first, but these deformities are on a cellular level. This body was like this before it was burned.

BLACKBURN

Have you got labs back?

WEBBER

Yeah, for all the good they did. I've had these people running every test I can think of, but it's like the closer you look at this, the less sense it makes.

BLACKBURN

Sounds like you're just throwing darts at a board.

WEBBER

Pissing in the wind is more like it. I put a blood sample under the microscope to see why the hemoglobin level was so low. Turns out it's rat blood. This person -- or whatever it is -- had rat blood pumping in its veins.

BLACKBURN

That's... not possible.

WEBBER

Yeah, welcome to my world.

BLACKBURN

(sighs)

All right. Get those first responders back. I want them in isolation until we know more about this. We're obviously not talking about smallpox anymore.

END INTERCUT:

WEBBER

Anne, I've got PhDs in virology and microbiology and a master's in medical parasitology. This isn't just not smallpox. It's an abomination. If there was a disease on that plane that can do this to a human being, we're in way bigger trouble than we thought.

INT. MOBILE LAB - MORGUE - DAY

The room is completely dark. Suddenly -- HISSSS! An airlock door opens and fluorescent ceiling lights flicker to life, REVEALING --

-- the twisted corpse from the crash site. It's on a stainless steel gurney, covered with a white sheet, but there's no disguising the monstrosity beneath. There are other human remains here, many of them just grisly pieces in clear plastic baggies.

TWO PEOPLE IN HAZMAT SUITS enter. Maybe we've met them before, maybe we haven't, we can't tell -- their faces are obscured by shadow. The sounds of their BREATH reverberate in their suits.

They wheel in a corpse zipped inside a black body bag, then lay it on the floor at the end of a long row of other body bags.

One of the two people leaves and seals the door. The other stands over the body they just brought in, filling out a form on a clipboard. Then, behind him or her, the deformed mystery body on the gurney...

... moves. Very subtly, a shifting beneath the sheet. The person writing on the clipboard doesn't notice. There's a strange, hollow CRUNCHING sound, like someone under the sheet is cracking open a particularly juicy lobster.

Suddenly, four long, spiny arachnoid legs slide out from underneath the sheet! They lightly touch the floor and begin wheeling the gurney toward the person writing on the clipboard.

It looks like some bizarre spider, with a sheet-covered corpse on a gurney for a body and four hairy legs pushing it forward.

The wheels of the gurney need to be oiled. SQUEAK, SQUEAK, SQUEAK... The person it's creeping up on can't hear it over the sound of their own BREATHING in their hazmat suit. The thing is right behind the person when they finally turn and see it...

INT. HOMELAND SECURITY HQ - SITUATION ROOM - NIGHT

Avery is talking on the phone.

AVERY

Why would the Russians have lied to us about what was on that plane?

INTERCUT:

EXT. ATLANTA HARTSFIELD INTERNATIONAL AIRPORT - NIGHT

Blackburn is talking to Avery on her cell phone as she walks across the tarmac toward a GOVERNMENT JET. Its ENGINES are already WARMING UP and she almost has to shout to be heard. Other members of her CDC TEAM hurry aboard behind her.

BLACKBURN

I don't know, maybe it's something new, something they want to keep secret.

AVERY

I just got off the phone with their Deputy Prime Minister. He says Lukanov's been disturbed for years, ever since the death of his wife. Maybe he finally just lost it!

BLACKBURN

They're the ones who put him on that plane! Now they're saying the expert they sent us is a crazy person?

AVERY

I don't know, but we need to make a decision on this. Lukanov's plane crosses into our airspace in about twenty minutes.

BLACKBURN

Why can't we hear what he has to say and then send him home if we find out he's nuts?

AVERY

It's not that simple. This could snowball into a major international incident. If we listen to this guy and he turns out to be a whack-job, you and I are both screwed.

BLACKBURN

But that body they autopsied is not normal! It's nothing we've ever seen before. We need answers!

(beat)

Lukanov's given up everything just to try and tell us something. I say we hear what he has to say.

INT. RUSSIAN JET - NIGHT

Lukanov is in front of the laptop. Avery and Blackburn are on his screen. An image is downloading in another window.

BLACKBURN

Are we getting warm yet, Doctor?

The image that slowly fills the screen is one of the gruesome autopsy photos that Webber sent to Blackburn.

LUKANOV
Yes. Very warm.

INTERCUT:

INT. CDC JET - NIGHT

The small plane is crowded the CDC team and their equipment. Blackburn is seated at a computer workstation in the back. She sees Lukanov's horrified expression on her screen.

BLACKBURN
Doctor Lukanov?

LUKANOV
I'm sorry, I... In spite of everything, I had sincerely hoped that I was wrong.

BLACKBURN
So you recognize this?

LUKANOV
Yes. This body is definitely infected. You must destroy it immediately. Burn it until nothing remains.

BLACKBURN
Infected with what, Doctor?

INTERCUT:

INT. HOMELAND SECURITY HQ - SITUATION ROOM - NIGHT

Avery stands by the speakerphone. Lukanov and Blackburn are on the video wall.

LUKANOV
First I want to know what arrangements have been made for my arrival.

AVERY
You'll be arriving at an abandoned military base where we've set up our staging area. We're transmitting the coordinates to your pilot now.

LUKANOV
I want my protected status guaranteed. In writing.

AVERY
You'll be granted asylum on a provisional basis. That means the second we think you're crazy or lying,
(MORE)

AVERY (CONT'D)
 you're on the next plane back to Moscow
 with my foot still up your ass.

LUKANOV
 That is acceptable.

BLACKBURN
 Then tell us what we need to know,
 Doctor. What should we be doing?

LUKANOV
 Burn everything. Every sample, every
 slide, anything that's come in contact
 with this body. Do it in teams. Don't
 leave anyone alone with it. The same
 goes for the man in intensive care.
 Don't take your eyes off him. And
 whatever you do, don't let anyone leave
 the quarantine zone. That includes
 your own people. They may not be who
 they appear to be.

A beat. Avery and Blackburn give him confused looks. Even some
 of the people working behind Avery in the situation room turn and
 eye Lukanov strangely.

BLACKBURN
 I don't understand. What do you mean
who they appear to be?

END INTERCUT:

LUKANOV
 Just do as I've said. God save us, but
 this is only the beginning.

Lukanov clicks a button and Avery and Blackburn disappear from his
 screen. He sits back and gives the autopsy photo a troubled look.

EXT. CHRISTMAS - DUSK

The sun sets behind the mesas, silhouetting the lonely town and
 casting long, dark shadows in its dusty streets. Rafferty's truck
 is parked by the Santa Clause welcome sign, engine idling.

INT. RAFFERTY'S TRUCK - DUSK

Rafferty grimly sits in the driver's seat, staring out the
 windshield and slowly, deliberately drumming his fingers on the
 steering wheel. Beads of sweat stand out on his forehead.

He holds out a hand and sees that it's trembling. Then he sighs
 and wipes the sweat from his face. A beat. He steps on the gas.

EXT. CHRISTMAS - DUSK

Rafferty's truck passes the welcome sign and drives into town...

EXT. DESERT - DUSK

A rusty "NO TRESPASSING" sign hangs from a dilapidated wire fence. CAMERA MOVES to FIND the coyote loping alongside it. Suddenly, the coyote freezes. It senses something and looks back.

Little Bear lies atop a distant ridge, clutching his rifle, peering at the coyote through its sight. His finger is on the trigger when the coyote turns and looks right at him.

He hesitates and the coyote takes off running. Little Bear pulls the trigger -- BANG! The bullet kicks up the dirt at the coyote's feet. Little Bear takes another SHOT and the coyote dodges again, running toward the wire fence. It tries to leap over it --

-- but brushes the top wire and -- BZZAP! It's an electrified fence! The coyote falls against it, thrashing wildly in the BUZZING wire! It HOWLS in agony...

... and suddenly the coyote begins to change! A series of bulges begin spasming out of its body -- not the slow, deliberate changes we've seen before, but wild, convulsive fits, as if something inside the coyote is being forced out of its body!

The coyote's HOWL of pain turns into a GHASTLY SHRIEK. A human face emerges from the coyote's open mouth, and it's SCREAMING too! We recognize it as the face of a man we've seen -- Ivan Vitsenko.

Little Bear recoils in disgust and SHOOTs it, but the coyote-man-thing just HOWLS louder, writhing and squirming in pain!

Suddenly, a blinding light rises over the ridge, forcing Little Bear to look away! It's a Black Hawk helicopter, shining a spotlight right in Little Bear's face!

Little Bear leaps to his feet and starts to run, but the Black Hawk swings around, cutting him off, kicking up a blinding cloud of dust. Little Bear stops, disoriented, holding a hand up to cover his eyes. A voice BOOMS from a loudspeaker:

BLACK HAWK PILOT (O.S.)
DROP THE WEAPON AND GET DOWN ON THE
GROUND!

Little Bear does as he's told. The helicopter sets down and TWO SOLDIERS IN HAZMAT GEAR hop out. As they run toward him, Little Bear turns and looks over at the electric fence...

... which looks as if it has been violently ripped apart. The coyote-man-thing is gone.

INT. SARA ELLIOT'S HOUSE - NIGHT

Michael is at the dining room table, playing with some toy cars. Sara comes in from the kitchen with a stack of plates. She's put

on make-up and is wearing a dress, nice considering her budget. She puts the plates on the table and glances at the toy cars.

SARA
I need you to move that stuff for me,
sweetie.

Michael frowns and watches his mom set the table.

MICHAEL
How come we're eating in here?

SARA
I'm making a special dinner. Dale's
coming over.

Michael's face falls. He sullenly starts putting the toy cars back in the shoebox he keeps them in and mutters under his breath:

MICHAEL
I hate him.

Sara stops and gives him a shocked look.

SARA
That's a terrible thing to say!

MICHAEL
Well, I do.

SARA
No, you don't!

EXT. SARA ELLIOT'S HOUSE - NIGHT

A HANDHELD POV through the porch window. Sara and Michael are visible through the thin curtains. There's someone out here, spying on them and eavesdropping...

SARA
(continuing)
I know this has been hard to get used
to, but Dale has never been anything
but nice to you! I don't ever want to
hear you say that you hate him again!

INT. SARA ELLIOT'S HOUSE - NIGHT

Michael looks thoroughly chastised, his eyes downcast.

SARA
You understand me?

Michael solemnly nods. Suddenly, there's a KNOCK at the door. Sara sighs. She goes to answer it, waving to the toy cars.

SARA
Get this cleaned up.

Sara opens the door. CAMERA MOVES IN on Michael watching.

SARA (O.S.)
Dale! You're early! Aw, you're so
sweet!

There's a man at the door. Sara kisses him and when she steps back, we get our first look at her boyfriend. Of course, we've already met him. It's Rafferty! As he walks in, he hands Sara a bouquet of flowers and gives Michael an inscrutable look.

RAFFERTY
Hey, there, Mike.

And now we see the name stitched on his work shirt: "DALE."

FADE TO BLACK.

END OF ACT FIVE

ACT SIX

FADE IN:

EXT. DESERT - NIGHT

A HUMVEE is parked and Little Bear sits in back, hands bound behind him. A SOLDIER IN HAZMAT GEAR has confiscated Little Bear's rifle. He pulls out the rifle's ammo and pockets it. The helicopter can be heard BUZZING overhead.

More SOLDIERS search the area. Their SERGEANT is near the Humvee, talking on the radio. He's got Little Bear's driver's license.

SERGEANT

Command, this is November Seven-Four. We've detained a curfew violation. One male Native American, forty-two years old. Last name Little Bear, first name Frank. You got anything on him? Over.

COMMAND (O.S.)

(beat)

Negative, November Seven-Four. He's clean here. What's his story? Over.

SERGEANT

We picked him up on foot, armed with a rifle. Says he was hunting a werewolf or something. Over.

COMMAND (O.S.)

Come again, November Seven-Four?

Little Bear hears this last bit and speaks up:

LITTLE BEAR

Not a werewolf. A skinwalker.

SERGEANT

What's the difference?

LITTLE BEAR

Werewolves aren't real.

The Sergeant is about to respond, then turns the radio on so their exchange can be overheard.

SERGEANT

And what's this skinwalker look like again?

LITTLE BEAR

Anything it wants to. It's a shape-shifter. Right now it's taken the shape of a coyote. But when it got

(MORE)

LITTLE BEAR (CONT'D)
 caught in that electric fence over
 there, a man came out of it.

The Sergeant eyes him dubiously and talks into the radio again.

SERGEANT
 You get that? Over.

COMMAND (O.S.)
 We copy, November Seven-Four. We copy
 and want no part of it. Take that
 crazy SOB back to town. Over.

SERGEANT
 Copy that.

Just then, one of the SOLDIERS approaches the Sergeant.

SOLDIER #1
 We're clear.

SERGEANT
 (yells)
 All right, let's move it out!

The soldiers quickly begin piling into the Humvee. Little Bear
 tries to get the Sergeant's attention.

LITTLE BEAR
 A skinwalker's only intent is to spread
 evil and chaos. You need to let me go
 and help me find it.

SERGEANT
 I wouldn't worry too much, Mister
 Little Bear. It's probably just out on
 a hot date with the chupacabra.

The Sergeant slams the rear door in Little Bear's face.

INT. SARA ELLIOT'S HOUSE - NIGHT

Sara, Michael, and Rafferty are preparing dinner. Michael's
 standing on a chair in front of the stove, stirring a boiling pot
 of spaghetti. Rafferty is chopping garlic with a wicked-looking
 kitchen knife. Michael gives him an uneasy look.

SARA
 (to Rafferty)
 How's the garlic coming?

Rafferty doesn't even look up, just keeps chopping away. Sara
 gives him a confused look.

SARA
 Hello? Earth to Planet Dale?

He stops and looks at her, still holding the knife. She grabs a handful of the diced garlic.

SARA

You feeling all right? You seem a little out of it.

RAFFERTY

I'm fine. Just had a long day.

He goes back to his chopping. Sara checks on the pasta and gives Michael a kiss on the cheek.

SARA

This is fun, isn't it?

He nods and smiles, kissing her back. He glances over at Rafferty and sees him cut his finger with the knife. Blood oozes from the wound, but Rafferty doesn't even flinch. Michael cringes.

Rafferty puts the bloody finger in his mouth, then turns and sees Michael watching him, wide-eyed. Michael quickly looks away. Sara misses the whole exchange.

SARA

We can fix dinner like this any time we want, you know. That's what families do.

She smiles at Michael cryptically. He gives her a curious look. Rafferty pauses and turns to her.

RAFFERTY

Maybe we shouldn't do this tonight...

SARA

No, I want to. I'm gonna get too nervous if we wait.

(to Michael)

Dale and I have something important to tell you. We've talked it over and we think the three of us would make a good family.

(off Michael's look)

We want to get married.

A beat. Michael blinks at her in disbelief. Rafferty eyes him warily. Michael glances at him, then back at Sara.

MICHAEL

Where's he going to live?

SARA

Well... here. With us. He's going to be your new dad.

Wrong thing to say. Michael gives her a helpless look, then sets his spoon aside and gets down from the chair.

SARA
Where're you going?

MICHAEL
I don't want to help anymore.

Michael hurries out of the kitchen and runs upstairs. Sara starts to follow him, shouting from the foot of the stairs.

SARA
Michael! Michael, stop it! Michael!

A door SLAMS O.S. Sara sighs heavily and turns to Rafferty.

SARA
I'm sorry, this isn't how I wanted this to be. I'll get him back down here.

Rafferty puts his hand on her arm and stops her.

RAFFERTY
Let him calm down for a little bit.
(a beat)
Then I'll go up and have a talk with him.

EXT. ATOMIC BAR & GRILLE - NIGHT

The "GONE FISHIN'" sign still hangs on the door. Inside Brenner's car, Gates is feverishly working, using the pull-tab from the soda can to unscrew the plate in the floor that he's chained to.

The last screw pops loose. Gates quickly looks around -- still no sign of Brenner. The street's empty, too. He raises his shackled feet and starts kicking one of the rear windows. SMASH!! The window SHATTERS and Gates quickly wriggles out of the car.

The door of the diner opens a crack. CAMERA PANS UP from a pair of cowboy boots -- it's Brenner, pants torn and shirt missing, his fat gut spilling over his belt. He's covered in blood. He sees Gates break the driver's side window of the car with his elbow.

Gates climbs through the smashed window and is reaching for the PUMP-ACTION SHOTGUN in the front seat when he looks up to see the front door of the diner fly open and Brenner come striding toward him like a fat, angry, blood-splattered juggernaut!

GATES
What in the --!

Brenner reaches out for him. Gates yanks the shotgun out so quickly that he trips on his shackles and falls on his back.

Brenner is practically on top of him when Gates whips the shotgun up, pumps it in the same motion, and SHOTS him in the chest!

Gates hurriedly gets to his feet, gaping in shock at Brenner's shirtless and bloody body. He sees an old Volkswagen bus parked nearby and hobbles toward it. Then he hears a sound that stops him in his tracks -- a LOW, GURGLING GROWL coming from behind him.

Gates slowly looks back and sees Brenner's gut moving around, like something spiny and unpleasant is trying to get out.

Gates frantically climbs into the VW and starts hot-wiring it. Long, thin, tendrils crawl out of Brenner's gunshot wound and a HIGH-PITCHED CHIRPING fills the air. As Gates watches in horror --

-- Brenner stands up and starts walking toward him, eyes rolled back, spaghetti-noodle tendrils flapping from the hole in his chest! Gates SHOTS at him from inside the bus, BLOWING OUT the side window. Brenner takes TWO HITS, but keeps on coming.

Astonished, Gates aims at Brenner's car and SHOTS its fuel tank -- FWA-LOOM! The car EXPLODES and Brenner is engulfed in a BALL OF FLAME, SHRIEKING as he burns! Gates gets the VW's engine started, stomps on the gas, and drives off.

Luis and Shiner emerge from the diner, their clothes torn and blood-stained. They look at Brenner's burning corpse, then watch Gates disappear in a cloud of dust, their eyes strangely vacant.

INT. MICHAEL'S BEDROOM - NIGHT

Michael glumly plays with a couple of old action figures. He looks up when he hears FOOTSTEPS on the CREAKY stairs.

INTERCUT:

INT. SARA ELLIOT'S HOUSE - UPSTAIRS HALL - NIGHT

CAMERA FOLLOWS Rafferty's work boots as he tops the stairs and start walking down the hall toward the closed door of Michael's bedroom. Michael listens to Rafferty's footsteps approaching, sees his shadow on the floor under the crack of the door.

Rafferty stops in front of Michael's door and KNOCKS.

RAFFERTY
You in there, scout?
(beat)
I'm talkin' to ya.

MICHAEL
Yes.

Rafferty turns the doorknob. It's locked.

RAFFERTY

Why don't you open up this door? We can sit down man-to-man.

MICHAEL

I don't want to.

RAFFERTY

Let me in. I just want to talk.

MICHAEL

(beat)

We can talk.

RAFFERTY

Not like this. I can't see you, son.

MICHAEL

I'm not your son. You're not really my dad.

RAFFERTY

I could be. I can be a lot of things. If you let me.

(a long beat)

You want to see something cool?

Michael looks up, his interest piqued in spite of himself.

MICHAEL

What is it?

RAFFERTY

I brought something. It's a surprise.

MICHAEL

Why can't you tell me?

RAFFERTY

I want to show it to you. Come on, open the door so you and I can be friends. Just let me in for a minute. Don't you want to see what I got?

Michael considers it, then gets up from the bed and slowly walks to the door. He stops in front of it. Rafferty ominously waits in the hall. Michael reaches for the doorknob. A beat.

Just as Michael is about to open the door, Rafferty gives a frustrated sigh and turns away.

RAFFERTY

Well... maybe later.

END INTERCUT:

Michael takes his hand from the doorknob. He watches the shadow on the floor disappear and listens to Rafferty's heavy FOOTSTEPS slowly walking away back down the hall.

EXT. ABANDONED MILITARY BASE - NIGHT

The place is alive with flashing lights and activity. HUMVEES, JEEPS, MILITARY POLICE VEHICLES, UNMARKED GOVERNMENT CARS, VANS, and AMBULANCES are all parked on the tarmac.

SOLDIERS, FBI AGENTS, and SWAT TEAMS stand at the ready as Lukanov's jet taxis toward them, tracked by huge spotlights. SHARPSHOOTERS atop a nearby hangar aim their sniper rifles at the plane as it approaches and rolls to a stop.

Blackburn watches from behind the perimeter as the hatch swings down and the two FSB agents step out with their hands in the air, followed by the pilot and copilot. A flurry of FBI agents run toward the plane and hurry them out of the way.

At last, a haggard and weary figure appears in the hatchway -- Lukanov. For a moment, nobody moves. He squints in the glare of the lights, looks out at all the guns pointed at him, then slowly raises his hands behind his head and steps down to the tarmac.

The soldiers rush in, M-16s raised. They quickly pat him down while the SWAT team storms the plane. As he's being frisked, Lukanov spots Blackburn and gives her an enigmatic smile.

INT. SARA ELLIOT'S HOUSE - NIGHT

Rafferty comes down the stairs and walks to the dining room where Sara is setting the table. Her back is to him at first and he just stands there looking at her, quietly watching. Then she turns and is visibly startled when she sees him.

SARA
You scared me.

RAFFERTY
Sorry.

SARA
No dice, huh?

RAFFERTY
(beat)
He doesn't like me very much, does he?
I overheard you guys talking when I was out on the porch.

Behind them, Michael appears on the stairwell, peering at them under the bannister. Sara and Rafferty don't notice him.

SARA

He'll get over it. Families push each other's buttons, right? This just proves we're a family.

She shrugs, trying to make light of it, but still clearly upset. She turns away and he just watches her again for a beat. Then:

RAFFERTY

I was trying to show him something. Maybe you'd like to see it instead.

Sara smiles and eyes him curiously. Michael carefully sneaks down the stairs and peeks around the corner for a better look.

RAFFERTY

(to Sara)

Why don't you come over here for a second?

Sara sets the dishes down and turns toward him.

RAFFERTY

Closer.

She gives him a wry grin, then walks over to stand in front of him. He's suddenly sweating again. A beat.

RAFFERTY

Close your eyes.

She does. Rafferty looks down at her. Michael anxiously watches.

At last, Rafferty takes her hand, drops to one knee, and slips a ring on her finger! Sara gasps and opens her eyes to look at it. It's a simple ring with a modest stone, but Sara doesn't seem to mind. She gives Rafferty a happy smile. His voice trembles.

RAFFERTY

Sara Anne, will you marry me?

A beat. Suddenly, the skin of Sara's ring finger peels back and a barbed tendril shoots out of it, stabbing him in the chest! Rafferty gasps in pain and surprise! Michael's eyes go wide and his mouth opens in a silent scream!

More tendrils come whipping out of Sara, plugging into Rafferty like he was a telephone switchboard! Sara glares at him, her eyes bulging until they pop out of their sockets, rising on weird snail-like stalks! Her jaw drops until it hangs down to her chest!

Then she leans over and starts swallowing Rafferty whole like a boa constrictor! Her whole body distends as it slowly engulfs him. Rafferty's MUFFLED SCREAMS can be heard from inside her. Michael watches in paralyzed horror.

Soon there's no trace of Sara left, just a raw, bulging mish-mash of flesh and torn clothes. Rafferty's screams fall silent.

Michael looks down, suddenly aware that he's pissed himself. There's a dark stain running down one leg of his jeans.

The Sara-thing pauses. From the quivering pink mass, something not unlike a coyote snout pokes up into the air -- and SNIFFS. The Sara-thing slowly turns toward Michael.

Michael ducks behind the corner. The front door is directly across from him, but he'd have to run past the dining room to get to it. Michael takes a deep breath and makes a break for it --

Suddenly, the Sara-thing is right in front of him, SHRIEKING from half a dozen mouths and flailing its limbs! Michael screams and runs upstairs, a spray of weird fluid from the Sara-thing splattering the steps behind him!

Long, spindly appendages sprout from the Sara-thing, making it look like a giant daddy-long-legs. It crawls up the stairwell, walking the walls, pulling itself along the ceiling. Michael sees it turn down the hallway after him and he dashes into his bedroom!

INT. MICHAEL'S BEDROOM - NIGHT

Michael SLAMS the door and locks it, then jumps into bed and pulls the sheets up to his chin. He stares at the gap beneath the door, heart hammering. For a long moment... nothing. Then -- a shadow.

An eyeball on the end of a long tentacle crawls under the door and looks around. Michael pulls the sheets higher. Then he spots something -- a baseball bat! Michael springs out of bed and SMASHES the eyeball with the bat! SQUASH!

The Sara-thing SCREAMS and pounds against the door -- WHAM! The door buckles! Only one way out -- the window. There's a short drop to the roof of the first story, then a longer drop to the ground. Michael throws the window open and starts crawling out.

Suddenly -- the door EXPLODES and the Sara-thing rushes through! Michael pushes himself out the window just as it swipes at him with crab-like pincer, knocking a table lamp onto the floor.

EXT. SARA ELLIOT'S HOUSE - NIGHT

Michael rolls across the roof, but he's come out of the window with too much momentum and can't stop himself! He grabs the gutter, but it rips loose and Michael goes flying over the edge!

He hits the ground hard and cries out in pain. For a moment, he just lies there, clutching at his arm and crying helplessly. Then he hears A VOICE coming from his bedroom... it's his mom.

SARA-THING (O.S.)
 Michael? Are you all right? Honey,
 I'm sorry I scared you. Did you hurt
 yourself? Everything's okay, baby.

INT. MICHAEL'S BEDROOM - NIGHT

The thing lies out of sight, a mass of spider legs, sharp claws...
 and one malformed human mouth that speaks with SARA'S VOICE.

SARA-THING
 Please, Michael. Come inside. Let
 mommy kiss it and make it better...

EXT. SARA ELLIOT'S HOUSE - NIGHT

Michael looks up at his window and sees the beastly shadows being
 cast on the ceiling by the fallen lamp. He quickly gets to his
 feet and limps away. The Sara-thing HOWLS...

FADE TO BLACK.

END OF ACT SIX

ACT SEVEN

FADE IN:

EXT. MIGHTY MART - NIGHT

Smoke pours off the smoldering wreck of Brenner's car. Bob is on hand, putting out the last of the flames with a fire extinguisher. Half a dozen GAWKERS stand in the street watching.

Luis and Shiner sit on the steps of the diner in their torn and bloody clothes, acting like their old selves. Maureen, the woman from the fire department, checks them over with a first aid kit. Sheriff Hayes drives up in his patrol truck and gets out.

HAYES

Hol-ee smoke! What the blue blazes happened here?

BOB

Luis says the U.S. Marshal was passing through here with a prisoner and got stopped by the roadblocks. The prisoner escaped, beat the hell out of Luis and Shiner, killed the Marshal, and blew up his car.

Hayes looks at Bob as if he's just spoken to him in Chinese.

HAYES

Whu --? For real?!

Hayes spots Brenner's burnt remains in the wreckage. The body is clearly deformed -- the fingers too long, the chest blown out, the skull caved in the middle as if melting or splitting in two.

BOB

Is that a real mess or what?

Behind them, a few blocks away, Michael hobbles into the street, still holding his arm. He pauses to catch his breath, looks back to make sure he's not being followed, then sees the people gathered near the Atomic. He hurries toward them.

Everyone turns as he approaches, shocked at the sight of this dirty, crying kid running down the middle of the street.

HAYES

Good God, now what?

BOB

Hey, I think... That's my sister-in-law's kid!

(calls out)

Michael!

Bob rushes out to meet him and takes him in his arms. Michael can barely talk. He's practically hyperventilating.

BOB

What's the matter? Are you okay?
Where's your mom?

MICHAEL

M-muh-muh-mommmeeeeee!

BOB

You want your mom? Okay, it's all right. We'll get you home.

MICHAEL

Noooooooooo! She's a m-m-monster!!

BOB

She's what?

MICHAEL

She's a monster! She turned into a monster and she killed Dale and then she chased me and --

BOB

(interrupting)

Whoa, whoa, whoa -- her boyfriend Dale?
Is that who you mean? Dale's dead?

Michael frantically nods his head. Surprised looks all around. Bob notices that Michael is painfully holding his arm.

BOB

Let me see that.

He carefully examines it and gives Hayes a surprised look.

BOB

I think it's broken!

HAYES

Go ahead and take him on back to your place. Give Doctor Brandt a call. I'll wrap things up here and then check in on his mom.

(to gawkers)

Okay, folks! Go on home! Curfew's still in effect, so let's move it!

The gawkers reluctantly leave. Bob carries Michael to his truck and drives off. Sheriff Hayes turns to Luis and Shiner.

HAYES

You boys all right?

LUIS

(nods)

Little shook up, is all.

SHINER

Yeah. Little shook up.

EXT. DESERT - NIGHT

A Black Hawk helicopter ROARS over the eerie, moonlit landscape.

INT. BLACK HAWK HELICOPTER - NIGHT

Lukanov sits next to Blackburn. He looks out the window at the desert passing by below -- reminiscent of his first scene, in the Russian helicopter flying over the ice. He turns to Blackburn.

LUKANOV

This could have gone badly if I hadn't found a friend on this end. Thank you for your trust.

BLACKBURN

I wouldn't call it trust exactly.

LUKANOV

Close enough... for government work.

BLACKBURN

So now we're friends?

Blackburn shoots him a hard look. A beat.

BLACKBURN

You know where my husband is, Doctor? He's a Marine colonel in Iraq. Most people I know who've got somebody over there, they're worried about them getting blown up or shot. But I work with diseases. That's what I know. That's what I worry about. So what keeps me up nights is thinking about some nut over there stumbling onto a stash of old Soviet bio-weapons. I worry about my husband waking up in an invisible, odorless cloud of anthrax that's probably got your signature on it.

LUKANOV

And all those missiles your country had pointing at us in those days, they were filled with what? Kittens and Cabbage Patch dolls?

BLACKBURN

You call yourself a doctor. I've committed my life to eradicating diseases. You've spent yours creating them.

LUKANOV

To defend my country. I'm not a monster. I'm a patriot. I did what was expected of me.

BLACKBURN

That's fine, Doctor. Except for when little glass test tubes filled with your patriotism go missing and turn up in the hands of terrorists.

(off Lukanov's look)

We need to know what you know. But that doesn't make us colleagues and it sure as hell doesn't make us friends.

She angrily turns away. Lukanov turns back to the window.

EXT. CHRISTMAS - STREET - NIGHT

A Humvee pulls up next to the welcome sign. The rear door opens and Little Bear steps out, rubbing his wrists. The door SLAMS shut and the Humvee takes off, leaving Little Bear alone.

He brushes himself off and starts walking. The street is dark and silent. A WOMAN peers out a window at him, but closes the drapes when he sees her. As he reaches the end of the street --

-- a SHADOW darts across the street behind him! He turns, but there's nothing there. He peers suspiciously into the dark.

INT. HUMVEE - NIGHT

The Sergeant in the front of the Humvee passes a clipboard back to the other soldiers. Soldier #1 looks at it and sees faxed photos of Hayes and the firefighters alongside their addresses.

SOLDIER #1

We just dropped these dumb-asses off, now they want us to pick 'em up again?

SERGEANT

It's the Army, private. The job so fun you do everything twice.

INT. MIGHTY MART - APARTMENT/MIGHTY MART - NIGHT

Michael sits at the kitchen table, in shock, drinking a glass of milk. His arm is in a sling. Bob is on the phone, but it just RINGS and RINGS. Samantha stands anxiously at his side.

BOB
She's not answering.

SAMANTHA
She's probably out looking for him.

Michael's eyes go wide when he hears this. While Samantha and Bob argue, Michael gets up from the table and looks out a window. There's nobody out there. He goes to another window. Nothing.

BOB
Well, she better not show up here.

SAMANTHA
What the hell does that mean?

BOB
It means her son's running around by himself after nine o'clock! With a broken arm! If you think your flaky sister's not gonna hear about it from me, you'd better think again!

Michael hurries into the store and looks out another window. This time he sees something -- a dark figure a few blocks away, hunched over, darting between some bushes! Michael gasps and cups a hand to the glass. There goes another shadow, closer this time!

Michael locks the door, grabs a stool from behind the counter, and props it under the doorknob. He looks out the window again -- and Sara's standing right there! She's changed clothes and seems back to normal. She smiles and taps the glass with her fingernails.

Bob and Samantha haven't noticed. Bob puts on a coat and grabs his keys.

SAMANTHA
You don't even know what happened!
Where are you going?

BOB
The boy needs a doctor, Sam! Doctor Brandt's apparently vanished from the face of the earth, so I'm taking him to the Rapid Care in Hook's Crossing!

SAMANTHA
What about the roadblock?

BOB
His damn arm's broke! If they don't let me through, then one of the Army medics will have to treat him.

Bob goes into the store and Samantha follows him. Michael is barricading the front door with chairs and product displays.

SAMANTHA

Michael, what are you doing?

MICHAEL

She's here! She's here! Don't let her in! Don't let her in, please!!

Just then -- a KNOCK at the door. Samantha and Bob exchange a look. Michael practically screams and hides behind them.

SARA (O.S.)

Hello? Michael? Come on, let me in. Do you have any idea how worried I've been about you? Open the door, baby.

BOB

Oh, I'll open the door...

MICHAEL

Nooo!

Bob angrily starts moving the barricade aside. Michael tries to stop him, crying and hitting him until Samantha pulls him away.

SAMANTHA

Michael! What has gotten into you??

Bob clears away the barricade and unlocks the door. Michael pulls away from Samantha and runs to hide. Bob opens the door...

EXT. MILLIGAN RESIDENCE - NIGHT

Two Humvees are parked in front of a house. Soldiers flank the walk and the Sergeant KNOCKS on the door. Billy, the young fireman, answers it. He gives the soldiers a dismayed look.

SERGEANT

William Milligan?

BILLY

Uh, yeah?

SERGEANT

I'm afraid we need to take you back to the lab for some more tests.

BILLY

Aw, c'mon...

SERGEANT

Do you have family living with you?

BILLY

Yeah, my wife and daughter, but look --

SERGEANT
(interrupting)
They need to come with us, too.

Off Billy's stunned look...

INT. MIGHTY MART - APARTMENT - NIGHT

Sara sits at the kitchen table. Samantha pours her a cup of coffee. Bob eyes Sara suspiciously. Michael watches them all from a behind a chair in another room.

SARA
Dale was over tonight and I thought
Michael was asleep, but he wasn't. We
left the bedroom door unlocked and
Michael walked in while we were...

She shrugs. Bob glances at Samantha, who shifts uncomfortably.

SARA
He got scared when he saw us and ran
off.

BOB
Michael thought you were killing him.

SARA
(smirks)
Dale thought I was, too.

BOB
You think that's funny, do you? You
have any idea what you've put that boy
through tonight? He's afraid of his
own mother!

SARA
Don't worry about him. We'll have a
talk. He'll come around.

She eyes Michael in the next room. He cowers behind the chair.

INT. MILLIGAN RESIDENCE - NIGHT

Billy leads the Army sergeant into his house. The other soldiers follow them down a hallway.

BILLY
Look, they said I was okay. We're all
fine here, we're really just fine!

SERGEANT
I'm sure you are, sir. You still need
to come with us.

Billy enters the living room, where his WIFE sits in a high-backed chair watching TV. All we can see of her is the top of her head.

BILLY

Honey, you're not gonna believe this --

The woman in the chair doesn't move. Or speak.

BILLY

Honey...?

He steps closer... then recoils in horror! CAMERA MOVES UP from the woman's feet -- she is dripping with slime and wrapped in slowly moving tendrils! It's Paulette Milligan, who we last saw talking to Ginnie in the kitchen earlier today.

As Billy and the soldiers gape at the sight, little Ginnie walks around a corner behind them, wearing a nightgown and staring vacantly. She's holding a teddy bear. She opens her mouth and an UNEARTHLY HOWL comes out. The soldiers spin toward her in shock.

INT. MIGHTY MART - APARTMENT/MIGHTY MART - NIGHT

Sara is still sitting at the kitchen table. Bob is skeptical.

BOB

So how did he break his arm?

SARA

I don't know, this is the first I heard of it. Maybe he fell when he --

Suddenly, from outside -- BRATATATATATAT! MACHINE GUN FIRE!

SAMANTHA

That's right next door!!

They hurry to the window. They hear more GUNFIRE and the windows of the Milligans' place across the way light up with muzzle flash!

BOB

Has this whole town gone crazy?

Michael peeks out from behind the chair at all the commotion. Bob grabs a SHOTGUN from a gun cabinet and starts loading it.

SAMANTHA

You are not going out there!

BOB

The hell I'm not! Call Sheriff Hayes, he's probably still over at the Atomic.

Sara stares out the window. Soon the GUNSHOTS stop... and a strange HOWL fills the night. Sara listens, transfixed.

EXT. CHRISTMAS - NIGHT

The unearthly, discordant WAIL echoes through the town... and is answered by ANOTHER HOWL! And then ANOTHER!

EXT. JAMIE'S HOUSE - NIGHT

Jamie opens the front door and steps outside, followed by his wife, WENDY (30's). They stand on the stoop, transfixed by the bizarre and frightening CACOPHONY. Jamie looks next door and sees Harold on his porch. They exchange an incredulous look.

EXT. MIGHTY MART - NIGHT

Little Bear stops in the street and listens to the blood-chilling HOWLS. They seem to be coming from all around him.

EXT. ATOMIC BAR & GRILLE - NIGHT

Hayes hears it, too. He turns and with a look of slack-jawed dismay and bewilderment. Luis and Shiner exchange a look.

INT. MIGHTY MART - APARTMENT/MIGHTY MART - NIGHT

Bob stands frozen by the door, holding his shotgun. He and Samantha listen to the HOWLING outside... and then another HOWL rises from the kitchen. It's Sara. She slowly turns toward them.

SAMANTHA

Sara...?

Sara's skin peels back like a banana. A dozen skinny tentacles unravel and start whirling like bullwhips. Sara's head rises on a long, snake-like neck, then splits apart, right down the middle of her face, opening into something like the maw of a Venus flytrap.

Jutting from her writhing torso is a roughly human face and the skinless head of a coyote. And on the end of each tentacle is what looks like a SQUAWKING chicken head. All of this atop her unchanged human legs... which start walking.

Samantha runs into the living room to get Michael. Bob raises the shotgun, but the Sara-thing swats him aside. He drops the shotgun, dazed. Samantha picks Michael up and tries to run, but the Sara-thing blocks her path.

Suddenly, someone grabs the shotgun -- it's Little Bear! He pumps it -- CHAK-CHAK! -- and peers around the corner.

Samantha and Michael are cowering from the approaching Sara-thing. Little Bear notices its still-human legs and SHOOTs out its kneecap! It tumbles over and writhes on the floor, SHRIEKING!

LITTLE BEAR

Come on!

Samantha hurries past the injured Sara-thing, carrying Michael. Little Bear pumps shells into it until she's clear. Then they all run into the shop, darting between shelves of food.

A ROAR fills the room! Little Bear looks back and sees the shelves tipping over like dominos behind them!

LITTLE BEAR

Go!

They run down the aisle, but the falling shelves cut them off from the door. They double back, the unseen thing blowing food off of shelves as it closes in! They turn a corner -- and see the silver door of a small walk-in freezer. Little Bear throws it open.

Everyone hurries inside and Little Bear SLAMS the freezer shut, just as the last shelf tips over and CRASHES against the door.

EXT. MOBILE LAB - NIGHT

The Black Hawk helicopter carrying Lukanov and Blackburn sets down. They emerge wearing hazmat suits.

INT. MOBILE LAB - CORRIDOR - NIGHT

Webber leads Blackburn and Lukanov through the stainless steel hallways. Lukanov is quickly reading a file as he walks. Pritchard sees them pass by and hurries to catch up with them.

WEBBER

You want to take a look at the body we found?

LUKANOV

You haven't destroyed it?!

WEBBER

There's been a question about what we can do without permission from the victims' families.

LUKANOV

The hell with what they want! I was very specific! You burn everything! There must be nothing left!

Pritchard pushes his way forward and stops them.

PRITCHARD

Nobody's burning anything!

(to Blackburn)

You want to tell me what the hell you're doing here? I didn't clear you and I don't even know who this guy is!

BLACKBURN

He's the expert the Russians sent to help us and I don't need your clearance. I've just been put in charge of this mess.

PRITCHARD

Oh, really? On whose authority?

AVERY (O.S.)

Mine.

Pritchard turns and to see Secretary Avery walking down the corridor toward him. Pritchard gives him a surprised look. Avery just scowls as he passes him by, following the others.

INT. MIGHTY MART - FREEZER - NIGHT

The door of the freezer is jammed shut with a piece of metal shelving. There's a large HUMMING fan in the ceiling and Little Bear is removing the screws around it with a pocketknife. Bob holds up a cigarette lighter so he can see in the dim light.

Samantha and Michael huddle together for warmth in a corner.

MICHAEL

Is mommy dead?

SAMANTHA

Of course not, sweetie. That wasn't really her. We'll find your mommy.

Little Bear and Bob overhear this. They keep their voices low so Michael doesn't hear them:

BOB

Sure looked like her to me. But no way that thing was human. Had to have been... I don't know, some kind of animal.

LITTLE BEAR

Or a bit of both.

(off Bob's look)

I saw something kill a coyote this morning. When it walked away, it was wearing the coyote's skin. Then it got to Luis' chickens. Now the boy's mom. Whatever it is, it's spreading.

Bob is about to answer, when the light goes out and the HUMMING fan unit falls silent. They exchange a troubled look. A beat.

BOB

Power's out.

EXT. MIGHTY MART - NIGHT

The condenser unit atop the freezer lurches as Little Bear pushes it aside with a heave. He crawls up through the opening, then reaches in and pulls Bob out. As Bob helps the others up, Little Bear stands and looks around.

The entire town is dark. And at first, it seems eerily quiet. But then the silence is broken by sounds of VIOLENCE. Angry, frightened VOICES, SHOUTING in the night. Somewhere, a window SHATTERS. Then -- a GUNSHOT. Michael hugs Samantha's leg.

Little Bear checks the load on the shotgun and hands it to Bob.

LITTLE BEAR
You're going to need this.

BOB
Where are you going?

LITTLE BEAR
To kill that coyote.

SAMANTHA
Well, what are we supposed to do?

Little Bear jumps down from atop the freezer and looks up at her.

LITTLE BEAR
Hide.

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

Blackburn, Avery, Pritchard, General Wise, Webber, and his assistant Sommers are seated at the conference table. Two soldiers guard the door. One of them has a FLAME THROWER.

Lukanov is drawing Avery's blood. Avery doesn't look too happy about it. Lukanov empties the blood into a petri dish marked "AVERY." Six other marked dishes already have blood in them.

LUKANOV
The good news -- the only good news --
is that you can test for the infection
relatively easily. Though --
(gestures to soldiers)
-- not without some risk.

He places two blood-filled dishes marked "LUKANOV" and "BLACKBURN" next to Avery's, then lights a Bunsen burner and heats the end of an unraveled wire coat hanger over it.

LUKANOV
The three of us have not been out of
one another's sight since we landed,
but I do this as a show of good faith.

Pritchard eyes him skeptically. Lukanov dips the hot wire in the dish with his name on it. SSSSSS... The blood SIZZLES and burns, but nothing else happens. The others exchange puzzled looks.

Lukanov heats the wire again and dips it in the next dish. "AVERY." The blood SIZZLES. No reaction.

LUKANOV
Negative. He is not infected.

WEBBER
What? That's it? This is the whole test? So how do you know when it's positive?

LUKANOV
Trust me, you'll know.

He moves on to the dish marked "BLACKBURN." SSSSSS... Nothing.

LUKANOV
We're clean. And now the four of you.

There are four blood-filled dishes left -- "PRITCHARD," "WISE," "SOMMERS," and "WEBBER." First up is "WISE." SSSSSS...

PRITCHARD
This doesn't prove jack. He may as well be reading our palms!

BLACKBURN
Just give him a chance.

Now "SOMMERS." SSSSSS... Then "WEBBER." SSSSSS... Negative.

PRITCHARD
We've got 600 million dollars in state-of-the-art lab equipment here and you're going with Coat Hanger Man?

AVERY
Can it, Roger.

Last one. "PRITCHARD." Lukanov hesitates, glances over at him. SSSSSS... Nothing. Lukanov smiles.

LUKANOV
Very good. We may begin.

EXT. ANTARCTICA - AERIAL SHOT - DAY (FLASHBACK)

CAMERA FLIES OVER an endless expanse of snow and ice.

LUKANOV (V.O.)
With every human generation, the possibility of an extinction event
(MORE)

LUKANOV (V.O.) (CONT'D)
*becomes more likely. It is inevitable,
 yet we remain unprepared for it. Like
 one's own death, its very inevitability
 makes it incomprehensible.*

INT. SOVIET BASE - RADIO ROOM - NIGHT (FLASHBACK)

A RADIO OPERATOR listens to a message CRACKLING over his headset.

LUKANOV (V.O.)
*Twenty-three years ago, a Soviet
 research station in Antarctica picked
 up a radio distress call.*

The voice is GARBLED, but we still recognize it -- it's WINDOWS,
 the radio operator from the first movie.

WINDOWS (O.S.)
 U.S. Number Thirty-one, calling
 MacMurdo, urgent! Come in, over!

The Russian radio operator hastily starts taking notes...

LUKANOV (V.O.)
*The first winter storm had just begun
 and the Soviet base was unable to
 respond to the message or call for
 assistance. By the time the storm
 cleared, it was already too late.*

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

CAMERA SLOWLY MOVES IN on Lukanov as he addresses everyone.

LUKANOV
 The Russians flew out to the American
 base and found it completely destroyed.
 But amidst the wreckage, they found a
 map with two locations marked on it.
 The first turned out to be a Norwegian
 outpost, also destroyed. The second...
 (hesitates; a beat)
 When they reached the second
 location...

EXT. ANTARCTICA - CRATER BASE - DAY (FLASHBACK)

And now it's 23 years ago -- Lukanov stands at the edge of the
 crater with his wife, Alina, and Vigovsky, his assistant, looking
 down at the stunning sight of the snow-covered flying saucer.

LUKANOV (V.O.)
 ... that's when they called me.

FADE TO BLACK.

END OF ACT SEVEN

ACT EIGHT

FADE IN:

EXT. ANTARCTICA - CRATER BASE - DAY (FLASHBACK)

We've seen this before -- Lukanov and the others in their moonsuit gear, walking across the spaceship, escorted by the commandos.

LUKANOV (V.O.)

It had been buried in the ice for a hundred thousand years before the Norwegians discovered it. A hundred thousand years. While humans were just starting to walk erect, the seed of our own extinction had already been sown here in the frozen wastes, patiently waiting to germinate.

The commandos repel down into the ship through the open hatch. Lukanov and the others look down, but see only darkness.

INT. SPACESHIP - DAY (FLASHBACK)

Lukanov climbs down the rope, followed by Alina and Vigovksy. They turn on their flashlights. The walls are so thick with ice that it looks more like a cave than the inside of a spaceship.

LUKANOV (V.O.)

We were there to assess the danger of contamination from extra-terrestrial microbes. Alien diseases which might pose a threat to life here on Earth.

Vigovsky turns and almost runs into one of the black-clad commandos. Vigovsky gives a startled gasp. Alina smiles.

LUKANOV (V.O.)

The Zhukov commandos were there to assess the threat of larger life forms that may have survived in the ice.

The commandos escort them down a corridor. It's a frozen ghost ship, dark and haunted, lit only by their flashlights and the light mounted on Vigovsky's camcorder. Alina tests the air with handheld sampling equipment. Vigovsky videotapes everything.

HANDHELD CAMCORDER POV

They all duck under a collapsed bulkhead. The corridor here is scorched and pitted. Lukanov shines his flashlight on the wall. There are long scratches in the metal. They look like claw marks.

BACK TO SCENE

Ahead of them, the commandos stop and shine their gunlights at something on the ground. Lukanov and the others crowd around.

VIGOVSKY

Is that... is that what I think it is?

At first it just seems like another pile of snow-covered wreckage. But as CAMERA MOVES over it, we see a strange, crab-like limb and a huge insectoid head -- it's an alien corpse. All that's left is a hollow, desiccated exoskeleton, withered and decomposed.

Alina pulls out a camera and SNAPS a picture of it. When the flash goes off, Lukanov notices something. He shines his own light on it. There's a wedge-shaped chunk missing from the alien's skull. Like someone -- or something -- split it open.

INT. SPACESHIP - DAY (TIMECUT/FLASHBACK)

There's an open hatch up ahead. The deck in front of it is strewn with debris. The commandos carefully pick their way around it. Alina taps Lukanov on the shoulder and points to the hatch. It appears to have been torn off its hinges.

ALINA

It was barricaded on this side.
Something broke through there.

They follow the commandos inside and find an eight-foot-tall transparent chamber, like a giant test tube, surrounded by alien equipment. There's a gaping hole in the chamber. Its walls are eight inches thick, but something smashed its way right through.

LUKANOV

Whatever destroyed the American and Norwegian outposts... also destroyed this ship.

ALINA

That's why it crashed...

VIGOVSKY

Doctor Lukanov!

Vigovsky kneels by the door. He shines his flashlight on a DARK STAIN on the deck, like something wet splattered there and froze.

VIGOVSKY

Looks like blood.

Lukanov and Alina exchange a look. Lukanov opens his specimen kit and carefully scrapes up a bit of the frozen blood with a scalpel. He puts it in a test tube and holds it up to look at -- a few innocuous red crystals, glistening at the bottom of a test tube.

EXT. RENAISSANCE ISLAND - AERIAL SHOT - NIGHT (FLASHBACK)

CAMERA FLIES OVER the surface of a moonlit lake.

LUKANOV (V.O.)

*The spacecraft was sterilized and taken
in pieces to a laboratory in Siberia.
We took the organic samples we found
back with us to the Renaissance Island
Biological Test Facility.*

CAMERA TILTS UP to REVEAL a dark island, dominated by an OLD FACTORY COMPLEX. Smokestacks spew waste into the air. The entire facility is surrounded by chain link fence and guard towers.

INT. RENAISSANCE ISLAND - NIGHT (FLASHBACK)

CAMERA SLOWLY MOVES through the dank corridors. The place looks like an old boiler room, full of exposed pipes and huge metal tanks. A constant low RUMBLING throbs through the concrete walls and the hallways echo with the SHRIEKS of TERRIFIED MONKEYS.

INT. RENAISSANCE ISLAND - NECROPSY ROOM - NIGHT (FLASHBACK)

MacReady's body is laid out on an autopsy table. A Y-shaped incision in his torso has been stitched shut. Lukanov covers him with a sheet. There's another sheet-covered body on the table next to him. Vigovsky enters with some papers on a clipboard.

VIGOVSKY

MacReady's blood-alcohol level came
back pretty high, but nothing unusual.

LUKANOV

No physiological abnormalities in
either one of them.

Suddenly, Alina's VOICE comes from an intercom in the wall:

ALINA (O.S.)

Yuri! Come in here!

INT. RENAISSANCE ISLAND - MICROSCOPY LAB - NIGHT (FLASHBACK)

Lukanov and Vigovsky hurry in. Alina stands over a microscope.

ALINA

It's still alive! The alien blood
sample -- it's alive!

Lukanov stops and gives her a confused look. Alina moves aside and Lukanov steps up to look through the microscope.

INSERT - LUKANOV'S POV - THROUGH THE MICROSCOPE

The blood cells quiver and move around under the lens.

LUKANOV (V.O.)

*They had laid dormant for a hundred
millennia, resting in suspended*
(MORE)

LUKANOV (V.O.) (CONT'D)
*animation under the ice. But once
 thawed, the cells had awoken and begun
 to function again.*

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

Lukanov still stands before the others at the conference table.

LUKANOV
*From notes left behind by the Norwegian
 and American scientists, we discovered
 what they had learned only too late.
 That what we were looking at was
 actually a single-celled alien
 organism, capable of imitating other
 living animal cells.*

BLACKBURN
 Imitating? In what way?

LUKANOV
 In every way.

INT. RENAISSANCE ISLAND - MICROSCOPY LABORATORY - DAY (FLASHBACK)

Alina peers through a microscope. Lukanov is at her side.

LUKANOV (V.O.)
*It acts as a sort of parasite. It
 reproduces itself by latching onto a
 host cell and absorbing it, then
 creating what appears to be an exact
 replica of that host cell.*

She steps aside and Lukanov has a look for himself.

INSERT - LUKANOV'S POV - THROUGH THE MICROSCOPE

There is a group of living cells on the slide. Suddenly, one cell attacks another. Through a SERIES OF SHOTS, the attacker cell seems to digest the other cell and then release it. Then both cells go on to attack more cells and the process repeats.

LUKANOV (V.O.)
*The host itself is destroyed and
 replaced by the parasite in disguise.
 Undetectable, even under a microscope.
 And capable of imitating entire complex
 organisms, one cell at a time. We
 reported our findings to our superiors
 and they ordered us to do what we
 always did in those days.*

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK)

Lukanov is wearing a pressurized hazmat suit. He's holding a WHITE LAB RAT in one hand and injecting it with something.

LUKANOV (V.O.)
Turn it into a weapon.

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK)

The white rat runs aimlessly through a maze, hitting numerous dead ends before finding its way out. Lukanov and Alina watch through a glass divider. Using robotic arms, Alina skillfully picks the rat up and places it inside a Plexiglas box.

LUKANOV (V.O.)
*We were in the business of creating
germ warfare agents, but this was
something altogether different. This
was an intelligent disease.*

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK/TIMECUT)

Alina is in the isolation room now, wearing a pressurized hazmat suit. She attaches a canister to the Plexiglas box that the rat is in and presses a button. Gas HISSES into the box from the canister. The rat twitches, then drops dead.

LUKANOV (V.O.)
*Was it something that could be given an
objective? Told who to infect and
when? If so, it would be the world's
first guided biological weapon.*

She opens the box and draws the rat's blood. There is a cage next to her with a LIVING RAT in it. She picks this rat up and injects it with the first rat's blood.

LUKANOV (V.O.)
*A single cell was all that was needed
to pass along the memory of the entire
organism. And each generation retained
the memories of every generation
preceding it.*

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK/TIMECUT)

The second rat enters the maze. As Lukanov and Alina watch from outside, this rat runs straight through the maze without stopping.

LUKANOV (V.O.)
*If it could be trained, it could be
controlled. Or so we thought.*

INT. RENAISSANCE ISLAND - LIBRARY - DAY (FLASHBACK)

Alina is going through materials salvaged from Antarctica. Lukanov makes a move on a chess board, listening as she reads aloud from a scorched notebook:

ALINA

(reading)

"It could have imitated a million life forms on a million planets, could change into any one of them at any time. Now it wants life forms on Earth. It needs to be alone and in close proximity with the life form to be absorbed. The chameleon strikes in the dark."

Lukanov picks up a photograph of the TEAM from the Carpenter movie posing in front of their helicopter. He gives it a solemn look.

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK)

Lukanov and Alina watch from outside as Vigovsky enters in a hazmat suit, carrying three labelled petri dishes. Two of them contain blood. The third contains a dark amber fluid.

LUKANOV (V.O.)

It was the Americans who, in their desperation, developed the test -- based on the theory that since each cell is a complete entity, any part separated from the organism becomes an organism in and of itself.

Vigovsky sets the dishes on a table next to a robot arm and lights a Bunsen burner. The robot arm clutches a needle in its pincers.

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK/TIMECUT)

Lukanov stands at a control panel with a pair of joysticks. Through the observation window he can see the three petri dishes and the robot arm. Alina and Vigovsky stand next to him.

LUKANOV

First Childs.

He works the controls of the robot arm, holding the tip of the needle to the flame of the Bunsen burner. Then he dips the hot needle into the first dish. SSSSSS... No response.

LUKANOV (V.O.)

Independent and self-sufficient.

He heats the needle again, then moves on to the second dish.

LUKANOV

Now MacReady.

SSSSSS... Nothing. Alina turns to Lukanov.

ALINA

Both human.

Lukanov heats the needle once more over the HISSING flame...

LUKANOV (V.O.)
With the instinct to protect itself.

... then holds it over the third dish.

LUKANOV
 Now the original blood sample we took
 from the spacecraft.

He sticks the needle into the amber fluid. *SSS-SKREEEEEEEEEEEEEEEE!*
 A tiny tentacle lashes out from the dish and squirms away! Drops
 of alien blood frantically crawl out of the petri dish!

Lukanov takes a key from his pocket and inserts it in the control
 panel next to a little red button. He turns the key, then flips
 up the button's clear plastic cover and presses it.

Suddenly, JETS OF FIRE shoot out from nozzles in the ceiling of
the isolation room, instantly turning it into a blast furnace and
incinerating everything inside! Nothing can be seen through the
 observation window now except for the ROARING flames!

LUKANOV (V.O.)
*We watched it. We dissected it. We
 analyzed it. And then we did the one
 thing that those who deal in unknowns
 must never do.*

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK)

Alina enters in a hazmat suit, carrying a Plexiglas box with a
 live rat inside it. She grabs an air hose from the ceiling and
 attaches it to her suit. There's no one in the observation room.

LUKANOV (V.O.)
We underestimated it.

Alina places the Plexiglas box on a table, then turns to the
 intercom in the wall. She presses the button.

ALINA
 Yuri?

INT. RENAISSANCE ISLAND - LIBRARY - DAY (FLASHBACK)

Lukanov answers the intercom. Vigovsky is with him.

LUKANOV
 Yes, what is it?

ALINA (O.S.)
 Knight to E4.

A beat. Lukanov considers this, but doesn't look at the board.

LUKANOV

Are you sure you want to take my queen?

ALINA (O.S.)

(playful)

Knight to E4.

He grumbles and turns the intercom off. Then he goes over to the chess board, moves Alina's knight, and removes his queen.

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK)

Alina smiles and turns back around. The Plexiglas box is empty.

ALINA

Oh, my God...

She steps back, eyes darting, but the rat is gone. She slowly searches the room, even looks up at the ceiling. Then she turns and CAMERA MOVES to REVEAL... the rat scurrying across her back!

She can't feel it inside the pressurized hazmat gear. The rat climbs to her shoulder and chews a hole in her suit! Air starts HISSING out and an ALARM goes off -- BZZ!-BZZ!-BZZ!-BZZ!

The door starts to close automatically! Alina races toward it, but it SLAMS shut just as she reaches it! CLANG!

INT. RENAISSANCE ISLAND - LIBRARY - DAY (FLASHBACK)

The ALARM can be heard all over the facility. Lukanov and Vigovsky look up from their work and hurry out of the room.

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK)

Meanwhile, the rat has widened the hole in Alina's suit and crawls inside! She screams and whirls around, catching a glimpse of its pink tail disappearing through the hole.

Lukanov and Vigovsky run into the observation room. Vigovsky looks at a flashing light on the control panel.

VIGOVSKY

She's got a hole in her suit!

LUKANOV

ALINA!

Lukanov frantically pounds on the glass divider. She sees him, starts toward the intercom, then stops -- swatting at a lump moving inside her suit! Lukanov turns to Vigovsky.

LUKANOV

Open the door!!

VIGOVSKY

We can't! It's on a fail-safe!

The lump in Alina's suit is getting bigger and it's starting to make a strange, SQUISHY noise. She staggers back, desperately trying to keep whatever it is from reaching her face.

ALINA

Oh, my God!! Get it out!! Get it out!! Get it ooOOUUUTT!!

Through her visor, we see a fleshy tendril wrap around her head like a snake and try to force its way into her mouth. She turns away from it, screaming through clenched teeth.

LUKANOV

NO!

(to Vigovsky)

Cut it open!

VIGOVSKY

That door much be six inches thick!

LUKANOV

Cut it open before I cut you open! Go!

Vigovsky runs off. As Lukanov watches helplessly, Alina falls to the ground and lies still, her hazmat suit bulging grotesquely as something wet writhes and wiggles underneath it.

INT. RENAISSANCE ISLAND - ISOLATION ROOM - DAY (FLASHBACK/TIMECUT)

The alarm has stopped. A MAN with an acetylene torch is cutting through the thick steel of the isolation room door without much success. Lukanov and Vigovsky wait solemnly in the observation room. Lukanov's eyes never move from Alina's motionless body.

Just then, a perfectly plain white lab rat crawls out through the hole in Alina's suit. And a moment later... Alina starts to move.

LUKANOV

Alina!

Her back is to him as she stands up. She slowly turns around and walks over to the glass. She looks up and we see her face through her visor -- she seems a little confused, but otherwise normal. Lukanov and Vigovsky are weeping with relief.

ALINA

Yuri...? Oh, I'm so dizzy! What happened? Why is the door closed?

Lukanov's smile slowly fades as a sick realization sets in.

VIGOVSKY

We'll get you out! Just patch your suit and we'll re-pressurize you!

Vigovsky goes to the control panel, but Lukanov grabs his wrist.

LUKANOV

(lowers his voice)

It's not her.

Vigovsky looks at him like he's crazy, then it hits him, too. For a moment, they just stare at one another, not sure what to do.

ALINA

What's wrong?

VIGOVSKY

Nothing. We...

Lukanov reaches into his pocket and pulls out the key that we saw before. Vigovsky gives him a stunned look.

LUKANOV

She's gone, Fedyenka. We watched her die. Don't make this harder than it has to be.

Lukanov turns back to the control panel. Alina sees the key. She looks at him in shock and horror.

ALINA

No, Yuri -- what are you thinking?!
It's me! I'm fine! Don't burn me!
Please! Let me out of here! Yuri,
please! You're scaring me! Let me
out! Please, Yuri! I love you!

Tears roll down Lukanov's cheeks as he inserts the key into the control panel next to the red button. Alina turns to Vigovsky.

ALINA

Fedyenka, don't let him do this!

Vigovsky hesitates. Lukanov flips up the plastic cover and is about to press the button, but Vigovsky stops him.

VIGOVSKY

Wait! Wait! Ask her something only
she would know!
(to Alina)
Whose turn is it?

ALINA

What?

VIGOVSKY

The game! Whose turn is it?!

ALINA

Oh -- it's Yuri's turn! Unless he moved while I was out, it's still Yuri's turn! I took his queen!

Vigovsky heaves a sigh of relief. Alina gives Lukanov a hopeful look. Lukanov puts his hand on the glass divider. A beat.

LUKANOV

Goodbye, my wife.

He presses the button. FWOOOOOOSH! JETS OF FLAME flood the room, consuming Alina in an instant. Vigovsky gapes at him, horrified.

VIGOVSKY

How could you? She gave the right answer! Don't you realize what that means?!

LUKANOV

Yes... It was a perfect imitation.

An unearthly HOWL can be heard over the ROAR of the flames. Lukanov just watches, the fire reflected in his glasses.

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

A silent beat. Blackburn and the others are struck speechless.

LUKANOV

I resigned my post and begged the army to destroy the organism. They stopped the experiments, but saved one vial of live material in a vault on Renaissance Island. There it sat until seventy-two hours ago, when Chechen rebels raided the abandoned lab and stole it, thinking it was smallpox.

PRITCHARD

Oh, this is crap. Are we actually gonna believe this lunatic?

AVERY

(to Lukanov)

Why didn't your government tell us this in the first place?

BLACKBURN

They must have been protecting the spaceship. It's probably worth billions, am I right?

PRITCHARD

Assuming there is a spaceship...

LUKANOV

Oh, there is. They've been trying to reverse-engineer it for twenty years. They feared if its existence was revealed, the American and Norwegian governments would lay claim to it.

AVERY

What do you have to back this up? Did you bring any of your research?

LUKANOV

The army seized everything when I resigned. All I was able to save from them... was this.

From his inside pocket, he pulls out a battered cigarette case. He opens it, revealing AN AUDIO CASSETTE. He inserts it into a tape recorder. MACREADY'S VOICE comes from the speaker -- it's the recording he made in the Carpenter movie.

MACREADY (O.S.)

I'm gonna hide this tape when I'm finished. If none of us make it, at least there'll be some kind of record. Storm's been hitting us hard now for forty-eight hours. We still have nothing to go on...

INT. MOBILE LAB - PATHOLOGY LABORATORY - NIGHT

A DOCTOR pulls off her rubber gloves and walks over to the trash can. She steps on the lever that opens the lid, but the trash can stays shut. Confused, she pries the lid up to see what's jamming it -- someone's hazmat suit has been stuffed inside.

MACREADY (V.O.)

One other thing. I think it rips through your clothes when it takes you over. Windows found some shredded long Johns, but the name tag was missing. They could be anybody's...

The doctor puts on fresh gloves and pulls the hazmat suit out of the trash, REVEALING that it has been ripped full of holes...

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

CAMERA PANS around the faces at the table, DISSOLVING through a SERIES OF CU SHOTS as they all listen to the tape:

MACREADY (O.S.)
 Nobody... nobody trusts anybody now.
 And we're all very tired...

INT. U.S. STATION #4 - NIGHT

FOOTAGE from the Carpenter movie -- MacReady sitting in the dark, speaking into the microphone of his tape recorder.

MACREADY
 Nothing else I can do. Just wait.
 R.J. MacReady, helicopter pilot, U.S.
 Outpost Number Thirty-one.

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

CLICK -- Lukanov stops the tape recorder and looks at everyone.

AVERY
 All right. Let's get down to brass
 tacks. How do we cure it?

BLACKBURN
 You can't. If I understand Doctor
 Lukanov correctly, once someone has
 been infected, they're already dead.
 They're... taken over.

LUKANOV
 (nods)
 You must kill them and completely burn
 the body so that every cell is
 destroyed.

PRITCHARD
 Sounds like you'd be happy to just drop
 a nuke on the joint.

LUKANOV
 It wouldn't make me happy, Mister
 Pritchard. But if released unchecked
 in the general population, this thing
 will infect every last man, woman, and
 child on the planet in 27,000 hours.
 Just over three years. Three chaotic
 and nightmarish years.
 (beat)
 So yes, if necessary... nuke the joint.

EXT. LITTLE BEAR'S RANCH - NIGHT

A helicopter flies by overhead, sweeping the desert with its searchlight. When it passes, Little Bear peers out from the scrub brush he was hiding in. He quickly climbs a fence, hurries across the sheep pen, and ducks into his house through the back door.

INT. LITTLE BEAR'S HOUSE - NIGHT

Little Bear enters and hurriedly pulls a box out from under his bed. He opens it and grabs a pair of NIGHT VISION GOGGLES.

Then he goes to a wooden chest and opens the lid. It's filled with keepsakes, mostly of his Navajo heritage. He pauses to look at a framed photo of himself in his younger days, wearing an Army Ranger uniform, his arm around a beautiful NATIVE AMERICAN WOMAN.

He sets the picture aside, then reaches back into the chest and picks up something long and slender, wrapped in a wool blanket -- it's a BLACK BOW and a QUIVER OF ARROWS. He gazes at them reverently for a moment, then slings them over his shoulder.

There's a mirror in the lid of the chest and something catches his eye in its reflection -- he whirls and through the front window sees a VW bus parked out front. Before Little Bear can react, Gates emerges from the shadows and puts a shotgun to his head!

GATES

Drop it, kemosabe! I got no problem putting a hole in you!

Little Bear reluctantly drops his bow and raises his hands.

EXT. MOBILE LAB - NIGHT

A large ditch has been plowed into a nearby hillside by a bulldozer. Men in hazmat suits are tossing medical waste here -- syringes, test tubes, rubber gloves, etc. Two men carry the disfigured corpse on a stretcher and set it atop the pile.

Then a soldier douses it all with gasoline. Another soldier appears with a flame thrower and hoses everything with fire. The grotesque faces of the corpse gape silently as they burn.

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

Lukanov is poring over a stack of files. He's listening to a recording of RADIO COMMUNICATIONS while he reads.

COMMAND (O.S.)

Negative, November Seven-Four. He's clean here. What's his story? Over.

SERGEANT (O.S.)

We picked him up on foot, armed with a rifle. Says he was hunting a werewolf or something. Over.

Lukanov looks up, curious, growing more alarmed as he listens.

COMMAND (O.S.)

Come again, November Seven-Four?

SERGEANT (O.S.)

(beat)

And what's this skinwalker look like again?

LITTLE BEAR (O.S.)

Anything it wants to. It's a shape-shifter. Right now it's taken the shape of a coyote. But when it got caught in that electric fence over there, a man came out of it.

SERGEANT (O.S.)

You get that? Over.

Lukanov is stunned, horrified. He leaps from his chair and hurries out.

INT. MOBILE LAB - ICU - NIGHT

Blackburn and Webber look through the observation window at the ICU. The plane crash survivor is still unconscious. Sommers draws his blood. Two armed soldiers stand by the door.

Sommers gives the survivor's blood the hot needle test. SSSSSS... He nods to the soldiers and they leave. Webber shakes his head.

WEBBER

We can keep sticking hot needles into blood samples until the moon turns to cheese. If they keep coming back negative, it doesn't prove anything.

BLACKBURN

You don't believe him?

WEBBER

Do you? He wants us to drop an atomic bomb, for Christ's sake! I'm sorry, I know it's your ass if he's lying --

BLACKBURN

(interrupting)

It's all our asses if he's telling the truth.

Sommers emerges from the ICU air lock and turns to them.

SOMMERS

Well, that's it. We've checked everybody who could possibly have been exposed. We're just waiting on those first responders.

BLACKBURN

Why haven't you tested the first responders yet?

SOMMERS

(shrugs)

They're still not back.

BLACKBURN

What do you mean, they're not back?!
They should've been here hours ago!

Before Sommers can answer, Lukanov suddenly runs up to them in a near panic.

LUKANOV

There's been an exposure. We need to find General Wise. Immediately.

ON THE OTHER SIDE OF THE GLASS

The only sound is the BEEPING of life support machines. Through the observation window we see Lukanov and the others hurry away.

So there's no one around when the survivor awakens with a gasp!

EXT. HIGHWAY - NIGHT

A convoy of military vehicles tear-asses down the dark highway.

EXT. CHRISTMAS - NIGHT

The convoy stops and soldiers in hazmat gear start piling out of the vehicles. Lukanov and Blackburn get out of the Humvee and stop in their tracks, gaping in horror.

LUKANOV

We're too late.

CAMERA PANS to the welcome sign, then BOOMS UP to REVEAL the town of Christmas... or what's left of it. Windows are smashed, the power is out, buildings are burning unchecked, and there are dead bodies lying in the street. The town has been destroyed.

Title: *TO BE CONTINUED...*

FADE OUT.

END OF ACT EIGHT

THE END

