

**THE
THING**

**Night Two:
EXTREME
AMPLIFICATION**

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ACT ONE

FADE IN:

EXT. CHRISTMAS, NEW MEXICO - NIGHT

HELICOPTERS land outside of town, disgorging SOLDIERS in hazmat gear. The wooden Santa Claus welcome sign rocks back and forth from the helicopter backwash. Other soldiers build roadblocks and razor wire barriers around the town.

A HUNDRED YARDS OUTSIDE OF TOWN

Soldiers direct traffic as the silver semi-trucks we saw in Night One roll in, headlights blazing. The mobile lab is relocating.

ANGLE FINDS Blackburn and Lukanov in hazmat gear in the midst of all the activity, gazing at the town. Fires still burn.

BLACKBURN

There were over three hundred people living here. No disease spreads that fast.

BLACK HAWK PILOT #1

(filtered; over radio)

This is Goblin One. We've got bodies down there. Looks like gunshot wounds.

Blackburn and Lukanov exchange a look.

LUKANOV

(softly)

Paranoia does.

INT. LITTLE BEAR'S CABIN - NIGHT

GATES, shotgun trained at LITTLE BEAR'S back, sees a roll of duct tape and grabs it.

GATES

Turn around.

Little Bear turns, looks Gates over. Gates' orange convict jumpsuit lies crumpled on the floor.

LITTLE BEAR

My clothes are a little big on you.

GATES

They'll do.

(raises the duct tape)

You're gonna get me past those roadblocks, kemosabe. Tape your wrists together and put some hurry-up on it.

Gates tosses the duct tape to Little Bear. Little Bear catches it, looks at it for half a beat -- then throws the tape roll back at Gates like a 90-mph fastball! WHACK! Gates gets smacked right between the eyes, staggering back with his eyes rolling up.

Little Bear lunges, knocks the shotgun aside as it GOES OFF. He punches Gates in the throat, hurls the shotgun away.

Gates and Little Bear brutally attack each other, demolishing the tiny shack in the process. Gates reaches for Little Bear's throat, but grabs his naja necklace and yanks it off. Beads, berries, and buffalo teeth go skittering across the floor.

Little Bear glares at him angrily, then head-butts him, freight-trains him across the room, and -- SMASH! -- both men go crashing right out the window...

EXT. LITTLE BEAR'S CABIN - NIGHT

... and hit the ground outside in a cloud of broken glass and dust... and the fight continues, both men swapping punches and fighting dirty, beating the hell out of each other...

INT. MOBILE LAB - OFFICE - NIGHT

... as AVERY faces PRITCHARD:

AVERY

I want your letter of resignation.
You're on the first chopper out of here.

PRITCHARD

(absorbs this)
That's a bad play, Pete. Just like the last play you tried, cutting me out of the loop by sending me out here in the middle of nowhere.

AVERY

You're out here because I trusted you. I needed somebody to watch my back, not put a knife in it. My mistake.

PRITCHARD

Look. A town's been wiped out here. Somebody in Homeland Security's gonna take the fall for it. Damn it, we can cover each other's ass on this!

AVERY

This might seem naïve to you, Roger, but right now I'm more concerned about saving American lives than I am about how this might affect my career!

(MORE)

AVERY (CONT'D)

 (beat)

 I want that letter. Now.

Avery pointedly goes back to work. Pritchard exits.

INT. MOBILE LAB - CORRIDOR - NIGHT

As Pritchard closes the door, WEBBER hurries toward him, wearing rubber gloves and carrying a plastic bag.

 WEBBER

 Is he busy? He needs to see this.

 PRITCHARD

 Trust me, now's not the time.

 WEBBER

 It can't wait.

He strides toward Avery's office. Pritchard thinks fast --

 PRITCHARD

 If it's that important, show me. I'll
 make sure it gets to him.

Webber takes Pritchard aside and reaches into the plastic bag.

 WEBBER

 One of the pathologists found this in
 the lab.

Webber pulls out the ripped-up hazmat suit that we saw at the end of Night One. Pritchard gives Webber a puzzled look.

EXT. BASE CAMP - NIGHT

The COMMAND TENT is the nerve center of field ops, the modular base we saw in Night One, its walls made of clear plastic. (Surrounding and connected to it are dozens of additional tents and temporary shelters.) We can see FIGURES moving around inside.

INSIDE THE TENT

The tent is hermetically sealed with an air-lock (no hazmat suits in here). We FIND GENERAL WISE, Blackburn, and Lukanov in the epicenter of activity, surrounded by busy soldiers and SCIENTISTS.

 GENERAL WISE

 We've got NRO re-positioning one of
 their satellites over the town now.
 We'll have to go door-to-door.

 LUKANOV

 You cannot send rescue teams in there.
 The risk of exposure is too great.

 (off their looks)

 This is our chance to end this. Pull

 (MORE)

LUKANOV (CONT'D)
everyone out now and drop the atomic
bomb while you still can.

BLACKBURN
There may be people alive in there.

LUKANOV
It doesn't matter. You've seen what
happened to this town. This is
nothing. What we are dealing with
cannot be controlled. Instead of
stopping it, you will spread it. This
is exactly what it wants.

GENERAL WISE
What it wants? How can it want
anything, it's some kind of germ...

RADIO OPERATOR
Sir -- Angel, Banshee, and Casper teams
are in position.

General Wise looks to a bank of video monitors showing various
views of the town in static-ridden night-vision, some of the feeds
from CAMERAS worn by soldiers riding in Humvees.

LUKANOV
Don't do this.

GENERAL WISE
(to radio operator)
Send them in.

EXT. STREET - NIGHT

A helicopter ROARS overhead, a VOICE BOOMING from the loudspeaker:

VOICE ON LOUDSPEAKER
ATTENTION! ATTENTION! THIS TOWN IS
NOW UNDER MILITARY CONTROL! WE ARE
HERE TO HELP YOU!

TILT DOWN from the helicopter as it flies past us to REVEAL
Humvees entering the town. The first group stops and soldiers
jump out. The power's out, the only light coming from the
soldiers' gunlights and the glow of the FIRES.

From a SHAKY, HANDHELD POV looking out a second-story window, we
see the soldiers fanning out across the street. A SHADOWY FIGURE
slips past the window, darting across FRAME.

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

Pritchard and Webber are staring at the ripped hazmat suit.

WEBBER

This suit is ruptured at the seams.
Like it was split open from the inside.
I think Lukanov's telling the truth.

PRITCHARD

Tell nobody. That's an order. I'll
brief the Secretary the moment he's off
the phone.

INT. MOBILE LAB - ICU - NIGHT

A NURSE is putting a fresh morphine drip in the unconscious plane
crash SURVIVOR's IV while SOMMERS jots down his vital signs.

NURSE

This man shouldn't even be here. He's
tested negative, he should be evac-ed
to a burn unit.

SOMMERS

He's also an eyewitness. Look, it's
not our call. It's Undersecretary
Pritchard's. We're only the hired
help.

EXT. CHRISTMAS - STREET - NIGHT

The soldiers approach a FAT GUY lying dead in the street, dressed
in a bathrobe and pajama bottoms, a huge POOL OF BLOOD around his
head. The ground is littered with bricks, rocks, and chunks of
pavement. LT. HAUSER (20's, white) looks down at him.

HAUSER

Jesus. I think they stoned the poor
son of a bitch.

INT. COMMAND TENT - NIGHT

Lukanov, Blackburn, and Wise watch monitors, seeing the body on
the LIVE HELMET CAM feeds. A TECH calls to Wise.

TECH

Sir, satellite's in position. We're
getting real-time thermal images.

They turn, see a large monitor displaying a green-and-white aerial
image of the town. Numerous areas are glowing yellow and red:
fires burning, the silhouette of a Black Hawk going by...

GENERAL WISE

Infrared orbital recon of the whole
town. It'll pick up anything that's
giving off heat.

BLACKBURN
 (peering intently)
 Where the hell is everybody...?

GENERAL WISE
 (to Tech)
 Zoom in on Sector One.

The image ZOOMS until the silhouettes of the soldiers are visible.

TECH
 That's Angel One.

Blackburn's eye is drawn to a large building near the center of town. There's a WHITE SHAPE inside, smaller than the fires. As she watches... it seems to divide in two. She points it out.

BLACKBURN
 There. Zoom us in.

The tech magnifies the two shapes. The image turns grainy and pixelated, but the smaller shape is still recognizable as a human figure. The other shape remains indistinct.

TECH
 Whoever it is, they're not ours.

GENERAL WISE
 Have Angel One check it out.

INT. OLD COURTHOUSE - STAIRWELL - NIGHT

The door CREAKS open. Hauser leads the way inside. CPL. CHADWICK (20's, black) and the others cover him. The foot of the stairs is blocked with overturned desks, chairs, and bookcases. Hauser picks his way through, shining his light up the dark stairwell.

The wall is smeared with blood. Hauser points his gun up at the next landing, shining its light on another overturned desk.

Suddenly -- BAM! A RIFLE SHOT from behind the desk! The bullet blows a chunk out of the wall and Hauser ducks out of sight!

INT. COMMAND TENT - NIGHT

A flurry of confused movement on the video monitors.

CHADWICK
 (filtered; over radio)
 We're taking hostile fire!

INT. OLD COURTHOUSE - STAIRWELL - NIGHT

Hauser fumbles with his gunlight, turning it off, as:

SHOOTER (O.S.)
 YOU STAY THE HELL AWAY! I'LL KILL YOU,
 YOU HEAR ME!!

HAUSER
 Sir, we're here to help y--

The men cringe as another SHOT rings out, then ANOTHER!

CHADWICK
 (into radio)
 Base, Angel One-one, please advise!

INT. COMMAND TENT - NIGHT

GENERAL WISE
 Flash-bangs only. Take him alive. And
 mind your suits.

INT. OLD COURTHOUSE - STAIRWELL - NIGHT

Hauser gives curt hand signals. Chadwick nods, prepares. Hauser slings his M-16 and takes out a GRENADE. On his signal --

Chadwick darts out from his cover and OPENS FIRE! BRATATATATAT!
 With the shooter pinned down, Hauser throws the grenade up at him.

BANG! A DEAFENING BLAST and a BLINDING LIGHT erupt behind the desk. The soldiers race upstairs, find a MAN lying semi-conscious on the floor, a hunting rifle next to him. Hauser kicks it away.

It's BOB BOYLE -- but he's a long way from the strong, confident volunteer fireman we met yesterday. His face is gaunt, his eyes wide and haunted. Chadwick binds his wrists with zip-cuffs.

INT. COMMAND TENT - NIGHT

We can see the infrared outline of the soldiers surrounding Bob on the monitor... but there's still another shape, not far away.

GENERAL WISE
 Watch yourselves, Angel One. We're
 still picking something up, right on
 your position.

INT. OLD COURTHOUSE - STAIRWELL - NIGHT

Just then, from above the soldiers... a faint HISSING sound. They all look up at the ceiling, seeing a trapdoor. HISSSSS...

INT. ATTIC - NIGHT

Stifling darkness. The trapdoor opens from below. Chadwick cautiously pokes his head through the opening and pans his gunlight around... REVEALING SAMANTHA BOYLE and her young nephew

MICHAEL, cowering in a corner. He's trying to stifle his sobs -- the "hissing" sound they heard downstairs.

INT. MOBILE LAB - OFFICE - NIGHT

EVERY

(on phone)

Three survivors. Well, that's three more than we had. Thank you, General. Keep looking and keep me advised.

While Avery's talking, Pritchard enters and closes the door. His eyes go to a coatrack, where Avery's suit jacket hangs with a few miscellaneous coats. Pritchard hangs his jacket over Avery's.

Avery hangs up, turns to Pritchard. He eyes the file folder in Pritchard's hand and puts on his glasses.

EVERY

Your resignation?

Pritchard offers him the folder. There's a one-page typed letter inside. Avery reads it, growing more irritated as he goes.

EVERY

You misspelled "venal."

PRITCHARD

Run a spell check.

Pritchard turns to leave, grabs his jacket from the coatrack -- secretly taking Avery's as well. He covers Avery's jacket with his own, but just as he's about to leave --

EVERY

Wait.

Pritchard freezes, turns toward Avery.

EVERY

I considered you a friend. What made you think I would sell you out just to cover my own ass?

PRITCHARD

It's what I would've done.

He leaves.

INT. MOBILE LAB - CONFERENCE ROOM - NIGHT

Pritchard ducks inside, both jackets draped over his arm. He locks the door, holds Avery's jacket up -- Avery's ID is clipped to the lapel. He pulls a scalpel out of his pocket and starts tearing at the seams and cutting holes in Avery's jacket...

INT. LITTLE BEAR'S CABIN - NIGHT

We find Gates beat to hell, unconscious and hog-tied. He comes to and looks around. ANGLE goes to Little Bear putting his naja necklace back together, ignoring Gates. Gates tugs at his ropes.

LITTLE BEAR
The knot around your neck will strangle
you if you try to move.

Little Bear puts his necklace back on, gathers up his gear.

GATES
Wait! Listen, man! You can't leave me
like this! There's some seriously
weird stuff going on here!

LITTLE BEAR
(stops, turns back)
The skinwalker? You've seen it?
(off Gates' look)
A being of chaos. A monster disguised
as a man or an animal. I saw it take
the shape of a coyote.

GATES
Looked more like a fat, donut-eating
U.S. Marshal last I saw it.

LITTLE BEAR
(absorbs this)
I have to kill it.

Little Bear pulls out an automatic PISTOL, snaps back the slide, then holsters it on his hip. Gates eyes him dubiously.

GATES
All right. I help you kill it, you let
me go. What do you say?

LITTLE BEAR
Forget it.

GATES
Why? 'Cause I'm a criminal?

LITTLE BEAR
No. 'Cause you're an asshole.

Suddenly -- a KNOCK on the door. They both freeze.

GATES
Don't answer it.

Little Bear draws his gun, goes to a window, carefully peers out.

LITTLE BEAR

It's somebody I know. He's hurt.

GATES

Don't do it, man! Don't open the door!

Little Bear unbars the door, swings it open. Staggering in, pale in the moonlight and clutching a gunshot wound in his stomach is:

LUIS from the diner. Gates takes a long look at him, eyes going wide in horror as Little Bear helps Luis toward a cot.

GATES

Sonuvabitch! I knew it! I seen him in town! He's one of them! He was there, I saw him!

LUIS

I saw you too, you bastard! Pendejo!
(to Little Bear)
That man -- he's a murderer! He shot a man in cold blood! A U.S. Marshal! I watched him do it! And then he tried to kill me! He's the one who shot me, Frank!

GATES

That's crap! He's a skinwalker, man! Don't get near him!

Luis groans, collapsing on the cot. Little Bear flashes an uncertain look to Gates, then hurriedly pulls out a first aid kit, opens it, sets it on the nightstand. He turns back to Luis.

LITTLE BEAR

(cautious, on edge)
Why didn't you get help in town?

LUIS

I had to run! The whole town's gone loco! It's like a war down there!

GATES

Don't be an idiot! If somebody shot him, it's 'cause he's one of those things!

LUIS

I don't know what's going on, but I swear to you, I ain't one of 'em! He's a liar, he'll say anything!

(beat)

Frank, c'mon, you know me! Help me, man, or I'll die! I'm begging you!

Little Bear hesitates, crouches before him. Luis groans in agony, clutching his stomach.

GATES

Don't, man, don't...

LITTLE BEAR

Shut up, convict.

Luis takes his bloody hands away from his belly, revealing a ragged bullet hole. Little Bear splashes a cloth with hydrogen peroxide. He grabs a leather belt, places it between Luis' clenched teeth.

LITTLE BEAR

Bite down on this. I have to wipe the blood away. Brace yourself.

He wipes the wound, clearing the blood. Luis cringes in pain. Little Bear leans in a little closer. Suddenly -- inside the bullet hole, a YELLOW COYOTE'S EYE opens and stares up at him!

Stunned, Little Bear jerks back and looks up at Luis' face. Luis is staring at him, grinning... grin growing wider... and wider... past human proportions, teeth distending like daggers and biting right through the thick leather belt as if it were tissue paper.

Little Bear cries out, reeling back and falling on his ass. He yanks his pistol, FIRES a shot into Luis. Luis takes the bullet hit and begins convulsing on the cot, gagging and jerking. Little Bear scuttles back, FIRING BULLETS into him, as:

GATES

I told you! Get me out of this, man!
Get me the hell out of this! Untie me!

Little Bear jumps to his feet, FIRING the last few rounds as something huge and HOWLING and barely glimpsed rips out of Luis' skin and flails about on the bed in the darkness, knocking the table lamp to the floor, Gates screaming all the while:

GATES

Untie me, dammit! Get me loose!

Both men are stunned as the chittering Thing rises, looming in the darkness! The lamp on the floor rolls back and forth, giving us fast, nightmarish glimpses of CLICKING mandibles, bony stalks ripping through flesh, mantis-like appendages...

Little Bear reloads, grabs hold of Gates' ropes, drags his bound (and suddenly choking) prisoner out the door, FIRING as he goes!

OUTSIDE

He hauls Gates out, slams the door. Gates lies in the dust being strangled by the rope around his neck, hearing the Luis-Thing

HOWLING and THRASHING inside. Little Bear runs to his storage shed, kicks the door open, pulls out a big propane tank and a knife, rushes back to Gates, uses the knife to cut him loose. Gates can finally breathe again, gasping air into his lungs.

LITTLE BEAR

I give you the sign, you open that door, then duck.

Gates gives him an incredulous look, rubbing his neck, then rises and staggers to the door. Little Bear stuffs his gun in the back of his jeans and picks up the propane tank, getting ready to throw it, as Gates grabs the doorknob, and suddenly --

Silence. The SHRIEKING and CRASHING just stop. Gates and Little Bear exchange a look. We experience an abnormally long pause, both men frozen, listening. Little Bear gives Gates a nod.

Gates yanks the door open and (in total homage to the 1951 Howard Hawks film) the Luis-Thing is right there, filling the doorway with a horrific SHRIEK and flailing limbs!

Gates slams the door as the Thing SMASHES against it from the other side. The men throw themselves against the door, trying to keep the monster inside! A huge, bony appendage BURSTS through the door right by Gates' head, splintering the wood!

Another insectoid appendage CRASHES through the door right between them! It suddenly evolves fingers inches in front of their eyes, the appendage splitting apart into clawed, human-like hands that come groping, trying to find their throats!

Little Bear thinks fast and shoves the propane tank into one of the grasping hands. The "hand" instinctively grabs the tank and yanks it inside, right through the door! Little Bear whips out his gun, turns and SHOOTS through the gaping hole in the door --

KA-BOOM!! The propane tank detonates, BLASTING the inside of Little Bear's cabin to bits! Little Bear and Gates are BLOWN off their feet by the explosion, the remains of the door sailing over their heads as they get SLAMMED to the ground.

After a beat, they pry their faces out of the dirt and stare at the burning cabin as debris rains down around them.

GATES

Nice friends you got.

GO TO BLACK.

END OF ACT ONE

ACT TWO

FADE IN:

EXT. CHRISTMAS - STREET - DAWN

Military occupation. Trucks, Humvees, light tanks RUMBLE through dusty streets. Soldiers in hazmat suits. The sound of helicopters ROARING overhead. A BIG CANVAS-TOPPED TRUCK rolls by.

IN THE TRUCK

Bob, Samantha, and Michael on a bench in the rear. TWO ARMED SOLDIERS in hazmat suits sit in the back with them. The glances between Bob and Samantha are tense, the silence heavy, as:

EXT. MEETING HALL - DAWN

The truck stops. SOLDIERS lower the tailgate and help them out.

Bob and Samantha look around... stunned. The truck has stopped outside an old meeting hall fronted by a hastily erected CHAIN LINK FENCE, ten-feet-tall, topped with RAZOR WIRE. It looks like a prison exercise yard. ARMED GUARDS stand at the gate.

INT. MEETING HALL - DAWN

Bob, Samantha, and Michael enter. The windows have been chain-linked over. Folding chairs and tables have been set up, along with dozens of cots.

There are over a DOZEN LOCALS here already, including JAMIE, his wife WENDY, and SHERIFF HAYES. HAROLD's here too, standing off by himself, a wad of chew in his mouth, spitting into an empty water bottle. They all look shell-shocked.

Bob and Samantha see Jamie and Wendy, rush over.

SAMANTHA

Thank God you're okay! Where's Taylor?

Samantha follows Wendy's glance to where Wendy's six-year-old son TAYLOR sits on a cot, clutching a toy dinosaur. Taylor waves to Michael. Michael gives a little wave back.

Samantha gives Wendy a fierce hug, both women emotional, on the verge of tears. Bob gives Hayes a grim look.

BOB

You believe this? People in damn plastic suits?

WENDY

What about Sara?

SAMANTHA

She, uh...

Suddenly, she's fighting back tears. Bob puts an arm around her.

BOB
Her sister was... one of those things.
Tried to kill her own son. And us.

The others are shocked. Samantha puts her head on Bob's chest and starts to cry, as:

WENDY
Oh my God... What's going on? What's
happening to us?

EXT. LITTLE BEAR'S RANCH - DAWN

PANNING SHOT of dead sheep. Lying in heaps in the dusty pen. They've been shot and soaked with gasoline. Flies are BUZZING.

ANGLE FINDS Little Bear, CARBINE RIFLE slung over his shoulder, empty gas can at his feet. He tosses a highway flare -- WHOOM! The dead sheep go up in flames, pushing black smoke into the sky.

Little Bear turns, moves toward Gates, who's on his knees in the dust with his hands behind his head.

GATES
Never seen a man kill his own sheep
before...

Little Bear, rifle leveled, motions for Gates to get up. Gates rises, wary, but keeping it casual.

GATES
... and then burn 'em. Yessir, that's
a first. Guess it's my day for 'em.

Little Bear steps to two knapsacks lying on the ground. He picks up the first one, hands it over to Gates. Gates looks inside... it's crammed with bottles of all kinds. All filled with gasoline and topped with knotted rags.

LITTLE BEAR
You carry that.

GATES
Guess I won't be bumming any
cigarettes.

Little Bear squats, raises the flap of the second knapsack -- it's filled with sticks of dynamite. Little Bear grabs the strap and rises, slings this bag over his own shoulder.

Gates shrugs the backpack of Molotovs on... carefully.

GATES

How about giving me one'a them guns,
too?

Little Bear raises a rope that's been pre-looped at one end.

LITTLE BEAR

How about you put your hands in the
loop?

(off Gates' hesitation)

This isn't a democracy. I say jump,
you jump.

A tense beat. Gates stretches his hands forward. Little Bear snags them with the rope, pulls the loop tight, binds the rope further. Their eyes are locked.

GATES

Whatever you say, kemosabe.

EXT. DESERT PANORAMA - DAWN

THUMP-THUMP-THUMP-THUMP-THUMP... faint, though growing. A tiny speck in the morning sky turns into a HELICOPTER moving along the mountain range. It's a Black Hawk, bristling with armaments.

Then we see it: a COYOTE fleeing across the desert. As the helicopter swoops toward it...

... we realize that this is our version of the opening of the Carpenter movie, but on steroids -- forget the Norwegians, the high-powered rifle, and the hand grenades, this chopper's OPENING UP with a MINIGUNS (Gatling-style) and HELLFIRE MISSILES!

Coyote and helicopter zigzag across the empty landscape, the coyote darting and ducking, dodging BULLETS and ROCKETS, the Black Hawk SHREDDING the ground with its guns!

The Black Hawk swings around for another pass and: BRAAAAP! The DOOR GUNNER nails the coyote with his .50 cal, rips it to smithereens in a cloud of dust and rocks.

ANGLE FROM A DISTANCE

The Black Hawk sets down. Soldiers in hazmat suits leap out, carrying a body bag and cautiously approaching the dead coyote as ANGLE WIDENS FURTHER to REVEAL --

-- the COYOTE-THING on a ridge f.g., watching them. It stands frozen, preternaturally alert, gazing with a weird, focused intensity as the soldiers bag the dead animal...

INT. MEETING HALL - DAY

Tables have been set up, medical hardware laid out. Blackburn and Lukanov are assisted by EIS OFFICERS in hazmat suits... not to mention a dozen heavily armed soldiers.

Dozens of locals are lined up (many more than before), tense, eyeing the needles and automatic weapons. First come fingerprinting and ID bracelets, then filling out forms... Hayes is fuming, eyeing his bracelet suspiciously as they put it on him. At the end of the line, food is being served Red Cross style.

CAMERA TRAVELS up the line. Bob, Sam, and Michael are next. Samantha takes Michael's hand and they step forward. Blackburn checks the name on his wristband, gives him a reassuring smile.

BLACKBURN

Michael? You ready to give me a little blood?

SAMANTHA

He's scared. We all are.

BLACKBURN

(to Michael)

Well, why don't we show all these people how to do it so they won't be afraid? Then you can get something to eat. You must be starving.

Michael looks up at his aunt. She nods encouragingly and he sits. As Blackburn ties a rubber tourniquet around his arm and prepares collection tubes, Michael checks out her hazmat suit.

MICHAEL

Why are you wearing that?

BLACKBURN

It keeps the germs out. You're gonna feel a little pinch now, okay?

Michael nods shakily and Blackburn gently slides the needle into his vein. He winces, watching as the collection tube fills up with blood. Blackburn removes the needle.

BLACKBURN

You're a brave boy, Michael.

Blackburn looks up, her smile disappearing as she realizes he has tears running down his face.

MICHAEL

I don't wanna hurt anybody. That's what happens when the germs get inside you. You turn into a monster. Then you hurt people.

Samantha puts a hand to her mouth, trying to keep it together. Blackburn takes Michael's hand and looks him in the eye.

BLACKBURN

We're not going to let that happen.
Okay?

OUTSIDE

A truck pulls up, the tailgate drops. Another HALF DOZEN PEOPLE climb down. Among them is a MAN, the only one whose face we don't see. He's in a red-checkered shirt, boots, and baseball cap.

CAMERA FOLLOWS him as he enters the compound with the others, mingling into the general population...

INSIDE

... as we FIND Bob next in line, facing Lukanov.

BOB

You want my blood, you answer my questions.

LUKANOV

If you or anyone else here expects to survive this, then you will do as we say.

BOB

Is that a threat? That sounded like a goddamn threat!

Bob's raised voice starts to draw attention. Lukanov rises.

LUKANOV

Take it as you will.

BLACKBURN

Doctor, I don't think --

LUKANOV

Stay out of this.

ANOTHER ANGLE

The man in the red-checked shirt is having an ID bracelet put on his wrist. We still do not see his face. A soldier hands him forms to be filled out. The unseen man moves on as the drama between Bob and Lukanov escalates in b.g.

BOB

Who are you to give me orders? You're not even an American! I wanna talk to the man in charge... the guy on the loudspeaker, bring him in here!

Meanwhile, the man in the red-checked shirt slowly walks through the room, moving freely amongst the locals as the soldiers are drawn toward the argument.

LUKANOV

I do not answer to you, sir! You answer to me!

ANGLE ON BOB AND LUKANOV

Red-checked shirt drifts from view b.g. as:

BOB

You're testing us to see if we're those things, aren't you? Well, I don't want my family locked up with a bunch of people who might not be people! You can't keep us here! We've got rights!

LUKANOV

Your government has chosen to overlook those rights for the moment.

BOB

They can't do that.

LUKANOV

No? Read the Patriot Act.

Bob finds himself hemmed in by tense soldiers. At a gesture from Lukanov, weapons are trained.

LUKANOV

We can perform a blood test or an autopsy. It makes no difference to me.

Blackburn gapes at him, horrified, as:

SAMANTHA

Bob, please! For God's sake!

Bob hesitates, angry and scared... sits, rolls up his sleeve.

ANGLE ON MICHAEL

The boy is wandering among the survivors in the meeting hall, pale and withdrawn, eating a meal off a paper plate with a plastic fork. He wanders among the cots, finds a spot...

TIGHTER ANGLE

... and sits down right next to the unknown man in the red-checked shirt (whose face we still don't see under his cap). Michael keeps eating... but pauses, realizing there's something familiar about the man's boots... his jeans... his watch... his voice:

RED-CHECKED SHIRT

(softly)

Hey there, Mike.

Michael freezes. The man looks up and we finally see:

It's DALE RAFFERTY, his mother's boyfriend. Or the guy who was mom's boyfriend... because we know from Night One that he's no longer human. Michael is frozen in terror. Dale gives him a gentle smile, but his eyes are glittering and soulless.

DALE-THING

Look, I know you're scared, scout.
Don't be. You just have to understand.
Things are different now. And what
happened between me and your mom...
well, that's nobody's business but
ours. That's our little secret, right?
Nobody ever needs to know.

Michael tries to pull away -- but Dale takes his arm in a strong grip. Michael looks down at Dale's hand, petrified, speechless.

DALE-THING

Right, Mike? Our little secret? You
know what I can do if you make me mad,
don't you? You don't want to make me
mad, Mike. Right?

A long beat, their eyes locked, and then:

Michael rams his plastic fork deep into Dale's eye! Dale throws his head back, BELLOWING in pain! Reactions and panic explode around the room as Dale grabs the fork, jerks it out of his eye, turns to Michael. We're TIGHT and only Michael sees:

Tiny, squid-like tentacles shoot out of Dale's ruined eye socket, then back in, flicking like a lizard's tongue! An inhuman HISS comes out of his gaping mouth. Michael SCREAMS, jerks free of Dale's grasp, trips and falls on his ass, confusion all around as:

Dale starts to convulse on the cot, shaking harder and harder in what appears to be a full-blown seizure. Medical personnel come rushing over, a MEDIC shouting:

MEDIC

Crash cart! We have a seizure!

Blackburn pushes her way through the crowd, stops when she sees Michael sprawled on the floor. Their eyes meet and the boy's look says it all. This is no seizure. In that moment, Blackburn chooses to believe him.

BLACKBURN

DON'T TOUCH HIM! BACK OFF!

The Medic turns, confused, not reacting fast enough as:

Behind him, giant claws erupt from Dale as if spring-loaded and impale the Medic! People SCREAM, stampeding away, tripping over chairs and other people, as --

-- the Dale-Thing rises to full height, lifting the Medic over its head and whipping him around like a broken toy!

LUKANOV

KILL IT!

Soldiers OPEN FIRE with their M-16s. HOWLING, the Dale-Thing throws its head back and vomits a huge, clawed tentacle straight up at the ceiling -- SMASH! The clawed appendage grabs an overhead beam, SPLINTERING it, and the Dale-Thing pulls itself straight up THROUGH the ceiling, taking the Medic with it!

It's gone. Vanished into the attic. Just a big hole in the ceiling.

All eyes looking up. People scattered about, terrified, in shock. Weapons poised upward, tense as hell, listening to pinpoint where the unseen Dale-Thing might be in the attic crawl space.

Then -- a CREAK. Soldiers OPEN FIRE! CREAKS and GROANS and THUMPS from above, on the move! The soldiers track the sounds, firing BURSTS at the ceiling!

There's a lot of THRASHING around up there... wood GROANING, beams SMASHING... the ceiling starts to weaken, a big bulge forming now from the weight pressing down on it from the attic space above...

SMASH! Part of the ceiling gives way and a body falls through, a figure in a hazmat suit...

WHAM! The body hits the floor hard, scattering chairs. People rush over. The body is lying on its side, facing away from us, hazmat suit in bloody tatters. He must be dead...

... or is he? He suddenly rolls toward us, stands and faces the others. It used to be the Medic, and given some more time, might have been again... but right now the face behind the fractured faceplate is changing, re-forming. It HOWLS as:

The soldiers drive the Medic-Thing back with GUNFIRE, then BLAST it with flamethrowers, turning it into a ball of SCREECHING fire!

Then -- more unearthly SOUNDS from the crawl space above, along with the CRASHING and GROANING of collapsing structure!

BLACKBURN

Bring the damn ceiling down!

BRAAAP! A dozen M-16s rip the ceiling to pieces, the GUNFIRE going on and on and -- CRUNCH! A huge chunk of ceiling rips loose

and plummets awesomely to the floor -- WHAM! -- bringing something heavy and really pissed off with it:

It's more suggested than fully seen in all the billowing plaster dust and smoke, but the glimpses we do get suggest the classic Carpenter/Bottin Thing: a protoplasmic mass of shifting flesh from which limbs and heads of various creatures -- both earthly and not -- blossom like flowers blooming in time-lapse. The soldiers surround it, FIRING on full auto, ripping it to angry pieces in the obscuring cloud of dust and cordite smoke...

Then out of the smoke comes a horrific appendage that grabs Blackburn and pulls her off her feet! She flails as the Thing lifts her off the ground and pulls her toward it. Lukanov grabs hold of her hand, pulls with all his might, trying to save her.

LUKANOV
BURN IT! BURN IT NOW!

Three flamethrowers go off at once -- WHOOSH! A BOOMING detonation of flame, the Thing writhing and SCREAMING, but it still won't let Blackburn go!

Chadwick sees Blackburn being drawn into the flames and FIRES a sustained BURST from his M-16, SEVERING the appendage. Blackburn and Lukanov go flying back, landing on the floor in a sprawl as:

The Thing keeps SCREAMING, the soldiers keep BURNING, and we --

SMASH TO:

INT. COMMAND TENT - CONFERENCE ROOM - DAY

We go from noisy hysteria to deep, stunned silence on the cut. We're in a glass-walled room inside the command center, separated from the larger room for privacy. We can see all the comings-and-goings in the op center outside, but in here is total silence.

Wise, Ricks, and Lukanov sit at the conference table with Avery and a few key SUBORDINATES, including a COMMUNICATIONS TECH at a station. Blackburn is silent and still visibly shaken. Everybody's numb in the aftermath of the Thing attack.

COMM TECH
Mister Secretary? The White House is prepared to put you through to the President.

AVERY
(looks around the table)
What do we tell him?

LUKANOV
What I have been saying from the start.
You must exercise the nuclear option.

GENERAL WISE

We still have some three hundred citizens missing and unaccounted for. I'm not going to recommend we drop a nuclear bomb until they're found.

AVERY

(to Ricks)

Still no sign of these missing people?

COLONEL RICKS

No, sir. We've torn this town apart. We've only found forty-nine survivors.

AVERY

And nothing on the infrared?

COLONEL RICKS

We're doing continuous satellite sweeps of the town and surrounding desert. There's nothing down here but us.

AVERY

Three hundred people can't have just vanished into thin air. Could they have gotten past our perimeter?

GENERAL WISE

Absolutely not. The perimeter is inviolable.

Blackburn finally looks up, speaking softly at first:

BLACKBURN

I don't believe you grasp the magnitude of what we're dealing with here. Until now, I didn't either, not fully.

(off their looks)

The human body isn't just comprised of cells. It's home to billions of microorganisms. If someone has a cold when they're infected, chances are this thing won't just imitate the person, it'll imitate the cold virus, too. So now it's airborne. One sneeze contains millions of bacteria. And we have to account for every one of them, because a single cell is all it takes to pass the infection on.

Lukanov gives her a look of approval... surprise and relief... nods for her to continue. She looks to General Wise.

BLACKBURN

You say your men have bagged a dozen coyotes? Out of how many? Hundreds?

(MORE)

BLACKBURN (CONT'D)

And what about all the fleas and ticks that may have been infected and moved on to other animals by now? Can you account for those? All the crows, all the buzzards? All the creatures that can fly right over your precious perimeter without even being noticed?

The government men are going pale listening. Blackburn pins Avery in her gaze, intense.

BLACKBURN

What do we tell the President? Tell him the survival of the human race is at stake.

(off their looks)

Test everyone. Get as many out as we can before the bomb drops. Anybody gets left behind, gets left behind.

Avery turns to the Comm Tech and nods. The Comm Tech puts the call through. Avery picks up the phone, waits -- pin-drop silence, all eyes on him -- then:

AVERY

Mister President. Pete Avery here. We're sending you all our data, current to this moment, via secure satellite transmission. You'll be receiving it as we speak...

He nods to the Comm Tech, who taps a keyboard -- encrypted data begins streaming across his computer monitor as it beams directly to the White House.

AVERY

Sir, I'll be blunt. Based on what we've learned, it would seem the danger is far greater than we'd estimated. We may be talking about a one hundred percent mortality rate.

(beat)

No, not in this area. I mean globally.

(longer pause)

I understand your reaction. Mine was no different. We urge you in the strongest possible terms to cauterize the infection here at the source.

(beat)

Yes, sir, that is correct. I am declaring a Flashfire. In no uncertain terms.

(pause)

Yes, I will. I know they'll appreciate that. Thank you, sir.

(hangs up)

The President asked me to convey his deepest thanks. They are reviewing the

(MORE)

AVERY (CONT'D)
 materials we sent. We'll have a
 decision within half an hour.

Everybody rises, launching into motion. Lukanov looks to
 Blackburn.

LUKANOV
 Welcome to the fight.

INT. MOBILE LAB - STAGING AREA - DAY

The lights here are ultraviolet, casting everything in a stark and
 eerie blue glow. An EIS OFFICER in surgical scrubs enters and
 closes the door. As he LOCKS it -- an alarm BUZZES. He turns to
 the control panel, sees a red warning light. "AIR FILTRATION."

He looks up at a vent near the ceiling, pulls over a chair and
 stands on it to look inside. Something is in there. He pulls the
 grille off of the vent, reaches inside... and pulls out Avery's
torn suit jacket, his ID tag still clipped to the lapel.

INT. MOBILE LAB - PRIVATE ROOM - DAY

A SURVEILLANCE-CAM VIDEO replays footage of the Dale-Thing in the
 meeting hall, whipping the Medic around in the air and then
 vanishing up into the ceiling. ANGLE WIDENS to:

PRITCHARD
 (turns)
 We've seen what happens when the change
 occurs. The victim rips through his
 clothing.

ANGLE SHIFTS to Avery's jacket and the ripped hazmat suit laid out
 side-by-side on the conference table. Blackburn, Lukanov, and
 Wise are gathered around it. The mood is dark.

PRITCHARD
 The hazmat suit was found in the
 pathology lab. We have no way of
 knowing whose it might be. The jacket
 was concealed in a vent in the clean
 room staging area.

Wise prods the jacket with a gloved finger, staring down at the
 name tag that reads: "AVERY."

GENERAL WISE
 Is it possible? We were just talking
 to him.

BLACKBURN
 He passed the test. We all did.

They all look to Lukanov, who's staring intently at the jacket.

INT. MOBILE LAB - CORRIDOR - DAY

TWO SOLDIERS armed with flamethrowers walk down the hall, HEAVY BOOTS CLANKING on the metal floor. They're followed by Pritchard, General Wise, Blackburn, Lukanov, and a PAIR OF MPs.

INT. MOBILE LAB - OFFICE - DAY

Avery is at his desk when the door opens and the soldiers enter, aiming their flamethrowers at him. General Wise and the others stand with the MPs in the doorway behind them.

GENERAL WISE

Mister Secretary, I'm afraid I have to place you under arrest and put you in isolation.

AVERY

You can't be serious...

PRITCHARD

Don't listen to anything he says. It's not really him.

Avery turns to Pritchard, gaping at him in shock as the soldiers with the flamethrowers close in.

AVERY

Oh, my God... Roger, what have you done?

GO TO BLACK:

END OF ACT TWO

ACT THREE

FADE IN:

INT. MOBILE LAB - ISOLATION ROOM - DAY

A slot opens in the door. A rolling shelf travels inside bearing a petri dish and a scalpel.

TILT UP to Avery standing in a sterile white room, completely empty except for a stainless steel chair bolted to the floor. He's staring at his own reflection in a one-way-mirror.

AVERY

I already took your damn test.

LUKANOV

(filtered; over speaker)

You need to take it again.

Avery angrily picks up the dish and the scalpel. He cuts his thumb and squeezes blood out into the petri dish. Done, he rolls the shelf back through the wall.

LUKANOV

(filtered; over speaker)

Thank you, Mister Secretary.

OBSERVATION ROOM (OTHER SIDE OF GLASS)

Blackburn heats a wire over a Bunsen burner. As Lukanov watches, she sticks the wire into Avery's blood. SSSSS... Nothing.

ANGLE SHIFTS to General Wise, Webber, and Pritchard. They all turn toward the observation window. Avery can be seen through the glass, pacing slowly.

WEBBER

So it's negative. That's good news, right?

PRITCHARD

What about the torn jacket? And the hazmat suit?

BLACKBURN

The Secretary's explanation must be considered. Someone could be setting him up. Somebody infected trying to throw suspicion off themselves?

LUKANOV

It's possible. It's also possible that the test no longer works.

An astonished silence falls.

LUKANOV

The blood samples from the civilians have all come back clean. Every single person has passed the test. It means we have either been unbelievably lucky... or the test is useless.

BLACKBURN

But this was your test! You've seen it work!

LUKANOV

(nods)

Hundreds of times. Which makes me wonder if we haven't somehow educated the organism, in the same way bacteria eventually become resistant to antibiotics.

(off their looks)

This organism's greatest instinct is to hide. So perhaps it trained itself not to pull away from a hot needle?

ANGLE ON PRITCHARD

suddenly reveals Avery's face right behind him on the other side of the one-way glass. Pritchard startles. Though he can't see in, Avery seems to be staring right at him. He's lit from above, putting his eye sockets into deep shadow.

AVERY

(soft, through the speakers)

Roger? I know you're there, you lying son of a bitch.

(pause)

You've taken this way past just your job. I'll see to it you spend the rest of your life in prison. So you better get them to burn me.

(shifts his gaze)

Whoever else is in there... you want motive? I fired his ass.

(gaze shifts back)

Go ahead, Roger. Tell them where your letter of resignation is.

Pritchard, staring in at Avery, doesn't miss a beat:

PRITCHARD

In his desk. Top right drawer.

(turns, faces them)

Proves my point. Pete Avery would never have asked for my resignation. We were friends. He counted on me. I knew him better than anybody...

(looks back to Avery)

(MORE)

PRITCHARD (CONT'D)

... which is what must have made our "guest" here so nervous. It had to get rid of me because it knew I'd catch on sooner or later.

BLACKBURN

Why not just attack you? Turn you into one of them?

Pritchard hesitates. He has no idea. Lukanov answers for him:

LUKANOV

It wouldn't risk showing itself any more than necessary.

(moves close to glass)

No. All it wants is to hide inside somebody long enough to get out of here. Out into the world.

INT. MEETING HALL - DAY

We're in the aftermath of the Dale-Thing attack. CAMERA IS HANDHELD, taking us through the meeting hall in one continuous shot. MEDICS in hazmat gear treat injuries. LOCALS are traumatized and on edge, desperate, some gazing into space with thousand-yard stares, others eyeing one another with suspicion.

WE FIND Jamie and Wendy, shaken and on edge. Taylor is crying in Wendy's arms. She tries to settle him, eyes on the soldiers.

WENDY

Are they going to move us? They have to move us, right? We can't stay here.

ANGLE PASSES MAUREEN (the pregnant woman from the firehouse in Night One) bleeding from cuts. Medics are trying to treat her, but she's panicky, struggling and slapping their hands away.

MAUREEN

Get away! Don't touch me!

ANGLE FINDS Bob watching with Samantha and Michael.

BOB

(furtive)

She's right. Anyone in here could be one of them.

Michael sees Taylor crying in Wendy's arms. He notices Taylor's toy dinosaur on the floor nearby and picks it up.

SAMANTHA

Maybe Dale Rafferty was the only one.

BOB
 (gestures to soldiers)
 Yeah? Then how come they're pointing
 flamethrowers at us?

Michael has gone over with Taylor's toy dinosaur, offers it to him. Taylor stops crying, reaches to take it, but:

Wendy notices Michael and physically recoils, shielding Taylor. Jamie reacts, shoves Michael away, knocking him to the floor. Bob and Samantha react, stunned.

They hurry over, Samantha helping Michael to his feet and quickly steering him away, Bob instantly in Jamie's face.

BOB
 What the hell's wrong with you?

JAMIE
 You sure you wanna be talking to me?

BOB
What?

JAMIE
 Don't think you should be in here with
 the rest of us? Locked up with a bunch
 of "people who might not be people?"

BOB
 You got a problem, you come talk to me.
 The boy's got nothing to do with it.

People gather, drawn to the argument, as:

JAMIE
 The hell he doesn't. We all heard his
 story. What I wanna know is how it got
 his mother and her boyfriend, but
 didn't get him. Explain that.
 (off Bob's look)
 You want to worry about people who
 might not be people, maybe you oughta
 start a little closer to home.

Jamie leads Wendy and Taylor away. Bob looks back across the room at Michael, a flicker of uncertainty in his face...

EXT. CHRISTMAS - STREET - DAY

A SQUAD OF SOLDIERS in hazmat suits is on patrol. They're walking past an intersection when they hear -- CRASH! They freeze. The noise came from down the street. Their leader, PHANTOM FOUR-TWO, speaks quietly into his radio headset.

PHANTOM FOUR-TWO
Base, this is Phantom Four-two. Do we
have any friendlies in sector five,
over?

INT. COMMAND TENT - DAY

A PAIR OF MILITARY TECHS at the monitoring station:

TECH #1
Negative, Phantom Four-two.

TECH #2
Whoa...

Tech #1 looks over. Tech #2 points at the infrared satellite monitor -- on it, DOZENS OF WHITE GLOWING BLOBS are swarming inside a building half a block from Phantom Four's position.

TECH #2
... where the hell did they come from?
Those were not there a second ago.

TECH #1
(tense and focused)
Phantom Four-two, be advised. We have
multiple signals on satellite infrared,
three buildings west your position...

TECH #2
(to a soldier)
We need General Wise in here right now!

EXT. CHRISTMAS - STREET - DAY

The soldiers dart up the street, leapfrogging positions, until they come to:

INT. ELECTRONICS REPAIR STORE - DAY

They enter through the smashed plate-glass front windows as quickly and quietly as possible, communicating with hand gestures, M-16s sweeping the shadows of the store...

INT. COMMAND TENT - DAY

Wise, Blackburn, and Lukanov rush in, pushing past people to the monitors. In addition to the infrared, HELMET-CAM IMAGES from the soldiers in the store play in real-time on various screens.

INT. ELECTRONICS REPAIR SHOP - DAY

The place has been ransacked. Shelves are empty. Glass cabinets smashed. Contents stolen. Discarded parts litter the floor. A soldier glances up. Even the light fixtures are missing.

The soldiers fan out, Phantom Four-two taking the lead. He sees a length of bundled wiring leading from a hole in the wall, coiled in heaps across the floor... and trailing down a long, dark hallway at the back of the store.

Suddenly -- ZZZZZIP! The length of wiring is pulled taut! Something down that hallway is reeling it in at stunning speed! The soldiers watch as yard after yard of wiring uncoils along the floor...

Then -- CCCCCRACK! The hole in the wall that the wiring is coming out of is RIPPED OPEN, plaster CRACKING in a trail around the store as the wiring is ripped right out of the walls and ceiling all around them! Suddenly, the drywall EXPLODES -- CRASH! --

-- and a JUNCTION BOX is yanked right out of the wall! BANG! It SLAMS to the floor at the soldiers' feet and just lies there.

Pause. The men stare at it, stunned. Then:

Whatever's back there starts pulling the wires again, slowly this time, dragging the junction box toward the dark hallway in little fits and starts, like a tease. They follow it, tense, rifles poised, fingers on triggers.

INT. COMMAND TENT - DAY

Blackburn, Lukanov, and the others watch Four-two's helmet-cam image going ever murkier as the junction box vanishes down the dark hallway, pulled into the shadows.

INT. ELECTRONICS REPAIR SHOP - DAY

Four-two gestures for the men to hang back, spread out, take up positions in the main room, cover him. He moves to the mouth of the dark hallway alone, eyes wide, peering into the pitch black gloom. The men behind him in the main room watch, weapons aimed, blinking sweat from their eyes.

Four-two pauses, listening. He can hear the junction box SCRAPING along the floor somewhere in front of him. He switches on his gunlight, sweeps the beam along the floor...

... and discovers the last yard or two of wiring dragging the junction box along the floor, and as the beam of light follows it, we REVEAL:

A BIG DAMN HOLE in the floor. The junction box reaches the edge and tips over, falling away underground. A shocked beat, Four-two just staring at the hole...

GENERAL WISE

(filtered; over radio)

Phantom Four-two, we're not getting that clearly. What are you looking at?

PHANTOM FOUR-TWO

It's... it's a hole...

Suddenly, the floor in the main room behind him starts ERUPTING from below and his men start getting yanked straight down, dragged screaming and flailing from sight!

INT. COMMAND TENT - DAY

Blackburn and the others watch the chaotic helmet-cam images in horror -- a swirling jumble of shattering floorboards, BURSTS OF PANICKY GUNFIRE, a glimpse of a soldier's terrified face. One of the screens fills with static. Then another and another.

GENERAL WISE

Phantom Four-two, what's happening?
Four-two, respond!

The screens continue to go dark until only one remains.

INT. ELECTRONICS REPAIR SHOP - DAY

Four-two stands frozen, still in the hallway, gaping out in stupefied terror at the main room. CAMERA COMES AROUND him to reveal the store now empty -- everyone who was standing out there is gone. Big ragged holes in the floor are all that's left.

Four-two backs away down the hall in abject horror... and bumps into something in the dark. He whirls around, screaming as his gunlight abruptly illuminates:

SARA, Michael's mother! She's standing right there!

INT. COMMAND TENT - DAY

Blackburn and the others are shocked by the startling image of this small town mom coldly glaring at them from the monitor. Suddenly, the Sara-Thing reaches out with superhuman speed -- and the feed is lost. The screen turns to static.

Shock and horror in the command center, people staring at the screens. Pritchard arrives, pushing his way through to Wise.

GENERAL WISE

We lost Phantom. The whole squad.

Pritchard is stunned. Behind them, a call comes in at the Comm Tech's station, signaled by a caller ID on his screen.

COMM TECH

General. It's the President.

Pritchard looks a bit surprised (but then he wasn't in the meeting where the nuclear option was discussed, so he wasn't expecting this call) as Wise turns to Blackburn and Lukanov:

GENERAL WISE

Join me in Conference A. Bring your people. Ricks, with me.

Wise leads the contingent into the glass-walled conference room -- Blackburn, Lukanov, Pritchard, Webber, Sommers, and Ricks. They seal the doors, shutting out the main room. The Comm Tech puts the call through on speakers, nods to Wise.

GENERAL WISE

Mister President. General Wise. I'm here with Undersecretary Pritchard, Doctor Blackburn, and our Russian advisor Doctor Lukanov.

PRESIDENT'S VOICE

Where's Secretary Avery?

PRITCHARD

Sir, I regret to inform you that Secretary Avery may have been exposed. He is being held in isolation. I've assumed command on a temporary basis.

PRESIDENT'S VOICE

I'm... that's shocking news... I'm sorry to hear that.

BLACKBURN

Mister President, so there's no misunderstanding. The extent of our exposure is unclear.

PRESIDENT'S VOICE

Why unclear?

BLACKBURN

Our medical tests have come into question. All of our prior results are null and void. As of now, we have no way of determining who's human and who's not. Including Mister Avery.

LUKANOV

Of course the same must be said for all of us.

WE PUSH IN SLOWLY, closing ever tighter on Lukanov, as:

LUKANOV

Mister President, from this moment on, as individuals, you must assume we are not who we claim to be. Do not be swayed by anything any of the four of us may tell you, unless we tell you as a group, in consensus. Most

(MORE)

LUKANOV (CONT'D)
importantly of all... no one, including
us, must be allowed to leave this
quarantine zone until we find a new
test. If we do.

PRESIDENT'S VOICE

(beat)

You realize then that the decision
you've asked for is one I make with
great reluctance. And a heavy heart.

LUKANOV

It is the only decision.

BLACKBURN

I concur, Mister President.

Pritchard is puzzled -- decision?

Blackburn, Wise, and the others look up at one of many high-tech
24-hour-military-time clocks throughout the entire facility.
Lukanov follows their gaze. Pritchard's still not getting it, but
his face drains of color as he hears:

PRESIDENT'S VOICE

I am following your recommendation on
Flashfire. We are setting the clocks
now, starting at T.

And CLICK! A hidden sweep-hand snaps around, instantly turning
ten hours of the clock red -- and the clocks immediately start
running a ten-hour countdown (the red part will slowly vanish in
an ever-diminishing pie shape). Just so there's no confusion,
there's also a number readout below it, also counting down.

PRESIDENT'S VOICE

The bomb will be flown to your
location. At T-minus ten hours...
terminal Flashfire will occur.

(beat)

You have ten hours until detonation. I
hope you can find that new test. I,
and everybody here, will be praying for
you. Good luck and Godspeed.

The line goes dead. Pritchard is thunderstruck, finally and fully
realizing how badly he's screwed himself.

GENERAL WISE

(faces them)

What you have just heard is top
clearance only. It does not leave this
room. If we expect to survive this, we
have to keep everybody focused.

(to Ricks)

Tell everybody that the countdown
indicates mission time remaining,
nothing more.

COLONEL RICKS

Yes, sir.

They unseal the doors and exit the room, re-entering the main operations center. We go from very still to swirling activity as CAMERA GOES HANDHELD, following the key bits of action (it's all about momentum):

GENERAL WISE

(on the move with Ricks)

Issue a priority directive. If any members of Phantom squad reappear, they are not to be approached or spoken to. They are to be incinerated with flamethrowers. No hesitation. Also, from now on, nobody goes anywhere alone. Everybody will be assigned a partner. See to it.

Wise sees SERGEANT DOBSON standing guard at the main air lock entrance. Dobson's a Green Beret, tough-as-nails.

GENERAL WISE

Sergeant Dobson!

Dobson hurries over, snaps a sharp salute.

DOBSON

Sir!

GENERAL WISE

I'm assigning you to Undersecretary Pritchard. You and he are to keep each other in sight at all times. You will guard him with your life.

A tech named TOMKINS calls to Wise from a monitoring station:

TOMKINS

General!

CAMERA FOLLOWS Wise and Ricks to the station, where satellite still-images of the desert are cycling across computer screens. Ricks pulls a hard-copy black-and-white photo from a printer, hands it to Wise -- it's a high aerial view of flat, featureless desert, with TWO TINY SPECKS smack in the middle of the photo.

TOMKINS

Satellite made this sweep half an hour ago. We're enhancing now.

The computer is gridding the image on the screen, bringing us closer and enhancing resolution until the specks are revealed as TWO HUMAN FIGURES walking, the angle taken from directly overhead.

GENERAL WISE

Three hundred missing people and this
 is the best we can do? Two idiots
 trying to leave the quarantine zone?
 (lays the photo down)
 Intercept and detain. If they resist,
 use deadly force.

ANGLE ON THE BLACK-AND-WHITE PHOTO

WE CLOSE IN until the image fills the FRAME...

EXT. DESERT - AERIAL SHOT - DAY

... and the image comes to life, color and motion bleeding in.
 We're now looking at Little Bear and Gates trudging across the
 desert far below us, just two tiny specks.

GATES (V.O.)

Wanna know something funny? Yesterday
 I thought prison was the worst thing
 that could happen to me...

LITTLE BEAR AND GATES - DOLLYING

GATES

... then I met you.

As they walk, Little Bear is casually pulling arrows from the
 quiver on his back and duct-taping a stick of dynamite to each,
 creating a quiver of high-explosive arrows. Gates trudges along
 behind, hands still bound as they walk up a rise.

GATES

Hey. What say we skip out on this
 monster business and just shoot on down
 to Mexico? You and me.

LITTLE BEAR

Can't. As long as the skinwalker
 lives, the world will be out of
 balance.

GATES

Oh, right. World out of balance. I
 hate when that happens.

They reach the top of the rise. Gates pauses, seeing nothing but
 empty desert in every direction.

GATES

Hey, whaddya know? More desert.
 Couldn't have seen that coming...

Little Bear crouches to examine coyote tracks in the dirt.

GATES

Seriously, man. How long you plan on chasing this aimless sonuvabitch?

LITTLE BEAR

The skinwalker may be many things, but he's not aimless.

He pulls a map of the area and jabs his finger at three places:

LITTLE BEAR

Here's where he started, in town. This is where I saw him tangled in the electric fence. And this is where we are now. He's moving with a purpose. In a straight line.

He traces his finger along the three points of the coyote's path -- a straight line -- to an area marked *TSEGI CANYON*.

LITTLE BEAR

He's heading for Tsegi Canyon. Don't know why. It's a mystical place... sacred to my people.

They hear something -- a distant sound that becomes a THUMP-THUMP-THUMP. They scan the desert and see:

A distant helicopter coming toward them, flying low over the hardpan, kicking up dust. It's an Apache Longbow attack chopper.

Little Bear grabs Gates, pushes him over the rise. They slide down the far side, find a narrow crevasse. Little Bear shoves Gates in first, then drops in after him as the Apache closes in. They're still exposed from above. Fast, Little Bear pulls a desert-camo tarp from his pack, drapes it over their heads. Both men grab the fabric, securing it tight.

They crouch there frozen, the Apache suddenly right on top of them. It slowly searches along the ridge... comes around for another pass. Little Bear and Gates listen, hearts in their throats. It holds for an extended beat... then moves on.

The COPTER dwindles. The tarp shifts and they peer out.

GATES

They know we're out here. What now, kemosabe?

LITTLE BEAR

Why do you keep calling me that?

GATES

Kemosabe, you know. From "The Lone Ranger."

LITTLE BEAR
Kemosabe was the white guy.

GATES
(a confused beat)
You sure?

LITTLE BEAR
Yeah. Come on, Tonto.

INT. COMMAND TENT - DAY

Pritchard is with Wise and Ricks. Tomkins cycles through playback of Phantom squad's helmet-cam footage on various screens.

TOMKINS
The images were chaotic. But I found a few key sections to work with. Here's the clearest one...

Cycling now on the main screen is a grainy, almost abstract image in SLO-MO of a soldier falling, his M-16 FIRING A BURST at the ceiling as he drops straight down through the floor. It plays on a loop, the man being yanked from sight again and again.

GENERAL WISE
That man was dragged down through the floor by something below.

PRITCHARD
Something in the basement?

TOMKINS
I accessed the town records. That building has no basement.

GENERAL WISE
There's something under this town we don't know about.

COLONEL RICKS
Caverns? Old mine shafts?

Pritchard glances at the countdown clock, feeling the pressure of every moment ticking by.

PRITCHARD
Send out a request through all channels, highest priority. Somebody has to know what's down there. We need to find out, and fast.

GO TO BLACK:

END OF ACT THREE

ACT FOUR

FADE IN:

EXT. TSEGI CANYON - DUSK

The Coyote-Thing enters the canyon through a bottleneck pass, stops, looks up at something O.S. CAMERA COMES AROUND, reveals:

AN ANCIENT INDIAN RUIN

It's an abandoned cliff dwelling on a ledge halfway up a sheer cliff face, ablaze with the orange light of the setting sun. The Coyote-Thing is headed straight toward it. Then:

A real coyote BARKS in the distance, the sound ECHOING down the canyon. The Coyote-Thing pauses, looks up toward the sound... then veers away from the ruins and heads up the canyon.

INT. COYOTE DEN - DUSK

A PACK OF COYOTES occupies a rocky cave. Suddenly, one of them looks up, GROWLING! The others turn as:

The Coyote-Thing stands in the mouth of their den, backlit by the setting sun. The real coyotes back away from it, teeth bared. A few start running in panicked circles, WHINING hysterically.

The Coyote-Thing enters slowly, staring. It opens its muzzle and makes an unearthly CHITTERING noise... and then its head wetly peels apart like a glistening flower...

EXT. TSEGI CANYON - DUSK

Little Bear and Gates enter the same bottleneck pass, gazing up the cliff face at the ruins. Little Bear crouches, examining the Coyote-Thing's trail.

LITTLE BEAR

This canyon dead-ends. Like a cul-de-sac. This bottleneck here is the only way in or out.

(off Gates' look)

It has to come back this way.

GATES

So what do we do?

Little Bear looks up toward the ruins.

LITTLE BEAR

We take the high ground. Set up an ambush.

Just then, as happened before, the sound of a lone coyote's BARK drifts down the canyon. Little Bear and Gates pause, listening...

and soon we hear other coyotes joining in, a whole pack of them, building in intensity.

CAMERA CIRCLES Little Bear and Gates in eerie 360's as they listen to the sound grow ever more hair-raising... one YOWLING VOICE after another, a cacophony of crazed BARKING and YIPPING that ECHOES up and down the canyon.

GATES
(spooked)
Who's ambushing who?

INT. MOBILE LAB - PATHOLOGY LAB - NIGHT

Blackburn, Lukanov, Webber, and Sommers are in germ suits, looking through microscopes, running tests. They're blinking in exhaustion, dark circles under their eyes.

The air lock opens. Pritchard enters wearing a germ suit, seals the door behind him. Through the observation room window, we can see Dobson standing by.

BLACKBURN
What are you doing here?

PRITCHARD
(indicates Dobson)
We need to talk without my shadow listening in. Look, we're going about this backwards. I think our premise should be that Avery is not infected.

BLACKBURN
That's not what you said an hour ago.

PRITCHARD
That was before I knew they were gonna drop a nuclear bomb on us.

BLACKBURN
We can't just lift the quarantine because we find it inconvenient.

PRITCHARD
Inconvenient? Hey, newsflash, our highs tomorrow are gonna be a million degrees. I'm not saying lift the quarantine. I'm saying airlift us and Avery out of this traveling carnival to a hard-wired facility that has the resources to handle this problem. CDC's got a major lab in Arizona, right? An hour by air?

BLACKBURN
We start playing games and making compromises, this organism's gonna
(MORE)

BLACKBURN (CONT'D)
break into the general population and that can't happen. We're just gonna have to make do with the resources we have here --

PRITCHARD
So we can all die? Is that what you want? What if there's nothing wrong with the test? What if Avery's not infected? What if we're dying for nothing?

BLACKBURN
"What ifs" don't even enter into this! Neither does your panicking! If you don't exit this lab, I'll notify General Wise and have you forcibly removed!

Beat. Seething, Pritchard exits the room. Blackburn furiously turns back to her work... and promptly knocks a tray of glass test tubes to the floor -- SMASH! She takes a deep breath, holding back a frustrated scream.

LUKANOV
Why don't we take a break?

INT. MOBILE LAB - BREAK ROOM - NIGHT

Blackburn and Lukanov, now out of their germ suits, sit down to rest with Styrofoam cups of coffee.

BLACKBURN
These mobile labs should have a smoking section.

LUKANOV
I thought Americans didn't smoke anymore. I thought you all quit.

BLACKBURN
I did. Years ago. But if they're nuking us tomorrow, I'd sure like to start again. Enjoy the time I have left.

(beat)
What if Pritchard's right? What if nobody's infected but we don't find a test to prove it? What if we are dying for nothing?

Lukanov reaches into a pocket and pulls out a wallet. He opens it and shows it to Blackburn. Inside is a photograph of a rosy-cheeked young boy smiling for the camera.

LUKANOV

Misha. My grandson. His sixth birthday was two weeks ago.

(smiles)

My wife, she had a lovely voice. When our children were young, she used to sing them to sleep. They would get frightened when I sang to them. So I hummed. Just very softly, you know...

He looks at the photo and hums "Gayane's Adagio" by Khachaturian. Blackburn smiles, surprised to see this side of him. He stops and shrugs, maybe a little embarrassed.

BLACKBURN

Creepy song. No wonder you scared them.

LUKANOV

That's Misha's favorite. He falls asleep right in my arms. Even my own children didn't do that. That's what I was thinking about when I shot Colonel Petrovsky in the head.

(off her look)

I knew when I did that I would never see Misha again. That I was giving up my life to save his. Men like Pritchard will never understand what it means to give up one's life because they have nothing to live for but themselves. If I die tomorrow, I die because to do otherwise is unthinkable.

(tucks the photo away)

Whatever happens, this is not for nothing.

INT. MOBILE LAB - OFFICE - NIGHT

Pritchard in his chair, tie loose, pouring Scotch into a paper cup. He looks up at Dobson standing at attention by the door.

PRITCHARD

Got family, Sergeant? Wife, kids?

DOBSON

Yes, sir. A two-year-old, another on the way. My wife's seven months pregnant.

PRITCHARD

Good for you, Sergeant. Family's important. At the end of the day, it's all we really have.

(beat)

See that clock on the wall? In less than nine hours, a B-1 bomber from

(MORE)

PRITCHARD (CONT'D)
 Ellsworth Air Force Base in South
 Dakota is going to fly over this town
 and drop a nuclear bomb. The
 quarantine will still be in effect.
 We'll all die and your children will
 grow up without a father.

A beat. There's a flicker of shock in Dobson's eyes.

DOBSON
 Why are you telling me this, sir?

PRITCHARD
 Because it doesn't have to be that way.

INT. COMMAND TENT - NIGHT

Tech #2 calls to Wise from a monitor station:

TECH #2
 General, we have contact on infrared!
 Came out of nowhere!

TECH #1
 Ghost Five-one, we have potential
 hostile activity, your sector...

GHOST FIVE-ONE
 (filtered; over radio)
 Five-one, confirming that! Request
 support!

EXT. STREET - NIGHT

HUMAN FIGURES are darting in the shadows, barely glimpsed. TWO HUMVEES SCREECH to a stop at the end of the street, spotlights glaring, briefly catching some of the figures as they dart away.

A SQUAD OF SOLDIERS (GHOST FIVE) pours from the vehicles and pursues on foot, weapons locked and loaded.

GHOST FIVE-ONE
 Freeze! Surrender or we will open
 fire!

The soldiers chase the figures down a narrow alley and into a dark street lined with parked cars. The fleeing figures are swarming like fast rats playing hide-and-go-seek. The soldiers fan out, shining their gunlights along the parked cars...

... only to find rows of stripped and empty chassis. Hoods are gone, engine bays empty, dashboard consoles missing.

GHOST FIVE-ONE
 Base! Are you seeing this?

INT. COMMAND TENT - NIGHT

The stripped and ravaged cars appear on the helmet-cam feeds.

GENERAL WISE

Never mind the cars, Ghost Five, you have movement on infrared all around you!

EXT. STREET - NIGHT

Suddenly, the human figures break cover, running away. The soldiers converge and OPEN FIRE. One of the fleeing figures stops and looks back at the soldiers as they close in --

It's GINNIE, the angelic little girl from Night One! Her face and nightgown are smeared with grease... and she's holding a three hundred pound engine block as if it weighed nothing! The soldiers hesitate, shocked, shining their gunlights in her face.

GINNIE

Please don't tell on me.

INT. COMMAND TENT - NIGHT

Suddenly -- WHITE SHAPES start popping up on the satellite image behind Ghost Five.

TECH #1

Ghost Five, new contacts on infrared, at your six!

EXT. STREET - NIGHT

The soldiers spin, weapons poised as DARK FIGURES emerge from the shadows, walking toward them!

GHOST FIVE-ONE

Who goes there? Halt or we'll shoot!

Just then, a BLACK HAWK HELICOPTER appears overhead, spotlight shining down, silhouetting the dark figures approaching them. The soldiers breathe a huge sigh of relief, because:

It's ANOTHER SQUAD OF SOLDIERS, their silhouettes unmistakable -- germ suits, M-16s, moving toward them.

GHOST FIVE-ONE

Hold your fire! It's our backup!

Just then, the Black Hawk sweeps overhead, spotlight shifting and suddenly illuminating the new men from the front.

It's the missing Phantom squad, hazmat suits hanging off them in tatters, moving toward the other soldiers like zombies.

INT. COMMAND TENT - NIGHT

Everybody's breath catches in their throats as they see the Soldier-Things on the helmet-cam feeds.

EXT. STREET - NIGHT

GHOST FIVE-ONE

Oh my God, it's Phantom! Fire, fire!

But the Things are already raising their M-16s and OPENING FIRE! Five-one is SHOT in the head mid-sentence. The human soldiers start getting SHOT to pieces in the street, trying to return fire and fall back, bullets ripping through their hazmat suits...

Ginnie vanishes down a spider hole with the car engine on her shoulder and an echo of childish LAUGHTER...

INT. MEETING HALL - NIGHT

The room is dark, the locals huddled in groups, wide-eyed, listening to the SOUND OF THE NEARBY GUN BATTLE.

Samantha sits with Michael on a cot, cradling him in her arms and stroking his head. Bob sits with Hayes, watching them.

HAYES

It's falling apart out there.

BOB

Didn't take long, did it?

HAYES

Situation's about to pop in here, too.

(off Bob's look)

You know there's talk about your nephew? About Michael?

Hayes eyes him, awaiting a response.

BOB

God help me. What if they're right? What if he is one of them?

HAYES

We can't start doing this, Bob. We turn on one another now, against our own families... well, that's it, isn't it? We're finished.

(off his look)

If I were you, I'd be thinking about how to get him the hell out of here.

ACROSS THE ROOM

Jamie, Wendy, Harold, and Maureen are huddled together, eyes on Michael, conferring in urgent whispers... scared, desperate.

MAUREEN

What if we're wrong about him?

HAROLD

I'd rather be wrong and do something than be right and do nothing.

JAMIE

Damn straight. You want us to wait until he turns? Call the Army for help? Listen to 'em out there...

(hears more gunfire)

We're on our own.

Jamie shoots another dark look across the room at Michael.

EXT. DESERT - TSEGI CANYON - CLIFF RUINS - NIGHT

Moonrise in the desert -- a huge, blood-red full moon.

TILT DOWN to the cliff-dwellers' ruins. We FIND Little Bear and Gates lying on the lip of the cliff and gazing down at the bottleneck pass below. We hear a brief electronic WHINE as Little Bear switches his night-vision goggles on.

GATES

(quietly)

So what's so mystical about this place?

LITTLE BEAR

The ancient people lived in these cliff dwellings over twelve hundred years ago. Even before the Navajo came.

GATES

(mulling that)

Huh. And that stuff about the world out of balance... that a Navajo thing, too?

LITTLE BEAR

Yeah. See, everything's connected. Something bad happens, it's because someone has upset the *hozho* -- the balance of all things. That's what the skinwalker did. And you and I were put here to restore the balance and make things right again.

GATES

What, like fate? That's why you dragged my ass out here? You're the hero and I was destined to help you?

LITTLE BEAR

Maybe. Or maybe I'm destined to help you.

They hear something STIR in the canyon below. Little Bear snaps his night-vision lenses down and peers over the cliff.

NIGHT-VISION POV: The canyon glows an eerie green. Suddenly, something moves -- the coyote is coming back down the canyon, winding its way among the rocks toward the bottleneck.

Little Bear gestures for Gates to be still, pulls a bowie knife from his boot, slices the ropes binding Gates' hands. As Gates rubs his wrists, Little Bear pulls an old Zippo lighter and hands it to him. Gates glances down at the Zippo, notices the words "Army Rangers -- Gulf War, 1991" engraved on it.

Little Bear pulls one of his dynamite arrows, strings it in his bow, tensely waits for the coyote to come into range.

NIGHT-VISION POV: The coyote's getting closer, sometimes lost behind the rocks, then reappearing again, weaving in and out.

Little Bear draws tension on the bow, gives Gates a nod. Gates lights the Zippo, brings the flame to the dynamite fuse -- it ignites, SPUTTERING toward the dynamite with unnerving speed.

Gates watches the fuse burning down inches in front of his face, eyes slowly widening.

GATES

Uh... Say, man... that fuse ain't that long, y'know? You gonna shoot or what?

Little Bear holds, and holds, drawing a bead, a few more endless moments of tension, and then:

TWANG! He lets the arrow fly. It arcs through the night, fuse SPUTTERING, and:

THUNK -- it slams solidly into the coyote's side and instantly goes BOOM! The creature is blown to smithereens, raining rocks and coyote fragments everywhere!

LITTLE BEAR

Let's go burn the pieces.

Gates leaps up, stunned and rejoicing, grabs the night-vision goggles, puts them on.

GATES
Whoa! Holy hell! Man, what a shot! I saw it and I still can't believe it...

Gates suddenly stops, seeing:

NIGHT-VISION POV - PANNING TO REVEAL: another COYOTE darting out from behind the same rock, followed by THREE MORE! The creatures sail past the spot where the first coyote exploded, charging up the hill toward us.

GATES
... oh, crap.

He hands the goggles back to Little Bear, who puts them on and sees the coyotes.

GATES
Are those real coyotes?

LITTLE BEAR
Well, real coyotes run away from people, so... no.

Gates snatches up a Molotov bottle, lights the rag, tosses the Zippo to Little Bear. Little Bear catches it, notches a dynamite-arrow, gets ready to light the fuse.

LITTLE BEAR
Wait 'til I give the word.

Gates pauses, a look of "what the hell am I doing" spreading across his face as it occurs to him he's got a Molotov cocktail and the upper hand.

GATES
Uh, listen. On second thought...
(Little Bear glances over)
... I think I'm gonna put on my boogie shoes and let you handle this.

LITTLE BEAR
Don't do this, man. Not now.

GATES
(backing away)
Oh, right, that balance thing. Hey, no offense, I got better things to do than play "kill the coyote" with Chief Lost-His-Marbles.

Staring him down, Little Bear flicks his Zippo and lights the dynamite fuse. Gates tenses. Both men glaring.

Little Bear raises the arrow, fuse SPUTTERING, aims it directly at Gates. Gates draws his arm back, ready to throw the Molotov.

GATES
Don't make me burn you.

LITTLE BEAR
Don't make me blow you up.

Suddenly, a WHITE LIGHT BLAZES UP behind them -- it's an APACHE HELICOPTER, searchlight pinning Gates and Little Bear! A VOICE booms out over the loudspeaker:

PILOT (O.S.)
PUT YOUR WEAPONS DOWN! THIS IS YOUR
ONLY WARNING! WE WILL OPEN FIRE!

Little Bear and Gates exchange a look. The fuse is almost gone! Not only that, the coyotes are YIPPING, ever closer, moments away.

GATES
We are so screwed.

LITTLE BEAR
Yeah.

They both turn, letting arrow and Molotov fly at the same moment, right at the coyotes scrambling up over the lip of the cliff, and:

WABOOOM! A double explosion sends a FIREBALL skyward! Gates and Little Bear are blown off their feet, slammed to the ground.

They look up just in time to see one surviving coyote glaring at them -- then it zips by and vanishes into the cliff-dwelling.

INT. APACHE - NIGHT

The PILOT veers, reacting to the explosion, as:

EXT. CLIFF RUINS - NIGHT

The GUNNER opens up, blazing away with Gatling guns! BRZZZZZZZAT! Little Bear snags their gear, Gates reaches for the knapsack full of Molotovs, but Little Bear grabs him, dragging him to the ruins as BULLETS chew toward them! The abandoned knapsack takes a hit behind them and EXPLODES, just as --

INT. CLIFF RUINS - NIGHT

-- Little Bear and Gates dive inside, ducking out of the way as the FIREBALL fills the entrance. The Apache hovers right outside, ripping the place apart with its MACHINE GUNS.

Little Bear and Gates run through the cavern, passing one entrance after another... outside, the Apache crabs sideways, TRACKING them with its guns, BLASTING the cavern entrances and the rock walls

around them to smithereens, filling the air with WHIZZING bullets, flying shrapnel, clouds of dust --

Then: WHOOSH! The Apache FIRES its 70mm ROCKETS! Little Bear and Gates run like hell as the ROCKETS STREAK IN through one of the entrances and EXPLODE on the opposite wall of the cavern, causing a CAVE IN! The floor COLLAPSES and --

INT. CAVERN - NIGHT

CRASH!!! Little Bear and Gates ride a landslide of boulders and debris, falling into a cavern underneath the ruins! A huge CLOUD OF DUST swallows everything. For a moment, all is darkness.

Beat. Beat.

Then Little Bear lights his Zippo. The tiny flame reveals Gates. They're beaten and bloody, covered with rocks and dust, but alive.

They dig themselves out, stagger to their feet. Little Bear finds his backpack, grabs it. They pull flashlights, aiming the beams upward. Hundreds of tons of rock have fallen, trapping them down here. Pebbles and larger chunks come CLATTERING down.

GATES

Where the hell are we?

LITTLE BEAR

In the caverns under the cliff-dwellings. This mountain is honeycombed with caves.

GATES

That one coyote got past us. He's down here, too.

(panning his flashlight)

Well, good news is, that sumbitch is squished for sure. 'Cause I tell you what, kemosabe, there ain't no other way out of here.

Little Bear pauses, shining his light past Gates. Seeing the look on his face, Gates turns and sees it too.

THE MOUTH OF A STEEL TUNNEL is set into the cavern wall, covered with steel rebar to prevent entry -- but one section has been ripped and bent aside, big enough for a man to get through... or a coyote. Their flashlight beams drift up to a faded sign above the tunnel which reads: "VENT NO.3."

EXT. STREET - NIGHT

A squad of soldiers (BANSHEE ONE) advances down the street on foot, locked and loaded, tensely shining spotlights around.

TECH #1
 (filtered; over radio)
 Banshee One, you're still clear. Any
 sign of Ghost Five? Over.

BANSHEE ONE-THREE
 Negative, Base. Just their rides. Or
 what's left of them.

CAMERA PANS to reveal the two Humvees that Ghost Five arrived in,
 eerily lit by the spotlights. The Humvees have been stripped down
 to their chassis. Plating gone, engines missing, wires dangling.

INT. COMMAND TENT - NIGHT

General Wise and Colonel Ricks see the Humvees on Banshee's helmet-
 cam feed. Ricks gives Wise an incredulous look.

COLONEL RICKS
 Two Humvees dismantled in less than ten
 minutes? What could do that?

GENERAL WISE
 Not just dismantled. Stripped for
 parts. First that electronics shop,
 now this. They come up, grab what they
 want, then disappear again. These are
 goddamn raids.

COLONEL RICKS
 What in God's name can they be doing
 down there...?

GENERAL WISE
 (on the move)
 Tomkins! Do we have any idea what's
 under this town yet?

TOMKINS
 (at his computer)
 Sir, Department of Interior can't find
 anything in their records. We've tried
 the U.S. Geological Survey, State Land
 Office, Bureau of Mines -- this whole
 area comes up blank. Like it doesn't
 exist.

Wise gives them a look, realization dawning.

GENERAL WISE
 Try the Pentagon database.

TIMECUT:

Wise and Ricks are staring at a map of the United States onscreen.
 "DEPT. OF DEFENSE - BASE LOCATIONS."

Tomkins taps the keyboard, ZOOMS IN on New Mexico. The area around the town is highlighted in red and a flashing banner pops up: "CLASSIFIED - ACCESS DENIED."

ANGLE to Wise, PUSHING IN as he turns:

GENERAL WISE

We need immediate access to this. Get me the President on the line.

GO TO BLACK.

END OF ACT FOUR

ACT FIVE

FADE IN:

INT. PATHOLOGY LAB (NON-GERM SUIT AREA) - NIGHT

Blackburn, Lukanov, Webber, and Sommers are seated around the room, exhausted and on their last nerve. Numerous colorful medical-imaging displays (the results of their testing) are playing on a dozen plasma screens.

BLACKBURN

So that's it. Avery's blood is identical to human blood in every way we know to test.

LUKANOV

We are talking about a perfect imitation. Believe me, I studied it for years. We haven't found a flaw because there is not one to find.

BLACKBURN

(rises, looks at the
countdown clock)

We better find one. We've got five hours.

LUKANOV

It's a shame we don't have Mister MacReady with us.

(off their looks)

The American in the Antarctic who invented the hot wire test. We tend to look for the most complex solution to a problem. A man like MacReady looks for the simplest. There is often genius in that.

BLACKBURN

Okay, so what would MacReady do? Look for something behavioral, an involuntary reflex, like sticking a hot wire into blood and seeing if it jumps.

WEBBER

Too bad we don't have a subject we know is infected to work with.

SOMMERS

What about the witnesses? The townspeople? If this is an evolved strain, maybe they saw some sort of new behavior.

BLACKBURN

I've read the debriefing transcripts. They were too busy panicking and hiding to notice much of anything.

WEBBER

There's one witness we haven't heard from.

Off their looks, we go to:

INT. MOBILE LAB - ICU - NIGHT

Blackburn, Lukanov, Webber, and Sommers look through the observation room at the unconscious plane crash survivor.

WEBBER

He was there when this whole mess started. I say wake him up.

BLACKBURN

It could kill him.

LUKANOV

Assuming he is human and what he tells us can be trusted... if there's the slightest chance he knows anything, we have to take it.

INT. MAN-MADE TUNNEL - NIGHT

Little Bear and Gates are making their way down the dark tunnel, footsteps creating eerie ECHOES. Little Bear has a dynamite arrow strung in his bow. Gates is now armed with the rifle.

The shaft ends up ahead, opening into a gloomy chamber beyond. They edge toward it as their flashlight beams find a sign on the wall covered in dirt. A few letters are visible: "LO NO." Gates wipes the sign clean with a sleeve, revealing: "SILO NO.3."

They peer out of the tunnel, sweeping flashlights up and around an enormous, RUST-STREAKED, CYLINDRICAL CHAMBER some 60 feet in diameter and ten stories high, the roof of which is a massive round steel door.

CAMERA PULLS BACK, revealing:

It's an abandoned nuclear missile silo. The missile is long since gone, but the rusted gantries, access ladders, and catwalks still crisscross the space.

INT. COMMAND TENT - NIGHT

Wise and Ricks lead a military briefing. A large video wall displays a COMPUTER-GENERATED MAP of the town and surrounding area. Ricks points as an overlay appears, showing a system of

silos, tunnels, and bunkers deep beneath the earth, with some tunnels running underneath the town.

COLONEL RICKS

We've just learned that we're sitting on top of an old Cold War nuclear missile base. It was decommissioned in 1963, but its existence is still classified. Note that some of the silo access tunnels run right under the town.

GENERAL WISE

That's where we'll find our three hundred missing civilians. The bad news is, we can assume they're no longer human. The worse news is, they're involved in some organized effort, and we don't know what it is. We're going to have to find out.

MAJOR CRUZ, Special Forces, speaks up:

MAJOR CRUZ

Do we know where in the facility they are? It could take days to find them down there.

GENERAL WISE

(glances at clock)
We have four-and-a-half hours...

EXT. HELIPAD - NIGHT

Pritchard and Dobson drive up in a Humvee. TWO BLACK HAWKS AND AN APACHE sit on the hardpan, surrounded by razor wire barriers. THREE SOLDIERS stand guard. Everyone's in germ suits. Pritchard eyes the guards anxiously.

PRITCHARD

Let me handle this.

Pritchard gets out of the Humvee and approaches the guards. Dobson follows, carrying a CANVAS BAG. The guards step forward and Pritchard puts on his most authoritative voice.

PRITCHARD

At ease, gentlemen --

Suddenly, behind him -- Dobson whips a silenced pistol out of the bag and SHOOTS each of the guards dead in rapid succession.

Pritchard stands frozen in dumb horror. Dobson doesn't miss a beat, starts dragging one of the dead guards out of sight.

INT. MOBILE LAB - ICU - NIGHT

The plane crash survivor lies unconscious. Blackburn and Lukanov stand over him. Webber and Sommers hang back. All are in hazmat suits. Blackburn inserts a syringe into the IV tube and presses the plunger. The heartbeat monitor begins to BEEP more rapidly. Then the survivor's eyes open and he gives a ragged GASP!

BLACKBURN

Try to relax. You're in a hospital.
We're doctors.

His eyes focus on her, every breath he takes a new agony.

BLACKBURN

I'll give you something for the pain,
but I have to ask you some questions
first. Can you try to answer them?

SURVIVOR

There was... something on the plane...

Lukanov shows him a photo of Vitsenko, the Chechen rebel.

LUKANOV

This man?

The survivor's eyes widen, as:

INT. BOEING 767 - NIGHT (FLASHBACK)

We're back on the plane before the crash. The survivor sits listening to the CAPTAIN address the cabin. Before he was burned so badly, the survivor was a heavy, balding man in his 40's.

Suddenly, a man a few rows ahead staggers into the aisle -- IVAN VITSENKO.

FLIGHT ATTENDANT #1

Sir? Are you all right?

Vitsenko grabs his chest and collapses in the aisle.

INT. MOBILE LAB - ICU - NIGHT

BLACKBURN

He was having a heart attack?

SURVIVOR

They... they tried to... save him.

INT. BOEING 767 - NIGHT (FLASHBACK)

HANDHELD CAMERA follows the survivor to Vitsenko lying in the aisle as the FLIGHT ATTENDANTS ready the defibrillator.

FLIGHT ATTENDANT #1

Clear!

The survivor turns, CAMERA SWISH-PANS to follow his look, FINDS FLIGHT ATTENDANT #3 talking on the interphone:

FLIGHT ATTENDANT #3

Captain, we've got a problem back here!

In the aisle, the defibrillator recharges. BEEP-BEEP-BEEP! The survivor hears it, turns back, CAMERA SWISH-PANS to:

FLIGHT ATTENDANT #1

Clear!

She lowers the paddles again -- then suddenly SCREAMS! Flight Attendant #2 staggers back, splattered with blood! An UNEARTHLY CHITTERING fills the cabin and passengers are SCREAMING, but the survivor still can't see what's going on.

Then a dark shape rises from the aisle. Passengers stampede toward the back of the plane, some crawling right over the seats!

The survivor suddenly finds himself staring at a hideous mass of boiling flesh and tearing clothes, part Ivan Vitsenko, part hapless flight attendant, part things unknown! It screams at him, its voice becoming a strangely mechanical HIGH-PITCHED WHINE...

INT. MOBILE LAB - ICU - NIGHT

... and we realize the WHINE is the survivor's heart monitor. Blackburn and Lukanov quickly look at it -- FLATLINE.

BLACKBURN

Damn it!

Webber and Sommers swing the crash cart into place and Blackburn grabs the paddles. The defibrillator CHARGES UP.

BLACKBURN

Clear!

BZZAP! The survivor's body bucks on the bed. The heart rate monitor spikes, then goes flat again.

BLACKBURN

Go again!

The defibrillator WHINES, recharging, as:

PUSHING IN ON LUKANOV

staring at the paddles, listening to the WHINE, realization dawning in his eyes. Off his look, we:

FLASHBACK

to the moment in the Carpenter film when COPPER applies the defrib paddles to NORRIS' chest -- and the chest opens up, becomes a huge mouth lined with teeth, and bites Copper's arms off. As Copper reels back and SCREAMS, we:

END FLASHBACK

Webber grabs the paddles from Blackburn, taking over. Lukanov watches, his mind and words racing:

LUKANOV

They used a defibrillator on the plane! Also in the Antarctic! And that local man saw the coyote tangled in an electric fence... all three times, the creature appeared.

BLACKBURN

You're saying electricity triggers it somehow? Forces it to reveal itself?

LUKANOV

Basic biology. The body is operated by electrical impulses... brain, muscles, nervous system... everything is electrical impulses. What happens when a body is subjected to a powerful enough electric shock?

BLACKBURN

Those impulses get scrambled and the body loses control of all physical functions. Voluntary...

LUKANOV

... and involuntary, yes. There's your reflex action. MacReady would like it.

WEBBER

So... all we have to do is shock somebody with electricity, and --

He pauses, takes a nervous step back, the defrib paddles in his hands poised over the burn victim. They all suddenly realize how vulnerable they'd have been if the man had been a Thing. Sommers turns the heart monitor off. The WHINE stops.

SOMMERS

So he was human.

LUKANOV

Yes. And he may have just saved us all.

INT. BLACK HAWK ON HELIPAD - NIGHT

A PILOT and COPILOT in hazmat gear climb aboard the Black Hawk and start buckling in. Suddenly, a hand holding a GUN appears from the darkness behind them, presses against the pilot's neck.

DOBSON (O.S.)
Play it cool and you'll both live.

ANGLE SHIFTS to Dobson and Pritchard behind them, already in the helicopter, obscured in shadow.

PRITCHARD
You're flying us out of here. Stay low
and fast, under the radar.

AT THE GUARD GATE

A Humvee pulls up to the unmanned guard station. FOUR SOLDIERS get out to investigate. One of them stops short, shining his gunlight at something O.S.

HELIPAD SOLDIER #1
Oh, Jesus...

The others hurry over to see the bodies of the dead guards hidden behind some barrels. Suddenly, a LOUD WHINE fills the night. The rotors of one of the Black Hawks are starting to turn.

IN THE BLACK HAWK

The pilots prep for takeoff. Suddenly, a SIREN starts to wail! Dobson and Pritchard see the soldiers running toward them. Pritchard frantically turns to the pilot, screaming to be heard:

PRITCHARD
What are you waiting for? Go!

The pilot hesitates. Dobson presses the gun to his head.

DOBSON
Do it!

A tense beat. The soldiers are closing in. The pilot glances over at the copilot... then shuts everything down. An instant later, they're surrounded by soldiers pointing rifles.

HELIPAD SOLDIER #1
Exit the Black Hawk! Hands in the air!

The pilots raise their hands. Pritchard looks to Dobson, knowing the situation is hopeless.

PRITCHARD
Give me the gun.

Dobson doesn't question, just does it. Beat.

Pritchard suddenly SHOOTS both the pilot and copilot through the backs of their seats, killing both instantly. Off Dobson's shocked look, Pritchard hurls the gun to the back of the chopper, opens the door and jumps out, hands in the air, screaming:

PRITCHARD

Don't fire! I'm a hostage! He just shot the pilots!

HELIPAD SOLDIER #1

On your knees!

PRITCHARD

(kneels)

I'm Undersecretary Pritchard! I was taken hostage!

Several soldiers rush in, grab him, rush him to safety. More Humvees and soldiers are arriving, surrounding the chopper.

HELIPAD SOLDIER #1

You in the chopper! Come out or we open fire!

Dobson glares out at them, fixes Pritchard with an icy look... then puts his hands behind his head and gets out of the helicopter. Soldiers surrounding him, aiming M-16s.

HELIPAD SOLDIER #1

On the ground!

Dobson kneels, seething. Helipad Soldier #1 takes out zip cuffs, leans down to bind his wrists -- but Dobson attacks, putting the soldier on the ground with a fast move, yanking the man's sidearm from his holster and swinging it to shoot Pritchard --

DOBSON

Bastard!

-- but Soldier #2 kicks his arm, knocking the shot wild and the gun flying. A fast and brutal fight ensues, Dobson on his feet and going berserk. Soldier #3 SLAMS Dobson's head with the butt of his M-16, dazing him. Soldier #4 grabs him from behind, pinning his arms to subdue him. As Dobson struggles, Soldier #4 swings him around...

HELIPAD SOLDIER #4

TASER THE SON OF A BITCH!

... and Soldier #1, back on his feet and really pissed, whips out a TASER GUN, aims and FIRES.

Dobson's hit square in the chest with TWO TASER DARTS trailing wires and -- BZAAAAAAP! ELECTRICITY BLASTS along the wires,

slamming into his body, making him jerk and shudder. Dobson's whole body seizes up as the HIGH VOLTAGE CHARGE scrambles his motor functions, his arms still pinned behind his back, and:

Suddenly -- Dobson's head turns all the way around, twisting around in an instant to face the man holding him! Through Dobson's faceplate, we see his helmet stuffed full of SQUIRMING TENDRILS! Soldier #4 SCREAMS as Dobson's faceplate EXPLODES outward, spiky barbs impaling the other man's head. Dobson's germ suit twists and rips as the body inside it changes violently. The soldiers OPEN FIRE, shredding the Dobson-Thing with bullets.

Soldiers with FLAMETHROWERS come running. FWOOOOSH! The Dobson-Thing SCREAMS, thrashing wildly as it's burned alive...

Pritchard turns and runs in horror away from the helipad, flames blossoming skyward behind him...

INT. MISSILE SILO - NIGHT

Little Bear and Gates enter the silo. It's littered with fallen gantries and twisted metal, some of it piled too high to see over. Little Bear shines his flashlight down, revealing:

Paw-prints on the dusty concrete floor.

LITTLE BEAR

It's down here. We've got it trapped.

Little Bear lights a cigar. Gates eyes him curiously. They follow the paw-prints through the maze of debris...

Suddenly, the Coyote-Thing leaps to the top a pile of mangled steel right in front of them. Little Bear and Gates whirl their flashlights toward it as it SNARLS down at them.

They face it down, both men unflinching as they poise their weapons for the kill... when suddenly:

Then there's another GROWL. And ANOTHER. Little Bear and Gates look up. A dozen pair of STRANGE YELLOW EYES glint down at them from above and all around. Gates shines his flashlight up.

Standing on a circular catwalk ringing the silo above them are a DOZEN COYOTE-THINGS staring down at them and GROWLING.

GATES

Looks like he brought some friends.

Little Bear and Gates gaze around at the Coyote-Things surrounding them on the circular catwalk above, then look back to the lead Coyote-Thing, the one Little Bear has chased for so long.

It starts to tremble. And change. Its face peels back and a new face replaces it. A human face, wet and glistening. It's Ivan Vitsenko's face glaring out from the coyote's body, whipcord tendrils flailing around its head like a weird living mane. (Only

our lead Coyote-Thing has this human face. Since he's the leader of the pack, we will now call him ALPHA-THING.)

The Alpha-Thing suddenly SHRIEKS -- a signal to attack. The other Coyote-Things stampede to the various stairs leading down to the silo floor, racing down the steps. Little Bear and Gates take off through the maze of wreckage, rapidly getting surrounded.

Little Bear spots the rusted-out gantry tower near the middle of the silo. The tower leads up toward the ceiling -- about halfway up, the gantry is crisscrossed with additional catwalks. Little Bear and Gates make for the tower, falling back, as:

Gates swings the carbine, FIRING SHOT AFTER SHOT, nailing Coyote-Things.

Little Bear starts firing dynamite arrows, lighting them off his cigar and letting them fly. The dynamite arrows go THUNK-THUNKING into various leaping Coyote-Things, EXPLODING THEM MASSIVELY in the confined space. The Alpha-Thing SHRIEKS and GIBBERS insanely.

Little Bear and Gates reach the gantry tower. There's a narrow, rusty ladder leading five stories straight up.

LITTLE BEAR

Go!

Gates grabs hold of the ladder, puts his foot on the first rung -- CREEEEEAK! The whole ladder wobbles. The brackets have completely rusted through.

Gates hesitates, sees the Alpha-Thing and his pack closing in. He scrambles up the ladder and Little Bear follows, climbing out of reach as slavering Coyote-Things snap at their heels.

Frustrated, the Coyote-Things frantically circle the ladder, BARKING, HOWLING, and jumping. The Alpha-Thing stands on its hind legs, front paws on the ladder, looking up with its weird Vitsenko-face knitted in blind rage. Gates looks down at it, lets out a terrified, exhilarated laugh.

GATES

Try climbing, you prick!

Suddenly, a pair of raw-looking HUMAN ARMS burst out of Alpha-Thing's chest, grasping the ladder with human hands. The Alpha-Thing starts climbing after them. Gates looks startled.

LITTLE BEAR

Stop making suggestions!

They hurry up the ladder, the Alpha-Thing climbing below, the ladder rocking back and forth under their combined weight.

Another support BREAKS LOOSE and the ladder pitches a few feet to one side with a SCREECH of rending metal. Gates slips, but manages to keep climbing, the ladder teetering with every step.

Gates reaches the top, hurls himself to safety on the catwalk, looks down. Little Bear is almost to the top, but the ladder is on the verge of breaking loose completely. Gates reaches down.

Little Bear reaches for his hand, their fingers brush, then -- CRACK! The last support gives way! Gates tries to grab the ladder, but it tilts away from him, falling over backward with Little Bear and the Alpha-Thing clinging to it.

The top of the ladder SLAMS into a catwalk on the opposite side of the silo. Little Bear and the Alpha-Thing are nearly thrown off.

Little Bear's leg smacks against metal and breaks with an audible CRACK. He cries out in pain, but holds on.

From the other side of the silo, Gates SHOOTs at the Alpha-Thing with the rifle, blowing off pieces of it, but it just SNARLS and keeps climbing toward Little Bear.

Little Bear reaches the top of the ladder with the Alpha-Thing right behind. He clammers and tumbles over the guardrail onto the catwalk as the Alpha-Thing lunges, its Vitsenko-face splitting and peeling away to reveal a dark maw lined with hooked fangs.

Little Bear kicks the ladder with his good leg, dislodging it from the catwalk. The ladder and the SCREECHING Alpha-Thing plummet to the bottom of the silo. SPLAT.

Little Bear sits against the wall, trying to catch his breath. Gates watches from the other side of the silo.

GATES

How bad's the leg?

LITTLE BEAR

Broke.

GATES

(beat)

I don't see any way across.

Little Bear peers over the edge at the Coyote-Things prowling around the bottom of the silo, circling and HOWLING up at them. The ones that Gates shot are moving again. Long spider-legs ooze out of the bullet holes in their bodies and they stand up. Even the Alpha-Thing, splattered all over the concrete, is starting to squirm, its broken body reforming, MEWLING in anger.

LITTLE BEAR

Looks like I got us in over our heads.

(beat)

Hey, convict. What's your name?

GATES

Hollis. Hollis Gates.

LITTLE BEAR
I'm Frank Little Bear.

GATES
I'll be back for you, Frank.

LITTLE BEAR
I know you will, Hollis.
(beat)
But if you get back and it's not really
me...

GATES
Don't worry. That's a promise.

Gates turns and enters a gantry service tunnel. Little Bear watches him go.

INT. MEETING HALL - NIGHT

It's dark. Samantha and Michael are asleep in a cot. Suddenly, a hand grabs Samantha by the shoulder and they wake with a start.

It's Bob, Jamie, Harold, and all the townspeople. Jamie is holding a length of rope. Harold and some of the others have hammers and tools held like weapons.

BOB
It's okay. All they want is Michael.
They're not gonna hurt him. There's a
storage closet with a lock.

Samantha faces the townspeople in horror, shielding Michael.

SAMANTHA
We're not locking our nephew up!
There's nothing wrong with him!

HAROLD
How do you know? Your own sister was
one and you couldn't tell...

GRUMBLES of agreement from the townspeople. Samantha shies away from them, cradling Michael against her shoulder.

MICHAEL
(near tears)
I'm not a monster! I swear!

BOB
Michael. It's a precaution. If you
got nothing to hide, you don't need to
worry.

HAROLD

That's right, we don't want to hurt nobody, okay? Not unless we have to. That's up to you.

(to Samantha)

You with us or against us?

HAYES (O.S.)

I guess I'm against you.

Everyone turns to see Sheriff Hayes, looming from the shadows with a baseball bat.

HAROLD

Don't get in the middle of this! We got a right to defend ourselves!

HAYES

Against what? Show me an enemy and I'll fight right alongside you.

BOB

These things don't show themselves, Len! Not until it's too late! We're not going to wait around because you don't have the guts to do what has to be done.

HAYES

Yeah, I guess you're right. Takes guts to gang up on a woman and a little boy.

Bob is taken aback by this.

WENDY

Some of us have families here! We can't just do nothing!

HAYES

No, but we have to do the right thing. Couple days ago, y'all would've known the difference.

(off their looks)

Look, we're all scared, but let's not forget who we are! Bob, this is Michael. This is Samantha! Your own wife!

Bob pauses, looks to Samantha and Michael. They're terrified.

MICHAEL

Uncle Bob... please...

Harold moves toward them with a length of pipe --

HAROLD

Step aside, Bob. You can't do this, we will.

-- but Bob stops him, grabbing him firmly by the arm.

BOB

Don't. Don't you touch 'em.

A tense beat. Harold smashes him in the head with the pipe!

Bob crumples to the floor, unconscious. Hayes quickly moves between Samantha and Harold, baseball bat poised. Harold turns to the townspeople, pointing at Bob's body with his pipe.

HAROLD

He's probably one of 'em, too!

HAYES

Yeah? That's funny coming from you. I heard you spent last night hiding out in your cellar with Dale Rafferty. And we all saw what he turned into.

HAROLD

That's a lie! I was down there alone!

HAYES

That's not what those military doctors told me.

(off their looks)

They told me all your stories... how you survived... asked me to keep my eyes open.

Suddenly, the tide of suspicion turns toward Harold, as:

HAROLD

Y'all brain damaged? He's playin' you!

JAMIE

Or maybe it's you been playin' us. You've had it out for that boy right from the start. Why is that, Harold? So we wouldn't see what was right in front of our faces?

HAROLD

No, it's the kid! He's the one you want!

JAMIE

Fine then. Room in that closet for two.

They close in on Harold, clutching their weapons. Harold backs away, lifts the pipe, ready to swing.

HAROLD

Don't come near me! You're not putting me in there with that thing! I'll kill you first, I swear to God!

Suddenly, a TOWNIE jumps Harold from behind, grabs his arms.

TOWNIE

Get the rope!

Harold twists free, whacks the Townie in the face with his pipe, again on the back of his head. The Townie falls, and:

The mob snaps. They all move in on Harold as one, pummeling him with weapons and fists, driving him to the ground. Harold cries out as the townspeople savagely beat him. Samantha recoils in horror and covers Michael's eyes, Harold's SCREAMS ECHOING as we

GO TO BLACK.

END OF ACT FIVE

ACT SIX

FADE IN:

INT. MEETING HALL - NIGHT

Harold is bloody and helpless, trying to crawl away, but the townspeople are in a frenzy. Pregnant Maureen starts smashing his head with a hammer:

MAUREEN

Kill him! Kill him 'fore he changes!

WHIP PAN to Hayes. He sees little Taylor huddled in a corner, crying. He runs over and scoops the boy up, motions for Samantha and Michael to follow, then hurries off carrying Taylor down a dark hallway. Samantha runs after him with Michael.

INT. MOBILE LAB - PATHOLOGY LABORATORY - NIGHT

Blackburn, Lukanov, Sommers, and Webber are in hazmat suits. In front of them is a petri dish marked "AVERY" with blood in it. A Bunsen burner and a large battery pack sit next to it. Two soldiers with flamethrowers guard the door.

LUKANOV

First, the wire test.

Blackburn heats the tip of a wire over the Bunsen burner, then dips it into the blood. SSSSS... No reaction.

LUKANOV

Now, the electricity test.

A tense beat. Anxious looks all around. Lukanov picks up two insulated wires connected to the battery and sticks their exposed tips into the blood. Electricity SIZZLES and SNAPS, as:

INT. MOBILE LAB - ISOLATION ROOM AIR LOCK - NIGHT

BUZZ-THUNK! CLOSEUP of an ID card scanner on a door as a card is swiped through it, and:

Pritchard hurries into the air lock, frantic and out of breath, closes the air lock door behind him. It locks with a loud CLICK and a red light above the inner door turns yellow.

He composes himself as the air lock cycles with a HISS of air. The yellow light finally turns green. He swipes his card through the second scanner, opens the inner door into:

ISOLATION ROOM

Pritchard enters. Avery is seated in the chair. He looks calmly up as the door closes and LOCKS automatically.

PRITCHARD

Just hear me out.

INT. MEETING HALL - MEN'S ROOM - NIGHT

Hayes and Samantha burst in with the boys. Hayes indicates a small window near the ceiling.

HAYES

We gotta get the boys out. It's not safe for them here anymore.

IN THE MAIN HALL

The front door is SMASHED open and soldiers storm inside, shining gunlights around the dark room. It's Angel One, led by Hauser and Chadwick. They see Jamie and the others still beating Harold's unmoving body, their hands and faces speckled with blood. They look like monsters themselves in the stark glow of the gunlights.

HAUSER/CHADWICK

On the ground! Everyone! Now! Do it!

The townspeople drop their weapons and get on the floor as the soldiers swiftly secure the room.

IN THE MEN'S ROOM

Hayes is standing on the sink, trying to get the window open. It's stuck. They're hearing the commotion in the other room.

MAIN HALL

Hauser and Chadwick are checking Harold's body.

HAUSER

(on radio)

We have one local down. They killed him.

COLONEL RICKS

(filtered; over radio)

Was he infected?

HAUSER

No, sir. Doesn't look like it.

In the darkness behind them, something moves unnoticed, rising up from behind one of the cots -- it's Bob. He shakily gets to his feet, blood streaming from the side of his head.

He sees the people on the ground, soldiers standing over them with guns. And Harold's body. The soldiers still haven't seen him. He moves to the soldier closest to him, sees his holstered pistol.

Bob steels his nerves, grabs the soldier around the neck, yanks his sidearm out, jams it to the soldier's head!

BOB

Drop the rifles! Drop 'em now!

The startled soldier drops his M-16. The other soldiers whirl around and point their guns at Bob and his hostage.

HAUSER

Put the gun on the ground, now!

BOB

Where's Samantha? Where's my wife?
What have you done with my wife?!

HAUSER

Sir! We'll help you find your wife!
But you need to lower the weapon! Now!

Bob turns to the prone townspeople and shouts at them with terror and impotent rage:

BOB

What's wrong with you people?! You
want to die like sheep?! Now's our
chance! They can't stop all of us!

MEN'S ROOM

Hayes pounds on the stuck window, but it's no use. He looks down at Samantha, then abruptly puts his elbow through the window, BREAKING the glass. SMASH!

MAIN HALL

The sound of the glass SHATTERING startles everyone. Chadwick glances toward it -- and in that second of distraction, Jamie grabs a wrench, lunges to his feet, clobbers Chadwick!

The soldiers turn and OPEN FIRE, the darkness shattered with chaotic BURSTS of light, but the other townspeople pick up their weapons and make a desperate rush at them! Hauser turns to see what's happening and in the confusion, Bob panics and SHOOTS him.

COLONEL RICKS

(filtered; over radio)

One-one, do you copy? What's going on
in there?!

The townspeople overwhelm the surprised soldiers, taking hostages and barricading the doors, as:

MEN'S ROOM

Hayes picks Taylor up, passes him through the broken window, lowers and drops him to the ground outside. Samantha gives Michael a fierce hug and kisses his head.

SAMANTHA

Take care of Taylor! You boys find a place to hide and stay there! You don't come out for anyone, understand?

Hayes grabs him, helping him out the window. Michael lands in the dirt next to Taylor. The boys look around, terrified.

HAYES

Go boys, go!

The two boys run off into the night.

INT. ISOLATION ROOM - NIGHT

Avery sits eyeing Pritchard.

AVERY

So you'll admit you framed me.

PRITCHARD

Off the record. In exchange for immunity from prosecution. And my full retirement package.

AVERY

(beat)

You set me up, waste everyone's time letting them think I'm infected, then come in here and want to get paid for it? And benefits?

PRITCHARD

Pete, you're guilty until proven innocent. I'm your only way out of this. And you're mine. That sounds like the makings of a deal.

AVERY

You are unbelievable.

(glaring)

Okay. Deal. Tell them the truth so we can get out of here.

OBSERVATION ROOM (OTHER SIDE OF GLASS)

Blackburn and Lukanov enter and are stunned to see Pritchard through the one-way-mirror. Blackburn slaps the intercom:

BLACKBURN
Pritchard! Get out!

PRITCHARD
(through the speakers)
Relax, everything's under control.

BLACKBURN
We've found a new test! Get out! Get
out now!

Pritchard has turned to the mirror to talk to Blackburn. So he doesn't notice when Avery starts to tremble in the chair behind him, doesn't see Avery's eyes rolling back in his head...

PRITCHARD
Just calm down. I know how it looks,
but we've talked it over and realized
we may have made some mistakes --

Pritchard can't see Blackburn through the mirror, so he doesn't know she isn't listening -- she's looking at something over his shoulder. It's not until he sees the dark, quivering shape slowly rising behind him in the reflection that he realizes.

Pritchard spins and looks up at the TWISTED AVERY-THING looming over him. It SHRIEKS at him, spewing milky goo from its open mouth. Pritchard takes it right in the face. He falls to the floor, GROANING and only half-conscious as his skin begins to GURGLE and dissolve.

Blackburn and Lukanov can only watch in horror, as:

The Avery-Thing reaches down with a three-clawed hand and plucks Pritchard's ID pass card off his chest.

It lumbers to the air lock door and swipes the card. The door HISSES open and it moves into the air lock. A red light above the outer air lock door turns yellow.

Blackburn dashes to a computer station, poises her hand over a big red emergency button. Hesitating.

LUKANOV
Do it!

BLACKBURN
We'll be trapped in here.

LUKANOV
So will it.

She slams the button down. The words "CONTAINMENT BREACH" flash on the computer screen. Instantly, the overhead lights turn red, a KLAXON BLARES, and a Plexiglas shield SLAMS down from the ceiling, cutting Blackburn and Lukanov off from the exit air lock.

ISOLATION ROOM AIR LOCK

The Avery-Thing is at the door leading to the observation room. It swipes Pritchard's card through the second scanner -- BUZZ! The door stays closed, the light above it stays red. A readout next to the scanner displays: "LOCK-DOWN OVERRIDE." The Avery-Thing looks at it... then SLAMS itself against the door. WHAM!

OBSERVATION ROOM

WHAM! The isolation room door shudders from the impact. Blackburn and Lukanov start backing away from it. WHAM! WHAM! WHAM! It's not going to hold.

Lukanov quickly looks around, spots the fire sprinklers in the ceiling. He rushes to a lab table, knocks the head off a Bunsen burner and -- FWOOM! A THREE-FOOT JET OF FLAME erupts from the nozzle. He thrusts it toward the ceiling, aiming at a sprinkler head. The sensor trips and the sprinklers activate, SPRAYING the room with water.

LUKANOV

The table!

As the air lock door buckles, Blackburn pushes a steel table toward him. Lukanov's frantically flicking switches, powering up all the electronic equipment in the room. He grabs a rubber mat, slaps it on the table, sends her clambering up onto it.

Suddenly, the air lock door RIPS OPEN and the Avery-Thing CLAWS its way through. Blackburn stands on the rubber mat, helps Lukanov up next to her.

The Avery-Thing emerges, its horrible mutating feet stepping out of the air lock into an inch of water, as:

Lukanov tries to tip an electronics cabinet over. Blackburn reaches over and together they manage to tip it, just as the Thing sees them. The cabinet SMASHES and the equipment inside EXPLODES in a SHOWER OF SPARKS on the wet metal floor!

And in another homage to Hawks, the Avery-Thing is seized by ARCING ELECTRICITY, QUIVERING and CONVULSING, a flurry of strange faces and appendages leaping out of it. Smoke rises from its body, then it BURSTS INTO FLAME and collapses heavily to the wet floor in a SIZZLING heap.

INT. UNDERGROUND MISSILE BASE - TUNNEL - NIGHT

Gates moves along the dark corridor, rifle in hand. As he nears a junction of several corridors, he uses the tip of a rifle shell to scratch an arrow on the wall pointing back the way he came.

He hears something. FOOTSTEPS. He ducks out of sight.

Townspeople appear. It's too dark to make out faces, but they're carrying scavenged equipment and sheets of metal like ants carrying bread crumbs back from a picnic. Some of it looks too heavy for one person to carry, but none are even breaking a sweat.

They pass by. Gates carefully peers out. Coast is clear.

INT. UNDERGROUND MISSILE BASE - GANTRY SERVICE TUNNEL - NIGHT

Little Bear hobbles out of the silo, into a dark corridor, his leg in a makeshift splint. It's too painful to walk very far. He leans against the wall, slides down it until he's sitting.

As he's tightening the splint, he hears something SHUFFLING in the dark. The sound ECHOES, hard to tell where it came from. He freezes, shines his flashlight around.

LITTLE BEAR

Hollis?

No answer. He turns and slowly pans the flashlight in the other direction. Empty darkness.

Something MOVES in the heavy shadows. Little Bear quickly swings the flashlight. Nothing. He holds the flashlight steady, pinning a large pile of rusty debris in its beam, waiting.

He knows he heard something... A long, silent beat, then:

A BUNNY hops slowly into view. Little Bear swings his flashlight, pinning it in his beam. It's just sitting there staring at him.

CAMERA PUSHES IN on Little Bear...

EXT. ABANDONED LOT - NIGHT

A helicopter searchlight sweeps by from overhead. When it's gone, Taylor pushes aside a loose fence plank and wriggles through, followed by Michael.

TAYLOR

Come on, I know where we can hide.

They run to a large sheet of plywood lying on the ground. Taylor drags it aside, revealing a large hole in the ground. It's impossible to see how deep it is. Michael eyes it uncertainly.

TAYLOR

It's okay. I play down here sometimes.

Taylor climbs down into the hole. Michael hears something, turns. SOLDIERS are out on patrol in the street, their gunlights visible through the fence planks.

TAYLOR (O.S.)

Come on!

The gunlights stop. Turn back. Approach the fence. Michael drops into the hole --

INT. TUNNEL - NIGHT

-- and finds himself in an uncontrolled slide down a dirt slope in the dark! He tries to slow his fall, frightened and disoriented, but the tunnel is too steep, no way to see how far he's fallen or where he's going -- suddenly, there's a hole up ahead and he falls through it, tumbling into space.

INT. UNDERGROUND MISSILE BASE - PERSONNEL TUNNEL - NIGHT

Michael lands hard in a cloud of dust, pebbles raining down on his head. He cringes, his hands and knees badly scraped. Then, as the cloud of dust clears, he realizes:

He's landed on a metal grate. He looks around.

It's too dark to see more than a few feet in any direction, but he's in a concrete and metal corridor like the one we saw Gates in. There's a gaping hole in the ceiling directly above him.

MICHAEL

(loud whisper)

Taylor? You okay? Where are we?

(beat; no answer)

Taylor?

Suddenly, DIM EMERGENCY LIGHTING activates, pinpoints of light suggesting miles of maze-like facilities. Steel pipes, ducting, and intersections of other tunnels stretch off into the darkness.

A figure emerges from the shadows. Michael turns with a gasp, wild-eyed with horror as CAMERA TILTS UP to reveal:

His mother walking toward him.

SARA-THING

Hello, Michael. Mommy's missed you.

Michael frantically rises and backs away as the Sara-Thing walks toward him, arms outstretched, smiling. Michael almost trips over something in the dark. It's Taylor cowering on the floor, face buried in his hands. Michael grabs his shoulder.

MICHAEL

Taylor! Get up! Run!

Suddenly, Taylor looks up -- his eyes have turned into little mouths filled with rows of needle-sharp teeth, his mouth a gaping maw of jagged fangs! Michael recoils in horror as the Taylor-Thing SHRIEKS at him with all three mouths.

SARA-THING

Michael! Baby, don't be afraid!

Michael turns and runs off down the tunnel. Taylor springs to all fours like a dog, SCREECHING and running after him.

SARA-THING

What are you running from? Your friends are here, I'm here. There's lots of us. We're gonna have fun.

VARIOUS ANGLES

Michael flees through the corridors, pursued by the Sara and Taylor Things. He looks back, sees more of them after him now, SHADOWY HUMAN FIGURES running behind Sara and Taylor. Michael turns a corner -- and runs right into Gates.

Gates shines his flashlight in Michael's face, rifle raised. In a split second, Gates takes everything in. Michael, desperate and helpless. The Things behind him. Snap decision time.

GATES

Hit the deck, kid!

Michael ducks and Gates OPENS FIRE, the muzzle flashes of the carbine giving us stark, surreal glimpses of the Things staggering back as Gates BLASTS AWAY at them. Michael watches in horror as the Sara-Thing is SHOT between the eyes -- and doesn't die.

Gates grabs him by the arm and runs, dragging Michael behind him. The tunnels twist and turn, a wild maze of dim emergency lighting and Gates' bobbing flashlight beam.

They turn down one tunnel and the flashlight beam falls on a group of THINGS -- townspeople headed right toward them. One of them, an OLD WOMAN in a tattered nightgown, points at them and HOWLS.

Gates and Michael quickly backtrack, cutting in another direction as the Things chase after them.

Gates desperately shines the flashlight around, spots a long vertical shaft in the ceiling with a ladder leading straight up.

Gates lifts Michael and gets him started up the ladder. Gates sees the Things racing toward them, clambers up after him.

GATES

Move it, kid! Haul ass!

Michael looks down -- the Things are right below them now and starting to scale up after them, scuttling like crabs, their arms and legs weirdly disjointed. Michael climbs as fast as he can.

As Michael and Gates near the top, a BRIGHT WHITE LIGHT shines in their faces from above -- SOLDIERS appear around the opening, pointing searchlights and flamethrowers down at them.

SOLDIER
Freeze right there!

GATES
Screw that! We got those things on our
ass! We're coming up!

The soldier shines his light down the shaft past Gates, sees the horde of Things swarming below. A soldier grabs Michael and hauls him up by the back of his shirt. Gates climbs up after him, as:

THING POV

CAMERA RACES up the hole, right on Gates' ass as he frantically scrabbles to the top. The instant he's clear, the soldiers close in around the opening, point their flamethrowers down at CAMERA and let us have it, filling the FRAME with FIRE -- FWOOOM!

INT. WHITE HOUSE SITUATION ROOM - NIGHT

SHADOWED SILHOUETTES OF THE PRESIDENT, OFFICIALS, and MILITARY ADVISERS at a long polished conference table watch Blackburn on a giant video monitor.

BLACKBURN
Mister President, ladies and gentlemen,
we're a little pressed for time, so
with your permission, we'll skip the
introductions and get right to it.

INT. MOBILE LAB - OBSERVATION ROOM - NIGHT

Bustling with activity: Blackburn stands in front of a webcam, Lukanov at her side. Sommers sits at a control panel. Webber and General Wise stand by. They're all wearing ORANGE ID CARDS.

BLACKBURN
We've patched a direct feed of all our
data to you. Your experts will be
analyzing everything in real-time, but
we believe the most startling evidence
of our findings will be what you'll see
with your own eyes.

She steps aside, revealing the one-way window to the isolation room. And inside -- Pritchard strapped to the metal chair.

He's naked. He looks like a prisoner in a high-tech electric chair: wires from a dozen monitoring devices hang off of him, and dozens more electrodes are stuck all over his chest and head.

PRITCHARD
Guys? Hey, guys? Look... I-I didn't
mean for anyone to get hurt, okay? I'm
feeling much better now. There's no
need for this...

LUKANOV

(to webcam)

As you can see, the imitation of Undersecretary Pritchard is flawless.

PRITCHARD

C'mon, please. I'm scared, okay?
What's going on? Shouldn't I have a lawyer?

Lukanov cues Sommers, who turns a knob -- sending electricity through Pritchard's body. Pritchard jolts against his restraints.

LUKANOV

Turn it up.

Sommers turns a dial and the BUZZ builds. The needle rises. Pritchard convulses and screams. Wisps of smoke start to rise. Suddenly, the life signs monitors go crazy, and:

Pritchard starts to change. Bulges spasm out of his body in convulsive fits, like the coyote caught in the electric fence. Suddenly, a second SCREAMING head emerges -- Avery.

All that's left of Pritchard is his face sticking out of the side of Avery's head. Blackburn gestures to Sommers and he turns the power down. The SIZZLING, Avery-Pritchard-Thing writhes and squirms in the chair, glistening and deformed and hideous.

AVERY-PRITCHARD-THING

Pleeze... heelp... meee... heelp...

Everyone is visibly shaken. Lukanov turns to Blackburn, amazed.

LUKANOV

Do you see what's happened? It's regressed. Reverted to a past form.

(to Sommers)

Again.

GENERAL WISE

I think you've made your point, doctor.

LUKANOV

We've only scratched the surface.

(to the webcam)

This organism has imitated life from worlds we haven't even imagined yet. All those past lives... all that genetic information... is stored in every cell. We can cause it to regress. Reveal its past forms. Peel it like an onion.

(to Blackburn)

It's a chance to find out what it's

(MORE)

LUKANOV (CONT'D)
 been. Where it comes from. Maybe even
 what it wants.

The others turn to Blackburn. She nods.

Sommers turns the knob. The Avery-Thing SHRIEKS as its head is reabsorbed, but Pritchard's face remains as a new head emerges -- Vitsenko. It looks around, MOANING and terrified, then:

Vitsenko's head melts away as we witness an increasingly hallucinatory display of life-forms bursting forth and withering away: coyotes, rabbits, bird-headed nightmares, Luis from the diner, characters from the Carpenter movie:

BLAIR
 I wanna come back inside, don't you understand that? I'm all right, I'm much better...

PALMER
 Chariots of the Gods, man. They practically own South America...

And then another head appears. It's ALINA, Lukanov's wife. Lukanov goes pale, stricken at the sight.

LUKANOV
 Alina...

The Alina-Thing hears him through the speakers and looks up:

ALINA-THING
 Y-y-y-yuriiii...?

Lukanov moves to the window, puts his hand on the glass, overcome with emotion.

LUKANOV
 (a whisper)
 My wife...

The Alina-Thing speaks in Russian, but the Pritchard-face speaks simultaneously in English, like a parasite sharing its brain.

ALINA-THING
 Yuri...? Is that really you? I can't see you. Where are you? Oh, I've waited so long.

Tears well in Lukanov's eyes.

ALINA-THING
 Yuri... I don't know why we were so afraid of it. It wants peace. When all the creatures of the Earth are one, how could there be anything but peace?

LUKANOV

Peace? No. Death.

ALINA-THING

Death is an illusion. Individuality is a dream. I see it now. We're all connected. Please, Yuri, set me free. There is so much that I could show you. We can be together. Part of an unending consciousness. We can live forever. Forever as one, my love.

Lukanov is trembling with grief and longing. Blackburn and the others watch in breathless silence. A beat. Then Lukanov gathers himself, his anguish giving way to white-hot anger.

LUKANOV

Again.

Sommers turns the knob again and the Alina-Thing SCREAMS. The electrodes SPARK and one of them CATCHES FIRE. Alina's head is reabsorbed and the convulsing Thing loses all human shape.

The display grows ever more hallucinatory and surreal until the flesh splits to reveal crab-like limbs and a HUGE, INSECTOID HEAD.

It's an ALIEN like the one Lukanov found on the spaceship in Antarctica. We've seen elements of its morphology in some of the forms the Thing has taken.

GENERAL WISE

What the hell is that?

LUKANOV

We've regressed it to one of the aliens we found in the crashed spacecraft.

The Alien-Thing speaks a strange, UNINTELLIGIBLE LANGUAGE, but several vestigial, half-melted human faces still speak English:

MANY VOICES

Please... release us...

Blackburn joins Lukanov at the glass.

BLACKBURN

We found your vessel. There was something on it. Something that destroyed you.

MANY VOICES

... we explore/collect life/samples from many worlds/one was infected/gathered by accident/found out too late/took us one by one/turned us against ourselves/abomination/...

EXT. SPACE (FLASHBACK)

FOOTAGE from the Carpenter movie -- the opening shot. The spaceship flies past us, wobbling as it approaches Earth, bursting into FLAME as it enters the atmosphere.

MANY VOICES (V.O.)
*... it wanted our vessel/wanted to
 spread/we crashed here on purpose/to
 destroy it/but it survived...*

INT. MOBILE LAB - OBSERVATION ROOM - NIGHT

MANY VOICES
*... forgive us/release us/help
 you/destroy you...*

LUKANOV
 Regress it to its purest form.

Sommers cranks the power. The faces SCREAM, mouths growing wider and wider, jaws distending and taking on new shapes.

Suddenly, the Alien-Thing erupts into abject chaos. Seemingly SUBLIMINAL FLASHES OF FACES, LIMBS, ORGANS begin boiling out of it, previous lives, creatures from a hundred worlds, bizarre and unknown, changing and reforming so fast we can barely make them out! The sturdy restraints SNAP like rubber bands! BOLTS OF ELECTRICITY ARC around the isolation room!

The Thing reverts to its raw state -- a swirling, amorphous mass. Lukanov shouts through the glass:

LUKANOV
 WHAT DO YOU WANT?

The dark whirlpool of seething flesh and blood begins SHRIEKING from A THOUSAND TOOTHLESS MOUTHS:

THE THING
*LIVE!LIVE!LIVE!LIVE!LIVE!LIVE!LIVE!LIVE!
 !LIVE!LIVE!LIVE!LIVE!LIVE!LIVE!LIVE!--*

LUKANOV
 WHAT DO YOU WANT OF US?

THE THING
*DIE!DIE!DIE!DIE!DIE!DIE!DIE!DIE!DIE!
 !DIE!DIE!DIE!DIE!DIE!DIE!DIE!DIE!DIE!--*

Then it EXPLODES, SPLATTERING the window with protoplasm. Blackburn and the others jump back, startled. The window is obscured with a viscous slime. As it slowly DRIPS away --

-- we see that the room is now EMPTY. The Thing is gone. Aside from the burnt goo dripping off the walls, there's nothing left.

GO TO BLACK.

END OF ACT SIX

ACT SEVEN

FADE IN:

INT. COMMAND TENT - NIGHT

General Wise stands at the head of the table with Blackburn and Lukanov. The room is filled to capacity with soldiers and medical personnel, bleary-eyed and beyond exhausted. Ricks is with them.

GENERAL WISE

Thanks to our new test, the President has authorized our evacuation. This is good news. I'm now allowed to reveal that a nuclear bomb will be dropped on this site in two-and-a-half hours to prevent further contamination.

That wakes people up. Surprised, anxious looks around the table. The red wedge on the countdown clock is down to just a sliver.

GENERAL WISE

Doctor Blackburn will be overseeing the testing of all personnel.

Blackburn steps forward holding an orange ID card.

BLACKBURN

Once you pass the test, you'll be given one of these.

(holds up the card)

Do not lose this. No one will be allowed to leave the quarantine zone without one. Once we're safely beyond the blast radius, everyone will be re-tested.

WEBBER

What about the civilians?

GENERAL WISE

They're still holding seven of our men hostage. Negotiations are ongoing.

(moves forward)

As to our military objective. The infected hostiles. Since the underground missile base where they've taken refuge was designed to withstand a direct nuclear hit, our nuke will lack full effect. We're going to have to go down there and clean them out ourselves.

MAJOR CRUZ

Sir, I've had advance teams searching down there for two hours, and no sign.

(MORE)

MAJOR CRUZ (CONT'D)
 We simply don't have enough time to
 search the entire base.

GENERAL WISE
 We won't have to. We've found someone
 who can lead us right to them.

EXT. BASE CAMP - PRE-DAWN

Gates is being awkwardly double-timed along in a germ suit while the STRIKE TEAMS gear up all around him. Soldiers in germ suits load rifles, shoulder flamethrowers, holster Tasers, shock batons, stun guns, and cattle prods. Everyone has their orange ID cards (as do all the government personnel from here on).

Gates uncomfortably tugs at his germ suit. He's flanked by a germ-suited OFFICIAL on one side and Col. Ricks on the other, as:

OFFICIAL
 Your pardon is being prepared, and the
 President will sign it just as soon as
 the White House lawyers have a chance
 to --

GATES
 Yeah yeah, right.
 (to Ricks)
 You got something that don't ride up in
 the crotch so much?

ANOTHER AREA

In the swirl of activity, we find:

BLACKBURN
 You don't have to go in with them.

LUKANOV
 I've given up too much not to see this
 finished. Just promise me. If you
 find it here, you must kill it.
 Swiftly and without mercy.

BLACKBURN
 Of course.

Lukanov reaches out to shake her hand. She takes it.

BLACKBURN
 An honor working with you, Doctor.

LUKANOV
 The honor has been mine.

ANGLE SHIFTS TO Gates and Ricks arriving with the army of commandos, joined now by Wise. Suddenly, they hear a DISTANT RUMBLING like thunder overhead. Everyone looks up. The sky is

beginning to lighten, just enough for them to make out THREE CONTRAILS streaking across the stratosphere.

IN THE AIR

A B-1 BOMBER soars high above the desert, two F-16s flying escort as they sweep into their holding pattern.

ON THE GROUND

Everybody gazing up. Gates glances over, makes eye contact with Blackburn. Beat.

GATES

Hey, honey. Got a cigarette?

BLACKBURN

Don't I wish.

And off they go, everybody rushing to their tasks.

INT. UNDERGROUND MISSILE BASE - TUNNEL - PRE-DAWN

Lukanov, Gates, and Wise climb down the ladder in the shaft that Gates and Michael used to make their escape.

Gates reaches bottom, looks around. He's surrounded by soldiers in germ suits -- flamethrowers, rifles, grenade launchers, lights shining in his face. Wise motions for Gates to lead the way.

EXT. MEETING HALL - PRE-DAWN

The building is dark and silent. Outside the fence, soldiers in hazmat suits are positioned behind jeeps and Humvees. There are SNIPERS on the rooftops. Blackburn, Webber, and Ricks approach:

COLONEL RICKS

They're refusing to take the blood test and they want to meet directly with the person in charge.

(off her look)

That would now be you, ma'am.

BLACKBURN

Terrific.

She takes off her orange ID badge, hands it to Webber.

BLACKBURN

Re-test me when I come back out.

INT. UNDERGROUND MISSILE BASE - PERSONNEL TUNNEL - DAWN

The beams of gunlights pierce the darkness. The strike team makes its way through the maze-like tunnels aiming flamethrowers and rifles, checking corners, looking to Gates for directions.

Gates pauses with his flashlight, finds one of the arrows he scratched on the concrete wall.

GATES

That way.

EXT. MEETING HALL - DAWN

Blackburn enters the enclosure, walks toward the meeting hall, hands in the air. The door opens a crack and Jamie peers out, pointing a pistol at her, gestures her inside.

INT. MEETING HALL - DAWN

Blackburn enters. A townie pats her down. The townspeople glare at her, armed with pistols and M-16s like a guerilla army. There are bodies covered with bloodstained sheets on the floor.

The captured soldiers are seated on the floor, hands tied behind them. Standing over them, M-16 on his hip, is Bob Boyle.

BOB

You know what we want. Let us out of here and nobody else has to get hurt.

BLACKBURN

Happy to. After you've taken the new blood test.

BOB

Forget it. You people come in here, lock us up, push us around, treat us like we're the enemy! Well, we're not! We're Americans and we're not going to stand for this! We want our lives back!

JAMIE

How about you start by telling us what happened to our son?

BLACKBURN

Was he one of the boys that escaped?

BOB

(nods)

He and my nephew.

Blackburn glances over at Samantha.

BLACKBURN

Michael is safe. He passed the test. The other boy is still missing. Michael says he's infected, but we haven't been able to confirm that.

Wendy starts crying. Jamie flies into a rage, grabs a fistful of Blackburn's hazmat suit, shoves his gun against her faceplate.

JAMIE

That's not true! Our son's human!
Michael's the one who's infected!

BLACKBURN

You want me to lie? Would that make
you feel better?
(look to the others)
There's a plane with a nuclear bomb in
a holding pattern over this area. In
less than two hours, they drop it.

A beat of stunned disbelief. Bob looks at her, mind reeling.

BLACKBURN

You've all seen what happened to your
town. You want it to happen all over
the world? There's no cure, no
vaccine, nobody's immune. The bomb is
our only chance of stopping it.

JAMIE

There's no bomb. She's lying.

BLACKBURN

Believe what you want, but we're
pulling out in ninety minutes.

She reaches up, pushes Jamie's gun away from her face, and simply walks away. She heads for the door, meeting the stricken gazes of the townspeople she passes, men with weapons, women and children huddled on cots. She pauses at the door, looks back.

BLACKBURN

Take the test and live. Stay here and
die. Your choice.

EXT. MEETING HALL - DAWN

The door opens and Blackburn steps out, motions "hold your fire" to the tense assault teams. She pauses in the courtyard, waiting.

Finally, a hand appears in the doorway behind her, waving a white rag. A VOICE is heard:

VOICE

We're coming out!

The hostages are the first ones to emerge, followed by the surrendering townspeople...

INT. UNDERGROUND MISSILE BASE - TUNNEL - DAWN

Gates finds another of his marks scratched into the wall:

GATES
 Yeah, this is it. Here's where I saw
 those townspeople. They were
 heading...
 (gets his bearings)
 ... that way.

The assault team moves down a wider tunnel that looks like it was designed to accommodate smaller vehicles. In fact, they pass a few silent and rusted bomb-towing tractors. The men are spread out, flamethrower muzzles flickering. Soon:

A weird BUZZING sound and FLICKERING GREEN LIGHT somewhere ahead. Lukanov gives Gates a questioning look. Gates shrugs, uncertain. At a signal from Wise, the team edges forward...

INT. UNDERGROUND STAGING AREA - CAVERN - DAWN

... and they emerge from the tunnel on an upper level of a large cavern. They edge closer to the railing, using natural rock formations and crates of gear for cover. The BUZZING is almost deafening here. That eerie GREEN GLOW is coming from below...

CAMERA COMES AROUND to reveal that the tunnel opens out on a large facility built into a natural cavern. The walls are made of rock, stalactites hang from the ceiling, the floor is a mixture of smooth concrete and natural rock formations. Heavy steel blast doors are set into the wall on the far side of the cavern.

All the missing townspeople and soldiers are here -- over three hundred of them spread out in small groups.

There are husbands and housewives, old men and women in their pajamas, children, soldiers, pimply-faced teenagers -- the most normal people you can imagine, but silent and serious, moving with intent purpose, scurrying like a nest of agitated ants. There are rabbits and coyotes and other animals darting around their feet.

The BUZZING AND GREEN LIGHT are coming from geysers of SPARKS kicked up into the air by the unrecognizable tools they're using. As the Things bustle back and forth, we focus in and finally see what they're working on:

The Things are creating dozens of little SILVER FLYING SAUCERS about four feet in diameter.

Gates and strike team gaze down at the Things silently assembling their tiny spaceships.

LUKANOV

That's what they've been doing down here. Not hiding. Planning their escape.

GATES

In those? Aren't they a little... small?

LUKANOV

Sadly, no.

Wise motions for his field radio, toggles, speaking quietly:

GENERAL WISE

Baker team, Charlie team, Delta team, respond...

IN ANOTHER TUNNEL

Major Cruz, leading his strike team, answers the call:

MAJOR CRUZ

Baker here, copy you.

VOICES ON RADIO

(filtered)

Charlie team, copy./Delta, copy...

RESUME WISE

GENERAL WISE

Enemy sighted, Silo Three staging area, all strike teams converge my position. Start setting the H.I.T. charges...

MAJOR CRUZ

(filtered; over radio)

Copy that, Alpha...

GENERAL WISE

(off Lukanov's look)

Thermobaric fuel-air explosives. We're gonna set the goddamn air on fire...

LUKANOV

Yes, I know. The Soviets invented it.

EXT. MEETING HALL - EARLY MORNING

The townspeople are gathered in the fenced enclosure like POWs, germ-suited troops aiming weapons and flamethrowers as Blackburn and the medics draw blood, working fast:

BLACKBURN

Number twelve!

Bob moves up, rolling up his sleeve, but hesitating.

BOB
(scared)
I was just --

BLACKBURN
What?

BOB
Wondering. I was wondering.
(beat)
If a person is one of these things...
would they even know it?

Pause. Blackburn's eyes locked with his.

BLACKBURN
I don't know.

Bob nods, mouth dry with fear. He offers his arm. She inserts the needle, drawing his blood...

INT. UNDERGROUND MISSILE BASE - PERSONNEL TUNNEL - EARLY MORNING

Cruz's strike team moves fast, setting charges as they go...

OTHER TUNNELS - VARIOUS ANGLES

CHARLIE AND DELTA TEAMS also on the move, setting charges...

SILO STAGING AREA

Resume Wise's group:

GENERAL WISE
How could they be building spaceships?

LUKANOV
Each cell possesses the combined
intellect of all previous generations.
Inside every one of them are billions
of minds working together.

GATES
Riiight. So how the hell are they
gonna fly those things out of here?

Wise has no idea. Lukanov gives them both a look.

LUKANOV
Gentlemen. How would one launch
anything out of a missile complex?

GENERAL WISE
 (realizing)
 The silo?

Lukanov spreads his hands in a "correct answer" gesture.

GENERAL WISE
 (to a soldier)
 Get me a schematic of this immediate
 area.

Fast, the soldier pulls a PDF DEVICE with a plasma screen, fingers flying across his keys. Diagrams of the underground base start flashing until he finds their current position (the area surrounding Silo Three). Wise points at the screen.

GENERAL WISE
 We're here. This cavern... this is
 where they would prep the warheads.

He points across the cavern at the huge BLAST DOORS on the far side of where the Things are busily working.

GENERAL WISE
 That tunnel over there leads directly
 into the silo.

LUKANOV
 (eyes on the schematic)
 And how would one open the silo itself?

GENERAL WISE
 (indicating on screen)
 From this control bunker here...
 halfway up the silo wall.

LUKANOV
 You must alert all your men... that
 room is their objective. We must stop
 the silo from opening or everything
 we've done is for nothing.

Gates notices it first -- a soft, WET, SLITHERY sound, right behind them. He slowly turns, the others following his look, gaping at what they see:

It's Taylor -- or rather what's left of him. Which is just his head at the end of a snake body, fang-filled mouths where his eyes should be. A grotesque serpent with the head of a little boy.

GATES
 You gotta be kidding.

Suddenly -- SKREEEEEEEEEEEE!!! The Taylor-Thing-Head-Snake SHRIEKS at them with all three mouths, then darts off. The SCREECH ECHOES through the cavern. The Things stop what they're doing.

And turn around.

They're all here. SHINER. BILLY and PAULETTE. Phantom and Ghost squads. The head-snake slithers over to them, turns back and HISSES at where Lukanov and the others are hiding. Gates turns to General Wise, whispering:

GATES

Better tell your boys to hurry. I think the head just ratted us out.

INT. COMMAND TENT - EARLY MORNING

ANGLE CLOSES IN on a sealed transparent containment box with Webber's hands in the box's rubber gloves. He ZAPS a blood sample with an ELECTRIC CHARGE. No reaction.

WEBBER

Negative.

Sommers jots the result as CAMERA MOVES to the next box, where Blackburn is working the rubber gloves. She empties a vial of blood into a clean petri dish, then zaps it.

BZZAP!-SKREEEEEEEE!! Everybody jumps as the blood sample SCREAMS, leaping from the petri dish and splattering the inside of the box, trying to escape. Blackburn yanks her hands out of the box, gives the SQUEALING Blood-Thing a horrified look.

BLACKBURN

That one's positive.

INT. SILO STAGING AREA (CAVERN) - EARLY MORNING

The work has stopped. The Things are walking forward, gathering as a group and picking up weapons -- carving knives, hatchets, hunting rifles, lawn mower blades, sledgehammers. They stare up at the elevated area where Wise and his group are concealed.

Then a figure shoulders its way through the crowd of Things to stand in front of them all. Little Bear.

LITTLE BEAR-THING

Hollis? That you?

ANGLE FAVORING GATES

The soldiers are poised, but Wise gestures for them to wait.

GENERAL WISE

(to Gates)

My teams aren't in position yet. Talk to it. Buy us some time.

Gates gives him a look like he's nuts... but turns to a nearby soldier, gestures for his flamethrower.

GATES

Lemme borrow that a sec.

The soldier shrugs off the flamethrower, hands it over. Gates grabs the strap, rises...

FAVORING THE THINGS

... and emerges into view. He comes down from the upper level, slinging the flamethrower strap casually over one shoulder.

A few Things start toward him, but Little Bear gestures for them to stop. The strike team is now rising into view, men scurrying for position, guns trained on the Things below.

Gates stops, faces the crowd of Things. He casually finishes strapping the flamethrower onto his back, getting it firmly seated.

Little Bear steps forward. A pair of Coyote-Things flank him. One is the Alpha-Thing with its hideous Vitsenko-face. Little Bear scratches it behind the ears, his eyes never leaving Gates.

GATES

Hiya, Frank.

LITTLE BEAR-THING

Hey, Hollis.

GATES

Told you I'd come back for you.

LITTLE BEAR-THING

Yeah, you did. I see you brought some friends.

GATES

You too.

LITTLE BEAR-THING

So. The bad news. You're not gonna make it to Mexico.

GATES

I may not be getting out of here... but tell you what, kemosabe...

He raises the flamethrower nozzle, flicks the igniter, lights the pilot flame.

GATES

... neither are you.
(off Little Bear's look)
It wasn't meant to be.

LITTLE BEAR-THING

I thought you didn't believe in fate.

GATES

I'm keeping an open mind. What about the *hozho*, Frank? The balance?

LITTLE BEAR-THING

The balance? I am the balance. I see now what the skinwalker was trying to tell us. Open your eyes...

He spreads his arms like some kind of weird mystic, indicating all the other Things.

LITTLE BEAR-THING

... the *hozho* is all around you. We're all connected. I feel it now. It's you and your kind who don't belong anymore.

Little Bear starts forward slowly. Gates tenses, finger on the flamethrower trigger.

GATES

I made you a promise, Frank.

LITTLE BEAR-THING

It's no use, Hollis. We're all skinwalkers now.

Suddenly:

EXPLOSIONS rip through the ranks of the Things, instant chaos, Cruz's arriving strike team pouring into the cavern from points behind, Little Bear HOWLING in alien fury...

THE BATTLE

...and all hell breaks loose as the battle for the fate of mankind rips into screaming overdrive, Gates FIRING HIS FLAMETHROWER, Little Bear hurling himself from its path, the sweeping flame instead engulfing a row of Things behind...

And Wise's group OPENS FIRE, advancing to the cavern floor with M-16 MUZZLES FLASHING and grenade launchers firing, explosions and bullets turning the air into a razor-mist of debris and screaming Thing-flesh...

Flamethrowers BLAST FIRE in sweeping arcs, setting Things aflame, fire and smoke and chaos...

But the Things don't go down easily... when shredded by bullets, they get up again and keep coming... when blown apart by grenades, the pieces themselves adapt, reform, change, evolve right before

our eyes into wildly vicious smaller life-forms that scuttle and creep, swarming, attacking...

Phantom and Ghost squads appear, assault rifles BLAZING, ripping human soldiers to shreds with gunfire...

Groups of human soldiers are attacked, their positions overwhelmed by housewives, paperboys, little old ladies, the guy at the gas station... wielding meat cleavers, croquet mallets, knitting needles... a small-town Norman Rockwell mob as reinterpreted by William Blake on a trip to hell, sprouting barbed crab-like appendages that shred, tear, impale...

GATES

is moving through the battle, roasting Things as he goes, looking for Little Bear:

GATES
FRANK? COME ON OUT! I GOT SOMETHING
FOR YA! I GOT YOUR HOZHO RIGHT HERE!

Suddenly, several soldiers behind him get RIPPED APART by bullets and blown off their feet. He whirls and sees:

Ginnie, our angelic-looking six year-old girl, striding through the battle like Patton, coldly mowing down soldiers right and left with an M-16. Her ammo runs out. She quickly and expertly ejects the mag, slaps a new one in. A soldier gets her in his sights, but hesitates, unable to shoot a child. She levels the M-16, FIRES, wastes him.

GATES
Hey kid!

She turns, there's Gates -- WHOOOOSH! He flames her instantly, turning her into a SHRIEKING BALL OF FIRE. Flames engulf the screen as we

GO TO BLACK.

END OF ACT SEVEN

ACT EIGHT

FADE IN:

INT. MEETING HALL - EARLY MORNING

The townspeople wait, all wearing numbers pinned to their clothes, under guard. All eyes go to the door as Blackburn enters, trailed by Ricks and Webber.

COLONEL RICKS

When your number is called, step forward.

BLACKBURN

Four. Five. Eight. Twelve. Thirteen...

Bob steps forward, looking stunned, like he might pass out. Four other people with him. People eye them with horror and suspicion. Bob sees Samantha staring at him with agonized tension.

BLACKBURN

... Eighteen. Nineteen. Twenty-two. Twenty-six...

That's Samantha -- number twenty-six. She moves to the group, passing Hayes, who reaches out to touch her, but a guard moves between them. Samantha joins Bob, standing at his side.

BLACKBURN

... Twenty-nine. Thirty-one. Thirty-four. Thirty-nine. Forty-three...

Maureen, the pregnant woman, hears her number, tries to stand, can't. She puts out a hand for help. Nobody will touch her. Or even look at her. One of the soldiers has to help her up.

BLACKBURN

... Forty-six. Forty-seven.

That last number is Jamie. He doesn't step forward, too shocked to move. People start edging away from him.

JAMIE

It's a mistake...

(looks to Blackburn)

You screwed up! I ain't one of those things! Not me! I'm human! Wendy...

He turns to his wife, but she steps away. Soldiers close in, hemming him with flamethrowers.

JAMIE

Wendy, please! It's a mistake!

BLACKBURN

Take them outside.

EXT. MEETING HALL - MORNING

The sixteen people whose numbers were called are herded outside. Jamie, weeping, knees weak, has to be dragged by the soldiers.

JAMIE

No! The test is wrong! I'm human,
can't you see that? Can't you see you
got it wrong?

Hayes appears at the door to watch, the other townspeople crowded behind him. Ricks motions them to stay inside.

The sixteen people are herded to the middle of the enclosure. The gate is swung open. Jamie looks up, sees:

A DOZEN SOLDIERS with flamethrowers are double-timing into the courtyard, the faceplates of their germ suits tinted black so we can't see their faces. It's an execution squad.

Jamie freaks out. The guards quickly subdue him, driving him to his knees, the muzzle of an M-16 at the back of his head.

The killers get nearer. Samantha and Bob embrace, terrified. She throws a desperate look at Blackburn, but Blackburn refuses to meet her gaze. It happens fast:

The executioners arrive... and hustle right past them. Toward the meeting hall. Hayes and the others see them coming, eyes widening in shock, backing away from the doorway, screaming as realization sets in, turning to run but it's too late because:

WHOOOOSH! The first flamethrower blast ERUPTS in through the doorway, setting running people aflame. The doors are slammed, padlocked, and a DOZEN FLAMETHROWERS start hosing the meeting hall with fire...

The sixteen survivors watch, riveted with horror. ANGLE CLOSES IN on Blackburn gazing at the flames. She looks to Bob and Samantha.

BLACKBURN

(softly)

Sixteen of you. That's all that were
human. Just sixteen.

THE BURNING BUILDING

INHUMAN SHRIEKS within. The boards start to shake -- pounding from inside. A few boards punch loose, flames shooting out -- along with hideous, monstrous limbs clawing futilely at the air...

INT. SILO STAGING AREA (CAVERN) - MORNING

The battle continues to rage with all the grace of a bloody street brawl, and in the midst of it we find:

Wise and Lukanov in a phalanx of soldiers, flamethrowers erupting in all directions, pinned down like Custer and his men at the Little Big Horn. Lukanov is screaming into a field radio:

LUKANOV
AIM FOR THE SHIPS! DESTROY THE SHIPS!

Suddenly -- WHOOONK!-WHOOONK!-WHOOONK! A KLAXON HORN starts BLARING, lights start spinning. Lukanov looks over, sees:

The BLAST DOORS sliding open. Beyond that is the tunnel leading into Silo Three. Lukanov grabs Wise:

LUKANOV
They're opening the tunnel! We have to get into that silo before they do! We must reach that control room!

GENERAL WISE
(yelling into radio)
Alpha squad, on me! We're going into the silo! All other teams zero those ships!

Wise and his group break position, fighting their way across the cavern to that tunnel, while:

ANOTHER AREA

Everybody else tries to break through the Things and get to those flying saucers. Here comes Gates, faceplate shattered, germ suit torn, face bleeding from shrapnel. He and the men with him look like Sergeant Fury and his Howling Commandos.

Gates sees Little Bear emerge from the smoke and flames like a wraith, a giant bloody scythe in his hand, eyes glowing red.

Little Bear lunges, swinging the scythe. Gates ducks it, kicks him in the chest, driving him back and -- WHOOSH! Gates nails him with a BLAST OF FLAME. Little Bear collapses to the floor engulfed in fire.

But. As Gates watches in horror:

Little Bear rises to his knees before him, his body on fire. But not his head. Little Bear's mouth stretches unnaturally long, lets out an ear-splitting HOWL... a signal to the others.

And suddenly, SPIDER LEGS erupt from Little Bear's neck! Eyestalks erupt from the top of his head! It's the classic Carpenter/Bottin Spider-Head. The legs flail, get a firm grip on

Little Bear's shoulders... and the Spider-Head detaches, rips free, heaving itself from the body.

Gates hits the trigger to flame it, but the flamethrower sputters, running out of fuel.

The Little-Bear-Spider-Head jumps clear of the burning body, hits the floor, scuttles away. Gates looks around, eyes wide with shock, sees dozens of other Spider-Heads doing the same, detaching from bodies, leaping off, running away...

LOW ANGLE - FLOOR LEVEL

... and (in the best trailer money-shot of the movie, the one that'll get millions of people to tune in) DOZENS OF SCREAMING SPIDER-HEADS come stampeding by CAMERA, running toward the flying saucers, led by Little-Bear-Spider-Head.

Soldiers come running in pursuit, BLASTING flamethrowers. Gates scoops up a fallen soldier's M-16, OPENS FIRE on the run...

IN SILO NUMBER THREE

Wise, Lukanov, and a band of soldiers enter the missile silo, fighting their way in. The KLAXONS ARE BLARING. They look up. A hundred feet above their heads, the HUGE SILO DOORS are parting, daylight streaming through.

Frantic, Lukanov looks up, spots their objective:

LUKANOV

There! The control room!

It's fifty feet above, halfway up the silo wall, big observation windows looking out into the silo itself. Long winding metal stairs lead up. They make for the stairs, fighting all the way...

IN THE STAGING AREA CAVERN

The screaming Spider-Heads come swarming to the little flying saucers. The tops swing up -- hatches. The Spider-Heads clamber into the cockpits, one head per saucer, each creature a perfect fit. The hatches HISS shut, a HUM BUILDS, colored lights begin pulsing in a circular motion around the hulls...

And they start taking off, rising into the air, bobbing and veering to get to the tunnel...

Gates and the soldiers BLAST AWAY with everything they've got like men shooting skeet. Several of the saucers are ripped asunder, detonations BOOMING in the cavern, shrapnel ripping the walls...

IN SILO NUMBER THREE

The SILO DOORS above have slid almost completely open. TILT DOWN TO Wise's group clambering up the steel stairs toward the control room, Lukanov in the lead. They're down to a few men, a horrific

swarm of snarling People-Things at their heels, the soldiers FIRING point-blank and screaming as they're ripped apart or tossed over the railing to their deaths.

GENERAL WISE
(screaming to Lukanov)
We gotta get those doors closed and
blow the room!

Suddenly, the soldiers behind him go down and Wise gets grabbed. Lukanov turns back, Wise screaming as crab claws rip through his suit and impale him. With his dying breath, he thrusts a C-4 SATCHEL CHARGE up at Lukanov:

GENERAL WISE
Satchel charge! Go!

Lukanov grabs it, turns, runs up the steps, on his own now, the Things momentarily logjammed on the stairs...

EXT. TOWN PERIMETER/MOBILE LABS - MORNING

HANDHELD CAMERA, FRANTIC MOTION, THUNDEROUS NOISE: The sixteen surviving townspeople are being herded into Black Hawks. Blackburn's on the run, escorting Bob, Samantha, and their nephew Michael toward a chopper. Soldiers and medical personnel are everywhere, scrambling, yelling, grabbing gear...

BLACKBURN
(to medical staff)
LEAVE IT! LEAVE IT ALL! PERSONNEL
ONLY! GET ON BOARD!

She shoves the family onto a chopper. Ricks points at the pilot, twirling his arm in a big rotating motion. The Black Hawk lifts off in a storm of dust. At the open door are Bob, Samantha, Michael. The little boy raises his hand to Blackburn in goodbye. For a moment there's eye contact with the family -- then they're gone as the copter banks off. A half-dozen other Black Hawks take to the air, roaring off. Dozens of soldiers and personnel are left, watching the helicopters go.

INT. SILO TUNNEL - MORNING

TWO DOZEN LITTLE FLYING SAUCERS come sailing down the tunnel, chased by soldiers, emerging into:

SILO NUMBER THREE

The flying saucers gather there, hovering, HUM BUILDING -- and they start to rise. Up toward the open silo doors.

Gates, Cruz, and the soldiers blast their way out of the tunnel past some People-Things, hot on the saucers' trail. They OPEN FIRE, shooting straight up -- M-16s, RPGs, grenade launchers, even pistols -- blasting several saucers out of the air...

CONTROL ROOM

Lukanov bursts in, panting for breath, slams the door and locks it in the faces of a horde of People-Things. He turns, stops short.

The Sara-Thing is at the control console. She whips her head around, HISSING, eyes insane, and comes striding toward him, hands reaching out, fingers distending into barbs to impale him...

...but Lukanov raises the Taser he's had hidden behind his back and FIRES. The tiny darts hit her in the face, ELECTRICITY blasting along the wires and into her head. She jerks back, falls flat on the floor, seizing wildly.

Lukanov drops the Taser, steps over her as she jerks and writhes, starts flicking rows of toggle switches marked "Silo Doors."

IN THE SILO

The flying saucers keep rising, gaining speed, the men below FIRING wildly up. The saucers get dinged, ricochets bouncing, one or two more ships exploding and falling in flames. But over a dozen are going to escape...

Well, maybe not. The silo doors are closing. The daylight growing narrower by the moment. The saucers go faster and faster, trying to beat it.

Lukanov watches from the observation windows as the flying saucers whiz past him going straight up, and:

WHUMP, the silo doors close, daylight disappears. The lead flying saucers SLAM into them, EXPLODING, raining fire and debris. The others are veering to get out of the way, banging into one another, SMASHING into the walls of the silo...

Below, Gates and the soldiers run like hell back into the tunnel as the ships come tumbling back down, knocking GANTRY ARMS loose as they EXPLODE, everything CRASHING down to the silo floor, catwalks and cranes falling in an awesome shattered heap...

EXT. TOWN PERIMETER/MOBILE LABS - MORNING

A C-130J HERCULES MILITARY TRANSPORT PLANE rolls to an awesome stop, its four ALLISON ENGINES (4,591 horsepower each, baby) ROARING at full throttle like thunder. The huge REAR RAMP DOOR under the tail is already down, the dozens of remaining soldiers and medical teams scrambling up before the plane even stops.

ANGLE TO Blackburn and Ricks. She's gazing off at the town, silent, eerie, deserted -- a ghost town now.

BLACKBURN

(shouting over engines)

HOW MUCH TIME DO WE NEED TO GET OUTSIDE
THE BLAST RADIUS?

COLONEL RICKS
FOURTEEN MINUTES! THAT'S OUR MINIMUM
WINDOW!

(checks watch)
NUKE DETONATES IN SEVENTEEN MINUTES!

BLACKBURN
WE WAIT!

COLONEL RICKS
THAT'S ONLY A THREE MINUTE MARGIN FOR
ER--

BLACKBURN
WE WAIT!

IN THE CONTROL ROOM

Lukanov gazes down at the wreckage in the silo below. People-Things are POUNDING at the door. The metal door frame is bending, weakening, giving way.

Calm, Lukanov breaks the seal on his germ suit with a quiet HISS, pulls off his helmet, pulls something from an inside pocket. It's the photo of Misha, his grandson. He places it on the control console, pulls up a rolling chair, sits with a contented sigh. He glances at the photo. And waits.

THUMP-THUMP-THUMP. Door wrenching loose. Things HOWLING outside.

The door SMASHES OPEN, thudding to the floor. A solid mass of screaming People-Things swarms in to descend upon him. Lukanov leans back in his chair, smiles -- and pulls the cord on the satchel charge. There's a tiny pause, a BEEP --

ANGLE FROM BOTTOM OF SILO

-- and the control bunker EXPLODES MASSIVELY OUTWARD, gone in a stunning concussion of heat and shrapnel. As fire and debris rains down, WE TILT DOWN TO:

The floor of the silo. Strewn with burning wreckage, crashed spaceships, twisted metal. Suddenly:

The wreckage shifts. There's something moving underneath it.

It's one of the tiny flying saucers, damaged but still functioning. It pulls itself free, backing out from under the debris, wobbling at first, then steadying.

A spotlight shines out of it, scanning the burning silo. And then it finds a way out: the vent tunnel from which Gates and Little Bear first entered.

INT. UNDERGROUND MISSILE BASE - TUNNELS - MORNING

Gates, Cruz, and a handful of surviving men running for their lives. People-Things at their heels. A vertical shaft ahead.

Gates sees men clambering up, getting the hell out. Still on the run, Gates scoops up a fallen soldier's flamethrower, spins, letting the swarm of Things have it -- WHOOOOSH! And then of course the flamethrower runs out, sputtering.

GATES

When do your charges blow?

MAJOR CRUZ

Start counting on your fingers!

Gates sees an H.I.T CHARGE ticking on the tunnel wall, pauses to see the countdown. His eyes widen. Cruz wasn't kidding, the red numbers are hitting: 10... 9... 8...

GATES

Oh, crap.

MAJOR CRUZ

(pulling him)

COME ON, COME ON!

They get to the shaft, race from view up the ladder. As People-Things come swarming, WE PAN TO THE NEAREST H.I.T. CHARGE on the tunnel wall. 4... 3... 2... a tiny BEEP, and:

VARIOUS ANGLES THROUGHOUT COMPLEX

Wise wasn't kidding either -- thermobaric explosives do set the air on fire. STUNNING DETONATIONS AND RAGING WALLS OF FIRE hurtle down tunnels in every direction, cooking anything and everything, consuming shrieking, fleeing Things in a swirling inferno.

EXT. TOWN PERIMETER/HERCULES - MORNING

Blackburn and Ricks watch stunned as half the town BLOWS UP before them -- while simultaneously, out in the surrounding desert, GIANT FIREBALLS burst out of the ground, blasting through numerous missile silo doors.

Ricks grabs her elbow, pulls her toward the plane, but:

BLACKBURN

Look!

Coming from the smoke and flames. Less than a dozen men. Gates, Cruz, and the rest of the staggering wounded. Soldiers stamped down the ramp, running out to help them.

Gates comes up, face dark with soot, bleeding. His gaze meets Blackburn's desperate, questioning look... and he just shakes his head, telling her that Lukanov and the rest are gone.

It's a desperate race to leave, running up the ramp, healthy helping the injured, the Hercules engines THROTTLING WITH AN AWESOME ROAR, plane starting to roll...

And ALL SOUND STARTS TO FADE AWAY. No engines, no shouted orders. Just MUSIC -- "Gayane's Adagio" by Khachaturian, the tune that Lukanov hummed for Blackburn...

EXT. AERIAL SHOT - MORNING (MUSIC CONTINUES)

Still no sound. The town lies in smoking ruin in the distance. The Hercules RISES majestically into shot, coming toward us...

EXT. TSEGI CANYON - MORNING (MUSIC CONTINUES)

Early morning light. Dust and smoke rising from what's left of the cliff dwellings. And something else, too -- a single FLYING SAUCER shoots out the mouth of a cave into the desert sky...

INT./EXT. B-1 BOMBER - MORNING (MUSIC CONTINUES)

The bomber soars high above the barren desert. No sound here either -- no cockpit chatter, no engines, no mechanical sounds as the bomb bay opens to reveal the NUCLEAR BOMB in its cradle.

The bomb shackles open, the bomb falls away...

EXT. AERIAL POV THROUGH DESERT CANYONS - MORNING (MUSIC CONTINUES)

We're flying low and fast, gaining speed... the tiny FLYING SAUCER moves into frame, chromed surface reflecting the canyon walls, whizzing at ridiculous speed...

EXT. AERIAL SHOT - MORNING (MUSIC CONTINUES)

We follow the nuclear bomb through wispy clouds, the desert growing closer and closer until we can start to make out the town of Christmas far below...

INT./EXT. HERCULES - MORNING (MUSIC CONTINUES)

Miles and miles away by now. Blackburn sitting exhausted in a rear-facing seat, strapped in, gazing out the window back toward the town. Still no sound, just MUSIC lofting us onward...

Then she sees it:

A shiny silver object, barely a pinpoint of light, bright like a morning star, streaking across the desert way back there near Christmas... but moving away from it faster than anything man-made could move.

Then it's gone, fading and vanishing like a mirage, winking out of existence, leaving her unsure if she really even saw it...

IN SLOW MOTION NOW, she looks forward, sees Ricks with his hands cupped to his mouth shouting instructions (which of course we can't hear, because there's only "Gayane's Adagio"), and she realizes people around her are tucking into safety positions, covering their eyes, covering their heads, and Blackburn does the same, ducking down just as:

EXT. DESERT - MORNING (MUSIC CONTINUES)

The NUKE DETONATES at a thousand feet and the world turns white. A NUCLEAR FIREBALL appears in the sky like a second sun, casting the entire town in stark silhouette... and then the town is gone in a millisecond.

And as the glare subsides just enough to see, we witness a MASSIVE SHOCKWAVE expanding across the desert in SLOW MOTION, the most stunning sight imaginable, hammering the desert sand to glass with the heat and force of an expanding sun...

EXT. DESERT - DAY (MUSIC CONTINUES)

... and we end on an amazing shot of the MUSHROOM CLOUD billowing into the sky like a fiery specter of the apocalypse as the Hercules rides out the shockwave and thunders past us...

DISSOLVE TO:

INT. HEARING ROOM - DAY (WEEKS LATER)

MUSIC CONTINUES, but now normal sound returns. Blackburn sits at a table in a dimly lit room with a microphone in front of her, facing a committee of GOVERNMENT OFFICIALS.

BLACKBURN

To date, no trace of the organism or the unidentified object seen leaving the quarantine zone has been found. It's possible that we succeeded, that the organism was completely destroyed in the blast, but I believe it would be a mistake to assume we are safe.

EXT. NEW YORK CITY - DAY

The gleaming Manhattan skyline. The Empire State Building. Times Square. Taxi cabs. Street vendors. Eight million people crammed into 320 square miles, 25,000 people per.

BLACKBURN (V.O.)

If it is out there, then we will know very soon. Doctor Lukanov said that if released into the general population, it would infect every man, woman, and

(MORE)

BLACKBURN (V.O.) (CONT'D)
child on the planet in a little over
three years.

Through a SERIES OF LONG LENS SHOTS, we move in on one of the
insanely crowded streets choked with pedestrians. Seething masses
of humanity flow before our eyes. CLOSER AND CLOSER we come until
our senses are filled with people and motion...

But. There's one man just standing there. His back to us.
Motionless as a rock in the middle of a river.

BLACKBURN (V.O.)
Twenty-seven thousand hours. And
counting.

The man turns and we see his face. It's Little Bear. He starts
to walk, disappearing into the flow of humanity. Gone.

FADE OUT.

END OF ACT EIGHT

THE END

DEDICATED TO:

John Carpenter
Rob Bottin
Bill Lancaster (1947-1997)

