

METRO-GOLDWYN-MAYER PICTURES

SPECIES

**For Educational
Purposes Only**

PROLOGUE

On November 15, 1974, the world's largest Radio Telescope at the Arecibo Observatory in Puerto Rico transmitted a brief message destined for the fringes of the galaxy telling of the existence and nature of human life.

The message:

- 1) A 1679-bit picture portraying a counting scheme
- 2) A description of fundamental terrestrial biochemistry including five biologically significant atoms: Hydrogen, Carbon, Oxygen, Nitrogen, and Phosphorous
- 3) A schematic of the DNA double helix
- 4) A representation of a human being including dimensions
- 5) A depiction of the solar system showing that human beings inhabit the third planet
- 6) A schematic representation of the Arecibo Observatory and a description of its dimensions

FADE IN:

EARTH ORBIT

The silent expanse of space.

CAMERA PANS

The Hubble space telescope comes into view. Behind it, the earth, a shining blue sphere streaked with white clouds.

Suddenly, the telescope's gyros rotate the long cylinder toward a distant spot...and lock in...as the great apparatus sweeps by -- CRACKLING SOUND...

EXT. PUERTO RICO - DAY

The great radio telescopes at Arecibo. The tracking arm moves to focus in on something. The two twenty foot carriage houses move in opposite directions creating a symmetrical balance.

As the mechanism comes to rest -- the CRACKLING SOUND again.

INT. SETI FACILITY - DAY

In a trailer just off the big dishes, a grad STUDENT sits sipping a Cup-O-Soup.

The giant computers humming, reading out data. Suddenly, a flashing red light blinks on.

The graduate student puts down his soup and goes to check data sheets (this happens about once every three days)...he glances at the computer screen and hits a key to get a hard copy. The printer jumps into activity spilling out reams of information. The grad student's face goes dead serious. He looks at a sheet and a cold chill runs through him. Just audible: "Holy shit!"

INT. SETI HEADQUARTERS - NIGHT

Dark. Only orange monitor glow.

Eighteen FACES watch a computer screen as it flashes information. Everyone's expression: "Holy shit!"

EXT. LANGLEY, CIA HEADQUARTERS VIRGINIA - DAY

An aerial shot of the CIA.

INT. CIA, LANGLEY - NO SENSE OF DAY OR NIGHT

In a top security room, a dozen CRYPTOGRAPHERS click away at terminals. All working to decode the message.

PULL IN on one...he taps in a solution. Suddenly the screen twirls with a sequence of abstract colored shapes.

The guy's eyes go wide. "Holy shit!"

INT. LAB - DAY

EIGHTEEN MONTHS LATER

GREEN EYES blink open. They belong to the face of a ten-year-old girl, SIL.

WIDE SHOT

We watch her rise from her bed, inside some kind of glass enclosure.

PULL BACK to show the transparent room is in a lab. Between us and her, SCIENTISTS in lab coats move back and forth.

On the other side of the glass, Sil looks around her. She wears only a hospital gown. TECHNICIANS pass through the f.g.

It is all cold, impersonal. She is caged, a human animal in a zoo.

Sil tries to catch the eye of the youngest TECH, the one with sandy hair -- he guiltily avoids her gaze. She taps the glass lightly. He doesn't respond.

Something is happening. The technicians avoid her eyes - only furtive looks.

She glances up to the control booth - intense faces stare coldly down at her.

She turns to the lab door. Two MEN enter...
CLOSE on a canister that reads "CYANIDE". Two more

canisters are carried in...screwed into nozzles that feed through the glass into Sil's enclosure. Most of the technicians leave.

Sil watches...rising fear.

Technician gives a quick look to the glass booth overhead...a nod from above (FITCH)...and the technician opens the valves on the canisters...a thick white gas starts to fill the enclosure.

Sil's panicked eyes. She holds her breath against the rushing gas.

Technicians and guards watch as the enclosure fills with white fog. It's over.

CRACK!!!!...Sil's fist punches a hole through the thick glass. Stunned reaction!...CRACK!...Her foot kicks out more!

Guards and technicians panic as cyanide is released into the room. Closest one keels over dead...others turn to run, drop within yards! Writhe on the floor.

Sil has broken through and is climbing out of the hole in the glass..

Still holding her breath, she dashes through the lab.

INT. CORRIDOR - CONTINUOUS

Full run. ALARMS sounding!

END OF THE HALL

A guard comes through the fire door. Sil shows amazing strength -- shoves him backward. He goes flying. Hits hard. We hear his neck SNAP! Drops limp.

EXT. LAB - NIGHT

Sil comes into the NIGHT. Sparkling, beautiful. She faces a high security fence. She scrambles up and over it with amazing agility. There is nothing beyond the fence but desert scrub.

She looks up at the starry night. Breathes the clear air of freedom. She runs! She is amazingly swift.

BEHIND HER

Building is going off with deafening ALARMS. LIGHTS are slamming on. Exits spill with LIGHT as teams of guards rush out.

EXT. DESERT - NIGHT

WITH SIL - HER POV. She races through the scrub. Behind her MOVING LIGHTS.

She is far from them. HELICOPTERS rise from around the building. Their blinding LIGHTS already searching.

Sil running...sky is filled with WHIR of copter blades various distances.

PILOT'S POV - MOVING LOW AND FAST OVER THE SCRUB

Gets a bead on something moving through the brush. He opens up with HEAVY FIRE -- a rabbit darts out from a bush and is pulverized.

SOMEWHERE ELSE -- Sil keeps running...

Suddenly a ROARING LIGHT comes right at her. She is paralyzed in its beam. It thunders forward --

BLARE of a TRAIN AIR HORN --

She looks at her feet -- metal rails. She leaps backward off the tracks as the train RUMBLES past.

In the gap between the cars, we see she is no longer there.

As the train carries her away, searching lights of the guards are still a long way off in the desert night.

INT. LAB - NIGHT

PANIC and HYSTERIA. In the observation booth, BOB FITCH, head of the project, is huddled over the phone his hand to her ear, blocking out the CHAOS around him. His eyes are set with tension.

FITCH

Get me the director of the
National Security Council...
Sir, this is Robert Fitch,
Visitor Base One. You asked
to be kept in the loop on all
pertinent developments. We
have a serious emergency on
our hands.

FADE OUT:

NIGHTMARE 1

...the barest ripple of light...as if through dark
water... We're descending, rotating slowly...in a thick
golden fluid...

From the CAMERA POV -- Sound of BREATHING...heavy...
strange... Ahead a faint LIGHT waves in the darkness...

It becomes a pumping mass of transparent jelly
illuminated by rills of undulating bio-lights. A tiny
creature drifts close and touches its hanging tentacles
-- sudden SPARKING and CRACKLING and the small creature
is fried. With one wave, the jelly consumes it.

Suddenly BREATHING ACCELERATES...

From below -- something prehistoric coming at us --
picking up speed -- an arrow-shaped creature darts
toward us --

Over the panicked breathing -- the EXAGGERATED WHOOSH
of its charge. It opens its mouth to reveal hundreds
of needle sharp teeth.

A pair of GREEN EYES start open!

INT. BOX CAR - NIGHT

Sil, lies in the straw of a boxcar.

She is flush, damp with sweat, still breathing hard
from her NIGHTMARE. Suddenly something is moving
toward her in the straw. The WHOOSH of movement! A
dark shape coming at her.

Her startled green eyes.

The grizzled face of a Hobo, lunging at her.

IN SLOW MOTION -- his teeth -- gold fillings flash in the dark. WHAP!...Something hits him hard in the chest. His body snaps straight -- He's HIT again -- with a CRUNCH he's twisted until his torso faces one way, his feet another -- he drops back down.

Sil sits there in shock recovering. She notices something. Her eyes sharpen, pupils contract.

A fast food container -- half-eaten hamburger inside gives off throws up PASTEL COLORED FUMES. She's very hungry.

She reaches out for it.

EXT. OPEN LANDSCAPE - NIGHT

Train barrels through the night.

INT. BOXCAR - LATER

Slow drip of blood into a dark puddle. Hobo's twisted body lies slumped in the straw...sitting next to him. Sil calmly eats his food.

EXT. DESERT - DAWN

Red sun rises. Helicopters and search parties spread across the landscape...No sign of Sil...

EXT. RAILROAD TRACKS - DAY

Fitch looks up and down the tracks. Lab building can be seen in very far distance. Helicopters still scouring terrain. Fitch looks at rails, shakes his head, a grim expression on his face. Two AIDES stand with him.

FITCH

It was the only train?

AIDE #1

(nods "yes")

Think she could have gotten this far in seven minutes?

Is she that fast?

FITCH
She's that fast.

EXT. SWITCHING YARD - NEAR SALT LAKE CITY - DAY

Sil, now dressed in the hobo's clothes, hops down from boxcar, heads toward station.

INT. RAILROAD STATION (OGDEN, UTAH) - DAY

This is an average small town stop.

Sil stands in the entrance, looks around fascinated at everything....

INSIDE STATION

Hamburger stand. SIZZLE. FRY COOK scrapes the grill... Her eyes sharpen...

SIL'S POV: A cloud of PURPLE STEAM rises off the searing metal... PINK FUMES drift up from a hot dog passed over the counter.

She is very hungry.

INT. STATION SNACK SHOP - DAY

SIL'S HAND takes a dozen packets of beef jerky and six of cookies down from the rack.

She moves frightened, unsure, toward the front of the store...around an aisle and -- is suddenly eye to eye with a BOY her own age...they look at each other a moment...She is stunned -- she has never seen another child before. He stares at her oversized, dirty clothes.

The boy goes to his MOTHER at the cash register. MAN ahead of them pays with cash. Sil watches.

Mother leans down and kisses the top of her beloved son's head.

Sil watches fascinated...

Mother hands credit card over counter. It's processed -- ZIP-ZAP.

Mother hands boy his candy bar...Sil sees what it means to be loved and cared for. She already knows what not being loved means.

Sil and boy watch each other as mother pets boys head and he munches the chocolate.

Pair leave the store and Sil realizes clerk is extending hand toward her for money.

CLERK

You going to buy those --?

She doesn't know what to do.

Suddenly a noisy bunch of teen-agers come in, distracting the store keeper -- Sil drops the packets and runs out the door.

EXT. PLATFORM - DAY

Sil watches the boy and his mother board the train. Each carries a suitcase. PORTER helps them on.

ATTENDANT is loading suitcases in compartment on bottom of car. When his back is turned, Sil walks by, scoops up bag, and keeps on walking.

Sil carries her stolen luggage onto the train. The porter helps her.

INT. TRAIN - DAY

Sil watches the boy and his mother go into a sleeping compartment. She slips in the one nearest her.

INT. SLEEPING COMPARTMENT - DAY

Sil looks around. Two facing seats, pull down bunk. Separate tiny bathroom with toilet and shower.

She opens the suitcase. Inside -- a little portable TV. She flips it on. Surprised when it LIGHTS UP. She likes it. Flips it off, on again. Sil dumps the clothes out of the case.

Loud speaker announcement comes on.

ANNOUNCER (V.O)
Dining car will be closed until
Las Vegas. All new passengers
please have your tickets ready.

INT. TRAIN CORRIDOR - DAY

Sil, dressed in clothes from suitcase, looks weird.
She carries the empty suitcase down the aisle.

INT. DINING CAR - DAY

Sil, suitcase in hand, comes into the dining car.
Nobody there.

She goes behind the snack bar. Yanks hard. Drawer
SPLINTERS open. Money inside. She takes it.

FOOD STORAGE AREA

Sil pulls open the refrigerator door and starts
stuffing empty suitcase with milk, box of raw hamburger
patties, bags of frozen French fries, box drinks,
pudding containers. Conductor comes through dining
car. She hides as he passes.

INT. TRAIN CORRIDOR - DAY

Sil struggles with the overloaded suitcase.

Conductor comes up behind her fast, lurching with
action of train -- roughly grabs the handle of
suitcase.

Sil turns to him, frozen with fear.

CONDUCTOR
Let me help you with that.

Sil recovers, smiles amicably, lets him carry it for
her.

EXT. DESERT - DAY

Train roars past.

INT. SIL'S SLEEPING COMPARTMENT - DAY

FEMALE CONDUCTOR knocks, Sil opens door.

FEMALE CONDUCTOR
Ticket.

Sil offers her money she took out of cash drawer in dining car.

FEMALE CONDUCTOR
You're twelve?

Sil nods.

FEMALE CONDUCTOR
Someone going to meet you in Los Angeles?

Sil nods. Conductor smiles, winks.

FEMALE CONDUCTOR
We'll say you're eleven. That way you only have to pay half fare.

EXT. RAILROAD SIDING - DAY

Wooden door of a railroad car slides back to reveal the grotesquely twisted body of the hobo.

Fitch and TWO AIDES stand outside the car looking in. All solemn-faced.

AIDE #1
Our little girl did this?

FITCH
She's not a little girl. DNA typing of material under the hobo's fingernails proves it was her.

Aide #2 nods.

AIDE #1
She could be anywhere. Chicago, Las Vegas, Los Angeles. Anywhere.

AIDE #2
We should stop all the trains.

FITCH

And have Amtrak and local police asking a million questions we can't answer.

(he shakes his head

"no way")

We'll put key personnel at every stop along these lines. I want a team to track her... hunt her down.

Aide #1 shakes his head.

AIDE #1

What have we done?!

Fitch looks out at endless plains. What have they done?...

EXT. TRAIN - NIGHT

MOVING with train as it curves across open country. Metal and glass glint in the darkness.

PULL IN on sleeper car window that FLICKERS with shifting light of TV.

Disembodied voice of TV:

WOMAN'S VOICE (V.O)

You came all the way up here to get a cup of my wonderful coffee.

It's one of those coffee commercials, heavy with sexual subtext. CAMERA MOVES toward window...

MAN'S VOICE (V.O)

Does that sound unlikely?

WOMAN'S VOICE (V.O)

Not entirely.

INT. SLEEPER CAR - NIGHT

Dark except for the TV. CAMERA EXPLORES... floor... empty milk containers, residue dripping into rug... empty frozen French fry bags...

MAN'S VOICE (V.O)

What else would I want?

WOMAN'S VOICE (V.O.)

(archly)

I really can't imagine.

CAMERA MOVES...up chair... There, in the eerie light of the TV, the twelve year old SIL puts a raw hamburger patty in her mouth as her eyes take in every bit of the flickering image. On TV an ad for Best Western Motels "When you're tired and need a room for the night - check in." Sil's face is heavy with twenty pounds of extra weight.

CAMERA CONTINUES its journey...Down the other side of the chair...across the floor...dozens of empty pudding containers...empty box drinks dribbling final drops from their straws...

ON THE TV. Sudden burst of energy. Blondes -- brunettes -- redheads -- one after the other -- shaking their hair.

EXCITED VOICE (V.O.)

CURLS -- GIRLS!!!

REVERSE. Light FLICKERS across the bloated face and watching eyes of the young Sil...

EXT. HARVARD UNIVERSITY - DAY

The expansive grounds of the prestigious college...

INT. LARGE LECTURE HALL - DAY

DR. STEPHAN ARDEN, in his early 30's, brilliant lecturer in comparative anthropology, gives a slide demonstration to a packed auditorium of STUDENTS.

ARDEN

Next slide, please. This is in the highland of New Guinea. That's me in the middle.

SLIDE: Three nearly nude warriors, the smiling one in the center is Dr. Arden.

Arden has a laser pointer. He smiles to the adoring girls in the front row.

ARDEN

Those things worn around
the waist are penis guards,
the women fashion them for
their men to protect their...

(played to the girls)

Well, we all know what they
protect.

Doodles the pointer on the screen, drawing undue
attention to his own penis protector. Titters from the
auditorium.

ARDEN

The women of this particular
tribe participate in the cult
of the male member. Not
politically correct, but
then who is?

At that moment, some MEN IN SUITS and a COLLEAGUE of
the professor's come in. The lights are abruptly
turned on. The colleague introduces the men in suits
to Arden, who nods while the students buzz in
confusion. Arden exits with the two men in suits.

COLLEAGUE

That will be all for today's
lecture - Dr. Arden has
been called away on important
business.

EXT. RIVER - DAY

ROAR OF WATER...A raft full of red life-vested WOMEN
takes a stomach-dropping plunge. SHRIEKS! Raft shoots
through a set of rapids.

YELLS and HOWLS of delight from the exhilarated women.

OVERHEAD a helicopter banks along the twisting river,
spots the raft, and swoops in.

ON THE RIVER

The river rafters hold their breaths as they cascade
through another set of rapids, bumping into the rock
walls in the churning water. As they spin around and
get their bearings, the water around them is whipped
up. Everyone looks up to the hovering helicopter --

HELICOPTER
LOUDSPEAKER

If Professor Laura Baker is on
that raft, please raise your hands.

Everybody turns to a beautiful redhead at the tiller.

LAURA BAKER is stunned: what could anyone want with
her out here? She raises both her arms.

INT. PSYCHIATRIST OFFICE - DAY

An awkward young man in his early twenties, DAN
SMITHSON, lays on the couch. A bearded analyst, DR.
ROTH, sits behind him.

ROTH

Are they still teasing you?

There is a knock on the door.

ROTH

I won't answer that. Whoever
it is can come back at the
end of the hour...this teasing
makes others feel better -- if
someone else is less, it makes
them feel more.

The KNOCKING gets louder. Dan's somewhat distracted.

DAN

They know I won't fight back.

A voice from the other side of the door.

VOICE (O.S.)

Dr., please open the door
immediately. We need to talk
with your patient, Dan Smithson.

Roth frowns, opens the door to a MAN who flashes
government credentials.

MAN

Sorry we have to interrupt.

The man comes in with two other GUYS in suits and dark
glasses. The man looks to Dan, who recognizes him.

MAN

Dan, sorry to barge in on you
like this, we need your help.

Dan smiles deeply, glad to be needed.

INT. FANELLI'S - NIGHT

A tough downtown New York bar -- Irish, sports oriented. There are a few GUYS drinking. A TV plays the Mets and Dodgers.

At the end of the bar is CAPTAIN PRESS FARLEY, riveted on the game. The bartender, LEO, comes by his glass.

LEO

Same again?

PRESS

Same again.

Leo pours him a beer. The batter swings for the Dodgers and hits into a double-play.

PRESS

They're dead.

The leader of the group that picked up Dan enters the bar. His two dark-jacketed, dark-glasses-wearing assistants trail him.

Press sees them come in. He gets up from his seat and shuffles a little drunkenly into the bathroom.

INT. BATHROOM - NIGHT

Press waits in a stall, listening. He pulls out a gun.

The two assistants walk in. No sign of anyone at the urinals. Suddenly the bathroom stall explodes open and Press is all over them.

INT./EXT. BAR/ALLEY - NIGHT

The leader heads toward the men's room, but the men's room door opens unexpectedly and Press comes flying out at him, grabbing him by the neck and pulling him through an adjoining door into an alley.

PRESS
Looking for your goons?

EXT. ALLEY - NIGHT

Press throws the leader of the group up against the wall and puts one of the goon's revolvers to the leader's ear.

PRESS
Who are you? I'll kill you quick.

LEADER
(grinning)
Fitch sent me.

Press almost laughs, eases up.

PRESS
Fitch wants me?...His tit must be in a wringer!

CUT TO:

NIGHTMARE 2

A few people are standing at a station, waiting for the train. They all look like Little Sils. The train shoots out of the smoke-spewing tunnel. The locomotive is decorated with five skulls -- lined up one behind the other, forming the propulsion unit. Crab-like arms shoot out of it and gather up all the Little Sils trying to run away. Once they are caught they are hurled through the air into a container located behind the skulls. A red mass oozes through the teeth, which chew in rhythm with the moving piston rods. Huffing and hissing, the train turns its evil eyes towards the side of the platform (looks into CAMERA).

The train begins to move. The connection of one element with another resembles an accordion or a pair of bellows -- first it stretches out, then the second element shoots forward, and thus it continues down the line. Once the five caterpillar parts are moving, the train disappears into a tunnel very rapidly. The eyes in the skulls turn around before completely disappearing and cast one last glance into the camera.

GREEN EYES OPEN!

CUT TO:

INT. SIL'S COMPARTMENT - NIGHT

Pull back to show Sil slumped in chair of her sleeping compartment.

She feels something crawling under her skin. She looks at her hands...something moving...like worms crawling just below the surface...

Sil's horrified face...what is happening to her?...

She stumbles to the bathroom door...opens it and staggers in --

INT. BATHROOM - NIGHT

IN THE MIRROR - HARSH FLUORESCENT LIGHT

Her face is now writhing in motion...skin is alive with activity...

She's terrified, panicked... she rips at one of the moving bumps on her cheek... a worm-like creature forces its way out of the scratch...followed by another...from other places on her face worms break their way through her skin ... more and more...from her hands...arms...legs...through her clothing...

She starts to cry, shakes with fear -- what's happening?!

Worms are long now, still coming out, reaching around...She is frightened, sobbing.

The first ones writhe up toward the ceiling, attach themselves, bore in...more follow them up...

Sil's eyes express her terror and helplessness as she is hoisted up off her feet...hangs there, crying, as worms weave around her... She disappears from view as they spin a web that covers her...the strands quickly meld, dry, and glisten with a glass-like sheen.

Finally, the completed chrysalis hangs still and silent in the tiny bathroom. Its speckled surface matches exactly the mottled formica of the wall behind it.
(Camouflage)

EXT. DESERT RESEARCH CENTER - NIGHT

A concrete building in the middle of the southwestern desert -- causeways, cylinders, gray glass, totally modern -- implying totally modern activities within. An army helicopter sets down. Press comes out of the helicopter.

INT. LOUNGE - NIGHT

Press, Laura, Arden, and Dan are seated, waiting.

SHOTS of eye contact. Dan waits nervously. Arden appraises Laura, favorably. Press checks out Arden checking out Laura. Laura gives them a curt smile, that says "Boys, I know what you're thinking".

Dan decides he should break the ice.

DAN

I'm Dan Smithson. I don't know why I'm here, but they say they needed me, that it was very important.

ARDEN

What do you do, Dan?

DAN

I'm an empath. Sometimes they get me to show me awful things people have done. And I try to tell them why.

PRESS

What qualifies you for that?

DAN

I feel things deeply. They say I have direct access to my emotions.

PRESS

What am I feeling?

DAN

You're like the rest of us... Curious.

ARDEN
(addressed almost
exclusively to Laura)
Stephan Arden, Harvard Anthropology
Department. Expert in cross
cultural behavior.

Laura leans over to Arden with a sweet smile.

LAURA
Laura Baker. Molecular biologist.
Why do you think they called
us here?

Press, slumped in a chair, speaks out of the corner of
his mouth.

PRESS
If I'm here, the excrement
has definitely hit the fan.
Preston Farley. U.S. Army.

ARDEN
What do you do for the army,
Mr. Farley?

PRESS
Something nobody likes to talk
about.

INT. SLEEPING COMPARTMENT - NIGHT

Empty wrappers and milk cartons litter the floor.
Roaches crawl over the remains. All this barely
illuminated by light of little TV.

KNOCK on the compartment door.

FEMALE CONDUCTOR (V.O.)
You in there, honey? Little
late for TV.

Everything dead still...sound of door opening...
Door starts to open and roaches scatter. Whole room
breaks into a dash.

Conductor comes in, winces at the mess. Shakes her
head.

FEMALE CONDUCTOR
You here, honey?

She looks at the partially open bathroom door...
Tilts her head around to see if anyone's inside...moves
closer... Pushes door back.

As she does, shadow of the door moves along chrysalis,
the mottled surface behind is brightened by the light.
The camouflaged chrysalis shell picks up the increased
contrast.

Conductor looks at the thing in amazement...what the
hell is this? She puts her hand behind it...The image
of her hand comes up on the shell in front. The
ultimate chameleon.

She examines the gleaming chrysalis. Just under its
glass-like surface, bubbles of red fluid flow through a
maze of capillaries.

She stares at it in amazement... Beneath the glistening
shell, hint of a face and then it's gone.

Conductor, astonished, takes this in -- a face just
barely distinguishable... She leans over to get a
better loo---

POP! Something EXPLODES out of the side of chrysalis -
- catches the woman and yanks her forward! Her head
disappears into the hole. Her body lashes around and
struggles to get free. Suddenly her head is wrenched
to one side and she goes still...a moment...and she
falls backward to the floor.

She lies there -- a bleeding gash in her forehead,
green ooze flowing down her face.

From out of the chrysalis, Sil sticks her head --
Her face is calm.

Our girl's come out of her cocoon...A beautiful
butterfly -- figuratively. She's metamorphosed into a
stunning woman, 22, with blonde hair and emerald green
eyes. Sil sniffs the air...her eyes sharpen and she
looks around... COLORED FUMES mist off the milk stained
rug.

She steps out of her chrysalis...reborn.

INT. COMMAND ROOM 1 - NIGHT

Team is seated. In addition to our four: Press,
Laura, Dan, and Dr. Arden --

A COMPUTER TECHNICIAN sits at the console of the high definition computer screen. He dials up images, but never speaks.

Fitch comes into the room, acknowledges Press with a nod. Press sneers: right.

Other three stare at him. They want an answer. They know it's coming. Fitch doesn't waste any time on the amenities.

FITCH

I'm Bob Fitch. I'm in command of this operation. Lights out.

A mini-movie starts on the giant computer screens.

FITCH

November 1974, a small group from SETI, Search for Extra-Terrestrial Intelligence, used the giant radio dishes at Arecibo to send out a message to whoever might be listening. Sent about a quarter of a kilobyte. Including structure of human DNA, map of our solar system, population of earth, helpful things like that.

ON SCREEN: Arecibo Radio Telescope.

FITCH

(cont.)

January 1994. Arecibo received a signal back from an extra-terrestrial, non-natural source. It was also picked up at the radio telescopes at Pine Gap in Australia.

All four jaws drop and they shoot looks.

LAURA

Intelligent life beyond this planet?!

DAN

They're out there!

FITCH

Not only are they out there,
they sent us a message.

ARDEN

Makes sense they'd travel by
information. It's ridiculous
to think they'd come here in
some sort of big metal can.

The group listens intently, except Press. Slumped in
his seat, he can't figure out why he's here yet.

FITCH

There were two distinct
communications. The first
message turned out to be
a catalyst for methane --
we now have the potential to
produce an infinite amount of
energy from this clean burning
fuel -- this convinced us we
were dealing with a friendly
civilization...

(pause)

The second message turned out
to be a new sequence of DNA and
the rather friendly instruction
to combine it with ours.

Fitch motions to a pile of heavy binders on his desk.

FITCH

(cont.)

Here's some technical data on
the whole operation. You can
get feedback on it from
Professor Baker.

Laura acknowledges that this is her specialty when the
others look to her. Arden adds an extra few seconds to
his smile. Press remains unimpressed.

FITCH

(cont.)

The new, combined DNA sequence
was injected into a hundred
human ova.

SCREEN: A hundred human ova on a coded (three letters)
grid. SHOTS of the needle injecting DNA in iridescent
color.

GRID: Only seven divide. Two are taken out...dropped into liquid nitrogen.

FITCH

(cont.)

Four petered out - two were stored in liquid nitrogen - we allowed one to grow.

Last one expands rapidly -- it's code name is SIL.

ON THE SCREEN -- VIDEO IMAGE

A glass container of fluid, something inside growing -- fast. It becomes recognizable as a human fetus.

FITCH

(cont.)

After two hours...two days...

A new born floats in the container...

ARDEN

My God!

LAURA

Growth is amazing!

Sil, four years old, inside her glass enclosure.

FITCH

A week.

DAN

It's a girl.

FITCH

Yes, we decided to make it a girl. So it would be more docile and controllable.

LAURA'S FACE: it figures.

PRESS

More docile and controllable?! You guys don't get out much, do you?

LAURA

You kept her caged like that?!

FITCH
 We agreed it would be safer to
 keep her in isolation...Two
 weeks.

Sil as ten year old in her glass enclosure.

Arden watches her movements.

ARDEN
 She speaks English.

LAURA
 How can you tell?

ARDEN
 (leans toward Laura)
 Watch her eyes, they move
 from speaker to speaker.
 She's reading their lips.

LAURA
 You really think so?

DAN
 She's hiding something.

FITCH
 Very good, Dan.

Earlier footage comes up. Sil, asleep, under a blanket
 on her bed.

FITCH
 Watch carefully.

Suddenly a sharp spike-like object juts up out of her
 back. And then abruptly drops back in her body, no
 sign that it was ever there.

PRESS
 What the hell was that?!

ARDEN
 Back up the tape.

The image is re-run in slow motion.

ARDEN
 Watch her face - look at
 her eyes. REM - Rapid
 Eye Movement. She's dreaming.

LAURA

Maybe what happened was some sort of anxiety reaction to her dream.

PRESS

Made me pretty anxious.

FITCH

Well it made the research team pretty anxious, too. Decision was made to terminate the experiment, run more research to determine what we were dealing with. And this is what happened --

ON THE SCREEN - CRACK! and we start to see the replay of the escape.

All eyes on the screen.

LAURA

You were going to gas her?

FITCH

That was the decision.

Fitch goes even more serious.

FITCH

(cont.)

You four have joined an exceptionally high security group, privileged to possess the most important scientific secret in the history of this nation. No data must travel outside this immediate loop under any circumstances. I cannot define the security imperatives highly enough. One more thing.

On the screen flashes the scene of the hobo's death.

FITCH

(cont.)

Yesterday morning the body of a transient was found in a boxcar on a siding near Salt Lake City. Notice the twisted shape of body.

Dan winces at gruesome sight.

FITCH

(cont.)

DNA tests concluded he had
been killed by our creature.

ARDEN

You haven't found any more bodies?

FITCH

Not yet.

DAN

You will. She's a predator.
Her eyes are in front.
Predators have their eyes in
front so they can judge the
distance to their prey.

Press touches eyes his own eyes and gives a "how about
that" expression.

ARDEN

What about birds. Dan, I
don't think their eyes are
on the front.

The lights go back on. Fitch turns toward Press, who
remains calmly slumped in his chair.

FITCH

Captain Farley, as the nonscientist
of the team, are you at all
clear on what's happening?

PRESS

I think so. You made a monster
with a formula from outer space,
and now it's escaped and is
killing people. You want us
to hunt it down and kill it.

LAURA

There's no way we can capture
her and keep her alive to study
her?

PRESS

Laura, I think this is strictly
search and destroy. They never

asked me to find anyone they
didn't want killed.

INT. SLEEPING COMPARTMENT - EARLY MORNING

Looking out through crack in the curtain. Outside the train window, we see a moving, back view of Union Station. Train comes to a stop.

In the compartment, Sil, dressed in the train conductor's uniform, gets ready to go out. On the seat, the dead conductor stares blankly out in her bra and panties.

INT. UNION STATION - DAY

Sil walks confidently through the massive main waiting room. A LITTLE GIRL smiles at her, walks close by, holding her mother's hand.

Sil notices an ominous suited MAN in dark glasses coming toward her. She tenses. The man steps up to the little girl and her mother, speaks, and leads them to the side.

Sil looks over to see a group of men (walkie talkies) herding a group of CHILDREN between the ages of 8 and 14 -- all girls -- into a room.

Sil looks at the boy she saw in the train station store. He looks back at her curiously. She stands tall in her conductor's uniform and walks out the main entrance right by the military people.

EXT. UNION STATION - DAY

Sil walks into a thin scattering of people.

EXT. DOWNTOWN STREET - DAY

Sil, with many more people around her.

EXT. OLVERA STREET - DAY

A tiny street with so many people, Sil is just barely distinguishable. And then, she is lost in the crowd.

EXT. UNION STATION - RAILWAY YARD - DAY

Helicopter comes down. Team ducks out.

INT. SLEEPING COMPARTMENT - DAY

One by one our group comes through the compartment door, they register disgust. PRESS: Whew!

Place is a mess. Pudding cups, drink containers, wrappers, litter the floor. TV is still on. Fitch LOWERS the SOUND.

Conductor's body, in bra and panties, sits macabrely, looking out from one of the seats.

Dan senses around him.

DAN

Something bad happened here.

PRESS

No shit.

FITCH

Crushed her larynx.

PRESS

(looking around
the compartment)

Our girl's definitely not
on a diet.

LAURA

She's storing up calories
for something.

Arden notices something, picks through trash on the floor.

Fitch steps back and dramatically opens the bathroom door.

FITCH

Any ideas what this is?

Arden stares fascinated at the remnants of Sil's cocoon...everyone moves toward it...

ARDEN

It's a chrysalis, a cocoon.

PRESS

So what are we looking for:
a caterpillar...some sort of
giant worm.

LAURA

Well, whatever it is, she'll
be fully grown now.

FITCH

How do you know?

LAURA

Purpose of a cocoon. Maturation,
molting, growth.

PRESS

Maybe that's how she got by
our people. We were looking
for a child.

Laura runs shred of cocoon between her fingers.
Fingers show through from back side.

Dan likes that.

DAN

Camouflaged, just like a
chameleon.

Press takes a magazine and waves it behind the
chrysalis. Its image appears on front. He's
impressed.

Laura puts her hand to her face.

LAURA

Uhh, the smell. I can't
stand it in here anymore.

Press, surprisingly gentlemanly, puts his arm around
Laura and leads her out.

EXT. TRAIN YARD - DAY

Team regrouped outside.

FITCH

Any more on the cocoon?

LAURA

(breathing heavily to
purge the stench)

I think she's used it to jump
start through puberty quickly
develop into full adult. What
takes us years, she's done in
hours.

Arden lays out trash he gathered inside -- a drink
container, straw through the top. Empty package of
French fries. Pudding container.

ARDEN

She can read.

FITCH

What makes you think that?

ARDEN

Insert straw here - pull tab -
push in and tear back. No
other marks or rips. She
read them.

He's glad to show Laura how smart he is.

FITCH

Maybe she saw commercials on TV.

DAN

(eagerly)

They don't have commercials
for those drinks on TV.

(to Press)

I watch a lot of TV.

LAURA

Where could she have learned to
read so fast.

DAN

When they show those infomercials,
they show the words at the
same time.

Press gives Dan an "okay, kid" smile, good job. Turns
to Fitch.

PRESS

You better get the conductor's

credit cards and ID in your computer.

ARDEN

LA is perfect for her. The city of the future. A totally mobile population. Anything goes. Everybody's a stranger. Very little is taboo or unacceptable. Whatever she does, no one's going to notice.

FITCH

Well, whatever it is, we better get used to it. Los Angeles is where the battle is gonna be fought and won.

INT. SHOP - OLVERA STREET - DAY

Sil dressed in clothes of the train conductor flips through rack of native Mexican costumes. She picks out a top, a skirt, and sandals.

AT THE COUNTER she hands the shop WOMAN all her money. Woman counts it.

WOMAN

You want to be more careful. Not everybody is as honest as me.

Sil looks puzzled.

WOMAN

Are you foreign?

SIL

Yes.

WOMAN

Do you speak English?

SIL

Yes. I can talk.

WOMAN

Be careful here.

SIL

(very serious)

Yes, I know.

EXT. SUNSET MARQUIS - DAY

Main entrance. Van pulls up. Numerous other cars pull up and start unloading.

INT. HOTEL LOBBY - DAY

Aide comes over and gives members of the team their keys.

Group starts for the elevator.

FITCH

Our laboratory, Visitor Base One, is being moved two blocks from here to some empty virus research labs at the university. We're moving our equipment as we speak. It'll be operational by eight o'clock. Check into your rooms. Everyone out front in fifteen minutes and we'll go on over.

ARDEN

It's all very well, having all this data processing equipment to track her with, but we don't have any data.

DAN

Unless she kills someone else.

FITCH

Doesn't anyone have anything positive to contribute?

LAURA

Couldn't we try growing the creature with just its own DNA. Make up a version without including ours this time. Investigate it's vulnerabilities.

ARDEN

Makes sense...the human life form may be a mask. If we could see it without the camouflage --

FITCH

Then, at least, we'd know what we're dealing with.

Elevator shows up. The group steps in.

EXT. DOWNTOWN LOS ANGELES - LATE AFTERNOON

Sil walks the streets in her Mexican costume. An adolescent girl in a woman's body. She drinks in everything.

She looks down to see a homeless guy lying in a doorway. Looks up to see a woman in a window three stories overhead.

A guy in a motorized wheel chair passes by. She gawks after him.

A door opens. MUSIC pours out. Guy and girl come out of club, kissing. He paws her, she doesn't mind. She turns him on his heel and kisses him deep, tongue in his mouth. Sil watches fascinated.

EXT. SUNSET BOULEVARD - NIGHT

Sil sees sexuality everywhere. HOOKERS on the street, advertising billboards, magazine racks. Strip joints. And CHILDREN everywhere, too.

At the bus stop, back of a KNOCK-OUT, YOUNG WOMAN, tight cut off jeans, long, beautiful legs in high heels. YOUNG GUY next to her with tattoos. Knock out turns -- she is holding an INFANT. She cuddles it, guy looks at it proudly. Sil watches...

A PREGNANT WOMAN goes by leading 3 CHILDREN. Sil watches...

A WOMAN pushes a stroller with TWINS. Sil sees they are identical.

Frederick's of Hollywood - Sil stares at the displays of lingerie.

EXT. SUNSET MOTEL - NIGHT

A COP questions a HOOKER about a murder while in the street TWO MEN argue over an accident, cars still in

center of the street.

COP

(yells)

Shut up, Move those cars!

Sil walks into parking area toward lobby of Motel. She carries two shopping bags.

INT. MOTEL LOBBY - NIGHT

Sil takes some cash out of her pocket and pushes it toward pimple-faces ON-DUTY GUY. He smiles at her.

Sil smiles shyly back.

INT. LAB - NIGHT

Laura is operating with surrogate arms (from the observation room) which control the very precise mechanism that inject the ovum (in the heavily reinforced glass testing area.) Video cameras record everything that goes on. A high-resolution camera with enlargement capabilities produces images of the ovum being pierced. Laura comments on what she's doing.

LAURA

When we pierce the fertilized egg, the foreign DNA will be introduced to the specimen.

Laura starts the process.

LAURA

This way it has the smallest reliance on the human host.

Everybody watches big monitor as needle moves to pierce the ovum. Suddenly it stops. Gear whirring without connecting.

LAURA

A gear is off.

PRESS

What now?

LAURA

I go in and put it on.
I'll need someone to help me.

PRESS

Let's not have a big conversation
about it, let's just do it.

Laura gets up. Press follows. They go through the heavy fire-proof door. Fitch hits the door button, sealing them in.

INT. LAB - DAY

Press and Laura go to the disabled equipment. They maneuver the gear back in to its correct alignment.

INT. CONTROL ROOM - DAY

Fitch looks up at the monitor. Suddenly, the needle continues forward and looks as if it will soon inject the DNA into the egg.

INT. LAB - DAY

LAURA

(to Press)

Hold this. It's just going
to fall off again if we don't...
(struggles with part)

MONITOR: The alien DNA introduction takes place. Growth proceeds with a rapidity never seen before in earthly biology.

INSIDE THE TUBE the culture expands rapidly...like a rising brown crust...disorganized mess starts to push out and define itself.

INT. CONTROL ROOM - DAY

DAN and ARDEN gape in amazement.

DAN

I think Laura and Preston
should come back in here.

INT. LAB - DAY

PRESS and LAURA look over, stunned.

The mass solidifies and continues to grow. Eyes
differentiate... ears sprout... mouth slits...

INT. CONTROL ROOM - DAY

FITCH

I'm not sure doing this
was such a good idea.

DAN

What is it?

ARDEN

That's the big question, Dan.

INT. LAB - DAY

LAURA

I've never seen...

Her voice drops off as she stares in amazement...
Flattened up against the top of the tube, a bat-like
face.

PRESS

Jesus!

INT. CONTROL ROOM - DAY

All faces are riveted on the video screen.

DAN

I don't like this.

He falls silent as --

INT. LAB - DAY

Creature in the tube opens its mouth - pointed teeth --
SHRIEKS at them. Press can barely believe it.

Blur of motion -- Press and Laura instinctively
recoil...

CLICK!...a spike hits the glass...snaps
back...CLICK!...another strikes out at its container!

Little face SCREAMS its frustration. Press watches astounded... Laura open-mouthed fascinated...

INT. CONTROL ROOM - DAY

Dan holds his arms around his body fearfully. Arden is stunned, trying to comprehend. Fitch, too, is amazed.

They watch in awe as -- from the top of the tube, pointed ears twitch, little devil face snarls, gnashes teeth...

Dan fearfully pulls his arm closer.

CLICK!!! Another spike strikes harder...

INT. LAB - DAY

PRESS
I've seen enough.

Laura backs toward the door.

LAURA
Maybe we better --

FITCH
(on intercom)
Don't worry. That's three
inch thick bullet proof glass.

Tail strikes again -- CRACK!!!...glass shatters.

PRESS
That right?

Press steps back.

Laura decides times up, goes for the red emergency button next to the tube -- Tail whips at her -- Laura pulls her arm away just in time.

PRESS
You have a burn button there?

FITCH
(on intercom)
You unhooked it when you took
the arm off. You can use the
manual one.

Tail waves threateningly through the jagged glass...

PRESS

Can I?!

Press feigns to his right...tail strikes that way and Press goes the other...hits button -- WHOOSH!...a jet of blue flame shoots up the tube, frying it... Sigh of relief...

Their hearts pump wildly, as they watch the thing crackle and burn.

PRESS

I've seen enough.

They start out...Laura motions to Fitch..

LAURA

Open the doo---

SUDDEN MOVEMENT!...Laura SCREAMS -- as the remains of creature throws itself through the hole right at Press.

Press turns, sees it -- a fireball shooting at him -- ducks -- just misses his head! Shell rattles as it falls to the ground -- thing quickly rights itself. HISSES!...backs under a table. It's seared, blackened, but very much alive.

Fitch hits the automatic clock -- which zeros and starts counting down from 2 minutes. Emergency SIRENS and FLASHING red lights.

FITCH

(on intercom)

If you can't destroy it in two minutes, I'll have to burn the room.

Press turns to him.

PRESS

Fine, let us out.

INT. CONTROL ROOM - DAY

FITCH

I can't do that -- it might escape. I have to follow protocol.

PRESS
(on intercom)
What fucking protocol?!

FITCH
Protocols by which we're
running these experiments.

PRESS
Why didn't you tell us that
before we went in here?!

DAN
I think you should let them
out.

FITCH
(ignoring Dan)
There is nothing I can do now.
You're wasting time.

INT. LAB - DAY

SCURRYING SOUND from somewhere under the table. Laura
backs up.

INT. CONTROL ROOM - DAY

DAN
I'm scared.

Press BANGS on the door.

PRESS
LET US OUT!

Fitch's mouth is set hard.

ARDEN
You can use the tube like
a flame thrower.

They all look at the clock: a minute, forty seconds.

INT. LAB - DAY

PRESS
YOU SON OF A BITCH!

Press looks around for a weapon...not much...goes to the titration line, breaks it off, end is a jagged point.

Laura takes the tube -- holds it like a flame thrower - hits the button -- THHHHTTT!!!...It'll work at close range.

PRESS

I'll get it out. You burn it.

Press gets down on his hands and knees, cautiously looks under the table...Thing is nowhere to be seen...

HISS!...from somewhere... Press moves to the side of the big table, carefully takes hold and pulls it away from the wall. Two spikes SHOOT out...Press leaps back. Thing is attached to the table leg.

It scurries along the bottom of the table top.

LAURA

Don't let it eat anything!

Press creeps forward...looks back underneath.

PRESS' POV: It sits in the shadows under the table, splintering off pieces of wood and holding them up to its mouth where little arms feed it in.

Laura looks under the table. Okay, too late for that.

Press looks up at the clock: a minute fifteen to go. He yanks the table away. It's gone!

PRESS

That's it! Open the fucking door!

Fitch holds his ground.

Laura SCREAMS!!! Thing's hopped up on her dress, clutching the fabric with its pincers --

Press jumps -- rips thing off Laura. They hit the floor. They roll -- it's on top of him...Press holds it off -- spike stabs at his face -- he dodges just in time...

Laura is scurrying around looking for a way to fry the thing without burning Press. Another spike! -- Press twists out of the way.

Creature flails out with its tentacle as Press kicks backward across the floor toward the corner.

HISS!...Claws threaten and SNAP! Press flings the thing off. It skids along the floor -- hits the wall, lands in the corner.

Press glances over at the clock: twenty seconds. They've still got time. Press jumps to his feet and moves to block the thing's escape.

Laura rushes forward from the other side with the tube. She stops dead in her tracks!

SHOCK! Creature expands upwards and outward!

Press' eyes follow thing upward as it towers over him. It fills the corner. Bulging green eyes look down at him. Its chest is a brilliant orange and blue. Beast retracts lips to show rows of shark-like teeth.

Laura and Press back away. Press looks over at clock -
- 5 seconds to go! They're dead!

Dan's eyes dart wildly around, Arden looks desperately at Press.

4...3...2...

INT. CONTROL ROOM - DAY

Fitch brings his hand down on the incineration button!

Suddenly -- Dan springs across the room, slams into Fitch before he can hit the button. They bounce against the console and fall to the ground out of sight. Sounds of struggle.

INT. LAB - DAY

Press takes one thankful glance and turns back.

Thing still threatens, but strangely hasn't struck.

Press looks at the skin which vibrates at a tremendous speed. Something occurs to him. He charges forward -- right into it -- jams it with the jagged end of the titration line -- it pierces the skin.

Monster deflates like a balloon. Leaving the creature dragging punctured remains of its false bulk.

Laura hits the button. BLUE FLAME shoots down the tube, frying the thing. Laura drops the tube and they run for the door...only to see --

Fitch's arm reach up from behind the console... searching for the button.

PRESS
IT'S DEAD, YOU SON OF A BITCH!!!

They run as Fitch's fingers find the incineration switch...

INT. CONTROL ROOM - DAY

Dan's hand comes up and yanks Fitch's arm away.

Arden throws the switch and the door slides open. Laura and Press hurry through. Arden throws the switch back -- door slides back shut --

Press leaps over and slams his palm down on the incineration button. WHOOSH!!...Jets of gas turn the room into a raging inferno.

Press sits down at one of the console chairs and takes a dozen deep breaths. Behind the window, the lab is immolated. Laura leans on the console, lungs straining for air.

PRESS
(between breaths)
You okay?

Laura gives him an unhurried look...for the first time she likes what she sees.

LAURA
Yeah...peachy.

Press goes to Dan and throws his arm around him.

PRESS
In your whole life, -- if anyone -- ever treats you badly, I want you to call me.

Fitch looks grim. Danny beams with prides. Bites his lip to hide his smile.

FITCH

I hope you realize I had no choice. It was the protocol to burn the room in two minutes if anything went wrong. This isn't about a single individual's survival, it's about the survival of our species.

INT. MOTEL ROOM - NIGHT

CAMERA TRACKS along magazine images of women. From naked to fully dressed. Number of sources from porn, to Ms., to high fashion -- they mix surprisingly well. Layers of a woman's dress piece by piece. And with them the postures that attract men.

CAMERA PULLS BACK to show Sil, naked except for high heels...examining herself in the mirror...considering her body as a commodity -- for male consumption

She turns to the bed where her newly purchased clothes are spread out...it's a question of packaging...she picks out a pair of black panties.

INT. MOTEL ROOM - NIGHT

Sil, now dressed, looks at herself in mirror, turns to go out. Notices device on night table. Remote. Curious, she picks it up. She doesn't have a clue what it's for. She turns it over, shakes it, accidentally presses button. Behind her --

NOISE and LIGHT shoot on.

Sil spins around in fright -- to see the TV on. An old friend -- she smiles.

She shakes remote and presses button. Channel changes. Shakes it and presses other buttons. TV jumps off and on again, sound goes up and down. She surfs through the channels. Pauses to watch an infomercial on earthquake preparedness, then moves on. Stops at things with sexual content. Watches.

INT. MOTEL LOBBY - NIGHT

Sil comes downstairs, past the pimply-faced on duty guy.

ON DUTY

Need your credit card -
incidentals, long-distance
calls, damage to the room,
you know...

Sil looks puzzled.

ON DUTY

Your credit card. Zip-Zap.

SIL

Zip-Zap?

Guy smiles.

ON DUTY

Yeah, zip-zap.

Sil hands him card. He leans over to run it and Sil walks out the door.

EXT. SUNSET BLVD. - NIGHT

Sil walks down the street. The on duty guy runs after her.

ON DUTY

Hey, you wouldn't want to
have this thing falling
into the wrong hands.

He waves the card in her face, smiling at her helpfully.

SIL

No, not wrong hands. Where
is a good place to meet a man?

ON DUTY

What? You mean like a date, or --

SIL

A date.

ON DUTY

Lots of guys at the Amsterdam around the corner. You won't have any problem finding a guy there.

Sil smiles.

SIL

Good.

INT. LOBBY - NIGHT

Guy comes back in and punches credit card into system. Waits for authorization.

INT. PRESS' HOTEL ROOM- NIGHT

Press is snoozing, the TV tuned to the Sports Channel. On the coffee table -- photos of the killings, empty beer bottles.

Phone RINGS... Press wakes and answers it.

PRESS

(into phone)

Yeah?

FITCH (V.O.)

The conductor's stolen credit card has turned up at a motel in Hollywood. Van's out front now. Let's go!

Press shakes the sleep out of his head. He hates this guy.

EXT. FRONT HOTEL - NIGHT

Fitch hustles them in van. Everybody climbs aboard. Danny, barefoot, carrying his shoes and socks.

EXT. CLUB - NIGHT

Sil walks up to the club entrance. A line to get. Big muscled BOUNCER beckons -

BOUNCER

Good looking women go
straight in.

Sil smiles and enters club.

INT. CLUB - NIGHT

Huge room alive with motion. Flashing lights.
Undulating dancers. A mating ground.

The Amsterdam, the biggest club in L.A., converted from
an old movie palace.

Display windows, up the walls, each with a dancing
girl, limbs painted to shine under phosphorescent
lights. Flash and motion everywhere. Sexual energy
suffuses the air. WOMEN display. MEN cruise.

BAR

Line of seated WOMEN. They jounce with the music, play
with their hair, dip their fingers in their drinks,
bite their lips...

TRACK to find Sil. She looks around...Amid the tank
tops and short black skirts, she is least on display.
She fights for attention, slides her crossed leg up
revealing more thigh.

Looks down line again. WOMAN goes by with bare mid-
drift. Sil takes that in, gets up -- pulls off blouse
and sits there in just her bra. Incredibly, she fits
in better.

She glances around...catches a GUY'S eye. But she
doesn't break her stare...Makes him uncomfortable, he
drops his look into his drink.

SIL: What went wrong?...she looks up the bar...
GUY approaches...WOMAN in front of him smiles, as he
steps up, she drops her gaze, bobs her hair. This
makes him smile, he feels dominant and pushes in next
to her, starts a conversation.

Transaction is not lost on Sil.

GOOD LOOKING GUY comes up next to her to get a drink.
Guy looks at her -- she smiles invitingly. Then drops
her eyes. He shoots her his best smile back.

GUY
Hi. Where you from?

SIL
I'm foreign.

GUY
Really?

Just then a DRUNKEN GIRL, almost hanging out of her black leather vest, weaves toward them and falls into the guy. He catches hold of her to keep her from going down. She turns and smiles at him.

GIRL
(drunkenly)
I've got a party to go
to and no one to take me.

Guy responds instantly.

GUY
I'll take you.

GIRL
(flirtatiously)
Will you?...
(climbs to her
feet, smiling)
I have to go to the little
girl's room. Wait here,
I'll be right back.

Guy is happy. Sil no longer exists for him. Sil is stunned -- looks at the guy...the other girl... She's just been out-competed.

STAIRS

Drunken girl staggers down them to the lower passage that leads to the Lady's Room.

Corridor is lined with window displays...Jack the Ripper carving up a victim in the sewers of London. Real water splashes against the glass...Donner party sits around the fire eating -- don't ask. Hidden fans blow fake snow back and forth across the little campsite.

Drunken girl stumbles forward...staggers into restroom.

Sil comes down the stairs and walks down the

corridor... through the intermittent light thrown by the display windows.

INT. LADIES' ROOM - NIGHT

White tile. Bright in here.

Drunken girl at the mirror. Her hand inside her bra - rearranging herself to her best advantage. Turns to see --

Sil at the open door staring at her. Girl throws her a self-satisfied smirk.

GIRL

Whatever works, right?

Sil looks at her with icy hate. Girl shrugs.

GIRL

Hey, all's fair in love and war.

Sil glares, disappears...Door swings shut.

Girl goes into one of the stalls.

STALL

Girl sits on the toilet singing to herself.

GIRL

(sings)

Put your hands all over
my body. Erotic, erotic.
Put your hands --

CRASH!...as something smashes through the wall behind her. Girl's eyes shocked wide as it pierces her back...

She SHRIEKS as she is yanked backward. A HORRIFYING RIPPING as blood spatters the wall behind her.

Her eyes go blank and she shudders spasmodically...and drips to the floor, her spine torn out.

CORRIDOR

Sil steps out of the door of a utility room and calmly walks down the corridor and back upstairs.

DANCE FLOOR

Sil walks by the Good Looking Guy who stands waiting, eyes glued on the stairs for the return of his lady fair. Sil walks on...Fuck him. She sees another Good looking guy, ROBBIE. He stands confidently, slowly surveying the night's crowd. He has the narrow-eyed gaze of a predator. He hunts here often. Sil walks up to him.

SIL

I've got a party to go
to and no one to take me.

ROBBIE

Where is this party?

SIL

I don't know.

EXT. MOTEL - NIGHT

The van roars into the forecourt of the motel. Press, Fitch, Laura, Arden, and Dan leap out.

INT. MOTEL LOBBY - NIGHT

FITCH

Do you have any idea where
she went?

ON DUTY

She said she wanted a good
place to meet a man. I sort
of mentioned/suggested the
Amsterdam.

Somehow everybody registers this. Room goes silent!

EXT. AMSTERDAM - NIGHT

Van SCREECHES up.

Press is the first one out. He pushes through the crowd out front. Rest of group does their best to keep up.

AT THE DOOR

The tank topped bouncer. Looks dismissively at Press.

BOUNCER
Tonight's guest list only.
Get in line.

PRESS
Government, get out of
the way.

BOUNCER
Wait a minute --

Press pushes forward. Bouncer intercepts him.

SCREAM from inside club and suddenly PEOPLE are pouring out.

Bouncer lets go of Press as he sees stream of AIDES and SECURITY coming.

FITCH
ROUND UP EVERYBODY!
AND I MEAN EVERYBODY!
NOBODY LEAVES THE CLUB
AND I MEAN NOBODY!

DOORWAY

Press, group behind him, forces his way through the fleeing CLUBGOERS.

INSIDE

PEOPLE are running and screaming and huddling together in groups to discuss the rumor of a dead girl in the toilets.

Press runs in opposite direction with the rest of the team behind him.

INT. LADY'S ROOM - NIGHT

Press is first one in. He moves to half open stall - glances at girl's body. Is amazed what's been done to it. Looks at hole in the wall.

Press is going the other way as others come in.

INT. CORRIDOR - NIGHT

Press comes up the hall the other way. Throws open the door to the utility closet. Empty, just the light coming through from the bathroom.

INT. ROBBIE'S CAR - NIGHT

Robbie comes around and gets in his car gives Sil, who already sits in the passenger seat, a big smile.

VARIOUS QUICK SHOTS intercut with Sil watching attentively.

Key goes in ignition -- Turns -- Engine turns over and starts -- Put in drive -- Brake off -- gas pedal -- signal on -- he pulls out -- They're off. Sil now knows how to drive a car.

EXT. ROBBIE'S HOUSE - NIGHT

CLOSE UP. Robbie works the garage door remote. The door opens and Robbie's car drives in and parks.

INT. ROBBIE'S HOUSE - NIGHT

High in the Hollywood Hills. City view. Impressive in a flashy and obvious way.

Robbie guides Sil through the door. Snaps his fingers. Soft lights go on. Snaps again. Music.

ROBBIE

Like it?

Sil nods agreeably.

SIL

Yes.

Robbie mock fans himself.

ROBBIE

I'm still sweaty from that place -- it was so crowded. I feel like a shower. You want one?

Sil doesn't know what he's talking about. She smiles hesitantly.

ROBBIE

Tell you what -- I'm gonna take one. You wanna get in or take one later, no problem.

He smiles. He starts to tear off his clothes, heads to the bathroom and gets into the shower. Sil follows at a distance.

INT. OFFICE OF THE AMSTERDAM - NIGHT

Press questions the bouncer.

PRESS

A green-eyed blonde, five foot ten inches tall in a black skirt, black blouse. Who'd she leave with?

BOUNCER

Green-eyed blonde leaves with a guy, hardly news around here.

PRESS

Name the regulars, top attractions -- no losers.

Arden comes in and listens to the last part of this.

ARDEN

Assume he's socially adept -- he'd have to help her out because she's inexperienced.

Press gives an annoyed look at Arden's interruption and goes on.

PRESS

We're looking for a friendly guy, not a total asshole.

BOUNCER

I'm thinking, I'm thinking. Robbie left with a blonde.

PRESS

Mr. Nice Guy, Robbie - he's

on your mailing list, right?

INT. ROBBIE'S BEDROOM - NIGHT

Sil waits, listening to the shower. She walks forward and sees Robbie standing under the water washing himself.

Shower turns off. Robbie comes in wearing sweatpants. He's blow-drying his hair. Smiles at Sil.

ROBBIE

Take off your clothes. I want to see you.

Sil obliges. Unhooks her bra...

ROBBIE

Very nice.

Suddenly she frowns. Her pupils contract.

HER POV: A GREEN MIST rises off his body. Sil stops dead. Mood abruptly changes.

SIL

Drive me back.

ROBBIE

What are you talking about?! You knew what we came her for.

SIL

And now I don't want to.

ROBBIE

Alright, you said no. It's duly noted. Now come here.

SIL

I want to go.

ROBBIE

Too late baby. You're not leaving.

Sil stares at him, deciding... He advances on her -- moves in front of her and blocks the exit.

ROBBIE
I said you're not leaving!

Sil looks at him a long moment...

SIL
All right.

He puts his arms around her.

ROBBIE
That's better.

He kisses her...mouths open and he takes in her tongue...and then, a strange expression comes over his face and he struggles desperately to free himself.

Total panic as Sil's tongue BURSTS out of the back of his head. Barbs unfold on the pointed tongue and it retracts taking part of Robbie's head with it.

INT. ROBBIE'S BATHROOM/SHOWER - LATER

Sil puts her face into the flow, pushes her hair back, washes away Robbie's blood and everything else about him.

EXT. ROBBIE'S STREET - NIGHT

In the hills. CAMERA moves to show massive support and military vehicles just out of sight.

EXT. JUST BELOW ROBBIE'S HOUSE - NIGHT

The house is on stilts projected out over a steep drop-off. Below, the lights of the city spread out to the glowing rectangles of downtown.

Press moves deftly around the side of the house. the diagonal struts are silhouetted against the twinkling background. Press leaps up and grabs hold of a lower strut. Pulls himself onto the cantilevered deck. Two army guys follow him up.

ON THE DECK

Press motions for the other two to wait. He tries the sliding door...Open... He takes his gun out and slips inside.

INT. HOUSE - NIGHT

Press silently crosses the living room, gun at the ready. He hears the sound of WATER RUNNING.

He moves stealthily...cautiously...listening for the source of the water.

INT. HALLWAY - NIGHT

Press edges up the wall so he can't be seen from the bedroom...closer...closer... SOUND is coming from master bathroom.

Press comes into the bedroom, barely breathing... There on the floor is Robbie's body. Half his head torn off. Press takes that in and moves forward toward the bathroom and shower.

He tiptoes up to the bathroom door and swings it gently open...slips inside...all fogged up...

INT. BATHROOM - NIGHT

Shower is running full. Press eases over just behind the shower door, sets himself...and pulls it open.

Charges in -- ready to fire -- Empty! Water running and nobody there--

INT. ROBBIE'S BEDROOM - NIGHT

GROUP standing around Robbie's body.

FITCH

What's happening?! Kills a girl at the club. Comes home with this guy and kills him.

ARDEN

I'd say she fits the classic definition of a psychopath. There is nothing to inhibit her, no moral sense, no social structure.

LAURA

She wasn't exactly smothered
with a mother's love or
taught good manners.

ARDEN

She'll kill if she feels
threatened or wants something
She'll kill anybody who gets
in her way.

FITCH

Gets in her way of what?!

LAURA

Her life cycle. I think
she's trying to mate.

She lets a moment go by for that to sink in.

PRESS

She's certainly hard on the
competition.

LAURA

I think she's here to reproduce.
She probably doesn't even
know it.

FITCH

Why did she kill the girl
at the club?

LAURA

Sexual competition?

FITCH

And now she's gotten laid?

Press glances down and shakes his head.

PRESS

Doesn't look like a
successful mating to me.
He's still got his pants on.

LAURA

She must be so frustrated.

ARDEN

Who isn't?

FITCH

What's her problem? He was here, she was here.

LAURA

Maybe she rejected him. We can test him for hereditary diseases. Bad heart. Defects that would make him an unacceptable mate. She probably has special senses. Rats can sense diseased or genetic damage in potential mates.

Press checks the medicine cabinet. Sees hypodermic needles. Pulls one out.

PRESS

What are these for?

LAURA

Maybe he was a diabetic.

Laura takes off out the bedroom. Fitch and Press follow.

INT. KITCHEN - NIGHT

Laura opens the refrigerator.

LAURA

Insulin. Definitely diabetic. That would have disqualified him.

FITCH

Why didn't she just walk out? Why'd she have to kill him?

DAN

He was standing in front of the door.

PRESS

Some guys don't like to be rejected. They get insistent.

FITCH

Okay, let's secure this place.
And go back to the motel
and check it out thoroughly.

EXT. SUNSET BLVD. - NIGHT

Sil driving Robbie's car on Sunset...slows as she approaches motel...SECURITY MEN everywhere...she drives past.

INT. MOTEL LOBBY - NIGHT

Playback of Sil on video security camera. Awful image. Like TV show of real life crimes.

Our group watches tape. Fitch FREEZE FRAMES on best image of Sil...moves back a few frames, forward again.

On duty guy sits nervously on one of ratty plastic lounge chairs. Can't believe the deal she's caused.

ON DUTY

What did she do? Must
have been pretty bad.

FITCH

Can't see too much on this.
Let's get this tape back to
the lab and see if we can
enhance it...get a better
look at her.

INT. MOTEL ROOM - NIGHT

Laura stands in center of Sil's motel room, looks around. She wears latex gloves. Just stands there seeing what she can see. Something catches her eye.

Glint of red on the toilet bowl. CLOSE UP: Spot of blood. Laura takes a specimen with a cotton swab.

DAN

What is it?

LAURA

Maybe menstrual blood.

DREAM 3

Sil, in her native form, has met her male counterpart. This is copulation on Sil's planet and it is exquisite.

GREEN EYES blink open!

INT. CAR - SUNRISE

Sil picks up her head to see the beach. She is parked in Robbie's car in a lot next to the ocean.

EXT. BEACH - DAY

Sil stands at edge of the Pacific, Robbie's jacket over her shoulders, looking out fascinated at the waves as they roll in.

EXT. PACIFIC COAST HIGHWAY - EARLY MORNING

Sil drives along when suddenly engine dies. Sil is puzzled, coasts over. Looks around -- we see gas gauge reads empty. She doesn't understand. Tries to start it. No success. She gets out and starts walking.

INT. COMMAND ROOM - DAY

The team is back at headquarters. Everybody has their eyes fixed on Laura.

She clicks the fast-forward to show us the video footage of the woman at the counter, enhanced, but not very.

LAURA

The video enhancement isn't all that great...In human years her age appears to be about twenty-three, her reproductive system should be fully activated. It's my assumption her biological clock is on hyper-drive. She changed form for one innate biological purpose - to mate and reproduce. That's what she was doing at the Amsterdam,
(MORE)

LAURA

(cont.)

that's what she'll go on trying to do until she succeeds. And if she succeeds she could overrun this planet.

Laura hits some keys on the console.

LAURA

(cont.)

This is a pre-existing program. A new species introduced into a closed ecological system. We designed this model at CalTech three years ago with some descriptive examples. Lets take a look at one of them.

Laura accesses the program.

LAURA

(cont.)

The Maori's migration to New Zealand approximately 1000 years ago.

Laura types in some more instructions. A map of the islands of New Zealand comes up on the screen.

LAURA

A map of New Zealand.

The group watches the screen.

LAURA

The Moas were large flightless ostrich-type birds. Tame, docile herbivores. 200 pounds, plus. Something like a giant chicken. Survived on the islands for millions of years. The Maoris were a Polynesian people that migrated to the islands about 1000 A.D. and starting eating Moas. Indigenous species in green, predators in red.

COMPUTER SCREEN

Counter starts at 1000 and rolls over by tens.

Map covered with green except along high mountain ridges. Red starts at a few protected bays on the East side of the islands. Small patches of red as Maoris establish their colonies.

Counter whirs through 1100... Red expands and green retreats in front of it... movement speeds up... green rises a little on the mountain ridges but not much and red swamps it there.

Counter races through 1300... Few outposts of green remain in isolated valleys... but not for long...

Counter hits 1500... red enters the passes and floods into last valleys... green is swallowed up... few dots of green in most remote areas... they disappear.

Clock stops at 1740... map covered in red except in highest mountain ridges...

LAURA

And finally, the extinction of the Moa.

PRESS

A lot of chicken dinners.

ARDEN

And egg salad.

LAURA

It's the history of life.

PRESS

Brutal.

LAURA

A species expands until something stops them. In this case, they ran out of Moas.

A map of North America comes up on the screen. Laura hits another few keys.

LAURA

Here's another example.

The counter starts at 1500 A.D. Once again, green covers the land. Red arrives on the Eastern coast, spot by spot up the seaboard, and pushes up the river valleys. Green retreats. Red pushes through the

mountain passes.

The counter rolls through 1700. Like a flood of water, red sweeps across the great plains. Green is encircled.

1890. Just a few spots of green left, little reserves in a deepening world of red.

PRESS

The buffalo?

Laura and Arden register a certain amount of shame. Hits another few buttons.

ARDEN

No, the American Indians.

SCREEN: Prints and photographs of the American Indians -- numerous and proud -- then photos of Indians after defeat -- scraggly, disease ridden, and beaten. Inter cut -- massacre footage of the war, murders, and forced migrations.

PRESS

Looks like we're not the saints in this story.

ARDEN

There are no saints in biology, just survivors.

Laura hits more keys.

LAURA

Now what it looks like for us.

A world map comes up on the screen. The counter is at June, 1994. It moves by months -- fast. Red mite in Los Angeles.

LAURA

Parameters: predator makes first contact with indigenous species. Primary species exists with no natural predators.

POW! The red mite in every place an airplane flies.

LAURA
 Predator establishes
 every place with an
 air link.

Red mites spread out from centers. At the same time, red establishes settlements in remote area. Vibration-like expansion and contraction in cities. Suddenly, red sweeps across Africa.

The counter is at April, 2002. Establishment of spreading red area in Antarctica, where there is virtually no green. At the same time, red spreads from uninhabited center of Australia. Red engulfs both and sweeps up the Pacific Islands. Resistance in Japan is no more than a green pulse. Red takes island after island (not unlike the fall of the Ainu) and moves on to China, spreads across it.

The team's eyes are glued to the map.

Red closes tight in remaining major cities. Hold-outs of green disappear with little blips. Strangely, there is a slight expansion of green in Finland as the rest of the world is engulfed and then, sadly, Finland, too, is swamped. Only red everywhere.

The counter stops at 2012.

DAN
 Where are we?

LAURA
 We're the green.

DAN
 There is no green.

PRESS
 That's the point, Dan.

EXT. VENICE STREET - DAY

Sil walks along the street. A KID is about to cross on his skateboard. Decides he can beat on-coming traffic. Kicks off.

Down the street, a guy, JOHN CAREY (Good-looking, late twenties) in a sportscar zooms along. The kid on the skateboard falters, trips in a rut. Guy in the sportscar swerves to miss him. Car SKIDS.

Sil's eyes open as the car SCREECHES violently toward her. She cries out, holds her arms out in desperation, she's HIT -- pulled under the car.

UNDERNEATH THE CAR

Out of sight, Sil instinctively transforms. Car pulls her alien form along the street. She tumbles and spins, her spikes SCRAPE ruts in the road. The car is wrenched to a GRINDING stop.

Under the car, Sil scraped, bruised, but protected by her armor, lies on the ground, unconscious. She transforms back to her human form.

John leaps out and kneels down, looks under the car. His heart is pumping. He's killed someone. He's frightened to look, but does. Incredibly, the woman is in one piece. There's blood on the side of her face, her shoulder is ripped open, but she's breathing. PEOPLE run to help. Together they lift the car off Sil.

JOHN

Oh God!

He grabs his car phone, presses "911".

JOHN

(into phone)

Emergency? My name is John Carey. There's been a terrible accident. Send an ambulance. Christ, I don't know where I am. Venice somewhere.

INT. LAB - DAY

ON COMPUTER SCREEN - Fitch peers over Press' shoulder. Press is scanning police reports.

FITCH

What have you got?

PRESS

We haven't got anything. We're just sitting around waiting for something to happen.

Laura comes over. Press flips through the reports.

LAURA

There's a police report
just came in. Man claims he
saw an alien, probably some
crazy...We should check it out
anyway.

PRESS

I'm going with you.

INT. HOSPITAL WAITING ROOM - DAY

John Carey is standing at the admitting nurse station.

JOHN

I don't know her name.
Charge her hospital bills
to my insurance. My name
is John Carey, here's the
information.

He hands the NURSE his insurance card.

INT. EMERGENCY ROOM - DAY

Sil revives on the gurney. A YOUNG DOCTOR is taking a
blood sample out of her arm.

YOUNG DOCTOR

(to nurse)

Get a lab work-up on this
-- right away!

Sil revives to see the swirling chaos of the triage
center. She looks at her hurt shoulder. She's still
disoriented from the accident. What she knows is that
she doesn't want to stay here.

Sil regards her badly shattered and damaged shoulder.
By sheer force of concentration, the skin on her
shoulder starts to heal. The bones start to rearrange
themselves. The blood on her face and shoulder
evaporates.

The doctor can't believe his eyes.

YOUNG DOCTOR

What's happening?

Sil stares right at him.

YOUNG DOCTOR
Y-y-your shoulder was --
what -- what's happening
here?

A NURSE grabs the doctor by the shoulder.

NURSE
Doctor! A child burn victim.
Just came in!

Doctor is still gaping at Sil, as nurse tries to lead
him away.

DOCTOR
Jesus Christ! What's going
on?!

Sil gets up from the stretcher and walks out.

DOCTOR
(to nurse)
Did you see --

Nurse, urgently, locks him down and pulls hard.

NURSE
Doctor, please, the
child's in pain!!!

Doctor reluctantly lets himself be dragged away. Did
he even see it?!

INT. HOSPITAL WAITING ROOM - EVENING

John Carey is pacing. He sees Sil coming straight
toward him. He can't believe his eyes.

JOHN
You're okay?...

He takes her hand, full of sympathy. Sil instantly
likes his look.

SIL
I'm okay.

JOHN
You're o.k.? I was sure
you were badly hurt.

SIL
I'm okay.

JOHN
You are?! It's a miracle.

Sil nods, considers him.

JOHN
Don't worry about the bill
or anything -- I have --
my insurance covers it.

SIL
Can we go?

JOHN
You wanna go? You feel
well enough?

SIL
Yes.

INT. CAR - DAY

Laura drives. Press rides with feet up. He punches
Laura's name into car's mobile computer. Her file
comes up on the screen.

PRESS
Baker, Laura...17 Wildflower
Road, Simi Valley...Nice out
there?

LAURA
I like it.

Laura's thinking out loud.

LAURA
99% of our genes are common
to all living things. A
dictionary of what's been
useful on this planet. They
carry instructions for all
sorts of things - gills of fish
- webbed feet of a frog - all

LAURA
(cont.)

silent. Turned off. Junk from the past. Maybe she's acquired the ability to turn them on and off - access our genetic history.

PRESS
So we could be fighting the whole animal kingdom?

LAURA
Maybe worse - things that never developed, things that are extinct that we don't even know about. We're so smart -- it never occurred to us that somebody else could be smarter. We've dominated this planet for so long. Domesticated, eradicated, poisoned, and overrun lesser species. It'd never occurred to us we wouldn't always be dominant.

PRESS
We seem to be too smart for our own good. Maybe even each other.

Laura gives him a sideways glance. He gives her a sideways glance back. They've actually started to like each other.

LAURA
Maybe she's the cure and we're the disease. She'd make an excellent biological weapon if someone out there thought we were some kind of galactic weed that was going to spread through the universe.

PRESS
Food for thought.

EXT. MEYER FRONT DOOR/BEVERLY HILLS - LATE AFTERNOON

MR. and MRS. MEYER, she's 60, he looks like he's in his late 70's standing at their door. A real Beverly Hills couple. They are talking over the top of each other, interrupting and correcting each other.

MR. MEYER

She says she suddenly woke up and they were standing at the edge of the bed.

MRS. MEYER

We woke up and they were there.

MR. MEYER

I was asleep, you said you saw them. I wasn't awake.

MRS. MEYER

What does it matter if you were asleep or awake? They were there.

MR. MEYER

You said they had green hair.

MRS. MEYER

I never said they had green hair, I said they had blue hair.

MR. MEYER

What does it matter what color hair, you said they had colored hair.

MRS. MEYER

That's right, they had blue hair and they said they had come to our planet to make us change our way of living.

MR. MEYER

We must be kind to one another.

Press and Laura look at each other.

MRS. MEYER

That's right, they said we must change our way of living and be kind to one another.

MR. MEYER

She said to call the police. Is it o.k. I called the police?

PRESS

Of course it was. Was this the only time they visited?

MRS. MEYER

They've come before, but they usually don't speak.

Press' beeper goes off, he checks it.

Press starts to hurry Laura out.

Press throws some rapid advice over his shoulder.

PRESS

Put aluminum foil on all the door handles. Then they can't get in. It's what I do. I've never seen another one since.

They smile thankfully and nod - that's what they'll do.

INT. CAR - DAY

Press on the car phone. He listens.

PRESS

We'll check it out.

He hangs up the phone.

PRESS

Fitch wants us to go to Santa Monica Emergency and interview a doctor there... called in with some weird story.

EXT. GRIFFITH PARK OBSERVATORY - LATE AFTERNOON

A view of the city from Mount Hollywood. Roads snake gracefully around the contour of the hills. Smog follows the inlets of the valleys. Downtown buildings are ghosts in the haze. On distant heights, an occasional palm tree asserts its outline.

John and Sil drive up and park.

JOHN

I love this place. It's a break from business and traffic and people. You feel as if you aren't in L.A. any more...

John gets out of his car. John takes Sil's hand. He suddenly produces a Polaroid camera.

JOHN

Here -- we'll immortalize
the moment.

He puts the camera on the railing, adjusts the timer. He throws an arm around Sil and the camera flashes. Sil's eyes blink rapidly. She trembles for a moment. John retrieves the camera. He notices how fascinated Sil is by the process.

He pulls out the developing picture. Sil is transfixed by seeing the image of herself and John forming.

He hands her the picture. She kisses him gratefully.

JOHN

Let's check out the planetarium.

INT. OBSERVATORY - LATE AFTERNOON

Inside, Sil and John walk around together.

Sil stops in front of a model of the Hubble space telescope. Then, in front of a model of our solar system, behind it distant galaxies made of millions of stars, spinning around them tens of millions of worlds like out own, children and their parents joining Sil in focusing on this splendid sight.

INT. PLANETARIUM - DAY

Glowing spiral nebula. It fades and another deeper in space takes its place.

ANNOUNCER

Beyond the Milky Way...
The Pledides...M16

Sil sits next to John watching the star show in the planetarium.

As she looks out at the artificial heavens, tears well in her eyes for the home she'll never know.

INT. HOSPITAL CORRIDOR - NIGHT

The Young Doctor who dealt with Sil is walking with Press and Laura, who are now very tense with the possibility that they're on to something.

DOCTOR

I see a lotta wild stuff in here, right? I probably work too hard. I see these crack-heads walk around with gunshot wounds...But I never saw anything like this. This girl reformed her bone structure. She did something I literally have no way of explaining.

LAURA

You did a blood test --

YOUNG DOCTOR

Ah, yes. We drew some blood. But we didn't do anything with it when she took off.

LAURA

Can I see it?

INT. MEDICAL LAB - NIGHT

CLOSE UP THROUGH MICROSCOPE OF SIL'S BLOOD

Laura looks up from microscope.

LAURA

It's her.

YOUNG DOCTOR

Who?

PRESS

Who checked her in?

INT. ADMISSIONS DESK - NIGHT

Press goes over Sil's admitting documentation. The ADMITTING CLERK sits watching.

PRESS

John Carey, social security number 039-45-7442. Group Designation 11368, Prudent Buyer Plan... Fuck! He lives in Colorado. You don't have his driver's license number?

ADMITTING CLERK

No sir.

The clerk is punching up numbers, calling the insurance computer, the computer screen running numbers, names, names, numbers -- Finally, John Carey's name, address, and ID picture come up on the screen.

PRESS

Aspen, Colorado.

Press, despondent. He looks across the lobby, where Laura is still talking to the Young Doctor.

PRESS

What's the name of the ambulance company you guys use?

OPERATIVE

"City Services"

PRESS

Give me their number.

EXT. HOSPITAL PARKING LOT - NIGHT

Press and Laura drive out of the lot.

INT. CAR - NIGHT

PRESS

(into phone)

Late today you picked up a young woman in Venice, hit by a car. Came to Santa Monica Emergency. I want to trace the owner of the car.

Laura and Press look at each other while they search their files.

PRESS
'94 Mustang Convertible.
2FBD703. California.

Looks to Laura. Laura writes on a pad.

PRESS
Did you get that?

LAURA
2FBD703.

PRESS
Thanks.

He hangs up the phone. He punches the license number into the mobile computer on the dashboard. John Carey's file comes up on the screen. His address is right there.

PRESS
Bingo. Got his insurance
in Colorado, but registered
his car here in California.
Tell Fitch where we're headed.

EXT. STREET - DAY

Press' car roars past.

INT. CAR - DAY

LAURA
Fitch, don't talk, just
listen. We think we've
found her - address in the
Palisades.

EXT. JOHN CAREY'S PATIO - NIGHT

Somewhere in the Palisades. Hundreds of tiny lights strung through the trees sparkle on and off. Magical.

Carey drops his towel and steps down into the hot tub. Sil stands above hesitant to get into steaming water. John looks at her.

JOHN
Come on.

He splashes her. She tenses as the water hits her. But in a moment she realizes she likes it. She drops her towel and joins him.

EXT. STREET - NIGHT

Press takes curves on Sunset at full speed.

EXT. BACKYARD - NIGHT

John tenderly kisses Sil. Sil smiles. She's enjoying this.

JOHN

You don't say much...

Sil smiles, the same smile seeming to ask the rhetorical question, "Does that matter?"

JOHN

I feel as if you know
what I'm feeling.

Sil gives the same powerfully reassuring look.

JOHN

You know, I like you.

SIL

I know.

JOHN

And even though it's fast,
I don't think it's too
soon for us to be together.

SIL

It's not too soon.

John and Sil are kissing tenderly. She kisses John harder, starts reaching for his crotch.

JOHN

(half-laughing)
Hey, that's a little too fast.

SIL

I want you to be inside me.

JOHN
I seem to have a problem.

SIL
What do you mean?

JOHN
We'll get there, baby.
There's no hurry. Just
relax... Take it easy,
okay...

She kisses him again. He pulls back for a moment.

JOHN
You're so passionate.
I love that.

EXT. STREET - NIGHT

Press is pushing the car to the limit. He FISHTAILS around a corner and comes flying up John Carey's street. Laura hangs on, steadying herself in the sliding car.

Press brings car to SCREECHING stop.

EXT. HOT TUB - NIGHT

Sil kisses John again. He pulls back for a beat.

Both damp with sweat. Flush. She moves forward, slides her legs around his body -- She stops, hears something ... He listens...

SOUND of footsteps moving rapidly on the front path.

Sil listens to the approaching footsteps very carefully...

FRONT DOOR

PRESS
Mr. Carey?...Mr. Carey?...

John wades to the edge of the spa, concerned.

JOHN
What the hell -- ?

SIL
Don't go. Please.
I want a baby.

He gets up to go. She pulls him back. It's about survival now.

JOHN
What --

She forces him under the water.

UNDERWATER SHOT: He struggles.

ON SURFACE: Sil holds John underwater as she listens.

EXT. FRONT DOOR - NIGHT

CRACK!! -- Press kicks in glass border to door.
Reaches around and undoes lock.

EXT. BACKYARD - HOT TUB - NIGHT

UNDERWATER: John fights for his life. He manages to get free. Gets behind Sil. His shocked expression as spikes jump out of Sil's body and spear right through him. Six spike points drip blood down his spine, trickle in the water. Sil retracts them, and he sinks out of sight.

INT. HOUSE - NIGHT

Press, gun held at the ready, moves through the house. Laura stays close behind. Both glance around nervously.

Press sees LIGHT coming from the backyard, he moves rapidly toward the French doors that lead outside.

EXT. BACKYARD - NIGHT

Sil surges out of the tub and rolls under the redwood decking.

DARKNESS UNDER THE DECK. In the thin stripes of light under the deck, we watch Sil transform into the creature.

Creature digs into the ground with incredible speed. Pushes, head first, into the burrow it's creating.

EXT. BACKYARD - NIGHT

Press comes out into the yard... He sees the body in the spa, floating on the bubbling water -- head down.

He looks around... SOUND OF MOVEMENT in the wooded area at the back of the yard. Press motions for Laura to move back toward the house.

He advances into the shadowy wood. Laura waits a moment...then, ignoring his instructions, follows him.

EXT. BACKYARD - AMID THE TREES - NIGHT

Press creeps through the wood. Trees throw long dark shadows. Press' shoes move lightly over the moldering leaves...

BEHIND

Laura watches Press go behind a tree and disappear into the darkness...she hears something behind her...she's sorry she came in here... Her heart is pounding as she turns and looks... Long narrow slits of light come through the trees from the house...

She waits...watches...nothing...hurries forward to find Press...

UP AHEAD

Press puts his foot down carefully trying to muffle his steps -- A SOUND -- Press stops and listens... A chill runs through him as he realizes it's coming from overhead...

Suddenly Press lurches forward, grabs a tress, swings off the ground, yanks himself up, and leaps to a branch where he stands, hand against the trunk, gun level --

Something comes at Press fast from out of the darkness -- a squirrel runs toward him along a limb, leaps the gap to another branch and scurries away.

Press holds fire, exhales...

IN THE TREES... Gun still held out, Press heroically silhouetted in the branches.

CLOSE ON: Neighbor's wooden fence...Green eyes peer through a knothole. All their attention concentrated on Press.

BEHIND THE FENCE

Sil crouches at end of her burrow.

SIL'S FACE: deep impression. Visceral sense that this is what she's been looking for.

LAURA comes out of the trees, stands below Press. Watching him with a smile.

LAURA

Very impressive. You can come down now, Tarzan.

Press does a fancy swing to the ground. Watch this from Sil's SPECIAL EFFECTS POV -- it is beautiful.

Suddenly yard is alive with lights and people. Fitch rushes toward Press and Laura.

FITCH

She was here?!

PRESS

Was.

Fitch yells out orders.

FITCH

I want six blocks in all directions cordoned off. I want helicopters and search lights. And dogs!

Men jump to obey his order.

DAN

Blood used to scare me... I'm getting used to it now.

EXT. YARD - NIGHT

Sil runs naked through the bushes.

EXT. PACIFIC PALISADES NEIGHBORHOOD - CONTINUOUS

She crosses from one backyard to another. She runs with great agile swiftness, never seeming to get tired.

Skies are alive with helicopters and searching lights.

Sil appears briefly in the part of the road illuminated by street lamps, and then disappears into the darkness. Just as a searching helicopters LIGHTS up street... Nothing... it moves on.

EXT. 24-HOUR MARKET - NIGHT

A few cars are moving in and out of the lot, ringed with vegetation. Sil crouches in some bushes; looks like her most desperate self.

SIL'S POV: She watches PEOPLE enter and leave the market. She fixes on one particular WOMAN, in her late twenties.

The WOMAN goes to her car with a bag of groceries. Sil waits for the woman to get into the driver's seat, then she leaps from her hiding place and practically dives into the passenger's seat.

INT. WOMAN'S CAR - NIGHT

The woman, totally terrorized, by the naked Sil.

SIL
(commandingly)
Give me your clothes!

In a panic, the woman tries to get out of the car, but Sil grabs her.

EXT. HOT TUB - NIGHT

The backyard sparkling magically -- John Carey's body bobbing in the roiling water.

EXT. HOT TUB - DAWN

SAME SHOT - FOUR HOURS LATER

It's not magical in daylight. Black wires spiral around trees, blinking lights are lost in the bright sun. Tub is drained and silent. Body sits there, covered with a sheet. Planks pulled up to reveal burrow. There is a mound of dirt around it.

Boards have been removed from the neighbor's fence showing the other end of the hole. One of the INVESTIGATORS pulls himself up out of the hole, just having crawled through.

Everybody is watching him.

DIRT-COVERED
INVESTIGATOR

It goes all the way through.

Fitch, disgusted, walks out, headed for the van. The rest of the team follows.

EXT. FRONT OF HOUSE - DAY

The team comes out and moves toward the van.

ARDEN

We got closer this time.

FITCH

Closer? What do you think this is, Dr., horseshoes? Is that what I tell the director of the National Security Council when he asks for results?

PRESS

Fitch, you made her, you lost her -- it's your fuck-up.

Fitch doesn't want to hear this, he switches focus.

FITCH

Can anybody tell me what her next move is?

DAN

(proudly)

I found these on the living room table.

He hands them to the others. They are Polaroids of the Observatory.

LAURA
It's the Griffith Observatory.

PRESS
They must've gone there
after they left the emergency
room.

Press studies the photograph.

PRESS
Well, now we know what she
looks like.

EXT. STREET - JOHN CAREY'S HOUSE - DAWN

Fitch on his car phone. The group stand around as he
makes a call.

FITCH
The lab says there was no
semen in the water.

LAURA
She hasn't managed to mate
then.

DAN
I think we interrupted her.

FITCH
(annoyed)
Yes, I think we did!! Give
me something I can use!
(aimed at Dan)

PRESS
What have you come up with,
Fitch?!

We see this last exchange from an unknown POV in a
car's rear view mirror.

ON SIL, lost in a crowd of on-lookers, watching from
marketing woman's car from down the street, taking
special cognizance of Press.

CLOSE ON: Team's mouths, reminding us Sil is master
lip-reader.

FITCH

We'll go back to the Amsterdam tonight, stake it out!

ARDEN

You're not listening -- that place yielded a poor specimen. She will have progressed in her skills at selecting a mate.

PRESS

She's not stupid. She doesn't need to repeat herself.

FITCH

Look, she's been in this city three days. It's what she knows! And I'd rather try the Amsterdam than sit around the Command Center reminiscing about how close we got.

He ends conversation by getting in the van. Press holds the Polaroid Dan found.

PRESS

Good detective work, kid.

Dan smiles gratefully.

SIL watches as team boards the van and it exits the area. As they pass her, she pulls out and follows them.

EXT. HOTEL - DAY

Sil watches van unload at hotel entrance.

INT. HOTEL LOBBY - DAY

The group goes into the lobby together.

PRESS

She's never going back to the Amsterdam.

ARDEN

Why not?

PRESS

I think she knows we're
after her. She's too smart.

ARDEN

(to Laura)
Anyone hungry?

LAURA

No thanks. I'm beat. I'm
going to try to get some sleep.

DAN

I'll have something to eat
with you.

ARDEN

Thanks, Dan.

Laura goes to the elevator. Press goes to the
newsstand. Buys a magazine. He walks across the lobby
to the elevator.

He pushes button, it opens, he goes in. The elevator
doors close. An electronic sign says what floor the
elevator's at.

Sil steps into FRAME, reads the sign and sees the
number where Press gets off.

INT. TWELFTH FLOOR - DAY

Sil comes out of the elevator. She starts down the
hallway looking for Press' room. She listens at one
door - a couple squabbling...moves on...empty...she
moves on --

As she passes the opening for the ice and soft drink
machine, Press steps out with a container of ice.

She's caught totally unawares. He looks at her...she
looks at him...what's going to happen?

SUDDENLY, there is a RUMBLING sound. The hall pitches.
Sil is frightened. What is it? She crouches down like
a frightened animal.

PRESS

You okay?

Sil looks at him desperately.

SIL

Scared...

PRESS

They'll say it's an aftershock.
It felt like an earthquake.
It's alright, you're alright.

He lifts her up to her feet. She holds on to him.

SIL

Don't leave. I -- I don't
want to be alone.

INT. PRESS' ROOM - NIGHT

Press opens the door to his room, shows Sil inside. Once in the door, she comes toward him, a powerful seductive look in her eyes. She takes his face in her hands. She kisses him. He looks at her, surprised.

She looks at him pleadingly with those big, green eyes.

Suddenly they're on the bed. Making love. Press below looking up. His eyes jump wide! Shock and horror! Sil has transformed!

Spikes dart out and pin Press to the bed. He squirms to get free. Another spike! CRUNCH! His body is twisted horribly.

GREEN EYES jump wide awake.

INT. ABDUCTED WOMAN'S BEDROOM - DAY

Sil lies there on strange bed...looks at photo of woman she abducted on bedside table. Sil is shocked, troubled. She shakes it off. Rises up and walks out of the bedroom.

INT. LIVING ROOM - DAY

Sil comes out into the living room of the woman whose clothes she demanded. Drapes are drawn. Dark.

At the glass dining room table, tied and bound in silver tape, the woman sits terrified. Sil walks by her, goes into the kitchen...comes out with a knife.

Sil sits down next to woman. Sets the knife down.
Looks over at woman a moment.

Sil reaches over and rips tape off her mouth.

SIL

Do you ever have nightmares?

Terrified woman nods...she's having one right now.

SIL

I have them. I think
they tell me who I am.

WOMAN

Why are you doing this to me?

SIL

To save my life. I don't
know where I'm from. I don't
know what I am. What I'm
doing here. Do you?

WOMAN

No.

SIL

Why do you think you're here?

WOMAN

(hoping to find the
right answer)
To live...to raise a family...
live a decent life.

SIL

Maybe that's why I'm here too.

WOMAN

Please let me go. I wouldn't
hurt you. I promise I
wouldn't hurt you.

SIL

Yes, you would. You just
don't know it yet.

Sil puts tape back over woman's mouth and picks up the
knife. Woman eyes the knife with terror. Some relief
as Sil ignores her. Sil places her own hand on the
glass table top. Puts the knife over her thumb and
pulls down hard, cutting it off.

Bound woman watches in shock as Sil concentrates and thumb slowly re-grows. Woman struggles hopelessly. Her eyes jump wide as Sil takes the woman's hand and forces it down on the glass. The woman struggles frantically against her bonds. Agonized tears fall from her eyes as Sil cuts downward.

EXT. WOMAN'S HOUSE - DAY

Sil comes out of the woman's house. Throws woman's red tipped thumb into trash can on curb-today's pick-up day.

Sil gets in woman's car, deposits her thumb in glove compartment, and drives off.

EXT. HARDWARE STORE - DAY

Sil's bought four plastic gasoline containers. She puts them into the trunk of the car.

EXT. GAS STATION - DAY

Sil fills up gas containers.

EXT. LITTLE STREET - VALLEY - DAY

Sil park's woman's car on little street.

EXT. GARAGE - VENTURA BLVD. - DAY

Sil walks through lot behind service station where they store cars. She watches as MECHANIC goes into garage.

She gets in one of the cars, keys waiting, and pulls out. She's so casual, nobody questions it.

EXT. COMMAND CENTER - NIGHT

Fitch, Press, Laura, Arden, and Dan get into the van.

INT. VAN - NIGHT

Through the windshield we see the Amsterdam Club. Colored lights strafe and flash its exterior.

INT. AMSTERDAM - NIGHT

Press and Laura stand in a corner out of the way watching the crowd. It's sweltering here, air thick with smoke.

LAURA

Does this feel like a wild goose chase to you?

PRESS

Uh huh... What do you think our creature's looking for, mate-wise?

LAURA

Who knows, most females choose for resources, dominance in the group. In more sophisticated cultures, when given a chance to choose for themselves -- women consider humor, ability to express intimacy, sensitivity to their feelings.

PRESS

And our girl.

LAURA

I think she'll choose for qualities to help her offspring survive in a hostile environment. Good reflexes, daring, shrewdness.

Across the room, Arden and Dan stand to one side. Arden watches Laura and Press talking.

DAN

I think Laura and Press like each other, don't you?

ARDEN

There's too much smoke in here for me, Dan. I need some air. I'll be right back.

Arden cuts out the side exit, right next to Laura and Press. Dan stands there a moment. He doesn't like being alone. He opens the exit and goes out.

EXT. AMSTERDAM - NIGHT

Dan comes out the side door. Colored lights bounce around the rough surface of the Amsterdam's sloping side.

Dan looks around for Arden. He hears something coming from the back of the building, moves toward it.

AROUND THE BACK

We hear him before we see him.

DAN (O.S.)

Dr. Arden?

Dark here. Trash cans. Smell of rotten food. Dan grimaces against the smell. There is the SOUND of movement from the darkness. Dan moves forward.

DAN

Dr. Arden?

No answer, but more movement. Dan wishes he'd never come back here. He's scared.

A bar of turquoise strafes over him. Behind him, the blacktop reflects bright orange. Again, there is a NOISE in the darkness. It moves toward him.

Dan backs up slowly. He's starting to shake. SUDDENLY, something emerges out of the darkness -- two white-ringed eyes start at him curiously. A raccoon. A second looks over the shoulder of the first.

Dan stands there petrified. The raccoons decide Dan's not very interesting and hop down off the can, returning to their scavenging. Relieved, Dan turns around...Sil stands right in front of him!

He blanches, goes white with fear. He's frozen to the spot. They look at each other...

DAN

You're her.

Dan puts up his hands, waits for the blow. Sil looks into his fearful eyes, considers his gesture of submission, considers the fact that he poses no threat to her. She doesn't strike. It is the first time she

refrains from killing. Their eyes are locked, and then she dashes into the darkness.

DAN

(screams)

She's here, she's here!

Government people come pouring out from everywhere. As always -- too late.

INT. AMSTERDAM - NIGHT

Press hears the SCREAM! He bolts for the door. Laura is right behind him.

EXT. AMSTERDAM - NIGHT

Massive confusion. GUNFIRE in various directions. Nobody knows where to go. High illumination LIGHTS snap on.

ARDEN

She got into a Ford Escort and drove off up Hollywood Boulevard.

Press steps in front of a car that drives into the parking lot. The DRIVER brakes. Car lurches to a stop just in front of Press' knees.

PRESS

Captain Preston Farley.
Get out!

DRIVER

(sharply)

Yes, sir.

He gets out and Press jumps in. Laura is already getting in the passenger's side. They SCREECH OFF!

EXT. STREET - NIGHT

Sil in the car she stole. She speeds off up Hollywood Blvd. Press and Laura rocket up the street. They can see the disappearing taillights of Sil's car. Sil turns off onto Laurel Canyon.

INT. PRESS/LAURA CAR - NIGHT

LAURA
(into radio mic)
We're going up Laurel.
Try to block her at Mulholland.

He pulls the wheel hard, careening up the twisting road.

An apache helicopter sweeps overhead. Low and fast. Search and destroy.

INT. SIL'S CAR - NIGHT

Next to her, the woman she kidnapped, tied and gagged, lies out of sight.

On the back seat are the gas cans she bought. Their lids are off - gas sloshes everywhere.

Sil turns onto Mulholland Drive. The bound woman is terrified. Three choppers loom up over the ridge. Sil looks up to see helicopters. Car is suddenly brighter than day, as lead helicopter SNAPS its LIGHTS ON!

Sil veers to a sudden stop in a pull-out under the hillside. Helicopters lose her car, bank to find it.

EXT. MULHOLLAND - NIGHT

Press brings car to a SKIDDING STOP. View of the entire valley and sloping hillside. They spot Sil's car as she pulls out from shoulder back onto the road.

INT. PRESS/LAURA CAR - NIGHT

Press watches bewildered.

LAURA
What's she doing?

EXT. MULHOLLAND - NIGHT

Helicopter banks, picks up Sil's car, and FIRES! 30mm "chain gun". Second one swoops in, GUNS BLAZING!

Bullets GRIND UP the road! But Sil is not there, her

car turns sharply, tips over the embankment and barrels directly down the slope -- making its own road in the heavy brush.

ABOVE -- ON MULHOLLAND

Press and Laura stand watching. Press is taken aback. Not what he expected.

INT. SIL'S CAR - NIGHT

Sil careens straight downhill through the brush. She yanks the bound woman upright, yanks the tape off her mouth. Terrified woman looks into the backseat -- SCREAMS! Gas goes everywhere. The car is now a bomb.

Woman's hysterical SCREAMS are lost in the CRUNCHING and SCRATCHING of brush and the THWACK of helicopter blades.

Sil kicks off the loosened car door and rolls out... into the heavy foliage.

Car continues it's bumpy ride down the hill. Woman in front doesn't know what to do. She doesn't have to. Straight ahead a huge boulder exactly where the ruts of this trail lead. KABLOOM!...car hits the rock and virtually disintegrates as car and gas go up!

EXT. BRUSH - NIGHT

Black tangle is suddenly ILLUMINATED brighter than day. Sil races along an animal trail in the underbrush. Out of sight.

EXT. MULHOLLAND - NIGHT

Press and Laura watch from above. Press is bewildered.

PRESS

Doesn't make any sense. She didn't have a chance that way.

LAURA

Maybe she's not as smart as we thought.

He gives her a look.

PRESS

She's been ahead of us every
step of the way.

Helicopters swoop in for the overkill. Beneath them,
their backwash creates a path of churning brush.

Sil hugs the ground as everything around her is whipped
into a raging frenzy.

Helicopter drops napalm on the burning car for good
measure. FIREBALL mushrooms into the sky. Second
comes in and doubles the inferno.

LAURA

Well, they've insured we
won't find any remains.

PRESS

Isn't that better than
having any of her survive?

SCREAM of police cars and fire SIRENS! First
helicopter drops a second line of napalm -- overshoots
-- and a line of fire RIPS through the brush, across a
backyard, and SLAMS into a little wooden house. ROAR
as it goes up!

EXT. BOTTOM OF THE HILL - NIGHT

FLASH from the explosion illuminates Si's outline as
she darts between two houses. She slips out onto the
small street where the woman's car waits where Sil left
it. She eases the door slightly open and slides in.
Starts it up and drives off.

She turns onto Ventura Boulevard, just as two army cars
SCREECH UP and block off the little street.

EXT. WOMAN'S HOUSE - NIGHT

The car in the carport.

INT. WOMAN'S HOUSE - NIGHT

Sil stands in front of a brightly lit bathroom mirror.
She has a towel around her shoulders. Her hair is
black now, cut short, and still wet from dyeing. Sil
examines herself in the mirror.

The phone rings. Sil comes out of the bathroom into the bedroom. The answering machine picks up.

WOMAN'S VOICE

I can't come to the phone right now, but if you leave a message I'll get back to you just as soon as I can.

Sil stares at the machine.

EXT. MULHOLLAND - NEAR CRASH SITE - NIGHT

The team is assembled.

PRESS

I don't buy it.

FITCH

What don't you buy?

PRESS

Her turning up at the club just like that.

FITCH

But she did. Seeing is believing. Don't you trust your own eyes?

An AIDE comes up to the group.

AIDE

We found what looks like a thumb. It was entangled in the fireproofing of the door that broke off.

LAURA

Let me see that.

Laura looks at the seared thumb.

LAURA

Let's check and make sure. If it's her's then it will be genetically identifiable.

FITCH

The job's done, Farley. Tomorrow you can all go back

to your lives. Congratulations
on a job well done.

He says it like he's glad to have these assholes out of
his life and walks off.

INT. HOTEL BAR - NIGHT

A small BAND is playing. Some well-dressed COUPLES are
dancing.

The four team members, who have now become friends, are
seated at a table, dressed a little more nicely than
usual and they are clinking glasses.

DAN
(proudly)
I guess we won.

Arden smiles tolerantly at Dan. He exchanges a look
with Laura.

LAURA
We won. Science lost.

PRESS
I didn't think we'd get her
this way. Not this easy.

ARDEN
You sound like you're gonna
miss her --

PRESS
I had respect for her, that's
all.

ARDEN
Look this may have been a hellish
job, but I enjoyed working with
you three. Why don't we have at
least a drink or two. On the
government.

PRESS
Don't mind if I do.

LAURA
Why not?!

She looks at Press, he smiles back. Arden realizes he

hasn't got a chance. Oh, well. He looks around for a waiter.

GROUP

DAN
I don't drink.

ARDEN
Don't worry, Dan. Tonight
you will.

ACROSS THE ROOM

They are being watched by a woman at a lone table.
Sil, her hair short and dark.

LAURA
Excuse me.

Laura gets up from the table and exits the room. The dark haired woman watches her leave.

INT. RESTROOM - NIGHT

Laura goes into the restroom. Goes up to the mirror. Freshens her make-up.

Sil in her new incarnation walks through the door. Laura looks over, Sil smiles. Laura smiles back. Laura takes out perfume. Sil sniffs the air.

SIL
Could I try some of that?

LAURA
Got a hot date?...sure.

Daubs some on Sil.

SIL
Do you have a hot date?

LAURA
Let's hope.

She smiles and goes out.

INT. BAR - NIGHT

Laura sits down. The WAITER brings a round of drinks.
Dan takes a sip of his drink.

DAN
And what do you call this?

LAURA
Long Island Iced Tea.

DAN
Has it got any tea in it?

Arden smiles and shakes his head.

ARDEN
No.

Laura looks over at the band, then at Press.

LAURA
You want to dance?

PRESS
Me?

LAURA
Yes - you.

Sil watches Laura and Press go out onto the dance floor.

LAURA
So you don't have a family...
you got a girl back in New
York?

PRESS
They don't hang around long.
I keep too many secrets from
them.

LAURA
I know what you do. Doesn't
scare me...

PRESS
You're no ordinary woman.

Sil continues watching.

LAURA
How did you get into finding
people?

PRESS
My father taught me.

LAURA
He hunted people down?

PRESS
No, he needed hunting down.
My big sister used to send
me out to find him before
my mother did. Saved everybody
a lot of grief.

LAURA
So for all of your abilities
at finding people, you haven't
done a very good job for yourself.

PRESS
I guess not.

LAURA
I wouldn't want to never
see you again.

They look at each other, slow down.

PRESS
I don't know what to say.

LAURA
(hurt)
I guess you just said it.

She leaves the dance floor and goes back to the table.
Sil watches, maybe she has a chance. AT THE TABLE.
The waiter's there.

ARDEN
Laura, that's your drink
there, Citron on the rocks.
The beer's yours Press.

Press gets into his seat. Drinks from the bottle. Dan
is on his third drink -- he gulps it down.

DAN
Another cup of tea please.

Arden calls the waiter back.

ARDEN

Another Long Island Iced Tea
for my friend here, please.

Sil gets up from where she is seated and moves closer
to the group. She can hear every word they say.

PRESS

Fitch and I got into an
argument. Who do you think
was right. I said she was
smart, he said she was dumb.

A self-satisfied smile from Sil. This man appreciates
her.

ARDEN

Well, he turned out to be right
didn't he?

DAN

Why are you so angry with
Mr. Fitch?

PRESS

Danny boy, I'm not angry at
Mr. Fitch, I just don't like
him... What if the smartest
thing our alien friend could
do was to pretend to be dumb?
She sets it up to look like
she's dead because that's the
only way we'll stop looking for
her.

ARDEN

It's an elegant theory.
Where's the proof. The tests
on the thumb proved it was her.

Sil listens intently to their conversation.

LAURA

Captain Farley has an
investment in this girl. As
long as she's out there, he's
got his job, his mission --
that's what keeps him warm at
night.

Laura's pissed at being rejected by Press. She downs her drink.

LAURA
I'm off to bed.

She gets up from the table and leaves. Sil can't believe her luck.

ARDEN
A woman of spirit.

DAN
I wish somebody liked me
that much. I'd be on cloud nine.

Press goes after her.

ANOTHER ANGLE

Sil, watching Press from across the room. She's disappointed when she sees Press get up to follow Laura.

INT. ELEVATOR - NIGHT

Press steps into an elevator alone. He hold the door as it's about to close on this very attractive woman.

NICOLE
Hate to be in one of these
things during an earthquake.

Press hits the button for the 10th floor.

PRESS
That's a fact. What floor
you going to?

NICOLE
14 please.

Press sniffs the air, half recognizes the smell. Takes a look at her.

PRESS
I like your perfume.

NICOLE
(hopefully)
Do you? My name's Nicole.

PRESS
Press Farley.

NICOLE
New in town?

PRESS
Yeah. The good news is,
it's back to New York tomorrow.

The elevator stops at the tenth floor.

PRESS
'Scuse me. I get out here.

Nicole almost winces with disappointment. She lets him pass out of the elevator. Then, as it closes, she pushes the button for the floor they're on so that the elevator won't move.

INT. CORRIDOR - NIGHT

Press is knocking on Laura's door. Laura opens it. She opens it wider, waves him in.

From the elevator door, Nicole can see which room he's entered.

INT. LAURA'S ROOM - NIGHT

Laura stares at him.

LAURA
What is it?

PRESS
I'm sorry.

He steps closer to her. He starts kissing her. Gives her a sexy bite on the neck. She responds hungrily, kissing him back.

LAURA
Mating is dangerous. A kiss
is assurance neither party
will bite

Bite. Kiss. Bite.

LAURA
-- teeth and mouth used
in a non-aggressive way.

Nibble. Kiss. Nibble. She puts his hands on her
breasts.

LAURA
Most men try to skip this.
They don't know it, but
seduction is their best
weapon.

PRESS
To do what?

LAURA
Impregnate the female...
and preferably a young, healthy
female. Women have to test and
select. Convince men to
make a commitment. Men
have to seduce

They're on the bed, kissing each other hard.

PRESS
I guess I pass the test.

INT. CORRIDOR - NIGHT

Nicole is moving down the corridor. Suddenly she
recoils in horrifying dismay. She HEARS and senses
what's going on behind the door that Press entered.

INT. LAURA'S HOTEL ROOM - NIGHT

Laura and Press begin to make love.

INT. CORRIDOR - NIGHT

The SOUND of their lovemaking is excruciatingly clear
to Nicole. She seems to hear/feel each touch, each
grunt, each move. She's shaking the sound/thought of
it out her head. She's maddened with jealousy and
desire. Disheartened she turns and runs, crying into
the elevator.

INT. HOTEL BAR - NIGHT

Nicole walks into the hotel bar. She's not noticed by Dan and Arden. They're a bit drunk.

DAN

But I've never -- never
been with a girl.

ARDEN

Everybody has a first time Dan.
In every culture there's an
initiation rite. Having sex
is part of becoming fully human.

DAN

Women think I'm weird.

ARDEN

See those two over there --

He points to two well-dressed CAREER GIRLS slurping
down their screwdrivers.

ARDEN

I'll bet they like
unusual people like us.

Suddenly, Nicole moves across the room to a place at
the end of the bar. For a second she, or some effect
that she has, catches Dan's attention.

DAN

I don't know, Dr. Arden...

ARDEN

Nonsense. I'm going to chat
with them. They look very
nice, very intelligent.

Dan looks past him, gets another glint of Nicole's
presence in the room, something he can't articulate.
He sweats slightly.

Arden gets up and goes to the two women, SHIRLEY and
MARIE.

ARDEN

Ladies, my friend and I have
to know -- what are two
interesting, glamorous-looking
women doing without dates?

Dan has now gotten uncomfortable enough to step up and interrupt.

DAN

Excuse me, Dr. Arden --

ARDEN

Ladies, this is my friend,
Dan Smithson. I don't know --

DAN

I don't feel well in here,
there's something wrong.

ARDEN

Don't be afraid, Dan, we're
doing fine here. These
girls are nice. One of them
said she's very attracted to
you.

DAN

I have to go. I wish you'd
leave, too.

ARDEN

I'm gonna stay here for a while,
Dan.

DAN

Okay. See you tomorrow. I'm
going to bed.

ARDEN

See you tomorrow. Sleep well.

Dan walks out of the bar, toward the lobby. He turns back one more time -- Arden is still into it with the career girls.

ARDEN

I teach at Harvard,
Comparative Anthropology.

MARIE

I lived in Boston once,
for a year - froze my butt
off.

All this verbiage is going on in the background,
Arden's attention has been caught by the woman alone at
the end of the bar crying -- Nicole.

ARDEN

Will you two ladies excuse me?
I'll be right back.

OTHER END OF THE BAR

Arden comes up.

Some GUYS are standing near Nicole, trying to get her attention, but she is not responding -- she's seething. And then Arden moves in closer to her. She gives him an accommodating look.

ARDEN

I have absolutely no
right to barge in on you.
If you want your privacy --

NICOLE

Come on in.

Arden puts out his hand.

ARDEN

Stephan Arden. I teach
Anthropology at Harvard
University.

NICOLE

I'm Nicole, from anywhere.

ARDEN

I don't know why people start
off by announcing what they
do for a living. I guess it's
a way of finding out whether
two people have common interests,
something they share, so they
can get comfortable quickly.
What do you do for a living?

NICOLE

What comes naturally.

Arden notices the tone of her voice.

ARDEN

Nicole, are you upset about
something?

NICOLE

It's hard to accept it when
you want someone and they
don't want you.

ARDEN

Men -- can't live with them,
can't shoot 'em.

Nicole laughs cynically.

ARDEN

Go on, say what's on your mind.

NICOLE

What's on my mind?
(Sil thinks)
Nothing - I just want a
good time.

ARDEN

A good time, eh? Well, I'm
all for that. Let's start
with what you're doing in L.A.

NICOLE

Visiting. What are you
doing here?

ARDEN

Just visiting too.

NICOLE

Just visiting?

She turns and looks directly into his eyes.

NICOLE

Then tonight's my lucky night.

INT. LOBBY - NIGHT

NICOLE/SIL and Arden trotting through the lobby in each
other's arms, kissing as they go. They get into the
elevator.

INT. DAN'S ROOM - NIGHT

Dan lies on the bed - still dressed in his clothes -
dozing off while watching TV.

ON THE SCREEN: a commercial for a hair color product.
"Change your look - brunette today - blonde tomorrow"

INT. HOTEL CORRIDOR - NIGHT

SIL and Arden walk down the corridor. As they pass Laura's room Sil senses Press and Laura lying together. She seethes with jealousy. Further down the corridor, they enter Arden's room.

INT. ARDEN'S ROOM - NIGHT

Sil kisses Arden passionately and aggressively. She starts tearing at his clothes, undressing him. Arden can't believe his good luck. In no time, they have each other undressed. Sil pulls Arden towards her and they begin to make love.

ARDEN

(gasping)

What about protection?

SIL

Don't worry, it's safe.

INT. DAN'S ROOM - NIGHT

Dan thrashing about in his sleep.

INTERCUT

-- A flash image of Sil at the Amsterdam

-- A flash image of Sil/Nicole at the bar.

He wakes with a start. Something disturbing has come to him in his sleep. He sits up on the edge of the bed and thinks for a moment, then hurries out the door.

INT. ARDEN'S ROOM - NIGHT

Arden, carried along in the lust of the moment thrusts away deep inside Sil. Sil cries out with pleasure and satisfaction; fulfilled. For a split second she feels like a natural woman.

INT. CORRIDOR AT ARDEN'S ROOM - NIGHT

Dan stands outside Arden's room. Sounds of intense lovemaking come through the door.

INT. LAURA'S ROOM - NIGHT

Press and Laura curled together in post coital bliss. A loud knocking at the door.

DAN (V.O.)
Laura, it's Dan.

INT. CORRIDOR AT LAURA'S ROOM - NIGHT

DAN
Laura, it's Dan! Please
open the door.

INT. LAURA'S ROOM - NIGHT

Press leaps out of bed, embarrassed to be caught in Laura's room.

PRESS
Christ, what does he want?

Grabs his trousers.

INT. CORRIDOR AT LAURA'S DOOR - NIGHT

DAN
Laura, quick, it's urgent.
I gotta talk with you.

LAURA (V.O.)
(through the door)
Hang on a minute, Dan.

The door opens. An annoyed, shirtless Press sticks his head out. Laura pulling on clothes behind him.

DAN
(embarrassed)
Oh, there you are. I've
just been to your room and
you weren't there.

PRESS
(pissed, as he
fastens his pants)
No Dan, I was here. What's
the problem?

DAN
I've just had this terrible
feeling. I was in bed and I
woke up with these strange
thoughts that something was
very wrong. I think Sil is
here.

PRESS
What makes you think that?

DAN
Well, I felt very upset so I
got up and went to Dr. Arden's
room and there was somebody
in there with him.

PRESS
Did you knock?

DAN
No, I was too scared.
There was a lot of noise, they
were having sex. I know it's
Sil.

CUT TO:

INT. ARDEN'S ROOM - NIGHT

Arden lies behind Sil. He hugs her to him.

ARDEN
I enjoyed that immensely!

Overwhelmed with emotion, Sil turns on her back.

SIL
I...I felt it.

ARDEN
What...?

SIL
It's started.

ARDEN
What's started?

SIL
Life.

Arden smiles affectionately at her, caresses her face.

ARDEN
Darling, there's a
superstition in many
cultures that women know
the exact moment of
conception, but --

SIL
Don't you believe me?

She takes his hand and clutches it to her stomach.

SIL
Feel.

SOUND EFFECT: a heart, or something like a heart, is
PUMPING. Yes, there's life inside that belly and it's
instantaneously there. Arden is horrified.

ARDEN
Holy shit.

A loud knocking on the door.

PRESS (V.O.)
Arden. Dr. Arden!

Sil senses/sees through the door and realizes she is
trapped.

INT. CORRIDOR AT ARDEN'S DOOR - NIGHT

Dan, Laura, and Press stand in the corridor outside
Arden's room. Fitch joins the group.

LAURA
We think he's in his room
but he hasn't answered.

Press steps back a few paces.

PRESS
I hope you haven't got
this wrong, Dan.

Press takes a running, flying kick at the door but it only half comes off its hinges.

INT. ARDEN'S ROOM - NIGHT

Sil's defenses instantly go up. She morphs into Sil the monster. Tentacles shoot out from her breasts and wrap around Arden. Arden screams as he is impaled on a spike that thrusts out from her chest.

INT. CORRIDOR AT ARDEN'S ROOM - NIGHT

Responding to Arden's screams, Press steps back for a second attack. Suddenly, Sil explodes through the wall beside them. Everyone frozen in shock as they see Arden's twisted body. Sil shoots down the hall towards the fire stairs.

Press takes a shot at her with his .45 and misses. Press, Laura, Dan, and Fitch race after her. Press goes to the elevator and pushes the "Down" button.

PRESS
Laura and I will go to the
bottom in the elevator and
try to cut her off. You two
go down the stairs. Be
careful!

The elevator door opens,

INT. ELEVATOR - NIGHT

Press and Laura jump in. Press pushes "Parking 1". The elevator doors close and it descends.

CUT TO:

INT. STAIRWELL - NIGHT

Dan and Fitch nervously descend the dimly lit stairs. Fitch has his gun out.

FITCH

If they can make it, we'll have her trapped. Fire doors can only be opened from the outside.

INT. DESCENDING ELEVATOR - NIGHT

LAURA

She must be pregnant. We gotta get her before she gives birth.

PRESS

Who knows what kind of reproduction system she has. She could have a dozen children or lay a thousand eggs... We'll get some weapons out of the van. We've got to get her before she exits the stairwell.

INT. PARKING 1 - NIGHT

Poorly lit subterranean garage.

The elevator opens. Press and Laura rush to the van. They open the side door and start grabbing weapons and equipment.

PRESS

Grab a couple of flashlights!

INT. STAIRWELL - NIGHT

Dan and Fitch nervously descend the stairs. Sweat pours off them both. Stress and fear takes its toll. No sign of Sil.

FITCH

(in a whisper)

Where do you think she is.

DAN

I don't know but I'm not happy about this.

INT. PARKING 1 - NIGHT

Press grabs a sawn-off shot gun, stuffs shells in his pocket. Laura's got a flame thrower and a flashlight.

Press attaches a combat knife to his belt, then swings a flamethrower over his back and runs to the stairwell exit door. Laura close behind.

LAURA

Don't go in the stairwell.
If she hears the door open
she might double back up
the stairs.

Press creeps forward to look in the window on the door... Very tense.

He's nearly there. Ear splitting CRASH... Sil blasts out of the stairwell smashing the door right out of the wall. She streaks past them. Press takes a wild shot at her with the shotgun. He misses. Laura runs into the stairwell and screams.

LAURA

Fitch! Dan! She got
past us. You okay?!

CUT TO:

INT. STAIRWELL - NIGHT

Fitch and Dan running down the stairs, four at a time.

INT. PARKING 1 - NIGHT

Fitch and Dan rush out of the stairwell.

FITCH

You saw her?

LAURA

Look at the door, she's
alive and kicking.

Laura runs off after Press.

LAURA
(yelling as she runs)
Grab some weapons from the
van.

FITCH
Which way did she go?

LAURA
I don't know. Press took
off after her. I'm gonna
try and find him.

CUT TO:

INT. BASEMENT - NIGHT

Press pursues Sil into the bowels of the hotel basement. He's not sure which way she went. Down here there's even less light than there was in the parking structure. Press slowly descends a set of creaky iron stairs into the boiler room. Flamethrower and shotgun at the ready. Sil could be anywhere.

INT. BOILER ROOM - NIGHT

Laura comes to the top of the stairs behind Press. Press spins around when he hears the noise - thinks it is Sil. Nearly zaps Laura.

Fitch and Dan also appear. Fitch has a flamethrower.

PRESS
She's down here somewhere.

LAURA
You don't think she got
away?

INT. BOTTOM OF BASEMENT STAIRS/BOILER ROOM - NIGHT

The group gets to the bottom of the stairs. A nervous Fitch stays at the top of the stairs.

PRESS
If she's down here
we've got her trapped.

Press, Laura and Dan creep around the boiler room. No sign of Sil. Off to one side is another smaller

concrete room containing the hotel's electrical circuit breakers. Press slowly opens the door - peers inside.

INT. ELECTRICAL ROOM - NIGHT

Slowly he enters the room. It's dark as hell in here. Sil doesn't appear to be in here either. Press runs his flashlight over the walls. Sil's definitely not here. Fitch still guards the top of the stairs. They back out into the boiler room.

INT. BOILER ROOM - NIGHT

DAN

I know she's down here
somewhere.

PRESS

O.k., where is she then?

Flashlights shine across the walls.

Press sees something on the opposite wall. Is it Sil or his imagination? Slowly he walks towards what he sees. He's three feet away when the wall erupts towards him. Sil had camouflaged herself to look like the concrete.

Sil knocks Press off his feet. The shotgun goes flying and accidentally discharges.

Sil storms the stairs.

Fitch sees her coming and lets go with a blast from his flame thrower. The heat drives Sil back.

INT. ELECTRICAL ROOM - NIGHT

Sil darts into the electrical room and charges the concrete wall, RAMMING a hole in it. She digs through the concrete, charging her way down into the earth.

INT. BOILER ROOM - NIGHT

Fitch hesitantly comes down the stairs to join the group as Press finds the shotgun and picks himself up off the floor. Press reloads the gun.

INT. UNDERGROUND SEWER - NIGHT

Sil bursts out of a wall into an underground sewer and plunges into the murky effluent.

INT. BOILER ROOM - NIGHT

PRESS

She looked just like the wall.

DAN

If she can camouflage herself to look like whatever she wants to, we're in big trouble.

PRESS

Unless there's a way out of here I didn't see, we've got her trapped.

INT. ELECTRICAL ROOM - NIGHT

Press moves into the room, his flame thrower spewing fire as he advances, convinced he has Sil trapped. Sil's disappeared. He soon realizes he has it all wrong. Sil has dug her way through the concrete. Press spots the hole.

PRESS

She's dug her way out.

FITCH

She's dug her way out?

PRESS

Through the concrete.

Laura goes to the hole.

PRESS

Be careful. I guess we'll have to follow her.

FITCH

I guess.

Laura, Dan, and Fitch follow Press into the hole.

.INT. UNDERGROUND SEWER - NIGHT

Press' flashlight cuts the darkness as he crawls out of Sil's burrow into the sewer. Searching flashlight beams discover a narrow walkway along the edge of the sewer wall, but no sign of Sil. The others follow.

PRESS

Which way do you think she went, Dan?

DAN

(concentrating)

I'm not sure. I can't be certain.

FITCH

(starting to lose it)

Well, think about it will you for Christ sake! I thought you had some extra-sensory powers that would tell us this sort of thing.

DAN

(under pressure)

I think she went that way.

Press starts to move down the walkway in the direction Dan has indicated. Laura follows. Fitch goes in the opposite direction.

FITCH

I'll go this way. Dan, come with me.

Dan is scared. He stays put.

DAN

I'm not so sure, Mr. Fitch.

Fitch gets nervous when Dan's not behind him. Everyone terrified, listening for any sound of Sil.

Press and Laura inch their way along the walkway. Sil could be anywhere.

DAN

(calls out to Fitch)

I may have got it wrong. I think we should go back and get help.

Bubbles in the water at Dan's feet.

DAN

I think there's something
down here.

Dan cowers back against the wall as more bubbles erupt.
Dan's scared.

Fitch has heard a noise further up the tunnel. He
stops, listens.

BLOOP! BLOOP!

Bubbles in the sewer water below Fitch. They catch his
attention. Is it Sil?

Dan looks around the sewer tunnel. He's got a bad
feeling about everything down here.

More bubbles at Fitch's feet as he slowly he leans
forward to get a better look.

Suddenly, from out of the slime, a dark mass BURSTS
upwards toward Fitch. Sil, mouth open, shark-like rows
of teeth - razor sharp - lunges at Fitch, catching him
full face.

Fitch goes down in a spray of blood as Sil takes off
half his face. Dan catches a quick flash of Sil, she
looks larger than before. Her offspring is on it's
way. Dan reacts in horror to Fitch's screams.

Press and Laura charge back along the walkway to try
and help - too late.

Sil disappears into the darkness. Fitch's half-eaten,
lifeless corpse floats in the sewer. Dan, very angry,
picks up Fitch's flame thrower that's fallen on the
walkway.

DAN

I never thought I could
feel like I wanted to
kill something.

Press, Laura, and Dan advance along the sewer
determined to hunt down Sil before it's too late.

The tunnel takes a turn to the right. Everyone stops.
Press leads the group forward, committed to finding
Sil.

Tension.

In the blackness, Sil clings to the roof of the tunnel, wrapping herself around pipes that enter the sewer through the roof. Her body swells as her offspring continues to grow at an alarming rate. Sil's chameleon affect overcomes her and she becomes almost invisible. Dan stops. It looks as if Press and co. will pass right underneath her and be easy prey.

DAN

Stop! She's so close!

Press searches the walls and ceiling with his flashlight. Beams of light pass over the area where Sil hides.

One more pass of Press' flashlight. He catches a glint off her eyes in the beam. Sil springs at the group. Everyone jumps to the side. Sil half lands on Press knocking his shotgun into the water. Press spins around and lets go with a blast from his flamethrower. Sil dives into the sewer to escape the heat. She swims away under water.

Press and co. pick themselves up.

PRESS

She looks a hell of a lot bigger to me.

LAURA

She's definitely pregnant.

The group rush forward in pursuit of Sil's wake in the water.

In the beams of their lights they see Sil emerge from the water and dart to the side of the tunnel. Sil squirms into a crevice. She burrows furiously into the earth.

Press races down the sewer tunnel to Sil's burrow and thrusts his flamethrower into the entrance. A wall of flame shoots down the hole.

INT. SUBTERRANEAN CAVERN - NIGHT

Sil erupts from the walls of a subterranean cavern. A blast of flame shoots out of the hole behind her.

INT. UNDERGROUND SEWER - NIGHT

DAN

I think you got her, Press?

PRESS

I'm going to make sure.

With his flashlight, Press crawls through the rubble down the blackened burrow - air on his face.

PRESS

(over his shoulder)

Feels like a draught coming up the hole - I think we're out of luck... she's escaped.

INT. SUBTERRANEAN CAVERN - NIGHT

An albino rat comes into frame - the camera follows it as it scurries around the edge of a pool of oily tar. The rat climbs up over some rocks and stops. It pauses to watch something in a small cave down below.

RAT'S POV: Sil hides, her face racked in agony. She lies on her side like some sort of weird contortionist. She arches her back until she is bent almost double. The skin between her breasts stretches under enormous tension and finally splits exposing her alien birth canal. The bones encasing her offspring separate as Sil tries to expel the thing from within her.

INT. CAVERN - BURROW EXIT - NIGHT

Press comes out of the burrow followed by the others. they stand there in disbelief as they shine their flashlights around the cavern. Fallen rocks from earthquakes over the eons. On the floor are pools of oil mixed with tar.

LAURA

It's like the La Brea tar pits.

DAN

Be careful we don't get stuck in it or we'll finish up like the fossils you see in the tar pit's museum.

Press swings his flashlight around when he hears a noise. An albino rat scurries off into the darkness.

INT. CAVERN - SIL'S BIRTHING PLACE - NIGHT

Writhing in contortions Sil hyperventilates as she summons all her energy to force her offspring out.

Suddenly a child's head is expelled and behind it comes the body of what look like a human baby - a beautiful baby boy. Sil lifts her newborn up and licks it clean.

INT. CAVERN - NIGHT

Press, Laura, and Dan search the cave.

PRESS

This is a lost cause.

DAN

She could be anywhere.

INT. CAVERN - SIL'S BIRTHING PLACE - NIGHT

Sil digs a small depression in the ground - a nest for her child. The spot is well hidden. You could walk past this place and never see the child. By now the child looks like a one year old. Sil tenderly places the child in its hiding place. She darts away as he hears Press and co. getting close.

The bright, beady eyes of the rat watch the child from the darkness.

INT. CAVERN - NIGHT

Press, Laura, and Dan are getting close to where Sil and her child are hidden.

Sil rises, exposing herself to Press and co. so she can lure them away from her child. She shoots away. Press pursues her. Sil disappears. Where is she? Press has lost her. He searches the darkness with his flashlight for her. He knows she's hiding here somewhere.

Dan and Laura stand still. Their flashlight beams searching for Press and Sil. Dan looks around behind him. He's sensed something back there but somehow it

doesn't scare him. He walks away from Laura.

LAURA
Dan, what are you doing?
Come back here.

DAN
I'm not scared Laura -
just wait there.

INT. CAVERN/SIL'S BIRTHING PLACE - NIGHT

Dan climbs over some rocks up onto a small ledge. As he pokes his head up over the edge he sees Sil's child huddling in the beam of his light. He puts down his flamethrower.

DAN
Don't be scared.

The naked little boy cringes as Dan comes towards him.

DAN
I won't hurt you -
don't be scared.

INT. CAVERN - NIGHT

Laura stands there looking in the direction Dan disappeared.

LAURA
(calling out)
Dan, what are you doing?
Where are you?

INT. ANOTHER PART OF CAVERN - NIGHT

Press still searching for Sil, hears Laura's calls.

LAURA (V.O.)
Come back here, Dan!

PRESS
(calling out)
Laura, are you o.k.?

INT. CAVERN - SIL'S BIRTHING PLACE - NIGHT

DAN
(calling out)
I'm over here! I'm o.k.!

INT. CAVERN - NIGHT

LAURA
(calling out)
What are you doing, Dan?!

INT. CAVERN - SIL'S BIRTHING PLACE - NIGHT

DAN
(calling out)
Nothing - I thought I
heard a noise but there's
nothing here.

LAURA (V.O.)
Is there something there?
What is it, Dan?

DAN
(calling out)
I'm just having a look
around!

While Dan turns to talk to Press and Laura - he doesn't see the vicious eyes of the rat moving in on the baby. The rat bares its teeth. It's about to take a bite out of the child when suddenly a barbed tongue shoots out of the baby's mouth spearing the shocked rat. The tongue retracts into the baby's mouth. The baby crunches the rat in two bites and it's gone. Dan sees none of this.

Dan climbs back up onto the ledge. The baby gurgles as Dan approaches. Now it doesn't seem scared of Dan at all. Dan slowly comes toward the child.

He slowly takes off his jacket and holds it out. He goes to put it around the child's body.

Suddenly the horrible barbed tongue shoots out at Dan catching him on his shoulder. Dan screams as he falls backwards.

INT. ANOTHER PART OF CAVERN - NIGHT

Press hears Dan's yells. Sil suddenly appears in the beam of Press' flashlight. Press is confused about what he should do - pursue Sil or go help Dan.

INT. CAVERN - NIGHT

Laura hears Dan's cries. Laura rushes forward to help Dan but in the darkness she fails to see the pool of tar between her and Dan.

INT. CAVERN - POOL OF TAR/OIL - NIGHT

She stumbles and falls into the tar pool. She tries to get to her feet but the tar is like molasses.

Laura flails around trying to free herself.

INT. CAVERN - SIL'S BIRTHING PLACE - NIGHT

Dan scrambles around trying to find his flashlight. He finds it and turns it back on, wildly searching for Sil's. He swings the light around and there in the beam he sees the baby morphing into a male version of Sil. The monster flies at Dan but Dan ducks. Frantically, he swings his light around searching the ground for his flamethrower. He spots it and dives for it. The monster baby grows in size by the second. It lunges at Dan just as he gets his hand on his flamethrower. Dan swings his weapon around and blasts it into the face of the attacking monster. The creature reels back in flames - it blindly staggers backwards and falls off a ledge down into the pool of oil and tar below. Dan pursues the monster and blasts away with his flamethrower. The flames engulf the monster. It sizzles and burns, struggling in the tar and oil. Dan doesn't realize Laura is trapped in the tar. The surface of the pool catches fire. The flames fan out across the oily lake.

INT. CAVERN - OTHER SIDE OF POOL OF TAR - NIGHT

Sil, pursued by Press, emerges from her hiding place on the other side of the pool. She sees her offspring in its death throws, floundering in the burning oil.

Enraged, Sil storms around the edge of the inferno, hell bent on revenge.

INT. CAVERN - POOL OF TAR/OIL - NIGHT

Laura struggles at the edge of the pool, still trapped in the tar, as the flames race towards her.

She manages to free herself just as the fire reaches her.

She struggles up onto some rocks away from the flames. From nowhere Sil appears and attacks Laura. Sil charges at Laura. Tentacles shoot out of Sil's breasts and try and wrap themselves around Laura. Razor teeth stabbing the air by Laura's face. Somehow Laura manages to evade Sil's ferocious attack. She climbs up the rocks onto a small ledge overlooking the burning pool.

Suddenly, Press is by their side. Laura's too close to Sil for him to use the flamethrower. He takes the combat knife off his belt. He manages to sever one of Sil's flailing tentacles. A horrible yellow liquid shoots out like a hose let go under pressure.

Sil roars in agony. Press has his back to the edge of the drop as Sil charges - all of her spikes thrust out - trying to impale Press. Press defends himself with his knife. He manages to imbed the knife in Sil's upper torso. Sil is on top of Press. She has her surviving tentacle half-wrapped around him. With one horrendous heave he manages to push Sil off him and over the edge of the cliff. Sil manages to hang on to his leg with her tentacle. It looks as if Press will be dragged with her down into the burning lake. Press hangs on with both hands clawing at the rock and earth as he is dragged to the edge of the precipice.

Suddenly Dan is there. He finds Press' knife and hacks at the tentacle wrapped around Press' ankle. One final chop and he succeeds, just as Sil managed to get hold of the rock. As she falls Sil hangs onto the rock, taking a large piece of it with her into the burning pool. Press grabs his flame thrower and hurls it down on top of her. A BIG EXPLOSION as it disintegrates and immolates Sil.

Press, Dan, and Laura watch in silence.

A rat scurries away into a crevice carrying what looks like a piece of Sil's severed tentacle.

PRESS
Thanks again, Dan.

DAN
I think I like my new job.

Laura's covered in oil, tar, and Sil's bile.

LAURA
How will I ever get this crap off?

EXT. BEACH - DAY

A Pacific sunset on a clear day. Laura and Press sit looking out at the ocean.

LAURA
It was a fight over the most important thing in the world.

PRESS
What was that?

LAURA
Babies.

PRESS
(what, me?)
Babies?

LAURA
Yeah, the next generation. Whether it was going to be hers or ours.

They gaze out at the emerging stars.

PRESS
Well, we won.

LAURA
For the moment.