

UNP

**SECOND DRAFT**

10.28.85

**ROGER CORMAN'S  
FRANKENSTEIN**

a screenplay  
by

**Wes Craven**

A handwritten signature in black ink, appearing to read 'Wes Craven', written in a cursive, flowing style.

CE2A

INT. FUTURISTIC LAB.

A tide of SCIENTISTS is moving towards the exit of this highly-advanced lab, filing out, chatting excitedly. All except one, that is. Doctor DAVID Frank goes the other way. Everyone seems to smile at him or pat him on the back or make some sign of deference and congratulations.

SCIENTIST

You'd better hurry, Doctor -- Big McDad'll want you on stage when he makes the announcement!

DAVID

Just grabbing my notes. Be right there.

We MOVE WITH DAVID, mid-twenties, hair even more radical than the other geniuses around him -- eyes a little too intense. He glances up as a jovial, round-faced MAN gushes from ceiling TV monitors --

MAN (TV)

Don't be late, fellow members of Advanced Biological Project Code McWhopper -- I have a wonderful announcement to make --

David watches the last man out, face calm. But it's the deceptive calm of a grenade with the pin pulled. He blinks as McDad mentions him by name --

MAN (TV/CONTD)

Based on the work of your project leader, Doctor David Frank, I, Big McDad am at last able to announce the creation of the formula --

David twists the monitor with its beaming mug of Big McDad to the wall. But the VOICE of the man who calls himself McDad ploughs on --

BIG McDAD (TV/CONTD)

the formula that will lead to the creation of the warrior that, when cloned in the numbers we are so good at delivering, will protect New L.A.'s innermost security well into the 22nd Century! McWarrior!

The TV blares triumphant John Williams music.

DAVID

(low)

Like hell, you'll use my formula for  
that, Big McDad. Big McAsshole.

He opens a high-security freezer, removes its single flask and pours its glowing fluid into an insulated shipping cylinder the size of a stick of dynamite.

CF2B

EXT. GOVERNMENT LAB -- DAY.

A doorway opens in a dun-colored, utilitarian government building, and David exits into a courtyard of blinding sunlight and brown haze. He tries his best to blend in with several other scientists, and though they're far more ordinary-looking men, he manages to move unnoticed with them towards the portal to the street. But a moment later all of them notice this exit is blocked by a pair of guards, big, lethal-looking men checking everyone leaving the facility.

Black uniforms, futuristic rifles, and augmented by wooly German Shepherds with lights winking on antenna'd skulls.

David glances to the man next to him.

DAVID

What's the story?

SCIENTIST

Who knows? Too many pencils  
disappearing, probably.

ANGLE AT THE GUARDS -- as David comes under their inspection. One of them routinely prods a small LED device on David's right ear with a light pen, checking the readout on his console. As soon as he reads it he straightens with respect.

GUARD (CONTD)

Sorry, Doctor Frank -- didn't  
realize it was you.

He goes through David's bag with polite quickness and shoves it back, giving an informal salute.

GUARD

Have a nice day.

DAVID

Have a nice day.

David heads for the gate, but almost at the same moment the guard's receiver beeps. David waits for the gait to be buzzed

unlocked, but the guard is reading from his CRT -- and now he's turning to David, eyes darkening, voice assuming the tone of a peasant executioner with a fallen aristocrat.

GUARD

Hold on, here, doc. Seems something important's missing from your biolock.

(glint)

And you're the one with the key...

Sounds like full body search to me.

The instant he moves all hell breaks loose. David transforms from a polite scientist to a Rugby hard-head -- slamming the guard backwards into his buddy, jamming the remote button to the gate and sprinting out to freedom. The guards scramble for their weapons and the German Shepherds take off after David like Sidewinder missiles.

EXT. STREET -- DAY.

David barrels by with the speed of a champion runner -- but he still sees the dogs are gaining. He times himself, waiting until the big canines are inches from his Achilles Tendons, then cuts right as suddenly as a split end, streakin across the street directly in front of a huge tractor-trailer.

He just makes it. The dogs don't. David runs like hell as the truck jackknives past the guards with a thunderous shriek of blue-smoke shredded rubber and explicatives from the driver.

NEW ANGLE as the shaken guards call in reinforcements on their wrist transmitters as they tear after David -- all heading into the sprawl of a Brave New World of patched-together hand-me-downs from our century sprinkled with the refuse of the next.

DAVID -- races by unlicensed aliens sprawled beneath beat-up 21st century cars, dodges people walking blue dogs, drills straight through a group of glassy-eyed businessmen chanting and jumping to Wallstreet-rama, Rama-Wallstreet, Wallstreet Wallstreet, Rama Rama!

THE GUARDS -- are now joined by neatly-dressed McCOPS -- blond, rosy cheeked guys with big smiles and even bigger guns -- and the whole small army opens fire on David with utter disregard for the safety of innocent bystanders. Their bluish bolts streak through the startled lunchtime crowds, knocking people flying on all sides of David. The young scientist pours on more gas and just barely makes it around a shattering corner.

CF2C

AROUND THE CORNER -- David is pressed against the wall as the first cop rounds the building. David sticks out his foot and

sends the guy sprawling, dodges another wild volley from the rest and takes a running dive over a car.

ANGLE IN THE STREET — as he hits, rolls under a truck and disappears into the thicket of traffic.

THE FAR SIDE OF THE STREET — as he straightens, seemingly free — only to see a huge cop loom up behind him. It's point blank and a looser strung man wouldn't have a chance — but David unleashes a kick that sends the gun flying — and follows with a stunning solar plexus blow that drops the big man like a sack of cement!

But now the SOUND of running feet. David wheels to SEE — at least a dozen more McCops coming — sure to spot him within seconds.

This time it is hopeless. He slips the cylinder into the nearest garbage can, then seizes the downed cop's gun and unleashes a deafening barrage over the approaching cops' heads. They scatter in surprise — David tosses away the gun and walks around a corner. The guy definitely has icewater for blood.

AMONG THE CURIOUS CROWD — slipping away, only his clenched hand betraying the stakes. But then there's a deep voice from very nearby.

VOICE (O.S.)

Doctor David Frank?

David turns to find a huge guy in a black leather coat pointing at him. There's a bluish WHAP out of the man's handgun — and David is knocked sprawling, his coat spouting flame.

The huge man, (MARS), walks over, stamps out the fire, and tears through David's pockets. By the time the herd of uniformed police thunders up, Mars is through.

MARS

He doesn't have it.

(lower)

Get rid of him.

GUARDS/MCCOPS

Yes sir!

They back away in dererence. The big man wheels on the gawkers, a big confection of a smile transforming his face.

MARS (CONTD)

Nothing to look at. Everything's nice again. On your way.

The people scurry away. Mars discards the smile, spits on the

corpse and EXITS FRAME.

RACK FOCUS to the blackened windows and mountains of charred bricks of this slum, then RACK STILL FARTHER, to the gleaming towers shimmering in the distance. A modern, perfect city. Another world.

CUT TO:

INT. A CHAMBER.

CLOSE ON BIG McDAD. Huge impassively merry smile. Ruddy cheeks. Pomaded hair. Dead eyes.

BIG McDAD

Get him?

MARS (O.S.)

Got him.

WIDER — REVEALING MARS in on a TV Monitor. Big McDad is alone in a huge chamber of luxurious, super-modern design. McDad nods and burps.

BIG McDAD

Good. Too bad. He had a wonderful mind, but what a pain in the ass he was — Freedom this, Truth that!

(turns to the monitor)

How was today's sweep?

Mars smiles grimly.

MARS (TV)

Highest body count ever.

McDAD

Excellent.

(laughs)

What is it about garbacide that gives me such an erection?

He dissolves in laughter as the IMAGE OF MARS is wiped by the IMAGE of SMOKE and FIRE in some unnamed wasteland.

CUT TO:

CF2D

EXT. A MUNICIPAL DUMP — DAY

WIDE SHOT ON THIS SPRAWLING WASTELAND as a garbage truck rumbles in, joining many others moving about BG through flags of fire and

smoke. And above all this wheels a cloud of racketing seagulls dipping and plucking at the smoking mounds.

Inexplicably, the place is haunted by weeping people with handkerchiefs over their faces, searching for something —

THEN, LOOKING CLOSER, we SEE the whole place bristles with arms and legs thrust up from partial burial.

The truck that's just arrived stops, and the DRIVER, a grizzled guy in his mid-fifties, averts his eyes from the hell all around him — including the scrutiny of two nearby GUARDS — and throws a lever. The truck hinges up and begins disgorging its own awful load. Bodies of children, old people, dogs, a gaunt-ribbed horse.

When the last flops out, one of the guards saunters over and peers suspiciously into the black innards of the truck.

GUARD

You get that pickup from the big  
chase this morning?

The driver lights a cigarette, a study in casual advice.

HENRY

Pete got that one.

(indicating bodies)

I'd be careful if I was you. The  
hospital said they died from some-  
thing called...

(tries to remember)

Leprosy? Or was it Cholera?

One of those.

(walks back towards the cab,  
muttering to himself)

Or was it AIDS III?

The guards beat a hasty retreat.

EXT. A RUINS - DAY.

The truck moves through a god-forsaken DMZ of abandoned homes and grass-pocked streets. Think of Beirut. Kids with automatic weapons run in packs hunting dogs that are hunting old people. And always in the background, those gleaming, spotless towers...

CLOSER ON THE DRIVER as he brakes. FOLLOW HIM as he climbs to the top of the truck's enclosed bin and opens an access hatch. He squints down into the welling gloom, trying to see. Next second a bloody arm shoots out of the dark and grabs him by the neck!

The terrified man flails backwards, landing with a thump in the dust below.

DRIVER

Jesus! That's gratitude for you!

Doctor David Frank crawls half out of the hatch, pitches over the edge and retches. The driver shrugs.

DRIVER (CONTD)

An appropriate enough response to hell, I guess. Me, I haul it five loads a day.

INT. THE CAB -- DAY.

The drive.

The sanitation man takes a swig from a pint of hootch and offers as hit to David. The young scientist, slumped against the far door in a haze of sick dizziness, waves it off. He looks out at the para-military graffitti, the rats and garbage, the giant McDonalds looming.

DAVID

I never knew it was so bad out here...

DRIVER

You must be somebody pretty important. They keep you guys in the nice places. Ignorant bliss for the chosen few...

David says nothing. The driver eyes him.

DRIVER (CONTD)

The guy in black that nailed you, that's Mars -- Chief of Security for Big McDad. He doesn't fool around with small fry.

DAVID

Probably mistook me for someone else.

DRIVER

He's not known for making mistakes. Surprised he didn't kill you. He's very good at that.

DAVID

So I saw.

(looks at the burned hole  
in his shirt)

I think the gun malfunctioned. Looks

(MORE)

DAVID (CONTD)

like I got the carrier wave without the ion particles. Otherwise I'd be a dead donut.

The driver laughs in agreement and sticks out his hand.

DRIVER

Name's Henry. Before the Crunch I was a Mercedes mechanic in Beverly Hills, and a good one, too. 'Cept I protested being micro-dotted, back in '93 when they first started, so I got demoted.

David touches the microdot in his ear.

DAVID

David.

(shakes his hand)

What the hell's going on? Why's Mars killing like this?

DRIVER

(simply)

Because McDad tells him to. Cleaning out the rebels, he says. Corpses of the old and infirm go to the dump, the rest get shipped into New City.

DAVID

You're kidding.

HENRY

If there's one thing I know it's garbage. Garbage is my life.

David is stunned.

DAVID

But why? Why would McDad be killing like this — and why would he be taking corpses into the New City?

Henry shrugs.

HENRY

Who the hell knows? No one's allowed in there except his closest followers.

(beat)

You ever been in?

DAVID

You kidding? He only tolerated me because I...

He clams up. Henry takes another swig.

HENRY

You must've done something pretty bad to have Mars after you like that.

DAVID

(beat)

I have something he wants, that's all.

(lower)

Or at least I had it.

He looks away.

HENRY

Something that would mean trouble for Big McDad?

DAVID

I guess it sure could.

HENRY

In that case...

Henry reaches under his seat and comes up with the cylinder.

HENRY (CONTD)

Saw you ditch it; figured it was important.

David lights up.

DAVID

Henry, you don't know what this means.

HENRY

Good. If they torture me I won't be able to tell them.

CF2E

EXT. GUARD KEOSK / ROLLING McGLADES — DAY

An old SECURITY GUARD and his young ASSISTANT check a gleaming Mercedes McCruiser through the lift-gate. They're about to duck back into their bullet-proof cubicle when they stop in disbelief.

YOUNG GUARD

Who the hell is that?

OLD GUARD

Doctor David Frank. Our star tenant.  
He's always been a little eccentric,  
but...

IN THEIR POV -- we SEE the good doctor David jumping down from  
Henry's garbage truck, his clothes filthy, charred and smeared  
with blood.

CLOSER, with HENRY AND DAVID as they shake hands. David can't  
find words. Henry gives him a whack on the back.

HENRY

You should head up into the hills.  
Rumor has it there's rebels up  
there. They could use a good doctor.

David shakes his head.

DAVID

I have a wife, and a child on the  
way.  
(hefts the cylinder)  
I guess I'll just sit this one out.

He waves and walks past the startled guards. The gate  
thumps down behind him. In its center is a sign:

-- CAUTION --

This Ends The Secured Area  
of Rolling McGlades.  
Keep Car Doors Locked and  
Repulse Systems Armed  
At All Times  
Beyond This Point.

\*

HAVE A NICE DAY!

EXT. DAVID'S STREET -- DAY

It's so beautiful here you would never guess there were places  
like the one's we've just left. Everything is perfect.  
Manicured. Full of flowers and happy children. All under an  
enormous geodesic dome of transparent polymers.

ANGLE AT HIS HOUSE -- as David takes a built-in light pen from  
his front door and touches it to his microdotted ear.

ELECTRONIC VOICE

Welcome Home Doctor Frank.

The heavy bolts chunk clear and the door swings open.

DAVID

Helen?

INT. DAVID'S HOME -- DAY

This is clearly a place of the 21st Century, reflecting bright, playful minds. The only anomaly is the huge television set, bolted to one wall. On it the smiling face of Big McDad entones in syrupy happiness a reassuring account of why there is no power in Sector Three -- due to the activities of lawless rebels who soon will be rounded up.

David stares at the thing, apparently baffled by its presense. Then he hears a SOUND from the terrace. He straightens, trying to look halfway normal.

DAVID

Helen...don't be afraid of how  
I look, okay?

But no one appears.

EXT/INT. A TERRACE -- DUSK.

Outside, through the distant transpanencies of the dome can be seen a world darkening towards sunset. Inside, chairs are tossed among gutted flowerpots. As David enters he sees that the sound comes from a shade flapping against a shattered window.

DAVID (CONTD)

Helen?

The only answer is Big McDad's VOICE reading the weather report in the other room, saying the brown stuff in the sky is dust from a desert storm, citizens are not to be alarmed.

INT. BEDROOM -- DAY

David races in to find this room torn to pieces. And he finds his wife, too. On the sleeping platform, bloodied and dying.

She's a fragile beauty -- a pale, thin woman with huge deer's eyes and long china fingers reaching to him like a child's. For the first time we see his defenses penetrated. Big McDad has scored a direct hit.

DAVID (CONTD)

Helen -- I'll get you to a hospital.  
Hang on!

But she won't let him move away.

HELEN

(barely audible)

No time...

(touches his face)

David, our baby...

She dies.

He rocks her, stunned and disbelieving.

INT. LIVING ROOM — SUNSET.

He assails the TV set like a madman — punching it, driving his bouy against it until he rips it from the wall. It smashes to the floor and rolls onto its side, still working, the big face still smiling. But now an automated VOICE overrides Big McDad's.

VOICE (TV)

Warning — it is a federal offense to tamper with this device — for security reasons it is to remain on at all times — Warning — it is a...

And it keeps right on repeating as David kicks the screen, smashes the heaviest objects he can find into it — but cannot kill the damn thing. There's no cord, the case is shatterproof, the screen indestructable.

David slumps against a wall, shaking with fury. And the face of Big McDad just keeps droning on —

BIG McDAD (TV)

On the newsfront today, Old City McCops joined forces with New City Security Forces to apprehend a rogue scientist, Special Project Leader Doctor David Frank. The desperate rebel, apparantly under the influence of dangerous drugs, lead them on a spectacular chase through Old Venice, but was finally killed when he paused to threaten the lives of several innocent children.

(looks very concerned)

However, there is bad news, too. The substance Doctor Frank stole, a special formula that was the keystone of my greatest program for this city's well-being — is so far unretrieved. As a result, extra sweeps will be made by my forces through rebel stronghold neighborhoods. You are encouraged to help us in any way you can — give

(MORE)

BIG McDAD (CONTD)

us names, give us numbers ---

David seizes a heavy stone sculpture and smashes it into the TV. At last the thing falls silent.

DAVID (CONTD)

(low)

You asked for it, McDad.

He grabs his microdot and rips it off his ear, crying out in pain as he does. The thing leaves a bloody hole but David seems immensely relieved to have the damn thing off. He flings it across the room and takes a deep breath.

With a look of utter resolve David takes the cylinder from its hiding place and stands INTO CLOSEUP --

Then there's a SOUND in the other room.

David wheels around.

Could he have possibly heard right? It sounded like a sneeze.

INT. BEDROOM -- DUSK.

He enters and stands still in the growing shadows. Listening. No sound. He waits a long moment. Nothing.

He sags back, shaken.

DAVID

Don't loose it now, man.

He wipes his forehead with a shaking hand and sighs. Next instant SOMEBODY leaps out of a closet directly onto him -- knocking him flying!

LOW ANGLE as David hits the floor hard, the assailant falling atop him with a cry, raising a rolled umbrella to strike.

David lashes out with a backhand and knocks the figure sprawling, rolls and is atop in the next second.

CLOSE ON DAVID, ready to strike. Then he stops.

REVERSE ON WHAT HE SEES -- a woman, scared as he is, holding her hands in front of her in defense.

DAVID

Who the devil are you?

WOMAN

Jessica Peterson.  
(reminding)

(MORE)

WOMAN (CONTD)

Your wife's decorator. She was redoing the living room, remember?

DAVID

What the hell are you doing in the closet?

JESSICA

Damned if I know. Last thing I remember the damn police were breaking in for some reason, I turned around and Helen was delivering a right straight to my chin.

(She touches a painful bruise there)

She did it so fast I didn't have a chance. When I came to, I heard you and thought it was them again and...

She's seen the corpse.

JESSICA (CONTD)

Oh, god...

She sinks back against the wall, appalled.

JESSICA (CONTD)

Helen...

(to David, her eyes brimming)

I'm so sorry.

DAVID

(low)

Wash up -- scrub your hands.

She blinks away the tears, frightened by his intensity. He's already scooping up the body in his arms.

HELEN

What?

DAVID

I said wash up. You're assisting at a birth.

INT. ANOTHER ROOM -- DAY.

LOW ANGLE, in the weird light thrown by an upended lamp, as David enters carrying Helen. He crosses to wall, fingers a hidden switch in a bookcase and stands back as a section of the wall slides open to reveal stairs leading down.

JESSICA

Um, I really gotta go.

DAVID

Come on.

There's no gainsaying that voice. She follows him down.

INT. SECRET LAB.

They enter a state-of-the-art lab crammed with instruments and equipment of every description. David lays Helen out on a table centerstage, and smooths her hair quickly. And then, though his eyes are filled with grief, his professional side takes over.

CLOSER ANGLE -- as he opens the package of stolen substance and pours its contents into a strange-looking electronic container. He unrolls a packet of gleaming scalpels, throws on a lab coat, washes his hands -- all in a race with time.

JESSICA

What are you going to do?

David turns to her, face set.

DAVID

Change history. Now help me get her ready.

He begins draping Helen with surgical sheeting -- and Jessica starts helping him -- not having the slightest idea what the hell she's being dragged into.

DISSOLVE TO:

CF2F

EXT. ROLLING McGLADES -- DAWN.

The sun rises. A paperboy frisbees a floppy disc onto a porch and moves on.

INT. THE LAB.

David is finishing the final incision. The body of Helen has been attached to a mass of complex machinery which pumps blood and oxygen through her lifeless arteries to the seedling still alive in her belly.

ON JESSICA, almost unable to watch, yet too fascinated not to watch as David, with enormous care, lifts out the fetus and its placenta.

CLOSER ON THE FETUS -- the merest beginning of a child -- no bigger than David's hand -- yet clearly a human. There is no

breathing or cries, it's far too immature for that -- but there is movement.

David smiles with a strange mixture of grief and joy --

DAVID

Now hang on, son. Just hang on...

And with infinite love he puts the whole mass of tissue into the electronic container -- slipping it into the glowing fluid he's stolen at such great risk.

JESSICA

(leery)

What are you doing? It can't live without a mother.

DAVID

It can in this, for a time at least.

(inigmatically)

And with the help of this fluid, he'll do more than survive....

He closes the top of the container, sealing it with a strong airproof latch.

JESSICA

What is that thing?

DAVID

Call it a portable womb. Invented it myself.

He flicks on its systems and checks their responses.

JESSICA

And the stuff you poured into it?

DAVID

(shrugs)

The stuff of life.

Jessica takes this in with growing uneasiness.

JESSICA

Yeah, well, I really gotta be going now. It's been really interesting, but --

A STORM TROOPER lunges into the doorway at the top of the stairs

TROOPER

Don't move -- step away from the

(MORE)

TROOPER (CONTD)

incubator!

(calling over his shoulder)  
Captain Mars! He's got it down  
here!

But at the same instant David wheels --

INSERT -- as his fingers snatch up the largest scalpel --

WIDER as he pivots -- even as the trooper lets go with a devastating BLAST of his particle gun. The bolt explodes the table at David's side -- but it doesn't effect David's aim. He hurls the scalpel -- there's a glint of steel under the lights, a sharp metallic thunk, and the Trooper clutches his heart.

Next moment he flails backwards and crashes onto his back.

Jessica lets out a blood-curdling scream as David, just as cool as she is terrified snatches up the man's weapon and vaporizes the next two TROOPERS that cram into the doorway. Jessica goes catatonic, wailing --

JESSICA

I wanna go home right now!

There's the sound of more running boots -- David snatches up the incubator.

DAVID

Leave with them or with me, take  
your pick!

He races for the back of the lab -- wrestling open a hidden door -- revealing iron utility stairs leading up. Jessica dives through quick as a cat. David follows, slamming the door an instant before the lab is hit with a firestorm of partical blasts.

REVERSE -- as the firing stops and Mars storms the lab with his troopers. He sees the open door --

MARS

All I want in one piece is the  
incubator!

EXT. A BACK YARD / A LA BEVERLY HILLS -- DAY.

David races through a beautifully landscaped backyard, holding the incubator like some oversized football. Jessica is hard on his heels --

JESSICA

This is crazy -- I'm an interior

(MORE)

JESSICA (CONTD)  
decorator, for godsakes, not --

SOLDIER (O.S.)  
Hey!

One of Mars' soldiers has spotted them just as David drags Jessica through the back gate.

EXT. SERVICE ALLEY -- DAY.

One of David's neighbors is supervising the waxing of his gleaming Mercedes 560 ULPS -- (Urban Luxury Protection Sedan). David jerks open the driver's door and shoves the incubator in. The startled alien who's doing the waxing jumps back -- eyes on the assault rifle.

ALIEN  
No problem, man!

But the neighbor, an officious guy in a three-piece suit, is outraged.

NEIGHBOR  
Hey -- get away from that car!

David lets fly with a thunderous VOLLEY at the Soldier who's already calling for Mars -- blasting the man to atoms. Then he spins and levels the weapon at the man.

DAVID  
I want it.

The man goes white.

NEIGHBOR  
You got it.

He holds out the keys, shaking so badly they jingle like sleigh bells.

NEIGHBOR (CONTD)  
Please don't kill me, I'm a dentist!

David shoves him away, gestures for Jessica to get in and hands her the incubator -- then wheels and blasts at Mars and his men, who're pouring out of his house like a pack of dobermans. The troops dive for cover -- but Mars faces it without blinking, screaming at his own men --

MARS  
What the hell you doing -- get  
that fucker!

The troopers stumble out of hiding — more terrified of Mars than David's deadly marksmanship — and pour on the fire.

REVERSE TO THE MERCEDES — as a hail of lasar shot snaps off the gleaming hood — sending the dentist scurrying. But he still manages to yell over his shoulder —

DENTIST

At least watch the paint job,  
for godsakes!

David floors it and the big car rockets down the alley into a gut-wrenching 180.

REVERSE TO MARS and his men — seeing the Mercedes is coming around. Suddenly it bears back down on them with full bright lights and hyper-horn BLARRING. Mars' men scatter.

MARS

You chicken-livered bastards!

CAR POV — as even Mars dives for his life. The fender gets him in the leg, sending him cartwheeling into his men. Next second the Mercedes screeches around a corner and gone.

ANGLE BACK ON MARS struggling up, leg bloodied, face livid as chase cars screech in from the rear.

MARS

I want his head on a plate, goddamit!  
Get in your cars and get him!

INT. THE MERCEDES — DAY

David is driving like a bat out of hell; Jessica clutching the dash like a nun in a rollercoaster.

DAVID

(looking over his shoulder)  
Dust them off a bit, would you? We  
don't want them catching up.

IN HER PANICKED POV AS SHE TURNS — the first of Mars's chase vehicles burns around the corner two blocks back, lights fender lasars flashing.

A 50 mm lasar bolt caroms off the Mercedes, rocking it on its racing shocks. Jessica hits the floor, white as a sheet.

JESSICA

Maybe we should try to reason with  
them.

DAVID  
Shut up and hit that switch.

JESSICA  
(wild eyed, looking)  
This one that says anti-tailgate?

DAVID  
That's the one.

Jessica hits the switch.

EXT. THE MERCEDES -- DAY

A hatch opens in its trunk, the snout of a gunbarrel pokes through, and a bluish bolt of energy whams out and streaks backwards.

REVERSE -- as the powerful energy wad hits one of the chase vehicles dead center, blowing it to bits -- KA-POW!

INT. THE MERCEDES -- DAY

Jessica jumps up -- mouth open, eyes bugged in child-like delight.

JESSICA  
Holy shit! I've heard of owner options, but this is ridiculous.

DAVID  
Looks like our dentist was abducted for ransom once too often.

She gets a wild look in her eye, scans the rest of the knobs and pulls a red one.

EXT. THE STREET -- DAY

As the Mercedes roars by a dozen black balls the size of melons clatter out from beneath and bounce across the road. As they're overtaken by the pursuing vehicles they all explode in unison -- a tremendous chain-reaction of fire and concussion.

LOW ANGLE -- as the whole gang of remaining chase vehicles crashes and burns in an apocalypse of shattered machinery and rolling fire.

INT. THE MERCEDES -- DAY

Jessica is beside herself with happiness.

JESSICA

All right, you bastards! Eat that!  
(then, caught by her own  
ferocity)  
My goodness...

DAVID

You see which car Mars was in?

JESSICA

Whichever one, there's no way he  
got through any of those crashes.

EXT. THE ROAD -- DAY.

IN AN EXTREME TELESCOPIC SHOT -- the three cars burn in an  
inferno. There is no way anyone could survive those huge fires.

But then something distorted by the heat waves and smoke,  
something even bigger -- a gargantuan FLYING DEVICE (a futuristic  
chopper) -- looms up behind the trees, its great rotors slashing  
the smoke and fire away, lashing the trees. And the thing  
bristles from every angle with rockets, cannon and lasers.

CLOSER ANGLE -- through its windshield.

Mars is at the controls. Very much alive and well. And is he  
pissed.

CF2G

INT. THE MERCEDES -- DAY.

Jessica tilts the seat back a notch, neither she nor David having  
seen this.

JESSICA

There's actually a lot to be said  
for German cars, y'know?  
(seeing a dashboard screen)  
Wonder what he's got on video?

She flicks a switch and the color screen fills with the sights  
and sounds of a porno epic --

SCREEN

Oh--oh--oh--ohhhhh!!

David snaps it back off.

JESSICA  
Oops.

DAVID  
You hear something?

JESSICA  
It sounded like 'Oh--oh--ohhhhh!!'  
to me. I'll try to find something  
a little...

David shakes his head, listening.

DAVID  
No, something else --

They both listen.

Next second there's a tremendous WHOOSHING ROAR as the huge  
turbocopter flashes overhead and the road ahead blares up in  
brilliant detonations.

David throws the car into another head-snapper of a 180 and pours  
on the gas.

DAVID  
I didn't think we'd lose Mars that  
easily.

EXT. THE ROAD -- DAY

The copter slews around and swoops straight for the car.

INT. THE COPTER -- DAY

Mars cracks a nasty grin, lining up the car in his sights.

INSERT -- CRT SCREEN -- The sight ZOOMS IN ON THE CAR, centering  
it in its grid. A READOUT flicks on -- TEN SECONDS TO FIRING.

INT. THE MERCEDES -- DAY.

Slamming over potholes, skewing over the shoulder --

JESSICA  
This thing doesn't have a button  
to make it invisible, does it?!

DAVID  
No. But I bet Mars does.

David throws the car into a screeching turn for a nearby underpass as the meaning of his words sinks in on Jessica.

EXT. THE ROAD (AERIAL) -- DAY.

ANGLE DOWN FROM ABOVE THE CHOPPER -- SEEING the car careening towards the underpass with the super-chopper roaring down on it, a hawk after a chipmunk.

INT. THE COPTER -- DAY.

Mars fights the controls, trying to stay on target --

INSERT THE SIGHT -- slewing off the car a little, correcting --

Mars sees he's going to loose them in a second -- and FIRES.

EXT. THE ROAD AND UNDERPASS -- DAY.

The car flashes into the underpass a split-second before the rockets hit, blowing the earth to smithereens where the car was a second before.

INT. THE CAR -- DAY.

The two are thrown about wildly from the concussion. David slams on the brakes. They wait. Listening. Ears ringing.

JESSICA

A rocket can't get to us under here,  
right?

He looks up from checking the incubator for damage.

DAVID

Not a regular one.

INT. THE COPTER -- DAY

Mars wheels the craft around, cursing, looking to --

THE COPTER'S CONTROL SCREEN, reading -- WEAPONS MODE:  
CONVENTIONAL.

Mars' hand punches a switch and CONVENTIONAL changes to NUCLEAR.  
The screen indicates ARMING and 1/2 MEGATONAGE -- CONTROLLED  
STRIKE FORMAT.

Mars lines it up.

MARS

All right, you slippering son of  
a --

INSERT OF THE SCREEN -- The underpass right in the cross-hairs.  
The countdown speeding down to zero.

But then, three seconds to launch, the countdown freezes with a  
beep and a large-screen readout: COMMAND OVERRIDE. The gunsight  
image on the CRT is replaced by the face of Big McDad.

BIG MC DAD (ON CRT)

That won't be necessary, Mars

MARS

But --

BIG MC DAD (ON CRT)

Not necessary.

(smiles, carefully)

Break off the attack. I wouldn't  
want to command your ship to explode.

Mars' mouth opens and closes. Then he pulls the big machine out  
of its dive. McDad smiles, a pleased father.

BIG MC DAD

Excellent, Mars. Now go to stealth  
running and track them. Understood?

A mean smile dawns on Mars' face.

MARS

Oh... Understood, Big McDad.

EXT. THE ROAD/OVERPASS AREA -- DAY.

The big copter suddenly falls utterly silent in the air. Just  
the merest HUSH-HUSH-HUSH of its rotors as it moves off over the  
tree line, then even that is inaudible. It just hovers there,  
big, silent. Waiting.

EXT. THE UNDERPASS -- DAY.

David and Jessica get out. David goes around to the front fender  
and takes out his pocket knife.

JESSICA

I think he gave up...

David scrapes something off the front fender.

DAVID

Maybe.

Jessica looks around.

JESSICA

What you doing?

DAVID

Mars left a little sovereigner of his leg on our fender back there in the alley.

He slips a clot of blood into a glassine envelope.

DAVID (CONTD)

And if I have his blood, I have his DNA, and if I have that...

He straightens and tucks it in his pocket.

DAVID (CONTD)

We'll wait a few minutes, then head for the hills.

(seeing her look)

This time fasten your seat belt. We won't be safe on the roads.

JESSICA

Don't tell me. The car has four wheel drive.

DAVID

(confirming)

With Turbo.

EXT. RUGGED HILLS -- DAY

RACING with the big Mercedes as it roars through brush and wood, clawing its way up the hills and careening through gullies. Nothing stops this car but nothing.

INT. MERCEDES -- DAY.

Jessica hangs on for dear life -- white knuckling the dash.

JESSICA

I never knew a car could jump over ravines before.

DAVID

First time for everything.

EXT. HILLS -- DUSK.

ANOTHER ANGLE -- as the big car disappears over a hill at a hundred miles an hour. Beyond, the rim of the ocean swings across the sun.

CF2H

EXT. MOUNTAINS -- NIGHT.

It's dark now, the terrain rugged, and the Mercedes, spattered with mud and dust, lumbers out of the dark and stops. Its powerful headlights reveal a steep up-thrust of tallus dead ahead -- literally the side of the mountain.

DAVID

This is as far as the car will go.

JESSICA

Thank you, god.

David gets out, bringing the portable incubator with him.

JESSICA

What do we do now?

David glances around.

DAVID

Wait.

He studies the contents of the incubator, checking to see everything's all right. He seems satisfied. Jessica chaffes.

JESSICA

You give me the creeps with that.  
What are we waiting for, anyway?

DAVID

Not for what. For who.

JESSICA

For who? We're in the middle of  
nowhere!

He says nothing. She swears under her breath, turns -- and bumps face to face with a huge man in full combat camouflage!

JESSICA (CONTD)

Agh!

She reels backwards as the soldier brandishes his assault rifle

SERGEANT  
Hands on your heads!

They obey, as Jessica whispers to David --

JESSICA  
How'd you know they were here?

DAVID  
Saw signal lights.

JESSICA  
(lower)  
Maybe if we took off in opposite  
directions...

DAVID  
Which way you want, right or left?

She looks to her right. Half a dozen more heavily armed soldiers  
emerge like ghosts from the trees. She looks left. More there.  
And their backs are against a thousand foot drop.

SERGEANT  
Doctor David Frank?

David reacts.

DAVID  
How did you know that?

SERGEANT  
It's all over the news. The man  
who came back from the dead, he's  
calling you. Big McDad's got his  
whole army out looking for you.

DAVID  
And you? You part of that army?

The sergeant spits.

SERGEANT  
McDad killed my whole family. I  
live to piss on his grave.

That eloquence completed, he wags his rifle muzzle at the woods.

SERGEANT (CONTD)  
Now move.

CF21

EXT, REBEL CAMP -- NIGHT,

David and Jessica are force-marched into a heavily-camouflaged armed camp, the incubator still clutched in David's arms. Under a hundred watchful sets of eyes they're halted outside a tent. A stentorian voice rings out from inside.

LEADER (O.S.)  
Is this the pagan infidel who  
dares trespass in our sacred  
domain -- the one who calls  
himself Doctor Frank?

The Sergeant reacts in some confusion at the voice.

SERGEANT  
Uh, yessir...

LEADER (O.S.)  
Well then break out the Grog!

And with that the leader, Henry the garbageman himself, sweeps out of the tent -- arms held wide.

HENRY (CONTD)  
I told you the revolutionaries in the  
hills needed a good doctor, and you  
came. What a friend!

He takes Jessica's hand --

HENRY (CONTD)  
This the wife?

DAVID  
My wife is dead.

Henry falls silent, stunned.

HENRY  
McDad?  
(seeing the nod)  
I'm sorry, David. Really I am.  
(eyeing Jessica)  
Another scientist?

JESSICA  
Jessica Williams. Interior decorator.

Henry shakes her hand.

HENRY  
(solemnly)  
When we take over the New City, you  
will be given the job of redecorating  
it from the ground up.

(MORE)

HENRY (CONTD)

(eyes David)

How can I help you?

David cradles the portable incubator.

DAVID

I need a woman. A volunteer.

HENRY

Don't we all.

DAVID

I need a mother, a surrogate mother,  
for my son. And I need her tonight.

Henry eyes the incubator, and sees David is serious. He looks  
from the intense young man to Jessica.

JESSICA

Well, hell, I don't know... I  
hardly know him.

David snorts.

DAVID

She's not right, anyway.

JESSICA

What's the matter? Decorators not  
good enough?

She turns and storms away. David turns to Henry, voice lower.

DAVID

It's too dangerous for her. I need  
someone with nothing to loose, if  
you know what I mean.

Henry studies him a moment, not liking it. But something about  
the way David looks at him, something about that certainty in his  
eyes hooks Henry.

HENRY

I might have someone...

David breaths a sigh of relief.

DAVID

You're a lifesaver, Henry.

Henry shoves his hands in his pockets and looks sideways at the  
Fetus. It's kicking. So hard the glowing, winking container  
it's in skitters several inches across the ground. The man looks  
away.

HENRY  
I hope that's what I am.

CF2J

INT. A TENT -- NIGHT.

Henry leads David in and shuts the flap.

HENRY  
I told her what you wanted. She indicated yes.

DAVID  
'Indicated'?

He turns and looks into the shadows. A girl of seventeen sits on the edge of a cot, silent as a stone. She's plain, with wide-set eyes and an honest face. Her hands clutch the edge of the cot at the sight of a stranger.

HENRY  
It's all right, child. He won't hurt you.  
(introducing)  
Apple, Doctor David Frank.

DAVID  
Hello, Apple.

The girl nods shyly. Says nothing.

DR MOUNT  
A bunch of Mars men caught her on the street after curfew.  
(lower)  
They raped her, all of them. Then, so she couldn't name names, they cut out her tongue.

The girl is crying now, but only a clicking comes from her throat.

David takes the girl's hand. She looks up at him, a profound look of combined wonder and... trust altering her pain.

David clears his throat. Speaks gently.

DAVID  
Are you sure, Apple?

Apple nods her head with absolute certainty.

David turns to Henry.

DAVID (CONTD)

Then we should start immediately.

INT. A LARGER TENT -- NIGHT.

A make-shift operating theater under canvas -- Coleman lanterns, 21st Century version, rough blankets, field dressings, whatever David has been able to scrounge up from Henry and his fighting men. Apple is spread out, morphined, opened. Jessica is the assistant -- reluctant, but the only one half-qualified, and so there for him.

David is at the incubator, accessing his son's nascent body through hand ports, adding to his fluid cushion some new ingredients he's just finish mixing.

JESSICA

(wary)

What is all that stuff you've been putting in with him?

DAVID

The fluid I added when I removed him from his mother won me the Nobel last year -- a highly potent inducer of cellular growth and strength. Big McDad thought it was going to build him a super soldier -- more than likely Mars' successor.

He looks down as he puts in the new fluid, a cold smile bending the corners of his mouth.

DAVID

And this, this is made from the very DNA of Mars, from the cells I scraped off the fender of our escape car. Poetic justice.

He studies the fetus as the new fluid spreads over it. There's movement in the box -- and again the incubator rocks on its base -- nearly tipping over! Jessica and Henry look in alarm --

INSERT ON THE FETUS. It's twisting and jabbing its tiny little arms as if fighting off something horrible. Jessica backs away, her voice a frightened whisper.

JESSICA

What have you done?

HENRY

Why the hell put cells from such a bastard as Mars in with your son?

DAVID

For the same reason doctors put weakened microbes from a deadly disease into a healthy body. To build immunity to the actual killer. This child will now hate Mars and the evil that spawned him right down to his cells.

(looks up and smiles)

And he'll fight that evil and kill it all the way up the power structure to big McDad himself.

Jessica looks at him as if he'd gone mad.

JESSICA

You expect a little baby to do that?

David grabs the incubator and hauls it to the 'operating table'.

DAVID

He won't always be a baby, or little.

ON JESSICA'S FACE we

DISSOLVE TO:

CLOSE ON THE LAST STITCH TIED — then PULL BACK TO REVEAL Apple's reclosed belly. David he lays his hand gently on the long seam. Everyone stares at him in spooked silence as he closed his eyes and says low, to himself or to some dark god —

DAVID

And now by the cold eternal stars, may this child become a plague on Evil. And may he hunt Big McDad down and destroy him like the vermin he is!

He draws the sheet and blankets back over the girl and tears off his gloves. Henry studies him carefully.

HENRY

There's no denying your genius, David, I've seen it here tonight. But take it from an old man, what's god's is best left to him...

David looks up with burning eyes.

DAVID

God abandoned this sorry earth a long time ago. We're the one's left

(MORE)

DAVID (CONTD)

with it now. We make the rules.

He turns and stalks out, leaving Henry and Jessica to wonder at the intensity of his eyes.

EXT. THE REBEL CAMP -- DAWN.

WIDE SHOT OF THE CAMP -- as the sun breaks over the hills. Peaceful. Quiet. Birds starting to call.

INT. THE RECOVERY TENT -- DAWN.

Jessica watches sleepily over Apple. The girl tosses fitfully, waking Jessica. Jessica casts about for something to do and finds a small portable TV, about the size of a magazine and just as flat. She props it up and turns it on, keeping the volume low. Flicks through a morning aerobic karate program, another on learning how to repair your own microprocessor toilet, a third calling out the prices of dog bellies on the Chicago Market. Then the voice of Big McDad comes out. Morning News.

Jessica sits up straighter. The cheery face looks a little sadder. A confession is being made.

BIG MCDAD (TV)

Many of you are aware that a particularly dangerous criminal is loose in our midst these last few days. Doctor David Frank escaped with a precious, irreplaceable formula, killing many innocent people in the process. And though we thought we had stopped him, he somehow survived and escaped. And now because he has I must reveal a secret, because this man is very dangerous indeed...

Jessica swallows. Big McDad's expression is as mournful as a ham actor can devise. He lowers his big eyes.

BIG MCDAD (TV/CONTD)

Doctor Frank's real last name is much more well know, for it has a long, dark history that behooves me to beg you for your help in catching this young rebel whose real name is not Frank at all, but... Frankenstein.

(brightly)

LasarVision at eleven!

He blinks off and the screen lights with a scratchy RoadRunner cartoon.

JESSICA

Oh, fuck.

EXT. THE COMPOUND -- DAWN.

Jessica comes in a daze, looking around, finally finding --

DAVID FRANKENSTEIN -- standing atop a nearby hill, catching the day's first solar emissions.

EXT. THE HILL -- DAWN.

Jessica climbs up to him. Looks at him, unsure whether he's sleeping on his feet, meditating, praying, or merely exhausted. He acknowledges her with the merest turn of head. She seems at a loss for what to say.

JESSICA

Um, well, the patient seems to be all right.

DAVID

She's fine. She's compliant, submissive and healthy. A perfect host.

Jessica looks at him a long, long moment.

JESSICA

I know...

She can't finish it. He turns to her, mildly curious. Next second there's a horrendous SCREAM -- a piercing, stunning arrow of sound shot from the lungs of someone in inhuman agony and surprise. David starts running like a deer for the camp. Jessica closes her eyes, terrified.

JESSICA

Oh god...

EXT. THE CAMP -- DAY.

Men are running for Apple's tent, scared by the sound -- guns ready.

INT. APPLE'S TENT -- DAY.

The girl is absolutely berserk -- and has, incredibly, swollen to the size of a woman in her third trimester! The first soldier in gets shoved straight across the tent -- and the girl decks the second and third guy with such ferocious speed that none even

sees the blow coming.

EXT. THE TENT -- DAY.

Reinforcements, David and Jessica are arriving on the run when the door to Apple's tent shatters and the girl cannonballs through, face contorted in wild rage. She knocks out two more men and vaults over a jeep like an orangutan -- just as suddenly collapses, clutching her stomach and howling like a banshee.

Henry is there now -- and all rush over, not knowing what the hell to expect.

CF2K

ANGLE IN THEIR POV DOWN TO APPLE -- or at least the girl we once knew as meek, gentle Apple. She's now crouched with her back to a tree, face a hideous mask of enraged terror -- eyes flashing like a trapped tiger's.

ON DAVID -- astonished by the power of his chemistry -- at the huge belly threatening to give birth at any moment.

Several of the men cross themselves -- the rest raise their rifles.

DAVID

No! Put those down!

The girl jerks round at the sound of David, her eyes locking on his. She points her filthy finger at him like a rifle for a long, long heartbeat. The men lower their rifles. Something about that look...

Henry turns away -- abashed by that primal stare of accusation. David steps towards her.

DAVID (CONTD)

It's okay, child. You're in my --

Apple convulses with a terrible paroxysm and falls hard on her side, knees drawing up, body going into sudden, powerful labor. The wretched girl lets out a nightmarish HOWL and rips away her ragged hospital gown, exposing her pulsing belly. Something is moving beneath its skin -- something powerful and inevitable. Next moment the birthing scar rips along its whole length with a sharp, stuttering rending of flesh and gut.

Then the unspeakable happens -- her belly explodes with a violent up-gushing of viscera and blood and a splay of sprung muscle. The girl's womb simply bursts, split by the powerful rise of the thing its walls can no longer hold.

HENRY

Oh, god!

Jessica and the men scatter backwards, splashed by gore, terrified. But David doesn't budge. He simply stares, his eyes lit by true madness now, gleaming with a vision too terrible to be bound by sanity.

DAVID

Yesssss.

Then the girl SCREECHES and shatters in death, convulsing one last time as the child -- for that is what it is -- jerks upright, clambering to its feet, standing right there in the bloody bowl of her ruined pelvis, head jerking around, its bright, quick eyes glaring at each of the horrified men.

DAVID (CONTD)

My god, I did it!

Henry turns and looks in astonishment at the young scientist moving towards the thing with hands outstretched.

The child takes a step towards David, its hand reaching in turn towards David.

SOLDIER

It ain't human -- it ain't right!

The man FIRES, his round smacking off a rock inches from the horrible infant's head.

The thing moves with blindingly speed, faking one way, racing off in the other with the astonishing speed of a hyenna.

The men dive out of the way, terrified.

DAVID

After it -- come on!

He runs a few feet, then turns -- everyone is just staring at him.

DAVID (CONTD)

Henry -- help me! Everything depends on this!

HENRY

God help you, David. God help us all.

EXT. THE HILLS -- DAY.

ANGLE ON THEM as they race along the bloody tracks, their faces

drawn with fatigue, numbed with the psychic dislocation that comes from witnessing the birth of the unknown.

Then, just up into a granite escarpment, they find something even more strange.

HENRY

(staring)

Lord of Mercy, what's happening...?

CLOSE ON DAVID -- astonished for the first time.

IN THEIR POV -- we SEE the empty shell of a wild-looking ten year old feral child. Perfect in every detail right down to the hair. But totally empty of flesh, muscle or bone. A husk.

HENRY

It can't be -- it's the same kid -- but older -- bigger!

DAVID

I don't understand. This wasn't in the design... It's molting.

Henry turns on him, shaking.

HENRY

What have you made, man?

David doesn't know for sure, now.

DAVID

He is my son. Maybe he's got a few surprises up his sleeve too.

(grins a crooked grin)

Maybe it has its own evolutionary genius...

Movement catches their eyes. They look up to the crest line. Something dark and quick that was watching them darts over the crestline and is gone. Whatever it was, it was twice as big as the husk before them.

HENRY

I just bet the little bastard does...

The men look from David to Henry, spooked. Henry shakes his head.

HENRY (CONTD)

Whatever, I sure as hell ain't gonna be able to sleep until it's in a box. Let's go.

He and his men start climbing after David, already well above them.

EXT. THE SUMMIT -- DAY.

ANGLE ON THE HIGHEST REACHES -- as the men claw their way to the top of the ridge, leaning spread-legged into the wind, dizzy at the drop reeling away beneath their feet. They stand on a long spine of snow-spattered rock offering in its tortured recesses ten thousand hiding places.

Henry swallows his fear, turning to his men.

HENRY

Spread out.

The men, to their credit, do as they're told.

MOVING WITH DAVID. He sees something, bends and touches --

IN HIS POV -- a large, naked footprint in a patch of snow.

David straightens. Starts to call Henry. But he never gets the word out -- for a muscular, wild-eyed young man of what should be 18 years is staring at him from a rocky crevice. He thrusts his savage face right into David's, touching his cheek with an icy hand.

David leaps back with an involuntary outcry -- and the cry brings guns.

DAVID

No!

But this time it's too late -- the men fire and the creature reels round and pitches head over heels down the mountainside.

DAVID

Murdering idiots!

He turns in despair and races after his downed child.

CUT TO:

EXT. THE MOUNTAINSIDE -- DAY

CLOSE ANGLE ON THE CREATURE -- a powerful male, its golden eyes staring up at David. From the looks of David, it's as if he were shot as well.

DAVID

I'm sorry, son, I'm so sorry...

WIDEN TO REVEAL Henry and the men drawing around. David looks up at them in despair, then closes the creature's eyes.

DAVID

I'll only try again. You can't stop me.

Several of the men finger their rifles. Neither David nor Henry misses this.

HENRY

Come on, we'll get some wood and burn it.

(seeing David's look)

Unless you want to dig a grave in solid granite. One way or the other, this all stops right here.

He holds his rifle casually, but the muzzle is pointed just enough in David's direction to make the point.

David nods and moves off down mountain. Henry motions to his men to wait there and guard, then moves off after him.

EXT. THE SCRUB BRUSH -- DAY.

Henry and David gather the last of the wood, David brooding in black silence.

HENRY

I'm sorry, son. But it's not right, what you did.

DAVID

What's necessary isn't always what's right.

Henry gives him a long look.

HENRY

That kind of thinking's what got the world in the mess it's in, you know that?

EXT. THE PLACE WHERE THE BODY LAY -- DAY.

ANGLE ON THE TWO AS THEY STRUGGLE BACK. Then they both stop, dropping their wood.

REVERSE IN THEIR POVS. Every single one of Henry's men is dead, torn limb from limb. And the young Creature/man is nowhere to be seen.

Henry sinks to his knees with a soft moan.

HENRY

Well it's the shitstorm now...

David turns and looks off into the endless reaches of the mountains. CLOSE ON HIM as he croons to his Creature as if it stood before him.

DAVID

They tried to kill you. That made them evil. I understand. You're starting your work.

Henry looks up from his slain men, shaken.

HENRY

You're insane, you know that?

DAVID

The times call for it.  
(straightening)  
Help me find him. He needs protection.

Henry explodes.

HENRY

That thing needs protection like Atilla the Hun needs assertiveness training, for Christsakes!

DAVID

Then to hell with you!

He wheels away and plunges down the mountain side. Henry calls after --

HENRY (CONTD)

I'd be safer in hell!  
(2nd thought)  
You better watch your ass -- Mars'll have patrols everywhere!

But David keeps going; Henry shakes his head grimly.

HENRY (CONTD)

With solutions like this, who needs problems?

CE2L

EXT. HILLS -- DAY.

THE CREATURE -- padding along a trail, quick-eyed, intense. It

should be stated that though we call it a Creature, it is no monster. It is fully human in form and aspect. But it could never be called merely a man, either. It is far too feral, too powerful and alert to be called that. So we'll call it the Creature. And for some reason -- perhaps from a strange sense of whimsy or trophy, it has half-dressed itself in the uniform of one of Henry's slain men.

It pauses, sniffing the air. Something almost like a smile crosses through its eyes. A cold, metallic sort of amusement and excitement.

EXT. A TRAIL -- DAY.

David Frankenstein, exhausted and wary, picks his way along the trail, pausing to listen. He senses something. Stops.

DAVID

(quietly)

Hello?

A snap of shrubbery is the only answer. Maybe a deer or coyote. Maybe...

DAVID (CONTD)

Son?

He heads for the brushy defile. Peering in. Nothing visible.

He heads in.

EXT. ROCKS -- DAY.

David clambers into a more open area, crowded on all sides by boulders.

DAVID

I'm here. It's all right. I'm unarmed -- I won't hurt you.

Another SOUND. Closer.

DAVID (CONTD)

I want to help you. Please.

His answer is a MUFFLED SNICKER.

He wheels around. Nothing there. But he was sure he heard it. It hurts him, too; something about it was so... derisive. His face alters. Becomes more unsure.

DAVID (CONTD)

I guess maybe that sounds funny to you. Right?

VOICE (O.S.)

Hilareous!

Almost at the same split second a grizzled SOLDIER lunges out from the rocks and smashes into him, driving his rifle hard into David's body. The scientist goes gasping back into the rocks. He rolls, hits his feet -- though clearly hurt -- and lunges towards the soldier.

Then stops. Seeing --

A whole squad of heavily armed troops from Mar's Special Forces hemming him in with bayonettes and rifles. The squad leader, the man who first hit him, grins.

SQUAD LEADER

Mars will give me a week's R&R in Vegas for this.

(to his men)

Pack him up for travel.

HIGH MEDIUM CLOSE ANGLE, TELESCOPIC -- as they pinion his hands behind him and lock them in plastic cinches.

SQUAD LEADER (CONTD)

I sure as hell wouldn't want to be you when Mars gets a hold of you. You damn near broke his leg back there. Now he's gonna have to have one of yours in exchange.

(to his men)

Bring in the point man. We're out of here.

His radioman snaps out a little wrist communicator and calls.

RADIOMAN

Point come in.

No answer. The radio man cranks up the power and tries again.

RADIOMAN (CONTD)

Point. You read me?

Zip. They glance to the squad leader.

SUDDENLY WE SNAP ZOOM BACK AND UP -- putting these players far below and the CREATURE foreground, lounging over the corpse of the POINT MAN that's sprawled on this high rim of rock.

The Creature's big golden eyes blaze with intense pleasure. It

cocks its head towards the radio it's stolen, pushes the transmit button, then opens its mouth and lets out the perfect imitation of a man in mortal terror -- a long, terrified SCREEEEEECH, strangled at its end by a death rattle.

Then it tilts its head and lazily watches the men below, perfectly calm.

BACK WITH A LOW ANGLE ON THE MEN BELOW -- frozen in indecision. And not a little fear. Then there's a second CRY -- this time from their level, off in the rocks.

MUFFLED VOICE

Helllppp!

DAVID

I wouldn't go out there if I were you.  
Sounds dangerous.

The SQUAD LEADER looks around, eyeing David.

SQUAD LEADER

Shut the fuck up.  
(low, to two men)  
Stay with him.

He swallows, then waves the rest of his men into a circling formation. They drop silently through the rocky defiles into --

EXT. A CLEARING -- DAY.

The searchers enter, cautiously at first, then bolder as they find the place deserted.

SQUAD LEADER

(quietly)  
Search the rocks.

The men fan out into the rocks. Its not more than ten seconds before there's a horrendous SCREAM from one of the defiles, then utter silence.

All the other squad members run back into the clearing. Faces white. Eyes glancing back to their leader.

SOLDIER

W.. what the hell is it, anyways?

The Squad Leader goes red.

SQUAD LEADER

According to Mars it's just a goddam

(MORE)

SQUAD LEADER (CONTD)

kid -- now get the fuck in there and  
bring it out!

He grabs his rifle and literally kicks his men into the rocks.

EXT. IN THE ROCKS -- DAY.

A confined, tortured area of tunnels and passages, none of them affording a view for more than a few feet. CAMERA STAYS WITH THE SQUAD LEADER as he picks his way through one such narrow passage, his weapon ready, sweat beading his forehead. There's no sound but the occasional clatter of his men dislodging stones off to his right or left.

Alone, the man at last shows the depth of his fear.

SQUAD LEADER

(to himself)

'Kid', my ass...

EXT. ORIGINAL CLEARING -- DAY.

ANGLE WITH THE TWO MEN GUARDING DAVID -- both spooked, listening.

DAVID

(low)

He eats the people he kills, you know.

The men wheel on him.

FIRST SOLDIER

You better watch it, asshole.

DAVID

Of course if you let me go, you'd be  
his friend for life. He's like that.

The second soldier grabs David by the shirt and jams his bayonette against his throat.

SECOND SOLDIER

How'd you like to drink through your  
collar, wise guy?

But before David can answer that, the other soldier is seized by the hair and pulled straight up like a rag doll! His buddy looks up in terror --

ANGLE UP -- as the Creature wheels the first soldier around in a great screaming arc and flings him through the air as easily as an ordinary man would throw a sack of potatoes -- and in the same

move disappears himself!

EXT. ROCKY DEFILE -- DAY.

ANGLE WITH THE LEADER -- frozen in astonishment and terror as the hapless soldier sails overhead, shooting out of sight.

SQUAD LEADER

Wilson!

EXT. ORIGINAL CLEARING --DAY.

ANGLE WITH WILSON -- the surviving guard of David. He's glued to the rock wall with his eyes pivoting like an idiot at a ping pong match, too panicked to see a damn thing. David inches away.

WILSON

Get back here, you bastard!

David freezes.

SQUAD LEADER (O.S.)

Wilson -- you see him?

The man opens his mouth to speak. But before he can get a word out, a powerful hand snaps over his mouth -- an arm snakes around his chest -- and the Creature's face appears next his, grinning at David as he applies so much force on Wilson that we hear ribs breaking.

ANGLE ON DAVID -- shocked by the actuality of the savagery he's created.

DAVID

It's okay -- he's not going to --

The Creature shakes his head no -- the man's head is now purple. The Creature releases his hand from over Wilson's mouth and a horrible SCREAM flies out with a gush of scarlet.

David turns away, nearly throwing up.

The Creature flings down the corpse and stalks across to David. Approaching like a curious leopard. David straightens, realizing its coming for him. He holds perfectly still, as any man would with such a creature approaching -- but his eyes are ablaze with feeling.

DAVID (CONTD)

Yes -- easy -- yes, I am your creator.

The Creature, eyes glowing with curiosity and an almost

overwhelming intensity, reaches out and touches David's face. Pokes at his chest. Grabs his shoulder and turns him like a child, snapping the plastic bindings holding David's wrists as if they were thread. Turning David back, watching him rub his wrists, stare back at his creation.

DAVID

How... how did you learn to speak?  
It's impossible -- so quickly.

CREATURE

(miming)  
Impossible so quickly...

It grins. Its teeth are serrated. Longer canines.

DAVID

Mimicking. Of course. Everything  
you hear you pick up.

CREATURE

You think that's all it is?

The question stuns David. This is no mere parrotting. This is a cogent, self-generated question. The Creature breaks into a laugh. Then the radio of the dead Wilson crackles.

SQUAD LEADER (RADIO)

Wilson? You alive?

The Creature picks up the corpses wrist and whispers into the radio.

CREATURE

How about you?

EXT. THE ROCKY DEFILE -- DAY.

ANGLE ON THE SQUADLEADER -- crouched over his radio -- terrified. The Creature's voice continues from his receiver.

CREATURE (RADIO)

You still alive?

That does it for the last off the squad leader's cool -- he gets up and runs for it -- sprawling through the rocks --

EXT. A CLEARING -- DAY.

-- coming out into this clearing -- only to find --

ALL OF HIS OTHER MEN, stacked together in the center of the clearing, each one headless.

SQUAD LEADER

Oh shit. Oh shit oh shit oh shit.

He backs up against a boulder, punching his wrist radio --

SQUAD LEADER

Squad Leader Delta, calling Head-quarters -- requesting direct access to Mars! Repeat, requesting direct access to Mars!

The radio CRACKLES, then we hear the VOICE of MARS.

VOICE

This is Mars, Delta Leader. Did you find it yet?

The Squad Leader starts to shout something -- but never gets it out -- for something big and fast looms up behind him and grabs him by the head with both hands. There a loud CRUNCHING, then the Creature twists off the head as fast as a checkout clerk twists the stalks off a bunch of carrots.

EXT. THE TRAIL -- DAY.

David Frankenstein staggers along, searching, seeing the clearing up ahead.

He listens. Only silence. He heads for it.

EXT. THE CLEARING -- DAY.

He sees the pile of dead bodies. Every man in the squad, stacked up like cordwood.

But no sign of the Creature he created. Then he hears a sound -- the WHUP-WHUP-WHUP of the big WAR BIRD that chased him once before. He instantly ducks into the rocks, looking up to see Mars's command chopper, circling the area.

CF2M

EXT. MARS' CHOPPER -- DAY

The SCREAM over the radio has spoken eloquently for itself. For the first time since we've encountered him, Mars looks a little shaken. He looks out the open doorway at the rugged hills below, their tops not a hundred feet down. Nothing moves. He turns

back to the radio.

MARS

Hello Delta leader, come in, come in!

Silence. Just the hissing of the radio. Then one of the TROOPERS in the chopper with Mars cries out --

TROOPER

Watch it -- incoming!

Something dark and round shoots up from the hills below -- and before anyone can move -- shoots through the open door and caroms around the helicopter's interior.

ANOTHER TROOPER

Grenade!

A THIRD

Bomb!

The man dives on it, cupping his body over it. Everyone else dives for a corner and goes into a fetal ball. Nothing happens.

They look up. The pale man who decided to give his life for Mars uncurls cautiously. Then recoils.

THIRD MAN

Oh, god...

He scampers back, sickened. Mars comes over and looks. Looks at the head of his Delta Squad Leader, with its dead eyes gleaming up at him in a final death gape of horror and surprise.

Mars kicks the thing in a rage, kicks it until it rolls back out the door and down to the rocks. Then he turns away. His voice low.

MARS

Cooper never could keep his head in a tight situation.

(to the pilot)

Take me back to base 3.

(to his captains)

We'll go to Plan Clean Sweep. No more fucking around with this thing.

His men look at him, still in shock.

CAPTAIN

What the hell is it?

Mars looks off at the hills receding in the distance as the pilot

gets them the hell out of there.

MARS

It's good, that's what it is. Fast  
and smart and good. Too bad it's  
not on our side.

(to his radio operator)

Get me Big McDad.

EXT. THE MOUNTAINS -- DAY.

As the chopper veers off and disappears over the pinacles.

PAN DOWN TO REVEAL DOCTOR DAVID FRANKENSTEIN -- easing out of the  
rocks. Looking around.

DAVID

Creature?

(calling more loudly)

You still here?

His only answer is his own voice ECHOING back to him.

HIS ECHO (distant)

You still here?

Still here?

Here?

Then only the mountains raking the wind.

DISSOLVE TO:

EXT. REBEL CAMP -- NIGHT.

The camp is quiet, only a few SENTRIES visible. The moon  
illuminates the hills, dark and brooding. Jessica stands  
foreground, watching, waiting. Henry passes and pauses.

HENRY

He's dead. Or captured. Admit  
it and get some sleep.

HELEN

He's not dead. Not him.

HENRY

You mean Frankenstein isn't human?

(seeing her surprise)

It's been all over the tube for the  
last three days. So what? You think  
that makes him a superman or something?  
He's just a scientist, he can't survive  
out there.

(MORE)

HENRY (CONTD)

(turns away)

We're moving out as soon as the moon sets -- I'd advise you to rest till then.

He walks away. Jessica looks after him. Then cocks her head. A moment later one of the nearby guards straightens, lifting his weapon. And then there's a VOICE from the trees. Ragged and weary, and very recognizable.

VOICE (O.S.)

Coming in. It's me, Doctor Frank.

And he steps out of the shadows, ragged and torn by brambles. Alone.

He walks through the Sentry position with a faint wave of recognition, sees Jessica and after a moment takes the canteen she offers.

He drinks half of it in one swallow.

JESSICA

They know who you are.

Frankenstein hands her back the canteen, eyeing her.

She summons up her courage.

DAVID

What do you mean?

JESSICA (CONTD)

I mean, we all know -- you're real name. Frankenstein.

He holds her eyes, nodding as he understands.

DAVID

So Big McDad played his last card, hm?

JESSICA

I know how you must feel, but --

He wheels on her -- nailing her with those flashing eyes.

FRANKENSTEIN

(hoarse)

Don't delude yourself -- no one knows what it's like to be a Frankenstein except a Frankenstein.

He turns away, looking off at the hills.

FRANKENSTEIN (CONTD)

(low)

For five generations we've been on the brink of discovering the very secret of life -- of immortality.

He stops, wavers, and leans against the tent that shelters his laboratory, looking as if he might faint.

FRANKENSTEIN (CONTD)

But I -- I actually have it within reach -- I actually have looked it in the face -- if I can just find him -- just direct him in the right direction. McDad won't have a chance! Don't you realize that?

She looks away, frightened by his eyes.

JESSICA

It's not right. He's your own son, David. It's not right to have altered him like this -- and not right to try to use him for your own vision.

David laughs bitterly.

FRANKENSTEIN

Right? There hasn't been right or wrong for half a century. Get out of the past!

Jessica flinches at his cynicism. He softens only a little.

FRANKENSTEIN (CONTD)

In a world that could kill my and a million other gifted, decent people, where does 'good' fit in?

(he looks away)

It can't exist in the presense of such Evil -- it's just too weak.

She looks at him a long moment. Then --

JESSICA

Then what kind of do you think should we have in a world under Big McDad?

Frankenstein looks at her with those grey, piercing eyes. His voice cold as steel.

FRANKENSTEIN

A Good of ferocity. A Good of Justice.

(looks off to the hills)

And the Good of Justice exists only so

(MORE)

FRANKENSTEIN (CONTD)

long as there's someone with the will  
and the strength to enforce it.

JESSICA

You mean some thing.

(with some gentleness)

Bullshit. I believe in people. I  
believe in you. Fuck the inventions.  
Let's just get ourselves together.

She shrugs with a goony smile, then turns away self-consciously.

JESSICA (CONTD)

There's some chow inside if you want  
it.

And she goes into the lab tent.

CLOSE ON DOCTOR DAVID FRANKINSTEIN. He thinks a long moment. He  
seems altered somehow by her words. And indeed Jessica has shown  
something much deeper than the ditz interior decorator we'd  
thought we had here.

David looks towards the tent, then starts for it.

And at that very moment Mars himself smashes out of the darkness  
and slams David Frankenstein to the ground -- jamming the muzzle  
of his assault rifle into the man's face.

MARS

One word and you're dead.

He punctuates that with a savage kick to the ribs.

CF2N

INT. THE LABORATORY TENT -- NIGHT.

Jessica is with Henry -- helping in the packing of maps and  
equipment -- when Mars slips in with his men, a huge knife held  
to Frankenstein's throat.

MARS

(low, fast)

One word and he's got an extra mouth.

Jessica wheels around and freezes in place.

JESSICA

Oh god.

MARS

Uh-uh. Me, Mars. Much worse.  
 (to his sergeant)  
 Surround the camp and wait for me.

His CAPTAIN, one of the men from the helicopter, salutes smartly and starts out. Instantly Henry yells --

DAVID

Battle stations --- !

He doesn't get more out -- Mars brings his rifle butt around in a blinding move and clubs him to the ground. David races for him -- but Mars jams the bayonette of his rifle between them -- prodding him back.

MARS

Don't tempt me.  
 (indicating David and Helen  
 to his men)  
 Take care of them. I'm gonna get  
 this bozzo airlifted back to McDad.  
 I bet he can tell us a thing or two  
 about the rebels!

And he drags the semi-conscious Henry out of the tent. Mars's Aide turns back to David and Jessica, unsnapping his bayonette and moving to David.

AIDE

Shaved this morning, Doctor  
 Frankenstein?

The other men grin, ready for a show.

But just as the aide has his knife at David's throat, something big and savage SMASHES through the nearby window like a bomb -- landing on the hapless Aide and utterly destroying the man in the span of a few seconds! It's the Creature!

Before the others can so much as react to that, he launches into them -- and men, chairs, tables and weapons fly in every direction. In an incredible display of physical prowess and ferocity the Creature beats the day-lights out of them in a matter of seconds. Then the room is a silent shambles of broken bodies and shattered weaponry.

That done, the Creature turns to David. The two lock eyes -- a quick, intense connection.

CREATURE

You all right?

David grins.

DAVID

I'm fine. How are you?

The Creature blinks once, then sort of smiles and lifts Frankenstein to his feet as lightly as a feather.

CREATURE

Ready to fight.

And with that the Creature is simply out the window again, agile as a panther, leaving David and Jessica (who's appearing from behind a shattered trunk like a survivor of a bomb blast) to wonder at the incredible Creature Frankenstein has loosed on the world.

DAVID

Stay here -- and keep your head down.

He scoops up a weapon and is out the door. Jessica watches him go, looking as frightened as a schoolgirl at a bar brawl. But the moment he's out of sight, she goes through a rapid transformation. She becomes completely self-assured -- quick moving and all-business. She wheels and slaps a red switch -- sending a SIREN WAILING outside in the darkness.

Instantly we hear SHOUTS and the sounds of men's feet hitting the deck -- of weapons being grabbed. LASAR FIRE breaks out -- there are SCREAMS and the rattle of small arms. Jessica seems pleased. She grabs up a weapon, clears it expertly, jams in a fresh magazine from the floor and vaults out the window like a veteran Marine!

EXT. THE CAMP -- NIGHT

WIDER IN THE CAMP -- with Mars's Captain -- as Rebels dashing from their tents FIRING -- lighting the camp with a fireworks display of lasar slashes. The captain sees his men caught flat-fotted -- falling right and left!

CAPTAIN

Well shit!

(to his radio operator)

Get Mars!

The turns to call and takes a luminescent round right through the chest -- his whole body snapping incandescent and spinning off like a leaf. The Captain wheels around and sees Jessica standing there with a smoke lasar rifle.

JESSICA

Know any prayers?

CAPTAIN

Oh, god.

JESSICA

Good enough.

She blasts him to smithereens, wheels and darts off into the growing fray.

EXT. A NEARBY HILLTOP -- NIGHT.

WITH MARS -- as he drags the moaning Henry to his chopper -- a big smile cracking over his face.

MARS

Sounds like my boys are enjoying their job -- probably caught most of your amateurs in their sleeping sacks.

(to his pilot)

Start your engines -- I've got a prize to show Big McDad!

INT. CHOPPER -- NIGHT.

Mars shoves Henry into a corner as the chopper lifts off, laughing to his pilot.

MARS

Looks like the forth of July down there, no?

(has an afterthought)

Radio Red Leader and tell him to bring Frankenstein's head with him -- if we can't find his Creature, at least we can show McDad we got its daddy!

EXT. THE CAMP -- NIGHT.

ANGLE ON DAVID -- far from dead -- blasting Mars' men right and left as he races from one firing position to another, all the while watching in awe as his Creature outsines him --

ANGLE TO THE CREATURE -- as it proves itself an absolutely unbelievable fighter -- everywhere at once, a phantom and killer shadow. He rips rifles away, flings bodies like a madman in a doll shop. And it's not long before Mars' elite killers are running in terror.

ANGLE ON THE LAST OFFICER -- FIRING until his lasar rifle is hopelessly discharged -- then diving behind a rock -- where he finds his radioman hiding, his weapon bent in half.

CAPTAIN

Get me Mars!

RADIOMAN

He just called, sir. He, uh, wants  
the head of Frankenstein.

CAPTAIN

You tell him we were getting the living  
shit kicked out of us?!

RADIOMAN

He didn't give me a chance to talk,  
sir -- he -- !

They both duck a lasar streaking past their heads, then the  
Captain grabs his radio --

CAPTAIN (CONTD)

Delta leader calling Mars -- come  
in, Mars!

(waits, tries again)

Delta leader calling Mars --

He stops, hearing something. He wheels around. His man is  
gone. Only the Creature is there, turning back from the throw.  
It cracks its mouth in a hideous grin.

CAPTAIN

(into radio, panicking)

Mars -- Goddam it -- answer!

INT. THE CHOPPER -- NIGHT

Mars is leaning to the window, pleased with the diminishing  
blares of lasar fire. He grins at his pilot.

MARS

Things are dying down. The boys must  
have killed them all by now.

The CO-PILOT twists around in his seat --

CO-PILOT

Transmission from Red Leader, Sir.  
He --

MARS

(cutting him off)

Has say he got Frankenstein's head?

The Radioman opens and closes his mouth once or twice, then --

CO-PILOT

Well, no...

Mars jerks around, angered.

MARS

Well then what did he say?

CO-PILOT

Well, it sounded sort of like  
(mimes a piercing, horrible  
scream)  
Eeeeeyahhhhhh...

Everyone in the chooper turns to the white-faced co-pilot.

CO-PILOT (CONTD)

(swallows)

Then the radio went dead.

The Pilot looks at Mars.

MARS

Go back!

EXT. THE CAMP/BATTLEGROUND — NIGHT.

THE AFTERMATH OF BATTLE -- as David stands amidst the dead storm troopers, seeing Jessica there too. She cradles her gun and nods at him, not explaining her presense, though his astonishment begs for it. The other Rebels embrace and whack each other on the back, lit by the many fires left by lasars.

DAVID

You shouldn't be out here.

JESSICA

Where would you rather I was, in  
In the kitchen or the laundry?

Then she freezes -- they all do as the SOUND ROARS DOWN ON THEM -- and Mars' huge warship flashes out of the night sky -- guns blazzing!

DAVID

Hit the deck!

They all dive for cover as the ground erupts around them as it makes its first pass, then claws up into the sky, wheeling for a second pass. Just at that moment the Creature -- until now not glimpsed -- darts out into the open before them -- a sort of a wild-young-man Rambo -- muscled chest gleaming from his combat fatigues -- his face streaked with sweat.

He shakes his fist at the giant flying machine -- then starts firing and screeching right into the hail of cannon and lasar fire that blurs from it --

DAVID (CONTD)

Get down!

Jessica dives and grabs David before he can get himself killed, pulling them both into a trench a moment before the missiles turn the battlerfield into a firestorm.

ANGLE ON THE CREATURE -- firing until the inevitable happens -- the immense fire from Mars' chopper blowing him backwards with the force of its hits. A second later everything is obscured in dust and shrapnel as the huge chopper shatters overhead. sp CF20

INT. MARS' CHOPPER -- NIGHT.

The thing banks hard to the left, gun crew letting out yells of triumph, Mars looking back at the havoc with a warrior's delight.

MARS

We'll the big one learned his lesson --  
whoever he was.

(darker)

Now let's finish the rest off.

The pilot punches at flashing red button, then turns with a worried look.

PILOT

I have a red light, sir -- that guy  
must've gotten a shot past our shields.  
If we go back we'll auger in for sure.

Mars curses.

MARS

Alright, head back.

As the craft veers to its new course Mars turns to his radio man.

MARS (CONTD)

Get a battle report from Captain Worth.

RADIO MAN

There's no response from anyone down  
there, sir.

Mars reacts.

MARS

What do you mean there's no response?

RADIO MAN

I mean, there's no response. Not  
Captain North or anyone else.

(beat)

I think they're all gone, sir.

VOICE (O.S.)

Some general.

Mars turns to see Henry struggling up, holding his head. In a  
rage, Mars seizes the man and drags him to the open doorway. But  
no sooner does he have poor Henry halfway out the door than the  
Screen on the Chopper's control panel lights up and the face of  
Big McDad.

BIG McDAD (VIDEO)

Good evening, Mars. Did you find  
him?

Mars straightens like a kid caught with his hand in the candy  
jar.

MARS

Oh, hello sir!

BIG McDAD (VIDEO)

McDad. Please.

MARS

We captured the rebel leader, Big McDad.

BIG McDAD (VIDEO)

Henry?

Mars looks at Henry (still hanging half out the door). Henry  
nods, 'yes, that's my name.'

MARS

Yessir.

BIG McDAD (VIDEO)

Excellent -- take good care of him,  
I look forward to seeing him.

Mars eases Henry back into the chopper and drops him like a hot  
potato.

BIG McDAD (VIDEO)

And Frankenstein?

MARS

Uh, well, we are currently trying

(MORE)

MARS (CONTD)

to establish contact with our ground forces, Big MaDad, who had Frankenstein, sir, when I left them.

BIG McDAD (VIDEO)

Had? And Frankenstein's Creature?

Mars shakes his head.

MARS

No sign of him of any child, sir.  
The only unusual thing was this big  
guy who fought like a maniac.  
(smiles)

But no problem with him any more.

EXT. THE CAMP -- NIGHT.

As the smoke clears David, Jessica and the rebels have staggered up. Miraculously all have escaped injury -- but there is no sign of --

DAVID

My Creature -- where is he?

They look around, dazed, then they see a dark hulk sprawled in a shallow ravine. They race to it -- the soldiers leery, David desperate.

CLOSER ANGLE THERE --

JESSICA

Oh god...

The Creature is terribly wounded, one of his arms hanging by a tendon, the rest of his body shattered by the hits and bathed in blood. It tries to struggle up -- but David restrains it gently, shaking his head as if to a child --

DAVID

No, no -- it's over -- and we have you  
to thank for being alive. You were magnificent, son.

All the men murmur their agreement, clustering around the shattered young man. And the battered creature somehow seems to understand their gratitude, and something even more complex with David.

CREATURE

(repeating the word,  
savoring it)

Son...

David lights up.

DAVID

That's right -- you're my son! And I'm damn proud of you, too.

(to the men, fast and low)

We've got to get him to a hospital -- is there one nearby?

The men shake their heads. Then Jessica speaks up, again with her new, cool authority.

JESSICA

I know a place. It's a field hospital for the rebel forces that operate in the the Old City. It's dangerously near New City, but it's good.

David looks up at her.

DAVID

How would you know that?

JESSICA

You don't have time for a long story. The important thing is to figure out how to get him there.

One of the men steps forward at that.

REBEL

I an idea...

CF2P

INT. AN OLD HANGAR -- NIGHT.

An old CODGER leads them through darkness, holding a kerosene lantern for light.

CODGER

Watch your step, there's some cat shit around here someplace. They're pains in the ass but keep the mice out of the plane.

David leans to the Rebel.

DAVID

Plane? Where'd you find this guy?

REBEL

He's my father in law. He's okay.

The old guy hands the lantern to David and pulls a dust-laden tarp off something big. The tarp falls away and reveals a beat-up old Cessna SkyVan, full of cobwebs and dings, but --

CODGER

Flyable? You bet your ass. I start the engine once a week -- check out the cables! -- yessir. Good as new.

DAVID

I can't pay you anything.

CODGER

Just take the damn thing if it'll help fight that bastard McDad. I can't stand that goddam face of his one more day on my tube -- what the hell ever happened to Dukes of CYborg?

David tacks Jessica a little aside.

DAVID

You know how to fly one of these?

Jessica looks at him like he's crazy.

JESSICA

The thing's an antique -- I've only seen pictures of airplanes in books!

DAVID

Can't be that hard.

EXT. COASTLINE (AERIAL) -- NIGHT.

THE CESSNA FLASHES BY -- wobbling and shaking, but moving like hell, following the coastal beacons.

INT. COCKPIT -- NIGHT.

David flies -- Jessica holds on for dear life.

JESSICA

Why don't you get it up a little, for gods sakes!

David looks at her.

DAVID

I beg your pardon?

JESSICA

The airplane! Higher! We're hitting  
the goddam waves, for crying out loud.  
You're killing fish!

DAVID

Got to stay low. Unless you want  
us to have our own show on McDad's  
late-night radar.

EXT. COAST -- NIGHT.

IN JESSICA'S POV -- we see a blur of water just a few meters down  
-- an infinity more of the choppy stuff stretching off to the  
right, the dun bluffs of the rocky palisades strobing by on the  
left.

INT. COCKPIT -- NIGHT.

David glances back into the passenger area.

ANGLE BACK IN HIS POV -- the Creature sprawled out in the cargo  
area, motionless and pale.

DAVID

If he dies, it's my fault.

JESSICA

(carefully)

I wouldn't get your hopes up too high,  
David. He's hit awfully bad...

David swallows and indicates a dusty parachute.

DAVID

When we've left him at the hospital,  
I want you to take me over the New City.

Jessica bites her lip.

JESSICA

You gonna try to find Henry?

DAVID

(nods)

And kill McDad. Take the wheel a  
second.

Jessica recoils in horror -- but David's already half out of his  
seat -- and Jessica does as she's told -- shouting back as David  
climbs to his fallen Creature.

JESSICA

You've got a Messiah complex, you know that?

DAVID

Somebody's got to.

Jessica throws up her hands in exasperation.

ANGLE IN THE HOLD -- David bent over his stricken Creature, tying a bloody bandage tighter. The Creature's eyes are glazed, it's breathing shallow. David studies him with grave concern, then wipes his own hand. Then pauses, noticing...

DAVID

Strange... His blood is almost... oily.

INT. MINISTRY OF TRUTH -- NIGHT.

We're suddenly in a strange, curved chamber -- CLOSE ON MARS. The big man's face is shaken, both by uncontrollable fury, and by growing fear.

BIG McDAD (O.S.)

Do you realize what you've done?

Mars looks down, miserable.

MARS

I don't know how that could be the case, sir -- maybe it's a lie the rebels have made up to --

WIDE -- REVEALING BIG McDAD ON THE CHAMBER'S TV SCREEN -- glowering down on Mars like a furious parent.

BIG McDAD

It's no lie -- I have my ways -- the rebels killed all your men, Frankenstein is alive -- and that 'big soldier' you machine-lasared was the very Creature I commissioned you above all else to bring back alive!

Mars clears his throat, in hell.

MARS

But I thought the Creature would look like... like...

BIG McDAD

Like what? Six heads? Scales? Idiot! It doesn't look that much different than

(MORE)

BIG McDAD (CONTD)  
you on the outside!

Mars senses something, and big as he is, he's no fool.

MARS  
But on the inside..?

McDad pauses for the first time. Then smiles.

BIG McDAD  
I want him here, Mars. Now. Understand?

And with that the TV snaps out a bolt of energy that whaps into Mars like a tiny lightning bolt — knocking him right on his ass.

BIG McDAD  
Understand?

Mars struggles up.

MARS  
I understand, Big McDad.

BIG McDAD  
Good!

And with that the TV snaps black. Mars sinks back, holding his throbbing head.

MARS  
I understand.

And the look on his face says that whatever that understanding is, it is a painful one indeed.

EXT. THE COAST -- NIGHT.

David's plane rockets through the night, still blacked out.

INT. THE CESSNA -- NIGHT.

CLOSE ON DAVID — back at the controls — peering out the windows at the approaching lights of New City. Then glancing back at Jessica.

DAVID  
Are we near this hospital of yours?

JESSICA  
About five minutes up ahead. You'll have to put it down on the beach.

DAVID

And what were you really doing in  
my apartment the day my wife died?

Jessica looks at him.

JESSICA

I was assigned to try to warn your  
wife of the coming hit. I got there  
too late by about five minutes.

DAVID

Sent by who?

JESSICA

A group.

DAVID

A rebel group.

JESSICA

It's not important. Let's just say  
we go a step beyond complaining about  
Big McDad to doing something.

He shakes his head.

DAVID

I never thought you were an interior  
decorator.

JESSICA

Bull.

DAVID

You think you're so --

He stops, mid-sentence.

JESSICA

What?

DAVID

Something just poked me.

SLIGHTLY WIDER -- as David turns. Something's pressing against  
his side. Something really huge.

CLOSE ON DAVID -- seeing, reacting in shock.

REVERSE TO HIS POV -- of a huge foot! A thick, muscled arm in  
the moonlight! And then the Creature sits up into the light --  
the Creature as it is now, a gigantic shadow growing larger by  
the second -- and molting again, this time before our very eyes!

Jessica twists around, feeling the weight shift in the plane.

JESSICA

Oh, shit...

And now, gleaming in the crepuscular murk, half screened by the splitting old skin, is a glint of steel plating, and of an impassive, cold-eyed face. Eyes almost like a machine's eyes.

Jessica slams back against the instrument panel, terrified.

JESSICA

What's happening now, for godsakes?!

DAVID

He's whole again!

JESSICA

He's a hell of a lot more than whole --  
he's fucking huge -- and half machine!  
What the hell's going on!?

DAVID

I don't know.

David looks around, finds a switch -- and before Jessica can stop him -- throws it. The cabin is flooded with light and dwe see the enormous Creature emerging from its split husk of skin --

David and Jessica react at the same time -- David in astonishment at the size and nature of his creature -- steel skin plates and synthetic linkages, half tendon, half chemical elastomers more and more revealed as the old skin falls away -- and Jessica reacting to something even more immediate --

JESSICA

Put the goddam light out -- you want  
a sector rocket after us?!

But the scientist is too fascinated, frozen in wonder --

EXT. A SEASIDE CLIFF -- NIGHT.

A portable sector-rocket's control module winks on, its scoop antenna spins around -- and then the whole gun pivots so sharply it nearly throws its sleepy operator out of his harness. The man sees the plane lit up like a Christmas tree -- and slaps a trigger. There's a belch of fire and a rocket streaks off along its lasar sight straight for David's plane.

INT. THE PLANE -- NIGHT.

Jessica throws the craft into a violent dive. But it's too late --

JESSICA

Hang on!

EXT. COASTLINE (AERIAL) -- NIGHT.

The rocket takes off a wingtip with a sharp, powerful EXPLOSION and the plane spirals for the sea.

EXT. THE SEA -- NIGHT.

ANGLE AT WATERLEVEL -- as the plane ploughs into the sea in a tremendous geyser of spray and fire. It tips on end and begins sinking.

At last David and Jessica break surface -- and are instantly picked up by search lights. David looks around desperately --

DAVID

You see him?!

JESSICA

Worry about us for once, would you?  
That damn thing's probably sprouted  
gills and swum halfway to Hawaii by now!

She strikes out for the beach. David casts about frantically -- but the Creature gone.

CF20

EXT. BEACH -- NIGHT.

Several of the nearer GUARD splash into the shallows, probing with flashlights -- fighting their way through the surf and the barricades of junk cars and beached toxic waste cannisters.

Unfortunately for them, all this debris makes for good hiding, and David and Jessica are able to leap from cover and take out these first pursuers, gain their weapons and claw their way to the beach and solid footing.

CLOSE ON THEM -- both dazed and bleeding from the crash.

JESSICA

What the hell do we do now?

David looks up as a huge light tower powers on, its floodlights illuminating the beach like day and revealing several dozen TROOPERS heading towards them from a nearby guard base.

DAVID

Looks like were gonna either have to fight Mars and half his army or get the hell out of here!

They turn the opposite direction -- but only to see they're cut off by a dozen more troops!

JESSICA

Never rains but it pours, huh?

Oblivious to the overwhelming odds David drops the first guy that gets to him, and throws the second into the third with a wild Martial Arts move. But that about it -- the rest of the guard swarms over them both, and beats them to the ground.

The CAPTAIN OF THE GUARD nods in satisfaction, comparing a photograph to the man before him.

CAPTAIN

So this is the great Doctor Frankenstein, huh? You don't look so goddam smart to me.

(whips out radio)

Beach Patrol to Mars --

MARS (radio)

This is Mars -- did you get him?

CAPTAIN

We got him sir, the famous Doctor Frankenstein himself.

MARS

Screw Frankenstein -- did you get the Creature?

CAPTAIN

Creature?

On the word, something huge and murderous leaps out of the surf, moonlight gleaming off its powerful muscles and armor -- and the guard and the Captain and David and Jessica all get one flash of the new incarnation in good light -- something so shockingly huge and dangerous looking it makes Rambo look like a wimp -- and it's heading for them like a runaway freight train!

CAPTAIN (CONTD)

Holy -- !

The Creature hits him full on, sending him pinwheeling into the night, turns and cleans house with the rest of the shocked troops -- snatching weapons and heads, blasting and ripping, leaving only smoking wrecks and heaped bodies by the time --

EXT. LANDING PAD -- NIGHT

MARS CRAFT lands with a thump, Mars and several dozen of his crack TROOPS piling out --

MARS  
(into his wrist radio)  
Hello Beach Patrol! Hello Beach  
Patrol!

There's no answer from the radio, but the sounds of SCREAMS, LASARS and EXPLOSIONS from a quarter mile down the beach are more than enough to tell the story! Mars wheels to his gaping men.

MARS (CONTD)  
What're you staring at -- let's go!

EXT. THE BEACH -- NIGHT.

ANGLE ON THE CREATURE as it slams a last man down into a lifeless lump on the beach. Then it rises up and turns slowly, its great golden eyes lighting on -

DAVID. Stunned into silence by the incredible thing's size. It's fucking HUGE!

Next moment the Creature hears the SHOUTS of Mars and his men approaching. It turns with a smile and heads for huge storm drains that terminate at the beach there.

JESSICA  
Watch it -- the grating's wired!

ANGLE AT THE DRAIN AND GRATING -- despite the warning, the Creature seizes it with his powerful hands. There's a shower of blinding sparks -- but the Creature just hauls back and breaks the grating off its mountings and flings it aside as if it were paper.

Then it disappears into the darkness.

ANGLE ON DAVID AND JESSICA. A laser shot streaks past their heads --

DAVID  
It's after McDad -- it'll home right  
in on him -- and Henry will be close  
-- I know it! Come on!

Jessica takes one look at the men swarming towards them on the beach and chases David into the tunnels.

JESSICA

I was getting bored out here anyway!

INT. THE TUNNELS

WIDE SHOT ON THE DRAIN -- as Jessica and David lay down a withering line of fire back towards the entrance.

JESSICA

Which way'd he go?

DAVID

This way!

He races down the main tunnel.

CF2R

INT. LARGER PIPE -- AT AN INTERSECTION.

David and Jessica race from their tunnel into a much larger one -- and jam on the brakes -- seeing the Creature standing dead ahead with a rifle to its shoulder. Jessica shoves David back --

JESSICA

Watch it!

-- and the Creature FIRES a barrage of lasar bolts straight through where they stood. Instantly there's a SCREAM from behind --

REVERSE -- as one of Mars' storm troopers crashes into the water, his chest a mass of flames. Three more dodge into sight from around the bend and immediately start winging shots at the Creature, the bolts streaking past David and Jessica so close they can feel their eyebrows singe.

They dive into a small side tunnel as the main one lights up with a major firefight.

THE CREATURE dodges and fires with incredible speed and accuracy -- and the first wave of Mars' men are blasted right out of their boots. New men pour in, but none have seen what's happened to David and Jessica.

INT. THE SMALLER TUNNEL.

ON THE TWO -- jammed into this dank culvert, watching the fire rage past their entrance port like two-way lightning.

DAVID

He saved our lives -- you see that?

JESSICA

I'm not so sure about that -- it looked  
an awful lot like dumb luck that he  
missed us and got Mars' guys!

She holds his ears against the deafening ricochettes. David  
considers this possibility.

DAVID

Why would he want to kill me?

INT. LARGER TUNNELS.

The Creature's laser rifle blares out one volley after another --  
and then it simply quits, ejecting its energy cannister, its  
internal voice chip quacking out -- 'Replace energy pod'.

The Creature flings the weapon away and disappears into the  
darkness behind him.

REVERSE TO MARS -- venturing to stick his head out, grinning at  
the sight of the abandoned rifle.

MARS

He's unarmed -- we've got him!

INT. THE SMALLER TUNNEL.

ANGLE PAST DAVID AND JESSICA FOREGROUND -- as Mars and his  
troopers storm past the opening of this smaller tunnel, hot on  
the heels of the Creature. Within a few seconds, the last of  
them has charged by, and the tunnel falls quiet.

Jessica leans back, breathing a sigh of relief.

JESSICA

Miller time.

Instantly she's struck from her blind side by a gleaming-white  
reptile -- a long white snout bristling with teeth clamping over  
her arm --

JESSICA

Oh, shit -- hypergators!

She jerks back, pulling the frantic alligator with her, and the  
pool behind explodes with thrashing tails and snapping mouths.

David grabs the thing, pries its mouth open and flings it back  
into the pool where it's instantly consumed by its cousins in an  
explosive feeding frenzy -- a blur of white bodies, red eyes and  
lightning speed.

David grabs Jessica and runs with her back into the larger tunnel  
--

INT. THE LARGER TUNNEL.

DAVID

What the hell are hypergators?

JESSICA

Fifth generation sewer gators driven  
crazy by drugs dumped down toilets during  
Big McDad's drug raids!

She examines his arm.

JESSICA (CONTD)

Not too bad -- he got mostly shirt.  
My lucky day.

Next second a lasar bolt smacks off the wall inches from their heads. David twists and blasts the guy with a really terrific snap shot and the trooper splays backwards through the opening into the smaller chamber. Instantly there's a SCREAM followed by the SOUNDS of HISSING and a hundred clattering reptiles seizing their first good meal in weeks.

Jessica looks away, sobered.

JESSICA

Looks like Mars called in reinforcements.

DAVID

There'll be more --

No sooner said than a dozen fresh storm troopers charge out from the entrance tunnel. Jessica and David dodge around the corner where the Creature and Mar's main force disappeared.

INT. DEEPER TUNNEL

MOVING WITH THE TWO -- Desperate now, just fifty yards or so ahead of their pursuers, and not much farther back from Mars and his first strike force.

Abruptly, they encounter the beginnings of a new sort of tunnel and pull up, astonished.

CLOSER as they examine it. There's an enormous difference in the nature of this one. The concrete of the Old System blends into a new, strangely organic wall that looks... almost like the lining of an artery or intestine...

JESSICA

What the hell kind of pipe is that?

DAVID

It's the beginning of the New City's sewer system...

Jessica wipes her face, spooked.

Whatever its nature, the tunnel's entrance is barred with giant gates of electrified iron. David turns back.

DAVID

We're trapped, it seems.

He eases his weapon off safety.

JESSICA

(game)

So we'll make life a little miserable for em while we can.

They duck behind a pillaster, able now to see Mars' new men darting from one firing position to another, working themselves within range.

But just then there's a tremendous rending SCREECH of metal, a sputtering of high voltage -- then SHOUTS and SHOTS.

ANGLE BACK DOWN THE TUNNEL -- as their pursuers glance at each other. Then their leader gives a handsignal and they all peel off -- running down another tunnel towards the sounds.

JESSICA

Sounds like they've got him cornered. Mars is calling for all his firepower.

INT. A JUNCTION IN THE TUNNELS.

WIDE ANGLE -- REVEALING the desperate Creature in a full-out fight with Mars' men. It has broken through the barrier of another tunnel, and pauses only long enough to kill several pursuers -- then starts through the gap. But this time Mars races in and tackles the Creature -- and the two are locked in hand-to-hand combat!

It's just about an even match -- the two giant men struggling and rolling in the shallow water like two medieval combattants. Mars smashes his huge fist into the Creature's belly, then follows with a cross to the face. But the Creature blocks the next blow and decks Mars with a terrific uppercut -- and just like that it has the upper hand.

He hauls Mars up by the scruff of his neck and cocks his fist for a K.O. punch -- only to see David's ex-pursuers racing around a bend, rifles ready. The Creature hesitates only a moment, then flings Mars into them all and runs up a steep incline of pipe, towards a distant glow of light.

Mars struggles up, abashed and shaken, looking up the pipe at the fleeing creature, eyes haunted with a look of doom.

MARS

Looks like by McDad is about to get his wish.

No sooner does he say this than his wrist transmitter beeps and big McDad's image flashes onto the wall of the tunnel.

BIG MCDAD

And you, Mars. I want you up here too. It's time you earned your pay.

Mars looks up and swallows hard.

MARS

Right.

He wipes the blood off his face with a shaking hand. Then seeing his men watching him, he straightens and starts up the pipe. CAMERA HOLDS ON HIS MEN A MOMENT. THEN as they start up the pipe after their leader, CAMERA PANS AROUND AND ZOOMS BACK INTO THE TUNNELS, REVEALING JESSICA AND DAVID -- as they stand into view.

JESSICA

What do you think?

DAVID

I think we better get up there too.

JESSICA

I thought that's what you would think.

David has already found a pulsating pipe that also leads upwards towards light.

JESSICA

What the hell is it?

DAVID

Airpipe of some kind -- let's go.

And he ducks inside and starts climbing its corrugated, fleshy walls. Jessica sighs and follows.

CF2S

INT. VERTICAL SHAFT.

MOVING WITH THE CREATURE -- as it claws its way to the top this now nearly vertical pipe -- a living thing running with a red fluid that looks very much like bloody water. At its very top is a sort of grid of bone-like material, and through this grid pours an intense light -- a light of hope and escape.

INT. ROYAL ARENA.

ANGLE NEAR THE SURFACE -- on a floor of hard-packed, blood-drenched sand. Center Screen is the grid -- from which the Creature now bursts into blinding light.

His arrival is greeted by the ROAR of a sizeable crowd. The Creature blinks as we RAPIDLY PULL BACK, REVEALING that he's surfaced in the center of Big McDad's private arena, a bizarre, ornate enclosure seating only his most intimate syncophants and guards -- a place for his own special, perverted contests to be played out. A one-on-one combat has just finished, its two COMBATANTS having gone at it with weapons that look like futuristic can-openers. One is dead, the other holding onto life by a thread.

BIG McDAD (O.S.)

(gayly)

Fight's over! Get them out of the way -- time for the main event!

The dead and wounded are pulled away, and the exhausted Creature is surrounded by heavily armed TROOPS.

CLOSER ON THE DAZED CREATURE -- as he turns and sees Big McDad, a cheerful Caesar perched on a pedestal center stage. And the despot's weird machine-like voice is hypnotic, his frozen smile, robotic movements and cold eyes strangely terrifying.

BIG McDAD (CONTD)

Greetings, my friend. Please, relax and make yourself at home! You are our honored guest. Everything you've experienced in your short life has been arranged to bring you to this place at this preacise time. So relax. You're home. This is your appointed time.

And with that McDad languidly points to the drain in the center of the stadium. The stadium falls silent. Mars emerges. And he looks like a god who knows this is his gotterdammerung.

The audience leans forward in anticipation, 'plugged in' to their soft, plastic couch-seats, hyped on electronic enhancement of what they see, eyes glazed already by the sport gone before,

tensing as the playing field is hosed clean of blood and made ready for the Big Fight.

McDad, his voice amplified perfectly, says --

BIG McDAD (CONTD)

It's time for the ritual of power,  
my child, and of final evolution.

The audience holds its breath --

PAN UP RAPIDLY AND ZOOM IN TO REVEAL -- David and Jessica,  
watching from a grill at the end of the air-conduit feeding the  
Arena.

DAVID

(low)

It's the new Rome...

Jessica shakes his head.

JESSICA

And take another look at Nero.

David does, and reacts in astonishment.

ZOOM IN ON BIG McDAD -- until we're CLOSE enough to SEE he's  
nothing more than an autoanimatronic device.

DAVID (O.S.)

What the hell? It's nothing more than  
a computerized mouthpiece for McDad.

BACK ON THEM as Jessica nods.

JESSICA

He's too smart to appear in public.  
To many people hate his guts.

As the truth of this sinks in, David leans back, and slips! He  
grabs out to steady himself, but the slippering sides of the tube  
lend no support and he slides steadily towards the grill, and the  
grill starts to tear away.

DAVID

Shit!

Then the grill gives, and David pitches out into space.

JESSICA

David!

With a lightning move she grabs for him and catches his wrist.  
And she holds him, clawing a handhold on the slime for several

precious seconds. But slipping, slipping.

DAVID

Let go, you'll just fall too!

JESSICA

Hang on, I can get a better hold here...

She reaches, slips and both go -- SLUP -- out the opening head over heels!

INT. ROYAL ARENA.

The two intruders tumble ass-over-teakettle into a mass of pleasure cushions in the dignitaries' section. Nubile concubines and fat senators scatter like startled sheep, and the King's Guard leaps in front of Big McDad at ready arms.

David and Jessica look up, dazed and horrified.

JESSICA

You gonna make any jokes about dropping in, or anything?

DAVID

No.

JESSICA

Me neither.

They're instantly taken prisoner and dragged before Big McDad's robot. The colossal device smiles --

BIG McDAD

Take the girl to the pleasure ward.

David tries to step between, but he's driven back with a terrible rain of blows from the guards, and Jessica is spirited away.

JESSICA

David!

And then she's gone. David is dragged back to his feet, bloodied and dazed. The robot surveys him, as does everyone in the tiny stadium.

BIG McDAD

Welcome, Mr Frankenstein. I'm delighted to meet the creator of the New Centurian.

David shakes his head, trying to clear it.

DAVID

What the hell you talking about?

BIG McDAD

Just watch and learn -- if you can, David. I know you always had a hard time admitting that I knew more than you.

(spins and shouts to Mars)

Let the fight begin!

Mars instantly launches his assault, sailing into the Creature from behind and knocking him flying!

He follows up with a kick and then a stab with a blade he whips from his belt. The blade thuds home -- right into the Creature's chest!

The Creature rolls and staggers up -- catching Mars alongside the head with a panicked blow -- knocking him back enough to spend some time trying to pull out the blade.

But Mars pounces right back in like a cat, knocking the Creature over with a tremendous drop-kick -- then leaping up and kicking him hard as he can in the ribs, following up with a double-fisted blow to the back of the Creature's neck that rings like a gong.

Mars reels around, holding his shattered knuckles.

MARS

(low)

Shit, the fuckers hard as brick!

He kicks the Creature directly in the face, knocking it down -- and despite the BOOS from the crowd kicks him again -- then grabs an electric assault sword from one of the startled Stadium Guards and races in to finish it off while he can --

He raises it over his head and drives down -- But the Creature suddenly moves like lightning -- just enough to take the blow in the shoulder. The force of the blow severs the Creatures right arm at the shoulder -- sending a spray of oil spraying over Mars.

WIDE -- as the Crowd gasps.

ANGLE ON DAVID -- as he contorts in horror. It's looks now for sure that Mars is going to prevail. But the fight isn't over yet -- and what happens next no one could predict!

BACK ON THE FIGHT -- as the Creature staggers back, unhinges a small hatch on his chest and flicks a switch. The hydraulic fluid spurting from his stump quickly stops. Mars just gapes. Then the Creature stoops, picks up his arm and swings it like a

steel club, catching the astonished Mars across the head and sending him reeling into the dirt.

McDad roars with approval --

BIG McDAD

Bravo! What ingenuity! Frankenstein -- admit I'm a genius!

David looks in confusion from Big McDad to the Creature. The Creature takes his arm and jams it back into its socket. It fits right back in and instantly works as good as new!

And then the Creature is standing with his foot on the fallen Mars' throat, the captured sword ready, his eyes raised not to David, but to Big McDad for the thumbs up or down! Mars cries out --

MARS

I served you well, McDad -- please!  
I gave my blood for you!

McDAD

But blood is so cheap.

The crowd roars with laughter. And the strangest thing happens with David. Something almost like sympathy comes over his face. He calls out to his Creature.

DAVID

Let him live!

But the Creature never takes its eyes from Big McDad.

CREATURE

What is your wish, Master McDad?

Big McDad looks at David with an evil smile.

BIG McDAD

Surely you don't think it was an accident that you got the stolen fluid, do you? It was all in my plan. Everything.

His smile takes an especially evil twist as he indicates one of the dignitaries couches. David looks and reacts in shock. Henry, draped in nubile courtesans, waves back.

HENRY

C'est le guerre, David.

DAVID

Henry!

BIG McDAD

One of my best agents. Saw to it  
you were well motivated to do what  
I wanted you to.

David swallows...

DAVID

What the hell are you saying?

BIG McDAD

I mean the true mark of genius is  
knowing how to get other people to  
do your work for you. You, Franken-  
stein, were the only man who could  
create a Creature like this -- but  
I was the only man evil enough to  
know that no matter what lofty purpose  
you thought it would serve, once it  
had such power, it would be working  
for me, not for you.

David wavers, not wanted to admit it's true.

DAVID

You're lying! His whole purpose is  
to kill evil.

BIG McDAD

Was. Absolute power corrupts, etc,  
etc. Now his sole purpose is to do  
what I say. And he is no longer  
merely the Creature you thought to  
create. There was something added  
to your formula, a little job performed  
by Henry before he returned your  
precious formula to you.

David pales.

DAVID

What did you add to my formula?

BIG McDAD

Something I've been working on.  
Watch your baby!

And with that the Big McDad robot whirls and gives the thumbs  
down.

CF2T

BACK ON THE CREATURE -- getting the go ahead.

But he does not do what we expect -- not at all. He raises his sword as if to terminate Mars, all right. But then he hesitates. Freezes.

Mars smiles grimly, his voice hoarse.

MARS

I knew you couldn't do this, you son of a bitch -- even though your creator planned from the moment of your creation for you to kill me.

He shoves the Creature backwards, standing on shaking legs, shouting at it so all can hear.

MARS (CONTD)

If I'm part of your cells like Big, McDad said, then I'm as much your father as that shithhead Frankenstein is -- and if you've risen in power, so you've risen in Evil. Now I control you -- because I'm the killer, not that fat pig Big McDad!

ANGLE ON BIG McDAD -- merely amused.

BIG McDAD

My, my, such hostility.

(darker)

A sure sign of obsolescence.

CUT BACK TO DAVID, watching in confusion as his Creature wavers. And then to his horror, to everyone else's astonishment, the Creature raises his sword and plunges it into the center of its own chest!

Even Mars is caught off guard!

But that's only the beginning -- for instead of killing itself, the Creature has only raced into its final 'molt' -- and this is the most startling of all -- for what is emerging is pure machine-man, huge and steel-clad and bristling with cabled muscles and glowing solid-state intelligence. And as it unhinges and opens, powerful hydraulic grappling arms shoot out and grasp Mars in a death grip, lift him upright, then spin him around and withdraw rapidly back into the Creature's huge body, drawing the terrified Mars with them.

MARS (CONTD)

Noooooooooo!

But to no avail -- like a living Iron Maiden the Creature's body hinges back, clamping over Mars and clanging shut like some awful bear trap.

And Mars is gone.

His blood squirts from the iron pores of the New Creature, and a thing half Frankensteinian brilliance, half Martial fury and skill turns and faces his astonished, horrified creator.

ANGLE ON DAVID, appalled.

DAVID  
(barely able to speak)  
I don't understand...

BIG McDAD  
(smug)  
It's absorbed Mars, of course.  
Now he knows and feels everything  
Mars did -- and soon will know  
everything you know, too! Then he  
will be a classical man, no? Capable  
of great, intelligent evil on an  
entirely new level!

David reels around, stunned.

DAVID  
But I created it to hate Evil

McDad corrects him.

BIG McDAD  
You taught it to kill evil, David.  
And with that you planted the seeds for  
its own evil -- an evil now so pure it  
will kill anything with an evil inferior  
to its own.

(turns and gives David  
a chilling smile)  
A petty evil like your own, for instance,  
the evil of presuming you know right from  
wrong -- or of assigning something else  
the bother of doing your killing for you.  
For that he will kill you!

David turns and looks at his creation, and at the same moment the  
Creature turns its frightening visage straight to David. Its arm  
extends, finger pointed, and a great bolt of energy shoots out.

But an instant before he fires David has seen it coming -- and  
moved with that blinding speed of his, grabbing the startled  
Henry from his couch and concubines and wheeling him around as  
shield.

HENRY  
No!

But too late -- the bolt hits him dead in the chest, incinerating him, knocking David flying.

The little man is a spinning, smoking bag of bones and charred flesh by the time he and David hit the wall fifteen feet behind. David clambers up, ashen, as the Big McDad robot rises up on its hydraulic pedestal, laughing in fiendish amusement at the Creature.

BIG McDAD

I said get him -- kill your Master!  
And don't shoot him -- absorb him --  
absorb his intelligence and demolish  
his squeamish ideas of good over evil!  
It's time the machines ruled!

The Creature obeys -- starting up the stairs straight for David -- McDad laughing deafeningly. The men guarding David back away, wary of what the Creature might uncork next. David, tears of rage and grief in his eyes, turns to McDad.

DAVID

You fucker.

He wheels and seizes one of the power hoses used for cleaning blood from the stadium and turns it on McDad's robot, throwing the lever on full!

BIG McDAD

Don't you dare!

But he does dare -- and the powerful stream drenches the screaming animatronic robot head to foot. Instantly McDad's robot representative shorts out in a powerful volcano of sparks!

BIG McDAD (CONTD)

Gaaaaaffrreeeeeeppppppp!!!!

Startled sychopants dive for cover as the thing bursts into flames, and David races to a nearby wall and leaps into space.

INT. LOWER GALLERY.

By pure luck David hits an awning three stories below, flies through space again, then lands in the middle of a pit of space prisoners waiting their turn to fight in the arena above. They're horrible creatures, with elongated heads, fangs, webbed fingers, red eyes and green scales -- and David barely manages to leap to safety through the bars before the startled beasts lunge to life, infuriated to miss such a meal.

David looks up -- seeing the Creature racing down after him. Trapped, David does the only thing he can -- turns and frees the

man-like beasts, hiding behind the opened door and watching the savages race into the panicked guards crowding down the corridor, causing instant pandemonium.

David, the Creature right after him, races the other way.

INT. A CORRIDOR.

David runs as fast as he can, but the Creature is bigger and faster, and gains steadily. Everyone encountered takes one look at the oncoming Creature -- monstrous in size and utterly demonic in aspect -- and runs like hell. David uses this to his advantage, flinging terrified technicians and fat plutocrats in the path of the raging Creature.

The Creature stumbles, and once almost falls -- but his great strength and incredible agility keep him on his feet, and allow him to regain the ground.

ANGLE WITH DAVID -- as he sees his only opportunity -- a flap-like hatch in the huge cystic dome which covers this portion of the city. In an instant he's through it and out onto --

EXT. THE OUTER GRID -- NIGHT.

David hits the Outer Grid with the Creature not more than ten steps behind him. As best he can, he moves across this integument, a superstructure holding up the Inner City Dome.

WIDER -- getting a look at where we are. This thing David's on is much like an exoskeleton -- the sort of support structure found in certain contemporary marine animals. It's the first time we've seen the nature of the true city -- and David sees why -- the outer facade of the city -- pretty much a parody of a supermodern metropolis -- is nothing more than an enormous front -- very much like something on a Hollywood back lot! But behind this thing that everyone on the outside thinks is the New City stretches the real New City -- a on-linear, bionic mass of enormous structures that look like they could actually be living. The whole place seems at once alien and yet somehow strangely familiar, too.

Sort of like one's own innards.

MOVING WITH DAVID -- as he stumbles across the dizzy heights, almost falling several times. Then the VOICE of Big McDad booms after him from a huge screen on a nearby structure -- the man's face blooming out of the electronic snow, livid, laughing, derisive.

BIG McDAD

David -- did you seriously think that

(MORE)

## BIG McDAD (CONTD)

by destroying one of my cybor-fran-  
chises you'd destroy me? What  
McNonsense!

David freezes, seeing the image of Big McDad rising in huge  
projection against the reddish sky, peering down at him in  
bloated smugness.

## BIG McDAD (CONTD)

I see everything, control everything!  
I am the supreme CPU -- the Central  
Processing Unit for this whole city --  
and I am only just beginning to grow --  
soon I will have not only the New Man,  
but the New Woman, too!

And with that he smiles a particularly evil smile.

## BIG McDAD (CONTD)

Just look through there!

And it indicates one of the many huge monitor screens nearby.  
David just has to look.

And what he sees truly horrifies him -- for he sees --

## INT. JESSICA'S DETENTION CELL -- NIGHT.

As the Creature enters. Jessica retreats against a back wall,  
terrified at what she sees approaching -- the giant Creature of  
steel and plastic, eyes gleaming, burning into hers. There are  
several other women in the cell -- including a young, virginal  
innocent of perhaps 19.

The Creature heads for her, all the while keeping its eyes on  
Jessica.

## EXT. OUTER GRID -- NIGHT.

David recoils, looking around and realizing that indeed the  
Creature is no longer out there with him. We can almost see him  
thinking on his feet --

## DAVID

He was just here -- if he got to her  
that fast, she must be near --

He looks at the image on the screen more closely. CAMERA ZOOMS  
IN on a peculiar light orifice in the top of the chamber. David  
looks around desperately, and finds a nearby structure with the  
same opening! He races off for the building, risking life and  
limb with every step!

On the TV screens, INTERCUT with in-the-room footage, we see the Creature seize the young girl in a lightning-fast strike. It lifts her off the floor and presses her onto a soft couch of flesh-like plastic.

CLOSER ANGLE -- as the couch automatically pins her wrists and ankles.

WIDER -- the Creature turns to Jessica with a leer.

CREATURE

A preview.

And then it turns and looks straight up to David, (via still another screen), and repeats --

CREATURE (CONTD)

You can't stop me, either, father.  
I am the future.

And with that it goes through a transition more amazing than any we've seen -- like one of those weird Japanese 'Gobot' toys -- the ones that are half-creature, half-machine.

The Creature unfolds and transmogrifies into a wierd, machine-like array of mechanisms, gleaming pneumatic lines, plates, scales, tubes and especially cylinders -- very blatantly sexual and threatening, as if a super-two-legged computer-monster was turning machine-sex-maniac before our eyes.

It's horrible for David and Jessica to watch -- but for McDad it's a great pleasure. The Creature envelopes the girl, slipping tubes into every orifice -- ears, nose, mouth...

DAVID

Jessicaaaaaa!

McDad lovingly furnishes details via the TV monitors on the nearby buildings as David climbs towards the skylight.

BIG MCDAD

Now he's injecting her with hyper-hormonal aphrodesiacs, David. And now he's drilling into her skull and sending micro-probe electrodes deep into her pleasure centers, setting off huge orgasmic waves straight from her cortex!

And indeed the girl has become a flushed, goose-bumped, sweating, panting, moaning love-slave, driven far beyond ecstasy, until she's a psychically, physically shattered, gibbering shell of a human, dripping green fluids and sucked of all energy and thought. Then she's simply dumped by the Creature.

She has a few more cataclysmic orgasms and falls dead at Jessica's feet.

Then the Creature turns to Jessica. And a horrible, lascivious smile spreads across its slick, metallic mouth.

CREATURE

Next.

BIG McDAD (CONTD)

Too late, Frankenstein -- too late!

CF2U

EXT. THE LIGHT APERTURE -- NIGHT.

David tears his way to the skylight, desperate, pounding on it like a madman.

DAVID

Jessica!

INT. THE DETENTION CELL -- NIGHT.

The Creature freezes at the sound of David. It straightens, head scraping the ceiling, and turns, it's golden eyes burning into David's.

McDAD (TV)

That's no way to talk to your son,  
David!

DAVID

My son is dead!  
(to the Creature)

DEAD!

The Creature lets out a horrible cry and shambles forward for the skylight, murder in its eye.

David's ploy works -- the Creature claws open the light aperture seconds after David hightails it. As the Creature starts after him, we see Jessica in the background, moving for the opening.

EXT. THE OUTER GRID -- NIGHT.

WIDE -- as the Creature heads across the grid for David.

MOVING WITH DAVID -- exhausted, stumbling, barely maintaining his handholds. Soon he's trapped at the edge of a parapet falling away to the streets of the city a thousand feet below. He turns and faces his tormentor, white-faced but unbowed.

The Creature raises its sword. But an instant before it can strike, Jessica shoots up from behind and clobbers it with a piece of steel from the ruined skylight.

The Creature spins round, not really hurt but startled nonetheless -- and falls, firing wildly from its hand weapon. Bolts flash in all directions, and one severs a power cable that by freak luck snakes back at the Creature, hitting it across the upper body and exploding in a blinding explosion.

The Creature howls in rage and pain, dancing back away from the hot wire -- giving David the one moment he needs to grab Jessica's hand --

DAVID

Come on!

By the time the Creature looms up, David and the girl are running for their lives.

ANGLE AT A VENTILATION PORT -- as David and Jessica squeeze through the tiny opening. The Creature slams into it a second later, but is just too damn big to make it through.

It straightens, the sound of COMPUTER TELEGRAPHY clattering from behind its eyes.

A little hatch pops open on its shoulder, and a small advisor unit on a coaxial stalk pops up and juts to his ear, spitting out information --

ADVISOR UNIT

(computer voiced)

Location of alternate entrance is  
Vector 217, Section 14.

(leans closer, speaking louder)

Go!

The Creature shakes itself and races off, the little Advisor Unit retracting smartly into his shoulder with a clap of its hatch.

INT. CENTRAL VACUOLE / VARIOUS CORRIDORS.

David and Jessica race down one corridor after another, each more bizarre and macabre than the one before. The walls here are composed of living mechanical/humanoid forms or beings --

JESSICA

What the hell's going on here -- are  
these things sculpture or are they --

DAVID

(confirming the worst)

Alive. This must be what Big McDad's doing with the bodies -- using them to feed the cell walls of his city.

JESSICA

You saying this city is --

DAVID

Alive -- sort of -- in a half machine, half human way -- I don't know exactly how it works but it sure as hell does!

ANOTHER CORRIDOR -- and the more we move into the Central Area of this perverted city, the more the very structure of the place seems to be composed of a living tissue, indeed a strange admixture of machine and human twisted together.

ANOTHER ANGLE -- as long metallic-black arms reach out to grasp at Jessica -- the girl leaping back just in time, horrified. And the voice of McDad keeps booming out at them from on TV screen after another --

McDAD

Give yourselves up -- there's no hope unless you surrender -- I'm warning you!

JESSICA

Oh, shush!

DAVID

Let him blab -- the more scared he sounds, the more I know we're heading in the right direction!

And they run down the middle of the corridor, just out of fingertip range -- with stainless-steel eyes rolling to follow them, and a weird, clattering gibberish of electronic/humanoid voices tracking their progress.

INT. AN INTERSECTION OF HALLWAYS

David and Jessica race round a corner and into an intersection/foyer -- coming face to face with an incoming posse of humanoid POLICE and PALACE GUARDS that cuts them off.

DAVID

We'll have to bail out -- there!

He points to an open air shaft.

Instantly Big McDad's voice goes more shrill --

BIG McDAD

Don't be a fool -- stay away from  
that! Give yourselves up before it's  
too late!

Hearing that, David tears the spiny grill off the thing and looks down. Jessica gawks. The shaft drops straight down into darkness without handholds.

JESSICA

No way.

They hear a tiny sound behind them and turn.

Next instant the Creature leaps screaming out of a doorway, grabbing David and flinging him against the wall like a rag doll!

It opens its mouth wide, and its teeth -- pointed razor-sharp triangles of stainless steel, start whirring like a buzz-saw --

CLOSER -- as they suddenly protrude out on a steel shaft, like some hideous Black and Decker drill-saw! David lurches aside in desperation as the teeth rasp right through the bulkhead next to his head!

WIDER -- as David parries the next blow and drives a right into the Creature's forehead -- whap!

The only result is that David holds his hand in agony, and the Creature snarls and shoots an electrical tendril out of its nose and ZAPS David with a stunning bolt of electricity! David is knocked on his ass, and the Creature advances to get him again.

ANGLE AT THE FLOOR -- as David reacts fast. He wraps his shirt around his hand, grabs the probe, and quick-as-a-flash jams it into the Creature's face!

WIDE -- as the Creature reels backwards with a howl, sparks showering from its mouth as the drill-like appendage shorts out and retracts so fast it snaps the Creature's head backwards.

David lurches away, but the Creature pivots and snares him with a quick cast of a net-like steel mesh, tangling his legs and sending him sprawling. Next second it's looming over him, a savage grin on its steel and flesh visage, eyes flashing like LED's. And the huge steel sabre shoots out of its working arm.

But it's just that moment that Jessica runs up from behind and kicks the thing in the groin with all her strength. There's a terrible CLANG!, and the Creature bellows in pain. Jessica dances around, yelling and holding her throbbing foot -- but the

Creature has been hurt -- in fact, two large stainless-steel nuts fall out of its crotch and clatter onto the floor!

The Creature, grunting and staggering with crossed legs, is temporarily immobilized -- and needless to say, David and Jessica take this opportunity to bail out down the shaft -- closing their eyes and jumping together.

JESSICA

I don't believe we're doing thissssss!

CF2V

INT. AIRSHAFT

DAVID AND JESSICA FALL -- down, down, down, through a glistening, pink pasageway lined with cable and dripping with a viscid saiiva-like substance -- all to the sound of Big McDad's scream --

BIG McDAD

Noooooooooooooo!

INT. UPPER ENTRANCE TO AIRSHAFT -- NIGHT.

The Creature again is unable to get into the wall. It savagely kicks and rips at the steel and flesh opening, then roars down another corridor, bowling over the arriving Palace Guard like so many ten-pins -- McDad, meanwhile screaming from the TV monitors --

McDAD

Stop them -- I order you to stop them!

INT. AIRSHAFT.

But there's no stopping these two now -- they've reached a blinding velocity by the time they shoot through a curve of the pipe and out its lower opening at a near-horizontal angle -- into the --

INT. MAINFRAME CHAMBER.

They fly through the air and smack deep into a soft, pink sea of ... something. Whatever it is, the instant they hit, there's an awful cream from McDad -- and a shuddering brown-out.

EXT. NEW CITY -- NIGHT.

The whole huge, weird place falls into darkness. The only light

comes from emergency beacons -- punctuated by Big McDad's panicked VOICE booming out over the fluttering TeleScreens, his face contorted with shock.

BIG McDAD  
Intrusion in Main Frame -- Intrusion  
in Main Frame! Help meeeeeee!

INT. MAINFRAME CHAMBER.

ANGLE ON DAVID as he sits up, looks around. And a slow, awed dawning comes over his face. Jessica pops up nearby, stunned that she's still alive.

JESSICA  
Where are we? What the hell's going  
on here?

DAVID  
You'd never believe me...

Jessica stares warily.

JESSICA  
That might be true...

DAVID  
This --

He stops, listening. Jessica snaps her head up.

IN THEIR POV -- the Creature appears on a spiny catwalk high above them, murder in its eye. And right behind it come half a dozen Guards, all heavily armed.

DAVID  
Don't you see? This is no case of a  
scientist turning despot -- McDad  
is a fiction -- the damn machines  
have taken over my old mentor's  
brain!

Jessica gives him a look.

JESSICA  
You hit your head on the way down?

DAVID  
I'm serious -- duck!

The Creature has snatched one of the more deadly looking weapons from the guards and now is aiming it down on them -- instantly causing the VOICE of Big McDad to raise even higher in pitch --

fear now overwhelming its timbre altogether.

BIG McDAD

Do not fire in the area of the Main Frame! Do not fire in the area of the Main Frame!

ANGLE ON DAVID -- THEN SNAP ZOOM WIDE to REVEAL that the pink bumpy 'matress' he and Jessica are standing on is in reality a huge throbbing brain.

DAVID (CONTD)

An artificially enhanced first-rate human brain married to a city-sized computer/machine organism -- something thing like this could rule the world!

David looks back up, makes a decisioin -- and shoots the finger to his own Creature -- screaming --

DAVID (CONTD)

Fuck you, you oversized Cuisinart -- Blind as a bat -- you can't hit me!

Jessica is aghast.

JESSICA

Are you crazy!?

Instantly the Creature forgets McDad's orders and unleashes its weapon in fury -- laser bolts flashing down and cutting into the sensitive brain tissue all around David and Jessica as they run for their lives.

DAVID

It was the only way!

The ripping slashes of fire convulse the huge brain, and send the drone Guards into uncontrolled spasms. In fact the shots plunge the whole vast chamber into darkness -- and from the OFF-SCREEN ALARMS, it sounds like the whole damn city is coming apart at the seams!

PULL BACK EVEN FARTHER -- to REVEAL that the brain is connected by geometrically laid-out connectors to an even more immense printed circuit, with cables running like the tendrils of some gargantuan nervous system into the pulsating walls, floors and vaults of the huge chamber. And the whole thing is smoking and sparking now -- David has managed to effect a deathblow against the very nerve-center of this bizarrely evil city.

ANGLE WITH DAVID AND JESSICA as they slide off the edge of the huge cerebral land mass and race across the sputtering field of the bio-printed circuit. The Creature still is firing in insane

fury from above, and the lances of its lasers send great gouts of fire and smoke flying. But in fact the very darkness and chaos these shots cause allow our duo remain undetected — until, that is, they burst through a rubbery permeabilty wall and barge unexpectedly into --

INT. BREEDER CELL COMPLEX AND FEEDER CORRIDORS.

Think of a disturbed bee hive, or an anthill broken open -- that's what this place looks like. Add to that the deafening SIRENS and SCREAMS, and the display of panic is complete as David and Jessica barrel in. David grabs a weapon from one of the gyrating Guards as the Creature crashes into sight behind them.

Between the pursuer and the pursued there is a mass chaos of half-nude BREEDER GIRLS, bronzed SEX-MECHANICS, and bulge-muscled SAC-WRANGLERS desperately dragging egg sacs full of squirming hard-wired android fetuses that glow with nascent steel plating and L.E.D. eyes -- all of this mass of machine/humanity pushing and shoving for a variety of exit ports, shoving aside whole mountains of dried husks -- husks of men, women and children.

JESSICA

What is this?

DAVID

A breeding chamber -- must be where McDad's creates his politicians and bureaucrats!

McDAD (TV)

(screeching, dying)

Kill them!

THE CREATURE -- fires wildly.

REVERSE -- as a dozen egg-sacs explode in violet geysers. There are SCREAMS and ELECTRONIC SQUEALS, and the rancid smell of burned insulation.

DAVID -- fires back with deadly accuracy.

REVERSE -- as the Creature takes a direct hit mid-torso. There's a gout of orange flame and sparks, a spray of oily fluid and a cloud of acrid black smoke. Then the Creature goes down on one knee.

CLOSE ON THE CREATURE -- If looks could kill! Then in pure rage it pulls off its right foot and flips a tiny lever on its instep. Instantly a quartet of steel wheels pop out, along with two gleaming steel antennae, and a pair of stainless surgical-steel mandibles at the toe!

WIDE -- Before David can figure out what the hell it is, the deadly skate shoots across the floor at terrific speed, straight for him and Jessica. David fires desperately, but the thing darts and dodges like a mad weasel, closing fast!

DAVID

Watch it!

David and Jessica leap onto a hatching platform and the thing flashes by -- its whirring blades shredding David's cuffs!

WIDER -- David has a chance now. He takes more careful aim and fires. But the damn gun jams!

The killer skate squats down, retracts its wheels and just as quickly sprouts six spidery legs, and begins clawing its way up the side of the hatching platform.

JESSICA

Shoot the fucker!

DAVID

Gun's jammed.

JESSICA

Well whack it!

David whacks the weapon hard. It immediately and unexpectedly fires, blasting out a huge chunk of the ceiling, which falls on the ugly little critter just as it's cresting the platform. It's squashed flat!

David looks at Jessica, impressed.

DAVID

Thanks.

She just looks past him and SCREAMS bloody murder!

Next second the Creature -- a smoking, lunging hulk by now, lurches at them like a locomotive out of control! This time David goes down under the enormous weight of the thing, and Jessica is helpless to do anything about it.

Oh, she tries.

She smashes it over the head with a concrete chunk of the ceiling, but to no effect. She stomps it mercilessly. But it just bites her leg and sends her crashing. She creams it with a piece of hatching armature. The armature just breaks.

And meanwhile the Creature has pinned David and turned its eyes inward, revealing two laser ports that emit twin beams -- beams that burn into David's shirt, sending smoke curling and pain

searing through the young man's brain.

It's all Jessica can do to steady her aim and jam the squirming foot-bug she's retrieved from the rubble into the back of the monster's neck!

CLOSE ANGLE — as the bug's whirring mandibles cut deep into the tendons and steel there, and the great head flops back with a cry of surprised rage and agony. The monster lurches up -- its head scraping the gleaming ceiling -- then timbers over -- falling hard into the smoking slime.

WIDE as David pulls himself free. Jessica throws the foot-bug against a far wall -- and the two embrace as we FREEZE and

ROLL END CREDITS

ALTERNATIVE  
ENDING

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CLOSE ANGLE -- as the bug's whirring mandibles cut deep into the tendons and steel there, and the great head flops back with a cry of surprised rage and agony.

WIDE as David pulls himself free. Jessica throws the foot-bug against a far wall -- then the two lurch across the smoking vacule and out through an escape aperture onto a gantry.

Jessica beats away several panickhead breeder girls, David blasts one last guard, and next second the two are inside the gantry's life pod.

CF2W

INT. LIFE POD -- NIGHT.

JESSICA

What is this?

DAVID

Standard escape pod. I designed something similar at Harvard. Close that airlock, would you?

He tries a few levers and buttons as Jessica slams the airlock home -- and next thing we know, the magnetic-inertial engine HUMS UP and the small craft starts to move.

JESSICA

You think we'll know each other after?  
I mean, if we get away?

DAVID

I don't know. I'm not god, I'm a man.  
(beat)  
But if I have anything to do with it,  
we will.

Something sparks in her eyes. Something warm and really nice. But just then -- the pod is rocked by a jolt -- and the demented face of the Creature looms down over the windshield! David throws the craft into full throttle --

EXT. THE ESCAPE PORT -- NIGHT.

The escape pod blasts into the night. All around, the city is disintegrating in explosions and convulsions that collapse whole

sections of its structures.

INT. THE POD — NIGHT.

David throws the craft's controls with a hard maneuver and —

EXT. OVER THE CITY — NIGHT.

The pod snaps into an inverted roll, hanging the Creature off by its fingertips! It clings there for dear life, howling into the night, craning its damaged neck around — seeing a gantry, coming up fast!

INT. ESCAPE POD — NIGHT.

David aims the craft right for the gantry.

DAVID

Hang on.

EXT. THE CRAFT ABOVE THE CITY — NIGHT.

The craft misses the steel superstructure by inches -- smashing the Creature right into it with a bone-shattering SPLAT! — a tremendous impact that sends the Creature spinning off into the exploding reaches of New City's outskirts.

Unfortunately, the impact is also proves too much for the stability of the escape craft as well — the thing skews off in a steep spiral that sends it straight for Old Venice Beach.

DAVID

Hang on tight!

EXT. VENICE BEACH — NIGHT.

The craft strikes the beach, caroms off a burnt-out life-guard post, bounces off the carcass of a dead whale and comes to a stop at water's edge.

ANGLE AT WATER LEVEL — as David and Jessica, battered but intact, crawl out.

David stands shakily and looks back to the New City just as it erupts in a great volcano of fire, its central dome collapsing inward with a muffled explosion.

And then a single, rocket-like object arcs up out of the flames. David watches it (it's hard not to — its sort of like a giant Roman Candle...)

JESSICA  
Look at that -- just like 4th of July!

DAVID  
Yeah. Kinda nice, actually...

She moves closer to him, putting her arm around his waist.

JESSICA  
Yeah, kinda pretty...

They watch it turn...

DAVID  
Except... it's starting to head this way..

And indeed, the fiery object is altering its course, and is now heading straight for them!

We ZOOM IN ON IT -- and see the hideous face of the Creature, battered and burned -- and yet still horribly awesome -- the whole hulk heading at them like an ICBM --

David is frozen for just one second -- then he turns and wrenches the long spear-like pitot tube off the nose of the shattered escape craft, pivots, gauges the point of impact, and jams the thing into the sand, pointed its free end right at the closing Creature!

SNAP ZOOM TO THE CREATURE'S HORRIFIED FACE.

REVERSE TO DAVID AND JESSICA -- diving into the surf.

WIDE -- as next instant the Creature impacts the spear dead center, driving it in one horrible milisecond straight through its body from nose to heel. A split-second later it explodes in a huge fireball that lights the beach for miles.

ANGLE ON THE WATER -- as the light finally fades and the last fragment of David's Creature splashes into watery oblivion.

CLOSER -- as David surfaces, dazed but okay. He looks around, and sees... nothing. Nothing except empty beach and water and the smoking crater that once was his dream.

DAVID  
(calling softly)  
Jessica?

No answer. He calls again, louder --

DAVID (CONTD)

JESSICA!

-- and he tears at the water.

But nothing.

David sags. Then he turns, and instantly leaps back in horror as the ravaged face of the Creature thrusts into his own! He sprawls back, splashing in panic onto the sand, stumbling and landing on his rear.

Then he hears the laughter. Soft and feminine.

JESSICA (O.S.)

Sorry, I just couldn't resist...

And Jessica drops the fragment of the Creature's face into the sand. Nothing more than a broken piece of machinery now.

She comes to him, reaching out her hand. He reaches for hers. As they touch, we PAN TO THE FRAGMENT OF THE CREATURE'S FACE, just lying there in the sand, the moonlight washing its metallic planes.

As it silently opens one eye...